

ANTOINETTE CRISTOVALE  
DIRECTOR of FINANCE  
CITY TREASURER

CITY OF LOS ANGELES  
CALIFORNIA

OFFICE OF FINANCE  
200 N. SPRING ST.  
ROOM 220 – CITY HALL  
LOS ANGELES, CA 90012

(213) 978-1774



ERIC GARCETTI  
MAYOR

January 17, 2014

The Honorable Mayor Garcetti  
Mayor of the City of Los Angeles  
200 North Spring Street, Room 303  
Los Angeles, CA 90012

Attention: Mandy Morales, Legislative Coordinator

SUBJECT: APPROVAL TO EXECUTE CONTRACT AMENDMENTS TO EXTEND BANKING  
SERVICES CONTRACT WITH WELLS FARGO

Dear Mayor Garcetti:

Pursuant to Executive Directive No. 3, attached are copies of the proposed amendments for two contracts with Wells Fargo Bank, N.A. for your review and approval. The proposed amendments exercise the contracts' second option to extend the term of Contract Nos. C-114564 and C-11826 for City banking services by one year each. Both contracts were established as a result of a Request for Proposal in 2008. The Office of the Treasurer selected Wachovia Bank and Wells Fargo Bank to provide Citywide banking services. Contracts were executed with a start date of July 1, 2008, with terms of five years, with five one-year options to extend. In January 2009, Wells Fargo Bank acquired Wachovia Bank after a government forced sale.

On June 27, 2013, Wells Fargo Bank and the City extended both contracts by executing the first one-year option to extend. The Office of Finance requires that an additional one-year extension of these two contracts due to the timing and challenges associated with implementing a Treasury Management System (TMS), meeting Payment Card Industry compliance for credit card acceptance, and selecting a Senior Management Analyst to manage the project. Both contract amendments were reviewed and approved by the Office of the City Attorney on January 13, 2014.

A contractor has been selected to provide a TMS and Finance has initiated contract discussions. Implementation of a TMS system will provide the City with a platform to allow the diversification of its institutional banking relationships with more than one provider and enhance treasury risk management. The TMS will also capture information from various banking systems and create a uniform way for the City to transact its payment and collection functions. Also attached for your reference are copies of Contract Nos. C-114564 and C-114826 along with associated amendments.

Honorable Mayor Garcetti  
January 17, 2014  
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If you require any further information regarding this matter, please contact Jan Zatorski, Assistant Director of Finance, at (213) 978-1709 or via email at [jan.zatorski@lacity.org](mailto:jan.zatorski@lacity.org) or Ken White, Senior Management Analyst, at (213) 978-1510 or via email at [ken.white@lacity.org](mailto:ken.white@lacity.org).

Respectfully,



Antoinette Christovale, CPA  
Director of Finance/City Treasurer

Attachments

cc: Ana Guerrero, Mayor's Chief of Staff  
Rick Cole, Deputy Mayor of Budget and Innovation  
Zara Bukirin, Deputy Budget Director, Mayor's Office  
Emily Mayeda, Senior Administrative Analyst, Office of the City Administrative Officer

Second Amendment to Contract No. C-114564

Between  
The City of Los Angeles  
and  
Wells Fargo Bank, N.A.

 DRAFT

 DRAFT

This Second Amendment to Contract No. C-114564 between the City of Los Angeles (hereinafter "City") and Wells Fargo Bank, N.A. (hereinafter "Bank") is entered into with reference to the following:

**WHEREAS** on July 1, 2008, Wachovia Bank and City entered into Contract No. C-114564 (hereinafter "Contract") wherein Wachovia Bank agreed to provide general banking services as described in the Contract; and

**WHEREAS** Bank acquired Wachovia Bank effective December 31, 2008; and

**WHEREAS** the term of the current Contract expires June 30, 2014; and

**WHEREAS** the Contract allows the City the option to extend the term of the contract on a year to year basis for up to five years; and

**WHEREAS** the City continues to require the above-mentioned services provided by the Bank; and

**WHEREAS** the parties hereto desire to exercise the second option to extend the term of the current Contract by one year.

**AGREEMENT**

**NOW THEREFORE**, the parties hereby covenant and agree that this Contract shall be amended effective July 1, 2014, as follows:

- I. Article 2, Term, on page 1 of contract C-114564 is hereby amended in its entirety to read:

"This AGREEMENT shall commence July 1, 2008 and end on June 30, 2015, subject to the termination provisions herein. The CITY has the option to extend this AGREEMENT for three additional years, in one-year increments, on the same terms and conditions."

- II. Except as amended by this Second Amendment, all other terms and conditions of Contract, No. C-114564 shall remain in full force and effect.

IN WITNESS THEREOF, the parties hereto have caused this instrument to be executed by their respective duly authorized representatives.

Approved Corporate Signature Methods (please sign in blue ink):

- a) Two signatures: one by Chairman of Board of Directors, President or Vice President; **and** one by Secretary, Assistant Secretary, Chief Financial Officer or Assistant Treasurer.
- b) One signature by Corporate designated individual **together with** properly attested resolution of Board of Directors authorizing person to sign on the company behalf.

**City of Los Angeles**

**Wells Fargo Bank, N.A.**

By: \_\_\_\_\_  
 Antoinette D. Christovale, CPA  
 Director of Finance / City Treasurer

Date: \_\_\_\_\_

By: \_\_\_\_\_  
*Signature*

Name: \_\_\_\_\_  
*Printed / Typed*

Title: \_\_\_\_\_  
*Printed / Typed*

Date: \_\_\_\_\_

By: \_\_\_\_\_  
*Signature*

Name: \_\_\_\_\_  
*Printed / Typed*

Title: \_\_\_\_\_  
*Printed / Typed*

Date: \_\_\_\_\_

**Approved as to Form:**  
 MICHAEL N. FEUER  
 City Attorney

By \_\_\_\_\_  
 Deputy City Attorney

Date \_\_\_\_\_

**Attest:**  
 HOLLY L. WOLCOTT  
 Interim City Clerk

By \_\_\_\_\_  
 Deputy City Clerk

Date \_\_\_\_\_

Reporting Calendar Year: 2012

**City of Los Angeles  
Responsible Banking Investment Monitoring Program  
For Commercial Banks**

Commercial banks providing City banking business or seeking City banking business must complete and file this form **no later than July 1<sup>st</sup> of each year to the City Treasurer** to comply with Section 20.95.1 to Chapter 5.1 of the Los Angeles Administrative Code.

**BANK CONTACT INFORMATION:**

Wells Fargo Bank

Name of Commercial Bank

707 Wilshire Blvd, 11<sup>th</sup> Floor

Street Address

Los Angeles

City

CA

State

90017

Zip Code

Renee Gordon, Vice President

Contract Person Name and Title

213-614-4911

Telephone No.

renee.gordon@wellsfargo.com

Email Address

1. Please provide the number of loans and the value of loans by census tracts for the following types of loans in an excel format as provided.

- a. Small Business Loans (gross revenue of \$1 million or less)
- b. Home Mortgages
- c. Home Equity Loans
- d. Community Development Loans
- e. Community Development Investments

2. Does your institution participate in the Los Angeles Mortgage Modification Program (LAMMP)? Yes \_\_\_ If yes, please provide the number of mortgages and the value of the mortgages by census tract that have received assistance in an Excel format as provided.

No X If no, please briefly explain: At this time, Wells Fargo Bank does not participate in the Los Angeles Mortgage Modification Program (LAMMP).

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3. Does your institution participate in any of the following CalHFA's Keep Your Home California Programs?

- Yes X No \_\_\_ Unemployment Mortgage Assistance Program (UMA)  
Yes X No \_\_\_ Mortgage Reinstatement Assistance Program (MRAP)  
Yes X No \_\_\_ Principal Reduction Program (PRP)  
Yes X No \_\_\_ Transition Assistance Program (TAP)

If yes, please provide the number of mortgages and the value of the mortgages by census tract that have received assistance for each program in an excel format as provided.

No  If no, please briefly explain: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

4. Does your institution participate in any of the following Making Home Affordable Programs?

- Yes  No  Home Affordable Modification Program (HAMP)
- Yes  No  Principal Reduction Alternative SM (PRA)
- Yes  No  Second Lien Modification Program (2MP)
- Yes  No  FHA Home Affordable Modification Program (FHA-HAMP)
- Yes  No  USDA's Special Loan Servicing
- Yes  No  Veteran's Affairs Home Affordable Modification (VA-HAMP)
- Yes  No  Home Affordable Foreclosure Alternatives Program (HAFA)
- Yes  No  Second Lien Modification Program for Federal Housing Administration Loans (FHA-2LP)
- Yes  No  Home Affordable Refinance Program (HARP)
- Yes  No  FHA Refinance for Borrowers with Negative Equity (FHA Short Refinance)
- Yes  No  Home Affordable Unemployment Program (UP)
- Yes  No  Other – Internal Home Modification Program

If yes, please provide the number of mortgages and the value of the mortgages by census tract that have received assistance for each program in an excel format as provided.

No  If no, please briefly explain: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

5. In a separate attachment, please provide a list and briefly describe your firm's community investments and/or partnerships with the City and/or local non-profit organizations relating to job growth, affordable housing, home ownership, and foreclosure prevention within the City of Los Angeles.

6. What is the size of your institution as defined by the Community Reinvestment Act (CRA)? Large  Intermediate  Small

7. Please provide your overall CRA Rating and your State of California CRA Rating from your most recent CRA exam? In addition, please provide the CRA rating for each performance tests.

Overall CRA Rating:

Issue Rating Date: 09 / 30 / 2008  
 Month Day Year

Overall CRA Rating:  Outstanding  
 High Satisfactory  
 Low Satisfactory  
 Needs to Improve  
 Substantial Noncompliance

Performance Levels	Performance Tests		
	Lending	Investment	Service
Outstanding	X	X	X
High Satisfactory			
Low Satisfactory			
Needs to Improve			
Substantial Noncompliance			

State of California CRA Rating:

Issue Rating Date: 09 / 30 / 2008  
 Month Day Year

State CRA Rating:  Outstanding  
 High Satisfactory  
 Low Satisfactory  
 Needs to Improve  
 Substantial Noncompliance

Performance Levels	Performance Tests		
	Lending	Investment	Service
Outstanding	X	X	X
High Satisfactory			
Low Satisfactory			
Needs to Improve			
Substantial Noncompliance			

**CERTIFICATION UNDER PENALTY OR PERJURY**

I certify under penalty of perjury that I have read and understand the questions contained in this form and the responses contained in the form and on all the attachments. I further certify that I have provided full and complete answers to each question, and that all information provided in response to this form is true and accurate to the best of my knowledge and belief.

Renee Gordon, Vice President  
 Print Name, Title



Signature

11/29/2013  
 Date





ANTOINETTE CHRISTOVALE  
DIRECTOR of FINANCE  
CITY TREASURER

CITY OF LOS ANGELES  
CALIFORNIA

OFFICE OF FINANCE  
200 N. SPRING ST.  
ROOM 220 - CITY HALL  
LOS ANGELES, CA 90012

(213) 978-1774



JAN 22 PM 3:46

ADMINISTRATIVE OFFICER

ERIC GARCETTI  
MAYOR

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OFFICE OF THE MAYOR  
2014 JAN 22 AM 10:54  
CITY OF LOS ANGELES

Honorable Mayor Garcetti  
January 17, 2014  
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Antoinette Christovale, CPA  
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