

ASSIGNMENT AND ASSUMPTION AGREEMENT
[Menlo Gates]

This Assignment and Assumption Agreement ("Agreement") is made this 25 day of April, 2019, by and between the City of Menlo Park ("City) and Menlo Park Historical Association ("Historical Association"), each of which is referred to herein individually as "Party" and jointly as "Parties."

RECITALS

WHEREAS, the Parties entered into a Menlo Gates Agreement to build a replica of the gates that gave Menlo Park its name ("Menlo Gates Project"); and

WHEREAS, pursuant to the Menlo Gates Agreement the Parties agreed to enter into this Agreement upon completion of the Menlo Gates Project; and

WHEREAS, the Menlo Gates Project has now been completed.

NOW, THEREFORE, in consideration of the mutual covenants, promises, representations and warranties set forth herein and other good and valuable consideration, the receipt, sufficiency and exchange of which is hereby acknowledged the parties, intending to be legally bound agree as follows:

SECTION 1: Assignment and Assumption

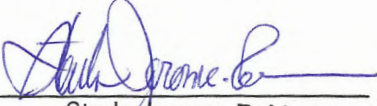
1.1 Assignment and Assumption of Contracts and Warranties. The Historical Association assigns and the City assumes all rights and warranties, from the contracts the Historical Association entered into with its subcontractors for the design, installation and construction of the Menlo Gates Project. The assignment and assumption does not include any of the Historical Association's obligations under such contracts and the Historical Association, which obligations shall remain those of the Historical Association. The Historical Association has obtained the acknowledgement from its subcontractors that the obligations under those contracts have been satisfied as of the date of this Agreement and has provided copies of such acknowledgements to the City.

1.2 Assignment /Acceptance/Release of Liabilities and Responsibilities for Project. The Historical Association assigns and the City accepts ownership of the Menlo Gates Project and the improvements and work included and made a part of the Menlo Gates Project. By this assignment and acceptance, the City agrees on behalf of itself and all successors and assigns to release the Historical Association and its related and affiliated entities and their insurers (but not its subcontractors performing the work comprising the Menlo Gates Project or such subcontractors' insurers) from all responsibility and liability associated with the Menlo Gates Project.

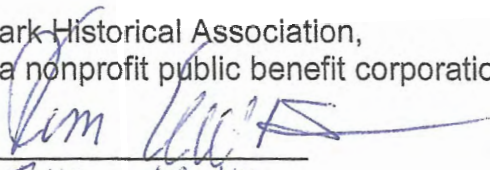
[signatures on next page]

IN WITNESS WHEREOF, the Parties have hereunder subscribed their names the day and year indicated above.


CITY OF MENLO PARK


By: Starla Jerome-Robinson
Its: City Manager

Menlo Park Historical Association,
California nonprofit public benefit corporation


By: JIM HEWITT
Its: President

Approved as to Form:



City Attorney
City of Menlo Park



Since 1971

**Board
Members**

President

Jim Lewis

Vice President

Michael Demeter

Secretary

Bo Crane

Treasurer

Lydia Cooper

At Large

Bobbie Carcione

Jym Clendenin

Frank Helfrich

Pamela Jones

Martha Lancestremere

Greg Mellberg

800 Alma Street
Menlo Park, CA 94025-3445
April 19, 2019

Starla Jerome-Robinson
City Manager
City of Menlo Park
701 Laurel Street, Second Floor
Menlo Park, CA 94025-3450

RECEIVED

APR 22 2019

City of Menlo Park
City Manager's Office

Dear Ms. Jerome-Robinson:

The Menlo Gates Project is complete. The general contractor was Sinnott & Company, 1127 Chestnut Street, Menlo Park, CA 94025. Sam Sinnott, President of Sinnott & Co, has provided a report to the Menlo Park Historical Association ("MPHA") dated April 10, 2019, with copies to the City Manager, Starla Jerome-Robinson, and to the City Attorney, Bill McClure, acknowledging that the obligations under the contract between Sinnott & Co and MPHA have been satisfied.

MPHA now requests the City of Menlo Park join MPHA in executing the Assignment and Assumption Agreement as specified Exhibit C of the Menlo Gates Agreement. Enclosed are several documents for your information and files.

Sincerely,

Jim Lewis, President
Menlo Park Historical Association

Encl.: Building Permit, finalized 04-04-19
Sinnott & Co. letter, 04-10-19
Exhibit C – Assignment & Assumption Agreement

cc: William McClure, City Attorney

Located in *Merrill History Room*, Menlo Park City Library
Office hours: Tuesday 12 pm to 2 pm. Wednesday 10 am to noon
Tel.: (650) 330-2522, email: mphistorical@yahoo.com
Website: <https://sites.google.com/site/mphistorical>
Like us on Facebook at *MenloParkHistoricalAssociation*

April 10, 2019

Jim Lewis, President
Menlo Park Historical Association
Merrill History Room
Menlo Park Library
Menlo Park, CA 94025

Re: Construction of the Menlo Gates

Jim:

The obligations of Sam Sinnott & Company ("Contractor"), Architecture and Construction Inc., 1127 Chestnut Street, Menlo Park, CA 94025, Contractor's State License #510156, (650) 325-5560 X801, sam@sinnottandco.com under the Construction Contract with Menlo Park Historical Association ("MPHA"), 800 Alma Street, Menlo Park, CA 94025, signed and dated November 7, 2018, have been satisfied as of this date. The final job site inspection (Permit No. 18-1112) was signed off by the Building Division of the City of Menlo Park on April 4, 2019. Contractor acknowledges having received in full the contracted sum of \$97,338.00 (ninety seven thousand three hundred thirty-eight dollars) from MPHA in consideration of this performance.

Encl:

- (1) Construction Contract between Contractor and MPHA
- (2) Building Division Job Site Inspection Record

Best Regards,

Sam Sinnott

Sam Sinnott,
President, Sinnott and Company
California Architect #C12687
California Contractor #510156

cc: Starla Jerome-Robinson, City Manager, City of Menlo Park
Bill McClure, City Attorney, City of Menlo Park



CITY OF
MENLO PARK

BUILDING DIVISION
JOB SITE INSPECTION RECORD

City of Menlo Park
701 Laurel Street, Menlo Park, CA 94025
For Inspections Call 650.330.6704

Job Address: 800 Alma
 Contractor: Sinnott & Company
 Permit No. 18-1112
 Permit Description: "Menlo Gate" archway and column.

INSPECTION	CODE	DATE	INSPCTR
PLEASE SEE REVERSE SIDE OF JOB SITE INSPECTION RECORD FOR ADDITIONAL INSPECTION REQUIREMENTS			
UNDERGROUND SITE INSPECTIONS			
Sewer			
Water Main			
Gas Line			
Electrical			
Storm Drainage (Engineering)			
DO NOT BACK FILL UNTIL ABOVE IS APPROVED			
FOUNDATION INSPECTIONS			
Setbacks			
Footings			
Foundation			
Piers/Cassons		12-3-18 NP	
Water Proofing			
Hold Downs			
Ufer Ground			
Block Wall			
Slab			
DO NOT PLACE CONCRETE UNTIL ABOVE IS APPROVED			

INSPECTION	CODE	DATE	INSPCTR
INSULATION			
Walls			
Ceiling			
DO NOT COVER UNTIL ABOVE IS APPROVED			
SHEETROCK			
Nail/Screw			
DO NOT TAPE UNTIL ABOVE IS APPROVED			
POST SHEETROCK			
Interior Lath/Tile Backer			
Exterior Lath			
Shower Pan/Hot Mop			
Gas Piping - Pressure Test - 15lbs gauge			
Above Grid			
SWIMMING POOL/SPA			
Steel & Bond			
Underground Electrical			
Gas Lines			
PreDeck			
Filler Lines			
Circular Lines (Pressure Test)			
PrePlaster/Fencing			
Rough Electrical			
Measure Anti-Drowning			
DO NOT TO BE FILLED UNTIL BARRIER IS IN PLACE			

