

**CITY OF LARKSPUR
RESOLUTION 61/21**

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF LARKSPUR
AUTHORIZING THE MAYOR TO SIGN AN AMENDED LETTER OF INTENT
WITH THE COMMONS FOUNDATION**

WHEREAS, the Commons Foundation is a non-profit raising money for a new Larkspur Library;

WHEREAS, the City entered into a Letter of Intent (LOI) with the Commons Foundation to clarify roles and expectations for a twenty-four-month period;

WHEREAS, the Commons Foundation has expressed that an amendment to the LOI to change the period to twenty-six months would be beneficial for fundraising as it aligns with the end of Tax Year 2022;

NOW, THEREFORE, BE IT RESOLVED that the City Council of the City of Larkspur authorizes the mayor to sign the attached Exhibit A, an amended letter of intent between the City and the Commons Foundation.

IT IS HEREBY CERTIFIED that the City Council of the City of Larkspur duly introduced and regularly adopted the foregoing resolution at a regular meeting held on November 17, 2021, by the following vote:

AYES: COUNCILMEMBER: Candell, Hillmer, Paulson, Way, and Mayor Haroff

NOES: COUNCILMEMBER: None


ABSENT: COUNCILMEMBER: None

ABSTAIN: COUNCILMEMBER: None

DocuSigned by:

3C8DE88B7D6543E...

Kevin Haroff, Mayor

ATTEST:
DocuSigned by:

12CB4196622747E...

Alison Foulis, City Clerk

**CITY OF LARKSPUR
RESOLUTION 61/21**

Exhibit A

Amended Letter of Intent

City of Larkspur
400 Magnolia Avenue
Larkspur, CA 94939

The Commons Foundation
PO Box 846
Larkspur, CA 94977

This Letter of Intent (LOI) reflects the mutual interest and desire of the Larkspur City Council ("City") and the Commons Foundation ("TCF") to realize the development of a public facility on the City-owned parcel located at the intersection of Doherty Drive and Rose Lane, referred to as the Community Facility Parcel ("CFP"). Each party acknowledges this LOI is intended to create a good faith effort between the parties, but not a legally binding obligation.

This LOI memorializes an agreement between the City and TCF to pursue a public project that will allow the Larkspur Library to relocate some or all of its operations to the CFP.

- City and TCF agree that the preliminary concept for the project is defined to be an approximately 5,000 square-foot building consisting primarily of one large room, restrooms, IT/utility closet(s), storage, and parking. The preliminary concept for the project also includes a mix of defined outdoor uses, though these uses may need to be prioritized relative to budget and the desire to complete construction of the primary building. City proposes that the project be situated on the CFP close to the corner of Doherty Drive and Rose Lane to maximize its visibility and to retain significant flexibility for the addition of other project elements and structures in the future. The building will be designed so that it could be integrated with other buildings constructed as part of future phases of development on the site. Defined in this way, the project is consistent with the existing CFP Master Plan.
- It is anticipated by both parties that the City will operate the facility as the library through the use of movable furniture that will also allow the facility to serve as a programming and meeting space. City and TCF agree that the City retains discretion to determine whether to house staff offices in a trailer/temporary building onsite or in a City building offsite. City also retains discretion to determine what library services shall be offered onsite and what shall be maintained offsite.
- City and TCF agree to use the design-build approach in soliciting proposals and constructing the project. Using the design-build process, the City will solicit statements of qualifications from design-build entities, and pre-qualified entities will then be invited to submit proposals that cover the entirety of the development project from architectural and engineering design through construction. The design-build solicitations shall stipulate that the scope of the project must be completed for a not-to-exceed amount of \$5,000,000. The not-to-exceed amount is based upon TCF's fundraising goals and may be increased depending on the results of its efforts. The City and TCF shall collaborate on preparing the solicitation of qualifications and proposals and shall jointly review any submissions received.
- City and TCF agree that the City can issue the solicitations of qualifications and proposals during the fundraising period but will not be able to award a contract until TCF has at least

\$5,000,000 in cash. City and TCF agree that solicitation of a Request for Qualifications (RFQ) and, based on the submittals and pre-qualified design-build entities, a Request for Proposals (RFP) may begin when TCF reaches \$5,000,000 in cash and pledges, but cannot be awarded until TCF has at least \$5,000,000 in cash.

- City and TCF agree that the parties will make good-faith efforts to agree upon, draft, and approve guidelines by which TCF may award naming rights for portions of the project as incentives to potential donor(s).

six 6

City agrees that for a period of twenty-four (24) months subsequent to the execution of this letter of intent, the City will not consider or solicit projects for the CFP that impair the completion of the agreed upon project unless the solicitation is mutually acceptable to the City and TCF.

TCF acknowledges that many of the actions required to fulfill the terms agreed upon herein are subject to public review and a vote of the City Council. It is mutually understood that this LOI does not eliminate these public processes, nor does it legally bind members of the City Council to vote in a particular way on a given item. TCF further acknowledges that this agreement does not constitute an irrevocable commitment on the part of the City to approve the project described and does not foreclose the City from considering alternatives to the project or mitigation measures identified as part of the environmental review process required by the California Environmental Quality Act ("CEQA"). The City will undertake CEQA review of the project at the earliest feasible time prior to approval of the project.

In mutual understanding, this letter of intent is executed on 11/9/2020
DATE

DocuSigned by:
Catherine Way
6B4C209D0A2C441...

Mayor Catherine Way
City of Larkspur

3614303.1

DocuSigned by:
Joseph W. Jennings
0FF22D4FFA0B4F7...

Joseph W. Jennings, President
The Commons Foundation

Amendment Approved
DocuSigned by:
Kevin Haroff
3C8DE88B7D6543E

Mayor Kevin Haroff
City of Larkspur

DocuSigned by:
Joe Jennings
0FF22D4FFA0B4F7...

Joseph W. Jennings, President
The Commons Foundation