

**RESOLUTION NO. 19-1 (BNPEA)**

**A RESOLUTION OF THE BAYSHORE NORTH PROJECT  
ENHANCEMENT AUTHORITY OF THE CITY OF SANTA CLARA  
APPROVING THE FOURTH AMENDMENT TO THE JOINT  
EXERCISE OF POWERS AGREEMENT AMENDING SECTION  
3.2 FOR THE SANTA CLARA STADIUM AUTHORITY**

**BE IT RESOLVED BY THE BAYSHORE NORTH PROJECT ENHANCEMENT AUTHORITY  
CITY OF SANTA CLARA AS FOLLOWS:**

**WHEREAS**, on June 8, 2010, the citizens of the City of Santa Clara (the "City") approved Measure J, "The Santa Clara Stadium Taxpayer Protection and Economic Progress Act," which endorsed the development of a stadium suitable for professional football and other large events (the "Stadium Project") and called for the creation of the Santa Clara Stadium Authority (the "Stadium Authority") to own, develop, construct, operate and maintain the Stadium Project;

**WHEREAS**, on February 22, 2011, by 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;

**WHEREAS**, on June 28, 2011, the City and the Former RDA executed the certain First Amendment to the Joint Exercise of Powers Agreement for the Santa Clara Stadium Authority, adding the Bayshore North Project Enhancement Authority ("BNPEA") as a member to the Stadium Authority and making certain other amendments to the JPA Agreement;

**WHEREAS**, the California state legislature enacted Assembly Bill x1 26 (the "Dissolution Act") to dissolve redevelopment agencies formed under the Community Redevelopment Law (Health and Safety Code Section 33000 et seq.);

**WHEREAS**, on November 13, 2012, the City, Former RDA and BNPEA executed a Second Amendment to the Joint Exercise of Powers Agreement for the Santa Clara Stadium Authority to recognize the dissolution of the Former RDA and to clarify the Stadium Authority procurement procedures;

**WHEREAS**, on June 27, 2017, the City, Former RDA and BNPEA executed a Third Amendment to the Joint Exercise of Powers Agreement for the Santa Clara Stadium Authority to separate the duties of the current Stadium Finance Director/Treasurer/Auditor Function into Two Positions – Stadium Authority Treasurer and Stadium Authority Auditor;

**WHEREAS**, Ordinance No. 1983 was adopted on July 17, 2018 by the Santa Clara City Council, which shifted certain duties and responsibilities from the City Clerk to the Assistant City Clerk; and

**WHEREAS**, it has become necessary to adhere with Ordinance No. 1983 designating the Assistant City Clerk as the Secretary of the Stadium Authority through the execution of the Fourth Amendment to the Joint Exercise of Powers Agreement.

**NOW THEREFORE, BE IT FURTHER RESOLVED BY THE CITY OF SANTA CLARA BAYSHORE NORTH PROJECT ENHANCEMENT AUTHORITY AS FOLLOWS:**

1. That the Board of the Bayshore North Project Enhancement Authority of the City of Santa Clara hereby finds that the above Recitals are true and correct and by this reference makes them a part of hereof.

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2. That the Board of the Bayshore North Project Enhancement Authority of the City of Santa Clara hereby approves the Fourth Amendment to the Joint Exercise of Powers Agreement and authorizes the Executive Director to execute it on behalf of the Bayshore North Project Enhancement Authority.

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

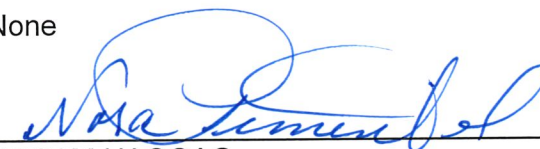
I HEREBY CERTIFY THE FOREGOING TO BE A TRUE COPY OF A RESOLUTION PASSED AND ADOPTED BY THE CITY OF SANTA CLARA BAYSHORE NORTH PROJECT ENHANCEMENT AUTHORITY, AT A REGULAR MEETING THEREOF HELD ON THE 26<sup>TH</sup> DAY OF MARCH, 2019, BY THE FOLLOWING VOTE:

AYES: AUTHORITY MEMBERS: Chahal, Davis, Hardy, Mahan, O'Neill, and Watanabe, and Mayor Gillmor

NOES: AUTHORITY MEMBERS: None

ABSENT: AUTHORITY MEMBERS: None

ABSTAINED: AUTHORITY MEMBERS: None

ATTEST:   
*for* \_\_\_\_\_  
HOSAM HAGGAG  
SECRETARY  
BAYSHORE NORTH PROJECT ENHANCEMENT  
AGENCY OF THE CITY OF SANTA CLARA

Attachments incorporated by reference:  
1. Fourth Amendment to JPA Agreement  
2. Ordinance No. 1983

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

by and between

THE CITY OF SANTA CLARA

AND

SUCCESSOR AGENCY TO THE FORMER REDEVELOPMENT AGENCY OF THE  
CITY OF SANTA CLARA

AND

BAYSHORE NORTH PROJECT ENHANCEMENT AUTHORITY

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

**PREAMBLE**

This agreement ("Amendment No. 4") is entered into between the City of Santa Clara, California, a chartered California municipal corporation (City), the Bayshore North Project Enhancement Authority, a public authority ("BNPEA"), and the Successor Agency to the Redevelopment Agency of the City of Santa Clara, a separate public entity (the "Successor Agency"), as the successor in interest to the dissolved Redevelopment Agency of the City of Santa Clara (the "Former RDA") and with reference to the following:

**RECITALS**

- A. On February 15, 2011, the City and the Agency entered into the Joint Exercise of Powers Agreement for the Santa Clara Stadium Authority ("Original Agreement") and created the Santa Clara Stadium Authority (the "Stadium Authority") as a means of accomplishing the cooperation and coordination among them necessary to provide for development and operation of the Stadium.
- B. Through the execution of the First Amendment to the Joint Exercise of Powers Agreement for the Santa Clara Stadium Authority (the "First Amendment") the City and the Agency amended the Original Agreement to add the Bayshore North Project Enhancement Authority as a member of the Stadium Authority.
- C. Through the execution of the Second Amendment to the Joint Exercise of Powers Agreement for the Santa Clara Stadium Authority (the "Second Amendment") the dissolution of the Former RDA was reflected and the implementation of the Stadium Authority procurement policies and procedures were clarified.
- D. Through the execution of the Third Amendment to the Joint Exercise of Powers Agreement for the Santa Clara Stadium Authority (the "Third Amendment") the description of the Treasurer and Financial Auditor was amended. The Original Agreement, First Amendment, Second Amendment and Third Amendment are collectively hereinafter referred to as the Joint Exercise of Powers Agreement ("Agreement").
- E. On July 17, 2018, the City Council adopted Ordinance 1983, which outlines the duties of the Assistant City Clerk to include recording and maintaining a full and true record of all proceedings of the City Council. This would also include recording and maintaining a full and true record of all proceedings of the Santa Clara Stadium Authority.

- F. The Parties desire to further amend the Joint Exercise of Powers Agreement to designate the Assistant City Clerk as the Secretary of the Stadium Authority.

The Parties agree as follows:

## **AGREEMENT TERMS AND CONDITIONS**

### **1. AMENDMENT TERMS AND CONDITIONS**

That subsection (b) of Section 3.2 ("Governing Body of the Stadium Authority") of Article 3 ("Organization") of the Original Agreement is hereby amended to read as follows:

Section 3.2 Governing Body of the Stadium Authority

(b) The Mayor of the City shall serve as the Chair of the Board of the Stadium Authority and the Assistant City Clerk shall serve as the Secretary of the Stadium Authority. The Board may appoint a vice-chair.

### **2. TERMS**

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

### **3. COUNTERPARTS**

This Agreement may be executed in counterparts, each of which shall be deemed to be an original, but both of which shall constitute one and the same instrument.

The Parties acknowledge and accept the terms and conditions of this Amendment No. 4 as evidenced by the following signatures of their duly authorized representatives.

**CITY OF SANTA CLARA, CALIFORNIA**  
a chartered California municipal corporation

APPROVED AS TO FORM:

Approved as to Form:

Dated: \_\_\_\_\_

\_\_\_\_\_  
BRIAN DOYLE  
City Attorney

\_\_\_\_\_  
DEANNA J. SANTANA  
City Manager  
1500 Warburton Avenue  
Santa Clara, CA 95050  
Telephone: (408) 615-2210  
Fax: (408) 241-6771

"CITY"

APPROVED AS TO FORM:

SUCCESSOR AGENCY TO THE  
FORMER REDEVELOPMENT AGENCY  
OF THE CITY OF SANTA CLARA

\_\_\_\_\_  
BRIAN DOYLE  
Successor Agency Counsel

\_\_\_\_\_  
DEANNA J. SANTANA  
Executive Director

APPROVED AS TO FORM:

BAYSHORE NORTH PROJECT  
ENHANCEMENT AUTHORITY

\_\_\_\_\_  
BRIAN DOYLE  
Authority Counsel

\_\_\_\_\_  
DEANNA J. SANTANA  
Executive Director

ORDINANCE NO. 1983

AN ORDINANCE OF THE CITY OF SANTA CLARA, CALIFORNIA, ADDING A NEW SECTION 2.20.015 (COMPENSATION), AMENDING SECTION 2.20.020 (“DUTIES AND RESPONSIBILITIES”) AND AMENDING SECTION 2.20.030 (“ASSISTANT CITY CLERK”) OF CHAPTER 2.20 (“CITY CLERK”) OF “THE CODE OF THE CITY OF SANTA CLARA, CALIFORNIA”

BE IT ORDAINED BY THE CITY OF SANTA CLARA AS FOLLOWS:

WHEREAS, the City Clerk position is an elected position under City Charter Section 600;

WHEREAS, the powers and duties of the City Clerk position are enumerated under City Charter Section 903;

WHEREAS, the City Council may, in its discretion, appoint any other officer or employee of the City as City Clerk and grant such person additional compensation for the performance of such duties, under City Charter Section 903;

WHEREAS, the City Council deems it to be in the best interest of the City of Santa Clara to formally assign professional responsibilities of the City Clerk to a City employee possessing substantive knowledge of professional standards and methods in democratic processes and legislative actions in compliance with federal, state, and local statutes that govern the City Clerk’s Office; and

WHEREAS, the City Council hereby designates the Assistant City Clerk as responsible for the day-to-day operations of the City Clerk’s Office and expands the assigned duties to include overseeing all professional administrative aspects of the City Clerk’s Office.

NOW THEREFORE, BE IT FURTHER ORDAINED BY THE CITY OF SANTA CLARA, AS FOLLOWS:

**SECTION 1:** Chapter 2.20 (entitled “City Clerk”) of Title 2 (entitled “Administration and Personnel”) of “The Code of the City of Santa Clara, California,” (“SCCC”) is amended to add a new section to be numbered and entitled and to read as follows:

**2.20.015 City Clerk – Compensation.**

The elected City Clerk shall receive as compensation the sum of two thousand dollars (\$2,000) per month. Commencing on July 1, 2019, and every two years on July 1 thereafter, the compensation of the City Clerk shall be set by a Salary Setting Commission consisting of five members to be



appointed by the Civil Service Commission, as set forth in City Charter Section 702.

**SECTION 2:** That Section 2.20.020 of Chapter 2.20 of Title 2 of "The Code of the City of Santa Clara, California," ("SCCC") is amended to read as follows:

Except for the following the duties and responsibilities of the City Clerk as set forth in City Charter Section 903 shall performed by the Assistant City Clerk as appointed to do so in Section 2.20.030:

- (a) Be the custodian of the seal of the City
- (b) Have charge of all City elections.

**SECTION 3:** That Section 2.20.030 (entitled "Assistant City Clerk") of Chapter 2.20 (entitled "City Clerk") of Title 2 (entitled "Administration and Personnel") of "The Code of the City of Santa Clara, California," ("SCCC") is amended to read as follows:

**"2.20.030 Assistant City Clerk – Duties and responsibilities.**

The position of Assistant City Clerk is hereby created, which position is placed in the unclassified service of the office of the City Clerk. The Assistant City Clerk shall assist the City Clerk in the performance of the Clerk's duties and shall act for the City Clerk in his/her absence. The City Council hereby appoints the Assistant City Clerk pursuant to Section 903 of the City Charter to perform the following duties and responsibilities:

- (a) The recording and maintaining of a full and true record of all the proceedings of the City Council.
- (b) Publishing and attesting the publication of all official notices.
- (c) Administering oaths or affirmations and taking affidavits and depositions pertaining to the affairs of the City.
- (d) The issuance of certified copies of official records as required and requested.
- (e) Officially recording the rights, titles and interests in all real properties acquired by the City.
- (f) The handling of all Council correspondence unless otherwise specifically designated.
- (g) Preparing of the agenda and supplemental material for Council meetings in cooperation with the City Manager.

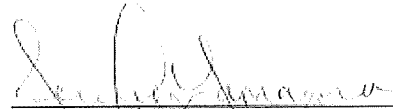
(h) Routing Council assignments to the respective officers having primary responsibility for their execution.

(i) Duplicating and distributing the minutes, ordinances, resolutions, policies and orders of the City Council to the various boards, commissions and administrative officers.”

**SECTION 4:** This ordinance shall take effect thirty (30) days after its final adoption; however, prior to its final adoption it shall be published in accordance with the requirements of Section 808 and 812 of “The Charter of the City of Santa Clara, California.”


**PASSED FOR THE PURPOSE OF PUBLICATION** this 5<sup>th</sup> day of JULY, 2018, by the following vote:

|            |             |  |
|------------|-------------|--|
| AYES:      | COUNCILORS: | Davis, Kolstad, O’Neill, and Watanabe<br>and Mayor Gillmor |
| NOES:      | COUNCILORS: | Mahan  |
| ABSENT:    | COUNCILORS: | None   |
| ABSTAINED: | COUNCILORS: | None   |

ATTEST:   
\_\_\_\_\_  
JENNIFER YAMAGUMA  
ACTING CITY CLERK  
CITY OF SANTA CLARA

**FINALLY PASSED AND ADOPTED BY THE CITY COUNCIL OF THE CITY OF SANTA CLARA** this 17<sup>th</sup> day of JULY, 2018, by the following vote:

|            |             |  |
|------------|-------------|--|
| AYES:      | COUNCILORS: | Davis, Kolstad, O’Neill, and Watanabe<br>and Mayor Gillmor |
| NOES:      | COUNCILORS: | Mahan  |
| ABSENT:    | COUNCILORS: | None   |
| ABSTAINED: | COUNCILORS: | None   |

ATTEST:   
\_\_\_\_\_  
JENNIFER YAMAGUMA  
ACTING CITY CLERK  
CITY OF SANTA CLARA

Attachments incorporated by reference:

1. None