



January 17, 2020

City of Santa Clara  
1500 Warburton Avenue  
Santa Clara, California 95050  
Attn: City Manager's Office  
Deanna J. Santana

**RECEIVED**

**JAN 21 2020**

Office of the City Manager  
City of Santa Clara

Via Overnight Carrier

Re: Agreement (the "Agreement") for the Performance of Services by and between the City of Santa Clara (the "City") and All Vision LLC ("Contractor"). Capitalized terms not otherwise defined herein shall have the meaning ascribed to such terms in the License Agreement.

**NOTICE OF TERMINATION**

Dear Ms. Santana,

Pursuant to Section 9.A of the Agreement, this letter is to notify the City that Contractor is hereby terminating the Agreement as of February 17, 2020. Despite the City's actions (and non-action) and our communications with the City, we maintained hope that the City would be willing to allow us to complete our work and move forward with the development of billboards on City property, as previously identified and proposed by Contractor, to add value for the City. Unfortunately, based on your letter dated January 9, 2020, it is now clear that the City is not going to allow us to move forward during the Term of the Agreement or at any point thereafter.

As such, we hereby terminate the Agreement as set forth above. Pursuant to Section 9.A, Contractor is submitting the attached spreadsheet reflecting the costs incurred by Contractor in its performance of the Services under the Agreement in the amount of \$498,079.48. Contractor believes that it is owed such amount pursuant to the terms of Section 9.A, and requests that the City promptly reimburses Contractor.

Nothing in this letter shall constitute a waiver of any rights or remedies of Licensor, nor shall any failure to mention any fact or matter, or act in any respect hereunder, bar or estop Licensor in any way with regard to any claims it has or may have concerning its rights and remedies under the License Agreement. Licensor expressly reserves all rights and remedies under the License Agreement, at law and in equity.

Please feel free to contact us with any questions.

Sincerely,

  
Robert Goldberg  
General Counsel



420 LEXINGTON AVENUE, STE 1601  
NEW YORK, NY 10170  
PHONE: 212.661.7500

WWW.ALLVISION.COM

Date	Type	Document Number	Name	Amount	Memo	Period	Name	Account
12/20/2013	Bill	1	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	11/15-12/1	December	Santa Clar: 66200 Consultants	GR
1/17/2014	Bill	2	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	12/15-1/15	January 20	Santa Clar: 66200 Consultants	GR
2/21/2014	Bill	3	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	1/15/14-2/1	February 2	Santa Clar: 66200 Consultants	GR
3/20/2014	Bill	4	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	2/15/14-3/1	March 201	Santa Clar: 66200 Consultants	GR
4/18/2014	Bill	5	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	3/15/14-4/1	April 2014	Santa Clar: 66200 Consultants	GR
5/16/2014	Bill	6	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	4/15/14-5/1	May 2014	Santa Clar: 66200 Consultants	GR
6/18/2014	Bill	7	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	5/15/14-6/1	June 2014	Santa Clar: 66200 Consultants	GR
7/28/2014	Bill	8	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	6/15/14-7/1	July 2014	Santa Clar: 66200 Consultants	GR
8/21/2014	Bill	9	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	7/15/14-8/1	August 201	Santa Clar: 66200 Consultants	GR
9/18/2014	Bill	993	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00		September	Santa Clar: 66200 Consultants	GR
9/18/2014	Bill	25	MOORE & MOORE COMMUNITY RELATIONS	2,500.00		September	Santa Clar: 66200 Consultants	GR
10/16/2014	Bill	10	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	8/15/14-9/1	October 20	Santa Clar: 66200 Consultants	GR
10/21/2014	Bill	1015	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00		October 20	Santa Clar: 66200 Consultants	GR
11/17/2014	Bill	27	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	NOV 14 FE	November	Santa Clar: 66200 Consultants	GR
11/20/2014	Bill	1040	MCGOVERN & ASSOCIATES CONSULTING, INC.	7,500.00		November	Santa Clar: 66200 Consultants	GR
12/29/2014	Bill	28	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	DEC 14 FE	December	Santa Clar: 66200 Consultants	GR
12/30/2014	Bill	1059	MCGOVERN & ASSOCIATES CONSULTING, INC.	7,500.00	DEC 14 FE	December	Santa Clar: 66200 Consultants	GR
1/23/2015	Bill	29	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	JAN 15 FE	Jan 2015	Santa Clar: 66200 Consultants	GR
1/30/2015	Bill	1077	MCGOVERN & ASSOCIATES CONSULTING, INC.	7,500.00	JAN 15 FE	Jan 2015	Santa Clar: 66200 Consultants	GR
2/28/2015	Bill	669	HADLEY LAW FIRM, LLC	1,351.50		Feb 2015	Santa Clar: 66010 Legal Fees	
2/28/2015	Bill	1110	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00	FEB 15 FE	Feb 2015	Santa Clar: 66200 Consultants	GR
2/28/2015	Bill	30	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	FEB 15 FE	Feb 2015	Santa Clar: 66200 Consultants	GR
3/24/2015	Bill	1126	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00	March 15 F	Mar 2015	Santa Clar: 66200 Consultants	GR
4/9/2015	Bill	31	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	MAR 15 FE	Apr 2015	Santa Clar: 66200 Consultants	GR
4/17/2015	Bill	32	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	APR 15 FE	Apr 2015	Santa Clar: 66200 Consultants	GR
4/23/2015	Bill	1141	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00	APR 15 FE	Apr 2015	Santa Clar: 66200 Consultants	GR
4/30/2015	Bill	709616	DAVIS GRAHAM & STUBBS LLP	1,026.00		Apr 2015	Santa Clar: 66010 Legal Fees	
4/30/2015	Bill	GREG SMITH APR 2015	JPMORGAN CHASE BANK	75.00		Apr 2015	Santa Clar: 70010 Travel - Entertainment	
4/30/2015	Bill	GREG SMITH APR 2015	JPMORGAN CHASE BANK	482.99		Apr 2015	Santa Clar: 70020 Travel - Meals	
4/30/2015	Bill	GREG SMITH APR 2015	JPMORGAN CHASE BANK	207.00		Apr 2015	Santa Clar: 70030 Travel - Transportation	
4/30/2015	Bill	GREG SMITH APR 2015	JPMORGAN CHASE BANK	2,239.65		Apr 2015	Santa Clar: 70040 Travel - Other	
5/20/2015	Bill	1159	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00	May 15 FE	May 2015	Santa Clar: 66200 Consultants	GR
5/22/2015	Bill	681	HADLEY LAW FIRM, LLC	178.50		May 2015	Santa Clar: 66010 Legal Fees	
5/31/2015	Bill	MAY 15 EXPENSES	BELENSON, ALEX	25.00		May 2015	Santa Clar: 70020 Travel - Meals	
5/31/2015	Bill	MAY 15 EXPENSES	BELENSON, ALEX	105.61		May 2015	Santa Clar: 70030 Travel - Transportation	
5/31/2015	Bill	GREG SMITH MAY 2015	JPMORGAN CHASE BANK	666.59		May 2015	Santa Clar: 70040 Travel - Other	
5/31/2015	Bill	MAY 15 EXPENSES	BELENSON, ALEX	5.50		May 2015	Santa Clar: 70060 Parking	
6/19/2015	Bill	33	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	MAY 15 FE	Jun 2015	Santa Clar: 66200 Consultants	GR
6/19/2015	Bill	34	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	JUN 15 FE	Jun 2015	Santa Clar: 66200 Consultants	GR
6/30/2015	Bill	JUN 15 EXPENSES	BELENSON, ALEX	21.00		Jun 2015	Santa Clar: 61050 Postage & Delivery	
6/30/2015	Bill	JUN 15 EXPENSES	BELENSON, ALEX	10.18		Jun 2015	Santa Clar: 61060 Print & Reprod	
6/30/2015	Bill	1176	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00	JUN 15 FE	Jun 2015	Santa Clar: 66200 Consultants	GR
7/20/2015	Bill	1190	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00	JUL 15 FE	Jul 2015	Santa Clar: 66200 Consultants	GR
7/22/2015	Bill	35	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	JUL 15 FE	Jul 2015	Santa Clar: 66200 Consultants	GR
7/31/2015	Bill	002	BETH SCHISSLER	400.00		Jul 2015	Santa Clar: 66030 Consult Fees	
8/20/2015	Bill	1207	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00	AUG 15 FE	Aug 2015	Santa Clar: 66200 Consultants	GR
8/31/2015	Bill	AUG 15 EXPENSES	BENTLER, CHRISTOPHER	538.69		Aug 2015	Santa Clar: 12193 Due From AV to TDONC	
9/18/2015	Bill	1222	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00	SEP 15 FE	Sep 2015	Santa Clar: 66200 Consultants	GR

9/18/2015 Bill	36	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	AUG 15 FE Sep 2015	Santa Clar:66200 Consultants GR
9/18/2015 Bill	37	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	SEP 15 FE Sep 2015	Santa Clar:66200 Consultants GR
10/23/2015 Bill	40	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	OCT 15 FE Oct 2015	Santa Clar:66200 Consultants GR
10/27/2015 Bill	SEP & OCT 15 EXPENSES	MANFREDI, JAMES	49.95	Oct 2015	Santa Clar:64020 Telephone - Wireless
10/27/2015 Bill	OCT 15 EXPENSES	MANFREDI, JAMES	49.95	Oct 2015	Santa Clar:64020 Telephone - Wireless
10/27/2015 Bill	1240	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00	OCT 15 FE Oct 2015	Santa Clar:66200 Consultants GR
10/27/2015 Bill	OCT 15 EXPENSES	MANFREDI, JAMES	65.37	Oct 2015	Santa Clar:70020 Travel - Meals
10/27/2015 Bill	SEP & OCT 15 EXPENSES	MANFREDI, JAMES	816.00	Oct 2015	Santa Clar:70030 Travel - Transportation
10/27/2015 Bill	OCT 15 EXPENSES	MANFREDI, JAMES	641.70	Oct 2015	Santa Clar:70030 Travel - Transportation
10/27/2015 Bill	OCT 15 EXPENSES	MANFREDI, JAMES	423.19	Oct 2015	Santa Clar:70040 Travel - Other
10/31/2015 Bill	OCT 15 EXPENSES	BENTLER, CHRISTOPHER	1,536.04	Oct 2015	Santa Clar:12193 Due From AV to TDONG
10/31/2015 Bill	OCT 15 EXPENSES	BELENSON, ALEX	2,324.00	Oct 2015	Santa Clar:12350 Work In Progress
11/6/2015 Bill	708112	DAVIS GRAHAM & STUBBS LLP	1,603.12	Nov 2015	Santa Clar:66010 Legal Fees
11/20/2015 Bill	1256	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00	NOV 15 FE Nov 2015	Santa Clar:66200 Consultants GR
11/20/2015 Bill	41	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	NOV 15 FE Nov 2015	Santa Clar:66200 Consultants GR
12/31/2015 Bill	1275	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00	DEC 15 FE Dec 2015	Santa Clar:66200 Consultants GR
12/31/2015 Bill	42	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	DEC 15 FE Dec 2015	Santa Clar:66200 Consultants GR
1/21/2016 Bill	1293	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00	JAN 16 FE Jan 2016	Santa Clar:66200 Consultants GR
1/21/2016 Bill	43	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	JAN 16 FE Jan 2016	Santa Clar:66200 Consultants GR
2/19/2016 Bill	1323	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00	FEB 16 FE Feb 2016	Santa Clar:66200 Consultants GR
2/19/2016 Bill	44	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	FEB 16 FE Feb 2016	Santa Clar:66200 Consultants GR
3/15/2016 Bill	1343	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00	Mar 16 Fee Mar 2016	Santa Clar:66200 Consultants GR
3/21/2016 Bill	45	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	2/16-3/16/1 Mar 2016	Santa Clar:66200 Consultants GR
4/7/2016 Bill	Mar 16 Expenses	SCHARFBERG, JOSHUA	21.95	Expenses : Apr 2016	Santa Clar:64020 Telephone - Wireless
4/7/2016 Bill	Mar 16 Expenses	SCHARFBERG, JOSHUA	99.95	Expenses : Apr 2016	Santa Clar:70020 Travel - Meals
4/7/2016 Bill	Mar 16 Expenses	SCHARFBERG, JOSHUA	653.45	Expenses : Apr 2016	Santa Clar:70030 Travel - Transportation
4/7/2016 Bill	Mar 16 Expenses	SCHARFBERG, JOSHUA	125.10	Expenses : Apr 2016	Santa Clar:70070 Travel-Local
4/19/2016 Bill	1392	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00	April 2016 Apr 2016	Santa Clar:66200 Consultants GR
4/19/2016 Bill	46	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	3/16-4/15/1 Apr 2016	Santa Clar:66200 Consultants GR
5/10/2016 Bill	Apr 16 Expenses	SCHARFBERG, JOSHUA	110.00	Expenses : May 2016	Santa Clar:70030 Travel - Transportation
5/18/2016 Bill	1408	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00	May 2016 May 2016	Santa Clar:66200 Consultants GR
5/18/2016 Bill	47	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	May 2016 - May 2016	Santa Clar:66200 Consultants GR
6/3/2016 Bill	May 16 Expenses	SCHARFBERG, JOSHUA	9.76	Expenses : Jun 2016	Santa Clar:61140 Office Expense
6/3/2016 Bill	May 16 Expenses	SCHARFBERG, JOSHUA	130.35	Expenses : Jun 2016	Santa Clar:70020 Travel - Meals
6/3/2016 Bill	May 16 Expenses	SCHARFBERG, JOSHUA	1,432.41	Expenses : Jun 2016	Santa Clar:70030 Travel - Transportation
6/3/2016 Bill	May 16 Expenses	SCHARFBERG, JOSHUA	693.95	Expenses : Jun 2016	Santa Clar:70040 Travel - Other
6/3/2016 Bill	May 16 Expenses	SCHARFBERG, JOSHUA	63.34	Expenses : Jun 2016	Santa Clar:70070 Travel-Local
6/16/2016 Bill	May 2016 Retainer	ACEBO & ASSOCIATES, LLC	2,500.00	May 2016 Jun 2016	Santa Clar:66200 Consultants GR
6/16/2016 Bill	1427	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00	June 2016 Jun 2016	Santa Clar:66200 Consultants GR
6/16/2016 Bill	48	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	June 2016 Jun 2016	Santa Clar:66200 Consultants GR
7/6/2016 Bill	Jun 16 Expenses	SCHARFBERG, JOSHUA	23.19	Expenses ( Jul 2016	Santa Clar:70020 Travel - Meals
7/6/2016 Bill	Jun 16 Expenses	SCHARFBERG, JOSHUA	385.84	Expenses ( Jul 2016	Santa Clar:70030 Travel - Transportation
7/6/2016 Bill	Jun 16 Expenses	SCHARFBERG, JOSHUA	159.41	Expenses ( Jul 2016	Santa Clar:70030 Travel - Transportation
7/6/2016 Bill	Jun 16 Expenses	SCHARFBERG, JOSHUA	330.10	Expenses ( Jul 2016	Santa Clar:70030 Travel - Transportation
7/6/2016 Bill	Jun 16 Expenses	SCHARFBERG, JOSHUA	120.66	Expenses ( Jul 2016	Santa Clar:70070 Travel-Local
7/21/2016 Bill	1443	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00	July Fees Jul 2016	Santa Clar:66200 Consultants GR
7/22/2016 Bill	49	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	7/15/16 No Jul 2016	Santa Clar:66200 Consultants GR
8/5/2016 Bill	Jul 16 Expenses	BELENSON, ALEX	42.00	Expenses : Aug 2016	Santa Clar:70020 Travel - Meals
8/5/2016 Bill	Jul 16 Expenses	SCHARFBERG, JOSHUA	66.81	Expenses : Aug 2016	Santa Clar:70020 Travel - Meals

8/5/2016 Bill	Jul 16 Expenses	SCHARFBERG, JOSHUA	1,230.20	Expenses . Aug 2016	Santa Clar: 70030 Travel - Transportation
8/5/2016 Bill	Jul 16 Expenses	SCHARFBERG, JOSHUA	293.33	Expenses . Aug 2016	Santa Clar: 70040 Travel - Other
8/5/2016 Bill	Jul 16 Expenses	BELENSON, ALEX	7.00	Expenses . Aug 2016	Santa Clar: 70060 Parking
8/5/2016 Bill	Jul 16 Expenses	SCHARFBERG, JOSHUA	118.02	Expenses . Aug 2016	Santa Clar: 70070 Travel-Local
8/17/2016 Bill	1459	MCGOVERN & ASSOCIATES CONSULTING, INC.	2,500.00	August 201Aug 2016	Santa Clar: 66200 Consultants GR
8/17/2016 Bill	50	MOORE & MOORE COMMUNITY RELATIONS	2,500.00	Northern C Aug 2016	Santa Clar: 66200 Consultants GR
10/1/2016 Bill	Greg Smith Jul 16	JPMORGAN CHASE BANK	612.25	G. Smith C Oct 2016	Santa Clar: 70030 Travel - Transportation
11/15/2016 Bill	Nov 16 Expenses	BELENSON, ALEX	46.00	Expenses I Nov 2016	Santa Clar: 12350 Work In Progress
10/4/2017 Bill	Sep 17 Expenses	BELENSON, ALEX	46.00	Expenses I Oct 2017	Santa Clar: 65050 BB Permits/Fines
11/16/2018 Bill	Expenses Oct18	BELENSON, ALEX	49.00	Expenses I Nov 2018	Santa Clar: 65050 BB Permits/Fines
Overall Total			181,712.60		
	Salary allocation		316,366.88		
	Total expenses incurred		498,079.48		