



MEETING DATE: September 11, 2024

AGENDA ITEM: 8. Amendment to the BFPD

FROM: Susan Scarlett

RE: City of Portola and Beckwourth Peak Fire protection district asset transfer agreement amendment

BACKGROUND:

As of July 1, 2024 the City of Portola turned over assets to the newly formed Beckwourth Peak Fire Protection District. The agreement was passed by the City Council at the June 26, 2024 meeting with minor changes. The amendment to the agreement for the changes is on for City Council approval and has been approved by the Beckwourth Peak Fire Protection District.

RECOMMENDATION:

Approve the amendment to the original agreement and authorize the Interim City Manager to execute the amendment and documents.

FISCAL IMPACT:

None

ATTACHMENTS:

- A. AMENDMENT 1 TO PORTOLA ASSET TRANSFER AGREEMENT - SIGNED-1

**AMENDMENT NO. 1
TO ASSET TRANSFER AGREEMENT**

This Amendment No. 1 to Asset Transfer Agreement (“Amendment No. 1”) is made and entered into as of this 31st day of July, 2024, by and between City of Portola (“City”) and the Beckwourth Peak Fire Protection District (“BPPFD” or “District”). City and District are sometimes individually referred to as “Party” and collectively as “Parties.”

Recitals

- A. Original Agreement. The Parties have entered into an agreement entitled “Asset Transfer Agreement” dated July 3, 2024 (“Original Agreement”), which is incorporated herein by reference as if fully set forth herein.
- B. Amendment Purpose. City and District wish to amend the Original Agreement to clarify which parcels will be granted by quitclaim and grant deeds and the timeline to finalize the transfer of the parcels.
- C. Amendment Authority. This Amendment No. 1 is authorized pursuant to Section 8 of the Original Agreement.

Amendment

Now therefore, the Parties hereby modify the Original Agreement as follows:

- 1. Definitions. All capitalized terms used in this Amendment No. 1 not defined in this Amendment No. 1 shall have the same meaning as set forth in the Original Agreement if defined in the Original Agreement.
- 2. Section 1 of Original Agreement. Section 20(c) of the Original Agreement is hereby replaced with the following italicized text:

*(c) Within fourteen (14) days of the execution of the Amendment No. 1, City shall execute a grant deed in substantially the form set forth in **Exhibit C** to transfer such property to the District. Notwithstanding the foregoing, City may execute a quitclaim deed in substantially the form set forth in **Exhibit D** to transfer that certain real property commonly referred to as APN 125-203-008 to the District. The Parties understand and agree that the transfer of any real property shall be subject to a right of reversion in the event that District or its successor no longer provides fire protection and emergency medical services to the City or its successor. Such reversion shall be in substantially the form set forth in **Exhibits C or D, as applicable.***

- 3. Continuing Effect of Agreement. All provisions of the Original Agreement otherwise remain in full force and effect and are reaffirmed. From and after the date of this Amendment No. 1, whenever the term “Agreement” appears in the Original Agreement, it shall mean the Original Agreement as amended by this Amendment No. 1.


4. Adequate Consideration. The Parties hereto irrevocably stipulate and agree that they have each received adequate and independent consideration for the performance of the obligations they have undertaken pursuant to this Amendment No. 1.
5. Severability. If any portion of this Amendment No. 1 is declared invalid, illegal, or otherwise unenforceable by a court of competent jurisdiction, the remaining provisions shall continue in full force and effect.

IN WITNESS WHEREOF, this Amendment No. 1 has been executed and delivered as of the date first written above.

CITY OF PORTOLA

By: _____
Name: _____
Title: _____

BECKWORTH PEAK FIRE PROTECTION DISTRICT

By:  31 JULY 2024
Name: RICHARD MCLADEN
Title: BOARD PRESIDENT