

## CITY OF CORAL GABLES, FLORIDA

### RESOLUTION NO. 2017-212

A RESOLUTION APPROVING GENERAL TERMS AND AUTHORIZING THE CITY MANAGER AND CITY ATTORNEY TO NEGOTIATE A SALES AND PURCHASE AGREEMENT WITH DOCTORS' HOSPITAL, INC., A FLORIDA NOT-FOR-PROFIT CORPORATION, FOR THE SALE OF MUNICIPAL PARKING LOT 24 LOCATED ON THE NORTHWEST CORNER OF UNIVERSITY DRIVE AND PISANO AVE, CORAL GABLES, FL 33146 HAVING A MIAMI-DADE COUNTY PARCEL IDENTIFICATION NUMBER OF 03-4119-006-0200, AND WAIVING PROVISIONS OF THE PROCUREMENT CODE IN ACCORDANCE WITH SECTION 2-2011 AND 2-583 THEREOF (*This resolution requires a 4/5 vote because of the waiver; Sales Agreement will come back to City Commission for authorization to execute*)

**WHEREAS**, pursuant to Resolution 26281 passed and adopted on November 10, 1987 the City entered into a lease agreement dated December 30 1987, with Doctors' Hospital (the "Hospital") for the City-owned surface parking lot located on the northwest corner of University Drive and Pisano Ave, (the "Lot") across from the Hospital, as amended by that Amendment to a Memorandum to Lease dated January 31, 1992, then amended by that First Amendment to Lease dated August 20, 2002, then assigned by that Assignment and Assumption of Lease dated July 20, 2005, and re-assigned by that Assignment and Assumption of Lease Agreement dated July 1, 2006 (collectively, the "Lease"); and

**WHEREAS**, on February 10, 1994 the Hospital and surrounding neighbors entered into a Restrictive Covenant limiting the use of properties owned and/or controlled by the Hospital in the surrounding area; this Covenant limited the use of the Lot as a surface parking; the Lot is currently used to provide free valet services to the Hospital's patients and visitors; and the initial term of the Lease is set to expire on December 30, 2017; and

**WHEREAS**, on May 9<sup>th</sup>, 2017, the Hospital executed their automatic renewal right for an additional 30 years and subsequently submitted a Letter of Intent to purchase the Lot for \$3,000,000 and will continue to operate the Lot as parking; and

**WHEREAS**, the Lot was appraised by two MAI certified appraisers, Gallaher & Birch, Inc., and Waronker & Rosen, as having values of \$2,350,000 and \$2,200,000, respectively, based on the current multifamily duplex zoning; Waronker & Rosen provided an additional hypothetical value of \$3,600,000 as a City operated valet service; and

**WHEREAS**, the proposed purchase price is greater than the appraised values under its current zoning and greater than the net present value of the Lot; and

**WHEREAS**, the business terms include the purchase to be “as is”; the Restrictive Covenant to stay in place; the Hospital to continue to maintain the surrounding area; 120 days’ due diligence; closing to occur 30 days after due diligence; the City to receive a \$200,000 security deposit; no broker involvement; and contingency on the Hospital’s Board and City Commission approval; and

**WHEREAS**, Section 2-2011 and 2-583 of the Procurement Code authorizes the City Commission to waive any provisions of Article VIII, Division 12 of the Procurement Code relating to the purchase, sale or lease of public lands or buildings upon a four-fifths vote where it finds that the public interest would be served by such waiver; and

**WHEREAS**, the Economic Development Board and Property Advisory Board reviewed the proposed terms on August 2, 2017 and August 9, 2017 respectively, and voted unanimously to approve the purchase price and further negotiate the remaining terms; the Property Advisory Board further requested the proceeds for the sale be used by the City to purchase other property and to pursue options for the Lot to be taxed; the Budget/Audit Advisory Board (BAB) is scheduled for August 24, 2017, whose vote will be presented once the final purchase and sales agreement is ready to be presented to the City Commission; and

**WHEREAS**, the City Commission finds that it serves the public interest and is in the best interests of the City to waive the requirements of the Procurement Code with regard to this transaction and allow the City Manager to further negotiate the terms of a Purchase and Sales Agreement and present the final proposed terms to the City Commission at a later date;

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

**SECTION 1.** That 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 the adoption hereof.

**SECTION 2.** That the Letter of Intent is hereby approved (the “Agreement”) in substantially the form attached hereto as Exhibit “A.”

**SECTION 3.** That the City Commission does hereby authorize the City Manager and City Attorney to negotiate a sales and purchase agreement with Doctors’ Hospital, Inc., a Florida not-for-profit corporation, for the sale of Municipal Parking Lot 24 located on the northwest corner of University Drive and Pisano Ave, Coral Gables, FL 33146 having a Miami-Dade County parcel identification number of 03-4119-006-0200, and waiving provisions of the procurement code in accordance with section 2-2011 and 2-583 thereof.

**SECTION 4.** That this resolution shall become effective upon the date of its passage and adoption herein.

PASSED AND ADOPTED THIS TWENTY-NINTH DAY OF AUGUST, A.D., 2017.

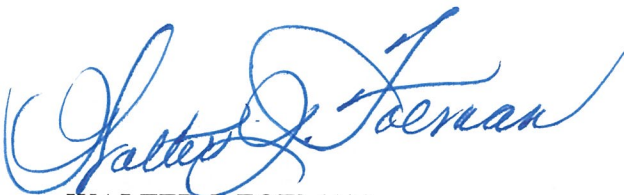
(Moved: Keon / Seconded: Quesada)  
(Yeas: Mena, Quesada, Keon, Valdes-Fauli)  
(Majority: 4-1) Vote)  
(Nays: Lago)  
(Agenda Item: I-6)

APPROVED:



RAUL VALDES-FAULI  
MAYOR

ATTEST:



WALTER J. FOEMAN  
CITY CLERK

APPROVED AS TO FORM  
AND LEGAL SUFFICIENCY



CRAIG E. LEEN  
CITY ATTORNEY