

RESOLUTION NO. 5223-15

RESOLUTION NUMBER APPROVING REINSTATEMENT OF AN INTERGOVERNMENTAL AGREEMENT BETWEEN THE CITY OF TUALATIN AND METRO FOR THE MANAGEMENT OF TUALATIN RIVER ACCESS POINTS PROPERTY

WHEREAS, in 1998, an Intergovernmental Agreement was entered into by the City of Tualatin and Metro for the City's management, operation, and maintenance of riverfront property jointly acquired to extend the Tualatin River Greenway at the east boundary of Brown's Ferry Park (the Miller Property), and in 2004, another property (the Salinas Property) was jointly acquired to further extend the greenway to the east, and, by Resolution, has been managed, operated, and maintained under terms and conditions of the same agreement; and

WHEREAS, the Intergovernmental Agreement had an original term of ten (10) years, and has since expired pursuant to its terms; and

WHEREAS, the parties wish to reinstate the Intergovernmental Agreement, include the Salinas Property under the terms therein, and make modifications to the Intergovernmental Agreement.

NOW THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF TUALATIN, OREGON, that:

Section 1. The City Manager is authorized to execute an Intergovernmental Agreement between the City of Tualatin and Metro for the management, operation, and maintenance of Tualatin River Access Points Property, in a form substantially similar that set forth in Attachment A.

Section 2. The City Manager is authorized to make administrative modifications to the intergovernmental agreement to fully implement its intent.

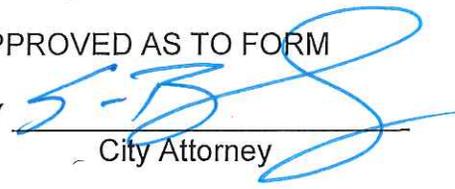
Section 3. This resolution is effective upon adoption.

Adopted by the City Council this 26th day of January, 2015.

CITY OF TUALATIN, OREGON

BY  _____
Mayor

APPROVED AS TO FORM

BY  _____
City Attorney

ATTEST:

BY  _____
City Recorder

**FIRST AMENDMENT TO
INTERGOVERNMENTAL AGREEMENT**

**Management of Tualatin River Access Points Property
Browns Ferry Park / Trail Easements
Tualatin, Oregon**

This First Amendment to Intergovernmental Agreement (this "Amendment") is by and between the City of Tualatin (the "City"), and Metro, an Oregon municipal corporation ("Metro"). This Amendment is made and entered into as of the last date of signature indicated below (the "Effective Date").

RECITALS

- A. The City and Metro are parties to that certain Intergovernmental Agreement dated May 14, 1998 (the "IGA").
- B. Pursuant to the IGA, the City manages, operates and maintains property owned by the City and Metro as tenants in common (tax lot IDs 21E19 00900 and 21E19 01000) as part of Browns Ferry Park, commonly referred to as the Miller Property (the "Miller Property"). The Miller Property is in the Tualatin River Access Points Target Area and is more specifically described in the IGA.
- C. The IGA had an original term of ten (10) years, and has since expired pursuant to its terms.
- D. On April 23, 2004, Metro purchased additional property (tax lot ID 21E 19DA 10400) adjacent to the Miller Property, known as the Salinas Property (the "Salinas Property"). The City manages, operates and maintains the Salinas Property as part of Browns Ferry Park.
- E. The parties desire to reinstate the IGA, extend the term of the IGA, expressly include the Salinas Property as part of property managed under the IGA, provide for the City's acquisition of trail easements, and to make further modifications to the IGA as provided in this Amendment.
- F. Capitalized terms used in this Amendment shall have the meanings given to them in the IGA, except as expressly modified by this Amendment.

AGREEMENT

In consideration of the foregoing, the parties hereby agree as follows:

1. Reinstatement; Extended Term; Automatic Renewal. The IGA is reinstated as though it never expired. In accordance with Section B(5) of the IGA, the parties agree that the City shall continue its management, maintenance, and operation responsibilities for an additional ten (10) year term, which term shall commence upon the Effective Date of this Amendment. The IGA shall automatically renew every ten (10) years for an additional ten (10) year period, unless

terminated by either party by written notice to the other party, at least one (1) month prior to the renewal of any additional ten (10) year term, or in accordance with Sections E(4) or E(5) of the IGA.

2. Property Addition. In addition to any new properties acquired in accordance with Section B(4) of the IGA, the term "Property", as defined in the IGA, shall hereby be deemed to include both the Miller Property and the Salinas Property. The Miller Property and the Salinas Property shall be managed, operated, and maintained by the City as part of Browns Ferry Park, in accordance with the IGA.

3. Metro 2006 Bond Measure. On November 7, 2006, voters approved Ballot Measure 26-80 ("Metro Natural Areas Bond Measure"), authorizing Metro to build upon the success of the Metro Open Spaces Bond Measure and to continue its protection of natural areas and water quality in the region. All references within the IGA to the "Metro Open Spaces Bond Measure" shall be interpreted to mean the "Metro Natural Areas Bond Measure", where such interpretation is reasonable and applicable.

4. Trail Easements. Whenever Metro seeks to acquire an easement over real property located in one of Metro's target areas within the City, for the primary purpose of permitting the construction of a bicycle and/or pedestrian trail across such property, Metro may notify the City of the potential easement transaction in the manner provided in Section B(4) of the IGA, except that the notice shall state that Metro is requesting the City to be the holder and grantee of the potential easement. If the City accepts or is deemed to have accepted the easement transaction, then at the closing of the easement acquisition, the City shall cooperate in signing any necessary closing documents (including, for example, the trail easement or an assignment of the easement purchase agreement). The trail easement shall be substantially in the form attached as Exhibit A to this Amendment, and any substantial amendments to such form shall be subject to the approval of the Community Services Director. Any trail easements acquired and held by the City shall be considered "Property," and managed by the City in accordance with the terms and conditions of the IGA.

5. Miscellaneous. This Amendment may be executed in counterparts and delivery by facsimile or e-mail shall be sufficient to form a binding agreement. The IGA is modified only in the specific respects set forth in this Amendment. Except as expressly modified herein, the IGA remains unmodified and in full force and effect.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, the parties have executed this Amendment effective as of the last date of signature specified below.

CITY OF TUALATIN:

By: _____

Print Name: _____

Title: _____

Date: _____

METRO:

By: _____
Martha J. Bennett, Chief Operating Officer

Date: _____

DRAFT

EXHIBIT A
Form of Trail Easement

[See attached]

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