

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 1-87

A RESOLUTION APPROVING A DISPOSITION AND DEVELOPMENT AGREEMENT BETWEEN THE REDEVELOPMENT AGENCY OF THE CITY OF MODESTO AND WESTAR ASSOCIATES, A CALIFORNIA GENERAL PARTNERSHIP

BE IT HEREBY RESOLVED by the Redevelopment Agency of the City of Modesto that the agreement between the Redevelopment Agency and Westar Associates for sale and development of certain real property in the Modesto Redevelopment Project for a shopping center commonly referred to as the "Lincoln School Site", bounded by Downey Street on the north, I Street on the northwest, 17th Street on the southwest and H Street on the south with 19th Street on the eastern side of the property, be, and it is hereby approved.

BE IT FURTHER RESOLVED that the execution of said disposition and development agreement by the designated Agency officials be authorized.

The foregoing resolution was introduced at a special meeting of the Redevelopment Agency of the City of Modesto held on the 13th day of January, 1987, by Agency Member Whiteside , who moved its adoption, which motion being duly seconded by Agency Member Lang , was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency Members: Lang, Muratore, Sutton, Whiteside

NOES: Agency Members: McGrath, Patterson

ABSENT: Agency Members: Chairperson Mensinger

ATTEST: *Norrine Coyle*  
NORRINE COYLE, Secretary

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 2-87

A RESOLUTION APPROVING AN AGREEMENT BETWEEN THE REDEVELOPMENT AGENCY OF THE CITY OF MODESTO AND UNITED STATES TESTING COMPANY TO PROVIDE POST-TENSIONED CONCRETE INSPECTION AT THE COMMUNITY CENTER PARKING GARAGE

BE IT HEREBY RESOLVED by the Redevelopment Agency of the City of Modesto that the agreement between the Redevelopment Agency and United States Testing Company to provide post-tensioned concrete inspection at the Community Center parking garage be, and it is hereby approved.

BE IT FURTHER RESOLVED that the execution of said agreement by the designated Agency officials be authorized.

The foregoing resolution was introduced at a special meeting of the Redevelopment Agency of the City of Modesto held on the 20th day of January, 1987, by Agency Member Lang, who moved its adoption, which motion being duly seconded by Agency Member Whiteside, was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency Members: Lang, Muratore, Sutton, Whiteside,  
Mayor Mensinger

NOES: Agency Members: McGrath, Patterson

ABSENT: Agency Members: None

ATTEST: *Norrine Coyle*  
NORRINE COYLE, Secretary

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 3-87

AMENDED

A RESOLUTION APPROVING AN AMENDMENT TO THE DISPOSITION AND DEVELOPMENT AGREEMENT BETWEEN THE MODESTO REDEVELOPMENT AGENCY AND THE COMMUNITY CENTER HOTEL ASSOCIATES (ALLEN GRANT) AND PROVIDING THAT THE \$100,000 DEPOSIT BE RETURNED WHEN CONSTRUCTION IS STARTED

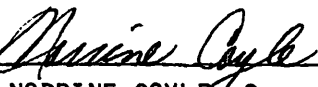
BE IT HEREBY RESOLVED by the Redevelopment Agency of the City of Modesto that an amendment to the July 9, 1986, Disposition and Development Agreement between the Redevelopment Agency and the Community Center Hotel Associates (Allen Grant) with the provision that the \$100,000 deposit be returned when construction is started be, and it is hereby approved.

BE IT FURTHER RESOLVED that the execution of an amendment to said agreement by the designated Agency officials be authorized.

The foregoing resolution was introduced at a regular meeting of the Redevelopment Agency of the City of Modesto held on the 10th day of February, 1987, by Agency Member Lang, who moved its adoption, which motion being duly seconded by Agency Member Muratore, was upon roll call carried and the resolution adopted by the following vote:

|         |                 |  |
|---------|-----------------|--|
| AYES:   | Agency Members: | Lang, Muratore, Sutton, Acting Chairperson Whiteside |
| NOES:   | Agency Members: | McGrath, Patterson                                   |
| ABSENT: | Agency Members: | Chairperson Mensinger                                |

ATTEST:

  
NORRINE COYLE, Secretary

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 4-87

A RESOLUTION APPROVING AN AMENDMENT TO THE HOTEL LEASE AGREEMENT BETWEEN THE MODESTO REDEVELOPMENT AGENCY AND THE COMMUNITY CENTER HOTEL ASSOCIATES (ALLEN GRANT)

BE IT HEREBY RESOLVED by the Redevelopment Agency of the City of Modesto that an amendment to the July 9, 1986, Hotel Lease Agreement between the Redevelopment Agency and the Community Center Hotel Associates (Allen Grant) regarding the hotel lease be, and it is hereby approved.

BE IT FURTHER RESOLVED that the execution of an amendment to said agreement by the designated Agency officials be authorized.

The foregoing resolution was introduced at a regular meeting of the Redevelopment Agency of the City of Modesto held on the 10th day of February, 1987, by Agency Member Lang, who moved its adoption, which motion being duly seconded by Agency Member Muratore, was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency Members: Lang, Muratore, Sutton, Acting  
Chairperson Whiteside

NOES: Agency Members: McGrath, Patterson

ABSENT: Agency Members: Chairperson Mensinger

ATTEST: *Norrine Coyle*  
NORRINE COYLE, Secretary

(SEAL)

APPROVED AS TO FORM:

By *Elwyn L. Johnson*  
ELWYN L. JOHNSON, General Counsel

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 87-5

A RESOLUTION APPROVING AN AGREEMENT BETWEEN THE REDEVELOPMENT AGENCY OF THE CITY OF MODESTO AND DIEPENBROCK, WULFF, PLANT AND HANNEGAN TO ACT AS LEGAL COUNSEL WITH RESPECT TO THE CONSTRUCTION OF THE MODESTO CENTRE PLAZA

BE IT HEREBY RESOLVED by the Redevelopment Agency of the City of Modesto that the agreement between the Redevelopment Agency and Diepenbrock, Wulff, Plant and Hannegan to act as legal counsel with respect to the construction of the Modesto Centre Plaza be, and it is hereby approved.

BE IT FURTHER RESOLVED that the execution of said agreement by the designated Agency officials be authorized.

The foregoing resolution was introduced at a special meeting of the Modesto Redevelopment Agency held on the 24th day of February, 1987, by Agency member Lang, who moved its adoption, which motion being duly seconded by Agency member Muratore, was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency members: Lang, Muratore, Sutton, Whiteside

NOES: Agency members: McGrath, Patterson

ABSENT: Agency members: Chairperson Mensinger

ATTEST: Norrine Coyle  
NORRINE COYLE, Secretary

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 87-6

A RESOLUTION AUTHORIZING A 30 DAY NOTICE TO VACATE TO STANISLAUS COUNTY RELATING TO ITS AGREEMENT FOR JURY PARKING AT THE LINCOLN SCHOOL SITE.

BE IT HEREBY RESOLVED by the Redevelopment Agency of the City of Modesto that a 30 day notice to vacate is hereby authorized to be given to Stanislaus County relating to the Jury Parking Agreement at the Lincoln School Site.

The foregoing resolution was introduced at a special meeting of the Redevelopment Agency of the City of Modesto held on the 24th day of February, 1987, by Agency Member Muratore, who moved its adoption, which motion being duly seconded by Agency Member Whiteside, was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency Members: Lang, Muratore, Sutton, Whiteside

NOES: Agency Members: McGrath, Patterson

ABSENT: Agency Members: Mayor Mensinger

ATTEST: Norrine Coyle  
NORRINE COYLE Secretary

(SEAL)

APPROVED AS TO FORM:

By Elwyn L. Johnson  
ELWYN L. JOHNSON, General Counsel

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 87-7

A RESOLUTION AUTHORIZING A 30 DAY NOTICE TO VACATE TO NATIONAL MEDICAL ENTERPRISES RELATING TO ITS AGREEMENT FOR PARKING AT THE LINCOLN SCHOOL SITE.

BE IT HEREBY RESOLVED by the Redevelopment Agency of the City of Modesto that a 30 day notice to vacate is hereby authorized to be given to National Medical Enterprises relating to the Parking Agreement at the Lincoln School Site.

The foregoing resolution was introduced at a special meeting of the Redevelopment Agency of the City of Modesto held on the 24th day of February, 1987, by Agency Member Muratore, who moved its adoption, which motion being duly seconded by Agency Member Whiteside, was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency Members: Lang, Muratore, Sutton, Whiteside

NOES: Agency Members: McGrath, Patterson

ABSENT: Agency Members: Mayor Mensinger

ATTEST: Norrine Coyle  
NORRINE COYLE Secretary

(SEAL)

APPROVED AS TO FORM:

By Elwyn L. Johnson  
ELWYN L. JOHNSON, General Counsel

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 87-8

A RESOLUTION APPROVING SAVE MART AS MAJOR ANCHOR TENANT  
FOR WESTAR SHOPPING CENTER AT LINCOLN SCHOOL SITE.

WHEREAS, the Redevelopment Agency of the City of Modesto and Westar Associates entered into a Disposition and Development Agreement, dated January 13, 1987, for the purpose of constructing a neighborhood shopping center, and

WHEREAS, Section 304 of the Disposition and Development Agreement requires Westar to submit for Agency approval a binding letter of agreement with its proposed major anchor tenant, and

WHEREAS, a copy of the required letter of agreement between Westar and the anchor tenant, Save Mart Supermarket, is attached hereto marked Exhibit A and incorporated herein by reference,

NOW, THEREFORE, BE IT RESOLVED by the Redevelopment Agency of the City of Modesto that Save Mart as the major anchor tenant at Lincoln School Site is hereby approved.

The foregoing resolution was introduced at a special meeting of the Redevelopment Agency of the City of Modesto held on the 24th day of February, 1987, by Agency Member Muratore, who moved its adoption, which motion being duly seconded by Agency Member Whiteside, was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency Members: Lang, Muratore, Sutton, Whiteside

NOES: Agency Members: McGrath, Patterson

ABSENT: Agency Members: Mayor Mensinger

ATTEST: Norrine Coyle  
NORRINE COYLE, Secretary

(SEAL)

APPROVED AS TO FORM:

By Elwyn L. Johnson  
ELWYN L. JOHNSON, General Counsel

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 87-9

A RESOLUTION APPROVING AN AMENDMENT TO THE DISPOSITION AND DEVELOPMENT AGREEMENT BETWEEN THE MODESTO REDEVELOPMENT AGENCY AND WESTAR ASSOCIATES, A CALIFORNIA GENERAL PARTNERSHIP

BE IT HEREBY RESOLVED by the Redevelopment Agency of the City of Modesto that an amendment to the January 13, 1987, Disposition and Development Agreement between the Redevelopment Agency and Westar Associates authorizing and approving that the Lincoln School Site property be placed in a second position to Westar's construction loan with First Interstate Mortgage Company, be, and it is hereby approved.

BE IT FURTHER RESOLVED that the execution of an amendment to said agreement and all other necessary related documents as may be required by the Executive Director of the Redevelopment Agency be authorized.

The foregoing resolution was introduced at a special meeting of the Redevelopment Agency of the City of Modesto held on the 24th day of February, 1987, by Agency Member Muratore, who moved its adoption, which motion being duly seconded by Agency Member Lang, was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency Members: Lang, Muratore, Sutton, Whiteside

NOES: Agency Members: McGrath, Patterson

ABSENT: Agency Members: Mayor Mensinger

ATTEST: Norrine Coyle  
NORRINE COYLE, Secretary

(SEAL)

APPROVED AS TO FORM:

By Elwyn L. Johnson  
ELWYN L. JOHNSON, General Counsel

REDEVELOPMENT AGENCY OF THE CITY OF MODESTO  
RESOLUTION NO. 10-87

**RESOLUTION OF THE REDEVELOPMENT AGENCY OF THE CITY  
OF MODESTO APPROVING AMENDMENT OF LEASE AGREEMENT  
WITH THE CITY OF MODESTO, APPROVING FORM OF TRUST  
AGREEMENT AND ASSIGNMENT AGREEMENT, APPROVING FORM  
OF OFFICIAL STATEMENT, APPROVING SALE OF  
\$21,600,000 REFUNDING CERTIFICATES OF PARTICIPATION,  
AND APPROVING RELATED DOCUMENTS AND OFFICIAL ACTION**

WHEREAS, the Redevelopment Agency of the City of Modesto (the "Agency") has heretofore leased certain community center improvements and public parking improvements and the site thereof to the City of Modesto (the "City") pursuant to that certain Lease Agreement dated as of November 1, 1985, (the "Lease Agreement") by and between the Agency and the City; and

WHEREAS, the City has determined that it is in the interests of the City at this time to provide for the refinancing of the City's obligations under the Lease Agreement and to that end the City and the Agency propose to enter into that certain First Amendment to Lease Agreement dated as of May 1, 1987, (the "First Amendment to Lease Agreement") by and between the Agency as lessor and the City as lessee; and

WHEREAS, for the purpose of obtaining the moneys required to refinance the City's obligations under the Lease Agreement, the Agency proposes to assign and transfer certain of its rights under said Lease Agreement, as so amended, to the Trustee to be selected by the Finance Director (~~the "Trustee"~~) pursuant to that certain Assignment Agreement (the "Assignment Agreement") dated as of May 1, 1987, by and between the Agency as assignor and the Trustee as assignee; and

WHEREAS, in consideration of such assignment and the execution of that certain Trust Agreement dated as of May 1, 1987, (the "Trust Agreement") by and among the Agency, the City and the Trustee, the Trustee will execute and deliver Refunding Certificates of Participation (Modesto Community Center Project) in the principal amount of \$21,600,000 (the "Certificates of Participation"), each evidencing an undivided fractional interest in the Lease Payments made by the City under the Lease Agreement, as so amended;

WHEREAS, Merrill Lynch Capital Markets, as prospective underwriter of the Certificates of Participation (the "Underwriter") has informed the Agency that it intends to submit an offer to purchase the Certificates of Participation, and in connection with the remarketing of the Certificates of Participation the Underwriter intends to prepare an Official Statement describing the Certificates of Participation; and

WHEREAS, the Agency approves of said transactions in the public interests of the Agency;

NOW, THEREFORE, BE IT RESOLVED by the Redevelopment Agency of the City of Modesto as follows:

**Section 1. Amendment of Lease Agreement; Approval of First Amendment to Lease Agreement.** The Agency hereby approves the amendment of the Lease Agreement pursuant to the First Amendment to Lease Agreement in substantially the form on file with the Secretary together with any changes therein or additions thereto deemed advisable by the Executive Director upon the advice of the Agency Attorney. The Agency hereby authorizes and directs the Executive Director to execute, and the Secretary to attest and affix the seal of the Agency to, said form of the First Amendment to Lease Agreement for and in the name of the Agency. The schedule of lease payments set forth in Appendix A to said First Amendment to Lease Agreement shall conform to the schedule of principal and interest payments represented by the Certificates of Participation, determined pursuant to Section 4 hereof.

**Section 2. Trust Agreement.** The Agency hereby approves the Trust Agreement in substantially the form on file with the Secretary together with any changes therein or additions thereto deemed advisable by the Executive Director upon the advice of the Agency Attorney. The Agency hereby authorizes and directs the Executive Director to execute, and the Secretary to attest and affix the seal of the Agency to, said form of the Trust Agreement for and in the name of the Agency.

**Section 3. Assignment Agreement.** The Agency hereby approves the Assignment Agreement in substantially the form on file with the Secretary together with any changes therein or additions thereto deemed advisable by the Executive Director upon the advice of the Agency Attorney. The Agency hereby authorizes and directs the Executive Director to execute, and the Secretary to attest and affix the seal of the Agency to, said form of the Assignment Agreement for and in the name of the Agency.

**Section 4. Sale of Certificates of Participation.** The Agency hereby approves the sale of the Certificates of Participation to the Underwriter pursuant to that certain Purchase Agreement among the City, the Agency, the Trustee and the Underwriter, in substantially the form on file with the Secretary, together with any changes therein or additions thereto deemed advisable by the Executive Director upon the advice of the Agency Attorney. The Certificates of Participation shall be substantially as described in the form of Official Statement on file with the Secretary and hereinafter approved. The Executive Director is hereby authorized and directed for and in the name and on behalf of the Agency to execute and deliver said form of Purchase Agreement upon submission of a proposal by the Underwriter to purchase the Certificates of Participation, which proposal is acceptable to the Executive Director; provided, however, that the purchase price to be paid for the Certificates of Participation by the Underwriter shall be at least ninety-seven and one-half percent (97-1/2%) of the par value thereof, and the rate of interest represented by the Certificates of Participation shall not exceed eight percent (8%) per annum. The Executive Director is hereby delegated the authority to approve the terms of any offer by the Underwriter to purchase the Certificates of Participation, provided that such offer is in form and substance acceptable to the Executive Director and is within the limitations set forth in this Resolution.

**Section 5. Official Statement.** The Agency hereby approves the preliminary Official Statement describing the Certificates of Participation, in the form submitted by the Underwriter and on file with the Secretary, together with any changes therein or additions thereto deemed advisable by the Executive Director. The Agency hereby approves and authorizes the distribution by the Underwriter of said preliminary Official Statement to prospective purchasers of the Certificates of Participation.

**Section 6. Official Actions.** The Executive Director, ~~the Finance Director,~~ the Agency Attorney, and the Secretary or their respective delegates are each authorized and directed in the name and on behalf of the Agency to make any and all assignments, certificates, requisitions, agreements, notices, consents, instruments of conveyance, warrants and other documents, which they or any of them might deem necessary or appropriate in order to consummate any of the transactions contemplated by the documents approved pursuant to this Resolution.

**Section 7. Effective Date.** This Resolution shall take effect from and after the date of its passage and adoption.

The foregoing resolution was introduced at a special meeting of the Redevelopment Agency of the City of Modesto held on the 10th day of March, 1987, by Agency Member Lang, who moved its adoption, which motion being duly seconded by Agency Member Muratore, was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency Members: Lang, Muratore, Whiteside, Acting Chairperson Sutton

NOES: Agency Members: McGrath, Patterson

ABSENT: Agency Members: Chairperson Mensinger

ATTEST: *Norrine Coyle*  
NORRINE COYLE, Secretary

(SEAL)

APPROVED AS TO FORM:

By *Elwyn L. Johnson*  
ELWYN L. JOHNSON, General Counsel

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 11-87

A RESOLUTION APPROVING AN AGREEMENT BETWEEN THE MODESTO REDEVELOPMENT AGENCY AND MARK DIVERSIFIED, INC., FOR CONSULTANT SERVICES RELATING TO THE MODESTO COMMUNITY CENTER CONSTRUCTION PROJECT.

BE IT HEREBY RESOLVED by the Redevelopment Agency of the City of Modesto that the agreement between the Modesto Redevelopment Agency and Mark Diversified, Inc., for consultant services relating to the Modesto Community Center Construction Project is hereby approved.

BE IT FURTHER RESOLVED that Mark Diversified, Inc., is hereby appointed "Owner's Representative" for the Redevelopment Agency of the City of Modesto to perform the services described in the agreement dated March 9, 1987.

BE IT FURTHER RESOLVED that the Modesto Redevelopment Agency will indemnify Mark Diversified, Inc., and hold Mark Diversified, Inc., harmless from all litigation and claims involving Mark Diversified, Inc., that may arise from the duties Mark Diversified, Inc., will perform as "Owner's Representative" for the Redevelopment Agency of the City of Modesto.

BE IT FURTHER RESOLVED that the execution of said agreement by the designated Agency officials is hereby authorized.

The foregoing resolution was introduced at a special meeting of the Redevelopment Agency of the City of Modesto held on the 10th day of March, 1987, by Agency Member Lang, who moved its adoption, which motion being duly seconded by Agency Member Whiteside, was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency Members: Lang, Muratore, Whiteside, Acting Mayor Sutton

NOES: Agency Members: McGrath, Patterson

ABSENT: Agency Members: Mayor Mensinger

ATTEST: *Norrine Coyle*  
NORRINE COYLE, Secretary

(SEAL)

APPROVED AS TO FORM:

By *Elwyn L. Johnson*  
ELWYN L. JOHNSON, General Counsel

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 12-87

A RESOLUTION ACCEPTING THE DEMOLITION OF BUILDINGS IN BLOCK 58 AND 66 AS COMPLETE

WHEREAS, a report has been filed by the Director of Engineering that the demolition of buildings in Block 58 and 66 has been completed by Modesto Sand and Gravel , Inc. in accordance with the contract agreement dated February 5, 1985.

NOW, THEREFORE, BE IT RESOLVED that the demolition of buildings in Block 58 and 66 be accepted from said contractor, Modesto Sand and Gravel, Inc.; that notice of completion be filed with the Recorder of Stanislaus County and that payment of amounts due in the amount of \$151,399.24, as provided in the contract, be authorized.

The foregoing resolution was introduced at a special meeting of the Redevelopment Agency of the City of Modesto held on the 24th day of March, 1987, by Agency Member Whiteside , who moved its adoption, which motion being duly seconded by Agency Member Lang , was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency Members: Lang, McGrath, Whiteside, Acting Mayor Sutton

NOES: Agency Members: None

ABSENT: Agency Members: Muratore, Patterson, Mayor Mensinger

ATTEST: Norrine Coyle  
NORRINE COYLE, Secretary

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 13-87

A RESOLUTION APPROVING AGREEMENT BETWEEN THE MODESTO REDEVELOPMENT AGENCY AND MODESTO IRRIGATION DISTRICT TO GRANT EASEMENT DEEDS FOR THE ELECTRICAL SERVICES AT THE COMMUNITY CENTER AND HOTEL

BE IT HEREBY RESOLVED by the Redevelopment Agency of the City of Modesto that the agreement between the Modesto Redevelopment Agency and the Modesto Irrigation District to grant easement deeds to cover the areas where their main service lines cross the Community Center and hotel parcels be, and it is hereby approved.

BE IT FURTHER RESOLVED that the execution of said agreement by the designated Agency officials be authorized.

The foregoing resolution was introduced at a special meeting of the Modesto Redevelopment Agency held on the 7th day of April, 1987, by Agency Member Lang , who moved its adoption, which motion being duly seconded by Agency Member McGrath , was upon roll call carried and the resolution adopted by the following vote:

|         |                 |   |
|---------|-----------------|---|
| AYES:   | Agency Members: | Lang, McGrath, Patterson, Whiteside,<br>Acting Chairperson Muratore |
| NOES:   | Agency Members: | None  |
| ABSENT: | Agency Members: | Sutton, Chairperson Mensinger                                       |

ATTEST:   
NORRINE COYLE, Secretary

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 14-87

A RESOLUTION ACCEPTING THE BID OF PHOENIX EQUIPMENT CORPORATION AND SICO INCORPORATED FOR FURNISHING STAGE PLATFORMS AND ACCESSORIES

WHEREAS, Resolution No. 33-86, adopted by the Redevelopment Agency of the City of Modesto on December 16, 1986, approved the plans and specifications for the furnishing of stage platforms and assessories and authorized the calling for bids; and

WHEREAS, the bids received for the furnishing of stage platforms and accessories were opened at 3:00 p.m. on February 3, 1987, and later tabulated by the Director of Finance for the consideration of the Redevelopment Agency; and

WHEREAS, the Director of Finance has recommended that the bids of Phoenix Equipment Corporation and Sico Incorporated in the amount of \$76,185.46 be accepted as the lowest responsible bids.

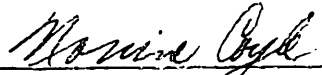
NOW, THEREFORE, BE IT RESOLVED by the Redevelopment Agency of the City of Modesto that the bids of Phoenix Equipment Corporation and Sico Incorporated be accepted and the execution of a contract for the completion of the project by the Agency's designated officials be authorized.

The foregoing resolution was introduced at a special meeting of the Redevelopment Agency of the City of Modesto held on the 21st day of April, 1987, by Agency Member Lang, who moved its adoption, which motion being duly seconded by Agency Member Whiteside, was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency Members: Lang, Muratore, Patterson, Sutton, Whiteside, Mayor Mensinger

NOES: Agency Members: McGrath

ABSENT: Agency Members: None

ATTEST:   
NORRINE COYLE, Secretary

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 15-87

A RESOLUTION APPROVING AGREEMENT BETWEEN THE MODESTO REDEVELOPMENT AGENCY AND TIDEWATER SOUTHERN RAILWAY COMPANY COVERING CONSTRUCTION AND MAINTENANCE OF PEDESTRIAN BRIDGE OVER 9TH STREET

BE IT HEREBY RESOLVED by the Redevelopment Agency of the City of Modesto that the agreement between the Modesto Redevelopment Agency and Tidewater Southern Railway Company covering construction and maintenance of a pedestrian bridge over 9th Street be, and it is hereby approved.

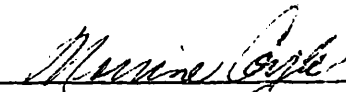
BE IT FURTHER RESOLVED that the execution of said agreement by the designated Agency officials be authorized.

The foregoing resolution was introduced at a special meeting of the Modesto Redevelopment Agency held on the 19th day of May, 1987, by Agency Member Lang, who moved its adoption, which motion being duly seconded by Agency Member Muratore, was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency Members: Lang, Muratore, Patterson, Whiteside,  
Acting Chairperson Sutton

NOES: Agency Members: McGrath

ABSENT: Agency Members: Chairperson Mensinger

ATTEST:   
NORRINE COYLE, Secretary

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 16-87

A RESOLUTION APPOINTING ASSISTANT CITY ATTORNEY MICHAEL D. MILICH ACTING GENERAL COUNSEL DURING THE ABSENCE OR DISABILITY OF THE GENERAL COUNSEL AND APPOINTING SENIOR DEPUTY CITY ATTORNEY II HURL W. JOHNSON ACTING GENERAL COUNSEL DURING THE ABSENCE OR DISABILITY OF BOTH THE GENERAL COUNSEL AND ASSISTANT CITY ATTORNEY.

BE IT HEREBY RESOLVED by the Redevelopment Agency of the City of Modesto that Michael D. Milich, Assistant City Attorney of the City of Modesto, is hereby appointed Acting General Counsel during the absence or disability of the General Counsel.

BE IT FURTHER RESOLVED that Hurl W. Johnson, Senior Deputy City Attorney II of the City of Modesto, is hereby appointed Acting General Counsel during the absence or disability of both the General Counsel and the Assistant City Attorney of the City of Modesto.

The foregoing resolution was introduced at a regular meeting of the Redevelopment Agency of the City of Modesto held on the 2nd day of June, 1987, by Agency Member McGrath, who moved its adoption, which motion being duly seconded by Agency Member Sutton, was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency Members: Lang, McGrath, Muratore, Patterson, Sutton,  
Whiteside, Chairperson Mensinger

NOES: Agency Members: None

ABSENT: Agency Members: None

ATTEST: Norrine Coyle  
NORRINE COYLE, Secretary

(SEAL)

APPROVED AS TO FORM:

By Stan T. Yamamoto  
STAN T. YAMAMOTO, General Counsel

REDEVELOPMENT AGENCY OF THE CITY OF MODESTO  
RESOLUTION NO. 17-87

A RESOLUTION APPROVING CONSTRUCTION PLANS, SITE PLAN,  
ELEVATIONS, LANDSCAPING PLAN AND COLOR AND MATERIAL  
SAMPLES.

WHEREAS, the Redevelopment Agency of the City of Modesto and Westar Associates entered into a Disposition and Development Agreement dated January 13, 1987, as amended by the First Amendment to Agreement dated March 23, 1987, for the purposes of a neighborhood shopping center, and

WHEREAS, Section 302 of the Disposition and Development Agreement requires Westar Associates to prepare and submit the following plans and related documents to the Redevelopment Agency for review and written approval:

- (a) complete construction plans
- (b) landscaping and irrigation plans
- (c) perimeter improvement plans
- (d) color and material samples for the exterior architectural finishes,

and

WHEREAS, in accordance with Section 302 of said Disposition and Development Agreement said plans and related documents and color and material samples were submitted by Westar Associates to the Redevelopment Agency for review and approval,

NOW, THEREFORE, BE IT RESOLVED by the Redevelopment Agency of the City of Modesto that it hereby approves the plans, related documents and color and material samples as submitted by Westar Associates for the purposes of a neighborhood shopping center.

The foregoing resolution was introduced at a special meeting of the Redevelopment Agency of the City of Modesto held on the 28th day of July, 1987, by Agency Member McGrath, who moved its adoption, which motion being duly seconded by Agency Member Lang, was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency Members: Lang, McGrath, Muratore, Patterson, Whiteside, Acting Chairperson Sutton

NOES: Agency Members: None

ABSENT: Agency Members: Chairperson Mensinger

ATTEST: *Norrine Coyle*  
NORRINE COYLE, Secretary

(SEAL)

APPROVED AS TO FORM:

By *Stan T. Yamamoto*  
STAN T. YAMAMOTO, General Counsel

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 18-87

A RESOLUTION APPROVING PLANS AND SPECIFICATIONS AND AUTHORIZING CALL FOR BIDS FOR PROVIDING EXTERIOR SIGNS FOR THE PARKING GARAGE AT THE MODESTO CENTRE PLAZA

BE IT HEREBY RESOLVED by the Redevelopment Agency of the City of Modesto as follows:

SECTION 1. The plans and specifications for providing exterior signs for the parking garage at the Modesto Centre Plaza, copies of which are on file, are hereby accepted and approved.

SECTION 2. The City Clerk is hereby authorized to call for public competitive sealed bids for the above named project, to be opened in the office of the City Clerk, 801 11th Street, in the City of Modesto, on October 13, 1987, at 3:05 p.m. and the City Clerk is hereby directed to give notice inviting such sealed bids in the time, form, and manner provided by law.

SECTION 3. After the bids are opened, they shall be tabulated and analyzed and a report submitted to the Redevelopment Agency.

The foregoing resolution was introduced at a special meeting of Redevelopment Agency of the City of Modesto held on the 22nd day of September, 1987, by Agency Member Lang, who moved its adoption, which motion being duly seconded by Agency Member Whiteside, was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency Members: Lang, Muratore, Whiteside, Chairperson Mensinger

NOES: Agency Members: McGrath, Patterson

ABSENT: Agency Members: Sutton

ATTEST: *Norrine Coyle*  
NORRINE COYLE, Secretary

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 19-87

A RESOLUTION APPROVING PLANS AND SPECIFICATIONS AND AUTHORIZING CALL FOR BIDS FOR INSTALLING ACOUSTICAL WALL CARPET AT MODESTO CENTRE PLAZA

BE IT HEREBY RESOLVED by the Redevelopment Agency of the City of Modesto as follows:

SECTION 1. The plans and specifications for installing acoustical wall carpet at Modesto Centre Plaza, copies of which are on file, are hereby accepted and approved.

SECTION 2. The City Clerk is hereby authorized to call for public competitive sealed bids for the above named project, to be opened in the office of the City Clerk, 801 11th Street, in the City of Modesto, on October 13, 1987, at 3:10 p.m. and the City Clerk is hereby directed to give notice inviting such sealed bids in the time, form, and manner provided by law.

SECTION 3. After the bids are opened, they shall be tabulated and analyzed and a report submitted to the Redevelopment Agency.

The foregoing resolution was introduced at a special meeting of the Redevelopment Agency of the City of Modesto held on the 22nd day of September, 1987, by Agency Member Whiteside, who moved its adoption, which motion being duly seconded by Agency Member Lang, was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency Members: Lang, Muratore, Whiteside, Chairperson Mensinger

NOES: Agency Members: McGrath, Patterson

ABSENT: Agency Members: Sutton

ATTEST: *Norrine Coyle*  
NORRINE COYLE, Secretary

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 20-87

A RESOLUTION ACCEPTING THE BID OF SIGN DESIGNS, INC. FOR EXTERIOR SIGNS AT THE  
MODESTO CENTRE PLAZA PARKING GARAGE

WHEREAS, Resolution No. 18-87, adopted by the Redevelopment Agency of the City of Modesto on September 22, 1987, approved the plans and specifications for the furnishing of exterior signs at the Modesto Centre Plaza parking garage and authorized the calling for bids; and


WHEREAS, the bids received for the furnishing of exterior signs at the Modesto Centre Plaza parking garage were opened at 3:05 on October 13, 1987, and later tabulated by the Director of Finance for the consideration of the Redevelopment Agency; and

WHEREAS, the Director of Finance has recommended that the bid of Sign Design, Inc. for an estimated cost of \$14,011.22, be accepted as the lowest responsible bid.

NOW, THEREFORE, BE IT RESOLVED by the Redevelopment Agency of the City of Modesto that the bid of Sign Designs, Inc. be accepted and the execution of a contract for the completion of the project by the Agency's designated officials be authorized.

The foregoing resolution was introduced at a special meeting of the Redevelopment Agency of the City of Modesto held on the 20th day of October, 1987, by Agency Member Lang, who moved its adoption, which motion being duly seconded by Agency Member McGrath, was upon roll call carried and the resolution adopted by the following vote:

|         |                 |  |
|---------|-----------------|--|
| AYES:   | Agency Members: | Lang, McGrath, Muratore, Patterson, Sutton, Whiteside, Chairperson Mensinger |
| NOES:   | Agency Members: | None   |
| ABSENT: | Agency Members: | None   |

ATTEST:   
NORRINE COYLE, Secretary

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 21-87

A RESOLUTION ACCEPTING THE BID OF ARISTOCRAT INTERIORS FOR FURNISHING ACOUSTICAL WALL CARPET AT MODESTO CENTRE PLAZA

WHEREAS, Resolution No. 19-87, adopted by the Redevelopment Agency of the City of Modesto on September 22, 1987, approved the plans and specifications for furnishing acoustical wall carpet at Modesto Centre Plaza and authorized the calling for bids; and

WHEREAS, the bids received for the furnishing of acoustical wall carpet at the Modesto Centre Plaza were opened at 3:10 p.m. on October 13, 1987, and later tabulated by the Director of Finance for the consideration of the Redevelopment Agency; and

WHEREAS, the Director of Finance has recommended that the bid of Aristocrat Interiors for an estimated cost of \$46,428, be accepted as the lowest responsible bid.

NOW, THEREFORE, BE IT RESOLVED by the Redevelopment Agency of the City of Modesto that the bid of Aristocrat Interiors be accepted and the execution of a contract for the completion of the project by the Agency's designated officials be authorized.

The foregoing resolution was introduced at a special meeting of the Redevelopment Agency of the City of Modesto held on the 20th day of October, 1987, by Agency Member Sutton, who moved its adoption, which motion being duly seconded by Agency Member Lang, was upon roll call carried and the resolution adopted by the following vote:

|         |                 |  |
|---------|-----------------|--|
| AYES:   | Agency Members: | Lang, McGrath, Muratore, Patterson, Sutton, Whiteside, Chairperson Mensinger |
| NOES:   | Agency Members: | None   |
| ABSENT: | Agency Members: | None   |

ATTEST: *Norrine Coyle*  
NORRINE COYLE, Secretary

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 22-87

A RESOLUTION APPROVING A REQUEST BY WESTAR ASSOCIATES TO INCREASE THE SUBORDINATION AGREEMENT WITH FIRST INTERSTATE MORTGAGE COMPANY PERTAINING TO THE LINCOLN SCHOOL SITE SHOPPING CENTER

BE IT HEREBY RESOLVED by the Redevelopment Agency of the City of Modesto that the request by Westar Associates to increase the subordination agreement with First Interstate Mortgage Company pertaining to the Lincoln School site shopping center bounded by Downey Street, I Street, 17th Street, H Street, and 19th Street be, and it is hereby approved.

BE IT FURTHER RESOLVED that the increase and execution of the subordination agreement and amendment to the disposition and development agreement by the designated Agency officials be authorized.

The foregoing resolution was introduced at a special meeting of the Redevelopment Agency of the City of Modesto held on the 20th day of October, 1987, by Agency Member Muratore, who moved its adoption, which motion being duly seconded by Agency Member Lang, was upon roll call carried and the resolution adopted by the following vote:

|         |                 |   |
|---------|-----------------|---|
| AYES:   | Agency Members: | Lang, McGrath, Muratore, Patterson, Whiteside,<br>Acting Chairperson Sutton |
| NOES:   | Agency Members: | None  |
| ABSENT: | Agency Members: | Chairperson Mensinger   |

ATTEST: Norrine Coyle  
NORRINE COYLE, Secretary

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 23-87

A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE  
A SETTLEMENT AGREEMENT WITH NVE CONSTRUCTORS, INC.

WHEREAS, NVE Constructors, Inc. filed a claim for equitable  
adjustment in the sum of \$3,542,243 with the Modesto Redevelopment Agency on  
or about June 30, 1987, and

WHEREAS the claim for equitable adjustment was forwarded to the  
Agency's Architect, Hall Goodhue Haisley Barker for review; and

WHEREAS, Agency's Architect recommended rejection of the claim for  
equitable adjustment and NVE was notified by Agency that with the exception of  
change order work, the claim for equitable adjustment was denied, and

WHEREAS, the Agency has continued to investigate the allegations  
contained in the claim for equitable adjustment and has continued to settle  
change order costs; and

WHEREAS, after having reviewed the documentation supporting the  
allegations in the claim for equitable adjustment and the Agency's  
documentation refuting allegations of the claim; and after having consulted  
with Special Counsel and the Agency's consultants; and having considered the  
potential costs and risks of liability associated with litigating the NVE  
Constructors, Inc. claim,

NOW, THEREFORE, BE IT RESOLVED by the Modesto Redevelopment Agency  
that it is in the interest of the public that the Executive Director be  
authorized to execute a Settlement Agreement with NVE Constructors, Inc.,  
within the following framework:

1. That the Modesto Redevelopment Agency pay to NVE Constructors, Inc., in settlement of all of its claims, and any and all claims of its subcontractors, Harvis Construction, Inc., and Seaboard Surety Company, the sum of Seven Hundred Fifty Thousand and no/100 Dollars (\$750,000.00);

2. That the Modesto Redevelopment Agency shall give to NVE Constructors, Inc., a promissory note in the sum of Two Hundred Fifty Thousand and no/100 Dollars (\$250,000.00) which shall bear interest at the rate of 7.94% and which shall be due and payable upon the earlier of five (5) years after this Agreement or upon collection of a settlement award or judgment from the design team of Hall Goodhue Haisley Barker, its subconsultants and/or their respective insurance carriers.

3. That NVE Constructors, Inc., shall cooperate in the Agency's prosecution of claims against the Agency's design team of Hall Goodhue Haisley Barker, its subconsultants and/or their respective insurance carriers; and upon successful prosecution of such claims, the proceeds shall be distributed as follows:

(a) First, all attorneys fees and costs of prosecuting the claim shall be paid.

(b) Second, that the Agency shall recover Five Hundred Thousand and no/100 Dollars (\$500,000.00).

(c) Third, that any remainder shall be distributed on a percentage basis of eighty per cent (80%) of the Agency's claims including Agency's payments to NVE and twenty per cent (20%) of NVE Constructors, Inc.'s claims. However, this sharing agreement shall not apply to any award of punitive damages.

4. That NVE Constructors, Inc., on behalf of itself and its subcontractors, and the Agency on behalf of itself and its officers and employees, shall execute mutual releases of liability.

5. Excluded from the Settlement Agreement are the following change orders and/or claims:

Change Orders

14, 32, 41, 43, 44, 50, 57, 59, 66, 69, 70, 73, 79, 82,  
83, 92, 95, 97, 98, 99, 100, 101, 103, 104, 105, 106, 108,  
111, 112, 113, 120, 121, 122, 124, 125, 126, 127, 131, 132,  
133, 141, 145, 146, 147, 148, 149, 150, 151, 152, 153, 154,  
155, 156, 157

Claims

4, 9, 19, 21, 24, 29, 30, 31, 32, 37, 38, 39, 41, 43, 45, 46,  
47, 48, 49, 60, 65, 67, 69, 71, 73, 75, 76, 77, 78, 79, 81, 82

In the event Agency and NVE Constructors, Inc. cannot agree as to time and costs of any of the above listed change orders, then in that event, those change orders which have not been agreed upon shall be arbitrated. Except as provided herein, the Agency shall not be subject to any further liability, cost, or expense of NVE Constructors, Inc., its subcontractors, Harvis Construction, Inc., or Seaboard Surety Company.

The foregoing resolution was introduced at a special meeting of the Modesto Redevelopment Agency held on the 20th day of October, 1987, by Agency Member Muratore, who moved its adoption, which motion being duly seconded by Agency Member Sutton, was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency Members: McGrath, Muratore, Patterson, Sutton,  
Whiteside, Mayor Mensinger

NOES: Agency Members: None

ABSENT: Agency Members: Lang

ATTEST: Norrine Coyle  
NORRINE COYLE, Secretary

(SEAL)

APPROVED AS TO FORM:

By Stan T. Yamamoto  
STAN T. YAMAMOTO, General Counsel

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 24-87

A RESOLUTION REJECTING APPLICATION FOR LEAVE TO PRESENT LATE CLAIM BY THE LAW OFFICES OF SARHAD & MAYHEW, ON BEHALF OF WALTER C. SMITH COMPANY, INC.

WHEREAS, an application for leave to present late claim by the Law Offices of Sarhad & Mayhew on behalf of Walter C. Smith Company, Inc., against the Redevelopment Agency of the City of Modesto was received on October 26, 1987, in the office of the City Clerk.

NOW, THEREFORE BE IT RESOLVED by the Redevelopment Agency of the City of Modesto that the application for leave to present late claim by the Law Offices of Sarhad & Mayhew, on behalf of Walter C. Smith Company, Inc., received on October 26, 1987, in the office of the City Clerk, City of Modesto, is hereby rejected.

The foregoing resolution was introduced at a special meeting of the Redevelopment Agency of the City of Modesto held on the 17th day of November, 1987, by Agency Member McGrath , who moved its adoption, which motion being duly seconded by Agency Member Lang , was upon roll call carried and the resolution adopted by the following vote:

|         |                 |  |
|---------|-----------------|--|
| AYES:   | Agency Members: | Lang, McGrath, Muratore, Patterson, Sutton, Whiteside, Chairperson Mensinger |
| NOES:   | Agency Members: | None   |
| ABSENT: | Agency Members: | None   |

ATTEST: *Norrine Coyle*  
NORRINE COYLE, Secretary

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 25-87

A RESOLUTION DESIGNATING AGENCY MEMBER PATRICK MCGRATH TO SERVE AS VICE CHAIRPERSON FOR THE ENSUING YEAR PURSUANT TO SECTION 2.03 OF THE BYLAWS FOR THE REDEVELOPMENT AGENCY OF THE CITY OF MODESTO

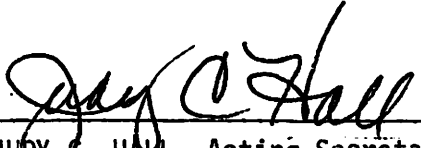
BE IT RESOLVED by the Redevelopment Agency of the City of Modesto that Agency Member Patrick McGrath is hereby designated to serve as Vice Chairperson for the ensuing year pursuant to Section 2.03 of the Bylaws for the Redevelopment Agency of the City of Modesto.

The foregoing resolution was introduced at a special meeting of the Redevelopment Agency of the City of Modesto held on the 8th day of December, 1987, by Agency Member Patterson , who moved its adoption, which motion being duly seconded by Agency Member Muratore , was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency Members: Lang, Muratore, Sutton, Patterson,  
Mayor Mensinger

NOES: Agency Members: None

ABSENT: Agency Members: McGrath, Whiteside

ATTEST:   
JUDY C. HALL, Acting Secretary

MODESTO REDEVELOPMENT AGENCY  
RESOLUTION NO. 26-87

A RESOLUTION APPROVING PLANS AND SPECIFICATIONS AND AUTHORIZING CALL FOR BIDS FOR FURNISHING MOVEABLE FURNITURE FOR THE MODESTO CENTRE PLAZA

BE IT HEREBY RESOLVED by the Redevelopment Agency of the City of Modesto as follows:

SECTION 1. The plans and specifications for the purchase of moveable furniture for the Modesto Centre Plaza, copies of which are on file, are hereby accepted and approved.

SECTION 2. The City Clerk is hereby authorized to call for public competitive sealed bids for the above named project, to be opened in the office of the City Clerk, 801 11th Street, in the City of Modesto, on December 29, 1987, at 3:00 p.m. and the City Clerk is hereby directed to give notice inviting such sealed bids in the time, form, and manner provided by law.

SECTION 3. After the bids are opened, they shall be tabulated and analyzed and a report submitted to the Redevelopment Agency.

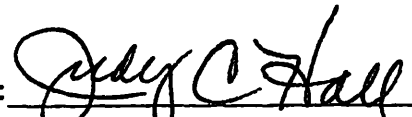
The foregoing resolution was introduced at a special meeting of the Redevelopment Agency of the City of Modesto held on the 8th day of December, 1987, by Agency Member Patterson , who moved its adoption, which motion being duly seconded by Agency Member Muratore , was upon roll call carried and the resolution adopted by the following vote:

AYES: Agency Members: Lang, Muratore, Sutton, Patterson,  
Mayor Mensinger

NOES: Agency Members: None

ABSENT: Agency Members: McGrath, Whiteside

ATTEST:

  
JUDY C. HALL, Acting Secretary