



# San Mateo County Harbor District

## Board of Harbor Commissioners

Pietro Parravano, President  
James Tucker, Vice President  
Leo Padreddi, Treasurer  
Robert Bernardo, Secretary  
Sally Campbell, Commissioner

Peter Grenell, General Manager

NWB  
FORWARD TO MARY

May 2, 2011

Barry Nagel  
City Manager  
City of South San Francisco  
400 Grand Ave.  
South San Francisco, CA 94080

**Re: Invoice for District Costs pursuant to Section 9 of Agreement between and among the City of South San Francisco, the Redevelopment Agency of the City of South San Francisco, and the San Mateo County Harbor District**

Dear City Manager Nagel,



This letter constitutes an invoice for reimbursement of District costs as documented in the attached invoices from Richards, Watson & Gershon (RW&G) totaling \$31,173.17. All of this work was carried out by Jim Karpiak of RW&G for the District for successive tasks essential to and resulting in the successful negotiation, production, and execution of said Agreement.

Please make payment to the San Mateo County Harbor District in the amount of \$31,173.17. Thank you for your attention.

Sincerely,

Peter Grenell  
General Manager

PS: For your information, we are now finalizing the capital improvements program and occupancy and revenue enhancement plan called for in Section 6.2 of the Agreement for submittal to the City in the near future.

Encl: Richards, Watson & Gershon invoices

**APPROVED**

Approved by: \_\_\_\_\_

Date: PAID MAY 18 2011

Project: Harbor District

Account #: 620-10030-500

P.O #: \_\_\_\_\_

400 Oyster Point Blvd., Suite 300, South San Francisco, CA 94080  
(650) 583-4400 T  
(650) 583-4611 F

400 4 11 2011

# HARBOR DISTRICT INVOICES

	Invoice #	Amount	
1	164316	\$ 7,109.50	
2	164834	\$ 3,245.00	
3	165515	\$ 6,948.92	
4	166032	\$ 147.50	
5	167226	\$ 236.00	
6	167540	\$ 354.00	
7	168090	\$ 590.00	
8	168672	\$ 737.50	
9	169201	\$ 2,301.00	
10	170534	\$ 1,269.50	
11	171072	\$ 767.00	
12	174545	\$ 324.50	
13	175614	\$ 180.75	
14	176566	\$ 2,566.50	
15	177046	\$ 4,395.50	
		\$ 31,173.17	

ENTERED  
10997D

APPROVED

Approved by: \_\_\_\_\_

Date: \_\_\_\_\_ PAID MAY 23 2011

V: 093326

Project: Harbor District - Outer Pt. Mdrind.

Account #: 1630-10830-5001

P.O #: \_\_\_\_\_

**RICHARDS, WATSON & GERSHON**  
A PROFESSIONAL CORPORATION  
FORTIETH FLOOR  
355 SOUTH GRAND AVENUE  
LOS ANGELES, CALIFORNIA 90071-3101  
(213) 626-8484  
I.D. No. 95-3292015

SAN MATEO COUNTY HARBOR DISTRICT  
400 OYSTER POINT BOULEVARD  
SUITE 300  
SOUTH SAN FRANCISCO, CA 94080

April 16, 2009  
INVOICE # 164316

RE: 12705-0002 REAL ESTATE COUNSEL SERVICES

DESCRIPTION OF SERVICES RENDERED		
03/02/09	JRK	CONFERENCE WITH MR. GRENELL AND MR. TUCKER REGARDING SKS NEGOTIATIONS. REVIEW BACKGROUND MATERIALS ON SAME. ANALYZE QUESTIONS FROM MR. GRENELL AND MR. TUCKER. 2.50
03/03/09	JRK	REVIEW LEASE DOCUMENTS AND REGULATORY MATERIALS ON NEGOTIATIONS. 1.40
03/04/09	JRK	REVIEW MATERIALS ON NEGOTIATIONS. PREPARE LIST OF QUESTIONS FOR MR. GRENELL. .50
03/05/09	JRK	REVIEW MATERIALS ON NEGOTIATIONS. TELEPHONE CONFERENCE WITH AND EMAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME. .60
03/06/09	JRK	ANALYZE QUESTIONS ON NEGOTIATION STRATEGY FROM MR. GRENELL AND MR. TUCKER. PREPARE FOR MEETING 3/9 ON SAME. 1.10
03/09/09	JRK	CONFERENCE WITH MR. GRENELL REGARDING NEGOTIATIONS. REVIEW MATERIALS ON SAME. 1.90
03/10/09	JRK	REVIEW AND COMMENT ON AGENDA FOR 3/13 NEGOTIATIONS. EMAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME. REVIEW NOTES AND FOLLOW UP ITEMS FROM 3/9 MEETING. .80
03/13/09	JRK	TELEPHONE CONFERENCE WITH MR. GRENELL REGARDING CITY NEGOTIATIONS. PREPARE FOR AND ATTEND SAME. CONFERENCE WITH MR. GRENELL, MR. TUCKER AND MS. CAMPBELL REGARDING NEGOTIATIONS ISSUES. TELEPHONE CONFERENCE WITH MR. GRENELL REGARDING DEVELOPMENT OF CITY NEGOTIATING POSITION. 2.90

# RICHARDS, WATSON & GERSHON

SAN MATEO COUNTY HARBOR DISTRICT  
MATTER #12705-0002

April 16, 2009  
PAGE 2

03/14/09	JRK	OUTLINE COMPENSATION ISSUES AND JPA ANALYSIS QUESTIONS.	.20
03/16/09	JRK	OUTLINE LEGAL ISSUES IN CITY NEGOTIATIONS. TELEPHONE CONFERENCE WITH MR. GRENELL REGARDING SAME.	1.40
03/17/09	JRK	EMAIL CORRESPONDENCE WITH MR. GRENELL REGARDING DISTRICT POSITION SUMMARY. OUTLINE SAME. TELEPHONE CONFERENCE WITH MR. MATTAS REGARDING INFORMATION REQUESTED FROM CITY AND DISTRICT'S POSITION.	.40
03/18/09	JRK	DRAFT OUTLINES OF NEGOTIATION POINTS FOR 3/18 AND 3/19 MEETINGS. TELEPHONE CONFERENCES WITH MS. SCHNAPP AND MR. GRENELL REGARDING SAME. TELEPHONE CONFERENCE WITH MR. MATTAS REGARDING NEGOTIATIONS WITH SOUTH SAN FRANCISCO. ATTEND DISTRICT BOARD MEETING.	4.40
03/19/09	JRK	REVISE OUTLINE OF DISTRICT PROVISION. CONFERENCE WITH MR. GRENELL REGARDING SAME. ATTEND NEGOTIATIONS WITH SOUTH SAN FRANCISCO REGARDING SAME.	3.00
03/20/09	JRK	TELEPHONE CONFERENCE WITH MR. GRENELL REGARDING LETTER TO CITY OF SAN FRANCISCO.	.20
03/21/09	JRK	OUTLINE LETTER TO CITY ON DISTRICT POSITION.	.20
03/23/09	JRK	DRAFT LETTER TO SSF ON DISTRICT POSITION ON MOU. EMAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME.	2.50
03/24/09	JRK	TELEPHONE CONFERENCE WITH MR. NAGAMARA REGARDING LETTER TO SSF. EMAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME.	.10

DESCRIPTION OF DISBURSEMENTS

**RICHARDS, WATSON & GERSHON**

SAN MATEO COUNTY HARBOR DISTRICT  
MATTER #12705-0002

April 16, 2009  
PAGE 3

CURRENT FEES FOR LEGAL SERVICES RENDERED	\$7,109.50
CURRENT DISBURSEMENTS CHARGED/ADVANCED	<u>\$0.00</u>
TOTAL CURRENT FEES AND DISBURSEMENTS	\$7,109.50
TOTAL BALANCE DUE FOR THIS MATTER	\$7,109.50

**RICHARDS, WATSON & GERSHON**  
A PROFESSIONAL CORPORATION  
FORTIETH FLOOR  
355 SOUTH GRAND AVENUE  
LOS ANGELES, CALIFORNIA 90071-3101  
(213) 626-8484  
I.D. No. 95-3292015

SAN MATEO COUNTY HARBOR DISTRICT  
400 OYSTER POINT BOULEVARD  
SUITE 300  
SOUTH SAN FRANCISCO, CA 94080

May 20, 2009  
INVOICE # 164834

RE: 12705-0002 REAL ESTATE COUNSEL SERVICES

DESCRIPTION OF SERVICES RENDERED

04/09/09	JRK	ATTEND MEETING WITH MR. GRENELL, MR. MATTAS, ET AL., REGARDING CITY MOU. E-MAIL CORRESPONDENCE WITH MR. GRENELL, MR. TUCKER AND MS. CAMPBELL REGARDING SAME. ANALYZE CITY OFFER.	2.20
04/10/09	JRK	DRAFT COMMENTS ON CITY RESPONSE TO DISTRICT LETTER ON MOU. E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME.	1.10
04/13/09	JRK	TELEPHONE CONFERENCE WITH MR. GRENELL REGARDING COMMENTS ON CITY PROPOSAL. REVISE BULLET POINTS ON SAME. E-MAIL CORRESPONDENCE WITH MR. GRENELL, MS. CAMPBELL AND MR. TUCKER REGARDING SAME.	.80
04/15/09	JRK	TELEPHONE CONFERENCE WITH MR. GRENELL, MR. TUCKER AND MS. CAMPBELL REGARDING CITY RESPONSE. DRAFT COUNTEROFFER SUMMARY. E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME. ATTEND CLOSED SESSION OF BOARD.	3.60
04/16/09	JRK	REVIEW S/SKS STATEMENT AND COUNTEROFFER MATERIALS. E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME.	.10
04/17/09	JRK	E-MAIL CORRESPONDENCE WITH GRENELL REGARDING PARCEL E DEFAULT. REVISE COUNTER OFFER TO CITY.	.20
04/20/09	JRK	REVISE COUNTER OFFER TO CITY OF SSF. E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME AND KING LEASE DEFAULT.	.70

# **RICHARDS, WATSON & GERSHON**

SAN MATEO COUNTY HARBOR DISTRICT  
MATTER #12705-0002

May 20, 2009  
PAGE 2

04/21/09	JRK	PREPARE FOR AND ATTEND MEETING WITH CITY REGARDING MOU.	2.20
04/29/09	JRK	TELEPHONE CALLS TO AND FROM MR. MATTAS REGARDING SSF ACTION ON MOU.	.10

## DESCRIPTION OF DISBURSEMENTS

CURRENT FEES FOR LEGAL SERVICES RENDERED	\$3,245.00
CURRENT DISBURSEMENTS CHARGED/ADVANCED	<u>\$0.00</u>
TOTAL CURRENT FEES AND DISBURSEMENTS	\$3,245.00
BALANCE DUE FROM PREVIOUS STATEMENT	\$7,109.50
PAYMENTS RECEIVED SINCE LAST STATEMENT	\$7,109.50
TOTAL BALANCE DUE FOR THIS MATTER	\$3,245.00

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I.D. No. 95-3292015

SAN MATEO COUNTY HARBOR DISTRICT  
400 OYSTER POINT BOULEVARD  
SUITE 300  
SOUTH SAN FRANCISCO, CA 94080

June 23, 2009  
INVOICE # 165515

RE: 12705-0002 REAL ESTATE COUNSEL SERVICES

DESCRIPTION OF SERVICES RENDERED

05/01/09	JRK	TELEPHONE CONFERENCE WITH MR. MATTAS REGARDING SSF MOU. E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME.	.30
05/04/09	JRK	REVIEW MOU DRAFT FROM SSF. TELEPHONE CONFERENCE WITH MR. GRENELL REGARDING SAME. E-MAIL CORRESPONDENCE WITH MR. GRENELL AND MR. ZAFFERANO REGARDING SAME.	.60
05/05/09	JRK	REVISE CITY/DISTRICT MOU. TELEPHONE CONFERENCE WITH MR. GRENELL REGARDING SAME. E-MAIL CORRESPONDENCE WITH MR. NAGAYAMA REGARDING SAME.	3.40
05/06/09	JRK	REVIEW REVISED MOU. TELEPHONE CONFERENCES AND E-MAIL CORRESPONDENCE WITH MR. GRENELL AND MR. NAGAYAMA REGARDING SAME.	1.00
05/07/09	JRK	TELEPHONE CONFERENCES AND E-MAIL CORRESPONDENCE WITH MR. GRENELL AND MR. NAGAYAMA REGARDING MOU. REVISE SAME.	.90
05/08/09	JRK	TELEPHONE CONFERENCE WITH AND E-MAIL CORRESPONDENCE WITH MR. GRENELL AND MR. TUCKER REGARDING MOU.	.20
05/11/09	JRK	E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING MEETING ON MOU. PREPARE FOR SAME.	.20
05/12/09	JRK	ATTEND CONFERENCE WITH MR. GRENELL AND MR. TUCKER REGARDING CITY MOU.	1.30



# RICHARDS, WATSON & GERSHON

SAN MATEO COUNTY HARBOR DISTRICT  
MATTER #12705-0002

June 23, 2009  
PAGE 2

05/13/09	JRK	TELEPHONE CONFERENCES WITH MR. GRENELL AND MR. MATTAS REGARDING MOU. REVISE SAME. E-MAIL CORRESPONDENCE WITH MR. NAGAYAMA REGARDING SAME. REVIEW SSF MEETING INFORMATION.	.80
05/14/09	JRK	E-MAIL CORRESPONDENCE WITH MR. GRENELL, ET AL., REGARDING SSF APPROVAL OF MOU.	.10
05/19/09	JRK	TELEPHONE CONFERENCE WITH MR. GRENELL REGARDING MOU AND 5/20 CLOSED SESSION.	.30
05/20/09	JRK	PREPARE FOR, TRAVEL TO AND ATTEND DISTRICT BOARD MEETING.	2.20
05/21/09	JRK	TELEPHONE CONFERENCES WITH MR. GRENELL, MR. ZAFFERANO, AND MR. GRESHAM REGARDING MOU. OUTLINE MEMO TO BOARD ON SAME.	2.20
05/22/09	JRK	TELEPHONE CONFERENCES WITH MR. GRENELL, MR. MATTAS, MS. CAMPBELL, MR. NAGAYAMA, MR. GRESHAM AND MR. TUCKER REGARDING MOU. DRAFT SIDE LETTER REGARDING SAME. DRAFT CONFIDENTIAL MEMO TO BOARD ON SAME.	4.60
05/26/09	JRK	DRAFT CONFIDENTIAL MEMO ON MOU. TELEPHONE CONFERENCE AND E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME. TELEPHONE CONFERENCE WITH MR. NAGAYAMA REGARDING SPECIAL MEETING.	3.20
05/27/09	JRK	PREPARE FOR AND ATTEND SPECIAL DISTRICT BOARD MEETING. REVIEW EXECUTION VERSION OF MOU AND LETTER TO S/SKS ON CONSENT OF ASSIGNMENT CONDITIONS.	2.10

## DESCRIPTION OF DISBURSEMENTS

04/15/09 TELEPHONE - 1-800-CONFERENCE(R) - 4/15/09	45.92
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CURRENT FEES FOR LEGAL SERVICES RENDERED	\$6,903.00
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CURRENT DISBURSEMENTS CHARGED/ADVANCED	\$45.92
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TOTAL CURRENT FEES AND DISBURSEMENTS	\$6,948.92
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BALANCE DUE FROM PREVIOUS STATEMENT	\$3,245.00
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**RICHARDS, WATSON & GERSHON**  
A PROFESSIONAL CORPORATION  
FORTIETH FLOOR  
355 SOUTH GRAND AVENUE  
LOS ANGELES, CALIFORNIA 90071-3101  
(213) 626-8484  
I.D. No. 95-3292015

SAN MATEO COUNTY HARBOR DISTRICT  
400 OYSTER POINT BOULEVARD  
SUITE 300  
SOUTH SAN FRANCISCO, CA 94080

INVOICE DATE: July 21, 2009  
INVOICE NUMBER: 166032  
CLIENT NAME: SAN MATEO COUNTY HARBOR DISTRICT  
MATTER NAME: REAL ESTATE COUNSEL SERVICES  
MATTER NUMBER: 12705-0002

CURRENT FEES FOR LEGAL SERVICES RENDERED	\$147.50
CURRENT DISBURSEMENTS CHARGED/ADVANCED	<u>\$0.00</u>
TOTAL CURRENT FEES AND DISBURSEMENTS	\$147.50
BALANCE DUE FROM PREVIOUS STATEMENTS	\$6,948.92
PAYMENTS RECEIVED SINCE LAST STATEMENT	\$6,948.92
TOTAL BALANCE DUE FOR THIS MATTER	\$147.50

TERMS: PAYMENT DUE UPON RECEIPT

PLEASE RETURN THIS PAGE WITH YOUR REMITTANCE

**RICHARDS, WATSON & GERSHON**  
A PROFESSIONAL CORPORATION  
FORTIETH FLOOR  
355 SOUTH GRAND AVENUE  
LOS ANGELES, CALIFORNIA 90071-3101  
(213) 626-8484  
I.D. No. 95-3292015

September 28, 2009  
INVOICE # 167226

SAN MATEO COUNTY HARBOR DISTRICT  
400 OYSTER POINT BOULEVARD  
SUITE 300  
SOUTH SAN FRANCISCO, CA 94080

RE: 12705-0002 REAL ESTATE COUNSEL SERVICES

DESCRIPTION OF SERVICES RENDERED		
08/26/09	JRK REVIEW MEMO FROM MR. GRENNELL ON STATUS OF OYSTER POINT TRANSACTION. E-MAIL CORRESPONDENCE WITH MR. GRENNELL REGARDING SAME.	.10
08/29/09	JRK REVIEW MEMO FROM MR. GRENNELL ON BINDING AGREEMENT NEGOTIATING ISSUES.	.10
08/31/09	JRK TELEPHONE CONFERENCE WITH MR. GRENNELL REGARDING OPM NEGOTIATIONS. REVIEW MATERIALS AND PREPARE FOR CONFERENCE CALL ON SAME.	.60

DESCRIPTION OF DISBURSEMENTS

CURRENT FEES FOR LEGAL SERVICES RENDERED	\$236.00
CURRENT DISBURSEMENTS CHARGED/ADVANCED	<u>\$0.00</u>
TOTAL CURRENT FEES AND DISBURSEMENTS	\$236.00
BALANCE DUE FROM PREVIOUS STATEMENT	\$147.50
PAYMENTS RECEIVED SINCE LAST STATEMENT	\$147.50
TOTAL BALANCE DUE FOR THIS MATTER	\$236.00

**RICHARDS, WATSON & GERSHON**  
A PROFESSIONAL CORPORATION  
FORTIETH FLOOR  
355 SOUTH GRAND AVENUE  
LOS ANGELES, CALIFORNIA 90071-3101  
(213) 626-8484  
I.D. No. 95-3292015

SAN MATEO COUNTY HARBOR DISTRICT  
400 OYSTER POINT BOULEVARD  
SUITE 300  
SOUTH SAN FRANCISCO, CA 94080

October 13, 2009  
INVOICE # 167540

RE: 12705-0002 REAL ESTATE COUNSEL SERVICES

DESCRIPTION OF SERVICES RENDERED	
09/01/09 JRK REVIEW NEGOTIATING POINTS. CONFERENCE CALL	1.20
WITH MR. GRENNELL REGARDING SAME.	

DESCRIPTION OF DISBURSEMENTS

CURRENT FEES FOR LEGAL SERVICES RENDERED	\$354.00
CURRENT DISBURSEMENTS CHARGED/ADVANCED	<u>\$0.00</u>
TOTAL CURRENT FEES AND DISBURSEMENTS	\$354.00
BALANCE DUE FROM PREVIOUS STATEMENT	\$236.00
TOTAL BALANCE DUE FOR THIS MATTER	\$590.00

**RICHARDS, WATSON & GERSHON**  
A PROFESSIONAL CORPORATION  
FORTIETH FLOOR  
355 SOUTH GRAND AVENUE  
LOS ANGELES, CALIFORNIA 90071-3101  
(213) 626-8484  
I.D. No. 95-3292015

SAN MATEO COUNTY HARBOR DISTRICT  
400 OYSTER POINT BOULEVARD  
SUITE 300  
SOUTH SAN FRANCISCO, CA 94080

November 10, 2009  
INVOICE # 168090

RE: 12705-0002 REAL ESTATE COUNSEL SERVICES

DESCRIPTION OF SERVICES RENDERED

10/05/09	JRK	PREPARE NEGOTIATING POSITION CHECKLIST. E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME.	1.60
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10/06/09	JRK	TELEPHONE CONFERENCES WITH MR. GRENELL REGARDING PREPARATIONS FOR SSF NEGOTIATIONS.	.40
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DESCRIPTION OF DISBURSEMENTS

CURRENT FEES FOR LEGAL SERVICES RENDERED	\$590.00
CURRENT DISBURSEMENTS CHARGED/ADVANCED	<u>\$0.00</u>
<b>TOTAL CURRENT FEES AND DISBURSEMENTS</b>	<b>\$590.00</b>
BALANCE DUE FROM PREVIOUS STATEMENT	\$590.00
PAYMENTS RECEIVED SINCE LAST STATEMENT	\$590.00
<b>TOTAL BALANCE DUE FOR THIS MATTER</b>	<b>\$590.00</b>

**RICHARDS, WATSON & GERSHON**

A PROFESSIONAL CORPORATION  
FORTIETH FLOOR  
355 SOUTH GRAND AVENUE  
LOS ANGELES, CALIFORNIA 90071-3101  
(213) 626-8484  
I.D. No. 95-3292015

SAN MATEO COUNTY HARBOR DISTRICT  
400 OYSTER POINT BOULEVARD  
SUITE 300  
SOUTH SAN FRANCISCO, CA 94080

December 17, 2009  
INVOICE # 168672

RE: 12705-0002 REAL ESTATE COUNSEL SERVICES

DESCRIPTION OF SERVICES RENDERED

11/02/09 JRK	REVIEW MATERIALS ON NEGOTIATIONS STRATEGY.	2.50
	TRAVEL TO AND ATTEND CONFERENCE WITH MR.	
	GRENELL AND MEETING WITH MR. VAN DUSEN, ET	
	AL.	

DESCRIPTION OF DISBURSEMENTS

CURRENT FEES FOR LEGAL SERVICES RENDERED	\$737.50
CURRENT DISBURSEMENTS CHARGED/ADVANCED	<u>\$0.00</u>
TOTAL CURRENT FEES AND DISBURSEMENTS	\$737.50
BALANCE DUE FROM PREVIOUS STATEMENT	\$590.00
PAYMENTS RECEIVED SINCE LAST STATEMENT	\$590.00
TOTAL BALANCE DUE FOR THIS MATTER	\$737.50

**RICHARDS, WATSON & GERSHON**  
A PROFESSIONAL CORPORATION  
FORTIETH FLOOR  
355 SOUTH GRAND AVENUE  
LOS ANGELES, CALIFORNIA 90071-3101  
(213) 626-8484  
I.D. No. 95-3292015

SAN MATEO COUNTY HARBOR DISTRICT  
400 OYSTER POINT BOULEVARD  
SUITE 300  
SOUTH SAN FRANCISCO, CA 94080

January 14, 2010  
INVOICE # 169201

RE: 12705-0002 REAL ESTATE COUNSEL SERVICES

DESCRIPTION OF SERVICES RENDERED		
12/08/09	JRK	CONFERENCE WITH MR. GRENELL REGARDING OYSTER POINT NEGOTIATIONS. 2.20
12/15/09	JRK	DRAFT OUTLINE FOR 12/21 MEETING WITH SUBCOMMITTEE ON OYSTER POINT PROJECT. .60
12/16/09	JRK	PREPARE MATERIALS FOR 12/21 MEETING. E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME. 1.70
12/21/09	JRK	PREPARE FOR, TRAVEL TO AND ATTEND OPH SUBCOMMITTEE MEETING. 2.00
12/22/09	JRK	TELEPHONE CONFERENCE WITH MR. GRENELL REGARDING FOLLOW-UP TO SUBCOMMITTEE MEETING. REVIEW MINUTES AND OUTLINE BULLET POINTS FOR DISTRICT CONSIDERATION. .40
12/23/09	JRK	DRAFT BULLET POINTS FOR 1/20 MEETING ON OPH STRATEGY. E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME. .90

DESCRIPTION OF DISBURSEMENTS

CURRENT FEES FOR LEGAL SERVICES RENDERED	\$2,301.00
CURRENT DISBURSEMENTS CHARGED/ADVANCED	<u>\$0.00</u>
TOTAL CURRENT FEES AND DISBURSEMENTS	\$2,301.00
BALANCE DUE FROM PREVIOUS STATEMENT	\$737.50

**RICHARDS, WATSON & GERSHON**

A PROFESSIONAL CORPORATION  
FORTIETH FLOOR  
355 SOUTH GRAND AVENUE  
LOS ANGELES, CALIFORNIA 90071-3101  
(213) 626-8484  
I.D. No. 95-3292015

SAN MATEO COUNTY HARBOR DISTRICT  
400 OYSTER POINT BOULEVARD  
SUITE 300  
SOUTH SAN FRANCISCO, CA 94080

March 25, 2010  
INVOICE # 170534

RE: 12705-0002 REAL ESTATE COUNSEL SERVICES

DESCRIPTION OF SERVICES RENDERED

02/08/10	MK	E-MAIL FROM MR. KARPIAK REGARDING AUDIT LETTER CONFIRMATION; REVIEW REQUEST FROM AUDITORS AND E-MAIL REGARDING SAME	.20
02/09/10	MK	CONFER WITH MS. KABAKOFF REGARDING AUDIT LETTERS	.50
02/10/10	PMT	REVIEWED AND APPROVED AUDIT LETTER	.20
02/22/10	JRK	TRAVEL TO AND ATTEND CONFERENCES WITH MR. GRENELL. CONFERENCE WITH MR. MATTES, MR. VAN DUSEN, AND MR. GRENELL REGARDING OPM PROJECT.	3.70

DESCRIPTION OF DISBURSEMENTS

CURRENT FEES FOR LEGAL SERVICES RENDERED	\$1,269.50
CURRENT DISBURSEMENTS CHARGED/ADVANCED	<u>\$0.00</u>
TOTAL CURRENT FEES AND DISBURSEMENTS	\$1,269.50
BALANCE DUE FROM PREVIOUS STATEMENT	\$2,301.00
PAYMENTS RECEIVED SINCE LAST STATEMENT	\$2,301.00
TOTAL BALANCE DUE FOR THIS MATTER	\$1,269.50



**RICHARDS, WATSON & GERSHON**  
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(213) 626-8484  
I.D. No. 95-3292015

SAN MATEO COUNTY HARBOR DISTRICT  
400 OYSTER POINT BOULEVARD  
SUITE 300  
SOUTH SAN FRANCISCO, CA 94080

April 26, 2010  
INVOICE # 171072

RE: 12705-0002 REAL ESTATE COUNSEL SERVICES

DESCRIPTION OF SERVICES RENDERED		
03/01/10	JRK	REVIEW NOTICE OF PREPARATION FOR OPM PROJECT. E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME. .10
03/03/10	JRK	REVIEW DRAFT COMMENT LETTER ON OPM NEGOTIATIONS ISSUES. .20
03/05/10	JRK	TELEPHONE CONFERENCE WITH MR. GRENELL REGARDING LETTER TO SOUTH SAN FRANCISCO ON OPM PROJECT. REVIEW SAME. .20
03/08/10	JRK	REVISE LETTER TO SOUTH SAN FRANCISCO ON PLANNING ISSUES. .90
03/10/10	JRK	REVISE LETTER TO SOUTH FRANCISCO ON PLANNING ISSUES .40
03/15/10	JRK	TELEPHONE CONFERENCE WITH MR. GRENELL REGARDING LETTER TO SSF. REVISE SAME. E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME. .80

DESCRIPTION OF DISBURSEMENTS

CURRENT FEES FOR LEGAL SERVICES RENDERED	\$767.00
CURRENT DISBURSEMENTS CHARGED/ADVANCED	<u>\$0.00</u>
TOTAL CURRENT FEES AND DISBURSEMENTS	\$767.00
BALANCE DUE FROM PREVIOUS STATEMENT	\$1,269.50

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I.D. No. 95-3292015

SAN MATEO COUNTY HARBOR DISTRICT  
400 OYSTER POINT BOULEVARD  
SUITE 300  
SOUTH SAN FRANCISCO, CA 94080

November 10, 2010  
INVOICE # 174545

RE: 12705-0002 REAL ESTATE COUNSEL SERVICES

DESCRIPTION OF SERVICES RENDERED

10/11/10	JRK	ANALYZE QUESTIONS FROM MR. GRENNELL REGARDING EXTENSION OF MOU AND NEGOTIATING STRATEGY. E-MAIL CORRESPONDENCE REGARDING SAME.	.20
10/14/10	JRK	CONFERENCE CALL WITH SOUTH SAN FRANCISCO STAFF AND MR. GRENNELL REGARDING OPM PROJECT.	.80
10/15/10	JRK	E-MAIL CORRESPONDENCE WITH MR. GRENNELL REGARDING SUMMARY OF 10/14 MEETING.	.10

DESCRIPTION OF DISBURSEMENTS

CURRENT FEES FOR LEGAL SERVICES RENDERED	\$324.50
CURRENT DISBURSEMENTS CHARGED/ADVANCED	<u>\$0.00</u>
TOTAL CURRENT FEES AND DISBURSEMENTS	\$324.50
BALANCE DUE FROM PREVIOUS STATEMENT	\$767.00
PAYMENTS RECEIVED SINCE LAST STATEMENT	\$767.00
TOTAL BALANCE DUE FOR THIS MATTER	\$324.50

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**RICHARDS, WATSON & GERSHON**  
A PROFESSIONAL CORPORATION  
FORTIETH FLOOR  
355 SOUTH GRAND AVENUE  
LOS ANGELES, CALIFORNIA 90071-3101  
(213) 626-8484  
I.D. No. 95-3292015

SAN MATEO COUNTY HARBOR DISTRICT  
400 OYSTER POINT BOULEVARD  
SUITE 300  
SOUTH SAN FRANCISCO, CA 94080

January 24, 2011  
INVOICE # 175614

RE: 12705-0002 REAL ESTATE COUNSEL SERVICES

DESCRIPTION OF SERVICES RENDERED

12/01/10	JRK	TELEPHONE CONFERENCES WITH MS. TURNER AND MS. KABAKOFF REGARDING AUDIT LETTER REQUEST.	.20
12/07/10	JRK	E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING EXTENSION OF MOU. TELEPHONE CALL FROM MR. MATTES REGARDING SAME.	.10
12/08/10	JRK	TELEPHONE CONFERENCE WITH MR. MATTAS REGARDING MOU EXTENSION. E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME.	.10
12/20/10	PMT	REVIEWED AND APPROVED AUDIT LETTER	.20

DESCRIPTION OF DISBURSEMENTS

12/31/10	FAX CHARGES	3.00
12/31/10	DUPLICATION	0.75

CURRENT FEES FOR LEGAL SERVICES RENDERED	\$177.00
CURRENT DISBURSEMENTS CHARGED/ADVANCED	<u>\$3.75</u>
TOTAL CURRENT FEES AND DISBURSEMENTS	\$180.75
BALANCE DUE FROM PREVIOUS STATEMENT	\$324.50
PAYMENTS RECEIVED SINCE LAST STATEMENT	\$324.50
TOTAL BALANCE DUE FOR THIS MATTER	\$180.75

**RICHARDS, WATSON & GERSHON**  
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(213) 626-8484  
I.D. No. 95-3292015

SAN MATEO COUNTY HARBOR DISTRICT  
400 OYSTER POINT BOULEVARD  
SUITE 300  
SOUTH SAN FRANCISCO, CA 94080

INVOICE DATE: March 15, 2011  
INVOICE NUMBER: 176566  
CLIENT NAME: SAN MATEO COUNTY HARBOR DISTRICT  
MATTER NAME: OYSTER POINT MARINA  
MATTER NUMBER: 12705-0003

CURRENT FEES FOR LEGAL SERVICES RENDERED	\$2,566.50
CURRENT DISBURSEMENTS CHARGED/ADVANCED	<u>\$0.00</u>
TOTAL CURRENT FEES AND DISBURSEMENTS	\$2,566.50
BALANCE DUE FROM PREVIOUS STATEMENTS	\$0.00
TOTAL BALANCE DUE FOR THIS MATTER	\$2,566.50

TERMS: PAYMENT DUE UPON RECEIPT

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**RICHARDS, WATSON & GERSHON**

A PROFESSIONAL CORPORATION

FORTIETH FLOOR

355 SOUTH GRAND AVENUE

LOS ANGELES, CALIFORNIA 90071-3101

(213) 626-8484

I.D. No. 95-3292015

SAN MATEO COUNTY HARBOR DISTRICT  
400 OYSTER POINT BOULEVARD  
SUITE 300  
SOUTH SAN FRANCISCO, CA 94080

April 19, 2011  
INVOICE # 177046

RE: 12705-0003 OYSTER POINT MARINA

DESCRIPTION OF SERVICES RENDERED

03/04/11	JRK	TELEPHONE CALL FROM MR. MATTAS REGARDING TERM SHEET STATUS. E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME.	.10
03/08/11	JRK	REVIEW DRAFT AGREEMENT FROM SOUTH SF. E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME.	.70
03/09/11	JRK	REVIEW DRAFT TERM SHEET FROM SSF. REVIEW DRAFT AGREEMENT FROM SSF. E-MAIL CORRESPONDENCE WITH MR. MATTAS AND MR. GRENELL REGARDING SAME. TELEPHONE CONFERENCE WITH MR. GRENELL REGARDING SAME.	1.10
03/10/11	JRK	DRAFT MEMO ON CITY PROPOSAL. E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME.	2.50
03/11/11	JRK	TELEPHONE CONFERENCE WITH MR. MATTAS REGARDING BINDING AGREEMENT. REVISE COMMENT MEMO PER COMMENTS OF MR. GRENELL. E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME.	.90
03/14/11	JRK	E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING CURRENT LEASE REVENUE.	.10
03/16/11	JRK	PREPARE FOR, TRAVEL TO AND ATTEND BOARD MEETING CLOSED SESSION. ANALYZE OPTIONS FOR COUNTER PROPOSAL TO SSF.	2.60

## RICHARDS, WATSON & GERSHON

SAN MATEO COUNTY HARBOR DISTRICT  
MATTER #12705-0003

April 19, 2011  
PAGE 2

03/17/11	JRK	TELEPHONE CONFERENCES WITH MR. GRENELL REGARDING COMMENTS ON CITY PROPOSED AGREEMENT. E-MAIL CORRESPONDENCE WITH MR. MATTAS REGARDING SAME. DRAFT COUNTER PROPOSAL FOR SAME.	1.50
03/18/11	JRK	TELEPHONE CONFERENCE WITH MR. MATTAS REGARDING COMMENTS ON AGREEMENT. E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME.	.90
03/19/11	JRK	REVIEW DRAFT AGREEMENT PROVISIONS. OUTLINE APPROACH TO CITY ON STATUS.	.10
03/21/11	JRK	REVIEW JPA AGREEMENT ON TERMINATION, DEFAULT AND APPLICATION TO SITE. TELEPHONE CONFERENCE WITH MR. GRENELL AND MS. SAVAREE REGARDING RESPONSE TO SSF. E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING SAME. TELEPHONE CALL TO MR. MATTAS REGARDING SAME.	1.40
03/22/11	JRK	TELEPHONE CONFERENCES WITH MR. MATTAS AND MR. GRENELL REGARDING STATUS OF NEGOTIATIONS.	.40
03/23/11	JRK	REVIEW LETTER FROM MR. MATTAS REGARDING DISTRICT AGREEMENT. TELEPHONE CONFERENCES AND E-MAIL CORRESPONDENCE WITH MR. GRENELL AND MR. MATTAS REGARDING SAME.	1.50
03/24/11	JRK	E-MAIL CORRESPONDENCE WITH MR. GRENELL, MS. SAVANEE AND MR. MATTAS REGARDING NEGOTIATIONS AND MEETINGS. REVIEW AND COMMENT ON FINAL VERSION OF AGREEMENT.	.90
03/25/11	JRK	E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING FINAL OYSTER POINT AGREEMENT.	.10
03/28/11	JRK	REVIEW FINAL VERSION OF CITY AGREEMENT AND EXHIBITS. E-MAIL CORRESPONDENCE WITH MR. GRENELL REGARDING STATUS OF NEXT STEPS.	.10

DESCRIPTION OF DISBURSEMENTS

**RICHARDS, WATSON & GERSHON**

SAN MATEO COUNTY HARBOR DISTRICT  
MATTER #12705-0003

April 19, 2011  
PAGE 3

CURRENT FEES FOR LEGAL SERVICES RENDERED	\$4,395.50
CURRENT DISBURSEMENTS CHARGED/ADVANCED	<u>\$0.00</u>
TOTAL CURRENT FEES AND DISBURSEMENTS	\$4,395.50
BALANCE DUE FROM PREVIOUS STATEMENT	\$2,566.50
PAYMENTS RECEIVED SINCE LAST STATEMENT	\$2,566.50
TOTAL BALANCE DUE FOR THIS MATTER	\$4,395.50