

**RESOLUTION NO. 157-24**

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF RICHMOND,  
CALIFORNIA APPROVING ACTIONS RELATED TO THE TERMINATION OF THE  
JOINT EXERCISE OF POWERS AGREEMENT AND DISSOLUTION OF THE WEST  
COUNTY AGENCY**

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**WHEREAS**, West County Wastewater District ("WCW"), the City of Richmond ("City"), and the Richmond Municipal Sewer District ("RMSD") are members of the West County Agency ("WCA" or the "JPA"), a Joint Powers Authority established pursuant to Government Code Section 6500 *et. seq.* (the "Joint Exercise of Powers Act"); and

**WHEREAS**, the Joint Exercise of Powers Act outlines the procedures and requirements for the creation, operation and dissolution of joint powers authorities; and

**WHEREAS**, the WCA was formed by the West County Agency Joint Exercise of Powers Agreement (the "JPA Agreement"), executed on February 15, 1977; amended on August 11, 1981; amended and restated on June 15, 1984; and further amended on April 2, 1990, November 23, 1992, December 21, 1993, August 6, 1996, and July 21, 2020. The Parties executed an Amended and Restated Joint Powers Agreement on June 20, 2024; and

**WHEREAS**, the WCA was created to finance and construct wastewater disposal facilities for the City, RMSD, and WCW; and

**WHEREAS**, since its formation, the WCA has completed several construction projects supported by eleven separate clean water grants; and

**WHEREAS**, the WCA include those facilities operated and maintained under the authority of the WCA; confluence structure, transmission pipeline, cathodic protection system, submarine outfall, diffuser system and AtoN marker buoys; and

**WHEREAS**, all other constructed projects are owned and operated directly by the member agencies; and

**WHEREAS**, the agency has paid off bonded indebtedness for its construction projects and has fulfilled its original purposes; and

**WHEREAS**, the agency has no outstanding liabilities or indebtedness, including UAL or OPEB pension liability; and

**WHEREAS**, government Code Section 6510 provides that a joint powers agreement may be continued for a definite term or continued until rescinded or terminated; and

**WHEREAS**, section 20.1 of the JPA Agreement, as restated on June 20, 2024, provides that upon termination of the JPA, "the assets of the Agency will be divided among the [parties] in a manner that is equitable and consistent with the use and operation of the Facilities and in compliance with discharge permit requirements; and

**WHEREAS**, upon dissolution of the Agency, the Parties will mutually determine ownership of the Facilities and may enter into Joint Use Agreements or other agreements to share costs and liabilities associated with continued joint use of any Facility"; and

**WHEREAS**, in June of 2023, the WCA Board voted to pursue dissolution of the JPA; and

**WHEREAS**, Effective December 31, 2024, the JPA members have agreed to terminate the JPA Agreement and dissolve WCA; and

**WHEREAS**, The Parties have negotiated the *West County Agency Dissolution Agreement* ("Dissolution Agreement") which provides the terms and conditions of the dissolution of the WCA, the termination of the JPA Agreement, and the allocation of WCA assets between the Parties; and

**WHEREAS**, as part of the termination of the JPA Agreement and dissolution of the JPA, WCA intends to assign to the City or to WCW all of the JPA contracts, all of the real property interests including fixtures/equipment owned by the JPA, and all personal property (including money and assets) owned by the JPA, as further described in the Dissolution Agreement; and

**WHEREAS**, concurrently with the Dissolution Agreement, the Parties intend to execute the *Operating Agreement (WCW and City of Richmond Joint Assets)* (the "Operating Agreement"), which provides for the continued operation, maintenance, and joint use of the WCA assets as further described in the Operating Agreement, and

**WHEREAS**, the City Council of the City of Richmond finds and determines that it is in the best interest of the City of Richmond to approve actions relating to the termination of the JPA Agreement and the dissolution of the WCA, including entering into the Dissolution Agreement and Operating Agreement to ensure continued operation and maintenance of the WCA assets.

**NOW, THEREFORE, BE IT RESOLVED** that the City Council of the City of Richmond hereby confirms that all above recitals are hereby found to be true and correct and incorporated herein.

**THEREFORE, BE IT FURTHER RESOLVED**, that the City Council of the City of Richmond hereby approves the termination of the JPA Agreement and dissolution of the WCA.

**BE IT FURTHER RESOLVED**, the Mayor of the City of Richmond is authorized to execute the Dissolution Agreement on behalf of the City of Richmond in a form approved by the City of Richmond's City Attorney's Office, including any necessary non-substantive revisions.

**BE IT FURTHER RESOLVED**, the Mayor of the City of Richmond is authorized to execute the Operating Agreement on behalf of the City of Richmond, in a form approved by the City of Richmond's City Attorney's Office, including any necessary non-substantive revisions.

**BE IT FURTHER RESOLVED**, the Mayor of the City of Richmond is authorized to execute certificates of acceptance, Bills of Sale, Assignment and Assumption Agreements, and other instruments necessary to accept real and personal property (including money and assets) from the WCA, in forms approved by the City of Richmond's City Attorney's Office, including any necessary non-substantive revisions.

**BE IT FURTHER RESOLVED**, the City Manager, or designee, is authorized to take such additional actions as the City Manager determines to be necessary to implement the Dissolution Agreement and the Operating Agreement consistent with this Resolution.

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I certify that the foregoing resolution was passed and adopted by the Council of the City of Richmond at a regular meeting thereof held December 17, 2024, by the following vote:

AYES: Councilmembers Bana, McLaughlin, Robinson, Zepeda, Vice Mayor Jimenez, and Mayor Martinez.

NOES: None.

ABSTENTIONS: None.

ABSENT: Councilmember Willis.

PAMELA CHRISTIAN  
CLERK OF THE CITY OF RICHMOND  
(SEAL)

Approved:

EDUARDO MARTINEZ  
Mayor

Approved as to form:

DAVE ALESHIRE  
City Attorney

State of California            }  
County of Contra Costa        } : ss.  
City of Richmond               }

I certify that the foregoing is a true copy of **Resolution No. 157-24**, finally passed and adopted by the Council of the City of Richmond at a regular meeting held on December 17, 2024.

  
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Pamela Christian, Clerk of the City of Richmond