

RESOLUTION NO. 18-01

RESOLUTION OF THE CALIFORNIA BOARD OF STATE AND COMMUNITY CORRECTIONS AUTHORIZING THE EXECUTION AND DELIVERY OF CONTRACTS AND OTHER DOCUMENTS RELATED TO THE ACQUISITION, DESIGN, CONSTRUCTION AND FINANCING OF CERTAIN LOCAL CRIMINAL JUSTICE FACILITIES AND CERTAIN OTHER RELATED MATTERS

WHEREAS, BSCC is authorized to execute leases, subleases, contracts or other agreements related to the acquisition, design, construction and financing of local criminal justice facilities pursuant to Government Code sections 15820.92 through 15820.926, Government Code sections 15820.93 through 15820.936, and Government Code sections 15820.94 through 15820.948 (the “Authorizing Statutes”);

WHEREAS, BSCC has approved and allocated funding for the acquisition, design and construction of local criminal justice facilities (the “Projects” and each a “Project”) for the benefit of various counties (“Participating Counties” and each a “Participating County”);

WHEREAS, BSCC and the State Public Works Board of the State of California (the “State Public Works Board”) will enter into a Project Delivery and Construction Agreement (a “Project Delivery and Construction Agreement”) with each Participating County regarding the acquisition, design, construction and financing of a Project;

WHEREAS, pursuant to the Authorizing Statutes, a Participating County may lease to BSCC certain real property (a “Site”) on which a Project will be constructed (a “Ground Lease”), by and between a Participating County, as landlord, and BSCC, as tenant, and consented to by the State Public Works Board;

WHEREAS, simultaneous with the execution of the Ground Lease, BSCC and a Participating County may enter into an Easement Agreement for Grants of Access, Utilities and Repairs (an “Easement Agreement”) pursuant to which a Participating County will grant to BSCC and the State Public Works Board certain appurtenant easements in certain property adjacent to the Site (the “Property”);

WHEREAS, simultaneous with the execution of the Ground Lease and Easement Agreement (if necessary), BSCC and a Participating County will enter into a Right of Entry for Construction and Operation (a “Right of Entry”) pursuant to which BSCC will grant a temporary license to the Participating County to enter the Site for certain activities in connection with the construction of a Project;

WHEREAS, pursuant to the Authorizing Statutes, from time to time, BSCC desires to borrow interim funding and then seek long-term financing for each such Project through the issuance and sale of lease revenue bonds by the State Public Works Board (“Bonds”), which Bonds will be secured, in part, by the base rental payments to be made under a Facility Lease (a “Facility

Lease”) to be entered into by and between BSCC, as lessee, and the State Public Works Board, as lessor;

WHEREAS, in connection with the issuance of the Bonds, BSCC, as lessor, will lease a Site to the State Public Works Board, as lessee, pursuant to the terms of a Site Lease (a “Site Lease”) in contemplation of the State Public Works Board leasing back each Site and applicable Project (together, a “Facility”) to BSCC pursuant to the terms of a Facility Lease;

WHEREAS, upon the issuance of Bonds, BSCC, as sublessor, will enter into a Facility Sublease with an applicable Participating County (a “Facility Sublease”), pursuant to which BSCC will sublease a Facility to a Participating County for a term equal to the term of the applicable Facility Lease; and

WHEREAS, to facilitate the timely planning and financing of a Project the BSCC desires (1) to delegate to its Chair, Executive Officer and each subordinate officer the authority to execute and deliver from time to time, for and in the name of and on behalf of BSCC, the form documents presented at this meeting and, (2) to ratify previous leases and agreements executed and delivered pursuant to the Authorizing Statutes by the Chair, Executive Officer or any subordinate officer in connection with the acquisition, design and construction of a Project.

NOW, THEREFORE, BE IT RESOLVED by the California Board of State and Community Corrections that:

Section 1. Each of the foregoing recitals is true and correct.

Section 2. The forms of the following documents:

(a) a Project Delivery and Construction Agreement for Projects utilizing a design-bid-build delivery method and a Project Delivery and Construction Agreement for Projects utilizing a design build delivery method;

(b) a Ground Lease, including the exhibits thereto which include a form of Right of Entry and a form of Easement Agreement;

(c) a Site Lease;

(d) a Facility Lease; and

(e) a Facility Sublease;

as presented to this meeting are hereby approved. BSCC hereby authorizes its Chair, Executive Officer and each subordinate officer, for and in the name of and on behalf of BSCC, to execute and deliver a Project Delivery and Construction Agreement (as applicable), a Ground Lease, an Easement Agreement, a Right of Entry, a Site Lease, a Facility Lease, and a Facility Sublease, in connection with the acquisition, design, construction of a Project, or the issuance of Bonds to finance a Project, in substantially the form as presented to this meeting, with such insertions, deletions and changes therein as the Chair, Executive Officer, or subordinate officer, with the advice of counsel, may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 3. BSCC hereby ratifies all actions previously taken by the Chair, Executive Officer and each subordinate officer with respect to the acquisition, design, construction and financing of a Project pursuant to the Authorizing Statutes, including the execution and delivery of a Project Delivery and Construction Agreement, a Ground Lease, an Easement Agreement, a Right of Entry, and any such agreements remain in full force and effect and enforceable against BSCC in accordance with its terms.

Section 4. The Chair, Executive Officer and each subordinate officer are hereby authorized and directed, for and in the name of and on behalf of BSCC, to take any and all actions and to execute and deliver any and all certificates, agreements or other documents, in a form acceptable to the Chair, Executive Officer or subordinate officer, including without limitation continuing disclosure agreements and tax certificates, which the Chair, Executive Officer or subordinate officer may deem necessary or advisable in order to consummate the acquisition, design, construction and financing of a Project and otherwise to effectuate the purposes of this resolution. BSCC hereby approves any and all documents to be delivered in furtherance of the foregoing purposes.

Section 5. The resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED this 12th day of July, 2018 by the following vote:

AYES:

NOES:

ABSENT or ABSTAIN:

LINDA PENNER

CHAIR, BOARD OF STATE AND COMMUNITY CORRECTIONS