

1 RESOLUTION NO. 2018-SA\_\_\_\_

2  
3 A RESOLUTION OF THE BOARD OF DIRECTORS OF THE  
4 SUCCESSOR AGENCY TO THE CULVER CITY REDEVELOPMENT  
5 AGENCY, APPROVING AND RECOMMENDING TO ITS  
6 OVERSIGHT BOARD APPROVAL OF (1) THE TRANSFER OF  
7 CERTAIN REAL PROPERTY (LOCATED AT 9820 WASHINGTON  
8 BOULEVARD AND IMPROVED WITH A BUILDING KNOWN AS THE  
9 KIRK DOUGLAS THEATRE) TO THE CITY OF CULVER CITY  
10 PURSUANT TO THE PROVISIONS OF THE DISSOLUTION LAW; (2)  
11 AN ASSIGNMENT AND ASSUMPTION AGREEMENT TO  
12 EFFECTUATE SAID DISPOSITION OF THE PROPERTY; AND (3)  
13 RELATED ACTIONS.

14 WHEREAS, Assembly Bill No. X1 26 (2011-2012 1st Ex. Sess.) ("AB 26") was  
15 signed by the Governor of California on June 28, 2011, making certain changes to the  
16 California Community Redevelopment Law (Part 1 (commencing with Section 33000) of  
17 Division 24 of the California Health and Safety Code) (the "Redevelopment Law") and to the  
18 California Health and Safety Code ("H&S Code") including adding Part 1.8 (commencing with  
19 Section 34161) ("Part 1.8") and Part 1.85 (commencing with Section 34170) ("Part 1.85") to  
20 Division 24 of the H&S Code; and

21 WHEREAS, pursuant to AB 26, as modified by the California Supreme Court on  
22 December 29, 2011 by its decision in *California Redevelopment Association v. Matosantos*,  
23 all California redevelopment agencies, including the Culver City Redevelopment Agency (the  
24 "Former CCRA"), were dissolved on February 1, 2012, and successor agencies were  
25 designated and vested with the responsibility of paying, performing and enforcing the  
26 enforceable obligations of the former redevelopment agencies and expeditiously winding  
27 down the business and fiscal affairs of the former redevelopment agencies; and

28 WHEREAS, the City Council of the City of Culver City adopted Resolution No.  
2012-R001 on January 9, 2012, pursuant to Part 1.85 of AB 26, accepting for the City of

1 Culver City (the "City") the role of successor agency to the Former CCRA (the "Successor  
2 Agency"); and

3 WHEREAS, AB 26 has since been amended by various assembly and senate  
4 bills enacted by the California Legislature and signed by the Governor (AB 26 as amended is  
5 hereinafter referred to as the "Dissolution Law"); and

6 WHEREAS, on February 6, 2012, the Board of Directors of the Successor  
7 Agency, adopted Resolution No. 2012-SA001 naming itself the "Successor Agency to the  
8 Culver City Redevelopment Agency", the sole name by which it will exercise its powers and  
9 fulfill its duties pursuant to Part 1.85 of the Dissolution Law and establishing itself as a  
10 separate legal entity with rules and regulations that will apply to the governance and  
11 operations of the Successor Agency; and

12 WHEREAS, pursuant to the Dissolution Law, each successor agency shall have  
13 an oversight board with fiduciary responsibilities to holders of enforceable obligations and to  
14 the taxing entities that benefit from distributions of property taxes and other revenues  
15 pursuant to H&S Code Section 34188 of the Dissolution Law; and

16 WHEREAS, the oversight board has been established for the Successor  
17 Agency (hereinafter referred to as the "Oversight Board") and all seven (7) members have  
18 been appointed to the Oversight Board pursuant to H&S Code Section 34179. The duties  
19 and responsibilities of the Oversight Board are primarily set forth in H&S Sections 34179  
20 through 34181 of the Dissolution Law; and

21 WHEREAS, pursuant to H&S Code Section 34191.5(b) of the Dissolution Law,  
22 on July 18, 2013, the Successor Agency prepared and submitted to the California  
23 Department of Finance (the "DOF") for approval its Long Range Property Management Plan  
24 (the "LRPMP"), as approved by its Oversight Board, that addressed the disposition and use of  
25

1 certain real properties of the Former CCRA. On March 13, 2014, the Successor Agency  
2 prepared and submitted to the DOF for approval certain revisions to its LRPMP, as approved  
3 by its Oversight Board, that addressed changes to the disposition of certain parking parcels of  
4 the Former CCRA as described in the revised LRPMP; and

5 WHEREAS, the DOF, by letter dated March 18, 2014, issued its determination  
6 on the LRPMP, as revised, (the "Revised LRPMP") approving the Successor Agency's use  
7 and disposition of all the properties listed in the LRPMP. The DOF's letter states that its  
8 approval of the Revised LRPMP took into account Resolution No. 2014-OB004 approving the  
9 Revised LRPMP and accompanying Agenda Item Report and acknowledges the Successor  
10 Agency's submittal of its LRPMP on July 18, 2013 and the Revised LRPMP on March 13,  
11 2014; and  
12

13 WHEREAS, the Former CCRA and CENTER THEATRE GROUP ("CTG")  
14 entered into a Disposition and Development Agreement dated as of October 9, 2001, as  
15 amended by that certain First Implementation Agreement dated as of January 6, 2003, and  
16 as further amended by that certain Second Implementation Agreement dated as of August  
17 26, 2003 (collectively, the "DDA"). The DDA pertains to certain real property located at 9820  
18 Washington Boulevard, Culver City (described herein and in the Lease as "Parcel A") and  
19 9814 Washington Boulevard, Culver City (described herein and in the Lease as "Parcel B").  
20 To implement the DDA, the Former CCRA and CTG entered into that certain Lease  
21 Agreement dated as of August 26, 2003 ("Lease") whereby Parcel A and Parcel B are leased  
22 to CTG. The lease term in the Lease for 9820 Washington Boulevard/Parcel A is sixty (60)  
23 years with an option to extend; and  
24

25 WHEREAS, under the terms of the Lease, CTG pays One Dollar (\$1.00) per  
26 year of rent for Parcel A. The landlord's interest in the Lease and the Former CCRA's interest  
27  
28

1 in the DDA was assigned from the Former CCRA to the Successor Agency by operation of  
2 law in connection with the dissolution process; and

3 WHEREAS, due to operating expenses, ongoing enforceable obligations (the  
4 DDA and the long-term Lease) and financing methods, Parcel A generates no net revenue  
5 and Parcel A has \$0 property value. In order to expeditiously wind down the business and  
6 fiscal affairs of the Former CCRA, for no monetary compensation, the Successor Agency  
7 desires to transfer to the City fee title to Parcel A through a Grant Deed and to transfer to the  
8 City the Successor Agency's landlord's interest in the long-term Lease and the Successor  
9 Agency's interest in the DDA through an Assignment and Assumption Agreement; and  
10

11 WHEREAS, the proposed transfer to the City of fee title to Parcel A and  
12 Assignment and Assumption Agreement reduce liabilities to the Successor Agency and  
13 increase net revenues to the taxing entities and are in the best interests of the taxing entities;  
14 and  
15

16 WHEREAS, the proposed transfer to the City of fee title to Parcel A and  
17 Assignment and Assumption Agreement are necessary to wind down the affairs of the  
18 Former CCRA by transferring contractual obligations and potential liabilities of the Successor  
19 Agency to the City; and  
20

21 WHEREAS, existing Enforceable Obligations (as defined in the Dissolution Law)  
22 relating to the DDA and Lease would continue to be in full force and effect as Enforceable  
23 Obligations following any transfer to the City of fee title to Parcel A and implementation of the  
24 Assignment and Assumption Agreement; and  
25

26 WHEREAS, the activity proposed for approval by this Resolution has been  
27 reviewed with respect to applicability of the California Environmental Quality Act ("CEQA"),  
28 the State CEQA Guidelines (California Code of Regulations, Title 14, Section 15000 *et seq.*,

hereafter the "Guidelines"), and the City's environmental evaluation procedures. The activity proposed for approval by this Resolution is not a "project" for purposes of CEQA, as that term is defined by Guidelines Section 15378, because the activity is an organizational or administrative activity that will not result in a direct or indirect physical change in the environment, per Section 15378(b)(5) of the Guidelines; and

WHEREAS, all other legal prerequisites to the adoption of this Resolution have occurred.

NOW, THEREFORE, the Board of Directors of the Successor Agency to the Culver City Redevelopment Agency, DOES HEREBY RESOLVE as follows:

SECTION 1. The foregoing recitals are true and correct and are a substantive part of this Resolution.

SECTION 2. The Successor Agency Board has received and heard all oral and written objections to the Successor Agency's proposed transfer of Parcel A to the City for no monetary compensation, and to other matters pertaining to this transaction, and that all such oral and written objections are hereby overruled.

SECTION 3. The Successor Agency Board hereby approves, and recommends to its Oversight Board the approval of, the transfer of Parcel A (9820 Washington Boulevard, Culver City, Assessor's Parcel Number 4207-006-914) from the Successor Agency to the City for no monetary compensation, pursuant to the Dissolution Law.

SECTION 4. The Successor Agency hereby approves, and recommends to its Oversight Board the approval of, the Assignment and Assumption Agreement, in substantially the form as the Assignment and Assumption Agreement attached to the January 8, 2018 Joint City Council and Successor Agency Agenda Item Report, Agenda Item No. C-3; that helps effectuate the Successor Agency's disposition of Parcel A to the City.

1           SECTION 5. Existing Enforceable Obligations (as defined in the Dissolution  
2 Law) relating to the DDA and Lease would continue to be in full force and effect as  
3 Enforceable Obligations following any transfer to the City of fee title to Parcel A and  
4 implementation of the Assignment and Assumption Agreement.

5           SECTION 6. The Successor Agency Board hereby authorizes and directs, and  
6 recommends to its Oversight Board that it authorize and direct, the Executive Director of the  
7 Successor Agency or designee, (i) to take all actions and to execute any and all documents,  
8 instruments, and agreements necessary or desirable on behalf of the Successor Agency, as  
9 approved by the Executive Director and Successor Agency General Counsel, including  
10 without limitation the Assignment and Assumption Agreement and a Grant Deed transferring  
11 Parcel A, in order to implement and effectuate the transfer of Parcel A from the Successor  
12 Agency to the City, and to effectuate all other actions approved by this Resolution, including,  
13 without limitation, approving changes, implementations, or revisions to documents,  
14 instruments, and agreements as determined necessary by the Executive Director, or  
15 designee; and (ii) to administer the Successor Agency's obligations, responsibilities, and  
16 duties to be performed pursuant to this Resolution and all documents, instruments, and  
17 agreements required by and for the transfer of Parcel A from the Successor Agency to the  
18 City.  
19  
20

21           SECTION 7. If any provision of this Resolution or the application of any such  
22 provision to any person or circumstance is held invalid, such invalidity shall not affect other  
23 provisions or applications of this Resolution that can be given effect without the invalid  
24 provision or application, and to this end the provisions of this Resolution are severable. The  
25 Successor Agency declares that its Board would have adopted this Resolution irrespective of  
26 the invalidity of any particular portion of this Resolution.  
27  
28

SECTION 8. The adoption of this Resolution is not intended to and shall not constitute a waiver by the Successor Agency of any constitutional, legal or equitable rights that the Successor Agency may have to challenge, through any administrative or judicial proceedings, the effectiveness and/or legality of all or any portion of the Dissolution Law, any determinations rendered or actions or omissions to act by any public agency or government entity or division in the implementation of the Dissolution Law, and any and all related legal and factual issues, and the Successor Agency expressly reserves any and all rights, privileges, and defenses available under law and equity.

SECTION 9. The Successor Agency hereby determines that the activity approved by this Resolution is not a "project" for purposes of CEQA, as that term is defined by Guidelines Section 15378, because the activity approved by this Resolution is an organizational or administrative activity that will not result in a direct or indirect physical change in the environment, per Section 15378(b)(5) of the Guidelines.

**SECTION 10.** This Resolution shall take effect upon the date of its adoption.

APPROVED AND ADOPTED, this 8<sup>th</sup> day of January, 2018.

JEFFREY COOPER, Chair  
Successor Agency to the Culver City  
Redevelopment Agency

**ATTEST:**

~~APPROVED AS TO FORM:~~

**Jeremy Green, Secretary**

CAROL A. SCHWAB, General Counsel

A18-00004