

**RESOLUTION NO. \_\_\_\_\_**

**BOARD OF SUPERVISORS, COUNTY OF SAN MATEO, STATE OF CALIFORNIA**

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**RESOLUTION: A) DECLARING INTENTION TO SELL CIRCLE STAR PLAZA AND SETTING THE TERMS AND CONDITIONS OF THE SALE; SETTING THE DATE, TIME AND PLACE FOR OPENING PROPOSALS; AND DIRECTING THE POSTING AND PUBLISHING OF THE NOTICE OF SALE. DETERMINE THAT THE PROPOSED SALE IS EXEMPT FROM REVIEW UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT PURSUANT TO SECTION 15312 OF THE CALIFORNIA ENVIRONMENTAL QUALITY ACT GUIDELINES RELATING TO SALES OF SURPLUS GOVERNMENT PROPERTY; AND B) AUTHORIZING THE COUNTY MANAGER OR HIS DESIGNEE TO EXECUTE NOTICES, CONSENTS, ESCROW INSTRUCTIONS, APPROVALS, AMENDMENTS, TERMINATIONS AND OTHER DOCUMENTS IN CONNECTION WITH THE PURCHASE AND SALE AGREEMENT**

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**RESOLVED**, by the Board of Supervisors of the County of San Mateo, State of California, that

**WHEREAS**, the County of San Mateo, a political subdivision of the State of California, is the fee simple owner of that certain improved real property located at Circle Star Plaza (the "Property"); and

**WHEREAS**, on November 5, 2013, this Board of Supervisors, authorized a Broker Services Agreement with CBRE, Inc. Investment Properties ("CBRE"), in connection with the potential sale of the Property; and

**WHEREAS**, CBRE has performed services and provided information that has assisted the County in establishing for the appropriate minimum sale price, terms and conditions of sale, and sale schedule for the Property; and

**WHEREAS**, a sale of the Property is exempt from environmental review under the California Environmental Quality Act ("CEQA") pursuant to section 15312

**WHEREAS**, this Board has determined that the Property is surplus.

**NOW THEREFORE, IT IS HEREBY DETERMINED AND ORDERED** that it is declared that this Board intends to sell the real property owned by the County and known as Circle Star Plaza, and such sale is approved under the following terms and conditions:

**1. MINIMUM PROPOSAL**

The minimum acceptable written proposal for the purchase of the property shall be \$ 85,500,000 ( Eighty Five Million and Five Hundred Thousand Dollars)

**2. OFFICIAL PROPOSAL FORM AND DUE DILIGENCE**

No written proposal will be considered unless submitted on the County of San Mateo's Official Proposal Form, which shall include: (1) A completed, unmodified, and executed Purchase and Sale Agreement (2) An executed Earnest Money Escrow Agreement, and (3) Instructions or other documents as may be required by the County Manager. Information regarding the Property( "Due Diligence Reports"), which are subject to updates until 5 p.m. on May 14, 2014, along with The Official Proposal Form, shall be available from the County Manager's Office (CMO), Hall of Justice, 400 County Center, 1<sup>st</sup> Floor, Redwood City, CA 94063; with online access available at <http://www.co.sanmateo.ca.us/portal/site/SMC> under News; and through the County's exclusive real estate broker, CBRE, Inc., by contacting Tyler Meyerdirk, telephone: (415) 772-0342 or by email: [tyler.meyerdirk@cbre.com](mailto:tyler.meyerdirk@cbre.com). The Due Diligence Reports are available for public inspection at the CMO, in addition to the online sources referenced above. The form of Purchase and Sale Agreement has been presented to this Board and this Board has examined and approved the same as to form and content.

**3. DEPOSIT**

Each bidder shall deposit with the escrow agent as identified in the Official Proposal Form the sum of Ten Million 00/100 DOLLARS (\$10,000,000.00) which sum must be available no later than 5 pm on May 14, 2104. Deposits must be made pursuant to the terms of the Earnest Money Escrow Agreement, which specifies funds must be deposited by 5 p.m. on May 13, 2014 in order for the funds to be available on May 14, 2014. The required deposit must be submitted for each written proposal, and pursuant to the timeframes for available funds as described in the Earnest Money Escrow Agreement, in order for such proposal to be considered. The deposit and Official Proposal Form must each identify the same exact bidding entity and/or individual. For oral bids, only those bidders who have submitted the required deposit, funded the escrow account per the Earnest Money Escrow Agreement and completed an Official Proposal Form will be eligible oral bidders. Upon completion of all bidding and either acceptance of the highest bid from a responsible bidder which conforms to all terms and conditions or rejection of all bids, the escrow agent will refund the deposits, with payment of interest, to all bidders except the successful bidder. The deposit of the

successful bidder will be retained, will become non-refundable, and will be credited to the purchase price of the Property.

#### 4. DEADLINE TO SUBMIT PROPOSALS

Each bidder must deliver the bidder's sealed proposal which must include the completed Official Proposal Form to the County Manager's Office (CMO), 400 County Center, Redwood City, CA 94063 on or before 5:00 p.m. on May 14, 2014.

No deposits are to be accepted by the County Manager's Office or the Clerk of the Board of Supervisors. Oral bids will not be accepted if the proposed bidder has not submitted the required deposit and a completed and timely submitted Official Proposal Form to the CMO by the above date and time.

#### 5. SALE PROCEDURE AND TERMS

##### (a) Written Proposals:

Beginning at 1:30 p.m., on Tuesday, May 20, 2014, in the Chambers of the Board of Supervisors, Hall of Justice, 400 County Center, Redwood City, California, during the regular meeting of the Board of Supervisors on that date, all of the written proposals received will be opened, examined, and declared by the President of the Board of Supervisors or the County Manager/Clerk of the Board (or either of their designees) in conformance or not in conformance with this resolution and any instructions promulgated by the President of the Board of Supervisors or the County Manager. Of the proposals submitted which conform to all of the terms and conditions stated herein and in the instructions promulgated by the President of the Board of Supervisors or the County Manager, and which are made by qualified and responsible bidders, the President of the Board of Supervisors or the County Manager (or either or their designees) shall identify the written proposal which is the highest, unless a higher oral bid is identified, as described hereinafter.

##### (b) Oral Bids:

Before accepting any written proposal, and immediately following the opening, examination and declaration of conformance of the written proposals, the President of the Board of Supervisors or the County Manager/Clerk of the Board (or either of their designees) will call for oral bids. Any responsible and qualified bidder who timely submitted the required deposit and completed an Official Proposal Form may submit an oral bid to purchase the Property upon the terms and conditions specified in the Purchase and Sale Agreement form. The initial oral bid must be for a price exceeding the highest written proposal made by a responsible bidder by at least five percent (5%). After an initial oral bid is made, oral bidding may proceed in increments of \$50,000 until the highest oral bid is finally made and determined to be the acceptable bid by the President of the Board of Supervisors or the County Manager/Clerk of the Board (or either of their designees)

##### (c) Duplicate High Proposals:

In the event that two or more written proposals are received which are equal in amount, and no oral bids are made that exceed the written proposal by at least 5%, the

proposal to be determined to be the acceptable bid by the President of the Board of Supervisors or the County Manager/Clerk of the Board shall be that of the bidder whose name is drawn by lot immediately after the call for oral bids.

(d) Final Acceptance of a Bid:

The final acceptance of a bid shall be subject to the approval of this Board of Supervisors during its regular meeting of May 20, 2014, or at an adjourned session of that meeting held on or before May 30, 2014. The Board's acceptance and approval of the successful bid shall include a resolution of acceptance of the bid, authorizing the execution of the Purchase and Sale Agreement Form completed by the successful bidder ("Final Agreement"), the execution and delivery of the appropriate deed and other documents required to complete the sale as contemplated by the Final Agreement, and the payment of a broker's commission, as appropriate. No bids or proposals will be considered for acceptance by the Board of Supervisors that are not timely submitted as required.

(e) Rejection of Written Proposals and/or Oral Bids

The Board of Supervisors, at its discretion, may reject all written proposals and/or oral bids and withdraw the Property from sale. If the sale is canceled, all deposits will be refunded.

6. GENERAL

Except as may be set forth in the Purchase and Sale Agreement, the Property is sold "as is;" the County of San Mateo shall not pay any commission or fees of any kind in connection with the sale, except its own brokers' fees; all other fees, costs and taxes shall be paid by the purchaser. Except as may be set forth in the Purchase and Sale Agreement, the County makes no representations as to the condition of the property, including conformance to zoning requirements or permit regulations, soil conditions, or the existence, if any, of hazardous materials on the property. No title shall pass until the transaction is completed by recordation of the Grant Deed.

7. CONDITIONS OF SALE

The terms and conditions regarding payments and the execution and delivery of closing documents shall be as set forth in the Purchase and Sale Agreement.

8. DEFAULT

Failure of the Successful Bidder to complete the purchase consistent with the terms and conditions of the Purchase and Sale Agreement may result in cancellation of the sale and forfeiture of the deposit. No extension of time for payment will be granted.

**BE IT FURTHER RESOLVED**, that 1:30 p.m., on Tuesday, May 20, 2014, at the Chambers of the Board of Supervisors, Hall of Justice, 400 County Center,

Redwood City, is hereby fixed as the date, time and place for opening and examination of written proposals submitted for the purchase of the Circle Star Plaza Property and oral bids thereon; and

**BE IT FURTHER RESOLVED**, that this Board of Supervisors hereby declares the Property to be surplus; and

**BE IT FURTHER RESOLVED**, that copies of this resolution, signed by the President of this Board of Supervisors, shall be posted in three (3) public places in the County of San Mateo, not less than fifteen (15) days prior to the date set for opening of written proposals; and

**BE IT FURTHER RESOLVED** , that this resolution shall be published once a week for three (3) successive weeks prior to the date set for opening of written proposals in a newspaper of general circulation, published in San Mateo County; and

**BE IT FURTHER RESOLVED**, that any sale of the Property resulting from this resolution is exempt from review under CEQA pursuant to section 15312 of the CEQA Guidelines relating to surplus government property sales and this Board directs the County Manager or his designee to file a CEQA notice of exemption with the County Clerk;

**AND BE IT FURTHER RESOLVED**, that the proceeds from the sale of said real property shall be deposited into the County Treasury for the County of San Mateo.

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