

**MEMORANDUM OF UNDERSTANDING  
BETWEEN THE CITY OF MESA AND CHICANOS POR LA CAUSA, INC.  
FOR THE DEVELOPMENT OF THE NORTHWEST CORNER  
OF COUNTRY CLUB DRIVE AND MAIN STREET**

This Memorandum of Understanding ("MOU or Agreement") is made and entered into this \_\_\_\_ day of \_\_\_\_\_, 2016, by and between the City of Mesa ("Mesa"), an Arizona municipal corporation, and Chicanos Por La Causa, Inc., an Arizona non-profit corporation ("CPLC").

CPLC and the City are entering into this MOU for the purpose of facilitating the development of approximately 2.5 acres at the Northwest corner of Country Club Drive and Main Street (the "Property"). On October 28, 2015, the City released a Request for Proposals for the development of the Property, which includes parcels owned by the City and parcels owned by other individuals and entities.

The intent of this MOU is to give CPLC three months exclusive negotiating rights to provide evidence of site control of the non-City owned property necessary for a successful development. During the three-month exclusive negotiation period, the City will not market, entertain offers for, or enter into any negotiations regarding the City owned properties described in the response to the RFP submitted by CPLC on January 5, 2016. The exclusive negotiation period may be renewed, by the City Manager, in his sole discretion, for an additional three months upon the showing of successful progress in obtaining site control of the non-City properties necessary for the development. Upon sufficient evidence of site control of the non-City properties, the City may, subject to City Council approval, in its sole discretion, enter into a Purchase and Sale Agreement for the City owned properties within the development as well as a Development Agreement for the development.

The Parties acknowledge that this MOU is neither an agreement or contract between them, nor an offer from the City that invites acceptance by CPLC. It is intended to be an outline of certain material terms on which the Parties have found preliminary agreement and which form the basis for further discussions and negotiations, with the Parties understanding that (a) such terms are not necessarily complete and require further detail and explication, and (b) there are other material terms that are essential to any agreement between the Parties that have not been included in this Memorandum. This Memorandum is not binding upon the Parties or legally enforceable, imposes no enforceable obligations upon the Parties, and does not grant any rights to or in favor of any Party as against the other. Each Party waives any and all rights that it may have to attempt to enforce the terms of this Memorandum as an agreement or a contract against the other Party. The approval of this Memorandum by the City Council shall not be, or be deemed to be, an approval of an agreement between the City and CPLC.

City of Mesa

Chicanos Por La Causa, Inc.

By: \_\_\_\_\_  
Christopher J. Brady, City Manager

By: \_\_\_\_\_  
David Adame,  
President and CEO