

Fwd: AECOM Amendment

**Subject:** Fwd: AECOM Amendment

**From:** Alana Cheng <alanac@ci.garden-grove.ca.us>

**Date:** Mon, 4 Jan 2016 17:04:51 -0800 (PST)

**To:** Matthew Reid <matt.reid@landanddesign.com>

**CC:** Greg Blodgett <greg1@ci.garden-grove.ca.us>, Maria Parra <mariap@ci.garden-grove.ca.us>, Karl Hill <karlh@ci.garden-grove.ca.us>

Hi Matt,

Please see attached contract amendment for the Site C project. Please sign, email it back, and return the original to me in the mail at your earliest convenience.

Thank you.

Alana Cheng

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**From:** "Jane Chang" <Jane.Chang@aecom.com>

**To:** "Alana Cheng" <alanac@ci.garden-grove.ca.us>

**Cc:** "Jerry Flores" <Jerry.Flores@aecom.com>

**Sent:** Monday, January 4, 2016 9:17:28 AM

**Subject:** RE: AECOM Amendment

Good morning, Alana.

Attached is the signed and stamped contract amendment for Site C Project. The original hard copy will be mailed out to your attention today.

Thank you.

**Jane Chang**

Design, Planning + Economics

AECOM

D 714.567.2788

<b>Signed_AECOM Amendment No. 1 to extend contract to \$33,510.pdf</b>	<b>Content-Type:</b> application/pdf <b>Content-Encoding:</b> base64
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**CITY OF GARDEN GROVE**

**AMENDMENT NO. 1**

**Environmental Analysis**

This Amendment No. **1** to furnish **Environmental Analysis and Documentation Services** is made and entered into this **16th day of November 2015**, by and between the **CITY OF GARDEN GROVE**, hereinafter referred to as "CITY", and **AECOM TECHNICAL SERVICES, INC.**, hereinafter referred to as "CONTRACTOR".

WHEREAS, CONTRACTOR and CITY entered into Contract No. \_\_\_\_\_, effective **August 24, 2015** for Environmental Analysis (the "Existing Contract").

WHEREAS, CONTRACTOR and CITY desire to amend the Existing Contract as provided herein.

Now, therefore, it is mutually agreed, by and between the parties as follows:

Section 3.0., COMPENSATION - shall be amended as follows:

The contract price to cover the term of this Amendment No. **1** is hereby **increased** by **\$15,400.00** to a new Firm Fixed Price of **\$33,510.00**. This is an increase of \$15,400.00 to cover additional services that will be performed outside the original Scope of Work dated June, 30, 2015. A detailed explanation of the additional tasks are included in Exhibit "A", all costs for additional work and the original agreement are paid for completely by the Developer, Land & Design, Inc.

A sole source designation request was approved by the City Manager on October 20, 2015 for the Add Service Request submitted by AECOM. A detailed explanation to allow the increase with the same contractor in a fiscal year for the same services are included in Exhibit "B". In no event shall the total compensation for the extended performance period exceed the total amount of **\$33,510.00**.

Except as expressly amended hereby, all of the terms and conditions in the Existing Contract remain in full force and effect as originally executed.

IN WITNESS WHEREOF, the parties have caused this Amendment No. 1 to the Existing Contract to be executed by their respective officers duly authorized on the date first written above.

Date: \_\_\_\_\_

**"CITY"**  
**CITY OF GARDEN GROVE**

By: \_\_\_\_\_  
**City Manager**

**ATTESTED:**

\_\_\_\_\_  
**City Clerk**

Date: \_\_\_\_\_

**"CONTRACTOR"**  
**AECOM Technical Services, Inc.**

By: Rob A. Lowey

Name: Rob A. Lowey

Title: Vice President

Date: 12/2/15

If CONTRACTOR is a corporation, a Corporate Resolution and/or Corporate Seal is required. If a partnership, Statement of Partnership must be submitted to CITY.



**APPROVED AS TO FORM:**

Omar Anderson  
**Garden Grove City Attorney**

11-18-15  
**Date**

**"DEVELOPER"**  
**Land & Design, Inc.**

\_\_\_\_\_  
**President**

\_\_\_\_\_  
**Date**

Exhibit A



AECOM  
999 Town & Country Road  
Orange, CA 92668  
www.aecom.com

714.587.2400 tel  
714.587.2409 fax

September 28, 2015

Mr. Karl Hill  
Acting Community Development Director  
Community Development Department  
City of Garden Grove  
11222 Acacia Parkway  
Garden Grove, CA 92840

**Subject: Add Service Request for International West Hotel – Harbor East (Site C) Addendum to Final Initial Study/Mitigated Negative Declaration**

Dear Karl,

Per our September 22, 2015 meeting, this correspondence serves as a request for an additional services amendment to our current Professional Services Agreement, executed between the City of Garden Grove and AECOM, dated August 24, 2015 and based on our Scope of Work dated June 30, 2015. Please see the detailed explanation of tasks that will be performed that are outside of the Scope of Work dated June 30, 2015.

**Scope of Work**

**Task 1 – Preparation of Updated Trip Generation and ULI Shared Parking Analysis**

RK Engineering Group, Inc. (RK) prepared a traffic impact study and ULI Shared Parking analysis for the proposed project in July 2012. Based on the current proposed project, RK will prepare an updated traffic impact study and ULI Shared Parking analysis. RK will compare the trip generation of the previously approved development plan to the new and updated development plan utilizing the ITE Trip Generation Manual. If the new project is generating fewer trips than the approved project, it may not be necessary to prepare a traffic study analyzing all 21 previously identified intersections. This task includes:

1. Review of the site plan for the project from a traffic circulation and access standpoint.
2. Discuss the project with AECOM project team in a kick-off meeting.
3. Obtain the updated development plan and calculate the trip generation for the proposed project and compare it to the previously approved development plan.
4. Determine parking requirements for all of the existing uses based on the City of Garden Grove Parking Code.
5. Update the ULI shared parking analysis based on the City of Garden Grove parking rates and/or City staff approved rates.
6. Develop project recommendations with respect to peak parking demand.
7. Provide a letter with tables and exhibits that outline the results of the trip generation comparison.



8. Share the findings with AECOM and the City of Garden to determine if more analysis is needed.

#### **Task 2 – Preparation of Updated Acoustical Study**

RK prepared an acoustical study for the proposed project in July 2012. Based on the current proposed project, RK will prepare an updated acoustical report. The primary source of noise impacting the project site would be local traffic noise from the local roadway system. The primary sources of noise impacting the adjacent properties would be short-term construction noise and long-term operational noise (i.e., condenser units, truck deliveries, loading/unloading and parking structure noise). RK will utilize data from the previously approved acoustical study for the revised analysis. RK will need electronic file of site plans (including grading information) and elevation of surrounding residential community. This task includes:

1. Review of the preliminary site plan for the project from an acoustical standpoint.
2. Discuss the project with AECOM project team in a kick-off meeting.
3. Utilize the FHWA Construction Noise Model to determine the short-term construction noise impacts for the project. Determine the exterior noise impact to the surrounding adjacent properties and evaluate effectiveness of previously identified mitigation measures to alleviate any potentially significant noise impact, and identify additional measures, if necessary.
4. Utilize a version of the stationary noise analysis software to determine the operational noise impacts from the project site to the surrounding adjacent properties. Establish the exterior noise impact the project site would (if any) have to the adjacent properties, and evaluate effectiveness of previously identified mitigation measures to alleviate any potentially significant noise impact, and identify additional measures, if necessary.
5. Utilize a version of the FHWA Noise Prediction Model to determine the change in the noise level on the local roadway system as a result of the project.
6. Establish outdoor noise impacts and required mitigation measures, if applicable.
7. Summarize the results of the analysis in a preliminary acoustical study that will address the exterior noise impacts to and from the project site for both short-term and long-term noise impacts and provide recommended mitigation measures, if necessary.

#### **Task 3 – Preparation of Updated Air Quality Impact Study and Greenhouse Gas Analysis**

RK prepared an air quality and greenhouse gas (GHG) study for the proposed project in July 2012. Based on the current proposed project, RK will prepare an updated and revised air quality impact study including a GHG analysis. RK will utilize data from the previously approved air quality and GHG analyses for the revised reports. RK will need electronic file of proposed site plan and preliminary grading plan including roadway elevations adjacent to the project. This task includes:

1. Review of the site plan and traffic study/trip generation for the project from an air quality standpoint.
2. Discuss the project with AECOM project team in a kick-off meeting.



3. Discuss construction activity impacts.
4. Update greenhouse gas impacts and emissions. Review project as it relates to AB32 and SB375.
5. Update the CALINE4 emissions analysis for up to four (4) intersections, if needed.
6. Identify mobile source emission calculations using the URBEMIS 2007 computer model.
7. Develop project recommendations.
8. Summarize the results of the analysis in an air quality impact study to address the short-term and long-term air quality impacts and evaluate effectiveness of previously identified mitigation measures to alleviate any potentially significant noise impact, and identify additional measures, if necessary.

**Task 4 – Coordination with the Subconsultant and City Staff**

AECOM staff will coordinate with the project subconsultant, RK (for air quality, noise, and traffic) and City staff to complete this effort. This task includes attending up to two (2) meetings or conference calls with RK and/or City staff.

**Budget**

For the professional services described in the above Scope of Work, AECOM proposes the following Professional Services Fee, to be completed on a Time and Material basis, not to exceed:

Task	DESCRIPTION	FEE (USD)
1	Preparation of Updated Trip Generation and ULI Shared Parking Analysis	\$5,800.00
2	Preparation of Updated Acoustical Study	\$3,950.00
3	Preparation of Updated Air Quality Impact Study and Greenhouse Gas Analysis	\$4,250.00
4	Coordination with the Subconsultant and City Staff	\$1,400.00
<b>TOTAL PROFESSIONAL SERVICES FEE</b>		<b>\$15,400.00</b>

Please do not hesitate to give me a call at (714) 567-2788 if you have any questions related to this request. We look forward to the continued working relationships with you and City of Garden Grove on this and future projects. Please provide your written authorization for AECOM to proceed our work as described above.

Yours sincerely,

Jane Chang  
Project Manager

**Subject:** Map Application  
**From:** Matthew Reid <matt.reid@landanddesign.com>  
**Date:** Wed, 13 Jan 2016 07:50:38 -0800  
**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

Greg,

Can you please send me the Map application?

**Matthew Reid**  
Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/people/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

Monday

**Subject:** Monday

**From:** Matthew Reid <matt.reid@landanddesign.com>

**Date:** Thu, 14 Jan 2016 19:03:41 -0800

**To:** "Scott C. Stiles Icma-Cm" <sstiles@ci.garden-grove.ca.us>

**CC:** Dave Rose <drose3@charter.net>

Scott,

Our investment bankers (out of Memphis) will be visiting the site and touring the Resort District Monday. On our behalf, they have been making significant progress on the entire capital stack for the project. I would like them to provide you with an update on that progress. Would you be willing to join us around 11am at the site? I know its MLK day and the City offices are closed, however would be great if you could join us for a few min.

If not, there may be an opportunity for you to meet with them on Wednesday as they will still be in town.

Please let me know if that will work.

Thanks

**Matthew Reid**

Land & Design, Inc.

3755 Avocado Blvd | #516 | LaMesa, CA 91942

858.735.1858 cell

Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)

[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)



Email sent to Scott Stiles today

**Subject:** Email sent to Scott Stiles today  
**From:** Matthew Reid <matt.reid@landanddesign.com>  
**Date:** Thu, 14 Jan 2016 20:02:34 -0800  
**To:** Melanie Valdes <melaniev@ci.garden-grove.ca.us>  
**CC:** "Scott C. Stiles Icma-Cm" <sstiles@ci.garden-grove.ca.us>

Hi Melanie,

Sent this email to Scott and got his out of office reply. Can you see if he is available to have a quick meet and greet at the Hotel Site C on Monday around 11am?

Thank you

---

**Subject:** Monday  
**From:** Matthew Reid <matt.reid@landanddesign.com>  
**Date:** Thu, 14 Jan 2016 19:03:41 -0800  
**To:** "Scott C. Stiles Icma-Cm" <sstiles@ci.garden-grove.ca.us>  
**CC:** Dave Rose <drose3@charter.net>

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Please let me know if that will work.

Thanks

**Matthew Reid**  
Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

**Matthew Reid**

Land & Design, Inc.

3755 Avocado Blvd | #516 | LaMesa, CA 91942

858.735.1858 cell

Skype - [matthew.reid.ca](https://www.skype.com/people/matthew.reid.ca)

[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

<b>Monday.eml</b>	<b>Content-Type:</b> message/rfc822 <b>Content-Encoding:</b> 7bit
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— Part 1.1.3

<b>Part 1.1.3</b>	<b>Content-Type:</b> text/html <b>Content-Encoding:</b> quoted-printable
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Re: Monday

**Subject:** Re: Monday  
**From:** Scott Stiles <sstiles@ci.garden-grove.ca.us>  
**Date:** Thu, 14 Jan 2016 20:05:56 -0800 (PST)  
**To:** Matthew Reid <matt.reid@landanddesign.com>

Matt: I will plan to join you. Where to meet? Scott

Scott C. Stiles, ICMA-CM  
City Manager / City of Garden Grove  
11222 Acacia Parkway  
Garden Grove, CA 92840  
714-741-5100 (o) / 714-719-1810 (c)  
[www.ci.garden-grove.ca.us](http://www.ci.garden-grove.ca.us)

Sent from my iPhone

On Jan 14, 2016, at 8:03 PM, Matthew Reid <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)> wrote:

Scott,

Our investment bankers (out of Memphis) will be visiting the site and touring the Resort District Monday. On our behalf, they have been making significant progress on the entire capital stack for the project. I would like them to provide you with an update on that progress. Would you be willing to join us around 11am at the site? I know its MLK day and the City offices are closed, however would be great if you could join us for a few min.

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Thanks

**Matthew Reid**  
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[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

Re: Monday

**Subject:** Re: Monday  
**From:** Matthew Reid <Matt.reid@landanddesign.com>  
**Date:** Thu, 14 Jan 2016 23:17:53 -0800  
**To:** Scott Stiles <sstiles@ci.garden-grove.ca.us>

Terrific! We'll meet at the site at 11am. See you then!

Sent from my iPhone

**Matthew Reid**

**Land & Design, Inc.**

3755 Avocado Blvd | #516 | LaMesa, CA 91942

858.735.1858 cell

Skype - matthew.reid.ca

matt.reid@landanddesign.com

**Check out our new website** [www.landanddesign.com](http://www.landanddesign.com)

On Jan 14, 2016, at 8:05 PM, Scott Stiles <sstiles@ci.garden-grove.ca.us> wrote:

Matt: I will plan to join you. Where to meet? Scott

Scott C. Stiles, ICMA-CM  
City Manager / City of Garden Grove  
11222 Acacia Parkway  
Garden Grove, CA 92840  
714-741-5100 (o) / 714-719-1810 (c)  
[www.ci.garden-grove.ca.us](http://www.ci.garden-grove.ca.us)

Sent from my iPhone

On Jan 14, 2016, at 8:03 PM, Matthew Reid <matthew.reid@landanddesign.com> wrote:

Scott,

Our investment bankers (out of Memphis) will be visiting the site and touring the Resort District Monday. On our behalf, they have been making significant progress on the entire capital stack for the project. I would like them to provide you with an update on that progress. Would you be willing to join us around 11am at the site? I know its MLK day and the City offices are closed, however would be great if you could join us for a few min.

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Please let me know if that will work.

Thanks

**Matthew Reid**

Re: Monday

Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

Re: Monday

**Subject:** Re: Monday  
**From:** Scott Stiles <[sstiles@ci.garden-grove.ca.us](mailto:ssstiles@ci.garden-grove.ca.us)>  
**Date:** Fri, 15 Jan 2016 08:05:38 -0800 (PST)  
**To:** Matthew Reid <[Matt.reid@landanddesign.com](mailto:Matt.reid@landanddesign.com)>

Matt: sounds good. See you then. Scott

Scott C. Stiles, ICMA-CM  
City Manager / City of Garden Grove  
11222 Acacia Parkway  
Garden Grove, CA 92840  
714-741-5100 (o) / 714-719-1810 (c)  
[www.ci.garden-grove.ca.us](http://www.ci.garden-grove.ca.us)

Sent from my iPhone

On Jan 15, 2016, at 12:18 AM, Matthew Reid <[Matt.reid@landanddesign.com](mailto:Matt.reid@landanddesign.com)> wrote:

Terrific! We'll meet at the site at 11am. See you then!

Sent from my iPhone

**Matthew Reid**  
**Land & Design, Inc.**  
[3755 Avocado Blvd | #516 | LaMesa, CA 91942](http://3755_Avocado_Bldv_|_#516_|_LaMesa,_CA_91942)  
[858.735.1858 cell](tel:858.735.1858)  
Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

**Check out our new website** [www.landanddesign.com](http://www.landanddesign.com)

On Jan 14, 2016, at 8:05 PM, Scott Stiles <[sstiles@ci.garden-grove.ca.us](mailto:ssstiles@ci.garden-grove.ca.us)> wrote:

Matt: I will plan to join you. Where to meet? Scott

Scott C. Stiles, ICMA-CM  
City Manager / City of Garden Grove  
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Garden Grove, CA 92840  
714-741-5100 (o) / 714-719-1810 (c)  
[www.ci.garden-grove.ca.us](http://www.ci.garden-grove.ca.us)

Sent from my iPhone

On Jan 14, 2016, at 8:03 PM, Matthew Reid <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)> wrote:

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Re: Monday

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Thanks

**Matthew Reid**

Land & Design, Inc.

3755 Avocado Blvd | #516 | LaMesa, CA 91942

858.735.1858 cell

Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)

[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

Re: Kam Sang

**Subject:** Re: Kam Sang  
**From:** Matthew Reid <Matt.reid@landanddesign.com>  
**Date:** Fri, 15 Jan 2016 17:41:51 -0800  
**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>  
**CC:** "Inc. Kam Sang Company" <rlam@kamsangcompany.com>, "Blodgett, Greg" <greg1@ch.ci.garden-grove.ca.us>

That works! Thanks for seeking it up!

Sent from my iPhone  
**Matthew Reid**  
**Land & Design, Inc.**  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - matthew.reid.ca  
mat.reid@landanddesign.com

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On Jan 15, 2016, at 5:35 PM, Greg Blodgett <greg1@ci.garden-grove.ca.us> wrote:

**The following is a new meeting request:**

**Subject:** Kam Sang  
**Organizer:** "Greg Blodgett" <greg1@ci.garden-grove.ca.us>  
**Location:** Alis conf; TBA  
**Time:** Tuesday, January 26, 2016, 1:00:00 PM - 2:00:00 PM GMT -08:00 US/Canada Pacific  
**Invitees:** [matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com); [rlam@kamsangcompany.com](mailto:rlam@kamsangcompany.com); [greg1@ch.ci.garden-grove.ca.us](mailto:greg1@ch.ci.garden-grove.ca.us)

\*~\*~\*~\*~\*~\*~\*~\*~\*~\*

<meeting.ics>



Re:

**Subject:** Re:

**From:** Matthew Reid <matt.reid@landanddesign.com>

**Date:** Tue, 2 Feb 2016 16:28:25 -0800

**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

Thanks

**Matthew Reid**

Land & Design, Inc.

3755 Avocado Blvd | #516 | LaMesa, CA 91942

858.735.1858 cell

Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)

[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

On Feb 2, 2016, at 4:24 PM, Greg Blodgett <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)> wrote:

Greg Blodgett  
SR Project Manager  
City of Garden Grove  
Economic Development

----- Forwarded Message -----

From: "Greg Blodgett" <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)>

To: "Florida T. Booth, MAI" <[FBooth@HTLhospitalityadvisors.com](mailto:FBooth@HTLhospitalityadvisors.com)>

Sent: Friday, August 28, 2015 3:00:20 PM

some interesting area projections in disney expansion and convention expansion data

Greg Blodgett  
SR Project Manager  
City of Garden Grove  
Economic Development

<Screen Shot 2015-08-28 at 2.56.28 PM.png><DO\_51130 disney expansion .pdf>

Re: Thursday

**Subject:** Re: Thursday  
**From:** Matthew Reid <Matt.reid@landanddesign.com>  
**Date:** Tue, 2 Feb 2016 19:30:18 -0800  
**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

It's really important!

Sent from my iPhone  
**Matthew Reid**  
**Land & Design, Inc.**  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - matthew.reid.ca  
matt.reid@landanddesign.com

**Check out our new website** [www.landanddesign.com](http://www.landanddesign.com)

On Feb 2, 2016, at 6:25 PM, Greg Blodgett <greg1@ci.garden-grove.ca.us> wrote:

Working on it

Sent from my iPhone

On Feb 2, 2016, at 5:44 PM, Matthew Reid <matthew.reid@landanddesign.com> wrote:

Greg,  
We've confirmed the equity rep will be on site Thursday. We are waiting for the time.  
Can you please make a request into Turner that the site be free of any trash and cleaned up a bit?  
Thank you

**Matthew Reid**  
Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - matthew.reid.ca  
matt.reid@landanddesign.com

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

STR

**Subject:** STR  
**From:** Matthew Reid <matt.reid@landanddesign.com>  
**Date:** Tue, 2 Feb 2016 20:11:17 -0800  
**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

Here is the STR report we would like recreated....

---

**Matthew Reid**  
Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

<b>STR Trend.xls</b>	<b>Content-Type:</b> application/x-apple-msg-attachment <b>Content-Encoding:</b> base64
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Part 1.1.3

<b>Part 1.1.3</b>	<b>Content-Type:</b> text/html <b>Content-Encoding:</b> quoted-printable
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**Subject:** City letter  
**From:** Matthew Reid <matt.reid@landanddesign.com>  
**Date:** Wed, 3 Feb 2016 00:03:28 -0800  
**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

Greg,

Can you have this letter, or something similar put onto City letterhead and signed by Scott? Send back to me as soon as you can.

Thanks

---

**Matthew Reid**  
Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/people/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

<b>2016_02_03 city support Citic.docx</b>	<b>Content-Type:</b> application/vnd.openxmlformats-officedocument.wordprocessingml.document <b>Content-Encoding:</b> base64
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Part 1.1.3

<b>Part 1.1.3</b>	<b>Content-Type:</b> text/html <b>Content-Encoding:</b> quoted-printable
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February 2, 2016

Mr. Ge  
General Manager  
CITIC Capital (Shenzhen) Asset Management Co., Ltd

Dear Mr. Ge:

Mr. Matthew Reid, President of Land & Design, Inc. and his team have been working diligently under the Grove District Resort Hotel Development Agreement between the City of Garden Grove and Land & Design, Inc. since being fully executed on April 9, 2013.

We were thrilled to learn the exciting recent news that Land & Design, Inc. had secured the Hard Rock Hotel and Hard Rock Café as the anchor hotel and restaurant for the project. We could not think of a better hotel to have than Hard Rock. As you may be aware, the City's commitment to economic development has resulted in the construction of ten (1) hotels totaling over 3,000 keys, not including the soon to open \$300 million, 600 key Great Wolf Lodge hotel and water park 3 blocks from Land & Design's site. Over the last 15 years, this focus on economic development has resulted in the Grove District revenues to be well over \$15M per year.

One of the City's most important goals this year is to see the development of the Hard Rock Resort get started. The site has been fully entitled and is shovel ready once building permits are procured. The City will do everything in its power to expedite building permits, has already pre-approved the Hard Rock Brand in the Resort Development Agreement and is eager to see the development begin.

Finally, as a statement of overwhelming support, the City has committed to an aggressive financial assistance package for the project to assure its long and lasting success in Garden Grove.

We welcome your potential investment into Garden Grove and look forward to meeting with you if necessary.

City of Garden Grove

Scott Stiles  
City Manager

**Subject:** STR Report  
**From:** Matthew Reid <matt.reid@landanddesign.com>  
**Date:** Wed, 3 Feb 2016 08:14:02 -0800  
**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

I got a STR Report....thanks

**Matthew Reid**  
Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

**Subject:**

**From:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

**Date:** Wed, 3 Feb 2016 10:26:27 -0800 (PST)

**To:** Scott Stiles <sstiles@ci.garden-grove.ca.us>

Up date on Hard Rock Resort

I am meeting with Matt Reid's lenders tomorrow at site C for a site visit and tour of the resort area tomorrow. This group is the Chinese Bank CITIC Capital (Shenzhen) Asset Management Co., Ltd CITIC Capital Holdings Limited ("CITIC Capital") is an alternative investment management and advisory company. The firm manages over USD5 billion of capital from a diverse group of international and Chinese investors. Core businesses include Private Equity, Real Estate, Structured Investment and Finance, Asset Management and Venture. Offices in Hong Kong, Shanghai, Beijing, Shenzhen, Tokyo and New York.

Last week I held several meetings with Matt Reid and large scale developers at The American Lodging Investment Summit regarding development site C Hard Rock.

Both Mc Whinney and Kam Sang and I held meetings with Matt Reid.

Both are very interested in either partnering as lead developer or buying out Land and Design. Will keep you updated as thinks progress.

Greg Blodgett  
SR Project Manager  
City of Garden Grove  
Economic Development

----- Forwarded Message -----

From: "Matthew Reid" <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)>

To: "Greg Blodgett" <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)>

Sent: Wednesday, February 3, 2016 12:03:28 AM

Subject: City letter

Greg,

Can you have this letter, or something similar put onto City letterhead and signed by Scott? Send back to me as soon as you can.

Thanks



Matthew Reid  
Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - matthew.reid.ca  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

Re: Parcel Map process

**Subject:** Re: Parcel Map process  
**From:** Greg Blodgett <greg1@ci.garden-grove.ca.us>  
**Date:** Fri, 12 Feb 2016 09:17:15 -0800 (PST)  
**To:** Matthew Reid <matt.reid@landanddesign.com>

The Parcel

Greg Blodgett  
SR Project Manager  
City of Garden Grove  
Economic Development

----- Original Message -----

From: "Matthew Reid" <matt.reid@landanddesign.com>  
To: "Greg Blodgett" <greg1@ci.garden-grove.ca.us>  
Sent: Tuesday, February 9, 2016 4:47:55 PM  
Subject: Parcel Map process

Greg,  
Can you let me know how the parcel map process is going?

Matthew Reid  
Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - matthew.reid.ca  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

**Subject:** Fwd: OC - December 2015 ETrends Report  
**From:** Florida Booth <fbooth@htlha.com>  
**Date:** Wed, 17 Feb 2016 15:51:16 -0800  
**To:** Matthew Reid <matt.reid@landanddesign.com>  
**CC:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

Matt - Attached is the December 2015 YE Orange County PKF Trend report, if that will help in any way. Please let me know if you had a chance to review my proposal and have questions, or if there is some way that we can help you with your lending source.

--

Best regards,

*Florida*

Florida T Booth, MAI | Hospitality Consultant

## HTL Hospitality Advisors

*Brokerage | Finance | Consulting*

**PLEASE MAKE A NOTE OF MY EMAIL ADDRESS: [FBooth@HTLHA.com](mailto:FBooth@HTLHA.com)**

HTL Hospitality Advisors  
1050 Northgate Drive, Suite 440  
San Rafael, CA 94903

Direct: [415-925-8800](tel:415-925-8800) xt 3  
Mobile: [415-902-7567](tel:415-902-7567)  
Email: [FBooth@HTLHA.com](mailto:FBooth@HTLHA.com)  
Web: [www.HTLHA.com](http://www.HTLHA.com)

Atlanta | Denver | Las Vegas | Los Angeles | Phoenix | Sacramento | San Francisco

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**OC December Trends Report.pdf**

**Content-Type:** application/pdf  
**Content-Encoding:** base64

# TRENDS®

IN THE HOTEL INDUSTRY

Orange County

December 2015

## CBRE Group, Inc. Completes Rebranding of PKF Consulting USA, PKF Hospitality Research, and PKF Consulting Inc. (Canada)



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PROVIDES HOSPITALITY AND REAL ESTATE INDUSTRY WITH GLOBAL ONE-STOP/ENHANCED HOSPITALITY PLATFORM AS CBRE HOTELS

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**C** BRE Group, Inc., the world's leading, full-service real estate and investment organization, today announced the completed rebranding and integration of PKF Consulting USA, PKF Hospitality Research and PKF Consulting Inc. (Canada) into its portfolio of global real estate services.

Effective February 1, 2016, PKF Consulting USA, PKF Hospitality Research and PKF Consulting Inc. (Canada) will operate as CBRE Hotels, an existing specialized advisory group within CBRE. The enhanced team will provide hospitality and real estate industry professionals with a global practice and one-stop shop of unparalleled, global and fully integrated real estate services and products, as well as a comprehensive hospitality research platform. Hotel owners and operators, financial institutions,

real estate developers, investors, and industry and government agencies' product and service providers can rely on CBRE Hotels to be the worldwide authority on hospitality and lodging real estate research and solutions.

"The move is strategically sound, combining CBRE's extensive service offerings with PKF's strong position in the industry," said Kevin Mallory, senior managing director and global head, CBRE Hotels. "The demand for our insight has been strengthened with PKF's high level of service, giving us the ability to provide the hospitality and real estate industries with the best consulting and research expertise."

>>>>Continued>>

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The CBRE Hotels' unit provides numerous services, including advisory, consulting, valuation and research services to the hospitality and real estate

industries and its participants. Services also include development consulting, operator selection, market and financial feasibility studies, business valuations and real estate appraisals, litigation support, expert testimony, purchase price allocations, asset management services, impact studies, financial benchmarking, custom market research and econometric forecasting.

"We now seamlessly offer a broad range of professional services to our clients, in addition to our traditional advisory and research practice, such as brokerage, debt and structured finance, project management and other capital market services," added Thomas E. Callahan, Senior Managing Director and National Hotel Practice Leader of CBRE Hotels.

"The integration of PKF Hospitality Research into CBRE's Research platform, and the resulting direct link to CBRE Econometric Advisors, enables us to deliver a broader and deeper range of thought leadership to the lodging industry," said R. Mark Woodworth, Senior Managing Director and Head of CBRE Hotels' Americas Research.

CBRE Hotels is a specialized advisory group within CBRE providing brokerage, valuation, consulting, research and capital markets services to companies in the hotel sector. CBRE Hotels is comprised of over 375 dedicated hospitality professionals located in 60 offices across the globe.

\*\*\*

#### **About CBRE Group, Inc.**

CBRE Group, Inc. (NYSE:CBG), a Fortune 500 and S&P 500 company headquartered in Los Angeles, is the world's largest commercial real estate services and investment firm (in terms of 2014 revenue). The Company has more than 70,000 employees (excluding affiliates), and serves real estate owners, investors and occupiers through more than 400 offices (excluding affiliates) worldwide. CBRE offers strategic advice and execution for property sales and leasing; corporate services; property, facilities and project management; mortgage banking; appraisal and valuation; development services; investment management; and research and consulting. Please visit our website at [www.cbre.com](http://www.cbre.com).

\*\*\*

For questions regarding the rebranding of PKF Consulting, please contact:

**Chris Kraus**

Managing Director  
CBRE Hotels

101 California Street, 44th Floor San Francisco, CA 94111  
(415) 652-4483  
[chris.kraus@cbre.com](mailto:chris.kraus@cbre.com)

**Catherine Bolstad**

Director  
CBRE Hotels

101 California Street, 44th Floor San Francisco, CA 94111  
(415) 772-0357  
[catherine.bolstad@cbre.com](mailto:catherine.bolstad@cbre.com)

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**Statistics And Trends Of Rooms Business In Orange County  
CBRE Hotels**

<b><u>BY LOCATION</u></b>	<b><u>AVERAGE DAILY RATE</u></b>			<b><u>OCCUPANCY PERCENT</u></b>			<b><u>REVPAR</u></b>		
	2015	2014	VAR	2015	2014	VAR	2015	2014	VAR
<b>MONTH OF DECEMBER 2015</b>									
ANAHEIM	\$181.52	\$173.41	4.7%	79.74%	79.45%	0.4%	\$144.75	\$137.78	5.1%
COSTA MESA	\$125.88	\$117.70	6.9%	70.65%	73.55%	-3.9%	\$88.93	\$86.57	2.7%
ORANGE COUNTY AIRPORT	\$119.78	\$116.77	2.6%	71.50%	68.22%	4.8%	\$85.63	\$79.67	7.5%
NORTH ORANGE COUNTY	\$104.36	\$97.91	6.6%	76.67%	78.23%	-2.0%	\$80.02	\$76.59	4.5%
SOUTH ORANGE COUNTY	\$201.70	\$193.79	4.1%	61.14%	64.33%	-5.0%	\$123.31	\$124.67	-1.1%
NEWPORT BEACH	\$229.78	\$229.81	0.0%	67.46%	62.05%	8.7%	\$155.01	\$142.59	8.7%
HUNTINGTON BEACH	\$207.08	\$201.79	2.6%	64.60%	61.36%	5.3%	\$133.78	\$123.81	8.0%
<b>OVERALL AVERAGE</b>	<b>\$167.92</b>	<b>\$161.30</b>	<b>4.1%</b>	<b>73.74%</b>	<b>73.13%</b>	<b>0.8%</b>	<b>\$123.83</b>	<b>\$117.96</b>	<b>5.0%</b>
	<b><u>AVERAGE DAILY RATE</u></b>			<b><u>OCCUPANCY PERCENT</u></b>			<b><u>REVPAR</u></b>		
	2015	2014	VAR	2015	2014	VAR	2015	2014	VAR
<b>JANUARY TO DECEMBER 2015</b>									
ANAHEIM	\$180.75	\$168.85	7.0%	81.27%	79.43%	2.3%	\$146.89	\$134.11	9.5%
COSTA MESA	\$136.89	\$129.12	6.0%	79.73%	81.09%	-1.7%	\$109.14	\$104.70	4.2%
ORANGE COUNTY AIRPORT	\$133.61	\$125.70	6.3%	79.65%	75.47%	5.5%	\$106.42	\$94.87	12.2%
NORTH ORANGE COUNTY	\$109.51	\$101.42	8.0%	82.90%	81.34%	1.9%	\$90.78	\$82.50	10.0%
SOUTH ORANGE COUNTY	\$238.53	\$228.25	4.5%	76.87%	76.18%	0.9%	\$183.36	\$173.87	5.5%
NEWPORT BEACH	\$250.83	\$244.37	2.6%	78.58%	75.57%	4.0%	\$197.10	\$184.67	6.7%
HUNTINGTON BEACH	\$249.01	\$243.73	2.2%	81.96%	81.79%	0.2%	\$204.08	\$199.34	2.4%
<b>OVERALL AVERAGE</b>	<b>\$178.81</b>	<b>\$169.17</b>	<b>5.7%</b>	<b>80.32%</b>	<b>78.37%</b>	<b>2.5%</b>	<b>\$143.61</b>	<b>\$132.58</b>	<b>8.3%</b>

**Statistics And Trends Of Rooms Business In Orange County  
CBRE Hotels**

<u>BY RATE</u>	<u>AVERAGE DAILY RATE</u>			<u>OCCUPANCY PERCENT</u>			<u>REVPAR</u>		
	2015	2014	VAR	2015	2014	VAR	2015	2014	VAR
<b>MONTH OF DECEMBER 2015</b>									
Less than \$60.00	\$57.03	\$51.11	11.6%	76.24%	82.46%	-7.5%	\$43.48	\$42.14	3.2%
\$60.01 - \$100.00	\$78.68	\$75.09	4.8%	73.34%	78.24%	-6.3%	\$57.70	\$58.75	-1.8%
\$100.01 - \$150.00	\$125.31	\$126.59	-1.0%	73.94%	72.00%	2.7%	\$92.65	\$91.15	1.6%
\$150.01 - \$200.00	\$165.34	\$161.40	2.4%	70.96%	70.24%	1.0%	\$117.33	\$113.36	3.5%
Over \$200.00	\$376.16	\$340.04	10.6%	75.84%	75.86%	0.0%	\$285.28	\$257.95	10.6%
<b>OVERALL AVERAGE</b>	<b>\$167.92</b>	<b>\$161.30</b>	<b>4.1%</b>	<b>73.74%</b>	<b>73.13%</b>	<b>0.8%</b>	<b>\$123.83</b>	<b>\$117.96</b>	<b>5.0%</b>

<b>JANUARY TO DECEMBER 2015</b>									
Less than \$60.00	\$56.05	\$48.95	14.5%	83.05%	81.59%	1.8%	\$46.55	\$39.94	16.5%
\$60.01 - \$100.00	\$82.33	\$76.17	8.1%	81.31%	79.62%	2.1%	\$66.95	\$60.65	10.4%
\$100.01 - \$150.00	\$129.36	\$122.08	6.0%	79.68%	75.24%	5.9%	\$103.08	\$91.85	12.2%
\$150.01 - \$200.00	\$164.92	\$156.66	5.3%	78.57%	78.15%	0.5%	\$129.59	\$122.43	5.8%
Over \$200.00	\$335.58	\$313.89	6.9%	83.48%	83.33%	0.2%	\$280.13	\$261.55	7.1%
<b>OVERALL AVERAGE</b>	<b>\$178.81</b>	<b>\$169.17</b>	<b>5.7%</b>	<b>80.32%</b>	<b>78.37%</b>	<b>2.5%</b>	<b>\$143.61</b>	<b>\$132.58</b>	<b>8.3%</b>

<u>BY SIZE</u>	<u>AVERAGE DAILY RATE</u>			<u>OCCUPANCY PERCENT</u>			<u>REVPAR</u>		
	2015	2014	VAR	2015	2014	VAR	2015	2014	VAR
<b>MONTH OF DECEMBER 2015</b>									
Under 100 rooms	\$108.46	\$102.09	6.2%	72.47%	72.52%	-0.1%	\$78.60	\$74.03	6.2%
100 - 199 rooms	\$121.37	\$117.67	3.1%	75.20%	74.21%	1.3%	\$91.27	\$87.33	4.5%
200 - 299 rooms	\$156.39	\$149.53	4.6%	71.13%	74.21%	-4.1%	\$111.24	\$110.96	0.3%
Over 300 rooms	\$202.10	\$194.60	3.9%	74.00%	72.19%	2.5%	\$149.57	\$140.48	6.5%
<b>OVERALL AVERAGE</b>	<b>\$167.92</b>	<b>\$161.30</b>	<b>4.1%</b>	<b>73.74%</b>	<b>73.13%</b>	<b>0.8%</b>	<b>\$123.83</b>	<b>\$117.96</b>	<b>5.0%</b>

<b>JANUARY TO DECEMBER 2015</b>									
Under 100 rooms	\$121.70	\$112.88	7.8%	80.44%	76.99%	4.5%	\$97.90	\$86.91	12.6%
100 - 199 rooms	\$133.66	\$127.04	5.2%	80.81%	78.47%	3.0%	\$108.01	\$99.69	8.3%
200 - 299 rooms	\$172.78	\$163.04	6.0%	79.81%	79.50%	0.4%	\$137.90	\$129.61	6.4%
Over 300 rooms	\$209.43	\$198.18	5.7%	80.23%	78.01%	2.8%	\$168.02	\$154.60	8.7%
<b>OVERALL AVERAGE</b>	<b>\$178.81</b>	<b>\$169.17</b>	<b>5.7%</b>	<b>80.32%</b>	<b>78.37%</b>	<b>2.5%</b>	<b>\$143.61</b>	<b>\$132.58</b>	<b>8.3%</b>

parcel map

**Subject:** parcel map

**From:** Matthew Reid <matt.reid@landanddesign.com>

**Date:** Mon, 22 Feb 2016 20:40:52 -0800

**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

Greg,

Please let me know when your consultant will be done with his work and ready to speak with our Architect on the parcel map. Also, get a cad doc from your surveyor so our Arch can laying the site plan into their auto cad.... it will save time.

Thanks

**Matthew Reid**

Land & Design, Inc.

3755 Avocado Blvd | #516 | LaMesa, CA 91942

858.735.1858 cell

Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)

[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)



Re: meeting today

**Subject:** Re: meeting today  
**From:** Matthew Reid <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)>  
**Date:** Wed, 24 Feb 2016 22:24:23 -0800  
**To:** Greg Blodgett <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)>

Did you have a new date?

**Matthew Reid**  
Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

On Feb 24, 2016, at 11:15 AM, Greg Blodgett <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)> wrote:

Scott is out next week any other times

Sent from my iPhone

On Feb 24, 2016, at 7:14 AM, Matthew Reid <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)> wrote:

Greg,  
Need to push our meeting today with Scott until 1st part of next week. Our capital group needs to meet today before heading to China.  
Can you get a new day early next week?

**Matthew Reid**  
Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

Re: Garden Grove Intl West Multi-Hotel Project

**Subject:** Re: Garden Grove Intl West Multi-Hotel Project  
**From:** Matt Reid <matt.reid@landanddesign.com>  
**Date:** Mon, 14 Mar 2016 16:02:39 -0700  
**To:** Khan Ziad <zkhan@langdonwilson.com>  
**CC:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

Any update on this?

**Matthew Reid**

Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

On Mar 1, 2016, at 9:46 AM, [zkhan@langdonwilson.com](mailto:zkhan@langdonwilson.com) wrote:

Greg,  
Today will be difficult, I am available tomorrow afternoon. Let me know what time works.  
Regards,  
Z

Sent from my BlackBerry 10 smartphone.

Original Message  
From: Greg Blodgett  
Sent: Monday, February 29, 2016 9:15 PM  
To: Greg Blodgett  
Cc: Ziad Khan; Matthew Reid  
Subject: Re: Garden Grove Intl West Multi-Hotel Project

Our consultant is j braley at penco engineering not pencil

I phone auto corrected

Sent from my iPhone

On Feb 29, 2016, at 8:25 PM, Greg Blodgett <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)> wrote:

It is in the works our consultant pencil has a record of survey into the county. He is looking at a couple of weeks to get confirmation. I will call him in the morning to confirm. If you have time we can do a conf call

Sent from my iPhone

On Feb 29, 2016, at 7:57 PM, Ziad Khan <[zkhan@langdonwilson.com](mailto:zkhan@langdonwilson.com)> wrote:

Hello Greg,

Hope all is well. I was reaching out because we are finalizing the parcel lot lines for LDI on Site C. In order to do so we need the final boundary survey. If you could send me these or give me a timeline on when it would be available It would help our process.

Thanks,

Ziad Khan

Langdon Wilson International

1055 Wilshire Blvd. Ste 1500

Los Angeles, California 90017

Phone: 213.250.1186 ext 224

Fax: 213.482.4654

Mobile: 626.688.9468

Email: [zkhan@langdonwilson.com](mailto:zkhan@langdonwilson.com)

Website: [www.langdonwilson.com](http://www.langdonwilson.com)

Re: Joe's Crab Shack Red Robin Outback sale

**Subject:** Re: Joe's Crab Shack Red Robin Outback sale  
**From:** Matt Reid <matt.reid@landanddesign.com>  
**Date:** Mon, 14 Mar 2016 20:00:23 -0700  
**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

ok, great. Please do.

**Matthew Reid**

Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

On Mar 14, 2016, at 7:34 PM, Greg Blodgett <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)> wrote:

I can get the comps I think all 4 sold for 12 mm

Sent from my iPhone

On Mar 14, 2016, at 6:44 PM, Matt Reid <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)> wrote:

Do you know what the restaurants sold for back in 2010 across the street from our project?

Sent from my iPhone

**Matthew Reid**  
**Land & Design, Inc.**  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

**Check out our new website** [www.landanddesign.com](http://www.landanddesign.com)

**Subject:** Re: 4th House on Twintree  
**From:** Matt Reid <matt.reid@landanddesign.com>  
**Date:** Tue, 15 Mar 2016 11:43:42 -0700  
**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

What is the schedule? When will they be out?  
Demo start?

**Matthew Reid**  
Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/people/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

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On Mar 15, 2016, at 11:29 AM, Greg Blodgett <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)> wrote:

Yes

Last week we received authorization to move the tenants out for 60k

Sent from my iPhone

On Mar 15, 2016, at 11:17 AM, Matthew Reid <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)> wrote:

Whats up with the 4th house on Twintree? I thought they were supposed to move out?

**Matthew Reid**  
Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/people/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

RE: Joe's Crab Shack Red Robin Outback sale

**Subject:** RE: Joe's Crab Shack Red Robin Outback sale  
**From:** "Brown, Ian" <[ibrown@ngkf.com](mailto:ibrown@ngkf.com)>  
**Date:** Wed, 16 Mar 2016 01:08:51 +0000  
**To:** Matt Reid <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)>  
**CC:** Greg Blodgett <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)>

Matt,

I will contact you when I return.

Thanks

Ian

Ian Brown  
Managing Director  
CA RE License #00775650  
Newmark Grubb Knight Frank  
T 949.608.2050  
M 949.683.0640  
[ibrown@ngkf.com](mailto:ibrown@ngkf.com)

Save a Tree - Think Before You Print. Sustainably Newmark Grubb Knight Frank.

-----Original Message-----

From: Greg Blodgett [<mailto:greg1@ci.garden-grove.ca.us>]  
Sent: Tuesday, March 15, 2016 5:59 PM  
To: Matt Reid  
Subject: Re: Joe's Crab Shack Red Robin Outback sale

Matt I was looking for comps today and don't have any current comps. Ian Brown has sold many of the restaurants in the area said he may have some comps

he will be back in town in a couple days and will reach out to you.

Greg Blodgett  
SR Project Manager  
City of Garden Grove  
Economic Development

----- Original Message -----

From: "Matt Reid" <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)>  
To: [greg1@ch.ci.garden-grove.ca.us](mailto:greg1@ch.ci.garden-grove.ca.us)  
Sent: Monday, March 14, 2016 6:44:30 PM  
Subject: Joe's Crab Shack Red Robin Outback sale

Do you know what the restaurants sold for back in 2010 across the street from our project?

Sent from my iPhone

Matthew Reid

Land & Design, Inc.

RE: Joe's Crab Shack Red Robin Outback sale

3755 Avocado Blvd | #516 | LaMesa, CA 91942

858.735.1858 cell

Skype - matthew.reid.ca

[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

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Re: Garden Grove Intl West Multi-Hotel Project

**Subject:** Re: Garden Grove Intl West Multi-Hotel Project  
**From:** Matt Reid <matt.reid@landanddesign.com>  
**Date:** Wed, 16 Mar 2016 09:45:51 -0700  
**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

Ok. Let me contact Ziad and see what his schedule looks like.

Sorry I missed you call. In a meeting.

Sent from my iPhone

**Matthew Reid**

**Land & Design, Inc.**

3755 Avocado Blvd | #516 | LaMesa, CA 91942

858.735.1858 cell

Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)

[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

**Check out our new website** [www.landanddesign.com](http://www.landanddesign.com)

On Mar 16, 2016, at 9:42 AM, Greg Blodgett <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)> wrote:

The record of survey is almost complete and is waiting for final county approval.

Our city constant from J Braley from Penco Engineering can meet to discuss the tract map next week on monday yes or thurs before all before 3.

He would like to meet your architect Ziad and start to coordinate potential lot line configurations

let me know what time is best

Greg Blodgett  
SR Project Manager  
City of Garden Grove  
Economic Development

----- Original Message -----

From: "Matt Reid" <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)>  
To: "Khan Ziad" <[zkhan@langdonwilson.com](mailto:zkhan@langdonwilson.com)>  
Cc: "Greg Blodgett" <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)>  
Sent: Monday, March 14, 2016 4:02:39 PM  
Subject: Re: Garden Grove Intl West Multi-Hotel Project

Any update on this?



Matthew Reid  
Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](mailto:matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

On Mar 1, 2016, at 9:46 AM, [zkhan@langdonwilson.com](mailto:zkhan@langdonwilson.com) wrote:

Greg,  
Today will be difficult, I am available tomorrow afternoon. Let me know what time works.  
Regards,  
Z

Sent from my BlackBerry 10 smartphone.  
Original Message  
From: Greg Blodgett  
Sent: Monday, February 29, 2016 9:15 PM  
To: Greg Blodgett  
Cc: Ziad Khan; Matthew Reid  
Subject: Re: Garden Grove Intl West Multi-Hotel Project

Our consultant is j braley at penco engineering not pencil

I phone auto corrected

Sent from my iPhone

On Feb 29, 2016, at 8:25 PM, Greg Blodgett <[gregl@ci.garden-grove.ca.us](mailto:gregl@ci.garden-grove.ca.us)> wrote:

It is in the works our consultant pencil has a record of survey into the county. He is looking at a couple of weeks to get confirmation. I will call him in the morning to confirm. If you have time we can do a conf call

Sent from my iPhone

On Feb 29, 2016, at 7:57 PM, Ziad Khan <[zkhan@langdonwilson.com](mailto:zkhan@langdonwilson.com)> wrote:

Hello Greg,

Hope all is well. I was reaching out because we are finalizing the parcel lot lines for LDI on Site C. In order to do so we need the final boundary survey. If you could send me these or give me a timeline on when it would be available it would help our process.

Thanks,

Ziad Khan

Langdon Wilson International

1055 Wilshire Blvd. Ste 1500

Los Angeles, California 90017

Phone: 213.250.1186 ext 224

Fax: 213.482.4654

Mobile: 626.688.9468

Email: [zkhan@langdonwilson.com](mailto:zkhan@langdonwilson.com)

Website: [www.langdonwilson.com](http://www.langdonwilson.com)

Re:

**Subject:** Re:  
**From:** Matt Reid <matt.reid@landanddesign.com>  
**Date:** Thu, 24 Mar 2016 11:18:22 -0700  
**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

What meeting?

**Matthew Reid**  
Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
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[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

On Mar 24, 2016, at 10:49 AM, Greg Blodgett <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)> wrote:

For next weeks meeting on thurs at 11:00 can you prepare an agenda.

Greg Blodgett  
SR Project Manager  
City of Garden Grove  
Economic Development

Re: 5 star hotel

**Subject:** Re: 5 star hotel  
**From:** Matt Reid <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)>  
**Date:** Thu, 24 Mar 2016 17:51:11 -0700  
**To:** Greg Blodgett <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)>

What's the background?

Sent from my iPhone  
**Matthew Reid**  
**Land & Design, Inc.**  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

**Check out our new website** [www.landanddesign.com](http://www.landanddesign.com)

On Mar 24, 2016, at 4:34 PM, Greg Blodgett <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)> wrote:

call the marriott GM [farid.kalantar@marriott.com](mailto:farid.kalantar@marriott.com)

949 355-7809

Greg Blodgett  
SR Project Manager  
City of Garden Grove  
Economic Development

----- Original Message -----

From: "Matt Reid" <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)>  
To: "Greg Blodgett" <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)>  
Sent: Thursday, March 24, 2016 3:33:34 PM  
Subject: 5 star hotel

Let me know the contact for the group. I'll reach out to them

Sent from my iPhone

Matthew Reid

Land & Design, Inc.

Re: 5 star hotel

3755 Avocado Blvd | #516 | LaMesa, CA 91942

858.735.1858 cell

Skype - [matthew.reid.ca](https://www.skype.com/people/matthew.reid.ca)

[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

**Subject:** Joe's Crab Shack Red Robin Outback sale  
**From:** "Brown, Ian" <[ibrown@ngkf.com](mailto:ibrown@ngkf.com)>  
**Date:** Fri, 25 Mar 2016 01:01:12 +0000  
**To:** Matt Reid <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)>  
**CC:** Greg Blodgett <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)>

Matt,

I've called you a couple of times but apparently at the wrong number.

The restaurants at Harbor and Chapman sold for \$11.5M. This was for a 3 operating restaurant and a vacant land parcel portfolio. Concurrent with the sale, I was able to bring Oggi's Restaurant to the vacant pad. See attached pdf.

Call me in regards to your Hospitality development. Let me know if you have secured financing and we can talk about marketing for restaurants.

Regards,

Ian

Ian Brown  
Managing Director  
CA RE License #00775650  
Newmark Grubb Knight Frank  
T 949.608.2050  
M 949.683.0640  
[ibrown@ngkf.com](mailto:ibrown@ngkf.com)

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-----Original Message-----

From: Greg Blodgett [<mailto:greg1@ci.garden-grove.ca.us>]  
Sent: Tuesday, March 15, 2016 5:59 PM  
To: Matt Reid  
Subject: Re: Joe's Crab Shack Red Robin Outback sale

Matt I was looking for comps today and don't have any current comps. Ian Brown has sold many of the restaurants in the area said he may have some comps

he will be back in town in a couple days and will reach out to you.

Greg Blodgett  
SR Project Manager  
City of Garden Grove  
Economic Development

----- Original Message -----

From: "Matt Reid" <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)>  
To: [greg1@ch.ci.garden-grove.ca.us](mailto:greg1@ch.ci.garden-grove.ca.us)  
Sent: Monday, March 14, 2016 6:44:30 PM  
Subject: Joe's Crab Shack Red Robin Outback sale

Do you know what the restaurants sold for back in 2010 across the street from our project?

Sent from my iPhone

Matthew Reid

Land & Design, Inc.

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**harbor and chapman restaurant sales comp.pdf**

<b>Content-Description:</b> harbor and chapman restaurant sales comp.pdf
<b>Content-Type:</b> application/pdf
<b>Content-Encoding:</b> base64

**Land & Design, Inc.**  
 3755 Avocado Blvd, Suite 516  
 La Mesa, CA 91941  
 858.735.1858 direct



[www.landanddesign.com](http://www.landanddesign.com)

[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)  
[drose3@charter.net](mailto:drose3@charter.net)

**Hotel / Resort Development**  
**Anaheim Resort Area, Garden Grove, CA**

**Please Direct All Inquires To:** Matthew Reid  
 President  
 Land & Design, Inc.

**Contact: Matthew Reid** [matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)  
 858.735.1858

**Contact: David Rose III** [drose3@charter.net](mailto:drose3@charter.net)  
 951.323.4543

**Company Website:** [www.landanddesign.com](http://www.landanddesign.com)



**Project Overview**

Developer is seeking a joint venture partner, buyer or combination of equity and debt to develop a hotel/resort project approximately one mile South of Disneyland in the Anaheim Resort District, Garden Grove CA. This project is proposed to be anchored by **ONE OF THE MOST ICONIC HOTEL/RESORT FLAGS IN THE WORLD AND WILL BE THE ONLY ONE OF ITS KIND IN ORANGE AND LA COUNTIES, CA.** This branded flag is the #1 hotel (revpar and occ) in the entire Orlando, FL resort market.

Project is **FULLY ENTITLED** for up to **769** hotel rooms!

City incentives include 60% of Hotel Bed Tax (14.5%) over 20 years on BOTH Full Service Hotels and 50% of City portion of Sales Tax revenues over 20 years from the entire project, totaling approximately +/- **\$110 million in City Incentives.**

**Capital Structure**

<b>Estimated Budgeted Cost:</b>	\$	295,652,681
<b>Debt Assumption at 65%</b>	\$	192,174,242
<b>Equity sought****:</b>	\$	103,478,438 (more or less - debt)

\*\*\*\* \$20,000,000 of land contributed by developer, subject to future appraisal including sweat equity from 5 years of development.

**Property & Entitlements**

**Type of Property** Approximately 600 key Hotel Resort with entertainment venues, restaurants, conference and meeting space and parking garage.

**Location** Approximately 1 mile south of Disneyland on Harbor Blvd

**Gross Square Footage:** 351,000sf - 4 Star Hotel  
 157,500sf - 2nd Full Service  
 15,000sf - Restaurant  
 930 stall - Parking Garage

**Values, Investor Returns & Projected Income**

Values Upon Completion *	Yr3	Yr7	IRR Sale Yr7
Full Service Hotel	\$ 257,009,213	\$ 280,007,362	31.22%
2nd Full Service Hotel	\$ 121,656,324	\$ 133,140,124	38.52%
Parking Garage	\$ 51,774,812	\$ 60,726,532	25.59%
Restaurants / Entertainment	\$ 20,754,262	\$ 26,117,904	38.23%
<b>Totals</b>	<b>\$ 451,194,611</b>	<b>\$ 499,991,921</b>	<b>32.59%</b>

Projected NOI **	Yr3	Yr7	Stabilized R.O.C.
Full Service Hotel	\$ 17,990,645	\$ 19,600,515	10%
2nd Full Service Hotel	\$ 8,515,943	\$ 9,068,885	11%
Parking Garage	\$ 3,365,363	\$ 4,702,524	8%
Restaurants / Entertainment	\$ 1,228,070	\$ 1,384,691	9%
<b>Totals</b>	<b>\$ 31,100,021</b>	<b>\$ 34,756,615</b>	<b>10%</b>

\* 7% cap rate modeled

\*\* NOI shown includes tax incentive income

**Available Restaurants / Dining / Entertainment**





**CONFIDENTIALITY, NON-DISCLOSURE and  
NONCIRCUMVENT AGREEMENT**

This Agreement made on the \_\_\_ day of \_\_\_\_\_, 2016, (the "Effective Date") by and between LAND & DESIGN, INC. whose address is 3755 Avocado Blvd, #516, La Mesa, CA 91942, hereinafter referred to as "COMPANY" and \_\_\_\_\_, a \_\_\_\_\_ corporation whose address is \_\_\_\_\_, herein referred to as "REVIEWER." Whereas, COMPANY has certain confidential information, including but not limited to original ideas, development plans and proformas, strategies, assumptions, marketing plans, financial projections, processes, research, trade secrets, services, customer markets, hotel flags and entertainment and other proprietary information that it proposes to deliver to REVIEWER, for examination and evaluation purposes only, for the purpose of possible investment and involvement with Hotel Site "C" located on Harbor Boulevard in the City of Garden Grove, California, as referred to by either the redevelopment agency of Garden Grove, the City of Garden Grove, or the Successor Agency of Garden Grove CA, herein referred to as "PROJECT". Individually, each of REVIEWER and COMPANY is herein referred to as a "Party", and collectively as the "Parties."

This Agreement nullifies and supersedes any and all prior agreements of like manner between Company and Reviewer relating to the Project.

1. TERM

1.1. This Agreement shall inure to the benefit of COMPANY, and obligate REVIEWER, REVIEWER's Representatives (defined below), and each of their respective successors, assigns, representatives, and affiliates for a period of four (4) years from the Effective Date.

2. CONFIDENTIALITY AND COMMITMENTS

2.1. For a period of four years, beginning on the Effective Date, REVIEWER shall be obligated to maintain in confidence, and shall not use, publish or disclose to any third parties (except as expressly permitted under this Agreement), any and all information regarding the PROJECT and disclosed to REVIEWER by COMPANY or COMPANY's agents or representatives (the "Confidential Information"). REVIEWER shall not disclose any Confidential Information to any third parties except to the extent expressly permitted under this Agreement, and REVIEWER shall take such measures to protect the confidentiality of the Confidential Information as are at least as stringent as those that REVIEWER employs with respect to its own confidential and proprietary information. REVIEWER shall notify in writing all its employees, directors, officers, agents, affiliates and representatives (including without limit financial advisors, attorneys and accountants) to whom any Confidential Information is disclosed, of the obligations under this Agreement, and provide such Confidential Information only to those persons who have a need to know the contents thereof for the purposes of pursuing a business relationship between the Parties and then only after such persons have signed a non-disclosure agreement or otherwise agreed to abide by the terms of this Agreement. REVIEWER shall use the Confidential Information strictly for the purpose of pursuing a business relationship between the Parties. In the event the Parties elect not to pursue a business relationship as to the PROJECT, REVIEWER shall not make any use of the Confidential Information nor shall REVIEWER pursue the Project, COMPANY's development ideas for the Project, specific hotel operators with whom COMPANY has discussed terms for the operation of the hotel(s) within the Project, and the Project's design plans, strategies, etc., without COMPANY's direct involvement with the Project or otherwise with COMPANY's prior written consent. Notwithstanding anything to the contrary in this Agreement, REVIEWER shall not contact the City of Garden Grove, the Successor Agency of Garden Grove or the redevelopment agency of Garden Grove CA, regarding the Project without the prior written consent of COMPANY during the term of this Agreement.

2.2. If disclosure of Confidential Information is required by law or legal process, REVIEWER shall, to the extent practicable, notify COMPANY in writing prior to making such disclosure to provide sufficient time to request a protective order; and REVIEWER shall disclose only such information that is legally required and shall use its commercially reasonable efforts to obtain confidential treatment for any Confidential Information that is so disclosed.

2.3. This Agreement will not apply to Confidential Information that (a) is or becomes publicly available or becomes generally available to the public or other than as a result of a disclosure by REVIEWER or REVIEWER's employees, officers, members, agents or representatives (collectively, "REVIEWER's Representatives"); or (b) is or has been received in good faith by REVIEWER without restriction on use or disclosure from a third party having no obligation of confidentiality to COMPANY; or (c) is or has been independently developed by REVIEWER without reference to Confidential Information received from COMPANY, as evidenced by REVIEWER'S written records. The fact that information may no longer be Confidential Information shall not affect any rights of COMPANY with respect to patents, trademarks, or copyrights used in connection with the Project.

2.4. The Parties acknowledge that the Confidential Information protected hereunder is of an extraordinary nature and value, and COMPANY cannot, in the event of any unauthorized disclosure or use by the Reviewer, be adequately or reasonably compensated for in damages awarded in an action at law. REVIEWER therefore agrees that in the event of such unauthorized disclosure or use by REVIEWER, COMPANY shall be entitled to require of REVIEWER specific performance of all acts and undertakings so required hereunder to obtain injunctive and other equitable relief to prevent any further violation of any provisions herein.

2.5. Title to all tangible forms of the Confidential Information shall be and remain with COMPANY. REVIEWER shall not copy or reproduce in whole or in part any Confidential Information without written authorization of COMPANY, except as is consistent with the purpose of this Agreement. Upon written request of COMPANY or termination of this Agreement, all such tangible forms of Confidential Information regarding the Project, shall be promptly returned to COMPANY or destroyed, at REVIEWER'S option.

2.6. REVIEWER shall not remove any proprietary, copyright, technology protection, trade secret, or other legend from any form included in the Confidential Information.

### 3. NON-CIRCUMVENTION

3.1. REVIEWER covenants and agrees that REVIEWER and REVIEWER's Representatives shall not, directly or indirectly, circumvent or attempt to circumvent COMPANY in connection with the acquisition and/or development of the Project, nor use the Confidential Information or any knowledge gained, or business relationships disclosed, thereby in any transaction related to the Project or otherwise other than in connection with pursuing a business relationship between the Parties. Without limiting the generality of the foregoing, REVIEWER shall not, without the prior written consent of COMPANY (which consent may be given or withheld in COMPANY's sole and absolute discretion), directly or indirectly: (a) negotiate with or enter into a transaction with any party other than COMPANY with respect to the Project, whether such transaction is a single or multi-step transaction or series of related transactions; or (b) enter into any business relationship, arrangement or agreement relating to the Project with any party disclosed by COMPANY or any agent or representative of COMPANY.

### 4. REMEDIES

4.1. REVIEWER acknowledges that any breach of the terms of this Agreement will cause irreparable harm to COMPANY. Recipient therefore agrees to indemnify COMPANY for, from and against any and all losses, liabilities,

obligations, damages, penalties, judgments, suits, costs, expenses or disbursements of any kind (including, without limitation, reasonable attorneys' fees and expenses) arising out of, or incurred by COMPANY, as the result of a violation, breach or non-performance of any of the terms of this Agreement by REVIEWER or any REVIEWER'S Representatives. In addition, REVIEWER acknowledges that the damages that COMPANY may suffer as a result of a breach of this Agreement by REVIEWER or any REVIEWER'S Representatives may not be fully compensated for by an award for monetary damages. REVIEWER therefore agrees that, in the event of any actual or threatened breach of this Agreement by REVIEWER or REVIEWER's Representatives, in addition to any other remedies at law or in equity that it may have, COMPANY shall be entitled to seek a temporary restraining order (without notice to REVIEWER and without the necessity of posting any bond or other surety in connection with the issuance thereof) and to seek preliminary and final injunctive relief against REVIEWER and/or REVIEWER's Representatives to prevent any violation or continuing violation of this Agreement. Nothing contained in this Agreement shall be construed to limit or waive any legal or equitable remedies which are available to COMPANY with respect to any breach by REVIEWER or REVIEWER's Representatives of this Agreement.

## 5. GENERAL

5.1. This Agreement shall be construed, interpreted and applied in accordance with the laws of the State of California.

5.2. This Agreement contains the entire agreement between the Parties relating to the Project and supersedes all previous understandings, commitments or agreements, whether oral or written, pertaining to the subject matter of this Agreement. This Agreement shall not be modified or changed in any manner except in writing and signed by both Parties. In the event a court of competent jurisdiction finds any of the provisions of this Agreement to be so over broad as to be unenforceable, such provisions may be reduced in scope by the court to the extent it deems necessary to render the provision reasonable and enforceable.

5.3. The undersigned represents that he/she has the full right and authority to enter into this Agreement and bind the Party on whose behalf he/she is signing.

5.4. Should any litigation or arbitration be commenced between the Parties or their representatives concerning any provision of this Agreement or the rights and duties of any person or entity hereunder, the Party or Parties prevailing in such litigation or arbitration shall be entitled, in addition to such other relief as may be granted, to reimbursement of their reasonable attorneys' fees and court or arbitration costs incurred by reason of such litigation or arbitration, including reasonable attorneys' and experts' fees incurred in preparation for, investigation of, or appeal of, any matter relating to such litigation or arbitration.

5.5. No waiver by either Party of any rights hereunder nor the failure of either Party to enforce against the other any provision, covenant or condition of this Agreement shall be deemed to be a waiver of any preceding or succeeding breach of the same or any other provision, covenant or condition. All remedies, rights, undertakings, obligations and agreements contained in the Agreement shall be cumulative.

5.6. If more than one person or entity executes this Agreement on behalf of any Party hereto, all obligations and benefits hereunder shall apply jointly and severally to all such persons.

5.7. This Agreement shall inure to the benefit of the Parties and to their respective successors, heirs and assigns, subject to any restrictions on assignment contained elsewhere herein.

5.8. Any rules of interpretations that ambiguities in the Agreement are to be construed against the drafting Party

shall not apply.

5.9. Any controversy or claim arising out of, or relating to, the Agreement and/or the execution or breach thereof, shall be subject to the jurisdiction of the appropriate court in the city and/or county of San Diego, California.

IN WITNESS WHEREOF, the Parties hereto have duly executed this Agreement as of the Effective Date.

“REVIEWER”:

\_\_\_\_\_  
a California corporation

By: \_\_\_\_\_

Name: \_\_\_\_\_

Its: \_\_\_\_\_

**Subject:** Agenda for tomorrows meeting

**From:** Matt Reid <matt.reid@landanddesign.com>

**Date:** Wed, 30 Mar 2016 09:24:29 -0700

**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

**CC:** "Scott C. Stiles Icma-Cm" <sstiles@ci.garden-grove.ca.us>, Harry Pflueger <harry@maxim-hb.com>, Lorraina Pang <lorraina\_usa@yahoo.com>, Danny Wei <dannywei@scgamerica.com>

Greg,

As I've explained, we are in a non-binding Letter of Intent with Shanghai Construction Group America (SCG) to have them take control of the Site C project and move forward with the project. SCG would have 90% interest, LND 10% in a to-be-formed NewCoLLC accordance with the GDHDA. LND or assigns, specifically Matthew Reid, will be the Development Lead for the project for SCG. Binding documents are being drafted by SCG attorneys and should be sent to us for our review in the next day or two, with escrow being opened by next Friday, close in 30 days.

This meeting with SCG is about their due diligence prior to getting into binding documents.

Confirmation and review of these items, and others, will be the main topic of discussion:

1. Confirm LND in good standing under the GDHDA.
2. Confirm ALL land is under City control and ready for development.
3. Status of remaining buildings/structures to be demolished by City and utility demo.
4. Confirm Parcel Map is in process by City.
5. Confirm remaining necessary approvals required for project.
6. Review of provisions under GDHDA allowing LND to assign 90% of its rights to SCG and risks of amendment of the GDHDA.
7. Review timing when 90% becomes 100% for SCG under the GDHDA.
8. SCG informational Items needed for City approval.
9. Timing and process for City approval (GDHDA indicates City approval within 30 days)
10. Schedule of performance milestones, as currently amended and potential future amendment of that schedule.

I'm sure other items will come up during the meeting, however believe these are the main issues.

Thanks

**Matthew Reid**

Land & Design, Inc.

3755 Avocado Blvd | #516 | LaMesa, CA 91942

858.735.1858 cell

Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)

[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

**Subject:** Re: Site C - Data Needs  
**From:** Matt Reid <matt.reid@landanddesign.com>  
**Date:** Mon, 4 Apr 2016 16:32:55 -0700  
**To:** Jane Chang <Jane.Chang@aecom.com>  
**CC:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

Hi Jane,

Would you look at the MND file for our GG project? Do you know if an FAA application was made during our entitlements?

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Jane Chang  
Design, Planning + Economics  
AECOM  
D 714.567.2788

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**Sent:** Wednesday, September 23, 2015 10:48 AM  
**To:** Chang, Jane  
**Cc:** Ziad Khan; David Rose; Maria Parra; Karl Hill; [leem@ci.garden-grove.ca.us](mailto:leem@ci.garden-grove.ca.us); Greg Blodgett  
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<Table 1\_Project Summary.docx>

Reminder to send me the EIR

**Subject:** Reminder to send me the EIR  
**From:** Matt Reid <matt.reid@landanddesign.com>  
**Date:** Tue, 5 Apr 2016 09:21:15 -0700  
**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

Just a reminder to send me the EIR for the GG resort area.  
Thanks

**Matthew Reid**

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**Subject:** RE: Site C - Data Needs  
**From:** "Chang, Jane" <Jane.Chang@aecom.com>  
**Date:** Tue, 5 Apr 2016 16:45:59 +0000  
**To:** Matt Reid <matt.reid@landanddesign.com>  
**CC:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

Hi Matt.

I checked our file and did not find any reference to FAA application.

Jane Chang  
Design, Planning + Economics  
AECOM  
D 714.567.2788

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**Sent:** Monday, April 04, 2016 4:33 PM  
**To:** Chang, Jane  
**Cc:** Greg Blodgett  
**Subject:** Re: Site C - Data Needs  
**Importance:** High

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**Subject:** Re: Site C - Data Needs

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If you have any questions, please give me a call. Thank you.

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[jane.chang@aecom.com](mailto:jane.chang@aecom.com)

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T 714.567.2501 F 714.567.2760

[www.aecom.com](http://www.aecom.com)

<Table 1\_Project Summary.docx>

**Subject:** Re: Site C - Data Needs  
**From:** Matt Reid <matt.reid@landanddesign.com>  
**Date:** Tue, 5 Apr 2016 09:50:23 -0700  
**To:** Jane Chang <Jane.Chang@aecom.com>  
**CC:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

Ok, thanks.

Isn't the FAA filing a requirement in order to receive an entitlement above 200' AGL pursuant to FAR part 77?

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**Subject:** Re: Site C - Data Needs

**From:** Matt Reid <matt.reid@landanddesign.com>

**Date:** Tue, 5 Apr 2016 11:45:58 -0700

**To:** Jane Chang <Jane.Chang@aecom.com>

**CC:** Greg Blodgett <gregl@ci.garden-grove.ca.us>, Maria Parra <mariap@ci.garden-grove.ca.us>

Thanks!

We are processing an FAA approval as we speak....

**Matthew Reid**

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[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

On Apr 5, 2016, at 11:44 AM, Chang, Jane <[Jane.Chang@aecom.com](mailto:Jane.Chang@aecom.com)> wrote:

Matt.

Please see Maria's response to your question below:

The initial study indicates that the site is not located within an airport land use plan, within two-miles of a public airport or public use airport, or within the vicinity of private airstrip. I inquired further with the planners, and this area of Garden grove is not within an approved flight path. But the Planning Division would not be responsible for obtaining such an approval from the FAA. Matt can inquire further with the FAA or with the Airport Land Use Commission.

I hope this answers your question.

Jane Chang

Design, Planning + Economics

AECOM

D 714.567.2788

---

**From:** Matt Reid [<mailto:matt.reid@landanddesign.com>]

**Sent:** Tuesday, April 05, 2016 9:50 AM

**To:** Chang, Jane

**Cc:** Greg Blodgett

**Subject:** Re: Site C - Data Needs

Ok, thanks.

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**Date:** Tue, 5 Apr 2016 11:58:20 -0700

**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

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Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

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Sent from my iPhone

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[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

On Oct 14, 2015, at 12:21 PM, Chang, Jane <[Jane.Chang@aecom.com](mailto:Jane.Chang@aecom.com)> wrote:

Hi Ziad.

When can I expect to get the Project Summary Table?

**Jane Chang**  
Design, Planning + Economics  
AECOM  
D 714.567.2788

---

**From:** Matthew Reid [<mailto:matt.reid@landanddesign.com>]  
**Sent:** Wednesday, September 23, 2015 10:48 AM  
**To:** Chang, Jane  
**Cc:** Ziad Khan; David Rose; Maria Parra; Karl Hill; [leem@ci.garden-grove.ca.us](mailto:leem@ci.garden-grove.ca.us); Greg Blodgett  
**Subject:** Re: Site C - Data Needs

See below....

**Matthew Reid**  
Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/people/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

On Sep 23, 2015, at 10:30 AM, Chang, Jane <[Jane.Chang@aecom.com](mailto:Jane.Chang@aecom.com)> wrote:

Good morning.

Per yesterday's meeting, the following lists information needed to prepare the addendum to IS/MND for the International West Hotel – Harbor East (Site C) Project.

- Project Summary Table similar to the attached document Ziad / LWI

- PDF copy of yesterday's presentation link to download:  
[https://www.dropbox.com/s/7qdhzgl8uzztwzr/Entitlement\\_SIGNAGE\\_092215.pdf?dl=0](https://www.dropbox.com/s/7qdhzgl8uzztwzr/Entitlement_SIGNAGE_092215.pdf?dl=0)
- Shade and Shadow Study Ziad / LWI
- Brief description of the proposed lighting/signage Ziad / LWI

I spoke with Rogier Goedecke at the RK Engineering and he proposed to update the air quality, noise and traffic studies to confirm that the proposed changes to the project site would have similar impacts. Once I receive the above-mentioned information, I will forward them to Rogier and based on his review of the provided materials and a discussion with the City Traffic Department, he will provide a scope and fee for his service.

If you have any questions, please give me a call. Thank you.

**Jane Chang**, LEED AP  
Environmental Planner  
Design + Planning  
D 714.567.2788  
[jane.chang@aecom.com](mailto:jane.chang@aecom.com)

**AECOM**  
999 Town & Country Road, Orange, CA 92868  
T 714.567.2501 F 714.567.2760  
[www.aecom.com](http://www.aecom.com)

<Table 1\_Project Summary.docx>

**Subject:** Re: Greg Blodgett  
**From:** Matt Reid <matt.reid@landanddesign.com>  
**Date:** Fri, 8 Apr 2016 06:50:38 -0700  
**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

No worries.

We interviewed Architects Thursday with them. We are awaiting contracts from their attorneys.

One of the questions they had was the Parcel Map. Lorraina has concerns the Parcel Map is going to take too long to get approved. Do you know why its taking so long to get out of the County?

**Matthew Reid**

Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

On Apr 8, 2016, at 6:47 AM, Greg Blodgett <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)> wrote:

That's strange. He seemed interested  
Any update from Shanghi deal

Sent from my iPhone

On Apr 8, 2016, at 7:17 AM, Matt Reid <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)> wrote:

Just letting you know, I've reached out twice to this guy with no response.

**Matthew Reid**

Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

Begin forwarded message:

**From:** Matt Reid <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)>

**Subject:** Greg Blodgett

**Date:** April 7, 2016 at 6:59:33 PM PDT

**To:** [farid.kalantar@marriott.com](mailto:farid.kalantar@marriott.com)

Good afternoon,

Was given your name from Greg Blodgett as someone that has interest in our development project in GG.

You can reach me anytime to discuss.

Thank you.

Sent from my iPhone

**Matthew Reid**

**Land & Design, Inc.**

3755 Avocado Blvd | #516 | LaMesa, CA 91942

858.735.1858 cell

Skype - [matthew.reid.ca](https://www.skype.com/people/matthew.reid.ca)

[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

**Check out our new website** [www.landanddesign.com](http://www.landanddesign.com)



**Subject:** Garden Grove Intl West Multi-Hotel Project - Survey  
**From:** "Ziad Khan" <[zkhan@langdonwilson.com](mailto:zkhan@langdonwilson.com)>  
**Date:** Mon, 11 Apr 2016 11:58:39 -0700  
**To:** "Greg Blodgett" <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)>  
**CC:** "Matthew Reid" <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)>

Greg,  
Hope all is well. I was checking back in as it has been over a couple of weeks since our last emails regarding the survey necessary to finalize our parcel map. Please let me know when we can get the survey information at your earliest convenience.  
Regards,

Ziad Khan  
Langdon Wilson International  
1055 Wilshire Blvd. Ste 1500  
Los Angeles, California 90017  
Phone: 213.250.1186 ext 224  
Fax: 213.482.4654

Mobile: 626.688.9468  
Email: [zkhan@langdonwilson.com](mailto:zkhan@langdonwilson.com)  
Website: [www.langdonwilson.com](http://www.langdonwilson.com)

-----Original Message-----

From: Greg Blodgett [<mailto:greg1@ci.garden-grove.ca.us>]  
Sent: Monday, February 29, 2016 9:16 PM  
To: Greg Blodgett  
Cc: Ziad Khan; Matthew Reid  
Subject: Re: Garden Grove Intl West Multi-Hotel Project

Our consultant is j braley at penco engineering not pencil

I phone auto corrected

Sent from my iPhone

On Feb 29, 2016, at 8:25 PM, Greg Blodgett <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)> wrote:

It is in the works our consultant pencil has a record of survey into the county. He is looking at a couple of weeks to get confirmation. I will call him in the morning to confirm. If you have time we can do a conf call

Sent from my iPhone

On Feb 29, 2016, at 7:57 PM, Ziad Khan <[zkhan@langdonwilson.com](mailto:zkhan@langdonwilson.com)> wrote:

Hello Greg,  
Hope all is well. I was reaching out because we are finalizing the parcel lot lines for LDI on Site C. In order to do so we need the final boundary survey. If you could send me these or give me a timeline on when it would be available it would help our process.

Thanks,

Ziad Khan  
Langdon Wilson International  
1055 Wilshire Blvd. Ste 1500  
Los Angeles, California 90017

|| Phone: 213.250.1186 ext 224  
|| Fax: 213.482.4654

|| Mobile: 626.688.9468  
|| Email: [zkhan@langdonwilson.com](mailto:zkhan@langdonwilson.com)  
|| Website: [www.langdonwilson.com](http://www.langdonwilson.com)

**Subject:** Additional Environmental  
**From:** Matt Reid <matt.reid@landanddesign.com>  
**Date:** Wed, 13 Apr 2016 18:33:46 -0700  
**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

Greg,

Speaking with SCG's broker today, I understand there are environmental docs associated with the structures to be demolished.

Please forward these docs and any other information and or documentation you may have on the property to me first and I'll forward to SCG. Do not send anything to SCG without cc'g me.

Also, please forward the ALTA that was mentioned today.

Thanks!

Sent from my iPhone

**Matthew Reid**

**Land & Design, Inc.**

3755 Avocado Blvd | #516 | LaMesa, CA 91942

858.735.1858 cell

Skype - matthew.reid.ca

matt.reid@landanddesign.com

**Check out our new website** [www.landanddesign.com](http://www.landanddesign.com)

**Subject:** Garden Grove Site C

**From:** Thanh Nguyen <thanhn@ci.garden-grove.ca.us>

**Date:** Thu, 14 Apr 2016 12:38:12 -0700 (PDT)

**To:** Ziad Khan <zkhan@langdonwilson.com>, Matthew Reid <matt.reid@landanddesign.com>

Good Afternoon,

It was great meeting you yesterday, and thank you for the quick briefing you provided me. The fire marshal and I will be attending future meetings, and I look forward to working with you.

At your convenience, please email the other maps that we had discussed. I would like to brief my boss, and get an answer to you regarding fire department access as soon as possible.

Thank you,

Thanh Nguyen  
Captain  
Deputy Fire Marshal  
Garden Grove Fire Department  
Desk (714) 741-5628  
Cell (714) 980-2622

Sent from my iPhone

**Subject:** Re: Development Agreement Draft  
**From:** Matt Reid <matt.reid@landanddesign.com>  
**Date:** Tue, 19 Apr 2016 16:35:37 -0700  
**To:** Greg Blodgett <gregl@ci.garden-grove.ca.us>

I'm meeting with SCG in the next few days on the schedule of performance. I'm going to recommend extending 90 days...that's it. What are your thoughts?

Sent from my iPhone

**Matthew Reid**

**Land & Design, Inc.**

3755 Avocado Blvd | #516 | LaMesa, CA 91942

858.735.1858 cell

Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)

[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

**Check out our new website** [www.landanddesign.com](http://www.landanddesign.com)

On Apr 19, 2016, at 4:20 PM, Greg Blodgett <[gregl@ci.garden-grove.ca.us](mailto:gregl@ci.garden-grove.ca.us)> wrote:

I will Get you an answer on the timing

Do you have an updated schedule of performance

Sent from my iPhone

On Apr 19, 2016, at 4:06 PM, Matt Reid <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)> wrote:

Greg,

Do you have a draft version of a development agreement we can review since (based upon our last meeting) this is now a requirement. As you know, the former City Manager Mr. Matthew Fertal was not requiring a development agreement as a requirement under the agreement.

Please send a draft over so I can have our atty review and get back to you for execution.

Thanks

**Matthew Reid**

Land & Design, Inc.

3755 Avocado Blvd | #516 | LaMesa, CA 91942

858.735.1858 cell

Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)

[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

**Subject:**

**From:** Greg Blodgett <gregl@ci.garden-grove.ca.us>

**Date:** Thu, 21 Apr 2016 11:40:33 -0700 (PDT)

**To:** Matthew Reid <matt.reid@landanddesign.com>

Greg Blodgett  
SR Project Manager  
City of Garden Grove  
Economic Development

<b>Site C Project Meeting Schedule April 21.docx</b>	<b>Content-Type:</b> application/vnd.openxmlformats-officedocument.wordprocessingml.document <b>Content-Encoding:</b> base64
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**Land & Design Resort Development Agreement DOC 1092321.1**

TIMELINE/KEY DATES, Agency DDA Approved  
 Resort Agreement approved April 9, 2013 Resolution No. 9172-13  
 Approval of land Transfer Via Compensation Agreement 1049357.1 March 2015  
 PUD 128-12 MND Approved site plan November 2012- No expiration

Task Description	Responsible Party	Start Date	Completion Date	Status Update
1 Agency Approved DDA Development Agreement	Agency Greg	4/9/2013	Within 30 days	City Council Approval by resolution April 9, 2013 Resolution No. 9172-13 Agreement dated 4/9/2013
2 Escrow Open	Agency Greg	4/4/2013	4/4/2013	Item Complete - First American Title Insurance Company National Commercial Services • 4380 La Jolla Village Dr., Suite 110; San Diego, CA 92122 Direct: 858.410.3894   Cell: 858.253.2434
3 Approval of Property on LRPMP	Staff	5/15/2013	3/7/2014	• DOF approved Resolution No. 31-14 required compensation agreements in place prior to land transfer.
4 Compensation Agreements from all taxing entities	James/Kingsley	1/1/2015	5/29/2015	• Compensation Agreement Section 4b Requires the land to be transferred by January 1, 2018, if not then market and sell land at appraised value on the open market proceeds to taxing entities/
5 Meet and Confer with DOF for original DDA	SYCR Scott Kingsley	11/22/2015	12/17/2015	• 12/17 Letter from DOF denying as an enforceable contact
6 New Condensed Schedule	James Greg	5/29/2015	7/29/2019	• Developer Agreed new Schedule based on Tolling of agreement
7 City Completes land Transfer	Carlos			Land Transferred to the City from Agency Completed see title Order Number: NCS-604754-SD
8 Developer Completes Site Investigation	Developer	5/29/2015	9/27/2015	• May 29, 2015
9 Third Party Parcels	Developer	5/29/2015	10/29/2015	• Item Due- Developer need buildings demolished to finalize site investigation • Item Due
11 Developer Approves Hotel Franchise	Developer		6/28/2016	
12 Developers provides Construction Drawings and permits	Developer		11/30/2016	
13 City Demolition and Relocation is Complete	Greg and Carlos		5/13/2017	• Contract for demo may need a re-bid-TBA
14 Developer to secure a bond for off-site and on-site improvements				
15 City approval of all building permits.	Bill/Scott Fazakes	3/1/2015	7/20/2015	• Building Plans Are complete SFA will send plans to by 7/20
16 City Approval of Precise Grading Plans and WQMP	Kamyar	4/1/2015	complete	• Grading Plans Complete WQMP Complete, SWPPP Completed 4/1
17				
18				
19 City Approval of insurance per sect.205.1 E	Heidi PENCO	3/1/2015	7/28/2015	Risk Management, is reviewing today 7/16 approval
20 Final Tract Map And CC&Rs	J.BRALEY/Public Works	6/1/2014	7/28/2015	County approved and recorded 201500461.023 book 941-page 27-30
21				
22 Agency/Developer Closes Escrow	Agency/Kam Sang Co.		11/10/2015	• Closed escrow in July city collects \$1.7 in land proceeds and \$2.7 Million in all fees
23 Developer Starts Construction	Kam Sang Co.		11/11/2015	• Grant deed 2015000581.166 • First Workday After Close
24 Developer Completes Phase One Construction (City issues a C of O)	Kam Sang Co.	DDA first 80 units by 455D after COE	11/17/2017	• 2 year construction schedule Construction completion February 13, 2017

**New Age Brookhurst LLC, Disposition Development Agreement Phase II (Rops Item #20)**  
**TIMELINE/KEY DATES, Agency DDA Approved on November 23, 2010-Reso 691**

Task Description	Responsible Party	Start Date	Completion Date	Notes
1 Agency Approved DDA Development Agreement	Agency Greg	10/23/2010	Within 30 days	• Item Complete
2 Escrow Open	Agency Greg	4/4/2013		• Open Till Closed (Phase II) First American Downtown
3 Developers Force Majure Letter	Kam Sang Co.	2/10/2015	2/10/2015	• Complete. Developer has been unable to move forward with development of the project because of the States approval of Assembly Bill 1x 26. Due to the delay Kam Sang Co. has amended their schedule accordingly. The Amended Schedule is triggered by DOF land transfer. See new schedule
4 Schedule of Performance	SYCR Clark	2/1/2015	2/11/2015	• Completed- SYCR has created a new Schedule of Performance due to due to enforced delay. RE Phase II
5 Letter from Developer Approving physical condition of the Site per sect.205.1 H	Kam Sang Co.	2/1/2015	2/11/2015	• Item Complete
6 Oversight Board /Agency Consideration of Land Transfer	GGADSB	2/1/2015	2/11/2017	• Staff report and Resolution and attachments
7 Oversight Board Consideration of Land Transfer	DOF	2/25/2015	2/25/2017	• Oversight Meeting prior to dof DOF approval
8 Department of Finance Review Period For Land Transfer (60 days) with Additional (45 days)	DOF	1/27/2015	4/12/2017	•
9 Grant Deed and All DDA Breakout Docs to Escrow item 3, 7, and 10	SYCR CLARK/ LOCKLIN	2/1/2015	5/15/17	• Completed by Vanessa Locklin SYCR
11 Agency consent to development plan		3/10/2015	6/17/17	• DDA conflict of for sale vs developer proposed condos. Agency consent. Staff report and memo done for July 28, 2014, and approved on the 7/28/2015
12 Developer provides evidence of financing loan docs per sect. 205.1 F	Kam Sang Co.	2/27/2015	Prior to close	• SYCR will review and approve
13 DDA Conditions to Closing Items A-1	Kam Sang Co.	4/3/2013	7/2/2017	• CC&Rs complete management plan pending. Insurance is in process builder has provided insurance and it is approved
14 Developer to secure a bond for off-site and on-site improvements			7/17/2017	•
15 City approval of all building permits.	Bill/Scott Fazakes	3/1/2015	7/20/2017	• Building Plans Are complete SFA will send plans to by 7/20
16 City Approval of Precise Grading Plans and WQMP	Kamyar	4/1/2015	complete	• Grading Plans Complete WQMP Complete, SWPP Completed 4/1
17				
18				
19 City Approval of insurance per sect.205.1 E	Heidi	3/1/2015	7/28/2017	Risk Management, is reviewing today 7/16. approval
20 Final Tract Map And CC&Rs	PENCO J.BRALEY/Public Works	6/1/2014	7/28/2017	City Council Action item
21				
22 Agency/Developer Closes Escrow on Phase II	Agency/Kam Sang Co.		11/10/17	• DDA outside Date for closing is 720 days after closing phase I, per 202.4
23 Developer Starts Construction	Kam Sang Co.		11/11/2017	• Close escrow in July city collects \$1.7 and additional City fees
24 Developer Completes Phase One Construction (City issues a C of O)	Kam Sang Co.		11/11/2019	• First Workday After Close • 2 year construction schedule



Re:

**Subject:** Re:

**From:** Matt Reid <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)>

**Date:** Thu, 21 Apr 2016 14:34:48 -0700

**To:** Greg Blodgett <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)>

Yes. When I'm back at my office...

Sent from my iPhone

**Matthew Reid**

**Land & Design, Inc.**

3755 Avocado Blvd | #516 | LaMesa, CA 91942

858.735.1858 **cell**

Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid)

[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

**Check out our new website** [www.landanddesign.com](http://www.landanddesign.com)

On Apr 21, 2016, at 2:17 PM, Greg Blodgett <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)> wrote:

| Can you send the latest hard rock concept rendering

| Sent from my iPhone

**Subject:** Fwd: parcel/garden grove pdf  
**From:** Matt Reid <matt.reid@landanddesign.com>  
**Date:** Fri, 22 Apr 2016 13:25:38 -0700  
**To:** Greg Blodgett <gregl@ci.garden-grove.ca.us>

Here is our latest, however has not been approved by SCG.

**Matthew Reid**

Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/people/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

Begin forwarded message:

**From:** [zkhan@langdonwilson.com](mailto:zkhan@langdonwilson.com)  
**Subject:** Fw: parcel/garden grove pdf  
**Date:** April 22, 2016 at 9:07:53 AM PDT  
**To:** [matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Here you go.

---

<b>SITE-Analysis parcel (2).pdf</b>	<b>Content-Type:</b> application/pdf <b>Content-Encoding:</b> base64
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—Part 1.1.3—

<b>Part 1.1.3</b>	<b>Content-Type:</b> text/html <b>Content-Encoding:</b> 7bit
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— SITE-Analysis parcel (1).pdf —

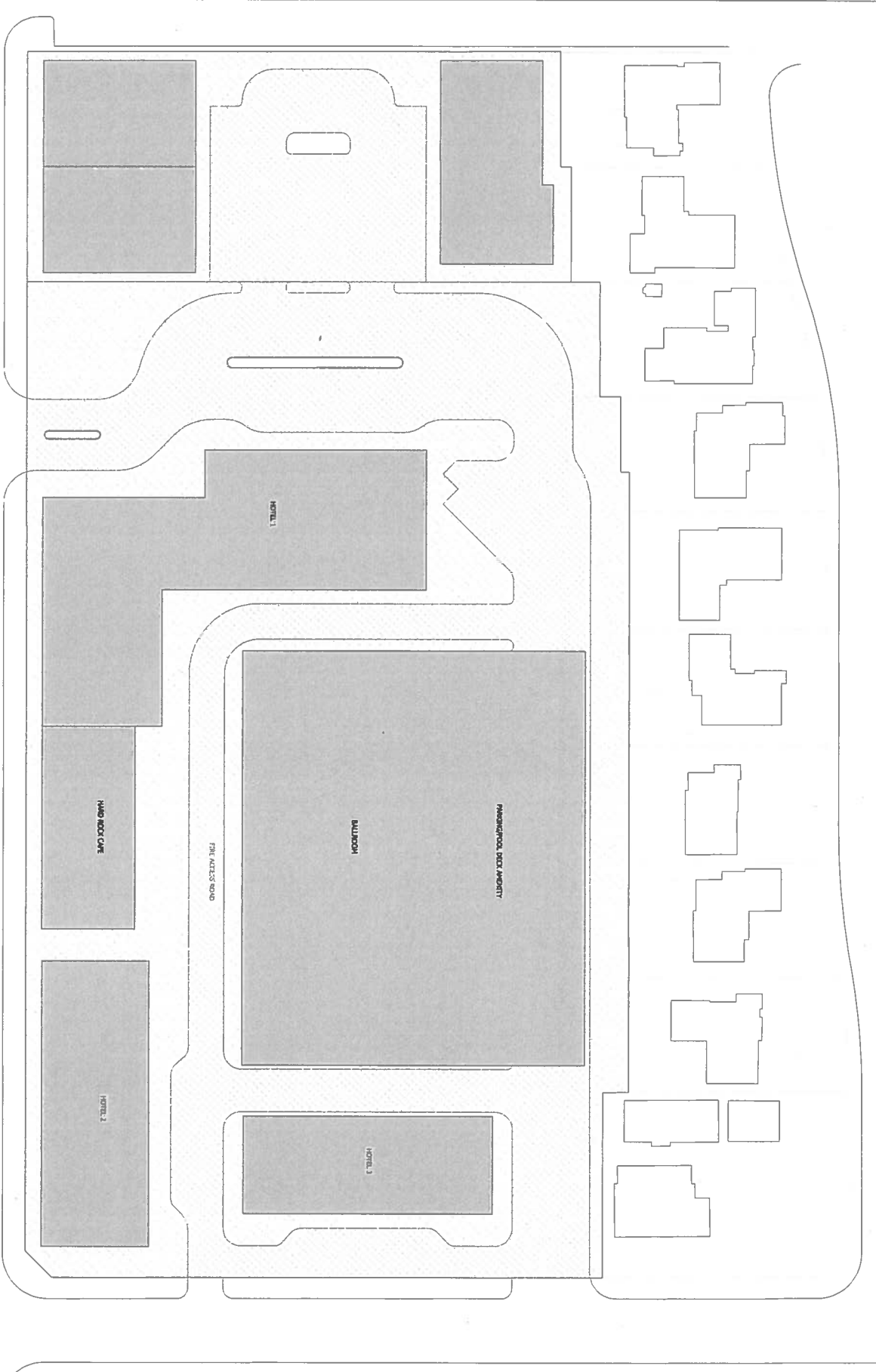
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<b>SITE-Analysis parcel (1).pdf</b>	<b>Content-Type:</b> application/pdf <b>Content-Encoding:</b> base64
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— Part 1.1.5 —

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<b>Part 1.1.5</b>	<b>Content-Type:</b> text/html <b>Content-Encoding:</b> 7bit
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**LANGDON WILSON  
INTERNATIONAL**  
1217/258 1118

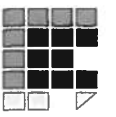
**GARDEN GROVE  
HOTEL DEVELOPMENT**

RECORD DRAWING

KEY PLAN

5913-003  
SITE PLAN

04/12/16



**LANGDON WILSON**  
**INTERNATIONAL**  
 1237 25th St. NW  
 Atlanta, GA 30309  
 404.525.1111

**GARDEN GROVE**  
**HOTEL DEVELOPMENT**

RECORD DRAWING

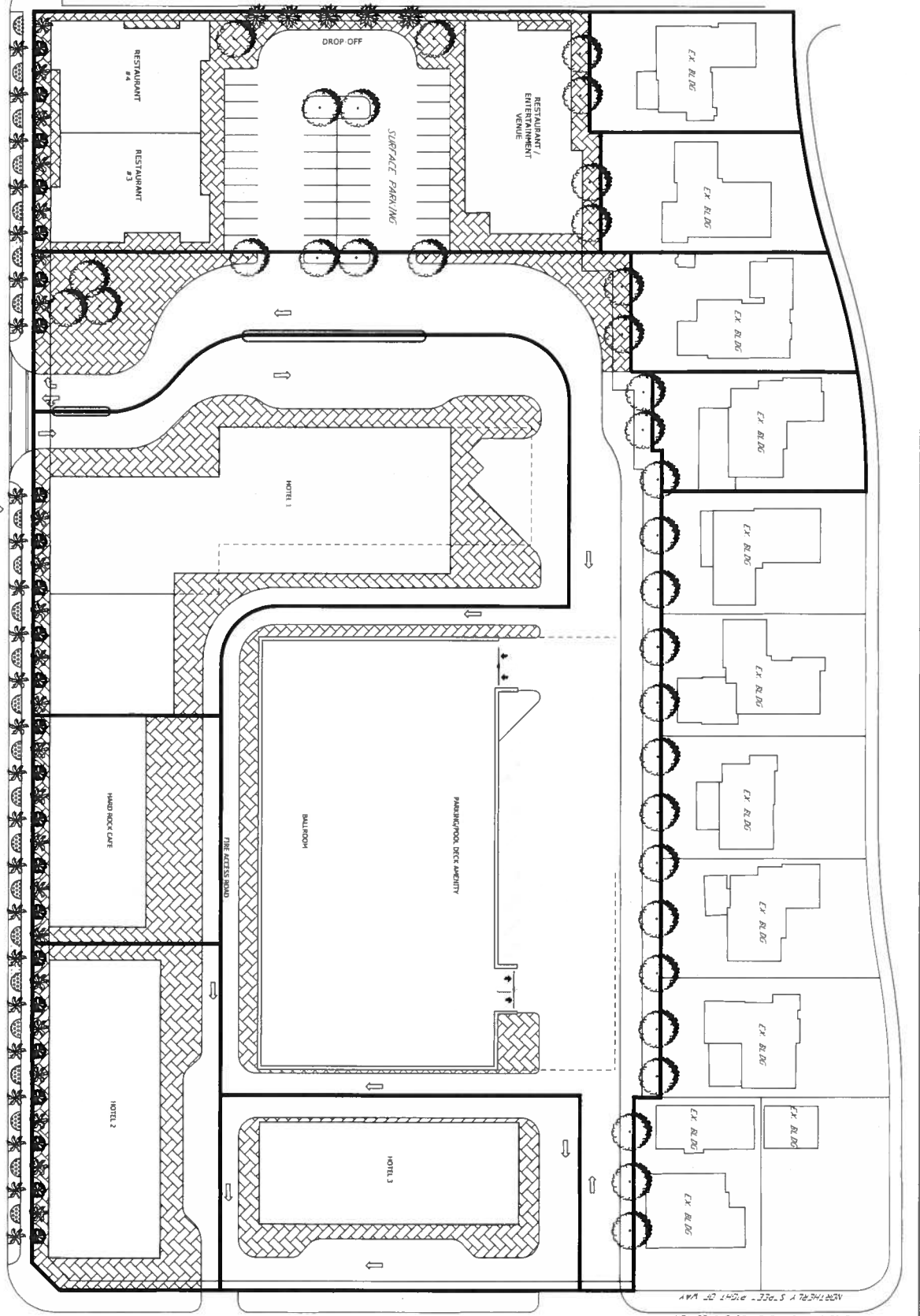
KEY PLAN

5013-000  
 SITE PLAN

04/27/18

TWINTREE AVE.

EXISTING ASPHALT, CURB & GUTTER  
 NORTHWAY S. SIDE - NORTH OF WAY



HARBOR BOULEVARD

**Subject:** FAA information needed  
**From:** Matt Reid <matt.reid@landanddesign.com>  
**Date:** Fri, 22 Apr 2016 14:26:31 -0700  
**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

Greg,  
Can you ask you surveyor for the site elevation MSL?  
Received this from FAA today...

**Matthew Reid**  
Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

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<b>letter_289534649.pdf</b>	<b>Content-Type:</b> application/pdf <b>Content-Encoding:</b> base64
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Part 1.1.3

<b>Part 1.1.3</b>	<b>Content-Type:</b> text/html <b>Content-Encoding:</b> 7bit
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Mail Processing Center  
 Federal Aviation Administration  
 Southwest Regional Office  
 Obstruction Evaluation Group  
 10101 Hillwood Parkway  
 Fort Worth, TX 76177

Aeronautical Study No.  
 2016-AWP-3761-OE

Issued Date: 04/22/2016

Matthew Reid  
 Land & Design, Inc.  
 3755 Avocado Blvd, Suite 516  
 La Mesa, CA 91941

**\*\* THIS IS NOT A DETERMINATION \*\***

Additional information is required before we can complete an aeronautical study concerning:

Structure: Building Garden Grove Hotel Resort  
 Location: Garden Grove, CA  
 Latitude: 33-47-06.68N NAD 83  
 Longitude: 117-54-50.69W  
 Heights: 34 feet site elevation (SE)  
 263 feet above ground level (AGL)  
 297 feet above mean sea level (AMSL)

Verify and determine the correct ground elevation for the site. Your notice reports the site elevation to be 34 feet MSL. However, the 7.5' topographic chart indicates that terrain elevations in the vicinity of the filed coordinates are approximately 116 feet MSL.

See attachment for additional information.

If data is changed as a result of FAA verification, it will be necessary for you to ensure the corrected information is also on file with the FCC (if applicable).

**NOTE: IF NO RESPONSE IS RECEIVED WITHIN 30 DAYS OF THE DATE OF THIS LETTER, ACTION WILL BE TAKEN TO TERMINATE THIS AERONAUTICAL STUDY.**

If we can be of further assistance, please contact our office at (425) 227-2625. On any future correspondence concerning this matter, please refer to Aeronautical Study Number 2016-AWP-3761-OE.

**Signature Control No: 289339863-289534649**  
 Paul Holmquist  
 Specialist

( ADD )

Attachment(s)  
 Additional Information  
 Map(s)

**Additional information for ASN 2016-AWP-3761-OE**

The remarks state an attachment showing the site plan was uploaded. We did not receive this attachment. Please also file individual studies for the other two towers mentioned in the case remarks. You will end up with two more study numbers (ASN#s) when successfully filed. Please contact [paul.holmquist@faa.gov](mailto:paul.holmquist@faa.gov) if you have any questions.



TOPO Map for ASN 2016-AWP-3761-OE



**Subject:** Re: FAA information needed  
**From:** Matt Reid <matt.reid@landanddesign.com>  
**Date:** Sat, 23 Apr 2016 06:54:00 -0700  
**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

It went fine. Should be signing docs this week.

Sent from my iPhone  
**Matthew Reid**  
**Land & Design, Inc.**  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](mailto:matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

**Check out our new website** [www.landanddesign.com](http://www.landanddesign.com)

On Apr 22, 2016, at 6:20 PM, Greg Blodgett <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)> wrote:

Yes I sent this to j

How did it go with SCG

Sent from my iPhone

On Apr 22, 2016, at 2:26 PM, Matt Reid <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)> wrote:

Greg,  
Can you ask you surveyor for the site elevation MSL?  
Received this from FAA today...

Matthew Reid  
Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
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Skype - [matthew.reid.ca](mailto:matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com) <<http://www.landanddesign.com/>>

<letter\_289534649.pdf>

**Subject:** Re: FAA information needed  
**From:** Matt Reid <matt.reid@landanddesign.com>  
**Date:** Mon, 25 Apr 2016 11:01:31 -0700  
**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

The necessary information needed from the Surveyor should literally be a phone call. I just need the MSL elev of the site.

Can you followup with him? Thanks

**Matthew Reid**  
Land & Design, Inc.  
3755 Avocado Blvd | #516 | LaMesa, CA 91942  
858.735.1858 cell  
Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)  
[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

On Apr 22, 2016, at 6:20 PM, Greg Blodgett <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)> wrote:

Yes I sent this to j

How did it go with SCG

Sent from my iPhone

On Apr 22, 2016, at 2:26 PM, Matt Reid <[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)> wrote:

Greg,  
Can you ask you surveyor for the site elevation MSL?  
Received this from FAA today...

Matthew Reid  
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[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com) <<http://www.landanddesign.com/>>

|| <letter\_289534649.pdf>

**Subject:** RE: As built for Harbor

**From:** "Ziad Khan" <zkhan@langdonwilson.com>

**Date:** Mon, 25 Apr 2016 14:50:26 -0700

**To:** "Kamyar Dibaj" <kdibaj@ci.garden-grove.ca.us>

**CC:** "Matt Reid" <matt.reid@landanddesign.com>, "Greg Blodgett" <greg1@ci.garden-grove.ca.us>

Kamyar,

Thank you for following up. My address is below, but you can also upload it to the following dropbox location if it is more convenient:

[https://www.dropbox.com/sh/oycxox63kwld1vm/AAA6kJ5a352\\_S7UcFzntVkgGa?dl=0](https://www.dropbox.com/sh/oycxox63kwld1vm/AAA6kJ5a352_S7UcFzntVkgGa?dl=0)

I've sent an invitation to the dropbox folder directly as well.

Regards,

Ziad Khan

**Langdon Wilson International**

1055 Wilshire Blvd. Ste 1500

Los Angeles, California 90017

Phone: 213.250.1186 ext 224

Fax: 213.482.4654

Mobile: 626.688.9468

Email: [zkhan@langdonwilson.com](mailto:zkhan@langdonwilson.com)

Website: [www.langdonwilson.com](http://www.langdonwilson.com)

---

**From:** Kamyar Dibaj [mailto:kdibaj@ci.garden-grove.ca.us]

**Sent:** Monday, April 25, 2016 2:36 PM

**To:** zkhan@langdonwilson.com

**Cc:** Greg Blodgett

**Subject:** As built for Harbor

Hi Ziad,

I was finally able to gather all the information for Cit's offsite improvement on Harbor Boulevard and place it on a DVD. Please forward me your address and I will place it in the mail today.

Sincerely,

Kamyar Dibaj

**Project Engineer**

City of Garden Grove | **Engineering Division**

Work [\(714\) 741-5193](tel:7147415193) | Fax [\(714\) 741-5578](tel:7147415578)

Request this morning.

**Subject:** Request this morning.

**From:** Matt Reid <matt.reid@landanddesign.com>

**Date:** Tue, 26 Apr 2016 15:40:50 -0700

**To:** "Scott C. Stiles Icma-Cm" <sstiles@ci.garden-grove.ca.us>

**CC:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

Please disregard my request this morning... I do not believe this is a good path to take. We are working with SCG to take another direction.

We may need to schedule more meetings with the city to get SCG more comfortable with the certainty.

Thanks!

Sent from my iPhone

**Matthew Reid**

**Land & Design, Inc.**

3755 Avocado Blvd | #516 | LaMesa, CA 91942

858.735.1858 cell

Skype - [matthew.reid.ca](https://www.skype.com/people/matthew.reid.ca)

[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

**Check out our new website** [www.landanddesign.com](http://www.landanddesign.com)

Re: Request this morning.

**Subject:** Re: Request this morning.  
**From:** Scott Stiles <sstiles@ci.garden-grove.ca.us>  
**Date:** Tue, 26 Apr 2016 15:43:01 -0700 (PDT)  
**To:** Matthew Reid <matt.reid@landanddesign.com>  
**CC:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

Got it. Our side probably feels the same.

**Scott C. Stiles, ICMA-CM**

City Manager / City of Garden Grove  
11222 Acacia Parkway  
Garden Grove, CA 92840  
714-741-5100 (o) / 714-719-1810 (c)  
[www.ci.garden-grove.ca.us](http://www.ci.garden-grove.ca.us)

---

**From:** "Matthew Reid" <matt.reid@landanddesign.com>  
**To:** "Scott C. Stiles" <sstiles@ci.garden-grove.ca.us>  
**Cc:** "Greg Blodgett" <greg1@ci.garden-grove.ca.us>  
**Sent:** Tuesday, April 26, 2016 3:40:50 PM  
**Subject:** Request this morning.

Please disregard my request this morning... I do not believe this is a good path to take. We are working with SCG to take another direction.

We may need to schedule more meetings with the city to get SCG more comfortable with the certainty.

Thanks!

Sent from my iPhone

**Matthew Reid**

**Land & Design, Inc.**

3755 Avocado Blvd | #516 | LaMesa, CA 91942

858.735.1858 cell

Skype - matthew.reid.ca

matt.reid@landanddesign.com

**Check out our new website** [www.landanddesign.com](http://www.landanddesign.com)

**Subject:** RE: Site C


**From:** "James H. Eggart" <JEggart@wss-law.com>

**Date:** Thu, 28 Apr 2016 00:00:56 +0000

**To:** Matt Reid <matt.reid@landanddesign.com>, Greg Blodgett <greg1@ci.garden-grove.ca.us>

**CC:** James Eggart <jamese@ci.garden-grove.ca.us>, Greg Blodgett <greg1@ch.ci.garden-grove.ca.us>, "Carrie M. Risatti" <risattic@gtlaw.com>

TODAY. Greg, please correct and re-send the calendar invite.

 <b>James H. Eggart, Esq.</b> Woodruff Spradlin & Smart (714) 415-1062 Direct Dial (714) 865-4853 Mobile (714) 415-1162 Direct Fax JEggart@wss-law.com  555 Anton Boulevard, Suite 1200 Costa Mesa, CA 92626-7670 <a href="http://www.wss-law.com">http://www.wss-law.com</a>
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**From:** Matt Reid [mailto:matt.reid@landanddesign.com]

**Sent:** Wednesday, April 27, 2016 5:00 PM

**To:** Greg Blodgett <greg1@ci.garden-grove.ca.us>

**Cc:** James Eggart <jamese@ci.garden-grove.ca.us>; Greg Blodgett <greg1@ch.ci.garden-grove.ca.us>; Carrie M. Risatti <risattic@gtlaw.com>

**Subject:** Re: Site C

**Importance:** High

This call is for today or tomorrow???

**Matthew Reid**

Land & Design, Inc.

3755 Avocado Blvd | #516 | LaMesa, CA 91942

858.735.1858 cell

Skype - [matthew.reid.ca](https://www.skype.com/user/matthew.reid.ca)

[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)



On Apr 27, 2016, at 4:54 PM, Greg Blodgett <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)> wrote:

The following is a new meeting request:

Subject: Site C

Organizer: "Greg Blodgett" <[greg1@ci.garden-grove.ca.us](mailto:greg1@ci.garden-grove.ca.us)>

Location: ConfGreg, Here is the Call In Information for our 5:30 p.m. conference call. Dial

In #: 888-240-3210 Access Code: 1672026#

Time: Thursday, April 28, 2016, 5:30:00 PM - 6:00:00 PM GMT -08:00 US/Canada Pacific

Invitees: [jamese@ci.garden-grove.ca.us](mailto:jamese@ci.garden-grove.ca.us); [matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com);  
[greg1@ch.ci.garden-grove.ca.us](mailto:greg1@ch.ci.garden-grove.ca.us); [risattic@gtlaw.com](mailto:risattic@gtlaw.com)

\*~\*~\*~\*~\*~\*~\*~\*~\*~\*

<meeting.ics>

**Subject:** Re: Site C

**From:** Matt Reid <matt.reid@landanddesign.com>

**Date:** Wed, 27 Apr 2016 17:34:53 -0700

**To:** "Carrie M. Risatti" <risattic@gtlaw.com>

**CC:** James Eggart <jamese@ci.garden-grove.ca.us>, Greg Blodgett <greg1@ch.ci.garden-grove.ca.us>, James Eggart <JEggart@wss-law.com>, Greg Blodgett <greg1@ci.garden-grove.ca.us>

We are all on the call....

**Matthew Reid**

Land & Design, Inc.

3755 Avocado Blvd | #516 | LaMesa, CA 91942

858.735.1858 cell

Skype - [matthew.reid.ca](https://www.skype.com/people/matthew.reid.ca)

[matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com)

Check out our new website [www.landanddesign.com](http://www.landanddesign.com)

On Apr 27, 2016, at 5:13 PM, Greg Blodgett <greg1@ci.garden-grove.ca.us> wrote:

The following meeting has been modified:

Subject: Site C

Organizer: "Greg Blodgett" <greg1@ci.garden-grove.ca.us>

Location: ConfGreg, Here is the Call In Information for our 5:30 p.m. conference call. Dial In #: 888-240-3210 Access Code: 1672026#

Time: Wednesday, April 27, 2016, 5:30:00 PM - 6:00:00 PM GMT -08:00 US/Canada Pacific [MODIFIED]

Invitees: [jamese@ci.garden-grove.ca.us](mailto:jamese@ci.garden-grove.ca.us); [matt.reid@landanddesign.com](mailto:matt.reid@landanddesign.com); [greg1@ch.ci.garden-grove.ca.us](mailto:greg1@ch.ci.garden-grove.ca.us); [risattic@gtlaw.com](mailto:risattic@gtlaw.com); [JEggart@wss-law.com](mailto:JEggart@wss-law.com)

\*~\*~\*~\*~\*~\*~\*~\*~\*~\*

<meeting.ics>



17:38:20 31 Oct 2017

DAILY TRANSACTION EDIT LIST

END OF JOB 0 ERRORS



FUND	CURR-ALLOC...	CURR-REALLOC.	CURR-ENC....	CURR-EXP.....	YTD-ALLOC.....	YTD-REALLOC..	YTD-ENC.....	YTD-EXP.....	YTD-EXP.....
008				42,426.80	100,000.00	1,501,938.38			63,454.10
022				6,381,897.47	20,010,381.00				16,657,517.74
025									
060				198,948.13	2,000,000.00				1,998,048.36
061				33,941.50	900,000.00	542,728.71			210,274.25
064				-2,584.30	75,000.00	84,900.22			
075				102,324.03	800,000.00	629,230.32			408,216.98
079				43,674.52	230,213.00	113,784.34			161,631.96
080				11,863.64	30,000.00	1,894.00			27,309.01
081				171,515.31	450,000.00	545,464.30			590,950.50
082				23,023.00	160,000.00	566,581.79			305,846.92
084				135,548.95	758,073.00				640,328.88
090				11,986.57	52,587.00				97,979.38
100				-776,281.85	14,220,000.00				13,260,501.06
105				509,104.52	6,868,518.76	115,099.10			646,420.24
106				118,738.59	397,320.00	1,224,737.09			574,674.40
107					676,000.00	585,000.00			
108				162,389.86	1,631,208.00				241,376.38
109					90,000.00	355,604.80			
111				13,224,807.26	106,079,954.00	239,187.59			104,889,575.49
115				2,354.21	16,029.00	9,000.00			12,800.66
117				759.42	75,702.00	52,383.81			49,619.84
118				118,029.49	949,729.00				793,098.48
150				56,890.31	521,970.92	17,817.04			495,081.59
161				42,887.65	1,931,623.00	175,985.97			1,889,312.19
162				329,911.48	798,719.00	1,526,535.11			470,954.27
164				55,539.93	174,447.00	16,636.68			174,447.00
166				-177,158.68		298.37			-216,860.68
173					31,506.00				31,506.00
174				26,473.70					245,357.52
175				13,688.89	50,000.00				85,281.05
176				24,747.00	92,100.00	342,755.89			185,627.92
179				-30,001.51	350,804.00				266,672.91
220				142,837.02	814,368.00	430,216.87			827,752.54
225				16,748.55	199,195.00	214,200.83			179,154.29
226				-20,899.25	235,602.82				169,578.55
227				18,789.75	44,206.00	11,880.36			52,925.25
231				-12,708.07	75,600.00				19,108.32
235				3,350.00	48,045.00				21,550.81
283				-41,115.94					900.00
287						14,175.28			
289									1,589.19
359				90,556.17	2,147,000.00	495,963.21			884,107.76
418						7,926.82			292.27
421				279.53	47,030.00				53,607.12
422				690,100.68	2,200,000.00	2,036,165.05			2,608,063.21
423						82,528.52			99,868.93
424				31,372.07	734,000.00	55,443.39			362,518.66
507				-223,670.76	250,000.00	22,514.52			-124,315.83

FUND	CURR-ALLOC...	CURR-REALLOC.	CURR-ENC....	CURR-EXP.....	YTD-ALLOC.....	YTD-REALLOC..	YTD-ENC.....	YTD-EXP.....
509				1,729,211.60	31,612,735.00	747,065.87		30,390,147.20
510				-40,254.23	37,000.00	24,502.28		60,222.39
530				-23,594.49	1,331,824.00			1,331,824.00
531				46.75	4,061.00	99,744.25		7,834.85
533				602.91	38,382.00			22,916.28
534				173,740.11	2,566,680.00			2,301,449.14
535				-82,632.10	700,000.00			700,000.00
600				-3,907.54				-57,285.48
601				5,638,911.96	33,294,462.00	136,371.85		33,112,576.43
602				290,494.72	1,000,000.00	1,268,084.56		1,173,074.59
603				380,199.11	3,150,000.00	37,659.77		2,478,052.65
630				4,771,840.62	9,033,871.00	3,902,075.90		10,961,207.87
631				349,291.98	5,000,000.00	14,703,953.83		1,623,709.05
632				66,764.79	1,850,000.00	4,473,626.97		583,380.29
635						620,525.96		
660				214,045.14	1,961,356.00	2,602,796.96		1,695,476.04
783				865,914.86	2,540,108.00	1,398,206.08		3,198,098.30
784				2,578,607.83	4,462,124.00			9,290,512.82
785				639,935.57	5,833,434.00			5,830,367.69
786				6,032,395.74				38,849,652.19
787				59,807.60	290,646.00			251,213.42
788				100,144.06	659,830.00	56,336.61		632,922.64
789				1,166,106.87	3,525,780.00	3,306,495.67		3,186,847.32
790				516,982.08	600,000.00			910,115.08
906				2,509.63				2,807.48
942				5,106.77	281,062.46			5,106.77
	281,062.46			46,985,357.98	277,090,286.96	45,396,024.92		298,955,934.48
	1,275,183.04	50,001.00						

[405] 5903 items listed out of 5903 items.





:LIST REVENUE TOT EST-REV TOT YTD-REV DET-SUPP LPTR  
Page 1 REVENUE

17:38:21 31 Oct 2017

EST-REV..... YTD-REV.....

237,274,815.00 289,141,058.68

[405] 400 items listed out of 400 items.



:SORT DAILY-TRANS BY FND BY A/C BY TC BY PKG BY ACCT BY TSK BY PROJ BREAK-ON FND "IDL" BREAK-ON A/C "IDL" BREAK-ON TC "IDL" ACCT  
 PKG GRP TSK PROJ DATE TRANS-DESC RFD PO# VEND# DESC TOTAL AMT BATCH HEADING " DAILY-TRANS FILE LIST  
 'T' PAGE 'P' 'L' 'L'PTR PAGE 1  
 DAILY-TRANS FILE LIST 17:38:21 31 Oct 2017

DAILY-TRANS	FND	A/C	TC	ACCT	PKG	GRP	TSK	PROJ	DATE	TRANS-DESC	RFD	PO#	VEND#	DESC	AMT	BATCH
JV336519	025	1	10001						06/30/17	JV # 170700				RCLS LBR	139.59	JV4252
JV336517	025	4	41110	2501					06/30/17	JV # 170700				RCLS LBR	-129.20	JV4252
JV336518	025	4	41120	2501					06/30/17	JV # 170700				RCLS LBR	-10.39	JV4252
															-139.59	
															-139.59	
															0.00	
JV336521	100	1	17060						06/30/17	JV # 170656				RVR CAP ADD	-9,553.41	JV4252
JV336520	100	2	25520						06/30/17	JV # 170656				RVR CAP ADD	9,553.41	JV4252
															0.00	
JV336522	111	1	10001						06/30/17	JV # 170700				RCLS LBR	-139.59	JV4252
JV336523	111	4	41110	2736					06/30/17	JV # 170700				RCLS LBR	129.20	JV4252
JV336524	111	4	41120	2736					06/30/17	JV # 170700				RCLS LBR	10.39	JV4252
															139.59	
															139.59	
															0.00	
JV336525	424	1	10001						06/30/17	JV # 170656				RCL EXP	9,553.41	JV4252
JV336526	424	4	45867	7279					06/30/17	JV # 170656				RCL EXP	-9,553.41	JV4252
															0.00	
JV336527	601	1	17065						06/30/17	JV # 170656				CAP ADD	9,553.41	JV4252
JV336528	601	2	28110						06/30/17	JV # 170656				CAP ADD	-9,553.41	JV4252
															0.00	
JV336530	602	1	10001						06/30/17	JV # 170656				RCL EXP	-9,553.41	JV4252
JV336529	602	4	45867	7279					06/30/17	JV # 170656				RCL EXP	9,553.41	JV4252
															0.00	
															0.00	

\*\*\*  
 [405] 14 items listed out of 14 items.



:SORT DAILY-TRANS BY TYP BY A/C BY TC BREAK-ON TYP BREAK-ON A/C BREAK-ON TC TOT AMT TOT COUNT DET-SUPP HEADING "DAILY TRANS SUMMARY  
 BY TYPE 'TL' LPTR  
 DAILY TRANS SUMMARY BY TYPE 17:38:21 31 Oct 2017

TYP	A/C	TC	AMT	COUNT
			0.00	6
1			0.00	6
			0.00	2
2			0.00	2
			0.00	6
4			0.00	6
			0.00	14
JV			0.00	14

[405] 14 items listed out of 14 items.



:SORT DAILY-TRANS BY A/C BY TC BREAK-ON A/C BREAK-ON TC TOT AMT DET-SUPP HEADING "DAILY-TRANS SUMMARY BY A/C 'TL'" LPTR  
DAILY-TRANS SUMMARY BY A/C 17:38:21 31 Oct 2017

A/C TC AMT.....	
1	0.00
	0.00
2	0.00
	0.00
4	0.00
	0.00
	0.00

[405] 14 items listed out of 14 items.





FND FUND-NAME.....	CURR-TRANS	YTD-BAL.....
008 CALHOME	0.00	0.00
022 SUCCESSOR RDA	0.00	0.00
023 RDA OBLG RETIRE FND	0.00	0.00
025 SUCCESSOR BC	0.00	0.00
060 GAS TAX 2106/2107	0.00	0.00
061 GAS TAX 2105	0.00	0.00
064 TRAFFIC MITG FEE	0.00	0.00
075 GAS TAX 2103	0.00	0.00
079 DEVELOPMT AGRMT FEE	0.00	0.00
080 CULTURAL ARTS FEE	0.00	0.00
081 PARK FEE	0.00	0.00
082 DRAINAGE FEE	0.00	0.00
084 RED LITE ENF PROG	0.00	0.00
090 TRAFFIC OFFENDER	0.00	0.00
100 GASB34 ACCRL/DEPR	0.00	0.00
105 PUBLIC SAFETY	0.00	0.00
106 ECON DEVELOPMENT	0.00	0.00
107 TID TRANSIT	0.00	0.00
108 LAND SALE PROCEEDS	0.00	0.00
109 TID STREET PROJECTS	0.00	0.00
111 GENERAL PURPOSE	0.00	0.00
112 FORFEIT/SEIZURE-FED	0.00	0.00
115 FORFEIT/SEIZURE-STA	0.00	0.00
117 GOLF COURSE	0.00	0.00
118 SELF SUPPORTING REV	0.00	0.00
150 G G CABLE CORP	0.00	0.00
161 CDBG	0.00	0.00
162 HOME	0.00	0.00
163 ADDI	0.00	0.00
164 EMERGENCY SHELTER	0.00	0.00
165 HOMELESS PREVENTION	0.00	0.00
166 NSP	0.00	0.00
173 JAG	0.00	0.00
174 OTS-POLICE	0.00	0.00
175 POST Reimbursement	0.00	0.00
176 STATE GRANTS	0.00	0.00
179 FACT	0.00	0.00
200 EPA	0.00	0.00
220 PUB SAFETY/PROP 172	0.00	0.00
224 ESG (DEPT OF HS)	0.00	0.00
225 AQMD (AB 2766)	0.00	0.00
226 POLICE-SLESF	0.00	0.00
227 CA DEPT OF CONSERV	0.00	0.00
231 CIWMB	0.00	0.00
235 USED OIL	0.00	0.00
280 TEA21	0.00	0.00
281 HES	0.00	0.00
283 OTHER AGENCY GRANTS	0.00	0.00
287 COUNTY CSVC GRANTS	0.00	0.00
289 OES UASI (DP OF HS)	0.00	0.00

FUND	FUND-NAME.....	CURR-TRANS	YTD-BAL.....
359	FEDERAL GRANTS	0.00	0.00
418	CA HISPANIC COMM	0.00	0.00
421	MEASURE M -TURNBACK	0.00	0.00
422	M2 LOCAL FAIRSHARE	0.00	0.00
423	MSR M REGIONAL-CTFP	0.00	0.00
424	MEASURE M2-CTFP	0.00	0.00
507	HSG SUCCESSOR AGENCY	0.00	0.00
509	HOUSING AUTH SEC 8	0.00	0.00
510	HSG AUTH-CC PROPTS	0.00	0.00
530	STREET LIGHTING	0.00	0.00
531	PARKING DIST MAINT	0.00	0.00
533	MAIN ST ASSMT DIST	0.00	0.00
534	GARDEN GROVE TID	0.00	0.00
535	PK MAINT ASSMT DIST	0.00	0.00
600	2010 WATER BONDS	0.00	0.00
601	WATER OPERATIONS	0.00	0.00
602	WATER CAPITAL	0.00	0.00
603	WATER REPLACEMENT	0.00	0.00
630	SEWER OPERATIONS	0.00	0.00
631	SEWER CAPITAL	0.00	0.00
632	SEWER REPLACEMENT	0.00	0.00
633	SEWER COP 2006A	0.00	0.00
635	SEWER FEES	0.00	0.00
660	REFUSE	0.00	0.00
783	INFORMATION SYSTEMS	0.00	0.00
784	WORKERS COMP	0.00	0.00
785	FLEET MANAGEMENT	0.00	0.00
786	EMPLOYEE BENEFIT	0.00	0.00
787	WAREHOUSE OPERATION	0.00	0.00
788	TELECOMMUNICATIONS	0.00	0.00
789	RISK MANAGEMENT	0.00	0.00
790	COMMUNCTION REPLMNT	0.00	0.00
900	GEN LONG TERM DEBT	0.00	0.00
906	JPEBA	0.00	0.00
910	OCRAA	0.00	0.00
942	DEPOSITS TRUST	0.00	0.00
944	EMPLOYEE TRUST FUND	0.00	0.00
945	DALE/JOSEPHINE BOND	0.00	0.00

[405] 1165 items listed out of 1165 items.