

SCHEDULE OF PROPERTY NO. 11

27906

Re: Equipment Lease-Purchase Agreement, dated as of May 15, 2002, between Banc of America Leasing & Capital, LLC, as Lessor, and City of Long Beach, as Lessee

1. *Defined Terms.* All terms used herein have the meanings ascribed to them in the above-referenced Equipment Lease-Purchase Agreement (the "*Agreement*").

2. *Equipment.* The following items of Equipment are hereby included under this Schedule of the Agreement.

Computer hardware, software and other computer related equipment (detailed equipment description will be evidenced by invoices to be submitted by Lessee upon commencement of disbursement from the Acquisition Fund).

3. *Payment Schedule.* The Rental Payments shall be in such amounts and payable on such dates as set forth in the Rental Payment Schedule attached to this Schedule as Exhibit B. Rental Payments shall commence on the date on which the Equipment listed in this Schedule is accepted by Lessee, as indicated in an Acceptance Certificate substantially in the form of Exhibit C to the Agreement or the date on which sufficient moneys to purchase the Equipment are deposited for that purpose with an Acquisition Fund Custodian, whichever is earlier.

4. *Prepayment Option Amount Schedule.* The Prepayment Option Amount on each Rental Payment date for the applicable Term in the Equipment listed in this Schedule shall be the amount set forth for such Rental Payment date in the "Prepayment Option Amount" column of the Rental Payment Schedule attached to this Schedule. The Prepayment Option Amount is in addition to all Rental Payments then due under this Schedule (including the Rental Payment shown on the same line in the Rental Payment Schedule).

5. *Representations and Warranties.* Lessee hereby represents and warrants that its representations and warranties set forth in the Agreement are true and correct as though made on the date of commencement of Rental Payments on this Schedule. Lessee further represents and warrants that no material adverse change in Lessee's financial condition has occurred since the date of the Agreement.

6. *The Lease.* The terms and provisions of the Agreement (other than to the extent that they relate solely to other Schedules or Equipment listed on other Schedules) are hereby incorporated into this Schedule by reference and made a part hereof.

7. *Purchase Price.* The Purchase Price which Lessor shall pay to the Acquisition Fund Custodian in connection with this Schedule is \$2,136,913.00, all of which is for deposit to the Acquisition Fund.

8. *Lease Term.* The Lease Term shall consist of the Original Term and three (3) consecutive Renewal Terms, with the final Renewal Term ending on August 15, 2010.

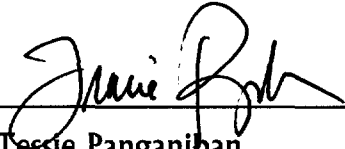
9. *Utilization Period.* The Utilization Period applicable to this Schedule shall end no later than December 31, 2006.

10. *State.* For purposes of this Agreement, "State" means the State of California.


11. *Fiscal Period.* Lessee's current Fiscal Period extends from October 1, 2006 to September 30, 2007.

Dated: 8-15-06

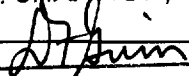
LESSOR:  
Banc of America Leasing & Capital, LLC  
555 California Street, 4th Floor  
San Francisco, California 94104

By:   
Name: Tessie Panganiban  
Title: Vice President

LESSEE:  
City of Long Beach  
333 W. Ocean Boulevard, 11th Floor  
Long Beach, California 90802-4664

By:   
Name: Gerald E. Miller  
Title: City Manager

(Seal)

Attest: APPROVED AS TO FORM  
By: 8/14, 2006  
ROBERT E. SHANNON, City Attorney  
Name: BY   
Title: SENIOR DEPUTY CITY ATTORNEY

Duplicate Original No. 2 of 2 manually executed and serially numbered duplicate originals. To the extent that this Lease constitutes chattel paper (as defined in the Uniform Commercial Code), no security interest herein may be created through the transfer or possession of any Duplicate Original other than Duplicate Original No. 1.

EXHIBIT B  
 RENT PAYMENT SCHEDULE  
 (Schedule 11)

Date	debt service number	interest 3.99%	Principal	Debt Service	balance
8/15/2006					\$ 2,136,913.00
9/15/2006	1	\$ 7,105.22	\$ 41,134.68	\$ 48,239.91	\$ 2,095,778.32
10/15/2006	2	\$ 6,968.45	\$ 41,271.46	\$ 48,239.91	\$ 2,054,506.86
11/15/2006	3	\$ 6,831.22	\$ 41,408.68	\$ 48,239.91	\$ 2,013,098.18
12/15/2006	4	\$ 6,693.54	\$ 41,546.37	\$ 48,239.91	\$ 1,971,551.81
1/15/2007	5	\$ 6,555.40	\$ 41,684.51	\$ 48,239.91	\$ 1,929,867.30
2/15/2007	6	\$ 6,416.80	\$ 41,823.11	\$ 48,239.91	\$ 1,888,044.19
3/15/2007	7	\$ 6,277.74	\$ 41,962.17	\$ 48,239.91	\$ 1,846,082.02
4/15/2007	8	\$ 6,138.21	\$ 42,101.69	\$ 48,239.91	\$ 1,803,980.33
5/15/2007	9	\$ 5,998.22	\$ 42,241.68	\$ 48,239.91	\$ 1,761,738.65
6/15/2007	10	\$ 5,857.77	\$ 42,382.14	\$ 48,239.91	\$ 1,719,356.51
7/15/2007	11	\$ 5,716.85	\$ 42,523.06	\$ 48,239.91	\$ 1,676,833.45
8/15/2007	12	\$ 5,575.46	\$ 42,664.45	\$ 48,239.91	\$ 1,634,169.01
9/15/2007	13	\$ 5,433.60	\$ 42,806.30	\$ 48,239.91	\$ 1,591,362.70
10/15/2007	14	\$ 5,291.27	\$ 42,948.63	\$ 48,239.91	\$ 1,548,414.07
11/15/2007	15	\$ 5,148.47	\$ 43,091.44	\$ 48,239.91	\$ 1,505,322.63
12/15/2007	16	\$ 5,005.19	\$ 43,234.72	\$ 48,239.91	\$ 1,462,087.91
1/15/2008	17	\$ 4,861.43	\$ 43,378.47	\$ 48,239.91	\$ 1,418,709.44
2/15/2008	18	\$ 4,717.20	\$ 43,522.71	\$ 48,239.91	\$ 1,375,186.73
3/15/2008	19	\$ 4,572.49	\$ 43,667.42	\$ 48,239.91	\$ 1,331,519.31
4/15/2008	20	\$ 4,427.29	\$ 43,812.61	\$ 48,239.91	\$ 1,287,706.70
5/15/2008	21	\$ 4,281.62	\$ 43,958.29	\$ 48,239.91	\$ 1,243,748.41
6/15/2008	22	\$ 4,135.46	\$ 44,104.45	\$ 48,239.91	\$ 1,199,643.96
7/15/2008	23	\$ 3,988.81	\$ 44,251.10	\$ 48,239.91	\$ 1,155,392.86
8/15/2008	24	\$ 3,841.68	\$ 44,398.23	\$ 48,239.91	\$ 1,110,994.63
9/15/2008	25	\$ 3,694.05	\$ 44,545.86	\$ 48,239.91	\$ 1,066,448.78
10/15/2008	26	\$ 3,545.94	\$ 44,693.97	\$ 48,239.91	\$ 1,021,754.80
11/15/2008	27	\$ 3,397.33	\$ 44,842.58	\$ 48,239.91	\$ 976,912.23
12/15/2008	28	\$ 3,248.23	\$ 44,991.68	\$ 48,239.91	\$ 931,920.55
1/15/2009	29	\$ 3,098.63	\$ 45,141.28	\$ 48,239.91	\$ 886,779.27
2/15/2009	30	\$ 2,948.54	\$ 45,291.37	\$ 48,239.91	\$ 841,487.90
3/15/2009	31	\$ 2,797.94	\$ 45,441.96	\$ 48,239.91	\$ 796,045.93
4/15/2009	32	\$ 2,646.85	\$ 45,593.06	\$ 48,239.91	\$ 750,452.88
5/15/2009	33	\$ 2,495.25	\$ 45,744.66	\$ 48,239.91	\$ 704,708.22
6/15/2009	34	\$ 2,343.15	\$ 45,896.76	\$ 48,239.91	\$ 658,811.46
7/15/2009	35	\$ 2,190.54	\$ 46,049.36	\$ 48,239.91	\$ 612,762.10
8/15/2009	36	\$ 2,037.43	\$ 46,202.48	\$ 48,239.91	\$ 566,559.62
9/15/2009	37	\$ 1,883.81	\$ 46,356.10	\$ 48,239.91	\$ 520,203.52
10/15/2009	38	\$ 1,729.67	\$ 46,510.23	\$ 48,239.91	\$ 473,693.29
11/15/2009	39	\$ 1,575.03	\$ 46,664.88	\$ 48,239.91	\$ 427,028.41
12/15/2009	40	\$ 1,419.87	\$ 46,820.04	\$ 48,239.91	\$ 380,208.37
1/15/2010	41	\$ 1,264.19	\$ 46,975.72	\$ 48,239.91	\$ 333,232.65
2/15/2010	42	\$ 1,108.00	\$ 47,131.91	\$ 48,239.91	\$ 286,100.74
3/15/2010	43	\$ 951.28	\$ 47,288.62	\$ 48,239.91	\$ 238,812.12

4/15/2010	44	\$ 794.05	\$ 47,445.86	\$ 48,239.91	\$ 191,366.26
5/15/2010	45	\$ 636.29	\$ 47,603.62	\$ 48,239.91	\$ 143,762.64
6/15/2010	46	\$ 478.01	\$ 47,761.90	\$ 48,239.91	\$ 96,000.75
7/15/2010	47	\$ 319.20	\$ 47,920.71	\$ 48,239.91	\$ 48,080.04
8/15/2010	48	\$ 159.87	\$ 48,080.04	\$ 48,239.91	\$ (0.00)

For purposes of this Lease, "Taxable Rate," with respect to the interest component of Rental Payments, means an annual rate of interest equal to 6.224%

City of Long Beach

By: *Gerald R. Miller*  
Name: Gerald R. Miller  
Title: City Manager

APPROVED AS TO FORM

8/14, 2006  
ROBERT E. SHANNON, City Attorney

BY: *A. Quinn*  
SENIOR DEPUTY CITY ATTORNEY

Exhibit C  
ACCEPTANCE CERTIFICATE

Banc of America Leasing & Capital, LLC  
555 California Street, 4th Floor  
San Francisco, California 94104

Re: Schedule of Property No. 11 dated as of August 15, 2006, to Equipment Lease-Purchase Agreement, dated as of May 15, 2002, between Banc of America Leasing & Capital, LLC, as Lessor, and City of Long Beach, as Lessee

Ladies and Gentlemen:

In accordance with the Equipment Lease-Purchase Agreement (the "Agreement"), the undersigned Lessee hereby certifies and represents to, and agrees with Lessor as follows:

1. All of the Equipment (as such term is defined in the Agreement) listed in the above-referenced Schedule of Property (the "Schedule") has been delivered, installed and accepted on the date hereof.
2. Lessee has conducted such inspection and/or testing of the Equipment listed in the Schedule as it deems necessary and appropriate and hereby acknowledges that it accepts the Equipment for all purposes.
3. Lessee is currently maintaining the insurance coverage required by Paragraph 16 of the Agreement.
4. No event or condition that constitutes, or with notice or lapse of time, or both, would constitute, an Event of Default (as defined in the Agreement) exists at the date hereof.

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

LESSEE: City of Long Beach

(Seal)

By: *Gerald R. Miller*  
Name: Gerald R. Miller  
Title: City Manager  
Date: Aug 15, 2006

APPROVED AS TO FORM

8/14, 2006  
ROBERT E. SHANNON, City Attorney

BY *D. Quinn*  
SENIOR DEPUTY CITY ATTORNEY

**IRS FORM 8038 -G**

**( Lessee to complete this form)**

**Information Return for Tax-Exempt Governmental Obligations**

Under Internal Revenue Code section 149(e)  
 See separate instructions.

OMB No. 1545-0720

Caution: If the issue price is under \$100,000, use Form 8038-GC.

**Part I Reporting Authority** If Amended Return, check here

1 Issuer's name <b>City of Long Beach</b>	2 Issuer's employer identification number <b>95</b>
3 Number and street (or P.O. box if mail is not delivered to street address) <b>333 W. Ocean Blvd</b>	Room/suite
5 City, town, or post office, state, and ZIP code <b>Long Beach, CA 90802</b>	4 Report number <b>3</b>
7 Name of issue <b>Schedule No. 11 Lease Purchase Agreement</b>	6 Date of issue <b>8-15-06</b>
9 Name and title of officer or legal representative whom the IRS may call for more information	8 CUSIP number <b>N/A</b>
10 Telephone number of officer or legal representative ( )	

**Part II Type of Issue (check applicable box(es) and enter the issue price)** See instructions and attach schedule

11 <input type="checkbox"/> Education	11
12 <input type="checkbox"/> Health and hospital	12
13 <input type="checkbox"/> Transportation	13
14 <input type="checkbox"/> Public safety	14
15 <input type="checkbox"/> Environment (including sewage bonds)	15
16 <input type="checkbox"/> Housing	16
17 <input type="checkbox"/> Utilities	17
18 <input type="checkbox"/> Other. Describe	18
19 If obligations are TANs or RANs, check box <input type="checkbox"/> If obligations are BANs, check box <input type="checkbox"/>	
20 If obligations are in the form of a lease or installment sale, check box <input checked="" type="checkbox"/>	

**Part III Description of Obligations. Complete for the entire issue for which this form is being filed.**

(a) Final maturity date	(b) Issue price	(c) Stated redemption price at maturity	(d) Weighted average maturity	(e) Yield
	\$ <b>2,150,000</b>	\$	4 years	3.99 %

**Part IV Uses of Proceeds of Bond Issue (including underwriters' discount)**

22 Proceeds used for accrued interest			22	N/A
23 Issue price of entire issue (enter amount from line 21, column (b))			23	N/A
24 Proceeds used for bond issuance costs (including underwriters' discount)			24	N/A
25 Proceeds used for credit enhancement			25	N/A
26 Proceeds allocated to reasonably required reserve or replacement fund			26	N/A
27 Proceeds used to currently refund prior issues			27	N/A
28 Proceeds used to advance refund prior issues			28	N/A
29 Total (add lines 24 through 28)			29	N/A
30 Nonrefunding proceeds of the issue (subtract line 29 from line 23 and enter amount here)			30	N/A

**Part V Description of Refunded Bonds (Complete this part only for refunding bonds.)**

31 Enter the remaining weighted average maturity of the bonds to be currently refunded	years
32 Enter the remaining weighted average maturity of the bonds to be advance refunded	years
33 Enter the last date on which the refunded bonds will be called	
34 Enter the date(s) the refunded bonds were issued	

**Part VI Miscellaneous**

35 Enter the amount of the state volume cap allocated to the issue under section 141(b)(5)	35	N/A
36a Enter the amount of gross proceeds invested or to be invested in a guaranteed investment contract (see instructions)	36a	N/A
b Enter the final maturity date of the guaranteed investment contract		
37 Pooled financings: a Proceeds of this issue that are to be used to make loans to other governmental units	37a	N/A
b If this issue is a loan made from the proceeds of another tax-exempt issue, check box <input type="checkbox"/> and enter the name of the issuer		
38 If the issuer has designated the issue under section 265(b)(3)(B)(i)(III) (small issuer exception), check box <input type="checkbox"/>		
39 If the issuer has elected to pay a penalty in lieu of arbitrage rebate, check box <input type="checkbox"/>		
40 If the issuer has identified a hedge, check box <input type="checkbox"/>		

Under penalties of perjury, I declare that I have examined this return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete.

Sign Here

*David S. Nakamoto*  
 Signature of issuer's authorized representative

8/14/06  
 Date

**David S. Nakamoto**  
**City Treasurer**  
 Type or print name and title



OFFICE OF THE CITY ATTORNEY  
Long Beach, California

ROBERT E. SHANNON  
City Attorney

HEATHER A. MAHOOD  
Chief Assistant City Attorney

MICHAEL J. MAIS  
Assistant City Attorney

August 14, 2006

Banc of America Leasing & Capital, LLC  
555 California Street, 4<sup>th</sup> Floor  
San Francisco, California 94104

Re: **Schedule of Property No. 11, dated as of August 15, 2006, to Equipment Lease-Purchase Agreement, dated as of May 15, 2002, between Banc of America Leasing & Capital, LLC, as Lessor, and City of Long Beach, as Lessee**

Ladies and Gentlemen:

As legal counsel to City of Long Beach ("Lessee"), I have examined the Equipment Lease-Purchase Agreement, dated as of May 15, 2002, and Exhibits thereto by and between Lessor and Lessee (the "Agreement") and Schedule of Property No. 11, dated as of August 15, 2006, by and between Lessor and Lessee (the "Schedule"), which, among other things, provides for the lease of certain property listed in the Schedule (the "Equipment"), and such other opinions, documents and matters of law as I have deemed necessary in connection with this opinion. The Schedule and the terms and provisions of the Agreement incorporated therein by reference together with the Rental Payment Schedule attached to the Schedule are herein referred to collectively as the "Lease".

Based on the foregoing, I am of the following opinion:

1. Lessee is a municipal corporation, duly organized and existing under the laws of the State, and is a political subdivision of a state within the meaning of Section 103(c) of the Internal Revenue Code of 1986, as amended (the "Code") and the obligations of Lessee under the Agreement constitute an obligation of Lessee within the meaning of Section 103(1) of the Code.

2. Lessee has the power and authority to lease and acquire the Equipment and to execute and deliver the Lease and to perform its obligations under the Lease.

3. The Lease has been duly authorized, approved, executed and delivered Banc of America Leasing & Capital, LLC by and on behalf of Lessee and the Lease is a valid and binding obligation of Lessee enforceable in accordance with its terms.

PRINCIPAL DEPUTIES

Barbara D. de Jong  
Dominic Holzhaus  
Belinda R. Mayes

DEPUTIES

Gary J. Anderson  
Richard F. Anthony  
Christina L. Checel  
Alysha Park Choi  
Randall C. Fudge  
Charles M. Gale  
Everett L. Glenn  
Donna F. Gwin  
Monte H. Machit  
Lisa Peskay Malnsten  
Barry M. Meyers  
Cristyl Meyers  
J. Charles Parkin  
Howard D. Russell  
Carol A. Shaw



4. The authorization, approval, execution and delivery of the Lease and all other proceedings of Lessee relating to the transactions contemplated thereby have been performed in accordance with all open meeting laws, public bidding laws and all other applicable state or federal laws.

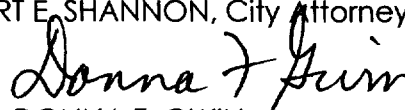
5. To the best of my knowledge, there is no proceeding pending or threatened in any court or before any governmental authority or arbitration board or tribunal that, if adversely determined, would adversely affect the transactions contemplated by the Lease or the security interest of Lessor or its assigns, as the case may be, in the Equipment thereunder.

All capitalized terms herein shall have the same meanings as in the Lease unless otherwise provided herein. Lessor and its successors and assigns, and any counsel rendering an opinion on the tax-exempt status of the interest components of the Rental Payments, are entitled to rely on this opinion.

Very truly yours,

ROBERT E. SHANNON, City Attorney

By



DONNA F. GWIN

Senior Deputy City Attorney



## TAX CERTIFICATE

This Tax Certificate (this "Certificate") is being provided by the City of Long Beach, California (the "City") in connection with the execution of that certain Equipment Lease-Purchase Agreement, by and between the City, as Lessee, and Banc of America Leasing and Capital, LLC, as Lessor, dated May 15, 2002 and Schedule No. II thereto dated as of August 15, 2006, regarding the lease by the City of various computer equipment to be located in the City (the "Lease") and concerns the requirements that must be met for interest component of the Rental Payments under the Lease to qualify as tax-exempt for federal income tax purposes.

The representations and agreements contained in this Certificate are made by the City for the benefit of Banc of America Leasing and Capital, LLC.

Many of the terms used in this Certificate have special meanings and provides cross-references to provisions of the Internal Revenue Code of 1986, as amended (the "Code"), and regulations pertaining to tax-exempt obligations. Certain other terms used and not defined herein have the meanings given such terms in the Lease.

The undersigned, acting on behalf of the City, hereby certifies, represents and agrees as follows:

1. The City's Representations. The City represents that it has examined and is familiar with the representations made in this Certificate, and certifies that all such representations are true, complete, and correct and do not omit to state a material fact necessary to make the representations, in light of the circumstances under which they were made, not misleading. Any representation made by the City about its reasonable expectations includes a representation that it has not entered into any contract or other arrangement that is inconsistent with that representation. The City further represents that it has reviewed all parts of this Certificate with its counsel. The undersigned City Manager of the City, certifies that he is duly authorized to execute and deliver this Certificate.

2. The Lease. The Lease, to which this Certificate is attached as Exhibit K, is incorporated herein by reference. The terms and security and sources of payment of the Lease are as described therein. The property to be financed with the proceeds of the Lease shall be the Equipment as defined and described in the Lease.

3. Reasonable Expectation That No Other Obligations Need to be Treated as Part of the Same "Issue" as the Lease. The Lease Schedule has been executed as of August 15, 2006. No other obligations reasonably expected to be paid from the same source of funds have been sold since July 31, 2006 and the City reasonably expects that no such obligations will be sold before August 30, 2006. Accordingly, the City intends to treat the Lease as a single "issue" and that no other obligations will be part of this "issue."

4. Interest Rate Hedges. The City has not entered into any contract primarily to modify the risk of interest rate changes with respect to the Lease and does not reasonably expect that it will enter into such a contract.

5. Form 8038-G. The information in the Internal Revenue Service Form 8038-G for the Lease attached to this Certificate as Attachment A is true and correct.

6. Amount of Lease Proceeds. The Lease was awarded by the City on the basis of the presentation of proposals to Banc of America Leasing and Capital, LLC for an aggregate lease value of \$2,136,913.00. The fair market value of the Equipment is \$2,136,913.00.

7. Replacement Proceeds. The City reasonably expects that it will not have Replacement Proceeds as defined in Treas. Reg. §1.148-1(c). The City acknowledges that if Replacement Proceeds arise, they will be treated Gross Proceeds, as defined in the Code.

8. Ownership of the Equipment. The City reasonably expects that it will own the Equipment for the entire term of the Lease.

9. No Private Business Use of Equipment. No portion of any property financed with the proceeds of the Lease will be used for a private business use and the City shall not take any action that would cause the Lease to meet the private business use test of section 141(b)(1) of the Code. Accordingly, the City will not take any action that would cause (i) more than 10% of the Equipment to be used for private business use or (ii) more than 5% of the proceeds of the Equipment to be used for any private business use which is unrelated to any governmental use of such proceeds or which is related to such governmental use but disproportionate to the governmental use.

10. Payment of Rebate. The City shall make, or cause to be made, rebate payments to the United States Treasury with respect to the Lease at such times and such amounts as will meet the requirements of section 148(f) of the Code.

11. Records of Investments. The City shall maintain records that are adequate to determine the amount of required rebate payments with respect to of any proceeds of the Lease, if any. These records shall be maintained by the City until 6 years after the termination or the Lease.

12. Federal Guarantees. The City shall not take any action that would cause the Lease to be "federally guaranteed" under section 149(b) of the Code.

Lessee: CITY OF LONG BEACH

By: *Gerald R. Miller*  
Name: Gerald R. Miller  
Title: City Manager

APPROVED AS TO FORM

8/14, 2006  
ROBERT E. SHANNON, City Attorney

BY *D. J. Austin*  
SENIOR DEPUTY CITY ATTORNEY

## ACQUISITION FUND AGREEMENT

This Acquisition Fund Agreement, dated as of August 15, 2006, by and among Banc of America Leasing & Capital, LLC, a Delaware limited liability company (hereinafter referred to as "Lessor"), City of Long Beach, a political subdivision of the state of California (hereinafter referred to as "Lessee") and Union Bank of California, N.A., a national banking association (hereinafter referred to as "Acquisition Fund Custodian").

Reference is made to that certain Equipment Lease-Purchase Agreement dated as of May 15, 2002 between Lessor and Lessee (hereinafter referred to as the "Lease"), covering the acquisition and lease of certain Equipment described therein (the "Equipment"). It is a requirement of the Lease that the Purchase Price of the Equipment (an amount not to exceed \$2,136,913.00) to be deposited into a special trust fund under terms satisfactory to Lessor, for the purpose of fully funding the Lease, and providing a mechanism for the application of such amounts to the purchase of and payment for the Equipment.

The parties agree as follows:

1. Creation of Acquisition Fund.

(a) There is hereby created a special custody fund to be known as the "City of Long Beach - Schedule II, Acquisition Fund Account" (the "Acquisition Fund") to be held by the Acquisition Fund Custodian for the purposes stated herein, for the benefit of Lessor and Lessee, to be held, disbursed and returned in accordance with the terms hereof.

(b) The Acquisition Fund Custodian shall invest and reinvest moneys on deposit in the Acquisition Fund in Qualified Investments in accordance with written instructions received from Lessee. Lessee shall be solely responsible for ascertaining that all proposed investments and reinvestments are Qualified Investments and that they comply with federal, state and local laws, regulations and ordinances governing investment of such funds and for providing appropriate notice to the Acquisition Fund Custodian for the reinvestment of any maturing investment. Accordingly, neither the Acquisition Fund Custodian nor Lessor shall be responsible for any liability, cost, expense, loss or claim of any kind, directly or indirectly arising out of or related to the investment or reinvestment of all or any portion of the moneys on deposit in the Acquisition Fund, and Lessee agrees to and does hereby release the Acquisition Fund Custodian and Lessor from any such liability, cost, expenses, loss or claim. Interest on the Acquisition Fund shall become part of the Acquisition Fund, and gains and losses on the investment of the moneys on deposit in the Acquisition Fund shall be borne by the Acquisition Fund, except for liability related to the negligence, willful misconduct or fraud of Acquisition Fund Custodian or Lessor. For purposes of this agreement, "Qualified Investments" means any investments which meet the requirements of applicable State of California and local laws and regulations.

(c) Unless the Acquisition Fund is earlier terminated in accordance with the provisions of paragraph (d) below, amounts in the Acquisition Fund shall be disbursed

by the Acquisition Fund Custodian in payment of amounts described in Section 2 hereof upon receipt of written authorization(s) from Lessor, as is more fully described in Section 2 hereof. If the amounts in the Acquisition Fund are insufficient to pay such amounts, Lessee shall provide any balance of the funds needed to complete the acquisition of the Equipment. Any moneys remaining in the Acquisition Fund after August 15, 2007 (the "Acquisition Period") shall be applied as provided in Section 4 hereof.

(d) The Acquisition Fund shall be terminated at the earliest of (i) the final distribution of amounts in the Acquisition Fund or (ii) written notice given by Lessor of the occurrence of a default or termination of the Lease due to non-appropriation.

(e) The Acquisition Fund Custodian may act in reliance upon any writing or instrument or signature which it has determined to be genuine and may assume the validity and accuracy of any statement or assertion contained in such a writing or instrument. The Acquisition Fund Custodian shall not be liable in any manner for the sufficiency or correctness as to form, manner of execution, or validity of any instrument nor as to the authority or right of any person executing the same; and its duties hereunder shall be limited to the receipt of such moneys, instruments or other documents received by it as the Acquisition Fund Custodian, and for the disposition of the same in accordance herewith.

(f) Unless the Acquisition Fund Custodian is guilty of negligence, willful misconduct or fraud with regard to its duties hereunder, Lessee agrees to and does hereby release and indemnify the Acquisition Fund Custodian and hold it harmless from any and all claims, liabilities, losses, actions, suits or proceedings at law or in equity, or any other expense, fees or charges of any character or nature, which it may incur or with which it may be threatened by reason of its acting as Acquisition Fund Custodian under this Agreement; and in connection therewith does, to the extent permitted by law, indemnify the Acquisition Fund Custodian against any and all expenses; including reasonable attorneys' fees and costs.

(g) If Lessee and Lessor shall be in disagreement about the interpretation of the Lease, or about the rights and obligations, or the propriety of any action contemplated by the Acquisition Fund Custodian hereunder, the Acquisition Fund Custodian may, but shall not be required to, file an appropriate civil action to resolve the disagreement. The Acquisition Fund Custodian shall be reimbursed by Lessor, for all costs, including reasonable attorneys' fees, in connection with such civil action, and shall be fully protected in suspending all or part of its activities under the Lease until a final judgment in such action is received.

(h) The Acquisition Fund Custodian may consult with counsel of its own choice and shall have full and complete authorization and protection with the opinion of such counsel. The Acquisition Fund Custodian shall otherwise not be liable for any mistakes of fact or errors of judgment, or for any acts or omissions of any kind unless caused by its negligence, willful misconduct or fraud.

signed by an authorized representative of Lessee (an "Authorized Representative") and by Lessor, and shall be subject to the following:

1. Delivery to Lessor of a certificate of Lessee to the effect that: (i) an obligation in the stated amount has been incurred by Lessee, and that the same is a proper charge against the Acquisition Fund for costs relating to the Equipment identified in the Lease, and has not been paid; (ii) the Authorized Representative has no notice of any vendor's, mechanic's or other liens or rights to liens, chattel mortgages, conditional sales contracts or security interest which should be satisfied or discharged before such payment is made; (iii) such Disbursement contains no item representing payment on account, or any retained percentages which Lessee is, at the date of such certificate, entitled to retain; and (iv) the Equipment is insured in accordance with the Lease;

2. Delivery to Lessor of an Acceptance Certificate executed by Lessee, together with any Purchase Agreement Assignment or bill of sale and invoice therefor as required by Paragraph 3A of the Lease;

3. The disbursement shall occur during the Acquisition Period set forth in the Schedule applicable to such Equipment;

4. There shall exist no Event of Default (nor any event which, with notice or lapse of time or both, would become an Event of Default); and

5. No material adverse change in Lessee's or any guarantor's financial condition shall have occurred since the date of the Lease.

3. Deposit to Acquisition Fund. Upon satisfaction of the conditions specified in Paragraph 3A of the Lease, Lessor will cause the Purchase Price to be deposited in the Acquisition Fund. Lessee agrees to pay any costs with respect to the Equipment in excess of amounts available therefor in the Acquisition Fund.

4. Excessive Acquisition Fund. Following the final disbursement from the Acquisition Fund at the end of the Acquisition Period, or termination of the Acquisition Fund as otherwise provided herein or in the Lease, the Acquisition Fund Custodian shall transfer any remainder from the Acquisition Fund to Lessor for application to amounts owed under the Lease in accordance with Paragraph 35(c) of the Lease.

5. Security Interest. The Acquisition Fund Custodian and Lessee acknowledge and agree that the Acquisition Fund and all proceeds thereof are being held by Acquisition Fund Custodian for disbursement or return as set forth herein. Lessee hereby grants to Lessor a first priority perfected security interest in the Acquisition Fund, and all proceeds thereof, and all investments made with any amounts in the Acquisition Fund. If the Acquisition Fund, or any part thereof, is converted to investments as set forth in this Agreement, such investments shall be made in the name of Acquisition Fund Custodian and the Acquisition Fund Custodian hereby agrees to hold such investments as bailee for

Lessor so that Lessor is deemed to have possession of such investments for the purpose of perfecting its security interest.

**5A. Control of Acquisition Account.** In order to perfect Lessor's security interest by means of control in (i) the Acquisition Fund established hereunder, (ii) all entitlements, investment property and other financial assets now or hereafter credited to the Acquisition Fund, (iii) all of Lessee's rights in respect of the Acquisition Fund, such entitlements, investment property and other financial assets, and (iv) all products, proceeds and revenues of and from any of such entitlements, investment property and other financial assets deposited in or credited to the Acquisition Fund (collectively, the "Collateral"), Lessor, Lessee and Acquisition Fund Custodian further agree as follows:

(a) All terms used in this Section 5A which are defined in the Commercial Code of the state of California ("Commercial Code") but are not otherwise defined herein shall have the meanings assigned to such terms in the Commercial Code, as in effect on the date of this Agreement.

(b) Lessee hereby irrevocably authorizes Acquisition Fund Custodian and Acquisition Fund Custodian hereby agrees, to comply with all instructions entitlement orders originated by Lessor with respect to the Collateral, or any portion of the Collateral, in accordance with the terms hereof without further consent by Lessee, except as otherwise specifically provided in this Agreement.

(c) Acquisition Fund Custodian hereby represents and warrants (a) that the records of Acquisition Fund Custodian show that Lessee is the sole owner of the Collateral, (b) that Acquisition Fund Custodian has not been served with any notice of levy or received any notice of any security interest in or other claim to the Collateral, or any portion of the Collateral, other than Lessor's claim pursuant to this Section 5A, and (c) that Acquisition Fund Custodian is not presently obligated to accept any entitlement order from any person with respect to the Collateral, except for entitlement orders that Acquisition Fund Custodian is obligated to accept from Lessor under this Agreement and entitlement orders that Acquisition Fund Custodian, subject to the provisions of paragraph (e) below, is obligated to accept from Lessee.

(d) Without the prior written consent of Lessor, Acquisition Fund Custodian will not enter into any agreement by which Acquisition Fund Custodian agrees to comply with any entitlement order of any person other than Lessor or, subject to the provisions of paragraph (e) below, Lessee, with respect to any portion or all of the Collateral. Acquisition Fund Custodian shall promptly notify Lessor if any person requests Acquisition Fund Custodian to enter into any such agreement or otherwise asserts or seeks to assert a lien, encumbrance or adverse claim against any portion or all of the Collateral.

(e) Except as otherwise provided in this paragraph (e) and subject to Section I(b) hereof, Acquisition Fund Custodian may allow Lessee to effect sales, trades, transfers and exchanges of Collateral within the Acquisition Fund, but will not, without the prior written consent of Lessor unless otherwise authorized by other Sections of this Agreement, allow Lessee to withdraw any Collateral from the Acquisition Fund.



Acquisition Fund Custodian acknowledges that Lessor reserves the right, by delivery of written notice to Acquisition Fund Custodian, to prohibit Lessee from effecting any withdrawals (including withdrawals of ordinary cash dividends and interest income), sales, trades, transfers or exchanges of any Collateral held in the Acquisition Fund when those withdrawals are intended to be used by Lessee for any purpose other than the acquisition of Equipment in accordance with the terms of this Agreement and the Lease. Further, Acquisition Fund Custodian hereby agrees to comply with any and all written instructions delivered by Lessor to Acquisition Fund Custodian (once it has had a reasonable opportunity to comply therewith) and has no obligation to, and will not, investigate the reason for any action taken by Lessor, the amount of any obligations of Lessee to Lessor, the validity of any of Lessor's claims against or agreements with Lessee, the existence of any defaults under such agreements, or any other matter, unless Acquisition Fund Custodian receives notice from Lessee that said instructions from Lessor violate the terms of this Agreement. In that case, Acquisition Fund Custodian shall take no action until Lessor and Lessee resolve their dispute.

(f) Lessee hereby irrevocably authorizes Acquisition Fund Custodian to comply with all instructions and entitlement orders delivered by Lessor to Acquisition Fund Custodian.

(g) Acquisition Fund Custodian will not attempt to assert control, and does not claim and will not accept any security or other interest in, any part of the Collateral, and Acquisition Fund Custodian will not exercise, enforce or attempt to enforce any right of setoff against the Collateral, or otherwise charge or deduct from the Collateral any amount whatsoever.

(h) Acquisition Fund Custodian is hereby authorized and instructed, and hereby agrees, to send to Lessor at its address set forth in Section 6 below, concurrently with the sending thereof to Lessee, duplicate copies of any and all monthly Acquisition Fund statements or reports issued or sent to Lessee with respect to the Acquisition Fund.

6. Miscellaneous. Capitalized terms not otherwise defined herein shall have the meanings assigned to them in the Lease. This Agreement may not be amended except in writing signed by all parties hereto. This Agreement may be executed in one or more counterparts, each of which shall be deemed to be an original instrument and each shall have the force and effect of an original and all of which together constitute, and shall be deemed to constitute, one and the same instrument. Notices hereunder shall be made in writing and shall be deemed to have been duly given when personally delivered or when deposited in the mail, first class postage prepaid, or delivered to an express carrier, charges prepaid, or sent by facsimile with electronic confirmation, addressed to each party at its address below:

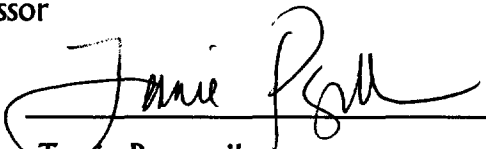
If to Lessor: Banc of America Leasing & Capital, LLC  
555 California Street  
CA5-705-04-01  
San Francisco, CA 94104  
Attn: Contract Administration  
Fax: (415) 343-0533

If to Lessee: City of Long Beach  
333 W. Ocean Boulevard, 6th Floor  
Long, Beach, CA 90802-4664  
Attn: Mr. David Nakamoto  
Phone: (562) 570-6169  
Fax: (562) 570-5836


If to Acquisition Fund Custodian: Union Bank of California, N.A.  
Corporate Trust Department  
120 S. San Pedro Street, Suite 400  
Los Angeles, CA 90012  
Attn: Alison Braunstein  
Phone: (213) 972-5674  
Fax: (213) 972-5694

In Witness Whereof, the parties have executed this Acquisition Fund Agreement as of the date first above written.

Banc of America Leasing & Capital, LLC,  
as Lessor

By:   
Name: Tessie Panganiban  
Title: Vice President

City of Long Beach,  
as Lessee

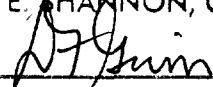
By:   
Name: Gerald R. Miller  
Title: City Manager

Union Bank of California, N.A.  
as Acquisition Fund Custodian

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: Vice President

APPROVED AS TO FORM

8/14, 20 06  
ROBERT E. SHANNON, City Attorney

BY   
SENIOR DEPUTY CITY ATTORNEY

**LESSEE'S COPY**

If to Acquisition  
Fund Custodian:

Union Bank of California, N.A.  
Corporate Trust Department  
120 S. San Pedro Street, Suite 400  
Los Angeles, CA 90012  
Attn: Alison Braunstein  
Phone: (213) 972-5674  
Fax: (213) 972-5694

In Witness Whereof, the parties have executed this Acquisition Fund Agreement as of the date first above written.

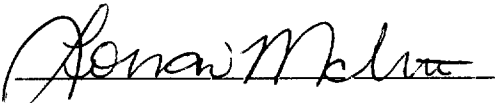
Banc of America Leasing & Capital, LLC,  
as Lessor

City of Long Beach,  
as Lessee

By: \_\_\_\_\_  
Name: Tessie Panganiban  
Title: Vice President

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Union Bank of California, N.A.  
as Acquisition Fund Custodian

By:   
Name: Lorraine McIntire  
Title: Vice President

**LESSEE'S COPY**

**Schedule 11**

**Form of Disbursement Request**

Re: Equipment Lease-Purchase Agreement dated as of May 15, 2002, by and between Banc of America Leasing & Capital, LLC, as Lessor and City of Long Beach, as Lessee (the "Lease")

In accordance with the terms of the Acquisition Fund Agreement, dated as of August 15, 2006 (the "Acquisition Fund Agreement") by and among Banc of America Leasing & Capital, LLC ("Lessor"), City of Long Beach ("Lessee") and Union Bank of California, N.A., (the "Acquisition Fund Custodian"), the undersigned hereby requests the Acquisition Fund Custodian pay the following persons the following amounts from the Acquisition Fund created under the Acquisition Fund Agreement (the "Acquisition Fund") for the following purposes.

Payee's Name and Address	Invoice Number	Dollar Amount	Purpose

The undersigned hereby certifies as follows:

(i) An obligation in the stated amount has been incurred by Lessee, and the same is a proper charge against the Acquisition Fund for costs relating to the Equipment identified in the Lease, and has not been paid. Attached hereto is the original invoice with respect to such obligation.

(ii) The undersigned, as Authorized Representative, has no notice of any vendor's, mechanic's or other liens or rights to liens, chattel mortgages, conditional sales contracts or security interest which should be satisfied or discharged before such payment is made.

(iii) This Disbursement contains no item representing payment on account, or any retained percentages which Lessee is, at the date hereof, entitled to retain.

(iv) The Equipment is insured in accordance with the Lease.

(v) No Event of Default, and no event which with notice or lapse of time, or both, would become an Event of Default, under the Lease has occurred and is continuing at the date hereof.

(vi) The disbursement shall occur prior to the end of the Utilization Period set forth in the Schedule applicable to such Equipment.

(vii) No material adverse change in Lessee's or any guarantor's financial condition shall have occurred since the date of the Lease.

Dated: \_\_\_\_\_

CITY OF LONG BEACH

By: David Nakamoto

Name: DAVID NAKAMOTO

Title: Authorized Representative

Disbursement of funds from the Acquisition Fund in accordance with the foregoing Disbursement Request hereby is authorized

BANC OF AMERICA LEASING & CAPITAL, LLC  
as Lessor under the Lease

By: Jessie Panganiban

Name: JESSIE PANGANIBAN

Title: Vice President

**COPY OF MINUTE ORDER OF LESSEE'S GOVERNING BODY**

**(PLEASE PROVIDE COPY OF THE CITY'S MINUTES SHOWING APPROVAL OF THIS FINANCING)**

**CITY OF LONG BEACH  
CITY COUNCIL AGENDA**

Bonnie Lowenthal, 1st District  
Suja Lowenthal, 2nd District  
Frank Colonna, 3rd District  
Patrick O'Donnell, 4th District

Gerald R. Miller, City Manager  
Larry G. Herrera, City Clerk



Beverly O'Neill, Mayor

**TUESDAY, JULY 11, 2006  
COUNCIL CHAMBER, 5:00 PM**

Jackie Kell, Vice Mayor, 5th District  
Laura Richardson, 6th District  
Tonia Reyes Uranga, 7th District  
Rae Gabelich, 8th District  
Val Lerch, 9th District

Robert Shannon, City Attorney

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**FINISHED AGENDA & DRAFT MINUTES**

Roll Call (05:05 PM)

Present: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes Uranga; Gabelich; Lerch; Mayor O'Neill

Also present: Gerald Miller, City Manager; Christine Shippey, Assistant City Manager; Robert Shannon, City Attorney; Larry Herrera, City Clerk; Nancy Muth City Clerk Specialist.

Mayor O'Neill presiding.

Invocation: Moment of Silence.

Flag Salute: Rae Gabelich, Councilwoman, Eighth District.

Recognition of City Auditor, Gary Burroughs

Recognition of Councilmember Frank Colonna

Recognition of Vice Mayor Jackie Kell

Recognition of Mayor Beverly O'Neill  
Welcome and opening remarks by Mayor O'Neill.

Councilwoman Richardson presided over the presentations.

Field Representative for Senator Barbara Boxer made a presentation to Mayor O'Neill.

Connie Sziebl, Field Deputy for Supervisor Don Knabe, made presentations to Gary Burroughs, Councilmember Colonna, Vice Mayor Kell, and Mayor O'Neill.

Senator Alan Lowenthal made a presentation to Mayor O'Neill.

Assemblymembers Betty Karnette and Jenny Oropeza made presentations to Mayor O'Neill.

Trevor Daley, representative for Senator Dianne Feinstein, made a presentation to Mayor O'Neill.

Chief Tony Batts, Long Beach Police Department, made a presentation to Mayor O'Neill.

Steve James, President, Long Beach Police Officers Association, made a presentation to Mayor O'Neill.

Rich Brandt, President, Long Beach Fire Fighters Association, made a presentation to Mayor O'Neill.

Bruce Macray, representative for Congressman Dana Rohrbacher, made a presentation to Mayor O'Neill.

Jose Delgado, Field Representative for Congresswoman Juanita Millender-McDonald, made a presentation to Mayor O'Neill on behalf of Congresswomen Juanita Millender-McDonald and Linda Sanchez.

Luanne Mauro-Atkinson, City of Long Beach Early Care and Education Committee, made a presentation to Mayor O'Neill.

Members of Long Beach Pride, made a presentation to Mayor O'Neill.

Councilwoman Richardson read the City proclamation presented to Mayor O'Neill.

Gerald Miller, City Manager, spoke and presented plaques to Mayor O'Neill, Vice Mayor Kell, Councilmember Colonna, and Gary Burroughs.

Councilwoman Richardson announced the personal letters from dignitaries received by Mayor O'Neill.

Senator Alan Lowenthal made presentations to Gary Burroughs, Vice Mayor Kell, and Councilmember Colonna.

Congresswomen Betty Karnette and Jenny Oropeza made presentations to Gary Burroughs, Vice Mayor Kell, and Councilmember Colonna.

Representative for Congressman Dana Rohrbacher presented a Certificates of Congressional Recognition to Councilmember Colonna, Vice Mayor Kell, and Gary Burroughs.

Representative for Congresswoman Linda Sanchez presented a Certificates of Congressional Recognition to Councilmember Colonna, Vice Mayor Kell, and Gary Burroughs.

Chief Tony Batts, Long Beach Police Department, made presentations to Councilmember Colonna, Vice Mayor Kell, and Gary Burroughs.

Steve James, President, Long Beach Police Officers Association, and Rich Brandt, President, Long Beach Fire Fighters Association, made presentations to Councilmember Colonna, Vice Mayor Kell, and Gary Burroughs.



Mayor O'Neill presented the City Proclamation to Gary Burroughs, City Auditor.

Mayor O'Neill presented the City Proclamation to Vice Mayor Kell.

Mayor O'Neill presented the City Proclamation to Councilmember Colonna.

Vice Mayor Kell spoke.

Councilmember Colonna spoke.

Gary Burroughs, City Auditor, spoke.

Mayor O'Neill spoke.

Councilwoman Richardson spoke.

Councilwoman Gabelich spoke.

Councilmember O'Donnell spoke.

Councilmember B. Lowenthal spoke.

Councilmember Reyes Uranga spoke.

Councilmember S. Lowenthal spoke.

Councilmember Lerch spoke.

Mayor O'Neill announced a 10-minute recess.

Roll Call (07:53 PM)

Present: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes Uranga; Gabelich; Lerch; Mayor O'Neill

**HEARING: (07:53 PM)**

**1. (06-0631) Recommendation to receive supporting documentation into the record, conduct and conclude the hearing; adopt the resolution making certain findings and approving and authorizing the Executive Director of the Redevelopment Agency to execute a Disposition and Development Agreement with Lyon Promenade, LLC; and (07:53 PM)**

*Suggested Action: Approve recommendation.*

Motion: Approve recommendation and adopt Resolution No. RES-06-0059.  
Moved by S. Lowenthal, seconded by Colonna.

Councilmember S. Lowenthal spoke.

Vote: Motion to Approve recommendation and adopt Resolution No. RES-06-0059. (Carried 9-0.)

Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes

Uranga; Gabelich; Lerch

**(06-0636) Adopt resolution making certain findings regarding the construction of certain public improvements with Downtown Long Beach Redevelopment Project Area Funds. (Downtown - District 2) (08:02 PM)**

*Suggested Action: Approve recommendation.*

Motion: Approve recommendation and adopt Resolution No. RES-06-0060.  
Moved by S. Lowenthal, seconded by Colonna.

Vote: Motion to Approve recommendation and adopt Resolution No. RES-06-0060.  
(Carried 9-0. )

Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Gabelich; Lerch

**PUBLIC COMMENT: (08:02 PM)**

Harvey Cochran said farewell and thank yous to the Mayor and retiring Councilmembers, and announced the upcoming community clean up.

Salena Coleman spoke regarding youth and Power Positive Inc., and submitted a packet of information.

Robert Bastian spoke to issues of legality.

Frances Emily Dawson Harris read a poem and thanked the Mayor and retiring Councilmembers.

Carl Kemp thanked the Mayor and retiring Councilmembers; announced a Clean Air Action Plan; and submitted the Clean Air Action Plan Overview and a Public Outreach Workshops schedule.

Thomas Murphy spoke regarding disaster preparedness.

**CONSENT CALENDAR: (08:22 PM)**

*Suggested Action: Approve recommendation.*

Motion: Approve Consent Calendar Items 2-31, except for Items 11, 13, 16 and 29.  
Moved by B. Lowenthal, seconded by Colonna.

Vote: Motion to Approve Consent Calendar Items 2-31, except for Items 11, 13, 16 and 29.  
(Carried 9-0. )

Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Gabelich; Lerch

2. (06-0592) Recommendation to receive and file report on attendance at the 2006 Joint Finance, Administration and Intergovernmental Relations (FAIR) Steering Committee and

Public Finance City Futures Panel, Spring Meeting in Cambridge, Massachusetts.

*Suggested Action: Approve recommendation.*

3. (06-0593) Recommendation to receive and file report on travel to Sacramento for the League of California Cities Environmental Quality Policy Committee meeting on June 22, 2006.

*Suggested Action: Approve recommendation.*

4. (06-0595) Recommendation to authorize City Attorney to pay sum of \$15,000 in full settlement of lawsuit entitled Inge Mastrangelo v. City of Long Beach, et al.

*Suggested Action: Approve recommendation.*

5. (06-0594) Recommendation to authorize City Attorney to pay sum of \$7,500 in full settlement of lawsuit entitled Rodriguez v. City of Long Beach, et al.

*Suggested Action: Approve recommendation.*

6. (06-0628) Recommendation to authorize City Attorney to submit Compromise and Release for approval by the Workers' Compensation Appeals Board, and if so approved, authority to pay \$27,000 for the claim of Walter Bortman; \$85,000 for the claim of William Jordan; and \$29,337.50, less the 28% permanent disability award of \$19,337.50, which has been fully paid, for the claim of Jennifer Woolhether, in compliance with the Appeals Board Orders.

*Suggested Action: Approve recommendation.*

7. (06-0627) Recommendation to authorize City Attorney to submit Stipulations with Request for Award for approval by the Workers' Compensation Appeals Board, and if so approved, authority to pay \$11,280 for claim of Phillip Carroll; \$68,382.50, less permanent disability advances of \$17,303.88, and for the second Stipulation with Request for Award, authority to pay \$54,782.50 and authority to settle the Vocational Rehabilitation Benefits in the amount of \$10,000 for a total amount of \$133,165 for claim of Jeffrey Davis; \$120,865 for claim of Richard Gilliam; and \$8,520 and \$1,260 for James Shinn, in compliance with the Appeals Board Orders.

*Suggested Action: Approve recommendation.*

8. (06-0596) Recommendation to adopt resolution declaring the results of the City's General Municipal Election held on Tuesday, June 6, 2006, for the purpose of electing a Mayor, and Members of the City Council from the third and fifth Council Districts, and directing the City Clerk to issue a Certificate of Election to the candidates declared to have been elected at the General Municipal Election; and

*Suggested Action: Approve recommendation and adopt Resolution No. RES-06-0061.*

(06-0597) Recommendation to adopt resolution declaring the results of the City's General Municipal Election held on Tuesday, June 6, 2006, for the purpose of electing a member of the Long Beach Unified School District Board of Education Area 5.

*Suggested Action: Approve recommendation and adopt Resolution No. RES-06-0062.*

9. (06-0629) Recommendation to refer to City Attorney damage claims received between June 15, 2006 and July 6, 2006.

*Suggested Action: Approve recommendation.*

10. (06-0569) Recommendation to adopt resolution authorizing City Manager or Assistant City Manager to execute all the necessary documents, as the Authorizing Agent, for the Urban Area Security Initiative Grant Program from the United States Department of Homeland Security to protect critical infrastructure in the City of Long Beach and named adjacent cities in the County of Los Angeles. (Citywide)

*Suggested Action: Approve recommendation and adopt Resolution No. RES-06-0063.*

**11. (06-0600) Recommendation to authorize City Manager to execute First Amendment to Agreement No. 29094 with Weidner Consulting, Inc., in the amount of \$88,130 to provide Managing for Results training to City personnel within existing budgeted resources. (08:22 PM)**

*Suggested Action: Approve recommendation.*

Thomas Murphy spoke.

Motion: Approve recommendation.  
Moved by Kell, seconded by O'Donnell.

Vote: Motion to Approve recommendation. (Carried 8-0. )

Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Gabelich; Lerch  
Abstain: Reyes Uranga

12. (06-0633) Recommendation to adopt resolution authorizing City Manager to accept grant funding from the California Department of Justice Spousal Abuser Prosecution Program (SAPP); execute all contracts and documents; and amend the City Prosecutor Department's budget to reflect receipt of the SAPP grant funds and the expenditure of those funds.

*Suggested Action: Approve recommendation and adopt Resolution No. RES-06-0064.*

**13. (06-0603) Recommendation to adopt resolution directing the Los Angeles County**

**Auditor-Controller to include, on the 2006-07 Secured Tax Roll, certain levies made pursuant to the provisions of the Long Beach Municipal Code for weed and/or debris removal in the amount of \$7,193.63.  
(Districts 1,2,8) (08:26 PM)**

*Suggested Action: Approve recommendation.*

Councilmember B. Lowenthal spoke.

Motion: Approve recommendation and adopt Resolution No. RES-06-0066.  
Moved by B. Lowenthal, seconded by Gabelich.

Vote: Motion to Approve recommendation and adopt Resolution No. RES-06-0066. (Carried 6-0. )

Yes: B. Lowenthal; S. Lowenthal; Kell; Richardson; Gabelich; Lerch  
Abstain: Colonna; O'Donnell; Reyes Uranga

14. (06-0604) Recommendation to adopt resolution directing the Los Angeles County Auditor-Controller to include, on the 2006-07 Secured Tax Roll, certain levies made pursuant to the provisions of the Long Beach Municipal Code for building abatement in the amount of \$2,006.94. (District 9)

*Suggested Action: Approve recommendation and adopt Resolution No. RES-06-0065.*

15. (06-0606) Recommendation to authorize City Manager to adopt Specifications No. PA-01806 and award a contract to Alpha Boats Unlimited for furnishing and delivering one debris skimmer boat model MC-402, including trailer model TLT-400E and pier conveyor model PC-6036E, in the amount of \$266,994 plus tax. (Citywide)

*Suggested Action: Approve recommendation.*

**16. (06-0607) Recommendation to authorize City Manager to execute the following agreements with Los Angeles County: H-210813 to provide case management services for an amount not to exceed \$216,928 for the period from March 1, 2006 to February 28, 2007, H-209210 to provide medical outpatient services for an amount not to exceed \$109,302 for the period from March 1, 2006 to February 28, 2007, and H-209912 to provide treatment advocacy services for an amount not to exceed \$68,617 for the period from April 1, 2006 to March 31, 2007; and authorize City Manager to amend subcontract #29242 with Being Alive Long Beach to provide case management services for an additional \$69,542 for one additional year. (Citywide) (08:28 PM)**

*Suggested Action: Approve recommendation.*

Thomas Murphy spoke.

Motion: Approve recommendation.  
Moved by B. Lowenthal, seconded by O'Donnell.

**Vote: Motion to Approve recommendation. (Carried 9-0. )**

**Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Gabelich; Lerch**

17. (06-0608) Recommendation to authorize City Manager to execute the Seventeenth Amendment to Agreement No. 23214 with CompuDyne - Public Safety & Justice, Inc., and all related documents, to provide a digital map display enhancement to the Computer Aided Dispatch system in an amount not to exceed \$236,244. (Citywide)

*Suggested Action: Approve recommendation.*

18. (06-0609) Recommendation to receive and file the application of New Albertson's Incorporated, dba Albertsons, for a person-to-person and stock transfer of an Alcoholic Beverage Control License, at 450 Long Beach Boulevard, with existing conditions. (District 1)

*Suggested Action: Approve recommendation.*

19. (06-0610) Recommendation to receive and file the application of New Albertson's Incorporated, dba Albertsons, for a person-to-person and stock transfer of an Alcoholic Beverage Control License, at 644 North Redondo Avenue, with existing conditions. (District 3)

*Suggested Action: Approve recommendation.*

20. (06-0611) Recommendation to receive and file the application of New Albertson's Incorporated, dba Albertsons, for a person-to-person and stock transfer of an Alcoholic Beverage Control License, at 6255 East 2nd Street, with existing conditions. (District 3)

*Suggested Action: Approve recommendation.*

21. (06-0612) Recommendation to receive and file the application of US Liquor Incorporated, dba US Liquor, for a person-to-person transfer of an Alcoholic Beverage Control License, at 2002 East Pacific Coast Highway, with existing conditions. (District 4)

*Suggested Action: Approve recommendation.*

22. (06-0613) Recommendation to receive and file the application of C and C Global Link Incorporated, dba Eddie Jr. Liquor Store Long Beach, for a person-to-person transfer of an Alcoholic Beverage Control License, at 2340 East Pacific Coast Highway, with existing conditions. (District 4)

*Suggested Action: Approve recommendation.*

23. (06-0614) Recommendation to receive and file the application of Bristol Farms, dba Bristol Farms, for a stock transfer of an On-Sale Beer and Wine Alcoholic Beverage Control License,

at 2080 Bellflower Boulevard, with existing conditions. (District 4)

*Suggested Action: Approve recommendation.*

24. (06-0615) Recommendation to receive and file the application of Bristol Farms, dba Bristol Farms, for a stock transfer of an Off-Sale General Alcoholic Beverage Control License, at 2080 Bellflower Boulevard, with existing conditions. (District 4)

*Suggested Action: Approve recommendation.*

25. (06-0616) Recommendation to receive and file the application of Angelo's Diner Incorporated, dba Ferraro Italian Kitchen, for a person-to-person transfer of an Alcoholic Beverage Control License, at 3500 Los Coyotes Diagonal, with existing conditions. (District 5)

*Suggested Action: Approve recommendation.*

26. (06-0617) Recommendation to receive and file the application of New Albertson's Incorporated, dba Albertsons, for a person-to-person and stock transfer of an Alcoholic Beverage Control License, at 6235 Spring Street, with existing conditions. (District 5)

*Suggested Action: Approve recommendation.*

27. (06-0618) Recommendation to receive and file the application of New Albertsons Incorporated, dba Albertsons, for a person-to-person and stock transfer of an Alcoholic Beverage Control License, at 101 East Willow Street, with existing conditions. (District 6)

*Suggested Action: Approve recommendation.*

28. (06-0619) Recommendation to receive and file the application of Freweini Gebreab, dba Amigo's Market Liquor, for a person-to-person transfer of an Alcoholic Beverage Control License, at 2000 West Willow Street, with existing conditions. (District 7)

*Suggested Action: Approve recommendation.*

**29. (06-0570) Recommendation to adopt Plans and Specifications No. R-6600 for the Improvement of Stearns Street between Clark Avenue and Bellflower Boulevard; and authorize City Manager to execute a contract with Sully-Miller Contracting Company, the lowest responsible bidder, in an estimated amount of \$855,167 plus a 15 percent contingency amount, if necessary. (District 4) (08:32 PM)**

*Suggested Action: Approve recommendation.*

Thomas Murphy spoke.

Motion: Approve recommendation.  
Moved by O'Donnell, seconded by B. Lowenthal.

Vote: Motion to Approve recommendation. (Carried 9-0. )  
Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Gabelich; Lerch

30. (06-0591) Recommendation to receive and file minutes of:  
Harbor Commission, May 22, June 12 and 19, 2006.  
Parks and Recreation Commission, May 18, 2006.  
Water Commission, April 27, May 4 and 25, and June 1, 2006.

*Suggested Action: Approve recommendation.*

31. (06-0620) Recommendation to approve Proclamations presented to Gary Burroughs, City Auditor; Frank Colonna, Councilmember, 3rd District; Vice Mayor Jackie Kell, Councilmember, 5th District; and Mayor Beverly O'Neill.

*Suggested Action: Approve recommendation.*

#### **UNFINISHED BUSINESS: (08:34 PM)**

**32. (06-0544) Recommendation to adopt the amendment to the Fiscal Year 2006 Salary Resolution. (08:34 PM)**

*Suggested Action: Approve recommendation.*

Councilwoman Gabelich spoke.

Councilmember S. Lowenthal spoke.

Councilmember Lerch spoke.

Councilmember B. Lowenthal spoke.

Councilmember Reyes Uranga requested clarification.

Gerald Miller, City Manager, spoke.

Robert Shannon, City Attorney, spoke.

Motion: Separate Items I, II and III of Attachment A to the staff report.  
Moved by Lerch, seconded by Gabelich.

Vote: Motion to Separate Items I, II and III of Attachment A to the staff report. (Carried 9-0. )  
Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Gabelich; Lerch

Motion: Approve recommendation of Items I and II of Attachment A to the staff report.



Moved by Reyes Uranga, seconded by Gabelich.

Vote: Motion to Approve recommendation of Items I and II of Attachment A to the staff report. (Carried 9-0. )

Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes Uranga; Gabelich; Lerch

Councilmember Lerch spoke.

Councilmember S. Lowenthal spoke.

Councilmember Reyes Uranga spoke.

Councilmember B. Lowenthal spoke.

The following portion of Agenda Item No. 32 followed Agenda Item No. 34 and Mr. Shannon's comments.

Motion: Approve recommendation and adopt Resolution No. RES-06-0067, as amended to read: "ELECTED OFFICIALS - The City Auditor, City Prosecutor, City Attorney, City Council and Mayor shall, upon retirement, be provided with a retirement health care benefit to be calculated as a credit in an amount equal to fifty (50) hours of compensation for each year of their elected service, for utilization in accordance with the provisions of Section 2.10, 2.11 and 2.14 of the City's Personnel Ordinance".

Moved by Kell, seconded by Colonna.

Robert Shannon, City Attorney, suggested approve now and staff will return with appropriate language.

Councilmember S. Lowenthal spoke.

Gerald Miller, City Manager, spoke.

Councilmember Colonna spoke.

Councilmember Reyes Uranga suggested going on to the next agenda item and returning when staff had prepared appropriate wording.

Joe Weinstein spoke.

Robert Shannon, City Attorney, spoke.

Councilwoman Gabelich spoke.

Vote: Motion to Approve recommendation and adopt Resolution No. RES-06-0067, as amended to read: "ELECTED OFFICIALS - The City Auditor, City Prosecutor, City Attorney, City Council and Mayor shall, upon retirement, be provided with a retirement health care benefit to be calculated as a credit in an amount equal to fifty (50) hours of compensation for each year of their elected service, for utilization in accordance with the provisions of Section 2.10, 2.11 and 2.14 of the City's Personnel Ordinance". (Carried 6-3. )

Yes: B. Lowenthal; S. Lowenthal; Colonna; Kell; Richardson; Reyes Uranga

No: O'Donnell; Gabelich; Lerch

**33. (06-0559) Recommendation to receive and file the application of Jin Ho Kim, dba Ray and Roy's Market, for a person-to-person transfer of an Alcoholic Beverage Control License, at 2093 Pacific Avenue, with existing conditions. (District 6) (08:54 PM)**

*Suggested Action: Approve recommendation.*

Councilwoman Richardson recommended filing a protest for this license, and submitted a protest memorandum.

Motion: Approve recommendation to file protest with the Department of Alcoholic Beverage Control.

Moved by Richardson, seconded by Kell.

Vote: Motion to Approve recommendation to file protest with the Department of Alcoholic Beverage Control. (Carried 9-0. )

Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Gabelich; Lerch

**REGULAR AGENDA (08:56 PM)**

**34. (06-0630) Recommendation to request City Manager to develop a prescription drug discount program that maximizes discounts for Long Beach residents while minimizing costs to the City, and return to City Council for approval within 90 days. (08:56 PM)**

*Suggested Action: Approve recommendation.*

Councilmember O'Donnell spoke.

Motion: Approve recommendation.

Moved by O'Donnell, seconded by Reyes Uranga.

Councilmember Lerch spoke.

Councilmember Gabelich spoke.

Vote: Motion to Approve recommendation. (Carried 9-0. )

Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Gabelich; Lerch

Return to Agenda Item No. 32 - Salary Resolution.

Robert Shannon, City Attorney, read revised language for Agenda Item No. 32 Resolution, Item III of Attachment A to the staff report.

**35. 06-0632 Recommendation that City Council concur in the recommendation of the Budget Oversight Committee to receive and adopt the communication relating to the Proposed Amendment to User Fees and Charges Policy. (09:08 PM)**

*Suggested Action: Approve recommendation.*

Motion: Approve recommendation.  
Moved by Richardson, seconded by Colonna.

Vote: Motion to Approve recommendation. (Carried 9-0. )  
Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Gabelich; Lerch

**36. (06-0598) Recommendation to approve the Fiscal Year 2006 - 2007 Action Plan for the Use of Community Development Block Grant, Home Investment Partnership Grant, American Dream Downpayment Initiative and Emergency Shelter Grant Funds. (Citywide) (09:09 PM)**

*Suggested Action: Approve recommendation.*

Motion: Approve recommendation.  
Moved by Gabelich, seconded by Colonna.

Vote: Motion to Approve recommendation. (Carried 9-0. )  
Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Gabelich; Lerch

**37. (06-0601) Recommendation to adopt resolution designating the City of Long Beach as the Administering Agency and Signatory Authority for the Workforce Investment Act Programs and designating the Greater Long Beach Workforce Development Board to provide policy guidance and oversight; authorize City Manager to execute all documents and any subsequent amendments that change the terms or increase grant amounts for the workforce programs; and authorize an increase in appropriations in the Community Development Grant Fund (SR 150) in the Department of Community Development (CD) in the amount of \$5,251,314. (Citywide) (09:10 PM)**

*Suggested Action: Approve recommendation.*

Motion: Approve recommendation and adopt Resolution No. RES-06-0068.  
Moved by Colonna, seconded by O'Donnell.

Thomas Murphy spoke.

Vote: Motion to Approve recommendation and adopt Resolution No. RES-06-0068. (Carried 9-0. )  
Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Gabelich; Lerch

**38. (06-0602) Recommendation to adopt resolution requesting the Board of Harbor Commissioners to approve the transfer of \$14,222,184 from the Harbor Revenue Fund (HR) to the Tidelands Operating Fund (TF) as of October 1, 2006; and request the Board of Harbor Commissioners to make said transfer in equal quarterly installments on**

**October 1, 2006, January 1, 2007, April 1, 2007 and July 1, 2007. (09:14 PM)**

*Suggested Action: Approve recommendation.*

Motion: Approve recommendation and adopt Resolution No. RES-06-0069.  
Moved by O'Donnell, seconded by Reyes Uranga.

Thomas Murphy spoke.

Gerald Miller, City Manager, spoke.

Vote: Motion to Approve recommendation and adopt Resolution No. RES-06-0069. (Carried 9-0. )

Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes Uranga; Gabelich; Lerch

**39. (06-0621) Recommendation to adopt Memoranda of Understanding with the Long Beach Association of Confidential Employees, the Long Beach Association of Engineering Employees, and the Long Beach Management Association; (09:18 PM)**

*Suggested Action: Approve recommendation.*

Councilmember Reyes Uranga spoke.

Motion: Approve recommendation to adopt Memoranda of Understanding.  
Moved by Reyes Uranga, seconded by B. Lowenthal.

Gerald Miller, City Manager, spoke.

Councilmember S. Lowenthal spoke.

Councilmember O'Donnell spoke.

Councilmember Reyes Uranga spoke.

Vote: Motion to Approve recommendation to adopt Memoranda of Understanding. (Carried 8-1. )

Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes Uranga; Lerch  
No: Gabelich

**(06-0622) Recommendation to adopt resolution allowing these compensation matters to be implemented on the effective dates set forth in the Memorandum of Understanding and applying these compensation matters to other unrepresented non-management employees as approved by the applicable appointing authorities; (09:27 PM)**

*Suggested Action: Approve recommendation.*

Motion: Approve recommendation and adopt Resolution No. RES-06-0070.

Moved by Reyes Uranga, seconded by B. Lowenthal.

Vote: Motion to Approve recommendation and adopt Resolution No. RES-06-0070.  
(Carried 9-0. )

Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Gabelich; Lerch

**(06-0623) Recommendation to adopt resolution for Paying and Reporting the Value of the Employer Paid Member Contributions for Long Beach Association of Confidential Employees to the California Public Employees' Retirement System (CalPers); (09:27 PM)**

*Suggested Action: Approve recommendation.*

Motion: Approve recommendation and adopt Resolution No. RES-06-0071.  
Moved by Reyes Uranga, seconded by Richardson.

Councilmember Gabelich spoke.

Gerald Miller, City Manager, spoke.

Vote: Motion to Approve recommendation and adopt Resolution No. RES-06-0071.  
(Carried 8-1. )

Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Lerch  
No: Gabelich

**(06-0637) Recommendation to adopt resolution for Paying and Reporting the Value of the Employer Paid Member Contributions for Long Beach Association of Engineering Employees to the California Public Employees' Retirement System (CalPers); and (09:31 PM)**

*Suggested Action: Approve recommendation.*

Motion: Approve recommendation and adopt Resolution No. RES-06-0072.  
Moved by Reyes Uranga, seconded by Lerch.

Vote: Motion to Approve recommendation and adopt Resolution No. RES-06-0072.  
(Carried 8-1. )

Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Lerch  
No: Gabelich

**(06-0638) Recommendation to adopt resolution for Paying and Reporting the Value of Employer Paid Member Contributions for Unrepresented Management Miscellaneous Employees, the City Attorney, City Prosecutor, City Auditor, City Manager, City Clerk and Miscellaneous Employees represented by the Long Beach Management Association to the California Public Employees' Retirement System (CalPers). (09:32**

**PM)**

*Suggested Action: Approve recommendation.*

Motion: Approve recommendation and adopt Resolution No. RES-06-0073.  
Moved by Reyes Uranga, seconded by B. Lowenthal.

Vote: Motion to Approve recommendation and adopt Resolution No. RES-06-0073.  
(Carried 8-1. )  
Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Lerch  
No: Gabelich

**40. (06-0624) Recommendation to receive and file the application of Daniel Marchand, Mark Redd, Gwendolin Thuis and Saba Yoldas, dba Belmont Coffee and Deli, for an original Alcoholic Beverage Control License, at 4032 East Broadway, with conditions. (District 3) (09:33 PM)**

*Suggested Action: Approve recommendation.*

Distributed at the meeting: Memorandum from Councilmember Colonna, Third District, listing recommended conditions to the ABC license.

Motion: Approve recommendation.  
Moved by Colonna, seconded by S. Lowenthal.

Vote: Motion to Approve recommendation. (Carried 9-0. )  
Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Gabelich; Lerch

**41. (06-0625) Recommendation to receive and file the application of Blanca Nieves Barahonamontez, dba Pupuseria Y Taqueria La Amiga, for an original Alcoholic Beverage Control License, at 1260 Long Beach Boulevard, with conditions. (District 6) (09:33 PM)**

*Suggested Action: Approve recommendation.*

Councilwoman Richardson recommended filing a protest for this license, and submitted a protest memorandum.

Motion: Approve recommendation to file protest with the Department of Alcoholic Beverage Control.  
Moved by Richardson, seconded by Reyes Uranga.

Vote: Motion to Approve recommendation to file protest with the Department of Alcoholic Beverage Control. (Carried 9-0. )  
Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Gabelich; Lerch

**42. (06-0626) Recommendation to authorize City Manager to execute a lease-purchase agreement and related financing documents with Banc of America Leasing & Capital, LLC for the financing of personal computers and computer related equipment in an amount not to exceed \$2,330,000 including interest, payable over a four-year period. (Citywide) (09:34 PM)**

*Suggested Action: Approve recommendation.*

Motion: Approve recommendation.  
Moved by Colonna, seconded by B. Lowenthal.

Thomas Murphy spoke.

Councilmember Lerch spoke.

Vote: Motion to Approve recommendation. (Carried 9-0. )  
Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Gabelich; Lerch

Councilmember Lerch requested that two sections of Agenda Item No. 39 be reconsidered.

Motion: Request to reconsider votes on Agenda Item 39, File No. (0623) - Resolution No. RES-06-0071, and File No. (0637) - Resolution No. RES-06-0072.  
Moved by Lerch, seconded by Reyes Uranga.

Vote: Motion to Request to reconsider votes on Agenda Item 39, File No. (0623) - Resolution No. RES-06-0071, and File No. (0637) - Resolution No. RES-06-0072. (Carried 9-0. )  
Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Gabelich; Lerch

Motion: Approve Agenda Item 39, File No. (0623) and adopt Resolution No. RES-06-0071.  
Moved by Reyes Uranga, seconded by Lerch.

Vote: Motion to Approve Agenda Item 39, File No. (0623) and adopt Resolution No. RES-06-0071. (Carried 9-0. )  
Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Gabelich; Lerch

Motion: Approve Agenda Item 39, File No. (0637) and adopt Resolution No. RES-06-0072.  
Moved by Reyes Uranga, seconded by Lerch.

Vote: Motion to Approve Agenda Item 39, File No. (0637) and adopt Resolution No. RES-06-0072. (Carried 9-0. )  
Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Richardson; Reyes  
Uranga; Gabelich; Lerch

#### **NEW BUSINESS: (09:41 PM)**

**43. (06-0641) Recommendation to approve motion to rescind the City Council vote on June 20, 2006 adopting in concept the Site Plan Review for Terminal Area**

**Improvements and the resolution certifying the Environmental Impact Report; and if such motion is adopted, to approve a motion to repeal the resolution and set a new date for hearing of the appeal;**

**Request the City Attorney to enter into a Tolling Agreement with appellants in order to conduct further assessments on the Airport Terminal Improvements EIR; and**

**Authorize an extension of the statutory time limits consistent with the California Environmental Quality Act to conduct further assessment on the Airport Terminal Improvements EIR. (09:41 PM)**

*Suggested Action: Approve recommendation.*

Councilmember Reyes Uranga spoke.

Robert Shannon, City Attorney, spoke.

Motion: Approve recommendation to approve motion to rescind the City Council vote on June 20, 2006 adopting in concept the Site Plan Review for Terminal Area Improvements and the resolution certifying the Environmental Impact Report; and if such motion is adopted, to approve a motion to repeal the resolution and set a new date for hearing of the appeal.

Moved by Reyes Uranga, seconded by Gabelich.

Lori Loftstrom spoke on behalf of the Long Beach Chamber of Commerce..

Lou Anne Bynum spoke and submitted her comments..

Daniel Valoni spoke.

Alana Raites spoke.

Mark Bixby spoke.

Kevin McCackrin spoke.

Phyllis Ortman spoke.

Joe Sopo spoke.

Claudette Powers spoke.

Gary Shelton spoke.

Mike Cole spoke.

Joe Weinstein spoke.

Laura Sellmer spoke.

Mayor O'Neill spoke.



Councilwoman Gabelich spoke.

Councilmember S. Lowenthal spoke.

Councilmember Colonna spoke.

Councilmember O'Donnell spoke.

Councilmember Reyes Uranga spoke.

Councilmember B. Lowenthal spoke.

Vice Mayor Kell spoke.

Vote: Motion to Approve recommendation to approve motion to rescind the City Council vote on June 20, 2006 adopting in concept the Site Plan Review for Terminal Area Improvements and the resolution certifying the Environmental Impact Report; and if such motion is adopted, to approve a motion to repeal the resolution and set a new date for hearing of the appeal. (Failed 4-5. )

Yes: S. Lowenthal; O'Donnell; Reyes Uranga; Gabelich

No: B. Lowenthal; Colonna; Kell; Richardson; Lerch

Councilmember Reyes Uranga spoke.

Motion: Approve recommendation that the City refrain from asserting as a defense in any litigation, the Statute of Limitations resulting from the filing of the Notice of Determination on June 22, 2006; that the limitation period would be extended to October 24, 2006; and during this time period staff shall discuss and negotiate with a representative group of the appellants regarding the size of the terminal project and any appropriate mitigation measure and would report back to the Council on the progress of the discussion no later than September 19, 2006.

Moved by Reyes Uranga, seconded by O'Donnell.

Councilmember Reyes Uranga further stated that this motion extends the filing period for a lawsuit for roughly 90 days. The first 60 would be used by staff to meet with the appellants, which would be defined as a representative group of those 40 plus people who filed appeals. By returning back to the City Council at the end of this 60-day period, on September 19, 2006, the City Council could further extend the time period or end any further negotiations leaving the appellants a full 30 days to file suit , if they so desired.

Councilwoman Richardson spoke.

Councilmember Colonna spoke.

Councilwoman Gabelich spoke.

Councilmember S. Lowenthal spoke.

Robert Shannon, City Attorney, spoke.

Councilwoman Richardson spoke.

Councilmember Lerch spoke.

Councilmember Reyes Uranga spoke.

Kevin McCackrin spoke

Laura Sellmer spoke.

Councilmember Colonna spoke.

Joe Weinstein spoke.

Councilwoman Gabelich spoke.

Vote: Motion to Approve recommendation that the City refrain from asserting as a defense in any litigation, the Statute of Limitations resulting from the filing of the Notice of Determination on June 22, 2006; that the limitation period would be extended to October 24, 2006; and during this time period staff shall discuss and negotiate with a representative group of the appellants regarding the size of the terminal project and any appropriate mitigation measure and would report back to the Council on the progress of the discussion no later than September 19, 2006. (Carried 7-2. )

Yes: B. Lowenthal; S. Lowenthal; Colonna; O'Donnell; Kell; Reyes Uranga; Gabelich

No: Richardson; Lerch

Councilmember S. Lowenthal made community announcements.

Councilmember Reyes Uranga made community announcements.

Councilmember O'Donnell made community announcements.

Councilwoman Gabelich made community announcements.

Councilwoman Richardson requested that the meeting be adjourned in memory of Lily Grigsby; and made community announcements.

Councilmember B. Lowenthal made community announcements.

Mayor O'Neill made announcements.

**PUBLIC: (11:21 PM)**

Claudette Powers spoke regarding the leadership conference.

Mr. Bramlett spoke regarding utility fees.

At 11:25, Mayor O'Neill adjourned the meeting in memory of Lily Grigsby.