

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

PORT ORDINANCE NO. 4501

**ORDINANCE AUTHORIZING AND APPROVING EXTENSION OF
TEMPORARY RENTAL AGREEMENT WITH THE CITY OF OAKLAND
FOR EMERGENCY VEHICLE ACCESS RELATED TO THE
RECONSTRUCTION OF THE EMBARCADERO BRIDGE FROM
JANUARY 1, 2019, THROUGH JUNE 30, 2019.**

WHEREAS, the Board of Port Commissioners of the City of Oakland ("Board") has reviewed and evaluated the proposed extension of a Temporary Rental Agreement ("TRA") with the City of Oakland ("City") for emergency vehicle access as set forth in the Agenda Report for Agenda Item 2.1, dated November 29, 2018 (the "Agenda Report") and related agenda materials, has received the expert testimony of Port staff, and has provided opportunities for and taken public comment; 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 City is replacing the Embarcadero Bridge (the "Bridge") over Lake Merritt Channel, and during the closure of the Bridge, idle trains may block emergency vehicles access to lands south of Embarcadero West Street and west of the Bridge.

B. On January 4, 2016, the Port granted the City a TRA to provide temporary emergency vehicular access across certain Port properties as shown in Exhibit A to the Agenda Report.

C. The TRA has been amended three times to extend the term thereof due to construction delays, and the City has requested an additional extension of the TRA through June 30, 2019.

D. Port staff believe that the possibility of an idle train blocking emergency access during the Bridge closure is an unacceptable risk and therefore support the City's request.

E. The proposal to authorize the Executive Director to execute an amendment to extend the term of the TRA with the City for an alternate emergency vehicle access route to properties and areas south of Embarcadero West Street and

west of the Bridge through June 30, 2019 was reviewed in accordance with the requirements of the California Environmental Quality Act ("CEQA"), and the Port's CEQA Guidelines. The TRA is categorically exempt from CEQA pursuant to Section 15301(p) of the Port CEQA Guidelines, which exempts the execution of leases or license agreements where the premises or licensed activity was previously leased or licensed to the same or another person/entity, involving negligible or no expansion of use beyond that previously existing. The extension of the term of the TRA to allow emergency vehicle access meets the criteria for this exemption.

SECTION 3. The Board approves the extension of the TRA as set forth in the Agenda Report and authorizes the Executive Director to execute an amendment to the TRA with the City for emergency vehicle access to properties south of Embarcadero West Street and west of the Embarcadero Bridge through June 30, 2019.

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 Board. This ordinance approves and authorizes the execution of an agreement in accordance with the terms of this ordinance. Unless and until a separate written agreement is duly executed on behalf of the Board as authorized by this ordinance, 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.

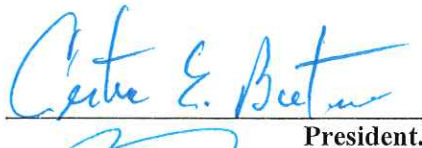
The Board of Port Commissioners, Oakland, California, November 29, 2018.
Passed to print for one day by the following vote: Ayes: Commissioners Colbruno, Cluver, Lee, Martinez, Story and President Butner - 6. Noes: 0.

Daria Edgerly

Secretary of the Board

Adopted at a Regular Meeting held December 13, 2018
by the following vote:

Ayes: Commissioners Colbruno, Cluver, Lee, Leslie, Martinez, Story and
President Butner - 7
Noes: 0


President.

Attest:


Secretary.

Approved as to form and legality:


Port Attorney

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

PORT ORDINANCE NO. 4502

ORDINANCE AUTHORIZING AND APPROVING A FIRST AMENDMENT TO THE TEMPORARY RENTAL AGREEMENT WITH WEST OAKLAND PACIFIC RAILROAD LLC FROM JANUARY 1, 2019, THROUGH JUNE 30, 2019, WITH TWO ADDITIONAL 3-MONTH EXTENSION OPTIONS FOR RAIL SWITCHING SERVICES AT THE RAILYARD AT A FIXED COMPENSATION OF \$5,000 PER CALENDAR YEAR QUARTER AND VARIABLE COMPENSATION OF \$125 PER RAIL CAR IN EXCESS OF THE BREAKPOINT.

WHEREAS, the Board of Port Commissioners of the City of Oakland ("Board") has reviewed and evaluated the Agenda Report for Agenda Item 2.2, dated November 29, 2018 (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; 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 Port has an existing Temporary Rental Agreement ("TRA") with West Oakland Pacific Railroad LLC ("WOPR") for interim rail switching services at the newly-constructed Oakland Harbor Intermodal Terminal ("OHIT") Phase 1 Yard, located on the Port-owned former Oakland Army Base property.

B. The current TRA provides for no rent or other compensation to the Port, but allows WOPR to move rail cars as needed to serve Port tenants.

C. The Port and WOPR have reached agreement on the following key terms of a First Amendment to the TRA:

- i. Term: January 1, 2019 through June 30, 2019 with up to two (2) additional 3-month extensions exercisable at the sole discretion of the Executive Director of the Port ("Executive Director");
- ii. Monthly Rent: \$5,000 fixed rent per Calendar Year quarter plus variable rent of \$125 per railcar in excess of a breakpoint of 240 railcars per quarter;
- iii. Security Deposit: \$20,000;
- iv. Use of Premises: Interim rail switching services; and
- v. Environmental: WOPR will comply with the most recent form of the Port's Environmental Exhibit.

D. The proposal to authorize the Executive Director to execute a First Amendment to the TRA with WOPR has been reviewed in accordance with the requirements of the California Environmental Quality Act ("CEQA"), and the Port's CEQA Guidelines. The proposed First Amendment to the TRA is categorically exempt from CEQA pursuant to Section 15301(p) of the Port's CEQA Guidelines which exempts renewals, extensions or amendments to leases or license or concession agreements where the premises or licensed activity was previously leased or licensed to the same or another person, and involving negligible or no expansion of use beyond that previously existing.

SECTION 3. The Board approves the First Amendment to the TRA as set forth in the Agenda Report and authorizes the Executive Director to execute the First Amendment to the TRA with WOPR with a maximum term not to extend beyond December 31, 2019 (which includes two 3-month extension options), at a quarterly fixed rent of \$5,000, a variable rent of \$125 per railcar for any railcar above a breakpoint of 240 railcars per quarter and as further set forth in the Agenda Report.

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 Board. This ordinance approves and authorizes the execution of an agreement in accordance with the terms of this ordinance. Unless and until a separate written agreement is duly executed on behalf of the Board as authorized by this ordinance,

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.

The Board of Port Commissioners, Oakland, California, November 29, 2018. Passed to print for one day by the following vote: Ayes: Commissioners Colbruno, Cluver, Martinez, Story and President Butner - 5. Recused: Commissioner Lee - 1. Noes: 0.

Daria Edgerly

Secretary of the Board

Adopted at a Regular Meeting held December 13, 2018
by the following vote:

Ayes: Commissioners Colbruno, Cluver, Leslie, Martinez, Story and
President Butner - 6
Recused: Commissioner Lee - 1
Noes: 0



President.

Attest:



Secretary.

Approved as to form and legality:


Port Attorney

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

PORT ORDINANCE NO. 4503

ORDINANCE AUTHORIZING AND APPROVING
EXTENSION OF TEMPORARY RENTAL AGREEMENT WITH
THE JLS OAKLAND APARTMENTS, LLC FOR PREMISES
LOCATED AT THE CORNER OF EMARCADERO WEST
STREET AND WEBSTER STREET FOR A MONTHLY
RENTAL AMOUNT OF \$1,530 AND EXTENDING THE
TERM FROM JANUARY 1, 2019, UP TO DECEMBER
31, 2019, WITH THE OPTION TO TERMINATE AFTER
FOUR MONTHS UPON THIRTY DAYS' NOTICE BY
EITHER PARTY.

WHEREAS, the Board of Port Commissioners of the City of Oakland ("Board") has reviewed and evaluated the proposed extension of a Temporary Rental Agreement ("TRA") as set forth in the Agenda Report for Agenda Item 2.3, dated November 29, 2018 (the "Agenda Report") and related agenda materials, has received the expert testimony of Port staff, and has provided opportunities for and taken public comment; 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 Port has an existing TRA with JLS Oakland Apartments, LLC ("Permittee") for a section of the paved parking lot, also known as Lot 11, located on the northwest corner of the intersection of Embarcadero West Street and Webster Street.
- B. Permittee is constructing an apartment building on the privately owned land adjacent to the parking lot and uses the premises for purposes of (i) placement, maintenance, and

dismantling of above grade scaffolding, and (ii) access to the construction site for Permittee's crews and for lightweight equipment and machinery that support the construction work.

- C. The TRA commenced on January 1, 2018, and will expire on December 31, 2018.
- D. In consideration for the TRA extension, Permittee will (i) pay rent in the amount of \$1,530 per month and (ii) repair any damage to the asphalt, apply a coat of slurry seal, and re-stripe the entire parking lot at an estimated cost of \$15,000. Permittee will also deposit a security deposit of \$15,000 and pay the Port a non-refundable administrative fee of \$5,000 for the cost of preparing the TRA amendment.
- E. The proposal to authorize the Executive Director to execute an amendment to extend the term of the TRA with Permittee for the purpose of staging construction materials and equipment has been reviewed in accordance with the requirements of the California Environmental Quality Act ("CEQA"), and the Port's CEQA Guidelines. The proposed amendment to the TRA is categorically exempt from CEQA pursuant to Section 15301 of the Port's 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. No changes to the premises or use are proposed.

SECTION 3. The Board approves the extension of the TRA as set forth in the Agenda Report and authorizes the Executive Director to execute an amendment to the TRA with Permittee up to December 31, 2019, with the option to terminate after four months up to thirty days' notice by either party, at a rental of \$1,530 per month with a \$15,000 security deposit and Permittee's covenant to repair any damage to the asphalt on the premises, slurry seal the premises, and re-stripe the entire parking lot.

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 Board. This ordinance approves and authorizes the execution of an agreement in accordance with the terms of this ordinance. Unless and until a separate written agreement is duly executed on behalf of the Board as authorized by this ordinance, 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.

The Board of Port Commissioners, Oakland, California, November 29, 2018.
Passed to print for one day by the following vote: Ayes: Commissioners Colbruno, Cluver, Lee, Martinez, Story and President Butner - 6. Noes: 0.

Daria Edgerly

Secretary of the Board

Adopted at a Regular Meeting held December 13, 2018
by the following vote:

Ayes: Commissioners Colbruno, Cluver, Lee, Leslie, Martinez, Story and
President Butner - 7
Noes: 0



President.

Attest:



Secretary.

Approved as to form and legality:



Port Attorney

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

PORT ORDINANCE NO. 4504

ORDINANCE AUTHORIZING AND APPROVING EXTENSION OF
TEMPORARY RENTAL AGREEMENT WITH PACIFIC GAS & ELECTRIC
COMPANY FROM JANUARY 1, 2019, THROUGH OCTOBER 31, 2019,
FOR CONSTRUCTION STAGING ON 25,396 SQUARE FEET OF THE
PREMISES LOCATED AT LIVINGSTON STREET AND EMBARCADERO
ROAD AT A MONTHLY RENTAL RATE OF \$6,153.

WHEREAS, the Board of Port Commissioners of the City of Oakland ("Board") has reviewed and evaluated the proposed extension of a Temporary Rental Agreement ("TRA") with Pacific Gas & Electric Company ("PG&E") as set forth in the Agenda Report for Agenda Item 2.4, dated November 29, 2018 (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; 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 Port has an existing TRA with PG&E that is set to expire on December 31, 2019 to store water storage containers, pipe materials, and construction equipment on 25,396 square feet of Port property located on the northeasterly corner of Livingston Street and Embarcadero Road in connection with PG&E's city-wide natural gas pipeline replacement project.

B. PG&E currently pays the Port \$6,016.31 per month for the use of the premises and wishes to extend the term of the TRA through October 31, 2019. The current Port target rental rate for this area is \$6,153 per month, and Port staff propose extending the TRA at the current target rental rate of \$6,153 per month.

C. As further consideration for the extension, PG&E's security deposit will be \$18,459, and PG&E will continue to be responsible for all maintenance on the premises.

D. The proposal to authorize the Executive Director to execute an amendment to extend the term of the TRA with PG&E for the purpose of staging construction materials and equipment has been reviewed in accordance with the requirements of the California Environmental Quality Act ("CEQA"), and the Port's

CEQA Guidelines. The proposed amendment to the TRA is categorically exempt from CEQA pursuant to Section 15301 of the Port's 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. No changes to the premises or use are proposed.

SECTION 3. The Board approves the extension of the TRA as set forth in the Agenda Report and authorizes the Executive Director to execute an amendment to the TRA with PG&E through October 31, 2019, at a monthly rental of \$6,153 per month with a security deposit of \$18,459 and PG&E's continued covenant to assume responsibility for all maintenance on the premises.

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 Board. This ordinance approves and authorizes the execution of an agreement in accordance with the terms of this ordinance. Unless and until a separate written agreement is duly executed on behalf of the Board as authorized by this ordinance, 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.

The Board of Port Commissioners, Oakland, California, November 29, 2018.
Passed to print for one day by the following vote: Ayes: Commissioners Colbruno, Cluver, Lee, Martinez, Story and President Butner - 6. Noes: 0.

Daria Edgerly

Secretary of the Board

Adopted at a Regular Meeting held December 13, 2018
by the following vote:

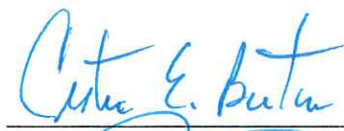
Ayes: Commissioners Colbruno, Cluver, Lee, Leslie, Martinez, Story and
President Butner - 7
Noes: 0


Approved as to form and legality:



Port Attorney

Attest:



President.


Secretary.

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

PORT ORDINANCE NO. 4505

ORDINANCE APPROVING AND AUTHORIZING THE EXECUTIVE DIRECTOR TO ENTER INTO A NO-COST TEMPORARY LICENSE AGREEMENT WITH ALAMEDA COUNTY TRANSPORTATION COMMISSION AND ITS SELECTED CONTRACTORS FROM JUNE 1, 2019, THROUGH DECEMBER 31, 2021, WITH AN OPTION TO EXTEND FOR AN ADDITIONAL SIX MONTHS, FOR CONSTRUCTION ACTIVITIES AT THE SEAPORT ASSOCIATED WITH THE FREIGHT INTELLIGENT TRANSPORTATION SYSTEM PROGRAM.

WHEREAS, the Board of Port Commissioners of the City of Oakland ("Board") has reviewed and evaluated the Agenda Report for Agenda Item 3.2, dated November 29, 2018 (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; 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 Port and the Alameda County Transportation Commission ("Alameda CTC") are currently working together to design, implement and construct the Freight Intelligent Transportation System Program ("FITS Program"), which consists of fifteen (15) demonstration projects intended to improve traffic flow, vehicle safety and goods movement, enhance traveler information and experience on the roadway, and reduce congestion; and

B. Alameda CTC wishes to enter into a Temporary License Agreement ("TLA") with its selected contractors and the Port for access and construction of the FITS Program improvements on Port property; and

C. Port staff has proposed a TLA with Alameda CTC and its selected contractors on the following terms:

- i. Premises: Areas adjacent to and on Middle Harbor Road, Maritime Street, 7th Street and within the Outer Harbor Intermodal Terminal, as shown and depicted in the map attached to the Agenda Report as Exhibit A;
- ii. Use of Premises: Construction activities related to the FITS Program;
- iii. Term: June 1, 2019 through December 31, 2021, with an option to extend for an additional six (6) months subject to Executive Director approval;
- iv. Monthly Rent: \$0;
- v. Performance Deposit: \$0;
- vi. Environmental: Alameda CTC's and its selected contractors agreement to comply with the Port's Environmental Ordinance;
- vii. Insurance: Alameda CTC's and its selected contractors agreement to comply with Port insurance requirements; and
- viii. Cooperative Agreement: Execution of TLA contingent on Board approval of the Traffic Management Projects Cooperative Agreement with Alameda CTC for FITS Program.

D. The Board further finds and determines that entering into a TLA with Alameda CTC and its selected contractors for construction activities related to the FITS Program was reviewed in accordance with the requirements of the California Environmental Quality Act ("CEQA") and applicable existing CEQA documentation. The 2002 Oakland Army Base Area ("OAB") Redevelopment Plan Environmental Impact Report (2002 Redevelopment EIR) evaluated the potential impacts of redevelopment of the 1,800-acre redevelopment area, which included the Port locations for the FITS Program components. The EIR was certified by the lead agency, the City of Oakland, in June 2002. On September 17, 2002, the Board ("City"), acting on behalf of the Port of Oakland as a responsible agency under CEQA, adopted findings and the mitigation program in the City's EIR (Resolution No. 02317). In 2012, the City, in consultation with the Port, issued an Initial Study/Addendum to the Redevelopment EIR to evaluate proposed changes to the redevelopment plan. The Board approved the revised redevelopment plan and adopted the revised mitigation program on June 21, 2012 (Resolution No. 12-76). The OAB Redevelopment EIR, as addended, includes construction and installation of all supporting infrastructure, including Intelligent Transportation System elements consistent with the those in the FITS Program. This action does not trigger any of the conditions set forth in Section

15162 of the CEQA Guidelines, and no further CEQA review is required.

Section 3. The Board hereby authorizes the Executive Director or his designee to execute the proposed TLA with Alameda CTC and its selected contractors and to make minor amendments thereto consistent with the intent of the Board as described in the Agenda Report and this ordinance, 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 Board. 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.

The Board of Port Commissioners, Oakland, California, November 29, 2018. Passed to print for one day by the following vote: Ayes: Commissioners Colbruno, Cluver, Lee, Martinez, Story and President Butner - 6. Noes: 0.

Daria Edgerly

Secretary of the Board

Adopted at a Regular Meeting held December 13, 2018
by the following vote:

Ayes: Commissioners Colbruno, Cluver, Lee, Leslie, Martinez, Story and
President Butner - 7
Noes: 0



President.
Attest: 

Secretary.

Approved as to form and legality:



Port Attorney

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

PORT ORDINANCE NO. 4506

ORDINANCE APPROVING SPACE/USE PERMIT WITH BOINGO WIRELESS, INC. TO PROVIDE WIRELESS FIDELITY COMMUNICATION AND INTERNET SERVICES AT OAKLAND INTERNATIONAL AIRPORT FOR TOTAL PROJECTED RENTAL REVENUE OF \$17,500 IN THE FIRST FULL YEAR OF OPERATIONS (CALENDAR YEAR 2019) FOR A TERM OF FIVE YEARS FROM JANUARY 1, 2019 THROUGH DECEMBER 31, 2023.

WHEREAS, in September 2018, the Aviation Division released a Request for Proposals for Wireless Fidelity Communication and Internet ("Wi-Fi") Services at Oakland International Airport ("RFP"); and

WHEREAS, two proposals were received from two respondents, with one of the proposals failing to meet the minimum qualifications; and

WHEREAS, the remaining proposal (from Boingo Wireless, Inc. ("Boingo")) was reviewed by Port of Oakland ("Port") staff (Aviation Information Technology and Aviation Properties) to ensure that it satisfied all the requirements under the RFP; and

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 November 29, 2018 (the "Agenda Report") and related agenda materials, has received the expert testimony of Port staff, and has provided opportunities for and taken public comment; now, therefore

BE IT ORDAINED by the Board 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 approves the terms and conditions set forth in the Agenda Report for the Space/Use Permit with Boingo for a five year term from January 1, 2019, through December 31, 2023, for monthly rent at the greater of \$2,916.67 or 25% revenue share, as described in the Agenda Report.

Section 3. The Board hereby authorizes the Executive Director to execute the Space/Use Permit with Boingo, subject to approval as to form and legality by the Port Attorney.

Section 4. The Board hereby finds and determines that the Space/Use Permit with Boingo is categorically exempt from the California Environmental Quality Act ("CEQA") Guidelines pursuant to Section 15301, 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.

Section 5. This ordinance is not evidence of and does not create or constitute (a) a contract(s), 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 contract 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 other contracting party, there shall be no valid or effective contract.

The Board of Port Commissioners, Oakland, California, November 29, 2018. Passed to print for one day by the following vote: Ayes: Commissioners Colbruno, Cluver, Lee, Martinez, Story and President Butner - 6. Noes: 0.

Daria Edgerly

Secretary of the Board

Adopted at a Regular Meeting held December 13, 2018
by the following vote:

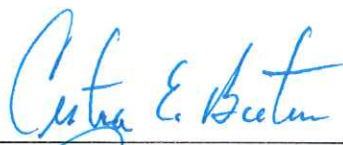
Ayes: Commissioners Colbruno, Cluver, Lee, Leslie, Martinez, Story and President Butner - 7
Noes: 0


Approved as to form and legality:



Port Attorney

Attest:



President.


Secretary.

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

PORT ORDINANCE NO. 4507

ORDINANCE AUTHORIZING AND APPROVING THE EXTENSION OF SPACE ASSIGNMENT AGREEMENTS THAT HAVE BEEN IN EFFECT FOR MORE THAN ONE YEAR AS OF NOVEMBER 29, 2018, THE EXTENSION OF CERTAIN SPACE ASSIGNMENT AGREEMENTS THAT ARE LIKELY TO BE IN EFFECT FOR MORE THAN ONE YEAR AS OF DECEMBER 31, 2018, AND RATIFICATION OF A LIGHTING/UTILITY ASSESSMENT APPLICABLE TO CERTAIN EXISTING SPACE ASSIGNMENT AGREEMENTS IN THE ROUNDHOUSE PROPERTY AND THE OUTER HARBOR TERMINAL; AND APPROVAL OF SUCH LIGHTING/UTILITY ASSESSMENT ON AN INTERIM BASIS FOR CERTAIN EXISTING AND FUTURE SPACE ASSIGNMENT AGREEMENTS IN THE MARITIME AREA; ALL RESULTING IN ANNUAL REVENUE OF APPROXIMATELY \$13.7 MILLION.

WHEREAS, the Board of Port Commissioners of the City of Oakland ("Board") has reviewed and evaluated the proposed extension of Space Assignment Agreements in the Port of Oakland's ("Port") Maritime area as set forth in the Agenda Report for Agenda Item 6.4, dated November 29, 2018 (the "Agenda Report") and related agenda materials, has received the expert testimony of Port staff, and has provided opportunities for and taken public comment; 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 (i) extension of Space Assignment Agreements with Maritime area tenants, (ii) ratification of a lighting/utility assessment at the Roundhouse Property and the Outer Harbor areas, and (iii) the ratification and approval of a lighting/utility assessment on certain existing and future Space Assignment Agreements located in the Maritime area are categorically exempt from the California Environmental Quality Act ("CEQA") pursuant to the Port CEQA Guidelines, Section 15301(p), which exempts renewals, extensions or amendments to leases or license and concession agreements where the premises or licensed activity was previously leased or licensed to the same or another person, and involving negligible or no expansion of use beyond that previously existing. Extending the Space Assignment Agreements with existing tenants to continue their current

business operations meets the criteria for this exemption.

B. Some of the Space Assignment Agreement premises are under regulatory agency oversight with deed restrictions on the property:

- The former Oakland Army Base ("OAB") is under the oversight of the California Environmental Protection Agency, Department of Toxic Substances Control ("DTSC") (EnviroStor site 01970016) due to a variety of historical contaminants in soil and groundwater, remaining from the OAB's former use as a military installation. Most of the sites have been remediated. Two deed restrictions on the OAB prohibit certain land uses and activities, such as groundwater extraction and excavation or soil disturbance without DTSC review and approval, and compliance with the final Remedial Action Plan and Risk Management Plan, among other conditions.¹ Furthermore, interim leasing of property at the former OAB was described and analyzed in the 2002 Oakland Army Base ("OAB") Area Redevelopment Plan Environmental Impact Report ("EIR") and the 2012 OAB Project Initial Study/Addendum ("IS/Addendum"), which were previously considered by the Board.
- The former U.S. Navy Fleet and Industrial Supply Center Oakland site is under the oversight of the DTSC (EnviroStor site CA4170090027) due to volatile organic compounds in shallow groundwater, remaining from its former use as a military installation. A deed restriction on that portion of the site prohibits constructing wells and extracting groundwater.²
- The former Union Pacific Railroad Roundhouse property is under the oversight of the Regional Water Quality Control Board ("RWQCB") (Geotracker site SL18339759) due to petroleum products in soil and groundwater, remaining from the site's former use by Western Pacific and Union Pacific Railroads. A deed restriction on the Roundhouse site prohibits certain land uses and activities, such as groundwater extraction and excavation or soil disturbance without RWQCB review and approval, requires compliance with a Site Management Plan, and requires surface covers, among other conditions.³

¹ www.envirostor.dtsc.ca.gov/regulators/deliverable_documents/7657270133/land%20use%20covenant.pdf and www.envirostor.dtsc.ca.gov/regulators/deliverable_documents/1262481510/P181921%20land%20Use%20covenant%20%5brecorded%206-29-07%5d.pdf

² www.envirostar.dtsc.ca.gov/regulators/deliverable_documents/4256138443/land%20use%20covenant%20%5brecorded%202-22-01%5d.pdf

³ http://geotracker.waterboards.ca.gov/regulators/deliverable_documents/7523511588/UPRR%20roundhouse%20deed%20restriction.pdf

- A portion of the Howard Terminal property is under the oversight of DTSC (EnviroStor site 01440006) due to volatile organic compounds, polynuclear aromatic hydrocarbons, total petroleum hydrocarbons, lead, and cyanide in soil and groundwater, remaining from a former use as a manufactured gas plant. A deed restriction on that portion of the site prohibits certain land uses and activities, such as disturbance of the asphalt cover, groundwater extraction and excavation or soil disturbance without DTSC review and approval of a health and safety plan, among other conditions.⁴
- The former McGuire property is under the oversight of the DTSC (EnviroStor site 01280092) due to volatile organic compounds in shallow groundwater, remaining from a former use as a marine chemical terminal and hazardous materials bulk storage and processing facility. A deed restriction on that portion of the site prohibits certain land uses and activities, such as groundwater extraction and excavation or soil disturbance without DTSC review and approval of a soil management plan.⁵

Continued use of these deed-restricted sites for maritime support purposes is not subject to CEQA under Section 15061(b)(3) of the CEQA Guidelines, which states that CEQA applies only to activities that have a potential for causing a significant effect on the environment. It can be seen with certainty that there is no possibility that extending the existing Space Assignment Agreements with existing tenants for the same uses on these sites will result in a physical change in the environment, and, therefore, extending the Space Assignment Agreements with tenants on these properties, including a Lighting/Utility Assessment, is not subject to CEQA.

SECTION 3. The Board approves the extensions set forth in the Agenda Report and authorizes the Executive Director to extend (i) those Space Assignment Agreements set forth in Table 1 in Attachment A to this Ordinance that have been in effect for more than one (1) year as of November 29, 2018 through December 31, 2019, and (ii) those Space Assignment Agreements set forth in Table 2 of Attachment A to this Ordinance that are likely to be in effect for more than one year as of December 31, 2018, through December 31, 2019. The Board authorizes and approves extension of said agreements on a month-to-month basis under the same terms and conditions and at such rates as are set forth in Port Tariff 2-A, as the same may be amended from time to time by the Board. Each of the month-to-month Space Assignment Agreements herein authorized shall be subject to further Board review and approval in the event that any such Space Assignment Agreements continue for more than one (1) year.

⁴ www.envirostar.dtsc.ca.gov/regulators/deliverable_documents/4891050040/howard%20terminal%20land%20use%20covenant.pdf

⁵ www.envirostor.dtsc.ca.gov/regulators/deliverable_documents/4540135025/luc.port.final.execu.recorded.pdf

SECTION 4. The Board further approves and ratifies the proposed Lighting/Utility Assessment at \$0.01/square foot/month as described in the Agenda Report to recover certain utility costs that the Port pays in the Roundhouse Property and the Outer Harbor Terminal areas and approves the continued application of the Lighting/Utility Assessment on an interim basis for certain existing and future Space Assignment Agreements in the Maritime area as set forth in the Agenda Report.

SECTION 5. 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 Board. This ordinance approves and authorizes the execution of agreements in accordance with the terms of this ordinance. Unless and until a separate written agreement is duly executed on behalf of the Board as authorized by this ordinance, 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.

The Board of Port Commissioners, Oakland, California, November 29, 2018. Passed to print for one day by the following vote: Ayes: Commissioners Colbruno, Cluver, Lee, Martinez, Story and President Butner - 6. Noes: 0.

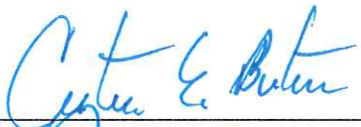
Daria Edgerly


Secretary of the Board

Adopted at a Regular Meeting held December 13, 2018
by the following vote:

Ayes: Commissioners Colbruno, Cluver, Lee, Leslie, Martinez, Story and
President Butner - 7
Noes: 0

Attest:



President.


Secretary.

Approved as to form and legality:



Port Attorney

ATTACHMENT A
APPROVAL OF EXTENSION OF SPACE ASSIGNMENTS

Table 1: Space Assignment Agreements That Have Been In Effect for More than One Year as Of November 29, 2018

Company	Agreement	Type of Use	Current Lease Start	Monthly Rent
A.V. Trucking Company	1334MMJ5	Trucking operations	9/13/2012	\$8,756.00
Academy of Truck Driving	1182MMJ1	Parking of training vehicles	8/1/2006	\$651.92
Academy of Truck Driving	1185MMJ1	Office and training space	8/1/2006	\$1,478.99
Amnav Maritime Services	1172MMJ1	Office and training space	7/1/2006	\$7,834.00
Ariana Hot Dog	1368MMJ3	Food vendor	10/15/2013	\$160.00
Best Bay Trucking	1389MMJ4	Trucking operations	9/29/2014	\$17,194.00
California Freight Sales	1318MMJ1	Trucking operations	7/1/2006	\$9,509.50
CMI Transportation	1476MMJ5	Trucking operations	12/1/2017	\$31,606.00
Conglobal Industries	1398MMJ5	Container operations	5/1/2015	\$157,114.23
CPX Carrier	1138MMJ1	Office space and trucking operations	5/1/2017	\$1,336.61
CPX Carrier	1246MMJ1	Office space and trucking operations	5/1/2017	\$9,509.50
CTS Tires and Recycling	1363MMJ1	Truck repairs	9/25/2013	\$5,789.68
Digital Realty Trust	1280MMJ3	Storage and auto parking	7/13/2010	\$2,741.70
El Patron Lonchera	1229MMJ3	Food vendor	6/1/2008	\$160.00
Fast Way Xpress	1458MMJ1	Trucking operations	4/15/2017	\$12,066.75
Fred's Truck Service	1404MMJ1	Truck repairs	7/1/2015	\$4,644.50
Fundis Company	OHQ932	Truck scale	12/1/2000	\$4,926.00
Fundis Company	1245MMJ1	Trucking operations	2/1/2009	\$13,532.00
Intermodal Logistics	1370MMJ1	Trucking operations	11/1/2013	\$7,274.52
K&W Trucking Group	1427MMJ4	Trucking operations	3/1/2016	\$7,461.30
La Chole	MHQ1031	Food vendor	9/1/2003	\$160.00
Legner and Sons	1173MMJ1	Office and trucking operations	7/1/2006	\$10,335.56

Maritech Equipment	1089MMJ1	Office space and repairs	7/1/2006	\$4,145.33
Matson	1481MMJ4	Vessel parts storage	10/16/2017	\$1,233.80
MC&PL Tire	1105MMJ5	Truck tire repair	4/1/2005	\$421.88
Metritech	1268MMJ1	RFID center	12/17/2009	\$125.40
North Central Truck Supply	1311MMJ1	Truck parts	8/1/2011	\$7,642.50
North Central Truck Supply	1464MMJ1	Truck parking	7/1/2017	\$2,840.85
Oakland Port Trucking	1426MMJ4	Trucking operations	12/1/2016	\$11,639.77
Occupational Testing	1371MMJ1	Trucker physicals	1/1/2014	\$1,470.00
Olivia's Catering	1475MMJ1	Food vendor	10/1/2017	\$160.00
Pacific Maritime Association	1378MMJ\$	ILWU training	2/24/2014	\$43,342.20
Pena's Trucking Service	1351MMJ1	Trucking operations	4/15/2013	\$9,509.50
Pinnacle Ag Services	1449MMJ1	Trans-loading operations	11/1/2016	\$29,098.08
PRO-SE Services	1452MMJ3	Trucking operations	2/1/2017	\$3,483.27
R&G Express	1352MMJ1	Trucking operations	4/1/2013	\$5,016.00
Ranokx Logistics	1400MMJ4	Trucking operations	4/1/2015	\$10,884.72
Rick's Portable Welding	1375MMJ1	Equipment repair	1/15/2014	\$1,196.52
SAI Trucking	1438MMJ1	Trucking operations	8/22/2016	\$14,981.12
Schnitzer Steel	1231MMJ3	Steel export operations	1/16/2011	\$4,462.56
Schnitzer Steel	1284MMJ3	Steel export operations	4/1/2011	\$1,687.50
Sea Road Transportation	1469MMJ1	Trucking operations	7/1/2017	\$12,138.72
Sea-Logix	1433MMJ1	Container operations	4/30/2016	\$5,273.50
Shippers Transport Express	1399MMJ5	Container operations	5/1/2015	\$271,156.64
Sincere Hardware	1241MMJ4	Product storage	12/1/2008	\$2,447.70
Singh Express	1437MMJ1	Trucking operations	8/1/2016	\$22,387.50
S-Line Transportation	1393MMJ4	Trucking operations	12/3/2014	\$28,215.00
Speed Intermodal	1465MMJ1	Trucking operations	5/1/2018	\$10,666.40
Star J Trucking	1440MMJ1	Trucking operations	8/1/2016	\$12,142.90

Sunny Trucking	1450MMJ1	Trucking operations	11/1/2016	\$7,386.06
Tacos Los Cuates	1253MMJ4	Food vendor	6/1/2009	\$160.00
Tran Kim Muoi	1333MMJ2	Food vendor	6/1/2012	\$160.00
Unicold	1388MMJ5	Container storage	6/1/2012	\$2,167.11
United Bridge Transport	1472MMJ1	Trucking operations	9/1/2017	\$13,167.00
Villegas Diesel Tech	1418MMJ1	Truck repairs	2/1/2016	\$3,372.03
Westar Marine Services	1165MMJ1	Water taxi services	4/1/2006	\$696.50
Wings Century Trucking	1307MMJ1	Trucking operations	7/1/2011	\$20,028.47
World Transportation	1447MMJ1	Trucking operations	9/1/2016	\$7,419.50
XPO Drayage	1379MMJ4	Trucking operations	3/1/2014	\$31,294.90

Note: "Current Lease Start" shown in Table 1 is for the agreement currently in effect between the Port and Tenant. Prior agreements with the same Tenant are not reflected.

Table 2: Space Assignment Agreements In Effect but Likely to be in Effect for More than One Year as of December 31, 2018

Company	Agreement	Type of Use	Lease Start	Monthly Rent
Ann Simmons	1502MMJ1	Food vendor	9/25/2018	\$320.00
AAA Express	1487MMJ1	Trucking operations	4/1/2018	\$6,270.00
Bay Area Rapid Transit	1478MMJ1	Construction laydown	5/21/2018	\$9,104.04
Bridgeport Transportation	1504MMJ4	Trucking operations	10/13/2018	\$28,014.57
Calport & Rail	1501MMJ1	Trucking operations	9/1/2018	\$10,884.72
DEMAG	1492MMJ1	Transtainer storage	7/1/2018	\$2,050.10
DNH Carriers	1485MMJ1	Trucking operations	1/8/2018	\$5,188.84
GST Transport	1494MMJ4	Trucking operations	7/20/2018	\$22,741.26
Isaac Logistics	1489MMJ4	Trucking operations	5/1/2018	\$4,079.50
Longdo Trucking	1499MMJ1	Trucking operations	5/1/2018	\$7,461.30
PG&E	1490MMJ4	Construction laydown	5/21/2018	\$8,668.44
TESLA	1496MMJ4	Cargo staging	8/28/2018	\$116,107.97