

RESOLUTION NO. 2024-_____

POMPANO BEACH COMMUNITY REDEVELOPMENT AGENCY

A RESOLUTION OF THE POMPANO BEACH COMMUNITY REDEVELOPMENT AGENCY (CRA) APPROVING AND AUTHORIZING THE PROPER OFFICIALS TO EXECUTE THE POMPANO BEACH DOWNTOWN PUBLIC PRIVATE DEVELOPMENT AGREEMENT (THE MASTER DEVELOPMENT AGREEMENT) BETWEEN THE CRA, THE CITY OF POMPANO BEACH (CITY) AND RP POMPANO, LLC, AN AFFILIATE OF ROCAPOINT PARTNERS, LLC (DEVELOPER), FOR DEVELOPMENT OF THE CITY'S DOWNTOWN (THE PROJECT) TOGETHER WITH ALL DOCUMENTS NECESSARY TO EFFECTUATE THE AGREEMENT, IDENTIFYING THE PROJECT BOUNDARIES, ESTABLISHING A PROJECT BUDGET, DELEGATING AUTHORITY TO THE CRA EXECUTIVE DIRECTOR/CITY MANAGER, AUTHORIZING FUNDING FROM ALL AVAILABLE SOURCES INCLUDING INCREMENT REVENUES AND ISSUANCE OF BONDS, AUTHORIZING INTRAGOVERNMENTAL TRANSFERS OF PROPERTIES BETWEEN THE CRA AND THE CITY, AND AUTHORIZING FINALIZATION OF AN AGREEMENT WITH BROWARD COUNTY TO SWAP LAND IN THE PROJECT AREA FOR PROPERTIES OWNED BY THE CITY AND CRA AND CONSTRUCTION OF A NEW COUNTY FACILITY; PROVIDING AN EFFECTIVE DATE AND FOR OTHER PURPOSES.

WHEREAS, City and CRA own certain real property (the "Initial Property") within the heart of downtown in the City of Pompano Beach, Florida, comprising of approximately 43 acres. City and CRA have determined that the Initial Property's current use no longer adequately serves the needs of the residents of Pompano Beach, Florida, and that opportunities exist to improve community services while maximizing the potential use and value of the Initial Property and other property that may be acquired by the CRA pursuant to this Agreement (the "Additional Property," and collectively with the Initial Property, the "Property"); and

WHEREAS, the City and CRA desire to create a vibrant and pedestrian friendly, mixed-use downtown development on the Property emphasizing and embodying "live, work, play" elements by integrating a variety of daytime and night-time economic uses, civic uses, and dense residential uses, all in accordance with the CRA's community redevelopment plan for the Northwest District as adopted in accordance with § 163.330, *et seq.*, Florida Statutes (the "CRA Plan"); and

WHEREAS, on or about June 2, 2022, the City and CRA published Invitation to Negotiate No. C-18-22 (the "ITN"), seeking, among other things, proposals for the redevelopment of the Property into a mixed-use development, including a new City Hall, all in accordance with the NWCRA Plan (the "Master Project"); and

WHEREAS, in connection with the ITN, a selection committee of the City and CRA recommended Developer as the exclusive Master Project developer. At a joint public meeting on October 12, 2023, the City and the CRA directed representatives of the City and CRA to negotiate the terms by which the Master Project will be developed; and

WHEREAS, the Parties desire for Developer to be responsible for: (i) the delivery of the site work, horizontal infrastructure, and other infrastructure improvements required to render the Property ready for the vertical development, which may include parking improvements consisting of a parking structure with up to three hundred (300) public parking spaces to support such future development (the “Master Infrastructure Project”); (ii) the acquisition of the Additional Property to be included as part of the Master Project; (iii) the development and construction of certain civic buildings for use by the City and/or other governmental agencies (“Civic Buildings”); and (iv) the development of private uses on the Property as part of the Master Project and/or the sale of developable parcels within the Property to other qualified developers for the development of private uses as part of the Master Project (the “Private Developments”); and

WHEREAS, the Parties have finalized negotiations for the development, construction, and ownership of the Master Infrastructure Project, the Civic Buildings, and the Private Developments, as well as the acquisition of Additional Property and the sale of certain parcels of the Property for Private Developments; and

WHEREAS, in addition to the Civic Facilities, the City and CRA are negotiating with Broward County (the County) to enter into an agreement to exchange the parcels owned by the County in the Project area with parcels owned by the City and/or the County and to contribute to the cost of construction of a new county facility for Broward Health (the County Facility).

BE IT RESOLVED BY THE BEACH COMMUNITY REDEVELOPMENT AGENCY THAT:

SECTION 1. The Pompano Beach Downtown Public Private Development Agreement (the Master Development Agreement) between the Pompano Beach Community Redevelopment Agency (CRA), the City of Pompano Beach (City) and RP Pompano, LLC (Developer), relating to development of the City’s Downtown, a copy of which Master Development Agreement is attached to this Resolution, is hereby approved, together with such other documents required to effectuate the Master Development Agreement, including but not limited to the Ground Lease, Build to Suit Subleases, and documents needed to provide funding for the Master Project and the proper officials are authorized to execute all such documents.

SECTION 2. The Master Project boundaries described in the Master Development Agreement (the Master Project Area) are approved and the Developer is authorized to acquire,

on behalf of the CRA, properties within the Master Project Area with the assistance of the CRA and the City where appropriate and within the budget established in the Master Development Agreement for acquisition of Additional Property, including contingency funds. Moreover, in each case in accordance with the Master Development Agreement: (a) the properties owned by the CRA and identified in the Master Development Agreement as eligible for exchange are approved to be exchanged for additional properties within the Master Project Area, (b) upon completion of the Master Infrastructure Project or portions thereof, the sale of properties owned by the CRA within the Master Project Area for mixed-use vertical development upon terms and conditions approved by the City Contract Administrator is approved, and (c) the repurchase of such properties by the CRA is hereby approved in the event that vertical development does not commence within two years after the sale of any such property.

SECTION 3. Pursuant to the Master Development Agreement, authority has been delegated to the City Manager/CRA Executive Director or designee to handle the decisions required for the efficient and timely development of the Master Project as the designated City Contract Administrator. Accordingly, the City Manager/CRA Executive Director has designated Suzette Sibble, Assistant City Manager, as the City Contract Administrator, and the City Contract Administrator shall be authorized to exercise all authority delegated by the Master Development Agreement to the City Contract Administrator, the City, and the CRA, except for any authority expressly delegated to the CRA Board or the City Commission, or as otherwise may be agreed upon by approval of the CRA Board and City Commission from time to time.

SECTION 4. All funding obligations required by the Master Development Agreement are hereby authorized, including utilization from all available funding sources, including increment revenues and issuance of bonds.

SECTION 5. All intragovernmental transfers between the CRA and the City required by the Master Development Agreement are hereby approved, as authorized by law.

SECTION 6. Pursuant to the Master Development Agreement, the CRA and the City are authorized to negotiate an agreement with Broward County for the exchange of parcels owned by the County in the Project Area for properties owned by the City and/or the CRA and to contribute to the cost of construction of a new facility for Broward Health (the County Facility), which agreement will be subject to the approval of the CRA Board and the City Commission.

This Resolution shall become effective upon passage.

PASSED AND ADOPTED this 20th day of June 2024.

REX HARDIN, CHAIRPERSON

ATTEST:

KERVIN ALFRED, SECRETARY