



MINUTES

**REGULAR MEETING OF THE
CARSON RECLAMATION AUTHORITY**

CALL TO ORDER: The meeting was called to order at 4:58 P.M. by Authority Chairman Albert Robles.

ROLL CALL: Authority Secretary Donesia Gause-Aldana called the roll:

Authority Board Members Present:

Chairman Albert Robles, Authority Vice Chairman Elito Santarina, Board Member Ray Aldridge, Jr., and Board Member Rashina Young

Other Elected Officials Present:

Donesia Gause-Aldana, Authority Secretary, and Monica Cooper, Authority Treasurer

Also Present:

Kenneth C. Farfsing, City Manager; Sunny Soltani, Authority Attorney; John Raymond, Assistant City Manager; David Roberts, Assistant City Manager; Maria Williams-Slaughter, Director of Public Works; Saied Naaseh, Director of Community Development; Faye Moseley, Director of Human Resources and Risk Management

CLOSED SESSION (Item 1)

ANNOUNCEMENT OF CLOSED SESSION ITEMS

Authority Attorney Soltani announced the Closed Session item.

RECESS INTO CLOSED SESSION

The meeting was recessed at 4:59 P.M. by Authority Chairman Robles to Closed Session.

RECONVENE TO OPEN SESSION

The meeting was reconvened at 5:18 P.M. by Authority Chairman Robles with all members noted present previously.

REPORT ON CLOSED SESSION ACTIONS

Authority Attorney Soltani provided the Closed Session report as follows:

Item No.1. 2018-823

CONFERENCE WITH REAL PROPERTY NEGOTIATOR

Recommendation:

A closed session will be held, pursuant to Government Code Section 54956.8, to enable the Reclamation Authority to consider negotiations with James Acevedo, President of Grapevine Development, with whom the Authority is negotiating, and to give direction to its negotiators, Kenneth C. Farfsing, City Manager, John Raymond, Assistant City Manager and Saied Naaseh, Director of Community Development, regarding that certain real property known as 20400 South Main Street. The Authority's real property negotiator will seek direction from the Reclamation Authority regarding the price and terms of payment for the property.

ACTION: Discussions about changing terms in the Exclusive Negotiating Agreement (ENA) and will detail the changes during Assistant City Manager Raymond's staff report.

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

William Koons

Reported the Air Quality Management District (AQMD) formed a community steering committee which is comprised of four members from the Carson community including himself, Joseph Pinon, and two other residents; the purpose of the committee in affiliation with California Air Resources Board (CARB) and Southern California Air Quality Management District is to work on a pilot project to work on plans to reduce pollution in the community boundary areas comprised of Carson, Wilmington and west Long Beach.

APPROVAL OF MINUTES:

Item No. 2. 2018-828

APPROVAL OF THE OCTOBER 2, 2018 CARSON RECLAMATION AUTHORITY REGULAR MEETING MINUTES

Recommendation: Approve the minutes as listed.

ACTION: The minutes were approved as listed on motion of Robles, seconded by Santarina and unanimously carried by the following vote:

Ayes: Authority Chairman Robles, Authority Vice Chairman Santarina, Board Member Aldridge, Jr., and Board Member Young

Noes: None

Abstain: None

Absent: None

CONSENT: (Items 3-6)

ACTION: It was moved to approve the Consent items on motion of Robles, seconded by Young and unanimously carried by the following vote:

Ayes: Authority Chairman Robles, Authority Vice Chairman Santarina, Board Member Aldridge, Jr., and Board Member Young
Noes: None
Abstain: None
Absent: None

Item No. 3. 2018-806 CONSIDER APPROVAL OF RESOLUTION NO. 18-10-CRJPA RATIFYING CLAIMS AND DEMANDS IN THE AMOUNT OF \$5,924,539.98.

Recommendation: 1. WAIVE further reading and APPROVE RESOLUTION NO. 18-10-CRJPA, "A RESOLUTION OF THE CARSON RECLAMATION AUTHORITY RATIFYING CLAIMS AND DEMANDS IN THE AMOUNT OF \$5,924,539.98."
2. AUTHORIZE the Authority Chairman to execute Resolution No. 18-10-CRJPA following approval as to form by the Authority Counsel.

ACTION: Item No. 3 was approved on Consent.

Item No. 4. 2018-809 CONSIDER MONTHLY INVESTMENT AND CASHREPORT FOR THE CARSON RECLAMATION AUTHORITY AS OF SEPTEMBER 30, 2018

Recommendation: RECEIVE and FILE.

ACTION: Item No. 4 was approved on Consent.

Item No. 5. 2018-752 CONSIDER AMENDMENT NUMBER 8 TO A SPECIAL COUNSEL ENGAGEMENT AGREEMENT WITH GREENBERG TRAUIG, LLP FOR LEGAL SERVICES RELATED TO RISK MANAGEMENT AND REGULATORY ISSUES THROUGH DECEMBER 31, 2018, IN A NOT-TO-EXCEED AMOUNT OF UP TO \$312,950

Recommendation: 1. APPROVE Amendment No. 8 to a Special Counsel Engagement Agreement ("Amendment") with Greenberg Traurig, LLP for legal services related to placement of insurance, development of regulatory agreements, and other related matters in the amount of \$312,950.
2. AUTHORIZE the Chairman to execute the Amendment following approval as to form by the Authority Counsel.

ACTION: Item No. 5 was approved on Consent.

Item No. 6. 2018-759 CONSIDER WAIVER OF POTENTIAL CONFLICT OF INTEREST RELATED TO GRAPEVINE DEVELOPMENT (CARSON RECLAMATION AUTHORITY)

Recommendation: Consider Waiver of Potential Conflict of Interest.

ACTION: Item No. 6 was approved on Consent.

SPECIAL ORDERS OF THE DAY: (None)

DISCUSSION: (Item 7)

Item No. 7. 2018-832 CONSIDER AN EXCLUSIVE RIGHT TO NEGOTIATE WITH GRAPEVINE DEVELOPMENT, LLC, FOR THE DEVELOPMENT OF A HOSPITALITY-ENTERTAINMENT CENTER ON CELL 1 OF A 157-ACRE PARCEL OWNED BY THE CARSON RECLAMATION AUTHORITY, THE FORMER CAL-COMPACT LANDFILL, AND A TIME-LIMITED RIGHT TO PROPOSE ON CELLS 3, 4, AND 5; AND, A DEPOSIT AND REIMBURSEMENT AGREEMENT AMONG THE CITY OF CARSON, THE CARSON RECLAMATION AUTHORITY AND GRAPEVINE DEVELOPMENT, LLC

Assistant City Manager Raymond provided a brief staff report.

Authority Attorney Soltani noted the following changes to the Exclusive Negotiating Agreement (ENA):

- Cleanup certain items to make sure they are finalized.
- Split the \$2 million deposit, with \$1 million as performance deposit which is refundable to Grapevine Development should the City refuse to award a development agreement; this \$1 million becomes fully refundable to Grapevine Development.
- The other \$1 million split goes into the reimbursement agreement between Carson Reclamation Authority, Grapevine Development and City.
- The \$250,000 is deposited into the General Fund; deposit is to be applied to costs incurred since last September in connection with negotiations with Grapevine Development up to the ENA; Grapevine Development requested costs be deducted from the \$250,000 already deposited.
- The \$1 million reimbursement deposit becomes effective as of today if the Carson Reclamation Authority (CRA) approves the ENA, the remainder of the costs incurred from September will be deducted from the money on deposit.

Mr. Acevedo, representing Grapevine Development, LLC

Spoke in support of the project and agreed to the term agreements as stated by Authority Attorney Soltani.

Recommendation: 1. APPROVE an Exclusive Negotiating Agreement with Grapevine, LLC
 2. APPROVE a Deposit and Reimbursement Agreement Among the City of Carson, the Carson Reclamation Authority and Grapevine Development, LLC
 3. AUTHORIZE the Chairman and if necessary the City Manager to execute all documents related to the Agreements in a form acceptable to the Authority Counsel and City Attorney

ACTION: It was moved to 1) Approve staff recommendation No. 1 as amended by Authority Attorney Soltani; 2) Approve staff recommendation No. 2 as amended by Authority Attorney Soltani; and 3) Approve staff recommendation No. 3 on motion of Robles, seconded by Santarina and unanimously carried by the following vote:

Ayes: Authority Chairman Robles, Authority Vice Chairman Santarina, Board Member Aldridge, Jr., and Board Member Young
Noes: None
Abstain: None
Absent: None

Assistant City Manager Raymond announced the progress of the pile driving at the 157-acre site called the indicator pile program in which the first 20 piles on the site driving beginning on November 13, 2018.

ORDINANCE SECOND READING: (None)

ORAL COMMUNICATIONS (MEMBERS OF THE PUBLIC) – None.

ORAL COMMUNICATIONS (AUTHORITY MEMBERS) – None.

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 5:41 P.M. by Authority Chairman Robles.

Authority Chairman Albert Robles

ATTEST:

Authority Secretary Donesia Gause-Aldana, MMC

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| APPROVED BY CARSON RECLAMATION AUTHORITY | |
| 12-04-2018 | |
| Approved as Submitted. | AR/RV 4/0 |
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