

CITY OF CORAL GABLES, FLORIDA

RESOLUTION NO. 2019-219

A RESOLUTION OF THE CITY COMMISSION AUTHORIZING THE CITY MANAGER TO ENTER INTO TWO LEASE AMENDMENTS WITH THE PALACE MANAGEMENT GROUP, LLC, WITH REGARD TO CITY OWNED PROPERTY AT 1 AND 2 ANDALUSIA AVENUE, CORAL GABLES, FLORIDA; PROVIDING FOR A REPEALER PROVISION, SEVERABILITY CLAUSE AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, as authorized by Ordinance No. 2007-36, the City entered into simultaneous ground leases with The Palace Management Group, LLC ("Developer"), for City-owned properties located at 1 and 2 (previously 45 and 50) Andalusia Avenue, Coral Gables, Florida, entitled Lease and Development Agreement and Parking Garage Lease and Development Agreement respectively, and both dated July 14, 2008, for the development, construction and operation of a senior housing facility and garage (such leases, as amended, collectively the "Leases"); and

WHEREAS, the City and Developer has since entered into multiple amendments to the Leases, and specifically the Third Amendment to both Leases, required that the Developer establish a pledged escrow account (the "Pledged Account") in favor of the project's lender and the City to be utilized as a reserve account to pay the annual assessments of the Community Development District ("CDD") in the event that the Developer failed to do so; and

WHEREAS, the Developer has paid all of its monetary obligations to the CDD and the City on time and neither the City nor the lender have ever had to draw funds from the Pledged Account in the nearly eight years in which it has been in place; and

WHEREAS, the project's lender released its right to the Pledged Account on April 27, 2017 and the City believes that it is appropriate to waive its remaining rights to the Pledged Account; and

WHEREAS, Ordinance No. 2010-17 permits further amendments to the Leases by Resolution provided the period of the Term is not changed and the parties hereto wish to further amend the Lease as hereinafter provided;

NOW, THEREFORE, BE IT RESOLVED BY THE COMMISSION OF THE CITY OF CORAL GABLES:

SECTION 1. The foregoing "WHEREAS" clauses are hereby ratified and confirmed as being true and correct and are hereby made a specific part of this Resolution upon

adoption hereof.

SECTION 2. The City Commission does hereby authorize the City Manager to enter into the two (2) lease amendments, specifically the Fifth Amendment to the Parking Garage Lease and Development Agreement and the Fourth Amendment to the Lease and Development Agreement, in substantially the form attached hereto as Exhibits "A" and "B," with such modifications as may be approved by the City Manager and City Attorney to implement the intent of this Resolution.

SECTION 3. That this Resolution shall become effective upon the date of its passage and adoption herein.

PASSED AND ADOPTED THIS NINTH DAY OF JULY, A.D., 2019.

(Moved: Lago / Seconded: Mena)

(Yeas: Keon, Lago, Mena, Fors Jr., Valdes-Fauli)

(Unanimous: 5-0 Vote)

(Agenda Item: I-7)

APPROVED:



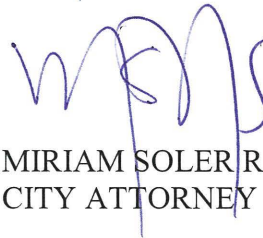
RAUL VALDES-FAULI
MAYOR

ATTEST:



BILLY Y. URQUIA
CITY CLERK

APPROVED AS TO FORM AND
LEGAL SUFFICIENCY:



MIRIAM SOLER RAMOS
CITY ATTORNEY