



CITY COUNCIL Agenda

Council Chamber
1200 Carlsbad Village Drive
Carlsbad, CA 92008

Aug. 18, 2020, 3 p.m.

Welcome

to Your City Council Meeting

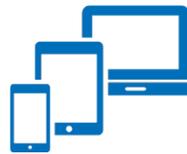
We welcome your interest and involvement in the city's legislative process. This agenda includes information about topics coming before the City Council and the action recommended by city staff. You can read about each topic in the staff reports, which are available on the city website and in the Office of the City Clerk. The City Clerk is also available to answer any questions you have about City Council meeting procedures.

How to watch



City cable channel

Charter Spectrum channel 24
AT&T U-verse channel 99.



City website

carlsbadca.gov/news/cityty.asp

Virtual meeting format

- Per California Executive Order N-29-20, and in the interest of public health and safety, we are temporarily taking actions to prevent and mitigate the effects of the COVID-19 pandemic by holding City Council and other public meetings online only.
- All public meetings will comply with public noticing requirements in the Brown Act and will be made accessible electronically to all members of the public seeking to observe and address the City Council.

How to participate

- **By phone:** Sign up at <https://www.carlsbadca.gov/cityhall/clerk/meetings/default.asp> by 2 p.m. the day of the meeting to provide comments live by phone. You will receive a confirmation email with instructions about how to call in.
- **In writing:** Email comments to clerk@carlsbadca.gov. Comments received by 2 p.m. the day of the meeting will be shared with the City Council prior to the meeting. When e-mailing comments, please identify in the subject line the agenda item to which your comments relate. All comments received will be included as part of the official record. **Written comments will not be read out loud.**
- These procedures shall remain in place during the period in which state or local health officials have imposed or recommended social distancing measures.

Reasonable accommodations

Persons with a disability may request an agenda packet in appropriate alternative formats as require by the Americans with Disabilities Act of 1990. Reasonable accommodations and auxiliary aids will be provided to effectively allow participation in the meeting. Please contact the City Manager's Office at 760-434-2821 (voice), 711 (free relay service for TTY users), 760-720-9461 (fax) or manager@carlsbadca.gov by noon on the Monday before the meeting to make arrangements.

More information about City Council meeting procedures can be found at the end of this agenda and in the Carlsbad Municipal Code chapter 1.20. PLEASE NOTE: AS A RESULT OF THE WAIVERS IN EXECUTIVE ORDER N-29-20, THE BROWN ACT PERMITS FULL PARTICIPATION BY OFFICIALS IN MEETINGS THROUGH VIDEO OR AUDIO TELECONFERENCE.

The City Council also sits as the Carlsbad Municipal Water District Board, Public Financing Authority Board, Community Development Commission and Successor Agency to the Redevelopment Agency. When considering items presented to the Carlsbad Municipal Water District Board, each member receives an additional \$100 per meeting (max \$300/month). When considering items presented to the Community Development Commission each member receives an additional \$75 per meeting (max \$150/month).

CALL TO ORDER:

ROLL CALL:

ANNOUNCEMENT OF CONCURRENT MEETINGS: City Council is serving as the Carlsbad Municipal Water District Board of Directors on Consent Calendar Item No. 4.

INVOCATION:

PLEDGE OF ALLEGIANCE:

APPROVAL OF MINUTES:

Minutes of the Regular Meeting held June 16, 2020
Minutes of the Special Meeting held June 23, 2020
Minutes of the Regular Meeting held June 23, 2020
Minutes of the Special Meeting held July 14, 2020
Minutes of the Regular Meeting held July 14, 2020
Minutes of the Regular Meeting held July 21, 2020
Minutes of the Special Meeting held July 28, 2020

PRESENTATIONS: None.

PUBLIC REPORT OF ANY ACTION TAKEN IN CLOSED SESSION:

PUBLIC COMMENT: *In conformance with the Brown Act and California Executive Order No. N-29-20, a total of 15 minutes is provided so members of the public participate in the meeting by submitting comments as provided on the front page of this agenda. The City Council will receive comments as requested up to a total of 15 minutes. All other comments will trail until the end of the meeting. In conformance with the Brown Act, no Council action can occur on these items.*

CONSENT CALENDAR: *The items listed under Consent Calendar are considered routine and will be enacted by one motion as listed below. There will be no separate discussion on these items prior to the time the Council votes on the motion unless members of the Council, the City Manager, or the public request specific items be discussed and/or removed from the Consent Calendar for separate action.*

WAIVER OF ORDINANCE TEXT READING:

This is a motion to waive the reading of the text of all ordinances and resolutions at this meeting.

1. **REPORT ON CITY INVESTMENTS AS OF JUNE 30, 2020** – Accept and file report on city investments as of June 30, 2020. (Staff contact: Craig Lindholm and Laura Rocha, Administrative Services)
2. **EXTENSION OF LICENSE AGREEMENT WITH COX COMMUNICATIONS CALIFORNIA, LLC TO ALLOW THE CONTINUED USE OF THE PUBLIC RIGHT-OF-WAY WITHIN THE CITY TO PROVIDE SERVICES TO THE PALOMAR AIRPORT INDUSTRIAL AREA** – Adoption of a resolution authorizing the city manager or his designee to extend the license agreement between the City of Carlsbad and Cox Communications California, LLC. (Staff contact: Maria Callander, Administrative Services)
3. **REJECTION OF ALL BIDS RECEIVED FOR THE CALAVERA HILLS COMMUNITY PARK GATEWAY IMPROVEMENTS PROJECT** – Adoption of a resolution rejecting all bids received for the Calavera Hills Community Park Gateway Improvements Project (Capital Improvement Project No. 4601). (Staff contact: Kyle Lancaster, Parks & Recreation)

4. APPROVE THE EXECUTION OF MASTER SERVICE AGREEMENTS FOR AS-NEEDED CONSTRUCTION MANAGEMENT, INSPECTION AND MATERIALS TESTING SERVICES – 1) Adoption of a resolution approving the execution of master service agreements with the City of Carlsbad for as-needed horizontal construction management and inspection services with Kleinfelder Construction Services, Inc., Infrastructure Engineering Corporation, Harris & Associates, Inc., and Valley CM Inc. dba Valley Construction Management; as-needed vertical construction management and inspection services with SchneiderCM, Inc., Griffin Structures, Inc., Kitchell/CEM, Inc., and Anser Advisory Management, LLC dba Anser Advisory; and as-needed materials testing services with Atlas Technical Consultants LLC (formerly SCST, Inc.), Leighton Consulting, Inc., Twining, Inc., and Barnett Quality Control Services dba Nova Services, Inc.; and
2) Adoption of a Carlsbad Municipal Water District (CMWD) resolution approving the execution of master service agreements with CMWD for as-needed horizontal construction management and inspection services with Kleinfelder Construction Services, Inc., Infrastructure Engineering Corporation, Harris & Associates, Inc., and Valley CM, Inc. dba Valley Construction Management; as-needed vertical construction management and inspection services with SchneiderCM, Inc., Griffin Structures, Inc., Kitchell/CEM, Inc., and Anser Advisory Management, LLC dba Anser Advisory; and as-needed materials testing services with Atlas Technical Consultants LLC (formerly SCST, Inc.), Leighton Consulting, Inc., Twining, Inc., and Barnett Quality Control Services dba Nova Services, Inc. (Staff contact: Babaq Taj, Public Works)

ORDINANCES FOR INTRODUCTION: None.

ORDINANCES FOR ADOPTION:

5. ADOPTION OF ORDINANCE NO. CS-379 – Adoption of Ordinance No. CS-379 amending the Carlsbad Corporate Plaza Specific Plan (SP 23(H)) to remove the 6,000 square-foot limitation on medical office use for existing office buildings located at 6183-6185 Paseo del Norte within the Mello II segment of the city’s Local Coastal Program and Local Facilities Management Zone 3. (Case Name: Carlsbad Corporate Plaza Parking Structure; Case No.: AMEND 2019-0002). (Staff contact: Faviola Medina, City Clerk Department)

City Manager’s Recommendation: Adopt Ordinance No. CS-379.

PUBLIC HEARINGS: None.

DEPARTMENTAL AND CITY MANAGER REPORTS:

6. COVID-19 ACTIONS AND EXPENDITURES REPORT – Receive a report on recent actions and expenditures related to the city’s response to the COVID-19 pandemic and provide direction as appropriate. (Staff contact: Geoff Patnoe, City Manager Department)

City Manager’s Recommendation: Receive the report and provide direction as appropriate.

7. ECONOMIC RECOVERY AND REVITALIZATION INITIATIVE UPDATES AND ACTIONS – 1) Adoption of a resolution approving further implementation of the economic recovery and revitalization initiative and modifications to the COVID-19 Small Business Loan Program, and
2) Provide additional direction based upon a report out by the Ad Hoc City Council Economic Revitalization Subcommittee. (Staff contact: David Graham, Administrative Services)

City Manager’s Recommendation: Adopt the resolution and provide additional direction.

8. REVIEW OF JULY 23, 2020 CLEAN ENERGY ALLIANCE JOINT POWERS AUTHORITY SPECIAL MEETING AGENDA ITEM 5 – CLEAN ENERGY ALLIANCE INCLUSIVE & SUSTAINABLE WORKFORCE POLICY – Review and discuss the July 23, 2020 Clean Energy Alliance Joint Powers Authority Board of Directors Special Meeting Agenda Item 5 – Clean Energy Alliance Inclusive & Sustainable Workforce Policy. (Staff contact: Jason Haber, City Manager Department)

City Manager’s Recommendation: Review and discuss the item.

9. PRESENTATION ON POLICE USE OF FORCE AND POLICE OFFICERS BILL OF RIGHTS AND DISCUSSION ON CITIZENS REVIEW COMMITTEE ON POLICE PRACTICES AND PROCEDURES – Receive a presentation on police use of force and Police Officers Bill of Rights and discuss background information regarding the formation of citizens review committees on police practices and procedures. (Staff contact: Celia Brewer, City Attorney Department; Mickey Williams, Police Department; Judy von Kalinowski, Human Resources Department; and Sheila Cobian, City Manager Department)

City Manager’s Recommendation: Receive the presentation and discuss the item.

COUNCIL COMMENTARY AND REQUESTS FOR CONSIDERATION OF MATTERS:

City Council Regional Assignments (Revised 4/7/20)

Matt Hall Mayor	North County Mayors and Managers City/School Committee Chamber of Commerce Liaison (primary) Clean Energy Alliance JPA (alternate) San Diego County Water Authority San Diego Regional Economic Development Corporation Board of Directors
Keith Blackburn Mayor Pro Tem	Buena Vista Lagoon JPC Encina Wastewater Authority/JAC Board of Directors North County Dispatch Joint Powers Authority Chamber of Commerce Liaison (alternate) SANDAG (1 st alternate) North County Transit District (alternate)
Priya Bhat-Patel Council Member – District 3	SANDAG (2 nd alternate) North County Transit District (primary) City/School Committee League of California Cities – SD Division Encina Wastewater Authority/JAC Board of Directors (alternate)
Cori Schumacher Council Member – District 1	SANDAG (primary) Buena Vista Lagoon JPC Clean Energy Alliance JPA (primary) Encina Wastewater Authority/JAC Board of Directors North County Dispatch Joint Powers Authority (alternate)
Vacant – At-Large Council Member	

PUBLIC COMMENT: Continuation of the Public Comments

This portion of the agenda is set aside for continuation of public comments, if necessary, due to exceeding the total time allotted in the first public comments section. In conformance with the Brown Act, no Council action can occur on these items.

ANNOUNCEMENTS:

This section of the Agenda is designated for announcements to advise the community regarding events that Members of the City Council have been invited to, and may participate in.

CITY MANAGER COMMENTS:

CITY ATTORNEY COMMENTS:

ADJOURNMENT:

This section of the Agenda is designated for announcements to advise the community regarding events that Members of the City Council have been invited to, and may participate in.

City Council Meeting Procedures (continued from page 1)

Written Materials

Written materials related to the agenda that are submitted to the City Council after the agenda packet has been published will be available for review prior to the meeting during normal business hours at the City Clerk's office, 1200 Carlsbad Village Drive and on the city website. To review these materials during the meeting, please see the City Clerk

Visual Materials

Visual materials, such as pictures, charts, maps or slides, are allowed for comments on agenda items, not general public comment. Please contact the City Manager's Office at 760-434-2820 or manager@carlsbadca.gov to make arrangements in advance. All materials must be received by the City Manager's Office no later than noon the day before the meeting. The time spent presenting visual materials is included in the maximum time limit provided to speakers. All materials exhibited to the City Council during the meeting are part of the public record. **Please note that video presentations are not allowed.**

Decorum

All participants are expected to conduct themselves with mutual respect. Loud, boisterous and unruly behavior can interfere with the ability of the City Council to conduct the people's business. That's why it is illegal to disrupt a City Council meeting. Following a warning from the presiding officer, those engaging in disruptive behavior are subject to law enforcement action.

City Council Agenda

The City Council follows a regular order of business that is specified in the Carlsbad Municipal Code. The City Council may only make decisions about topics listed on the agenda.

Presentations

The City Council often recognizes individuals and groups for achievements and contributions to the community. Well-wishers often fill the chamber during presentations to show their support and perhaps get a photo. If you don't see an open seat when you arrive, there will likely be one once the presentations are over.

Consent Items

Consent items are considered routine and may be enacted together by one motion and vote. Any City Council member may remove or "pull" an item from the "consent calendar" for a separate vote. Members of the public may pull an item from the consent calendar by requesting to speak about that item. A speaker request form must be submitted to the clerk prior to the start of the consent portion of the agenda.

Public Comment

Members of the public may speak on any city related item that does not appear on the agenda. State law prohibits the City Council from taking action on items not listed on the agenda. Comments requiring follow up will be referred to staff and, if appropriate, considered at a future City Council meeting. Members of the public are also welcome to provide comments on agenda items during the portions of the meeting when those items are being discussed. In both cases, a request to speak form must be submitted to the clerk in advance of that portion of the meeting beginning.

Public Hearing

Certain actions by the City Council require a “public hearing,” which is a time within the regular meeting that has been set aside and noticed according to different rules.

Departmental Reports

This part of the agenda is for items that are not considered routine and do not require a public hearing. These items are usually presented to the City Council by city staff and can be informational in nature or require action. The staff report about each item indicates the purpose of the item and whether or not action is requested.

Other Reports

At the end of each meeting, City Council members and the city manager, city attorney and city clerk are given an opportunity to share information. This usually includes reports about recent meetings, regional issues, and recent or upcoming meetings and events.

City Council Actions

Resolution

A resolution is an official statement of City Council policy that directs administrative or legal action or embodies a public City Council statement. A resolution may be introduced and adopted at the same meeting. Once adopted, it remains City Council policy until changed by subsequent City Council resolution.

Ordinance

Ordinances are city laws contained in the Carlsbad Municipal Code. Enacting a new city law or changing an existing one is a two-step process. First, the ordinance is “introduced” by city staff to the City Council. If the City Council votes in favor of the introduction, the ordinance will be placed on a subsequent City Council meeting agenda for “adoption.” If the City Council votes to adopt the ordinance, it will usually go into effect 30 days later.

Motion

A motion is used to propose City Council direction related to an item on the agenda. Any City Council member may make a motion. A motion must receive a “second” from another City Council member to be eligible for a City Council vote.



CITY COUNCIL
Minutes

Council Chamber
1200 Carlsbad Village Drive
Carlsbad, CA 92008

June 16, 2020, 3 p.m.

CALL TO ORDER: 3 p.m.

ROLL CALL: Hall, Blackburn, Bhat-Patel, Schumacher.

ANNOUNCEMENT OF CONCURRENT MEETINGS: None.

PLEDGE OF ALLEGIANCE: Mayor Pro Tem Blackburn led the Pledge of Allegiance.

INVOCATION: None.

PRESENTATIONS: None.

PUBLIC COMMENT:

The following individuals called into the City Council Meeting and voiced their comments for the record:

Ana Reyes spoke regarding the money budgeted for police in FY 2020-21.

Mary Lucid thanked the elected officials, the City Clerk Services Department and staff members from the City Manager's Office for their outstanding service to the public. She also spoke about the lack of details in the Parks & Recreation budget.

CONSENT CALENDAR:

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to approve Consent Calendar Item Nos. 3 and 4. Motion carried unanimously, 4/0.

This item was pulled by Mayor Hall to vote on separately.

1. **ASSEMBLY JOINT RESOLUTION NOS. 30 AND 33 – RELATIVE TO NUCLEAR WEAPONS –** Adoption of a resolution supporting California Assembly Joint Resolution Nos. 30 and 33 relative to nuclear weapons. (Staff contact: Jason Haber, City Manager Department)

This item was pulled by Council Member Schumacher for discussion.

2. **APPROVAL OF AGREEMENT WITH GHD, INC. FOR SOUTH CARLSBAD BOULEVARD CLIMATE ADAPTATION PROJECT –** Adoption of a resolution authorizing execution of an agreement with GHD, Inc. for consulting services on the south Carlsbad Boulevard Climate Adaptation Project in an amount not to exceed \$249,645 for the three years of the agreement. (Staff contact: Mike Grim, Public Works)
3. **APPROVAL OF AGREEMENT WITH URBAN CORPS OF SAN DIEGO, INC. FOR CITYWIDE GRAFFITI REMOVAL AND MISCELLANEOUS MAINTENANCE SERVICES –** Adoption of Resolution No. 2020-110 approving a professional services agreement with Urban Corps of San Diego, Inc. for citywide graffiti removal and miscellaneous maintenance services in an amount not to

exceed \$235,224 for the initial two years of the agreement. (Staff contact: Michael O'Brien, Public Works)

4. AUTHORIZATION TO ISSUE A RFP REGARDING RECYCLING, ORGANICS AND SOLID WASTE COLLECTION AND ORGANIC MATERIALS PROCESSING SERVICES AND AUTHORIZATION TO NEGOTIATE AMENDMENTS TO THE JUNE 1, 2002 AGREEMENT FOR TRANSFER STATION DISPOSAL SERVICES – Adoption of Resolution No. 2020-111 authorizing staff to issue a Request for Proposals regarding recycling, organics and solid waste collection and organic materials processing services and authorization to negotiate a five-year extension of and other amendments to the June 1, 2002 agreement for transfer station and disposal services. (Staff contact: James Wood, Public Works)

CONSENT CALENDAR ITEMS PULLED:

This item was pulled by Mayor Hall for discussion.

1. ASSEMBLY JOINT RESOLUTION NOS. 30 AND 33 – RELATIVE TO NUCLEAR WEAPONS – Adoption of Resolution No. 2020-108 supporting California Assembly Joint Resolution Nos. 30 and 33 relative to nuclear weapons. (Staff contact: Jason Haber, City Manager Department)

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to adopt Resolution No. 2020-108. Motion carried, 3/1 (Hall – No).

This item was pulled by Council Member Schumacher for discussion.

2. APPROVAL OF AGREEMENT WITH GHD, INC. FOR SOUTH CARLSBAD BOULEVARD CLIMATE ADAPTATION PROJECT – Adoption of Resolution No. 2020-109 authorizing execution of an agreement with GHD, Inc. for consulting services on the South Carlsbad Boulevard Climate Adaptation Project in an amount not to exceed \$249,645 for the three years of the agreement. (Staff contact: Mike Grim, Public Works)

Minute Motion by Council Member Schumacher, seconded by Council Member Bhat-Patel, to include the People for Ponto organization in the stakeholder's listening session with Lance Schulte as the contact. Motion carried, 3/1 (Hall – No).

Motion by Council Member Schumacher, seconded by Council Member Bhat-Patel, to adopt Resolution No. 2020-109. Motion carried unanimously, 4/0.

ORDINANCES FOR INTRODUCTION: None.

ORDINANCE FOR ADOPTION: None.

PUBLIC HEARINGS:

5. RECOMMENDATION FROM THE AD-HOC CITY COUNCIL SUBCOMMITTEE ON ECONOMIC REVITALIZATION FOR A ONE-YEAR EXTENSION FOR BUILDING PERMITS AND BUILDING PERMIT APPLICATIONS DUE TO COVID-19 – Hold a public hearing and introduce Ordinance No. CS-377 amending Carlsbad Municipal Code Chapter 18.04 to allow for building permit application time extensions consistent with the 2019 California Building Standards Code; and

Adoption of Resolution No. 2020-112 authorizing the city's building official to extend the expiration date of building permits and building permit applications by one year due to COVID-19. (Staff contact: Jeff Murphy, Community Development)

City Manager's Recommendation: Take public input, close the public hearing, introduce the ordinance and adopt the resolution.

Community & Economic Development Director Jeff Murphy presented the report and reviewed a PowerPoint presentation (on file in the Office of the City Clerk).

Mayor Hall opened the duly noticed public hearing at 3:17 p.m.

Seeing no one wishing to speak, Mayor Hall closed the duly noticed public hearing at 3:17 p.m.

City Attorney Celia Brewer titled the Ordinance.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to introduce Ordinance No. CS-377 and to adopt Resolution No. 2020-112. Motion carried unanimously, 4/0.

6. FY 2020-21 ANNUAL ACTION PLAN AND INCLUSION OF CORONAVIRUS AID, RELIEF, AND ECONOMIC SECURITY ACT SUPPLEMENTAL FUNDING FOR THE CITY'S COMMUNITY DEVELOPMENT BLOCK GRANT (CDBG) PROGRAM – Hold a public hearing and adoption of Resolution No. 2020-113 approving the fiscal year 2020-21 Annual Action Plan and inclusion of the Coronavirus Aid, Relief, and Economic Security Act supplemental funding, CDBG Advisory Committee funding recommendations, and authorizing the submittal of the consolidated plan to the U.S. Department of Housing and Urban Development. (Staff contact: Nancy Melander, Community Development)

City Manager's Recommendation: Take public input, close the public hearing and adopt the resolution.

Community & Economic Development Program Manager Nancy Melander presented the report and reviewed a PowerPoint presentation (on file in the Office of the City Clerk).

Mayor Hall opened the duly noticed public hearing at 3:26 p.m.

Seeing no one wishing to speak, Mayor Hall closed the duly noticed public hearing at 3:26 p.m.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to adopt Resolution No. 2020-113. Motion carried unanimously, 4/0.

7. ADOPTION OF VEHICLE MILES TRAVELED AS A SIGNIFICANCE THRESHOLD PURSUANT TO SENATE BILL 743 AND THE CALIFORNIA ENVIRONMENTAL QUALITY ACT – Hold a public hearing and adoption of Resolution No. 2020-114 approving vehicle miles traveled thresholds of significance and screening criteria for purposes of analyzing transportation impacts under Senate Bill 743 and the California Environmental Quality Act. (Staff contact: Jason Geldert, Community Development)

City Manager's Recommendation: Take public input, close the public hearing and adopt the resolution.

Community & Economic Development Director Jeff Murphy presented the report and reviewed a PowerPoint presentation (on file in the Office of the City Clerk).

Mayor Hall opened the duly noticed public hearing at 3:43 p.m.

Seeing no one wishing to speak, Mayor Hall closed the duly noticed public hearing at 3:43 p.m.

Council Member Schumacher stated for the record that she will be voting in support of this item today, but feels decision making is being pushed up against a wall, as there are a couple of items that need refinement.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to adopt Resolution No. 2020-114. Motion carried unanimously, 4/0.

DEPARTMENTAL AND CITY MANAGER REPORTS:

8. 2020 LEGISLATIVE PLATFORM AND STATE LEGISLATIVE UPDATE – Adoption of Resolution No. 2020-115 approving the City of Carlsbad 2020 Legislative Platform, receive a legislative update and establish City Council positions on priority bills identified by the City Council Legislative Subcommittee. (Staff contact: Jason Haber, City Manager Department)

City Manager's Recommendation: Receive the update and adopt the resolution.

Intergovernmental Affairs Director Jason Haber and representatives John Benton and Kathrina Gregana (California Strategies & Advocacy, LLC) presented the report and reviewed a PowerPoint presentation (on file in the Office of the City Clerk).

Council Member Bhat-Patel wanted to address how to support bills that look to encourage or mandate de-escalation training and bias training, as well as increased funding for social workers and mental health services, including local schools.

Mayor Pro Tem Blackburn supported more funding for mental health. He stated that the Police Dept. spends too much time with people who need mental health services instead of Police services. He also supports bills for de-escalation and bias training.

Mayor Hall expressed his interest in supporting legislation that would increase accountability and transparency among law enforcement agencies and personnel.

Council Member Schumacher stated that City Council is now looking to amend the legislative platform in the resolution, and that she would be voting no on this item.

Minute Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to amend the legislative platform to include statements in support of bills that would: a) increase accountability and transparency for law enforcement agencies and personnel; b) encourage or mandate de-escalation and bias training for police officers statewide; and c)

expand and fund mental health and social-emotional health services, including in schools. Motion carried, 3/0/1 (Schumacher – Abstain).

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, adopting Resolution No. 2020-115, approving the City of Carlsbad 2020 Legislative Platform, as amended. Motion carried, 3/1 (Schumacher – No).

In response to Council Member Schumacher, Intergovernmental Affairs Director Jason Haber stated that they do not have strong recommendations on the bills from the Legislative Subcommittee, but were identified for discussion and consideration among the City Council. He explained that the bills were brought before the City Council because there are competing aspects to the bills. He further explained that the intent was to allow the City Council the conversation to sort through those issues and provide policy direction where there is not clear direction in the legislative platform. Council Member Schumacher stated that that is the intellectual labor of the subcommittee rather than the broader work of the City Council.

Minute Motion by Council Member Schumacher requesting that the Legislative Subcommittee bring recommendations on priority bills back to Council. Motion failed due to lack of a second.

Mayor Hall commented that they are following these bills very closely. Council Member Bhat-Patel explained that the intent was to allow the City Council to have a larger more inclusive conversation. Council Member Schumacher expressed that she was waiting to hear from the Legislative Subcommittee.

Minute Motion by Council Member Schumacher, seconded by Mayor Pro Tem Blackburn, to refer the priority bills identified by the City Council Legislative Subcommittee back to the Subcommittee to develop and bring back recommended advocacy positions to the City Council, as needed. Motion carried unanimously, 4/0.

9. CITY COUNCIL POLICY NO. 39 – INTERGOVERNMENTAL AFFAIRS PROGRAM – Adoption of Resolution No. 2020-116 rescinding City Council Policy No. 39 – Legislative Program and replacing it with revised City Council Policy No. 39 – Intergovernmental Affairs Program. (Staff contact: Jason Haber, City Manager Department)

City Manager’s Recommendation: Adopt the resolution.

Intergovernmental Affairs Director Jason Haber presented the report.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to adopt Resolution No. 2020-116. Motion carried unanimously, 4/0.

10. ECONOMIC RECOVERY AND REVITALIZATION INITIATIVE JOINT MARKETING PLAN - Adoption of Resolution No. 2020-117 approving the Carlsbad is Calling business promotion and tourism marketing campaign and authorizing the city manager to negotiate and execute and agreement with Visit Carlsbad for implementation services in an amount not to exceed \$250,000 (Staff contact: Laura Rocha and David Graham, Administrative Services)

City Manager’s Recommendation: Adopt the resolution.

Chief Innovation Office David Graham and Mark Rudyk of Visit Carlsbad presented the report and reviewed a PowerPoint presentation (on file in the Office of the City Clerk).

The following individual called into the City Council Meeting and voiced their comment for the record:

Christine Davis, representing the Carlsbad Village Association, requested that the City Council adopt the resolution and implement the plan.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Priya Bhat-Patel, to adopt Resolution No. 2020-117. Motion carried unanimously, 4/0.

COUNCIL REPORTS AND COMMENTS:

Council Member Schumacher gave updates on the Housing Community & Economic Development Policy Committee and the SANDAG Program Budget. She also requested more clarity regarding the North County Transit District parking lease.

Council Member Bhat-Patel gave an update on the North County Transit District budget conversation and no new positions were added.

Mayor Hall spoke regarding a pre-briefing meeting he attended for the Water Authority Board regarding energy including direct purchase, working with RCE and/or working with the City of San Diego.

CITY MANAGER COMMENTS:

City Manager Scott Chadwick congratulated Sheila Cobian for her promotion to Assistant to the City Manager.

CITY ATTORNEY COMMENTS: None.

CITY CLERK COMMENTS: None.

ANNOUNCEMENTS: None.

ADJOURNMENT: Mayor Hall adjourned the duly noticed meeting at 4:58 p.m.

Tamara R. McMinn, CPMC, CMC
Senior Deputy City Clerk



CITY COUNCIL
Special Meeting

Minutes

June 23, 2020, 2:30 p.m.

Council Chamber
1200 Carlsbad Village Drive
Carlsbad, CA 92008

CALL TO ORDER: 2:30 p.m.

ROLL CALL: Hall, Blackburn, Bhat-Patel, Schumacher.

PUBLIC COMMENT ON AGENDA ITEM: None.

CLOSED SESSION:

City Attorney Celia Brewer read the Council into Closed Session.

Council adjourned into Closed Session at 2:30 p.m. pursuant to the following:

1. **CONFERENCE WITH LEGAL COUNSEL REGARDING INITIATING LITIGATION**

That the City Council, by motion, authorize a closed session to consider initiation of litigation of one case pursuant to Government Code section 54956.9(d)(4).

Council Action: The City Council authorized the City of Carlsbad to join in a petition for review of a declaratory ruling of the Federal Communications Commission. Motion carried unanimously, 4/0.

ADJOURNMENT:

By proper motion, the Special Meeting of June 23, 2020 was adjourned at 2:35 p.m.

Mia De Marzo
Deputy City Clerk



CITY COUNCIL
Minutes

Council Chamber
1200 Carlsbad Village Drive
Carlsbad, CA 92008

June 23, 2020 3 p.m.

CALL TO ORDER: 3 p.m.

ROLL CALL: Hall, Blackburn, Bhat-Patel, Schumacher.

ANNOUNCEMENT OF CONCURRENT MEETINGS: The Mayor announced that the City Council is serving as the Carlsbad Municipal Water District Board of Directors, Public Financing Authority, Community Development Commission and the Successor Agency to the Redevelopment Agency for Public Hearing Item No. 9.

PLEDGE OF ALLEGIANCE: Mayor Pro Tem Blackburn led the Pledge of Allegiance.

INVOCATION: None.

APPROVAL OF MINUTES:

Minutes of the Special Meeting held April 25, 2020.

Minutes of the Regular Meeting held May 5, 2020.

Minutes of the Regular Meeting held May 12, 2020.

Minutes of the Special Meeting held June 2, 2020.

Minutes of the Special Meeting held June 9, 2020.

Motion by Mayor Pro-Tem Blackburn, seconded by Council Member Bhat-Patel, to approve the minutes as presented. Motion carried unanimously, 4/0.

PRESENTATIONS:

Proclamation in recognition of retiring Library & Cultural Arts Director Heather Pizzuto.

Mayor Hall read the proclamation and said a few words.

PUBLIC COMMENT:

The following individual called into the City Council Meeting and voiced their comment for the record:

Kelly McCormick thanked the City Council for supporting Senate Bill 793. She also urged the City Council to write a letter in addition to supporting the bill.

PUBLIC REPORT OF ACTION TAKEN IN CLOSED SESSION:

City Attorney Celia Brewer announced that the City Council authorized the City of Carlsbad to join in a petition for review of a declaratory ruling of the Federal Communications Commission.

CONSENT CALENDAR:

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to approve Consent Calendar Item Nos. 1 through 7. Motion carried unanimously, 4/0.

1. PURCHASE OF PROPERTY INSURANCE COVERAGE THROUGH ALLIANT INSURANCE SERVICES, INC.'S ALLIANT PROPERTY INSURANCE PROGRAM FOR FISCAL YEAR 2020-21– Adoption of Resolution No. 2020-118 approving the purchase of \$500 million of property insurance coverage through Alliant Insurance Services, Inc.'s Alliant Property Insurance Program for FY 2020-2021 in an amount not to exceed \$275,454.29. (Staff contact: Ed Garbo, Administrative Services)
2. PURCHASE OF EXCESS LIABILITY COVERAGE THROUGH CALIFORNIA INSURANCE POOL AUTHORITY FOR FISCAL YEAR 2020-21 – Adoption of Resolution No. 2020-119 approving the purchase of \$43 million of excess liability coverage through California Insurance Pool Authority for FY 2020-2021 in an amount not to exceed \$609,000. (Staff contact: Ed Garbo, Administrative Services)
3. NOV. 3, 2020 GENERAL MUNICIPAL ELECTION – Adoption of Resolution No. 2020-120 calling for and giving notice of the General Municipal Election to be held in the City of Carlsbad on Tuesday, Nov. 3, 2020, for the purpose of electing City Council Members to represent City Council Districts 2 and 4 for terms ending in November 2024; and Adoption of Resolution No. 2020-121 requesting that the County of San Diego Board of Supervisors consolidate the General Municipal Election to be held in the City of Carlsbad on Tuesday, Nov. 3, 2020, with the California Statewide General Election; and Adoption of Resolution No. 2020-122 approving regulations for candidates for elective office pertaining to Candidates' Statements submitted to the voters at the General Municipal Election to be held in the City of Carlsbad on Tuesday, Nov. 3, 2020. (Staff contact: Sheila Cobian, City Clerk Department)
4. ACCEPTANCE OF DONATION FROM THE CARLSBAD FRIENDS OF THE ARTS – Adoption of Resolution No. 2020-123 accepting a donation of \$38,400 from the Carlsbad Friends of the Arts in support of the FY 2020-21 cultural arts programs. (Staff contact: Richard Schultz, Cultural Arts)
5. EXTENSION OF HOSTING AGREEMENT WITH VELOCITY FOR HCMS – Adoption of Resolution No. 2020-124 authorizing the city manager to execute amendments to the Master Services Agreement with Velocity Technology Solutions, Inc. for hosting services and professional services for the Lawson Human Capital Management System (HCMS) software in an amount not to exceed \$747,029 for a term ending June 30, 2022. (Staff contact: Maria Callander and Rachel Muller, Information Technology)
6. APPROVAL OF HOMELESS OUTREACH AND CASE MANAGEMENT CONTRACT WITH INTERFAITH COMMUNITY SERVICES, INC. – Adoption of Resolution No. 2020-125 authorizing the city manager or designee to execute a Professional Services Agreement with Interfaith Community Services, Inc. to provide for Homeless Outreach and Case Management Services. (Staff contact: Holly Nelson, Police)
7. ACCEPTANCE OF FISCAL YEAR 2019 URBAN AREAS SECURITY INITIATIVE GRANT FUND PROGRAM – Adoption of Resolution No. 2020-126 accepting and appropriating funds for

Fiscal Year 2019 Urban Areas Security Initiative Grant Fund Program. (Staff contact: Jennie Marinov, Fire)

ORDINANCES FOR INTRODUCTION: None.

ORDINANCES FOR ADOPTION:

8. ADOPTION OF ORDINANCE NO. CS-377 – AMENDMENTS TO CARLSBAD MUNICIPAL CODE CHAPTER 18.04 – Adoption of Ordinance No. CS-377 amending Carlsbad Municipal Code Chapter 18.04 to allow for building permit application time extensions consistent with the 2019 California Building Standards Code. (Staff contact: Sheila Cobian, City Clerk Services)

City Attorney Celia Brewer titled the Ordinance.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to adopt Ordinance No. CS-377. Motion carried unanimously, 4/0.

PUBLIC HEARINGS:

9. FISCAL YEAR 2020-21 OPERATING AND CAPITAL IMPROVEMENT PROGRAM BUDGETS – Hold a public hearing on the FY 2020-21 Operating Budgets and FY 2020-21 to 2034-35 Capital Improvement Program for the City of Carlsbad, Carlsbad Municipal Water District, the Carlsbad Public Financing Authority, the Community Development Commission, and City of Carlsbad as the Successor Agency to the Carlsbad Redevelopment Agency; and, Adoption of City Council Resolution No. 2020-127 adopting the Final Operating Budget and Capital Improvement Program for FY 2020-21 for the City of Carlsbad and establishing controls on changes in appropriations for the budget funds; and, Adoption of Carlsbad Municipal Water District Resolution No. 1641 adopting the Water District's Final Operating Budget and Capital Improvement Program for FY 2020-21 and establishing controls on changes in appropriations for budget funds; and, Adoption of Community Development Commission Resolution No. 547 adopting the final Operating Budget of the Carlsbad Housing Authority for FY 2020-21 and establishing controls on changes in appropriations for budget funds; and, Adoption of Carlsbad Public Financing Authority Resolution No. 81 adopting the Operating Budget and Capital Improvement Program of The Crossings at Carlsbad Municipal Golf Course for FY 2020-21 and establishing controls on changes in appropriations for budget funds; and, Adoption of City Council Resolution No. 2020-128, acting as Successor Agency for the Carlsbad Redevelopment Agency, adopting the final Operating Budget of the Successor Agency and Enforceable Debt Obligations of the City of Carlsbad's Redevelopment Obligation Retirement Fund for FY 2020-21 and establishing controls on changes in appropriations for budget funds; and, Adoption of City Council Resolution No. 2020-129 establishing the FY 2020-21 appropriation limit as required by Article XIII B of the California State Constitution and State Law; and, Adoption of City Council Resolution No. 2020-130 adopting changes to the Master Fee Schedule; and,

Adoption of City Council Resolution No. 2020-131 approving the City of Carlsbad's share of the FY 2020-21 Operating and Capital Budgets of the Encina Wastewater Authority; and, Adoption of City Council Resolution No. 2020-132 determining that the FY 2020-21 Capital Improvement Program Budget is consistent with the General Plan and Climate Action Plan.

City Manager's Recommendation: Take public input, close the public hearing and adopt the resolutions.

City Manager Scott Chadwick, Deputy City Manager of Administrative Services Laura Rocha, Finance Manager Roxanne Muhlmeister and Deputy City Manager of Public Works Paz Gomez presented the report and reviewed a PowerPoint presentation (on file in the Office of the City Clerk).

Mayor Hall opened the duly noticed Public Hearing at 3:14 p.m.

The following individuals called into the City Council Meeting and voiced their comments for the record:

Steve Linke spoke regarding a letter he submitted to the City Council asking them to update the traffic impact fee program to reflect current conditions and to further prioritize the SANDAG RTIP fund to improvement projects rather than repair projects.

Maxwell Dana spoke about the need to make Carlsbad more accessible to different races and backgrounds. He suggested the City Council reopen the General Plan and the Growth Management Plan.

Lance Schulte spoke regarding the People for Ponto submission of public testimony and the proposed land use change of Planning Area F.

Deana Fisher spoke supporting racial diversity and encouraging Carlsbad to become more diverse in its community.

Keyrollos Ibrahim suggested the City Council reopen the General Plan and the Growth Management Plan and include young people's opinions on them.

Maggie Munn suggested the City Council reopen the General Plan and the Growth Management Plan.

Sophie Blake suggested the City Council reopen the General Plan and the Growth Management Plan.

Hearing no one else wishing to speak, Mayor Hall closed the duly noticed Public Hearing at 3:40 p.m.

Minute Motion by Mayor Hall, seconded by Council Member Bhat-Patel, to direct the City Manager to hold a City Council Workshop on the following items:

1. Background information about citizens review committee on police practices and procedures.

2. Presentation on police use of force.
 3. Presentation on police officers' rights under the police officer bill of rights and any other policies or procedures that may pertain.
- Motion carried unanimously, 4/0.

Council Member Bhat-Patel commented that she would like the City Manager to consider adding the two recommended ambulances, start the planning of at least one of the two fire stations, and improve the city's response times as recommended in the State of the City report that Council was recently presented with. She also commented that once a fifth Council Member is elected she would like to see a priority put on and a budget set for the Growth Management Plan and General Plan. She added that the City Council could possibly set aside funds from the Council Contingency fund to start the process.

Mayor Pro Tem Blackburn commented that he agrees with Council Member Bhat-Patel and that the Growth Management Plan and the General Plan need to be revisited.

In response to an inquiry from Mayor Hall, City Manager Chadwick explained that the City Council could request a midyear budget modification or change. He added that there is also the Council Contingency fund of 1.5 million available as well. He also commented that the process could begin in the Fall of 2020.

Council Member Schumacher commented that she would like to request that staff bring back the budget for a midyear review due to ongoing changes with COVID-19.

Deputy City Manager of Administrative Services Laura Rocha commented that they were planning to update the City Council on the budget quarterly through this fiscal year.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to adopt the following resolutions:

1. Resolution No. 2020-127
2. CMWD Resolution No. 1641
3. CDC Resolution No. 547
4. PFA Resolution No. 81
5. Resolution No. 2020-128
6. Resolution No. 2020-129
7. Resolution No. 2020-130
8. Resolution No. 2020-131
9. Resolution No. 2020-132

Motion carried unanimously, 4/0.

Mayor Hall declared a recess at 5:49 p.m.

Mayor Hall reconvened the meeting at 5:55 p.m.

10. CARLSBAD TOURISM BUSINESS IMPROVEMENT DISTRICT LEVY OF ANNUAL ASSESSMENT – Hold a public hearing and adoption of Resolution No. 2020-133 confirming the Advisory

Board's report and levying the assessment for FY 2020-21 for the Carlsbad Tourism Business Improvement District. (Staff contact: Cheryl Gerhardt, Administrative Services)

City Manager's Recommendation: Take public input, close the public hearing and adopt the resolution.

Finance Manager Cheryl Gerhardt presented the report and reviewed a PowerPoint presentation (on file in the Office of the City Clerk).

Mayor Hall opened the duly noticed Public Hearing at 4:57 p.m.

Hearing no one wishing to speak, Mayor Hall closed the duly noticed Public Hearing at 4:58 p.m.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to adopt Resolution No. 2020-133. Motion carried unanimously, 4/0.

11. CARLSBAD GOLF LODGING BUSINESS IMPROVEMENT DISTRICT LEVY OF ANNUAL ASSESSMENT – Hold a public hearing and adoption of Resolution No. 2020-134 confirming the Advisory Board's report and levying the assessment for FY 2020-21 for the Carlsbad Golf Lodging Business Improvement District. (Staff contact: Cheryl Gerhardt, Administrative Services)

Finance Manager Cheryl Gerhardt presented the report and reviewed a PowerPoint presentation (on file in the Office of the City Clerk).

City Manager's Recommendation: Take public input, close the public hearing and adopt the resolution.

Mayor Hall opened the duly noticed Public Hearing at 5:01 p.m.

Hearing no one wishing to speak, Mayor Hall closed the duly noticed Public Hearing at 5:01 p.m.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to adopt Resolution No. 2020-134. Motion carried unanimously, 4/0.

DEPARTMENTAL AND CITY MANAGER REPORTS:

12. COVID-19 ACTIONS AND EXPENDITURES REPORT – Receive a report on recent actions and expenditures related to the city's response to the COVID-19 pandemic and provide direction as appropriate. (Staff contact: Geoff Patnoe, City Manager Department)

City Manager's Recommendation: Receive the report and provide direction as appropriate.

City Manager Scott Chadwick, Assistant Director of Emergency Services David Harrison, Deputy City Manager of Community Services Gary Barberio, Deputy City Manager of Public Works Paz Gomez, Police Chief Neil Gallucci, Senior Program Manager Holly Nelson, Fire Chief Michael Calderwood, Chief Innovation Officer David Graham, Communications Director

Kristina Ray, and Deputy City Manager of Administrative Services Laura Rocha presented the report and reviewed a PowerPoint presentation (on file in the Office of the City Clerk).

City Council received the report.

COUNCIL REPORTS AND COMMENTS:

Council Member Schumacher commented that she will be requesting an item be added to the July 14, 2020 agenda related to the Clean Energy Alliance.

Council Member Bhat-Patel commented that she is participating in a regional COVID-19 task force for equitable recovery.

CITY MANAGER COMMENTS:

City Manager Scott Chadwick thanked city staff who worked on the budget including Deputy City Manager of Administrative Services Laura Rocha, Finance Manager Roxanne Muhlmeister, Senior Management Analyst Erika Benitez and the rest of the Finance team. He also thanked city staff for their work during the COVID-19 pandemic.

CITY ATTORNEY COMMENTS: None.

CITY CLERK COMMENTS: None.

ANNOUNCEMENTS: None.

ADJOURNMENT:

Mayor Hall adjourned the duly noticed Meeting at 5:48 p.m.

Hector Gomez
Deputy City Clerk



Minutes

July 14, 2020, 2 p.m.

Council Chamber
1200 Carlsbad Village Drive
Carlsbad, CA 92008

CALL TO ORDER: 2 p.m.

ROLL CALL: Hall, Blackburn, Bhat-Patel, Schumacher.

PUBLIC COMMENT ON AGENDA ITEM: None.

CLOSED SESSION:

Assistant City Attorney Cindie McMahon read the Council into Closed Session.

Council adjourned into Closed Session at 2 p.m. pursuant to the following:

1. **CONFERENCE WITH LABOR NEGOTIATORS: (Government Code Section 54957.6)**

CITY NEGOTIATORS: Geoff Patnoe, Assistant City Manager, Laura Rocha, Deputy City Manager, Judy Von Kalinowski, Human Resources Director, Debbie Porter, Senior Management Analyst, Darrin Schwabe, Senior Management Analyst, Erika Benitez, Senior Management Analyst, Drew Cook, Management Analyst, Silvano Rodriguez, Management Analyst and Timothy Davis, Burke, Williams & Sorenson.

Employee Organization: CCEA and Unrepresented Management Employees

If circumstances necessitate the absence of a specified designated representative, an agent or designee may participate in place of the absent representative so long as the name of the agent or designee is announced at an open session

Council Action: No reportable action.

ADJOURNMENT:

By proper motion, the Special Meeting of July 14, 2020 was adjourned at 2:30 p.m.

Hector Gomez
Deputy City Clerk



CITY COUNCIL
Minutes

Council Chamber
1200 Carlsbad Village Drive
Carlsbad, CA 92008

July 14, 2020 3 p.m.

CALL TO ORDER: 3 p.m.

ROLL CALL: Hall, Blackburn, Bhat-Patel, Schumacher.

ANNOUNCEMENT OF CONCURRENT MEETINGS: Mayor Hall announced that the City Council was serving as the Carlsbad Municipal Water District Board of Directors on Consent Calendar Item No. 11.

PLEDGE OF ALLEGIANCE: Mayor Pro Tem Blackburn led the Pledge of Allegiance.

INVOCATION: None.

APPROVAL OF MINUTES:

Minutes of the Special Meeting held June 2, 2020

Minutes of the Special Meeting held June 4, 2020

Motion by Mayor Pro-Tem Blackburn, seconded by Council Member Bhat-Patel, to approve the minutes as presented. Motion carried unanimously, 4/0.

PRESENTATIONS:

Proclamation in recognition of Parks & Recreation Month.

Mayor Pro Tem Blackburn presented the proclamation and said a few words.

PUBLIC COMMENT:

The following individual called into the City Council Meeting and voiced their comment for the record:

Mary Lucid spoke about concerns regarding Carlsbad Senior Centers. She commented on restrictive access to facilities and services for non-Carlsbad citizens.

PUBLIC REPORT OF ACTION TAKEN IN CLOSED SESSION: No reportable action.

CONSENT CALENDAR:

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to approve Consent Calendar Item Nos. 1, 2, 4, 5, 7 through 11. Motion carried unanimously, 4/0.

1. **REPORT ON CITY INVESTMENTS** – Receive an update on City investments as of May 31, 2020. (Staff contact: Laura Rocha and Craig Lindholm, Administrative Services)

2. CARLSBAD TOURISM BUSINESS IMPROVEMENT DISTRICT RESOLUTION OF INTENTION – Adoption of Resolution No. 2020-134 declaring its intention to modify the assessment rate for the Carlsbad Tourism Business Improvement District, fixing the time and place of a public meeting and public hearing on the modification and giving notice of the public meeting and public hearing. (Staff contact: Cheryl Gerhardt, Administrative Services)

This item was pulled for discussion by Mayor Hall

3. REVISIONS TO THE PART-TIME SALARY SCHEDULE AND PAY INCREASES FOR PART-TIME EMPLOYEES – Adoption of a resolution approving revisions to the City of Carlsbad Part-Time Salary Schedule and approving pay increases for part-time employees. (Staff contact: Judy von Kalinowski and Silvano Rodriguez, Administrative Services)
4. PURCHASE OF EXCESS WORKERS' COMPENSATION COVERAGE – Adoption of Resolution No. 2020-135 approving the purchase of excess workers' compensation coverage through Safety National Casualty Corporation for fiscal year 2020-21 in an amount not to exceed \$226,170. (Staff contact: Donna Hernandez, Administrative Services)
5. ACCEPTANCE OF DONATION FROM THE CARLSBAD FRIENDS OF THE LIBRARY – Adoption of Resolution No. 2020-136 accepting a fiscal year 2020-21 donation of \$88,200 and a pledge of \$36,575 in additional support from the Friends of the Carlsbad Library to the City of Carlsbad Library & Cultural Arts Department. (Staff contact: Suzanne Smithson, Library & Cultural Arts)

This item was pulled for discussion by Council Member Schumacher

6. FISCAL YEARS 2020-25 ANALYSIS OF IMPEDIMENTS TO FAIR HOUSING CHOICE FOR THE CITY'S COMMUNITY DEVELOPMENT BLOCK GRANT PROGRAM – Adoption of a resolution approving the fiscal years 2020-25 analysis of impediments to Fair Housing Choice for the City's Community Development Block Grant Program. (Staff contact: Nancy Melander, Community Development)
7. APPROVAL OF AGREEMENT WITH CENTRALSQUARE TECHNOLOGIES, LLC – Adoption of Resolution No. 2020-138 authorizing the city manager to execute an agreement to license the latest version of city's existing financial system, provide professional services to upgrade the financial system and provide ongoing hosting services from CentralSquare Technologies, LLC for a total not to exceed amount of \$492,004 for a three-year period. (Staff contact: Maria Callander and Kevin Branca, Administrative Services)
8. ADVERTISE FOR BIDS FOR THE EL CAMINO REAL AND COLLEGE BOULEVARD INTERSECTION IMPROVEMENTS PROJECT – Adoption of Resolution No. 2020-139 approving plans and specifications and authorizing the city clerk to advertise for bids for the El Camino Real and College Boulevard Intersection Improvements, Capital Improvement Program Project No. 6071. (Staff contact: Brandon Miles, Public Works)
9. AMENDMENT TO AGREEMENT WITH MIKHAIL OGAWA ENGINEERING, INC. – Adoption of Resolution No. 2020-140 authorizing Amendment No. 1 to the agreement with Mikhail Ogawa Engineering, Inc., to provide professional services for the Carlsbad Watershed

Management Area (CWMA) Program in an amount of \$131,372. (Staff contact: James Wood, Public Works)

10. AGREEMENT WITH THE REGIONAL SOLID WASTE ASSOCIATION – Adoption of Resolution No. 2020-141 authorizing the city manager to execute an agreement with the Regional Solid Waste Association (RSWA) for residential household hazardous waste collection program services for a five-year term. (Staff contact: Vecita Jones, Public Works)
11. MASTER PURCHASE AGREEMENTS WITH ONESOURCE DISTRIBUTORS – Adoption of City Council Resolution No. 2020-142 authorizing execution of a five-year Master Purchase Agreement with OneSource Distributors for Supervisory Control and Data Acquisition (SCADA) Programmable Logic Controller equipment as part of Capital Improvement Program Project No. 5542-1 in an amount not to exceed \$150,000; and, Adoption of CMWD Resolution No. 1642 authorizing execution of a five-year Master Purchase Agreement with OneSource Distributors for Supervisory Control and Data Acquisition (SCADA) Programmable Logic Controller equipment as part of Capital Improvement Program Project No. 5542-2 and 5542-3, in an amount not to exceed \$400,000. (Staff contact: Stephanie Harrison, Public Works)

CONSENT CALENDAR ITEMS PULLED FOR DISCUSSION:

This item was pulled for discussion by Mayor Hall

3. REVISIONS TO THE PART-TIME SALARY SCHEDULE AND PAY INCREASES FOR PART-TIME EMPLOYEES – Adoption of a resolution approving revisions to the City of Carlsbad Part-Time Salary Schedule and approving pay increases for part-time employees. (Staff contact: Judy von Kalinowski and Silvano Rodriguez, Administrative Services)

In response to an inquiry by Mayor Hall, Management Analyst Silvano Rodriguez confirmed that the three percent increase was not required by state or federal law.

Mayor Hall explained that the reason he is making note of this is because of the current state of unemployment in the city, state and the nation and with unemployment locally running as high as 25%, he doesn't feel it is appropriate for the government to be giving percent increases at this time.

In response to an inquiry by Mayor Pro Tem Blackburn, Management Analyst Silvano Rodriguez confirmed that the part-time employees do not receive medical benefits and only receive an APPLE retirement plan which is a 457-retirement account to which the city contributes to at 3.75%.

In response to an inquiry by Mayor Pro Tem Blackburn, Management Analyst Silvano Rodriguez commented that the part-time employees do not receive PERS benefits, but there are 35, 500-hour employees that are receiving PERS benefits.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to adopt the resolution. Motion failed, 2/2 (Hall, Schumacher – No).

Minute Motion by Mayor Hall, seconded by Mayor Pro Tem Blackburn, to have the item brought back to the City Council if Carlsbad local unemployment numbers drop below 10% for three consecutive months.

Council Member Schumacher commented that she would prefer to see traditional unemployment numbers and hear the pros and cons of the item at a future City Council meeting.

Mayor Hall and Mayor Pro Tem Blackburn withdrew their minute motion.

Mayor Hall commented that he would like the City Manager to place the item on a future City Council meeting agenda.

This item was pulled for discussion by Council Member Schumacher

6. FISCAL YEARS 2020-25 ANALYSIS OF IMPEDIMENTS TO FAIR HOUSING CHOICE FOR THE CITY'S COMMUNITY DEVELOPMENT BLOCK GRANT PROGRAM – Adoption of Resolution No. 2020-137 approving the fiscal years 2020-25 analysis of impediments to Fair Housing Choice for the City's Community Development Block Grant Program. (Staff contact: Nancy Melander, Community Development)

Council Member Schumacher commented that she would not be supporting the item because she felt there was inadequate analysis conducted on the impediments that are being described to fair housing specific to Carlsbad. She added that the associated actions do not go far enough to remedy the impediments.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to adopt Resolution 2020-137. Motion carried, 3/1 (Schumacher – No).

ORDINANCES FOR INTRODUCTION:

12. INTRODUCTION OF AN ORDINANCE TO DECREASE THE SPEED LIMIT ON AVENIDA ENCINAS FROM CANNON ROAD TO PALOMAR AIRPORT ROAD – Introduction of Ordinance CS-378 amending Carlsbad Municipal Code Section 10.44.280 to decrease the speed limit on Avenida Encinas from Cannon Road to Palomar Airport Road to 35 miles per hour. (Staff contact: John Kim, Public Works)

City Manager's Recommendation: Introduce the ordinance.

City Attorney Celia Brewer titled the Ordinance.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to introduce Ordinance CS-378. Motion carried unanimously, 4/0.

ORDINANCES FOR ADOPTION: None.

PUBLIC HEARINGS:

13. **LIGHTING AND LANDSCAPING DISTRICT NO. 1** – Hold a public hearing and adopt Resolution 2020-143 confirming the diagram and assessment and providing for the levy of the annual assessment for fiscal year 2020-21 for Street Lighting and Landscaping District No. 1, a special assessment district. (Staff contact: Jason Rosado, Administrative Services).

City Manager’s Recommendation: Take public input, close the public hearing and adopt the resolution.

Assistant Finance Director Ryan Green and Assistant to the Treasurer Jason Rosado presented the report and reviewed a PowerPoint presentation (on file in the Office of the City Clerk).

Mayor Hall opened the duly noticed Public Hearing at 3:18 p.m.

Hearing no one wishing to speak, Mayor Hall closed the duly noticed Public Hearing at 3:18 p.m.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to adopt Resolution No. 2020-143. Motion carried unanimously, 4/0.

14. **LIGHTING AND LANDSCAPING DISTRICT NO. 2** – Hold a public hearing and adopt Resolution 2020-144 confirming the diagram and assessment and providing for the levy of the annual assessment for fiscal year 2020-21 for Street Lighting and Landscaping District No. 2, a special assessment district. (Staff contact: Jason Rosado, Administrative Services).

City Manager’s Recommendation: Take public input, close the public hearing and adopt the resolution.

Assistant Finance Director Ryan Green and Assistant to the Treasurer Jason Rosado presented the report and reviewed a PowerPoint presentation (on file in the Office of the City Clerk).

Mayor Hall opened the duly noticed Public Hearing at 3:19 p.m.

Hearing no one wishing to speak, Mayor Hall closed the duly noticed Public Hearing at 3:19 p.m.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to adopt Resolution No. 2020-144. Motion carried unanimously, 4/0.

DEPARTMENTAL AND CITY MANAGER REPORTS:

15. **COVID-19 ACTIONS AND EXPENDITURES REPORT** – Receive a report on recent actions and expenditures related to the city’s response to the COVID-19 pandemic and provide direction as appropriate. (Staff contact: Geoff Patnoe, City Manager Department)

City Manager’s Recommendation: Receive the report and provide direction as appropriate.

City Manager Scott Chadwick, Assistant Director of Emergency Services David Harrison, Deputy City Manager of Community Services Gary Barberio, Police Chief Neil Gallucci, Senior Program Manager Holly Nelson, Fire Chief Michael Calderwood, and Deputy City Manager of Administrative Services Laura Rocha presented the report and reviewed a PowerPoint presentation (on file in the Office of the City Clerk).

City Council received the report.

16. **\$2,250,000 GUARANTY FOR THE CLEAN ENERGY ALLIANCE AND FINANCING OPTIONS** – Receive a report and 1) Consider adoption of a resolution authorizing the City of Carlsbad to provide up to a \$2,250,000 guaranty for a \$2,500,000 credit option for Clean Energy Alliance as proposed by River City Bank or a third party approved by the alliance board; and Authorizing the city manager to act on behalf of the city, in consultation with the city attorney, to negotiate and execute all agreements and amendments necessary for the guaranty; and 2) Consider directing staff to develop and present an alternative credit option to fund the Clean Energy Alliance’s fiscal year 2020-21 budget with a \$4,450,000 loan from the city’s General Fund, in consultation with the city attorney and city treasurer. (Staff contact: Jason Haber, City Manager Department)

City Manager’s Recommendation: Receive the report, adopt the resolution and provide direction as appropriate.

Deputy City Manager of Administrative Services Laura Rocha and Intergovernmental Affairs Director Jason Haber presented the report and reviewed a PowerPoint presentation (on file in the Office of the City Clerk).

Mayor Pro Tem Blackburn asked staff if the Joint Powers Association (JPA) has the authority to take out loans and if the City Council does not decide to approve this item can the JPA then take out the JP Morgan loan?

In response to the inquiry by Mayor Pro Tem Blackburn, Intergovernmental Affairs Director Jason Haber responded that the City Council could reject the item and has no obligation to offer an alternative finance solution to the JPA. He further added that the JPA is within its power and duties to take measures to secure the JP Morgan loan.

Mayor Pro Tem Blackburn asked staff if it was accurate that SDGE is removing itself from the energy procurement business.

In response to the inquiry by Mayor Pro Tem Blackburn, Intergovernmental Affairs Director Jason Haber responded that it is true and that is SDGE's position.

Mayor Pro Tem Blackburn commented to staff that if City Council approves the item, it should be done in house with a lot of contingencies and conditions and be approved by the City Attorney and City Treasurer.

Intergovernmental Affairs Director Jason Haber explained that the Option No. 2 recommendation is to work with the City Attorney and City Treasurer to develop a concept of an alternative credit option for the JPA. He added that this is not an authorization to provide any financing at this point. He further commented that it is a direction to staff to work on something to offer to the JPA.

Council Member Schumacher asked if Mayor Pro Tem Blackburn would be willing to support both Option No. 1 and Option No. 2

Mayor Pro Tem Blackburn responded that he would only support Option No. 2 because if guarantees are going to be made then he rather the profit be made by the city than a bank, and there would be more control of the money and conditions.

Deputy City Manager of Administrative Services Laura Rocha commented that staff would bring back the detailed terms of the loan and bring back a resolution to appropriate the funds out of the reserves because this would be an appropriation of funds and not identified as an investment of funds.

Council Member Schumacher commented that the use of public funds for public benefit could be beneficial in the midst of the COVID-19 pandemic as it could help businesses and the local economy and make it more likely that the JPA would be able to offer discounts to ratepayers faster than the other options of River City Bank and JP Morgan. She further added that Carlsbad ratepayers and businesses want and need those discounts right now and those are fixed costs that the JPA can help with.

Mayor Hall expressed his concerns about the 2% guarantee number and if we can make that and that more information is needed.

Council Member Schumacher commented that she is sure that it is something they can get to and at the worse, the launch date could change from a May 2021 date to an October 2021 date.

Intergovernmental Affairs Director Jason Haber commented that it remains the JPA preference to launch in May 2021 and it is not preferable to see a delay in the launch.

City Treasurer Craig Lindholm asked staff if the September date remains a hard date for funding required for the September installment or if it could be moved out with other timelines.

In response to the inquiry by City Treasurer Craig Lindholm, Intergovernmental Affairs Director Jason Haber explained that the JPA does have an overhead cost need that will come in October of this year.

Mayor Hall commented that he still doesn't feel, nor does he think that the public have the sure certainty about this item. He commented that there has been no outreach to the community, and if it was important, then it should have been part of the annual budget process.

Council Member Schumacher explained that at that time, the River City Bank and JP Morgan options were not available, and the City Council is considering this option now because it would allow for control over the conditions of the loan which City Council has been considering this type of financing since last year. She further commented that the option before the City Council tonight is to bring back the financing conditions that will then be able to detail to the public and add transparency to what the conditions are. She also added that at this point there was no detail because the City Council needed to be asked if they were interested in controlling the financing of the project.

Mayor Pro Tem Blackburn commented that the City Council not deciding about whether the JPA is going to go forward. He explained that the City Council is deciding whether it is going to go forward with a River City loan, a JP Morgan loan or a City of Carlsbad financing option. He further explained that if the City Council says no to everything, then the JPA goes forward with a more expensive loan. He asked staff if the City Council voted yes on this tonight, if it was just to ask for more information to be brought back.

In response to an inquiry from Mayor Pro Tem Blackburn, Intergovernmental Affairs Director Jason Haber commented that he was correct and the City Council would be instructing staff to collaborate and come up with a financing proposal for City Council's consideration.

City Manager Scott Chadwick commented that Option No. 2 does include consultation with the City Attorney and the City Treasurer. He also commented that they would likely receive outside attorney advice as well to make sure all terms are correct.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Schumacher to receive the report and select Option 2 directing staff to develop and present an alternative option to fund the Clean Energy Alliance's fiscal year 2020-21 budget with a \$4,450,000 loan from the

city's General Fund, in consultation with the City Attorney and City Treasurer. Motion carried, 3/1 (Hall – No).

RECESS:

Mayor Hall declared a recess at 5:08 p.m.

Mayor Hall reconvened the meeting at 5:15 p.m.

17. **AMENDMENT NO. 1 TO THE CLIMATE ACTION PLAN** – Adoption of Resolution No. 2020-146 approving an amendment to the Climate Action Plan to revise the greenhouse gas inventory and reduction targets and forecast, update reductions from existing measures and incorporate Community Choice Energy as a new reduction measure. (Staff contact: Michael Grim, Public Works)

City Manager's Recommendation: Adopt the resolution.

Climate Action Plan Administrator Mike Grim presented the report and reviewed a PowerPoint presentation (on file in the Office of the City Clerk).

The following individual called into the City Council Meeting and voiced their comment for the record:

Galena Robertson spoke in support of the amendment. She also urged the City Council to consider a comprehensive CAP update in the next year to align the CAP with what science shows is necessary to secure a safe future.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to adopt Resolution No. 2020-146. Motion carried unanimously, 4/0.

18. **CITY COUNCIL COMPENSATION AND BALLOT MEASURE DISCUSSION** – 1) Discuss and provide direction on placing a ballot measure on the Nov. 3, 2020, General Municipal Election ballot relating to City Council compensation; and
2) Discuss and provide direction on City Council compensation adjustments for 2019 and 2020. (Staff contact: Cindie McMahan, City Attorney Department and Sheila Cobian, City Clerk Services)

City Manager's Recommendation: Receive the report and provide direction to staff.

Mayor Pro Tem Blackburn commented that the original reason this item is being discussed is because it is very difficult for the City Council to decide their own pay raises and the committee at that time came up with the idea that the City Council pay raises should be based on the San Diego Consumer Price Index and when the economy flattened they then made the decision to waive City Council pay raises since City employees were not receiving any either. He further commented that the committee then decided the City Council could waive their

pay raises. He added that he is not sure on the item since the City Council decided to not increase the salaries of part-time employees earlier in this agenda.

Council Member Bhat-Patel commented that she would support the first action, but for the second action, she would likely want to waive the adjustment.

Council Member Schumacher commented that she would waive the City Council compensation increase this time around.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to direct staff to bring back documents that would place a ballot measure on the Nov. 3, 2020, General Municipal Election ballot relating to City Council compensation and to bring back documents that would waive the City Council compensation adjustments for 2019 and 2020. Motion carried unanimously, 4/0.

COUNCIL REPORTS AND COMMENTS:

Council Member Schumacher commented that there could potentially be administrative enforcement options regarding face masks that City Council has not yet explored to protect our residents especially with tourists coming in, hotels remaining open and people enjoying the beaches.

Minute Motion by Council Member Schumacher, seconded by Council Member Bhat-Patel, to direct staff to place on a future agenda item an administrative enforcement option for requiring the wearing of masks in public. Motion carried, 3/1. (Hall – No)

Mayor Pro Tem Blackburn commented that the City Council gets a lot of concern about park deficits in the Ponto area and there is a lot of questions about particular parcels in that area. He added that there is a lot of inconsistent information coming from a lot of conflicting sources and he would like to ask staff to provide information regarding planning, master plan, public vote requirements and other important information regarding the Ponto area.

Minute Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to direct staff to place on a future agenda item at a City Council Workshop information regarding the coastal Ponto property that includes the planning, master plan, public vote requirements and any other important information. Motion carried unanimously, 4/0.

CITY MANAGER COMMENTS: None.

CITY ATTORNEY COMMENTS: None.

CITY CLERK COMMENTS: None.

ANNOUNCEMENTS: None.

ADJOURNMENT:

Mayor Hall adjourned the duly noticed Meeting at 6:07 p.m. in memory of David Kulchin.

Hector Gomez
Deputy City Clerk



CITY COUNCIL
Minutes

Council Chamber
1200 Carlsbad Village Drive
Carlsbad, CA 92008

July 21, 2020, 3 p.m.

CALL TO ORDER: 3 p.m.

ROLL CALL: Hall, Blackburn, Bhat-Patel, Schumacher.

ANNOUNCEMENT OF CONCURRENT MEETINGS: None.

PLEDGE OF ALLEGIANCE: Mayor Pro Tem Blackburn led the Pledge of Allegiance.

PUBLIC REPORT OF ACTION TAKEN IN CLOSED SESSION: No reportable action.

INVOCATION: None.

APPROVAL OF MINUTES:

Minutes of the Regular Meeting held June 9, 2020.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to approve the minutes as presented. Motion carried unanimously, 4/0.

PRESENTATIONS:

Presentation of Kids for Peace Video.

Mayor Hall thanked Jill McManigal, Co-Founder and Executive Director of Kids for Peace for the efforts of the program.

PUBLIC COMMENT:

The following individuals called into the City Council Meeting and shared their comments for the record:

Shirley Anderson expressed her concerns related to Palomar Airport.

Christine Davis, representing the Carlsbad Village Association, thanked city staff for their efforts to support businesses during the pandemic.

CONSENT CALENDAR:

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to approve Consent Calendar Item Nos. 1, 2, and 4. Motion carried unanimously, 4/0.

1. **APPROVAL OF AGREEMENT WITH INFOSEND, INC. FOR UTILITY BILL PRINT AND MAIL SERVICE** – Adoption of Resolution No. 2020-147 authorizing the city manager, or a designee, to enter into an agreement with InfoSend, Inc. for Utility Bill Print and Mail

Services in an amount not to exceed \$480,000 for an initial three-year term and not to exceed \$170,000 per agreement year for optional term extensions. (Staff contact: Cheryl Gerhardt, Administrative Services)

2. ACQUISITION OF 7018 FORSTERS TERN DRIVE – Adoption of Resolution No. 2020-148 authorizing the city manager to execute all required documents to complete the acquisition of 7018 Forsters Tern Drive, Carlsbad, California, an affordable housing resale unit, expending Community Development Block Grant funds in the amount of \$340,000. (Staff contact: David de Cordova, Community Development)

Item No. 3 was pulled for discussion by Council Member Schumacher.

3. APPROVAL OF TRAFFIC CALMING PLANS FOR ORIOLE COURT, MIMOSA DRIVE, MOORHEN PLACE AND DOVE LANE – Adoption of a resolution approving the traffic calming plans for Oriole Court, Mimosa Drive, Moorhen Place and Dove Lane, Capital Improvement Program Project No. 6070, per the Carlsbad Residential Traffic Management Program. (Staff contact: John Kim, Public Works)
4. APPROVAL OF CALIFORNIA GREEN BUSINESS NETWORK SERVICES AGREEMENT – Adoption of Resolution No. 2020-150 authorizing execution of the California Green Business Network Services Agreement for fiscal year 2020-21, acceptance of grant funds, appropriation of grant funds to the environmental management department budget and authorizing the city manager or designee to sign additional agreements for up to four subsequent fiscal years. (Staff contact: Michael Grim, Public Works)

CONSENT CALENDAR ITEMS PULLED FOR DISCUSSION:

Item No. 3 was pulled for discussion by Council Member Schumacher.

3. APPROVAL OF TRAFFIC CALMING PLANS FOR ORIOLE COURT, MIMOSA DRIVE, MOORHEN PLACE AND DOVE LANE – Adoption of Resolution No. 2020-149 approving the traffic calming plans for Oriole Court, Mimosa Drive, Moorhen Place and Dove Lane, Capital Improvement Program Project No. 6070, per the Carlsbad Residential Traffic Management Program. (Staff contact: John Kim, Public Works)

Council Member Schumacher acknowledged the collaborative community efforts regarding the project.

Motion by Council Member Schumacher, seconded by Council Member Bhat-Patel, to approve Consent Calendar Item No. 3. Motion carried unanimously, 4/0.

ORDINANCES FOR INTRODUCTION: None.

ORDINANCE FOR ADOPTION:

5. ADOPTION OF ORDINANCE NO. CS-378 TO DECREASE SPEED LIMIT ON AVENIDA ENCINAS FROM CANNON ROAD TO PALOMAR AIRPORT ROAD – Adoption of Ordinance No. CS-378 amending Carlsbad Municipal Code Section 10.44.280 to decrease the speed limit on Avenida Encinas from Cannon Road to Palomar Airport

Road to 35 miles per hour. (Staff contact: Faviola Medina, City Clerk Services)

City Manager's Recommendation: Adopt Ordinance No. CS-378.

City Attorney Celia Brewer titled the ordinance.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to adopt Ordinance No. CS-378. Motion carried unanimously, 4/0.

PUBLIC HEARINGS: None.

DEPARTMENTAL AND CITY MANAGER REPORTS:

6. APPROVAL OF AGREEMENT WITH LOGICALIS, INC. FOR A UNIFIED COMMUNICATION AND COLLABORATION SYSTEM – Adoption of Resolution No. 2020-151 authorizing the city manager to execute an agreement to purchase a Unified Communication System, implementation services and associated items from Logicalis, Inc. for a total not to exceed amount of \$1,223,302 for a three-year period. (Staff contact: Maria Callander and Joe Stephenson, Administrative Services)

City Manager's Recommendation: Adopt the resolution.

Information Technology Director Maria Callander and Information Technology Manager Joe Stephenson presented the report and reviewed a PowerPoint presentation (on file in the Office of the City Clerk).

In response to an inquiry from Mayor Hall, Manager Stephenson explained the system capabilities to integrate with software applications, including Zoom and Microsoft Teams, for video calls and other tasks.

Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, to adopt Resolution No. 2020-151. Motion carried unanimously, 4/0.

7. AMERICANS WITH DISABILITIES ACT BEACH ACCESS FEASIBILITY STUDY AND TRAIL CONNECTIVITY TO TAMARACK STATE BEACH FEASIBILITY STUDY – Adoption of a resolution accepting the Americans with Disabilities Act Beach Access Feasibility Study and the Trail Connectivity to Tamarack State Beach Feasibility Study, including the corresponding concept plans, and directing staff to prepare a request for proposals to pursue the environmental review, agency permitting, engineering and construction documentation phases of the projects. (Staff contact: Kyle Lancaster, Parks & Recreation and Nathan Schmidt, Public Works)

City Manager's Recommendation: Adopt the resolution.

Parks & Recreation Director Kyle Lancaster, Transportation Planning & Mobility Manager Nathan Schmidt, and Chen Ryan Principal Matt Capuzzi presented the report and reviewed a PowerPoint presentation (on file in the Office of the City Clerk).

The following individual emailed their comment for the record and is on file the Office of the City Clerk: *Steve Linke*.

In response to an inquiry from Council Member Schumacher, Director Lancaster explained the projects were not recommended as priorities from the ad hoc advisory committee formed for the Prop C open space and trail acquisition committee. He further explained Prop C monies are proposed to be designated for the trail connectivity project and shared other details about the project including length, lighting, and closures for safety purposes.

In response to an inquiry from Council Member Schumacher, Principal Capuzzi explained the berm seawall. Director Lancaster commented that the Coastal Commission weighed in and provided comments for both projects and did not appear to be concerned with the berm.

In response to an inquiry from Council Member Schumacher, Director Lancaster explained an at-grade crossing is being considered with the Tamarack Intersection Improvements project.

In response to an inquiry from Mayor Hall, Director Lancaster explained preliminary conversations were held with the state, however, due to limited funding, the local state staff explained their priority was focused on updating the restrooms at Tamarack to be ADA compliant and not these projects. He also explained staff's intent to renew and lengthen the extension of the operating agreement with the state.

In response to an inquiry from Mayor Pro Tem Blackburn, Director Lancaster explained a more detailed tunnel maintenance plan will be presented at a future phase update if the projects are approved.

Council Member Schumacher requested from City Council to bifurcate the item. She stated she is willing to support the forward movement of the ramps at Pine Avenue and at Tamarack Avenue, but is currently uncomfortable with supporting the tunnel option for the following reasons: there's a safety component and the cost of the item when an at-grade crossing can be done that would be less long-term maintenance and less cost and would meet the goals of connectivity. She stated she's also very concerned with the impacts of sea level rise and storm events on the tunnel.

In response to an inquiry from Mayor Pro Tem Blackburn, Director Lancaster explained the traffic safety concerns for an at-grade option. He explained there was not yet a cost estimate for the at-grade option, however, costs for past projects north of the site can be used. He added the approval of the item tonight would lead into the next phase of the

project including developing environmental review and construction documents for City Council's approval before going out to bid.

Council Member Schumacher commented she thinks we should be clear about the detailed costs of pursuing the tunnel option.

In response to an inquiry from Mayor Hall, City Attorney Brewer explained she believed the study could be accepted and that City Council could approve moving forward with only one project, however, a new resolution may be presented reflecting that decision at the next meeting as a consent calendar item to ensure accuracy.

Minute Motion by Mayor Pro Tem Blackburn, seconded by Council Member Bhat-Patel, accepting only the Americans with Disabilities Act Beach Access Feasibility Study, including the corresponding concept plans, and directing staff to prepare a request for proposals to pursue the environmental review, agency permitting, engineering and construction documentation phases of the projects. Motion carried unanimously, 4/0.

In response to an inquiry from City Manager Chadwick, City Council members confirmed they would like a memo prepared and returned that compares the Trail Connectivity option to the at-grade crossing option.

RECESS:

Mayor Hall declared a recess at 4:21 p.m.

Mayor Hall reconvened the meeting at 4:28 p.m.

This item was heard before Item No. 8

9. PRESENTATION FROM THE SAN DIEGO ASSOCIATION OF GOVERNMENTS ON THE CARLSBAD VILLAGE AND BARRIO RAILROAD TRENCH ALTERNATIVES – Receive an informational presentation from the San Diego Association of Governments on the status of an analysis of the short trench and long trench alternatives for moving the railroad tracks below street level in the city's Village and Barrio areas. (Staff contact: Hossein Ajideh, Public Works)

City Manager's Recommendation: Receive the presentation.

Mayor Hall recused himself from participating in the discussion of this item at 4:28 p.m. due to a potential conflict of interest.

Engineering Manager Hossein Ajideh and San Diego Association of Governments (SANDAG) Principal Planner Linda Culp presented the report and reviewed a PowerPoint presentation (on file in the Office of the City Clerk).

The following individuals emailed their comments and questions for the record and are on file the Office of the City Clerk: *Mike Curtin; Richard Hadly; Cody Cullen; JoyLynn*

Murray; Lori Parks; Bradford Jacobs; Peter Taylor; Bob Sukup; Ali Pendleton; Pete Penseyres; Larry Weinbergerj; Alicia Lafferty; Lin Ball.

In response to an inquiry from Council Member Bhat-Patel, SANDAG Principal Planner Culp explained that they have been searching for grant funding opportunities. Manager Ajideh confirmed the city's efforts in researching these as well. SANDAG Principal Planner Culp also explained the anticipated timeline, quiet zones, and parking lot closures to accommodate the temporary track.

In response to an inquiry from Council Member Schumacher, SANDAG Principal Planner Culp explained there are opportunities to exclude the vehicle over cross in the long trench option and about the feedback they had previously received from the community about this. She also explained the efforts in working with the three residential properties identified that will be displaced by the project.

In response to an inquiry from Mayor Pro Tem Blackburn, SANDAG Principal Planner Culp explained there would be a cost saving difference if NCTD were to change the 26 foot trench depth requirement to 24 feet.

Mayor Hall returned to the meeting at 4:53 p.m.

8. SEMIANNUAL TRANSPORTATION REPORT – Receive a semiannual transportation report. (Staff contact: Tom Frank, Public Works)

City Manager's Recommendation: Receive the report.

Transportation Director Tom Frank, Engineering Manager Hossein Ajideh, City Traffic Engineer John Kim, and Traffic & Mobility Commissioner Chuck Hunter presented the report and reviewed a PowerPoint presentation (on file in the Office of the City Clerk).

In response to an inquiry from Mayor Hall, Manager Ajideh explained an estimated timeline for the challenge on Merwin Drive to be addressed. Mayor Hall requested staff to be in contact and communication with the HOA and residents in the area. Director Frank explained an estimated timeline for traffic signalization to be completed. City Manager Chadwick commented that while the traffic signalization portion of the project may be completed soon, other factors still need to be considered including volume, timing, and travel periods.

In response to an inquiry from Mayor Hall, Director Frank explained staff have been in communication with Caltrans to synchronize with their intersections and traffic signals. City Traffic Engineer Kim explained he would contact SANDAG Traffic Engineering Council to inquire about the Regional Arterial Management system implementation timeframe.

Council received the report.

This item was heard before Item No. 8

9. PRESENTATION FROM THE SAN DIEGO ASSOCIATION OF GOVERNMENTS ON THE CARLSBAD VILLAGE AND BARRIO RAILROAD TRENCH ALTERNATIVES – Receive an informational presentation from the San Diego Association of Governments on the status of an analysis of the short trench and long trench alternatives for moving the railroad tracks below street level in the city’s Village and Barrio areas. (Staff contact: Hossein Ajideh, Public Works)

City Manager’s Recommendation: Receive the presentation.

10. APPOINT THREE MEMBERS TO THE BEACH PRESERVATION COMMISSION – Adoption of Resolution Nos. 2020-152, 2020-153, and 2020-154 appointing three members to the Beach Preservation Commission. (Staff contact: Tammy McMinn, City Clerk Services)

City Manager’s Recommendation: Adopt the resolutions.

The following individual called into the City Council Meeting and shared their comment for the record:

Kathleen Steindlberger commented her interest in being appointed.

Mayor Hall recommended the City Council consider appointing Kathleen Steindlberger, Chris Woosley, and Marcelo Kim.

Motion by Mayor Hall, seconded by Mayor Pro-Tem Blackburn, to adopt Resolution No. 2020-152 appointing Marcelo Yusson Kim to the Beach Preservation Commission. Motion carried unanimously, 4/0.

Motion by Mayor Hall, seconded by Mayor Pro-Tem Blackburn, to adopt Resolution No. 2020-153 re-appointing Kathleen Steindlberger to the Beach Preservation Commission. Motion carried unanimously, 4/0.

Motion by Mayor Hall, seconded by Mayor Pro-Tem Blackburn, to adopt Resolution No. 2020-154 appointing Chris Woolsey to the Beach Preservation Commission. Motion carried unanimously, 4/0.

11. APPOINT TWO MEMBERS TO THE LIBRARY BOARD OF TRUSTEES – Adoption of Resolution Nos. 2020-155 and 2020-156 appointing two members to the Library Board of Trustees. (Staff contact: Tammy McMinn, City Clerk Services)

City Manager’s Recommendation: Adopt the resolutions.

The following individual emailed their comment for the record and is on file the Office of the City Clerk: *Gina Payne McBride*.

Mayor Hall recommended the City Council consider appointing Sherman DeForest and Gina Payne McBride.

Motion by Mayor Hall, seconded by Mayor Pro-Tem Blackburn, to adopt Resolution No. 2020-155 re-appointing Sherman DeForest to the Library Board of Trustees. Motion carried unanimously, 4/0.

Motion by Mayor Hall, seconded by Mayor Pro-Tem Blackburn, to adopt Resolution No. 2020-156 re-appointing Gina McBride to the Library Board of Trustees. Motion carried unanimously, 4/0.

COUNCIL REPORTS AND COMMENTS:

Council Member Bhat-Patel dedicated the meeting in memory of Hallie Shea.

Mayor Hall commented he would like for City Council to have a conversation to determine and direct staff to understand what the most important issues are for them to be focused on in an effort to decrease items being presented to them late in the day. He directed City Manager Chadwick to find a time to schedule this.

PUBLIC COMMENTS CONTINUED:

The following individual called into the City Council Meeting and shared their comment for the record:

Pierre Cochet-Weinandt expressed his concerns related to the enforcement of safety measures when businesses reopened during the pandemic.

CITY MANAGER COMMENTS: None.

CITY ATTORNEY COMMENTS: None.

CITY CLERK COMMENTS: None.

ANNOUNCEMENTS: None.

ADJOURNMENT: Mayor Hall adjourned the duly noticed meeting at 5:33 p.m.

Mia De Marzo
Deputy City Clerk



Minutes

July 28, 2020, 1:30 p.m.

Council Chamber
1200 Carlsbad Village Drive
Carlsbad, CA 92008

CALL TO ORDER: 1:30 p.m.

ROLL CALL: Hall, Blackburn, Bhat-Patel, Schumacher.

PUBLIC COMMENT ON AGENDA ITEM: None.

CLOSED SESSION:

City Attorney Celia Brewer read the City Council into Closed Session.

Council adjourned into Closed Session at 1:30 p.m. pursuant to the following:

1. **CONFERENCE WITH LABOR NEGOTIATORS PURSUANT TO GOVERNMENT CODE SECTION 54957.6**

City Negotiators: Geoff Patnoe, Assistant City Manager, Laura Rocha, Deputy City Manager, Judy Von Kalinowski, Human Resources Director, Debbie Porter, Senior Management Analyst, Darrin Schwabe, Senior Management Analyst, Erika Benitez, Senior Management Analyst, Drew Cook, Management Analyst and Timothy Davis, Burk, Williams & Sorenson.

Employee Organization: CCEA

If circumstances necessitate the absence of a specified designated representative, an agent or designee may participate in place of the absent representative so long as the name of the agent or designee is announced at an open session held prior to the closed session.

Council Action: No reportable action.

2. **CONFERENCE WITH LEGAL COUNSEL REGARDING ANTICIPATED LITIGATION**

That the City Council, by motion, authorize a closed session regarding significant exposure to litigation of one case, pursuant to Government Code Section 54956.9(d)(2).

Council Action: No reportable action.

ADJOURNMENT:

By proper motion, the Special Meeting of July 28, 2020 was adjourned at 2:21 p.m.

Tamara R. McMinn, CPMC, CMC
Senior Deputy City Clerk



CITY COUNCIL
Staff Report

Meeting Date: Aug. 18, 2020

To: Mayor and City Council

From: Scott Chadwick, City Manager

Staff Contact: Craig Lindholm, City Treasurer
 craig.lindholm@carlsbadca.gov, 760-602-2473

Laura Rocha, Deputy City Manager, Administrative Services
 laura.rocha@carlsbadca.gov, 760-602-2415

Subject: Report on City Investments as of June 30, 2020

Recommended Action

Accept and file Report on City Investments as of June 30, 2020.

Executive Summary

The city's Investment Policy requires the city treasurer to report the status of the city's pooled investment portfolio to the City Council each month.

Discussion & Fiscal Analysis

The city's pooled investment portfolio as of the month ending June 30, 2020 is summarized below.

Pooled investment portfolio (cash and securities)		
	Current month	Prior month
Par value ¹	\$807,311,873	\$805,058,480
Investment cost	\$814,122,940	\$811,454,775
Amortized cost ²	\$812,848,717	\$810,213,529
Market value ³	\$827,577,140	\$824,621,827

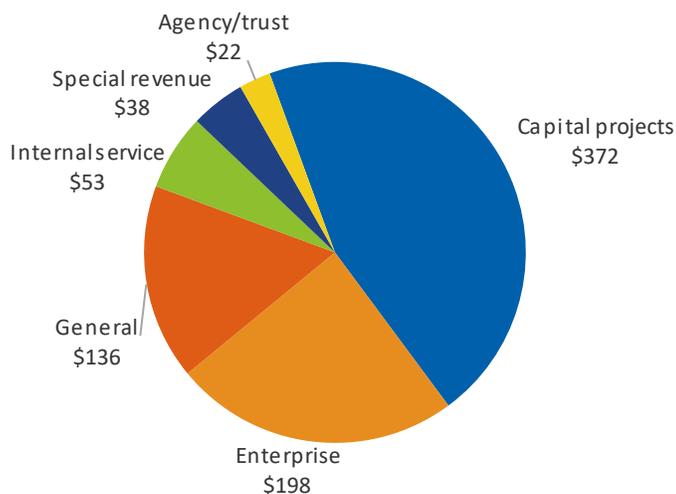
- (1) The face value of the investments.
- (2) The cost of investments adjusted for amortized premiums and discounts.
- (3) The amount at which the investments could be sold. Source of market value is Wells Fargo Bank's custodial report, as of June 30, 2020.

The equity portion of the various funds in the total portfolio is summarized in the graph below. Fund balances are restricted for various purposes. (See Exhibit 7 for a more detailed breakdown.)

Fund equity in pooled investments

June 30, 2020

(\$ in millions)



Pooled investment interest income

	Year to date*	Prior month*	Current month
Cash income	\$17,031,603	\$15,930,621	\$1,100,982

*The cash income received is adjusted for any accrued interest purchased.

Pooled investment performance

	Average life (years)	Yield to maturity	Modified duration
April 2020	1.85	1.84%	1.77
May 2020	1.85	1.77%	1.77
June 2020	1.84	1.69%	1.77

All pooled investments have been made in accordance with the city's Investment Policy, which was adopted Jan. 2, 1985, and last revised Dec. 17, 2019. All investments were initially made in accordance with the city's Investment Policy, however, events after the purchase might have resulted in non-compliance with the current policy. These events are typically a change in the credit rating after a purchase, a change in the city's Investment Policy or a temporary reduction in total portfolio assets.

Exhibit 8 shows that the investments out of compliance with the current policy had a subsequent change in credit rating. Ratings on five investments have dropped to less than the rating required by the Investment Policy. Corporate notes require an AA or A rating while mortgage backed securities require an AA rating from one rating company. The city's Investment Policy allows the city treasurer to determine the course of action that would correct

exceptions to the policy. These investments are paying interest at the required times and their principal is considered secure. It is the intent of the city treasurer to hold these assets in the portfolio until maturity unless events indicate they should be sold.

Next Steps

The report on city investments will continue to be produced monthly by the city treasurer.

Environmental Evaluation (CEQA)

Pursuant to Public Resources Code section 21065, this action does not constitute a “project” within the meaning of the California Environmental Quality Act in that it has no potential to cause either a direct physical change in the environment, or a reasonably foreseeable indirect physical change in the environment, and therefore does not require environmental review.

Public Notification and Outreach

Public notice of this item was posted in accordance with the Ralph M. Brown Act and it was available for public viewing and review at least 72 hours prior to the scheduled meeting date.

Exhibits

1. Investments by cost, market value, cash income, and average yield by class
2. Maturities by classification and length of time at market value
3. Yield comparison & market yield curve
4. Cumulative cash income
5. Maturities, purchases and calls this quarter
6. Detailed investment report
7. Fund equity in pooled investments
8. Corporate note and mortgage backed security ratings
9. Portfolio allocation at amortized cost by issuer
10. Investments of bond proceeds held separately as of June 30, 2020
11. Summary of housing loans as of June 30, 2020

City of Carlsbad investment portfolio

As of June 30, 2020

Investments by cost, market value, cash income, and average yield by class

Class	Investment cost			Market value			Average yield		
	Current month	Prior month		Current month	Prior month		Current month	Prior month	
FA	\$238,374,968	\$242,836,703	\$242,273,461	\$246,881,101	\$7,229,231		1.75%	1.83%	
FN	2,750,760	2,750,760	2,997,330	2,997,420	-		1.75	1.75	
SN	39,669,269	39,669,269	40,575,352	40,600,179	482,803		1.82	1.82	
TR	80,628,598	81,974,169	82,219,190	83,671,040	1,546,821		1.75	1.75	
CN	234,863,954	231,621,082	240,987,959	237,246,620	4,276,615		2.06	2.10	
CD	18,329,263	18,327,034	18,956,503	18,902,976	624,233		2.05	2.06	
MBS (agency)	7,165,895	7,169,266	7,227,112	7,216,000	39,857		1.47	1.47	
MBS (non-agency)	-	-	-	-	-		0.00	0.00	
Bank account	3,193,463	3,079,242	3,193,463	3,079,242	-		0.10	0.10	
Sweep	755,812	2,209,654	755,812	2,209,654	79,113		0.06	0.06	
IRT	3,064,499	1,491,704	3,064,499	1,491,704	8,080		0.01	0.01	
CAMP	1,004,415	1,003,846	1,004,415	1,003,846	4,415		0.57	0.57	
LAIF	184,322,044	179,322,044	184,322,044	179,322,044	2,740,435		1.31	1.31	
Total	\$814,122,940	\$811,454,775	\$827,577,140	\$824,621,827	\$17,031,603		1.69%	1.77%	

FA - Federal agency notes	MBS - Passthrough/mortgage backed securities
FN - Federal discount notes	Bank account - General cash account
SN - Supranational	Sweep - Overnight cash account
TR - US Treasury	IRT - Investment cash account
CN - Corporate notes	CAMP - California Asset Management Program
CD - Certificate of deposit	LAIF - Local Area Investment Fund

City of Carlsbad investment portfolio

As of June 30, 2020

Maturities by classification and length of time at market value

Class	Within 6 months	7 to 12 months	1 to 5 years	Total	% Total
FA	\$17,122,123	\$22,801,659	\$202,349,679	\$242,273,461	29.28%
FN	2,997,330	-	-	2,997,330	0.36
SN	4,611,845	-	35,963,507	40,575,352	4.90
TR	16,839,143	15,925,878	49,454,170	82,219,190	9.93
CN	19,071,525	17,552,505	204,363,929	240,987,959	29.12 (2)
CD	1,743,673	2,018,753	15,194,077	18,956,503	2.29
MBS (agency)	20,400	20,400	7,186,312	7,227,112	0.87 (3)
MBS (non-agency)	-	-	-	-	0.00 (4)
Bank account	3,193,463	-	-	3,193,463	0.39
Sweep	755,812	-	-	755,812	0.09
IRT	3,064,499	-	-	3,064,499	0.37
CAMP	1,004,415	-	-	1,004,415	0.12
LAIF	184,322,044	-	-	184,322,044	22.27
Totals	\$254,746,271	\$58,319,195	\$514,511,673	\$827,577,140	100.0%
% Totals	30.8%	7.1%	62.2%	100.0%	

Total within One Year \$313,065,467 (1)

37.8%

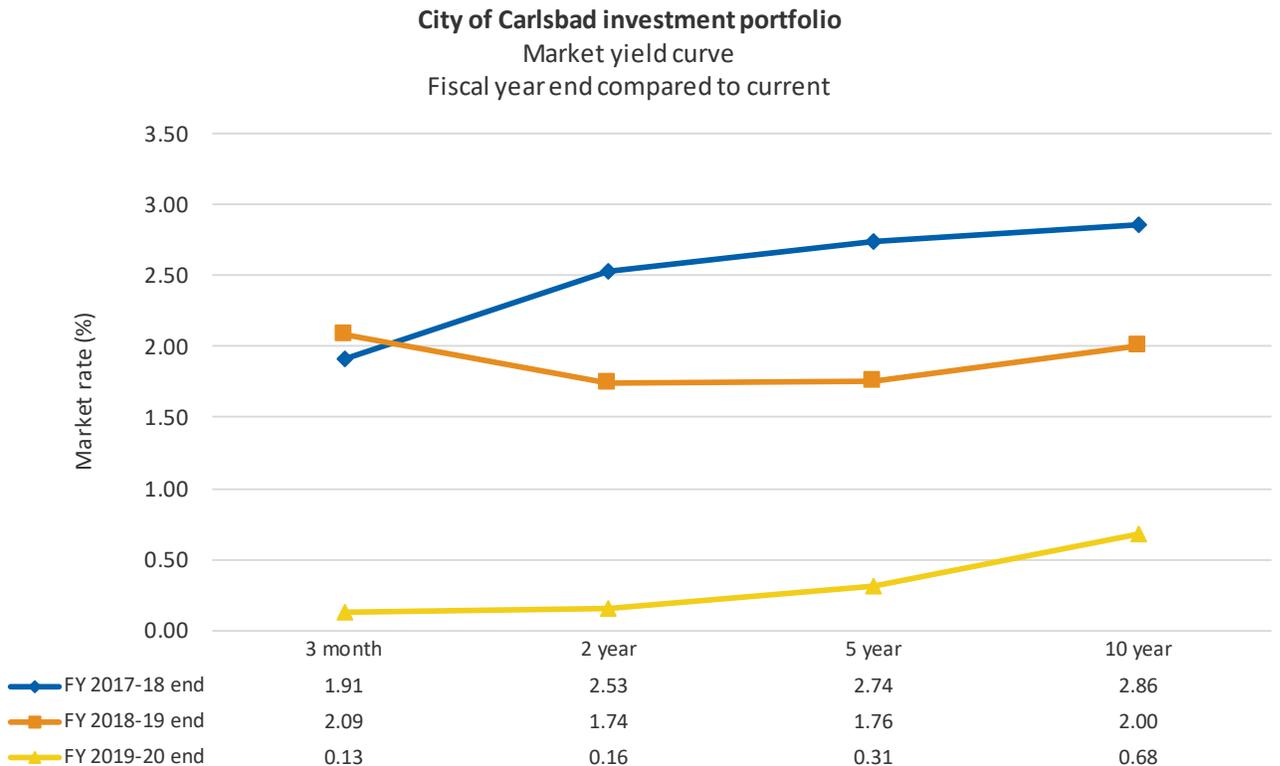
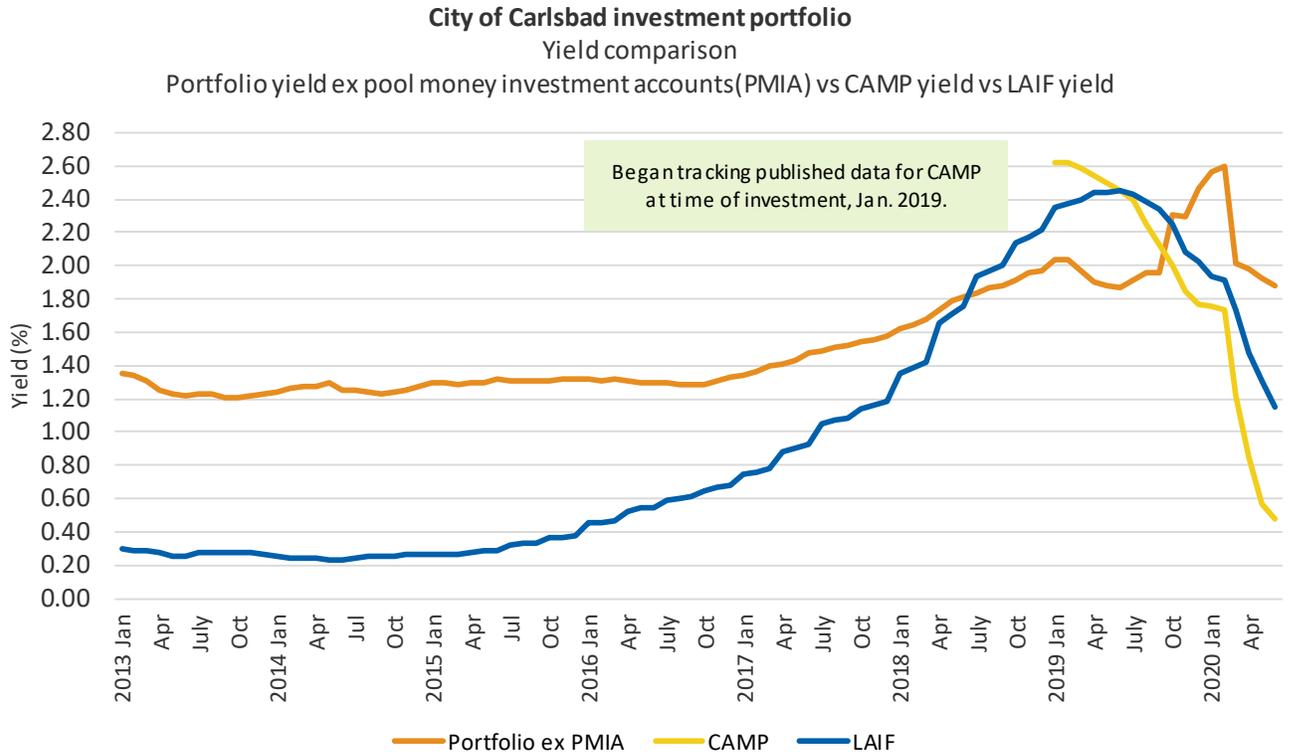
Policy: (1) Not less than \$198,032,000 to mature within one year, two-thirds of FY 19-20 operating budget of \$297,048,458.

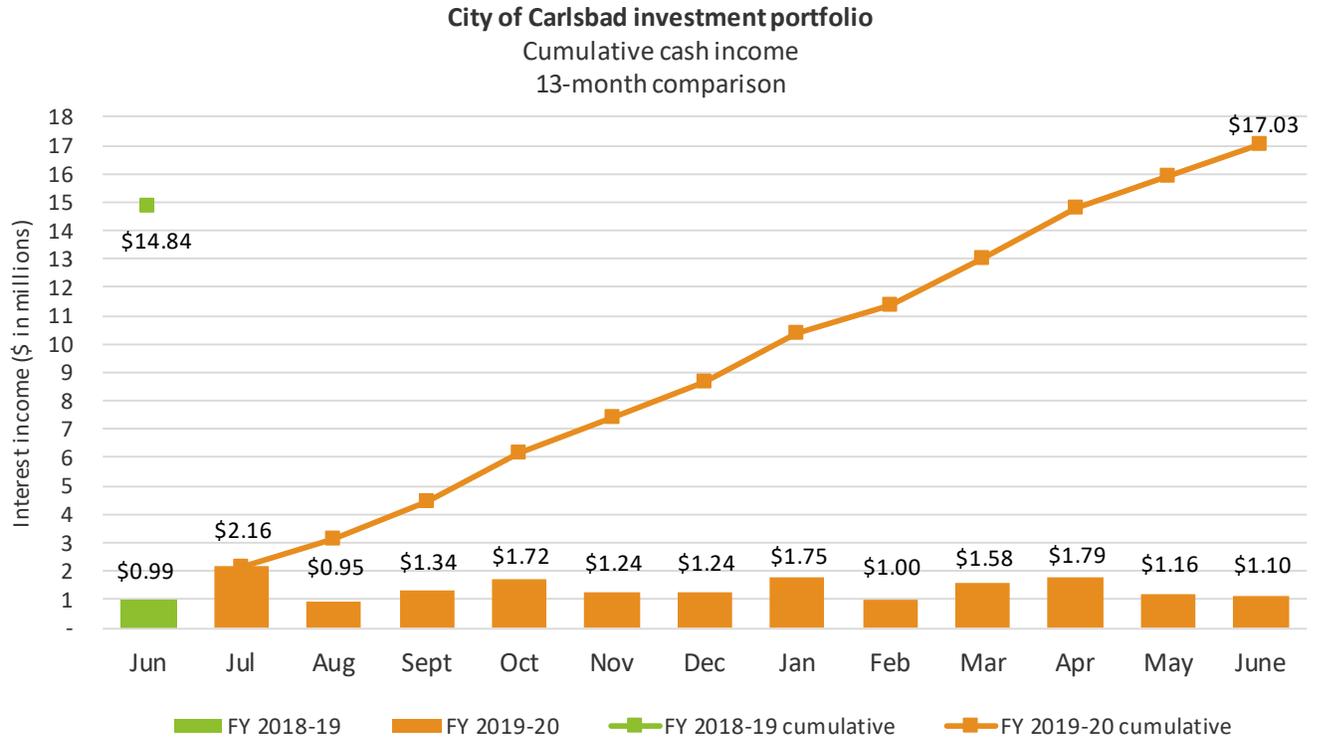
FY 20-21 operating budget is \$292,643,525. Two-thirds requirement will be \$195,096,000 beginning July 1, 2020.

(2) Policy states that not more than 30% of portfolio is to be invested in corporate notes at time of purchase.

(3) Policy states that not more than 20% of portfolio is to be invested in mortgage backed securities at time of purchase.

(4) Total non-agency mortgage backed securities shall be limited to 5% of the city's portfolio.





City of Carlsbad investment portfolio
Maturities, purchases, and calls this quarter

Maturities								
CUSIP	Issuer	Settled	Maturity	Par value	Book value	Interest	Total	
3136G3UG8	FNMA	7/13/2016	4/13/2020	5,000,000	5,000,000	31,250	5,031,250	
3132XOSA0	FAMCA	12/15/2017	4/17/2020	1,500,000	1,500,000	12,300	1,512,300	
57116AJP4	Marlin Bank	4/22/2015	4/22/2020	247,000	247,000	1,981	248,981	
3136G3Q40	FNMA	7/28/2016	4/28/2020	3,750,000	3,750,000	23,438	3,773,438	
912828K58	US Treasury	5/24/2016	4/30/2020	2,300,000	2,300,000	15,813	2,315,813	
3138L14F3	FNMA AM1721	12/26/2019	4/27/2020	3,329	3,352	3,719	7,071	
037833BD1	Apple	11/3/2015	5/6/2020	4,000,000	4,000,000	38,444	4,038,444	
981571BD3	World Fist Bank	5/13/2015	5/13/2020	200,000	200,000	329	200,329	
3130ACN83	FHLB	11/3/2017	5/15/2020	1,650,000	1,650,000	14,025	1,664,025	
459200HM6	IBM	5/24/2016	5/15/2020	1,500,000	1,500,000	12,188	1,512,188	
3134GBLL4	FHLMC	5/22/2017	5/22/2020	1,200,000	1,200,000	9,750	1,209,750	
3138L14F3	FNMA AM1721	12/26/2019	5/27/2020	3,513	3,538	3,592	7,130	
3134GBNK4	FHLMC	5/30/2017	5/29/2020	2,250,000	2,250,000	18,281	2,268,281	
3134GBNK4	FHLMC	6/27/2017	5/29/2020	1,600,000	1,600,000	13,000	1,613,000	
313383HU8	FHLB	6/12/2015	6/12/2020	3,000,000	3,000,000	26,250	3,026,250	
313383HU8	FHLB	2/23/2016	6/12/2020	2,000,000	2,000,000	17,500	2,017,500	
3136G16D6	FNMA	4/15/2016	6/26/2020	2,150,000	2,150,000	14,513	2,164,513	
33646CFA7	First Bank	6/29/2015	6/29/2020	247,000	247,000	2,291	249,291	
912828XH8	US Treasury	12/19/2016	6/30/2020	1,350,000	1,350,000	10,969	1,360,969	
3138L14F3	FNMA AM1721	12/26/2019	6/25/2020	3,349	3,373	3,705	7,078	
				33,954,191	33,954,262	273,337	34,227,600	

Purchases										
CUSIP	Issuer	Settled	Maturity	Payment	Rate	Par value	Dollar price	Book value		
3133ELTP9	FFCB	4/3/2020	6/16/2021	6/16/2020	0.30%	2,000,000	100.240	2,004,800		
90331HPJ6	US Bank	4/3/2020	1/21/2022	7/21/2020	1.30%	2,000,000	100.846	2,016,916		
478160CJ1	Johnson & Johnson	4/8/2020	1/15/2025	7/15/2020	0.91%	3,000,000	107.732	3,231,960		
14042TDD6	Capital One	4/8/2020	4/8/2025	10/8/2020	1.60%	248,000	100.000	248,000		
3130A4CH3	FHLB	4/9/2020	3/14/2025	9/14/2020	0.78%	3,000,000	107.710	3,231,300		
3133ELWC4	FFCB	4/9/2020	4/9/2025	10/9/2020	1.15%	2,000,000	100.000	2,000,000		
3133ELWC4	FFCB	4/9/2020	4/9/2025	10/9/2020	1.17%	2,500,000	99.925	2,498,125		
66989HAP3	Novartis Capital Corp	4/13/2020	2/14/2025	8/14/2020	1.30%	3,310,000	102.102	3,379,576		
3137F32A1	FHMS KHG1 A1	4/15/2020	11/25/2024	4/25/2020	1.00%	3,000,000	107.188	3,215,625		
3133ELXC3	FFCB	4/22/2020	4/22/2024	10/22/2020	0.80%	3,000,000	100.000	3,000,000		
931142DP5	Walmart	4/24/2020	4/22/2024	10/22/2020	0.88%	2,500,000	109.499	2,737,468		
931142DP5	Walmart	4/24/2020	4/22/2024	10/22/2020	0.70%	2,000,000	109.593	2,191,860		
3136G4VE0	FNMA	4/27/2020	4/27/2023	10/27/2020	0.55%	2,000,000	100.000	2,000,000		
19416QDZ0	Colgate-Palmolive	5/7/2020	5/3/2022	11/3/2020	0.42%	3,500,000	103.699	3,629,465		
3133ELYV0	FFCB	5/11/2020	8/11/2023	8/11/2020	0.50%	2,250,000	100.000	2,250,000		
341081FZ53	Florida Power & Light	5/13/2020	4/1/2025	10/1/2020	1.02%	3,667,000	108.551	3,980,565		
3134GVQC5	FHLMC	5/13/2020	1/30/2024	10/30/2020	0.55%	2,000,000	100.000	2,000,000		
3130A0F70	FHLB	5/13/2020	12/8/2023	6/8/2020	0.34%	1,000,000	110.763	1,107,630		
74456QBW5	Public Service Electric	5/14/2020	9/1/2023	9/1/2020	0.72%	2,500,000	108.023	2,700,575		
0947XAL5	Blackrock Inc	5/14/2020	3/18/2024	9/18/2020	0.85%	3,000,000	110.020	3,300,600		
33847E3H8	Flagstar Bank	5/15/2020	5/15/2025	11/15/2020	0.85%	248,000	100.000	248,000		
29260MBF1	Encore Bank	5/15/2020	5/15/2025	6/15/2020	0.80%	249,000	100.000	249,000		
3135G0T78	FNMA	5/20/2020	10/5/2022	10/5/2020	0.19%	1,923,000	104.287	2,005,439		
3133ELXW9	FFCB	5/20/2020	4/27/2022	10/27/2020	0.21%	2,000,000	100.174	2,003,480		
40473OCR2	Haddon Savings Bank	5/26/2020	5/27/2025	11/26/2020	0.75%	248,000	100.000	248,000		
43719LAE5	Home Loan Inv Bank	5/29/2020	5/29/2025	7/1/2020	0.80%	249,000	100.000	249,000		
69506YRT8	Pacific Western Bank	5/29/2020	5/29/2025	11/29/2020	0.70%	249,000	100.000	249,000		
56102AAJ5	Malaga Bank	5/29/2020	5/29/2025	6/29/2020	0.70%	249,000	100.000	249,000		
3133ELC28	FFCB	6/3/2020	5/27/2025	11/27/2020	0.73%	3,500,000	99.980	3,499,300		
3134GVB31	FHLMC	6/3/2020	5/28/2025	11/28/2020	0.75%	2,000,000	100.000	2,000,000		
3133ELE67	FFCB	6/3/2020	6/3/2024	12/3/2020	0.58%	2,000,000	100.000	2,000,000		
12572QAG0	CME Group Inc	6/3/2020	3/15/2025	9/15/2020	0.73%	2,771,000	110.104	3,050,982		
742718FF1	Proctor & Gamble	6/9/2020	3/25/2025	9/25/2020	0.70%	1,000,000	108.224	1,082,240		
86128QCF3	Stockman Bank	6/10/2020	6/10/2025	12/10/2020	0.60%	249,000	100.000	249,000		
3134GVL30	FHLMC	6/11/2020	6/11/2025	12/11/2020	0.75%	2,000,000	100.000	2,000,000		
3134GV2L1	FHLMC	6/30/2020	6/30/2025	12/30/2020	0.77%	3,000,000	100.000	3,000,000		
06406RAG2	Bank of NY Mellon	6/25/2020	4/28/2023	10/30/2020	0.51%	2,000,000	108.424	2,168,480		
3134GV2M9	FHLMC	6/30/2020	6/30/2022	12/30/2020	0.30%	3,000,000	100.000	3,000,000		
							75,410,000	103.081	78,275,386	

Calls

CUSIP	Issuer	Settled	Maturity	Redeemed	Par value	Book value	Interest	Total
3133EGSA4	FFCB	09/07/2016	08/24/2020	04/01/2020	3,000,000	2,999,827	4,070	3,004,070
3133EGLB9	FFCB	07/13/2016	07/13/2020	04/06/2020	4,250,000	4,250,000	11,660	4,261,660
3134GTEW9	FHLMC	04/23/2019	04/08/2022	04/08/2020	1,500,000	1,500,000	18,750	1,518,750
3130AGAA3	FHLB	04/15/2019	04/15/2024	04/15/2020	2,000,000	2,000,000	24,500	2,024,500
3134GTGZ0	FHLMC	04/15/2019	04/15/2024	04/15/2020	1,000,000	1,000,000	12,500	1,012,500
3134GTGZ0	FHLMC	04/15/2019	04/15/2024	04/15/2020	2,000,000	2,000,000	25,000	2,025,000
3134GUKY5	FHLMC	11/15/2019	10/21/2022	04/21/2020	2,000,000	2,001,691	18,600	2,018,600
48125LRN4	JP Morgan	11/18/2019	04/26/2021	04/27/2020	1,500,000	1,505,287	129	1,500,129
3134GTNE9	FHLMC	05/22/2019	04/28/2023	04/28/2020	5,000,000	5,000,000	65,625	5,065,625
3132XOGH8	FAMCA	01/03/2018	10/29/2021	04/29/2020	2,000,000	1,981,100	16,250	2,016,250
3133ELMH4	FFCB	02/07/2020	05/06/2024	05/06/2020	2,000,000	1,999,057	8,850	2,008,850
3130AHJQ7	FHLB	11/19/2019	11/19/2024	05/19/2020	3,000,000	3,000,000	31,050	3,031,050
3134GTMR1	FHLMC	05/20/2019	05/20/2024	05/20/2020	2,500,000	2,500,000	33,750	2,533,750
3133ELQU1	FFCB	03/03/2020	06/03/2024	06/03/2020	1,500,000	1,500,000	6,263	1,506,263
3133ELQT4	FFCB	03/09/2020	09/09/2022	06/09/2020	1,000,000	1,000,000	3,750	1,003,750
3134GTXQ1	FHLMC	07/05/2019	12/23/2022	06/23/2020	1,500,000	1,500,000	15,000	1,515,000
3130AHQ71	FHLB	12/23/2019	06/23/2022	06/23/2020	1,500,000	1,500,000	12,975	1,512,975
3134GSPF6	FHLMC	06/26/2018	06/26/2023	06/26/2020	1,250,000	1,250,000	19,063	1,269,063
3134GTYC1	FHLMC	06/28/2019	06/26/2023	06/26/2020	3,000,000	3,000,000	30,750	3,030,750
3134GTTK9	FHLMC	07/30/2019	06/26/2024	06/26/2020	2,000,000	2,003,264	23,750	2,023,750
89236TDZ5	Toyota	06/29/2017	12/29/2020	06/29/2020	3,000,000	3,000,000	15,000	3,015,000
3134GSQL2	FHLMC	07/24/2018	06/29/2023	06/29/2020	1,000,000	1,000,000	15,500	1,015,500
					47,500,000	47,490,226	412,784	47,912,784

City of Carlsbad
Investment summary
As of June 30, 2020

Settlement	Maturity	Issuer	Par	Invested	Yield	Interest expected	Return
Federal investments							
04/27/17	07/27/20	FHLMC	1,600,000.00	1,600,000.00	1.700%	88,400.00	1,688,400.00
01/21/16	07/29/20	FHLB	2,500,000.00	2,549,375.00	1.378%	157,516.67	2,706,891.67
04/19/16	08/28/20	FHLMC	1,000,000.00	1,017,760.00	1.230%	54,152.50	1,071,912.50
06/08/16	09/11/20	FHLB	3,000,000.00	3,206,160.00	1.214%	161,121.25	3,367,281.25
10/12/16	09/11/20	FHLB	1,800,000.00	1,808,975.18	1.244%	87,893.57	1,896,868.75
04/26/17	10/16/20	FNMA	1,300,000.00	1,332,019.00	1.618%	74,057.39	1,406,076.39
07/22/16	11/27/20	FNMA	3,250,000.00	3,316,612.00	1.165%	166,507.79	3,483,119.79
11/27/17	11/27/20	FHLMC	1,500,000.00	1,500,000.00	1.875%	84,375.00	1,584,375.00
06/15/17	11/30/20	FNMA	1,100,000.00	1,113,618.00	1.630%	62,404.22	1,176,022.22
03/10/17	01/15/21	FAMCA	1,580,000.00	1,576,287.00	2.063%	125,285.22	1,701,572.22
09/09/16	01/25/21	FAMCA	2,000,000.00	2,018,640.00	1.550%	117,071.11	2,135,711.11
10/12/16	02/15/21	TENN	3,000,000.00	3,315,660.00	1.370%	189,058.75	3,504,718.75
08/16/17	02/16/21	FNMA	2,000,000.00	2,000,000.00	1.750%	122,500.00	2,122,500.00
01/10/19	02/23/21	FFCB	1,500,000.00	1,502,895.00	2.605%	82,942.50	1,585,837.50
12/12/18	02/24/21	FHLB	1,000,000.00	977,940.00	2.790%	60,560.00	1,038,500.00
02/14/18	03/12/21	FHLB	1,500,000.00	1,500,768.00	2.357%	108,778.87	1,609,546.87
06/12/18	03/12/21	FHLB	1,000,000.00	976,760.00	2.631%	71,365.00	1,048,125.00
09/29/17	03/26/21	FHLMC	2,535,000.00	2,531,197.50	1.794%	158,701.56	2,689,899.06
01/08/19	04/09/21	FFCB	1,500,000.00	1,504,860.00	2.550%	86,377.50	1,591,237.50
10/26/17	04/26/21	FHLMC	1,975,000.00	1,974,012.50	1.865%	128,868.75	2,102,881.25
10/12/16	06/11/21	FHLB	1,500,000.00	1,559,427.00	1.370%	97,979.25	1,657,406.25
06/15/17	06/15/21	FHLMC	1,400,000.00	1,400,000.00	1.800%	100,800.00	1,500,800.00
04/03/20	06/16/21	FFCB	2,000,000.00	2,004,800.00	0.300%	7,227.78	2,012,027.78
10/26/16	07/14/21	FHLB	2,500,000.00	2,476,850.00	1.328%	155,806.25	2,632,656.25
02/16/17	07/26/21	FHLMC	1,400,000.00	1,392,580.00	2.000%	124,086.67	1,516,666.67
12/19/17	08/12/21	FHLMC	1,000,000.00	967,646.98	2.050%	73,384.27	1,041,031.25
10/28/16	10/07/21	FNMA	2,500,000.00	2,491,075.00	1.450%	178,794.79	2,669,869.79
11/29/16	11/29/21	FFCB	3,000,000.00	3,000,000.00	1.760%	264,000.00	3,264,000.00
04/12/17	12/10/21	FHLB	2,000,000.00	2,003,620.00	1.834%	171,171.67	2,174,791.67
09/10/19	12/13/21	FFCB	2,000,000.00	2,017,240.00	1.490%	67,673.33	2,084,913.33
11/04/19	01/03/22	FAMCA	2,000,000.00	1,998,180.00	2.169%	95,553.01	2,093,733.01
11/12/19	01/13/22	FHLMC	1,000,000.00	1,015,200.00	1.658%	36,324.31	1,051,524.31
03/25/19	02/03/22	FFCB	2,500,000.00	2,483,900.00	2.264%	161,019.44	2,644,919.44
02/23/17	02/23/22	FAMCA	2,600,000.00	2,609,204.00	2.025%	263,796.00	2,873,000.00
03/01/19	03/01/22	FFCB	2,000,000.00	2,000,000.00	2.550%	153,000.00	2,153,000.00
03/29/17	03/29/22	FHLMC	1,500,000.00	1,500,000.00	2.265%	170,625.00	1,670,625.00
05/25/17	04/05/22	FNMA	1,600,000.00	1,600,581.01	1.867%	145,252.32	1,745,833.33
01/09/20	04/05/22	FNMA	2,500,000.00	2,517,775.00	1.550%	87,172.92	2,604,947.92
04/27/17	04/27/22	FHLMC	3,500,000.00	3,545,920.00	2.345%	413,455.00	3,959,375.00
05/19/20	04/27/22	FFCB	2,000,000.00	2,003,480.00	0.210%	8,136.67	2,011,616.67
01/09/20	06/10/22	FHLB	3,000,000.00	3,297,270.00	1.560%	120,084.17	3,417,354.17
06/30/20	06/30/22	FHLMC	3,000,000.00	3,000,000.00	0.300%	18,000.00	3,018,000.00
01/08/18	07/01/22	FHLMC	1,500,000.00	1,500,000.00	2.220%	149,202.50	1,649,202.50
07/03/19	07/01/22	FHLMC	2,500,000.00	2,500,000.00	2.000%	149,722.22	2,649,722.22
01/15/20	07/15/22	FHLMC	1,500,000.00	1,500,510.00	1.586%	59,490.00	1,560,000.00
08/28/19	08/26/22	FFCB	1,500,000.00	1,499,565.00	1.860%	83,530.83	1,583,095.83
12/01/17	09/09/22	FHLB	1,750,000.00	1,739,692.50	2.130%	177,335.28	1,917,027.78
07/05/19	09/09/22	FHLB	1,800,000.00	1,874,106.00	1.786%	104,644.00	1,978,750.00
01/15/20	09/09/22	FHLB	2,000,000.00	2,021,180.00	1.590%	84,820.00	2,106,000.00
09/28/17	09/28/22	FNMA	2,500,000.00	2,500,000.00	2.000%	249,861.11	2,749,861.11
03/09/18	10/05/22	FNMA	1,000,000.00	971,120.00	2.000%	120,324.44	1,091,444.44
05/20/20	10/05/22	FNMA	1,923,000.00	2,005,439.01	0.190%	8,903.49	2,014,342.50
10/05/18	10/05/22	FNMA	1,000,000.00	962,570.00	3.000%	117,430.00	1,080,000.00
09/10/19	12/09/22	FHLB	1,500,000.00	1,670,736.00	1.630%	84,545.25	1,755,281.25
04/24/18	12/09/22	FHLB	2,250,000.00	2,215,102.50	2.500%	295,053.75	2,510,156.25
01/06/20	01/06/23	FAMCA	2,000,000.00	2,000,000.00	1.750%	105,000.00	2,105,000.00
03/22/19	03/10/23	FHLB	2,000,000.00	2,028,220.00	2.375%	189,946.67	2,218,166.67
03/16/20	03/16/23	FFCB	2,500,000.00	2,500,000.00	1.050%	78,750.00	2,578,750.00
04/27/20	04/27/23	FNMA	2,000,000.00	2,000,000.00	0.550%	33,000.00	2,033,000.00
07/30/18	07/28/23	FHLMC	2,500,000.00	2,500,000.00	3.070%	383,323.61	2,883,323.61
05/11/20	08/11/23	FFCB	2,250,000.00	2,250,000.00	0.500%	36,562.50	2,286,562.50
09/13/19	08/14/23	FFCB	1,800,000.00	1,796,580.00	1.650%	116,300.00	1,912,880.00
09/13/19	08/28/23	FFCB	1,000,000.00	997,650.00	1.982%	78,350.00	1,076,000.00
08/24/18	08/24/23	FHLB	1,750,000.00	1,750,000.00	3.125%	273,437.50	2,023,437.50
09/18/18	09/05/23	FFCB	1,000,000.00	991,290.00	2.990%	147,698.89	1,138,988.89

Settlement	Maturity	Issuer	Par	Invested	Yield	Interest expected	Return
10/10/18	09/05/23	FFCB	2,300,000.00	2,266,190.00	3.125%	349,548.89	2,615,738.89
09/03/19	09/08/23	FHLB	2,000,000.00	2,069,108.00	1.485%	121,551.72	2,190,659.72
02/27/19	09/12/23	FNMA	1,000,000.00	1,016,210.00	2.495%	114,362.92	1,130,572.92
04/16/19	09/12/23	FNMA	1,750,000.00	1,783,757.50	2.410%	187,617.50	1,971,375.00
09/18/18	09/18/23	FHLB	1,000,000.00	999,250.00	3.076%	153,750.00	1,153,000.00
09/28/18	09/28/23	FHLB	1,250,000.00	1,250,000.00	3.200%	200,000.00	1,450,000.00
10/17/18	10/02/23	FFCB	2,500,000.00	2,493,150.00	3.050%	384,922.92	2,878,072.92
02/07/19	10/23/23	FFCB	1,000,000.00	1,017,530.00	2.602%	123,803.33	1,141,333.33
05/09/19	11/08/23	FFCB	2,000,000.00	2,001,700.00	2.280%	205,172.22	2,206,872.22
11/27/18	11/27/23	FHLB	1,800,000.00	1,800,000.00	3.350%	301,500.00	2,101,500.00
12/13/19	11/27/23	FHLMC	1,965,000.00	1,964,017.50	1.788%	138,947.33	2,102,964.83
06/28/19	12/05/23	FFCB	1,500,000.00	1,569,280.50	1.870%	127,682.83	1,696,963.33
05/13/20	12/08/23	FHLB	1,000,000.00	1,107,630.00	0.339%	12,838.75	1,120,468.75
12/18/19	12/18/23	FHLMC	1,500,000.00	1,500,000.00	1.850%	111,000.00	1,611,000.00
05/09/19	12/20/23	FFCB	1,000,000.00	1,052,900.00	3.500%	108,586.11	1,161,486.11
12/28/18	12/28/23	FHLB	2,000,000.00	2,000,000.00	3.100%	310,000.00	2,310,000.00
01/29/19	01/29/24	FHLB	1,500,000.00	1,501,125.00	2.859%	214,500.00	1,715,625.00
05/13/20	01/30/24	FHLMC	2,000,000.00	2,000,000.00	0.550%	40,852.78	2,040,852.78
02/26/19	02/26/24	FHLB	2,500,000.00	2,500,000.00	2.800%	350,000.00	2,850,000.00
03/06/19	02/27/24	FFCB	1,500,000.00	1,498,950.00	2.610%	195,821.25	1,694,771.25
02/28/20	02/28/24	FFCB	2,500,000.00	2,500,000.00	1.550%	155,000.00	2,655,000.00
03/08/19	03/08/24	FHLB	3,000,000.00	3,100,851.00	2.530%	386,649.00	3,487,500.00
03/12/20	03/12/24	FFCB	3,000,000.00	3,000,000.00	1.050%	126,000.00	3,126,000.00
04/09/19	04/05/24	FFCB	2,000,000.00	1,994,380.00	2.360%	234,725.56	2,229,105.56
04/22/20	04/22/24	FFCB	3,000,000.00	3,000,000.00	0.800%	96,000.00	3,096,000.00
05/09/19	05/07/24	FHLB	1,000,000.00	1,005,320.00	2.287%	114,546.67	1,119,866.67
12/19/19	06/03/24	FFCB	3,000,000.00	2,997,750.00	1.830%	246,860.00	3,244,610.00
06/03/20	06/03/24	FFCB	2,000,000.00	2,000,000.00	0.580%	46,400.00	2,046,400.00
08/28/19	06/30/24	FFCB	1,470,000.00	1,517,378.10	1.457%	103,884.90	1,621,263.00
08/28/19	06/25/24	FFCB	1,183,000.00	1,237,524.47	1.457%	85,320.92	1,322,845.39
07/02/19	07/02/24	FHLMC	2,500,000.00	2,500,000.00	2.000%	250,000.00	2,750,000.00
06/27/19	07/15/24	PEFCO	2,500,000.00	2,565,850.00	1.900%	243,292.36	2,809,142.36
08/08/19	07/26/24	FFCB	2,500,000.00	2,532,125.00	1.582%	197,583.33	2,729,708.33
02/12/20	08/12/24	FHLMC	2,000,000.00	2,000,000.00	1.800%	162,000.00	2,162,000.00
09/03/19	09/03/24	FFCB	4,000,000.00	4,000,000.00	2.000%	400,000.00	4,400,000.00
08/30/19	09/10/24	FFCB	2,500,000.00	2,572,420.00	1.480%	189,024.44	2,761,444.44
09/23/19	09/23/24	FHLMC	1,000,000.00	1,000,000.00	2.100%	10,500.00	1,010,500.00
10/15/19	10/15/24	FFCB	2,000,000.00	2,000,000.00	1.920%	192,000.00	2,192,000.00
10/28/19	10/15/24	FHLMC	2,500,000.00	2,495,000.00	1.917%	237,682.29	2,732,682.29
10/18/19	10/16/24	FHLB	2,250,000.00	2,250,000.00	2.000%	224,750.00	2,474,750.00
11/15/19	11/01/24	FAMCA	2,000,000.00	1,999,720.00	1.793%	177,887.78	2,177,607.78
01/10/20	01/10/25	FHLMC	2,000,000.00	2,000,000.00	1.800%	180,000.00	2,180,000.00
01/15/20	01/15/25	FHLMC	2,000,000.00	2,000,000.00	1.900%	190,000.00	2,190,000.00
02/10/20	02/10/25	FHLB	2,500,000.00	2,496,875.00	1.866%	233,125.00	2,730,000.00
02/12/20	02/12/25	FHLMC	1,500,000.00	1,500,000.00	1.800%	680,000.00	2,180,000.00
02/14/20	02/14/25	FHLMC	2,500,000.00	2,500,000.00	1.850%	231,250.00	2,731,250.00
03/06/20	02/21/25	FHLB	2,000,000.00	2,008,202.00	1.050%	185,173.00	2,193,375.00
04/09/20	03/14/25	FHLB	3,000,000.00	3,231,300.00	0.778%	120,002.08	3,351,302.08
04/09/20	04/09/25	FFCB	2,000,000.00	2,000,000.00	1.150%	115,000.00	2,115,000.00
04/09/20	04/09/25	FFCB	2,500,000.00	2,498,125.00	1.165%	145,625.00	2,643,750.00
06/03/20	05/27/25	FFCB	3,500,000.00	3,499,300.00	0.734%	128,024.17	3,627,324.17
06/03/20	05/28/25	FHLMC	2,000,000.00	2,000,000.00	0.750%	74,791.66	2,074,791.66
06/11/20	06/11/25	FHLMC	2,000,000.00	2,000,000.00	0.750%	75,000.00	2,075,000.00
06/30/20	06/30/25	FHLMC	3,000,000.00	3,000,000.00	0.770%	115,500.00	3,115,500.00
		Sub total FA	236,131,000.00	238,374,968.25	1.748%	18,334,569.25	256,709,537.50
10/23/15	10/15/20	RFCSP	3,000,000.00	2,750,760.00	1.750%	249,240.00	3,000,000.00
		Sub total FN	3,000,000.00	2,750,760.00	1.750%	249,240.00	3,000,000.00
		Federal investments	239,131,000.00	241,125,728.25		18,583,809.25	259,709,537.50

Settlement	Maturity	Issuer	Par	Invested	Yield	Interest expected	Return
Supranationals							
08/03/17	08/10/20	IBRD	2,000,000.00	1,972,100.00	1.600%	95,837.50	2,067,937.50
11/08/18	09/04/20	IBRD	1,100,000.00	1,074,711.00	2.930%	57,859.27	1,132,570.27
01/08/18	10/05/20	IBRD	1,500,000.00	1,486,500.00	2.164%	88,765.62	1,575,265.62
01/08/18	01/18/22	IADB	2,000,000.00	1,988,880.00	2.270%	182,300.56	2,171,180.56
12/18/17	01/26/22	IBRD	2,500,000.00	2,485,325.00	2.150%	219,952.78	2,705,277.78
10/10/17	10/07/22	IBRD	1,300,000.00	1,290,907.89	2.024%	130,763.88	1,421,671.77
02/08/19	10/24/22	IFC	1,500,000.00	1,470,780.00	2.553%	140,553.33	1,611,333.33
05/09/19	10/24/23	IADB	2,000,000.00	2,058,280.00	2.300%	205,886.67	2,264,166.67
01/18/18	01/18/23	IADB	1,700,000.00	1,702,652.00	2.467%	209,848.00	1,912,500.00
01/24/18	01/18/23	IADB	1,000,000.00	997,670.00	2.550%	126,913.33	1,124,583.33
02/19/20	01/27/23	IBRD	1,170,000.00	1,170,538.20	1.734%	59,635.55	1,230,173.75
10/25/19	10/25/23	IBRD	3,000,000.00	3,000,000.00	1.700%	204,000.00	3,204,000.00
02/15/19	02/15/24	IBRD	3,000,000.00	3,000,000.00	2.625%	468,750.00	3,468,750.00
08/29/19	08/28/24	IBRD	2,000,000.00	2,006,920.00	1.428%	142,996.67	2,149,916.67
10/10/19	09/23/24	IBRD	3,500,000.00	3,510,500.00	2.136%	370,863.89	3,881,363.89
12/10/19	09/23/24	IBRD	3,000,000.00	3,006,000.00	1.941%	310,066.67	3,316,066.67
11/13/19	11/13/24	IBRD	1,500,000.00	1,500,000.00	2.050%	153,750.00	1,653,750.00
03/26/20	12/12/24	IBRD	3,500,000.00	3,522,505.00	1.096%	329,777.78	3,829,777.78
01/08/20	12/15/24	IBRD	1,425,000.00	1,425,000.00	1.700%	119,577.30	1,544,577.30
01/27/20	01/15/25	IFC	1,000,000.00	1,000,000.00	1.625%	80,708.33	1,080,708.33
		Supranationals	39,695,000.00	39,669,269.09	1.824%	3,698,807.13	43,345,571.22
US Treasury							
12/02/16	07/31/20	US Treasury 1.625%	1,500,000.00	1,500,000.00	1.625%	89,286.68	1,589,286.68
06/07/17	07/31/20	US Treasury 1.625%	2,000,000.00	2,011,320.00	1.440%	91,028.07	2,102,348.07
09/22/15	08/31/20	US Treasury 2.125%	3,000,000.00	3,085,500.00	2.097%	229,396.98	3,314,896.98
10/28/16	10/31/20	US Treasury 1.375%	1,750,000.00	1,759,570.31	1.235%	86,875.85	1,846,446.16
12/02/16	10/31/20	US Treasury 1.375%	1,200,000.00	1,186,200.00	1.680%	78,341.44	1,264,541.44
01/13/17	10/31/20	US Treasury 1.375%	1,300,000.00	1,289,234.38	1.601%	78,611.61	1,367,845.99
01/05/16	12/31/20	US Treasury 2.375%	4,000,000.00	4,127,500.00	1.705%	346,195.00	4,473,695.00
05/05/16	12/31/20	US Treasury 1.75%	2,000,000.00	2,049,174.00	1.205%	113,710.62	2,162,884.62
01/20/17	02/28/21	US Treasury 1.125%	2,750,000.00	2,673,515.63	1.831%	203,567.42	2,877,083.05
02/17/17	02/28/21	US Treasury 1.125%	1,225,000.00	1,194,853.52	1.760%	85,690.25	1,280,543.77
05/09/17	03/31/21	US Treasury 1.25%	1,400,000.00	1,374,786.00	1.730%	93,349.25	1,468,135.25
08/19/16	04/30/21	US Treasury 1.375%	3,000,000.00	3,037,662.00	1.100%	156,145.74	3,193,807.74
12/16/16	05/31/21	US Treasury 2.000%	2,250,000.00	2,250,000.00	2.000%	200,521.98	2,450,521.98
10/28/16	06/30/21	US Treasury 1.125%	2,500,000.00	2,477,400.00	1.325%	154,053.80	2,631,453.80
12/16/16	06/30/21	US Treasury 1.125%	2,650,000.00	2,547,312.50	2.022%	238,058.93	2,785,371.43
02/06/20	07/15/21	US Treasury 2.625%	3,000,000.00	3,048,960.00	1.475%	64,405.38	3,113,365.38
01/20/17	07/31/21	US Treasury 1.125%	1,500,000.00	1,448,203.13	1.925%	145,113.79	1,593,316.92
02/20/18	08/31/21	US Treasury 1.125%	2,000,000.00	1,911,080.00	2.450%	168,167.24	2,079,247.24
12/02/16	09/30/21	US Treasury 2.125%	1,600,000.00	1,615,500.00	1.913%	148,615.38	1,764,115.38
03/10/17	09/30/21	US Treasury 1.125%	1,200,000.00	1,150,500.00	2.078%	111,028.85	1,261,528.85
05/19/17	09/30/21	US Treasury 1.125%	1,500,000.00	1,464,375.00	1.691%	109,303.28	1,573,678.28
02/14/18	09/30/21	US Treasury 2.125%	1,500,000.00	1,486,406.25	2.387%	129,096.84	1,615,503.09
11/17/16	10/31/21	US Treasury 2.00%	2,000,000.00	2,030,000.00	1.683%	168,121.55	2,198,121.55
11/18/16	10/31/21	US Treasury 2.00%	2,000,000.00	2,028,360.00	1.700%	169,651.15	2,198,011.15
11/22/16	11/15/21	US Treasury 2.00%	2,000,000.00	2,016,562.50	1.825%	182,664.02	2,199,226.52
01/06/17	12/31/21	US Treasury 2.125%	4,000,000.00	4,052,128.00	1.850%	371,463.16	4,423,591.16
02/03/17	12/31/21	US Treasury 2.125%	1,850,000.00	1,867,632.81	1.920%	175,237.36	2,042,870.17
11/27/19	12/31/21	US Treasury 2.125%	2,000,000.00	2,022,656.25	1.572%	66,270.38	2,088,926.63
01/20/17	01/31/22	US Treasury 1.50%	3,000,000.00	2,928,555.00	2.000%	297,790.11	3,226,345.11
04/23/19	02/28/22	US Treasury 1.875%	1,500,000.00	1,481,015.63	1.875%	99,232.33	1,580,247.96
03/02/17	03/31/22	US Treasury 1.750%	3,000,000.00	2,963,925.00	2.000%	302,757.69	3,266,682.69
11/20/19	04/15/22	US Treasury 2.25%	1,200,000.00	1,219,125.00	1.571%	45,719.26	1,264,844.26
05/15/17	05/15/22	US Treasury 1.750%	2,000,000.00	1,985,625.00	1.901%	189,375.00	2,175,000.00
08/25/17	07/31/22	US Treasury 1.875%	1,250,000.00	1,257,346.25	1.750%	108,249.03	1,365,595.28
08/31/17	08/31/22	US Treasury 1.875%	3,000,000.00	3,019,290.00	1.740%	261,960.00	3,281,250.00
11/20/19	10/15/22	US Treasury 1.375%	1,500,000.00	1,491,720.00	1.570%	68,126.31	1,559,846.31
02/27/20	10/15/22	US Treasury 1.375%	1,500,000.00	1,509,082.03	1.141%	45,185.39	1,554,267.42
11/28/17	11/15/22	US Treasury 1.625%	1,000,000.00	980,950.00	2.030%	99,716.44	1,080,666.44
07/30/19	02/28/23	US Treasury 2.625%	3,000,000.00	3,085,572.00	1.800%	275,650.83	3,361,222.83
		US Treasury	80,625,000.00	80,628,598.19	1.746%	6,047,734.39	86,676,332.58

Settlement	Maturity	Issuer	Par	Invested	Yield	Interest expected	Return
Corporate notes							
11/03/15	08/07/20	3M Company	3,500,000.00	3,554,215.00	1.660%	279,062.78	3,833,277.78
09/25/15	09/01/20	Johnson & Johnson	1,000,000.00	1,058,028.49	1.718%	87,504.84	1,145,533.33
09/24/15	09/15/20	Automatic Data Processing	4,000,000.00	4,029,600.00	2.090%	418,150.00	4,447,750.00
11/10/15	11/03/20	Microsoft	5,000,000.00	5,018,550.00	1.920%	479,505.56	5,498,055.56
06/10/16	11/03/20	Microsoft	1,500,000.00	1,539,450.00	1.370%	92,466.67	1,631,916.67
11/13/17	11/13/20	Apple Inc.	2,500,000.00	2,497,900.00	2.000%	152,100.00	2,650,000.00
01/07/19	12/15/20	Wal-Mart	1,500,000.00	1,481,805.00	2.545%	73,453.33	1,555,258.33
02/26/18	01/15/21	Wells Fargo Bank NA	2,000,000.00	1,982,700.00	2.914%	167,377.77	2,150,077.77
04/28/16	03/01/21	Exxon Mobil	2,000,000.00	2,042,900.00	1.750%	172,263.67	2,215,163.67
07/26/16	03/01/21	Exxon Mobil	1,000,000.00	1,034,050.00	1.440%	68,038.55	1,102,088.55
09/16/16	04/08/21	Toyota	3,000,000.00	3,031,680.00	1.659%	228,303.33	3,259,983.33
11/18/19	04/26/21	US Bank NA	1,000,000.00	1,019,220.00	1.710%	26,105.00	1,045,325.00
06/13/18	05/16/21	Chevron	3,250,000.00	3,175,770.00	2.920%	273,861.25	3,449,631.25
05/26/16	05/19/21	Alphabet Inc.	1,000,000.00	1,094,000.00	1.651%	86,545.14	1,180,545.14
04/17/17	05/19/21	Alphabet Inc.	2,000,000.00	2,136,700.00	1.883%	159,744.44	2,296,444.44
05/14/17	05/19/21	Alphabet Inc.	2,000,000.00	2,133,400.00	1.900%	159,620.83	2,293,020.83
02/06/20	07/23/21	Wells Fargo Bank NA	3,500,000.00	3,507,848.93	1.741%	110,314.37	3,618,163.30
09/13/16	08/08/21	Microsoft	6,000,000.00	5,995,740.00	1.565%	460,218.33	6,455,958.33
02/07/17	08/08/21	Microsoft	2,000,000.00	1,947,120.00	2.170%	192,466.11	2,139,586.11
02/22/18	08/08/21	Microsoft	1,500,000.00	1,441,912.50	2.730%	138,558.33	1,580,470.83
10/14/16	09/01/21	Coca Cola Company	3,600,000.00	3,581,496.00	1.660%	290,839.00	3,872,335.00
01/10/18	09/01/21	Coca Cola Company	1,500,000.00	1,549,740.00	2.344%	130,522.50	1,680,262.50
12/19/19	10/22/21	Wells Fargo Bank	4,000,000.00	4,122,000.00	1.851%	145,041.67	4,267,041.67
10/10/17	11/03/21	Procter & Gamble	2,000,000.00	1,982,100.00	1.930%	156,072.22	2,138,172.22
12/04/17	11/15/21	Colgate-Palmolive	2,250,000.00	2,271,141.00	2.200%	196,449.62	2,467,590.62
12/23/19	11/16/21	US Bank NA	3,000,000.00	3,091,620.00	1.730%	104,742.50	3,196,362.50
04/03/20	01/21/22	US Bank NA	2,000,000.00	2,016,916.00	1.300%	47,884.00	2,064,800.00
12/20/17	02/06/22	Microsoft	1,250,000.00	1,254,025.00	2.316%	119,808.33	1,373,833.33
11/29/19	02/09/22	Apple Inc.	2,000,000.00	2,017,980.00	1.730%	76,381.11	2,094,361.11
03/07/19	03/03/22	Johnson & Johnson	1,250,000.00	1,236,787.50	2.620%	97,275.00	1,334,062.50
02/24/20	03/03/22	Johnson & Johnson	2,000,000.00	2,029,760.00	1.470%	61,365.00	2,091,125.00
05/07/20	05/03/22	Colgate-Palmolive	3,500,000.00	3,629,465.00	0.420%	30,640.56	3,660,105.56
03/06/17	03/06/22	Exxon Mobil	2,000,000.00	2,003,380.00	2.360%	236,320.00	2,239,700.00
05/23/17	05/11/22	Apple Inc.	3,300,000.00	3,318,150.00	2.181%	358,820.00	3,676,970.00
12/06/17	05/15/22	Berkshire Hathaway	1,503,000.00	1,540,770.39	2.400%	162,504.36	1,703,274.75
01/08/18	05/15/22	Berkshire Hathaway	1,000,000.00	1,023,300.00	2.432%	107,283.33	1,130,583.33
10/09/18	05/15/22	Berkshire Hathaway	1,100,000.00	1,091,810.50	3.220%	126,989.50	1,218,800.00
02/19/19	05/17/22	Toyota	2,000,000.00	2,000,000.00	3.083%	200,044.66	2,200,044.66
01/06/20	05/27/22	Wells Fargo Bank NA	3,000,000.00	3,040,020.00	1.920%	167,839.75	3,207,859.75
08/09/18	06/01/22	Blackrock Inc.	1,000,000.00	1,011,600.00	3.050%	117,306.25	1,128,906.25
12/11/19	06/15/22	Cisco Systems Inc	500,000.00	515,230.00	1.755%	22,436.67	537,666.67
02/20/20	06/20/22	JP Morgan Chase Bank	3,000,000.00	3,000,000.00	1.775%	124,250.00	3,124,250.00
12/19/19	06/26/22	3M Company	2,000,000.00	2,010,920.00	1.777%	89,857.78	2,100,777.78
08/24/17	07/13/22	Toyota	1,500,000.00	1,547,160.00	2.119%	158,056.67	1,705,216.67
01/16/19	07/13/22	Toyota	1,500,000.00	1,483,770.00	3.129%	162,880.00	1,646,650.00
07/01/19	07/13/22	Toyota	2,500,000.00	2,551,875.00	2.090%	160,458.33	2,712,333.33
11/06/17	08/11/22	Procter & Gamble	1,800,000.00	1,799,161.20	2.160%	185,201.30	1,984,362.50
11/09/18	08/11/22	Procter & Gamble	1,900,000.00	1,826,627.70	3.250%	226,786.74	2,053,414.44
05/02/19	08/11/22	Procter & Gamble	2,000,000.00	1,986,800.00	2.150%	154,025.00	2,140,825.00
01/18/18	09/21/22	Novartis Capital Corp	1,500,000.00	1,489,500.00	2.560%	178,400.00	1,667,900.00
10/10/19	11/03/22	Microsoft	2,000,000.00	2,064,180.00	1.514%	98,206.11	2,162,386.11
01/04/18	11/15/22	Colgate-Palmolive	2,000,000.00	1,982,400.00	2.443%	236,475.00	2,218,875.00
09/17/18	11/15/22	Colgate-Palmolive	2,000,000.00	1,935,820.00	3.077%	251,430.00	2,187,250.00
11/18/19	11/18/22	JP Morgan Chase Bank	3,000,000.00	3,000,000.00	3.077%	189,000.00	3,189,000.00
12/06/17	11/29/22	Toyota	2,250,000.00	2,250,000.00	2.125%	238,132.81	2,488,132.81
01/14/19	12/15/22	Wal-Mart	2,720,000.00	2,653,088.00	3.020%	317,442.89	2,970,530.89
12/23/19	12/15/22	Wal-Mart	2,000,000.00	2,032,580.00	1.770%	107,375.56	2,139,955.56
01/24/18	01/26/23	Toyota	3,000,000.00	3,000,000.00	2.750%	412,500.00	3,412,500.00
08/29/19	02/01/23	Colgate-Palmolive	1,000,000.00	1,011,600.00	1.600%	55,133.33	1,066,733.33
09/12/19	02/11/23	Berkshire Hathaway	1,250,000.00	1,296,137.50	1.878%	81,883.33	1,378,020.83
07/31/19	02/23/23	Apple Inc.	3,500,000.00	3,592,680.00	2.039%	262,540.83	3,855,220.83
10/04/19	03/15/23	3M Company	1,762,000.00	1,798,080.47	1.620%	100,144.15	1,898,224.62
03/20/18	03/15/23	Berkshire Hathaway	1,000,000.00	983,890.00	3.101%	153,228.06	1,137,118.06
04/18/18	03/15/23	Berkshire Hathaway	1,750,000.00	1,719,130.00	3.140%	267,083.54	1,986,213.54

Settlement	Maturity	Issuer	Par	Invested	Yield	Interest expected	Return
04/25/18	03/15/23	Berkshire Hathaway	2,000,000.00	1,953,300.00	3.270%	315,588.89	2,268,888.89
05/07/18	04/11/23	Wal-Mart	1,000,000.00	974,100.00	3.121%	151,558.33	1,125,658.33
12/18/18	04/11/23	Wal-Mart	1,000,000.00	969,800.00	3.301%	141,054.17	1,110,854.17
05/16/19	04/28/23	Bank of New York Mellon	2,000,000.00	2,061,800.00	2.670%	214,700.00	2,276,500.00
06/23/20	04/28/23	Bank of New York Mellon	2,000,000.00	2,168,480.00	0.510%	30,436.67	2,198,916.67
05/02/18	05/01/23	Colgate-Palmolive	4,666,000.00	4,443,179.84	3.140%	712,477.98	5,155,657.82
05/09/18	05/03/23	Apple Inc.	4,000,000.00	3,862,600.00	3.150%	615,800.00	4,478,400.00
08/06/16	06/26/23	Wal-Mart	1,750,000.00	1,763,895.00	3.220%	276,993.89	2,040,888.89
07/25/18	06/26/23	Wal-Mart	1,500,000.00	1,512,000.00	3.220%	238,891.66	1,750,891.66
02/19/19	06/26/23	Wal-Mart	1,000,000.00	1,025,140.00	2.770%	122,665.56	1,147,805.56
07/24/18	07/24/23	US Bank NA	1,250,000.00	1,251,625.00	3.371%	210,756.94	1,462,381.94
01/24/19	07/24/23	US Bank NA	1,000,000.00	1,010,000.00	3.156%	143,000.00	1,153,000.00
02/28/19	07/24/23	US Bank NA	1,800,000.00	1,835,100.00	2.916%	234,520.00	2,069,620.00
12/11/18	07/24/23	US Bank NA	2,500,000.00	2,489,250.00	3.400%	32,347.22	2,521,597.22
02/28/19	08/14/23	Wells Fargo Bank NA	2,000,000.00	2,040,700.00	3.050%	276,038.89	2,316,738.89
10/01/18	08/14/23	Wells Fargo Bank NA	1,500,000.00	1,500,000.00	3.550%	259,297.92	1,759,297.92
05/14/20	09/01/23	Public Service Electric	2,500,000.00	2,700,575.00	0.720%	67,324.31	2,767,899.31
12/23/19	11/20/23	State Street Corporation	2,000,000.00	2,130,440.00	1.958%	158,776.67	2,289,216.67
01/28/19	12/05/23	Johnson & Johnson	1,500,000.00	1,541,250.00	2.765%	204,421.87	1,745,671.87
03/07/19	01/08/24	Toyota	1,000,000.00	1,017,865.00	2.950%	144,144.72	1,162,009.72
01/16/20	01/15/24	Wal-Mart	2,000,000.00	2,067,790.00	1.900%	192,646.11	2,260,436.11
05/16/19	01/23/24	Citibank	1,000,000.00	1,034,870.00	2.836%	136,173.06	1,171,043.06
02/13/20	01/23/24	Citibank	2,500,000.00	2,674,670.00	1.770%	185,260.56	2,859,930.56
02/13/20	01/23/24	Citibank	2,000,000.00	2,142,600.00	1.733%	145,344.44	2,287,944.44
02/20/20	01/23/24	Citibank	1,500,000.00	1,603,710.00	1.780%	111,183.75	1,714,893.75
10/11/19	02/01/24	JP Morgan Chase Bank	1,765,000.00	1,900,834.40	2.000%	158,638.70	2,059,473.10
10/08/19	03/07/24	Microsoft	1,500,000.00	1,581,000.00	1.604%	107,379.17	1,688,379.17
08/29/19	03/18/24	Blackrock Inc.	2,000,000.00	2,162,500.00	1.640%	156,194.44	2,318,694.44
10/28/19	03/18/24	Blackrock Inc.	1,000,000.00	1,071,360.00	1.801%	82,251.11	1,153,611.11
11/14/19	03/18/24	Blackrock Inc.	1,000,000.00	1,065,420.00	1.923%	86,635.56	1,152,055.56
05/14/20	03/18/24	Blackrock Inc.	3,000,000.00	3,300,600.00	0.845%	103,066.67	3,403,666.67
04/24/20	04/22/24	Wal-Mart	2,500,000.00	2,737,467.50	0.875%	92,074.17	2,829,541.67
04/24/20	04/22/24	Wal-Mart	2,000,000.00	2,191,860.00	0.700%	71,773.33	2,263,633.33
07/31/19	05/13/24	JP Morgan Chase Bank	2,000,000.00	2,119,320.00	2.300%	227,471.67	2,346,791.67
10/17/19	08/22/24	Amazon.com Inc.	2,500,000.00	2,604,850.00	1.860%	234,455.56	2,839,305.56
08/22/19	08/22/24	Amazon.com Inc.	2,000,000.00	2,087,280.00	2.800%	192,097.78	2,279,377.78
02/18/20	10/24/24	Bank of NY Mellon	3,055,000.00	3,093,737.40	1.816%	261,721.85	3,355,459.25
12/23/19	12/23/24	JP Morgan Chase Bank	3,500,000.00	3,500,000.00	2.200%	390,775.03	3,890,775.03
01/15/20	01/15/25	Johnson & Johnson	1,820,000.00	1,882,380.50	1.586%	176,494.50	2,058,875.00
04/08/20	01/15/25	Johnson & Johnson	3,000,000.00	3,231,960.00	0.906%	143,633.75	3,375,593.75
04/13/20	02/14/25	Novartis Capital Corp	3,310,000.00	3,379,576.20	1.300%	210,555.54	3,590,131.74
06/03/20	03/15/25	CME Group Inc	2,771,000.00	3,050,981.84	0.730%	117,656.66	3,168,638.50
06/09/20	03/25/25	Procter & Gamble	1,000,000.00	1,082,240.00	0.703%	35,223.89	1,117,463.89
05/13/20	04/01/25	Florida Power & Light	3,667,000.00	3,980,565.17	1.020%	195,628.34	4,176,193.51
Corporate notes			230,289,000.00	234,863,954.03	2.058%	19,357,849.09	254,221,803.12

Settlement	Maturity	Issuer	Par	Invested	Yield	Interest expected	Return
Certificate of deposit							
07/31/15	07/31/20	Institution For Savings	249,000.00	249,000.00	2.050%	25,522.50	274,522.50
08/02/17	08/03/20	Wex Bank	247,000.00	247,000.00	1.850%	13,721.19	260,721.19
08/11/15	08/25/20	Investor Bank	247,000.00	247,000.00	2.000%	24,700.00	271,700.00
09/10/15	09/10/20	Merrick Bank	249,000.00	248,377.50	1.910%	23,655.00	272,032.50
09/22/15	09/16/20	Barclays Bank	248,000.00	248,000.00	2.200%	27,190.31	275,190.31
10/19/15	10/13/20	Comenity Cap Bank	249,000.00	249,000.00	2.000%	24,818.14	273,818.14
12/14/17	12/14/20	Ally Bank	247,000.00	247,000.00	2.100%	15,561.00	262,561.00
01/15/16	01/15/21	Investors Cmnty Bank	249,000.00	249,000.00	1.850%	23,032.50	272,032.50
05/09/18	05/10/21	Connectone Bank	249,000.00	249,000.00	2.850%	21,309.21	270,309.21
06/10/16	06/07/21	Ubs Bank Usa	249,000.00	249,000.00	1.650%	20,508.73	269,508.73
06/21/18	06/21/21	Mercantile Bank	246,000.00	246,000.00	3.000%	22,140.00	268,140.00
06/22/17	06/22/21	Lakeside Bank	249,000.00	249,000.00	1.900%	18,924.00	267,924.00
06/23/16	06/23/21	East Boston Saving	248,000.00	248,000.00	1.500%	18,600.00	266,600.00
06/24/16	06/24/21	First Business Bk	248,000.00	248,000.00	1.500%	18,600.00	266,600.00
06/30/16	06/30/21	First Technology Federal	248,000.00	248,000.00	1.750%	21,700.00	269,700.00
09/21/17	09/21/21	Pinacle Bank Trn	249,000.00	249,000.00	2.000%	19,920.00	268,920.00
01/12/18	01/12/22	LCA Bank Corporation	246,000.00	246,000.00	2.300%	22,632.00	268,632.00
01/18/17	01/18/22	Mb Financial Bank	249,000.00	249,000.00	2.050%	25,522.50	274,522.50
01/20/17	01/20/22	First Natl Bank	249,000.00	249,000.00	2.050%	25,522.50	274,522.50
01/24/19	01/24/22	Dollar Bank	246,000.00	246,000.00	2.850%	21,033.00	267,033.00
02/12/20	02/14/22	Sallie Mae Bank	247,000.00	247,000.00	1.700%	8,432.52	255,432.52
06/07/17	06/07/22	Mechantile Bank Of	247,000.00	247,000.00	2.100%	25,935.00	272,935.00
07/31/17	07/29/22	KS State Bank	245,000.00	245,000.00	2.100%	25,710.71	270,710.71
08/16/17	08/16/22	Everbank	247,000.00	247,000.00	2.200%	27,170.00	274,170.00
08/30/17	08/30/22	Willamette Valley Bank	249,000.00	249,000.00	2.100%	26,145.00	275,145.00
09/29/17	09/29/22	Allegiane Bank Texs	249,000.00	249,000.00	2.150%	26,767.50	275,767.50
09/14/17	09/14/22	First Bank Of	247,000.00	247,000.00	2.150%	26,552.50	273,552.50
10/18/17	10/18/22	Beneficial Bank	247,000.00	247,000.00	2.150%	26,552.50	273,552.50
10/23/19	10/11/22	Goldman Sachs Bank USA	247,000.00	247,000.00	1.900%	13,898.99	260,898.99
12/22/17	12/22/22	Industrial & Coml Bak China	249,000.00	249,000.00	2.500%	31,125.00	280,125.00
01/11/19	01/11/23	Sterling Bank	246,000.00	246,000.00	3.100%	30,504.00	276,504.00
01/29/18	01/30/23	Suntrust Bank	246,000.00	245,508.00	2.792%	34,547.50	280,055.50
02/07/20	02/07/23	BMW Bank	247,000.00	247,000.00	1.650%	12,237.67	259,237.67
02/21/20	02/21/23	Wells Fargo Bank	249,000.00	249,000.00	1.750%	13,084.44	262,084.44
04/24/18	04/24/23	Citibank	246,000.00	246,000.00	3.000%	36,900.00	282,900.00
05/08/19	05/08/23	Bank3	249,000.00	249,000.00	2.336%	24,900.00	273,900.00
05/16/18	05/16/23	Belmont Savings Bank	245,000.00	245,000.00	3.050%	37,362.50	282,362.50
06/20/18	06/20/23	RBC Bank	249,000.00	249,000.00	3.150%	39,217.50	288,217.50
07/31/18	07/31/23	Bank Of New England	249,000.00	249,000.00	3.250%	40,462.50	289,462.50
07/31/18	07/31/23	Medallion Bank Utah	249,000.00	249,000.00	3.150%	40,462.50	289,462.50
02/13/19	08/14/23	First Missouri State Bank	246,000.00	246,000.00	2.850%	31,549.50	277,549.50
09/26/18	09/26/23	Bank Midwest	245,000.00	245,000.00	3.150%	38,587.50	283,587.50
09/28/18	09/28/23	Bank Of Baroda	245,000.00	245,000.00	3.300%	40,425.00	285,425.00
11/15/18	10/30/23	National Cooperative Bank	245,000.00	245,000.00	3.450%	41,891.98	286,891.98
11/14/18	11/14/23	Bank Hapoalim Bm	245,000.00	245,000.00	3.500%	42,875.00	287,875.00
11/15/18	11/15/23	Morgan Stanley Pvt Bank	245,000.00	245,000.00	3.550%	43,487.50	288,487.50
11/19/18	11/29/23	State Bank Of India	245,000.00	245,000.00	3.600%	44,100.00	289,100.00
05/16/19	05/16/24	Enterprise Bank	246,000.00	246,000.00	2.600%	31,980.00	277,980.00
05/24/19	05/24/24	Eagle Bank	249,000.00	249,000.00	2.500%	31,125.00	280,125.00
06/28/19	06/28/24	First State Bank Dequeen	249,000.00	249,000.00	2.300%	28,635.00	277,635.00
07/31/19	07/31/24	Capital One	247,000.00	247,000.00	2.250%	27,787.50	274,787.50
08/13/19	08/13/24	HSBC Bank	246,000.00	246,000.00	2.300%	28,290.00	274,290.00
08/30/19	08/30/24	Washington Federal	249,000.00	249,000.00	2.000%	24,900.00	273,900.00
09/13/19	09/13/24	Enerbank Usa	249,000.00	249,000.00	1.750%	21,787.50	270,787.50
09/18/19	09/30/24	Celtic Bank	249,000.00	249,000.00	1.700%	20,956.25	269,956.25
11/26/19	11/26/24	Raymond James Bank NA	247,000.00	247,000.00	1.850%	22,872.54	269,872.54

Settlement	Maturity	Issuer	Par	Invested	Yield	Interest expected	Return
01/09/20	01/09/25	Morgan Stanley Bank NA	247,000.00	247,000.00	1.900%	23,490.72	270,490.72
02/27/20	02/27/25	Bell Bank Corp	249,000.00	249,000.00	1.600%	19,941.88	268,941.88
02/28/20	02/28/25	Congressional Bank	249,000.00	248,377.50	1.750%	22,433.88	270,811.38
03/13/20	03/13/25	Choice Financial Group	248,000.00	248,000.00	1.100%	13,647.47	261,647.47
03/13/20	03/13/25	American Eagle bank	249,000.00	249,000.00	1.100%	13,702.54	262,702.54
03/18/20	03/18/25	Poppy Bank	249,000.00	249,000.00	1.100%	13,702.54	262,702.54
03/19/20	03/19/25	Somerset Trust	249,000.00	249,000.00	1.000%	12,456.88	261,456.88
03/20/20	03/20/25	Iberia Bank	248,000.00	248,000.00	1.000%	12,406.79	260,406.79
03/27/20	03/27/25	Baycoast Bank	248,000.00	248,000.00	0.950%	11,786.45	259,786.45
03/27/20	03/27/25	American Commerce Bank	249,000.00	249,000.00	0.950%	11,834.03	260,834.03
04/08/20	04/08/25	Capital One	248,000.00	248,000.00	1.600%	19,850.88	267,850.88
05/15/20	05/15/25	Flagstar Bank	248,000.00	248,000.00	0.850%	10,545.77	258,545.77
05/15/20	05/15/25	Encore Bank	249,000.00	249,000.00	0.800%	9,965.41	258,965.41
05/26/20	05/27/25	Haddon Savings Bank	248,000.00	248,000.00	0.750%	9,310.19	257,310.19
05/29/20	05/29/25	Home Loan Inv Bank	249,000.00	249,000.00	0.800%	9,965.41	258,965.41
05/29/20	05/29/25	Pacific Western Bank	249,000.00	249,000.00	0.700%	8,719.77	257,719.77
05/29/20	05/29/25	Malaga Bank	249,000.00	249,000.00	0.700%	8,719.87	257,719.87
06/10/20	06/10/25	Stockman Bank	249,000.00	249,000.00	0.600%	7,474.10	256,474.10
Certificate of deposit			18,331,000.00	18,329,263.00	2.045%	1,743,785.76	20,073,048.76
Mortgage backed securities (agency)							
12/26/19	12/01/22	FNMA AM1721	1,900,640.26	1,913,707.15	2.001%	68,146.46	1,981,853.61
02/04/20	11/01/22	FNMA AM0982	2,000,000.00	2,036,562.50	1.704%	27,844.88	2,064,407.38
04/15/20	11/25/24	FHMS KHG1 A1	3,000,000.00	3,215,625.00	0.999%	1,505.28	3,217,130.28
Mortgage backed securities (agency)			6,900,640.26	7,165,894.65	1.467%	97,496.62	7,263,391.27
Cash or cash equivalents							
		Wells Fargo Bank - General	3,193,463.00	3,193,463.00	0.100%	262.48	3,193,725.48
		Sweep account	755,812.02	755,812.02	0.060%	37.27	755,849.29
		Wells Fargo Bank - Custody	3,064,498.71	3,064,498.71	0.010%	25.54	3,064,524.25
		CAMP	1,004,414.52	1,004,414.52	0.480%	396.26	1,004,810.78
		LAIF City	71,206,246.51	71,206,246.51	1.150%	68,239.32	71,274,485.83
		LAIF CMWD	71,076,058.80	71,076,058.80	1.150%	68,114.56	71,144,173.36
		LAIF CPFA	42,039,738.87	42,039,738.87	1.150%	40,288.08	42,080,026.95
		LAIF CPIC	-	-	1.150%	-	-
Cash or cash equivalents			192,340,232.43	192,340,232.43	1.107%	177,363.51	192,517,595.94
Grand total			807,311,872.69	814,122,939.64	1.694%	49,706,845.75	863,807,280.39

City of Carlsbad investment portfolio

Fund equity in pooled investments

As of June 30, 2020

Cash balance by fund:

General		135,632,969
Special revenue		37,734,258
Capital projects:		
General capital construction	42,896,378	
Traffic impact fees	24,805,433	
Public facilities fees	28,924,538	
Park development	12,625,750	
Transnet taxes	8,166,191	
Drainage fees	5,588,098	
Special districts	111,342,316	
Infrastructure replacement	121,710,015	
Gas tax	15,932,086	
Capital project subtotal		371,990,805
Enterprise:		
Carlsbad Municipal Water District	134,689,496	
Sewer fund	48,258,937	
Solid waste	6,301,937	
Storm water	7,962,574	
Golf course	720,923	
Enterprise subtotal		197,933,867
Internal service		52,882,155
Trust and agency		22,583,641
Total general ledger balance **		818,757,695
Reconciling adjustments (1)		(5,908,978)
Total treasurer's investment portfolio at amortized cost		812,848,717

**Figures based on best estimate at the time report run on 7/7/2020.

(1) The reconciling adjustments consist of differences between the general ledger which is prepared on an accrual basis and the treasurer's report which is prepared on the cash basis. Accrued interest, amortized premium or discounts and outstanding checks and deposits in transit are not included in the treasurer's summary. Differences between the time journal entries are posted and the time this report is produced may also be a component of the adjustment.

City of Carlsbad investment portfolio
Corporate note and mortgage backed security ratings
As of June 30, 2020

Corporate notes	Moody's	S&P	Fitch	Outlook
3M Company	A1	A+		Negative/negative
Alphabet Inc.	Aa2	AA+		Stable
Amazon.com Inc.	A2	AA-	A+	Positive/stable/positive
Apple Inc.	Aa1	AA+		Stable
Automatic Data Processing	Aa3	AA		Negative/stable
Bank of New York Mellon	A1	A	AA-	Stable
Berkshire Hathaway	Aa2	AA	AA-	Stable
Blackrock Inc.	Aa3	AA-		Stable
Chevron	Aa2	AA		Stable/negative
Cisco Systems Inc.	A1	AA-		Stable
Citibank	A3	BBB+	A	Stable/stable/negative
CME Group	Aa3	AA-	AA-	Stable
Coca Cola Company	A1	A+	A	Stable/negative/stable
Colgate-Palmolive	Aa3	AA-		Stable
Exxon Mobil	Aa1	AA		Negative
Florida Power & Light	Aa2	A+	AA-	Stable
Johnson & Johnson	Aaa	AAA		Negative/stable
JP Morgan Chase Bank	A2	A-	AA-	Stable/stable/negative
Merck & Co	A1	AA-	A+	Stable/negative/stable
Microsoft	Aaa	AAA	AA+	Stable
New York Life	Aaa	AA+	AAA	Negative/stable/stable
Novartis Capital Corp	A1	AA-	AA-	Stable
Procter & Gamble	Aa3	AA-		Stable
Public Service Electric	Aa3	A		Stable
State Street Corporation	A1	A	AA-	Stable
Toyota	A1	A+	A+	Negative
US Bank NA	A1	A+	AA-	Stable/stable/negative
Wal-Mart	Aa2	AA	AA	Stable
Wells Fargo Bank NA	A2	A-	A+	Stable/negative/negative
Mortgage backed securities	Moody's	S&P	Fitch	Outlook
FHLMC (KHG1 A1)	Aaa	AAA		Stable
FNMA (AM0982)	Aaa	AAA		Stable
FNMA (AM1721)	Aaa	AAA		Stable

Ratings of corporate notes must be AA or better by one and A or better another of the three: Moody's, S&P, or Fitch.
Ratings of mortgage backed securities must be AA or better by one of the three: Moody's, S&P, or Fitch.

Investments with subsequent changes in credit rating *

Corporate notes	Moody's	S&P	Fitch	Maturity date	Purchased	Book value
3M Company	A1	A+		03/07/24	12/19/19	\$ 8,867,750
Citibank	A3	BBB+	A	01/23/24	02/20/20	\$ 7,407,030
Coca Cola Company	A1	A+	A	09/01/21	01/10/18	\$ 5,111,512
Toyota	A1	A+	A+	01/08/24	07/01/19	\$ 16,813,293
Wells Fargo Bank NA	A2	A-	A+	02/06/20	08/14/23	\$ 16,149,474

* All investments were in compliance with the city's investment policy when initially purchased.

The city's investment policy allows the city treasurer to determine the course of action that would correct exceptions to the policy. All current exceptions are paying interest at the required times. The principal of all investments are considered secure. It is the intent of the city treasurer to hold these assets in the portfolio until maturity, unless events indicate they should be sold.

City of Carlsbad investment portfolio
 Portfolio allocation at amortized cost by issuer
 As of June 30, 2020

EXHIBIT 9

Corporate notes	Amortized cost	Portfolio allocation*
3M Company	\$ 8,867,750	1.09%
Alphabet Inc.	5,075,359	0.62%
Amazon.com Inc.	4,662,046	0.57%
Apple Inc.	15,310,249	1.88%
Automatic Data Processing	4,001,223	0.49%
Bank of New York Mellon	7,302,372	0.90%
Berkshire Hathaway	9,608,370	1.18%
Blackrock Inc.	8,545,081	1.05%
Chevron	3,227,794	0.40%
Cisco Systems Inc.	511,861	0.06%
Citibank	7,407,030	0.91%
CME Group	3,046,429	0.37%
Coca Cola Company	5,111,512	0.63%
Colgate-Palmolive	15,380,299	1.89%
Exxon Mobil	5,011,981	0.62%
Florida Power & Light	3,972,004	0.49%
Johnson & Johnson	10,895,656	1.34%
JP Morgan Chase Bank	13,474,503	1.66%
Microsoft	19,272,436	2.37%
Novartis Capital Corp	4,871,456	0.60%
Procter & Gamble	8,725,169	1.07%
Public Service Electric	2,692,633	0.33%
State Street Corporation	2,113,011	0.26%
Toyota	16,813,293	2.07%
US Bank NA	12,667,051	1.56%
Wal-Mart	19,420,604	2.39%
Wells Fargo Bank NA	16,149,474	1.99%
Mortgage backed securities (agency)	Amortized cost	Portfolio allocation*
FHLMC	3,215,625	0.40%
FNMA	3,950,270	0.49%
Federal agencies	Amortized cost	Portfolio allocation**
Federal Agricultural Mortgage Corp.	12,183,409	1.50%
Federal Farm Credit Bank	77,246,449	9.50%
Federal Home Loan Bank	60,550,796	7.45%
Federal Home Loan Mortgage Corp.	56,385,259	6.94%
Federal National Mortgage Assoc.	25,524,426	3.14%
Private Export Funding Corp.	2,552,695	0.31%
RFCO STRIPS	2,985,476	0.37%
Tennessee Valley Authority	3,045,239	0.37%
Other	Amortized cost	Portfolio allocation
Supranational	39,743,080	4.89%
US Treasury	80,658,974	9.92%
Certificate of deposits	18,330,141	2.26%
Cash	192,340,232	23.66%
Total portfolio amortized cost	\$ 812,848,717	

Aug. 18, 2020 more than 5% may be invested with a single issuer.

Item #1

Page 19 of 21

**There are no percentage limits on federal agency issuers.

City of Carlsbad
Investments of bond proceeds held separately
June 30, 2020

GL Acct #	Name and fund type	Investments	Stated int. rate	Maturity date	Par value	Cost	Source
Assessment District 03-01 (College/Cannon)							
40770001132	Project fund	Invesco Gov. & Agency - Institutional Money Market	N/A	N/A	\$ 980,040	\$ 980,040	BNY Mellon Invesco
Assessment District 96-01 (Rancho Carrillo)							
40900001133	Reserve fund	Repub Natl Bank Repo Agreement: HSBC (GIC)	6.03%	09/02/28	\$ 942,770	\$ 942,770	BNY Mellon HSBC Bank of New York
Reassessment District 2012-1 (College/Cannon & Poinsettia Lane)							
42000001132	Reserve fund	Invesco Gov. & Agency - Institutional Money Market	various	N/A	\$ 2,285,388	\$ 2,285,388	BNY Mellon
42000001132	Other	Invesco Gov. & Agency - Institutional Money Market	various	N/A	\$ 428	\$ 428	BNY Mellon
Communities Facilities District #3 Improvement Area 1, 2016 Bonds							
43413501133	Reserve fund	Invesco Gov. & Agency - Institutional Money Market	various	09/01/36	\$ 573,281	\$ 573,281	BNY Mellon
43413501133	Other	Invesco Gov. & Agency - Institutional Money Market	various	09/01/36	\$ 11	\$ 11	BNY Mellon
Communities Facilities District #3 Improvement Area 2, 2016 Bonds							
43413601133	Reserve fund	Invesco Gov. & Agency - Institutional Money Market	various	09/01/38	\$ 836,192	\$ 836,192	BNY Mellon
43413601133	Other	Invesco Gov. & Agency - Institutional Money Market	various	09/01/38	\$ 378	\$ 378	BNY Mellon
						\$ 5,618,490	\$ 5,618,490

City of Carlsbad
 Summary of outstanding housing loans
 As of June 30, 2020

Aug 22 2020

Borrower	Development	Purpose	Status	First date issued	# of loans issued	Loans issued by city to		# of loans outstanding	City loan repaid to city	Developer loan repaid to city	Loan amount due to city (recorded as AR)	Developer loan amount due to city (not on city's books)	Total
						homeowners/ developers/	homeowners/ developers/						
Individual homebuyers	Solamar	Sale	Outstanding	09/26/88	9	147,726	-	1	(135,065)	-	12,661	-	12,661
Catholic Charities	Homeless shelter	Shelter	Outstanding	09/19/97	1	200,000	-	1	-	-	200,000	-	200,000
Individual homebuyers	Rancho Carlsbad	Sale	Outstanding	05/20/99	22	752,533	-	4	(616,633)	-	135,900	-	135,900
Individual homebuyers	Cherry Tree Walk	Sale	Outstanding	06/28/99	42	453,600	452,600	11	(334,800)	(283,250)	118,800	169,350	118,800
Individual homebuyers	Calavera Hills	Sale	Outstanding	10/15/99	5	75,000	150,000	1	(60,000)	(120,000)	15,000	30,000	15,000
Individual homebuyers	Vista Las Flores	Rentals	Outstanding	02/27/01	1	363,948	-	1	-	-	363,948	-	363,948
Individual homebuyers	Serrano	Sale	Outstanding	05/25/01	90	1,350,000	4,050,000	21	(1,050,135)	(2,790,000)	299,865	1,250,000	299,865
CIC Calavera LP	Mariposa Apts	Rentals	Outstanding	09/15/04	1	1,060,000	-	1	-	-	1,060,000	-	1,060,000
Individual homebuyers	Mulberry at Bressi Ranch	Sale	Outstanding	04/29/05	100	1,840,000	19,660,200	100	-	-	1,840,000	19,660,200	1,840,000
Individual homebuyers	Village by the Sea	Sale	Outstanding	10/28/05	11	220,000	4,087,200	11	-	-	220,000	4,087,200	220,000
Individual homebuyers	Laguna Point	Sale	Outstanding	07/06/06	3	210,000	-	2	(70,000)	-	140,000	-	140,000
Individual homebuyers	The Bluffs	Sale	Outstanding	06/14/07	10	200,000	-	10	-	-	200,000	-	200,000
Individual homebuyers	Roosevelt Gardens	Sale	Outstanding	08/30/07	11	1,583,423	-	11	-	-	1,583,423	-	1,583,423
CIC La Costa	Hunter's Point	Rentals	Outstanding	08/19/08	1	1,932,000	-	1	-	-	1,932,000	-	1,932,000
Down Payment & Closing Cost Assist	Various	Assistance	Outstanding	06/25/09	22	255,518	-	20	(31,900)	-	223,618	-	223,618
CIC Glen Ridge, LP	Glen Ridge	Rentals	Outstanding	10/05/09	1	1,014,000	-	1	-	-	1,014,000	-	1,014,000
Catholic Charities	Homeless shelter	Shelter	Outstanding	03/01/10	3	507,585	-	3	-	-	507,585	-	507,585
Individual homeowners	N/A	Minor Home Repair	Outstanding	05/20/10	12	35,559	-	7	(4,083)	-	31,476	-	31,476
North County Solutions for Change	Property Acquisition	Rentals	Outstanding	06/28/12	1	780,000	-	1	-	-	780,000	-	780,000
Hospice of North Coast	N/A	Property Acquisition	Outstanding	02/27/13	1	1,065,000	-	1	-	-	1,065,000	-	1,065,000
Harding Street Neighbors, LP	Carroll-Harding Duplex	Property Acquisition	Outstanding	03/14/13	1	7,408,000	-	1	-	-	7,408,000	-	7,408,000
Tracy Templeton	Laguna Point	Sale	Outstanding	04/17/13	1	108,150	-	1	-	-	108,150	-	108,150
Thomas & Judy Kim	Rose Bay	Sale	Outstanding	08/23/13	1	229,775	-	1	-	-	229,775	-	229,775
Solutions for Change	N/A	Property Acquisition	Outstanding	12/19/14	1	2,646,000	-	1	-	-	2,646,000	-	2,646,000
Chelsea Inv Corp/Quarry Creek CIC LLP	Quarry Creek	Rentals	Outstanding	08/31/16	1	1,280,000	-	1	(285,908)	-	994,092	-	994,092
Bridge Housing Corp	Villa Loma	Rentals	Paid-Off	11/04/94	352	25,717,817	28,400,000	214	(2,588,524)	(3,193,250)	23,129,293	25,206,750	23,129,293
CB Laurel Tree Apartments	Laurel Tree	Rentals	Paid-Off	12/24/98	2	1,134,000	-	0	(2,212,000)	-	(0)	-	(0)
Individual homebuyers	City-wide (CHAP)	Sale	Paid-Off	06/28/99	133	1,680,000	-	0	(1,680,000)	(0)	0	-	0
Poinsettia Housing Assoc	Poinsettia Station	Rentals	Paid-Off	10/21/99	1	920,000	-	0	(920,001)	-	0	-	0
USA Properties c/o CFHP	Rancho Carrillo	Rentals	Paid-Off	03/05/01	1	1,157,584	-	0	(1,157,584)	-	(0)	-	(0)
Dove Family Housing	La Costa Paloma	Rentals	Paid-Off	07/15/03	1	2,070,000	-	0	(2,070,000)	-	0	-	0
El Camino Family Housing	Cassia Heights	Rentals	Paid-Off	03/07/06	1	1,454,276	-	0	(1,454,276)	-	0	-	0
Allowances	Other				141	10,627,860	-	0	(10,627,861)	-	0	-	0
						(1,798,379)				(1,798,379)			(1,798,379)
					493.00	34,547,298.41	28,400,000.00	214.00	(13,216,385.17)	(3,193,250.00)	21,330,914.22	25,206,750.00	21,330,914.22



CITY COUNCIL
Staff Report

Meeting Date Aug. 18, 2020

To: Mayor and City Council

From: Scott Chadwick, City Manager

Staff Contact: Maria Callander, Information Technology Director
Maria.Callander@carlsbadca.gov, 760-685-0320

Subject Extension of License Agreement with Cox Communications California, LLC to Allow the Continued Use of the Public Right-of-Way Within the City to Provide Services to the Palomar Airport Industrial Area

Recommended Action

Adopt a resolution authorizing the city manager or his designee to approve a five-year extension of a license agreement between the City of Carlsbad and Cox Communications California, LLC.

Executive Summary/Discussion

The city and Cox Communications California, LLC entered into a non-exclusive license agreement in September 2005 allowing the company to construct fiber-based communication lines and equipment in the city's public right-of-way to provide services to the Palomar Airport industrial area.

The city is responsible for the management of the public right-of-way and performs a wide range of vital tasks necessary to preserve the physical integrity of public streets and ways, to control the orderly flow of vehicles, to promote safe movement of pedestrians and to manage a number of gas, water, sewer, electric, cable television, telephone and telecommunication facilities that are located in, under and over the streets and public right-of-way.

The agreement was established to increase the community's fiber infrastructure in the commercial and industrial-zoned properties in the Palomar Airport industrial area. Many companies in this area are using the fiber cable that Cox provides.

The initial term of this agreement was for five years, with the option to extend upon request for as many as three additional five-year terms. The license was extended in 2010 and 2016 (ratifying the extension back to 2015).

Cox submitted a request to extend the agreement for the last additional five-year period on July 19, 2019. This extension would allow it to continue to construct the telecommunications infrastructure in the area. The company has fully complied with all terms and conditions of the current agreement, which has been beneficial for the city by providing services that contribute to the city's economic development efforts.

There have been no changes to the services Cox provides under this agreement. If approved, this would be the final extension of the initial 2005 agreement. The City of Carlsbad and Cox will most likely initiate negotiations for a new agreement when the requested extension is due to end.

Staff is recommending City Council authorize the city manager or his designee to extend the agreement for the final additional five-year term.

Fiscal Analysis

There is no fiscal impact to the City of Carlsbad associated with this agreement extension.

Next Steps

Given council approval, the License Agreement between the City of Carlsbad and Cox Communications California, LLC will be extended to allow the company to continue to construct fiber-based communication lines and equipment in the city's public right-of-way to provide services to the Palomar Airport industrial area.

Environmental Evaluation (CEQA)

The proposed action is exempt from the California Environmental Quality Act under CEQA Guidelines Section 15301 – Existing Facilities. Section 15301 exempts the leasing of property involving negligible or no expansion of use beyond that existing at the time of the agency's determination.

Exhibits

1. Resolution
2. Agreement Dated Sept. 12, 2005 and previous extension
3. Cox Communications California, LLC Request Letter

RESOLUTION NO.

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF CARLSBAD, CALIFORNIA, AUTHORIZING THE CITY MANAGER OR HIS DESIGNEE TO EXTEND THE LICENSE AGREEMENT BETWEEN THE CITY OF CARLSBAD AND COX COMMUNICATIONS CALIFORNIA, LLC.

WHEREAS, the city is responsible for the management of the public right-of-way and performs a wide range of vital tasks necessary to preserve the physical integrity of public streets and ways to control the orderly flow of vehicles, to promote safe movement of pedestrians, and to manage a number of gas, water, sewer, electric, cable television, telephone and telecommunications facilities that are located in, under and over the streets and public rights-of-way; and

WHEREAS, Cox Communications California, LLC (“Cox, LLC”) entered into a Non-Exclusive License Agreement (“Agreement”) to construct fiber based facilities in the public right-of-way in the Palomar Airport industrial area on Sept. 12, 2005; and

WHEREAS, pursuant to the terms of the original Agreement, Cox, LLC was granted a five-year extension on Oct. 21, 2010, extending the Agreement through Sept. 12, 2015; and

WHEREAS, pursuant to the terms of the original Agreement, Cox, LLC was granted a second five-year extension on Jan. 16, 2016, ratifying the extension the Agreement through Sept. 12, 2020; and

WHEREAS, pursuant to the terms of the original Agreement, as it may have been amended from time to time, Cox, LLC on July 19, 2019 requested a third and last extension of the Agreement through Sept. 12, 2025; and

WHEREAS, Cox, LLC has fully complied with all terms and conditions of the Agreement; and

WHEREAS, the Agreement has been beneficial for all parties involved and aided in the city's development efforts.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Carlsbad, California, as follows that:

1. That the above recitations are true and correct.
2. That the City Manager, or a designee, is authorized to execute the extension to the Agreement attached as Attachment A.

PASSED, APPROVED AND ADOPTED at a Regular Meeting of the City Council of the City of Carlsbad, California, on the ____ day of ____ 2020, by the following vote, to wit:

AYES:

NAYS:

ABSENT:

MATT HALL, MAYOR

ATTEST:

BARBARA ENGLESON, CITY CLERK
(SEAL)

AMENDMENT NO. 2 TO EXTEND THE LICENSE AGREEMENT BETWEEN THE CITY OF CARLSBAD AND COX COMMUNICATIONS CALIFORNIA, LLC

This Amendment No. 2 is entered into and effective as of the _____ day of _____, 2020, extending the license agreement dated September 12, 2005 (the "Agreement") by and between the City of Carlsbad, a municipal corporation ("City"), and Cox Communications California, LLC ("Cox, LLC"), as successor-in-interest to COXCOM, Inc. ("Cox"), collectively, the "Parties," for a non-exclusive license agreement in the Palomar Airport industrial area of Carlsbad.

RECITALS

A. On September 12, 2005, the City and Cox entered into a license agreement that allowed Cox to construct fiber-based facilities within the City's Rights-of-Way to provide non-Cable Services to the Palomar Airport industrial area of Carlsbad as further depicted in the attached and incorporated Exhibit A; and

B. The initial term of the Agreement was for five years, which could be renewed for three additional five-year terms upon request of Cox; and

C. Cox constructed fiber-based facilities within the City's designated Public Rights-of-Way and has provided non-Cable Services within this area; and

D. On October 21, 2010, the City granted Cox's request to extend the Agreement for a five-year term expiring on September 12, 2015; and

E. On December 31, 2011 ("Transfer Date"), Cox transferred its interests in the License Agreement to Cox, LLC, a wholly-owned subsidiary of Cox; and

F. On January 14, 2016, the City ratified Amendment No. 1 to the Agreement, which amended the Agreement to extend its term a second time to September 12, 2020.

G. On July 19, 2019, Cox, LLC requested a third five-year extension of the Agreement and the Parties agree that the extension would be beneficial to the Parties and the businesses within the Palomar Airport industrial area; and

H. With this extension, the Agreement will expire on September 12, 2025.

NOW, THEREFORE, in consideration of these recitals and the mutual covenants contained herein, City and Contractor agree as follows:

1. The Agreement, as may have been amended from time to time, is extended for a period of five years ending on September 12, 2025.

2. All other provisions of the Agreement, as may have been amended from time to time, remain in full force and effect.

3. All requisite insurance policies to be maintained by Cox, LLC pursuant to the Agreement, as may have been amended from time to time, shall include coverage for this Amendment.

4. The individual(s) executing this Amendment and the instruments referenced on behalf of Cox, LLC represent and warrant they have the legal power, right and actual authority to bind Cox, LLC to the terms and conditions of this Amendment.

COX, LLC

CITY OF CARLSBAD, a municipal corporation of the State of California

By:

By:

Sam Attisha, Sr. VP
(sign here)

City Manager

Sam Attisha, Sr. VP Cox Communications California, LLC
(print name/title)

ATTEST:

By:

(sign here)

BARBARA ENGLESON
City Clerk

(print name/title)

If required by City, proper notarial acknowledgment of execution by Contractor must be attached. If a corporation, Agreement must be signed by one corporate officer from each of the following two groups:

Group A
Chairman,
President, **or**
Vice-President

Group B
Secretary,
Assistant Secretary,
CFO **or** Assistant Treasurer

Otherwise, the corporation **must** attach a resolution certified by the secretary or assistant secretary under corporate seal empowering the officer(s) signing to bind the corporation.

APPROVED AS TO FORM:

CELIA A. BREWER, City Attorney

BY: Cindie McMahon
Assistant City Attorney

**RATIFICATION OF AMENDMENT NO. 1
TO EXTEND AND AMEND AGREEMENT
A LICENSE AGREEMENT BETWEEN
THE CITY OF CARLSBAD, CA
AND COX COMMUNICATIONS CALIFORNIA, LLC AS
SUCCESSOR-IN-INTEREST TO COXCOM, INC.**

This Ratification of Amendment No. 1 is entered into as of the 14th day of January 2016 but effective as of the 13 day of September, 2015, extending and amending the license agreement dated September 12, 2005 (hereinafter "Agreement") by and between the City of Carlsbad, CA, a municipal corporation, ("City"), and Cox Communications California, LLC ("COX, LLC") as successor-in-interest to COXCOM, INC. ("Cox") (collectively, the "Parties").

RECITALS

A. On September 12, 2005 the Parties entered into a license agreement that allowed Cox to construct fiber-based facilities with the City's Rights-of-Way to provide services to the Palomar Airport industrial area of the City as further depicted in Exhibit A attached hereto and incorporated herein; and

B. The initial term of the Agreement was for 5 years; which could be renewed for three (3) additional five year terms upon request of Cox; and

C. Cox constructed said fiber-based facilities within the City's designated Public Rights-of-Way and has provided non-Cable Services within this area; and

D. Cox acknowledges that the Agreement does not constitute a cable franchise and Cox understands and acknowledges that to provide Cable Services within the City of Carlsbad it would be required to have a valid franchise agreement issued by the State of California; and

E. On August 27, 2010 Cox requested, pursuant to section 18(a) of the Agreement, an additional five-year extension of the Agreement; and

F. On October 21, 2010 then Municipal Property Manager granted Cox's request to extend the Agreement for a second five-year term, expiring on September 12, 2015; and

G. On December 31, 2011, ("Transfer Date") pursuant to Section 15 of the License Agreement, Cox transferred its interests in the License Agreement to Cox Communications California, LLC, a wholly-owned subsidiary of Cox; and

H. Although not required by the Agreement, Cox did not notify City of its transfer of its interest in the Agreement to Cox, LLC; and

I. On August 17, 2015 Cox, rather than Cox, LLC, requested an additional five-year extension of the Agreement to September 12, 2020, pursuant to section 18(a) of the Agreement,

J. The incorrect Cox entity was named in the extension request due to an administrative error, however, Cox is the parent of Cox, LLC, and the Parties agree that the

error is one of form rather than substance; and

J. The Parties acknowledge that the administrative error did not extinguish Cox, LLC's right to use the City's Rights-of-Way to provide non-Cable Services to the Palomar Airport industrial area of the City after September 12, 2015 and that at all times the provisions of the Agreement were and are in full force and effect, including but not limited to Section 13, Hold Harmless and Indemnification, of the Agreement; and

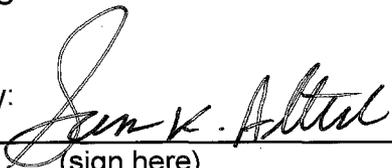
J. The Parties agree that an additional five-year term would be beneficial to the Parties and the businesses with the Palomar Airport industrial area; and

K. With this extension, the Agreement will expire on September 12, 2020, unless terminated or renewed by the Parties.

NOW, THEREFORE, in consideration of these recitals and the mutual covenants contained herein, City and Contractor agree as follows:

1. The above Recitals are incorporated herein.
2. The City acknowledges Cox's extension request and the amendment of the Agreement to extend the term is ratified.
3. That the Agreement, as may have been amended from time to time, is hereby extended for a period of five years ending on September 12, 2020.
4. All other provisions of the Agreement, as may have been amended from time to time, will remain in full force and effect.
5. The individuals executing this Amendment and the instruments referenced in it on behalf of Contractor each represent and warrant that they have the legal power, right and actual authority to bind Contractor to the terms and conditions of this amendment.

COX COMMUNICATIONS CALIFORNIA, LLC

*By: 
(sign here)

Sam Attisha
(print name/title)

sam.attisha@cox.com
(e-mail address)

**By: _____
(sign here)

(print name/title)

7

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California)
County of San Diego)
On 12/18/15 before me, Jennifer Price, Notary Public
Date Here Insert Name and Title of the Officer
personally appeared Sam Attisha
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 [Handwritten Signature]
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

Corporate Officer — Title(s): _____

Partner — Limited General

Individual Attorney in Fact

Trustee Guardian or Conservator

Other: _____

Signer Is Representing: _____

Signer's Name: _____

Corporate Officer — Title(s): _____

Partner — Limited General

Individual Attorney in Fact

Trustee Guardian or Conservator

Other: _____

Signer Is Representing: _____

LICENSE AGREEMENT
BETWEEN THE CITY OF CARLSBAD, CA
AND COXCOM, INC.

This License Agreement ("Agreement") is entered into between the CITY OF CARLSBAD, CALIFORNIA ("CITY") and COXCOM, INC. ("Cox") a Delaware Corporation.

RECITALS

WHEREAS, Cox desires to construct fiber-based facilities within the Public Rights-of-Way within the City to provide services to the Palomar Airport industrial area of the City; and

WHEREAS, Cox operates Cable Systems pursuant to cable television franchises to serve several incorporated cities as well as unincorporated areas in San Diego County, California; and

WHEREAS, the facilities Cox desires to construct in the Public Rights-of-Way within the City will be connected to the headend of one or more of such Cable Systems; and

WHEREAS, the City has the authority under state and federal law to regulate cable television providers operating within the City; and

WHEREAS, Cox has represented that it does not plan to provide Cable Services within the City via the facilities it desires to construct in the Public Rights-of-Way; and

WHEREAS, Cox has an agreement with SBC to locate certain of its fiber within conduit owned by SBC Communications within the Public Rights-of-Way within the City; and

WHEREAS, the City desires to facilitate the provision of properly licensed non-Cable Services in the Palomar Airport industrial area;

NOW, THEREFORE, in consideration of the recitals and the mutual promises contained herein, City and Cox agree as follows:

1. DEFINITIONS

(a) "Public Rights-of-Way" means the surface, the air space above the surface and the area below the surface of any public street, highway, lane, path, alley, sidewalk, boulevard, drive, bridge, tunnel, parkway, dedicated public utility easement or similar property in which City now or hereafter holds any property interest which, consistent with the purposes for which it was dedicated, may be used for the purpose of installing and maintaining facilities.

(b) "Cable Services" shall have the same meaning as in 47 U.S.C. Section 522(6),

as may be amended.

(c) "Cable System" shall have the same meaning as in 47 U.S.C, Section 522(7), as may be amended.

2. SCOPE OF USE OF PUBLIC RIGHTS-OF-WAY

(a) The City hereby grants a non-exclusive license permitting Cox, subject to the reservations, covenants and conditions herein contained, to construct, install, maintain, and operate facilities in that portion of the Public Rights-of-Way that are specifically identified in Exhibit A of this Agreement, for the purpose of providing services other than Cable Services within the areas of the City that are zoned for commercial and industrial use, subject to obtaining all required permits and approvals.

(b) Cox is not authorized to place any facilities other than those herein described in the Public Rights-of-Way without first obtaining written authorizations and required permits (including any necessary franchises) from the City.

(c) Cox expressly acknowledges that this Agreement does not constitute a cable franchise. Cox is not authorized to provide any Cable Services to any person, business, or other entity within the City, and Cox warrants that it will not provide any Cable Services within the City without first obtaining a franchise from the City. In the event that Cox provides a Cable Service without prior authorization from the City, such provision of services shall be considered a violation of the Carlsbad Municipal Code and shall be subject to all penalties and damages provided in the City Code for such action.

(d) Cox shall comply with any lawful provision that City may adopt in the future requiring Cox to obtain a franchise or other authorization to operate the facilities and/or to provide services within the Public Rights-of-Way within the City, and may be required to do so as a condition of the continued effectiveness of this Agreement.

(e) Cox agrees that the construction, installation, operation, maintenance and/or removal of facilities shall be accomplished without cost or expense to City subject to the written approval of the City Engineer in such a manner as not to endanger personnel or property, or unreasonably obstruct travel on any road, walk or other access thereon within the Public Rights-of-Way.

(f) This Agreement does not authorize use of any property other than the Public Rights-of-Way. Any use of any other City property shall require a separate agreement.

(g) Any construction permit issued pursuant to this Agreement is not a grant by the City of any property interest but is made subject and subordinate to the prior and continuing right of City and its assigns to use all the Public Rights-of-Way in the performance of its duty, including but not limited to public use as a street and for the

purpose of laying, installing, maintaining, repairing, protecting, replacing and removing sanitary sewers, water mains, storm drains, gas mains, poles, overhead and underground electric, and telephone lines, cable television and other utility and municipal uses together with appurtenances thereof and with right of ingress and egress, along, over, across and in the Public Rights-of-Way; and Cox shall have a duty to remove, relocate and rearrange its facilities within the time frame set forth by City, and at its own expense, in order to accommodate such uses.

(h) The grant of rights in this Agreement is made subject to all easements, restrictions, conditions, covenants, encumbrances and claims of title which may affect the Public Rights-of-Way, and it is understood that Cox, at its own costs and expense, shall obtain such permission as may be necessary consistent with any other existing rights.

(i) The construction, operation or repair and maintenance of facilities shall be in accordance with all applicable Federal, State and local laws, including, without limitation, applicable provisions of the Carlsbad Municipal Code as the same may exist now, or be hereafter amended or revised; and any supplements thereto or revisions of this Agreement, now or in the future.

3. CONSTRUCTION AND MAINTENANCE STANDARDS

(a) Cox shall at all times employ reasonable care, within the meaning of applicable law, and shall install, maintain and use commonly accepted methods and devices for preventing failures and accidents that are likely to cause damage, injury or nuisance to the public.

(b) Cox shall construct, operate and maintain its facilities so as not to endanger or interfere with improvements City shall deem appropriate to make or to interfere in any manner with the Public Rights-of-Way or legal rights of any property owner or to unnecessarily hinder or obstruct pedestrian or vehicular traffic. Cox shall place facilities in strict conformance with the plans and drawings approved in writing by City and shall not place facilities, equipment or fixtures where they will interfere with any gas, electric, telephone, telecommunications, water, sewer or other utility facilities or obstruct or hinder in any manner such entity's use of any Public Rights-of-Way. Any and all Public Rights-of-Way, public property or private property that is disturbed or damaged by Cox during the construction, repair, replacement, relocation, operation, maintenance or construction of facilities shall be promptly repaired by Cox, to a condition equal to or better than that which existed prior to the damage.

4. IDENTIFICATION OF FACILITIES

(a) Cox shall identify the facilities installed in the Public Rights-of-Way by means of an identification method agreed upon by the parties, or as directed by the City Engineer if the parties cannot agree upon an identification method. Such identification shall be detectable from ground level without opening the street.

(b) Cox and its contractors shall be a member of the regional notification center for subsurface installations (Underground Service Alert) and shall field mark, at its sole expense, the locations of its underground facilities upon notification in accordance with the requirements of Section 4216 of the State of California Government Code, as it now reads or may later be amended.

5. NO FRANCHISE RIGHTS CREATED

Nothing in this Agreement shall be construed as granting or creating any franchise rights.

6. NO OWNERSHIP OR VESTED INTEREST CREATED

No use of any Public Rights-of-Way or other interest or property under this Agreement shall create or vest in Cox any ownership or other interest in the Public Rights-of-Way, streets or any other property or interest of City. This Agreement and the rights granted herein are not exclusive and do not preclude the issuance of other franchises, permits or agreements affecting the City's right to use or authorize use of the Public Ways for any purpose during the term of this Agreement.

7. REMOVAL AND RELOCATION

(a) In the event of an emergency, or where the facilities create or are contributing to an imminent danger to health, safety or property, the City may remove, relay or relocate any or all parts of those facilities without prior notice; however, City shall make reasonable efforts to provide prior notice and to permit Cox to remove or relocate the facilities that are associated with such danger.

(b) Cox shall promptly relocate its facilities to accommodate the reasonable projects or needs of City, or other government agencies and third parties who are authorized to use the Public Rights-of-Way. Should Cox be required to relocate its facilities for any non-governmental third party without prior rights the reasonable cost of the relocation shall be borne by the third party except where (i) the facilities must be relocated because they were not properly installed by Cox, or were installed without obtaining necessary authorizations; or (ii) state or federal law requires otherwise.

(c) Cox shall remove or relocate, without cost or expense to City, any facilities installed, used and maintained under this Agreement if and when made necessary by any lawful change of grade, alignment or width of any street, including the construction, maintenance or operation of any underground subway or viaduct by City and/or the construction, maintenance or operation of any other City underground or aboveground facilities.

(d) In the event all or any portion of the Public Rights-of-Way occupied by the facilities shall be needed by City for governmental purposes, including events referred to in subsection (a) above, or in the event that the existence of the facilities shall be considered detrimental to governmental activities, including but not limited to interference with City construction projects, or is in conflict vertically and/or horizontally with any proposed City installation, Cox shall, by written direction of the City Engineer, remove and relocate such facilities to such other location or locations on the Public Rights-of-Way as may be designated by City at the sole expense of Cox. Such removal or relocation shall be completed within ninety (90) days after notification by City. In the event such facilities are not removed or relocated within such ninety (90) days, City may cause the same to be done at the sole expense of Cox and require reimbursement of any and all costs from Cox. If costs incurred by the City for removal or relocation pursuant to this agreement are not paid in full by Cox within thirty (30) days of invoicing, the City shall have the right to place a lien on the Cox equipment in the amount owed.

(e) Cox shall, at its sole expense, by a time specified by City, protect, support, temporarily disconnect, relocate or remove any of its property when required by City or any other governmental entity by reason of traffic conditions; public safety; Public Rights-of-Way construction; Public Rights-of-Way maintenance or repair (including resurfacing or widening); change of Public Rights-of-Way grade; construction, installation or repair of sewers, drains, water pipes, power lines, signal lines, tracks or any other type of government-owned communication system, public work or improvement or any government-owned utility; Public Rights-of-Way vacation; or for any other purpose where the work involved would be aided by the removal or relocation of the facilities.

(f) In those areas and portions of City where the transmission or distribution facilities of public utilities providing telephone service, and/or cable and telecommunications services, and electric service are underground and shall or hereafter may be placed underground then Cox shall likewise construct, operate and maintain all of its facilities underground. City shall not in any manner be responsible for any costs incurred by Cox in placing Cox's facilities underground.

(g) If any portions of the facilities covered under this Agreement are no longer used by Cox, or are abandoned for a period in excess of one (1) year, Cox shall notify City and shall either promptly vacate and remove the facilities at its own expense or, at the discretion of the City Engineer, may abandon some or all of the facilities in place; provided, however, that this requirement shall not apply to (1) facilities providing redundancy that increases system reliability, (2) facilities for emergency use, or (3) facilities set aside to meet future demand or needs for capacity.

(h) When removal or relocation is required under this Agreement, Cox shall, after the removal or relocation of the facilities, at its own cost, repair and return the Public Rights-of-Way in which the facilities were located to a safe and satisfactory condition in

accordance with the construction-related conditions and specifications as established by City. Before proceeding with removal or relocation work, Cox shall obtain and City shall issue a construction permit from City. Should Cox remove the facilities from the Public Rights-of-Way, Cox shall, within ten (10) days after such removal, give notice thereof to City specifying the Public Rights-of-Way affected and the location thereof as well as the date of removal.

8. PERMITS AND FEES

(a) Cox acknowledges that this Agreement is not a substitute for obtaining all necessary construction permits, paying all applicable permitting fees, and obtaining any necessary bonds, prior to the construction of the facilities.

9. DAMAGE TO FACILITIES IN PUBLIC RIGHTS-OF-WAY

(a) Cox shall be responsible for any damage to City street pavements, existing utilities, curbs, gutters, sidewalks and all other public or private facilities due to the construction, operation, installation, maintenance, repair or removal of facilities in Public Rights-of-Way by Cox or any employee, contractor, subcontractor or agent of Cox, and shall repair, replace and restore in kind such damaged facilities at its sole expense.

(b) The City has the right to expect that any disturbance or damage to a right-of-way caused by Cox or any employee, contractor, subcontractors or agent of Cox will be restored to an equal or better condition than existed prior to such disturbance or damage. Cox will repair or replace any portion of the public right-of-way damaged by Cox, or any employee, contractor, subcontractor, or agent of Cox, to a condition that is equal or better than existed prior to the commencement of work in the right-of-way by or on behalf of Cox. Cox will also guarantee the repair for an indefinite period. Requirement beyond City or Regional Standards which represent an upgrade to existing "or equal" conditions shall not be required and may be considered by Cox in its sole discretion on a case by case basis.

(c) Unless otherwise excused by the City Engineer in writing, Cox shall complete all repairs required under this Sections 9 no later than thirty (thirty) days after receipt of written notice from the City. If Cox fails to complete such repairs, the City may complete the repairs, and Cox shall promptly reimburse the City for all actual costs incurred.

10. PREEXISTING INSTALLATIONS

(a) If the portion of the Public Rights-of-Way to be used by Cox under this Agreement has preexisting installation(s) placed therein, Cox shall assume the responsibility to verify the location of the preexisting installation and notify the City and any third party owner of Cox proposed installation. The cost of any work required of such third party owner or City to provide adequate space or required clearance to accommodate

Cox's installation shall be borne solely by Cox. The City is under no obligation to move its existing utilities out of the way to accommodate or make room for Cox's Facilities.

11. PARTICIPATION WITH OTHER UTILITIES

To the extent applicable, Cox shall cooperate in good faith in the planning, locating and constructing of its facilities in utility joint trenches or common duct banks with other similar utilities providers and to participate in cost-sharing for the joint trench and ducts.

12. RECORDS AND FIELD LOCATIONS

(a) Cox shall maintain accurate maps and improvement plans of the facilities located within the City. Upon request of the City Engineer, Cox shall within thirty (30) days, or immediately in the event of an emergency, deliver to the office of the Public Works Department free of charge, and for a reasonable charge upon request to other third parties interested in performing work within the Public Rights-of-Way, within thirty (30) days after such request, such maps and plans as may reasonably be required to show in detail the exact location, size, depth, and description of all facilities installed within the Public Rights-of-Way. Nothing herein shall require Cox to provide proprietary or confidential information to any third party and Cox may seek protection, to the extent permitted by applicable law, from third-party requests for disclosure of any information submitted to the City by Cox. Cox shall also, upon request, submit such plans in digital electronic format as specified by City.

(b) Cox shall provide such books and records, and Cox's facilities shall be subject to such inspection by the City, as the City finds appropriate to request in the exercise of its rights under this Agreement and its jurisdiction over Cox.

13. HOLD HARMLESS AND INDEMNIFICATION

(a) Cox, jointly and severally, for itself, its successors, agents, and Cox's employees, agrees to indemnify, defend (with reasonable notice to Cox and with counsel reasonably acceptable to City) and hold harmless City, its officers, employees and agents and any successors to City's interest from and against any and all claims, demands, losses, damages, liabilities, fines, penalties, charges, administrative and judicial proceedings and orders, judgments, remedial actions of any kind, and all costs and cleanup actions of any kind, all costs and expenses incurred in connections therewith, including, without limitation, reasonable attorney's fees and costs of defense (collectively, the "Losses") arising directly or indirectly out of the activities or facilities described in this Agreement and/or the installation, construction, operation, maintenance, removal and/or repair of the facilities; provided that Cox shall not indemnify City, its officers, employees and agents and any successors to City's interest for Losses arising, directly or indirectly, from the City's gross negligence or willful misconduct. City shall not be responsible for any damages, losses, or liability of any kind occurring by reason of anything done or omitted to be done by City,

except for acts which constitute City's gross negligence or willful misconduct, or by any third party, including, without limitation, damages, losses or liability arising from the issuance by City of a permit or approval to any third party. Under no circumstances shall either party be liable to the other party or otherwise be responsible for any loss of service downtime, lost revenue or profits or third-party damages.

(b) Cox, for itself and its successors and assigns, hereby waives all claims and causes of action, whether now existing or hereafter arising, against City or its officers, agents or employees, for damages, physical or otherwise, to any of the facilities from any cause whatsoever excluding those arising as a result the gross negligence or willful misconduct of the City, its officers, agents, or employees.

14. INSURANCE

(a) Cox shall maintain adequate insurance during the entire term of this Agreement against claims for injuries to persons or damages to property which in any way relate to, arise from, or are connected with the installation or use of communication equipment and facilities in the Public Right-of-Way by Cox, or any entity acting on its behalf, and shall keep insurance in effect in accordance with the minimum insurance scope City may set from time to time.

(b) Worker's Compensation Insurance: Cox represents that it is currently a qualified self-insurer for its California workers compensation obligations and will continue to be so qualified throughout the entire term of this Agreement; or alternatively, Cox will obtain statutory Workers' Compensation insurance and Employer's Liability insurance in the amount of One Million Dollars (\$1,000,000) per accident. (c) Commercial General Liability Insurance: Cox shall obtain Commercial General Liability insurance including but not limited to operations, products and completed operations, in the amount of One Million Dollars (\$1,000,000) per occurrence. If a general aggregate limit is used, either the general aggregate limit shall apply separately to the contract or the general aggregate limit shall be twice the required occurrence limit. The City, its, officers, officials, employees and volunteers shall be endorsed as additional insureds as respects liability arising out of work or operations performed by or on behalf of Cox.

(d) Commercial Automobile Liability Insurance: Cox shall obtain automobile liability insurance in the amount of \$1,000,000 combined single limit per accident for bodily injury and property damage.

(e) Acceptability of Insurers: Insurance is to be placed with insurers admitted and duly authorized to transact business under the laws of the State of California and with a current Best Rating of A-V unless otherwise acceptable to City.

(f) Verification of Coverage: Insurance, deductibles or self-insurance retentions shall be subject to City's approval. Original Certificates of Insurance with endorsements shall be received and approved by City before work commences, and insurance must be in effect for the duration of this Agreement.

(g) It shall be the responsibility of Cox to ensure that all contractors comply with the same insurance requirements that are stated in this Agreement.

(h) Primary Insurance: Cox's insurance shall be primary as respects the City, its officers, officials, employees and agents.

15. ASSIGNMENT

Cox shall not assign, sublet or transfer any interest in this Agreement nor the performance of any of Cox's obligations hereunder to any other entity or any entity named other than as provided herein, without the prior written consent of City, and any attempt by Cox to so assign this Agreement or any rights, duties or obligations arising hereunder shall be void and of no effect. The transfer of the rights and obligations of Cox to a parent, subsidiary, other affiliate of Cox shall not be deemed an assignment for the purposes of this section. For the purposes of this section, the leasing or granting in the ordinary course of business of indefeasible rights of use or similar rights in dark fiber, fiber optic capacity, conduit and other network elements shall not require the express consent of City, so long as Cox remains solely responsible for locating, placing, installing, maintaining, relocating and removing the facilities, and for all payments due to the City under this Agreement. Any successor of Cox shall be bound by all of the provisions, terms and conditions of this Agreement.

16. THIRD-PARTY MODIFICATIONS

This Agreement shall be subject to such changes or modifications as may be required or authorized by any regulatory commission in the exercise of its lawful jurisdiction.

17. REVOCATION

The City may revoke its permission for the use of the Public Rights-of-Way by Cox at any time if Cox fails to comply with the terms and conditions of this Agreement. If, at the City's sole discretion, any of the provisions of this Agreement have been violated, the City Manager shall notify Cox of the violation in writing. Cox shall have thirty (30) days in which to correct or diligent steps to correct the violation.

If, within thirty (30) days after such written notification, Cox has not corrected or taken diligent steps to correct the violation, this Agreement shall, at the City's sole

discretion, become null and void.

18. TERM AND TERMINATION

(a) The Initial Term of this Agreement shall be five (5) years. This agreement may be renewed for up to three (3) additional five year terms upon request of Cox. The City's consent to such renewals shall be granted upon reasonable demonstration by Cox of compliance with the terms herein, provided that, in the event of a change in applicable law or other circumstances affecting the City's regulatory authority with respect to the facilities installed by Cox pursuant to this Agreement or the services provided over such facilities, the City reserves the right to deny renewal of this Agreement.

(b) This Agreement will automatically terminate upon termination of Cox's agreement with SBC Communications or its successor in interest to locate Cox's fiber within SBC's existing conduit located within the Public Rights-of-Way; provided, however, that no termination shall occur if Cox can provide reasonable evidence of authority to occupy the SBC conduit (*i.e.*, Cox has obtained ownership or other arrangement.).

(c) This Agreement may be terminated by the City upon the granting of a cable television franchise to Cox by the City.

(d) Unless the parties agree otherwise, upon termination or revocation of the Agreement, and upon written request by the City, Cox, at its own cost and expense, agrees to remove, or upon Cox's request and at City's discretion, abandon in place some or all of its facilities from the Public Rights-of-Way and restore the Public Rights-of-Way as set forth in the Removal and Relocation provisions of this Agreement. Should Cox in such event fail, neglect or refuse to make such removals or restoration within one hundred eighty (180) days of the City's written request, or such additional time as is reasonable under the circumstances, at the sole option of the City, such removal and restoration may be performed by the City at the expense of Cox, which actual expense including administrative and legal costs Cox agrees to pay City upon demand. If City allows Cox to abandon its facilities in place, title to those facilities shall pass to the City and Cox shall, upon demand, promptly execute and deliver to City all documentation necessary to effectuate such transfer of ownership of the facilities. Upon such transfer of ownership after abandonment and acceptance by the City, Cox shall have no further obligations or liabilities under this Agreement.

All notices given or which may be given pursuant to this agreement shall be in writing and transmitted by United States mail or by private delivery systems or by facsimile if followed by United States mail or by private delivery systems as follows:

To CITY at: City Manager
City of Carlsbad
1200 Carlsbad Village Drive
Carlsbad, CA. 92008

To Cox at: Vice President/Region Manager
Cox Communications – San Diego
5159 Federal Blvd.
San Diego, CA 92105

19. MISCELLANEOUS PROVISIONS

(a) This Agreement contains the entire understanding between the parties with respect to the subject matter herein. There are no representations, agreements or understanding (whether oral or written) between or among the parties relating to the subject matter of this Agreement which are not fully expressed herein. This Agreement may be not amended except pursuant to a written instruction signed by the parties. Nothing in this Agreement shall be construed to waive or prevent the City's lawful exercise of its police powers or any other lawful authority.

(b) If any one or more of the provisions of this Agreement shall be held by a court of competent jurisdiction in a final judicial action to be void, voidable, or unenforceable, such provision(s) shall be deemed separable from the remaining provisions of this Agreement and shall in no way affect the validity of the remaining portions of this Agreement.

(c) Nothing in this Agreement shall constitute a waiver of either party's right to challenge any portion of this Agreement which is not in accordance with applicable federal, state and local laws.

(d) This Agreement shall be governed in all respects by the law of the State of California, with exclusive venue to hear disputes under this Agreement in federal and state courts of competent jurisdiction for the City of Carlsbad, California.

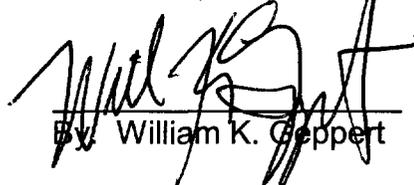
IN WITNESS WHEREOF, the parties hereby have executed this Agreement as of this 12th day of Sept, 2005.

CITY OF CARLSBAD, CALIFORNIA


By: Raymond R. Patchett

Title: City Manager

COXCOM, INC.


By: William K. Geppert

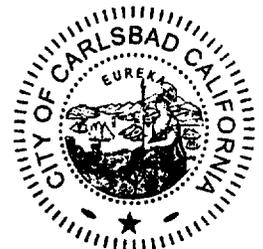
Title: Vice President/Region Manager

APPROVED AS TO FORM:

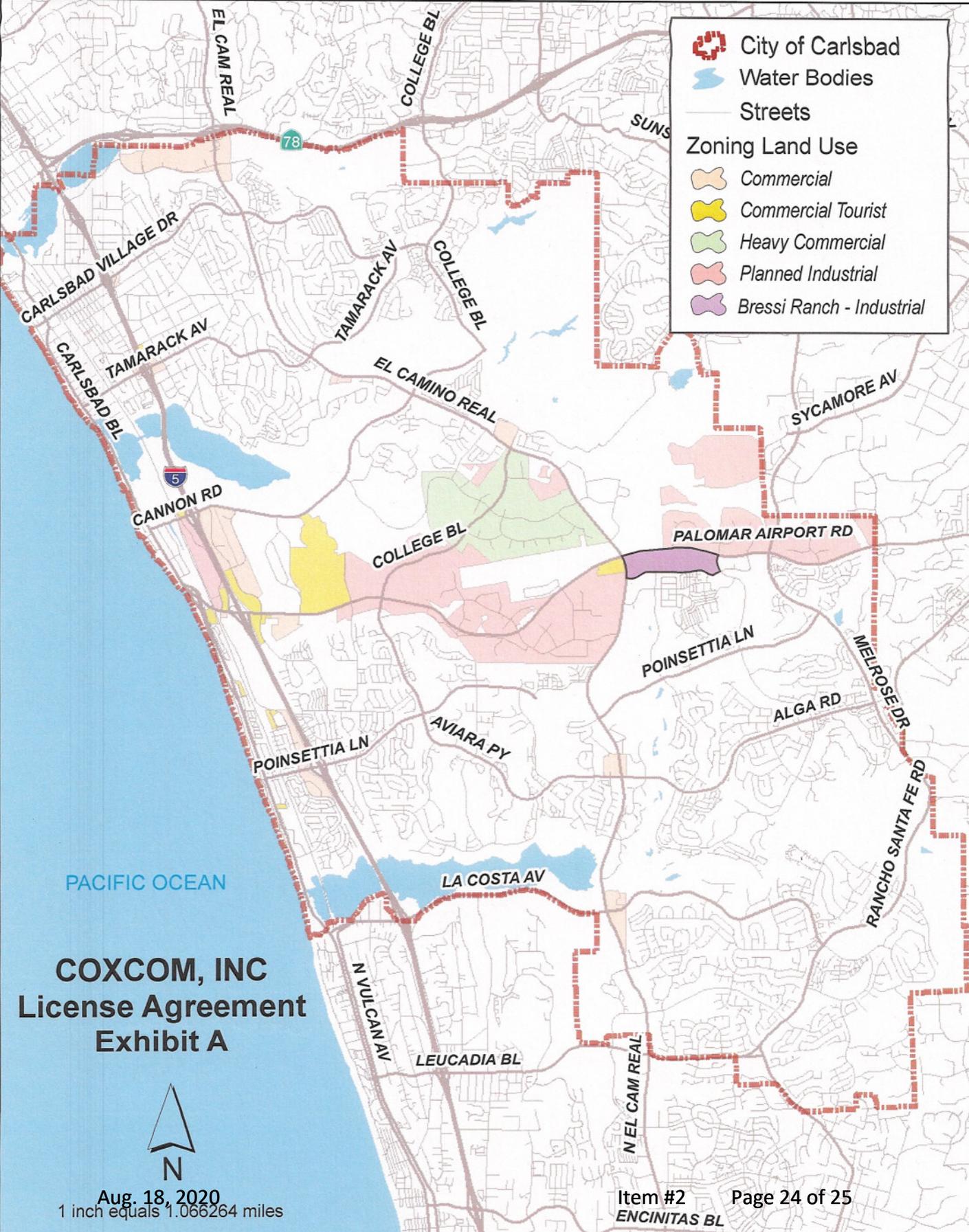
ATTEST:

J. Klobald
City Attorney

Isabella Paulson, Deputy
City Clerk 9-12-05



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COXCOM, INC
License Agreement
Exhibit A



Aug. 18, 2020
 1 inch equals 1.066264 miles



5887 Copley Drive
San Diego, CA 92111-7906

July 19, 2019

Mr. Scott Chadwick
City Manager
City of Carlsbad
1200 Carlsbad Village Drive
Carlsbad, CA 92008

Re: Extension of the CoxCom Inc. License Agreement

Dear Scott,

I am writing to request the extension of the License Agreement, "Agreement", between the City of Carlsbad, "City", and CoxCom, Inc., (d/b/a Cox Communications California), "Cox", dated September 12, 2005. As you are aware, the Agreement was first approved by the City with an initial five-year term and has been subsequently renewed by the parties successfully since that time. Section 18a provides Cox the opportunity to request up to three five-year extensions. Cox has fully complied with the terms of the Agreement and there has been no change in the law applicable to the Agreement or to the services Cox provides over the facilities installed pursuant to the Agreement.

As you may be aware, the Agreement was established to increase the community's fiber infrastructure to better serve the City commercial and industrial-zoned properties in the Palomar Airport area. The success of the arrangement is demonstrated by the several local companies the Cox services using that fiber. The License Agreement makes it possible for a mutually beneficial partnership and has created a significant economic development tool for the City and Cox.

As such, Cox respectfully requests the extension of the Agreement set to expire September 12, 2020 and further requests written confirmation of the City's consent to the renewal of the License Agreement for an additional five-year term.

Should you or your staff have any questions or concerns, please feel free to contact me at (858) 836-7316 or Channele Hawken, Vice President of Government and Public Affairs at (858) 836-7309.

Sincerely,

Sam Attisha
Senior Vice President & Regional Manager
Cox Communications

Cc: Elaine Lukey, Chief Operations Office, City of Carlsbad
Debbie Fountain, Director of Community & Economic Development, City of Carlsbad
Michael Hadland, Manager of Government Affairs, Cox Communications

Aug. 18, 2020



In harmony with the Cox Conserves eco-friendly program, we are proud to print on Forest Stewardship Council Certified paper.

Item #2 Page 25 of 25



CITY COUNCIL
Staff Report

Meeting Date: August 18, 2020

To: Mayor and City Council

From: Scott Chadwick, City Manager

Staff Contact: Kyle Lancaster, Parks & Recreation Director
kyle.lancaster@carlsbadca.gov, 760-434-2941

Subject: Rejection of All Bids Received for the Calavera Hills Community Park Gateway Improvements Project

Recommended Action

Adopt a resolution rejecting all bids received for the Calavera Hills Community Park Gateway Improvements Project (Capital Improvement Program Project No. 4601).

Executive Summary

The design and development of the entryway to Calavera Hills Community Park is identified in the Carlsbad Parks & Recreation Department Master Plan. The proposed amenities for the entryway include a covered picnic area, ornamental landscapes, a looped walkway with fitness and exercise equipment and a monument sign.

On Feb. 25, 2020, the City Council approved the contract documents, plans and specifications for the Calavera Hills Community Park Gateway Improvement Project and authorized the city clerk to advertise the project for public bids (Resolution No. 2020-038). On May 27, 2020, 14 sealed bids for the project were received. A formal bid protest was received on May 27, 2020, from Tri-Group Construction and Development. The protest alleged that the apparent low bidder received an unfair competitive advantage because its bid listed a company other than the city's specified shade manufacturer. Additionally, all bids considerably exceeded the engineers estimate of \$853,480 for the project. Staff is therefore recommending the City Council reject all bids received, consistent with Carlsbad Municipal Code Section 3.28.080(I)(3).

Discussion

When Calavera Hills Community Park was constructed, Fire Station #3 was proposed to be built on a lot at the southwest corner of Carlsbad Village Drive and Glasgow Drive. That lot remained vacant throughout the subsequent years. When Fire Station #3 was relocated to the Robertson Ranch community, the vacant lot became available for the construction of an entryway to Calavera Hills Community Park.

In 2013, the Parks & Recreation Department conducted a community-needs assessment and developed a corresponding comprehensive action plan. In 2015, with those documents as a base, the City Council adopted the Parks & Recreation Department Master Plan. Three of the top seven facility and amenity priority rankings from the needs assessment were family picnic areas, botanical or ornamental gardens and playground equipment. One of the items from the

action plan was the design and development of the Calavera Hills Community Park Gateway Improvements Project.

Staff worked with a design consultant to create a concept plan for the Gateway Improvements Project, which included a covered picnic area, ornamental landscapes, a looped walkway with fitness and exercise equipment and a monument sign. Staff and the design consultant then developed the Gateway Improvements Project’s contract documents, plans and specifications.

On Feb. 25, 2020, the City Council approved the contract documents, plans and specifications for the Gateway Improvements Project and authorized the city clerk to advertise the project for public bids (Resolution No. 2020-038). On Feb. 27, the Gateway Improvements Project was advertised for bids. As a result of the COVID-19 restrictions, on March 19, a pre-bid teleconference was held in lieu of an in-person meeting at the project site. On May 27, 14 sealed bids for the construction of the project were received. The bid amounts, including an additive alternate for park monument signs, are shown in the table below.¹

Bidder	Bid Amount
R E Schultz Construction, Inc.	\$1,086,229
Performance Plumbing & Mechanical, Inc.	\$1,191,090
Tri-Group Construction and Development	\$1,239,939
C.S. Legacy Construction, Inc.	\$1,281,033
Western Rim Constructors, Inc.	\$1,285,158
3-D Enterprises, Inc.	\$1,326,000
Byrom-Davey, Inc.	\$1,328,420
Blue Pacific Engineering & Construction	\$1,334,000
BrightView Landscape Development, Inc.	\$1,353,843
Wright Construction Engineering Corp	\$1,369,000
Marina Landscape, Inc.	\$1,411,055
Dick Miller Inc.	\$1,415,415
JMJ Construction	\$1,438,040
Fordyce Construction, Inc.	\$1,451,666

After the opening of the bids on May 27, a formal bid protest was received from Tri Group Construction and Development. The bid protest claimed the apparent low bidder received an unfair competitive advantage because its bid listed a company other than the city’s specified shade manufacturer, USA Shade. In particular, the bid protest alleged that by listing the unspecified company, Modern Shade, the apparent low bidder submitted a lower bid than it would have if it had listed USA Shade.

¹ An additive alternate is an amount that must be added to the quoted price if a specified change in the scope of work is approved by the owner of the project. In this case the change would be to add the cost of boulder monument signs.

Consistent with California Public Contract Code Section 3400 (b), the bid documents allowed bidders to list shade suppliers the city determined were an “approved equal” of USA Shade. The bid documents allowed bidders a process by which a non-specified supplier could be “considered as an approved equal ... within 30 days of the Notice to Proceed per General Provisions Section 4-1.6 – Trade Names or Equals.”

In consultation with the City Attorney’s Office and following a detailed review of the bids received for this project, staff concluded it would be in the city’s best interest to revise the bid documents for this project so that an alternate shade supplier is approved before the contract is awarded. This change would prevent the bidders from being in the unfair position of predicting what will satisfy the city’s needs.

All of the bids received also considerably exceeded the engineer’s estimate of \$853,480 for the Gateway Improvements Project. For these reasons, staff is thus recommending the City Council reject all bids received, consistent with Carlsbad Municipal Code Section 3.28.080(l)(3).

Fiscal Analysis

The engineer’s estimated construction cost is \$853,480, plus \$35,000 for the additive alternate for monument signs. Total funding for the Gateway Improvements Project, in an amount of \$1,057,350 from the General Capital Construction Fund, was approved in the fiscal year 2020-21 Capital Improvement Program budget. Staff anticipates returning to the City Council with a request for appropriation of additional funds when a construction contract is to be awarded.

CALAVERA HILLS COMMUNITY PARK GATEWAY IMPROVEMENTS PROJECT NO. 4601	
Project appropriation	\$1,057,350
Project expenditures/encumbrances	\$101,710
TOTAL AVAILABLE PROJECT FUNDING	\$955,640

CALAVERA HILLS COMMUNITY PARK GATEWAY IMPROVEMENTS PROJECT NO. 4601	
Public art (estimated, plus 1% of the additive alternate)	\$8,885
Construction cost (estimated, plus the additive alternate)	\$888,480
Construction contingency (estimated)	\$88,850
Construction management and inspection cost (estimated)	\$60,000
TOTAL PROJECT COSTS (ESTIMATED)	\$1,046,215
TOTAL AVAILABLE PROJECT FUNDING	\$955,640
ADDITIONAL APPROPRIATION NEEDED (ESTIMATED)	\$(90,575)

Next Steps

Staff will review the bidding provisions and forms for the project, make any revisions that may provide further clarity and reduce the potential for bidder errors, and re-advertise the project for bids. The bid solicitation period will be at least 30 days. Staff will then evaluate the responsive bids received, and return to the City Council with a recommendation to award a construction contract.

Environmental Evaluation (CEQA)

The recommended action to reject the bids has been determined to be exempt from environmental review under California Environmental Quality Act Guidelines Section 15270 (a), which states that CEQA does not apply to projects that a public agency rejects or disapproves.

Public Notification

Public notice of this item was posted in accordance with the Ralph M. Brown Act and it was available for public viewing and review at least 72 hours prior to the scheduled meeting date.

Exhibits

1. Resolution
2. Bid Protest, Tri-Group Construction and Development Inc., dated May 27, 2020

RESOLUTION NO.

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF CARLSBAD, CALIFORNIA, REJECTING ALL BIDS RECEIVED FOR THE CALAVERA HILLS COMMUNITY PARK GATEWAY IMPROVEMENTS PROJECT (CAPITAL IMPROVEMENTS PROGRAM PROJECT NO. 4601)

WHEREAS, on Feb. 25, 2020, the City Council adopted Resolution 2020-038 approving the contract documents, plans, provisions and specifications for the Calavera Hills Community Park Gateway Improvements Project (Capital Improvement Program Project No. 4601), and authorizing the city clerk to advertise the project for public bids; and

WHEREAS, on May 27, 2020, 14 bids for the project were received; and

WHEREAS, on May 27, 2020, Tri-Group Construction and Development, Inc. submitted a bid protest claiming a potential unfair advantage due to the city's process for determining "as equal" substitutions; and

WHEREAS, the bid protest alleged that by listing the un-specified shade structure manufacturer, Modern Shade, the apparent low bidder submitted a lower bid than if it had listed the specified shade structure manufacturer; and

WHEREAS, all bids received considerably exceeded the engineer's estimate for the project; and

WHEREAS, it is necessary, desirable and in the public interest for the city to follow the provisions in Carlsbad Municipal Code Section 3.28.080 (I)(3), whereby the City Council, at its discretion, may reject all bids received; and

WHEREAS, staff intends to review the bidding provisions and forms for the project, make any revisions that may provide further clarity and reduce the potential for bidder errors, and re-advertise the project for bids; and

WHEREAS, the city planner has determined that rejecting all bids is exempt from environmental review per CEQA Guidelines Section 15270 (a); which states that CEQA does not apply to projects which a public agency rejects or disapproves.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Carlsbad, California, as follows:

1. That the above recitations are true and correct.
2. That all bids received on May 27, 2020 for the Calavera Hills Community Park Gateway Improvements Project are rejected in accordance with CMC section 3.28.080 (I)(3).
3. That City Council does hereby authorize the city clerk to return to the bidders all bid bonds received.

PASSED, APPROVED AND ADOPTED at a Regular Meeting of the City Council of the City of Carlsbad on the __ day of _____, 2020, by the following vote, to wit:

AYES:

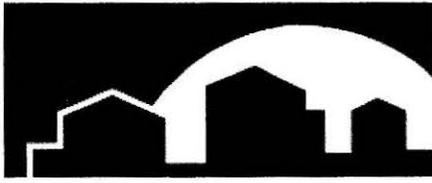
NAYS:

ABSENT:

MATT HALL, Mayor

BARBARA ENGLESON, City Clerk

(SEAL)



TRI-GROUP
Construction and Development, Inc.
Lic. No. 792159

May 27, 2020

Mr. Graham Jordan
1635 Faraday Ave
Carlsbad Ca 92008

*Send via email to
graham.jordan@carlsbadca.gov
and via certified USPS mail*

Subject: CALAVERA HILLS COMMUNITY PARK GATEWAY IMPROVEMENTS
Bid No. PWS20-1034PKS Contract No. 4601

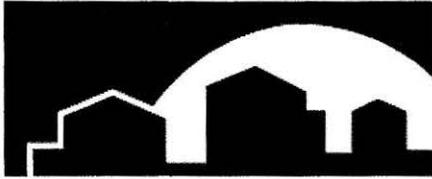
******* Formal Bid Protest*******

Mr. Jordan,

Tri-Group Construction and Development, Inc. (Tri-Group) is formally protesting the submitted bids for the low apparent bidder, RE Schultz Construction, Inc, and the second low apparent bidder, Performance Plumbing & Mechanical. In the case of both these 2 bidders, USA Shade was not used for item No. 14 “Tensile Fabric Shade Structures”. USA Shade was called out on the plans and specifications for the subject project.

In the case of Tri-Group, the third low apparent bidder, and in the case of the 4th and 5th low apparent bidders, C.S. Legacy Construction and Western Rim Constructors, respectively, USA Shade was used as the shade to be installed per the Plans and item No. 14. (Note that USA Shade furnishes and installs its Shades and not just a supplier, but a sub)

Tri-Group is aware of Note D of Part 2 “Products” of Section 13 31 23 “Pre-Engineered Fabric Shade Structure, which states that an equal can be submitted within 30 days after the Notice-to-Proceed. However, when the difference between called-out product, USA Shade, and the yet-to-be-approved product, Modern Shade, is as substantial as \$174,001.70 (see attached Exhibit A), then this created an unfair advantage between the subject project bidders. All bidders should be in the same “playing field” and none with any more of an advantage than the others.



TRI-GROUP

Construction and Development, Inc.

Lic. No. 792159

This then raises the question if possibly, the 2 low apparent bidders had information about the selection of Modern Shade as being without any risk of being rejected, and that is why they decided to go with the much cheaper option, giving them a huge advantage, as we all know now. If Tri-Group had decided to also go with Modern Shade, Tri-Group would have been the low apparent bidders at \$1,065,937.70.

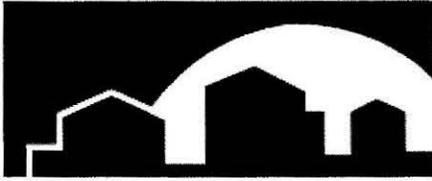
Approval of equals of large items, such as four (4) shade structures that carry much weight as it regards cost, should be submitted during the bidding stage, similar to another park project bidding this week for the County of San Diego, Ildica Park. In the case of Ildica Park, the County allowed substitutions, if they are done before the bid opening, through addenda.

Its only fair that the City of Carlsbad (city) rejects all bids and re-bids Calavera Hills Park project (Bid No. PWS20-1034PKS), by allowing the two Shade options and possibly 2 exercise equipment options. Providing options in such products, would also eliminate price gouging, which may have occurred in the case of the subject bid, because USA Shade's price at \$334,567 is believed to be excessive.

Please contact our office at 858-689-0058 for any questions regarding this matter.

Sincerely,

**Hani Assi
Vice President, RMO &
Secretary of Corporation**



TRI-GROUP
Construction and Development, Inc.
Lic. No. 792159

USA SHADE COST PROPOSAL:

\$334,567



USA SHADE
& Fabric Structures®

Calavera Hills Community Park

5/26/2020

We acknowledge receipt of Addendum 1, 2, 3 4, 5 and 6

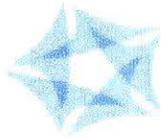
Proposal Prepared For:
General Contractor
0

,

AZ: 289388 CA: 989458 LA: 61718 NV: 78724
NM: 383826 TN: 68712 DIR: 1000003533

www.usa-shade.com

| 800-966-5005



Proposal for USA SHADE & Fabric Structures

Project Information:				Sales Information:	
Purchaser:	General Contractor	Contact:	Estimating	Sales Rep:	Patti Abrecht
Project Name:	Calavera Hills Community Park	Phone:		Phone:	949.466.4592
Quote No:	DAS 2020 0520 CHCP	Email:		Email:	pabrecht@usa-shade.com
PO No:		Fax:		Fax:	

Billing Information:		Shipping Information:		Jobsite Information:	
General Contractor		SOUTHERN CALIFORNIA		Calavera Hills Community Park	
		1085 N. Main Street, Suite C		2997 Glasgow Dr	
		Orange		Carlsbad	
		CA		CA	
		92867		92010	
Contact:	Estimating	Contact:	Patti Abrecht	Contact:	
Phone	0	Phone	949.466.4592	Phone	
Email:	0	Email:	pabrecht@usa-shade.com	Email:	
Fax:	0	Fax:	0	Fax:	

CORPORATE ADDRESS:
 2580 Esters Blvd., Suite 100
 DFW Airport, TX 75261

MAILING ADDRESS:
 P.O. Box 3467
 Coppel, TX 75019

REMITTANCE ADDRESS:
 P.O. Box 734158
 Dallas, TX 75373-4158

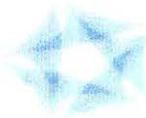
SOUTHERN CALIFORNIA:
 1085 N. Main Street, Suite C
 Orange, CA 92867

NORTHERN CALIFORNIA:
 927 Enterprise Way, Suite A
 Napa, CA 94558

ARIZONA:
 2452 W. Birchwood Ave, Suite 112
 Mesa, AZ 85202

LAS VEGAS:
 6225 S. Valley View Blvd., Suite 1
 Las Vegas, NV 89118

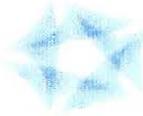
NOTE: This message is intended only for the use of the individual to whom it is addressed, and contains information that is privileged, confidential, and exempt from disclosure under applicable law. If you are not the intended recipient, or the employee or agent responsible for delivering this message to the intended recipient, you are hereby notified that any unauthorized disclosure, distribution, or copying of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately by phone and return the original message to the applicable address above.



Structure Pricing

AREA A				
UNIT IMAGE	UNIT DETAILS			
<p>AREA "A" DWG. 10C</p>	Unit Quantity:	1	Foundations By	USA Shade
	Unit Type:	Custom Joined Sails	Grout Installation	USA Shade
	Structure Size:	~28'x13'x25'x10'	Footing Type:	Drilled Pier
	USA Shade Model Number	custom	Base Attachment:	Recessed Base Plate
	Entry Height:	10'/15'	Anchor Bolts:	Included
	No of Columns:	6 per unit	Concrete Cutting:	N/A
	No of Fabric Tops:	3 per unit	Dirt Removal:	Included
	Fabric Type:	Colourshade_FR	Surface Type:	Dirt
	Fabric Color:	TBD	NOTES	
	Steel Finish:	Coastal Primer w/ Powder Coating	Foundation layout to be provided by others confirming final location and top of foundation elevations.	
Steel Color:	TBD (Std Colors)			
Electrical Provisions:	N/A			
PRICE	Cable/HDW Finish:	Galvanized		
TURNKEY - SEE BELOW	Concept No:	CON- FEB-021-15		

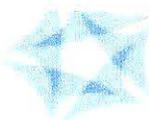
AREA B				
UNIT IMAGE	UNIT DETAILS			
	Unit Quantity:	1	Foundations By	USA Shade
	Unit Type:	Custom Joined Sails	Grout Installation	USA Shade
	Structure Size:	~26'x23'	Footing Type:	Drilled Pier
	USA Shade Model Number	custom	Base Attachment:	Recessed Base Plate
	Entry Height:	10'/15'	Anchor Bolts:	Included
	No of Columns:	8 per unit	Concrete Cutting:	N/A
	No of Fabric Tops:	3 per unit	Dirt Removal:	Included
	Fabric Type:	Colourshade_FR	Surface Type:	Dirt
	Fabric Color:	TBD	NOTES	
	Steel Finish:	Coastal Primer w/ Powder Coating	Foundation layout to be provided by others confirming final location and top of foundation elevations.	
Steel Color:	TBD (Std Colors)			
Electrical Provisions:	N/A			
PRICE	Cable/HDW Finish:	Galvanized		
TURNKEY - SEE BELOW Aug. 18, 2020	Concept No:	CON- FEB-021-15	Item #3	Page 12 of 18



Structure Pricing

AREA C				
UNIT IMAGE	UNIT DETAILS			
<p>PLAN VIEW</p>	Unit Quantity:	2	Foundations By	USA Shade
	Unit Type:	Custom Joined Sails	Grout Installation	USA Shade
	Structure Size:	~22'x14xX7'x16' & ~14'x32'x13'x12'	Footing Type:	Drilled Pier
	USA Shade Model Number	custom	Base Attachment:	Recessed Base Plate
	Entry Height:	10'/15'	Anchor Bolts:	Included
	No of Columns:	5 per unit	Concrete Cutting:	N/A
	No of Fabric Tops:	2 per unit	Dirt Removal:	Included
	Fabric Type:	Colourshade_FR	Surface Type:	Dirt
	Fabric Color:	TBD	NOTES	
	Steel Finish:	Coastal Primer w/ Powder Coating	Foundation layout to be provided by others confirming final location and top of foundation elevations.	
	Steel Color:	TBD (Std Colors)		
	Electrical Provisions:	N/A		
PRICE	Cable/HDW Finish:	Galvanized		
TURNKEY - SEE BELOW	Concept No:	CON- FEB-021-15		

AREA D				
UNIT IMAGE	UNIT DETAILS			
	Unit Quantity:	1	Foundations By	USA Shade
	Unit Type:	Custom Joined Sails	Grout Installation	USA Shade
	Structure Size:	~22'X10'X27'X9'	Footing Type:	Drilled Pier
	USA Shade Model Number	custom	Base Attachment:	Recessed Base Plate
	Entry Height:	10'/15'	Anchor Bolts:	Included
	No of Columns:	6 per unit	Concrete Cutting:	N/A
	No of Fabric Tops:	1 per unit	Dirt Removal:	Included
	Fabric Type:	Colourshade_FR	Surface Type:	Dirt
	Fabric Color:	TBD	NOTES	
	Steel Finish:	Coastal Primer w/ Powder Coating	Foundation layout to be provided by others confirming final location and top of foundation elevations.	
	Steel Color:	TBD (Std Colors)		
	Electrical Provisions:	N/A		
PRICE	Cable/HDW Finish:	Galvanized		
TURNKEY - SEE BELOW	Concept No:	CON- FEB-021-15		



ACCESS/MISC.			
QTY	ITEM	DETAILS	COST
TOTAL FOR ACCESS/MISC ITEMS:			\$0

PRICING TOTALS:	
Unit Total	\$ 334,567
Accessories/Miscellaneous	N/A
Shipping/Handling	Included
SUBTOTAL	\$ 334,567
Sales Tax (7.75%)	Included
Engineering	Included
Installation	Included
TOTAL PRICE	\$ 334,567

PAYMENT TERMS:	
(1) Upon execution of the Agreement (Deposit)	
(2) Upon delivery of Unit(s)	
(3) Upon completion of assembly/installation	
(4) Other (specify): <i>subcontract w/ progress billing</i>	X
NOTES:	

USA SHADE reserves the right to implement a surcharge for significant increases in raw materials, including the following not limited to: fuel, steel, fabric, and concrete. Proposal pricing is only valid for 30 days due to the fluctuation in price to recent significant increases experienced in raw steel and fabric materials, it may be necessary to order, invoice, and payments for steel and fabric as soon as final sizing can be determined.

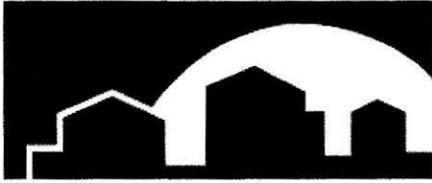
ENGINEERING REQUIREMENTS			NOTES
Building Code	CBC 2016	Pricing based on standard drill pier footings; Existing site conditions and constraints that require non-standard drill pier foundations will result in additional charges. Location & removal of existing underground utilities to be provided by others.	
Wind Load	95 mph		
Snow Load	5 psf		
Drawing Size	Electronic		
No. of Sealed Drawings	N/A		
Calculations Required	Yes		

INCLUSIONS / EXCLUSIONS					
INCLUDED	EXCLUDED	ENGINEERING REQUIREMENTS	INCLUDED	EXCLUDED	INSTALLATION - MISCELLANEOUS
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Sealed Drawings & Calculations	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Prevailing Wage / Certified Payroll
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Permit Submittal (By Others)	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Union Wages
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Permit Fee (By Others)	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Fencing
<input type="checkbox"/>	<input checked="" type="checkbox"/>	DSA Submittal & Fees (By Others)	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Curb Repair
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Design and Engineering of Structure	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Landscape Repair
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Design and Engineering of Foundation	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Demolition (Existing Structures)
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Reactions and Loads for attachment to Walls, Rooftops, or Other	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Payment and Performance Bonds (Add Item #3)
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Foundation Location and Elevation Survey (By Others)	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Social Inspection Fees (By Others)

Aug 18, 2020

Item #3

Page 14 of 18



TRI-GROUP
Construction and Development, Inc.
Lic. No. 792159

MODERN SHADE COST PROPOSAL

(Supplier: Recreation Brands of So. Cal, Inc.)
(Installer: Western State Builder)

\$78,765.30 + \$81,800.00 = \$160,565.30



Recreation Brands of Southern California, Inc.
 540 S. Andreasen Drive, Suite G
 Escondido, CA 92029

Factory Representative for:
 Modern Shade, LLC

Phone # 858-442-3670 Fax # 423-425-3124

Estimate

Date	Estimate #
5/15/2020	807-1785

RECREATION BRANDS
 SOUTHERN CALIFORNIA

mike.etchison@RecreationSC.com

www.RecreationSC.com



Customer Name		Terms		REP	FOB	PROJECT / JOB	
General Contractor Attn: Estimator		Net 30		AE	FACTORY	Calavera Hills Comm Park	
Item	Description	Qty	Rate	Total			
Hypar/Tri-Sail Syste...	Modern Shade, Custom Hypar / Tri-Sail System w/ in-ground columns; factory Powdercoat finish; Per Area A: DWG CON-FEB-021-15 Rev C; "Proposed Substitute"	1	13,234.50	13,234.50T			
Hypar/Tri-Sail Syste...	Modern Shade, Custom Hypar / Tri-Sail System w/ in-ground columns; factory Powdercoat finish; Per Area B: DWG CON-FEB-021-15 Rev C; "Proposed Substitute"	1	17,051.95	17,051.95T			
Hypar/Tri-Sail Syste...	Modern Shade, Custom Hypar / Tri-Sail System w/ in-ground columns; factory Powdercoat finish; Per Area C1: DWG CON-FEB-021-15 Rev C; "Proposed Substitute"	1	10,549.78	10,549.78T			
Hypar/Tri-Sail Syste...	Modern Shade, Custom Hypar / Tri-Sail System w/ in-ground columns; factory Powdercoat finish; Per Area C2: DWG CON-FEB-021-15 Rev C; "Proposed Substitute"	1	11,237.83	11,237.83T			
This quote is valid thru 12/4/2020					Subtotal		
The acceptance signature below serves as authorization to order the items quoted and indicates acceptance of the listed prices and payment terms. Signature will not substitute for a Purchase Order, if a Purchase Order is required by the Customer.					Sales Tax (7.75%)		
					Total		
Exclusions: Unloading, Storage, Assembly, Installation, Concrete Flatwork, Footings, Site Preparation, Subgrade, Temporary Fencing, Permits & Fees.					Please note that credit card charges require an additional 3.5% processing fee which will be added to the "Amount of Charge" if not already added.		
ORDERS WILL NOT BE PROCESSED UNTIL 50% DEPOSIT IS RECEIVED. 50% BALANCE IS DUE NET 30 UPON MANUFACTURING COMPLETION. PUBLIC ENTITIES ARE PREAPPROVED FOR NET 30 TERMS.							

Signature _____



Recreation Brands of Southern California, Inc.
 540 S. Andreasen Drive, Suite G
 Escondido, CA 92029

Factory Representative for:
 Modern Shade, LLC

Phone # 858-442-3670 Fax # 423-425-3124

Estimate

Date	Estimate #
5/15/2020	807-1785

RECREATION BRANDS
 SOUTHERN CALIFORNIA

mike.etchison@RecreationSC.com

www.RecreationSC.com



Customer Name		Terms	REP	FOB	PROJECT / JOB
General Contractor Attn: Estimator					
		Net 30	AE	FACTORY	Calavera Hills Comm Park
Item	Description	Qty	Rate	Total	
Hypar/Tri-Sail Syste...	Modern Shade, Custom Hypar / Tri-Sail System w/ in-ground columns; factory Powdercoat finish; Per Area D: DWG CON-FEB-021-15 Rev C; "Proposed Substitute"	1	14,269.61	14,269.61T	
S&S Engineering	Signed & Sealed Engineering Drawings, Calculations and Footing Design	1	3,700.00	3,700.00	
Freight	Commercial Freight	1	3,580.00	3,580.00	
This quote is valid thru 12/4/2020				Subtotal	\$73,623.67
The acceptance signature below serves as authorization to order the items quoted and indicates acceptance of the listed prices and payment terms. Signature will not substitute for a Purchase Order, if a Purchase Order is required by the Customer.				Sales Tax (7.75%)	\$5,141.63
				Total	\$78,765.30
Exclusions: Unloading, Storage, Assembly, Installation, Concrete Flatwork, Footings, Site Preparation, Subgrade, Temporary Fencing, Permits & Fees.				Please note that credit card charges require an additional 3.5% processing fee which will be added to the "Amount of Charge" if not already added.	
ORDERS WILL NOT BE PROCESSED UNTIL 50% DEPOSIT IS RECEIVED. 50% BALANCE IS DUE NET 30 UPON MANUFACTURING COMPLETION. PUBLIC ENTITIES ARE PREAPPROVED FOR NET 30 TERMS.					

Signature _____



Western State Builders

Date: 4/8/2020
 Proposal #: WSB 67811

Address: Calavera Hills Community Park
 Project: Installation of (4) Hypar Shade Sail units PPS Play Equipment

Project Number: 67811

Western State Builders proposes to provide all labor/Material to complete the work listed for the above referenced project.

Installation of Shade Structures

Estimated
 Cost

DESCRIPTION OF WORK

Equipment Install

- Receive unload and Install Area A Shade Structure
- Receive unload and Install Area B Shade Structure
- Receive unload and Install Area C Shade Structure
- Receive unload and Install Area D Shade Structure
- Layout Structure to ensure Youth Zones are met
- Footings to be drilled and installed per manufacture Specs
- Concrete to be supplied per manufacture specs (Pump needed)
- Structurers Support Posts to be flagged poled
- Erect Structure to meet Manufacture Specs
- Take in Air Measurements of Shade sails and provide dimensions to manuf.
- Revisit site and install all fabrics on second mobilization

- Labor
- Equipment
- Concrete
- Rebar
- Pump
- Material

- Equipment Access needed
- Equipment Material Supplied BY others
- Exc. Rock Drilling, Testing, water, electrical, Landscape Irrigation Repairs
- Survey, Spoils Removal
- Prevailing Wage Rates Apply

Total
\$81,800.00

CONDITIONS AND STIPULATIONS

- Proposal only includes the items listed on Description of Work above.
- Any additional work requested will be billed at the Western State Builder's current rental rates.
- All quantities to be measured and approved by the project superintendent/Home Owner prior to billing.
- Western State Builders is not responsible for the changes made to Western State Builders