RESOLUTION NO. 2019-108

RESOLUTION OF THE NAPA COUNTY BOARD OF SUPERVISORS
ACCEPTING A BID FOR PURCHASE OF COUNTY SURPLUS REAL PROPERTY
LOCATED AT 2344 OLD SONOMA ROAD, NAPA, AND AUTHORIZING THE CHAIR
OF THE BOARD AND STAFF TO EXECUTE ALL DOCUMENTS NECESSARY TO
CONSUMMATE THE SALE AND TRANSFER OF THE PROPERTY

WHEREAS, the County has owned and operated a 8.6 acre property located at 2344 Old
Sonoma Road, Napa, APN 004-291-015-000 (the “Old Sonoma Road Property” or “Property”) as a Health and Human Services Agency campus and for other County uses for more than fifty
years; and

WHEREAS, on August 29, 2017, the Board of Supervisors (“Board”) adopted
Resolution No. 2017-136 declaring the Old Sonoma Road Property as surplus; and

WHEREAS, the County received three timely notices, proposals or indications of any
interest in the Property from the agencies or entities specified by the Surplus Land Act (“Act”) to
whom notice was given of the Board’s decision to declare the Property as surplus; and

WHEREAS, on January 9, 2018, the Board adopted Resolution No. 2018-03 declaring
minimum price and other terms for the sale of the property; and

WHEREAS, County staff received final submittals from two parties proposing to
purchase the property, neither of which satisfied the terms and conditions established by
Resolution 2018-03 or the Act; and

WHEREAS, County complied fully with the Act and on May 15, 2018 adopted
Resolution No. 2018-59 concluding the Surplus Land Act process; and

WHEREAS, on May 21, 2019, and June 18, 2019, the Board duly adopted Resolution
No. 2019-65 and its operative amendment, Resolution No. 2019-82 (collectively, the “Resolution
of Intent”) by unanimous vote, declaring the County’s intention to sell the Property, setting forth
a description of the Property, the minimum price for sale of the Property and any other terms and
conditions of such sale, and setting the procedure, date, time and place for the opening and
consideration of sealed bids for purchase of the Property, and for calling for oral overbids by the
Board or its designee pursuant to Government Code sections 25531 and 25539; and

WHEREAS, on August 9, 2019, in compliance with the Board’s designated procedures
in the Resolution of Intent, the Bid Selection Committee (“Committee”) designated by the
County Executive Officer (“CEO”) opened one bid that was submitted by a prospective
purchaser for purchase of the Property; and

WHEREAS, the Committee determined that the sole bid was responsive to the
requirements of the Resolution of Intent and the Request for Proposals (RFP) which together
carried out the Board’s direction regarding sale procedures as specified in the Resolution of Intent; and

WHEREAS, as required by Government Code section 25531 and by the Board’s Resolution of Intent, the Bid Selection Committee then called for oral overbids from the responsive bidder but there was none; and

WHEREAS, the CEO has recommended that the Board adopt this resolution accepting the bid from Caritas Related, LLC (Caritas) and authorizing the sale of the Property to Caritas for $7,500,000 and to construct onsite a minimum total of twenty-five (25) affordable housing units. The total number of units shall be at least 15% of the total number of residential units contained in the future development per the terms of the purchase and sale agreement and Restrictive Covenant memorializing these obligations.

NOW, THEREFORE, BE IT RESOLVED by the Board of Supervisors of Napa County as follows:

1. The foregoing recitals are true and correct and incorporated herein.

2. The Board accepts the recommendations of the CEO and the Committee.

3. Pursuant to Government Code section 25535, the Board accepts the bid of Caritas for purchase of the Property for a net purchase price to be paid to the County of $7,500,000 and the construction of a minimum total of twenty-five (25) affordable housing units onsite.

4. The Board authorizes the Chair of the Board to execute a purchase and sale agreement with Caritas on terms and conditions consistent with the Resolution of Intent and to execute a grant deed of the Property to be delivered into escrow.

5. The Board authorizes the Director of Public Works or designee to negotiate and execute any agreements or documents necessary to facilitate the purchaser’s research and investigation of the Property during the due diligence period.

6. The Board authorizes the CEO or designee to take any other steps and to sign any other documents that are necessary to consummate the sale of the Property on the terms and conditions specified herein and consistent with the Resolution of Intent, including without limitation the Affordable Housing Restrictive Covenant, the execution of escrow documents and delivery of the County’s grant deed to the purchaser and/or to an escrow holder agreed to by the CEO’s office.

THE FOREGOING RESOLUTION WAS DULY AND REGULARLY ADOPTED by the Board of Supervisors at a regular meeting of the Board of Supervisors of Napa County, State of California, held on the 27th day of August, 2019, by the following vote:
AYES: SUPERVISORS: WAGENKNECHT, PEDROZA, DILLON, RAMOS and GREGORY

NOES: SUPERVISORS: NONE

ABSTAIN: SUPERVISORS: NONE

ABSENT: SUPERVISORS: NONE

NAPA COUNTY, a political subdivision of the State of California

By: RYAN GREGORY, Chair of the Board of Supervisors

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<tr>
<td>Office of County Counsel</td>
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<tr>
<td>By: Chris R.Y. Apallas</td>
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<td>Deputy County Counsel</td>
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<td>NAPA COUNTY</td>
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<td>BOARD OF SUPERVISORS</td>
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<td>Date: August 27, 2019</td>
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<th>ATTEST: JOSE LUIS VALDEZ</th>
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