



# City of Carson Report to Redevelopment Agency

June 7, 2011  
New Business Consent

**SUBJECT: CONSIDER APPROVAL OF SECOND AMENDMENT TO THE EXCLUSIVE NEGOTIATING AGREEMENT BY AND BETWEEN THE CARSON REDEVELOPMENT AGENCY AND RAND RESOURCES, LLC (CARSON CONSOLIDATED PROJECT AREA)**

Submitted by Clifford W. Graves  
Economic Development General Manager

Approved by Clifford W. Graves  
Interim Executive Director

## **I. SUMMARY**

Rand Resources, LLC (Developer) desires to amend its current Exclusive Negotiating Agreement (ENA) with the Carson Redevelopment Agency (Agency), for the approximately 91-acre site north of Torrance Boulevard, between Figueroa Street and Main Street (Site) (Exhibit No. 1), to extend the term for one additional year (Exhibit No. 2).

## **II. RECOMMENDATION**

TAKE the following actions:

1. APPROVE the Second Amendment to the Exclusive Negotiating Agreement between the Carson Redevelopment Agency and Rand Resources, LLC.
2. AUTHORIZE the Agency Chairman to execute the Second Amendment following approval as to form by the Agency Counsel.

## **III. ALTERNATIVES**

1. MODIFY and APPROVE the Second Amendment to the Exclusive Negotiating Agreement as the Agency Board may require.
2. TAKE another action the Agency Board deems appropriate.

## **IV. BACKGROUND**

The subject of this staff report is the Second Amendment to the ENA between the Developer and the Agency, originally approved at the Agency's regular meeting on May 6, 2008 (Exhibit No. 3) and amended on August 5, 2008 (Exhibit No. 4). The Developer desires to develop a professional sports facility within the scope of possible development scenarios for the Site. The amendment will extend the term of the ENA for one additional year from August 5, 2011, to August 5, 2012. During the extended term, the Developer will be required to provide the Agency with specific development milestones to be met during the term of the ENA.

If the Agency and Developer are able to determine, during the extended term of the ENA, that an Owner Participation Agreement (OPA) would be feasible, the

ENA shall terminate and the Agency will comply with the Owner Participation Rules (OP Rules) set forth in the Redevelopment Plan for the Carson Consolidated Project Area. Under the OP Rules, the Agency will notify any other owners or tenants, within the confines of the Site, of their right to submit a Statement of Interest indicating their desire to participate in the redevelopment of the Site. If the Agency does not receive any qualified Statements of Interest during the specified period under the OP Rules, the Agency and Developer may enter into the OPA.

**V. FISCAL IMPACT**

There will be no fiscal impact, other than budgeted staff and consultant costs.

**VI. EXHIBITS**

1. Vicinity Map. (pg. 3)
2. Second Amendment to the Exclusive Negotiating Agreement. (pgs. 4-7)
3. Minutes May 6, 2008, Item No. 7. (pg. 8)
4. Minutes August 5, 2008, Item No. 9. (pg. 9)

Prepared by: Amelia Soto, Redevelopment Project Analyst

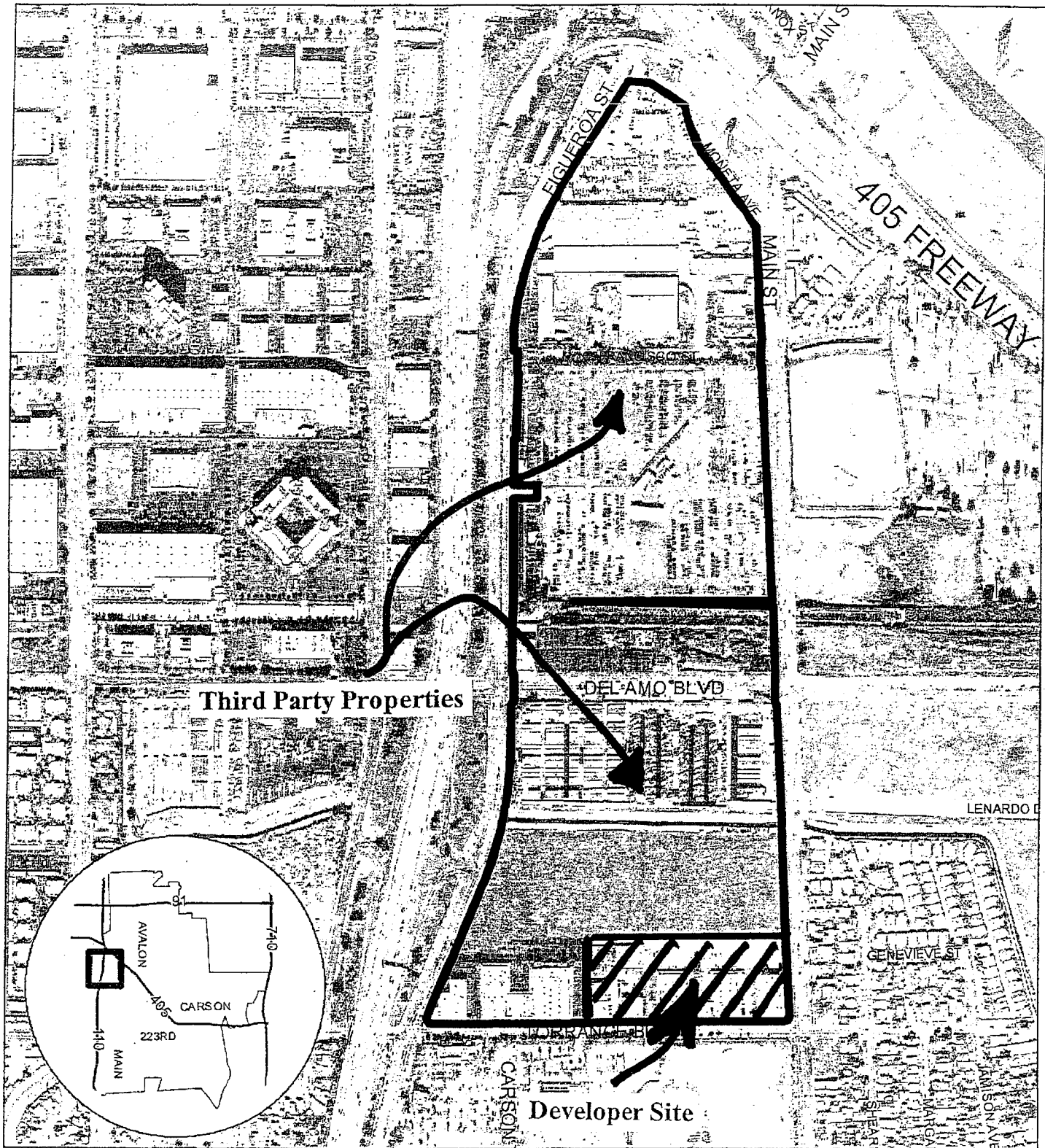
TO:Rev032811

Reviewed by:

City Clerk	City Treasurer
Administrative Services	Development Services
Economic Development Services	Public Services

**Action taken by Redevelopment Agency**

Date\_\_\_\_\_ Action\_\_\_\_\_



City of Carson



01/28/2001  
MapDoc: D:\GIS\Projects\MapDoc\MapDoc.mxd

EXHIBIT NO. - 1

## SECOND AMENDMENT TO THE EXCLUSIVE NEGOTIATING AGREEMENT

THIS SECOND AMENDMENT TO THE EXCLUSIVE NEGOTIATING AGREEMENT ("Second Amendment") is entered into as of June 7, 2011 by and between the CARSON REDEVELOPMENT AGENCY, a public body, corporate and politic ("Agency"), and RAND RESOURCES, LLC., a California limited liability company ("Developer") with reference to the following facts.

### RECITALS

A. The Agency desires to implement the Redevelopment Plan for its Consolidated Project Area ("Project Area") by providing for the development of the property consisting of approximately 91 acres located in the City of Carson, California, as more particularly described in Exhibit A attached hereto and incorporated by reference herein ("Property"), which is within the Project Area, and which benefits the Project Area.

B. The Agency and Developer are parties to an Exclusive Negotiating Agreement dated as of May 6, 2008 and the FIRST AMENDMENT dated August 5, 2008 ("ENA") which effectuated the negotiating period for the terms and conditions of a Development and Disposition Agreement that would result in Developer acquiring the Agency Property and covenanting to develop the Property as, alternatively, a professional sports entertainment complex, a retail outlet shopping center development, or a business park ("Project").

C. The parties wish to revise the ENA to allow for an extension of the exclusive negotiating period.

### AGREEMENT

NOW, THEREFORE, in consideration of the mutual promises of the parties hereto and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Agency and Developer agree as follows:

Section 1. Section 1 of the ENA is hereby deleted in its entirety and replaced with the following:

EXCLUSIVE NEGOTIATING PERIOD. As used herein, "Exclusive Negotiating Period" shall mean the period from the Original Effective Date of May 6, 2008 through the new Effective Date June 7, 2011 until the date August 5, 2012, except as such period may be extended pursuant to Section 8 hereof or earlier terminated pursuant to Section 2 or 9 hereof. During the Exclusive Negotiating Period, Developer and the Agency shall negotiate with each other in good faith with respect to the creation of an OPA providing for the development of the Project on the Property.

Section 2. The parties hereto acknowledge and agree to be bound by the terms of the ENA, as amended hereby, following the execution of this Second Amendment. Except as amended, the ENA shall remain in full force and effect.

Section 3. This Second Amendment may be signed in counterparts, each of which shall be deemed an original.

Section 4. This Second Amendment shall be governed by the laws of the State of California.

[Signatures follow on next page]

IN WITNESS WHEREOF, the parties have executed and entered into this Amendment to be effective as of the date of execution by the Agency.

“AGENCY”

CARSON REDEVELOPMENT AGENCY,  
a public body, corporate and politic

\_\_\_\_\_  
Chairman Jim Dear

ATTEST:

\_\_\_\_\_  
Agency Secretary Helen S. Kawagoe

APPROVED AS TO FORM:

ALESHIRE & WYNDER, LLP

\_\_\_\_\_  
Agency Counsel

“DEVELOPER”

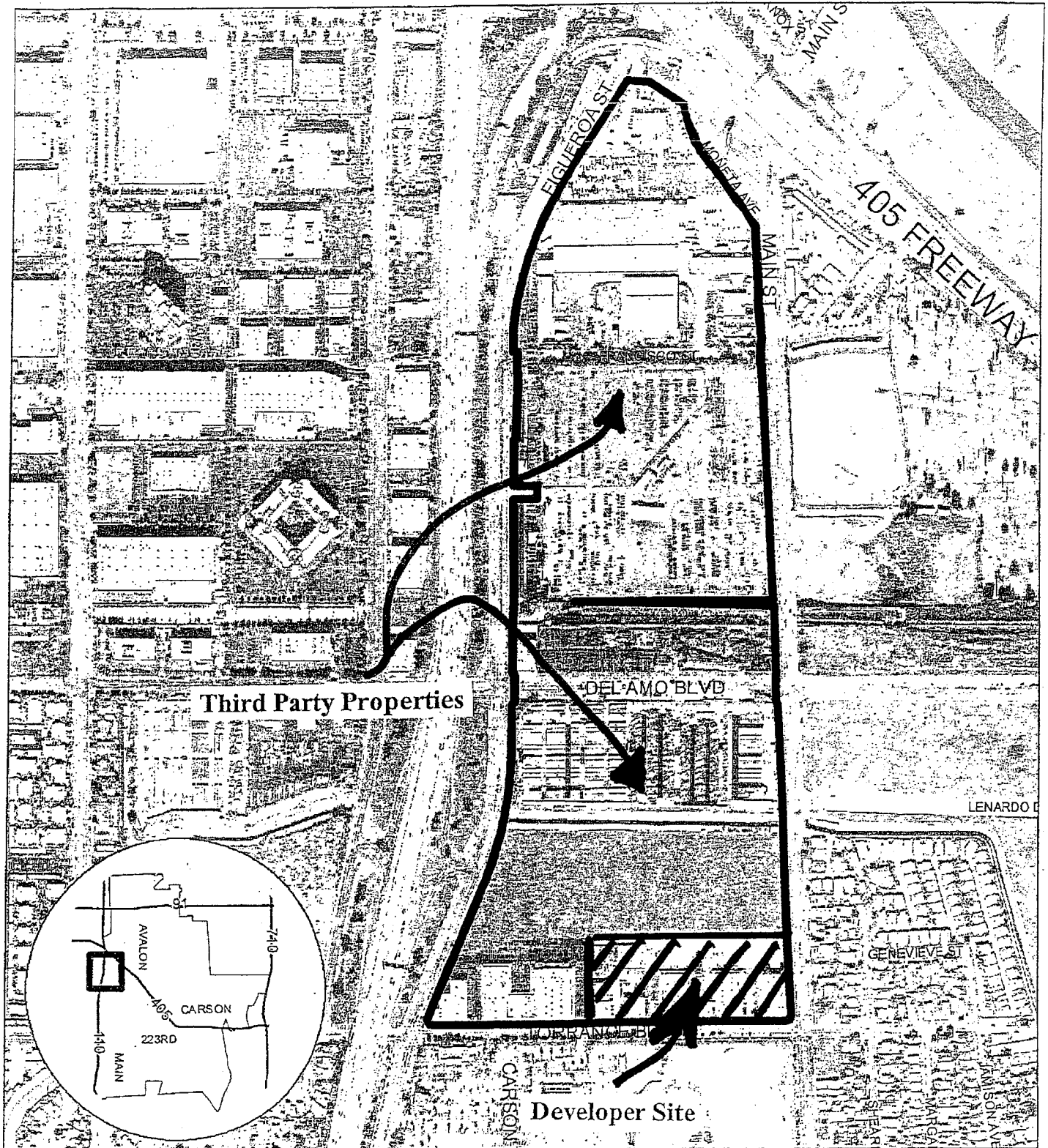
RAND RESOURCES, LLC.  
a California Limited Liability Company

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_





City of Carson



EXHIBIT 'A'



**MINUTES  
CARSON REDEVELOPMENT AGENCY  
REGULAR MEETING  
MAY 6, 2008**

**ITEM NO. (7)      REQUEST FOR AUTHORIZATION TO ENTER INTO AN  
EXCLUSIVE NEGOTIATING AGREEMENT WITH RAND  
RESOURCES, LLC, FOR A 91-ACRE SITE LOCATED SOUTH OF  
THE INTERSECTION OF THE 110 AND 405 FREEWAYS  
(PROJECT AREA NO. 1) (ECONOMIC DEVELOPMENT)**

This item was heard after Item No. 6.

Executive Director Groomes summarized the staff report and recommendation.

RECOMMENDATION for the Redevelopment Agency:

TAKE the following actions:

1.     APPROVE the Exclusive Negotiating Agreement between the Carson Redevelopment Agency and Rand Resources, LLC.
2.     AUTHORIZE the Agency Chairman to execute the Exclusive Negotiating Agreement following approval as to form by Agency Counsel.

ACTION:     It was moved to Approve staff recommendation Nos. 1 and 2 on motion of Gipson, seconded by Santarina and unanimously carried by the following vote:

Ayes:	Chairman Dear, Chairman Pro Tem Gipson, Agency Member Santarina, Agency Member Williams, and Agency Member Davis-Holmes
Noes:	None
Abstain:	None
Absent:	None







**MINUTES  
CARSON REDEVELOPMENT AGENCY / CITY COUNCIL  
SPECIAL JOINT MEETING  
AUGUST 5, 2008**

**ITEM NO. (9)      CONSIDERATION TO AMEND THE EXCLUSIVE  
NEGOTIATING AGREEMENT BY AND BETWEEN THE  
CARSON REDEVELOPMENT AGENCY AND RAND  
RESOURCES, LLC (PROJECT AREA NO. 1) (ECONOMIC  
DEVELOPMENT)**

This item was heard after Item No. 10.

**RECOMMENDATION:**

TAKE the following actions:

1. APPROVE the First Amendment to the Exclusive Negotiating Agreement between the Carson Redevelopment Agency and Rand Resources, LLC.
2. AUTHORIZE the Agency Chairman to execute the amended Exclusive Negotiating Agreement following approval as to form by Agency Counsel.

**ACTION:** It was moved to Approve staff recommendation Nos. 1 and 2 on motion of Gipson, seconded by Santarina and unanimously carried by the following roll call vote:

**Ayes:** Mayor/Chairman Dear, Mayor Pro Tem/Chairman Pro Tem Gipson, Council/Agency Member Santarina, Council/Agency Member Williams, and Council/Agency Member Davis-Holmes

**Noes:** None

**Abstain:** None

**Absent:** None

