



City of Santa Clara, California



Date: May 5, 2011

To: City Manager for Council Action

From: Elizabeth H. Silver, Interim City Attorney

Subject: Pass to print an Ordinance Adding Chapter 17.25 (entitled "Bayshore North Project Enhancement Authority") to Title 17 (entitled "Development") to "The Code of the City of Santa Clara, California" Authorizing the Establishment by Resolution of the Authority and Designating Authority Officers and Setting the Place and Time for Regular Authority Meetings

EXECUTIVE SUMMARY:

Santa Clara's Charter section 400 and Sections 5(a) and 7 of Article XI of the California Constitution provide authority to the City to create new public entities. Staff prepared the attached ordinance adding Chapter 17.25 (entitled "Bayshore North Project Enhancement Authority") to Title 17 (entitled "Development") to "The Code of the City of Santa Clara, California" to authorize the Council, when it determines it appropriate, to establish a new public entity to be called the Bayshore North Project Enhancement Authority ("Authority"). The Council would adopt a resolution to establish the Authority. Proposed Chapter 17.25 is similar to Chapter 16.20 of the City Code which authorized the creation of the Sports and Open Space Authority.

The new public entity would have the power to plan, maintain, improve, protect and promote the economic development of the area of the City within the Bayshore North Project Area and to take all actions to expand opportunities for economic growth within such area, including opportunities for facilities for professional sporting and other events.

The Authority shall not transact any business or exercise any powers unless and until the City Council by resolution declares that there is need for the Authority to function in the City. The ordinance provides that the City Council members shall serve as the governing body of the Authority. The Mayor would serve as Chairperson of the new Authority, the Vice Mayor would be Vice Chairperson, the City Manager would be Executive Director, the City Clerk would be Secretary, the Director of Finance would be Treasurer and the City Attorney would be Authority Counsel. The ordinance provides that the Authority would meet at least annually, at the same time and place the Council has its first meeting of every year. It specifies that the governing board members would receive no compensation for attending meetings.

Once established, the Authority could become a party to the Joint Powers Agreement between the City of Santa Clara and the Santa Clara Redevelopment Agency, which established the Santa Clara Stadium Authority. In the event that the Santa Clara Redevelopment Agency ceased to exist, the Stadium Authority would continue as a public entity consisting then of only two members, the Bayshore North Project Enhancement Authority and the City.

May 5, 2011

Elizabeth H. Silver, Interim City Attorney

Re: Pass to Print Ordinance establishing the Bayshore North Project Enhancement Authority

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ADVANTAGES AND DISADVANTAGES OF ISSUE:

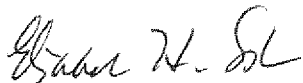
There are no known disadvantages at this time.

ECONOMIC/FISCAL IMPACT:

There is no cost to the City other than administrative staff time and expense.

RECOMMENDATION:

That Council pass to print the attached ordinance adding Chapter 17.25 (entitled "Bayshore North Project Enhancement Authority") to Title 17 (entitled "Development") of "The Code of the City of Santa Clara, California" establishing the Bayshore North Project Enhancement Authority.



Elizabeth H. Silver
Interim City Attorney

APPROVED:



Jennifer Sparacino
City Manager

Documents Related to this Report:

1 Ordinance

I:\AGENDA\AGENDA REPORTS\Bayshore North Project Enhancement Authority Establishment 05-05-11.doc

1638043.1

ORDINANCE NO. _____

**AN ORDINANCE OF THE CITY OF SANTA CLARA,
CALIFORNIA, ADDING CHAPTER 17.25 (ENTITLED
“BAYSHORE NORTH PROJECT ENHANCEMENT
AUTHORITY”) TO TITLE 17 (ENTITLED
“DEVELOPMENT”) OF “THE CODE OF THE CITY OF
SANTA CLARA, CALIFORNIA”**

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

WHEREAS, this ordinance is enacted pursuant to the City’s powers under section 400 of the Charter of the City of Santa Clara, California, and Sections 5(a) and 7 of Article XI of the California Constitution.

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

SECTION 1: That a new Chapter 17.25 (entitled “Bayshore North Project Enhancement Authority”) is added to Title 17 (entitled “Development”) of “The Code of the City of Santa Clara, California” to read as follows:

“Chapter 17.25

BAYSHORE NORTH PROJECT ENHANCEMENT AUTHORITY

Sections:

Article I. General Provisions and Definitions

17.25.010	Public uses and purposes.
17.25.020	Legislative finding and declaration.
17.25.030	Purpose.
17.25.040	Municipal affair.
17.25.050	Effect of chapter upon other law.
17.25.060	Application of planning, zoning, etc., laws and ordinances.
17.25.070	Partial invalidity.
17.25.080	Effect of definitions.
17.25.090	Authority.
16.20.100	Obligee of authority – Obligee.
17.25.110	State public body.
17.25.120	Project.

Article II. Bayshore North Project Enhancement Authority

- 17.25.130 Establishment.
- 17.25.140 Resolution of need for Authority to function.
- 17.25.150 Evidence of establishment and authorization.
- 17.25.160 City Council as Authority and Officers.
- 17.25.170 Meetings – Vote necessary to act.
- 17.25.180 Meeting expenses.
- 17.25.190 Administrative expenses.
- 17.25.200 Reports.
- 17.25.210 Financial statements.
- 17.25.220 Failure to function – Suspension of Authority.
- 17.25.230 Restoration of Authority.
- 17.25.240 Termination of Authority and Winding up affairs.

Article III. Powers

- 17.25.250 Corporate powers.
- 17.25.260 Acquisition and disposal of property – Projects – Insurance.
- 17.25.270 Maintenance and management.
- 17.25.280 Establishment and operation of property.
- 17.25.290 Receipt and expenditure of funds.
- 17.25.300 Investments.
- 17.25.310 Borrowing.
- 17.25.320 Exercise of powers.
- 17.25.330 Necessary or convenient acts.
- 17.25.340 Use of services and facilities of City.
- 17.25.350 Managing agency agreements.
- 17.25.360 Grants and loans for public purposes.
- 17.25.370 Contributions from City Prohibited

Article IV. Revenue Bonds

- 17.25.380 Bonds.
- 17.25.390 Power to borrow and issue bonds – Nature of bonds.
- 17.25.400 Limited Liability.

Article V. Rights of Obligees

- 17.25.410 Enforcement of rights.

Article I. General Provisions and Definitions

17.25.010 Public uses and purposes.

Planning, maintaining, improving, protecting and promoting the sound economic development of the area of the City located within the Bayshore North Project Area and the performance of all undertakings incidental or advantageous thereto are public uses and purposes for which public money may be spent and are governmental functions.

17.25.020 Legislative finding and declaration.

The Council finds and declares as follows:

(a) That it is the policy of the City of Santa Clara to protect and promote the sound economic development of the area of the City of Santa Clara within the Bayshore North Project Area and the general welfare of the inhabitants through the employment of all appropriate means.

(b) That such means may include leasing property for construction and use of a facility for professional sporting and other events as well as other development.

(c) That the anticipated increase in the population of the City demands that the City take action to ensure opportunities for economic development within the City of Santa Clara.

(d) That employment opportunities for the residents of the City of Santa Clara are vital to the City's future peace and prosperity.

(e) That for these reasons this chapter is necessary in the public interest for the promotion of the public health, safety and general welfare of the residents of the City of Santa Clara.

17.25.030 Purpose.

It is the purpose of the Council in enacting this chapter to expand opportunities for economic growth within the area of the City within the Bayshore North Project Area, including opportunities for facilities for professional sporting and other events.

17.25.040 Municipal affair.

The activities set forth in SCCC 17.25.010 are a municipal affair, necessary and appropriate to a municipal corporation and the general welfare of its inhabitants, and not prohibited by the Constitution of the State of California nor by the City Charter.

17.25.050 Effect of chapter upon other law.

This chapter shall not affect any other provision of law relating to the same or a similar subject but provides an alternative method of procedure governing the subject to which it relates, and it shall not abridge, modify or otherwise affect the right of the City to exercise any power given to it by the Constitution or any other law.

17.25.060 Application of planning, zoning, etc., laws and ordinances.

Authority projects are subject to the planning, zoning, sanitary, and building laws, ordinances, and regulations applicable to the area in which they are situated. In the planning and location of any facility, the Authority is subject to any and all officially adopted plans for the development of the area in which the Authority functions to the same extent as if it were a private entity.

17.25.070 Partial invalidity.

If any provision of this chapter, or its application to any person or circumstance, is held invalid, the remainder of the chapter, or the application of such provision to other persons or circumstances, shall not be affected thereby.

17.25.080 Effect of definitions.

Unless the context otherwise requires, the definitions set forth in this Article govern the construction of this chapter.

17.25.090 Authority.

“Authority” means the public corporation created by Article II of this chapter.

17.25.100 Obligee of Authority – Obligee.

“Obligee of the Authority” or “obligee” means any of the following:

- (a) Any bondholder or trustee for any bondholders.
- (b) Any lessor demising to the Authority property used in connection with a Project or any assignee of all or part of such lessor’s interest.
- (c) The State of California or the United States, or any agency of either, when a party to any contract with the Authority by which aid or a loan is given or made to the Authority.

17.25.110 State public body.

“State public body” means the State of California, or any city, city and county, county, district, authority, or any other subdivision or public body of the State of California.

17.25.120 Project.

“Project” means any acquisition, improvement, construction, or undertaking of any kind authorized by this chapter.

Article II. Bayshore North Project Enhancement Authority

17.25.130 Establishment.

There is in the City a public body corporate and politic known as the Bayshore North Project Enhancement Authority of the City. The Authority shall be a public entity separate and apart from the City and any other entity or agency which is controlled by or is otherwise related to the City.

17.25.140 Resolution of need for Authority to function.

The Authority shall not transact any business or exercise any powers unless and until the City Council by resolution declares that there is a need for the Authority to function in the City.

17.25.150 Evidence of establishment and authorization.

In any suit, action, or proceeding by or against or in any manner relating to the Authority, the Authority shall be conclusively deemed to have become established and authorized to transact business and exercise its powers upon proof of the adoption of the resolution by the City Council declaring the need for the Authority to function.

17.25.160 City Council as Authority and Officers.

The members of the City Council shall constitute the members of the governing body of the Authority. Upon adoption of a resolution pursuant to SCCC 17.25.140, the members of the City Council shall have all the rights, powers, duties, privileges, and immunities vested by this chapter in the governing board of the Authority. The Mayor shall serve as the Chairperson of the Authority and the Vice Mayor shall serve as the Vice Chairperson. The City Manager, City Attorney, Director of Finance and City Clerk shall serve as the Executive Director, Authority Counsel, Treasurer and Secretary of the Authority, respectively.

17.25.170 Meetings – Vote necessary to act.

The governing board of the Authority shall hold a regular meeting at least once a year at such time, date and place as specified by resolution of the governing board. All meetings of the governing board shall be subject to the provisions of the Ralph M. Brown Act of the State of California. The vote necessary to take action shall be the same as that required for the City Council to take similar action.

17.25.180 Meeting expenses.

Members of the governing board of the Authority shall not receive any compensation for attending meetings of the governing board.

17.25.190 Administrative expenses.

Notwithstanding the provisions of Section 17.25.370, the Authority may contract with the City for the provision of administrative services, provided the Authority reimburses the City for the full cost of such services.

17.25.200 Reports.

Annually, the Authority shall prepare a detailed report of all its transactions, including a statement of all revenues and expenditures.

17.25.210 Financial statements.

At least once annually, the Authority shall prepare a statement of all its financial affairs, audited by independent certified public accountants. The statement shall be made available in the office of the Authority's Treasurer for public inspection.

17.25.220 Failure to function – Suspension of Authority.

If within four years after the adoption of a resolution declaring the need for an Authority to function in the City, the Authority has not issued bonds, or entered into any contract, the City Council by resolution may declare that there is no need for the Authority to function in the City. Upon the adoption of such resolution, the offices of the members of the Authority become vacant and the capacity of the Authority to transact business or exercise any power is suspended until the City Council again adopts a resolution declaring the need for the Authority to function.

17.25.230 Restoration of Authority.

Upon the termination of any such suspension by the adoption of such resolution declaring the need for the Authority to function, proceedings for the organization and activation of the Authority shall be had and taken as if such resolution were the original resolution declaring need for a Bayshore North Project Enhancement Authority to function provided for by SCCC 17.25.140.

17.25.240 Termination of Authority and Winding up affairs.

The City Council, by adoption of a resolution declaring there is no need for an Authority to function, may order the dissolution of the Authority if the Authority has no outstanding bonded indebtedness, and if the unanimous written consent of the members of the governing body of the Authority is first obtained. Thereafter, the City Council may wind up the affairs of the Authority including taking title to all property of the Authority for the benefit of the City.

Article III. Powers

17.25.250 Corporate powers.

In order to achieve the purposes set forth in Article I, the Authority may:

(a) Sue and be sued, have a seal, and make and execute contracts and other instruments necessary or convenient to the exercise of its powers.

(b) Make, and from time to time amend and repeal, bylaws and regulations not inconsistent with this chapter to carry into effect the powers and purposes hereof.

(c) Select and appoint or remove such permanent and temporary agents and employees, as it requires, and may determine their qualifications, duties, and compensation. The powers of the Authority under this article are subject to all limitations and rights applicable to similar employment by the City, unless by the resolution adopted pursuant to section 17.25.140, the City Council otherwise determines.

17.25.260 Acquisition and disposal of property – Projects – Insurance.

The Authority may:

(a) Purchase, lease, obtain options upon, acquire by gift, grant, bequest, devise, or otherwise, any real or personal property within the area of the City within the Bayshore North Project

Area, or any interest in, or improvements on, such property by any means by which the City is authorized to do so.

(b) Sell, lease, exchange, transfer, assign, encumber (by mortgage, deed of trust, or otherwise) or otherwise dispose of any real or personal property or any interest in such property.

(c) Insure any of its real or personal property or operations against risks or hazards.

17.25.270 Maintenance and management.

The Authority may acquire, construct, rent, lease, maintain, repair, manage and operate all or any portion of any real and personal property. Leases may be negotiated without competitive bidding or awarded after competitive bidding in such manner as may be established by the Authority.

17.25.280 Establishment and operation of property.

The Authority may do any act to acquire and maintain property within the area of the City within the Bayshore North Project Area, to devote such property to uses and activities consistent with the purposes of this chapter and to acquire and construct such improvements on property owned, controlled, or operated by it as may be necessary or appropriate to such uses and activities.

17.25.290 Receipt and expenditure of funds.

The Authority may receive, control, and order the expenditure of any and all money and funds pertaining to its facilities or properties, including but not limited to:

- (a) All revenue derived from operations of the Authority.
- (b) The proceeds of all financial aid or assistance by the State of California or the Federal government.
- (c) The proceeds of assessments or special taxes levied by the City.
- (d) The proceeds of all bonds issued pursuant to this chapter.

17.25.300 Investments.

The Authority may invest funds held in reserve, or sinking funds, or funds not required for immediate disbursement, in property or securities in which cities may legally invest funds subject to their control. No such investment shall be made in contravention of any covenant or agreement with the holders of any bonds of the Authority issued and outstanding.

17.25.310 Borrowing.

The Authority may borrow money or accept financial or other assistance from the State, the Federal government, or any other source for or in aid of any Project within its area of operation, and to such ends may comply with any conditions attached thereto.

17.25.320 Exercise of powers.

The Authority may exercise all or any part or combination of the powers granted by this chapter.

17.25.330 Necessary or convenient acts.

The Authority may do and perform any and all other acts and things necessary, convenient, desirable, or appropriate to carry out the provisions of this chapter.

17.25.340 Use of services and facilities of City.

In order that there may be no unnecessary duplication of effort or expense, the Authority may provide for the furnishing of services by, and the use of facilities of, any department, office or agency of the City in lieu of, or in conjunction with, the direct provision by the Authority of services and the use of facilities through employment or purchase or other means. The furnishing of such services and the use of such facilities of any such department, office or agency shall be upon such terms and conditions as may be approved by the Authority and the City Council, and subject to reimbursement to the appropriate funds of the City for the reasonable value thereof.

17.25.350 Managing agency agreements.

Whenever the Authority determines that the management and operation of any facility authorized hereunder is so complex and specialized as to require that it be accomplished by specially qualified persons, it may make and enter into managing agency agreements with competent persons, firms or corporations specially trained and experienced to render such services, subject to retention of such controls over rates and use of the facility as are necessary or desirable to assure its operation as a public authority.

17.25.360 Grants and loans for public purposes.

The Authority may make grants or loans of money or property to the redevelopment agency, stadium authority, housing authority, parking authority or any other agency or authority of the City, or to the City itself, to facilitate the accomplishment of any public purpose, subject to such terms and conditions as may be established by the Authority and provided the governing board makes appropriate findings that such grant or loan does not constitute a gift of public funds or violate any statutory prohibition. Such public purposes may be carried out and accomplished by the entity to which such grant or loan was made without limitation or restriction by reason of the existence of such grant or loan, other than such as may be established by such terms and conditions.

17.25.370 Contributions from City Prohibited.

Notwithstanding any provision herein, the Authority may not accept any monies or property from the City, whether denominated a gift, donation, contribution or otherwise.

Article IV. Revenue Bonds

17.25.380 Bonds.

As used in this chapter, “bonds” means revenue bonds issued pursuant to this article or under any applicable general law of the State of California.

17.25.390 Power to borrow and issue bonds – Nature of bonds.

The Authority shall have power to borrow money to provide funds for any Project, including without limitation funds for the purpose of making grants or loans pursuant to SCCC 17.25.360, and to issue in its name revenue bonds to evidence the indebtedness created by such borrowing. The bonds of each issue shall constitute special obligations, and evidence a special indebtedness, of the Authority, which shall be a charge upon, and payable, both as principal and interest and as to any premiums upon the redemption of any thereof, solely from, such revenues and funds as are specified therein and in the proceedings for their issuance.

17.25.400 Limited Liability.

Neither the members of the governing board of the Authority nor any persons executing the bonds are liable personally on the bonds by reason of their issuance. The bonds and other obligations of the Authority are not a debt of the City, or any of its enterprises, the State or any of its political subdivisions. The bonds do not constitute an indebtedness within the meaning of any constitutional or statutory debt limitation or restriction.

Article V. Rights of Obligees

17.25.410 Enforcement of rights.

In addition to all other rights conferred on an Obligee and subject only to any contractual restrictions binding upon him, an Obligee may:

(a) By mandamus, suit, action, or proceeding at law or in equity, compel the Authority and its members, officers, agents or employees to perform every term, provision, and covenant contained in any contract of the Authority with or for the benefit of the Obligee, to carry out all covenants and agreements of the Authority, and to fulfill all duties imposed upon the Authority by this chapter.

(b) By suit, action, or proceeding in equity, enjoin any acts or things which are unlawful and in violation of any of the rights of the Obligee.

The members, officers, agents and employees of the Authority are not personally liable for damages caused by the performance or nonperformance of their duties under this chapter or any contract or indenture made pursuant thereto.”

SECTION 2: Savings clause.

The changes provided for in this ordinance shall not affect any offense or act committed or done or any penalty or forfeiture incurred or any right established or accruing before the effective date of this ordinance; nor shall it affect any prosecution, suit or proceeding pending or any judgment rendered prior to the effective date of this ordinance. All fee schedules shall remain in force until superseded by the fee schedules adopted by the City Council.

SECTION 3: Constitutionality, severability.

If any section, subsection, sentence, clause, phrase, or word of this ordinance is for any reason held by a court of competent jurisdiction to be unconstitutional or invalid for any reason, such decision shall not affect the validity of the remaining portions of the ordinance. The City Council hereby declares that it would have passed this ordinance and each section, subsection, sentence, clause, phrase, and word thereof, irrespective of the fact that any one or more section(s), subsection(s), sentence(s), clause(s), phrase(s), or word(s) be declared invalid.

SECTION 4: Effective date.

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 ____ day of _____, 2011, by the following vote:

AYES: COUNCILORS:

NOES: COUNCILORS:

ABSENT: COUNCILORS:

ABSTAINED: COUNCILORS:

ATTEST:

ROD DIRIDON, JR.
CITY CLERK
CITY OF SANTA CLARA

Attachments incorporated by reference: None
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ORDINANCE NO. 1887

**AN ORDINANCE OF THE CITY OF SANTA CLARA,
CALIFORNIA, ADDING CHAPTER 17.25 (ENTITLED
“BAYSHORE NORTH PROJECT ENHANCEMENT
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BE IT ORDAINED BY THE CITY OF SANTA CLARA AS FOLLOWS:

WHEREAS, this ordinance is enacted pursuant to the City’s powers under section 400 of the Charter of the City of Santa Clara, California, and Sections 5(a) and 7 of Article XI of the California Constitution.

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SECTION 1: That a new Chapter 17.25 (entitled “Bayshore North Project Enhancement Authority”) is added to Title 17 (entitled “Development”) of “The Code of the City of Santa Clara, California” to read as follows:

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The governing board of the Authority shall hold a regular meeting at least once a year at such time, date and place as specified by resolution of the governing board. All meetings of the governing board shall be subject to the provisions of the Ralph M. Brown Act of the State of California. The vote necessary to take action shall be the same as that required for the City Council to take similar action.

17.25.180 Meeting expenses.

Members of the governing board of the Authority shall not receive any compensation for attending meetings of the governing board.

17.25.190 Administrative expenses.

Notwithstanding the provisions of Section 17.25.370, the Authority may contract with the City for the provision of administrative services, provided the Authority reimburses the City for the full cost of such services.

17.25.200 Reports.

Annually, the Authority shall prepare a detailed report of all its transactions, including a statement of all revenues and expenditures.

17.25.210 Financial statements.

At least once annually, the Authority shall prepare a statement of all its financial affairs, audited by independent certified public accountants. The statement shall be made available in the office of the Authority's Treasurer for public inspection.

17.25.220 Failure to function – Suspension of Authority.

If within four years after the adoption of a resolution declaring the need for an Authority to function in the City, the Authority has not issued bonds, or entered into any contract, the City Council by resolution may declare that there is no need for the Authority to function in the City. Upon the adoption of such resolution, the offices of the members of the Authority become vacant and the capacity of the Authority to transact business or exercise any power is suspended until the City Council again adopts a resolution declaring the need for the Authority to function.

17.25.230 Restoration of Authority.

Upon the termination of any such suspension by the adoption of such resolution declaring the need for the Authority to function, proceedings for the organization and activation of the Authority shall be had and taken as if such resolution were the original resolution declaring need for a Bayshore North Project Enhancement Authority to function provided for by SCCC 17.25.140.

17.25.240 Termination of Authority and Winding up affairs.

The City Council, by adoption of a resolution declaring there is no need for an Authority to function, may order the dissolution of the Authority if the Authority has no outstanding bonded indebtedness, and if the unanimous written consent of the members of the governing body of the Authority is first obtained. Thereafter, the City Council may wind up the affairs of the Authority including taking title to all property of the Authority for the benefit of the City.

Article III. Powers

17.25.250 Corporate powers.

In order to achieve the purposes set forth in Article I, the Authority may:

(a) Sue and be sued, have a seal, and make and execute contracts and other instruments necessary or convenient to the exercise of its powers.

(b) Make, and from time to time amend and repeal, bylaws and regulations not inconsistent with this chapter to carry into effect the powers and purposes hereof.

(c) Select and appoint or remove such permanent and temporary agents and employees, as it requires, and may determine their qualifications, duties, and compensation. The powers of the Authority under this article are subject to all limitations and rights applicable to similar employment by the City, unless by the resolution adopted pursuant to section 17.25.140, the City Council otherwise determines.

17.25.260 Acquisition and disposal of property – Projects – Insurance.

The Authority may:

(a) Purchase, lease, obtain options upon, acquire by gift, grant, bequest, devise, or otherwise, any real or personal property within the area of the City within the Bayshore North Project

Area, or any interest in, or improvements on, such property by any means by which the City is authorized to do so.

(b) Sell, lease, exchange, transfer, assign, encumber (by mortgage, deed of trust, or otherwise) or otherwise dispose of any real or personal property or any interest in such property.

(c) Insure any of its real or personal property or operations against risks or hazards.

17.25.270 Maintenance and management.

The Authority may acquire, construct, rent, lease, maintain, repair, manage and operate all or any portion of any real and personal property. Leases may be negotiated without competitive bidding or awarded after competitive bidding in such manner as may be established by the Authority.

17.25.280 Establishment and operation of property.

The Authority may do any act to acquire and maintain property within the area of the City within the Bayshore North Project Area, to devote such property to uses and activities consistent with the purposes of this chapter and to acquire and construct such improvements on property owned, controlled, or operated by it as may be necessary or appropriate to such uses and activities.

17.25.290 Receipt and expenditure of funds.

The Authority may receive, control, and order the expenditure of any and all money and funds pertaining to its facilities or properties, including but not limited to:

- (a) All revenue derived from operations of the Authority.
- (b) The proceeds of all financial aid or assistance by the State of California or the Federal government.
- (c) The proceeds of assessments or special taxes levied by the City.
- (d) The proceeds of all bonds issued pursuant to this chapter.

17.25.300 Investments.

The Authority may invest funds held in reserve, or sinking funds, or funds not required for immediate disbursement, in property or securities in which cities may legally invest funds subject to their control. No such investment shall be made in contravention of any covenant or agreement with the holders of any bonds of the Authority issued and outstanding.

17.25.310 Borrowing.

The Authority may borrow money or accept financial or other assistance from the State, the Federal government, or any other source for or in aid of any Project within its area of operation, and to such ends may comply with any conditions attached thereto.

17.25.320 Exercise of powers.

The Authority may exercise all or any part or combination of the powers granted by this chapter.

17.25.330 Necessary or convenient acts.

The Authority may do and perform any and all other acts and things necessary, convenient, desirable, or appropriate to carry out the provisions of this chapter.

17.25.340 Use of services and facilities of City.

In order that there may be no unnecessary duplication of effort or expense, the Authority may provide for the furnishing of services by, and the use of facilities of, any department, office or agency of the City in lieu of, or in conjunction with, the direct provision by the Authority of services and the use of facilities through employment or purchase or other means. The furnishing of such services and the use of such facilities of any such department, office or agency shall be upon such terms and conditions as may be approved by the Authority and the City Council, and subject to reimbursement to the appropriate funds of the City for the reasonable value thereof.

17.25.350 Managing agency agreements.

Whenever the Authority determines that the management and operation of any facility authorized hereunder is so complex and specialized as to require that it be accomplished by specially qualified persons, it may make and enter into managing agency agreements with competent persons, firms or corporations specially trained and experienced to render such services, subject to retention of such controls over rates and use of the facility as are necessary or desirable to assure its operation as a public authority.

17.25.360 Grants and loans for public purposes.

The Authority may make grants or loans of money or property to the redevelopment agency, stadium authority, housing authority, parking authority or any other agency or authority of the City, or to the City itself, to facilitate the accomplishment of any public purpose, subject to such terms and conditions as may be established by the Authority and provided the governing board makes appropriate findings that such grant or loan does not constitute a gift of public funds or violate any statutory prohibition. Such public purposes may be carried out and accomplished by the entity to which such grant or loan was made without limitation or restriction by reason of the existence of such grant or loan, other than such as may be established by such terms and conditions.

17.25.370 Contributions from City Prohibited.

Notwithstanding any provision herein, the Authority may not accept any monies or property from the City, whether denominated a gift, donation, contribution or otherwise.

Article IV. Revenue Bonds

17.25.380 Bonds.

As used in this chapter, “bonds” means revenue bonds issued pursuant to this article or under any applicable general law of the State of California.

17.25.390 Power to borrow and issue bonds – Nature of bonds.

The Authority shall have power to borrow money to provide funds for any Project, including without limitation funds for the purpose of making grants or loans pursuant to SCCC 17.25.360, and to issue in its name revenue bonds to evidence the indebtedness created by such borrowing. The bonds of each issue shall constitute special obligations, and evidence a special indebtedness, of the Authority, which shall be a charge upon, and payable, both as principal and interest and as to any premiums upon the redemption of any thereof, solely from, such revenues and funds as are specified therein and in the proceedings for their issuance.

17.25.400 Limited Liability.

Neither the members of the governing board of the Authority nor any persons executing the bonds are liable personally on the bonds by reason of their issuance. The bonds and other obligations of the Authority are not a debt of the City, or any of its enterprises, the State or any of its political subdivisions. The bonds do not constitute an indebtedness within the meaning of any constitutional or statutory debt limitation or restriction.

Article V. Rights of Obligees

17.25.410 Enforcement of rights.

In addition to all other rights conferred on an Obligee and subject only to any contractual restrictions binding upon him, an Obligee may:

(a) By mandamus, suit, action, or proceeding at law or in equity, compel the Authority and its members, officers, agents or employees to perform every term, provision, and covenant contained in any contract of the Authority with or for the benefit of the Obligee, to carry out all covenants and agreements of the Authority, and to fulfill all duties imposed upon the Authority by this chapter.

(b) By suit, action, or proceeding in equity, enjoin any acts or things which are unlawful and in violation of any of the rights of the Obligee.

The members, officers, agents and employees of the Authority are not personally liable for damages caused by the performance or nonperformance of their duties under this chapter or any contract or indenture made pursuant thereto.”

SECTION 2: Savings clause.

The changes provided for in this ordinance shall not affect any offense or act committed or done or any penalty or forfeiture incurred or any right established or accruing before the effective date of this ordinance; nor shall it affect any prosecution, suit or proceeding pending or any judgment rendered prior to the effective date of this ordinance. All fee schedules shall remain in force until superseded by the fee schedules adopted by the City Council.

SECTION 3: Constitutionality, severability.

If any section, subsection, sentence, clause, phrase, or word of this ordinance is for any reason held by a court of competent jurisdiction to be unconstitutional or invalid for any reason, such decision shall not affect the validity of the remaining portions of the ordinance. The City Council hereby declares that it would have passed this ordinance and each section, subsection, sentence, clause, phrase, and word thereof, irrespective of the fact that any one or more section(s), subsection(s), sentence(s), clause(s), phrase(s), or word(s) be declared invalid.

SECTION 4: Effective date.

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 10th day of May, 2011, by the following vote:

AYES:	COUNCILORS:	Gillmor, Kennedy, Mahan, McLeod and Moore and Mayor Matthews
NOES:	COUNCILORS:	None
ABSENT:	COUNCILORS:	Kolstad
ABSTAINED:	COUNCILORS:	None

ATTEST:



ROD DIRIDON, JR.
CITY CLERK
CITY OF SANTA CLARA

Attachments incorporated by reference:
None