

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

Item No. 6.1
01/22/26
CF/pcm

McA

**RESOLUTION APPROVING AND AUTHORIZING THE EXECUTIVE
DIRECTOR TO ENTER INTO AN EXCLUSIVE NEGOTIATING
AGREEMENT WITH TRAPAC, LLC, FOR THE POTENTIAL
DEVELOPMENT AND LEASE OF CONTAINER TERMINAL
FACILITIES AT BERTHS 22-33, FOR A ONE-YEAR TERM WITH
A NON-REFUNDABLE FEE OF \$20,000 PER MONTH; AND FIND
THAT THE PROPOSED ACTION IS EXEMPT UNDER THE
CALIFORNIA ENVIRONMENTAL QUALITY ACT.**

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated Agenda Report Item 6.1 dated January 22, 2026, and related agenda materials ("Agenda Report"), has received the expert testimony of Port of Oakland ("Port") staff, and has provided opportunities for and taken public comment; and

WHEREAS, 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;

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

Section 1. The proposed action is not subject to the California Environmental Quality Act ("CEQA") under the general rule of exclusion under Section 15061(b)(3) of the CEQA Guidelines because it can be seen with certainty that the proposed action will not have a significant effect on the environment and therefore the action is not subject to CEQA.

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

A. The Port owns the submerged lands, berthing areas, and docks related to Berths 22-33 and the acreage upland adjacent to those Berths (the "Proposed Premises"); and

B. The Port currently leases Berths 25-33 to TraPac, LLC, ("TraPac") where TraPac operates the Seaport's second largest marine terminal, and the remainder of the Proposed Premises, Berths 22-24, are not currently being rented by or to a marine terminal operator; and

C. TraPac wishes to expand its current marine terminal operations at the Seaport and has approached Port staff about the possibility of leasing the Proposed Premises; and

D. Port staff now propose entering into an exclusive negotiating agreement ("ENA") with TraPac under the following key terms and conditions:

- i. **Term of ENA:** The ENA will remain in effect for a one (1) year term. Beginning at six (6) months after the effective date, either party may terminate the ENA as provided in accordance with its terms; and
- ii. **Proposed Premises:** The water area, submerged lands and berthing areas and docks at Berths 22-33, as well as the acreage upland adjacent to those Berths, exclusive of areas subject to long-term tenancies that do not become available (the "Proposed Premises"); and
- iii. **Consideration:** TraPac will pay a non-refundable monthly fee of \$20,000 per month, and will reimburse the Port for eligible costs related to due diligence and environmental review.

Section 3. The Board hereby:

A. Approves the proposed ENA with TraPac as described hereinabove and in the Agenda Report; and

B. Authorizes the Executive Director to (i) execute the ENA with TraPac, subject to approval as to form and legality by the Port Attorney, and (ii) make such additions, modifications, or corrections as necessary to implement the agreement, provided that any such addition, modification, or correction does not materially differ from the terms and conditions set forth herein and in the Agenda Report, subject to approval as to form and legality by the Port Attorney.

Section 4. This resolution 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. This resolution approves and authorizes the execution of an agreement(s) in accordance with the terms of this resolution. Unless and until a separate written agreement(s) is duly executed on behalf of the Board as authorized by this resolution, is signed and approved as to form and legality by the Port Attorney, and is delivered to the contracting party, there shall be no valid or effective agreement(s).

Section 5. This resolution shall be effective immediately upon adoption by the Board.