

From: [Phan, Johnny](#)
To: [Downtown West Project](#)
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Attachments: [1826092.doc](#)

From: Phan, Johnny
Sent: Wednesday, June 2, 2021 2:35 PM
To: Gray, Matthew S. (SFO) <mgray@perkinscoie.com>; MWChan@perkinscoie.com
Subject: 1826092



Memorandum

TO: HONORABLE MAYOR
AND CITY COUNCIL

FROM: Nora Frimann, City Attorney

SUBJECT: SEE BELOW

DATE: June 2, 2021

Approved

Date

COUNCIL DISTRICT: 3

SUPPLEMENTAL

**SUBJECT: DOWNTOWN WEST MIXED USE PLAN PROJECT – PLANNED
DEVELOPMENT REZONING ORDINANCE AND DEVELOPMENT
AGREEMENT ORDINANCE (FILE NO. GP19-009; PDC19-039)**

RECOMMENDATION

- Adoption of an ordinance on second reading, with instructions to the City Clerk to conform the Planned Development Rezoning ordinance to actions taken relative to amendments to the Arena Management Agreement (Item 8.1 of the June 8, 2021 City Council agenda). The redline text in the Planning Development Rezoning ordinance to be accepted only if amendments to the Arena Management Agreement is approved by City Council and executed by the parties pursuant to the City/Google/Sharks Settlement Agreement & Release.
- Adoption of an ordinance on second reading, with instructions to the City Clerk to conform the Development Agreement prior to its execution in accordance with actions taken relative to amendments to the Arena Management Agreement (Item 8.1 of the June 8, 2021 City Council agenda). The redline text in Section 3.3, 14.2, 14.6, 14.7, and Exhibit K to be accepted only if amendments to the Arena Management Agreement is approved by Council and executed by the parties pursuant to the City/Google/SSE Settlement Agreement & Release.

REASON FOR SUPPLEMENTAL

On May 25, 2021, the City Council certified the Downtown West Mixed-Use Plan Environmental Impact Report and approved the project entitlements. The second reading for the

HONORABLE MAYOR AND CITY COUNCIL

June 2, 2021

Subject: Downtown West Mixed Use Plan Project – Planned Development Rezoning Ordinance and Development Agreement Ordinance (Supplemental Memo)

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Planned Development Rezoning ordinance and Development Agreement ordinance are on the June 8, 2021 City Council agenda and include changes approved by City Council on May 25, 2021 (first reading) as part of the Settlement Agreement & Release between the City, Google, LLC (“Google”) and Sharks Sports and Entertainment, LLC (“Sharks”).

As outlined in Staff’s Supplemental Memorandum dated May 25, 2021 that was approved by the City Council on the same date, these ordinance changes would only be accepted by the City Clerk and go into effect if City Council approves and the parties fully execute an amendment to the Second Amended and Restated Arena Management Agreement (“AMA”) dated August 15, 2018. The proposed amendment to the AMA is on the same June 8, 2021 City Council agenda as Item 8.1. The Settlement Agreement & Release gives the City and Sharks until June 22, 2021 to fully sign the amended AMA but the parties anticipate full execution much earlier.

The ordinances provide the following two options:

- 1) Option 1: If Council approves an amendment to the AMA and the parties execute the amendment on or before June 22, 2021 consistent with the Settlement Agreement & Release, then certain changes that are shown in redline in the ordinances will be effective after second reading and the Development Agreement should include the corresponding changes prior to execution.
- 2) Option 2: If Council does not approve an amendment to the AMA or the parties do not execute the amendment on or before June 22, 2021, then the original language of the ordinances without the redline text shown in the second reading is adopted as Council approved on May 25, 2021 (first reading).

CONCLUSION

The City Attorney’s Office will coordinate with the City on the above based on Council’s action on June 8, 2021.

Nora Frimann
City Attorney

For questions please contact Johnny V. Phan, Chief Deputy City Attorney at (408) 535-1981.