

STAFF REPORT

DATE: April 14, 2021

TO: Planning Commission

FROM: Sherri Metzker, Principal Planner
Inder Khalsa, City Attorney
Ike Njoku, Planner & Historical Resources Manager

SUBJECT: Bretton Woods Davis-Connected Buyers Program Informational Update

Recommendation.

Staff recommends that the Planning Commission receive the applicant's Davis-Connected Buyers Program and take no action.

This is an informational item. The Development Agreement (DA) does not require the Planning Commission to act on the Davis-Connected Buyers Program. The applicant is making this information available to the Planning Commission to keep a commitment he made during deliberations by the Commission on their now withdrawn application to modify the Bretton Woods Development Agreement (DA) relative to Davis-Connected Buyers Program.

Davis-Connected Buyers Program.

During the Planning Commission deliberations in 2019 regarding the former proposal to amend the DA regarding the Davis-Connected Buyers Program, and later in 2020 during deliberations on the small lots subdivision map, the applicant assured the Commission that they would share the details of the Davis-Connected Buyers Program once it was completed. The applicant has since completed preparation of the Davis Connected Buyer Program and is sharing it with the Commission for informational purposes.

The DA does not require the Planning Commission to act on the Davis-Connected Buyers Program. The DA requires the following of the applicant relative to the Davis-Connected Buyers Program (see the Davis-Connected Buyers Program excerpts from the DA below):

- A. *Develop and implement appropriate local-connection requirements and verification procedures for such a program that are consistent with all applicable Federal and State fair housing requirements, including but not limited to the Federal Fair Housing Act (42 U.S.C. §3604), the California Fair Employment and Housing Act (Gov't Code §12900 et seq.) and the California Unruh Act (Civil Code §51 et seq.) (the "Fair Housing Requirements"), and provide City with a copy of such verification procedures; and*
- B. *Indemnify, protect, and hold City harmless from any and all claims arising out of Developer's failure to comply with applicable legal requirements as set forth in or related to the Fair Housing Requirements in accordance with the indemnity provisions set forth in Section 500 of this Agreement. The provisions of this Section 201(8) shall survive the expiration or earlier termination of this Agreement.*

Again, the DA requires no action by the Planning Commission.

The indemnification document is also provided and attached to this report as informational.

(8) Davis-Based Buyers Program. Developer has elected to restrict ninety percent (90%) of the residential units within the Project, excluding the affordable housing and the specialized senior care, to initial purchasers with a preexisting connection to the City of Davis, and desires to sell or hold said percentage of market-rate residential units available for sale to households that include a local resident, defined as a person residing within the City or the Davis Joint Unified School District boundary, family of a local resident, a Davis employee, a Davis grade-school student, or an individual that attended Davis schools. Prior to issuance of any building permit, Developer and its successors and assigns shall (a) develop and implement appropriate local-connection requirements and verification procedures for such a program that are consistent with all applicable Federal and State fair housing requirements, including but not limited to the Federal Fair Housing Act (42 U.S.C. §3604), the California Fair Employment and Housing Act (Gov't Code §12900 *et seq.*) and the California Unruh Act (Civil Code §51 *et seq.*) (the "Fair Housing Requirements"), and provide City with a copy of such verification procedures, and (b) indemnify, protect, and hold City harmless from any and all claims arising out of Developer's failure to comply with applicable legal requirements as set forth in or related to the Fair Housing Requirements in accordance with the indemnity provisions set forth in Section 500 of this Agreement. The provisions of this Section 201(8) shall survive the

Conclusion.

The Planning Commission is being asked to receive the applicant's Davis-Connected Buyers Program as an informational item, and to take no actions.

Attachments

1. Applicant's Cover Letter & Davis-Connected Buyers Program
2. Indemnification and Hold Harmless Agreement



March 25, 2021

Sherri Metzker
Community Development & Sustainability Dept.
City of Davis, City Hall
23 Russell Boulevard
Davis, CA 95616

Re: Davis-Connected Buyers Program

Dear Chair Essex and Planning Commissioners:

Bretton Woods (formerly the West Davis Active Adult Community) has been before your Commission numerous times over the course of the last four years. Throughout 2020 and now in 2021 we have sought your approval of a series of maps, through which we are subdividing the project site in anticipation of commencing construction this calendar year. Behind the scenes we have also been working diligently to fulfill numerous mitigation measures and project commitments.

One commitment that we have been working to complete is the Davis Connected Buyers Program. As you are aware, the Development Agreement (“DA”) requires us to create a program aimed at ensuring that Bretton Woods serves the City’s internal need for housing by building homes for people with an existing connection to Davis. The DA further states that we are to include within the program a set of verification procedures, provide a copy of the program and verification procedures to the City, and indemnify the City in recognition that the program is not being required by the City but is created and implemented by Bretton Woods, LLC.

In September of last year, I committed to your Commission that we would not seek to amend the DA to remove the Davis Connected Buyers Program. Furthermore, I committed that, when completed, I would bring the program to the Planning Commission for your review. As such, I am submitting the attached Davis Connected Buyers Program for your consideration and we look forward to presenting it to your Commission at an upcoming meeting.

Sincerely,

J. David Taormino



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**DAVIS-CONNECTED
BUYERS PROGRAM**

January 29, 2021



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DAVIS-CONNECTED BUYERS PROGRAM OVERVIEW

BACKGROUND

In 2017, as the application for the West Davis Active Adult Community (now Bretton Woods) was being contemplated by the City and the public, the concept of the Davis Connected Buyers Program was introduced. The intent was very simple: to formulate a program that would result in current Davisites moving to Bretton Woods thereby allowing the community retain its important senior population while simultaneously opening up their existing, larger, single-family homes to a new generation.

As the Davis-Connected Buyers concept was vetted, discussed and debated throughout 2017 and 2018, the Applicant received considerable public support for the idea. It became clear that Davis citizens were not interested in approving a peripheral residential neighborhood that would only serve the housing needs of people coming to Davis from afar. Rather, due to a very limited supply of available local housing, citizens supported a development that would help to satisfy the existing and considerable internal demand. Incidentally, this community sentiment is also consistent with the provisions of Davis Municipal Code, Chapter 41 “Citizens’ Right to Vote on Future Use of Open Space and Agricultural Lands” (hereafter Measure R), a slow-growth policy which the electorate has resoundingly approved three times. Measure R permits peripheral growth only when necessary to ensure “an adequate housing supply to meet internal city needs.” As a result of the City’s voter-approved growth policy and the community feedback received during the outreach process, the Applicant committed in the project’s Development Agreement to formulate a program that would achieve a goal of selling homes to buyers with an existing connection to Davis and to do so in a manner that is inclusive, nondiscriminatory, and consistent with Federal and State fair housing laws.

THE PROGRAM - ADVERTISING BRETTON WOODS TO ONLY THE DAVIS MARKET

Consistent with its commitment, Bretton Woods intends to sell homes to individuals and families with an existing Davis connection. The identified target buyers are current residents of Davis and those living within the Davis Unified School District, former residents, close family of current residents, those employed in Davis, and current or former attendees of Davis schools, including UC Davis.

Pursuant to the terms of the Development Agreement, a marketing program has been formulated to inform and attract primarily Davis-connected buyers to Bretton Woods. The program is a three-tier plan which initially limits marketing of the project to Davis publications. The program then progressively expands to include UC Davis alumni publications, Yolo County publications, local digital marketing and community outreach, and finally, publications within the broader Sacramento region. Based upon statistical analysis and current successes, the Applicant is confident that this strategic marketing program will achieve the desired outcome of attracting buyers with an existing connection to Davis to Bretton Woods.

To ascertain the local connection of each buyer, would-be purchasers will be asked to fill-out a form identifying their specific Davis-connection prior to close of sale. The identified connection will be verified by the sales agent through address confirmation and, if needed, a series of follow-up questions related to each distinct response. These verification forms will be used to monitor overall program success.



DAVIS-CONNECTED BUYERS PROGRAM OVERVIEW

WELCOMING A DIVERSITY OF BUYERS - COMPLIANCE WITH FAIR HOUSING LAWS

The Davis-Connected Buyers' Program has always been committed to serving the housing needs of Davis without discriminating or violating Federal and State fair housing laws; this commitment has been and remains critically important to the Applicant. Beyond intent, a vital component of complying with fair housing laws is to ensure that any program will not result in a disparate impact on any member of a "protected class". To address this concern, the marketing program targets several buyer pools that are equivalent to, or more diverse than, the City of Davis' demographics such as the DJUSD area and UC Davis alumni. The data indicates that, by including these buyer pools within the sphere of targeted buyers, the program will not result in a disparate impact to any protected class.

Although the Applicant is confident that the program will result in a diverse population who qualify as "Davis-connected" buyers, the Applicant is mindful of historical practices that resulted in certain groups being excluded from housing in Davis and in communities throughout the United States. To guarantee that the Davis-Connected Buyers Program does not perpetuate the discriminatory practices of the past, any member of a protected class is not required to demonstrate a Davis connection when purchasing a home in Bretton Woods, though they may identify a Davis connection if so desired. To be clear, anyone identifying with a race, color, national origin, religion, gender, disability, familial status, marital status, sexual orientation, or gender identity that is protected by State or Federal Fair Housing laws will not need to complete the form identifying their connection to Davis. It is our sincere hope that this exemption will prevent any unintended disparate effects. Additionally, the Davis-Connected Buyers Program will take the proactive step of advertising Bretton Woods in local, foreign language and LGBTQ publications.



PROGRAM PRINCIPLES

1. Focus on attracting Davis's existing age-qualified homeowners to Bretton Woods, thereby retaining our valued, aging citizenry.
2. Open up Davis's inventory of larger, single-family designed homes for purchase by a new generation in order to better utilize the existing housing inventory and support the attendance levels of Davis schools.
3. Comply with the goal of Measure J/R to have development proposals serve the internal needs of the City and maintain the integrity of the voter approval process.
4. Meet the 2018 election and campaign representations for a Davis Connected Buyers Program that attracts buyers with a preexisting Davis connection (Campaign Materials, pp.11-12).
5. Implement policies and processes that achieve the aforementioned objectives, but do so in a manner that will not intentionally or unintentionally prevent the sale, directly or indirectly, of housing or otherwise result in housing being unavailable or restricted because of race, color, national origin, religion, gender, disability, familial status, marital status, sexual orientation, or any arbitrary basis. Furthermore, do so in a manner that will not perpetuate discrimination within the City of Davis that resulted from a history of racially discriminatory covenants or informal redlining within the City.
6. Comply with all applicable Federal and State fair housing requirements, including but not limited to the Federal Fair Housing Act (42 U.S.C S3604), the California Fair Employment and Housing Act (Gov't Code S12900 et. Seq.) and the California Uhruh Act (Civil Code S51 et. Seq.) (the "Fair Housing Requirements").



DEVELOPER'S OBLIGATION:
ARTICLE 2, SECTION B, PARAGRAPH 8 OF THE DEVELOPMENT AGREEMENT
DATED: JUNE 2018

During the project review process, the Developer stated its desire to build Bretton Woods for the benefit of people with an existing local connection to Davis. The idea was born out of the language in Measure J/R which states that the electorate should consider growth along the periphery of the City that is needed to assure “an adequate housing supply to meet internal city needs.”

At its simplest, per Measure J/R, Davis places a high value on the agricultural lands surrounding the City. To protect its agricultural resources, new growth areas should be permitted only to accommodate demand for housing that originates from within Davis. Peripheral development should not be allowed merely to expand the City and solicit buyers from outside of the broader geographic area. To codify this concept and the Developer's intent to comply with that policy, the Development Agreement includes the following language:

DAVIS-BASED BUYERS PROGRAM

Developer has elected to restrict ninety percent (90%) of the residential units within the Project, excluding the affordable housing and the specialized senior care, to initial purchasers with a preexisting connection to the City of Davis, and desires to sell or hold said percentage of market-rate residential units available for sale to households that include a local resident, defined as a person residing within the City or the Davis Joint Unified School District boundary, family of a local resident, a Davis employee, a Davis grade-school student, or an individual that attended Davis schools.

Prior to issuance of any building permit, Developer and its successors and assigns shall

- (a) develop and implement appropriate local-connection requirements and verification procedures for such a program that are consistent with all applicable Federal and State fair housing requirements, including but not limited to the Federal Fair Housing Act (42 U.S.C. §3604), the California Fair Employment and Housing Act (Gov't Code §12900 et seq.) and the California Uruh Act (Civil Code §51 et seq.) (the “Fair Housing Requirements”), and provide City with a copy of such verification procedures, and
- (b) indemnify, protect, and hold City harmless from any and all claims arising out of Developer's failure to comply with applicable legal requirements as set forth in or related to the Fair Housing Requirements in accordance with the indemnity provisions set forth in Section 500 of this Agreement. The provisions of this Section 201(8) shall survive the expiration or earlier termination of this Agreement.



MARKETING PLAN

To accomplish the program objective Bretton Woods LLC will implement a three-stage marketing strategy beginning with the most local media and marketing activities to reach age-qualified Davis homeowners. The marketing program then gradually expands its reach to a broader Davis-Connected audience. No advertising of Bretton Woods will occur in publications serving the San Francisco Bay Area or beyond the greater Davis region. Homebuilders in Bretton Woods will abide by this marketing plan.

PROJECTED TIMELINE¹

STAGE ONE:

March 2021 through March 2023.

Stage One ends approximately 6 months after model homes are completed and available to potential buyers.

STAGE TWO:

Beginning March 2023 through May 2024.

STAGE THREE:

Beginning May 2024 through completion of construction.

¹Start and end dates are assumptions based upon current project demand and projected builder timelines. These ranges are subject to change.



Approx. 24 Months

STAGE ONE

Years 2021 - 2023

PROJECTED TIMELINE: March 2021 through March 2023. Stage One ends approximately 6 months after model homes are completed and available to potential buyers.

AUDIENCE: Focus outreach on Current Davis Age-Qualified (55+) Homeowners.

Approximately 5,000 households; approximately 25% of single-family homes in Davis.

Also, all current Davis Homeowners; who have mothers, fathers and close relatives in the age-qualified group. **Approximately 12,000 additional current Davis homeowners.**

MEDIA STRATEGY FOR STAGE ONE:

Print Advertising:

- Davis Enterprise, Yolo Magazine, and other Davis-centric publications.

Digital Advertising: Facebook

- Place Facebook ads focused on Current Davis Age-Qualified Homeowners.

Connectors: Local Davis Realtor Outreach

- Provide a Realtor specific brochure package to assist Realtors in presenting Bretton Woods to their Current Davis Age-Qualified Homeowner clients.
- Brochure package to be provided in both English and Spanish to ensure utilization of Realtors with diverse clients.

Digital Advertising: Email

- Email updates sent to the Bretton Woods database of subscribers.

Direct Mail: Brochures

- Mail or hand-deliver brochures to Current Davis Age-Qualified Homeowners. Approximately 4,500 households.
- Brochures to be offered in multiple languages.

Direct Mail: Postcards

- Occasional postcards offering to Current Davis Age-Qualified Homeowners. Approximately 4,500 households.

Connectors: Move Me and My Friends (& Neighbors too!) Program

- Outreach focused on Current Davis Age-Qualified Homeowners who want a right-sized home and still maintain lifelong relationships by staying close to their neighbors. The Program will be promoted to encourage committed buyers to invite their friends and neighbors to join them in Bretton Woods.

We reserve the right to make adjustments based on changing market conditions and advertising opportunities.



Approx. 13 Months
STAGE TWO
Years 2023 - 2024

PROJECTED TIMELINE: March 2023, approx. 6 months after models are completed, through April 2024 which is approx. the start of phase 2 home construction.

AUDIENCE: Davis-Connected buyers who currently reside outside of Davis: UC Davis Alumni; Former / Retired UC Davis Staff and Faculty; Former / Retired Davis Unified School District Students, Staff and Faculty.

MEDIA STRATEGY FOR STAGE TWO:

Print Advertising:

- Davis Enterprise, Yolo Magazine, and other Davis-centric publications; Outword Magazine; d'primeramano Magazine; Latino Times

Digital Advertising: Facebook

- Place Facebook ads to an expanded audience targeted to the geography: Yolo County and people interested in Aggie Athletics, UC Davis, Davis Unified School District.

Digital Advertising: Email

- Email campaigns to Davis homeowners with a firm connection to the City and as a result have parents who want to move closer.

Direct Mail: Postcards

- Mail an expanded postcard offering to a broader, targeted list of Davis-connected buyers.

Digital Advertising: Ad Words / Online Banner Ads

- Search engine ads targeted to a broader, targeted list of Davis-connected buyers.
- Online banner ads which coordinate with print publications - Outward Magazine; d'primeramano Magazine; Latino Times

Connectors: UC Davis Aggie Media

- Prepare and implement advertising including UC Davis Magazine Ad; UC Davis Aggie Alumni Newsletter Ad; Direct Mail to Alumni; Dedicated Emails to Alumni, Supporters and Staff of Aggie Athletics; Banner Ads in Alumni Network Emails; Digital Retargeting using First-Party Data from www.ucdavisaggies.com; UCD Athletics Social Media Ads; Football and Basketball Radio, TV, Print (2022 Football Season).

We reserve the right to make adjustments based on changing market conditions and advertising opportunities.



STAGE THREE

Commences in 2024

PROJECTED TIMELINE: April 2024, approx. start of phase 2 through final sale.

AUDIENCE: Davis-connected buyers in the MLS Sacramento region.

ADDITIONAL MEDIA STRATEGY FOR STAGE THREE:

Print Advertising:

- Davis Enterprise, Yolo Magazine, and other Davis-centric publications; Outword Magazine; d'primeramano Magazine; Latino Times
- Consider occasional ads in Sacramento area publications, such as Sacramento Bee, Sacramento Business Journal, and Sacramento Magazine.

Digital Advertising: Online Banner Ads

- Online banner ads which coordinate with print publications - Outward Magazine; d'primeramano Magazine; Latino Times

Digital Advertising: New Home Marketing Online

- Place community and property listings in highly searched new home directories, including NewHomeSource.com, Realtor.com, Zillow.com, and Sacramento Regional MLS.

We reserve the right to make adjustments based on changing market conditions and advertising opportunities.



DAVIS CONNECTION FORM

In an effort to fulfill local growth policies, Bretton Woods, LLC has implemented a program aimed at attracting homebuyers with a pre-existing connection to Davis. To verify and track the success of this program, Bretton Woods, LLC is requesting that all intended buyers fill out the following form indicating your current connection to Davis. Please note, survey participation is encouraged but not mandatory. Anyone who elects to withhold this information has the right to do so, in particular, anyone who is a member of a protected class need not participate but is welcome to do so.

Buyer's Name(s): _____

Current Address: _____

E-Mail Address: _____ Cell phone: _____

Home/Lot Number Purchased: _____

Street Address: _____

BUYER'S CONNECTION TO DAVIS:

CHECK
APPLICABLE BOXES

Current or Former City of Davis Resident, or living within DJUSD Boundary* ☐

Mother/Father/Grandmother/Grandfather or Child of Current or Former Davis Resident* ☐

Current Employee of UC Davis, City of Davis, DJUSD, Davis-Based Business ☐

Incoming Employee of UC Davis, City of Davis, DJUSD, Davis-Based Business ☐

Retired or Former Employee of UC Davis, City of Davis, DJUSD, Davis-Based Business ☐

Graduated or Attended UC Davis, Davis Elementary or Secondary Schools ☐

Exempt Protected Class ☐

Decline to State ☐

No Previous Davis Connection ☐

Buyer's Signature _____ Date: _____

Buyer's Signature _____ Date: _____

*DJUSD boundary includes El Macero, Willowbank, North Davis Meadows, for exact boundaries see <http://apps.schoolsitetlocator.com/?districtCode=92907#>

12.10.20



VERIFICATION PROCEDURES

The Bretton Woods, LLC Development Team is responsible for the collection and verification of all buyers' connections to Davis. The initial buyers of each lot or home are requested to complete the attached questionnaire indicating their Davis connection and submit the questionnaire to the title company designated for processing of the Bretton Woods' sales. The Bretton Woods, LLC Development Team shall be responsible for accumulating the buyers' questionnaires and summarizing the results showing the percentage level of Davis Connected Buyers as well as actual numbers of responses.

Each response provided will be verified by Bretton Woods, LLC. For those respondents indicating that they live within the DJUSD, address verification will be conducted. For the remainder of potential connections, informal, conversational verification will be utilized first with answers recorded. If a family connection is indicated, team members will seek to ascertain name and address of family. If alumni of a Davis school is marked, the year of graduation will be sought. If a buyer is identified as a Davis employee, the name of employer will be requested. In all cases, best efforts will be utilized to verify the reported connection, but there will also be a degree of trust. Anyone who selects "decline to state" will have their privacy respected.

The Bretton Woods, LLC Development Team shall maintain an ongoing record of each questionnaire received until completion of home construction and the sale of the last lot/home in the neighborhood. Any and all personal identifiers included in the verification form will be kept confidential and not released to the public to protect the privacy rights of the individual.

Once each calendar year the Bretton Woods, LLC Development Team will compile a summary of the buyers' questionnaires for the previous calendar year. Additionally, Bretton Woods, LLC will post the responses on the community website and inform the City of the status of the Davis Connected Buyers Program.

Designed for Davis-Based Families



- **RIGHT-SIZED HOME** homes, cottages, bungalows and condominiums for seniors and active adults.
- **90% OF SALES LIMITED TO DAVIS-BASED BUYERS** including residents, their families (parents, children or grandparents), current or retired UCDavis faculty /staff, and employees of the city, schools and businesses.

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Learn more: westdavisactive.com

Paid for by Yes on L Committee - Davis - 1408158 07.31.18

Designed for Davis-Based Families

West Davis Active Adult Community is truly **“Davis Caring for Seniors,”** with a progressive approach to new housing in Davis. In direct alignment with Measure R, our newly built homes will help provide **“an adequate supply of housing to meet the internal needs of the City of Davis”** by focusing on Davis-based buyers. (Measure R purpose clause)



THE DAVIS-BASED BUYERS PROGRAM

ADDRESSING INTERNAL HOUSING NEEDS OF THE CITY

QUALIFYING BUYER CLASSIFICATIONS:

Active Adult and Senior Homes (80% of total)

- A. Current Davis resident.
- B. Mother / father / grandmother / grandfather or children of current Davis resident.
- C. Current or retired employee of: UC Davis, City of Davis, Davis Joint Unified School District, Davis based business.
- D. Close relative of current Davis resident.
- E. Graduate of: UC Davis, Davis elementary or secondary schools.
- F. Maximum 10% of buyers can be unrelated to Davis.

Unrestricted Age Homes (20% of total)

- A. Current Davis resident or a child of a current Davis resident.
- B. Mother / father / grandmother / grandfather or children of current Davis resident.
- C. Caregiver to an active adult or senior living in West Davis Active Adult Community.
- D. Incoming employee of Davis based business / UC Davis.
- E. Current or retired employee of: UC Davis, City of Davis, Davis Joint Unified School District, Davis based business.
- F. Graduate of UC Davis or Davis Joint Unified School District.
- G. Close relative of current Davis resident.
- H. Maximum 10% of buyers can be unrelated to Davis.

Paid for by Yes on L Committee - Davis - 1408158 07.31.18



INDEMNIFICATION AND HOLD HARMLESS AGREEMENT

February 9, 2021

City of Davis
Mayor and City Council
23 Russell Boulevard
Davis, CA 95616

RE: Indemnification for Bretton Woods' Davis-Connected Buyers Program

In consideration for the City's determination that the Davis-Connected Buyers Program ("DCBP"), as submitted on February 9, 2021, fulfills its obligation under section 201(8) of the Development Agreement and the subsequent issuance of building permits, Bretton Woods, LLC ("Developer"), hereby agrees to protect, defend, indemnify, and hold the City of Davis, its officers, representatives, managers and employees ("Indemnitees") harmless against any and all claims, demands, awards, suits, judgment, liabilities, losses or damages arising out of or related to Developer's implementation of the DCBP or Developer's failure to comply with State or Federal fair housing requirements.

Developer's obligations pursuant to this indemnification apply to the maximum extent allowed by law and include defending the Indemnitees as set forth in California Civil Code sections 2778 and 2782.8. These obligations apply regardless of the existence or amount of insurance the Developer carries.

This indemnification is offered in accordance with and in addition to the hold harmless provisions set forth in section 500 of the Development Agreement. The obligation should not be construed to negate, waive or otherwise reduce any other right or obligation of indemnity that may exist in favor of the City of Davis.

Sincerely,

J. David Taormino
Bretton Woods, LLC