



MEMO

To: NCRA Board of Directors

From: Executive Director Stogner

Date: December 14, 2020

Subject: **Agenda Item G.4** - Discussion and Possible Action Regarding approval of Documentation of Transfer of Real Property Interest in fee from Sonoma/Mendocino County line to Healdsburg, and NCRA Freight Easement from Healdsburg to Lombard to SMART, pursuant to Agenda Item E.3, November 16, 2020

Background and Overview

On November 16, 2020, your Board discussed and approved the transfer of NCRA's ownership interest and freight easement interest to Sonoma-Marín Area Rail Transit District (SMART), from the Sonoma/Mendocino County line south to the national rail interchange south of Napa (Lombard), in a form approved by General Counsel, and upon approval by the California Transportation Commission (CTC). Your Board directed that it have an opportunity to review the proposed transaction document prior to execution.

On December 3, 2020, the CTC approved the transaction, and after further negotiation with SMART, staff is returning to your Board for final approval of the proposed Quitclaim Deed, attached herewith for your review.

In order to ensure compliance with Surface Transportation Board (STB) requirements, SMART and staff have agreed to enter into an agreement regarding the timing of the Quitclaim Deed, instructing and authorizing SMART to record the Quitclaim Deed upon effectiveness of the transfer of the affected rights and obligations from NCRA and/or NWP Co. to SMART before the STB.

Staff Recommendation:

- 1) Approve the proposed Quitclaim Deed to SMART, and authorize and direct the Chair of the Board of Directors to execute the Quitclaim Deed.
- 2) Authorize and direct the Executive Director to finalize and execute, in a form approved by General Counsel, an agreement with SMART instructing and authorizing SMART to record the Quitclaim Deed upon effectiveness of the transfer of the affected rights and obligations from NCRA and/or NWP Co. to SMART before the STB.