



MINUTES

**SPECIAL MEETING OF THE
CARSON RECLAMATION AUTHORITY
3:00 P.M.**

CALL TO ORDER: The meeting was called to order at 3:07 P.M. by Authority Chair Lula Davis-Holmes in the Helen Kawagoe Council Chambers, Carson City Hall, located at 701 E. Carson Street, Carson, California 90745.

ROLL CALL: Authority Secretary, Dr. Khaleah K. Bradshaw noted the roll:

Authority Board Members Present:

Authority Chair Lula Davis-Holmes, Authority Vice Chair Cedric Hicks, Board Member Ray Aldridge, Jr., Board Member Lillian Hopson, and Board Member Dianne Thomas

Also Present:

Monica Cooper, Authority Treasurer; John Raymond, Executive Director; and Sunny Soltani, Authority Counsel

FLAG SALUTE:

Board Member Aldridge, Jr. led the Pledge of Allegiance.

INVOCATION:

Board Member Thomas gave the invocation.

REPORT ON ANY PUBLIC COMMENTS ON CLOSED SESSION ITEMS (AUTHORITY SECRETARY) – None.

ANNOUNCEMENT OF CLOSED SESSION ITEMS (AUTHORITY COUNSEL)

Authority Counsel Soltani announced the Closed Session item.

RECESS INTO CLOSED SESSION

The meeting was recessed at 3:16 P.M. by Authority Chair Davis-Holmes to Closed Session after the Oral Communications (Members of the Public).

RECONVENE: OPEN SESSION

The meeting was reconvened at 3:54 P.M. by Authority Chair Davis-Holmes with all members previously noted present.

REPORT ON CLOSED SESSION ACTIONS (AUTHORITY COUNSEL)

Authority Counsel Soltani provided the Closed Session Report as follows:

CLOSED SESSION (Item 1)

Item No. 1. 2023-0945 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION

Recommendation: A closed session will be held, pursuant to Government Code Section 54956.9(d)(1), to confer with legal counsel regarding pending litigation to which the Carson Reclamation Authority is a party. The title of such litigation is as follows: CAM-Carson, LLC v. Carson Reclamation Authority, City of Carson and Successor Agency to the Carson Redevelopment Agency, Los Angeles Superior Court Case No. 20STCV16461.

ACTION: No reportable action was taken.

ORAL COMMUNICATIONS FOR MATTERS LISTED ON THE AGENDA (MEMBERS OF THE PUBLIC)

This item was heard after Announcement of Closed Session Item.

Rick Pulido

Referred to Ordinance No. 23-2311, “An Economic Development Benefit Agreement with the Carson Reclamation Authority, a California Joint Powers Authority, and CAM-Carson, LLC, A Limited Liability Company, to Provide an Economic Development Subsidy for the Development of a Portion of the Former Cal-Compact Landfill, 20400 South Main Street, Carson”, that was adopted by the City Council on December 28, 2023 and offered comments in opposition of the adoption of the ordinance.

APPROVAL OF MINUTES – None.

CONSENT: (Item 2)

Item No. 2 was heard after Report on Closed Session Action.

It was moved to approve Consent Item No. 2 on motion of Hicks, seconded by Thomas and unanimously carried by the following vote:

Ayes: Authority Chair Davis-Holmes, Authority Vice Chair Hicks, Board Member Aldridge, Jr., Board Member Hopson, and Board Member Thomas

Noes: None

Abstain: None
Absent: None

Item No. 2. 2023-0936 CONSIDER FIRST AMENDMENT TO THE AGREEMENT WITH DAVID TAUSSIG AND ASSOCIATES, INC., D/B/A DTA, TO PROVIDE CFD RESTRUCTURING AND SPECIAL TAX CONSULTING SERVICES TO THE CARSON RECLAMATION AUTHORITY

Recommendation: TAKE the following actions:
1. APPROVE AN AMENDMENT TO EXTEND THE TERM OF THE AGREEMENT BETWEEN THE CARSON RECLAMATION AUTHORITY AND DAVID TAUSSIG AND ASSOCIATES, INC. D/B/A DTA, A CALIFORNIA CORPORATION, TO RESTRUCTURE COMMUNITY FACILITIES DISTRICTS 2012-1 AND 2012-2 ON THE 157-ACRE SITE, THE FORMER CAL-COMPACT LANDFILL, IN AN AMOUNT NOT TO EXCEED \$61,000.00, TO MARCH 27, 2024
2. AUTHORIZE the Executive Director to execute the Agreement in a form acceptable to the Authority Counsel.

ACTION: Item No. 2 was approved on Consent.

DISCUSSION: (Items 3 to 5)

Item No. 3. 2023-0943 CONSIDER AUTHORIZING EXECUTIVE DIRECTOR TO APPROVE AND BIND COVERAGE ON A POLLUTION LEGAL LIABILITY ("PLL") BRIDGE POLICY WITH A LIMIT OF \$50,000,000, ADDING AN ADDITIONAL SIX YEARS TO THE EXISTING POLICY, FROM BEAZLEY ECLIPSE (LLOYDS SYNDICATES 623 AND 2623) PROCURED THROUGH MARSH USA, INC. IN AN AGGREGATE PREMIUM AMOUNT NOT TO EXCEED \$2,000,000, PLUS APPLICABLE SURPLUS LINES TAXES AND BROKERAGE FEES

Executive Director Raymond gave a report.

Recommendation: 1. AUTHORIZE the Executive Director to bind coverage on behalf of the Carson Reclamation Authority on a Pollution Legal Liability Policy offered through Beazley Eclipse, Lloyd's of London Syndicates 623 and 2623 ("Beazley") with a limit of liability in the aggregate amount of \$50,000,000 (\$1.00 from December 31, 2023 to December 31, 2027, with automatic step-up to \$50,000,000 on December 31, 2027), procured through Marsh USA, Inc. having a term of ten years.
2. AUTHORIZE the Executive Director to bind coverage and execute any necessary documents related to the policies described in Section 1.

ACTION: It was moved to approve staff recommendations on motion of Thomas, seconded by Hopson and unanimously carried by the following vote:

Ayes: Authority Chair Davis-Holmes, Authority Vice Chair Hicks, Board Member Aldridge, Jr., Board Member Hopson, and Board Member Thomas
Noes: None
Abstain: None
Absent: None

Item No. 4. 2023-0940 CONSIDER AN ECONOMIC DEVELOPMENT BENEFIT AGREEMENT BY AND BETWEEN THE CITY OF CARSON, THE CARSON RECLAMATION AUTHORITY, A CALIFORNIA JOINT POWERS AUTHORITY, AND CAM-CARSON, LLC, A LIMITED LIABILITY COMPANY, TO PROVIDE AN ECONOMIC DEVELOPMENT SUBSIDY FOR THE DEVELOPMENT OF A PORTION OF THE FORMER CAL-COMPACT LANDFILL, 20400 SOUTH MAIN STREET, CARSON; AND, RESOLUTION NO. 23-18-CRJPA, A RESOLUTION AMENDING THE AUTHORITY'S BUDGET FOR FISCAL YEAR 2023-2024

Executive Director Raymond gave a report.

Authority Treasurer Cooper referred to Measure M and Measure R funds that will be utilized and stated those funds were supposed to be used for specific purposes. She asked if cleared with the county to use those funds for the project. Executive Director Raymond stated that the Finance Department submitted the project to Metro as part of the budget allocation and received the consent from Metro in August 2023.

Board Member Thomas asked if the City is responsible for the infrastructure. Executive Director Raymond responded to her question.

Recommendation: TAKE the following actions:
1. APPROVE AN ECONOMIC DEVELOPMENT BENEFIT AGREEMENT WITH BY AND BETWEEN THE CITY OF CARSON, THE CARSON RECLAMATION AUTHORITY AND CAM-CARSON, LLC
2. APPROVE Resolution No. 23-18-CRJPA, A RESOLUTION OF THE CARSON RECLAMATION AUTHORITY AMENDING THE FISCAL YEAR 2023-24 BUDGET IN THE AMOUNT OF \$26,000,000.
3. AUTHORIZE the Chair to execute all documents in a form acceptable to the Authority Counsel.

ACTION: It was moved to approve staff recommendations on motion of Thomas, seconded by Davis-Holmes and unanimously carried by the following vote:

Ayes: Authority Chair Davis-Holmes, Authority Vice Chair Hicks, Board Member Aldridge, Jr., Board Member Hopson, and Board Member Thomas
Noes: None

Abstain: None
Absent: None

Item No. 4 was heard again after Item No. 5.

Executive Director Raymond noted for the record that he circulated a corrected version of budget Resolution No. 23-18-CRJPA. The City budget resolution was inadvertently uploaded.

Item No. 5. 2023-0942 CONSIDER FOURTH AMENDMENT TO AN OPTION AGREEMENT WITH CARSON GOOSE OWNER, LLC FOR THE DEVELOPMENT OF CELLS 3, 4, AND 5 AT THE FORMER CAL COMPACT LANDFILL, 20400 SOUTH MAIN STREET

Executive Director Raymond gave a report and noted another fee that the developer pays and changed the dollar amount of the annual installment.

Authority Counsel Soltani explained the monthly/annual installment structure and restriction from the developer.

Executive Director Raymond referred to Section 2.3.2 of the agreement which amends Section 6.2 of the option and the dollar amount in subsection b which states \$62,500 would be \$83,333.33, that is the \$1 million a year, and \$62,500 is \$750,000 a year.

Authority Chair Davis-Holmes asked what section of the agreement Executive Director Raymond is referring to.

Executive Director Raymond stated Section 2.3.2, annual installments, of the agreement which reads Section 6.2 of the third amendment is hereby deleted and is amended. He also referred below Section 6.2 subsection b, correction of \$62,500 to \$83,333.33 for total of \$16,500,000.

Authority Counsel Soltani stated that the agreement will be corrected immediately and will be executed at the beginning of the year and available in the City Clerk's Office.

Authority Chair Davis-Holmes requested that the corrected agreement be made part of the next agenda packet. Executive Director Raymond stated he would have the corrected agreement as a Receive and File item for the next meeting agenda.

Authority Counsel Soltani stated the motion is to include the \$62,500 amount changed to \$83,333.33 and that there is language added that the installment payments cannot be used for the sole benefit of Cell 2.

- Recommendation:
1. APPROVE the Fourth Amendment to Option Agreement and Joint Escrow Instructions between the Carson Reclamation Authority and Carson Goose Owner, LLC; and
 2. AUTHORIZE the Board Chair to execute the Fourth Amendment and any related documents.

ACTION: It was moved to approve staff recommendations, and as stated by Authority Counsel Soltani to include in the motion the \$62,500 amount changed to \$83,333.33 and that

there is language added that the installment payments cannot be used for the sole benefit of Cell 2, on motion of Davis-Holmes, seconded by Thomas and unanimously carried by the following vote:

Ayes: Authority Chair Davis-Holmes, Authority Vice Chair Hicks, Board Member Aldridge, Jr., Board Member Hopson, and Board Member Thomas
Noes: None
Abstain: None
Absent: None

ORAL COMMUNICATIONS (MEMBERS OF THE PUBLIC)

This item was heard after Item No. 4.

Brendan Kotler on behalf of Carson Goose Owner, LLC

Stated he appreciates and understands the changes that were made. The goal of the Carson Reclamation Authority (CRA) board is to not only see the project get done but the CRA remaining solvent. He thanked the board for their continued work.

ORAL COMMUNICATIONS (AUTHORITY MEMBERS)

Authority Vice Chair Hicks thanked everyone for their prayers during his surgery and wished everyone a Happy New Year.

Board Member Hopson wished everyone a Happy New Year.

Board Member Aldridge, Jr. wished everyone a Happy New Year, a prosperous and eventful new year.

Board Member Thomas offered the following comments:

- Thrilled and excited to be on the West Coast again after being gone on the East Coast for the last couple months
- Thankful for the prayers while her daughter was ill
- Wished the best to everyone
- Wished everyone a Happy New Year

Authority Chair Davis-Holmes offered the following comments:

- Thanked staff for all their hard work even though the plan was to go dark
- Thanked Authority Counsel Sunny Soltani for her hard work
- Thanked Executive Director John Raymond for working hard after his hip surgery
- Thanked Authority Secretary, Dr. Bradshaw and Authority Treasurer Cooper for attending the meeting.
- Thanked everyone
- Wished everyone a Happy New Year and will see everyone in 2024

ANNOUNCEMENT OF UNFINISHED OR CONTINUED CLOSED SESSION ITEMS (AS NECESSARY) – None.

RECESS TO CLOSED SESSION – None.

RECONVENE TO OPEN SESSION – None.

ADJOURNMENT

The meeting was adjourned at 4:29 P.M. by Authority Chair Davis-Holmes.

Lula Davis-Holmes
Authority Chair

ATTEST:

Dr. Khaleah K. Bradshaw
Authority Secretary

APPROVED BY CARSON RECLAMATION AUTHORITY	
<u>02-12-2024</u>	
Approved as Submitted.	CH/LH 5/0