

**Attachment B to Agenda File No. 2018-0323****REAL PROPERTY LICENSE AGREEMENT**

THIS REAL PROPERTY LICENSE AGREEMENT (this “**License**”), made and entered into as of \_\_\_\_\_, 2018 (the “**Effective Date**”), by and between PASHA AUTOMOTIVE SERVICES, A CALIFORNIA CORPORATION, hereinafter called “**Licensor**” and SAN DIEGO GAS & ELECTRIC COMPANY, a California corporation, hereinafter called “**Licensee**.”

This License is entered into pursuant to the online SDG&E’s *Power Your Drive* Program Site Host Participation Application (the “**Application**”). Except as may be defined herein, capitalized terms used in this License shall have the meanings assigned to them in the Application.

Licensor hereby grants to Licensee a license to erect, construct, improve, reconstruct, repair, maintain, and use the following facilities (“Facilities”) on the Premises (as described below):

1. Underground facilities, together with aboveground structures consisting of, but not limited to, pad-mounted electrical equipment, and electric vehicle charging stations (“EV Stations”), and all appurtenances for the distribution of electricity to the Facilities.
2. Communication facilities, and appurtenances, which can include, Supervisory Control and Data Acquisition (SCADA).

Licensee has the right of ingress and egress, to, from and along the Premises in, upon, over and across the Property (as defined below). Licensee further has the right, but not the duty to clear and keep this Premises clear from explosives, buildings, structures and materials.

The Premises are located on the “Property” in the County of San Diego, State of California described as follows:

Approximately 4,018,355 square feet of land area, located at 2500 Terminal Avenue in National City, more particularly delineated in Parcel 1 of Exhibit A and described on Exhibit B of that Terminal Operator Agreement filed February 7, 2011 at Document No. 57251, of the Office of the District Clerk of said San Diego Unified Port District.

The “Premises” shall be those strips of land, including all of the area lying between the exterior sidelines, which sidelines shall be three (3) feet, measured at right angles, on each exterior side of all Facilities installed, as shown on Licensee’s Site Design Layout Number WP170016 (available from Grantee upon request) on the Property on or before **December 31, 2019**.



In order to provide adequate working space for Licensee, Licensor shall not erect, place or construct, nor permit to be erected, placed or constructed any building or other structure, deposit any materials, plant any trees and/or shrubs or change ground elevation within eight (8) feet of the front of the door or hinged opening of any above ground transformer.

Licensor shall provide, at all times, a delineated parking space surrounding each EV Station, so that each EV Station may be accessed and used by an electric vehicle for charging. SDG&E has the right to stencil, in paint, the ground of such stall to indicate the spaces are for electric vehicles and/or install signs that indicate the parking is for electric vehicles only. All signage proposed for this project shall conform to City Wide Sign Regulations and be administered by the Sign Code Administration Division of the Planning Department, where applicable.

Licensor shall not erect, place or construct, nor permit to be erected, placed or constructed, any building or other structure, plant any tree, drill or dig, on the Premises.

Licensee shall indemnify, defend, and hold Licensor harmless from and against all losses, damages, or expenses that Licensor may sustain or become liable for that result from the construction or maintenance by Licensee of its Facilities within the Premises. Such indemnification shall include any losses, damages, or expenses arising solely out of negligence or intentional acts of Licensee but excepting any losses, damages, or expenses resulting from the negligent or intentional acts of the Licensor and third parties.

**CONDUITS CARRY HIGH VOLTAGE ELECTRICAL CONDUCTORS**, therefore Licensor shall not make or allow any excavation or fill to be made on the Premises **WITHOUT FIRST NOTIFYING SAN DIEGO GAS & ELECTRIC COMPANY BY CALLING (619) 696-2000, and OBTAINING PERMISSION.**

This License shall be binding upon and inure to the benefit of successors, heirs, executors, administrators, permittees, licensees, agents or assigns of Licensor and Licensee.

The term of this License shall commence upon the date of execution and if not mutually renewed by both parties, shall expire upon the earlier of the following: (i) 10 years from the date of installation of the Facilities; or (ii) the termination or expiration of the Terminal Operator Agreement between the San Diego Unified Port District and Licensor dated February 7, 2011 and bearing District Clerk Document no. 57251 ("Term"). However, upon either parties' request, this License may be terminated within 30 days notice; provided, however, if Licensor is the party that requested to terminate the License, prior to the end of the Term, then Licensor shall pay to Licensee, within 30 days of such termination, (i) Licensee's full and reasonable cost and sole expense to remove the Facilities from the Premise, and (ii) an amount equal to the portion of the undepreciated cost of the Facilities remaining at the time of removal and the portion of the undepreciated amount of the installation costs remaining at the time of removal. If Licensee requests termination, it shall pay for the costs of removal and no additional costs shall be required of Licensor.



IN WITNESS WHEREOF, Licensor and Licensee have executed this License this \_\_\_\_\_ day of \_\_\_\_\_, 2018.

**PASHA AUTOMOTIVE SERVICES, A CALIFORNIA CORPORATION**

By: \_\_\_\_\_

Name: \_\_\_\_\_

PRINT NAME

Title: \_\_\_\_\_

**SAN DIEGO GAS & ELECTRIC COMPANY, a California corporation**

By: \_\_\_\_\_

Name: \_\_\_\_\_

PRINT NAME

Title: \_\_\_\_\_

Drawn: BCorbilla

Date: 04/23/18 (REV) 06/11/18 (REV) 07/23/18

Site No: WP170016

Site Name: Pasha Automotive Services – 2500 Terminal Avenue

SR No: 254404

RW No: 369260