



# Memorandum

**TO:** HONORABLE MAYOR  
AND CITY COUNCIL

**FROM:** Joseph Horwedel  
Jennifer A. Maguire

**SUBJECT:** SEE BELOW

**DATE:** August 10, 2006

Approved

Date 8/14/06

**COUNCIL DISTRICT:** 2  
**SNI AREA:** None

**SUBJECT: SECOND AMENDMENT TO THE AMENDED AND RESTATED FUNDING AND REIMBURSEMENT AGREEMENT BETWEEN THE CITY OF SAN JOSE AND COYOTE HOUSING GROUP LLC REGARDING THE COYOTE VALLEY SPECIFIC PLAN AND RELATED ENVIRONMENTAL DOCUMENTS AND REGULATORY PERMITS.**

## **RECOMMENDATION**

Approval of the following actions to continue funding for the preparation of the Coyote Valley Specific Plan, and its related environmental documents and regulatory permits:

- (a) Approval of the Second Amendment to the Amended and Restated Funding and Reimbursement Agreement with Coyote Housing Group, LLC for the work associated with the preparation of the Coyote Valley Specific Plan, related environmental documents, and regulatory permits to extend the term from December 31, 2006 to June 30, 2007; and increase the amount of funding to cover staff and consultant costs through June 30, 2007 by approximately \$2.55 million for a total of \$15.95 million.
- (b) Approval of the agreements between the City and Dahlin Group, KenKay Associates, Economic and Planning Systems, Apex Strategies, and David J. Powers and Associates to extend the term of each of the agreements from September 30, 2006 to June 30, 2007, and to increase the total amount of compensation for each firm as follows:
  - (1) Dahlin Group, a land planning and urban design firm, to complete the preparation of the Coyote Valley Specific Plan for an amount not to exceed \$500,000.

- (2) KenKay Associates, a land planning and landscape architecture firm, to provide specific services to complete the specific plan and assist with the "form-based" zoning for an amount not to exceed \$300,000.
  - (3) Economic and Planning Systems to prepare additional fiscal and financial feasibility analyses for an amount not to exceed \$300,000.
  - (4) Apex Strategies to provide additional outreach, facilitation, and document preparation and publishing services through the adoption of the specific plan for an amount not to exceed \$55,000.
  - (5) David J. Powers and Associates Inc for additional services required to complete the EIR for an amount not to exceed \$206,000.
- (c) Adoption of the following amendments to the 2006-2007 annual Appropriation Ordinance and Funding Sources Resolution Amendments in the General Fund as follows:
- (1) Increase the City-Wide appropriation for the Coyote Valley Specific Plan by \$2,549,774; and
  - (2) Increase earned revenue from Other Revenue by \$2,549,774.
- (d) Adoption of a resolution authorizing the Director of Planning, Building and Code Enforcement to approve minor amendments to the funding agreement to account for increases in funding that may be received from Coyote Housing Group, LLC, and to extend the term of this agreement for up to 12 months.
- (e) Adoption of a resolution authorizing the Director of Planning, Building and Code Enforcement to approve minor amendments between the City and the following CVSP consultants to extend the terms of each of their agreements from September 30, 2006 to June 30, 2007:
- (1) Crawford Multari & Clark Associates
  - (2) Wetland Research Associates
  - (3) Schaaf & Wheeler
  - (4) Hexagon Transportation
  - (5) HMM Engineers
  - (6) Engeo Engineers
  - (7) Basin Research Associates
  - (8) Lowney Associates
  - (9) David J. Powers & Associates
- (f) Adoption of a resolution authorizing the City Attorney to approve minor amendments between the City and Morrison and Forester to extend the term of the agreement from September 30, 2006 to June 30, 2007."

## **OUTCOME**

The desired outcomes associated with this amendment involve the provision of additional resources for staff and consultants to continue work on the preparation of the Coyote Valley Specific Plan and related documents, including the Draft Environmental Impact Report (DEIR). Approval of the recommendation would provide additional funding from the Coyote Housing Group to continue the project through June 2007, the anticipated completion date.. The consideration of this amendment and associated actions gives the Council an opportunity to take the necessary action to provide the required funding to continue the specific plan process.

## **EXECUTIVE SUMMARY**

Staff recommends the approval of the recommended second amendment to the CVSP funding agreement (i.e. Amended and Restated Funding and Reimbursement Agreement) in order for staff and consultants to continue work on the CVSP documents including the specific plan itself and its EIR. This amendment would enable the Coyote Housing Group to provide funds sufficient to cover the plan preparation costs from September 1, 2006 through June 30, 2007, which is the target time for completing the specific plan decision making process.

The new appropriation of approximately \$2.55 million that is being requested with this amendment would ensure the availability of funds to continue the planning effort.

## **BACKGROUND**

In August 2002, the City Council initiated the preparation of a specific plan for Coyote Valley, an area consisting of 7,000 acres of mostly undeveloped land in the southern reaches of the City of San Jose just north of the City of Morgan Hill. It is presently divided into three sub-areas according to the San Jose 2020 General Plan: the North Coyote Valley Campus Industrial area, the mid-Coyote Urban Reserve, and the Coyote Greenbelt to the south.

With the initiation, the City Council adopted 16 vision and outcomes statements for Coyote Valley consistent with the San Jose 2020 General Plan (see Attachment 1). Pursuant to this Council's Vision, the Coyote Valley Specific Plan will identify the location and intensity of land uses, plan for infrastructure and community service needs, formulate financing and implementation programs, and determine the phasing of the plan elements, as necessary.

In February 2003, the City Council approved the Mayor's Budget Strategy memorandum, setting forth specific guidance to control costs. With respect to long-range land use planning, the direction was "to defer or suspend advance land use planning efforts without outside funding." Per this Council direction, Planning staff and the City Attorney's Office negotiated a funding agreement with self-selected Coyote Valley property owners who volunteered to finance the preparation of the Coyote Valley Specific Plan and its related environmental documents and

regulatory permits. This voluntary property owner group is called the Coyote Housing Group, LLC. The City Council approved the original funding agreement on June 24, 2003, an Amended and Restated agreement on June 7, 2005, and just recently the First Amendment to the Amended and Restated agreement on June 27, 2006.

## **ANALYSIS**

Due to the complexity of the Coyote Valley Specific Plan (CVSP), the extensive outreach in response to intense community interest, the potential regional implications, and the statutory requirements of the environmental review process, it has been necessary to extend the anticipated completion of the planning effort to June 2007. The complexity and time extension has resulted in additional costs not previously anticipated. As a result the CVSP staff have assessed the scope of services and associated costs for the consultants to continue work on the CVSP, EIR, and related environmental studies and regulatory permits for the entire extension period. These increases, together with additional staff costs are included in Second Amendment to the Amended and Restated Agreement. Approval of the Second Amendment would provide the needed funds to cover the planning process through June 2007 when the Plan is expected to be considered by Council.

The First Amendment was approved in June 2006 with a limited scope to provide a only a portion of the plan preparation costs regarding staff and related non-personal expenses through August 2006. The Second Amendment provides additional funds for staff and some consultants through June 2007 (see Attachment 2: Plan Preparation Costs). Other CVSP consultants have sufficient resources in their budgets to complete their services.

Since the First Amendment, staff has worked with CHG on the additional costs required to complete the project. The appropriation adjustment recommended in this memorandum will cover 10 months of staff costs and limited augmentations to certain consultants, totaling \$2.55 million. The amendment also establishes a schedule of payments (see Attachment 3) by CHG to the City for the full payment of \$2,549,774.

The extra consultant costs mostly results from the services that are required to complete the specific plan and related documents due to the extraordinary complexity. In terms of staff, a majority of the costs are in the Department of Planning, Building and Code Enforcement because Planning staff is managing and leading this complex effort. Additional funding is provided to cover the necessary staff costs from the Departments of Public Works and Transportation, who continue to be intimately involved throughout the planning process. In addition, participation from other City Departments is expected to continue, and funds are identified to pay for their costs as well.

## **POLICY ALTERNATIVES**

If the City Council wishes to continue with the Coyote Valley process, there appears not to be any practical alternative to the proposed Second Amendment to cover the costs of staff, consultants and related non-personal expenses for the CVSP. Under the Council's direction that outside funding is needed to support long-range land use planning, the only alternative to the proposal is the cessation of the CVSP effort.

## **PUBLIC OUTREACH/INTEREST**

The Coyote Valley Specific Plan effort involves extensive community outreach, as well as discussions with many other governmental agencies. To date, the Task Force has met more than 46 times. There have also been several well-attended community workshops, Technical Advisory Committee meetings consisting of staff from public and non-governmental agencies, and various other focus group and technical sub-committee meetings.

- ✓ **Criteria 1:** Requires Council action on the use of public funds equal to \$1 million or greater. **(Required: Website Posting)**
- Criteria 2:** Adoption of a new or revised policy that may have implications for public health, safety, quality of life, or financial/economic vitality of the City. **(Required: E-mail and Website Posting)**
- Criteria 3:** Consideration of proposed changes to service delivery, programs, staffing that may have impacts to community services and have been identified by staff, Council or a Community group that requires special outreach. **(Required: E-mail, Website Posting, Community Meetings, Notice in appropriate newspapers)**

Though the City is being reimbursed for the over \$15 million dollars cost of preparing the specific plan by CHG, staff has determined that the project meets the spirit of Criteria 1 because of the extraordinary complexity and high degree of public interest involved in it. For this reason all Council memoranda and project documents are posted on a dedicated CVSP website at <http://www.sanjoseca.gov/coyotevalley/>.

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**COORDINATION**

The preparation of this memorandum has been coordinated with the City Attorney's Office. The Specific Plan effort involves almost all City Departments and many outside local, state, and federal agencies, including but not limited to the Santa Clara Valley Water District, Valley Transportation Agency, and the United States Army Corps of Engineers.

**FISCAL/POLICY ALIGNMENT**

Pursuant to City Council direction in 2003 that new long-range planning activities need to be funded from external sources, the Coyote Valley Specific Plan effort is funded by a group of property owners represented by the Coyote Housing Group, LLC.

**COST SUMMARY/IMPLICATIONS**

The cost of preparing the Coyote Valley Specific Plan, EIR, and other regulatory documents is entirely funded by the CHG.

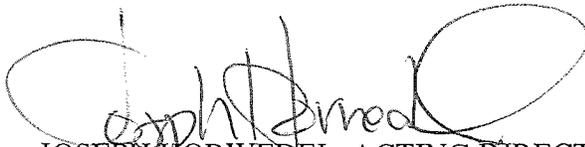
**BUDGET REFERENCE**

Fund #	Appn #	Appn Name	Total Appn	2006-2007 Proposed Operating Budget (Page)	Last Budget Action (Date, Ord. No.)
001	3243	Coyote Valley Specific Plan	\$1,765,896	N/A*	6/27/06, Ordinance No.27816

\* Funding was not included in the proposed operating budget but funding was included in the Final Budget Modification that was approved by City Council on June 20, 2006.

**CEQA**

Exemption, PP03-06-211.

  
JOSEPH HORWEDEL, ACTING DIRECTOR  
Planning, Building and Code Enforcement

  
JENNIFER A. MAGUIRE  
Assistant Budget Director

For questions please contact Laurel Prevetti, Deputy Director of Planning, at 408-535-7901.

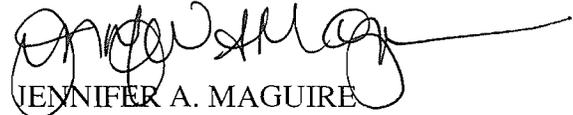
HONORABLE MAYOR AND CITY COUNCIL

August 10, 2006

**Subject: Coyote Valley Funding Agreement**

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I hereby certify that there will be available for appropriation in the General Fund monies in excess of those heretofore appropriated therefrom, said excess being at least \$2,549,774.

  
JENNIFER A. MAGUIRE  
Assistant Budget Director

Attachments: Attachment 1: Council's Vision and Expected Outcomes statement  
Attachment 2: Plan Preparation Costs  
Attachment 3: Payment Schedule

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*City of San Jose*  
***Coyote Valley Specific Plan***

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**COUNCIL'S VISION AND EXPECTED OUTCOMES**

1. The plan will include Central and North Coyote for land planning and will include South Coyote in the infrastructure financing mechanism only. South Coyote (Greenbelt) is included only to determine financing and other mechanisms to secure this as a permanent Greenbelt.
2. The line (Greenline) between Central and South shall not be moved.
3. The line between North and Central could be erased to allow for mixed-use throughout as long as 25,000 housing units in Central and 50,000 jobs in North remain as a base. Then, jobs can be added in Central Coyote and housing in North Coyote to achieve mixed-use or develop a property owner agreement to "trade" jobs and housing counts to achieve mixed-use goal.
4. The overall development character of North and Central Coyote Valley should be very urban, pedestrian and transit-oriented community with a mixture of housing densities, supportive businesses and services and campus industrial uses.
5. The Specific Plan should plan for the extension of light rail and heavy rail into Central Coyote and use these facilities to orient development.
6. We shall maximize efficient land usage; i.e., the 25,000 units and 50,000 jobs are both minimums. In North and Central Coyote combined, the total development potential is at least 50,000 jobs and at least 25,000 housing units. Through the Specific Plan process we shall determine the distribution of that potential across north and south, including mixed-use concepts.
7. It will be important to distinguish that the 50,000 jobs referenced are primarily industrial/office jobs, not the additional retail support or public/quasi-public jobs (e.g., City workers) that must also be accommodated in the Plan area for a vibrant, mixed-used, urban community.
8. Identify locations for public facilities (libraries, parks, schools, etc.) in the land use plan as well as include these facilities in the financing plan.
9. North and Mid-Coyote should contain a rich system of parks, trails, and recreation areas.

10. The identification of financing measures for the needed capital improvements to support the planned levels of development.
11. The plan must be financially feasible for private development.
12. The plan must develop trigger mechanisms to ensure that increments of housing may not move forward until the appropriate number of jobs are constructed in a parallel timeline to maintain a jobs/housing balance in Coyote Valley.
13. The Task Force should review the potential to utilize "sub-regions" of the valley that will incorporate jobs and housing that can move forward when the subregion has ability to finance the appropriate infrastructure. Residential projects will be issued building permits in parallel with the development of jobs when either the projects are purely mixed-use in their construction or the jobs and housing are constructed simultaneously.
14. The plan should seek mechanisms to facilitate the permanent acquisition of fee title or conservation easements in South Coyote.
15. The plan should allow for the current General Plan budget triggers to be changed to triggers based upon the Valley or its sub-regions jobs and housing revenues covering the General Fund cost of services.
16. 20% of all units shall be "deed-restricted," below-market-rate units."

**COYOTE VALLEY SPECIFIC PLAN  
CONSULTANT COSTS  
2nd Amendment to Amended and Restated Funding Agreement (Revised Exhibit B-2)  
7/2003 to 6/2007**

CONSULTANTS	FY2003/04	FY2004/05	FY2004/05	FY2004/05	FY2005/06	SUB TOTAL	FY2006/07	SUB TOTAL	GRAND TOTAL
	7/03-12/03	1/04-12/04	1/05-3/05	4/05-6/05	7/05-3/06	7/03 - 3/06	9/06 - 6/07	4/06 - 6/07	7/03 - 6/07
	(Actual)	(Actual)	(Actual)	(Actual)	(Actual)	(Actual)	(Estimate)	(Estimate)	(Estimate)
<b>1. TECHNICAL CONSULTANTS</b>									
a. WRA (Biologist)	\$74,588	\$205,968	\$71,658	\$0	\$0	\$352,214	\$0.00	\$0.00	\$352,214.15
b. Schaaf and Wheeler (Hydrologist)	\$39,215	\$88,123	\$15,346	\$0	\$0	\$142,684	\$0.00	\$0.00	\$142,684.00
c. Hexagon (Traffic Engineer)	\$26,073	\$56,952	\$0	\$0	\$0	\$83,025	\$0.00	\$0.00	\$83,025.00
d. HMH (Civil/Infrastructure Engineer)	\$139,740	\$429,475	\$351,879	\$0	\$0	\$921,094	\$0.00	\$0.00	\$921,093.50
e. Geology and Soils	\$13,819	\$26,071	\$7,984	\$0	\$0	\$47,874	\$0.00	\$0.00	\$47,874.00
f. Cultural Resources	\$33,494	\$18,670	\$0	\$0	\$0	\$52,164	\$0.00	\$0.00	\$52,164.00
g. Hazardous Materials	\$29,653	\$1,750	\$0	\$0	\$0	\$31,403	\$0.00	\$0.00	\$31,403.00
h. Land Use and Product Coordination	\$47,538	\$93,683	\$15,648	\$0	\$0	\$156,869	\$0.00	\$0.00	\$156,869.00
<b>Sub Total</b>	<b>\$404,120</b>	<b>\$920,692</b>	<b>\$462,515</b>	<b>\$0</b>	<b>\$0</b>	<b>\$1,787,327</b>	<b>\$0</b>	<b>\$0</b>	<b>\$1,787,327</b>
<b>2. REGULATORY PERMITS, NEPA, AND HCP/NCCP</b>									
<b>Regulatory Permit Process</b>									
a. Legal	\$13,677	\$116,376	\$45,000	\$45,000	\$135,000	\$355,053	\$0.00	\$0.00	\$355,053.00
b. Application and Permit Fees	\$0	\$0	\$0	\$0	\$0	\$0	\$0.00	\$0.00	\$0.00
i. Army Corps of Engineers							\$0.00	\$0.00	\$0.00
ii. US Fish & Wildlife Service							\$0.00	\$0.00	\$0.00
iii. CA Fish & Game							\$0.00	\$0.00	\$0.00
iv. Reg. Water Qual Con Board							\$0.00	\$0.00	\$0.00
c. NEPA (\$500,000.00)	\$0	\$0	\$0	\$0	\$0	\$0	\$0.00	\$0.00	\$0.00
i. EIS Consultant							\$0.00	\$0.00	\$0.00
ii. Biology							\$0.00	\$0.00	\$0.00
iii. Cultural Resources							\$0.00	\$0.00	\$0.00
iv. Hydrology							\$0.00	\$0.00	\$0.00
<b>HCP/NCCP</b>	\$0	\$0	\$0	\$0	\$0	\$0	\$0.00	\$0.00	\$0.00
a. CHG Contribution for City's participation									
<b>Sub Total</b>	<b>\$13,677</b>	<b>\$116,376</b>	<b>\$45,000</b>	<b>\$45,000</b>	<b>\$135,000</b>	<b>\$355,053</b>	<b>\$0</b>	<b>\$0</b>	<b>\$355,053</b>

CONSULTANTS	FY2003/04	FY2004/05	FY2004/05	FY2004/05	FY2005/06	SUB TOTAL	FY2006/07	SUB TOTAL	GRAND TOTAL
	7/03-12/03	1/04-12/04	1/05-3/05	4/05-6/05	7/05-3/06	7/03 - 3/06	9/06 - 6/07	4/06 - 6/07	7/03 - 6/07
	(Actual)	(Actual)	(Actual)	(Actual)	(Actual)	(Actual)	(Estimate)	(Estimate)	(Estimate)
<b>3. LAND PLANNING, ECONOMIC, AND</b>									
a. Economist/ Fiscal/ Finance	\$0	\$326,480	\$178,237	\$75,000	\$225,000	\$804,717	\$200,000.00	\$300,000.00	\$1,104,717.02
b. Facilitator, Design & Printing Collateral	\$0	\$137,074	\$72,186	\$66,750	\$200,250	\$476,260	\$36,666.67	\$55,000.00	\$531,260.46
c. Printing Collateral	n/a	n/a	n/a	\$10,000	\$30,000	\$40,000	\$0.00	\$0.00	\$40,000.00
d. Dahlin Group	\$0	\$1,663,752	\$176,728	\$157,563	\$472,688	\$2,470,730	\$266,666.67	\$500,000.00	\$2,970,730.00
e. KenKay Associates	\$0	\$0	\$0	\$108,200	\$324,600	\$432,800	\$200,000.00	\$300,000.00	\$732,800.00
f. Ken Kay (CHG supplemental contract)	n/a	\$103,033	\$61,469	\$0	\$0	\$164,502	\$0.00	\$0.00	\$164,502.00
g. Crawford Multari Clark	n/a	n/a	n/a	\$24,465	\$73,395	\$97,860	\$0.00	\$0.00	\$97,860.00
h. Videos and Professional Rendering (assigned to KenKay Associates)	n/a	n/a	n/a	\$12,500	\$37,500	\$50,000	\$0.00	\$0.00	\$50,000.00
i. Schools Expert (Assigned to EPS)	n/a	n/a	n/a	\$18,750	\$56,250	\$75,000	\$0.00	\$0.00	\$75,000.00
j. Outside Experts (\$75,000.00)							\$0.00	\$0.00	\$0.00
Outside Experts (Assigned to EPS)	n/a	n/a	n/a	\$6,250	\$18,750	\$25,000	\$0.00	\$0.00	\$25,000.00
Outside Experts (Unassigned)	n/a	n/a	n/a	\$12,500	\$37,500	\$50,000	\$0.00	\$0.00	\$50,000.00
k. WRA (Biologist)	\$0	\$0	\$0	\$34,850	\$104,550	\$139,400	\$0.00	\$0.00	\$139,400.00
l. Schaaf and Wheeler (Hydrologist)	\$0	\$0	\$0	\$35,000	\$105,000	\$140,000	\$0.00	\$0.00	\$140,000.00
m. Hexagon (Traffic Engineer)	\$0	\$0	\$0	\$56,104	\$168,311	\$224,415	\$0.00	\$0.00	\$224,415.00
n. HMH (Civil/Infrastructure Engineer)	\$0	\$0	\$0	\$143,750	\$431,250	\$575,000	\$0.00	\$0.00	\$575,000.00
o. Geology and Soils	\$0	\$0	\$0	\$9,375	\$28,125	\$37,500	\$0.00	\$0.00	\$37,500.00
p. Cultural Resources	\$0	\$0	\$0	\$1,750	\$5,250	\$7,000	\$0.00	\$0.00	\$7,000.00
q. Hazardous Materials	\$0	\$0	\$0	\$4,500	\$13,500	\$18,000	\$0.00	\$0.00	\$18,000.00
<b>Planning Sub Total</b>	<b>\$0</b>	<b>\$2,230,339</b>	<b>\$488,620</b>	<b>\$777,306</b>	<b>\$2,331,919</b>	<b>\$5,828,184</b>	<b>\$703,333</b>	<b>\$1,155,000</b>	<b>\$6,983,184</b>
<b>4. CEQA</b>									
a. EIR Consultant	\$0	\$0	\$0	\$121,750	\$365,250	\$487,000	\$53,333.33	\$80,000.00	\$567,000.00
b. Cultural Resources	\$0	\$0	\$0	\$34,530	\$103,590	\$138,120	\$0.00	\$0.00	\$138,120.00
c. Air Quality	\$0	\$0	\$0	\$6,750	\$20,250	\$27,000	\$0.00	\$0.00	\$27,000.00
d. Geology	\$0	\$0	\$0	\$31,250	\$93,750	\$125,000	\$0.00	\$0.00	\$125,000.00
e. Transportation	\$0	\$0	\$0	\$75,000	\$225,000	\$300,000	\$84,000.00	\$126,000.00	\$426,000.00
f. Noise	\$0	\$0	\$0	\$12,200	\$36,600	\$48,800	\$0.00	\$0.00	\$48,800.00
g. Hazmat	\$0	\$0	\$0	\$24,288	\$72,863	\$97,150	\$0.00	\$0.00	\$97,150.00
h. Hydrology	\$0	\$0	\$0	\$25,000	\$75,000	\$100,000	\$0.00	\$0.00	\$100,000.00
i. Biology	\$0	\$0	\$0	\$38,250	\$114,750	\$153,000	\$0.00	\$0.00	\$153,000.00
j. Arborist	\$0	\$0	\$0	\$13,125	\$39,375	\$52,500	\$0.00	\$0.00	\$52,500.00
k. Engineering Support	\$0	\$0	\$0	\$75,000	\$225,000	\$300,000	\$0.00	\$0.00	\$300,000.00
<b>EIR Sub Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>457,143</b>	<b>1,371,428</b>	<b>1,828,570</b>	<b>137,333</b>	<b>206,000</b>	<b>2,034,570</b>
<b>TOTAL</b>	<b>\$417,797</b>	<b>\$3,267,407</b>	<b>\$996,135</b>	<b>\$1,279,449</b>	<b>\$3,838,347</b>	<b>\$9,799,134</b>	<b>\$840,667</b>	<b>\$1,361,000</b>	<b>\$11,160,134</b>

**ATTACHMENT 3**

**COYOTE VALLEY SPECIFIC PLAN  
Second Amendment to Amended and Restated Funding Agreement  
Payment Schedule  
9/2002 to 6/2007**

DUE DATE	STAFF	CONSULTANTS				REGULATORY	TOTAL
		PLANNING EIR	TECHNICAL* KENKAY (supplement*)	ECONOMICS* OUTREACH*	PERMITS*		
9/02-12/03	378,977	0	N/A	▲	N/A	N/A	378,977
1/04-2/04	4,500	0	N/A	404,120	N/A	N/A	422,297
3/17/2004	200,000	166,667	N/A		N/A		366,667
4/30/2004	200,000	166,667	N/A		N/A		366,667
6/30/2004	199,197	366,667	N/A		N/A		565,864
8/31/2004	229,935	155,000	N/A		N/A		384,935
10/30/2004	229,935	155,000	N/A	▲	N/A		384,935
12/31/2004	229,935	155,000	N/A	920,692	103,033	137,074	1,988,590
2/28/2005	229,935	155,000	N/A	462,515	61,469	72,186	1,204,342
4/30/2005	229,935	155,000	N/A	N/A	N/A	N/A	384,935
6/30/2005	211,477	403,278	365,714	228,263	N/A	53,400	1,358,132
8/31/2005	212,281	371,611	365,714	228,263	N/A	53,400	1,327,269
10/30/2005	212,281	371,611	365,714	228,263	N/A	53,400	1,327,269
12/31/2005	212,281	371,611	365,714	228,263	N/A	53,400	1,327,269
2/28/2006	56,832	248,278	365,714	228,263	N/A	53,400	1,048,487
7/31/2006	565,896	0	0	0	0	0	565,896
8/31/2006	237,755	160,000	41,200	0	0	11,000	509,955
10/31/2006	237,755	160,000	41,200	0	0	11,000	509,955
12/31/2006	237,755	160,000	41,200	0	0	11,000	509,955
2/28/2007	237,755	160,000	41,200	0	0	11,000	509,955
4/30/2007	237,755	160,000	41,200	0	0	11,000	509,955
	4,792,172	4,041,390	2,034,570	2,928,642	164,502	1,104,717	355,053
						531,260	15,952,306

\* Payments to certain consultants by PARTICIPATING PROPERTY OWNERS through March 31, 2005