

**SUBMITTAL TO THE FLOOD CONTROL AND
WATER CONSERVATION DISTRICT BOARD
COUNTY OF RIVERSIDE, STATE OF CALIFORNIA**

523B



FROM: General Manager-Chief Engineer

SUBMITTAL DATE:
February 15, 2011

SUBJECT: Cooperative Agreement – Amendment No. 1
Moreno MDP Line F, Stage 3, Moreno MDP Line D, Moreno MDP Line D-5,
Moreno MDP Line D-6, Moreno – Line F Sinclair Street Storm Drain
Project Nos. 4-0-00752-03, 4-0-00749, 4-0-00741, 4-0-00742, 4-0-00743
Parcel Map 35629 (Moreno Valley)

RECOMMENDED MOTION:

Approve Amendment No. 1 to the Cooperative Agreement between the District, the City of Moreno Valley (City), and HF Logistics-SKX T1, LLC, HF Logistics-SKX T2, LLC, Highland Fairview Partners I, Highland Fairview Partners II, Highland Fairview Partners III, and Highland Fairview Partners IV (Developers); and authorize the Chairman to execute the Agreement documents on behalf of the District.

BACKGROUND:

Amendment No. 1 allows for a reduction in the amount of surety that is currently held by the City to guarantee the construction of certain stormwater drainage facilities required as a condition for approval of Parcel Map 35629 located in the city of Moreno Valley.

Continued on Page 2

MHW:bjp

Warren D. Williams
WARREN D. WILLIAMS
General Manager-Chief Engineer

FINANCIAL DATA	Current F.Y. District Cost:	N/A	In Current Year Budget:	N/A
	Current F.Y. County Cost:	N/A	Budget Adjustment:	N/A
	Annual Net District Cost:	N/A	For Fiscal Year:	N/A

SOURCE OF FUNDS: N/A

Positions To Be Deleted Per A-30 ☐

Requires 4/5 Vote ☐

C.E.O. RECOMMENDATION:

APPROVE

BY: *Michael R. Shetler*
Michael R. Shetler

County Executive Office Signature

☐ Policy
☐ Policy
☐ Consent
☐ Consent

Dep't Recomm.:
 Per Exec. Ofc.:

Prev. Agn. Ref.: 11.2, 10/05/10

District: 5th

Agenda Number:

11.2

ATTACHMENTS FILED

WITH THE CLERK OF THE BOARD

FORM APPROVED COUNTY COUNSEL 2/11
BY: NEAL R. KIPNIS DATE

Departmental Concurrence

**FLOOD CONTROL AND WATER CONSERVATION DISTRICT BOARD SUBMITTAL
COUNTY OF RIVERSIDE, STATE OF CALIFORNIA**

SUBJECT: Cooperative Agreement – Amendment No. 1
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Project Nos. 4-0-00752-03, 4-0-00749, 4-0-00741, 4-0-00742, 4-0-00743
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Page 2

BACKGROUND: (continued)

Construction of the required facilities is deemed substantially complete.

Upon completion of the construction and the transfer of all necessary rights of way, the District will assume ownership, operation and maintenance of the flood control facilities and the City will assume ownership, operation and maintenance of the catch basins, connector pipes and laterals located within its rights of way.

The Developer is funding all construction and construction inspection costs. Future operation and maintenance costs will accrue to the District.

County Counsel has approved the Agreement.

MHW:bjp

COOPERATIVE AGREEMENT
AMENDMENT NO. 1

Moreno MDP Line F, Stage 3
Moreno MDP Line D
Moreno MDP Line D-5
Moreno MDP Line D-6
Moreno – Line F Sinclair Street Storm Drain
(Project Nos. 4-0-00752-03, 4-0-00749, 4-0-00741, 4-0-00742, 4-0-00743)
(Parcel Map No. 35629)

The RIVERSIDE COUNTY FLOOD CONTROL AND WATER CONSERVATION DISTRICT, hereinafter called "DISTRICT", the CITY OF MORENO VALLEY, hereinafter called "CITY", and HF LOGISTICS-SKX T1, LLC, a Delaware limited liability company, HF LOGISTICS-SKX T2, LLC, a Delaware limited liability company, HIGHLAND FAIRVIEW PARTNERS I, a California general partnership, HIGHLAND FAIRVIEW PARTNERS II, a California general partnership, HIGHLAND FAIRVIEW PARTNERS III, a California general partnership, and HIGHLAND FAIRVIEW PARTNERS IV, a California general partnership, hereinafter together called "DEVELOPERS", hereby agree as follows:

RECITALS

A. DISTRICT, CITY and DEVELOPERS have previously entered into a certain Cooperative Agreement (Document No. 2010-0527149 of the official Records of the County of Riverside) pertaining to the construction of flood control and drainage improvements associated with Parcel Map No. 35629 in the city of Moreno Valley; and

B. Paragraph I.7. of the Cooperative Agreement stipulated that DEVELOPERS shall furnish both a faithful performance bond and a material and labor bond; and

1 C. DEVELOPERS have furnished both the faithful performance bond and
2 material and labor bonds as stipulated in the Cooperative Agreement; and

3 D. Whereas, DISTRICT and CITY have determined that construction of the
4 flood control and drainage facilities is substantially complete; and

5 E. In recognition of construction being substantially complete,
6 DEVELOPERS desire to reduce the amount of surety held by CITY as provided herein.
7

8 NOW, THEREFORE, the parties hereto mutually agree as follows:

9 SECTION I

10 1. Section I.7. of the Cooperative Agreement is modified as follows:

11 7. Provide CITY, prior to providing written notice to DISTRICT of the
12 start of construction as set forth in Section I.8., with a faithful performance
13 bond in the amount of one hundred percent (100%) of the estimated cost for
14 construction of DISTRICT DRAINAGE FACILITIES as determined by
15 DISTRICT and a material and labor payment bond in the amount of fifty
16 percent (50%) of the estimated cost for construction of DISTRICT
17 DRAINAGE FACILITIES as determined by DISTRICT. The surety,
18 amount and form of the bonds shall be subject to the approval of
19 DISTRICT and CITY. The bonds shall remain in full force and effect until
20 CITY and DISTRICT mutually agree that the construction of DISTRICT
21 DRAINAGE FACILITIES is substantially complete; at which time the
22 faithful performance bond amount may be reduced to ten percent (10%) for
23 a period of one year to guarantee against any defective work, and the
24 Material and Labor security will be released after a period of ninety (90)
25
26
27
28

1 days if there are no liens against the project for payment of materials or
2 labor.

3 2. Except to the extent specifically added to, modified or amended hereunder,
4 all of the terms, covenants and conditions of the original Cooperative Agreement remain in full
5 force and effect between the parties hereto.

6 //

7 //
8

IN WITNESS WHEREOF, the parties hereto have executed this Agreement on

(to be filled in by Clerk of the Board)

RECOMMENDED FOR APPROVAL:

**RIVERSIDE COUNTY FLOOD CONTROL
AND WATER CONSERVATION DISTRICT**

By WARREN D. WILLIAMS
General Manager-Chief Engineer

By MARION ASHLEY, Chairman
Riverside County Flood Control and Water
Conservation District Board of Supervisors

APPROVED AS TO FORM:

ATTEST:

PAMELA J. WALLS
County Counsel

KECIA HARPER-IHEM
Clerk of the Board

By NEAL KIPNIS
Deputy County Counsel

By _____
Deputy

(SEAL)

Amendment No. 1

Cooperative Agreement: PM 35629

Moreno MDP Line F, Stage 3, Moreno MDP Line D, Moreno MDP Line D-5

Moreno MDP Line D-6, and Moreno – Line F Sinclair Street Storm Drain

Project Nos. 4-0-00752-03, 4-0-00749, 4-0-00741, 4-0-00742, 4-0-00743

MHW:KEC:bjp

RECOMMENDED FOR APPROVAL:

CITY OF MORENO VALLEY

By _____
Public Works Director/City EngineerBy _____
Mayor

APPROVED AS TO FORM:

ATTEST:

By _____
City Attorney

City Clerk

By _____

(SEAL)

Amendment No. 1

Cooperative Agreement: PM 35629

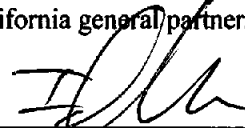
Moreno MDP Line F, Stage 3, Moreno MDP Line D, Moreno MDP Line D-5

Moreno MDP Line D-6, and Moreno – Line F Sinclair Street Storm Drain

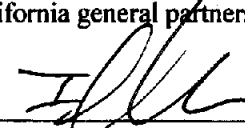
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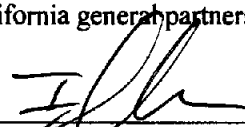
HIGHLAND FAIRVIEW PARTNERS I
a California general partnership

By 
IDDO BENZEEVI, President

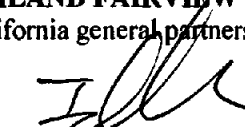
HIGHLAND FAIRVIEW PARTNERS II
a California general partnership

By 
IDDO BENZEEVI, President

HIGHLAND FAIRVIEW PARTNERS III
a California general partnership

By 
IDDO BENZEEVI, President

HIGHLAND FAIRVIEW PARTNERS IV
a California general partnership

By 
IDDO BENZEEVI, President

(ATTACH NOTARY WITH
CAPACITY STATEMENT)

Amendment No. 1

Cooperative Agreement: PM 35629

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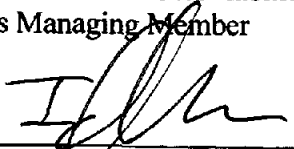
Project Nos. 4-0-00752-03, 4-0-00749, 4-0-00741, 4-0-00742, 4-0-00743

MHW:KEC:bjp

HF LOGISTICS-SKX T1, LLC
a Delaware limited liability company

By: **HF LOGISTICS-SKX, LLC**
a Delaware limited liability company,
its Sole Member

By: **HF Logistics I, LLC**
a Delaware limited liability company,
its Managing Member

By: 
IDDO BENZEEVI, President and Chief
Executive Officer

HF LOGISTICS-SKX T2, LLC
a Delaware limited liability company

By: **HF LOGISTICS-SKX, LLC,**
a Delaware limited liability company,
its Sole Member

By: **HF Logistics I, LLC**
a Delaware limited liability company,
its Managing Member

By: 
IDDO BENZEEVI, President and Chief
Executive Officer

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MHW:KEC:bjp

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

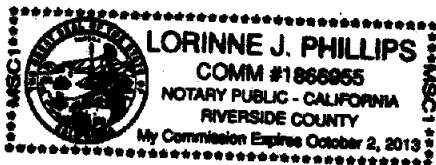
County of Riverside

On 2/4/11 before me, Lorinne J. Phillips, Notary Public

Here Insert Name and Title of the Officer

personally appeared Ido Benzeri

Name(s) of Signer(s)



who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Place Notary Seal and/or Stamp Above

Signature: Lorinne J. Phillips

Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: COOPERATIVE AGRMT - AMENDMENT 1

Document Date: _____ Number of Pages: 7

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

Signer's Name: _____

☐ Corporate Officer — Title(s): _____

☐ Corporate Officer — Title(s): _____

☐ Individual

☐ Individual

☐ Partner — ☐ Limited ☐ General

☐ Partner — ☐ Limited ☐ General

☐ Attorney in Fact

☐ Attorney in Fact

☐ Trustee

☐ Trustee

☐ Guardian or Conservator

☐ Guardian or Conservator

☐ Other: _____

☐ Other: _____

Signer Is Representing: _____

Signer Is Representing: _____

RIGHT THUMBPRINT
OF SIGNER
Top of thumb here

RIGHT THUMBPRINT
OF SIGNER
Top of thumb here