

RESOLUTION NO. 18-10

RESOLUTION OF INTENTION TO SELL SURPLUS REAL PROPERTY AND AUTHORIZATION TO ISSUE REQUEST FOR PROPOSALS FOR THE POTENTIAL SALE OF THE PROPERTY COMMONLY KNOWN AS THE LILAC LANE OLINDA SCHOOL SITE

WHEREAS, procedures for the sale of surplus real property by a public school district are generally set forth in Education Code sections 17455 through 17484; and

WHEREAS, the Brea Olinda Unified School District (the "District") owns real property consisting of approximately 8.51 acres of land, located at 109 Lilac Lane, Brea, California, Assessor's Parcel Number 315-011-19, in the County of Orange, California, as more particularly depicted on the map included as Exhibit "A" and described in the legal description included as Exhibit "B," attached hereto and incorporated by this reference (the "Property"); and

WHEREAS, the Brea Olinda Unified School District Board of Education (the "Board") originally determined that the Property was surplus and no longer necessary for the District's use/purposes in 2011, and the Property remains unneeded for District purposes; and

WHEREAS, in or about 2013, the District also formally offered the Property for sale in writing to specified entities as required by Education Code section 17464 and Government Code section 54222 and no public entity(ies) entered into good faith negotiations and/or made a good faith offer to purchase the Property within the statutory period(s); and

WHEREAS, the District also unsuccessfully attempted to sell the Property to private entities pursuant to the generally applicable competitive bid procedures set forth in Education Code sections 17455 through 17484, Government Code sections 54220 through 54232 and other applicable law in 2013 and 2016; and

WHEREAS, in light of the previous attempts to sell the Property, the District sought a waiver of certain Education Code provisions related to the competitive bid process in order for the District to use a more flexible request for proposals ("RFP") process to sell the Property; and

WHEREAS, the District's waiver request was granted by the California State Board of Education (the "SBE") on January 22, 2018, and the District is now authorized to proceed with potential sale of the Property pursuant to a RFP process; and

WHEREAS, the Board now desires to issue a RFP pursuant to the Education Code waiver granted by the SBE to call for written proposals in accordance with the terms and procedures hereinafter set forth.

NOW, THEREFORE, BE IT RESOLVED, by the Board of the Brea Olinda Unified School District, the following:

Section 1. Recitals. The recitals listed above are true and correct and the Board declares that the Property remains surplus and further declares that it is the intention of this Board to offer the Property for sale in accordance with state law, and according to the terms and procedures set forth in this Resolution of Intention and the RFP attached hereto as Exhibit "C."

Section 2. Consideration of Proposals. At a regular meeting of the Board to be held on February 26, 2018 at 6:30 p.m. in the Civic Cultural Center Board/Council Chambers, the Board will publicly review the written proposals received in response to the RFP for the potential sale of the Property.

Section 3. Minimum Requirements and Qualifications for Proposals. All requirements and qualifications for written proposals are set forth in detail in the RFP attached hereto as Exhibit "C," including, but not necessarily limited to the following:

A. As-Is Sale. The Property is being offered for sale in an As-Is condition with no warranties or covenants as to suitability for any particular development or use. In addition, the District will not offer any contingencies or extended escrow period for the purchaser to pursue any entitlements for the Property.

B. Minimum Price. The District will only accept proposals offering a minimum purchase price of Three Million Dollars (\$3,000,000.00) or more.

C. Escrow Terms. The District will make available copies of all records related to the Property within its possession during the RFP process, and will allow a thirty (30) day due diligence period in the potential Purchase and Sale Agreement ("PSA"). Close of escrow will be fifteen (15) days after the expiration of the due diligence period.

D. Deadline for Receipt of Written Proposals. The envelope/written submittal containing the Proposal must be received by the District Office no later than **4:00 p.m. on April 13, 2018**. No written proposals will be accepted after the time.

E. Award. The District will award the right to purchase the Property to the best proposal/proposer as defined in the RFP who successfully negotiates a PSA with the District based on the terms and conditions set forth herein.

F. Reservation of Right to Negotiate. The District reserves its right to negotiate any and all terms of the potential PSA with the exception of those minimum terms set forth herein and the RFP.

Section 4. Right to Reject Proposals. The Board reserves the right to reject any and all proposals and to withdraw the Property from sale. The Board reserves the right to determine who is a responsible proposer/proposal and also reserves the right to waive any and all immaterial defects in proposals and to waive any minor irregularities. In the event

that the best responsible proposer/proposal fails to enter into a PSA with the District, the Board may, at its discretion, offer the property to the next best proposal, reject all proposals, call for new proposals, or remove the Property from sale.

Section 5. Posting of Notices. The Board hereby directs the Superintendent or his designee to publish and post notices of the adoption of this Resolution of Intention and the availability of the RFP in accordance with Education Code requirements

Section 6. Additional Information. Additional information regarding the Property, or permission to enter upon the Property, may be obtained from Jean Aldrete, Assistant Superintendent, Business Services, at Brea Olinda Unified School District, 1 Civic Center Circle, Level II, Brea, California, 92822, (714) 990-7827. A copy of this Resolution of Intention and the RFP may also be obtained from this office.

Section 7. Broker's Commission. The Board hereby finds that the District may pay a commission of five percent (5%) of the gross sales price to Paul Kott Realtors, Inc. to act as a real estate broker in connection with the administration of the RFP, negotiations with potential proposers, and potential sale of the Property.

Section 8. Adoption. Adoption of this Resolution No. 18-10 requires approval by a two-thirds vote of all members of the Board, and must be signed by a majority thereof.

BREA OLINDA UNIFIED SCHOOL
DISTRICT

By Carrie Flanders
Carrie Flanders, Board President

By Gail Lyons
Gail Lyons, Board Vice President

By Paul Ruiz
Paul Ruiz, Board Clerk

By Nicole Colon
Nicole Colon, Board Member

By Bill R. Hall
Bill R. Hall, Board Member

By Steve Sewell
Steve Sewell, Board Member

By Rod Todd
Rod Todd, Board Member

I, Paul Ruiz, Clerk of the Board of Education of the Brea Olinda Unified School District, do hereby certify that the foregoing Resolution No. 18-10 was regularly introduced and adopted by the Board at a duly-notice regular meeting held on the 26th day of February, 2018, by the following vote:

AYES:	Colon, Flanders, Hall, Lyons, Ruiz, Sewell, Todd
NOES:	None
ABSENT:	None
ABSTAIN:	None



Paul Ruiz
Clerk of the Board of Education
Brea Olinda Unified School District