

**RESOLUTION NO. 29-18**

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF RICHMOND  
AUTHORIZING THE EXECUTION AND DELIVERY OF AN AMENDMENT TO SITE  
LEASE, AN AMENDMENT TO FACILITY LEASE, A TERMINATION AGREEMENT,  
AN AMENDMENT OF TRUST AGREEMENT IN CONNECTION WITH A  
SUBSTITUTION OF FACILITIES, AND APPROVING THE TAKING OF ALL  
NECESSARY OR DESIRABLE ACTIONS IN CONNECTION THEREWITH**

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**WHEREAS**, the Richmond Joint Powers Financing Authority is a joint exercise of powers entity duly organized and existing under and by virtue of the laws of the State of California (the "Authority"); and

**WHEREAS**, the City of Richmond is a charter city and municipal corporation organized and existing under the Constitution and laws of the State of California (the "City"); and

**WHEREAS**, the Authority and the City entered into a Site Lease (the "Site Lease") and a Facility Lease (the "Facility Lease"), each dated as of February 1, 2016 (collectively, the "Leases") in connection with the issuance of the Authority's Lease Revenue Bonds, Series 2016 (the "Bonds"); and

**WHEREAS**, the Bonds were issued pursuant that certain Trust Agreement (the "Trust Agreement"), dated as of February 1, 2016, by and between the Authority and MUFG Union Bank, N.A., as trustee (the "Trustee") for the Bonds; and

**WHEREAS**, Section 6.09 of the Trust Agreement provides that the Trustee may consent to any supplement, amendment, modification or termination of the Leases in connection with a substitution pursuant to Section 2.03 of the Facility Lease; and

**WHEREAS**, Section 2.03 of the Facility Lease provides that the real property leased thereunder (the "Facilities") may be substituted in accordance with the requirements of the Leases for other City-owned real property (the "Substitute Property"), and the City and the Authority desire to make such a substitution as provided in the Amendment to Site Lease and Amendment to Facility Lease, each dated as of May 1, 2018 (the "Lease Amendments"), each by and between the City and the Authority with the consent of the Trustee, forms of which are on file with the City Clerk and presented to this meeting; and

**WHEREAS**, the City Council now wishes to authorize the execution and delivery of a Termination Agreement, dated as of May 1, 2018 (the "Termination Agreement"), by and among the City, the Authority and the Trustee, with respect to the portion of the Facilities to be released pursuant to the Lease Amendments and the Termination Agreement, a form of which is on file with the City Clerk and presented to this meeting; and

**WHEREAS**, it is proposed that the City will lease one or more of the Substitute Property set forth on Exhibit A hereto and in the Lease Amendments in place of a portion of the Facilities to be released pursuant to the Lease Amendments and the Termination Agreement; and

**WHEREAS**, the City has full legal right, power and authority under the laws of the State of California to enter into the agreements hereinafter authorized.

**NOW THEREFORE, BE IT RESOLVED** by the City Council of the City of Richmond, as follows:

Section 1. The foregoing recitals are true and correct and this City Council hereby so finds and determines.

Section 2. The City Council hereby authorizes the execution and the delivery of the Lease Amendments in substantially the forms on file with the City Clerk and presented to this meeting, and the City Manager and the Director of Finance (the "Authorized Officers") are each hereby authorized and directed, acting singly, for and in the name and on behalf of the City, to enter into the Lease Amendments, with such changes therein as such Authorized Officer may

require or approve in consultation with the City Attorney, such approval to be conclusively evidenced by the execution and delivery thereof by the City.

Section 3. The City Council hereby authorizes the lease of one or more of the Substitute Property set forth on Exhibit A hereto in place of a portion of the Facilities to be released pursuant to the Lease Amendments and the Termination Agreement.

Section 4. The City Council hereby approves the execution and delivery of the Termination Agreement in substantially the form on file with the City Clerk and presented to this meeting, and the Authorized Officers are each hereby authorized and directed, acting singly, for and in the name and on behalf of the City, to enter into the Termination Agreement, with such changes therein as such Authorized Officer may require or approve in consultation with the City Attorney, such approval to be conclusively evidenced by the execution and delivery thereof by the City.

Section 5. The Authorized Officers, each acting alone, are hereby authorized and directed to do any and all things and to execute and deliver any and all documents which they may deem necessary or advisable in order to carry out, give effect to and comply with the terms and intent of this resolution. Such actions heretofore taken by such officers are hereby ratified, confirmed and approved.

Section 6. This Resolution shall take effect from and after its adoption.

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I certify that the foregoing resolution was passed and adopted by the Council of the City of Richmond at a special joint meeting with the Joint Powers Financing Authority thereof held May 15, 2018, by the following vote:

AYES: Councilmembers Beckles, Choi, Martinez, Myrick, Recinos, Vice Mayor Willis, and Mayor Butt.  
NOES: None.  
ABSTENTIONS: None.  
ABSENT: None.

PAMELA CHRISTIAN  
CLERK OF THE CITY OF RICHMOND  
(SEAL)

Approved:

TOM BUTT  
Mayor

Approved as to form:

BRUCE GOODMILLER  
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. 29-18**, finally passed and adopted by the City Council of the City of Richmond at a special meeting with the Joint Powers Financing Authority held on May 15, 2018.

  
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Pamela Christian, Clerk of the City of Richmond

CLERK'S CERTIFICATE

I, Pamela Christian, City Clerk of the City of Richmond, do hereby certify as follows:

The foregoing **Resolution No. 29-18** is a full, true and correct copy of a resolution duly adopted at a special joint meeting of the City Council and Joint Powers Financing Authority of said City duly and regularly held at the regular meeting place thereof on the 15th day of May, 2018, of which meeting all of the members of said City Council had due notice and at which a majority thereof were present; and that at said meeting said resolution was adopted by the following vote:

AYES: Councilmembers Beckles, Choi, Martinez, Myrick, Recinos, Vice Mayor Willis, and Mayor Butt.

NOES: None.

ABSTENTIONS: None.

ABSENT: None.

An agenda of said meeting was posted before said meeting at City Hall, 450 Civic Center Plaza in the City of Richmond, California, a location freely accessible to members of the public, and a brief description of said resolution appeared on said agenda.

I have carefully compared the foregoing with the original on file and of record in my office, and the foregoing is a full, true and correct copy of the original resolution adopted at said meeting.

Said resolution has not been amended, modified or rescinded since the date of its adoption and the same is now in full force and effect.

Dated: May 17, 2018.

  
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City Clerk of the  
City of Richmond

Exhibit A

Substitute Property:

<b>Site Description</b>	<b>Address</b>
NEVIN COMMUNITY CENTER	6 <sup>TH</sup> & NEVIN STREET, RICHMOND, CALIFORNIA