\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**SLEEPY HOLLOW FIRE PROTECTION DISTRICT**

**RESOLUTION NO. 2018-3**

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**RESOLUTION APPROVING FINDINGS OF FACT OF BOARD OF DIRECTORS**

**AND AUTHORIZING A LEASE AGREEMENT**

**WITH THE SLEEPY HOLLOW CHARITABLE FOUNDATION**

**WITH THE CONSENT OF THE SLEEPY HOLLOW HOMES ASSOCIATION**

**FOR DISTRICT PUBLIC FACILITIES**

WHEREAS, California Health and Safety Code section 13861 authorizes the Board of Directors of the District to enter into leases for District facilities; and

WHEREAS, Findings, which are attached to this Resolution as Exhibit A, have been prepared pursuant to California Health and Safety Code section 13861 that set forth the District’s need for and provisions of a proposed lease between the District and the Sleepy Hollow Charitable Foundation (“SHCF”) with the consent of the Sleepy Hollow Association (“SHHA”) in certain detail (the “Lease”); 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 Lease 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 lease of the property pursuant to the Lease will assist in the full implementation of the District’s Strategic Plans and therefore the Lease will serve the health, safety, and welfare of the residents and others within the District..

SECTION 3. Subject to the SHCF and SHHA providing to the District reasonable evidence of their respective property interests in the subject property, the Board of Directors hereby approves the Lease substantially in the form as attached hereto as Exhibit B and incorporated herein by this reference. The dated date, lease payment date or dates, place or places of payment, terms of prepayment, and other terms of the Lease shall be as provided in the Lease, as finally executed; provided, however, that the aggregate amount of the rental payments payable under the Lease shall not exceed $1,485,000, and the term of the Lease Agreement shall not exceed 15 years (provided that such term may be extended as provided therein).

SECTION 4. The approval of the Lease 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 President of the District Board of Directors is hereby authorized to make final changes to the Lease that are consistent with this Resolution, and the President is hereby authorized to execute the Lease and any other documents reasonably necessary to effectuate the provisions of the Lease, to take all actions, on behalf of District, to enter into any amendments or modifications (including without limitation, the exhibits) to the Lease that the President determines, in consultation with the District’s Special 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 Special Counsel.

PASSED AND ADOPTED at a Special Meeting of the Board of Directors held this 17th day of November 2018 by the following vote:

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

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

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

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Richard C. Shortall, Jr., Director/President

ATTEST

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Thomas J. Finn, Director/Secretary