

MEMBERSHIP AGREEMENT

This MEMBERSHIP AGREEMENT (this "Agreement"), dated as of July 20, 2021, is between the CITY OF FULLERTON, a municipal corporation organized and existing under the laws of the State of California (the "City"), and the HOUSING AUTHORITY OF THE CITY OF FULLERTON, a public body, corporate and politic, duly organized and existing under the laws of the State of California (the "Housing Authority").

BACKGROUND:

1. The City and the former Fullerton Redevelopment Agency (the "Former Agency") have previously entered into a Joint Exercise of Powers Agreement dated as of June 2, 1998 (the "Joint Powers Agreement"), under which the City of Fullerton Public Financing Authority (the "Joint Powers Authority") has been formed pursuant to Article 1 (commencing with Section 6500) of Chapter 5, Division 7, Title 1 of the Government Code of the State of California (the "Joint Powers Law").

2. The Former Agency was formed as a public body, corporate and politic, under and pursuant to the provisions of the Community Redevelopment Law, being Part 1 of Division 24 (commencing with Section 33000) of the California Health and Safety Code (as amended, the "Redevelopment Law").

3. On June 28, 2011, the California Legislature enacted California Assembly Bill X1 26, which amended provisions of the Redevelopment Law and enacted Parts 1.8 and 1.85 of Division 24 of the California Health and Safety Code (as amended, the "Dissolution Act"), the provisions of which had the effect of dissolving the Former Agency on February 1, 2012, and vesting certain of its powers, assets, duties and obligations in the Successor Agency to the Fullerton Redevelopment Agency (the "Successor Agency"), including the interests of the Former Agency in the Joint Powers Authority.

4. The Dissolution Act includes provisions under which the Successor Agency will be dissolved at a future date, and in order to ensure that the Authority maintains its existence as a public entity under the Joint Powers Law, the City has requested the Housing Authority to enter into this Agreement for the purpose of providing that the Housing Authority will become a member of the Joint Powers Authority at the request of the City prior to the dissolution of the Successor Agency.

5. Pursuant to the Joint Powers Law, the Housing Authority is authorized to become a member of the Joint Powers Authority.

AGREEMENT:

In consideration of the premises and the material covenants contained herein, the City and the Housing Authority hereby agree as follows:

Section 1. Agreement to Become Member. The Housing Authority hereby agrees to become a member of the Joint Powers Authority at any time following the execution and delivery of this Agreement, at the written request of the City which is

executed on behalf of the City by the City Manager and filed with the Executive Director of the Authority.

Section 2. Execution and Delivery of Amended Agreement. Within 30 days of the receipt of a written request from the City pursuant to Section 1, the Authority and the City shall execute and deliver an amendment to the Joint Powers Agreement in substantially the form attached hereto as Appendix A. The City and the Housing Authority acknowledge that prior to the dissolution of the Successor Agency under the Dissolution Act, such amendment requires the approval of the Successor Agency as a result of which the amendment may not become effective until the completion of proceedings under the Dissolution Act.

Section 3. Execution in Counterparts. This Agreement may be executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

Section 4. Applicable Law. This Agreement shall be governed by and construed in accordance with the laws of the State of California.

CITY OF FULLERTON

By: _____
Name
Title

Attest:

City Clerk

HOUSING AUTHORITY OF THE CITY OF FULLERTON

By: _____
Name
Title

Attest:

Secretary

APPENDIX A
AMENDMENT TO
JOINT EXERCISE OF POWERS AGREEMENT

This AMENDMENT TO JOINT EXERCISE OF POWERS AGREEMENT (this “Agreement”) dated as of _____, 20__, is among the CITY OF FULLERTON, a municipal corporation duly organized and existing under and by virtue of the laws of the State of California (the “City”), the SUCCESSOR AGENCY TO THE FULLERTON REDEVELOPMENT AGENCY, a public body corporate and politic organized and existing under the laws of the State of California (the “Successor Agency”), and the HOUSING AUTHORITY OF THE CITY OF FULLERTON, a public body corporate and politic organized and existing under the laws of the State of California (the “Housing Authority”);

WITNESSETH:

WHEREAS, agencies formed under Article 1 (commencing with Section 6500) of Chapter 5, Division 7, Title 1 of the Government Code of the State of California (the “Joint Powers Law”) are permitted to provide financing for any of their members in connection with the acquisition, construction and improvement of public capital improvements and other programs of such members; and

WHEREAS, the City and the former Fullerton Redevelopment Agency (the “Former Agency”) have previously entered into a Joint Exercise of Powers Agreement dated June 2, 1998 (the “Joint Powers Agreement”), under the Joint Powers Law, forming the City of Fullerton Public Financing Authority (the “Authority”), for the purpose of providing an entity which can assist in providing financial assistance to the Agency and the City; and

WHEREAS, the Former Agency has been dissolved and certain of its powers, assets, duties and obligations have been vested in the Successor Agency, including the interests of the Former Agency in the Authority under the Joint Powers Agreement; and

WHEREAS, the City and the Housing Authority have entered into a Membership Agreement dated July __, 2021, under which the Housing Authority has agreed to become a member of the Authority at the written request of the City, and the City has previously filed such written request with the Authority;

NOW, THEREFORE, in consideration of the mutual promises herein contained, the City, the Former Agency and the Housing Authority do hereby agree as follows:

Section 1. Amendment of Joint Powers Agreement. The Joint Powers Agreement is hereby amended to make the Housing Authority a member of the Authority. From and after the date this Agreement becomes effective, the term “Member” as defined in Section 1 of the Joint Powers Agreement shall include the Housing Authority.

Section 2. Effect of Amendment on Joint Powers Agreement. The Authority shall maintain its existence as a public agency, without interruption by virtue of the amendment made to the Joint Powers Agreement pursuant to this Agreement.

Section 3. Effective Date. This Agreement shall become effective on the date of execution and delivery hereof; provided that in the event the authorization of this Agreement by the Successor Agency is subject to review and approval of the oversight board for the Successor Agency and by the California Department of Finance, this Agreement shall become effective upon the completion of the proceedings for such review and approval.

Section 4. Applicable Law. This Agreement shall be governed by and construed in accordance with the laws of the State of California.

CITY OF FULLERTON

By: _____
Name
Title

Attest:

City Clerk

HOUSING AUTHORITY OF THE CITY OF FULLERTON

By: _____
Name
Title

Attest:

Secretary

SUCCESSOR AGENCY TO THE FULLERTON REDEVELOPMENT AGENCY

By: _____
Name
Title

Attest:

Secretary