

From: [Phan, Johnny](#)
To: [Downtown West Project](#)
Subject: FW: Google - Diridon/DW - Transfer Agreements and DA
Date: Wednesday, June 9, 2021 3:21:27 PM
Attachments: [image001.png](#)

From: David Snow <DSnow@rwglaw.com>
Sent: Monday, June 7, 2021 10:32 AM
To: Miller, Gregg <gmiller@coblentzlaw.com>; Phan, Johnny <Johnny.Phan@sanjoseca.gov>
Cc: Straka, Stephanie <sstraka@coblentzlaw.com>; Willhite, Britney <bwillhite@allenmatkins.com>; Chan, Michelle W. (SFO) <MWChan@perkinscoie.com>
Subject: RE: Google - Diridon/DW - Transfer Agreements and DA

[External Email]

Gregg and Stephanie,

This message follows up on the transfer agreement exhibits and the changes to the Development Agreement to incorporate the resolution and ordinance numbers, which your team circulated last week.

Transfer Agreements:

We have reviewed the documents you forwarded for the Autumn Street and H5/H6 transfer agreements. We have incorporated the first page of each of those attachments (the page showing the overall site plan and where the various parcels are located). For H5 and H6, however, rather than include the second page you suggested, we have included the more detailed exhibit with street dimensions and other details which is more informative as to the locations of those properties.

The only other change is to fill in the blank for the Development Agreement enacting ordinance in Recital B of each of the transfer agreements, including H1. The following is a link to the sharesite folder with these updated final transfer agreements, which are labeled with today's date - 6-7-21: [City Attorney Office - Transactional - Transfer Agreements - All Documents \(sharepoint.com\)](#)

Development Agreement:

The revisions to the DA you circulated last week to incorporate the resolution and ordinance numbers for the various actions look good. We had a three minor cleanup items, which are noted in comment bubble in the sharesite version (Link: [6-4-21 Final CLEAN - Signature Copy Google - DW - Development Agreement.docx \(sharepoint.com\)](#))

With these final tweaks, and integration into the final PDF version, I think we are set on the DA.

Please let Johnny or me know if you have any questions.

Best,

Dave

David M. Snow

Attorney



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From: Miller, Gregg <gmliller@coblentzlaw.com>

Sent: Friday, June 4, 2021 3:47 PM

To: Phan, Johnny <Johnny.Phan@sanjoseca.gov>

Cc: David Snow <DSnow@rwglaw.com>; Straka, Stephanie <SStraka@coblentzlaw.com>; Willhite, Britney <bwillhite@allenmatkins.com>; Michelle Chan <MWChan@perkinscoie.com>

Subject: RE: Google - Diridon/DW - Transfer Agreements

Johnny: attached are the documents for Exhibit A in the Autumn St Transfer Agreement and the Exhibit As for the H5 and H6 Transfer Agreements (same for each of H5 and H6). The attached are a subset of the attachments at Exhibit C2 of the DA for the Autumn parcels and Schedule D2 of the DA for H5 and H6. As you may recall, H5 and H6 do not yet have legal descriptions because they still need to be created via the subdivision map. Therefore, the plan was to attach the basic site plan that depicts their location and then the Transfer Agreements call for the parcels to be created as separate legal parcels before closing. The Transfer Agreement for H1 already has all of its exhibits. Please let us know if these are acceptable. Also, Please let us know how many originals of each of the Transfer Agreements the City would like so that I know how many to ask Google to sign. Thanks,

Gregg Miller

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