

AGENDA

MEETING OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE CITY OF HOLLISTER REDEVELOPMENT AGENCY

DATE: Thurs. October 22, 2015 Time: 3:00 P.M. City Hall 375 Fifth St., Hollister, CA

***ANYONE WISHING TO ADDRESS THE OVERSIGHT BOARD PLEASE STEP
FORWARD AND STATE YOUR
NAME AND ADDRESS TO THE SECRETARY***

This Oversight Board has been created pursuant to §34161 through §34190 of the Health and Safety Code for the sole purpose of overseeing the actions of the Successor Agency to the City of Hollister Redevelopment Agency. In accordance with §34179 (h) of the Health and Safety Code, all Oversight Board (“Board”) actions shall not be effective for five business days, pending a request for review by the State Department of Finance (“Department”). In the event that the Department requests a review of a given Board action, it shall have forty days from the date of its request to approve the Oversight Board action or return it to the Board for reconsideration. In the event that the Department returns the Board action to the Board for reconsideration, the Board shall resubmit the modified action for Department approval, and the modified Board action shall not become effective until approved by the Department.

Persons who wish to speak on matters set for Public Hearing will be heard when the presiding officer calls for comments from those persons who are in support of/or in opposition hereto. After persons have spoken, the hearing is closed and brought to Commission level for discussion and action. There is no further comment permitted from the audience unless requested by the Chairman.

Call to Order

Pledge of Allegiance

Roll Call: Members: Bill Avera, Jamie De La Cruz, Raymond Friend, Shannon Hansen, Steve Kinsella, Holly McWhinnie, John Tobias

Verification of Agenda Posting

A. Approval of Minutes:

1. Approve minutes of the September 24, 2015 Meeting. **[Pages 3-4]**

B. Communications from the Public on Items Not Listed on the Agenda: This is the time for anyone in the audience to speak on any item not on the agenda and within the subject matter jurisdiction of the Oversight Board. When the Oversight

Board calls your name, please come to the podium, state your name and address for the record, and speak to the Board. Each speaker will be limited to two minutes. Please note that state law prohibits the Oversight Board from discussing or taking action on any item not on the agenda.

C. Consent – None

D. New Business

1. **Election of Officers:** The Board will consider election of the Chair and Vice Chair of the Oversight Board for the Fiscal Year 2015-16.
2. **Resolution 2015-04 OB: [Pages 5-20]**

The Board will consider of a resolution that authorizes an amendment to the existing Joint Exercise of Powers Agreement between the City of Hollister and Successor Agency in order to remove the Redevelopment Agency as a party and add the Hollister Industrial Development Authority as a party.

3. **Cancellation of the November 26 and December 24, 2015 Oversight Board meetings:** The Board will consider a request to cancel the regular meetings of November 26, 2015 and December 24, 2015 due to a conflict with the Holidays.

E. Reports of the Successor Agency, Board, and County Auditor Controller.

1. Reports from Successor Agency Staff.
2. Reports from the Oversight Board members.
3. Report from the County Auditor Controller.

ADJOURNMENT

NEXT REGULAR MEETING: January 28, 2016

Materials related to an item on this Agenda submitted to the Board after distribution of the agenda packet are available for public inspection in the City Clerk's office at City Hall, 375 Fifth Street, Hollister and the Development Services Department, Successor Agency Office 339 Fifth Street, Monday through Friday, 8:00 am to noon, 1:00 pm to 5 pm (offices closed between 12:00 and 1:00 p.m.). Such documents are also available on the City of Hollister website at www.hollister.ca.gov subject to staff's ability to post the documents before the meeting.

In compliance with the Americans with Disabilities Act, if you need special assistance to participate in this meeting, please contact the City Clerk's Office at (831) 636-4300 Ext 16. Notification of 48 hours prior to the meeting will enable the City to make reasonable arrangements to ensure accessibility to this meeting. [28 CFR 35.102-35.104 ADA Title II].

MINUTES

MEETING OF OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF HOLLISTER

September 24, 2015, 3:00 p.m.

CALL TO ORDER: Chair De La Cruz called the meeting to order at 3:03 p.m.

PLEDGE OF ALLEGIANCE: Director Avera led the pledge of allegiance.

VERIFICATION OF AGENDA POSTING: The meeting agenda was posted at City Hall September 17, 2015 at 3:00 p.m. per Government Code Section 65954.2(a).

ROLL CALL:

Present: Bill Avera, Jaime De La Cruz, Raymond Friend,
Shannon Hansen, Steve Kinsella,

Absent: Holly McWhinnie, John Tobias

Staff Present: Brett Miller, Mary Paxton, Renee Perales

San Benito County Staff Present: None

1. Approval of Minutes:

ACTION: Director Friend moved to approve the minutes of the April 24, 2015 Oversight Board meeting. Director Avera seconded. Motion passed 5-0-2.

COMMUNICATIONS FROM THE PUBLIC: None

CONSENT CALENDAR: None

OLD BUSINESS: None

NEW BUSINESS:

Report D-1 Recognized Obligation Payment Schedule 15-16B:

ACTION: The Board received the report on Recognized Obligation Payment Schedule 15-16B. Director Kinsella moved to approve Resolution 2015-03 OB approving Recognized Obligation Payment Schedule 15-16B and Director Friend seconded. Motion passed 5-0-2.

Report E-1 Reports from Successor Agency Staff. Staff reported there should be an October meeting.

Report E-2 Reports from the Oversight Board Members: None.

Report E-3 Reports from the Oversight County Auditor Controller: None

ADJOURNMENT:

<p>ACTION: Director Friend made a motion to adjourn the meeting at 3:06 p.m. Director Kinsella seconded. Motion carried 5-0-2.</p>

Chair of the Oversight Board

ATTEST:

Mary M. Paxton, Secretary



**STAFF REPORT
OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE CITY
OF HOLLISTER REDEVELOPMENT AGENCY AGENDA**

DATE: October 15, 2015
STUDY SESSION DATE: N/A

AGENDA ITEM: D-2 Resolution
MEETING DATE: October 22, 2015

- **TITLE OF ITEM:** Resolution 2015-04 OB, Resolution of the Oversight Board for the Successor Agency to the City of Hollister Redevelopment Agency (RDA), adopting Approving and Authorizing the Execution of an Amended and Restated Joint Exercise of Powers Agreement.
- **BRIEF DESCRIPTION:** The Oversight Board will consider approval of a resolution that authorizes an amendment to the existing Joint Exercise of Powers Agreement between the City of Hollister and Successor Agency in order to remove the Redevelopment Agency as a party and add the Hollister Industrial Development Authority as a party.
- **STAFF RECOMMENDATION:** The Oversight Board approves the following motion: Adopt Resolution 2015-04 OB, a Resolution of the Oversight Board for the Successor Agency to the Redevelopment Agency of the City of Hollister approving the Successor Agency's entering into an amended and restated joint exercise of powers agreement.

DEPARTMENT SUMMARY: The former Redevelopment Agency (RDA) of the City of Hollister and the City of Hollister entered into a Joint Exercise of Powers Agreement creating the Hollister Joint Power Financing Authority (JPFA) in 1989. The Hollister JPFA has been successfully used by the City and the RDA in connection with numerous bond financings. The City of Hollister RDA dissolved in 2012 pursuant to the Dissolution Act (ABx1-26). The powers of the Successor Agency to the RDA are limited to winding down the affairs of the RDA. The Successor Agency will dissolve after existing RDA bonds are retired in 2032.

The proposed amendment to the Joint Exercise of Powers Agreement will remove the RDA from the JPFA and add the Hollister Industrial Development Authority to the JPFA. The purpose of the proposed amendment to the JPFA is to insure that the City of Hollister is able to continue to use the Financing Authority for future bond financings beyond the dissolution of the Successor Agency in 2032. On October 5, 2015, the City Council adopted Resolution 2015-197 and the Industrial Development Authority approved Resolution 44 approving the amendment to the JPFA to replace the Redevelopment Agency as a party with the Industrial Development Authority as a party.

The Dissolution Act (ABx1-26 and AB 1484) requires the Successor Agency to approve the proposed amendment on behalf of the RDA. The City of Hollister Successor Agency approved Resolution 2015-04 SA on October 5, 2015 requesting Oversight Board approval to enter into an Amended and Restated Joint Exercise of Powers Agreement as

required by §34180 (h) of the Dissolution Act. Resolution 2015-04 SA is included as Attachment 1 to this report. The proposed Amended Joint Power Agreement is included in Exhibit A of Resolution 2015-04 SA.

If Resolution 2015-04 OB is approved by this Oversight Board, it will be forwarded to the Department of Finance for review because pursuant to §34180 (j) of the Dissolution Act, the proposed amendment will also require approval by the Department of Finance before it can be executed by the Successor Agency. The Successor Agency Resolution 2015-04 SA authorizes the execution of the amendments only after approvals by the Oversight Board and Department of Finance.

The attached Resolution 2015-04 OB authorizes an amendment to the existing Joint Powers Exercise of Agreement that would remove the Redevelopment Agency as a party to the existing Hollister Joint Exercise of Powers Financing Authority (JPA) and add the Hollister Industrial Development Authority as a member. If there is no objection from the Oversight Board and Department of Finance, the proposed amendment to the existing Joint Powers Exercise of Agreement can be executed by the Successor Agency.

This amendment to the Joint Powers Agreement does not constitute a project under the California Environmental Quality Act (CEQA) and review under CEQA is not required.

ATTACHMENTS: Resolution, Attachment 1 – Successor Agency Resolution 2015-04 SA

CEQA:	Exempt
DEPARTMENT:	Development Services Department, Successor Agency
CONTACT PERSON:	Mary M. Paxton
PHONE NUMBER:	(831) 636-4316

RESOLUTION NO. 2015-04 OB

**A RESOLUTION OF THE OVERSIGHT BOARD FOR THE
SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF
THE CITY OF HOLLISTER APPROVING THE SUCCESSOR
AGENCY'S ENTERING INTO AN AMENDED AND RESTATED JOINT
EXERCISE OF POWERS AGREEMENT**

WHEREAS, the Redevelopment Agency of the City of Hollister (the "Redevelopment Agency") was a public body, corporate and politic, duly established and authorized to transact business and exercise powers under the provisions of the Community Redevelopment Law of the State of California, constituting Part 1 of Division 24 of the Health and Safety Code;

WHEREAS, the Redevelopment Agency and the City of Hollister (the "City") entered into a Joint Exercise of Powers Agreement (the "Joint Powers Agreement"), dated December 1, 1989, pursuant to which the Hollister Joint Powers Financing Authority (the "Financing Authority") was created;

WHEREAS, Assembly Bill 26, enacted on June 29, 2011 ("ABx1-26"), amended the Community Redevelopment Law and added Part 1.85 to Division 24 of the Health and Safety Code; ABx1-26 ordered the dissolution of all California redevelopment agencies and the vesting of all authority, rights, powers, duties and obligations of redevelopment agencies in successor agencies as therein defined;

WHEREAS, ABx1-26 also requires the dissolution of all successor agencies and the disposition and winding up of their operations;

WHEREAS, Assembly Bill 1484, enacted on June 27, 2012 ("AB 1484") further amended the Community Redevelopment Law, and also amended ABx1-26; as used in this resolution, the "Law" means the Community Redevelopment Law, as amended and supplemented by ABx1-26 and AB 1484;

WHEREAS, pursuant to ABx1-26, the City thereafter designated itself as the Successor Agency to the Redevelopment Agency of the City of Hollister (the "Successor Agency");

WHEREAS, Section 34187(b) of the Law provides that a successor agency shall terminate its existence when all of the debt of the redevelopment agency has been retired or paid off;

WHEREAS, an oversight board (the "Oversight Board") has been established for the Successor Agency under Section 34179 of the Law;

WHEREAS, Section 34180(h) of the Law authorizes a successor agency to enter into an agreement with the city that formed the redevelopment agency it is succeeding, subject to the approval of its oversight board;

WHEREAS, it is in the best public interest to provide for the Financing Authority to continue in existence notwithstanding the statutorily required termination of the Successor Agency pursuant to Section 34187(b) of the Law; and

WHEREAS, the Successor Agency has filed with this Oversight Board a copy of its Resolution No. 2015-04, pursuant to which it has requested this Oversight Board's approval to enter into an Amended and Restated Joint Exercise of Powers Agreement (the "Amended Joint Powers Agreement") as therein described, and, pursuant to Section 34180(j) of the Law, has submitted a copy of the Resolution to the California Department of Finance;

NOW, THERE, THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF HOLLISTER FINDS, DETERMINES, AND ORDERS, AS FOLLOWS:

Section 1. Recitals. The above recitals are true and correct.

Section 2. Approval of Successor Agency Action. The Successor Agency's entering into the Amended Joint Powers Agreement, substantially in the form set forth in Exhibit A of Successor Agency Resolution No. 2015-04 SA, is approved, subject to there being no objection thereto by the California Department of Finance under Section 34179(h) of the Law.

PASSED AND ADOPTED by the Oversight Board for the Successor Agency to the Redevelopment Agency of the City of Hollister, at the meeting thereof held on the 22nd day of October, 2015, by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

CHAIR

RESOLUTION NO. 2015-04 SA

A RESOLUTION OF THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF HOLLISTER APPROVING AND AUTHORIZING THE EXECUTION OF AN AMENDED AND RESTATED JOINT EXERCISE OF POWERS AGREEMENT BY AND AMONG THE CITY OF HOLLISTER, THE HOLLISTER INDUSTRIAL DEVELOPMENT AUTHORITY, AND THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF HOLLISTER, SUBJECT TO OVERSIGHT BOARD APPROVAL

WHEREAS, the Redevelopment Agency of the City of Hollister (the "Redevelopment Agency") was a public body, corporate and politic, duly established and authorized to transact business and exercise powers under the provisions of the Community Redevelopment Law of the State of California, constituting Part 1 of Division 24 of the Health and Safety Code; and

WHEREAS, the Redevelopment Agency and the City of Hollister (the "City") entered into a Joint Exercise of Powers Agreement (the "Joint Powers Agreement"), dated December 1, 1989, pursuant to which the Hollister Joint Powers Financing Authority (the "Financing Authority") was created; and

WHEREAS, Assembly Bill 26, enacted on June 29, 2011 ("ABx1-26"), amended the Community Redevelopment Law and added Part 1.85 to Division 24 of the Health and Safety Code; ABx1-26 ordered the dissolution of all California redevelopment agencies and the vesting of all authority, rights, powers, duties and obligations of redevelopment agencies in successor agencies as therein defined; and

WHEREAS, ABx1-26 also requires the dissolution of all successor agencies and the disposition and winding up of their operations; and

WHEREAS, Assembly Bill 1484, enacted on June 27, 2012 ("AB 1484") further amended the Community Redevelopment Law, and also amended ABx1-26; as used in this resolution, the "Law" means the Community Redevelopment Law, as amended and supplemented by ABx1-26 and AB 1484; and

WHEREAS, pursuant to ABx1-26, the City thereafter designated itself as the Successor Agency to the Redevelopment Agency of the City of Hollister (the "Successor Agency"); and

WHEREAS, Section 34187(b) of the Law provides that a successor agency shall terminate its existence when all of the debt of the redevelopment agency has been retired or paid off; and

WHEREAS, an oversight board (the "Oversight Board") has been established for the Successor Agency under Section 34179 of the Law; and

WHEREAS, Section 34180(h) of the Law authorizes a successor agency to enter into an agreement with the city that formed the redevelopment agency it is succeeding, subject to the approval of its oversight board; and

WHEREAS, it is in the best public interest to provide for the Financing Authority to continue in existence notwithstanding the statutorily required termination of the Successor Agency pursuant to Section 34187(b) of the Law; and

WHEREAS, there has been presented to this Successor Agency a proposed form of Amended and Restated Joint Exercise of Powers Agreement, dated as of October 1, 2015 (the "Amended Joint Powers Agreement"), by and among the City, the Successor Agency, and the Hollister Industrial Development Authority, which provides for the continuation of the Financing Authority notwithstanding the statutorily required termination of the Successor Agency.

NOW, THEREFORE, THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF HOLLISTER FINDS, DETERMINES, AND ORDERS, AS FOLLOWS:

Section 1. Recitals. The above recitals are true and correct.

Section 2. Continuation of the Authority. The Successor Agency desires to enter into the Amended and Restated Joint Exercise of Powers Agreement (the "Amended Joint Powers Agreement"), a copy of which is attached as Exhibit A, by and among the City, Successor Agency, and the Hollister Industrial Development Authority, in order for the Financing Authority to continue to exist notwithstanding the statutorily required termination of the Successor Agency.

Section 3. Request of Oversight Board. The Successor Agency requests that, pursuant to Section 34180(h) of the Law, the Oversight Board approve the Successor Agency's entering into the Amended Joint Powers Agreement, substantially in the form attached as Exhibit A.

Section 4. Submittal to Department of Finance. The Secretary is, pursuant to Section 34180(j) of the Law, directed to submit a copy of this Resolution to the Oversight Board, and, at the same time, file a copy with the San Benito County Administrative Offices, the San Benito County Auditor Controller, and the California Department of Finance.

Section 5. Execution. Subject to the approval of the Amended Joint Powers Agreement by the Oversight Board, and there being no objection thereto by the California Department of Finance under Section 34179(h) of the Law, the Chair or Vice-Chair is authorized and directed, on behalf of the Successor Agency, to execute the Amended Joint Powers Agreement, substantially in the approved form, with such changes as may be recommended by the City Attorney or Sidley Austin LLP, as Bond Counsel, and the Secretary is authorized and directed to attest or same, such execution being conclusive evidence of such approval.

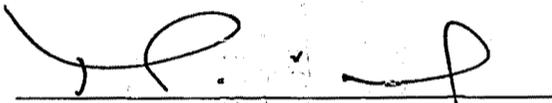
PASSED AND ADOPTED by the City Council of the City of Hollister acting in its capacity as the Successor Agency of the Hollister Redevelopment Agency, Hollister, California, at a regular meeting held on the 5th day of October, 2015, by the following vote:

AYES: Council Members Klauer, Gomez, Friend, Luna, and Mayor Velazquez.
NOES: None.
ABSTAINED: None.
ABSENT: None.



Ignacio Velazquez, Mayor

ATTEST:



Thomas A. Graves, CMC, City Clerk

APPROVED AS TO FORM:

L+G LLP, Attorneys at Law



Bradley Sullivan, City Attorney

I certify that the foregoing is a true and correct copy of the original resolution on file in the office of the City Clerk of Hollister.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official Seal of said City, this 5th day of October, 2015.

ATTEST:



Thomas A. Graves, CMC, Secretary

**DUPLICATE OF ORIGINAL
ON FILE IN THE
OFFICE OF THE CITY CLERK
CITY OF HOLLISTER**

EXHIBIT A

HOLLISTER JOINT POWERS FINANCING AUTHORITY

AMENDED AND RESTATED JOINT EXERCISE OF POWERS AGREEMENT

This Amended and Restated Joint Exercise of Powers Agreement (“Amended Joint Powers Agreement”) dated as of October 1, 2015 by and between the City of Hollister (the “City”), the City of Hollister as Successor Agency to the Redevelopment Agency of the City of Hollister (the “Successor Agency”), and the Hollister Industrial Development Authority (the “Industrial Development Authority”), each a California public agency.

RECITALS

A. Pursuant to the Joint Exercise of Powers Act (the “JPA Law”), commencing at California Government Code Section 6500, the City and the Redevelopment Agency of the City of Hollister (the “Redevelopment Agency”) entered into an agreement entitled “Joint Exercise of Powers Agreement”, dated December 1, 1989 (the “Joint Powers Agreement”) creating the Hollister Joint Powers Financing Authority (the “Financing Authority”).

B. Assembly Bill 26, enacted on June 29, 2011 (“ABx1-26), amended the Community Redevelopment Law and added Part 1.85 to Division 24 of the Health and Safety Code; ABx1-26 ordered the dissolution of all California redevelopment agencies and the vesting of all authority, rights, powers, duties and obligations of redevelopment agencies in successor agencies as therein defined; ABx1-26 also requires the dissolution of all successor agencies and the disposition and winding up of their operations;

C. Pursuant to ABx1-26, the City thereafter designated itself as the Successor Agency to the Redevelopment Agency (the “Successor Agency”);

D. As a result of the dissolution of the Redevelopment Agency and the eventual statutorily required dissolution of the Successor Agency in accordance with ABx1-26, the City will be the only remaining Member of the Financing Authority. Accordingly, the Parties desire to amend the Joint Powers Agreement in order to add the Industrial Development Authority as a Member thereof, and remove the Redevelopment Agency as a Member thereof, in order that the Financing Authority, created pursuant to the Joint Powers Agreement, as amended and restated pursuant hereto, continue as a public entity, separate and apart from its Members, with the authority to exercise all powers common to the Members under the JPA Law, including the additional powers set forth in Article 4 thereof (the “Bond Pooling Act”);

E. Capitalized terms used herein, and not previously defined in the Recitals, are defined in Article III “Definitions”.

NOW, THEREFORE, for and in consideration of the mutual benefits, covenants, and agreements set forth herein, the Parties agree as follows:

ARTICLE I

THE HOLLISTER JOINT POWERS FINANCING AUTHORITY

The Financing Authority shall exist, as a public entity separate and apart from its Members, in accordance with the JPA Law. Pursuant to Government Code Section 6508.1, the debts, liabilities, and obligations of the Financing Authority shall not constitute debts, liabilities, or obligations of any Member. A Member may separately contract for or assume responsibility for specific debts, liabilities, or obligations of the Financing Authority. For purposes of, and to the extent required by Government Code Section 6509, in exercising its powers the Financing Authority shall be subject to the restrictions upon the manner of exercising the powers of the City, except as otherwise authorized or permitted by the JPA Law, including the Bond Pooling Act.

ARTICLE II

PURPOSE AND POWERS

The purpose of the Financing Authority is in order for the Members to jointly exercise all powers common to the Members under the JPA Law and the additional powers provided in the Bond Pooling Act, including the purchase of Obligations issued by Members of the Financing Authority or other public agencies or the sale of such Obligations or issuance of bonds of the Financing Authority secured in whole or in part by such Obligations, or by any other designated source of revenues, all as permitted by the JPA Law, including the Bond Pooling Act. The Financing Authority shall have all powers common to its Members and all powers granted by applicable law, such as, without limitation, the JPA Law, including the Bond Pooling Act, and is authorized, in its own name, to do all acts necessary to exercise such powers to fulfill the purposes of this Amended Joint Powers Agreement.

Without limiting the foregoing, the Financing Authority shall have the power to do each of the following:

- A. Finance and refinance, through the issuance of bonds or other instruments of indebtedness, Public Capital Improvements and Working Capital and other costs as permitted by the JPA Law, including the Bond Pooling Act.
- B. Purchase and sell Obligations.
- C. Incur debts, liabilities, and obligations.
- D. Acquire, hold or dispose of real and personal property.
- E. Receive contributions and donations of property, funds, services, and other forms of assistance from any source.
- F. Sue and be sued in its own name.
- G. Employ agents and employees.

- H. Acquire, construct, rehabilitate, remodel, install, manage, or operate buildings, works, or improvements.
- I. Lease real and personal property (including that of a Member or Local Agency) as lessor and as lessee.
- J. Receive, collect, and disburse monies.
- K. Invest money in the treasury of the Financing Authority in the same manner and on the same conditions as Local Agencies pursuant to Government Code Section 53601.
- L. Exercise all other powers necessary and proper to carry out the provisions of this Amended Joint Powers Agreement.

ARTICLE III

DEFINITIONS

The following definitions shall apply to the provisions of this Agreement:

- A. "Amended Joint Powers Agreement" means this Amended and Restated Joint Exercise of Powers Agreement, as it may be amended from time to time.
- B. "Board of Directors" means the governing body of the Financing Authority.
- C. "Bond Pooling Act" means the Marks-Roos Local Bond Pooling Act of 1985, constituting Article 4 (commencing with Section 6584) of the JPA Law.
- D. "Bonds" means bonds, notes, commercial paper, lease-purchase agreements, certificates of participation, floating rate, and variable maturity securities or other evidences of indebtedness within the meaning of the term "bond" as defined in Section 6585(c) of the JPA Law issued by the Financing Authority pursuant to the Bond Pooling Act.
- E. "Financing Authority" means the Hollister Joint Powers Financing Authority.
- F. "Fiscal Year" means every 12 month period ending on June 30, 2016.
- G. "Industrial Development Authority" means the Hollister Industrial Development Authority established pursuant to Ordinance No. 614, adopted by the City Council of the City on November 7, 1983.
- H. "JPA Law" means Chapter 5 of Division 7 of Title 1 (commencing with Section 6500) of the California Government Code, as amended from time to time.

I. "Local Agency" means a "local agency" as defined in Section 6585(j) of the JPA Law.

J. "Member" means, upon the effective date (as defined in Section XVI hereof) of this Amended Joint Powers Agreement, the City, the Industrial Development Authority, and any public agency (as defined in Section 6500 of the JPA Law) which subsequently becomes a Member pursuant to Section XIV, and the Successor Agency will no longer be a Member.

K. "Obligation" means any bond, note, commercial paper, lease-purchase agreement, certificate of participation, floating rate, and variable maturity securities or other evidences of indebtedness within the meaning of the term "bond" as defined in Section 6585(c) of the JPA Law, which is purchased by the Financing Authority from a Local Agency which is the issuer thereof at a public or negotiated sale or which is otherwise acquired by the Financing Authority pursuant to the Bond Pooling Act or a trust agreement providing for the issuance of Bonds.

L. "Party" means a party to this Amended Joint Powers Agreement.

M. "Public Capital Improvement" shall have the meaning given to such term in Section 6585(n) of the JPA Law.

N. "Working Capital" shall have the meaning given to such term in Section 6585(v) of the JPA Law.

ARTICLE IV

PARTIES TO AGREEMENT

Each Member represents and warrants that it intends to, and does hereby, contract with the other Member and any new members admitted to the Financing Authority pursuant to Article XIV.

ARTICLE V

GOVERNING BODY

The Financing Authority shall be governed by a Board of Directors comprised of the City Council of the City (individually a "Director", collectively the "Directors"), with each Director having one vote.

A Director shall be deemed removed from the Board in the event the Director is no longer a member of the City Council.

Directors are not entitled to compensation. The Board may authorize reimbursement of expenses incurred by Directors or their alternates.

Pursuant to Government Code Section 6505.6, the Director of Finance of the City of Hollister is designated as Treasurer/Auditor of the Financing Authority. The Treasurer/Auditor of the Financing Authority shall have charge of, handle, and have access to any property of the Financing Authority, shall have custody of all the money of the Financing Authority from whatever source, and shall perform the other functions of treasurer/auditor of the Financing Authority as set forth in Sections 6505, 6505.1 and 6505.5 of the JPA Law. If the Board determines that the Treasurer/Auditor needs to obtain a fidelity bond, it shall fix the amount of the bond to be filed by the Treasurer/Auditor.

ARTICLE VI

BOARD MEETINGS AND RECORDS

A. Meetings. The Board shall fix by resolution the date upon which, and the hour and place at which, each regular meeting is to be held. (As of the date hereof, the date, time and place of each regular meeting has been established pursuant to Resolution No. 93-01 FA, adopted on January 4, 1993, as amended by Resolution No. 2015-01FA, adopted on January 20, 2015.)

B. Ralph M. Brown Act. Each meeting of the Board, including without limitation regular, adjourned regular, and special meetings, shall be called, noticed, held, and conducted in accordance with the Ralph M. Brown Act (Section 54950 et seq. of the California Government Code).

C. Minutes. The Secretary shall maintain minutes of the Financing Authority's meetings. As soon as possible after each meeting, the Secretary shall forward a copy of the minutes to each Director and each Member.

D. Quorum. A majority of the Board is a quorum for the transaction of business. However, less than a quorum may adjourn from time to time. A vote of the majority of a quorum at a meeting is sufficient to take action.

E. Conflict of Interest Code. The Financing Authority shall, to the extent required by law, adopt a Conflict of Interest Code which may be the Conflict of Interest Code of the City.

ARTICLE VII

OFFICERS

The Mayor, Vice-Mayor, City Manager, and City Clerk are designated as President, Vice-President, Executive Director and Secretary, respectively, of the Financing Authority. The President shall preside at and conduct all meetings of the Board. In the absence or inability of the president to act, the Vice-President shall act as President. The Board may appoint such other officers as it considers necessary. Officers are not entitled to compensation. The Board may authorize reimbursement of expenses incurred by officers.

The President, or any other officer of the Financing Authority so designated by the Board, may execute documents on behalf of the Financing Authority.

ARTICLE VIII

BUDGET

The Board may, as needed, adopt an annual budget for a Fiscal Year not later than thirty days prior to the beginning thereof

ARTICLE IX

ANNUAL AUDIT AND REVIEW

The Financing Authority shall strictly account for all funds and report of all receipts and disbursements and shall cause an annual financial audit of the accounts and records to be made by a certified public accountant in compliance with California Government Code Sections 6505 and 6505.5 or 6505.6 with respect to all receipts, disbursements, other transactions, and entries into the books of the Financing Authority. The minimum requirements of the audit shall be those prescribed by the State Controller for special districts under Government Code Section 26909 and shall conform to generally accepted auditing standards. A report of each audit shall be filed as a public record with each of the Members and also with the county auditor of the county in which a Member is located. The report shall be filed within twelve months of the end of the Fiscal Year under examination. The Financing Authority shall pay all costs of such financial audits.

ARTICLE X

ESTABLISHMENT AND ADMINISTRATION OF FUNDS

Funds of the Financing Authority may be commingled with other funds of the Financing Authority for investment and administration purposes.

The Treasurer/Auditor shall draw warrants to pay demands against the Financing Authority when the demands have been approved in writing by the Executive Director.

All funds or other property acquired by the Financing Authority shall be paid and disbursed as provided in resolutions of the Board or in any trust agreement securing Bonds.

ARTICLE XI

TERMINATION

This Amended Joint Powers Agreement shall continue until terminated. However, it may not be terminated until such time as all principal of and interest on Bonds, and all other amounts payable under the trust agreements pursuant to which such Bonds were issued, have been paid in full. Thereafter, this Amended Joint Powers Agreement may be terminated by vote of the then existing Members; provided, however, that this Amended Joint Powers Agreement and the Financing Authority shall continue to exist for the purposes of disposing of all claims, the distribution of assets, and any other functions necessary to conclude the affairs of the Financing Authority.

After completion of the Financing Authority's purposes, any surplus money on deposit in any fund or account of the Financing Authority shall be returned in proportion to the contributions made as required by Section 6512 of the California Government Code. In the event such surplus is generated from proceeds of any Bonds or the payment to the Financing Authority of amounts due on any Obligations, such surplus shall be distributed as provided in the applicable trust agreement. The Board is vested with all powers of the Financing Authority for the purpose of concluding and dissolving the business affairs of the Financing Authority.

ARTICLE XII

LIABILITY OF THE FINANCING AUTHORITY

Subject to limitations thereon contained in any trust agreement or other documents pursuant to which Bonds are issued, funds of the Financing Authority may be used to defend, indemnify, and hold harmless the Financing Authority, any Member, any member of the Board, and any employee or officer of the Financing Authority, for actions taken within the scope of their duties while acting on behalf of the Financing Authority.

ARTICLE XIII

NOTICES

Notices under this Amended Joint Powers Agreement shall be given and shall be deemed given when delivered or mailed by first-class mail, postage prepaid, or sent by fax or electronic transmission, addressed as follows:

To the City of Hollister:

City of Hollister
375 Fifth Street
Hollister, California 95203

Attention: Director of Finance

To the Hollister Industrial
Development Authority:

Hollister Industrial Development Authority
375 Fifth Street
Hollister, California 95203

Attention: Treasurer

The above parties may, by notice given hereunder, designate any further or different addresses to which subsequent notices or other communications shall be sent.

ARTICLE XIV

AMENDMENTS

This Amended Joint Powers Agreement may be amended at any time by written consent of the then existing Members acting through their governing bodies.

A public agency may be added as a Member of the Financing Authority pursuant to an amendment hereto approved by the Financing Authority and the public agency to be added.

ARTICLE XV

SEVERABILITY

Should any portion, term, condition, or provision of this Amended Joint Powers Agreement be decided by a court of competent jurisdiction to be illegal or in conflict with any law of the State of California, or be otherwise rendered unenforceable or ineffectual, the validity of the remaining portions, terms, conditions, and provisions shall not be affected thereby.

ARTICLE XVI

FILINGS; EFFECTIVE DATE

1. Effective Date. As used in this Article XVI, the effective date of this Amended Joint Powers Agreement shall be the date that it is executed by the Successor Agency, as set forth on the following signature page.

2. Effect of Execution by Successor Agency. Upon its execution of this Amended Joint Powers Agreement, the Successor Agency shall no longer be a Member of the Financing Authority.

3. Filing with State and County. The Secretary of the Financing Authority shall, within 30 days of the effective date, cause to be filed a notice of this Amended Joint Powers Agreement with the office of the Secretary of State, as required by Section 6503.5 of the Joint Powers Act, and, as required by Section 6503.6 of the Joint Powers Act, a copy of the Joint Powers Agreement and this Amended Joint Powers Agreement with the State Controller.

The Secretary shall, within 30 days of the effective date, also cause to be filed with the San Benito County Clerk, the information required by Section 53051 of the California Government Code.

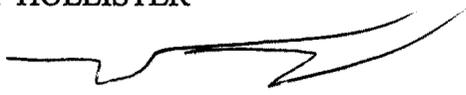
ARTICLE XVII

GOVERNING LAW

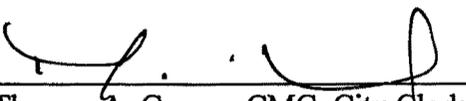
This Amended Joint Powers Agreement shall be governed by and construed in accordance with the laws of the State of California.

IN WITNESS WHEREOF, the parties hereto have executed this Amended Joint Powers Agreement as of the day and year first written above.

CITY OF HOLLISTER

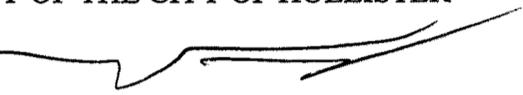
By: 

Ignacio Velazquez, Mayor

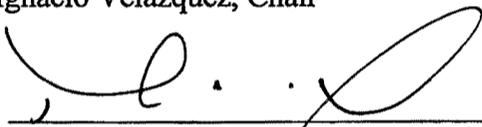
Attest: 

Thomas A. Graves, CMC, City Clerk

CITY OF HOLLISTER, AS SUCCESSOR
AGENCY TO THE REDEVELOPMENT
AGENCY OF THE CITY OF HOLLISTER

By: 

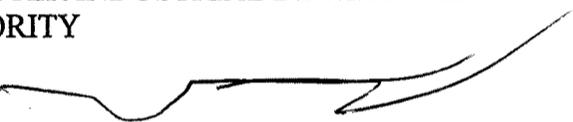
Ignacio Velazquez, Chair

Attest: 

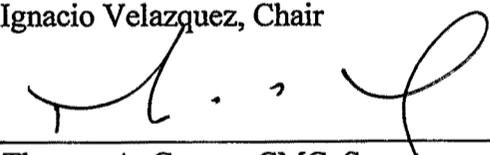
Thomas A. Graves, CMC, Secretary

Dated: 10/6/2015

HOLLISTER INDUSTRIAL DEVELOPMENT
AUTHORITY

By: 

Ignacio Velazquez, Chair

Attest: 

Thomas A. Graves, CMC, Secretary