

RESOLUTION NO. 26-06

A RESOLUTION OF THE CITY OF CLEARWATER REAFFIRMING THAT LAND KNOWN AS THE OLD CITY HALL SITE IS UNNECESSARY FOR PUBLIC PURPOSES; THAT DISPOSAL OF SAID LAND IS IN THE BEST INTEREST OF THE PUBLIC; AUTHORIZING CONVEYANCE OF THE LAND BY SPECIAL WARRANTY DEED PURSUANT TO THE TERMS OF THE PURCHASE AND SALE AGREEMENT; AUTHORIZING APPROPRIATE OFFICIALS TO EXECUTE SAID DEED; RELEASING ANY AUTOMATIC RESERVATION AND RIGHT OF ENTRY IN ACCORDANCE WITH F. S. 270.11; PROVIDING FOR SEVERABILITY; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, the City of Clearwater owns in fee simple a parcel of land with an address of 100 and 150 S. Osceola Ave. and a parcel identification number 16-29-15-16853-002-0020, said parcel being colloquially known as the “Old City Hall” site; and

WHEREAS, the City of Clearwater has replatted the land of Coachman Park including the Former Old City Hall site, such that it may be legally described as Lot 2, Block 2, Coachman Park, according to the map or plat thereof, as recorded in Plat Book 147, Page(s) 63-66, of the Public Records of Pinellas County, Florida (“Subject Property”).

WHEREAS, on November 8, 2022, the electors of the City of Clearwater approved an amendment to the Clearwater City Charter, authorizing the sale of the parcel (the “Subject Property”) to Gotham Property Acquisitions, LLC (“Gotham”), and the DeNunzio Group, LLC (“DeNunzio”), or their affiliated entities (referred to herein as the “Developer”); and

WHEREAS, on August 4, 2022, The City of Clearwater and Gotham entered into that certain Contract for Purchase of Real Property (as amended by that certain First Amendment to Contract for Purchase of Real Property, dated as of January 3, 2023, that certain Second Amendment to Contract for Purchase of Real Property, dated as of August 22, 2023, that certain Third Amendment to Contract for Purchase of Real Property, dated as of October 16, 2023, that certain Fourth Amendment to Contract for Purchase of Real Property, dated as of February 7, 2024, and that certain Fifth Amendment to Contract for Purchase of Real Property, dated as of December 11, 2025, the “Purchase Agreement”);

WHEREAS, Gotham and DeNunzio have assigned their rights in the Purchase Agreement to Clearwater Bluff LLC, a Delaware limited liability company (“Purchaser”) as authorized by the City Charter and the Purchase Agreement;

WHEREAS, on August 4, 2022, the City, Gotham and DeNunzio entered into that certain Development Agreement (as amended by that certain First Amendment to Development Agreement, dated as of June 6, 2024, the “Development Agreement”), for the Land as required by the City Charter Section 2.01(d)(8);

WHEREAS, the terms of that development agreement have been approved by the City Council pursuant to Florida Statute § 163.3225, and are recorded in Book 22172, Page 916-969, of the Official Records of Pinellas County, and Book 22830, Page 404-440; and

WHEREAS, the Clearwater City Council desires to authorize the conveyance of the Subject Property as described herein to the Purchaser with contractual rights under a Purchase Agreement with the vested owner identified therein by and through the appropriate city officials who are authorized to execute said deed, and to authorize the City Manager or her designee to execute all associated documents as necessary to effectuate the closing in accordance with the terms of the Purchase Agreement and Development Agreement; and

NOW THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF CLEARWATER, FLORIDA:

SECTION 1: The Clearwater City Council hereby reaffirms the surplus declaration finding that the Subject Property is no longer necessary for public purposes.

SECTION 2: The Clearwater City Council reaffirms that disposal of the Subject Property consistent with the Purchase and Development Agreements is in the best interest of the Public.

SECTION 3: The Clearwater City Council authorizes the conveyance of the land as described herein to the Purchaser with contractual rights under the Purchase Agreement with the vested owner identified therein by and through the appropriate city officials authorized to execute a Deed that conforms to the requirements of the Purchase Agreement. The City Manager or her designee may execute all associated documents as necessary to effectuate the closing in accordance with the terms of the Purchase Contract.

SECTION 4: The Clearwater City Council approves of the conveyance of the land by Special Warranty Deed, and said Deed shall release any automatic reservation and right of entry in accordance with Florida Statute Section 270.11.

SECTION 5: This Resolution is not intended to modify, amend, or supersede the terms of the Purchase Agreement or development agreements described herein. The provisions of this Resolution are independent, and should any part be found void or unenforceable, the remaining provisions shall continue in force.

SECTION 4: This Resolution shall be effective upon adoption.

PASSED AND ADOPTED this _____ day of February 2026.

Bruce Rector, Mayor

Approved as to form:

Attest:

Jerrod Simpson
Senior Assistant City Attorney

Rosemarie Call
City Clerk