

STATEMENT OF INTENT

This Statement of Intent is entered into and effective this 6th day of June, 2017 by and between THE NAPA SILVERADOS BASEBALL CLUB (future legal entity TBD) (hereinafter "BASEBALL") located at 1370 Trancas St. #199 and NAPA VALLEY COLLEGE DISTRICT AUXILIARY SERVICES (hereinafter "NVC-DAS"), located at 2277 Napa-Vallejo Highway, Napa, CA 94558.

RECITALS

WHEREAS, BASEBALL has an option to become engaged in the operation of a professional minor league baseball team located in Napa, CA, and requires a facility to practice and play its games; and

WHEREAS, Napa Valley College has an existing baseball field suitable for BASEBALL to utilize with said new team; and

WHEREAS, NVC-DAS and BASEBALL acknowledge that the expansion of professional baseball by BASEBALL into the Napa Valley with its home field at NVC-DAS will provide NVC-DAS with an improved baseball facility; and

WHEREAS, BASEBALL is committed to fund significant improvements to the baseball facility of Napa Valley College.

NOW, THEREFORE, NVC-DAS and BASEBALL agree as follows:

1. NVC-DAS and BASEBALL will negotiate a lease to provide for:
 - a. The use of the baseball facilities for professional baseball and BASEBALL beginning in May, 2018 and for periods when the field is not in use for educational programs or athletics, and;
 - b. A sufficient and adequate annual term for BASEBALL and its League each year of the term of the lease, to commence on or about May 15th, and to be completed no later than September 1st, each and every year of the term;
 - c. BASEBALL to make significant improvements to the facilities as is agreed at its sole cost and expense including expansion of stadium seating, permanent storage, and other improvements to be mutually agreed to by both parties; and
 - d. BASEBALL the baseball program of Napa Valley College, and NVC-DAS to work together to avoid any conflicts; and
 - e. Access to and use of the locker room, parking field, and paved and grass areas contiguous to the baseball field for the use of BASEBALL, its employees, concessionaires and game attendees.

2. NVC-DAS and BASEBALL intend that this lease for the baseball operations of BASEBALL commencing in 2018 shall be completed and duly executed by NVC-DAS and BASEBALL on or before December 1, 2017, or as soon thereafter as is feasible.
3. NVC-DAS and BASEBALL further intend that they shall negotiate in good faith, and execute a facilities rental agreement, by no later than January 15, 2018.
4. This Statement of Intent shall be governed under and by virtue of the laws of the State of California.
5. This Statement of Intent shall not be assigned or otherwise transferred to any third party by BASEBALL without the express written consent of NVC-DAS which shall not be unreasonably withheld.

READ AND AGREED TO:

**NAPA VALLEY COLLEGE DISTRICT
AUXILIARY SERVICES FOUNDATION**

**NAPA SILVERADOS BASEBALL
PACIFIC SPORTS GROUP CLUB (legal
entity TBD)**

By: _____
Ronald Kraft, Ph.D.
Board Chair
**NVC District Auxiliary Services Board of
Directors**

By: _____
Bruce Johnston
Owner
Napa Silverados Baseball Club