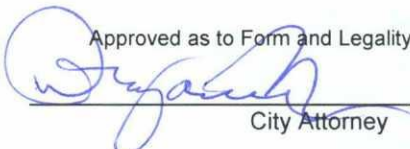


2014 MAY -8 PM 1:29

Approved as to Form and Legality

City Attorney

OAKLAND CITY COUNCIL

RESOLUTION No. 84975 C.M.S.

**RESOLUTION APPROVING AND AUTHORIZING THE EXECUTION
OF A FIRST AMENDMENT TO LICENSE AGREEMENT BETWEEN
NEW CINGULAR WIRELESS PCS AND THE OAKLAND ALAMEDA
COUNTY COLISEUM AUTHORITY AND CERTAIN RELATED
MATTERS**

WHEREAS, New Cingular Wireless PCS (“AT&T”) has requested that the Oakland Alameda County Coliseum Authority (the “Authority”) enter into a First Amendment to License Agreement (the “Amendment”) increasing the number of antennae permitted under the License Agreement previously approved by the Authority that allowed AT&T to install a Distributed Antenna System (“DAS”) within the stadium located at the Oakland Alameda County Coliseum Complex to enhance AT&T cellular service within the Coliseum Complex;

WHEREAS, the Authority’s agent, AEG Oakland Management, LLC (“AEG”), has approved the additional antennae project; and

WHEREAS, AT&T will pay all the costs of installation and an increase in license fees as consideration for installation of additional antennae; and

WHEREAS, the Management Agreement between the Authority, the City of Oakland (the “City”) and the County of Alameda (the “County”) requires that the Authority obtain the approval of the City and County prior to entering into any license agreement or amendment thereto; and

WHEREAS, the Authority desires to enter into the Amendment; and

WHEREAS, the Authority determines that entering into the Amendment is in the best interest of the Authority; and

WHEREAS, staff has provided the staff report which accompanies this proposed resolution, recommending to the Oakland City Council that it approve and authorize the execution of the Amendment; and

WHEREAS, staff has provided a true and correct copy of the First Amendment to the License Agreement; and

WHEREAS, implementation of the First Amendment to the License Agreement will not have a negative impact on the City of Oakland finances; and

WHEREAS, City of Oakland finances will benefit because revenues generated by the First Amendment to the License Agreement will be applied to Authority operating expenses, thereby reduce the corresponding amount of funds that the City of Oakland must allocate to fund Authority expenses; now, therefore be it

RESOLVED: That the City of Oakland finds, determines, and declares that all the recitals above set forth are true and correct; and be it

FURTHER RESOLVED: That the City of Oakland approves and authorizes the execution and delivery by the Authority's Chair of the First Amendment to the License Agreement, in substantially the form as presented in the proposed License Agreement attached to the Staff Report accompanying this Resolution, with only those changes that the Authority shall approve; and be it

FURTHER RESOLVED: That the Authority's secretary is hereby authorized to attest to, to the extent required, the First Amendment to the License Agreement; and be it

FURTHER RESOLVED: That the City of Oakland authorizes the Authority to do any and all things and take any and all actions and execute and deliver any and all agreements, and other documents which the Authority may deem necessary or advisable in order to effectuate the purposes of this resolution; and be it

FURTHER RESOLVED: That the City of Oakland authorizes and directs the City Administrator, for and on behalf of the City of Oakland, to do any and all things and take any and all actions and execute and deliver any and all agreements and other documents which may be deemed necessary or advisable in order to effectuate the purposes of this resolution.

IN COUNCIL, OAKLAND, CALIFORNIA, = MAY 20 2014

PASSED BY THE FOLLOWING VOTE:

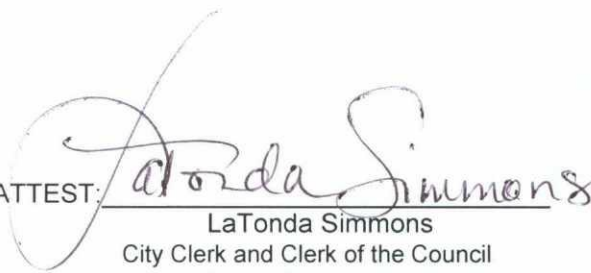
AYES- BROOKS, GALLO, GIBSON MCELHANEY, KALB, KAPLAN, REID, SCHAAF, and
PRESIDENT KERNIGHAN - 8

NOES - 0

ABSENT - 0

ABSTENTION 0

ATTEST:


LaTonda Simmons
City Clerk and Clerk of the Council
of the City of Oakland, California