Memorandum

MIAMI-DADE COUNTY

Date: July 24, 2007

Agenda Item No. 8(K)(1)(A)

To: Honorable Chairman Bruno A. Barreiro
and Members, Board of County Commissioners

From: George M. Burgess
County Manager

Subject: Resolution Authorizing the Extension of the Reverter Date for the Property known as Sawyer's Walk

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Recommendation

It is recommended that the Board authorize the County Mayor or his designee to execute the attached Addendum to the Settlement Agreement (Agreement) to extend the existing reverter date of August 1, 2007 for the Sawyer's Walk properties to December 31, 2007.

Scope

The properties contained in the reverter interests are known as parcels 36, 45 and 56 that lie within the boundaries of the Southeast Overtown/Park West (SEOPW) Community Redevelopment Agency (CRA) and the City of Miami (City). These parcels are located in County Commission District 3.

Background

In July 2003, the City and County entered into a Settlement Agreement (Agreement) concerning three parcels in Overtown (Blocks 36, 45N and 56N), Circuit Court Case No. 2001-13810 CA-08.

Based on the Agreement, the City and CRA were to execute quit claim deeds to the County that will be held in escrow by the County's General Services Administration for a period of four years, beginning August 1, 2003. Unless the City or CRA commence construction of the development on all properties by August 1, 2007, the County shall file the escrowed quit claim deeds in the public records and the properties will be deemed legally quieted to the County without further order of the court. Since 2003, the City has pursued the redevelopment of those three properties to address affordable housing and to function as a catalyst for further redevelopment in Overtown.

The City has worked with Sawyer's Walk Ltd. (SWL) to redevelop four blocks in the SEOPW CRA, of which Blocks 45 and 56N are included. Subsequently, the City and CRA entered into a separate Settlement Agreement with SWL to allow for the construction of 1,050 housing units and 75,000 square feet of commercial space on those four blocks. The City has issued a Major Use Special Permit (MUSP) in October 2006 for the project; however, certain legal obstacles have arisen:

- A lawsuit was filed by the owner of the Miami Arena, but was later dismissed and is now being appealed.
- Power-U, a community housing advocacy group for very low- and low-income residents, filed a lawsuit for the lack of environmental assessment on the project. Power-U's lawsuit was dismissed by the federal court, but the organization has also contested the City's MUSP, which makes it difficult to obtain financing because of the outstanding appeal.

With respect to Block 36, the CRA issued a Request for Proposal (RFP) in August 2004 to select a development team. Although a development team was put together, the CRA was not able to secure a

development partner for a hotel intended on Block 36. A new RFP for the development of Block 36 is expected to be issued in the near future.

Based on what has occurred, the CRA and City requested a few months ago that an extension be granted because of the circumstances that slowed the development process which will cause the August 1, 2007 deadline to be missed. The City and CRA feel that the benefits to the Overtown community from this project merit consideration by the County to extend the reverter.

Because the County has been recently engaged by the City on this project, a meeting was held at Culmer Center on June 20, 2007 for the community to voice its concerns and expectations of the SWL project. Based on the outcome, the County has asked the City and CRA to revisit the current configuration of the project to ensure units are available to residents earning less than 40 percent of the area median income (AMI), and jobs are created.

Although the City made an initial request to extend the reverter clause for these three Blocks to five years, the County is recommending a limited extension through December 31, 2007. This shortened extension will provide sufficient time for County staff to fully examine the proposed unit mix and community benefits that exist in the developer agreement executed between the CRA and City and the selected developer that govern the development options. In addition, this will also allow County staff to review the track record of the development team, headed by Crosswinds, to ensure that the project is viable.

If the terms of the proposed development plan reviewed and negotiated amongst all of the parties, including Miami Dade County are complete and agreed to by December 31, 2007, staff will be recommending for Board consideration further extensions for the completion of each Block. If those negotiations are not complete or agreed to by the deadline, the Blocks will revert to the County.

Fiscal Impact/Funding Source

There is no negative fiscal impact to the County if the reverter is extended.

Attachment

Cynthia W. Curry
Senior Advisor to the County Manager

MEMORANDUM

(Revised)

TO: Honorable Chairman Bruno A. Barreiro and Members, Board of County Commissioners

DATE: July 24, 2007

FROM: R.A. Cuevas, Jr. Acting County Attorney

SUBJECT: Agenda Item No. 8(K)(1)(A)

Please note any items checked.

_____ "4-Day Rule" ("3-Day Rule" for committees) applicable if raised

_____ 6 weeks required between first reading and public hearing

_____ 4 weeks notification to municipal officials required prior to public hearing

_____ Decreases revenues or increases expenditures without balancing budget

_____ Budget required

_____ Statement of fiscal impact required

_____ Bid waiver requiring County Manager's written recommendation

_____ Ordinance creating a new board requires detailed County Manager's report for public hearing

_____ Housekeeping item (no policy decision required)

_____ No committee review

Approved _____ Mayor
Veto _____
Override _____

Agenda Item No. 8(K)(1)(A)

07-24-07

RESOLUTION NO. _____

RESOLUTION AUTHORIZING THE EXTENSION OF THE REVERTER DATE OF THE PROPERTY KNOWN AS SAWYER'S WALK BEING DEVELOPED BY THE SOUTHEAST OVERTOWN PARK WEST (SEOPW) COMMUNITY REDEVELOPMENT AGENCY (CRA) AND CITY OF MIAMI AND THE ENTITY KNOWN AS CROSSWINDS AT POINCIANA, LLC

WHEREAS, this Board desires to accomplish the purposes outlined in the accompanying memorandum, a copy of which is incorporated herein by reference,

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA, that this Board approve the attached resolution that extends the existing reverter date from August 1, 2007 to December 31, 2007 and authorizes the County Mayor or his designee to execute the Addendum to the Settlement Agreement dated December 16, 2003 in the form attached hereto, which Addendum extends the reverter date to December 31, 2007.

The foregoing resolution was offered by Commissioner , who moved its adoption. The motion was seconded by Commissioner and upon being put to a vote, the vote was as follows:

Bruno A. Barreiro, Chairman
Barbara J. Jordan, Vice-Chairwoman

Jose "Pepe" Diaz
Carlos A. Gimenez
Joe A. Martinez
Dorrin D. Rolle
Katy Sorenson
Sen. Javier D. Souto
Audrey M. Edmonson
Sally A. Heyman
Dennis C. Moss
Natacha Seijas
Rebeca Sosa

The Chairperson thereupon declared the resolution duly passed and adopted this 24th day of July, 2007. This resolution shall become effective ten (10) days after the date of its adoption unless vetoed by the Mayor, and if vetoed, shall become effective only upon an override by this Board.

MIAMI-DADE COUNTY, FLORIDA
BY ITS BOARD OF COUNTY
COMMISSIONERS

HARVEY RUVIN, CLERK

By:_____
Deputy Clerk

Approved by County Attorney as
to form and legal sufficiency._____

Thomas Goldstein

ADDENDUM TO
SETTLEMENT AGREEMENT

This Addendum to Settlement Agreement amends the Settlement Agreement dated December 16, 2003, in the Case of Miami-Dade County vs. City of Miami, Circuit Court Case No. 01-13810 (CA-08), and entered into by MIAMI-DADE COUNTY, a political subdivision of the State of Florida, Plaintiff; THE CITY OF MIAMI, a Florida municipal corporation, and SOUTHEAST OVERTOWN/PARK WEST COMMUNITY REDEVELOPMENT AGENCY, an agency of the State of Florida, Defendants in the said case. (A copy of said Settlement Agreement is attached hereto as Exhibit A to this Addendum.) This Addendum to Settlement Agreement extends the reverter date on the Property which was the subject of and described in said Settlement Agreement from August 1, 2007 to December 31, 2007.

DATED this _____ day of July, 2007.

MIAMI-DADE COUNTY, a
political subdivision of the State
of Florida

By:_____
George Burgess
County Manager

ATTEST:

By: _____

Clerk of the Board of County
Commissioners

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APPROVED AS TO FORM AND LEGAL SUFFICIENCY

By:_____

Assistant Miami-Dade County Attorney

CITY OF MIAMI, FLORIDA
a municipal corporation of the
State of Florida

By:_____
Pedro Hernandez
City Manager

ATTEST:

By:_____

City Clerk

APPROVED AS TO FORM AND LEGAL SUFFICIENCY

By:_____

City of Miami Attorney

SOUTHEAST OVERTOWN/PARK WEST
COMMUNITY REDEVELOPMENT
AGENCY, an agency of the State of Florida

By:_____
Jim Villacorta, Executive Director

ATTEST:

By: _____

Southeast Overtown/Park West Community
Redevelopment Agency

APPROVED AS TO FORM AND LEGAL SUFFICIENCY

By:_____

IN THE CIRCUIT COURT OF THE 11TH JUDICIAL CIRCUIT OF FLORIDA IN AND MIAMI-DADE COUNTY

GENERAL JURISDICTION DIVISION

CASE NO. 01-13810 (CA-08)

MIAMI-DADE COUNTY, a political subdivision of the State of Florida,

Plaintiff,

vs.

CITY OF MIAMI, Florida, a Florida Municipal corporation, and SOUTHEAST OVERTOWN/PARK WEST COMMUNITY REDEVELOPMENT AGENCY, an agency of the State of Florida,

Defendants.

/

SETTLEMENT AGREEMENT

Florida Bar No. 180724

Plaintiff, MIAMI-DADE COUNTY, a political subdivision of the State of Florida, and the Defendants, CITY OF MIAMI, Florida, a Florida municipal corporation, and SOUTHEAST OVERTOWN/PARK WEST COMMUNITY REDEVELOPMENT AGENCY, an agency of the State of Florida, Defendants, agree to the following terms in

EXHIBIT A

full and complete settlement of the above-designated quiet title suit:

1. The CITY OF MIAMI and SOUTHEAST OVERTOWN/PARK WEST COMMUNITY REDEVELOPMENT AGENCY will execute quit claim deeds to MIAMI-DADE COUNTY in the forms attached hereto as Exhibits 1 and 2 of this Settlement Agreement and made a part hereof for those certain lots of Block 36 of P.W. White's Resubdivision, Plat Book 'B' at Page 34 and for Lots 1 through 12 of Blocks 45N and 56N of A. L. Knowlton's Map of Miami, Plat Book 'B' at Page 41 (the "Property"). Said property being the subject of this quiet title suit and more particularly described on Exhibits A to the quit claim deeds attached as Exhibits 1 and 2 to this Agreement.

2. The quit claim deeds will be held by Miami-Dade County General Services Administration (GSA) in escrow for a period of four (4) years, said period to begin August 1, 2003 and end not later than August 1, 2007.

3. Unless the CITY OF MIAMI and/or SOUTHEAST OVERTOWN PARK WEST COMMUNITY REDEVELOPMENT AGENCY shall have or caused to have commenced construction of development on all of the Property by August 1, 2007, then GSA shall file the escrowed quit claim deeds in the public records of Miami-Dade County, Florida and the fee simple title to the Property shall be deemed legally quieted in MIAMI-DADE COUNTY without further order of the Court. Alternatively, should the CITY OF MIAMI and SOUTHEAST OVERTOWN/PARK WEST COMMUNITY REDEVELOPMENT AGENCY have commenced or caused to have commenced

construction of development on all of the Property, the quit claim deeds will be deemed null and void and of no further legal force or effect and the deeds shall be stricken through and returned to the office of the city attorney together with a copy of this settlement agreement. In such event MIAMI-DADE COUNTY shall provide the city a document, in a recordable form, that provides that the terms of the reverter provisions have been satisfied and the reversionary interest of MIAMI-DADE COUNTY is extinguished without further order of the Court.

4. The phrase "commenced construction of development" shall mean that all required construction and development permits have been issued on a complete set or sets of plans for a specific project or projects of one or more constructed floors of residential, commercial, retail, office or mixed use on all of the Property, and that actual physical construction work is taking place on a continuing basis on all of the Property.

5. In the event that any development on the Property requires payment for the Property, solely as a result of the sale of the fee simple interest in the Property, to the CITY OF MIAMI and/or SOUTHEAST OVERTOWN/PARK WEST COMMUNITY REDEVELOPMENT AGENCY from the chosen developer(s), then the CITY OF MIAMI and/or SOUTHEAST OVERTOWN/PARK WEST COMMUNITY REDEVELOPMENT AGENCY shall, prior to entering into any development agreement(s) for the Property, submit said proposed agreement(s) to the Board of County Commissioners for its approval prior to entering into said agreement. Upon delivery of the proposed development

agreement(s) to the County Manager, the time period identified in paragraph 3 herein shall be tolled only up to the time the Board of County Commissioners shall approve the sale under the proposed development agreement(s).

7. Resolutions of the Board of County Commissioners of Miami-Dade County, the Commission of the City of Miami and the SOUTHEAST OVERTOWN/PARK WEST COMMUNITY REDEVELOPMENT AGENCY approving this settlement are attached hereto and incorporated herein by reference.

DATED this 16th day of ~~July~~ December, 2003.

ROBERT A. GINSBURG
Miami-Dade County Attorney
Stephen P. Clark Center
Suite 2810,
111 N.W. First Street
Miami, Florida 33128-1993

By: _____
Thomas Goldstein
Assistant County Attorney
Attorney for Plaintiff

CITY OF MIAMI ATTORNEY'S OFFICE
444 S.W. 2nd Avenue, Suite 945
Miami, Florida 33130

By: _____
Charles C. Mays

Assistant City Attorney
City of Miami, Florida

THOMPSON COBURN LLP
One Firstar Plaza
Suite 3100
St. Louis, MO 63101

By: _____
Mary Bonacorsi, Esquire
Attorney for Southeast Overtown/
Park West Community Redevelopment
Agency

This Settlement Agreement has been approved on July 22, 2203, by Resolution No. R-879-03 of the Board of County Commissioners of Miami-Dade County, Florida. A certified copy of said resolution is attached hereto as **Exhibit 3**.

This Settlement Agreement has been approved on 07/17/03, 2003, by Resolution No. 03-823 of the City of Miami, Miami-Dade County, Florida. A certified copy of said resolution is attached hereto as **Exhibit 4**.

This Settlement Agreement has been approved on 07/28/03, 2003, by Resolution No. R-03-72 of Southeast Overtown Park/West Community Redevelopment Agency, and agency of the State of Florida, in Miami, Miami-Dade County, Florida. A certified copy of said resolution Is attached hereto as **Exhibit 5**.