STATE OF CALIFORNIA

TRANSCRIPT OF PROCEEDINGS

CALIFORNIA STATE LOTTERY COMMISSION

COMMISSION MEETING

TIME: 10:01 a.m.

DATE: March 21, 2024

PLACE: California State Lottery Headquarters

700 North 10th Street

Sacramento, California 95811

Transcription Service: Martha J. Hanna

Foothill Transcription Company

PO Box 597

Sloughhouse, California 95683

(916)892 - 9869

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APPEARANCES

California State Lottery Commission

Gregory Ahern
Chair of the Commission
Commissioner

Keetha Mills
Vice Chair of the Commission
Commissioner

Tiffani Alvidrez Commissioner

Alexandre Rasouli, MD Commissioner

Participating Lottery Commission Staff

Harjinder K. Shergill Chima
Director

Fernando Aceves Chief Counsel

John Lowden
Deputy Director of Security and Law Enforcement

Erik Hornbaker Manager of Facilities and Business Services

Sharon Allen
Deputy Director of Sales and Marketing

Jennifer Chan
Deputy Director of Information Technology Services

Elisa Topete
Assistant to the Commission

Rebecca Estrella Recording Secretary

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1	Thursday, MARCH 21, 2024
2	Sacramento, California
3	000-
4	CHAIR AHERN: Okay. Will the Secretary please
5	call the roll?
6	MS. TOPETE: Commissioner Mills?
7	COMMISSIONER MILLS: Present.
8	MS. TOPETE: Commissioner Alvidrez?
9	COMMISSIONER ALVIDREZ: Here.
10	MS. TOPETE: Commissioner Garrison Engbrecht?
11	Commissioner Rasouli?
12	COMMISSIONER RASOULI: Here.
13	MS. TOPETE: Chairman Ahern?
14	CHAIR AHERN: Here. Great, thank you. Item #4,
15	Commissioners, does anyone want to suggest any changes to
16	today's agenda in any respect? No changes, so do I hear a
17	motion to adopt the agenda?
18	COMMISSIONER MILLS: Move to approve.
19	CHAIR AHERN: We have a motion, and is there a
20	second?
21	COMMISSIONER RASOULI: Second.
22	CHAIR AHERN: We have a motion and a second; will
23	the Secretary please call the roll?
24	MS. TOPETE: Commissioner Mills?
25	COMMISSIONER MILLS: Yes.

1	MS. TOPETE: Commissioner Alvidrez?
2	COMMISSIONER ALVIDREZ: Yes.
3	MS. TOPETE: Commissioner Rasouli?
4	COMMISSIONER RASOULI: Yes.
5	MS. TOPETE: Chairman Ahern?
6	CHAIR AHERN: Yes. All right, Item #5 is the
7	Approval of the Minutes. Are there any corrections to the
8	Minutes? None noted. Do I hear a motion to approve the
9	minutes of the January 25 th , 2024 Commission Meeting?
10	COMMISSIONER ALVIDREZ: Move to approve.
11	CHAIR AHERN: We have a motion. Is there a
12	second?
13	COMMISSIONER RASOULI: Second.
14	CHAIR AHERN: A motion and a second; will the
15	Secretary please call the roll?
16	MS. TOPETE: Commissioner Mills?
17	COMMISSIONER MILLS: Yes.
18	MS. TOPETE: Commissioner Alvidrez?
19	COMMISSIONER ALVIDREZ: Yes.
20	MS. TOPETE: Commissioner Rasouli?
21	COMMISSIONER RASOULI: Yes.
22	MS. TOPETE: Chairman Ahern?
23	CHAIR AHERN: Yes. Okay, Item #6 is the next
24	item on the agenda for Informational Items, and we have our
25	Director, Harjinder Shergill Chima.

DIRECTOR CHIMA: Good morning, Commissioners.

2 CHAIR AHERN: Good morning.

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DIRECTOR CHIMA: For my Sales update today, I'm pleased to share with all of you that as of March 9th, sales estimates across all of our Lottery games are close to \$6.5 billion. So we are right on track from where were last year, and we're about nine percent above goal for this year. In addition, our Scratchers sales have stayed strong since my last update in January, and we've now exceeded the \$4.5 billion mark. I know it may not seem like a lot to say one percent above goal or three percent above goal, or more than last year, but I want to point out that we actually -- it means that we're rebounding. As you may recall, when we were forecasting our budget for this year, thought that we would be below where we were last year; we are actually exceeding that right now, and we're pacing very close to our record sales from two years ago, which is fantastic.

Moving on to our Draw Games, the multi-state games have been creating buzz again, and recently they have over a billion dollars up for grabs right now. On Friday, the Mega Millions jackpot is slated for \$977 million. The Powerball for Saturday is \$750 million, and SuperLotto, not to be left behind, is at \$20 million for Saturday. We've been lucky this year, and we got to offer eight jackpots over a billion dollars, which is something that I did not believe was true,

and we had them double-check, but that is in fact what we've gotten this year. California players have helped us reach \$1.1 billion in sales so far through early March, and so I'm happy to say that both our national games are pacing well above the goals that we had projected for this year.

Our Daily Games, as well as Hot Spot, are both very close to their sales goals for the year, with almost \$300 million each, and Hot Spot in particular, while slightly below the goal that we had set for it, is still pacing four percent above from last year, and I just realized I'm not following along with it. So, the Hot Spot is also really due to the large jackpots that I've mentioned earlier, plus a little push from our Scratchers sales.

At the last Commission meeting I shared with you how we compared to other lotteries in the U.S., and at that time, we were trending number one. Well, recently, we received the update of sales through December 1st, and I'm very pleased to say that California still is at number one, but as you can see, we're just hanging on by a thread. So, Florida is right on our tail at \$4.77 billion, or just \$7 million behind us. So, our team is already working on ways that we can figure out how to really kick it up a notch and make sure that we hold on to that number one spot for the rest of the year and finish strong.

CHAIR AHERN: Is there any way we could damage

1 Florida's --2 DIRECTOR CHIMA: We will definitely look into 3 that. 4 CHAIR AHERN: Just thinking about defense a 5 little bit. 6 DIRECTOR CHIMA: Can you get on that, Jim? 7 Okay. As you may already know, March is also Problem 8 9 Gambling Awareness Month, and so this month we've supported the key program in conjunction with the California 10 11 Department of Public Health, their Office of Problem 12 Gambling through extra messaging at our retail, our website and mobile apps, and through our paid advertising. 13 14 the organization, we've also made a conscious effort to 15 share more information with our own teams to make sure that 16 they understand the importance of problem gambling and the 17 issues that it may cause, and we really do work hard to make 18 sure that they understand that we always should focus on 19 responsible gaming and the resources that are available to 20 our players. 21 So, while March may get the extra spotlight, 22 responsible gaming practices are very much a key component 23 of our work throughout the year, and it's important for all 24 of us to understand the impact of problem gambling and the

part that we have to play in promoting responsible play at

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1	all times.
2	So, this actually concludes my report for this
3	month, but I'm happy to answer any questions that you might
4	have.
5	CHAIR AHERN: Anyone have any questions? Okay.
6	Thank you very much.
7	DIRECTOR CHIMA: Thank you.
8	CHAIR AHERN: Great numbers.
9	DIRECTOR CHIMA: Yes.
10	CHAIR AHERN: Pretty exciting times. Item #7 is
11	the Consent Calendar. There are no items under Consent
12	Calendar, so we'll proceed to the Action Items. We'll first
13	start with John Lowden, Action Item #8a, Ratification of the
14	Contract for Security Guard Services.
15	DEPUTY DIRECTOR LOWDEN: Good morning,
16	Commissioners and Director Chima.
17	CHAIR AHERN: Good morning.
18	DEPUTY DIRECTOR LOWDEN: Item #8a, Ratification of
19	Security Guard Contract. The Lottery contracts security
20	guard services on a 24-hour, seven-day-a-week basis. These
21	services include monitoring and controlling access to
22	Lottery facilities, responding to alarms, escorting
23	visitors, providing security services at special events, and
24	protecting Lottery assets.
25	The contract for Security Guard Services with

Securitas, was expiring on December 27th, 2023. Staff initiated the process to solicit an invitation to bid for Uniformed Security Services in November of 2022, and a formal invitation for bid, #R001132, was released on September 27th, 2023. On October 4th of 2023, a bidder's conference was held to assist bidders with Lottery requirements, and all bids were due on October 20th, 2023.

The Lottery received 19 bids, with many of the bidders representing large, well-known security guard firms that conduct business in the State of California. In early November, the screening process for applicants was ongoing, and it was clear a vendor would not be identified in time for the November Commission Meeting. Staff consulted with Legal, who advised this item was not ready for the November Commission and based on the lack of critical information and high-dollar amount, the recommendation was for the Director to execute the contract when it was ready to ensure there were no gaps in security guard services.

In November 2023, staff identified Citiguard as the prospective winner of this award. This was based on their ability to perform on the contract and their responses to the screening criteria. Their contracted rates were deemed feasible and met fiscal responsibility requirements. In addition, Citiguard has experience with other large, long-term contracts which require the deployment and

management of guards to a variety of locations for extended periods of time.

During this same time frame, the Lottery received a Notice of Intent to Protest from another prospective bidder. Due to the Notice of Intent to Protest the Lottery received, the award for Citiguard was not resolved until early December 2023. This delay in process did not afford staff the ability to present the Security Guard Contract to the Commission in January with adequate lead time. Based on the impending expiration of the Securitas Contract, the Lottery entered an extension for services with Securitas while we finalized the terms and agreements of a new contract with the winning bidder, Citiguard. This extension afforded us the ability to have overlapping transitional security services through April 2024.

The approval of the Citiguard Contract per Lottery Regulations 8.6.6A, in advance of the March Commission Meeting, was warranted based upon the unique circumstances of this particular bidding process and the need to maintain continual security services for all Lottery facilities. A successful transition from Securitas to Citiguard took place on March 7th, 2024.

This contract was the result of a formal invitation for bid, wherein Citiguard was thoroughly vetted for feasibility of performance and cost efficiency. This

1	contract has a term of five years, from January 16 th , 2024
2	through January 15 th , 2029 with two one-year options to
3	extend. Total expenditure authority is \$12,500,000.
4	Staff recommends the Commission approve the
5	ratification of the award of Contract 101234 to Citiguard
6	for security guard services pursuant to Lottery Regulations
7	8.6.6A. And with that, I'll take any questions.
8	CHAIR AHERN: All right, any questions? Go
9	ahead.
10	COMMISSIONER MILLS: Thanks, John, for the
11	presentation. This is a new vendor?
12	DEPUTY DIRECTOR LOWDEN: It is.
13	COMMISSIONER MILLS: Okay. Do you know about how
14	many people this covers? Like, how many security guards
15	does this cover?
16	DEPUTY DIRECTOR LOWDEN: Well, for our contract?
17	COMMISSIONER MILLS: Uh-huh.
18	DEPUTY DIRECTOR LOWDEN: Approximately 80.
19	COMMISSIONER MILLS: Eight?
20	DEPUTY DIRECTOR LOWDEN: Eighty.
21	COMMISSIONER MILLS: Oh, 80 I was, like, eight?
22	Wow. Do the math on that. Eighty, okay, thanks. And it
23	covers the entire State, is that
24	DEPUTY DIRECTOR LOWDEN: Correct, all of our
25	facilities, our distribution centers, and our sales offices

1 as well. 2 COMMISSIONER MILLS: Okay, great. And being a new 3 vendor, I assume that since the contract has been executed, 4 they're already in process, that we're confident about their 5 ability to execute, and it's been a seamless transition? 6 **DEPUTY DIRECTOR LOWDEN:** Yes. Yes, ma'am. been seamless. We'd been working with them prior to the 7 8 transition --9 COMMISSIONER MILLS: Uh-huh. **DEPUTY DIRECTOR LOWDEN:** -- and we ironed out all 10 11 of our questions and our concerns with their management 12 team, and primarily our concerns were related to continual services, compensation, and maintaining our level of 13 14 security, and that has all taken place in our -- I think the 15 only difference you might see is there's a different 16 uniform, but the faces, for the most part, are the same. 17 COMMISSIONER MILLS: Oh, that's great. So, a lot of the staff were able to transition over? 18 **DEPUTY DIRECTOR LOWDEN:** Probably 95 percent 19 20 maintained the transition to Citiquard. 21 **COMMISSIONER MILLS:** That's terrific; great. 22 you. 23 DEPUTY DIRECTOR LOWDEN: Sure. 24 CHAIR AHERN: And in our briefing, I just was 25 impressed that all of our staff were given the opportunity

1	to stay on, and as you explained to me, just a few of them
2	wanted to go to another type of employment and do other
3	types of security work. So it's nice that we keep the same
4	stability in people for them as well as at the Lottery.
5	DEPUTY DIRECTOR LOWDEN: Yes, a handful stayed
6	with their employed vendor of Securitas.
7	CHAIR AHERN: Okay. All right, thank you, John.
8	Any other questions? Does any member of the public want to
9	address the Commission at this time regarding Action Item
10	#8a? Seeing none, do I hear a motion to approve Action Item
11	8a, Ratification of Contract for Security Guard Services?
12	COMMISSIONER MILLS: I'll move to approve.
13	CHAIR AHERN: We have a motion to approve
14	COMMISSIONER ALVIDREZ: Second.
15	CHAIR AHERN: and we have a second. Will the
16	Secretary please call the roll?
17	MS. TOPETE: Commissioner Mills?
18	COMMISSIONER MILLS: Yes.
19	MS. TOPETE: Commissioner Rasouli?
20	COMMISSIONER RASOULI: Yes.
21	MS. TOPETE: Chairman Ahern?
22	CHAIR AHERN: Yes. Okay, thank you, again. Item
23	#8b, NorCal Ticket Shredding Services, and Erik.
24	MANAGER HORNBAKER: Good morning, Commissioners.
25	CHAIR AHERN: Good morning.
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MANAGER HORNBAKER: Morning. My name's Erik

Hornbaker, Facilities and Business Services, Administration

Branch Chief, and I'm here to present two items today.

Item #8b is NorCal Ticket Shredding Services. The California State Lottery is requesting a ratification of a new, three-year, \$1.5 million contract with Viking Shred, LLC, to provide Scratcher ticket shredding services at the Northern Distribution Center and four Northern California District Offices.

Northern California facility used to conduct Lottery
warehousing operations. The Northern Distribution Center is
the repository, short-term and long-term, and distribution
point for various items, which include, but aren't limited
to tickets, point-of-sale, computers, office supplies,
assorted supplies, and records. As a point of distribution,
each facility packages tickets and point of sale into orders
and ship to retailers in district offices throughout
Northern California. The Northern Distribution Center also
processes all ticket returns from retailers and district
sales representatives. The efficient flow of products is
dependent upon the Northern Distribution Center's ability to
safely accept and ship items.

The Northern Distribution Center is limited in its ability to operate safely and efficiently when a backlog of

tickets grows. The backlog takes up needed pallet positions on the racking systems. Due to old tickets taking up the racket pallet positions, new games at point of sale arriving from manufacturers need to be stored on the warehouse floor. The storage has consisted of lining aisleways and the loading dock space. Lining aisleways and the loading dock space of pallets creates safety and organizational issues.

The Northern Distribution Center's best practices for shipping and receiving products is to have the dock clear of any other products. Best practices are designed to prevent accidental commingling of products. The commingling of product could have a negative effect for the Lottery if the wrong products are shipped to the wrong locations or destroyed prematurely. Additionally, storing products in the aisles prohibits the efficient movement within each facility; entrance and egress to each aisleway shouldn't be impeded. Furthermore, the storage of pallets and aisleways could prevent entrance and egress of staff in the event of an emergency or a delay in emergency services from accessing the facility in the most efficient way possible.

Therefore, it is recommended that the Commission ratifies a new contract with Viking Shreds for tickets and recycling services in the amount of \$1.5 million for three years, and I'm happy to take any questions.

CHAIR AHERN: Okay, any Commissioners have any

1 | questions? Go ahead.

COMMISSIONER ALVIDREZ: A couple of thoughts: So, I know that we have been dealing with this issue of backlog for quite some time.

MANAGER HORNBAKER: Correct.

COMMISSIONER ALVIDREZ: We've been talking about it from a Commission perspective at least for the amount of time that I've been on the Commission, which is about a year. Can you give us just a quick, brief summation of the history of this backlog and the need for shredding services?

MANAGER HORNBAKER: Certainly.

COMMISSIONER ALVIDREZ: And then can you give us an estimated timeline as to when we can see the complete elimination of the backlog, so that this -- it feels as though it's a bit of a stockpile, because we're never really addressing the actual bulk of the backlog. Can you talk to us about that a little bit?

MANAGER HORNBAKER: I certainly can, and I'll start with the first part of the question on how we got to where we are. A big part of it was, during COVID, during the Pandemic, there were concerns with supply-chain constraints, as we all experienced throughout our lives. Therefore, when we did stockpile tickets a little bit longer, I think in case there were printing supply-chain issues, we would still have some product to push out to our

retailers, as long as it wasn't the top prize paid out. We were not allowed to sell at that time, so there was a backlog there. There was also a backlog due to a contract expiring and not having the ability to add more funding to that contract or extend for time, so that created a long-term backlog. So, when it was apparent that these supplychain issues were not going to impact the printing and distribution of tickets, we started to address that backlog.

And to address the second part of the question, this is a three-year contract with two one-year options to extend, but that also gives the Operations Team an opportunity to look at other permanent solutions, such as potentially purchasing our own industrial shredding equipment and doing our own shredding onsite, so we're not reliant upon others to do that for us. But we also added about a 30 percent year-over-year contingency to address any potential backlogs. So, I know it seems we've come to the well quite a few times on this issue, but we're hoping this is the last time we come to the well for at least five years to ask for either additional funding, you know, another term, or another contract.

COMMISSIONER ALVIDREZ: How long do we think it will take to address this existing backlog that occurred due to COVID?

MANAGER HORNBAKER: So, we've already addressed

the COVID backlog piece of it, so I think we're pretty close to being finished. I can get you the final numbers, but I think we're pretty close to finalizing the backlog for Northern California, and we'll talk about Southern California next, but we should be close to addressing the current backlog in Northern California, so then it just becomes a maintenance part of the contract, where we're just maintaining the trucks coming out on a regular schedule to

do whatever we have.

- So, we hope to have the backlog resolved for Northern California I think it's this month, so I can validate with my staff and get back to you on that. And then it just becomes what we call a "maintenance contract;" we're just maintaining our services.
- COMMISSIONER ALVIDREZ: And so, we're taking the time with this contract to assess whether it makes sense for us to purchase our own equipment?
- MANAGER HORNBAKER: Correct. At one time, the Lottery used to shred tickets, up until probably 2002, 2003, when we were a much smaller and contributed much less to Education. You know, we've grown exponentially, which is a great problem to have. So, something we're looking at doing again is shredding onsite and having a waste hauler or recycler haul off the waste.

COMMISSIONER ALVIDREZ: Thank you.

MANAGER HORNBAKER: You're welcome.

CHAIR AHERN: I should have asked this during the briefing, but do they only shred tickets for us, or do they shred other documents for us?

MANAGER HORNBAKER: So, it was more attractive to the Bidding Committee for us to only -- because of the volume, to only ask to do the shred of the tickets. The non-ticket destruction is such an inconsequential amount that that would be a separate, smaller contract -- much smaller. The volume of PII-type paperwork pales in comparison to the volume of shreds. So, they are only doing ticket shred.

CHAIR AHERN: All right, and do the Lottery regulations require us to maintain these tickets for any length of time? Is there a time restriction that then we can shred them, or we can shred them anytime we want?

MANAGER HORNBAKER: I would defer to -- I don't know if Sharon would be able to answer the question? I think there is, but I don't want to misspeak, and I'm not sure. Sharon might be able to answer that. Hi, Sharon.

DEPUTY DIRECTOR ALLEN: For various reasons, we try to sell through as much product as we can, but when there are top prizes that are sold, and they're not available, we recall them, so that is a reason when we shred. Also, if there are retailers that close down, and we

have to collect their inventory. Anything that is a partial 2 pack, we cannot sell. If it's a full pack, we put that back 3 in stock, and we re-sell it. So, it's a variety of 4 different things, and we need to securely shred them from a 5 brand perception. While they have no value, they're not activated, obviously, if somebody were to see a bucket or a 6 7 lot of Scratchers in the trash, that might create some brown perception issues, so that's why we securely shred them. 8 9 CHAIR AHERN: Okay. Thank you. MANAGER HORNBAKER: And I think -- we've all heard 10 11 about 180 days that (inaudible). 12 Yes, there's a time DEPUTY DIRECTOR ALLEN: 13 period after the end of the game to close. Yes. 14 MANAGER HORNBAKER: Okay. So, I think that was 15 the question, the practice. I think we hold them for 180 16 days, we're required to, from the close of the game. 17 CHAIR AHERN: Okay. 18 DEPUTY DIRECTOR ALLEN: For the shredding, I know 19 that's when it's claiming, but I will have to look 20 (overlapping). 21 That's what I was looking at, from CHAIR AHERN: 22 my previous employment, there's requirements to keep 23 documents for two years, five years, and, like --24 DEPUTY DIRECTOR ALLEN: But the actually unsold, 25 you know, unsellable product, and, you know, it depends on

the game. Not every game sells through. A lot of games do, 2 and that's what really happened in COVID. We were so mixed 3 up in the supply and demand, and we cleared that backlog, 4 and happy to have a long-term contract in place. 5 CHAIR AHERN: And I didn't understand businesses 6 go out of business, and then we have to take care of it. 7 That's a great explanation. I thank you for that 8 clarification. All right. Any other questions? 9 COMMISSIONER MILLS: I do have one. CHAIR AHERN: Go ahead. 10 11 **COMMISSIONER MILLS:** I do have one other question 12 because I feel like there's kind of two sides of the coin to this issue, right? There's the service provider, right, and 13 14 we need to have the right service provider in place to be 15 able to meet our needs, but there's also kind of the 16 operational side and our piece of it, and I wondered if you 17 can talk about, are there any kind of operational 18 improvements that have been identified on our side that have

MANAGER HORNBAKER: There is, and that's a great question, Commissioner Mills. So, yes, so the Operations Team is working closely with our partners in Sales and Marketing on the distribution side to better forecast and better understand what their shred needs are going to be

been implemented to keep this backlog from continuing to

happen over and over again?

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1 quarter over quarter. They have an End-of-Game Committee 2 that meets quarterly, so the Operations Team will be 3 involved with getting briefings from them, so we have a 4 better understanding of what that looks like year over year or quarter over quarter with the -- as they do end the game. 5 So, there are opportunities for us to kind of improve our --6 I don't want to say relationship -- but our communications 7 with our partners in Sales and Marketing and have a better 8 9 long-term understanding of what their needs will be and kind 10 of addressing it from a long-term standpoint instead of a 11 just-in-time standpoint. 12 COMMISSIONER MILLS: Great, thank you. MANAGER HORNBAKER: You're welcome. Great 13 14 question. 15 CHAIR AHERN: Okay. Any other questions? All 16 right, does any member of the public want to address the 17 Commission at this time regarding Action Item #8b? Hearing 18 none, do I have a motion to approve Action Item #8b, NorCal 19 Ticket Shredding Services? 20 COMMISSIONER RASOULI: Motion. 21 CHAIR AHERN: We have a motion, and is there a 22 second? 23 COMMISSIONER MILLS: I'll second. 24 CHAIR AHERN: We have a motion and a second; will 25 the Secretary please call the roll?

1	MS. TOPETE: Commissioner Mills?
2	COMMISSIONER MILLS: Yes.
3	MS. TOPETE: Commissioner Alvidrez?
4	COMMISSIONER ALVIDREZ: Yes.
5	MS. TOPETE: Commissioner Rasouli?
6	COMMISSIONER RASOULI: Yes.
7	MS. TOPETE: Chairman Ahern?
8	CHAIR AHERN: Yes. Don't go anywhere.
9	MANAGER HORNBAKER: Thank you. So, let's move on
10	to the next one. Let's move on to
11	CHAIR AHERN: Item #8c, Southern California
12	Ticket Shredding Services.
13	MANAGER HORNBAKER: Southern California Ticket
14	Services. So, Item #8c is SoCal Ticket Shredding Services.
15	The California Lottery is requesting Commission approval of
16	a new, three-year, \$1.5 million contract with Shred Source,
17	Inc. to provide Scratcher-ticket shredding services at the
18	Southern Distribution Center and the five Southern
19	California District Offices.
20	The Southern Distribution Center is the primary
21	Southern California facility to conduct Lottery warehousing
22	operations, similar to Northern California. The Southern
23	Distribution Center is the repository, short-term and long-
24	term, and distribution point for various items, which
25	include, but are not limited to, point of sale, computers,

office supplies, custodial supplies, and records retention.

As a point of distribution, each facility packages tickets
and point of sale in their orders. We ship to retailers and
district offices throughout the State. The Southern

Distribution Center also processes all ticket returns from
retailers and District Sales Representatives.

The efficient flow of products is dependent upon the seven distribution centers' ability to safely accept and ship items. Similar to Northern California, the SDC is limited in its ability to operate safely and efficiently when a backlog of tickets fills. The large volume of tickets needing to be shredded becomes an issue for the Southern Distribution Center. The backlog takes up needed pallet positions and racking systems in each facility. Due to old tickets taking up racking pallet positions, new games and POS, point of sale, arriving from manufacturers need to be stored on the warehouse floor. The floor storage has consisted of lining aisleways and loading dock space, and lining the aisleways and loading dock spaces of pallets creates safety and organizational issues.

The lesser of the storage issues are storing pallets in the loading dock area. The best practices for shipping and receiving products is to have the dock clear of any other products. Best practices are designed to prevent accidental commingling of the products. The commingling of

products could have a negative effect on the Lottery for the wrong products are shipped in the wrong location.

I do want to add that this was a competitively bid formal contract. It got us to this point where we are. So, we are asking for ratifying a new contract with Shred Source, Inc. for Southern California's ticket facility shredding and recycling services in the amount of \$1.5 million. I'm happy to take any questions.

CHAIR AHERN: All right. Do we have any questions for Action Item #8c?

COMMISSIONER MILLS: I do have a question. Can you talk about why there are two contracts instead of just one for the whole state?

MANAGER HORNBAKER: Certainly. So, again, to try to get as much interest from the bidding community, we did basically an and/or contract. You could bid just Northern California or Southern California, or you could bid both together. The hope was to try and have a statewide contract. In the past, we had a statewide contract that was subcontracted out to another one that created some issues, so we did want to get one statewide contract, but there was no vendor large enough to fill that need. So, we had the and/or option, so you could bid just Northern California or just Southern California, and that's why we ended up with two separate bidders and two separate awards in this case.

1	There was just nobody that could handle that volume
2	Statewide for us. You know, we cover from San Diego south
3	all the way to up here, up north, so, there was just nobody
4	that had that reach, if you will.
5	COMMISSIONER MILLS: Okay, thank you. And then, is
6	there a significant pricing differential between North and
7	South, or?
8	MANAGER HORNBAKER: Yes, so, I think between North
9	and South was about seven percent, so it wasn't significant,
10	and it's in line with what we've seen with our past
11	solicitations for these same services. They've gone up
12	somewhat but not as much as we would have thought, right?
13	So, it still seemed to be a good value for the Lottery.
14	COMMISSIONER MILLS: Thank you.
15	MANAGER HORNBAKER: Certainly.
16	CHAIR AHERN: Any other questions? All right,
17	seeing none, are there any members of the public who want to
18	address the Commission at this time regarding Action Item
19	#8c? Seeing none, do I hear a motion to approve Action Item
20	#8c, Southern California Ticket Shredding Services?
21	COMMISSIONER MILLS: I'll move to approve.
22	CHAIR AHERN: We have a motion to approve; is
23	there a second?
24	COMMISSIONER RASOULI: Second.
25	CHAIR AHERN: Motion and a second. Will the

1	Secretary please call the roll?
2	MS. TOPETE: Commissioner Mills?
3	COMMISSIONER MILLS: Yes.
4	MS. TOPETE: Commissioner Alvidrez?
5	COMMISSIONER ALVIDREZ: Yes.
6	MS. TOPETE: Commissioner Rasouli?
7	COMMISSIONER RASOULI: Yes.
8	MS. TOPETE: Chairman Ahern?
9	CHAIR AHERN: Yes. All right, thank you very
10	much.
11	MANAGER HORNBAKER: Thank you.
12	CHAIR AHERN: Okay, Sharon Allen, action Item
13	#8d, Extension and Addition of Funds to the David&Goliath
14	(D&G) contract.
15	DEPUTY DIRECTOR ALLEN: Thank you. Before I
16	start on that one, I got some clarification from staff on if
17	we have to maintain the tickets before shredding, and once
18	the game ends, players have 180 days to claim the prize, but
19	we do not have to keep the game, so we can shred them
20	immediately. And we have the backlog because we haven't had
21	a contract to shred, and so that's why it's been piling up.
22	All right. So, now I'm ready to go over to Item #8d.
23	COMMISSIONER ALVIDREZ: Question. That raises a
24	question. How long have we not had a contract in place to
25	shred?

1	DEPUTY DIRECTOR ALLEN: It's been several months.
2	Erik, can you address that?
3	COMMISSIONER ALVIDREZ: And I'm sorry to take us
4	back, I know we closed, but.
5	MANAGER HORNBAKER: I'm getting my exercise,
6	though, so thank you for that. Yes, so, we've been without
7	a contract for about four-and-a-half months, both North and
8	South. We had an interim contract in place, but one
9	contractor failed to perform, and luckily, they weren't one
10	of the competitive bidders for the two contracts that we
11	have, but we've been without a contract for about four
12	months.
13	COMMISSIONER ALVIDREZ: Thank you.
14	MANAGER HORNBAKER: All right, thank you.
15	DEPUTY DIRECTOR ALLEN: All right, are you ready
16	for #8d?
17	CHAIR AHERN: We are.
18	DEPUTY DIRECTOR ALLEN: All right. This is the
19	Extension and Addition of Funds to our David&Goliath
20	contract. The Lottery currently contracts with
21	David&Goliath, or D&G, for lead agency advertising services.
22	D&G is responsible for assisting the Lottery, its
23	overall market analysis, strategy development, creative and
24	messaging, and media planning and buying for the Lottery's
25	Marketing and Advertising Initiative. In 2018, the

Commission awarded D&G a five-year contract for lead agency advertising services with initial contract expenditure authority of \$295 million and two one-year extension options. Last year, the first option was exercised, and the agreement was extended by one year, through August 18th of this year, and the expenditure authority was increased by \$129 million.

Exercising the second one-year extension option will enable the Lottery to continue essential marketing services without interruption. Over the course of the contract, D&G has consistently provided a high level of service required to develop, plan, and execute complex and multifaceted marketing and advertising efforts. They are an important part of our Roster of Agencies and bring a unique set of skills to address the Lottery's Marketing and Advertising objectives. D&G has been instrumental in developing and coordinating the launch and ongoing advertising initiatives supporting our Strategic Business Objectives and Programs, including the Scratchers category repositioning effort.

The last time the Lottery went out to bid for this contract was in 2018, and there have been many changes in the advertising industry that require time to research, to define the scope of work, and the desired qualifications for the next lead agency procurement. The contract extension

will allow the staff the needed time to carry out the extensive and lengthy procurement process and address the strain on staff resources.

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While the Lottery considered going out to bid this year, the team determined that it was not necessary while we have a capable agency partner in place. Staff estimates that the D&G Contract will have approximately \$18 million in funding available for the remaining contract term. To allow the Lottery sufficient funding until the current and proposed terms end in August of 2025, Lottery staff recommend increasing the contract expenditure authority by \$105 million. The additional funding will allow Lottery staff to carry out new and ongoing marketing efforts to support the Business Plan Initiative and other important efforts in the year ahead. It will also help the Lottery address ongoing challenges to reach consumers in a more fragmented media universe in some of the most expensive advertising markets in the U.S. and address ongoing inflation in the advertising and media industry.

Lottery staff recommend that the Commission approve a one-year extension and an increase in expenditure authority of \$105 million for the David&Goliath contract. The amendment will extend the term through August 18th, 2025, with a maximum authorized contract expenditure of \$529 million. With that, I'd be happy to answer any questions.

1 CHAIR AHERN: Do any Commissioners have any 2 questions? 3 COMMISSIONER MILLS: I have a question. 4 Sharon, for the presentation. So, this is going to be the 5 last extension on this contract, and you talked about kind 6 of the extensive resources --DEPUTY DIRECTOR ALLEN: 7 Uh-huh. COMMISSIONER MILLS: -- it will take to go through 8 9 the RFP process for this type of --10 DEPUTY DIRECTOR ALLEN: Yep. 11 COMMISSIONER MILLS: -- work for a State agency. 12 So, can you talk a little bit about the plan to make sure 13 that we are able to go through the RFP process that is 14 required of us in the appropriate amount of time so that we 15 have a new contract in place by the time this last extension 16 expires? 17 DEPUTY DIRECTOR ALLEN: We are gearing up right now, starting to put together the timeline and put our 18 19 resources in place so we can get this done. This is very 20 It's a business plan proposal for the next fiscal 21 year. We're working on that to make sure that the entire 22 organization understands the importance. We partner with

the Operations Division and the Procurement, also Legal and

Internal Audits, Finance -- all contribute to looking at the

contract. So, we're making sure that not only in Sales and

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Marketing and the key needs there, but also outside of the 2 Division, all of the stakeholders are prepared and ready to 3 contribute with the business planning is another area as 4 well. 5 COMMISSIONER MILLS: Great, thank you. CHAIR AHERN: Okay. Any other questions? 6 7 COMMISSIONER ALVIDREZ: Yes, I have a question about the dollar amount. So, I think that you said that 8 9 it'll increase, and this is the one-year extension for \$129 (million). 10 11 DEPUTY DIRECTOR ALLEN: \$105 (million). 12 COMMISSIONER ALVIDREZ: \$105 (million). Okay. 13 That is nearly a 40 percent increase above the total 14 contract amount for the five years. Is that standard? 15 Because that feels significant. 16 DEPUTY DIRECTOR ALLEN: Last year's extension request was for \$129 million. When the initial five-year 17 18 term and that expenditure authority was set, it was in 2018, 19 and over the course of those five years, several things 20 changed that reflect -- where it shows that we had 21 underspent, and also the scope increased. First, we 22 consolidated the majority of our media planning and buying 23 in this contract with David&Goliath and Horizon Media. 24 Previously, it was held by different contracts, so our 25 Hispanic Marketing agency would do their buying; our Asian

Marketing agency, our African-American agency, all of them would do their own buying, and so, by consolidating it in one contract, we recognized inefficiencies in planning and going out to market with one agency voice. So, when the original expenditure was estimated, that wasn't considered.

We also had two years impacted significantly by the pandemic, and this is where we suspended and paused advertising. We had a couple of major campaigns that we paused, as well as Jackpot Alerts. And so, a couple of those years, we were underfunded there. We also fund a program called Jackpot Alerts, and this program is -- when the jackpot reaches a certain threshold where it starts to get buzz but not massive buzz like we have right now, we create a mass awareness alert that the jackpot has reached these thresholds, \$3-400 million -- before the momentum has caught on from organic and PR.

And in 2019, we had multiple jackpots that hit at lower levels, so we never activated the Jackpot Alert Program, so that spending was not reflected. And then finally, the media industry consumer landscape has changed so much just in the last -- from 2018 to now. We're much more fragmented. We have to make sure our messages get where our players and consumers are, so that means we're looking at multiple streaming platforms -- digital, social; it's much more expensive to reach the same amount of people

because people are consuming media differently, and we are in the State of California, where media is very expensive, between Los Angeles and San Francisco being two of the top 10 markets in the U.S. So, if the pandemic and some of these other things hadn't happened when we suspended advertising, we most likely would have been coming to the Commission and requesting an increase during that initial five-year term.

CHAIR AHERN: Are a lot of these expenses consistent with what Florida's doing?

measure per cap, and I think we are about in the middle of what we spend per capita. It's hard to compare costs because our state is different, and each state has a little bit different, so, I don't have that answer off of the top of my head, but --

CHAIR AHERN: Okay, I just --

DEPUTY DIRECTOR ALLEN: -- other ways we can go after Florida, but we're just, we're very challenged, because even in our markets, like, San Diego is not necessarily a top 10 market, for example, but it is priced in a way that is in line with being a top 10 market. So the media costs are significant and just a challenge, and I don't think Florida -- well, they have some big markets; I don't think it has the same level that we do, and that's the

1	bulk of that cost is driven by the media costs in addition
2	to agency fee for production and things like that.
3	The other thing I forgot to mention, too, is we
4	changed our media strategy and have launched the Scratchers
5	Category Repositioning Initiative, and so that requires a
6	different approach, where we are reaching more casual
7	players to change brand perceptions with our paid
8	advertising versus single Scratchers campaigns. That's
9	another reason for the difference. All right. Any other
10	questions?
11	CHAIR AHERN: Any questions? No? And I just
12	comment, I just think it's really cool you call them D&G.
13	DEPUTY DIRECTOR ALLEN: That's what they call
14	CHAIR AHERN: Really cool stuff.
15	DEPUTY DIRECTOR ALLEN: David&Goliath.
16	CHAIR AHERN: All right. Does any member of the
17	public want to address the Commission at this time regarding
18	Action Item #8d? Seeing none, do I hear a motion to approve
19	Action Item #8d, Extension and Addition of Funds to the
20	David&Goliath Contract?
21	COMMISSIONER MILLS: I'll move to approve.
22	CHAIR AHERN: We have a motion to approve; is
23	there a second?
24	COMMISSIONER RASOULI: Second.
25	CHAIR AHERN: A motion and a second; will the

1	Secretary please call the roll?
2	MS. TOPETE: Commissioner Mills?
3	COMMISSIONER MILLS: Yes.
4	MS. TOPETE: Commissioner Alvidrez?
5	COMMISSIONER ALVIDREZ: Yes.
6	MS. TOPETE: Commissioner Rasouli?
7	COMMISSIONER RASOULI: Yes.
8	MS. TOPETE: Chairman Ahern?
9	CHAIR AHERN: Yes.
10	DEPUTY DIRECTOR ALLEN: Thank you.
11	CHAIR AHERN: Thank you, Sharon. Next, we'll
12	have Item #8e, with Jennifer Chan. Good morning, Jennifer.
13	Epicor Maintenance and Operations Contract Amendment 1.
14	DEPUTY DIRECTOR CHAN: Good morning,
15	Commissioners.
16	CHAIR AHERN: Good morning.
17	DEPUTY DIRECTOR CHAN: Item #8e is a request for
18	the Commission to approve adding an additional \$250,000 in
19	expenditure authority to our current Epicor M&O Contracts
20	for maintenance and support, enhancements, and new
21	functionality.
22	As you may be aware, Epicor is the Lottery's
23	mission-critical financial system, which includes core
24	functions such as accounts payable and receivable;
25	procurement management and tracking; asset management and

task management; general ledger accounting; and business reporting.

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At the November 2023 Commission Meeting, the Commission approved a new four-year contract with Epicor for managed hosting and disaster recovery, as well as software support. At that time, you may recall that I mentioned that I would be coming back to the Commission in Spring for another Epicor item, so this is that item. Our current contract for Epicor M&O Support will expire in June of 2025; however, this is a contract amendment to add funds, as we are anticipated to run out of funds by the end of April of this year. When the contract was originally developed, we had anticipated a burn rate of 36 hours per month for three years. However, unfortunately, when the E-10 Project Upgrade project was successfully completed in September of 2022, there were some not as critical functionality that the Lottery made a decision to defer that to be addressed in the M&O phase and not within the actual project. As a result of that, because Epicor is a proprietary system, this M&O Contract had to be leveraged to have the consultants do the additional work.

Those unanticipated post-project activities resulted in utilizing about 30 percent of the overall contract funds, which exceeded our original anticipated burn rate. Additionally, the Lottery had to address some

1 unexpected break fits issues, which also contributed to the 2 funds being utilized sooner than expected. Currently, we 3 are working on a new long-term M&O Support Contract that 4 would align with the new software- managed Hosting and 5 Discovery Recovery Contract that was approved in November. However, until that new contract is ready to be executed, 6 this is a contract amendment to continue addressing those M&O needs and to address any future break fits issues. 8 9 Therefore, the Lottery recommends the Commission approve the requested contract amount to increase 10 11 expenditure authority by \$250,000 for the Epicor M&O Support 12 Services. This would bring the new maximum contract expenditure to \$484,000, and as mentioned, the contract term 13 14 would remain unchanged with its expiration date of June 30th 15 of 2025. And I can answer any questions you may have. 16 CHAIR AHERN: Okay. Do any of our Commissioners have any questions regarding Epicor, Action Item #8e? 17 18 ahead. 19 COMMISSIONER MILLS: A clarifying question. 20 Thanks, Jennifer, for the presentation. I think what I 21 heard you say is that part of the reason that this contract 22 is over is because some of the services were originally 23 anticipated to be covered in another contract but got pushed 24 into this one? Did I hear that right?

So, there were some -- as

DEPUTY DIRECTOR CHAN:

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1	with any project, there are a lot of items that need to be					
2	addressed, and the Epicor Project was under a different					
3	implementation contract and having the project had been					
4	going on for several years. And the Lottery made a business					
5	decision that once all critical functionality was addressed,					
6	the project would go live; we would successfully complete					
7	that, and so there was a business decision made at that time					
8	that the less critical or non-critical functionality could					
9	be deferred, to be addressed in the Maintenance and					
10	Operation portion.					
11	COMMISSIONER MILLS: I see. Okay, that's helpful.					
12	And so, does that mean there were cost savings in the					
13	original contract?					
14	DEPUTY DIRECTOR CHAN: Yes, a little bit.					
15	COMMISSIONER MILLS: Okay, but the other contract					
16	was an implementation?					
17	DEPUTY DIRECTOR CHAN: Correct.					
18	COMMISSIONER MILLS: Okay. Got it. Thank you.					
19	DEPUTY DIRECTOR CHAN: Sure, thank you.					
20	CHAIR AHERN: Any other questions? Okay. Does					
21	any member of the public want to address the Commission at					
22	this time regarding Action Item #8e? Seeing none, do I hear					
23	a motion to approve Action Item #8e, Epicor Maintenance and					
24	Operations Contract Amendment 1?					
25	COMMISSIONER ALVIDREZ: Motion to approve.					

1	CHAIR AHERN: We have a motion to approve; is						
2	there a second?						
3	COMMISSIONER RASOULI: Second.						
4	CHAIR AHERN: There's a motion and a second; will						
5	the Secretary please call the roll?						
6	MS. TOPETE: Commissioner Mills?						
7	COMMISSIONER MILLS: Yes.						
8	MS. TOPETE: Commissioner Rasouli?						
9	COMMISSIONER RASOULI: Yes.						
10	MS. TOPETE: Chairman Ahern?						
11	CHAIR AHERN: Yes. Thank you, Jennifer.						
12	DEPUTY DIRECTOR CHAN: Thank you.						
13	CHAIR AHERN: Don't go anywhere. We'll go to						
14	Item #8f: ServiceNow Software Licensing and Implementation.						
15	Is there a Jennifer Chan here? Jennifer?						
16	DEPUTY DIRECTOR CHAN: Thank you. Item #8f is a						
17	request for the Commission's approval to enter into a new						
18	agreement with a company called Ahead, Inc. to renew the						
19	Lottery's existing ServiceNow licensing, add some additional						
20	licensing for asset management efforts, and for some						
21	additional consulting services.						
22	Since 2020, ServiceNow has been the Lottery's						
23	platform for IT Service Management. This platform is highly						
24	flexible, adaptable, and robust in functionality, so the						
25	Lottery has made a business decision to continue leveraging						

and investing in this platform as we expand to improve and implement long-term operational efficiencies throughout the Department. As such, we've been implementing some new ServiceNow functionality for divisions across the Some examples of this are we have the Human Department. Resources Modernization project for our Human Resources Division, the Field Incident Management Project for the Sales and Marketing Division, and various enhancements to the platform for our Security and Law Enforcement and Information and Technology Services Divisions. With these multiple efforts to implement new

functionality, new modules and enhancements, this has
resulted in what we call the phase roll outs to the platform
to meet business needs, and the result of that has been
several separate ServiceNow Software Agreements have been
put into place to address these needs at different times.
Examples of that include our HR Service Delivery Module
Licensing is set to expire at the end of May of this year.
The Module Licensing supporting our Field Incident
Management System expires in August of this year, and the
Module Licensing for the IT Service Management and Strategic
Portfolio Management is scheduled to expire in December of
this year.

Because of those separate agreements and the overhead associated with contract management, vendor

management, and just administrative overhead, we've decided that is in the Lottery's best interest to co-term these separate agreements, combine them onto a single, comprehensive agreement, which would allow us to streamline our contract management efforts and reduce that administrative overhead, with the plan to align those agreements with the next scheduled software renewal, which is in May of this year.

Additionally, the Lottery is in the process of implementing Asset Management functionality, which will require us to procure some additional licensing, as well as some consulting services to help with implementation to Alta Consulting Services to help us with some backlog, and more importantly, to provide critical knowledge transfer and training to our staff. We utilized the Leverage Procurement Agreement; specifically, the Software Licensing Program for this, and Ahead, Inc. was the lowest cost offer submitted.

Therefore, the Lottery recommends the Commission approve the ServiceNow Software Renewal and Implementation Services with Ahead, Inc. The agreement will be for a term of two years, with a maximum authorized expenditure of \$2,368,467.24. The initial term of the agreement would begin on May 30th of 2024, and I can answer any questions you may have.

CHAIR AHERN: Who comes up with the 24 cents?

1	Big, big money. Any questions? No questions. All right.						
2	Do we have any member of the public who wants to address the						
3	Commission at this time regarding Action Item #8f? Seeing						
4	none, do I hear a motion to approve Action Item #8f,						
5	ServiceNow Software Licensing and Implementation?						
6	COMMISSIONER MILLS: I'll move to approve.						
7	CHAIR AHERN: We have a motion; is there a						
8	second?						
9	COMMISSIONER RASOULI: Second.						
10	CHAIR AHERN: We have a motion and a second.						
11	Will the Secretary please call the roll?						
12	MS. TOPETE: Commissioner Mills?						
13	COMMISSIONER MILLS: Yes.						
14	MS. TOPETE: Commissioner Alvidrez?						
15	COMMISSIONER ALVIDREZ: Yes.						
16	MS. TOPETE: Commissioner Rasouli?						
17	COMMISSIONER RASOULI: Yes.						
18	MS. TOPETE: Chairman Ahern?						
19	CHAIR AHERN: Yes. Okay.						
20	DEPUTY DIRECTOR CHAN: Thank you.						
21	CHAIR AHERN: Thank you very much. Okay. Item						
22	#9 is Commissioners General Discussion. Do any of the						
23	Commissioners have anything they'd like to bring up at this						
24	time? Hearing none, Scheduling Next Meetings is Item #10.						
25	We have tentatively scheduled Commission Meetings on May						

1	$23^{ m rd}$, June $27^{ m th}$, September $26^{ m th}$, and November $21^{ m st}$ of 2024 , all					
2	in Sacramento. With that, if there are no other comments,					
3	I'd just like to congratulate our Director on getting an					
4	award this week. It's really remarkable, and I believe one					
5	of the first ones ever to get such an award, right? That's					
6	not an often (inaudible)?					
7	DIRECTOR CHIMA: Yes, thank you. It was for					
8	the California Women in Politics. I was awarded for my					
9	service, over 20 years in State service, and this class,					
10	I'll say, all four of us that were awarded this year, it was					
11	the first time they were recognizing women that were not					
12	active Senators or Assemblymembers in California, so thank					
13	you.					
14	CHAIR AHERN: Well done. Just for the record,					
14 15	CHAIR AHERN: Well done. Just for the record, Item #11 is Public Discussion. I don't think we have any					
15	Item #11 is Public Discussion. I don't think we have any					
15 16	Item #11 is Public Discussion. I don't think we have any public discussion. Counting to three, two, one. Okay.					
15 16 17	Item #11 is Public Discussion. I don't think we have any public discussion. Counting to three, two, one. Okay. With that, Item #12 is Adjournment. Please go out and have					
15 16 17 18	Item #11 is Public Discussion. I don't think we have any public discussion. Counting to three, two, one. Okay. With that, Item #12 is Adjournment. Please go out and have a great Thursday. Happy Spring. (End of Recording)					
15 16 17 18	Item #11 is Public Discussion. I don't think we have any public discussion. Counting to three, two, one. Okay. With that, Item #12 is Adjournment. Please go out and have a great Thursday. Happy Spring. (End of Recording)					
15 16 17 18 19 20	Item #11 is Public Discussion. I don't think we have any public discussion. Counting to three, two, one. Okay. With that, Item #12 is Adjournment. Please go out and have a great Thursday. Happy Spring. (End of Recording)					
15 16 17 18 19 20 21	Item #11 is Public Discussion. I don't think we have any public discussion. Counting to three, two, one. Okay. With that, Item #12 is Adjournment. Please go out and have a great Thursday. Happy Spring. (End of Recording)					
15 16 17 18 19 20 21 22	Item #11 is Public Discussion. I don't think we have any public discussion. Counting to three, two, one. Okay. With that, Item #12 is Adjournment. Please go out and have a great Thursday. Happy Spring. (End of Recording)					

TRANSCRIBER'S CERTIFICATE

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COUNTY	ΟF	SACRAMENTO))	

This is to certify that I transcribed the foregoing pages 1 to 44 to the best of my ability from an audio recording provided to me by The California State Lottery Commission.

I have subscribed this certificate at Sloughhouse, California, this 26th day of March, 2024.

Martha J. Hanna

Martha J. Hanna

Foothill Transcription Company