
Re: [External] RE: Sale/Lease of the property located at 3017 W. 5th Street, Santa Ana, CA 92703 per the Surplus Land Act

From : Grace Lee <gracel@ggcity.org>

Thu, Jun 03, 2021 03:17 PM

Subject : Re: [External] RE: Sale/Lease of the property located at 3017 W. 5th Street, Santa Ana, CA 92703 per the Surplus Land Act 1 attachment**To :** Robin Mark <Robin.Mark@tpl.org>**Cc :** Alex Size <Alex.Size@tpl.org>, Tily Shue <tily.shue@tpl.org>, Greg Blodgett <greg1@ggcity.org>, Omar Sandoval <osandoval@wss-law.com>, Omar Sandoval <omars@ci.garden-grove.ca.us>, lisak <lisak@ci.garden-grove.ca.us>

Hello Robin,

Thank you very much, the City is in receipt of your email. The City is available on Friday, June 11, 2021 at 10:00 a.m. for a conference call. Please see the dial-in information below:

Dial-In Number: xxxxxxxxxxxxxxxx**Access Code:** xxxxxxxxxxxxxxxx**Grace E. Lee**

Sr. Economic Development Specialist

o: (714) 741-5130

w: ggcity.org/businesses

From: "Robin Mark" <Robin.Mark@tpl.org>**To:** "Grace Lee" <gracel@ggcity.org>**Cc:** "Alex Size" <Alex.Size@tpl.org>, "Tily Shue" <tily.shue@tpl.org>, "Greg Blodgett" <greg1@ggcity.org>, "Omar Sandoval" <osandoval@wss-law.com>, "Omar Sandoval" <omars@ci.garden-grove.ca.us>, "lisak" <lisak@ci.garden-grove.ca.us>**Sent:** Thursday, June 3, 2021 9:24:08 AM**Subject:** RE: [External] RE: Sale/Lease of the property located at 3017 W. 5th Street, Santa Ana, CA 92703 per the Surplus Land Act

Hello Grace,

The Trust for Public Land has concluded our analysis of the City of Garden Grove's appraisal of the Willowick property and would like to meet with the appropriate City staff via Zoom to discuss our assessment. We have noted several issues with the appraisal that require further discussion to ensure we come to an agreed upon valuation of the property. I have included several dates/times below that work on our end for a 1 hour meeting. Please advise on what works best for your team and I will send out an invite.

- Wednesday, June 9th – 12noon, 2pm, or 4pm
- Thursday, June 10th – 9am
- Friday, June 11th - 10am

Thank you,

Robin Mark (she/her)

Los Angeles Program Director

The Trust for Public Land

135 W. Green St, Suite 200

Pasadena, CA 91105

(O) 323.223.0441 ext. 14

(C) 323.333.6310

From: Robin Mark

Sent: Thursday, May 27, 2021 2:19 PM

To: Grace Lee <gracel@ggcity.org>

Cc: Alex Size <Alex.Size@tpl.org>; Tily Shue <Tily.Shue@tpl.org>; Greg Blodgett <greg1@ggcity.org>; Omar Sandoval <osandoval@wss-law.com>; Omar Sandoval <omars@ci.garden-grove.ca.us>; Lisa Kim <lisak@ci.garden-grove.ca.us>

Subject: RE: [External] RE: Sale/Lease of the property located at 3017 W. 5th Street, Santa Ana, CA 92703 per the Surplus Land Act

Dear Grace,

Thank you for your email; however, I would like to correct an inaccurate statement included. In your email you state, *'The City has not received a response or term sheet from your team,'* yet this is not the case. The City did receive a response to your April 16 letter. TPL responded, in writing:

- (i) to clarify and get certainty on the commencement date of negotiations,
- (ii) to request for the City's appraisal for review in comparison to the appraisal we commissioned, and
- (iii) to offer to provide the City with TPL's appraisal for the City's review.

Next, we followed up, in writing:

- (i) to send to the City our appraisal;
- (ii) to ensure confidentiality of our negotiations/documents from public disclosure, essential in a competitive process; and
- (iii) in prompt reply to the City's articulated position on confidentiality/PRA exemptions, to engage in negotiations with the City concerning integrity of the good-faith negotiations in a competitive process.

We also engaged the City on the issue of ascertaining valuation of the property and our need to do a review/analysis of the City's appraisal. We indicated clearly that we would be back in touch once our review of the City's appraisal was completed. TPL is still reviewing the City's appraisal and will have a response by the end of next week.

Lastly, I also want to clarify that the City has already received our "term-sheet" from the time we responded, in writing, to the City's request to us for supplemental information, which request the City sent to us in response to our Notice of Interest (aka Notice of Intention). The essential items of our term-sheet are summarized below. I have also attached a copy of the Supplemental Information that was provided to the City on October 28th:

- out-right purchase (not option; not lease), i.e., we acquire fee title;

- for the entire property, all 102 acres (not just a portion);
- purchase price to be at fair market value, i.e., established by independent appraisal;
- all cash, at closing, i.e., no financing contingency that is predicated on commercial lending and underwriting of creditworthiness of buyer as borrower and/or project, and no requirement of seller-financing;
- standard requirement for contingency period to conduct buyer due diligence, i.e., to assess title condition and property conditions are acceptable;
- no contingency for the securing of zoning change (up-zoning), or for the securing of development entitlements to support the highly speculative value assumption of a master-plan community development, i.e., much shorter contract performance time-line, in that contract performance is not subject to uncertain time-horizon as well as uncertain outcome of regulatory decisions on land-use.

Feel free to reach out with any questions or concerns. Otherwise, we will be in touch next week with a response to the City's appraisal.

Thank you,

Robin Mark
323.333.6310

From: Grace Lee <gracel@ggcity.org>
Sent: Wednesday, May 26, 2021 10:27 AM
To: Robin Mark <Robin.Mark@tpl.org>
Cc: Alex Size <Alex.Size@tpl.org>; Tily Shue <tily.shue@tpl.org>; Greg Blodgett <greg1@ggcity.org>; Omar Sandoval <osandoval@wss-law.com>; Omar Sandoval <omars@ci.garden-grove.ca.us>; Lisa Kim <lisak@ci.garden-grove.ca.us>
Subject: Re: [External] RE: Sale/Lease of the property located at 3017 W. 5th Street, Santa Ana, CA 92703 per the Surplus Land Act

Hi Robin,

We wanted to follow-up on our letter dated April 16, 2021. The City has not received a response or term sheet from your team and we wanted to make sure we had not missed any correspondence from you.

If you need additional information, please let me know.

Thank you.

Grace E. Lee
 Sr. Economic Development Specialist
 o: (714) 741-5130
 w: ggcity.org/businesses

From: "Grace Lee" <gracel@ggcity.org>
To: "Robin Mark" <Robin.Mark@tpl.org>
Cc: "Alex Size" <Alex.Size@tpl.org>, "Tily Shue" <tily.shue@tpl.org>, "Greg Blodgett" <greg1@ggcity.org>, "Omar Sandoval" <osandoval@wss-law.com>, "Omar Sandoval" <omars@ci.garden-grove.ca.us>, "Lisa Kim" <lisak@ci.garden-grove.ca.us>
Sent: Monday, April 26, 2021 4:25:44 PM
Subject: RE: [External] RE: Sale/Lease of the property located at 3017 W. 5th Street, Santa Ana, CA 92703 per the Surplus Land Act

Hi Robin,
 Confirming your email has been received by the City. We agree that the negotiating period commences on April 19, 2021. Per your request, please find the City initiated appraisal report [here](#). We have post it on the

City's Surplus Land Act website under "City of Garden Grove Notice of Availability of Surplus Land".

We would appreciate a copy of your appraisal as well, thank you. For the time being, email correspondence would be preferred. At a later time, if a meeting needs to be scheduled, I'd be more than happy to set that up for the group.

Thank you.

Grace E. Lee
Sr. Economic Development Specialist
City of Garden Grove - Community & Economic Development Department
Tel. (714) 741-5130

From: "Robin Mark" <Robin.Mark@tpl.org>
To: "Grace Lee" <gracel@ggcity.org>
Cc: "Alex Size" <Alex.Size@tpl.org>, "Tily Shue" <tily.shue@tpl.org>, "Greg Blodgett" <greg1@ggcity.org>
Sent: Monday, April 26, 2021 8:33:28 AM
Subject: RE: [External] RE: Sale/Lease of the property located at 3017 W. 5th Street, Santa Ana, CA 92703 per the Surplus Land Act

Dear Grace,

Thank you for your email sent to me on Monday April 19, delivering a copy of the letter from Assistant City Manager Lisa Kim, dated April 16, 2021. Ms. Kim's letter, amongst other things, stated that the City is notifying TPL that the City is commencing the 90-day negotiation period with TPL. Given that the letter was delivered to TPL on April 19, we believe that the 90-day period commences on April 19 and will last through July 18, 2021.

We are excited to be entering into the 90-day negotiation phase of the project and are quite ready to engage in good faith negotiations with the City and its team. To begin the negotiations, please allow this email to serve as a formal request for a copy of the City's appraisal referred to in Ms. Kim's letter that is said to list "the minimum value of the property at \$90M". As we know, the City's Notice of Availability did not list a price for the property and no appraisal independently establishing the value of the property has been made available by the City to TPL (or, to our knowledge, to other prospective buyers who timely submitted Notices of Interest). In connection with our proposed acquisition of the Willowick site, TPL commissioned an appraisal from a reputable, state-licensed MAI appraiser, whose work-product is of the standard that will bear scrutiny of the review and approval of state funding agencies. TPL's appraisal is based on the property's current zoning as open-space. Given that the City's appraisal is said to have established \$90M as the minimum value of the property, we are quite interested in how your appraiser arrived at this valuation figure. In particular, it would be important to know what extraordinary assumptions and/or hypothetical conditions were made by the City's appraiser in establishing the fair market value of the property.

Given the commencement of good faith negotiations, we would be happy to share our appraisal of the property for your review as well so we can all understand from where the discrepancies arise. Lastly, is email the City's preferred method for good faith negotiations at this time, or should we look to schedule a meeting in the coming weeks to discuss TPL's proposal directly?

Looking forward to your thoughts and your swift response as we do not want to waste any of the 90-day period.

Thank you,

Robin Mark
323.333.6310

From: Grace Lee <gracel@ggcity.org>
Sent: Monday, April 19, 2021 8:33 AM
To: Robin Mark <Robin.Mark@tpl.org>
Cc: Alex Size <Alex.Size@tpl.org>; Tily Shue <tily.shue@tpl.org>; Greg Blodgett <greg1@ggcity.org>

Subject: Re: [External] RE: Sale/Lease of the property located at 3017 W. 5th Street, Santa Ana, CA 92703 per the Surplus Land Act

Hi Robin,
Please find attached letter in response to the sale of the Willowick Property.

Thank you.

Grace E. Lee
Sr. Economic Development Specialist
City of Garden Grove - Community & Economic Development Department
Tel. (714) 741-5130

From: "Robin Mark" <Robin.Mark@tpl.org>
To: "Grace Lee" <gracel@ggcity.org>
Cc: "Lisa Kim" <lisak@ggcity.org>, "Alex Size" <Alex.Size@tpl.org>, "Tily Shue" <tily.shue@tpl.org>
Sent: Monday, April 12, 2021 11:36:15 AM
Subject: RE: [External] RE: Sale/Lease of the property located at 3017 W. 5th Street, Santa Ana, CA 92703 per the Surplus Land Act

Hi Grace,
Please provide an update on the City's plans to commence the negotiation period for the sale of the Willowick property.

Thank you,

Robin Mark
323.333.6310

From: Robin Mark
Sent: Monday, February 1, 2021 8:52 AM
To: Grace Lee <gracel@ggcity.org>
Cc: Lisa Kim <lisak@ggcity.org>; Alex Size <Alex.Size@tpl.org>; Tily Shue <Tily.Shue@tpl.org>
Subject: RE: [External] RE: Sale/Lease of the property located at 3017 W. 5th Street, Santa Ana, CA 92703 per the Surplus Land Act

Hi Grace,
I hope you have been well. Following up on my email below, can you provide a status update on when the City plans to commence the negotiation period for the sale of the Willowick property? We have yet to hear any information on this item.

Thank you,

Robin Mark
323.333.6310

From: Robin Mark
Sent: Thursday, January 7, 2021 3:48 PM
To: Grace Lee <gracel@ggcity.org>
Cc: Lisa Kim <lisak@ggcity.org>; Alex Size <Alex.Size@tpl.org>; Tily Shue <Tily.Shue@tpl.org>
Subject: RE: [External] RE: Sale/Lease of the property located at 3017 W. 5th Street, Santa Ana, CA 92703 per the Surplus Land Act

Dear Ms. Kim,

Thank you for your letter acknowledging TPL's proposal and our desire to purchase the subject property on behalf of the State Coastal Conservancy for publicly accessible recreation and open space. The City invited proposals from prospective buyers who timely submitted Notices of Intention (Notices of Interest) in response to the City's Notice of Availability. We understand the proposal we submitted to be a preliminary step that provides the basis for entering into negotiations, rather than a statement of the final, definitive terms. I do want to clarify that while our proposal includes a dollar amount to purchase the property which is based on a restricted appraisal of the site, we believe this number may be subject to change once we enter into negotiations with the City. We have not had the benefit of a negotiation period at this time so what we have presented to you thus far is our most informed estimate of the site based on zoning and similar uses in the vicinity, but does not yet include any feedback from the City.

Please feel free to contact me at any time if you have any additional questions or concerns.

Lastly, can you please provide us with the details and process of the how the City plans to start and conduct the negotiation period?

Thank you,

Robin Mark (she/her)
Los Angeles Program Director
The Trust for Public Land
135 W. Green St, Suite 200
Pasadena, CA 91105
(O) 323.223.0441 ext. 14
(C) 323.333.6310

From: Grace Lee <gracel@ggcity.org>

Sent: Tuesday, January 5, 2021 12:36 PM

To: Robin Mark <Robin.Mark@tpl.org>

Cc: Lisa Kim <lisak@ggcity.org>; Alex Size <Alex.Size@tpl.org>; Tily Shue <tily.shue@tpl.org>

Subject: Re: [External] RE: Sale/Lease of the property located at 3017 W. 5th Street, Santa Ana, CA 92703 per the Surplus Land Act

Hello Ms. Mark,

Please find attached the City's response to TPL's letter dated December 21, 2020.

Grace E. Lee
Sr. Economic Development Specialist
City of Garden Grove - Community & Economic Development Department
Tel. (714) 741-5130

From: "Robin Mark" <Robin.Mark@tpl.org>

To: "Lisa Kim" <lisak@ggcity.org>

Cc: "Alex Size" <Alex.Size@tpl.org>, "Tily Shue" <tily.shue@tpl.org>, "Grace Lee" <gracel@ggcity.org>

Sent: Monday, December 21, 2020 11:40:22 AM

Subject: FW: [External] RE: Sale/Lease of the property located at 3017 W. 5th Street, Santa Ana, CA 92703 per the Surplus Land Act

Hello Ms. Kim,

I received an out of office from Ms. Grace Lee, please see the email below. It is my understanding that the City of Garden Grove has requested TPL's response to the letter sent on December 14th regarding the sale of the Willowick Golf Course. I want to ensure the City receives our response in the requested timeline and so in Grace's absence have forwarded this email to you.

Please confirm receipt.

Thank you,

Robin Mark
323.333.6310

From: Robin Mark
Sent: Monday, December 21, 2020 11:36 AM
To: Grace Lee <gracel@ggcity.org>
Cc: Alex Size <Alex.Size@tpl.org>; Tily Shue <Tily.Shue@tpl.org>
Subject: RE: [External] RE: Sale/Lease of the property located at 3017 W. 5th Street, Santa Ana, CA 92703 per the Surplus Land Act

Hello Grace,
Please find the attached response to the letter submitted by Lisa Kim last week. As I stated in the attached, I am out of the office beginning today through the end of year. If you need anything from me during that time, please call my cell phone, number below.

Thank you and wishing you a healthy and happy holiday season.

Robin Mark
323.333.6310

From: Grace Lee <gracel@ggcity.org>
Sent: Monday, December 14, 2020 2:16 PM
Subject: [External] RE: Sale/Lease of the property located at 3017 W. 5th Street, Santa Ana, CA 92703 per the Surplus Land Act

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Greetings:
Please find attached correspondence as it relates to the sale/lease of the property located at 3017 W. 5th Street, Santa Ana, CA 92703 per the Surplus Land Act.

Thank you.

Grace E. Lee
Sr. Economic Development Specialist
City of Garden Grove - Community & Economic Development Department
Tel. (714) 741-5130



Wishing you a Merry Christmas and a better 2021 New Year!

