

# Orange Countywide Oversight Board

Date: 1/22/2019

Agenda Item No. 5F

From: Successor Agency to the Garden Grove Agency for Community Development

Subject: Resolution of the Countywide Oversight Board Approving Annual Recognized Obligation Payment Schedule (ROPS) and Administrative Budget

Recommended Action:

Approve resolution approving FY 2019-20 ROPS and Administrative Budget for the Garden Grove Successor Agency

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The Garden Grove Successor Agency requests approval of the Recognized Obligation Payment Schedule (ROPS) and Administrative Budget for Fiscal Year 2019-20.

Enforceable obligations are explained in further details as follows:

- Line Item No. 6 – Anticipated payment due to Katella Cottages Developer when net tax increment exceeds debt service amount pursuant to Promissory Note.
- Line Items No. 7, 14, 39, and 56 – Constitute all bond and/or loan debt service payment obligations per debt service schedules.
- Line Item No. 16 - Required remediation for soil/groundwater monitoring of Sycamore Walk Residential Project per DDA.
- Line Item No. 18 – First Repayment of outstanding ERAF/SERAF Housing Deficit Fund Obligations per Final Determination Letter from the DOF Dated June 12, 2018 (*See Attachment No. 3*).
- Line Item No. 19 - Request is for TOT differential per section 408, paragraph two, of the First Amended and Restated Disposition and Development Agreement for the Waterpark Hotel. This has a Final and Conclusive Determination Letter approved on February 6, 2013 by the DOF (*See Attachment No. 4*).
- Line Item No. 20 – Anticipated expenses for continued implementation of Site B2 DDA. Per the agreement, the former Agency shall pay for all off-site public improvements required by the City and vacate, abandon or relocate all existing utilities on the Site that conflict with the project.
- Line Item No. 22 – Anticipated expenses for continued implementation of Brookhurst Triangle DDA totaling \$398,055. Per the agreement, the former Agency is responsible for demolition and removal of all existing structures and above ground improvements and vacate or abandon all existing utilities on the Site that interfere with the project. Additionally, the DDA requires the Successor Agency to pay to New Age (Developer) \$6,400,000 at the closing of the Phase II Property from its Housing Set Aside Fund if New Age commits to increase the number of affordable rental units from 60 to 120 in accordance with Section 510 of the DDA. New Age has expressed their commitment to increase the number of affordable units and is requesting the Successor Agency pay New Age \$6,400,000 at the closing of the Phase II Property. Due to the implementation of Assembly Bill x1 26 (“AB x1 26”) added Parts 1.8 and 1.85 to Division 24 of the California Health and Safety Code and which laws were modified, in part, and determined constitutional by the California Supreme Court in the petition California Redevelopment Association, et al. v. Ana Matosantos, et al., Case No. S194861 (“Matosantos Decision”), all cash balances in the Housing Set Aside Fund were distributed to the affected taxing entities upon dissolution of the former Agency. Per DOF Letter dated November 1, 2018, regarding OB Resolution No. 18-007, no determination was made and the request is to be submitted via the ROPS. The Successor Agency is now requesting the \$6,400,000 payment due to the Developer required by Section 510 be paid

from ROPS 19-20. (*See Attachment No. 5*)

- Line Items No. 24 and 37 – Labor cost for continued project coordination of Site B2 (Line No. 20) and Brookhurst Triangle (Line No. 22).
- Line Item No. 25 – Legal expenses related to implementation of enforceable obligations for Line Item No. 19 Waterpark Hotel DDA and Line Item No. 20 Site B2.
- Line Item No. 27 – Cost associated with maintenance of properties pending development or disposition.
- Line Item No 33 and 34 – Proceed distributions due to Mr. Wang and the City for the disposition of Brookhurst Triangle Phase II per Section 30 of the purchase agreement. These funds come from the developer upon transfer of the property by the Successor Agency and are to be listed as “OTHER FUNDS” as previously directed by the DOF.
- Line No. 47 – Appraisals associated with properties listed for sale on the Long Range Property Management Plan needed for determination of value prior to sale.
- Line Item No. 51 – The “housing entity administrative cost allowance” of \$150,000 per fiscal year for the Garden Grove Housing Authority acting as the housing successor as authorized by California Health and Safety Code Section 34171(p). This item has been previously included on prior ROPS, but the DOF continues to deny funding. However, there are several cases pending in the Sacramento Superior Court with rulings both in favor and against successor agencies for this line item, so until the appellate courts resolve the statutory interpretation counsel recommends listing this item per Section 34171(p).
- Line Items No. 52, 53, 54, and 58 account for trustee and dissemination fees associated to bond and/or loan payments.
- Line Item No. 55 – Attorney’s fees per Judgment Court Ruling. (*See Attachment No. 6*)

The Successor Agency administrative budget of \$395,153 listed as Line Item No. 31 will be entirely used for employee salaries. Of the \$395,153 allowable request, \$362,739 will be used for economic development staff and \$32,414 will be used for finance staff salaries.

The Garden Grove Successor Agency unanimously approved the ROPS 19-20 A-B and attached Resolution as its regularly scheduled meeting on Tuesday, January 8, 2019. Successor Agency approval is subject to submittal to and approval by the Oversight Board and by the State Department and Finance (DOF). The Successor Agency also requests authorization to post the approved Resolution and ROPS 19-20 A-B to the City’s website and to transmit the ROPS 19-20 A-B to the DOF. Further, the City of Garden Grove’s Community and Economic Development Director and her designees, in consultation with legal counsel, shall be authorized to make augmentations, modifications, additions or revisions as may be necessary or directed by DOF.

#### Impact on Taxing Entities

No fiscal impact until approved by DOF. If the DOF approves the ROPS as submitted, the Garden Grove Successor Agency will receive \$23,581,121, which includes \$395,153 for the administrative budget, for the period of July 1, 2019 through June 30, 2020 to pay the Successor Agency’s enforceable obligations.

#### Attachments

- **Attachment No. 1** - Oversight Board Resolution Approving Annual Recognized Obligation Payment Schedule 19-20 A-B and Administrative Budget
  - No. 1a** - Recognized Obligation Payment Schedule 19-20 A-B
  - No. 1b** - ROPS 19-20 A-B Administrative Budget
- **Attachment No. 2** - Approved Garden Grove Successor Agency Resolution No. 55-19 for Recognized Obligation Payment Schedule 19-20 A-B
- **Attachment No. 3** - DOF Final Determination Letter Regarding Line Item No. 18, Dated June 12, 2018

- **Attachment No. 4** - DOF Final and Conclusive Determination Enforceable Obligation Regarding Line Item No. 19, Dated February 6, 2013
- **Attachment No. 5** - DOF Final Determination Letter Regarding Line Item No. 22, Dated November 1, 2018
- **Attachment No. 6** - Court Judgment for Limon Legal for Line Item No. 55

A RESOLUTION OF THE ORANGE COUNTYWIDE OVERSIGHT BOARD WITH OVERSIGHT OF THE SUCCESSOR AGENCY TO THE GARDEN GROVE AGENCY FOR COMMUNITY DEVELOPMENT APPROVING RECOGNIZED OBLIGATION PAYMENT SCHEDULE 19-20 A-B FOR THE ANNUAL FISCAL PERIOD OF JULY 1, 2019 TO JUNE 30, 2020, SUBJECT TO SUBMITTAL TO, AND REVIEW BY THE STATE DEPARTMENT OF FINANCE UNDER CALIFORNIA HEALTH AND SAFETY CODE, DIVISION 24, PART 1.85; AUTHORIZING THE POSTING AND TRANSMITTAL THEREOF; AND AUTHORIZING THE COMMUNITY AND ECONOMIC DEVELOPMENT DIRECTOR, IN CONSULTATION WITH LEGAL COUNSEL, TO REQUEST AND COMPLETE MEET AND CONFER SESSION WITH THE DOF AND MAKE AUGMENTATIONS, MODIFICATIONS, ADDITIONS OR REVISIONS AS MAY BE NECESSARY OR DIRECTED BY DOF.

WHEREAS, the Garden Grove Agency for Community Development (“Former Agency”) was established as a community redevelopment agency that was previously organized and existing under the California Community Redevelopment Law, Health and Safety Code Sections 33000, *et seq.*, and previously authorized to transact business and exercise the powers of a redevelopment agency pursuant to action of the City Council (“City Council”) of the City of Garden Grove (“City”); and

WHEREAS, Assembly Bill x1 26 added Parts 1.8 and 1.85 to Division 24 of the California Health and Safety Code, which caused the dissolution of all redevelopment agencies and wind down of the affairs of former agencies, including as such laws were amended by Assembly Bill 1484 and by other subsequent legislation, and most recently by Senate Bill 107 (together, the “Dissolution Law”); and

WHEREAS, as of February 1, 2012 the former Agency was dissolved pursuant to the Dissolution Law, and, as a separate public entity, corporate and politic, the Successor Agency to the Garden Grove Agency for Community Development (“Successor Agency”) administers the enforceable obligations of the former Agency and otherwise unwinds the former Agency’s affairs, all subject to the review and approval by a seven-member oversight board (“Oversight Board”); and

WHEREAS, prior to July 1, 2018 under the Dissolution Law, in particular Sections 34179 and 34180, certain actions of the Successor Agency were subject to the review and approval by a local seven member oversight board, which oversaw and administered the Successor Agency’s activities during the period from dissolution until June 30, 2018; and

WHEREAS, as of, on and after July 1, 2018 under the Dissolution Law, in particular Section 34179(j), in every California county there shall be only one oversight board that is staffed by the county auditor-controller, with certain exceptions that do not apply in the County of Orange; and

WHEREAS, as of, on and after July 1, 2018 the single Orange Countywide Oversight Board (the “Oversight Board”) was established in compliance with Section 34179(j), which serves as the oversight board to all of the successor agencies existing and operating in Orange County, including the Successor Agency; and

WHEREAS, pursuant to Section 34171(h) of the Dissolution Act, a “Recognized Obligation Payment Schedule” means the document setting forth the minimum payment amounts and due dates of payments required by enforceable obligations for each annual fiscal period as provided in Section 34177(o) of the Dissolution Act; and

WHEREAS, pursuant to Section 34177(j) of the Dissolution Act, the Successor Agency is required to prepare and submit to the Oversight Board an “Administrative Budget” for each annual fiscal period corresponding to each Recognized Obligation Payment Schedule; and

WHEREAS, Section 34179 provides that the Oversight Board has fiduciary responsibilities to holders of enforceable obligations and the taxing entities that benefit from distributions of property tax and other revenues pursuant to Section 34188 of Part 1.85 of the Dissolution Law; and

WHEREAS, Sections 34177(o) and 34179 provide that each ROPS is submitted to, reviewed and approved by the Successor Agency and then reviewed and approved by the Oversight Board before final review and approval by the State Department of Finance (“DOF”); and

WHEREAS, Section 34177(o) of the Dissolution Law requires that the annual ROPS for the 19-20 A-B fiscal period of July 1, 2019 to June 30, 2020 (“ROPS 19-20 A-B”) shall be submitted to the DOF by the Successor Agency, after approval by the Oversight Board, no later than February 1, 2019; and

WHEREAS, pursuant to Section 34177(o) of the Dissolution Act, the Successor Agency has prepared, approved, and submitted to the Oversight Board for approval its ROPS 19-20 A-B, in the form attached to this Resolution as Attachment No. 1 and incorporated herein by this reference; and

WHEREAS, the ROPS 19-20 A-B sets forth and includes the Administrative Budget prepared by the Successor Agency for the period covering July 1, 2019 through June 30, 2020; and

WHEREAS, the Oversight Board has reviewed the ROPS 19-20 A-B prepared, approved, and presented by the Successor Agency and desires to approve the ROPS 19-20 A-B, and to authorize the Successor Agency, to cause posting of ROPS 19-20 A-B on the City’s website: <http://ggcity.org> and to direct transmittal of such ROPS to the DOF, with copies to the County Executive Officer, the County Auditor-Controller, and the State Controller’s Office;

NOW, THEREFORE, BE IT RESOLVED BY THE ORANGE COUNTYWIDE OVERSIGHT BOARD, as follows:

Section 1. The foregoing recitals are incorporated into this Resolution by this reference, and constitute a material part hereof.

Section 2. Pursuant to the Dissolution Law, the Oversight Board hereby approves ROPS 19-20 A-B, which is included as Attachment 1 and incorporated by this reference; provided however, that the ROPS 19-20 A-B is approved subject to the condition such ROPS is to be submitted to and reviewed by the State Department of Finance. Further, the Community and Economic Development Director and her designees, in consultation with legal counsel, shall be authorized to request and complete meet and confer session(s) with the DOF and make augmentations, modifications, additions or revisions as may be necessary or directed by DOF.

Section 3. The Oversight Board authorizes transmittal of the ROPS 19-20 A-B to the DOF, with copies to the County Executive Officer, the County Auditor-Controller, and the State Controller's Office.

Section 4. The Community and Economic Development Director or her authorized designee is directed to post this Resolution, including the ROPS 19-20 A-B, on the City/Successor Agency website pursuant to the Dissolution Law.

Section 5. Pursuant to Section 34179(h) written notice and information about all actions taken by the Oversight Board shall be provided to the DOF by electronic means and in a manner of DOF's choosing. An Oversight Board's action shall become effective five (5) business days after notice in the manner specified by the DOF unless the DOF requests a review; provided however, that pursuant to Section 34177(m) as to each ROPS submitted the DOF shall make its determination of the enforceable obligations and the amounts and funding sources of the enforceable obligations thereon no later than 45 days after submittal.

Section 6. The Clerk of the Oversight Board shall certify to the adoption of this Resolution.

ATTACHMENT 1

RECOGNIZED OBLIGATION PAYMENT SCHEDULE 19-20 A-B  
FOR THE ANNUAL FISCAL PERIOD OF JULY 1, 2019 TO JUNE 30, 2020

(attached)

Recognized Obligation Payment Schedule (ROPS 19-20) - Summary  
Filed for the July 1, 2019 through June 30, 2020 Period

Successor Agency:

Garden Grove

County:

Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		19-20A Total (July - December)	19-20B Total (January - June)	ROPS 19-20 Total
A	Enforceable Obligations Funded as Follows (B+C+D):	\$ 3,294,271	\$ 12,328	\$ 3,306,599
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	3,294,271	12,328	3,306,599
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 11,551,921	\$ 8,722,601	\$ 20,274,522
F	RPTTF	11,354,344	8,525,025	19,879,369
G	Administrative RPTTF	197,577	197,576	395,153
H	Current Period Enforceable Obligations (A+E):	\$ 14,846,192	\$ 8,734,929	\$ 23,581,121

Certification of Oversight Board Chairman:  
Pursuant to Section 34177 (o) of the Health and Safety code, I hereby  
certify that the above is a true and accurate Recognized Obligation  
Payment Schedule for the above named successor agency.

Name

Title

/s/

Signature

Date



Garden Grove Recognized Obligation Payment Schedule (ROPS 19-20) - ROPS Detail																						
July 1, 2019 through June 30, 2020																						
(Report Amounts in Whole Dollars)																						
A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R	S	T	U	V	W
Item #	Project Name/Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	ROPS 19-20 Total	19-20A (July - December)					19-20A Total	19-20B (January - June)					19-20B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$ 132,234,336		\$ 23,581,121	\$ 0	\$ 0	\$ 3,294,271	\$ 11,354,344	\$ 197,577	\$ 14,846,192	\$ 0	\$ 0	\$ 12,328	\$ 8,525,025	\$ 197,576	\$ 8,734,929
2	Hyatt Regency OPA	Business Incentive	6/1/2000	9/1/2018	OPA, LLC (Performance	Cost of Project Improvements	C.P.A.		Y	\$ -						\$ -						\$ -
6	Katella Cottages OPA	OPA/DDA/Construction	6/10/2008	10/1/2027	Heritage Village Note Investors (Performance Based)	Land Acquisition and Project Improvements	C.P.A.	3,015,342	N	\$ 30,000						\$ -				30,000		\$ 30,000
7	Katella Cottages Note	Bonds Issued On or Before 12/31/10	6/10/2008	10/1/2027	U.S. Bank	Land Acquisition and Project Improvements	C.P.A.	1,125,000	N	\$ 175,650				141,900		\$ 141,900				33,750		\$ 33,750
9	Coastline Lease Payments	Miscellaneous	3/4/1994	7/31/2017	Coast Community College District	Office Space Rent (Payments in Aug and Feb)	C.P.A.		Y	\$ -						\$ -						\$ -
14	Union Bank Loan	Third-Party Loans	5/1/2008	6/1/2020	Union Bank of California	Land Acquisition - Estimated Monthly Payments - Variable Interest	C.P.A.	4,066,667	Y	\$ 4,066,667				2,033,334		\$ 2,033,334				2,033,333		\$ 2,033,333
16	Sycamore Walk DDA	Remediation	11/12/1996	6/30/2023	Olson Urban Housing	Quarterly Soil/Ground Water Monitoring Events	C.P.A.	60,000	N	\$ 15,203				15,203		\$ 15,203						\$ -
18	Housing Fund Deficit	SERAF/ERAF	2/1/2012	12/31/2020	Garden Grove Hsng Auth.	Repayment of Housing Fund from SERAF/ERAF	n/a	13,254,260	N	\$ 3,100,000						\$ -				3,100,000		\$ 3,100,000
19	Waterpark Hotel DDA	Business Incentive Agreements	5/12/2009	12/31/2026	Garden Grove MXD & Various	Site Assembly/Project Assistance	C.P.A.	10,100,000	N	\$ 1,179,119						\$ -				1,179,119		\$ 1,179,119
20	Site B2 DDA	Business Incentive Agreements	6/26/2001	6/26/2025	Kam Sang Inc.	Project Assistance & Site Assembly & Preparation Costs	C.P.A.	3,300,000	N	\$ 450,000						\$ -				450,000		\$ 450,000
22	Brookhurst Triangle DDA	OPA/DDA/Construction	11/23/2010	12/31/2020	New Age Brookhurst, LLC & Various	Site Preparation Costs	C.P.A.	7,898,000	N	\$ 6,798,055				6,798,055		\$ 6,798,055						\$ -
24	Project Management for Item 20 - Site B2	Project Management Costs	6/26/2001	6/26/2025	City of Garden Grove	Labor associated w/ project coordination / management	C.P.A.	300,000	N	\$ 166,430				83,214		\$ 83,214				83,216		\$ 83,216
25	Project Legal for Items 19-20	Legal	6/26/2001	12/31/2026	SYCR and WSS Firms	Legal Costs Associated with project items 19 & 20	C.P.A.	75,000	N	\$ 50,000				25,000		\$ 25,000				25,000		\$ 25,000
27	Agency Property Maint/Management	Property Maintenance	2/1/2012	12/31/2020	Various	Management and Maintenance of Successor Agency Owned Property Awaiting Development or Disposal	C.P.A.	135,000	N	\$ 24,657			12,329			\$ 12,329			12,328			\$ 12,328
31	Administrative Allowance	Admin Costs	1/1/2014	6/30/2019	City of Garden Grove	Administrative Allowance per AB 1484	n.a.	4,500,000	N	\$ 395,153					197,577	\$ 197,577					197,576	\$ 197,576
33	Brookhurst Triangle DDA	Property Dispositions	7/29/2002	12/31/2020	Wang	See Notes.	C.P.A.	1,790,971	N	\$ 1,790,971			1,790,971			\$ 1,790,971						\$ -
34	Brookhurst Triangle DDA	Property Dispositions	7/29/2002	12/31/2020	City of Garden Grove	See Notes.	C.P.A.	1,490,971	N	\$ 1,490,971			1,490,971			\$ 1,490,971						\$ -
37	Project Management for Item 22 - Brookhurst	Project Management Costs	11/23/2010	12/31/2020	City of Garden Grove	Labor associated w/ project coordination / management	C.P.A.	250,000	N	\$ 166,430				83,216		\$ 83,216				83,214		\$ 83,214
39	2014 Tax Allocation Refunding Bonds	Refunding Bonds Issued After 6/27/12	6/26/2014	10/1/2029	U.S. Bank National Association	Refunding of 2003 Tax Allocation Bonds	C.P.A.	29,078,575	N	\$ 2,224,538				1,654,413		\$ 1,654,413				570,125		\$ 570,125
40	Limón Law Suit Settlement	Litigation	9/20/2013	6/30/2015	Various	Settlement of Former Agency Lawsuit Associated with Item 19	C.P.A.		N	\$ -						\$ -						\$ -
47	Appraisals(s)	Admin Costs	7/1/2015	12/31/2018	TBD	Appraisals for Properties on the Long Range Property Management Plan	C.P.A.	46,000	N	\$ 4,200						\$ -				4,200		\$ 4,200
49	Limón Law Suit Settlement/Judgement	Litigation	6/5/2015	6/5/2020	Public Counsel	Attorneys Fees per Judgement/Court Ruling	C.P.A.		N	\$ -						\$ -						\$ -
50	Limón Law Suit Settlement/Judgement	Litigation	6/5/2015	6/5/2020	Various	Replacement Housing Obligation per Judgement/Court Ruling	C.P.A.		N	\$ -						\$ -						\$ -
51	Housing Successor Administration	Admin Costs	1/1/2016	6/30/2016	Garden Grove Housing Authority	Administration of the Housing Successor		1,500,000	N	\$ 150,000				75,000		\$ 75,000				75,000		\$ 75,000
52	Item 39 Trustee Fee (2014 TARB)	Fees	6/26/2014	10/1/2029	U.S. Bank National Association	Fees associated with Bond payment	C.P.A.	162,000	N	\$ 6,655				3,328		\$ 3,328				3,327		\$ 3,327
53	Item 19 Trustee Fee (Waterpark Bond)	Fees	5/12/2009	12/31/2026	U.S. Bank National Association	Fees associated with Bond payment	C.P.A.	246,100	N	\$ 5,055				2,528		\$ 2,528				2,527		\$ 2,527
54	Item 7 Trustee Fee (Katella Cottages Note)	Fees	6/10/2008	10/1/2027	U.S. Bank National Association	Fees associated with Note	C.P.A.	17,500	N	\$ 1,600				800		\$ 800				800		\$ 800
55	Successor Agency Legal Fees for Limon Litigation (Item 49 & 50)	Legal	6/5/2015	6/5/2020	SYCR and WSS Firms	Attorneys Fees per Judgement/Court Ruling	C.P.A.	70,000	N	\$ 50,000				25,000		\$ 25,000				25,000		\$ 25,000
56	2016 Tax Allocation Bonds (for Waterpark Hotel, Item 19)	Bonds Issued After 12/31/10	10/1/2016	10/1/2033	U.S. Bank	Refunding Bonds issued associated with project item 19	C.P.A.	49,748,250	N	\$ 1,239,188				413,063		\$ 413,063				826,125		\$ 826,125
57	Project Management for Item 19 - Water Park	Business Incentive Agreements	6/26/2009	12/31/2026	City of Garden Grove	Labor associated w/ project coordination / management	C.P.A.		N	\$ -						\$ -						\$ -
58	Item 14 Dissemination Fees	Fees	5/1/2008	6/1/2020	Union Bank of California	Fees associated with loan	C.P.A.	4,700	N	\$ 579				290		\$ 290				289		\$ 289
59	Unfunded CalPERS Pension Liabilities 2011-12	Unfunded Liabilities	2/1/2012	6/30/2018	City of Garden Grove	Reimbursement of unfunded CalPERS Pension Liabilities			N	\$ -						\$ -						\$ -
60	Unfunded CalPERS Pension Liabilities 2012-13	Unfunded Liabilities	7/1/2012	6/30/2018	City of Garden Grove	Reimbursement of unfunded CalPERS Pension Liabilities			N	\$ -						\$ -						\$ -
61	Unfunded CalPERS Pension Liabilities 2013-14	Unfunded Liabilities	7/1/2013	6/30/2018	City of Garden Grove	Reimbursement of unfunded CalPERS Pension Liabilities			N	\$ -						\$ -						\$ -
62	Unfunded CalPERS Pension Liabilities 2014-15	Unfunded Liabilities	7/1/2014	6/30/2018	City of Garden Grove	Reimbursement of unfunded CalPERS Pension Liabilities			N	\$ -						\$ -						\$ -
63	Unfunded CalPERS Pension Liabilities 2015-16	Unfunded Liabilities	7/1/2015	6/30/2018	City of Garden Grove	Reimbursement of unfunded CalPERS Pension Liabilities			N	\$ -						\$ -						\$ -
64	Unfunded CalPERS Pension Liabilities 2016-17	Unfunded Liabilities	7/1/2016	6/30/2018	City of Garden Grove	Reimbursement of unfunded CalPERS Pension Liabilities			N	\$ -						\$ -						\$ -
65	Unfunded CalPERS Pension Liabilities 2017-18	Unfunded Liabilities	7/1/2017	10/1/2033	Cal PERS	Unfunded CalPERS Pension Liabilities			N	\$ -						\$ -						\$ -
66									N	\$ -						\$ -						\$ -
67									N	\$ -						\$ -						\$ -
68									N	\$ -						\$ -						\$ -
69									N	\$ -						\$ -						\$ -
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74									N	\$ -						\$ -						\$ -
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79									N	\$ -						\$ -						\$ -
80									N	\$ -						\$ -						\$ -

Garden Grove Recognized Obligation Payment Schedule (ROPS 19-20) - ROPS Detail																						
July 1, 2019 through June 30, 2020																						
(Report Amounts in Whole Dollars)																						
A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R	S	T	U	V	W
Item #	Project Name/Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	ROPS 19-20 Total	19-20A (July - December)					19-20A Total	19-20B (January - June)					19-20B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
81									N	\$ -						\$ -						\$ -
82									N	\$ -						\$ -						\$ -
83									N	\$ -						\$ -						\$ -
84									N	\$ -						\$ -						\$ -
85									N	\$ -						\$ -						\$ -
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107									N	\$ -						\$ -						\$ -
108									N	\$ -						\$ -						\$ -
109									N	\$ -						\$ -						\$ -

**Garden Grove Recognized Obligation Payment Schedule (ROPS 19-20) - Report of Cash Balances**  
**July 1, 2016 through June 30, 2017**  
**(Report Amounts in Whole Dollars)**

Pursuant to Health and Safety Code section 34177 (l), Redevelopment Property Tax Trust Fund (RPTTF) may be listed as a source of payment on the ROPS, but only to the extent no other funding source is available or when payment from property tax revenues is required by an enforceable obligation. For tips on how to complete the Report of Cash Balances Form, see [Cash Balance Tips Sheet](#).

A	B	C	D	E	F	G	H
		<b>Fund Sources</b>					<b>Comments</b>
		<b>Bond Proceeds</b>		<b>Reserve Balance</b>	<b>Other Funds</b>	<b>RPTTF</b>	
		Bonds issued on or before 12/31/10	Bonds issued on or after 01/01/11	Prior ROPS RPTTF and Reserve Balances retained for future period(s)	Rent, Grants, Interest, etc.	Non-Admin and Admin	
	<b>ROPS 16-17 Cash Balances (07/01/16 - 06/30/17)</b>						
<b>1</b>	<b>Beginning Available Cash Balance (Actual 07/01/16)</b> RPTTF amount should exclude "A" period distribution amount						Beginning balance as per determination letter dated April 13, 2018.
		175,517	3,881,440		99,681	2,912,771	
<b>2</b>	<b>Revenue/Income (Actual 06/30/17)</b> RPTTF amount should tie to the ROPS 16-17 total distribution from the County Auditor-Controller						Other funds collected are from rental income and interest income received.
					397,062	19,384,381	
<b>3</b>	<b>Expenditures for ROPS 16-17 Enforceable Obligations (Actual 06/30/17)</b>						
					33,248	16,155,051	
<b>4</b>	<b>Retention of Available Cash Balance (Actual 06/30/17)</b> RPTTF amount retained should only include the amounts distributed as reserve for future period(s)						This amount represents half of the October 2017 debt service payments due for Line Item #39 of \$1,607,000 and Line Items #56 of \$413,062.
						2,020,062	
<b>5</b>	<b>ROPS 16-17 RPTTF Prior Period Adjustment</b> RPTTF amount should tie to the Agency's ROPS 16-17 PPA form submitted to the CAC	No entry required					
						1,659,448	
<b>6</b>	<b>Ending Actual Available Cash Balance (06/30/17)</b> <b>C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)</b>						As per the determination letter dated April 13, 2018, \$2,912,771 of the cash balance will be applied to Line #2 on ROPS 18-19.
		\$ 175,517	\$ 3,881,440	\$ 0	\$ 463,495	\$ 2,462,591	

**Garden Grove Recognized Obligation Payment Schedule (ROPS 19-20) - Notes July 1, 2019 through June 30, 2020**[illegible]

Garden Grove Recognized Obligation Payment Schedule (ROPS 19-20) - Notes July 1, 2019 through June 30, 2020	
Item #	Notes/Comments

ATTACHMENT NO. 1b

Administrative Budget

**SUCCESSOR AGENCY ADMINISTRATIVE BUDGET**

	<b>FY19-20</b>
<b>ADMINISTRATIVE LABOR</b>	
Economic Development	\$362,739
Finance	<u>\$ 32,414</u>
<b>Total Labor</b>	<u>\$395,153</u>
 <b>Total Administrative Budget</b>	 <u><b>\$395,153</b></u>

GARDEN GROVE SUCCESSOR AGENCY

RESOLUTION NO. 55-19

A RESOLUTION OF THE SUCCESSOR AGENCY TO THE GARDEN GROVE AGENCY FOR COMMUNITY DEVELOPMENT APPROVING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE 19-20 A-B FOR THE ANNUAL FISCAL PERIOD OF JULY 1, 2019 TO JUNE 30, 2020, SUBJECT TO SUBMITTAL TO, AND REVIEW BY THE OVERSIGHT BOARD AND THE STATE DEPARTMENT OF FINANCE UNDER CALIFORNIA HEALTH AND SAFETY CODE, DIVISION 24, PART 1.85; AND, AUTHORIZING THE POSTING AND TRANSMITTAL OF THE ROPS

WHEREAS, the Garden Grove Agency for Community Development ("Former Agency") was established as a community redevelopment agency that was previously organized and existing under the California Community Redevelopment Law, Health and Safety Code Sections 33000, *et seq.* ("CRL"), and previously authorized to transact business and exercise the powers of a redevelopment agency pursuant to action of the City Council ("City Council") of the City of Garden Grove ("City");

WHEREAS, Assembly Bill x1 26 added Parts 1.8 and 1.85 to Division 24 of the California Health and Safety Code, which caused the dissolution of all redevelopment agencies and wind down of the affairs of former agencies, including as such laws were amended by Assembly Bill 1484 and by other subsequent legislation, and most recently by Senate Bill 107 (together, the "Dissolution Law");

WHEREAS, as of February 1, 2012, the Former Agency was dissolved pursuant to the Dissolution Law, and, as a separate public entity, corporate and politic, the Successor Agency to the Garden Grove Agency for Community Development ("Successor Agency") administers the enforceable obligations of the former Agency and otherwise unwinds the Former Agency's affairs, all subject to the review and approval by a seven-member Orange Countywide Oversight Board ("Oversight Board");

WHEREAS, Section 34179 provides that the Oversight Board has fiduciary responsibilities to holders of enforceable obligations and the taxing entities that benefit from distributions of property tax and other revenues pursuant to Section 34188 of Part 1.85 of the Dissolution Law;

WHEREAS, Sections 34177(m), 34177(o) and 34179 provide that each ROPS is submitted to, reviewed and approved by the Successor Agency and then reviewed and approved by the Oversight Board before final review and approval by the State Department of Finance ("DOF");

WHEREAS, Section 34177(o) of the Dissolution Law requires that the annual ROPS for the 19-20 A-B fiscal period of July 1, 2019, to June 30, 2020 ("ROPS 19-20 A-B") shall be submitted to the DOF by the Successor Agency, after approval by the Oversight Board, no later than February 1, 2019;

WHEREAS, pursuant to Sections 34179.6 and 34177(l)(2)(B), the Successor Agency is required to submit the ROPS to the DOF with copies to the County Administrative Officer, the County Auditor-Controller, and the State Controller's Office at the same time that the Successor Agency submits the ROPS to the Oversight Board for review;

WHEREAS, the Successor Agency has reviewed the draft ROPS 19-20 A-B, and desires to approve the ROPS 19-20 A-B and to authorize the Successor Agency staff to transmit the ROPS to the Oversight Board; and

WHEREAS, the Successor Agency staff is directed to post the ROPS 19-20 A-B on the City/Successor Agency website: <http://ggcity.org/econdev>.

NOW, THEREFORE, BE IT RESOLVED BY THE SUCCESSOR AGENCY TO THE GARDEN GROVE AGENCY FOR COMMUNITY DEVELOPMENT:

Section 1. The foregoing recitals are incorporated into this Resolution by this reference, and constitute a material part of this Resolution.

Section 2. Pursuant to the Dissolution Law, the Successor Agency approves the ROPS 19-20 A-B, which schedule is incorporated herein by this reference; provided however, that the ROPS 19-20 A-B is approved subject to transmittal of the ROPS to the Oversight Board for review and approval with copies of the ROPS to be sent concurrently to the DOF, the County Administrative Officer, the County Auditor-Controller, and the State Controller's Office. Further, the Community and Economic Development Director, or her designee, in consultation with legal counsel, is hereby authorized to request and complete meet and confer session(s) with the DOF and authorized to make augmentations, modifications, additions or revisions as may be necessary or directed by DOF, and changes, if any, will be reported back to the Successor Agency and the Oversight Board.

Section 3. After approval by the Oversight Board, the Successor Agency authorizes transmittal of the approved ROPS 19-20 A-B to the DOF, the County Administrative Officer, the County Auditor-Controller, and the State Controller's Office.

Section 4. The Community and Economic Development Director, or her designee, is directed to post this Resolution, including the ROPS 19-20 A-B, on the City/Successor Agency website pursuant to the Dissolution Law.

Section 5. The Secretary of the Successor Agency shall certify to the adoption of this Resolution.



**Adopted this 8<sup>th</sup> day of January 2019.**

**ATTEST:**

*Diana Romero*  
SECRETARY

Stem Jones  
CHAIR

STATE OF CALIFORNIA     )  
COUNTY OF ORANGE     ) SS:  
CITY OF GARDEN GROVE   )

I, TERESA POMEROY, Secretary of The City of Garden Grove as Successor Agency to the Garden Grove Agency for Community Development, do hereby certify that the foregoing Resolution was duly adopted by the Successor Agency, at a meeting held on the 8<sup>th</sup> day of January 2019, by the following vote:

AYES: MEMBERS: (7) BRIETIGAM, BUI, O'NEILL, NGUYEN T.,  
KLOPFENSTEIN, NGUYEN K., JONES

NOES: MEMBERS: (0) NONE

ABSENT: MEMBERS: (0) NONE

*Deena Romero*, CMC  
SECRETARY

ATTACHMENT 1  
to Successor Agency Resolution No.  
RECOGNIZED OBLIGATION PAYMENT SCHEDULE 19-20 A-B  
FOR THE ANNUAL FISCAL PERIOD JULY 1, 2019 TO JUNE 30, 2020

(attached)

Recognized Obligation Payment Schedule (ROPS 19-20) - Summary  
Filed for the July 1, 2019 through June 30, 2020 Period

Successor Agency: Garden Grove  
County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		19-20A Total (July - December)	19-20B Total (January - June)	ROPS 19-20 Total
A	Enforceable Obligations Funded as Follows (B+C+D):	\$ 3,294,271	\$ 12,328	\$ 3,306,599
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	3,294,271	12,328	3,306,599
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 11,551,921	\$ 8,732,601	\$ 20,274,522
F	RPTTF	11,354,344	8,525,025	19,879,369
G	Administrative RPTTF	197,577	197,576	395,153
H	Current Period Enforceable Obligations (A+E):	\$ 14,846,192	\$ 8,734,929	\$ 23,581,121

Certification of Oversight Board Chairman  
Pursuant to Section 34.177 (c) of the Health and Safety code, I hereby  
certify that the above is a true and accurate Recognized Obligation  
Payment Schedule for the above named successor agency.

\_\_\_\_\_  
Name Title  
\_\_\_\_\_  
Signature Date

Garden Grove Successor Agency  
Resolution No. 55-19  
Page 6

[illegible]

Garden Grove Successor Agency  
Resolution No. 55-19  
Page 7

[illegible]

**Garden Grove Recognized Obligation Payment Schedule (ROPS 18-20) - Report of Cash Balances**  
**July 1, 2016 through June 30, 2017**  
**(Report Amounts in Whole Dollars)**

Pursuant to Health and Safety Code section 34177 (i), Redevelopment Property Tax Trust Fund (RPTTF) may be listed as a source of payment on the ROPS, but only to the extent no other funding source is available or when payment from property tax revenues is required by an enforceable obligation. For tips on how to complete the Report of Cash Balances Form, see Cash Balance Tips Sheet.

A	B	C	D	E	F	G	H
	ROPS 16-17 Cash Balances (07/01/16 - 06/30/17)	Fund Sources					
		Bond Proceeds		Reserve Balance	Other Funds	RPTTF	
		Bonds issued on or before 12/31/10	Bonds issued on or after 01/01/11	Prior ROPS RPTTF and Reserve Balances retained for future period(s)	Rent Grants Interest, etc.	Non-Admin and Admin	
1	Beginning Available Cash Balance (Actual 07/01/16) RPTTF amount should exclude "A" period distribution amount	175,517	3,881,440		99,081	2,912,771	Beginning balance as per determination letter dated April 13, 2018
2	Revenue/Income (Actual 06/30/17) RPTTF amount should tie to the ROPS 16-17 total distribution from the County Auditor/Controller				367,082	19,384,381	Other funds collected are from rental income and interest income received
3	Expenditures for ROPS 16-17 Enforceable Obligations (Actual 06/30/17)				33,248	18,155,051	
4	Retention of Available Cash Balance (Actual 06/30/17) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)					2,020,082	This amount represents half of the October 2017 debt service payments due for Line Item #59 of \$1,607,000 and Line Items #68 of \$413,082.
5	ROPS 16-17 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 16-17 PPA form submitted to the CAC	No entry required					
6	Ending Actual Available Cash Balance (06/30/17) C to F = (1 + 2 - 3 - 4). G = (1 + 2 - 3 - 4 - 5)	175,517	3,881,440	0	463,495	2,482,591	As per the determination letter dated April 13, 2018, \$2,912,771 of the cash balance will be applied to Line #2 on ROPS 18-19.

Garden Grove Successor Agency  
Resolution No. 55-19  
Page 9

Item #	Notes/Comments
14	Debt delegation paid off during ROPS 19-20
19	This item has a Final and Conclusive Determination approved on February 6, 2013 by ODF. Requests for a TCO differential per section 409, paragraph two of the First Amended and Restated Disposition and Development Agreement.
20	Acquired work for ROPS 18-19 will not be done until 18 Period of ROPS 19-20. Asking amount previously approved for ROPS 18-19 be approved for ROPS 19-20 in order to complete the work.
22	Work started in ROPS 18-19 will continue through A period of ROPS 19-20. Asking for previously approved ROPS 18-19 funds to be approved for ROPS 19-20 in order to complete the work. The DCA requires the Successor Agency to pay to New Age (Developer) \$6,400,000 at the closing of the Phase II Property from its Housing Set Aside Fund if New Age commits to increase the number of affordable rental units from 60 to 120 in accordance with Section 510 of the ODA. New Age has expressed their commitment to increase the number of affordable units and is requesting the Successor Agency pay New Age \$6,400,000 at the closing of the Phase II Property. Due to the implementation of Assembly Bill 128 (AB 128) added Parts 1A and 1B to Division 24 of the California Health & Safety Code and which laws were modified in part and determined constitutional by the California Supreme Court in the position California Redevelopment Association et al. v. Ana Mari Samaras, et al. Case No. S194861 (Mazmanian Decision), all cash balances in the Housing Set Aside Fund were distributed to the affected housing entities upon dissolution of the former Agency. The Successor Agency is now requesting the \$6,400,000 payment due to the Developer required by Section 510 be paid from ROPS 19-20.
33 & 34	This property was acquired 2002 as part of the Brookhurst Triangle Project. Section 30 of the Purchase and Sale Agreement indicates that any future sales proceeds over the amount initially paid by the Agency to the original seller are to be split 50/50 between the original seller and the City of Garden Grove. Per the ODF Final Determination Letter dated May 17, 2017, the funding source for these line items should be "Other Funds"
47	Cost for appraisals associated with the properties listed on the Long Range Property Management Plan

Garden Grove Recognized Obligation Payment Schedule (ROPS 19-20) - Notes July 1, 2019 through June 30, 2020	
Item #	Notes/Comments





**DEPARTMENT OF  
FINANCE**

EDMUND G. BROWN JR. ■ GOVERNOR

915 L STREET ■ SACRAMENTO CA ■ 95814-3706 ■ WWW.DOF.CA.GOV

June 12, 2018

Ms. Monica L. Covarrubias, Project Manager  
City of Garden Grove  
11222 Acacia Parkway  
Garden Grove, CA 92840

Dear Ms. Covarrubias:

Subject: Approval of Oversight Board Action

The City of Garden Grove Successor Agency (Agency) notified the California Department of Finance (Finance) of its April 25, 2018 Oversight Board (OB) resolution on April 27, 2018. Pursuant to Health and Safety Code (HSC) section 34179 (h), Finance has completed its review of the OB action.

Based on our review and application of the law, OB Resolution No. 58-18, establishing a schedule to repay the Low and Moderate Income Housing Fund (LMIHF) for funds advanced for Educational Revenue Augmentation Fund (ERAF) payments and Supplemental Educational Revenue Augmentation Fund (SERAF) payments pursuant to HSC section 34176 (e) (6) (B), is approved.

This Resolution approves five separate loans from the LMIHF, principal loan amounts totaling \$13,254,260. Of the five loans, three were used to make ERAF payments for fiscal years 2003-04, 2004-05, and 2005-06; principal amounts totaling \$3,721,376. The two remaining loans were used to make the SERAF payments for fiscal years 2009-10 and 2010-11; principal amounts totaling \$9,532,884.

The Agency may now request funding for this item on a subsequent Recognized Obligation Payment Schedule; subject to Finance's review and approval.

This is our determination with respect to the OB action taken.

Please direct inquiries to Nichelle Jackson, Supervisor, or Alexander Watt, Lead Analyst, at (916) 322-2985.

Sincerely,

ERIKA LI  
Program Budget Manager

cc: Ms. Lisa Kim, Community and Economic Development Director, City of Garden Grove  
Mr. Israel Guevara, Property Tax Manager, Orange County



February 6, 2013

Mr. Jim DellaLonga, Senior Project Manager  
City of Garden Grove  
11222 Acacia Parkway  
Garden Grove, CA 92842

Dear Mr. DellaLonga:

Subject: Approval of Final and Conclusive Enforceable Obligation

On November 20, 2012, the City of Garden Grove Successor Agency (Agency) submitted a petition to the California Department of Finance (Finance) requesting written confirmation that Item No. 19 – Waterpark Hotel Disposition and Development Agreement (DDA) as approved in the Recognized Obligation Payment Schedule for the period of January through June 2013 (ROPS III), is final and conclusive, based on the following criteria set forth in Health and Safety Code (HSC) section 34177.5 (i):

- The enforceable obligation submitted for review provides for an irrevocable commitment of property tax revenue.
- The allocation of the property tax revenue is expected to occur over time.
- The enforceable obligation was approved on a previous ROPS.

Finance has completed its review of your request, which included obtaining clarification and additional supporting documentation. Pursuant to the criteria outlined in HSC section 34177.5 (i), we are pleased to inform you that Item No. 19 – Waterpark Hotel DDA as listed on the approved ROPS III, is final and conclusive. Finance's review of the Waterpark Hotel DDA in future ROPS will be limited to confirming the scheduled payments as required by the obligation.

Finance's review of the property tax revenue is limited to the January through June 2012 ROPS, July through December 2012 ROPS, and ROPS III periods. Consequently, this final and conclusive determination does not guarantee a certain level of funding, nor is it approval for an irrevocable assurance of Redevelopment Property Tax Trust Fund (RPTTF) necessary to satisfy the obligation. The amount available from the RPTTF is not and never was an unlimited funding source. Therefore, the ability to fund any item approved as final and conclusive, as well as other items approved on a ROPS with property tax, is limited to the amount of funding available to the Agency in the RPTTF.

Please be further advised that there may be activities included in the enforceable obligation described in this letter that are permissive that the Agency may no longer have the statutory authority to carry out. This final and conclusive determination neither grants additional authority to the Agency nor does it authorize acts contrary to law. Additionally, any amendments to the above item are not subject to this final and conclusive determination; this final and conclusive determination is only valid for the Waterpark Hotel DDA.

Mr. Jim DellaLonga  
February 6, 2013  
Page 2

Please direct inquiries to Nichelle Thomas, Supervisor or Alex Watt, Lead Analyst at (916) 445-1546.

Sincerely,



STEVE SZALAY  
Local Government Consultant

cc: Mr. Matthew Fertil, City Manager, City of Garden Grove  
Mr. Kingsley Okereke, Director of Finance, City of Garden Grove  
Mr. Frank Davies, Property Tax Manager, County of Orange  
California State Controller's Office



DEPARTMENT OF  
**FINANCE**

EDMUND G. BROWN JR. • GOVERNOR

915 L STREET ■ SACRAMENTO CA ■ 95814-3706 ■ WWW.DOF.CA.GOV

November 1, 2018

Ms. Monica L. Covarrubias, Project Manager  
City of Garden Grove  
11222 Acacia Parkway  
Garden Grove, CA 92840

Dear Ms. Covarrubias:

Subject: Determination of Oversight Board Action

The City of Garden Grove Successor Agency (Agency) notified the California Department of Finance (Finance) of its September 18, 2018 Oversight Board (OB) Resolution No. 18-007 on September 24, 2018. Pursuant to Health and Safety Code (HSC) section 34179 (h), Finance has completed its review of the OB action.

Finance approved the Agency's Long-Range Property Management Plan (LRPMP) on March 7, 2014. Health and Safety Code (HSC) section 34191.5 (f) states actions to implement the disposition of property pursuant to an approved LRPMP shall not require review by Finance. As such, Finance is taking no action on this OB Resolution. It should be noted that, pursuant to HSC section 34191.3, an approved LRPMP shall govern the disposition of property and any OB action taken related to an approved LRPMP should be consistent therewith.

This determination makes no approval of any item as an enforceable obligation. To the extent this OB action results in a request to approve an item on a Recognized Obligation Payment Schedule, Finance reserves the right to review such request in its entirety and such item may not be approved.

Please direct inquiries to Nichelle Jackson, Supervisor, or Alexander Watt, Lead Analyst, at (916) 322-2985.

Sincerely,

ERIKA LI  
Program Budget Manager

cc: Ms. Lisa Kim, Community and Economic Development Director, City of Garden Grove  
Mr. Israel Guevara, Property Tax Manager, Orange County

**FILED**  
SUPERIOR COURT OF CALIFORNIA  
COUNTY OF ORANGE  
CIVIL COMPLEX LITIGATION CENTER

**JUN 10 2014**

ALAN CARLSON, Clerk of the Court

*B. Zuanich*  
BY B. ZUANICH

ELECTRONICALLY RECEIVED  
Superior Court of California,  
County of Orange  
06/09/2014 at 10:06:50 AM  
Clerk of the Superior Court  
By Olga Lopez, Deputy Clerk

SUPERIOR COURT OF THE STATE OF CALIFORNIA  
COUNTY OF ORANGE

MARINA LIMON, *et al.*,

Plaintiffs and Petitioners,

v.

GARDEN GROVE AGENCY FOR  
COMMUNITY DEVELOPMENT, a municipal  
entity, *et al.*,

Defendants and Respondents.

GARDEN GROVE MXD, LLC, and  
MCWHINNEY REAL ESTATE SERVICES,  
and DOES 21 through 40,

Real Parties in Interest.

) Case No. 30-2009-00291597

) **JUDGMENT**

) Complaint Filed: August 10, 2009  
) Dept.: CX-102  
) Judge: Robert J. Moss

1 IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

2 Judgment is entered in favor of Plaintiff Maria Malta and against Defendants pursuant to  
3 the terms stated below.

4 1. As used herein, the term "Low Income Households" shall have the meaning set  
5 forth in Health and Safety Code section 50079.5.

6 2. As used herein, the term "Very Low Income Households" shall have the meaning  
7 set forth in Health and Safety Code section 50105.

8 3. As used herein, the term "Low Income Rent" shall be rent affordable to lower  
9 income households as set forth in Health and Safety Code section 50053(b)(3).

10 4. As used herein, the term "Very Low Income Rent" shall be rent affordable to very  
11 low income households as set forth in Health and Safety Code section 50053(b)(2).

12 5. Within the timeframe described in Paragraph 9, below, the Successor Agency or,  
13 at its discretion, the Housing Successor (hereinafter "Successors"), shall develop replacement  
14 housing. Pursuant to this paragraph funds held in the Low and Moderate Income Housing Asset  
15 Fund, as defined in Health and Safety Code section 34176, shall be available for development of  
16 the replacement housing pursuant to this Judgment. The Successors shall develop or cause to be  
17 developed twenty five (25) additional new construction dwelling units as replacement housing for  
18 the Travel Country Recreational Vehicle Park ("Park") to address Plaintiff Malta's claims for  
19 development of replacement housing pursuant to Health and Safety Code section 33413. No less  
20 than twelve (12) of the units developed pursuant to this paragraph shall be covenanted to be  
21 leased at Very Low Income Rent and restricted to occupancy by Very Low Income Households;  
22 the balance of thirteen (13) units shall be covenanted to be leased at Low Income Rent and  
23 restricted to occupancy by Low Income Households.

24 6. In addition to the dwelling units described in Paragraph 6, within the timeframe  
25 described in Paragraph 9, below Successors shall develop or cause to be developed thirteen (13)  
26 additional dwelling units, either as new construction or Substantial Rehabilitation (as defined  
27 below), as replacement housing for the Park to address Plaintiff Malta's claims for development  
28

of replacement housing pursuant to Health and Safety Code section 33413. No less than seven (7) of the units developed pursuant to this paragraph shall be covenanted to be leased at Very Low Income Rent and restricted to occupancy by Very Low Income Households; the balance of six (6) units shall be covenanted to be leased at Low Income Rent and restricted to occupancy by Low Income Households.

7. The Successors may reduce the number of dwelling units required to be developed pursuant to Paragraph 7 (but not Paragraph 6) by one dwelling unit for each dwelling unit offered to a household listed on Exhibit A hereto that is rejected by such household provided that a household's rejection of a unit under this section will not disqualify that household from eligibility under Paragraph 11. In order to reduce the unit count, (1) a displaced household must receive an offer of affordable replacement housing after a determination (provided to the displaced household in writing) by the operator of that housing that the displaced household is eligible for occupancy of the replacement housing with respect to all of its qualifications and restrictions, including but not limited to income, family size, rental history and credit score, (2) the offer of affordable housing must be either hand delivered to the displaced household as evidenced by a proof of personal service, or through regular and certified U.S. mail, and (3) the displaced household must be allowed ten (10) business days after receipt of the offer to accept or reject the offer.

8. The Successors shall develop, rehabilitate, construct or cause the development, rehabilitation or construction (as applicable) of the dwelling units described in Paragraphs 6 and 7 ("Replacement Units") within four years from entry of judgment in this case.

9. "Substantial Rehabilitation" shall have the same meaning as contained in Health and Safety Code section 33413.

10. In accordance with Health and Safety Code section 33411.3, all residents displaced by the Redevelopment Agency shall have priority in occupancy of the Replacement Units developed pursuant to this Judgment. Successors shall provide for such priority in any agreement

1 for development or administration of the Replacement Units, and shall maintain a list of eligible  
2 persons and families displaced by the Redevelopment Agency.

3 11. Pursuant to action of the California Legislature in Stats. 2012, Ch. 5 (Assembly  
4 Bill No. 26, 2011-2012 1st Ex. Sess.) (the "Dissolution Act"), effective June 29, 2011,  
5 redevelopment agencies throughout California began a dissolution process. The Dissolution Act  
6 provides that the city "that authorized the creation of each redevelopment agency" became the  
7 "successor agency" to that redevelopment agency, by operation of law, unless the designated  
8 successor entity elected not to serve as the successor agency. California Health and Safety Code  
9 sections 34173(a), (d). The Garden Grove City Council adopted resolutions electing to serve as  
10 the Successor Agency to the dissolved Redevelopment Agency pursuant to Health and Safety  
11 Code section 34173, and designating the Garden Grove Housing Authority as the Housing  
12 Successor pursuant to Health and Safety Code section 34176. City of Garden Grove Resolution  
13 Nos. 9072-11 (July 12, 2011) and 9089-12 (Jan 17, 2012). As prescribed by the Dissolution Act,  
14 the amounts the Successor Agency is obligated to pay pursuant to the terms of this Judgment shall  
15 be included as an enforceable obligation of the Successor Agency on each applicable Recognized  
16 Obligation Payment Schedule ("ROPS"), as defined in California Health and Safety Code section  
17 34171(h) and in accordance with Health and Safety Code section 34177(l), (m), and as set forth  
18 below.

19 12. The Successor Agency shall include in the ROPS due to be completed and  
20 approved by the oversight board of the Successor Agency no later than October 3, 2015 (ROPS  
21 2015-16B), amounts for Replacement Units that will be expended during the January 1, 2016  
22 through June 30, 2016 period. The amounts to be expended during this ROPS 2015-16B period  
23 shall be appropriate to complete development of the Replacement Units for occupancy within  
24 four years from entry of the Judgment.

25 13. The Successor Agency shall pay \$9,000 in attorneys' fees to counsel for Plaintiff  
26 Malta. The entire amount of attorneys' fees shall be placed on the ROPS due to be completed by  
27 the oversight board of the Successor Agency no later than October 3, 2014 (ROPS 2014-15B).



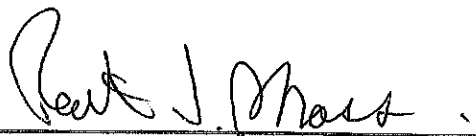
1 14. The obligations contained herein are obligations of the Garden Grove Agency for  
2 Community Development ("Redevelopment Agency"), now dissolved, prior to enactment of the  
3 Dissolution Act. The obligations set forth herein are not and under no circumstances shall they be  
4 construed as obligations of the City or Garden Grove Housing Authority other than in their roles  
5 as Successor Agency and Housing Successor, respectively. Consistent with Health and Safety  
6 Code § 34173(e), Successor Agency's liability for amounts owing pursuant to this Judgment shall  
7 be limited to the extent of the total sum of property tax revenues the Successor Agency and the  
8 Housing Successor receive pursuant to the ROPS process and the value of the assets received by  
9 the Successor Agency and the Housing Successor. The Successor Agency shall continue to list  
10 the obligations of this Judgment on each ROPS until all obligations required by the Judgment are  
11 satisfied.

12 15. The Court shall have continuing jurisdiction to enforce the terms of this settlement  
13 and Judgment pursuant to California Code of Civil Procedure section 664.6.

14 16. This Judgment represents the sole obligation among the parties hereto and all other  
15 causes of action and/or claims arising out of this action are dismissed with prejudice and forever  
16 waived.

17 IT IS SO ORDERED.

18  
19 DATED: 6/10/15

  
HON. ROBERT J. MOSS  
