

**SLEEPY HOLLOW FIRE PROTECTION DISTRICT**

**RESOLUTION NO. 2024-5**

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**RESOLUTION OF THE SLEEPY HOLLOW FIRE PROTECTION DISTRICT  
APPROVING FINDINGS OF FACT OF BOARD OF DIRECTORS  
AND AUTHORIZING THE NEGOTIATION OF AN AGREEMENT  
WITH THE TOWN OF SAN ANSELMO AND WITH THE CONSENT OF  
THE ROSS VALLEY FIRE DEPARTMENT JOINT POWERS AUTHORITY  
FOR DISTRICT FINANCIAL CONTRIBUTIONS TO THE TOWN'S  
*FIRE STATION 20 DESIGN, REPAIR, AND RENOVATION PROJECT*  
(THE "PROJECT")**

**AND**

**APPROVING THE DISTRICT STRATEGY FOR CONTRIBUTING FUNDING TO THE  
PROJECT SUBJECT TO THE EXECUTION OF A DEFINITIVE AGREEMENT**

**AND**

**AUTHORIZING THE BOARD SECRETARY TO NEGOTIATE ON THE  
DISTRICT'S BEHALF SUCH A DEFINITIVE AGREEMENT TO BE PRESENTED TO  
THE BOARD FOR REVIEW AND APPROVAL WHEN FINALIZED**

**AND**

**AUTHORIZING THE BOARD PRESIDENT TO MAKE FINAL CHANGES TO THE  
AGREEMENT AND TO EXECUTE THE AGREEMENT**

WHEREAS, California Health and Safety Code section 13861(f) authorizes the Board of Directors of the District to enter into contracts pursuant to California Public Contract Code sections 20810 *et seq.* when the Board determines that it is in the public interest for the District to contract with any other public agency for fire protection services, rescue services, emergency medical services, hazardous material emergency response services, ambulance services, and any other emergency services for the protection of lives and property; and

WHEREAS, Findings, which are attached to this Resolution as Exhibit A, have been prepared pursuant to California Health and Safety Code section 13861(f) that set forth the District's need for and provisions of a proposed agreement between the District and the Town of San Anselmo (the "Town") with the consent of the Ross Valley Fire Department Joint Powers Authority (the "Authority") in certain detail (the "Agreement"); and

WHEREAS, the Findings have been made available to the general public for inspection on the District's web site and at the residence of the District's custodian of records more than 72 hours prior to the public meeting at which the Findings and the Agreement were considered by the District; and

WHEREAS, the Board of Directors has considered the evidence and testimony presented at such public meeting.

NOW, THEREFORE, the Board of Directors of the Sleepy Hollow Fire Protection District hereby resolves as follows:

SECTION 1. The foregoing Recitals are true and correct and are incorporated into this Resolution by this reference.

SECTION 2. The Board of Directors finds and determines that the Findings prepared pursuant to California Health and Safety Code section 13861 and the proposed Agreement will assist in the full implementation of the District's Strategic Plans and therefore the Agreement will serve the health, safety, and welfare of the residents and others within the District..

SECTION 3. Subject to the terms and conditions of the Agreement, the Board of Directors hereby approves the Agreement substantially in the form as attached hereto as Exhibit B and incorporated herein by this reference. The District's financial contributions to the Project subject to the Town's accomplishment of specific Milestones, the corresponding payment dates, place of payment, and other terms of the Agreement shall be as provided in the Agreement, as finally executed; provided, however, that the aggregate amount of the District's contributions payable under the Agreement shall not exceed \$1,500,000.

SECTION 4. The approval of the Agreement through this Resolution does not commit the District to any action that may have a significant effect on the environment. As a result, such action does not constitute a "project" subject to the requirements of the California Environmental Quality Act.

SECTION 5. The Secretary of the District Board of Directors is hereby authorized to negotiate on the District's behalf the definitive Agreement, which Agreement shall be presented to the Board for review and approval when finalized.

SECTION 6. The President of the District Board of Directors is hereby authorized to make final changes to the Agreement that are consistent with this Resolution, and the President is hereby authorized to execute the Agreement and any other documents reasonably necessary to effectuate the provisions of the Agreement, to take all actions, on behalf of District, to enter into any amendments or modifications (including without limitation, the exhibits) to the Agreement that the President determines, in consultation with the District's counsel, are in the best interests of the District, do not materially increase the obligations or liabilities of the District, and are necessary or advisable to complete the transaction and effectuate the purposes and intent of this Resolution and are in compliance with all applicable laws, all subject to final review and approval by the District's counsel.

PASSED AND ADOPTED at a Special Meeting of the Board of Directors held this \_\_\_\_ day of November 2024 by the following vote:

AYES: \_\_\_\_\_

NOES: \_\_\_\_\_

ABSENT: \_\_\_\_\_

\_\_\_\_\_  
Richard C. Shortall, Jr., Director/President

ATTEST

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Thomas J. Finn, Director/Secretary