

Re Authorizing Title Settlement ]  
 Agreement By and Among the State ]  
 of California, the District, and Western ]  
 Salt Company . . . . . ]

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**(3.7) Western Salt Acquisition**

RESOLUTION 99-88

WHEREAS, the District and the United States Department of the Interior, Fish and Wildlife Service, (Fish and Wildlife Service) are parties to a Cooperative Agreement which requires the acquisition of certain Western Salt Company property and conveyance of property rights to said Fish and Wildlife Service as consideration for its removal of a least tern conservation easement on the Camp Nimitz Naval Training Center property, said Cooperative Agreement is on file in the office of the District Clerk as Document No. 38129; and

WHEREAS, the District and Western Salt Company, a California corporation, are parties to that certain Purchase Agreement and Escrow Instructions dated as of September 30, 1998, on file in the District Clerk's Office as Document No. 38115, as amended by the First Amendment to Purchase Agreement and Escrow Instructions, on file in the District Clerk's Office as Document No. 38274; and

WHEREAS, in accordance with said Purchase Agreement, as amended, the District agreed to acquire from Western Salt Company certain parcels of property, as well as certain assets of the salt business that has for more than One Hundred Twenty (120) years been operated on the subject property by Western Salt Company and its predecessors in interest; and

WHEREAS, in accordance with said Purchase Agreement, as amended, the District further agreed to pay Western Salt Company a sum not to exceed Twenty Million Five Hundred Thousand Dollars (\$20,500,000.00) for the transferred property, and for Western

Salt Company to donate to the District any value of the transferred property that is in excess of said Twenty Million Five Hundred Thousand Dollars (\$20,500,000.00); and

WHEREAS, the California State Lands Commission approved this transaction on January 29, 1999, conditioned upon the transaction being documented through a Title Settlement Agreement, and pursuant to the Title Settlement Agreement (Agreement), Western Salt Company shall convey to the State of California the following real property: Salt Ponds Parcel (described in Exhibit B-1 to said Agreement), Railroad Right of Way Parcels (described in Exhibit B-1.1 to said Agreement), Northeast Parcel (described in Exhibit B-2 to said Agreement), 30 Foot Easement Parcel (described in Exhibit B-2.1 to said Agreement), and Seventh Street Parcel (described in Exhibit B-3 to said Agreement); Western Salt Company shall convey to the District the following real property: Salt Plant Parcel (described in Exhibit C-1 to said Agreement); Pond 20 Parcel (described in Exhibit C-2 to said Agreement), and Florence Street Parcel (described in Exhibit C-3 to said Agreement), NOW, THEREFORE,

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

1. The acquisition of said Western Salt Company property by the District has been determined to be categorically exempt pursuant to California Environmental Quality Act Guidelines, Section 15301, Class 1.

2. That the Executive Director or his authorized representative is hereby authorized and directed to enter into a Title Settlement Agreement, on behalf of the District, by and among the State of California, acting by and through the California State Lands Commission, the San Diego Unified Port District, a public corporation, and Western Salt Company, a California corporation, in substantially the form presented to and considered at the meeting of the Board of Port Commissioners held on March 30, 1999, whereby Western Salt Company shall convey to the District the following real property: Salt Plant Parcel (described in Exhibit C-1 to said Agreement); Pond 20 Parcel

(described in Exhibit C-2 to said Agreement), and Florence Street Parcel (described in Exhibit C-3 to said Agreement), said Agreement is on file in the office of the District Clerk as Document No. 38885.

3. That the Executive Director or his authorized representative is hereby further authorized and directed to enter into a First Amendment to the Cooperative Agreement with the United States Department of the Interior, Fish and Wildlife Service.

4. That in accordance with said Agreement and said Purchase Agreement, as amended, between the District and Western Salt Company, the District shall pay to Western Salt Company a sum not to exceed Twenty Million Five Hundred Thousand Dollars (\$20,500,000.00), plus reimbursable expenses pursuant to the Purchase Agreement, as amended.

BE IT FURTHER RESOLVED that the Executive Director or his authorized representative is hereby directed to accept the property interests conveyed (Western Salt Plant Parcel, Pond 20 Parcel and Florence Street Parcel), to execute the necessary Certificate of Acceptance on behalf of the District, and further to execute any other documents necessary for the completion of this transaction.

ADOPTED this 30th day of March, 1999.

sw  
3/30/99

San Diego Unified Port District

Office of the Clerk

CERTIFICATION OF VOTE

Passed and adopted by the Board of Port Commissioners of the San Diego Unified Port

District on March 30, 1999, by the following vote:

<u>Commissioners</u>	<u>Yeas</u>	<u>Nays</u>	<u>Excused</u>	<u>Absent</u>	<u>Abstained</u>
Stephen P. Cushman	<u>X</u>	<u>      </u>	<u>      </u>	<u>      </u>	<u>      </u>
Susan Lew	<u>X</u>	<u>      </u>	<u>      </u>	<u>      </u>	<u>      </u>
David Malcolm	<u>X</u>	<u>      </u>	<u>      </u>	<u>      </u>	<u>      </u>
Patricia McQuater	<u>X</u>	<u>      </u>	<u>      </u>	<u>      </u>	<u>      </u>
Paul H. Speer	<u>X</u>	<u>      </u>	<u>      </u>	<u>      </u>	<u>      </u>
Frank J. Urtasun	<u>X</u>	<u>      </u>	<u>      </u>	<u>      </u>	<u>      </u>
Jess Van Deventer	<u>X</u>	<u>      </u>	<u>      </u>	<u>      </u>	<u>      </u>

AUTHENTICATED BY:



Chair of the Board of Port Commissioners

CHRISTINE M. STEIN

Clerk of the San Diego Unified Port District

By: 

Deputy Clerk

(Seal)

Resolution Number: 99-88

or

Ordinance Number:       

Adopted: 03/30/99