

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

RESOLUTION NO. 17-114

RESOLUTION APPROVING AN INDIRECT TRANSFER OF A LEASE FROM DEALEY, RENTON & ASSOCIATES TO ASSUREDPARTNERS, INC. FOR PREMISES LOCATED AT 530 WATER STREET, 7TH FLOOR, OAKLAND UNDER A LEASE THAT EXPIRES IN DECEMBER 2020.

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated Agenda Report Item 2.1 dated November 9, 2017, 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. Based upon the Agenda Report and other information received, the Board hereby finds and determines as follows:

A. AssuredPartners, Inc. ("AssuredPartners") has significant business experience in the insurance industry, significant financial resources, and is capable of performing and complying with all the terms and conditions of the existing lease (the "Lease") between the Port and Dealey Renton & Associates ("Dealey Renton") for approximately 15,145 square feet of office space at 530 Water Street, 7th Floor (the "Premises"), in the City of Oakland;

B. AssuredPartners' acquisition of all of Dealey Renton's stock constitutes an indirect transfer pursuant to Section 17 of the Lease and requires the Port's consent as evidenced by a resolution of the Board of Port Commissioners (the "Board");

C. The proposed approval of the indirect transfer of the Lease to AssuredPartners has been determined to be categorically exempt from the requirements of the California Environmental Quality Act ("CEQA") pursuant to Section 15301 of the CEQA Guidelines, Existing Facilities, which exempts the operation, repair, maintenance, permitting, leasing, licensing, or minor alteration of existing public or private structures,

facilities, mechanical equipment or topographical features, involving negligible or no expansion of use beyond that existing at the time of the lead agency's determination. It can be seen with certainty that no changes to the Premises or uses are proposed by the proposed indirect transfer of the Lease to AssuredPartners;

D. Section 706 of the 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 water front properties including piers, wharves, sea walls, docks, and other improvements;

E. The proposed indirect transfer of the Lease will retain an important tenant in the Commercial Real Estate portfolio, continue an appropriate and beneficial use of the Premises, and will allow the Port to continue receiving revenue from the Premises without interruption in accordance with the Lease; and

F. The proposed indirect transfer of the Lease is consistent with the Port's duty to use and manage Port property in trust for the State of California (the "Tidelands Trust"), and the private use of Port property pursuant to the indirect transfer of the Lease will not interfere with the Tidelands Trust.

Section 2. The Board hereby approves the proposed indirect transfer of the Lease from Dealey Renton to AssuredPartners and authorizes the Executive Director to execute such documents as may be necessary to complete such indirect transfer, subject to the approval as to form and legality by the Port Attorney.

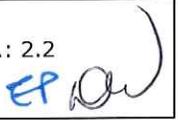
Section 3. This resolution is not evidence of and does not create or constitute (a) a contract, or the grant of any right, entitlement or property interest, or (b) any obligation or liability on the part of the Board or any officer or employee of the Board. Unless and until a separate written agreement is duly executed on behalf of the Board as authorized by this resolution, 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.

At the regular meeting held on November 9, 2017

Passed by the following vote:

Ayes: Commissioners Butner, Colbruno, Cluver, Hamlin, Martinez,
Yee and President Story – 7

Noes: 0



**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

RESOLUTION NO. 17-115

**RESOLUTION APPROVING BUILDING PERMIT
REQUESTED BY PACIFIC LAYBERTHING SOUTH,
LLC.**

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated Item No. 2.2 - the Summary Sheet for Permit Application (Port Permit No. 5160) dated October 26, 2017 - and related agenda materials ("Agenda Sheet"), has received the expert testimony of Port of Oakland ("Port") staff, and has provided opportunities for and taken public comment; and

WHEREAS, that 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 Sheet and in related agenda materials and in testimony received;

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

SECTION 1. In reliance upon the representations and certifications set forth upon and submitted with an application by the Applicant for a building permit to perform certain work at the Premises, and provided that the Applicant complies with all of the terms and conditions set forth in Applicant's agreement(s) with the Port and all other documents regulating use of the Premises, the Board hereby authorizes the Executive Director to approve the building permit for the following work:

- A. Applicant: **Pacific Layberthing South, LLC**
- B. Premises: Maritime Street (Berths 20-21), Oakland, California
- C. Estimated Cost: \$120,000
- D. Work: Improvements at Berths 20-21 to accommodate a moored vessel, including installing sewer, water, and electrical connections to the dock, and installing fencing, dolphins, and bollards on and adjacent to the dock.

SECTION 2. The Board hereby finds and determines that the work to be performed under this building permit is categorically exempt from the requirements of the California Environmental Quality Act ("CEQA") and the Port CEQA Guidelines under Section 15302, Class 2(c), which exempts the replacement or reconstruction of existing utility systems and/or facilities involving negligible or no expansion of capacity.

SECTION 3. (a) Neither this resolution nor the Board's approval of said work (i) is a waiver by the Board of any Port right or remedy with respect to Applicant under any agreement between the Port and the Applicant or with respect to any obligation of Applicant, or (ii) releases Applicant from any obligation with respect to said work or with respect to any agreement between the Port and Applicant; and (b) this resolution is not evidence of and does not create or constitute (i) a contract, or the grant of any right (other than to perform the work subject to the provisions of this resolution), entitlement or property interest, or (ii) any obligation or liability on the part of the Board or any officer or employee of the Board.

SECTION 4. This resolution shall be effective immediately upon adoption by the Board.

At the regular meeting held on November 9, 2017

Passed by the following vote:

Ayes: Commissioners Butner, Colbruno, Cluver, Hamlin, Martinez, Yee and President Story – 7

Noes: 0

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

RESOLUTION NO. 17-116

RESOLUTION PROVIDING FOR THE PAYMENT TO THE CITY OF OAKLAND ("CITY") FOR GENERAL SERVICES PROVIDED TO THE PORT OF OAKLAND ("PORT") IN FISCAL YEAR 2016-2017 AND FOR THE REIMBURSEMENT OF CERTAIN CITY EXPENDITURES FOR LAKE MERRITT TIDELAND TRUST PURPOSES IN FISCAL YEAR 2016-2017, AND MAKING CERTAIN DETERMINATIONS IN CONNECTION THEREWITH.

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated the Agenda Report Item 4.1, dated November 9, 2017, ("Agenda Report") and related materials, has received the expert testimony of Port of Oakland ("Port") staff, and has provided opportunities for and taken public comment; now, therefore, be it

RESOLVED, that the Board, subject to the terms and conditions hereinafter described, hereby authorizes the transfer, from the Port Revenue Fund to the General Fund of the City, of a total amount not greater than \$2,378,882, said transfer to be made from any funds available in the Port Revenue Fund in accordance with the Ninth purpose of Section 717(3) of the Charter of the City, subject and subordinate to all payments required by the First, Second, Third, Fourth, Fifth, Sixth, Seventh and Eighth purposes of Section 717(3) of the Charter of the City; and be it

FURTHER RESOLVED, that the Board does hereby determine that moneys, sufficient to make the \$2,378,882 maximum transfer hereinabove specified, exist in said Port Revenue Fund which are not needed for any of the First through Eighth purposes of said Section 717(3) of said Charter; and be it

FURTHER RESOLVED, that the General Services payments and Lake Merritt reimbursements are conditioned upon and subject to the terms and conditions contained in the Memorandum of Understanding effective July 1, 1983 between the Board and the City of Oakland, acting by and through its City Council, as amended by the Eleventh Supplemental Agreement (General Services) effective July 1, 1993 and as amended by the Twelfth Supplemental Agreement (Lake Merritt Tidelands) effective July 1, 1993; and be it

FURTHER RESOLVED, that the action taken by this resolution does not constitute a commitment by the Board with respect to any other determination of moneys being available for the Ninth purpose of Section 717(3) of the Charter of the City; and be it

FURTHER RESOLVED, that in acting upon the matters contained herein, 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 materials and in testimony received.

At the regular meeting held on November 9, 2017

Passed by the following vote:

Ayes: Commissioners Butner, Colbruno, Cluver, Hamlin, Martinez, Yee and President Story – 7

Noes: 0

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

RESOLUTION NO. 17-117

RESOLUTION APPROVING AND AUTHORIZING CAPITAL BUDGET IN THE AMOUNT OF \$1,000,000 FOR UTILITY-RELATED IMPROVEMENTS FOR THE CENTERPOINT OAKLAND DEVELOPMENT PROJECT.

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated the Agenda Report Item 5.1 dated November 9, 2017 ("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, the Port and CenterPoint-Oakland Development 1, LLC ("CenterPoint") have negotiated the terms of a long-term lease of property located adjacent to Maritime Street in the area formerly occupied by the Oakland Army Base; and

WHEREAS, in order to accommodate the development of the proposed CenterPoint facility, the Port anticipates that it may need to perform utility-related improvements related to the proposed CenterPoint project; and

WHEREAS, that 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. Based upon the information contained in the Agenda Report, and testimony received, the Board finds that:

A. It is in the best interest of the Port to approve and authorize a capital budget authorization of \$1,000,000 to complete utility-related improvements related to the CenterPoint project.

B. The proposal to authorize funds for utility-related improvements was reviewed in accordance with the requirements of the California Environmental Quality Act ("CEQA") and the Port CEQA Guidelines. Authorizing funding for utility-related improvements is not

subject to CEQA pursuant to Section 15061(b)(3), which states that CEQA applies only to activities that have a potential for causing a significant effect on the environment. Furthermore, the anticipated improvements are categorically exempt from CEQA pursuant to Section 15301(d), which addresses restoration or rehabilitation of deteriorated or damaged facilities to meet current standards of public health and safety, and Section 15302(c), which addresses replacement or reconstruction of existing utility systems or facilities involving negligible or no expansion of capacity.

SECTION 2. The Board hereby approves the following:

A. Approving a capital budget authorization of \$1,000,000 to complete utility-related improvements related to the CenterPoint project.

SECTION 3. 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 Board. 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 other contracting party, there shall be no valid or effective agreement(s).

At the regular meeting held on November 9, 2017

Passed by the following vote:

Ayes: Commissioners Butner, Colbruno, Cluver, Hamlin, Martinez, Yee and President Story – 7

Noes: 0

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

RESOLUTION NO. 17-118

RESOLUTION APPROVING AND AUTHORIZING EXECUTION OF A COOPERATION AGREEMENT AMONG THE PORT OF OAKLAND AND SIGNATORY OAKLAND COMMUNITY-BASED ORGANIZATIONS FOR THE IMPLEMENTATION OF THE OPERATIONS JOBS POLICY ADOPTED AS PART OF THE LEASE WITH CENTERPOINT - OAKLAND DEVELOPMENT 1, LLC FOR THE SEAPORT LOGISTICS PROJECT.

WHEREAS, the Board of Port Commissioners ("Board") has approved and authorized the Executive Director to execute a Ground Lease with CenterPoint-Oakland Development I, LLC, for the design, construction, finance, operation (including sublease), and maintenance of a transload and distribution facility, on approximately 27 acres of land on the Former Oakland Army Base/Seaport Logistics Complex ("Ground Lease"); and

WHEREAS, the Ground Lease includes an agreement to implement a Jobs Operations Policy to enhance job training and placement opportunities for local residents; and

WHEREAS, in order to better support the monitoring of and compliance with the Jobs Operations Policy and facilitate long-term community engagement, the Port and certain community-based organizations negotiated and intend to enter into a Cooperation Agreement described in the Agenda Report No. 5.2 dated November 9, 2017 ("Agenda Report"); now, therefore, be it

RESOLVED, that the Board of Port Commissioners hereby approves and authorizes the Executive Director to execute for and on behalf of the Board a Cooperation Agreement with various signatory community and labor organizations for cooperation in the implementation of the Jobs Operations Policy that is part of the Ground Lease, in accordance with the terms described in the Agenda Report and containing such other reasonably related and consistent terms and conditions as may be negotiated by the Executive Director; and be it

FURTHER RESOLVED, that 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 Board. This resolution approves and authorizes the execution of an agreement in

accordance with the terms of this resolution. Unless and until a separate written agreement is duly executed on behalf of the Board as authorized by this resolution, is signed as approved as to form and legality by the Port Attorney, and is delivered to other contracting party, there shall be no valid or effective agreement.

At the regular meeting held on November 9, 2017

Passed by the following vote:

Ayes: Commissioners Butner, Colbruno, Cluver, Hamlin, Martinez, Yee and
President Story – 7

Noes: 0

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

RESOLUTION NO. 17-119

RESOLUTION APPROVING AND AUTHORIZING THE EXECUTIVE DIRECTOR TO EXTEND THE AGREEMENT WITH MERCURY TECHNOLOGY GROUP, INC. FOR ORACLE ENTERPRISE RESOURCE PLANNING HOSTING SERVICES FOR APPROXIMATELY FIVE YEARS IN THE AMOUNT NOT TO EXCEED \$1,154,934, AND TO WAIVE FORMAL COMPETITIVE PROCUREMENT PROCEDURES.

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated the Agenda Report for Agenda Item No. 6.3, dated November 9, 2017 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, that 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. Based upon the information contained in the Agenda Report and in testimony received, the Board finds and determines that the requested action is exempt from the California Environmental Quality Act ("CEQA") under the general rule exclusion under Section 15061(b)(3) of the CEQA Guidelines because it can be seen with certainty that executing this agreement for Oracle Enterprise Resource Planning ("ERP") hosting services will not have a significant effect on the environment and therefore is not a "project" under CEQA.

Section 2. The Board hereby approves and authorizes the Executive Director to waive competitive procurement procedures and to extend the agreement with **Mercury Technology Group, Inc.** for Oracle ERP hosting services for a period of approximately five years for a total cost not to exceed \$1,154,934 (which includes \$1,049,940 for hosting services and change orders of up to 10%, or \$104,994, at the Executive Director's sole discretion), as further described in the Agenda Report and provided that all agreements are approved as to form and legality by the Port Attorney.

Section 3. 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 Board. This resolution approves and authorizes the execution of a contract in accordance with the terms of this resolution. Unless and until a separate written contract is duly executed on behalf of the Board as authorized by this resolution, is signed as approved as to form and legality by the Port Attorney, and is delivered to other contracting party, there shall be no valid or effective contract.

Section 4. This resolution shall be effective immediately upon adoption by the Board.

At the regular meeting held on November 9, 2017

Passed by the following vote:

Ayes: Commissioners Butner, Colbruno, Cluver, Hamlin, Martinez, Yee and President Story – 7

Noes: 0

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

RESOLUTION NO. 17-120

**RESOLUTION ADOPTING A NEW BOARD MEETINGS SCHEDULE
FOR THE BOARD OF PORT COMMISSIONERS FOR CALENDAR
YEAR 2018.**

WHEREAS, Article III of the By-Laws and Administrative Rules for the Board of Port Commissioners ("By-Laws"), the Port of Oakland Sunshine Ordinance and Rule V(C) of the Rules for Public Participation at Meetings of the Board of Port Commissioners and Standing Committees ("Rules") specify that the Board of Port Commissioners ("Board") shall establish a regular meeting schedule for Board meetings; and

WHEREAS, the Ralph M. Brown Act (California Government Code Section 54950 et seq.) permits the Board to determine and adjust the dates and times of the Board's regular meetings, from time to time, by way of resolution or motion; now, therefore be it

RESOLVED, that the Board's meetings for calendar year 2018 shall be held in the Board Room of the Port of Oakland Building, 530 Water Street, in the City of Oakland on the following days at the following times:

Thursday, January 25, 2018	1:00 PM
Thursday, February 8, 2018	1:00 PM
Thursday, February 22, 2018	1:00 PM
Thursday, March 8, 2018	1:00 PM
Thursday, March 22, 2018	1:00 PM
Thursday, April 12, 2018	1:00 PM
Thursday, April 26, 2018	1:00 PM
Thursday, May 10, 2018	1:00 PM
Thursday, May 24, 2018	1:00 PM
Thursday, June 14, 2018	1:00 PM
Thursday, June 28, 2018	1:00 PM
Thursday, July 12, 2018	1:00 PM
Thursday, July 26, 2018	1:00 PM

August Recess

Thursday, September 13, 2018	1:00 PM
Thursday, September 27, 2018	1:00 PM
Thursday, October 11, 2018	1:00 PM
Thursday, October 25, 2018	1:00 PM
Thursday, November 8, 2018	1:00 PM
Thursday, November 22, 2018	HOLIDAY
Thursday, November 29, 2018	1:00 PM
Thursday, December 13, 2018	1:00 PM; and be it

FURTHER RESOLVED, that the Board shall modify this meeting schedule, as appropriate from time to time, by action of the Board.

At the regular meeting held on November 9, 2017

Passed by the following vote:

Ayes: Commissioners Butner, Colbruno, Cluver, Hamlin, Martinez, Yee and
President Story – 7

Noes: 0