CITY OF CORNING
CITY COUNCIL AGENDA

TUESDAY, OCTOBER 23, 2007
CITY COUNCIL CHAMBERS
794 THIRD STREET

A. **CALL TO ORDER:** **7:00 p.m.**

B. **ROLL CALL:**

Council:	**Hill**
	Dickison
	Zuniga
	Turner
Mayor:	**Strack**

C. **ADJOURN TO CLOSED SESSION:**

PUBLIC EMPLOYEE EVALUATION:
Pursuant to Government Code Section 54957:
Title: City Attorney Evaluation

D. **RECONVENE AND REPORT ON CLOSED SESSION:**

E. **INVOCATION AND PLEDGE OF ALLEGIANCE:**

F. **PROCLAMATIONS, RECOGNITIONS, APPOINTMENTS:**

G. **BUSINESS FROM THE FLOOR:** If there is anyone in the audience wishing to speak on items not already set on the Agenda, please come to the podium, give your name and address, and briefly identify the matter you wish to have placed on the Agenda. The Council will then determine if such matter will be placed on the Agenda for this meeting, scheduled for a subsequent meeting, or recommend other appropriate action. If the matter is placed on tonight's Agenda, you will have the opportunity later in the meeting to return to the podium to discuss the issue. The law prohibits the Council from taking formal action on the issue, however, unless it is placed on the Agenda for a later meeting so that interested members of the public will have a chance to appear and speak on the subject.

H. **CONSENT AGENDA:** It is recommended that items listed on the Consent Agenda be acted on simultaneously unless a Councilmember or members of the audience requests separate discussion and/or action.

1. **Waive reading, except by title, of any Ordinance under consideration at this meeting for either introduction or passage, per Government Code Section 36934.**

2. **Waive the Reading and Approve the Minutes of the October 9, 2007 meeting with any necessary corrections.**

3. **October 16, 2007 Claim Warrant - $161,879.87.**

4. **October 16, 2007 Business Licenses.**

5. **September 2007 Treasurers Report.**

6. **Resolution No. 10-23-07-01, Acceptance of 2007 California Citizen's Options for Public Safety Grant.**

7. **Approve Industrial Railways Company Agreement for Fig Lane Rail Crossing Improvements for Lump Sum Payment of $37,897 and authorize City Manager to sign Agreement.**

8. **Approve Agreement with JoAnn Anders, Grants Administrator for Salado Orchard Apartment Complex.**

9. **Authorize Staff to Seek Permission for PG&E to Install Two Additional Streetlights on Blackburn Avenue at Corning Union High School.**

I. **ITEMS REMOVED FROM THE CONSENT AGENDA:**

J. **PUBLIC HEARINGS AND MEETINGS:** Any person may speak on items scheduled for hearing at the time the Mayor declares the Hearing open. **ALL LEGAL NOTICES PUBLISHED IN ACCORDANCE WITH LAW.**

K. **REGULAR AGENDA:** All items listed below are in the order which we believe are of most interest to the public at this meeting. However, if anyone in the audience wishes to have the order of the Agenda changed, please come to the podium, state your name and address, and explain the reason you are asking for the order of the Agenda to be changed.

10. **Approve Consulting Services Agreement for "Retail Trade Area" Grant – Buxton of Fortworth, Texas.**

L. **ITEMS PLACED ON THE AGENDA FROM THE FLOOR:**

M. **COMMUNICATIONS, CORRESPONDENCE AND INFORMATION:**

N. **REPORTS FROM MAYOR AND COUNCIL MEMBERS:**

11. **Hill:**
12. **Dickison:**
13. **Zuniga:**
14. **Turner:**
15. **Strack:**

O. **ADJOURMENT!**

POSTED: OCTOBER 19, 2007

THE CITY OF CORNING IS AN EQUAL OPPORTUNITY EMPLOYER

CITY OF CORNING
CITY COUNCIL MINUTES

TUESDAY, OCTOBER 9, 2007
CITY COUNCIL CHAMBERS
794 THIRD STREET

A. CALL TO ORDER: 7:30 p.m.

B. ROLL CALL:

Council:	**Hill**
	Dickison
	Zuniga
	Turner
Mayor:	**Strack**

Mayor Strack called for a moment of silence in memory of former City Employee Jessie Harvey who recently passed away. Mrs. Harvey worked for the City of Corning for 32 years, beginning in June 1968 and retiring in June 2000.

C. INVOCATION AND PLEDGE OF ALLEGIANCE:
City Manager Stephen Kimbrough led the Pledge of Allegiance.

D. PROCLAMATIONS, RECOGNITIONS, APPOINTMENTS:

1. **Proclamation – October 20-28, 2007 Fiddle Week in the City of Corning.**
Mayor Strack presented the Proclamation to Tex Ash, Co-Chairman of the Western Open Fiddle Championship. Mr. Ash and his group (Pat Scott, Kate Bussey, and Rich Reynolds) played three songs for the Council and audience and invited members of the audience to attend the Western Open Fiddle Championships October 25-27, 2007 at the Tehama District Fairgrounds in Red Bluff.

2. **Proclamation – October 23 –31, 2007 Red Ribbon Week in the City of Corning.**
Mayor Strack presented the Proclamation to Tina Zastrow, Friday Night Live Coordinator for the Tehama County Department of Education.

3. **Proclamation – October 18, 2007 "Lights on After School" Day in the City of Corning.**
Mayor Strack presented the Proclamation to Beth Birk, Recreation Specialist with SERRF of the Tehama County Department of Education. Ms. Birk informed the City Council that activities will be taking place in all 27 Schools within Tehama County on October 18, 2007.

4. **Proclamation – October 7 – 13, 2007 4-H Week in the City of Corning.**
Mayor Strack presented the Proclamation to Cole and Bryce MacLachlan, Cody Klarenbach and Dorinda Walker all members of the local 4-H Club.

E. BUSINESS FROM THE FLOOR: None.

F. **CONSENT AGENDA:** It is recommended that items listed on the Consent Agenda be acted on simultaneously unless a Councilmember or members of the audience requests separate discussion and/or action.

5. **Waive reading, except by title, of any Ordinance under consideration at this meeting for either introduction or passage, per Government Code Section 36934.**

6. **Waive the Reading and Approve the Minutes of the September 25, 2007 meeting with any necessary corrections.**

7. **October 10, 2007 Claim Warrant - $237,240.50.**

8. **October 10, 2007 Business Licenses.**

9. **Wages and Salaries for September 2007 in the amount of $318,320.44.**

10. **Building Permit Valuation Report - $407,235.42.**

11. **September 2007 Wastewater Treatment Plant Summary Report.**

12. **Approve Agreement with Enplan of Redding to Complete GIS Mapping Project in the amount of $84,000.**

13. **Award Bid for the 2007 Street Paving Projects in the amount of $723,339.95 to Sunrise Excavating and Temporarily Use $400,000 from the General Fund Restricted Reserve.**

14. **Authorization to seek Requests for Proposals (RFP's) for a Grant Writer to complete an Application for a State of California Parks & Recreation, Land & Water Conservation Fund Grant Program.**

15. **Approve Corning Recreational Activities Contact List.**

16. **Resolution 10-09-07-01 Designating Disabled Parking Space, Handrail, and Modified Curb Access at 1214 Yolo Street.**

Councilor Dickison requested clarification on funding for item 14 confirming that this funding would not come from the funding intended for the Theater. Councilor Turner confirmed that the City would not be required to apply per the order listed in the Grant information. Councilor Turner also suggested contacting Mrs. Bianchi who assisted with the Recreation Grant Application. Councilor Hill motioned approval of Consent Agenda Items 5-15. Councilor Turner seconded the motion. **Ayes: Strack, Hill, Dickison, Zuniga and Turner. Opposed: None. Absent/Abstain: None. Motion was approved by a vote of 5-0.**

G. **ITEMS REMOVED FROM THE CONSENT AGENDA:**

16. **Resolution 10-09-07-01 Designating Disabled Parking Space, Handrail, and Modified Curb Access at 1214 Yolo Street.**

Councilor Hill asked if the City would be funding the rail and steps; Public Work's Director Tom Russ stated that it was his discretion to install these using City funding and he clarified that the handicap designation would be removed when the current resident no longer resides there. Councilor Turner motioned approval of Consent Agenda Item 16. Councilor Hill seconded the motion. **Ayes: Strack, Hill, Dickison, Zuniga and Turner. Opposed: None. Absent/Abstain: None. Motion was approved by a vote of 5-0.**

H. **PUBLIC HEARINGS AND MEETINGS:** None.

I. **REGULAR AGENDA:** None.

J. **ITEMS PLACED ON THE AGENDA FROM THE FLOOR:** None.

K. **COMMUNICATIONS, CORRESPONDENCE AND INFORMATION:** None.

L. **REPORTS FROM MAYOR AND COUNCIL MEMBERS:**

17. **Hill: Reported on TLDC meeting, stating that we need more representation from the South County, preferably a business operator. She stated that she also has invited them to put on a presentation for the Council. She stated that currently there is no City business representation at TLDC. Councilor Hill also asked Chief Cardenas about the business polishing tires behind the former Glass Blowers. Councilor Hill stated that she had seen them conducting business there last night. City Building Official Jack Alexander stated that he would check into this as a Special Use Permit is required to conduct business at this location.**
18. **Dickison: Stated that the LAFco meeting scheduled for tomorrow has been cancelled.**
19. **Zuniga: None.**
20. **Turner: Stated that he did not attend the General Plan meeting as he had attended the Community Meeting at the Veterans Hall. Councilor Turner stated some of his concerns. City Manager Kimbrough stated that possibly the items mentioned could be addressed in a letter from the Council. Councilor Turner requested that this be agendized for the next meeting. Mayor Strack requested and acquired Council consensus for Mr. Kimbrough to draft a letter to be sent to the Tehama County Board of Supervisors, and rather than agendizing discussion of this at a Council meeting, schedule a presentation at a special meeting for City residents and residents within our Sphere of Influence. Planning Director John Brewer stated that he had already drafted two separate letters to the Board of Supervisors regarding the General Plan and briefed the Council on the contents of these letters.**
21. **Strack: Congratulated our finance department for the award they received.**

M. **ADJOURMENT! 8:22 p.m.**

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Lisa M. Linnet, City Clerk

MEMORANDUM

TO: HONORABLE MAYOR AND COUNCIL MEMBERS

FROM: LORI SIMS
ACCOUNTING TECHNICIAN

DATE: October 16, 2007

SUBJECT: Cash Disbursement Detail Report for the Tuesday, October 23, 2007 Council Meeting

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PROPOSED CASH DISBURSEMENTS FOR YOUR APPROVAL CONSIST OF THE FOLLOWING:

A.	Cash Disbursements	Ending	10-16-07	$	145,305.49
B.	Payroll Disbursements	Ending	10-09-07	$	16,574.38
			GRAND TOTAL	$	161,879.87

CITY OF CORNING
Cash Disbursement Detail Report
Check Listing for 10-07 Bank Account.: 1020

Check Number	Check Date	Vendor Number	Name	Gross Amount	Discount Amount	Net Amount	Payment Information Invoice #	Payment Information Description
005035	10/03/07	RAM02	RAMIREZ, MARIANA	17.18	.00	17.18	071003	TRAINING/ED-FINANCE
005036	10/03/07	SIM03	SIMS, LORI	17.18	.00	17.18	071003	TRAINING/ED-FINANCE
005037	10/10/07	AIR00	AIRGAS NCN	25.77	.00	25.77	102144762	MAT & SUPPLIES-FIRE
005038	10/10/07	ALL09	ALL VALLEY SEPTIC SVCS.	80.32	.00	80.32	1325	MAT & SUPPLIES-PARKS
005039	10/10/07	AND01	ED ANDERSON	1200.00	.00	1200.00	071001	DEV ENG/PROF SVCS
005040	10/10/07	ARA02	ARAMARK UNIFORM SRV.INC.	40.99	.00	40.99	3937273	Mat/Supplies
				40.99	.00	40.99	3940222	Mat/Supplies
			Check Total.....:	81.98	.00	81.98		
005041	10/10/07	BAL01	BALDWIN CONTRACTING, INC	483.06	.00	483.06	79519	MAT & SUPPLIES-STR
005042	10/10/07	BAS01	BASIC LABORATORY, INC	86.00	.00	86.00	0708028	ProfServices Water Dept
005043	10/10/07	BAX00	BAXTER AUTO PARTS, INC.	37.84	.00	37.84	070925	BLD. MAINT.-FIRE
005044	10/10/07	CAM02	CAMELLIA VALLEY SUPPLY	535.07	.00	535.07	0649186	MAT & SUPPLIES-WTR
005045	10/10/07	CHE02	CHEM QUIP, INC.	537.96	.00	537.96	2030635IN	MAT & SUPPLIES-WTR
005046	10/10/07	CHI01	CHICO ENTERPRISE RECORD	199.30	.00	199.30	070930	PRINTING/ADV-POLICE
				122.85	.00	122.85	37406605	PRINT/ADVERT-CITY CLERK
				50.00	.00	50.00	37406608	PRINT/ADVERT-CITY CLERK
			Check Total.....:	372.15	.00	372.15		
005047	10/10/07	CHI04	CHICO DRAIN OIL SERV LLC	272.25	.00	272.25	175401	BUTTE WELL-WTR CAP IMPROV
005048	10/10/07	COM01	COMPUTER LOGISTICS, INC	3840.00	.00	3840.00	35197	Equip.Maint.-GEN CITY
				116.67	.00	116.67	35462	COMMUNICATIONS-POLICE
				24.00	.00	24.00	35650	COMMUNICATIONS-FIRE
				24.00	.00	24.00	35654	Equip.Maint.-GEN CITY
			Check Total.....:	4004.67	.00	4004.67		
005049	10/10/07	COR11	CORNING SAFE & LOCK	18.18	.00	18.18	1850	MAT & SUPPLIES-PARKS
				34.21	.00	34.21	1864	MAT & SUPPLIES-PARKS
				34.21	.00	34.21	1868	MAT & SUPPLIES-PARKS
				12.28	.00	12.28	1873	MAT & SUPPLIES-PARKS
				5.36	.00	5.36	1876	MAT & SUPPLIES-PARKS
			Check Total.....:	104.24	.00	104.24		
005050	10/10/07	COR12	CORNING FORD MERCURY, INC	100.00	.00	100.00	113821	Veh Opr/Maint-POLICE

Check Number	Check Date	Vendor Number	Name	Gross Amount	Discount Amount	Net Amount	Payment Information Invoice #	Payment Information Description
005051	10/10/07	DUR01	DURHAM PUMP	26720.49	.00	26720.49	0098729IN	BUTTE WELL-WTR CAP IMPROV
005052	10/10/07	ECO01	ECO RESOURCES, INC.	3084.71	.00	3084.71	15718	ProfServices WWTP
				45609.65	.00	45609.65	15735	ProfServices WWTP
				2479.45	.00	2479.45	15736	PRETREATMENT PROG/SEWER
			Check Total.....:	51173.81	.00	51173.81		
005053	10/10/07	FIR01	FIRST BANKCARD	250.00	.00	250.00	070926	CONF/MTG-PW ADMIN
005054	10/10/07	FIR02	FIRST BANKCARD	135.57	.00	135.57	070926	HANDHELD RADIOS-POLICE
005055	10/10/07	FIT01	FITZPATRICK LAW OFFICES	483.62	.00	483.62	071001	City Attny Srvs LegalServ
005056	10/10/07	GAL02	GALL'S INC	125.79	.00	125.79	590723790	SAFETY ITEMS-POLICE
005057	10/10/07	GRA02	GRAINGER, W.W., INC	173.66	.00	173.66	946520695	MAT & SUPPLIES-
005058	10/10/07	LIN02	LINNETS TIRE SHOP	97.64	.00	97.64	46263	Veh Opr/Maint-POLICE
005059	10/10/07	M.R01	M.R. METAL WORKS	35.39	.00	35.39	1309	BUTTE WELL-WTR CAP IMPROV
005060	10/10/07	MCC01	MCCOY'S HARDWARE & SUPPLY	800.00	.00	800.00	071005	CLEANING/CONTRACT-STR PRO
005061	10/10/07	NOR03	NCCSIF	30496.25	.00	30496.25	2008058	WORKERSCOMP-GEN CITY
005062	10/10/07	OFF01	OFFICE DEPOT	64.34	.00	64.34	402774749	EQUIP REPLAC-POLICE
005063	10/10/07	PAC16	PACIFIC TELEMANAGEMENT	63.65	.00	63.65	22530	COMMUNICATIONS-GEN CITY
005064	10/10/07	PGE01	PG&E	308.74	.00	308.74	070928	Electricity-SEWER
005065	10/10/07	PGE03	PG&E	20.35	.00	20.35	071003	Mat/Supplies PoliceServic
005066	10/10/07	PGE04	PG&E	645.36	.00	645.36	071002	TranspFacility
005067	10/10/07	PGE05	PG&E	1829.31	.00	1829.31	071002	GAS & ELECT-FIRE
005068	10/10/07	PGE2A	PG&E	115.25	.00	115.25	071002	MCDONALD & MARTINI PLAZA
				52.73	.00	52.73	071004	ELECTRICITY-CLELAND
			Check Total.....:	167.98	.00	167.98		
005069	10/10/07	RED07	REDDING OIL COMPANY	2181.38	.00	2181.38	070930	VEH OP/MAINT-POLICE
005070	10/10/07	REY01	REYNOLDS, DONALD C.P.A	7500.00	.00	7500.00	20584	PROF. SVCS-FINANCE
005071	10/10/07	TEH11	TEHAMA CO TAX COLLECTOR	29.58	.00	29.58	26955	TAXES-AIRPORT

Check Number	Check Date	Vendor Number	Name	Gross Amount	Discount Amount	Net Amount	Payment Information: Invoice #	Payment Information: Description
005071	10/10/07	TEH11	TEHAMA CO TAX COLLECTOR	382.24	.00	382.24	26957	TAXES-AIRPORT
				512.06	.00	512.06	26958	TAXES-AIRPORT
				29.58	.00	29.58	26959	TAXES-AIRPORT
				47.12	.00	47.12	26960	TAXES-AIRPORT
				177.74	.00	177.74	30189	TAXES-AIRPORT
				337.98	.00	337.98	30193	TAXES-AIRPORT
			Check Total.....:	1516.30	.00	1516.30		
005072	10/10/07	TEH15	TEHAMA CO SHERIFF'S DEPT	24.50	.00	24.50	071004	PROF SVCS-POLICE
005073	10/10/07	USA03	USA MOBILITY WIRELESS,INC	26.82	.00	26.82	Q0159912J	COMMUNICATIONS-POLICE
005074	10/10/07	VAL01	VALLEY INDUSTRIAL COMM.	499.83	.00	499.83	89245	COMMUNICATIONS-FIRE
005075	10/15/07	ACT01	ACTIVE OFFICE EQUIPMENT	149.08	.00	149.08	7974	OFFICE SUPPLIES-POLICE
005076	10/15/07	APP01	APPLY-A-LINE INC.	6263.80	.00	6263.80	39159	Thermo Plastic Streets
005077	10/15/07	ARA02	ARAMARK UNIFORM SRV.INC.	40.99	.00	40.99	3925476	Mat/Supplies
005078	10/15/07	ATT01	AT&T	268.95	.00	268.95	071003	Communications
005079	10/15/07	ATT10	AT&T	995.62	.00	995.62	T7060331	COMMUNICATIONS
005080	10/15/07	BAS01	BASIC LABORATORY, INC	86.00	.00	86.00	0708266	ProfServices Water Dept
005081	10/15/07	COM01	COMPUTER LOGISTICS, INC	15.00	.00	15.00	35469	Equip.Maint.-GEN. CITY
				22.00	.00	22.00	35473	COMMUNICATIONS-POLICE
			Check Total.....:	37.00	.00	37.00		
005082	10/15/07	COR02	CORNING OBSERVER	50.00	.00	50.00	071018	PROF. SVCS-POLICE
005083	10/15/07	COR11	CORNING SAFE & LOCK	35.00	.00	35.00	1891	VEH OP/MAINT-POLICE
005084	10/15/07	HIT01	HI-TECH EMER VEH SERV,INC	63.70	.00	63.70	120628	VEH OP/MAINT-FIRE
005085	10/15/07	MCD01	MCDANIEL SIGN COMPANY	200.00	.00	200.00	2716	VEH OP/MAINT-POLICE
005086	10/15/07	QUI02	QUILL CORPORATION	125.49	.00	125.49	1490943	Office Supplies-FINANCE
				36.20	.00	36.20	1491366	Office Supplies-FINANCE
				289.55	.00	289.55	1491389	Office Supplies-FINANCE
			Check Total.....:	451.24	.00	451.24		
005087	10/15/07	SHA02	SHASTA CASCADE CHAPTER	30.00	.00	30.00	071010	CONF/MTGS-BLD & SAFETY
005088	10/15/07	SWR01	SWRCB/AFRS	830.00	.00	830.00	0708576	Annual Permit WWTP

Check Number	Check Date	Vendor Number	Name	Gross Amount	Discount Amount	Net Amount	Payment Information Invoice #	Payment Information Description
005089	10/15/07	TRI02	TRI-COUNTY NEWSPAPERS	69.38	.00	69.38	016318110	Print/Advert. City Clerk
005090	10/16/07	ENP01	ENPLAN	1430.00	.00	1430.00	090719402	GIS SUPPORT-PLANNING
005091	10/16/07	MIR04	MIRACLE UPHOLSTERY & DRAP	100.00	.00	100.00	578467	TRAINING/ED-POLICE
005092	10/16/07	OFF01	OFFICE DEPOT	908.28	.00	908.28	404456161	Office Supplies PoliceDis
			Cash Account Total.....:	145305.49	.00	145305.49		
			Total Disbursements.....:	145305.49	.00	145305.49		
			Cash Account Total.....:	.00	.00	.00		

Check Number	Check Date	Vendor Number	Name	Gross Amount	Discount Amount	Net Amount	Payment Information Invoice #	Payment Information Description
3203	10/09/07	BAN03	POLICE OFFICER ASSOC.	180.00	.00	180.00	A71009	POLICE OFFICER ASSOC
3204	10/09/07	CIT01	CITY OF CORNING	497.94	.00	497.94	A71009	2006 SDI EE PAY BACK
3205	10/09/07	EDD01	EMPLOYMENT DEVELOPMENT	2576.01	.00	2576.01	A71009	STATE INCOME TAX
				560.06	.00	560.06	1A71009	SDI
			Check Total.....:	3136.07	.00	3136.07		
3206	10/09/07	ENL01	ENLOE MEDICAL CENTER	550.00	.00	550.00	A71009	ENLOE FLIGHTCARE
3207	10/09/07	ICM01	ICMA RETIREMENT TRUST-457	3073.51	.00	3073.51	A71009	ICMA DEF. COMP
3208	10/09/07	OEU03	OPERATING ENGINEERS	975.00	.00	975.00	A71009	CREDIT UNION SAVINGS
3209	10/09/07	PERS1	PUBLIC EMPLOYEES RETIRE	3610.01	.00	3610.01	A71009	PERS PAYROLL REMITTANCE
3210	10/09/07	PERS4	Cal Pers 457 Def. Comp	275.00	.00	275.00	A71009	PERS DEF. COMP.
3211	10/09/07	PRE03	PREMIER WEST BANK	2666.01	.00	2666.01	A71009	HSA DEDUCTIBLE
3212	10/09/07	VAL06	VALIC	1610.84	.00	1610.84	A71009	AIG VALIC P TAX
			Cash Account Total.....:	16574.38	.00	16574.38		
			Total Disbursements.....:	16574.38	.00	16574.38		

Date..: Oct 16, 2007
Time..: 9:23 am
Run by: LORI

CITY OF CORNING
NEW BUSINESSES FOR CITY COUNCIL

List.: NEWB
Group: WTFMB

Business Name	Address		CITY/STATE/ZIP	Contact Name		Business Desc. #1	Business Start Date	Primary Teleph
BENCHMARK INSTALLATI	1065	MARAUDER ST	CHICO, CA 95973	SHARY	JIM	CONTRACTOR - TILE	10/15/07	(530)891-6390
CENTURY 21 NORTH STA	1410	SOLANO ST	CORNING, CA 96021	MARTINEZ	ERNIE	REAL ESTATE - MAIN OFFICE IN RED BLUFF	10/08/07	(530)824-9060
DEVINE SERVICES	1513	TEHAMA ST	CORNING, CA 96021	DEVINE	TIM	GENERAL HANDYMAN SERVICES	10/15/07	(530)646-7192
JENNYS JANITORIAL&HO	1035	MCDONALD CT	CORNING, CA 96021	PEABODY	JENNY	HOUSE CLEANING, JANITORIAL, CLEANUP	10/08/07	(530)736-6602
MCDONALD'S	3375	SUNRISE WAY	CORNING, CA 96021	LIU	DENNY	MCDONALDS FAST FOOD RESTAURANT	10/08/07	(530)824-2671

CITY OF CORNING

SEPTEMBER 2007

TREASURERS REPORT

AGENCY	BALANCE	RATE	MATURES ON
LOCAL AGENCY INVESTMENT FUND	1,993,620.67	5.23	
PREMIER WEST BANK	184,471.56	4.51	03/28/08
PREMIER WEST BANK	164,966.82	4.51	04/20/08
SAVINGS ACCOUNT			
BANK OF AMERICA	5,658.91	.200	
BANK OF AMERICA	4,930.15	.200	
TRUST ACCOUNTS			
PREMIER WEST BANK RIDELL TRUST	191,931.74	4.46	06/13/08

Respectfully Submitted

Pala Cantrell
City Treasurer

ITEM NO: H-6
RESOLUTION NO: 10-23-07-01
ACCEPTANCE OF 2007
CALIFORNIA CITIZEN'S OPTIONS
FOR PUBLIC SAFETY GRANT
OCTOBER 23, 2007

TO: HONORABLE MAYOR AND COUNCIL MEMBERS
OF THE CITY OF CORNING

STEVE

FROM: STEPHEN J. KIMBROUGH, CITY MANAGER
ANTHONY F. CARDENAS, CHIEF OF POLICE

SUMMARY:

The City of Corning is to be awarded $100,000 as part of the California Citizen's Options for Public Safety Program. The funds are restricted to front-line law enforcement and may not be used to supplant services already budgeted.

BACKGROUND:

State law establishes in each county treasury a Supplemental Law Enforcement Services Fund that receives an annual allocation from the State. These funds cannot be transferred to the City until the Supplemental Law Enforcement Oversight Committee certifies receipt of an approved expenditure plan by Resolution from the City Council. The City Council, at a public hearing, must appropriate the anticipated monies exclusively to fund front-line municipal police services in accordance with a written request submitted by the Chief of Police.

The most recent State budget funded another year of the California Citizen's Option for Public Safety (COPS) Program. The City of Corning will receive $100,000 of the total program allotment, which must be expended by June 30, 2009.

Staff proposes that the 2007 COPS funds be expended during the 2008/09 fiscal year to continue funding the police detective position. Excluding overtime, the current estimated 2008/09 salary and benefits for the police detective will exceed $100,000.00. The balance of funds needed to fund the detective position will come from the General Fund.

RECOMMENDATION:

MAYOR AND COUNCIL ADOPT A RESOLUTION ACCEPTING THE FUNDS OFFERED THROUGH THE CITIZEN'S OPTIONS FOR PUBLIC SAFETY GRANT AND APPROVE THE USE OF THESE MONIES TO CONTINUE FUNDING THE POLICE DETECTIVE POSITION IN THE POLICE DEPARTMENT.

RESOLUTION NO: 10-23-07-01

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF CORNING TO ACCEPT THE FUNDS OFFERED THROUGH THE CITIZEN'S OPTION FOR PUBLIC SAFETY GRANT PROGRAM

WHEREAS, as a condition of receiving the Citizen's Option for Public Safety Grant funds, the City Council must appropriate the anticipated monies exclusively to fund front-line municipal police services in accordance with a written request submitted by the Chief of Police; and

WHEREAS, the City Council, at a public hearing, must approve appropriation of these funds;

NOW, THEREFORE, BE IT RESOLVED, that the City of Corning, in order to be eligible for the California Citizen's Option for Public Safety Grant funds has approved the expenditure of funds for the Police Detective position, as recommended by the Chief of Police and City Manager.

PASSED AND ADOPTED at a regular meeting of the City Council of the City of Corning, State of California, on the **23rd** day of **October 2007**, by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

Gary R. Strack, Mayor

Lisa M. Linnet, City Clerk

ITEM NO: H-7
APPROVE INDUSTRIAL RAILWAYS COMPANY AGREEMENT FOR FIG LANE RAIL CROSSING IMPROVEMENTS FOR LUMP SUM PAYMENT OF $37,897 AND AUTHORIZE CITY MANAGER TO SIGN AGREEMENT
OCTOBER 23, 2007

TO: HONORABLE MAYOR AND COUNCILMEMBERS OF THE CITY OF CORNING

STEVE

FROM: STEPHEN J. KIMBROUGH, CITY MANAGER
TOM RUSS, DIRECTOR OF PUBLIC WORKS

SUMMARY:

In the current fiscal year budget, Council approved funding in the amount of $50,000 for the rail crossing improvements at Fig Lane. The funding for this project will be allocated from item number 001-9291-3001 of the 2007-2008 fiscal year City Budget.

BACKGROUND:

The rail grade crossing improvements at Fig Lane are to be provided by Industrial Railways Company, based in Pinole, California. As with our last grade crossing improvements at Colusa and Solano Streets in September of 2000, California Northern Railroad Company is the owner of the utility and is responsible for the inspection of the project.

According to California Northern Railroad area supervisor Ken Mahon, Industrial Railways Company is the sole source provider of railroad crossing upgrades in Northern California and they are currently the company that provides this scope of work for the California Northern Railroad Company.

The project will be under construction one half of the street at a time in order to keep Fig Lane open to traffic. All Corning schools and emergency services will be provided information as to when the project will be scheduled to begin and end. The construction will not begin until the local olive crops have been harvested to allow the local olive growers easier access to the Bell Carter Olive Company.

RECOMMENDATION:

MAYOR AND COUNCIL APPROVE INDUSTRIAL RAILWAYS COMPANY AGREEMENT FOR FIG LANE RAIL CROSSING IMPROVEMENTS FOR LUMP SUM PAYMENT OF $37,897 AND AUTHORIZE CITY MANAGER TO SIGN AGREEMENT.

RAILROAD SPUR TRACK
CRANE RAIL
CONSTRUCTION

MAINTENANCE
MATERIAL
REPAIRS

INDUSTRIAL RAILWAYS COMPANY

August 14, 2007

California Northern Railroad Co.
40 N.East Street, Suite F
Woodland, CA 95776

Attention: Ken Mahon

Regarding: Fig Lane, Corning

Gentlemen:
We are pleased to offer you this quotation for the proposed RR Crossing Upgrades to be performed in Corning, CA as follows:

SCOPE OF WORK: Furnish as necessary all labor, equipment and materials required to perform the following work:

Fig Lane (40 TF Concrete):

1) Close Only 50% of Fig Road allowing 1 lane traffic.
2) Sawcut and strip existing AC
3) Remove approx. 40 TF of existing track in phases and excavate as necessary for placement 8" AB and 8 inches ballast rock under ties (+/-30" from Top of Rail). Spread existing materials on CNRR property if approved or haul from site.
4) Reconstruct 40 TF using the following listed materials;
   A. New 7x9x10' ties in crossing limits at 19.5" spacing
   B. New track spikes
   C. 4 each Rail Welds
   D. No. 4 ballast rock (8" under crossing ties), some figured for approaches.
5) Add rock, raise and tamp track as necessary to meet street elevation or maintain mainline surface.
6) Furnish and place precast concrete panels (40.62')
7) Pave 2ft. each side of crossing panels for the length of crossing only.

Lump Sum: $37,897.00

NOTE: Traffic control does not include Preliminary Notice Signs or Advance Warning Flash Boards. This signage can be completed by IRC on a T&M basis.

Exclusions by I.R.Co.:

1) Concrete demolition if encountered in street excavation.
2) AC grinding or additional paving
3) Pipe or electrical wire relocation or encasement.
4) Signal work, including IJ's and bonding.
5) Handling of contaminated materials.
6) Prevailing wage rates

Workmanship will conform to both the CNRR Railroad and the California Public Utilities Commission common standards for industrial trackage.

*Terms: Net 30 days
*Certificate of Insurance available on request.

Thank you for this opportunity to quote on your work.

Sincerely,
INDUSTRIAL RAILWAYS CO.

Chris Stotka

Christopher L. Stotka

890 SAN PABLO AVE. • PINOLE, CA 94564-2333 • (510) 724-1117 FAX: (510) 724-7078
WWW.INDUSTRIALRAILWAYS.COM/ • CA LICENSE 163768 • NV LICENSE 38228

RAILROAD SPUR TRACK
CRANE RAIL
CONSTRUCTION

MAINTENANCE
MATERIAL
REPAIRS

INDUSTRIAL RAILWAYS COMPANY

Exclusions by IRC:

1. Concrete demolition if encountered in street excavation
2. Asphalt grinding or additional paving
3. Pipe or electrical wire relocation or encasement
4. Signal work, including IJ's and bonding
5. Handling of contaminated materials
6. Prevailing wage rates

Workmanship will conform to both the CNRR and the California Public Utilities Commission common standards for Industrial Trackage.

Thank you for this opportunity to quote on your work. Should you accept this quote please acknowledge with you signature below.

Industrial Railways Company:

Chris Stotka, Vice President

City of Corning:

Stephen J. Kimbrough, City Manager

890 SAN PABLO AVE. • PINOLE, CA 94564-2333 • (510) 724-1117 FAX: (510) 724-7078
WWW.INDUSTRIALRAILWAYS.COM/ • CA LICENSE 163768 • NV LICENSE 38228

ITEM NO.: H-8
APPROVE AGREEMENT WITH JOANN ANDERS, GRANTS ADMINISTRATOR FOR SALADO ORCHARD APARTMENT COMPLEX
OCTOBER 23, 2007

TO: **CITY COUNCIL OF THE CITY OF CORNING**

FROM: **STEPHEN J. KIMBROUGH, CITY MANAGER** STEVE

SUMMARY:

Administration of "Home Grant" Funds approved for the development of the Salado Orchard Apartment Complex requires the support of a Professional Grant Administrator. JoAnn Anders was chosen from potential applicants solicited through a request for proposals from the City's Planning Department.

The scope of consulting services is attached for review. The Consultant will be paid an hourly rate of $60 per hour with a maximum of 1,150 hours. The conditions of the Home Grant require that the developer of the Salado Orchard Apartments reimburse the City for 100% of the cost of the Consultant's time.

RECOMMENDATION:

MAYOR AND CITY COUNCIL APPROVE THE RETENTION OF JOANN ANDERS AS THE CITY'S CONSULTANT FOR THE "HOME GRANT PROGRAM" ALONG WITH EXHIBIT B - SCOPE OF CONSULTANT SERVICES, AND AUTHORIZE THE CITY MANAGER AND CITY ATTORNEY TO FINALIZE THE STANDARD CONSULTANT AGREEMENT.

EXHIBIT "B"
SCOPE OF CONSULTANT SERVICES

Administrative Subcontractor Duties

Rental New Construction Project:

- Compliance with all federal overlays including prevailing wage, equal opportunity, Section 3 and 504 requirements.
- Prevailing wage compliance would include construction site posted with required notices and wage determinations, weekly payroll reviews, conduct employee interviews, maintain project labor compliance file, obtaining wage determinations, wage compliance reports, semi annual labor standards enforcement reports.
- Subsidy layering analysis
- Project set-up
- Drawdowns
- Quarterly performance reports
- Annual performance reports
- Project completion reports
- Construction contract requirements (including any subcontractors)
- Contractor certification and disbarment
- Liaison with City, developer and HOME Program staff
- Other duties as requested by City.

Proposed Schedule

March to June 2007

- Standard agreement executed
- Administrative Subcontractor agreement executed
- Complete subsidy layering analysis
- Complete project set up
- Loan documents executed with developer
- Conduct pre-construction conference with general contractor
- Prepare quarterly reports
- Obtain prevailing wage determinations
- Contractor and sub-contractor eligibility compliance
- Monitor construction process and contracts (including subcontractors)
- Compliance with prevailing wage requirements
- Prepare semi annual labor compliance reports
- Prepare annual HOME reports
- Prepare drawdowns as required

- Liaison with City, developer and HOME Program staff.
- Available to City staff as requested

July to December 2007

- Compliance with prevailing wage requirements
- Sub-contractor eligibility compliance
- Monitor construction process
- Prepare quarterly reports
- Prepare drawdowns as required
- Prepare semi-annual prevailing wage report
- Liaison with City, developer and HOME Program staff
- Available to City staff as requested.

January – June 2008

- Compliance with prevailing wage requirements
- Monitor construction process
- Sub-contractor eligibility compliance
- Prepare quarterly reports
- Prepare annual HOME report
- Prepare drawdowns as needed
- Liaison with City, developer and HOME Program staff
- Available to City staff as requested.

July – October 2008

- Compliance with prevailing wage requirements
- Monitor construction process
- Sub-contractor eligibility compliance
- Prepare quarterly reports
- Prepare close out report
- Prepare semi-annual wage compliance report
- Prepare drawdowns
- Available to City as required.
- Project Complete

Proposed schedule is flexible to meet needs of City. Administrative Subcontractor will prepare all required reporting in a timely and accurate manner.

ITEM NO.: H-9
AUTHORIZE STAFF TO SEEK PERMISSION TO HAVE PG&E INSTALL TWO ADDITIONAL STREETLIGHTS ON BLACKBURN AVENUE AT CUHS
OCTOBER 23, 2007

TO: HONORABLE MAYOR AND COUNCILMEMBERS OF THE CITY OF CORNING

FROM: STEPHEN J. KIMBROUGH, CITY MANAGER Steve
TOM RUSS, DIRECTOR OF PUBLIC WORKS Tom

SUMMARY:

Staff has received a letter from Donna Peterson expressing her concerns for a lack of lighting at Corning Union High School located on Blackburn Avenue. She is requesting that the Council and Staff address the inadequate street lighting at the school.

BACKGROUND:

The streetlights at the High School meet the City required, 300 foot standard separation except at the east end of the High School. After a visit to the High School at a proper time as to observe this matter of concern, Staff is recommending that additional lighting be placed at the driveway east of the new gymnasium and at the driveway east of the new classrooms. The lack of lighting creates a concern for student safety.

There are existing power poles at these locations. Staff would request PG&E to install two additional streetlights on the power poles.

Staff will contact Bruce Cole, Superintendent of the High School, to suggest additional lighting for the School's parking lots.

RECOMMENDATION:

MAYOR AND COUNCIL AUTHORIZE STAFF TO SEEK PERMISSION TO HAVE PG&E INSTALL TWO ADDITIONAL STREETLIGHTS ON BLACKBURN AVENUE AT CORNING UNION HIGH SCHOOL.

City of Corning

794 Third St. Corning, CA 96021 (530) 824-7020 Fax (530) 824-2489

October 18, 2007
Ms. Donna Peterson
4363 Kopta Road
Corning, CA 96021

Dear Ms. Peterson

The City of Corning has received and reviewed your letter dated October 11, 2007, with your concerns about the street lighting on Blackburn Avneue along the High school frontage. I drove to the High school after dark this week and looked at the City street light locations, which are spaced at our 300 foot standard separation except for the east end of the High school property along the Airport frontage.

I noticed the main area that in my opinion needs additional lighting is the area at the driveway just east of the new gymnasium, and at the driveway just east of the new classrooms. I believe the addition of two streetlights in these areas would help with the problem. I will also talk to Mr. Cole at the High school about perhaps looking into additional parking lot lighting at the school parking areas.

As for your suggestion about painting the curb white, we cannot do that because it represents a loading zone. The City has just last year painted red no parking areas and green temporary parking areas along the High school frontage at the request of the High school.

I will seek City Council permission to have PG&E install two additional streetlights in the areas mentioned above on the existing wooden power poles.

Thank you for your concern, which is well taken, I will move forward for the street light additions as soon as possible.

Sincerely,
Tom R
Tom Russ, DPW

cc: Bruce Cole, Superintendent CUHS

Oct 11, 2007

To.
CHS. Bruce Cole
Corning City Hall - Gary Strack
Corning Public Works

RECEIVED
OCT 15 2007
CORNING CITY MANAGER

This letter is to bring the need for better lighting at the high school to your attention.

A flood light on the pole on the north side of Blackburn across from the office is needed. It is also dark near the office but probably a good light across the street would be enough.

It would also be good if the curbs near the office were painted white for safety reasons.

Thank you for listening to my concerns

Donna Peterson
4363 Rapta Road
Corning, Ca 96021
824-3372

ITEM NO. K-10
APPROVE CONSULTING SERVICES AGREEMENT FOR "RETAIL TRADE AREA" GRANT – BUXTON FORTWORTH, TEXAS
OCTOBER 23, 2007

TO: **CITY COUNCIL OF THE CITY OF CORNING**

FROM: **STEPHEN J. KIMBROUGH, CITY MANAGER** STEVE

SUMMARY:

The City received a Planning and Technical Assistance Grant (PT/A) through the State Department of Housing and Community Development for the purpose of analyzing the Corning retail trade area. The objective is to determine the actual buying patterns of the residents within the Corning market area and match those buying patterns with retailers that might be recruited to locate in Corning.

Following a request for proposals prepared by Greg O' Sullivan the City received three consulting proposals and has chosen Buxton of Fortworth, Texas.

BACKGROUND:

Tri-County Economic Development Corporation assisted the City in the preparation of the Grant Application with the scope of work written by Greg O' Sullivan for the City. The State approved the Grant in the amount of $35,000 with the required $8,750 match from the City. The match comes from City Re-Use Funds and has been approved in the City Budget.

The projects scope of work includes:

1. Defining the retail trade area;
2. Determining retail potential;
3. Identification of retail matches;
4. Publishing of retail marketing packages

Buxton submitted two options as detailed in the attached material. Amy Wetzel, Buxton Vice President has agreed to taylor the first option to bring down to the total grant amount available.

Option two is the preferred option and it would cost the City $70,000, which is an additional $26,250. Option two includes the Company's proprietary "SCOUT" software which has a first year value of $15,000. This SCOUT software makes it possible for the City to construct its own "Pursuit Packages" and Buxton updates the retail trade data monthly ensuring that the work product and the City's "Pursuit Packages" do not become outdated.

The City has done an excellent job of conservative budgeting and forecasting the need for future City revenues. The City has not however had the ability to influence potential retailers to locate in Corning and provide the needed sales tax income to fund City services. The additional investment of $26,250 from the General Fund Available Reserve will give the City the tools we need to compete in the pursuit of retail trade.

RECOMMENDATION:

MAYOR AND CITY COUNCIL APPROVE THE CONSULTING SERVICES AGREEMENT WITH BUXTON IN THE FULL AMOUNT OF $70,000 FOR THE OPTION TWO SCOPE OF WORK BY APPROPRIATING $27,000 TO ACCOUNT 001-8008-4010 RETAIL PROJECT, AND DIRECT THE CITY MANAGER AND CITY ATTORNEY TO FINALIZE THE STANDARD CONSULTING AGREEMENT WITH THE FIRM.

CommunityID®

Presented to:

City of Corning

May 29, 2007

Prepared by: Amy Wetzel
Expiration Date: August 29, 2007

Use option 2

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EXECUTIVE OVERVIEW

Buxton appreciates the opportunity to propose its services to the City of Corning. The objective of this proposal is to summarize and outline the comprehensive scope of work Buxton will provide as the City of Corning pursues its retail attraction and expansion goals. Please note that in this proposal the term "retail" is inclusive of restaurants.

Community*ID*

Community*ID* is a total marketing strategy that enables community leaders to immediately implement a retail development program. It provides data, information and selling tools to make a compelling case as to why the City of Corning can support new store and restaurant locations and expansions.

Community*ID* goes beyond a plan. It allows the City of Corning to be proactive and take the initiative rather than waiting and hoping something happens.

Methodology

The methodology used to develop your Community*ID* is the same methodology that Buxton uses with over 1,500 retail clients to select locations for stores and restaurants. Much of the methodology is proprietary and has been developed utilizing new technologically advanced systems.

This day-by-day working relationship that Buxton has with major retail clients gives you the assurance that your marketing materials will address the needs of location decision-makers. With Community*ID* you can effectively sell your community because you are providing the details required to make decisions.

There are four major steps involved in developing Community*ID*. At each step the City of Corning is involved in the process and can make input into the analysis. The four steps are:

Step One:	Defining Your Retail Trade Area
Step Two:	Retail Potential and Site Determination
Step Three	Identification of Retail Matches for Selected Site
Step Four:	Publishing of Retail Marketing Packages
Step Five:	SCOUT (Option 2)

All Community*ID* deliverables will be in both hard copy and in Buxton's SCOUT online marketing system which allows the City of Corning to print customized reports and presentations.

The following is an outline of the scope of work for this project. Buxton is pleased to propose its services and looks forward to identifying retail opportunities for the City of Corning.

OPTION 1

SCOPE OF SERVICES

The following four steps form the foundation of the services to be provided. After this proposal is signed by both parties, it becomes the agreement for the services and the deliverables that Buxton will provide.

STEP ONE – DEFINING YOUR RETAIL TRADE AREA

1. A drive-time trade area will be defined for the City of Corning distinct retail location. Buxton uses a custom drive-time analysis that will define each location's primary trade area according to the time it takes to drive to a given location. Drive time is recognized as more accurate in reflecting the consumers shopping patterns than trade rings. The resulting drive-time trade area will be a polygon because of factors such as road network configurations, speed limits, time of day, and natural barriers such as parks and lakes.

2. A draft of the City of Corning Trade Area map will be sent for review and comments before proceeding to the next step.

STEP TWO – RETAIL POTENTIAL AND SITE DETERMINATION

1. **One (1)** site is submitted by the City of Corning for analysis.

2. Factors considered in the analysis include, but are not limited to:

    a. Psychographic analysis of households
    b. Demand for retail goods and services
    c. Existing retail and retail trends in the trade area and surrounding region
    d. Site setting, situation, and configuration
    e. Growth plans and relevant developments
    f. Retail goals of the community

3. Retail site maps are sent for review and discussion.

OPTION 1- SCOPE OF SERVICES (continued)

STEP THREE – IDENTIFICATION OF RETAIL MATCHES FOR SELECTED SITE

Once the site for retail matching is determined, Buxton will compare the site's trade area with the established locations of individual retailers. This analysis results in a preliminary list of matched retailers. Only retailers with locations in trade areas similar to the City of Corning trade area will be identified as potential matches. Buxton then refines the preliminary match list on the basis of other retail location criteria to yield a final list from which up to **ten (10) retailers** can be selected by the City of Corning for the development of marketing packages. Buxton will provide the list of matched retailers to the City of Corning for review and discussion.

1. The City of Corning selected site trade area is compared with existing retail location trade areas of over 4,500 retail and restaurant profiles in Buxton's proprietary database.

2. A preliminary target list of matching retailers is identified.

3. Preliminary targets are subjected to additional analysis.

4. Recommended list of matching retailers is determined and sent to the City of Corning.

5. Buxton reviews the list with the City of Corning for approval of a final list of matching retailers for which marketing packages will be prepared.

The following four steps form the foundation of the services to be provided. After this proposal is signed by both parties, it becomes the agreement for the services and the deliverables that Buxton will provide.

OPTION 1- SCOPE OF SERVICES (continued)

STEP FOUR – PUBLISHING OF RETAIL MARKETING PACKAGES

Buxton will assemble two (2) individualized marketing packages for each targeted retailer. The marketing packages are intended for presentation to retailers as well as developers, potential franchisees, or other persons in a position to support the City of Corning's retail goals. Each marketing package is unique to the specific targeted retailer, providing compelling and precise information that demonstrates the City of Corning's qualifications as a location.

Each marketing package contains:

1. Map of the retail site and trade area
2. Map of retailer's potential customers
3. Retail match report that compares the site's trade area characteristics with the retailer's locations in similar trade areas
4. Demographic and psychographic analysis of the trade area
5. Explanation of Buxton's methodology

Additionally, the client will receive a reference binder that includes information provided in the retailer marketing packages.

The City of Corning will be provided with the names of the individual(s) in the retail company responsible for making location decisions

Buxton notifies each targeted retailer that the City of Corning has been identified as a potential viable location

RETAIL MARKETING STRATEGY

With the retail marketing packages, the City of Corning can immediately begin to market their community to the targeted retailer. Buxton will continue to be a resource and provide continued support for your marketing efforts. Your successes are our successes.

OPTION 1

FEE FOR SERVICES

The fee schedule for Community*ID* as described above in the Scope of Services is $55,000, payable as follows:

1. $27,500 with signed agreement
2. $13,750 due upon delivery of Retail Site Determination
3. $13,750 due upon delivery of final marketing packages

Direct travel costs will be charged for any pre-arranged, mutually agreed upon travel associated with this project. This does not include travel associated with the presentation or negotiation of this agreement.

For services specifically requested by the City of Corning and performed by Buxton outside the scope of this agreement, an hourly rate of $200 will apply.

For additional copies of a retailer marketing package or reference binder, a fee of $200 will apply.

OPTION 2

SCOPE OF SERVICES

The following five steps form the foundation of the services to be provided. After this proposal is signed by both parties, it becomes the agreement for the services and the deliverables that Buxton will provide.

STEP ONE – DEFINING YOUR RETAIL TRADE AREA

1. A drive-time trade area will be defined for each of the City of Corning's distinct retail locations. Buxton uses a custom drive-time analysis that will define each location's primary trade area according to the time it takes to drive to a given location. Drive time is recognized as more accurate in reflecting the consumers shopping patterns than trade rings. The resulting drive-time trade area will be a polygon because of factors such as road network configurations, speed limits, time of day, and natural barriers such as parks and lakes.

2. A draft of the City of Corning's Trade Area map will be sent for review and comments before proceeding to the next step.

STEP TWO – RETAIL POTENTIAL AND SITE DETERMINATION

Buxton's initial analysis of up to **three (3) distinct retail locations,** selected by the City of Corning, will yield a recommendation of the site best positioned for retail recruitment. With that recommendation, the City of Corning will make a final determination of the retail site to be selected for retail matching.

1. Up to **three (3)** sites are submitted by the City of Corning for analysis.

2. Factors considered in the analysis include, but are not limited to:

    a. Psychographic analysis of households
    b. Demand for retail goods and services
    c. Existing retail and retail trends in the trade area and surrounding region
    d. Site setting, situation, and configuration
    e. Growth plans and relevant developments
    f. Retail goals of the community

4. Buxton ranks the retail sites and makes recommendations based on the trade areas analysis.

5. Retail site maps are sent for review and discussion.

6. The City of Corning selects one of the sites for complete analysis. The City of Corning is not limited to Buxton's site recommendation.

OPTION 2- SCOPE OF SERVICES (continued)

STEP THREE – IDENTIFICATION OF RETAIL MATCHES FOR SELECTED SITE

Once the site for retail matching is determined, Buxton will compare the site's trade area with the established locations of individual retailers. This analysis results in a preliminary list of matched retailers. Only retailers with locations in trade areas similar to the City of Corning's trade area will be identified as potential matches. Buxton then refines the preliminary match list on the basis of other retail location criteria to yield a final list from which up to **twenty (20) retailers** can be selected by the City of Corning for the development of marketing packages. Buxton will provide the list of matched retailers to the City of Corning for review and discussion.

6. The City of Corning's selected site trade area is compared with existing retail location trade areas of over 4,500 retail and restaurant profiles in Buxton's proprietary database.

7. A preliminary target list of matching retailers is identified.

8. Preliminary targets are subjected to additional analysis.

9. Recommended list of matching retailers is determined and sent to the City of Corning.

10. Buxton reviews the list with the City of Corning for approval of a final list of matching retailers for which marketing packages will be prepared.

OPTION 2- SCOPE OF SERVICES (continued)

STEP FOUR – PUBLISHING OF RETAIL MARKETING PACKAGES

Buxton will assemble two (2) individualized marketing packages for each targeted retailer. The marketing packages are intended for presentation to retailers as well as developers, potential franchisees, or other persons in a position to support the City of Corning's retail goals. Each marketing package is unique to the specific targeted retailer, providing compelling and precise information that demonstrates the City of Corning's qualifications as a location.

Each marketing package contains:

2. Map of the retail site and trade area
6. Map of retailer's potential customers
7. Retail match report that compares the site's trade area characteristics with the retailer's locations in similar trade areas
8. Demographic and psychographic analysis of the trade area
9. Explanation of Buxton's methodology

Additionally, the client will receive a reference binder that includes information provided in the retailer marketing packages.

The City of Corning will be provided with the names of the individual(s) in the retail company responsible for making location decisions

Buxton notifies each targeted retailer that the City of Corning has been identified as a potential viable location

RETAIL MARKETING STRATEGY

With the retail marketing packages, the City of Corning can immediately begin to market their community to the targeted retailer. Buxton will continue to be a resource and provide continued support for your marketing efforts. Your successes are our successes.

OPTION 2- SCOPE OF SERVICES (continued)

STEP FIVE – SCOUT

SCOUT is an online marketing system that allows you to effectively use Community*ID* by enabling you to showcase your best retail site to achieve maximum results. You can access Community*ID* reports via SCOUT to reproduce maps, site-specific data and generate your own custom marketing presentations.

With SCOUT you are directly tied to City of Corning's password protected data, maintained and updated in Buxton's databanks. Using your computer you can tailor reports and presentations and immediately respond to questions or information requests from retailers or developers. SCOUT allows you to:

- Visualize and count the households that appeal to specific target retailers
- Manage all your retail specific data from maps to photos to zoning information in a central location
- Merge your community's marketing materials with CommunityID
- Select the information that best makes your case
- Store and retrieve information on retail buildings and sites
- Organize all relevant retail information in a central data center
- Present all of these electronically to recruit retailers and developers

OPTION 2

FEE FOR SERVICES

The Cost of CommunityID is $70,000; payable as follows:

1. $30,000 due upon execution of this agreement
2. $30,000 due upon determination by the client of the site and for retail matching
3. $10,000 due upon delivery of retail marketing packages

Hard copies of all CommunityID deliverables including marketing packages will be provided.

SCOUT will be delivered for one-year with this agreement and includes the following:

1. Waived – Monthly maintenance fee of $1,000 per month
2. Waived- Set Up fee of $3,000
3. Two Pursuit Packages at no cost

After the first year SCOUT will be available for a $1,000 per month maintenance fee that is not included in this agreement.

Direct travel costs will be charged for any pre-arranged, mutually agreed upon travel associated with the project. This does not include travel associated with the presentation or negotiation of this agreement.

For services specifically requested by the City of Corning and performed by Buxton outside the scope of this agreement, and hourly rate of $200 will apply.

Additional Research Services (post analysis)

Pursuit Packages (Match reports for additional specific retailers) $2,000

PROJECT REQUIREMENTS

In order to effectively start this project, the following are required to be furnished by the community:

PROJECT LIAISON

- The City of Corning will designate a project manager who will serve as Buxton's primary contact during the project.

COMMUNITY INFORMATION AND REPORTS

- City logo (vector file – request your ad agency and/or printer)
- Addresses and descriptive information for up to three (3) sites that will be evaluated
- Current traffic count data
- List of planned retail, either proposed or in development, in the community
- List of major, national, or regional retailers that have closed, left or moved from the community
- General community marketing materials, data, and economic reports

PROJECT LAUNCH

- A conference call with representatives of the City of Corning and the Buxton Project Team will officially launch the project. The project launch will occur when:
    1. An agreement is executed
    2. The initial payment is received, and
    3. The Community Information and Reports are received

TIMELINE

The following timeline is sequential and cumulative. It starts on the day of the project launch conference call.

Business Days	Client Responsibilities	Buxton Responsibilities
Start	Provide to Buxton all necessary community information.	
Day 1	Participate in the launch call.	Participate in the launch call.
Day 6		Trade Area Map ships.
Day 13	Approve Trade Area Map.	
Day 18		Retail Site Determination ships.
Day 25	Approve Retail Site Determination and submit selection of site for retail matching.	
Day 40		Retail Match List ships.
Day 50	Submit selections of all retail matches to be included in the Final Report and Retail Marketing Packages.	
Day 60		Final Report and Retail Marketing Packages ship.

By adhering to this timeline, the Community*ID* deliverables (Retail Match Reports) will be sent by Buxton before _____ and should arrive in the City of Corning before _____.

Any missed target dates can delay the final delivery date. If there are extenuating circumstances which prevent target dates from being met, a new timeline will be developed.

Delays of more than 45 days in timeline schedule by the community will result in an administrative fee of five percent (5%) of the contract price to be charged.

SIGNATURE PAGE

This agreement is between the City of Corning and Buxton (the "Parties") for the performance of services described in this proposal. The Parties agree that an independent contractor/employer relationship is created as a result of this agreement. Buxton will not be considered an agent or employee of the City of Corning for any purpose.

The term of this agreement is one (1) year. This agreement may be terminated by the City of Corning at any time upon written notice of thirty (30) days. If this agreement is terminated, Buxton will be paid for services performed up to the date the written notice is received.

This agreement shall be administered and interpreted under the laws of the State of Texas. In order to avoid paying State of Texas Sales and Use Tax, the City of Corning may be required to provide Buxton with a certificate indicating it is a non-profit corporation and not subject to Texas Sales and Use Tax.

Agreed and accepted this _____ day of _____, 2007.

Stephen J. Kimbrough
City Manager
City of Corning
794 Third St.
Corning, CA 96021
Phone: 530-824-7033

_____
(Signature)

David Glover
Chief Financial Officer
Buxton
2651 S. Polaris Drive
Fort Worth, TX 76137
Phone: 817-332-3681

_____
(Signature)

RESUMES

Amy Wetzel
Vice President
CommunityID Division
Western Region

Amy brings more than fifteen years of marketing, retail and business development experience to Buxton. As vice president of the western region, she works with communities throughout the region in their retail recruitment programs. Amy has spoken on the subject of retail development at events such as the Association of Washington Cities Conference, Urban Land Institute's Urban Marketplace summit, Missouri Municipal League Conference, and the National League of Cities National Congress of Cities.

Prior to joining Buxton, she served with the chamber of commerce of Colleyville, Tex., Baylor Health Care System and Andersen Consulting. Amy holds a B.A. degree in Communications from Baylor University in Waco, Texas.

Chris Briggs
Managing Senior Analyst
CommunityID Division

In the time Chris has been with Buxton, he has risen within the GIS department from intern to Managing Senior Analyst for the CommunityID division. Chris' responsibilities cover every aspect of CommunityID modeling from managing daily operations, dealing directly with clients, project management, analyst liaison, and sales support staff. He has also played an integral role in product development. Some of the public sector clients Chris has dealt with include San Jose, CA, San Diego, CA, Midtown, AL, and St. Paul, MN. Chris started in Buxton's retail division, CustomerID, before moving to the public sector, CommunityID, and it is his complete understanding of both sides of community retail recruitment that make him an expert.

THE BUXTON REPORT

Success Stories in Retail Recruitment

Case Study: Dinuba plugs retail leakage with Buxton's help

City leaders in Dinuba, Calif., were tired of the retail "leakage" plaguing their area. Year after year, they saw their 20,000 residents drive to nearby communities to shop and dine. In fact the shopping opportunities were so weak in the immediate area that Dinuba residents regularly trekked 30 minutes north to Fresno or south to Visalia.

Then Dinuba got its big break. The Wal-Mart Corporation was attempting to get permits to build a Super Wal-Mart in nearby Reedley. But residents of that community voted against the super retailer. Dinuba leaders saw their chance to secure much-needed retail to their community, and Wal-Mart opened its doors to a welcoming Dinuba in August 2005.

But Dinuba planners realized that one Wal-Mart is not sufficient to meet the retail needs of residents. So, the Chamber of Commerce contracted with Buxton to perform the popular and effective CommunityID assessment. Buxton assessed a particular site based on typical drive times and found that the Dinuba trade area encompassed not only the 20,000 city residents, but also another 65,000 residents within a short driving distance.

Armed with this accurate trade area information, Dinuba leaders set out to tell the retailing world the good news. They contacted retailers directly, and they attended the ICSC (International Council of Shopping Centers) annual trade show in Las Vegas, Nev.

The result is a lot of exposure for the community and several retail successes including an Applebee's, a Carl's Jr. and a Holiday Inn Express. "Retailers are starting to call us. We get two to three calls a week," says Dan Meinert, deputy city manager, City of Dinuba.

Dinuba didn't stop at CommunityID numbers. They commissioned an AutoID assessment from Buxton, and they have since landed a Ford Dealership. And, another big auto dealership may soon be locating to the city.

"We've been able to use Buxton's data to help us develop as a secondary retail market," Meinert says. "As a result, our sales tax revenue has gone up considerably."

CITY OF DINUBA
Together A Better Community
CALIFORNIA

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Buxton
Identifying Customers

CommunityID

THE BUXTON REPORT

Success Stories in Retail Recruitment

Case Study: Buxton Helps Brentwood Attract Developers

Sometimes retail development needs a jump start. Economic development professionals in Brentwood, Calif., knew that their city, located in the East San Francisco Bay area, was ready for upscale retail development. After all, residents of this 45,000-person community had to drive more than half an hour to another city to find a mall.

To help them determine the best sites for retail development, city leaders hired Buxton. An analysis of three potential locations proved informative. Although two of the sites showed stronger performance in some factors, the third has superior advantages that the other locations do not. First, it is situated off a new major highway. And second, the location has adequate land available for a large commercial development.

A couple of developers became interested in the site, and eventually one of them proceeded with the plan to build a 460,000-square-foot upscale lifestyle center. Named "The Streets of Brentwood," the development is designed to offer the best in national and regional shopping. To help the developer target the most-suitable retailers, the City of Brentwood contracted with Buxton.

Initial analysis determined that the center's trade area contained approximately 230,000 people. Based upon the psychographics and demographics of the area, Buxton pinpointed ideal tenants for the new development. The result? A year and a half before its scheduled opening, the first phase of The Streets of Brentwood is leased.

"Buxton supplied the necessary psychographic and demographic information, which we provided to the developer in order to help market the site to qualified tenants," says Courtland Holman, Project Manager of Economic Development, City of Brentwood. "Without the Buxton information, this would have been a much longer process."

The lifestyle center—which will house a multi-screen movie theater, restaurants and exclusive merchants—is just the beginning for Brentwood's upscale retail growth. Already, the city is working toward commercial development that will enhance Brentwood's appeal as a retail destination utilizing the analysis on all three locations. In addition, with the help of Buxton's AutoID product, Brentwood leaders have been in contact with automotive dealership decision-makers, who looked favorably upon the Buxton data. The announcement of a new dealership in Brentwood appears to be only a matter of time.

CITY OF BRENTWOOD

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CommunityID

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THE RESOURCE FOR STATES AND LOCALITIES

The Retail Chase

Cities will do almost anything to land the store of their dreams.

By Christopher Swope
April 2007

Next month, legions of retailers, developers, bankers and brokers will descend on Las Vegas for one of the biggest schmooze fests in the world. It's the International Council of Shopping Centers' spring convention, and to anyone who hasn't been there, the scene--literally a city under a roof--can be a bit overwhelming. Exhibitors set up booths as wide as office buildings, and the aisles are platted into a sprawling street grid. At the corner of "38th Avenue & Q Street," mobs swarm the Cold Stone Creamery booth for free ice cream; a "block" away, they get free pretzels from Auntie Anne's. But the real business happens behind closed doors, where the bigwigs of chain retail shake hands on hundreds of deals that decide where America will shop and eat for years to come.

Because the commercial stakes are so high, the ICSC conference isn't just an affair for the industry anymore. It's a big event for local government as well. Mayors, city council members, city managers and economic development officials have become regulars at this annual carnival of deal-making. Some 4,000 public-sector people are now members of ICSC, and they are one of the fastest-growing segments of the association. About 1,200 of them will be in Las Vegas May 20 to 23.

It's easy to see why they feel the need to come. One out of every three retail real estate deals are either conceived at this meeting or completed there. "If you're a retailer looking for 25 sites to expand to, the only place to do it under one roof is Las Vegas," says Catherine Timko, a Washington, D.C.-based retail consultant who has accompanied a few big-city mayors to ICSC.

Many of the public officials who go are people like Wayne Seybold, the mayor of Marion, Indiana, who first went in 2004 and, despite his initial shock at the scale of the event, has been back every year since. "We're a town of 33,000," Seybold says. "There were 40,000 people at this convention. So our first year we were like deer in the headlights. OK, we're here--what do we do now?"

Like everyone at ICSC's convention, Seybold was looking for deals. He wanted to attract more retailers to Marion so that his constituents could enjoy a wider variety of places to shop without having to drive an hour to Indianapolis or Fort Wayne. That first year in Vegas, Seybold went home empty-handed. But he learned a few things about the retail business and how to go about romancing the chains. For example, he figured out that big retail companies usually prefer working with favorite developers. That meant he was better off talking to the developers rather than simply chasing around after familiar brand-names. Seybold also learned how crucial data is to retailers--not the Census Bureau stats that every mayor knows by heart but detailed spending patterns of Marion residents mined from their credit card accounts.

Seybold's more recent outings to Las Vegas have been more productive. Now he goes with a group of local builders and a list of specific development sites he wants to discuss. Seybold also carries data compiled by a retail consultant showing that his small city actually anchors a respectable trade area of 250,000 people. "That really enabled us to change our marketing and our message," Seybold says. "We can take that information and say to retailers that this is the reality of what's going on in the city now. People are starved for certain types of retail."

It's taken a while, but Seybold's Vegas trips seem close to paying off. Two large mixed-use retail projects are in the works in Marion, one near a local university and another near Interstate 69. What's more, the town has its first Starbucks. That may not be a big deal in Seattle, but in Marion, 200 people showed up for the groundbreaking. "For a lot of people, going shopping or eating out has become their entertainment," Seybold says. "I keep hearing people say there's not a lot to do in this city. What they mean is that we don't have enough retail. If you don't have retail and restaurant choices, people look at that as the city not having such a great quality of life."

FADDISH BUSINESS

Not every community sends its mayor to ICSC or goes about recruiting retailers in quite the way Marion does. Yet more and more cities are chasing after chain stores and restaurants these days as an explicit economic development strategy. Some do it solely to boost sales-tax revenue. Increasingly, however, they talk the way Seybold does--about the less tangible "quality-of-life" issue.

For cities, suburbs and small towns alike, retail presence has become closely intertwined with self-image. As the sociologist Sharon Zukin once wrote, we are where we shop. That's more true than ever in a mobile country whose retail landscape is increasingly dominated by national brands. Mom-and-pop stores may provide local flavor, but chain stores are societal benchmarks. Mayors hear it from their constituents all the time: Why don't we have a Trader Joe's? Why don't we have a Bass Pro Shops? What are we, some kind of backwater?

When local officials get into the retail chase, however, what they quickly find is a curious business that doesn't follow the same rules that govern site selection in other industries. Most big corporations that governments recruit are interested in the quality of the local workforce. Chain retailers don't worry much about that. They don't need many highly educated employees. What they want to know is how many of their customers live nearby and how long it will take them to get to the store. Chains also want to locate near other stores that serve a similar clientele. Chico's, the women's clothing store, likes to be near Pottery Barn or Crate & Barrel. As Tim Angell, the head of economic development for Des Plaines, Illinois, says, if municipalities want to attract retailers, then "they have to think like a shopping center developer."

Retail is also a notoriously faddish business. Strangely, that's another reason why some older localities have become more visible players in recent years. Enclosed regional malls built in the suburbs are no longer much of a growth industry. In fact, many of them are dying--wounded fatally by consolidation of department store chains.

What's hot now is the "lifestyle center"--an open-air mall, essentially, in which street-level shopping is mixed with housing, restaurants and public gathering spaces. And developers typically can't pull off these complex, mixed-use projects without some help from city hall on zoning, land assembly and parking. So there's more reason than ever for local governments to gravitate toward ICSC and the deals that emerge from the massive annual meeting.

Meanwhile, the attitude of retailers toward central cities has changed. Now that they've tapped out all the easy development sites in the suburbs, many of the big companies desperately want to penetrate urban markets. Even the big boxes have shown a willingness to tinker with their cookie-cutter store designs, to fit tight urban sites in ways that would have been unthinkable five years ago.

Home Depot recently opened a store in the middle of Manhattan. It's pedestrian oriented--there's no parking--and located in a historic building. Target is experimenting with two-story formats in Southern California. According to Robert Gibbs, a retail consultant based in Birmingham, Michigan, only two things are holding back urban retail now: the cumbersome permit process in many cities and a bias against chain stores that a growing number of cities are writing into law in the form of anti-big-box ordinances. "Cities have a supply problem, not a demand problem," Gibbs says. "There's a new willingness among retailers to flex their models, but cities for the most part aren't doing their part."

Much of the change in the retail market is happening not just within cities but in the middle of downtown. All over the country, young professionals and empty nesters--people with disposable income to spare--are moving into new lofts and high-rise condos. Those new residents have to shop somewhere. In downtown Minneapolis, now home to 30,000 people, three grocery stores are coming, and not one of them requested government subsidies. "For years, all the cities in the Midwest wanted to have a Michigan Avenue," says Minneapolis Mayor R.T. Rybak, referring to Chicago's famous high-end shopping street. "Michigan Avenue is spectacular, but we're not all going to have a Michigan Avenue." What's evolving downtown now, in Rybak's view, is a hybrid retail model where destination shoppers can still buy $200 shoes, but where the people living upstairs can find a dry cleaner. "Focus on the housing first," Rybak says, "and the retail will follow."

WEBCAST WARNINGS

At the end of February, nearly 100 local government officials from around the country participated in an online webcast, called "Winning at ICSC," advising them on how to get the most out of their visit to the conference. Some of what they heard wasn't especially reassuring. Valerie Richardson, vice president of real estate for the **Container Store,** warned the group that if they hadn't already made their appointments with the top retailers, it might be too late--three months before the conference even started. "We have

folks calling now," Richardson said. "Our schedules do book up very quickly." What's more, the officials were told, it might be a waste of time to show up unless they could bring with them a roster of developable sites on which they were ready to make deals. In the absence of such a list, developers often refuse even to talk.

The webcast had a cautionary tone all the way through. David Miller, the city manager of Forest Hill, Texas, told first-timers that it could take three years at ICSC just to make sense out of the chaos of the convention hall. "You'll spend a lot of time learning the layout and how it works," he said. "The second year you'll be more productive because you'll know how to deal with the intensity of the conference itself. By the third year, you're a seasoned pro."

"Winning at ICSC" was presented by The Buxton Co., a retail site selection consultant. There is, in fact, a whole cottage industry of consultants whose main line of work is helping retailers vet expansion sites but who have recently found a lucrative public-sector business on the other side of that equation. Companies such as Buxton, Claritas, ESRI and MapInfo use sophisticated data mining and mapping tools to help cities pinpoint customers and hone their pitch to retailers.

Buxton, for example, goes beyond demographics by drilling down into consumers' credit card accounts and magazine subscriptions. In the industry, this kind of data is called "psychographics." As Buxton vice president Joseph Fackel explains, "you and I could be the same age, both white males, educated and making the same amount of money. But you may be into traveling, collecting wine and subscribe to Gourmet magazine. Well, maybe I like to hunt and fish, I drive a pickup, I wear boots and I subscribe to Guns & Ammo. Bass Pro doesn't need you, but they need me." By running this kind of analysis, Fackel believes he can help cities determine what sorts of retailers their markets can support--and tell them which companies they shouldn't even bother chasing.

According to Seybold, this kind of data has helped Marion make sense of its retail market. "They're pinpointing customers as opposed to drawing circles," the mayor says. "We were traditional: Here's a point, and here's a 15-mile circle around it, a 20-mile circle, and a 30-mile circle. They came in and said the way we do it today is with drive times--10 minutes, 15 minutes, half an hour. Where we are in rural Indiana, there's not a lot of stoplights, so our market became a lot bigger."

Not everyone thinks the consultants are worth the money--Buxton's services cost $70,000, and some of the psychographic data is available more cheaply from other sources. Likewise, not everyone is convinced that jetting off to Vegas is what every mayor or economic development director needs to do. "Vegas has taken on a life of its own," says James Kaplan, a suburban Chicago shopping center developer. "But the developer that's going to work in your small town is the guy who's already within 25 miles of you. You're not going to go to Vegas and find someone from New York to go to your town of 15,000 people."

"I roll my eyes when I hear about another city running a team out to ICSC," says Brad Segal, a Denver consultant who helps cities plan for revitalizing their downtowns. Segal believes that the best retail strategy is not, per se, a retail strategy. He says smart businesses these days are looking for urban amenities that draw people for reasons other than shopping. "To me, a successful downtown is a multidimensional environment that includes housing, office workers, arts, culture and entertainment. And it includes retail. Retail is a means, not an end. Still, some old ways of thinking on retail leads us to the ICSC convention and trying to recruit the trophy."

CORRIDOR STRATEGY

Whether or not cities send delegations to Las Vegas for three days in May, recruiting retail is becoming a more time-consuming job. In Louisville, it consumes eight full-time jobs. A few years ago, Mayor Jerry Abramson began noticing how shabby some of Louisville's retail corridors were looking, especially where stores such as K-Mart had pulled out and left behind empty big-box buildings. So the mayor set up an economic development program focused entirely on retail attraction and growth. A few cities, such as Chicago and Philadelphia, have similar offices, but Louisville's effort is notably aggressive.

The "Corridors of Opportunity in Louisville" office is headed by John Fischer and consists of four economic development officers working for him. Each has responsibility for one quadrant of the city, and all share responsibility for promoting retail and restaurants downtown. Two staffers help with administration and one, a geographic information systems expert, runs psychographic analyses that Fischer's team can take to retailers and show where pockets of underserved customers are. At the end of February, Fischer was busy trying to convince Kohl's that the discount department store would do well in a location recently vacated by Dillard's.

Fischer's office leans on city departments and utility companies to expedite permits and hookups, and brokers relationships between retailers, developers and landlords. The office has worked on over 200 deals. An early one involved the

Bashford Manor Mall, an enclosed shopping center that was losing tenants, looking ragged and attracting criminals. The local neighborhood association wanted something done about those problems. So Fischer contacted the mall's owners in Illinois and talked about finding a new direction for the site. The city offered a low-interest loan to help demolish the old mall and helped recruit a WalMart Super Center and a Lowe's.

HOME GROWN

Louisville's model also pays attention to local mom-and-pop retailers. The thinking is that most successful chains started out as a single successful store--the first Starbucks in Seattle, for example. Abramson routinely approaches local businesses that are doing well in one location and asks the owners if they might be willing to open a second, third or fourth. That's how Wick's Pizza, a well-known establishment on Louisville's east side, expanded into a strip center on the other side of town. "Those are easy," Abramson says. "We go to the local businessmen and women who already have the cleaners or the shoe-repair shop, and we show them a strip center where they can get low rent and we help them out with a low-interest loan. We're not asking for gifts or charity. We're telling them we've run the numbers, and the neighborhood is willing to support the cleaners or the shoe-repair shop or the bookstore or the coffee shop. And we've done every one of those."

Abramson and Fischer take pride in Louisville's effort to generate a home-grown retail expansion. On the other hand, they see a combination of mom-and-pops and big national chains as the healthiest retail mix. Fischer, an ICSC veteran who knows the convention's quirky rules, is headed to Las Vegas next month--he's been lining up his appointments with developers and retailers for weeks. And for the first time this year, Abramson expects to join him. There may be hot deals available; there might not. Either way, they figure the mere possibility of rubbing shoulders with the right developer or retailer is too much to miss. As Fischer says, "The basis of everything we do is relationships."