

MILPITAS OVERSIGHT BOARD

TO THE CITY OF MILPITAS ACTING AS THE RDA SUCCESSOR AGENCY

455 EAST CALAVERAS BOULEVARD, MILPITAS, CA 95035-5479
GENERAL INFORMATION: 408-586-3000 www.ci.milpitas.ca.gov

MILPITAS OVERSIGHT BOARD MEETING

Milpitas Community Center Large Meeting Room (7 & 8)
457 E. Calaveras Blvd., Milpitas, CA 95035

MEMBERS:

Emma Karlen
Bruce Knopf, Vice Chair
Mike McInerney, Chair
Michael Mendizabal
Althea Polanski
Matthew Tinsley
Glen Williams

ALTERNATES:

Jane Corpus Takahashi
Alan Minato
Russell Morreale

Suzanne Carrig
Michael Murdter

Minutes of the January 25, 2016 Meeting

I. CALL TO ORDER, ROLL CALL AND PLEDGE OF ALLEGIANCE

Chair McInerney called the meeting to order at 1:04 p.m.

ROLL CALL

MEMBERS PRESENT: Bruce Knopf, Mike McInerney, Mike Mendizabal, Russell Morreale, Althea Polanski, Matthew Tinsley and Glen Williams

MEMBERS ABSENT: None

II. PUBLIC FORUM

None.

III. APPROVAL OF AGENDA

Chair McInerney requested Item VI.A be heard last.

Moved by Mr. Knopf and seconded by Ms. Polanski to approve the agenda as amended. The motion passed unanimously.

IV. APPROVAL OF MINUTES FOR December 9, 2015 Meeting

Moved by Mr. Williams and seconded by Ms. Polanski to approve the minutes of the December 9, 2015. The motion passed with the following vote: **AYES:** Knopf, McInerney, Polanski and Williams **NOES:** 0 **ABSTAIN:** Mendizabal and Morreale **ABSENT:** 0

V. OLD BUSINESS

None

VI. NEW BUSINESS

- B. Adoption of Resolution No. 73 Approving the successor Agency's Administrative Budget for July 1, 2016 to June 30, 2017.

Ms. Montoy presented the staff report. Mr. Morreale gave an overview of the budget.

Moved by Mr. Knopf and seconded by Ms. Polanski to approve the adoption of Resolution No. 73. The motion passed unanimously.

- C. Adoption of Resolution No. 74 Approving the Recognized Obligation Payment Schedule (ROPS) for July 1, 2016 to June 30, 2017.

Ms. Montoy presented the staff report. Mr. Morreale gave an overview of the ROPS.

Moved by Mr. Mendizabal and seconded by Ms. Polanski to approve the adoption of Resolution No.74. The motion passed unanimously.

- D. Adoption of Resolution No.75 Regarding Reallocation of Line Item Amounts in the Administrative Budget for July 1 through December 31, 2015.

Ms. Montoy presented the staff report. Mr. Morreale gave an overview of the reallocation of line item amounts in the budget.

Moved by Mr. Williams and seconded by Ms. Polanski to approve the adoption of Resolution No. 75. The motion passed unanimously.

- A. Receive and Consider Report and Recommendations from the Ad Hoc Committee of the Oversight Board Regarding Results of Request for Proposals (RFP) Process for the Sale of Property No. 3 Listed on the Long Range Property Management Plan and Located at 230 N. Main Street, Milpitas, California (APN 028-34-001 through 028-34-094).

1. Adoption of Resolution No. 72 of the Oversight Board Approving the Sale of Property Located at 230 N. Main Street, Milpitas California (APN 028-34-001 through 028-34-094) to the County of Santa Clara Pursuant to the Long Range Property Management Plan and a Request for Proposals (RFP) Process.

Ms. Montoy presented the staff report that included requests by the County, received sometime shortly before the meeting, for changes to the proposed Purchase and Sale Agreement. Deputy Counsel Danielle Goldstein came forward and identified the following requested changes:

- In the Preamble delete the space for entering the effective date and delete Item 1C regarding the Effective Date and insert the phrase "effective on the date fully executed" in the Preamble so that the Preamble reads, "This real property purchase and sale agreement (the "Agreement") is entered effective on the date fully executed...."
- In Section 3A on the Due Diligence Period add at the end of the section the phrase, "pursuant to this section 3A."
- In Section 5A regarding an "as-is" purchase in the third sentence there begins a list of disclaimers, insert in disclaimer "S" the phrase, "specifically related to the above," so that "S" reads, "Any other matter specifically related to the above concerning the property."
- In Section 5B regarding Release, delete the phrase, "except for the Excluded Claims," in the first sentence and insert the phrase, "the physical condition of" and the word "physical" so that a portion of the section reads, "... for any liabilities arising from or related to the physical condition of the property, its design, development, entitlements, or any physical conditions existing or events occurring on, in or about the Property before Closing...."

- Also in Section 5B delete at the end of the first sentence the phrase, “of the Excluded Claims and/or any Liabilities of (or Claims against) the Excluded Parties,” and insert after the word “release,” the phrase, “any other claims for liability other than as specified above.”

City Manager Williams commented on the item by recommending that the Board continue this item until the City’s legal counsel had a chance to review the changes that are being proposed by County Counsel. Ms. Montoy noted that the Buyer has 10 days to sign the Purchase Sale Agreement and the Successor Agency has 30 days after the Buyer’s execution to sign it. This may allow additional time for the Successor Agency’s counsel to comment on the edits which can be brought back to the Oversight Board at the February meeting.

The following individuals spoke on this item: Mr. Steve Munzel, Mr. Jerry Epps, Mr. Pete McHugh, Mr. Joseph Weinstein, Mr. Don Peoples, Ms. Nancy Mendizabal, and Danielle Goldstein.

After lengthy discussion on the City Manager’s recommendation to continue the item to the next meeting and the City Manager’s request to designate the site as governmental use, it was moved by Ms. Polanski and seconded by Mr. Morreale to continue this item to the next meeting to allow for the opportunity for the Milpitas City Attorney to review the purchase and sale agreement and for discussions with the County. The motion failed by the following vote: **AYES:** Morreale and Polanski **NOES:** Knopf, McInerney, Mendizabal, Tinsley, and Williams **ABSENT:** 0 **ABSTAIN:** 0

Moved by Mr. Knopf and seconded by Mr. Tinsley to approve the Resolution No 72 as well as approve the proposed amendments to purchase and sale agreement. The motion passed by the following vote: **AYES:** Knopf, McInerney, Mendizabal, Tinsley & Williams **NOES:** Morreale and Polanski **ABSENT:** 0 **ABSTAIN:** 0

VII. NEXT MEETING

A. Identify Potential Agenda Items

1. Approve the sale of the Alder Drive and Barber Lane property.
2. Consider how to proceed with the disposition of 86 North Main Street.
3. Status Report on the sale of 540 South Main Street
4. Invite someone from the County to give a presentation on the County’s objective and/or planned use for pursuing the purchasing of 230 North Main Street.

B. Set Date and Time

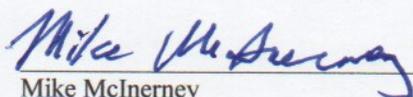
It was agreed that the next meeting will be held on February 19, 2016 at 1:00 p.m.

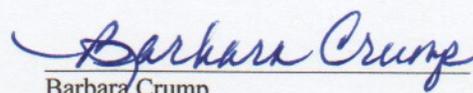
VIII. MEETING ADJOURNMENT

Moved by Mr. Knopf and seconded by Ms. Polanski, Chair McInerney adjourned the meeting at 2:41p.m. on the consensus of the Board.

*Meeting minutes drafted and submitted by
Barbara Crump, Board Secretary*

Approved on February 19, 2016.


Mike McInerney
Oversight Board Chair


Barbara Crump
Oversight Board Secretary