

FIFTH AMENDMENT TO
JOINT EXERCISE OF POWERS AGREEMENT
ESTABLISHING THE
SANTA CLARA STADIUM AUTHORITY

by and between

THE CITY OF SANTA CLARA

AND

REDEVELOPMENT AGENCY OF THE CITY OF SANTA CLARA

AND

BAYSHORE NORTH PROJECT ENHANCEMENT AUTHORITY

**FIFTH AMENDMENT TO THE
JOINT EXERCISE OF POWERS AGREEMENT
FOR THE
SANTA CLARA STADIUM AUTHORITY**

This Fifth Amendment to the Joint Exercise of Powers Agreement ("Fifth Amendment") is entered into as of November 5, 2019, by and among the City of Santa Clara, a charter city ("City"), the Redevelopment Agency of the City of Santa Clara, a public body corporate and politic ("Agency"), and the Bayshore North Project Enhancement Authority, a public authority ("BNPEA") with reference to the following:

RECITALS

- A. On February 22, 2011, by the City of Santa Clara Resolution No. 11-7825, the City authorized the execution of a Joint Exercise of Powers Agreement ("JPA Agreement") with the Redevelopment Agency of the City of Santa Clara (the "Former RDA") to form the Santa Clara Stadium Authority.
- B. On November 13, 2012, the Second Amendment to the JPA Agreement was executed to reflect the dissolution of the Former RDA by adding the Bayshore North Project Enhancement Authority as a party to the Joint Exercise of Powers Agreement and to clarify implementation of the Stadium Authority procurement policies and procedures.
- C. On June 27, 2017, the Third Amendment to the JPA Agreement was executed to separate the duties of the Current Stadium Finance Director/Treasurer/Auditor function into two positions - Stadium Authority Treasurer and Stadium Authority Auditor.
- D. On March 26, 2019, the Fourth Amendment to the JPA Agreement was executed to amend Section 3.2 designating the Assistant City Clerk as the Secretary of the Stadium Authority.
- E. On October 8, the City Council acting as the Stadium Authority Board enacted Ordinance No. 2005 Amending Sections 17.30.080 ("Best Value Selection Procedures"), 17.30.090 ("Formal Bidding Procedure"), And 17.30.120 ("Service Contracts-Signature Authority") Of Title 17 ("Development") Of "The Code Of The City Of Santa Clara, California" to eliminate the authority of Executive Director to enter into Stadium Authority contracts without prior Board approval.
- F. The City and the Agency desire to amend the Original Agreement to make it consistent with Ordinance No. 2005.

AGREEMENT PROVISIONS

1. AMENDMENT PROVISIONS

Section 3.10 (f) of the Agreement is amended to read as follows:

(f) to authorize expenditures within the designations and limitations of the approved Budget as authorized or limited by the Stadium Authority Board.

Section 3.10 (g) of the Agreement is amended to read as follows:

(g) to execute contracts that have been approved and authorized by the Stadium Authority Board.

Section 3.10 (h) of the Agreement is amended to read as follows:

(h) Reserved.

2. TERMS

All other terms of the Original Agreement as previously amended which are not in conflict with the provisions of this Fifth Amendment shall remain unchanged in full force and effect. In case of a conflict in the terms of the Original Agreement as previously amended and this Fifth Amendment, the provisions of this Fifth Amendment shall control.

ATTEST:

CITY OF SANTA CLARA

City Clerk

By: _____

Name: _____

APPROVED AS TO FORM:

Title: _____

City Attorney

ATTEST:

REDEVELOPMENT AGENCY OF THE
CITY OF SANTA CLARA

Secretary

By: _____

APPROVED AS TO FORM:

Name: _____

Agency Counsel

Title: _____

ATTEST:

BAYSHORE NORTH PROJECT
ENHANCEMENT AUTHORITY

Secretary

By: _____

APPROVED AS TO FORM

Name: _____

Authority Counsel

Title: _____