

RESOLUTION 2016-88

**RESOLUTION AUTHORIZING AMENDMENT NO. 2
TO TELECOMMUNICATIONS LICENSE
AGREEMENT WITH THE IRVINE COMPANY, LLC,
A DELAWARE LIMITED LIABILITY COMPANY,
EXTENDING THE TERM FOR AN ADDITIONAL
TWO YEARS TO JUNE 30, 2018 AND CONTINUING
TO GRANT INDEMNITY UNDER THE
TELECOMMUNICATIONS LICENSE AGREEMENT
FOR ANY CLAIM ARISING OUT OF THE USE,
OPERATION, MAINTENANCE AND REPAIR OF
THE TELECOMMUNICATIONS EQUIPMENT**

WHEREAS, the San Diego Unified Port District (District) is a public corporation created by the legislature in 1962 pursuant to Harbors and Navigation Code Appendix 1, (Port Act); and

WHEREAS, Section 21 of the Port Act authorizes the Board of Port Commissioners (BPC) to pass all necessary ordinances and resolutions for the regulation of the District; and

WHEREAS, at its September 7, 2010 meeting, the BPC approved a Telecommunications License Agreement (Agreement) with The Irvine Company, LLC, a Delaware limited liability company (The Irvine Company), for use and maintenance of an elevated relay station at the One America Plaza building providing enhanced security and uninterrupted communication signals among District facilities in the South Bay, along the Embarcadero, across the bay from Coronado, and the Administration Building; and

WHEREAS, the Agreement is for bay-wide communication among District facilities and security for various law enforcement agencies throughout the San Diego region; and

WHEREAS, the original Agreement commenced on July 1, 2010 and was amended once to extend the expiration date to June 30, 2016; and

WHEREAS, the District is requesting an Amendment No. 2 to the Agreement with The Irvine Company for the District's communication relay station at the One America Plaza building located at 600 W. Broadway in the City of San Diego; and

WHEREAS, the Irvine Company has agreed to the Amendment to extend the term by two (2) years, for a total of eight (8) years, with a new expiration date of June 30, 2018; and

WHEREAS, proposed Amendment requires BPC approval because the total term exceeds five (5) years and as a condition of the Agreement, the District must continue to indemnify The Irvine Company and agree to a jury trial waiver in favor of court-appointed referee for dispute resolutions; and

WHEREAS, due to the security nature of the Agreement and Amendment, both documents are exempt from public disclosure under California Government Code sections 6254(a) and 6255.

NOW, THEREFORE, BE IT RESOLVED by the Board of Port Commissioners of the San Diego Unified Port District, as follows:

That the Executive Director or her designated representative is hereby authorized on behalf of the District to enter into Amendment No. 2 to Telecommunications License Agreement with The Irvine Company, LLC, a Delaware limited liability company, extending the term for an additional two years to June 30, 2018 and continuing to grant indemnity under the Telecommunications License Agreement for any claim arising out of the use, operation, maintenance and repair of the telecommunications equipment.

APPROVED AS TO FORM AND LEGALITY:

GENERAL COUNSEL


By: ~~Assistant~~ Deputy

2016-88

PASSED AND ADOPTED by the Board of Port Commissioners of the San Diego Unified Port District, this 15th day of June, 2016, by the following vote:

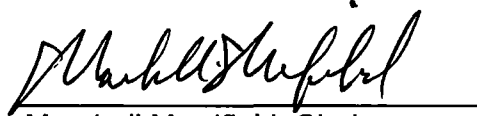
AYES: Bonelli, Castellanos, Merrifield, Moore, Nelson, and Valderrama.

NAYS: None.

EXCUSED: Malcolm.

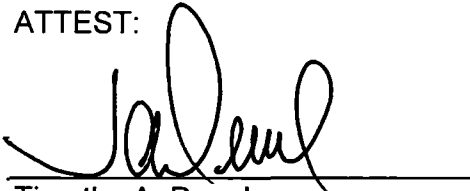
ABSENT: None.

ABSTAIN: None.



Marshall Merrifield, Chairman
Board of Port Commissioners

ATTEST:



Timothy A. Deuel
District Clerk

(Seal)