

PORT ORDINANCE NO. 4815
ORDINANCE APPROVING AND AUTHORIZING THE EXECUTIVE
DIRECTOR TO EXECUTE AN AMENDED AND RESTATED LEASE
WITH FM ADELINE, LLC FOR AN APPROXIMATE 2-ACRE
BATTERY-ELECTRIC DRAYAGE TRUCK CHARGING FACILITY
WITH AN INITIAL TERM THROUGH JUNE 30, 2040, WHICH
PROVIDES APPROXIMATELY \$311,000 ANNUAL REVENUE AND
AN AVERAGE ANNUAL OPERATING EXPENSE OF \$30,000; AND
FINDING THAT THE PROPOSED ACTION COMPLIES WITH THE
CALIFORNIA ENVIRONMENTAL QUALITY ACT ("CEQA") AS
EVALUATED IN THE 2023 ROUNDHOUSE BATTERY-ELECTRIC
TRUCK CHARGING STATION PROJECT INITIAL
STUDY/NEGATIVE DECLARATION.

WHEREAS, the Board of Port Commissioners of the City of Oakland ("Board") has reviewed and evaluated the Agenda Report for Agenda Item 6.2, dated October 23, 2025, (the "Agenda Report") and related agenda materials, has received the expert testimony of Port of Oakland ("Port") staff, and has provided opportunities for and taken public comment; and

WHEREAS, Section 706 of the City of Oakland ("City") Charter gives to the Board the complete and exclusive power and duty for and on behalf of the City to make provisions for the needs of commerce, shipping, and navigation of the Port and to promote the development, construction, and operation of all waterfront properties, including piers, wharves, sea walls, docks, and other improvements; and

WHEREAS, the proposed action will provide important services for customers of the Port, and is consistent with the Port's duty to use and manage Port property in trust for the people of the State of California (the "Tidelands Trust"), and the private use of Port property in the form of a lease will not interfere with the Tidelands Trust; and

WHEREAS, the Port has an existing lease, effective July 1, 2024 (the "Lease") with FM Adeline, LLC, a California limited liability company ("Lessee" or "Forum") to use approximately 2.19 acres of land on a certain portion of Port owned property commonly referred to as the Roundhouse ("Premises") for the construction and operation of a charging facility for battery-electric drayage trucks serving the Seaport; and

WHEREAS, the Port and Lessee have agreed that it is to their mutual benefit to amend and restate certain provisions of the Lease ("Amended and Restated Lease");

NOW, THEREFORE, BE IT ORDAINED by the Board of Port Commissioners of the City of Oakland as follows:

Section 1. In acting upon this matter, the Board has exercised its independent judgment based on substantial evidence in the record and adopts and relies upon the facts, data, analysis, and findings set forth in the Agenda Report and in related agenda materials and in testimony received.

Section 2. The Board hereby finds and determines as follows:

A. The proposed Amended and Restated Lease complies with the California Environmental Quality Act ("CEQA") as evaluated in the 2023 Roundhouse Battery-Electric Truck Charging Station Project Initial Study/Negative Declaration (SCH Number 2023040309). In 2023 the Port prepared an Initial Study (IS) for the Roundhouse Battery-Electric Truck Charging Station Project (Project) and determined that a Negative Declaration (ND) was appropriate because the IS showed that there are no significant unavoidable environmental impacts from the Project. The Initial Study/Negative Declaration (IS/ND) was released for public comment on April 14, 2023, with no comments received during the comment period that ended May 15, 2023. The Board adopted the IS/ND for the Project on June 13, 2024 (Ordinance No. 4757). Changes to the Lease as described herein in the Amended and Restated Lease, are within the scope of the 2023 IS/ND for the Project. No further CEQA analysis is required.

B. Port staff have negotiated and recommend entering into the Amended and Restated Lease, which amends and restates the following terms in the Lease:

1. Delivery of Premises: Forum cannot take possession of the Premises until certain conditions precedent are met; until then, the Port can continue to use the Premises for other purposes and tenancies. The Amended and Restated Lease provides Forum with more time (until January 1, 2028) to become operational.
2. Forum Improvements and Operations: Forum would develop the facility in a single phase, not in two phases as in the Lease. The Amended and Restated Lease provides the following terms that differ from the Lease:
 - a. Forum will construct no fewer than four bobtail stalls, four pull-through stalls, and three private vehicle stalls. Two additional pull-through stalls may be installed without additional approvals; any additional stalls would require written approval from the Port's Maritime Director.
 - b. Time-of-day restrictions on trucks using the Forum Facility for opportunity charging (i.e., fast charging) have been eliminated.
 - c. Through June 30, 2032, up to 20% of the monthly usage (by kilowatt-hour) of the Forum Facility can be by trucks that are not registered in the Port's Seaport Comprehensive Truck Management Plan (CTMP) Registry. Forum must report certain information to the Port regarding these trucks.
 - d. Forum is required to deploy no fewer than four trucks, owned or leased by Forum, into Seaport drayage service no later than January 1, 2028.
3. Termination Rights: Port has the right to terminate if Lessee has not placed its improvements into service by January 1, 2028. Between July 1, 2024 and January 1, 2028, Lessee has the right to

terminate if it cannot obtain the approvals it needs to construct the improvements, despite using best efforts.

4. Compensation: Rent is fully abated until the earlier of (a) possession or (b) July 1, 2026, except for July 2025 and August 2025, for which rent has been paid and will not be refunded.

Other terms and conditions of the Lease remain unchanged.

Section 3. The Board hereby authorizes the Executive Director or her designee to execute the Amended and Restated Lease with Lessee, as further described in the Agenda Report, subject to approval as to form and legality by the Port Attorney.

Section 4. This Ordinance is not evidence of and does not create or constitute (a) a contract, or the grant of any right, entitlement, or property interest, or (b) any obligation or liability on the part of the Board or any officer or employee of the Port. Unless and until a separate written agreement is duly executed on behalf of the Board as authorized by this ordinance, is signed as approved as to form and legality by the Port Attorney, and is delivered to the other contracting party, there shall be no valid or effective agreement.

Section 5. This Ordinance shall take effect on the date of its final adoption; provided, however, that if a petition protesting the adoption of this Ordinance is timely and duly submitted to the elections official of the City of Oakland in the manner required under California Elections Code § 9237, the effective date of this Ordinance shall be suspended, and all actions authorized by this Ordinance shall be null and void.

The Board of Port Commissioners, Oakland, California, October 23, 2025. Passed to print for one day by the following vote: Ayes: Commissioners Dominguez Walton, Leslie, Martinez, Muhammad, Myres, Wong and President Cluver - 7. Noes: 0.

Daria Edgerly,

Secretary of the Board