RESOLUTION NO. XXXX

RESOLUTION OF THE BOARD OF DIRECTORS OF THE TRUCKEE TAHOE AIRPORT DISTRICT DECLARING, PURSUANT TO GOVERNMENT CODE SECTION 54221, THAT CERTAIN DISTRICT-OWNED REAL PROPERTY (AN APPROXIMATELY 11-ACRE PORTION OF ASSESSOR PARCEL NUMBER 019-441-011, LOCATED APPROXIMATELY AT THE CORNER OF SOARING WAY AND TRUCKEE AIRPORT ROAD, IN TRUCKEE, CALIFORNIA) IS EXEMPT SURPLUS LAND; APPROVING A PURCHASE AND SALE AGREEMENT WITH THE TOWN OF TRUCKEE SUBJECT TO CONDITIONS PRECEDENT; AUTHORIZING RELATED ACTIONS; AND MAKING FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT

WHEREAS, the Truckee Tahoe Airport District (the "District") is the owner in fee simple of approximately 11 acres of real property constituting a portion of Assessor Parcel Number 019-441-011 and located approximately at the corner of Soaring Way and Truckee Airport Road, Truckee, Nevada County, California, as more particularly depicted in Exhibit A, attached hereto and incorporated by reference (the "District Property"); and

WHEREAS, the Surplus Land Act, Government Code sections 54220 *et seq.* (as amended, the "Act"), applies when a local agency disposes of "surplus land," as that term is defined in Government Code section 54221, but expressly does not apply to the disposal of "exempt surplus land," pursuant to Government Code section 54222.3; and

WHEREAS, the Act requires local agencies such as the District to declare certain real property they own as either "surplus land" or "exempt surplus land," as supported by written findings, prior to any disposition of the real property; and

WHEREAS, pursuant to Public Utilities Code section 22553.5, the District may sell property that, in the opinion of its Board of Directors, is not needed for the District's affairs, and the Board has determined that the District Property is not necessary for the District's use or needed for its affairs; and

WHEREAS, the District desires to transfer the District Property to the Town of Truckee (the "Town"), a California municipal corporation and "local agency" under the Act, for the Town's use; and

WHEREAS, the Act defines exempt surplus land to include land that a local agency transfers to another local, state, or federal agency for the receiving agency's use (Government Code section 54221(f)(1)(D)); and

WHEREAS, the Town intends to use the District Property for public facilities, specifically a police station; and

WHEREAS, the Board of Directors has reviewed this Resolution and desires to declare the District Property exempt surplus land under the Act, based on the findings contained herein, and to approve the Agreement subject to its conditions precedent; and

WHEREAS, the District desires to sell and the Town desires to purchase the District Property pursuant to a Purchase and Sale Agreement, substantially in the form attached hereto as Exhibit B and incorporated herein by reference (the "Agreement"); and

WHEREAS, the Agreement establishes conditions precedent to closing, including written confirmation of compliance with the Act from the California Department of Housing and Community Development ("HCD"), compliance with applicable Federal Aviation Administration ("FAA") requirements and recorded protections for airport operations, any environmental review and determinations required under the California Environmental Quality Act ("CEQA"), and compliance with applicable subdivision requirements; and

WHEREAS, based on information provided to it, the FAA has advised that it lacks approval authority for the proposed land release, but the District remains responsible for compliance with continuing federal grant obligations, including protection of airport operations, compatible land use, and airport revenues; and

WHEREAS, the Board desires to authorize execution of the Agreement while preserving the District's and Town's independent discretion under CEQA, including the discretion not to proceed with the transaction, and without authorizing conveyance or any future police station development until applicable legal requirements are satisfied; and

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Truckee Tahoe Airport District as follows:

SECTION 1. The above recitals are true and correct and are a substantive part of this Resolution.

SECTION 2. The Board of Directors hereby finds that the District Property is not necessary for the District's use or needed for its affairs and declares that the District Property is exempt surplus land pursuant to Government Code section 54221(f)(1)(D), based on the findings contained in this Resolution; namely, that the District intends to sell the District Property to the Town, another local agency, for the Town's use as a public facility, specifically a police station.

SECTION 3. The General Manager or designee is hereby authorized and directed to take actions necessary to demonstrate compliance with the Act, including submitting this Resolution and supporting findings and documentation to HCD through its Surplus Land Act Portal, responding to HCD inquiries, providing any notices required under Government Code section 54221(f)(2), if applicable, and obtaining

written confirmation of compliance. The General Manager shall comply with the applicable HCD notice and review requirements, including the requirement to submit the exemption determination and written findings at least 30 days before disposition. This Section does not itself authorize execution of an agreement or conveyance of the District Property.

SECTION 4. The Board of Directors hereby approves the proposed Purchase and Sale Agreement, substantially in the form attached hereto as Exhibit B, and authorizes the General Manager to finalize and execute the Agreement, subject to approval as to form by District Counsel. The Agreement shall preserve each agency's independent discretion under CEQA to consider alternatives and mitigation measures, including not proceeding with the transaction, without liability for damages or specific performance arising from the exercise of that discretion. No conveyance shall occur until all conditions precedent to closing have been satisfied or lawfully waived, including receipt of HCD's written confirmation of compliance with the Act, compliance with applicable FAA and Subdivision Map Act requirements, and completion of any CEQA review and agency determinations required for the transaction. Sale proceeds shall be administered in accordance with applicable federal airport revenue restrictions. The General Manager may make nonmaterial changes to the Agreement approved as to form by District Counsel; any material changes shall be returned to the Board for further consideration.

SECTION 5. This Resolution has been reviewed with respect to the applicability of the California Environmental Quality Act (Public Resources Code section 21000 et seq.) ("CEQA"). The Board finds that the declaration of the District Property as exempt surplus land and related administrative compliance activities, standing alone, do not have the potential to result in a direct physical change or a reasonably foreseeable indirect physical change in the environment and therefore do not constitute a project under State CEQA Guidelines sections 15060(c)(3) and 15378. The approval of the Agreement under Section 4 is preliminary and conditional: the Agreement preserves both agencies' independent CEQA discretion, including the ability not to proceed, and does not obligate either agency to approve future development or foreclose consideration of alternatives and mitigation. This Resolution does not approve any future police station development or constitute a final discretionary CEQA approval for the sale or any future use of the District Property. The District shall consider any environmental information and make any CEQA determination required for its participation in the transaction before conveyance, retaining full discretion to proceed, modify, or decline to proceed as required by CEQA.

SECTION 6. If any section, subsection, paragraph, sentence, clause or phrase of this Resolution is declared by a court of competent jurisdiction to be unconstitutional or otherwise invalid, such decision shall not affect the validity of the remaining portions of this Resolution.

SECTION 7. The Board Secretary shall certify to the adoption of this Resolution.

CERTIFICATION

I do hereby certify that the foregoing is a full, true, and correct copy of a resolution duly and regularly adopted at a meeting of the Board of Directors of the Truckee Tahoe Airport District held on _____.

_____
Board President

I, the undersigned, hereby certify: That I am the duly appointed and acting Secretary of the Board of Directors of the Truckee Tahoe Airport District, and that at a regular meeting of the Board of Directors of said District held on ____ __, 202__, the foregoing Resolution No. XXXX was duly and regularly adopted by said Board, and that said Resolution has not been rescinded or amended since the date of its adoption, and that it is now in full force and effect.

DATED:

_____
Board Secretary

EXHIBIT A

DESCRIPTION OF PROPERTY

EXHIBIT B
PURCHASE AND SALE AGREEMENT
[Attach the final Board-approved form of the PSA, including its exhibits.]