

Exclusive Negotiating Rights Agreement with Related Santa Clara LLC

Item 12.A.
April 9, 2013

Related California

- A full-service real estate firm that has been developing top-quality affordable and market-rate multifamily and mixed-use residential properties in California since its inception in 1989.
- An affiliate of The Related Companies, L.P., one of the largest and strongest privately held real estate companies in the nation.
- Portfolio includes over \$22 billion worth of developments. This level of activity sets us apart from most of our competitors, creating substantial purchasing and negotiating leverage in both construction and property operations.

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Related California Works Collaboratively with Communities

- Long history of community partnership, having collaborated with over 20 municipalities and over 25 non-profit organizations throughout California.
- Successfully developed properties in San Francisco, Alameda County, Contra Costa County, Santa Clara County, Los Angeles City, Los Angeles County, Orange County, San Bernardino County, San Diego, and San Diego County.

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Site Has Tremendous Potential for a Mixed-Use Development

- In Santa Clara's entertainment district: north of the 49ers football stadium, adjacent to the Santa Clara Convention Center, and near California's Great America amusement park.
- Has outstanding infrastructure: excellent access to three freeways: 101, 880, and 237, and superior transit connectivity with light rail and heavy rail.
- Santa Clara has need for a "town center" that includes restaurants, retail, and entertainment.

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Exclusive Negotiating Agreement

- The community can work with us to help shape the project.
- Related California will fund cost of property analysis, including evaluation of building on landfill.
- This process is an ideal way to engage in “place making” which will create a blend of living, entertainment, shopping, and dining experiences.

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The Property

- Approximately 230 acres
- Current uses include:
 - Santa Clara Golf & Tennis;
 - David's Restaurant and Banquet Facility
 - PAL BMX Track;
 - Fire Station # 10;
 - Parks Maintenance facility

The Site



ENA Key Points

- Term: 18 months with 2 six-month extension periods
- Deposit: \$200,000
- Due Diligence Period: 5 months
- City Costs: Developer will fund City's third party costs.
- Scope of Development: Developer will prepare a scope of development within 180 days.

ENA Key Points (con't)

- Schedule of Performance: City and Developer will agree on a schedule at the conclusion of Due Diligence Period
- Current Uses: City will undertake a preliminary analysis of potential relocation/reconfiguration options for the on site existing uses.
- Developer will cooperate with developer of Tasman Lots.

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