


OFFICE OF THE CITY CLERK
OAKLAND

2006 APR 27 PM 4:47

APPROVED AS TO FORM AND LEGALITY:


City Attorney

OAKLAND CITY COUNCIL

RESOLUTION No. 79904 C.M.S.

**RESOLUTION OF THE CITY COUNCIL OF THE CITY OF OAKLAND
AUTHORIZING THE EXECUTION AND DELIVERY BY THE CITY OF
A SITE AND FACILITY LEASE AND A LEASE AGREEMENT IN THE
PRINCIPAL AMOUNT OF NOT TO EXCEED \$5,000,000 WITH
RESPECT TO THE ACQUISITION OF REAL PROPERTY LOCATED
AT 450 LANCASTER STREET FOR THE OAKLAND MUSEUM OF
CALIFORNIA AND AUTHORIZING THE EXECUTION OF
NECESSARY DOCUMENTS AND CERTIFICATES AND RELATED
ACTIONS**

WHEREAS, the City of Oakland (the "City") desires to acquire the real property located at 450 Lancaster Street in the City of Oakland (the "Project") for use by the Oakland Museum of California as a storage facility for its collection;

WHEREAS, the City has requested that the Oakland Joint Powers Financing Authority (the "Authority") assist the City in acquiring the Project by entering into a lease - leaseback arrangement pursuant to which the City will, pursuant to a Site and Facility Lease (the "Site and Facility Lease"), lease the Project to the Authority for an upfront payment (the "Site and Facility Lease Payment") that the City will use to purchase the Project and to pay certain related costs, and the Authority will, pursuant to a Lease Agreement (the "Lease Agreement"), lease the Project back to the City in return for the City's obligation to make certain lease payments (the "Lease Payments") to the Authority;

WHEREAS, in order to raise the necessary moneys to make the Site and Facility Lease Payment, the Authority will assign its rights under the Lease Agreement, including its right to receive Lease Payments, to the Bank of America, N.A. (the "Bank"), pursuant to an Assignment Agreement (the "Assignment Agreement");

WHEREAS, the City Council of the City (the "City Council") has been presented with the form of each document referred to herein relating to the financing contemplated hereby, and the City Council has examined and approved each document and desires to authorize and direct the execution of such documents and the consummation of such financing;

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Oakland, as follows:

Section 1. All of the recitals herein contained are true and correct and the City Council so finds.

Section 2. The form of the Site and Facility Lease and the form of the Lease Agreement, substantially in the forms presented to this meeting, are hereby approved, and the City Administrator and the Director, Finance and Management Agency, or the designee of either, each acting alone, are hereby authorized and directed to execute, and the City Clerk is hereby authorized to attest to, the Site and Facility Lease and the Lease Agreement in substantially said forms, with such changes therein as the City Administrator and the Director, Finance and Management Agency may approve, such approval to be conclusively evidenced by the execution and delivery thereof, provided that no such change shall increase the aggregate principal amount of the Lease Agreement to greater than \$5,000,000.

Section 3. The City Council hereby approves of the execution of the Assignment Agreement by the Authority and the Bank, and agrees that the City will make all Lease Payments to the Bank as provided in the Assignment Agreement.

Section 4. The City Administrator and the Director, Finance and Management Agency, and each such person's duly authorized designee and agent, are hereby authorized and directed, for and in the name and on behalf of the City, to do any and all things and take any and all actions and execute and deliver any and all certificates, agreements and other documents which they may deem necessary or advisable in order to consummate the transactions herein authorized and otherwise to carry out, give effect to and comply with the terms and intent of this Resolution.

Section 5. This Resolution shall take effect immediately upon its adoption.

IN COUNCIL, OAKLAND, CALIFORNIA, **MAY 16 2006**

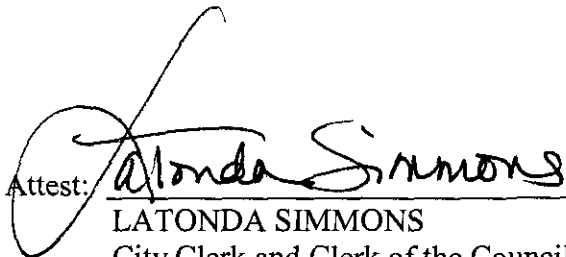
PASSED BY THE FOLLOWING VOTE:

AYES - BRUNNER, KERNIGHAN, NADEL, QUAN, BROOKS, REID, CHANG, AND
PRESIDENT DE LA FUENTE - 8

NOES - 0

ABSENT - 0

ABSTENTION - 0

Attest: 
LATONDA SIMMONS
City Clerk and Clerk of the Council
of the City of Oakland, California