CITY OF CLAYTON

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AGENDA

REGULAR MEETINGS

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CLAYTON CITY COUNCIL
and
CLAYTON REDEVELOPMENT AGENCY

TUESDAY, January 15, 2008

6:00 p.m.

Meeting Room, Clayton Community Library
6125 Clayton Road, Clayton, CA

Mayor: Gregory J. Manning
Vice Mayor: Julie K. Pierce

Council Members
David T. Shuey
Ross "Hank" Stratford
William R. Walcutt

- A complete packet of information containing staff reports and exhibits related to each item is available for public review in City Hall located at 6000 Heritage Trail on Monday prior to the Council meeting.

- Agendas are posted at: 1) City Hall, 6000 Heritage Trail; 2) Library, 6125 Clayton Road; 3) Ohm's Bulletin Board, 1028 Diablo Street, Clayton; and 4) City Website at **www.ci.clayton.ca.us**

- If you have a physical impairment that requires special accommodations to participate, please call the City Clerk's office at least 72 hours in advance of the meeting at (925) 673-7304.

* CITY COUNCIL *
January 15, 2008

6:00 P.M.

1. **CALL TO ORDER AND ROLL CALL –** Mayor Manning.

2. **CLOSED SESSIONS**

(a) *Government Code Section 54956.9*, Conference with Legal Counsel
Pending Litigation:
1). *Daniel Katzman, et al. v. City of Clayton, et al.*
Case No. C07-00707, Superior Court of CA, Contra Costa County

2). *Glade Gaffney v. City of Clayton, et al.*
Case No. C07-02677, Superior Court of CA, Contra Costa County

3). *Lorna Belskey, et al. v. The Presley Companies, et al.*
Case No. C05-00837, Superior Court of CA, Contra Costa County

(b) *Government Code Section 54956.8,* Conference with Real Property Negotiator

Real Properties: APNs 119-050-009 and 119-050-034; 1005 and 1007 Oak St.
Instructions to City Negotiator (City Manager) concerning price, terms & conditions
Negotiating Parties: PERMCO, Inc.; and Uzoma Nwakuche, LLB.

Report out from Closed Session: Mayor Manning.

7:00 p.m. CITY COUNCIL

3. **PLEDGE OF ALLEGIANCE** – led by Mayor Manning.

4. CONSENT CALENDAR

Consent Calendar items are typically routine in nature and are considered for approval by the City Council with one single motion. Members of the Council, Audience, or Staff wishing an item removed from the Consent Calendar for purpose of public comment, question or input may request so through the Mayor.

(a) Approve the minutes of the regular meeting of January 2, 2008. (View Here)

(b) Approve Financial Demands and Obligations of the City. (View Here)

(c) Approve the declaration of a 2001 Ford Crown Victoria (Police Vehicle No. 1722) as equipment surplus to the City's needs and authorize the City Manager to dispose of the surplus property via public auction. (View Here)

(d) Appoint Francesca Wood as Clayton's representative to the Contra Costa County Advisory Council on Aging. (View Here)

(e) Set January 29, 2008, at 5:30 p.m. in the Clayton City Hall, 3rd Floor, 6000 Heritage Trail, Clayton, CA as date, time and location for a Special Meeting of the City Council to discuss and establish Council-Manager Goals and Objectives for Calendar Year 2008. (View Here)

(f) Approve the award of contract to Gradetech, Inc. in the amount of $107,553.00 for construction of an expanded Municipal Parking Lot located at the corner of High and Diablo Streets (CIP No. 10360). (View Here)

(g) Approve the award of contract to G&G Builders in the amount of $24,862.00 for the tot lot and picnic area demolition phase of the Clayton Community Park Renovation Project. (View Here)

(h) Adopt a Resolution awarding a 2-Year contract with Wildland Resource Management, Inc. in the amount of $67,200 ($33,600 for FY 2007-08) for abatement of noxious weeds in the City open space of the Oakhurst Development north of Peacock Creek (Landscape Maintenance District Fund). (View Here)

5. RECOGNITIONS AND PRESENTATIONS

(a) Acceptance of photograph of George Cardinet for City Hall from the Cardinet Family.

6. REPORTS

(a) Planning Commission – Commissioner Ed Hartley.
(b) Trails and Landscaping Committee – No meeting held to report.
(c) City Manager/Staff
(d) City Council - Reports from Council liaisons to Regional Committees, Commissions and Boards.

(e) Other

7. PUBLIC COMMENT ON NON-AGENDA ITEMS

Citizens may address the City Council on items within the Council's jurisdiction, (which are not on the agenda) by completing a speaker card and forwarding it to the City Clerk. To assure an orderly meeting and an equal opportunity for everyone, each speaker is limited to 3 minutes, enforced at the Mayor's discretion. When one's name is called by the Mayor, the speaker shall advance to the public podium and adhere to the time limit. In accordance with State Law, no action may take place on any item not appearing on the posted agenda. The Council may respond to statements made or questions asked, or may request Staff to report back at a future meeting concerning the matter.

Public comment and input on Public Hearing, Action Items and other Agenda Items will be allowed when each item is considered by the City Council.

8. PUBLIC HEARINGS – None.

9. ACTION ITEMS

(a) Presentation and consideration of two (2) concept development proposals submitted in response to the City's limited Request for Proposals to purchase and construct ground-floor retail commercial developments on City-owned property located at 1005 and 1007 Oak Street (APNs 119-050-034 & -009). (City Manager) (View Here)

1. PERMCO Engineering & Management mixed-use concept proposal.

2. Uzoma Nwakuche, LLB, mixed-use concept proposal.

Staff recommendations: That the City Council consider and review the concept development proposals and offers to purchase by the two developers, and then provide policy direction to staff regarding the preferred development project to initiate project application and Development Agreement.

(b) Introduction and First Reading of proposed Ordinance No. 413 amending Title 1 of the *Clayton Municipal Code* by amending Chapter 1.18 entitled Administrative Citations, Chapter 1.20 entitled General Penalty, and adding Chapter 1.25 entitled Interest on Outstanding Obligations to establish interest accrual on past due debts owed the City of Clayton. (View Here) (City Attorney)

Staff recommendations:1). Receive the staff report; 2). Receive public comment; 3). Motion to have the City Clerk read Ordinance No. 413 by title and number

only and waive further reading; and 4). Following the City Clerk's reading, a motion to approve Ordinance No. 413 for Introduction and First Reading.

10. **COUNCIL ITEMS** – limited to requests and directives for future meetings.

11. **ADJOURNMENT**– the next regularly scheduled meeting is Tuesday, February 5, 2008.

* CLAYTON REDEVELOPMENT AGENCY *
January 15, 2008

1. **CALL TO ORDER AND ROLL CALL** – Chairman Stratford.

2. **CLOSED SESSION** – None.

3. **PUBLIC COMMENTS**

Citizens may address the Redevelopment Agency on items within the Agency's jurisdiction, (which are not on the agenda) by completing a speaker card and forwarding it to the Secretary. To assure an orderly meeting and an equal opportunity for everyone, each speaker is limited to 3 minutes, enforced at the Chair's discretion. When the Chair calls one's name, the speaker shall advance to the public podium and adhere to the time limit. In accordance with State Law, no action may take place on any item not appearing on the posted agenda. Board members may respond to statements made or questions asked, or may request Staff to report back at a future meeting concerning the matter.

Public comment and input on Public Hearing, Action Items and other Agenda Items will be allowed as each item is considered.

4. **CONSENT CALENDAR**

Consent Calendar items are typically routine in nature and are considered for approval by the Board of Directors with one single motion. Members of the Board, Audience, or Staff wishing an item removed from the Consent Calendar for purpose of public comment or input may request so through the Chair.

(a) Approve the minutes of the regular meeting of December 18, 2007. (View Here)

(b) Approve the Redevelopment Agency's Audited Financial Statement for Fiscal Year 2006-2007 prepared by Moss, Levy & Hartzheim LLP (Certified Public Accountants). (View Here)

5. **PUBLIC HEARING** – None.

6. **ACTION ITEMS**

(a) Consideration of a $10,000 partnership with the Clayton Business & Community Association (CBCA) for a 2008 "Concerts in The Grove" series in the new Downtown Park. (View Here)
(Executive Director)

Staff recommendation: Allocate $10,000 in Redevelopment Agency monies from the approved FY 2007-08 Capital Improvement Budget (CIP No. 10400 – Downtown Economic Development), and authorize a joint "Concerts in The Grove" series in 2008 with CBCA.

(b) Consideration of consultant services contract in the annual amount of $86,000 with Economic Development Systems (Jim Harrigan) for a Town Center Retail/Commercial Market Analysis and subsequent Retail Revitalization placement services. (View Here)
(Executive Director)

Staff recommendations: Approve a consultant's services contract with Economic Development Systems for the specified services and authorize the City Manager to prepare and execute the contract accordingly; and, authorize the allocation of $86,000 from FY 2007-08 Capital Improvement Budget, CIP No. 10400 – Downtown Economic Development for the approved contract services.

7. **BOARD ITEMS** – limited to requests and directives for future meetings.

8. **ADJOURN** – the next regularly scheduled Redevelopment Agency meeting will be scheduled as needed.

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MINUTES
OF THE
REGULAR MEETING
CLAYTON CITY COUNCIL

Agenda Date: 1/15/08

Agenda Item: 4a

WEDNESDAY, January 2, 2008

1. CALL TO ORDER & ROLL CALL – the meeting was called to order at 6:04 p.m. by Mayor Manning in the Library Community Meeting Room, 6125 Clayton Road, Clayton, CA. Councilmembers present: Mayor Manning, Vice Mayor Pierce, Councilmembers Stratford, Shuey (arrived during closed session). Absent: Councilmember Walcutt. Staff present: City Manager Gary Napper, City Attorney Dan Adams, Community Development Director Jeremy Graves and City Clerk Laci Jackson.

2. CLOSED SESSION

On call by Mayor Manning, the City Council adjourned into Closed Session for the stated purpose at 6:05 p.m.

(a) *Government Code Section 54956.9 (b) (1),* Significant Exposure to Litigation
(1 case)

7:02 Report out from Closed Session: Mayor Manning reported the Council received a report and gave direction to legal counsel.

3. PLEDGE OF ALLEGIANCE – Led by Mayor Manning.

4. CONSENT CALENDAR- It was moved by Councilmember Shuey, seconded by Vice Mayor Pierce to approve the Consent Calendar as submitted (4-0 vote).

(a) Approved the minutes of the regular meeting of December 18, 2007.

(b) Approved Financial Demands and Obligations of the City.

(c) Adopted Resolution 01-2008 urging funding priorities of the Metropolitan Transportation Commission for Local Road and Street Maintenance.

5. RECOGNITIONS AND PRESENTATIONS – None.

6. REPORTS

(a) Planning Commission – No meeting held to report.

(b) Trails and Landscaping Committee – No meeting held to report.

(c) The City Manager reported on the success of the Clayton Counts Down event. He noted $380.00 was donated on the night of the event and that money would be put into the Clayton Counts Down Fund to help pay for the evening.

(d) City Council –

Vice Mayor attended with their grandchildren and were having a wonderful time. She thanked Joan Manning for being the Volunteer Coordinator and all of the volunteers.

Councilmember Stratford worked at the Clayton Counts Down event and said he was surprised by the amount of people and the activities.

Councilmember Shuey attended the Clayton Counts Down event and helped BBQ.

Mayor Manning helped with the Clayton Counts Down event and reiterated the success of the event.

(e) Other- None.

7. PUBLIC COMMENTS-

Joeseph Partansky, Concord resident, and member of the County Connection Assessable Services Committee (ASC) stated Clayton had never had a representative on the committee. He stated he had noticed that sidewalks in the City had been marked for repairs, but that they had not been started. Lastly, he asked if the City of Clayton was part of the large ADA lawsuit.

The City Manger responded that staff was marking the sidewalk and intended to put the sidewalk repair project out to bid in the near future. He stated the City of Clayton had been dismissed from the ADA lawsuit because they had been setting aside thousands of dollars each year to address ADA concerns.

8. PUBLIC HEARINGS -None

9. ACTION ITEMS-

(a) Discussion with Park Construction Manager regarding Community Park Improvement Project final design decisions.

John Croswhite, Park Construction Manager, Zahn Group presented the final design of the improvements for the Community Park.

By Consensus, Council directed staff to add a shaded area to the small play structure, add backs to all of the benches, add a covered slide to the large play structure, and look into adding a half tunnel tube for the small play structure. They also directed staff to move forward with three large "Bunker Box" BBQ's with Graffiti proofing.

(b) Report on research regarding the amount of monthly compensation allowed for City Councilmembers pursuant to state law for general law cities like Clayton.

The City Clerk presented the staff report seeking Council direction on preparation of an Ordinance adjusting Councilmember compensation by the amount allowed by Government Code commencing December 2008.

By consensus, Council agreed to have staff proceed with preparing the Ordinance.

12. **COUNCIL ITEMS** – None

13. **ADJOURNMENT**– On call by Mayor Manning the meeting adjourned at 7:47 p.m.

Respectfully submitted,

_____
Laci J. Jackson, City Clerk

APPROVED BY CLAYTON CITY COUNCIL

_____
Gregory J. Manning, Mayor

CITY OF CLAYTON
Founded 1857 Incorporated 1964

Agenda Date: 01/15/08
Agenda Item: 4b

Approved:

Gary A. Napper
City Manager/Executive Director

STAFF REPORT

TO: HONORABLE MAYOR AND COUNCILMEMBERS

FROM: MERRY PELLETIER, FINANCE MANAGER

DATE: JANUARY 15, 2008

SUBJECT: OBLIGATION SUMMARY

RECOMMENDATION Approve the following obligations.

RUN DATE	OBLIGATION NUMBERS	TOTALS
01/03/08	14106 (replaced voided #14097)	$1,356.75
01/07/08	14107 – 14108	$21,408.67
01/11/08	14109 – 14186	$963,176.73

Attachments:
Batch 3484 (2 pages)
Batch 3486 (2 pages)
Batch 3488 (15 pages)

Jnl	Description / Addnl data items	Ref 1	Ref 2	Ref 3	Rate / Resrce	Units	Amount / Rate	Posted amount
PJ	Obligation summary A101-2101-00.0.0-000		entry					96.49
PJ	Obligation summary A601-2101-00.0.0-000		entry					1,356.75CR
PJ	Brewer Construction A101-5791-00.0.0-000 Descl.....: Refund SWP 14-07 Dep 12/07	14106	entry	SWP 14-07				96.49CR
PJ	Brewer Construction A601-2744-00.0.0-408 Descl.....: Refund SWP 14-07 Dep 12/07	14106	entry	SWP 14-07				1,356.75

Batch 3484 posted on 01/03/08 by 1004 for business date 01/03/08

REPLACED
OBLIGATION # 14047

Jnl	Period	Account	Description	Debit	Credit	Balance
PJ	Purchase Journal					
	07 2008	A101-2101-00.0.0-000	Accounts Payable	96.49		
	07 2008	A101-5791-00.0.0-000	Overhead cost recovery		96.49	
	07 2008	A601-2101-00.0.0-000	Accounts Payable		1,356.75	
	07 2008	A601-2744-00.0.0-408	Crewer Constr SW Permit 14-07	1,356.75		
		Total for Financial Reporting System		1,453.24	1,453.24	.00

Batch 3484 posted on 01/03/08 by 1004 for business date 01/03/08

Jnl	Description / Addnl data items	Ref 1	Ref 2	Ref 3	Rate / Resrce	Units	Amount / Rate	Posted amount
PJ	Obligation summary		entry					21,408.67CR
	A101-2101-00.0.0-000							
PJ	Neopost Postage	14107	entry					300.00
	A101-7314-05.0.0-000							
	Descl.....: Adm Postage Added 1/2/08							
PJ	CalPERS	14108	entry					3,926.42
	A101-7220-02.0.0-000							
	Descl.....: Retirement PPE 12/30/07							
PJ	CalPERS	14108	entry					2,296.41
	A101-7220-03.0.0-000							
	Descl.....: Retirement PPE 12/30/07							
PJ	CalPERS	14108	entry					1,378.26
	A101-7220-04.0.0-000							
	Descl.....: Retirement PPE 12/30/07							
PJ	CalPERS	14108	entry					13,507.58
	A101-7220-06.0.0-000							
	Descl.....: Retirement PPE 12/30/07							

Batch 3486 posted on 01/07/08 by 1004 for business date 01/07/08

Jnl	Period	Account	Description	Debit	Credit	Balance
PJ	Purchase Journal					
	07 2008	A101-2101-00.0.0-000	Accounts Payable		21,408.67	
	07 2008	A101-7220-02.0.0-000	PERS Retirement	3,926.42		
	07 2008	A101-7220-03.0.0-000	PERS Retirement	2,296.41		
	07 2008	A101-7220-04.0.0-000	PERS Retirement	1,378.26		
	07 2008	A101-7220-06.0.0-000	PERS Retirement	13,507.58		
	07 2008	A101-7314-05.0.0-000	Postage	300.00		
		Total for Financial Reporting System		21,408.67	21,408.67	.00

Batch 3486 posted on 01/07/08 by 1004 for business date 01/07/08

Jnl	Description / Addnl data items	Ref 1	Ref 2	Ref 3	Rate / Resrce	Units	Amount / Rate	Posted amount
PJ	Obligation summary A101-2101-00.0.0-000		entry					63,937.75CR
PJ	Obligation summary A201-2101-00.0.0-000		entry					8,538.03CR
PJ	Obligation summary A210-2101-00.0.0-000		entry					38,581.33CR
PJ	Obligation summary A211-2101-00.0.0-000		entry					925.34CR
PJ	Obligation summary A212-2101-00.0.0-000		entry					5,416.77CR
PJ	Obligation summary A216-2101-00.0.0-000		entry					225.00CR
PJ	Obligation summary A301-2101-00.0.0-000		entry					126.43CR
PJ	Obligation summary A302-2101-00.0.0-000		entry					200,000.00CR
PJ	Obligation summary A303-2101-00.0.0-000		entry					280,634.87CR
PJ	Obligation summary A401-2101-00.0.0-000		entry					288,975.83CR
PJ	Obligation summary A420-2101-00.0.0-000		entry					2,575.81CR
PJ	Obligation summary A421-2101-00.0.0-000		entry					24,231.99CR
PJ	Obligation summary A601-2101-00.0.0-000		entry					11,580.04CR
PJ	Obligation summary A702-2101-00.0.0-000		entry					2,225.87CR
PJ	AT&T YellowPages.com A301-7419-00.0.0-000 Descl.....: Yellow Pages. Com 1/08	14109	entry					29.00
PJ	Clean Street A101-7409-03.0.0-000 Descl.....: Street Sweeping 12/07	14110	entry	52017				3,096.00
PJ	Municipal Pooling Authority A101-7218-02.0.0-000 Descl.....: LTD, Life & ADD 2/08	14111	entry					367.12
PJ	Municipal Pooling Authority A101-7218-03.0.0-000 Descl.....: LTD, Life & ADD 2/08	14111	entry					220.42
PJ	Municipal Pooling Authority A101-7218-04.0.0-000 Descl.....: LTD, Life & ADD 2/08	14111	entry					133.33
PJ	Municipal Pooling Authority A101-7218-06.0.0-000 Descl.....: LTD, Life & ADD 2/08	14111	entry					631.52
PJ	Municipal Pooling Authority A101-7246-02.0.0-000 Descl.....: LTD, Life & ADD 2/08	14111	entry					61.50
PJ	Municipal Pooling Authority A101-7246-03.0.0-000 Descl.....: LTD, Life & ADD 2/08	14111	entry					51.25
PJ	Municipal Pooling Authority A101-7246-04.0.0-000	14111	entry					20.50

Jnl	Description / Addnl data items	Ref 1	Ref 2	Ref 3	Rate / Resrce	Units	Amount / Rate	Posted amount
	Descl.....: LTD, Life & ADD 2/08							
PJ	Municipal Pooling Authority	14111	entry					123.00
	A101-7246-06.0.0-000							
	Descl.....: LTD, Life & ADD 2/08							
PJ	Arlene H. Kikkawa-Nielsen	14112	entry					745.00
	A601-2739-00.0.0-000							
	Descl.....: Library Volunteer 1/08							
PJ	CIT Technology Fin Serv, Inc.	14113	entry					440.74
	A101-7331-05.0.0-000							
	Descl.....: Adm Copier Lease 2/08							
PJ	Pacific Telemanagement Svc	14114	entry	30621				53.00
	A101-7332-02.0.0-000							
	Descl.....: CH Outside Phone Booth 1/08							
PJ	Diversified Risk Ins. Brokers	14115	entry					99.02
	A101-7351-05.0.0-000							
	Descl.....: Special Event Insurance 12/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				3,476.20
	A101-7411-08.0.0-000							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				41.50
	A101-7412-08.0.0-000							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				823.50
	A201-7412-00.0.0-000							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				1,112.38
	A212-7412-00.0.0-000							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				57.19
	A303-7520-00.0.0-090							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				1,619.52
	A303-7520-00.0.0-108							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				488.00
	A303-7520-00.0.0-109							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				903.52
	A303-7520-00.0.0-110							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				900.00
	A601-2740-00.0.0-129							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				62.25
	A601-2741-00.0.0-153							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				933.75
	A601-2743-00.0.0-220							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				62.25
	A601-2744-00.0.0-077							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				62.25
	A601-2744-00.0.0-189							

Jnl	Description / Addnl data items	Ref 1	Ref 2	Ref 3	Rate / Resrce	Units	Amount / Rate	Posted amount
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				62.25
	A601-2744-00.0.0-223							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				217.25
	A601-2744-00.0.0-288							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				62.25
	A601-2744-00.0.0-329							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				62.25
	A601-2744-00.0.0-381							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				62.25
	A601-2744-00.0.0-384							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				62.25
	A601-2744-00.0.0-394							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				62.25
	A601-2744-00.0.0-408							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				62.25
	A601-2744-00.0.0-415							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				62.25
	A601-2744-00.0.0-417							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				62.25
	A601-2744-00.0.0-421							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				41.50
	A601-2744-00.0.0-433							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				62.25
	A601-2744-00.0.0-434							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				62.25
	A601-2744-00.0.0-440							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				41.50
	A601-2744-00.0.0-442							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				62.25
	A601-2744-00.0.0-444							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				62.25
	A601-2744-00.0.0-445							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				83.00
	A601-2744-00.0.0-452							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				62.25
	A601-2744-00.0.0-454							

Jnl	Description / Addnl data items	Ref 1	Ref 2	Ref 3	Rate / Resrce	Units	Amount / Rate	Posted amount
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				62.25
	A601-2744-00.0.0-455							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				103.75
	A601-2744-00.0.0-460							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	PERMCO, Inc.	14116	entry	8175-8190				1,016.75
	A601-2746-00.0.0-129							
	Descl.....: Eng Svc 12/8/07- 12/21/07							
PJ	CCC General Services	14117	entry	3025				7,004.89
	A201-7345-00.0.0-000							
	Descl.....: Traffic Signal Maintenance 9-10/07							
PJ	Turner, Huguet & Adams	14118	entry	20833				240.50
	A212-7413-00.0.0-000							
	Descl.....: GHAD Legal Svc 12/07							
PJ	LarryLogic Productions	14119	entry	820				270.00
	A101-7419-01.0.0-000							
	Descl.....: Video City Council Mtg 1/2/08							
PJ	Contra Costa Newspapers	14120	entry	I02638457				250.60
	A101-7384-04.0.0-000							
	Descl.....: PH Notice TCSP Amends 12/07							
PJ	East Bay-League of Calif. Citi	14121	entry					250.00
	A101-7324-01.0.0-000							
	Descl.....: 2008 CA League Annual Dues							
PJ	Kilbourne & Kilbourne	14122	entry	58507				90.00
	A101-7364-02.0.0-000							
	Descl.....: Employee Recog Awards 2007							
PJ	CA Association of Code Enforce	14123	entry					75.00
	A101-7324-04.0.0-000							
	Descl.....: CACEO 2008 Dues-Howe							
PJ	NBS Govt. Finance Group	14124	entry	CO1010832				925.90
	A210-7419-00.0.0-000							
	Descl.....: CFD90,06,07 Adm Fees 1-3/08							
PJ	NBS Govt. Finance Group	14124	entry	CO1010832				925.34
	A211-7419-00.0.0-000							
	Descl.....: CFD90,06,07 Adm Fees 1-3/08							
PJ	NBS Govt. Finance Group	14124	entry	CO1010832				2,575.81
	A420-7419-00.0.0-000							
	Descl.....: CFD90,06,07 Adm Fees 1-3/08							
PJ	NBS Govt. Finance Group	14124	entry	CO1010832				1,103.99
	A421-7419-00.0.0-000							
	Descl.....: CFD90,06,07 Adm Fees 1-3/08							
PJ	CERCO Analytical, Inc.	14125	entry	0712148				405.00
	A101-7430-08.0.0-000							
	Descl.....: Well Monitoring Program 12/07							
PJ	CCC Employment & Human Service	14126	entry	FY 07-08				500.00
	A101-7419-06.0.0-000							
	Descl.....: PD Forensic Int FY 07-08							
PJ	US Bank	14127	entry	2052958				2,740.00
	A401-7613-00.0.0-000							
	Descl.....: RDA 96B FAgt Fees 12/07-11/08							
PJ	US Bank	14128	entry	2052565				2,560.00
	A401-7613-00.0.0-000							

Jnl	Description / Addnl data items	Ref 1	Ref 2	Ref 3	Rate / Resrce	Units	Amount / Rate	Posted amount
	Descl.....: RDA 93 FAgt Fees 12/07-11/08							
PJ	Wildland Resource Management	14129	entry					27,450.00
	A210-7419-00.0.0-000							
	Descl.....: Open Space Weed Abtmnt 10/07							
PJ	League of CA cities	14130	entry	69921				5,507.00
	A101-7324-01.0.0-000							
	Descl.....: 2008 CA League Dues							
PJ	Donna Cueba	14131	entry	EH Cnx 6/2				500.00
	A702-2730-00.0.0-002							
	Descl.....: EH Refund Cnx 6/28/08							
PJ	Donna Cueba	14131	entry	EH Cnx 6/2				25.00CR
	A702-5607-00.0.0-000							
	Descl.....: EH Refund Cnx 6/28/08							
PJ	Health Care Dental Trust	14132	entry	64499				477.98
	A101-7246-02.0.0-000							
	Descl.....: Dental Premimum 1/08							
PJ	Health Care Dental Trust	14132	entry	64499				393.56
	A101-7246-03.0.0-000							
	Descl.....: Dental Premimum 1/08							
PJ	Health Care Dental Trust	14132	entry	64499				159.42
	A101-7246-04.0.0-000							
	Descl.....: Dental Premimum 1/08							
PJ	Health Care Dental Trust	14132	entry	64499				834.18
	A101-7246-06.0.0-000							
	Descl.....: Dental Premimum 1/08							
PJ	The Zahn Group, Inc.	14133	entry	07J23.04				6,548.09
	A303-7520-00.0.0-092							
	Descl.....: Comm Park Tot Lot 12/07							
PJ	Sprint Comm (PW & ADM)	14134	entry	068 12/07				131.43
	A101-7332-02.0.0-000							
	Descl.....: PW & Adm Cell Phones 12/07							
PJ	Sprint Comm (PW & ADM)	14134	entry	068 12/07				239.58
	A101-7332-03.0.0-000							
	Descl.....: PW & Adm Cell Phones 12/07							
PJ	American Cleanway Inc	14135	entry	33038				225.00
	A216-7419-00.0.0-000							
	Descl.....: PW Wash Rack Mtn 11/07							
PJ	Rock N Waterfall Co	14136	entry	376398				650.00
	A210-7419-00.0.0-000							
	Descl.....: OH Waterfall Mtn 1/08							
PJ	Paramount Elevator Corp.	14137	entry	103121				100.00
	A101-7341-03.0.0-000							
	Descl.....: City Hall Elevator Reg. Svc. 12/07							
PJ	Turf Star, Inc.	14138	entry	654B291				417.66
	A101-7342-03.0.0-000							
	Descl.....: PW Landscape Supp 1/08							
PJ	Airgas	14139	entry	102335916				49.47
	A101-7331-03.0.0-000							
	Descl.....: PW Argon Lease 12/07-6/08							
PJ	Diamond Terrace c/o PAM	14140	entry					200,000.00
	A302-1362-00.0.0-000							
	Descl.....: Loan Agreement Payment #5 1/08							
PJ	UAP Distribution Inc	14141	entry	7974638.00				1,353.13
	A210-7311-00.0.0-000							

Jnl	Description / Addnl data items	Ref 1	Ref 2	Ref 3	Rate / Resrce	Units	Amount / Rate	Posted amount
	Descl.....: PW General Supplies 11/07							
PJ	UAP Distribution Inc	14142	entry	7974638.00				649.50
	A101-7329-03.0.0-000							
	Descl.....: PW Park Supplies 11/07							
PJ	UAP Distribution Inc	14143	entry	7974638.00				606.20
	A101-7329-03.0.0-000							
	Descl.....: PW Ferlilizer 12/07							
PJ	US Bank Ops Ctr ATTN: TFM	14144	entry	95465560 2				12,824.98CR
	A401-1212-00.0.0-000							
	Descl.....: RDA 99 Debt Svc 2/08							
PJ	US Bank Ops Ctr ATTN: TFM	14144	entry	95465560 2				143,510.00
	A401-7612-00.0.0-000							
	Descl.....: RDA 99 Debt Svc 2/08							
PJ	US Bank Ops Ctr ATTN: TFM	14145	entry	9543320 2/				14,227.00CR
	A401-1211-00.0.0-000							
	Descl.....: RDA 96 Debt Svc 2/08							
PJ	US Bank Ops Ctr ATTN: TFM	14145	entry	9543320 2/				143,985.00
	A401-7612-00.0.0-000							
	Descl.....: RDA 96 Debt Svc 2/08							
PJ	US Bank Ops Ctr ATTN: TFM	14146	entry	95415880 2				8,124.69CR
	A401-1213-00.0.0-000							
	Descl.....: RDA 93 Debt Svc 2/08							
PJ	US Bank Ops Ctr ATTN: TFM	14146	entry	95415880 2				31,357.50
	A401-7612-00.0.0-000							
	Descl.....: RDA 93 Debt Svc 2/08							
PJ	John & Julie Cowherd	14147	entry	SWP 07-08				500.00
	A601-2744-00.0.0-451							
	Descl.....: Refund SWP 07-18 Dep							
PJ	Joyce Associates	14148	entry	9153				2,412.00
	A601-2741-00.0.0-077							
	Descl.....: Oak Crk Cyn Soils Rvw 11/07							
PJ	Stepp Manufacturing Co, Inc	14149	entry	35831				394.75
	A101-7342-03.0.0-000							
	Descl.....: PW Crack Sealer Parts 11/07							
PJ	Stepp Manufacturing Co, Inc	14150	entry	35931				336.76
	A101-7342-03.0.0-000							
	Descl.....: PW Crack Sealer Parts 12/07							
PJ	Concord Garden Equipment	14151	entry	762324				363.43
	A210-7343-00.0.0-000							
	Descl.....: PW Vehicle Rpr 12/07							
PJ	Concord Garden Equipment	14152	entry	355718-654				1,176.82
	A210-7342-00.0.0-000							
	Descl.....: PW Equipment Rprs 9/07							
PJ	Rex Lock & Safe, Inc.	14153	entry	78230				343.23
	A101-7341-03.0.0-000							
	Descl.....: PW Lock Repairs 12/07							
PJ	Rex Lock & Safe, Inc.	14153	entry	78230				458.51
	A702-7341-00.0.0-000							
	Descl.....: PW Lock Repairs 12/07							
PJ	Rex Lock & Safe, Inc.	14154	entry	78220				232.50
	A101-7328-03.0.0-000							
	Descl.....: PW Lock Rekey& Rpl 12/07							
PJ	Tri-City Concrete	14155	entry	27784				125.03
	A601-2740-00.0.0-139							

Jnl	Description / Addnl data items	Ref 1	Ref 2	Ref 3	Rate / Resrce	Units	Amount / Rate	Posted amount
	Descl.....: PW Street Lt Repairs 12/07							
PJ	Grainger, Inc.	14156	entry	9528243224				378.12
	A101-7311-03.0.0-000							
	Descl.....: PW General Supplies 12/07							
PJ	Grainger, Inc.	14157	entry	9528710313				241.09
	A101-7311-03.0.0-000							
	Descl.....: PW General Supplies 12/07							
PJ	John Deere Landscapes	14158	entry	20008635				114.08
	A210-7311-00.0.0-000							
	Descl.....: PW Landscape Supplies 11/07							
PJ	John Deere Landscapes	14159	entry	20061633				541.58
	A101-7329-03.0.0-000							
	Descl.....: PW Landscape Supplies 12/07							
PJ	John Deere Landscapes	14159	entry	20061633				812.35
	A210-7311-00.0.0-000							
	Descl.....: PW Landscape Supplies 12/07							
PJ	John Deere Landscapes	14160	entry	13113503				61.08
	A101-7329-03.0.0-000							
	Descl.....: PW Landscape Supplies 10/07							
PJ	Ed Richard Discing	14161	entry	1908				3,897.81
	A101-7347-03.0.0-000							
	Descl.....: Comm Park Drainage Rpr 12/07							
PJ	Ed Richard Discing	14162	entry	1909				4,934.19
	A101-7347-03.0.0-000							
	Descl.....: No Valley Pk Drainage Rpr 12/07							
PJ	Ed Richard Discing	14163	entry	1910				957.00
	A101-7347-03.0.0-000							
	Descl.....: No Valley Pk Drainage Rpr 12/07							
PJ	SimplexGrinnell	14164	entry	63016948				418.00
	A101-7341-03.0.0-000							
	Descl.....: PW Alarm Repair 12/07							
PJ	Painting by Ken	14165	entry	12-14-07				8,200.00
	A101-7347-03.0.0-000							
	Descl.....: Park Bathroom Rpr & Paint 12/07							
PJ	ACCO Engineered Systems	14166	entry	1315204				723.71
	A702-7346-00.0.0-000							
	Descl.....: EH Water Heater Repair 10/07							
PJ	WK McLellan Co	14167	entry	9555				1,831.95
	A101-7347-03.0.0-000							
	Descl.....: Park Pavement Patches 12/07							
PJ	Contra Costa Newspapers	14168	entry	I02622399				778.40
	A303-7520-00.0.0-110							
	Descl.....: EH Parking Lot Bid 12/07							
PJ	Berlogar Geotechnical Consulta	14169	entry	212949				844.05
	A212-7520-00.0.0-059							
	Descl.....: GHAD Pebble Bch Monitor 12/07							
PJ	Berlogar Geotechnical Consulta	14170	entry	212902				3,219.84
	A212-7412-00.0.0-000							
	Descl.....: GHAD Kelok Lawsuits 12/07							
PJ	All City Management Services,	14171	entry	12041				406.35
	A101-7419-06.0.0-000							
	Descl.....: PD-Crossing Guard WE 12/22/07							
PJ	Sprint Comm (PD)	14172	entry	073 12/06				441.51
	A101-7332-06.0.0-000							

Jnl	Description / Addnl data items	Ref 1	Ref 2	Ref 3	Rate / Resrce	Units	Amount / Rate	Posted amount
	Descl.....: PD Cell Phones 12/07							
PJ	Western Exterminator	14173	entry	352656				40.50
	A101-7328-03.0.0-000							
	Descl.....: Monthly Svc 12/07							
PJ	Western Exterminator	14173	entry	352656				90.50
	A101-7341-03.0.0-000							
	Descl.....: Monthly Svc 12/07							
PJ	Western Exterminator	14173	entry	352656				93.50
	A101-7341-07.0.0-000							
	Descl.....: Monthly Svc 12/07							
PJ	Western Exterminator	14173	entry	352656				87.00
	A702-7341-00.0.0-000							
	Descl.....: Monthly Svc 12/07							
PJ	WK McLellan Co	14174	entry	9594				5,874.15
	A303-7520-00.0.0-109							
	Descl.....: 2007 Pavement Patching 12/07							
PJ	ICMA Retirement Corporation	14175	entry	2518				125.00
	A101-7419-02.0.0-000							
	Descl.....: 401A Plan Fees 1/08-3/08							
PJ	Bay Area Barricade Serv.	14176	entry	224409				97.43
	A301-7361-00.0.0-000							
	Descl.....: Mayor's Conference Sign 5/07							
PJ	Konica Minolta Bus Sol-Copies	14177	entry	209178682				268.76
	A101-7331-05.0.0-000							
	Descl.....: Admin Copier Copies 12/07							
PJ	Konica Minolta Bus Solutions	14178	entry	010079370				623.22
	A101-7331-05.0.0-000							
	Descl.....: Adm Copier Lease 1/08							
PJ	JFC Construction Inc	14179	entry	#8 1/08				262,934.36
	A303-7520-00.0.0-090							
	Descl.....: Grove Park Project #8 1/08							
PJ	City National Bank	14180	entry					23,128.00
	A421-7612-00.0.0-000							
	Descl.....: CFD 90-2 Debt Svc 3/08							
PJ	US Bank Corp Pymt System	14181	entry					225.67
	A101-7312-05.0.0-000							
	Descl.....: Adm: Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14181	entry					16.25
	A101-7314-05.0.0-000							
	Descl.....: Adm: Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14181	entry					1,334.40
	A101-7324-02.0.0-000							
	Descl.....: Adm: Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14181	entry					69.42
	A101-7363-04.0.0-000							
	Descl.....: Adm: Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14181	entry					174.49
	A101-7364-02.0.0-000							
	Descl.....: Adm: Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14181	entry					55.86
	A101-7365-01.0.0-000							
	Descl.....: Adm: Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14181	entry					1,546.50
	A101-7430-08.0.0-000							

Jnl	Description / Addnl data items	Ref 1	Ref 2	Ref 3	Rate / Resrce	Units	Amount / Rate	Posted amount
	Descl.....: Adm: Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14181	entry					266.51
	A601-2750-00.0.0-001							
	Descl.....: Adm: Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14182	entry					1,378.41
	A101-7311-03.0.0-000							
	Descl.....: PW Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14182	entry					65.97
	A101-7341-03.0.0-000							
	Descl.....: PW Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14182	entry					199.78
	A101-7343-03.0.0-000							
	Descl.....: PW Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14182	entry					494.42
	A101-7344-03.0.0-000							
	Descl.....: PW Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14182	entry					4,459.00
	A101-7347-03.0.0-000							
	Descl.....: PW Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14182	entry					139.64
	A201-7327-00.0.0-000							
	Descl.....: PW Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14182	entry					402.13
	A210-7343-00.0.0-000							
	Descl.....: PW Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14182	entry					1,293.01
	A210-7344-00.0.0-000							
	Descl.....: PW Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14182	entry					1,500.00
	A210-7485-00.0.0-000							
	Descl.....: PW Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14183	entry					202.35
	A101-7311-06.0.0-000							
	Descl.....: PD Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14183	entry					147.58
	A101-7312-06.0.0-000							
	Descl.....: PD Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14183	entry					46.89
	A101-7314-06.0.0-000							
	Descl.....: PD Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14183	entry					13.35
	A101-7343-06.0.0-000							
	Descl.....: PD Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14183	entry					2,552.48
	A101-7344-06.0.0-000							
	Descl.....: PD Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14183	entry					279.64
	A101-7365-02.0.0-000							
	Descl.....: PD Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14183	entry					853.93
	A101-7373-06.0.0-000							
	Descl.....: PD Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14183	entry					69.00
	A101-7419-06.0.0-000							

Jnl	Description / Addnl data items	Ref 1	Ref 2	Ref 3	Rate / Resrce	Units	Amount / Rate	Posted amount
	Descl.....: PD Misc Charges 12/07							
PJ	US Bank Corp Pymt System	14183	entry					175.00
	A601-2737-00.0.0-000							
	Descl.....: PD Misc Charges 12/07							
PJ	AT&T/CalNet	14184	entry					173.72
	A101-7332-02.0.0-000							
	Descl.....: Local Phone Svc 12/07							
PJ	AT&T/CalNet	14184	entry					34.46
	A101-7332-03.0.0-000							
	Descl.....: Local Phone Svc 12/07							
PJ	AT&T/CalNet	14184	entry					44.89
	A101-7332-04.0.0-000							
	Descl.....: Local Phone Svc 12/07							
PJ	AT&T/CalNet	14184	entry					109.80
	A101-7332-06.0.0-000							
	Descl.....: Local Phone Svc 12/07							
PJ	AT&T/CalNet	14184	entry					45.73
	A101-7332-08.0.0-000							
	Descl.....: Local Phone Svc 12/07							
PJ	AT&T/CalNet	14184	entry					60.07
	A702-7332-00.0.0-000							
	Descl.....: Local Phone Svc 12/07							
PJ	PERMCO, Inc.	14185	entry	8207-8219				1,297.00
	A101-7411-08.0.0-000							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				65.50
	A101-7419-04.0.0-000							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				570.00
	A201-7412-00.0.0-000							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				76.25
	A303-7520-00.0.0-090							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				183.00
	A303-7520-00.0.0-108							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				1,172.39
	A303-7520-00.0.0-110							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				83.00
	A601-2741-00.0.0-153							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				150.00
	A601-2741-00.0.0-223							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				1,005.50
	A601-2743-00.0.0-220							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				83.00
	A601-2744-00.0.0-077							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				83.00
	A601-2744-00.0.0-189							

Jnl	Description / Addnl data items	Ref 1	Ref 2	Ref 3	Rate / Resrce	Units	Amount / Rate	Posted amount
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				83.00
	A601-2744-00.0.0-223							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				83.00
	A601-2744-00.0.0-288							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				83.00
	A601-2744-00.0.0-329							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				83.00
	A601-2744-00.0.0-381							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				83.00
	A601-2744-00.0.0-384							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				83.00
	A601-2744-00.0.0-394							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				83.00
	A601-2744-00.0.0-415							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				83.00
	A601-2744-00.0.0-417							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				83.00
	A601-2744-00.0.0-421							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				83.00
	A601-2744-00.0.0-434							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				83.00
	A601-2744-00.0.0-440							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				83.00
	A601-2744-00.0.0-444							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				83.00
	A601-2744-00.0.0-445							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				83.00
	A601-2744-00.0.0-454							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				83.00
	A601-2744-00.0.0-455							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	PERMCO, Inc.	14185	entry	8207-8219				249.00
	A601-2746-00.0.0-129							
	Descl.....: Eng Svc 12/22/07- 1/4/08							
PJ	Contra Costa Water Dist.	14186	entry	G Series 1				2,661.00
	A101-7338-03.0.0-000							
	Descl.....: City Water Usage 11-12/07							
PJ	Contra Costa Water Dist.	14186	entry	G Series 1				241.18
	A101-7338-07.0.0-000							

Jnl	Description / Addnl data items	Ref 1	Ref 2	Ref 3	Rate / Resrce	Units	Amount / Rate	Posted amount
	Descl.....: City Water Usage 11-12/07							
PJ	Contra Costa Water Dist.	14186	entry G Series 1					2,540.48
	A210-7338-00.0.0-000							
	Descl.....: City Water Usage 11-12/07							
PJ	Contra Costa Water Dist.	14186	entry G Series 1					421.58
	A702-7338-00.0.0-000							
	Descl.....: City Water Usage 11-12/07							

Batch 3488 posted on 01/11/08 by 1004 for business date 01/11/08

Jnl	Period	Account	Description	Debit	Credit	Balance
PJ	Purchase Journal					
	07 2008	A101-2101-00.0.0-000	Accounts Payable		63,937.75	
	07 2008	A101-7218-02.0.0-000	Life and LTD Insurance	367.12		
	07 2008	A101-7218-03.0.0-000	Life and LTD Insurance	220.42		
	07 2008	A101-7218-04.0.0-000	Life and LTD Insurance	133.33		
	07 2008	A101-7218-06.0.0-000	Life and LTD Insurance	631.52		
	07 2008	A101-7246-02.0.0-000	Benefit Insurance	539.48		
	07 2008	A101-7246-03.0.0-000	Benefit Insurance	444.81		
	07 2008	A101-7246-04.0.0-000	Benefit Insurance	179.92		
	07 2008	A101-7246-06.0.0-000	Benefit Insurance	957.18		
	07 2008	A101-7311-03.0.0-000	General Supplies	1,997.62		
	07 2008	A101-7311-06.0.0-000	General Supplies	202.35		
	07 2008	A101-7312-05.0.0-000	Office Supplies/Expense	225.67		
	07 2008	A101-7312-06.0.0-000	Office Supplies/Expense	147.58		
	07 2008	A101-7314-05.0.0-000	Postage	16.25		
	07 2008	A101-7314-06.0.0-000	Postage	46.89		
	07 2008	A101-7324-01.0.0-000	Dues and Subscriptions	5,757.00		
	07 2008	A101-7324-02.0.0-000	Dues and Subscriptions	1,334.40		
	07 2008	A101-7324-04.0.0-000	Dues and Subscriptions	75.00		
	07 2008	A101-7328-03.0.0-000	Park Services	273.00		
	07 2008	A101-7329-03.0.0-000	Park Supplies	1,858.36		
	07 2008	A101-7331-03.0.0-000	Rentals/Leases	49.47		
	07 2008	A101-7331-05.0.0-000	Rentals/Leases	1,332.72		
	07 2008	A101-7332-02.0.0-000	Telecommunications	358.15		
	07 2008	A101-7332-03.0.0-000	Telephone	274.04		
	07 2008	A101-7332-04.0.0-000	Telephone	44.89		
	07 2008	A101-7332-06.0.0-000	Telephone	551.31		
	07 2008	A101-7332-08.0.0-000	Telephone	45.73		
	07 2008	A101-7338-03.0.0-000	Water Services	2,661.00		
	07 2008	A101-7338-07.0.0-000	Water Services	241.18		
	07 2008	A101-7341-03.0.0-000	Buildings/Grounds Maintenance	1,017.70		
	07 2008	A101-7341-07.0.0-000	Buildings/Grounds Maintenance	93.50		
	07 2008	A101-7342-03.0.0-000	Machinery/Equipment Maintenanc	1,149.17		
	07 2008	A101-7343-03.0.0-000	Vehicle Maintenance	199.78		
	07 2008	A101-7343-06.0.0-000	Vehicle Maintenance	13.35		
	07 2008	A101-7344-03.0.0-000	Vehicles: Gas, Oil & Supplies	494.42		
	07 2008	A101-7344-06.0.0-000	Vehicles: Gas, Oil & Supplies	2,552.48		
	07 2008	A101-7347-03.0.0-000	Deferred Mtn Projects	24,279.95		
	07 2008	A101-7351-05.0.0-000	Insurance Premiums	99.02		
	07 2008	A101-7363-04.0.0-000	Business Entertainment Expense	69.42		
	07 2008	A101-7364-02.0.0-000	Employee Recognition	264.49		
	07 2008	A101-7365-01.0.0-000	CC Volunteer Recognition	55.86		
	07 2008	A101-7365-02.0.0-000	Volunteer Appreciation	279.64		
	07 2008	A101-7373-06.0.0-000	Education & Training	853.93		
	07 2008	A101-7384-04.0.0-000	Legal Notices	250.60		
	07 2008	A101-7409-03.0.0-000	Street Sweeping Service	3,096.00		
	07 2008	A101-7411-08.0.0-000	Professional Services Retainer	4,773.20		
	07 2008	A101-7412-08.0.0-000	Engineering/Inspection Service	41.50		
	07 2008	A101-7419-01.0.0-000	Other Professional Services	270.00		
	07 2008	A101-7419-02.0.0-000	Other Professional Services	125.00		
	07 2008	A101-7419-04.0.0-000	Other Professional Services	65.50		
	07 2008	A101-7419-06.0.0-000	Other Professional Services	975.35		
	07 2008	A101-7430-08.0.0-000	Well Monitoring Fee	1,951.50		

Jnl	Period	Account	Description	Debit	Credit	Balance
PJ	Purchase Journal		** continued **			
	07 2008	A201-2101-00.0.0-000	Accounts Payable		8,538.03	
	07 2008	A201-7327-00.0.0-000	Street Maintenance Supplies	139.64		
	07 2008	A201-7345-00.0.0-000	Traffic Signal Maintenance	7,004.89		
	07 2008	A201-7412-00.0.0-000	Engineering/Inspection Service	1,393.50		
	07 2008	A210-2101-00.0.0-000	Accounts Payable		38,581.33	
	07 2008	A210-7311-00.0.0-000	General Supplies	2,279.56		
	07 2008	A210-7338-00.0.0-000	Water Services	2,540.48		
	07 2008	A210-7342-00.0.0-000	Machinery/Equip Maintenance	1,176.82		
	07 2008	A210-7343-00.0.0-000	Vehicle Maintenance	765.56		
	07 2008	A210-7344-00.0.0-000	Vehicle Gas, Oil, and Supplies	1,293.01		
	07 2008	A210-7419-00.0.0-000	Other Professional Services	29,025.90		
	07 2008	A210-7485-00.0.0-000	Capital Equipment	1,500.00		
	07 2008	A211-2101-00.0.0-000	Accounts Payable		925.34	
	07 2008	A211-7419-00.0.0-000	Other Professional Services	925.34		
	07 2008	A212-2101-00.0.0-000	Accounts Payable		5,416.77	
	07 2008	A212-7412-00.0.0-000	Engineering/Inspection Service	4,332.22		
	07 2008	A212-7413-00.0.0-000	Legal Services	240.50		
	07 2008	A212-7520-00.0.0-059	Pebble Beach Inclinometers	844.05		
	07 2008	A216-2101-00.0.0-000	Accounts Payable		225.00	
	07 2008	A216-7419-00.0.0-000	Other Professional Services	225.00		
	07 2008	A301-2101-00.0.0-000	Accounts Payable		126.43	
	07 2008	A301-7361-00.0.0-000	Advertising	97.43		
	07 2008	A301-7419-00.0.0-000	Other Professional Services	29.00		
	07 2008	A302-1362-00.0.0-000	Note Receivable P.A.M.	200,000.00		
	07 2008	A302-2101-00.0.0-000	Accounts Payable		200,000.00	
	07 2008	A303-2101-00.0.0-000	Accounts Payable		280,634.87	
	07 2008	A303-7520-00.0.0-090	Grove Property Park	263,067.80		
	07 2008	A303-7520-00.0.0-092	Community Park Tot Lot Upgrade	6,548.09		
	07 2008	A303-7520-00.0.0-108	MarshCreekRd Retaining Wall	1,802.52		
	07 2008	A303-7520-00.0.0-109	2007 Pavement Slurry Seal Proj	6,362.15		
	07 2008	A303-7520-00.0.0-110	High-Diablo St. Public Parking	2,854.31		
	07 2008	A401-1211-00.0.0-000	Cash with Fiscal Agent1996-RDA		14,227.00	
	07 2008	A401-1212-00.0.0-000	Cash with Fiscal Agent1999RDA		12,824.98	
	07 2008	A401-1213-00.0.0-000	Cash with Fiscal Agent1993-RDA		8,124.69	
	07 2008	A401-2101-00.0.0-000	Accounts Payable		288,975.83	
	07 2008	A401-7612-00.0.0-000	Interest Payment	318,852.50		
	07 2008	A401-7613-00.0.0-000	Paying Agent Fees	5,300.00		
	07 2008	A420-2101-00.0.0-000	Accounts Payable		2,575.81	
	07 2008	A420-7419-00.0.0-000	Other Professional Services	2,575.81		
	07 2008	A421-2101-00.0.0-000	Accounts Payable		24,231.99	
	07 2008	A421-7419-00.0.0-000	Other Professional Services	1,103.99		
	07 2008	A421-7612-00.0.0-000	Interest Payment	23,128.00		
	07 2008	A601-2101-00.0.0-000	Accounts Payable		11,580.04	
	07 2008	A601-2737-00.0.0-000	Police Department Donations	175.00		
	07 2008	A601-2739-00.0.0-000	Clayton Community Library Foun	745.00		
	07 2008	A601-2740-00.0.0-129	Lemke Tenative Map,GPA,SemProp	900.00		
	07 2008	A601-2740-00.0.0-139	Community Svc Reimbursement	125.03		
	07 2008	A601-2741-00.0.0-077	Oak Creek Canyon Plan Ck Dep	2,412.00		
	07 2008	A601-2741-00.0.0-153	Seeno Grading Insp (10351)	145.25		
	07 2008	A601-2741-00.0.0-223	VillageMkt EP 2671Insp Dep	150.00		
	07 2008	A601-2743-00.0.0-220	Mitchell Crk Pl (Lenox) Const	1,939.25		
	07 2008	A601-2744-00.0.0-077	AD Seeno Oak Crk Cyn SW26-06	145.25		

Jnl	Period	Account	Description	Debit	Credit	Balance
PJ	Purchase Journal		** continued **			
	07 2008	A601-2744-00.0.0-189	Riessen SW Permit 17-05	145.25		
	07 2008	A601-2744-00.0.0-223	VillageMkt SW Permit 05-06	145.25		
	07 2008	A601-2744-00.0.0-288	Flora Square SWP 47-07	300.25		
	07 2008	A601-2744-00.0.0-329	Lemke Diablo Pt SW permit28-06	145.25		
	07 2008	A601-2744-00.0.0-381	Gonzalez SW Permit 18-07	145.25		
	07 2008	A601-2744-00.0.0-384	Centoni SW Permit 03-07	145.25		
	07 2008	A601-2744-00.0.0-394	Manzeck, J SW Permit 09-07	145.25		
	07 2008	A601-2744-00.0.0-408	Crewer Constr SW Permit 14-07	62.25		
	07 2008	A601-2744-00.0.0-415	Beck SW Permit 13-07	145.25		
	07 2008	A601-2744-00.0.0-417	Stimac SW Permit 17-07	145.25		
	07 2008	A601-2744-00.0.0-421	Sunstone Pools SW Permit 22-07	145.25		
	07 2008	A601-2744-00.0.0-433	D. Deely SW Permit 28-07	41.50		
	07 2008	A601-2744-00.0.0-434	C. DelMonte SW Permit 29-07	145.25		
	07 2008	A601-2744-00.0.0-440	Steve Ramella SWPermit 31-07	145.25		
	07 2008	A601-2744-00.0.0-442	Ace Pool SW Permit 32-07	41.50		
	07 2008	A601-2744-00.0.0-444	Childs SW Permit 33-07	145.25		
	07 2008	A601-2744-00.0.0-445	Grohs SW Permit 34-07	145.25		
	07 2008	A601-2744-00.0.0-451	John Cowherd SW Permit 07-18	500.00		
	07 2008	A601-2744-00.0.0-452	Everest Home Imp SWPermit38-07	83.00		
	07 2008	A601-2744-00.0.0-454	Arthur Baca SW Permit40-07	145.25		
	07 2008	A601-2744-00.0.0-455	Engin Soils Repair SWPer 41-07	145.25		
	07 2008	A601-2744-00.0.0-460	PE Joiner SW Permit 46-07	103.75		
	07 2008	A601-2746-00.0.0-129	Diablo Pt Grading Inspections	1,265.75		
	07 2008	A601-2750-00.0.0-001	Clayton First Night Fund	266.51		
	07 2008	A702-2101-00.0.0-000	Accounts Payable		2,225.87	
	07 2008	A702-2730-00.0.0-002	Endeavor Hall Cash Deposits	500.00		
	07 2008	A702-5607-00.0.0-000	Revenue		25.00	
	07 2008	A702-7332-00.0.0-000	Telephone	60.07		
	07 2008	A702-7338-00.0.0-000	Water Services	421.58		
	07 2008	A702-7341-00.0.0-000	Buildings/Grounds Maintenance	545.51		
	07 2008	A702-7346-00.0.0-000	HVAC Mtn & Repairs	723.71		
		Total for Financial Reporting System		963,176.73	963,176.73	.00

Batch 3488 posted on 01/11/08 by 1004 for business date 01/11/08

CITY OF CLAYTON

Agenda Date: 1/15/08

Agenda Item: 4c

Approved:

Gary A. Napper
City Manager/Executive Director

STAFF REPORT

TO: HONORABLE MAYOR AND COUNCILMEMBERS

FROM: CHIEF OF POLICE

DATE: JANUARY 15, 2008

SUBJECT: DECLARATION OF EQUIPMENT SURPLUS TO THE CITY'S NEEDS

RECOMMENDATION

Declare one Police Department patrol vehicle, 2001 Ford Crown Victoria (vehicle #1722), as surplus property and authorize the City Manager to dispose of the surplus property through public auction.

BACKGROUND

A 2001 Ford Crown Victoria (#1722) was purchased in order to provide patrol services activities for the Police Department. The department vehicle has aged and accumulated approximately 89,000 miles during its serviceable life. The vehicle is in poor condition and has reached the age where the vehicle can not be counted on to provide reliable transportation. As a result, the vehicle has been taken out of service, and has been replaced with a new 2008 Ford Crown Victoria sedan. The new police vehicle was purchased with Capital Equipment Replacement Funds (CERF) from the current FY 2007-08 Budget, which was approved by the City Council in June 2007.

DISCUSSION

The Clayton Police Department currently has a maintenance agreement with the City of Concord's Maintenance Department for general vehicle maintenance. As part of the agreement, the City of Concord acts as our agent and arranges a public auction in order to liquidate ours and its own surplus vehicles. There is no additional cost to the City. The City of Concord utilizes the services of First Capital of Vallejo to conduct the auction, which occurs at least once a quarter. Disposal of surplus public property in this manner is an accepted practice under the law.

FISCAL IMPACT

The Kelly Blue Book trade-in value (fair condition) for a 2001 Ford Crown Victoria is estimated at $2,315. There is not a very big market for these types of vehicles in poor mechanical condition and appearance. The vehicle will likely bring in less than this amount at auction.

All proceeds from the public sale of this surplus vehicle will be sent to the City of Clayton and placed into the City's Capital Equipment Replacement Fund (CERF).

CITY OF CLAYTON

Agenda Date: 1/15/08

Agenda Item: 4d

Approved:

Gary A. Napper
City Manager/Executive Director

STAFF REPORT

TO: HONORABLE MAYOR AND COUNCILMEMBERS

FROM: City Clerk

DATE: January 15, 2008

SUBJECT: **Council Appointment of Francesca Wood to the Contra Costa Advisory Council on Aging as Clayton's representative for the term commencing immediately through September 30, 2009.**

RECOMMENDATION

Confirm the nomination by the Mayor to appoint Francesca Wood to the serve as the City of Clayton representative on the Contra Costa Advisory Council on Aging.

BACKGROUND

Staff advertised the open position in the Clayton Pioneer, the City website and on City posting boards beginning in September 2007. In December 2007, Ms. Wood submitted a letter of interest. On January 3, 2008 Ms. Wood interviewed with the Mayor.

FISCAL IMPACT

None.

CONCLUSION

Appoint Francesca Wood to serve on the Contra Costa Advisory Council on Aging as Clayton's representative for the term commencing immediately through September 30, 2009.

Attachments:
Press Release (1 page)
Ms. Wood's Letter of Interest and Biography (2 pages)

PRESS RELEASE:

CITY OF CLAYTON

NOW ACCEPTING APPLICATIONS FOR A CLAYTON RESIDENT TO SERVE as Appointed Member ON THE

COUNTY ADVISORY COUNCIL ON AGING

The Contra Costa County Advisory Council on Aging advises the County Area Agency on Aging on all matters related to the development and administration of senior programs throughout the County, in accordance with the mandates of the Older Americans Act. The Council is composed of 40 members, appointed by the County Board of Supervisors in partnership with the local cities and the Membership Committee of the Council. Each city has one designated appointee.

Members are appointed by the City Council from each of the 18 cities (towns) in Contra Costa County.

Term of Office: September 30, 2007- September 30, 2009

Duties: The Advisory Council Meets Monthly on the third Wednesday, from 9:30 am-noon in Concord. Members also choose one of four work groups on which to serve: Housing, Health, Transportation and Legislative Advocacy. These groups meet monthly in Martinez. (Mileage expenses to and from meetings are reimbursable.)

How to Apply:

Please send a letter of interest to the Mayor:

City of Clayton
Attention: Mayor Manning
6000 Heritage Trail
Clayton, CA 94517
Or by E-mail: **ljackson@ci.clayton.ca.us**

The City Council's screening committee will review applications, interview applicants, and recommend appointments to the City Council.

11/27/07

City Of Clayton
Attn: Mayor Walcutt
6000 Heritage Trail
Clayton, CA 94517

Dear Mayor Walcutt;

I am very interested in being an appointed member for the County Advisory Council on aging. My commitment and dedication to the senior community is very strong. I have been working in Healthcare since 1993 and it has been primarily focused on eldercare care. As a resident of Clayton for the last 11 years, I would like to help the community I live in, and this would give me an opportunity to do so. Growing up in the Walnut Creek area and working in medical community gives me great knowledge of the services available to seniors.

Currently I am on the steering committee for the Tri-Valley Senior Round Table and I am the President elect for the East Bay Case Management Association.

Please review my bio I have attached and feel free to contact me. I will look forward to hearing from you.

Hank Stratford is a friend and is happy to give me a recommendation, please feel free to contact him as well.

Regards,
Francesca

Francesca Wood
Eldercare Consultant

Francesca Wood joined AdvoLife, now LivHOME, Inc., in 2002 as an Eldercare Consultant, bringing over 15 years of experience in the healthcare industry to the company.

Previously, Francesca worked as a customer relations manager/regional trainer for Heartland Home Care, where she trained new employees from six branches. Prior to that, Francesca was a sales representative for Shield Health Care, coordinating managed care contracts with HMOs, PPOs, and IPAs. Francesca also has experience working in skilled home care agencies and hospitals in sales and marketing, and hands-on patient care as a cardiology technician.

Francesca received her associate of arts degree at Diablo Valley College in Pleasant Hill, California.

Agenda Date: 1/15/08

Agenda Item: 4e

Approved:

Gary A. Napper
City Manager/Executive Director

AGENDA REPORT

TO: HONORABLE MAYOR AND COUNCILMEMBERS

FROM: CITY MANAGER

DATE: 15 JANUARY 2008

SUBJECT: SET DATE FOR SPECIAL COUNCIL MEETING
COUNCIL-MANAGER GOALS AND OBJECTIVES FOR 2008

RECOMMENDATION

It is recommended the City Council set by minute motion Tuesday, 29 January 2007 at 5:30 p.m. in the 3rd Floor Conference Room at City Hall, 6000 Heritage Trail as the date, time and location for a special City Council meeting for the purpose of discussing and setting goals and objectives for Calendar Year 2008.

BACKGROUND

The Clayton City Council meets at least once a year with its city manager for the purposes of discussing progress on the Council – Manager goals and objectives set in the previous year(s), and to establish new and/or modify goals for the ensuing calendar year.

The proposed meeting date is not a regular City Council meeting night. This separate evening will allow attention and focus specifically on the achievement, progress, and establishment of goals and objectives for the current calendar year.

FISCAL IMPACT

No direct fiscal impact. The lack of clearly defined goals and objectives may actually cost the City and its community money over the short and long-term operations of the public entity.

Respectfully submitted,

Gary A. Napper
City Manager

Attachment: Special Meeting Agenda [1 pg.]

CITY OF CLAYTON

AGENDA

SPECIAL MEETING
CLAYTON CITY COUNCIL

******

Tuesday, January 29, 2008

5:30 p.m.

Clayton City Hall, 3rd Floor
6000 Heritage Trail, Clayton, CA

Mayor: Gregory J. Manning
Vice Mayor: Julie K Pierce

Council Members
David T. Shuey
Ross "Hank" Stratford
William R. Walcutt

- A complete packet of information containing staff reports and exhibits related to each item is available for public review in City Hall located at 6000 Heritage Trail on Monday prior to the Council meeting.
- Agendas are posted at: 1) City Hall, 6000 Heritage Trail; 2) Library, 6125 Clayton Road; 3) Ohm's Bulletin Board, 1028 Diablo Street, Clayton; and 4) City Website at **www.ci.clayton.ca.us**
- If you have a physical impairment that requires special accommodations to participate, please call the City Clerk's office at least 72 hours in advance of the meeting at (925) 673-7304.

* CLAYTON CITY COUNCIL *

January 29, 2008

1. **CALL TO ORDER** – Mayor Manning.

2. **PUBLIC COMMENTS**

Citizens may address the City Council on items within the Council's jurisdiction, (which are not on the agenda) by completing a speaker card and forwarding it to the City Clerk. To assure an orderly meeting and an equal opportunity for everyone, each speaker is limited to 3 minutes, enforced at the Mayor's discretion. When one's name is called by the Mayor, the speaker shall advance to the public podium and adhere to the time limit. In accordance with State Law, no action may take place on any item not appearing on the posted agenda. The Council may respond to statements made or questions asked, or may request Staff to report back at a future meeting concerning the matter.

Public comment and input on Public Hearing, Action Items and other Agenda Items will be allowed as each item is considered.

3. **ACTION ITEM**

(a) Discussion and establishment of Council-Manager Goals and Objectives for Calendar Year 2008.

Staff recommendation: Set realistic and attainable Goals and Objectives for Calendar Year 2008.

4. **ADJOURNMENT** – the next regularly scheduled meeting is Tuesday, February 5, 2008.

****

Agenda Date: 1/15/08
Agenda Item: 4f

CITY OF CLAYTON

Approved:

Gary A. Napper
City Manager/Executive Director

STAFF REPORT

TO: HONORABLE MAYOR AND COUNCILMEMBERS

FROM: RICK ANGRISANI, CITY ENGINEER

DATE: JANUARY 15, 2008

SUBJECT: CONSIDERATION OF A RESOLUTION AWARDING A CONTRACT TO GRADETECH, INC., IN THE AMOUNT OF $107,553.00 FOR THE CONSTRUCTION OF THE ENDEAVOR HALL PARKING LOT 2 PROJECT, CIP PROJECT NO. 10360.

RECOMMENDATION

Adopt the Resolution awarding contract to Gradetech, Inc.

BACKGROUND

On January 4th, we opened bids for the above project. We received a total of seventeen bids. The range of bids was as follows:

1) Gradetech, Inc.	$107,553.00
2) Redgewick Construction	$117,690.00
3) Kingdom Pipelines, Inc.	$118,220.00
17) J. A. Gonsalves & Son Const., Inc.	$196,000.00

The approved project budget allocated $210,000 for construction. Due to the excellent bid we received, we will be able to add landscaping and irrigation to complete the parking lot improvements. The project will also install a sign indicating the lot is for "Public Parking", and there will be a construction fence and a permanent wood fence placed on the shared property line with the adjacent land owner (Domina; former Gomez residence). The dilapidated wood barn on that property, slightly encroaching on the City's property, will also be demolished and removed as part of this Downtown improvement project.

FISCAL IMPACT

The proposed work will not exceed the funding previously allocated by the City Council in its approval of the Capital Improvement Program and there will be no negative impact on the

City's revenues or General Fund. The project is actually funded by Clayton Redevelopment Agency funds placed in the Capital Improvement Budget approved for FY 2007-08.

CONCLUSION

Based upon the above, Staff recommends that the City Council approve the attached resolution awarding a contract in the amount of $107,53.00 for the Endeavor Hall Parking Lot 2 Project to Gradetech, Inc.

Attachments: Council Resolution
Contract

CITY OF CLAYTON

ENDEAVOR HALL PARKING LOT 2
BID RESULTS

BID OPENING - 1/04/08 AT 2:30 P.M.

Rank	Bidder	Amount
1	Gradetech, inc.	$107,553.00
2	Redgwick Construction	$117,690.00
3	Kingdom Pipelines, Inc.	$118,220.00
4	Pacific Coast General Engineering, Inc.	$124,783.00
5	G. N. Henley, Inc.	$134,023.00
6	Antioch Paving Co., Inc.	$134,500.00
7	Fanfa Inc.	$137,000.00
8	Tri-Valley Excavating Co., Inc.	$137,300.00
9	Cleary Bros. Landscape	$137,470.00
10	William G. McCullough Co.	$139,000.00
11	Carone & Company, Inc.	$139,400.00
12	Bay Cities Grading & Paving, Inc.	$148,500.00
13	Sposeto Engineering, Inc.	$148,788.00
14	PARC Services, Inc.	$153,000.00
15	Edward Donohoe	$168,491.00
16	S.R.P. Company	$171,230.00
17	J. A. Gonsalves & Son Const., Inc.	$196,000.00

Subcontractors to #1:
Riley's Striping - Striping
Murga, Strange & Chalmers - Concrete
Kire & Wright - Survey

RESOLUTION NO.

A RESOLUTION APPROVING AND AUTHORIZING THE EXECUTION OF A CONTRACT IN THE AMOUNT OF $107,553.00 WITH GRADETECH, INC., INC. FOR THE ENDEAVOR HALL PARKING LOT 2 PROJECT IN THE CITY OF CLAYTON CIP PROJECT NO. 10360

THE CITY COUNCIL
City of Clayton, California

WHEREAS, the City Council approved a Capital Improvement Program for FY 2007/08 to 2011/12 which included the Endeavor Hall Parking Lot 2 Project (No. 10360); and

WHEREAS, the City Engineer prepared plans and specifications and called for bids from several contractors; and

WHEREAS, sealed bids were publicly opened on January 4, 2008; and

WHEREAS, Gradetech, Inc., Inc. submitted a low bid of $107,553.00; and

WHEREAS, the City Engineer has reviewed Gradetech, Inc.'s bid, found it to be responsive in all respects, and has recommended awarding the contract to Gradetech, Inc., Inc.

NOW, THEREFORE, BE IT RESOLVED that the City Council of Clayton, California does hereby name Gradetech, Inc., Inc. as responsible low bidder, and authorizes the City Manager to execute the contract for the Endeavor Hall Parking Lot 2 Project on behalf of the City.

PASSED, APPROVED and ADOPTED by the City Council of Clayton, California at a regular public meeting thereof held on the 15th day of January, 2008 by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

THE CITY COUNCIL OF CLAYTON, CA

_____
Gregory J. Manning, Mayor

ATTEST:

_____
Laci J. Jackson, City Clerk

I hereby certify that the foregoing resolution was duly and regularly passed by the City Council of the City of Clayton at a regular meeting held on January 15, 2008.

_____
Laci J. Jackson, City Clerk

CITY OF CLAYTON
CALIFORNIA

CITY CONTRACT NO.

ENDEAVOR HALL PARKING II PROJECT

CIP PROJECT NO. 10360

THIS CONTRACT, made and entered, into this ____day of _____, 2008, between the **CITY OF CLAYTON** (hereinafter called "City"), and **GRADETECH, INC.** (hereinafter called "Contractor").

WITNESSETH

WHEREAS, the City has awarded a contract to Contractor for performing the work hereinafter mentioned in accordance with the Contractor's sealed proposal therefore;

NOW, THEREFORE, IT IS AGREED, as follows:

1. **Scope of Work**: The Contractor shall perform all the work, and furnish all the labor, materials, equipment, and all the utility and transportation services required to complete all of the public improvements portion of the improvements more particularly described in those certain specification and proposal forms, "ENDEAVOR HALL PARKING II PROJECT", dated December, 2007.

2. **Time of Performance and Liquidated Damages:** The Contractor shall begin work as stated in Section G-3 of these specifications and shall diligently prosecute the same to completion before the expiration of the working days as stated in the specifications.

The City has determined, that in the event the Contractor does not complete the work within the time limit so specified or within such further time as said City shall have authorized, the Contractor shall pay to the City liquidated damages in the amount of FIVE HUNDRED DOLLARS ($500.00) per day for each and every calendar day's delay in finishing the work beyond the completion and liquidated damages are set forth in the specification and contract documents, which provisions are hereby referred to and incorporated herein by this reference.

3. **Payments:** Payments under this Contract shall be for those public improvements set forth in the project plans, these special provisions and all the Standard Specifications and Standard Plans. Based upon the unit prices set forth in the Contractor's proposal, the estimated price of this Contract is $107,553.00. Payments will be made by the City to the Contractor for the work performed, including all labor, materials, equipment, and utility and transportation services, to complete said public improvements, at the times and in a manner provided in the specifications, and at the unit prices stated in Contractor's proposal. For all moneys earned by the Contractor may, at his request and expense, substitute equivalent to the amount withheld in the form and manner and subject to the conditions provided in Section 22300 of the Public Contract Code.

4. **Component Parts:** This Contract shall consist of the following documents, each of which is on file in the office of the City Clerk and all of which are incorporated herein and made a part hereof by this reference thereto:

a. This Contract
b. Notice Inviting Sealed Proposals

c. Contractor's Proposal
d. Faithful Performance Bond
e. Labor and Material (Payment) Bond
f. General Conditions
g. Special Provisions
h. Standard Specifications
i. Standard Plans
j. Plans and Detailed Drawings

5. **Wage Scale:** The City has obtained from the Director of Department of Industrial Relations the general prevailing rate of per diem wages and the general prevailing rate for holidays and overtime work for each craft, classification or type of workman required to execute this Contract. A copy of said prevailing rate of per diem wages is on file in the office of the City Engineer, to which reference is hereby made for further particulars. The prevailing rate of per diem wages will be made available to any interested party upon request, and a copy thereof shall be posted by the Contractor at the job site. The Contractor shall comply with the provisions of Article 2, Chapter 1, Part 7, Division 2 (commencing with Section 1770) of the California Labor Code, and particularly Sections 1775 and 1776 thereof.

6. **Hour of Labor:** The Contractor shall forfeit, as penalty to the City, Fifty dollars ($50.00) for each worker employed in the execution of the Contract by him or by any subcontractor, for each calendar day during which any worker is required or permitted to labor more than eight (8) hours in any one calendar day and forty (40) hours in any one calendar week, if the Contractor is in violation of the provisions of Article 3, Chapter 1, Part 7, Division 2 (commencing with Section 1810) of Labor Code.

7. **Apprentices:** The Contractor shall be responsible for compliance with provisions of Labor Code Section 1777.5 for all apprenticeable occupations. In accordance with the provisions of said Section 1777.5, and in accordance with the rules and procedures of the California Apprenticeship Council, properly indentured apprentices shall be employed in the prosecution of the work. The ratio of apprentices to journeymen who shall be employed in the respective crafts or trades may be the ratio stipulated in the contract under which the apprenticeship committee operates, but in no event shall the ratio be less than one apprentice for each five journeymen, except as otherwise provided pursuant to said Section 1777.5. Willful failure by the Contractor to comply with said Section 1777.5 shall result in his being denied the right to bid on a public works contract for a period of one year from the date the determination of noncompliance is made by the Administrator of Apprenticeship and the imposition of civil penalties, as more particularly set forth in Section 1777.7 of said Labor Code.

Information relative to the number of apprentice standards, wage schedules, and other requirements shall be obtained from the Director of the Department of Industrial Relations, ex officio the Administrator of Apprenticeship, San Francisco, California, or from the division of Apprenticeship Standards and its branch offices.

8. **Labor Discrimination:** Attention is directed to Section 1735 of said Labor Code, which reads as follows:

> "No discrimination shall be made in the employment of persons upon public works because of the race, religious creed, color, national origin or ancestry, physical handicap, medical condition, marital status or sex of each persons, except as provided in Section 12940 of the Government Code, and section is subject to all the penalties imposed for a violation of this chapter."

9. **Worker's Compensation Insurance:** In accordance with the provisions of Article 5, Chapter 1, Part 7, Division 2 (commencing with Section 1860) and Chapter 4, Part 1, Division 4 (commencing with Section 3700 of said Labor Code), the Contractor is required to secure the payment of compensation to his employees and shall for that purpose obtain and keep in effect adequate Worker's Compensation Insurance.

By execution hereof, the undersigned Contractor certifies that he is aware of the provisions of Section 3700 of the California labor Code which require every employer to be insured against liability for Worker's Compensation or to undertake self-insurance in accordance with the provisions of that Code, and performance of the work of this contract.

10. **Ineligible Contractors:** Contractor is expressly prohibited from employing any "ineligible subcontractors" (as defined in Labor Code Section 1777.1) on the project described herein.

11. **Attorneys' Fees**: In the event that the City is required to bring legal action against Contractor related to this agreement, the City, if determined to be the prevailing party, shall be entitled to recover its attorneys' fees from Contractor.

IN WITNESS WHEREOF, the parties have caused these presents to be executed by their respective officers, thereunto duly authorized, all as of the day and year first above written.

CITY OF CLAYTON

By: _____
Gary Napper
City Manager

Attest: _____
Laci J. Jackson
City Clerk

Approved as to Form & Procedure

_____
City Attorney

GRADETECH, INC.

By: _____

By: _____

_____
Street Address

_____
City/State/ZIP

Mailing Address (if different)

_____
P.O. Box

_____
City

_____
Contact Person

_____
Telephone Number

_____
Federal Tax I.D. Number

LEGAL RELATIONS AND RESPONSIBILITIES

Nothing in the provisions of this agreement is intended to create duties or obligations to or rights in third parties not parties to this contract or affect the legal liability of either party to the contract by imposing any standard of care different from the standard of care imposed by law.

It is understood and agreed that neither the City of Clayton ("City") nor any officer or employee is responsible for any damage or liability occurring by reason of anything done or omitted to be done by Gradetech, Inc. (Contractor") under or in connection with any work, authority or jurisdiction delegated to the Contractor under this agreement. It is understood and agreed that pursuant to Government Code Section 895.4 Contractor shall defend, indemnify and save harmless the City, its officers and employees from all claims, suits or actions of every name, kind and description brought for or in account of injuries to or death of any person or damage to property resulting from anything done or omitted to be done by the Contractor under or in connection with any work, authority or jurisdiction delegated to the Contractor under this agreement.

The Contractor waives any and all rights to any type of express and implied indemnity against the City, its officers and employees arising from any work, authority or jurisdiction delegated to the Contractor under this agreement.

Executed on _____, 2008

GRADETECH, INC.

By _____

_____
TITLE

Agenda Date: 1/15/08

Agenda Item: 4g

Approved:

Gary A. Napper
City Manager/Executive Director

AGENDA REPORT

TO: HONORABLE MAYOR AND COUNCILMEMBERS

FROM: CITY MANAGER

DATE: 15 JANUARY 2008

SUBJECT: AWARD OF CONTRACT – DEMOLITION PHASE
CLAYTON COMMUNITY PARK RENOVATION PROJECT

RECOMMENDATION

It is recommended the City Council approve the following actions concerning the competitive bids for the tot lot and picnic area demolition phase of the Clayton Community Park Renovation Project:

1. Reject the low bid by AME Contracting Company (Concord, CA) as non-responsive to the bid specifications and requirements (e.g. insurance requirements; disposal of hazardous material);

2. Award contract in the base amount of $24,862.00 to G&G Builders (Pleasanton, CA) for the demolition phase of the Clayton Community Park Renovation Project; and

3. Allocate $24,862.00 from Account No. 422-1211 (proceeds from 2007 Special Tax Revenue Refunding Bonds) to fund the contract.

BACKGROUND

At several past meetings the City Council has reviewed, approved and authorized certain renovations and improvements to the tot lot and picnic areas (large and small group) at the Clayton Community Park. Working with The Zahn Group the demolition phase of this Project was advertised for bids and 13 bids were received by the filing deadline of 10 January 2008. The Engineer's Estimate for this scope of work was $35,000.00.

After review of all bids, the apparent lowest responsive bidder is G&G Builders. Mr. Croswhite, Park Construction Manager, recommends award of contract to that company (ref. attached report).

Attachment: 1. The Zahn Group bid analysis report [14 pp.]

the Zahn Group inc

January 10, 2008

Mr. Gary Napper
City Manager
City of Clayton
6000 Heritage Trail
Clayton, CA 94517 - 1250

Re: Bid Analysis
Clayton Community Park Improvements – Demolition Phase
ZG Project Number: 07J23
File Number: 10.1.2, 95.1

Dear Mr. Napper,

70 Zoe Street
Suite 100
San Francisco, CA
94107

(415) 243-9778
(415) 243-9779 fax
general@zahngroup.com

The bid opening for Clayton Community Park was held on Thursday, January 10th, 2008, at 2:00 pm at City Hall. 13 bids were received (see attached summary). They were opened in the order received.

Base Bid Analysis

The apparent responsive low bidder is G&G Builders of Pleasanton, California. Their base bid ($24,862.00) was the only item considered in our initial evaluation. The bids of the second lowest and third lowest bidders (Redgwick Construction Company, Newark and Cleary Brothers, Danville, respectively) were also reviewed. AME Contracting Company, Concord, submitted a bid of $16,000.00 but has since requested that their bid be withdrawn as they do not and will not meet the insurance requirements for this project.

All bids were analyzed for conformance to the bid documents, and their Construction Cost Breakdowns (Section 00320) were also evaluated. We verified the status of their license, and the mathematics of their bid. No sub-contractors were stated on their bid.

The G&G Builders team licenses, insurance and bonds were found to be in order. The other required information was also verified and found to be accurate. Based upon the G&G Builders bid, and our subsequent analyses, we recommend that the Base Bid contract, in the amount of - $24,862.00 be awarded to G&G Builders.

Offices also in:
Clayton
Pittsburg
Sacramento
Stockton

Bid Award

The Engineer's estimate for the entire scope of work was $35,000.00.

Thus, G&G Builders's base bid would be $24,862.00; this would be below the Engineer's estimate by $10,138.00.

I would recommend that the City Council award the Base Bid to G&G Builders for their stated $24,862.00. The City would then request that G&G Builders submit the remainder of the required documentation, as noted in the Bid Documents, to the City Clerk. Further, G&G Builders would then commence construction during the week of January 21, 2008.

Very truly yours,

THE ZAHN GROUP, INC.

John Croswhite
Project Director

BID OPENING
FOR

COMMUNITY PARK DEMOLITION

Bid date: Thursday, January 10, 2008
at 2:00 p.m.

1	PARC Services, Walnut Creek	$47,710	
2	G.N. Henley, Inc.	$33,580	
3	AME Construction	$16,000	**Low Bidder**
4	Redgwick Construction	$28,300	**3rd Lowest Bidder**
5	SMC	$39,900	
6	Gordon N. Ball, Inc.	$31,000	
7	McNabb Construction	$48,930	
8	Cleary Bros. Const.	$29,339	**4th Lowest Bidder**
9	McGuire Hester	$37,000	
10	American Civil Consts.	$37,886	
11	G& G Builders	$24,862	**2nd Lowest Bidder**
12	Tri Valley Excavating Co. Inc.	$45,530	
13	Planned Environments	$48,373	

AME

CONTRACTING COMPANY
1694 Tammy Lane
Concord, CA 94519
Tel-925.435.7968Fax-925.429.1000

City of Clayton.
6000 Heritage Dr.
Clayton Ca. 94517

Date: 01.11.2008

Att: Mr. John Croswhite

According to our conversation yesterday regarding Clayton Park Improvement, unfortunately we did not know that the existing resealing Paving has hazardous material in it , and cost for dumping such material which the quantity is 2 truck load is $5,000.00 to $6,000.00, that we did not calculated it in our price , If city will accept to pay at list $ 3,000.00 of the dump fee , we are still welling to accept the project otherwise , and unfortunately we will not be able to proceed . And we know that City of Clayton will not be satisfied for us to loose in this project.
Please consider that even though, if we add $3,000.00 to our price, we are still the first bidder.
If you had any question ,please call Hamid @ 925 435 8333.
Your cooperation with us as a Certified Small (Micro) Business would be highly appreciated.

Sincerely Yours,

Ali Eslam,

Owner.

G+G BUILDERS
$ 24,862

CLAYTON COMMUNITY PARK IMPROVEMENTS
City of Clayton

CIP No. 10385

SECTION 00300
BID FORM

COPY

To be submitted up to and including 2:00 p.m. on Thursday, January 10, 2008.

CITY OF CLAYTON
6000 Heritage Trail
Clayton, California 94517-1250

The Work consists of construction of a demolition of existing trees, sub-surface drainage, installation of new resilient paving, new turf, concrete sidewalks, electrical, light standards, trellises, stage, planning, irrigation, play structure, and furniture, and other improvements as required as part of the Work.

Attention: City Clerk

Re: Contract 10385
COMMUNITY PARK IMPROVEMENTS
Clayton, California

1. The undersigned Bidder proposes and agrees, if this Bid is accepted, to enter into an agreement with the City of Clayton ("City") in the form included in the Contract Documents, Document 00510 Agreement, to perform and furnish all Work as specified or indicated in the Contract Documents for the Contract Sum and within the Contract Time indicated in this Bid and in accordance with all other terms and conditions of the Contract Documents.

2. Bidder accepts all of the terms and conditions of the Contract Documents and the Invitation to Bid and Instructions to Bidders, including without limitation, those dealing with the disposition of Bid security. This Bid will remain open and subject to acceptance for sixty (60) calendar days after the day of Bid Opening. Bidder will sign and submit the Agreement with Bonds and other documents required by Document 00100 Instructions to Bidders, within ten (10) calendar days after receipt of City's Notice of Award.

3. In submitting this Bid, Bidder represents:

4. Bidder has examined all of the Contract Documents of the following Addenda (receipt of all of which is hereby acknowledged).

Date	Number
12·31·07	1
1·7·08	2
1·9·08	3

required by Document 00100 Instructions to Bidders including, but not limited to, Document 00510 Agreement, Document 00520 Escrow Agreement for Security Deposits in Lieu of Retention, Document 00610 Construction Performance Bond, and Document 00620 Construction Labor and Material Payment Bond, all within ten (1) calendar days after personal delivery or after receipt in the mails of the Notice of Award.

6. Notice of Award or request for additional information may be addressed to the undersigned at the address set forth below.

7. The undersigned herewith encloses a cashier's check, certified check, or corporate surety bond in the amount of ten percent (10%) of the total of Bid Item No. 1, Base Bid and made payable to: City of Clayton.

8. The undersigned agrees to commence work under this Contract on the date established in Document 00700 General Conditions and to complete all work within the time specified in Document 00510 Agreement.

9. The undersigned agrees that, in accordance with Document 00700 General Conditions, liquidated damages for failure to complete all work in the contract within the time specified in Paragraph 10 above shall be as set forth in Document 00510 Agreement.

10. The names of all persons interested in the foregoing Bid as principals are:

(IMPORTANT NOTICE: If Bidder or other interested person is a corporation, give the legal name of corporation, state where incorporated, and names of president and secretary thereof; if a partnership, give name of the firm and names of all individual co-partners composing the firm; if Bidder or other interested person is an individual, give first and last names in full).

G & G BUILDERS INC.

3589 NEVADA ST. STE. B

PLEASANTON, CA. 94566

GERARD CALLAHAN - PRESIDENT

LORRAINE CALLAHAN - SECRETARY/TREASURER

[NAME OF BIDDER]

Licensed in accordance with an act for the registration of Contractors, and with license number: 750759

SECTION 00320
CONSTRUCTION COST BREAKDOWN

Project: CLAYTON COMMUNITY PARK IMPROVEMENTS Date: 1.10.08

Address: CLAYTON RD Sheet 1 of 1

CLAYTON, CA.

Prime Contractor: G & G BUILDER INC.

(Name of Firm)

Address: 3589 NEVADA ST.
STE. B
PLEASANTON, CA 94566

Item No.	Spec. Section	Description	Cost
Base Bid			
1	01010	Summary of Work	500.00
19	01535	Tree Protection	500.00
20	01540	Protection of Property	1313.00
21	01561	Stormwater Pollution Prevention, Erosion, and Sediment Control	1.00
25	02050	Demolition and Removal	22548.00
		TOTAL BASE BID	$24,862.00

GERARD CALLAHAN
Estimated by:

Name (Typed)

1.10.08
Date

END OF SECTION

SECTION 00411
BID BOND

KNOW ALL MEN BY THESE PRESENT:

THAT WE G & G Builders , Inc.

as **PRINCIPAL**, and Financial Pacific Insurance Company as SURETY, are held and firmly bound unto the City of Clayton in the penal sum of TEN PERCENT (10%) OF THE TOTAL AMOUNT OF THE BID of the Principal above named, submitted by said Principal to the City of Clayton for the work described below, for the payment of which sum in lawful money of the United States, well and truly to be made to the City of Clayton to which said bid was submitted, we bind ourselves, our heirs, executors, administrators and successors, jointly and severally, firmly by these presents. In no case shall the liability of the surety hereunder exceed the sum of $10% ----------.

THE CONDITION OF THIS OBLIGATION IS SUCH

THAT, WHEREAS, the Principal has submitted the above mentioned bid to the City of Clayton, aforesaid, for certain construction specifically described below, for which bids are to be opened at City Hall, 6000 Heritage Trail, Clayton, California on 1-10-08 2:00 p.m. for:

COMMUNITY PARK IMPROVEMENTS CPI No. 10385

NOW, THEREFORE, if the aforesaid Principal is awarded the contract and, within the time and manner required under the specifications, after the prescribed forms are presented to him for signature, enters into a written contract, in accordance with the bid, and files two (2) bonds with the City, one (1) to guarantee faithful performance, and the other to guarantee payment for labor and materials as required by law, then this obligation shall be null and void; otherwise, it shall be remain in full force and virtue.

IN WITNESS WHEREOF, We have hereunto set our hands and seals on this 8th day of January 2008

(SEAL)

By: Kenneth J. Goodwin, Attorney-in-Fact (SEAL)

G & G Builders, Inc. (SEAL)
PRINCIPAL

Financial Pacific Insurance Company (SEAL)
SURETY

ADDRESS: 3589 Nevada St. Ste. B
Pleasanton, CA 94566

ADDRESS: 3850 Atherton Road
Rocklin, CA 95765

NOTE: **Signature of those executing for the surety must be properly acknowledged.**

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

STATE OF CALIFORNIA

County of CONTRA COSTA }

On 1/8/08 (Date) before me, SANDRA FREDRICKSON (Here Insert Name and Title of the Officer),

personally appeared KENNETH J. GOODWIN (Name(s) of Signer(s)),

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

Witness my hand and official seal.

Signature _____ (Signature of Notary Public)

SANDRA FREDRICKSON
COMM. # 1583566
NOTARY PUBLIC-CALIFORNIA
CONTRA COSTA COUNTY
COMM. EXP. MAY 29, 2009

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: BID BOND

Document Date: 1/8/08 Number of Pages: 1

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____
- ☐ Individual
- ☐ Corporate Officer — Title(s): _____
- ☐ Partner — ☐ Limited ☐ General
- ☑ Attorney in Fact
- ☐ Trustee
- ☐ Guardian or Conservator
- ☐ Other: _____

Signer Is Representing:
FNANCIAL PACIFIC INSURANCE COMPANY

RIGHT THUMBPRINT OF SIGNER
Top of thumb here

Signer's Name: _____
- ☐ Individual
- ☐ Corporate Officer — Title(s): _____
- ☐ Partner — ☐ Limited ☐ General
- ☐ Attorney in Fact
- ☐ Trustee
- ☐ Guardian or Conservator
- ☐ Other: _____

Signer Is Representing:

RIGHT THUMBPRINT OF SIGNER
Top of thumb here

© 2007 National Notary Association • 9350 De Soto Ave., P.O. Box 2402 • Chatsworth, CA 91313-2402 • www.NationalNotary.org Item #5907 Reorder: Call Toll-Free 1-800-876-6827

LIMITED POWER OF ATTORNEY

Financial Pacific Insurance Company

)ND NUMBER Bid Bond

POWER NUMBER 904311

PRINCIPAL G & G Builders, Inc.

PENAL SUM Ten Percent of the Total Amount Bid

KNOW ALL MEN BY THESE PRESENTS, that Financial Pacific Insurance Company, a California corporation (the "Company"), does hereby make, constitute and appoint: **John J. Daley, L.B. Barnett, Kenneth J. Goodwin**

its true and lawful Attorneys-in-Fact, with limited power and authority for and on behalf of the Company as surety, to execute, deliver and affix the seal of the Company thereto if a seal is required on bonds, undertakings, recognizances or other written obligations in the nature thereof as follows: **Bid, Performance, Payment, Subdivision and Miscellaneous Bonds up to $3,000,000.00**

and to bind the Company thereby. This Power of Attorney is signed and sealed by facsimile under and by the authority of the following resolutions adopted by the Board of Directors of Financial Pacific Insurance Company at the meeting duly held July 6, 1995, which are now in full force and effect:

RESOLVED, that the President or any Vice President, in conjunction with the Secretary or any Assistant Secretary, may appoint attorneys-in-fact or agents with authority as defined or limited in the instrument evidencing the appointment in each case, for and on behalf of the Company, to execute and deliver and affix the seal of the Company to bonds, unbdertakings, recognizances, and suretyship obligations of all kinds; and said officers may remove any such attorney-in-fact or agent and revoke any power of attorney previously granted such person.

RESOLVED FURTHER, that any bond, undertaking, recognizance, or suretyship obligation shall be valid and binding upon the Company when signed and sealed (if a seal be required) by one or more attorneys-in-fact pursuant to and within the limits of the authority evidenced by the power of attorney issued by the Company to such person or persons.

RESOLVED FURTHER, that the signature of any authorized officer and the seal of the Company may be affixed by facsimile to any power of attorney or certification thereof authorizing the execution and delivery of any bond, undertaking, recognizance, or other suretyship obligations of the Company; any such signature and seal when so used shall have the same force and effect as though manually affixed.

IN WITNESS WHEREOF, Financial Pacific Insurance Company has caused these presents to be signed by its proper officers, and its corporate seal to be hereunto affixed this 12th of September, 2007.

FINANCIAL PACIFIC INSURANCE COMPANY INCORPORATED JULY 22, 1986 CALIFORNIA

Edward J. Paoletti, Vice President

John R. Hollingshead, Secretary

STATE OF CALIFORNIA, COUNTY OF SACRAMENTO

On this 12th of September, 2007, personally came before me Edward J. Paoletti and John R. Hollingshead, to me known to be the individuals and officers of Financial Pacific Insurance Company, who executed the above instrument, and they have acknowledged the execution of the same, and being by me duly sworn, did severally depose and say that they are the said officers of the corporation aforesaid and that the seal affixed to the above instrument is the seal of the corporation, and that said corporate seal and their signatures as such officers were duly affixed and subscribed to the said instrument by the authority of the Board of Directors of said corporation.

LISA ROPER
COMM. # 1755752
NOTARY PUBLIC - CALIFORNIA
PLACER COUNTY
My Comm. Expires July 6, 2011

Lisa Roper, Notary Public

CERTIFICATE

I, the undersigned Secretary of Financial Pacific Insurance Company, a California corporation, DO HEREBY CERTIFY that this Power of Attorney remains in full force and effect and has not been revoked and furthermore, that the resolutions of the Board of Directors set forth, and that the relevant provisions of the By-Laws of the Company, are now in full force and effect.

Signed and sealed at Sacramento, this 8th day of January, 2008

John R. Hollingshead, Secretary

Financial Pacific Insurance Company seal must be affixed

SECTION 00430
SUBCONTRACTORS LIST

Bidder submits the following information as to the subcontractors Bidder intends to employ if awarded the contract. Attention is directed to the requirements of Section 4104 California Public Contract Code and Document 00100 Instructions to Bidders.

Name and Address of Subcontractor and Location of Mill or Shop	Description of Work: Reference to Contract Items	Prices Under Subcontract	Subcontractor's License No.	
			State of California Contractor's License	Appropriate Business License
N/A				

SECTION 00481
NON-COLLUSION AFFIDAVIT

Public Contract Code § 7106

NON-COLLUSION AFFIDAVIT TO BE EXECUTED BY BIDDER AND SUBMITTED WITH BID

STATE OF CALIFORNIA)
COUNTY OF ~~CONTRA COSTA~~ Alameda) ss.
)

Gerard Callahan, being first duly sworn, deposes and says that he or she is President of G & G Builders Inc, the party making the foregoing bid, that the bid is not made in the interest of, or on behalf of, any undisclosed person, partnership, company, association, organization, or corporation; that the bid is genuine and not collusive or sham; that Bidder has not directly or indirectly induced or solicited any other bidder to put in a false or sham bid, and has not directly or indirectly colluded, conspired, connived or agreed with any bidder or anyone else to put in a sham bid, or that anyone shall refrain from bidding, and that the Bidder has not in any manner, directly or indirectly, sought by agreement, communication or conference with anyone to fix the bid price of Bidder or any other bidder, or to fix any overhead, profit or cost element of the bid price, or of that of any other bidder, or to secure any advantage against the public body, or anyone interested in the proposed contract; that all statements contained in the bid are true; and further, that Bidder has not, directly or indirectly, submitted its bid price or any breakdown thereof, or the contents thereof, or divulged information or data relative thereto, or paid, and will not pay, any fee to any corporation, partnership, company association, organization, bid depository, or to any member or agent thereof to effectuate a collusive or sham bid.

Signature of Bidder
G & G BUILDERS, INC.
3589 NEVADA ST., STE B
~~PLEASANTON, CA 94566~~
Business Address

Subscribed and sworn before me Melissa Seathoff, Notary Public
This 10th day of January, 2008
Notary Public of the State of California
(Seal) See attached CA All-Purpose Acknowledgment

In and for the County of Alameda
My Commission expires Dec 5 2010

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Alameda }

On 1/10/2008 (Date) before me, Melissa Saathoff, Notary Public (Here insert Name and Title of the Officer),

personally appeared Gerard Callahan (Name(s) of Signer(s))

who proved to me on the basis of satisfactory evidence to be the person(~~s~~) whose name(~~s~~) is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity(~~ies~~), and that by his/~~her/their~~ signature(~~s~~) on the instrument the person(~~s~~), or the entity upon behalf of which the person(~~s~~) acted, executed the instrument.

MELISSA SAATHOFF
Commission # 1709154
Notary Public - California
Alameda County
My Comm. Expires Dec 5, 2010

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Mel Saathoff (Signature of Notary Public)

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Non Collusion Affidavit

Document Date: 1/10/2008 Number of Pages: 1

Signer(s) Other Than Named Above: N/A

Capacity(ies) Claimed by Signer(s)

Signer's Name: Gerard Callahan

☐ Individual
☒ Corporate Officer — Title(s): President
☐ Partner — ☐ Limited ☐ General
☐ Attorney in Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer Is Representing: G & G Builders Inc

RIGHT THUMBPRINT OF SIGNER
Top of thumb here

Signer's Name: _____

☐ Individual
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Attorney in Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer Is Representing: _____

RIGHT THUMBPRINT OF SIGNER
Top of thumb here

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SECTION 00482
BIDDER CERTIFICATIONS

TO BE EXECUTED BY ALL BIDDERS AND SUBMITTED WITH BID

CERTIFICATE OF NON-DISCRIMINATION

On behalf of the bidder making this Bid, the undersigned certifies that there will be no discrimination in employment with regard to race, color, religion, sex, sexual orientation, or national origin; that all federal, state, and local directives and executive orders regarding non-discrimination in employment will be complied with; and that the principle of equal opportunity in employment will be demonstrated positively and aggressively.

BIDDER'S SIGNATURE

STATEMENT OF CONVICTIONS

"I hereby swear, under penalty of perjury, that no more than one final, unappealable finding of contempt of court by a Federal Court has been issued against me within the past two years because of failure to comply with an order of a Federal Court to comply with an order of the National Labor Relations Board."

BIDDER'S SIGNATURE

PREVIOUS DISQUALIFICATIONS

"I hereby swear, under penalty of perjury, that the below indicated bidder, any officer of such bidder, or any employee of such bidder who has a proprietary interest in such bidder, has never been disqualified, removed or otherwise prevented from bidding on, or completing a Federal, State, or local government project because of a violation of law or a safety regulation except as indicated on the separate sheet attached hereto entitled "Previous Disqualifications." If such exceptions are attached, please explain the circumstances.

BIDDER'S SIGNATURE

Agenda Date: 1/15/08
Agenda Item: 4h

CITY OF CLAYTON
Founded 1857 Incorporated 1964

Approved:

Gary A. Napper
City Manager/Executive Director

STAFF REPORT

TO: HONORABLE MAYOR AND COUNCILMEMBERS

FROM: RICK ANGRISANI, CITY ENGINEER

DATE: JANUARY 15, 2008

SUBJECT: CONSIDERATION OF A RESOLUTION AWARDING A 2-YEAR CONTRACT WITH WILDLAND RESOURCE MANAGEMENT FOR NOXIOUS WEED ABATEMENT IN CITY-OWNED OPEN SPACE PARCELS NORTH OF PEACOCK CREEK IN THE OAKHURST COUNTRY CLUB DEVELOPMENT

RECOMMENDATION

Approve Resolution awarding contract to Wildland Resource Management Contract.

BACKGROUND

The Conditions of Approval for the Oakhurst Country Club Development required the preparation of an Integrated Pest Management Program (IPMP) for the care and maintenance of open space areas. The program was to be funded and implemented through the collection of private property parcel assessments by the Oakhurst Landscape Maintenance District (OLMD).

The IPMP called for the control of the primary noxious weeds that exist in the development's open space areas. These weeds include artichoke thistle, mustard, yellow-star thistle, and prickly clot burr. The control work began in 1992 with the cutting down of plants about to flower and the application of herbicides. The area of work and responsibility has shifted over the years as the City has accepted title to several open space parcels. It now encompasses the area from Peacock Creek Estates to the unimproved portions of the Clayton Community Park.

In 1992, Wildland Resource Management (WRM) was awarded a contract for the control of the noxious weeds. The contract with WRM was renewed each subsequent year until 1994 when the City Council awarded WRM a 3-year contract through 1997. In 1998, 2001, 2004 and 2007 the City Council extended the contract for additional 3-year periods.

The open space parcels on the north side of Peacock Creek, extending up to the large PG&E tower line, were owned and maintained by Presley/Lyon Homes until 2002, when the ownership of the

parcels were transferred to the City upon settlement of the City's lawsuit for damages to public improvements caused by land movement in the Oakhurst development.

Due to a lack of available funding within the successor Citywide Landscape Maintenance District (CFD 1997-1), the City provided only minimal maintenance and management services to these lands. With the passage of the recent Landscape Maintenance District and increased assessment (CFD 2007-1), a reliable source of funding has been established for the maintenance of these additional open space parcels. Accordingly, the City requested a proposal from WRM for abatement services similar to those presently provided for the parcels south of Peacock Creek Estates.

WRM submitted the attached proposal for the removal and control of the various noxious weeds found in the open space parcel. In order to conform to the time period of the existing contract, the contract term was limited to two years. The proposed annual cost is $33,600. On a per acre basis, the proposed fee is quite a bit higher than the existing contact. While some of the increased cost is attributable to the fact that little maintenance has occurred for the last 5 years, most of the increased cost is due primarily to the terrain of the lands being maintained. The currently maintained area is accessible by equipment and only limited hand labor is required. However, most of the new area is not accessible by equipment and will have to be maintained by hand.

FISCAL IMPACT

The cost for this work is funded by property owner assessments in the Citywide Landscape Maintenance District, which replaced the OLMD. The proposed annual cost is $33,600 for a total 2-year cost of $67,200. The proposed cost and scope of this work were not anticipated when the recent assessment was approved. Therefore, there will be some negative impact to the total maintenance services anticipated to be funded by the new assessment district.

Since the approval of the Oakhurst Development required a certain level of maintenance of the project's proposed open space areas, the City has a duty to perform such care as long as there is a successor assessment district to the former OLMD approved for the development.

CONCLUSION

The work covered by this proposal is necessary to protect the open space from being overrun by noxious weeds and was a City-imposed requirement on the Oakhurst Country Club Development.

Therefore, Staff recommends that the City Council approve the attached Resolution awarding a 2-year contract to Wildland Resource Management's for the maintenance of open space areas north of Peacock Creek within the Oakhurst development.

Attachments: Resolution
Proposal
Contract

RESOLUTION NO.

A RESOLUTION APPROVING AND AUTHORIZING THE EXECUTION OF A CONTRACT IN THE AMOUNT OF $67,200.00 WITH WILDLAND RESOURCE MANAGEMENT FOR THE NOXIOUS WEED ABATEMENT IN CITY-OWNED OPEN SPACE PARCELS NORTH OF PEACOCK CREEK IN THE OAKHURST COUNTRY CLUB DEVELOPMENT

THE CITY COUNCIL
City of Clayton, California

WHEREAS, the City is responsible for the maintenance of its City-owned open space areas including the abatement of noxious weeds and invasive plants; and

WHEREAS, Wildland Resource Management (WRM) has maintained the City-owned open space parcels south of Peacock Creek Estates since 1994; and

WHEREAS, in 2002, the City received title to certain open space parcels on the north side of Peacock Creek in the Oakhurst Country Club development;

WHEREAS, due to a lack of available funding in the Citywide Landscape Maintenance District (CFD 1997-1), the City has been unable perform noxious weed abatement on these certain open space parcels; and

WHEREAS, the recent passage of a new landscape maintenance district (CFD 2007-1) by 83% of the City's voters in June 2007 has established a reliable source of funding for such work for the next ten years with the elevated parcel assessment; and

WHEREAS, originally the developer and now the City, by virtue of the standards established in the development agreement for the Oakhurst Country Club project, is required to maintain these open space parcels and abate any noxious weeds growing on such City-owned open space to prevent their spread to other areas; and

WHEREAS, the City Engineer recently requested and received a proposal from WRM for the maintenance of these open space parcels for the next two years; and

WHEREAS, WRM proposal provides for an annual cost of $33,600 for a total fee of $67,200.00; and

WHEREAS, the City Engineer has reviewed WRM's proposal, found it to be responsive in all respects, and has recommended awarding the contract to WRM.

NOW, THEREFORE, BE IT RESOLVED that the City Council of Clayton, California does hereby accept the proposal submitted by Wildland Resource Management, and authorizes the City Manager to execute a contract for the maintenance of the City-owned open space parcels north of Peacock Creek within the Oakhurst Country Club development on behalf of the City.

PASSED, APPROVED and ADOPTED by the City Council of Clayton, California at a regular public meeting thereof held on the 15th day of January, 2008 by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

THE CITY COUNCIL OF CLAYTON, CA

_____
Gregory J. Manning, Mayor

ATTEST:

_____
Laci J. Jackson, City Clerk

I hereby certify that the foregoing resolution was duly and regularly passed by the City Council of the City of Clayton at a regular meeting held on January 15, 2008.

_____
Laci J. Jackson, City Clerk

WILDLAND
RESOURCE
MANAGEMENT

134 Journey's End Alamo, CA 94507 (925) 944-5282 Fax (925) 943-5395

December 24, 2007

Rick Angrisani
City of Clayton
Engineering Department
1005 Oak Street
Clayton, CA 94517

Dear Mr. Angrisani:

Thank you for this opportunity to submit a proposal for weed abatement on the Oakhurst open spaces north of Peacock Creek for the City of Clayton. The proposed scope of work is the same as the open spaces south of Peacock Creek, which includes continued abatement of yellow-star thistle, mustard and artichoke thistle, along with other noxious weeds (milk thistle and prickly clot burr) plus oversight. Proposed costs are higher than for the area south of Peacock Creek, but are in line with what is charged other clients for the same work.

The attached proposal details the methodology, schedule and cost estimates for each component of the work. The contract would encompass the years of 2008-2009, and totals $67,200, or $34,000 annually.

Please do not hesitate to contact me if questions arise. Thank you for your cooperation in this matter.

Sincerely,

Carol L. Rice

Carol L. Rice

OPEN SPACE MANAGEMENT PROPOSAL 2008-09
CITY OF CLAYTON

Weed Abatement - Artichoke Thistle

The following work is proposed for the **open space located north of Peacock Creek** under management by the City of Clayton. This proposal is identical in its design and method to that which was accepted for the Clayton open space areas south of Peacock Creek. The scope of the work has been expanded to include the original target species, as well as the population growth of other species. Contract to be fulfilled by Environtech through Wildland Resource Management, Inc.

Artichoke thistle or Cardoon, Mustard, Star thistle, Milk thistle (whose population has had a dramatic increase), and more recently prickly clot burr are the main species of noxious weed that exist on the Clayton open space. Management of the initial three species has resulted in a marked population reduction. The following proposal targets all the above noxious weeds through the use of an integrated pest management program the main objective of which is to eliminate and eventually exhaust the local seed source.

METHODOLOGY

Artichoke thistle, Milk thistle, and prickly clot burr will be treated with the best and safest modern herbicides to insure destruction of the parent plants before seeding occurs. Spot application of herbicide will continue throughout contract term. The termination of parent plants will result in the elimination of the local seed source and a gradual reduction in the population.

Annual Costs

Materials-to be determined	$4,000.00
Labor and equipment	$10,000.00
Oversight, administration	$300.00

Yellow Star thistle and Mustard will be chemically treated by spraying areas of infestation with herbicide where applicable. New herbicides have proven extremely effective on thistle and broadleaf weeds in very low concentrates. Herbicides will be applied with the use of backpack sprayers and specially equipped ATV's or pickup trucks.

Annuals will be sprayed at any time before flower for best effect.

Annual Costs

Materials- to be determined	$4,000.00
Labor and equipment	$15,000.00
Oversight, administration	$300.00

Total Annual Cost of Weed Abatement for all species: $33,600.00

Initial annual abatement for Artichoke, Milk thistle, Yellow Star thistle and Mustard is January 1st through mid-July. Work will continue until annual budget is exhausted and will include monthly monitoring. Clot Burr and other pioneer weeds will be treated as encountered. Also, infestations of pioneer noxious weeds will be treated as encountered.

TOTAL PROPOSAL COST FOR 2008 AND 2009 WEED ABATEMENT $67,200

CITY OF CLAYTON

CONTRACTING SERVICES AGREEMENT

1. Special Conditions:

   A) Contractor's Name & Address: WILDLAND RESOURCE MANAGEMENT

   134 Journey's End, Alamo, CA 94507 (925) 944.5282

   B) Effective Date: 1/01/08 C) Payment Limit: $67,200.00 D) Expense Limit $0.00

   E) Completion Date: 12/31/09 F) Liquidated Damages: $0.00

   G) Federal Tax I.D. or SSN: 68-0047037

2. Signatures: These signatures attest the parties' agreement hereto:

CITY OF CLAYTON	WILDLAND RESOURCE MANAGEMENT
BY_____	BY_____
City Manager	Carol L. Rice President

3. Parties: Effective on the above date, the City of Clayton ("City") and Contractor mutually agree and promise as follows.

4. Employment: City of Clayton hereby employs Contractor and Contractor, as an independent agent, accepts such employment and shall provide materials, labor and equipment necessary to perform the services described in Exhibit A included herein by reference, upon the terms and in consideration of the payments stated herein.

5. Scope of Service: Scope of services shall be as described in Exhibit A, attached hereto and made a part hereof by this reference.

6. Insurance: Contractor shall, at no cost to the City, obtain and maintain during the term hereof: (a) Workers' Compensation Insurance pursuant to State Law, and (b) Comprehensive Liability Insurance including coverage for owned and non-owned automobiles, with a minimum combined single limit coverage of $500,000 for all damages due to bodily injury, sickness or disease, or death to any person and damage to property, including the loss of use thereof, arising out of each accident or occurrence. Contractor shall furnish evidence of such coverage, naming the City of Clayton, its officers and employees as additional insured and requiring 30 days written notice of policy lapse or cancellation. .

7. Payment: The City of Clayton shall pay the Contractor for professional services performed at the rates shown in Exhibit A, which include all overhead and incidental expenses, for which no additional compensation shall be allowed. In no event shall the total amount paid to the Contractor exceed the payment limit specified in Sec. 1 C) and D) without prior written approval of the City Manager, City of Clayton. Contractor's statement of charges shall be submitted at convenient intervals. Payment will be made within thirty (30) days after receipt of each statement.

8. Status: The Contractor is an independent contractor and shall not be considered an employee of the City of Clayton.

9. Time of Completion. Unless the time is extended in writing by the City, the Contractor shall complete all services covered by this agreement no later then the completion date listed above. Interim completion dates, if any, will be established as shown in Exhibit A, attached hereto and made a part hereof by this reference.

10. Record Retention. Except for materials and records delivered to the City, the Contractor shall retain all material and records prepared or obtained in the performance of this Agreement, including financial records, for a period of at least three (3) years after Contractor's receipt of the final payment under this Agreement. Upon request by the City, the Contractor shall make such materials and records available to the City at no additional charge and without restriction or limitation on their use. The Contractor shall also make such materials and records available to authorized representatives of the State and Federal Governments at no additional charge.

11. Documentation: The Contractor shall prepare and deliver to the City at no additional charge the items, if any, described in Exhibit A to document the performance of this Agreement and shall furnish to the City such information as is necessary to enable the City to monitor the performance of this Agreement.

12. Extra Work: Any work or services in addition to the work or services described in Exhibit A shall be performed by the Contractor if so directed in writing by the City. The Contractor shall be paid for the extra work at a rate mutually agreed on prior to commencement of the extra work. In no event shall the Contractor be entitled to compensation for extra work unless a written authorization or change order describing the work and payment terms has been executed by the City prior to the commencement of the work.

13. Termination By The City: At its option, the City shall have the right to terminate this Agreement at any time by written notice to the Contractor, whether or not the Contractor is then in default. Upon such termination, the Contractor shall, without delay, deliver to the City all materials and records prepared or obtained in the performance of this Agreement and shall be paid, without duplication, all amounts due for the services rendered up to the date of termination.

14. Abandonment By Contractor: In the event that the Contractor ceases performing services under this Agreement or otherwise abandons the project prior to completing all of the services described in this Agreement, the Contractor shall, without delay, deliver to the City all materials and records prepared or obtained in the performance of this Agreement, and shall be paid for the value of the services performed up to the time of cessation or abandonment.

15. Breach: In the event that the Contractor fails to perform any of the services described in this Agreement or otherwise breaches this Agreement, the City shall have the right to pursue all remedies provided by law or equity. Any dispute relating to the performance of this Agreement shall not be subject to non-judicial arbitration.

16. Compliance with Laws: In performing this Agreement, the Contractor shall comply with all applicable laws, statutes, ordinances, rules and regulations, whether federal, state or local in origin.

17. Assignment: This Agreement shall not be assignable or transferable in whole or in part by the Contractor, whether voluntarily, by operation of law or otherwise provided, however, the Contractor shall have the right to sub-contract that portion of the services for which the Contractor does not have the facilities to perform so long as the Contractor notifies the City of such sub-contracting prior to execution of this Agreement. Any other purported assignment, transfer or sub-contracting shall be void.

18. Indemnification: The Contractor shall defend, indemnify, save and hold harmless the City and its agents, officers and employees from any and all claims, costs and liability for any damages, injury or death arising directly or indirectly from or connected with the services provided hereunder, due to or claimed or alleged to be due to negligent or wrongful acts, errors or omission of Contractor or any person under its control, save and except claims or litigation arising through the sole negligence or sole willful misconduct of the City.

19. Attorneys Fees. In the event that City is required to bring legal action against Contractor related to this agreement, the City, if determined to be the prevailing party, shall be entitled to recover its attorneys' fees from Contractor.

20. Heirs, Successor and Assigns: Except as provided otherwise in Section 19 above, this Agreement shall insure to the benefit of and bind the heirs, successors, executors, personal representatives and assigns of the parties.

Attachment: Exhibit A; Exhibit B

Agenda Date: 1/15/08

Agenda Item: 9a

Approved:

Gary A. Napper
City Manager/Executive Director

AGENDA REPORT

TO: HONORABLE MAYOR AND COUNCILMEMBERS

FROM: CITY MANAGER

DATE: 15 JANUARY 2008

SUBJECT: DETERMINATION OF PREFERRED CONCEPT DEVELOPMENT PROPOSAL CITY-OWNED OAK STREET PROPERTIES

RECOMMENDATION

It is recommended the City Council receive presentations by the two (2) respondents to the City's limited Request for Concept Development Proposals to purchase and construct ground-floor retail commercial developments on City-owned property located at 1005 and 1007 Oak Street, and then provide policy direction to the City Manager regarding the preferred project, terms and conditions for initiation of a development application and Development Agreement.

BACKGROUND

The City holds public title to the underlying land and improvements on three (3) parcels located on the westside of Oak Street between High and Center Streets in the Town Center area. Two (2) of the properties have improvements (of various condition and vintage) on the lands, one leased to PERMCO, Inc. (City Engineer firm) APN 119-050-034, and the other leased to Clayton Mind and Body Spa, APN 119-050-009. The third parcel is primarily in open space condition. Immediately adjacent to the north is the largely-unused right-of-way/mini-park/open space extension to Center Street. It is a remote possibility that Center Street will ever be punched up the hillside.

The PERMCO leased building is approximately 2,400 sq. ft. and presently generates an annual lease income stream of $22,800 to the City General Fund. The Clayton Mind and Body Spa has 1,600 sq. ft. and produces lease income of $19,200 to the City, for a combined revenue stream of $42,000 per year. Each building is in significant and continuing need of maintenance and structural repairs (wood decking, wood stairs and railings, painting, constant roof leaks) that drain the General Fund lease revenue, and the architectural exteriors are reminiscent of days gone by. With new developments occurring in

the vicinity (e.g. Endeavor Hall; Flora Square; Mitchell Creek Place residences), the City could be deemed a contributing slumlord to the overall appearance of the Downtown.

The lease with PERMCO is current while the lease with the Clayton Mind and Body Spa has elapsed and is on a month-to-month tenancy. The owner of the Spa has repeatedly inquired of the City as to securing a longer-term lease arrangement, more recently heightened by new developments occurring in the area and privately recognizing the lay of the land around him is changing. Problematic on the Spa lease is the fact one water meter supplies domestic use as well as irrigation to the grass/mini-park area nearby. It has been difficult for the parties to mutually agree on the apportionment of this water bill that the lessee pays at 100%.

PENDING DEVELOPMENT CONSTRAINT

With the development of Flora Square now underway across Oak Street from these properties, PERMCO Engineering & Management, Inc. has announced and confirmed its intent to be a tenant of office space on the 2nd floor once it is completed (projection of summer 2008). With the pending vacancy of one of these City buildings by a tenant, the question has been raised internally (and even externally in the community) as to the City's plans for these older buildings. Although past uses include City offices, neither building is historical in nature and current condition hinders our ability to attract quality tenants without additional significant investment by the City into the existing structures. Corollary questions arose as to whether the City really wishes to renovate these buildings or would it be better public policy for the City to divest its public ownership of the land and improvements and ride the recent wave of private developer interest in the Town Center.

Looming large over this discussion is the presence of Mitchell Creek adjacent to these lands. While offering an idyllic setting, any new or significant rehabilitation of these existing buildings must comply with the current creek setback regulation imposed by the Regional Water Quality Control Board (RWQCB). The current development setback from a creek is zero (0) feet. Exercising their state regulatory authority to ensure "clean" waters, the San Francisco RWQCB is in the midst of updating one of its Policies for stream and creek protections wherein the preliminary draft under review proposes increasing the creek setback in the range of 100 to 200 feet. This push for additional clean water and creek protection by the RWQCB obviously poses serious impacts to the future usability of this property (and other lands near creeks) as these properties range in width from 75 to 140 feet (at the southern edge). Application of a 200-foot creek setback essentially renders moot the opportunity for enhanced development, or meaningful redevelopment, of these City-owned lands. Although this pending action by the RWQCB does raise the legal question of a "taking of property", the RWQCB's extensive powers under the state Porter-Cologne Act, the federal Clean Water Act and confirmed by recent case laws (e.g. in southern California) does not give great comfort to land owners, particularly lands held in public title. Consequently, time is of the essence should the City Council wish to add these properties into the commercial development mix occurring in the Clayton Town Center.

The City's existing Clean Water Permit is expected to renew with substantial amendments and local obligations, effective in July 2008. The RWQCB will then take subsequent action to fold in their new creek setback requirement. City staff learned this week the setback impact could become effective near the end of 2008 or early 2009; therefore, a small window of opportunity is granted from previous reports of coinciding with the Permit's issuance in July 2008. However, it remains clear the City must act now should it wish to improve the commercial development of this public property.

REQUEST FOR CONCEPT DEVELOPMENT PROPOSALS

Based on these understandings, the City Council instructed the City Manager to solicit concept development proposals from four (4) companies or individuals who have expressed or undertaken recent interest in commercial development of the Clayton Town Center. The City Manager issued such a limited outreach on 05 December 2007 (copy attached), which resulted in two declinations and two proposals actually submitted by the short deadline of 04 January 2008.

Attached are copies of the 2 proposals. Interestingly, each respondent proposes residential use on the 2nd (and 3rd floor, in the PERMCO proposal). Ground-floor retail commercial use is uniform in each development proposal.

Briefly, the PERMCO proposal is a stylistic Victorian building of 3 stories within the Town Center height restriction of 40 feet. The plan calls for approximately 8,000 sq. ft. of retail commercial on the ground floor (two units) with a 9-foot ceiling and separated by a distinct and inviting plaza area. The 2nd story has 6 residential units of 1-3 bedrooms, which configuration is mirrored for the 3rd floor. On-site parking is achieved by a sub-terranean parking garage for 28 vehicles.

The concept submitted by Mr. Uzoma Nwakuche, LLB, offers a Western-style frontage characteristic of schemes suggested in the Town Center Specific Plan (e.g. storefronts). The first floor has one unit of approximately 7,000 sq. ft. of retail commercial space with a 20-foot ceiling while the 2nd floor houses 8 residential units of 1 bedroom plus a den in 6 of the units. There is a terrace proposed on the creekside of the 2nd story. Additional parking requirements are met by tandem-lift garages off the southern end (High Street) to service the residential needs, and 13 diagonal parking spaces on the west side of Oak Street utilizing some of the private property to accommodate a clear passing lane.

Each prospective developer met separately with the Council Sub-Committee on Economic Development (Vice Mayor Julie Pierce and Council Member David Shuey) along with the City Manager on Tuesday evening, January 8th. Exchange occurred on concept ideas, purchase price, and the mutually-recognized need for an expedited land use entitlement process between the parties (without sacrificing quality and public input). At this time the land purchase offer is $650,000 by PERMCO ($31.75 per gross square foot) and $594,000 by Mr. Nwakuche ($29.02 per gross square foot). For comparison purpose, Mr. Nwakuche

paid $260,000 for approximately 8,122 gross square feet of land for the Flora Square commercial development now under his construction ($32.01 per gross square foot; agreed on in December 2005).

SUBMITTAL TO COUNCIL

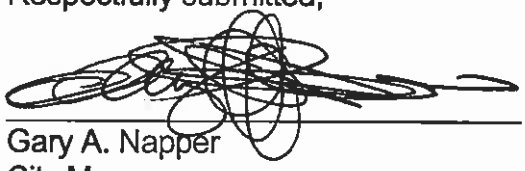
The Council Sub-Committee and the City Manager were impressed and pleased by the quality and depth of each development concept, especially considering the short turnaround time. Each proposal has its own attractive features, and each would be an excellent addition to the Town Center. The fact that two mixed-use concept projects of this magnitude were submitted clearly demonstrates to these officials and the City that there is indeed concrete interest in the commercial development of the Downtown.

The excellence of each project led the Sub-Committee to invite both developers to present their proposals to the full City Council for deliberation and ultimate action. The City Council's selection of the preferred concept project and developer will then cause staff to prepare the Development Agreement for final approval by the City Council at a subsequent public meeting while the developer can concurrently commence the land use entitlement process.

FISCAL IMPACT

The real property (land) is held in public title by the City of Clayton. All proceeds arising from the eventual sale of these lands are deposited into the City General Fund. The City Council retains authority over the ultimate use of said monies.

Respectfully submitted,



Gary A. Napper
City Manager

Attachments:
1. Request for Concept Development Proposals [8 pp.]
2. PERMCO Engineering & Management Proposal [11 pp.]
3. Uzoma Nwakuche Proposal [51 pp.]

OAK STREET PROPERTIES
CITY OF CLAYTON, CA

* * *

REQUEST FOR CONCEPT DEVELOPMENT PROPOSALS

* * *

CITY-OWNED PROPERTIES

APN 119-050-034 (1005 Oak Street) — Approx. 11,760 gross sq. ft.

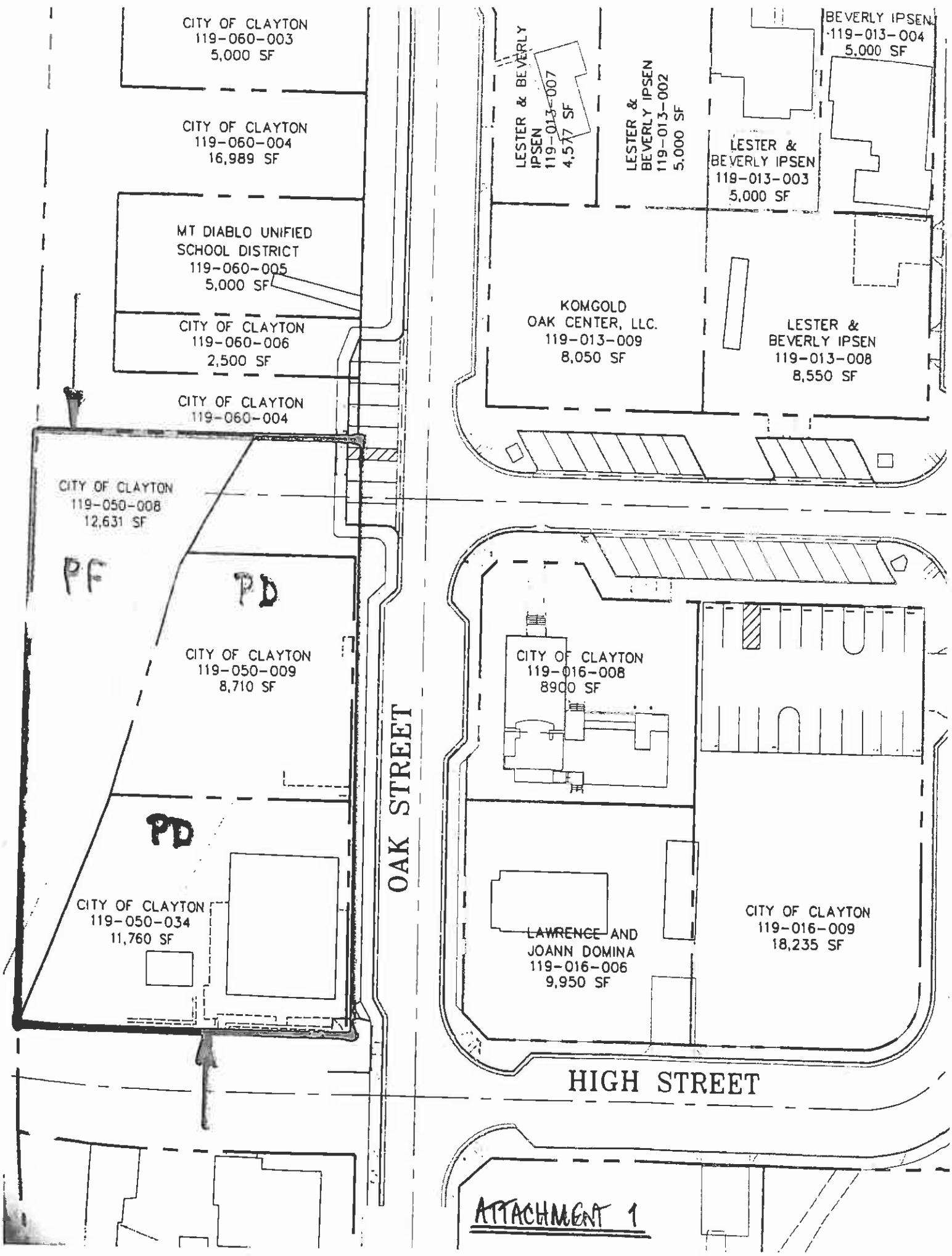
and/or

APN 119-050-009 (1007 Oak Street) — Approx. 8,710 gross sq. ft.

REQUIREMENTS

1. Written concept development proposal **by Friday, Jan. 4, 2008**.
2. Submittal to include schematic of development layout.
3. Submittal to include proposed general categories of land use.
4. Submittal to include architectural rendering of front elevation.
5. Submittal to include purchase offer.

Date: 05 December 2007



ATTACHMENT 1

ATTACHMENT 3

ISSUE	DISCUSSION	CONCLUSION
General Plan Consistency	Designation. Parcels A and B are designated as Town Center Commercial. This designation allows retail, office, and upper-floor residential. The max and min residential densities are not defined.	No max or min limits on number of residential units.
	Designation. Parcel C is designated as Public Park/Open Space.	Policy option to change designation.
	Building Height. Town Center Commercial text limits height to 40 feet.	
	Lot Coverage. Parcels under 10,000 sq.ft. have on-site parking reqs. waived with commercial retail on Grand floor. Other parking relief available based on mix of uses.	
Town Center Specific Plan Consistency	Designation. Parcels A and B are designated as Town Center Commercial. This designation allows retail, office, and upper-floor residential. The max and min residential densities are not defined.	No max or min limits on number of residential units.
	Designation. Parcel C is outside of Specific Plan boundary.	Option: Amend Specific Plan add parcel with appropriate land use designation.
	Building Height. Specific Plan limits building height to 40 feet.	
	Building Width. Specific Plan limits building width to 150 feet;	Text amendments currently under review by the P/C will address this issue.

ISSUE	DISCUSSION	CONCLUSION
	Sidewalks. Specific Plan requires sidewalks to be 7.5 feet wide, need amendment or finding to allow 5 feet as currently exists.	Text amendments currently under review by the P/C will address this issue.
	Landscaping. At least 10% of site must be landscaped open space. Courtyards, patios, and balconies (open to the public) may be credited to this requirement.	Combination of landscaping, small courtyards, and balconies may be able to satisfy this open space requirement as well as PD District 10% open space requirement (noted below).
	Parking Lot. Parking lot landscaping requirements.	
Zoning Ordinance Consistency	Designation. Parcels A and B are zoned Planned Development (PD) District. This designation allows retail, office, and upper-floor residential. The max and min residential densities are not defined.	Mixed uses allowed in PD District.
	Designation. Parcel C is currently zoned Public Facility.	Option: Rezone parcel to Planned Development District.
	Development Plan. Development Plan is required if project would have 5 or more dwelling units, or if project is a mixed use project located on a parcel ≥ 15,000 square feet. Parcel A is 11,760 sf and Parcel B is 8,710 sf; combined area is 20,470 sf.	Development Plan is required.
	Public Hearings. Development Plans require review by P/C and approval by C/C. Assuming 2 public hearings by P/C and 1 hearing by C/C, public hearings would require a minimum of 6 weeks.	Public hearing time could be condensed with joint hearings if necessary to provide project approval prior to end of June 2008 to comply with stormwater regulations (see below).
	Building Height. Planned Development District allows flexibility on height of structure, however this does not over-ride General Plan height limitations noted above.	General plan height standards are governing factor on height of structure.
	Submittal Requirements. Development Plan submittal must include: site plan, architectural plans, landscape plan, open space plan (discussed below), geo-technical report, soils report.	

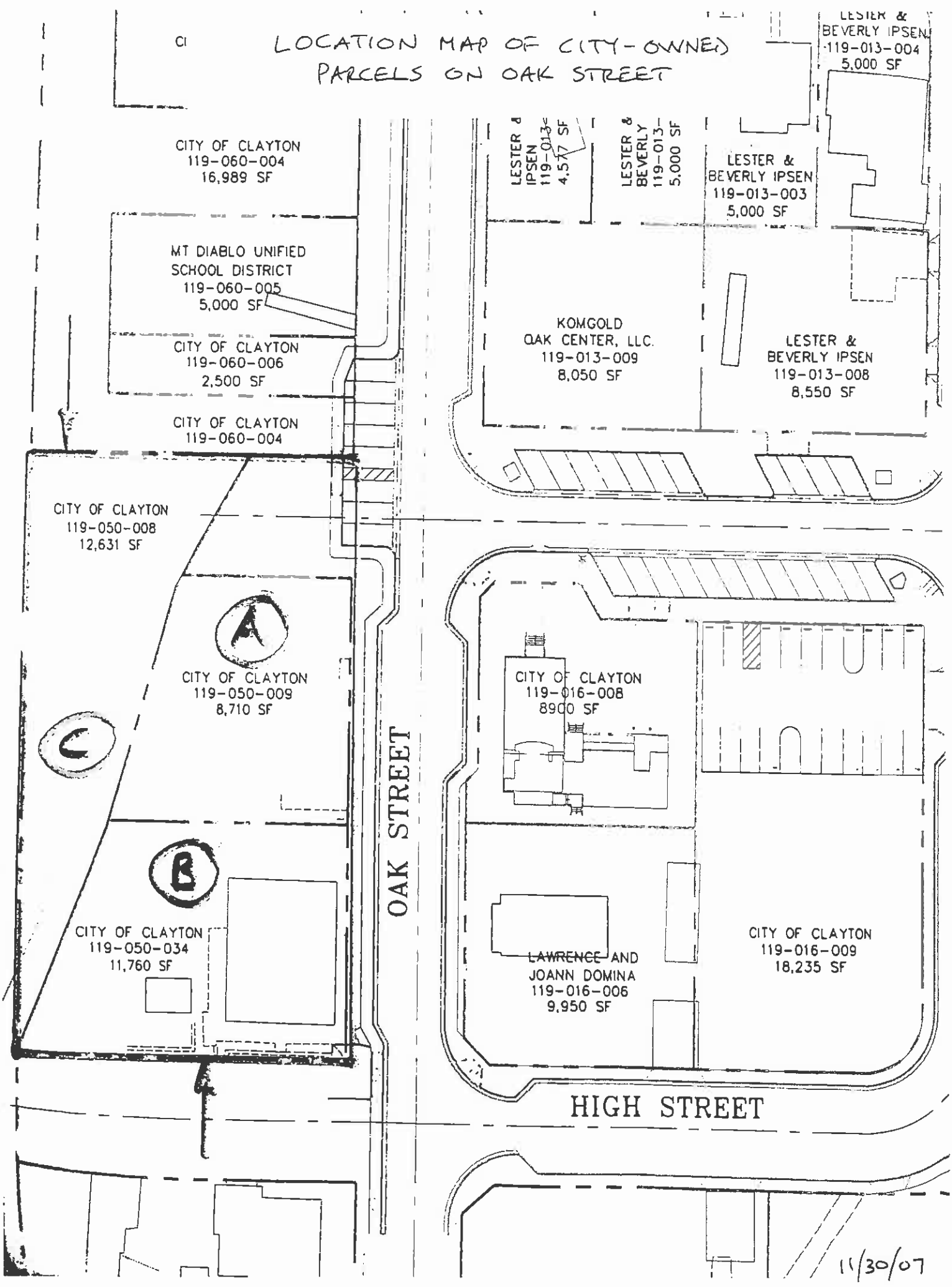
ISSUE	DISCUSSION	CONCLUSION
	Open Space. Open space plan must provide active open space on at least 10% of project site. Parcels A and B would require 2,050 sf of active open space. "Active open space" includes areas on the ground, roof, balcony, or porch which are designed and used for recreation, sidewalks, or landscaping. Open space areas must have minimum length and width dimensions of 10 feet. Options for off-site open space are available in the PD regulations.	Combination of landscaping, small courtyards, and balconies may be able to satisfy PD open space requirement as well as Specific Plan 10% open space requirement (noted above).
	Parking Requirements. General retail uses: 1 space/250 sf Restaurant uses: 1 space/75 sf to 1 space/400 sf (based upon use) Office uses: 1 space/250 sf Multi-family units require: • Studio – 1 space/unit • 1 Bedroom – 1.5 spaces/unit • 2 Bedroom – 2 spaces/unit • Guest parking – 0.5 space/unit	Since combined area of Parcels A and B exceeds 10,000 sf, the maximum parking reduction available under parking waiver program is 75% for retail and restaurant uses. Ground floor offices are not eligible for parking waivers. Loading space requirement would be waived during waiver period.
Fish and Game	Project would be located within the jurisdictional area (proximity and within a riparian corridor) of State Department of Fish and Game. The project will need to be submitted to Fish and Game along with appropriate environmental documentation. May need to obtain permit from state for work within the riparian corridor.	Contact State Fish and Game staff and determine their regulations, procedures and permit applicability.
Current Stormwater (NPDES) permit	Current permit applies to all development or redevelopment projects (more than a 50% modification) of 10,000 sf or more of all impervious surfaces. Requires 85% of runoff to be captured and treated on site, restricts ability to do this within 100 feet of the creek or within a certain vertical distance of the groundwater. This site would not allow for on-site infiltration would need to pipe it to an offsite infiltration location.	Develop the site with less than 10,000 sf of impervious surface area. If more than 10,000 sf of impervious area, all engineering of stormwater must be done as part of application submittal in order to be deemed complete and must evaluate impacts, compliance as part of CEQA process.

ISSUE	DISCUSSION	CONCLUSION
New Stormwater (NPDES) permit	New permit requirements are expected to be issued by Dec 10, 2007. The new permit requirements are expected to be effective by July 1, 2009. The proposal would reduce the development threshold to 1,000 sf of new or replacement impervious surface area. Still would maintain the infiltration limits near creeks or above ground water sources. It is anticipated that the implementation threshold would be that the project would need to be under construction to be grandfathered in or at least have construction permit issued, it is unclear what the final requirements will be.	Likely would need to receive all entitlements and maybe even a building permit issued by July 1, 2008 to ensure that project would be grandfathered in and only subject to current requirements.
Stream Corridor Protection and Restoration Management Plan (SFRWQCB)	Management Plan is currently being prepared by the SF State Water Board for the entire Bay Area. Draft plan currently indicates that a 100-200 foot setback from the flood plan or creek bank would be required to increase groundwater infiltration and reduce erosion of creek areas. Plan would allow for grand-fathering if a 3:1 replacement offset is provided offsite, i.e., remove existing development elsewhere on the same stream corridor and restore. Policies would not allow for any grandfathering if a project is altered or destroyed and rebuilt. To rebuild would need to provide the off-site mitigation. The purpose of these policies is to not only reduce the encroachment into creek areas (including flood plain) but to restore areas that have previously been impacted by earlier land use and management decisions. Issues unknown as to insurance as rebuilding due to fire, etc. may not be allowed unless off-site mitigation and restoration of the same creek corridor is completed	Plan is expected to be finalized by 12/08 and the policies would be implemented by the state as additions or modifications to the NPDES permit of each area, likely to occur in 2009. Would likely need to have entitlements and possibly construction commenced prior to 12/09. .
Flooding	Project site is within floodway. Detailed analysis is needed to assure flood elevations will not rise by more than 1 foot. City Engineer estimates cost will likely be $25,000 or more.	

ISSUE	DISCUSSION	CONCLUSION
California Environmental Quality Act (CEQA)	A project consisting of ground floor commercial and upper floor residential qualifies for an "Infill Development Project" exemption from CEQA, provided that adequate documentation can be provided to address flooding, riparian, and creek setback issues noted above. Adding Parcel C will require archeological survey.	

Attachment: Location Map of City-Owned Parcels on Oak Street

Dates07\1127-


LOCATION MAP OF CITY-OWNED PARCELS ON OAK STREET
CITY OF CLAYTON
119-060-004
16,989 SF
MT DIABLO UNIFIED SCHOOL DISTRICT
119-060-005
5,000 SF
CITY OF CLAYTON
119-060-006
2,500 SF
CITY OF CLAYTON
119-060-004
CITY OF CLAYTON
119-050-008
12,631 SF
CITY OF CLAYTON
119-050-009
8,710 SF
CITY OF CLAYTON
119-050-034
11,760 SF
OAK STREET
LESTER & BEVERLY IPSEN
119-013-004
5,000 SF
LESTER & IPSEN
119-013-
4,577 SF
LESTER & BEVERLY
119-013-
5,000 SF
LESTER & BEVERLY IPSEN
119-013-003
5,000 SF
KOMGOLD OAK CENTER, LLC.
119-013-009
8,050 SF
LESTER & BEVERLY IPSEN
119-013-008
8,550 SF
CITY OF CLAYTON
119-016-008
8900 SF
LAWRENCE AND JOANN DOMINA
119-016-006
9,950 SF
CITY OF CLAYTON
119-016-009
18,235 SF
HIGH STREET
A
B
C
11/30/07

PERMCO

PROPOSAL

PERMCO
Engineering & Management

Memorandum

Received
JAN 09 2008
City of Clayton

To: Gary Napper, City Manager

CC:

From: Rick Angrisani, Principal

Date: January 9, 2008

Re: Revised Offer to Purchase City-owned Properties

As promised, enclosed are five copies of the revised sheets 1 and 3 from our proposal reflecting the change in price and terms discussed with the subcommittee.

We look forward to presenting our proposal to the full Council on Tuesday. I have been thinking about the City's need for affordable housing and how this project may help satisfy that need. I see three straightforward options:

1) We build the project as planned and the RDA purchases whichever units it wishes at market rates when the construction is completed with the understanding that we may want to limit the number of units sold as discussed in our meeting with the subcommittee;

2) We build the project as planned and the RDA purchases all of the units at a discounted bulk rate upon completion while providing us some type of liability limitation due to the discounted price;

3) The RDA takes title to the land, funds construction of the project as owner with PERMCO as the project/construction manager, and PERMCO purchases the retail portion of the project at a preset price and the RDA sells the residential units as affordable (or even market price) units.

Let me know if any of these approaches sound appealing and if I should mention them during my presentation. Thanks for all your help.

PERMCO Engineering & Management, 1005 Oak Street, Clayton, California 94517-1315
Phone (925) 672-4590 / www.permcoengineering.com / Fax (925) 672-2959

Received
JAN 03 2008
City of Clayton

CONCEPT DEVELOPMENT PROPOSAL AND OFFER TO PURCHASE CERTAIN CITY-OWNED PARCELS

APNs 119-050-009 and 119-050-034

by

PERMCO Engineering & Management
1005 Oak Street, Clayton, CA 94517

CONCEPT DEVELOPMENT PROPOSAL
AND
OFFER TO PURCHASE
CERTAIN CITY-OWNED PARCELS

APNs 119-050-009 & 119-050-034

BY

PERMCO ENGINEERING & MANAGEMENT CO.
1005 OAK STREET
CLAYTON, CA 94517

January 4, 2008

PERMCO
Engineering & Management

January 4, 2008

Mr. Gary Napper
City Manager
City of Clayton
6000 Heritage Trail
Clayton, CA 94517

Re: Response to Request for
Concept Development Proposal
City-owned parcels 119-050-009 & 119-050-034

Dear Mr. Napper:

We are pleased to submit this proposal for the purchase and development of the City-owned parcels along the west side of Oak Street between Center and High Streets.

We are proposing the construction of a mixed use project which will include both retail/commercial/office space and residential units. We believe that this will be a unique project for the City and will greatly enhance the Town Center area. Hopefully, the approval and construction of this project will spur further development of the remainder of the Town Center. Additionally, the construction of residential units may assist the City in meeting its affordable housing goals.

We have served the City for many years and have always tried to protect and further the City's best interests. We firmly believe that this project continues this tradition. We hope that the City will find this proposal acceptable and look forward to working with you and the City on this exciting project.

Sincerely,

Rick Angrisani, P.E.
Principal

Phone: (925) 672-4590 **Toll Free:** (888) 343-7818 **Fax:** (925) 672-2959
1005 Oak Street, Clayton, CA 94517-1315
www.permcoengineering.com

RESPONSE TO REQUEST FOR CONCEPT DEVELOPMENT PROPOSALS AND OFFER TO PURCHASE

Date: January 4, 2008

SUMMARY

Property Address: 1005 & 1007 Oak Street

APN: 119-050-009 & -034

Owner: City of Clayton

Purchaser: PERMCO Engineering & Management
1005 Oak Street
Clayton, CA 94517
Attn: Rick Angrisani
(925) 672-4590

Price: $650,000.00

Terms: As described below

BACKGROUND

The City owns two parcels of property, totaling approximately 20,400 square feet (sf) in size, on the west side of Oak Street between Center Street and High Street. The properties are occupied by two manufactured buildings which are leased to local businesses. Mitchell Creek runs through the properties reducing the buildable area to approximately 11,000 sf between Mitchell Creek and Oak Street. Most of the property is located within the FEMA-established 100 year floodplain and floodway. The City's General Plan and the Town Center Specific Plan have designated these parcels as Town Center Commercial. The parcels have been zoned Planned Development.

The existing manufactured buildings were installed in 1980 and 1987 and are in poor condition. The Town Center area is being revitalized with the construction of a central park and new office/ commercial buildings.

The redevelopment of these particular parcels is made problematic by the proximity of Mitchell Creek due to the potential flooding and stormwater treatment requirements . The Regional Water Quality Control Board is in the process of updating the City's General Stormwater Discharge Permit. It is anticipated that a new permit will be issued in June, 2008 and that the conditions of the permit will prohibit any new building construction within 200 feet of an existing creek. Such a setback requirement would preclude any new construction on these parcels. In order to redevelop these parcels, any proposed project must receive its approvals and entitlements prior to June 1, 2008, with some type of groundbreaking by July 1st (since the Regional Water Quality Control Board has indicated that the new stormwater

permit requirements will apply to any project that is not under construction by the date of issuance of the new permit).

PROPOSED PROJECT

We are proposing the construction of a three-story building consisting of 8,000 sf of commercial/office space in two individual units on the ground floor and a total of 12 residential units averaging 1,100 sf in size, on the second and third floors. The residential units would consist of a mix of 1, 2 and 3-bedroom apartments or condominiums. To that end, we will apply for a tentative map for condominium purposes and construct the residential units as condominiums while not necessarily offering them for sale at the present time. Parking for the residential units would be provided in an 11,000 sf ± secured, subterranean parking structure under the ground floor. Access to the garage would be via a driveway off of High Street near the Mitchell Creek bridge.

DEVELOPMENT ISSUES

It appears that the primary obstacles to the proposed project are the impact of the 100-year flood elevations and the processing time required to receive the development entitlements prior to imposition of new building restrictions by the Regional Water Quality Control Board.

The 100-year floodplain and floodway limits were established in 1972 by FEMA. Since that time, there has been significant development and improvements constructed along the creek. In addition, due to discrepancies in the original data used in the study and various regulation changes over the years, FEMA recently revised the flood limits for Mt. Diablo Creek. The revisions did not include any evaluation of Mitchell Creek, however, the changes in the calculated flows in Mt. Diablo Creek likely impact the potential flooding along Mitchell Creek. Current City regulations allow for new construction within the floodway as long as the flood elevations are not increased by more than 1'. Therefore, the first task in assessing the viability of developing the project site is the determination of the actual flood elevations and the impact of the proposed improvements.

The second obstacle is the time required for studies, plan development and governmental review and approval. Prior to submitting a planned development application, the following tasks must be completed:

1) Topographic survey and mapping of project site and Mitchell Creek from Mt. Diablo Creek to well upstream of the project site;
2) Analyze existing 100-year flood elevations and limits of the floodplain and floodway;
3) Evaluation of the effect of the new construction on the 100-year flood elevations to assure that the flood elevations do not increase by more than 1';
4) Investigation and preparation of a soils and geotechnical report;
5) Preparation of a site development plan;
6) Preparation of a one-lot tentative map;
7) Preparation of preliminary architectural plans including footprints, elevations, and treatments;
8) Preparation of a preliminary landscape plan;
9) Preparation of a stormwater control and treatment plan.

In order to minimize the financial exposure, tasks 1 through 3 should be completed prior to the remaining tasks. The City has issued an RFP for the required topographic surveying and flood study. Assuming a contract is awarded by January 4th, it is anticipated that the first two tasks will be completed by the end of January and task 3 can be completed within two weeks of submittal of a site development plan.

Assuming that a development and purchase contract can be completed by the end of January, there will only be four months available for completion of a site development plan and entitlement processing. Obviously, such a short design preparation, review and approval time would be unprecedented in Clayton. Therefore, we would request that an ongoing review process with both the Planning Commission and City Council be undertaken during the preparation of site development and architectural plans so that both boards are comfortable with the plans when the application is deemed complete. In addition, in order to provide a site plan suitable for the evaluation of flood impacts and determination of possible mitigations as soon as possible, we would need an immediate review of our preliminary site plan by the Planning Commission and City Council.

PURCHASE PROPOSAL

As discussed above, the viability of developing this City-owned property is initially totally dependent upon the elevation and extent of the 100 year floodplain. Upon determination of the actual flood limits and elevations as described in tasks 1 and 2 above, and assuming the findings are acceptable, we will undertake the remaining tasks in order to meet the submittal date of April 1, 2008. In addition to the immediate review requested above, we would anticipate two or three preliminary review meetings with the Planning Commission and City Council (either ad hoc committees or full boards) prior to the submittal date.

As stated above, the offered purchase price is $650,000 with a close of escrow date of December 1st, 2008, or prior to commencement of construction, whichever comes first.

TERMS

This offer to purchase is subject to the following conditions:

1) If PERMCO meets the application submittal date of April 1, 2008 and the City fails to complete the project entitlement approval process prior to June 1, 2008, the City shall, by July 1, 2008, reimburse PERMCO for all out-of-pocket costs expended on the project, with a not-to exceed limitation of $75,000.

2) If project entitlement approvals are completed by June 1, 2008, the City agrees to issue a grading permit, or other construction approval, by July 1, 2008, in order to allow groundbreaking prior to implementation of the anticipated revised General Stormwater Discharge Permit.

COVER SHEET
ELEVATION

VIEW LOOKING FROM OAK STREET

CITY OF CLAYTON

VICINITY MAP

PROJECT SUMMARY

Basement Level	28 cars
Ground Level Retail	8,000 sf
Second Level Residential	
(2) One Bdrm Units (850 sf)	
(2) Two Bdrm Units (1,100 sf)	
(2) Three Bdrm unit(1300 sf)	
Third Level Residential	
(2) One Bdrm Units (850 sf)	
(2) Two Bdrm Units (1,100 sf)	
(2) Three Bdrm unit(1300 sf)	

PROJECT TEAM

Developer

Rick Angrisani, P.E
Permco Engineering & Management
1005 Oak Street
Clayton, CA 94517
925/672-4590
fax 925/672-2959

Architect

Johnson Lyman Architects
1375 Locust St., #202
Walnut Creek, CA 94596
925 930 9690
925 930.9039

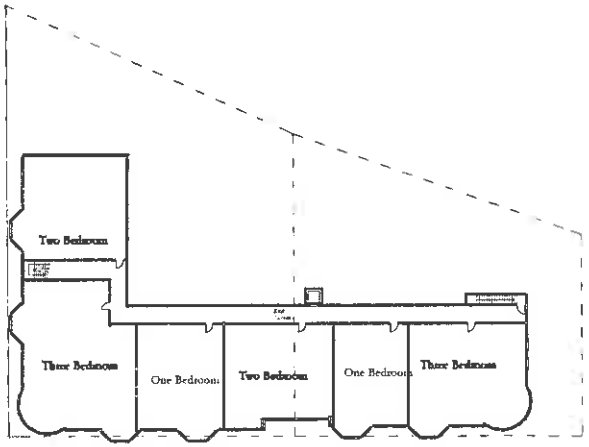
SHEET INDEX

A0	Cover Sheet
A1	Site Plan

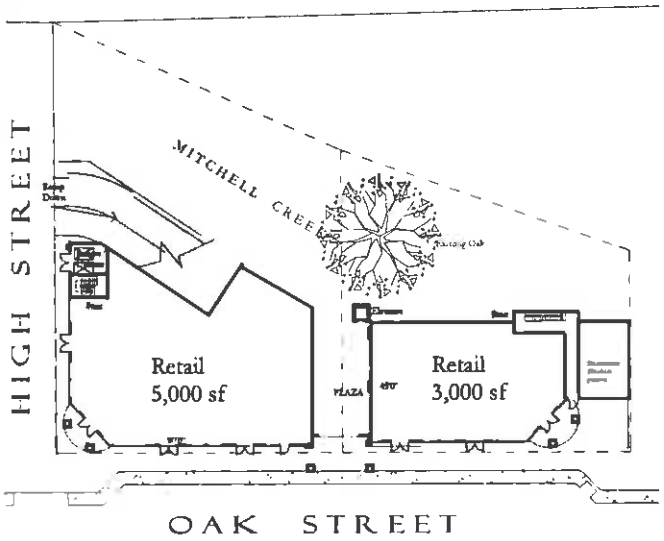
A0

1 1 08

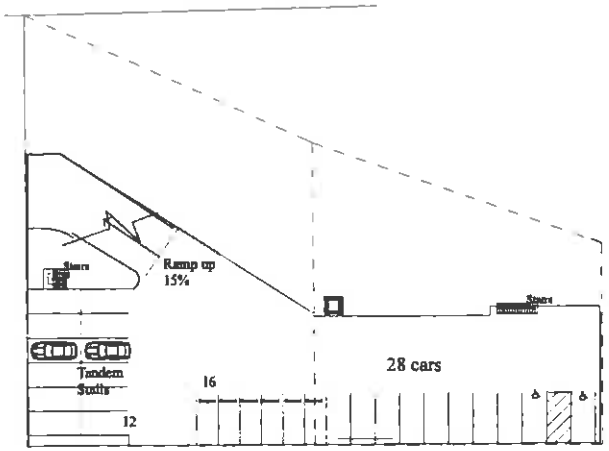
SITE AND FLOOR PLANS



Second & ThirdLevel
6 units/level



Ground Level



Basement Level

JOHNSON
LYMAN
ARCHITECTS

Mixed Use Project - Clayton

1" = 20'
0' 20' 40' 60'

A1
1.1.08

NWAKUCHE

PROPOSAL

Received
JAN 10 2008
City of Clayton

-----Original Message-----
From: uzoma nwakuche
Sent: Thursday, January 10, 2008 11:18 AM
Subject: 1005 and 1007 Oak Street Proposal

>
>
> Julie, David and Gary,
>
> Per your request we have reviewed three issues since our discussion
> this past Tuesday evening.
>
> First, we have devised a scheduling strategy that can result in
> obtaining a building permit prior to July 1.
>
> Second, we considered increasing the price but believe the offer of
> $594,000 to be fair considering the fact that the maximum building
> area is roughly 15,000 sf and that we paid $260,000 for 14,000 sf
> building area on Flora Square.
>
> Third, per your request we have taken a serious look at subterranean
> parking. After careful review we wish to leave our design as
> originally submitted. We've come to this conclusion based on the
> following factors:
>
> 1) We are unable to identify a construction method that will not
> require creek bank stabilization. Our environmental consultants
> feel adding any mitigation or stabilization to the banks of the
> creek will typically require a 6 to 9 month review process by CDFG,
> potentially the Corp of Engineers and the local Water Resource agency.
>
> 2) Input from our structural engineer. Please see attached PDF
> document.
>
> 3) Drainage of the garage will require a sump system and potential
> water filtration. That also may require periodic testing and may
> have significant ongoing maintenance issues.
>
> 4) According to our contractor the cost of a subterranean garage
> will be very high. It is typically $25,000 to $30,000 per parking
> space.
>
> 5) A subterranean garage will require mechanical equipment to
> exchange air, addition of a required elevator to the project, and
> the addition of requiring an extra fire exit. Our current solution
> includes an elevator, but initial code review indicates the elevator
> is not a requirement. We'd prefer to have the option rather than the
> requirement of an elevator.
>
> 6) Addition of a garage entrance will result in the loss of valuable
> High Street frontage.
>
> 7) The current industry standard for major residential builders (KB
> Homes, Shea Homes etc.) is to avoid podium style buildings that were
> very popular 10 years ago. Podium style buildings are partially or

> fully submerged garages with stick frame construction above. These
> industry leaders are avoiding subterranean parking due to added
> costs and environmental impacts.
>
> 8) The desire to have at grade sidewalk along Oak Street coupled
> with the width of the lot between the street and creek will
> necessitate a fully submerged garage (approximately 10 to 11' below
> grade). Based on soils information from the Flora Square project we
> believe the water table to be at approximately 8' below grade.
> Dewatering the excavated area and water proofing the garage will
> increase the cost of the structure. This is issue is also punctuated
> by the comments from our structural engineer
>
> We have not closed the door to the inclusion of a garage and we are
> open to further study to verify our current findings. Our current
> recommendation is to not include subterranean parking. We look
> forward to providing the full council with the presentation of our
> design solution.
>
> Thanks for your consideration,
>
>
> Uzoma Nwakuche, LLB; MBA
> 1042 Pebble Beach Drive
> Clayton, CA 94517
> Tel: 925-690-8187
> Fax: 925-955-1622
>

Structural Design Group
430 E Street
Santa Rosa, CA 95404
phone: (707) 284-3641
fax: (707) 284-3646
web: www.s-d-g.net
email: sdg@s-d-g.net

Received
JAN 10 2008
City of Clayton

January 9, 2008

Robert Staehle
VIZ f/x Digital Environments
Clayton, CA 94517

RE: 1005-1007 Oak Street, Clayton
Concept Development Review

Dear Mr. Staehle:

We have reviewed your proposed concept development plan for a new two story mixed-use building adjacent to Mitchell Creek. We believe that the project can be constructed as proposed, without affecting the integrity of the embankment, provided a suitable foundation system is utilized.

The perimeter of the building is located approximately four feet from the edge of the creek. To avoid surcharging the embankment with loads from the building, we recommend a foundation system consisting of a structural slab in combination with a line of drilled concrete piers running parallel to the creek. Geotechnical report information for the adjacent lot (1026 Oak Street) indicates that the underlying soils in the area are very dense. Therefore, for the majority of the site, we believe the slab on grade could be of conventional thickness. In the vicinity of the embankment, the slab would be thickened and reinforced to cantilever out over the line of drilled pier supports. The drilled piers would be set back from the edge of the creek at a distance to be determined by the project Geotechnical engineer. A conceptual illustration of the proposed foundation system is shown in Sketch A, attached.

You have also asked us to comment on the feasibility of an alternate design scheme featuring underground parking below the building. We believe this approach would not be a viable solution to the parking situation due to the following reasons:

1.) Because the project is in a designated Flood Zone, the basement (parking garage) slab would need to be designed to resist a hydrostatic buoyancy force. This typically results in a very thick mat slab (on the order of 18" to 24"). To help resist the buoyancy force, slabs such as these are typically designed to extend beyond the edge

of the basement walls in order to utilize the weight of the backfilled soil. Because the basement retaining wall on one side of the building is located so close to the edge of the creek, the integrity of the existing embankment would likely be compromised in constructing this heel.

2.) Installing a drainage system and properly compacting the backfill behind a conventional basement retaining wall located so close to the edge of the creek would likely compromise the existing embankment.

3.) The cost of excavating the dense on-site soils would be very expensive.

4.) The project costs are increased by having to frame an additional floor.

Please feel free to contact us if you should have any questions.

Sincerely,

Structural Design Group, Inc.

Rich Burris, SE 3778
Principal

Document5

Structural Design Group
430 E Street
Santa Rosa, CA 95404
(707) 284-3641

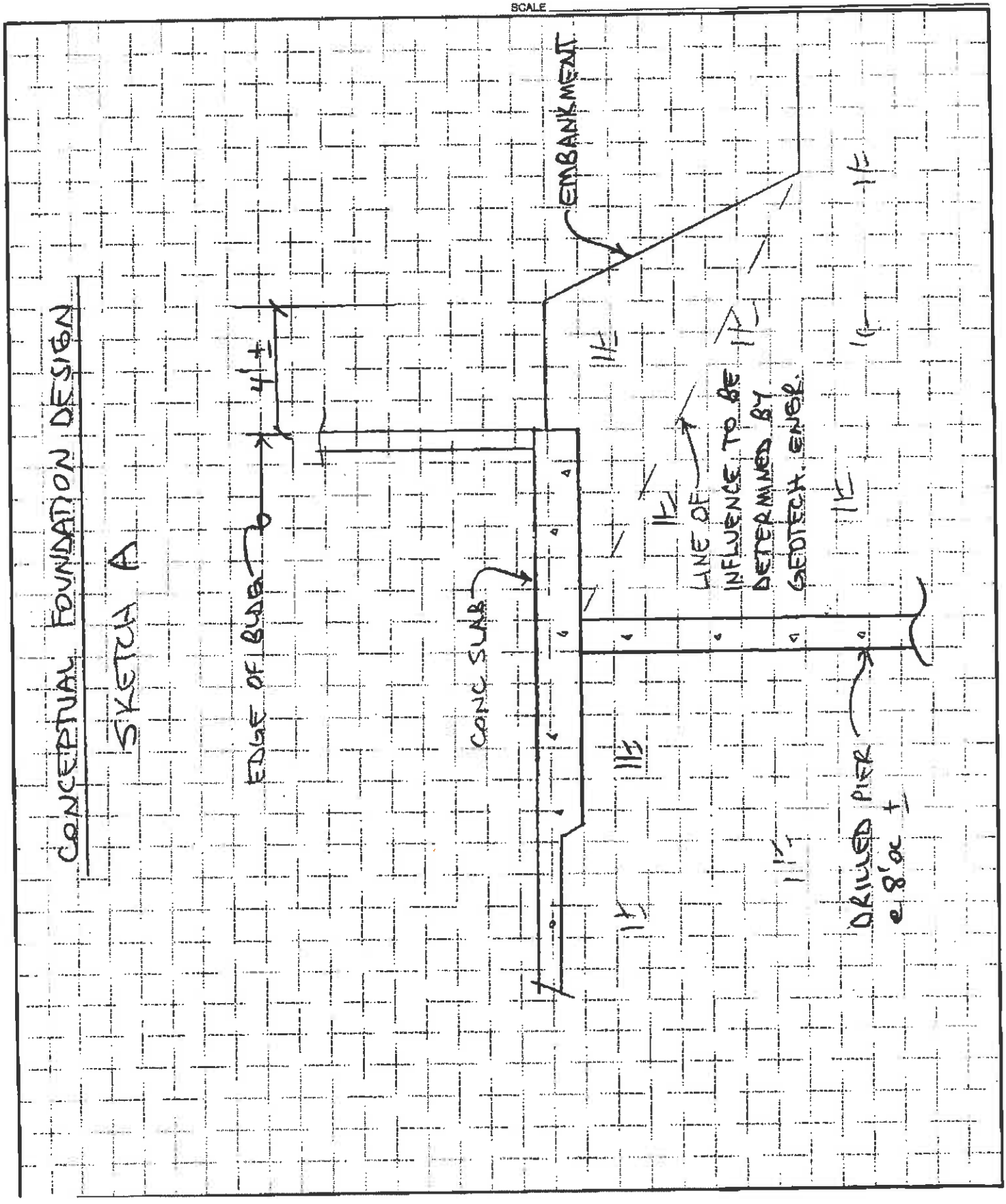
JOB _____

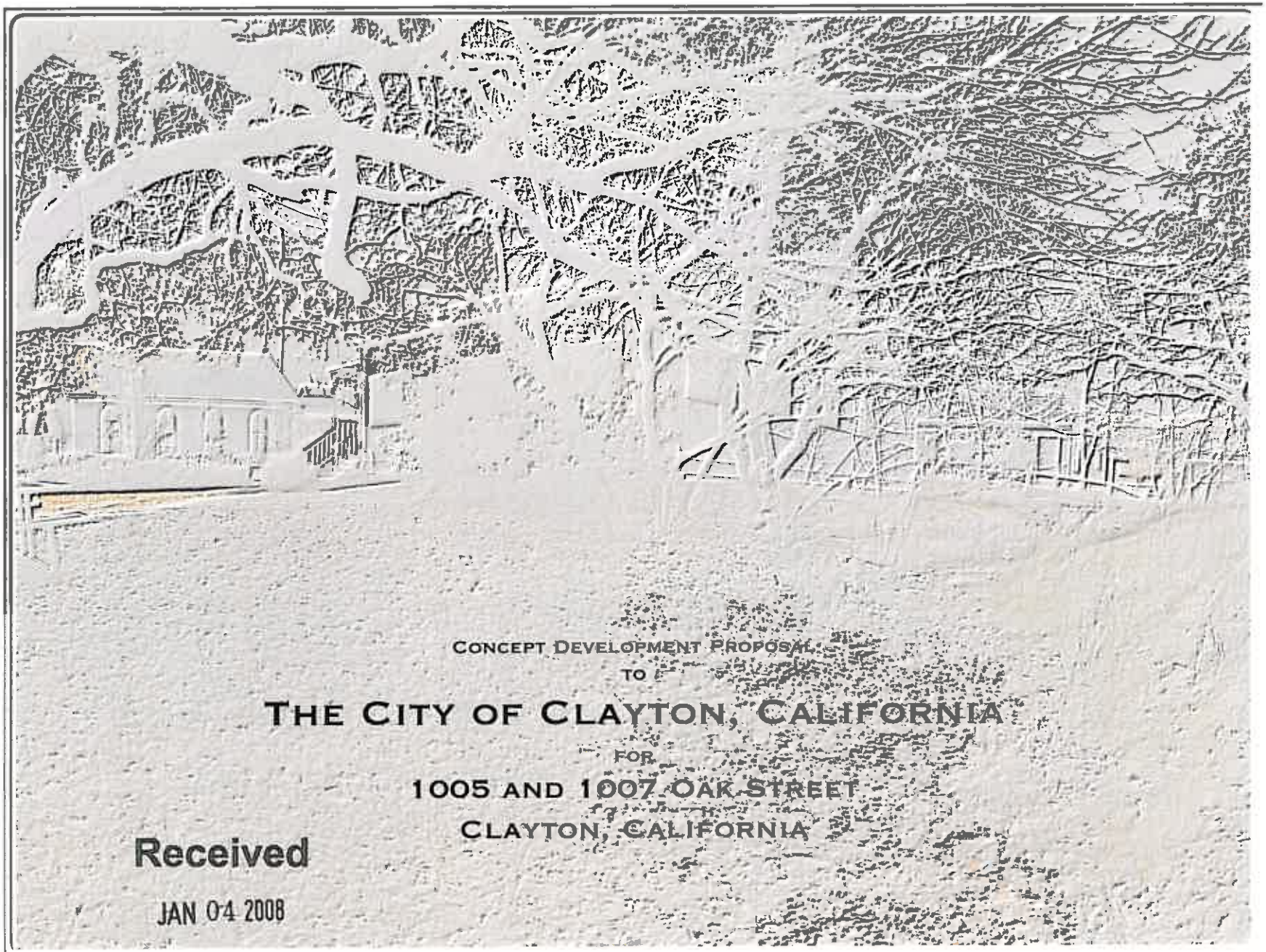
SHEET NO. _____ OF _____

CALCULATED BY _____ DATE _____

CHECKED BY _____ DATE _____

SCALE _____

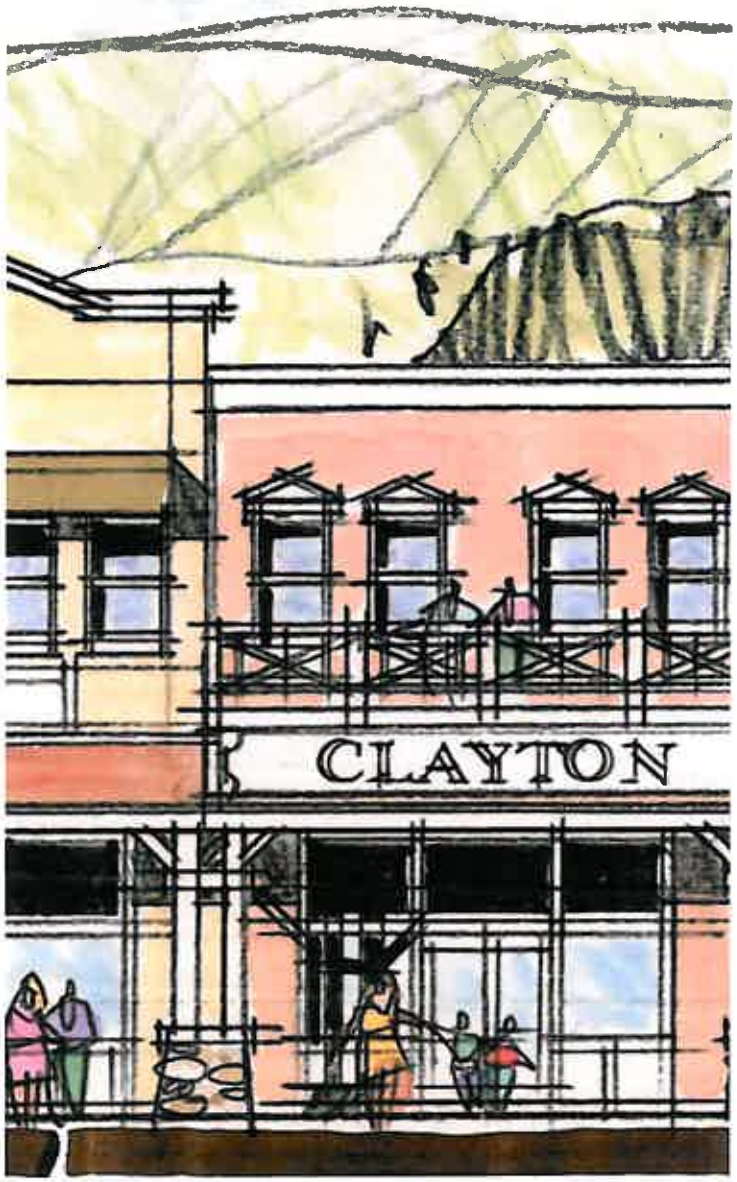




CONCEPT DEVELOPMENT PROPOSAL
TO
THE CITY OF CLAYTON, CALIFORNIA
FOR
1005 AND 1007 OAK STREET
CLAYTON, CALIFORNIA

Received
JAN 04 2008
City of Clayton

Received
JAN 04 2008
City of Clayton



January 4, 2008

Clayton City Council
City of Clayton
6000 Heritage Trail
Clayton, California 94517

Dear Honorable Mayor Manning, Clayton City Council, City Manager and Staff,

It is with great pleasure we present this proposal to purchase and develop the 1005 and 1007 Oak Street parcels of land. We have assembled a design and development team well suited to work with the community. We believe the unique challenges presented by this property can result in an outstanding solution blending into the architectural fabric of downtown Clayton.

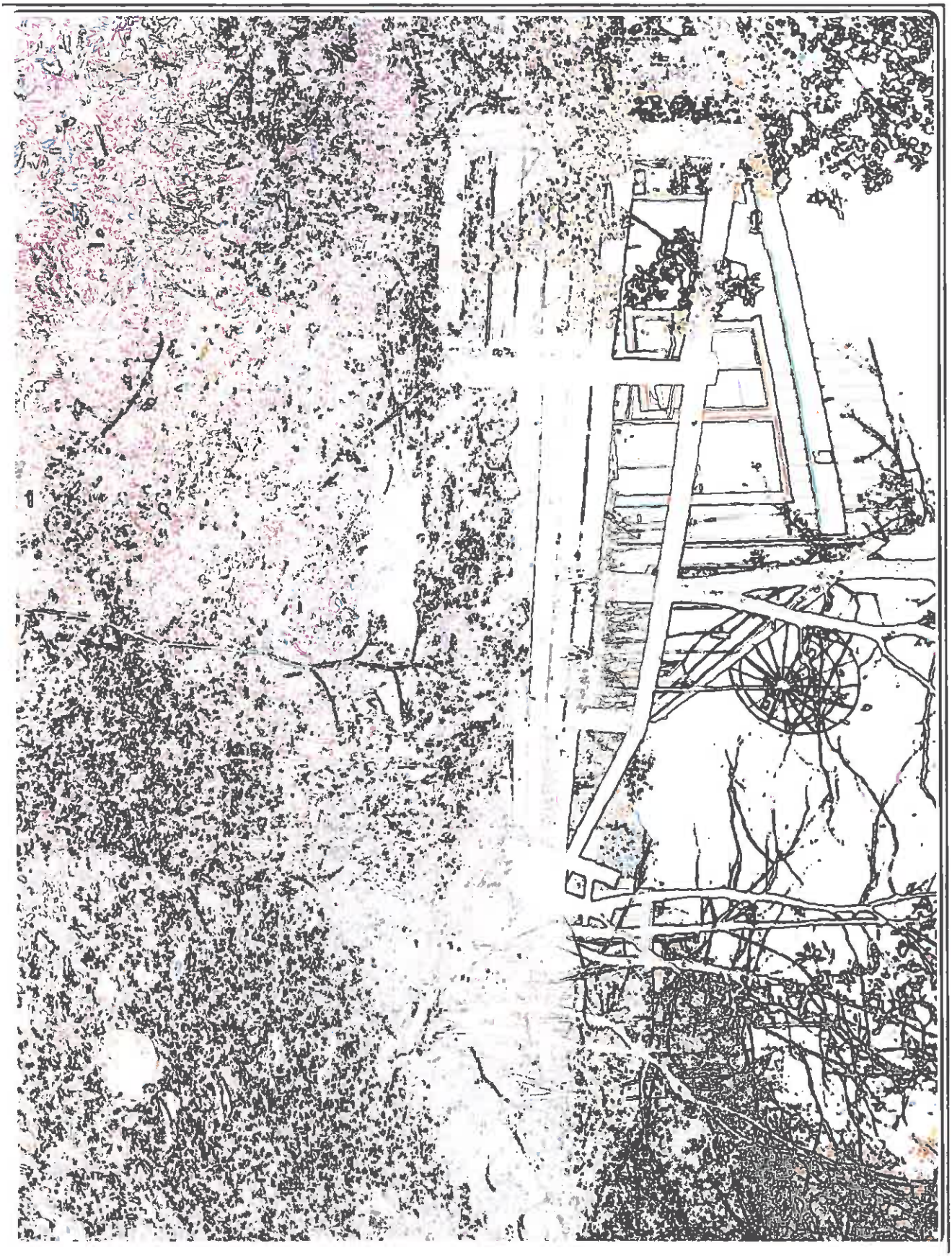
Our proposal envisions a technologically advanced solution to address environmental and spatial constraints while respecting this property as a gateway between the residential neighborhood and the downtown district. We bring regional and local experts to the table ready to work with City Staff, Planning Commission and Council to obtain an outstanding solution within the time constraints imposed by pending state regulations.

In the following proposal we have outlined what we believe to be primary goals and potential solutions to the development of this unique set of parcels. We look forward to presenting our proposal in more detail. If we can answer any questions about the proposal please do not hesitate to contact members of our team or myself.

We look forward to working with you to obtain a mutually beneficial use for the parcels.

Sincerely,

Uzoma Nwakuche, LLB; MBA



Goal Statements

Our team has identified four primary goals we believe need to be met in order for the project to be a success.

Development Goals

Create an economically profitable and sustainable project complimentary to downtown Clayton.

Environmental Goals

Develop the area of land between Mitchell Creek and Oak Street minimizing the impact to the natural appearance of the creek and hillside. Stabilize the creek flowline and walls by mitigating measures currently considered 'Standard of Care' by the state Fish and Game and local governing water agencies.

Economic Goals

To continue to expand Clayton's economic base through:
Enhanced shopping and dining opportunities in Clayton; Provide exclusive residential units opening to the Mitchell Creek side of the property; and Increasing employment and tax base

Architectural Goals

Superior architectural design leads to a more attractive community, increasing Clayton's positive image and encouraging individuals, families, and businesses to locate and invest in the community.

Timing Goals

To obtain necessary governmental approvals and be prepared to submit documents for building permits prior to July 1, 2008.

Solutions

Project Approach

We plan to offer a world-class development team with local expertise capable of working hand in hand with the community.

Project Direction

After our initial review of the property, discussions with City Staff, local and regional water resource experts we have arrived at a conceptual design for the parcels. Our initial review considered alternative uses for the property and resulted in a conclusion that a mixed-use project with ground level commercial space and residential units over met all the goals stated above.

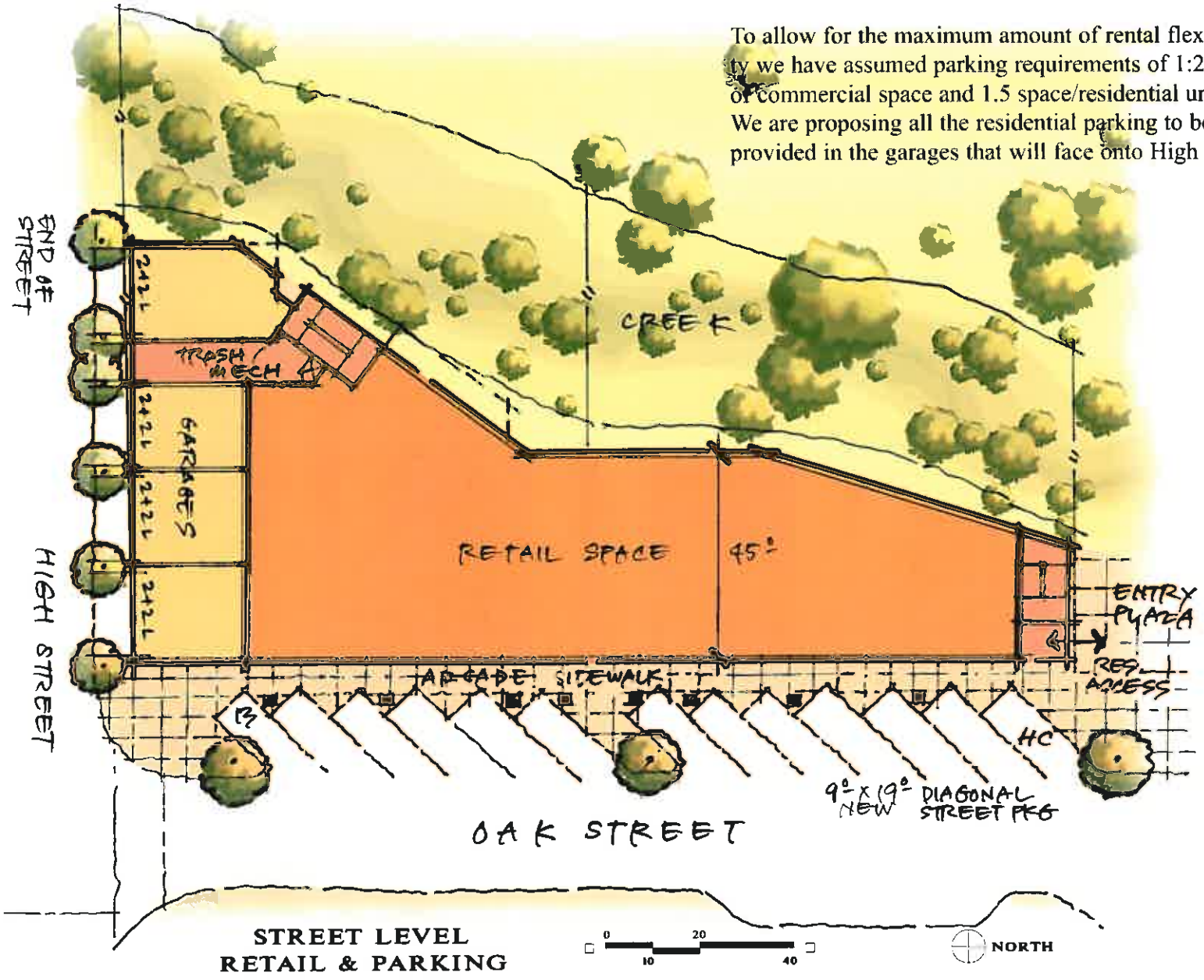
Mitchell Creek traversing the site creates a severe development constraint. Our design team dismissed the option of bridging the creek based on the potential environmental impact. Once the above conclusions were reached parking quickly became the driving design force for this particular set of parcels.

Introduction of on-site parking on the property immediately has two negative impacts. The first is the increased potential of introduction of hazardous materials into the ground water and Mitchell Creek. The second is the loss of valuable commercial frontage. Subterranean parking was also quickly rejected due to periodic testing requirements, environmental and cost considerations. The obvious solution was to convert the existing parallel parking fronting on Oak Street to angled parking to match much of the current commercial frontage in downtown.

Residential parking is envisioned as a transitional architectural element between the residential neighborhood to the south and the historic commercial district this parcel is on the boundary of. Our design team has envisioned garages along High Street that can accommodate stacked parking via hydraulic lifts. The outward appearance of the

garage will be residential in character with the technological solution of stacked parking as currently found in many urban high-density situations.

To allow for the maximum amount of rental flexibility we have assumed parking requirements of 1:250 sf of commercial space and 1.5 space/residential unit. We are proposing all the residential parking to be provided in the garages that will face onto High



Uzoma Nwakuche
LLB; MBA
1042 Pebble Beach Drive
Clayton, CA 94517
PH: 925.690.8187
FX: 925.953.1622

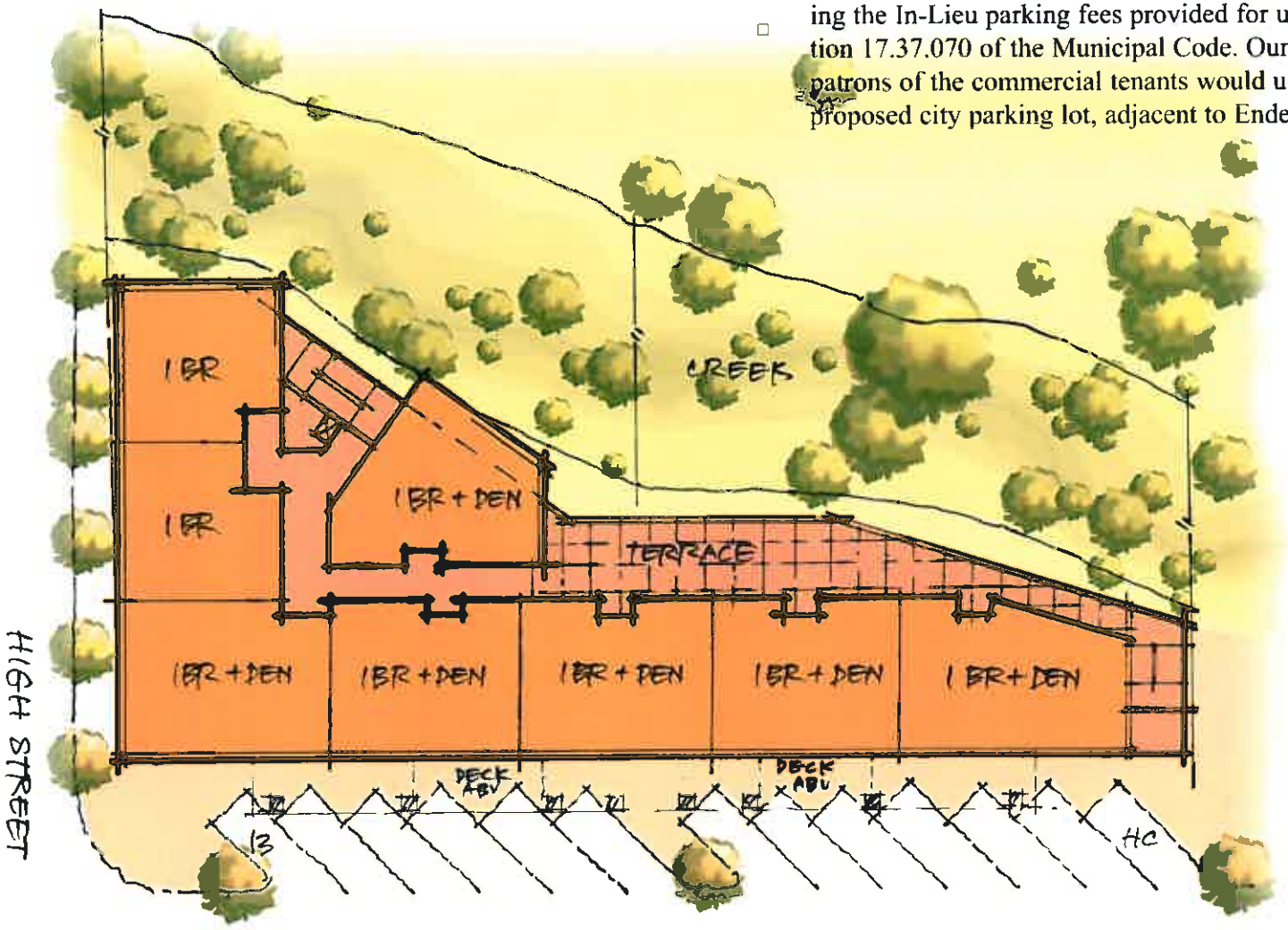
CLAYTON DOWNTOWN MIXED-USE
Clayton, California

#	REVISIONS	DATE
1		
2		
3		
4		

KTGY GROUP, INC.
KTGY NO. 20071066.00

Street. Some of the commercial space would be provided as angled parking fronting on Oak Street. The remainder of the parking would be provided utilizing the In-Lieu parking fees provided for under section 17.37.070 of the Municipal Code. Our vision is patrons of the commercial tenants would use the proposed city parking lot, adjacent to Endeavor Hall.

Uzoma Nwakuche
LLB; MBA
1042 Pebble Beach Drive
Clayton, CA 94517
PH: 925.690.8187
FX: 925.953.1622



RESIDENTIAL LEVEL
2ND FLOOR

0 20 40

NORTH

CLAYTON DOWNTOWN MIXED-USE
Clayton, California

#	REVISIONS	DATE
1		
2		
3		
4		

KTGY GROUP, INC.
ARCHITECTURE PLANNING
17782 MITCHELL SOUTH
IRVINE, CALIFORNIA 92614
(949) 851-2133 FAX (949) 851-2139
All rights reserved

KTGY NO. 2007064.00

01.04.08

DOWNTOWN MIXED-USE
CLAYTON, CA

UZOMA NWAKUCHE, LLB; MBA / KTGY GROUP, INC
20071066.00

PROJECT SUMMARY - *DRAFT*

27 December 2007

Lot Size: 0.46 Acres — % Building Coverage
8 Dwelling Units — 17.39± Du / Ac

Residential Use	City Req'd Parking Tabulation – Tuck-Under			
1 BR Units:	2 x 1 =	2	x 1.5 =	3.0
1 BR + Den Units:	6 x 1 =	6	x 1.5 =	9.0
	8 x 1 =	8 Units		12.0 sp. Req'd
	8 units x 0.5 =			4.0 visitor sp. Req'd

Retail Use	City Req'd Parking Tabulation – New Diagonal Street Parking		
7,000 Sq Ft:	1 space per 250 Sq Ft	=	28.0
			28.0 sp. Req'd

Grand Total — Total Parking Required — 44.0 sp Required

Grand Total		Total Parking Provided	
1 BR Units:	2 - 25 %	Tuck-Under Garage sp	16 sp. (8 Vertical Lift)
1 BR + Den Units:	6 - 75 %	Retail Spaces	13 sp.
		In Lieu Parking Fee for	15 sp.
	8 Units		44 sp. Provided (8 VL)

Town of Clayton Parking Standards

standard stall	9 x 19	All residential & 90% visitor spaces to be standard
compact stall	8 x 16 (40 % max)	
HC stall	14 x 18	HC 14 x 18
1-car garage	10 x 20; 9' wide door	
2-car garage	20 x 20; 16' wide door	

Clayton Downtown Mixed-Use, Clayton, CA *(Preliminary)*

Uzoma Nwakuche, LLB; MBA / KTGY Group, Inc

KTGY NO. 20071066.00 27-Dec-07

UNIT MIX / BLDG. TYPE MATRIX

PLAN TYPE	G.S.F.	BLDG. A 1 BLDG'S UNITS / BLDG.	BLDG. A 1 BLDG'S TOT.		BLDG. B BLDG'S UNITS / BLDG.	BLDG. B BLDG'S TOT.		UNIT SUMMARY 1 BR UNITS	1 BR + Den UNITS	2 BR UNITS	2 BR + Den UNITS	Live Work UNITS	GSF*	
Plan 1 - 1 BR / 1 BA	870	2	2					2					1,740	25.0%
Plan 2 - 1 BR + Den / 1.5 BA	1040	3	3						3				3,120	37.5%
Plan 3 - 1 BR + Den / 1.5 BA	1160	1	1						1				1,160	12.5%
Plan 4 - 1 BR + Den / 1.5 BA	1180	2	2						2				2,360	25.0%
UNITS PER BLDG.		8						2	6					
TOTAL BY BLDG. TYPE / PROJECT			8					8					8,380	
***TOTAL S.F. PER BLDG**														
												AVERAGE TOTAL S.F.	1048	100%

***Denotes gross s.f. only - does not include garages, decks, corridors, stairs, service spaces**

Project Team

The development team is divided into two primary tasks. The development/financial and the design disciplines tasks. The team members with brief background are as follows:

Development/Financial team

Lead by Uzoma Nwakuche LLB, MBA

Mr. Nwakuche has successfully broken ground on the Flora Square project in downtown Clayton. His commitment to a vibrant commercially active downtown Clayton can be seen by his actions. Mr. Nwakuche envisions a commercially vibrant downtown Clayton, clad with small shops, restaurants, and well planned residential units to stimulate demand and economic activity.

Colliers International and The Robison Family Trust

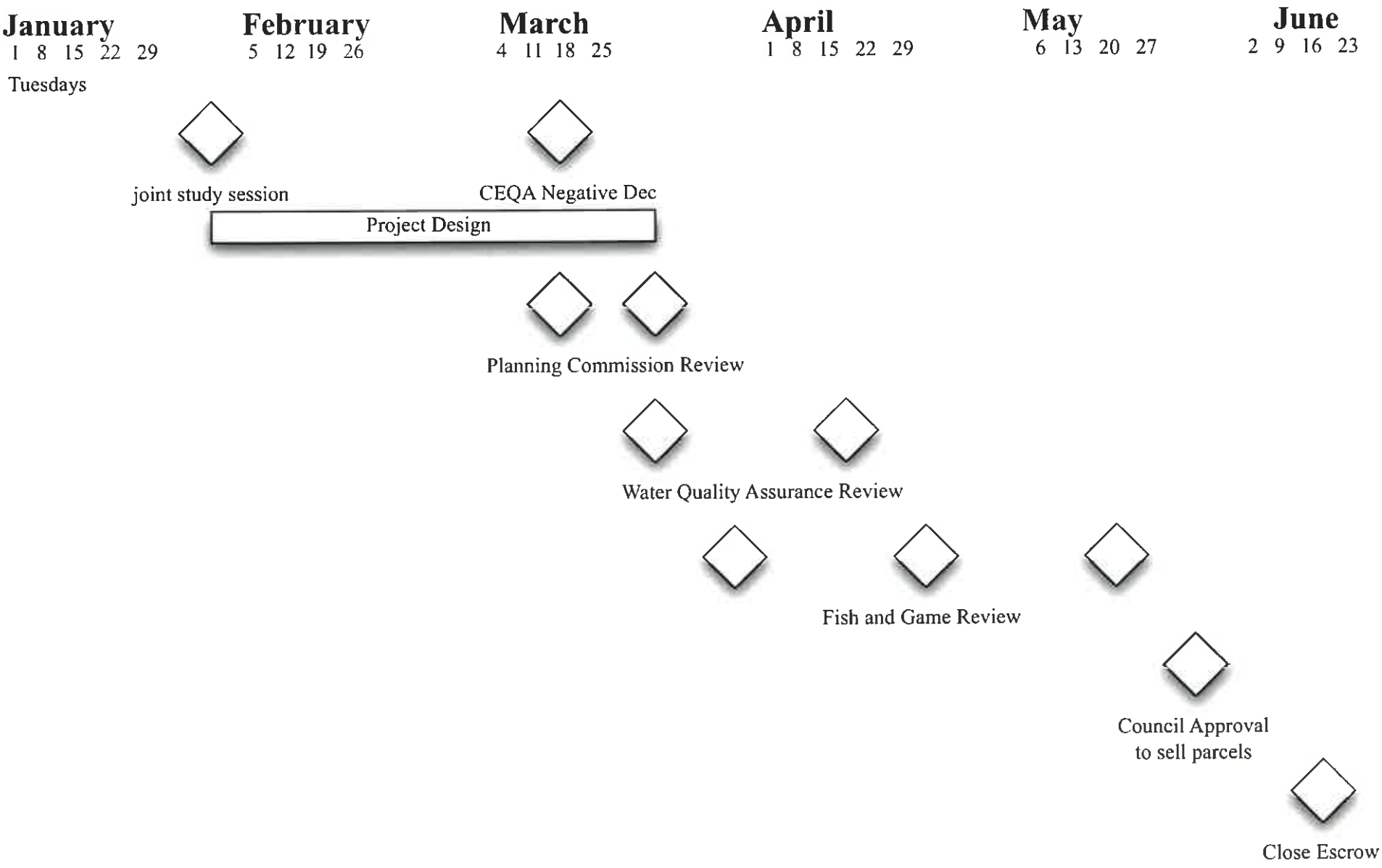
As the funding partner of Flora Square, Colliers International through their clients, The Robison Family Trust have committed funds to the developers projects in Clayton and is particularly willing and able to fund the acquisition and development of the 1005 and 1007 Oak Street Parcels.

In addition to funding, the marketing of the retail units and residential units will be undertaken by Colliers International, recognized as one of the largest commercial brokerage firms in the United States.

Design Disciplines

The design team will be lead by Robert Staehle. Mr. Staehle is an architect with local knowledge and an expert in the entitlement process. As a former City of Clayton Planning Commissioner he is familiar with the City Municipal Code and the Downtown Specific Plan. Mr. Staehle has extensive experience in mixed use and urban housing projects. Mr. Staehle volunteered his services for the design of the Clayton Library, the restoration of the DeMartini Winery (City

Project Milestones



Hall) and the design for the raised planters seen throughout downtown. Mr. Staehle also assisted with the entitlement for the assisted living project on Center Street in Clayton. He has collaborated on the design teams for the planning of several projects similar in scope to these parcels in downtown Walnut Creek, San Luis Obispo, Oakland, Sunnyvale, Fremont, South San Francisco, Palm Springs and other communities throughout California. Mr. Staehle will be responsible to direct the architectural design and coordinate the entitlement process.

The lead architect for the design of the structure will be Mr. David Ho of The KTGY Group, Inc. Mr. Ho and Mr. Staehle have worked together on several projects including the Harbor View Lofts project in Jack London Square and the Del Grano housing project adjacent to the Palm Springs Convention Center. The KTGY Group, Inc. is an award winning residential and light commercial design firm with a vast array of experience throughout the state of California.

Other disciplines that may need to be addressed during the entitlement phase of the project may include the preparation of a CEQA Initial Study and Negative Declaration statement. We propose to work with Design Community and Environment of Berkeley California to assist our team in satisfying requirements that may be imposed by an EIR consultant to be selected by the City. Additionally, we propose working with Brent Zacharia of Clearwater Hydrology and James Martin of Environmental Collaborative to assist with mitigation measures that may be necessary to stabilize Mitchell Creek. We are proposing the addition of these consultants due to the scheduling issues discussed below.

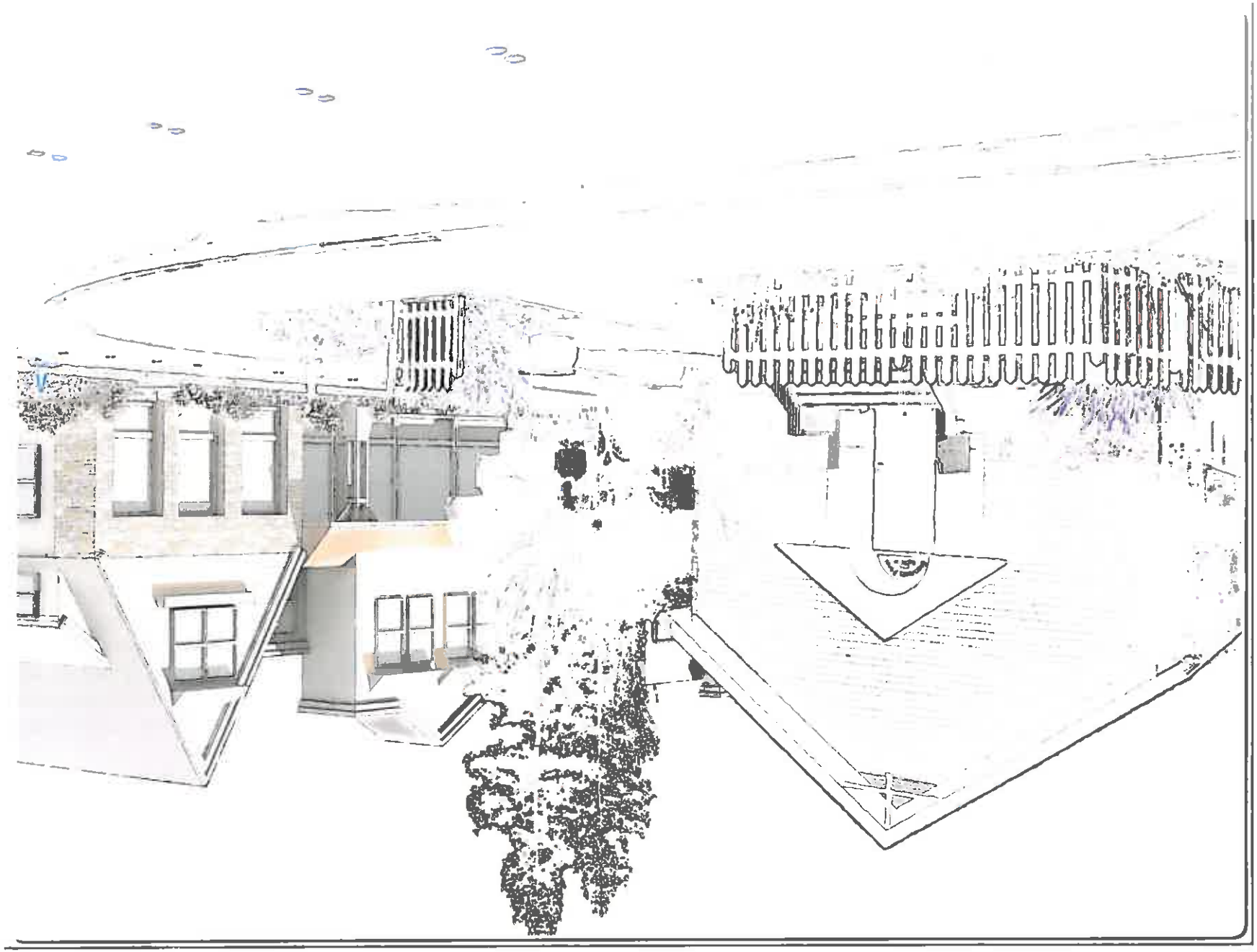
Traditional disciplines such as Civil, Structural, Mechanical engineering consultants will be named as we progress through the design of the project.

Schedule

Project Timeline

We understand and are aware of impending regulations that may make these parcels very difficult to develop. We have prepared an outline of tasks we understand need to addressed prior to submitting documents for a building permit. Additionally, we are aware the current draft of proposed legislation will require building permits to be issued prior to July 1, 2008 in order to be exempt from the new regulations. While we will endeavor to achieve the goal of submittal for building permits prior to July 1, 2008 our experience and best estimations tell us the issuance of construction permits prior to that date are optimistic. Our proposal is based on obtaining all other entitlement approvals to construct the project without issuance of a building permit from the County prior to July 1.

In order to achieve that goal we respectively request the first step in the process will be to hold a joint study session between the Clayton City Council and Planning Commission. At that meeting we would propose to discuss the financial and design decisions our team has made to arrive at the building design presented in this submittal. Our goal at that meeting would be obtain consensus with respect to how best to proceed with the entitlement process.



Proposal

Purchase Price

We offer to purchase the two parcels (APN 119-050-034 and 119-050-009) for $594,000 (Five Hundred and Ninety Four Thousand Dollars) contingent upon obtaining entitlement to construct a project substantially consistent with the plans and elevations depicted in this document. This entitlement is understood to require a fast track process for which we anticipate a good faith effort to be exercised by City agencies and staff in the pursuit of required permits and approvals.

Project Team Collateral Material

Below are web links and literature providing background and project experience information for selected members of the development team.

Robert Staehle – VIZf/x http://www.vizfx.com
David Ho – The KTGY Group http://www.ktgy.com
David Early – DCE http://www.dceplanning.com
Brent Zacharia – Clearwater Hydrology
http://www.clearwater-hydrology.com
James Martin – Environmental Collaborative

Received
JAN 04 2008
City of Clayton

VIZf/x Statement of Qualifications

VIZf/x is uniquely qualified to provide computer based visual simulations.

VIZf/x is a California corporation which as been in business since 1992. Our firm is lead by Robert Staehle, an architect with over 25 years of experience in construction related technologies. Mr. Staehle holds a B. of Architecture from the Univiersity of Arizona ('80) and is a licensed architect in several western states, including California. Between '80 and '92 Mr. Staehle was employed by three award winning architectural firms. He was responsible for the design and documentation of projects including production housing, destination resorts, industrial manufacturing plants and custom homes.

VIZf/x has been providing architectural visualization and design services to its' clients since '92. The services offered include multiple methods for the communication architectural designs. These methods include computer animation, architectural illustrative illustration, photo simulations and multimedia presentations. Our services have been used to assist in obtaining governmental approvals, working with clients and agencies to describe the impact and magnitude of proposed projects and too help lay persons understand the impacts of a planned project.

Our expertise has been called upon to create images for environmental impact reports, planning commission presentation, design review submissions and city council presentations. We have presented images to many of the agencies in the San Francisco Bay Area, throughout Orange County and the Monterey Peninsula. Mr. Staehle has also served on the City of Clayton Planning Commission for a period of 4 years.

Our client list includes widely recognized design firms, governmental agencies, leading educational institutions in addition to product manufactures active in the construction industries. We have worked closely over the course of our history in the development of CAD and software tools currently used by many architectural and engineering firms. Some of the more widely recognizable client names include:

Design and Engineering firms:

Sandy & Babcock International
SMWM Architects
Environmental Science Associates
Design Community and Environment
SOM Architects
Roebling Engineers
Impact Sciences
Urban Developments Corporation

Governmental Agencies

City of South San Francisco
City and County of San Francisco
City of Oakland
City of Lafayette

po box 974, clayton, ca
http://www.VIZfx.com
(925) 672-8600 voice
(925) 672-4801 fax

City of Walnut Creek
Univ. of California at Berkeley

City of Clayton

Software Developers

AutoDesk
Torque Systems, Inc.

GraphiSoft, US

Publicly Held Corporations

Owens Corning
Cultured Stone, A Division of OC

CertainTeed
Visa

DAVID WAI HO, ARCHITECT
DIRECTOR OF DESIGN - HIGH DENSITY / SPECIAL PROJECTS

As a recipient of the Medaille de Bronze from L'Academie D'Architecture in Paris and the Premier Prix D'Architecture from the Ecole Des Beaux-Arts, David has brought a creative sensitivity to the KTGY Group design team. His expertise in complex projects combined with over 28 years of experience, has given him the design responsibility of numerous residential, commercial and mixed-use projects. His involvement encompasses the process from conceptual design and planning through construction.

David's design skills are now primarily focused on high density residential / mixed-use projects where his experience in working and traveling throughout Europe, North America and Asia can be applied to today's need for more urban lifestyles. His exposure to diverse design solutions gives David the innate ability to create projects with the appropriate character in their unique context.

Education
Certificate of Completion
Ecole Des Beaux-Arts Palais de Fontainebleau, France
Bachelor of Architecture
California Polytechnic State University, SLO, CA

Registration
Licensed Professional Architect; California C-21605

Affiliations
American Institute of Architects Member 1995-1999

Awards
Gold Nugget Grand Awards, PCBC
Over 20 Gold Nugget Merit Awards, PCBC
Pillars of the Industry Awards
Builder's Choice Special Focus and Grand Awards
Honorable Mention, American Institute of Architects
Grand Award, Best in American Living
Medaille de Bronze; L'Academie D'Architecture, Paris, France
Premier Prix D'Architecture; Ecole Des Beaux-Arts, Fontainebleau, France

Project Experience
The following projects highlight Mr. Ho's professional career:

Multi-Family Residential
The Enterprise Companies-
Multiple 9-story Luxury Residential Towers, CA
Embarcadero Pacific -
The Colony at Jack London Sq 8-story, Oakland, CA
Aqua Via Lofts Mixed Use 8-story, Oakland, CA
KB Home South Bay, Inc -
MidTown Plaza 4-story 257 Condos, San Jose, CA
Carrara 4-story 86 Condos, San Jose, CA
Terra Serena 4-story 315 Condos, Milpitas, CA
Monte Vista 4-story 235 Condos, San Jose, CA
Warm Springs 4-story 105 Condos, Fremont, CA
Irvine Apartment Communities -
Cherry Orchard 4-story 300 Apts, Sunnyvale, CA
Arcadia 3-story 336 Apts, San Diego, CA
Newport Bluffs 3-story 351 Apts, Newport Beach, CA
Somerset 3-story 378 Apts, Irvine, CA
Estancia 3-story 388 Apts, Irvine, CA
Brittney 3-story 545 Apts, Irvine, CA
Shadow Oaks Family Apartments, Irvine, CA
Warmington Homes, California -
Avalon 4-story Condos, Playa Vista, CA
Catalina4-story Condos, Playa Vista, CA
Coronado 4-story Condos, Playa Vista, CA
Prometheus Real Estate Group, Inc -
Miraval 4-story 269 Apts, Santa Clara, CA

Mixed-Use Development
Prometheus Real Estate Group, Inc -
The Mercer Mixed Use 181 Condos, Walnut Creek, CA
Urban Pacific Builders -
Promenade Lofts Mixed Use 7-story, Long Beach, CA
Gentium Homes -
Chelsea Court Mixed Use, San Francisco, CA
BRE Properties, Inc -
Pinnacle Mixed Use Fullerton 192 Apts, Fullerton, CA
36 Acre Hotel and Casino Complex, Las Vegas, NV
Koll Anaheim Center, 17 Acre Office / Retail Development, Anaheim, CA
The Academy of Television Arts and Sciences 22 Acre Headquarters, N. Hollywood, CA
Anaheim Riviera 23 Acre Mixed-Use Development

Luxury Single Family Residential
Davis Residence, Indian Wells, CA
Wong Residence, Pleasanton, CA
Catellus Residential Group -
The Signature Collection, Newport Coast, CA
Taylor Woodrow Homes -
Perazul Plan Three, Newport Coast, CA

Institutional
Concordia University -
Student Center & Residence Halls &, Irvine, CA
Cal Poly University -Agriscapes Visitor's Ctr

FRED WALTER, ARCHITECT
DIRECTOR OF ARCHITECTURE - HIGH DENSITY / SPECIAL PROJECTS

Fred Walter brings to KTGY over 26 years of experience and technical expertise in residential high density and commercial projects. His Design Development and Construction Document expertise has been instrumental in the successful completion of many complex residential projects throughout the Western United States.

Mr. Walter's knowledge of building codes, construction materials, methods and systems with his design sensitivity has successfully culminated into cost effective award winning projects making him a valuable member of each project team. Clients, contractors and design team members recognize Mr. Walter's proficiency in building systems, construction document preparation, construction methodologies as well as his success in dealing with government agencies including but not limited to Los Angeles, San Francisco, San Diego, San Jose, and Irvine.

Education
Development Management
University of California, Irvine, CA
Associates of Arts in Architecture
Golden West College, CA

Registration
Licensed Professional Architect - California, C-23675

Awards
1998 ULI Award, Human Options Shelter
1998 PCBC Gold Nugget Grand Award Best Residential Site Plan under 25 acres Santa Rosa Apts
1997 NAHB Best in American Living Award Human Options Shelter
1997 PCBC Special Community Spirit Award Human Options Shelter
1996 PCBC Gold Nugget Grand Award
Villa Coronado Apartments

Project Experience
The following projects highlight Mr. Walter's professional career:

Multi-Family Residential
Lyon Realty Advisors, Inc
Long Beach W Gateway Mixed Use 291 Apts, LB, CA
Essex Portfolio -
Station Park Apts, Contra Costa County, CA
Sares-Regis Group -
Skyview Apart Homes, Rancho Sta Margarita, CA
Playa Capital Company, LLC -
Ctiy Homes, Playa Vista, CA
Embarcadero Pacific -
The Colony at Jack London Sq 8-story, Oakland,CA
KB Home South Bay, Inc -
MidTown Plaza 4-story 257 Condos, San Jose, CA
Carrara 4-story 86 Condos, San Jose, CA
Terra Serena 4-story 315 Condos, Milpitas, CA
Monte Vista 4-story 235 Condos, San Jose, CA
Warm Springs 4-story 105 Condos, Fremont, CA
Irvine Apartment Communities -
Cherry Orchard 4-story 300 Apts, Sunnyvale, CA
Arcadia 3-story 336 Apts, San Diego, CA
Newport Bluffs 3-story 351 Apts, Newport Bch, CA
Somerset 3-story 378 Apts, Irvine, CA
Estancia 3-story 388 Apts, Irvine, CA
Brittany 3-story 545 Apts, Irvine, CA
Shadow Oaks Family Apartments, Irvine, CA
Rancho Monterey Apartments, Tustin, CA
Santa Rosa Family Apartments, Irvine, CA
Villa Coronado Apartments, Irvine, CA
BRE Properties, Inc -
Pinnacle Mixed Use at Fullerton, Fullerton, CA
Prometheus Real Estate Group, Inc -
Miraval 4-story 269 Apts, Santa Clara, CA
Gentium Homes -
Chelsea Court Mixed Use, San Francisco, CA
Warmington Homes, California -
Avalon 4-story Condos, Playa Vista, CA
Catalina4-story Condos, Playa Vista, CA
Western National Properties -
Villas Antonio Apartments, Rancho Sta Margarita, CA
Skycrest Apartments, Valencia, CA

Senior / Affordable Housing
Continuing Life Communities -
La Costa Glen 60 acre Community, Carlsbad, CA
Bridge Housing -
Laguna Canyon Affordable 120 Apts, Irvine, CA
Windrow Affordable 96 Apts, Irvine, CA

Commercial
Lafayette Retail Center, Tustin, CA
Thomas Brothers Winery, Rancho Cucamonga, CA
Center Pointe Office Building, Anaheim, CA
King Bearing Headquarters, Corona, CA
Lincoln Savings & Loan Office, Tustin, CA
Harbor Commercial Center, Garden Grove, CA
Warner & Grand Plaza, Santa Ana, CA
Miracle Mazda, Costa Mesa, CA
Newport Datsun, Newport Beach, CA

MIXED-USE COMMUNITIES

Community	Developer/ Builder	Location	No. of Units	Density	Description	Status
Crossroads Redevelopment Site 5 & 6	Affirmed Housing Group	*San Diego, California*	236	73	4-stories of stacked flats and townhomes above commercial and 2-levels of parking	On The Boards
Crossroads Redevelopment Site 7	Affirmed Housing Group	*San Diego, California*		42	4-stories of stacked flats above 7,500 s.f. commercial and 2-levels of parking	On The Boards SB
Crossroads Redevelopment Site 8	Affirmed Housing Group	*San Diego, California*	177	70.8	4-stories of stacked flats above commercial and 1-level of parking	On The Boards SB
College Center	Barratt Urban Development	*San Diego, California*	430	41 (average)	Townhomes with attached garages, flat, lofts, and live/work over parking, ground floor retail	Master Planning
Rivertown	Basin Street Properties	*Petaluma, California*	90	39	3- and 4-stories of flats and townhomes with live/work and commercial uses on-grade	On The Boards
Aqua Via Lofts*	Embarcadero Pacific, LLC	*Jack London Square, Oakland, California*	100	135	8 story Type I concrete industrial loft style residential over 2 levels of parking and street level commercial; city & bay views of San Francisco	Completed 2006 DH
The Colony at Jack London Square	Embarcadero Pacific, LLC	*Jack London Square, Oakland, California*	101	113	8-story tower Type I Concrete Industrial loft style Residential with water views over 2 levels of parking	In Construction DH
The Pinnacle at Fullerton*	BRE Properties	*Fullerton, California*	192	81	3 and 4 story over podium and retail includes townhomes on 3rd and 4th floors.	Completed 2004 DH
Harbor Place Lofts	CIM Group	*Anaheim, California*	129	43	3 story stacked flats over 1 level retail, parking and live/work	On The Boards D.L.
Paseo Plaza	Continental Development Group	*Los Angeles, California*			Mixed - Use development with approximately 200,000 s.f. of 2-story retail / entertainment and 4-levels of apartments over retail. 2 ½ levels of subterranean parking	On The Boards
Craig Road	DEVCON Development	*North Las Vegas, Nevada*	464	23	3-stories of stacked flats above 1-level of commercial over 1-level of retail	On The Boards
Chelsea Court*	Gentium Homes	*San Francisco, California*	32	107	4 story plus loft, 1, 2 and 3 bedroom flats and townhomes over 2 levels of commercial and parking. Redevelopment area adjacent to San Francisco City Hall	Completed 2002 D.H.
Cherry Orchard Apartments	The Irvine Company Apartment Communities	*Sunnyvale, California*	300	35 net	Multi-use site with 4-stories of stacked flats and townhomes over 1-level of parking; 72,000 sf retail center	Completed 2001 DH.
Market Lofts	The Lee Group/ CIM Group	*Los Angeles, California*	267	142	6 story loft style condominiums over 55,400 s.f. retail space (including Ralph's market & 6 retail suites) with parking below grade. Type 1 construction.	Construction Phase D I.
Oakbrook Village	Lyon Capital Ventures	*Laguna Hills, California*	200	40	Vertical mixed-use, 3 story over 1 level of retail and 1 level of subterranean parking; 50,000 s.f. retail	On The Boards SB
Long Beach West Gateway	Lyon Realty Advisors, Inc.	*Long Beach, California*	338	95	4 stories of stacked flats over 2 levels of parking and retail	On The Boards DH

MIXED-USE COMMUNITIES

Community	Developer/ Builder	Location	No. of Units	Density	Description	Status
Long Beach Promenade	Lyon Realty Advisors, Inc.	*Long Beach, California*	96	67	4 stories of stacked flats above retail with separate parking structure	On The Boards SB
Pacific City	Makar Properties, LLC	*Huntington Beach, California*				On The Boards
Vintage Square Mixed-Use	Pelican Property / John Laing Homes	*Fullerton, California*	130	--	Mixed-Use residential and commercial up to 7-stories; 25,000 s.f. retail	On The Boards RS.
The Mercer	Prometheus Real Estate Group, Inc.	*Walnut Creek, California*	181	62	4-story residential over 20,000 sf retail / restaurant and 2 levels of parking	Construction phase DH.
The Lofts / City Homes at Playa Vista*	KB Home	*Los Angeles, California*	73	45	3-story flats and semi-custom homes over retail and 2 levels of parking	Completed 2006 DH
Fresh Food Expo	Plaza Development Partners	*Santa Paula, California*	400	--	Site Area: +/- 40 acres; mixed-use retail/entertainment/senior housing	Concept site planning
Broadway and Louise Condos	SNK	*Glendale, California*	34	68	3 story flats, townhomes, and lofts over retail and 2 levels of parking	On The Boards FW.
Tampa Plaza	Tampa Plaza Partners, LLC	*Northridge, California*	350	22	Vertical mixed-use development	Developed early concept - hold waiting for client direction
County Crossings	Transcan Development, LLC	*Antioch, California*	2000	44.4	Site Area: +11,325,600 s.f.; 45 acres residential development; +/- 1,250,000 s.f. retail/entertainment/office	Conceptual planning
Bella Vista	Urban Housing Alliance, LLC	*Glendale, California*	72	--	72 units, 5,000 S.F. retail, parking and recreations with roof top pool	On The Boards DMc
Bank Lofts	Urban Pacific Builders	*San Pedro, California*	89	62	Adaptive re-use and new construction of 1 and 2 story lofts over 8000 s.f. of commercial space and podium parking.	Construction Phase MG
Promenade Lofts	Urban Pacific Builders, LLC	*Long Beach, California*	46	160	Type I concrete 7-stories of stacked flats and lofts above retail, on .28 acres	On The Boards Design Review Approved DH
City Center Townhomes	Watt Development	*Rohnert Park, California*	78	30	3-story townhomes over mixed-use retail	Design Development CT
Colony Court	WCE Genton Associates	*Ontario, California*	463		Retail/single family/multi-family/mixed-use. 202,500 s.f. Total units 463	Concept planning & design

Revised 08.13.06

Project	Client	Location	Description	Status
Bel Mare *	Allied Retail Partners & Red Mountain Realty Group	*Newport Beach, California*	Retail, restaurant & entertainment – 56,000 S.F. Premier retail/restaurant space with two levels of subterranean parking. Multi-level commercial center catering to retail and dining.	On The Boards
Nordoff Plaza	Allied Retail Group	*Los Angeles (Northridge), California*	Remodel of existing retail / power center. Approximately 10 acres with proposed 198,000 GLA.	On The Boards
Bellevue Center *	Bellevue Ventures, LLC	*Pasadena, California*	Retail Whole Foods Market with three levels of below grade parking – integrating historical structure as well as easy access to/from metro rail station.	Construction Phase
Baxter Crossings	The Bergman Co.	*Wildomar, California*	Mixed-use – horizontal / lifestyle center. Retail component 12 acres with approximately 105,000 of GLA.	On The Boards
Diamond Center *	Civic Partners	*Lake Elsinore, California*	Retail entertainment center in a mixed-use development surrounding a ballpark stadium – total of 250,000 S.F., including a hotel, entertainment retail & restaurants with major anchors. Approx. 500 units of loft-style and townhomes.	On The Boards
Artesia & Cherry	Festival	*Long Beach, California*	Retail: 0.4 acre corner lot, single story shop building consisting of 4,000 S.F.	On The Boards
Foothill Mills	Festival	*Claremont, California*	Retail: .45 acre island lot, single story shop building consisting of 4,500 S.F.	On The Boards
Luna Village *	Forshpan Capital	*Victorville, California*	Retail: 16 acre shopping center with 160,000 S.F. of retail shops, restaurants and a Food 4 Less market.	On The Boards
Mojave Square	Forshpan Capital	*Victorville, California*	Retail: 5.5 acre neighborhood shopping center with 54,000 S.F. of retail shops and restaurant pads.	On The Boards
The Oasis	Forshpan Capital	*Victorville, California*	Retail: 8 acre shopping center with 72,000 S.F. of retail shops, restaurant pads and a CVS drug store.	On The Boards
Tapo Street Market Place	Haven Homes	*Simi Valley, California*	Retail: Three single story, combination retail and restaurant shop buildings totaling 12,000 S.F. as part of a 6 acre 100 unit residential, apartment, condominium and senior housing development.	On The Boards
Chino Hills Mixed Use	Indus Development Group	*Chino Hills, California*	Lifestyle center on approximately 15 acres. Approximately 340,000 GLA.	On The Boards
Rancho Victoria	Investec	*Oxnard, California*	Retail component of mixed use project – residential component under construction (Irvine). 6 acre site with approximately 50,000 GLA.	On The Boards
Pacific City *	Makar	*Huntington Beach, California*	Retail: 7 acres of an open air "lifestyle" retail destination with 190,000 S.F. of boutique shops, fine restaurants and office space. Its classic European styling is part of a 27 acre retail, residential and hospitality development in the heart of Huntington Beach overlooking the Pacific Ocean.	On The Boards
Livermore Commons	Matt and Milt Righetti	*Livermore, California*	Retail component of mixed use project in conjunction with Irvine (residential). 2 acre with 25,000 GLA. Shops – possible drug store anchor.	On The Boards
Blythe mixed use	Pacific Century Group	*Blythe, California*	Small retail component of mixed use project in conjunction with Irvine (residential). 2 acres of retail – GLA to be determined. Shops and small hotel.	On The Boards

Project	Client	Location	Description	Status
Date Street Village	Pacific Century Group	*Murrieta, California*	Retail component of mixed use project in conjunction with Irvine (residential). 142,000 of shops, restaurants, hotel and offices – overall site, including residential is 32 acres.	On The Boards
Moreno Valley Town Center	Pacific Century Group	*Moreno Valley, California*	Commercial component of large mixed use planned community. Working with Irvine. 12 acres commercial on an approximate 72 acre site. Overall GLA still being determined – we are doing retail and office mixed-use.	On The Boards
Murrieta Village *	Pacific Century Group	*Murrieta, California*	Mixed use retail / commercial. Irvine doing residential 44 acres. Neighborhood commercial 8 acres – 80,000 GLA. Market major with shops and pads.	On The Boards
Flower Hill *	Protea Properties	*Del Mar, California*	Retail, restaurant, office and entertainment – 231,500 S.F. Premier shopping and dining destination as well as an office components.	On The Boards
The Gateway*	Red Mountain, Allied Retail Partners	*South Gate, California*	Power center anchored by Target with lifestyle/media center. 35 acre site with approximately 600,000 GLA.	On The Boards
California Crossings	Regency Centers & Transcan Development	*San Diego County, California*	Retail power center – 26 acres with 308,000 of GLA. Major anchor – Target, shops, pads and sub-majors.	On The Boards
Canyon Crossings	Remax	*Redding, California*	Neighborhood lifestyle center. 14 acres with approximately 189,000 GLA. Cinema / Market anchors with shops.	On The Boards
Suisun City Marketplace	Trumark Companies	*Suisun City, California*	Retail component of mixed use project. Large power center 72 acres with 308,000 GLA.	On The Boards

** (asterisk) – brochure sheet available.*
Revised 12.07.06

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ENVIRONMENTAL CONSULTING SERVICES

ENVIRONMENTAL COLLABORATIVE is a small business enterprise located in Emeryville, California. Established in 1983, the firm provides professional environmental consulting, planning, research, and natural resource management services to the public and private sectors in the Bay Area and throughout northern California. Services provided by the firm include:

- **environmental documentation and report preparation;**
- **environmental analyses and field surveys;**
- **land use planning and permit assistance;**
- **and natural resource management.**

The firm is owned and operated by James A. Martin, serving as both lead consultant to public agencies and the private sector, and as subconsultant to other environmental consulting and resource management firms. The firm has provided consulting services to numerous governmental agencies in Alameda, Contra Costa, Marin, Monterey, Napa, Placer, San Benito, San Joaquin, San Mateo, Santa Clara, Santa Cruz, Sacramento, Solano, Sonoma, and Yolo counties, among others. Private sector clients include a wide range of professional consulting firms, development companies, individuals, and non-profit corporations.

ENVIRONMENTAL DOCUMENTATION AND REPORT PREPARATION

ENVIRONMENTAL COLLABORATIVE provides documentation services through all phases of the environmental review process, in compliance with federal, state, and local government guidelines. The firm serves as both primary consultant to lead agencies and as subconsultant to other consulting firms. Environmental documents prepared by the firm include:

- **environmental impact reports and statements;**
- **environmental assessments;**
- **initial studies of environmental significance;**
- **mitigated negative declarations;**
- **and notices required during the environmental review process.**

Documentation prepared by the firm encompasses a wide range of proposed residential, commercial, industrial, and open space uses. Responsibilities assumed by the firm vary from documentation during specific phases of the review process to full services to the client, including: project review scheduling and noticing of documentation; report preparation and distribution; and conduct of scoping sessions and public hearings.

ENVIRONMENTAL ANALYSES AND FIELD SURVEYS

ENVIRONMENTAL COLLABORATIVE provides data base collection and analysis as part of the planning process for both local agencies and private clients. Mr. Martin's personal interests focus on biotic resources, conducting vegetation, wildlife, and special-status taxa surveys for sites throughout the Bay Area and northern California. Environmental analyses and field studies undertaken by the firm include:

- **vegetation analyses and mapping;**
- **tree species identification and mapping;**
- **wetland delineations and mapping;**
- **wildlife surveys and habitat suitability analyses;**
- **and special-status taxa studies.**

The firm works closely with other consulting firms and independent subconsultants to provide clients with necessary expertise in a variety of fields, including: geology, seismicity, and soils; drainage, water quality, and hydrology; transportation, parking, and circulation; cultural resources; acoustics; and air quality. By working with specialists in each of these fields, the firm ensures that clients are provided with an unusually high level of experience and professionalism.

LAND USE PLANNING AND PERMIT ASSISTANCE

ENVIRONMENTAL COLLABORATIVE provides land use planning services and permit assistance, ranging from constraints analyses, to assistance through the environmental and project review processes. Planning services provided by the firm include:

- **land use inventories;**
- **land use suitability and constraints analyses;**
- **permit assistance for project applicants;**
- **and permit compliance review for lead agencies.**

Consulting services of the firm are provided throughout project planning and refinement, as well as the environmental review process. Information obtained during the initial stages of project planning frequently serves as the data base for later consulting services, including plan finalization and environmental documentation.

NATURAL RESOURCE MANAGEMENT

ENVIRONMENTAL COLLABORATIVE provides a variety of natural resource consulting services, ranging from management plans which mitigate potential adverse impacts on significant biotic resources, to the use of plant material in slope stabilization efforts. Natural resource-related services provided by the firm include:

- **mitigation plans;**
- **habitat restoration plans;**
- **vegetation establishment and management plans;**
- **and biotechnical slope stabilization plans.**

Much of the current work in the area of natural resource management involves close coordination with the California Department of Fish and Game, the U.S. Fish and Wildlife Service, and the U.S. Army Corps of Engineers, particularly with regard to wetlands habitat and special-status taxa. Mr. Martin's rapport with representatives of these agencies serves to facilitate jurisdictional review and plan finalization, while recognizing client scheduling and management objectives.

PARTIAL LIST OF PROJECTS

Sonoma County General Plan Update and EIR, Sonoma County
San Francisco Jail Replacement Project EIR and Monitoring, San Bruno
Tiburon General Plan Update EIR, Tiburon
Napa Valley College Facility Master Plan EIR, Napa
Vallejo Bay Trail Segment Biological Assessment, Vallejo
UC Berkeley Long-Range Development Plan, Berkeley
Sonoma Country Inn, Sonoma County
Alameda County Juvenile Justice Center EA/EIR, Alameda County
Davidon D Street Residential Project, Petaluma
Sonoma Business Park, Cotati
Yosemite Area Regional Transport System EA, Mariposa County
Lake Herman Quarry Biological Assessment and Initial Study, Vallejo
Redwood Technology Center, Petaluma
French Ranch EIR and Compliance Monitoring, Marin County
Masonic Homes Biological Assessment, Union City
Delta College Master Plan, San Joaquin County
Marin County General Plan Update and EIR, Marin County
Downtown Petaluma Specific Plan, Petaluma
Burlingame Shoreline Specific Plan Biological Assessment, Burlingame
Marin County Local Coastal Plan Update, Marin County
Calistoga General Plan Update and EIR, Calistoga
Asti Inn and Resort Master Environmental Assessment and EIR, Cloverdale
Tassajara Valley General Plan Amendment EIR, Contra Costa County
Gateway/Olive Drive Project EA and EIR, Davis
Dunnigan General Plan Update EA and EIR, Yolo County
Martinez Intermodal Facility EIR/EIS, Martinez
Domincan College Master Plan, San Rafael
Highway 12 Biological Assessment, Rio Vista, Solano County
Adams-Chitactac Park Master Plan Biological Assessment, Santa Clara County
Big Ranch Specific Plan EA and EIR, Napa
California Skyline II Project EIR, Baypoint
South Wavecrest Redevelopment Project EA and EIR, Half Moon Bay
Los Gatos Country Club EIR, Los Gatos
Southport Framework Plan EA and EIR, West Sacramento
Paicines Ranch EIR, Hollister, San Benito County
Solano Concrete Interim Extraction Permit EIR, Woodland, Yolo County
Syar Industries Gravel Extraction EIR, Healdsburg, Sonoma County

PARTIAL LIST OF PROJECTS (continued)

Bennett Valley Golf Course EIR, Santa Rosa
Bernal Avenue Specific Plan EA and EIR, Pleasanton, Alameda County
San Geronimo Treatment Plan Expansion, San Geronimo Valley, Marin County
Mountain House New Community EIRs, San Joaquin County
Mare Island Way Improvement Project EIR, Vallejo
Bay Vista Project EIR, El Cerrito
Lucasfilm Project EIR, Lucas Valley, Marin County
French Ranch Project EIR, San Geronimo Valley, Marin County
Summit Project EA, Concord
Manor Creek Homes Project EIR, Fairfax
Alhambra Boulevard Project EA, Martinez
Naples Beach Vista EA, Half Moon Bay
North Livermore General Plan Amendment EIR, Livermore
Williams General Plan EIR, Williams
Brentwood Hills Project EIR, Brentwood
San Joaquin County General Plan EIR, San Joaquin County
Point Pinole Mixed Use EIR, Richmond
Stockton Enterprize Zone EIR, Stockton
Montair Summit Project EIR, Danville
Han Li Marine Terminal EIR, Pittsburg
Crystal Ranch EA, Concord
Silk Stone Hill EIR, El Sobrante, Contra Costa County
Stonebridge Creek Project EIR, Alamo
Estes Hotel EIR, Half Moon Bay
Slide Ranch Master Plan EA and EIR, Muir Beach, Marin County
Richmond Field Station Master Plan EA, Richmond, UC Berkeley
Buchanan Roadway Improvement EIR, Pittsburg
King Mountain EIR, Ross, Marin County
Lake Chabot Terrace EIR, San Leandro
Monte Bello Subdivision EIR, Ross
DIPSA EIR, Union City
Sausalito Hotel EIR, Sausalito
Busse Townhouse EIR, Fairfax
Golden Oaks EIR, Richmond
Cloverdale Treatment Plant EIR, Cloverdale
Regency Court Subdivision EIR, El Cerrito
Chateau Le Roi Winery EIR, Gyserville, Sonoma County

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JAMES A. MARTIN
SUMMARY OF QUALIFICATIONS AND EXPERIENCE

Education

B.S. in Biology, 1981, University of California at Berkeley
B.A. in Art Practice, 1981, University of California at Berkeley

Experience

1983 - Date ENVIRONMENTAL COLLABORATIVE, Emeryville, California. **Principal**. Principal of environmental consulting and natural resource management firm with office located in Emeryville, California. Providing environmental consulting, planning, research, and documentation for both public and private sectors, specializing in biological and wetland resource assessment and management services. Biological and wetland services include assessments for proposed development applications and transportation plans, preparation of habitat conservation and mitigation plans, and consultation with jurisdictional agencies.

Involved in preparation of over 200 environmental assessments, mitigation plans, planning studies, and related documentation. These include county and city general plans, specific plans, new community plans, development applications for residential, commercial, and industrial uses, public facility assessments, and open space and natural resource management plans. Mr. Martin has also served as vegetation specialist for two geologic hazard abatement districts in Contra Costa County, collectively overseeing vegetation management of over 3,000 acres of open space.

1983 ENGINEERING-SCIENCE, Berkeley, California. **Environmental Scientist**. Responsible for data gathering and analysis, preparation of environmental assessments and documents.

1981 - 1983 LARRY SEEMAN ASSOCIATES, Berkeley, California. **Environmental Analyst**. Responsible for preparation of environmental documents and supervision of environmental studies for sites located throughout northern California. Experience included research and data collection, field surveys and reconnaissance, report preparation and review, project management and personnel coordination.

1981 U.S. FOREST SERVICE, Pacific Southwest Forest & Range Experiment Station, Berkeley, California. **Research Technician**. Involved in data collection and analysis, related primarily to use of ornamental vegetation in urban settings.

1979 UNIVERSITY OF CALIFORNIA, Los Angeles, Department of Geology. **Field Assistant**. Conducted vegetation analysis of California north coast sage scrub vegetation type.

STATEMENT OF QUALIFICATIONS

2008

CLEARWATER HYDROLOGY

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FIRM CAPABILITIES

Clearwater Hydrology offers consulting hydrology and water resources engineering services to municipalities, water management and flood control districts, private developers, engineering, ecological and planning firms, and public interest groups. The firm's engineering and earth sciences staff specializing in engineering hydrology, hydrogeology, estuarine and riverine hydraulics, fluvial geomorphology and stream and habitat restoration science provide expert technical services and environmental assessments, CEQA analysis and EIR support in the following areas:

Stream stabilization and restoration, including flow frequency assessment, development of hydraulic geometry relationships, sediment transport analysis, design of structural and biotechnical bank stabilization measures, fish passage design and application of the principles of hydraulic engineering and fluvial geomorphology to the design of restored channel reaches with stable channel cross-sections and functional low flow channels and floodplains.

Stormwater drainage analysis and design, including rainfall, peak flow and runoff volume assessments for urbanizing areas; hydraulic analysis and design of culvert and storm drain systems; and design of engineering measures for peak flow reduction and water quality enhancement (e.g. infiltration trenches, vegetated swales, in-line contaminant trapping systems, stormwater detention basins and other BMPs).

Flood assessments, flood modeling and flood control engineering design, including flood frequency analysis, evaluation of flood risk, flood water surface profile analysis and floodplain boundary delineation, sediment transport and bridge scour analysis and design of engineering measures for flood control (e.g. small reservoirs, flood bypass systems, stormwater detention basins, channel modification and floodproofing measures).

Watershed hydrologic analysis, including evaluation of rainfall, infiltration, runoff and snowmelt, erosion, sedimentation and fluvial geomorphological processes in wildland settings under a range of applied land use conditions, such as timber harvesting, grazing and vegetation management activities.

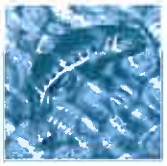
Water quality assessment, protection and Low Impact Development (LID), including collection of water samples for lab analysis, analysis of data and report writing, mitigation measures to limit impacts to water quality from urban development and design of LID features (e.g. biofiltration swales) to limit site runoff and treat urban stormwater.

Hydrodynamic, mixing, and transport modeling, including one-, two- and three-dimensional modeling of river flow, stream flow, reservoir circulation, and tidal circulation in lagoons and estuaries under a range of meteorological and inflow forcing conditions for analysis of flooding area, dead zones, sediment transport, stratification, and water quality concerns related to salinity, dissolved oxygen, temperature, contaminants, and nutrients.

Wetland hydrologic analysis and delineation of wetlands under Corps regulatory jurisdiction: well installation and shallow groundwater monitoring, site water balance modeling, computation/assessment of "ordinary high water" in drainage channels, and preparation of Department of the Army, CA. Dept. of Fish and Game and CA. Regional Water Quality Control Board permit application packages.

Seasonal wetland and salt/brackish marsh mitigation and restoration plans, including excavation and grading plans, water balance studies, ponding depth-duration-frequency relationships, tide frequency analysis, real-time monitoring of tide cycles, tidal and site benchmark surveys, computer simulation of site ponding and tidal inflows/outflows, and hydraulic design of regulating structures (e.g. weirs, culverts or levee breaches) for stormwater or tidal inflows and outflows.

William Vandivere
P.E., Principal



CLEARWATER HYDROLOGY
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William B. Vandivere, P.E. (a.k.a. Fanshen) is a CA.-registered civil engineer (#35613) and has been consulting in the fields of hydrology and water resources engineering in the SF Bay area since 1980. He received his B.S. in Civil Engineering (Water Resources) from the University of Illinois at Urbana in 1975 and an M.S. in Watershed Management (Hydrology) from the University of Arizona- Tucson in 1980. Mr. Vandivere has acted as Principal of Clearwater Hydrology, a hydrology and water resources consulting firm now based in Berkeley, since 1993. Prior to starting CH, he directed the hydrology and water resources division at H.T. Harvey & Associates in Alviso,CA. (1988-1993). While employed at HT Harvey, he worked closely with staff wildlife biologists and botanists on multidisciplinary habitat mitigation and restoration projects. From 1981 to 1986 he was an associate with Philip Williams & Associates, Ltd. (PWA) in San Francisco.

During the last 20 years, Mr. Vandivere has developed a strong specialization in the allied areas of fluvial geomorphology, stream stability/restoration, fish passage enhancement and wetland/seasonal pond restoration design. He has designed and supervised field construction of over thirty stream stabilization and restoration projects, since 1989. From November 1996 through February 1999, Clearwater Hydrology was retained by the CA. Regional Water Quality Control Board and the San Mateo County Resource Conservation District to provide engineering hydrologic design and construction supervision services on all stream restoration projects in the Pilarcitos Creek Watershed in Half Moon Bay, under the auspices of the Pilarcitos Creek Restoration Trust. Mr. Vandivere has also completed hydrologic designs for numerous seasonal, tidal and muted tidal wetland restoration projects throughout the San Francisco Bay area, including the first seasonal wetland mitigation bank accepted for implementation by the U.S. Army Corps of Engineers in Santa Rosa and the 640-acre Baumberg Tract tidal restoration in Hayward for the CA. Dept. of Fish and Game.

Mr. Vandivere has conducted numerous drainage and flooding analyses for public and private clients in the San Francisco Bay area. He has provided expert witness testimony in cases involving channel maintenance and stabilization, hydraulic behavior of floodflows, wetland hydrogeology, stormwater drainage, and septic system performance. He has also conducted the hydrology, drainage and water quality sections for more than 50 EIR's and prepared numerous CEQA documents and environmental assessments.

Fanshen derives from the Chinese word that has twin meanings: as the term used to describe the totality of the cultural revolution in Maoist China, or simply "revolution"; and as an agricultural metaphor, "to turn the soil for new growth". This name was given to William by his teacher, Mursshud Van Merlin, a Zen meditation master and guide of the Sufi Way. Mursshud and Murshida Rudi Kadre are directors of Liberty Advance, a center for yoga, meditation and the healing arts in eastern San Diego County.

WILLIAM B. VANDIVERE, P.E. (Cont'd)

Education

1980- M.S. Watershed Management, University of Arizona, Tucson

1975- B.S. Civil Engineering (Water Resources), University of Illinois, Urbana

Post-Graduate Training

- Short Course in Applied Fluvial Geomorphology, Wildland Hydrology Consultants, Pagosa Springs, CO 1991.
- Short Course in "Wetland Soils and Hydrology", Wetland Training Institute, Seattle, WA., 1990.
- Short Course in "River Mechanics", Colorado State University, Department of Civil Engineering, 1985.

Selected Publications

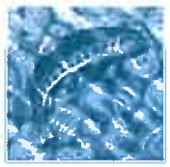
Hydrologic Analysis of the Colorado River Floods of 1983 (co-authored with P. Vorster). GeoJournal, Vol. 9, No.4, 1984.

Sediment Yield Prediction for Black Mesa Coal Spoils (co-authored with M.M. Fogel and L.H. Heckman). Presented at the 1979 Winter Meeting of the American Society of Agricultural Engineers, New Orleans, LA, December 14, 1979.

Uncertainty in Sedimentation Pond Design (co-authored with D.R. Davis). Presented at the 1979 Winter Meeting of the American Society of Agricultural Engineers, New Orleans, LA, December 12, 1979.

Impact of Development on Stream Flows (co-authored with P.D. Trotta and J.J. Rogers). Proceedings of the Arizona Section, American Water Resources Association, Vol. 9, Tucson, AZ 1979.

Brent Zacharia
M.S.E., EIT
Water Resources Engineer



CLEARWATER HYDROLOGY
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Brent Zacharia is a water resource engineer who joined Clearwater Hydrology in February 2005. He received his B.S. in Environmental Studies from the University of California, Santa Barbara in 1997 and an M.S.E. in Civil and Environmental Engineering (Water Resources and Hydrology) from the University of Washington, Seattle in 2004. Brent was employed as a graduate research assistant during a portion of his graduate studies. He also worked for Parametrix, Inc. (2003-2005), a consulting firm specializing in many areas of civil engineering. At Parametrix, he worked on stream restoration projects involving passage of andronomous fish. Prior to returning to graduate school, Brent was employed at WRA (formerly Wetlands Research Associates, San Rafael, CA), from 2000-2002, as a wetland biologist/scientist.

While employed at WRA, Brent worked with Clearwater Hydrology monitoring stream restoration sites in Sonoma County. He performed wetland delineations and conducted site assessments in both freshwater and tidal systems. He also prepared numerous permit applications. Brent has written sections for Habitat Conservation Plans (HCP), developed wetland and riparian mitigation and monitoring plans, and written monitoring reports. Brent also gained experience in designing mitigation wetlands and amphibian breeding ponds and the preparation of construction documents with AutoCAD.

Projects Brent worked on at Parametrix ranged from stream restoration to stormwater management. He developed models using HEC-RAS to evaluate floodplain studies; sized LID stormwater facilities; and completed non-point source pollution studies associated with a planned monorail system in Seattle. He wrote stormwater pollution prevention plans (SWPPP) and completed associated NPDES permit applications. Brent also developed stormwater monitoring plans for Sea-Tac International Airport and monitored construction activities and associated best management practices (BMP) for the Sea-Tac third runway project; including the dewatering of a stream for relocation.

Brent's current experience at CH includes field surveys, topographic surveys using a Total Station, hydraulic, geomorphic and environmental assessments, hydraulic modeling and the design of stream and seasonal pond mitigation and restoration projects in Marin, Alameda, Lake, Napa, Contra Costa, Santa Cruz and Santa Clara Counties. Stream designs were developed using AutoCAD 2007 and range from biotechnical bank stabilization to the construction of step-pools in high-gradient streams in order to create stable channel forms where instabilities exist. He has designed stream restoration projects involving the removal of culverts and construction of stable channel forms. Brent has also investigated improving fish passage through a concrete-lined segment of Arroyo Corte Madera del Presidio by incorporating baffles and weir structures to increase flow depth at accepted design flow rates.

BRENT ZACHARIA, M.S.E. (cont'd)

Wetland and seasonal pond design include water balance analysis and the sizing and detailing of spillways appropriate to the local environment. Brent has supervised the construction of his restoration designs and monitored post-construction stream and seasonal pond restoration sites, including surveying of channel form and visual assessment of the projects stability. He also has extensive experience performing site assessments and writing water quality and hydrology sections for EAs (environmental assessment), EIRs (environmental impact report) and CEQA (California Environmental Quality Act) analysis documents for projects ranging from the Bay Area to the Sierra Nevada foothills.

Education

2004- M.S.E. Civil and Environmental Engineering (Water Resources and Hydrology), University of Washington, Seattle

1997- B.S. Environmental Studies, University of California, Santa Barbara

Certification

Engineer in Training (EIT), 2004. WA Cert. #26867

Short Course Training

Hydrologic and Geomorphic Processes in Stream Restoration, UC Berkeley Extensions, 2002.

Nick Martin
M.S.,Hydrologist

CLEARWATER HYDROLOGY
Consultants in Hydrology and Water Resources
2974 Adeline St. Berkeley, CA 94703
Tel. (510) 841-1836 Fax: (510)841-1610

Nick Martin is a hydrologist who joined Clearwater Hydrology (CH) in May 2006. He received his B.S. in Geophysics from Virginia Tech in 1999 and an M.S. in Hydrogeology from Stanford University in 2004. Nick was employed as a research assistant during his graduate studies at Stanford. Prior to starting at CH, he was a scientist at Flow Science Incorporated (2004 – 2006).

As a research assistant at Stanford University, Nick studied the physical processes of stream flow and sediment deposition that generate groundwater aquifers in alluvial depositional systems. As part of his research, he created a computer program that simulates two-dimensional, depth-averaged fluid flow in rivers, streams, and shallow estuaries. In addition, he developed a numeric method to represent advection and transport in two- and three- dimensional computer models. This method also provides a particle tracking solution for velocity field analysis.

While employed at Flow Science Incorporated, Mr. Martin conducted three-dimensional, computer modeling studies of fluid hydrodynamics and water quality in reservoirs, estuaries, and oceans. These studies include detailed analyses of hydrodynamics, mixing, and density stratification in Moss Landing Harbor, Elkhorn Slough, and Agua Hedionda Lagoon. Temperature and salinity gradients, both horizontal and vertical, as well as the interaction of seawater and freshwater were of special concern in these lagoon and estuary projects. For other projects, he analyzed mixing, water quality and nutrient cycling in storage reservoirs. All of these projects involved the analysis of meteorological, hydrodynamic, and water quality time series data. Many of these studies were incorporated in EAs, EIRs, and CEQA analysis documents as technical appendices.

Nick's current experience at CH includes field surveys, flooding studies, hydraulic and geomorphic assessments, and the design of restoration projects in the San Francisco Bay Area. He conducted these activities for the Liecty Property (Oakland, CA), Palmaz Vineyard (Napa County), Matsuoka Property (Sacramento, County), and Sunol Valley Golf Course (Alameda County). Studies and assessments employed ArcGIS for spatial analysis as well as HEC-RAS and HEC-HMS for hydraulic and hydrologic analysis. Restoration designs were developed using AutoCAD and range from biotechnical bank stabilization to the construction of step-pools to create stable channel forms where instabilities exist. Nick has supervised construction of channel restoration projects in Orinda (Montanera), Napa (Palmaz Vineyard) and the BarX Ranch in Middletown, and monitored post-construction stream restoration sites, including surveying of channel form and visual assessment of project stability.

NICK MARTIN, M.S. (cont'd)

Education

2004- M.S. Hydrogeology (Geological and Environmental Sciences), Stanford University, Palo Alto, CA.

1999- B.S. Geophyics, Virginia Tech, Blacksburg, VA.

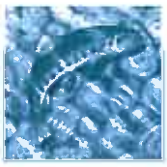
Selected Publications

MOD_FreeSurf2D: A MATLAB surface fluid flow model for rivers and streams (co-authored with S. Gorelick). Computers & Geosciences, v. 31, 2005.

Semi-analytical method for departure point determination (co-authored with S. Gorelick). International Journal for Numerical Methods in Fluids, v. 47, 2005.

Maggie McKeon

M.S. Environmental Engineering



CLEARWATER HYDROLOGY
Consultants in Hydrology and Water Resources
2974 Adeline St. Berkeley, CA 94703
Tel: (510) 841-1836 Fax: (510)841-1610

Maggie McKeon is an environmental engineer who joined Clearwater Hydrology (CH) in June 2007. She received a B.A. in Physics from Amherst College in 2005 and an M.S. in Environmental Engineering from the University of California, Berkeley in 2006.

As a graduate student at UC-Berkeley, Maggie studied river restoration and environmental fluid mechanics. As part of her studies, she examined a restored urban creek in Richmond, CA and appraised the success of the restoration. As part of an independent study she examined the stratification of a lagoon in Marin County and created a 1-D mixing model to estimate the mixing period under wind shear forcing.

Maggie's current experience at CH includes EIR site assessments, topographic surveys using a Total Station, planting plans, and restoration design plan revisions. She conducted these activities for Garden's Gate Property (Ukiah, CA), Napa Valley College Project (Napa, CA), American Canyon Creek Project (American Canyon, CA), and Valley Oaks Project (Lake County, CA). Restoration design plans revisions were made using AutoCAD 2007.

Education

2006 – M.S. Environmental Engineering, UC-Berkeley, Berkeley, CA

2005 – B.A. Physics, Amherst College, Amherst, MA

Uzoma Nwakuche
LLB; MBA
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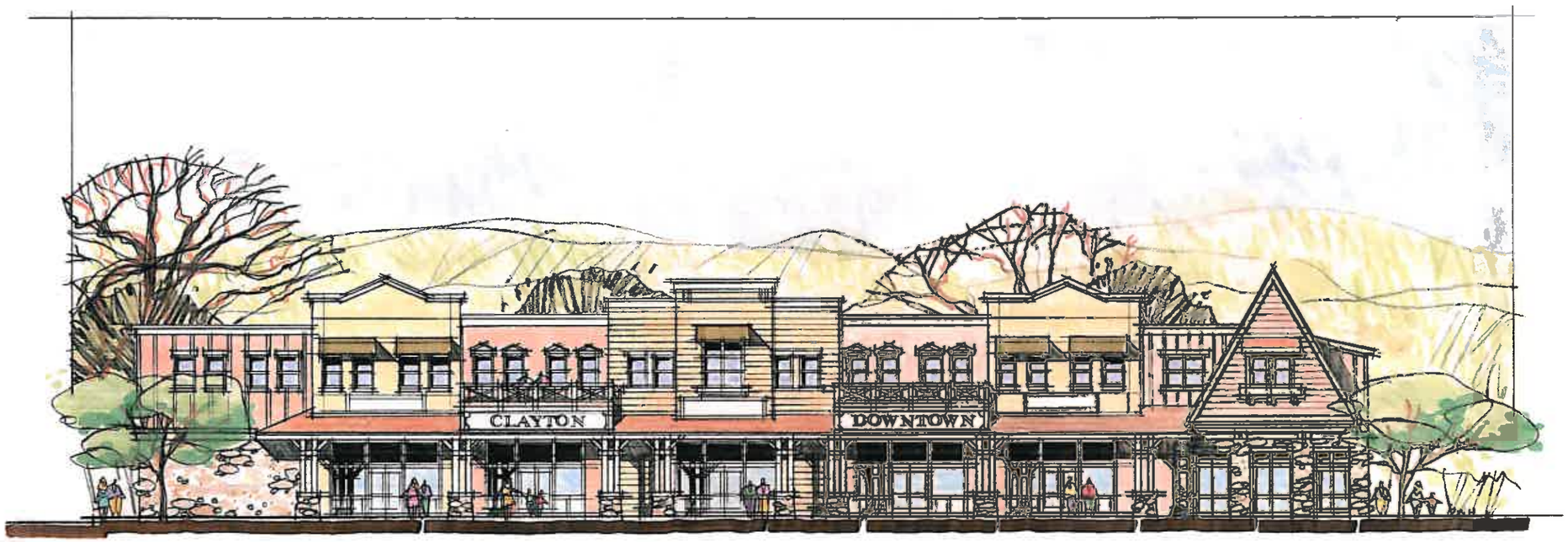
FX: 925.955.1622

Received
JAN 04 2008
City of Clayton



OAK STREET EXTERIOR ELEVATION

0 10 20 40

CLAYTON DOWNTOWN MIXED-USE

Clayton, California

#	REVISIONS	DATE
1		
2		
3		
4		

KTGY GROUP, INC
ARCHITECTURE PLANNING
17802 MITCHELL SOUTH
IRVINE, CALIFORNIA 92614
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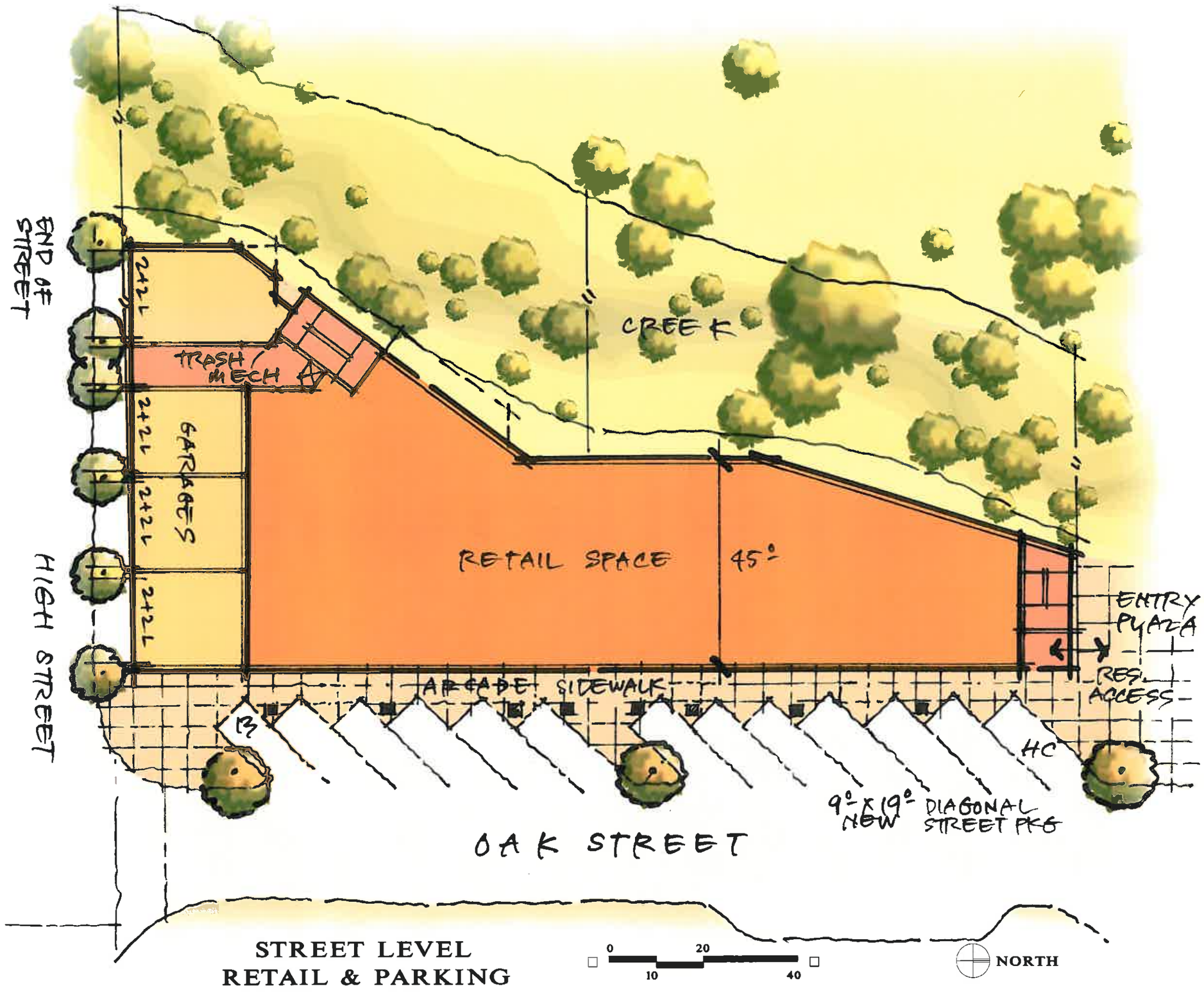

STREET LEVEL
RETAIL & PARKING

CLAYTON DOWNTOWN MIXED-USE

Clayton, California

#	REVISIONS	DATE
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4		

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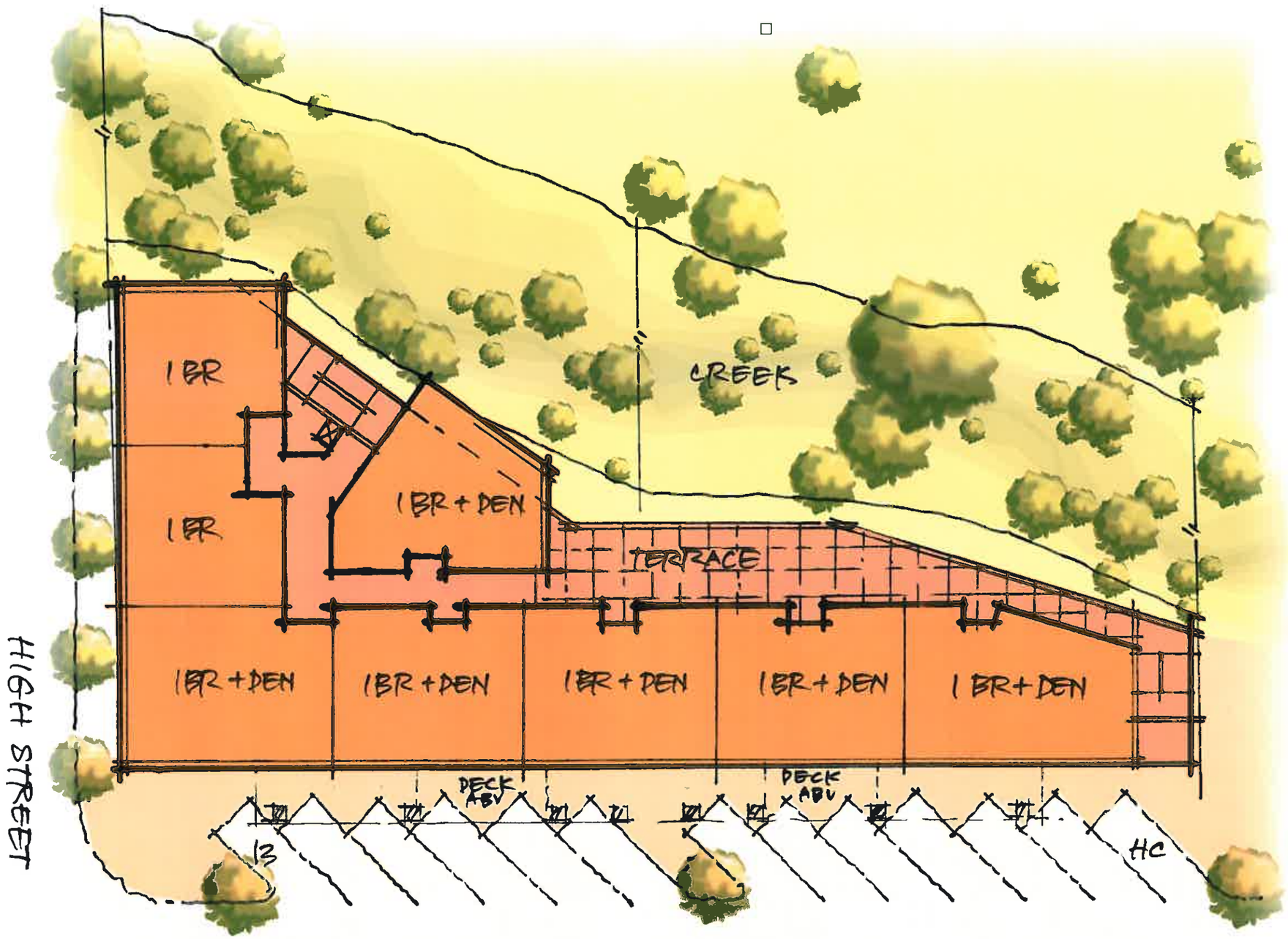

RESIDENTIAL LEVEL 2ND FLOOR

0 20 10 40

NORTH

CLAYTON DOWNTOWN MIXED-USE

Clayton, California

#	REVISIONS	DATE
1		
2		
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4		

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01.04.08

Agenda Date: 1/15/08
Agenda Item: 9b

CITY OF CLAYTON
Founded 1857 ... Incorporated 1964

Approved:

Gary A. Napper
City Manager/Executive Director

STAFF REPORT

TO: **HONORABLE MAYOR AND COUNCILMEMBERS**

FROM: **J. DANIEL ADAMS, CITY ATTORNEY**

DATE: **JANUARY 10, 2008**

SUBJECT: **PROPOSED ORDINANCE 413**

RECOMMENDATION

1) Receive report from staff, 2) Receive Public Comment, 3) Adopt a Motion to have the City Clerk read Ordinance No. 413 by title and number only and waive further reading, and 4) Following the City Clerk's reading, adopt a motion approving Ordinance 413 for Introduction and First Reading.

BACKGROUND

During a recent Council Meeting inquiry was made as to whether the City may recover interest on unpaid fines. Collection of interest is an accepted and recognized business practice and a stimulant to the timely payment of obligations. Staff reviewed this issue and although the City's Master Fee Schedule provides for the recovery of interest, it was felt that inclusion of provisions in the Clayton Municipal Code would provide better notice and enhance the ability to timely collect these and other outstanding obligations owed to the City. The proposed ordinance adds provisions to our Code which provide for the collection of interest on outstanding fines, penalties and other liquidated obligations owed to the City that are not paid within thirty days. The proposed new Code provisions provide for the collection at the maximum permissible legal rate in effect at the time the obligation arises so that if state or federal law changes the maximum amount recovered, the ordinance (Code) will not require amendment.

FISCAL IMPACT

Unknown in amount, but should encourage prompt payment of outstanding obligations while also ensuring revenue due the City does not diminish in lost value due to untimely payment.

CONCLUSION

For the reasons set forth above, staff recommends that the proposed ordinance be approved for introduction and first reading and ultimately adopted.

Attachment: Ordinance No. 413 [3 pp.]

JDA:lac
JDA:Clayton Staff Reports

ORDINANCE NO. 413

AN ORDINANCE AMENDING TITLE 1 OF THE CLAYTON MUNICIPAL CODE BY AMENDING CHAPTER 1.18 ENTITLED ADMINISTRATIVE CITATIONS, CHAPTER 1.20 ENTITLED GENERAL PENALTY AND ADDING CHAPTER 1.25 ENTITLED INTEREST ON OUTSTANDING OBLIGATIONS

THE CITY COUNCIL
City of Clayton, California

THE CITY COUNCIL OF THE CITY OF CLAYTON, CALIFORNIA, DOES HEREBY ORDAIN AS FOLLOWS:

Section 1 Amendment of Title 1, Chapter 1.18 of the Clayton Municipal Code

Title 1, Chapter 1.18, Section 1.18.030 of the Clayton Municipal Code is amended to read in its entirety as follows:

"1.18.030 Payment of Administrative Fines. The administrative fines shall be paid to the City within thirty (30) days after the administrative citation is issued, unless a request for hearing pursuant to Section 1.18.040 is filed in a timely manner. If an administrative fine remains unpaid in whole or in part after thirty (30) days, interest shall accrue on the unpaid amount calculated commencing on the thirty-first date at the highest permissible rate under the law. This interest shall be in addition to any late payment charges set forth in the Clayton Master Fee Schedule."

Title 1, Chapter 1.20, Section 1.20.010 of the Clayton Municipal Code is amended by adding paragraph H as follows:

"H. If any fine or penalty imposed for the violation of any provision of this Code remains unpaid in whole or in part after thirty (30) days following its imposition, interest shall accrue on the unpaid amount calculated at the highest permissible rate under the law. This interest shall be in addition to any late payment charges set forth in the Clayton Master Fee Schedule."

Title 1 is further amended by adding Chapter 1.25 entitled Interest on Outstanding Obligations. The new Chapter shall read as follows:

"Chapter 1.25. Interest on Outstanding Obligations.

Section 1.25.010 Interest on Obligation. With regard to any liquidated obligation to the City, interest at the highest permissible rate under the law shall accrue on the obligation commencing thirty (30) days after it is first billed to the obligor."

Section 2 Action to Challenge This Ordinance

Any action or proceeding to attack, review, set aside, void or annul this ordinance must be commenced and the service made on the City no later than ninety (90) days after its effective date.

Section 3 Conflicting Ordinances Repealed

Any ordinance or part thereof, or regulations in conflict with the provisions of this ordinance, are hereby repealed. The provisions of this ordinance shall control with regard to any provision of the Clayton Municipal Code that may be inconsistent with the provisions of this ordinance.

Section 4 Severability

If any section, subsection, sentence, clause or phrase of this ordinance is for any reason held to be invalid or unconstitutional by the decision of any court of competent jurisdiction, such decision shall not affect the validity of the remaining portions of this ordinance. The City Council has declared that it would have passed this ordinance and each section, subsection, sentence, clause or phrase thereof irrespective of the fact that any one or more section, subsection, sentence, clause or phrase thereof be declared unconstitutional, invalid or ineffective.

Section 5 Effective Date and Publication

This ordinance shall become effective thirty (30) days from and after its passage. Within fifteen (15) days after the passage of the ordinance, the City Clerk shall cause it to be posted in three (3) public places heretofore designated by resolution of the City Council for the posting of ordinances and public notices.

The foregoing Ordinance was introduced at a regular meeting of the City Council of Clayton, California held on the 15th day of January, 2008.

PASSED, ADOPTED AND ORDERED posted at a regular public meeting of the City Council of Clayton, California on _____, by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

THE CITY COUNCIL OF CLAYTON, CA

_____
Gregory J. Manning, Mayor

ATTEST:

_____
Laci J. Jackson, City Clerk

APPROVED AS TO FORM:

_____
J. Daniel Adams, City Attorney

APPROVED AS TO ADMINISTRATION:

_____
Gary A. Napper, City Manager

* * * * *

I hereby certify that the foregoing Ordinance was duly introduced at a regular public meeting of the City Council of Clayton, California held the _____ and was duly adopted, passed and ordered posted at a regular public meeting of the City Council held on _____.

_____
Laci J. Jackson, City Clerk

Agenda Date: 1/15/08

Agenda Item: 4a RDA

MINUTES
OF THE
REGULAR MEETING

CLAYTON REDEVELOPMENT AGENCY

December 18, 2007

1. **CALL TO ORDER & ROLL CALL** - the meeting was called to order at 6:33 p.m. by Chairman Stratford in the Library Community Room, 6125 Clayton Road, Clayton, CA. Boardmembers present: Chairman Stratford, Vice Chairman Shuey, Board Members, Manning, Walcutt and Pierce. Staff present: Executive Director, Secretary, and General Counsel.

2. **CLOSED SESSION- 6:34 p.m.**

On call by Chairman Stratford, the Board adjourned into Closed Session for the following stated purpose:

(a) *Government Code Section 54956.8*, Conference with Real Property Negotiator

1. Real Property: 280 Stranahan Circle (APN 119-620-041-2).
   Instructions to Agency negotiator, Executive Director Gary Napper.
   Negotiating Party: Elia R. Bamberger

6:50 p.m. Report out from Closed Session: Chairman Stratford reported the Board gave direction to the Real Property Negotiator.

3. **CONSENT CALENDAR – It was moved by Boardmember Manning, seconded by Boardmember Pierce to approve the Consent Calendar as submitted (5-0 vote).**

(a) Approved the minutes of the Board's regular meeting of December 4, 2007.

4. **PUBLIC COMMENTS ON NON-AGENDA ITEMS-** None.

5. **BOARD ITEMS- None.**

6. **ADJOURN** – on call by Chairman Shuey the meeting adjourned at 6:51 p.m.

Respectfully submitted,

Laci J. Jackson, Secretary

Clayton Redevelopment Agency Board

Ross "Hank" Stratford, Chairman

CITY OF CLAYTON

Agenda Date: 1/15/08

Agenda Item: 4b RDA

Approved:

Gary A. Napper
City Manager/Executive Director

STAFF REPORT

TO: HONORABLE BOARD OF DIRECTORS

FROM: MERRY PELLETIER

DATE: January 15, 2008

SUBJECT: AUDIT REPORT FOR FISCAL YEAR ENDING JUNE 30, 2007 (FY '06-'07)

RECOMMENDATION

Accept the unqualified Audit Report for the Redevelopment Agency of the City of Clayton-Basic Financial Statements and Independent Auditors' Reports for fiscal year ending June 30, 2007 prepared by Moss, Levy & Hartzheim.

BACKGROUND

The Agency's Audit report was not completed until January 2008, therefore the Annual Report of Financial Transactions was sent to the State Controller's Office independently. Once the Audit report is approved by the Board the appropriate copies will be forwarded to the State Controller's Office. The audit went fairly well considering this was the first year with a new auditing firm. This was also the first year that we have opted to prepare the financial reports in-house with the help of a consultant. This decision was made to provide a better separation of duties between the audit team looking at the Agencies financial transactions and the actual report itself. It took much longer to prepare the report than we had anticipated, however next year should go much smoother and we are confident that the reports will be completed in December. The reporting format includes a management discussion and analysis for the Agency's financial statements that are intended to serve as an introduction to the Agency's basic financial statements. A statement of net assets and a statement of activities and changes in net assets are also included that presents information on all the Agency's assets and liabilities, with the difference between the two reported as net assets. Over time, increases or decreases in net assets may serve as a useful indicator or whether the financial position of the Agency is improving or deteriorating.

FISCAL IMPACT

None

CONCLUSION

Accept the unqualified Audit Report for the Redevelopment Agency of the City of Clayton-Basic Financial Statements and Independent Auditors' Reports for fiscal year ending June 30, 2007 prepared by Moss, Levy & Hartzheim.

Respectively submitted,

Merry Pelletier
Finance Manager

Attachments:
Redevelopment Agency Basic Financial Statements and Independent Auditors' Report.

Clayton Redevelopment Agency
Clayton, California

Basic Financial Statements and
Independent Auditors' Report

For the fiscal year ended June 30, 2007

Clayton Redevelopment Agency
Table of Contents
June 30, 2007

	Page
Independent Auditors' Report	3
Management's Discussion and Analysis	5
Basic Financial Statements:	
Government-wide Financial Statements:	
Statement of Net Assets	12
Statement of Activities	13
Governmental Funds Financial Statements:	
Balance Sheet	15
Reconciliation of the Governmental Funds Balance Sheet to the Government-wide Statement of Net Assets	16
Statement of Revenues, Expenditures and Changes in Fund Balances	17
Reconciliation of the Governmental Funds Statement of Revenues, Expenditures and Changes in Fund Balances to the Government-wide Statement of Activities	18
Notes to Basic Financial Statements	20
Supplementary Information:	
Budgetary Information	32
Independent Auditor's Report on Internal Control over Financial Reporting and on compliance and other matters based on an Audit of Financial Statements Performed in Accordance with Government Auditing Standards	36

MOSS, LEVY & HARTZHEIM LLP
CERTIFIED PUBLIC ACCOUNTANTS

PARTNERS:
RONALD A. LEVY, C.P.A.
CRAIG A. HARTZHEIM, C.P.A.
HADLEY Y. HUI, C.P.A.
Consultant:
ROBERT M. MOSS (Retired C.P.A.)

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BEVERLY HILLS, CA 90210
PHONE: (310) 273-2745
FAX: (310) 273-1689
EMAIL: mlhbh@mlhcpas.com

INDEPENDENT AUDITOR'S REPORT

Members of the Board of the Clayton Redevelopment Agency
Clayton Redevelopment Agency
Clayton, California

We have audited the accompanying financial statements of the governmental activities and each major fund of the Clayton Redevelopment Agency (Agency), a component unit of the City of Clayton, California, as of and for the fiscal year ended June 30, 2007, which collectively comprise the Agency's basic financial statements, as listed in the table of contents. These financial statements are the responsibility of the Agency's management. Our responsibility is to express opinions on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Governmental Auditing Standards* issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance as to whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinions.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the Clayton Redevelopment Agency as of June 30, 2007, and the respective changes in the financial position thereof for the fiscal year then ended, in conformity with accounting principles generally accepted in the United States of America.

The Management's Discussion and Analysis on pages 4 through 8 is not a required part of the Agency's basic financial statement but is supplementary information required by the Governmental Accounting Standards Board. We have applied certain limited procedures which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit the information and express no opinion on it.

In accordance with *Government Auditing Standards*, we have also issued our report dated XXXX, 2007, on our consideration of the Agency's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control on financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting and compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audit.

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Agency's basic financial statements. The budgetary comparison schedules of the Capital Projects Fund, Low/Moderate Capital Projects Fund, and Debt Service Fund are presented for purposes of additional analysis and are not a required part of the basic financial statements. The budgetary comparison schedules of the Capital Projects Fund, Low/Moderate Capital Projects Fund, and Debt Service Fund have been subjected to the auditing procedures applied in our audit of the basic financial statements and, in our opinion, is fairly presented, in all material respects, in relation to the basic financial statements taken as a whole.

Moss, Levy & Hartzheim, LLP
Beverly Hills, California
XXXXX, 2007

Clayton Redevelopment Agency
Management's Discussion and Analysis
For the year ended June 30, 2007

The discussion and analysis of the Clayton Redevelopment Agency's (Agency) financial performance provides an overall review of the Agency's financial activities for the fiscal year ended June 30, 2007. The intent of this discussion and analysis is to look at the Agency's financial performance as a whole. Readers should also review the basic financial statements to enhance their understanding of the Agency's financial performance.

FINANCIAL HIGHLIGHTS

- The assets of the Agency were less than the liabilities at the close of the most recent fiscal year by $4,263,249 This total deficit was reduced by $2,538,203 during the fiscal year. The Agency typically issues debt to acquire or construct capital assets which it turns over to the City or other agencies. As a result, the Agency records the debt but has no corresponding assets. Debt payments are made by future revenues.
- As of the close of the current fiscal year, the Agency reported combined ending fund balances of $6,548,271, an increase of $1,207,940 from the prior year. Approximately 55.9% of the total fund balance (compared to 32.4% for the prior year) is reserved for low and moderate income housing developments and programs ($3,662,148). An additional 10.7% (compared to .7%) is reserved for approved capital projects ($698,570). Another 17.8% (compared to 13.8%) is reserved for debt service ($1,167,758), and 15.6% is reserved for land held for resale ($1,019,795).
- The Agency's long-term liabilities decreased by $1,200,000 to $13,895,000.

OVERVIEW OF FINANCIAL STATEMENTS

This discussion and analysis is intended to serve as an introduction to the Agency's basic financial statements. The Agency's basic financial statements comprise three components: 1) government-wide financial statements, 2) fund financial statements and 3) notes to the financial statements. This report also contains other required supplementary information in addition to the basic financial statements themselves.

The Agency is a component unit of the City of Clayton, which is the primary government and issues a Basic Financial Statements that includes the Agency's financial Statements.

Government-wide Financial Statements

The Government -wide financial statements consist of a Statement of Net Assets and a Statement of Activities. These statements are designed to provide readers with a broad overview of the Agency's finances. They provide information about the activities of the Agency as a whole and present a longer-term view of the Agency's finances.

The *statement of net assets* presents information on all of the Agency's assets and liabilities, with the difference between the two reported as *net assets*. Over time, increases or decreases in net assets may serve as a useful indicator of whether the financial position of the Agency is improving or declining.

The *statement of activities* presents information showing how the Agency's net *assets* changed during the most recent fiscal year. All changes in net assets are reported as soon as the underlying event giving rise to the change occurs, *regardless of the timing of related cash flows*. Thus, revenues and expenses are reported in this statement for some items that will only result in cash flows in future fiscal periods.

All of the Agency's activities are considered to be governmental in nature and, as a result, no business-type activities are reported in these statements. Governmental activities are those that are principally supported by taxes and intergovernmental revenues. For the Agency, governmental activities consist of fostering vitality in the Clayton Downtown and improving, preserving and supporting the development of quality affordable housing throughout the City.

Fund Financial Statements

A *fund* is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The Agency, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. Fund financial statements also report the Agency's operations in more detail than the Agency-wide statements by providing information about the Agency's most significant funds. All the Agency's funds are governmental funds. The Agency Board adopts an annual appropriated budget for each fund.

Notes to the Financial Statements

The *notes* provide additional information that is essential to a full understanding of the data provided in the Agency-wide and fund financial statements. The notes to the financial statements follow the basic financial statements.

GOVERNMENT-WIDE FINANCIAL ANALYSIS

Net assets can serve over time as a useful indicator of the Agency's financial position. At June 30, 2007, the Agency's assets were less than the liabilities by $4,263,249. The following table displays a year-to-date summary.

Statement of Net Assets

	June 30, 2007	June 30, 2006
Current and other assets	$ 5,687,853	$ 3,289,788
Non-current assets	4,879,357	5,996,678
Restricted assets	187,000	200,000
Total Assets	10,754,210	9,486,466
Current liabilities	1,122,459	1,304,907
Long-term liabilities	13,895,000	15,155,000
Total Liabilities	15,017,459	16,459,907
Net Assets:		
Restricted	(4,263,249)	(6,973,441)
Total Net Assets	$ (4,263,249)	$ (6,973,441)

Statement of Activities

	June 30, 2007	June 30, 2006	Percentage Change
Revenues:			
Program Revenues:			
Operating grants and contributions	$ -	$ 342,646	- 100.0%
General Revenue:			
Property taxes	5,223,459	4,725,445	10.5%
Investment earnings	184,166	187,551	- 1.9%
Miscellaneous	-	417	- 100.0%
Total revenues	5,407,625	5,256,059	2.8%
Expenses:			
Community service and facilities	10,825	-	100.0%
Planning and development	783,216	1,090,471	-28.2%
Interest on long term debt	770,381	830,536	-7.2%
Total expenses	1,564,422	1,921,007	-18.5%
Transfers to the City of Clayton	(1,305,000)	(2,128,130)	- 38.6%
Changes in net assets	2,538,203	1,206,922	110.3%
Net assets beginning of year, (as restated)	(6,801,452)	(8,180,363)	-16.9%
Net assets end of year	$ (4,263,249)	$ (6,973,441)	-38.9%

Property tax revenues increased due to increased property values. Investment income decreased due to a reduction in cash reserves caused by bond calls. Transfers to the City of Clayton decreased due to a decrease in the Capital Improvement budget expenditures.

FINANCIAL ANALYSIS OF THE AGENCY'S FUNDS

As noted earlier, the Agency uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. The focus of the Agency's funds is to provide information on near-term inflows, outflows, and balances of spendable resources. Such information is useful in assessing the Agency's financing requirements.

All of the Agency's funds were presented as major funds as follows:

Capital Projects Fund – This fund accounts for 80% of the redevelopment property tax increment revenue, $4,178,767, in project expenditures for the Agency's project area. This fund records the administrative expenditures required to support the Agency's capital projects and includes pass-through payments to other taxing entities and tax increment revenue shifted to the State Educational Revenue Augmentation Fund. This fund balance totaled $790,724 at June 30, 2007, compared to $476,454 as restated (see Note 8) a year earlier.

Projects completed during this fiscal year included the Pine Hollow Road improvements ($141,596) and a Pavement Rehabilitation project ($254,000). Additional funding was set aside for the Downtown Park ($622,682); Downtown entry signage project ($50,000); Marsh Creek Road Retaining Wall project ($320,000); Endeavor Hall Parking Lot project ($245,000); and a reduction in future Downtown Economic Development Projects (-$327,682).

Affordable Housing Program Fund –This fund accounts for 20% of the redevelopment property tax increment revenue, $1,044,692, as a set aside for affordable housing developments. This fund balance totaled $4,589,789 at June 30, 2007, compared to $3,715,192 as restated (see Note 8) a year earlier.

Redevelopment low and moderate income housing funds supported the Diamond Terrace Senior Housing Project with $200,000.

Debt Service Fund – This fund accounts for the Agency's series 1993, 1996A, and 1999 Tax Allocation Bonds debt service payments. Revenues are transferred from the Capital Projects Fund. This fund balance totaled $1,167,758 at June 30, 2007, compared to $1,148,685 a year ago.

DEBT ADMINISTRATION

Debt Service: The Agency issued Redevelopment Tax Allocation Bonds in 1993, 1996, and 1999 in the amount of $19,590,000. The proceeds from these bond issues have been used to fund various projects throughout the City. Principal and interest payments totaled $1,985,561 during 2006-07. The Clayton Redevelopment Agency tax increment cap of $55 million is net of the housing set aside and revenue sharing agreements. Through solid assessed value growth, the Agency will have collected approximately $38 million in tax increment against the cap through fiscal year 2007. Although this leaves $17 million to be collected under the cap, with a 4% assumed annual growth rate in assessed value the Agency will reach the cap in 2014. Therefore, all of the outstanding bonds should be defeased on or prior to 2014. To this end, the Agency called $665,000 in bonds in August of 2006, and has planned to call an additional $1,075,000 in August of 2007. By calling outstanding Agency bonds beginning in 2004, the Agency should stay in compliance with the increment cap test. A gradual bond retirement program is planned that will allow all of the outstanding bonds to be redeemed prior to the Agency reaching its $55 million tax increment cap. This plan will also allow the Agency to collect at least $600,000 of surplus revenues annually for administration and other uses over the next decade.

ECONOMIC FACTORS AND NEXT YEAR'S BUDGET

The Agency's actual revenues exceeded staff estimates by $633,105 during this past year. The increase is primarily due to real property sales occurring within the project area establishing higher (re)assessed valuations that form the basis for the levy of government property taxes. Since private property sales (or significant improvements thereof) establish higher (re)assessed valuations that form the basis for the levy of government property taxes, those monies then proportionally flow to the Clayton Redevelopment Agency as our share of the "tax increment".

In fiscal year 2007-2008, it is estimated the Agency will receive an annual gross tax increment revenue totaling $4,995,200 that is $309,748 less than originally budgeted. This reduction is primarily due to Supplemental Property Taxes that are not expected to be received until later in April and may be considerably less than in the prior year due to the down turn in property values and fewer sales. This total revenue projection only illustrates on paper what our Agency is allocated before tax increment is siphoned out for our pre-negotiated "pass throughs" to other taxing public entities within our jurisdiction (e.g. school district, community college district, etc.). The good news for our Redevelopment Agency is that we are not expected to contribute additional Educational Revenue Augmentation Fund (ERAF) shifts beyond the on-going underlying structural "shift" this year. During the last three years our Agency was forced to transmit a total of $643,342 to the state's coffers to assist in balancing their budget deficits. Absent the state takeaways, our Agency's pre-negotiated "pass through" formulas are accelerating this year in accord with the Redevelopment Agency's adopted plan. As the Agency enters its 20th year of existence we approach a milestone wherein all other public agency taxing entities will begin to receive 100% of their normal tax allocation (in fiscal year 2007-2008). This maturation provision means more monies will be siphoned from the gross tax increment revenues of the Agency in future years and causes fewer monies available for discretionary capital projects. For fiscal year 2007-2008 we estimated "pass through" revenue obligations will total $979,000, an increase of approximately 41% ($284,811) over last year's actual cost. These figures will not be received from the county until the end of April 2008.

The Agency's gross revenue stream, $4,135,157 (80%) flows to our Agency's discretionary-use fund while the balance $1,169,791 (20%) is deposited in our state-required Low-Moderate Housing fund. The Agency is expected to have sufficient resources to address its debt service obligation in Fiscal Year 2007-2008 and to allocate additional funding towards Capital Improvement Projects designed to alleviate blighted conditions, improve and stimulate economic developments in the Clayton Downtown Area, enhance the general welfare and safety our City's residents and business persons, and protect and preserve significant historical resources within the Agency Project Area.

REQUEST FOR INFORMATION

This financial report is designed to provide our citizens, taxpayers, creditors and investors with a general overview of the Agency's finances and to show the Agency's accountability for the money it receives. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to the Office of the Finance Manager, 6000 Heritage Trail, Clayton, CA 94517.

Basic Financial Statements

Government-Wide Financial Statements

Clayton Redevelopment Agency
Statement of Net Assets
June 30, 2007

	Governmental Activities
ASSETS	
Current Assets:	
Cash and investments	$ 4,150,580
Cash and investments with fiscal agent	1,507,387
Interest receivable	29,886
Total Current Assets	5,687,853
Noncurrent Assets:	
Notes receivable	3,859,562
Land held for resale	1,019,795
Total Noncurrent Assets	4,879,357
Restricted Assets:	
Investment in bonds	187,000
TOTAL ASSETS	10,754,210
LIABILITIES	
Current Liabilities:	
Accounts payable	6,748
Due to City of Clayton	337,220
Other payables	2,409
Interest payable	181,082
Long-term debt due within one year	595,000
Total Current Liabilities	1,122,459
Noncurrent Liabilities:	
Advance from City of Clayton	475,000
Long-term debt due in more than one year	13,420,000
Total Noncurrent Liabilities	13,895,000
TOTAL LIABILITIES	15,017,459
NET ASSETS	
Restricted for:	
Capital projects	790,724
Debt service	986,676
Low and moderate income housing	8,096,229
Unrestricted	(14,136,878)
TOTAL NET ASSETS	$ (4,263,249)

See accompanying Notes to Basic Financial Statements.

Clayton Redevelopment Agency
Statement of Activities
For the fiscal year ended June 30, 2007

Functions/Programs	Expenditures	Program Revenues: Charges for Services	Program Revenues: Operating Grants and Contributions	Program Revenues: Capital Grants and Contributions	Net (Expenditure) Revenue and Changes in Net Assets: Governmental Activities
Primary Government:					
Community services and facilities	$ 10,825	$ -	$ -	$ -	(10,825)
Planning and development	783,216	-	-	-	(783,216)
Interest and fiscal charges	770,381	-	-	-	(770,381)
Total governmental activities	$ 1,564,422	$ -	$ -	$ -	(1,564,422)
	General revenues:				
	Taxes:				
	Property taxes				5,223,459
	Total Taxes				5,223,459
	Investment earnings				184,166
	Transfers to the City of Clayton				(1,305,000)
	Total general revenues				4,102,625
	Change in Net Assets				2,538,203
	Net assets - beginning of fiscal year, as restated (See Note 8)				(6,801,452)
	Net assets - end of fiscal year				$ (4,263,249)

See accompanying Notes to Basic Financial Statements.

Governmental Funds Financial Statements

The Clayton Redevelopment Agency has determined all of its funds to be major funds.

The ***Capital Projects Fund*** accounts for project expenditures in the Agency's project area.

The ***Affordable Housing Program Fund*** accounts for redevelopment property tax increments, which must be set aside for low and moderate income housing.

The ***Debt Service Fund*** accounts for the Agency's Series 1993, 1996A, and 1999 Tax Allocation Bonds debt service payments.

Clayton Redevelopment Agency
Balance Sheet
Governmental Funds
June 30, 2007

	Major Funds			
	Capital Projects	Low/Moderate Capital Projects	Debt Service	Total
ASSETS				
Cash and investments	$ 514,455	$ 3,636,125	$ -	$ 4,150,580
Cash and investments with fiscal agent	-	-	1,507,387	1,507,387
Receivables (net of allowances):				
Interest	3,860	26,026	-	29,886
Notes	353,122	3,506,440	-	3,859,562
Investment in bonds	187,000	-	-	187,000
Land held for resale	92,154	927,641	-	1,019,795
TOTAL ASSETS	$ 1,150,591	$ 8,096,232	$ 1,507,387	$ 10,754,210
LIABILITIES AND FUND BALANCE				
LIABILITIES				
Accounts payable	$ 6,745	$ 3	$ -	$ 6,748
Other payables	-	-	2,409	2,409
Deferred revenue	353,122	3,506,440	-	3,859,562
Due to City of Clayton	-	-	337,220	337,220
TOTAL LIABILITIES	359,867	3,506,443	339,629	4,205,939
FUND BALANCE				
Reserved for:				
Land held for resale	92,154	927,641	-	1,019,795
Debt service	-	-	1,167,758	1,167,758
Capital projects	698,570	-	-	698,570
Low and moderate income housing	-	3,662,148	-	3,662,148
TOTAL FUND BALANCE	790,724	4,589,789	1,167,758	6,548,271
TOTAL LIABILITIES AND FUND BALANCE	$ 1,150,591	$ 8,096,232	$ 1,507,387	$ 10,754,210

See accompanying Notes to Basic Financial Statements.

Clayton Redevelopment Agency
Reconciliation of the Governmental Funds Balance Sheet to the Government-wide Statement of Net Assets
June 30, 2007

Total Fund Balances - Total Governmental Funds	$	6,548,271
Amounts reported for governmental activities in the Statement of Net Assets were different because:		
Interest payable on long-term debt does not require current financial resources. Therefore, interest payable is not reported as a liability in the Governmental Funds Balance Sheet.		(181,082)
Revenues which are deferred on the Governmental Funds Balance Sheet because they are not available currently are recorded revenue in the Statement of Activities and accordingly increase the net assets on the Statement of Net Assets.		3,859,562
Long-term liabilities are not due and payable in the current period and therefore they are not reported in the Governmental Funds Balance Sheet.		
Advance from City of Clayton		(475,000)
Long-term debt - current portion		(595,000)
Long-term debt -noncurrent portion		(13,420,000)
Net Assets of Governmental Activities	$	(4,263,249)

See accompanying Notes to Basic Financial Statements.

Clayton Redevelopment Agency
Statement of Revenues, Expenditures and Changes in Fund Balances
Governmental Funds
For the fiscal year ended June 30, 2007

	Major Funds			
	Capital Projects	Low/Moderate Capital Projects	Debt Service	Total
REVENUES				
Property taxes	$ 4,178,767	$ 1,044,692	$ -	$ 5,223,459
Program income	617	84,300	-	84,917
Use of money and property	(13,841)	158,222	39,785	184,166
TOTAL REVENUES	4,165,543	1,287,214	39,785	5,492,542
EXPENDITURES				
Current:				
Community services and facilities	-	-	10,825	10,825
Planning and development	620,599	362,617	-	983,216
Debt service:				
Principal	-	-	1,200,000	1,200,000
Interest and fiscal charges	30,875	-	754,686	785,561
Total debt service	30,875	-	1,954,686	1,985,561
TOTAL EXPENDITURES	651,474	362,617	1,965,511	2,979,602
REVENUES OVER (UNDER) EXPENDITURES	3,514,069	924,597	(1,925,726)	2,512,940
OTHER FINANCING SOURCES (USES)				
Transfers in	-	-	1,944,799	1,944,799
Transfers out	(1,944,799)	-	-	(1,944,799)
Transfers to City of Clayton	(1,255,000)	(50,000)	-	(1,305,000)
TOTAL OTHER FINANCING SOURCES (USES)	(3,199,799)	(50,000)	1,944,799	(1,305,000)
REVENUES AND OTHER FINANCING SOURCES OVER (UNDER) EXPENDITURES AND OTHER FINANCING USES	314,270	874,597	19,073	1,207,940
FUND BALANCES:				
Beginning of year, as restated (see Note 8)	476,454	3,715,192	1,148,685	5,340,331
End of fiscal year	$ 790,724	$ 4,589,789	$ 1,167,758	$ 6,548,271

See accompanying Notes to Basic Financial Statements.

Clayton Redevelopment Agency
Reconciliation of the Governmental Funds Statement of Revenues, Expenditures, and Changes in Fund Balances to the Government-wide Statement of Activities
For the fiscal year ended June 30, 2007

Net Change in Fund Balances - Total Governmental Funds	$ 1,207,940
Amounts reported for governmental activities in the Statement of Activities and Changes in Net Assets were different because:	
Certain notes receivable are reported as expenditures in the Governmental Funds and then offset by a deferred revenue as they are not available to pay current expenditures. Likewise, when the note is collected it is reflected in revenue. This is the net change between notes receivable collected and issued.	115,083
Repayment of bond principal is an expenditure in Governmental Funds, but the repayment reduces long-term liabilities in the Government-wide Statement of Net Assets. This amount represents long-term debt repayments.	1,200,000
Interest expense on long-term debt is reported in the Government-wide Statement of Activities and Changes in Net Assets, but they do not require the use of current financial resources. Therefore, interest expense is not reported as expenditures in Governmental Funds. This amount represents the change in interest payable.	15,180
Change in Net Assets of Governmental Activities	$ 2,538,203

See accompanying Notes to Basic Financial Statements.

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1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The basic financial statements of the Clayton Redevelopment Agency of the City of Clayton, California, (Agency) have been prepared in conformity with accounting principles generally accepted in the U.S.A. (USGAAP) as applied to governmental agencies. The Governmental Accounting Standards Board (GASB) is the accepted standard setting body for establishing governmental accounting and financial reporting principles. The more significant of the Agency's accounting policies are described below.

A. Description of Reporting Entity

The Agency is a blended component unit of the City of Clayton (City). The City Manager acts as the Agency's Executive Director and the City Council acts as the governing commission, which exerts significant influence over its operations. Accordingly, the financial operations of the Agency have also been included in the financial statements issued by the City.

The Agency was established in June 1987. The Agency Board members are the elected officials of the City Council. Redevelopment Plans were adopted in June 1987 for the Redevelopment Project Area. The Agency was established pursuant to the Community Development Law of the State of California as codified in Part I of Division 24 of the State of California Health and Safety Code. As such, the Agency acts as a legal entity, separate and distinct from the City, even though the City Council serves as the Agency's Board of Directors.

The actions of the Agency are binding and its representatives routinely transact business, including the incurrence of long-term debt, in the Agency's name. The Agency is broadly empowered to engage in the general economic revitalization and redevelopment of the City through acquisition and development of property in those areas of the City determined to be in a declining condition and within the Project Area.

B. Basis of Accounting/Measurement Focus

The accounts of the Agency are organized on the basis of funds, each of which is considered a separate accounting entity. The operations of each fund are accounted for with a separate set of self-balancing accounts that comprise its assets, liabilities, fund equity, revenues, and expenditures or expenses, as appropriate. Governmental resources are allocated to and accounted for in individual funds based upon the purposes for which they are to be spent and the means by which spending activities are controlled.

Government - wide Financial Statements - The Agency's government-wide financial statements include a Statement of Net Assets and a Statement of Activities. These statements present summaries of governmental activities for the Agency.

These financial statements are presented on an *"economic resources"* measurement focus and the accrual basis of accounting. Accordingly, all of the Agency's assets and liabilities, including capital assets, as well as infrastructure assets, and long-term liabilities, are included in the accompanying Statement of Net Assets. The Statement of Activities presents changes in net assets. Under the accrual basis of accounting, revenues are recognized in the period in which they are earned while expenses are recognized in the period in which the liability is incurred.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

B. Basis of Accounting/Measurement Focus, Continued

The Agency did not have any program revenues at June 30, 2007. All of the Agency's revenues were considered to be general revenues.

Certain eliminations have been made as prescribed by GASB Statement No. 34 in regards to interfund activities, payables and receivables. The following interfund activities have been eliminated:

- Transfers in/out

Governmental Funds Financial Statements - Governmental funds financial statements include a Balance Sheet and a Statement of Revenues, Expenditures and Changes in Fund Balances for all governmental funds. An accompanying schedule is presented to reconcile and explain the differences in net assets as presented in these statements to the net assets presented in the government-wide financial statements. The Agency has presented all major funds.

All governmental funds are accounted for on a spending or *"current financial resources"* measurement focus and the modified accrual basis of accounting. Accordingly, only current assets and current liabilities are included on the Balance Sheet. The Statement of Revenues, Expenditures and Changes in Fund Balances present increases (revenues and other financing sources) and decreases (expenditures and other financing uses) in net current assets. Under modified accrual basis of accounting, revenues are recognized in the accounting period in which they become both measurable and available to finance expenditures of the current period.

Revenues are recorded when received in cash, except those revenues subject to accrual (generally 60 days after year-end) are recognized when due. The primary revenue source, which has been treated as susceptible to accrual by the Agency, is property taxes. Expenditures are recorded in the accounting period in which the related fund liability is incurred.

Deferred revenues arise when potential revenues do not meet both the "measurable" and "available" criteria for recognition in the current period. Deferred revenues also arise when the government receives resources before it has a legal claim to them, as when grant monies are received prior to incurring qualifying expenditures. In subsequent periods when both revenue recognition criteria are met or when the government has a legal claim to the resources, the deferred revenue is removed from the combined balance sheet and revenue is recognized.

The Reconciliation of the Fund Financial Statements to the Government-wide Financial Statements is provided to explain the differences created by the integrated approach of GASB Statement No. 34.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

B. Basis of Accounting/Measurement Focus, Continued

The City has the following major funds:

- *Capital Project Fund* – This fund accounts for project expenditures in the Agency's project area.
- *Affordable Housing Program* – This fund accounts for redevelopment property tax increments, which must be set aside for low and moderate income housing.
- *Debt Service Fund* – This fund accounts for the Agency's Series 1993, 1996A, and 1999 Tax Allocation Bonds debt service payments.

C. Use of Restricted and Unrestricted Net Assets

When an expense is incurred for purposes for which both restricted and unrestricted net assets are available, the Agency's policy is to apply restricted net assets first.

D. Cash and Investments

The Agency pools its available cash with the City for investment purposes. The City considers pooled cash and investment amounts with original maturities of three months or less to be cash equivalents.

In accordance with GASB Statement No. 31, *Accounting and Financial Reporting for Certain Investments and for External Investment Pools*, highly liquid market investments with maturities of one year or less at time of purchase are stated at amortized cost. All other investments are stated at fair value. Market value is used as fair value for those securities for which market quotations are readily available.

The Agency participates in an investment pool managed by the State of California titled Local Agency Investment Fund (LAIF) which has invested a portion of the pooled funds in Structured Notes and Asset-Backed Securities. LAIF's investments are subject to credit risk with the full faith and credit of the State of California collateralizing these investments. In addition, these Structured Notes and Asset-Backed Securities are subject to market risk as to change in interest rates.

In accordance with GASB Statement No. 40, *Deposit and Investment Disclosures (Amendment of GASB No. 3)*, certain disclosure requirements, if applicable, for Deposits and Investment Risks are specified in the following areas:

- Interest Rate Risk
- Credit Risk
  - Overall
  - Custodial Credit Risk
  - Concentrations of Credit Risk

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

D. Cash and Investments, continued

In addition, other disclosures are specified including use of certain methods to present deposits and investments, highly sensitive investments, credit quality at year-end and other disclosures.

E. Land Held for Resale

The Agency has acquired two parcels of land on Center Street and Stranahan circle as part of its primary purpose to develop or redevelop City properties. The property is being carried at the lower of cost or net realizable value.

F. Long-Term Liabilities

Government-wide Financial Statements

Long-term debt and other financial obligations are reported as liabilities in the appropriate activities.

Bond premiums and discounts, as well as issuance costs, are deferred and amortized over the life of the bonds using the straight-line method. Bonds payable are reported net of the applicable premium or discount. Issuance costs are reported as deferred charges.

Fund Financial Statements

The Governmental Fund Financial Statements do not present long-term debt, which are shown in the Reconciliation of the Governmental Funds Balance Sheet to the Government-wide Statement of Net Assets.

Governmental funds recognize bond premiums and discounts, as well as bond issuance costs, during the current period. The face amount of debt issued is reported as other financial sources. Premiums received on debt issuance are reported as other financing sources while discounts on debt issuance reported as other financing uses. Issuance costs, whether or not withheld from the actual debt proceeds received, are reported as debt service expenditures.

G. Fund Balances

In the Governmental Fund Financial Statements, governmental funds report reservations of fund balances for amounts that are not available for appropriation. Designations of fund balances represent tentative management plans that are subject to change.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

H. Net Assets

In the government-wide financial statements, net assets are classified in the following categories:

Invested in Capital Assets, Net of Related Debt – This amount consists of capital assets net of accumulated depreciation and reduced by outstanding debt that attributed to the acquisition, construction, or improvement of the assets. The Agency had no net assets that were invested in capital assets net of related debt.

Restricted Net Assets – This amount is restricted by external creditors, grantors, contributors, or laws or regulations of other governments.

Unrestricted Net Assets – This amount is all net assets that do not meet the definition of "invested in capital assets, net of related debt" or "restricted net assets."

I. Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

2. CASH AND INVESTMENTS

The Agency has pooled its cash and investments of $4,150,580 with the City in order to achieve a higher return on investment. The City maintains a cash and investment pool, which includes cash balances and authorized investments of all the Agency's funds, which the City invests to enhance interest earnings. The pooled interest earned is allocated to the Agency's funds quarterly, based on average daily cash and investment balances in these funds. Certain restricted funds, which are held and invested by independent outside custodians through contractual agreements, are not pooled. These restricted funds include cash with fiscal agents. The investments made by the City are limited to those allowable under State statutes and include the following types of investments:

U.S. Government Securities
Certificates of Deposit
Mutual Funds
Guaranteed Investment Contracts
Commercial Paper
Repurchase Agreements
Deposits with Banks
State of California Local Agency Investment Fund

2. CASH AND INVESTMENTS, CONTINUED

All cash and investments are stated at fair value. Pooled investment earnings are allocated monthly based on the average cash and investment balances of the various funds and related entities of the City. Cash and investments in the accompanying Statement of Net Assets include investment earnings accrued through June 30, 2007.

The Agency also had Cash with Fiscal Agents in the amount of $1,507,387 which was designated for debt service payments. These funds were all invested in Securities of U.S. Government Treasury Agencies with U.S. Instrumentality. They all mature within 12 months and have a Aaa rating.

See the City's Basic Financial Statements for disclosures related to cash and investments and the related to credit risk, concentration of credit risk, and interest rate risk.

3. NOTES RECEIVABLE

At June 30, 2007, notes receivable consisted of the following:

Description	Beginning Balance July 1, 2006	Additions	Deletions	Prior Period Adjustment	Ending Balance June 30, 2007
Professional Apartment Management, Inc.	$ 2,574,600	$ 200,000	$ 61,400	$	$ 2,713,200
Eden Housing, Inc (formerly Peace Grove)	512,852			54,148	567,000
Second Mortgage Program	249,140		22,900		226,240
Assessment District Loans	353,739	37,361	37,978		353,122
Total	$ 3,690,331	$ 237,361	$ 122,278	$ 54,148	$ 3,859,562

Professional Apartment Management, Inc.

On September 21, 1999, the Agency made a loan to the Professional Apartment Management, Inc. ("PAM") in the amount of $750,000, at non-interest bearing rate, to construct and develop an affordable senior assisted living center on the site to be known as "Diamond Terrace." The note is secured by the Deed of Trust. On October 1, 2001, the Agency entered into an agreement to loan PAM up to $4,036,000 including the $750,000 note previously advanced. The additional loan is at a non-interest bearing rate. Repayment of the loan is commenced on October 1, 2005, with annual payments through October 1, 2023. As of June 30, 2007, the outstanding balance of the loan was $2,713,200.

Eden Housing, Inc.

On October 13, 1992, the Agency made a loan to the Eden Housing Inc. (formerly Peace Grove, Inc.) in the amount of $567,000, at a non-interest bearing rate, for the purchase of land for redevelopment and housing project for low-income mental health system clients. The loan is secured by a Deed of Trust. The loan has been assumed by Eden Housing, Inc. The principal balance is payable on December 18, 2052. As of June 30, 2007, the outstanding balance of the loan was $567,000.

3. NOTES RECEIVABLE, CONTINUED

Second Mortgage Program

The Agency participates in a second mortgage assistance program, whereby qualified applicants are loaned money for a "silent second" down payment to purchase a home in the Stranahan development within the City. There are eight individual loans. As of June 30, 2007, the outstanding balance of the loans was $226,240.

Assessment District Loans

The Agency has provided assistance to special assessment districts within the City, to fund repairs and improvements. There are three districts which received loans. As of June 30, 2007, the outstanding balance of the loans were $353,122.

4. INTERFUND TRANSACTIONS

Interfund Transfers

During the fiscal year ended June 30, 2007, the Agency had the following transfers:

	Transfers in
	Debt
Transfers out	Service Fund
Capital Projects Fund	$ 1,944,799

The Agency transferred $1,944,799 from the capital projects fund to the debt service fund for the current debt service payments.

5. NOTES PAYABLE

On June 17, 1999, the Agency received a loan from the City in the amount of $475,000, at an interest rate of 6.5%. The interest is payable quarterly and the principal balance payable in full on or before January 1, 2023. As of June 30, 2007, the outstanding balance of the note was $475,000.

6. LONG-TERM DEBT

The following is a summary of long-term debt transactions during the fiscal year ended June 30, 2007:

Description	Beginning Balance July 1, 2006	Additions	Reductions	Ending Balance June 30, 2006	Amounts Due Within One Year	Amounts Due in More Than One Year
Governmental activities:						
1993 Tax Allocation Bonds	$ 3,015,000	$ -	$ 720,000	$ 2,295,000	$ 90,000	$ 2,205,000
1996 A Refunding Tax Allocation Bonds	5,850,000	-	265,000	5,585,000	280,000	5,305,000
1999 Tax Allocation Bonds	6,350,000	-	215,000	6,135,000	225,000	5,910,000
Advance to City	475,000	-	-	475,000	-	475,000
Total governmental activities	$ 15,690,000	$ -	$ 1,200,000	$ 14,490,000	$ 595,000	$ 13,895,000

1993 Tax Allocation Bonds

1993 Tax Allocation Bonds in the principal amount of $4,905,000 were issued on December 17, 1993 by the Agency. Principal payments are payable on August 1 of each year. Interest payments are payable semi-annually on February 1 and August 1. Bonds maturing after August 1, 2003 are subject to call on any interest payment date at par, plus a premium of 1% to 2% of the principal amount. On August 1, 2006 the City called bonds totaling $720,000 and paid a premium of 1%. The bonds are special obligations of the Agency and are secured by the Agency's tax increment revenues.

The annual debt service requirements to amortize the 1993 Tax Allocation Bonds outstanding at June 30, 2007, were as follows:

Fiscal Year Ending June 30,	Principal	Interest	Total
2008	$ 90,000	$ 124,045	$ 214,045
2009	60,000	120,175	180,175
2010	70,000	116,568	186,568
2011	70,000	112,683	182,683
2012	75,000	108,659	183,659
2013-2017	335,000	475,584	810,584
2018-2022	520,000	334,398	854,398
2023-2025	1,075,000	69,850	1,144,850
Total	$ 2,295,000	$ 1,461,962	$ 3,756,962

6. LONG-TERM DEBT, CONTINUED

1996 Refunding Tax Allocation Bonds

1996 Series A Refunding Tax Allocation Bonds in the principal amount of $7,225,000 were issued on November 16, 1996 by the Agency to provide funding for projects within the Redevelopment Agency project area. The principal payments are payable on August 1 of each year. Interest payments are payable semi-annually on February 1 and August 1. Bonds maturing after August 1, 2009 are subject to call on any interest payment date at par, plus a premium 1% to 2% of the principal amount. The bonds are special obligations of the Agency and are secured by the Agency's tax increment revenue.

The annual debt service requirements to amortize the 1996 Refunding Tax Allocation Bonds outstanding at June 30, 2007, were as follows:

Fiscal Year Ending June 30,	Principal	Interest	Total
2008	$ 280,000	$ 294,900	$ 574,900
2009	295,000	280,448	575,448
2010	305,000	264,995	569,995
2011	325,000	248,453	573,453
2012	340,000	230,745	570,745
2013-2017	2,000,000	840,290	2,840,290
2018-2021	2,040,000	226,556	2,266,556
Total	$ 5,585,000	$ 2,386,387	$ 7,971,387

1999 Tax Allocation Bonds

1999 Issue Tax Allocation Bonds in the principal amount of $7,460,000 were issued on June 15, 1999 by the Agency to provide funding for projects within the Redevelopment Agency project area. The principal payments are payable on August 1 of each year. Interest payments are payable semi-annually on February 1 and August 1. The bonds are special obligations of the Agency and are secured by the Agency's tax increment revenues.

6. LONG-TERM DEBT, CONTINUED

The annual debt service requirements to amortize the 1999 Tax Allocation Bonds outstanding at June 30, 2007, were as follows:

Fiscal Year Ending June 30,	Principal	Interest	Total
2008	$ 225,000	$ 291,633	$ 516,633
2009	235,000	282,085	517,085
2010	245,000	271,883	516,883
2011	255,000	260,878	515,878
2012	270,000	248,920	518,920
2013-2017	1,540,000	1,035,938	2,575,938
2018-2022	1,950,000	606,500	2,556,500
2023-2025	1,415,000	108,384	1,523,384
Total	$ 6,135,000	$ 3,106,221	$ 9,241,221

7. RISK MANAGEMENT

As a component unit of the City, the Agency participates in joint power agreements through the Municipal Pooling Authority of Northern California (Authority) which provides insurance coverage for liability and workers' compensation claims. Claims liabilities are accrued when it is probable that a loss has occurred and the amount of that loss can be reasonably estimated.

The Authority covers claims in an amount up to $15,000,000. The City has a deductible of $5,000 per claim for liability cases and no deductible for workers' compensation claims. Once the City's deductible is met, the Authority becomes responsible for payment of all claims. The Authority is self-insured up to $1,000,000 per claim and has excess coverage to a maximum of $25,000,000.

The Authority is governed by a board consisting of representatives from member municipalities. The board controls the operations of the Authority including selection of management, approval of operating budgets and is independent of any influence by member municipalities beyond their representation on the Board. The Executive Director of the Agency (i.e. City Manager) is a Board member of the Authority.

The City's general liability premium payments to the Authority in the amount of $62,682 for fiscal year 2006-2007 are in accordance with formulas established by the Authority. Actual surpluses or losses are shared according to a formula developed from overall loss costs and spread to member entities on a percentage basis after a retrospective rating.

7. RISK MANAGEMENT, CONTINUED

Detailed financial information may be obtained from the Authority at the following address:

Municipal Pooling Authority of California
1911 San Miguel Drive Suite #200
Walnut Creek, CA 94596

8. RESTATEMENT OF PRIOR PERIOD BALANCES

During the fiscal year 2007, the Agency made accounting adjustments for various accruals. This resulted in a $(2,960,685) reduction in the beginning fund balance for the Fund Financial Statements. Due to some of the accruals being done only on the government-wide basis in the prior year, the reduction in net assets was much less on the Government-wide Financial Statement's and resulted in a $171,989 increase in the beginning net assets. The Capital Projects Fund was decreased by $24,093 due to an overstatement of investment in bonds ($13,000) and an understatement of Deferred Revenue ($11,093). The Low to Moderate Income Housing Fund was overstated by ($2,936,592) due to an understatement of deferred revenue in the the prior year. An overstatement of interest payable $130,841, an overstatement of investment in bonds ($13,000) and an understatement of notes receivable of $54,148 in the prior year all resulted in an increase of $171,989 in the beginning Net Assets.

Supplementary Information

Clayton Redevelopment Agency
Supplementary Information
For the fiscal year ended June 30, 2007

BUDGETARY PRINCIPLES

The Agency follows these procedures in establishing the budgetary data reflected in the financial statements:

- By June 30, the City Manager submits to the City Council a proposed operating budget for the year commencing July 1. The operating budget includes proposed expenditures and the means of financing them. Continuing appropriations are rebudgeted by the City Council as part of the adoption of subsequent year's budgets. The City and Agency routinely conduct a public Mid-Year Budget Review each year in late January or early February.

- Public hearings are conducted to obtain taxpayer comments.

- The budget is legally enacted through passage of a resolution during a City Council meeting in the month of June.

- The City Manager is authorized to transfer budgeted amounts within an activity, within any fund; however, any revisions that alter the total expenditures of any fund must be approved by the City Council.

- Formal budgeting is employed as a management control device during the year for the general, certain special revenue and debt service funds.

- Budgets for the debt service and capital project funds are adopted on a basis consistent with accounting principles generally accepted in the United States of America.

Budgeted amounts are as originally adopted or as amended by the City Council. Budget amendments were not material in relation to the original appropriations.

Under encumbrance accounting, purchase orders, contracts and other commitments for expenditures are recorded to reserve that portion of the applicable appropriation. Encumbrance accounting is employed as an extension of formal budgetary accounting. Since encumbrances do not yet constitute expenditures or liabilities, encumbrances outstanding at year-end are reported as reservations of fund balances.

Clayton Redevelopment Agency

Budgetary Comparison Schedule for the fiscal year ended June 30, 2007

Capital Projects Fund

	Budget	Final Budget	Actual	Variance from Final Budget Favorable (Unfavorable)
REVENUES				
Property taxes	$ 3,652,005	$ 3,652,005	$ 4,178,767	$ 526,762
Program income	-	-	617	617
Use of money and property	15,287	15,287	(13,841)	(29,128)
TOTAL REVENUES	3,667,292	3,667,292	4,165,543	498,251
EXPENDITURES				
Planning and development	655,049	655,049	620,599	34,450
Interest and fiscal charges	30,875	30,875	30,875	-
TOTAL EXPENDITURES	685,924	685,924	651,474	34,450
REVENUES OVER (UNDER) EXPENDITURES	2,981,368	2,981,368	3,514,069	532,701
OTHER FINANCING SOURCES (USES)				
Transfers out	(1,944,799)	(1,944,799)	(1,944,799)	-
Transfers to City of Clayton	(1,255,000)	(1,255,000)	(1,255,000)	-
TOTAL OTHER FINANCING SOURCES (USES)	(3,199,799)	(3,199,799)	(3,199,799)	-
REVENUES AND OTHER FINANCING SOURCES OVER (UNDER) EXPENDITURES AND OTHER FINANCING USES	$ (218,431)	$ (218,431)	314,270	$ 532,701
FUND BALANCES:				
Beginning of fiscal year			476,454	
End of fiscal year			$ 790,724	

Clayton Redevelopment Agency

Budgetary Comparison Schedule for the fiscal year ended June 30, 2007

Low/Moderate Capital Projects Fund

	Budget	Final Budget	Actual	Variance from Final Budget Favorable (Unfavorable)
REVENUES				
Property taxes	$ 913,001	$ 913,001	$ 1,044,692	$ 131,691
Program income	-	-	84,300	84,300
Use of money and property	122,199	122,199	158,222	36,023
TOTAL REVENUES	1,035,200	1,035,200	1,287,214	252,014
EXPENDITURES				
Planning and development	169,139	169,139	362,617	(193,478)
TOTAL EXPENDITURES	169,139	169,139	362,617	(193,478)
REVENUES OVER (UNDER) EXPENDITURES	866,061	866,061	924,597	58,536
OTHER FINANCING SOURCES (USES)				
Transfers to City of Clayton	(50,000)	(50,000)	(50,000)	-
TOTAL OTHER FINANCING SOURCES (USES)	(50,000)	(50,000)	(50,000)	-
REVENUES AND OTHER FINANCING SOURCES OVER (UNDER) EXPENDITURES AND OTHER FINANCING USES	$ 816,061	$ 816,061	874,597	$ 58,536
FUND BALANCES:				
Beginning of fiscal year			3,715,192	
End of fiscal year			$ 4,589,789	

Clayton Redevelopment Agency
Budgetary Comparison Schedule for the fiscal year ended June 30, 2007
Debt Service Fund

	Budget	Final Budget	Actual	Variance from Final Budget Favorable (Unfavorable)
REVENUES				
Use of money and property	$ 39,000	$ 39,000	$ 39,785	$ 785
TOTAL REVENUES	39,000	39,000	39,785	785
EXPENDITURES				
Community services and facilities	10,825	10,825	10,825	-
Principal	1,200,000	1,200,000	1,200,000	-
Interest and fiscal charges	772,974	772,974	754,686	18,288
TOTAL EXPENDITURES	1,983,799	1,983,799	1,965,511	18,288
REVENUES OVER (UNDER) EXPENDITURES	(1,944,799)	(1,944,799)	(1,925,726)	19,073
OTHER FINANCING SOURCES (USES)				
Transfers in	1,944,799	1,944,799	1,944,799	-
TOTAL OTHER FINANCING SOURCES (USES)	1,944,799	1,944,799	1,944,799	-
REVENUES AND OTHER FINANCING SOURCES OVER (UNDER) EXPENDITURES AND OTHER FINANCING USES	$ -	$ -	19,073	$ 19,073
FUND BALANCES:				
Beginning of fiscal year			1,148,685	
End of fiscal year			$ 1,167,758	

MOSS, LEVY & HARTZHEIM LLP
CERTIFIED PUBLIC ACCOUNTANTS

PARTNERS:
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INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH *GOVERNMENT AUDITING STANDARDS*

Members of the Board of the Clayton Redevelopment Agency
Clayton Redevelopment Agency
Clayton, California

We have audited the financial statements of the governmental activities and each major fund of the Clayton Redevelopment Agency (Agency), a component unit of the City of Clayton, California, as of and for the fiscal year ended June 30, 2007 which collectively comprise the Agency's basic financial statements, and have issued our report thereon dated XXXXX, 2007. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered the Agency's internal control over financial reporting as a basis for designing auditing procedures for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Agency's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the Agency's internal control over financial reporting.

A control deficiency exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A significant deficiency is a control deficiency, or combination of control deficiencies, that adversely affects Agency's ability to initiate, authorize, record, process, or report financial data reliably in accordance with accounting principles generally accepted in the United States of America such that, there is more than a remote likelihood that a misstatement of Agency's financial statements that is more than inconsequential will not be prevented or detected by Agency's internal control.

A material weakness is a significant deficiency, or combination of significant deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements will not be prevent or detected by Agency's internal control.

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and would not necessarily identify all deficiencies in the internal control that might be significant deficiencies or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses, as defined above.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Agency's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. Such provisions include those provisions of laws and regulations identified in the *Guidelines for Compliance Audits of California Redevelopment Agencies* issued by the California State Controller. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed one instance of noncompliance or other matters that are required to be reported under *Government Auditing Standards.* The instance of noncompliance is that the Agency does not have a current 5-year Implementation Plan.

This report is intended solely for the information and use of the Agency's Board of Directors, management, the California State Controller's Office Division of Accounting and Reporting, and is not intended to be and should not be used by anyone other than these specified parties.

Moss, Levy & Hartzheim, LLP
Beverly Hills, California
XXXXX, 2007

Agenda Date: 1/15/08

Agenda Item: 6a RDA

CITY OF CLAYTON
Founded 1857 Incorporated 1964

Approved:

Gary A. Napper
City Manager/Executive Director

AGENDA REPORT

TO: HONORABLE CHAIRMAN AND BOARDMEMBERS

FROM: EXECUTIVE DIRECTOR

DATE: 15 JANUARY 2008

SUBJECT: AUTHORIZATION & FUNDING FOR A "CONCERT IN THE GROVE" SERIES JOINT DOWNTOWN PROMOTIONAL PROJECT WITH CBCA

RECOMMENDATION

It is recommended the Board of Directors allocate $10,000 in Redevelopment Agency monies from the approved City Capital Improvement Project No. 10400 – Downtown Economic Development for a joint 2008 "Concert in The Grove" Series with the Clayton Business and Community Association (CBCA).

BACKGROUND

"The Grove" public park in the Town Center of Clayton was constructed with funding primarily supplied by the Clayton Redevelopment Agency, as was the purchase of the underlying land. Construction of this public gathering place in the downtown area is harmonious with several objectives of California redevelopment law and the Agency's mission, namely to cure blight, stimulate economic development and revitalization within the Project Area, create an attractive and vibrant business sector to entice further private party investments, and facilitate the creation of jobs and employment.

Specifically included in the final design of the public park was a state-of-the-art surround sound and speakers system to accommodate the hosting of community events, parades, and musical venues. By creating this public staging area (i.e., park gazebo, grounds and sound system), the City and other civic-minded local organizations can sponsor various festivities devised in part to attract public attendance and its intrinsic patronage of adjacent businesses and restaurants in the Town Center. Such beneficial relationships are time proven and evidenced in the fact the State of California traditionally makes findings in its authorization of park bond acts that one purpose of voter-approved park bonds is to stimulate local economic development.

CONCERTS IN THE GROVE

Jump-started by the imagination and efforts of Clayton resident Howard Geller, the CBCA President, its Executive Board and the CBCA General Membership earlier supported and recently authorized a matching expenditure of up to $10,000 with identical funds by the City of Clayton to sponsor a concert in the park series in The Grove in 2008 (ref. CBCA action at its November 2007 meeting). The proposed concert series would be free to the attending public, and its inaugural season is expected to commence after CBCA's Art and Wine Festival (held on May 3 & 4) and run through the Labor Day weekend (August 31st). Although it is difficult at this moment to determine with certainty how many concerts could be offered for the $20,000 joint budget, Mr. Geller indicates the possibility of up to 12 concerts for that amount of funding.

Attached to this Staff Report are two (2) letters from Mr. Geller outlining the general Concert in The Grove concept and supplying an itemized accounting of how the $20,000 budget would be expended. Staff supports the Scenario I proposal as the organizational structure to implement the concerts in contrast to employing the services of a concerts broker (Jim Ocean) to perform the coordination and booking of bands. We are informed each concert could last 2-3 hours (with band breaks), which time period expands for set-up and tear-down logistics and sound technician time (1 hour pre and post event).

FISCAL IMPACT

Redevelopment agency law allows the expense of tax increment revenue for the marketing and promotions of a business sector within the Agency's approved Project Area as a legitimate use of redevelopment agency monies to fuel public and private interest and investment in the local economy. A $10,000 expense of Agency monies to draw potential patrons and economic development prospects to the Clayton Town Center is compatible with the goals and objectives of the Agency.

The Clayton Redevelopment Agency is the sole source of monies in the approved FY 2007-2008 City Capital Improvement Budget (CIP), identified as CIP Project No. 10400 – Downtown Economic Development. At this time there is $873,423 in unallocated funds remaining in that CIP Project for economic development purposes in the Town Center.

Attachments:
1. Budget Detail for 2008 Concert Series [2 pp.]
2. 17 December 2007 Letter from Mr. Geller outlining Concert Series Proposal [2 pp.]

ATTACHMENT 1

City of Clayton
Attn: Gary Napper – City Manager
6000 Heritage Trail
Clayton, CA 94517

January 7, 2008

Subject: Clayton Concert Series in the Grove Park
Estimated Budget and Proposal Scenarios

Dear Gary,

Making a budget proposal for a first time series is always a difficult endeavor due to the many variables and unknowns. Since you and the City Council have seen my past performance in running events such as the Art and Wine Festival, I feel that my track record speaks for itself. Where possible, I have noted fixed cost. Please share my letter dated December 17th with the council members as it contains my narrative of this proposal.

Following are two estimates based on the facts that I know and information that I was able to get from Jim Ocean. One is based on me doing this first years' concert series and the other is hiring Jim Ocean to run the events. Both use the constant of using our sound system with Don Stone operating the sound. Since bands seem to run a minimum of $100 per man with some bands costing more, I will use $1,000.00 per band cost.

Scenario I - Me and a committee running events with Don Stone.

12 Shows @ $1,000 band cost	$12,000.00
Don Stone's fee @ $300.00 per show	3,600.00
Food Cost for bands @ $100 per show	1,200.00 (could be donated by local restaurants)
3 Banners for entry ways and 1 for Park (Estimate from DeeDee Garnett)	1,200.00
Advertising and Flyers (local)	1,500.00
Misc.	500.00
Total	$20,000.00

Scenario II - Jim Ocean running the events

9 Shows @ $1,000 band cost	$9,000.00
Don Stone's fee @ $300.00 per show	2,700.00
Food cost for bands (Paid by Jim Ocean)	0
3 Banners for entry ways and 1 for Park (estimate from Deedee Garnett)	1,200.00
Advertising and Flyers (local & his website)	1,000.00
Jim Ocean's Fee @ $600 per show	5,400.00
Misc.	700.00
Total	20,000.00

As in my first proposal, we could collect donations from the audience which could give us enough to add additional shows. Once again Gary, as you and I discussed, this is a joint venture with Clayton and the CBCA. In future years, we could always look for local donors to contribute and or sponsor a particular concert to help fund this series.

Time is of the essence. I am sorry I could not get this to you in time to get on the January 2nd agenda. Once you have the City Council's blessing, we can jointly sit down to create sign verbiage. I can then start booking bands and create a calendar working with the City and around other events you might have for the Grove Park.

Sincerely,

Howard Geller

ATTACHMENT 2

City of Clayton
6000 Heritage Trail
Clayton, CA 94517

December 17, 2008

Attn: Gary Napper – City Manager

Subject: Clayton Concert Series in the Grove Park

Dear Gary,

I have made a presentation to the CBCA Board of Directors and the CBCA general membership regarding starting a concert series in the new Grove Park. I propose starting after the Art and Wine Festival and ending in September (Labor Day weekend). Discussion and a vote ensued in favor of this new and exciting event. The CBCA has approved up to $10,000 for this year's series with matching funds from the City. I know this request has not yet been formalized by the City Council and that you were waiting for a more detailed proposal. I would appreciate it if you could put this proposal on the agenda as soon as possible. With Council approval, (positive thinking) I can get started booking this exciting music series.

Proposal

1. This event will be a joint venture with the City of Clayton and the CBCA as co-sponsors. This year, we will not look for other sponsors. I feel that once the series starts, others sponsors may want to be part of this event. We can then add to our funding base or substitute contributors in future years. In other series such as the one in Concord, it is typical to pass the hat around to the attendees to collect additional funds. Those funds would go back into the "general series fund".

2. There will be no charge to the attendees.

3. I had Don Stone consult with the cities general contractor to insure that the CBCA's sound system is totally compatible with the one that has been installed in the park. He has agreed to run the sound for each event at a cost of $300.00. He would use the CBCA's music system. The $300 is considerably less than others charge.

4. Since I have not booked any of the bands yet, I can only tell you and the City Council that from my past experience in hiring bands for the Art and Wine Festival, a minimum fee per player is $100.00. Better known bands come at a higher premium. Since most bands have six to eight members and being as frugal as I am, I feel our budget of $20,000 will go a long way.

5. Bands will require food and beverage. These can be bought locally from our restaurants from our budget or may be donated. The band playing can give that restaurant free advertisement.

6. I suggest that we have Banners made to be put up at our entryways as well as a large banner in the park that can be visible naming the sponsors and scheduled events.

7. We will need a budget to produce flyers for our event series that can be handed out.

8. I will put together a committee to help me with this series and to insure the continuity and continuation for future years. Or this might be an event that Community Services can take on.

9. I will not be taking compensation for my participation in these events. The committee and I will be volunteers.

Background:

I have consulted with Jim Ocean who has been running the Concord series for many years, as well as the series at the Cal State Concord Campus. He has advised me that the series at the Concord campus probably will not be continued. He has offered to run our events at a cost of $600 per show which includes set up, marketing and food for the bands. His income is supplemented by commissions charged to book the bands. This might be the way to go in the future or even now with me supervising.

After several meetings with Jim, I feel that we can do our series ourselves. It is not much different than what we do for the Art and Wine Festival. I believe that we will have a big enough draw from our community. I do not think that we are at this time looking to draw from other cities. Being our first year, we may not be able to or want to book bands for every weekend. Hopefully, we will still be able to use the college marquee to announce our concerts. We can also promote our concerts on Clayton's website and of course advertise (probably at a cost) in the Clayton Pioneer.

Having our concerts on Saturday, late afternoons or early evening, should bring life to our downtown. With the start of a Farmers Market on Saturday mornings, I think it will bring more people downtown that will notice the banners announcing the concert series and they will come back. Word of mouth is the cheapest way to advertise. Maybe our restaurants can come up with box lunches or dinners that concert attendees can purchase and bring to the park.

I would be more than willing to make a presentation to the Council if necessary.

Sincerely,

Howard Geller

Agenda Date: 1/15/08

Agenda Item: 6b ROA

Approved:

Gary A. Napper
City Manager/Executive Director

AGENDA REPORT

TO: HONORABLE CHAIRMAN AND BOARD MEMBERS

FROM: EXECUTIVE DIRECTOR

DATE: 15 JANUARY 2008

SUBJECT: PROPOSAL FOR RETAIL REVITALIZATION PROGRAM & MARKET ANALYSIS CLAYTON TOWN CENTER, REDEVELOPMENT PROJECT AREA

RECOMMENDATION

It is recommended the Board of Directors approve the retention of Economic Development Systems (Mr. Jim Harrigan, Managing Principal) to perform a retail marketing opportunities analysis for the Clayton Town Center, followed by Retail Implementation Plan services for retailer and developer recruitments and placements on private and public properties in the Town Center area.

It is further recommended the Board authorize the Executive Director to prepare and execute a Consultant Services Agreement with Economic Development Services and approve the allocation of $86,000 from the FY 2007-08 Capital Improvement Budget (CIP No. 10400 – Downtown Economic Development) to fund the contract services.

BACKGROUND

Adopted in 1987, the Clayton Redevelopment Plan identified a series of goals and objectives to improve blighted conditions (as defined by state law) within the adopted Project Area. The Clayton Redevelopment Agency project boundary *is not* coterminous with the City's corporate limits; for example, it generally excludes the Dana Hills and Oakhurst developments. One of the key target areas of the Redevelopment Plan is the Town Center of Clayton (aka "Downtown").

Allowable projects and stated tasks of the Agency are activities focused on the "economic environment" of the Project Area, both structural and economic expansion assistance and promotions. Recent Agency accomplishments and current projects undertaken in harmony with that mission include the construction of public improvements *"... such as municipal*

parking lots, bomanite sidewalks, street lights and a [new] downtown park that will assist in the economic development of the Clayton downtown." [ref. Goal No. 5, Agency Implementation Plan adopted in 1998]. In support of recent activities of the Agency stimulating new commercial developments in the Town Center area (e.g. Longs Drugs Store; Flora Square; upcoming Municipal Parking Lot next to Endeavor Hall), Goal No. 8 also suggested the Agency should ... *"Acquire any property, easements or right to property that will help to achieve the above goals."* Interestingly, the construction of a Downtown Park was listed in this 1998 document as a specific economic development goal of the Agency.

Similarly, redevelopment agencies throughout California expend significant resources, time and expense nurturing their downtowns and other business sectors (i.e., industrial parks) to ensure economic health, vitality and tenant mix remain current and attractive to patrons and other investors. Medium and large population cities that have redevelopment agencies often employ full-time economic development managers, usually with support staff, whose sole purpose is to encourage and stimulate retail and commercial businesses within their boundaries in order to eliminate blighted conditions, create job opportunities, recruit retailers, and adjust to consumer market changes. Redevelopment agencies and cities compete fiercely and aggressively to attract and retain popular businesses in their key economic sectors.

The Town Center of Clayton is a small scale commercial center that has recently emerged as a revitalization area of economic interest. The City and the Agency have long recognized and awaited this commercial potential and attention. It is now incumbent on the Agency to seize this momentum by offering additional economic development services and retail market analyses designed to urge and motivate downtown landowners into new or expanded commercial development activity. Successful redevelopment agencies typically generate retail strategic plans designed to proactively recruit commercial establishments into their sectors, rather than idly sit by and be grateful for whatever walks through the door.

RETAIL REVITALIZATION PROGRAM PROPOSAL

Recognizing the importance of a viable downtown center, the City of Clayton first commissioned a "Market Analysis for the Clayton Town Center Specific Plan" by Mundie & Associates in December 1988. This market study was produced as part of the planning process for the creation of the "Town Center Specific Plan" that emerged as the micro-blueprint to guide development in the downtown. The goals arising from that Study included establishing a positive and attractive identity for the Town Center, and attracting an appropriate mix of businesses to serve the community and create a sales tax base for the City [ref. Page 1 of the Mundie report].

Ten years later, a "Town Center Development Potential Report" produced by Keyser Marston Associates (1998) was utilized as the framework for a City Council appointed Economic Development Task Force Report (November 1999). This Report has been the guiding map for much of the Agency's recent funding of municipal facilities and infrastructure improvements and upgrades in the Town Center, essentially laying the foundation to create

an attractive environment for commercial business investment and expansion in the Downtown. Although produced in the backdrop of the Clayton Road Bypass and the Oakhurst Development project, this document framed much of the City's ongoing advance planning and land use amendments in setting the proper stage for eventual retail and commercial development in the Town Center. City leaders and officials have not been deterred from that vision and expectation: Clayton can, should and will have a viable and attractive small town business center in its Downtown.

Each of these prior strategic plans is consistent in their recommendations of creating and retaining an economically healthy Clayton Town Center. Subsequently, and in accordance with stated objectives, the Clayton Redevelopment Agency has poured millions of tax increment revenues into the hardscape of this small commercial center, awaiting discovery by private development. Despite pundit claims the Clayton Town Center will never be a feasible or prosperous commercial sector, recent signs and development activities reveal that Downtown Clayton can indeed foster and produce its own niche of small scale retail commercial operations. What is needed now is an updated retail marketing plan, followed by active retailer attraction and placement services such that a newer retail revitalization plan does not stall due to lack of attention or sufficient time for aggressive implementation and networking. The City of Clayton has done well in recent times to develop commercial interest in the Downtown yet "cold calls" to retailers and potential investors are pathetic and wasteful outreaches without key connections to the retail industry. Like many other programs, "it's just the way the system works – you must have connections to reach the right people."

ECONOMIC DEVELOPMENT SYSTEMS (EDS)

In October 2007, the City Manager contacted a firm located in southern California that presented a unique proposal for producing retail revitalization successes in cities. Economic Development Systems (EDS) not only offered the traditional service of preparing an updated retail marketing study and plan for our Clayton Town Center, EDS personally provides the missing component in the previous two (2) market analyses performed for the City of Clayton; namely, a retail marketing strategy immediately followed by a retail developer and/or retail business recruitment program crafted specifically for the marketing plan tailored to the Clayton Town Center.

Mr. Jim Harrigan, Managing Principal of EDS, was invited by the City Manager to come to Clayton, conduct a walking tour of our Downtown, and discuss in greater detail his services. Staff was pleased to discern that EDS's expertise could benefit not only the City and Redevelopment Agency but also aid long-time private property owners within Downtown in moving forward to develop their properties according to a credentialed marketing plan. In the alternative, EDS will assist in partnering or selling their land to qualified and well-financed developers utilizing EDS's history of professional connections to the commercial real estate brokerage, retail industry and financiers.

On 31 October 2007, Mr. Harrigan spent several hours in Clayton with the City Manager and the Community Development Director examining our Town Center in the field and discussed the positive potentials (and distractions) for a desired retail commercial center. Based on the fruits of that meeting, EDS was invited to submit a proposal to the City/Agency to encompass an updated retail marketing plan for Clayton and a retail recruitment component. The EDS proposal was received in November 2007.

Mr. Harrigan then met formally on 12 December 2007 with the City Council Sub-Committee on Economic Development (Vice Mayor Pierce and Council Member Shuey) to discuss in greater detail the merits of his services for our economic development objectives. Mr. Harrigan also met with then-Mayor Walcutt to review his services. It is the recommendation of the Council Sub-Committee and the Executive Director/City Manager to forward the EDS proposal for full Board consideration and approval.

Attached is EDS's proposal. Were it only producing yet another market analysis of the Town Center, the merits of the proposal, while tangibly beneficial to obtain an updated market analysis, could be accomplished via other nearby consultants. The true essence of this proposed relationship is that EDS (or another market analysis consultant) does not get to walk away from the City after submittal of its final product. EDS is retained to actually assist in the implementation of the final strategic plan for retail commercial in the Town Center! Thereby, EDS has a major role and responsibility in the actual implementation and success of the plan they recommend for adoption! And, EDS has proven experience and success in accomplishing its retail revitalization plans in other cities and business sectors.

Staff considers this on-going relationship and responsibility of EDS to work with private property owners in our Town Center to be the highly prized component of their consultant services. As noted in Goals 2 and 9 in their Proposal, EDS personally working with existing land owners and lessees in the Town Center to achieve mutual retail commercial objectives is part of the continuing services (and commitment) the Agency would provide to stakeholders to enhance the economic environment of our Clayton Town Center. A true partnership is forged. In short, an additional tool becomes available in the Agency's belt for aiding the attraction, construction and retention of viable economic developments in the Town Center.

FISCAL IMPACT

Page 5 of the EDS Proposal outlines the expected timetable and fee schedule for EDS's services. The Marketing Plan would take approximately 12 weeks ($20,640) and the first year implementation phase carries the remaining 38 weeks at $65,360. Total cost of first year consultant services is $86,000 (plus expenses not to exceed 16% of the base contract price). In comparison, the employer cost of an in-house economic development manager devoted to this task would exceed that total amount when including compensation and required employee benefits.

Preparation of economic development plans, marketing strategies, retail placement services and other associated costs targeting economic viability within a designated sector of the Redevelopment Agency's Project Area are legitimate, routine, and allowable expenses of the Agency. The FY 2007-08 Capital Improvement Budget, CIP No. 10400 – Downtown Economic Development, presently contains $873,423 for the express purpose of promoting economic development in the Town Center. The sole source of this CIP account is monies from the Clayton Redevelopment Agency.

An anecdotal comment on the merit of the proposed services: the City Manager received an unsolicited email this week from a Clayton resident actively interested in pushing further retail commercial developments in Downtown. In his comments (copy attached), he notes, *"Perhaps we can use redevelopment $$$ to pay incentive/commissions to property managers/developers to bring those kinds of merchants [retail destinations] to downtown."* Staff could not agree more with the sentiment. We believe EDS's proposal is the right method to accomplish those mutual objectives.

Respectfully submitted,

Gary A. Napper
Executive Director/City Manager

Attachments: 1. EDS Proposal [26 pp.]
2. Email from Clayton resident [1 pg.]

ATTACHMENT 1

Economic
Development
Systems

436 Calle Mayor ● Second Floor ● Redondo Beach, California 90277 ● Tel.: (310) 375-5821 ● Fax: (310) 375-8641

November 12, 2007

Mr. Gary Napper
City Manager
City of Clayton
6000 Heritage Trail
Clayton, California 94517

Subject: **Qualifications and Proposal for a Retail Revitalization Program for the Various Retail Components within Downtown Clayton**

Dear Gary:

Thank you for your interest in the programs and services of Economic Development Systems ("EDS") and for the opportunity to submit our qualifications and proposal for Retail Analysis and Strategies, Retailer and Developer Recruitment and, Retail Revitalization Services.

This cover letter and proposal are designed to be made part of any subsequent agreement and references the retail district collectively known as Downtown Clayton ("Program Area") and specifically, focused areas to be delineated, prioritized and defined at a later date.

The aforementioned Economic Development Systems' Retail Programs have proven to be a successful, quick starting process beginning with an initial market analysis, strategy and marketing plan design phase, followed by an immediate, proven, retail developer and/or retail business recruitment program crafted to also supplement and retain the successful businesses in the existing retail base.

Gary, please allow me to introduce Economic Development Systems to you and explain why EDS is the foremost "market-driven" retail consultant in the western United States.

Please note:

- During the last sixteen years EDS has focused only on the design and implementation of retail recruitment programs in order to spur private investment and create additional value by increasing, upgrading and diversifying the tenant mix in downtown retail "streetfront" districts, neighborhood business communities and commercial corridors.

- Economic Development Systems' program studies and/or implementations have been in effect, and proven effective, in, as an example, California cities such as **Long Beach, Pasadena, Los Angeles,**

San Diego, Palmdale, San Jose, Azusa, Rialto, Lawndale, Rancho Mirage, Culver City, Hermosa Beach, Riverside, Santa Ana, S. San Francisco, Fullerton, Bellflower, Huntington Beach, Montclair, Santa Paula, La Puente, Gardena, Grand Terrace, Stockton, Pico Rivera and **Ripon**, California.

- This focus has/is revitalizing stagnate or new sub-markets such as **Pine Avenue, Los Altos** and **Queensway** Bay in Long Beach, **Colorado Boulevard** and the Playhouse **District** in Pasadena, **Downtown** San Jose, **Westwood Village** in Los Angeles' Westside, the Palmdale **Trade and Commerce District, Pier Avenue** in **Downtown** Hermosa Beach, the **Studio District** in **Downtown** Culver City, the **Downtown Pier District** in Huntington Beach, as well formulating a retail recruitment plan for the **Mission Inn District** in **Downtown** Riverside.

- The benefits of our Retail Recruitment Implementations include:

    - Greater shopping, dining and entertainment, opportunities for residents and visitors;

    - The introduction of traffic generators for the betterment and retention of existing retail businesses;

    - Added city revenues by reducing sales tax leakage to surrounding communities;

    - Job creation;

    - A decrease in retail business turnover by providing more variation of tenant categories, resulting in a more stable, better balanced, successful commercial district;

    - Support for local landlords who may not have the way or means to promote their property to the brokerage and/or tenant community, and;

    - The pro-active placement of businesses that should be in your retail districts, versus accepting whomever *"just shows up"*.

- Our two principals have over fifty-years of collective experience in commercial real estate brokerage, business recruitment and retention services in the Los Angeles, San Diego, Riverside, San Joaquin, Contra

Costa, San Bernardino, Ventura, Santa Clara, San Mateo and Orange County areas.

- We work closely with associate team members such as Gensler; Economics Research Associates; The Arroyo Group; Hyett/Palma; Kotin Mouchly Group; Keyser Marston Associates; Seifel Consultants; Asset Strategies; Sedway Associates; Linda Congleton & Associates, etc.

Gary, rather than simply submit our "Scope of Work" in the following proposal, we will also provide our "Goals" exercise that we normally develop as an important initial step in this work program. This step should provide, if necessary, a tool for discussion with City management and staff to fine tune the subsequent Scope.

Regarding the time frame of our Scope, it is our opinion, based on our recent recruiting experiences in similarly positioned commercial districts, that a minimum of 10 hours per week are needed to maintain momentum through the Phase One Design (Market Analysis, Strategy and Marketing Plan Development) and 10 hours per week for the Phase Two Implementation (Recruitment Plan). Fewer hours will not produce consistent, long-term, tangible results.

As stated for Phase One, at 10 hours per week, we estimate the remaining Program Area's data base development, compilation and analysis, including marketing package development and necessary review meetings, from week one through week twelve, with the 10 hours per week recruitment plan beginning at week thirteen and lasting through, approximately, week fifty.

The Analysis/Design Phase, as outlined in the following proposal, will be the only "study" that EDS will need to proceed to Phase Two, Recruitment Implementation.

The aforementioned tangible results (e.g., **lessor/tenant/developer** negotiations **and/or retailer tours of available** space) will begin at approximately the 36-week Recruitment Phase mark and extend until our mutually agreed objectives are met. If less than the proposed hours are requested, adjustments for all areas of performance will be adjusted accordingly.

Our fee structure, outlined on Proposal pages 4 and 5, assumes that certain segments of the listed Scope of Work may have already been completed for the Program Area and/or compiled by previous consultants and/or City staff (e.g., **current** broker **listings of available** properties; property **ownership lists** with **two sets of mailing labels; sales tax data** by **each Program** Area **retailer; traffic counts; area parking maps; workable base maps; comprehensive listings of trade area competition; vacant building site plans; vacant** parcel **plot plans, etc.)**. If these segments are not complete or available, then they will have to be completed in a timely manner by staff (or by EDS for an additional charge), or the overall effectiveness of the program could be compromised.

As you are now aware, Gary, we have been or are currently under contract to provide similar revitalization programs in the cities of Long Beach, Pasadena, Los Angeles, San Jose, Culver City, Huntington Beach, Stockton, Pico Rivera, Grand Terrace, Ripon, Ontario, etc., and have concluded a market research and retail consultation program for a four-block area of Downtown Santa Ana's Hispanic "Mercado" area for the Santa Ana Redevelopment Agency.

For comparable work products, we had been under contract for over eleven years with the City of Long Beach in the downtown retail area including Pine Avenue and, more recently the $750,000,000.00 Queensway Bay project. A partial listing of our leasing results in Pasadena, San Jose, Long Beach, Culver City, Huntington Beach, Palmdale and Westwood Village can be found on Attachment "B". Our total qualifications are more fully described within the attached "Firm Qualifications".

Gary, co-principal Pat Hurst and I bring over 50 years of recruitment, retention and lease/sale negotiation experience to this assignment and are personally committed to producing a customized, usable working strategy and implementation for guiding the City of Clayton's recruitment and revitalization campaign.

We are members and guest speakers/panel members for the Urban Land Institute (ULI), International Council of Shopping Centers (ICSC), California Association for Local Economic Development (CALED), National Council for Urban Economic Development (CUED), California Redevelopment Association (CRA), International Downtown Association (IDA) and are licensed California real estate brokers .

We look forward to the opportunity of working closely with the City of Clayton including City management and staff, property owners, business people and area commercial brokers to develop creative action steps aimed at planning, and subsequently implementing, the recruitment, retention and revitalization programs for the City of Clayton's retail components.

Very truly yours,

Economic Development Systems

Jim Harrigan
Managing Principal

cc: Pat S. Hurst

Economic
Development
Systems

Presented

to

Gary Napper
City Manager

City of Clayton

Jim Harrigan
and
Pat Hurst

Principals

Economic Development Systems

November 12, 2007

Economic
Development
Systems

PROPOSAL FOR THE DEVELOPMENT AND IMPLEMENTATION OF A RETAIL RECRUITMENT, RETENTION AND REVITALIZATION PROGRAM FOR THE VARIOUS RETAIL COMPONENTS WITHIN DOWNTOWN CLAYTON

INTRODUCTION

Economic Development Systems ("EDS") is pleased to submit this proposal for professional services with respect to the above subject. It is understood that the City of Clayton wishes to contract an economic development consultant to design and implement a Retail Recruitment, Retention and Revitalization Program for the various retail components within the Downtown Clayton commercial district ("Program Area").

GOALS

The purpose of this Retail Market Analysis, Strategy, Marketing Plan Development and Recruitment Implementation is to provide a plan for establishing a desirable increase, upgrade and diversity in the mix of retail uses that will also capitalize on the retention of successful businesses now located in the Program Area, as well as to build upon and enhance the existing revitalization programs of the City of Clayton. Specific goals of the program include the following:

1. **To create** a realistic action plan that builds upon existing Program Area's strengths and provides maximum exposure from limited resources.

2. **To create** a retail recruitment action plan aimed at actively involving Clayton landlords, existing tenants, commercial brokers, developers and City management and staff.

   This action plan involvement with Clayton "stakeholders" will include individual and/or group meetings to insure both an understanding of program goals as well as the reasons for the City's commitment for the revitalization of Downtown Clayton.

3. **To recommend** target niche concepts aimed at encouraging uses to compliment the existing retail businesses in the Program Area.

4. **To provide** recommended tenant absorption direction for in-fill of retail space.

5. **To create** a retail recruitment plan that provides recommendations that distinguish the Program Area from other retail already existing or planned in the greater Clayton trade area.

6. **To address** the integration of existing Program Area's vacant spaces into the overall marketing plan, including recommendations for the buildings' opportunities and constraints from a marketing and leasing perspective.

7. **To identify** potential leasing opportunities for retail usage. (All recommendations will be made after consultation with City management and staff and appropriate stakeholders.)

8. **To determine** the names and locational requirements of target local, regional and national tenant types while identifying specific sites to accommodate their needs.

9. **To draft and implement** an action plan for recruiting target market developers, investors, retailers, restaurateurs and/or entertainment venues, and to identify and assist in the development of the specific tools required to accomplish these tasks based on successful strategies utilized by other California cities. (Development and production of brochures, maps, DVD's and videos are not included in the budget presented herein.)

   The above referenced retail recruitment action plan will be specifically tailored for the small town needs of Downtown Clayton. Although historically over the last seventeen-years, the programs and services of EDS have been utilized by medium to large California cities to upgrade and diversify their retail districts, our downtown recruitment strategies have always been "small town" by design.

   The reason for this seemingly oxymoronic tactic is because EDS has always been opposed to recreating the regional mall in any sized downtown...large, medium or small. We have consistently believed that a niche retail market of independent stores, restaurants and entertainment venues should be a downtown district's "cake" with a minority consideration of national and regional retailers being the district's " frosting".

   This same, successful strategy/tactic will not change for Downtown Clayton.

SCOPE OF WORK

To achieve the above goals, the following scope of work is required:

1. **Kick-Off** Meeting with City management and staff to discuss assistance, goals and timetables.

2. **Compile** provided inventory within the Program Area and review area retail uses.

3. **Analyze** existing retail sales tax data for the Program Area. (It is understood

that EDS will be provided by the City with a detailed itemization of sales tax information for all uses within the Program Area to be analyzed on a confidential basis.)

4. **Review** provided listings of competition in key shopping areas and centers that provide competitive shopping, dining and/or entertainment.

5. **Prepare** a demographic overview of the greater Clayton area residents and daytime workers.

6. **Conduct** selected interviews with knowledgeable real estate and retail management and/or leasing contacts who are familiar with Program Area and its competition.

7. **Prepare** a concise retail voids overview.

8. **Prepare** preliminary retail concept recommendations.

9. **Research** select local, regional and national retailers.

10. **Recommend** the highest and best use for Program Area's vacant spaces and development sites.

11. **Prepare and implement** a marketing and leasing plan that outlines the following:

    (a) A strategy for the Program Area to determine what retail is needed to satisfy the voids in the Program Area;

    (b) Identify "Key Tenants" that would be successful and draw other successful retailers to the Program Area;

    (c) Identify possible locations for "Key Tenants";

    (d) Vacant building use strategy, and;

    (e) Provide plans for a mix of "traditional" retail, restaurant and possible entertainment usage to complement the existing successes of the Program Area.

12. **Present** a concise, written outline and verbal report of market research findings, conclusions and recommendations relating Steps 1-11 above to City management and staff.

13. **Create and implement** a marketing/promotions action plan for recruiting the

target market businesses and attractions. This will include direct contact with potential tenants, developers and/or their respective brokers; production of specific market information per tenant request; ongoing, monthly review of City staff's maintenance and update of a Retail Vacancy Roster; ongoing effort to expand the original prospective tenant roster; coordinate tours and meetings with potential tenants and/or developers; describe all economic incentives; and, assist throughout negotiation/ occupancy as necessary.

APPROACH TO AREA PROMOTION/ANTI-FAVORITISM CONCERNS

It is understood that the Consultant would not be actively representing specific leasable properties in the Program Area in lease transactions, but would represent the area as a whole. Tenant referrals will be made directly to the leasing agents for the properties involved. All prospective tenants will be provided with information that specifically addresses their individual space and area requirements. The tenant will then select and eliminate properties as they believe necessary.

Consultant shall respond accordingly to those properties of interest, via the listing broker, and will then monitor and participate in the transaction as required. It has been our experience that dialogue with "hot prospects" must be on an ongoing basis to insure that if the tenant's first choice does not work out, the second alternative is then pursued.

It is also highly probable that the Consultant will contact and recruit tenants that are not represented by an exclusive broker. Upon request by the respective tenant, Consultant shall provide a list of at least three Clayton area commercial real estate brokers to represent said tenant. Tenant shall be fully responsible for further selection of a specific broker. Should there be several area brokers who should be presented as candidates, then a full listing can be rotated on a case-by-case basis.

It is also understood that any tenants that do not select a site in the Program Area will be encouraged to look elsewhere in the City of Clayton for appropriate locations.

PROJECT TEAM MEMBERS

Jim Harrigan (primary) and Pat Hurst (secondary), Principals of Economic Development Systems will be personally responsible for conducting and supervising the production of the assignment. Their resume/ professional qualifications are attached.

FEE SCHEDULE

January, 2007/08 large city rates for a minimum 500 annual hours for long-term assignment are $250 per hour, Principal billing rate, plus expenses.

For Clayton, because of its lower population base, EDS will discount these rates by 30%. This reduction will set the hourly, mixed rate at $172.00 for the term of this initial agreement, plus expenses.

For year one of this "long-term" (500 minimum hours) assignment:

Phase I – 12 Weeks - 120 Hours	
Analysis:	$13,600.
Strategy:	$4,400.
Marketing Plan:	$2,640.
Phase II – 38 Weeks - 380 Hours	
Recruitment Implementation:	$65,360.
Total of 500 Contract Hours:	$86,000.

EXPENSES

Direct "reimbursable expenses", include, but are not limited to, air fares; hotels; travel time; ground transportation/mileage; travel time; telephone calls; delivery; demographic reports; graphics and printing; entertainment/meals; meals while traveling; postage; client entertainment; the pro-ration, with other client Cities/ Agencies/Associations, of costs for regional and national retail conferences (e.g., ICSC Conferences; Trade Conventions, etc.). The maximum amount of these expenses will not exceed 16% of the total hourly contract.

TIME ALLOCATION

As of today, November 12, 2007, the Principals will allocate up to twelve (12) total hours per week for this assignment and can schedule a commencement of services for January 1, 2008. (Please note that as outstanding proposals/ contracts are executed, this time commitment and commencement date may possibly be altered or delayed.)

BILLING ARRANGEMENTS

Monthly invoices will be submitted approximately on the first of each month. Payment shall be due within thirty (30) days of the date of the billing statement. In the event payment is not received within said thirty (30) day period, it is the policy of the company to cease work until such time that the billings are paid in full. Amounts outstanding thirty (30) days or more from the date of the billing statement will be charged a rebilling amount of two percent (2%) per month (24% per annum). Should this assignment be abandoned or terminated for any reason whatsoever during the progress of the work, billings will be rendered up to the date of said abandonment or termination and shall immediately become due and payable. In the event of any dispute relative to this agreement, the prevailing party shall be entitled to attorney's fees and costs. This agreement shall be construed, interpreted, and governed for any and all purposes by the laws of the State of California, and any action on this assignment shall be commenced in the County of Los Angeles, State of California.

FIRM QUALIFICATIONS

Economic Development Systems ("EDS"), based in Redondo Beach, California, provides consulting services to city governments, redevelopment agencies, Business Improvement Districts (BIDs), real estate developers, institutional investors, land owners, and other consulting firms. A staff of experienced professionals with backgrounds in real estate, retail, marketing, management and research form the core of EDS.

Economic Development Systems, a partnership, founded in 1991 by Pat S. Hurst, and formalized in 1993 when co-principal Jim Harrigan joined the firm, provides retail recruitment services focusing on:

- Market Assessment
- Retail Void Analysis
- Tenant Recruitment
- Plan Implementation
- Site Selection Criteria
- Strategic Planning
- Tenant Negotiations
- User Profiles
- Retail Program Design
- Ongoing General Retail Consultation

These services compliment traditional demographic, census and financial statistic studies provided by firms such as Economics Research Associates, Seifel Associates, etc. To help clients better understand their markets and their prospective tenants, EDS examines and analyzes the relevant retail, demographic, and social trends as well as factors that impact a project or an area and then recruit the specific tenants to fill those needs by working closely with City, Agency and/or Association staff, landlords, commercial real estate firms, and local business owners.

EDS provides a coordinated retail recruitment program to prospective businesses currently located outside a given market area by providing outreach to local, regional and national brokers who represent the targeted retailers. The campaign includes promotion of all applicable economic incentives available to retailers such as the Enterprise Zone, Revitalization Zone, Loan Programs and other relevant incentives.
EDS' primary responsibility is to reach retailers by personal contact and to match such retailers with specific locations that can accommodate their needs. Upon confirmation of the prospective tenant's interest, EDS assists in identifying various leasing and financing strategies that will culminate in a commitment on the retailer's behalf to the market area. This includes proposal analysis, lease oversight and constant monitoring of the transaction.

Economic Development Systems has/is providing consulting services for the following clients/associates examples:

- City of Long Beach
- City of Pasadena
- City of San Jose
- City of Bellflower
- City of S. San Francisco
- City of Palmdale
- City of Culver City
- City of Santa Ana
- City of Fullerton
- City of Grand Terrace
- City of San Diego
- City of Azusa
- City of Stockton
- City of Ripon
- City of Los Angeles
- City of La Puente
- City of Rialto
- City of Riverside
- City of Huntington Beach
- City of Gardena
- Seifel and Associates
- Gensler
- Hausrath Associates
- Congleton Associates
- Economics Research Associates
- The Arroyo Group

CERTIFICATIONS

Economic Development Systems is certified by the State of California, Division of Civil Rights for participation in Federally and State funded contracts as a woman-owned and operated small business (Certification Number : CT-023244).

FOUR PROFILE PROJECTS

1. *City of San Jose –Downtown and Various Sub-Markets*

As a Retail Recruitment Consultant for the City of San Jose (population 950,000), EDS is working closely with the City staff in the revitalization of the downtown shopping, restaurant and entertainment district. The program began with an analysis and design of a retail strategy. The current implementation includes promoting not only specific economic incentives to key retailers, but providing

additional support to property owners and commercial brokers as well. Additional support includes expansion programs for existing retailers, profiles of existing properties for lease and/or sale and demographic profile compilation for specific tenant recruitment.
EDS is responsible for current activity with tenants such as Roy's Restaurant, House of Blues, The Magazine Furniture Store, The Improv, California Pizza Kitchen, Cheesecake Factory, etc.

Contact: Susan Shick
Executive Director
City of San Jose Redevelopment Agency
50 W. San Fernando Street, Suite 1100
San Jose, California 95113
(408) 794-1050

Date of Service: 1999 - Present

Services Delivered:

- The analysis and design of a retail strategy identifying the District's strength and weaknesses, needs, opportunities and possible constraints from a leasing perspective.

- Plan, schedule and lead stakeholder meetings to confirm support for submitted strategy and implementation.
- Efforts to revitalize two neighborhood shopping areas by developing RFQ standards for positioning the opportunity to developers in order to recruit grocery, drug and neighborhood amenities.

- Production/coordination of a city video, a compact disc for web site development, two brochures, slide shows and promotional packages for recruitment of new retail.

- ICSC tradeshow coordination and promotion

2. *City of Long Beach - Downtown and Various Sub-Markets*

As a Retail Recruitment Consultant since 1991 for the City of Long Beach (population 430,000), EDS has worked closely with the City staff in the revitalization of the downtown shopping, restaurant and entertainment district.

The program includes promoting not only specific economic incentives to key

retailers, but providing additional support to property owners and commercial brokers as well. Additional support includes expansion programs for existing retailers, profiles of existing properties for lease and/or sale and demographic profile compilation for specific tenant recruitment.

EDS is responsible for new store locations for Crate & Barrel, Z Gallerie, Limited Express/ Bath & Body Works, Trilusa Restaurant, Chicago for Ribs, Starbuck's, Good Guys, Tower Records, Barnes & Noble, and many others.

Other Long Beach area Retail Recruitment projects include:

A 100-acre Power/Entertainment Center proposed at the 605 Freeway and Carson Boulevard, featuring a multi-screen Edwards Cinema, restaurants, shopping, etc.; revitalization of the Marina Pacifica Mall on Pacific Coast Highway, including Barnes & Noble and the WOW! store (Good Guys/ Tower Records); a Redevelopment City Revitalization program for Los Altos Shopping Center (45 acres), including new retailers such as Bristol Farms and Circuit City; the Bixby Knolls Community Revitalization Area, consisting of a neighborhood shopping center including Orchard Supply and a new Von's grocery store, as well as streetfront retail and commercial districts; and, Queensway Bay, a 300-acre waterfront destination project featuring a new aquarium Which opened in June, 1998:

Contact: Ms. Barbara Kaiser
Redevelopment Bureau Manager
Community Development Department
City of Long Beach
333 West Ocean, 3rd Floor
Long Beach, California 90802
(562) 570-6340

Date of Service: 1991 - 2002

Services Delivered:

- The analysis and design of a retail strategy identifying the District's strength and weaknesses, needs, opportunities and possible constraints from a leasing perspective.
- Plan, schedule and lead stakeholder meetings to confirm support for submitted strategy and implementation.
- Addition of 200,000 square feet of new retail to Pine Avenue;

- Revitalization of two neighborhood shopping centers by recruiting Bristol Farms, Borders Books and Music, Sears (to replace Broadway) at Los Altos, and Barnes & Noble and AMC Theater expansion at Marina Pacifica;

- Introduction of IMAX Theater for Queensway Bay; and a culinary academy for the Downtown area;

- Production/coordination of four city videos, three brochures, and numerous slide shows and promotional packages for recruitment of new retail.

3. *City of Pasadena - Downtown Old Pasadena/Playhouse District*

The purpose in hiring EDS for the Old Pasadena retail district was to create a "proactive" program to address tenant mix issues in the remaining build-out of the district.

This effort includes communication and cooperation with property owners, commercial brokers, developers, existing retailers, city staff and elected officials. While the Old Pasadena retail district is a very well known popular destination, the retail recruitment effort focuses on striking a balance among the various categories of retail while maintaining the historic character of the district. In addition, a list of "key tenants," established and based upon individual tenant requirements, space availability, etc., was used for specific tenant recruitment efforts.

Supplemental information such as area maps, property profiles, vacancy rosters, etc. have been developed to be included in the promotional package. Tenants such as The Cheesecake Factory, Crate & Barrel Home Store, Pottery Barn, Saks Main Street Store, Earthsake and Buca de Beppo, to name a few, are tenants targeted by EDS for the District.

Contact: Richard Bruckner
Department Operations Manager
Housing and Development Department
City of Pasadena
100 North Garfield Avenue
Pasadena, California 91109-7215
(626) 744-4660

Date of Service: December 1994 - present

Services Delivered:

- The analysis and design of a retail strategy identifying the District's strength and weaknesses, needs, opportunities and possible constraints from a leasing perspective.

- Plan, schedule and lead stakeholder meetings to confirm support for submitted strategy and implementation.

- Addition of 137,000 square feet to the Old Pasadena Marketplace. Active tenants such as The Galleries of Neiman Marcus, Saks Men's Store, Villeroy & Boch, Ralph Lauren Shops, etc., total over 350,000 square feet; and

- Production and coordination of a retail recruitment package including demographics, maps, site plans, etc.

4. *City of Los Angeles - Westwood Village*

EDS provided services to Westwood Village for the development of a retail recruitment campaign to bring new regional and national retailers into what was once "the" urban streetfront environment in Southern California.
The scope of work included not only establishing a data bank of the 600,000 square feet of properties, but developing recruitment brochures, color maps and demographic information to be used in the retail attraction effort.

Contact: Mr. Robert Walsh
Executive Director
Westwood Village Community Alliance
1081 Westwood Boulevard, Suite 218
Los Angeles, California 90024
(310) 208-1984

Date of Service: January 1996 - August 1998

Services Delivered:

- The analysis and design of a retail strategy identifying the District's strength and weaknesses, needs, opportunities and possible constraints from a leasing perspective.

- Recruitment package including a four-page, four-

color brochure, retail recruitment map, and 9 x 12 presentation folders, as well as a project logo and letterhead package; and,

- A portfolio of restaurateurs, including Mi Piaci, Palamino, Mr. Chow, Kincaids, California Pizza Kitchen and Wolfgang Puck restaurants; Kings Fish House, P.F. Chang's and Border Grill have or are locating into the Village.

PRINCIPAL QUALIFICATIONS

Pat S. Hurst
Principal

Pat S. Hurst has more than twenty-six years of diverse experience in all phases of commercial real estate in the Greater Los Angeles area including marketing, promotion, leasing, tenant recruitment, business development, financial analysis, construction, etc. She holds a Bachelor of Science Degree from Tennessee Technological University and was a Dean's List Honors Recipient. Current memberships include The International Council of Shopping Centers, Urban Land Institute, and California Association for Local Economic Development.

While Ms. Hurst's focus has been retail development for the past few years, her experience in both corporate and retail recruitment has strengthened her skills in market research and economic development. During her career in corporate real estate, she negotiated over 1.5 million square feet of lease transactions. As Leasing Coordinator for the development division of Cushman Realty Corporation, she negotiated more than 500,000 square feet of leases with tenants such as Disney Channel and Walt Disney Pictures, Teledyne, Wells Fargo Bank, Mobile Oil, Polygram Records and Warner Brothers.

Prior to her years at Cushman Realty Corporation, Ms. Hurst worked with Reliance Development Company as Leasing Representative for the 1000 Wilshire Boulevard Building in Downtown Los Angeles and the CIGNA Health Plan building located at 505 North Brand in Glendale. As a Leasing Specialist with American Trading Real Estate Company, she worked on the promotional campaign for the 880,000 square foot Glendale Square project planned for the immediate commercial district of Glendale. She also served as Vice President of Marketing for Howard Development Corporation in Glendale, and Project Manager for Mitchell Development in Sherman Oaks.

As a result of her working knowledge of the commercial office and retail real estate markets, Ms. Hurst provides her clients with experience ranging from the marketing of individual retail and office projects, to assisting with the

revitalization of business and commercial districts throughout the Greater Los Angeles area.

Jim Harrigan
Managing Principal

Following his recruitment by Union Oil Company of California (Unocal), while still a student at Loyola University of Los Angeles (Loyola Marymount University), Jim was requested to report to Unocal's marketing headquarters in Chicago following his graduation. During this time he underwent a highly sophisticated training program in corporate real estate and commercial property management. After this training period, Jim was then sent to corporate headquarters in Los Angeles, where he held eight varied and increasingly more senior real estate positions until his entry into commercial real estate brokerage.

For the subsequent twenty-nine years, Jim Harrigan has been involved as a broker, supervising manager and/or managing principal in over 1,900 separate commercial lease or sale transactions for a total consideration in excess of $1.55 billion.

During this time period, and before joining the retail consultation firm, Economic Development Systems ("EDS") with Pat S. Hurst in 1993, Jim recruited, hired, trained, and counseled over 105 of the top retail, office, industrial, and investment brokers in the greater Southern California commercial market. Jim assisted in creating and closing some of the area's largest real estate deals for three diverse commercial real estate companies, including Hurst/Harrigan Associates, the commercial brokerage "sister" firm of EDS.

With this varied and strong brokerage and management background, Jim Harrigan, as co-principal of Economic Development Systems and Hurst/Harrigan Associates, brings over 35-years of marketing success to the California commercial real estate marketplace. His actual experience in corporate, commercial and industrial real estate spans the entire six county area of southern California as well as San Francisco, San Mateo, Santa Clara, San Joaquin and Contra Costa Counties in northern California. His working knowledge and relationships with corporate entities, retailers and commercial real estate brokers throughout the entire State of California market is second to none.

CLIENT REFERENCES - (Partial 2002 List)

City of San Jose

Susan Shick
Executive Director
City **of San Jose Redevelopment** Agency
50 West San Fernando Street, Suite 1100
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408-794-1050

Anne Stedlar
Neighborhood/Industrial Development
City **of San Jose Redevelopment** Agency
50 West San Fernando Street, Suite 900
San Jose, California 95113
(408) 794-1167

City of Pasadena

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Housing and Development Department
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- City of Culver City
310-253-6001

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City **of Long Beach**
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714-536-5445

City of Grand Terrace

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City of Gardena
1700 West 162nd Street
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(310) 217-9533

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900 Sherman Street
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Thomas D. Lenny
Senior Vice President
Cousins Properties
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Irvine, California 92618
(949) 585-9270

ECONOMIC DEVELOPMENT SYSTEMS' TRANSACTIONS

Completed and Pending - **Partial City List** / 1991-2007

CITY OF PASADENA

Tenant	Square Footage
Saks Main Street	48,000
California Culinary Academy	45,000
Crate & Barrel Home Store	35,000
Laemmle Art Cinema	35,000
Container Store	23,000
Glabmans Furnishings	17,000
Banana Republic	16,000
Pottery Barn	15,000
French Connection	12,000
Burke Wms. Spa	12,000
Cheesecake Factory	10,000
P F Chang's	8,000
Buca di Beppo	7,500
Tommy Bahamas	7,500
Border Grill	7,000
Sushi Roku	5,161
Restoration Hardware	5,000
Jerry's Deli	5,000
Imaginarium	4,000
Apple Computer Store	3,800
BCBG	3,000
Illuminations	2,500
Lather	2,100
Bang & Olafson	1,600
City Total:	**295,161**

Contract Term: 1994-present

CITY OF SAN JOSE

Tenant	Square Footage
Bloomingdales	*100-200,000
Saks Department Store	*50-150,000
Loew's Cineplex	*75,000
Century Theaters	*70,000
Barnes & Noble	*28,000
House of Blues	22,000
Gap Stores	*10-20,000
The Improv	14,000
Z Gallerie	*10,000
P F Chang's	7,500
Safeway	*55,000
Foods Co.	*55,000
Trader Joe's	*10,000
McCormick & Schmick	10,000
City Total:	**726,500**

*Tenants active in RDA projects being developed city wide
Contract Term: 2000-present

CITY OF LONG BEACH

Tenant	Square Footage
Wal-Mart	120,000
Vons Grocery Expansion	80,000
Orchard Supply	60,000
Ralph's Grocery	55,000
Albertson's Grocery	55,000

Nordstrom Rack	48,000
Circuit City	40,000
Good Guys	40,000
Ross Dress For Less	40,000
Gold's Gym	35,000
Barnes & Noble	30,000
Sav-on (2)	25,000
Imax Theater –project delayed	25,000
Bristol Farms	25,000
R-Ranch market	20,000
Z Gallerie	20,000
Jillians Restaurant & Billiards	17,000
Crate & Barrel	13,000
Trader Joe's	10,000
McCormick & Schmick Restaurant	10,000
Rock Bottom Brewery	10,000
Cha Cha Cha Restaurant	8,000
B.U.M. Equipment	7,800
Hamburger Hamlet Restaurant	7,500
Hollywood Video	7,000
Trilussa Restaurant	6,200
Bubba Gump Shrimp Restaurant	6,000
Prego Restaurant	6,000
California Pizza Kitchen	6,000
Bahama Breeze Restaurant	6,000
Limited Express	5,800
Coffee Plantation	4,500
Bath & Body Works	4,500
Coffee Bean & Tea Leaf	3,000
French Café	3,000
Chicago For Ribs	3,000
Pasta Presto	3,000
Art of Hands Gallery	3,000

Starbucks (2)		2,500
Mail Boxes Etc.		2,000
Cellar V Restaurant		2,000
King Crab Lounge		1,500
	Sub-Total:	**838,300**
Office Space:		
DeVry Institute		100,000
Auto Club of Southern California		100,000
Levi Strauss Regional Sales Office		10,000
	Sub-Total:	**210,000**
	City Total:	**1,048,300**

Contract Term: 1992-2001

CITY OF CULVER CITY

Tenant	Square Footage
AMC Theater (replaced by Pacific)	55,000
Trader Joe's	10,000
Rubio's	2,000
Starbucks	1,800
City Total:	**68,800**

Contract Term: 1997-present
*Tenants signed for project delayed, due to financing market

CITY OF HUNTINGTON BEACH

Tenant	Square Footage
Kincaid's BayHouse Restaurant	10,000
Abercrombie & Fitch	7,000

Hollister	7,000
Ann Taylor Loft	5,000
Fred's Restaurant	4,500
City Total:	**33,500**

Contract Term: 1999-present

CITY OF PALMDALE

Tenant	Square Footage
Best Buy	58,000
Blockbuster Music	15,000
Discovery Zone	15,000
Bath and Body Works	4,000
Pic' N Save	15,000
Victoria's Secret	6,000
Applebees Restaurant	7,500
Coco's / Carrows	8,000
Kinko's	6,000
Barry's Jewelers	2,000
Kenny Rogers Roaster	3,500
Market @ Alpha Beta Site	25,000
K-Mart	140,000
City Total:	**305,000**

Contract Term: 1993-1996

WESTWOOD VILLAGE
LOS ANGELES, CALIFORNIA

Tenant	Square Footage

Palomino Restaurant		10,000
Napa Valley Grill		8,000
California Pizza Kitchen		7,000
	City Total	**25,000**

Contract Term: 1995-1996

Total Excluding * Tenants:		1,669,061
Total * Tenants:		833,000
	Sub-Total	**2,502,061**

Remaining 32 Contract Cities		1,100,000
	Grand Total	**3,602,061**

ATTACHMENT 2

-----Original Message-----
From: bandcarmstrong@comcast.net [mailto:bandcarmstrong@comcast.net]
Sent: Tuesday, January 08, 2008 10:03 AM
To: Jeremy Graves

Now to my main issue. We should schedule a working session with property managers and interested developers to get input on how we can help attract retail to downtown and Clayton Station. Downtown must have retail that will draw out of towners. Longs Drugs is not a destination anchor. The only retailers that I can think of that will draw "tourists" are wineries and antique/art galleries. Perhaps we can use redevelopment $$$ to pay incentives/commissions to property managers/developers to bring those kinds of merchants to downtown. I have mentioned wine tasting rooms and the Keller Ranch property to Julie Pierce and I think I copied you.