TAMALPAIS UNION HIGH SCHOOL DISTRICT
Larkspur, California

Resolution No. 25-07

RESOLUTION TO ACCEPT AGREEMENT FOR TERMINATION OF LEASE AND QUIT CLAIM DEED

WHEREAS, Tamalpais Union High School District ("District") and Lathrop Construction Associates, Inc. ("Developer") entered into a Facilities Lease, dated December 16, 2024, as amended ("Facilities Lease") and a Site Lease, dated December 16, 2024 ("Site Lease") for the construction of certain improvements by the Developer, known as Tamalpais High School STEAM Phase 1 Temporary Housing Project ("Project"), located at 700 Miller Avenue, Mill Valley, CA 94941 as described in Exhibit A to the Facilities Lease ("Project Site"); and

WHEREAS, under the terms of the Site Lease the District leased a portion of the Project Site to the Developer for the construction of the Project, which is being completed in phases; and

WHEREAS, on or about December 16, 2024, the District and Developer entered into an Amendment to the Facilities, which, among other things, established a Partial Guaranteed Maximum Price for the Project relating solely to Phase 1 Temporary Housing scope of work ("Phase 1 Project"); and

WHEREAS, under the terms of the Facilities Lease the District leased back the Phase 1 Project from the Developer and is obligated to make lease payments to the Developer for the lease of the Project; and

WHEREAS, the District has paid its Phase 1 Project obligations in full which were secured by the lease payments payable under the Facilities Lease by making its final lease payment to the Developer, and the District has paid all other amounts due or to become due with respect to the Facilities Lease, Phase 1 Project; and

WHEREAS, upon such payment in full, title to the Phase 1 Project leased under the Facilities Lease is to vest in the District, and the Facilities Lease and the Site Lease solely as to Phase 1 scope of work are to terminate immediately upon such payment; and

WHEREAS, the District and the Developer desire to unconditionally terminate the Facilities Lease solely as to Phase 1 scope of work, which pertains to the Project Site and to concurrently unconditionally terminate the related Site Lease solely as to Phase 1 scope of work, which also pertains to the Phase 1 Project Site; and

WHEREAS, the District and the Developer agree that the District has fulfilled its obligations under the Facilities Lease solely as to Phase 1 scope of work and that fee title to the Phase 1 Project and the Phase 1 Project Site leased thereby is to vest in the District.

NOW, THEREFORE, THE BOARD OF TRUSTEES OF THE TAMALPAIS UNION HIGH SCHOOL DISTRICT HEREBY FINDS, DETERMINES, DECLARES, ORDERS AND RESOLVES AS FOLLOWS:

Section 1. The above recitals are true and correct.

Section 2. The District hereby accepts and approves the Termination Agreement and Quit Claim Deed terminating the Facilities Lease and the Site Lease solely as to Phase 1 scope of work and conveying all of Developer's right, title and interest in the Phase 1 Project Site and the Phase 1 Project to the District.

Section 3. The District does hereby accept all of Developer's right, title and interest in the Phase 1 Project Site and the Phase 1 Project remised, released, quitclaimed and conveyed to the District by the Termination Agreement and Quit Claim Deed solely as to Phase 1 scope of work.

Section 4. The Superintendent and the Superintendent's designees are authorized to take all steps and sign all documents necessary to effect the intent of this resolution including, but not limited to, the Termination Agreement and Quit Claim Deed solely as to Phase 1 scope of work and the Certificate of Acceptance of the real property and facilities located in Marin County, California, as more particularly described in the Termination Agreement and Quit Claim Deed.

PASSED AND ADOPTED by the Board of Trustees of the Tamalpais Union High School District on this 10th day of February, 2026, by the following vote:

AYES: 5

NOES: 0

ABSENT: 0

ABSTAIN: 0

Board Member	Aye	No	Absent	Abstain
Cynthia Roenisch	X			
Ida Green	X			
Jennifer Holden	X			
Kevin Saavedra	X			
Emily Uhlhorn	X			

I, Dr. Courtney Goode, Secretary to the Board of Trustees, do hereby certify that the foregoing is a true and correct copy of a Resolution adopted by the Board of Trustees of the TAMALPAIS UNION HIGH SCHOOL DISTRICT at their meeting thereof held on February 10, 2026, which Resolution is on file in the office of said Board.

Dr. Courtney Goode, Secretary of the Board of Trustees

ATTEST:

Cynthia Roenisch, President of the Board of Trustees