

RESOLUTION NO. _____

RESOLUTION OF THE CITY COUNCIL OF THE CITY
OF CHULA VISTA APPROVING AN AMENDED AND
RESTATED OPERATING AGREEMENT BETWEEN
THE CITY AND LIVING COAST DISCOVERY
CENTER

WHEREAS, on June 11, 2013, the City of Chula and the Living Coast Discovery Center (“LCDC”) entered into a first amendment to the Operating Agreement for a period of one (1) year, ending on June 30, 2014; and

WHEREAS, the City Manager agreed to extend the Operating Agreement until September 30, 2014; and

WHEREAS, the Amended and Restated Operating Agreement (“Agreement”) with an expiration date of December 31, 2015, includes an automatic term-extension provision, which will extend the term of the Agreement to June 30, 2017, provided certain performance measurements are met, including: (a) a separate operational reserve fund established and funded for LCDC operations with a minimum unencumbered balance of \$100,000; (b) established and documented 27 new partnerships, collaborations, and/or programs that increase, in the aggregate, LCDC net revenues; (c) maintained or augmented LCDC Board membership; (d) over a 12 month period, increased LCDC general attendance by two percent (2%) or greater as compared to the previous 12 month period; and (e) complied with all material terms and conditions of this Agreement; and

WHEREAS, provisions of the Agreement provide that the City shall transfer all right, title and interest in and to the following vehicles currently used for LCDC operations: (a) 1995 Gillig, Lic. No. E013416, with approximately 157,000 miles; and (b) 2005 El Dorado E-Z Rider II, Lic. No. 1212768, with approximately 45,000 mile; and

WHEREAS, these vehicles will be transferred to Operator at no cost and in “as is” condition; and

WHEREAS, additionally, the Agreement provides for the following: (a) Operator shall not make material modifications to the LCDC Improvements without City’s prior written approval, which such approval shall not be materially withheld or delayed; (b) the LCDC will continue to submit quarterly financial reports to the City; (c) the City shall contribute \$10,000 towards the cost of an audit for the LCDC, which audit shall be completed and a copy provided to the City no later than October 1, 2014.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Chula Vista, that it approves the Amended and Restated Operating Agreement between the City of Chula Vista and Living Coast Discovery Center, in the form presented, with such minor modifications as may be required or approved by the City Attorney, a copy of

Resolution No. _____

Page 2

which shall be kept on file in the Office of the City, and authorizes and directs the City Manager to execute same.

Presented by

Approved as to form by

Kristi McClure
Director of Recreation

Glen R. Googins
City Attorney