

RESOLUTION NO. 11-3 (STADIUM AUTHORITY)

**A RESOLUTION OF THE SANTA CLARA STADIUM
AUTHORITY APPROVING CLARIFYING CHANGES TO
THE COOPERATION AGREEMENT TO ASSIST A
PUBLICLY OWNED STADIUM**

**BE IT RESOLVED BY THE BOARD OF THE SANTA CLARA STADIUM AUTHORITY
AS FOLLOWS:**

WHEREAS, the City Council ("City Council") of the City of Santa Clara ("City") has adopted and amended, from time to time, the Redevelopment Plan (the "Redevelopment Plan") for the Bayshore North Project (the "Project Area");

WHEREAS, the Redevelopment Agency of the City of Santa Clara ("Agency") is engaged in various activities in its efforts to remove the blighting conditions that still remain in the Project Area;

WHEREAS, in keeping with the goals of the Agency to eliminate blight and reduce physical and economic blight in accordance with the Redevelopment Plan and the Agency's current Implementation Plan ("Implementation Plan"), the Santa Clara Stadium Authority (the "Stadium Authority") and the Agency have been working cooperatively regarding the development of a stadium suitable for professional football and other large events (the "Stadium Project") in the Project Area;

WHEREAS, the Agency and the Authority previously approved that certain Cooperation Agreement to Assist a Publicly Owned Stadium (the "Agreement") on February 22, 2011 through which the Agency shall provide funding for, and the Stadium Authority shall construct the Stadium Project to alleviate blighting conditions in the Project Area and the community, as set forth in the proposed Agreement;

WHEREAS, at the time of approval of the Agreement the Agency, the Authority and the City made the necessary findings required pursuant to Health and Safety Code Sections 33445 and 33679 and the City consented to the Agency entering into the Agreement;

WHEREAS, the Agency and the Authority now desire to make certain clarifying changes to the Agreement in accordance with the copy of the Agreement on file with the Agency Secretary and the Authority Secretary, which changes do not alter the amount or timing of the Agency's commitment of funds pursuant to the Agreement; and

WHEREAS, the Agenda Reports and the Resolutions accompanying the Agreement approved at the February 22, 2011 Agency, City Council and Authority Meetings provide additional information upon which the findings and actions set forth in this Resolution are based.

NOW, THEREFORE BE IT RESOLVED BY THE SANTA CLARA STADIUM AUTHORITY AS FOLLOWS:

1. That the Board of the Stadium Authority hereby finds that the above Recitals are true and correct and by this reference makes them a part hereof.
2. That the Stadium Authority hereby approves the Agreement with the clarifying changes and authorizes the Executive Director to enter into and execute the Agreement on behalf of the Agency for the funding of the Stadium Project, substantially in the form on file with the Agency Secretary and the Authority Secretary, with such revisions as are reasonably determined necessary by the Authority signatory, such determination to be conclusively deemed to have been made by the execution of the Agreement by the Authority signatory. The Executive Director is authorized to implement the Agreement and take all further actions and execute all other documents which are necessary or appropriate to carry out the Agreement.

3. That the Executive Director is hereby authorized to take such further actions as may be necessary or appropriate to carry out the Authority's obligations pursuant to this Resolution and the Agreement.

4. That the Authority Secretary shall certify to the adoption of this Resolution.

5. That this Resolution shall take effect immediately upon adoption.

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6. Constitutionality, severability. If any section, subsection, sentence, clause, phrase, or word of this resolution is for any reason held by a court of competent jurisdiction to be unconstitutional or invalid for any reason, such decision shall not affect the validity of the remaining portions of the resolution. The Redevelopment Agency of the City of Santa Clara, California, hereby declares that it would have passed this resolution and each section, subsection, sentence, clause, phrase, and word thereof, irrespective of the fact that any one or more section(s), subsection(s), sentence(s), clause(s), phrase(s), or word(s) be declared invalid.

7. Effective date. This resolution shall become effective immediately.

I HEREBY CERTIFY THE FOREGOING TO BE A TRUE COPY OF A RESOLUTION PASSED AND ADOPTED BY THE SANTA CLARA STADIUM AUTHORITY, AT A SPECIAL MEETING THEREOF HELD ON THE 28th DAY OF FEBRUARY, 2011, BY THE FOLLOWING VOTE:

AYES:	AUTHORITY BOARD MEMBERS:	Gillmor, Kennedy, Kolstad, Mahan and Moore and Chairperson Matthews
NOES:	AUTHORITY BOARD MEMBERS:	None
ABSENT:	AUTHORITY BOARD MEMBERS:	McLeod
ABSTAINED:	AUTHORITY BOARD MEMBERS:	None

ATTEST:



ROD DIRIDON, JR.
AUTHORITY SECRETARY
SANTA CLARA STADIUM AUTHORITY

Attachments Incorporated by Reference:

1. Cooperation Agreement to Assist Publicly Owned Stadium