



**MEMORANDUM OF UNDERSTANDING BETWEEN
THE LOS ALTOS STAGE COMPANY AND THE CITY OF LOS ALTOS**

This MEMORANDUM OF UNDERSTANDING (MOU) is made as of June 13, 2023, by and between the City of Los Altos, a municipal corporation of the State of California (City) and the Los Altos Stage Company, a 501(c)(3) Corporation (LASC), or hereinafter the Parties.

WHEREAS, LASC has had a Use Agreement with the City for the Bus Barn Theater for twenty-nine (29) years, which is owned by the City and located at the Los Altos Civic Center site; and

WHEREAS, since August 2018 a community theater has been part of the Los Altos Downtown Vision Plan; and

WHEREAS, the City Council believes that a community theater would be a benefit to the community; and

WHEREAS, on November 9, 2021, the Los Altos City Council (“City Council”) directed City staff to prepare a MOU under which the City would reserve a specified City-owned parking plaza through November 9, 2024 as a potential site for a community theater, in order to give LASC an opportunity to raise funds towards building a community theater; and

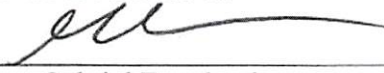
WHEREAS, on May 9, 2023, the City Council directed City staff to extend the MOU for an additional year through November 9, 2025.

NOW, THEREFORE, the Parties hereby declare the following:

1. LASC is considering options to utilize the City-owned Downtown Parking Plaza No. 2 described in and attached herein as Exhibit “A” and incorporated by this reference) to develop a downtown theater (Project).
2. The City shall refrain from selling or otherwise disposing of the Property until November 9, 2025 it being the intent of the Parties that the Property shall be reserved for the potential future construction of the Project.
3. LASC is expected to solicit funding for the Project, and the use of any such solicited funds that involves the City or any City-owned property would need to be covered in a separate agreement.
4. This MOU allows City staff to work with LASC through this process.
5. This MOU does not sell, lease, license or in any way dispose of the Property.

6. The Parties further declare and further acknowledge that the City's and LASC's commitments are subject to the compliance with all legal requirements, including and but not limited to compliance with the California Environmental Quality Act (CEQA). Nothing in this MOU shall be construed to compel LASC or the City to approve or make any particular findings with respect to any environmental documentation that is prepared, pursuant to CEQA, for any portion of the Project. The City retains full discretion to approve any CEQA documents prepared or to analyze environmental impacts or the Project.
7. This MOU is expressly non-binding and does not commit the City to approving the Project nor does it contain all of the terms and conditions related to the transaction contemplated herein. The City expressly retains the right to terminate this MOU at its convenience. If LASC abandons or does not pursue the Project, then this MOU shall be deemed to be null and void.
8. This MOU or Project may be subject to or superseded by any Federal, State, or local laws, including but not limited to, laws governing affordable housing.

CITY OF LOS ALTOS



Name: Gabriel Engeland
Title: City Manager

LASC



Name: Vicki Reeder
Title: Board President

APPROVED AS TO FORM:



Name: Jolie Houston
Title: City Attorney, Los Altos

APPROVED AS TO FORM:

Name:
Title:

Exhibit A

