

**COOPERATION AGREEMENT
BETWEEN
CARSON REDEVELOPMENT AGENCY
AND THE CITY OF CARSON
AVALON BOULEVARD INTERCHANGE MODIFICATIONS
(Project Area No. 1)**

THIS COOPERATION AGREEMENT (Agreement) is entered into as of _____, 2010, by and between the CARSON REDEVELOPMENT AGENCY, a public body, corporate and politic (Agency), and the CITY OF CARSON, a municipal corporation (City).

RECITALS

A. Pursuant to Community Redevelopment Law (California Health and Safety Code Section 33000, *et seq.*) the Agency is undertaking a program for the redevelopment of blighted areas in the City and, in that regard, pursuant to Health and Safety Code Section 33445, the Agency proposes to pay for part of the cost of the Avalon Boulevard Interchange Modification at the I-405 Freeway (Modifications) for the benefit of Project Area No.1.

B. The City intends to manage the Modifications of the Interchange to assist the Agency in the elimination of blight.

C. Pursuant to Resolution No. 10-076, the City has included the Modifications in its 5-Year Capital Improvement Program (CIP) under Project Number .921, with the expectation that the Agency will reimburse the City for the City's payment of the cost thereof. No City funds were, or are reasonably expected to be available on a long-term basis under the budget or CIP to pay for the cost of the Modifications.

NOW, THEREFORE, THE PARTIES DO HEREBY AGREE AS FOLLOWS:

Section 1. Purpose of this Agreement

The City and the Agency desire to enter into this Agreement to acknowledge the above recitals and to provide for the advance by the City and the payment or reimbursement by the Agency of the cost of the I-405 Freeway Modification project as described in Exhibit "A."

Section 2. Construction

The City shall perform all required preparatory work and oversight of the Modifications, including any applicable acquisition of land and rights-of-way and environmental assessment, and shall install and construct, or cause to be installed and constructed, the Modifications. The City shall retain a person or entity experienced in the design and construction of the Modifications to undertake the design of the Modifications and to prepare plans and specifications therefor. The City shall, in accordance with all applicable federal, state and local laws, rules and regulations, construct, or cause to be constructed, the Modifications in accordance with such plans and specifications.