

Agenda Item No. 2



PLEASE NOTE:

In an effort to conserve paper, copies of the agenda items and staff reports for the December 3, 2008, SMART District Special Board Meeting and Real Estate and Project Development Committee Meeting are not included in this packet, but are available in the Office of the District Secretary.



AGENDA: SMART DISTRICT SPECIAL BOARD MEETING

December 3, 2008

10:00 a.m.

Santa Rosa City Council Chambers
100 Santa Rosa Avenue
Santa Rosa, CA

Teleconferencing Locations:

Covenant Presbyterian Church, 1226 Salvador Ave., Napa CA
314 Laurel Court, Cloverdale, CA

Marin Board of Supervisors, 3501 Civic Center Drive, Rm. 335, San Rafael, CA

- I. Call to Order
- II. **Comments from the Public on Non-Agenda Items**
- III. Railroad Square Contracts (John Nemeth, Greg Dion) - **DISCUSSION/ACTION***
 - A. Phase I Option Agreement between SMART and New Railroad Square, LLC
 - B. Phase I Purchase & Sale Agreement between SMART and New Railroad Square, LLC
 - C. Phase II Option Agreement between SMART and New Railroad Square, LLC
 - D. Phase II Purchase & Sale Agreement between SMART and New Railroad Square, LLC
 - E. Loading Dock & Easement Purchase & Sale Agreement between SMART and Cannery, LLC
- IV. Next Meeting Date: December 17, 2008, Sonoma County Board of Supervisors Chambers, Santa Rosa - **DISCUSSION/ACTION**

SMART REAL ESTATE AND PROJECT DEVELOPMENT COMMITTEE AGENDA

December 3, 2008

10:00 a.m. (Immediately following SMART Special Board Meeting)

Santa Rosa City Council Chambers
100 Santa Rosa Avenue
Santa Rosa, CA

- I. **Call to Order**
- II. **Approval of November 6, 2008 Minutes****
- III. **Comments from the Public on Non-Agenda Items**
- IV. **Update on On-Going Real Estate Issues – Rob Krantz**
- V. **Caulfield Lane Easement* - Rob Krantz**
- VI. **Next Meeting Date: January 7, 2009, San Rafael City Council Chambers**
- VII. **Adjournment**

DISABLED ACCOMMODATION: if you have a disability that requires the agenda materials to be in an alternate format or that requires an interpreter or other person to assist you while attending this meeting, please contact SMART at least 72 hours prior to the meeting to ensure arrangements for accommodation.

DOCUMENTS: Documents distributed by SMART for its monthly Board meeting or committee meetings, and which are not otherwise privileged, may be inspected at SMART's office located at 750 Lindero Street, Suite 200, San Rafael, CA 94901 during regular business hours.

* Information will be provided at the meeting, ** Information attached.



**MINUTES OF SMART REAL ESTATE & PROJECT
DEVELOPMENT COMMITTEE MEETING**

November 6, 2008

**San Rafael Corporate Center
750 Lindero Street
San Rafael, CA**

I Call to Order

Chair Fudge brought the meeting to order. The following committee members were present: Debora Fudge, James Eddie, Peter Breen and Mike Kerns. Al Boro was absent.

II Approval of Minutes for October 1, 2008

Motion was made by Director Kerns and seconded by Director Breen to approve the minutes of October 1, 2008 as submitted. Motion passed unanimously.

III Comments from the Public on Non-Agenda Items

Chair Fudge called for comments from the public on items not on the agenda. Steve Cerami, Ceramic Tile Design, was concerned about loss of parking and storage as a result of the Andersen Drive realignment. Ms. Hames suggested that SMART Staff meet with Mr. Cerami. Director Kerns suggested that SMART contact Office Depot as well and meet with both businesses.

IV Update on On-Going Real Estate Issues

Rob Krantz informed the Committee he had been working on right of entry permits and corridor maintenance. He also had been working on CalPark and Gap Closure right of way issues. Director Kerns asked if there was anything new to report on the Petaluma Trestle. Mr. Krantz stated that there was not.

V Discussion on Fee Waiver – Right of Entry & Special Event Permits

Mr. Krantz gave the Committee an overview of fee and permit waiver issues. He noted that requests had come from public entities requesting waivers for projects that benefit SMART. In addition, other agencies or non-profits had requested fee waivers. As no set policy exists on this issue, staff was requesting Committee direction. Following a discussion the Committee recommended that waivers be granted to public entities for projects that would benefit SMART. In addition, the two waivers requested by Marin County and the City of Healdsburg were approved subject to full Board approval. With regard to non-profit special event waivers, additional research from both Counties would be sought by staff and brought back for the Committee's consideration.

VI Railroad Square Update

John Nemeth stated Staff and Counsel had been busy putting together the legal agreements for the Railroad Square project based on the term sheet agreed to back in July. Both he and Mr. Dion met with counsel and it went well. There were two outstanding issues being worked on and that was what would be talked about in today's closed session.

VII Committee Membership and Structure for 2009

Ms. Hames informed the Committee of upcoming decisions related to the implementation of the SMART project. She noted that the Novato South station selection and other right of way acquisitions would require Real Estate Committee review and approvals. The Committee discussed the option of committee alternates and/or Committee of the Whole practices to maintain committee quorums. The Committee concluded that relying on the full name of the committee: Real Estate and Project Development would allow them to deal with real estate related issues.

VIII Closed Session

Chair Fudge stated we would now go into closed session.

IX Report Out on Closed Session

Greg Dion stated there was nothing to report out from the session today.

VIX Next Meeting Date: December 3, 2008, 10:00a.m., Santa Rosa City Council Chambers

X Adjourn

The meeting was adjourned at 4:30 p.m.