

Date: July 26, 2006
W.I.: 1254
Referred by: BATA Oversight
Revised: 9/28/11

ABSTRACT

BATA Resolution No. 70, Revised

This resolution approves a Joint Exercise of Powers Agreement between the Bay Area Toll Authority and the Metropolitan Transportation Commission (MTC) for the creation of the Bay Area Infrastructure Financing Authority.

Discussion of this action is contained in the Executive Director's Memorandum to BATA, dated July 5, 2006.

Attachment A to this resolution was revised on September 28, 2011 to amend the Joint Exercise of Powers Agreement to provide for the Bay Area Infrastructure Financing Authority, acting as a "regional transportation agency" with the consent of MTC, to develop and operate a high-occupancy toll lane facility pursuant to Streets and Highways Code Sections 143(a)(4)(D) and 149.7.

Discussion of this action is contained in the Executive Director's Memorandum to the BATA Oversight Committee, dated September 7, 2011.

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Re: Approval of Joint Exercise of Powers Agreement with the Metropolitan Transportation Commission for the Creation of the Bay Area Infrastructure Financing Authority

BAY AREA TOLL AUTHORITY
RESOLUTION NO. 70

WHEREAS, the Bay Area Toll Authority (“BATA”) was created pursuant to Section 30950 of the Streets and Highways Code of the State of California; and

WHEREAS, BATA is a “public agency” within the meaning of Section 6500 of the California Joint Exercise of Powers Act, consisting of Sections 6500 through 6599.3 of the California Government Code, as amended from time to time (the “Joint Powers Act”), and as such may, pursuant to the Joint Powers Act, enter into a joint exercise of powers agreement with one or more other public agencies; and

WHEREAS, the Metropolitan Transportation Commission (“MTC”) is the regional transportation planning agency for the San Francisco Bay Area pursuant to California Government Code section 66500 et seq. and is a “public agency” as that term is defined in Section 6500 of the Joint Powers Act; and

WHEREAS, BATA and MTC intend to enter into a joint exercise of powers agreement pursuant to the Joint Powers Act pursuant to which the Bay Area Infrastructure Financing Authority (the “Financing Authority”) will be created to, among other things, undertake programs and projects by exercising the common powers of MTC and BATA and the powers separately conferred by law upon the Financing Authority and finance such programs and projects through the issuance of bonds (as that

term is defined in Section 6585(c) of the Joint Powers Act) under or in accordance with the Joint Powers Act or other applicable provisions of law; and

WHEREAS, there has been prepared and presented to BATA a proposed form of joint exercise of powers agreement entitled “Bay Area Infrastructure Financing Authority”, attached hereto as Attachment A to this Resolution, and incorporated herein as though set forth at length, (the “Agreement”) between MTC and BATA to form the Financing Authority; and

WHEREAS, under the Joint Powers Act and other applicable provisions of law and the Agreement, the Financing Authority will be a public entity separate and apart from the parties to the Agreement and the debts, liabilities and obligations of the Financing Authority will not be the debts, liabilities or obligations of BATA or any member of BATA serving on the governing board of the Financing Authority; and

WHEREAS, it is to the advantage of BATA and in the public interest of the area and persons served by BATA to enter into the Agreement in order to establish the Financing Authority for the purposes herein recited and the additional purposes set forth in the Agreement; and

WHEREAS, all acts, conditions and things required by the Constitution and the laws of the State of California to exist, to have happened and to have been performed in connection with the consummation of the Agreement authorized hereby do exist, have happened and have been performed in regular and due time, form and manner as required by law, and BATA is now duly authorized and empowered, pursuant to each and every requirement of law, to authorize the execution and delivery of the Agreement; now, therefore, be it

RESOLVED, that BATA specifically finds and declares that the statements, findings and determinations of BATA set forth in the preambles above and in the Agreement approved herein are true and correct; and be it further

RESOLVED, that BATA hereby authorizes the Executive Director of BATA or the Chief Financial Officer of BATA (each, an “Authorized Representative”) to execute and deliver, and the Secretary of BATA to attest and deliver, the Agreement in substantially the form presented to BATA, with such additions thereto or changes therein as the Authorized Representative executing the same, with the advice of General Counsel to BATA may require or approve, the approval of such additions or changes to be conclusively evidenced by the execution and delivery of the Agreement; and be it further

RESOLVED, that the officers and agents of BATA are hereby authorized and directed to take all further actions necessary and convenient to establish the Authority and that all actions heretofore taken by the members of BATA, committees of BATA, and officers and agents of BATA with respect to the Agreement and the formation of the Financing Authority are hereby acknowledged; and, be it further

RESOLVED, that this Resolution shall take effect from and after its adoption.

BAY AREA TOLL AUTHORITY

/s/

Jon Rubin, Chair

The above resolution was entered into by the Bay Area Toll Authority at a regular meeting of BATA held in Oakland, California on July 26, 2006

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ATTACHMENT A REVISED

INSERT AMENDED JOINT EXERCISE OF POWERS AGREEMENT
Between METROPOLITAN TRANSPORTATION COMMISSION
And BAY AREA TOLL AUTHORITY
Creating the BAY AREA INFRASTRUCTURE FINANCING AUTHORITY