



## CITY of NOVI CITY COUNCIL

**Agenda Item 3**  
**October 8, 2018**

**SUBJECT:** Consideration to approve First Amendment to the previously-approved Conditional Agreement of Purchase and Sale on North Grand River City Property, located north of Grand River Avenue, east of Town Center Drive.

**SUBMITTING DEPARTMENT:**

**CITY MANAGER APPROVAL:** 

**BACKGROUND INFORMATION:**

The City Council previously approved, and the parties have signed, a Conditional Agreement of Purchase and Sale for North Grand River City Property, dated June 21, 2018, relating to property on the north side of Grand River, east of Town Center Drive. The primary parcels at issue as approved were the so-called "Anglin" property, approximately 10 acres in area, and a smaller parcel of property, called the "Town Center Parcel" in the Agreement. The Town Center Parcel (TC) is approximately one acre in area and lies between the Anglin parcel and Town Center Drive.

The agreement as initially approved contemplated that the City would work toward acquiring the Town Center Parcel from the Town Center development, which is the current owner. It has become apparent that that is not going to happen. The attached First Amendment to the Conditional Agreement of Purchase signed and effective June 21, 2018, is simply to remove all references to the Town Center Parcel, leaving in place the remaining terms of the agreement for the sale of the Anglin parcel. It also reduces the purchase price of the property by \$150,000 (which was the expected cost of the TC property, had the City been able to acquire it).

For Council's information, the "due diligence" in connection with the sale of the Anglin parcel is proceeding. Title work has been received and is in the process of being reviewed and/or amended. The Purchaser has secured a survey, and the parties are working towards resolving some minor discrepancies. The Purchaser is also working with Oakland County regarding the potential environmental cleanup of the property.

The attached amendment does not affect any of the timing elements of the initial Purchase Agreement.

**RECOMMENDED ACTION:** Approve First Amendment to previously-approved Conditional Agreement of Purchase and Sale on North Grand River City Property, located north of Grand River Avenue, east of Town Center Drive, and to authorize the Mayor and Clerk to sign the same, subject to final review and approval of the terms and conditions of the Purchase Agreement by the City Manager and City Attorney's office, including minor amendments thereto.

# 42750 Grand River Ave

City of Novi, Michigan



Map Author: Keri Blough  
Date: October 3, 2018  
Project: Anglin Property  
Version #: 2.1

Amended By:  
Date:  
Department:

#### MAP INTERPRETATION NOTICE

Map information depicted is not intended to replace or substitute for any official or primary source. This map was intended to meet National Map Accuracy Standards and use the most recent, accurate sources available to the people of the City of Novi. Boundary measurements and area calculations are approximate and should not be construed as survey measurements performed by a licensed Michigan Surveyor as defined in Michigan Public Act 132 of 1970 as amended. Please contact the City GIS Manager to confirm source and accuracy information related to this map.

#### Map Legend

- Anglin Property
- Novi Town Center Investors
- Freeway
- Major Streets
- Minor Streets
- Tax Parcels



## City of Novi

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**FIRST AMENDMENT TO  
CONDITIONAL AGREEMENT OF PURCHASE AND SALE  
NORTH GRAND RIVER CITY PROPERTY**

THIS FIRST AMENDMENT TO CONDITIONAL AGREEMENT OF PURCHASE AND SALE ("**Amendment**") is made as of \_\_\_\_\_, 2018 by and between the CITY OF NOVI, a Michigan municipal corporation ("**Seller**"), and SAKURA NOVI, LLC, a Michigan limited liability company ("**Purchaser**"), with regard to the following:

A. Seller and Purchaser entered into a certain Conditional Agreement of Purchase and Sale North Grand River City Property dated June 21, 2018 ("**Agreement**") for the purchase and sale of the Anglin Parcel and the Town Center Parcel, as defined and described in the Agreement.

B. The parties desire to amend the Agreement to remove the Town Center Parcel from the Agreement and reduce the Purchase Price by One Hundred Fifty Thousand Dollars (\$150,000.00).

NOW, THEREFORE, in consideration of the mutual agreements herein, and other good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, the parties amend the Agreement as follows:

1. Recital B of the Agreement is hereby deleted, and all references in the Agreement to the "**Property**" shall refer only to the Anglin Parcel.

2. The last sentence of Recital C of the Agreement is hereby deleted.

3. Section 1(j) of the Agreement is hereby amended to reduce the Purchase Price to Three Million Dollars (\$3,000,000.00).

4. The second sentence of Section 4(b) of the Agreement is hereby deleted.

5. The first sentence of Section 4(c) of the Agreement is hereby amended to the following: "Purchaser shall have sixty (60) days after the date on which Purchaser receives the Title Commitment within which to notify Seller ("**Notice of Title Objections**") of any objections it has to the Title Commitment or Survey for the Property ("**Title Objections**")."

6. The fifth sentence of Section 6(a) of the Agreement is hereby deleted.

7. Section 6(d) of the Agreement is hereby deleted in its entirety.

8. The legal description of The Town Center Parcel in Exhibit A of the Agreement is hereby deleted.

9. The parties hereby confirm and ratify all provisions of the Agreement, which shall and do remain in full force and effect as amended hereby. This Amendment may be signed in counterparts, each of which will be deemed an original document, but

all of which together will constitute one and the same document. Faxed and pdf scanned signatures shall be deemed original signatures for purposes of this Amendment. All capitalized, undefined terms in this Amendment shall have the same meaning as defined in the Agreement.

IN WITNESS WHEREOF, the parties hereto have executed this First Amendment to Conditional Agreement of Purchase and Sale North Grand River City Property on the date first above written.

**PURCHASER:**

SAKURA NOVI, LLC,  
a Michigan limited liability company

By: \_\_\_\_\_  
Geoffrey Scott Aikens, Trustee of  
the Geoffrey Scott Aikens Trust  
u/a/d December 10, 2011

**SELLER:**

CITY OF NOVI, MICHIGAN,  
a Michigan municipal corporation

By: \_\_\_\_\_  
Robert J. Gatt, Mayor

By: \_\_\_\_\_  
Cortney Hanson, City Clerk