

A G E N D A

REGULAR MEETING OF THE ORANGE COUNTYWIDE OVERSIGHT BOARD

Tuesday, January 28, 2020, 8:30 AM

RANCHO SANTIAGO COMMUNITY COLLEGE DISTRICT
2323 North Broadway, Board Room
Santa Ana, California 92706

HON. BRIAN PROBOLSKY
Chair

HON. STEVE JONES
Vice Chair

CHARLES BARFIELD
Board Member

STEVE FRANKS
Board Member

CHRIS GAARDER
Board Member

DEAN WEST, CPA
Board Member

HON. PHILLIP E. YARBROUGH
Board Member

Staff

Hon. Frank Davies, CPA, Auditor-Controller
Chris Nguyen
Clare Venegas

Counsel

Patrick Bobko

Clerk of the Board

Kathy Tavoularis

The Orange Countywide Oversight Board welcomes you to this meeting. This agenda contains a brief general description of each item to be considered. The Board encourages your participation. If you wish to speak on an item contained in the agenda, please complete a Speaker Form identifying the item(s) and deposit it in the Speaker Form Return box located next to the Clerk. If you wish to speak on a matter which does not appear on the agenda, you may do so during the Public Comment period at the close of the meeting. Except as otherwise provided by law, no action shall be taken on any item not appearing in the agenda. Speaker Forms are located next to the Speaker Form Return box. When addressing the Board, please state your name for the record prior to providing your comments.

****In compliance with the Americans with Disabilities Act, those requiring accommodation for this meeting should notify the Clerk of the Board 72 hours prior to the meeting at (714) 834-2450****

All supporting documentation is available for public review online at <http://ocauditor.com/ob/> or in person in the office of the Auditor-Controller located at 1770 North Broadway, Santa Ana, California 92706 during regular business hours, 8:00 a.m. - 5:00 p.m., Monday through Friday.

A G E N D A

REGULAR MEETING OF THE ORANGE COUNTYWIDE OVERSIGHT BOARD

8:30 A.M.

1. Call to Order
2. Pledge of Allegiance
3. Approval of the Minutes from January 21, 2020
4. Adopt Resolution Regarding Request by Successor Agency for Annual Recognized Obligation Payment Schedule (ROPS) and Administrative Budget (*Totaling \$0*)
 - a. Cypress
5. Adopt Resolution Regarding Request by Successor Agency for Contract Amendment
 - a. Anaheim
6. Adopt Resolutions Regarding Requests by Successor Agencies for Annual Recognized Obligation Payment Schedule (ROPS) and Administrative Budget (*The Oversight Board took straw votes on these agencies' draft Administrative Budgets at the September 26, 2019 meeting*)
 - a. Anaheim
 - b. Fullerton
 - c. Huntington Beach
 - d. La Habra
 - e. La Palma
 - f. Mission Viejo
 - g. Placentia
 - h. Santa Ana
7. Adopt Resolutions Regarding Requests by Successor Agencies for Annual Recognized Obligation Payment Schedule (ROPS) and Administrative Budget
 - a. Costa Mesa
 - b. San Juan Capistrano
 - c. Seal Beach
 - d. Westminster

COMMENTS & ADJOURNMENT:

PUBLIC COMMENTS:

At this time members of the public may address the Board on any matter not on the agenda but within the jurisdiction of the Board. The Board may limit the length of time each individual may have to address the Board.

STAFF COMMENTS:

- Form 700 is Due April 1

BOARD COMMENTS:

A G E N D A

CLOSED SESSION:

- CS-1. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION – SIGNIFICANT EXPOSURE TO LITIGATION – Pursuant to Government Code Section 54956.9(d)(2):
Number of Cases: One Case
- CS-2. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION – INITIATION OF LITIGATION – Pursuant to Government Code Section 54956.9(d)(4):
Number of Cases: One Case

ADJOURNMENT

NEXT MEETING:

Regular Meeting April 21, 2020, 8:30 AM

MINUTES

REGULAR MEETING OF THE ORANGE COUNTYWIDE OVERSIGHT BOARD

January 21, 2020, 8:30 a.m.

1. CALL TO ORDER

A regular meeting of the Orange Countywide Oversight Board was called to order at 8:41 a.m. on **January 21, 2020** at the Rancho Santiago Community College District, 2323 N. Broadway, Santa Ana, California by Chairman Brian Probolsky, presiding officer.

Present: 7	Chairman:	Brian Probolsky
	Vice Chairman:	Steve Jones
	Board Member:	Charles Barfield (arrived during Closed Session)
	Board Member:	Chris Gaarder
	Board Member:	Steve Franks (departed before Closed Session)
	Board Member:	Dean West
	Board Member:	Phillip E. Yarborough (arrived during Closed Session)

Absent: 0

Also present were Chris Nguyen, Staff; Patrick Bobko, Counsel; Kathy Tavoularis, Clerk; Clare Venegas, Consultant; and Zeshaan Younus, Consultant.

2. PLEDGE OF ALLEGIANCE

Led by Vice Chair Jones.

3. APPROVAL OF MINUTES FROM SEPTEMBER 26, 2019

On the motion of Vice Chair Jones, seconded by Board Member Franks, the minutes were approved, with Board Member West abstaining due to his absence on September 26.

4. ADOPT RESOLUTIONS REGARDING REQUESTS BY SUCCESSOR AGENCIES FOR ANNUAL RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS) AND ADMINISTRATIVE BUDGET

- a. **Fountain Valley** – Board Member Gaarder moved approval. Vice Chair Jones seconded. The motion was approved unanimously.
- b. **Garden Grove** – Board Member Gaarder moved approval. Board Member Franks seconded. Board Member West asked whether Line Item 22 was new or had been previously included. Garden Grove Assistant City Manager Lisa Kim addressed the

Board, stating the additional \$6.4 million for Line Item 22 is new and was included at the Department of Finance's request to recognize an enforceable obligation related to the housing set aside. It had not previously been included in prior ROPS. Board Member West asked about the increase in administrative budget. Garden Grove Project Manager Monica Covarrubias confirmed that the increase was due to work related to the housing set aside. The motion was approved unanimously.

5. ADOPT RESOLUTIONS REGARDING REQUESTS BY SUCCESSOR AGENCIES FOR ANNUAL RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS) AND ADMINISTRATIVE BUDGET

- a. **County of Orange** – Vice Chair Jones moved approval. Board Member Franks seconded. Board Member Gaarder said he will abstain as he is a County employee. Board Member West commended the County for their efforts to ensure good governance and transparency in their administrative budget. West stated that the Board wants to work cooperatively with the Successor Agencies to assist in them in reducing administrative costs over time. The motion was approved, with Board Member Gaarder abstaining.
- b. **Buena Park** – Board Member Franks moved approval. Board Member Gaarder seconded. Board Member West commented that the administrative costs may potentially be excessive. He invited a Buena Park representative to address the comments to that effect in the Department of Finance's letter last year. Buena Park Economic Development Administrator Ruben Lopez addressed the board, noting that the bond refunding last year is the biggest change, and three major economic development projects are ongoing with litigation. He said the administrative budget reflects staff time that is spent to ensure those projects continue along the Buena Park Entertainment Corridor. He noted the city attorney is present to address questions related to the ongoing litigation. He added that the litigation involves a number of City departments and ongoing meetings with the developer.

Board Member Franks asked Counsel Bobko as to whether he can participate in this item (as he is the Villa Park City Manager) since the City of Villa Park has entered into an agreement with the City of Buena Park on a homeless shelter. Board Counsel Bobko said there is no conflict for Board Member Franks to participate, but he is able to recuse or abstain if he chooses. The motion was approved, with Board Member Franks abstaining.

- c. **Irvine** – Board Member Gaarder moved approval. Board Member Franks seconded. Board Member West commented that he's pleased to see Irvine reduce their administrative budget this year. The motion was approved unanimously.
- d. **City of Orange** – Board Member Franks moved approval. Board Member Gaarder seconded. Board Member West also noted this city did excellent work in putting their administrative budget together. The motion was approved unanimously.

COMMENTS AND ADJOURNMENT:

PUBLIC COMMENTS:

Clerk Tavoularis noted there are no public comment requests.

STAFF COMMENTS:

- Staff Member Nguyen noted that the September 29, 2020 meeting is cancelled and the Amended ROPS, draft Administrative Budgets, etc., should be reviewed at the September 22, 2020, meeting.
- Staff Member Nguyen reminded the Board that the Form 700 is due April 1. Chairman Probolsky asked whether those come to the Oversight Board Clerk. Nguyen said it would be filed through the Form 700 electronic filing system run by the Clerk of the Orange County Board of Supervisors.

BOARD COMMENTS:

Board Member Franks asked staff how many agenda items will be on the January 28 meeting agenda. Staff Member Nguyen said it will be at least 14 items. Franks said he will not be present due to a scheduling conflict.

In response to a question from Chairman Probolsky, Counsel Bobko stated there was no expected reportable action out of closed session

Chairman Probolsky noted attendees are free to leave, as the Board will enter closed session on two items. Board Member Franks said he would not be able participate in closed session due to a scheduling conflict.

CLOSED SESSION:

Board Members Yarborough and Barfield were present for Closed Session. Items discussed:

- CS-1. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION – SIGNIFICANT EXPOSURE TO LITIGATION – Pursuant to Government Code Section 54956.9(d)(2): Number of Cases: One Case
- CS-2. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION – INITIATION OF LITIGATION – Pursuant to Government Code Section 54956.9(d)(4): Number of Cases: One Case

There was no reportable action from Closed Session.

ADJOURNMENT

Chairman Probolsky noted the next regular meeting of the Countywide Oversight Board is scheduled for January 28, 2020 and adjourned the meeting at 9:15 a.m.

BRIAN PROBOLSKY
CHAIRMAN OF THE COUNTYWIDE OVERSIGHT BOARD

KATHY TAVOULARIS
CLERK OF THE BOARD

DATE

Orange Countywide Oversight Board

Date: 1/28/2020

Agenda Item No. 4A

From: Successor Agency to the Cypress Redevelopment Agency

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

Recommended Action:

Adopt resolution approving FY 20-21 ROPS for the Cypress Successor Agency

The Cypress Successor Agency requests approval of the Recognized Obligation Payment Schedule (ROPS) for Fiscal Year 20-21.

The enforceable obligations of the Cypress Successor Agency (CSA) are expected to be paid in full by June 30, 2020, therefore the CSA is not requesting any Redevelopment Property Tax Trust Fund (RPTTF) allocation for Fiscal Year 20-21. Once Fiscal Year 19-20 is complete and the payment of all enforceable obligations is confirmed, the CSA will initiate dissolution procedures.

In anticipation of the dissolution of the CSA, no administrative budget is requested for FY 20-21.

The CSA is scheduled to review the FY 20-21 ROPS at its January 27, 2020 meeting.

Impact on Taxing Entities

Because the CSA is not requesting any RPTTF for FY 20-21, all of the RPTTF will be available to be distributed to the taxing entities.

Staff Contact

Donna Mullally, Assistant Director of Finance and Administrative Services
dmullally@cypressca.org
(714) 229-6709

Attachments

1. Oversight Board Resolution 20-____
2. Cypress Successor Agency FY 20-21 ROPS
3. Placeholder for Successor Agency Resolution approving the FY 20-21 ROPS
4. Cypress Successor Agency Approved ROPS for FY 2019-20
5. Cypress Successor Agency Approved ROPS for FY 2018-19

Resolution No. 20-____

A RESOLUTION OF THE COUNTYWIDE OVERSIGHT BOARD APPROVING THE
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 20-21) FOR THE PERIOD
JULY 1, 2020 THROUGH JUNE 30, 2021 FOR THE SUCCESSOR AGENCY TO THE
DISSOLVED CYPRESS REDVELOPMENT AGENCY

WHEREAS, as part of the 2011-2012 State budget bill, the California Legislature enacted and the Governor signed, a budget trailer bill, ABx1 26, requiring that each redevelopment agency be dissolved; and

WHEREAS, an action challenging the constitutionality of ABx1 26 was filed in the California Supreme Court and on December 29, 2011, the Court modified and upheld ABx1 26, thereby causing the dissolution of all redevelopment agencies in the State of California, including the Cypress Redevelopment Agency (“RDA”), as of February 1, 2012; and

WHEREAS, the City of Cypress, pursuant to the terms of ABx1 26, became the successor agency to the dissolved RDA (“Successor Agency”) with the responsibility to wind up the affairs of the dissolved RDA under the terms of ABx1 26; and

WHEREAS, on June 27, 2012, the Legislature enacted and the Governor signed into law, to be effective immediately, Assembly Bill 1484 (“AB 1484”), which amended ABx1 26 and defined the Successor Agency as a separate public entity from the City; and

WHEREAS, on September 22, 2015, the Legislature enacted and the Governor signed into law, to be effective immediately, Senate Bill 107 (“SB 107”), which further amended ABx1 26 and AB 1484; and

WHEREAS, ABx1 26 as amended by AB 1484 and SB 107 is hereinafter referred to as the “Amended Dissolution Act;” and

WHEREAS, effective July 1, 2018 responsibilities of the Oversight Board to the Successor Agency to the dissolved Cypress Redevelopment Agency have transitioned to the Countywide Oversight Board; and

WHEREAS, pursuant to the Amended Dissolution Act, the Countywide Oversight Board is required to review and approve a Recognized Obligation Payment Schedule (ROPS 20-21) prepared by the Cypress Successor Agency covering the fiscal year from July 1, 2020 through June 30, 2021 that lists all enforceable obligations of the dissolved RDA as defined in the Amended Dissolution Act for the period, and for each twelve-month period thereafter; and

WHEREAS, at its public meeting of January 27, 2020, the Successor Agency Board reviewed and considered the Recognized Obligation Payment Schedule (ROPS 20-21), attached to this Resolution and Staff Report submitted concurrently with this Resolution; and

WHEREAS, all legal prerequisites to the adoption of this Resolution have occurred;

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

SECTION 1. The Recitals set forth above are true and correct and incorporated herein by reference.

SECTION 2. The Countywide Oversight Board hereby approves the Recognized Obligation Payment Schedule (ROPS 20-21) for the period July 1, 2020 through June 30, 2021, as set forth in Exhibit "A" to this Resolution and by this reference incorporated herein.

SECTION 3. The Cypress Successor Agency Board Secretary, or the Successor Agency Executive Director (as the person appointed by action of the Oversight Board at its meeting of March 20, 2012, to be the designated contact person to the Department of Finance), shall transmit the approved Recognized Obligation Payment Schedule to the Department of Finance, State Controller, and County Auditor-Controller in compliance with the requirements of the Amended Dissolution Act. The staff of the Successor Agency shall take such other and further actions and sign such other and further documents as appropriate to effectuate the intent of this Resolution and to implement the Recognized Obligation Payment Schedule approved hereby on behalf of the Successor Agency. The Countywide Oversight Board further authorizes and directs the Executive Director to make any technical modifications to the Recognized Obligation Payment Schedule as may be required by the Department of Finance, and/or State Controller, including any formatting or technical changes required by any of the foregoing bodies. Any such modifications or changes shall not require re-approval by the Countywide Oversight Board.

SECTION 4. If any section, subsection, sentence, clause, or phrase of this Resolution is for any reason held by a court of competent jurisdiction to be invalid, such decision shall not affect the validity of the remaining portions of this Resolution. The Countywide Oversight Board hereby declares that it would have adopted this Resolution and each section, subsection, sentence, clause, or phrase thereof irrespective of the fact that any one or more section, subsection, sentence, clause, or phrase be declared invalid.

SECTION 5. The Clerk of the Orange Countywide Oversight Board shall certify to the adoption of this Resolution.

Recognized Obligation Payment Schedule (ROPS 20-21) - Summary
Filed for the July 1, 2020 through June 30, 2021 Period

Successor Agency: Cypress

County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)	20-21A Total (July - December)	20-21B Total (January - June)	ROPS 20-21 Total
A Enforceable Obligations Funded as Follows (B+C+D)	\$ -	\$ -	\$ -
B Bond Proceeds	-	-	-
C Reserve Balance	-	-	-
D Other Funds	-	-	-
E Redevelopment Property Tax Trust Fund (RPTTF) (F+G)	\$ -	\$ -	\$ -
F RPTTF	-	-	-
G Administrative RPTTF	-	-	-
H Current Period Enforceable Obligations (A+E)	\$ -	\$ -	\$ -

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

Cypress
Recognized Obligation Payment Schedule (ROPS 20-21) - ROPS Detail
July 1, 2020 through June 30, 2021

A	B	C	D	E	F	G	I	K	N	O	P	Q	T	U	V	W
Item #	Project Name	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Total Outstanding Obligation	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)			20-21A Total	ROPS 20-21B (Jan - Jun)			20-21B Total
									Fund Sources				Fund Sources			
									Other Funds	RPTTF	Admin RPTTF		Other Funds	RPTTF	Admin RPTTF	
							\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-
2	Restated and Re-entered Repayment Agreement/ Promissory Note to refinance Prommissory Note dated 6/30/2009 which matured 6/30/2012.	Reentered Agreements	05/22/ 2012	06/30/2025	City of Cypress	Restated and Re-entered Repayment Agreement approved by Oversight Board to restructure Promissory Note used to finance infrastructure improvements, development assistance and RDA operations. Initial note was issued due to insufficient cash flow of Tax Increment, and the Cypress Redevelopment Agency could not issue bonded debt for the improvements.	-	\$-	-	-	-	\$-	-	-	-	\$-
3	Employee Costs	Admin Costs	07/01/ 2019	06/30/2020	City Employees	Payroll costs for staff engaged in Redevelopment and Successor Agency activities for period July 2018 to June 2019	-	\$-	-	-	-	\$-	-	-	-	\$-
4	Legal Services	Admin Costs	07/01/ 2019	06/30/2020	Rutan & Tucker/ Aleshire & Wynder/ Other	Legal Services for the Successor Agency	-	\$-	-	-	-	\$-	-	-	-	\$-
5	Audit Services	Admin Costs	06/12/ 2017	06/30/2020	Lance Soll & Lunghard LLP	Final audit work for FYE 6/30/19 for Successor Agency audit and other required audits	-	\$-	-	-	-	\$-	-	-	-	\$-
6	Administrative/ Office Supplies	Admin Costs	07/01/ 2019	06/30/2020	Various Vendors	Telephone, postage, printing/copying, computer usage and office supplies associated with the RDA and Successor Agency	-	\$-	-	-	-	\$-	-	-	-	\$-
7	Land Lease	Admin Costs	04/01/ 2001	03/31/2021	OCTA	Lease of Land/ ROW for parking	-	\$-	-	-	-	\$-	-	-	-	\$-

Cypress
Recognized Obligation Payment Schedule (ROPS 20-21) - Report of Cash Balances
July 1, 2017 through June 30, 2018
(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.							
A	B	C	D	E	F	G	H
	ROPS 17-18 Cash Balances (07/01/17 - 06/30/18)	Fund Sources					Comments
		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 07/01/17) RPTTF amount should exclude "A" period distribution amount.				9,188		
2	Revenue/Income (Actual 06/30/18) RPTTF amount should tie to the ROPS 17-18 total distribution from the County Auditor-Controller				39,115	2,117,181	
3	Expenditures for ROPS 17-18 Enforceable Obligations (Actual 06/30/18)					2,079,762	
4	Retention of Available Cash Balance (Actual 06/30/18) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)				9,188		
5	ROPS 17-18 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 17-18 PPA form submitted to the CAC		No entry required			37,419	
6	Ending Actual Available Cash Balance (06/30/18) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)	\$-	\$-	\$-	\$39,115	\$-	

Cypress
Recognized Obligation Payment Schedule (ROPS 20-21) - Notes
July 1, 2020 through June 30, 2021

Item #	Notes/Comments
2	All principal and interest is expected to be paid in full on June 30, 2020; therefore, no amounts are requested for FY 2020-21.
3	
4	
5	
6	
7	

Orange Countywide Oversight Board
Placeholder for Pending Resolution

Date: 1/28/2020

From: Successor Agency to the Cypress Redevelopment Agency

Subject: Resolution of the Successor Agency to the Dissolved Cypress Redevelopment Agency
Approving the Recognized Obligation Payment Schedule (ROPS 20-21) for the Period of July
1, 2020 through June 30, 2021

The resolution of the Successor Agency to the Dissolved Cypress Redevelopment Agency approving the ROPS 20-21 will be voted upon at its January 27, 2020 meeting. As such, the resolution is not yet available for submission but will be provided before the Countywide Oversight Board votes upon its resolution regarding the approval of ROPS 20-21.

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

Successor Agency:
County:

Cypress
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):	\$ -	\$ 9,188	\$ 9,188
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	-	9,188	9,188
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 14,747	\$ 1,946,473	\$ 1,961,220
F	RPTTF	6,647	1,939,473	1,946,120
G	Administrative RPTTF	8,100	7,000	15,100
H	Current Period Enforceable Obligations (A+E):	\$ 14,747	\$ 1,955,661	\$ 1,970,408

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

Cypress 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	
								\$ 2,009,408		\$ 1,970,408	\$ 0	\$ 0	\$ 0	\$ 6,647	\$ 8,100	\$ 14,747	\$ 0	\$ 0	\$ 9,188	\$ 1,939,473	\$ 7,000	\$ 1,955,661
2	Restated and Re-entered	Reentered	5/22/2012	6/30/2025	City of Cypress	Restated and Re-entered Repayment	All	1,987,661	N	\$ 1,948,661						\$ -			9,188	1,939,473		\$ 1,948,661
3	Employee Costs	Admin Costs	7/1/2019	6/30/2020	City Employees	Payroll costs for staff engaged in Redevelopment and Successor Agency activities for period July 2018 to June 2019	All	6,000	N	\$ 6,000					3,000	\$ 3,000					3,000	\$ 3,000
4	Legal Services	Admin Costs	7/1/2019	6/30/2020	Rutan & Tucker/ Aleshire & Wynder/Other	Legal Services for the Successor Agency	All	4,000	N	\$ 4,000					2,000	\$ 2,000					2,000	\$ 2,000
5	Audit Services	Admin Costs	6/12/2017	6/30/2020	Lance Soll & Lunghard LLP	Final audit work for FYE 6/30/19 for Successor Agency audit and other required audits	All	4,000	N	\$ 4,000					3,000	\$ 3,000					1,000	\$ 1,000
6	Administrative/ Office Supplies	Admin Costs	7/1/2019	6/30/2020	Various Vendors	Telephone, postage, printing/copying, computer usage and office supplies associated with the RDA and Successor Agency	All	200	N	\$ 200					100	\$ 100					100	\$ 100
7	Land Lease	Admin Costs	4/1/2001	3/31/2021	OCTA	Lease of Land/ ROW for parking	Lincoln Avenue Project Area	900	N	\$ 900						\$ -					900	\$ 900
12	Unpaid Interest from FY 2017-18 on the Restated and Re-entered Agreement / Promissory Note	Reentered Agreements	5/22/2012	6/30/2025	City of Cypress	Projected interest rate on the 17-18 ROPS for the outstanding principal on the Agreement was less than actual interest earned on LAIF (which is the basis for annual interest)	All	6,647	N	\$ 6,647				6,647		\$ 6,647						\$ -

Cypress 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
		Fund Sources					
		Bond Proceeds	Reserve Balance	Other Funds	RPTTF		
	ROPS 16-17 Cash Balances (07/01/16 - 06/30/17)	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	Comments
1	Beginning Available Cash Balance (Actual 07/01/16) RPTTF amount should exclude "A" period distribution amount				210,500	0	Beginning cash is comprised of prior year RPTTF ending cash of \$208,099 (Reported in Column H on ROPS 18-19 and other revenues of \$2,401 (Reported in Column G on ROPS 18-19).
2	Revenue/Income (Actual 06/30/17) RPTTF amount should tie to the ROPS 16-17 total distribution from the County Auditor-Controller				9,188	5,289,566	
3	Expenditures for ROPS 16-17 Enforceable Obligations (Actual 06/30/17)					5,192,850	
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)				210,500	0	A total of \$210,500 of cash on hand at 7/1/16 was applied against the 18-19 ROPS approved by the DOF on April 11, 2018 and \$210,500 was withheld from the June 2018 ROPS 18-19 payment. This amount is not available to pay for 19-20 ROPS obligations and since it relates to a prior period is classified as "Other Funds".
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				96,716	
6	Ending Actual Available Cash Balance (06/30/17) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)	\$ 0	\$ 0	\$ 0	\$ 9,188	\$ 0	

Cypress Recognized Obligation Payment Schedule (ROPS 19-20) - Notes July 1, 2019 through June 30, 2020	
Item #	Notes/Comments
7	The License Agreement for the land lease does not have a contract ending date but based on a 30 days' written notice from OCTA. A projected date of 2021 was put in as the ending date only as a placeholder to allow the ROPS reporting system to validate.
12	The Restated and Re-entered Loan between the City and Successor Agency accrues annual interest based on the rate earned on the State's LAIF investment pool. The rates earned have increased significantly over the last 18 months resulting in a shortfall of \$6,647 in the amount requested with the FY 2017-18 ROPS. Total interest was estimated at \$73,532 (based on an estimated rate of 1.25%) and actual interest was \$80,179 (based on the actual rate of 1.363%).

OVERSIGHT BOARD RESOLUTION NO. OB - 50

A RESOLUTION OF THE OVERSIGHT BOARD TO THE SUCCESSOR AGENCY TO
THE DISSOLVED CYPRESS REDEVELOPMENT AGENCY APPROVING THE
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 18-19) FOR THE
PERIOD JULY 1, 2018 THROUGH JUNE 30, 2019

WHEREAS, as part of the 2011-2012 State budget bill, the California Legislature enacted and the Governor signed, a budget trailer bill, ABx1 26, requiring that each redevelopment agency be dissolved; and

WHEREAS, an action challenging the constitutionality of ABx1 26 was filed in the California Supreme Court and on December 29, 2011, the Court modified and upheld ABx1 26, thereby causing the dissolution of all redevelopment agencies in the State of California, including the Cypress Redevelopment Agency ("RDA"), as of February 1, 2012; and

WHEREAS, the City of Cypress, pursuant to the terms of ABx1 26, became the successor agency to the dissolved RDA ("Successor Agency") with the responsibility to wind up the affairs of the dissolved RDA under the terms of ABx1 26; and

WHEREAS, the Oversight Board to the Successor Agency to the dissolved Cypress Redevelopment Agency has been appointed pursuant to the provisions of Health & Safety Code Section 34179; and

WHEREAS, on June 27, 2012, the Legislature enacted and the Governor signed into law, to be effective immediately, Assembly Bill 1484 ("AB 1484"), which amended ABx1 26 and defined the Successor Agency as a separate public entity from the City; and

WHEREAS, on September 22, 2015, the Legislature enacted and the Governor signed into law, to be effective immediately, Senate Bill 107 ("SB 107"), which further amended ABx1 26 and AB 1484; and

WHEREAS, ABx1 26 as amended by AB 1484 and SB 107 is hereinafter referred to as the "Amended Dissolution Act;" and

WHEREAS, pursuant to the Amended Dissolution Act, the Oversight Board is required to review and approve a Recognized Obligation Payment Schedule (ROPS 18-19) prepared by the Successor Agency covering the fiscal year from July 1, 2018 through June 30, 2019 that lists all enforceable obligations of the dissolved RDA as defined in the Amended Dissolution Act for the period, and for each twelve month period thereafter; and

WHEREAS, at its public meeting of January 29, 2018, the Oversight Board reviewed and considered the Recognized Obligation Payment Schedule (ROPS 18-19), attached to this Resolution and Staff Report submitted concurrently with this Resolution; and

WHEREAS, all legal prerequisites to the adoption of this Resolution have occurred.

NOW, THEREFORE, BE IT RESOLVED by the Oversight Board as follows:

SECTION 1. The Recitals set forth above are true and correct and incorporated herein by reference.

SECTION 2. The Oversight Board hereby approves the Recognized Obligation Payment Schedule (ROPS 18-19) for the period July 1, 2018 through June 30, 2019, as set forth in Exhibit "A" to this Resolution and by this reference incorporated herein.

SECTION 3. The Board Secretary, or the Successor Agency Executive Director (as the person appointed by action of the Oversight Board at its meeting of March 20,

2012, to be the designated contact person to the Department of Finance), shall transmit the approved Recognized Obligation Payment Schedule to the Department of Finance, State Controller, and County Auditor-Controller in compliance with the requirements of the Amended Dissolution Act. The staff of the Successor Agency shall take such other and further actions and sign such other and further documents as appropriate to effectuate the intent of this Resolution and to implement the Recognized Obligation Payment Schedule approved hereby on behalf of the Successor Agency. The Oversight Board further authorizes and directs the Executive Director to make any technical modifications to the Recognized Obligation Payment Schedule as may be required by the Department of Finance, and/or State Controller, including any formatting or technical changes required by any of the foregoing bodies. Any such modifications or changes shall not require re-approval by the Oversight Board.

SECTION 4. If any section, subsection, sentence, clause, or phrase of this Resolution is for any reason held by a court of competent jurisdiction to be invalid, such decision shall not affect the validity of the remaining portions of this Resolution. The Board hereby declares that it would have adopted this Resolution and each section, subsection, sentence, clause, or phrase thereof irrespective of the fact that any one or more section, subsection, sentence, clause, or phrase be declared invalid.

PASSED AND ADOPTED by the Oversight Board at a meeting held on the 29th day of January, 2018.



CHAIR, OVERSIGHT BOARD

ATTEST:



SECRETARY, OVERSIGHT BOARD

STATE OF CALIFORNIA
COUNTY OF ORANGE) SS
CITY OF CYPRESS)

I, DENISE BASHAM, Secretary to the Oversight Board, hereby certify that the foregoing resolution was duly adopted at a meeting of the Oversight Board, held on the 29th day of January, 2018.

AYES: 6 BOARD MEMBERS: Burton, O'Hara, Peat, Root, Williams, and Bailey
NOES: 0 BOARD MEMBERS: None
ABSENT: 1 BOARD MEMBERS: Yarc



SECRETARY, OVERSIGHT BOARD

Recognized Obligation Payment Schedule (ROPS 18-19) - Summary

Filed for the July 1, 2018 through June 30, 2019 Period

Successor Agency: Cypress

County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		18-19A Total (July - December)	18-19B Total (January - June)	ROPS 18-19 Total
A	Enforceable Obligations Funded as Follows (B+C+D):	\$ -	\$ -	\$ -
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	-	-	-
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 16,100	\$ 2,090,601	\$ 2,106,701
F	RPTTF	-	2,077,651	2,077,651
G	Administrative RPTTF	16,100	12,950	29,050
H	Current Period Enforceable Obligations (A+E):	\$ 16,100	\$ 2,090,601	\$ 2,106,701

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.

Doug Bailey, Chair
 Name Title
 /s/ [Signature] 1/29/18
 Signature Date

Cypress Recognized Obligation Payment Schedule (ROPS 18-19) - ROPS Detail																						
July 1, 2018 through June 30, 2019																						
(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 18-19 Total	18-19A (July - December)					18-19A Total	18-19B (January - June)					18-19B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
	1 Reimbursement Agreement	Revenue Bonds	7/1/2001	6/15/2018	City of Cypress	Association of Bay Area Governments	Civic Center	\$ 4,026,891	-	\$ 2,106,701	\$ -	\$ -	\$ -	\$ -	\$ 16,100	\$ 16,100	\$ -	\$ -	\$ -	\$ 2,077,651	\$ 12,950	\$ 2,090,601
	2 Restated and Re-entered Repayment Agreement/ Promissory Note to refinance Promissory Note dated 6/30/2009 which matured 6/30/2012.	Reentered Agreements	5/22/2012	6/30/2025	City of Cypress	Restated and Re-entered Repayment Agreement approved by Oversight Board to restructure Promissory Note used to finance infrastructure improvements, development assistance and RDA operations. Initial note was issued due to insufficient cash flow of Tax Increment, and the Cypress Redevelopment Agency could not issue bonded debt for the improvements.	All	3,997,841	N	\$ 2,077,651						\$ -				2,077,651		\$ 2,077,651
	3 Employee Costs	Admin Costs	7/1/2018	6/30/2019	City Employees	Payroll costs for staff engaged in Redevelopment and Successor Agency activities for period July 2018 to June 2019	All	12,000	N	\$ 12,000					6,000	\$ 6,000					6,000	\$ 6,000
	4 Legal Services	Admin Costs	7/1/2018	6/30/2019	Rutan & Tucker/ Aleshire & Wynder/Other	Legal Services for the Successor Agency	All	8,000	N	\$ 8,000					4,000	\$ 4,000					4,000	\$ 4,000
	5 Audit Services	Admin Costs	6/12/2017	6/30/2019	Lance Soll & Lunghard LLP	Final audit work for FYE 6/30/18 for Successor Agency audit and other required audits	All	8,000	N	\$ 8,000					6,000	\$ 6,000					2,000	\$ 2,000
	6 Administrative/ Office Supplies	Admin Costs	7/1/2018	6/30/2019	Various Vendors	Telephone, postage, printing/copying, computer usage and office supplies associated with the RDA and Successor Agency	All	200	N	\$ 200					100	\$ 100					100	\$ 100
	7 Land Lease	Admin Costs	4/1/2001	3/31/2021	OCTA	Lease of Land/ ROW for parking	Lincoln Avenue Project Area	850	N	\$ 850						\$ -					850	\$ 850

Cypress Recognized Obligation Payment Schedule (ROPS 18-19) - Report of Cash Balances
July 1, 2015 through June 30, 2016
(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	I	
	Cash Balance Information for ROPS 15-16 Actuals (07/01/15 - 06/30/16)	Fund Sources						Comments	
		Bond Proceeds		Reserve Balance		Other	RPTTF		
		Bonds issued on or before 12/31/10	Bonds issued on or after 01/01/11	Prior ROPS period balances and DDR RPTTF balances retained	Prior ROPS RPTTF distributed as reserve for future period(s)	Rent, grants, interest, etc.	Non-Admin and Admin		
1	Beginning Available Cash Balance (Actual 07/01/15)					1,283	131,965		
2	Revenue/Income (Actual 06/30/16) RPTTF amounts should tie to the ROPS 15-16 total distribution from the County Auditor-Controller during June 2015 and January 2016.					2,401	3,041,973		
3	Expenditures for ROPS 15-16 Enforceable Obligations (Actual 06/30/16)					1,283	2,965,839		
4	Retention of Available Cash Balance (Actual 06/30/16) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)								
5	ROPS 15-16 RPTTF Balances Remaining	No entry required							
6	Ending Actual Available Cash Balance (06/30/16) C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 + 5)								
		\$ -	\$ -	\$ -	\$ -	\$ 2,401	\$ 208,099		

Cypress Recognized Obligation Payment Schedule (ROPS 18-19) - Notes July 1, 2018 through June 30, 2019

[illegible]

Orange Countywide Oversight Board

Date: 1/28/2020

Agenda Item No. 5A

From: Successor Agency to the Anaheim Redevelopment Agency

Subject: Resolution of the Countywide Oversight Board Approving Third Amendment to Tetra Tech BAS Contract

Recommended Action:

Approve resolution to approve the Third Amendment to a Professional Services Agreement by and between the City of Anaheim as Successor Agency to the Anaheim Redevelopment Agency and Tetra Tech BAS, Inc.

The Anaheim Successor Agency requests approval of the Third Amendment to a Professional Services Agreement by and between the City of Anaheim as Successor Agency to the Anaheim Redevelopment Agency and Tetra Tech BAS, Inc., increasing the maximum compensation from \$857,192 to \$1,500,000. In September 2019, the Oversight Board approved Amended ROPS for the Anaheim Successor Agency to repair non-routine maintenance issues. This Amendment provides the Anaheim Successor Agency with the appropriate contract authority to complete the repairs.

The Sparks-Rains and Anderson Pit Landfills (“Landfills”), located at the northeast corner of Beach Boulevard and Lincoln Avenue, are commonly known as the Lincoln Landfill. As part of the State approved Remedial Action Plan for the Landfills, the City is required to retain a contractor to perform the operations, monitoring and maintenance activities at the Landfills. In 2014, the City issued a Request for Proposals (“RFP”) to operate, monitor and maintain the landfill gas extraction and treatment System. Based upon a review of the RFP’s submittal, a contract was awarded to Tetra Tech BAS as their cost proposal was consistent with the engineers estimate and reflected the current bidding environment.

If approved, some of the non-routine work items to be replaced or repaired include: underground piping repairs, monitoring well repairs, cover membrane repairs and replacement of the perimeter residential methane monitoring system.

The Third Amendment to the Professional Service Agreement by and between the City of Anaheim as Successor Agency to the Anaheim Redevelopment Agency and Tetra Tech BAS, Inc. was approved by the governing board of the Successor to the Anaheim Redevelopment Agency on January 14, 2020.

Impact on Taxing Entities

The proposed Third Amendment will utilize the RPTTF funds distributed January 2, 2020 per the approval of the Amended ROPS taken before the Oversight Board on September 26, 2019.

Staff Contact(s)

Stephen Stoewer
Senior Project Manager
SStoewer@anaheim.net
(714)765-4338

Attachments

1. Resolution
2. Third Amendment to the Professional Services Agreement between City of Anaheim as

Successor Agency to the Anaheim Redevelopment Agency and Tetra Tech BAS, Inc.

3. Second Amendment
4. First Amendment.
5. Original Agreement
6. Successor Agency Resolution

Resolution No. 20-____

A RESOLUTION OF THE ORANGE COUNTYWIDE
OVERSIGHT BOARD WITH OVERSIGHT OF THE
SUCCESSOR AGENCY TO THE ANAHEIM
REDEVELOPMENT AGENCY APPROVING AND
RATIFYING THE APPROVAL BY THE SUCCESSOR
AGENCY OF A THIRD AMENDMENT TO CONTRACT WITH
TETRA TECH BAS FOR THE OPERATION, MONITORING
AND MAINTENANCE OF THE SPARKS-RAINS AND
ANDERSON PIT LANDFILL GAS EXTRACTION AND
TREATMENT SYSTEMS AND AUTHORIZING CERTAIN
ACTIONS IN CONNECTION THEREWITH

WHEREAS, prior to February 1, 2012, the Anaheim Redevelopment Agency (herein referred to as the “Agency”) was a community redevelopment agency duly organized and existing under the California Community Redevelopment Law (Health and Safety Code Section 33000, *et seq.*), and was 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 Anaheim (“City”); and

WHEREAS, Assembly Bill 1x 26, chaptered and effective on June 28, 2011, 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 winding down of the affairs of former agencies, including as such laws were amended by Assembly Bill 1484, chaptered and effective on June 27, 2012 (together, the “Dissolution Act”); and

WHEREAS, as of February 1, 2012 the Agency was dissolved pursuant to the Dissolution Act and as a separate legal entity the City serves as the Successor Agency to the Anaheim Redevelopment Agency (“Successor Agency”); and

WHEREAS, Successor Agency administers the enforceable obligations of the Agency and otherwise unwinds the Agency’s affairs, all subject to the review and approval by a seven-member oversight board (“Oversight Board”); and

WHEREAS, a Remedial Action Plan (“RAP”) was approved by the State of California relating to certain portions of a landfill located in the City commonly referred to as the Sparks, Anderson, and Rains Pits (collectively, referred to herein as the “Landfills”); and

WHEREAS, the Successor Agency (as successor to the Agency) is a party to that certain Settlement and Release Agreement dated as of October 15, 2008 (the “Settlement Agreement”) by and among the Successor Agency, the City, the County of Orange (“County”), Zelman Anaheim, LLC, a Delaware limited liability company (“Zelman”), and Westgate Investment Group, LLC, a California limited liability company (“WIG”); and

WHEREAS, the RAP and the Settlement Agreement require the Successor Agency to retain a contractor to perform certain Operation, Monitoring, and Maintenance (“OM&M”) work relating to the existing landfill gas extraction and treatment system currently located at the Landfills; and

WHEREAS, Health & Safety Code Section 34177(c) requires the Successor Agency to “[p]erform obligations required pursuant to any enforceable obligation”; and

WHEREAS, pursuant to Health & Safety Code Section 34171(d)(1)(E), the RAP is an enforceable obligation of the Successor Agency because it is a “legally binding and enforceable agreement or contract that is not otherwise void as violating the debt limit or public policy”; and

WHEREAS, further, pursuant to Health & Safety Code Section 34171(d)(1), subsections (E), (F) and (G), the Settlement Agreement is an enforceable obligation of the Successor Agency because it is a settlement agreement and because it is a “legally binding and enforceable agreement or contract that is not otherwise void as violating the debt limit or public policy”; and

WHEREAS, Successor Agency may properly enter into an enforceable obligation for the OM&M work at the Landfills because the Successor Agency is required to do so pursuant to the RAP and the Settlement Agreement; and

WHEREAS, the Successor Agency solicited competitive bids for a contract for OM&M services and in accordance with prescribed bidding procedures received and publicly opened sealed bids submitted by short-listed firms; and

WHEREAS, the lowest responsible and responsive bid was submitted by Tetra Tech BAS; and

WHEREAS, on October 7, 2014 the Successor Agency approved a contract with Tetra Tech BAS (the “Contractor”) for the OM&M services, as an approved Enforceable Obligation (the “Contract”); and

WHEREAS, the Contract was subsequently approved by the local oversight board having jurisdiction over the Successor Agency; and

WHEREAS, the Contract was subsequently amended by that certain First Amendment to Professional Services Agreement dated May 17, 2016 (the “First Amendment”) and that certain Second amendment to Professional Services Agreement dated October 7, 2017 (the “Second Amendment”), with each of the First Amendment and the Second Amendment receiving approval by the local oversight board having jurisdiction over the Successor Agency; and

WHEREAS, it is necessary that the OM&M work be continued by the Contractor, and accordingly, Successor Agency has prepared and submits for approval by the Orange Countywide Oversight Board a Third Amendment to Professional Services Agreement by and

between the Successor Agency and the Consultant in the form submitted herewith (the “Third Amendment”);

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

Section 1. The foregoing recitals are true and correct and constitute a substantive part of this Resolution.

Section 2. The Orange Countywide Oversight Board hereby finds and determines, based on all the evidence in the record before it, that (a) the continuation of OM&M services is necessary for the administration and operation of the Successor Agency, (b) the OM&M services are required pursuant to the RAP and the Settlement Agreement, and (c) the RAP and the Settlement Agreement are enforceable obligations of the Successor Agency pursuant to the Dissolution Act.

Section 3. The Orange Countywide Oversight Board hereby approves the Third Amendment and directs the Successor Agency to enter into the Third Amendment in substantially the form submitted herewith, all in accordance with the Dissolution Act.

Section 4. The Orange Countywide Oversight Board hereby authorizes the Successor Agency and Successor Agency staff to take all actions necessary and appropriate to accomplish the execution and performance of the Contract as amended by the Third Amendment in accordance with the terms thereof.

Section 5. The Orange Countywide Oversight Board hereby directs transmittal of this resolution to the Department of Finance, county auditor-controller, and county executive officer pursuant to Health & Safety Code Section 34179(h).

Section 6. This Resolution shall be effective immediately upon adoption.

Section 7. The Clerk of the Orange Countywide Oversight Board shall certify to the adoption of this Resolution.

THIRD AMENDMENT
TO
PROFESSIONAL SERVICES AGREEMENT

THIS THIRD AMENDMENT TO PROFESSIONAL SERVICES AGREEMENT (the "Third Amendment"), dated for purposes of identification only as of _____, 2019 by and between the CITY OF ANAHEIM, AS SUCCESSOR AGENCY TO THE ANAHEIM REDEVELOPMENT AGENCY, a public entity organized and existing under California Health and Safety Code Section 34173 (the "City"), and TETRA TECH BAS, INC., a California corporation (herein referred to as "Consultant"), having its principal place of business at 1360 Valley Vista Drive in the City of Diamond Bar, California 91765, with reference to the following:

A. The City and Consultant entered into that certain Professional Services Agreement dated October 7, 2014, which is incorporated herein by this reference (the "Original Agreement"), whereby Consultant agreed to provide and has provided assistance with the operations, monitoring and maintenance of the Sparks-Rains and Anderson Pit Landfills; and

B. The City and Consultant entered into that certain First Amendment to Professional Services Agreement dated May 17, 2016, which is incorporated herein by this reference (the "First Amendment"), whereby the City and Consultant (each, a "Party" and, jointly, the "Parties") agreed to amend, modify and supplement certain portions of the Original Agreement. Among other things, the First Amendment established Eight Hundred Thirty-eighty Thousand Seven Hundred Forty and No/100 Dollars (\$838,740.00) as the Maximum Compensation under the Original Agreement; and

C. The Parties subsequently entered into that certain Second Amendment to Professional Services Agreement dated October 7, 2017, which is incorporated herein by this reference (the "Second Amendment"), whereby the Parties agreed to amend, modify and supplement certain portions of the Original Agreement. In particular, the City elected to extend the term of the Original Agreement to October 7, 2020; and

D. Collectively, the Original Agreement, the First Amendment and the Second Amendment shall be referred to as the "Agreement"; and

D. The Parties now desire to amend, modify and supplement certain portions of the Agreement in order to increase the Maximum Compensation.

NOW, THEREFORE, the Parties hereby agree as follows:

Section 1. Defined Terms. Except as otherwise defined herein, all capitalized terms used herein shall have the meanings set forth for such terms in the Agreement.

Section 2. Maximum Compensation. Subparagraph 4.3 of "Section 4. Compensation" of the Agreement is hereby amended to read as follows:

4.3. Maximum Compensation. It is understood and agreed between the Parties to this Agreement that full and complete payment for all Services provided in accordance with this Agreement, including sub-consultant fees, and reimbursable expenses, shall not exceed One Million Five Hundred Thousand Dollars and No/100 (\$1,500,000.00) (the "Maximum Compensation") without the prior written consent of the City.

Section 3. Integration. This Second Amendment, the Agreement specifically referred to herein, and all attachments hereto (if any) integrate all of the terms and conditions mentioned herein, and supersede all negotiations with respect to the subject matter hereof. This Second Amendment amends, as set forth herein, the Agreement and, except as specifically amended hereby, the Agreement shall remain in full force and effect. To the extent that there is any conflict or inconsistency between the terms and provisions of this Second Amendment and the terms and provisions of the Agreement, the terms and provisions of this Second Amendment shall control and govern the rights and obligations of the Parties.

IN WITNESS HEREOF, the Parties enter into this Third Amendment on the year and day first above written.

“CONSULTANT”

TETRA TECH BAS, INC.,
a California corporation

By: _____
Jeffrey M. Williams
Chief Financial Officer

APPROVED AS TO FORM:

ROBERT FABELA
ACTING CITY ATTORNEY

By: _____
Leonie Mulvihill 
Assistant City Attorney

“CITY”

CITY OF ANAHEIM, AS SUCCESSOR
AGENCY TO THE ANAHEIM
REDEVELOPMENT AGENCY, a public
entity organized and existing under
California Health and Safety Code Section
34173

By: _____
John E. Woodhead
Executive Director

ATTEST:

THERESA BASS, CITY CLERK

By: _____

SECOND AMENDMENT
TO
PROFESSIONAL SERVICES AGREEMENT

THIS SECOND AMENDMENT TO PROFESSIONAL SERVICES AGREEMENT (the "Second Amendment"), is dated for purposes of identification only as of OCT. 7, 2017 by and between the CITY OF ANAHEIM, AS SUCCESSOR AGENCY TO THE ANAHEIM REDEVELOPMENT AGENCY, a public entity organized and existing under California Health and Safety Code Section 34173 (the "City"), and TETRA TECH BAS, INC., a California corporation (herein referred to as "Consultant"), having its principal place of business at 1360 Valley Vista Drive in the City of Diamond Bar, California 91765, with reference to the following:

A. The Successor Agency and Consultant entered into that certain Professional Services Agreement dated as of October 7, 2014, which is incorporated herein by this reference (the "Original Agreement"), whereby Consultant agreed to provide and has provided assistance with the operations, monitoring and maintenance of the Sparks-Rains and Anderson Pit Landfills; and

B. The Successor Agency and Consultant entered into that certain First Amendment to Professional Services Agreement dated as of May 17, 2016, which is incorporated herein by this reference (the "First Agreement"), whereby the Successor Agency and Consultant (each, a "Party" and, jointly, the "Parties") agreed to amend, modify and supplement certain portions of the Original Agreement; and

C. Collectively, the Original Agreement and the First Amendment shall be referred to as the "Agreement"; and

D. The Parties desire to amend, modify and supplement certain portions of the Agreement in order to increase the Maximum Compensation.

NOW, THEREFORE, the Parties hereby agree as follows:

Section 1. Defined Terms. Except as otherwise defined herein, all capitalized terms used herein shall have the meanings set forth for such terms in the Agreement.

Section 2. First Extension Term. Pursuant to Section 3 of the Agreement, the City elects to exercise its right to extend the term to commencing on October 7, 2017 and terminating on the close of business on October 7, 2020 (the "First Extension Term").

Section 3. Integration. This Second Amendment, the Agreement specifically referred to herein, and all attachments hereto (if any) integrate all of the terms and conditions mentioned herein, and supersede all negotiations with respect to the subject matter hereof. This Second Amendment amends, as set forth herein, the Agreement and, except as specifically amended hereby, the Agreement shall remain in full force and effect. To the extent that there is

any conflict or inconsistency between the terms and provisions of this Second Amendment and the terms and provisions of the Agreement, the terms and provisions of this Second Amendment shall control and govern the rights and obligations of the Parties.

Section 4. Binding Effect of Agreement. Each of the Parties to this Second Amendment represents that the person signing this Second Amendment on behalf of such Party is fully authorized to execute the First Amendment on behalf such Party and has the full legal authority to bind his or her respective Party to all of the terms, conditions and provisions of this Second Amendment and that no other approvals or consents are necessary in connection therewith. All terms and conditions of this Second Amendment shall be binding upon the Parties, their heirs, administrators, successors, representatives and/or assigns.

[Remainder of page intentionally left blank; signatures appear on next page.]

IN WITNESS HEREOF, the Parties enter into this First Amendment on the year and day first above written.

“CONSULTANT”

TETRA TECH BAS, INC.,
a California corporation

By: _____

Jeffrey M. Williams
Chief Financial Officer

APPROVED AS TO FORM:

CITY ATTORNEY

By: _____

Leonie H. Mulvihill
Deputy City Attorney IV

124430v1/LHM

“CITY”

CITY OF ANAHEIM, AS SUCCESSOR
AGENCY TO THE ANAHEIM
REDEVELOPMENT AGENCY, a public
entity organized and existing under
California Health and Safety Code Section
34173

By: _____

John E. Woodhead
Executive Director

ATTEST:

THERESA BASS, ACTING CITY CLERK

By: _____

16-020 C3
ORIGINAL

AGR-8479.1

FIRST AMENDMENT
TO
PROFESSIONAL SERVICES AGREEMENT

THIS FIRST AMENDMENT TO PROFESSIONAL SERVICES AGREEMENT (the "First Amendment"), is dated for purposes of identification only as of MAY 17, 2016 by and between the CITY OF ANAHEIM, AS SUCCESSOR AGENCY TO THE ANAHEIM REDEVELOPMENT AGENCY, a public entity organized and existing under California Health and Safety Code Section 34173 (the "City"), and TETRA TECH BAS, INC., a California corporation (herein referred to as "Consultant"), having its principal place of business at 1360 Valley Vista Drive in the City of Diamond Bar, California 91765, with reference to the following:

A. The Successor Agency and Consultant entered into that certain Professional Services Agreement dated as of October 7, 2014, which is incorporated herein by this reference (the "Original Agreement"), whereby Consultant agreed to provide and has provided assistance with the operations, monitoring and maintenance of the Sparks-Rains and Anderson Pit Landfills; and

B. The Successor Agency and the Consultant (each, a "Party" and, jointly, the "Parties") desire to amend, modify and supplement certain portions of the Original Agreement.

NOW, THEREFORE, the Parties hereby agree as follows:

Section 1. Defined Terms. Except as otherwise defined herein, all capitalized terms used herein shall have the meanings set forth for such terms in the Original Agreement.

Section 2. Maximum Compensation. The "Maximum Compensation" payable to Consultant for Services performed and expenses incurred under Section "4. Compensation" of the Original Agreement was capped at Twenty-three Thousand and No/100 Dollars (\$23,000.00) for each Monthly Period during the three-year Term of the Original Agreement, which equates to an aggregate total of Eight Hundred Twenty-eight Thousand and No/100 Dollars (\$828,000.00). The parties desire to eliminate any monthly or periodic cap on the amount payable to Consultant over the "Initial Term" (as defined below) of the Original Agreement, meaning that full and complete payment for all Services provided in accordance with the Original Agreement for the Initial Term, as amended by this First Amendment, including sub-consultant fees, if any, and reimbursable expenses, shall be payable in accordance with the "Schedule of Compensation" attached to the Original Agreement as Exhibit C and shall not exceed, in the aggregate, the total sum of Eight Hundred Thirty-eight Thousand Seven Hundred Forty and No/100 Dollars (\$838,740.00) ("Maximum Compensation") for the Initial Term without the prior written authorization of the City.

The parties also desire to extend the Term of the Original Agreement and to set forth how the Maximum Compensation shall be calculated for the "Extension Terms", as defined below.

Accordingly, "Section 4. Compensation" of the Original Agreement is hereby amended to read in full as follows:

Section 4. Compensation.

4.1 Amount of Compensation. During the Initial Term of this Agreement, the City shall pay to the Consultant during each Monthly Period (as such term is hereinafter defined in this Section) monthly compensation in arrears in accordance with the "Schedule of Compensation" attached hereto as Exhibit C and incorporated herein by this reference (the "Monthly Compensation"). The Monthly Compensation shall be the Consultant's sole compensation for provision of Consultant's Services under this Agreement for each Monthly Period. Each "Monthly Period" shall consist of and coincide with each calendar month. The first Monthly Period shall commence upon the Effective Date.

4.2 Billing and Payment Procedures. Consultant shall present monthly itemized invoices for Services performed during the previous Monthly Period to the City. Each invoice shall state the date the Services were provided and the number of hours spent providing the Services. If requested by the City, Consultant shall present additional documentation evidencing the provision of Services satisfactory to the City. The City agrees to approve or disapprove Consultant's invoice and/or additional documentation, as the case may be, within ten (10) days after the City's receipt of the invoice and/or additional documentation. The City agrees to pay the Consultant for work satisfactorily performed and expenses properly incurred within thirty (30) days after the City's approval of a statement from the Consultant describing such work and expenses.

The City may withhold from any Monthly Compensation payable to Consultant sufficient funds to compensate the City for any losses, costs, liabilities or damages the City reasonably believes were suffered by the City due to the Default (as hereinafter defined in Section 7) of the Consultant hereunder.

4.3 Maximum Compensation. In no event shall the aggregate Monthly Compensation paid to Consultant over the Initial Term of this Agreement exceed the sum of Eight Hundred Thirty-eight Thousand Seven Hundred Forty and No/100 Dollars (\$838,740.00) (the "Maximum Compensation") without the prior written authorization of the City.

4.4 Maximum Compensation for Extension Terms. The Maximum Compensation payable to Consultant for the Initial Term is subject to increase and adjustment for each "Extension Term" (as defined below) based on the "CPI" for the calendar month which is four (4) months prior to the Term Expiration Date or the then expiring Extension and such increase, if any, shall be applied to the Maximum Compensation for the Extension Term, unless otherwise negotiated between the Director and the Consultant. "CPI" means the annual Consumer Price Index-Urban for the Los Angeles-Orange-Riverside County region as established by the bureau of Labor Statistics of the U.S. Department of Labor.

The base CPI shall be the CPI for the calendar year 2015. If at any time there shall not exist the CPI in this format, the City shall substitute any official index published by the Bureau of Labor Statistics or successor or similar governmental agency as may then be in existence that shall, in City's opinion, be most nearly equivalent thereto.

Section 3. Term. "Section 3. Term" of the Original Agreement is hereby amended to read in full as follows:

Section 3. Term.

3.1 Initial Term. This Agreement shall be for a term (the "Initial Term") commencing on the Effective Date (as such term is hereinafter defined in Section 9.15) and terminating on the close of business on October 7, 2017 (the "Term Expiration Date"), subject to earlier termination as provided in Sections 6.1.4 and 7 hereof.

3.2 Extension of Initial Term. The City shall have the exclusive right, in its discretion, to extend the Initial Term of this Agreement for the following extensions and upon the following terms:

- Extension (the "First Extension Term") commencing on the close of business on October 7, 2017 and terminating on the close of business on October 7, 2020); and
- Extension (the "Second Extension Term") commencing on the close of business on October 7, 2020 and terminating on the close of business on October 7, 2023.

The Director is hereby authorized on behalf of the City to give written notice to the Consultant of the City's intention to exercise each Extension (if at all) no later than thirty (30) days prior to the Term Expiration Date or the then expiring Extension. Except as specifically set forth herein, the terms and conditions of each Extension will be the same. The extension of the Initial Term for each Extension (if at all) shall be approved by the Director, in his sole and absolute discretion, in the form of an amendment to this Agreement, setting forth the agreed upon amount of compensation and rates and charges and such other terms and provisions as the parties may agree upon for each Extension.

The rates and charges set forth in Exhibit C shall remain valid and in effect from the Effective Date of this Agreement to and including the Term Expiration Date, *i.e.*, the close of business on October 7, 2017. Thereafter, any proposed adjustment to Consultant's rates and charges for each Extension shall be submitted to the Director, in writing, no later than forty-five (45) days prior to the end of the Initial Term or the then expiring Extension. No adjustment request shall be accepted by the City unless timely submitted in writing. No adjustment to rates and charges during the Initial Term shall become effective without the

prior written approval of the Director. No adjustment to rates and charges during each Extension Term shall become effective without the prior approval of the Director in the form of an amendment to this Agreement. Failure to agree upon any proposed increase of rates and charges during the Initial Term shall be cause to terminate the Agreement.

The City's obligation to pay the sum herein stated for any one fiscal year (or portion thereof) shall be contingent upon the City Council appropriating the necessary funds for such payment by the City in each fiscal year during the term of this Agreement, as the same may be extended. In the event that the City Council fails to appropriate the necessary funds for any fiscal year (or portion thereof), then, and in that event, the City, acting through its Director, may terminate this Agreement by giving written notice to the Consultant specifying the date of termination. Should the City terminate this Agreement, the City shall pay the Consultant for services satisfactorily provided and all allowable reimbursements incurred to the date of termination in compliance with this Agreement.

Section 4. Integration. This First Amendment, the agreements specifically referred to herein, and all attachments hereto (if any) integrate all of the terms and conditions mentioned herein, and supersede all negotiations with respect to the subject matter hereof. This First Amendment amends, as set forth herein, the Original Agreement and, except as specifically amended hereby, the Original Agreement shall remain in full force and effect. To the extent that there is any conflict or inconsistency between the terms and provisions of this First Amendment and the terms and provisions of the Original Agreement, the terms and provisions of this First Amendment shall control and govern the rights and obligations of the Parties.

Section 5. Binding Effect of Agreement. Each of the Parties to this First Amendment represents that the person signing this First Amendment on behalf of such Party is fully authorized to execute the First Amendment on behalf such Party and has the full legal authority to bind his or her respective Party to all of the terms, conditions and provisions of this First Amendment and that no other approvals or consents are necessary in connection therewith. All terms and conditions of this First Amendment shall be binding upon the Parties, their heirs, administrators, successors, representatives and/or assigns.

[Remainder of page intentionally left blank; signatures appear on next page.]

IN WITNESS HEREOF, the Parties enter into this First Amendment on the year and day first above written.

"CONSULTANT"

TETRA TECH BAS, INC.,
a California corporation

By: 

Jeffrey M. Williams
Chief Financial Officer

APPROVED AS TO FORM:

KRISTIN PELLETIER
ACTING CITY ATTORNEY

By: 

Theodore J. Reynolds
Assistant City Attorney

"CITY"

CITY OF ANAHEIM, AS SUCCESSOR
AGENCY TO THE ANAHEIM
REDEVELOPMENT AGENCY, a public
entity organized and existing under
California Health and Safety Code Section
34173

By: 

John E. Woodhead
Executive Director

ATTEST:

LINDA N. ANDAL, CITY CLERK

By: 

116391-2/TJR

ATTACHMENT C: COST TABLES

**BID SCHEDULE
CITY OF ANAHEIM
LANDFILL GAS OPERATIONS, MAINTENANCE AND MONITORING, GROUNDWATER
MONITORING AND REPORTING, AND STORM WATER POLLUTION PREVENTION PLAN
COMPLIANCE FOR SPARKS-RAINS AND ANDERSON PIT LANDFILLS SITE
Account No. 730-411-S264-7806-RAP**


The following proposal prices shall include furnishing of labor, equipment, materials and coordination with other contractors as required for the completion of work in accordance with these specifications and accompanying drawings. The "Summary of Work Ref." column below is to be used as a cross-reference with the RFP, for further detail on the description of work for each bid item.

Item	Description	Summary of Work Ref.	Quantity	Unit	Unit Price	Total Price
1	All Inclusive Routine Operations, Monitoring and Maintenance of the Landfill Gas Extraction, Treatment and Monitoring System per Part A of A1, for the annual lump sum price of:	A1	1	LS	\$177,196	\$177,196
2	Non-Routine Maintenance of the Landfill Gas Extraction, Treatment and Monitoring System per Part B of A1, for unanticipated work due to unknowns not shown on plans or specifications, as required per the direction of the Owner, paid per Section 3-3.2 of the Greenbook:	A1	1	T&M	\$10,000	\$10,000
3	Routine Semi-Annual Groundwater Monitoring and Reporting per A2, complete and operational for the annual lump sum price of:	A2	1	LS	\$37,000	\$37,000
4	Non-Routine Groundwater related activities per A2, for unanticipated work due to unknowns not shown on plans or specifications, as required per the direction of the Owner, paid per Section 3-3.2 of the Greenbook:	A2	1	T&M	\$10,000	\$10,000
5	General site inspections and SWPPP maintenance and reporting per Part A of A3, complete and operational for the annual lump sum price of:	A3	1	LS	\$35,384	\$35,384
6	Non-Routine site inspections and SWPPP maintenance and reporting per Part B of A3, for unanticipated work due to unknowns not shown on plans or specifications, as required per the direction of the Owner, paid per Section 3-3.2 of the Greenbook:	A3	1	T&M	\$10,000	\$10,000

BID TOTAL (ITEMS 1 THROUGH 6)

\$279,580

The undersigned bidder certifies that he/she has thoroughly checked the figures set forth in this proposal, that they are correct to the best of his / her knowledge and constitute his / her proposal to perform all of the work called out and implied throughout these Contract Documents.


Signature of Bidder
Christine Arbogast, Vice President, Solid Waste
Printed Name of Bidder

909.860.7777
Phone Number
Tetra Tech BAS
Company Name
christine.arbogast@tetratech.com
Email

CALIFORNIA ALL-PURPOSE CERTIFICATE OF ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California }

County of Los Angeles }

On May 5, 2016 before me, C. Chung, Notary Public
(Here insert name and title of the officer)

personally appeared Jeffrey M. Williams
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) ~~is~~ are subscribed to the within instrument and acknowledged to me that ~~he~~ she ~~they~~ executed the same in his/her/their authorized capacity(ies), and that by ~~his/her/their~~ signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

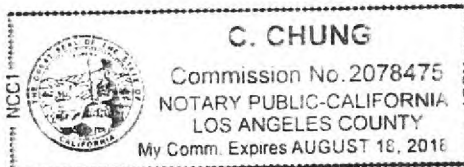
I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

[Signature]

Notary Public Signature

(Notary Public Seal)



ADDITIONAL OPTIONAL INFORMATION

DESCRIPTION OF THE ATTACHED DOCUMENT

Amendment to Professional

(Title or description of attached document)

S/S agreement between City of

(Title or description of attached document continued)

Anaheim and TBA

Number of Pages _____ Document Date _____

CAPACITY CLAIMED BY THE SIGNER

- ☐ Individual (s)
☐ Corporate Officer

(Title)

- ☐ Partner(s)
☐ Attorney-in-Fact
☐ Trustee(s)
☐ Other _____

INSTRUCTIONS FOR COMPLETING THIS FORM

This form complies with current California statutes regarding notary wording and, if needed, should be completed and attached to the document. Acknowledgments from other states may be completed for documents being sent to that state so long as the wording does not require the California notary to violate California notary law.

- State and County information must be the State and County where the document signer(s) personally appeared before the notary public for acknowledgment.
- Date of notarization must be the date that the signer(s) personally appeared which must also be the same date the acknowledgment is completed.
- The notary public must print his or her name as it appears within his or her commission followed by a comma and then your title (notary public).
- Print the name(s) of document signer(s) who personally appear at the time of notarization.
- Indicate the correct singular or plural forms by crossing off incorrect forms (i.e. ~~he~~/~~she~~/~~they~~ is/are) or circling the correct forms. Failure to correctly indicate this information may lead to rejection of document recording.
- The notary seal impression must be clear and photographically reproducible. Impression must not cover text or lines. If seal impression smudges, re-seal if a sufficient area permits, otherwise complete a different acknowledgment form.
- Signature of the notary public must match the signature on file with the office of the county clerk.
 - ❖ Additional information is not required but could help to ensure this acknowledgment is not misused or attached to a different document.
 - ❖ Indicate title or type of attached document, number of pages and date.
 - ❖ Indicate the capacity claimed by the signer. If the claimed capacity is a corporate officer, indicate the title (i.e. CEO, CFO, Secretary).
- Securely attach this document to the signed document with a staple.

 ORIGINAL

PROFESSIONAL SERVICES AGREEMENT

By and Between the

**CITY OF ANAHEIM, AS SUCCESSOR AGENCY
TO THE ANAHEIM REDEVELOPMENT AGENCY**

And

**TETRA TECH BAS, INC.
A CALIFORNIA CORPORATION**

TABLE OF CONTENTS

	<u>Page</u>
Section 1. Status of Parties.....	3
1.1 Successor Agency	3
1.2 Consultant.	4
Section 2. Services of Consultant.	4
2.1 Scope of Services.....	4
2.2 Agreement and Provision of Services Nonexclusive.....	4
2.3 Time for Performance.....	4
2.4 Consultant's Proposal.	4
2.5 Compliance with Law.....	4
2.6 Licenses, Permits, Fees and Assessments.....	4
2.7 Nondiscrimination.....	5
2.8 Familiarity with Work.....	5
2.9 Additional Services.....	5
Section 3. Term. This Agreement shall be for a term (the "Term") commencing on the Effective Date (as such term is hereinafter defined in Section 9.15) and terminating on [Term Expiration Date] (the "Term Expiration Date"), subject to earlier termination as provided in Section 6.1.4 and Section 7 hereof.	5
Section 4. Compensation.	5
4.1 Amount of Compensation.....	5
4.2 Billing and Payment Procedures.....	5
4.3 Maximum Compensation.....	6
Section 5. Coordination of Services.....	6
5.1 Representative of Successor Agency.....	6
5.2 Representative of Consultant.	6
5.3 Prohibition Against Subcontracting and Assignments.	6
5.4 Independent Contractor.....	6
Section 6. Insurance and Indemnification.....	7
6.1 Insurance.....	7
6.1.1 Required Insurance Coverage.....	7
6.1.2 Required Clauses in Policies.....	8
6.1.3 Required Certificates and Endorsements.....	8
6.1.4 Remedies for Defaults Re: Insurance.	9
6.2 Indemnification.....	9
Section 7. Enforcement of Agreement.....	10
7.1 Events of Default.	10
7.2 Immediate Termination for Consultant's Default.....	10
7.3 Termination Without Cause.....	10
7.4 Attorneys' Fees.....	11
Section 8. Use and Ownership of Documents and Data.	11
8.1 Data to be Furnished by Successor Agency.....	11
8.2 Ownership of Documents.	11

Section 9.	Miscellaneous Provisions.....	11
9.1	Waiver.....	11
9.2	Notices.	11
9.3	Relationship of Parties.	12
9.4	No Third Party Rights.	12
9.5	Non-Liability of Members, Officials and Employees of the Successor Agency..	12
9.6	Controlling Law.	12
9.7	Time of the Essence.	13
9.8	Remedies Cumulative.	13
9.9	Effect of Invalidity.	13
9.10	Successors and Assigns.....	13
9.11	Entire Agreement.	13
9.12	Authority.	13
9.13	Conflicts of Interest.....	13
9.14	Time for Acceptance of Agreement by Successor Agency.	13
9.15	Effective Date.	14

EXHIBITS

Exhibit A	Scope of Work
Exhibit B	Map Depicting the Site
Exhibit C	Schedule of Compensation

PROFESSIONAL SERVICES AGREEMENT

This **PROFESSIONAL SERVICES AGREEMENT** (this "Agreement"), dated for purposes of identification only as of October 7, 2014 (the "Date of Agreement"), is made and entered into by and between the

CITY OF ANAHEIM, AS SUCCESSOR AGENCY TO THE ANAHEIM REDEVELOPMENT AGENCY (the "Successor Agency")

A
N
D

TETRA TECH BAS, INC. A CALIFORNIA CORPORATION (the "Consultant").

RECITALS

A. The Successor Agency requires the assistance with the operations, monitoring and maintenance of the Sparks-Rains and Anderson Pit Landfills (the "Services").

B. The Successor Agency and Consultant (each, a "Party" and jointly, the "Parties") desire to enter into an agreement pursuant to which the Consultant will provide the Services as requested by the Successor Agency.

NOW, THEREFORE, FOR AND IN CONSIDERATION OF THE MUTUAL PROMISES, COVENANTS AND CONDITIONS CONTAINED HEREIN, THE CITY AND THE CONSULTANT AGREE AS FOLLOWS:

Section 1. Status of Parties.

1.1 Successor Agency. The Consultant acknowledges that the Successor Agency is a public entity organized and existing under California Health and Safety Code Section 34173 and is the owner of a portion of the "Site" (as defined below). The Anaheim Redevelopment Agency (hereinafter the "former Agency") previously was a California public body, corporate and politic, duly formed by the City Council of the City of Anaheim (hereinafter referred to as the "City Council") and organized, existing and exercising the powers of a community redevelopment agency under the California Community Redevelopment Law (Health & Safety Code Section 33000 et seq.). Assembly Bill x1 26 (hereinafter referred to as "AB x1 26"), chaptered and effective on June 27, 2011, added Parts 1.8 and 1.85 to Division 24 of the California Health & Safety Code, 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 (hereinafter referred to as the "Matosantos Decision"), which laws and court opinion caused the dissolution of all redevelopment agencies and winding down of the affairs of former redevelopment agencies; thereafter, such laws were amended further by Assembly Bill 1484 (hereinafter referred to as "AB 1484") that was chaptered and effective on June 27, 2012 (together AB x1 26, the Matosantos Decision, and AB 1484 are referred to herein as the "Dissolution Act"). As of February 1, 2012, the former Agency became a dissolved

community redevelopment agency pursuant to the Dissolution Act. As of and on and after February 1, 2012, the Declarant is performing its functions as the successor agency under the Dissolution Act to administer the enforceable obligations of the former Agency and is engaged in activities necessary and appropriate to wind down the activities of the former Agency's Anaheim Merged Redevelopment Project that was originally adopted and amended by ordinances of the City Council, and otherwise unwind the former Agency's affairs, all subject to the review and approval by a seven-member Oversight Board formed thereunder. Declarant is the Owner of a portion of what is considered to be a single solid waste site located near the northeast corner of Beach Boulevard and Lincoln Avenue in the City of Anaheim, County of Orange, State of California. The Successor Agency owns what is commonly referred to as the Sparks and Anderson Pits. The balance of the Site, which is the subject of this Agreement, is commonly known as the Rains Pit, which is owned by Westgate Investment Group. The three areas are generally depicted on the map attached hereto as Exhibit B and incorporated herein by this reference and shall be referred to herein collectively as the "Site".

1.2 Consultant. Consultant represents that Consultant is a California Corporation, formed and in good standing under all applicable laws.

Section 2. Services of Consultant.

2.1 Scope of Services. In compliance with all of the terms and conditions of this Agreement, Consultant shall provide the Services, as more fully set forth in the "Scope of Services" which is attached hereto as Exhibit A and incorporated herein by this reference (the "Services"). Consultant represents and warrants that all Services to be provided hereunder shall be performed in a competent, professional and satisfactory manner in accordance with the standards prevalent in the industry for such services.

2.2 Agreement and Provision of Services Nonexclusive.. Consultant acknowledges and agrees that this Agreement and the provision of services hereunder is nonexclusive and that the Successor Agency may enter into similar agreements with other entities for the provision of similar services.

2.3 Time for Performance. Time is of the essence in the performance of this Agreement. Consultant shall perform and complete all services in a timely and expeditious manner. Consultant shall perform such services in accordance with those schedules which Consultant and the Successor Agency may mutually agree to from time to time.

2.4 Consultant's Proposal. The Scope of Services shall include the Consultant's proposal which shall be incorporated herein by this reference as though fully set forth herein. In the event of any inconsistency between the terms of such proposal and this Agreement, the terms of this Agreement shall govern.

2.5 Compliance with Law. All services rendered hereunder shall be provided in accordance with all ordinances, resolutions, statutes, rules, regulations and laws of the City of Anaheim and any Federal, State or local governmental agency of competent jurisdiction.

2.6 Licenses, Permits, Fees and Assessments. Consultant shall obtain, at Consultant's sole cost and expense, such licenses, permits and approvals as may be required by law for the performance of the services required by this Agreement; provided, however, Successor Agency shall reimburse Consultant for all costs incurred by Consultant in obtaining

any permit or approval required specifically to provide the Services. Consultant shall have the sole obligation to pay for any fees, assessments and taxes, plus applicable penalties and interest, which may be imposed by law and which arise from or are necessary for the performance of the services required by this Agreement.

2.7 Nondiscrimination. Consultant agrees not to discriminate against any person or class of persons by reason of sex, color, race, creed, religion, marital status, handicap, ancestry or national origin in its provision of services. To the extent this Agreement provides that Consultant offer accommodations or services to the public, such accommodations or services shall be offered by Consultant to the public on fair and reasonable terms.

2.8 Familiarity with Work. By executing this Agreement, Consultant represents and warrants that Consultant (i) has thoroughly investigated and considered the services to be performed, (ii) has carefully considered how the services should be provided and (iii) fully understands the facilities, difficulties and restrictions attending the provision of the services under this Agreement. Should the Consultant discover any latent or unknown conditions materially differing from those inherent in the provision of such services or as represented by the Successor Agency, Consultant shall immediately inform the Successor Agency of such fact and shall not proceed except at Consultant's risk until written instructions are received from the Successor Agency.

2.9 Additional Services. Consultant shall provide services in addition to those specified in the Scope of Services ("Additional Services") when directed to do so in writing by the Successor Agency, provided that Consultant shall not be required to provide any Additional Services without compensation.

Section 3. Term. This Agreement shall be for a term (the "Term") commencing on the Effective Date (as such term is hereinafter defined in Section 9.15) and terminating on October 7, 2017 (the "Term Expiration Date"), subject to earlier termination as provided in Section 6.1.4 and Section 7 hereof.

Section 4. Compensation.

4.1 Amount of Compensation. During the Term of this Agreement, the Successor Agency shall pay to the Consultant during each Monthly Period (as such term is hereinafter defined in this Section) monthly compensation in arrears in accordance with the "Schedule of Compensation" which is attached hereto as Exhibit A and incorporated herein by this reference (the "Monthly Compensation"). The Monthly Compensation shall be the Consultant's sole compensation for provision of Consultant's Services under this Agreement. Each "Monthly Period" shall consist of and coincide with each calendar month. The first Monthly Period shall commence upon the Effective Date.

4.2 Billing and Payment Procedures. Consultant shall present monthly itemized invoices for Services performed during the previous Monthly Period to the Successor Agency. Each invoice shall state the date the Services were provided and the number of hours spent providing the Services. If requested by the Successor Agency, Consultant shall present additional documentation evidencing the provision of services satisfactory to the Successor

Agency. The Successor Agency agrees to approve or disapprove Consultant's invoice and/or additional documentation, as the case may be, within ten (10) days after the Successor Agency's receipt of the invoice and/or additional documentation. The Successor Agency agrees to pay the Consultant for work satisfactorily performed and expenses properly incurred within thirty (30) days after the Successor Agency's approval of a statement from the Consultant describing such work and expenses.

The Successor Agency may withhold from any Monthly Compensation payable to Consultant sufficient funds to compensate the Successor Agency for any losses, costs, liabilities or damages the Successor Agency reasonably believes were suffered by the Successor Agency due to the Default (as hereinafter defined in Section 7) of the Consultant hereunder.

4.3 Maximum Compensation. In no event shall the aggregate Monthly Compensation paid to Consultant over the Term of this Agreement exceed the sum of \$23,000.00 (the "Maximum Compensation").

Section 5. Coordination of Services.

5.1 Representative of Successor Agency. The Executive Director of the Successor Agency, or such person's designee, (the "Director") shall represent the Successor Agency in all matters pertaining to this Agreement. Whenever a reference is made herein to an action or approval to be undertaken by the Successor Agency, the Director is authorized to act unless this Agreement specifically provides otherwise or the context should otherwise require.

5.2 Representative of Consultant. Bryan A. Stirrat (Consultant's Representative) is hereby designated as being the principal and representative of Consultant authorized to act on Consultant's behalf with respect to the services and work to be provided hereunder and make all decisions in connection therewith.

It is expressly understood that the experience, knowledge, capability and reputation of the foregoing principal are a substantial inducement for the Successor Agency to enter into this Agreement. Therefore, the foregoing principal shall be responsible during the Term of this Agreement for directing all activities of Consultant and devoting sufficient time to personally supervise the provision of Services hereunder. The foregoing principal may not be changed by Consultant and no other personnel may be assigned to supervise the Services to be provided hereunder without the express written consent of the Successor Agency.

5.3 Prohibition Against Subcontracting and Assignments. Neither the whole nor any interest in, nor any of the rights or privileges granted under this Agreement shall be assignable or transferable or encumbered in any way without the prior written consent of Successor Agency. Any such purported assignment, transfer, encumbrance, pledge, subuse, or permission given without such consent shall be void as to Successor Agency. This is a personal services contract and the Consultant was chosen on the basis of characteristics unique to the Consultant. Successor Agency shall have the right to unreasonably or arbitrarily withhold its consent to any such assignment, transfer, encumbrance, pledge, subuse, or permission.

5.4 Independent Contractor. Consultant and any agent or employee of Consultant shall act in an independent capacity and not as officers or employees of Successor Agency.

Successor Agency assumes no liability for Consultant's actions and performance, nor assumes responsibility for taxes, bonds, payments, or other commitments, implied, or explicit, by or for Consultant. Consultant shall not have authority to act as an agent on behalf of Successor Agency unless specifically authorized to do so in writing. Consultant acknowledges that it is aware that because it is an independent contractor, Successor Agency is making no deduction from any amount paid to Consultant and is not contributing to any fund on its behalf. Consultant disclaims the right to any fee or benefits except as expressly provided for in this Agreement.

As respects all acts or omissions of Consultant relating to Consultant's responsibility for taxes, bonds, payments, or other commitments, implied, or explicit, by or for Consultant, the Consultant agrees to indemnify, defend (at the Successor Agency's option), and hold harmless the Successor Agency, its officers, agents, employees, representatives, and volunteers from and against any and all claims, demands, defense costs, liability, or consequential damages of any kind or nature arising out of or in connection with the Consultant's performance or failure to perform under this Section.

Section 6. Insurance and Indemnification.

6.1 Insurance. Without limiting Successor Agency's right to indemnification, it is agreed that Consultant shall secure prior to commencing any activities under this Agreement, and maintain during the Term of this Agreement, insurance coverage as set forth in this Section 6.1.

6.1.1 Required Insurance Coverage. Consultant shall secure and maintain the following insurance coverage:

- (a) Workers' Compensation Insurance as required by California statutes;
- (b) Comprehensive General Liability Insurance, or Commercial General Liability Insurance, including coverage for Premises and Operations, Contractual Liability, Personal Injury Liability, Products/Completed Operations Liability, and Independent Contractor's Liability, in an amount of not less than One Million Dollars (\$1,000,000.00) per occurrence, combined single limit, written on an occurrence form;
- (c) Comprehensive Automobile Liability coverage, including - as applicable - owned, non-owned and hired autos, in an amount of not less than One Million Dollars (\$1,000,000.00) per occurrence, combined single limit, written on an occurrence form. If Consultant owns no vehicle, this requirement may be satisfied by a non-owned auto endorsement to the general liability policy described above; and
- (d) Professional Liability Insurance coverage in an amount of not less than One Million Dollars (\$1,000,000.00), and Consultant shall maintain such coverage for at least one (1) year after the termination of this Agreement.

The Director, with the consent of the Successor Agency's Risk Manager, is hereby authorized to waive or reduce the requirements set forth above in the event the Director determines that such waiver or reduction is in Successor Agency's best interest.

6.1.2 Required Clauses in Policies. Each policy of general liability and automobile insurance required by this Agreement shall contain the following clauses:

"This insurance shall not be canceled, or allowed to lapse without at least ten (10) days' prior written notice to the City Clerk of the City of Anaheim, 200 S. Anaheim Boulevard, Anaheim, CA 92805."

"It is agreed that any insurance maintained by the Consultant pursuant to this Agreement shall be primary to, and not contribute with any insurance or self-insurance maintained by the City of Anaheim, as Successor Agency."

"The City of Anaheim, as Successor Agency to the City of Anaheim Redevelopment Agency, its officials, agents, employees, representative, and volunteers are added as additional insureds as respects operations and activities of, or on behalf of the named insured, performed under contract with the City of Anaheim, as Successor Agency."

Consultant hereby agrees to waive subrogation which any insurer of the Consultant may acquire from the Consultant by virtue of the payment of any loss. Consultant agrees to obtain any endorsement that may be necessary to effect this waiver of subrogation.

The Workers' Compensation policy shall be endorsed with a waiver of subrogation in favor of the Successor Agency for all work performed by the Consultant, its employees and subcontractors.

6.1.3 Required Certificates and Endorsements. Prior to commencement of any work under this Agreement, the Consultant shall deliver to Successor Agency (i) insurance certificates confirming the existence of the insurance required by this Agreement, and including the applicable clauses referenced above, and (ii) endorsements to the above-required policies, which add to these policies the applicable clauses referenced above. Such endorsements shall be signed by an authorized representative of the insurance company and shall include the signator's company affiliation and title. Should it be deemed necessary by Successor Agency, it shall be the Consultant's responsibility to see that Successor Agency receives documentation, acceptable to Successor Agency, which sustains that the individual signing such endorsements is indeed authorized to do so by the insurance company. Also, Successor Agency reserves the right at any time to demand, and to receive within a reasonable time period, certified copies of any insurance policies required under this Agreement, including endorsements effecting the coverage required by these specifications.

Except for professional liability insurance coverage that may be required by this Agreement, all insurance maintained by Consultant shall be issued by companies

admitted to conduct the pertinent line of insurance business in the State of California and having a rating of Grade A or better and Class VII or better by the latest edition of Best's Key Rating Guide. In the case of professional liability insurance coverage, such coverage shall be issued by companies either licensed or admitted to conduct business in the State of California so long as such insurer possesses the aforementioned Best's rating.

Consultant shall immediately notify the Successor Agency if any required insurance lapses or is otherwise modified and cease performance of this Agreement unless otherwise directed by the Successor Agency. In such a case, the Successor Agency may procure insurance or self-insure the risk and charge Consultant for such costs and any and all damages resulting therefrom, by way of set-off from any sums owed Consultant.

Consultant agrees that in the event of loss due to any of the perils for which it has agreed to provide insurance, Consultant shall look solely to its insurance for recovery. Consultant hereby grants to the Successor Agency, on behalf of any insurer providing insurance to either the Consultant or to the Successor Agency with respect to the services of Consultant herein, a waiver of any right to subrogation which any such insurer of said Consultant may acquire against the Successor Agency by virtue of the payment of any loss under such insurance.

6.1.4 Remedies for Defaults Re: Insurance. In addition to any other remedies Successor Agency may have if the Consultant fails to provide or maintain any insurance policies or policy endorsements to the extent and within the time herein required, Successor Agency may, at its sole option:

- (a) Obtain such insurance and deduct and retain the amount of the premium for such insurance from any sums due under this Agreement;
- (b) Order the Consultant to stop work under this Agreement and/or withhold any payment(s) which become due to the Consultant hereunder until the Consultant demonstrates compliance with the requirements hereof;
- (c) Terminate this Agreement.

Exercise of any of the above remedies, however, is an alternative to other remedies Successor Agency may have and is not the exclusive remedy for the Consultant's failure to maintain insurance or secure appropriate endorsements.

Nothing herein contained shall be construed as limiting in any way the extent to which the Consultant may be held responsible for payment of damages to persons or property resulting from the Consultant's or its subcontractor's performance of the work covered under this Agreement.

6.2 Indemnification. As respects acts, errors or omissions in the performance of professional services under this Agreement, the Consultant agrees to indemnify and hold harmless the City of Anaheim and the City of Anaheim, as Successor Agency to the Anaheim

Redevelopment Agency, their officers, agents, employees, representatives and volunteers from and against claims, demands, defense costs, liability or consequential damages arising directly out of the Consultant's negligent acts, errors or omissions in the performance of its professional services under the terms of this Agreement.

As respects all acts or omissions which do not arise directly out of the performance of professional services, including but not limited to those acts or omissions normally covered by general and automobile liability insurance, the Consultant agrees to indemnify, defend (at Successor Agency's option), and hold harmless the Successor Agency, its officers, agents, employees, representatives, and volunteers from and against claims, demands, defense costs, liability, or consequential damages arising out of or in connection with the Consultant's performance or failure to perform, under this Agreement; excepting those which arise out of the sole negligence of Successor Agency.

Section 7. Enforcement of Agreement.

7.1 Events of Default. For purposes of this Section 7, the word "Default" shall mean the failure of Consultant to perform any of Consultant's duties or obligations or the breach by Consultant of any of the terms and conditions set forth in this Agreement. In addition, Consultant shall be deemed to be in Default upon Consultant's (i) application for, consent to, or suffering of, the appointment of a receiver, trustee or liquidator for all or a substantial portion of its assets, (ii) making a general assignment for the benefit of creditors, (iii) being adjudged bankrupt, (iv) filing a voluntary petition or suffering an involuntary petition under any bankruptcy, arrangement, reorganization or insolvency law (unless in the case of an involuntary petition, the same is dismissed within thirty (30) days of such filing) or (v) suffering or permitting to continue unstayed and in effect for fifteen (15) consecutive days any attachment, levy, execution or seizure of all or a substantial portion of Consultant's assets or of Consultant's interests hereunder.

Successor Agency shall not be deemed to be in Default in the performance of any obligation required to be performed by Successor Agency hereunder unless and until Successor Agency has failed to perform such obligation for a period of thirty (30) days after receipt of written notice from Consultant specifying in reasonable detail the nature and extent of any such failure; provided, however, that if the nature of Successor Agency's obligation is such that more than thirty (30) days are required for its performance, then Successor Agency shall not be deemed to be in Default if Successor Agency shall commence to cure such performance within such thirty (30) day period and thereafter diligently prosecute the same to completion.

7.2 Immediate Termination for Consultant's Default. In the event of any Default by Consultant, Successor Agency may immediately terminate this Agreement. Such termination shall be effective immediately upon receipt by Consultant of written notice from Successor Agency. In such event, Consultant shall have no further rights hereunder; Successor Agency shall have all other rights and remedies as provided by law.

7.3 Termination Without Cause. Either Successor Agency or Consultant may terminate this Agreement at any time without the necessity of cause or Default by the other Party by giving fifteen (15) days' notice in writing to the other Party. In such event, the Parties shall

have no further rights hereunder, except that Consultant shall be paid for all services rendered prior to such termination.

7.4 Attorneys' Fees. Successor Agency and Consultant agree that in the event of litigation to enforce this Agreement or terms, provisions and conditions contained herein, to terminate this Agreement, or to collect damages for a Default hereunder, the prevailing party shall be entitled to all costs and expenses, including reasonable attorneys' fees, incurred in connection with such litigation.

Section 8. Use and Ownership of Documents and Data.

8.1 Data to be Furnished by Successor Agency. Successor Agency shall furnish to Consultant such documents and materials as may be relevant and pertinent to the provision of services hereunder as Successor Agency may possess or acquire, including documentation satisfactory to Consultant that evidences that Consultant is authorized to perform its Scope of Services upon that portion of the Site which is owned by Westgate Investment Group.

8.2 Ownership of Documents. All documents and materials furnished by the Successor Agency to Consultant pursuant to Section 8.1 hereof shall remain the property of the Successor Agency and shall be returned to the Successor Agency upon termination of this Agreement. All documents and materials prepared by Consultant hereunder shall become the property of the Successor Agency at the time of payment to Consultant of all fees and expenses for their preparation, and shall be delivered to the Successor Agency by Consultant at the request of the Successor Agency. The documents and materials prepared by Consultant hereunder shall not be used by the Successor Agency or others, except for the purpose for which they were intended. The Successor Agency agrees not to associate Consultant's name with any documents or materials not prepared by Consultant.

Section 9. Miscellaneous Provisions.

9.1 Waiver. Inaction by Successor Agency or Consultant with respect to a Default hereunder shall not be deemed to be a waiver of such Default. The waiver by either Successor Agency or Consultant of any Default hereunder shall not be deemed to be a waiver of any subsequent Default.

9.2 Notices. All notices, demands or other writings to be made, given or sent hereunder, or which may be so given or made or sent by either Successor Agency or Consultant to the other shall be deemed to have been given when in writing and personally delivered or if mailed on the third (3rd) day after being deposited in the United States mail, certified or registered, postage prepaid, and addressed to the respective Parties at the following addresses:

If to Successor Agency: Secretary
City of Anaheim, as Successor Agency
200 S. Anaheim Boulevard, 2nd Floor
Anaheim, California 92805
FAX No. (714) 765-4105

With copies to: John E. Woodhead IV, Executive Director

City of Anaheim, as Successor Agency
201 S. Anaheim Boulevard, 10th Floor
Anaheim, California 92805
FAX No. (714) 765-4630

Theodore J. Reynolds, Assistant City Attorney
City of Anaheim
200 S. Anaheim Boulevard, 3rd Floor
Anaheim, California 92805
FAX No. (714) 765-4630

To Consultant: Tetra Tech BAS, Inc. a California Corporation
1360 Valley Vista Drive,
Diamond Bar, California 91765
Attention: Chief Financial Officer
FAX No. 909-396-1768

9.3 Relationship of Parties. Nothing contained herein shall be deemed or construed by the Parties, nor by any third party, as creating the relationship of principal and agent or of partnership or of joint venture between the Parties, it being understood and agreed that Consultant is and will be at all times an independent contractor pursuant to this Agreement and shall not, in any way, be considered to be an officer, agent or employee of the Successor Agency.

9.4 No Third Party Rights. The Parties intend that no rights nor remedies be granted to any third party as a beneficiary of this Agreement or of any covenant, duty, obligation or undertaking established herein.

9.5 Non-Liability of Members, Officials and Employees of the Successor Agency. No member, official or employee of the Successor Agency shall be personally liable to Consultant, or any successor in interest, in the event of any Default or breach by the Successor Agency or for any amount which may become due to Consultant or Consultant's successors, or on any obligation under the terms of this Agreement. Consultant hereby waives and releases any claim Consultant may have against the members, officials or employees of the Successor Agency with respect to any Default or breach by Successor Agency or for any amount which may become due to Consultant or Consultant's successors, or any obligations under the terms of this Agreement. Consultant makes such release with the full knowledge of Civil Code Section 1542 and hereby waives any and all rights thereunder to the extent of this release, if such Section 1542 is applicable. Section 1542 of the Civil Code provides as follows:

"A GENERAL RELEASE DOES NOT EXTEND TO CLAIMS WHICH THE CREDITOR DOES NOT KNOW OR SUSPECT TO EXIST IN HIS OR HER FAVOR AT THE TIME OF EXECUTING THE RELEASE, WHICH IF KNOWN BY HIM OR HER MUST HAVE MATERIALLY AFFECTED HIS OR HER SETTLEMENT WITH THE DEBTOR."

9.6 Controlling Law. This Agreement shall be governed by and construed in accordance with the laws of the State of California.

9.7 Time of the Essence. Time is hereby expressly declared to be the essence of this Agreement and of each and every term, covenant and condition hereof which relates to a date or a period of time.

9.8 Remedies Cumulative. The remedies given to Successor Agency and Consultant herein shall be cumulative and are given without impairing any other rights given Successor Agency or Consultant by statute or law now existing or hereafter enacted and the exercise on any one (1) remedy by Successor Agency or Consultant shall not exclude the exercise of any other remedy.

9.9 Effect of Invalidity. If any term or provision of this Agreement or the application thereof to any person or circumstance shall, to any extent, be invalid or unenforceable, the remainder of this Agreement, or the application of its terms and provisions to persons and circumstances other than those to which it has been held invalid or unenforceable shall not be affected thereby, and each term and provision of this Agreement shall be valid and enforceable to the fullest extent permitted by law.

9.10 Successors and Assigns. This Agreement and the covenants and conditions contained herein shall be binding upon and inure to the benefit of and shall apply to the successors and assigns of Successor Agency and to the permitted successors and assigns of Consultant, and all references to "Successor Agency" or "Consultant" shall be deemed to refer to and include all permitted successors and assigns of such Party.

9.11 Entire Agreement. This Agreement and the exhibits hereto contain the entire agreement of the Successor Agency and the Consultant with respect to the matters covered hereby, and no agreement, statement or promise made by either Successor Agency or Consultant which is not contained herein, shall be valid or binding. No prior agreement, understanding or representation pertaining to any such matter shall be effective for any purpose. No provision of this Agreement may be amended, modified or added except by an agreement in writing signed by Successor Agency and Consultant.

9.12 Authority. Each individual executing this Agreement on behalf of a corporation, nonprofit corporation, partnership or other entity or organization, represents and warrants the he or she is duly authorized to execute and deliver this Agreement on behalf of such entity or organization and that this Agreement is binding upon the same in accordance with its terms. Consultant shall, at Successor Agency's request, deliver a certified copy of it governing board's resolution or certificate authorizing or evidencing such execution.

9.13 Conflicts of Interest. No member, official or employee of the Successor Agency shall have any personal interest, direct or indirect, in this Agreement, nor shall any such member, official or employee participate in any decision relating to this Agreement which affect his or her personal interests or the interests of any corporation, partnership or association in which he or she is directly or indirectly interested.

9.14 Time for Acceptance of Agreement by Successor Agency. This Agreement, when executed by Consultant and delivered to Successor Agency, must be authorized, executed and delivered by the Successor Agency on or before forty-five (45) days after the execution and

delivery by Consultant or this Agreement shall be void, except to the extent that Consultant and Successor Agency shall consent in writing to a further extension of time for the authorization, execution and delivery of this Agreement.

9.15 Effective Date. This Agreement shall be effective on the Date of Agreement.

(Remainder of page intentionally left blank; signatures on next page)

IN WITNESS WHEREOF, THE CITY AND THE CONSULTANT HAVE EXECUTED THIS AGREEMENT AS OF THE RESPECTIVE DATES SET FORTH BELOW.

"CITY"

CITY OF ANAHEIM, AS SUCCESSOR
AGENCY TO THE ANAHEIM
REDEVELOPMENT AGENCY, a
public entity organized and existing
under California Health and Safety
Code Section 34173

Dated: 11/12/14

By: 

John E. Woodhead IV
Executive Director

ATTEST:

LINDA N. ANDAL, SECRETARY

By: 

APPROVED AS TO FORM:

MICHAEL R.W. HOUSTON, CITY
ATTORNEY

By: 

Theodore J. Reynolds
Assistant City Attorney

"CONSULTANT"

TETRA TECH BAS, INC.
A California corporation

Dated: _____

By: 

Jeff Williams
Chief Financial Officer

State of California)
) ss.
County of Los Angeles

On November 10, before me, C. Chung, Notary Public
(name, title of officer, e.g., "Jane Doe, Notary Public")

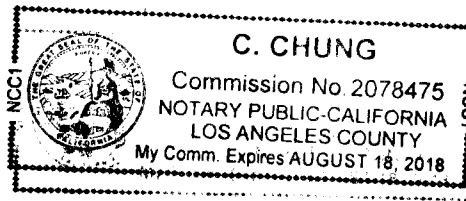
personally appeared Jeffrey M. Williams
(name(s) of signer(s))

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that ~~he/she/they~~ executed the same in ~~his/her/their~~ authorized capacity~~ies~~, and that by ~~his/her/their~~ signature~~(s)~~ on the instrument the person(s), or the entity upon behalf of which person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

Witness my hand and official seal.

[Signature]
(Signature of Notary)



Capacity claimed by signer: (This section is OPTIONAL.)

- ☐ Individual
☐ Corporate Officer(s):
☐ Partner(s):
 ☐ General ☐ Limited
☐ Attorney-in-fact
☐ Trustee(s)
☐ Guardian/Conservator
☐ Other:

Signer is representing: _____
(name of person(s) or entity(ies))

Attention Notary: Although the information requested below is OPTIONAL, it could prevent fraudulent attachment of this certificate to an unauthorized document.

THIS CERTIFICATE
MUST BE ATTACHED TO
THE DOCUMENT
DESCRIBED AT RIGHT:

Title or Type of Document: Professional Service Agreement
between City of Anaheim and TTBAS
Number of Pages: _____ Date of Document: _____
Signer(s) Other than Named Above: _____

EXHIBIT "A"

SCOPE OF WORK

PART A: Routine Operations, Maintenance and Monitoring:

Routine OM&M activities shall be performed in accordance with the following and at the frequencies defined herein. After each specific line item identified below the frequency expected for the first year and years 2 and 3 are included.

Condensate Sump Monitoring

Frequency: Weekly

Alternative Frequency: Twice per Month

- Monitoring of the landfill gas collection system condensate sumps
 - The landfill gas collection system condensate sumps shall be monitored and the following information recorded on site-specific forms:
 - Cycle counter readings
 - Air Pressure (PSI)
 - Proper operation of all valves
 - Inspection of level switch for proper operation (if applicable)
 - Condensate tank level
 - Filter/Regulator operation and setpoint
 - All condensate sumps in the landfill gas collection system are contained within a vault. Due to potential future security concerns for the landfill gas collection system these vaults are currently, and shall remain, bolted closed. Each time the condensate sumps are monitored, the lid of these vaults will need to be unbolted and then sealed again after completion of monitoring activities through bolting.

Condensate System Inspection

Frequency: Weekly

Alternative Frequency: Twice per Month

- Inspection of the landfill gas collection and treatment system for condensate leaks
 - The landfill gas collection and treatment system shall be inspected and recorded for the presence of any condensate or air leaks.
 - All components of the landfill gas collection system are contained within vaults. Due to potential future security concerns for the landfill gas collection system these vaults are currently, and shall remain bolted closed. Each time the components are inspected, the lid of these vaults will need to be unbolted and then sealed again after completion of the activities through bolting.

Treatment System Monitoring

Frequency: Weekly

- Monitoring of the treatment system operational parameters
 - The following components of the Treatment System shall be monitored and recorded on a site specific form. This form shall be stored in an electronic format on a web platform to allow for document transmission between the City and the successful Proposer and any other regulatory body identified by the City.
 - General:
 - Date
 - Time

- Weather Conditions
- Ambient Temperature
- Barometric Pressure
- Technician's Name
- Equipment Calibration:
 - Time
 - Calibrated Parameters
 - Pre-Calibration Results
 - Post-Calibration Results
 - Post-Monitoring Calibration Check Results
- Knock Out:
 - Knock Out Inlet Static Pressure (Inches of Water Column)
 - Knock Out Outlet Static Pressure (Inches of Water Column)
 - Knock Out Differential Pressure (Inches of Water Column)
- Blower:
 - Blower in Use (B-1 or B-2)
 - Blower Inlet Gas Temperature (degrees Fahrenheit)
 - Blower Outlet Gas Temperature (degrees Fahrenheit)
 - Blower Inlet Gas Concentrations
 - Methane (Percent by Volume)
 - Carbon Dioxide (Percent by Volume)
 - Oxygen (Percent by Volume)
 - Balance Gas (Percent by Volume)
 - Blower Inlet Static Pressure (Inches of Water Column)
 - Blower Outlet Static Pressure (Inches of Water Column)
 - Blower Differential Pressure (Inches of Water Column)
- Flame Arrestor:
 - Flame Arrestor Inlet Static Pressure (Inches of Water Column)
 - Flame Arrestor Outlet Static Pressure (Inches of Water Column)
 - Flame Arrestor Differential Pressure (Inches of Water Column)
- Vent Stack:
 - Vent Stack Gas Temperature (degrees Fahrenheit)
 - Vent Stack Gas Concentrations
 - Methane (Percent by Volume)
 - Carbon Dioxide (Percent by Volume)
 - Oxygen (Percent by Volume)
 - Balance Gas (Percent by Volume)
 - Vent Stack Static Pressure (Inches of Water Column)
 - Vent Stack Maximum Pitot Tube Differential Pressure (Inches of Water Column)
 - Vent Stack Flow Rate (Standard Cubic Feet per Minute)

Note: The vent stack is outside of the enclosure for the treatment system and has the potential to be exposed to the public in the future. In an effort to reduce the potential hazard to the public, an in-place sample port shall not be installed in the vent stack. The vent stack currently has a threaded sample port area with a plug installed, during monitoring at the vent stack this plug will need to

be removed and then re-installed after sampling is complete. The off gases going through the vent stack may contain flammable substances. As such, it is imperative that the responsible party makes sure that the sample port plug is threaded back firmly into place, to prevent discharging these gases into the atmosphere at human height levels.

- Control Panel:
 - Treatment System Flow Rate (Standard Cubic Feet per Minute)
 - Blower Meter Hertz Reading (Hertz)
- Air Compressor:
 - Air Compressor in Use (AC-1 or AC-2)
 - Air Compressor Pressure Reading (PSI)
 - Air Compressor Hour Meter Reading (hours)
- GAC/KMnO₄ Canisters:
 - Primary GAC Canister:
 - Canister in Primary Operation (GAC-1, GAC-2 or GAC-3)
 - Inlet and Outlet Static Pressure (Inches of Water Column)
 - Secondary GAC Canister:
 - Canister in Secondary Operation (GAC-1, GAC-2 or GAC-3)
 - Inlet and Outlet Static Pressure (Inches of Water Column)
 - KMnO₄ Canister
 - Canister in Operation (KMN-1 or KMN-2)
 - Inlet and Outlet Static Pressure (Inches of Water Column)
 - TGNMOC Monitoring
 - The Treatment System at the Landfill utilizes a combination of Granular Activated Carbon (GAC) and Potassium Permanganate (KMnO₄) through a combination adsorption and oxidation process. The Treatment System is intended to use two (2) GAC canisters and one (1) KMnO₄ canister in series for effective treatment of the landfill gas and reduction in Total Gaseous Non-Methane Organic Compounds (TGNMOC). The following locations shall be monitored using calibrated photo ionization detector (PID) for TGNMOC:
 - Inlet of the primary GAC canister
 - Inlet of the secondary GAC canister
 - Inlet of the primary KMnO₄ canister
 - Outlet of the KMnO₄ canister/Vent Stack
 - TGNMOC concentrations must be adjusted to a dry basis at 3.0% oxygen at the time of monitoring to verify regulatory compliance
 - Samples shall be collected into a clean tedlar bag (at a minimum bags shall be purged with Nitrogen Gas prior to each use) using a non-contaminating sampling method (such as the use of a lung sampler)

Perimeter Methane Monitoring Network

Frequency: Twice per Month

Alternative Frequency: Monthly

- Monitoring of the perimeter methane monitoring probe network
 - The Landfill currently has perimeter methane monitoring probe network consisting of 91 individual casings. The following information is to be recorded on site specific forms in an electronic format on a web platform to allow for document transmission between the City and the Proposer.
 - All components of the perimeter methane monitoring probe network are contained within vaults. Due to potential future security concerns for the landfill gas collection system these vaults are currently, and shall remain bolted closed. Each time the components shall be monitored, the lid of these vaults will need to be unbolted and then sealed again after completion of the activities through bolting.
 - The following information shall be recorded during each perimeter methane monitoring probe network event:
 - General:
 - Date
 - Time
 - Weather Conditions
 - Ambient Temperature
 - Barometric Pressure
 - Technician's Name
 - Equipment Calibration:
 - Time
 - Calibrated Parameters
 - Pre-Calibration Results
 - Post-Calibration Results
 - Post-Monitoring Calibration Check Results
 - Probe:
 - Probe assigned ID No.
 - Probe Depth (feet below grade)
 - Probe Purge Volume (liters or time in seconds with specified equipment)
 - Prior to collecting gas composition data or probe sample a full probe casing volume shall be evacuated (using the GEM instrument or a portable hand pump)
 - Time of Reading
 - Static Pressure (Inches of Water Column to an accuracy of 0.00)
 - Methane Concentration (Percent by Volume)
 - Methane Concentration (Percent of lower explosive limit)
 - Carbon Dioxide Concentration (Percent by Volume)
 - Oxygen concentration (Percent by Volume)
 - Samples shall be collected into a clean tedlar bag (At a minimum bags shall be purged with Nitrogen Gas prior to each use) using a non-contaminating sampling method (such as the use of a lung sampler)

Landfill Gas Collection System Wellfield Monitoring

Frequency: Twice per Month

Alternative Frequency: Monthly

- Monitoring of the landfill gas collection system well field
 - The following information shall be recorded on site specific forms in an electronic format on a web platform to allow for document transmission between the City and the Proposer.
 - All components of the landfill gas collection system are contained within vaults. Due to potential future security concerns for the landfill gas collection system these vaults are currently, and shall remain bolted closed. Each time the components are inspected, the lid of these vaults will need to be unbolted and then sealed again after completion of the activities through bolting.
 - General:
 - Date
 - Time
 - Weather Conditions
 - Ambient Temperature
 - Barometric Pressure
 - Technician's Name
 - Equipment Calibration:
 - Time
 - Calibrated Parameters
 - Pre-Calibration Results
 - Post-Calibration Results
 - Post-Monitoring Calibration Check Results
 - Well
 - Well Identification Number
 - Time of Monitoring
 - Gas Temperature (degrees Fahrenheit)
 - Header Side Static Pressure (Inches of Water Column)
 - Well Side Static Pressure (Inches of Water Column)
 - Gas Concentrations:
 - Methane concentration (Percent by Volume)
 - Carbon Dioxide concentration (Percent by Volume)
 - Oxygen concentration (Percent by Volume)
 - Balance Gas concentration (Percent by Volume)
 - Orifice Plate Differential Pressure (Inches of Water Column)
 - Orifice Plate GEM Calculated Flow Rate (Standard Cubic Feet per Minute)
 - Control Valve Position (as percent open)
 - The control valves at the site do not have a percentage open indicator on them; rather, they are gate valves that have a square bolt installed. These valves will need to be manipulated during each monitoring event to verify the Control Valve Position accurately as percent open.
 - Barometric Pressure at time of reading

- Ambient Air Temperature at time of reading

Landfill Gas Collection System Wellfield Adjustments

Frequency: Twice per Month Alternative Frequency: Monthly

- Adjustment of the landfill gas collection system well field
 - In the weeks between the monitoring of the landfill gas collection and control system the wells shall be adjusted for optimization of the collection network and proper tuning. The adjustments of the landfill gas collection system shall be recorded on a site specific form in an electronic format and available on a web platform to allow for document transmission between the City and the Proposer. The adjustments to each individual collection system well that are determined to require an adjustment shall be recorded on a form that includes all the information from the well monitoring in addition to the adjusted readings.

Project Manager Site Inspection

Frequency: Monthly

- Site Inspection performed by the Project Manager for the Proposer
 - In an effort to ensure that the landfill gas collection and treatment system are in proper functional condition the Proposer's Project Manager must perform an inspection of the site. This site inspection must be documented in a format to allow for any potential deficiencies or issues identified to be transmitted clearly and electronically to the City.

Treatment System Sampling and Analysis

Frequency: Monthly

- Landfill gas treatment system sampling and laboratory analysis
 - In accordance with the Landfill Permit to Construct (that is expected to become the Permit to Operate with some changes) the Proposer shall extract a landfill gas sample from the following locations:
 - Inlet to the Primary GAC Canister
 - Inlet to the Secondary GAC Canister
 - Inlet to the KMnO₄ Canister
 - Outlet of the KMnO₄ Canister
 - The following analysis shall be performed on these gas samples:
 - TGNMOC (Parts Per Million as Hexane)
 - Chain of Custody forms shall be scanned and made available to the City electronically

Alarm Verification and Testing

Frequency: Monthly

- Alarm Testing
 - Test all alarms at the station and make record of findings. Alarm testing forms shall be made available electronically to the City.

Perimeter Methane Monitoring Network Sampling and Analysis

Frequency: Monthly

- Perimeter Probe Sampling
 - In accordance with SCAQMD Rule 1150.1 a gas sample from a perimeter methane monitoring probe shall be collected on a monthly basis to verify the gas

concentrations being monitored through the handheld monitoring equipment.

Instantaneous Surface Monitoring

Frequency: Quarterly

- Instantaneous surface monitoring
 - In accordance with SCAQMD Rule 1150.1 and the Landfill's AMP, Instantaneous Surface Monitoring shall be performed on a quarterly basis. Monitoring shall be performed in accordance with all requirements of SCAQMD Rule 1150.1 and the Landfill's site specific AMP.
 - The results of the Instantaneous Surface Monitoring shall be transmitted electronically to the City within 24 hours of the monitoring event.
 - Any exceedances of the regulatory limits for the Instantaneous Surface Monitoring shall be identified to the City within 1 day of the monitoring event to allow the City to approve necessary maintenance activities.
 - Follow up monitoring of any exceedances of the Instantaneous surface monitoring shall be coordinated with the City to ensure that the potential for acceptable readings on follow up monitoring are maximized.

Integrated Surface Sampling

Frequency: Quarterly

- Integrated surface sampling
 - In accordance with SCAQMD Rule 1150.1 and the Landfill's AMP, Integrated Surface Sampling shall be performed on a quarterly basis. Monitoring shall be performed in accordance with all requirements of SCAQMD Rule 1150.1 and the Landfill's site specific AMP.
 - The results of the Integrated Surface Sampling shall be transmitted electronically to the City within 24 hours of the monitoring event.
 - Any exceedances of the regulatory limits for the Integrated Surface Monitoring shall be identified to the City within 1 day of the monitoring event to allow the City to approve necessary maintenance activities.
 - Follow up monitoring of any exceedances of the integrated surface monitoring shall be coordinated with the City to ensure that the potential for acceptable readings on follow up monitoring are maximized.

Ambient Air Sampling

Frequency: Quarterly

- Ambient air sampling
 - In accordance with SCAQMD Rule 1150.1 and the Landfill's AMP, Ambient Air Sampling shall be performed on a quarterly basis. Monitoring shall be performed in accordance with all requirements of SCAQMD Rule 1150.1 and the Landfill's site specific AMP.
 - The results of the Ambient Air Sampling shall be transmitted electronically to the City within 24 hours of the monitoring event.
 - Any exceedances of the regulatory limits for the Ambient Air Monitoring shall be identified to the City within 1 day of the monitoring event to allow the City to approve necessary maintenance activities.
 - Follow up monitoring of any exceedances of the Ambient Air monitoring shall be coordinated with the City to ensure that the potential for acceptable readings on follow up monitoring are maximized.

Condensate GAC Vessel Monitoring

Frequency: Quarterly

- Monitor the total organic compound emissions from the condensate tank GAC vessel
 - In accordance with the Landfill's Permit to Construct the GAC vessel on the vent stack of the condensate holding tank shall be monitored on a quarterly basis for the total organic compounds from the outlet of the carbon canister.

Positive Pressure Component Leak Testing

Frequency: Quarterly

- Component Leak Testing
 - In accordance with SCAQMD Rule 1150.1 the positive pressure side of all components of the landfill gas treatment system shall be monitored for leaks through fittings and equipment on a quarterly basis.

Treatment System Source Testing

Frequency: Annually

- Source testing
 - In accordance with the Landfill's Permit to Construct, SCAQMD Rule 1150.1 and the Landfill's AMP, Source Testing of the treatment system shall be performed on an annual basis. The source testing shall be performed with samples from both the inlet to the treatment system and vent stack and include a laboratory analysis of the following constituents:
 - Methane concentration (Percent by Volume)
 - Total Non-Methane Organics (Parts Per Million as Hexane)
 - Hydrogen Sulfide (inlet only, Parts Per Million by Vol.)
 - C1 through C3 Sulfur compounds (speciated)
 - Carbon Dioxide (Percent by Volume)
 - Toxic Organic Compounds (SCAQMD Rule 1150.1 Core List)
 - Oxygen (Percent by Volume)
 - Nitrogen (Percent by Volume)
 - Moisture Content
 - Temperature
 - Flow Rate
 - Proposer shall be responsible for submitting a source testing protocol and getting SCAQMD's approval. The Proposer shall also be responsible for submitting a source testing report to both the City and SCAQMD. The approved source testing protocol and the final source testing report shall be made available to the City electronically.

Treatment System Gas Sampling and Analysis (Speciation)

Frequency: Annually

- Speciation of GAC sampling and analysis locations
 - In accordance with the Landfill's Permit to Construct (that is expected to become the Permit to Operate with some changes) the Proposer shall extract a landfill gas sample from the following locations for an annual speciation analysis in accordance with the United States Environmental Protection Agency Method TO-15:
 - Inlet to the Primary GAC Canister
 - Inlet to the Secondary GAC Canister

- Inlet to the KMnO₄ Canister
- Outlet of the KMnO₄ Canister

Data Acquisition and Management Technology

In an effort to expedite the transmission of information between the City and the Proposer, the Proposer shall provide a web based platform to allow for the storage of information regarding activities at the Landfill. This web based platform must have the following parameters and features:

- Secure log in
- Restrictive ability to allow individual users to see only specific information
- Ability to store the following information:
 - Wellfield Monitoring Forms
 - Wellfield Adjustment Forms
 - Treatment System Monitoring Forms
 - Condensate Sump Monitoring Forms
 - Perimeter Methane Monitoring Probe Network Forms
 - Non-Routine Budget Tracking Information
 - Routine Budget Tracking Information
 - Past Invoices
 - Permits
 - Regulatory Documents
 - Correspondences
 - Photograph log
 - Monthly OM&M reports
 - Regulatory Reports

Reporting:

The reporting of the information that is collected is extremely important to verify that the landfill gas collection and treatment system is functioning as it was originally intended and is in accordance with the regulatory requirements imposed upon it. At a minimum, the following reports may be required:

Note:

It is important that the Proposer be up to date with the latest regulatory events and shall comply with the latest regulatory reporting requirements.

- Monthly OM&M Report:
 - A monthly OM&M report shall be developed by the Proposer and submitted to the City project manager containing all the monitoring results that were collected during the previous month. This report shall include the following items at a minimum:
 - General overall condensate management system status
 - Any problems or potential problems found
 - Remedial action performed to mitigate issues or exceedances
 - Inventory of on-site spare parts
 - Field monitoring data
 - Wellfield adjustments performed
 - Collection and treatment system maintenance schedule
 - Results of PM Site Inspections

- Non-routine activities performed
 - This report shall be submitted to the City project manager no later than the 21st of the following month in both electronic and hard copy format.
- Annual SCAQMD Emissions Report
 - In accordance with SCAQMD Rule 1150.1 an annual emissions report shall be developed and submitted..
- Annual AB-32 Landfill Methane Rule Report
 - In accordance with CalRecycle an annual AB-32 Landfill Methane Rule Report shall be developed and submitted.
- Annual EPA Greenhouse Gas Mandatory Reporting Rule (e-GGRT)
 - In accordance with USEPA 40 CFR Part 98 an annual Greenhouse Gas Mandatory Reporting Rule Report shall be developed and submitted electronically through the USEPA e-GGRT system.
- Quarterly SCAQMD 1150.1 Report
 - Within 30 days of the end of the last month of each quarter a quarterly SCAQMD Rule 1150.1 Report shall be developed and submitted.
- Annual SCAQMD 1150.1 Report
 - Within 30 days of the end of the last month of the year an annual SCAQMD Rule 1150.1 Report shall be developed and submitted.
- Monthly LEA Probe Monitoring Report
 - At the request of the LEA, a Probe Monitoring Report shall be developed and submitted to the LEA within one week of the probe monitoring event.

PART B: Non-Routine Activities

During the normal life of a landfill gas collection and treatment OM&M project, repairs and other activities will occur that will require actions above and beyond the typical, routine actions.

These activities are collectively called Non-Routine Activities and for the purpose of this RFP have been divided into two categories: Scheduled Non-Routine and Emergency Non-Routine.

B.1-Scheduled Non-Routine Activities

Scheduled Non-Routine Activities are repairs and maintenance that are not time critical and can be scheduled in advance with prior approval from the City project manager. This includes corrective repairs or maintenance work identified during the Routine OM&M inspections and site visits. This work will consist of but is not limited to items such as the repair of broken valves, replacement of torn flex hoses (greater than 4" in diameter), and repair of damaged conveyance

pipng (greater than 4" in diameter or any repair requiring excavation). Repair to piping and components less than 4" in diameter will be accomplished through the routine work performed. This work is essential for the proper functioning of the landfill gas collection system; however, can be scheduled in advanced to allow for the procurement of materials, equipment, and scheduling of personnel. The following list includes some of the Scheduled Non-Routine Activities that are expected to occur during the contract period:

- Blower Belt Replacement
- Air Compressor Equipment Repairs
- Wellhead Replacement
- Well Valve Replacement
- Replacement of flex hoses 4" in diameter or larger
- Knockout vessel demister pad cleaning
- Condensate transfers
- Flow meter calibration
- Liquid level indicator replacement and/or calibration

Approval of Scheduled Non-Routine Activities will be performed on a written basis approval. The Proposer will submit a Non-Routine Work Order at least 1 week prior to the proposed date of the activities. The City will then review, negotiate the cost, and approve or deny the Non-Routine Work Order. Once written approval is received from the City project manager, the Proposer can then perform the activities that were identified in the Non-Routine Work Order. All Non-Routine Activities will be performed on a lump sum basis.

The following information shall be included in all Non-Routine Work Orders:

- Submitted Date
- Description of the Non-Routine Activity
- Non-Routine Task Number
- Staff required for the Non-Routine Activity
- Estimated hours for each Staff type
- Total Lump Sum cost for the non-routine activity

B.2-Emergency Non-Routine Activities

Emergency or Unscheduled Non-Routine Activities are items that require an immediate response. Typically, due to their sensitive nature, such activities shall be addressed

immediately. The City's project manager shall be notified promptly and made aware of the situation. Cost estimates shall be submitted to the city's PM within 3 days of the event. Upon approval of the costs, a verbal authorization will be granted to proceed with the necessary repairs, pending the preparation of the required paper work to complete a Work Order form. The following are potential Emergency Non-Routine Activities that are expected to occur during the life of this contract:

- A shutdown of the blower facility
- Power outage
- Repair of landfill gas and/or condensate system piping breaks or separations that cause the automatic shutdown of the collection and treatment system
- Response to odor complaints
- Condensate transfers (should be minimized through aggressive monitoring of condensate holding tank)
- Responses for any compliance issues including but not limited to elevated methane in the perimeter methane monitoring network and surface emission exceedances
- Response to a sub-surface fire event

The Proposer is expected to respond to callouts from the autodialer seven (7) days per week during daylight hours. Due to the dangerous conditions that may exist on certain landfill sites, the Proposer will not be required to respond to autodialer call outs in non-daylight hours but is expected to respond the following morning.

ATTACHMENT A2
SCOPE OF WORK
GROUNDWATER MONITORING AND REPORTING

BACKGROUND

Groundwater monitoring and reporting activities at the former Sparks, Anderson and Rains Pits are performed on a semi-annual basis as required by the Santa Ana Regional Water Quality Control Board. The existing groundwater monitoring system at the former Sparks, Anderson and Rains Pits includes twelve monitoring wells (Figure 1), as summarized in the following table.

Monitoring Point	Groundwater Zone		Monitoring Point I.D.
Groundwater Monitoring Well – Compliance	Shallow Zone	First Shallow Zone 0 to 30 ft bgs	MW-3 ¹ , MW-4A ² , DP-1, DP-2
		Medium Deep Zone 30 to 55 ft bgs	MW-4B ² , MW-10, MW-12
	Deep Zone		MW-14D, MW-15D
Groundwater Monitoring Well – Background	Shallow Zone	Medium Deep Zone 30 to 55 ft bgs	MW-2, MW-11
	Deep Zone		MW-13D

1 Well MW-3 is screened from 25 to 55 ft bgs, i.e., across both the First Shallow and the Medium Deep groundwater zones.

2 Wells MW- 4A and MW-4B are installed within the limits of the Davis Mud Pit.

During each semi-annual monitoring event, groundwater elevations in all site wells are to be measured prior to initiation of any purging and sample collection activity.

Shallow and deep zone groundwater monitoring wells MW-2, MW-3, MW-4B, MW-10, MW-11, MW-12, MW-13D, MW-14D, MW-15D, DP-1 and DP-2 are to be sampled using the following protocols:

- Upon arrival at each wellhead, the monitoring point will be inspected for evidence of tampering and/or vandalism and the well identification information will be recorded.
- Prior to sounding each well, the weighted water level indicator (sounder) will be decontaminated using non-phosphate soap solution followed by two rinses with deionized

water. Once the wells are sounded, the initial water level and total depth (wherever possible) of each well will be recorded.

Groundwater Sampling Using Non-Dedicated Equipment

- Wells DP-1 and DP-2 are equipped with dedicated bladder pumps, well purging and sampling at these two locations will be performed in accordance with USEPA guidelines for Low-Flow / Minimal Drawdown sampling.
- All other wells shall be purged using non-dedicated new polyethylene disposable bailers or non-dedicated electric submersible pumps which are decontaminated prior to introduction into each well. A minimum of three well volumes of water shall be purged prior to sampling. Based on the measured depth to water, the total depth of the well, and the known casing diameter, a purge volume will be calculated using the following equation:

$$CV = (7.48 \Pi) [(CD/2)^2] (HW)$$

where:

CV	=	well casing volume (gallons)
CD	=	casing diameter (feet)
HW	=	height of water column within well (feet)
7.48	=	conversion from cubic feet to gallons

- Decontamination procedures for non-dedicated pumps shall include rinsing the exterior of the pump and discharge tubing with a non-phosphate detergent solution followed by a deionized water rinse; and cycling a non-phosphate detergent solution, potable water and deionized water through the pump and discharge tubing.
- If a non-dedicated pump is used for well purging, the pump shall be placed in the center of the screened interval for purging.
- Each well with sufficient recharge will be purged of a minimum of three casing volumes and allowed to recover to within 80 percent of the initial water level prior to sampling. Slow recharge wells shall be purged of a minimum of one borehole volume and allowed to recover sufficiently (for a period of no more than two hours) prior to sampling.

- To ensure that fresh formation water is coming into the well during purging, the following parameters shall be monitored approximately every ten minutes during purging: electrical conductivity, oxygen releasing potential, dissolved oxygen, pH, turbidity and temperature.

Sample Collection and Preparation

- For wells without dedicated equipment, samples shall be collected using a new disposable polyethylene bailer.
- Samples will be labeled to identify the date and time of sampling, site location and well identification number.
- Purge water is to be containerized into 55-gallon Department of Transportation approved drums. Based on the results of analytical testing, the selected proposer will contact the RWQCB and gain written approval to allow purge water be disposed of by broadcasting to the site surface for dust control.

Analytical Testing

In accordance with the Reduction in Monitoring Frequency and Sampling and Analysis Program Modifications, approved by the RWQCB on September 20, 2012 samples collected from each well will be analyzed for the following:

- Metals: Samples from all wells will be analyzed for antimony, arsenic, mercury, calcium, iron, magnesium, potassium and sodium. In addition, samples collected from deep zone wells will also be analyzed for chromium, hexavalent chromium and lead;
- General Chemistry Constituents: pH, specific conductance, total dissolved solids, turbidity, chloride, fluoride, sulfate, nitrate (as nitrogen), chemical oxygen demand and ion balance; and
- Target Volatile Organic Compounds (VOCs): benzene, trichloroethylene (TCE), tetrachloroethylene (PCE) and vinyl chloride.

One trip blank and one field blank will be collected during each day of sampling. These blank samples will be analyzed for target VOCs listed above only.

All analytical testing will be performed by a State Certified testing laboratory. Proposers will provide the name, address and contact information for the laboratory they intend to use along with copies of up to date certifications to perform these tests in the State of California.

Reporting:

Prior to the 10th of the month following the end of each semi-annual monitoring period (i.e., April 10th and October 10th) a draft semi-annual report will be submitted to the City for review. The report will include the following elements:

- Description of Site Hydrogeology and History
- A Summary of Groundwater Monitoring Activities
- Groundwater Flow Direction/Gradient
- Summary of Groundwater Purging and Sampling Activities
- Discussion of the Results of Analytical Testing
- Identification of New Historical Intra-well Maximum Values
- Discussion of Maximum Contaminant Concentrations
- Conclusions and Recommendations
- Tabulated Historical and Current Analytical Results
- Shallow and Deep Zone Groundwater Contour Maps
- Time Series Charts for Key VOCs (see previous reports)and
- Supporting Data and Documents

Following receipt of comments from the City, a final report will be issued to the City (hard copy) and the Santa Ana RWQCB (electronic submittal only) no later than the final day of the month following the end of each semi-annual monitoring period. Finalized submittals and data shall be uploaded to the State's Geotracker website on behalf of the City.

Non-Routine Groundwater Monitoring Activities

Although there are no defined non-routing activities under the groundwater monitoring task, there is the potential for some, or all of the following to be required under this contract:

- Off-site disposal of purge water
- Monitoring well redevelopment
- Repair of monitoring well surface completions
- Repair of dedicated sampling pumps
- Meetings with the RWQCB

All non-routine activities will be performed under written work authorization signed by the City. A budgetary allocation has been established to cover non-routine groundwater monitoring activities.

ATTACHMENT A3
SCOPE OF WORK
GENERAL SITE INSPECTIONS, SWPPP MAINTENANCE AND REPORTING

General Site Activities Scope of Work

The General Site Activities scope includes three separate components (Landfill Cover, Site Security, and Storm Water), each of which must be inspected, monitored and reported on in accordance with the requirements of each component. The successful Proposer will be required to perform General Site Activities in accordance with the scope of work provided herein.

PART A: Routine Inspections, Maintenance, Monitoring and Reporting:

Landfill Cover Inspections:

The successful Proposer will conduct monthly visual inspections by walking the site to visually observe the following:

- Evidence of erosion
- Visible depressions
- Ponded water
- Odor
- Exposed refuse
- Cracks
- Settlement and subsidence
- Slope failure
- Leachate seeps

The existing cover will also be visually inspected following significant events, such as a major rainstorm or a major earthquake. Observations will be recorded on a form similar to the Sample Form No. SP1-1 (attached). For the purposes of this scope of work, the Proposer should assume that a total of four (4) significant events requiring site inspections beyond the monthly prescribed inspections will occur during each calendar year.

During each visual inspection the following will be noted (at a minimum): unusual surface conditions; areas of slope failure; depressions; differential settlement; slumping; fissures and/or cracking; erosion; ponding; staining; seepage into or from the cover; and observable deviations from the design and construction specifications.

Within 24 hours of completion of an inspection, the successful Proposer will submit the completed inspection form electronically to the City along with recommendations for any repairs or mitigating actions to correct detrimental site conditions. Based on these recommendations, the City will make a determination whether repair activities should be performed and request a separate non-routine work estimate from the successful Proposer as necessary. Clearing of minor amounts of miscellaneous debris from the site and site drainage ways will be considered part of routine inspection activities. Clearing of major blockages of drainage ways will be considered a non-routine task and will be performed under separate work order.

The successful Proposer will prepare a cover letter transmitting the completed site inspection form and submit the letter and attached form to the RWQCB not more than 15 days following the completion of each month.

Site Security Inspections

The successful Proposer will be required to conduct quarterly inspections and maintenance of the fence and gates. During each inspection the entire site perimeter will be walked and the fencing inspected for breaks, damage, loose tension, and corrosion. Gates will be inspected for adequate movement and intact locks.

Fence and gates inspections will also be performed following significant events such as earthquakes, fires, landslides, and heavy rainstorms/windstorms. For the purposes of this scope of work, the Proposer should assume that a total of one (1) significant events requiring site inspections beyond the quarterly prescribed inspections will occur during each calendar year.

Within 24 hours of completion of an inspection, the successful Proposer will submit the completed inspection form SP1-1 electronically to the City along with recommendations for any repairs or mitigating actions to correct detrimental site conditions. Based on these recommendations, the City will make a determination whether repair activities should be performed and request a separate non-routine work estimate from the successful Proposer as necessary.

Storm Water

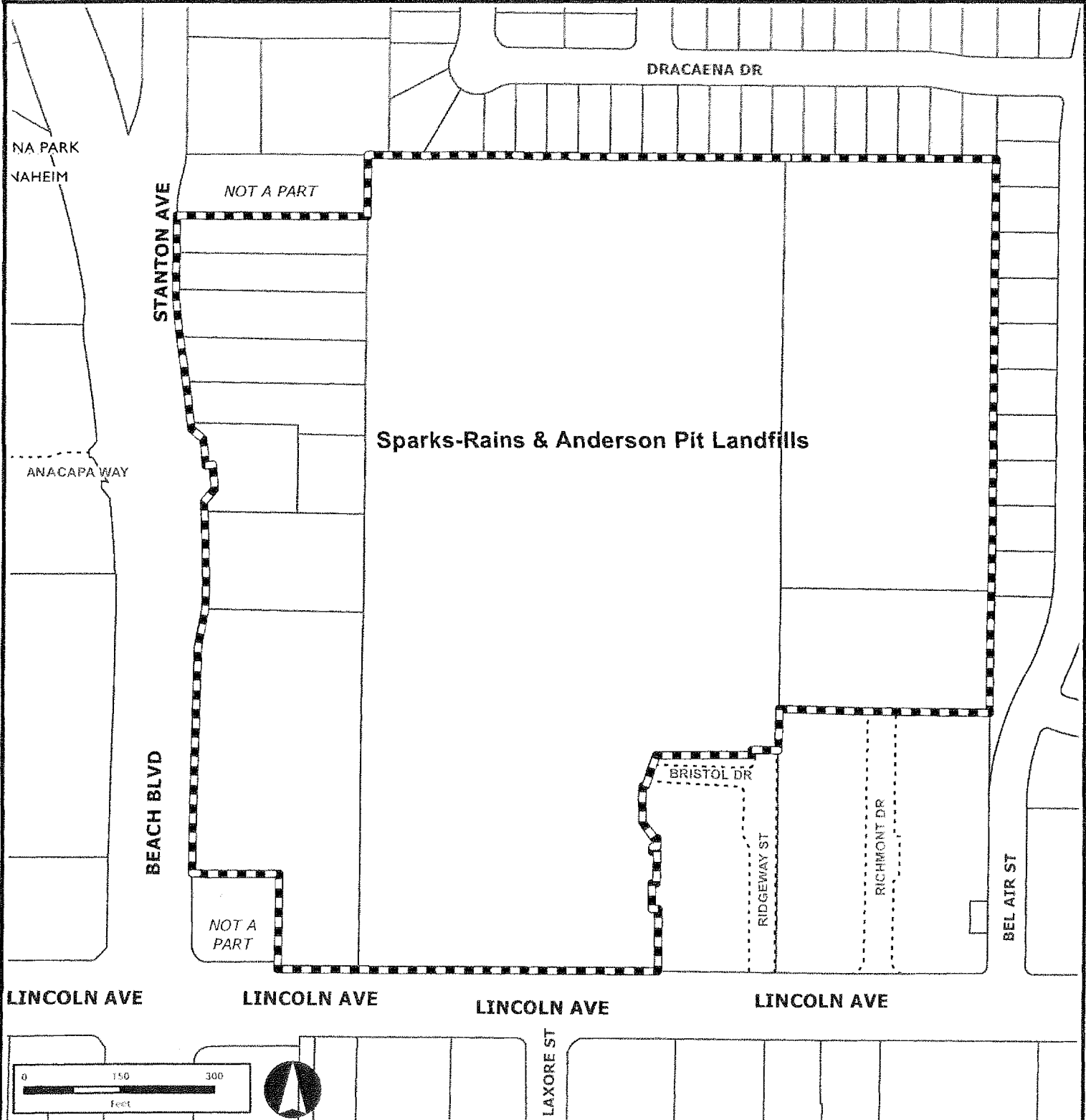
The successful Proposer will be responsible for implementing the storm water monitoring activities in compliance with:

- Surface drainage from the landfill is subject to State Water Resources Control Board Water Quality Order No. 97-03-DWQ NPDES General Permit No. CAS000001 (Industrial General Permit, IGP)
- As part of the requirements for a General Industrial Activities Storm Water Discharge Permit, a SWPPP has been prepared by the City for the landfill in compliance with the State's NPDES permit requirements. The SWPPP includes requirements for inspection, sampling, observations, and reporting as required by a Notice of Intent (NOI) and the General Industrial Activities Storm Water Discharge Permit issued by the RWQCB.
- All sampling will be performed as described in the current Site SWPPP (attached).

PART B: Non-Routine Activities

During the normal life of a landfill repairs and other activities will occur that will require actions above and beyond the typical, routine inspections and monitoring. These non-routine activities will be addressed through non-routine work orders that will include cost estimates for performance of the specific task(s) needed. The successful proposer will prepare all estimates and work orders associated with the performance of non-routine tasks and track their performance and completion. No non-routine tasks will be performed without prior written authorization from the City.

EXHIBIT B SITE MAP



Map Location



Legend



Sparks-Rains, Anderson Pit Landfills



City of Anaheim
Comm Dev Technology
November 5, 2014

EXHIBIT "C"

SCHEDULE OF COMPENSATION

**BID SCHEDULE
CITY OF ANAHEIM
LANDFILL GAS OPERATIONS, MAINTENANCE AND MONITORING, GROUNDWATER
MONITORING AND REPORTING, AND STORM WATER POLLUTION PREVENTION PLAN
COMPLIANCE FOR SPARKS-RAINS AND ANDERSON PIT LANDFILLS SITE
Account No. 730-411-S264-7808-RAP**


The following proposal prices shall include furnishing of labor, equipment, materials and coordination with other contractors as required for the completion of work in accordance with these specifications and accompanying drawings. The "Summary of Work Ref." column below is to be used as a cross-reference with the RFP, for further detail on the description of work for each bid item.

Item	Description	Summary of Work Ref.	Quantity	Unit	Unit Price	Total Price
1	All Inclusive Routine Operations, Monitoring and Maintenance of the Landfill Gas Extraction, Treatment and Monitoring System per Part A of A1, for the annual lump sum price of:	A1	1	LS	\$177,196	\$177,196
2	Non-Routine Maintenance of the Landfill Gas Extraction, Treatment and Monitoring System per Part B of A1, for unanticipated work due to unknowns not shown on plans or specifications, as required per the direction of the Owner, paid per Section 3-3.2 of the Greenbook:	A1	1	T&M	\$10,000	\$10,000
3	Routine Semi-Annual Groundwater Monitoring and Reporting per A2, complete and operational for the annual lump sum price of:	A2	1	LS	\$37,000	\$37,000
4	Non-Routine Groundwater related activities per A2, for unanticipated work due to unknowns not shown on plans or specifications, as required per the direction of the Owner, paid per Section 3-3.2 of the Greenbook:	A2	1	T&M	\$10,000	\$10,000
5	General site inspections and SWPPP maintenance and reporting per Part A of A3, complete and operational for the annual lump sum price of:	A3	1	LS	\$35,384	\$35,384
6	Non-Routine site inspections and SWPPP maintenance and reporting per Part B of A3, for unanticipated work due to unknowns not shown on plans or specifications, as required per the direction of the Owner, paid per Section 3-3.2 of the Greenbook:	A3	1	T&M	\$10,000	\$10,000

BID TOTAL (ITEMS 1 THROUGH 6)

\$279,580

The undersigned bidder certifies that he/she has thoroughly checked the figures set forth in this proposal, that they are correct to the best of his / her knowledge and constitute his / her proposal to perform all of the work called out and implied throughout these Contract Documents.


Signature of Bidder
Christine Arbogast, Vice President, Solid Waste
Printed Name of Bidder

909.860.7777
Phone Number
Tetra Tech BAS
Company Name
christine.arbogast@tetrattech.com
Email



TETRA TECH BAS

Landfill Gas OM&M Cost Estimate - Frequency & Cost Table

Task Description ¹	Year 1		Years 2 & 3	
	Frequency	Anticipated Annual Costs	Frequency	Anticipated Annual Costs ²
Condensate Sump Monitoring	Weekly	\$ 10,845.00	Twice per Month	\$ 6,082.00
Condensate Sump Inspection	Weekly	\$ 7,897.00	Twice per Month	\$ 4,722.00
Treatment System Monitoring	Weekly	\$ 9,686.00	Weekly	\$ 9,686.00
Perimeter Methane Monitoring Network Monitoring	Twice per Month	\$ 28,225.00	Monthly	\$ 15,613.00
Landfill Gas Collection System Wellfield Monitoring	Twice per Month	\$ 26,057.00	Monthly	\$ 14,029.00
Landfill Gas Collection System Wellfield Adjustments	Twice per Month	\$ 7,014.00	Monthly	\$ 4,007.00
Project Manager Site Inspection	Monthly	\$ 19,344.00	Monthly	\$ 19,344.00
Treatment System Sampling and Analysis	Monthly	\$ 13,320.00	Monthly	\$ 13,320.00
Alarm Verification and Testing	Monthly	\$ 486.00	Monthly	\$ 486.00
Perimeter Methane Monitoring Network Sampling and Analysis	Monthly	\$ 10,789.00	Monthly	\$ 10,789.00
Instantaneous Surface Monitoring	Quarterly	\$ 3,209.00	Quarterly	\$ 3,209.00
Integrated Surface Sampling	Quarterly	\$ 5,617.00	Quarterly	\$ 5,617.00
Ambient Air Sampling	Quarterly	\$ 8,662.00	Quarterly	\$ 8,662.00
Condensate GAC Vessel Monitoring	Quarterly	\$ 81.00	Quarterly	\$ 81.00
Positive Pressure Component Leak Testing	Quarterly	\$ 878.00	Quarterly	\$ 878.00
Treatment System Source Testing	Annually	\$ 9,512.00	Annually	\$ 9,512.00
Treatment System Gas Sampling and Analysis (Speciation)	Annually	\$ 885.00	Annually	\$ 885.00
Data Acquisition and Management Technology	Continuous	\$ 2,760.00	Continuous	\$ 2,760.00
OM&M Report	Monthly	\$ 5,664.00	Monthly	\$ 5,664.00
Annual SCAQMD Emissions Report	Annually	\$ 669.00	Annually	\$ 669.00
Annual EPA Greenhouse Gas Mandatory Reporting Rule (e-GGRT)	Annually	\$ 744.00	Annually	\$ 744.00
Quarterly SCAQMD 1150.1 Report	Quarterly	\$ 2,412.00	Quarterly	\$ 2,412.00
Annual SCAQMD 1150.1 Report ³	Annually	\$ 610.00	Annually	\$ 610.00
Monthly LEA Probe Monitoring Report	Monthly	\$ 1,830.00	Monthly	\$ 1,830.00
	Annual Cost:	\$ 177,196.00	Annual Cost:	\$ 141,611.00
	Monthly Cost:	\$ 14,766.00	Monthly Cost:	\$ 11,801.00

Notes:

1) Task Descriptions from the Scope of Work identified in the Request for Proposals

2) Anticipated costs for Years 2 and 3 are based on 2014 Schedule of Charges and do not include applicable increase in rates due to the Consumer Price Index changes, which will be determined and incorporated at that time

3) Annual AB-32 Landfill Methane Rule Report has been incorporated into Annual SCAQMD 1150.1 Report task per Addendum 3



TETRA TECH BAS

1360 Valley Vista Drive
Diamond Bar, California 91765
(909) 860-7777

SCHEDULE OF CHARGES

<u>PERSONNEL</u>	<u>HOURLY RATE</u>
Principal (P)	\$249
Principal Engineer (PRE)	\$221
Principal Solid Waste Planner (PSW)	\$211
Division Engineer (DE)	\$211
Principal Administrator (PA)	\$201
Senior Project Manager (SM)/Chief Engineer (CE)	\$199
Project Manager III (PM-III)	\$184
Project Manager II (PM-II)/ Engineer VII (E-VII)	\$174
Project Manager I (PM-I) / Engineer VI (E-VI)	\$164
Engineer V (E-V)	\$149
Engineer IV (E-IV)	\$139
Engineer III (E-III)	\$129
Engineer II (E-II)	\$119
Engineer I (E-I)	\$109
Engineer (E)	\$99
Senior Project Designer (SPD)	\$165
Project Designer (PD)	\$149
Senior Designer (SDD)	\$136
Designer (DD)	\$125
Senior Drafter (SD)	\$111
Drafter (D)	\$101
Senior CADD Operator (SCO)	\$91
CADD Operator (CO)	\$81
Regulatory Compliance Manager (RCM)	\$157
Senior Regulatory Compliance Specialist (SRS)	\$149
Regulatory Compliance Specialist II (RS-II)	\$135
Regulatory Compliance Specialist (RS)	\$121
Senior Environmental Scientist (SNS)	\$161
Senior Environmental Specialist (SES)	\$141
Environmental Specialist III (ES-III)	\$134
Environmental Specialist II (ES-II)	\$129
Environmental Specialist I (ES-I)	\$113
Environmental Specialist (ES)	\$101
Landscape Architect	\$135
Project Accountant/Analyst (AA)	\$92
Senior Project Coordinator (SPC)	\$134
Project Coordinator (PC)	\$115
Senior Technical Editor (STE)	\$111
Administrative Assistant (ADA)	\$91
Data (DP)/Word Processing Secretary (WP)	\$81
Office Services Clerk (OS)	\$75
General Clerk (C)/Typist (Y)	\$68
Data Analyst (DA)	\$61
Senior Construction Manager (SCM)	\$198
Construction Manager (CM)	\$175
Construction Supervisor (CS)	\$150
Construction Engineering Technician (CET)	\$142
Chief Engineering Technician (CT)	\$131
Engineering Technician V (ET-V)	\$115
Engineering Technician IV (ET-IV)	\$103
Engineering Technician III (ET-III)	\$89
Engineering Technician II (ET-II)	\$79
Engineering Technician I (ET-I)	\$66
Engineering Technician (ET)	\$44
Chief of Survey Parties (CSP)	\$141
2-Man Survey Party (SP-2M)	\$249
1-Man Survey Party with GPS (1M-GPS)	\$188
Court Appearance (Expert Witness, Deposition, etc.)	1.5 X Hourly Rate

Overtime Premium is 50% of Personnel Hourly Rate
(Effective October 1, 2013 - September 30, 2014)



TETRA TECH BAS

1360 Valley Vista Drive
Diamond Bar, California 91765
(909) 860-7777

REIMBURSABLE CHARGES

Effective October 1, 2013 - September 30, 2014

In addition to the above charges for professional services (including routine expenses), we require reimbursement for the following items:

A. IN-HOUSE EXPENSES		
Reproduction/Plotting:	Xerox Copies	\$0.10/page
	Color Copies	\$0.50/page
	Wide Format Copies	\$0.30/sq. ft.
	Blueprints	\$0.50/sq. ft.
	Bond Plotting -- Black & White	\$2.00/sq. ft.
	Bond Plotting -- Color	\$4.00/sq. ft.
	Vellum Plotting	\$4.00/sq. ft.
	Mylar Plotting	\$5.00/sq. ft.
Telefax (Outgoing only):		\$1.00/page
Mileage:	Personal Vehicle	\$0.60/mile
	Company Vehicle	\$0.70/mile
OR		
10% OF TOTAL PERSONNEL FEES		
B. OTHER EXPENSES		
Company Vehicles		\$15.00/hour
Survey Vehicles		\$15.00/hour
Other Out-of-Pocket Expenses/Supplies/Travel		Cost + 10%
Equipment Usage		See Attached Schedule
Consultants/Outside Services		Cost + 10%
Construction Services		Cost + 10%
Per Diem for Living Expenses		Federal Rates
CADD Computer Usage		\$10.00/hour
Field Computer Services		\$40.00/week
GPS Survey Equipment Services		\$40.00/hour
C. MONITORING EXPENSES		
Carbon Change Out		Cost + 10%
Potassium Permanganate Change Out		Cost + 10%
Condensate Disposal		Cost + 10%
Courier Service for Laboratory Samples		\$110 / Event
Laboratory Analysis - Rule 1150.1 VOC (by GC/MS)		\$350 / Sample
Laboratory Analysis - TGNMOC (by USEPA Method 25)		\$185 / Sample
Laboratory Analysis - Fixed Gases (CH ₄ , CO ₂ , O ₂ , Balance)		\$145 / Sample

Monitoring Expenses do not include any Tt BAS labor which will be incorporated into non-routine work orders if applicable.



TETRA TECH BAS

1360 Valley Vista Drive
Diamond Bar, California 91765
(909) 860-7777

EQUIPMENT RENTAL RATES

Effective October 1, 2013 - September 30, 2014

TYPE OF EQUIPMENT	DAY	WEEK	MONTH
4 Gas Range Meter CH ₄ , H ₂ S, CO, O ₂ (Sentinel 44)	\$75	\$200	\$500
Alpha - 1 Personal Sampling Pump	\$75	\$200	\$500
Disposable Bailer	\$20/each	n/a	n/a
CO ₂ Calorimetric Analysis Tubes	\$40	\$125	\$250
Downhole Camera	\$75/hr	n/a	n/a
Dupont Dosimeter Mark-3 (Personal Sample Pump)	\$50	\$150	\$300
Flow Calibrator (Gilian)	\$50	\$150	\$300
Gas Extraction Monitor (GEM 2000 / 2000 Plus / 5000)	\$125	\$350	\$900
Lung Sampler	\$100	\$300	\$800
Mini-Ram Data Logger	\$40	\$125	\$250
Mini-Ram Dust Meter	\$50	\$150	\$300
Organic Vapor Analyzer	\$125	\$400	\$1,000
Photo Ionization Detector (OVM580B)	\$125	\$400	\$1,000
Sample Train (Gas Extraction Pump)	\$50	\$150	\$300
Soil Auger/Sampler	\$30	\$90	\$180
Sounder (Liquid Level Indicator)	\$40	\$125	\$250
Horiba Meter	\$50	\$200	\$400
MiniRae 2000	\$75	\$200	\$500
GT Surveyor	\$75	\$200	\$500
Groundwater Sampling Equipment	\$30/hour	n/a	n/a
Company Vehicle	\$120	\$480	\$1,250
Field Sampling Supplies:	100/day	n/a	n/a
LEVEL C (Per Person)	\$150	n/a	n/a
Respirator with Cartridge (full or half faced)			
Tyvek Coveralls			
Outer Gloves			
Glove Liners			
Neoprene Boots			

RESOLUTION NO. 2012-105

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF ANAHEIM, ACTING AS THE SUCCESSOR AGENCY TO THE ANAHEIM REDEVELOPMENT AGENCY, AUTHORIZING AND DIRECTING THE EXECUTIVE DIRECTOR OF THE COMMUNITY DEVELOPMENT DEPARTMENT TO REPRESENT THE CITY, ACTING IN ITS CAPACITY AS THE SUCCESSOR AGENCY TO THE ANAHEIM REDEVELOPMENT AGENCY, IN MATTERS PERTAINING TO THE REDEVELOPMENT DISSOLUTION ACT, AS AMENDED.

WHEREAS, prior to February 1, 2012, the Anaheim Redevelopment Agency (herein referred to interchangeably as the "Agency" or the "dissolved Agency") was a community redevelopment agency duly organized and existing under the California Community Redevelopment Law (Health and Safety Code Sections 33000 *et seq.*), and was 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 Anaheim ("City"); and

WHEREAS, Assembly Bill x1 26, which was passed by the California State Legislature, approved by the Governor on June 28, 2011, and chaptered by the Secretary of State on June 29, 2011, added Parts 1.8 and 1.85 to Division 24 of the California Health & Safety Code, which laws caused the dissolution and wind down of all redevelopment agencies (herein referred to as the "Dissolution Act"); and

WHEREAS, on December 29, 2011, in the petition *California Redevelopment Association v. Matosantos*, the California Supreme Court upheld the Dissolution Act, which had the effect of dissolving all redevelopment agencies in California as of and on February 1, 2012; and

WHEREAS, as of, on and after February 1, 2012, the Agency became a dissolved community redevelopment agency pursuant to the Dissolution Act; and

WHEREAS, by Resolution No. 2012-001, considered and approved by the City Council at an open public meeting on January 10, 2012, the City Council elected to have the City serve as the "Successor Agency" to the dissolved Agency under the Dissolution Act, thereby assuming all authority, rights, powers, duties and obligations previously vested with the Agency under the California Community Redevelopment Law, effective upon dissolution of the Agency on February 1, 2012; and

WHEREAS, as of, on and after February 1, 2012, the City began to perform and will continue to perform its functions as and on behalf of the Successor Agency to the dissolved Agency under the Dissolution Act to administer the enforceable obligations of the Agency and

otherwise unwind the dissolved Agency's affairs, all subject to the review and approval by a seven-member "Oversight Board" formed thereunder; and

WHEREAS, as part of the Fiscal Year 2012-13 State budget package, on June 27, 2012, the California State Legislature passed, and the Governor signed, Assembly Bill 1484 (herein referred to as "AB 1484"), the primary purpose of which was to make technical and substantive amendments to the Dissolution Act based upon experience to-date at the state and local level in implementing the Dissolution Act. As a budget trailer bill, AB 1484 took immediate effect upon signature by the Governor; and

WHEREAS, the City, as Successor Agency to the dissolved Agency, is required to perform certain duties and obligations under the Dissolution Act, as amended by AB 1484, to administer the enforceable obligations of the dissolved Agency and otherwise unwind the dissolved Agency's affairs, including, but not limited to, the preparation and adoption of periodic Recognized Obligation Payment Schedules and other matters described in Sections 34177, 34179.5, 34179.6 and 34181 of the California Health and Safety Code, all subject to the review and approval by the Oversight Board of the Successor Agency to the dissolved Agency (herein referred to as the "Oversight Board"); and

WHEREAS, the City Council, serving as, and on behalf of, the Successor Agency to the dissolved Agency, desires to authorize the Executive Director of the Community Development Department (or his designee) (herein referred to as the "Executive Director") to take certain actions for and on behalf of the City, in its capacity as the Successor Agency to the dissolved Agency, in the manner hereinafter provided.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL, SERVING AS AND ON BEHALF OF THE SUCCESSOR AGENCY TO THE ANAHEIM REDEVELOPMENT AGENCY, AS FOLLOWS:

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

Section 2. Whenever reference is made in the Dissolution Act, as amended by AB 1484, and as the same may be amended from time to time (herein referred to collectively as the "Dissolution Act, as Amended"), to an action or approval to be undertaken by the Successor Agency, the Executive Director is authorized to act, subject to the approval of the Oversight Board and in compliance in all respects with the requirements of the Dissolution Act, as Amended, unless this Resolution or the Dissolution Act, as Amended, specifically provide otherwise or the context should otherwise require.

Section 3. Without the prior approval and authorization of both the City Council, serving as, and on behalf of, the Successor Agency in its capacity as the Successor Agency to the dissolved Agency, and the Oversight Board in accordance with the requirements of the Dissolution Act, as Amended, the Executive Director shall lack the authority to, and shall not, obligate or commit the City, acting in its capacity as the Successor Agency to the dissolved Agency, to any of the transactions described in subdivision (e) of Section 34177, subdivisions

(a), (b), (d), (e), (f), (h) and (i) of Section 34180, and subdivisions (a), (b), (d) and (e) of Section 34181 of the California Health and Safety Code.

Section 4. The Executive Director is further authorized and directed for and on behalf of the City, as Successor Agency to the dissolved Agency, to take any and all actions and execute and deliver any and all documents and instruments which he may deem necessary and advisable to effectuate the purposes of this Resolution and in compliance in all respects with the requirements of the Dissolution Act, as Amended.

Section 5. This Resolution shall be effective immediately upon adoption.

THE FOREGOING RESOLUTION IS APPROVED AND ADOPTED BY THE CITY COUNCIL OF THE CITY OF ANAHEIM, SERVING AS AND ON BEHALF OF THE SUCCESSOR AGENCY TO THE FORMER ANAHEIM REDEVELOPMENT AGENCY, THIS 21st DAY OF August, 2012, BY THE FOLLOWING ROLL CALL VOTE:

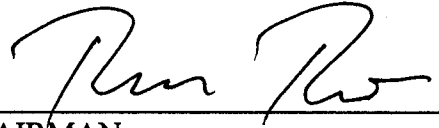
AYES: Mayor Tait, Council Members Sidhu, Galloway, Eastman and Murray

NOES: None

ABSENT: None

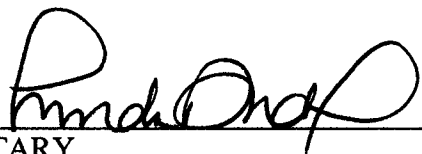
ABSTAIN: None

CITY OF ANAHEIM, AS THE
SUCCESSOR AGENCY TO THE
ANAHEIM REDEVELOPMENT
AGENCY



CHAIRMAN

ATTEST:



SECRETARY

91113

Orange Countywide Oversight Board

Date: 1/28/2020

Agenda Item No. 6A

From: Successor Agency to the Anaheim Redevelopment Agency

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

Recommended Action:

Approve resolution approving FY 2020-2021 ROPS and Administrative Budget for the Anaheim Successor Agency

The Anaheim Successor Agency (ASA) requests approval of the Recognized Obligation Payment Schedule (ROPS) and Administrative Budget for Fiscal Year 2020-21.

The FY 20-21 ROPS is continuing to request RPTTF funds to pay a City loan obligation in the amount of \$5,441,840 (broken down into previously-incurred costs and future costs, as described below) to make payments to the Anaheim Housing Authority (Authority) under a cooperation agreement between the former redevelopment agency and the Authority, the purpose of which was to provide funding for the Avon/Dakota revitalization project (Lines 114, 115, 117, 197 & 198). The Avon/Dakota obligations were determined to be enforceable obligations by the California Court of Appeal pursuant to its Opinion on Rehearing dated December 19, 2017 in Case No. C081918 (Super. Ct. No. 34201380001529CUWMGDS).

The Avon-Dakota payment will be incurred periodically and included on each annual ROPS until the total amount is paid for costs previously incurred and future costs to be incurred. In the 2020-21 ROPS, the ASA is requesting a lump sum payment in the amount of \$376,340 (Lines 197 & 198) for retroactive payments of costs incurred by the authority for the Avon Dakota neighborhood revitalization project and \$5,065,500 for future costs (Lines 114, 115, 116 & 117).

Other items on the FY20-21 ROPS unrelated to the litigation include an enforceable obligation payable to Savi Ranch Associates. The note is payable from net property tax increment as defined in the Redevelopment Agency note. If there is insufficient RPTTF revenue to pay for principal and interest at the termination of the River Valley project area plan in November 2031, the note ceases to be an obligation of the Successor Agency.

An additional \$10,038,250 (Line 193) is requested for debt service on Refunded 2007 Tax Allocation Bonds Series A & C.

In June 2003 the former Redevelopment Agency acquired property located at 2951 West Lincoln Ave. as part of a redevelopment project named Westgate. Approximately 11 acres of the property were formerly known as the Sparks and Rains Landfills. Line item 151 & 191 in the ROPS are for ongoing environmental insurance requirements and pollution remediation costs prior to the development of a shopping center in order to satisfy the terms of the Settlement Agreement between the Agency and the County of Orange, as well as obligations imposed by various regulatory entities holding jurisdiction over the former landfills.

In April 2001, the Agency entered into an agreement with Katella Operating Properties, LLC to sublicense/sublease an 8.9 acre Southern California Edison easement located between Anaheim Blvd. and Claudina Way. The Agency gained long-term control of the property as part of its overall efforts to redevelop the area for hotel or commercial development. The term of the agreement extends to February

28, 2043. In June 2003, the Agency entered into a Ground Lease agreement with Leedy Ying and Tina Ying Trust for the Shoe City property (Line71) for the redevelopment of the corner of Anaheim Blvd. and Ball Rd. The lease term is 35 years, with two 10 year extension options.

Finally, the ROPS reflects the Successor Agency's request for approval from DOF to have the ability to spend the reserve amount of \$264,335 for environmental remediation projects granted from an EPA grant (Line 187). No RPTTF funds are requested or used for this line item.

In addition, the Anaheim Successor Agency requests approval of the Administrative Budget, which was taken before the Oversight Board on September 26, 2019 and was approved via a straw vote.

Impact on Taxing Entities

The proposed ROPS 20-21 A-B will reduce the RPTTF distribution to all other taxing entities by \$4,684,872 in the 20-21 A period and by \$10,745,310 in the 20-21 B period. The ASA proposes to utilize Other Funds to pay for enforceable obligations in the A period, therefore reducing the request of RPTTF funds.

Staff Contact(s)

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Attachments

1. Resolution
2. ROPS FY 20-21
3. Administrative Budget FY 20-21
4. ROPS FY 19-20
5. DOF Letter Regarding ROPS FY 19-20
6. ROPS FY 18-19
7. DOF Letter Regarding ROPS FY 18-19
8. Successor Agency Resolution

RESOLUTION OF THE ORANGE COUNTYWIDE
OVERSIGHT BOARD WITH OVERSIGHT OF THE
SUCCESSOR AGENCY TO THE ANAHEIM
REDEVELOPMENT AGENCY APPROVING THE
RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR
THE JULY 1, 2020 THROUGH JUNE 30, 2021 PERIOD

WHEREAS, the Successor Agency to the Anaheim Redevelopment Agency (“Successor Agency”) has been established to take certain actions to wind down the affairs of the Anaheim Redevelopment Agency in accordance with Section 34173 of the Health and Safety Code; 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, pursuant to Section 34177(o) of the Dissolution Act, the Successor Agency has prepared, approved, and submitted to the Oversight Board for approval its Recognized Obligation Payment Schedule (“ROPS”) for the period covering July 1, 2020 through June 30, 2021 (also referred to as “ROPS 20-21”), in the form attached to this Resolution as Attachment No. 1 and incorporated herein by this reference; and

WHEREAS, the ROPS 20-21 sets forth and includes the Administrative Budget prepared by the Successor Agency for the period covering July 1, 2020 through June 30, 2021; and

WHEREAS, by this Resolution, pursuant to Section 34177, subdivisions (j) and (o), and Section 34180(g) of the Dissolution Act, the Oversight Board has received the ROPS 20-21 from the Successor Agency;

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

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

Section 2. The Oversight Board hereby approves the ROPS 20-21 in the form attached to this Resolution as Attachment No. 1, and authorizes the Successor Agency Director to make such augmentation, modification, additions or revisions as he may deem appropriate.

Section 3. The Successor Agency is directed to transmit the approved ROPS 20-21 to the County Auditor-Controller, the State Controller's Office, and the State Department of Finance ("DOF"), and to post the ROPS 20-21 on the City's website.

Section 4. The Clerk of the Oversight Board shall certify to the adoption of this Resolution.

Section 5. This Resolution shall become effective five (5) business days after notice of this action is provided to the DOF in the manner specified by DOF, unless the DOF requests a review of this Resolution.

ATTACHMENT NO. 1
(Attach ROPS)

Recognized Obligation Payment Schedule (ROPS 20-21) - Summary
Filed for the July 1, 2020 through June 30, 2021 Period

Successor Agency: Anaheim

County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)	20-21A Total (July - December)	20-21B Total (January - June)	ROPS 20-21 Total
A Enforceable Obligations Funded as Follows (B+C+D)	\$ 10,453,346	\$ 132,167	\$ 10,585,513
B Bond Proceeds	76,460	-	76,460
C Reserve Balance	-	-	-
D Other Funds	10,376,886	132,167	10,509,053
E Redevelopment Property Tax Trust Fund (RPTTF) (F+G)	\$ 4,684,872	\$ 10,745,310	\$ 15,430,182
F RPTTF	4,366,372	10,426,810	14,793,182
G Administrative RPTTF	318,500	318,500	637,000
H Current Period Enforceable Obligations (A+E)	\$ 15,138,218	\$ 10,877,477	\$ 26,015,695

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

Anaheim
Recognized Obligation Payment Schedule (ROPS 20-21) - ROPS Detail
July 1, 2020 through June 30, 2021

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$257,897,829		\$26,015,695	\$76,460	\$-	\$10,376,886	\$4,366,372	\$318,500	\$15,138,218	\$-	\$-	\$132,167	\$10,426,810	\$318,500	\$10,877,477
50	Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	12/01/2007	02/01/2031	U.S. Bank	DEBT: Debt service on Series B & D	Merged	55,970,297	N	\$5,639,365	74,593	-	1,198,400	4,366,372	-	\$5,639,365	-	-	-	-	-	\$-
54	Fiscal agent/ arbitrage svcs	Fees	02/25/2010	02/01/2031	Per Bond Docs	DEBT: Fiscal agent/arbitrage services	Merged	520,000	N	\$20,000	-	-	10,000	-	-	\$10,000	-	-	-	10,000	-	\$10,000
56	HUD 108 Loan-Capital Projects	CDBG/HUD Repayment to City/County	02/25/2010	08/01/2030	The Bank of NY Mellon	DEBT: Packing House Restoration	Merged	4,926,947	N	\$506,376	-	-	430,923	-	-	\$430,923	-	-	-	75,453	-	\$75,453
58	HUD 108 Loan-Westgate	CDBG/HUD Repayment to City/County	08/07/2003	08/01/2023	The Bank of NY Mellon	DEBT: Anaheim Westgate Project	Merged	3,850,372	N	\$1,017,909	-	-	941,473	-	-	\$941,473	-	-	-	76,436	-	\$76,436
63	External Project Costs	Professional Services	08/07/2003	02/01/2031	Consultants/ Other	DEBT: Services/Hard & Soft Costs/ Fees	Merged	501,000	N	\$23,000	-	-	3,000	-	-	\$3,000	-	-	-	20,000	-	\$20,000
64	Plaza Redev. Project Area	OPA/DDA/ Construction	06/04/2000	06/30/2020	Anaheim Place Partners	CONTRACTS: Per agreement (Brutoco)	Merged	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
66	River Valley Redev. Proj. Area	OPA/DDA/ Construction	06/30/1987	11/29/2041	Savi Ranch Valley Irrig. Co.	CONTRACTS: Note Payable	Merged	3,725,209	N	\$460,391	-	-	460,391	-	-	\$460,391	-	-	-	-	-	\$-
68	Anaheim Westgate Center Proj.	Miscellaneous	02/01/2003	02/01/2058	Annie (Loan) Pham	CONTRACTS: Ground lease agreement	Merged	6,173,838	N	\$103,952	-	-	-	-	-	\$-	-	-	-	103,952	-	\$103,952
70	8.9-acre SoCal Edison	Miscellaneous	04/30/2001	02/28/2043	Katella Operating Property II, LLC	CONTRACTS: Sublease/ sublicense easement agr.	Merged	15,624,692	N	\$553,081	-	-	269,139	-	-	\$269,139	-	-	-	283,942	-	\$283,942
71	Shoe City lease	Miscellaneous	06/01/2003	06/30/2058	Leedy Ying Trust	CONTRACTS: Lease	Merged	1,756,985	N	\$36,804	-	-	18,402	-	-	\$18,402	-	-	-	18,402	-	\$18,402
75	External Project Costs	Professional Services	07/01/2010	06/30/2058	Consultants/ Other	CONTRACTS: Services/Hard & Soft Costs/ Fees	Merged	516,000	N	\$4,000	-	-	2,000	-	-	\$2,000	-	-	-	2,000	-	\$2,000
103	External Project Costs	Professional Services	03/12/2008	06/30/2017	Consultants/ Other	WESTGATE: Services/Hard & Soft Costs/ Fees	Merged	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
114	Avon Dakota Revitalization	Miscellaneous	06/01/2010	12/31/2075	Related	AVON DAKOTA:	Merged	4,300,500	N	\$4,300,500	-	-	2,500,000	-	-	\$2,500,000	-	-	-	1,800,500	-	\$1,800,500

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
						Property acquisition & development																
115	Avon Dakota Revitalization	Miscellaneous	06/01/2010	12/31/2075	TBD	AVON DAKOTA: Relocation Costs	Merged	640,000	N	\$640,000	-	-	320,000	-	-	\$320,000	-	-	-	320,000	-	\$320,000
116	Project Management	Project Management Costs	06/01/2010	06/30/2020	Staff	AVON DAKOTA: Project Support	Merged	25,000	N	\$25,000	-	-	12,500	-	-	\$12,500	-	-	-	12,500	-	\$12,500
117	External Project Costs	Professional Services	06/01/2010	06/30/2020	Consultants/ Other	AVON DAKOTA: Services/Hard & Soft Costs/ Fees	Merged	100,000	N	\$100,000	-	-	50,000	-	-	\$50,000	-	-	-	50,000	-	\$50,000
135	Administrative Cost Allowance	Admin Costs	01/01/2014	12/31/1941	City of Anaheim	ADMIN: Pursuant to AB26 (3% of RPTTF)	Merged	637,000	N	\$637,000	-	-	-	-	318,500	\$318,500	-	-	-	-	318,500	\$318,500
137	Coop. Agr. - Reimb of Costs	Unfunded Liabilities	02/01/2012	12/21/2049	City of Anaheim	ADMIN: Ongoing pension obligation	Merged	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
150	Plaza Redev. Project Area (Previous ROPS Line 65)	OPA/DDA/ Construction	12/15/1992	06/30/2027	Kimco Realty Corp.	Contracts: Owner Participation Agreement	Merged	1,692,943	N	\$770,270	-	-	770,270	-	-	\$770,270	-	-	-	-	-	\$-
151	Westgate Remediation (Previous ROPS Line 100)	Remediation	03/12/2008	12/31/2044	Various	Westgate: Settlement Agreement/ Reimbursement	Merged	16,727,749	N	\$360,000	-	-	180,000	-	-	\$180,000	-	-	-	180,000	-	\$180,000
180	Cooperation /Loan Agreement - 34173(h) - Retroactive Payments (Previous ROPS Line 153)	City/County Loans After 6/27/11	02/05/2013	12/31/2018	City of Anaheim	PACKING DISTRICT: Loan of funds for Alley/ Parking Lots - Retroactive Payments	Merged	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
183	Tax Allocation Refunding Bonds (Previous ROPS Line 51)	Reserves	12/01/2007	02/01/2031	U.S. Bank	DEBT: Reserve Account	Merged	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
184	2010 Taxable	Reserves	10/13/	02/01/2031	U.S. Bank	DEBT: Reserve	Merged	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
	Recovery Zone Bonds (Previous ROPS Line 53)		2010			Account																
185	Administrative Cost Allowance to Housing Successor Per AB 471 (Previous ROPS Line 156)	Housing Entity Admin Cost	07/01/ 2014	06/30/2019	Anaheim Housing Authority	Legally Enacted Administrative Allowance of RPTTF to Housing Successor	Merged	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
186	Administrative Cost Allowance to Housing Successor Per AB 471 (Retroactive Disallowed Allowance) - Previous ROPS Line 156	Housing Entity Admin Cost	07/01/ 2014	06/30/2019	Anaheim Housing Authority	Legally Enacted Administrative Allowance of RPTTF to Housing Successor	Merged	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
187	Domain Project Area Remediation	Remediation	06/22/ 2012	06/30/2020	Various	EPA Revolving Loan Funds to Use for Allowable Fund Remediation Expenses	Merged	264,335	N	\$264,335	-	-	132,168	-	-	\$132,168	-	-	132,167	-	-	\$132,167
191	Insurance for Westgate LandFill (Related to Line 151)	Remediation	07/01/ 2017	06/30/2028	Beazley ENVIRO CPL Insurance	Westgate: Settlement Agreement/ Reimbursement	Merged	115,122	N	\$115,122	-	-	115,122	-	-	\$115,122	-	-	-	-	-	\$-
192	Overreported "Other Funds" From Cash Balance Form	Miscellaneous	01/01/ 2015	12/31/2017	City of Anaheim	Reimburse Agency for Overstated Cash Reported on ROPS 15-16A Cash Balance Form	Merged	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
193	2018 Refunding Bonds Series A	Bonds Issued On or Before 12/31/10	01/04/ 2018	02/01/2031	U.S. Bank	DEBT: Debt service on Refunded 2007 Tax Allocation Bonds Series A & C	Merged	138,966,750	N	\$10,038,250	1,867	-	2,574,758	-	-	\$2,576,625	-	-	-	7,461,625	-	\$7,461,625

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
194	2018 Refunding Bonds Series B	Bonds Issued On or Before 12/31/10	01/04/2018	02/01/2020	U.S. Bank	DEBT: Debt service on Refunded 2010 Economic Recovery Zone Bonds	Merged	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
195	Westgate Remediation - Water Control Board	Remediation	07/27/2017	12/31/2044	Santa Ana Regional Water Quality Control Board	Westgate: Settlement Agreement/ Reimbursement	Merged	486,750	N	\$24,000	-	-	12,000	-	-	\$12,000	-	-	-	12,000	-	\$12,000
196	Avon Dakota Revitalization - Retroactive for Line 114	Miscellaneous	06/01/2010	12/31/2075	Related	AVON DAKOTA: Property Acquisition and Development - Retroactive	Merged	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
197	Avon Dakota Revitalization - Retroactive for Line 115	Miscellaneous	06/10/2010	12/31/2075	TBD	Avon Dakota Relocation Costs - Retroactive	Merged	275,019	N	\$275,019	-	-	275,019	-	-	\$275,019	-	-	-	-	-	\$-
198	Avon Dakota Revitalization - Retroactive for Line 117	Miscellaneous	06/10/2010	12/31/2075	Consultants/ Other	Avon Dakota: Services/Hard and Soft Costs/ Fees	Merged	101,321	N	\$101,321	-	-	101,321	-	-	\$101,321	-	-	-	-	-	\$-
199	Legal Expenses	Legal	07/01/2013	06/30/2018	Rutan & Tucker	Avon Dakota Revitalization and Cooperation/ Loan Agreement for Packing District Alleyway/ Parking Lots	Merged	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-

Anaheim
Recognized Obligation Payment Schedule (ROPS 20-21) - Report of Cash Balances
July 1, 2017 through June 30, 2018
(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.							
A	B	C	D	E	F	G	H
	ROPS 17-18 Cash Balances (07/01/17 - 06/30/18)	Fund Sources					Comments
		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 07/01/17) RPTTF amount should exclude "A" period distribution amount.	21,993,821	-	-	(3,440,248)	4,705,789	
2	Revenue/Income (Actual 06/30/18) RPTTF amount should tie to the ROPS 17-18 total distribution from the County Auditor-Controller	2,394,564	-	-	14,302,315	25,156,814	Cell F2: Swept funds collected from ROPS Lines 183-184 to correct cash shortfall in Other Funds (\$13,571,429) as these accounts were determined unnecessary for bond reserve requirements, old bond balances (\$2,935) Fund account clean up, and \$22,426 was swept to Other Funds to cover staff time as part of the cost of issuance related to the 2018 Refunded Bonds.
3	Expenditures for ROPS 17-18 Enforceable Obligations (Actual 06/30/18)	21,427,210	-	-	282,130	24,989,013	Cell C3: Swept funds collected from ROPS Lines 183-184 to correct cash shortfall in Other Funds (\$13,571,429) as these accounts were determined unnecessary for bond reserve requirements, old bond balances (\$2,935) Fund account clean up,

							and \$22,426 was swept to Other Funds to cover staff time as part of the cost of issuance related to the 2018 Refunded Bonds.
4	Retention of Available Cash Balance (Actual 06/30/18) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)	2,884,715	-	-	70,884	-	Cell C4: Required cash reserves for 2007 Bonds B & D and credits (\$2,884,715) held by fiscal agent. Cell F4: EPA expenditures (\$70,884) for ROPS 18/19 and 19/20.
5	ROPS 17-18 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 17-18 PPA form submitted to the CAC		No entry required			167,799	
6	Ending Actual Available Cash Balance (06/30/18) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)	\$76,460	\$-	\$-	\$10,509,053	\$4,705,791	

Anaheim
Recognized Obligation Payment Schedule (ROPS 20-21) - Notes
July 1, 2020 through June 30, 2021

Item #	Notes/Comments
50	
54	
56	
58	
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64	Final payment was made in FY2019-20.
66	
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150	Final payment to be made in ROPS 20/21.
151	
180	
183	Bond reserve requirement has been met.
184	Bond reserve requirement has been met.
185	
186	
187	
191	
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193	
194	2018 Refunding Bond Series B has been paid in full.
195	
196	Retroactive reimbursement for Avon Dakota's past property acquisition and development has been

	fulfilled.
197	Project related expenditures that were incurred 12/8/18 - 6/30/19. Line will be retired in ROPS 21/22.
198	Project related expenditures that were incurred 12/8/18 - 6/30/19. Line will be retired in ROPS 21/22.
199	Legal expense request withdrawn in ROPS 19/20. This line is now retired.

ANAHEIM SUCCESSOR AGENCY			
2020/21 ADMINISTRATIVE BUDGET			
CATEGORY	PROJECTED AMOUNT	NOTES	
LABOR (SALARY & BURDEN):			
Executive Director	\$ 80,000	Provides overall oversight of the Successor Agency's operations. Budget provides funds for 20% of his time.	
Financial Accounting Manager	85,000	Prepares and submits ROPS, PPA schedules, primary contact for DOF reviews, oversees all of the accounting and budgeting for the Successor Agency. Budget provides funds for 30% of her time.	
Senior Accountant	70,000	Prepares all of the accounting entries, calculates the property tax data needed for certain enforceable obligations on the ROPS, compiles the annual disclosure reports required for the former RDA bonds, processes all of the invoices and debt service payments, and assists/prepares in ROPS preparation. Budget provides for 30% of his time.	
Senior Project Manager	70,000	Manages all of the remediation activities at the Westgate landfill that remains an enforceable obligation of the Successor Agency. Budget provides for 25% of his time.	
Management Assistant	35,000	Assists in preparation of the Successor Agency staff reports to the Oversight Board, handles issues related to the LRPMP and serves as the main liasion between the Oversight Board and the Successor Agency. Budget provides for 25% of her time.	
LEGAL	180,000	Outstanding unfunded pension obligation lawsuit and general counsel services.	
CITY OVERHEAD CHARGES	50,000	Charges from Human Resources, City Clerk, City Manager's Office, and Finance.	
RENTS/OFFICE EQUIPMENT/SUPPLIES	40,000		
CAFR AUDIT FEES	10,000		
DOCUMENT OFFSITE STORAGE	5,000		
LOAN SERVICING FEES	1,000		
SHIPPING/MAILING	1,000		
ADMINISTRATIVE COSTS - WESTGATE PROJECT	10,000		
TOTAL BUDGET	\$ 637,000		
ADMINISTRATIVE ALLOWANCE	964,535	Successor Agency's allowance increased due to 2019/20 ROPS authorization of lawsuit judgement.	
(OVER)/UNDER ADMINISTRATIVE ALLOWANCE	327,535		

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

Successor Agency:

Anaheim

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):	\$ 152,000	\$ 152,000	\$ 304,000
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	152,000	152,000	304,000
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 17,025,218	\$ 15,922,203	\$ 32,947,421
F	RPTTF	16,723,560	15,620,545	32,344,105
G	Administrative RPTTF	301,658	301,658	603,316
H	Current Period Enforceable Obligations (A+E):	\$ 17,177,218	\$ 16,074,203	\$ 33,251,421

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

Anaheim 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			
																19-20A Total	19-20B (January - June)						19-20B Total			
																	Fund Sources									
																	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF					
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	Refund	ROPS 19-20 Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	19-20A Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	19-20B Total				
								\$ 290,624,892		\$ 33,251,421	\$ -	\$ -	\$ -	\$ 16,723,560	\$ -	\$ 301,658	\$ 17,177,218	\$ -	\$ -	\$ 162,000	\$ 16,620,545	\$ -	\$ 16,074,203			
50	Tax Allocation Refunding Bonds	Bonds Issued On or Before	12/1/2007	2/1/2031	U.S. Bank	DEBT: Debt service on Series B & D	Merged	81,605,613	N	\$ 5,635,316				5,635,316		\$ 5,635,316							\$ -			
54	Fiscal agent/arbitrage svcs	Fees	2/25/2010	2/1/2031	Per Bond Docs	DEBT: Fiscal agent/arbitrage services	Merged	540,000	N	\$ 20,000				10,000		\$ 10,000							\$ 10,000			
56	HUD 108 Loan-Capital Projects	CDBG/HUD Repayment to City/County	2/25/2010	8/1/2030	The Bank of NY Mellon	DEBT: Packing House Restoration	Merged	5,441,212	N	\$ 514,265				432,819		\$ 432,819							\$ 81,446			
58	HUD 108 Loan-Westgate	CDBG/HUD Repayment to City/County	8/7/2003	8/1/2023	The Bank of NY Mellon	DEBT: Anaheim Westgate Project	Merged	4,858,520	N	\$ 1,008,149				907,676		\$ 907,676							\$ 100,473			
63	External Project Costs	Professional Services	8/7/2003	2/1/2031	Consultants/Other	DEBT: Services/Hard & Soft Costs/Fees	Merged	521,000	N	\$ 20,000				3,000		\$ 3,000							\$ 17,000			
64	Plaza Redev. Project Area	OPA/DDA/Construction	6/4/2000	6/30/2020	Anaheim Place Partners	CONTRACTS: Per agreement (Brutoc)	Merged	20,000	N	\$ 20,000				20,000		\$ 20,000							\$ -			
66	River Valley Redev. Proj. Area	OPA/DDA/Construction	6/30/1987	11/29/2041	Savi Ranch Valley Intg. Co	CONTRACTS: Note Payable	Merged	3,708,716	N	\$ 465,124				465,124		\$ 465,124							\$ -			
68	Anaheim Westgate Center Proj.	Miscellaneous	2/1/2003	2/1/2058	Loan Pham	CONTRACTS: Ground lease agreement	Merged	6,277,789	N	\$ 103,952						\$ -							\$ 103,952			
70	8.9-acre SuCal Edison	Miscellaneous	4/30/2001	2/28/2043	Katella Operating Property II, LLC	CONTRACTS: Sublease/sublicense assessment agr.	Merged	16,162,971	N	\$ 538,280				269,140		\$ 269,140							\$ 269,140			
71	Shoe City lease	Miscellaneous	6/1/2003	6/30/2058	Leedy Ying Trust	CONTRACTS: Lease	Merged	1,793,789	N	\$ 36,804				18,402		\$ 18,402							\$ 18,402			
75	External Project Costs	Professional Services	7/1/2010	6/30/2058	Consultants/Other	CONTRACTS: Services/Hard & Soft Costs/Fees	Merged	520,000	N	\$ 4,000				2,000		\$ 2,000							\$ 2,000			
103	External Project Costs	Professional Services	3/12/2008	6/30/2017	Consultants/Other	WESTGATE: Services/Hard & Soft Costs/Fees	Merged		N	\$ -						\$ -							\$ -			
114	Avon Dakota Revitalization	Miscellaneous	6/1/2010	12/31/2075	Related	AVON DAKOTA: Property acquisition & development	Merged	7,580,400	N	\$ 2,300,000						\$ -							\$ 2,300,000			
115	Avon Dakota Revitalization	Miscellaneous	6/1/2010	12/31/2075	TBD	AVON DAKOTA: Relocation Costs	Merged	1,650,000	N	\$ 500,000						\$ -							\$ 500,000			
116	Project Management	Project Management Costs	6/1/2010	6/30/2020	Staff	AVON DAKOTA: Project Support	Merged	495,000	N	\$ 150,000						\$ -							\$ 150,000			
117	External Project Costs	Professional Services	6/1/2010	6/30/2020	Consultants/Other	AVON DAKOTA: Services/Hard & Soft Costs/Fees	Merged	39,600	N	\$ 12,000						\$ -							\$ 12,000			
135	Administrative Cost Allowance	Admin Costs	1/1/2014	12/31/1941	City of Anaheim	ADMIN: Pursuant to AB26 (3% of RPTTF)	Merged	603,316	N	\$ 603,316						\$ 301,658							\$ 301,658			
137	Coop. Agr. - Reimb. of Costs	Unfunded Liabilities	2/1/2012	12/31/2049	City of Anaheim	ADMIN: Ongoing pension obligation	Merged		N	\$ -						\$ -							\$ -			
150	Plaza Redev. Project Area (Previous ROPS Line 65)	OPA/DDA/Construction	12/15/1992	6/30/2027	Kimco Realty Corp.	Contracts: Owner Participation Agreement	Merged	2,037,835	N	\$ 872,448				872,448		\$ 872,448							\$ -			
151	Westgate Remediation (Previous ROPS Line 100)	Remediation	3/12/2008	12/31/2044	Various	Westgate: Settlement Agreement/Reimbursement	Merged	17,237,874	N	\$ 370,000				185,000		\$ 185,000							\$ 185,000			
180	Cooperation Loan Agreement - 34173(n) - Retroactive Payments (Previous ROPS Line 153)	City/County Loans After 6/27/11	2/5/2013	12/31/2018	City of Anaheim	PACKING DISTRICT: Loan of funds for Alley/Parking Lots - Retroactive Payments	Merged	884,429	N	\$ 884,429				884,429		\$ 884,429							\$ -			
183	Tax Allocation Refunding Bonds (Previous ROPS Line 51)	Reserves	12/1/2007	2/1/2031	U.S. Bank	DEBT: Reserve Account	Merged		Y	\$ -						\$ -							\$ -			
184	2010 Taxable Recovery Zone Bonds (Previous ROPS Line 53)	Reserves	10/13/2010	2/1/2031	U.S. Bank	DEBT: Reserve Account	Merged		Y	\$ -						\$ -							\$ -			
185	Administrative Cost Allowance to Housing Successor Per AB 471 (Previous ROPS Line 156)	Housing Entity Admin Cost	7/1/2014	6/30/2019	Anaheim Housing Authority	Legally Enacted Administrative Allowance of RPTTF to Housing Successor	Merged		N	\$ -						\$ -							\$ -			
186	Administrative Cost Allowance to Housing Successor Per AB 471 (Retroactive Disallowed Allowance) - Previous ROPS Line 156	Housing Entity Admin Cost	7/1/2014	6/30/2019	Anaheim Housing Authority	Legally Enacted Administrative Allowance of RPTTF to Housing Successor	Merged		N	\$ -						\$ -							\$ -			
187	Domain Project Area Remediation	Remediation	6/22/2012	6/30/2020	Various	EPA Revolving Loan Funds to Use for Allowable Fund Remediation Expenses	Merged	304,000	N	\$ 304,000			152,000			\$ 152,000			152,000				\$ 152,000			
191	Insurance for Westgate LandFill (Related to Line 151)	Remediation	7/1/2017	6/30/2028	Beazley ENVRO CPL Insurance	Westgate: Settlement Agreement/Reimbursement	Merged	0	N	\$ -						\$ -							\$ -			
192	Overreported "Other Funds" From Cash Balance Form	Miscellaneous	1/1/2015	12/31/2017	City of Anaheim	Reimburse Agency for Overstated Cash Reported on ROPS 15-16A Cash Balance Form	Merged		N	\$ -						\$ -							\$ -			
193	2018 Refunding Bonds Series A	Bonds Issued On or Before 12/31/10	1/4/2018	2/1/2031	U.S. Bank	DEBT: Debt service on Refunded 2007 Tax Allocation Bonds Series A & C	Merged	148,729,500	N	\$ 9,762,750				2,686,375		\$ 2,686,375							\$ 7,076,375			
194	2018 Refunding Bonds Series B	Bonds Issued On or Before 12/31/10	1/4/2018	2/1/2020	U.S. Bank	DEBT: Debt service on Refunded 2010 Economic Recovery Zone Bonds	Merged	276,480	N	\$ 276,480				3,240		\$ 3,240							\$ 273,240			
195	Westgate Remediation - Water Control Board	Remediation	7/27/2017	12/31/2044	Santa Ana Regional Water Quality Control Board	Westgate: Settlement Agreement/Reimbursement	Merged	513,000	N	\$ 26,250				13,125		\$ 13,125							\$ 13,125			
196	Avon Dakota Revitalization - Retroactive for Line 114	Miscellaneous	6/1/2010	12/31/2075	Related	AVON DAKOTA: Property Acquisition and Development - Retroactive	Merged	7,419,600	N	\$ 7,419,600				3,709,800		\$ 3,709,800							\$ 3,709,800			
197	Avon Dakota Revitalization - Retroactive for Line 115	Miscellaneous	6/10/2010	12/31/2075	TBD	Avon Dakota Relocation Costs - Retroactive	Merged	588,096	N	\$ 588,096				294,048		\$ 294,048							\$ 294,048			
198	Avon Dakota Revitalization - Retroactive for Line 117	Miscellaneous	6/10/2010	12/31/2075	Consultants/Other	Avon Dakota: Services/Hard and Soft Costs/Fees	Merged	623,236	N	\$ 623,236				311,618		\$ 311,618							\$ 311,618			
199	Legal Expenses	Legal	7/1/2013	6/30/2018	Rutan & Tucker	Avon Dakota Revitalization and Cooperation/Loan Agreement for Packing District Alleyway/Parking Lots	Merged	192,926	N	\$ 192,926						\$ -							\$ 192,926			
200									N	\$ -						\$ -							\$ -			
201									N	\$ -						\$ -							\$ -			
202									N	\$ -						\$ -							\$ -			
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229									N	\$ -						\$ -							\$ -			
230									N	\$ -						\$ -							\$ -			
231									N	\$ -						\$ -							\$ -			
232									N	\$ -						\$ -							\$ -			

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

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					Comments
		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	23,211,013	0	156,112	(1,568,995)	4,237,515	Balances carryforward from lines 4-6 of prior fiscal year (ended 6/30/2016) cash balance form. Combined total is \$26,035,645.
2	Revenue/Income (Actual 06/30/17) RPTTF amount should tie to the ROPS 16-17 total distribution from the County Auditor-Controller	2,265,968	0	0	977,153	22,268,906	
3	Expenditures for ROPS 16-17 Enforceable Obligations (Actual 06/30/17)	3,483,160	0	156,112	2,848,406	21,800,632	\$2,194,158 (add'l reserves) shown as expenditures under RPTTF (Cell G3) and revenue/income under Bond Proceeds (Cell C2) Prior to 12/31/2010.
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)	21,993,821	0	0	754,507	0	
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				468,274	
6	Ending Actual Available Cash Balance (06/30/17) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)	\$ 0	\$ 0	\$ 0	\$ (4,194,755)	\$ 4,237,515	

Anaheim Recognized Obligation Payment Schedule (ROPS 19-20) - Notes July 1, 2019 through June 30, 2020

[illegible]



**DEPARTMENT OF
FINANCE**
OFFICE OF THE DIRECTOR

GAVIN NEWSOM • GOVERNOR
STATE CAPITOL ■ ROOM 1145 ■ SACRAMENTO CA ■ 95814-4998 ■ [WWW.DOF.CA.GOV](http://www.dof.ca.gov)

April 15, 2019

Ms. Stacey Shokri, Finance Manager
City of Anaheim
201 South Anaheim Boulevard, Suite 1003
Anaheim, CA 92805

Dear Ms. Shokri:

Subject: 2019-20 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of Anaheim Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2019 through June 30, 2020 (ROPS 19-20) to the California Department of Finance (Finance) on January 31, 2019. Finance has completed its review of the ROPS 19-20.

Based on a sample of line items reviewed and application of the law, Finance made the following determination:

Item No.199 – Legal Expenses totaling \$192,926 are not necessary. The Agency has stated it is withdrawing its request for the City's reimbursement of legal expenses related to the Judgment and Peremptory Writ of Mandate. Therefore, Finance is reducing the amount requested in Redevelopment Property Tax Trust Fund (RPTTF) from \$192,926 to zero.

Pursuant to HSC section 34186, successor agencies are required to report differences between actual payments and past estimated obligations. Reported differences in RPTTF are used to offset current RPTTF distributions. The amount of RPTTF approved in the table on Page 3 includes the prior period adjustment resulting from the County Auditor-Controller's review of the prior period adjustment form submitted by the Agency.

Except for the items adjusted, Finance is not objecting to the remaining items listed on the ROPS 19-20. If the Agency disagrees with our determination with respect to any items on the ROPS 19-20, except items that are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

[http://dof.ca.gov/Programs/Redevelopment/Meet And Confer/](http://dof.ca.gov/Programs/Redevelopment/Meet_And_Confer/)

The Agency's maximum approved RPTTF distribution for the reporting period is \$32,286,221 as summarized in the Approved RPTTF Distribution table on Page 3 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1 through December 31 period (ROPS A period), and one distribution for the January 1 through June 30 period (ROPS B period) based on Finance approved amounts. Since this determination is for the entire ROPS 19-20 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 19-20. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be denied until the matter is resolved.

The ROPS 19-20 form submitted by the Agency and this determination letter will be posted on our website:

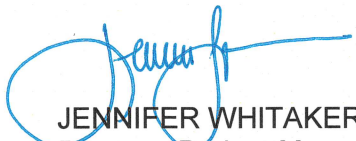
<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 19-20 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

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

Sincerely,



JENNIFER WHITAKER
Program Budget Manager

cc: Mr. John Woodhead, Executive Director, City of Anaheim
Mr. Israel M. Guevara, Administrative Manager, Property Tax Section, Orange County

Attachment

Approved RPTTF Distribution For the period of July 1, 2019 through June 30, 2020			
	ROPS A Period	ROPS B Period	ROPS 19-20 Total
RPTTF Requested	\$ 16,723,560	\$ 15,620,545	\$ 32,344,105
Administrative RPTTF Requested	301,658	301,658	603,316
Total RPTTF Requested	17,025,218	15,922,203	32,947,421
RPTTF Requested	16,723,560	15,620,545	32,344,105
<u>Adjustment</u>			
Item No. 199	0	(192,926)	(192,926)
RPTTF Authorized	16,723,560	15,427,619	32,151,179
Administrative RPTTF Authorized	301,658	301,658	603,316
Total RPTTF Authorized for Obligations	17,025,218	15,729,277	32,754,495
Prior Period Adjustment	(468,274)	0	(468,274)
Total RPTTF Approved for Distribution	\$ 16,556,944	\$ 15,729,277	\$ 32,286,221

Recognized Obligation Payment Schedule (ROPS 18-19) - Summary
Filed for the July 1, 2018 through June 30, 2019 Period

Successor Agency: Anaheim
County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		18-19A Total (July - December)	18-19B Total (January - June)	ROPS 18-19 Total
A	Enforceable Obligations Funded as Follows (B+C+D):	\$ 150,000	\$ 150,000	\$ 300,000
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	150,000	150,000	300,000
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 12,427,921	\$ 8,399,511	\$ 20,827,432
F	RPTTF	12,069,462	8,041,052	20,110,514
G	Administrative RPTTF	358,459	358,459	716,918
H	Current Period Enforceable Obligations (A+E):	\$ 12,577,921	\$ 8,549,511	\$ 21,127,432

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

Anaheim Recognized Obligation Payment Schedule (ROPS 18-19) - ROPS Detail																								
July 1, 2018 through June 30, 2019																								
(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 18-19 Total	18-19A (July - December)					18-19A Total	18-19B (January - June)					18-19B Total		
											Fund Sources						Fund Sources							
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF			
								\$ 292,072,028		\$ 21,127,432	\$ -	\$ -	\$ 150,000	\$ 12,069,462	\$ 358,459	\$ 12,577,921	\$ -	\$ -	\$ 150,000	\$ 8,041,052	\$ 358,459	\$ 8,549,511		
50	Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	12/1/2007	2/1/2031	U.S. Bank	DEBT: Debt service on Series B & D	Merged	67,240,168	N	\$ 5,634,556				5,634,556		\$ 5,634,556						\$ -		
52	2010 Taxable Recovery Zone Bonds	Bonds Issued On or Before 12/31/10	10/13/2010	2/1/2031	U.S. Bank	DEBT: Debt service on Bonds	Merged		Y	\$ -						\$ -						\$ -		
54	Fiscal agent/arbitrage svcs	Fees	2/25/2010	2/1/2031	Per Bond Docs	DEBT: Fiscal agent/arbitrage services	Merged	560,000	N	\$ 20,000				10,000		\$ 10,000				10,000		\$ 10,000		
56	HUD 108 Loan-Capital Projects	CDBG/HUD Repayment to City/County	2/25/2010	8/1/2030	The Bank of NY Mellon	DEBT: Packing House Restoration	Merged	5,962,707	N	\$ 521,495				434,345		\$ 434,345				87,150		\$ 87,150		
58	HUD 108 Loan-Westgate	CDBG/HUD Repayment to City/County	8/7/2003	8/1/2023	The Bank of NY Mellon	DEBT: Anaheim Westgate Project	Merged	5,854,214	N	\$ 995,694				873,018		\$ 873,018				122,676		\$ 122,676		
63	External Project Costs	Professional Services	8/7/2003	2/1/2031	Consultants/Other	DEBT: Services/Hard & Soft Costs/Fees	Merged	536,000	N	\$ 15,000				3,000		\$ 3,000				12,000		\$ 12,000		
64	Plaza Redev. Project Area	OPA/DDA/Construction	6/4/2000	6/30/2020	Anaheim Place Partners	CONTRACTS: Per agreement (Brutoco)	Merged	40,000	N	\$ 20,000				20,000		\$ 20,000						\$ -		
66	River Valley Redev. Proj. Area	OPA/DDA/Construction	6/30/1987	11/29/2018	Savi Ranch Valley Irrig. Co.	CONTRACTS: Note Payable	Merged	4,027,729	N	\$ 471,140				471,140		\$ 471,140						\$ -		
68	Anaheim Westgate Center Proj.	Miscellaneous	2/1/2003	2/1/2058	Loan Pham	CONTRACTS: Ground lease agreement	Merged	6,381,740	N	\$ 103,952						\$ -				103,952		\$ 103,952		
70	8.9-acre SoCal Edison	Miscellaneous	4/30/2001	2/28/2043	Katella Operating Property II, LLC	CONTRACTS: Sublease/sublicense easement agr.	Merged	16,701,249	N	\$ 538,280				269,140		\$ 269,140				269,140		\$ 269,140		
71	Shoe City lease	Miscellaneous	6/1/2003	6/30/2058	Leedy Ying Trust	CONTRACTS: Lease	Merged	1,830,593	N	\$ 36,804				18,402		\$ 18,402				18,402		\$ 18,402		
75	External Project Costs	Professional Services	7/1/2010	6/30/2058	Consultants/Other	CONTRACTS: Services/Hard & Soft Costs/Fees	Merged	540,000	N	\$ 20,000				10,000		\$ 10,000				10,000		\$ 10,000		
103	External Project Costs	Professional Services	3/12/2008	6/30/2017	Consultants/Other	WESTGATE: Services/Hard & Soft Costs/Fees	Merged		N															
114	Avon Dakota Revitalization	Miscellaneous	6/1/2010	12/31/2075	Related	AVON DAKOTA: Property acquisition & development	Merged		N															
115	Avon Dakota Revitalization	Miscellaneous	6/1/2010	12/31/2075	TBD	AVON DAKOTA: Relocation Costs	Merged		N															
116	Project Management	Project Management Costs	6/1/2010	6/30/2020	Staff	AVON DAKOTA: Project Support	Merged		N															
117	External Project Costs	Professional Services	6/1/2010	6/30/2020	Consultants/Other	AVON DAKOTA: Services/Hard & Soft Costs/Fees	Merged		N															
135	Administrative Cost Allowance	Admin Costs	1/1/2014	6/30/2016	City of Anaheim	ADMIN: Pursuant to AB26 (3% of RPTTF)	Merged	716,918	N	\$ 716,918					358,459	\$ 358,459					358,459	\$ 358,459		
137	Coop. Agr. - Reimb of Costs	Unfunded Liabilities	2/1/2012	12/21/2049	City of Anaheim	ADMIN: Ongoing pension obligation	Merged		N															
150	Plaza Redev. Project Area (Previous ROPS Line 65)	OPA/DDA/Construction	12/15/1992	6/30/2027	Kimco Realty Corp.	Contracts: Owner Participation Agreement	Merged	2,684,623	N	\$ 646,788				646,788		\$ 646,788						\$ -		
151	Westgate Remediation (Previous ROPS Line 100)	Remediation	3/12/2008	12/31/2044	Various	Westgate: Settlement Agreement/Reimbursement	Merged	17,520,537	N	\$ 340,000				170,000		\$ 170,000				170,000		\$ 170,000		
180	Cooperation /Loan Agreement - 34173(h) - Retroactive Payments (Previous ROPS Line 153)	City/County Loans After 6/27/11	2/5/2013	6/30/2016	City of Anaheim	PACKING DISTRICT: Loan of funds for Alley/Parking Lots - Retroactive Payments	Merged	884,429	N	\$ 884,429														
183	Tax Allocation Refunding Bonds (Previous ROPS Line 51)	Reserves	12/1/2007	2/1/2031	U.S. Bank	DEBT: Reserve Account	Merged		N	\$ -						\$ -						\$ -		
184	2010 Taxable Recovery Zone Bonds (Previous ROPS Line 53)	Reserves	10/13/2010	2/1/2031	U.S. Bank	DEBT: Reserve Account	Merged		N	\$ -						\$ -						\$ -		
185	Administrative Cost Allowance to Housing Successor Per AB 471 (Previous ROPS Line 156)	Housing Entity Admin Cost	7/1/2014	6/30/2019	Anaheim Housing Authority	Legally Enacted Administrative Allowance of RPTTF to Housing Successor	Merged		N															
186	Administrative Cost Allowance to Housing Succesor Per AB 471 (Retroactive Disallowed Allowance) - Previous ROPS Line 156	Housing Entity Admin Cost	7/1/2014	6/30/2019	Anaheim Housing Authority	Legally Enacted Administrative Allowance of RPTTF to Housing Successor	Merged		N															
187	Domain Project Area Remediation	Remediation	6/22/2012	6/30/2020	Various	EPA Revolving Loan Funds to Use for Allowable Fund Remediation Expenses	Merged	300,000	N	\$ 300,000			150,000			\$ 150,000			150,000			\$ 150,000		
191	Insurance for Westgate LandFill (Related to Line 151)	Remediation	7/1/2017	7/1/2019	Beazley ENVIRO CPL Insurance	Westgate: Settlement Agreement/Reimbursement		675,369	N	\$ 650,033				650,033		\$ 650,033						\$ -		
192	Overreported "Other Funds" From Cash Balance Form	Miscellaneous	1/1/2015	12/31/2017	City of Anaheim	Reimburse Agency for Overstated Cash Reported on ROPS 15-16A Cash Balance Form			N															
193	2018 Refunding Bonds Series A	Bonds Issued On or Before 12/31/10	1/4/2018	2/1/2031	U.S. Bank	DEBT: Debt service on Refunded 2007 Tax Allocation Bonds Series A & C	Merged	154,191,796	N	\$ 5,462,296				2,775,921		\$ 2,775,921				2,686,375		\$ 2,686,375		
194	2018 Refunding Bonds Series B	Bonds Issued On or Before 12/31/10	1/4/2018	2/1/2031	U.S. Bank	DEBT: Debt service on Refunded 2010 Economic Recovery Zone Bonds	Merged	4,853,956	N	\$ 4,577,476				54,619		\$ 54,619				4,522,857		\$ 4,522,857		
195	Westgate Remediation - Water Control Board	Remediation	7/27/2017	12/31/2044	Santa Ana Regional Water Quality Control Board	Westgate: Settlement Agreement/Reimbursement	Merged	570,000	N	\$ 57,000				28,500		\$ 28,500				28,500		\$ 28,500		
196									N	\$ -						\$ -						\$ -		
197									N	\$ -						\$ -						\$ -		
198									N	\$ -						\$ -						\$ -		
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222									N	\$ -						\$ -						\$ -		

Anaheim Recognized Obligation Payment Schedule (ROPS 18-19) - ROPS Detail																						
July 1, 2018 through June 30, 2019																						
(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 18-19 Total	18-19A (July - December)					18-19A Total	18-19B (January - June)					18-19B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
223									N	\$ -						\$ -						\$ -
224									N	\$ -						\$ -						\$ -
225									N	\$ -						\$ -						\$ -
226									N	\$ -						\$ -						\$ -
227									N	\$ -						\$ -						\$ -
228									N	\$ -						\$ -						\$ -
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242									N	\$ -						\$ -						\$ -
243									N	\$ -						\$ -						\$ -
244									N	\$ -						\$ -						\$ -

Anaheim Recognized Obligation Payment Schedule (ROPS 18-19) - Report of Cash Balances
July 1, 2015 through June 30, 2016
(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 [INSERT URL LINK TO CASH BALANCE TIPS SHEET]								
A	B	C	D	E	F	G	H	I
	Cash Balance Information for ROPS 15-16 Actuals (07/01/15 - 06/30/16)	Fund Sources						Comments
		Bond Proceeds		Reserve Balance		Other	RPTTF	
		Bonds issued on or before 12/31/10	Bonds issued on or after 01/01/11	Prior ROPS period balances and DDR RPTTF balances retained	Prior ROPS RPTTF distributed as reserve for future period(s)	Rent, grants, interest, etc.	Non-Admin and Admin	
1	Beginning Available Cash Balance (Actual 07/01/15)	23,220,106		4,881,688		3,441,932	4,129,030	Sum: \$35,672,756. Cell H1 = Total of ROPS15-16A PPA (\$2,028,565) and ROPS 15-16B PPA (\$2,100,465).
2	Revenue/Income (Actual 06/30/16) RPTTF amounts should tie to the ROPS 15-16 total distribution from the County Auditor-Controller during June 2015 and January 2016.	41,001				2,543,721	23,183,284	Sum: \$25,768,006.
3	Expenditures for ROPS 15-16 Enforceable Obligations (Actual 06/30/16)	50,094		4,725,576		7,554,648	23,074,799	Sum: \$35,405,117
4	Retention of Available Cash Balance (Actual 06/30/16) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)	19,729,005				481,707		Sum: \$20,210,712
5	ROPS 15-16 RPTTF Balances Remaining	No entry required					108,485	
6	Ending Actual Available Cash Balance (06/30/16) C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 - 5)	\$ 3,482,008	\$ -	\$ 156,112	\$ -	\$ (2,050,702)	\$ 4,129,030	€ Combined lines 5 & 6: \$5,824,933 (agrees with Updated Net Position Detail Analysis [Audited CAFR 6/30/2016]).

Anaheim Recognized Obligation Payment Schedule (ROPS 18-19) - Notes July 1, 2018 through June 30, 2019

[illegible]

Recognized Obligation Payment Schedule (ROPS 18-19) - Summary
Filed for the July 1, 2018 through June 30, 2019 Period

Successor Agency:

Anaheim

County:

Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		18-19A Total (July - December)	18-19B Total (January - June)	ROPS 18-19 Total
A	Enforceable Obligations Funded as Follows (B+C+D):	\$ 150,000	\$ 150,000	\$ 300,000
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	150,000	150,000	300,000
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 12,427,921	\$ 8,399,511	\$ 20,827,432
F	RPTTF	12,069,462	8,041,052	20,110,514
G	Administrative RPTTF	358,459	358,459	716,918
H	Current Period Enforceable Obligations (A+E):	\$ 12,577,921	\$ 8,549,511	\$ 21,127,432

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.

NameTitle

/s/

SignatureDate

Anaheim Recognized Obligation Payment Schedule (ROPS 18-19) - ROPS Detail																								
July 1, 2018 through June 30, 2019																								
(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 18-19 Total	18-19A (July - December)					18-19A Total	18-19B (January - June)					18-19B Total		
											Fund Sources						Fund Sources							
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF			
								\$ 292,072,028		\$ 21,127,432	\$ -	\$ -	\$ 150,000	\$ 12,069,462	\$ 358,459	\$ 12,577,921	\$ -	\$ -	\$ 150,000	\$ 8,041,052	\$ 358,459	\$ 8,549,511		
50	Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	12/1/2007	2/1/2031	U.S. Bank	DEBT: Debt service on Series B & D	Merged	67,240,168	N	\$ 5,634,556				5,634,556		\$ 5,634,556						\$ -		
52	2010 Taxable Recovery Zone Bonds	Bonds Issued On or Before 12/31/10	10/13/2010	2/1/2031	U.S. Bank	DEBT: Debt service on Bonds	Merged		Y	\$ -						\$ -						\$ -		
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58	HUD 108 Loan-Westgate	CDBG/HUD Repayment to City/County	8/7/2003	8/1/2023	The Bank of NY Mellon	DEBT: Anaheim Westgate Project	Merged	5,854,214	N	\$ 995,694				873,018		\$ 873,018				122,676		\$ 122,676		
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66	River Valley Redev. Proj. Area	OPA/DDA/Construction	6/30/1987	11/29/2018	Savi Ranch Valley Irrig. Co.	CONTRACTS: Note Payable	Merged	4,027,729	N	\$ 471,140				471,140		\$ 471,140						\$ -		
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70	8.9-acre SoCal Edison	Miscellaneous	4/30/2001	2/28/2043	Katella Operating Property II, LLC	CONTRACTS: Sublease/sublicense easement agr.	Merged	16,701,249	N	\$ 538,280				269,140		\$ 269,140				269,140		\$ 269,140		
71	Shoe City lease	Miscellaneous	6/1/2003	6/30/2058	Leedy Ying Trust	CONTRACTS: Lease	Merged	1,830,593	N	\$ 36,804				18,402		\$ 18,402				18,402		\$ 18,402		
75	External Project Costs	Professional Services	7/1/2010	6/30/2058	Consultants/Other	CONTRACTS: Services/Hard & Soft Costs/Fees	Merged	540,000	N	\$ 20,000				10,000		\$ 10,000				10,000		\$ 10,000		
103	External Project Costs	Professional Services	3/12/2008	6/30/2017	Consultants/Other	WESTGATE: Services/Hard & Soft Costs/Fees	Merged		N															
114	Avon Dakota Revitalization	Miscellaneous	6/1/2010	12/31/2075	Related	AVON DAKOTA: Property acquisition & development	Merged		N															
115	Avon Dakota Revitalization	Miscellaneous	6/1/2010	12/31/2075	TBD	AVON DAKOTA: Relocation Costs	Merged		N															
116	Project Management	Project Management Costs	6/1/2010	6/30/2020	Staff	AVON DAKOTA: Project Support	Merged		N															
117	External Project Costs	Professional Services	6/1/2010	6/30/2020	Consultants/Other	AVON DAKOTA: Services/Hard & Soft Costs/Fees	Merged		N															
135	Administrative Cost Allowance	Admin Costs	1/1/2014	6/30/2016	City of Anaheim	ADMIN: Pursuant to AB26 (3% of RPTTF)	Merged	716,918	N	\$ 716,918					358,459	\$ 358,459					358,459	\$ 358,459		
137	Coop. Agr. - Reimb of Costs	Unfunded Liabilities	2/1/2012	12/21/2049	City of Anaheim	ADMIN: Ongoing pension obligation	Merged		N															
150	Plaza Redev. Project Area (Previous ROPS Line 65)	OPA/DDA/Construction	12/15/1992	6/30/2027	Kimco Realty Corp.	Contracts: Owner Participation Agreement	Merged	2,684,623	N	\$ 646,788				646,788		\$ 646,788						\$ -		
151	Westgate Remediation (Previous ROPS Line 100)	Remediation	3/12/2008	12/31/2044	Various	Westgate: Settlement Agreement/Reimbursement	Merged	17,520,537	N	\$ 340,000				170,000		\$ 170,000				170,000		\$ 170,000		
180	Cooperation /Loan Agreement - 34173(h) - Retroactive Payments (Previous ROPS Line 153)	City/County Loans After 6/27/11	2/5/2013	6/30/2016	City of Anaheim	PACKING DISTRICT: Loan of funds for Alley/Parking Lots - Retroactive Payments	Merged	884,429	N	\$ 884,429														
183	Tax Allocation Refunding Bonds (Previous ROPS Line 51)	Reserves	12/1/2007	2/1/2031	U.S. Bank	DEBT: Reserve Account	Merged		N	\$ -						\$ -						\$ -		
184	2010 Taxable Recovery Zone Bonds (Previous ROPS Line 53)	Reserves	10/13/2010	2/1/2031	U.S. Bank	DEBT: Reserve Account	Merged		N	\$ -						\$ -						\$ -		
185	Administrative Cost Allowance to Housing Successor Per AB 471 (Previous ROPS Line 156)	Housing Entity Admin Cost	7/1/2014	6/30/2019	Anaheim Housing Authority	Legally Enacted Administrative Allowance of RPTTF to Housing Successor	Merged		N															
186	Administrative Cost Allowance to Housing Succesor Per AB 471 (Retroactive Disallowed Allowance) - Previous ROPS Line 156	Housing Entity Admin Cost	7/1/2014	6/30/2019	Anaheim Housing Authority	Legally Enacted Administrative Allowance of RPTTF to Housing Successor	Merged		N															
187	Domain Project Area Remediation	Remediation	6/22/2012	6/30/2020	Various	EPA Revolving Loan Funds to Use for Allowable Fund Remediation Expenses	Merged	300,000	N	\$ 300,000			150,000			\$ 150,000			150,000			\$ 150,000		
191	Insurance for Westgate LandFill (Related to Line 151)	Remediation	7/1/2017	7/1/2019	Beazley ENVIRO CPL Insurance	Westgate: Settlement Agreement/Reimbursement		675,369	N	\$ 650,033				650,033		\$ 650,033						\$ -		
192	Overreported "Other Funds" From Cash Balance Form	Miscellaneous	1/1/2015	12/31/2017	City of Anaheim	Reimburse Agency for Overstated Cash Reported on ROPS 15-16A Cash Balance Form			N															
193	2018 Refunding Bonds Series A	Bonds Issued On or Before 12/31/10	1/4/2018	2/1/2031	U.S. Bank	DEBT: Debt service on Refunded 2007 Tax Allocation Bonds Series A & C	Merged	154,191,796	N	\$ 5,462,296				2,775,921		\$ 2,775,921				2,686,375		\$ 2,686,375		
194	2018 Refunding Bonds Series B	Bonds Issued On or Before 12/31/10	1/4/2018	2/1/2031	U.S. Bank	DEBT: Debt service on Refunded 2010 Economic Recovery Zone Bonds	Merged	4,853,956	N	\$ 4,577,476				54,619		\$ 54,619				4,522,857		\$ 4,522,857		
195	Westgate Remediation - Water Control Board	Remediation	7/27/2017	12/31/2044	Santa Ana Regional Water Quality Control Board	Westgate: Settlement Agreement/Reimbursement	Merged	570,000	N	\$ 57,000				28,500		\$ 28,500				28,500		\$ 28,500		
196									N	\$ -						\$ -						\$ -		
197									N	\$ -						\$ -						\$ -		
198									N	\$ -						\$ -						\$ -		
199									N	\$ -						\$ -						\$ -		
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201									N	\$ -						\$ -						\$ -		
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220									N	\$ -						\$ -						\$ -		
221									N	\$ -						\$ -						\$ -		
222									N	\$ -						\$ -						\$ -		

Anaheim Recognized Obligation Payment Schedule (ROPS 18-19) - ROPS Detail																						
July 1, 2018 through June 30, 2019																						
(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 18-19 Total	18-19A (July - December)					18-19A Total	18-19B (January - June)					18-19B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
223									N	\$ -						\$ -						\$ -
224									N	\$ -						\$ -						\$ -
225									N	\$ -						\$ -						\$ -
226									N	\$ -						\$ -						\$ -
227									N	\$ -						\$ -						\$ -
228									N	\$ -						\$ -						\$ -
229									N	\$ -						\$ -						\$ -
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240									N	\$ -						\$ -						\$ -
241									N	\$ -						\$ -						\$ -
242									N	\$ -						\$ -						\$ -
243									N	\$ -						\$ -						\$ -
244									N	\$ -						\$ -						\$ -

Anaheim Recognized Obligation Payment Schedule (ROPS 18-19) - Report of Cash Balances
July 1, 2015 through June 30, 2016
(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 [\[INSERT URL LINK TO CASH BALANCE TIPS SHEET \]](#)

A	B	C	D	E	F	G	H	I
	Cash Balance Information for ROPS 15-16 Actuals (07/01/15 - 06/30/16)	Fund Sources						Comments
		Bond Proceeds		Reserve Balance		Other	RPTTF	
		Bonds issued on or before 12/31/10	Bonds issued on or after 01/01/11	Prior ROPS period balances and DDR RPTTF balances retained	Prior ROPS RPTTF distributed as reserve for future period(s)	Rent, grants, interest, etc.	Non-Admin and Admin	
1	Beginning Available Cash Balance (Actual 07/01/15)	23,220,106		4,881,688		3,441,932	4,129,030	Sum: \$35,672,756. Cell H1 = Total of ROPS15-16A PPA (\$2,028,565) and ROPS 15-16B PPA (\$2,100,465).
2	Revenue/Income (Actual 06/30/16) RPTTF amounts should tie to the ROPS 15-16 total distribution from the County Auditor-Controller during June 2015 and January 2016.	41,001				2,543,721	23,183,284	Sum: \$25,768,006.
3	Expenditures for ROPS 15-16 Enforceable Obligations (Actual 06/30/16)	50,094		4,725,576		7,554,648	23,074,799	Sum: \$35,405,117
4	Retention of Available Cash Balance (Actual 06/30/16) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)	19,729,005				481,707		Sum: \$20,210,712
5	ROPS 15-16 RPTTF Balances Remaining	No entry required					108,485	
6	Ending Actual Available Cash Balance (06/30/16) C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 - 5)	\$ 3,482,008	\$ -	\$ 156,112	\$ -	\$ (2,050,702)	\$ 4,129,030	€ Combined lines 5 & 6: \$5,824,933 (agrees with Updated Net Position Detail Analysis [Audited CAFR 6/30/2016]).

Anaheim Recognized Obligation Payment Schedule (ROPS 18-19) - Notes July 1, 2018 through June 30, 2019

[illegible]

RESOLUTION NO. 2012-105

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF ANAHEIM, ACTING AS THE SUCCESSOR AGENCY TO THE ANAHEIM REDEVELOPMENT AGENCY, AUTHORIZING AND DIRECTING THE EXECUTIVE DIRECTOR OF THE COMMUNITY DEVELOPMENT DEPARTMENT TO REPRESENT THE CITY, ACTING IN ITS CAPACITY AS THE SUCCESSOR AGENCY TO THE ANAHEIM REDEVELOPMENT AGENCY, IN MATTERS PERTAINING TO THE REDEVELOPMENT DISSOLUTION ACT, AS AMENDED.

WHEREAS, prior to February 1, 2012, the Anaheim Redevelopment Agency (herein referred to interchangeably as the "Agency" or the "dissolved Agency") was a community redevelopment agency duly organized and existing under the California Community Redevelopment Law (Health and Safety Code Sections 33000 *et seq.*), and was 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 Anaheim ("City"); and

WHEREAS, Assembly Bill x1 26, which was passed by the California State Legislature, approved by the Governor on June 28, 2011, and chaptered by the Secretary of State on June 29, 2011, added Parts 1.8 and 1.85 to Division 24 of the California Health & Safety Code, which laws caused the dissolution and wind down of all redevelopment agencies (herein referred to as the "Dissolution Act"); and

WHEREAS, on December 29, 2011, in the petition *California Redevelopment Association v. Matosantos*, the California Supreme Court upheld the Dissolution Act, which had the effect of dissolving all redevelopment agencies in California as of and on February 1, 2012; and

WHEREAS, as of, on and after February 1, 2012, the Agency became a dissolved community redevelopment agency pursuant to the Dissolution Act; and

WHEREAS, by Resolution No. 2012-001, considered and approved by the City Council at an open public meeting on January 10, 2012, the City Council elected to have the City serve as the "Successor Agency" to the dissolved Agency under the Dissolution Act, thereby assuming all authority, rights, powers, duties and obligations previously vested with the Agency under the California Community Redevelopment Law, effective upon dissolution of the Agency on February 1, 2012; and

WHEREAS, as of, on and after February 1, 2012, the City began to perform and will continue to perform its functions as and on behalf of the Successor Agency to the dissolved Agency under the Dissolution Act to administer the enforceable obligations of the Agency and

otherwise unwind the dissolved Agency's affairs, all subject to the review and approval by a seven-member "Oversight Board" formed thereunder; and

WHEREAS, as part of the Fiscal Year 2012-13 State budget package, on June 27, 2012, the California State Legislature passed, and the Governor signed, Assembly Bill 1484 (herein referred to as "AB 1484"), the primary purpose of which was to make technical and substantive amendments to the Dissolution Act based upon experience to-date at the state and local level in implementing the Dissolution Act. As a budget trailer bill, AB 1484 took immediate effect upon signature by the Governor; and

WHEREAS, the City, as Successor Agency to the dissolved Agency, is required to perform certain duties and obligations under the Dissolution Act, as amended by AB 1484, to administer the enforceable obligations of the dissolved Agency and otherwise unwind the dissolved Agency's affairs, including, but not limited to, the preparation and adoption of periodic Recognized Obligation Payment Schedules and other matters described in Sections 34177, 34179.5, 34179.6 and 34181 of the California Health and Safety Code, all subject to the review and approval by the Oversight Board of the Successor Agency to the dissolved Agency (herein referred to as the "Oversight Board"); and

WHEREAS, the City Council, serving as, and on behalf of, the Successor Agency to the dissolved Agency, desires to authorize the Executive Director of the Community Development Department (or his designee) (herein referred to as the "Executive Director") to take certain actions for and on behalf of the City, in its capacity as the Successor Agency to the dissolved Agency, in the manner hereinafter provided.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL, SERVING AS AND ON BEHALF OF THE SUCCESSOR AGENCY TO THE ANAHEIM REDEVELOPMENT AGENCY, AS FOLLOWS:

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

Section 2. Whenever reference is made in the Dissolution Act, as amended by AB 1484, and as the same may be amended from time to time (herein referred to collectively as the "Dissolution Act, as Amended"), to an action or approval to be undertaken by the Successor Agency, the Executive Director is authorized to act, subject to the approval of the Oversight Board and in compliance in all respects with the requirements of the Dissolution Act, as Amended, unless this Resolution or the Dissolution Act, as Amended, specifically provide otherwise or the context should otherwise require.

Section 3. Without the prior approval and authorization of both the City Council, serving as, and on behalf of, the Successor Agency in its capacity as the Successor Agency to the dissolved Agency, and the Oversight Board in accordance with the requirements of the Dissolution Act, as Amended, the Executive Director shall lack the authority to, and shall not, obligate or commit the City, acting in its capacity as the Successor Agency to the dissolved Agency, to any of the transactions described in subdivision (e) of Section 34177, subdivisions

(a), (b), (d), (e), (f), (h) and (i) of Section 34180, and subdivisions (a), (b), (d) and (e) of Section 34181 of the California Health and Safety Code.

Section 4. The Executive Director is further authorized and directed for and on behalf of the City, as Successor Agency to the dissolved Agency, to take any and all actions and execute and deliver any and all documents and instruments which he may deem necessary and advisable to effectuate the purposes of this Resolution and in compliance in all respects with the requirements of the Dissolution Act, as Amended.

Section 5. This Resolution shall be effective immediately upon adoption.

THE FOREGOING RESOLUTION IS APPROVED AND ADOPTED BY THE CITY COUNCIL OF THE CITY OF ANAHEIM, SERVING AS AND ON BEHALF OF THE SUCCESSOR AGENCY TO THE FORMER ANAHEIM REDEVELOPMENT AGENCY, THIS 21st DAY OF August, 2012, BY THE FOLLOWING ROLL CALL VOTE:

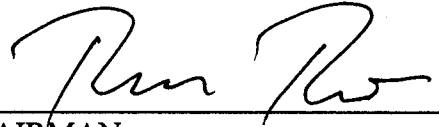
AYES: Mayor Tait, Council Members Sidhu, Galloway, Eastman and Murray

NOES: None

ABSENT: None

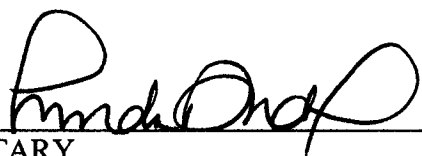
ABSTAIN: None

CITY OF ANAHEIM, AS THE
SUCCESSOR AGENCY TO THE
ANAHEIM REDEVELOPMENT
AGENCY



CHAIRMAN

ATTEST:



SECRETARY

91113

Orange Countywide Oversight Board

Date: 1/28/2020

Agenda Item No. 6B

From: Successor Agency to the Fullerton Redevelopment Agency

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

Recommended Action:

Approve resolution approving FY 2020-21 ROPS and Administrative Budget for the Fullerton Successor Agency

The Fullerton Successor Agency requests approval of the Recognized Obligation Payment Schedule (ROPS) and Administrative Budget for Fiscal Year 2020-21.

The Fullerton Successor Agency requests approval of the Resolution No. 20-XX (see Attachment 1) approving Recognized Obligation Payment Schedule (ROPS) and Administrative Budget for Fiscal Year 2020-21 (see Attachment 2).

Fullerton Recognized Obligation Payment Schedule (ROPS)

The purpose of the Recognized Obligation Payment Schedule (ROPS) is to identify the funds needed to carry out the dissolution process of the former Fullerton Redevelopment Agency, and to set forth the payment amounts and due dates for all existing financial obligations. ROPS shall be forward looking and prepared annually until all debt is repaid. Attached is the proposed ROPS 20-21 for the time period of July 1, 2020 through June 30, 2021. ROPS 20-21 must be submitted to the State Department of Finance (DOF) by February 1, 2019 for their review and approval.

Included in the ROPS 2020-21 are all of the enforceable obligations of the Fullerton Successor Agency requiring payments during Fiscal Year 2020-21. These obligations include annual bond debt service payments, leases, a purchase and sale agreement, ongoing programs, a stipulated judgment, and an administrative cost allowance.

More specifically, the Fullerton Successor Agency has the following three remaining bonds that are outstanding:

ROPS Item No.	Bond Name	Term Ends
4	2005 Tax Allocation Bonds	2027-28
6	2010 Taxable Tax Allocation Housing Bonds	2026-27
60	2015 Tax Allocation Refunding Bonds (refunded 1998 Revenue Bonds)	2024-25
49	Annual bank trustee fees for bonds	Until all bonds are paid

Item No. 4

The 2005 Tax Allocation Revenue Bonds were issued in 2005 in the amount of \$74,600,000 for the purpose of financing capital improvement projects in the project areas. The bonds are secured by property tax revenues derived from each project area. Repayment commenced on March 1, 2006 with interest rates ranging from 3.75% to 5.00%. The final maturity date is September 1, 2027. Interest and principal payments are due semiannually and annually, respectively. All 2005 bond proceeds have been expended. The funds were used to construct the Fullerton Community Center and Fullerton Library

Expansion projects. Other projects funded include a parking structure, street grade separation, public park projects, numerous street improvements and street light projects.

Item No. 6

The 2010 Tax Allocation Housing Bonds were issued in 2010 in the amount of \$28,980,000 for the purpose of financing low and moderate income housing in the City. The bonds are secured by property tax revenues derived from each project area. Repayment commenced on March 1, 2011 with interest rates ranging from 3.00% to 6.63%. The final maturity date is September 1, 2026. Interest and principal payments are due semiannually and annually, respectively. The bond proceeds have been used for six affordable housing development projects that created 252 affordable units.

Item No. 60

The 2015 Tax Allocation Refunding Bonds were issued in 2015 in the amount of \$11,975,000 for the purpose of prepaying a financing agreement entered into by the former redevelopment agency and to refund certain outstanding bonds issued by the 1998 Financing Agreement. The bonds are secured by property tax revenues derived from each project area. Repayment commenced on March 1, 2016 with interest rates ranging from 3.00% to 5.00%. The final maturity date is March 1, 2025. Interest and principal payments are due semiannually and annually, respectively.

Item No. 49

Annual bank trustee fees for bonds. Estimated fees for this time period are \$7,000.

In addition to the bonds debt service payments there are two property leases and a purchase and sale agreement:

ROPS Item No.	Lease Reference Name	Term Ends	Purpose
9	Fullerton Arboretum	December 3, 2020	Development and use of park premises and facilities
11	Miller Property Lease	August 1, 2024	Use of premises. Currently used for public parking
62	Miller Property Purchase	2024	Purchase and Sale agreement when lease expires

Item No. 9

The Fullerton Arboretum Authority Agreement was entered into on March 24, 1976 between the Fullerton Redevelopment Agency and the Trustees of California State University and Colleges. The purpose of the agreement is for the development (acquisition and construction), maintenance and operation of public facilities at the arboretum and botanical gardens. The term of the agreement ends on December 3, 2020. Please note that the obligation for this item expires in December 2020; therefore, the request for this year is half the estimated annual payment.

Item No. 11

The Miller Property Lease Agreement (127 West Chapman Avenue, Fullerton, California) was entered into on July 6, 2004 between Ronald F. Miller, Ronald F. Miller Family Trust, and the Fullerton Redevelopment Agency. The purpose of the lease agreement is lease the premises for public parking. The lease expires on July 31, 2024.

Item No. 62

The Miller property purchase Agreement for Sale and Purchase of Real Estate (127 West Chapman Avenue, Fullerton, California) between Ronald F. Miller, Ronald F. Miller Family Trust, (Seller) and the

Fullerton Redevelopment Agency (Buyer) was entered on July 6, 2004. The agreement provides for the purchase of the property when the lease expires.

Other ROPS items include the following:

ROPS Item No.	Description	Term	Purpose
24	Commercial Seismic and Rehabilitation Loan	Annual until loans are paid off	There are over 50 commercial seismic and rehabilitation loans that require billing, payment processing and monitoring.
27	Administrative Cost Allowance	Annual until dissolution is complete	Allowed annual administrative cost for successor agency operations

Item No. 24

The former redevelopment agency issues several types of loans including seismic loans, commercial tenant rehabilitation loans, and a school expansion loan. There are currently over 50 of these loans that require billing, payment processing and monthly monitoring.

Item No. 27

The administrative budget amount being requested is \$344,679 for FY 2020-21 calculated per the Department of Finance guidelines. If approved, this amount will be allocated to staff salaries, and operations costs including supplies, postage, printing, legal and professional contractual services. A detailed description for this request is provided below.

With regards to previously denied ROPS Items: 19, 20, 23, 25, 28, and 30, staff has deleted Items 19, 20 and 30. However staff continues to include Items 23, 25, and 28 these per our legal counsel's advice, due to recent settled and pending litigation. The outcome of the litigation may cause the State Department of Finance to change their determination to continue to deny these items in the future. Below is a list of the previously denied items.

ROPS Item No.	Description	Purpose
23	Affordable Housing Project Monitoring	Annually inspect and monitor 17 affordable housing projects with long term covenants.
25	Stipulated Judgement	Enforce requirements placed on development of affordable housing units
28	Affordable Housing Project Administration and Reporting	Administer over 50 down payment assistance loans and two home ownership projects with 45 affordable housing agreements, and prepare required annual reports to State and Federal agencies.

Item No. 23

Since 1992, the agency entered into development agreements for the construction of 17 affordable housing projects. Per the agreements, in order to ensure the affordability covenants are enforced, it is necessary for staff to conduct annual monitoring and inspections of each unit. Subsequent to inspections,

staff is required to prepare reports to submit to property owners, and the Department of Housing and Community Development. Most of the covenants continue for 55 years and some as long as 98 years.

Item No. 25

A Stipulated Judgement (*Ivens et al. v. City of Fullerton et al.* Case No 670579 (Orange County)) was entered into on July 20, 1992 requiring that for every unit assisted that services families with incomes exceeding 50% of the median, the agency must provide one that service families below 50% of median. There is no specific financial obligation for this item and the agency no longer receives low and moderate income housing funds after the dissolution of the redevelopment agencies. In July 2012, the agency received a letter from the Western Center on Law & Poverty requesting that the stipulated judgement be included in the ROPS.

Item No. 28

The agency issued over 69 down payment assistance loans, and 45 affordable ownership housing agreement that require staff to manage and prepare annual State and Federal reports. In addition, staff manages the preparation of appraisals, subordination agreements, and reviews refinancing documents when necessary.

Administrative Budget

On January 21, 2020, the Fullerton Successor Agency Board approved SA Resolution No 2020-01 approving ROPS 20-21 and administrative budget allowance for the period covering July 1, 2020 – June 30, 2021 (see Attachment 3).

The administrative budget amount being requested for FY 2020-21 is \$344,679 consistent with the calculated administrative budget allowance amount per the Department of Finance guidelines. If approved, this amount will be allocated to staff salaries, direct costs including supplies, postage, printing, legal and professional contractual services, and indirect costs including insurance, facility maintenance and repair, custodial, computer and software, and human resources support costs. Please note that indirect costs were calculated at 1% or less of total costs.

The City Council recently approved reorganizing and modifying staff assignments in order to prioritize completion of Successor Agency wind-down efforts. The hours of staff time is estimated for personnel that work on activities for the successor agency dissolution such as making monthly, quarterly, and yearly payments on enforceable obligations including bond debt service, leases, and rents. Accounting for payments received on loans and notes. Other tasks involved are budget preparation and monitoring, preparation of annual Recognized Obligation Payment Schedules (ROPS), annual Prior Period Adjustment (PPA) reports, financial reconciliation and audits as well as various planning, development and real property related project management including consultant and attorney time for implementing the Long Range Property Management Plan (LRPMP) and future disposition of the remaining five properties/assets. In addition, city clerk staff are needed for items that are presented to the Successor Agency Board and uploaded to the City's website. Information technology staff is needed for computer and software support.

More specifically, the Fullerton Successor Agency has the following three remaining bond payment obligations that are outstanding and require bi-annual payment processing and annual reporting:

ROPS Item No.	Bond Name	Term Ends
4	2005 Tax Allocation Bonds	2027-28
6	2010 Taxable Tax Allocation Housing Bonds	2026-27
60	2015 Tax Allocation Refunding Bonds (refunded 1998 Revenue Bonds)	2024-25
49	Annual bank trustee fees for bonds	Until all bonds are paid

In addition to the bonds debt service payments there are two property leases and a purchase and sale agreement that require monthly and quarterly payment processing:

ROPS Item No.	Lease Reference Name	Term Ends	Purpose
9	Fullerton Arboretum	December 3, 2020	Development and use of park premises and facilities.
11	Miller Property Lease	August 1, 2024	Use of premises. Currently used for public parking.
62	Miller Property Purchase	2024	Purchase and Sale agreement when lease expires

Another task that requires staff time are the outstanding loans issued by the former redevelopment agency. There are over 50 commercial and seismic rehabilitation loans that staff has to bill monthly and process payments, issue delinquent notices, monitor and report on a quarterly basis. When the loans are going to be paid in full, a demand letter is prepared, final payment is processed and reconveyance of title for deeds need to be prepared, executed and recorded.

As mentioned, the Successor Agency together with the City continues to work on implementing the Long Range Property Management Plan (LRPMP). Specifically, there are five properties/assets that were designated for future economic development:

- Fox Block Theatre Complex – Disposition and Development Agreement (DDA) for the rehabilitation of the theatre and tea room. Staff is responsible for monitoring and enforcing the DDA and working with the foundation for the completion of the restoration of the structure. Over the course of the next year, the City will be working with the Fox Theater Foundation to expedite the rehabilitation as well as working with private developers on adjoining parcels for future development which will greatly benefit the overall Fox Block.
- Fox Block Peck Parking Structure – Owner Participation Agreement (OPA). Staff is working with a development team to construct a parking structure with ground floor commercial uses. This process will begin in earnest this budget year with expected start of entitlement, plan check, and eventual construction and inspection activities.
- Fox Block Public Parking Lot – Staff is working with a development team to incorporate this property with the parking structure and theatre project mentioned above.
- Amerige Court Site - Staff is reviewing the feasibility of future uses for this site. The Disposition and Development Agreement expired and the current site remains a public parking lot for surrounding businesses.

- Fullerton Transportation Center – This property consists of 14 assessor parcels developed with a train depot, parking lots and businesses. Staff, together with a developer and legal counsel are currently evaluating a development proposal which will start the entitlement process at the beginning of 2020. Due to the location of the development proposal, this project will involve significant staff time and additional staffing resources as reflected in the administrative budget.

As part of the LRPMP, the City was required to secure a compensation agreement from all public taxing entities that share in the property tax base prior to the disposition of the Successor Agency owned real properties if the property sale is for economic development purposes. Compensation Agreements have been secured from all taxing entities and state that for those properties sold for economic development purposes, the City shall remit all eligible net unrestricted proceeds to the Orange County Auditor-Controller's Office for distribution to the taxing entities. Accordingly, the City did not request any change to the standard distribution of pro rata share of property tax when these properties are sold.

Fullerton Successor Agency Action

On January 21, 2020, the Fullerton Successor Agency Board approved SA Resolution No 2020-01 approving ROPS 20-21 and administrative budget allowance for the period covering July 1, 2020 – June 30, 2021 (see Attachment 3).

Impact on Taxing Entities

The affected taxing entities will continue to receive the statutory pass-through payments as in previous years plus available property tax revenue due enforceable obligations being retired.

Staff Contact(s)

Fullerton Successor Agency staff contacts are as follows:

Kenneth A. Domer, City Manager
714-738-6310 or via e-mail at KDomer@cityoffullerton.com

Ramona Castaneda, Revenue Manager
714-738-6573 or via e-mail at Ramonac@cityoffullerton.com

Attachments

Attachment 1 – Orange Countywide Board Resolution No. 20-XX

Attachment 2 – Fullerton Successor Agency Recognized Obligation Payment Schedule 2020-21 and Administrative Budget Allowance

Attachment 3 – SA Resolution No 2020-01 approving ROPS 20-21 and administrative budget allowance for the period covering July 1, 2020 – June 30, 2021

Attachment 4 – Fullerton Successor Agency Recognized Obligation Payment Schedule and Administrative Budget Allowance for FY 2019-20 and FY 2018-19

Attachment 5 – Department of Finance Determination Letters for ROPS 19-20 and ROPS 18-19

A RESOLUTION OF THE ORANGE COUNTYWIDE OVERSIGHT
BOARD, CALIFORNIA, APPROVING AND ADOPTING THE
RECOGNIZED OBLIGATION PAYMENT SCHEDULE 2020-2021
AND ADMINISTRATIVE BUDGET ALLOWANCE
(PERIOD COVERING JULY 1, 2020 – JUNE 30, 2021) OF THE
FULLERTON SUCCESSOR AGENCY

WHEREAS, the Fullerton Successor Agency to the Fullerton Redevelopment Agency (the "Successor Agency") has been established to take certain actions to wind down the affairs of the Fullerton Redevelopment Agency in accordance with the Health and Safety Code; and

WHEREAS, pursuant to Health and Safety Code Section 34177(l)(2)(B), the Recognized Obligation Payment Schedule (ROPS) prepared by the Successor Agency is to be submitted to the Orange Countywide Oversight Board for their approval; and

WHEREAS, the ROPS contains a list of enforceable obligations including, but not limited to, the following: 1) contracts, leases and agreements; 2) existing bond debt; and 3) administrative cost allowance; and

WHEREAS, the ROPS includes all the funds the Fullerton Successor Agency will need to carry out the dissolution process of the former Fullerton Redevelopment Agency and pursuant to Health and Safety Code Section 34177(l)(1) and identifies the funding source of payment for the enforceable obligations listed on the ROPS; and

WHEREAS, the Fullerton Successor Agency staff has now prepared the Recognized Obligation Payment Schedule 2020-2021 and administrative budget allowance for the time period of July 1, 2020 – June 30, 2021;

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

Section 1. The above recitals are true and correct and incorporated by reference herein.

Section 2. The Recognized Obligation Payment Schedule 2020-2021 and administrative budget allowance (for the time period of July 1, 2020 – June 30, 2021), a copy of which is attached hereto and incorporated herein as Exhibit "A", is hereby approved.

Section 3. Subsequent to the approval of this Resolution by the Orange Countywide Oversight Board, this Resolution including the ROPS 2020-2021 shall be transmitted to the State Department of Finance.

Section 4. The Clerk of the Oversight Board shall certify to the adoption of this Resolution.






EXHIBIT A

Fullerton Successor Agency
Recognized Obligation Payment Schedule 2020-21 (ROPS 2020-21)
and Administrative Budget Allowance

Fullerton

ROPS 2020-21 Annual

Summary									
Detail									
Cash Balances									
Submission									
Filter									
Export to Excel									
+									
Item #	Obligation Name	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Total Outstanding Obligation	Total Requested Funding	Notes
4	2005 Tax Allocation Bonds	Bond Reimbursement Agreements	12/01/2005	06/30/2028	US Bank Corporation	Bond issue to fund non-housing projects	43,040,000	7,064,648	
6	2010 Taxable Tax Allocation Housing Bonds	Bonds Issued On or Before 12/31/10	10/21/2010	06/30/2027	US Bank Corporation	Bond issue for affordable housing	18,961,333	2,771,051	
9	Lease: Fullerton Arboretum	Miscellaneous	10/05/1977	12/03/2020	Calif. State Univ. Fullerton	Property lease	125,297	125,297	
11	Lease: Ron Miller	Miscellaneous	08/01/2004	08/01/2024	Ronald F Miller Trust	Property lease	661,625	162,030	
19	City/Agency Co-Op Agreement Jan 2011	City/County Loan (Prior 06/28/11), Other	01/29/2011	06/30/2020	City of Fullerton	Harbor Blvd Slope stabilization, Truslow Ave lighting improvements, transportation center parking structure, and graffiti removal.	-	-	
20	City/Agency Co-Op Agreement June 2011	City/County Loan (Prior 06/28/11), Other	06/07/2011	06/30/2020	City of Fullerton	Street and curb/gutter/sidewalk reconstruction, transportation center steel stairwaysafety refurbishment, downtown art and State College Grade Separation.	-	-	
23	Affordable Housing Project Monitoring	Unfunded Liabilities	01/01/2014	06/30/2098	Various Consultants and City of Fullerton	Annually inspect and monitor 11 affordable housing projects with long term covenants.	9,834,000	120,000	
24	Commercial Seismic and Rehab Loan Monitoring	Project Management Costs	01/01/2015	06/30/2028	Various Consultants and City of Fullerton	Administer over 100 existing commercial seismic/rehabilitation loans.	252,000	12,000	
25	Stipulated Judgement	Miscellaneous	07/20/1992	06/30/2028	Affordable housing developers	Development of affordable housing units	-	-	
27	Administrative Cost Allowance FY 2019-20)	Admin Costs	07/01/2018	06/30/2020	Fullerton Successor Agency	Administrative expenses for Successor Agency	344,679	344,678	

	Item #	Obligation Name	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Total Outstanding Obligation	Total Requested Funding	Notes
	28	Affordable Housing Administration and Reporting	Unfunded Liabilities	01/01/2015	06/30/2020	Various Consultants and City of Fullerton	Administer 69 down payment assistance laond and two home ownership projects with 45 affordable housing agreements, and prepare required annual reports to State and Federal agencies.	260,000	260,000	
	30	Capital Improvement Projects (four)	Improvement/Infrastructure	03/08/2011	06/30/2020	Griffin Structures, Inc.	Program Management for Truslow Street Lights, Harbor Blvd. Slop Stablization, Hillcrest Park Improvements, and Fullerton Transportation Center Parking Garage	-	-	
	49	Bond Debt Service Fees	Fees	07/01/1998	06/30/2028	US Bank and Wells Fargo	Bond Debt Service Fees	63,000	7,000	
	60	2015 Tax Allocation Refunding Bonds (refunded 1998 Revenue Bonds)	Refunding Bonds Issued After 6/27/12	01/28/2015	12/31/2025	US Bank	Debt service payment on 2015 Tax Allocation Refunding Bonds	7,338,250	1,265,000	
	62	Miller Property Purchase	Miscellaneous	07/06/2004	08/01/2024	Ronald F Miller Family Trust	Purchase of real estate per Purchase and Sale Agreement dated 7/6/2004	-	-	

Fullerton

ROPS 2020-21 Annual

<u>Summary</u>		<u>Detail</u>	<u>Cash Balances</u>	<u>Submission</u>	
Requested Funding for Obligations			20-21A Total	20-21B Total	ROPS Total
A	Obligations Funded as Follows (B+C+D)		0	0	0
B	Bond Proceeds		0	0	0
C	Reserve Balance		0	0	0
D	Other Funds		0	0	0
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G)		10,103,998	2,027,706	12,131,704
F	RPTTF		9,931,659	1,855,367	11,787,026
G	Administrative RPTTF		172,339	172,339	344,678
H	Current Period Obligations (A+E)		10,103,998	2,027,706	12,131,704

Fullerton
ROPS 2020-21 Annual

Summary Detail Cash Balances Submission

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](#).

Export to Excel

Note: Cash Balances data is auto-saved.

July 1, 2017 through June 30, 2018
(Report Amounts in Whole Dollars)

A	B	C	D	E			F	G	H
		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 07/01/17) RPTTF amount should exclude "A" period distribution amount	215,018		148,498	2,395,523		12,955		
2	Revenue/Income (Actual 06/30/18) RPTTF amount should tie to the ROPS 17-18 total distribution from the County Auditor- Controller	101,084			136,824		11,586,092		
3	Expenditures for ROPS 17-18 Enforceable Obligations (Actual 06/30/18)	315,904			167,366		11,569,131		
4	Retention of Available Cash Balance (Actual 06/30/18) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)				23,315				
5	ROPS 17-18 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 17-18 PPA form submitted to the CAC		No entry required						
6	Ending Actual Available Cash Balance (06/30/18) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)	\$ 198	\$ 0	\$ 148,498	\$ 2,341,666	\$ 29,916			

Attachment 1

Fullerton Successor Agency FY 2020-21 Proposed Administrative Budget Allowance

Direct Personnel Costs

Position	Department	FY 2020-21 Costs	Hourly Rate	Successor Agency Hours	Successor Agency Admin Cost	% of time SA Admin
City Manager	City Manager	313,236	150.59	108	16,264	5.19%
Deputy City Manager	City Manager	218,733	105.16	108	11,357	5.19%
Administrative Analyst	City Manager	122,369	58.83	108	6,354	5.19%
Executive Assistant	City Manager	119,269	57.34	108	6,193	5.19%
City Clerk	City Clerk	174,338	83.82	12	1,006	0.58%
Assistant City Clerk	City Clerk	105,204	50.58	12	607	0.58%
Administrative Services Director	Administrative Services	266,107	127.94	48	6,141	2.31%
Revenue Manager	Administrative Services	191,288	91.97	240	22,072	11.54%
Fiscal Services Manager	Administrative Services	158,258	76.09	48	3,652	2.31%
Budget Analyst	Administrative Services	113,234	54.44	48	2,613	2.31%
Accounting Supervisor	Administrative Services	147,459	70.89	48	3,403	2.31%
Accountant II	Administrative Services	119,716	57.56	48	2,763	2.31%
Account Clerk II (AP)	Administrative Services	68,095	32.74	12	393	0.58%
Account Clerk II (AR)	Administrative Services	50,802	24.42	12	293	0.58%
Payroll Technician	Administrative Services	92,210	44.33	12	532	0.58%
Information Technology Webmaster	Administrative Services	121,432	58.38	12	701	0.58%
Information Systems Assistant	Administrative Services	79,290	38.12	12	457	0.58%
Director	Community Development	218,733	105.16	240	25,238	11.54%
Deputy Director	Community Development	194,981	93.74	360	33,747	17.31%
Planning Manager	Community Development	180,336	86.70	120	10,404	5.77%
Analyst	Community Development	113,234	54.44	240	13,065	11.54%
HR Manager I	Human Resources	152,423	73.28	12	879	0.58%
Real Property Agent	Public Works - Engr.	143,363	68.92	168	11,579	8.08%
Total Direct Personnel Costs:					179,713	

Other Direct Costs

Attorney Fees	50,000
Consultant Fees	50,000
Audit Fees	4,400
Postage	50
Auto Expense	50
Office Supplies	966
Printing	500
Total Other Direct Costs:	105,966

Indirect Costs

(Applied at 1% or less of total costs)

Worker's Compensation Insurance	9,000
Liability Insurance	15,000
Facility Maintenance (Bldg and VOIP Phone)	13,000
Custodial	5,000
Facility Capital Repair	5,000
IT/Computer Allocations	10,000
Human Resources (non-payroll)	2,000
Total Indirect Costs:	59,000

Total Successor Agency Admin Allowance Cost: 344,679



**ACTION OF THE CITY COUNCIL / SUCCESSOR AGENCY /
CITY OF FULLERTON**

JANUARY 21, 2020

The City of Fullerton City Council / Successor Agency / held a regular meeting on Tuesday, January 22, 2020.

Council / Agency Members Present: Fitzgerald, Flory, Silva, Whitaker, Zahra

Council / Agency Members Absent: None

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE 2020-21 AND
ADMINISTRATIVE BUDGET ALLOWANCE PER ASSEMBLY BILLS 1X 26 AND 1484
AND SENATE BILL 107**

City Council moved and seconded to:

1. Adopt Resolution No. SA 2020-01

A RESOLUTION OF THE FULLERTON SUCCESSOR AGENCY OF THE CITY COUNCIL OF THE CITY OF FULLERTON, APPROVING AND ADOPTING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE 2020-21 AND ADMINISTRATIVE BUDGET ALLOWANCE (PERIOD COVERING JULY 1, 2020 – JUNE 30, 2021)

Motion carried 5-0.

STATE OF CALIFORNIA)
COUNTY OF ORANGE) SS
CITY OF FULLERTON)

I, Mea Klein, Assistant City Clerk of the City of Fullerton, California, do hereby certify the foregoing to be an official action taken by the City Council/Successor Agency at the above meeting.

IN WITNESS WHEREOF, I have here unto set my hand and seal this 22nd day of January 2020.

A handwritten signature in cursive script, appearing to read "Mea Klein", is written over a horizontal line.

Mea Klein, Assistant City Clerk

SA RESOLUTION NO. 2020-XX

A RESOLUTION OF THE FULLERTON SUCCESSOR AGENCY OF THE CITY OF FULLERTON, CALIFORNIA, APPROVING AND ADOPTING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE 2020-2021 AND ADMINISTRATIVE BUDGET ALLOWANCE (PERIOD COVERING JULY 1, 2020 – JUNE 30, 2021)

WHEREAS, the Fullerton Successor Agency to the Fullerton Redevelopment Agency (the "Successor Agency") has been established to take certain actions to wind down the affairs of the former Fullerton Redevelopment Agency in accordance with the Health and Safety Code.

WHEREAS, pursuant to Health and Safety Code Section 34177, the Recognized Obligation Payment Schedule (ROPS) prepared by the Successor Agency is to be submitted to the County Oversight Board for their approval.

WHEREAS, the ROPS contains a list of enforceable obligations including, but not limited to, the following: 1) existing bond debt payments 2) contracts, leases and agreements 3) administering ongoing affordable housing and loan programs 4) a stipulated judgement and 5) administrative budget allowance.

WHEREAS, the ROPS includes all the funds the City of Fullerton Successor Agency will need to carry out the dissolution process of the former Fullerton Redevelopment Agency and pursuant to Health and Safety Code Section 34177(I)(1) shall identify the funding source of payment for the enforceable obligations listed on the ROPS.

WHEREAS, the Successor Agency Staff has now prepared the Recognized Obligation Payment Schedule 2020-2021 and administrative budget allowance for the time period of July 1, 2020 – June 30, 2021.

NOW, THEREFORE, BE IT RESOLVED BY THE FULLERTON SUCCESSOR AGENCY TO THE FULLERTON REDEVELOPMENT AGENCY, AS FOLLOWS:

Section 1. The above recitals are true and correct and incorporated by reference herein.

Section 2. The Recognized Obligation Payment Schedule 2020-2021 and administrative budget allowance (for the time period of July 1, 2020 – June 30, 2021) is hereby approved.

Section 3. Subsequent to the approval of this Resolution by the Successor Agency, this Resolution including the ROPS 2020-2021 shall be transmitted to the Orange County Oversight Board.

Section 4. The City Clerk / Secretary shall certify to the adoption of this Resolution.

ADOPTED BY THE FULLERTON SUCCESSOR AGENCY ON JANUARY 21, 2020.

Jennifer Fitzgerald, Mayor

ATTEST:

Lucinda Williams, City Clerk / Secretary

Date

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

Successor Agency:

Fullerton

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):	\$ -	\$ -	\$ -
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	-	-	-
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 11,515,016	\$ 4,367,661	\$ 15,882,677
F	RPTTF	11,379,097	4,231,743	15,610,840
G	Administrative RPTTF	135,919	135,918	271,837
H	Current Period Enforceable Obligations (A+E):	\$ 11,515,016	\$ 4,367,661	\$ 15,882,677

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

Fullerton 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	
								\$ 121,105,466		\$ 15,882,677	\$ 0	\$ 0	\$ 0	\$ 11,379,097	\$ 135,919	\$ 11,515,016	\$ 0	\$ 0	\$ 0	\$ 4,231,743	\$ 135,918	\$ 4,367,661
4	2005 Tax Allocation Bonds	Bonds Issued On or Before	12/1/2005	6/30/2028	US Bank Corporation	Bond issue to fund non-housing	Merged	61,879,460	N	\$ 6,463,953				5,323,694		\$ 5,323,694				1,140,259		\$ 1,140,259
6	2010 Taxable Tax Allocation Housing Bonds	Bonds Issued On or Before	10/21/2010	6/30/2027	US Bank Corporation	Bond issue for affordable housing	Merged	22,256,760	N	\$ 2,774,045				2,301,382		\$ 2,301,382				472,663		\$ 472,663
9	Lease: Fullerton Arboretum	Miscellaneous	10/5/1977	12/3/2020	Calif. State Univ. Fullerton	Property lease	Merged	373,330	N	\$ 244,006				122,003		\$ 122,003				122,003		\$ 122,003
11	Lease: Ron Miller	Miscellaneous	8/1/2004	8/1/2024	Ronald F Miller Trust	Property lease	Merged	881,379	N	\$ 173,386				86,693		\$ 86,693				86,693		\$ 86,693
19	City/Agency Co-Op Agreement Jan 2011	City/County Loan (Prior 06/28/11), Other	1/29/2011	6/30/2020	City of Fullerton	Harbor Blvd Slope stabilization, Truslow Ave lighting improvements, transportation center parking structure, and graffiti removal.	Merged	14,000,000	N	\$ 2,000,000				1,000,000		\$ 1,000,000				1,000,000		\$ 1,000,000
20	City/Agency Co-Op Agreement June 2011	City/County Loan (Prior 06/28/11), Other	6/7/2011	6/30/2020	City of Fullerton	Street and curb/gutter/sidewalk reconstruction, transportation center steel stairwaysafety refurbishment, downtown art and State College Grade Separation.	Merged	1,500,000	N	\$ 1,500,000				500,000		\$ 500,000				1,000,000		\$ 1,000,000
23	Affordable Housing Project Monitoring	Unfunded Liabilities	1/1/2014	6/30/2098	Various Consultants and City of Fullerton	Annually inspect and monitor 11 affordable housing projects with long term covenants.	Merged	9,954,000	N	\$ 120,000				60,000		\$ 60,000				60,000		\$ 60,000
24	Commercial Seismic and Rehab Loan Monitoring	Project Management Costs	1/1/2015	6/30/2028	Various Consultants and City of Fullerton	Administer over 100 existing commercial seismic/rehabilitation loans.	Merged	264,000	N	\$ 12,000				6,000		\$ 6,000				6,000		\$ 6,000
25	Stipulated Judgement	Miscellaneous	7/20/1992	6/30/2028	Affordable housing developers	Development of affordable housing units	Merged		N	\$ -						\$ -						\$ -
27	Administrative Cost Allowance FY 2019-20)	Admin Costs	7/1/2018	6/30/2020	Fullerton Successor Agency	Administrative expenses for Successor Agency	Merged	271,837	N	\$ 271,837					135,919	\$ 135,919					135,918	\$ 135,918
28	Affordable Housing Administration and Reporting	Unfunded Liabilities	1/1/2015	6/30/2020	Various Consultants and City of Fullerton	Administer 69 down payment assistance laond and two home ownership projects with 45 affordable housing agreements, and prepare required annual reports to State and Federal agencies.	Merged	260,000	N	\$ 260,000				130,000		\$ 130,000				130,000		\$ 130,000
30	Capital Improvement Projects (four)	Improvement/Infrastructure	3/8/2011	6/30/2020	Griffin Structures, Inc.	Program Management for Truslow Street Lights, Harbor Blvd. Slop Stabilization, Hillcrest Park Improvements, and Fullerton Transportation Center Parking Garage	Merged	95,000	N	\$ 95,000				47,500		\$ 47,500				47,500		\$ 47,500
49	Bond Debt Service Fees	Fees	7/1/1998	6/30/2028	US Bank and Wells Fargo	Bond Debt Service Fees	Merged	70,000	N	\$ 7,000						\$ -				7,000		\$ 7,000
60	2015 Tax Allocation Refunding Bonds (refunded 1998 Revenue Bonds)	Refunding Bonds Issued After	1/28/2015	12/31/2025	US Bank	Debt service payment on 2015 Tax Allocation Refunding Bonds	Merged	9,299,700	N	\$ 1,961,450				1,801,825		\$ 1,801,825				159,625		\$ 159,625
62	Miller Property Purchase	Miscellaneous	7/6/2004	8/1/2024	Ronald F Miller Family Trust	Purchase of real estate per Purchase and Sale Agreement dated 7/6/2004	Merged		N	\$ -						\$ -						\$ -
63									N	\$ -						\$ -						\$ -
64									N	\$ -						\$ -						\$ -
65									N	\$ -						\$ -						\$ -
66									N	\$ -						\$ -						\$ -

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

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
		Fund Sources					
		Bond Proceeds		Reserve Balance	Other Funds	RPTTF	
	ROPS 16-17 Cash Balances (07/01/16 - 06/30/17)	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	Comments
1	Beginning Available Cash Balance (Actual 07/01/16) RPTTF amount should exclude "A" period distribution amount	794,321		2,884,336		0	E1: Reserve amount (from ROPS 15-16B) for 16-17 bond debt service payments
2	Revenue/Income (Actual 06/30/17) RPTTF amount should tie to the ROPS 16-17 total distribution from the County Auditor-Controller	2,730			23,203	8,491,639	F2: Rents
3	Expenditures for ROPS 16-17 Enforceable Obligations (Actual 06/30/17)	485,834		2,884,336		8,478,685	E3: Reserve amount (from ROPS 15-16B) for 16-17 bond debt service payments
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)				13,164		F4: Accruals
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)	\$ 311,217	\$ 0	\$ 0	\$ 10,039	\$ 12,954	

Fullerton Recognized Obligation Payment Schedule (ROPS 19-20) - Notes July 1, 2019 through June 30, 2020

[illegible]

Recognized Obligation Payment Schedule (ROPS 18-19) - Summary

Filed for the July 1, 2018 through June 30, 2019 Period

Successor Agency:

Fullerton

County:

Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		18-19A Total (July - December)	18-19B Total (January - June)	ROPS 18-19 Total
A	Enforceable Obligations Funded as Follows (B+C+D):	\$ -	\$ -	\$ -
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	-	-	-
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 11,344,070	\$ 4,257,080	\$ 15,601,150
F	RPTTF	11,174,029	4,087,039	15,261,068
G	Administrative RPTTF	170,041	170,041	340,082
H	Current Period Enforceable Obligations (A+E):	\$ 11,344,070	\$ 4,257,080	\$ 15,601,150

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

Fullerton Recognized Obligation Payment Schedule (ROPS 18-19) - ROPS Detail																						
July 1, 2018 through June 30, 2019																						
(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 18-19 Total	18-19A (July - December)					18-19A Total	18-19B (January - June)					18-19B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$ 122,473,068		\$ 15,601,150	\$ -	\$ -	\$ -	\$ 11,174,029	\$ 170,041	\$ 11,344,070	\$ -	\$ -	\$ -	\$ 4,087,039	\$ 170,041	\$ 4,257,080
4	2005 Tax Allocation Bonds	Bonds Issued On or Before	12/1/2005	6/30/2028	US Bank Corporation	Bond issue to fund non-housing	Merged	68,172,948	N	\$ 6,293,488				5,051,194		\$ 5,051,194				1,242,294		\$ 1,242,294
6	2010 Taxable Tax Allocation Housing Bonds	Bonds Issued On or Before	10/21/2010	6/30/2027	US Bank Corporation	Bond issue for affordable housing	Merged	25,082,104	N	\$ 2,781,554				2,260,172		\$ 2,260,172				521,382		\$ 521,382
9	Lease: Fullerton Arboretum	Miscellaneous	10/5/1977	12/3/2020	Calif. State Univ. Fullerton	Property lease	Merged	478,276	N	\$ 233,306				116,653		\$ 116,653				116,653		\$ 116,653
11	Lease: Ron Miller	Miscellaneous	8/1/2004	8/1/2024	Ronald F Miller Trust	Property lease	Merged	980,008	N	\$ 150,770				75,385		\$ 75,385				75,385		\$ 75,385
14	Amerige Court DDA	OPA/DDA/Construction	2/6/2006	12/31/2017	Pelican-Laing/Fullerton LLC	Mixed-use residential & commercial development	Merged		Y													
19	City/Agency Co-Op Agreement Jan 2011	City/County Loan (Prior 06/28/11), Other	1/29/2011	6/30/2019	City of Fullerton	Harbor Blvd Slope stabilization, Truslow Ave lighting improvements, transportation center parking structure, and graffiti removal.	Merged	14,000,000	N	2,000,000				1,000,000		1,000,000				1,000,000		1,000,000
20	City/Agency Co-Op Agreement June 2011	City/County Loan (Prior 06/28/11), Other	6/7/2011	6/30/2019	City of Fullerton	Street and curb/gutter/sidewalk reconstruction, transportation center steel stairwaysafety refurbishment, downtown art and State College Grade Separation.	Merged	1,500,000	N	1,500,000				750,000		750,000				750,000		750,000
23	Affordable Housing Project Monitoring	Unfunded Liabilities	1/1/2014	6/30/2098	Various Consultants and City of Fullerton	Annually inspect and monitor 11 affordable housing projects with long term covenants.	Merged		N	9,660,000												
24	Commercial Seismic and Rehab Loan Monitoring	Project Management Costs	1/1/2015	6/30/2028	Various Consultants and City of Fullerton	Administer over 100 existing commercial seismic/rehabilitation loans.	Merged	276,000	N	\$ 12,000				6,000		\$ 6,000				6,000		\$ 6,000
25	Stipulated Judgement	Miscellaneous	7/20/1992	6/30/2028	Affordable housing developers	Development of affordable housing units	Merged		N	\$ -						\$ -						\$ -
27	Administrative Cost Allowance FY 2018-19)	Admin Costs	7/1/2018	6/30/2019	Fullerton Successor Agency	Administrative expenses for Successor Agency	Merged	340,082	N	\$ 340,082					170,041	\$ 170,041					170,041	\$ 170,041
28	Affordable Housing Administration and Reporting	Unfunded Liabilities	1/1/2015	6/30/2019	Various Consultants and City of Fullerton	Administer 69 down payment assistance laond and two home ownership projects with 45 affordable housing agreements, and prepare required annual reports to State and Federal agencies.	Merged	260,000	N	260,000				130,000		130,000				130,000		130,000
30	Capital Improvement Projects (four)	Improvement/Infrastructure	3/8/2011	6/30/2019	Griffin Structures, Inc.	Program Management for Truslow Street Lights, Harbor Blvd. Slop Stabilization, Hillcrest Park Improvements, and Fullerton Transportation Center Parking Garage	Merged	95,000	N	95,000				47,500		47,500				47,500		47,500
49	Bond Debt Service Fees	Fees	7/1/1998	6/30/2028	US Bank and Wells Fargo	Bond Debt Service Fees	Merged	60,000	N	\$ 6,000						\$ -				6,000		\$ 6,000
60	2015 Tax Allocation Refunding Bonds (refunded 1998 Revenue Bonds)	Refunding Bonds Issued After 6/27/12	1/28/2015	12/31/2025	US Bank	Debt service payment on 2015 Tax Allocation Refunding Bonds	Merged	11,228,650	N	\$ 1,928,950				1,737,125		\$ 1,737,125				191,825		\$ 191,825
61	Street Improvements FY 2017-18	Improvement/Infrastructure	7/1/2017	6/30/2018	Unknown at this time	Reconstruction of various stree segments within the project area boundaries that are eligible for utilizing bond proceeds.	Merged		Y	\$ -						\$ -						\$ -
62	Miller Property Purchase	Miscellaneous	7/6/2004	8/1/2024	Ronald F Miller Family Trust	Purchase of real estate per Purchase and Sale Agreement dated 7/6/2004	Merged	-	N	\$ -						\$ -						\$ -
63									N	\$ -						\$ -						\$ -

Fullerton Recognized Obligation Payment Schedule (ROPS 18-19) - Report of Cash Balances
July 1, 2015 through June 30, 2016
(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	I
	Cash Balance Information for ROPS 15-16 Actuals (07/01/15 - 06/30/16)	Fund Sources						Comments
		Bond Proceeds		Reserve Balance		Other	RPTTF	
		Bonds issued on or before 12/31/10	Bonds issued on or after 01/01/11	Prior ROPS period balances and DDR RPTTF balances retained	Prior ROPS RPTTF distributed as reserve for future period(s)	Rent, grants, interest, etc.	Non-Admin and Admin	
1	Beginning Available Cash Balance (Actual 07/01/15)	4,392,699				2,410,346	-	
2	Revenue/Income (Actual 06/30/16) RPTTF amounts should tie to the ROPS 15-16 total distribution from the County Auditor-Controller during June 2015 and January 2016.	3,415				168,231	13,621,708	H2: ROPS 15-16A \$7,672,383 ROPS 15-16B \$5,949,325
3	Expenditures for ROPS 15-16 Enforceable Obligations (Actual 06/30/16)	3,601,793		250,750		52,754	10,862,766	E3: ROPS 14-15A PPA -\$126,948 ROPS 14-15B PPA -\$123,802
4	Retention of Available Cash Balance (Actual 06/30/16) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)					23,142	2,758,942	
5	ROPS 15-16 RPTTF Balances Remaining	No entry required					2,758,942	
6	Ending Actual Available Cash Balance (06/30/16) C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 + 5)	\$ 794,321	\$ -	\$ (250,750)	\$ -	\$ 2,502,681	\$ 2,758,942	

Fullerton Recognized Obligation Payment Schedule (ROPS 18-19) - Notes July 1, 2018 through June 30, 2019

[illegible]



**DEPARTMENT OF
FINANCE**
OFFICE OF THE DIRECTOR

GAVIN NEWSOM - GOVERNOR
STATE CAPITOL ■ ROOM 1145 ■ SACRAMENTO CA ■ 95814-4998 ■ WWW.DOF.CA.GOV

April 15, 2019

Ms. Ramona Castaneda, Revenue Manager
City of Fullerton
303 West Commonwealth Avenue
Fullerton, CA 92832

Dear Ms. Castaneda:

Subject: 2019-20 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of Fullerton Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2019 through June 30, 2020 (ROPS 19-20) to the California Department of Finance (Finance) on January 31, 2019. Finance has completed its review of the ROPS 19-20.

Based on a sample of line items reviewed and application of the law, Finance made the following determinations:

- Item Nos. 19 and 20 – City of Fullerton (City) and Agency Cooperation Agreements (Agreements) dated January 29, 2011 and June 7, 2011 with outstanding obligation amounts totaling \$15,500,000 (\$14,000,000 and \$1,500,000, respectively), are not allowed. Finance continues to deny these items. The Agency contends the Agreements committed the former Redevelopment Agency (RDA) to fund the related capital improvement projects.

However, HSC 34171 (d) (2) states agreements, contracts, or arrangements between the former RDA and the city that created the RDA are not enforceable unless issued within two years of the RDA creation date or for issuance of indebtedness to third-party investors or bondholders. Further, the Agency did not provide any new documentation during the ROPS 19-20 review. Therefore, these line items are not enforceable obligations and the total requested amount of \$3,500,000 (\$2,000,000 + \$1,500,000) is ineligible for Redevelopment Property Tax Trust Fund (RPTTF) funding.

- Item Nos. 23 and 28 – Affordable Housing Monitoring, Administration, and Reporting Contracts, outstanding obligation amounts totaling \$10,214,000 (\$9,954,000 and \$260,000, respectively) are not allowed. Finance continues to deny these items. HSC section 34176 requires “all rights, powers, duties, obligations, and housing assets...be transferred” to the new housing entity. Since the City Housing Division assumed the housing functions, this transfer of “duties and obligations” necessarily includes the transfer of administrative obligations. Further, the Agency did not provide any new documentation during the ROPS 19-20 review. Therefore, the total requested amount of \$380,000 (\$120,000 + \$260,000) is ineligible for RPTTF funding.
- Item No. 24 – Commercial Seismic and Rehab Loan Monitoring in the requested amount of \$12,000 has been reclassified from RPTTF to Administrative RPTTF. Although enforceable, the types of services requested are considered general and administrative in nature.

- Item No. 30 – Capital Improvement Projects, total outstanding obligation amount of \$95,000, is not allowed. Finance continues to deny this item for the following reasons:
 - The contract was entered into between the City and Griffin Structures; the former redevelopment agency (RDA) was not a party to the contract.
 - The cooperation agreement the RDA entered into with the City, dated January 29, 2011, which commits RDA funding to the City, was not enforceable pursuant to HSC 34171(d) (2), which states agreements, contracts, or arrangements between the former RDA and the city that created the RDA are not enforceable unless issued within two years of the RDA creation date or for issuance of indebtedness to third-party investors or bondholders.

Further, the Agency did not provide any new documentation during the ROPS 19-20 review. Therefore, this item is not an enforceable obligation and the requested amount of \$95,000 is ineligible for RPTTF funding.

- The Agency's claimed administrative costs exceed the allowance by \$12,000. HSC section 34171 (b) (3) limits the fiscal year Administrative Cost Allowance (ACA) to three percent of actual RPTTF distributed in the preceding fiscal year or \$250,000, whichever is greater, not to exceed 50 percent of the RPTTF distributed in the preceding fiscal year. As a result, the Agency's maximum ACA is \$271,837 for the fiscal year 2019-20. Although \$271,837 is claimed for the ACA, Item No. 24 is considered an administrative cost and should be counted toward the cap as explained above. Therefore, as noted in the table below, \$12,000 of excess ACA is not allowed:

Administrative Cost Allowance Calculation	
Actual RPTTF distributed for fiscal year 2018-19	\$ 9,401,300
Less distributed Administrative RPTTF	(340,083)
RPTTF distributed for 2018-19 after adjustment	9,061,217
ACA Cap for 2019-20 per HSC section 34171 (b)	271,837
ACA requested for 2019-20	271,837
Plus amount reclassified to ACA	12,000
Total ACA	283,837
ACA in Excess of Cap	\$ (12,000)

Further, Finance notes the Oversight Board (OB) has approved an amount that appears excessive, given the number and nature of the obligations listed on the ROPS. HSC section 34179 (i) requires the OB to exercise a fiduciary duty to the taxing entities. Therefore, Finance encourages the OB to apply adequate oversight when evaluating the administrative resources necessary to successfully wind-down the Agency.

- On the ROPS 19-20 form, the Agency reported cash balances and activity for the period July 1, 2016 through June 30, 2017 (ROPS 16-17). According to our review, the Agency has approximately \$120,389 from Other Funds available to fund enforceable obligations on the ROPS 19-20. HSC section 34177 (I) (1) (E) requires these balances to be used prior to requesting RPTTF. Therefore, the funding source for the following item has been reclassified in the amount specified below:
 - Item No. 4 – 2005 Tax Allocation Bonds, debt service payment in the amount of \$6,463,953 is partially reclassified from RPTTF to Other Funds. This item does not require payment from property tax revenues. Therefore, Finance is approving RPTTF in the amount of \$6,343,564 and the use of Other Funds in the amount of \$120,389, totaling \$6,463,953.

Pursuant to HSC section 34186, successor agencies are required to report differences between actual payments and past estimated obligations. Reported differences in RPTTF are used to offset current RPTTF distributions. The amount of RPTTF approved in the table on Page 4 includes the prior period adjustment resulting from the County Auditor-Controller's review of the prior period adjustment form submitted by the Agency.

Except for the items adjusted, Finance is not objecting to the remaining items listed on the ROPS 19-20. If the Agency disagrees with our determination with respect to any items on the ROPS 19-20, except items which are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

<http://dof.ca.gov/Programs/Redevelopment/Meet And Confer/>

The Agency's maximum approved RPTTF distribution for the reporting period is \$11,761,122 as summarized in the Approved RPTTF Distribution table on Page 4 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1 through December 31 period (ROPS A period), and one distribution for the January 1 through June 30 period (ROPS B period) based on Finance approved amounts. Since this determination is for the entire ROPS 19-20 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 19-20. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be denied until the matter is resolved.

The ROPS 19-20 form submitted by the Agency and this determination letter will be posted on our website:

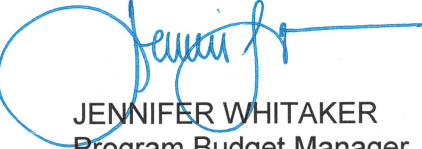
<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 19-20 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

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

Sincerely,



JENNIFER WHITAKER
Program Budget Manager

cc: Mr. Christine Pilapil, Project Manager, City of Fullerton
Mr. Israel M. Guevara, Administrative Manager, Property Tax Section, Orange County

Attachment

Approved RPTTF Distribution For the period of July 1, 2019 through June 30, 2020			
	ROPS A Period	ROPS B Period	ROPS 19-20 Total
RPTTF Requested	\$ 11,379,097	\$ 4,231,743	\$ 15,610,840
Administrative RPTTF Requested	135,919	135,918	271,837
Total RPTTF Requested	11,515,016	4,367,661	15,882,677
RPTTF Requested	11,379,097	4,231,743	15,610,840
<u>Adjustments</u>			
Item No. 4	(120,389)	0	(120,389)
Item No. 19	(1,000,000)	(1,000,000)	(2,000,000)
Item No. 20	(500,000)	(1,000,000)	(1,500,000)
Item No. 23	(60,000)	(60,000)	(120,000)
Item No. 24	(6,000)	(6,000)	(12,000)
Item No. 28	(130,000)	(130,000)	(260,000)
Item No. 30	(47,500)	(47,500)	(95,000)
	(1,863,889)	(2,243,500)	(4,107,389)
RPTTF Authorized	9,515,208	1,988,243	11,503,451
Administrative RPTTF Requested	135,919	135,918	271,837
<u>Adjustment</u>			
Item No. 24	6,000	6,000	12,000
Excess Administrative Costs	0	(12,000)	(12,000)
Administrative RPTTF Authorized	141,919	129,918	271,837
Total RPTTF Authorized for Obligations	9,657,127	2,118,161	11,775,288
Prior Period Adjustment	(14,166)	0	(14,166)
Total RPTTF Approved for Distribution	\$ 9,642,961	\$ 2,118,161	\$ 11,761,122

April 13, 2018

Ms. Ramona Castaneda, Revenue Manager
City of Fullerton
303 West Commonwealth Avenue
Fullerton, CA 92832

Dear Ms. Castaneda:

Subject: 2018-19 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of Fullerton Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2018 through June 30, 2019 (ROPS 18-19) to the California Department of Finance (Finance) on January 31, 2018. Finance has completed its review of the ROPS 18-19.

Based on a sample of line items reviewed and application of the law, Finance made the following determinations:

- Item Nos. 19 and 20 – City of Fullerton (City) and Agency Cooperation Agreements (Agreements) dated January 29, 2011 and June 7, 2011 with outstanding obligation amounts totaling \$15,500,000, are not allowed. Finance continues to deny these items. The Agency contends the Agreements committed the former Redevelopment Agency (RDA) to fund the related capital improvement projects. However, HSC 34171 (d) (2) states agreements, contracts, or arrangements between the former RDA and the city that created the RDA are not enforceable unless issued within two years of the RDA creation date or for issuance of indebtedness to third-party investors or bondholders. Further, the Agency did not provide any new documentation during the ROPS 18-19 review. Therefore, these line items are not enforceable obligations and the total requested amount of \$3,500,000 (\$2,000,000 + \$1,500,000) is ineligible for Redevelopment Property Tax Trust Fund (RPTTF) funding.
- Item Nos. 23 and 28 – Affordable Housing Monitoring, Administration, and Reporting Contracts with outstanding obligation amounts totaling \$260,000, are not allowed. Finance continues to deny these items. HSC section 34176 requires “all rights, powers, duties, obligations, and housing assets...be transferred” to the new housing entity. Since the City Housing Division assumed the housing functions, this transfer of “duties and obligations” necessarily includes the transfer of administrative obligations. Further, the Agency did not provide any new documentation during the ROPS 18-19 review. Therefore, these items are not enforceable obligations and the total requested amount of \$260,000 is ineligible for RPTTF funding.

- Item No. 24 – Commercial Seismic and Rehab Loan Monitoring in the requested amount of \$12,000, has been reclassified from RPTTF to Administrative RPTTF with the Agency's consent. Although enforceable, the types of services requested are considered general and administrative in nature.
- Item No. 30 – Capital Improvement Projects, total outstanding obligation amount of \$95,000, is not allowed. Finance continues to deny this item for the following reasons:
 - The contract was entered into between the City and Griffin Structures; the former RDA was not a party to the contract.
 - The cooperation agreement the RDA entered into with the City, dated January 29, 2011, which commits RDA funding to the City, was not enforceable pursuant to HSC 34171(d) (2), which states agreements, contracts, or arrangements between the former RDA and the city that created the RDA are not enforceable unless issued within two years of the RDA creation date or for issuance of indebtedness to third-party investors or bondholders.

Further, the Agency did not provide any new documentation during the ROPS 18-19 review. Therefore, this item is not an enforceable obligation and the requested amount of \$95,000 is ineligible for RPTTF funding.

- The Agency's claimed administrative costs exceed the allowance by \$11,999. HSC section 34171 (b) (3) limits the fiscal year Administrative Cost Allowance (ACA) to three percent of actual RPTTF distributed in the preceding fiscal year or \$250,000, whichever is greater, not to exceed 50 percent of the RPTTF distributed in the preceding fiscal year. As a result, the Agency's maximum ACA is \$340,083 for the fiscal year 2017-18. Although \$340,082 is claimed for the ACA, Item No. 24 is considered an administrative cost and should be counted toward the cap as explained above. Therefore, as noted in the table below, \$11,999 of excess ACA is not allowed:

Administrative Cost Allowance Calculation	
Actual RPTTF distributed for fiscal year 2017-18	\$ 11,586,092
Less distributed Administrative RPTTF	(250,000)
RPTTF distributed for 2017-18 after adjustment	11,336,092
ACA Cap for 2018-19 per HSC section 34171 (b)	340,083
ACA requested for 2018-19	340,082
Plus amount reclassified to ACA	12,000
Total ACA	352,082
ACA in Excess of Cap	\$ (11,999)

Further, Finance notes the Oversight Board (OB) has approved an amount that appears excessive, given the number and nature of the obligations listed on the ROPS. HSC section 34179 (i) requires the OB to exercise a fiduciary duty to the taxing entities. Therefore, Finance encourages the OB to apply adequate oversight when evaluating the administrative resources necessary to successfully wind-down the Agency.

- On the ROPS 18-19 form, the Agency reported cash balances and activity for the period July 1, 2015 through June 30, 2016 (ROPS 15-16). According to our review, the Agency has approximately \$148,498 in RPTTF unexpended from the ROPS 15-16 period and \$2,184,353 in Other Funds, totaling \$2,332,851, available to fund enforceable obligations on the ROPS 18-19. The unexpended RPTTF is considered Reserve Balances. HSC section 34177 (l) (1) (E) requires these balances to be used prior to requesting RPTTF. Therefore, with the Agency's concurrence, the funding source for the following item has been reclassified in the amounts specified below:
 - Item No. 4 – 2005 Tax Allocation Bonds, debt service payment in the amount of \$6,293,488, has been reclassified. This item does not require payment from property tax revenues. Therefore, Finance approves \$3,960,637 from RPTTF, \$148,498 from Reserve Balances, and \$2,184,353 from Other Funds, totaling \$6,293,488.

Except for the items adjusted, Finance is not objecting to the remaining items listed on the ROPS 18-19. If the Agency disagrees with our determination with respect to any items on the ROPS 18-19, except items that are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

<http://dof.ca.gov/Programs/Redevelopment/Meet And Confer/>

The Agency's maximum approved RPTTF distribution for the reporting period is \$9,401,300 as summarized in the Approved RPTTF Distribution table on Page 5 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1, 2018 through December 31, 2018 period (ROPS A period) and one distribution for the January 1, 2019 through June 30, 2019 period (ROPS B period) based on Finance's approved amounts. Since this determination is for the entire ROPS 18-19 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Pursuant to HSC section 34186 (c), beginning October 1, 2018, the Agency will be required to report the estimated obligations versus actual payments (prior period adjustment) associated with the July 1, 2016 through June 30, 2017 period (ROPS 16-17) to the County Auditor-Controller for review. The Agency will report actual payments for ROPS 16-17 on ROPS 19-20. A prior period adjustment may be applied to the Agency's ROPS 19-20 RPTTF distribution. Therefore, the Agency should retain any unexpended RPTTF from the ROPS 16-17 period.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 18-19. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be deemed denied until the matter is resolved.

The ROPS 18-19 form submitted by the Agency and this determination letter will be posted on our website:


<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 18-19 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

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

Sincerely,



ERIKA LI
Program Budget Manager

cc: Mr. Christine Pilapil, Project Manager, City of Fullerton
Ms. Cindy Wong, Manager, Property Tax Section, Orange County

Attachment

Approved RPTTF Distribution For the period of July 2018 through June 2019			
	ROPS A Period	ROPS B Period	ROPS 18-19 Total
RPTTF Requested	\$ 11,174,029	\$ 4,087,039	\$ 15,261,068
Administrative RPTTF Requested	170,041	170,041	340,082
Total RPTTF Requested	11,344,070	4,257,080	15,601,150
RPTTF Requested	11,174,029	4,087,039	15,261,068
<u>Adjustments</u>			
Item No. 4	(2,332,851)	0	(2,332,851)
Item No. 19	(1,000,000)	(1,000,000)	(2,000,000)
Item No. 20	(750,000)	(750,000)	(1,500,000)
Item No. 24	(6,000)	(6,000)	(12,000)
Item No. 28	(130,000)	(130,000)	(260,000)
Item No. 30	(47,500)	(47,500)	(95,000)
	(4,266,351)	(1,933,500)	(6,199,851)
RPTTF Authorized	6,907,678	2,153,539	9,061,217
Administrative RPTTF Requested	170,041	170,041	340,082
<u>Adjustment</u>			
Item No. 24	6,000	6,000	12,000
Adjusted Administrative RPTTF	176,041	176,041	352,082
Excess Administrative Costs	0	(11,999)	(11,999)
Administrative RPTTF Authorized	176,041	164,042	340,083
Total RPTTF Approved for Distribution	\$ 7,083,719	\$ 2,317,581	\$ 9,401,300

Orange Countywide Oversight Board

Date: 1/28/2020

Agenda Item No. 6C

From: Successor Agency to the Huntington Beach Redevelopment Agency

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

Recommended Action:

Approve resolution approving FY 2020-21 ROPS and Administrative Budget for the Huntington Beach Successor Agency

The Huntington Beach Successor Agency requests approval of the Recognized Obligation Payment Schedule (ROPS) and Administrative Budget for Fiscal Year 2020-21.

Under the Dissolution Law, Division 24, Parts 1.8 and 1.85 of the California Health and Safety Code (“Dissolution Law”), in particular Section 34171(h), each ROPS is “the document setting forth the minimum payment amounts and due dates of payments required by enforceable obligations for each fiscal year as provided in subdivision (o) of Section 34177.” Under the mandatory dates in the Dissolution Law, the Successor Agency must submit a copy of ROPS 20-21 A-B, after approval from the Orange Countywide Oversight Board (“Oversight Board”), and transmittal to the County Executive Officer (“CEO”), County Auditor Controller (“CAC”), State Controller’s Office (“SCO”), and DOF by February 1, 2020. ROPS 20-21 A-B contains many of the same enforceable obligations listed on the ROPS 19-20 AB; however, at the request of the Oversight Board, the City has removed the disallowed costs under litigation. Included in the ROPS 20-21 are all of the enforceable obligations of the Huntington Beach Successor Agency requiring payments during Fiscal Year 2020-21. These obligations include annual bond debt service payments and cooperation agreements:

- Debt Service Payments (lines 3 & 4) for 2002 Tax Allocation Refunding Bonds and 1999 Tax Allocation Refunding Bonds in the merged project area.
- Development Disposition Agreements, Owner Participation Agreements for Bella Terra, Waterfront and the Strand Developments (lines 2, 14, 15, 29, & 30)

Administrative Budget

The Administrative Budget of \$250,000 provides necessary funding for staffing support, including financial oversight and reporting, continuing disclosure reporting, audits, and interaction with the County of Orange and the Department of Finance, which is typically extensive throughout the ROPS approval process. The City of Huntington Beach submitted for review the Administrative Budget on September 26, 2019. At the meeting, the Administrative Budget was approved in concept. The current Successor Agency administrative budget of \$250,000, includes personnel costs of \$219,000, and operating expenditures of \$31,000 for professional contract services. However, this amount does not represent the full cost of administering the “wind down” of the Successor Agency. The direct and indirect costs of our Agency Counsel, Successor Agency Board Members, Board Clerk, Executive Director, Chief Financial Officer, City Treasurer, and other staff is not included. Additionally, no other costs such as insurance, office use, and supplies have been included in the \$250,000 administrative budget. Since the dissolution of the former Redevelopment Agency, staff have dedicated a significant number of hours managing and providing information for the ROPS, Housing Asset Transfer review, Long-Range Property Management Plan, and other projects associated with the wind down of the Successor Agency. The cost of these activities far exceed the \$250,000 minimum annual administrative allowance provided to the Agency.

The Huntington Beach Successor Agency is scheduled to approve the ROPS 20-21 A-B and attached Resolutions at its regularly scheduled meeting on Tuesday, January 21, 2020. Successor Agency approval is subject to submittal 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 20-21 A- B to the City's website and to transmit the ROPS 20-21 A-B to the DOF.

Further, the City of Huntington Beach's Acting Chief Financial Officer Dahle Bulosan – dbulosan@surfcity-hb.org and Acting Assistant Chief Financial Officer Sunny Rief at sunny.rief@surfcity-hb.org and his/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

If the DOF approves the ROPS as submitted, the Huntington Beach Successor Agency will receive \$6,467,379, which does not include the \$250,000 for the administrative budget for the period of July 1, 2020 through June 30, 2020, to pay the Successor Agency's enforceable obligations.

Attachments

1. Orange Countywide Oversight Board Resolution
2. Exhibit A – ROPS 20-21
3. Exhibit B – ROPS Admin Budget
4. Placeholder Staff Report with Resolutions Attached
5. Support Material for ROPS 20-21
6. Prior two (2) years State of Finance approval of Annual ROPS and Administrative Budget

Resolution No. 20-____

A RESOLUTION OF THE ORANGE COUNTYWIDE OVERSIGHT BOARD WITH OVERSIGHT OF THE SUCCESSOR AGENCY TO THE HUNTINGTON BEACH REDEVELOPMENT AGENCY APPROVING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR THE 20-21 FISCAL PERIOD OF JULY 1, 2020 TO JUNE 30, 2021, SUBJECT TO SUBMITTAL TO, AND REVIEW BY, THE STATE DEPARTMENT OF FINANCE UNDER CALIFORNIA HEALTH AND SAFETY CODE, DIVISION 24, PART 1.85, AND AUTHORIZING THE POSTING AND TRANSMITTAL THEREOF

WHEREAS, the former Redevelopment Agency of the City of Huntington Beach (“former Agency”) was established as a community redevelopment agency that was organized and existing under the California Community Redevelopment Law, Health and Safety Code Section 33000, et seq., and previously authorized to transact business and exercise powers of a redevelopment agency by action of the City Council of the City of Huntington Beach (“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, as amended, the “Dissolution Law”); and

WHEREAS, as of February 1, 2012 the former Agency was dissolved under the Dissolution Law, and, as a separate public entity, corporate and politic, the Successor Agency to the Redevelopment Agency of the City of Huntington Beach (“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; and

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

WHEREAS, as of, on and after July 1, 2018 under Dissolution Law, in particular Sections 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 here; and

WHEREAS, every oversight board, both the prior local oversight board and this Orange Countywide Oversight Board (“Oversight Board”), has fiduciary responsibilities to the holders of enforceable obligations and to the taxing entities that benefit from distributions of property tax and other revenues under Dissolution Law, in particular Sections 34188; and

WHEREAS, Sections 34177(m), 34177(o) and 34179 provide that each Recognized Obligation Payment Schedule (“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 of California, Department of Finance (“DOF”); and

WHEREAS, Section 34177(o) of the Dissolution Law requires that the annual ROPS for the 20-21 fiscal period of July 1, 2020 to June 30, 2021 (“ROPS 20-21”) shall be submitted to the DOF by the Successor Agency, after approval by the Oversight Board, no later than February 1, 2020; and

WHEREAS, the Oversight Board has reviewed the ROPS 20-21 presented by the Successor Agency and desires to approve the ROPS 20-21, including the FY 20-21 Administrative Budget included therewith, and to authorize the Successor Agency, to cause posting of ROPS 20- 21 on the City’s website 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:

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

Section 2. The Oversight Board hereby approves the ROPS 20-21, along with the Administrative Budget for FY 20-21 that is included therewith as Attachment 1 and 2, and incorporated by this reference, all under the requirements of the Dissolution Law.

Section 3. The Oversight Board authorizes transmittal of ROPS 20-21 to the DOF, with copies to the County Executive Officer, the County Auditor-Controller, and the State Controller’s Office.

Section 4. The Executive Director of the Successor Agency, or his authorized designee(s), is directed to post this Resolution, including ROPS 20-21, on the Successor Agency website under the Dissolution Law.

Section 5. Under 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 under 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.

Huntington Beach

ROPS 2020-21 Annual








<u>Summary</u>		<u>Detail</u>	<u>Cash Balances</u>	<u>Submission</u>	
Requested Funding for Obligations			20-21A Total	20-21B Total	ROPS Total
A	Obligations Funded as Follows (B+C+D)		12,000	42,588	54,588
B	Bond Proceeds		0	0	0
C	Reserve Balance		0	17,006	17,006
D	Other Funds		12,000	25,582	37,582
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G)		2,525,464	3,887,327	6,412,791
F	RPTTF		2,400,464	3,762,327	6,162,791
G	Administrative RPTTF		125,000	125,000	250,000
H	Current Period Obligations (A+E)		2,537,464	3,929,915	6,467,379


















Huntington Beach













ROPS 2020-21 Annual


[Summary](#)
[Detail](#)
[Cash Balances](#)
[Submission](#)
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+										
	Item #	Obligation Name	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Total Outstanding Obligation	Total Requested Funding	Notes
	1	Land Sale Emerald Cove	City/County Loan (Prior 06/28/11), Property transaction	05/18/2009	10/01/2030	COHB Park A & D Fund	Legally Binding Operative Agreement Principal Amount - \$1,740,834, Interest Rates 3.81%, Debt Incurred on May 18, 2009	-	-	
	2	Hyatt Regency Huntington Beach Project	OPA/DDA/Construction	09/14/1998	09/30/2023	PCH Beach Resorts LLC	Disposition and Development Agreement approved on September 14, 1998 for the Waterfront Development	2,460,521	708,468	
	3	2002 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	06/19/2002	08/01/2024	Bank of New York Trust Co.	Tax Allocation Bonds Debt Service Payments	6,358,875	990,750	
	4	1999 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	01/12/1999	08/01/2024	Bank of New York Trust Co.	Tax Allocation Bonds Debt Service Payments	2,916,000	452,625	
	5	2002 Tax Allocation Refunding Bonds	Fees	11/17/2010	06/30/2021	Arbitrage Compliance Specialist	Tax Allocation Bonds arbitrage rebate calculation - Federal IRS Compliance	500	500	
	6	1999 Tax Allocation Refunding Bonds	Fees	11/17/2010	06/30/2021	Arbitrage Compliance Specialist	Tax Allocation Bonds arbitrage rebate calculation - Federal IRS Compliance	500	500	
	8	2002 Tax Allocation Refunding Bonds	Fees	06/19/2002	08/01/2024	Bank of New York Mellon	Tax Allocation Bonds - Payment to Fiscal Agent	1,500	1,500	
	9	1999 Tax Allocation Refunding Bonds	Fees	01/12/1999	08/01/2024	Bank of New York Mellon	Tax Allocation Bonds - Payment to Fiscal Agent	1,500	1,500	
	12	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	Bonds Issued On or Before 12/31/10	05/13/2010	09/01/2021	US Bank	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds Debt Service Payments	-	-	
	13	HUD Section 108 Infrastructure Loan for Hyatt/Hilton Properties	Bonds Issued On or Before 12/31/10	07/21/2010	08/01/2019	Bank of New York Mellon	Legally binding and enforceable loan agreement with the U.S. Department of Housing and Urban Development for capital improvements	-	-	
	14	Strand Hotel and Mixed-Use Project, Parking & Infrastructure	OPA/DDA/Construction	06/01/1999	09/30/2033	CIM Group, LLC and Kane Ballmer and Berkman	Property Tax Sharing Agreement under the Disposition and Development Agreement (DDA) for development of hotel, retail, restaurant, and public parking structure. The Implementation of the DDA and the Sixth Implementation Agreement were entered into from June 1999 to November 2008.	6,406,637	677,904	

	Item #	Obligation Name	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Total Outstanding Obligation	Total Requested Funding	Notes
	15	Strand Project Additional Parking	OPA/DDA/Construction	01/20/2009	09/30/2033	CIM Group, LLC	Property Tax Sharing Agreement under the Disposition and Development Agreement (DDA) and Sixth Implementation Agreement for the Strand projects parking structure authorized on January 20, 2009.	416,454	49,576	
	16	Pacific City	OPA/DDA/Construction	10/16/2006	10/16/2026	Makar Properties & Kane Ballmer and Berkman	Owner Participation Agreement approved on October 16, 2006 for future development of a 31-acre site located at Pacific Coast Highway and First Street and financed by property tax allocations.	-	-	
	17	Pacific City - Very Low Income Units	OPA/DDA/Construction	10/16/2006	11/26/2024	Makar Properties	15% affordable housing requirement pursuant to Attachment 5 of the Owner Participation Agreement approved on October 16, 2006. Of the 15% required housing obligation, 5% very-low income housing is to be developed by the Housing Authority. The Developer is required to provide the remaining 10% on site.	-	-	
	21	Abdelmudi Owner Participation Agreement/Rent Differential Agreement	OPA/DDA/Construction	05/28/1991	12/31/2017	Abdelmudi Development Company	Owner Participation Agreement/Rent Differential Agreement approved on May 28, 1991 for the development of the three story building at the Oceanview Promenade. The Third Implementation Amendment took effect on November 21, 1994.	-	-	
	27	Obligation for unused employee General Leave earned and vested	Unfunded Liabilities	09/30/2011	11/26/2024	City employees directly involved in Housing and Redevelopment projects and administration	Obligation for unused employee General Leave earned and vested as per MOUs and AB 1X26	-	-	
	29	Bella Terra Parking Infrastructure Property Tax Sharing Agreement	OPA/DDA/Construction	10/02/2000	09/30/2025	Bella Terra Associates LLC	Property Tax Sharing Agreement required under the terms of the Owner Participation Agreement (dated 10/2/2000) and Second Implementation Agreement (dated 9/17/2007) for the development of the Huntington Center (Bella Terra). Includes legal requirements to enforce obligation.	7,625,267	2,025,067	
	30	Bella Terra Phase II Property Tax Sharing Agreement	OPA/DDA/Construction	10/04/2010	07/01/2036	Bella Terra Villas, LLC and Kane Ballmer Berkman	Agreement approved on October 4, 2010 for construction of a 467 mixed-use unit project. Construction is complete and financed by property tax allocations. Includes legal requirements to implement obligation.	14,196,651	1,298,989	

	Item #	Obligation Name	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Total Outstanding Obligation	Total Requested Funding	Notes
	39	Legal expenses for Successor Agency compliance with AB 1x 26 and AB 1484 pursuant to Health and Safety Code Section 34171(d)(1)(F)	Legal	07/08/2012	07/08/2016	Kane Ballmer & Berkman	Legal expenses to ensure Successor Agency compliance with AB 1x 26 and AB 1484	-	-	
	40	Economic Analysis services related to Successor Agency compliance with AB 1x 26 and AB 1484 pursuant to Health and Safety Code Section 34171(d)(1)(F)	Professional Services	06/15/2010	09/30/2017	Keyser Marston	Economic Analysis consulting services to ensure Successor Agency compliance with AB 1x 26 and AB 1484	-	-	
	50	Enforcement of Successor Agency dissolution compliance and monitoring per AB 1X26 and AB1484	Admin Costs	02/01/2012	11/26/2024	Successor Agency, Kane Ballmer, Keyser Marston, and Davis Farr P et al	Successor Agency administrative obligations relating to maintaining payments on enforceable obligations and other activities as required by AB 1X26	250,000	250,000	
	51	Successor Agency Property Maintenance Fencing	Property Dispositions	11/01/2010	11/26/2024	S & S Fencing, A1 Fence Co., American Fence Company	Fencing to secure Successor Agency Property	-	-	
	52	Successor Agency Property Maintenance - weed control	Property Maintenance	11/01/2010	11/26/2024	TruGreen	As needed weed abatement for Agency property	-	-	
	53	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	Bonds Issued On or Before 12/31/10	05/30/2010	09/01/2021	US Bank	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds Debt Service Payments	-	-	
	54	Pacific City - Very Low Income Units	OPA/DDA/Construction	10/16/2006	11/26/2024	Housing Authority	Statutory housing obligation for Pacific City Project	-	-	
	57	Bella Terra I Project Management	Project Management Costs	02/01/2012	11/26/2024	City of Huntington Beach	Project management direct cost for overseeing Bella Terra I	-	-	
	58	Bella Terra II Project Management	Project Management Costs	02/01/2012	11/26/2024	City of Huntington Beach	Project management direct cost for overseeing Bella Terra 2	-	-	
	59	CIM Project Management	Project Management Costs	02/01/2012	11/26/2024	City of Huntington Beach	Project management direct cost for overseeing CIM	-	-	
	60	Bella Terra I Financial Analysis	Project Management Costs	06/15/2010	11/26/2024	Keyser Marston	Project management direct cost for Financial analysis - Bella Terra I	-	-	
	61	Bella Terra II Financial Analysis	Project Management Costs	06/15/2010	11/26/2024	Keyser Marston	Project management direct cost for Financial analysis - Bella Terra II	-	-	
	62	CIM Financial Analysis	Project Management Costs	06/15/2010	11/26/2024	Keyser Marston	Project management direct cost for financial analysis - CIM	-	-	
	63	2002 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	06/19/2002	08/01/2024	Bank of New York Trust Co.	Amount needed to fund shortfall in bond reserve account	-	-	
	64	Successor Agency Financial Statement Audit	Dissolution Audits	11/04/2013	11/07/2019	Davis Farr LLP	Statutorily required annual financial statement audit of Successor Agency.	10,000	10,000	
	66	Housing Authority Administrative Cost Allowance	Admin Costs	02/18/2014	11/26/2024	Housing Authority	Housing Entity Administrative Cost Allowance per AP 471	-	-	
	71	Housing Authority Administrative Cost Allowance	Admin Costs	02/18/2014	11/26/2024	Housing Authority	Housing Entity Administrative Cost Allowance per AP 471	-	-	

	Item #	Obligation Name	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Total Outstanding Obligation	Total Requested Funding	Notes
	76	Waterfront Hyatt Regency Hotel (Parcel 5), Waterfront Hilton Hotel/Parcel C (Parcel 6 and 7)	Project Management Costs	12/01/2015	09/30/2016	HB Staffing	Project Management Costs for Consultant to draft documents for the disposition of Successor Agency property under the LRPMP and prepare draft documents	-	-	
	77	Waterfront Hyatt Regency Hotel (Parcel 5), Waterfront Hilton Hotel/Parcel C (Parcel 6 and 7)	Project Management Costs	07/08/2012	07/08/2016	Kane Ballmer & Berkman	Legal Costs for outside counsel to negotiate terms for the disposition of Successor Agency property under the LRPMP and draft various documents including Purchase and Sale Agreement	-	-	
	78	Waterfront Hyatt Regency Hotel (Parcel 5), Waterfront Hilton Hotel/Parcel C (Parcel 6 and 7)	Project Management Costs	06/15/2010	09/30/2017	Keyser Marston	Economic Analysis services to prepare financial analysis to negotiate terms for the disposition of Successor Agency property under the LRPMP	-	-	
	90	Unfunded CalPERS Pension Liabilities	Unfunded Liabilities	06/30/2011	11/26/2026	CalPERS	Unfunded CalPERS pension obligation as per CalPERS actuarial valuation as of June 30, 2016	-	-	
	91	Unfunded Supplemental Retirement Liabilities	Unfunded Liabilities	09/30/2011	11/26/2026	US Bank	Unfunded actuarial accrued liability as of September 30, 2013 as per actuarial valuation by Bartel Associates, LLC.	-	-	
	92	Unfunded OPEB Liabilities	Unfunded Liabilities	06/30/2011	11/26/2024	CalPERS/CERBT	Unfunded actuarial accrued liability as of June 30, 2013 as per Bartel Associates, LLC.	-	-	
	93	Land Sale Emerald Cove	City/County Loan (Prior 06/28/11), Property transaction	05/18/2009	10/01/2030	COHB Park A&D Fund	Legally Binding Operative Agreement Principal Amount - \$1,740,834, Interest Rates 3%, Debt Incurred on May 18, 2009	-	-	
	94	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	City/County Loan (Prior 06/28/11), Property transaction	05/13/2010	09/01/2021	Huntington Beach Public Financing Authority	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds Debt Service Payments	-	-	
	95	Huntington Center Redevelopment Plan development	City/County Loan (Prior 06/28/11), Property transaction	06/09/2005	10/01/2030	City of Huntington Beach	Land and Right-of-way acquisition costs connected with the Gothard-Hoover Extension project and development of a public storage facility	-	-	
	96	Main-Pier Redevelopment Project Phase II	City/County Loan (Prior 06/28/11), Property transaction	09/10/2005	10/01/2030	City of Huntington Beach	Costs incurred to acquire land within the Main-Pier project area for Phase II development projects	-	-	
	97	Development of Downtown Main-Pier project area	City/County Loan (Prior 06/28/11), Property transaction	06/04/1990	10/01/2030	City of Huntington Beach	Costs incurred to acquire land within the Main-Pier project area to implement the construction of parking facilities within the Downtown Main-Pier area	-	-	
	98	Third Block West commercial/residential project	City/County Loan (Prior 06/28/11), Property transaction	06/18/2005	10/01/2030	City of Huntington Beach	Relocation, property acquisition, and other project costs associated with the Third Block West Condominium/Retail/Office project in the Main-Pier Redevelopment project area	-	-	

	Item #	Obligation Name	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Total Outstanding Obligation	Total Requested Funding	Notes
	99	Second Block Alley and Street Improvement Project	City/County Loan (Prior 06/28/11), Property transaction	06/10/2005	10/01/2030	City of Huntington Beach	Property acquisition cost associated with the Second Block alley and street improvement project	-	-	
	100	Strand Project	City/County Loan (Prior 06/28/11), Property transaction	06/18/2005	10/01/2030	City of Huntington Beach	Relocation costs paid to Wind and Sea Surf Shop	-	-	
	101	Pierside Hotel/Retail/Parking Structure Project	City/County Loan (Prior 06/28/11), Property transaction	05/15/1992	10/01/2030	City of Huntington Beach	Relocation costs paid to Terry's Coffee Shop and First Interstate Bank	-	-	
	102	Waterfront Commercial Master Site Plan	City/County Loan (Prior 06/28/11), Property transaction	03/01/1989	10/01/2030	City of Huntington Beach	Costs related to the relocation, buyout, and demolition of Driftwood and Pacific Mobile Home Parks related to the Waterfront Commercial Master Site Plan	-	-	
	103	Strand Project	City/County Loan (Prior 06/28/11), Property transaction	10/19/1992	10/01/2030	City of Huntington Beach	Property acquisition costs associated with the Strand Project	-	-	
	104	Operative Agreement for the Huntington Beach Redevelopment Project	City/County Loan (Prior 06/28/11), Other	06/17/2002	10/01/2030	City of Huntington Beach	Loan repayment for advance made on capital projects in FY 2004/05	-	-	

Huntington Beach

ROPS 2020-21 Annual

[Summary](#) [Detail](#) [Cash Balances](#) [Submission](#)

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](#).

[Export to Excel](#)

Note: Cash Balances data is auto-saved.

July 1, 2017 through June 30, 2018

(Report Amounts in Whole Dollars)

A	B	C	D	E	F	G	H
		Fund Sources					
		Bond Proceeds		Reserve Balance	Other Funds	RPTTF	
	ROPS 17-18 Cash Balances (07/01/17 - 06/30/18)	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	Comments
1	Beginning Available Cash Balance (Actual 07/01/17) RPTTF amount should exclude "A" period distribution amount			17,066	600,424	36,705	
2	Revenue/Income (Actual 06/30/18) RPTTF amount should tie to the ROPS 17-18 total distribution from the County Auditor- Controller				165,613	9,796,591	
3	Expenditures for ROPS 17-18 Enforceable Obligations (Actual 06/30/18)				728,455	8,578,685	
4	Retention of Available Cash Balance (Actual 06/30/18) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)						
5	ROPS 17-18 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 17-18 PPA form submitted to the CAC			No entry required			

6	Ending Actual Available Cash Balance (06/30/18) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)	\$	0	\$	0	\$	17,066	\$	37,582	\$	1,254,611	
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Successor Agency
Administrative Budget
Department Budget Summary
Other Funds by Object Account

OTHER FUNDS

Expenditure Object Account		ROPS 20-21 Budget
RORF Administration (350)		
PERSONAL SERVICES		
Salaries/Benefits - Permanent		219,000
PERSONAL SERVICES		219,000
OPERATING EXPENSES		
Other Professional Services/Operating		31,000
OPERATING EXPENSES		31,000
Total		250,000
Revenue Summary		ROPS 20-21 Budget
Administrative Allowance		250,000
Total		250,000

Significant Changes

Pursuant to AB x126 and AB 1484, the Successor Agency receives RPTTF funding from the County Auditor-Controller to pay Enforceable Obligations. The Successor Agency also receives a 3% of actual distributed RPTTF in the preceding fiscal year, or a minimum of \$250,000 for administration of the winding down of the former Redevelopment Agency per fiscal year. Administrative costs associated with the "wind down" and dissolution of the Redevelopment Agency that exceed the administrative cost allowance will be funded by Other Funds, pursuant to State rules. Administrative expenses include: personnel costs, legal, and other professional services expenses associated with the dissolution and administration of the Successor Agency.

RESOLUTION NO. 2020-01

A RESOLUTION OF THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF HUNTINGTON BEACH APPROVING THE SUCCESSOR AGENCY ADMINISTRATIVE BUDGET FOR THE PERIOD JULY 1, 2020 THROUGH JUNE 30, 2021

WHEREAS, California Health and Safety Code section 34177(j) requires that the Successor Agency to the Redevelopment Agency of the City of Huntington Beach ("Successor Agency") prepare an administrative budget for each annual fiscal period; and

A draft administrative budget for the fiscal period of July 1, 2020 through June 30, 2021 ("Administrative Budget") is attached hereto as Exhibit A; and

California Health and Safety Code section 34177(k) requires the Successor Agency to provide to the County Auditor-Controller administrative cost estimates for expenses from the administrative budget that are to be paid from property tax revenues deposited in the Redevelopment Property Tax Trust Fund for each annual fiscal period; and

All of the prerequisites with respect to the approval of this Resolution have been met.

NOW, THEREFORE, the Successor Agency to the Redevelopment Agency of the City of Huntington Beach does hereby resolve as follows:

1. The Successor Agency hereby finds and determines that the foregoing recitals are true and correct.
2. The Administrative Budget attached hereto as Exhibit A is hereby approved.
3. The Successor Agency staff is directed to: (i) provide the required cost estimates for expenses to the County Auditor-Controller; and (ii) to do any and all things and to execute and deliver any and all documents which may be necessary or advisable in order to effectuate the purposes of this Resolution.
4. The Successor Agency does not intend, by adoption of this Resolution, to waive any constitutional, legal and/or equitable rights of the Successor Agency or the City of Huntington Beach under law and/or in equity by virtue of the adoption of this Resolution and actions approved and taken pursuant to this Resolution and, therefore, reserves all such rights of the Successor Agency and the City of Huntington Beach under law and/or in equity.

PASSED AND ADOPTED by the Successor Agency to the Redevelopment Agency of the City of Huntington Beach at a regular meeting thereof held on the _____ day of _____, 2020.

Chairperson

REVIEWED AND APPROVED:

Executive Director

APPROVED AS TO FORM:


 _____
General Legal Counsel

EXHIBIT A

ADMINISTRATIVE BUDGET FOR THE PERIOD
JULY 1, 2020 THROUGH JUNE 30, 2021

[behind this page]

**Successor Agency
Administrative Budget
Department Budget Summary
Other Funds by Object Account**

OTHER FUNDS

Expenditure Object Account		ROPS 20-21 Budget
RORF Administration (350)		
PERSONAL SERVICES		
Salaries/Benefits - Permanent		219,000
PERSONAL SERVICES		219,000
OPERATING EXPENSES		
Other Professional Services/Operating		31,000
OPERATING EXPENSES		31,000
Total		250,000
Revenue Summary		
		ROPS 20-21 Budget
Administrative Allowance		250,000
Total		250,000

Significant Changes

Pursuant to AB x126 and AB 1484, the Successor Agency receives RPTTF funding from the County Auditor-Controller to pay Enforceable Obligations. The Successor Agency also receives a 3% of actual distributed RPTTF in the preceding fiscal year, or a minimum of \$250,000 for administration of the winding down of the former Redevelopment Agency per fiscal year. Administrative costs associated with the "wind down" and dissolution of the Redevelopment Agency that exceed the administrative cost allowance will be funded by Other Funds, pursuant to State rules. Administrative expenses include: personnel costs, legal, and other professional services expenses associated with the dissolution and administration of the Successor Agency.

RESOLUTION NO. 2020-02

A RESOLUTION OF THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF HUNTINGTON BEACH APPROVING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR THE PERIOD JULY 1, 2020 – JUNE 30, 2021 (“ROPS 20-21”)

WHEREAS, pursuant to AB x1 26 (as amended by AB 1484, the “Dissolution Act”), the separate legal entity known as Successor Agency to the Redevelopment Agency of the City of Huntington Beach (“Successor Agency”) must prepare “Recognized Obligation Payment Schedules” (“ROPS”) that enumerate the enforceable obligations and expenses of the Successor Agency for each successive annual fiscal period until the wind down and disposition of assets of the former Redevelopment Agency of the City of Huntington Beach; and

The Successor Agency staff has prepared a ROPS for the annual fiscal period commencing on July 1, 2020 and continuing through June 30, 2021 (“ROPS 20-21”) which is attached hereto as Exhibit A; and

After reviewing ROPS 20-21, presented to and recommended for approval by Successor Agency staff, and after reviewing any written and oral comments from the public relating thereto, the Successor Agency Board desires to approve the ROPS 20-21; and

All of the prerequisites with respect to the approval of this Resolution have been met.

NOW, THEREFORE, the Successor Agency to the Redevelopment Agency of the City of Huntington Beach does hereby resolve as follows:

1. The Successor Agency hereby finds and determines that the foregoing recitals are true and correct.

2. The Successor Agency hereby approves ROPS 20-21 in the form presented to the Successor Agency and attached hereto as Exhibit A, and hereby determines that such agreements and obligations constitute “enforceable obligations” and “recognized obligations” for all purposes under the Dissolution Act.

3. The Successor Agency authorizes and directs the Successor Agency staff to: (i) take all actions necessary under the Dissolution Act to post ROPS 20-21 on the Successor Agency website once approved by the Oversight Board to the Successor Agency; (ii) transmit ROPS 20-21 to the Auditor-Controller and the County Administrator of the County of Orange and to the State Controller and the State Department of Finance (“DOF”); and (iii) to do any and all things and to execute and deliver any and all documents which may be necessary or advisable in order to effectuate the purposes of this Resolution. In addition, the Successor Agency authorizes and directs the Successor Agency staff to make such non-substantive revisions to ROPS 20-21 as may be necessary to submit ROPS 20-21 in any modified form required by DOF, and ROPS 20-21 as so modified shall thereupon constitute ROPS 20-21 as approved by the Successor Agency pursuant to this Resolution.

4. The Successor Agency authorizes the Executive Director, or designee, to make such non-substantive changes and amendments to ROPS 20-21 as may be approved by the Executive Director of the Successor Agency and its legal counsel, and ResolROPS 20-21 as so modified shall thereupon constitute ROPS 20-21 as approved by the Successor Agency pursuant to this Resolution.

5. The Successor Agency does not intend, by adoption of this Resolution, to waive any constitutional, legal and/or equitable rights of the Successor Agency or the City of Huntington Beach under law and/or in equity by virtue of the adoption of this Resolution and actions approved and taken pursuant to this Resolution and, therefore, reserves all such rights of the Successor Agency and the City of Huntington Beach under law and/or in equity.

PASSED AND ADOPTED by the Successor Agency to the Redevelopment Agency of the City of Huntington Beach at a regular meeting thereof held on the _____ day of _____, 2020.

Chairperson

REVIEWED AND APPROVED:

Executive Director

APPROVED AS TO FORM:


General Legal Counsel

EXHIBIT A

RECOGNIZED OBLIGATION PAYMENT SCHEDULE
FOR THE PERIOD JULY 1, 2020 THROUGH JUNE 30, 2021
("ROPS 20-21S")

[behind this page]

Huntington Beach

ROPS 2020-21 Annual

[Summary](#) [Detail](#) [Cash Balances](#) [Submission](#)

Requested Funding for Obligations		20-21A Total	20-21B Total	ROPS Total
A	Obligations Funded as Follows (B+C+D)	12,000	42,588	54,588
B	Bond Proceeds	0	0	0
C	Reserve Balance	0	17,006	17,006
D	Other Funds	12,000	25,582	37,582
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G)	2,525,464	3,887,327	6,412,791
F	RPTTF	2,400,464	3,762,327	6,162,791
G	Administrative RPTTF	125,000	125,000	250,000
H	Current Period Obligations (A+E)	2,537,464	3,929,915	6,467,379

Huntington Beach

ROPS 2020-21 Annual

[Summary](#) [Detail](#) [Cash Balances](#) [Submission](#)

Filter							Export to Excel		
Item #	Obligation Name	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Total Outstanding Obligation	Total Requested Funding	Notes
1	Land Sale Emerald Cove	City/County Loan (Prior 06/28/11), Property transaction	05/18/2009	10/01/2030	COHB Park A & D Fund	Legally Binding Operative Agreement Principal Amount - \$1,740,834, Interest Rates 3.81%, Debt Incurred on May 18, 2009	-	-	
2	Hyatt Regency Huntington Beach Project	OPA/DDA/Construction	09/14/1998	09/30/2023	PCH Beach Resorts LLC	Disposition and Development Agreement approved on September 14, 1998 for the Waterfront Development	2,460,521	708,468	
3	2002 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	06/19/2002	08/01/2024	Bank of New York Trust Co.	Tax Allocation Bonds Debt Service Payments	6,358,875	990,750	
4	1999 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	01/12/1999	08/01/2024	Bank of New York Trust Co.	Tax Allocation Bonds Debt Service Payments	2,916,000	452,625	
5	2002 Tax Allocation Refunding Bonds	Fees	11/17/2010	06/30/2021	Arbitrage Compliance Specialist	Tax Allocation Bonds arbitrage rebate calculation - Federal IRS Compliance	500	500	
6	1999 Tax Allocation Refunding Bonds	Fees	11/17/2010	06/30/2021	Arbitrage Compliance Specialist	Tax Allocation Bonds arbitrage rebate calculation - Federal IRS Compliance	500	500	
8	2002 Tax Allocation Refunding Bonds	Fees	06/19/2002	08/01/2024	Bank of New York Mellon	Tax Allocation Bonds - Payment to Fiscal Agent	1,500	1,500	
9	1999 Tax Allocation Refunding Bonds	Fees	01/12/1999	08/01/2024	Bank of New York Mellon	Tax Allocation Bonds - Payment to Fiscal Agent	1,500	1,500	
12	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	Bonds Issued On or Before 12/31/10	05/13/2010	09/01/2021	US Bank	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds Debt Service Payments	-	-	
13	HUD Section 108 Infrastructure Loan for Hyatt/Hilton Properties	Bonds Issued On or Before 12/31/10	07/21/2010	08/01/2019	Bank of New York Mellon	Legally binding and enforceable loan agreement with the U.S. Department of Housing and Urban Development for capital improvements	-	-	
14	Strand Hotel and Mixed-Use Project, Parking & Infrastructure	OPA/DDA/Construction	06/01/1999	09/30/2033	CIM Group, LLC and Kane Ballmer and Berkman	Property Tax Sharing Agreement under the Disposition and Development Agreement (DDA) for development of hotel, retail, restaurant, and public parking structure. The Implementation of the DDA and the Sixth Implementation Agreement were entered into from June 1999 to November 2008.	6,406,637	677,904	

Item #	Obligation Name	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Total Outstanding Obligation	Total Requested Funding	Notes
15	Strand Project Additional Parking	OPA/DDA/Construction	01/20/2009	09/30/2033	CIM Group, LLC	Property Tax Sharing Agreement under the Disposition and Development Agreement (DDA) and Sixth Implementation Agreement for the Strand projects parking structure authorized on January 20, 2009.	416,454	49,576	
16	Pacific City	OPA/DDA/Construction	10/16/2006	10/16/2026	Makar Properties & Kane Ballmer and Berkman	Owner Participation Agreement approved on October 16, 2006 for future development of a 31-acre site located at Pacific Coast Highway and First Street and financed by property tax allocations.	-	-	
17	Pacific City - Very Low Income Units	OPA/DDA/Construction	10/16/2006	11/26/2024	Makar Properties	15% affordable housing requirement pursuant to Attachment 5 of the Owner Participation Agreement approved on October 16, 2006. Of the 15% required housing obligation, 5% very-low income housing is to be developed by the Housing Authority. The Developer is required to provide the remaining 10% on site.	-	-	
21	Abdelmudl Owner Participation Agreement/Rent Differential Agreement	OPA/DDA/Construction	05/28/1991	12/31/2017	Abdelmudl Development Company	Owner Participation Agreement/Rent Differential Agreement approved on May 28, 1991 for the development of the three story building at the Oceanview Promenade. The Third Implementation Amendment took effect on November 21, 1994.	-	-	
27	Obligation for unused employee General Leave earned and vested	Unfunded Liabilities	09/30/2011	11/26/2024	City employees directly involved in Housing and Redevelopment projects and administration	Obligation for unused employee General Leave earned and vested as per MOUs and AB 1X26	-	-	
29	Bella Terra Parking Infrastructure Property Tax Sharing Agreement	OPA/DDA/Construction	10/02/2000	09/30/2025	Bella Terra Associates LLC	Property Tax Sharing Agreement required under the terms of the Owner Participation Agreement (dated 10/2/2000) and Second Implementation Agreement (dated 9/17/2007) for the development of the Huntington Center (Bella Terra). Includes legal requirements to enforce obligation.	7,625,267	2,025,067	
30	Bella Terra Phase II Property Tax Sharing Agreement	OPA/DDA/Construction	10/04/2010	07/01/2036	Bella Terra Villas, LLC and Kane Ballmer Berkman	Agreement approved on October 4, 2010 for construction of a 467 mixed-use unit project. Construction is complete and financed by property tax allocations. Includes legal requirements to implement obligation.	14,196,651	1,298,989	

Item #	Obligation Name	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Total Outstanding Obligation	Total Requested Funding	Notes
39	Legal expenses for Successor Agency compliance with AB 1x 26 and AB 1484 pursuant to Health and Safety Code Section 34171(d)(1)(F)	Legal	07/08/2012	07/08/2016	Kane Ballmer & Berkman	Legal expenses to ensure Successor Agency compliance with AB 1x 26 and AB 1484	-	-	
40	Economic Analysis services related to Successor Agency compliance with AB 1x 26 and AB 1484 pursuant to Health and Safety Code Section 34171(d)(1)(F)	Professional Services	06/15/2010	09/30/2017	Keyser Marston	Economic Analysis consulting services to ensure Successor Agency compliance with AB 1x 26 and AB 1484	-	-	
50	Enforcement of Successor Agency dissolution compliance and monitoring per AB 1X26 and AB1484	Admin Costs	02/01/2012	11/26/2024	Successor Agency, Kane Ballmer, Keyser Marston, and Davis Farr P et al	Successor Agency administrative obligations relating to maintaining payments on enforceable obligations and other activities as required by AB 1X26	250,000	250,000	
51	Successor Agency Property Maintenance Fencing	Property Dispositions	11/01/2010	11/26/2024	S & S Fencing, A1 Fence Co., American Fence Company	Fencing to secure Successor Agency Property	-	-	
52	Successor Agency Property Maintenance - weed control	Property Maintenance	11/01/2010	11/26/2024	TruGreen	As needed weed abatement for Agency property	-	-	
53	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	Bonds Issued On or Before 12/31/10	05/30/2010	09/01/2021	US Bank	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds Debt Service Payments	-	-	
54	Pacific City - Very Low Income Units	OPA/DDA/Construction	10/16/2006	11/26/2024	Housing Authority	Statutory housing obligation for Pacific City Project	-	-	
57	Bella Terra I Project Management	Project Management Costs	02/01/2012	11/26/2024	City of Huntington Beach	Project management direct cost for overseeing Bella Terra I	-	-	
58	Bella Terra II Project Management	Project Management Costs	02/01/2012	11/26/2024	City of Huntington Beach	Project management direct cost for overseeing Bella Terra 2	-	-	
59	CIM Project Management	Project Management Costs	02/01/2012	11/26/2024	City of Huntington Beach	Project management direct cost for overseeing CIM	-	-	
60	Bella Terra I Financial Analysis	Project Management Costs	06/15/2010	11/26/2024	Keyser Marston	Project management direct cost for Financial analysis - Bella Terra I	-	-	
61	Bella Terra II Financial Analysis	Project Management Costs	06/15/2010	11/26/2024	Keyser Marston	Project management direct cost for Financial analysis - Bella Terra II	-	-	
62	CIM Financial Analysis	Project Management Costs	06/15/2010	11/26/2024	Keyser Marston	Project management direct cost for financial analysis - CIM	-	-	
63	2002 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	06/19/2002	08/01/2024	Bank of New York Trust Co.	Amount needed to fund shortfall in bond reserve account	-	-	
64	Successor Agency Financial Statement Audit	Dissolution Audits	11/04/2013	11/07/2019	Davis Farr LLP	Statutorily required annual financial statement audit of Successor Agency.	10,000	10,000	
66	Housing Authority Administrative Cost Allowance	Admin Costs	02/18/2014	11/26/2024	Housing Authority	Housing Entity Administrative Cost Allowance per AP 471	-	-	
71	Housing Authority Administrative Cost Allowance	Admin Costs	02/18/2014	11/26/2024	Housing Authority	Housing Entity Administrative Cost Allowance per AP 471	-	-	

Item #	Obligation Name	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Total Outstanding Obligation	Total Requested Funding	Notes
76	Waterfront Hyatt Regency Hotel (Parcel 5), Waterfront Hilton Hotel/Parcel C (Parcel 6 and 7)	Project Management Costs	12/01/2015	09/30/2016	HB Staffing	Project Management Costs for Consultant to draft documents for the disposition of Successor Agency property under the LRPMP and prepare draft documents	-	-	
77	Waterfront Hyatt Regency Hotel (Parcel 5), Waterfront Hilton Hotel/Parcel C (Parcel 6 and 7)	Project Management Costs	07/08/2012	07/08/2016	Kane Ballmer & Berkman	Legal Costs for outside counsel to negotiate terms for the disposition of Successor Agency property under the LRPMP and draft various documents including Purchase and Sale Agreement	-	-	
78	Waterfront Hyatt Regency Hotel (Parcel 5), Waterfront Hilton Hotel/Parcel C (Parcel 6 and 7)	Project Management Costs	06/15/2010	09/30/2017	Keyser Marston	Economic Analysis services to prepare financial analysis to negotiate terms for the disposition of Successor Agency property under the LRPMP	-	-	
90	Unfunded CalPERS Pension Liabilities	Unfunded Liabilities	06/30/2011	11/26/2026	CalPERS	Unfunded CalPERS pension obligation as per CalPERS actuarial valuation as of June 30, 2016	-	-	
91	Unfunded Supplemental Retirement Liabilities	Unfunded Liabilities	09/30/2011	11/26/2026	US Bank	Unfunded actuarial accrued liability as of September 30, 2013 as per actuarial valuation by Bartel Associates, LLC.	-	-	
92	Unfunded OPEB Liabilities	Unfunded Liabilities	06/30/2011	11/26/2024	CalPERS/CERBT	Unfunded actuarial accrued liability as of June 30, 2013 as per Bartel Associates, LLC.	-	-	
93	Land Sale Emerald Cove	City/County Loan (Prior 06/28/11), Property transaction	05/18/2009	10/01/2030	COHB Park A&D Fund	Legally Binding Operative Agreement Principal Amount - \$1,740,834, Interest Rates 3%, Debt Incurred on May 18, 2009	-	-	
94	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	City/County Loan (Prior 06/28/11), Property transaction	05/13/2010	09/01/2021	Huntington Beach Public Financing Authority	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds Debt Service Payments	-	-	
95	Huntington Center Redevelopment Plan development	City/County Loan (Prior 06/28/11), Property transaction	06/09/2005	10/01/2030	City of Huntington Beach	Land and Right-of-way acquisition costs connected with the Gothard-Hoover Extension project and development of a public storage facility	-	-	
96	Main-Pier Redevelopment Project Phase II	City/County Loan (Prior 06/28/11), Property transaction	09/10/2005	10/01/2030	City of Huntington Beach	Costs incurred to acquire land within the Main-Pier project area for Phase II development projects	-	-	
97	Development of Downtown Main-Pier project area	City/County Loan (Prior 06/28/11), Property transaction	06/04/1990	10/01/2030	City of Huntington Beach	Costs incurred to acquire land within the Main-Pier project area to implement the construction of parking facilities within the Downtown Main-Pier area	-	-	
98	Third Block West commercial/residential project	City/County Loan (Prior 06/28/11), Property transaction	06/18/2005	10/01/2030	City of Huntington Beach	Relocation, property acquisition, and other project costs associated with the Third Block West Condominium/Retail/Office project in the Main-Pier Redevelopment project area	-	-	

Item #	Obligation Name	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Total Outstanding Obligation	Total Requested Funding	Notes
99	Second Block Alley and Street Improvement Project	City/County Loan (Prior 06/28/11), Property transaction	06/10/2005	10/01/2030	City of Huntington Beach	Property acquisition cost associated with the Second Block alley and street improvement project	-	-	
100	Strand Project	City/County Loan (Prior 06/28/11), Property transaction	06/18/2005	10/01/2030	City of Huntington Beach	Relocation costs paid to Wind and Sea Surf Shop	-	-	
101	Pierside Hotel/Retail/Parking Structure Project	City/County Loan (Prior 06/28/11), Property transaction	05/15/1992	10/01/2030	City of Huntington Beach	Relocation costs paid to Terry's Coffee Shop and First Interstate Bank	-	-	
102	Waterfront Commercial Master Site Plan	City/County Loan (Prior 06/28/11), Property transaction	03/01/1989	10/01/2030	City of Huntington Beach	Costs related to the relocation, buyout, and demolition of Driftwood and Pacific Mobile Home Parks related to the Waterfront Commercial Master Site Plan	-	-	
103	Strand Project	City/County Loan (Prior 06/28/11), Property transaction	10/19/1992	10/01/2030	City of Huntington Beach	Property acquisition costs associated with the Strand Project	-	-	
104	Operative Agreement for the Huntington Beach Redevelopment Project	City/County Loan (Prior 06/28/11), Other	06/17/2002	10/01/2030	City of Huntington Beach	Loan repayment for advance made on capital projects in FY 2004/05	-	-	

Huntington Beach

ROPS 2020-21 Annual

[Summary](#)
[Detail](#)
[Cash Balances](#)
[Submission](#)

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](#).

Export to Excel

Note: Cash Balances data is auto-saved.

July 1, 2017 through June 30, 2018
(Report Amounts in Whole Dollars)

A	B	C	D	E	F	G	H
		Fund Sources					
		Bond Proceeds		Reserve Balance	Other Funds	RPTTF	
	ROPS 17-18 Cash Balances (07/01/17 - 06/30/18)	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	Comments
1	Beginning Available Cash Balance (Actual 07/01/17) RPTTF amount should exclude "A" period distribution amount			17,066	600,424	36,705	
2	Revenue/Income (Actual 06/30/18) RPTTF amount should tie to the ROPS 17-18 total distribution from the County Auditor- Controller				165,613	9,796,591	
3	Expenditures for ROPS 17-18 Enforceable Obligations (Actual 06/30/18)				728,455	8,578,685	
4	Retention of Available Cash Balance (Actual 06/30/18) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)						
5	ROPS 17-18 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 17-18 PPA form submitted to the CAC	No entry required					

6	Ending Actual	\$	0	\$	0	\$	17,066	\$	37,582	\$	1,254,611
	Available Cash										
	Balance										
	(06/30/18)										
	C to F = (1 + 2 - 3										
	- 4), G = (1 + 2 - 3										
	- 4 - 5)										

**Interest for Developer Advance - Hyatt Project
Projected Amortization Schedule**

Month	Interest Rate	Daily Interest	Additional Principal	Payments	Number of Days	Monthly Interest	Cumulative Total
9/30/2015							<u>4,185,275.07</u>
10/31/15	6.3185%	\$ 724.51			31	\$ 22,459.85	\$ 4,207,734.92
11/30/15	6.3185%	\$ 728.40			30	\$ 21,851.98	\$ 4,229,586.90
12/31/15	6.3185%	\$ 732.18			31	\$ 22,697.64	\$ 4,252,284.54
01/31/16	6.3185%	\$ 736.11			31	\$ 22,819.45	\$ 4,275,103.99
02/29/16	6.3185%	\$ 740.06			29	\$ 21,461.78	\$ 4,296,565.77
03/30/16	6.3185%	\$ 743.78			30	\$ 22,313.30	\$ 4,318,879.07
03/31/16	6.3185%	\$ 684.42		365,183.77	1	\$ 684.42	\$ 3,954,379.72
04/30/16	6.3185%	\$ 684.54			30	\$ 20,536.23	\$ 3,974,915.95
05/31/16	6.3185%	\$ 688.10			31	\$ 21,330.98	\$ 3,996,246.93
06/30/16	6.3185%	\$ 691.79			30	\$ 20,753.66	\$ 4,017,000.59
07/31/16	6.3185%	\$ 695.38			31	\$ 21,556.82	\$ 4,038,557.41
08/31/16	6.3185%	\$ 699.11			31	\$ 21,672.50	\$ 4,060,229.91
09/29/16	6.3185%	\$ 702.86			29	\$ 20,383.08	\$ 4,080,612.99
09/30/16	6.3185%	\$ 643.40		363,876.25	1	\$ 643.40	\$ 3,717,380.14
10/31/16	6.3185%	\$ 643.51			31	\$ 19,948.94	\$ 3,737,329.08
11/30/16	6.3185%	\$ 646.97			30	\$ 19,409.03	\$ 3,756,738.11
12/31/16	6.3185%	\$ 650.33			31	\$ 20,160.15	\$ 3,776,898.26
01/31/17	6.3185%	\$ 653.82			31	\$ 20,268.34	\$ 3,797,166.60
02/28/17	6.3185%	\$ 657.33			28	\$ 18,405.13	\$ 3,815,571.73
03/30/17	6.3185%	\$ 660.51			30	\$ 19,815.36	\$ 3,835,387.09
03/31/17	6.3185%	\$ 600.95		363,876.25	1	\$ 600.95	\$ 3,472,111.79
04/30/17	6.3185%	\$ 601.06			30	\$ 18,031.68	\$ 3,490,143.47
05/31/17	6.3185%	\$ 604.18			31	\$ 18,729.50	\$ 3,508,872.97
06/30/17	6.3185%	\$ 607.42			30	\$ 18,222.59	\$ 3,527,095.56
07/31/17	6.3185%	\$ 610.57			31	\$ 18,927.80	\$ 3,546,023.36
08/31/17	6.3185%	\$ 613.85			31	\$ 19,029.37	\$ 3,565,052.73
09/28/17	6.3185%	\$ 617.14			28	\$ 17,280.05	\$ 3,582,332.78
09/30/17	6.3185%	\$ 557.43		362,236.45	2	\$ 1,114.86	\$ 3,221,211.19
10/31/17	6.3185%	\$ 557.62			31	\$ 17,286.30	\$ 3,238,497.49
11/30/17	6.3185%	\$ 560.62			30	\$ 16,818.45	\$ 3,255,315.94
12/31/17	6.3185%	\$ 563.53			31	\$ 17,469.32	\$ 3,272,785.26
01/31/18	6.3185%	\$ 566.55			31	\$ 17,563.07	\$ 3,290,348.33
02/28/18	6.3185%	\$ 569.59			28	\$ 15,948.54	\$ 3,306,296.87
03/29/18	6.3185%	\$ 572.35			29	\$ 16,598.20	\$ 3,322,895.07
03/31/18	6.3185%	\$ 512.52		362,236.45	2	\$ 1,025.04	\$ 2,961,683.66
04/30/18	6.3185%	\$ 512.70			30	\$ 15,380.88	\$ 2,977,064.54
05/31/18	6.3185%	\$ 515.36			31	\$ 15,976.11	\$ 2,993,040.65
06/30/18	6.3185%	\$ 518.12			30	\$ 15,543.72	\$ 3,008,584.37
07/31/18	6.3185%	\$ 520.81			31	\$ 16,145.26	\$ 3,024,729.63
08/31/18	6.3185%	\$ 523.61			31	\$ 16,231.90	\$ 3,040,961.53
09/28/18	6.3185%	\$ 526.42			28	\$ 14,739.75	\$ 3,055,701.28
09/30/18	6.3185%	\$ 466.62		360,213.30	2	\$ 933.23	\$ 2,696,421.21
10/31/18	6.3185%	\$ 466.78			31	\$ 14,470.07	\$ 2,710,891.28
11/30/18	6.3185%	\$ 469.28			30	\$ 14,078.44	\$ 2,724,969.72
12/31/18	6.3185%	\$ 471.72			31	\$ 14,623.27	\$ 2,739,592.99
01/31/19	6.3185%	\$ 474.25			31	\$ 14,701.74	\$ 2,754,294.73
02/28/19	6.3185%	\$ 476.80			28	\$ 13,350.26	\$ 2,767,644.99
03/29/19	6.3185%	\$ 479.11			29	\$ 13,894.07	\$ 2,781,539.06
03/31/19	6.3185%	\$ 419.16		360,213.30	2	\$ 838.31	\$ 2,422,164.07
04/30/19	6.3185%	\$ 419.30			30	\$ 12,578.99	\$ 2,434,743.06
05/31/19	6.3185%	\$ 421.48			31	\$ 13,065.80	\$ 2,447,808.86
06/30/19	6.3185%	\$ 423.74			30	\$ 12,712.18	\$ 2,460,521.04
07/31/19	6.3185%	\$ 425.94			31	\$ 13,204.13	\$ 2,473,725.17
08/31/19	6.3185%	\$ 428.23			31	\$ 13,274.99	\$ 2,487,000.16
09/29/19	6.3185%	\$ 430.52			29	\$ 12,485.18	\$ 2,499,485.34
09/30/19	6.3185%	\$ 370.77		\$357,635.65	1	\$ 370.77	\$ 2,142,220.46
10/31/19	6.3185%	\$ 370.84			31	\$ 11,496.01	\$ 2,153,716.47
11/30/19	6.3185%	\$ 372.83			30	\$ 11,184.87	\$ 2,164,901.34
12/31/19	6.3185%	\$ 374.77			31	\$ 11,617.72	\$ 2,176,519.06
01/31/20	6.3185%	\$ 376.78			31	\$ 11,680.07	\$ 2,188,199.13

**Interest for Developer Advance - Hyatt Project
Projected Amortization Schedule**

Month	Interest Rate	Daily Interest	Additional Principal	Payments	Number of Days	Monthly Interest	Cumulative Total	
02/29/20	6.3185%	\$ 378.80			29	\$ 10,985.15	\$ 2,199,184.28	
03/30/20	6.3185%	\$ 380.70			30	\$ 11,421.00	\$ 2,210,605.28	
03/31/20	6.3185%	\$ 320.77		357,635.65	1	\$ 320.77	\$ 1,853,290.41	
04/30/20	6.3185%	\$ 320.82			30	\$ 9,624.67	\$ 1,862,915.08	
05/31/20	6.3185%	\$ 322.49			31	\$ 9,997.14	\$ 1,872,912.22	
06/30/20	6.3185%	\$ 324.22			30	\$ 9,726.57	\$ 1,882,638.79	
07/31/20	6.3185%	\$ 325.90			31	\$ 10,102.99	\$ 1,892,741.78	
08/31/20	6.3185%	\$ 327.65			31	\$ 10,157.20	\$ 1,902,898.98	
09/29/20	6.3185%	\$ 329.41			29	\$ 9,552.89	\$ 1,912,451.87	
09/30/20	6.3185%	\$ 269.74		\$354,233.94	1	\$ 269.74	\$ 1,558,487.67	ROPS 20/21
10/31/20	6.3185%	\$ 269.79			31	\$ 8,363.46	\$ 1,566,851.13	
11/30/20	6.3185%	\$ 271.24			30	\$ 8,137.11	\$ 1,574,988.24	
12/31/20	6.3185%	\$ 272.65			31	\$ 8,452.01	\$ 1,583,440.25	
01/31/21	6.3185%	\$ 274.11			31	\$ 8,497.37	\$ 1,591,937.62	
02/28/21	6.3185%	\$ 275.58			28	\$ 7,716.23	\$ 1,599,653.85	
03/30/21	6.3185%	\$ 276.92			30	\$ 8,307.46	\$ 1,607,961.31	
03/31/21	6.3185%	\$ 217.03		354,233.94	1	\$ 217.03	\$ 1,253,944.40	ROPS 20/21
04/30/21	6.3185%	\$ 217.07			30	\$ 6,512.09	\$ 1,260,456.49	
05/31/21	6.3185%	\$ 218.20			31	\$ 6,764.11	\$ 1,267,220.60	
06/30/21	6.3185%	\$ 219.37			30	\$ 6,581.04	\$ 1,273,801.64	
07/31/21	6.3185%	\$ 220.51			31	\$ 6,835.73	\$ 1,280,637.37	
08/31/21	6.3185%	\$ 221.69			31	\$ 6,872.41	\$ 1,287,509.78	
09/29/21	6.3185%	\$ 222.88			29	\$ 6,463.53	\$ 1,293,973.31	
09/30/21	6.3185%	\$ 163.59		\$348,940.45	1	\$ 163.59	\$ 945,196.45	
10/31/21	6.3185%	\$ 163.62			31	\$ 5,072.30	\$ 950,268.75	
11/30/21	6.3185%	\$ 164.50			30	\$ 4,935.02	\$ 955,203.77	
12/31/21	6.3185%	\$ 165.35			31	\$ 5,126.00	\$ 960,329.77	
01/31/22	6.3185%	\$ 166.24			31	\$ 5,153.51	\$ 965,483.28	
02/28/22	6.3185%	\$ 167.13			28	\$ 4,679.76	\$ 970,163.04	
03/30/22	6.3185%	\$ 167.94			30	\$ 5,038.34	\$ 975,201.38	
03/31/22	6.3185%	\$ 108.41		\$348,940.45	1	\$ 108.41	\$ 626,369.34	
04/30/22	6.3185%	\$ 108.43			30	\$ 3,252.92	\$ 629,622.26	
05/31/22	6.3185%	\$ 108.99			31	\$ 3,378.80	\$ 633,001.06	
06/30/22	6.3185%	\$ 109.58			30	\$ 3,287.36	\$ 636,288.42	
07/31/22	6.3185%	\$ 110.15			31	\$ 3,414.58	\$ 639,703.00	
08/31/22	6.3185%	\$ 110.74			31	\$ 3,432.90	\$ 643,135.90	
09/29/22	6.3185%	\$ 111.33			29	\$ 3,228.66	\$ 646,364.56	
09/30/22	6.3185%	\$ 53.34		\$338,246.15	1	\$ 53.34	\$ 308,171.75	
10/31/22	6.3185%	\$ 53.35			31	\$ 1,653.77	\$ 309,825.52	
11/30/22	6.3185%	\$ 53.63			30	\$ 1,609.01	\$ 311,434.53	
12/31/22	6.3185%	\$ 53.91			31	\$ 1,671.28	\$ 313,105.81	
01/31/23	6.3185%	\$ 54.20			31	\$ 1,680.25	\$ 314,786.06	
02/28/23	6.3185%	\$ 54.49			28	\$ 1,525.79	\$ 316,311.85	
03/31/23	6.3185%	\$ -		\$316,311.85	31	\$ -	\$ (0.00)	

BOND DEBT SERVICE

Huntington Beach Redevelopment Agency 2002 Tax Allocation Refunding Bonds

Dated Date 07/10/2002
Delivery Date 07/10/2002

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service
07/10/2002					
02/01/2003			489,619.25	489,619.25	
08/01/2003	685,000	2.500%	438,465.00	1,123,465.00	1,613,084.25
02/01/2004			429,902.50	429,902.50	
08/01/2004	750,000	2.500%	429,902.50	1,179,902.50	1,609,805.00
02/01/2005			420,527.50	420,527.50	
08/01/2005	765,000	2.500%	420,527.50	1,185,527.50	1,606,055.00
02/01/2006			410,965.00	410,965.00	
08/01/2006	790,000	3.000%	410,965.00	1,200,965.00	1,611,930.00
02/01/2007			399,115.00	399,115.00	
08/01/2007	815,000	3.250%	399,115.00	1,214,115.00	1,613,230.00
02/01/2008			385,871.25	385,871.25	
08/01/2008	845,000	3.500%	385,871.25	1,230,871.25	1,616,742.50
02/01/2009			371,083.75	371,083.75	
08/01/2009	870,000	3.500%	371,083.75	1,241,083.75	1,612,167.50
02/01/2010			355,858.75	355,858.75	
08/01/2010	910,000	3.750%	355,858.75	1,265,858.75	1,621,717.50
02/01/2011			338,796.25	338,796.25	
08/01/2011	945,000	3.900%	338,796.25	1,283,796.25	1,622,592.50
02/01/2012			320,368.75	320,368.75	
08/01/2012	995,000	4.000%	320,368.75	1,315,368.75	1,635,737.50
02/01/2013			300,468.75	300,468.75	
08/01/2013	1,040,000	4.125%	300,468.75	1,340,468.75	1,640,937.50
02/01/2014			279,018.75	279,018.75	
08/01/2014	1,080,000	4.250%	279,018.75	1,359,018.75	1,638,037.50
02/01/2015			256,068.75	256,068.75	
08/01/2015	1,115,000	4.250%	256,068.75	1,371,068.75	1,627,137.50
02/01/2016			232,375.00	232,375.00	
08/01/2016	1,180,000	5.000%	232,375.00	1,412,375.00	1,644,750.00
02/01/2017			202,875.00	202,875.00	
08/01/2017	1,235,000	5.000%	202,875.00	1,437,875.00	1,640,750.00
02/01/2018			172,000.00	172,000.00	
08/01/2018	1,295,000	5.000%	172,000.00	1,467,000.00	1,639,000.00
02/01/2019			139,625.00	139,625.00	
08/01/2019	1,370,000	5.000%	139,625.00	1,509,625.00	1,649,250.00
02/01/2020			105,375.00	105,375.00	
08/01/2020	800,000	5.000%	105,375.00	905,375.00	1,010,750.00
02/01/2021			85,375.00	85,375.00	
08/01/2021	840,000	5.000%	85,375.00	925,375.00	1,010,750.00
02/01/2022			64,375.00	64,375.00	
08/01/2022	875,000	5.000%	64,375.00	939,375.00	1,003,750.00

BOND DEBT SERVICE

Huntington Beach Redevelopment Agency
2002 Tax Allocation Refunding Bonds

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service
02/01/2023			42,500.00	42,500.00	
08/01/2023	920,000	5.000%	42,500.00	962,500.00	1,005,000.00
02/01/2024			19,500.00	19,500.00	
08/01/2024	780,000	5.000%	19,500.00	799,500.00	819,000.00
	20,900,000		11,592,174.25	32,492,174.25	32,492,174.25

Scheduled Debt Service on the Bonds

Scheduled Debt Service on the Bonds is as follows:

<u>Interest Payment Date</u>	<u>Principal</u>	<u>Interest</u>	<u>Annual Total</u>
August 1, 1999	\$495,000.00	\$257,597.76	\$752,597.76
February 1, 2000		229,144.38	
August 1, 2000	280,000.00	229,144.38	738,288.76
February 1, 2001		224,664.38	
August 1, 2001	290,000.00	224,664.38	739,328.76
February 1, 2002		219,734.38	
August 1, 2002	300,000.00	219,734.38	739,468.76
February 1, 2003		214,484.38	
August 1, 2003	310,000.00	214,484.38	738,968.76
February 1, 2004		208,904.38	
August 1, 2004	320,000.00	208,904.38	737,808.76
February 1, 2005		202,984.38	
August 1, 2005	335,000.00	202,984.38	740,968.76
February 1, 2006		196,619.38	
August 1, 2006	350,000.00	196,619.38	743,238.76
February 1, 2007		189,794.38	
August 1, 2007	365,000.00	189,794.38	744,588.76
February 1, 2008		182,494.38	
August 1, 2008	380,000.00	182,494.38	744,988.76
February 1, 2009		174,894.38	
August 1, 2009	390,000.00	174,894.38	739,788.76
February 1, 2010		166,899.38	
August 1, 2010	410,000.00	166,899.38	743,798.76
February 1, 2011		158,289.38	
August 1, 2011	430,000.00	158,289.38	746,578.76
February 1, 2012		149,044.38	
August 1, 2012	450,000.00	149,044.38	748,088.76
February 1, 2013		139,144.38	
August 1, 2013	465,000.00	139,144.38	743,288.76
February 1, 2014		128,681.88	
August 1, 2014	490,000.00	128,681.88	747,363.76
February 1, 2015		117,411.88	
August 1, 2015	515,000.00	117,411.88	749,823.76
February 1, 2016		105,309.38	
August 1, 2016	540,000.00	105,309.38	750,618.76
February 1, 2017		92,349.38	
August 1, 2017	565,000.00	92,349.38	749,698.76
February 1, 2018		78,577.50	
August 1, 2018	595,000.00	78,577.50	752,155.00
February 1, 2019		64,000.00	
August 1, 2019	625,000.00	64,000.00	753,000.00
February 1, 2020		48,375.00	
August 1, 2020	365,000.00	48,375.00	461,750.00
February 1, 2021		39,250.00	
August 1, 2021	380,000.00	39,250.00	458,500.00
February 1, 2022		29,750.00	
August 1, 2022	405,000.00	29,750.00	464,500.00
February 1, 2023		19,625.00	
August 1, 2023	425,000.00	19,625.00	464,250.00
February 1, 2024		9,000.00	
August 1, 2024	360,000.00	9,000.00	378,000.00

Strand Additional Parking

Loan Date: 5/1/2009

Original Loan: 7,900,000.00

Interest Rate: 7%

Loan Period 25 Years

Annual Pmt \$677,903.09

#	Date	Payment	Act/Proj	Principal Pmt	Interest	Balance
	5/1/2009					\$ 7,900,000.00
1	9/30/2009	\$ 362,083.33	Actual	\$ 131,666.66	\$ 230,416.67	\$ 7,768,333.34
2	9/30/2010	\$ 867,463.89	Actual	\$ 323,680.56	\$ 543,783.33	\$ 7,444,652.78
3	9/30/2011	\$ 677,903.09	Actual	\$ 156,777.39	\$ 521,125.69	\$ 7,287,875.39
4	9/30/2012	\$ 677,903.09	Actual	\$ 167,751.81	\$ 510,151.28	\$ 7,120,123.58
5	9/30/2013	\$ 677,903.09	Actual	\$ 179,494.44	\$ 498,408.65	\$ 6,940,629.14
6	9/30/2014	\$ 677,903.09	Actual	\$ 192,059.05	\$ 485,844.04	\$ 6,748,570.10
7	9/30/2015	\$ 677,903.09	Actual	\$ 205,503.18	\$ 472,399.91	\$ 6,543,066.92
8	9/30/2016	\$ 677,903.09	Actual	\$ 219,888.40	\$ 458,014.68	\$ 6,323,178.52
9	9/30/2017	\$ 677,903.09	Actual	\$ 235,280.59	\$ 442,622.50	\$ 6,087,897.93
	6/30/2018				\$ 318,738.98	\$ 6,406,636.91
10	9/30/2018	\$ 677,903.09	Actual	\$ 251,750.23	\$ 107,413.87	\$ 5,836,147.70
	6/30/2019				\$ 305,558.31	\$ 6,141,706.01
11	9/30/2019	\$ 677,903.09	Actual	\$ 269,372.75	\$ 102,972.03	\$ 5,566,774.95
	6/30/2020				\$ 291,723.34	\$ 5,858,498.29
12	9/30/2020	\$ 677,903.09	Projected	\$ 288,228.84	\$ 97,950.90	\$ 5,278,546.11
	6/30/2021				\$ 276,364.43	\$ 5,554,910.54
13	9/30/2021	\$ 677,903.09	Projected	\$ 308,404.86	\$ 93,133.80	\$ 4,970,141.25
	6/30/2022				\$ 260,217.53	\$ 5,230,358.78
14	9/30/2022	\$ 677,903.09	Projected	\$ 329,993.20	\$ 87,692.36	\$ 4,640,148.05
	6/30/2023				\$ 242,940.35	\$ 4,883,088.41
15	9/30/2023	\$ 677,903.09	Projected	\$ 353,092.72	\$ 81,870.01	\$ 4,287,055.33
	6/30/2024				\$ 224,660.44	\$ 4,511,715.77
16	9/30/2024	\$ 677,903.09	Projected	\$ 377,809.21	\$ 75,433.43	\$ 3,909,246.12
	6/30/2025				\$ 204,673.13	\$ 4,113,919.25
17	9/30/2025	\$ 677,903.09	Projected	\$ 404,255.86	\$ 68,974.10	\$ 3,504,990.26
	6/30/2026				\$ 183,507.85	\$ 3,688,498.11
18	9/30/2026	\$ 677,903.09	Projected	\$ 432,553.77	\$ 61,841.47	\$ 3,072,436.49
	6/30/2027				\$ 160,860.99	\$ 3,233,297.48
19	9/30/2027	\$ 677,903.09	Projected	\$ 462,832.53	\$ 54,209.56	\$ 2,609,603.96
	6/30/2028				\$ 136,754.66	\$ 2,746,358.62
20	9/30/2028	\$ 677,903.09	Projected	\$ 495,230.81	\$ 45,917.62	\$ 2,114,373.15
	6/30/2029				\$ 110,700.47	\$ 2,225,073.62
21	9/30/2029	\$ 677,903.09	Projected	\$ 529,896.97	\$ 37,305.65	\$ 1,584,476.19
	6/30/2030				\$ 82,957.10	\$ 1,667,433.28
22	9/30/2030	\$ 677,903.09	Projected	\$ 566,989.75	\$ 27,956.24	\$ 1,017,486.43
	6/30/2031				\$ 53,271.69	\$ 1,070,758.12
23	9/30/2031	\$ 677,903.09	Projected	\$ 606,679.04	\$ 17,952.36	\$ 410,807.40
	6/30/2032				\$ 21,528.10	\$ 432,335.50
24	9/30/2032	\$ 439,563.92	Projected	\$ 410,807.40	\$ 7,228.41	\$ (0.00)
	6/30/2033				\$ (0.00)	\$ (0.00)
25	9/30/2033	\$ -	Projected	\$ 0.00	\$ (0.00)	\$ (0.00)
		\$ 15,905,075.95		\$ 7,900,000.00	\$ 8,005,075.94	

Strand Additional Parking

Loan Date: 5/1/2009

Original Loan: 450,000.00 18,000.00

Interest Rate: 10%

Loan Period 25 Years

Annual Pmt \$49,575.63

Strand Additional Parking

Loan Date: 5/1/2009

Original Loan: 500,000.00

Interest Rate: 10%

Loan Period 56 Days

Prin Paid 6/26/2009

#	Date	Payment	Act/Proj	Principal Pmt	Interest	Balance
	5/1/2009					\$ 950,000.00
	6/26/2009	\$ 500,000.00	Actual	\$ 485,424.66	\$ 14,575.34	\$ 464,575.34
1	9/30/2009	\$ 55,416.67	Actual	\$ 43,197.70	\$ 12,218.97	\$ 421,377.64
2	9/30/2010	\$ 23,325.63	Actual	\$ (18,812.13)	\$ 42,137.76	\$ 440,189.77
3	9/30/2011	\$ 49,575.63	Actual	\$ 5,556.65	\$ 44,018.98	\$ 434,633.12
4	9/30/2012	\$ 49,575.63	Actual	\$ 6,112.32	\$ 43,463.31	\$ 428,520.80
5	9/30/2013	\$ 49,575.63	Actual	\$ 6,723.55	\$ 42,852.08	\$ 421,797.25
6	9/30/2014	\$ 49,575.63	Actual	\$ 7,395.91	\$ 42,179.72	\$ 414,401.34
7	9/30/2015	\$ 49,575.63	Actual	\$ 8,135.50	\$ 41,440.13	\$ 406,265.84
8	9/30/2016	\$ 49,575.63	Actual	\$ 8,949.05	\$ 40,626.58	\$ 397,316.80
9	9/30/2017	\$ 49,575.63	Actual	\$ 9,843.95	\$ 39,731.68	\$ 387,472.84
	6/30/2018				\$ 28,980.85	\$ 416,453.69
10	9/30/2018	\$ 49,575.63	Actual	\$ 10,828.35	\$ 9,766.44	\$ 376,644.49
	6/30/2019				\$ 28,170.94	\$ 404,815.44
11	9/30/2019	\$ 49,575.63	Actual	\$ 11,911.18	\$ 9,493.51	\$ 364,733.31
	6/30/2020				\$ 27,305.17	\$ 392,038.48
12	9/30/2020	\$ 49,575.63	Projected	\$ 13,102.30	\$ 9,168.16	\$ 351,631.01
	6/30/2021				\$ 26,300.07	\$ 377,931.08
13	9/30/2021	\$ 49,575.63	Projected	\$ 14,412.53	\$ 8,863.03	\$ 337,218.48
	6/30/2022				\$ 25,222.09	\$ 362,440.57
14	9/30/2022	\$ 49,575.63	Projected	\$ 15,853.78	\$ 8,499.75	\$ 321,364.69
	6/30/2023				\$ 24,036.32	\$ 345,401.01
15	9/30/2023	\$ 49,575.63	Projected	\$ 17,439.16	\$ 8,100.15	\$ 303,925.53
	6/30/2024				\$ 22,752.89	\$ 326,678.42
16	9/30/2024	\$ 49,575.63	Projected	\$ 19,183.08	\$ 7,639.66	\$ 284,742.45
	6/30/2025				\$ 21,297.18	\$ 306,039.63
17	9/30/2025	\$ 49,575.63	Projected	\$ 21,101.39	\$ 7,177.07	\$ 263,641.06
	6/30/2026				\$ 19,718.91	\$ 283,359.97
18	9/30/2026	\$ 49,575.63	Projected	\$ 23,211.53	\$ 6,645.20	\$ 240,429.54
	6/30/2027				\$ 17,982.81	\$ 258,412.35
19	9/30/2027	\$ 49,575.63	Projected	\$ 25,532.68	\$ 6,060.14	\$ 214,896.86
	6/30/2028				\$ 16,087.91	\$ 230,984.77
20	9/30/2028	\$ 49,575.63	Projected	\$ 28,085.95	\$ 5,401.78	\$ 186,810.91
	6/30/2029				\$ 13,972.43	\$ 200,783.34
21	9/30/2029	\$ 49,575.63	Projected	\$ 30,894.54	\$ 4,708.66	\$ 155,916.37
	6/30/2030				\$ 11,661.69	\$ 167,578.06
22	9/30/2030	\$ 49,575.63	Projected	\$ 33,984.00	\$ 3,929.95	\$ 121,932.37
	6/30/2031				\$ 9,119.87	\$ 131,052.25
23	9/30/2031	\$ 49,575.63	Projected	\$ 37,382.40	\$ 3,073.36	\$ 84,549.98
	6/30/2032				\$ 6,329.70	\$ 90,879.68
24	9/30/2032	\$ 49,575.63	Projected	\$ 41,120.63	\$ 2,125.30	\$ 43,429.35
	6/30/2033				\$ 3,248.28	\$ 46,677.62
25	9/30/2033	\$47,772.28	Projected	\$ 43,429.35	\$ 1,094.66	\$ (0.00)
		<u>\$ 1,717,178.49</u>		<u>\$ 950,000.00</u>	<u>\$ 767,178.49</u>	

BELLA TERRA I - AMORTIZATION SCHEDULE
HUNTINGTON BEACH, CALIFORNIA

Loan Amount	\$15,000,000			
Formula Interest Rate	6.9357000%	5.87131%	TIC	8.00%
Semi-Annual Compounding	7.05596%			
Discount Rate	7.00%			

TABLE 1

DEVELOPER ADVANCE REPAYMENT
BELLA TERRA I - AMORTIZATION SCHEDULE
HUNTINGTON BEACH, CALIFORNIA

Period #	Date	Beginning Balance	Interest ¹	Actual Debt Service Payment	Ending Balance
0		\$15,000,000.00		\$0.00	\$15,000,000.00
1	9/30/2006	15,000,000.00	970,194.48	629,447.00	15,340,747.48
2	9/30/2007	15,340,747.48	1,082,436.98	1,578,007.38	14,845,177.08
3	9/30/2008	14,845,177.08	1,047,469.73	1,352,857.73	14,539,789.08
4	9/30/2009	14,539,789.08	1,025,921.68	1,312,471.41	14,253,239.34
5	9/30/2010	14,253,239.34	1,005,702.84	1,137,865.37	14,121,076.82
6	9/30/2011	14,121,076.82	996,377.51	1,130,369.25	13,987,085.08
7	9/30/2012	13,987,085.08	986,923.11	1,277,600.00	13,696,408.18
7	7/11/2013	13,696,408.18	751,948.79	183,940.61	14,264,416.36
8	9/30/2013	14,264,416.36	223,358.39	1,339,049.44	13,148,725.31
8	6/30/2014	13,148,725.31	693,920.21	1,157,333.75	12,685,311.77
9	9/30/2014	12,685,311.77	225,606.81	0.00	12,910,918.58
10	6/30/2015	12,910,918.58	681,370.03	1,233,395.58	12,358,893.02
11	9/30/2015	12,358,893.02	219,801.49	0.00	12,578,694.52
12	6/30/2016	12,578,694.52	666,268.63	1,273,770.20	11,971,192.95
13	9/30/2016	11,971,192.95	212,906.29		12,184,099.24
14	6/30/2017	12,184,099.24	643,012.34	1,320,337.00	11,506,774.58
15	9/30/2017	11,506,774.58	204,646.66		11,711,421.25
16	1/19/2018	11,711,421.25	251,301.93	1,462,288.65	10,500,434.52
17	6/29/2018	10,500,434.52	326,810.79	1,939,946.29	8,887,299.02
18	6/30/2018	8,887,299.02	1,718.04		8,889,017.06
19	6/28/2019	8,889,017.06	623,768.73	1,890,465.81	7,622,319.98
20	6/30/2019	7,622,319.98	2,947.00		7,625,266.98
Outstanding Balance as of 6/30/19					7,625,267
To ROPS 20/21					2,025,067
(ROPS 19/20 Estimated amount + 4% estimated increase)					

¹ The nominal interest rate is set at 6.93570%. The effective interest rate based on semi-annual compounding equals 7.05596%.

BELLA TERRA II - AMORTIZATION SCHEDULE
HUNTINGTON BEACH, CALIFORNIA

Loan Amount	\$17,000,000
Annual Interest Rate	4.0%
Days in a Year	360
Loan Terminates	13,423

TABLE 1

DEVELOPER ADVANCE REPAYMENT
BELLA TERRA II - AMORTIZATION SCHEDULE
HUNTINGTON BEACH, CALIFORNIA

Period #	Date	Beginning Balance	Interest - 4.0% Compounded Annually	Actual Debt Service Payment	Ending Balance
0	4/1/2013	\$17,000,000.00			\$17,000,000.00
1	6/30/2014	17,000,000.00	859,444.44	1,069,904.44	16,789,540.00
2	9/30/2014	16,789,540.00	171,626.41	-	16,961,166.41
3	6/30/2015	16,961,166.41	514,488.71	600,000.00	16,875,655.13
4	9/30/2015	16,875,655.13	172,506.70	427,209.00	16,620,952.82
5	6/30/2016	16,620,952.82	506,015.67	936,270.95	16,190,697.55
6	9/30/2016	16,190,697.55	165,504.91		16,356,202.46
7	6/30/2017	16,356,202.46	496,138.14	1,103,009.00	15,749,331.60
8	9/29/2017	15,749,331.60	159,243.24	369,102.50	15,539,472.34
9	9/30/2017	15,539,472.34	1,726.61		15,541,198.95
10	6/29/2018	15,541,198.95	469,689.57	998,308.50	15,012,580.02
11	6/30/2018	15,012,580.02	1,668.06	-	15,014,248.08
12	7/16/2018	15,014,248.08	26,692.00	203,698.90	14,837,241.18
13	6/28/2019	14,837,241.18	572,058.08	1,212,648.55	14,196,650.70
14	6/30/2019	14,196,650.70	3,154.81	-	14,199,805.51
15					
Outstanding Balance as of 6/30/19					14,199,806
To ROPS 20/21					1,298,989
(ROPS 19/20 Estimated amount + 4% estimated increase)					

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

Successor Agency:

Huntington Beach

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):	\$ 497,723	\$ -	\$ 497,723
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	497,723	-	497,723
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 7,460,920	\$ 7,978,182	\$ 15,439,102
F	RPTTF	7,335,920	7,853,182	15,189,102
G	Administrative RPTTF	125,000	125,000	250,000
H	Current Period Enforceable Obligations (A+E):	\$ 7,958,643	\$ 7,978,182	\$ 15,936,825

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

Huntington Beach 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	
								\$ 133,691,341		\$ 15,936,825	\$ 0	\$ 0	\$ 497,723	\$ 7,335,920	\$ 125,000	\$ 7,958,643	\$ 0	\$ 0	\$ 0	\$ 7,853,182	\$ 125,000	\$ 7,978,182
1	Land Sale Emerald Cove	City/County Loan (Prior	5/18/2009	10/1/2030	COHB Park A & D Fund	Legally Binding Operative Agreement	Merged		N	\$ -						\$ -						\$ -
2	Hyatt Regency Huntington Beach Project	OPA/DDA/Construction	9/14/1998	9/30/2023	PCH Beach Resorts LLC	Disposition and Development Agreement approved on September 14, 1998 for the Waterfront Development	Merged	3,008,585	N	\$ 715,338			357,669			\$ 357,669				357,669		\$ 357,669
3	2002 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	6/19/2002	8/1/2024	Bank of New York Trust Co.	Tax Allocation Bonds Debt Service Payments	Merged	7,965,500	N	\$ 1,615,000				1,509,625		\$ 1,509,625				105,375		\$ 105,375
4	1999 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	1/12/1999	8/1/2024	Bank of New York Trust Co.	Tax Allocation Bonds Debt Service Payments	Merged	3,653,578	N	\$ 737,375				689,000		\$ 689,000				48,375		\$ 48,375
5	2002 Tax Allocation Refunding Bonds	Fees	11/17/2010	11/17/2016	Arbitrage Compliance Specialist	Tax Allocation Bonds arbitrage rebate calculation - Federal IRS Compliance	Merged	500	N	\$ 500			500			\$ 500						\$ -
6	1999 Tax Allocation Refunding Bonds	Fees	11/17/2010	11/17/2016	Arbitrage Compliance Specialist	Tax Allocation Bonds arbitrage rebate calculation - Federal IRS Compliance	Merged	500	N	\$ 500						\$ -				500		\$ 500
8	2002 Tax Allocation Refunding Bonds	Fees	6/19/2002	8/1/2024	Bank of New York Mellon	Tax Allocation Bonds - Payment to Fiscal Agent	Merged	1,500	N	\$ 1,500			1,500			\$ 1,500						\$ -
9	1999 Tax Allocation Refunding Bonds	Fees	1/12/1999	8/1/2024	Bank of New York Mellon	Tax Allocation Bonds - Payment to Fiscal Agent	Merged	1,500	N	\$ 1,500						\$ -				1,500		\$ 1,500
10	2002 Tax Allocation Refunding Bonds	Fees	1/3/2001	9/3/2018	Harrell & Company Advisors, LLC	Preparation and filing of Continuing Disclosure Annual Reports and Material Event Notices	Merged	500	Y	\$ -						\$ -						\$ -
11	1999 Tax Allocation Refunding Bonds	Fees	1/3/2001	9/3/2018	Harrell & Company Advisors, LLC	Preparation and filing of Continuing Disclosure Annual Reports and Material Event Notices	Merged	1,550	Y	\$ -						\$ -						\$ -
12	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	Bonds Issued On or Before 12/31/10	5/13/2010	9/1/2021	US Bank	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds Debt Service Payments	Merged		N	\$ -						\$ -						\$ -
13	HUD Section 108 Infrastructure Loan for Hyatt/Hilton Properties	Bonds Issued On or Before 12/31/10	7/21/2010	8/1/2019	Bank of New York Mellon	Legally binding and enforceable loan agreement with the U.S. Department of Housing and Urban Development for capital improvements	Merged	1,043,384	N	\$ 528,580				528,580		\$ 528,580						\$ -
14	Strand Hotel and Mixed-Use Project, Parking & Infrastructure	OPA/DDA/Construction	6/1/1999	9/30/2033	CIM Group, LLC and Kane Ballmer and Berkman	Property Tax Sharing Agreement under the Disposition and Development Agreement (DDA) for development of hotel, retail, restaurant, and public parking structure. The Implementation of the DDA and the Sixth Implementation Agreement were entered into from June 1999 to November 2008.	Merged	6,406,637	N	\$ 677,903				677,903		\$ 677,903						\$ -
15	Strand Project Additional Parking	OPA/DDA/Construction	1/20/2009	9/30/2033	CIM Group, LLC	Property Tax Sharing Agreement under the Disposition and Development Agreement (DDA) and Sixth Implementation Agreement for the Strand projects parking structure authorized on January 20, 2009.	Merged	416,454	N	\$ 49,576				49,576		\$ 49,576						\$ -
16	Pacific City	OPA/DDA/Construction	10/16/2006	10/16/2026	Makar Properties & Kane Ballmer and Berkman	Owner Participation Agreement approved on October 16, 2006 for future development of a 31-acre site located at Pacific Coast Highway and First Street and financed by property tax allocations.	Merged	5,520,000	N	\$ -						\$ -						\$ -
17	Pacific City - Very Low Income Units	OPA/DDA/Construction	10/16/2006	11/26/2024	Makar Properties	15% affordable housing requirement pursuant to Attachment 5 of the Owner Participation Agreement approved on October 16, 2006. Of the 15% required housing obligation, 5% very-low income housing is to be developed by the Housing Authority. The Developer is required to provide the remaining 10% on site.	Merged		N	\$ -						\$ -						\$ -
21	Abdelmudi Owner Participation Agreement/Rent Differential Agreement	OPA/DDA/Construction	5/28/1991	12/31/2017	Abdelmudi Development Company	Owner Participation Agreement/Rent Differential Agreement approved on May 28, 1991 for the development of the three story building at the Oceanview Promenade. The Third Implementation Amendment took effect on November 21, 1994.	Merged		N	\$ -						\$ -						\$ -
27	Obligation for unused employee General Leave earned and vested	Unfunded Liabilities	9/30/2011	11/26/2024	City employees directly involved in Housing and Redevelopment projects and administration	Obligation for unused employee General Leave earned and vested as per MOUs and AB 1X26	Merged		N	\$ -						\$ -						\$ -
29	Bella Terra Parking Infrastructure Property Tax Sharing Agreement	OPA/DDA/Construction	10/2/2000	9/30/2025	Bella Terra Associates LLC	Property Tax Sharing Agreement required under the terms of the Owner Participation Agreement (dated 10/2/2000) and Second Implementation Agreement (dated 9/17/2007) for the development of the Huntington Center (Bella Terra). Includes legal requirements to enforce obligation.	Merged	8,889,018	N	\$ 2,056,344						\$ -				2,056,344		\$ 2,056,344

Huntington Beach 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	
30	Bella Terra Phase II Property Tax Sharing Agreement	OPA/DDA/Construction	10/4/2010	7/1/2036	Bella Terra Villas, LLC and Kane Ballmer Berkman	Agreement approved on October 4, 2010 for construction of a 467 mixed-use unit project. Construction is complete and financed by property tax allocations. Includes legal requirements to implement obligation.	Merged	14,810,550	N	\$ 1,274,128						\$ -				1,274,128		\$ 1,274,128
39	Legal expenses for Successor Agency compliance with AB 1x 26 and AB 1484 pursuant to Health and Safety Code Section 34171(d)(1)(F)	Legal	7/8/2012	7/8/2016	Kane Ballmer & Berkman	Legal expenses to ensure Successor Agency compliance with AB 1x 26 and AB 1484	Merged and Southeast Coastal		N	\$ -						\$ -						\$ -
40	Economic Analysis services related to Successor Agency compliance with AB 1x 26 and AB 1484 pursuant to Health and Safety Code Section 34171(d)(1)(F)	Professional Services	6/15/2010	9/30/2017	Keyser Marston	Economic Analysis consulting services to ensure Successor Agency compliance with AB 1x 26 and AB 1484	Merged and Southeast Coastal		N	\$ -						\$ -						\$ -
50	Enforcement of Successor Agency dissolution compliance and monitoring per AB 1X26 and AB1484	Admin Costs	2/1/2012	11/26/2024	Successor Agency, Kane Ballmer, Keyser Marston, and Davis Farr P et al	Successor Agency administrative obligations relating to maintaining payments on enforceable obligations and other activities as required by AB 1X26	Merged and Southeast Coastal	250,000	N	\$ 250,000					125,000	\$ 125,000					125,000	\$ 125,000
51	Successor Agency Property Maintenance Fencing	Property Dispositions	11/1/2010	11/26/2024	S & S Fencing, A1 Fence Co., American Fence Company	Fencing to secure Successor Agency Property	Merged		N	\$ -						\$ -						\$ -
52	Successor Agency Property Maintenance - weed control	Property Maintenance	11/1/2010	11/26/2024	TruGreen	As needed weed abatement for Agency property	Merged		N	\$ -						\$ -						\$ -
53	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	Bonds Issued On or Before 12/31/10	5/30/2010	9/1/2021	US Bank	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds Debt Service Payments	Merged		N	\$ -						\$ -						\$ -
54	Pacific City - Very Low Income Units	OPA/DDA/Construction	10/16/2006	11/26/2024	Housing Authority	Statutory housing obligation for Pacific City Project	Merged	6,500,000	N	\$ -						\$ -						\$ -
57	Bella Terra I Project Management	Project Management Costs	2/1/2012	11/26/2024	City of Huntington Beach	Project management direct cost for overseeing Bella Terra I	Merged		N	\$ -						\$ -						\$ -
58	Bella Terra II Project Management	Project Management Costs	2/1/2012	11/26/2024	City of Huntington Beach	Project management direct cost for overseeing Bella Terra 2	Merged		N	\$ -						\$ -						\$ -
59	CIM Project Management	Project Management Costs	2/1/2012	11/26/2024	City of Huntington Beach	Project management direct cost for overseeing CIM	Merged		N	\$ -						\$ -						\$ -
60	Bella Terra I Financial Analysis	Project Management Costs	6/15/2010	11/26/2024	Keyser Marston	Project management direct cost for Financial analysis - Bella Terra I	Merged		N	\$ -						\$ -						\$ -
61	Bella Terra II Financial Analysis	Project Management Costs	6/15/2010	11/26/2024	Keyser Marston	Project management direct cost for Financial analysis - Bella Terra II	Merged		N	\$ -						\$ -						\$ -
62	CIM Financial Analysis	Project Management Costs	6/15/2010	11/26/2024	Keyser Marston	Project management direct cost for financial analysis - CIM	Merged		N	\$ -						\$ -						\$ -
63	2002 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	6/19/2002	8/1/2024	Bank of New York Trust Co.	Amount needed to fund shortfall in bond reserve account	Merged	0	N	\$ -						\$ -						\$ -
64	Successor Agency Financial Statement Audit	Dissolution Audits	11/4/2013	11/7/2019	Davis Farr LLP	Statutorily required annual financial statement audit of Successor Agency.	Merged	10,000	N	\$ 10,000				10,000		\$ 10,000						\$ -
66	Housing Authority Administrative Cost Allowance	Admin Costs	2/18/2014	11/26/2024	Housing Authority	Housing Entity Administrative Cost Allowance per AP 471	Merged		N	\$ -						\$ -						\$ -
71	Housing Authority Administrative Cost Allowance	Admin Costs	2/18/2014	11/26/2024	Housing Authority	Housing Entity Administrative Cost Allowance per AP 471	Merged		N	\$ -						\$ -						\$ -
75	Waterfront Hyatt Regency Hotel (Parcel 5), Waterfront Hilton Hotel/Parcel C (Parcel 6 and 7)	Project Management Costs	2/17/1909	9/30/2033	City of Huntington Beach	Project Management Costs for City Manager (50 hours), Assistant City Manager (40 hours), Deputy Director of the Office of Business Development (176 hours), Director of Finance (25 hours) City Attorney (30 hours), Chief Assistant City Attorney (20 hours), and Project Manager (35 hours) to negotiate terms for the disposition of Successor Agency property under the LRPMP and draft various documents including Purchase and Sale Agreement	Merged		Y	\$ -						\$ -						\$ -
76	Waterfront Hyatt Regency Hotel (Parcel 5), Waterfront Hilton Hotel/Parcel C (Parcel 6 and 7)	Project Management Costs	12/1/2015	9/30/2016	HB Staffing	Project Management Costs for Consultant to draft documents for the disposition of Successor Agency property under the LRPMP and prepare draft documents	Merged		N	\$ -						\$ -						\$ -
77	Waterfront Hyatt Regency Hotel (Parcel 5), Waterfront Hilton Hotel/Parcel C (Parcel 6 and 7)	Project Management Costs	7/8/2012	7/8/2016	Kane Ballmer & Berkman	Legal Costs for outside counsel to negotiate terms for the disposition of Successor Agency property under the LRPMP and draft various documents including Purchase and Sale Agreement	Merged		N	\$ -						\$ -						\$ -
78	Waterfront Hyatt Regency Hotel (Parcel 5), Waterfront Hilton Hotel/Parcel C (Parcel 6 and 7)	Project Management Costs	6/15/2010	9/30/2017	Keyser Marston	Economic Analysis services to prepare financial analysis to negotiate terms for the disposition of Successor Agency property under the LRPMP	Merged		N	\$ -						\$ -						\$ -
90	Unfunded CalPERS Pension Liabilities	Unfunded Liabilities	6/30/2011	11/26/2026	CalPERS	Unfunded CalPERS pension obligation as per CalPERS actuarial valuation as of June 30, 2016	Merged		N	\$ -						\$ -						\$ -

Huntington Beach 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	
91	Unfunded Supplemental Retirement Liabilities	Unfunded Liabilities	9/30/2011	11/26/2026	US Bank	Unfunded actuarial accrued liability as of September 30, 2013 as per actuarial valuation by Bartel Associates, LLC.	Merged		N	\$ -						\$ -						\$ -
92	Unfunded OPEB Liabilities	Unfunded Liabilities	6/30/2011	11/26/2024	CalPERS/CERBT	Unfunded actuarial accrued liability as of June 30, 2013 as per Bartel Associates, LLC.	Merged		N	\$ -						\$ -						\$ -
93	Land Sale Emerald Cove	City/County Loan (Prior 06/28/11), Property transaction	5/18/2009	10/1/2030	COHB Park A&D Fund	Legally Binding Operative Agreement Principal Amount - \$1,740,834, Interest Rates 3%, Debt Incurred on May 18, 2009	Merged		N	\$ -						\$ -						\$ -
94	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	City/County Loan (Prior 06/28/11), Property transaction	5/13/2010	9/1/2021	Huntington Beach Public Financing Authority	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds Debt Service Payments	Merged		N	\$ -						\$ -						\$ -
95	Huntington Center Redevelopment Plan development	City/County Loan (Prior 06/28/11), Property transaction	6/9/2005	10/1/2030	City of Huntington Beach	Land and Right-of-way acquisition costs connected with the Gothard-Hoover Extension project and development of a public storage facility	Merged		N	\$ -						\$ -						\$ -
96	Main-Pier Redevelopment Project Phase II	City/County Loan (Prior 06/28/11), Property transaction	9/10/2005	10/1/2030	City of Huntington Beach	Costs incurred to acquire land within the Main-Pier project area for Phase II development projects	Merged		N	\$ -						\$ -						\$ -
97	Development of Downtown Main-Pier project area	City/County Loan (Prior 06/28/11), Property transaction	6/4/1990	10/1/2030	City of Huntington Beach	Costs incurred to acquire land within the Main-Pier project area to implement the construction of parking facilities within the Downtown Main-Pier area	Merged		N	\$ -						\$ -						\$ -
98	Third Block West commercial/residential project	City/County Loan (Prior 06/28/11), Property transaction	6/18/2005	10/1/2030	City of Huntington Beach	Relocation, property acquisition, and other project costs associated with the Third Block West Condominium/Retail/Office project in the Main-Pier Redevelopment project area	Merged		N	\$ -						\$ -						\$ -
99	Second Block Alley and Street Improvement Project	City/County Loan (Prior 06/28/11), Property transaction	6/10/2005	10/1/2030	City of Huntington Beach	Property acquisition cost associated with the Second Block alley and street improvement project	Merged		N	\$ -						\$ -						\$ -
100	Strand Project	City/County Loan (Prior 06/28/11), Property transaction	6/18/2005	10/1/2030	City of Huntington Beach	Relocation costs paid to Wind and Sea Surf Shop	Merged		N	\$ -						\$ -						\$ -
101	Pierside Hotel/Retail/Parking Structure Project	City/County Loan (Prior 06/28/11), Property transaction	5/15/1992	10/1/2030	City of Huntington Beach	Relocation costs paid to Terry's Coffee Shop and First Interstate Bank	Merged		N	\$ -						\$ -						\$ -
102	Waterfront Commercial Master Site Plan	City/County Loan (Prior 06/28/11), Property transaction	3/1/1989	10/1/2030	City of Huntington Beach	Costs related to the relocation, buyout, and demolition of Driftwood and Pacific Mobile Home Parks related to the Waterfront Commercial Master Site Plan	Merged		N	\$ -						\$ -						\$ -
103	Strand Project	City/County Loan (Prior 06/28/11), Property transaction	10/19/1992	10/1/2030	City of Huntington Beach	Property acquisition costs associated with the Strand Project	Merged		N	\$ -						\$ -						\$ -
104	Operative Agreement for the Huntington Beach Redevelopment Project	City/County Loan (Prior 06/28/11), Other	6/17/2002	10/1/2030	City of Huntington Beach	Loan repayment for advance made on capital projects in FY 2004/05	Southeast Coastal		N	\$ -						\$ -						\$ -
105	Unfunded CalPERS Pension Liabilities	Unfunded Liabilities	6/30/2011	11/26/2026	CalPERS	Unfunded CalPERS pension obligation as per CalPERS actuarial valuation as of June 30, 2016	Merged	3,438,056	N	\$ 276,108			138,054			\$ 138,054				138,054		\$ 138,054
106	Unfunded Supplemental Retirement Liabilities	Unfunded Liabilities	9/30/2011	11/26/2026	US Bank	Unfunded actuarial accrued liability as of September 30, 2013 as per actuarial valuation by Bartel Associates, LLC.	Merged	217,239	N	\$ 95,658				47,829		\$ 47,829				47,829		\$ 47,829
107	Land Sale Emerald Cove	City/County Loan (Prior 06/28/11), Property transaction	5/18/2009	10/1/2030	COHB Park A&D Fund	Legally Binding Operative Agreement Principal Amount - \$1,740,834, Interest Rates 3%, Debt Incurred on May 18, 2009	Merged	5,676,433	N	\$ 606,608				303,304		\$ 303,304				303,304		\$ 303,304
108	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	City/County Loan (Prior 06/28/11), Property transaction	5/13/2010	9/1/2021	Huntington Beach Public Financing Authority	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds Debt Service Payments	Merged	3,649,834	N	\$ 390,038				195,019		\$ 195,019				195,019		\$ 195,019
109	Huntington Center Redevelopment Plan development	City/County Loan (Prior 06/28/11), Property transaction	6/9/2005	10/1/2030	City of Huntington Beach	Land and Right-of-way acquisition costs connected with the Gothard-Hoover Extension project and development of a public storage facility	Merged	1,880,405	N	\$ 200,948				100,474		\$ 100,474				100,474		\$ 100,474
110	Main-Pier Redevelopment Project Phase II	City/County Loan (Prior 06/28/11), Property transaction	9/10/2005	10/1/2030	City of Huntington Beach	Costs incurred to acquire land within the Main-Pier project area for Phase II development projects	Merged	2,255,955	N	\$ 241,080				120,540		\$ 120,540				120,540		\$ 120,540
111	Development of Downtown Main-Pier project area	City/County Loan (Prior 06/28/11), Property transaction	6/4/1990	10/1/2030	City of Huntington Beach	Costs incurred to acquire land within the Main-Pier project area to implement the construction of parking facilities within the Downtown Main-Pier area	Merged	1,679,000	N	\$ 179,426				89,713		\$ 89,713				89,713		\$ 89,713
112	Third Block West commercial/residential project	City/County Loan (Prior 06/28/11), Property transaction	6/18/2005	10/1/2030	City of Huntington Beach	Relocation, property acquisition, and other project costs associated with the Third Block West Condominium/Retail/Office project in the Main-Pier Redevelopment project area	Merged	9,599,412	N	\$ 1,025,834				512,917		\$ 512,917				512,917		\$ 512,917

Huntington Beach 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	
113	Second Block Alley and Street Improvement Project	City/County Loan (Prior 06/28/11), Property transaction	6/10/2005	10/1/2030	City of Huntington Beach	Property acquisition cost associated with the Second Block alley and street improvement project	Merged	158,450	N	\$ 16,932				8,466		\$ 8,466				8,466		\$ 8,466
114	Strand Project	City/County Loan (Prior 06/28/11), Property transaction	6/18/2005	10/1/2030	City of Huntington Beach	Relocation costs paid to Wind and Sea Surf Shop	Merged	58,650	N	\$ 6,268				3,134		\$ 3,134				3,134		\$ 3,134
115	Pierside Hotel/Retail/Parking Structure Project	City/County Loan (Prior 06/28/11), Property transaction	5/15/1992	10/1/2030	City of Huntington Beach	Relocation costs paid to Terry's Coffee Shop and First Interstate Bank	Merged	255,660	N	\$ 27,320				13,660		\$ 13,660				13,660		\$ 13,660
116	Waterfront Commercial Master Site Plan	City/County Loan (Prior 06/28/11), Property transaction	3/1/1989	10/1/2030	City of Huntington Beach	Costs related to the relocation, buyout, and demolition of Driftwood and Pacific Mobile Home Parks related to the Waterfront Commercial Master Site Plan	Merged	38,199,846	N	\$ 4,082,201				2,041,100		\$ 2,041,100				2,041,101		\$ 2,041,101
117	Strand Project	City/County Loan (Prior 06/28/11), Property transaction	10/19/1992	10/1/2030	City of Huntington Beach	Property acquisition costs associated with the Strand Project	Merged	7,859,434	N	\$ 839,896				419,948		\$ 419,948				419,948		\$ 419,948
118	Operative Agreement for the Huntington Beach Redevelopment Project	City/County Loan (Prior 06/28/11), Other	6/17/2002	10/1/2030	City of Huntington Beach	Loan repayment for advance made on capital projects in FY 2004/05	Southeast Coastal	283,211	N	\$ 30,264	0	0	0	15,132	0	\$ 15,132	0	0	0	15,132	0	\$ 15,132
119									N	\$ -						\$ -						\$ -
120									N	\$ -						\$ -						\$ -
121									N	\$ -						\$ -						\$ -
122									N	\$ -						\$ -						\$ -
123									N	\$ -						\$ -						\$ -
124									N	\$ -						\$ -						\$ -
125									N	\$ -						\$ -						\$ -
126									N	\$ -						\$ -						\$ -
127									N	\$ -						\$ -						\$ -
128									N	\$ -						\$ -						\$ -
129									N	\$ -						\$ -						\$ -

Huntington Beach 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 (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
		Fund Sources					Comments
		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	
	ROPS 16-17 Cash Balances (07/01/16 - 06/30/17)						
1	Beginning Available Cash Balance (Actual 07/01/16) RPTTF amount should exclude "A" period distribution amount			17,006	701,766	36,705	
2	Revenue/Income (Actual 06/30/17) RPTTF amount should tie to the ROPS 16-17 total distribution from the County Auditor-Controller				133,286	7,264,959	
3	Expenditures for ROPS 16-17 Enforceable Obligations (Actual 06/30/17)				234,628	7,240,950	
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)						
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				24,009	
6	Ending Actual Available Cash Balance (06/30/17) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)	\$ 0	\$ 0	\$ 17,006	\$ 600,424	\$ 36,705	

Huntington Beach Recognized Obligation Payment Schedule (ROPS 19-20) - Notes July 1, 2019 through June 30, 2020

[illegible]



**DEPARTMENT OF
FINANCE**
OFFICE OF THE DIRECTOR

GAVIN NEWSOM - GOVERNOR
STATE CAPITOL ■ ROOM 1145 ■ SACRAMENTO CA ■ 95814-4998 ■ WWW.DOF.CA.GOV

April 11, 2019

Ms. Lori Ann Farrell, Director of Finance
City of Huntington Beach
2000 Main Street
Huntington Beach, CA 92648

Dear Ms. Farrell:

Subject: 2019-20 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of Huntington Beach Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2019 through June 30, 2020 (ROPS 19-20) to the California Department of Finance (Finance) on February 1, 2019. Finance has completed its review of the ROPS 19-20.

Based on a sample of line items reviewed and application of the law, Finance made the following determinations:

- Item Nos. 105 and 106 – Unfunded Employee Pension and Retirement Obligations, outstanding obligation amounts totaling \$3,655,295, are not allowed. The Agency previously requested funding as Item Nos. 23, 24, and 26, and as Item Nos. 90 and 91; no funding is requested for these duplicated items on the current ROPS. Finance continues to deny these items. Finance originally denied these items as the agreement entered into on March 17, 2008 with respect to these obligations is between the California Public Employees' Retirement System (CalPERS) and the City Council of the City of Huntington Beach (City Council). The Agency did not provide any other documentation to support the items as enforceable during this period.

Absent a contract or agreement, the Agency's responsibility for payment of these obligations is not legally enforceable. Because the only agreement provided to Finance is between the City Council and CalPERS, the Agency's request for payment of these obligations is not allowed. Therefore, these items are not enforceable obligations and requested amounts of \$138,054 from Other Funds and \$233,712 from Redevelopment Property Tax Trust Fund (RPTTF) funding, totaling \$371,766, are not allowed as specified below:

Item No.	Project / Obligation Name	Total Outstanding	RPTTF Requested	Other Funds Requested
105	Unfunded Pension Liabilities	\$3,438,056	\$138,054	\$138,054
106	Unfunded Retirement Liabilities	217,239	95,658	0
Total		\$3,655,295	\$233,712	\$138,054

- Item Nos. 107 through 118 – Loan payments to the City of Huntington Beach (City), outstanding obligation amounts totaling \$71,556,290, are not allowed. Finance continues to deny these items. The Agency previously requested funding for these as Item Nos. 32, 41 through 44, 46 through 49, 79 through 89, and 93 through 104; no funding is requested for these duplicate items on the current ROPS. Finance previously denied these items for the following reasons:
 - Oversight Board (OB) Resolution Nos. 2017-03 through 2017-14, inclusive, finding loans made by the City to the former Redevelopment Agency (RDA) in the amounts of \$55,395,638 as enforceable obligations and finding the loans were for legitimate redevelopment purposes, were denied in our determination letter dated March 10, 2017.
 - The Agency was unable to provide documentation supporting these items as loans pursuant to HSC section 34191.4 (b). Specifically, the Agency was unable to support the outstanding principal balance of the loans and it was not clear whether the loans were monetary loans or a transfer of interest in real property.
 - The Agency was unable to substantiate the periodic amounts loaned by the City as well as the amounts periodically repaid by the Agency to the City.
 - OB Resolution Nos. 2017-15 through 2017-26, finding that loans made by the City to the former RDA were for legitimate redevelopment purposes and approving the loans as enforceable obligations and the schedule for repayment of said loans, in accordance with HSC section 34191.4 (b), were denied in our determination letter dated May 17, 2017.

The Agency did not provide any new documentation during ROPS 19-20. Therefore, these items are not enforceable obligations and the requested amounts totaling \$7,646,815 are not allowed as specified below:

Item No.	Project Name/ Debt Obligation	RPTTF Amount Requested
107	Land Sale Emerald Cove	\$ 606,608
108	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	390,038
109	Huntington Center Redevelopment Plan Development	200,948
110	Main-Pier Redevelopment Project Phase II	241,080
111	Development of Downtown Main-Pier Project Area	179,426
112	Third Block West Commercial/Residential Project	1,025,834
113	Second Block Alley and Street Improvement Project	16,932
114	Strand Project	6,268
115	Pierside Hotel/Retail/Parking Structure Project	27,320
116	Waterfront Commercial Master Site Plan	4,082,201
117	Strand Project	839,896
118	Operative Agreement for the Huntington Beach Redevelopment Project	30,264
Total		\$7,646,815

- On the ROPS 19-20 form, the Agency reported cash balances and activity for the period July 1, 2016 through June 30, 2017 (ROPS 16-17). According to our review, the Agency has approximately \$853,460 from Reserve Balances available to fund enforceable obligations on the ROPS 19-20, and an additional \$138,054 from Other Funds now available from Item No. 105, totaling \$991,514. HSC section 34177 (l) (1) (E) requires these balances to be used prior to requesting RPTTF. Therefore, the funding source for the following item has been reclassified in the amount specified below:
 - Item No. 3 – 2002 Tax Allocation Refunding Bonds, debt service payment in the amount of \$1,615,000 has been partially reclassified. This item does not require payment from property tax revenues. Therefore, Finance is approving RPTTF in the amount of \$623,486, the use of Reserve Balances in the amount of \$853,460, and the use of Other Funds in the amount of \$138,054, totaling \$1,615,000.
- Finance notes the Agency has listed several item numbers several times on the ROPS. Pursuant to HSC section 34177 (m) (1), the Agency is required to complete the ROPS in a manner provided by Finance. ROPS Instructions state that Agencies must maintain the existing line item numbers and should only create a new line item for a new obligation that was not on a prior ROPS. Future ROPS not completed in a manner provided by Finance may be rejected in its entirety and returned to the OB for reconsideration. The Agency should make an effort to identify and retire all duplicated line items from the ROPS.

Pursuant to HSC section 34186, successor agencies are required to report differences between actual payments and past estimated obligations. Reported differences in RPTTF are used to offset current RPTTF distributions. The amount of RPTTF approved in the table on Page 5 includes the prior period adjustment resulting from the County Auditor-Controller's review of the prior period adjustment form submitted by the Agency.

Except for the items adjusted, Finance is not objecting to the remaining items listed on the ROPS 19-20. If the Agency disagrees with our determination with respect to any items on the ROPS 19-20, except items that are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

[http://dof.ca.gov/Programs/Redevelopment/Meet And Confer/](http://dof.ca.gov/Programs/Redevelopment/Meet_And_Confer/)

The Agency's maximum approved RPTTF distribution for the reporting period is \$6,543,050 as summarized in the Approved RPTTF Distribution table on Page 5 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1 through December 31 period (ROPS A period), and one distribution for the January 1 through June 30 period (ROPS B period) based on Finance approved amounts. Since this determination is for the entire ROPS 19-20 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 19-20. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be denied until the matter is resolved.

The ROPS 19-20 form submitted by the Agency and this determination letter will be posted on our website:


<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 19-20 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

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

Sincerely,



JENNIFER WHITAKER
Program Budget Manager

cc: Ms. Kellee Fritzal, Deputy Director of Economic Development, City of Huntington Beach
Mr. Israel M. Guevara, Administrative Manager, Property Tax Section, Orange County

Attachment

Approved RPTTF Distribution For the period of July 1, 2019 through June 30, 2020			
	ROPS A Period	ROPS B Period	ROPS 19-20 Total
RPTTF Requested	\$ 7,335,920	\$ 7,853,182	\$ 15,189,102
Administrative RPTTF Requested	125,000	125,000	250,000
Total RPTTF Requested	7,460,920	7,978,182	15,439,102
RPTTF Requested	7,335,920	7,853,182	15,189,102
<u>Adjustments</u>			
Item No. 3	(991,514)	0	(991,514)
Item No. 105	0	(138,054)	(138,054)
Item No. 106	(47,829)	(47,829)	(95,658)
Item No. 107	(303,304)	(303,304)	(606,608)
Item No. 108	(195,019)	(195,019)	(390,038)
Item No. 109	(100,474)	(100,474)	(200,948)
Item No. 110	(120,540)	(120,540)	(241,080)
Item No. 111	(89,713)	(89,713)	(179,426)
Item No. 112	(512,917)	(512,917)	(1,025,834)
Item No. 113	(8,466)	(8,466)	(16,932)
Item No. 114	(3,134)	(3,134)	(6,268)
Item No. 115	(13,660)	(13,660)	(27,320)
Item No. 116	(2,041,100)	(2,041,101)	(4,082,201)
Item No. 117	(419,948)	(419,948)	(839,896)
Item No. 118	(15,132)	(15,132)	(30,264)
	(4,862,750)	(4,009,291)	(8,872,041)
RPTTF Authorized	2,473,170	3,843,891	6,317,061
Administrative RPTTF Authorized	125,000	125,000	250,000
Total RPTTF Authorized for Obligations	2,598,170	3,968,891	6,567,061
Prior Period Adjustment	(24,011)	0	(24,011)
Total RPTTF Approved for Distribution	\$ 2,574,159	\$ 3,968,891	\$ 6,543,050

Recognized Obligation Payment Schedule (ROPS 18-19) - Summary
Filed for the July 1, 2018 through June 30, 2019 Period

Successor Agency: Huntington Beach
County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		18-19A Total (July - December)	18-19B Total (January - June)	ROPS 18-19 Total
A	Enforceable Obligations Funded as Follows (B+C+D):	\$ 3,750	\$ 3,750	\$ 7,500
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	3,750	3,750	7,500
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 6,364,938	\$ 9,006,728	\$ 15,371,666
F	RPTTF	6,239,938	8,881,728	15,121,666
G	Administrative RPTTF	125,000	125,000	250,000
H	Current Period Enforceable Obligations (A+E):	\$ 6,368,688	\$ 9,010,478	\$ 15,379,166

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.

Michel Posey Chairperson
Name Title
/s/ 1/30/2018
Signature Date

Huntington Beach Recognized Obligation Payment Schedule (ROPS 18-19) - ROPS Detail																						
July 1, 2018 through June 30, 2019																						
(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 18-19 Total	18-19A (July - December)					18-19A Total	18-19B (January - June)					18-19B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
1	Land Sale Emerald Cove	City/County Loan (Prior 06/28/11), Property transaction	5/18/2009	10/1/2030	COHB Park A & D Fund	Legally Binding Operative Agreement	Merged	\$ 138,175,887	N	\$ 15,379,166	\$ -	\$ -	\$ 3,750	\$ 6,239,938	\$ 125,000	\$ 6,368,688	\$ -	\$ -	\$ 3,750	\$ 8,881,728	\$ 125,000	\$ 9,010,478
2	Hyatt Regency Huntington Beach Project	OPA/DDA/Construction	9/14/1998	9/30/2023	PCH Beach Resorts LLC	Disposition and Development Agreement approved on September 14, 1998 for the Waterfront Development	Merged	3,221,211	N	\$ 720,458				360,229		\$ 360,229				360,229		\$ 360,229
3	2002 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	6/19/2002	8/1/2024	Bank of New York Trust Co.	Tax Allocation Bonds Debt Service Payments	Merged	8,137,500	N	\$ 1,606,625				1,467,000		\$ 1,467,000				139,625		\$ 139,625
4	1999 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	1/12/1999	8/1/2024	Bank of New York Trust Co.	Tax Allocation Bonds Debt Service Payments	Merged	3,732,155	N	\$ 737,578				673,578		\$ 673,578				64,000		\$ 64,000
5	2002 Tax Allocation Refunding Bonds	Fees	11/17/2010	11/17/2016	Arbitrage Compliance Specialist	Tax Allocation Bonds arbitrage rebate calculation - Federal IRS Compliance	Merged	500	N	\$ 500				500		\$ 500						\$ -
6	1999 Tax Allocation Refunding Bonds	Fees	11/17/2010	11/17/2016	Arbitrage Compliance Specialist	Tax Allocation Bonds arbitrage rebate calculation - Federal IRS Compliance	Merged	500	N	\$ 500						\$ -				500		\$ 500
8	2002 Tax Allocation Refunding Bonds	Fees	6/19/2002	8/1/2024	Bank of New York Mellon	Tax Allocation Bonds - Payment to Fiscal Agent	Merged	1,600	N	\$ 1,600				1,600		\$ 1,600						\$ -
9	1999 Tax Allocation Refunding Bonds	Fees	1/12/1999	8/1/2024	Bank of New York Mellon	Tax Allocation Bonds - Payment to Fiscal Agent	Merged	1,600	N	\$ 1,600						\$ -				1,600		\$ 1,600
10	2002 Tax Allocation Refunding Bonds	Fees	1/3/2001	8/1/2016	Harrell & Company Advisors, LLC	Preparation and filing of Continuing Disclosure Annual Reports and Material Event Notices	Merged	750	N	\$ 750						\$ -				750		\$ 750
11	1999 Tax Allocation Refunding Bonds	Fees	1/3/2001	8/1/2016	Harrell & Company Advisors, LLC	Preparation and filing of Continuing Disclosure Annual Reports and Material Event Notices	Merged	2,050	N	\$ 2,050						\$ -				2,050		\$ 2,050
12	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	Bonds Issued On or Before 12/31/10	5/13/2010	9/1/2021	US Bank	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds Debt Service Payments	Merged		N													
13	HUD Section 108 Infrastructure Loan for Hyatt/Hilton Properties	Bonds Issued On or Before 12/31/10	7/21/2010	8/1/2019	Bank of New York Mellon	Legally binding and enforceable loan agreement with the U.S. Department of Housing and Urban Development for capital improvements	Merged	1,059,608	N	\$ 514,804				506,224		\$ 506,224				8,580		\$ 8,580
14	Strand Hotel and Mixed-Use Project, Parking & Infrastructure	OPA/DDA/Construction	6/1/1999	9/30/2033	CIM Group, LLC and Kane Ballmer and Berkman	Property Tax Sharing Agreement under the Disposition and Development Agreement (DDA) for development of hotel, retail, restaurant, and public parking structure. The Implementation of the DDA and the Sixth Implementation Agreement were entered into from June 1999 to November 2008.	Merged	6,087,898	N	\$ 677,904				677,904		\$ 677,904						\$ -
15	Strand Project Additional Parking	OPA/DDA/Construction	1/20/2009	9/30/2033	CIM Group, LLC	Property Tax Sharing Agreement under the Disposition and Development Agreement (DDA) and Sixth Implementation Agreement for the Strand projects parking structure authorized on January 20, 2009.	Merged	387,473	N	\$ 49,576				49,576		\$ 49,576						\$ -
16	Pacific City	OPA/DDA/Construction	10/16/2006	10/16/2026	Makar Properties & Kane Ballmer and Berkman	Owner Participation Agreement approved on October 16, 2006 for future development of a 31-acre site located at Pacific Coast Highway and First Street and financed by property tax allocations.	Merged	5,520,000	N	\$ -						\$ -						\$ -
17	Pacific City - Very Low Income Units	OPA/DDA/Construction	10/16/2006	11/26/2024	Makar Properties	15% affordable housing requirement pursuant to Attachment 5 of the Owner Participation Agreement approved on October 16, 2006. Of the 15% required housing obligation, 5% very-low income housing is to be developed by the Housing Authority. The Developer is required to provide the remaining 10% on site.	Merged		N													
21	Abdelmudi Owner Participation Agreement/Rent Differential Agreement	OPA/DDA/Construction	5/28/1991	12/31/2017	Abdelmudi Development Company	Owner Participation Agreement/Rent Differential Agreement approved on May 28, 1991 for the development of the three story building at the Oceanview Promenade. The Third Implementation Amendment took effect on November 21, 1994.	Merged	10,000	N	\$ 10,000						\$ -				10,000		\$ 10,000
23	Unfunded CalPERS Pension Liabilities	Unfunded Liabilities	6/30/2011	11/26/2026	CalPERS	Unfunded CalPERS pension obligation as per CalPERS actuarial valuation as of June 30, 2012	Merged		N													
24	Unfunded Supplemental Retirement Liabilities	Unfunded Liabilities	9/30/2011	11/26/2026	US Bank	Unfunded actuarial accrued liability as of September 30, 2013 as per actuarial valuation by Bartel Associates, LLC.	Merged		N													
26	Unfunded OPEB Liabilities	Unfunded Liabilities	6/30/2011	11/26/2024	CalPERS/CERBT	Unfunded actuarial accrued liability as of June 30, 2013 as per Bartel Associates, LLC.	Merged		N													
27	Obligation for unused employee General Leave earned and vested	Unfunded Liabilities	9/30/2011	11/26/2024	City employees directly involved in Housing and Redevelopment projects and administration	Obligation for unused employee General Leave earned and vested as per MOUs and AB 1X26	Merged	82,249	N	\$ 22,426				11,213		\$ 11,213				11,213		\$ 11,213
29	Bella Terra Parking Infrastructure Property Tax Sharing Agreement	OPA/DDA/Construction	10/2/2000	9/30/2025	Bella Terra Associates LLC	Property Tax Sharing Agreement required under the terms of the Owner Participation Agreement (dated 10/2/2000) and Second Implementation Agreement (dated 9/17/2007) for the development of the Huntington Center (Bella Terra). Includes legal requirements to enforce obligation.	Merged	11,711,421	N	\$ 3,122,106						\$ -				3,122,106		\$ 3,122,106
30	Bella Terra Phase II Property Tax Sharing Agreement	OPA/DDA/Construction	10/4/2010	7/1/2036	Bella Terra Villas, LLC and Kane Ballmer Berkman	Agreement approved on October 4, 2010 for construction of a 467 mixed-use unit project. Construction is complete and financed by property tax allocations. Includes legal requirements to implement obligation.	Merged	15,541,222	N	\$ 1,651,709						\$ -				1,651,709		\$ 1,651,709

Huntington Beach Recognized Obligation Payment Schedule (ROPS 18-19) - ROPS Detail

July 1, 2018 through June 30, 2019

(Report Amounts in Whole Dollars)

[illegible]

Huntington Beach Recognized Obligation Payment Schedule (ROPS 18-19) - ROPS Detail																						
July 1, 2018 through June 30, 2019																						
(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 18-19 Total	18-19A (July - December)					18-19A Total	18-19B (January - June)					18-19B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
77	Waterfront Hyatt Regency Hotel (Parcel 5), Waterfront Hilton Hotel/Parcel C (Parcel 6 and 7)	Project Management Costs	7/8/2012	7/8/2016	Kane Ballmer & Berkman	Legal Costs for outside counsel to negotiate terms for the disposition of Successor Agency property under the LRPMP and draft various documents including Purchase and Sale Agreement	Merged		N													
78	Waterfront Hyatt Regency Hotel (Parcel 5), Waterfront Hilton Hotel/Parcel C (Parcel 6 and 7)	Project Management Costs	6/15/2010	9/30/2017	Keyser Marston	Economic Analysis services to prepare financial analysis to negotiate terms for the disposition of Successor Agency property under the LRPMP	Merged		N													
79	Land Sale Emerald Cove	City/County Loan (Prior 06/28/11), Property transaction	5/18/2009	10/1/2030	COHB Park A&D Fund	Legally Binding Operative Agreement Principal Amount - \$1,740,834, Interest Rates 3%, Debt Incurred on May 18, 2009			N													
80	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	City/County Loan (Prior 06/28/11), Property transaction	5/13/2010	9/1/2021	Huntington Beach Public Financing Authority	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds Debt Service Payments			N													
81	Huntington Center Redevelopment Plan development	City/County Loan (Prior 06/28/11), Property transaction	6/9/2005	10/1/2030	City of Huntington Beach	Land and Right-of-way acquisition costs connected with the Gothard-Hoover Extension project and development of a public storage facility			N													
82	Main-Pier Redevelopment Project Phase II	City/County Loan (Prior 06/28/11), Property transaction	9/10/2005	10/1/2030	City of Huntington Beach	Costs incurred to acquire land within the Main-Pier project area for Phase II development projects			N													
83	Development of Downtown Main-Pier project area	City/County Loan (Prior 06/28/11), Property transaction	6/4/1990	10/1/2030	City of Huntington Beach	Costs incurred to acquire land within the Main-Pier project area to implement the construction of parking facilities within the Downtown Main-Pier area			N													
84	Third Block West commercial/residential project	City/County Loan (Prior 06/28/11), Property transaction	6/18/2005	10/1/2030	City of Huntington Beach	Relocation, property acquisition, and other project costs associated with the Third Block West Condominium/Retail/Office project in the Main-Pier Redevelopment project area			N													
85	Second Block Alley and Street Improvement Project	City/County Loan (Prior 06/28/11), Property transaction	6/10/2005	10/1/2030	City of Huntington Beach	Property acquisition cost associated with the Second Block alley and street improvement project			N													
86	Strand Project	City/County Loan (Prior 06/28/11), Property transaction	6/18/2005	10/1/2030	City of Huntington Beach	Relocation costs paid to Wind and Sea Surf Shop			N													
87	Pierside Hotel/Retail/Parking Structure Project	City/County Loan (Prior 06/28/11), Property transaction	5/15/1992	10/1/2030	City of Huntington Beach	Relocation costs paid to Terry's Coffee Shop and First Interstate Bank			N													
88	Waterfront Commercial Master Site Plan	City/County Loan (Prior 06/28/11), Property transaction	3/1/1989	10/1/2030	City of Huntington Beach	Costs related to the relocation, buyout, and demolition of Driftwood and Pacific Mobile Home Parks related to the Waterfront Commercial Master Site Plan			N													
89	Strand Project	City/County Loan (Prior 06/28/11), Property transaction	10/19/1992	10/1/2030	City of Huntington Beach	Property acquisition costs associated with the Strand Project			N													
90	Unfunded CalPERS Pension Liabilities	Unfunded Liabilities	6/30/2011	11/26/2026	CalPERS	Unfunded CalPERS pension obligation as per CalPERS actuarial valuation as of June 30, 2016	Merged	3,585,215	N	\$ 238,710				119,355		\$ 119,355				119,355		\$ 119,355
91	Unfunded Supplemental Retirement Liabilities	Unfunded Liabilities	9/30/2011	11/26/2026	US Bank	Unfunded actuarial accrued liability as of September 30, 2013 as per actuarial valuation by Bartel Associates, LLC.	Merged	516,335	N	\$ 143,696				71,848		\$ 71,848				71,848		\$ 71,848
92	Unfunded OPEB Liabilities	Unfunded Liabilities	6/30/2011	11/26/2024	CalPERS/CERBT	Unfunded actuarial accrued liability as of June 30, 2013 as per Bartel Associates, LLC.	Merged	252,810	N	\$ 85,808				42,904		\$ 42,904				42,904		\$ 42,904
93	Land Sale Emerald Cove	City/County Loan (Prior 06/28/11), Property transaction	5/18/2009	10/1/2030	COHB Park A&D Fund	Legally Binding Operative Agreement Principal Amount - \$1,740,834, Interest Rates 3%, Debt Incurred on May 18, 2009	Merged	5,676,433	N	\$ 20,000				10,000		\$ 10,000				10,000		\$ 10,000
94	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	City/County Loan (Prior 06/28/11), Property transaction	5/13/2010	9/1/2021	Huntington Beach Public Financing Authority	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds Debt Service Payments	Merged	3,649,834	N	\$ 20,000				10,000		\$ 10,000				10,000		\$ 10,000
95	Huntington Center Redevelopment Plan development	City/County Loan (Prior 06/28/11), Property transaction	6/9/2005	10/1/2030	City of Huntington Beach	Land and Right-of-way acquisition costs connected with the Gothard-Hoover Extension project and development of a public storage facility	Merged	1,880,405	N	\$ 20,000				10,000		\$ 10,000				10,000		\$ 10,000
96	Main-Pier Redevelopment Project Phase II	City/County Loan (Prior 06/28/11), Property transaction	9/10/2005	10/1/2030	City of Huntington Beach	Costs incurred to acquire land within the Main-Pier project area for Phase II development projects	Merged	2,255,955	N	\$ 367,095				121,291		\$ 121,291				245,804		\$ 245,804
97	Development of Downtown Main-Pier project area	City/County Loan (Prior 06/28/11), Property transaction	6/4/1990	10/1/2030	City of Huntington Beach	Costs incurred to acquire land within the Main-Pier project area to implement the construction of parking facilities within the Downtown Main-Pier area	Merged	1,679,000	N	\$ 261,379				86,362		\$ 86,362				175,017		\$ 175,017
98	Third Block West commercial/residential project	City/County Loan (Prior 06/28/11), Property transaction	6/18/2005	10/1/2030	City of Huntington Beach	Relocation, property acquisition, and other project costs associated with the Third Block West Condominium/Retail/Office project in the Main-Pier Redevelopment project area	Merged	9,599,412	N	\$ 1,251,426				413,482		\$ 413,482				837,944		\$ 837,944
99	Second Block Alley and Street Improvement Project	City/County Loan (Prior 06/28/11), Property transaction	6/10/2005	10/1/2030	City of Huntington Beach	Property acquisition cost associated with the Second Block alley and street improvement project	Merged	158,450	N	\$ 24,604				8,129		\$ 8,129				16,475		\$ 16,475
100	Strand Project	City/County Loan (Prior 06/28/11), Property transaction	6/18/2005	10/1/2030	City of Huntington Beach	Relocation costs paid to Wind and Sea Surf Shop	Merged	58,650	N	\$ 7,314				2,417		\$ 2,417				4,897		\$ 4,897
101	Pierside Hotel/Retail/Parking Structure Project	City/County Loan (Prior 06/28/11), Property transaction	5/15/1992	10/1/2030	City of Huntington Beach	Relocation costs paid to Terry's Coffee Shop and First Interstate Bank	Merged	255,660	N	\$ 31,507				10,410		\$ 10,410				21,097		\$ 21,097
102	Waterfront Commercial Master Site Plan	City/County Loan (Prior 06/28/11), Property transaction	3/1/1989	10/1/2030	City of Huntington Beach	Costs related to the relocation, buyout, and demolition of Driftwood and Pacific Mobile Home Parks related to the Waterfront Commercial Master Site Plan	Merged	38,199,846	N	\$ 2,414,659				1,207,329		\$ 1,207,329				1,207,330		\$ 1,207,330
103	Strand Project	City/County Loan (Prior 06/28/11), Property transaction	10/19/1992	10/1/2030	City of Huntington Beach	Property acquisition costs associated with the Strand Project	Merged	7,859,434	N	\$ 1,085,282				358,587		\$ 358,587				726,695		\$ 726,695
104	Operative Agreement for the Huntington Beach Redevelopment Project	City/County Loan (Prior 06/28/11), Other	6/17/2002	10/1/2030	City of Huntington Beach	Loan repayment for advance made on capital projects in FY 2004/05	Southeast Coastal	283,211	N	\$ 20,000				10,000		\$ 10,000				10,000		\$ 10,000
105									N	\$ -						\$ -						\$ -

Huntington Beach Recognized Obligation Payment Schedule (ROPS 18-19) - Report of Cash Balances
July 1, 2015 through June 30, 2016
(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 [\[INSERT URL LINK TO CASH BALANCE TIPS SHEET \]](#)

A	B	C	D	E	F	G	H	I
	Cash Balance Information for ROPS 15-16 Actuals (07/01/15 - 06/30/16)	Fund Sources						Comments
		Bond Proceeds		Reserve Balance		Other	RPTTF	
		Bonds issued on or before 12/31/10	Bonds issued on or after 01/01/11	Prior ROPS period balances and DDR RPTTF balances retained	Prior ROPS RPTTF distributed as reserve for future period(s)	Rent, grants, interest, etc.	Non-Admin and Admin	
1	Beginning Available Cash Balance (Actual 07/01/15)				4,346,176	300,000	53,641	
2	Revenue/Income (Actual 06/30/16) RPTTF amounts should tie to the ROPS 15-16 total distribution from the County Auditor-Controller during June 2015 and January 2016.					976,766	8,030,835	
3	Expenditures for ROPS 15-16 Enforceable Obligations (Actual 06/30/16)				4,329,170	575,000	8,047,771	
4	Retention of Available Cash Balance (Actual 06/30/16) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)							
5	ROPS 15-16 RPTTF Balances Remaining	No entry required						
6	Ending Actual Available Cash Balance (06/30/16) C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 - 5)							
		\$ -	\$ -	\$ -	\$ 17,006	\$ 701,766	\$ 36,705	

Huntington Beach Recognized Obligation Payment Schedule (ROPS 18-19) - Notes July 1, 2018 through June 30, 2019

[illegible]



April 13, 2018

Ms. Lori Ann Farrell, Director of Finance
City of Huntington Beach
2000 Main Street
Huntington Beach, CA 92648

Dear Ms. Farrell:

Subject: 2018-19 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of Huntington Beach Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2018 through June 30, 2019 (ROPS 18-19) to the California Department of Finance (Finance) on January 31, 2018. Finance has completed its review of the ROPS 18-19.

Based on a sample of line items reviewed and application of the law, Finance made the following determinations:

- Item No. 21 – Abdelmudi Owner Participation Agreement (OPA)/Rent Differential Agreement, requested amount of \$10,000, is not allowed. It is our understanding the existing OPA expired on December 31, 2017 and the Agency is requesting funding for any 'catch up' payments that may occur. Currently, there is no amount due and allocating funds for unknown contingencies is not an allowable use of funds. To the extent the Agency can provide supporting documentation, such as a final invoice, to support the requested amount, this item may be eligible for funding on a future ROPS. Therefore, the requested amount of \$10,000 from Redevelopment Property Tax Trust Fund (RPTTF) is not allowed.
- Item No. 27 – Obligation for Unused Employee General Leave (Earned and Vested) in the total outstanding obligation amount of \$82,249 is not allowed. It is our understanding the Memoranda of Understanding entered into with respect to these obligations are between the Management Employees' Organization, Municipal Employees' Organization, and the City of Huntington Beach (City); the former Redevelopment Agency (RDA) is not a party to the contract. Therefore, these items are not enforceable obligations and the requested amount of \$22,426 in RPTTF is not allowed.
- Item Nos. 51 and 52 – Property Maintenance Fencing and Weed Control, outstanding obligation amounts totaling \$7,500, is not allowed. It is our understanding the Agency no longer owns the properties subject to these maintenance agreements. Therefore, the requested amount of \$7,500 (\$3,500 + \$4,000) from Other Funds is not allowed.

- Item Nos. 90 through 92 – Unfunded Employee Pension, Retirement, and Other Post-Employment Benefit Obligations in the total outstanding obligation amount of \$4,354,360. The Agency previously requested funding for these as Item Nos. 23, 24, and 26 and, as requested, Item Nos. 23, 24, and 26 have been retired. Finance continues to deny these items. Finance originally denied these items as the agreement entered into on March 17, 2008 with respect to these obligations is between the California Public Employees' Retirement System (CalPERS) and the City Council of the City of Huntington Beach (City Council). The Agency did not provide any other documentation to support the items as enforceable during this period.

Absent a contract or agreement, the Agency's responsibility for payment of these obligations is not legally enforceable. Because the only agreement provided to Finance is between the City Council and CalPERS, the Agency's obligation for payment of these obligations is not allowed. Therefore, these items are not enforceable obligations and requested amounts totaling \$468,214 (\$238,710 + \$143,696 + \$82,808) from RPTTF are not allowed.

- Item Nos. 93 through 104 – Loan payments to the City totaling \$71,556,290. Finance continues to deny these items. The Agency previously requested funding for these as Item Nos. 32 and 79 through 89, and, as requested, Item No. 32 has been retired. The remaining lines, Item Nos. 79 through 89, have been retired as well. Finance previously denied these items for the following reasons:
 - Oversight Board (OB) Resolution Nos. 2017-03 through 2017-14, inclusive, finding loans made by the City to the former RDA in the amounts of \$55,395,638 as enforceable obligations and finding the loans were for legitimate redevelopment purposes, were denied in our determination letter dated March 10, 2017.
 - The Agency was unable to provide documentation supporting these items as loans pursuant to HSC section 34191.4 (b). Specifically, the Agency was unable to support the outstanding principal balance of the loans and it was not clear whether the loans were monetary loans or a transfer of interest in real property.
 - The Agency was unable to substantiate the periodic amounts loaned by the City as well as the amounts periodically repaid by the Agency to the City.
 - OB Resolution Nos. 2017-15 through 2017-26, finding that loans made by the City to the former RDA were for legitimate redevelopment purposes and approving the loans as enforceable obligations and the schedule for repayment of said loans, in accordance with HSC section 34191.4 (b), were denied in our determination letter dated May 17, 2017.

The Agency did not provide any other documentation during ROPS 18-19. Therefore, these items are not enforceable obligations and the requested amount totaling \$5,523,266 is ineligible for RPTTF funding as specified below:

Item No.	Project Name/ Debt Obligation	Amount
93	Land Sale Emerald Cove	\$ 20,000
94	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	20,000
95	Huntington Center Redevelopment Plan Development	20,000
96	Main-Pier Redevelopment Project Phase II	367,095
97	Development of Downtown Main-Pier Project Area	261,379
98	Third Block West Commercial/Residential Project	1,251,426
99	Second Block Alley and Street Improvement Project	24,604
100	Strand Project	7,314
101	Pierside Hotel/Retail/Parking Structure Project	31,507
102	Waterfront Commercial Master Site Plan	2,414,659
103	Strand Project	1,085,282
104	Operative Agreement for the Huntington Beach Redevelopment Project	20,000
Total		\$5,523,266

- On the ROPS 18-19 form, the Agency reported cash balances and activity for the period July 1, 2015 through June 30, 2016 (ROPS 15-16). According to our review, the Agency has approximately \$23,741 from RPTTF unexpended from the ROPS 15-16 period available to fund enforceable obligations on the ROPS 18-19. These unexpended funds are considered Reserve Balances. Additionally, the Agency has \$7,500 in Other Funds from Item Nos. 51 and 52, making a total of \$31,241 (\$23,741 + \$7,500) available. HSC section 34177 (l) (1) (E) requires these balances to be used prior to requesting RPTTF. Therefore, with the Agency's concurrence, the funding source for the following item has been reclassified in the amounts specified below:
 - Item No. 2 – Hyatt Regency Huntington Beach Project Disposition and Development Agreement in the requested amount of \$720,458 from RPTTF is partially reclassified. This item does not require payment from RPTTF. Therefore, Finance is approving RPTTF in the amount of \$689,217, Reserve Balances in the amount of \$23,741, and Other Funds in the amount of \$7,500, for a total of \$720,458.

Except for the items adjusted, Finance is not objecting to the remaining items listed on the ROPS 18-19. If the Agency disagrees with our determination with respect to any items on the ROPS 18-19, except items which are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

http://dof.ca.gov/Programs/Redevelopment/Meet_And_Confer/

The Agency's maximum approved RPTTF distribution for the reporting period is \$9,316,519 as summarized in the Approved RPTTF Distribution table on Page 5 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1, 2018 through December 31, 2018 period (ROPS A period) and one distribution for the January 1, 2019 through June 30, 2019 period (ROPS B period) based on Finance's approved amounts. Since this determination is for the entire ROPS 18-19 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Pursuant to HSC section 34186 (c), beginning October 1, 2018, the Agency will be required to report the estimated obligations versus actual payments (prior period adjustment) associated with the July 1, 2016 through June 30, 2017 period (ROPS 16-17) to the Orange County Auditor-Controller for review. The Agency will report actual payments for ROPS 16-17 on ROPS 19-20. A prior period adjustment may be applied to the Agency's ROPS 19-20 RPTTF distribution. Therefore, the Agency should retain any unexpended RPTTF from the ROPS 16-17 period.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 18-19. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be deemed denied until the matter is resolved.

The ROPS 18-19 form submitted by the Agency and this determination letter will be posted on our website:

<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 18-19 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

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

Sincerely,

A handwritten signature in blue ink, appearing to read "Erika Li", is written over a circular blue stamp.

ERIKA LI
Program Budget Manager

cc: Ms. Kellee Fritzal, Deputy Director of Economic Development, City of Huntington Beach
Ms. Cindy Wong, Manager, Property Tax Manager, Orange County

Attachment

Approved RPTTF Distribution For the period of July 2018 through June 2019			
	ROPS A Period	ROPS B Period	ROPS 18-19 Total
RPTTF Requested	\$ 6,239,938	\$ 8,881,728	\$ 15,121,666
Administrative RPTTF Requested	125,000	125,000	250,000
Total RPTTF Requested	6,364,938	9,006,728	15,371,666
RPTTF Requested	6,239,938	8,881,728	15,121,666
<u>Adjustments</u>			
Item No. 2	(27,491)	(3,750)	(31,241)
Item No. 21	0	(10,000)	(10,000)
Item No. 27	(11,213)	(11,213)	(22,426)
Item No. 90	(119,355)	(119,355)	(238,710)
Item No. 91	(71,848)	(71,848)	(143,696)
Item No. 92	(42,904)	(42,904)	(85,808)
Item No. 93	(10,000)	(10,000)	(20,000)
Item No. 94	(10,000)	(10,000)	(20,000)
Item No. 95	(10,000)	(10,000)	(20,000)
Item No. 96	(121,291)	(245,804)	(367,095)
Item No. 97	(86,362)	(175,017)	(261,379)
Item No. 98	(413,482)	(837,944)	(1,251,426)
Item No. 99	(8,129)	(16,475)	(24,604)
Item No. 100	(2,417)	(4,897)	(7,314)
Item No. 101	(10,410)	(21,097)	(31,507)
Item No. 102	(1,207,329)	(1,207,330)	(2,414,659)
Item No. 103	(358,587)	(726,695)	(1,085,282)
Item No. 104	(10,000)	(10,000)	(20,000)
	(2,520,818)	(3,534,329)	(6,055,147)
RPTTF Authorized	3,719,120	5,347,399	9,066,519
Administrative RPTTF Authorized	125,000	125,000	250,000
Total RPTTF Approved for Distribution	\$ 3,844,120	\$ 5,472,399	\$ 9,316,519

Orange Countywide Oversight Board

Date: 1/28/2020

Agenda Item No. 6D

From: Successor Agency to the La Habra Redevelopment Agency

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

Recommended Action:

Approve resolution approving FY 2020-21 ROPS and Administrative Budget for the La Habra Successor Agency

The La Habra Successor Agency requests approval of the Recognized Obligation Payment Schedule (ROPS) and Administrative Budget for Fiscal Year 2020-21.

The enforceable obligations included in ROPS 20-21 total \$1,316,544 (\$1,010,965 for 20-21A and \$305,579 for 20-21B).

RPTTF funds requested will cover payments for the 1998 COP B/C Loan, executed on September 15, 1998 between the City and the Redevelopment Agency. The payments for the 1998 B/C loan include debt service principal payment (item #1) and debt service interest payment (item #2). Total RPTTF funds related to the 1998 B/C loan is \$465,791 (\$443,113 for 20-21A and \$22,678 for 20-21B).

RPTTF funds requested to cover the loan between the City and the Redevelopment Agency for the purchase of 1001 Imperial (item # 11) on September 11, 2007. The total RPTTF funds related to 1001 Imperial Highway is \$280,000. \$280,000 are requested for 20-21A. There is no request for item #11 in 20-21B.

RPTTF funds requested to cover trustee fees (item # 13) totals \$10,000 (\$7,500 for 20-21A and \$2,500 for 20-21B). RPTTF funds for continuing disclosure fees of \$3,250 (item # 30) are requested for 20-21B. There is no request for item # 30 in 20-21A.

RPTTF funds totaling \$434,363 (\$218,782 for 20-21A and \$215,581 for 20-21B) are requested for 2016 Tax Allocation Refunding Bonds principal and interest payments (items # 43 and 44). These bonds were issued in December 2016 to refund the 2000 Tax Allocation Bonds. The refunding resulted in gross debt service savings of \$989,079 over 16 years, which produced an average annual saving of \$61,817.

The Successor Agency requests a total of \$123,140 for Fiscal Year 2020-21 Administrative Budget as follows:

Administrative Budget	FY 20/21
Direct Payroll Costs (Salaries and benefits)	
Community Development Director (6%)	\$ 13,085
Director of Finance (6%)	13,679
Deputy Community Development Director (6%)	12,184
Housing and Econ Dev Manager (18%)	26,462
Finance Manager (14%)	22,815
Annual Audit	1,540
Attorney Fee	8,000
Arbitrage Rebate Report (2016 TABs)	4,000
Consultant Fee (HDL)	1,375
Appraisal Fee	5,000
Property Survey/Marketing - Professional Services	5,000
Administrative Overhead	10,000
Total Administrative Budget	<u>\$ 123,140</u>

The direct payrolls of Community Development Director, Director of Finance, and Deputy Community Development Director are budgeted at 6% to account for time that the Directors spent on participating in meetings, reviewing, and approving works completed by Housing and Economic Development Manager and Finance Manager.

The direct payroll of Housing and Economic Development Manager is budgeted at 18%. The cost represents time that the Housing and Economic Development Manager is expected to spend on Successor Agency related affairs such as processing, coordinating, and negotiating a disposal of the remaining Successor Agency's property, preparing staff reports, attending and presenting reports to the Oversight Board.

The direct payroll of Finance Manager is budgeted at 14%. The cost represents time that the Finance Manager is expected to spend on preparing, reconciling, and submitting ROPS and Prior Period Adjustment Form required by the County and the State Department of Finance (DOF). This cost is also accounted for time spent on coordinating and responding to the County and the DOF when questions arise in the ROPS reviewing process.

The cost of an annual audit is allocated to the Successor Agency based on the proportionate share of the Successor Agency assets to the City's entire assets which is approximately 2%. Annual audit cost of \$1,540 represents 2% of the annual audit contract of \$76,975.

The attorney fee of \$8,000 is budgeted for FY2020-21. It represents a retainer fee for potential legal services relating to Successor Agency's affairs such as disposal of Successor Agency's property, ROPS Meet and Confer, etc.

The arbitrage rebate report of \$4,000 represent the cost to have arbitrage rebate report prepared by a consultant for 2016 Tax Allocation Bonds. This report is required every 5 years.

The consultant fee of \$1,375 represents the cost for property tax consulting services such as tax increment projection, cash flow projection, and monitor distribution of tax-sharing revenues. This cost is allocated to the Successor Agency based on the proportionate share of the Successor Agency assessed property value to the City's entire assessed property value, which is approximately 10%.

The appraisal fee of \$5,000 represents the cost for appraisal services relating to the remaining Successor Agency's property.

The professional services fee of \$5,000 represents the cost for survey and marketing services relating to the remaining Successor Agency's property

Administrative overhead of \$10,000 represents administrative support services provided by the City to the Successor Agency such as City Council, City Manager, City Clerk, and financial services (accounting, banking, accounts payable, etc.).

The Successor Agency approved a Resolution No. XXX, on January 21, 2020 approving and adopting the Recognized Obligation Payment Schedule for the Period of July 1, 2020 through June 30, 2021. A motion was approved to forward the Recognized Obligation Payment Scheduled to the Countywide Oversight Board for approval.

The proposed ROPS 20-21 reduce RPTTF to the taxing entities in the amount of \$1,316,544. This amount is equal to the total RPTTF request for 20-21A and 20-21B as outlined through enforceable obligations and administrative cost.

Staff Contact(s)

Miranda Cole-Corona, Economic Development and Housing Manager (mcole@lahabraca.gov), (562) 383-4110.

Jack Ponvanit, Finance Manager (jponvanit@lahabraca.gov), (562) 383-4051.

Attachments

1. Proposed Countywide Oversight Board Resolution
2. ROPS 20-21
3. Successor Agency Resolution
4. Approved ROPS 19-20
5. DOF Letter Approving ROPS 19-20
6. Approved Admin Budget ROPS 19-20
7. Approved ROPS 18-19
8. DOF Letter Approving ROPS 18-19
9. Approved Admin Budget ROPS 18-19

Resolution No. 20-____

A RESOLUTION OF THE ORANGE COUNTYWIDE OVERSIGHT BOARD,
WITH OVERSIGHT OF THE OF THE SUCCESSOR AGENCY TO
THE LA HABRA REDEVELOPMENT AGENCY, APPROVING THE
RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR 20-21 FISCAL
PERIOD OF JULY 1, 2020 TO JUNE 30, 2021, SUBJECT TO AND REVIEW
BY, THE STATE DEPARTMENT OF FINANCE UNDER CALIFORNIA
HEALTH AND SAFETY CODE, DIVISION 24, PART 1.85, AND
AUTHORIZING THE POSTING AND TRANSMITTAL THEREOF

WHEREAS, the former La Habra Redevelopment Agency (“Former Agency”) previously was a public body, corporate and politic formed, organized, existing and exercising its powers under the California Community Redevelopment Law, Health and Safety Code, Section 3300 *et seq.*, and was formed by ordinance of the City Council of the City of La Habra (“City”); and

WHEREAS, Assembly Bill x 1 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 (“Dissolution Law”); and

WHEREAS, unless otherwise stated in this resolution, statutory references are to the California Health and Safety Code; and

WHEREAS, as of February 1, 2012, the Former Agency was dissolved under the Dissolution Law, and as separate public entity, corporate and politic under Section 3417(g), the Successor Agency to the La Habra Redevelopment Agency (the “Successor Agency”) administers the enforceable obligations of the Former Agency and otherwise unwinds the Former Agency’s affairs; 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 expectations 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 was established in compliance with Section 34179(j), which serves as the oversight board to the 25 successor agencies existing and operating in Orange County, including the Successor Agency; and

WHEREAS, every oversight board, both the prior local oversight board and this Orange Countywide Oversight Board, has fiduciary responsibilities to the holders of enforceable obligations and to the taxing entities that benefit from distributions of property tax and other revenues under the Dissolution Law, in particular Section 34188; and

WHEREAS, Sections 34177(o) and 34719 provide that each Recognized Obligation Payment Schedule (“ROPS”) is submitted by the Successor Agency to the Oversight Board and then reviewed and approved by the Oversight Board before final review and approval by the California Department of Finance (“DOF”); and

WHEREAS, the Successor Agency approved ROPS 20-21 during its meeting on Tuesday, January 21, 2020 and directed staff to submit the ROPS to the Orange Countywide Oversight Board for approval; and

WHEREAS, the Successor Agency has submitted to the Orange Countywide Oversight Board ROPS 20-21 reflecting payments from RPTTF for both enforceable obligations and administrative cost outlined in ROPS 20-21; and

WHEREAS, the objective of this Orange Countywide Oversight Board resolution is to authorize, make findings, and approve the Successor Agency’s ROPS 20-21 attached as Attachment No. 1 to this resolution and fully incorporated herein by this reference; and

WHEREAS, the Orange Countywide Oversight Board has reviewed the Successor Agency’s ROPS 20-21, and desires to make certain findings, including: (i) approval is necessary to pay DOF-approved enforceable obligations on ROPS 20-21 during fiscal period A and B, (ii) ROPS 20-21 as attached is approved, (iii) the Successor Agency or City staff are authorized to post ROPS 20-21, as attached, on the City website, and (iv) staff is directed to transmit ROPS 20-21 to DOF, with copies to the County of Orange Executive Officer, the County of Orange Auditor-Controller and the State Controller’s Office pursuant to the Dissolution Law;

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

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

Section 2. The Orange Countywide Oversight Board hereby finds the enforceable obligations and administrative cost in ROPS 20-21 for funds to be distributed from the Redevelopment Property Tax Trust Fund (RPTTF) for the fiscal period January 1, 2020- June 30, 2021 is necessary to pay DOF approved enforceable obligations for such ROPS 20-21 period.

Section 3. Under Dissolution Law, the Orange Countywide Oversight Board approves the ROPS 20-21 (Attachment No. 1); provided however, that the ROPS 20-21, is approved subject to the condition that such ROPS is submitted to and reviewed by the DOF. Further, the City’s Director of Finance and his authorized designees, in consultation with the legal counsel, shall be

authorized to discuss this matter with the DOF and make augmentations, modifications, additions or revisions to the ROPS 20-21 as may be necessary or directed by the DOF.

Section 4. The Orange Countywide Oversight Board authorizes transmittal of ROPS 20-21 to the DOF with copies to the Orange County Executive Officer, Orange County Auditor-Controller, and State Controller's Office.

Section 5. The City's Director of Finance and his authorized designees are directed to post this Resolution, including the ROPS 20-21 on the City's website pursuant to the Dissolution Law.

Section 6. Under Section 34179(h) written notice and information about certain actions taken by the Orange Countywide Oversight Board shall be provided to the DOF by electronic means in a manner of DOF's choosing. The Orange Countywide Oversight Board's action shall become effective five (5) business days after the notice in the manner specified by the DOF unless the DOF request a review.

Section 7. The Clerk of the Orange Countywide Oversight Board shall certify to the adoption of this Resolution

Attachment 1

ROPS 20-21

[Attached behind this cover page]

Recognized Obligation Payment Schedule (ROPS 20-21) - Summary
Filed for the July 1, 2020 through June 30, 2021 Period

Successor Agency: La Habra

County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)	20-21A Total (July - December)	20-21B Total (January - June)	ROPS 20-21 Total
A Enforceable Obligations Funded as Follows (B+C+D)	\$ -	\$ -	\$ -
B Bond Proceeds	-	-	-
C Reserve Balance	-	-	-
D Other Funds	-	-	-
E Redevelopment Property Tax Trust Fund (RPTTF) (F+G)	\$ 1,010,965	\$ 305,579	\$ 1,316,544
F RPTTF	949,395	244,009	1,193,404
G Administrative RPTTF	61,570	61,570	123,140
H Current Period Enforceable Obligations (A+E)	\$ 1,010,965	\$ 305,579	\$ 1,316,544

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

La Habra
Recognized Obligation Payment Schedule (ROPS 20-21) - ROPS Detail
July 1, 2020 through June 30, 2021

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$8,481,878		\$1,316,544	\$-	\$-	\$-	\$949,395	\$61,570	\$1,010,965	\$-	\$-	\$-	\$244,009	\$61,570	\$305,579
1	1998 COP B/ C Loan Debt Service Principal	City/County Loan (Prior 06/28/11), Other	09/15/ 1998	09/01/2022	City of La Habra	1998 COP B/ C Future Principal on Loan Agreement	LHRA	1,300,000	N	\$410,000	-	-	-	410,000	-	\$410,000	-	-	-	-	-	\$-
2	1998 COP B/ C Loan Debt Service Interest	City/County Loan (Prior 06/28/11), Other	09/15/ 1998	09/01/2022	City of La Habra	1998 COP B/ C Future Interest on Loan Agreement	LHRA	101,668	N	\$55,791	-	-	-	33,113	-	\$33,113	-	-	-	22,678	-	\$22,678
3	1998 COP B/ C Loan Debt Service Principal	City/County Loan (Prior 06/28/11), Other	09/15/ 1998	09/01/2022	City of La Habra	1998 COP B/ C principal due but unpaid on Loan Agreement	LHRA	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
11	1001 Imperial purch Loan Principal	City/County Loan (Prior 06/28/11), Property transaction	06/15/ 2009	07/05/2038	City of La Habra	Promissory Note (Due in June 2014)	LHRA	1,401,700	N	\$280,000	-	-	-	280,000	-	\$280,000	-	-	-	-	-	\$-
12	1001 Imperial purch Loan Interest	City/County Loan (Prior 06/28/11), Property transaction	06/15/ 2009	07/05/2038	City of La Habra	Promissory Note (Due in June 2014)	LHRA	712,376	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
13	Trustee Fees	Fees	11/01/ 2000	10/01/2032	Bank of New York	Trustee Fees	LHRA	55,000	N	\$10,000	-	-	-	7,500	-	\$7,500	-	-	-	2,500	-	\$2,500
16	OPA Marketplace Property Tax	OPA/DDA/ Construction	02/08/ 1992	09/01/2019	La Habra Associates LLC	Owner Participation Agreements	LHRA	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
20	1999 CFD Refunding bonds	Bonds Issued On or Before 12/31/10	01/01/ 1999	09/01/2019	Bank of New York	Bond Obilgation - Principal Payment	LHRA	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
21	1999 CFD Refunding	Bonds Issued On	01/01/ 1999	09/01/2019	Bank of New York	Bond Obilgation -	LHRA	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
	bonds	or Before 12/31/10				Interest Payment																
22	Consulting CFD Preparation	Professional Services	07/01/2012	09/01/2019	Various	CFD Special Assessment Preparation	LHRA	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
23	Bond fees for 1999 CFD Refunding	Bonds Issued On or Before 12/31/10	10/31/2002	09/01/2019	Bank of New York	Trustee Fees-Mello Roos	LHRA	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
24	Administrative Costs	Admin Costs	01/01/2014	10/01/2032	Various	Operations	LHRA	123,140	N	\$123,140	-	-	-	-	61,570	\$61,570	-	-	-	-	61,570	\$61,570
30	General Operations	Fees	06/01/2011	10/01/2032	Various	Operations	LHRA	24,750	N	\$3,250	-	-	-	-	-	\$-	-	-	-	3,250	-	\$3,250
40	1998 COP B/ C Interest on Debt Service Principal	City/County Loan (Prior 06/28/11), Other	09/15/1998	09/01/2022	City of La Habra	1998 COP B/ C Loan - Interest on due but unpaid principal balance	LHRA	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
43	2016 Tax Allocation Refunding Bonds Principal	Bonds Issued After 12/31/10	12/13/2016	10/01/2032	Bank of New York	Bond Obligation	LHRA	3,792,500	N	\$287,500	-	-	-	142,500	-	\$142,500	-	-	-	145,000	-	\$145,000
44	2016 Tax Allocation Refunding Bonds Interest	Bonds Issued After 12/31/10	12/13/2016	10/01/2032	Bank of New York	Bond Obligation	LHRA	970,744	N	\$146,863	-	-	-	76,282	-	\$76,282	-	-	-	70,581	-	\$70,581
49	RPTTF Shortfall for ROPS 18-19 (Admin)	RPTTF Shortfall	01/01/2014	10/01/2032	City of La Habra	RPTTF Shortfall (ROPS 18-19) for Administrative Costs (Item #24)		-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-

La Habra
Recognized Obligation Payment Schedule (ROPS 20-21) - Report of Cash Balances
July 1, 2017 through June 30, 2018
 (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.							
A	B	C	D	E	F	G	H
	ROPS 17-18 Cash Balances (07/01/17 - 06/30/18)	Fund Sources					Comments
		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 07/01/17) RPTTF amount should exclude "A" period distribution amount.	279,889	147,582	207,944	349,209	(57,669)	
2	Revenue/Income (Actual 06/30/18) RPTTF amount should tie to the ROPS 17-18 total distribution from the County Auditor-Controller	3,219	438,580		302,485	3,149,823	
3	Expenditures for ROPS 17-18 Enforceable Obligations (Actual 06/30/18)	5,868	463,289	130,349	358,353	3,106,099	
4	Retention of Available Cash Balance (Actual 06/30/18) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)			77,595	25,708	-	\$45,352 was retained for outstanding check issued in ROPS 14-15B period. The DOF approved the use of funds for the amount of \$52,071 in ROPS 18-19 and \$5,880 in ROPS 19-20 for ROPS Item #16.
5	ROPS 17-18 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 17-18 PPA form submitted to the CAC		No entry required			-	
6	Ending Actual Available Cash Balance (06/30/18)	\$277,240	\$122,873	\$-	\$267,633	\$(13,945)	

	C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)						
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La Habra
Recognized Obligation Payment Schedule (ROPS 20-21) - Notes
July 1, 2020 through June 30, 2021

Item #	Notes/Comments
1	
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RESOLUTION NO. 2020-01

A RESOLUTION OF THE SUCCESSOR AGENCY TO THE LA HABRA REDEVELOPMENT AGENCY APPROVING AND ADOPTING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR THE PERIOD OF JULY 1, 2020 THROUGH JUNE 30, 2021 (ROPS 20-21) PURSUANT TO HEALTH AND SAFETY CODE SECTION 34177(I) AND 34177(O).

WHEREAS, pursuant to Health and Safety Code Section 34173(d), the City of La Habra ("Successor Agency") elected to become the Successor Agency to the La Habra Redevelopment Agency by Resolution No. 5508 on January 12, 2012; and

WHEREAS, Health and Safety Code Section 34177(l)(2), as modified by the Supreme Court decision in *California Redevelopment Association, et al. v. Ana Matosantos, et al.*, Case No. S194861 and Section 34177 (m), requires the Successor Agency to prepare a Recognized Obligation Payment Schedule ("ROPS"); and

WHEREAS, Senate Bill 107 changed the ROPS period from six months to twelve months from July 1 to June 30 of each year. To maintain continuity of Redevelopment Property Tax Trust Fund (RPTTF) distribution, the annual ROPS will continue to separate the A Period (July 1 to December 31) and the B Period (January 1 to June 30); and

WHEREAS, pursuant to Health and Safety Code Section 34177(m)(1)(A), provides that the Successor agency shall complete the Recognized Obligation Payment Schedule (ROPS) in the manner provided for by the Department of Finance. Pursuant to Health and Safety Code Section 34177(l)(2), the Successor Agency is required to prepare the ROPS covering the period of July 1, 2020, through June 30, 2021 (ROPS 20-21). The Department of Finance (DOF) released the new ROPS template on December 2, 2019 and all successor agencies must submit their ROPS to the DOF by February 1, 2020; and

WHEREAS, pursuant to Health and Safety Code Section 34179.7(o)(1), the ROPS 20-21 will cover the period from July 1, 2020 to June 30, 2021; successor agencies must submit an oversight board approved annual ROPS to DOF and the County Auditor-Controller by February 1, 2020; and

WHEREAS, Health and Safety Code Section 34177(l)(2) requires the Successor Agency to submit the ROPS to the Orange Countywide Oversight Board for approval; and

WHEREAS, Health and Safety Code Section 34180(g) requires the Orange Countywide Oversight Board to approve the Successor Agency's establishment of the ROPS prior to the Successor Agency acting upon the ROPS; and

WHEREAS, pursuant to Health and Safety Code Section 34177(l)(2), the Successor Agency is required to submit a copy of the ROPS approved by the Orange Countywide Oversight Board to the Orange County Auditor Controller, the California State

Controller, and the California State Department of Finance, and to post the ROPS on the Successor Agency's website.

NOW, THEREFORE, THE SUCCESSOR AGENCY TO THE LA HABRA REDEVELOPMENT AGENCY DOES HEREBY RESOLVE AS FOLLOWS:

Section 1. Recitals. The Recitals set forth above are true and correct and are incorporated into this Resolution by this reference.

Section 2. CEQA Compliance. The approval of the ROPS through this Resolution does not commit the Successor Agency to any action that may have a significant effect on the environment. As a result, such action does not constitute a project subject to the requirements of the California Environmental Quality Act. The Successor Agency Secretary is authorized and directed to file a Notice of Exemption with the appropriate official of the County of Orange, California, within five (5) days following the date of adoption of this Resolution.

Section 3. Approval of ROPS. The Successor Agency hereby approves and adopts the ROPS, in substantially the form attached to this Resolution as Attachment 1, as required by Health and Safety Code Section 34177.

Section 4. Transmittal of ROPS. The City Manager/Executive Director is hereby authorized and directed to take any action necessary to carry out the purposes of this Resolution and comply with applicable law regarding the ROPS, including submitting the ROPS approved by the Successor Agency to the Orange Countywide Oversight Board for approval and subsequent submittal to the Orange County Auditor Controller, the California State Controller, and California State Department of Finance along with the posting of the ROPS on the Successor Agency's website, and making any non-substantive changes to the ROPS required by the Orange Countywide Oversight Board, County or the Department of Finance.

Section 5. Severability. If any provision of this Resolution or the application of any such provision to any person or circumstance is held invalid, such invalidity shall not affect other provisions or applications of this Resolution that can be given effect without the invalid provision or application, and to this end the provisions of this Resolution are severable. The Successor Agency declares that the Successor Agency would have adopted this Resolution irrespective of the invalidity of any particular portion of this Resolution.

Section 6. Certification. The Successor Agency Secretary shall certify to the adoption of this Resolution.

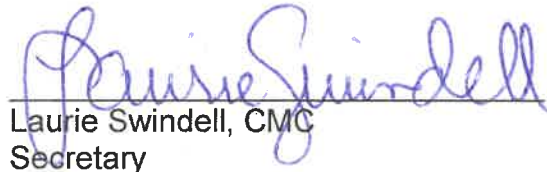
Section 7. Effective Date. This Resolution shall be effective immediately upon approval by the Successor Agency.

PASSED, APPROVED AND ADOPTED at a regular meeting of the Successor Agency to the La Habra Redevelopment Agency on the 21st day of January 2020.



, Successor Agency Chair

ATTEST:


Laurie Swindell, CMC
Secretary

STATE OF CALIFORNIA)
CITY OF LA HABRA) ss
COUNTY OF ORANGE)

I, Laurie Swindell, Secretary for the Successor Agency to the La Habra Redevelopment Agency, do hereby certify that the above and foregoing is a true and correct copy of Resolution No. 2020-01 introduced and adopted at a regular meeting of the Successor Agency to the La Habra Redevelopment Agency held on the 21st day of January 2020.

AYES: DIRECTORS: Beamish, Medrano, Espinoza, Gomez, Shaw
NOES: DIRECTORS: None
ABSTAIN: DIRECTORS: None
ABSENT: DIRECTORS: None

Witness my hand and the official seal of the City of La Habra this 21st day of January, 2020.


Laurie Swindell, CMC
Secretary

Attachment 1

**Recognized Obligation Payment Schedule
July 1, 2020 through June 30, 2021**

[Attached behind this cover page]

Recognized Obligation Payment Schedule (ROPS 20-21) - Summary
Filed for the July 1, 2020 through June 30, 2021 Period

Successor Agency: La Habra

County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)	20-21A Total (July - December)	20-21B Total (January - June)	ROPS 20-21 Total
A Enforceable Obligations Funded as Follows (B+C+D)	\$ -	\$ -	\$ -
B Bond Proceeds	-	-	-
C Reserve Balance	-	-	-
D Other Funds	-	-	-
E Redevelopment Property Tax Trust Fund (RPTTF) (F+G)	\$ 1,010,965	\$ 305,579	\$ 1,316,544
F RPTTF	949,395	244,009	1,193,404
G Administrative RPTTF	61,570	61,570	123,140
H Current Period Enforceable Obligations (A+E)	\$ 1,010,965	\$ 305,579	\$ 1,316,544

Certification of Oversight Board Chairman:

Name Title

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.

/s/ _____
Signature Date

La Habra
Recognized Obligation Payment Schedule (ROPS 20-21) - ROPS Detail
July 1, 2020 through June 30, 2021

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)				ROPS 20-21B (Jan - Jun)				20-21B Total			
											Fund Sources				Fund Sources							
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	Bond Proceeds	Reserve Balance	Other Funds		RPTTF	Admin RPTTF	
1	1998 COP B/ C Loan Debt Service Principal	City/County Loan (Prior 06/28/11), Other	09/15/ 1998	09/01/2022	City of La Habra	1998 COP B/ C Future Principal on Loan Agreement	LHRA	\$8,481,878	N	\$1,316,544	\$-	\$-	\$-	\$-	\$949,395	\$61,570	\$-	\$-	\$-	\$244,009	\$61,570	\$305,579
2	1998 COP B/ C Loan Debt Service Interest	City/County Loan (Prior 06/28/11), Other	09/15/ 1998	09/01/2022	City of La Habra	1998 COP B/ C Future Interest on Loan Agreement	LHRA	101,668	N	\$55,791	-	-	-	33,113	-	\$33,113	-	-	-	22,678	-	\$22,678
3	1998 COP B/ C Loan Debt Service Principal	City/County Loan (Prior 06/28/11), Other	09/15/ 1998	09/01/2022	City of La Habra	1998 COP B/ C principal due but unpaid on Loan Agreement	LHRA	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
11	1001 Imperial purch Loan Principal	City/County Loan (Prior 06/28/11), Property transaction	06/15/ 2009	07/05/2038	City of La Habra	Promissory Note (Due in June 2014)	LHRA	1,401,700	N	\$280,000	-	-	-	280,000	-	\$280,000	-	-	-	-	-	\$-
12	1001 Imperial purch Loan Interest	City/County Loan (Prior 06/28/11), Property transaction	06/15/ 2009	07/05/2038	City of La Habra	Promissory Note (Due in June 2014)	LHRA	712,376	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
13	Trustee Fees	Fees	11/01/ 2000	10/01/2032	Bank of New York	Trustee Fees	LHRA	55,000	N	\$10,000	-	-	-	7,500	-	\$7,500	-	-	-	2,500	-	\$2,500
16	OPA Marketplace Property Tax	OPA/DDA/ Construction	02/08/ 1992	09/01/2019	La Habra Associates LLC	Owner Participation Agreements	LHRA	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
20	1999 CFD Refunding bonds	Bonds Issued On or Before 12/31/10	01/01/ 1999	09/01/2019	Bank of New York	Bond Obligation - Principal Payment	LHRA	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
21	1999 CFD Refunding	Bonds Issued On	01/01/ 1999	09/01/2019	Bank of New York	Bond Obligation -	LHRA	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)						ROPS 20-21B (Jan - Jun)						20-21B Total
											Fund Sources						Fund Sources						
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF			
	bonds	or Before 12/31/10				Interest Payment																	
22	Consulting CFD Preparation	Professional Services	07/01/2012	09/01/2019	Various	CFD Special Assessment Preparation	LHRA	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-	
23	Bond fees for 1999 CFD Refunding	Bonds Issued On or Before 12/31/10	10/31/2002	09/01/2019	Bank of New York	Trustee Fees- Mello Roos	LHRA	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-	
24	Administrative Costs	Admin Costs	01/01/2014	10/01/2032	Various	Operations	LHRA	123,140	N	\$123,140	-	-	-	-	-	61,570	\$61,570	-	-	-	61,570	\$61,570	
30	General Operations	Fees	06/01/2011	10/01/2032	Various	Operations	LHRA	24,750	N	\$3,250	-	-	-	-	-	-	\$-	-	-	3,250	-	\$3,250	
40	1998 COP B/C Interest on Debt Service Principal	City/County Loan (Prior 06/28/11), Other	09/15/1998	09/01/2022	City of La Habra	1998 COP B/C Loan - Interest on unpaid principal balance	LHRA	-	Y	\$-	-	-	-	-	-	-	\$-	-	-	-	-	\$-	
43	2016 Tax Allocation Refunding Bonds Principal	Bonds Issued After 12/31/10	12/13/2016	10/01/2032	Bank of New York	Bond Obligation	LHRA	3,792,500	N	\$287,500	-	-	-	-	-	142,500	\$142,500	-	-	145,000	-	\$145,000	
44	2016 Tax Allocation Refunding Bonds Interest	Bonds Issued After 12/31/10	12/13/2016	10/01/2032	Bank of New York	Bond Obligation	LHRA	970,744	N	\$146,863	-	-	-	-	-	76,282	\$76,282	-	-	70,581	-	\$70,581	
49	RPTTF Shortfall for ROPS 18-19 (Admin)	RPTTF Shortfall	01/01/2014	10/01/2032	City of La Habra	RPTTF Shortfall (ROPS 18-19) for Administrative Costs (Item #24)		-	Y	\$-	-	-	-	-	-	-	\$-	-	-	-	-	\$-	

La Habra
Recognized Obligation Payment Schedule (ROPS 20-21) - Report of Cash Balances
July 1, 2017 through June 30, 2018
 (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.									
A	B			C	D	E	F	G	H
	ROPS 17-18 Cash Balances (07/01/17 - 06/30/18)			Fund Sources					
				Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Comments	
				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 07/01/17) RPTTF amount should exclude "A" period distribution amount.			279,889	147,582	207,944	349,209	(57,669)	
2	Revenue/Income (Actual 06/30/18) RPTTF amount should tie to the ROPS 17-18 total distribution from the County Auditor-Controller			3,219	438,580		302,485	3,149,823	
3	Expenditures for ROPS 17-18 Enforceable Obligations (Actual 06/30/18)			5,868	463,289	130,349	358,353	3,106,099	
4	Retention of Available Cash Balance (Actual 06/30/18) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)					77,595	25,708	-	\$45,352 was retained for outstanding check issued in ROPS 14-15B period. The DOF approved the use of funds for the amount of \$52,071 in ROPS 18-19 and \$5,880 in ROPS 19-20 for ROPS Item #16.
5	ROPS 17-18 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 17-18 PPA form submitted to the CAC					No entry required		-	
6	Ending Actual Available Cash Balance (06/30/18)			\$277,240	\$122,873	\$-	\$267,633	\$(13,945)	

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

Successor Agency:

La Habra

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):	\$ 279,903	\$ -	\$ 279,903
B	Bond Proceeds	274,023	-	274,023
C	Reserve Balance	-	-	-
D	Other Funds	5,880	-	5,880
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 1,539,961	\$ 1,521,518	\$ 3,061,479
F	RPTTF	1,414,961	1,396,518	2,811,479
G	Administrative RPTTF	125,000	125,000	250,000
H	Current Period Enforceable Obligations (A+E):	\$ 1,819,864	\$ 1,521,518	\$ 3,341,382

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.

NameTitle

/s/

SignatureDate

La Habra 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	
								\$ 11,704,045		\$ 3,341,382	\$ 274,023	\$ 0	\$ 5,880	\$ 1,414,961	\$ 125,000	\$ 1,819,864	\$ 0	\$ 0	\$ 0	\$ 1,396,518	\$ 125,000	\$ 1,521,518
	1 1998 COP B/C Loan Debt Service	City/County Loan (Prior 06/28/11), Other	9/15/1998	9/1/2022	City of La Habra	1998 COP B/C Future Principal on	LHRA	1,695,000	N	\$ 395,000				395,000		\$ 395,000						\$ -
	2 1998 COP B/C Loan Debt Service Interest	City/County Loan (Prior 06/28/11), Other	9/15/1998	9/1/2022	City of La Habra	1998 COP B/C Future Interest on Loan Agreement	LHRA	177,968	N	\$ 76,301				43,188		\$ 43,188				33,113		\$ 33,113
	3 1998 COP B/C Loan Debt Service Principal	City/County Loan (Prior 06/28/11), Other	9/15/1998	9/1/2022	City of La Habra	1998 COP B/C principal due but unpaid on Loan Agreement	LHRA	1,302,908	N	\$ 1,302,908				270,000		\$ 270,000				1,032,908		\$ 1,032,908
	4 1998 COP B/C Loan Debt Service Interest	City/County Loan (Prior 06/28/11), Other	9/15/1998	9/1/2022	City of La Habra	1998 COP B/C Interest due but unpaid on Loan Agreement	LHRA	0	Y	\$ -						\$ -						\$ -
	11 1001 Imperial purch Loan Principal	City/County Loan (Prior 06/28/11), Property transaction	6/15/2009	7/5/2038	City of La Habra	Promissory Note (Due in June 2014)	LHRA	1,401,700	N	\$ -						\$ -						\$ -
	12 1001 Imperial purch Loan Interest	City/County Loan (Prior 06/28/11), Property transaction	6/15/2009	7/5/2038	City of La Habra	Promissory Note (Due in June 2014)	LHRA	671,054	N	\$ -						\$ -						\$ -
	13 Trustee Fees	Fees	11/1/2000	10/1/2032	Bank of New York	Trustee Fees	LHRA	9,000	N	\$ 9,000				6,000		\$ 6,000				3,000		\$ 3,000
	16 OPA Marketplace Property Tax	OPA/DDA/Construction	2/8/1992	9/1/2019	La Habra Associates LLC	Owner Participation Agreements	LHRA	408,232	N	\$ 408,232	4,636		5,880	397,716		\$ 408,232						\$ -
	17 Employee Costs	Admin Costs	1/1/2014	7/5/2038	Employees of the Agency	Payroll for Employees	LHRA	0	Y	\$ -						\$ -						\$ -
	20 1999 CFD Refunding bonds	Bonds Issued On or Before 12/31/10	1/1/1999	9/1/2019	Bank of New York	Bond Obligation - Principal Payment	LHRA	260,000	N	\$ 260,000	260,000					\$ 260,000						\$ -
	21 1999 CFD Refunding bonds	Bonds Issued On or Before 12/31/10	1/1/1999	9/1/2019	Bank of New York	Bond Obligation - Interest Payment	LHRA	7,800	N	\$ 7,800	7,800					\$ 7,800						\$ -
	22 Consulting CFD Preparation	Professional Services	7/1/2012	9/1/2019	Various	CFD Special Assessment Preparation	LHRA	1,587	N	\$ 1,587	1,587					\$ 1,587						\$ -
	23 Bond fees for 1999 CFD Refunding	Bonds Issued On or Before 12/31/10	10/31/2002	9/1/2019	Bank of New York	Trustee Fees-Mello Roos	LHRA	0	N	\$ -						\$ -						\$ -
	24 Administrative Costs	Admin Costs	1/1/2014	10/1/2032	Various	Operations	LHRA	250,000	N	\$ 250,000					125,000	\$ 125,000				125,000		\$ 125,000
	25 900 Block Landscape Services	Property Maintenance	6/1/2011	7/5/2038	Arcadia Landscape	Owner Participation Agreements	LHRA	0	Y	\$ -						\$ -						\$ -
	26 Contract Audit	Professional Services	6/17/2013	6/30/2020	White Nelson Diehl Evans	Annual Financial Audit	LHRA	0	Y	\$ -						\$ -						\$ -
	27 Contract Attorney	Legal	4/12/2012	6/30/2020	Best Best and Krieger	Redevelopment Attorney	LHRA	0	Y	\$ -						\$ -						\$ -
	28 Contract Arbitrage Rebate Report	Professional Services	9/22/2004	10/1/2032	Bond Logistix	Arbitrage analysis	LHRA	0	Y	\$ -						\$ -						\$ -
	29 Consulting Service Property Tax	Professional Services	3/10/1998	6/30/2020	Hinderlighter and De Llamas	Research and anaylsis of RDA Prop Tax	LHRA	0	Y	\$ -						\$ -						\$ -
	30 Continuing Disclosure Fees	Fees	6/1/2011	10/1/2032	Urban Futures	Continuing Disclosure Fees	LHRA	3,250	N	\$ 3,250						\$ -				3,250		\$ 3,250
	32 Property Taxes	Fees	1/1/2014	10/1/2032	County of Orange	Sanitation Fees	LHRA	0	Y	\$ -						\$ -						\$ -
	40 1998 COP B/C Interest on Debt Service Principal	City/County Loan (Prior 06/28/11), Other	9/15/1998	9/1/2022	City of La Habra	1998 COP B/C Loan - Interest on due but unpaid principal balance	LHRA	130,344	N	\$ 130,344				96,775		\$ 96,775				33,569		\$ 33,569
	41 1998 COP B/C Interest on Debt Service Interest	City/County Loan (Prior 06/28/11), Other	9/15/1998	9/1/2022	City of La Habra	1998 COP B/C Loan - Interest on due but unpaid interest balance	LHRA	0	Y	\$ -						\$ -						\$ -
	43 2016 Tax Allocation Refunding Bonds Principal	Bonds Issued After 12/31/10	12/13/2016	10/1/2032	Bank of New York	Bond Obligation	LHRA	4,185,000	N	\$ 267,500				125,000		\$ 125,000				142,500		\$ 142,500
	44 2016 Tax Allocation Refunding Bonds Interest	Bonds Issued After 12/31/10	12/13/2016	10/1/2032	Bank of New York	Bond Obligation	LHRA	1,128,306	N	\$ 157,564				81,282		\$ 81,282				76,282		\$ 76,282
	47 1998 COP B/C Interest on Debt Service Principal	RPTTF Shortfall	9/15/1998	9/1/2022	City of La Habra	RPTTF Shortfall (ROPS 17-18) for 1998 COP B/C Loan - Interest on due but unpaid principal balance (Item #40)	LHRA	0	Y	\$ -						\$ -						\$ -
	48 OPA Vons/Smith's Food	OPA/DDA/Construction	3/17/1992	5/17/2017	Smith's Food and Drug	Owner Participation Agreements	LHRA	0	Y	\$ -						\$ -						\$ -
	49 RPTTF Shortfall for ROPS 18-19 (Admin)	RPTTF Shortfall	1/1/2014	10/1/2032	City of La Habra	RPTTF Shortfall (ROPS 18-19) for Administrative Costs (Item #24)	LHRA	71,896	N	\$ 71,896						\$ -				71,896		\$ 71,896
50									N	\$ -						\$ -						\$ -
51									N	\$ -						\$ -						\$ -
52									N	\$ -						\$ -						\$ -
53									N	\$ -						\$ -						\$ -
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84									N	\$ -						\$ -						\$ -
85									N													

April 15, 2019

Mr. Carlos Jaramillo, Deputy Director of Community & Economic Development
City of La Habra
201 East La Habra Boulevard
La Habra, CA 90631

Dear Mr. Jaramillo:

Subject: 2019-20 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of La Habra Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2019 through June 30, 2020 (ROPS 19-20) to the California Department of Finance (Finance) on January 31, 2019. Finance has completed its review of the ROPS 19-20.

Based on a sample of line items reviewed and application of the law, Finance made the following determinations:

- Item No. 22 – Consulting Community Facilities District (CFD) Preparation Fees, total requested amount of \$12,000. Subsequent to the ROPS submission, the Agency determined the amount requested is overstated. According to the Agency, only \$1,587 will be necessary to fund the obligation during the ROPS 19-20 period. Therefore, with the Agency's concurrence, Finance is approving the use of \$1,587 from Bond Proceeds and reducing the use of Other Funds, from \$11,489 to zero.
- Item No. 23 – Bond Fees for 1999 CFD Refunding in the requested amount of \$2,500. Subsequent to the ROPS submission, the Agency determined it will no longer need to fund this item for the ROPS 19-20 period. Therefore, with the Agency's concurrence, Finance is reducing the amount requested from Bond Proceeds by \$2,500 to zero.
- Item No. 30 – Continuing Disclosure Fees in the total requested amount of \$3,250. This item was originally listed as General Operations. In ROPS 19-20, the Agency changed the project name/debt obligation to Continuing Disclosure Fees. However, line items on the ROPS may either be added or retired, but the project name/debt obligation must stay the same. Although Finance is approving \$3,250 to fund continuing disclosure fees from Redevelopment Property Tax Trust Fund (RPTTF), any new obligation must be listed as a new line item in the future.

On the ROPS 19-20 form, the Agency reported cash balances and activity for the period July 1, 2016 through June 30, 2017 (ROPS 16-17). According to our review, the Agency has approximately \$4,636 from Bond Proceeds and \$5,880 from Other Funds, totaling \$10,516, available to fund enforceable obligations on the ROPS 19-20. HSC section 34177 (l) (1) (E) requires these balances to be used prior to requesting RPTTF. Therefore, the funding source for the following item has been reclassified in the amount specified below:

- Item No. 16 – Marketplace Property Tax Owner's Participation Agreement in the total requested RPTTF amount of \$408,232 is partially reclassified. This item does not require payment from property tax revenues. Therefore, Finance is approving RPTTF in the amount of \$397,716, Bond Proceeds in the amount of \$4,636, and Other Funds in the amount of \$5,880, totaling \$408,232.

Pursuant to HSC section 34186, successor agencies are required to report differences between actual payments and past estimated obligations. Reported differences in RPTTF are used to offset current RPTTF distributions. The amount of RPTTF approved in the table on Page 4 includes the prior period adjustment resulting from the County Auditor-Controller's review of the prior period adjustment form submitted by the Agency, as adjusted by Finance. The prior period adjustment is adjusted to \$3,107.

Except for the items adjusted, Finance is not objecting to the remaining items listed on the ROPS 19-20. If the Agency disagrees with our determination with respect to any items on the ROPS 19-20, except items that are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

http://dof.ca.gov/Programs/Redevelopment/Meet_And_Confer/

The Agency's maximum approved RPTTF distribution for the reporting period is \$3,058,372 as summarized in the Approved RPTTF Distribution table on Page 4 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1 through December 31 period (ROPS A period), and one distribution for the January 1 through June 30 period (ROPS B period) based on Finance approved amounts. Since this determination is for the entire ROPS 19-20 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 19-20. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be denied until the matter is resolved.

The ROPS 19-20 form submitted by the Agency and this determination letter will be posted on our website:

<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

Mr. Carlos Jaramillo

April 15, 2019

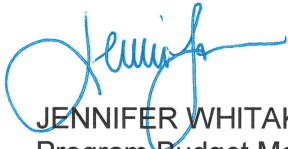
Page 3

This determination is effective for the ROPS 19-20 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

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

Sincerely,



JENNIFER WHITAKER
Program Budget Manager

cc: Mr. Jack Ponvanit, Finance Manager, City of La Habra
Mr. Israel M. Guevara, Administrative Manager, Property Tax Section, Orange County

Attachment

Approved RPTTF Distribution For the period of July 1, 2019 through June 30, 2020			
	ROPS A Period	ROPS B Period	ROPS 19-20 Total
RPTTF Requested	\$ 1,425,477	\$ 1,396,518	\$ 2,821,995
Administrative RPTTF Requested	125,000	125,000	250,000
Total RPTTF Requested	1,550,477	1,521,518	3,071,995
RPTTF Requested	1,425,477	1,396,518	2,821,995
<u>Adjustments</u>			
Item No. 16	(10,516)	0	(10,516)
RPTTF Authorized	1,414,961	1,396,518	2,811,479
Administrative RPTTF Authorized	125,000	125,000	250,000
Total RPTTF Authorized for Obligations	1,539,961	1,521,518	3,061,479
Prior Period Adjustment	(3,107)	0	(3,107)
Total RPTTF Approved for Distribution	\$ 1,536,854	\$ 1,521,518	\$ 3,058,372

La Habra Successor Agency
Approved Administrative Budget
ROPS 19-20

Administrative Budget	Amount
Salaries and benefits	\$ 115,200
Materials & Supplies	3,200
Annual Audit	4,200
Attorney Fees	10,000
Property Maintenance	7,000
Arbitrage Rebate Report	2,500
Consultant Fee (HDL)	15,000
Utilities	1,300
Risk Management (Insurance & General Liability)	67,400
Administrative Overhead	21,600
Property Taxes (Sewer Assessment)	2,600
Total Administrative Budget	\$ 250,000

Recognized Obligation Payment Schedule (ROPS 18-19) - Summary
Filed for the July 1, 2018 through June 30, 2019 Period

Successor Agency: La Habra
County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		18-19A Total (July - December)	18-19B Total (January - June)	ROPS 18-19 Total
A	Enforceable Obligations Funded as Follows (B+C+D):	\$ 324,921	\$ 7,800	\$ 332,721
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	324,921	7,800	332,721
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 1,649,086	\$ 2,106,282	\$ 3,755,368
F	RPTTF	1,530,386	1,981,282	3,511,668
G	Administrative RPTTF	118,700	125,000	243,700
H	Current Period Enforceable Obligations (A+E):	\$ 1,974,007	\$ 2,114,082	\$ 4,088,089

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

La Habra Recognized Obligation Payment Schedule (ROPS 18-19) - ROPS Detail																						
July 1, 2018 through June 30, 2019																						
(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 18-19 Total	18-19A (July - December)					18-19A Total	18-19B (January - June)					18-19B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$ 15,077,666		\$ 4,088,089	\$ -	\$ -	\$ 324,921	\$ 1,530,386	\$ 118,700	\$ 1,974,007	\$ -	\$ -	\$ 7,800	\$ 1,981,282	\$ 125,000	\$ 2,114,082
	1 1998 COP B/C Loan Debt Service	City/County Loan (Prior	9/15/1998	9/1/2022	City of La Habra	1998 COP B/C Future Principal on	LHRA	2,070,000	N	\$ 375,000				375,000		\$ 375,000						\$ -
	2 1998 COP B/C Loan Debt Service Interest	City/County Loan (Prior 06/28/11), Other	9/15/1998	9/1/2022	City of La Habra	1998 COP B/C Future Interest on Loan Agreement	LHRA	273,818	N	\$ 95,851				52,663		\$ 52,663				43,188		\$ 43,188
	3 1998 COP B/C Loan Debt Service Principal	City/County Loan (Prior 06/28/11), Other	9/15/1998	9/1/2022	City of La Habra	1998 COP B/C principal due but unpaid on Loan Agreement	LHRA	1,674,769	N	371,861										371,861		371,861
	4 1998 COP B/C Loan Debt Service Interest	City/County Loan (Prior 06/28/11), Other	9/15/1998	9/1/2022	City of La Habra	1998 COP B/C Interest due but unpaid on Loan Agreement	LHRA	275,755	N	275,755				275,755		275,755						
	11 1001 Imperial purch Loan Principal	City/County Loan (Prior 06/28/11), Property transaction	6/15/2009	7/5/2038	City of La Habra	Promissory Note (Due in June 2014)	LHRA	1,401,700	N	\$ -						\$ -						\$ -
	12 1001 Imperial purch Loan Interest	City/County Loan (Prior 06/28/11), Property transaction	6/15/2009	7/5/2038	City of La Habra	Promissory Note (Due in June 2014)	LHRA	628,581	N	\$ -						\$ -						\$ -
	13 Bond Fees	Fees	11/1/2000	10/1/2032	Bank of New York	Trustee Fees	LHRA	9,000	N	\$ 9,000				6,000		\$ 6,000				3,000		\$ 3,000
	16 OPA Marketplace Property Tax	OPA/DDA/Construction	2/8/1992	5/17/2017	La Habra Associates LLC	Owner Participation Agreements	LHRA	923,991	N	\$ 396,693			52,071	344,622		\$ 396,693						\$ -
	17 Employee Costs	Admin Costs	1/1/2014	7/5/2038	Employees of the Agency	Payroll for Employees	LHRA	48,846	N	\$ 48,846					24,423	\$ 24,423					24,423	\$ 24,423
	20 1999 CFD Refunding bonds	Bonds Issued On or Before 12/31/10	1/1/1999	9/1/2019	Bank of New York	Bond Obligation - Principal Payment	LHRA	505,000	N	\$ 245,000			245,000			\$ 245,000						\$ -
	21 1999 CFD Refunding bonds	Bonds Issued On or Before 12/31/10	1/1/1999	9/1/2019	Bank of New York	Bond Obligation - Interest Payment	LHRA	30,750	N	\$ 22,950			15,150			\$ 15,150			7,800			\$ 7,800
	22 Consulting CFD Preparation	Professional Services	7/1/2012	6/30/2015	NBS	CFD Special Assessment Preparation	LHRA	3,900	N	\$ 3,900			3,900			\$ 3,900						\$ -
	23 Bond fees for 1999 CFD Refunding	Bonds Issued On or Before 12/31/10	10/31/2002	9/1/2019	Bank of New York	Trustee Fees-Mello Roos	LHRA	2,500	N	\$ 2,500			2,500			\$ 2,500						\$ -
	24 Administrative Costs	Admin Costs	1/1/2014	7/5/2016	City of La Habra	Cost for Internal Service expenses	LHRA	92,170	N	\$ 85,870			6,300		36,635	\$ 42,935					42,935	\$ 42,935
	25 900 Block Landscape Services	Property Maintenance	6/1/2011	7/5/2038	Arcadia Landscape	Owner Participation Agreements	LHRA	6,690	N	\$ 6,690					3,345	\$ 3,345					3,345	\$ 3,345
	26 Contract Audit	Professional Services	6/17/2013	6/30/2014	White Nelson Diehl Evans	Annual Financial Audit	LHRA	10,000	N	\$ 10,000					5,000	\$ 5,000					5,000	\$ 5,000
	27 Contract Attorney	Legal	4/12/2012	7/5/2016	Best Best and Krieger	Redevelopment Attorney	LHRA	63,332	N	\$ 63,332					31,666	\$ 31,666					31,666	\$ 31,666
	28 Contract Arbitrage Rebate Report	Professional Services	9/22/2004	10/1/2032	Bond Logistix	Arbitrage analysis	LHRA		N	\$ -						\$ -						\$ -
	29 Consulting Service Property Tax	Professional Services	3/10/1998	6/30/2014	Hinderlighter and De Llamas	Research and anaylsis of RDA Prop Tax	LHRA	14,914	N	\$ 14,914					7,457	\$ 7,457					7,457	\$ 7,457
	30 General Operations	Admin Costs	6/1/2011	7/5/2016	Various	Operations	LHRA	5,700	N	\$ 5,700					2,850	\$ 2,850					2,850	\$ 2,850
	31 Fencing Rentals	Project Management Costs	6/1/2011	7/5/2038	Cal-State Rent A Fence, Inc.	Fencing Rentals	LHRA		Y	\$ -						\$ -						\$ -
	32 Property Taxes	Fees	1/1/2014	6/30/2014	County of Orange	Sanitation Fees	LHRA	14,648	N	\$ 14,648					7,324	\$ 7,324					7,324	\$ 7,324
	40 1998 COP B/C Interest on Debt Service Principal	City/County Loan (Prior 06/28/11), Other	9/15/1998	9/1/2022	City of La Habra	1998 COP B/C Loan - Interest on due but unpaid principal balance	LHRA	119,068	N	\$ 119,068						\$ -				119,068		\$ 119,068
	41 1998 COP B/C Interest on Debt Service Interest	City/County Loan (Prior 06/28/11), Other	9/15/1998	9/1/2022	City of La Habra	1998 COP B/C Loan - Interest on due but unpaid interest balance	LHRA	600,100	N	600,100				251,343		251,343				348,757		348,757
	43 2016 Tax Allocation Refunding Bonds Principal	Bonds Issued After 12/31/10	12/13/2016	10/1/2032	Bank of New York	Bond Obligation	LHRA	4,307,500	N	\$ 372,500				122,500		\$ 122,500				250,000		\$ 250,000
	44 2016 Tax Allocation Refunding Bonds Interest	Bonds Issued After 12/31/10	12/13/2016	10/1/2032	Bank of New York	Bond Obligation	LHRA	1,294,544	N	\$ 247,521				84,957		\$ 84,957				162,564		\$ 162,564
	45 Legal Fees - Litigation VS DOF	Legal	3/1/2015	12/31/2016	Best Best and Krieger	Legal Fees for the Litigation Case Number 34-2015-80002208	LHRA	-	Y	\$ -						\$ -						\$ -
	46 2000 Tax Allocation Bonds, unfunded 2016 debt service payment	RPTTF Shortfall	9/15/1998	9/1/2022	City of La Habra	RPTTF Shortfall (ROPS 16-17B) for 1998 COP B/C Loan Debt Service Principal (Item #3)	LHRA	-	Y	\$ -						\$ -						\$ -
	47 1998 COP B/C Interest on Debt Service Principal	RPTTF Shortfall	9/15/1998	9/1/2022	City of La Habra	RPTTF Shortfall (ROPS 17-18) for 1998 COP B/C Loan - Interest on due but unpaid principal balance (Item #40)	LHRA	682,844	N	\$ 682,844						\$ -				682,844		\$ 682,844
	48 OPA Vons/Smith's Food	OPA/DDA/Construction	3/17/1992	5/17/2017	Smith's Food and Drug	Owner Participation Agreements	LHRA	17,546	N	\$ 17,546				17,546		\$ 17,546						\$ -
	49								N	\$ -						\$ -						\$ -
	50								N	\$ -						\$ -						\$ -
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	79</																					



DEPARTMENT OF
FINANCE

EDMUND G. BROWN JR. ■ GOVERNOR

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

April 11, 2018

Mr. Carlos Jaramillo, Deputy Director of Community & Economic Development
City of La Habra
201 East La Habra Boulevard
La Habra, CA 90631

Dear Mr. Jaramillo:

Subject: 2018-19 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of La Habra Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2018 through June 30, 2019 (ROPS 18-19) to the California Department of Finance (Finance) on January 25, 2018. Finance has completed its review of the ROPS 18-19.

Based on a sample of line items reviewed and application of the law, Finance made the following determinations:

- Item Nos. 43 and 44 – 2016 Tax Allocation Refunding Bonds debt service payments totaling \$413,739 in Other Funds. It is our understanding the Agency requested the funding source for these items in error. Per discussion with Agency staff and a review of documentation provided, the source of the \$413,739 Other Funds requested for the annual period is Redevelopment Property Tax Trust Fund (RPTTF). As a result, Other Funds requested has been adjusted to zero and RPTTF funding has been increased by \$413,739 (\$247,500 and \$166,239, respectively) for the ROPS 18-19 period.
- The claimed administrative costs exceed the allowance by \$6,300. HSC section 34171 (b) (3) limits the fiscal year Administrative Cost Allowance (ACA) to three percent of actual RPTTF distributed in the preceding fiscal year or \$250,000, whichever is greater not to exceed 50 percent of the RPTTF distributed in the preceding fiscal year. As a result, the Agency's maximum ACA is \$250,000 for the fiscal year 18-19. Although \$256,300 is claimed for ACA, only \$250,000 is available pursuant to the cap:

Administrative Cost Allowance Calculation	
Actual RPTTF distributed for fiscal year 2017-18	\$ 3,149,823
Less distributed Administrative RPTTF	(250,000)
RPTTF distributed for 2017-18 after adjustment	2,899,823
ACA Cap for 2018-19 per HSC section 34171 (b)	250,000
ACA requested for 2018-19	256,300
Total ACA	256,300
ACA in Excess of Cap	\$ (6,300)

The Agency's administrative costs totaled \$256,300, consisting of \$250,000 payable from Administrative RPTTF and \$6,300 from Other Funds. Therefore, \$6,300 of excess administrative costs payable from RPTTF for Item No. 24 is not allowed.

- On the ROPS 18-19 form, the Agency reported cash balances and activity for the period July 1, 2015 through June 30, 2016 (ROPS 15-16). According to our review, the Agency has approximately \$52,071 from Other Funds available to fund enforceable obligations on the ROPS 18-19. HSC section 34177 (l) (1) (E) requires these balances to be used prior to requesting RPTTF. Therefore, with the Agency's concurrence, Finance has reclassified the funding source for the following item from RPTTF to Other Funds in the amount specified below:

- Item No. 16 – Owner Participation Agreement, Marketplace Property Tax in the amount of \$396,693 is partially reclassified. This item does not require payment from property tax revenues. Therefore, Finance is approving RPTTF in the amount of \$344,622 and the use of Other Funds in the amount of \$52,071, totaling \$396,693.

Except for the items adjusted, Finance is not objecting to the remaining items listed on the ROPS 18-19. If the Agency disagrees with our determination with respect to any items on the ROPS 18-19, except items which are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

[http://dof.ca.gov/Programs/Redevelopment/Meet And Confer/](http://dof.ca.gov/Programs/Redevelopment/Meet_And_Confer/)

The Agency's maximum approved RPTTF distribution for the reporting period is \$3,755,368 as summarized in the Approved RPTTF Distribution table on Page 4 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1, 2018 through December 31, 2018 period (ROPS A period) and one distribution for the January 1, 2019 through June 30, 2019 period (ROPS B period) based on Finance's approved amounts. Since this determination is for the entire ROPS 18-19 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Pursuant to HSC section 34186 (c), beginning October 1, 2018, the Agency will be required to report the estimated obligations versus actual payments (prior period adjustment) associated with the July 1, 2016 through June 30, 2017 period (ROPS 16-17) to the Orange County Auditor-Controller for review. The Agency will report actual payments for ROPS 16-17 on ROPS 19-20. A prior period adjustment may be applied to the Agency's ROPS 19-20 RPTTF distribution. Therefore, the Agency should retain any unexpended RPTTF from the ROPS 16-17 period.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 18-19. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be deemed denied until the matter is resolved.

The ROPS 18-19 form submitted by the Agency and this determination letter will be posted on our website:

<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 18-19 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

Please direct inquiries to Nichelle Jackson, Supervisor, or Thong Thao, Analyst, at (916) 322-2985.

Sincerely,

A handwritten signature in blue ink, appearing to read "Erika Li", with a stylized flourish extending to the right.

ERIKA LI
Program Budget Manager

cc: Mr. Jack Ponvanit, Finance Manager, City of La Habra
Ms. Cindy Wong, Property Tax Manager, Orange County

Attachment

Approved RPTTF Distribution For the period of July 2018 through June 2019			
	ROPS A Period	ROPS B Period	ROPS 18-19 Total
RPTTF Requested	\$ 1,375,000	\$ 1,775,000	\$ 3,150,000
Administrative RPTTF Requested	125,000	125,000	250,000
Total RPTTF Requested	1,500,000	1,900,000	3,400,000
RPTTF Requested	1,375,000	1,775,000	3,150,000
<u>Adjustments</u>			
Item No. 16	(52,071)		(52,071)
Item No. 43	122,500	125,000	247,500
Item No. 44	84,957	81,282	166,239
	155,386	206,282	361,668
RPTTF Authorized	1,530,386	1,981,282	3,511,668
Administrative RPTTF Requested	125,000	125,000	250,000
<u>Adjustment</u>			
Item No. 24	(6,300)	0	(6,300)
Administrative RPTTF Authorized	118,700	125,000	243,700
Total RPTTF Approved for Distribution	\$ 1,649,086	\$ 2,106,282	\$ 3,755,368

La Habra Successor Agency
Approved Administrative Budget
ROPS 18-19

Administrative Budget	Amount
Salaries and benefits	\$ 48,846
Annual Audit	10,000
Attorney Fees	63,332
Property Maintenance	6,690
Consultant Fee (HDL)	14,914
Administrative Overhead	85,270
Property Taxes (Sewer Assessment)	14,648
Total Administrative Budget	\$ 243,700

Orange Countywide Oversight Board

Date: 1/28/2020

Agenda Item No. 6E

From: Successor Agency to the La Palma Redevelopment Agency

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

Recommended Action:

Approve resolution approving FY 2020-21 ROPS and Administrative Budget for the La Palma Successor Agency

The La Palma Successor Agency requests approval of the Recognized Obligation Payment Schedule (ROPS) and Administrative Budget for Fiscal Year 2020-21.

On April 18, 2013, the City received a Finding of Completion from the State of California Department of Finance (DOF). The Finding of Completion allows the Successor Agency Oversight Board to approve the interfund advances from the City to the former CDC on the Recognized Obligation Payment Schedule (ROPS) beginning on July 1, 2014. The Finding of Completion also allows the Successor Agency to utilize proceeds derived from bonds issued prior to January 1, 2011, in a manner consistent with the original bond covenants, per HSC Section 34191.4(c). Enforceable obligations of the City's former Community Development Commission (CDC) that are on the ROPS and eligible for RPTTF revenues are as follows:

- Debt Service (principal and interest) 1993 Tax Allocation Bonds – on December 1, 1993, the former CDC issued tax allocation bonds in the amount of \$5,100,000 to finance a portion of the cost of the redevelopment area known as the Former CDC Project Area. The bonds are in denominations of \$5,000 each and bear interest at rates ranging from 3.30% to 6.10%. Principal is payable annually on June 1. Interest is payable semiannually on June 1 and December 1. The remaining outstanding balance is \$224,400. Debt service will be fully amortized as of June 1, 2022.
- Debt Service (principal and interest) 2001 Refunding Tax Allocation Bonds – on December 1, 2001, the former CDC issued tax allocation bonds in the amount of \$6,200,000 to refund \$5,760,000 of 1991 tax allocation bonds previously issued and outstanding by the CDC. The refunding bonds are in denominations of \$5,000 each and bear interest at rates ranging from 2.5% to 5.5%. Principal is payable annually on June 1. Interest is payable semiannually on June 1 and December 1. The remaining outstanding balance is \$859,825. Debt service will be fully amortized as of June 1, 2021.
- Related bond expenses (bank fees, arbitrage fees)
- 1999 Loan for Senior Affordable Apartments - During the year ended June 30, 2001, the City Council authorized a \$4,933,000 advance to the former CDC. The CDC then used the proceeds to make a loan to a developer for the construction of a senior citizens affordable rental housing project. Interest on the advance accrues at a rate equal to the rate of return on City investments in LAIF plus 2.375%. Annual principal and interest payments were due from the former CDC over 30 years. The outstanding balance at June 30, 2019, is \$4,620,200 and is recorded as an advance from various City funds. Any payment to repay the advances is to be made from the net income of the Successor Housing Fund. No payments have been made since the dissolution of redevelopment to repay the advances.
- 2002 Loan to former CDC from City - In July 2002, the City loaned \$1,500,000 to the former CDC for the purpose of assisting a third-party business operation to rehabilitate its property, per the scope and guidelines of redevelopment law in force at the time of the loan. The annual payment to the City on the advance is limited to 50% of the growth in residual revenue amounts above residual revenue for 2012. The balance due to the City consists of the unpaid principal portion as of February 1, 2012, and does

not include any accrued interest. The amount of interest that can be charged to the Successor Agency on the advance payable is limited by AB 1X 26 and AB 1484 to the LAIF interest rate. The Successor Agency has projected sufficient cash flow from residual tax increment to pay back the advance by July 1, 2027. As required by statute, 20% of any loan repayment is required to be transferred to the Successor Housing Agency. The outstanding balance of the loan as of June 30, 2019, is \$511,872.

Administrative Budget

The Administrative Budget includes expenses required to carry out Successor Agency activities and administration. Total estimated budgeted administrative costs for Fiscal Year 2020-21 totals \$107,100. This represents a \$141,800, or 56.9%, decrease from the approved FY 2019-20 Administrative Budget. The amount proposed for the FY 2020-21 Administrative Budget is also below the \$250,000 minimum and the fifty percent cap per HSC Section 34171(b). The fifty percent adjusted RPTTF amount for La Palma in FY 2018-19 was \$434,686 and is estimated to be \$436,109 for FY 2019-20.

The La Palma Successor Agency Administrative Budget for Fiscal Year 2020-21 includes personnel costs for six positions which include the City Manager, Administrative Services Director, Accounting Supervisor, Planning Manager, Deputy City Clerk, and Accounting Technician. The percentage of time charged to the Administrative Budget varies depending on the estimated amount of time each position spends on Successor Agency business.

POSITION	EST. HOURS	FY 20-21 EST COST	DUTIES
City Manager	100 hrs	\$11,800	<ul style="list-style-type: none"> Overall policy direction and executive leadership
Administrative Services Director	285 hrs	25,700	<ul style="list-style-type: none"> Primary staff liaison to Oversight Board and DOF Preparation of SA and Oversight Board Agenda Items Preparation and submittal of annual ROPS and Administrative Budget Administration of former RDA agreements Preparation of Last and Final ROPS for submission to the DOF (anticipated in FY 2020-21)
Accounting Supervisor	285 hrs	17,100	<ul style="list-style-type: none"> Accounting work associated with SA activities, assets, liabilities, and debts Preparation for annual audit process Reporting for preparation of annual ROPS Complete ROPS Prior Period Adjustment report and submittal to the DOF Assist with preparation of Last and Final ROPS (anticipated in FY 2020-21)
Planning Manager	85 hrs	5,900	<ul style="list-style-type: none"> Preparation of annual SB 341 Housing Successor Annual Report and submittal to the Dept. of Housing and Community Development Assist with administration of former RDA agreements
Deputy City Clerk	75 hrs	3,300	<ul style="list-style-type: none"> SA Agenda Preparation and Publication Coordinate SA meetings Official record-keeping for all SA actions
Accounting Technician	65 hrs	2,700	<ul style="list-style-type: none"> Assist with accounting work associated with SA activities
TOTAL	895 hrs	\$ 66,500	

It should be noted that it is the intent of the La Palma Successor Agency to begin work on its Last and Final ROPS in FY 2020-21. The amount of time estimated for the Administrative Services Director and Accounting Supervisor positions have been augmented since these will be the primary positions working on completion of the Last and Final ROPS. Not represented in the personnel breakdown, but playing an important policy role in the administration of the Successor Agency, are the City's Mayor and Council Members who serve as the Board for the Successor Agency. Although the annual stipend for the City Council is not included in the budgeted personnel costs, maintenance and operations cost for Successor Agency activities have been included in the next section.

The maintenance and operations budgeted expenses include legal and consulting expenses, the cost of information technology support, supplies, printing of agendas and agenda packets, insurance, and associated facility costs.

Legal Services	General counsel services; specialized RDA law services	\$ 7,200
Annual Audit Services	Annual audit services to issue required financial statements	4,500
ROPS Consultant Services	Review of enforceable obligations; assistance in preparation of ROPS, SA/OB meetings as needed, appeals to DOF as needed.	3,500
Contract Accountant Services	General SA accounting support; preparation of quarterly SA cash and investment reports.	3,500
Website Hosting & Content Management	SA Share of CivicPlus website hosting and content management contract	600
Maintenance of Granicus System	SA Share of meetings minutes management and audio recording software	700
Bank Fees	SA Share of City National Bank and PFM Portfolio Fees	2,200
Supplies/Services	SA Share of office supplies, postage, printing, etc.	3,000
General Administrative Overhead	SA share of City Hall overhead and operating costs (office supplies, utilities, equipment maintenance, technology, insurance, etc.)	15,400
TOTAL		\$ 40,600

La Palma staff continues to analyze expenditures and budget allocations as Successor Agency operations become more streamlined. As stated earlier, La Palma is looking to complete its Last and Final ROPS which will further minimize future administrative costs in future years.

Approvals for Annual ROPS and Administrative Budget

The La Palma Successor Agency resolution approving the ROPS and Administrative Budget for FY 2020-21 will be voted upon at the January 21, 2020 City of La Palma Successor Agency regularly scheduled meeting. Successor Agency approval is subject to submittal to and approval by the Orange Countywide Oversight Board and then by the State Department and Finance (DOF). The Successor Agency also requests authorization to post the approved Resolution and ROPS and Administrative Budget for FY 2020-21 to the City's website and to transmit the ROPS 2020-21 to the DOF. Further, the City of La Palma's City Manager 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

There will be no impact on Taxing Entities beyond the necessary use of RPTTF revenue for repayment of Enforceable Obligations as required by law. All tax RPTTF revenue not used to fulfill Auditor Controller administrative costs; tax sharing obligations; and, Enforceable Obligations will be allocated by the Auditor Controller to all eligible taxing entities.

Staff Contact(s)

Mike Matsumoto, Financial Consultant
michaelm@cityoflapalma.org
714-690-3318

Lori Rake, Accounting Supervisor
Lorir@cityoflapalma.org
714-690-3321

Attachments

1. Oversight Board Resolution approving FY 2020-21 ROPS and Administrative Budget
 - a. Exhibit A 20-21 Recognized Obligation Payment Schedule and Administrative Budget
2. Resolution from La Palma Successor Agency
3. Approved ROPS for FY 2018-19
4. DOF 2018-19 ROPS Determination Letter
5. Approved ROPS for FY 2019-20
6. DOF 2019-20 ROPS Determination Letter

Resolution No. 20-____

A RESOLUTION OF THE ORANGE COUNTYWIDE OVERSIGHT BOARD
WITH OVERSIGHT OF THE SUCCESSOR AGENCY TO THE
LA PALMA REDEVELOPMENT AGENCY APPROVING THE
FOURTEENTH RECOGNIZED OBLIGATION PAYMENT SCHEDULE
(ROPS) 20-21 AND ADMINISTRATIVE BUDGET
FOR THE PERIOD JULY 1, 2020, THROUGH JUNE 30, 2021

WHEREAS, the Community Development Commission of the City of La Palma (Former Agency) was activated by the City Council of the City of La Palma as redevelopment agency, under the California Community Redevelopment Law (Health & Safety Code Section 33000 et seq.); and

WHEREAS, Assembly Bill x1 26 added Parts 1.8 and 1.85 to Division 24 of the California Health and Safety Code (HSC), 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 (“Dissolution Law”); and

WHEREAS, as of February 1, 2012, the Former Agency was dissolved under the Dissolution Law, and as a separate public entity, corporate and politic under HSC Section 34171(g), the Successor Agency to the Community Development Commission (Successor Agency) administers the enforceable obligations of the Former Agency and otherwise unwinds the Former Agency’s affairs; and

WHEREAS, prior to July 1, 2018 under the Dissolution Law, in particular HSC 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 HSC Section 34179(j), the single Orange Countywide Oversight Board was established in compliance with HSC Section 34179(j), which serves as the oversight board to the 25 successor agencies existing and operating in Orange County, including the Successor Agency; and

WHEREAS, every oversight board, both the prior local oversight board and this Orange Countywide Oversight Board, has fiduciary responsibilities to the holders of enforceable obligations and to the taxing entities that benefit from distributions of property tax and other revenues under the Dissolution Law, in particular HSC Section 34188; and

WHEREAS, HSC Section 34177(l)(1) requires the Successor Agency to prepare a Recognized Obligation Payment Schedule (ROPS) and submit to the Oversight Board pursuant to HSC Sections 34177(l)(2)(B) for approval; and

WHEREAS, HSC Sections 34177(o) and 34179 provide that each Recognized Obligation Payment Schedule (“ROPS”) is submitted by the Successor Agency to the Oversight Board and

then reviewed and approved by the Oversight Board before final review and approval by the California Department of Finance (“DOF”); and

WHEREAS, the Fourteenth Recognized Obligation Payment Schedule (ROPS 20-21) and Administrative Budget (Exhibit A) for the period of July 1, 2020, through June 30, 2021, has been prepared and presented for consideration to the Orange Countywide Oversight Board; and

WHEREAS, the Orange Countywide Oversight Board has reviewed and duly considered the ROPS 20-21 and Administrative Budget for the period of July 1, 2020, to June 30, 2021, and other evidence and testimony presented related thereto.

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

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 Oversight Board hereby approves the Fourteenth Recognized Obligation Payment Schedule (ROPS 20-21) and Administrative Budget for the period July 1, 2020, to June 30, 2021; provided however, that the ROPS 20-21 is subject to the condition that such ROPS is to be submitted to and reviewed by the DOF. Further, the City Manager and/or her authorized designees, in consultation with legal counsel, shall be authorized to discuss this matter with the DOF and make augmentations, modifications, additions, or revisions to the ROPS 20-21 as may be necessary or directed by the DOF.

SECTION 3. The Oversight Board authorizes transmittal of the ROPS 20-21 to the DOF, with copies to the County Executive Office, the County Auditor-Controller, and the State Controller’s Office.

SECTION 4. The City Manager and/or her authorized designee is directed to post this Resolution, including the ROPS 20-21, on the City/Successor Agency website pursuant to the Dissolution Law.

SECTION 5. Under HSC Section 34179(h) written notice and information about certain actions taken by the Orange Countywide Oversight Board shall be provided to the DOF by electronic means and in a manner of DOF’s choosing. The Orange Countywide 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.

SECTION 6. The Clerk of the Orange Countywide Oversight Board shall certify to the adoption of this resolution.

Recognized Obligation Payment Schedule (ROPS 20-21) - Summary
Filed for the July 1, 2020 through June 30, 2021 Period

Successor Agency: La Palma

County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)	20-21A Total (July - December)	20-21B Total (January - June)	ROPS 20-21 Total
A Enforceable Obligations Funded as Follows (B+C+D)	\$ -	\$ 407,500	\$ 407,500
B Bond Proceeds	-	-	-
C Reserve Balance	-	407,500	407,500
D Other Funds	-	-	-
E Redevelopment Property Tax Trust Fund (RPTTF) (F+G)	\$ 500,162	\$ 489,563	\$ 989,725
F RPTTF	446,612	436,013	882,625
G Administrative RPTTF	53,550	53,550	107,100
H Current Period Enforceable Obligations (A+E)	\$ 500,162	\$ 897,063	\$ 1,397,225

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

La Palma
Recognized Obligation Payment Schedule (ROPS 20-21) - ROPS Detail
July 1, 2020 through June 30, 2021

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$7,405,249		\$1,397,225	\$-	\$-	\$-	\$446,612	\$53,550	\$500,162	\$-	\$407,500	\$-	\$436,013	\$53,550	\$897,063
1	1993 Tax Allocation Bonds	Bonds Issued On or Before 12/31/10	12/01/1993	06/01/2022	US Bank	Tax Increment Bond Pledge	All	224,400	N	\$12,200	-	-	-	6,100	-	\$6,100	-	-	-	6,100	-	\$6,100
2	2001 Tax Allocation Ref. Bonds	Bonds Issued On or Before 12/31/10	12/01/2001	06/01/2021	US Bank	Tax Increment Bond Pledge	All	859,825	N	\$452,326	-	-	-	22,413	-	\$22,413	-	-	-	429,913	-	\$429,913
3	1999 Loan Agreement (Seasons)	City/ County Loan (Prior 06/28/11), Other	10/28/1999	10/28/2029	City of La Palma	Senior Affordable Apartments	All	4,225,960	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
4	2002 Loan Agreement (Unisource)	City/ County Loan (Prior 06/28/11), Other	05/21/2002	06/01/2022	City of La Palma	Site Rehabilitation Loan	All	513,739	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
9	TAB Fees	Fees	12/01/1993	06/01/2022	U.S. Bank	1993, 2001 TAB Fees	All	15,000	N	\$7,349	-	-	-	7,349	-	\$7,349	-	-	-	-	-	\$-
10	Arbitrage Calculations	Fees	08/12/2003	06/01/2022	Willdan Financial Srvcs	Arbitrage Calculations	All	6,500	N	\$3,250	-	-	-	3,250	-	\$3,250	-	-	-	-	-	\$-
16	AB 1X26 Adminstrative Allowance	Admin Costs	07/01/2012	06/30/2025	City of La Palma	Administrative Cost Allowance	All	700,000	N	\$107,100	-	-	-	-	53,550	\$53,550	-	-	-	-	53,550	\$53,550
19	1993 Tax Allocation Bonds	Reserves	12/01/1993	06/01/2022	US Bank	Tax Increment Bond Pledge	All	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
20	2001 Tax Allocation Ref. Bonds	Reserves	12/01/2001	06/01/2021	US Bank	Tax Increment Bond Pledge	All	859,825	N	\$815,000	-	-	-	407,500	-	\$407,500	-	407,500	-	-	-	\$407,500

La Palma
Recognized Obligation Payment Schedule (ROPS 20-21) - Report of Cash Balances
July 1, 2017 through June 30, 2018
(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.							
A	B	C	D	E	F	G	H
	ROPS 17-18 Cash Balances (07/01/17 - 06/30/18)	Fund Sources					Comments
		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 07/01/17) RPTTF amount should exclude "A" period distribution amount.	879,940			-	-	
2	Revenue/Income (Actual 06/30/18) RPTTF amount should tie to the ROPS 17-18 total distribution from the County Auditor-Controller	4,156			-	917,538	
3	Expenditures for ROPS 17-18 Enforceable Obligations (Actual 06/30/18)	-			-	915,696	
4	Retention of Available Cash Balance (Actual 06/30/18) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)	884,096			-		
5	ROPS 17-18 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 17-18 PPA form submitted to the CAC		No entry required				
6	Ending Actual Available Cash Balance (06/30/18) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)	\$-	\$-	\$-	\$-	\$1,842	

La Palma
Recognized Obligation Payment Schedule (ROPS 20-21) - Notes
July 1, 2020 through June 30, 2021

Item #	Notes/Comments
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**Successor Agency to the Former
City of La Palma Community Development Commission
Draft Administrative Budget
July 1, 2020 to June 30, 2021**

Salaries and Benefits	FY 2020-21 Estimated Costs	Hrly Rate*	SA Hours	SA Administration
City Manager	233,900	118.37	100	11,800
Administrative Services Director	178,200	90.16	285	25,700
Accounting Supervisor	118,600	60.01	285	17,100
Planning Manager	137,700	69.68	85	5,900
Deputy City Clerk	85,700	43.37	75	3,300
Accounting Technician	82,600	41.79	65	2,700
<i>*Hourly rate based on 38 hours per week / 1976 hours per year</i>				66,500

Maintenance and Operations

Legal Services	General counsel services; specialized RDA law services	7,200
Annual Audit Services	Annual audit services to issue required financial statements	4,500
ROPS Consultant Services	Review of enforceable obligations; assistance in preparation of ROPS, SA/OB meetings as needed, appeals to DOF as needed.	3,500
Contract Accountant Services	General accounting support; preparation of quarterly SA cash and investment reports.	3,500
Website Hosting & Content Management	SA Share of CivicPlus website hosting and content management contract	600
Maintenance of Granicus System	SA Share of meetings minutes management and audio recording software	700
Bank Fees	SA Share of City National Bank and PFM Portfolio Fees	2,200
Supplies/Services	SA Share of office supplies, postage, printing, etc.)	3,000
General Administrative Overhead	SA share of City Hall overhead and operating costs (utilities, equipment maintenance & leases, technology, insurance, etc.)	15,400
		40,600
TOTAL		107,100

RESOLUTION NO. SA 2020-02

RESOLUTION OF THE CITY COUNCIL OF THE CITY OF LA PALMA ACTING AS THE SUCCESSOR AGENCY TO THE DISSOLVED COMMUNITY DEVELOPMENT COMMISSION OF THE CITY OF LA PALMA APPROVING THE FOURTEENTH RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS) 20-21, AND ADOPTING AND APPROVING THE SUCCESSOR AGENCY'S ADMINISTRATIVE BUDGET FOR THE PERIOD JULY 1, 2020, THROUGH JUNE 30, 2021

WHEREAS, the Community Development Commission of the City of La Palma (Former Agency) was activated by the City Council of the City of La Palma as redevelopment agency, under the California Community Redevelopment Law (Health & Safety Code Section 33000 et seq.); and

WHEREAS, Assembly Bill x1 26 added Parts 1.8 and 1.85 to Division 24 of the California Health and Safety Code (HSC), 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 ("Dissolution Law"); and

WHEREAS, as of February 1, 2012, the Former Agency was dissolved under the Dissolution Law, and as a separate public entity, corporate and politic under HSC Section 34171(g), the Successor Agency to the Community Development Commission (Successor Agency) administers the enforceable obligations of the Former Agency and otherwise unwinds the Former Agency's affairs; and

WHEREAS, HSC Section 34177(l)(1) requires the Successor Agency to prepare a Recognized Obligation Payment Schedule (ROPS) and submit to the Oversight Board pursuant to HSC Sections 34177(l)(2)(B) for approval; and

WHEREAS, the Fourteenth Recognized Obligation Payment Schedule (ROPS 20-21 A/B) and Administrative Budget (Exhibit A) for the July 1, 2020, through June 30, 2021 period has been prepared and presented for consideration to the Successor Agency; and

WHEREAS, Health and Safety Code Section 34177(o)(1) of the Health and Safety Code requires a successor agency to submit an oversight board-approved ROPS to the Department of Finance and the County Auditor-Controller no later than February 1 of each year; and

WHEREAS, as of, on and after July 1, 2018, under the Dissolution Law, in particular HSC Section 34179(j), the County of Orange through the Orange County Auditor-Controller established the single Orange Countywide Oversight Board in

compliance with HSC Section 34179(j), which serves as the oversight board to the 25 successor agencies existing and operating in Orange County, including the Successor Agency; and

WHEREAS, the City Council acting as the Successor Agency has reviewed and duly considered the Staff Report, and the ROPS 20-21 and Administrative Budget for the period of July 1, 2020, to June 30, 2021, and other evidence and testimony presented related thereto.

NOW, THEREFORE, the City Council of the City of La Palma Acting as the Successor Agency to the Dissolved Community Development Commission resolves as follows:

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

SECTION 2. The City Council acting as the Successor Agency, hereby approves the Fourteenth Recognized Obligation Payment Schedule (ROPS 20-21) and Administrative Budget for the period July 1, 2020, to June 30, 2021, as attached hereto as Exhibit "A" and incorporated herein by this reference.

SECTION 3. The Interim City Manager and/or his authorized designees are hereby authorized to submit the ROPS 19-20 and Administrative Budget for the period July 1, 2019, to June 30, 2020, to the Orange Countywide Oversight Board for its approval.

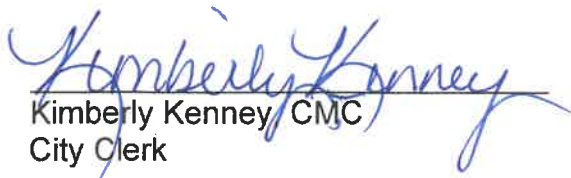
SECTION 4. The Interim City Manager and/or his authorized designees are hereby authorized to submit the ROPS 20-21 for the period July 1, 2020, to June 30, 2021, to the Orange County Auditor-Controller, the California State Controller, and the California Department of Finance, upon approval by the Orange Countywide Oversight Board and shall also post the ROPS 20-21 on the City's website.

PASSED, APPROVED, AND ADOPTED this 21st day of January 2020.



Peter Kim
Mayor

ATTEST:



Kimberly Kenney CMC
City Clerk

STATE OF CALIFORNIA)
COUNTY OF ORANGE) SS
CITY OF LA PALMA)

I, KIMBERLY KENNEY, City Clerk of the City of La Palma, HEREBY DO CERTIFY that the foregoing resolution was adopted at a regular meeting of the City Council of the City of La Palma, held on this 21st day of January 2020.

AYES: Goedhart, Goodman, Kim, Patel, and Steggell

NOES: None


Kimberly Kenney, CMC
City Clerk

Recognized Obligation Payment Schedule (ROPS 20-21) - Summary
Filed for the July 1, 2020 through June 30, 2021 Period

Successor Agency: La Palma

County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)	20-21A Total (July - December)	20-21B Total (January - June)	ROPS 20-21 Total
A Enforceable Obligations Funded as Follows (B+C+D)	\$ -	\$ 407,500	\$ 407,500
B Bond Proceeds	-	-	-
C Reserve Balance	-	407,500	407,500
D Other Funds	-	-	-
E Redevelopment Property Tax Trust Fund (RPTTF) (F+G)	\$ 500,162	\$ 489,563	\$ 989,725
F RPTTF	446,612	436,013	882,625
G Administrative RPTTF	53,550	53,550	107,100
H Current Period Enforceable Obligations (A+E)	\$ 500,162	\$ 897,063	\$ 1,397,225

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

La Palma
Recognized Obligation Payment Schedule (ROPS 20-21) - ROPS Detail
July 1, 2020 through June 30, 2021

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					ROPS 20-21B (Jan - Jun)					20-21B Total			
											Fund Sources					Fund Sources								
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF				
1	1993 Tax Allocation Bonds	Bonds Issued On or Before 12/31/10	12/01/1993	06/01/2022	US Bank	Tax Increment Bond Pledge	All	\$7,405,249	N	\$1,397,225	\$-	\$-	\$-	6,100	\$53,550	\$500,162	\$-	\$407,500	\$-	6,100	-	\$6,100	\$53,550	\$897,063
2	2001 Tax Allocation Ref. Bonds	Bonds Issued On or Before 12/31/10	12/01/2001	06/01/2021	US Bank	Tax Increment Bond Pledge	All	859,825	N	\$452,326	-	-	-	22,413	-	\$22,413	-	-	-	429,913	-	-	\$429,913	
3	1999 Loan Agreement (Seasons)	City/County Loan (Prior 06/28/11), Other	10/28/1999	10/28/2029	City of La Palma	Senior Affordable Apartments	All	4,225,960	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	-	\$-	
4	2002 Loan Agreement (Unisource)	City/County Loan (Prior 06/28/11), Other	05/21/2002	06/01/2022	City of La Palma	Site Rehabilitation Loan	All	513,739	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	-	\$-	
9	TAB Fees	Fees	12/01/1993	06/01/2022	U.S. Bank	1993, 2001 TAB Fees	All	15,000	N	\$7,349	-	-	-	7,349	-	\$7,349	-	-	-	-	-	-	\$-	
10	Arbitrage Calculations	Fees	08/12/2003	06/01/2022	Willdan Financial Svcs	Arbitrage Calculations	All	6,500	N	\$3,250	-	-	-	3,250	-	\$3,250	-	-	-	-	-	-	\$-	
16	AB 1X26 Administrative Allowance	Admin Costs	07/01/2012	06/30/2025	City of La Palma	Administrative Cost Allowance	All	700,000	N	\$107,100	-	-	-	-	53,550	\$53,550	-	-	-	-	-	53,550	\$53,550	
19	1993 Tax Allocation Bonds	Reserves	12/01/1993	06/01/2022	US Bank	Tax Increment Bond Pledge	All	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	-	\$-	
20	2001 Tax Allocation Ref. Bonds	Reserves	12/01/2001	06/01/2021	US Bank	Tax Increment Bond Pledge	All	859,825	N	\$815,000	-	-	-	407,500	-	\$407,500	-	407,500	-	-	-	-	\$407,500	

La Palma
Recognized Obligation Payment Schedule (ROPS 20-21) - Report of Cash Balances
July 1, 2017 through June 30, 2018
 (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.									
A	B			C	D	E	F	G	H
	ROPS 17-18 Cash Balances (07/01/17 - 06/30/18)			Fund Sources					
				Bond Proceeds		Reserve Balance	Other Funds	RPTTF	Comments
				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 07/01/17) RPTTF amount should exclude "A" period distribution amount.			879,940			-	-	
2	Revenue/Income (Actual 06/30/18) RPTTF amount should tie to the ROPS 17-18 total distribution from the County Auditor-Controller			4,156			-	917,538	
3	Expenditures for ROPS 17-18 Enforceable Obligations (Actual 06/30/18)			-			-	915,696	
4	Retention of Available Cash Balance (Actual 06/30/18) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)			884,096			-		
5	ROPS 17-18 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 17-18 PPA form submitted to the CAC						No entry required		
6	Ending Actual Available Cash Balance (06/30/18) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)			\$-	\$-	\$-	\$-	\$1,842	

La Palma
Recognized Obligation Payment Schedule (ROPS 20-21) - Notes
July 1, 2020 through June 30, 2021

Item #	Notes/Comments
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**Successor Agency to the Former
City of La Palma Community Development Commission
Draft Administrative Budget
July 1, 2020 to June 30, 2021**

Salaries and Benefits	FY 2020-21 Estimated Costs	Hrly Rate*	SA Hours	SA Administration
City Manager	233,900	118.37	100	11,800
Administrative Services Director	178,200	90.16	285	25,700
Accounting Supervisor	118,600	60.01	285	17,100
Planning Manager	137,700	69.68	85	5,900
Deputy City Clerk	85,700	43.37	75	3,300
Accounting Technician	82,600	41.79	65	2,700
<i>*Hourly rate based on 38 hours per week / 1976 hours per year</i>				66,500

Maintenance and Operations

Legal Services	General counsel services; specialized RDA law services	7,200
Annual Audit Services	Annual audit services to issue required financial statements	4,500
ROPS Consultant Services	Review of enforceable obligations; assistance in preparation of ROPS, SA/OB meetings as needed, appeals to DOF as needed.	3,500
Contract Accountant Services	General accounting support; preparation of quarterly SA cash and investment reports.	3,500
Website Hosting & Content Management	SA Share of CivicPlus website hosting and content management contract	600
Maintenance of Granicus System	SA Share of meetings minutes management and audio recording software	700
Bank Fees	SA Share of City National Bank and PFM Portfolio Fees	2,200
Supplies/Services	SA Share of office supplies, postage, printing, etc.)	3,000
General Administrative Overhead	SA share of City Hall overhead and operating costs (utilities, equipment maintenance & leases, technology, insurance, etc.)	15,400
		40,600
TOTAL		107,100

RESOLUTION NO. OB 2018-02

RESOLUTION OF THE OVERSIGHT BOARD TO THE SUCCESSOR AGENCY TO THE DISSOLVED COMMUNITY DEVELOPMENT COMMISSION OF THE CITY OF LA PALMA APPROVING THE TWELFTH RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 18-19 A/B) FOR THE PERIOD JULY 1, 2018, THROUGH JUNE 30, 2019

WHEREAS, the Community Development Commission of the City of La Palma ("Redevelopment Agency") was activated by the City Council of the City of La Palma as redevelopment agency , under the California Community Redevelopment Law (Health & Safety Code Section 33000 et seq.); and

WHEREAS, the California State Legislature enacted Assembly Bill 1X 26 (the "Dissolution Act") to dissolve all redevelopment agencies in the State of California; and

WHEREAS, on January 3, 2012, and pursuant to Health and Safety Code Section 34173, the City Council of the City of La Palma (the "City Council") declared that the City of La Palma, a municipal corporation (the "City"), would act as successor agency (the "Successor Agency") for the dissolved Community Development Commission of the City of La Palma, effective February 1, 2012; and

WHEREAS, on February 1, 2012, the Redevelopment Agency was dissolved pursuant to Health and Safety Code Section 34172; and

WHEREAS, the Oversight Board to the Successor Agency is responsible for implementing the Dissolution Act with respect to the former Redevelopment Agency; and

WHEREAS, Health and Safety Code Section 34177(l)(1) requires the Successor Agency to prepare a Recognized Obligation Payment Schedule (ROPS) and submit to the Oversight Board pursuant to Health and Safety Code Sections 34177(l)(2)(B) for approval; and

WHEREAS, the Twelfth Recognized Obligation Payment Schedule (ROPS 18-19A/B) for July 1, 2018, through June 30, 2019, has been prepared and presented for consideration to the Oversight Board to the Successor Agency, as set forth in Exhibit "A" attached hereto and incorporated herein by this reference; and

WHEREAS, Health and Safety Code Section 34177(o)(1) of the Health and Safety Code requires a successor agency to submit an oversight board-approved ROPS to the Department of Finance and the County Auditor-Controller no later than February 1 of each year; and

WHEREAS, the Oversight Board to the La Palma Successor Agency has reviewed and duly considered the Staff Report, and the ROPS 18-19 A/B for the period of July 1, 2018, to June 30, 2019, and other evidence and testimony presented related thereto.

NOW, THEREFORE, the Oversight Board to the La Palma Successor Agency to the Dissolved Community Development Commission resolves as follows:

SECTION 1. The foregoing Recitals are true and correct and are incorporated herein.

SECTION 2. The Oversight Board of the Successor Agency to the La Palma Community Development Commission, hereby approves the Twelfth Recognized Obligation Payment Schedule (ROPS 18-19 A/B) for the period July 1, 2018, to June 30, 2019, as attached hereto as Exhibit "A" and incorporated herein by this reference.


SECTION 3. The Oversight Board of the Successor Agency to the La Palma Community Development Commission finds the 1999 City Loan to the Community Development Commission for the development of 60 affordable senior apartments is a legitimate redevelopment purpose pursuant to Health and Safety Code Section 34191.4 (b)(1).

SECTION 4. The Oversight Board of the Successor Agency to the La Palma Community Development Commission finds the 2002 City Loan to the Community Development Commission for the rehabilitation and seismic retrofit of certain real property located at 6565 Valley View Street is a legitimate redevelopment purpose pursuant to Health and Safety Code Section 34191.4 (b)(1).

SECTION 5. The City Manager and/or her authorized designees are hereby authorized to submit the ROPS 18-19 A/B for the period July 1, 2018, to June 30, 2019, to the Orange County Auditor-Controller, the California State Controller, and the California Department of Finance, upon approval by the Oversight Board and shall also post the ROPS 18-19 A/B on the City's website.

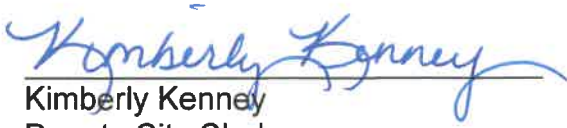
SECTION 6. The City Clerk of the City of La Palma is directed to post the Oversight Board approved ROPS 18-19A/B on the City's website in compliance with Health & Safety Code Section 34000 et seq.

PASSED, APPROVED, AND ADOPTED this 22nd day of January 2018.



Mark I. Waldman
Chairperson

ATTEST:

A handwritten signature in blue ink, reading "Kimberly Kenney", is written over a horizontal line.

Kimberly Kenney
Deputy City Clerk

STATE OF CALIFORNIA)
COUNTY OF ORANGE) SS
CITY OF LA PALMA)

I, KIMBERLY KENNEY, Deputy City Clerk of the City of La Palma, HEREBY DO CERTIFY that the foregoing resolution was adopted at a regular meeting of the Oversight Board to the Successor Agency to the dissolved Community Development Commission of the City of La Palma, held on the 22nd day of January 2018.

AYES:	BOARD MEMBERS:	Carruth, Hutter, Patterson, and Waldman
NOES:	BOARD MEMBERS:	None
ABSENT:	BOARD MEMBERS:	Garcia, Patel, and Nelson


Kimberly Kenney
Deputy City Clerk

Recognized Obligation Payment Schedule (ROPS 18-19) - Summary

Filed for the July 1, 2018 through June 30, 2019 Period

Successor Agency:	La Palma
County:	Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		18-19A Total (July - December)	18-19B Total (January - June)	ROPS 18-19 Total
A	Enforceable Obligations Funded as Follows (B+C+D):	\$ -	\$ 342,500	\$ 342,500
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	342,500	342,500
D	Other Funds	-	-	-
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 652,067	\$ 585,905	\$ 1,237,972
F	RPTTF	527,067	460,905	987,972
G	Administrative RPTTF	125,000	125,000	250,000
H	Current Period Enforceable Obligations (A+E):	\$ 652,067	\$ 928,405	\$ 1,580,472

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.

Mark I. Waldman	Chairperson
Name	Title
/s/ Mark I. Waldman	1/22/2018
Signature	Date

La Palma Recognized Obligation Payment Schedule (
July 1, 2018 through June 30, :
(Report Amounts in Whole DoI

A	B	C	D	E	F	G	H	I	J	K	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 18-19 Total	18-19B (January - June)					18-19B Total
											Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$ 9,428,898		\$ 1,580,472	\$ -	\$ 342,500	\$ -	\$ 460,905	\$ 125,000	\$ 928,405
1	1993 Tax Allocation Bonds	Bonds Issued On or Before	12/1/1993	6/1/2022	US Bank	Tax Increment Bond Pledge	All	526,490	N	\$ 258,060		162,500		81,530		\$ 244,030
2	2001 Tax Allocation Ref. Bonds	Bonds Issued On or Before 12/31/10	12/1/2001	6/1/2021	US Bank	Tax Increment Bond Pledge	All	2,293,100	N	\$ 607,750		180,000		371,375		\$ 551,375
3	1999 Loan Agreement (Seasons)	City/County Loan (Prior 06/28/11), Other	10/28/1999	10/28/2029	City of La Palma	Senior Affordable Apartments	All	4,498,071	N							
4	2002 Loan Agreement (Unisource)	City/County Loan (Prior 06/28/11), Other	5/21/2002	6/1/2022	City of La Palma	Site Rehabilitation Loan	All	609,937	N	\$ 111,162						\$ -
9	TAB Fees	Fees	12/1/1993	6/1/2022	U.S. Bank	1993, 2001 TAB Fees	All	21,750	N	\$ 8,000				8,000		\$ 8,000
10	Arbitrage Calculations	Fees	8/12/2003	6/1/2022	Willdan Financial Svcs	Arbitrage Calculations	All	12,050	N	\$ 3,000						\$ -
16	AB 1X26 Administrative Allowance	Admin Costs	7/1/2016	6/30/2017	City of La Palma	Administrative Cost Allowance	All	1,125,000	N	\$ 250,000					125,000	\$ 125,000
19	1993 Tax Allocation Bonds	Reserves	12/1/1993	6/1/2022	US Bank	Tax Increment Bond Pledge	All	162,500	N	\$ 162,500						\$ -
20	2001 Tax Allocation Ref. Bonds	Reserves	12/1/2001	6/1/2021	US Bank	Tax Increment Bond Pledge	All	180,000	N	\$ 180,000						\$ -

La Palma Recognized Obligation Payment Schedule (ROPS 18-19) - Report of Cash Balances
July 1, 2015 through June 30, 2016
(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	I
	Cash Balance Information for ROPS 15-16 Actuals (07/01/15 - 06/30/16)	Fund Sources						Comments
		Bond Proceeds		Reserve Balance		Other	RPTTF	
		Bonds issued on or before 12/31/10	Bonds issued on or after 01/01/11	Prior ROPS period balances and DDR RPTTF balances retained	Prior ROPS RPTTF distributed as reserve for future period(s)	Rent, grants, interest, etc.	Non-Admin and Admin	
1	Beginning Available Cash Balance (Actual 07/01/15)	873,452	-	-	-	2,483	16,528	
2	Revenue/Income (Actual 06/30/16) RPTTF amounts should tie to the ROPS 15-16 total distribution from the County Auditor-Controller during June 2015 and January 2016.	13,241	-	-	-	9,448	1,188,016	
3	Expenditures for ROPS 15-16 Enforceable Obligations (Actual 06/30/16)	6,819	-	-	-	2,495	1,197,106	
4	Retention of Available Cash Balance (Actual 06/30/16) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)	879,874	-	-		955	-	Column G - Amount carried over and applied in 16-17A Col N
5	ROPS 15-16 RPTTF Balances Remaining	No entry required						
6	Ending Actual Available Cash Balance (06/30/16) C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 + 5)	\$ -	\$ -	\$ -	\$ -	\$ 8,481	\$ 7,438	PPA for 15-16B =7,438; Other Funds Balance applied to 17-18A Col N

La Palma Recognized Obligation Payment Schedule (ROPS 18-19) - Notes July 1, 2018 through June 30, 2019

[illegible]



DEPARTMENT OF
FINANCE

EDMUND G. BROWN JR. • GOVERNOR

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

March 21, 2018

Ms. Sea Shelton, Administrative Services Director
City of La Palma
7822 Walker Street
La Palma, CA 90623

Dear Ms. Shelton:

Subject: 2018-19 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of La Palma Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2018 through June 30, 2019 (ROPS 18-19) to the California Department of Finance (Finance) on January 22, 2018. Finance has completed its review of the ROPS 18-19.

Based on a sample of line items reviewed and application of the law, Finance made the following determinations:

- The administrative costs claimed are within the fiscal year administrative cap pursuant to HSC section 34171 (b) (3). However, the Oversight Board (OB) has approved an amount that appears excessive, given the number and nature of the other obligations listed on the ROPS. HSC section 34179 (i) requires the OB to exercise a fiduciary duty to the taxing entities. Therefore, Finance encourages the OB to apply adequate oversight when evaluating the administrative resources required to successfully wind-down the Agency.
- On the ROPS 18-19 form, the Agency reported cash balances and activity for the period July 1, 2015 through June 30, 2016 (ROPS 15-16). According to our review, the Agency has approximately \$7,438 in Redevelopment Property Tax Trust Fund (RPTTF) unexpended from the ROPS 15-16 period available to fund enforceable obligations on the ROPS 18-19. These unexpended RPTTF funds are considered Reserve Balances. HSC section 34177 (l) (1) (E) requires these balances to be used prior to requesting RPTTF. Therefore, the funding source for the following item has been reclassified in the amounts specified below:
 - Item No. 1 – 1993 Tax Allocation Bonds debt service payment in the amount of \$258,060 has been reclassified. This item does not require payment from property tax revenues. Therefore, Finance is approving RPTTF in the amount of \$250,622 and the use of \$7,438 in Reserve Balance funding, totaling \$258,060.

Except for the item adjusted, Finance is not objecting to the remaining items listed on the ROPS 18-19. If the Agency disagrees with our determination with respect to any items on the ROPS 18-19, except items which are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

[http://dof.ca.gov/Programs/Redevelopment/Meet And Confer/](http://dof.ca.gov/Programs/Redevelopment/Meet_And_Confer/)

The Agency's maximum approved RPTTF distribution for the reporting period is \$1,230,534 as summarized in the Approved RPTTF Distribution table on Page 4 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1, 2018 through December 31, 2018 period (ROPS A period) and one distribution for the January 1, 2019 through June 30, 2019 period (ROPS B period) based on Finance's approved amounts. Since this determination is for the entire ROPS 18-19 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Pursuant to HSC section 34186 (c), beginning October 1, 2018, the Agency will be required to report the estimated obligations versus actual payments (prior period adjustment) associated with the July 1, 2016 through June 30, 2017 period (ROPS 16-17) to the County Auditor-Controller for review. The Agency will report actual payments for ROPS 16-17 on ROPS 19-20. A prior period adjustment may be applied to the Agency's ROPS 19-20 RPTTF distribution. Therefore, the Agency should retain any unexpended RPTTF from the ROPS 16-17 period.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 18-19. This determination only applies to items when funding was requested for the 12-month period.

The ROPS 18-19 form submitted by the Agency and this determination letter will be posted on our website:

<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 18-19 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

Please direct inquiries to Nichelle Jackson, Supervisor, or Michael Painter, Analyst, at (916) 322-2985.

Sincerely,



ERIKA LI
Program Budget Manager

cc: Ms. Laurie A. Murray, Administrative Services Director, City of La Palma
Ms. Cindy Wong, Property Tax Manager, Orange County

Attachment

Approved RPTTF Distribution For the period of July 2018 through June 2019			
	ROPS A Period	ROPS B Period	ROPS 18-19 Total
RPTTF Requested	\$ 527,067	\$ 460,905	\$ 987,972
Administrative RPTTF Requested	125,000	125,000	250,000
Total RPTTF Requested	652,067	585,905	1,237,972
RPTTF Requested	527,067	460,905	987,972
<u>Adjustment</u>			
Item No. 1	(7,438)	0	(7,438)
RPTTF Authorized	519,629	460,905	980,534
Administrative RPTTF Authorized	125,000	125,000	250,000
Total RPTTF Approved for Distribution	\$ 644,629	\$ 585,905	\$ 1,230,534

A RESOLUTION OF THE ORANGE COUNTYWIDE OVERSIGHT BOARD
WITH OVERSIGHT OF THE SUCCESSOR AGENCY TO THE LA PALMA
REDEVELOPMENT AGENCY APPROVING THE THIRTEENTH
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS) 19-20 AND
ADMINISTRATIVE BUDGET FOR THE PERIOD JULY 1, 2019, THROUGH
JUNE 30, 2020

WHEREAS, the Community Development Commission of the City of La Palma (Former Agency) was activated by the City Council of the City of La Palma as redevelopment agency, under the California Community Redevelopment Law (Health & Safety Code Section 33000 et seq.); and

WHEREAS, Assembly Bill x1 26 added Parts 1.8 and 1.85 to Division 24 of the California Health and Safety Code (HSC), 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 ("Dissolution Law"); and

WHEREAS, as of February 1, 2012, the Former Agency was dissolved under the Dissolution Law, and as a separate public entity, corporate and politic under HSC Section 34171(g), the Successor Agency to the Community Development Commission (Successor Agency) administers the enforceable obligations of the Former Agency and otherwise unwinds the Former Agency's affairs; and

WHEREAS, prior to July 1, 2018 under the Dissolution Law, in particular HSC 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 HSC Section 34179(j), the single Orange Countywide Oversight Board was established in compliance with HSC Section 34179(j), which serves as the oversight board to the 25 successor agencies existing and operating in Orange County, including the Successor Agency; and

WHEREAS, every oversight board, both the prior local oversight board and this newly established Orange Countywide Oversight Board, has fiduciary responsibilities to the holders of enforceable obligations and to the taxing entities that benefit from distributions of property tax and other revenues under the Dissolution Law, in particular HSC Section 34188; and

WHEREAS, HSC Section 34177(l)(1) requires the Successor Agency to prepare a Recognized Obligation Payment Schedule (ROPS) and submit to the Oversight Board pursuant to HSC Sections 34177(l)(2)(B) for approval; and

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

WHEREAS, the Thirteenth Recognized Obligation Payment Schedule (ROPS 19-20) (Exhibit A) and Administrative Budget (Exhibit B) for the period of July 1, 2019, through June 30, 2020, has been prepared and presented for consideration to the Orange Countywide Oversight Board; and

WHEREAS, the Orange Countywide Oversight Board has reviewed and duly considered the ROPS 19-20 and Administrative Budget for the period of July 1, 2019, to June 30, 2020, and other evidence and testimony presented related thereto.

NOW, THEREFORE, BE IT RESOLVED THAT THE ORANGE COUNTYWIDE OVERSIGHT BOARD does hereby resolve as follows:

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 Oversight Board hereby approves the Thirteenth Recognized Obligation Payment Schedule (ROPS 19-20) and Administrative Budget for the period July 1, 2019, to June 30, 2020; provided however, that the ROPS 19-20 is subject to the condition that such ROPS is to be submitted to and reviewed by the DOF. Further, the City Manager and/or her authorized designees, in consultation with legal counsel, shall be authorized to discuss this matter with the DOF and make augmentations, modifications, additions, or revisions to the ROPS 19-20 as may be necessary or directed by the DOF.

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

SECTION 4. The City Manager and/or her authorized designee is directed to post this Resolution, including the ROPS 19-20, on the City/Successor Agency website pursuant to the Dissolution Law.

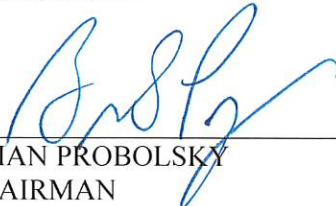
SECTION 5. Under HSC Section 34179(h) written notice and information about certain actions taken by the Orange Countywide Oversight Board shall be provided to the DOF by electronic means and in a manner of DOF's choosing. The Orange Countywide Oversight Board's action shall become effective five (5) business days after notice in the manner specified by the DOF unless the DOF requests a review.

SECTION 6. The Clerk of the Orange Countywide Oversight Board shall certify to the adoption of this resolution.

The foregoing was passed and adopted by the following vote of the Orange Countywide Oversight Board on TUESDAY, JANUARY 22, 2019

YES: STEVE FRANKS, CHRIS GAARDER, STEVE JONES,
BRIAN PROBOLSKY, DEAN WEST, PHILLIP E.
YARBROUGH

NOES:
EXCUSED:
ABSTAINED: CHARLES BARFIELD

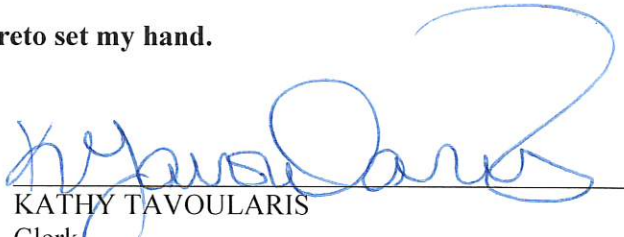


BRIAN PROBOLSKY
CHAIRMAN

STATE OF CALIFORNIA)
)
COUNTY OF ORANGE)

I, KATHY TAVOULARIS, Clerk of the Orange Countywide Oversight Board, Orange County, California, hereby certify that a copy of this document has been delivered to the Chairman of the Board and that the above and foregoing Resolution was duly and regularly adopted by the Orange Countywide Oversight Board.

IN WITNESS WHEREOF, I have hereto set my hand.



KATHY TAVOULARIS
Clerk
Orange Countywide Oversight Board

Resolution No: 19-009

Agenda Date: Tuesday, January 22, 2019

Item No: 5H

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

Successor Agency: La Palma
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):	\$ -	\$ 535,262	\$ 535,262
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	535,262	535,262
D	Other Funds	-	-	-
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 753,475	\$ 417,215	\$ 1,170,690
F	RPTTF	629,025	292,765	921,790
G	Administrative RPTTF	124,450	124,450	248,900
H	Current Period Enforceable Obligations (A+E):	\$ 753,475	\$ 952,477	\$ 1,705,952

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.

Brian Probotzky, Chairman
Name Title
/s/ [Signature] 1/24/19 Date
Signature

La Palma 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	19-20A (July - December)					19-20B (January - June)				
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	Fund Sources					Fund Sources				
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF
1	1993 Tax Allocation Bonds	Bonds Issued On or Before 12/31/10	12/1/1993	6/1/2022	US Bank	Tax Increment Bond Pledge	All	\$ 3,900,581	N	\$ 1,705,952	\$ 0	\$ 0	\$ 0	\$ 629,025	\$ 124,450	\$ 753,475	\$ 0	\$ 535,262	\$ 0	\$ 292,765
2	2001 Tax Allocation Ref. Bonds	Bonds Issued On or Before 12/31/10	12/1/2001	6/1/2021	US Bank	Tax Increment Bond Pledge	All	268,430	N	\$ 44,030				7,015		\$ 7,015			37,015	
								1,685,350	N	\$ 825,525				42,763		\$ 42,763		535,262		247,500
3	1999 Loan Agreement (Seasons)	City/County Loan (Prior 06/28/11), Other	10/28/1999	10/28/2029	City of La Palma	Senior Affordable Apartments	All		N	\$ -						\$ -				
4	2002 Loan Agreement (Unisource)	City/County Loan (Prior 06/28/11), Other	5/21/2002	6/1/2022	City of La Palma	Site Rehabilitation Loan	All	513,739	N	\$ 40,735				40,735		\$ 40,735				
9	TAB Fees	Fees	12/1/1993	6/1/2022	U.S. Bank	1993, 2001 TAB Fees	All	13,750	N	\$ 8,250						\$ -			8,250	
10	Arbitrage Calculations	Fees	8/12/2003	6/1/2022	Willdan Financial Svcs	Arbitrage Calculations	All	9,050	N	\$ 3,250				3,250		\$ 3,250				
16	AB 1X26 Adminstrative Allowance	Admin Costs	7/1/2016	6/30/2017	City of La Palma	Administrative Cost Allowance	All	875,000	N	\$ 248,900					124,450	\$ 124,450				124,450
19	1993 Tax Allocation Bonds	Reserves	12/1/1993	6/1/2022	US Bank	Tax Increment Bond Pledge	All		N	\$ -						\$ -				
20	2001 Tax Allocation Ref. Bonds	Reserves	12/1/2001	6/1/2021	US Bank	Tax Increment Bond Pledge	All	535,262	N	\$ 535,262				535,262		\$ 535,262				
21									N	\$ -						\$ -				
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92									N	\$ -						\$ -				

EXHIBIT A

La Palma 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 (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
		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	Comments
	ROPS 16-17 Cash Balances (07/01/16 - 06/30/17)						
1	Beginning Available Cash Balance (Actual 07/01/16) RPTTF amount should exclude "A" period distribution amount						
2	Revenue/Income (Actual 06/30/17) RPTTF amount should tie to the ROPS 16-17 total distribution from the County Auditor-Controller	879,874			8,481	7,438	
3	Expenditures for ROPS 16-17 Enforceable Obligations (Actual 06/30/17)	5,971			5,695	1,212,266	
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)	6,905			955	1,211,757	
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	878,940			8,481		
		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)						
		\$ 0	\$ 0	\$ 0	\$ 4,740	\$ 7,947	

[illegible]



**DEPARTMENT OF
FINANCE**
OFFICE OF THE DIRECTOR

GAVIN NEWSOM - GOVERNOR
STATE CAPITOL ■ ROOM 1145 ■ SACRAMENTO CA ■ 95814-4998 ■ WWW.DOF.CA.GOV

April 9, 2019

Ms. Sea Shelton, Administrative Services Director
City of La Palma
7822 Walker Street
La Palma, CA 90623

Dear Ms. Shelton:

Subject: 2019-20 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of La Palma Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2019 through June 30, 2020 (ROPS 19-20) to the California Department of Finance (Finance) on January 28, 2019. Finance has completed its review of the ROPS 19-20.

Based on a sample of line items reviewed and application of the law, Finance made the following determinations:

- Item No. 4 – 2002 Unisource Loan Agreement repayment in the amount of \$40,735 is not allowed. HSC section 34191.4 (b) (3) (A) allows repayment to be equal to one-half of the increase between the ROPS residual pass-through distributed to the taxing entities in the preceding fiscal year and the ROPS residual pass-through distributed to the taxing entities in the fiscal year 2012-13 base year.

According to the Orange County Auditor-Controller's (CAC) report, the ROPS residual pass-through amount distributed to the taxing entities for fiscal year 2012-13 and 2018-19 are \$1,395,753 and \$1,072,963, respectively. Pursuant to the repayment formula, the maximum repayment amount authorized for the ROPS 19-20 period is zero. Therefore, of the \$40,735 requested, \$40,735 is not eligible for Redevelopment Property Tax Trust Fund (RPTTF) funding. The Agency may be eligible for additional funding on subsequent ROPS.

- The administrative costs claimed are within the fiscal year administrative cap pursuant to HSC section 34171 (b) (3). However, Finance notes the Oversight Board (OB) has approved an amount that appears excessive, given the number and nature of the obligations listed on the ROPS. HSC section 34179 (i) requires the OB to exercise a fiduciary duty to the taxing entities. Therefore, Finance encourages the OB to apply adequate oversight when evaluating the administrative resources necessary to successfully wind-down the Agency.

Pursuant to HSC section 34186, successor agencies are required to report differences between actual payments and past estimated obligations. Reported differences in RPTTF are used to offset current RPTTF distributions. The amount of RPTTF approved in the table on Page 3 includes the prior period adjustment resulting from the CAC's review of the prior period adjustment form submitted by the Agency.

Except for the item adjusted, Finance is not objecting to the remaining items listed on the ROPS 19-20. If the Agency disagrees with our determination with respect to any items on the ROPS 19-20, except items that are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

[http://dof.ca.gov/Programs/Redevelopment/Meet And Confer/](http://dof.ca.gov/Programs/Redevelopment/Meet_And_Confer/)

The Agency's maximum approved RPTTF distribution for the reporting period is \$1,121,118 as summarized in the Approved RPTTF Distribution table on Page 3 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1 through December 31 period (ROPS A period), and one distribution for the January 1 through June 30 period (ROPS B period) based on Finance approved amounts. Since this determination is for the entire ROPS 19-20 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 19-20. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be denied until the matter is resolved.

The ROPS 19-20 form submitted by the Agency and this determination letter will be posted on our website:

<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 19-20 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

Please direct inquiries to Nichelle Jackson, Supervisor, or Michael Painter, Analyst, at (916) 322-2985.

Sincerely,



JENNIFER WHITAKER
Program Budget Manager

cc: Ms. Laurie A. Murray, City Manager, City of La Palma
Mr. Israel M. Guevara, Administrative Manager, Property Tax Section, Orange County

Attachment

Approved RPTTF Distribution For the period of July 1, 2019 through June 30, 2020			
	ROPS A Period	ROPS B Period	ROPS 19-20 Total
RPTTF Requested	\$ 629,025	\$ 292,765	\$ 921,790
Administrative RPTTF Requested	124,450	124,450	248,900
Total RPTTF Requested	753,475	417,215	1,170,690
RPTTF Requested	629,025	292,765	921,790
<u>Adjustment</u>			
Item No. 4	(40,735)	0	(40,735)
RPTTF Authorized	588,290	292,765	881,055
Administrative RPTTF Authorized	124,450	124,450	248,900
Total RPTTF Authorized for Obligations	712,740	417,215	1,129,955
Prior Period Adjustment	(8,837)	0	(8,837)
Total RPTTF Approved for Distribution	\$ 703,903	\$ 417,215	\$ 1,121,118

Orange Countywide Oversight Board

Date: 1/28/2020

Agenda Item No. 6F

From: Successor Agency to the Mission Viejo Redevelopment Agency

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

Recommended Action:

Approve resolution approving FY 2020-21 ROPS and Administrative Budget for the Mission Viejo Successor Agency

The Mission Viejo Successor Agency requests approval of the Recognized Obligation Payment Schedule (ROPS) and Administrative Budget for Fiscal Year 2020-21.

The Successor Agency to the Community Development Agency of the City of Mission Viejo (Successor Agency) is performing its functions under the Dissolution Law, Division 24, Parts 1.8 and 1.85 of the Health and Safety Code, as amended by Assembly Bill 1484 and other subsequent legislation (together, as amended, the “Dissolution Law”), to administer the enforceable obligations and otherwise unwind the former Agency's affairs, all subject to the review and approval by the seven-member Oversight Board. Under Section 34171(h) of Part 1.85, as amended, the ROPS is “the document setting forth the minimum payment amounts required by enforceable obligations for each fiscal year as provided in subdivision (o) of Section 34177.” Under the dates in the Dissolution Law, the Successor Agency and Oversight Board are required to consider and adopt the ROPS for the 20-21 fiscal period of July 1, 2020 to June 30, 2021, and submit such approved FY 20-21 ROPS to the Department of Finance (DOF) on or before February 1, 2020.

The FY 20-21 ROPS attached to the Oversight Board resolution included with this agenda report sets forth comparable listings of the Enforceable Obligations listed in prior ROPS and include:

Line item no. 1 – Mall Bond debt service payment pledge under the Pledge Agreement between the former redevelopment agency and the Mission Viejo Community Development Financing Authority. The amount requested of \$1,731,989 is equal to the debt service payment required during FY 20-21 and less than the property tax increment generated from specific parcels that comprise the Mall Bond site that are required for debt service payment under the Pledge Agreement in the amount of \$1,749,700.

Line item no. 4 – Payments for services of \$16,500 to calculate net tax increment revenue obligated under the Pledge Agreement for debt service payment to the Mall Bond trustee under line item no. 1. This calculation is performed 3 times a year.

Line item no. 58 – Estimated payments of \$7,500 to Mall Bond trustee for annual trustee fees.

Also included as part of the ROPS is the FY 20-21 administrative budget of \$250,000 on line item no. 27, an amount allowed under dissolution law. This amount is consistent with the amount requested and approved by all prior Oversight Boards and the Department of Finance (DOF) in each year of redevelopment dissolution. Attached is a line item budget justifying administrative costs. Direct personnel costs are based on time projected to be spent by staff during fiscal year 2020-21. Those employees listed are expected to perform duties directly related to Successor Agency and former redevelopment agency matters and an exhaustive list of various tasks performed by each employee has also been provided to assist the Oversight Board in understanding the City's time commitment to Successor Agency matters. Some specific examples include: processing invoices, preparing staff reports, preparing and executing resolutions, attending meetings, preparing monthly bank reconciliations and treasurer's reports and

executing wire transfers. Other direct costs are estimates of costs anticipated during FY 20-21. These will include legal costs, annual audit fees and other miscellaneous expenses. Indirect costs are based on the approved FY 20-21 budget and have a relationship to Successor Agency operations. As an example, in order to conduct Successor Agency business, staff must utilize a wide range of software programs that run on the Information Technology (IT) network, including accounting software, Outlook, Microsoft Office, PDF, agenda preparation software, document imaging software, etc. Therefore, it is necessary to allocate a percentage of cost of the IT program to the Successor Agency. The percentage used to estimate indirect costs for FY 20-21 is 2.0%. This is based on the projected direct time of employees as compared to total annual hours of 2,080 per employee. In comparison, the total revenue and expenses of the Successor Agency in comparison with the General Fund 2020-21 budget is 3%.

A request was made to provide Department of Finance (DOF) determination letters that might pertain to the administrative budget discussion. The determination letters for 19-20 and 18-19 include paragraphs that state the following:

The administrative costs claimed are within the fiscal year administrative cap pursuant to HSC section 34171 (b)(3). However, Finance notes the Oversight Board (OB) has approved an amount that appears excessive, given the number and nature of the obligations listed on the ROPS. HSC section 34179(i) requires the OB to exercise a fiduciary duty to the taxing entities. Therefore, Finance encourages the OB to apply adequate oversight when evaluating the administrative resources necessary to successfully wind-down the Agency.

The City acknowledges that based on the number of line items remaining on the ROPS, there is an appearance that activity for the Mission Viejo Successor Agency is minimal. However, there are substantive issues that are on-going with former redevelopment agreements related to the Mall Bond issue (ROPS enforceable obligation line items 1,4, 37 and 58) and the Kaleidoscope Center development (previously reported line item 24) that DOF has repeatedly reclassified to the administrative allowance. By denying direct funding for these activities and forcing these activities off the ROPS as separate enforceable obligations, this gives the appearance that there is less going on related to the Successor Agency than there really is. Attached are determination letters for ROPS periods 17-18, 15-16A and 15-16B that demonstrate DOF actions of reclassifying line item requests to the administrative allowance. In summary, DOF reclassified \$71,000 for 15-16A, \$165,000 for 15-16B, and \$96,500 for 17-18. It should also be noted that there is a fixed amount cost associated with general administration that has no nexus to the number of ROPS line items. For example, regardless of whether there is one ROPS line item with 1 disbursement a year or 20 ROPS line items with 100 disbursements a year, our agency still has to prepare 12 bank reconciliations and 12 treasurer's reports every year.

To further assist the Oversight Board, an attachment has been provided that summarizes some of the more substantive activities of the Successor Agency that have been re-classified to the administrative allowance by DOF. In summary, the most significant issues expected during FY 20-21 related to the Mall Bond covenants are on-Site improvements for the NCA development, landscaping issues, tenant issues as a primary pad will be vacated by Forever 21 and needs to be replaced, and misuse of the parking structures by the Mall owners. The most significant issues expected during FY 20-21 related to the Kaleidoscope OPA covenants is landscaping issues, tenant issues, and the on-going efforts to sell the property by the current owners.

The amended ROPS was presented and approved by the Mission Viejo Successor Agency on January 14, 2020. Mission Viejo Successor Agency Resolution 20-01 is attached documenting their action.

The Mission Viejo Successor Agency requests that the Orange Countywide Oversight Board adopt the attached Resolution approving the FY 20-21 ROPS and Administrative Budget for the Mission Viejo Successor Agency.

Impact on Taxing Entities

Amounts approved for distribution from Mission Viejo's Redevelopment Property Tax Trust Fund (RPTTF) for the 2020-21 period in the amount of \$2,005,989 are funds that will not be available for distribution to all other taxing entities. Mission Viejo's taxing entities include: County of Orange, County of Orange Flood Control District, County of Orange Harbors, Beaches & Parks County Service Area #26, Orange County Fire Authority, Orange County Superintendent of Schools, Saddleback Community College District; Capistrano Unified School District, Saddleback Valley Unified School District and the Mission Viejo Library.

Staff Contact(s)

Cheryl Dyas, Director of Administrative Services
cdyas@cityofmissionviejo.org
949-470-3082

Attachments

1. Orange Countywide Oversight Board Resolution
2. Mission Viejo ROPS 20-21
3. Mission Viejo Administrative Budget 20-21
4. Mission Viejo Resolution 20-01
5. Mission Viejo ROPS 19-20
6. Mission Viejo ROPS 18-19
7. Mission Viejo Amended ROPS 18-19
8. DOF Determination Letter 19-20
9. DOF Determination Letter 18-19
10. DOF Amended Determination Letter 18-19
11. DOF Determination Letter 17-18
12. DOF Determination Letter 15-16A
13. DOF Determination Letter 15-16B
14. Supplemental Memo - Activities Reclassed to the Administrative Budget by the Department of Finance

Resolution No. 20-____

A RESOLUTION OF THE ORANGE COUNTYWIDE OVERSIGHT BOARD WITH OVERSIGHT OF THE SUCCESSOR AGENCY TO THE MISSION VIEJO REDEVELOPMENT AGENCY APPROVING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR THE 20-21 FISCAL PERIOD OF JULY 1, 2020 TO JUNE 30, 2021, SUBJECT TO SUBMITTAL TO, AND REVIEW BY, THE STATE DEPARTMENT OF FINANCE UNDER CALIFORNIA HEALTH AND SAFETY CODE, DIVISION 24, PART 1.85, AND AUTHORIZING THE POSTING AND TRANSMITTAL THEREOF

WHEREAS, the former Community Development Agency of the City of Mission Viejo (“former Agency”) was established as a community redevelopment agency that was organized and existing under the California Community Redevelopment Law, Health and Safety Code Section 33000, *et seq.*, and previously authorized to transact business and exercise powers of a redevelopment agency by action of the City Council of the City of Mission Viejo (“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, as amended, the “Dissolution Law”); and

WHEREAS, as of February 1, 2012 the former Agency was dissolved under the Dissolution Law, and, as a separate public entity, corporate and politic, the Successor Agency to the Community Development Agency of the City of Mission Viejo (“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; and

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

WHEREAS, as of, on and after July 1, 2018 under Dissolution Law, in particular Sections 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 here; and

WHEREAS, every oversight board, both the prior local oversight board and this Orange Countywide Oversight Board (“Oversight Board”), has fiduciary responsibilities to the holders of enforceable obligations and to the taxing entities that benefit from distributions of property tax and other revenues under Dissolution Law, in particular Sections 34188; and

WHEREAS, Sections 34177(m), 34177(o) and 34179 provide that each Recognized Obligation Payment Schedule (“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 of California, Department of Finance (“DOF”); and

WHEREAS, Section 34177(o) of the Dissolution Law requires that the annual ROPS for the 20-21 fiscal period of July 1, 2020 to June 30, 2021 (“ROPS 20-21”) shall be submitted to the DOF by the Successor Agency, after approval by the Oversight Board, no later than February 1, 2020; and

WHEREAS, the Oversight Board has reviewed the ROPS 20-21 presented by the Successor Agency and desires to approve the ROPS 20-21, including the FY 20-21 Administrative Budget included therewith, and to authorize the Successor Agency, to cause posting of ROPS 20-21 on the City’s website: (www.cityofmissionviejo.org) and to direct transmittal of such ROPS to the DOF, with copies to the County Auditor-Controller and the State Controller’s Office;

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

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

Section 2. The Oversight Board hereby approves the ROPS 20-21, along with the Administrative Budget for FY 20-21 that is included therewith as Attachment 1 and 2, and incorporated by this reference, all under the requirements of the Dissolution Law.

Section 3. The Oversight Board authorizes transmittal of ROPS 20-21 to the DOF, with copies to the County Auditor-Controller and the State Controller’s Office.

Section 4. The Director of Administrative Services of the Successor Agency, or her authorized designee(s), is directed to post this Resolution, including ROPS 20-21, on the City’s website (www.cityofmissionviejo.org) under the Dissolution Law.

Section 5. Under 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 under 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.

Recognized Obligation Payment Schedule (ROPS 20-21) - Summary
Filed for the July 1, 2020 through June 30, 2021 Period

Successor Agency: Mission Viejo

County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)	20-21A Total (July - December)	20-21B Total (January - June)	ROPS 20-21 Total
A Enforceable Obligations Funded as Follows (B+C+D)	\$ -	\$ -	\$ -
B Bond Proceeds	-	-	-
C Reserve Balance	-	-	-
D Other Funds	-	-	-
E Redevelopment Property Tax Trust Fund (RPTTF) (F+G)	\$ 994,672	\$ 1,011,317	\$ 2,005,989
F RPTTF	869,672	886,317	1,755,989
G Administrative RPTTF	125,000	125,000	250,000
H Current Period Enforceable Obligations (A+E)	\$ 994,672	\$ 1,011,317	\$ 2,005,989

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

Mission Viejo
Recognized Obligation Payment Schedule (ROPS 20-21) - ROPS Detail
July 1, 2020 through June 30, 2021

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$17,018,442		\$2,005,989	\$-	\$-	\$-	\$869,672	\$125,000	\$994,672	\$-	\$-	\$-	\$886,317	\$125,000	\$1,011,317
1	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Bonds Issued On or Before 12/31/10	05/01/1999	09/01/2028	BNY Mellon Corporate Trust	Bond Pledge	1	15,507,490	N	\$1,731,989	-	-	-	861,422	-	\$861,422	-	-	-	870,567	-	\$870,567
2	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	OPA/DDA/ Construction	02/20/2012	09/01/2028	Stradling Yocca Carlson Rauth	OPA-Bond/ Covenant Compliance	1	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
4	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Fees	07/01/2010	09/01/2028	HdL Coren & Cone	Net Tax Increment Calculations per Pledge Agreement	1	148,500	N	\$16,500	-	-	-	8,250	-	\$8,250	-	-	-	8,250	-	\$8,250
7	Camino Capistrano Bridge Improvements	OPA/DDA/ Construction	02/20/2012	06/30/2033	Stradling Yocca Carlson Rauth	Project Development	1	50,000	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
8	Camino Capistrano Bridge Improvements	OPA/DDA/ Construction	09/04/2002	06/30/2033	Davis Company	Economic Planning	1	50,000	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
27	Administration	Admin Costs	02/01/2012	06/30/2033	City of Mission Viejo	Administration	1	250,000	N	\$250,000	-	-	-	-	125,000	\$125,000	-	-	-	-	125,000	\$125,000
33	Camino Capistrano Bridge Improvements	Improvement/ Infrastructure	01/27/1993	06/30/2033	Contractor	Construction of Improvements	1	939,052	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
37	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project	Bonds Issued On or Before 12/31/10	07/01/2014	06/30/2028	Arbitrage Compliance Specialists, Inc.	Arbitrage rebate calculation	1	5,900	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
58	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Bonds Issued On or Before 12/31/10	05/01/1999	09/01/2028	BNY Mellon Trust	Bond Trustee fees	1	67,500	N	\$7,500	-	-	-	-	-	\$-	-	-	-	7,500	-	\$7,500

Mission Viejo
Recognized Obligation Payment Schedule (ROPS 20-21) - Report of Cash Balances
July 1, 2017 through June 30, 2018
(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.							
A	B	C	D	E	F	G	H
	ROPS 17-18 Cash Balances (07/01/17 - 06/30/18)	Fund Sources					Comments
		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 07/01/17) RPTTF amount should exclude "A" period distribution amount.	-	-	473,564	7,100	-	
2	Revenue/Income (Actual 06/30/18) RPTTF amount should tie to the ROPS 17-18 total distribution from the County Auditor-Controller	-	-	-	-	2,384,516	
3	Expenditures for ROPS 17-18 Enforceable Obligations (Actual 06/30/18)	-	-	-	-	2,127,440	
4	Retention of Available Cash Balance (Actual 06/30/18) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)	-	-	473,564	7,100	-	
5	ROPS 17-18 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 17-18 PPA form submitted to the CAC		No entry required			257,076	
6	Ending Actual Available Cash Balance (06/30/18) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)	\$-	\$-	\$-	\$-	\$-	

Mission Viejo
Recognized Obligation Payment Schedule (ROPS 20-21) - Notes
July 1, 2020 through June 30, 2021

Item #	Notes/Comments
1	None
2	
4	
7	
8	
27	
33	
37	
58	

**City of Mission Viejo
FY 20/21
Administrative Allowance Budget**

		<u>Fiscal Year</u> <u>2020/2021</u> <u>Costs</u>	<u>Hourly</u> <u>Rate</u>	<u>Successor</u> <u>Agency</u> <u>Hours</u>	<u>SA</u> <u>Administration</u>	<u>% of Time</u> <u>Spent on SA</u> <u>Issues</u>
<i>Direct Personnel Costs</i>	<i>Department</i>					
City Manager	City Manager	\$ 379,664	\$ 182.53	36.00	\$ 6,571	1.73%
Assistant City Manager/Director of Public Services	City Manager	324,371	155.95	36.00	5,614	1.73%
Executive Administrator	City Manager	126,700	60.91	12.00	731	0.58%
City Council	City Council	127,805	61.44	7.25	445	0.35%
City Clerk	City Clerk	130,356	62.67	8.00	501	0.38%
Director of Administrative Services	Administrative Services	267,028	128.38	112.00	14,378	5.38%
AS Manager-Treasury	Administrative Services	143,849	69.16	77.00	5,325	3.70%
AS Manager-Accounting	Administrative Services	149,123	71.69	49.00	3,513	2.36%
Treasury Analyst	Administrative Services	114,243	54.92	122.75	6,742	5.90%
Accountant	Administrative Services	89,634	43.09	50.00	2,155	2.40%
Junior Accountant	Administrative Services	88,373	42.49	22.00	935	1.06%
Payroll Technician	Administrative Services	74,202	35.67	39.00	1,391	1.88%
AS Manager-Budget & Purchasing	Administrative Services	143,950	69.21	20.00	1,384	0.96%
AS Analyst	Administrative Services	109,074	52.44	54.25	2,845	2.61%
Administrative Assistant	Administrative Services	71,689	34.47	10.00	345	0.48%
Community Development Director	Community Development	271,988	130.76	18.00	2,354	0.87%
Planning Technician	Community Development	106,803	51.35	13.00	668	0.63%
Section 115 pension trust payment		37,413			748	
Total Direct Personnel Costs					56,645	
<i>Other Direct Costs</i>						
Attorneys						
Stradling Yocca Carlson & Rauth	SA Attorney				15,000	
Lozano Smith	City Attorney				1,000	
Audit Fees					2,400	
Bank Fees/Delivery/Postage/Office Supplies/Meeting costs					200	
Total Other Direct Cost					18,600	
<i>Indirect Costs (applied at 2.0% of total cost)</i>						
Central Service Departments (per 6/19 cost study)						
Interdepartmental		2,093,475			41,870	
City Council Administration (non-payroll)		60,453			1,209	
Commissions		84,618			1,692	
City Manager Administration (non-payroll)		282,315			5,646	
City Clerk Administration (non-payroll)		11,386			228	
Council Support (non-payroll)		3,600			72	
Elections (non-payroll)		73,200			1,464	
Administrative Services Admin (non-payroll)		13,984			280	
Accounting and Payroll (non-payroll)		18,613			372	
Financial Planning and Budget (non-payroll)		2,580			52	
Purchasing (non-payroll)		1,330			27	
Treasury (non-payroll)		86,500			1,730	
Risk Management		291,034			5,821	
Human Resources		434,145			8,683	
Information Technology		3,395,267			67,905	
Fleet Maintenance		169,165			3,383	
Facilities Maintenance		659,467			13,189	
Cable Television		208,592			4,172	
Community Development Admin (non-payroll)		32,904			658	
Community Development-Current Planning		466,972			9,316	
Community Development-Code Enforcement		349,297			6,986	
Total Indirect Cost					174,755	
Total Successor Agency Admin Allowance Cost					\$ 250,000	

City of Mission Viejo
FY 20/21
Administrative Allowance
Personnel Justification

<i>Position</i>	<i>Department</i>	<i>Summary of Job Duties Pertaining to Successor Agency</i>	<i>Hours</i>	<i>Frequency</i>	<i>Total</i>
City Manager	City Manager	Oversees the entire dissolution process. Attend 4 SA meetings. Review all SA related documents including agenda reports for both SA and OB meetings, and resolutions. Oversee contract with the City Attorney in relation to SA matters, including processing invoices and contract amendments. Oversee the activity at the Mall. Meets with the Mall manager regularly to discuss compliance with Mall Bond covenants, including uses of parking structure, tenancy and maintenance issues. Meets monthly with the Director of Community Development for updates on the NCA development located on the Mall Bond site property and parking structure use issues. Meets with the Kaleidoscope manager regularly to discuss compliance with the covenants on that property, including tenancy, signage and maintenance issues. Owners of Kaleidoscope have been actively trying to sell this property each attempted sell includes communication with potential buyers to communicate covenant requirements on property.	3	12	<u>36</u>
Total City Manager					36
Assistant City Manager/Director of Public Services	City Manager	Provides support to the CM on oversight of entire dissolution process. Attend 2 SA meetings. Review SA related documents including agenda reports and resolutions. Oversee the activity at the Mall. Meets with the Mall manager regularly to discuss compliance with Mall Bond covenants, including uses of parking structure, tenancy and maintenance issues. Review and approve plans related to the NCA development located on the Mall Bond site property. Meets with the Kaleidoscope manager regularly to discuss compliance with the covenants on that property, including tenancy, signage and maintenance issues. Owners of Kaleidoscope have been actively trying to sell this property each attempted sell includes communication with potential buyers to communicate covenant requirements on property.	3	12	<u>36</u>
Total Assistant City Manager					36
Executive Administrator	City Manager	Direct assistant to the City Manager and Asst City Manager in SA and OB related meetings, transaction processing (i.e. meet and confer related travel requests) and document prep. Estimate is equal to 1 hours per month.	1	12	<u>12</u>
Total Senior Executive Assistant					12
City Council	City Council	Attendance at Successor Agency Meetings for 5 members	1.25	4	5
		Attendance at Successor Agency agenda planning mtgs for 2 members	0.5	4	2
		Execution of SA resolutions by Mayor	0.25	1	<u>0.25</u>
Total City Council					7.25

**City of Mission Viejo
FY 20/21
Administrative Allowance
Personnel Justification**

<i>Position</i>	<i>Department</i>	<i>Summary of Job Duties Pertaining to Successor Agency</i>	<i>Hours</i>	<i>Frequency</i>	<i>Total</i>
City Clerk	City Clerk	Preparation of Successor Agency Board meetings, including review of agenda	0.25	4	1
		Preparation of Successor Agency Board agendas	0.25	4	1
		Attendance at Successor Agency Board meetings	0.25	4	1
		Attendance at Successor Agency agenda planning meetings	0.25	4	1
		Preparation of minutes of Successor Agency Board meetings	0.25	4	1
		Review and execution of SA resolutions	0.25	1	1
		Filing and posting of SA resolutions in City document system	0.5	1	1
		Processing SA related public requests under the Brown Act	1	1	1
Total City Clerk					8
Director of Administrative Services	Administrative Services	Review monthly Treasurer's Reports	0.25	12	3
		Approve weekly invoices and approve check run	0.25	26	6.5
		Prep of FY 21/22 ROPS, including admin budget	10	1	10
		Prep of ROPS agenda report and materials	2	2	4
		Attendance at SA meetings	0.25	8	2
		Prep of OB agenda report and materials	2	2	4
		Attendance at OB meetings	3	2	6
		Maintain ROPS cash flow worksheet	5	4	20
		Response to DOF 21/22 ROPS review	2	1	2
		Prep of FY 18/19 PPA	15	1	15
		Response to A-C 18/19 PPA review	2	1	2
		Review Mall Bond spreadsheets (quarterly activity)	1	4	4
		Review Mall Bond property tax calulations prepared by consultant	0.5	3	1.5
		Process wire transfer requests	0.25	2	0.5
		Review annual Mall Bond rolling reserve letter to trustee	0.5	1	0.5
		Quarterly review of financial activity	0.5	3	1.5
		Year end review of financial activity	1	1	1
		Review A-C RPTTF reports	0.25	2	0.5
		Audit issues and prep of FY 19/20 CAFR	4	1	4
		Miscellaneous issues	2	12	24
Total Director of Admin Services					112

**City of Mission Viejo
FY 20/21
Administrative Allowance
Personnel Justification**

Position	Department	Summary of Job Duties Pertaining to Successor Agency	Hours	Frequency	Total
AS Manager-Treasury	Administrative Services	Review monthly Treasurer's Reports	0.5	12	6
		Review Mall Bond sales tax calculations	0.5	2	1
		Review Mall Bond property tax calulations prepared by consultant	0.5	3	1.5
		Mall Bond document review, misc. inquiries	2	6	12
		Prep of FY 21/22 ROPS	3	1	3
		Prep of ROPS agenda report and materials	1	2	2
		Attendance at SA meetings	0.25	4	1
		Prep of OB agenda report and materials	1	2	2
		Attendance at OB meetings	3	2	6
		Attendance of OB meetings	1	1	1
		Review Mall Bond spreadsheets (montly activity)	1	12	12
		Process wire transfer requests	0.25	2	0.5
		Review annual trustee statements and approve for payment	0.5	2	1
		Review annual Mall Bond rolling reserve letter to trustee	1	1	1
		Audit issues and prep of FY 19/20 CAFR	3	1	3
		Miscellaneous issues	2	12	24
		Total AS Manager-Treasury			
AS Manager-Accounting	Administrative Services	Review and final approval of all journal entries for quarterly close	0.25	12	3
		Review payroll entries in general ledger	0.5	26	13
		Review of accounts payable coding of SA invoices before processing	0.25	40	10
		Review Mall Bond statement JE's	0.5	12	6
		Analytical review of all monthly financial transactions	0.25	12	3
		Process quarterly admin reimbursement requests	1	4	4
		Successor Agency dissolution law and accounting training	1	1	1
		Maintain chart of accounts for Successor Agency	1	1	1
		Prepare/process/review entries to close SA funds for fiscal year	2	1	2
		Preparation of SA documents for interim audit for FY 20/21; meeting with auditors	3	1	3
		Training and preparation of SSRS reports in Munis	0	1	0
		Preparation of annual CAFR for FY 19/20	3	1	3
		Total AS Manager-Accounting			

City of Mission Viejo
FY 20/21
Administrative Allowance
Personnel Justification

Position	Department	Summary of Job Duties Pertaining to Successor Agency	Hours	Frequency	Total
Treasury Analyst	Administrative Services	Review daily cash in bank account on a daily basis and prepare report for review by Treasury Manager and Director	0.25	247	61.75
		Prepare monthly Treasurer's Report	0.75	12	9
		Bank reconciliation	0.5	12	6
		Quarterly transaction and file maintenance	1	4	4
		Processing check requests for a/p invoices	0.5	6	3
		Update Mall Bond spreadsheets	1	12	12
		Prepare Rolling Reserve letter to bond trustee	4	1	4
		Prepare and process Mall Bond monthly transactions	0.5	12	6
		Maintain cash and investment accounts/resolve banking issues	0.5	6	3
		Prepare wire transfer requests and process transactions	1	2	2
		Miscellaneous issues	1	12	12
		Total Treasury Analyst			
Accountant	Administrative Services	Review accounts payable before final posting	0.25	40	10
		Prepare and process journal entries for quarterly close	0.25	12	3
		Preparation of monthly bank reconciliation	0	12	0
		Review payroll entries in general ledger	0.5	26	13
		Preparation of Mall Bond monthly transactions	1	12	12
		Preparation of SA docs for interim audit FY 20/21	3	1	3
		Preparation of CAFR for FY 19/20	2	1	2
		Prepare and maintain SSRS reports in Munis	0.5	12	6
		Successor Agency accounting training	1	1	1
Total Accountant					50
Junior Accountant	Administrative Services	Review SA accounts payable invoices; issuing checks and preparing check registers	0.5	40	20
		Preparation of CAFR for FY 19/20	1	1	1
		Successor Agency accounting training	1	1	1
Total Junior Accountant					22
Payroll Technician	Administrative Services	Processing of timesheets for all employees including City employees performing direct duties for Successor Agency; Reviewing timesheets for project allocations, including SA related issues; processing paychecks; reviewing all payroll reports for correctness	1	26	26
		Continuation of maintaining payroll in Munis, including project ledger info and integration to track Successor Agency time, ESS.	0.5	26	13
		Total Payroll Technician			

City of Mission Viejo
FY 20/21
Administrative Allowance
Personnel Justification

<i>Position</i>	<i>Department</i>	<i>Summary of Job Duties Pertaining to Successor Agency</i>	<i>Hours</i>	<i>Frequency</i>	<i>Total</i>
AS Manager-Budget & Purchasing	Administrative Services	Set up/Manage of Successor Agency Chart of Accounts	2	1	2
		Processing purchase orders and contracts	0.5	2	1
		Management of purchase orders/contracts until close	0.25	12	3
		Successor Agency accounting training	1	1	1
		Development of budget (1.5% of 832 hours)	12	1	12
		Training and preparation of SSRS reports in Munis	1	1	<u>1</u>
Total Budget & Purchasing Manager					20
AS Analyst	Administrative Services	General support to the Director of Administrative Services	3	12	36
		Processing purchase orders and contracts	0.5	2	1
		Management of purchase orders/contracts until close	0.25	12	3
		Preparation of Successor Agency staff reports	1	12	12
		Posting of OB resolutions, ROPS and other docs on website	0.5	2	1
		Submittal of docs to DOF	0.25	1	0.25
		Processing SA related public requests under the Brown Act	1	1	<u>1</u>
Total AS Analyst					54.25
Administrative Assistant	Administrative Services	Scan/attach/code accounts payable invoices into accounting system	0.25	40	<u>10</u>
Total Administrative Assistant					10
Community Development Director	Community Development	Monitor development of Mall property in accordance with bond covenants	1.5	12	<u>18</u>
Total CD Director					18
Code Enforcement Officer	Community Development	Code enforcement activities related to bond covenants	0.5	26	<u>13</u>
Total Code Enforcement Officer					13

SUCCESSOR AGENCY RESOLUTION 20-01

A RESOLUTION OF THE SUCCESSOR AGENCY TO THE COMMUNITY DEVELOPMENT AGENCY OF THE CITY OF MISSION VIEJO APPROVING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE 20-21 A-B FOR THE ANNUAL FISCAL PERIOD OF JULY 1, 2020 TO JUNE 30, 2021, SUBJECT TO SUBMITTAL TO, AND REVIEW BY THE ORANGE COUNTYWIDE OVERSIGHT BOARD AND THE DEPARTMENT OF FINANCE UNDER THE DIVISION 24, PART 1.85 OF THE CALIFORNIA HEALTH AND SAFETY CODE, AND AUTHORIZING THE POSTING AND TRANSMITTAL THEREOF

WHEREAS, the former Community Development Agency of the City of Mission Viejo ("former Agency") was established as a community redevelopment agency that was organized and existing under the California Community Redevelopment Law, Health and Safety Code Section 33000, *et seq.*, and previously authorized to transact business and exercise powers of a redevelopment agency by action of the City Council of the City of Mission Viejo ("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, as amended, the "Dissolution Law"); and

WHEREAS, as of February 1, 2012 the former Agency was dissolved under the Dissolution Law, and, as a separate public entity, corporate and politic, the Successor Agency to the Community Development Agency of the City of Mission Viejo ("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 Dissolution Law, in particular Sections 34179 and 34180, all Mission Viejo Successor Agency actions were subject to the review and approval by a local seven-member oversight board, which oversaw and administered the Mission Viejo Successor Agency activities during the period from dissolution until June 30, 2018; and

WHEREAS, as of, on and after July 1, 2018 under Dissolution Law, in particular Sections 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 here; and

WHEREAS, every oversight board, both the prior local oversight board and this newly established Orange Countywide Oversight Board, has fiduciary responsibilities to the holders of enforceable obligations and to the taxing entities that benefit from distributions of property tax and other revenues under Dissolution Law, in particular Sections 34188; and

WHEREAS, Sections 34177(m), 34177(o) and 34179 provide that each Recognized Obligation Payment Schedule ("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 of California, Department of Finance ("DOF"); and

WHEREAS, Section 34177(o) of the Dissolution Law requires that the annual ROPS for the 20-21 A-B fiscal period of July 1, 2020 to June 30, 2021 ("ROPS 20-21 A-B") shall be submitted to the DOF by the Successor Agency, after approval by the Oversight Board, no later than February 1, 2020; and to submit a copy of the ROPS 20-21 A-B to the County Administrative Officer ("CAO"), the County Auditor-Controller ("CAC"), the State Controller's Office ("SCO") and the DOF at the same time that the Successor Agency submits such ROPS to the Oversight Board for review; and

WHEREAS, the Successor Agency has reviewed the draft ROPS 20-21 A-B, including the FY 20-21 administrative budget, and desires to approve the ROPS 20-21 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 ROPS 20-21 A-B on the Successor Agency website (www.cityofmissionviejo.org).

NOW, THEREFORE, THE SUCCESSOR AGENCY TO THE COMMUNITY DEVELOPMENT AGENCY OF THE CITY OF MISSION VIEJO DOES HEREBY RESOLVE AS FOLLOWS:

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

SECTION 2. The Successor Agency hereby approves the ROPS 20-21 A-B submitted herewith as Attachment 1, which schedule is incorporated herein by this reference, under the requirements of the Dissolution Law; provided however, ROPS 20-21 A-B is approved subject to transmittal of ROPS 20-21 A-B to the Oversight Board for review and approval and a copy of the ROPS is sent concurrently to the CAO, CAC, SCO, and DOF. Further, the Director of Administrative Services or her designee(s), in consultation with legal counsel, is hereby authorized to request and complete meet and confer session(s), if any, 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.

SECTION 3. After approval by the Oversight Board, the Successor Agency authorizes transmittal of the approved ROPS 20-21 A-B again to the CAC, SCO and DOF.

SECTION 4. The Director of Administrative Services of the Successor Agency, or her authorized designee(s), is directed to post this Resolution, including the ROPS 20-21 A-B, on the Successor Agency website (www.cityofmissionviejo.org) under the Dissolution Law.

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

APPROVED AND ADOPTED this 14th day of January 2020.



Brian Goodell, Chair
Successor Agency to the Community
Development Agency of the City of Mission Viejo

STATE OF CALIFORNIA)
COUNTY OF ORANGE) ss.
CITY OF MISSION VIEJO)

I, Kimberly Schmitt, Secretary of the Successor Agency to the Community Development Agency of the City of Mission Viejo, hereby certify that the foregoing resolution was duly adopted by the Successor Agency at a regular meeting held on the 14th day of January 2020, and that it was so adopted by the following vote:

AYES: Bucknum, Goodell, Kelley, Rath, and Sachs
NOES: None
ABSENT: None



Kimberly Schmitt, Secretary
Successor Agency to the Community
Development Agency of the City of Mission Viejo

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

Successor Agency: Mission Viejo
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):	\$ -	\$ -	\$ -
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	-	-	-
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 833,250	\$ 840,750	\$ 1,674,000
F	RPTTF	708,250	715,750	1,424,000
G	Administrative RPTTF	125,000	125,000	250,000
H	Current Period Enforceable Obligations (A+E):	\$ 833,250	\$ 840,750	\$ 1,674,000

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.

Brian Probolsky, Chairman
Name
/s/ [Signature] Title
Signature Date 1/24/19

Mission Viejo 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	
	1 1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Bonds Issued On or Before	5/1/1999	9/1/2028	BNY Mellon Corporate	Bond Pledge	1	\$ 17,884,989	N	\$ 1,674,000	\$ 0	\$ 0	\$ 0	\$ 708,250	\$ 125,000	\$ 833,250	\$ 0	\$ 0	\$ 0	\$ 715,750	\$ 125,000	\$ 840,750
	2 1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	OPA/DDA/Construction	2/20/2012	9/1/2028	Stradling Yocca Carlson Rauth	OPA-Bond/Covenant Compliance	1	16,365,037	N	\$ 1,400,000				700,000		\$ 700,000				700,000		\$ 700,000
	4 1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Fees	7/1/2010	9/1/2028	HdL Coren & Cone	Net Tax Increment Calculations per Pledge Agreement	1	165,000	N	\$ 16,500				8,250		\$ 8,250				8,250		\$ 8,250
	7 Camino Capistrano Bridge Improvements	OPA/DDA/Construction	2/20/2012	6/30/2033	Stradling Yocca Carlson Rauth	Project Development	1	50,000	N	\$ -						\$ -						\$ -
	8 Camino Capistrano Bridge Improvements	OPA/DDA/Construction	9/4/2002	6/30/2033	Davis Company	Economic Planning	1	50,000	N	\$ -						\$ -						\$ -
	24 Owner Participation Agreement - Kaleidoscope	OPA/DDA/Construction	10/30/1995	6/30/2024	Stradling Yocca Carlson Rauth	OPA-Covenant Compliance	1	0	Y	\$ -						\$ -						\$ -
	27 Administration	Admin Costs	2/1/2012	6/30/2033	City of Mission Viejo	Administration	1	250,000	N	\$ 250,000					125,000	\$ 125,000					125,000	\$ 125,000
	33 Camino Capistrano Bridge Improvements	Improvement/Infrastructure	1/27/1993	6/30/2033	Contractor	Construction of Improvements	1	939,052	N	\$ -						\$ -						\$ -
	37 1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Bonds Issued On or Before 12/31/10	7/1/2014	6/30/2019	Arbitrage Compliance Specialists, Inc.	Arbitrage rebate calculation	1	5,900	N	\$ -						\$ -						\$ -
	45 1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Fees	7/1/2014	12/31/2019	City of Mission Viejo/KNN Financial	Variable Rate Bond required Letter of Credit renewal related services and other mall bond consulting services	1	0	Y	\$ -						\$ -						\$ -
	58 1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Bonds Issued On or Before 12/31/10	5/1/1999	9/1/2028	BNY Mellon Trust	Bond Trustee fees	1	60,000	N	\$ 7,500						\$ -				7,500		\$ 7,500
	61 1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Bonds Issued On or Before 12/31/10	5/1/1999	9/1/2028	HdL Coren & Cone	Letter of Credit Renewal	1	0	Y	\$ -						\$ -						\$ -
	62 1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Bonds Issued On or Before 12/31/10	5/1/1999	9/1/2028	Quint & Thimmig or Successor	Letter of Credit Renewal	1	0	Y	\$ -						\$ -						\$ -
	63 Mission Viejo Housing Authority	Housing Entity Admin Cost	2/21/2011	9/1/2028	Mission Viejo Housing Authority	For the ROPS 15-16A and 15-16B periods	1		Y	\$ -						\$ -						\$ -
	64 Mission Viejo Housing Authority	Housing Entity Admin Cost	2/21/2011	9/1/2028	Mission Viejo Housing Authority	For the ROPS 14-15A and 14-15B periods	1		Y	\$ -						\$ -						\$ -
	65 Mission Viejo Housing Authority	Housing Entity Admin Cost	2/21/2011	9/1/2028	Mission Viejo Housing Authority	For the ROPS 16-17 period	1		Y	\$ -						\$ -						\$ -
	66 Mission Viejo Housing Authority	Housing Entity Admin Cost	2/21/2011	9/1/2028	Mission Viejo Housing Authority	For the ROPS 17-18 period			Y	\$ -						\$ -						\$ -
	67 Litigation Settlement	Litigation	2/1/2018	9/1/2028	City of Mission Viejo	Litigation Settlement	1		Y	\$ -						\$ -						\$ -

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

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				Non-Admin and Admin	Comments	
		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.			
1	Beginning Available Cash Balance (Actual 07/01/16) RPTTF amount should exclude "A" period distribution amount							
2	Revenue/Income (Actual 06/30/17) RPTTF amount should tie to the ROPS 16-17 total distribution from the County Auditor-Controller					2,336,420		
3	Expenditures for ROPS 16-17 Enforceable Obligations (Actual 06/30/17)					1,968,784		
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)					0		
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				367,636		
6	Ending Actual Available Cash Balance (06/30/17) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0		

Mission Viejo Recognized Obligation Payment Schedule (ROPS 19-20) - Notes July 1, 2019 through June 30, 2020

[illegible]

**City of Mission Viejo
FY 19/20
Administrative Allowance Budget**


		<u>Fiscal Year</u> <u>2019/2020</u> <u>Costs</u>	<u>Hourly</u> <u>Rate</u>	<u>Successor</u> <u>Agency</u> <u>Hours</u>	<u>SA</u> <u>Administration</u>	<u>% of Time</u> <u>Spent on</u> <u>SA Issues</u>
Direct Personnel Costs	Department					
City Manager	City Manager	\$ 324,864	\$ 156.18	60	\$ 9,371	2.88%
Assistant City Manager/Director of Public Services	City Manager	282,812	135.97	24	3,263	1.15%
Executive Administrator	City Manager	119,486	57.45	24	1,379	1.15%
Senior Executive Assistant	City Manager	35,422	34.06	24	817	1.15%
City Council	City Council	114,435	55.02	5	248	0.22%
City Clerk	City Clerk	243,857	117.24	4	410	0.17%
Deputy City Clerk	City Clerk	125,769	60.47	1	60	0.05%
Records Mangement Coordinator	City Clerk	106,351	51.13	4	205	0.19%
Director of Administrative Services	Administrative Services	250,633	120.50	550	66,273	26.44%
AS Manager-Treasury	Administrative Services	146,592	70.48	150	10,572	7.21%
AS Manager-Accounting	Administrative Services	141,625	68.09	61	4,153	2.93%
Treasury Analyst	Administrative Services	94,453	45.41	337	15,303	16.20%
Junior Accountant	Administrative Services	85,958	41.33	114	4,690	5.46%
Junior Accountant	Administrative Services	86,144	41.42	28	1,160	1.35%
Payroll Technician	Administrative Services	60,278	28.98	78	2,260	3.75%
AS Manager-Budget & Purchasing	Administrative Services	141,204	67.89	30	2,037	1.44%
AS Analyst	Administrative Services	105,070	50.51	36	1,819	1.73%
Accounting Information Specialist	Administrative Services	112,187	67.42	10	657	0.47%
Senior Department Assistant	Administrative Services	90,821	43.66	37	1,594	1.75%
Information Technology Specialist	Information Technology	152,187	73.17	62	4,536	2.98%
Total Direct Personnel Costs					130,808	
Other Direct Costs						
Attorneys						
Stradling Yocca Carlson & Rauth	SA Attorney				15,000	
Lozano Smith	City Attorney				5,000	
Audit Fees					2,000	
Bank Fees/Delivery/Postage/Office Supplies/Meeting costs					1,000	
Total Other Direct Cost					23,000	
Indirect Costs (applied at 3% of total cost)						
General Liability Insurance		713,698			21,411	
Workers Compensation Insurance		177,573			5,327	
Property Insurance		264,513			7,935	
Employee Fidelity Bonds		8,084			243	
Property Tax Administration		203,000			6,090	
Retiree Insurance Program (allocated at 5.6% of payroll)		-			-	
City Hall Facility Maintenance		558,442			16,753	
City Council Admin (non payroll)		36,808			1,104	
City Clerk Council Support (non payroll)		2,450			74	
City Clerk Records Mgmt (non payroll)		6,175			185	
Admin Service Admin (non payroll)		13,807			414	
Acctg/Payroll (non payroll/excludes audit)		40,907			1,227	
Treasury (non payroll)		84,540			2,536	
Human Resources (non payroll)		127,280			3,818	
Community Development Admin		231,994			6,960	
Community Development-Current Planning		445,889			13,377	
Taping/broadcasting SA meetings		27,120			814	
Maintenance of Document Management System		24,000			720	
Maintenance of Granicus System (on line streaming of meetings)		18,700			561	
Maintenance of Ektron (website content mgmt)		10,000			300	
Maintenance of Accounting System		72,000			2,160	
Maintenance of Misc Systems (Microsoft, Cylance, Trustwave, Maas 360, App		237,500			7,125	
General Office Supplies and maintenance supplies		27,735			832	
Finance Copier/Equipment Maintenance		40,750			1,223	
Total Indirect Cost					101,189	
Total Successor Agency Admin Allowance Cost					\$ 254,997	

Recognized Obligation Payment Schedule (ROPS 18-19) - Summary
Filed for the July 1, 2018 through June 30, 2019 Period

Successor Agency: Mission Viejo
County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		18-19A Total (July - December)	18-19B Total (January - June)	ROPS 18-19 Total
A	Enforceable Obligations Funded as Follows (B+C+D):	\$ -	\$ -	\$ -
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	-	-	-
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 913,783	\$ 899,200	\$ 1,812,983
F	RPTTF	788,783	774,200	1,562,983
G	Administrative RPTTF	125,000	125,000	250,000
H	Current Period Enforceable Obligations (A+E):	\$ 913,783	\$ 899,200	\$ 1,812,983

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.

Sherri Butterfield	Chairman
Name	Title
	1/25/2018
Signature	Date

Mission Viejo Recognized Obligation Payment Schedule (ROPS 18-19) - ROPS Detail

July 1, 2018 through June 30, 2019

(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 18-19 Total	18-19A (July - December)					18-19A Total	18-19B (January - June)					18-19B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$ 19,726,585		\$ 1,812,983	\$ -	\$ -	\$ -	\$ 788,783	\$ 125,000	\$ 913,783	\$ -	\$ -	\$ -	\$ 774,200	\$ 125,000	\$ 899,200
2	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	OPA/DDA/Construction	2/20/2012	9/1/2028	Stradling Yocca Carlson Rauth	OPA-Bond/Covenant Compliance	1	17,200,000	N	\$ 1,500,000				750,000		\$ 750,000				750,000		\$ 750,000
3	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Fees	9/4/2002	9/1/2028	Davis Company	Economic Planning	1	-	Y	\$ -						\$ -						\$ -
4	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Fees	7/1/2010	9/1/2028	HdL Coren & Cone	Property Tax Allocation Reporting	1	168,000	N	\$ 16,500				8,250		\$ 8,250				8,250		\$ 8,250
7	Camino Capistrano Bridge Improvements	OPA/DDA/Construction	2/20/2012	6/30/2033	Stradling Yocca Carlson Rauth	Project Development	1	50,000	N	\$ -						\$ -						\$ -
8	Camino Capistrano Bridge Improvements	OPA/DDA/Construction	9/4/2002	6/30/2033	Davis Company	Economic Planning	1	50,000	N	\$ -						\$ -						\$ -
24	Owner Participation Agreement - Kaleidoscope	OPA/DDA/Construction	10/30/1995	6/30/2024	Stradling Yocca Carlson Rauth	OPA-Covenant Compliance	1	-	N	\$ -						\$ -						\$ -
27	Administration	Admin Costs	2/1/2012	6/30/2033	City of Mission Viejo	Administration	1	250,000	N	\$ 250,000					125,000	\$ 125,000					125,000	\$ 125,000
32	City Loans	City/County Loan (Prior 06/28/11), Other	7/30/2009	6/30/2033	City of Mission Viejo	City Loan for redevelopment operations	1	-	Y	\$ -						\$ -						\$ -
33	Camino Capistrano Bridge Improvements	Improvement/Infrastructure	1/27/1993	6/30/2033	Contractor	Construction of Improvements	1	939,052	N	\$ -						\$ -						\$ -
37	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Bonds Issued On or Before 12/31/10	7/1/2014	6/30/2019	Arbitrage Compliance Specialists, Inc.	Arbitrage rebate calculation	1	15,000	N	\$ 2,950						\$ -				2,950		\$ 2,950
45	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Fees	7/1/2014	12/31/2019	City of Mission Viejo/KNN Financial	Variable Rate Bond required Letter of Credit renewal related services and other mall bond consulting services	1	32,000	N	\$ -						\$ -						\$ -
51	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Project Management Costs	3/29/2012	9/1/2028	City of Mission Viejo	OPA Compliance including environmental review and direct project support			Y													
53	SERAF/ERAF Loan Repayment	Legal	2/20/2012	12/31/2033	Stradling Yocca Carlson Rauth	Legal costs related to incorrect County of Orange SERAF calculation	1	-	Y	\$ -						\$ -						\$ -
56	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	RPTTF Shortfall	3/29/2012	9/1/2028	City of Mission Viejo	Legal costs related to incorrect County of Orange RPTTF calculations	1	-	Y	\$ -						\$ -						\$ -
57	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	OPA/DDA/Construction	5/1/1999	9/1/2028	City of Mission Viejo	Construction Project Management	1	-	Y	\$ -						\$ -						\$ -
58	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Bonds Issued On or Before 12/31/10	5/1/1999	9/1/2028	BNY Mellon Trust	Bond Trustee fees	1	97,000	N	\$ 8,000						\$ -				8,000		\$ 8,000
60	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Bonds Issued On or Before 12/31/10	5/1/1999	9/1/2028	City of Mission Viejo	Letter of Credit Renewal	1	-	Y	\$ -						\$ -						\$ -
61	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Bonds Issued On or Before 12/31/10	5/1/1999	9/1/2028	HdL Coren & Cone	Letter of Credit Renewal	1	100,000	N	\$ -						\$ -						\$ -
62	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Bonds Issued On or Before 12/31/10	5/1/1999	9/1/2028	Quint & Thimmig or Successor	Letter of Credit Renewal	1	100,000	N	\$ -						\$ -						\$ -
63	Mission Viejo Housing Authority	Housing Entity Admin Cost	2/21/2011	9/1/2028	Mission Viejo Housing Authority	For the ROPS 15-16A and 15-16B periods	1	150,000	N													
64	Mission Viejo Housing Authority	Housing Entity Admin Cost	2/21/2011	9/1/2028	Mission Viejo Housing Authority	For the ROPS 14-15A and 14-15B periods	1	150,000	N													
65	Mission Viejo Housing Authority	Housing Entity Admin Cost	2/21/2011	9/1/2028	Mission Viejo Housing Authority	For the ROPS 16-17 period	1	150,000	N													
66	Mission Viejo Housing Authority	Housing Entity Admin Cost	2/21/2011	9/1/2028	Mission Viejo Housing Authority	For the ROPS 17-18 period		150,000	N													
67	Litigation Settlement	Litigation	2/1/2018	9/1/2028	City of Mission Viejo	Litigation Settlement	1	25,533	N	\$ 25,533				25,533		\$ 25,533						\$ -
68									N	\$ -						\$ -						\$ -
69									N	\$ -						\$ -						\$ -
70									N	\$ -						\$ -						\$ -
71									N	\$ -						\$ -						\$ -
72									N	\$ -						\$ -						\$ -
73									N	\$ -						\$ -						\$ -
74									N	\$ -						\$ -						\$ -
75									N	\$ -						\$ -						\$ -
76									N	\$ -						\$ -						\$ -
77									N	\$ -						\$ -						\$ -
78									N	\$ -						\$ -						\$ -
79									N	\$ -						\$ -						\$ -
80									N	\$ -						\$ -						\$ -
81									N	\$ -						\$ -						\$ -
82									N	\$ -						\$ -						\$ -
83									N	\$ -						\$ -						\$ -
84									N	\$ -						\$ -						\$ -
85									N	\$ -						\$ -						\$ -
86									N	\$ -						\$ -						\$ -
87									N	\$ -						\$ -						\$ -
88									N	\$ -						\$ -						\$ -
89									N	\$ -						\$ -						\$ -
90									N	\$ -						\$ -						\$ -
91									N	\$ -						\$ -						\$ -

(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	I
	Cash Balance Information for ROPS 15-16 Actuals (07/01/15 - 06/30/16)	Fund Sources						Comments
		Bond Proceeds		Reserve Balance		Other	RPTTF	
		Bonds issued on or before 12/31/10	Bonds issued on or after 01/01/11	Prior ROPS period balances and DDR RPTTF balances retained	Prior ROPS RPTTF distributed as reserve for future period(s)	Rent, grants, interest, etc.	Non-Admin and Admin	
1	Beginning Available Cash Balance (Actual 07/01/15)	-	-	-	-		811	
2	Revenue/Income (Actual 06/30/16) RPTTF amounts should tie to the ROPS 15-16 total distribution from the County Auditor-Controller during June 2015 and January 2016.	-	-	-	-	7,100	2,176,552	
3	Expenditures for ROPS 15-16 Enforceable Obligations (Actual 06/30/16)	-	-	-	-	7,100	2,060,241	
4	Retention of Available Cash Balance (Actual 06/30/16) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)	-	-	-	-	-	-	
5	ROPS 15-16 RPTTF Balances Remaining	No entry required						
6	Ending Actual Available Cash Balance (06/30/16) C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 + 5)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 117,122	

Mission Viejo Recognized Obligation Payment Schedule (ROPS 18-19) - Notes July 1, 2018 through June 30, 2019

[illegible]

Amended Recognized Obligation Payment Schedule (ROPS 18-19B) - Summary

Filed for the January 1, 2019 through June 30, 2019 Period

Successor Agency: Mission Viejo
County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		ROPS 18-19B Authorized Amounts	ROPS 18-19B Requested Adjustments	ROPS 18-19B Amended Total
A	Enforceable Obligations Funded as Follows (B+C+D):	\$ 126,122	\$ -	\$ 126,122
B	Bond Proceeds	-	-	-
C	Reserve Balance	119,022	-	119,022
D	Other Funds	7,100	-	7,100
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 759,828	\$ 33,000	\$ 792,828
F	RPTTF	634,828	33,000	667,828
G	Administrative RPTTF	125,000	-	125,000
H	Current Period Enforceable Obligations (A+E):	\$ 885,950	\$ 33,000	\$ 918,950

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.

Brian Problosky Chairman
Name Title
/s/ _____
Signature Date

Mission Viejo Amended Recognized Obligation Payment Schedule (ROPS 18-19B) - ROPS Detail																
January 1, 2019 through June 30, 2019																
(Report Amounts in Whole Dollars)																
Item #	Project Name/Debt Obligation	Obligation Type	Total Outstanding Balance	AUTHORIZED AMOUNTS					Total	REQUESTED ADJUSTMENTS					Total	Notes
				Fund Sources						Fund Sources						
				Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		
			\$ 19,726,585	\$ -	\$ 119,022	\$ 7,100	\$ 634,828	\$ 125,000	\$ 885,950	\$ -	\$ -	\$ -	\$ 33,000	\$ -	\$ 33,000	
1	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Bonds Issued On or Before OPA/DDA/Construction	\$ 17,200,000	-	119,022	7,100	623,878		\$ 750,000						\$ -	
2	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	OPA/DDA/Construction	\$ 100,000						\$ -						\$ -	
4	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Fees	\$ 168,000						\$ -				33,000		\$ 33,000	FY 2017/18 and 2018/19 amounts requested based on Sections 1(b) and 1(c) of Settlement Agreement in Case No. 34-2016-80002311
7	Camino Capistrano Bridge Improvements	OPA/DDA/Construction	\$ 50,000	-	-	-	-		\$ -						\$ -	
8	Camino Capistrano Bridge Improvements	OPA/DDA/Construction	\$ 50,000	-	-	-	-		\$ -						\$ -	
24	Owner Participation Agreement - Kaleidoscope	OPA/DDA/Construction	\$ -	-	-	-	-		\$ -						\$ -	
27	Administration	Admin Costs	\$ 250,000	-	-	-	-		\$ -						\$ -	
33	Camino Capistrano Bridge Improvements	Improvement/Infrastructure	\$ 939,052	-	-	-	-		\$ -						\$ -	
37	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Bonds Issued On or Before 12/31/10	\$ 15,000	-	-	-	2,950		\$ 2,950						\$ -	
45	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Fees	\$ 32,000	-	-	-	-		\$ -						\$ -	
58	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Bonds Issued On or Before 12/31/10	\$ 97,000	-	-	-	8,000		\$ 8,000						\$ -	
61	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Bonds Issued On or Before 12/31/10	\$ 100,000	-	-	-	-		\$ -						\$ -	
62	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	Bonds Issued On or Before 12/31/10	\$ 100,000	-	-	-	-		\$ -						\$ -	
63	Mission Viejo Housing Authority	Housing Entity Admin Cost	\$ 150,000						\$ -						\$ -	
64	Mission Viejo Housing Authority	Housing Entity Admin Cost	\$ 150,000						\$ -						\$ -	
65	Mission Viejo Housing Authority	Housing Entity Admin Cost	\$ 150,000						\$ -						\$ -	
66	Mission Viejo Housing Authority	Housing Entity Admin Cost	\$ 150,000						\$ -						\$ -	
67	Litigation Settlement	Litigation	\$ 25,533						\$ -						\$ -	



**DEPARTMENT OF
FINANCE**
OFFICE OF THE DIRECTOR

GAVIN NEWSOM - GOVERNOR
STATE CAPITOL ■ ROOM 1145 ■ SACRAMENTO CA ■ 95814-4998 ■ WWW.DOF.CA.GOV

April 15, 2019

Ms. Cheryl Dyas, Director of Administrative Services
City of Mission Viejo
200 Civic Center
Mission Viejo, CA 92691

Dear Ms. Dyas:

Subject: 2019-20 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of Mission Viejo Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2019 through June 30, 2020 (ROPS 19-20) to the California Department of Finance (Finance) on January 29, 2019. Finance has completed its review of the ROPS 19-20.

Based on a sample of line items reviewed and application of the law, Finance is approving all of the items listed on the ROPS 19-20 at this time. However, Finance notes the following:

- The administrative costs claimed are within the fiscal year administrative cap pursuant to HSC section 34171 (b) (3). However, Finance notes the Oversight Board (OB) has approved an amount that appears excessive, given the number and nature of the obligations listed on the ROPS. HSC section 34179 (i) requires the OB to exercise a fiduciary duty to the taxing entities. Therefore, Finance encourages the OB to apply adequate oversight when evaluating the administrative resources necessary to successfully wind-down the Agency.
- Pursuant to HSC section 34186, successor agencies are required to report differences between actual payments and past estimated obligations. Reported differences in Redevelopment Property Tax Trust Fund (RPTTF) are used to offset current RPTTF distributions. The amount of RPTTF approved in the table on Page 3 includes the prior period adjustment resulting from the County Auditor-Controller's (CAC) review of the prior period adjustment form submitted by the Agency.

Based on our review of the prior period adjustment, Finance noted the Agency misspent a portion of excess funds. In the ROPS 15-16 period, the Agency calculated it had incurred \$259,867 in administrative costs; however, because the Agency was only authorized up to \$250,000 for administrative costs, the remaining \$9,867 was paid by the Administrative Cost Allowance received for the ROPS 16-17 period. This is \$9,867 in excess of the maximum amount allowed pursuant to HSC section 34171 (b) (3). Further, pursuant to HSC section 34177 (a) (3), only those payments listed on a ROPS may be made by the Agency from the funds and source specified on the ROPS, up to the amount authorized by Finance. Finance reminds the Agency that funds in excess of the amounts authorized on the ROPS cannot be expended. Any excess funds must be either remitted to the CAC or retained and expended once the Agency receives approval for their use on future ROPS.

If the Agency disagrees with our determination with respect to any items on the ROPS 19-20, except items that are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

[http://dof.ca.gov/Programs/Redevelopment/Meet And Confer/](http://dof.ca.gov/Programs/Redevelopment/Meet_And_Confer/)

The Agency's maximum approved RPTTF distribution for the reporting period is \$1,306,364 as summarized in the Approved RPTTF Distribution table on Page 3 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1 through December 31 period (ROPS A period), and one distribution for the January 1 through June 30 period (ROPS B period) based on Finance approved amounts. Since this determination is for the entire ROPS 19-20 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 19-20. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be denied until the matter is resolved.

The ROPS 19-20 form submitted by the Agency and this determination letter will be posted on our website:

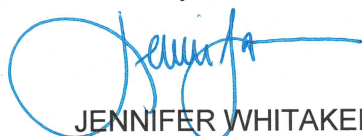
<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 19-20 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

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

Sincerely,



JENNIFER WHITAKER
Program Budget Manager

cc: Ms. Sherry Merrifield, Administrative Assistant, City of Mission Viejo
Mr. Israel M. Guevara, Administrative Manager, Property Tax Section, Orange County

Attachment

Approved RPTTF Distribution For the period of July 1, 2019 through June 30, 2020			
	ROPS A Period	ROPS B Period	ROPS 19-20 Total
RPTTF Requested	\$ 708,250	\$ 715,750	\$ 1,424,000
Administrative RPTTF Requested	125,000	125,000	250,000
Total RPTTF Requested	833,250	840,750	1,674,000
RPTTF Authorized	708,250	715,750	1,424,000
Administrative RPTTF Authorized	125,000	125,000	250,000
Total RPTTF Authorized for Obligations	833,250	840,750	1,674,000
Prior Period Adjustment	(367,636)	0	(367,636)
Total RPTTF Approved for Distribution	\$ 465,614	\$ 840,750	\$ 1,306,364

April 13, 2018

Ms. Cheryl Dyas, Director of Administrative Services
City of Mission Viejo
200 Civic Center
Mission Viejo, CA 92691

Dear Ms. Dyas:

Subject: 2018-19 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of Mission Viejo Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2018 through June 30, 2019 (ROPS 18-19) to the California Department of Finance (Finance) on January 29, 2018.

Finance has completed its review of the ROPS 18-19. Based on a sample of line items reviewed and application of the law, Finance made the following determinations:

- Item Nos. 2, 4, and 67 – Bond Covenant/Compliance, Property Tax Allocation Reporting, and Litigation Settlement costs totaling \$293,533 are not allowed. It is our understanding these items are the subject of ongoing litigation and the Agency has not received a final judicial determination seeking the relief requested. As such, until the matter is resolved, Redevelopment Property Tax Trust Fund (RPTTF) funding for these items is not authorized; therefore, RPTTF in the requested amount of \$52,033 is not approved as specified in the table below:

Item No.	Project Name/Debt Obligation	Amount
2	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project)	\$10,000
4	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project) - Fees	16,500
67	Litigation Settlement	25,533
Total		\$52,033

- The administrative costs are within the fiscal year administrative cap pursuant to HSC section 34171 (b) (3), Finance notes the Oversight Board (OB) has approved an amount that appears excessive, given the number and nature of the obligations listed on the ROPS. HSC section 34179 (i) requires the OB to exercise a fiduciary duty to the taxing entities. Therefore, Finance encourages the OB to apply adequate oversight when evaluating the administrative resources necessary to successfully wind-down the Agency.

- On the ROPS 18-19 form, the Agency reported cash balances and activity for the period July 1, 2015 through June 30, 2016 (ROPS 15-16). According to our review, the Agency has approximately \$7,100 in Other Funds and \$119,022 in RPTTF unexpended from the ROPS 15-16 period, totaling \$126,122, available to fund enforceable obligations on the ROPS 18-19. The unexpended RPTTF funds are considered Reserve Balances. HSC section 34177 (l) (1) (E) requires these balances to be used prior to requesting RPTTF. Therefore, with the Agency's concurrence, the funding source for the following item has been reclassified in the amounts specified below:
 - Item No. 1 – 1999 Series A Mission Viejo Community Development Financing Authority Variable Rate Demand Bonds in the requested RPTTF amount of \$1,500,000 has been partially reclassified. However, this item does not require payment from RPTTF. Therefore, Finance is approving RPTTF in the amount of \$1,373,878, Other Funds in the amount of \$7,100, and Reserve Balances in the amount of \$119,022, totaling \$1,500,000.

Except for the items adjusted, Finance is not objecting to the remaining items listed on the ROPS 18-19. If the Agency disagrees with our determination with respect to any items on the ROPS 18-19, except items which are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

[http://dof.ca.gov/Programs/Redevelopment/Meet And Confer/](http://dof.ca.gov/Programs/Redevelopment/Meet_And_Confer/)

The Agency's maximum approved RPTTF distribution for the reporting period is \$1,634,828 as summarized in the Approved RPTTF Distribution table on Page 4 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1, 2018 through December 31, 2018 period (ROPS A period) and one distribution for the January 1, 2019 through June 30, 2019 period (ROPS B period) based on Finance's approved amounts. Since this determination is for the entire ROPS 18-19 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Pursuant to HSC section 34186 (c), beginning October 1, 2018, the Agency will be required to report the estimated obligations versus actual payments (prior period adjustment) associated with the July 1, 2016 through June 30, 2017 period (ROPS 16-17) to the Orange County Auditor-Controller for review. The Agency will report actual payments for ROPS 16-17 on ROPS 19-20. A prior period adjustment may be applied to the Agency's ROPS 19-20 RPTTF distribution. Therefore, the Agency should retain any unexpended RPTTF from the ROPS 16-17 period.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 18-19. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be deemed denied until the matter is resolved.

The ROPS 18-19 form submitted by the Agency and this determination letter will be posted on our website:

<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 18-19 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

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

Sincerely,



ERIKA LI
Program Budget Manager

cc: Ms. Sherry Merrifield, Administrative Assistant, City of Mission Viejo
Ms. Cindy Wong, Manager, Property Tax Manager, Orange County

Attachment

Approved RPTTF Distribution For the period of July 2018 through June 2019			
	ROPS A Period	ROPS B Period	ROPS 18-19 Total
RPTTF Requested	\$ 788,783	\$ 774,200	\$ 1,562,983
Administrative RPTTF Requested	125,000	125,000	250,000
Total RPTTF Requested	913,783	899,200	1,812,983
RPTTF Requested	788,783	774,200	1,562,983
<u>Adjustments</u>			
Item No. 1	0	(126,122)	(126,122)
Item No. 2	(5,000)	(5,000)	(10,000)
Item No. 4	(8,250)	(8,250)	(16,500)
Item No. 67	(25,533)	0	(25,533)
	(38,783)	(139,372)	(178,155)
RPTTF Authorized	750,000	634,828	1,384,828
Administrative RPTTF Authorized	125,000	125,000	250,000
Total RPTTF Approved for Distribution	\$ 875,000	\$ 759,828	\$ 1,634,828



November 9, 2018

Ms. Cheryl Dyas, Director of Administrative Services
City of Mission Viejo
200 Civic Center
Mission Viejo, CA 92691

Dear Ms. Dyas:

Subject: Amended Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1) (E), the City of Mission Viejo Successor Agency (Agency) submitted an amended Recognized Obligation Payment Schedule for the period January 1, 2019 through June 30, 2019 (Amended ROPS 18-19B) to the California Department of Finance (Finance) on September 23, 2018. Finance has completed its review of the Amended ROPS 18-19B.

Based on our review and application of the law, Finance has made the following determination:

Item No. 4 – Property Tax Allocation Reporting costs for the requested adjustment of \$33,000 in Redevelopment Property Tax Trust Fund (RPTTF) funding is partially allowed. Pursuant to the Settlement Agreement (*City of Mission Viejo, et al. v. State of California et al. Sacramento Superior Court, Case No. 34-2016-80002311*), the Agency has requested \$16,500 due in both the ROPS 17-18 and 18-19 periods. However, it is our understanding the amounts due in ROPS 17-18 have been paid by funds approved by Finance in our review of ROPS 17-18; therefore, no unpaid amounts exist. Of the \$33,000 requested, \$16,500 is ineligible for funding. Therefore, the total amount authorized for the item is \$16,500 (\$33,000 - \$16,500) in RPTTF funding.

The Agency's amended maximum approved RPTTF distribution for the ROPS 18-19B period is \$776,328 as summarized in the Approved RPTTF Distribution table on Page 3 (see Attachment).

Please refer to the ROPS 18-19B schedule used to calculate the total RPTTF approved for distribution:

<http://www.dof.ca.gov/redevelopment/ROPS>

This is Finance's determination related to the funding of enforceable obligations reported on your Amended ROPS 18-19B. Please note there is no Meet and Confer option for the Amended ROPS process, so Finance's determination is final. This determination is effective for this time period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this Amended ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax is limited to the amount of funding available to the Agency in the RPTTF.

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

Sincerely,



ERIKA LI
Program Budget Manager

cc: Ms. Sherry Merrifield, Administrative Assistant, City of Mission Viejo
Mr. Israel M. Guevara, Administrative Manager, Property Tax Section, Orange County

Attachment

Approved RPTTF Distribution	
For the period of January 2019 through June 2019	
Authorized RPTTF on ROPS 18-19B	\$ 634,828
Authorized Administrative RPTTF on ROPS 18-19B	125,000
Total Authorized RPTTF on ROPS 18-19B	759,828
Total Requested 18-19B RPTTF Adjustments	33,000
Finance RPTTF Adjustments	
Item No. 14	(16,500)
Authorized RPTTF 18-19B Adjustments	16,500
Total Finance Authorized 18-19B Adjustments	16,500
Total Amended ROPS 18-19B RPTTF approved for distribution	\$ 776,328



May 17, 2017

Ms. Cheryl Dyas, Director of Administrative Services
City of Mission Viejo
200 Civic Center
Mission Viejo, CA 92691

Dear Ms. Dyas:

Subject: 2017-18 Annual Recognized Obligation Payment Schedule

This letter supersedes the California Department of Finance's (Finance) Recognized Obligation Payment Schedule (ROPS) letter dated April 14, 2017. Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of Mission Viejo Successor Agency (Agency) submitted an annual ROPS for the period of July 1, 2017 through June 30, 2018 (ROPS 17-18) to Finance on January 30, 2017. Subsequently, the Agency requested a Meet and Confer on one or more of the determinations made by Finance. The Meet and Confer was held on May 3, 2017.

Based on a review of additional information and documentation provided to Finance during the Meet and Confer, Finance has completed its review of the specific determinations being disputed:

- Item No. 4 – Property Tax Allocation Reporting in the amount of \$195,000. Finance no longer denies this item. Finance initially denied this item because the contract between the Agency and HDL Coren & Cone (HDL) will expire in June 30, 2017 and the Agency has not provided a new or amended contract. During the Meet and Confer, the Agency provided an amendment to the contract between the Agency and HDL, extending the term of the contract to June 30, 2018 for an annual maximum amount of \$16,500. Although enforceable, the types of services requested are considered general administrative costs and are reclassified to the Agency's Administrative Cost Allowance (ACA).

The Agency also contested Item Nos. 2, 24, 45, 57, and 63 through 66 during the Meet and Confer. However, pursuant to HSC section 34177 (m) (1), items that are the subject of litigation disputing Finance's previous or related determination are not eligible for Meet and Confer. As a result, we continue to make the following determinations:

- Item Nos. 63 through 66 – Mission Viejo Housing Authority Housing Entity Administrative Cost Allowance, outstanding obligation amounts totaling \$600,000, is not allowed. Finance continues to deny these items. Pursuant to HSC section 34171 (p), the housing successor administrative cost allowance is applicable only in cases where the city, county, or city and county that authorized the creation of the Redevelopment Agency (RDA) elected to not assume the housing functions.

The housing successor to the former RDA of the City of Mission Viejo (City) is the City-formed Housing Authority and the Authority operates under the control of the City. The Authority is considered the City under dissolution law pursuant to HSC section 34167.10. Therefore, the \$600,000 (\$150,000 + \$150,000 + \$150,000 + \$150,000) of housing successor administrative allowance requested from RPTTF for the ROPS 17-18 period is not allowed.

- The Agency's claimed administrative costs exceed the allowance by \$96,500. HSC section 34171 (b) (3) limits the fiscal year Administrative Cost Allowance (ACA) to three percent of actual RPTTF distributed in the preceding fiscal year or \$250,000, whichever is greater; not to exceed 50 percent of the RPTTF distributed in the preceding fiscal year. As a result, the Agency's maximum ACA is \$250,000 for the fiscal year 2017-18.

Although \$250,000 is claimed for ACA, Item Nos. 2, 4, 24, 45, and 57 (\$10,000, \$16,500, \$5,000, \$25,000, and \$40,000, respectively), totaling \$96,500, are considered general and administrative and should be counted toward the cap. Therefore, as noted in the table below, \$96,500 of excess ACA is not allowed:

Administrative Cost Allowance Calculation	
Actual RPTTF distributed for fiscal year 2016-17	\$ 2,821,177
Less distributed Administrative RPTTF	(250,000)
RPTTF distributed for 2016-17 after adjustment	2,571,177
ACA Cap for 2017-18 per HSC section 34171 (b)	250,000
ACA requested for 2017-18	250,000
Plus amount reclassified to ACA	96,500
Total ACA	346,500
ACA in Excess of Cap	\$ (96,500)

Further, Finance continues to reclassify these obligations to the ACA. Under dissolution law, HSC section 34171 (b) allows litigation expenses related to assets or obligations to be funded with property tax outside the administrative cap. The Agency contends these items are project related expenses. However, legal services provided by a third party, or legal services related to the Orange County Auditor-Controller's calculations do not fall into any of the following categories that are specifically excluded from the administrative cap as defined by HSC section 34171 (b):

- Any litigation expenses related to assets or obligations,
- Settlements and judgments,
- The costs of maintaining assets prior to disposition, and
- Employee costs associated with work on specific project implementation activities, including, but not limited to, construction inspection, project management, or actual construction, shall be considered project-specific costs

To the extent the Agency can provide documentation to demonstrate these costs relate to specific projects, etc., the Agency may be eligible for funding outside the administrative cost cap on a future ROPS.

Except for the items adjusted, Finance is not objecting to the remaining items listed on the ROPS 17-18.

The Agency's maximum approved RPTTF distribution for the reporting period is \$2,369,551 as summarized in the Approved RPTTF Distribution table on Page 5 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1, 2017 through December 31, 2017 period (ROPS A period), and one distribution for the January 1, 2018 through June 30, 2018 period (ROPS B period) based on Finance's approved amounts. Since Finance's determination is for the entire ROPS 17-18 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

On the ROPS 17-18 form, the Agency reported cash balances and activity for the period of January 1, 2016 through June 30, 2016. Finance reviews the Agency's self-reported cash balances on an ongoing basis. The Agency should be prepared to submit financial records and bridging documents to support the cash balances reported upon request.

The Agency was not required to report the estimated obligations versus actual payments (prior period adjustment) associated with the July 1, 2015 through June 30, 2016 period (ROPS 15-16). The Agency will report actual payments for ROPS 15-16 on ROPS 18-19, pursuant to HSC section 34186 (a) (1). A prior period adjustment may be applied to the Agency's ROPS 18-19 RPTTF distribution. Therefore, the Agency should retain any unexpended ROPS 15-16 RPTTF.

This is Finance's final determination regarding the obligations listed on the ROPS 17-18. This determination only applies to items when funding was requested for the 12-month period.

The ROPS 17-18 form submitted by the Agency and Finance's determination letter will be posted on Finance's website:

<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

Finance's determination is effective for the ROPS 17-18 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of the redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

Ms. Cheryl Dyas
May 17, 2017
Page 4

Please direct inquiries to Anna Kyumba, Supervisor, or Veronica Zalvidea, Lead Analyst, at (916) 322-2985.

Sincerely,

A handwritten signature in blue ink, appearing to read "Justyn Howard", with a stylized flourish at the end.

JUSTYN HOWARD
Program Budget Manager

cc: Ms. Josephine Julian, Treasury Manager, City of Mission Viejo
Mr. Frank Davies, Property Tax Manager, Orange County

Attachment

Approved RPTTF Distribution For the period of July 2017 through June 2018			
	ROPS A Period	ROPS B Period	ROPS 17-18 Total
RPTTF Requested	\$ 1,872,051	\$ 945,500	\$ 2,817,551
Administrative RPTTF Requested	125,000	125,000	250,000
Total RPTTF Requested	1,997,051	1,070,500	3,067,551
RPTTF Requested	1,872,051	945,500	2,817,551
<u>Adjustments</u>			
Item No. 2	(10,000)	0	(10,000)
Item No. 4	(9,000)	(9,000)	(18,000)
Item No. 24	0	(5,000)	(5,000)
Item No. 45	0	(25,000)	(25,000)
Item No. 57	(20,000)	(20,000)	(40,000)
Item No. 63	(150,000)	0	(150,000)
Item No. 64	(150,000)	0	(150,000)
Item No. 65	(150,000)	0	(150,000)
Item No. 66	(75,000)	(75,000)	(150,000)
	(564,000)	(134,000)	(698,000)
RPTTF Authorized	1,308,051	811,500	2,119,551
Administrative RPTTF Requested	125,000	125,000	250,000
<u>Adjustments</u>			
Item No. 2	10,000	0	10,000
Item No. 4	8,250	8,250	16,500
Item No. 24	0	5,000	5,000
Item No. 45	0	25,000	25,000
Item No. 57	20,000	20,000	40,000
	38,250	58,250	96,500
Adjusted Administrative RPTTF	163,250	183,250	346,500
Excess Administrative Costs	0	(96,500)	(96,500)
Administrative RPTTF Authorized	163,250	86,750	250,000
Total RPTTF Approved for Distribution	\$ 1,471,301	\$ 898,250	\$ 2,369,551



REVISED

May 27, 2015

Ms. Cheryl Dyas, Director of Administrative Services
City of Mission Viejo
200 Civic Center
Mission Viejo, CA 92691

Dear Ms. Dyas:

Subject: Recognized Obligation Payment Schedule

This letter supersedes the California Department of Finance's (Finance) Recognized Obligation Payment Schedule (ROPS) letter dated April 12, 2015. Pursuant to Health and Safety Code (HSC) section 34177 (m), the City of Mission Viejo Successor Agency (Agency) submitted a Recognized Obligation Payment Schedule (ROPS 15-16A) to Finance on February 27, 2015, for the period of July through December 2015. Finance issued a ROPS determination letter on April 12, 2015. Subsequently, the Agency requested a Meet and Confer session on one or more of the determinations made by Finance. The Meet and Confer session was held on April 23, 2015.

Based on a review of additional information and documentation provided to Finance during the Meet and Confer process, Finance has completed its review of the specific determinations being disputed.

- Item No. 24 – Kaleidoscope Owner Participation Agreement in the amount of \$35,000. Finance continues to reclassify this obligation to the Agency's Administrative Cost Allowance. HSC section 34171 (b) allows litigation expenses related to assets or obligations to be funded with property tax outside the administrative cap. However, Finance reclassified this item to the administrative cost allowance because it relates to general legal representation and not specifically to bringing or contesting a legal action in court. During the Meet and Confer process, the Agency contended that this item is a project related expense. However, the legal services provided a third party do not fall into any of the following categories that are specifically excluded from the administrative cap as defined by HSC section 34171 (b):
 - Any litigation expenses related to assets or obligations.
 - Settlements and judgments.
 - The costs of maintaining assets prior to disposition.
 - Employee costs associated with work on specific project implementation activities, including, but not limited to, construction inspection, project management, or actual construction, shall be considered project-specific costs.

Although enforceable, the types of services requested are considered general administrative costs and continue to be reclassified.

- Item Nos. 53 and 55 – Legal costs provided by Stradling, Yocca, Carlson, & Rauth related to incorrect Supplemental Educational Revenue Augmentation Fund (SERAF) and Redevelopment Property Tax Trust Funds (RPTTF) calculations totaling \$20,000. Finance no longer denies these items; however, Finance reclassifies these items to the administrative cost allowance. It was our understanding the Agency retained the services of Lozano Smith, LLP for SERAF and RPTTF calculations. HSC section 34171 (d) (1) (F) states that contracts and agreements necessary for the administration or operation of the Agency, including contracts concerning litigation, are enforceable obligations; however, Finance initially denied these items because the legal services from two separate firms for the same issue appears duplicative and unnecessary.

During the Meet and Confer process, the Agency contended that these items are project related expenses. However, the legal services provided a third party does not fall into any of the following categories that are specifically excluded from the administrative cap as defined by HSC section 34171 (b):

- Any litigation expenses related to assets or obligations.
- Settlements and judgments.
- The costs of maintaining assets prior to disposition.
- Employee costs associated with work on specific project implementation activities, including, but not limited to, construction inspection, project management, or actual construction, shall be considered project-specific costs.

Although enforceable, the types of services requested are considered general administrative costs and are being reclassified.

- Item Nos. 54 and 56 – Legal costs provided by Lozano Smith, LLP totaling \$40,000. Finance continues to reclassify Item No. 56 as an administrative cost; however, Finance no longer reclassifies Item No. 54 as an administrative cost, but instead denies Item No. 54. Finance initially determined that the types of services requested are considered general administrative costs and were reclassified. During the Meet and Confer process, the Agency contended that these items are related to litigation services.

For Item No. 54, the Agency provided an invoice for actual costs incurred by the City under the City's agreement with Lozano Smith, LLP. Based on the invoice provided, all of the costs already incurred were billed to the City, not the Agency. As such, the costs related to the litigation that were billed to the City under the City agreement are not an obligation of the Agency. Therefore, Item No. 54 is not an enforceable obligation and not eligible for funding.

For Item No. 56, based on the description of work to be completed, this item does not appear to be related to litigation services. General legal services provided by a third party do not fall into any of the following categories that are specifically excluded from the administrative cap as defined by HSC section 34171 (b):

- Any litigation expenses related to assets or obligations.
- Settlements and judgments.
- The costs of maintaining assets prior to disposition.

- Employee costs associated with work on specific project implementation activities, including, but not limited to, construction inspection, project management, or actual construction, shall be considered project-specific costs.

Although enforceable, the types of services requested for Item No. 56 are considered general administrative costs and continue to be reclassified.

- Item No. 57 – Legal services provided by Lozano Smith, LLP to properly manage preexisting 1999 Variable Rate Demand Bond contracts in the amount of \$60,000. Finance no longer denies this item; however, Finance reclassifies this item to the administrative cost allowance. Finance initially denied this item because no documentation was provided to support the need for these additional compliance services. During the Meet and Confer process, the Agency contended that this item is a project related expense. However, the legal services provided a third party do not fall into any of the following categories that are specifically excluded from the administrative cap as defined by HSC section 34171 (b):
 - Any litigation expenses related to assets or obligations.
 - Settlements and judgments.
 - The costs of maintaining assets prior to disposition.
 - Employee costs associated with work on specific project implementation activities, including, but not limited to, construction inspection, project management, or actual construction, shall be considered project-specific costs.

Although enforceable, the types of services requested are considered general administrative costs and are being reclassified.

Pursuant to HSC section 34186 (a), successor agencies were required to report on the ROPS 15-16A form the estimated obligations and actual payments (prior period adjustments) associated with the July through December 2014 period. HSC section 34186 (a) also specifies prior period adjustments self-reported by successor agencies are subject to audit by the county auditor-controller (CAC) and the State Controller. The amount of RPTTF approved in the table below includes the prior period adjustment resulting from the CAC's review of the Agency's self-reported prior period adjustment.

Except for the items denied in whole or in part or the items that have been reclassified, Finance is not objecting to the remaining items listed on your ROPS 15-16A. The Agency's maximum approved RPTTF distribution for the reporting period is \$1,450,452 as summarized in the Approved RPTTF Distribution table below:

Approved RPTTF Distribution	
For the period of July through December 2015	
Total RPTTF requested for non-administrative obligations	1,346,263
Total RPTTF requested for administrative obligations	125,000
Total RPTTF requested for obligations on ROPS	\$ 1,471,263
Total RPTTF requested for non-administrative obligations	1,346,263
<u>Denied Items</u>	
Item No. 54	(20,000)
<u>Reclassified Items</u>	
Item No. 24	(1,000)
Item No. 53	(10,000)
Item No. 55	(10,000)
Item No. 56	(20,000)
Item No. 57	(30,000)
	(71,000)
Total RPTTF authorized for non-administrative obligations	\$ 1,255,263
Total RPTTF requested for administrative obligations	125,000
<u>Reclassified Items</u>	
Item No. 24	1,000
Item No. 53	10,000
Item No. 55	10,000
Item No. 56	20,000
Item No. 57	30,000
	71,000
Total RPTTF authorized for administrative obligations	\$ 196,000
Total RPTTF authorized for obligations	\$ 1,451,263
ROPS 14-15A prior period adjustment	(811)
Total RPTTF approved for distribution	\$ 1,450,452

Please refer to the ROPS 15-16A schedule that was used to calculate the approved RPTTF amount:

<http://www.dof.ca.gov/redevelopment/ROPS>

This is Finance's final determination related to the enforceable obligations reported on your ROPS for July 1 through December 31, 2015. This determination only applies to items where funding was requested for the six-month period. Finance's determination is effective for this time period only and should not be conclusively relied upon for future periods. All items listed on a future ROPS are subject to a subsequent review and may be denied even if it was or was not denied on this ROPS or a preceding ROPS. The only exception is for those items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (j). Finance's review of items that have received a Final and Conclusive determination is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment that was available prior to the enactment of ABx1 26 and AB 1484. This amount is not and never was an unlimited funding source. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax is limited to the amount of funding available to the agency in the RPTTF.

Pursuant to HSC section 34177 (a) (3), only those payments listed on an approved ROPS may be made by the successor agency from the funds specified in the ROPS. However, if the Agency needs to make payments for approved obligations from another funding source, HSC section 34177 (a) (4) requires the Agency to first obtain oversight board approval.

To the extent proceeds from bonds issued after December 31, 2010 exist and are not encumbered by an enforceable obligation pursuant to HSC section 34171 (d), HSC section 34191.4 (c) (2) (B) requires these proceeds be used to defease the bonds or to purchase those same outstanding bonds on the open market for cancellation.

Please direct inquiries to Evelyn Suess, Dispute Resolution Supervisor, or Mary Halterman, Analyst, at (916) 445-3274.

Sincerely,



JUSTYN HOWARD
Program Budget Manager

cc: Ms. Josephine Julian, Treasury Manager, City of Mission Viejo
Mr. Frank Davies, Property Tax Manager, Orange County
California State Controller's Office



**DEPARTMENT OF
FINANCE**

EDMUND G. BROWN JR. • GOVERNOR

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

December 17, 2015

Ms. Cheryl Dyas, Director of Administrative Services
City of Mission Viejo
200 Civic Center
Mission Viejo, CA 92691

Dear Ms. Dyas:

Subject: Recognized Obligation Payment Schedule

This letter supersedes the California Department of Finance's (Finance) Recognized Obligation Payment Schedule (ROPS) letter dated November 9, 2015. Pursuant to Health and Safety Code (HSC) section 34177 (m), the City of Mission Viejo Successor Agency (Agency) submitted a Recognized Obligation Payment Schedule (ROPS 15-16B) to Finance on September 29, 2015, for the period of January 1 through June 30, 2016. Finance issued a ROPS determination letter on November 9, 2015. Subsequently, the Agency requested a Meet and Confer session on one or more of the determinations made by Finance. The Meet and Confer session was held on November 17, 2015.

Based on a review of additional information and documentation provided to Finance during the Meet and Confer process, Finance has completed its review of the specific determinations being disputed.

- Item No. 2 – Stradling, Yocca, Carlson & Rauth Legal Services in the amount of \$80,000 was not allowed. Finance no longer denies this item; however, Finance reclassifies this item as an administrative cost. It was our understanding this item is related to legal services necessary for the administration of the 1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mall Improvement Project) and new development. However, Finance initially denied this item because the Agency was unable to provide sufficient documentation to support the amounts claimed. During the Meet and Confer process, the Agency contended that the legal services to be provided are project costs related to compliance with the Owner Participation Agreement, Mall Bond documents, and Covenants Agreement. However, legal services provided by a third party are not employee costs associated with work on specific project implementation activities, which are specifically excluded from the administrative cap as defined by HSC section 34171 (b) (5). Therefore, the legal services requested are considered general administrative costs and will be reclassified.
- Item No. 45 – City of Mission Viejo (City)/KNN Financial in the amount of \$30,000 was partially allowed. Finance continues to deny \$5,000 of this item and reclassifies \$25,000 as an administrative cost. Finance initially adjusted this item to \$10,000 because only \$25,000 was supported pursuant to the Agreement for Consultant Services (KNN Financial) provided by the Agency and the Agency received \$15,000 in ROPS 15-16A. During the Meet and Confer process, the Agency contended that the amount requested

is \$25,000 for professional services plus \$5,000 for related out-of-pocket expenses. Additionally, the Agency stated that the \$15,000 received in ROPS 15-16A will not be expended and will be included in the prior period adjustment process. Based upon further review of the Agreement, Exhibit B states that "the maximum cumulative fees, expenses, and costs authorized under this Agreement shall not exceed \$25,000." As a result, the out-of-pocket expenses should be included as part of this cumulative amount. Therefore, the excess \$5,000 (\$30,000 - \$25,000) is not eligible for Redevelopment Property Tax Trust Fund (RPTTF) funding.

Additionally, the cost to evaluate alternatives and implement a preferred alternative in connection with the outstanding variable rate debt obligation incurred in 1999 for the Mission Viejo Mall Improvement Project is not required by an enforceable obligation and is not excluded from the administrative cost allowance pursuant to HSC section 34171 (d) (5). Therefore, the financial services requested are considered general administrative costs and \$25,000 will be reclassified.

- Item No. 51 – Project Management Costs in the amount of \$30,000 were not allowed. Finance continues to deny this item. Finance initially denied this item as it was our understanding this item relates to City staff and consultant time associated with the construction of the medical office building, which was not included in the original OPA discussed Item No. 2 and it is not the obligation of the Agency to monitor the project. During the Meet and Confer process, the Agency contended that since the entire Mall Site is covered under the OPA, Mall Bond documents, and Covenants Agreement, all activities (or failures to act) at, on, or about the Mall Site are subject to compliance with these documents while the Mall Bonds are outstanding, including any development undertaken at the Mall Site.

However, pursuant to HSC section 34177.3 (b), except as required by an enforceable obligation, the work of winding down the redevelopment agency (RDA) does not include planning, design, redesign, development, demolition, alteration, construction, construction financing, site remediation, site development or improvement, land clearance, seismic retrofits, and other similar work. As this project was not included in the original OPA, the tasks identified by the Agency in relation to the new development on the Mall Site are not required by an enforceable obligation and are not the work of winding down the former RDA. Therefore, this item is not an enforceable obligation and is not eligible for RPTTF funding in the amount of \$30,000.

- Item Nos. 60 through 62 – Various Bond Administrative Services related to the 1999 Variable Rate Demand Revenue Bonds totaling \$60,000. Finance no longer denies these items; however, Finance reclassifies these items as administrative costs. It is our understanding these items relate to a letter of credit expiring in May 2016. Finance initially denied these items because the Agency was unable to provide sufficient documentation to support the amounts claimed. During the Meet and Confer process, the Agency provided an explanation of the services to be provided are related to the letter of credit renewal for the 1999 Variable Rate Demand Revenue Bonds. However, the services are not required by an enforceable obligation and are not excluded from the administrative cost allowance pursuant to HSC section 34171 (d) (5). Therefore, the financial services requested are considered general administrative costs and will be reclassified.

- Item Nos. 63 through 66 – Additional items not included on the ROPS 15-16B submission. During the Meet and Confer process, the Agency discussed these items and requested that they be approved for funding; however, these items were not submitted by the Agency in their ROPS 15-16B. Since these items were not included in the original submission, Finance cannot review these during the Meet and Confer process, as there is no denial/determinations for these items that would warrant the need to meet and confer. HSC section 34177 (m) provides that the successor agency shall complete the ROPS in the manner provided for by Finance and we only accept the ROPS 15-16B template downloaded from the RAD App for the ROPS 15-16B review.

In addition, per Finance's letter dated November 9, 2015, we continue to make the following determinations not contested by the Agency during the Meet and Confer:

- The Agency's claimed administrative costs exceed the allowance by \$236,000. HSC section 34171 (b) (2) limits the fiscal year 2015-16 administrative expenses to three percent of the RPTTF allocated or \$250,000, whichever is greater. The Orange County Auditor-Controller distributed \$196,000 for administrative costs for the July through December 2015 period, thus leaving a balance of \$54,000 available for the January through June 2016 period. Although \$125,000 is claimed for administrative cost, Finance reclassified Item Nos. 2, 45, and 60 through 62 as administrative costs totaling \$165,000, and only \$54,000 is available pursuant to the cap. Therefore, \$236,000 of excess administrative cost is not allowed.

Finance notes these items contain more than one contract and more than one payee. On future ROPS, the Agency must list each contract as a separate obligation with its own item number and list them in sequential order. Pursuant to HSC section 34177 (m) (1), the Agency is required to complete the ROPS in a manner provided by Finance. Future ROPS not completed in a manner provided by Finance may be rejected in its entirety and returned to the oversight board for reconsideration.

Pursuant to HSC section 34186 (a) (1), the Agency was required to report on the ROPS 15-16B form the estimated obligations versus actual payments (prior period adjustment) associated with the January through June 2015 period (ROPS 14-15B). HSC section 34186 (a) (1) also specifies the prior period adjustment self-reported by the Agency is subject to review by the county auditor-controller (CAC). The amount of RPTTF approved in the table below includes the prior period adjustment resulting from the CAC's review of the Agency's self-reported prior period adjustment.

Except for the items denied in whole or in part, Finance is not objecting to the remaining items listed on your ROPS 15-16B. The Agency's maximum approved RPTTF distribution for the reporting period is \$726,100 as summarized in the Approved RPTTF Distribution table on the next page:

Approved RPTTF Distribution	
For the period of January through June 2016	
Total RPTTF requested for non-administrative obligations	872,100
Total RPTTF requested for administrative obligations	125,000
Total RPTTF requested for obligations on ROPS 15-16B	\$ 997,100
Total RPTTF requested for non-administrative obligations	872,100
<u>Denied Items</u>	
Item No. 45	(5,000)
Item No. 51	(30,000)
	(35,000)
<u>Reclassified Items</u>	
Item No. 2	(80,000)
Item No. 45	(25,000)
Item No. 60	(20,000)
Item No. 61	(20,000)
Item No. 62	(20,000)
	(165,000)
Total RPTTF authorized for non-administrative obligations	\$ 672,100
Total RPTTF requested for administrative obligations	125,000
<u>Reclassified Items</u>	
Item No. 2	80,000
Item No. 45	25,000
Item No. 60	20,000
Item No. 61	20,000
Item No. 62	20,000
	165,000
Administrative costs in excess of the cap (see Admin Cost Cap table below)	(236,000)
Total RPTTF authorized for administrative obligations	\$ 54,000
Total RPTTF authorized for obligations	\$ 726,100
ROPS 14-15B prior period adjustment	0
Total RPTTF approved for distribution	\$ 726,100
Administrative Cost Cap Calculation	
Total RPTTF for 15-16A (July through December 2015)	1,255,263
Total RPTTF for 15-16B (January through June 2016)	672,100
Less approved unfunded obligations from prior periods	0
Total RPTTF for fiscal year 2015-2016	1,927,363
Administrative cost cap for fiscal year 2015-16 (Greater of 3% of Total RPTTF or \$250,000)	250,000
Administrative allowance for ROPS 15-16A (July through December 2015)	(196,000)
Remaining administrative cost cap for ROPS 15-16B	54,000
ROPS 15-16B administrative obligations after Finance adjustments	(290,000)
Administrative costs in excess of the cap	\$ (236,000)

On the ROPS 15-16B form, the Agency reported cash balances and activity for the period January 1 through December 31, 2015. Finance will perform a review of the Agency's self-reported cash balances on an ongoing basis. Please be prepared to submit financial records and bridging documents to support the cash balances reported upon request. If it is determined

the Agency possesses cash balances that are available to pay approved obligations, HSC section 34177 (I) (1) (E) requires these balances be used prior to requesting RPTTF.

Please refer to the ROPS 15-16B schedule used to calculate the total RPTTF approved for distribution:

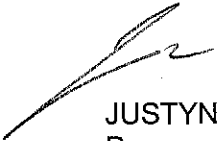
<http://www.dof.ca.gov/redevelopment/ROPS>

This is Finance's final determination related to the enforceable obligations reported on your ROPS for January 1 through June 30, 2016. This determination only applies to items when funding was requested for the six-month period. Finance's determination is effective for this time period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if it was not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of the redevelopment dissolution statutes. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax is limited to the amount of funding available to the Agency in the RPTTF.

Please direct inquiries to Evelyn Suess, Dispute Resolution Supervisor, or Mary Halterman, Analyst, at (916) 445-3274.

Sincerely,



JUSTYN HOWARD
Program Budget Manager

cc: Ms. Josephine Julian, Treasury Manager, City of Mission Viejo
Mr. Frank Davies, Property Tax Manager, Orange County

Orange Countywide Oversight Board

Date: 1/28/2020

From: Successor Agency to the Mission Viejo Redevelopment Agency

Subject: Summary of Successor Agency Activities Reclassed to the Administrative Budget by the Department of Finance (DOF)

To further assist the Oversight Board, the following is a summary of some of the more substantive activities of the Successor Agency that have been re-classified to the administrative budget by DOF since redevelopment dissolution.

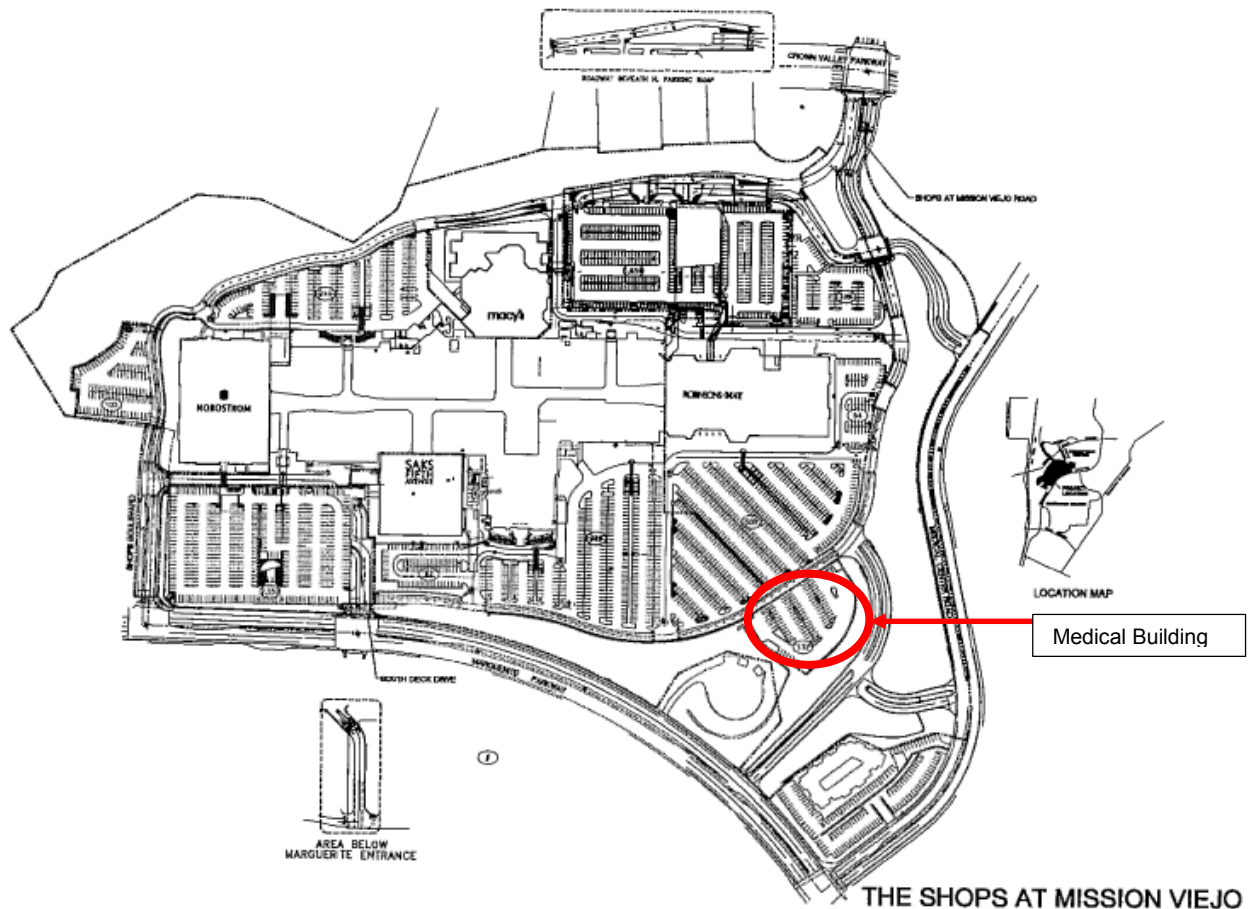
Enforcement of Mall Bond OPA and Covenants Compliance

The former Mission Viejo redevelopment agency (CDA) and Mission Viejo Associates, L.P. (Developer) entered into an Owner Participation Agreement (OPA) dated November 16, 1998. The purpose of the OPA was to implement the provision of the Community Development Plan and the CDA's Implementation Plan for the CDA Project Area pursuant to Section 33490 of the Community Redevelopment Law, both of which state as an objective the redevelopment of existing commercial property in the Project Area, in particular the Mission Viejo Mall, now called The Shops at Mission Viejo (Mall).

The Indenture of Trust (Indenture), dated May 1, 1999, between BNY Western Trust Company (Trustee) and the CDA, authorized the issuance of \$31,100,000 Variable Rate Demand Bonds for the Mission Viejo Mall Improvement Project (Mall Bonds). Also dated May 1, 1999 and as required by the OPA, the CDA and the Developer entered into an Agreement Affecting Real Property (Covenants Agreement), which was subsequently recorded in the County of Orange, California on May 18, 1999 to ensure enforceability of all covenants.

The OPA and the Covenants Agreement are base legal documents in the issuance of the Mall Bonds and the Indenture specifically references that the definitions in the OPA have equal applicability to references in the Indenture. The OPA specifically references the Covenants Agreement. These legal documents are governing documents of all activities at the redeveloped Mall through the year 2028 when the related Mall Bonds mature. The OPA along with the Covenants Agreement set forth the extensive restrictive use, operating, tenancing, management and maintenance covenants, conditions, obligations and other restrictions affecting the Development Parcel (known as the Mall Site) and recorded against the Mall Site in order to ensure long term economic, aesthetic, and community benefits. The purpose of the OPA was to provide the former CDA, and now the Successor Agency, the means to protect the property value and revenue generation of the Mall Site since the ability to meet debt service obligations on the Mall Bonds is dependent on the senior pledge of tax increment generated by the Mall Site. Therefore, the obligation of monitoring and enforcing the OPA covenants is an on-going obligation of the Agency while the Mall Bonds are Outstanding, i.e., until such time that the bonds are fully paid in the year 2028.

The Indenture, OPA and Covenants Agreement identifies the property bound by these legal documents as the "Site" or "Mall Site" and further define the Mall Site to include the Mall Parcels (inclusive of the Development Parcel and the Major Anchor Tenant Parcels) and the Parking Structure Parcels, and includes all the improvements as generally bounded by Crown Valley Parkway to the north, Medical Center Road to the east, Marguerite Parkway to the southeast and Via Curacion to the south, and the San Diego Freeway to the west. The Site map is documented below.



The Mall is owned by Mission Viejo LLC, whose sole member is Mission Viejo Associates, L.P., whose general partner is Simon Property Group, L.P., and whose general partner is Simon Property Group, Inc., (SPG); SPG is an S&P 100 company, the largest REIT in the world, and owner/developer of many hundreds of, the most, regional malls in the U.S. and throughout the world. Uniquely and beneficial to the security for the Mall Bonds, the Covenants Agreement is a senior encumbrance against the Site that requires SPG to use, operate, manage, tenant, and maintain the Mall at the highest tier of all SPG mall properties. Ongoing, the Covenants Agreement must be monitored and enforced to ensure SPG's compliance and the high valuation of the Mall Site thereby generating the high tax increment that, as noted, is the senior, first pledge of revenues securing repayment of the Mall Bonds. If SPG were to not comply with the Covenants Agreement and Mall Bond Documents, with high quality tenant improvements that generate high local revenues, then the security for the Mall Bonds may be compromised.

In addition to the ongoing monitoring to enforce compliance with the Covenants Agreement and Mall Bond Documents for the retail Mall proper, the entire Site is subject to these covenants; so when the owner undertakes new, on-Site improvements, whether retail or non-retail, the Successor Agency is responsible to ensure compliance with all covenants. In other words, any activity that occurs on the Mall Site, whether on-going, a result of previous development, or new development, that is located within the Mall Site, is subject to the Covenants Agreement while the Mall Bonds are Outstanding and due in full in 2028. SPG has entered into a lease agreement with third party that will result in the development of a 110,000 square foot, four-story medical office building and adjacent parking structure. (The project location is highlighted within the Mall Site on the previous map.) Therefore, the Successor Agency is obligated to monitor and enforce compliance by SPG (and its tenants) within the boundaries of the Mall Site to ensure compliance with the covenants of the Covenant Agreements and Mall Bond Documents while the Bonds are Outstanding.

As previously stated, the OPA along with the Covenants Agreement set forth the extensive restrictive use,

operating, tenancing, management and maintenance covenants, conditions, obligations and other restrictions affecting the Mall Site and include: the on-going appearance and maintenance of landscaping; accessibility and quantity of parking spaces; the mix of tenants, both retail and non-retail, allowed on the Mall Site and all improvements and development within the Site. Because the Successor Agency has no staff, the City of Mission Viejo staff and contract staff are used to monitor compliance with the OPA, Covenants Agreement and Mall Bond Documents and legal services provided by the Successor Agency attorney are needed to assist staff with monitoring and enforcing the terms of these agreements.

DOF has repeatedly reclassified ROPS line items for legal and other consulting services provided by a third party and staff time related to these matters as part of the administrative allowance. These costs for outside services and staff time are specifically for the governance of the outstanding Mall Bonds Indenture as well as the Mall OPA and Covenants Agreement and are included in the administrative allowance budget.

The most significant issues expected during FY 20-21 related to the Mall Bond covenants is on-Site improvements for the NCA development, landscaping issues, tenant issues as a primary pad will be vacated by Forever 21 and needs to be replaced, and misuse of the parking structures by the Mall owners.

Enforcement of Kaleidoscope OPA and Covenants Compliance

The former Agency and original developer entity, Kaleidoscope Partners, L.P., entered into an Owner Participation Agreement dated October 30, 1995 that included long-term CCRs of record against that certain 4.9-acre parcel; these covenants control the uses, types of tenancies, operations, maintenance and management of a large commercial shopping, entertainment, and retail development at the northeast corner of Crown Valley Parkway and the I-5 freeway (Project). The “Covenants” are set forth in that certain Agreement Affecting Real Property recorded in the Official Records, County of Orange as Instrument No. 1999-0507393 as a senior non subordinate encumbrance, including several amendments also of record relating to these “Covenants”.

Over the years, the Project has had numerous operational issues, both pre- and post-dissolution of the redevelopment agency; and, the Project has been transferred to multiple successive owners, each of which requires Mission Viejo’s consent. With each transfer there have been and continue to be legal and other compliance issues related to the uses, tenancies and operations at the Project by the Owner, its agents and property management, and its tenants’, in particular related to enforcing the Owner’s compliance with the Covenants. The current owner is Crown Valley Holdings, LLC, which new ownership too has required ongoing legal services provided by Successor Agency counsel, all related to monitoring and enforcing the Owner’s compliance with the Covenants. The Successor Agency is working on requests to the City by the Owner for improvements and changes of use, which trigger review and compliance work by the Successor Agency related to the Covenants. As with any potential or existing dispute between or among parties, the objective is to not end up in litigation; however, in all instances pre-litigation work to cause enforcement of the Covenants before the Successor Agency has to file a lawsuit, or before having to defend a lawsuit filed by the Owner, legal costs directly related to the enforceable obligation are incurred. Outside legal counsel provide these pre-litigation legal services to the Successor Agency in order to enforce effectively the Covenants and avoid ultimately having to file a lawsuit.

DOF has repeatedly reclassified ROPS line items for legal and other consulting services provided by a third party and staff time related to these matters as part of the administrative allowance. These costs for outside services and staff time are specifically for the governance of the Kaleidoscope OPA and are included in the administrative allowance budget.

The most significant issues expected during FY 20-21 related to the Kaleidoscope OPA covenants is landscaping issues, tenant issues, and the on-going efforts to sell the property.

Orange Countywide Oversight Board

Date: 1/28/2020

Agenda Item No. 6G

From: Successor Agency to the Placentia Redevelopment Agency

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

Recommended Action:

Approve resolution approving FY 2020-21 ROPS and Administrative Budget for the Placentia Successor Agency

The Placentia Successor Agency requests approval of the Recognized Obligation Payment Schedule (ROPS) and Administrative Budget for Fiscal Year 2020-21.

Pursuant to Health and Safety Code (“HSC”) 34177 (l), successor agencies are required to prepare and submit a Recognized Obligation Payment Schedule (“ROPS”) detailing each enforceable obligation that requires property tax revenue to satisfy debt of the former Redevelopment Agency for a twelve-month reporting period. ROPS 20-21, covering the period of July 1, 2020 through June 30, 2021, must be approved by the Countywide Oversight Board of the County of Orange (“Countywide Oversight Board”) and submitted to the State Department of Finance (“DOF”) no later than February 1, 2020. If the ROPS is not submitted by the deadline, the City is subject to a \$10,000 fine for every day the ROPS is late and the administrative cost allowance for the Successor Agency is reduced by 25% after 10 days. At this time, Staff has prepared the ROPS 20-21 for the Orange Countywide Oversight Board’s review and approval.

On September 26, 2019, the Successor Agency submitted an initial administrative budget to the Orange Countywide Oversight Board for initial consideration in advance of a formal vote at the time of submission of the ROPS 20-21. The Successor Agency also provided backup documentation/information to further support the anticipated costs and need associated with the administrative functions and duties of the Successor Agency for the anticipated next ROPS cycle. The result of the straw vote resulted in unanimous support for the administrative budget submitted by the Successor Agency at the September 26, 2019 Orange Countywide Oversight Board meeting.

On January 14, 2020, the Successor Agency to the Redevelopment Agency of the City of Placentia unanimously (5-0) approved the Recognized Obligation Payment Schedule (ROPS 20-21) and Administrative Budget for July 1, 2020 through June 30, 2021 (Attachment No. 2). This action respectfully requests that the Orange Countywide Oversight Board review and approve the ROPS 20-21 and Administrative Budget for the Placentia Successor Agency, which covers the twelve-month reporting period of July 1, 2020 through June 30, 2021 (Attachment No. 1).

The ROPS 20-21 expenditures to be paid from the Redevelopment Property Tax Trust Fund (RPTTF) total \$1,954,111. Non-administrative enforceable obligations total \$1,704,111, while the administrative overhead request totals \$250,000 (Attachment No. 3). The administrative overhead request represents the total allocation the Successor Agency is authorized to receive pursuant to Health and Safety Code 34171.

Impact on Taxing Entities

RPTTF FUNDED NON-ADMIN OBLIGATIONS:	\$1,704,111
RPTTF FUNDED ADMINISTRATIVE OVERHEAD:	<u>\$ 250,000</u>
TOTAL ROPS 19-20 EXPENDITURE REQUEST:	\$1,954,111

Per the request of the Orange Countywide Oversight Board, the Successor Agency has also provided the following additional attachments for reference:

Attachment No. 4 represents the ROPS 19-20 expenditures to be paid from the Redevelopment Property Tax Trust Fund (RPTTF) total \$2,195,253. Non-administrative enforceable obligations total \$1,945,253, while the administrative overhead request totals \$250,000. The administrative overhead request represents the total allocation the Successor Agency is authorized to receive pursuant to Health and Safety Code 34171. Attachment No. 5 is the Department of Finance's (DOF) response to the ROPS 19-20 submission. DOF approved the RPTTF distribution for this reporting period in the amount of \$2,195,253.

Attachment No. 6 represents the ROPS 18-19 expenditures to be paid from the Redevelopment Property Tax Trust Fund (RPTTF) total \$2,786,821. Non-administrative enforceable obligations total \$2,536,821, while the administrative overhead request totals \$250,000. The administrative overhead request represents the total allocation the Successor Agency is authorized to receive pursuant to Health and Safety Code 34171. Attachment No. 7 is the Department of Finance's (DOF) response to the ROPS 18-19 submission. DOF approved the RPTTF distribution for this reporting period in the amount of \$1,973,921.

Agency Contact

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City of Placentia
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Attachments

- Attachment No. 1: Oversight Board Resolution Approving Annual Recognized Obligation Payment Schedule 20-21 A-B and Administrative Budget
- Attachment No. 2: Approved Placentia Successor Agency Resolution No. RSA-2020-01 for Recognized Obligation Payment Schedule 20-21 A-B
- Attachment No. 3: Administrative Budget Line Item and Description for 20-21
- Attachment No. 4: Recognized Obligation Payment Schedule (ROPS) 19-20 and Admin Budget
- Attachment No. 5: Department of Finance Letter on ROPS 19-20
- Attachment No. 6: Recognized Obligation Payment Schedule (ROPS) 18-19 and Admin Budget
- Attachment No. 7: Department of Finance Letter of ROPS 18-19

Resolution No. 20-____

A RESOLUTION OF THE ORANGE COUNTYWIDE OVERSIGHT
BOARD TO THE SUCCESSOR AGENCY OF THE REDEVELOPMENT
AGENCY OF THE CITY OF PLACENTIA, CALIFORNIA, APPROVING
AND ADOPTING THE RECOGNIZED OBLIGATION PAYMENT
SCHEDULE FOR THE PERIOD OF JULY 1, 2020 TO JUNE 30, 2021
(ROPS 20-21)

WHEREAS, on December 29, 2011, the California Supreme Court delivered its decision in *California Redevelopment Association v. Matosantos*, finding ABx1 26 (“Dissolution Act”) largely constitutional; and

WHEREAS, the Dissolution Act and the California Supreme Court’s decision in *California Redevelopment Association v. Matosantos*, all California redevelopment agencies, including the Redevelopment Agency for the City of Placentia (“former Agency”), were dissolved on February 1, 2012; 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 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, on January 14, 2020, the Placentia City Council adopted Resolution No. RSA-2020-01 accepting for the City, the role of Successor Agency to the Redevelopment Agency of the City of Placentia (“Successor Agency”); and

WHEREAS, California Health and Safety Code § 34177 provides that before each twelve-month fiscal period, successor agencies to former redevelopment agencies must prepare a Recognized Obligation Payment Schedule (“ROPS”) for the enforceable obligations of a former redevelopment agency. The next twelve-month period for which a ROPS is required is the period that commences on July 1, 2020 and ends on June 30, 2021 (“ROPS 20-21”); and

WHEREAS, the Oversight Board desires to adopt this Resolution approving the ROPS 20-21 in accordance with California Health and Safety Code § 34177, which covers the twelve-month fiscal period that commences on July 1, 2020 and ends on June 30, 2021; and

WHEREAS, all legal prerequisites to the adoption of this Resolution have occurred;

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

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

Section 2. The Oversight Board hereby approves and authorizes transmittal of the ROPS 20-21, covering the period of July 1, 2020 through June 30, 2021, in substantially the form attached hereto as Exhibit “A”, as required by State law.

Section 3. The Oversight Board authorizes and directs the Successor Agency staff to take all actions necessary under the Dissolution Act to post the ROPS on the Successor Agency website, transmit the ROPS 20-21 to the Auditor-Controller of the County of Orange and to the State Controller and State Department of Finance, and to take any other actions necessary to ensure the validity of the ROPS 20-21 or the validity of any enforceable obligation or other agreement approved by the Oversight Board in this Resolution.

Section 4. The Chair shall sign this Resolution and the Clerk of the Board shall certify to the passage and adoption thereof.

Section 5. The Oversight Board declares that, should any provision, section, paragraph, sentence or word of this resolution be rendered or declared invalid by any final court action in a court of competent jurisdiction, or by reason of any preemptive or inconsistent legislation, the remaining provisions, sections, paragraphs, sentences and words of this resolution shall remain in full force and effect.

Exhibit A

Recognized Obligation Payment Schedule for July 1, 2020 to June 30, 2021 (ROPS 20-21)

Placentia

ROPS 2020-21 Annual

Summary		Detail	Cash Balances	Submission
Requested Funding for Obligations				
		20-21A Total	20-21B Total	ROPS Total
A	Obligations Funded as Follows (B+C+D)	0	0	0
B	Bond Proceeds	0	0	0
C	Reserve Balance	0	0	0
D	Other Funds	0	0	0
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G)	693,780	1,260,331	1,954,111
F	RPTTF	568,780	1,135,331	1,704,111
G	Administrative RPTTF	125,000	125,000	250,000
H	Current Period Obligations (A+E)	693,780	1,260,331	1,954,111

Placentia

ROPS 2020-21 Annual

[Summary](#)
[Detail](#)
[Cash Balances](#)
[Submission](#)

[Export to Excel](#)


	Item #	Obligation Name	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Total Outstanding Obligation	Total Requested Funding	Notes
	4	2003 COPs City Reimbursement	Miscellaneous	11/01/2003	01/01/2028	City of Placentia	Amended & Restated Reimbursement Agreement	3,344,566	418,429	
	9	Trustee Fees	Fees	07/01/2014	08/01/2032	US Bank	Trustee Fees for US Bank bond proceed holder	27,000	2,250	
	15	Administrative Overhead	Admin Costs	07/01/2016	08/01/2032	City of Placentia	Allocated overhead for SA/OB operations	3,250,000	250,000	
	19	Bond Administration	Fees	08/19/2008	12/31/2017	Harrel & Company	Continuing disclosure 2013 Bonds	235,500	1,500	
	29	2013 Tax Allocation Refund Bond	Refunding Bonds Issued After 6/27/12	12/03/2013	08/01/2032	US Bank	2013 Tax Allocation Refund Bond	3,121,937	403,976	
	32	2013 Tax Allocation Refund Bond	Reserves	12/03/2013	08/01/2032	US Bank	2013 Bond Debt Service Reserve	9,355,000	635,000	
	36	Real Property Transaction (312 S. Melrose) between City of Placentia and Redevelopment Agency	City/County Loan (Prior 06/28/11), Property transaction	01/20/2009	06/30/2023	City of Placentia	Real Property Transaction (312 S. Melrose) between City of Placentia and Redevelopment Agency	970,282	121,478	
	37	Real Property Transaction (110 S. Bradford Ave) between City of Placentia and Redevelopment Agency	City/County Loan (Prior 06/28/11), Property transaction	01/20/2009	06/30/2022	City of Placentia	Real Property Transaction (110 S. Melrose) between City of Placentia and Redevelopment Agency	651,790	121,478	
	38	SERAF	SERAF/ERAF	05/10/2010	05/10/2011	Orange County Auditor Controller/State of California	Balance of SERAF amount for FY 2009-10 and FY 2010-11 pursuant to Health and Safety Code Sections 33690 and 33690.5.	-	-	

July 1, 2017 through June 30, 2018

(Report Amounts in Whole Dollars)

A	B	C	D	E	F	G	H
	ROPS 17-18 Cash Balances (07/01/17 - 06/30/18)	Fund Sources					Comments
		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 07/01/17) RPTTF amount should exclude "A" period distribution amount		0				//
2	Revenue/Income (Actual 06/30/18) RPTTF amount should tie to the ROPS 17-18 total distribution from the County Auditor-Controller		2,267			2,700,747	//
3	Expenditures for ROPS 17-18 Enforceable Obligations (Actual 06/30/18)		0			2,145,747	//
4	Retention of Available Cash Balance (Actual 06/30/18) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)		2,267			555,000	//
5	ROPS 17-18 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 17-18 PPA form submitted to the CAC	No entry required					//
6	Ending Actual Available Cash Balance (06/30/18) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	//

RESOLUTION NO. RSA-2020-01

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF PLACENTIA, CALIFORNIA, ACTING AS THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF PLACENTIA, APPROVING AND ADOPTING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR THE PERIOD OF JULY 1, 2020 TO JUNE 30, 2021 (ROPS 20-21)

A. Recitals.

(i) On December 29, 2011, the California Supreme Court delivered its decision in California Redevelopment Association v. Matosantos, finding ABx1 26 ("Dissolution Act") largely constitutional.

(ii) The Dissolution Act and the California Supreme Court's decision in California Redevelopment Association v. Matosantos, all California redevelopment agencies, including the Redevelopment Agency for the City of Placentia ("former Agency"), were dissolved on February 1, 2012.

(iii) On January 17, 2012, the Placentia City Council adopted Resolution No. R-2012-03 accepting for the City, the role of Successor Agency to the former Redevelopment Agency ("Successor Agency").

(iv) California Health and Safety Code § 34177 provides that before each twelve-month fiscal period, successor agencies to former redevelopment agencies must prepare a Recognized Obligation Payment Schedule ("ROPS") for the enforceable obligations of a former redevelopment agency. The next twelve-month period for which a ROPS is required is the period that commences on July 1, 2020 and ends on June 30, 2021 ("ROPS 20-21").

(v) The City Council, in its capacity as the Successor Agency, desires to adopt this Resolution approving the ROPS 20-21 in accordance with California Health and Safety Code § 34177, which covers the twelve-month fiscal period that commences on July 1, 2020 and ends on June 30, 2021.

(vi) All legal prerequisites to the adoption of this Resolution have occurred.

B. Resolution.

NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF PLACENTIA, CALIFORNIA, ACTING AS THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF PLACENTIA, DOES HEREBY FIND, DETERMINE AND RESOLVE AS FOLLOWS:

1. In all respects as set forth in the Recitals, Part A., of this Resolution.

2. The City Council, acting in its capacity as the Successor Agency, approves and authorizes transmittal of the ROPS 20-21, covering the period of July 1, 2020 through June 30, 2021, in substantially the form attached hereto as Exhibit "A", as required by State law.

3. In retaining the responsibilities of the Redevelopment Agency of the City of Placentia as provided in California Health and Safety Code § 34177, the City Council expressly determines, recognizes, reaffirms, and ratifies the statutory limitation on the City and the City Council's liability in retaining the responsibilities of the Redevelopment Agency of the City of Placentia under AB X1 26, AB 1484, and SB 107. Nothing in this Resolution shall be construed as a commitment, obligation, or debt of the City or any resources, funds, or assets of the City to fund the City's service as the Successor Agency to the Redevelopment Agency of the City of Placentia as provided in this Resolution.

4. The City Administrator, or his designee, hereby is authorized and directed to submit the ROPS 20-21 set forth in Exhibit "A" to the Oversight Board for approval and transmittal to all required County and State agencies as well as to post the ROPS 20-21 on the Successor Agency's website.

PASSED, APPROVED and ADOPTED THIS 14TH DAY OF JANUARY 2020.



Ward L. Smith, Chairman

ATTEST:



Robert S. McKinnell, Agency Secretary



I, Robert McKinnell, Secretary of the Successor Agency to the Redevelopment Agency of the City of Placentia do hereby certify that the foregoing Resolution No. RSA-2020-01 was adopted at a regular meeting of the City Council acting as the Successor Agency to the Redevelopment Agency of the City of Placentia held on the 14th day of January 2020 by the following vote:

AYES:	Councilmembers:	Green, Shader, Wanke, Yamaguchi, Smith
NOES:	Councilmembers:	None
ABSENT:	Councilmembers:	None
ABSTAIN:	Councilmembers:	None



Robert McKinnell, Agency Secretary

APPROVED AS TO FORM:



Christian L. Bettenhausen, General Counsel

Exhibit A:

Recognized Obligation Payment Schedule for July 1, 2020 to June 30, 2021
(ROPS 20-21)

Placentia

ROPS 2020-21 Annual

Summary		Detail	Cash Balances	Submission	
Requested Funding for Obligations					
		20-21A Total	20-21B Total	ROPS Total	
A	Obligations Funded as Follows (B+C+D)		0	0	0
B	Bond Proceeds		0	0	0
C	Reserve Balance		0	0	0
D	Other Funds		0	0	0
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G)		693,780	1,260,331	1,954,111
F	RPTTF		568,780	1,135,331	1,704,111
G	Administrative RPTTF		125,000	125,000	250,000
H	Current Period Obligations (A+E)		693,780	1,260,331	1,954,111

Placentia

ROPS 2020-21 Annual

[Summary](#)
[Detail](#)
[Cash Balances](#)
[Submission](#)

[Export to Excel](#)


	Item #	Obligation Name	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Total Outstanding Obligation	Total Requested Funding	Notes
	4	2003 COPs City Reimbursement	Miscellaneous	11/01/2003	01/01/2028	City of Placentia	Amended & Restated Reimbursement Agreement	3,344,566	418,429	
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	32	2013 Tax Allocation Refund Bond	Reserves	12/03/2013	08/01/2032	US Bank	2013 Bond Debt Service Reserve	9,355,000	635,000	
	36	Real Property Transaction (312 S. Melrose) between City of Placentia and Redevelopment Agency	City/County Loan (Prior 06/28/11), Property transaction	01/20/2009	06/30/2023	City of Placentia	Real Property Transaction (312 S. Melrose) between City of Placentia and Redevelopment Agency	970,282	121,478	
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July 1, 2017 through June 30, 2018

(Report Amounts in Whole Dollars)

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	ROPS 17-18 Cash Balances (07/01/17 - 06/30/18)	Fund Sources					Comments
		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 07/01/17) RPTTF amount should exclude "A" period distribution amount		0				//
2	Revenue/Income (Actual 06/30/18) RPTTF amount should tie to the ROPS 17-18 total distribution from the County Auditor-Controller		2,267			2,700,747	//
3	Expenditures for ROPS 17-18 Enforceable Obligations (Actual 06/30/18)		0			2,145,747	//
4	Retention of Available Cash Balance (Actual 06/30/18) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)		2,267			555,000	//
5	ROPS 17-18 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 17-18 PPA form submitted to the CAC	No entry required					//
6	Ending Actual Available Cash Balance (06/30/18) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	//

Successor Agency to the Redevelopment Agency of the City of Placentia
Administrative Budget Line Items
July 1, 2020 – June 30, 2021

Administrative Allowance

Staff Costs	Annual % of Staff Time	July 1 – Dec 31 2020	Jan 1 – Jun 30 2021	Annual SA Staff Costs
City Administrator	5.0%	\$8,750	\$8,750	\$17,500
Director of Finance	5.0%	\$6,550	\$6,550	\$13,100
Director of Development Services	10.0%	\$18,200	\$18,200	\$36,400
Director of Administrative Services	5.0%	\$14,900	\$14,900	\$29,800
Assistant to the CA/Econ. Dev. Mgr.	20.0%	\$20,550	\$20,550	\$41,100
Accounting Manager	15.0%	\$9,700	\$9,700	\$19,400
Senior Financial Analyst	5.0%	\$2,650	\$2,650	\$5,300
Accounting Technician – Payroll	5.0%	\$1,850	\$1,850	\$3,700
Accounting Technician – A/P	5.0%	\$3,000	\$3,000	\$6,000
Accountant	5.0%	\$3,200	\$3,200	\$6,400
Deputy City Clerk	3.0%	\$1,650	\$1,650	\$3,300
Executive Assistant	3.0%	\$2,250	\$2,250	\$4,500
Sub-Total		\$93,250	\$93,250	\$186,500

Legal Costs	July 1 – Dec 31 2020	Jan 1 – Jun 30 2021	Annual SA Costs
Jones & Mayer	\$13,150	\$13,150	\$26,300
Sub-Total	\$13,150	\$13,150	\$26,300

Consulting Costs	July 1 – Dec 31 2020	Jan 1 – Jun 30 2021	Annual SA Costs
Kosmont & Companies	\$15,000	\$15,000	\$30,000
Sub-Total	\$15,000	\$15,000	\$30,000

Indirect Costs	FY 2020/21 Costs	July 1 – Dec 31 2020	Jan 1 – Jun 30 2021	Annual SA Costs
Auditors and CAFR Preparation	\$80,000	\$1,200	\$1,200	\$2,400
Property Insurance	\$55,300	\$829.50	\$829.50	\$1,659
Facility Maintenance	\$100,000	\$1,500	\$1,500	\$3,000
Taping/Broadcasting of SA meetings	\$55,800	\$837	\$837	\$1,674
Maintenance of LaserFische (document management system)	\$10,260	\$154	\$154	\$308
Maintenance of Granicus (online streaming of SA meetings)	\$22,760	\$344.50	\$344.50	\$689

Maintenance of BiTech (accounting system)	\$43,000	\$645	\$645	\$1,290
CivicPlus (City's website)	\$10,100	\$151.50	\$151.50	\$303
Maintenance of Misc Systems (Microsoft, Adobe and Apple License)	\$39,700	\$595.50	\$595.50	\$1,191
General Office and Maintenance Supplies	\$12,000	\$180	\$180	\$360
Postage	\$23,800	\$238	\$238	\$476
Telephone Services and Data Lines	\$180,000	\$2,700	\$2,700	\$5,400
Electricity	\$546,000	\$2,730	\$2,730	\$5,460
Copiers & Computer Equipment Maintenance	\$80,000	\$1,200	\$1,200	\$2,400
Sub-Total		\$13,305	\$13,305	\$26,610

Total Budget	\$134,705	\$134,705	\$269,410
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SUCCESSOR AGENCY BUDGET REQUEST	\$125,000	\$125,000	\$250,000
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Successor Agency to the Redevelopment Agency of the City of Placentia
Administrative Budget Description
July 1, 2020 – June 30, 2021

STAFF	DESCRIPTION
City Administrator	<p>Participates in staff and consultants' meetings on Successor Agency matters</p> <p>Provides policy direction to staff and consultants</p> <p>Reviews City Council staff reports and resolutions</p> <p>Executes necessary changes to the Administrative budget as may be appropriate and/or required by law</p> <p>Reviews Countywide Oversight Board staff reports and resolutions</p> <p>Provides information to the Mayor and City Council on Successor Agency matters</p> <p>Attends Successor Agency Meetings</p> <p>Reviews all contracts associated with Successor Agency items including legal and consulting services.</p>
Director of Finance	<p>Reviews payment of enforceable obligations</p> <p>Monitors cash flow to ensure sufficient revenues available for obligations</p> <p>Reviews Recognized Obligation Payment Schedule (ROPS) and Prior Period Adjustment (PPA) forms and amended ROPS (as necessary)</p> <p>Reviews annual financial statements</p> <p>Creates the Comprehensive Annual Financial Report (CAFR) reporting of Successor Agency</p> <p>Monitors Successor Agency funds and continuing disclosure requirements for bonds</p> <p>Manages cash and investments pursuant to investment policy</p> <p>Manages debt portfolio, including bond payments, continuing disclosure, and other compliance requirements</p> <p>Answers financial inquiries and provide documentation requested by Successor Agency, Countywide Oversight Board, County Auditor-Controller and/or City's Independent Auditor</p> <p>Works with City's independent Auditors to review Successor Agency items and prepare financial statements as required by ABx1 26</p> <p>Responds to Department of Finance assigned analyst via various emails or phone calls. This process may take several hours to complete, depending on how descriptive the DOF analyst is and if they are familiar with Placentia Successor Agency matters. Periodically, a new DOF analyst is assigned to review the ROPS and other actions of the Successor Agency</p>
Director of Development Services	<p>Maintain properties until proper disposition, including proper noticing, environmental documents, notice of exemptions filings, and the preparation of the appropriate conveyance instrument (agreements)</p> <p>Negotiation of any outside agreements on behalf of Successor Agency</p> <p>Process disposition activities including staff reports and resolutions to Planning Commission/City Council</p> <p>Research information on properties and zoning information</p> <p>Provides assistance in the preparation of staff reports and resolutions for Successor Agency and Countywide Oversight Board</p> <p>Attends Successor Agency Meetings</p>

Director of Administrative Services	<p>Reviews all staff reports and resolutions for Successor Agency and Countywide Oversight Board meetings</p> <p>Provides direct oversight of City Clerk’s Office functions and noticing requirements</p> <p>Attends Successor Agency meetings</p> <p>Reviews and approves all legal invoices submitted by our City Attorney’s Office</p>
Assistant to the City Administrator/Economic Development Manager	<p>Administration and implementation of Successor Agency wind-down</p> <p>Prepares staff reports and resolutions for Successor Agency and Countywide Oversight Board Meetings</p> <p>Schedules meetings with Finance staff and consultants on Successor Agency matters and coordinate schedules to meet Department of Finance deadlines</p> <p>Maintains records and notes of staff meetings</p> <p>Attends Successor Agency and Countywide Oversight Board Meetings</p> <p>Attends Orange County Successor Agencies Representative Meetings</p> <p>Answer inquires and provide documentation requested by Successor Agency, Countywide Oversight Board, County Auditor-Controller and/or City’s Independent Auditor</p> <p>Responds to Department of Finance assigned analyst via various emails or phone calls. This process may take several hours to complete, depending on how descriptive the DOF analyst is and if they are familiar with Placentia Successor Agency matters. Periodically, a new DOF analyst is assigned to review the ROPS and other actions of the Successor Agency</p>
Accounting Manager	<p>Process payment of enforceable obligations</p> <p>Accounting for all transactions of the Successor Agency in the general ledger and annual operating budget</p> <p>Collect and record loan payments via a contract with a third-party loan administrator</p> <p>Monitor and project cash flow to ensure sufficient revenues for obligations and to inform staff/consultant of expected revenues</p> <p>Prepares annual Recognized Obligation Payment Schedule (ROPS) and Prior Period Adjustment (PPA) forms and amended ROPS (as necessary)</p> <p>Prepares Administrative Budget</p> <p>Prepares annual financial statements, including accounting for assets, liabilities, revenue and expenditures for Successor Agency</p> <p>Direct oversight of all bond covenants and requirements</p> <p>Preparation and submittal of annual continuing disclosure documents for all bond issues</p> <p>Communicates with rating agencies and bond insurers as needed</p> <p>Maintains documentation of Agency Records</p> <p>Answer financial inquires and provide documentation requested by Successor Agency, Countywide Oversight Board, County Auditor-Controller, Department of Finance and/or City’s Independent Auditor</p> <p>Works with City’s independent Auditors to review Successor Agency items and prepare financial statements as required by ABx1 26</p> <p>Responds to Department of Finance assigned analyst via various emails or phone calls. This process may take several hours to complete, depending on how descriptive the DOF analyst is and if they are familiar with Placentia Successor Agency matters. Periodically, a new DOF analyst is assigned to review the ROPS and other actions of the Successor Agency</p>

Senior Financial Analyst	Employee payroll management, annual budget review and allocation of Successor Agency line items, and manages legal and consultants' contracts and payments
Accounting Technician	Process legal and consultant's contracts and payments on a monthly basis. Routes purchase orders and check warrants for proper staff approval. Inputs payment into accounting system
Accountant - Payroll	Overhead costs for employee payroll for all Successor Agency and Oversight Board matters
Accountant – Accounts Payable	Overhead costs for consultants' monthly invoices for all Successor Agency and Oversight Board matters. Ensures contracts are within budget
Deputy City Clerk	Maintains comprehensive records management, ensures proper agenda noticing and posting requirements and legal advertising. Creates meeting minutes and certification of adopted resolutions. Uploads agendas and minutes onto Granicus software and LaserFische
Executive Assistant	Coordinates meetings with City Staff, Legal Counsel and Consultant as it pertains to Successor Agency and Oversight Board matters. Books conference rooms and works with Assistant to the City Administrator to prepare agenda for the meetings

LEGAL	DESCRIPTION
Jones & Mayer	<p>Provides legal representation for the Successor Agency</p> <p>Ensures legal implementation of AB 1x 26, AB1484 and SB 107 requirements</p> <p>Provides general legal services, including brown act, negotiations, etc.</p> <p>Reviews City Council staff reports and resolutions</p> <p>Reviews Oversight staff reports and resolutions</p> <p>Manage litigation (as necessary) pertaining to Successor Agency matters</p> <p>Legal analysis of new legislation pertaining to Successor Agency matters</p>

CONSULTING	DESCRIPTION
Kosmont & Companies	<p>Assists with the administration and implementation of Successor Agency wind-down</p> <p>Review staff reports and resolutions for Successor Agency and Countywide Oversight Board</p> <p>Participates in meetings with Finance staff and consultants on Successor Agency matters and coordinate schedules to meet Department of Finance deadlines</p> <p>Attend Successor Agency and Countywide Oversight Board Meetings</p> <p>Attend Orange County Successor Agencies Representative Meetings</p> <p>Answer inquires and provide documentation requested by Successor Agency, Countywide Oversight Board, County Auditor-Controller, Department of Finance and/or City's Independent Auditor</p> <p>Assists with preparation and submission of Recognized Obligation Payment Schedule (ROPS) and Prior Period Adjustment (PPA) forms and amended ROPS (as necessary) to the Department of Finance</p>

Additional Costs Not Included in Administrative Budget

Elected Officials

Mayor and City Council serving as the Successor Agency Board

City Clerk oversight

City Treasurer oversight

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

Successor Agency:Placentia

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):	\$ -	\$ -	\$ -
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	-	-	-
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 698,413	\$ 1,496,840	\$ 2,195,253
F	RPTTF	573,413	1,371,840	1,945,253
G	Administrative RPTTF	125,000	125,000	250,000
H	Current Period Enforceable Obligations (A+E):	\$ 698,413	\$ 1,496,840	\$ 2,195,253

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.

NameTitle

/s/

SignatureDate

Placentia 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	
								\$ 23,150,328		\$ 2,195,253	\$ 0	\$ 0	\$ 0	\$ 573,413	\$ 125,000	\$ 698,413	\$ 0	\$ 0	\$ 0	\$ 1,371,840	\$ 125,000	\$ 1,496,840
4	2003 COPs City Reimbursement	Miscellaneous	11/1/2003	1/1/2028	City of Placentia	Amended & Restated Reimbursement	Merged	3,762,991	N	\$ 418,425				352,325		\$ 352,325				66,100		\$ 66,100
9	Trustee Fees	Fees	7/1/2014	8/1/2032	US Bank	Trustee Fees for US Bank bond proceed holder	Merged	28,000	N	\$ 2,000						\$ -				2,000		\$ 2,000
15	Administrative Overhead	Admin Costs	7/1/2016	8/1/2032	City of Placentia	Allocated overhead for SA/OB operations	Merged	3,500,000	N	\$ 250,000					125,000	\$ 125,000					125,000	\$ 125,000
19	Bond Administration	Fees	8/19/2008	12/31/2017	Harrel & Company	Continuing disclosure 2013 Bonds	Merged	237,000	N	\$ 1,500						\$ -				1,500		\$ 1,500
29	2013 Tax Allocation Refund Bond	Refunding Bonds Issued After 6/27/12	12/3/2013	8/1/2032	US Bank	2013 Tax Allocation Refund Bond	Merged	3,552,513	N	\$ 430,576				221,088		\$ 221,088				209,488		\$ 209,488
30	Loan Agreement between City of Placentia and Successor Agency (Reso #OB-2014-05)	City/County Loans After 6/27/11	1/8/2014	1/8/2018	City of Placentia	Cashflow Loan from City to Successor Agency due to RPTTF shortfall	Merged	0	N	\$ -						\$ -						\$ -
32	2013 Tax Allocation Refund Bond	Reserves	12/3/2013	8/1/2032	US Bank	2013 Bond Debt Service Reserve	Merged	9,955,000	N	\$ 600,000						\$ -				600,000		\$ 600,000
36	Real Property Transaction (312 S. Melrose) between City of Placentia and Redevelopment Agency	City/County Loan (Prior 06/28/11), Property transaction	1/20/2009	6/30/2023	City of Placentia	Real Property Transaction (312 S. Melrose) between City of Placentia and Redevelopment Agency	Merged	1,216,658	N	\$ 246,376						\$ -				246,376		\$ 246,376
37	Real Property Transaction (110 S. Bradford Ave) between City of Placentia and Redevelopment Agency	City/County Loan (Prior 06/28/11), Property transaction	1/20/2009	6/30/2022	City of Placentia	Real Property Transaction (110 S. Melrose) between City of Placentia and Redevelopment Agency	Merged	898,166	N	\$ 246,376						\$ -				246,376		\$ 246,376
38	SERAF	SERAF/ERAF	5/10/2010	5/10/2011	Orange County Auditor Controller/State of California	Balance of SERAF amount for FY 2009-10 and FY 2010-11 pursuant to Health and Safety Code Sections 33690 and 33690.5.	Merged		N	\$ -						\$ -						\$ -
39	132 Crowther Settlement Agreement and Release	Litigation	1/16/2018	1/16/2050	DMWP, LLC	Litigation Settlement Agreement and Release between Successor Agency and DMWP, LLC (Plaintiff) regarding 132 Crowther Avenue Property.	Merged	0	Y	\$ -						\$ -						\$ -
40	132 Crowther Settlement Agreement and Release	Legal	9/9/2015	9/9/2025	Lawfirm of Jones & Mayer	legal expenses incurred as part of Litigation Settlement Agreement and Release between Successor Agency and DMWP, LLC (Plaintiff) regarding 132 Crowther Avenue Property.	Merged	0	Y	\$ -						\$ -						\$ -
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Placentia 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 (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
		Fund Sources					Comments
		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	
	ROPS 16-17 Cash Balances (07/01/16 - 06/30/17)						
1	Beginning Available Cash Balance (Actual 07/01/16) RPTTF amount should exclude "A" period distribution amount		0			0	
2	Revenue/Income (Actual 06/30/17) RPTTF amount should tie to the ROPS 16-17 total distribution from the County Auditor-Controller		274			1,899,537	
3	Expenditures for ROPS 16-17 Enforceable Obligations (Actual 06/30/17)					1,364,537	
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)		274			535,000	
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)	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	

Placentia Recognized Obligation Payment Schedule (ROPS 19-20) - Notes July 1, 2019 through June 30, 2020

[illegible]



**DEPARTMENT OF
FINANCE**
OFFICE OF THE DIRECTOR

GAVIN NEWSOM - GOVERNOR
STATE CAPITOL ■ ROOM 1145 ■ SACRAMENTO CA ■ 95814-4998 ■ WWW.DOF.CA.GOV

April 11, 2019

Ms. Jeannette Ortega, Economic Development Manager
City of Placentia
401 East Chapman Avenue
Placentia, CA 92870

Dear Ms. Ortega:

Subject: 2019-20 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of Placentia Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2019 through June 30, 2020 (ROPS 19-20) to the California Department of Finance (Finance) on January 30, 2019. Finance has completed its review of the ROPS 19-20.

Based on a sample of line items reviewed and application of the law, Finance is approving all of the items listed on the ROPS 19-20 at this time. However, Finance notes the following:

The administrative costs claimed are within the fiscal year administrative cap pursuant to HSC section 34171 (b) (3). However, Finance notes the Oversight Board (OB) has approved an amount that appears excessive, given the number and nature of the obligations listed on the ROPS. HSC section 34179 (i) requires the OB to exercise a fiduciary duty to the taxing entities. Therefore, Finance encourages the OB to apply adequate oversight when evaluating the administrative resources necessary to successfully wind-down the Agency.

Pursuant to HSC section 34186, successor agencies are required to report differences between actual payments and past estimated obligations. Reported differences in Redevelopment Property Tax Trust Fund (RPTTF) are used to offset current RPTTF distributions. The County Auditor-Controller's review of the prior period adjustment form submitted by the Agency resulted in no prior period adjustment.

If the Agency disagrees with our determination with respect to any items on the ROPS 19-20, except items that are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

[http://dof.ca.gov/Programs/Redevelopment/Meet And Confer/](http://dof.ca.gov/Programs/Redevelopment/Meet_And_Confer/)

The Agency's maximum approved RPTTF distribution for the reporting period is \$2,195,253 as summarized in the Approved RPTTF Distribution table on Page 3 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1 through December 31 period (ROPS A period), and one distribution for the January 1 through June 30 period (ROPS B period) based on Finance approved amounts. Since this determination is for the entire ROPS 19-20 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 19-20. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be denied until the matter is resolved.

The ROPS 19-20 form submitted by the Agency and this determination letter will be posted on our website:


<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 19-20 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

Please direct inquiries to Nichelle Jackson, Supervisor, or Michael Painter, Analyst, at (916) 322-2985.

Sincerely,



JENNIFER WHITAKER
Program Budget Manager

cc: Mr. Damien Arrula, City Administrator, City of Placentia
Mr. Israel M. Guevara, Administrative Manager, Property Tax Section, Orange County

Attachment

Approved RPTTF Distribution For the period of July 1, 2019 through June 30, 2020			
	ROPS A Period	ROPS B Period	ROPS 19-20 Total
RPTTF Requested	\$ 573,413	\$ 1,371,840	\$ 1,945,253
Administrative RPTTF Requested	125,000	125,000	250,000
Total RPTTF Requested	698,413	1,496,840	2,195,253
RPTTF Authorized	573,413	1,371,840	1,945,253
Administrative RPTTF Authorized	125,000	125,000	250,000
Total RPTTF Authorized for Obligations	698,413	1,496,840	2,195,253
Prior Period Adjustment	0	0	0
Total RPTTF Approved for Distribution	\$ 698,413	\$ 1,496,840	\$ 2,195,253

Recognized Obligation Payment Schedule (ROPS 18-19) - Summary
Filed for the July 1, 2018 through June 30, 2019 Period

Successor Agency: Placentia
County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		18-19A Total (July - December)	18-19B Total (January - June)	ROPS 18-19 Total
A	Enforceable Obligations Funded as Follows (B+C+D):	\$ -	\$ -	\$ -
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	-	-	-
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 1,048,964	\$ 1,737,857	\$ 2,786,821
F	RPTTF	923,964	1,612,857	2,536,821
G	Administrative RPTTF	125,000	125,000	250,000
H	Current Period Enforceable Obligations (A+E):	\$ 1,048,964	\$ 1,737,857	\$ 2,786,821

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.

<hr/>	
Name	Title
<hr/>	
/s/	
Signature	Date

Placentia Recognized Obligation Payment Schedule (ROPS 18-19) - ROPS Detail																						
July 1, 2018 through June 30, 2019																						
(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 18-19 Total	18-19A (July - December)					18-19A Total	18-19B (January - June)					18-19B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$ 25,262,320		\$ 2,786,821	\$ -	\$ -	\$ -	\$ 923,964	\$ 125,000	\$ 1,048,964	\$ -	\$ -	\$ -	\$ 1,612,857	\$ 125,000	\$ 1,737,857
4	2003 COPs City Reimbursement	Miscellaneous	11/1/2003	1/1/2028	City of Placentia	Amended & Restated Reimbursement Agreement	Merged	4,361,426	N	\$ 421,769				349,508		\$ 349,508				72,261	125,000	\$ 72,261
9	Trustee Fees	Fees	7/1/2014	8/1/2032	US Bank	Trustee Fees for US Bank bond proceed holder	Merged	30,000	N	\$ 2,000						\$ -				2,000		\$ 2,000
15	Administrative Overhead	Admin Costs	7/1/2016	8/1/2032	City of Placentia	Allocated overhead for SA/OB operations	Merged	3,750,000	N	\$ 250,000					125,000	\$ 125,000					125,000	\$ 125,000
19	Bond Administration	Fees	8/19/2008	12/31/2017	Harrel & Company	Continuing disclosure 2013 Bonds	Merged	238,500	N	\$ 1,500				-	-	\$ -				1,500	-	\$ 1,500
29	2013 Tax Allocation Refund Bond	Refunding Bonds Issued After 6/27/12	12/3/2013	8/1/2032	US Bank	2013 Tax Allocation Refund Bond	Merged	3,530,712	N	\$ 453,276				232,188		\$ 232,188				221,088		\$ 221,088
30	Loan Agreement between City of Placentia and Successor Agency (Reso #OB-2014-05)	City/County Loans After 6/27/11	1/8/2014	1/8/2018	City of Placentia	Cashflow Loan from City to Successor Agency due to RPTTF shortfall	Merged	-	N	\$ -						\$ -						\$ -
32	2013 Tax Allocation Refund Bond	Reserves	12/3/2013	8/1/2032	US Bank	2013 Bond Debt Service Reserve	Merged	9,980,000	N	\$ 580,000						\$ -				580,000		\$ 580,000
36	Real Property Transaction (312 S. Melrose) between City of Placentia and Redevelopment Agency	City/County Loan (Prior 06/28/11), Property transaction	1/20/2009	6/30/2023	City of Placentia	Real Property Transaction (312 S. Melrose) between City of Placentia and Redevelopment Agency	Merged	1,264,766	N	\$ 305,504						\$ -				305,504		\$ 305,504
37	Real Property Transaction (110 S. Bradford Ave) between City of Placentia and Redevelopment Agency	City/County Loan (Prior 06/28/11), Property transaction	1/20/2009	6/30/2022	City of Placentia	Real Property Transaction (110 S. Melrose) between City of Placentia and Redevelopment Agency	Merged	898,166	N	\$ 305,504						\$ -				305,504		\$ 305,504
38	SERAF	SERAF/ERAF	5/10/2010	5/10/2011	Orange County Auditor Controller/State of California	Balance of SERAF amount for FY 2009-10 and FY 2010-11 pursuant to Health and Safety Code Sections 33690 and 33690.5.		991,482	N	250,000				125,000		125,000				125,000		125,000
39	132 Crowther Settlement Agreement and Release	Litigation	1/16/2018	1/16/2050	DMWP, LLC	Litigation Settlement Agreement and Release between Successor Agency and DMWP, LLC (Plaintiff) regarding 132 Crowther Avenue Property.	Merged	180,000	N	\$ 180,000				180,000		\$ 180,000						\$ -
40	132 Crowther Settlement Agreement and Release	Legal	9/9/2015	9/9/2025	Lawfirm of Jones & Mayer	legal expenses incurred as part of Litigation Settlement Agreement and Release between Successor Agency and DMWP, LLC (Plaintiff) regarding 132 Crowther Avenue Property.	Merged	37,268	N	\$ 37,268				37,268		\$ 37,268						\$ -
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Placentia Recognized Obligation Payment Schedule (ROPS 18-19) - Report of Cash Balances
July 1, 2015 through June 30, 2016
(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	I
	Cash Balance Information for ROPS 15-16 Actuals (07/01/15 - 06/30/16)	Fund Sources						Comments
		Bond Proceeds		Reserve Balance		Other	RPTTF	
		Bonds issued on or before 12/31/10	Bonds issued on or after 01/01/11	Prior ROPS period balances and DDR RPTTF balances retained	Prior ROPS RPTTF distributed as reserve for future period(s)	Rent, grants, interest, etc.	Non-Admin and Admin	
1	Beginning Available Cash Balance (Actual 07/01/15)						-	
2	Revenue/Income (Actual 06/30/16) RPTTF amounts should tie to the ROPS 15-16 total distribution from the County Auditor-Controller during June 2015 and January 2016.						2,186,823	
3	Expenditures for ROPS 15-16 Enforceable Obligations (Actual 06/30/16)						2,186,823	
4	Retention of Available Cash Balance (Actual 06/30/16) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)							
5	ROPS 15-16 RPTTF Balances Remaining	No entry required						
6	Ending Actual Available Cash Balance (06/30/16) C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 + 5)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	

Placentia Recognized Obligation Payment Schedule (ROPS 18-19) - Notes July 1, 2018 through June 30, 2019

[illegible]



**DEPARTMENT OF
FINANCE**

EDMUND G. BROWN JR. ■ GOVERNOR

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

April 5, 2018

Ms. Jeannette Ortega, Economic Development Manager
City of Placentia
401 East Chapman Avenue
Placentia, CA 92870

Dear Ms. Ortega:

Subject: 2018-19 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of Placentia Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2018 through June 30, 2019 (ROPS 18-19) to the California Department of Finance (Finance) on January 24, 2018. Finance has completed its review of the ROPS 18-19.

Based on a sample of line items reviewed and application of the law, Finance made the following determinations:

- Item Nos. 36 and 37 – City of Placentia loan repayments totaling \$611,008 are partially allowed. HSC section 34191.4 (b) (3) (A) allows repayment to be equal to one-half of the increase between the ROPS residual pass-through distributed to the taxing entities in the preceding fiscal year and the ROPS residual pass-through distributed to the taxing entities in the fiscal year 2012-13 base year.

According to the Orange County Auditor-Controller's report, the ROPS residual pass-through amounts distributed to the taxing entities for fiscal years 2012-13 and 2017-18 are zero and \$96,216, respectively. Pursuant to the repayment formula, the maximum repayment amount authorized for the ROPS 18-19 period is \$48,108. Therefore, of the \$611,008 requested, \$562,900 (\$611,008 – \$48,108) is ineligible for Redevelopment Property Tax Trust Fund (RPTTF) funding in the amount specified below:

Item No.	Project Name/Debt Obligation	Amount
36	Real Property Transaction (312 S. Melrose) between City of Placentia and Redevelopment Agency	\$257,396
37	Real Property Transaction (110 S. Bradford Ave) between City of Placentia and Redevelopment Agency	305,504
Total:		\$562,900

The Agency may be eligible for additional funding on subsequent ROPS.

- Item No. 38 – Supplemental Educational Revenue Augmentation Fund (SERAF) Loan, total outstanding obligation amount of \$991,482, is not allowed. According to the Agency, Orange County has not yet billed the Agency for the fiscal year 2009-10 and 2010-11 SERAF obligations; therefore, the Agency does not have any documentation to support the total outstanding obligation amount.

Additionally, HSC section 34171 (d) (1) (G) requires the Oversight Board (OB) to approve a repayment schedule for the repayment of the amounts borrowed. The Agency has not submitted an OB Resolution approving the repayment schedule for the SERAF. Once the OB approves the loan and loan repayment schedule, and the corresponding OB action is approved by Finance, the Agency may request funding for this item on a future ROPS. Therefore, this item is not an enforceable obligation and the requested amount of \$250,000 is ineligible for RPTTF.

- The administrative costs claimed are within the fiscal year administrative cap pursuant to HSC section 34171 (b) (3). However, Finance notes the OB has approved an amount that appears excessive, given the number and nature of the obligations listed on the ROPS. HSC section 34179 (i) requires the OB to exercise a fiduciary duty to the taxing entities. Therefore, Finance encourages the OB to apply adequate oversight when evaluating the administrative resources necessary to successfully wind-down the Agency.

Except for the items adjusted, Finance is not objecting to the remaining items listed on the ROPS 18-19. If the Agency disagrees with our determination with respect to any items on the ROPS 18-19, except items which are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

http://dof.ca.gov/Programs/Redevelopment/Meet_And_Confer/

The Agency's maximum approved RPTTF distribution for the reporting period is \$1,973,921 as summarized in the Approved RPTTF Distribution table on Page 4 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1, 2018 through December 31, 2018 period (ROPS A period) and one distribution for the January 1, 2019 through June 30, 2019 period (ROPS B period) based on Finance's approved amounts. Since this determination is for the entire ROPS 18-19 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

On the ROPS 18-19 form, the Agency reported cash balances and activity for the period of July 1, 2015 through June 30, 2016. Finance reviews the Agency's self-reported cash balances on an ongoing basis. The Agency should be prepared to submit financial records and bridging documents to support the cash balances reported upon request. Finance's ROPS 18-19 cash balance review indicates the Agency has funds available to pay for enforceable obligations on the ROPS for the period of July 1, 2019 through June 30, 2020 (ROPS 19-20).

HSC section 34177 (l) (1) (E) requires these balances to be used prior to requesting RPTTF.

Pursuant to HSC section 34186 (c), beginning October 1, 2018, the Agency will be required to report the estimated obligations versus actual payments (prior period adjustment) associated with the July 1, 2016 through June 30, 2017 period (ROPS 16-17) to the County Auditor-Controller for review. The Agency will report actual payments for ROPS 16-17 on ROPS 19-20. A prior period adjustment may be applied to the Agency's ROPS 19-20 RPTTF distribution. Therefore, the Agency should retain any unexpended RPTTF from the ROPS 16-17 period.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 18-19. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be deemed denied until the matter is resolved.

The ROPS 18-19 form submitted by the Agency and this determination letter will be posted on our website:

<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 18-19 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

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

Sincerely,

A handwritten signature in blue ink, appearing to read "Erika Li", with a large circular flourish on the left side.

ERIKA LI
Program Budget Manager

cc: Mr. Damien Arrula, City Administrator, City of Placentia
Ms. Cindy Wong, Property Tax Manager, Orange County

Attachment

Approved RPTTF Distribution For the period of July 2018 through June 2019			
	ROPS A Period	ROPS B Period	ROPS 18-19 Total
RPTTF Requested	\$ 923,964	\$ 1,612,857	\$ 2,536,821
Administrative RPTTF Requested	125,000	125,000	250,000
Total RPTTF Requested	1,048,964	1,737,857	2,786,821
RPTTF Requested	923,964	1,612,857	2,536,821
<u>Adjustments</u>			
Item No. 36	0	(257,396)	(257,396)
Item No. 37	0	(305,504)	(305,504)
Item No. 38	(125,000)	(125,000)	(250,000)
	(125,000)	(687,900)	(812,900)
RPTTF Authorized	798,964	924,957	1,723,921
Administrative RPTTF Authorized	125,000	125,000	250,000
Total RPTTF Approved for Distribution	\$ 923,964	\$ 1,049,957	\$ 1,973,921

Orange Countywide Oversight Board

Date: 1/28/2020

Agenda Item No. 6H

From: Successor Agency to the Santa Ana Redevelopment Agency

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

Recommended Action:

Approve resolution approving FY 2020-21 ROPS and Administrative Budget for the Santa Ana Successor Agency

The Santa Ana Successor Agency requests approval of the Recognized Obligation Payment Schedule (ROPS) and Administrative Budget for Fiscal Year 2020-21.

The enforceable obligations included in the ROPS 20-21 total \$3,709,131. With existing reserve balance and other funds available, only \$3,045,322 of that total is requested from the Redevelopment Property Tax Trust Funds (RPTTF).

Several other line items will also be retired, as the obligations are associated with the 2003 and 2011 tax allocation bonds that were refinanced during the ROPS 18-19 period and therefore are no longer necessary. These line items to be retired include:

Line	Description
2	2011 Tax Allocation Bonds – Continuing Disclosure
3	2011 Tax Allocation Bonds – Arbitrage Rebate Analysis
4	2011 Tax Allocation Bonds – Trustee Fees
6	2003 Tax Allocation Bonds, Series A – Continuing Disclosure
7	2003 Tax Allocation Bonds, Series A – Arbitrage Rebate Analysis
8	2003 Tax Allocation Bonds, Series A – Trustee Fees
10	2003 Tax Allocation Bonds, Series B – Continuing Disclosure
11	2003 Tax Allocation Bonds, Series B – Arbitrage Rebate Analysis
12	2003 Tax Allocation Bonds, Series B – Trustee Fees

The administrative budget is listed as line item 66 in the annual amount of \$250,000. Per Health and Safety Code Section 34171 (b), this total is based on the greater of \$250,000 per year or 3% of the RPTTF amount distributed in FY 19-20 less the prior year administrative cost allowance and any prior year city/county loan repayments. The Santa Ana Successor Agency does not have any city loans.

The administrative cost allowance for the 20-21 period will be used for salaries and benefits for staff involved in successor agency activities, oversight board related activities, legal and consulting expenses, information technology support, insurance, facility costs, and supplies. The Orange Countywide Oversight Board reviewed and approved a draft administrative budget for ROPS 20-21 by a straw vote at its meeting on September 26, 2019.

As previously stated in the September 2019 meeting staff report, since dissolution of the former RDA, the Santa Ana Successor Agency has never expended the full amount of the administrative cost allowance authorized in any given ROPS period, and makes an effort to minimize the use of these funds. The table below reflects the actual expenditures compared to the authorized budget for the past three years as reported on the Prior Period Adjustments forms, and the current ROPS period to date:

ROPS Period	Authorized	Final Expenditures	Difference	Expenditure as % of Budget
2016-17	\$250,000	\$246,236	\$ 3,764	98.5%
2017-18	564,672	341,955	222,717	60.6%
2018-19	254,742	195,477	59,265	76.7%
2019-20 *	289,698	99,325	190,373	34.3%

* As of December 31, 2019

There are no new line items on the ROPS 20-21.

The Santa Ana Successor Agency adopted a resolution approving the ROPS 20-21 at its meeting on January 21, 2020 (Attachment 2).

Impact on Taxing Entities

All the taxing entities within Santa Ana's Merged Project Area will continue to receive contractual and/or statutory pass-through payments from Santa Ana's RPTTF as calculated by the County Auditor-Controller. With the refunding of Santa Ana's 2003 and 2011 Bonds in FY 18-19, the distribution to the Santa Ana Successor Agency for FY 20-21 will be \$7.5M less than the amount that would have been requested if both bonds were not refunded. Therefore, it is anticipated that more funds will be available as "residuals" and the affected taxing entities will be allocated its share of the additional residual funds.

Staff Contact(s)

Susan Gorospe, Principal Management Analyst

Phone: (714) 647-5376

E-mail: sgorospe@santa-ana.org

Attachments

1. Proposed Orange Countywide Oversight Board Resolution
 - a. Exhibit A – ROPS 20-21
 - b. Exhibit B – Administrative Budget
2. Placeholder for Santa Ana Successor Agency Resolution 2020-____
 - a. Exhibit A – ROPS 20-21
3. DOF determination letter dated April 9, 2019 for ROPS 19-20
4. Orange Countywide Oversight Board Resolution No.19-024
 - a. ROPS 19-20
5. DOF determination letter dated October 31, 2018 for Amended ROPS 18-19B
6. Orange Countywide Oversight Board Resolution No. 18-012
 - a. Amended ROPS 18-19B
7. DOF determination letter dated May 17, 2018 for ROPS 18-19
8. ROPS 18-19

Resolution No. 20-____

A RESOLUTION OF THE ORANGE COUNTYWIDE OVERSIGHT
BOARD APPROVING THE SANTA ANA SUCCESSOR AGENCY'S
RECOGNIZED OBLIGATION PAYMENT SCHEDULE 19-20
FOR THE PERIOD OF JULY 1, 2020 TO JUNE 30, 2021
PURSUANT TO HEALTH AND SAFETY CODE SECTION 34177(o)
AND PART 1.85 OF DIVISION 24 OF THE CALIFORNIA HEALTH
AND SAFETY CODE ("DISSOLUTION ACT")

WHEREAS, on January 9, 2012, pursuant to section 34173 of the California Health & Safety Code, the City of Santa Ana ("City") elected to serve as the Successor Agency for the dissolved Community Redevelopment Agency ("Agency") of the City of Santa Ana and selected the Housing Authority of the City of Santa Ana to act as "Successor Housing Agency;" and

WHEREAS, the Santa Ana City Council serves as the governing body of the Successor Agency under the Dissolution Act, as amended by AB 1484, AB 471, and SB 107, to administer the enforceable obligations of the Agency and otherwise unwind the Agency's affairs; and

WHEREAS, SB 107 revised the timeline for the preparation of the required Recognized Obligation Payment Schedule ("ROPS") from each six-month period to a one-year period beginning July 1, 2016; and

WHEREAS, effective 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, Section 34179 of the Dissolution Act 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 Act requires that the annual ROPS for the 20-21 period of July 1, 2020 to June 30, 2021 ("ROPS 20-21") shall be submitted to the DOF by the Successor Agency, after approval by the Oversight Board, no later than February 1, 2020; and

WHEREAS, the Successor Agency adopted a resolution approving the ROPS 20-21 on January 21, 2020;

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

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

Section 2. The Orange Countywide Oversight Board approves the Recognized Obligation Payment Schedule 20-21, attached hereto as Exhibit A and incorporated herein by this reference, and authorizes the submission to the County of Orange and Department of Finance for review and approval.

Section 3. Pursuant to the Dissolution Act, the Orange Countywide Oversight Board further authorizes the transmittal of the ROPS 20-21 to DOF with copies to the County Executive Officer, the County Auditor-Controller, and the State Controller's Office.

Section 4. The City Manager of the City of Santa Ana, or his/her designee ("City Manager"), is directed to post on the City's website the ROPS 20-21 in the manner required by law.

Section 5. The City Manager of the City of Santa Ana and/or the Executive Director of Community Development for the City of Santa Ana, or their respective designees, as delegated officials of the City acting as Successor Agency, are authorized to make or accept any augmentation, modification, additions, or revisions to the ROPS as may be necessary and appropriate in their reasonable discretion, based on review or communications from the State Department of Finance or County of Orange.

Section 6. This Resolution shall take effect immediately upon its adoption by the Orange Countywide Oversight Board, and the Clerk of the Board shall certify to the adoption of this Resolution.

Recognized Obligation Payment Schedule (ROPS 20-21) - Summary
Filed for the July 1, 2020 through June 30, 2021 Period

Successor Agency: Santa Ana

County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)	20-21A Total (July - December)	20-21B Total (January - June)	ROPS 20-21 Total
A Enforceable Obligations Funded as Follows (B+C+D)	\$ 601,475	\$ 62,334	\$ 663,809
B Bond Proceeds	-	-	-
C Reserve Balance	-	17,487	17,487
D Other Funds	601,475	44,847	646,322
E Redevelopment Property Tax Trust Fund (RPTTF) (F+G)	\$ 1,433,841	\$ 1,611,481	\$ 3,045,322
F RPTTF	1,308,841	1,486,481	2,795,322
G Administrative RPTTF	125,000	125,000	250,000
H Current Period Enforceable Obligations (A+E)	\$ 2,035,316	\$ 1,673,815	\$ 3,709,131

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

EXHIBIT A

Santa Ana
Recognized Obligation Payment Schedule (ROPS 20-21) - ROPS Detail
July 1, 2020 through June 30, 2021

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$99,738,336		\$3,709,131	\$-	\$-	\$601,475	\$1,308,841	\$125,000	\$2,035,316	\$-	\$17,487	\$44,847	\$1,486,481	\$125,000	\$1,673,815
2	2011 Tax Allocation Bonds Series A-Indenture of Trust	Fees	02/01/2011	09/01/2030	Keyser Marston Associates / Urban Futures	Continuing disclosure	Merged	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
3	2011 Tax Allocation Bonds Series A-Indenture of Trust	Fees	02/01/2011	09/01/2029	BLX	Arbitrage rebate analysis	Merged	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
4	2011 Tax Allocation Bonds Series A-Indenture of Trust	Fees	02/01/2011	09/01/2029	Bank of NY Mellon	Trustee fees	Merged	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
6	2003 Tax Allocation Bonds Series A-Indenture of Trust	Fees	05/14/2003	06/30/2033	Keyser Marston Associates / Urban Futures	Continuing disclosure	Merged	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
7	2003 Tax Allocation Bonds Series A-Indenture of Trust	Fees	05/14/2003	06/30/2032	BLX	Arbitrage rebate analysis	Merged	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
8	2003 Tax Allocation Bonds Series A-Indenture of Trust	Fees	05/14/2003	06/30/2032	Bank of NY Mellon	Trustee fees	Merged	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
10	2003 Tax Allocation Bonds Series B-Indenture of Trust	Fees	05/14/2003	06/30/2021	Keyser Marston Associates / Urban Futures	Continuing disclosure	Merged	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
11	2003 Tax Allocation Bonds Series B-Indenture of Trust	Fees	05/14/2003	06/30/2020	BLX	Arbitrage rebate analysis	Merged	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
12	2003 Tax	Fees	05/14/	06/30/2020	Bank of	Trustee fees	Merged	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-

EXHIBIT A

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
	Allocation Bonds Series B-Indenture of Trust		2003		NY Mellon																	
28	DDA - Sycamore Parking Concepts	OPA/DDA/ Construction	12/16/ 2002	06/30/2029	Sycamore Parking Concepts	Development of Sycamore Garage (Pkg Structure)	Merged	1,605,000	N	\$180,000	-	-	-	90,000	-	\$90,000	-	-	-	90,000	-	\$90,000
30	Erickson Lease Agreement - Honda	Business Incentive Agreements	01/19/ 2006	06/30/2032	Erickson Prop. Corp.	Leasehold Rights on AutoMall Property	Merged	1,698,531	N	\$226,471	-	-	-	113,236	-	\$113,236	-	-	-	113,235	-	\$113,235
33	Off Site Improvements (Nexus)	Improvement/ Infrastructure	04/04/ 2005	06/30/2032	Various	Construction of Publicly Owned Improvements - Nexus	Merged	5,000,000	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
34	Project Costs for Item #33	Project Management Costs	04/04/ 2005	06/30/2032	Successor Agency / Various	Project Management / Services	Merged	123,250	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
35	SA Venture Partnership & Other MainPlace Agreements	OPA/DDA/ Construction	05/15/ 1984	06/30/2032	Various	Permit Fee Obligation for Improvements	Merged	1,600,000	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
36	Project Costs for Item #35	Project Management Costs	05/15/ 1984	06/30/2032	Successor Agency / Various	Project Management / Services	Merged	100,000	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
37	DDA - Discovery Science Center	OPA/DDA/ Construction	04/21/ 1997	06/30/2032	City of Santa Ana	Permit Fee Obligation for Expansion	Merged	199,000	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
50	Agmt for Financial Consulting Services	Professional Services	03/15/ 2004	06/30/2032	Keyser Marston Associates	Financial Planning / Mgmt / Fiscal Consulting	Merged	100,000	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
62	Audited Financial Statements / Due Diligence Reviews	Professional Services	05/14/ 2003	06/30/2032	MGO / City of Santa Ana / Various	Required Per Bond Documents / AB 1484	Merged	214,500	N	\$10,500	-	-	-	10,500	-	\$10,500	-	-	-	-	-	\$-
63	Employee Pension Liability	Unfunded Liabilities	02/01/ 2012	06/30/2032	CalPERS / Successor Agency	Public Employee Defined Benefit Pension Plan	Merged	803,573	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
64	Other Postemployment	Unfunded Liabilities	02/01/ 2012	06/30/2032	Successor Agency /	OPEB Liability for	Merged	191,255	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-

EXHIBIT A

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
	Benefits (OPEB)				Various	Successor Agency Staff																
65	Actuarial Study	Unfunded Liabilities	02/01/2012	06/30/2032	Successor Agency / Various	Actuarial Study for Pension Liability & OPEB	Merged	25,000	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
66	Successor Agency Admin.	Admin Costs	02/01/2012	06/30/2032	Successor Agency / Various	Operating costs	Merged	3,000,000	N	\$250,000	-	-	-	-	125,000	\$125,000	-	-	-	-	125,000	\$125,000
119	Employee Layoff/ Termination Payment Obligations	Unfunded Liabilities	02/01/2012	06/30/2032	Successor Agency / Employees	Section 34171 (d)(1)(C) - Collective Bargaining Agreements for Layoffs / Terminations	Merged	216,717	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
129	Housing Entity Administrative Cost Allowance	Housing Entity Admin Cost	07/01/2014	07/01/2018	Successor Housing Agency / various	Section 34171 (p) - Housing Entity Administrative Cost Allowance	Merged	600,000	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
160	2018 Tax Allocation Bonds Series A	Bonds Issued After 12/31/ 10	11/08/2018	09/01/2031	Bank of New York Mellon	Debt service on bonds to refund 2003 Bonds and 2011 Bonds		14,487,625	N	\$856,150	-	-	601,475	-	-	\$601,475	-	17,487	44,847	192,341	-	\$254,675
161	2018 Tax Allocation Bonds Series A- Indenture of Trust	Fees	11/08/2018	06/30/2032	Keyser Marston Associates / Urban Futures	Continuing disclosure		19,500	N	\$1,500	-	-	-	-	-	\$-	-	-	-	1,500	-	\$1,500
162	2018 Tax Allocation Bonds Series A- Indenture of Trust	Fees	11/08/2018	06/30/2032	BLX	Arbitrage rebate analysis		22,500	N	\$1,500	-	-	-	1,500	-	\$1,500	-	-	-	-	-	\$-
163	2018 Tax Allocation Bonds Series A- Indenture of Trust	Fees	11/08/2018	06/30/2032	Bank of NY Mellon	Trustee fees		25,200	N	\$2,100	-	-	-	2,100	-	\$2,100	-	-	-	-	-	\$-
164	2018 Tax Allocation	Bonds Issued After 12/31/	11/08/2018	09/01/2028	Bank of New York	Debt service on bonds to		69,654,785	N	\$2,175,810	-	-	-	1,087,905	-	\$1,087,905	-	-	-	1,087,905	-	\$1,087,905

EXHIBIT A

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
	Bonds Series B	10			Mellon	refund 2003 Bonds and 2011 Bonds																
165	2018 Tax Allocation Bonds Series B-Indenture of Trust	Fees	11/08/2018	06/30/2029	Keyser Marston Associates / Urban Futures	Continuing disclosure		16,500	N	\$1,500	-	-	-	-	-	\$-	-	-	-	1,500	-	\$1,500
166	2018 Tax Allocation Bonds Series B-Indenture of Trust	Fees	11/08/2018	06/30/2029	BLX	Arbitrage rebate analysis		16,500	N	\$1,500	-	-	-	1,500	-	\$1,500	-	-	-	-	-	\$-
167	2018 Tax Allocation Bonds Series B-Indenture of Trust	Fees	11/08/2018	06/30/2029	Bank of NY Mellon	Trustee fees		18,900	N	\$2,100	-	-	-	2,100	-	\$2,100	-	-	-	-	-	\$-

EXHIBIT A

Santa Ana
Recognized Obligation Payment Schedule (ROPS 20-21) - Report of Cash Balances
July 1, 2017 through June 30, 2018
(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.							
A	B	C	D	E	F	G	H
	ROPS 17-18 Cash Balances (07/01/17 - 06/30/18)	Fund Sources					Comments
		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 07/01/17) RPTTF amount should exclude "A" period distribution amount.	4,425	12,521,215	1,110,898	740,898	-	
2	Revenue/Income (Actual 06/30/18) RPTTF amount should tie to the ROPS 17-18 total distribution from the County Auditor-Controller	127	57,183	-	415,259	9,056,062	F2 includes \$155,000 received from sale of property on LRPMP
3	Expenditures for ROPS 17-18 Enforceable Obligations (Actual 06/30/18)	-	-	843,411	509,835	8,826,594	F3 includes \$155,000 payment to CAC for sale of property
4	Retention of Available Cash Balance (Actual 06/30/18) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)	4,552	12,578,398	250,000	-	-	C4 & D4 amounts used for refunding of bonds during ROPS 18/19 period. E4 amount of \$250,000 is for ROPS #70 (Habitat) payments in ROPS 18/19 period.
5	ROPS 17-18 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 17-18 PPA form submitted to the CAC		No entry required			229,468	
6	Ending Actual Available Cash Balance (06/30/18) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)	\$-	\$-	\$17,487	\$646,322	\$-	

EXHIBIT A

Santa Ana
Recognized Obligation Payment Schedule (ROPS 20-21) - Notes
July 1, 2020 through June 30, 2021

Item #	Notes/Comments
2	This item has been retired; bonds refinanced during ROPS 18-19 period.
3	This item has been retired; bonds refinanced during ROPS 18-19 period.
4	This item has been retired; bonds refinanced during ROPS 18-19 period.
6	This item has been retired; bonds refinanced during ROPS 18-19 period.
7	This item has been retired; bonds refinanced during ROPS 18-19 period.
8	This item has been retired; bonds refinanced during ROPS 18-19 period.
10	This item has been retired; bonds refinanced during ROPS 18-19 period.
11	This item has been retired; bonds refinanced during ROPS 18-19 period.
12	This item has been retired; bonds refinanced during ROPS 18-19 period.
28	
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66	
119	
129	Although DOF has denied this item on prior ROPS, the Successor Agency continues to disagree with DOF's position and believe that an administrative cost allowance shall be remitted to the housing successor entity that assumed the former RDA's housing obligations pursuant to AB 471. Request is for the minimum \$150,000 allowable per fiscal year, for FY 14/15 - 17/18, for a total of \$600,000.
160	
161	
162	
163	
164	
165	

EXHIBIT A

166	
167	

EXHIBIT B

City of Santa Ana
Successor Agency to the former Community Redevelopment Agency
FY 2020-21
Administrative Allowance Budget

<u>Direct Personnel Costs</u>	<u>Department *</u>	<u>Hourly Rate</u>	<u>Successor Agency Hours</u>	<u>SA Administration</u>	<u>% of Time Spent on SA Issues</u>
Executive Director	CDA	\$ 137.34	102	14,009	4.90%
Principal Management Analyst	CDA	87.44	1,140	99,682	54.81%
Management Analyst	CDA	63.14	204	12,881	9.81%
Senior Accounting Assistant	CDA	54.32	204	11,081	9.81%
Community Development Commission Secretary	CDA	47.40	204	9,670	9.81%
Accounting Manager	FMSA	86.02	42	3,613	2.02%
Senior Accountant	FMSA	73.10	204	14,912	9.81%
Senior Accounting Assistant	FMSA	53.08	60	3,185	2.88%
Assistant City Attorney	CAO	108.92	102	11,110	4.90%
Total Direct Personnel Costs			2,262	180,142	

Other Direct Costs

Building Rental/Maintenance - Shared cost allocation	7,100
Communications - Shared cost allocation	1,200
Consultants - Outside legal counsel / Financial / etc.	2,500
Copier Lease - Shared cost allocation	1,000
Delivery Charges - Shared cost allocation	280
Employee parking	1,020
Insurance Charges - Shared cost allocation	5,810
IT Maintenance Charge - Shared cost allocation	6,200
Laserfiche - Shared cost allocation for document management software	1,000
Legistar - Shared cost allocation for agenda management software	1,800
Supplies, printing, misc. items	1,279
Training / Mileage	100
Unfunded Accrued Liability - Shared cost allocation	25,000
Total Other Direct Cost	54,289

Indirect Costs (based on direct salary charges)

Indirect Costs - 11.16% for FY 19/20; rate for FY 20/21 TBD	15,569
Includes City Manager's Office, Human Resources, Accounting, Purchasing, Treasury, Management & Support services.	
Total Indirect Cost	15,569

Total Successor Agency Admin Allowance Cost **\$ 250,000**

* CDA = Community Development Agency
FMSA = Finance & Management Services Agency
CAO = City Attorney's Office

EXHIBIT B

**City of Santa Ana Successor Agency
FY 2020-21
Administrative Allowance
Description of Personnel Positions and Functions**

<u>Position</u>	<u>Department</u>	<u>Summary of Job Duties Pertaining to Successor Agency</u>	<u>Hours</u>	<u>Frequency (Months)</u>	<u>Total</u>
Executive Director	CDA	Oversees the entire dissolution process as City Manager's designee. Attends Successor Agency, Oversight Board and Meet and Confer meetings and updates City management on RDA dissolution. Meets weekly with staff to review wind down activities.	8.5	12	102
Principal Management Analyst	CDA	Prepares all staff reports and attachments for, and attends all Successor Agency and Oversight Board meetings. Administers all enforceable obligations on a daily basis. Approves all invoices. Prepares journal entries as needed. Reconciles projects expenses. Prepares ROPS & PPA and works with other departments.	95	12	1140
Management Analyst	CDA	Backup to the Principal Management Analyst. Provides assistance in reconciliation, analysis, and oversight of enforceable obligations. Assists with document management of former RDA records.	17	12	204
Senior Accounting Assistant	CDA	Posts attendance for payroll charges to Successor Agency accounts for 24 pay periods. Sets up projects and activities in financial system. Prepares and processes any travel related requests. Assists in preparation of journal entries.	17	12	204
Community Development Commission Secretary	CDA	Assists in the preparation, submission, and tracking of Successor Agency staff reports to Clerk of the Council. Assists with filing, scanning, and other records retention related tasks for former RDA and current Successor Agency files on an on-going basis.	17	12	204
Total Community Development Agency					1854
Accounting Manager	FMSA	Review final ROPS cash balance worksheet. Reconciles monthly bank statements related to Successor Agency transactions. Reviews and makes final approval of all journal entries for monthly closing. Additional hours during July - December for financial statements, addressing audit questions, and CAFR preparation.	3.5	12	42
Senior Accountant	FMSA	Prepares ROPS Cash Balance worksheet. Approves direct payment vouchers for payment of invoices. Reviews monthly fund balance and analyzes for month end closing. Reviews and processes journal entries as needed. Approves set up of projects and activities in financial system. Prepares all fiscal year end transactions. Additional hours during July - December for financial statements, addressing audit questions, and CAFR preparation.	17	12	204
Senior Accounting Assistant	FMSA	Processes direct payment vouchers for Successor Agency invoices.	5	12	60
Total Finance & Management Services Agency					306
Assistant City Attorney	CAO	Provides legal guidance on Dissolution Act and former RDA agreements/issues. Drafts and reviews Successor Agency resolutions. Attends Successor Agency meetings as necessary.	8.5	12	102
Total City Attorney's Office					102

EXHIBIT B

City of Santa Ana Successor Agency
FY 2020-21
Administrative Allowance
Description of Other Direct and Indirect Costs

<u>Line Item</u>	<u>Description</u>
Building Rental / Maintenance	Shared cost allocation of City Hall building maintenance, janitorial services, utilities, and security guard services
Communications	Monthly telephone charges for (1) direct line, and allocation for shared telecommunication lines and system maintenance
Consultants	Outside legal counsel, financial consultants, appraisers, etc. on an as-needed basis
Copier Lease	Shared cost allocation of Sharp copier leases
Delivery Charges	Shared cost allocation of mail delivery services by Central Services Division
Employee Parking	Monthly parking fees for Successor Agency staff
Indirect Costs	Charges for City general overhead expense (City Manager's Office, Human Resources, Accounting, Purchasing, Treasury, Management and Support)
Insurance Charges	Shared cost allocation of premiums for Liability and Property Insurance, employee Group Insurance and Workers Compensation Insurance
IT Maintenance Charges	Shared cost allocation of computer services, maintenance of software, and a reserve for equipment replacement
Laserfiche	Shared cost allocation for document management software license and maintenance
Legistar	Shared cost allocation for agenda management software license and maintenance
Supplies, Printing, Misc.	Direct office supplies, materials, non-consumable items, computer-related hardware/peripherals less than \$5,000, duplication costs, postage, etc. for Successor Agency staff
Training / Mileage	Registration fees and travel related expenses for Successor Agency staff
Unfunded Accrued Liability	Shared cost allocation of liability payment to CalPERS (employer's contribution) for former employees and current employees assigned to the former RDA

Orange Countywide Oversight Board
Placeholder for Pending Resolution

Date: 1/28/2020

From: Successor Agency to the Santa Ana Redevelopment Agency

Subject: Resolution of the Santa Ana City Council Approving the FY 2020-21 Recognized Obligation Payment Schedule (ROPS) and Administrative Budget

The resolution of the Santa Ana City Council approving the FY 2020-21 Recognized Obligation Payment Schedule (ROPS) and Administrative Budget will be voted upon at their 1/21/2020 meeting. As such, the resolution is not yet available for submission but will be provided before the Countywide Oversight Board votes upon its resolution regarding the FY 2020-21 Recognized Obligation Payment Schedule (ROPS) and Administrative Budget.



**DEPARTMENT OF
FINANCE**
OFFICE OF THE DIRECTOR

GAVIN NEWSOM - GOVERNOR
STATE CAPITOL ■ ROOM 1145 ■ SACRAMENTO CA ■ 95814-4998 ■ WWW.DOF.CA.GOV

April 9, 2019

Ms. Susan Gorospe, Principal Management Analyst
City of Santa Ana
60 Civic Center Plaza, M-25
Santa Ana, CA 92701

Dear Ms. Gorospe:

Subject: 2019-20 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of Santa Ana Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2019 through June 30, 2020 (ROPS 19-20) to the California Department of Finance (Finance) on January 30, 2019. Finance has completed its review of the ROPS 19-20.

Based on a sample of line items reviewed and application of the law, Finance is approving all of the items listed on the ROPS 19-20 at this time. However, Finance notes the following:

The administrative costs claimed are within the fiscal year administrative cap pursuant to HSC section 34171 (b) (3). However, Finance notes the Oversight Board (OB) has approved an amount that appears excessive, given the number and nature of the obligations listed on the ROPS. HSC section 34179 (i) requires the OB to exercise a fiduciary duty to the taxing entities. Therefore, Finance encourages the OB to apply adequate oversight when evaluating the administrative resources necessary to successfully wind-down the Agency.

Pursuant to HSC section 34186, successor agencies are required to report differences between actual payments and past estimated obligations. Reported differences in Redevelopment Property Tax Trust Fund (RPTTF) are used to offset current RPTTF distributions. The amount of RPTTF approved in the table on Page 3 includes the prior period adjustment resulting from the County Auditor-Controller's review of the prior period adjustment form submitted by the Agency.

If the Agency disagrees with our determination with respect to any items on the ROPS 19-20, except items that are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

[http://dof.ca.gov/Programs/Redevelopment/Meet And Confer/](http://dof.ca.gov/Programs/Redevelopment/Meet_And_Confer/)

The Agency's maximum approved RPTTF distribution for the reporting period is \$5,836,773 as summarized in the Approved RPTTF Distribution table on Page 3 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1 through December 31 period (ROPS A period), and one distribution for the January 1 through June 30 period (ROPS B period) based on Finance approved amounts. Since this determination is for the entire ROPS 19-20 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 19-20. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be denied until the matter is resolved.

The ROPS 19-20 form submitted by the Agency and this determination letter will be posted on our website:

<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 19-20 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

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

Sincerely,



JENNIFER WHITAKER
Program Budget Manager

cc: Mr. Steven A. Mendoza, Executive Director of Community Development, City of Santa Ana
Mr. Israel M. Guevara, Administrative Manager, Property Tax Section, Orange County

Attachment

Approved RPTTF Distribution For the period of July 1, 2019 through June 30, 2020			
	ROPS A Period	ROPS B Period	ROPS 19-20 Total
RPTTF Requested	\$ 4,240,980	\$ 1,355,380	\$ 5,596,360
Administrative RPTTF Requested	144,849	144,849	289,698
Total RPTTF Requested	4,385,829	1,500,229	5,886,058
RPTTF Authorized	4,240,980	1,355,380	5,596,360
Administrative RPTTF Authorized	144,849	144,849	289,698
Total RPTTF Authorized for Obligations	4,385,829	1,500,229	5,886,058
Prior Period Adjustment	(49,285)	0	(49,285)
Total RPTTF Approved for Distribution	\$ 4,336,544	\$ 1,500,229	\$ 5,836,773

Resolution No. 19-024

A RESOLUTION OF THE ORANGE COUNTYWIDE OVERSIGHT BOARD
APPROVING THE SANTA ANA SUCCESSOR AGENCY'S RECOGNIZED
OBLIGATION PAYMENT SCHEDULE 19-20 FOR THE PERIOD OF JULY 1,
2019 TO JUNE 30, 2020 PURSUANT TO HEALTH AND SAFETY CODE
SECTION 34177(o) AND PART 1.85 OF DIVISION 24 OF THE CALIFORNIA
HEALTH AND SAFETY CODE ("DISSOLUTION ACT")

WHEREAS, on January 9, 2012, pursuant to section 34173 of the California Health & Safety Code, the City of Santa Ana ("City") elected to serve as the Successor Agency for the dissolved Community Redevelopment Agency ("Agency") of the City of Santa Ana and selected the Housing Authority of the City of Santa Ana to act as "Successor Housing Agency;" and

WHEREAS, the Santa Ana City Council serves as the governing body of the Successor Agency under the Dissolution Act, as amended by AB 1484, AB 471, and SB 107, to administer the enforceable obligations of the Agency and otherwise unwind the Agency's affairs; and

WHEREAS, SB 107 revised the timeline for the preparation of the required Recognized Obligation Payment Schedule ("ROPS") from each six-month period to a one-year period beginning July 1, 2016; and

WHEREAS, effective 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, Section 34179 of the Dissolution Act 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 Act requires that the annual ROPS for the 19-20 period of July 1, 2019 to June 30, 2020 ("ROPS 19-20") shall be submitted to the DOF by the Successor Agency, after approval by the Oversight Board, no later than February 1, 2019; and

WHEREAS, the Successor Agency adopted a resolution approving the ROPS 19-20 on January 15, 2019;

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

Section 1. The Orange Countywide Oversight Board conclusively finds, determines and declares the foregoing recitals.

ATTACHMENT 4

Section 2. The Orange Countywide Oversight Board approves the Recognized Obligation Payment Schedule 19-20, attached hereto as Exhibit A and incorporated herein by this reference, and authorizes the submission to the County of Orange and Department of Finance for review and approval.

Section 3. Pursuant to the Dissolution Act, the Orange Countywide Oversight Board further authorizes the transmittal of the ROPS 19-20 to DOF with copies to the County Executive Officer, the County Auditor-Controller, and the State Controller's Office.

Section 4. The City Manager of the City of Santa Ana, or his/her designee ("City Manager"), is directed to post on the City's website the ROPS 19-20 in the manner required by law.

Section 5. The City Manager of the City of Santa Ana and/or the Executive Director of Community Development for the City of Santa Ana, or their respective designees, as delegated officials of the City acting as Successor Agency, are authorized to make or accept any augmentation, modification, additions, or revisions to the ROPS as may be necessary and appropriate in their reasonable discretion, based on review or communications from the State Department of Finance or County of Orange.

Section 6. This Resolution shall take effect immediately upon its adoption by the Orange Countywide Oversight Board, and the Clerk of the Board shall attest to and certify the vote adopting of this Resolution.


ATTACHMENT 4

The foregoing was passed and adopted by the following vote of the Orange Countywide Oversight Board on TUESDAY, JANUARY 29, 2019

YES: CHARLES BARFIELD, CHRIS GAARDER, STEVE JONES,
BRIAN PROBOLSKY, DEAN WEST

NOES:
EXCUSED: STEVE FRANKS, PHILLIP E. YARBROUGH

ABSTAINED:




BRIAN PROBOLSKY
CHAIRMAN

STATE OF CALIFORNIA)
)
COUNTY OF ORANGE)

I, KATHY TAVOULARIS, Clerk of the Orange Countywide Oversight Board, Orange County, California, hereby certify that a copy of this document has been delivered to the Chairman of the Board and that the above and foregoing Resolution was duly and regularly adopted by the Orange Countywide Oversight Board.

IN WITNESS WHEREOF, I have hereto set my hand.



KATHY TAVOULARIS
Clerk
Orange Countywide Oversight Board

Resolution No: 19-024

Agenda Date: Tuesday, January 29, 2019

Item No: 5F

ATTACHMENT 4

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

Successor Agency: Santa Ana
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):	\$ 213,736	\$ 203,236	\$ 416,972
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	213,736	203,236	416,972
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 4,385,829	\$ 1,500,229	\$ 5,886,058
F	RPTTF	4,240,980	1,355,380	5,596,360
G	Administrative RPTTF	144,849	144,849	289,698
H	Current Period Enforceable Obligations (A+E):	\$ 4,599,565	\$ 1,703,465	\$ 6,303,030

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.

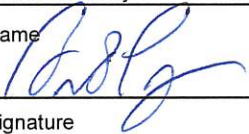
Brian Probolsky
Name
Chair
/s/ 
Signature
1/29/2019
Date

EXHIBIT A

ATTACHMENT 4

Santa Ana Recognized Obligation Payment Schedule (ROPS 19-20) - ROPS Detail

July 1, 2019 through June 30, 2020

(Report Amounts in Whole Dollars)

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		
											\$	\$	\$	\$	\$		\$	\$	\$	\$	\$		
1	2011 Tax Allocation Bonds Series A-Indenture of Trust	Bonds Issued After 12/31/10	9/1/2011	9/1/2030	Bank of New York Mellon	Debt service on bonds to refund 1999	Merged	\$ 106,787,075	0	Y	\$ 6,263,000	\$ 0	\$ 0	\$ 213,736	\$ 4,240,680	\$ 144,849	\$ 4,299,565	\$ 0	\$ 0	\$ 265,236	\$ 1,358,360	\$ 148,889	\$ 1,703,465
2	2011 Tax Allocation Bonds Series A-Indenture of Trust	Fees	9/1/2011	9/1/2030	Keyser Marston Associates / Urban Futures	Continuing disclosure	Merged	0	Y	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
3	2011 Tax Allocation Bonds Series A-Indenture of Trust	Fees	9/1/2011	9/1/2029	BLX	Arbitrage rebate analysis	Merged	0	Y	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
4	2011 Tax Allocation Bonds Series A-Indenture of Trust	Fees	9/1/2011	9/1/2029	Bank of NY Mellon	Trustee fees	Merged	0	Y	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
5	2003 Tax Allocation Bonds Series A	Bonds Issued On or Before 12/31/10	5/14/2003	9/1/2031	Bank of New York Mellon	Debt service on South Main Redevelopment Activities	Merged	0	Y	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
6	2003 Tax Allocation Bonds Series A-Indenture of Trust	Fees	5/14/2003	6/30/2033	Keyser Marston Associates / Urban Futures	Continuing disclosure	Merged	0	Y	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
7	2003 Tax Allocation Bonds Series A-Indenture of Trust	Fees	5/14/2003	6/30/2032	BLX	Arbitrage rebate analysis	Merged	0	Y	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
8	2003 Tax Allocation Bonds Series A-Indenture of Trust	Fees	5/14/2003	6/30/2032	Bank of NY Mellon	Trustee fees	Merged	0	Y	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
9	2003 Tax Allocation Bonds Series B	Bonds Issued On or Before 12/31/10	5/14/2003	9/1/2031	Bank of New York Mellon	Debt service on bonds to refund 1993	Merged	0	Y	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
10	2003 Tax Allocation Bonds Series B-Indenture of Trust	Fees	5/14/2003	6/30/2031	Keyser Marston Associates / Urban Futures	Continuing disclosure	Merged	0	Y	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
11	2003 Tax Allocation Bonds Series B-Indenture of Trust	Fees	5/14/2003	6/30/2030	BLX	Arbitrage rebate analysis	Merged	0	Y	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
12	2003 Tax Allocation Bonds Series B-Indenture of Trust	Fees	5/14/2003	6/30/2030	Bank of NY Mellon	Trustee fees	Merged	0	Y	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
21	Housing Loan for ERAF FY 09-10	SERAF/ERAF	9/1/2010	6/30/2018	LMBF	Loan to pay SERAF in FY 09-10	Merged	0	Y	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
29	ODA - Sycamore Parking Concepts	OP/ODA/Construction	12/16/2002	9/30/2029	Sycamore Parking Concepts	Development of Sycamore Garage (Pkg Structure)	Merged	1,785,000	N	\$ 180,000	\$ -	\$ -	\$ 90,500	\$ -	\$ 90,000	\$ -	\$ -	\$ 90,000	\$ -	\$ 90,000	\$ -	\$ 90,000	
30	Erickson Lease Agreement - Honda	Business Incentive Agreements	1/16/2006	6/30/2032	Erickson Prop. Corp.	Leasehold Rights on AutoMall Property	Merged	1,925,002	N	\$ 226,472	\$ -	\$ -	\$ -	\$ 113,236	\$ -	\$ 113,236	\$ -	\$ -	\$ 113,236	\$ -	\$ 113,236	\$ -	
33	Off Site Improvements (Neus)	Improvements/Infrastructure	4/4/2005	6/30/2032	Various	Construction of Publicly Owned Improvements - Neus	Merged	5,000,000	N	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
34	Project Costs for Item #33	Project Management Costs	4/4/2005	6/30/2032	Successor Agency / Various	Project Management / Services	Merged	125,250	N	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
35	SA Venture Partnership & Other Master Lease Agreements	OP/ODA/Construction	5/15/1984	6/30/2032	Various	Permit Fee Obligation for Improvements	Merged	1,600,000	N	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
36	Project Costs for Item #35	Project Management Costs	5/15/1984	6/30/2032	Successor Agency / Various	Project Management / Services	Merged	100,000	N	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
37	ODA - Discovery Science Center	OP/ODA/Construction	4/21/1997	6/30/2032	City of Santa Ana	Permit Fee Obligation for Expansion	Merged	199,000	N	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
43	Downstream Parking Structure Improvements	Improvements/Infrastructure	9/1/2011	9/30/2032	Various	Cost of Publicly-Owned Improvements	Merged	0	Y	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
50	Agent for Financial Consulting Services	Professional Services	3/15/2004	9/30/2032	Keyser Marston Associates	Financial Planning / Mgmt / Fiscal Consulting	Merged	100,000	N	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
62	Audited Financial Statements / Due Diligence Reviews	Professional Services	5/14/2003	9/30/2032	MGO / City of Santa Ana / Various	Required Per Bond Documents / AB 1484	Merged	225,000	N	\$ 10,500	\$ -	\$ -	\$ 10,500	\$ -	\$ 10,500	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
63	Employee Pension Liability	Unfunded Liabilities	2/1/2012	9/30/2032	CAPERS / Successor Agency	Public Employee Defined Benefit Pension Plan	Merged	813,243	N	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
64	Other Postemployment Benefits (OPEB)	Unfunded Liabilities	2/1/2012	9/30/2032	Successor Agency / Various	OPEB Liability for Successor Agency Staff	Merged	181,985	N	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
65	Actuarial Study	Unfunded Liabilities	2/1/2012	9/30/2032	Successor Agency / Various	Actuarial Study for Pension Liability & OPEB	Merged	70,000	N	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
66	Successor Agency Admin.	Admin Costs	2/1/2012	9/30/2032	Successor Agency / Various	Operating costs	Merged	3,970,586	N	\$ 289,698	\$ -	\$ -	\$ -	\$ 144,849	\$ 144,849	\$ -	\$ -	\$ -	\$ -	\$ 144,849	\$ 144,849	\$ 144,849	
70	ODA - Habitat for Humanity	OP/ODA/Construction	3/21/2011	9/30/2032	Habitat for Humanity	New construction of 17 single family homes	Merged	0	Y	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
71	Project Costs for Item #70	Project Management Costs	3/21/2011	9/30/2032	Successor Agency / Various	Project & Construction Management / Services	Merged	0	Y	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
119	Employee Layoff/Termination Payment Obligations	Unfunded Liabilities	2/1/2012	9/30/2032	Successor Agency / Employees	Section 34171 (b)(7)(C) - Collective Bargaining Agreements for Layoffs / Terminations	Merged	219,736	N	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
120	Housing Entity Administrative Cost Allocation	Housing Entity Admin Cost Allocation	7/1/2014	7/1/2018	Successor Housing Agency / Various	Section 34171 (b) - Housing Entity Administrative Cost Allocation	Merged	600,000	N	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
160	2018 Tax Allocation Bonds Series A (Tax Exempt)	Bonds Issued After 12/31/19	1/18/2018	9/1/2031	Bank of New York Mellon	Debt service on bonds to refund 2003 Bonds and 2011 Bonds	Merged	17,897,175	N	\$ 3,409,550	\$ -	\$ -	\$ 3,148,075	\$ -	\$ 3,148,075	\$ -	\$ -	\$ 261,475	\$ -	\$ 261,475	\$ -	\$ 261,475	
161	2018 Tax Allocation Bonds Series A (Tax Exempt)-Indenture of Trust	Fees	1/18/2018	6/30/2032	Urban Futures / Various	Continuing disclosure	Merged	21,000	N	\$ 1,500	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,500	\$ -	\$ 1,500	\$ -	\$ 1,500	
162	2018 Tax Allocation Bonds Series A (Tax Exempt)-Indenture of Trust	Fees	1/18/2018	6/30/2032	BLX Group / Various	Arbitrage rebate analysis	Merged	24,000	N	\$ 1,500	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,500	\$ -	\$ 1,500	\$ -	\$ 1,500	
163	2018 Tax Allocation Bonds Series A (Tax Exempt)-Indenture of Trust	Fees	1/18/2018	6/30/2032	Bank of New York Mellon	Trustee fees	Merged	35,000	N	\$ 2,500	\$ -	\$ -	\$ 2,500	\$ -	\$ 2,500	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
164	2018 Tax Allocation Bonds Series B (Federally Taxable)	Bonds Issued After 12/31/19	1/18/2018	9/1/2028	Bank of New York Mellon	Debt service on bonds to refund 2003 Bonds and 2011 Bonds	Merged	71,830,595	N	\$ 2,175,810	\$ -	\$ -	\$ 1,087,905	\$ -	\$ 1,087,905	\$ -	\$ -	\$ 1,087,905	\$ -	\$ 1,087,905	\$ -	\$ 1,087,905	
165	2018 Tax Allocation Bonds Series B (Federally Taxable)-Indenture of Trust	Fees	1/18/2018	6/30/2029	Urban Futures / Various	Continuing disclosure	Merged	21,000	N	\$ 1,500	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,500	\$ -	\$ 1,500	\$ -	\$ 1,500	
166	2018 Tax Allocation Bonds Series B (Federally Taxable)-Indenture of Trust	Fees	1/18/2018	6/30/2029	BLX Group / Various	Arbitrage rebate analysis	Merged	18,000	N	\$ 1,500	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,500	\$ -	\$ 1,500	\$ -	\$ 1,500	
167	2018 Tax Allocation Bonds Series B (Federally Taxable)-Indenture of Trust	Fees	1/18/2018	6/30/2029	Bank of New York Mellon	Trustee fees	Merged	27,500	N	\$ 2,500	\$ -	\$ -	\$ 2,500	\$ -	\$ 2,500	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
168									N	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	

EXHIBIT A

ATTACHMENT 4

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

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				Non-Admin and Admin	Comments
		Bond Proceeds		Reserve Balance	Other Funds		
		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.		
1	Beginning Available Cash Balance (Actual 07/01/16) RPTTF amount should exclude "A" period distribution amount	2,515,422	12,762,997	1,621,808	1,459,680	456,789	
2	Revenue/Income (Actual 06/30/17) RPTTF amount should tie to the ROPS 16-17 total distribution from the County Auditor-Controller	4,563	18,913	0	276,279	19,072,412	
3	Expenditures for ROPS 16-17 Enforceable Obligations (Actual 06/30/17)	2,515,560	260,695	1,016,983	995,061	19,023,128	Total admin expenditure in ROP 16-17 was inadvertently overstated by \$517 on PPA submitted to CAC.
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)	4,425	12,521,215	260,397		0	C4 & D4 = All bond proceeds, bond interest, and bond reserves used in refinance outstanding bonds in November 2018. E4 = Funds used in ROPS 17-18 and 18-19 for Item 70, 71.
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				49,284	Total admin expenditure in ROP 16-17 was inadvertently overstated by \$517 on PPA submitted to CAC.
6	Ending Actual Available Cash Balance (06/30/17) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)	\$ 0	\$ 0	\$ 344,428	\$ 740,898	\$ 456,789	

EXHIBIT A

ATTACHMENT 4

Santa Ana Recognized Obligation Payment Schedule (ROPS 19-20) - Notes July 1, 2019 through June 30, 2020

Item #	Notes/Comments
1-12	New 2018 Tax Allocation Refunding Bonds issued on 11/08/18 to refund the 2011 Series A, 2003 Series A, and 2003 Series B Bonds. All debt service and bond fees related line items to be retired. See new line items 160-167.
21	This line item to be retired; final repayment of ERAF & SERAF loan to LMIHAF was made during ROPS 18-19A period.
43	This line item to be retired; remaining bond proceeds originally intended for this project was used to refinance the bonds.
70	This line item to be retired; final payment made during ROPS 18-19B period per Amended ROPS 18-19.
71	This line item to be retired.
119	Although DOF has denied this item on recent ROPS, the Successor Agency continued to disagree with DOF's position that the Successor Agency is not obligated pay leave balances for retired or terminated former RDA employees. No amount is requested during the ROPS 19-20 period as no layoffs or retirements are anticipated. However, the obligation exists for those former RDA employees that are still employed.
129	Although DOF has denied this item on prior ROPS, the Successor Agency continues to disagree with DOF's position and believe that an administrative cost allowance shall be remitted to the housing successor entity that assumed the former RDA's housing obligations pursuant to AB 471. Request is for the minimum \$150,000 allowable per fiscal year, for FY 14/15 - 17/18, for a total of \$600,000. Refer to Montclair Case #34-2014-80001948.
160-167	New 2018 Tax Allocation Refunding Bonds issued on 11/08/18. See notes above for line items 1-12.



October 31, 2018

Ms. Susan Gorospe, Principal Management Analyst
City of Santa Ana
60 Civic Center Plaza, M-25
Santa Ana, CA 92701

Dear Ms. Gorospe:

Subject: Amended 2018-19 Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1) (E), the City of Santa Ana Successor Agency (Agency) submitted an amended Recognized Obligation Payment Schedule for the period January 1, 2019 through June 30, 2019 (Amended ROPS 18-19B) to the California Department of Finance (Finance) on September 26, 2018. Finance has completed its review of the Amended ROPS 18-19B.

Based on our review, Finance is approving all of the adjustments requested on the Amended ROPS 18-19B.

Since Finance is approving an adjustment of \$250,000 to Reserve Balances, and no adjustments were requested for Redevelopment Property Tax Trust Funds (RPTTF), the Agency's maximum approved RPTTF distribution for the ROPS 18-19B period remains \$2,633,098 as summarized in the Approved RPTTF Distribution table on Page 3 (see Attachment).

Please refer to the ROPS 18-19B schedule used to calculate the total RPTTF approved for distribution:

<http://www.dof.ca.gov/redevelopment/ROPS>

This is Finance's determination related to the funding of enforceable obligations reported on your Amended ROPS 18-19B. Please note there is no Meet and Confer option for the Amended ROPS process, so Finance's determination is final. This determination is effective for this time period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this Amended ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax is limited to the amount of funding available to the Agency in the RPTTF.

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

Sincerely,



ERIKA LI
Program Budget Manager

cc: Mr. Steven A. Mendoza, Executive Director of Community Development, City of Santa Ana
Mr. Israel M. Guevara, Administrative Manager, Property Tax Section, Orange County

Attachment

Approved RPTTF Distribution		
For the period of January 2019 through June 2019		
Authorized RPTTF on ROPS 18-19B	\$	2,505,727
Authorized Administrative RPTTF on ROPS 18-19B		127,371
Total Authorized RPTTF on ROPS 18-19B		2,633,098

RESOLUTION NO. 18-012

A RESOLUTION OF THE ORANGE COUNTYWIDE OVERSIGHT BOARD WITH OVERSIGHT OF THE SUCCESSOR AGENCY TO THE SANTA ANA REDEVELOPMENT AGENCY APPROVING THE AMENDED RECOGNIZED OBLIGATION PAYMENT SCHEDULE 18-19B FOR THE PERIOD OF JANUARY 1, 2019 TO JUNE 30, 2019 PURSUANT TO HEALTH AND SAFETY CODE SECTION 34177(o)(1)(E), AND PART 1.85 OF DIVISION 24 OF THE CALIFORNIA HEALTH AND SAFETY CODE ("DISSOLUTION ACT")

WHEREAS, on January 9, 2012, pursuant to section 34173 of the California Health & Safety Code, the City of Santa Ana ("City") elected to serve as the Successor Agency for the dissolved Community Redevelopment Agency ("Agency") of the City of Santa Ana and selected the Housing Authority of the City of Santa Ana to act as "Successor Housing Agency;" and

WHEREAS, the Santa Ana City Council serves as the governing body of the Successor Agency under the Dissolution Act, as amended by AB 1484, AB 471, and SB 107, to administer the enforceable obligations of the Agency and otherwise unwind the Agency's affairs; and

WHEREAS, SB 107 revised the timeline for the preparation of the required Recognized Obligation Payment Schedule (ROPS) from each six-month period to a one-year period beginning July 1, 2016; and

WHEREAS, the Successor Agency received and filed the ROPS for the 18-19 period, upon review and approval by the Oversight Board on January 29, 2018 and submitted it to the Department of Finance (DOF) and other required entities by the February 1, 2018 deadline. DOF issued its preliminary decision letter regarding ROPS 18-19 on April 13, 2018, and then subsequently issued its final determination letter on May 17, 2018 after a Meet and Confer session requested by Santa Ana; and

WHEREAS, Section 34177(o)(1)(E) authorizes that "[o]nce per period, and no later than October 1, a successor agency may submit one amendment to the [ROPS] approved by the department pursuant to this subdivision, if the oversight board makes a finding that a revision is necessary for the payment of approved enforceable obligations during the second one-half of the [ROPS] period, which shall be defined as January 1 to June 30, inclusive. A successor agency may only amend the amount requested for payment of approved enforceable obligations. The revised [ROPS] shall be approved by the oversight board and submitted to the department by electronic means in a manner of the department's choosing. The department shall notify the successor agency and the County Auditor-Controller as to the outcome of the department's review at least 15 days before the date of the property tax distribution;" and


WHEREAS, during the preparation and submission of the ROPS 18-19, it was anticipated that an outstanding obligation pursuant to a disposition and development agreement with an affordable housing developer would be completed by the end of the ROPS 17-18 period (June 30,

ATTACHMENT 6

The foregoing was passed and adopted by the following vote of the Orange Countywide Oversight Board on Tuesday, September 18, 2018:

YES: Board Members: CHRIS GAARDER, STEVE FRANKS, DEAN WEST,
CHARLES BARFIELD, PHILLIP E. YARBROUGH,
STEVE JONES, BRIAN PROBOLSKY

NOES:
EXCUSED:
ABSTAINED:




BRIAN PROBOLSKY
CHAIRMAN

STATE OF CALIFORNIA)
)
COUNTY OF ORANGE)

I, ANTHONY KUO, Clerk of the Orange Countywide Oversight Board, Orange County, California, hereby certify that a copy of this document has been delivered to the Chairman of the Board and that the above and foregoing Resolution was duly and regularly adopted by the Orange Countywide Oversight Board.

IN WITNESS WHEREOF, I have hereto set my hand.



ANTHONY KUO
Clerk
Orange Countywide Oversight Board

Resolution No: 18-012

Agenda Date: Tuesday, September 18, 2018

Item No: 9e

Amended Recognized Obligation Payment Schedule (ROPS 18-19B) - Summary

Filed for the January 1, 2019 through June 30, 2019 Period

Successor Agency: Santa Ana
 County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		ROPS 18-19B		ROPS 18-19B		ROPS 18-19B	
		Authorized Amounts	Requested Adjustments			Amended Total	
A	Enforceable Obligations Funded as Follows (B+C+D):	\$ 113,235	\$ 250,000	\$		\$	363,235
B	Bond Proceeds	-	-	-		-	-
C	Reserve Balance	-	250,000	250,000		250,000	250,000
D	Other Funds	113,235	-	-		113,235	113,235
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 2,633,098	\$ -	\$ -		\$ 2,633,098	
F	RPTTF	2,505,727	-	-		2,505,727	
G	Administrative RPTTF	127,371	-	-		127,371	
H	Current Period Enforceable Obligations (A+E):	\$ 2,746,333	\$ 250,000	\$		\$ 2,996,333	

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.

Brian Propolsky Chairman
 Name Title
 /s/ [Signature] 9-20-2018
 Signature Date

Item #	Project Name/Debt Obligation	Obligation Type	Total Outstanding Balance	AUTHORIZED AMOUNTS (Reported income in whole dollars)					REQUESTED ADJUSTMENTS					Notes			
				Fund Sources					Fund Sources								
				Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Total		
1	2011 Tax Allocation Bonds Series A	Bonds Issued After 12/31/10	\$ 140,270,334	-	\$	113,236	\$	2,056,727	\$	127,371	\$	2,746,333	-	\$	260,000		
2	2011 Tax Allocation Bonds Series A	Indemnity of Fees	\$ 92,489,788	-	-	-	-	2,056,175	-	-	-	\$	2,056,175	-	\$	-	
3	2011 Tax Allocation Bonds Series A	Indemnity of Fees	\$ 28,000	-	-	-	-	-	-	-	-	\$	-	-	\$	-	
4	2011 Tax Allocation Bonds Series A	Indemnity of Fees	\$ 28,600	-	-	-	-	2,600	-	-	-	\$	2,600	-	\$	-	
5	2003 Tax Allocation Bonds Series A	Bonds Issued On or Before 12/31/10	\$ 17,825,683	-	-	-	-	278,452	-	-	-	\$	278,452	-	\$	-	
6	2003 Tax Allocation Bonds Series A	Indemnity of Fees	\$ 40,500	-	-	-	-	725	-	-	-	\$	725	-	\$	-	
7	2003 Tax Allocation Bonds Series A	Indemnity of Fees	\$ 39,250	-	-	-	-	-	-	-	-	\$	-	-	\$	-	
8	2003 Tax Allocation Bonds Series A	Indemnity of Fees	\$ 36,000	-	-	-	-	2,500	-	-	-	\$	2,500	-	\$	-	
9	2003 Tax Allocation Bonds Series B	Bonds Issued On or Before 12/31/10	\$ 5,183,625	-	-	-	-	70,500	-	-	-	\$	70,500	-	\$	-	
10	2003 Tax Allocation Bonds Series B	Indemnity of Fees	\$ 4,500	-	-	-	-	725	-	-	-	\$	725	-	\$	-	
11	2003 Tax Allocation Bonds Series B	Indemnity of Fees	\$ 3,000	-	-	-	-	-	-	-	-	\$	-	-	\$	-	
12	2003 Tax Allocation Bonds Series B	Indemnity of Fees	\$ 5,000	-	-	-	-	2,500	-	-	-	\$	2,500	-	\$	-	
21	Housing Loan for ERAF FY 09-10	SENA/ERAF	\$ 532,601	-	-	-	-	-	-	-	-	\$	-	-	\$	-	
28	DDA - Syracuse Parking Concepts	OPADDA/Construction	\$ 1,965,000	-	-	-	-	90,000	-	-	-	\$	90,000	-	\$	-	
30	Erickson Lease Agreement - Honda	Business Incentive	\$ 2,151,473	-	-	-	-	113,236	-	-	-	\$	113,236	-	\$	-	
33	Off Site Improvements (Newus)	Agreements	\$ 5,000,000	-	-	-	-	-	-	-	-	\$	-	-	\$	-	
34	Project Costs for Item #63	Project Management Costs	\$ 123,250	-	-	-	-	-	-	-	-	\$	-	-	\$	-	
35	SA Venture Partnership & Other MainPlace Agreements	OPADDA/Construction	\$ 1,600,000	-	-	-	-	-	-	-	-	\$	-	-	\$	-	
36	Project Costs for Item #65	Project Management Costs	\$ 100,000	-	-	-	-	-	-	-	-	\$	-	-	\$	-	
40	DDA - Discovery Science Center	OPADDA/Construction	\$ 5,831,398	-	-	-	-	-	-	-	-	\$	-	-	\$	-	
43	DDA - Discovery Science Center	Professional Services	\$ 100,000	-	-	-	-	-	-	-	-	\$	-	-	\$	-	
50	Audit for Financial Consulting Services	Professional Services	\$ 375,000	-	-	-	-	-	-	-	-	\$	-	-	\$	-	
62	Audited Financial Statements / Due Diligence Reviews	Professional Services	\$ 375,000	-	-	-	-	-	-	-	-	\$	-	-	\$	-	
63	Employee Pension Liability	Unfunded Liabilities	\$ 736,732	-	-	-	-	-	-	-	-	\$	-	-	\$	-	
65	OPADDA/Construction	Unfunded Liabilities	\$ 320,000	-	-	-	-	-	-	-	-	\$	-	-	\$	-	
66	OPADDA/Construction	Unfunded Liabilities	\$ 4,225,328	-	-	-	-	-	-	-	-	\$	-	-	\$	-	
67	OPADDA/Construction	Unfunded Liabilities	\$ 4,225,328	-	-	-	-	-	-	-	-	\$	-	-	\$	-	
70	DDA - Habitat for Humanity	OPADDA/Construction	\$ -	-	-	-	-	-	-	-	-	\$	-	-	\$	Developer fee for final 5 units	
71	Project Costs for Item #70	Project Management Costs	\$ -	-	-	-	-	-	-	-	-	\$	-	-	\$	-	
119	Employee Layoff Termination Payment Obligations	Unfunded Liabilities	\$ 228,029	-	-	-	-	-	-	-	-	\$	-	-	\$	-	
120	Housing Entity Administrative Cost Allowance	Unfunded Liabilities	\$ 600,000	-	-	-	-	-	-	-	-	\$	-	-	\$	-	



May 17, 2018

Ms. Susan Gorospe, Senior Management Analyst
City of Santa Ana
60 Civic Center Plaza, M-25
Santa Ana, CA 92701

Dear Ms. Gorospe:

Subject: 2018-19 Annual Recognized Obligation Payment Schedule

This letter supersedes the California Department of Finance's (Finance) Recognized Obligation Payment Schedule (ROPS) letter dated April 13, 2018. Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of Santa Ana Successor Agency (Agency) submitted an annual ROPS for the period of July 1, 2018 through June 30, 2019 (ROPS 18-19) to Finance on January 31, 2018. The Agency requested a Meet and Confer on one or more of the determinations made by Finance. The Meet and Confer was held on April 26, 2018.

Based on a review of additional information and documentation provided to Finance during the Meet and Confer, Finance has completed its review of the specific determination being disputed.

Item Nos. 63 through 65 and 119 – Unfunded Liabilities for Employee Pensions, Other Post-Employment Benefits, Actuarial Studies, and Employee Layoffs/Terminations, outstanding obligation amounts totaling \$1,355,997 are not allowed. Finance continues to deny these items. The Agency requested \$37,697 for Item No. 119 and did not request any funding for Item Nos. 63, 64, or 65 for the ROPS 18-19 period. It is our understanding the \$37,697 requested is the Agency's projection of the accrued leave balances for a former Redevelopment Agency (RDA) employee planning to retire in November 2018. The denial of these items is associated with the agreement originally entered into on July 1, 1947, along with several amendments thereafter, between the City of Santa Ana (City) and the California Public Employees' Retirement System; the former RDA is not identified as a party to the original contract nor the amendments and were determined not enforceable obligations.

The Agency is requesting funding for an employee termination or retirement. However, it is our understanding the Agency is not currently obligated to pay leave balances for a retired or terminated former RDA employee.

During the Meet and Confer, the Agency continued to contend it is obligated to reimburse the City for any City employee costs for employees who work full-time or part-time on former RDA activities pursuant to the Reimbursement Agreement (Agreement) dated September 15, 1980, along with subsequent amendments between the City and RDA, and a Cooperative Agreement dated April 2, 2012.

However, HSC section 34171 (d) (2) states that agreements, contracts, or arrangements between the city that created the RDA and the former RDA are not enforceable unless the agreements are loan agreements entered into within the first two years of the RDA's existence. Furthermore, HSC section 34171 (d) (1) (B) defines a loan as a loan of money that is legally required to be repaid pursuant to a repayment schedule or other mandatory repayment terms. The Agreement and subsequent amendments were not executed within the first two years of the RDA's existence, nor are they considered loan agreements under dissolution law, as there was no exchange of money.

Therefore, these items are not enforceable obligations and the requested amount of \$37,697 for Item No. 119 is ineligible for Redevelopment Property Tax Trust Fund (RPTTF) funding.

In addition, per Finance's letter dated April 13, 2018, we continue to make the following determination not contested by the Agency during the Meet and Confer:

The administrative costs claimed are within the fiscal year administrative cap pursuant to HSC section 34171 (b) (3). However, the Oversight Board (OB) has approved an amount that appears excessive, given the number and nature of the obligations listed on the ROPS. HSC section 34179 (i) requires the OB to exercise a fiduciary duty to the taxing entities. Therefore, Finance encourages the OB to apply adequate oversight when evaluating the administrative resources necessary to successfully wind-down the Agency.

The Agency's maximum approved RPTTF distribution for the reporting period is \$9,911,347 as summarized in the Approved RPTTF Distribution table on Page 4 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1, 2018 through December 31, 2018 period (ROPS A period) and one distribution for the January 1, 2019 through June 30, 2019 period (ROPS B period) based on Finance's approved amounts. Since this determination is for the entire ROPS 18-19 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Pursuant to HSC section 34186 (c), beginning October 1, 2018, the Agency will be required to report the estimated obligations versus actual payments (prior period adjustment) associated with the July 1, 2016 through June 30, 2017 period (ROPS 16-17) to the Orange County Auditor-Controller for review. The Agency will report actual payments for ROPS 16-17 on ROPS 19-20. A prior period adjustment may be applied to the Agency's ROPS 19-20 RPTTF distribution. Therefore, the Agency should retain any unexpended RPTTF from the ROPS 16-17 period.

This is our final determination regarding the obligations listed on the ROPS 18-19. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be deemed denied until the matter is resolved.

The ROPS 18-19 form submitted by the Agency and this determination letter will be posted on our website:


<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 18-19 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

Please direct inquiries to Cindie Lor, Supervisor, or Jeremy Bunting, Lead Analyst, at (916) 322-2985.

Sincerely,



ERIKA LI
Program Budget Manager

cc: Mr. Francisco Gutierrez, Executive Director of Finance and Management Services Agency,
City of Santa Ana
Ms. Cindy Wong, Property Tax Manager, Orange County

Attachment

Approved RPTTF Distribution For the period of July 2018 through June 2019			
	ROPS A Period	ROPS B Period	ROPS 18-19 Total
RPTTF Requested	\$ 7,188,575	\$ 2,505,727	\$ 9,694,302
Administrative RPTTF Requested	127,371	127,371	254,742
Total RPTTF Requested	7,315,946	2,633,098	9,949,044
 RPTTF Requested	 7,188,575	 2,505,727	 9,694,302
<u>Adjustment</u>			
Item No. 119	(37,697)	0	(37,697)
RPTTF Authorized	7,150,878	2,505,727	9,656,605
 Administrative RPTTF Authorized	 127,371	 127,371	 254,742
Total RPTTF Approved for Distribution	\$ 7,278,249	\$ 2,633,098	\$ 9,911,347

Recognized Obligation Payment Schedule (ROPS 18-19) - Summary

Filed for the July 1, 2018 through June 30, 2019 Period

Successor Agency:

Santa Ana

County:

Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		18-19A Total (July - December)	18-19B Total (January - June)	ROPS 18-19 Total
A	Enforceable Obligations Funded as Follows (B+C+D):	\$ 645,837 \$	113,235 \$	759,072
B	Bond Proceeds	-	-	-
C	Reserve Balance	532,601	-	532,601
D	Other Funds	113,236	113,235	226,471
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 7,315,946 \$	2,633,098 \$	9,949,044
F	RPTTF	7,188,575	2,505,727	9,694,302
G	Administrative RPTTF	127,371	127,371	254,742
H	Current Period Enforceable Obligations (A+E):	\$ 7,961,783 \$	2,746,333 \$	10,708,116

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.

Marc Morley Oversight Board Vice Chair

Name

Title

/s/

Marc Morley

1/29/2018

Signature

Date

Santa Ana Recognized Obligation Payment Schedule (ROPS 18-19) - Report of Cash Balances
July 1, 2015 through June 30, 2016
(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	I		
	Cash Balance Information for ROPS 15-16 Actuals (07/01/15 - 06/30/16)	Fund Sources								Comments
		Bond Proceeds		Reserve Balance		Other	RPTTF			
		Bonds issued on or before 12/31/10	Bonds issued on or after 01/01/11	Prior ROPS period balances and DDR RPTTF balances retained	Prior ROPS RPTTF distributed as reserve for future period(s)	Rent, grants, interest, etc.	Non-Admin and Admin			
1	Beginning Available Cash Balance (Actual 07/01/15)									
2	Revenue/Income (Actual 06/30/16) RPTTF amounts should tie to the ROPS 15-16 total distribution from the County Auditor-Controller during June 2015 and January 2016.	2,489,535	12,699,635	1,962,369	-	4,942,817	961,041			
3	Expenditures for ROPS 15-16 Enforceable Obligations (Actual 06/30/16)	25,887	63,362			302,316	8,426,022			Cell E3 includes \$694,156 of ROPS 14-15B PPA expended during 15-16B period for approved items.
4	Retention of Available Cash Balance (Actual 06/30/16) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)			1,302,602		3,785,453	7,968,233			
5	ROPS 15-16 RPTTF Balances Remaining	2,515,422	12,762,997	303,630						Cell E4 is for the Habitat for Humanity DDA.
		No entry required						-		
6	Ending Actual Available Cash Balance (06/30/16) C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 + 5)	\$ -	\$ -	\$ -	\$ 356,137	\$ -	\$ 1,459,680	\$ 1,418,830	\$ -	These balances were included for use during ROPS 16-17 and ROP 17-18.

Santa Ana Recognized Obligation Payment Schedule (ROPS 18-19) - Notes July 1, 2018 through June 30, 2019	
Item #	Notes/Comments
19	Final balance on loan paid in FY 17/18. This line item to be retired.
21	Final balance owing on the SERAF loan to the Low and Moderate Income Housing Asset Fund. The increase in the residual amounts paid to the taxing entities in FY 17/18 is \$7,950,120 as compared to base FY 12/13. Successor Agency will be able to retire this item in FY 19/20.
44	Total outstanding obligation amount added to line item #43 instead. This project cost line item to be retired.
49	This line item to be retired.
63, 65	Although DOF has denied these item on the prior ROPS, the Successor Agency disagrees with DOF's position that these unfunded liabilities related to former RDA employees are not enforceable obligations. No payment amount requested at this time. However, the current total outstanding obligation amounts as of June 30, 2017 are reflected.
67	Anticipated consolidation of Oversight Board into county-wide board effective July 1, 2018 per HSC Section 34179 (j).
70, 71	DDA for Habitat for Humanity estimated to be completed by end of FY 17/18. This line item to be retired.
119	Amount requested during 18-19A period is for the accrued leave balances for one former RDA employee; plans to retire in November 2018.
129	Although DOF has denied this item on prior ROPS, the Successor Agency continues to disagree with DOF's position and believe that an administrative cost allowance shall be remitted to the housing successor entity that assumed the former RDA's housing obligations pursuant to AB 471. Request is for the minimum \$150,000 allowable per fiscal year, for FY 14/15 - 17/18, for a total of \$600,000. Refer to Montclair Case #34-2014-80001948.

ATTACHMENT 8

**CITY OF SANTA ANA, ACTING AS SUCCESSOR AGENCY TO THE FORMER
COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF SANTA ANA
PROPOSED ADMINISTRATIVE BUDGET FOR JULY 1, 2018 - JUNE 30, 2019**

Successor Agency		Estimated Amounts
Staff Support (ROPS, Admin Budget, Records Management, etc.) ¹	\$	196,000
Brown Act requirements (agendas, minutes, etc.) ¹		5,000
Supplies, printing, telephones, misc. items		5,042
Consultants (legal, financial, etc.)		15,000
Subtotal	\$	221,042
Administrative Direct Costs		
Communications	\$	1,200
Delivery Charges		500
Building Rental		10,000
Computer Services Charge		1,000
IS Strategic Plan		3,000
Insurance Charges		8,000
Subtotal	\$	23,700
Share of City's Cost Allocation Plan		
Indirect Costs	\$	10,000
Subtotal	\$	10,000
TOTAL ESTIMATED AMOUNT	\$	254,742

The estimated amount of the Administrative Budget for the one year period covering July 2018 through June 2019 is to be paid from property tax revenues deposited in the Redevelopment Property Tax Trust Fund. This budget may be augmented, modified, added to, or revised as authorized under the resolution.

¹ Includes salaries, wages, and all fringe benefits offered by the City to employees.

Orange Countywide Oversight Board

Date: 1/28/2020

Agenda Item No. 7A

From: Successor Agency to the Costa Mesa Redevelopment Agency

Subject: Resolution of the Countywide Oversight Board Approving Annual Recognized Obligation Payment Schedule for Fiscal Year 2020-21 (“ROPS FY 2020-21”) and Administrative Budget

Recommended Action:

Approve Orange Countywide Oversight Board resolution (Attachment 1) approving the ROPS FY 2020-21 (Attachment 2) and Administrative Budget (Attachment 3) for the Successor Agency to the Costa Mesa Redevelopment Agency

The Successor Agency to the Costa Mesa Redevelopment Agency (“Successor Agency”) requests approval of its Recognized Obligation Payment Schedule (“ROPS”) and Administrative Budget for Fiscal Year 2020-21, subject to submittal to and review by the State of California, Department of Finance (“DOF”).

Under the Dissolution Law, Division 24, Parts 1.8 and 1.85 of the California Health and Safety Code (“Dissolution Law”), in particular Section 34171(h), each ROPS is “the document setting forth the minimum payment amounts and due dates of payments required by enforceable obligations for each fiscal year as provided in subdivision (o) of Section 34177.” Under the mandatory dates in the Dissolution Law, the Successor Agency must submit a copy of ROPS, after approval from the Orange Countywide Oversight Board (“Oversight Board”), and transmittal to the County Executive Officer (“CEO”), County Auditor-Controller (“CAC”), State Controller’s Office (“SCO”), and DOF by February 1, 2020.

The attached ROPS FY 2020-21 contains the same enforceable obligations listed on the ROPS for fiscal year 2019-20. There are no new line items on the ROPS FY 2020-21; the primary funding is for:

Line Item 6. *Promissory Note Payable City/Former Agency Loan.* Under HSC 34191.4 the reinstated loan is a DOF-approved enforceable obligation for which RPTTF funds have been approved and remitted each year since reinstatement in 2014. The Successor Agency is requesting \$1,291,045 under this line item.

Line Item 37. *Administrative Costs.* Under Section 34171(b)(3), the administrative cost allowance is limited to the greater of \$250,000 per year, or three percent (3%) of the Redevelopment Property Tax Trust Fund (“RPTTF”) distributed in the prior fiscal year. However, under Section 34171(b)(4) the administrative allowance cannot exceed 50 percent (50%) of RPTTF distributed in the prior fiscal year, excluding the administrative allowance and any City/Former Agency loan repayments on the reinstated loan(s). The Successor Agency is requesting \$1,839 in administrative budget, which consists of personnel costs directly associated with administrative activities of the Successor Agency.

The Successor Agency adopted a resolution (Attachment 4) approving the ROPS FY 2020-21 and Administrative Budget at its meeting on January 21, 2020. After review and action by this Oversight Board, if approved, then Successor Agency staff will transmit ROPS FY 2020-21 to the DOF, with copies to the CAO, CAC, and SCO. Upon receipt of an oversight board-approved ROPS, DOF has 45 days to make its determination of the enforceable obligations, including amounts and funding sources. Within five business days of DOF’s determination, the Successor Agency may request additional review and an opportunity to meet and confer on disputed items. DOF has until 15 days prior to the date for property tax distribution to make its final decision after the meet and confer.

In consideration for the ROPS FY 2020-21, the Oversight Board requests copies of the approved ROPS, Administrative Budget, and DOF approval letters from the two previous years. The Successor Agency has

attached the annual ROPS as approved by the oversight boards and as approved by DOF, including administrative budget, for the periods of fiscal years 2017-18 and 2018-19 (Attachments 5-10).

Impact on Taxing Entities

If approved, the Successor Agency's proposed ROPS FY 2020-21 will reduce the RPTTF distribution to all other taxing entities by \$1,292,884.

Staff Contact(s)

Jennifer King, Assistant Finance Director, is the primary staff contact on this item and can be reached by email at jennifer.king@costamesaca.gov.

Attachments

1. Orange Countywide Oversight Board Resolution Approving ROPS FY 2020-21
2. Exhibit A: Fiscal Year 2020-21 ROPS
3. Exhibit B: Fiscal Year 2020-21 Administrative Budget
4. Successor Agency Resolution Approving ROPS FY 2020-21
5. 2018-19 ROPS and Administrative Budget as Approved by Oversight Board
6. 2018-19 Amended ROPS as Approved by Oversight Board
7. 2019-20 ROPS and Administrative Budget as Approved by Oversight Board
8. 2018-19 ROPS and Administrative Budget as Approved by DOF
9. 2018-19 Amended ROPS as Approved by DOF
10. 2019-20 ROPS as Approved by DOF

Resolution No. 20-____

A RESOLUTION OF THE ORANGE COUNTYWIDE OVERSIGHT BOARD
WITH OVERSIGHT OF THE SUCCESSOR AGENCY TO
THE COSTA MESA REDEVELOPMENT AGENCY
APPROVING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE
FY 2020-21 FOR THE ANNUAL FISCAL PERIOD OF JULY 1, 2020 TO
JUNE 30, 2021 INCLUDING THE FY 2020-21 ADMINISTRATIVE BUDGET,
SUBJECT TO SUBMITTAL TO, AND REVIEW BY THE DOF UNDER THE
CALIFORNIA HEALTH AND SAFETY CODE, DIVISION 24, PART 1.85;
AUTHORIZE POSTING AND TRANSMITTAL THEREOF; AND
AUTHORIZE THE FINANCE DIRECTOR OR HER AUTHORIZED
DESIGNEE, IN CONSULTATION WITH LEGAL COUNSEL, TO REQUEST
AND COMPLETE MEET AND CONFER SESSION(S), IF ANY, WITH THE
DOF AND MAKE AUGMENTATIONS, MODIFICATIONS, ADDITIONS
OR REVISIONS AS MAY BE NECESSARY OR DIRECTED BY DOF.

WHEREAS, the former Costa Mesa Redevelopment Agency (“Agency”) was established as a redevelopment agency that was previously organized and existing under the California Community Redevelopment Law, Health and Safety Code Section 33000, *et seq.* (“CRL”), and previously authorized to transact business and exercise powers of a redevelopment agency pursuant to action of the City Council of the City of Costa Mesa (“City”); and

WHEREAS, Assembly Bill x1 26 chaptered and effective on June 27, 2011 added Parts 1.8 and 1.85 to Division 24 of the California Health & 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 other subsequent legislation (together, the “Dissolution Law”); and

WHEREAS, as of February 1, 2012 the former Agency was dissolved under the Dissolution Law, and as a separate public entity, corporate and politic the Successor Agency to the Costa Mesa Redevelopment Agency (“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; and

WHEREAS, pursuant to Section 34179(j) of the Dissolution Law, in every California county there shall be only one oversight board that is staffed by the county’s auditor-controller; and

WHEREAS, as of and after July 1, 2018, the Orange Countywide Oversight Board (“Oversight Board”) has jurisdiction over the Successor Agency and all other successor agencies in Orange County; and

WHEREAS, every oversight board, both the prior local oversight board and this Oversight Board, have fiduciary responsibilities to the holders of enforceable obligations and to the taxing entities that benefit from distributions of property tax and other revenues pursuant to Section 34188 of the Dissolution Law; and

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”); and

WHEREAS, Section 34177(o) of the Dissolution Law requires that the annual ROPS for Fiscal Year 2020-21 for the period of July 1, 2020 to June 30, 2021 (“ROPS FY 2020-21”) shall be submitted to the DOF by the Successor Agency, after approval by the Oversight Board, no later than February 1, 2020; and

WHEREAS, the ROPS FY 2020-21, in the form required by DOF, is attached as Exhibit A and the Fiscal Year (“FY”) 2020-21 Administrative Budget is attached as Exhibit B, and both attachments are fully incorporated by this reference; and

WHEREAS, the Oversight Board held a regular meeting on January 28, 2020, which agenda items includes this Successor Agency’s ROPS FY 2020-21; and

WHEREAS, the Oversight Board has reviewed and considered the Successor Agency’s ROPS FY 2020-21 and along with the FY 2020-21 Administrative Budget and desires to approve this schedule and to authorize and direct the Successor Agency staff to transmit the ROPS FY 2020-21 to the DOF, with copies to the County Executive Officer (“CEO”), County Auditor-Controller (“CAC”), and the State Controller’s Office (“SCO”) as required under the Dissolution Law;

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

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

Section 2. The Oversight Board hereby approves ROPS FY 2020-21 submitted therewith as Attachment 2, along with the FY 2020-21 Administrative Budget that is included therewith, which schedule is incorporated by this reference, all under the requirements of the Dissolution Law.

Section 3. The Oversight Board authorizes transmittal of the ROPS FY 2020-21 to the DOF, with copies to the CEO, the CAC, and the SCO.

Section 4. The City of Costa Mesa’s Finance Director or her authorized designee is directed to post this Resolution, including the ROPS FY 2020-21, on the City/Successor Agency website pursuant to the Dissolution Law.

Section 5. Under Section 34179(h), written notice and information about certain actions taken by the Orange Countywide Oversight Board shall be provided to the DOF by electronic means and in a manner of DOF’s choosing. The Orange Countywide 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.

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

ATTACHMENT 2

EXHIBIT A

**SUCCESSOR AGENCY TO THE COSTA MESA REDEVELOPMENT AGENCY
RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR FISCAL YEAR 2020-21**

(attached)

Recognized Obligation Payment Schedule (ROPS 20-21) - Summary
Filed for the July 1, 2020 through June 30, 2021 Period

Successor Agency: Costa Mesa

County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)	20-21A Total (July - December)	20-21B Total (January - June)	ROPS 20-21 Total
A Enforceable Obligations Funded as Follows (B+C+D)	\$ -	\$ -	\$ -
B Bond Proceeds	-	-	-
C Reserve Balance	-	-	-
D Other Funds	-	-	-
E Redevelopment Property Tax Trust Fund (RPTTF) (F+G)	\$ 1,291,965	\$ 919	\$ 1,292,884
F RPTTF	1,291,045	-	1,291,045
G Administrative RPTTF	920	919	1,839
H Current Period Enforceable Obligations (A+E)	\$ 1,291,965	\$ 919	\$ 1,292,884

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

Costa Mesa
Recognized Obligation Payment Schedule (ROPS 20-21) - ROPS Detail
July 1, 2020 through June 30, 2021

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$6,472,998		\$1,292,884	\$-	\$-	\$-	\$1,291,045	\$920	\$1,291,965	\$-	\$-	\$-	\$-	\$919	\$919
6	Promissory Note Payable	City/County Loan (Prior 06/28/11), Cash exchange	09/30/1971	06/30/2024	City of Costa Mesa	Original Loan to establish RDA	Downtown	6,471,159	N	\$1,291,045	-	-	-	1,291,045	-	\$1,291,045	-	-	-	-	-	\$-
37	Administrative Cost	Admin Costs	01/01/2012	06/30/2024	Not provided	Not provided	Downtown	1,839	N	\$1,839	-	-	-	-	920	\$920	-	-	-	-	919	\$919

Costa Mesa
Recognized Obligation Payment Schedule (ROPS 20-21) - Report of Cash Balances
July 1, 2017 through June 30, 2018
(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.							
A	B	C	D	E	F	G	H
	ROPS 17-18 Cash Balances (07/01/17 - 06/30/18)	Fund Sources					Comments
		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 07/01/17) RPTTF amount should exclude "A" period distribution amount.	8,222	-	-	518	2,721	Prior ROPS RPTTF \$621 ROPS 15-16A excess cash \$1,050 ROPS 15-BB excess cash \$1,050 ROPS 16-17 ROPS excess cash
2	Revenue/Income (Actual 06/30/18) RPTTF amount should tie to the ROPS 17-18 total distribution from the County Auditor-Controller				1	956,562	AB 1484 requires 20% (\$139,212.40) of any loan repayment to be deducted from loan repayment amount (\$696,062) and transferred to LMI- Housing Assets Fund per HSC 34191.4 (s)(2)(c).
3	Expenditures for ROPS 17-18 Enforceable Obligations (Actual 06/30/18)					946,062	Total expenditures Successor Agency incurred in FY17-18
4	Retention of Available Cash Balance (Actual 06/30/18) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)				-	-	
5	ROPS 17-18 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 17-18 PPA form submitted to the CAC		No entry required			-	
6	Ending Actual Available Cash Balance (06/30/18)	\$8,222	\$-	\$-	\$519	\$13,221	\$621 ROPS 15-16A excess cash \$1,050

	C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)						ROPS 15-BB excess cash \$1,050 ROPS 16-17 excess cash \$10.500 ROPS 17-18 excess cash
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ATTACHMENT 3

EXHIBIT B

**SUCCESSOR AGENCY TO THE COSTA MESA REDEVELOPMENT AGENCY
FISCAL YEAR 2020-21 ADMINISTRATIVE BUDGET**

(attached)

**SUCCESSOR AGENCY TO THE COSTA MESA REDEVELOPMENT AGENCY
ADMINISTRATIVE BUDGET
07/01/2020-06/30/2021**

Personnel Expenditures

<u>Department</u>	<u>Position</u>	<u>Annual Wages, Benefits, etc.</u>	<u>Hours to Successor Agency Admin</u>	<u>Percent to Successor Agency Admin</u>	<u>Annual Personnel Costs 07/01/2020-6/30/2021</u>
City Manager Office	City Clerk	\$ 261,486	3	0.14%	\$ 377
Finance	Accounting Supervisor	186,379	5	0.24%	448
Finance	Assistant Finance Director	263,679	8	0.38%	1,014
Total Annual Administrative Budget					1,839

SUCCESSOR AGENCY RESOLUTION NO. 2020-02

A RESOLUTION OF THE SUCCESSOR AGENCY TO THE COSTA MESA REDEVELOPMENT AGENCY APPROVING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE FY 2020-21 FOR THE ANNUAL FISCAL PERIOD OF JULY 1, 2020 TO JUNE 30, 2021, INCLUDING THE FY 2020-21 ADMINISTRATIVE BUDGET, SUBJECT TO SUBMITTAL TO, AND REVIEW BY THE ORANGE COUNTYWIDE OVERSIGHT BOARD AND THE STATE OF CALIFORNIA, DEPARTMENT OF FINANCE UNDER CALIFORNIA HEALTH AND SAFETY CODE, DIVISION 24, PART 1.85; AND, AUTHORIZING THE POSTING AND TRANSMITTAL THEREOF

WHEREAS, the former Costa Mesa Redevelopment Agency ("Former Agency") was established as a redevelopment agency which was previously organized and existing under the California Community Redevelopment Law, Health and Safety Code Section 33000, *et seq.*, and previously authorized to transact business and exercise powers of a redevelopment agency pursuant to action of the City Council of the City of Costa Mesa ("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 winding down of the affairs of former agencies, including as such laws were amended by Assembly Bill 1484 and by other subsequent legislation (together, as amended, the "Dissolution Law"); and

WHEREAS, as of February 1, 2012 the Former Agency was dissolved under the Dissolution Law, and as a separate public entity, the Successor Agency to the Costa Mesa Redevelopment Agency ("Successor Agency") administers the enforceable obligations of the former Agency and otherwise dissolves the former Agency's affairs, all subject to the review and approval by a seven-member oversight board; and

WHEREAS, under Section 34179(j) of the Dissolution Law, in every California county there shall be one oversight board that is staffed by the county's auditor-controller; and

WHEREAS, the applicable consolidated oversight board overseeing this Successor Agency is called the Orange Countywide Oversight Board ("Oversight Board"); and

WHEREAS, every oversight board, both the prior local oversight board and the Oversight Board, has fiduciary responsibilities to the holders of enforceable obligations and to the taxing entities that benefit from distributions of property tax and other revenues pursuant to Section 34188 of the Dissolution Law; and

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 of California, Department of Finance ("DOF"); and

WHEREAS, Section 34177(o) of the Dissolution Law requires that the annual ROPS for the 20-21 A-B fiscal period of July 1, 2020 to June 30, 2021 ("ROPS FY 2020-21") shall be submitted to the DOF by the Successor Agency, after approval by the Oversight Board, no later than February 1, 2020; and

WHEREAS, Section 34177(j) of the Dissolution Law requires the Successor Agency to prepare an administrative budget and submit it to the Oversight Board for approval; and

WHEREAS, the ROPS FY 2020-21, in the form required by DOF, is attached as Exhibit A and the Fiscal Year ("FY") 2020-21 Administrative Budget is attached as Exhibit B, and both attachments are fully incorporated by this reference; and

WHEREAS, the Successor Agency has reviewed the ROPS FY 2020-21 along with the FY 2020-21 Administrative Budget and desires to approve this schedule and to authorize and direct the Successor Agency staff to transmit the ROPS FY 2020-21 to the Oversight Board, with copies to the Orange County Administrative Officer ("CAO"), Orange County Auditor-Controller ("CAC"), the State Controller's Office ("SCO") and DOF as required by Dissolution Law; and

WHEREAS, the Successor Agency shall post the ROPS FY 2020-21 on the City/Successor Agency website www.costamesaca.gov.

NOW, THEREFORE, BE IT RESOLVED BY THE SUCCESSOR AGENCY TO THE COSTA MESA REDEVELOPMENT AGENCY:

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

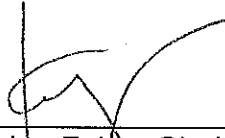
Section 2. The Successor Agency approves ROPS FY 2020-21 submitted herewith as Attachment 1, along with the FY 2020-21 administrative budget that is included therewith, which schedule is incorporated herein by this reference, all under the requirements of the Dissolution Law; provided however, that the ROPS FY 2020-21 is approved subject to the condition such ROPS FY 2020-21 is to be transmitted to the Oversight Board for review and approval and a copy of such ROPS FY 2020-21 shall concurrently be sent to the CAO, CAC, SCO, and DOF. Further, the Finance Director (and her authorized designee), in consultation with legal counsel, shall be authorized to request and complete meet and confer session(s), if any, with the DOF and authorized to make augmentations, modifications, additions or revisions as may be necessary or directed by DOF.

Section 3. After approval by the Oversight Board, the Successor Agency authorizes transmittal of the approved ROPS FY 2020-21 again to the CAC, SCO and DOF.

Section 4. The Finance Director of the Successor Agency or her authorized designee is directed to post this Resolution, including the ROPS FY 2020-21, on the City/Successor Agency website (www.costamesaca.gov) under the Dissolution Law.

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

PASSED AND ADOPTED this 21st day of January 2020.



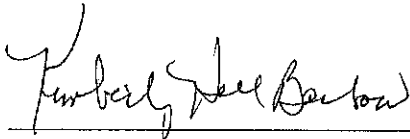
Katrina Foley, Chair
Successor Agency to the Costa Mesa
Redevelopment Agency

ATTEST:



Brenda Green, Secretary
Successor Agency to the Costa Mesa Redevelopment Agency

APPROVED AS TO FORM



Kimberly Hall Barlow,
Successor Agency Counsel

STATE OF CALIFORNIA)
COUNTY OF ORANGE) ss.
CITY OF COSTA MESA)

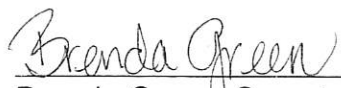
I, Brenda Green, Secretary of the Successor Agency to the Costa Mesa Redevelopment Agency, hereby certify that the foregoing resolution was duly adopted by the Successor Agency at a regular meeting held on the 21st day of January 2020, and that it was so adopted by the following vote:

AYES: COUNCILMEMBERS: CHAVEZ, GENIS, MANSOOR, MARR, REYNOLDS,
STEPHENS, FOLEY

NOES: COUNCILMEMBERS: NONE

ABSENT: COUNCILMEMBERS: NONE

IN WITNESS WHEREOF, I have hereby set my hand and affixed the seal of the City of Costa Mesa this 21st day of January, 2020.



Brenda Green, Secretary

Successor Agency to the Costa Mesa Redevelopment Agency

I declare under penalty of perjury that this document
is a full, true, and correct copy of the original on file
in this office.

ATTEST:

DATED: 01/22/2020



Deputy City Clerk, City of Costa Mesa, County of Orange, California

EXHIBIT A
to Successor Agency Resolution No. 2020-02
RECOGNIZED OBLIGATION PAYMENT SCHEDULE FY 2020-21
FOR PERIOD JULY 1, 2020 TO JUNE 30, 2021

Recognized Obligation Payment Schedule (ROPS 20-21) - Summary
Filed for the July 1, 2020 through June 30, 2021 Period

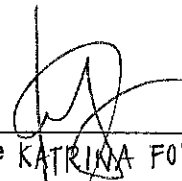

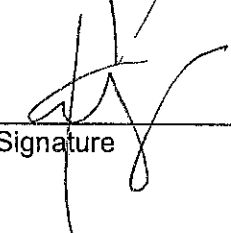
Successor Agency: Costa Mesa

County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)	20-21A Total (July - December)	20-21B Total (January - June)	ROPS 20-21 Total
A Enforceable Obligations Funded as Follows (B+C+D)	\$ -	\$ -	\$ -
B Bond Proceeds	-	-	-
C Reserve Balance	-	-	-
D Other Funds	-	-	-
E Redevelopment Property Tax Trust Fund (RPTTF) (F+G)	\$ 1,291,965	\$ 919	\$ 1,292,884
F RPTTF	1,291,045	-	1,291,045
G Administrative RPTTF	920	919	1,839
H Current Period Enforceable Obligations (A+E)	\$ 1,291,965	\$ 919	\$ 1,292,884

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 KATRINA FOLEY  MAYOR Title
 /s/  _____
 Signature _____ Date _____

Costa Mesa
Recognized Obligation Payment Schedule (ROPS 20-21) - ROPS Detail
July 1, 2020 through June 30, 2021

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$6,472,998		\$1,292,884	\$-	\$-	\$-	\$1,291,045	\$920	\$1,291,965	\$-	\$-	\$-	\$-	\$919	\$919
6	Promissory Note Payable	City/County Loan (Prior 06/28/11), Cash exchange	09/30/1971	06/30/2024	City of Costa Mesa	Original Loan to establish RDA	Downtown	6,471,159	N	\$1,291,045	-	-	-	1,291,045	-	\$1,291,045	-	-	-	-	-	\$-
37	Administrative Cost	Admin Costs	01/01/2012	06/30/2024	Not provided	Not provided	Downtown	1,839	N	\$1,839	-	-	-	-	920	\$920	-	-	-	-	919	\$919

Costa Mesa
Recognized Obligation Payment Schedule (ROPS 20-21) - Report of Cash Balances
July 1, 2017 through June 30, 2018
(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.

A	B	C	D	E	F	G	H
	ROPS 17-18 Cash Balances (07/01/17 - 06/30/18)	Fund Sources					Comments
		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 07/01/17) RPTTF amount should exclude "A" period distribution amount.	8,222	-	-	518	2,721	Prior ROPS RPTTF \$621 ROPS 15-16A excess cash \$1,050 ROPS 15-BB excess cash \$1,050 ROPS 16-17 ROPS excess cash
2	Revenue/Income (Actual 06/30/18) RPTTF amount should tie to the ROPS 17-18 total distribution from the County Auditor-Controller				1	956,562	AB 1484 requires 20% (\$139,212.40) of any loan repayment to be deducted from loan repayment amount (\$696,062) and transferred to LMI- Housing Assets Fund per HSC 34191.4 (s)(2)(c).
3	Expenditures for ROPS 17-18 Enforceable Obligations (Actual 06/30/18)					946,062	Total expenditures Successor Agency incurred in FY17-18
4	Retention of Available Cash Balance (Actual 06/30/18) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)				-	-	
5	ROPS 17-18 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 17-18 PPA form submitted to the CAC		No entry required			-	
6	Ending Actual Available Cash Balance (06/30/18)	\$8,222	\$-	\$-	\$519	\$13,221	\$621 ROPS 15-16A excess cash \$1,050

C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)						ROPS 15-BB excess cash \$1,050 ROPS 16-17 excess cash \$10.500 ROPS 17-18 excess cash
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EXHIBIT B
to Successor Agency Resolution No. 2020-02
FISCAL YEAR 2020-21 ADMINISTRATIVE BUDGET

**SUCCESSOR AGENCY TO THE COSTA MESA REDEVELOPMENT AGENCY
ADMINISTRATIVE BUDGET
07/01/2020-06/30/2021**

Personnel Expenditures

<u>Department</u>	<u>Position</u>	<u>Annual Wages, Benefits, etc.</u>	<u>Hours to Successor Agency Admin</u>	<u>Percent to Successor Agency Admin</u>	<u>Annual Personnel Costs 07/01/2020-6/30/2021</u>
City Manager Office	City Clerk	\$ 261,486	3	0.14%	\$ 377
Finance	Accounting Supervisor	186,379	5	0.24%	448
Finance	Assistant Finance Director	263,679	8	0.38%	1,014
Total Annual Administrative Budget					1,839

OVERSIGHT BOARD RESOLUTION NO. 18-01

A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE COSTA MESA REDEVELOPMENT AGENCY APPROVING THE 18-19 A-B RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS) FOR THE ANNUAL FISCAL PERIOD OF JULY 1, 2018 TO JUNE 30, 2019, INCLUDING THE FISCAL YEAR 18-19 ADMINISTRATIVE BUDGET INCLUDED THEREWITH, SUBJECT TO SUBMITTAL TO, AND REVIEW BY THE DOF UNDER THE CALIFORNIA HEALTH AND SAFETY CODE, DIVISION 24, PART 1.85; AUTHORIZE POSTING AND TRANSMITTAL THEREOF; AND AUTHORIZE THE FINANCE DIRECTOR OR DESIGNEE, IN CONSULTATION WITH LEGAL COUNSEL, TO REQUEST AND COMPLETE MEET AND CONFER SESSION(S), IF ANY, WITH THE DOF AND MAKE AUGMENTATIONS, MODIFICATIONS, ADDITIONS OR REVISIONS AS MAY BE NECESSARY OR DIRECTED BY DOF.

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

WHEREAS, Assembly Bill x1 26 chaptered and effective on June 27, 2011 added Parts 1.8 and 1.85 to Division 24 of the California Health & 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 other subsequent legislation (together, the "Dissolution Law"); and

WHEREAS, as of February 1, 2012 the former Agency was dissolved under the Dissolution Law, and as a separate public entity, corporate and politic the Successor Agency to the Costa Mesa Redevelopment Agency ("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, under Section 34179 the Successor Agency's Oversight Board has been formed and the initial meeting occurred on April 19, 2012; 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 under Section 34188 of the Dissolution Law; and

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"); and

WHEREAS, Section 34177(o) of the Dissolution Law requires that the annual ROPS for the 18-19 A-B fiscal period of July 1, 2018 to June 30, 2019 ("ROPS 18-19 A-B") shall be submitted to the DOF by the Successor Agency, after approval by the Oversight Board, no later than February 1, 2018; and

WHEREAS, the Oversight Board has reviewed the ROPS 18-19 A-B presented by the Successor Agency and desires to approve the ROPS 18-19 A-B, including the Fiscal Year 18-19 Administrative Budget included therewith, and to authorize the Successor Agency, to cause posting of ROPS 18-19 A-B on the City/Successor Agency's website: <http://www.costamesaca.gov> and to direct transmittal of such ROPS 18-19 A-B to the DOF, County Administrative Officer, County Auditor-Controller, and the State Controller's Office.

NOW, THEREFORE, BE IT RESOLVED BY THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE COSTA MESA REDEVELOPMENT AGENCY:

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

Section 2. Under the Dissolution Law, the Oversight Board hereby approves annual ROPS 18-19 A-B, along with the Fiscal Year 18-19 Administrative Budget that is included therewith, which is included as Attachment 1 and incorporated by this reference; provided however, that ROPS 18-19 A-B is approved subject to the condition such ROPS is to be submitted to and reviewed by the DOF. Further, the Finance Director or authorized designee, 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 18-19 A-B to the DOF, with copies to the County Administrative Officer, the County Auditor-Controller, and the State Controller's Office.

Section 4. The Finance Director of the Successor Agency or authorized designee is directed to post this Resolution, including the ROPS 18-19 A-B, on the City/Successor Agency website (<http://www.costamesaca.gov>) under the Dissolution Law.

Section 5. Under 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 Secretary of the Oversight Board shall certify to the adoption of this Resolution.

APPROVED AND ADOPTED this 25th day of January 2018.



Jeff Trader, Vice-Chair
Oversight Board of the Successor Agency to
the Costa Mesa Redevelopment Agency

ATTEST:

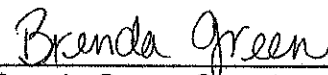


Brenda Green, Secretary
Oversight Board of the Successor Agency
to the Costa Mesa Redevelopment Agency

STATE OF CALIFORNIA)
COUNTY OF ORANGE) ss.
CITY OF COSTA MESA)


I, Brenda Green, Secretary of the Oversight Board of the Successor Agency to the Costa Mesa Redevelopment Agency, hereby certify that the foregoing resolution was duly adopted by the Oversight Board at a regular meeting held on the 25th day of January 2018, and that it was so adopted by the following vote:

AYES: BOARD MEMBERS: TRADER, BAKER, HATCH, AND GENIS
NOES: BOARD MEMBERS: NONE
ABSENT: BOARD MEMBERS: RIGHEIMER AND DUNN



Brenda Green, Secretary
Oversight Board of the Successor Agency to the
Costa Mesa Redevelopment Agency

APPROVED AS TO FORM:



Mark J. Huebsch, Special Counsel

ATTACHMENT 1 TO OVERSIGHT BOARD RESOLUTION NO. 18-01
RECOGNIZED OBLIGATION PAYMENT SCHEDULE
FOR THE 18-19 A-B FISCAL PERIOD OF JULY 1, 2018 TO JUNE 30, 2019, WITH FY 18-
19 ADMINISTRATIVE BUDGET

(attached)

SUCCESSOR AGENCY ADMINISTRATIVE BUDGET
07/01/2018-06/30/2019

Personnel Expenditures

<u>Department</u>	<u>Position</u>	<u>Annual Wages, Benefits, etc. *</u>	<u>Percent to Successor Agency Admin</u>	<u>Annual Successor Agency Admin Costs 07/01/2018 -</u>
City Manager Office	City Clerk	\$ 217,069.00	20%	\$ 43,413.80
City Manager Office	Deputy City Clerk	\$ 128,147.00	5%	\$ 6,407.35
Finance	Accounting Specialist II	\$ 110,956.00	5%	\$ 5,547.80
Finance	Budget Analyst	\$ 164,562.00	5%	\$ 8,228.10
Finance	Accounting Supervisor	\$ 168,511.00	20%	\$ 33,702.20
Finance	Asst Fin Director	\$ 242,416.00	20%	\$ 48,483.20
		Total Personnel Expenditures		\$ 145,782.45

Other Administrative Expenditures for period 07/01/2018-06/30/2019

<u>Department</u>	<u>Activity</u>	<u>Annual Successor Agency Admin Costs</u>	<u>Percent to Successor Agency Admin</u>	<u>Annual Costs 07/01/2018- 06/30/2019</u>
Finance	Accounting/Audit Services	\$ 7,875.00	100%	\$ 7,875.00
Development Services	Legal - Stradling Yocca Carlson & Rauth	\$ 80,000.00	100%	\$ 80,000.00
Development Services	Lawsuit Legal - Enterprise Counsel Group	\$ 15,500.00	100%	\$ 15,500.00
Development Services	Consulting	\$ 750.00	100%	\$ 750.00
Admin Services	Central Services & Postage	\$ 92.55	100%	\$ 92.55
Total Other Expenditures		\$ 104,217.55		\$ 104,217.55

Total Annual Administrative Budget \$ 250,000.00

* Estimated as of December 2017

Recognized Obligation Payment Schedule (ROPS 18-19) - Summary
 Filed for the July 1, 2018 through June 30, 2019 Period

Successor Agency: Costa Mesa
 County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)	18-19A Total (July - December)	18-19B Total (January - June)	ROPS 18-19 Total
A Enforceable Obligations Funded as Follows (B+C+D):	\$ -	\$ -	\$ -
B Bond Proceeds	-	-	-
C Reserve Balance	-	-	-
D Other Funds	-	-	-
E Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 1,050,097	\$ 128,000	\$ 1,178,097
F RPTTF	925,097	3,000	928,097
G Administrative RPTTF	125,000	125,000	250,000
H Current Period Enforceable Obligations (A+E):	\$ 1,050,097	\$ 128,000	\$ 1,178,097

Certification of Oversight Board Chairman:
 Pursuant to Section 34177 (e) 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.

Jeff Trader, Vice-Chair

Name Jeff Trader Title 1/25/18
 Signature [Signature] Date

Costa Mesa Recognized Obligation Payment Schedule (ROPS 18-19) - ROPS Detail

July 1, 2018 through June 30, 2019

(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 18-19 Total	18-19A (July - December)					18-19A Total	18-19B (January - June)					18-19B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$ 8,901,183		\$ 1,178,097	\$ -	\$ -	\$ -	\$ 925,097	\$ 125,000	\$ 1,050,097	\$ -	\$ -	\$ -	\$ 3,000	\$ 125,000	\$ 128,000
1	TAB Refunding 2003	Bonds Issued On or Before	9/25/2003	10/1/2017	Bank of New York	Bonds issued for non-housing projects	Downtown		N	\$ -						\$ -						\$ -
2	Contract for consulting services	Fees	9/25/2003	10/1/2017	Bank of New York	Fiscal Agent Services- Annual	Downtown		N	\$ -						\$ -						\$ -
3	Contract for consulting services	Fees	9/25/2003	12/31/2018	Bank of New York	Arbitrage Calculation- every 5 yrs	Downtown		N	\$ -						\$ -						\$ -
4	Contract for consulting services	Fees	3/1/2011	12/31/2018	Harrell & Company Advisor LLC	Prep Continuing Disclosure Report- Annual	Downtown	3,000	N	\$ 3,000						\$ -				3,000		\$ 3,000
6	Promissory Note Payable	City/County Loan (Prior 06/28/11), Cash exchange	9/30/1971	6/30/2024	City of Costa Mesa	Original Loan to establish RDA	Downtown	8,648,183	N	\$ 925,097				925,097		\$ 925,097						\$ -
37	Administrative Cost	Admin Costs	1/1/2012	6/30/2024	Not provided	Not provided	Downtown	250,000	N	\$ 250,000					125,000	\$ 125,000					125,000	\$ 125,000
52	Litigation Against DOF & County of Orange Auditor Controller	Litigation	7/1/2013	6/30/2018	Enterprise Counsel Group	Litigation against DOF & County of Orange Auditor Controller denying the RDA loan and action denying certain prior payments.	Downtown		N	\$ -						\$ -						\$ -
53	Housing Authority Admin Cost Allowance	Housing Entity Admin Cost	7/1/2015	10/1/2017	Costa Mesa Housing Authority	Costa Mesa Housing Authority Admin Cost Allowance			N													
54									N	\$ -						\$ -						\$ -
55									N	\$ -						\$ -						\$ -
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108									N	\$ -						\$ -						\$ -

Costa Mesa Recognized Obligation Payment Schedule (ROPS 18-19) - Report of Cash Balances
July 1, 2015 through June 30, 2016
(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	I
	Cash Balance Information for ROPS 15-16 Actuals (07/01/15 - 06/30/16)	Fund Sources						Comments
		Bond Proceeds		Reserve Balance		Other	RPTTF	
		Bonds issued on or before 12/31/10	Bonds issued on or after 01/01/11	Prior ROPS period balances and DOR RPTTF balances retained	Prior ROPS RPTTF distributed as reserve for future period(s)	Rent, grants, interest, etc.	Non-Admin and Admin	
1	Beginning Available Cash Balance (Actual 07/01/15)							\$111,595 was listed as "Other" under Funding source. This amount was transferred to Costa Mesa Successor Agency from the City as of 12/31/14 based on State Controller's Office audit findings reported in Costa Mesa Redevelopment Agency Asset transfer review report dated January 2015.
2	Revenue/Income (Actual 06/30/16) RPTTF amounts should tie to the ROPS 15-16 total distribution from the County Auditor-Controller during June 2015 and January 2016.	704,334				111,595	152,798	Other Funding source included \$525.71 received from County of Orange on 12/15/15 per U. S. Bankruptcy order and \$81 investment interest earned in FY15-16. AB 1484 requires 20% (\$162,275) of any loan repayment to be deducted from loan repayment amount (\$811,375) and transferred to LMI-Housing Assets Fund per HSC 34191.4 (s)(2)(c).
3	Expenditures for ROPS 15-16 Enforceable Obligations (Actual 06/30/16)	70				606	1,113,232	Total expenditures Successor Agency incurred in FY15-16 was \$1,375,954
4	Retention of Available Cash Balance (Actual 06/30/16) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)					111,595	1,264,359	
5	ROPS 15-16 RPTTF Balances Remaining	No entry required						
6	Ending Actual Available Cash Balance (06/30/16) C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 + 5)	\$ 704,404	\$ -	\$ -	\$ -	\$ 606	\$ 1,671	

Resolution No. 18-004

A RESOLUTION OF THE ORANGE COUNTYWIDE OVERSIGHT BOARD WITH OVERSIGHT OF THE SUCCESSOR AGENCY TO THE COSTA MESA REDEVELOPMENT AGENCY APPROVING AN AMENDED RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR THE 18-19 FISCAL PERIOD OF JANUARY 1, 2019 TO JUNE 30, 2019, SUBJECT TO SUBMITTAL TO, AND REVIEW BY, THE STATE DEPARTMENT OF FINANCE UNDER CALIFORNIA HEALTH AND SAFETY CODE, DIVISION 24, PART 1.85, AND AUTHORIZING THE POSTING AND TRANSMITTAL THEREOF

WHEREAS, the Costa Mesa Redevelopment Agency (“former Agency”) previously was a public body, corporate and politic formed, organized, existing and exercising its powers under the California Community Redevelopment Law, Health and Safety Code, Section 33000, *et seq.*, and was formed by the City Council (“City Council”) of the City of Costa Mesa (“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 (“Dissolution Law”); and

WHEREAS, unless otherwise stated in this resolution, statutory references are to the California Health and Safety Code, Dissolution Law; and

WHEREAS, as of February 1, 2012, the former Agency was dissolved under the Dissolution Law, and as a separate public entity, corporate and politic under Section 34171(g), the Successor Agency to the Costa Mesa Redevelopment Agency (“Costa Mesa Successor Agency”) administers the enforceable obligations of the former Agency and otherwise unwinds the former Agency’s affairs; and

WHEREAS, prior to July 1, 2018 under the Dissolution Law, in particular Sections 34179 and 34180, all Costa Mesa Successor Agency actions were subject to the review and approval by a local seven-member oversight board, which oversaw and administered the Costa Mesa 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 here; and

WHEREAS, as of, on and after July 1, 2018 Section 34179(j) established the single Orange Countywide Oversight Board, which serves as the oversight board to the 25 successor agencies existing and operating in Orange County, including the Costa Mesa Successor Agency; and

WHEREAS, every oversight board, both the prior local oversight board and this newly established Orange Countywide Oversight Board, has fiduciary responsibilities to the holders of enforceable obligations and to the taxing entities that benefit from distributions of property tax and other revenues under the Dissolution Law, in particular Section 34188; and

WHEREAS, Sections 34177(m), 34177(o) and 34179 provide that each Recognized Obligation Payment Schedule (“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 of California, Department of Finance (“DOF”); and

WHEREAS, Section 34177(o)(1)(E) authorizes that “[o]nce per period, and no later than October 1, a successor agency may submit one amendment to the [ROPS] approved by the department pursuant to this subdivision, if the oversight board makes a finding that a revision is necessary for the payment of approved enforceable obligations during the second one-half of the [ROPS] period, which shall be defined as January 1 to June 30, inclusive. A successor agency may only amend the amount requested for payment of approved enforceable obligations. The revised [ROPS] shall be approved by the oversight board and submitted to the department by electronic means in a manner of the department’s choosing. The department shall notify the successor agency and the county auditor-controller as to the outcome of the department’s review at least 15 days before the date of the property tax distribution.” and;

WHEREAS, in January 2018 when ROPS 18-19 was prepared in order to submit to DOF by the statutory deadline of February 1, 2018, the Costa Mesa Successor Agency requested and received property tax data from the County of Orange and used that data to calculate the ROPS annual payment on the City/Agency reinstated loan, which was included on line item 6. of ROPS 18-19; and

WHEREAS, when the DOF analyst (his title: Financial and Performance Evaluator, Office of State Audits and Evaluations, Department of Finance) reviewed the Costa Mesa Successor Agency’s ROPS 18-19 he identified an underpayment on the loan repayment amount in item 6. based on updated property tax data from the County of Orange, so he contacted City staff to inform the Costa Mesa Successor Agency about the updated property tax data, the increased amount eligible of \$277,856 payable on ROPS 18-19, and that an amendment of ROPS 18-19 would be necessary to correct and increase the amount listed on line 6., i.e., increase amount on line 6. to \$1,202,953 (instead of \$925,097—an increase of \$277,856) as the eligible amount of the annual repayment of the City/Agency reinstated loan under Section 34191.4; and

WHEREAS, the process to correct and receive the increased amount on line item 6. was explained by the assigned DOF analyst in a series of emails on March 28, 2018 initiated by DOF and exchanged with the City’s Assistant Finance Director, and follow-up telephone conferences between City and DOF’s respective staffs; and

WHEREAS, the objective of this Orange Countywide Oversight Board resolution is to authorize, make findings, and approve the Costa Mesa Successor Agency’s amendment of ROPS 18-19 to correct and increase line item 6. to the amount of \$1,202,953; and

WHEREAS, on April 10, 2018 the DOF issued its preliminary decision letter of ROPS 18-19, including approval of line item 6. in the initial amount of \$925,097 for the “A” fiscal period, so the increased amount of \$277,856 through the amendment would be received during the “B” period of January 1, 2019 to June 30, 2019; and

WHEREAS, the DOF analyst informed City staff that it was and is not necessary for the Costa Mesa Successor Agency to take action on this amendment, that only oversight board consideration and findings are necessary for DOF to implement the amendment; and

WHEREAS, the DOF further informed Costa Mesa Successor Agency staff that it could have the local oversight board consider and take action prior to July 1, 2018, but too asked for consideration and findings by the Orange Countywide Oversight Board if the DOF template/form for amendment of ROPS 18-19 that must be used by all successor agencies was issued by DOF after June 30, 2018; and

WHEREAS, on June 25, 2018 at its last official meeting, the local oversight board to the Costa Mesa Successor Agency considered and made findings by resolution approving the amendment of ROPS 18-19 to increase line item 6. by \$277,856 to be received during the "B" period of January 1, 2019 to June 30, 2019; and

WHEREAS, DOF issued its template/form for amendment of ROPS 18-19 after June 30, 2018; and

WHEREAS, the amended ROPS 18-19, in the form required by DOF, is attached as Attachment A, and a copy of the June 25, 2018 local oversight board resolution is attached as Attachment B, and both attachments are fully incorporated by this reference; and

WHEREAS, the Orange Countywide Oversight Board has reviewed the Costa Mesa Successor Agency's amendment of ROPS 18-19, and desires to make certain findings, including: (i) amendment is necessary to pay a DOF-approved enforceable obligation on ROPS 18-19 during the "B" fiscal period, (ii) ROPS 18-19, as amended, is approved, (iii) Costa Mesa Successor Agency or City staff is authorized to post ROPS 18-19, as amended, on the City's website: (<http://www.costamesaca.gov>), and (iv) staff is directed to transmit ROPS 18-19, as amended, to the DOF, with copies to the County of Orange Administrative Officer, the County of Orange Auditor-Controller, and the State Controller's Office pursuant to the Dissolution Law;

NOW, THEREFORE, BE IT RESOLVED THAT THE ORANGE COUNTYWIDE OVERSIGHT BOARD does hereby resolve as follows:

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

Section 2. The Orange Countywide Oversight Board hereby finds the revision set forth in amended ROPS 18-19 for funds to be distributed from the Redevelopment Property Tax Trust Fund ("RPTTF") for the fiscal period January 1, 2019 to June 30, 2019 is necessary to pay a DOF-approved enforceable obligation for such ROPS 18-19 period; in particular, the amendment is to correct line item 6., which is the amount of the annual payment to repay the City/Agency loan under Section 34191.4 as listed on line item 6. by increasing the figure to \$1,202,953 (instead of \$925,097) as calculated by DOF, which is an increase of \$277,856 of RPTTF funding.

Section 3. Under the Dissolution Law, the Orange Countywide Oversight Board approves the ROPS 18-19, as amended, (Attachment A); provided however, that the ROPS 18-19, as amended, is approved subject to the condition that such ROPS, as amended, is to be submitted to and reviewed by the DOF. Further, the City's Finance Director and her authorized designees, in consultation with legal counsel, shall be authorized to discuss this matter with the DOF and make augmentations, modifications, additions or revisions as may be necessary or directed by DOF.

Section 4. Orange Countywide Oversight Board authorizes transmittal of ROPS 18-19, as amended, to the DOF with copies to the Orange County Administrative Officer, Orange County Auditor-Controller, and State Controller's Office.

Section 5. The City's Finance Director (and her authorized designees) is directed to post this Resolution, including the ROPS 18-19, as amended, on the City's website (www.costamesaca.gov) pursuant to the Dissolution Law.

Section 6. Under Section 34179(h) written notice and information about certain actions taken by the Orange Countywide Oversight Board shall be provided to the DOF by electronic means and in a manner of DOF's choosing. The Orange Countywide 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.

Section 7. The Clerk of the Orange Countywide Oversight Board shall certify to the adoption of this Resolution.

The foregoing was passed and adopted by the following vote of the Orange Countywide Oversight Board on Tuesday, August 7, 2018:

AYES: Board Members: CHRIS GAARDER, STEVE FRANKS, DEAN WEST,
CHARLES BARFIELD, STEVE JONES, BRIAN
PROBOLSKY

NOES:
EXCUSED:
ABSTAINED:



BRIAN PROBOLSKY
CHAIRMAN

STATE OF CALIFORNIA)
)
COUNTY OF ORANGE)

I, ANTHONY KUO, Clerk of the Orange Countywide Oversight Board, Orange County, California, hereby certify that a copy of this document has been delivered to the Chairma of the Board and that the above and foregoing Resolution was duly and regularly adopted by the Orange Countywide Oversight Board.

IN WITNESS WHEREOF, I have hereto set my hand.



ANTHONY KUO
Clerk
Orange Countywide Oversight Board

Resolution No: 18-004

Agenda Date: Tuesday, August 7, 2018

Item No: 8

ATTACHMENT NO. A

ROPS 18-19, AS AMENDED

(attached—use DOF template)

ATTACHMENT NO. A

Amended Recognized Obligation Payment Schedule (ROPS 18-19B) - Summary

Filed for the January 1, 2019 through June 30, 2019 Period

Successor Agency: Costa Mesa
County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		ROPS 18-19B Authorized Amounts	ROPS 18-19B Requested Adjustments	ROPS 18-19B Amended Total
A	Enforceable Obligations Funded as Follows (B+C+D):	\$ -	\$ -	\$ -
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	-	-	-
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 3,000	\$ 277,856	\$ 280,856
F	RPTTF	3,000	277,856	280,856
G	Administrative RPTTF	-	-	-
H	Current Period Enforceable Obligations (A+E):	\$ 3,000	\$ 277,856	\$ 280,856

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

(Report Amounts in Whole Dollars)

[illegible]

ATTACHMENT B

COPY OF LOCAL OVERSIGHT BOARD RESOLUTION APPROVING AMENDMENT OF
ROPS 18-19 ADOPTED ON JUNE 25, 2018

(attached)

RESOLUTION NO. 18-02

A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE COSTA MESA REDEVELOPMENT AGENCY APPROVING AN AMENDED RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR THE 18-19 FISCAL PERIOD OF JANUARY 1, 2019 TO JUNE 30, 2019, SUBJECT TO SUBMITTAL TO, AND REVIEW BY, THE STATE DEPARTMENT OF FINANCE UNDER CALIFORNIA HEALTH AND SAFETY CODE, DIVISION 24, PART 1.85, AND AUTHORIZING THE POSTING AND TRANSMITTAL THEREOF

WHEREAS, the Costa Mesa Redevelopment Agency ("former Agency") previously was a public body, corporate and politic formed, organized, existing and exercising its powers under the California Community Redevelopment Law, Health and Safety Code, Section 33000, *et seq.*, and was formed by the City Council ("City Council") of the City of Costa Mesa ("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 ("Dissolution Law"); and

WHEREAS, as of February 1, 2012, the former Agency was dissolved under the Dissolution Law, and as a separate public entity, corporate and politic, the Successor Agency to the Costa Mesa Redevelopment Agency ("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, 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(m), 34177(o) and 34179 provide that each Recognized Obligation Payment Schedule ("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 of California, Department of Finance ("DOF"); and

WHEREAS, Section 34177(o)(1)(E) authorizes that "[o]nce per period, and no later than October 1, a successor agency may submit one amendment to the [ROPS] approved by the department pursuant to this subdivision, if the oversight board makes a finding that a revision is necessary for the payment of approved enforceable obligations during the second one-half of the [ROPS] period, which shall be defined as January 1 to June 30, inclusive. A successor agency may only amend the amount requested for payment of approved enforceable obligations. The revised [ROPS] shall be approved by the oversight board and submitted to the department by electronic means in a manner of the department's choosing. The department shall notify the successor agency and the county auditor-controller as to the outcome of the department's review at least 15 days before the date of the property tax distribution." and;

WHEREAS, when the DOF reviewed the Successor Agency's ROPS 18-19 the analyst identified to Successor Agency staff certain corrections necessary to the calculation of the dollar amount listed on line item 6. to increase the authorized amount to \$1,202,953 (instead of \$925,097—an increase of \$277,856), which is the amount of annual loan repayment of the City/Agency reinstated loan under Section 34191.4; and

WHEREAS, the process to correct and receive the increased amount on line item 6. was explained by the assigned DOF analyst (his title: Financial and Performance Evaluator, Office of State Audits and Evaluations, Department of Finance) in a series of emails on March 28, 2018 initiated by DOF and exchanged with the City's Assistant Finance Director; and

WHEREAS, this resolution the amendment to correct and increase line item 6.; and

WHEREAS, on April 10, 2018 the DOF issued its preliminary decision letter of ROPS 18-19, including approval of line item 6. in the initial amount of \$925,097 for the "A" fiscal period, so the increase amount of \$277,856 through the amendment would be received during the "B" period of January 1, 2019 to June 30, 2019; and

WHEREAS, the DOF analyst informed staff that it is not necessary for the Successor Agency to take action on this amendment, only this Oversight Board consideration and finding are necessary for DOF to implement the amendment; and

WHEREAS, staff has prepared the amendment of ROPS 18-19 with modifications to the "B" fiscal period of January 1, 2019 to June 30, 2019 as to line item 6., which is attached as Attachment 1; and

WHEREAS, the Oversight Board has reviewed the amendment to ROPS 18-19, and desires to make certain findings, including (i) the amendment is necessary to pay a DOF-approved enforceable obligation in the ROPS 18-19 period, and (ii) ROPS 18-19, as amended, is approved, (iii) Successor Agency staff is authorized to post ROPS 18-19, as amended, on the City's website: (<http://www.costamesaca.gov>), and (iv) staff is directed to transmit ROPS 18-19, as amended, to the DOF, with copies to the County Administrative Officer, the County Auditor-Controller, and the State Controller's Office.

NOW, THEREFORE, THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE COSTA MESA REDEVELOPMENT AGENCY DOES HEREBY RESOLVE AS FOLLOWS:

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

SECTION 2. The Oversight Board hereby finds the revision set forth in amended ROPS 18-19 for funds to be distributed from the Redevelopment Property Tax Trust Fund for the fiscal period January 1, 2019 to June 30, 2019 is necessary to pay a DOF-approved enforceable obligation for such ROPS 18-19 period; in particular, the amendment is to correct line item 6., which is the amount of the annual payment to repay the City/Agency loan under Section 34191.4 as listed on line item 6. to \$1,202,953 (instead of \$925,097) as calculated by DOF, which is an increase of . \$277,856 of RPTTF funding.

SECTION 3. Under the Dissolution Law, the Oversight Board approves the ROPS 18-19, as amended, which is included as Attachment 1 and incorporated by this reference; provided however, that the ROPS 18-19, as amended, is approved subject to the condition that such ROPS, as amended, is to be submitted to and reviewed by the DOF. Further, the Assistant Finance Director and her authorized designee, in consultation with legal counsel, shall be authorized to discuss this matter with the DOF and make augmentations, modifications, additions or revisions as may be necessary or directed by DOF.

SECTION 4. The Oversight Board authorizes transmittal of the ROPS 18-19, as amended, to the DOF with copies to the County Administrative Officer, the County Auditor-Controller, and the State Controller's Office.

SECTION 5. The Assistant Finance Director or her authorized designee is directed to post this Resolution, including the ROPS 18-19, as amended, on the City's website (www.costamesaca.gov) under the Dissolution Law.

SECTION 6. Under Section 34179(h) written notice and information about certain 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.

SECTION 7. The Secretary of the Oversight Board shall certify to the adoption of this Resolution.

APPROVED AND ADOPTED this 25th day of June, 2018.



Jeff Trader, Vice-Chair
Oversight Board of the Successor Agency to
the Costa Mesa Redevelopment Agency

ATTEST:




Brenda Green, Secretary
Oversight Board of the Successor Agency
to the Costa Mesa Redevelopment Agency

STATE OF CALIFORNIA)
COUNTY OF ORANGE) ss.
CITY OF COSTA MESA)

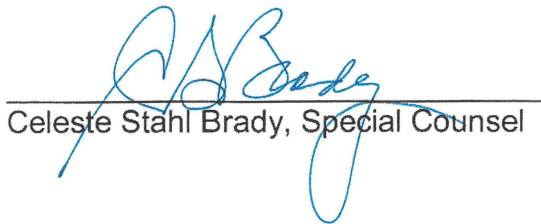
I, Brenda Green, Secretary of the Oversight Board of the Successor Agency to the Costa Mesa Redevelopment Agency, hereby certify that the foregoing resolution was duly adopted by the Oversight Board at a special meeting held on the 25th day of June 2018, and that it was so adopted by the following vote:

AYES: BOARD MEMBERS: BAKER, DUNN, GENIS, HATCH, TRADER
NOES: BOARD MEMBERS: NONE
ABSENT: BOARD MEMBERS: RIGHEIMER



Brenda Green, Secretary
Oversight Board of the Successor Agency to the
Costa Mesa Redevelopment Agency

APPROVED AS TO FORM:



Celeste Stahl Brady, Special Counsel

ATTACHMENT NO. 1

ROPS 18-19, AS AMENDED

(attached)

Recognized Obligation Payment Schedule (ROPS 18-19) - Summary

Filed for the July 1, 2018 through June 30, 2019 Period

Successor Agency: Costa Mesa
County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		18-19A Total (July - December)	18-19B Total (January - June)	ROPS 18-19 Total
A	Enforceable Obligations Funded as Follows (B+C+D):	\$ -	\$ -	\$ -
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	-	-	-
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 1,208,203	\$ 3,000	\$ 1,211,203
F	RPTTF	1,202,953	3,000	1,205,953
G	Administrative RPTTF	5,250	-	5,250
H	Current Period Enforceable Obligations (A+E):	\$ 1,208,203	\$ 3,000	\$ 1,211,203

Certification of Oversight Board Chairman:
Pursuant to Section 34177 (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.

Jeff Trader, Vice-Chair

Name Title
/s/ Jeff S. Trader 6/25/18
Signature Date

Costa Mesa Recognized Obligation Payment Schedule (ROPS 18-19) - ROPS Detail

July 1, 2018 through June 30, 2019

(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 18-19 Total	18-19A (July - December)					18-19A Total	18-19B (January - June)					18-19B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$ 8,656,433		\$ 1,211,203	\$ -	\$ -	\$ -	\$ 1,202,953	\$ 5,250	\$ 1,208,203	\$ -	\$ -	\$ -	\$ 3,000	\$ -	\$ 3,000
1	TAB Refunding 2003	Bonds Issued On or Before	9/25/2003	10/1/2017	Bank of New York	Bonds issued for non-housing projects	Downtown		N	\$ -						\$ -						\$ -
2	Contract for consulting services	Fees	9/25/2003	10/1/2017	Bank of New York	Fiscal Agent Services- Annual	Downtown		N	\$ -						\$ -						\$ -
3	Contract for consulting services	Fees	9/25/2003	12/31/2018	Bank of New York	Arbitrage Calculation- every 5 yrs	Downtown		N	\$ -						\$ -						\$ -
4	Contract for consulting services	Fees	3/1/2011	12/31/2018	Harrell & Company Advisor LLC	Prep Continuing Disclosure Report- Annual	Downtown	3,000	N	\$ 3,000						\$ -				3,000		\$ 3,000
6	Promissory Note Payable	City/County Loan (Prior 06/28/11), Cash exchange	9/30/1971	6/30/2024	City of Costa Mesa	Original Loan to establish RDA	Downtown	8,648,183	N	\$ 1,202,953				1,202,953		\$ 1,202,953						\$ -
37	Administrative Cost	Admin Costs	1/1/2012	6/30/2024	Not provided	Not provided	Downtown	5,250	N	\$ 5,250					5,250	\$ 5,250					-	\$ -
52	Litigation Against DOF & County of Orange Auditor Controller	Litigation	7/1/2013	6/30/2018	Enterprise Counsel Group	Litigation against DOF & County of Orange Auditor Controller denying the RDA loan and action denying certain prior payments.	Downtown		N	\$ -						\$ -						\$ -
53	Housing Authority Admin Cost Allowance	Housing Entity Admin Cost	7/1/2015	10/1/2017	Costa Mesa Housing Authority	Costa Mesa Housing Authority Admin Cost Allowance			N													
54									N	\$ -						\$ -						\$ -
55									N	\$ -						\$ -						\$ -
56									N	\$ -						\$ -						\$ -
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106									N	\$ -						\$ -						\$ -
107									N	\$ -						\$ -						\$ -
108									N	\$ -						\$ -						\$ -

Costa Mesa Recognized Obligation Payment Schedule (ROPS 18-19) - Report of Cash Balances
July 1, 2015 through June 30, 2016
(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	I
	Cash Balance Information for ROPS 15-16 Actuals (07/01/15 - 06/30/16)	Fund Sources						Comments
		Bond Proceeds		Reserve Balance		Other	RPTTF	
		Bonds issued on or before 12/31/10	Bonds issued on or after 01/01/11	Prior ROPS period balances and DDR RPTTF balances retained	Prior ROPS RPTTF distributed as reserve for future period(s)	Rent, grants, interest, etc.	Non-Admin and Admin	
1	Beginning Available Cash Balance (Actual 07/01/15)	704,334				111,595	152,798	\$111,595 was listed as "Other" under Funding source. This amount was transferred to Costa Mesa Successor Agency from the City as of 12/31/14 based on State Controller's Office audit findings reported in Costa Mesa Redevelopment Agency Asset transfer review report dated January 2015.
2	Revenue/Income (Actual 06/30/16) RPTTF amounts should tie to the ROPS 15-16 total distribution from the County Auditor-Controller during June 2015 and January 2016.	70				606	1,113,232	Other Funding source included \$525.71 received from County of Orange on 12/15/15 per U. S. Bankruptcy order and \$81 investment interest earned in FY15-16. AB 1484 requires 20% (\$162,275) of any loan repayment to be deducted from loan repayment amount (\$811,375) and transferred to LMI-Housing Assets Fund per HSC 34191.4 (s)(2)(c).
3	Expenditures for ROPS 15-16 Enforceable Obligations (Actual 06/30/16)					111,595	1,264,359	Total expenditures Successor Agency incurred in FY15-16 was \$1,375,854
4	Retention of Available Cash Balance (Actual 06/30/16) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)							
5	ROPS 15-16 RPTTF Balances Remaining	No entry required						
6	Ending Actual Available Cash Balance (06/30/16) C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 + 5)	\$ 704,404	\$ -	\$ -	\$ -	\$ 606	\$ 1,671	

Resolution No. 19-003

A RESOLUTION OF THE ORANGE COUNTYWIDE OVERSIGHT BOARD WITH OVERSIGHT OF THE SUCCESSOR AGENCY TO THE COSTA MESA REDEVELOPMENT AGENCY APPROVING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE 19-20 A-B FOR THE ANNUAL FISCAL PERIOD OF JULY 1, 2019 TO JUNE 30, 2020, INCLUDING THE FY 2019-20 ADMINISTRATIVE BUDGET INCLUDED THEREWITH, SUBJECT TO SUBMITTAL TO, AND REVIEW BY THE DOF UNDER THE CALIFORNIA HEALTH AND SAFETY CODE, DIVISION 24, PART 1.85; AUTHORIZE POSTING AND TRANSMITTAL THEREOF; AND AUTHORIZE THE FINANCE DIRECTOR OR HER AUTHORIZED DESIGNEE, IN CONSULTATION WITH LEGAL COUNSEL, TO REQUEST AND COMPLETE MEET AND CONFER SESSION(S), IF ANY, WITH THE DOF AND MAKE AUGMENTATIONS, MODIFICATIONS, ADDITIONS OR REVISIONS AS MAY BE NECESSARY OR DIRECTED BY DOF.

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

WHEREAS, Assembly Bill x1 26 chaptered and effective on June 27, 2011 added Parts 1.8 and 1.85 to Division 24 of the California Health & 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 other subsequent legislation (together, the "Dissolution Law"); and

WHEREAS, as of February 1, 2012 the former Agency was dissolved under the Dissolution Law, and as a separate public entity, corporate and politic the Successor Agency to the Costa Mesa Redevelopment Agency ("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; and

WHEREAS, pursuant to Section 34179(j) of the Dissolution Law, in every California county ~~there shall be only one oversight board that is staffed by the county's auditor-controller;~~ and

WHEREAS, as of and after July 1, 2018, the Orange Countywide Oversight Board ("Oversight Board") has jurisdiction over the Successor Agency and all other successor agencies in Orange County; and

WHEREAS, every oversight board, both the prior local oversight board and this newly established Oversight Board, have fiduciary responsibilities to the holders of enforceable obligations and to the taxing entities that benefit from distributions of property tax and other revenues pursuant to Section 34188 of the Dissolution Law; and

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"); 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, the ROPS 19-20, in the form required by DOF, is attached as Exhibit A and the Fiscal Year ("FY") 2019-20 Administrative Budget is attached as Exhibit B, and both attachments are fully incorporated by this reference; and

WHEREAS, the Oversight Board held a regular meeting on January 22, 2019, which agenda items includes this Successor Agency's ROPS 19-20; and

WHEREAS, the Oversight Board has reviewed and considered the Successor Agency's ROPS 19-20 A-B and desires to approve it and authorize and direct the Successor Agency staff to transmit the ROPS 19-20 A-B to the DOF, with copies to the County Executive Officer ("CEO"), County Auditor-Controller ("CAC"), and the State Controller's Office ("SCO") as required under the Dissolution Law;

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

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

Section 2. The Oversight Board hereby approves ROPS 19-20 A-B submitted therewith and incorporated by this reference, including the FY 2019-20 Administrative Budget included herewith.

Section 3. The Oversight Board authorizes transmittal of the ROPS 19-20 A-B to the DOF, with copies to the CEO, the CAC, and the SCO.

Section 4. The City of Costa Mesa's Finance 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. Under Section 34179(h), written notice and information about certain actions taken by the Orange Countywide Oversight Board shall be provided to the DOF by electronic means and in a manner of DOF's choosing. The Orange Countywide 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.

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

The foregoing was passed and adopted by the following vote of the Orange Countywide Oversight Board on TUESDAY, JANUARY 22, 2019

YES: STEVE FRANKS, CHRIS GAARDER, STEVE JONES,
BRIAN PROBOLSKY, DEAN WEST, PHILLIP E.
YARBROUGH


NOES:
EXCUSED:
ABSTAINED: CHARLES BARFIELD


BRIAN PROBOLSKY
CHAIRMAN

STATE OF CALIFORNIA)
)
COUNTY OF ORANGE)

I, KATHY TAVOULARIS, Clerk of the Orange Countywide Oversight Board, Orange County, California, hereby certify that a copy of this document has been delivered to the Chairman of the Board and that the above and foregoing Resolution was duly and regularly adopted by the Orange Countywide Oversight Board.

IN WITNESS WHEREOF, I have hereto set my hand.


KATHY TAVOULARIS
Clerk
Orange Countywide Oversight Board

Resolution No: 19-003

Agenda Date: Tuesday, January 22, 2019

Item No: 5B

ATTACHMENT 2

EXHIBIT A

**SUCCESSOR AGENCY TO THE COSTA MESA REDEVELOPMENT AGENCY
RECOGNIZED OBLIGATION PAYMENT SCHEDULE 19-20 A-B**

(attached)

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

Successor Agency:

Costa Mesa

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):	\$ -	\$ -	\$ -
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	-	-	-
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 1,341,008	\$ 14,987	\$ 1,355,995
F	RPTTF	1,326,021	-	1,326,021
G	Administrative RPTTF	14,987	14,987	29,974
H	Current Period Enforceable Obligations (A+E):	\$ 1,341,008	\$ 14,987	\$ 1,355,995

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.

Brian Probolsky, Chairman

Name

Title

/s/

Signature

Date

1/24/19

Costa Mesa 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	
4	Contract for consulting services	Fees	3/1/2011	12/31/2018	Harrell & Company Advisor	Prep Continuing Disclosure Report-	Downtown	\$ 7,671,069	N	\$ 1,355,995	\$ 0	\$ 0	\$ 0	\$ 1,326,021	\$ 14,987	\$ 1,341,008	\$ 0	\$ 0	\$ 0	\$ 0	\$ 14,987	\$ 14,987
6	Promissory Note Payable	City/County Loan (Prior 06/28/11), Cash exchange	9/30/1971	6/30/2024	City of Costa Mesa	Original Loan to establish RDA	Downtown	7,641,095	N	\$ 1,326,021				1,326,021		\$ 1,326,021						\$ -
37	Administrative Cost	Admin Costs	1/1/2012	6/30/2024	Not provided	Not provided	Downtown	29,974	N	\$ 29,974					14,987	\$ 14,987					14,987	\$ 14,987
52	Litigation Against DOF & County of Orange Auditor Controller	Litigation	7/1/2013	6/30/2018	Enterprise Counsel Group	Litigation against DOF & County of Orange Auditor Controller denying the RDA loan and action denying certain prior payments	Downtown		N	\$ -						\$ -						\$ -
53	Housing Authority Admin Cost Allowance	Housing Entity Admin Cost	7/1/2015	10/1/2017	Costa Mesa Housing Authority	Costa Mesa Housing Authority Admin Cost Allowance	Downtown		N	\$ -						\$ -						\$ -
54									N	\$ -						\$ -						\$ -
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Costa Mesa 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 (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				Non-Admin and Admin	Comments
		Bond Proceeds		Reserve Balance	Other Funds		
		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.		
1	Beginning Available Cash Balance (Actual 07/01/16) RPTTF amount should exclude "A" period distribution amount	704,404		0	606	1,671	Prior ROPS RPTTF: \$621- 15-16A ROPS excess cash \$1,050- 15-16B ROPS excess cash
2	Revenue/Income (Actual 06/30/17) RPTTF amount should tie to the ROPS 16-17 total distribution from the County Auditor-Controller	586			27	1,733,033	AB 1484 requires 20% (\$162,275) of any loan repayment to be deducted from loan repayment amount (\$696,062) and transferred to LMI- Housing Assets Fund per HSC 34191.4 (s)(2)(c).
3	Expenditures for ROPS 16-17 Enforceable Obligations (Actual 06/30/17)	696,768			115	1,731,983	Total expenditures Successor Agency incurred in FY16-17 was \$2,428,866
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)						
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)	\$ 8,222	\$ 0	\$ 0	\$ 518	\$ 2,721	\$621- 15-16A ROPS excess cash \$1,050- 15-16B ROPS excess cash \$1,050- 16-17 ROPS excess cash

ATTACHMENT 3

EXHIBIT B

**SUCCESSOR AGENCY TO THE COSTA MESA REDEVELOPMENT AGENCY
FISCAL YEAR 2019-20 ADMINISTRATIVE BUDGET**

(attached)

**SUCCESSOR AGENCY TO THE COSTA MESA REDEVELOPMENT AGENCY
ADMINISTRATIVE BUDGET
07/01/2019-06/30/2020**

Personnel Expenditures

<u>Department</u>	<u>Position</u>	<u>Annual Wages, Benefits, etc. *</u>	<u>Percent to Successor Agency Admin</u>	<u>Annual Personnel Costs 07/01/2019 - 06/30/2020</u>
City Manager Office	City Clerk	\$ 215,679	2%	\$ 4,314
Finance	Accounting Supervisor	181,173	2%	3,623
Finance	Assistant Finance Director	251,830	2%	5,037
Total Personnel Expenditures				12,974

Other Administrative Expenditures

<u>Department</u>	<u>Activity</u>	<u>Annual Other Costs</u>	<u>Percent to Successor Agency Admin</u>	<u>Annual Other Costs 07/01/2019- 06/30/2020</u>
Finance	Accounting/Audit Services	3,000	100%	3,000
Development Services	Legal - Stradling Yocca Carlson & Rauth	14,000	100%	14,000
Total Other Expenditures				17,000
Total Annual Administrative Budget				\$ 29,974

* Estimated as of December 2018



EDMUND G. BROWN JR. - GOVERNOR

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

April 10, 2018

Ms. Colleen O' Donoghue, Assistant Finance Director
City of Costa Mesa
77 Fair Drive
Costa Mesa, CA 92626

Dear Ms. O' Donoghue:

Subject: 2018-19 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of Costa Mesa Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2018 through June 30, 2019 (ROPS 18-19) to the California Department of Finance (Finance) on January 29, 2018. Finance has completed its review of the ROPS 18-19.

Based on a sample of line items reviewed and application of the law, Finance made the following determination:

The claimed administrative costs exceed the allowance by \$244,750. HSC section 34171 (b) (3) limits the fiscal year Administrative Cost Allowance (ACA) to three percent of actual Redevelopment Property Tax Trust Fund (RPTTF) distributed in the preceding fiscal year or \$250,000, whichever is greater, not to exceed 50 percent of the RPTTF distributed in the preceding fiscal year. As a result, the Agency's maximum ACA is \$5,250 for fiscal year 2017-18.

Although \$250,000 is claimed for ACA, only \$5,250 is available pursuant to the cap. Therefore, as noted in the table below, \$244,750 in excess ACA is not allowed:

Administrative Cost Allowance Calculation	
Actual RPTTF distributed for fiscal year 2017-18	\$ 956,562
Less distributed Administrative RPTTF	(250,000)
Less sponsoring entity loan repayments	(696,063)
RPTTF distributed for 2017-18 after adjustments	10,499
ACA Cap for 2017-18 per HSC section 34171 (b)	5,250
ACA requested for 2017-18	250,000
Total ACA	250,000
ACA in Excess of the Cap	\$ (244,750)

Except for the item adjusted, Finance is not objecting to the remaining items listed on the ROPS 18-19. If the Agency disagrees with our determination with respect to any items on the ROPS 18-19, except items which are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

http://dof.ca.gov/Programs/Redevelopment/Meet_And_Confer/

The Agency's maximum approved RPTTF distribution for the reporting period is \$933,347 as summarized in the Approved RPTTF Distribution table on Page 4 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1, 2018 through December 31, 2018 period (ROPS A period) and one distribution for the January 1, 2019 through June 30, 2019 period (ROPS B period) based on Finance's approved amounts. Since this determination is for the entire ROPS 18-19 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

On the ROPS 18-19 form, the Agency reported cash balances and activity for the period of July 1, 2015 through June 30, 2016. Finance reviews the Agency's self-reported cash balances on an ongoing basis. The Agency should be prepared to submit financial records and bridging documents to support the cash balances reported upon request. Finance's ROPS 18-19 cash balance review indicates the Agency may have funds available to pay for enforceable obligations on the ROPS for the period of July 1, 2019 through June 30, 2020 (ROPS 19-20). HSC section 34177 (l) (1) (E) requires these balances to be used prior to requesting RPTTF.

Pursuant to HSC section 34186 (c), beginning October 1, 2018, the Agency will be required to report the estimated obligations versus actual payments (prior period adjustment) associated with the July 1, 2016 through June 30, 2017 period (ROPS 16-17) to the County Auditor-Controller for review. The Agency will report actual payments for ROPS 16-17 on ROPS 19-20. A prior period adjustment may be applied to the Agency's ROPS 19-20 RPTTF distribution. Therefore, the Agency should retain any unexpended RPTTF from the ROPS 16-17 period.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 18-19. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be deemed denied until the matter is resolved.

The ROPS 18-19 form submitted by the Agency and this determination letter will be posted on our website:

<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 18-19 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

Ms. Colleen O' Donoghue
April 10, 2018
Page 3

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

Please direct inquiries to Nichelle Jackson, Supervisor, or Michael Painter, Analyst, at (916) 322-2985.

Sincerely,

A handwritten signature in black ink, appearing to read "Erika Li", with a stylized flourish extending to the right.

ERIKA LI
Program Budget Manager

cc: Ms. Stacy Daugherty, Finance Director, City of Costa Mesa
Ms. Cindy Wong, Property Tax Manager, Orange County

Attachment

Approved RPTTF Distribution For the period of July 2018 through June 2019			
	ROPS A Period	ROPS B Period	ROPS 18-19 Total
RPTTF Requested	\$ 925,097	\$ 3,000	\$ 928,097
Administrative RPTTF Requested	125,000	125,000	250,000
Total RPTTF Requested	1,050,097	128,000	1,178,097
 Administrative RPTTF Requested	 125,000	 125,000	 250,000
Excess Administrative Costs	(119,750)	(125,000)	(244,750)
Administrative RPTTF Authorized	5,250	0	5,250
Total RPTTF Approved for Distribution	\$ 930,347	\$ 3,000	\$ 933,347



**DEPARTMENT OF
FINANCE**

EDMUND G. BROWN JR. • GOVERNOR

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

October 26, 2018

Ms. Jennifer King, Assistant Finance Director
City of Costa Mesa
77 Fair Drive
Costa Mesa, CA 92626

Dear Ms. King:

Subject: Amended Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1) (E), the City of Costa Mesa Successor Agency (Agency) submitted an amended Recognized Obligation Payment Schedule for the period January 1, 2019 through June 30, 2019 (Amended ROPS 18-19B) to the California Department of Finance (Finance) on August 27, 2018. Finance has completed its review of the Amended ROPS 18-19B.

Based on our review, Finance is approving all of the adjustments requested on the Amended ROPS 18-19B.

The Agency's amended maximum approved Redevelopment Property Tax Trust Fund (RPTTF) distribution for the ROPS 18-19B period is \$280,856 as summarized in the Approved RPTTF Distribution table on Page 3 (See Attachment).

Please refer to the ROPS 18-19B schedule used to calculate the total RPTTF approved for distribution:

<http://www.dof.ca.gov/redevelopment/ROPS>

This is Finance's determination related to the funding of enforceable obligations reported on your Amended ROPS 18-19B. Please note there is no Meet and Confer option for the Amended ROPS process, so Finance's determination is final. This determination is effective for this time period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this Amended ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax is limited to the amount of funding available to the Agency in the RPTTF.

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

Sincerely,



ERIKA LI
Program Budget Manager

cc: Ms. Kelly A. Telford, Finance Director, City of Costa Mesa
Mr. Israel M. Guevara, Administrative Manager, Property Tax Section, Orange County

Attachment

Approved RPTTF Distribution	
For the period of January 2019 through June 2019	
Authorized RPTTF on ROPS 18-19B	\$ 3,000
Authorized Administrative RPTTF on ROPS 18-19B	0
Total Authorized RPTTF on ROPS 18-19B	3,000
Authorized 18-19B RPTTF Adjustments	277,856
Total Amended ROPS 18-19B RPTTF approved for distribution	\$ 280,856



**DEPARTMENT OF
FINANCE**
OFFICE OF THE DIRECTOR

GAVIN NEWSOM • GOVERNOR
STATE CAPITOL ■ ROOM 1145 ■ SACRAMENTO CA ■ 95814-4998 ■ WWW.DOF.CA.GOV

March 12, 2019

Ms. Jennifer King, Assistant Finance Director
City of Costa Mesa
77 Fair Drive
Costa Mesa, CA 92626

Dear Ms. King:

Subject: 2019-20 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of Costa Mesa Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2019 through June 30, 2020 (ROPS 19-20) to the California Department of Finance (Finance) on January 29, 2019. Finance has completed its review of the ROPS 19-20.

Based on a sample of line items reviewed and application of the law, Finance made the following determination:

The Agency's claimed administrative costs exceed the allowance by \$28,474. HSC section 34171 (b) (3) limits the fiscal year Administrative Cost Allowance (ACA) to three percent of actual Redevelopment Property Tax Trust Funds (RPTTF) distributed in the preceding fiscal year or \$250,000, whichever is greater; not to exceed 50 percent of the RPTTF distributed in the preceding fiscal year. As a result, the Agency's maximum ACA is \$1,500 for fiscal year 2019-20.

Although \$29,974 is claimed for ACA, only \$1,500 is available pursuant to the cap. Therefore, as noted in the table below, \$28,474 in excess ACA is not allowed:

Administrative Cost Allowance Calculation	
Actual RPTTF distributed for fiscal year 2018-19	\$ 1,211,203
Less distributed Administrative RPTTF	(5,250)
Less sponsoring entity loan repayments	(1,202,953)
RPTTF distributed for 2018-19 after adjustments	3,000
ACA Cap for 2019-20 per HSC section 34171 (b)	1,500
ACA requested for 2019-20	29,974
ACA in Excess of the Cap	\$ (28,474)

Pursuant to HSC section 34186, successor agencies are required to report differences between actual payments and past estimated obligations. Reported differences in RPTTF are used to offset current RPTTF distributions. The amount of RPTTF approved in the table on Page 3 includes the prior period adjustment resulting from the County Auditor-Controller's review of the prior period adjustment form submitted by the Agency.

Except for the item adjusted, Finance is not objecting to the remaining items listed on the ROPS 19-20. If the Agency disagrees with our determination with respect to any items on the ROPS 19-20, except items which are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

[http://dof.ca.gov/Programs/Redevelopment/Meet And Confer/](http://dof.ca.gov/Programs/Redevelopment/Meet_And_Confer/)

The Agency's maximum approved RPTTF distribution for the reporting period is \$1,326,470 as summarized in the Approved RPTTF Distribution table on Page 3 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1 through December 31 period (ROPS A period), and one distribution for the January 1 through June 30 period (ROPS B period) based on Finance approved amounts. Since this determination is for the entire ROPS 19-20 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 19-20. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be denied until the matter is resolved.

The ROPS 19-20 form submitted by the Agency and this determination letter will be posted on our website:

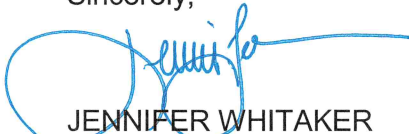
<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 19-20 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

Please direct inquiries to Nichelle Jackson, Supervisor, or Michael Painter, Analyst, at (916) 322-2985.

Sincerely,



JENNIFER WHITAKER
Program Budget Manager

cc: Ms. Kelly A. Telford, Finance Director, City of Costa Mesa
Mr. Israel M. Guevara, Administrative Manager, Property Tax Section, Orange County

Attachment

Approved RPTTF Distribution For the period of July 1, 2019 through June 30, 2020			
	ROPS A Period	ROPS B Period	ROPS 19-20 Total
RPTTF Requested	\$ 1,326,021	\$ 0	\$ 1,326,021
Administrative RPTTF Requested	14,987	14,987	29,974
Total RPTTF Requested	1,341,008	14,987	1,355,995
RPTTF Authorized	1,326,021	0	1,326,021
Administrative RPTTF Requested	14,987	14,987	29,974
Excess Administrative Costs	(13,487)	(14,987)	(28,474)
Administrative RPTTF Authorized	1,500	0	1,500
Total RPTTF Authorized for Obligations	1,327,521	0	1,327,521
Prior Period Adjustment	(1,051)	0	(1,051)
Total RPTTF Approved for Distribution	\$ 1,326,470	\$ 0	\$ 1,326,470

Orange Countywide Oversight Board

Date: 1/28/2020

Agenda Item No. 7B

From: Successor Agency to the San Juan Capistrano Redevelopment Agency

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

Recommended Action:

Approve the resolution authorizing the Fiscal Year 2020-21 ROPS and Administrative Budget for the San Juan Capistrano Successor Agency

The San Juan Capistrano Successor Agency requests approval of the Recognized Obligation Payment Schedule (ROPS 20-21) and Administrative Budget for Fiscal Year 2020-21.

The ROPS 20-21 (Attachment 2) sets forth estimates of the amounts that are required to be paid by the Successor Agency in Fiscal Year 2020-21 for approved enforceable obligations. The amounts reported in the ROPS 20-21 were determined using the terms of payment set forth in the agreements associated with the approved obligations of the former redevelopment agency.

The majority of the obligation payments are for payments of principal and interest on bonds that were issued by the former Redevelopment Agency or the Successor Agency. In addition to the bond payments, the obligation payments include interest only payments on two promissory notes, payments to repay loans originally made by the City of San Juan Capistrano, payments to private parties as the result of developer agreements or owner participation agreements, and payments associated with the annual costs to administer the Successor Agency. The table below summarizes the amounts estimated for payment:

Bond payments	\$3,147,612
Development agreement payments	346,783
Kinoshita note interest payments	239,901
Payments on City/Agency loans	309,701
Administrative costs	<u>178,584</u>
Total	\$4,222,581

In addition to the use of RPTTF funds as set forth above, \$8.2 million of bond proceeds associated with issuance of the 2018 Tax Allocation Refunding Bonds have been reflected in the ROPS 20-21 as the source for payoff of the Kinoshita notes on March 1, 2021.

Administrative Budget

The Successor Agency is also required to prepare an Administrative Budget for Fiscal Year 2020-21 (Attachment 5). The amount reflected in the Administrative Cost Budget is based upon a detailed analysis of the administrative support provided by City staff to the Successor Agency and other administrative costs paid directly to third party vendors. As a result, the Successor Agency was able to reduce its administrative budget by \$71,416 for Fiscal Year 2020-21.

Additional Documents Requested

As requested, this report is accompanied by the approved ROPS and administrative budgets for the past two fiscal years, as well as the letter provided by the California Department of Finance (DOF) regarding the same.

Successor Agency Approval

On January 21, 2020, the ROPS 20-21 and the Administrative Budget of the Successor Agency for Fiscal Year 2020-21 are scheduled to be presented to the San Juan Capistrano Successor Agency for consideration.

Impact on Taxing Entities

Approval of the ROPS 20-21 and the administrative budget of the San Juan Capistrano Successor Agency for Fiscal Year 2020-21 is expected to result in the distribution of over \$1,800,000 of tax increment funding to the taxing entities.

Staff Contact

Ken Al-Imam, Chief Financial Officer, City of San Juan Capistrano, kalinam@sanjuancapistrano.org

Notifications

California Department of Finance, RedevelopmentAdministration@dof.ca.gov
Orange County Executive Officer, Frank Kim, frank.kim@ocgov.com
Orange County Auditor-Controller's Office, PTAX@ac.ocgov.com
Orange County Auditor-Controller's Office, Israel Guevara, Israel.Guevara@ac.ocgov.com
State Controller's Office, RDA-SDSupport@sco.ca.gov

Attachments

- Attachment 1 – Proposed Oversight Board Resolution –ROPS 20-21
- Attachment 2 – ROPS 20-21
- Attachment 3 – Placeholder for Successor Agency Resolution –ROPS 20-21
- Attachment 4 – Proposed Oversight Board Resolution – Administrative Cost Budget for July 1, 2020, through June 30, 2021
- Attachment 5 – Administrative Cost Budget for July 1, 2020, through June 30, 2021
- Attachment 6 – Placeholder for Successor Agency Resolution – Administrative Cost Budget for July 1, 2020, through June 30, 2021
- Attachment 7 – Approved ROPS 18-19
- Attachment 8 – Approved Admin Budget 18-19
- Attachment 9 – DOF letter Regarding ROPS 18-19
- Attachment 10 – Approved Amended ROPS 18-19B
- Attachment 11 – DOF letter Regarding Amended ROPS 18-19B
- Attachment 12 – Approved ROPS 19-20
- Attachment 13 – Approved Admin Budget 19-20
- Attachment 14 – DOF letter Regarding ROPS 19-20

A RESOLUTION OF THE ORANGE COUNTYWIDE OVERSIGHT BOARD
WITH OVERSIGHT OF THE SUCCESSOR AGENCY TO THE
SAN JUAN CAPISTRANO COMMUNITY REDEVELOPMENT AGENCY
APPROVING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR
THE PERIOD FROM JULY 1, 2020, THROUGH JUNE 30, 2021 (ROPS 20-21)

WHEREAS, the San Juan Capistrano Community Redevelopment Agency (“Agency”) was a community redevelopment agency duly organized and existing under the California Community Redevelopment Law, Health & Safety Code Section 33000, *et seq.*, which was 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 San Juan Capistrano (“City”); and

WHEREAS, Assembly Bill X1 26 added Parts 1.8 and 1.85 to Division 24 of the California Health & Safety Code, which laws cause the dissolution and wind down of all redevelopment agencies (“Dissolution Act”); and

WHEREAS, on December 29, 2011, in the petition *California Redevelopment Association v. Matosantos*, Case No. S194861, the California Supreme Court upheld the Dissolution Act and thereby all redevelopment agencies in California were dissolved as of and on February 1, 2012, under the dates in the Dissolution Act that were reformed and extended thereby; and

WHEREAS, the Agency is now a dissolved redevelopment agency pursuant to the Dissolution Act; and

WHEREAS, by a resolution considered and approved by the City Council at an open public meeting the City chose to become and serve as the successor agency to the dissolved Agency under the Dissolution Act; and

WHEREAS, Assembly Bill 1484, enacted on June 27, 2012, and Senate Bill 107 enacted on September 22, 2015, made certain amendments to the Dissolution Act, including the process for adopting Recognized Obligation Payment Schedules (ROPS); and

WHEREAS, as of and on and after February 1, 2012, the City Council serves and acts as the “Successor Agency” and will perform its functions as the successor agency under the Dissolution Act to administer the enforceable obligations of the Agency and otherwise unwind the Agency’s affairs, which are now subject to review and approval by the Orange Countywide Oversight Board (“Oversight Board”); and,

WHEREAS, Health and Safety Code 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 the Dissolution Act; 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 six-month fiscal period as provided in subdivisions (l) and (m) and (o) of Section 34177 of the Dissolution Act; and

WHEREAS, pursuant to subdivision (o) (1) of Section 34177, for each period from July 1 to June 30, the Successor Agency is required to submit an annual ROPS to the State Department of Finance and the County Auditor-Controller no later than February 1, of each year; and

WHEREAS, pursuant to subdivisions (l), (m) and (o) of Section 34177 of the Dissolution Act, staff of the City, acting on behalf of the Successor Agency, prepared and submitted to the Successor Agency, the Recognized Obligation Payment Schedule for the period covering July 1, 2020, through June 30, 2021 (ROPS 20-21), in the form attached to this Resolution as Exhibit A and incorporated herein by this reference; and

WHEREAS, the City Council, acting as the governing body of the Successor Agency adopted Resolution SACRA 19-01-21-~~XX~~ on January 21, 2020, approving the Recognized Obligation Payment Schedule for the period covering July 1, 2020, through June 30, 2021 (ROPS 20-21), and authorizing the Executive Director and/or the Finance Officer of the Successor Agency, or their authorized designees, to make such augmentations, modifications, additions or revisions as they may deem appropriate; and

WHEREAS, Resolution SACRA 19-01-21-~~XX~~ also directed the Executive Director or authorized designees to transmit the approved ROPS 20-21 to the Oversight Board, the County Executive Officer, the County Auditor-Controller, the State Controller's Office, and the State Department of Finance, and to cause the approved ROPS 20-21 to be posted on the City's website, all in accordance with Section 34177(l)(2)(C) of the Dissolution Act, and take other actions necessary to obtain approval of the ROPS 20-21 from the Oversight Board and the State Department of Finance; and

WHEREAS, pursuant to Section 34177(l)(2)(B) of the Dissolution Act, staff of the City, acting on behalf of the Successor Agency, provided notice of this Oversight Board action, along with the ROPS 20-21 and staff report submitted to the Oversight Board herewith, to the County Executive Officer, the County Auditor-Controller, and the State Department of Finance, concurrently with the posting of the Agenda for this Oversight Board action; and

WHEREAS, pursuant to Sections 34177(l)(2)(B) and 34180(g) of the Dissolution Act, the Oversight Board has received and reviewed the ROPS 20-21 and desires to approve the ROPS 20-21 in substantially the form attached to this Resolution as Exhibit A; and

WHEREAS, pursuant to Section 34177(m) of the Dissolution Act, the State Department of Finance shall make its determination of the enforceable obligations and the amounts and funding sources of the enforceable obligations no later than 45 days after the ROPS is submitted;

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

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

Section 2. The Oversight Board hereby approves the revised ROPS 20-21 in the form attached to this Resolution as Exhibit A, which is incorporated herein by this reference.

Section 3. Pursuant to Health and Safety Code Section 34177(o)(1), this Resolution shall be submitted to the California Department of Finance by February 1, 2020, and the California Department of Finance shall issue its determination and approval no later than April 15, 2020.

Section 4. The Clerk of the Orange Countywide Oversight Board shall certify to the adoption of this Resolution.

Recognized Obligation Payment Schedule (ROPS 20-21) - Summary
Filed for the July 1, 2020 through June 30, 2021 Period

Successor Agency: San Juan Capistrano

County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)	20-21A Total (July - December)	20-21B Total (January - June)	ROPS 20-21 Total
A Enforceable Obligations Funded as Follows (B+C+D)	\$ -	\$ 8,236,598	\$ 8,236,598
B Bond Proceeds	-	-	-
C Reserve Balance	-	-	-
D Other Funds	-	8,236,598	8,236,598
E Redevelopment Property Tax Trust Fund (RPTTF) (F+G)	\$ 1,108,983	\$ 3,113,598	\$ 4,222,581
F RPTTF	1,019,691	3,024,306	4,043,997
G Administrative RPTTF	89,292	89,292	178,584
H Current Period Enforceable Obligations (A+E)	\$ 1,108,983	\$ 11,350,196	\$ 12,459,179

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

San Juan Capistrano
Recognized Obligation Payment Schedule (ROPS 20-21) - ROPS Detail
July 1, 2020 through June 30, 2021

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$43,933,662		\$12,459,179	\$-	\$-	\$-	\$1,019,691	\$89,292	\$1,108,983	\$-	\$-	\$8,236,598	\$3,024,306	\$89,292	\$11,350,196
3	2008 Tax Allocation Bonds, Series A	Bonds Issued On or Before 12/31/10	06/03/2008	08/01/2033	U.S. Bank, N.A.	Finance Agency Projects in the Central Project Area consistent with the Redevelopment Plan	Central	8,858,104	N	\$646,591	-	-	-	-	-	\$-	-	-	-	646,591	-	\$646,591
4	2008 Tax Allocation Bonds, Series B (Taxable)	Bonds Issued On or Before 12/31/10	06/03/2008	08/01/2033	U.S. Bank, N.A.	Finance Agency Affordable Housing Projects	Central	12,963,903	N	\$946,962	-	-	-	-	-	\$-	-	-	-	946,962	-	\$946,962
5	Tax Allocation Bond Reserve Set-Aside (See Notes)	Reserves	01/01/2014	06/30/2018	U.S. Bank, N.A.	Reserve set-aside for August 1, 2019 debt service payment - H&S Code Section 34171(b)	Central	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
6	OPA-Fluidmaster	OPA/DDA/Construction	06/17/1997	12/31/2019	Fluidmaster, Inc.	Elimination of Blight/Economic Development	Central	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
7	OPA-Capistrano Volkswagen	OPA/DDA/Construction	04/17/2001	06/30/2020	Miles Brandon	Elimination of Blight/Business Retention	Central	6,783	N	\$6,783	-	-	-	-	-	\$-	-	-	-	6,783	-	\$6,783
8	OPA-Sierra Vista	OPA/DDA/Construction	04/01/2003	06/30/2019	Sierra Vista Partners	Elimination of Blight/Economic Development	Central	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
9	Agreement-TCAG Ford	OPA/DDA/Construction	10/19/2010	03/01/2038	Tuttle Click Automotive Group (TCAG, Inc.)	Elimination of Blight/Business Retention	Central	165,000	N	\$165,000	-	-	-	160,000	-	\$160,000	-	-	-	5,000	-	\$5,000
10	Agreement-OC Chrysler	OPA/DDA/Construction	01/07/2011	06/30/2031	Chrysler Group Realty Co., LLC	Elimination of Blight/Economic Development	Central	175,000	N	\$175,000	-	-	-	93,000	-	\$93,000	-	-	-	82,000	-	\$82,000
12	Kinoshita	Third-Party	02/28/	03/01/2021	Kinoshita	Property	Central	4,151,438	N	\$4,151,438	-	-	-	117,494	-	\$117,494	-	-	4,033,944	-	-	\$4,033,944

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
	Acquisition - Note Extension (interest payments through March 1, 2021)	Loans	2011		Enterprises, L.P.	Acquisition/ parks & Ag. Preservation																
13	Kinoshita Acquisition - Note Extension (interest payments through March 1, 2021)	Third-Party Loans	02/28/ 2011	03/01/2021	Bobby Kinoshita Investment Enterprises, L.P.	Property Acquisition/ parks & Ag. Preservation	Central	4,325,061	N	\$4,325,061	-	-	-	122,407	-	\$122,407	-	-	4,202,654	-	-	\$4,202,654
14	Kinoshita Note Principal Payment Set-aside	Third-Party Loans	02/28/ 2011	03/01/2021	See Items 12-13 above	Reserve set-aside for March 1, 2021 principal payment on both notes - \$7,996,697.	Central	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
16	Tax Anticipation Agreement (City/Agency Loan #1-See Notes)	City/County Loan (Prior 06/28/11), Cash exchange	01/20/ 1988	06/30/2026	City of San Juan Capistrano	Elimination of Blight/ Economic Development	Central	301,575	N	\$301,575	-	-	-	150,000	-	\$150,000	-	-	-	151,575	-	\$151,575
17	Trulis Acquisition - Loan Agreement (City/Agency Loan #2 - See Notes)	City/County Loan (Prior 06/28/11), Cash exchange	10/01/ 1998	06/30/2026	City of San Juan Capistrano	Property Acquisition/ Elimination of Blight	Central	8,126	N	\$8,126	-	-	-	4,063	-	\$4,063	-	-	-	4,063	-	\$4,063
18	Administration Loan Agreement (City/Agency Loan #3 - See Notes)	City/County Loan (Prior 06/28/11), Cash exchange	06/01/ 2004	06/30/2026	City of San Juan Capistrano	Administration/ Project Costs	Central	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
28	Administrative Cost Allowance	Admin Costs	07/01/ 2014	06/30/2018	City of San Juan Capistrano	3% allowance for administrative costs incurred.	Central	178,584	N	\$178,584	-	-	-	-	89,292	\$89,292	-	-	-	-	89,292	\$89,292

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
32	Legal Costs associated with assets, obligations and property.	Litigation	08/20/1991	06/30/2017	Straddling, Yocca, Carlson & Rauth	Section 34171(b) - cost of maintaining assets prior to disposition	Central	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
51	Lower Rosan Ranch - 2016 Subordinated Tax Allocation Note (See Notes)	Refunding Bonds Issued After 6/27/12	11/01/2016	08/01/2021	Western Alliance Bank	Refunding F&M Note	Central	2,193,559	N	\$745,454	-	-	-	372,727	-	\$372,727	-	-	-	372,727	-	\$372,727
52	Costs associated with selling properties (appraisals, surveys, etc.)	Property Dispositions	09/27/2016	09/27/2017	DMG, Inc.	Appraisal of properties that are to be sold and the proceeds distributed to the taxing entities	Central	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
53	2018 Tax Allocation Refunding Bonds	Refunding Bonds Issued After 6/27/12	08/23/2018	02/01/2033	U.S. Bank, N.A.	Principal payment on refunding bonds to refinance Kinoshita notes		10,606,529	N	\$808,605	-	-	-	-	-	\$-	-	-	-	808,605	-	\$808,605
54	2018 Tax Allocation Refunding Bonds - Reserve Set-Aside (see notes)	Reserves	08/23/2018	02/01/2033	U.S. Bank, N.A.	Reserve set-aside for August 1, 2019 debt service payment - H&S Code Section 34171(b)		-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-

San Juan Capistrano
Recognized Obligation Payment Schedule (ROPS 20-21) - Report of Cash Balances
July 1, 2017 through June 30, 2018
(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.							
A	B	C	D	E	F	G	H
	ROPS 17-18 Cash Balances (07/01/17 - 06/30/18)	Fund Sources					Comments
		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 07/01/17) RPTTF amount should exclude "A" period distribution amount.	1,775,237		2,287,285		159,568	
2	Revenue/Income (Actual 06/30/18) RPTTF amount should tie to the ROPS 17-18 total distribution from the County Auditor-Controller				45,000	3,056,177	
3	Expenditures for ROPS 17-18 Enforceable Obligations (Actual 06/30/18)	174,098		325,860	14,881	2,822,452	
4	Retention of Available Cash Balance (Actual 06/30/18) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)			1,961,416		-	
5	ROPS 17-18 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 17-18 PPA form submitted to the CAC		No entry required			233,725	
6	Ending Actual Available Cash Balance (06/30/18) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)	\$1,601,139	\$-	\$9	\$30,119	\$159,568	

San Juan Capistrano
Recognized Obligation Payment Schedule (ROPS 20-21) - Notes
July 1, 2020 through June 30, 2021

Item #	Notes/Comments
3	The total obligation outstanding includes all principal and interest expected to be outstanding at June 30, 2020.
4	The total obligation outstanding includes all principal and interest expected to be outstanding at June 30, 2020.
5	Set-aside reserve pursuant to H&S Code Section 34171(b).
6	The total obligation outstanding is the amount expected to be outstanding as of June 30, 2020. The agreement end date is upon complete payment of obligation. As instructed by DOF staff, an estimated date has been included.
7	The total obligation outstanding is the amount expected to be outstanding as of June 30, 2020. The agreement end date is upon complete payment of obligation. As instructed by DOF staff, an estimated date has been included.
8	The total obligation outstanding is the amount expected to be outstanding as of June 30, 2020. The agreement end date is upon complete payment of obligation. As instructed by DOF staff, an estimated date has been included.
9	The total obligation outstanding includes all principal and interest expected to be outstanding at June 30, 2020.
10	The total obligation outstanding includes all principal and interest expected to be outstanding at June 30, 2020.
12	The total obligation outstanding includes all principal and interest expected to be outstanding at June 30, 2020. Payments for FY 20-21 are interest only at 6.0%.
13	The total obligation outstanding includes all principal and interest expected to be outstanding at June 30, 2020. Payments for FY 20-21 are interest only at 6.0%.
14	The obligations in lines 12 and 13 have principal payments due on March 1, 2021. RPPTF projections show that if the Successor Agency does not set-aside RPTTF ahead of March 1, 2021, there will not be sufficient RPTTF to meet these obligations when due. This will result in a default on these enforceable obligations.
16	The City has received its Finding of Completion; this loan was approved by the Oversight Board pursuant to Health and Safety Code (HSC) Section 34191.4(b) on May 27, 2014, (Oversight Board Resolution14-05-27-02); and DOF approved the loan and payment schedule on August 5, 2014 . The total obligation outstanding is the amount expected to be outstanding as of June 30, 2020.
17	The City has received its Finding of Completion; this loan was approved by the Oversight Board pursuant to Health and Safety Code (HSC) Section 34191.4(b) on May 27, 2014 (Oversight Board Resolution14-05-27-02); and DOF approved the loan and payment schedule on August 5, 2014 . The total obligation outstanding is the amount expected to be outstanding as of June 30, 2020.
18	The City has received its Finding of Completion; this loan was approved by the Oversight Board pursuant to Health and Safety Code (HSC) Section 34191.4(b) on May 27, 2014 (Oversight Board Resolution14-05-27-02); and DOF approved the loan and payment schedule on 10/19/2016. The total obligation outstanding is the amount expected to be outstanding as of June 30, 2020.

28	Staff time and other administrative costs (estimated to be incurred for this ROPS period) provided pursuant to the Agreement for the Reimbursement of Costs approved by the Oversight Board on May 2, 2012, (Resolution 12-05-02-01). The agreement continues until services are no longer needed. Therefore, the actual termination date is unknown.
32	Legal costs associated with property, assets, and enforceable obligations (estimated) - HSC Section 34171(b). The Agreement is valid until services are no longer needed. Therefore, the actual termination date is unknown.
51	Debt service on DOF-approved refinancing of Lower Rosan Farmers and Merchants Bank Note.
52	Costs associated with selling property formerly owned by the CRA that are paid outside of escrow. The proceeds of sale will be distributed to the taxing entities.
53	2019 Tax Allocation Refunding Bonds - The total obligation outstanding includes all principal and interest expected to be outstanding at June 30, 2020.
54	Set-aside reserve pursuant to H&S Code Section 34171(b).

Orange Countywide Oversight Board
Placeholder for Pending Resolution

Date: 1/28/2020

From: Successor Agency to the San Juan Capistrano Redevelopment Agency

Subject: Resolution of the San Juan Capistrano City Council Approving the 2020-21 ROPS

The resolution of the San Juan Capistrano City Council (acting as the Successor Agency Board of Directors) approving the 2020-21 ROPS will be voted upon at their 1/21/2020 meeting. As such, the resolution is not yet available for submission but will be provided before the Countywide Oversight Board votes upon its resolution regarding the 2020-21 ROPS.

A RESOLUTION OF THE ORANGE COUNTYWIDE OVERSIGHT BOARD
WITH OVERSIGHT OF THE SUCCESSOR AGENCY TO THE
SAN JUAN CAPISTRANO COMMUNITY REDEVELOPMENT AGENCY
APPROVING THE SUCCESSOR AGENCY ADMINISTRATIVE BUDGET FOR
THE PERIOD FROM JULY 1, 2020, TO JUNE 30, 2021, PURSUANT TO
HEALTH AND SAFETY CODE SECTION 34177(j).

WHEREAS, the San Juan Capistrano Community Redevelopment Agency (“Agency”) was established as a community redevelopment agency duly organized and existing under the California Community Redevelopment Law, Health and Safety Code Section 33000, et seq. (“CRL”), and has been authorized to transact business and exercise the power of a redevelopment agency pursuant to action of the City Council (“City Council”) of the City of San Juan Capistrano (“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 laws cause the dissolution and wind down of all redevelopment agencies (the “Dissolution Act”); and

WHEREAS, the Agency is now a dissolved redevelopment agency pursuant to the Dissolution Act; and

WHEREAS, by Resolution No. 12-01-10-01 approved by the City Council at an open meeting on January 10, 2012, the City chose to become and serve as the successor agency to the dissolved Agency under the Dissolution Act; and

WHEREAS, as of and on and after February 1, 2012, the City serves and acts as the “Successor Agency” and will perform its functions as the successor agency under the Dissolution Act to administer all enforceable obligations of the Agency and otherwise unwind the Agency’s affairs, which are now subject to review and approval by the Orange Countywide Oversight Board (“Oversight Board”); and

WHEREAS, Health and Safety Code 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 Act; and

WHEREAS, Health and Safety Code Section 34177(j) requires the Successor Agency to prepare a proposed Administrative Budget covering the periods from July 1, 2020, through December 31, 2020, and January 1, 2021, through June 30, 2021; and

WHEREAS, pursuant to Section 34177(j), the Successor Agency’s “Administrative Budget” is to include all of the following: (a) estimated amounts of the Successor Agency’s administrative costs for the upcoming six month fiscal period; (b) the proposed sources of payment

for the administrative costs; and (c) proposals for arrangements for administrative and operations services provided by the City as Successor Agency; and

WHEREAS, pursuant to Health and Safety Code Section 34180(h), the Successor Agency may request authorization from the Oversight Board for the Successor Agency and the City of San Juan Capistrano to enter into an agreement to ensure provision of the necessary services from the City to support Successor Agency responsibilities in winding down the activities of the former Agency, including the estimated costs set forth in the Administrative Budget; and

WHEREAS, the Oversight Board adopted Resolution No. 12-05-02-01 on May 2, 2012, to authorize the Successor Agency to enter into an “Agreement for Reimbursement of Costs and City/Successor Agency Operations Loan” (“Costs Reimbursement Agreement”), which agreement authorizes the reimbursement of costs incurred by the City to support Successor Agency operations and obligations; and

WHEREAS, the City Council, acting as the governing body of the Successor Agency adopted Resolution SACRA 20-01-21-~~XX~~, on January 21, 2020, approving the Administrative Budget for the period from July 1, 2020, to June 30, 2021; and

WHEREAS, the Successor Agency’s proposed Administrative Budget for the period from July 1, 2020, to June 30, 2021, has been submitted to the Oversight Board for its review and approval; and

WHEREAS, the Administrative Budget, as approved by the Oversight Board, will be provided to the County of Orange Auditor-Controller pursuant to Health and Safety Code Section 34177(k) so that the Successor Agency’s estimated administrative costs in the approved Administrative Budget will be paid from available property tax revenues deposited into the Redevelopment Property Tax Trust Fund first, then reserves for the upcoming six-month period;

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

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 HSC Section 34177(j), the Oversight Board approves the Successor Agency’s proposed Administrative Budget, attached hereto as Exhibit A and incorporated by this reference.

Section 3. This Resolution shall take effect immediately upon adoption.

Section 4. The Clerk of the Orange Countywide Oversight Board shall certify to the adoption of this Resolution.

ADMINISTRATIVE COSTS BUDGET

POSITION NAME	TASK	TASK -		TOTAL	SALARY COST PER HOUR	BENEFITS (PENSION COSTS, ETC.)	TOTAL COST PER HOUR	TOTAL COSTS
		HOURS PER TASK	NUMBER OF TIMES PER YEAR	HOURS PER YEAR				
CITY MANAGER	Consultations with CFO as to SA matters	1.00	52.00	52.00	\$ 124.86	\$ 73.54	\$ 198.40	\$ 10,316.80
	Review of bi-weekly agenda reports	2.00	26.00	52.00	\$ 124.86	\$ 73.54	\$ 198.40	\$ 10,316.80
	Bi-weekly SA Board Meetings	0.50	26.00	13.00	\$ 124.86	\$ 73.54	\$ 198.40	\$ 2,579.20
CFO	Review of annual agenda reports	4.00	1.00	4.00	\$ 124.86	\$ 73.54	\$ 198.40	\$ 793.60
	Consultations with CM as to SA matters	1.00	52.00	52.00	\$ 92.51	\$ 54.49	\$ 147.00	\$ 7,644.00
	Review of bi-weekly agenda reports	6.00	26.00	156.00	\$ 92.51	\$ 54.49	\$ 147.00	\$ 22,932.00
	Bi-weekly SA Board Meetings	0.50	26.00	13.00	\$ 92.51	\$ 54.49	\$ 147.00	\$ 1,911.00
	Review of annual agenda reports	12.00	1.00	12.00	\$ 92.51	\$ 54.49	\$ 147.00	\$ 1,764.00
	Review of compliance reports	2.00	1.00	2.00	\$ 92.51	\$ 54.49	\$ 147.00	\$ 294.00
	Review of annual financial reports	4.00	1.00	4.00	\$ 92.51	\$ 54.49	\$ 147.00	\$ 588.00
	Approval of invoices and checks	2.00	26.00	52.00	\$ 92.51	\$ 54.49	\$ 147.00	\$ 7,644.00
	Review of journal entries	4.00	12.00	48.00	\$ 92.51	\$ 54.49	\$ 147.00	\$ 7,056.00
	Coordination and review of ROPS prep	20.00	1.00	20.00	\$ 92.51	\$ 54.49	\$ 147.00	\$ 2,940.00
	Coordination and planning of audit and year end close	15.00	1.00	15.00	\$ 92.51	\$ 54.49	\$ 147.00	\$ 2,205.00
	Consultations with City Attorney re SA matters	2.00	12.00	24.00	\$ 92.51	\$ 54.49	\$ 147.00	\$ 3,528.00
	Administrative tasks relating to properties	2.00	12.00	24.00	\$ 92.51	\$ 54.49	\$ 147.00	\$ 3,528.00
	SR. EXECUTIVE ASSISTANT	1.00	52.00	52.00	\$ 36.12	\$ 21.27	\$ 57.39	\$ 2,984.28
	RECORDS COORDINATOR	1.00	26.00	26.00	\$ 36.06	\$ 21.24	\$ 57.30	\$ 1,489.80
CITY CLERK	Processing of agenda reports/resolutions/mtg agendas	2.00	26.00	52.00	\$ 61.59	\$ 36.28	\$ 97.87	\$ 5,089.24
ASSISTANT CITY CLERK	Processing of agenda reports/resolutions	1.00	26.00	26.00	\$ 39.80	\$ 23.44	\$ 63.24	\$ 1,644.24
ADMIN. COORDINATOR	Processing of agenda reports	1.00	26.00	26.00	\$ 36.06	\$ 21.24	\$ 57.30	\$ 1,489.78
ASST. FINANCE DIRECTOR	Review of annual financial reports	4.00	1.00	4.00	\$ 68.44	\$ 40.31	\$ 108.75	\$ 435.00
	Supervision of SA personnel	4.00	12.00	48.00	\$ 68.44	\$ 40.31	\$ 108.75	\$ 5,220.00
	Preparation of SA cash agenda reports	5.00	12.00	60.00	\$ 68.44	\$ 40.31	\$ 108.75	\$ 6,525.00
	Prep. of prior period adjustment form/rel. questions	12.00	1.00	12.00	\$ 68.44	\$ 40.31	\$ 108.75	\$ 1,305.00
PAYROLL TECH	Processing of payroll	0.50	26.00	13.00	\$ 33.48	\$ 19.72	\$ 53.20	\$ 691.60
ACCOUNTS PAYABLE TECH	Processing invoices/disbursements	5.00	12.00	60.00	\$ 30.33	\$ 17.86	\$ 48.19	\$ 2,891.66
	Preparation of monthly agenda reports	2.00	12.00	24.00	\$ 30.33	\$ 17.86	\$ 48.19	\$ 1,156.66
ACCOUNTANT	Monthly recordkeeping/bank reconciliations	6.00	12.00	72.00	\$ 41.82	\$ 24.63	\$ 66.45	\$ 4,784.54
	Prep for year end audit	8.00	1.00	8.00	\$ 41.82	\$ 24.63	\$ 66.45	\$ 531.62
	Provide records for ROPS/Cash balances	8.00	1.00	8.00	\$ 41.82	\$ 24.63	\$ 66.45	\$ 531.62
COUNCILMEMBERS	Read agenda reports/resolutions	1.00	26.00	26.00	\$ 15.00	\$ 8.84	\$ 23.84	\$ 619.71
	Attend meetings	0.50	26.00	13.00	\$ 15.00	\$ 8.84	\$ 23.84	\$ 309.86
Total personnel costs								\$ 123,740.01
Contracted Services:								
Preparation of ROPS								\$ 9,500.00
Audit Firm								\$ 4,500.00
Continuing Disclosure (Bonds)								\$ 2,500.00
Law Firm Services								\$ 3,500.00
Indirect Costs:								
Insurance (1.5%)								\$ 18,030.00
IT charges (1.5%)								\$ 16,814.00
Total costs								\$ 178,584.01

Orange Countywide Oversight Board
Placeholder for Pending Resolution

Date: 1/28/2020

From: Successor Agency to the San Juan Capistrano Redevelopment Agency

Subject: Resolution of the San Juan Capistrano City Council Approving the 2020-21 Administrative Budget of the Successor Agency

The resolution of the San Juan Capistrano City Council (acting as the Successor Agency Board of Directors) approving the 2020-21 Administrative Budget will be voted upon at their 1/21/2020 meeting. As such, the resolution is not yet available for submission but will be provided before the Countywide Oversight Board votes upon its resolution regarding the 2020-21 Administrative Budget.

San Juan Capistrano Recognized Obligation Payment Schedule (ROPS 18-19) - ROPS Detail																						
July 1, 2018 through June 30, 2019																						
(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 18-19 Total	18-19A (July - December)					18-19A Total	18-19B (January - June)					18-19B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$ 49,048,378		\$ 4,203,373	\$ -	\$ -	\$ -	\$ 2,557,773	\$ 125,000	\$ 2,682,773	\$ -	\$ -	\$ 35,000	\$ 1,360,600	\$ 125,000	\$ 1,520,600
1	1997 Subordinated Taxable Tax	Bonds Issued On or Before	5/6/1997	8/1/2017	Bank of New York	Affordable Housing Projects	Central	-	Y	\$ -						\$ -						\$ -
3	2008 Tax Allocation Bonds, Series A	Bonds Issued On or Before	6/3/2008	8/1/2033	U.S. Bank, N.A.	Finance Agency Projects in the Central Project Area consistent with the Redevelopment Plan	Central	10,141,997	N	\$ 638,813				487,397		\$ 487,397				151,416		\$ 151,416
4	2008 Tax Allocation Bonds, Series B (Taxable)	Bonds Issued On or Before	6/3/2008	8/1/2033	U.S. Bank, N.A.	Finance Agency Affordable Housing Projects	Central	14,846,567	N	\$ 937,416				656,318		\$ 656,318				281,098		\$ 281,098
5	Tax Allocation Bond Reserve Set-Aside (See Notes)	Reserves	1/1/2014	6/30/2018	U.S. Bank, N.A.	Reserve set-aside for August 1, 2019 debt service payment - H&S Code Section 34171(b)	Central	772,513	N	\$ 294,423						\$ -				294,423		\$ 294,423
6	OPA-Fluidmaster	OPA/DDA/Construction	6/17/1997	12/31/2019	Fluidmaster, Inc.	Elimination of Blight/Economic Development	Central	74,760	N	\$ 40,000				40,000		\$ 40,000						\$ -
7	OPA-Capistrano Volkswagen	OPA/DDA/Construction	4/17/2001	6/30/2020	Miles Brandon	Elimination of Blight/Business Retention	Central	76,783	N	\$ 35,000						\$ -			35,000			\$ 35,000
8	OPA-Sierra Vista	OPA/DDA/Construction	4/1/2003	6/30/2019	Sierra Vista Partners	Elimination of Blight/Economic Development	Central	16,402	N	\$ 16,402				16,402		\$ 16,402						\$ -
9	Agreement-TCAG Ford	OPA/DDA/Construction	10/19/2010	3/1/2038	Tuttle Click Automotive Group (TCAG, Inc.)	Elimination of Blight/Business Retention	Central	1,051,617	N	\$ 209,000				104,500		\$ 104,500				104,500		\$ 104,500
10	Agreement-OC Chrysler	OPA/DDA/Construction	1/7/2011	6/30/2031	Chrysler Group Realty Co., LLC	Elimination of Blight/Economic Development	Central	530,981	N	\$ 170,208				123,750		\$ 123,750				46,458		\$ 46,458
12	Kinoshita Acquisition - Note Extension (interest payments through March 1, 2021)	Third-Party Loans	2/28/2011	3/1/2021	Kinoshita Enterprises, L.P.	Property Acquisition/parks & Ag. Preservation	Central	3,681,462	N	\$ 234,988				117,494		\$ 117,494				117,494		\$ 117,494
13	Kinoshita Acquisition - Note Extension (interest payments through March 1, 2021)	Third-Party Loans	2/28/2011	3/1/2021	Bobby Kinoshita Investment Enterprises, L.P.	Property Acquisition/parks & Ag. Preservation	Central	3,835,433	N	\$ 244,814				122,407		\$ 122,407				122,407		\$ 122,407
14	Kinoshita Note Principal Payment Set-aside	Third-Party Loans	2/28/2011	3/1/2021	See Items 12-13 above	Reserve set-aside for March 1, 2021 principal payment on both notes - \$7,996,697.	Central	7,996,697	N													
16	Tax Anticipation Agreement (City/Agency Loan #1-See Notes)	City/County Loan (Prior 06/28/11), Cash exchange	1/20/1988	6/30/2026	City of San Juan Capistrano	Elimination of Bligh/Economic Development	Central	899,014	N	300,000				150,000		150,000				150,000		150,000
17	Trulis Acquisition - Loan Agreement (City/Agency Loan #2 - See Notes)	City/County Loan (Prior 06/28/11), Cash exchange	10/1/1998	6/30/2026	City of San Juan Capistrano	Property Acquisition/Elimination of Blight	Central	207,535	N	100,000				50,000		50,000				50,000		50,000
18	Administration Loan Agreement (City/Agency Loan #3 - See Notes)	City/County Loan (Prior 06/28/11), Cash exchange	6/1/2004	6/30/2026	City of San Juan Capistrano	Administration/Project Costs	Central	1,684,800	N													
28	Administrative Cost Allowance	Admin Costs	7/1/2014	6/30/2018	City of San Juan Capistrano	3% allowance for administrative costs incurred.	Central	250,000	N	\$ 250,000					125,000	\$ 125,000					125,000	\$ 125,000
32	Legal Costs associated with assets, obligations and property.	Litigation	8/20/1991	6/30/2017	Straddling, Yocca, Carlson & Rauth	Section 34171(b) - cost of maintaining assets prior to disposition	Central		N													
51	Lower Rosan Ranch - 2016 Subordinated Tax Allocation Note (See Notes)	Refunding Bonds Issued After 6/27/12	11/1/2016	8/1/2021	Western Alliance Bank	Refunding F&M Note		2,981,817	N	\$ 732,309				689,505		\$ 689,505				42,804		\$ 42,804
52	Costs associated with selling properties (appraisals, surveys, etc.)	Property Dispositions	9/27/2016	9/27/2017	DMG, Inc.	Appraisal of properties that are to be sold and the proceeds distributed to the taxing entities			N													
53									N	\$ -						\$ -						\$ -
54									N	\$ -						\$ -						\$ -
55									N	\$ -						\$ -						\$ -
56									N	\$ -						\$ -						\$ -
57									N	\$ -						\$ -						\$ -
58									N	\$ -						\$ -						\$ -

SUCCESSOR AGENCY ADMINISTRATIVE BUDGET				
July 1, 2018 through June 30, 2019				
Obligation Type	Description	July 1, 2018 through December 31, 2018 (ROPS 17-18A)	January 1, 2019 through June 30, 2019 (ROPS 17-18B)	Fiscal Year 2018-2019 Total
Administrative Cost Allowance ⁽¹⁾	Successor Agency share of City employee's salaries and benefits as well as banking, legal and bond administration costs associated with outstanding debt of the former redevelopment agency	\$125,000	\$125,000	\$250,000
Total Administrative Expenses		\$125,000	\$125,000	\$250,000
Funding Source				
RPTTF		\$125,000	\$125,000	\$250,000
Other Funds		\$0	\$0	\$0
Total - All Funding Sources		\$125,000	\$125,000	\$250,000

(1) For Fiscal Year 2018-19, the City, as the Successor Agency, is entitled to receive up to 3% of the portion of its Redevelopment Property Tax Trust Fund (RPTTF), but not less than \$250,000, to meet the administrative expenses of serving as the Successor Agency.

April 9, 2018

Ms. Michelle Bannigan, Assistant Finance Director
City of San Juan Capistrano
32400 Paseo Adelanto
San Juan Capistrano, CA 92675

Dear Ms. Bannigan:

Subject: 2018-19 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of San Juan Capistrano Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2018 through June 30, 2019 (ROPS 18-19) to the California Department of Finance (Finance) on January 26, 2018. Finance has completed its review of the ROPS 18-19.

Based on a sample of line items reviewed and application of the law, Finance made the following determinations:

- Item No. 10 – Orange Coast Chrysler Agreement. Per discussion with Agency staff and a review of documentation provided, the \$247,500 requested for the annual ROPS period should be \$170,208. Therefore, at the Agency's request, Finance approves \$170,208; the remainder, \$77,292 (\$247,500 - \$170,208), is ineligible for Redevelopment Property Tax Trust Fund (RPTTF) funding on the ROPS.
- Item No. 14 – Kinoshita Note Principal Payment Set-Aside, total requested amount of \$100,000 is not allowed. Finance continues to deny this item. The Agency continues to contest the denial of this item; however, no additional information was provided for ROPS 18-19. Therefore, as previously determined, this item is a contingent obligation for a principal balloon payment for the Kinoshita Note Payable due March 1, 2021. HSC section 34177 (b) allows reserves for indentures, trust indentures, or similar documents governing the issuance of outstanding RDA bonds. The statute does not currently recognize contingent or unknown obligations, thus creation of reserves for such items is not permissible. Therefore, this item is ineligible for RPTTF funding in the amount of \$100,000 at this time.
- Item No. 18 – City of San Juan Capistrano (City) Administration Loan Agreement; total outstanding amount of \$1,684,800, is not allowed. Pursuant to HSC section 34191.4 (b), loan agreements between the former Redevelopment Agency and sponsoring entity may be placed on the ROPS if the following requirements are met: (1) the Agency has received a Finding of Completion and (2) the Agency's Oversight Board (OB) approves the loan as an enforceable obligation by finding the loan was for legitimate redevelopment purposes.

The Agency received a Finding of Completion on November 8, 2013. However, Finance denied OB Resolution No. 14-05-27-02, approving repayment of certain existing loans to the City as enforceable obligations and finding the loans were for legitimate redevelopment purposes, in our determination letter dated August 5, 2014, with respect to this item. The Cooperation and Repayment Agreement executed on June 15, 2004 does not specify dollar amounts to be loaned or advanced or specific repayment terms. Therefore, the total requested RPTTF funding of \$175,000 is not allowed.

Except for the items adjusted, Finance is not objecting to the remaining items listed on the ROPS 18-19. If the Agency disagrees with our determination with respect to any items on the ROPS 18-19, except items that are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

[http://dof.ca.gov/Programs/Redevelopment/Meet And Confer/](http://dof.ca.gov/Programs/Redevelopment/Meet_And_Confer/)

The Agency's maximum approved RPTTF distribution for the reporting period is \$4,168,373 as summarized in the Approved RPTTF Distribution table on Page 4 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1, 2018 through December 31, 2018 period (ROPS A period) and one distribution for the January 1, 2019 through June 30, 2019 period (ROPS B period) based on Finance's approved amounts. Since this determination is for the entire ROPS 18-19 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Pursuant to HSC section 34186 (c), beginning October 1, 2018, the Agency will be required to report the estimated obligations versus actual payments (prior period adjustment) associated with the July 1, 2016 through June 30, 2017 period (ROPS 16-17) to the County Auditor-Controller for review. The Agency will report actual payments for ROPS 16-17 on ROPS 19-20. A prior period adjustment may be applied to the Agency's ROPS 19-20 RPTTF distribution. Therefore, the Agency should retain any unexpended RPTTF from the ROPS 16-17 period.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 18-19. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be deemed denied until the matter is resolved.

The ROPS 18-19 form submitted by the Agency and this determination letter will be posted on our website:

<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 18-19 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

Ms. Michelle Bannigan
April 9, 2018
Page 3

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

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

Sincerely,



ERIKA LI
Program Budget Manager

cc: Mr. Ken Al-Imam, Chief Financial Officer/ Treasurer, City of San Juan Capistrano
Ms. Cindy Wong, Manager, Property Tax Section, Orange County

Attachment

Approved RPTTF Distribution For the period of July 2018 through June 2019			
	ROPS A Period	ROPS B Period	ROPS 18-19 Total
RPTTF Requested	\$ 2,695,273	\$ 1,575,392	\$ 4,270,665
Administrative RPTTF Requested	125,000	125,000	250,000
Total RPTTF Requested	2,820,273	1,700,392	4,520,665
RPTTF Requested	2,695,273	1,575,392	4,270,665
<u>Adjustments</u>			
Item No. 10	0	(77,292)	(77,292)
Item No. 14	(50,000)	(50,000)	(100,000)
Item No. 18	(87,500)	(87,500)	(175,000)
	(137,500)	(214,792)	(352,292)
RPTTF Authorized	2,557,773	1,360,600	3,918,373
Administrative RPTTF Authorized	125,000	125,000	250,000
Total RPTTF Approved for Distribution	\$ 2,682,773	\$ 1,485,600	\$ 4,168,373

(Report Amounts in Whole Dollars)

ATTACHMENT 10 - Page 1 of 2

<p align="center">San Juan Capistrano Amended Recognized Obligation Payment Schedule (ROPS 18-19B) - ROPS Detail</p> <p align="center">January 1, 2019 through June 30, 2019</p> <p align="center">(Report Amounts in Whole Dollars)</p>		
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January 1, 2019 through June 30, 2019

(Report Amounts in Whole Dollars)

[illegible]



November 8, 2018

Ms. Michelle Bannigan, Assistant Finance Director
City of San Juan Capistrano
32400 Paseo Adelanto
San Juan Capistrano, CA 92675

Dear Ms. Bannigan:

Subject: Amended Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1) (E), the City of San Juan Capistrano Successor Agency (Agency) submitted an amended Recognized Obligation Payment Schedule for the period January 1, 2019 through June 30, 2019 (Amended ROPS 18-19B) to the California Department of Finance (Finance) on September 24, 2018. Finance has completed its review of the Amended ROPS 18-19B.

Based on our review, Finance is approving all of the adjustments requested on the Amended ROPS 18-19B.

The Agency's amended maximum approved Redevelopment Property Tax Trust Fund (RPTTF) distribution for the ROPS 18-19B period is \$2,678,615 as summarized in the Approved RPTTF Distribution table on Page 3 (see Attachment).

Please refer to the ROPS 18-19B schedule used to calculate the total RPTTF approved for distribution:

<http://www.dof.ca.gov/redevelopment/ROPS>

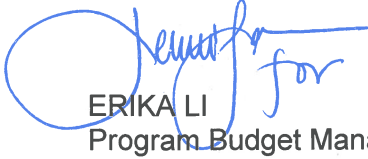
This is Finance's determination related to the funding of enforceable obligations reported on your Amended ROPS 18-19B. Please note there is no Meet and Confer option for the Amended ROPS process, so Finance's determination is final. This determination is effective for this time period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this Amended ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of the redevelopment dissolution statutes. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax is limited to the amount of funding available to the Agency in the RPTTF.

Ms. Michelle Bannigan
November 8, 2018
Page 2

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

Sincerely,



ERIKA LI
Program Budget Manager

cc: Mr. Ken Al-Imam, CFO/ Treasurer, City of San Juan Capistrano
Mr. Israel M. Guevara, Administrative Manager, Property Tax Section, Orange County

Attachment

Approved RPTTF Distribution	
For the period of January 2019 through June 2019	
Authorized RPTTF on ROPS 18-19B	\$ 1,360,600
Authorized Administrative RPTTF on ROPS 18-19B	125,000
Total Authorized RPTTF on ROPS 18-19B	1,485,600
Authorized 18-19B RPTTF Adjustments	1,193,015
Total Amended ROPS 18-19B RPTTF approved for distribution	\$ 2,678,615

San Juan Capistrano 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	
								\$ 48,728,020		\$ 4,853,583	\$ 0	\$ 0	\$ 0	\$ 1,459,085	\$ 125,000	\$ 1,584,085	\$ 0	\$ 0	\$ 0	\$ 3,144,498	\$ 125,000	\$ 3,269,498
3	2008 Tax Allocation Bonds, Series A	Bonds Issued On or Before 12/31/10	6/3/2008	8/1/2033	U.S. Bank, N.A.	Finance Agency Projects in the Central Project Area consistent with the	Central	9,503,185	N	\$ 645,081						\$ -				645,081		\$ 645,081
4	2008 Tax Allocation Bonds, Series B (Taxable)	Bonds Issued On or Before 12/31/10	6/3/2008	8/1/2033	U.S. Bank, N.A.	Finance Agency Affordable Housing Projects	Central	13,909,153	N	\$ 945,250						\$ -				945,250		\$ 945,250
5	Tax Allocation Bond Reserve Set-Aside (See Notes)	Reserves	1/1/2014	6/30/2018	U.S. Bank, N.A.	Reserve set-aside for August 1, 2019 debt service payment - H&S Code Section 34171(b)	Central		N	\$ -						\$ -						\$ -
6	OPA-Fluidmaster	OPA/DDA/Construction	6/17/1997	12/31/2019	Fluidmaster, Inc.	Elimination of Blight/Economic Development	Central	34,760	N	\$ 34,760				34,760		\$ 34,760						\$ -
7	OPA-Capistrano Volkswagen	OPA/DDA/Construction	4/17/2001	6/30/2020	Miles Brandon	Elimination of Blight/Business Retention	Central	41,783	N	\$ 35,000						\$ -				35,000		\$ 35,000
8	OPA-Serra Vista	OPA/DDA/Construction	4/1/2003	6/30/2019	Sierra Vista Partners	Elimination of Blight/Economic Development	Central	5,386	N	\$ 5,386				5,386		\$ 5,386						\$ -
9	Agreement-TCAG Ford	OPA/DDA/Construction	10/19/2010	3/1/2038	Tuttle Click Automotive Group (TCAG, Inc.)	Elimination of Blight/Business Retention	Central	954,777	N	\$ 155,000				150,000		\$ 150,000				5,000		\$ 5,000
10	Agreement-OC Chrysler	OPA/DDA/Construction	1/7/2011	6/30/2031	Chrysler Group Realty Co., LLC	Elimination of Blight/Economic Development	Central	514,380	N	\$ 175,000				93,000		\$ 93,000				82,000		\$ 82,000
12	Kinoshita Acquisition - Note Extension (interest payments through March 1, 2021)	Third-Party Loans	2/28/2011	3/1/2021	Kinoshita Enterprises, L.P.	Property Acquisition/parks & Ag. Preservation	Central	4,503,918	N	\$ 234,988				117,494		\$ 117,494				117,494		\$ 117,494
13	Kinoshita Acquisition - Note Extension (interest payments through March 1, 2021)	Third-Party Loans	2/28/2011	3/1/2021	Bobby Kinoshita Investment Enterprises, L.P.	Property Acquisition/parks & Ag. Preservation	Central	4,692,284	N	\$ 244,814				122,407		\$ 122,407				122,407		\$ 122,407
14	Kinoshita Note Principal Payment Set-aside	Third-Party Loans	2/28/2011	3/1/2021	See Items 12-13 above	Reserve set-aside for March 1, 2021 principal payment on both notes - \$7,996,697.	Central		N	\$ -						\$ -						\$ -
16	Tax Anticipation Agreement (City/Agency Loan #1-See Notes)	City/County Loan (Prior 06/28/11), Cash exchange	1/20/1988	6/30/2026	City of San Juan Capistrano	Elimination of Blight/Economic Development	Central	601,575	N	\$ 300,000				150,000		\$ 150,000				150,000		\$ 150,000
17	Trulis Acquisition - Loan Agreement (City/Agency Loan #2 - See Notes)	City/County Loan (Prior 06/28/11), Cash exchange	10/1/1998	6/30/2026	City of San Juan Capistrano	Property Acquisition/Elimination of Blight	Central	108,126	N	\$ 78,873				50,000		\$ 50,000				28,873		\$ 28,873
18	Administration Loan Agreement (City/Agency Loan #3 - See Notes)	City/County Loan (Prior 06/28/11), Cash exchange	6/1/2004	6/30/2026	City of San Juan Capistrano	Administration/Project Costs	Central		N	\$ -						\$ -						\$ -
28	Administrative Cost Allowance	Admin Costs	7/1/2014	6/30/2018	City of San Juan Capistrano	3% allowance for administrative costs incurred.	Central	250,000	N	\$ 250,000					125,000	\$ 125,000					125,000	\$ 125,000
32	Legal Costs associated with assets, obligations and property.	Litigation	8/20/1991	6/30/2017	Straddling, Yocca, Carlson & Rauth	Section 34171(b) - cost of maintaining assets prior to disposition	Central		N	\$ -						\$ -						\$ -
51	Lower Rosan Ranch - 2016 Subordinated Tax Allocation Note (See Notes)	Refunding Bonds Issued After 6/27/12	11/1/2016	8/1/2021	Western Alliance Bank	Refunding F&M Note	Central	2,193,559	N	\$ 745,454				372,727		\$ 372,727				372,727		\$ 372,727
52	Costs associated with selling properties (appraisals, surveys, etc.)	Property Dispositions	9/27/2016	9/27/2017	DMG, Inc.	Appraisal of properties that are to be sold and the proceeds distributed to the taxing entities	Central		N	\$ -						\$ -						\$ -
53	2018 Tax Allocation Refunding Bonds	Refunding Bonds Issued After 6/27/12	8/23/2018	2/1/2033	U.S. Bank, N.A.	Principal payment on refunding bonds to refinance Kinoshita notes	Central	11,415,134	N	\$ 1,003,977				363,311		\$ 363,311				640,666		\$ 640,666
54	2018 Tax Allocation Refunding Bonds - Reserve Set-Aside (see notes)	Reserves	8/23/2018	2/1/2033	U.S. Bank, N.A.	Reserve set-aside for August 1, 2019 debt service payment - H&S Code Section 34171(b)	Central		N	\$ -						\$ -						\$ -
55									N	\$ -						\$ -						\$ -

San Juan Capistrano 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	
56									N	\$						\$						\$
57									N	\$						\$						\$
58									N	\$						\$						\$
59									N	\$						\$						\$
60									N	\$						\$						\$
61									N	\$						\$						\$
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113									N	\$						\$						\$
114									N	\$						\$						\$
115									N	\$						\$						\$

SUCCESSOR AGENCY ADMINISTRATIVE BUDGET July 1, 2019, through June 30, 2020				
Obligation Type	Description	July 1, 2019, through December 31, 2019, (ROPS 19-20A)	January 1, 2020, through June 30, 2020, (ROPS 19-20B)	Fiscal Year 2019-2020 Total
Administrative Cost Allowance ⁽¹⁾	Successor Agency share of City employee's salaries and benefits as well as banking, legal and bond administration costs associated with outstanding debt of the former redevelopment agency	\$125,000	\$125,000	\$250,000
Total Administrative Expenses		\$125,000	\$125,000	\$250,000
Funding Source				
RPTTF		\$125,000	\$125,000	\$250,000
Other Funds		\$0	\$0	\$0
Total - All Funding Sources		\$125,000	\$125,000	\$250,000

(1) For Fiscal Year 2019-20, the City, as the Successor Agency, is entitled to receive up to 3% of the portion of its Redevelopment Property Tax Trust Fund (RPTTF), but not less than \$250,000, to meet the administrative expenses of serving as the Successor Agency.



**DEPARTMENT OF
FINANCE**
OFFICE OF THE DIRECTOR

GAVIN NEWSOM - GOVERNOR
STATE CAPITOL ■ ROOM 1145 ■ SACRAMENTO CA ■ 95814-4998 ■ WWW.DOF.CA.GOV

April 9, 2019

Ms. Michelle Bannigan, Assistant Finance Director
City of San Juan Capistrano
32400 Paseo Adelanto
San Juan Capistrano, CA 92675

Dear Ms. Bannigan:

Subject: 2019-20 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of San Juan Capistrano Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2019 through June 30, 2020 (ROPS 19-20) to the California Department of Finance (Finance) on January 29, 2019. Finance has completed its review of the ROPS 19-20.

Based on a sample of line items reviewed and application of the law, Finance made the following determinations:

- Item Nos. 16 and 17 – Tax Anticipation and Trulis Acquisition, City of San Juan Capistrano Loan Agreements, respectively, requested amounts totaling \$400,000 (\$300,000 and \$100,000, respectively) are partially allowed. HSC section 34191.4 (b) (3) (A) allows repayment to be equal to one-half of the increase between the ROPS residual pass-through distributed to the taxing entities in the preceding fiscal year and the ROPS residual pass-through distributed to the taxing entities in the fiscal year 2012-13 base year.

According to the Orange County Auditor-Controller's (CAC) report, the ROPS residual pass-through amount distributed to the taxing entities for fiscal year 2012-13 and 2018-19 are \$0 and \$757,746, respectively. Pursuant to the repayment formula, the maximum loan repayment amount authorized for the ROPS 19-20 period is \$378,873. Therefore, of the \$400,000 requested, Finance approves Redevelopment Property Tax Trust Fund (RPTTF) funding in the amount of \$300,000 and \$78,873 for Item Nos. 16 and 17, respectively. The excess, \$21,127 (\$400,000 - \$378,873) is not eligible for RPTTF funding and the adjustment will be applied to Item No. 17. The Agency may be eligible for additional funding on subsequent ROPS.

- The administrative costs claimed are within the fiscal year administrative cap pursuant to HSC section 34171 (b) (3). However, Finance notes the Oversight Board (OB) has approved an amount that appears excessive, given the number and nature of the obligations listed on the ROPS. HSC section 34179 (i) requires the OB to exercise a fiduciary duty to the taxing entities. Therefore, Finance encourages the OB to apply adequate oversight when evaluating the administrative resources necessary to successfully wind-down the Agency.

Pursuant to HSC section 34186, successor agencies are required to report differences between actual payments and past estimated obligations. Reported differences in RPTTF are used to offset current RPTTF distributions. The amount of RPTTF approved in the table on Page 3 includes the prior period adjustment resulting from the CAC's review of the prior period adjustment form submitted by the Agency.

Except for the item adjusted, Finance is not objecting to the remaining items listed on the ROPS 19-20. If the Agency disagrees with our determination with respect to any items on the ROPS 19-20, except items that are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

http://dof.ca.gov/Programs/Redevelopment/Meet_And_Confer/

The Agency's maximum approved RPTTF distribution for the reporting period is \$2,892,167 as summarized in the Approved RPTTF Distribution table on Page 3 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1 through December 31 period (ROPS A period), and one distribution for the January 1 through June 30 period (ROPS B period) based on Finance approved amounts. Since this determination is for the entire ROPS 19-20 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 19-20. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be denied until the matter is resolved.

The ROPS 19-20 form submitted by the Agency and this determination letter will be posted on our website:

<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 19-20 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

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

Sincerely,


JENNIFER WHITAKER
Program Budget Manager

cc: Mr. Ken Al-Imam, Chief Financial Officer/Treasurer, City of San Juan Capistrano
Mr. Israel M. Guevara, Administrative Manager, Property Tax Administration
ATTACHMENT 14 Page 2 of 3

Attachment

Approved RPTTF Distribution For the period of July 1, 2019 through June 30, 2020			
	ROPS A Period	ROPS B Period	ROPS 19-20 Total
RPTTF Requested	\$ 1,459,085	\$ 3,165,625	\$ 4,624,710
Administrative RPTTF Requested	125,000	125,000	250,000
Total RPTTF Requested	1,584,085	3,290,625	4,874,710
RPTTF Requested	1,459,085	3,165,625	4,624,710
<u>Adjustment</u>			
Item No. 17	0	(21,127)	(21,127)
RPTTF Authorized	1,459,085	3,144,498	4,603,583
Administrative RPTTF Authorized	125,000	125,000	250,000
Total RPTTF Authorized for Obligations	1,584,085	3,269,498	4,853,583
Prior Period Adjustment	(1,584,085)	(377,331)	(1,961,416)
Total RPTTF Approved for Distribution	\$ 0	\$ 2,892,167	\$ 2,892,167

Orange Countywide Oversight Board

Date: 1/28/2020

Agenda Item No. 7C

From: Successor Agency to the Seal Beach Redevelopment Agency

Subject: Resolution of the Countywide Oversight Board Approving a Recognized Obligation Payment Schedule for the Fiscal Period from July 1, 2020 through June 30, 2021, pursuant to Health and Safety Code Section 34177 and taking Related Actions

Recommended Action:

Adopt resolution to approve a Recognized Obligation Payment Schedule for the Fiscal Period from July 1, 2020 through June 30, 2021, of the Successor Agency and taking related actions.

Pursuant to Section 34177 of the Health and Safety Code (“HSC”), the Successor Agency must prepare a Recognized Obligation Payment Schedule (“ROPS”) annually, listing the anticipated payments for enforceable obligations to be made from July 1 through the following June 30. All ROPS must be approved by the Oversight Board. Furthermore, each Oversight Board-approved ROPS must be submitted to the DOF for review.

The preparation and submittal of ROPS 20-21 are for the purpose of allowing the Successor Agency to pay its enforceable obligations for the period from July 1, 2020 to June 30, 2021. HSC Section 34177 requires the Successor Agency to submit an Oversight Board-approved ROPS 20-21 to the DOF and to the County Auditor-Controller no later than February 1, 2020.

The DOF may eliminate or modify any item on the ROPS before approving the ROPS. The DOF must make its determination regarding the enforceable obligations and the amount and funding source for each enforceable obligation listed on ROPS 20-21 no later than April 15, 2020. Within five business days of the DOF’s determination, the Successor Agency may request to “meet and confer” with the DOF on disputed items. The DOF will issue its final determination after the meet and confer.

The County Auditor-Controller is required to make RPTTF disbursements to the Successor Agency pursuant to the DOF-approved ROPS 20-21 on June 1, 2020 (to cover enforceable obligation payments from July 1, 2020 through December 31, 2020) and January 2, 2021 (to cover enforceable obligation payments from January 1, 2021 through June 30, 2021).

Impact on Taxing Entities

The submittal of ROPS 20-21 is for the purpose of allowing the Successor Agency to pay its enforceable obligations for the period from July 1, 2020 to June 30, 2021. The County Auditor-Controller will distribute to the taxing entities residual amounts from the RPTTF after: (i) deduction for County administrative expenses, (ii) pass-through payments, and (iii) enforceable obligations and administrative costs, as approved on the ROPS.

Staff Contact(s)

Alayna Hoang, Finance Manager, ahoang@sealbeachca.gov, 562.431.2527 x1330

Attachments

Attachment 1 -- Oversight Board Resolution (with Exhibit A -- ROPS 20-21)

Attachment 2 -- Resolution of the Successor Agency

Attachment 3 – DOF Determination Letter for ROPS 19-20

Attachment 4 – ROPS 19-20

Attachment 5 – Administrative Budget 19-20

Attachment 6 – DOF Determination Letter for ROPS 18-19

Attachment 7 – ROPS 18-19

Attachment 8 – Administrative Budget 18-19

Resolution No. 20-____

A RESOLUTION OF THE ORANGE COUNTYWIDE OVERSIGHT BOARD
WITH OVERSIGHT OF THE SUCCESSOR AGENCY TO THE SEAL BEACH
REDEVELOPMENT AGENCY APPROVING THE RECOGNIZED
OBLIGATION PAYMENT SCHEDULE FOR THE FISCAL PERIOD FROM
JULY 1, 2020 THROUGH JUNE 30, 2021, PURSUANT TO HEALTH AND
SAFETY CODE SECTION 34177 AND TAKING RELATED ACTIONS

WHEREAS, pursuant to Health and Safety Code Section 34177(o), the Successor Agency to the Seal Beach Redevelopment Agency (the "Successor Agency") must prepare a Recognized Obligation Payment Schedule listing the anticipated payments for enforceable obligations to be made by the Successor Agency during the fiscal period from July 1, 2020 through June 30, 2021 ("ROPS 20-21") and submit ROPS 20-21 to the Oversight Board with jurisdiction over the Successor Agency for approval; and

WHEREAS, pursuant to Health and Safety Code Section 34179(j), commencing on and after July 1, 2018, the Orange Countywide Oversight Board (the "Oversight Board") has jurisdiction over the Successor Agency; and

WHEREAS, pursuant to Health and Safety Code Section 34177(l)(2)(C) and Section 34177(o)(1), the Successor Agency must: (i) submit the Oversight Board-approved ROPS 20-21 to the State Department of Finance (the "DOF"), the Office of the State Controller, and the County Auditor-Controller no later than February 1, 2020, and (ii) post a copy of the Oversight Board-approved ROPS 20-21 on the Successor Agency's website;

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

Section 1. The above recitals are true and correct and are a substantive part of this Resolution.

Section 2. The Oversight Board hereby approves the proposed ROPS 20-21, substantially in the form attached hereto as Exhibit A. Staff of the Successor Agency is hereby authorized and directed to: (i) submit a copy of Oversight Board-approved ROPS 20-21 to the DOF, the Office of the State Controller, and the County Auditor-Controller and (ii) post a copy of the Oversight Board-approved 20-21 on the Successor Agency's Internet website (being a page on the Internet website of the City of Seal Beach).

Section 3. The Staff of the Successor Agency are hereby authorized and directed, jointly and severally, to do any and all things which they may deem necessary or advisable to effectuate this Resolution, including but not limited to requesting additional review by the DOF and an opportunity to meet and confer on any disputed items, and making adjustments to ROPS 20-21 pursuant to the DOF's instructions, and any such actions previously taken are hereby ratified and confirmed.

EXHIBIT A

SUCCESSOR AGENCY TO THE SEAL BEACH REDEVELOPMENT AGENCY
RECOGNIZED OBLIGATION PAYMENT SCHEDULE
(July 1, 2020 – June 30, 2021)

Recognized Obligation Payment Schedule (ROPS 20-21) - Summary
Filed for the July 1, 2020 through June 30, 2021 Period

Successor Agency: Seal Beach

County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)	20-21A Total (July - December)	20-21B Total (January - June)	ROPS 20-21 Total
A Enforceable Obligations Funded as Follows (B+C+D)	\$ 178,409	\$ 14,109	\$ 192,518
B Bond Proceeds	178,409	14,109	192,518
C Reserve Balance	-	-	-
D Other Funds	-	-	-
E Redevelopment Property Tax Trust Fund (RPTTF) (F+G)	\$ 16,300	\$ 19,416	\$ 35,716
F RPTTF	-	3,116	3,116
G Administrative RPTTF	16,300	16,300	32,600
H Current Period Enforceable Obligations (A+E)	\$ 194,709	\$ 33,525	\$ 228,234

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

Seal Beach
Recognized Obligation Payment Schedule (ROPS 20-21) - ROPS Detail
July 1, 2020 through June 30, 2021

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$228,234		\$228,234	\$178,409	\$-	\$-	\$-	\$16,300	\$194,709	\$14,109	\$-	\$-	\$3,116	\$16,300	\$33,525
1	2000 Tax Allocation Bond A	Bonds Issued On or Before 12/31/10	12/20/2000	12/20/2023	Bond Holders Via Bank of New York	These bonds are due in annual installments and is payable semi-annually on September 1 and March 1. These bonds are collateralized by a first pledge of the incremental tax revenues to be received by the project area. The bonds provided funds for the acquisition and construction of the project.	Riverfront	192,518	N	\$192,518	178,409	-	-	-	-	\$178,409	14,109	-	-	-	-	\$14,109
3	2000 Tax Allocation Bond A	Professional Services	12/20/2000	12/20/2023	Bank of New York	FY 17/18 estimated Trustee Fees/ Arbitrage Analysis	Riverfront	1,955	N	\$1,955	-	-	-	-	-	\$-	-	-	-	1,955	-	\$1,955
5	2000 Tax Allocation Bond A	Professional Services	12/20/2000	12/20/2023	Wildan Financial Services	FY 17/18 estimated Trustee Fees/ Arbitrage Analysis	Riverfront	1,161	N	\$1,161	-	-	-	-	-	\$-	-	-	-	1,161	-	\$1,161
7	Mobile Home	Bond Reimbursement	08/31/2005	08/31/2025	Union Bank-	RDA issued bonds in 2000	Riverfront	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
	Park Revenue Bonds (Seal Beach Mobile Home Park Project) Series 2000A; Regulatory Agreement dated December 1, 2000	Agreements			Trustee	to assist Link Community Development Corporation, a Non-Profit Corporation to purchase a mobile home park within the project area. The Regulatory Agreement obligates the RDA to use tax increment to pay a rental subsidy not to exceed \$180,000 per year, to maintain affordable units.																
9	Agreement for Legal Services	Admin Costs	07/01/2007	06/30/2026	Richard Watson & Gershon	Legal services to Successor Agency.	Riverfront	30,000	N	\$30,000	-	-	-	-	15,000	\$15,000	-	-	-	-	15,000	\$15,000
10	March 16, 2011 Agreement between Developer and RDA under which the RDA is obligated to pay for the acquisition costs of a sewer line	City/County Loan (Prior 06/28/11), Cash exchange	03/16/2011	03/31/2015	City of Seal Beach	The sewer line provides service to property within the project area; the acquisition costs are \$1,200,000; By resolution dated June 27,2011 the City agreed to advance the money to the RDA. Pursuant to	Riverfront	-	Y	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
						the Resolution, the RDA is obligated to pay 3 equal installments of principal and 6% interest until the advance is paid.																
15	Successor Agency Staff/ Oversight board	Admin Costs	04/09/ 2011	06/30/2016	Successor Agency Staff/ Oversight board	Administrative Cost	Riverfront	2,600	N	\$2,600	-	-	-	-	1,300	\$1,300	-	-	-	-	1,300	\$1,300

Seal Beach
Recognized Obligation Payment Schedule (ROPS 20-21) - Report of Cash Balances
July 1, 2017 through June 30, 2018
 (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.							
A	B	C	D	E	F	G	H
	ROPS 17-18 Cash Balances (07/01/17 - 06/30/18)	Fund Sources					Comments
		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 07/01/17) RPTTF amount should exclude "A" period distribution amount.				135	-	
2	Revenue/Income (Actual 06/30/18) RPTTF amount should tie to the ROPS 17-18 total distribution from the County Auditor-Controller					1,173,920	
3	Expenditures for ROPS 17-18 Enforceable Obligations (Actual 06/30/18)					1,174,002	
4	Retention of Available Cash Balance (Actual 06/30/18) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)						
5	ROPS 17-18 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 17-18 PPA form submitted to the CAC		No entry required				
6	Ending Actual Available Cash Balance (06/30/18) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)	\$-	\$-	\$-	\$135	\$(82)	

Seal Beach
Recognized Obligation Payment Schedule (ROPS 20-21) - Notes
July 1, 2020 through June 30, 2021

Item #	Notes/Comments
1	
3	
5	
7	
9	
10	
15	

Exhibit A

**SUCCESSOR AGENCY TO THE CITY OF SEAL BEACH REDEVELOPMENT AGENCY
ADMINISTRATIVE BUDGET**

Fiscal Period July 1 - December 31, 2020

CATEGORY I		
<p>The items listed below include amounts to be reimbursed by the Successor Agency to the City of Seal Beach, pursuant to a Cooperative Agreement for Advance and Reimbursement of Administrative, Overhead and other Expenses ("Cooperative Agreement"), by and between the City and the Successor Agency, in the form approved by the Successor Agency Board pursuant to Resolution No. SA 12-10 , adopted on April 9, 2012. Pursuant to the Cooperative Agreement, the Successor Agency reimburses the City for all costs advanced by the City for the administration and operation of the Successor Agency, including but not limited to value of staff, consultants and legal counsel, office space, equipment, supplies, insurance and other services and facilities.</p>		
DESCRIPTION	PROPOSED ADMINISTRATIVE BUDGET	FUNDING SOURCE
<u>Staffing for the Successor Agency</u>		
City Manager	92	Administrative Allowance
City Clerk	39	Administrative Allowance
Accountant	33	Administrative Allowance
Accounting Technician - Accounts Payable	49	Administrative Allowance
Accounting Technician - Payroll	24	Administrative Allowance
Finance Manager	48	Administrative Allowance
Director of Finance	998	Administrative Allowance
<u>Staffing for the Oversight Board</u>		
City Manager	-	Administrative Allowance
City Clerk	-	Administrative Allowance
Finance Manager	-	Administrative Allowance
Director of Finance	-	Administrative Allowance
<u>Overhead Cost</u>		
Services/Facilities	18	Administrative Allowance
TOTAL	1,300	

Exhibit A

**SUCCESSOR AGENCY TO THE CITY OF SEAL BEACH REDEVELOPMENT AGENCY
ADMINISTRATIVE BUDGET**

Fiscal Period July 1 - December 31, 2020

CATEGORY II

Health & Safety Code Section 34177 (k) states: "Provide administrative cost estimates, from its approved administrative budget that are to be paid from property tax revenues deposited in the Redevelopment Property Tax Trust Fund, to the county auditor-controller for each six-month fiscal period." Listed below are the administrative cost items that the Successor Agency anticipates to pay from property tax revenues deposited in the Redevelopment Property Tax Trust Fund. These items may include amounts to be reimbursed by the Successor Agency pursuant to the Cooperative Agreement.

Pursuant to Health and Safety Code Section 34177(d)(1)(F), contracts necessary for the administration and operation of the Successor Agency are enforceable obligations. Accordingly, amounts to be paid by the Successor Agency to third party vendors for equipment and supplies necessary for the administration of the Successor Agency and auditors, legal counsel and other consultants for services to the Successor Agency are listed as payments for enforceable obligations on the Recognized Obligation Payment Schedules. The Successor Agency anticipates to pay such costs from property tax revenues deposited in the Redevelopment Property Tax Trust Fund.

DESCRIPTION	PROPOSED ADMINISTRATIVE BUDGET	FUNDING SOURCE
Legal counsel	15,000	Administrative Allowance
Trustee Fees	-	Administrative Allowance
Arbitrage Analysis	-	Administrative Allowance
	-	Administrative Allowance
TOTAL	15,000	

CATEGORY III

Costs allocable to particular projects are considered part of the project costs. Listed below are administrative costs that are allocable to projects and not included in the tables above. These items may include amounts to be reimbursed by the Successor Agency pursuant to the Cooperative Agreement.

DESCRIPTION	PROPOSED ADMINISTRATIVE BUDGET	FUNDING SOURCE
Staff	-	RPTTF
Legal counsel	-	RPTTF
Contract Expenses	-	RPTTF
TOTAL	-	

Exhibit B

**SUCCESSOR AGENCY TO THE CITY OF SEAL BEACH REDEVELOPMENT AGENCY
ADMINISTRATIVE BUDGET**

Fiscal Period January 1 - June 30, 2021

CATEGORY I		
<p>The items listed below include amounts to be reimbursed by the Successor Agency to the City of Seal Beach, pursuant to a Cooperative Agreement for Advance and Reimbursement of Administrative, Overhead and other Expenses ("Cooperative Agreement"), by and between the City and the Successor Agency, in the form approved by the Successor Agency Board pursuant to Resolution No. SA 12-10 , adopted on April 9, 2012. Pursuant to the Cooperative Agreement, the Successor Agency reimburses the City for all costs advanced by the City for the administration and operation of the Successor Agency, including but not limited to value of staff, consultants and legal counsel, office space, equipment, supplies, insurance and other services and facilities.</p>		
DESCRIPTION	PROPOSED ADMINISTRATIVE BUDGET	FUNDING SOURCE
<u>Staffing for the Successor Agency</u>		
City Manager	92	Administrative Allowance
City Clerk	39	Administrative Allowance
Accountant	33	Administrative Allowance
Accounting Technician - Accounts Payable	49	Administrative Allowance
Accounting Technician - Payroll	24	Administrative Allowance
Finance Manager	48	Administrative Allowance
Director of Finance	998	Administrative Allowance
<u>Staffing for the Oversight Board</u>		
City Manager	-	Administrative Allowance
City Clerk	-	Administrative Allowance
Finance Manager	-	Administrative Allowance
Director of Finance	-	Administrative Allowance
<u>Overhead Cost</u>		
Services/Facilities	18	Administrative Allowance
TOTAL	<u><u>1,300</u></u>	

Exhibit B

**SUCCESSOR AGENCY TO THE CITY OF SEAL BEACH REDEVELOPMENT AGENCY
ADMINISTRATIVE BUDGET**

Fiscal Period January 1 - June 30, 2021

CATEGORY II

Health & Safety Code Section 34177 (k) states: "Provide administrative cost estimates, from its approved administrative budget that are to be paid from property tax revenues deposited in the Redevelopment Property Tax Trust Fund, to the county auditor-controller for each six-month fiscal period." Listed below are the administrative cost items that the Successor Agency anticipates to pay from property tax revenues deposited in the Redevelopment Property Tax Trust Fund. These items may include amounts to be reimbursed by the Successor Agency pursuant to the Cooperative Agreement.

Pursuant to Health and Safety Code Section 34177(d)(1)(F), contracts necessary for the administration and operation of the Successor Agency are enforceable obligations. Accordingly, amounts to be paid by the Successor Agency to third party vendors for equipment and supplies necessary for the administration of the Successor Agency and auditors, legal counsel and other consultants for services to the Successor Agency are listed as payments for enforceable obligations on the Recognized Obligation Payment Schedules. The Successor Agency anticipates to pay such costs from property tax revenues deposited in the Redevelopment Property Tax Trust Fund.

DESCRIPTION	PROPOSED ADMINISTRATIVE BUDGET	FUNDING SOURCE
Legal counsel	15,000	Administrative Allowance
Trustee Fees	3,116	Administrative Allowance
Arbitrage Analysis	-	Administrative Allowance
	-	Administrative Allowance
TOTAL	18,116	

CATEGORY III

Costs allocable to particular projects are considered part of the project costs. Listed below are administrative costs that are allocable to projects and not included in the tables above. These items may include amounts to be reimbursed by the Successor Agency pursuant to the Cooperative Agreement.

DESCRIPTION	PROPOSED ADMINISTRATIVE BUDGET	FUNDING SOURCE
Staff	-	RPTTF
Legal counsel	-	RPTTF
Contract Expenses	-	RPTTF
TOTAL	-	

RESOLUTION SA 19-03

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE SUCCESSOR AGENCY TO SEAL BEACH REDEVELOPMENT AGENCY APPROVING A RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR THE FISCAL PERIOD FROM JULY 1, 2020 THROUGH JUNE 30, 2021 AND TAKING RELATED ACTIONS

RECITALS:

A. Pursuant to Health and Safety Code Section 34177(o), the Successor Agency to the Seal Beach Redevelopment Agency (the "Successor Agency") must prepare a Recognized Obligation Payment Schedule listing the anticipated payments for enforceable obligations to be made by the Successor Agency during the fiscal period from July 1, 2020 through June 30, 2021 ("ROPS 20-21") and submit ROPS 20-21 to the Oversight Board having jurisdiction over the Successor Agency (the "Oversight Board") for approval; and

B. Pursuant to Health and Safety Code Section 34177(l)(2), the Successor Agency must submit ROPS 20-21 to the Oversight Board of the Successor Agency for approval;

NOW, THEREFORE, THE BOARD OF DIRECTORS OF THE SUCCESSOR AGENCY TO THE SEAL BEACH REDEVELOPMENT AGENCY, HEREBY FINDS, DETERMINES, RESOLVES, AND ORDERS AS FOLLOWS:

Section 1. The above recitals are true and correct and are a substantive part of this Resolution.

Section 2. ROPS 20-21, substantially in the form attached hereto as Exhibit A, is hereby approved. The Executive Director of the Successor Agency, in consultation with the Successor Agency's legal counsel, may modify ROPS 20-21 as the Executive Director or the Successor Agency's legal counsel deems necessary or advisable.

Section 3. Staff is hereby authorized and directed to post a copy of the Oversight Board-approved ROPS 20-21 on the Successor Agency's Internet website (being a page on the Internet website of the City of Seal Beach).

Section 4. The officers and the other Staff members of the Successor Agency are hereby authorized and directed, jointly and severally, to do any and all things which they may deem necessary or advisable to effectuate this Resolution, including but not limited to requesting additional review by the DOF and an opportunity to meet and confer on any disputed items, and making adjustments to ROPS 20-21 pursuant to the DOF's instructions, and any such actions previously taken are hereby ratified and confirmed.

Section 5. PASSED, APPROVED and ADOPTED by the Successor Agency to the Seal Beach Redevelopment Agency at a regular meeting held on the 9th day of December, 2019 by the following vote:

AYES: Board Members: Kalmick, Moore, Massa-Lavitt, Sustarsic, Varipapa

NOES: Board Members: None

ABSENT: Board Members: None

ABSTAIN: Board Members: None

Thomas Moore

Thomas Moore, Chair

ATTEST:

Gloria D. Harper
Gloria D. Harper, Secretary



EXHIBIT A
SUCCESSOR AGENCY TO THE SEAL BEACH REDEVELOPMENT AGENCY
RECOGNIZED OBLIGATION PAYMENT SCHEDULE
(July 1, 2020 – June 30, 2021)



**DEPARTMENT OF
FINANCE**
OFFICE OF THE DIRECTOR

GAVIN NEWSOM - GOVERNOR
STATE CAPITOL ■ ROOM 1145 ■ SACRAMENTO CA ■ 95814-4998 ■ WWW.DOF.CA.GOV

April 3, 2019

Ms. Victoria L. Beatley, Director of Finance/City Treasurer
City of Seal Beach
211 8th Street
Seal Beach, CA 90740-6379

Dear Ms. Beatley:

Subject: 2019-20 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of Seal Beach Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2019 through June 30, 2020 (ROPS 19-20) to the California Department of Finance (Finance) on January 28, 2019. Finance has completed its review of the ROPS 19-20.

Based on a sample of line items reviewed and application of the law, Finance made the following determinations:

- Item No. 1 – 2000 Subordinate Tax Allocation Bonds, Series A, total requested amount of \$658,078. The Agency made the final payment for the 2000 Subordinate Tax Allocation Bonds, Series B (Item No. 2), during the July 1, 2018 through June 30, 2019 period and has cash in its bond reserve account in the amount of \$3,788, which must be used for bond debt service. Therefore, with the Agency's concurrence, Finance is approving Redevelopment Property Tax Trust Fund (RPTTF) funding in the amount of \$654,290 and the use of Reserve Balances in the amount of \$3,788, totaling \$658,078.
- Item Nos. 4 and 6 – Various Professional Services, outstanding obligation amounts totaling \$2,957, are not allowed. Because the 2000 Subordinate Tax Allocation Bonds, Series B, have been paid in full, the related costs (i.e., staff, legal, and other professional services) are also not eligible for funding. Therefore, the requested amount of \$2,957 (\$1,796 + \$1,161) from Administrative RPTTF is not allowed.
- Item No. 7 – Mobile Home Park Revenue Bonds (Seal Beach Mobile Home Park Project) Series 2000 A in the total requested amount of \$180,000. It is our understanding the Agency requested funding from Administrative RPTTF instead of RPTTF in error. Therefore, with the Agency's concurrence, Finance has reclassified the requested amount of \$180,000 from Administrative RPTTF to RPTTF.
- Item No. 10 – City of Seal Beach Loan in the total requested amount of \$230,510. It is our understanding the Agency requested funding from Administrative RPTTF instead of RPTTF in error. Therefore, with the Agency's concurrence, Finance has reclassified the requested amount of \$230,510 from Administrative RPTTF to RPTTF.

Pursuant to HSC section 34186, successor agencies are required to report differences between actual payments and past estimated obligations. Reported differences in RPTTF are used to offset current RPTTF distributions. The County Auditor-Controller's review of the prior period adjustment form submitted by the Agency resulted in no prior period adjustment.

Except for the items adjusted, Finance is not objecting to the remaining items listed on the ROPS 19-20. If the Agency disagrees with our determination with respect to any items on the ROPS 19-20, except items that are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

http://dof.ca.gov/Programs/Redevelopment/Meet_And_Confer/

The Agency's maximum approved RPTTF distribution for the reporting period is \$1,100,516 as summarized in the Approved RPTTF Distribution table on Page 3 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1 through December 31 period (ROPS A period), and one distribution for the January 1 through June 30 period (ROPS B period) based on Finance approved amounts. Since this determination is for the entire ROPS 19-20 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 19-20. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be denied until the matter is resolved.

The ROPS 19-20 form submitted by the Agency and this determination letter will be posted on our website:

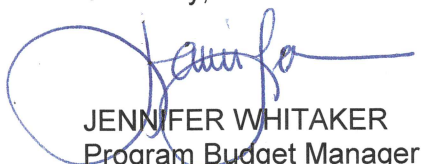
<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 19-20 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

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

Sincerely,



JENNIFER WHITAKER
Program Budget Manager

cc: Ms. Alayna Hoang, Finance Manager, City of Seal Beach
Mr. Israel M. Guevara, Administrative Manager, Property Tax Section, Orange County

Attachment

Approved RPTTF Distribution For the period of July 1, 2019 through June 30, 2020			
	ROPS A Period	ROPS B Period	ROPS 19-20 Total
RPTTF Requested	\$ 639,669	\$ 18,409	\$ 658,078
Administrative RPTTF Requested	246,810	202,373	449,183
Total RPTTF Requested	886,479	220,782	1,107,261
RPTTF Requested	639,669	18,409	658,078
<u>Adjustments</u>			
Item No. 1	(3,788)	0	(3,788)
Item No. 7	0	180,000	180,000
Item No. 10	230,510	0	230,510
	226,722	180,000	406,722
RPTTF Authorized	866,391	198,409	1,064,800
Administrative RPTTF Requested	246,810	202,373	449,183
<u>Adjustments</u>			
Item No. 4	0	(1,796)	(1,796)
Item No. 6	0	(1,161)	(1,161)
Item No. 7	0	(180,000)	(180,000)
Item No. 10	(230,510)	0	(230,510)
	(230,510)	(182,957)	(413,467)
Administrative RPTTF Authorized	16,300	19,416	35,716
Total RPTTF Authorized for Obligations	882,691	217,825	1,100,516
Prior Period Adjustment	0	0	0
Total RPTTF Approved for Distribution	\$ 882,691	\$ 217,825	\$ 1,100,516

RESOLUTION SA 19-02

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE SUCCESSOR AGENCY TO SEAL BEACH REDEVELOPMENT AGENCY APPROVING A RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR THE FISCAL PERIOD FROM JULY 1, 2019 THROUGH JUNE 30, 2020 AND TAKING RELATED ACTIONS

RECITALS:

A. Pursuant to Health and Safety Code Section 34177(o), the Successor Agency to the Seal Beach Redevelopment Agency (the "Successor Agency") must prepare a Recognized Obligation Payment Schedule listing the anticipated payments for enforceable obligations to be made by the Successor Agency during the fiscal period from July 1, 2020 through June 30, 2020 ("ROPS 19-20") and submit ROPS 19-20 to the oversight board having jurisdiction over the Successor Agency (the "Oversight Board") for approval; and

B. Pursuant to Health and Safety Code Section 34177(l)(2), the Successor Agency must submit ROPS 19-20 to the Oversight Board of the Successor Agency for approval;

NOW, THEREFORE, THE BOARD OF DIRECTORS OF THE SUCCESSOR AGENCY TO THE SEAL BEACH REDEVELOPMENT AGENCY, HEREBY FINDS, DETERMINES, RESOLVES, AND ORDERS AS FOLLOWS:

Section 1. The above recitals are true and correct and are a substantive part of this Resolution.

Section 2. ROPS 19-20, substantially in the form attached hereto as Exhibit A, is hereby approved. The Executive Director of the Successor Agency, in consultation with the Successor Agency's legal counsel, may modify ROPS 19-20 as the Executive Director or the Successor Agency's legal counsel deems necessary or advisable.

Section 3. Staff is hereby authorized and directed to post a copy of the Oversight Board-approved ROPS 19-20 on the Successor Agency's Internet website (being a page on the Internet website of the City of Seal Beach).

Section 4. The officers and the other Staff members of the Successor Agency are hereby authorized and directed, jointly and severally, to do any and all things which they may deem necessary or advisable to effectuate this Resolution, including but not limited to requesting additional review by the DOF and an opportunity to meet and confer on any disputed items, and making adjustments to ROPS 19-20 pursuant to the DOF's instructions, and any such actions previously taken are hereby ratified and confirmed.

Section 5. PASSED, APPROVED and ADOPTED by the Successor Agency to the Seal Beach Redevelopment Agency at a regular meeting held on the 14th day of January, 2019 by the following vote:

AYES: Board Members: Deaton, Massa-Lavitt, Moore, Sustarsic, Varipapa

NOES: Board Members: None

ABSENT: Board Members: None

ABSTAIN: Board Members: None


Thomas Moore, Chair

ATTEST:


Dana Engstrom, Secretary



EXHIBIT A
SUCCESSOR AGENCY TO THE SEAL BEACH REDEVELOPMENT AGENCY
RECOGNIZED OBLIGATION PAYMENT SCHEDULE
(July 1, 2019 – June 30, 2020)

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

Successor Agency:

Seal Beach

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):	\$ -	\$ -	\$ -
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	-	-	-
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 961,479	\$ 295,782	\$ 1,257,261
F	RPTTF	714,669	93,409	808,078
G	Administrative RPTTF	246,810	202,373	449,183
H	Current Period Enforceable Obligations (A+E):	\$ 961,479	\$ 295,782	\$ 1,257,261

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

Seal Beach 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	
								\$ 1,889,183		\$ 1,257,261	\$ 0	\$ 0	\$ 0	\$ 714,669	\$ 246,810	\$ 961,479	\$ 0	\$ 0	\$ 0	\$ 93,409	\$ 202,373	\$ 295,782
1	2000 Tax Allocation Bond A	Bonds Issued On or Before	12/20/2000	12/20/2023	Bond Holders Via Bank of	These bonds are due in annual	Riverfront	1,290,000	N	\$ 658,078				639,669		\$ 639,669				18,409		\$ 18,409
2	2000 Tax Allocation Bond B	Bonds Issued On or Before 12/31/10	12/20/2000	12/20/2018	Bond Holders Via Bank of New York	These bonds are due in annual installments and is payable semi - annually on September 1 and March 1. These bonds are collateralized by a first pledge of the incremental tax revenues to be received by the project area. The bonds provided funds for the acquisition and construction of the project.	Riverfront	0	Y	\$ -						\$ -						\$ -
3	2000 Tax Allocation Bond A	Professional Services	12/20/2000	12/20/2023	Bank of New York	FY 17/18 estimated Trustee Fees/Arbitrage Analysis	Riverfront	1,955	N	\$ 1,955						\$ -					1,955	\$ 1,955
4	2000 Tax Allocation Bond B	Professional Services	12/20/2000	12/20/2018	Bank of New York	FY 17/18 estimated Trustee Fees/Arbitrage Analysis	Riverfront	1,796	N	\$ 1,796						\$ -					1,796	\$ 1,796
5	2000 Tax Allocation Bond A	Professional Services	12/20/2000	12/20/2023	Wildan Financial Services	FY 17/18 estimated Trustee Fees/Arbitrage Analysis	Riverfront	1,161	N	\$ 1,161						\$ -					1,161	\$ 1,161
6	2000 Tax Allocation Bond B	Professional Services	12/20/2000	12/20/2018	Wildan Financial Services	FY 17/18 estimated Trustee Fees/Arbitrage Analysis	Riverfront	1,161	N	\$ 1,161						\$ -					1,161	\$ 1,161
7	Mobile Home Park Revenue Bonds (Seal Beach Mobile Home Park Project) Series 2000A; Regulatory Agreement dated December 1, 2000	Bond Reimbursement Agreements	8/31/2005	8/31/2025	Union Bank-Trustee	RDA issued bonds in 2000 to assist Link Community Development Corporation, a Non-Profit Corporation to purchase a mobile home park within the project area. The Regulatory Agreement obligates the RDA to use tax increment to pay a rental subsidy not to exceed \$180,000 per year, to maintain affordable units.	Riverfront	180,000	N	\$ 180,000						\$ -					180,000	\$ 180,000
9	Agreement for Legal Services	Admin Costs	7/1/2007	6/30/2026	Richard Watson & Gershon	Legal services to Successor Agency.	Riverfront	30,000	N	\$ 30,000					15,000	\$ 15,000					15,000	\$ 15,000
10	March 16, 2011 Agreement between Developer and RDA under which the RDA is obligated to pay for the acquisition costs of a sewer line	City/County Loan (Prior 06/28/11), Cash exchange	3/16/2011	3/31/2015	City of Seal Beach	The sewer line provides service to property within the project area; the acquisition costs are \$1,200,000; By resolution dated June 27,2011 the City agreed to advance the money to the RDA. Pursuant to the Resolution, the RDA is obligated to pay 3 equal installments of principal and 6% interest until the advance is paid.	Riverfront	230,510	N	\$ 230,510					230,510	\$ 230,510						\$ -
15	Successor Agency Staff/Oversight board	Admin Costs	4/9/2011	6/30/2016	Successor Agency Staff/Oversight board	Administrative Cost	Riverfront	2,600	N	\$ 2,600					1,300	\$ 1,300					1,300	\$ 1,300
18	Housing Entity Administrative Cost Allowance	Miscellaneous	2/18/2014	6/30/2016	County of Orange	Administrative costs for the Successor Agency Housing Authority		150,000	N	\$ 150,000				75,000		\$ 75,000				75,000		\$ 75,000
19									N	\$ -						\$ -						\$ -
20									N	\$ -						\$ -						\$ -
21									N	\$ -						\$ -						\$ -
22									N	\$ -						\$ -						\$ -
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59									N	\$ -						\$ -						\$ -
60									N	\$ -						\$ -						\$ -
61									N	\$ -						\$ -						\$ -
62									N	\$ -						\$ -						\$ -
63									N	\$ -						\$ -						\$ -

Seal Beach 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 (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
		Fund Sources					Comments
		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	
	ROPS 16-17 Cash Balances (07/01/16 - 06/30/17)						
1	Beginning Available Cash Balance (Actual 07/01/16) RPTTF amount should exclude "A" period distribution amount				0	0	
2	Revenue/Income (Actual 06/30/17) RPTTF amount should tie to the ROPS 16-17 total distribution from the County Auditor-Controller					994,456	
3	Expenditures for ROPS 16-17 Enforceable Obligations (Actual 06/30/17)					1,017,642	
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)					0	
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)	\$ 0	\$ 0	\$ 0	\$ 0	\$ (23,186)	

Seal Beach Recognized Obligation Payment Schedule (ROPS 19-20) - Notes July 1, 2019 through June 30, 2020

[illegible]

STATE OF CALIFORNIA }
COUNTY OF ORANGE } SS
CITY OF SEAL BEACH }

I, Dana Engstrom, Secretary of the Successor Agency to the Seal Beach Redevelopment Agency, do hereby certify that the foregoing resolution is the original copy of Resolution SA 19-02 on file in the office of the City Clerk of the City of Seal Beach, passed, approved, and adopted by the Successor Agency to the Seal Beach Redevelopment Agency at a regular meeting held on the 14th day of January, 2019.


Dana Engstrom, Secretary

RESOLUTION SA 19-01

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE SUCCESSOR AGENCY TO THE CITY OF SEAL BEACH REDEVELOPMENT AGENCY APPROVING PROPOSED ADMINISTRATIVE BUDGETS FOR THE SIX-MONTH FISCAL PERIODS FROM JULY 1, 2019 THROUGH DECEMBER 31, 2019 AND FROM JANUARY 1, 2020 THROUGH JUNE 30, 2020, AND TAKING RELATED ACTIONS

RECITALS:

A. Pursuant to Health and Safety Code Section 34177(j), the Successor Agency to the Seal Beach Redevelopment Agency (the "Successor Agency") must prepare a proposed administrative budget for each six-month fiscal period (commencing each January 1 and July 1) and submit each proposed administrative budget to the oversight board of the Successor Agency (the "Oversight Board") for approval; and

B. Each proposed administrative budget shall include all of the following: (1) estimated amounts for Successor Agency administrative costs for the upcoming six-month fiscal period; (2) proposed sources of payment for the costs identified in (1); and (3) proposals for arrangements for administrative and operations services provided by the City of Seal Beach or another entity; and

C. Pursuant to Health and Safety Code Section 34177(k), the Successor Agency is required to provide administrative cost estimates, from its approved administrative budget that are to be paid from property tax revenues deposited in the Redevelopment Property Tax Trust Fund, to the County Auditor-Controller for each six-month fiscal period; and

D. There has been presented to this Board for approval, the Successor Agency's proposed administrative budgets for the six-month fiscal periods from July 1, 2019 through December 31, 2019 ("Administrative Budget 19-20A") and from January 1, 2020 through June 30, 2020 ("Administrative Budget 19-20B," together with Administrative Budget 19-20A, the "Administrative Budgets");

NOW, THEREFORE, THE BOARD OF DIRECTORS OF THE SUCCESSOR AGENCY TO THE SEAL BEACH REDEVELOPMENT AGENCY, HEREBY FINDS, DETERMINES, RESOLVES, AND ORDERS AS FOLLOWS:

Section 1. The above recitals are true and correct and are a substantive part of this Resolution.

Section 2. Administrative Budget 19-20A, substantially in the form attached hereto as Exhibit A, is hereby approved.

Section 3. Administrative Budget 19-20B, substantially in the form attached hereto as Exhibit B, is hereby approved.

Section 4. The Executive Director of the Successor Agency, in consultation with the Successor Agency's legal counsel, may modify the Administrative Budgets as the Executive Director or the Successor Agency's legal counsel deems necessary or advisable.

Section 5. The officers and other staff members of the Successor Agency are hereby authorized and directed, jointly and severally, to do any and all things which they may deem necessary or advisable to effectuate this Resolution and the Administrative Budgets and any such actions previously taken are hereby ratified and confirmed.

PASSED, APPROVED and ADOPTED by the Successor Agency to the Seal Beach Redevelopment Agency at a regular meeting held on the 14th day of January, 2019 by the following vote:

AYES: Board Members: Deaton, Massa-Lavitt, Moore, Sustarsic, Varipapa

NOES: Board Members: None

ABSENT: Board Members: None

ABSTAIN: Board Members: None


Thomas Moore, Chair

ATTEST:


Dana Engstrom, Secretary



EXHIBIT A

**SUCCESSOR AGENCY TO THE SEAL BEACH REDEVELOPMENT AGENCY
ADMINISTRATIVE BUDGET 19-20A
(July 1, 2019 through December 31, 2019)**

Exhibit A

SUCCESSOR AGENCY TO THE CITY OF SEAL BEACH REDEVELOPMENT AGENCY ADMINISTRATIVE BUDGET

Fiscal Period July 1 - December 31, 2019

CATEGORY I

The items listed below include amounts to be reimbursed by the Successor Agency to the City of Seal Beach, pursuant to a Cooperative Agreement for Advance and Reimbursement of Administrative, Overhead and other Expenses ("Cooperative Agreement"), by and between the City and the Successor Agency, in the form approved by the Successor Agency Board pursuant to Resolution No. SA 12-10, adopted on April 9, 2012. Pursuant to the Cooperative Agreement, the Successor Agency reimburses the City for all costs advanced by the City for the administration and operation of the Successor Agency, including but not limited to value of staff, consultants and legal counsel, office space, equipment, supplies, insurance and other services and facilities.

DESCRIPTION	PROPOSED ADMINISTRATIVE BUDGET	FUNDING SOURCE
<u>Staffing for the Successor Agency</u>		
City Manager	285	Administrative Allowance
City Clerk	165	Administrative Allowance
Accountant	112	Administrative Allowance
Accounting Technician - Accounts Payable	101	Administrative Allowance
Accounting Technician - Payroll	95	Administrative Allowance
Finance Manager	164	Administrative Allowance
Director of Finance	324	Administrative Allowance
<u>Staffing for the Oversight Board</u>		
City Manager	-	Administrative Allowance
City Clerk	-	Administrative Allowance
Finance Manager	-	Administrative Allowance
Director of Finance	-	Administrative Allowance
<u>Overhead Cost</u>		
Services/Facilities	55	Administrative Allowance
TOTAL	1,300	

Exhibit A

SUCCESSOR AGENCY TO THE CITY OF SEAL BEACH REDEVELOPMENT AGENCY ADMINISTRATIVE BUDGET

Fiscal Period July 1 - December 31, 2019

CATEGORY II

Health & Safety Code Section 34177 (k) states: "Provide administrative cost estimates, from its approved administrative budget that are to be paid from property tax revenues deposited in the Redevelopment Property Tax Trust Fund, to the county auditor-controller for each six-month fiscal period." Listed below are the administrative cost items that the Successor Agency anticipates to pay from property tax revenues deposited in the Redevelopment Property Tax Trust Fund. These items may include amounts to be reimbursed by the Successor Agency pursuant to the Cooperative Agreement.

Pursuant to Health and Safety Code Section 34177(d)(1)(F), contracts necessary for the administration and operation of the Successor Agency are enforceable obligations. Accordingly, amounts to be paid by the Successor Agency to third party vendors for equipment and supplies necessary for the administration of the Successor Agency and auditors, legal counsel and other consultants for services to the Successor Agency are listed as payments for enforceable obligations on the Recognized Obligation Payment Schedules. The Successor Agency anticipates to pay such costs from property tax revenues deposited in the Redevelopment Property Tax Trust Fund.

DESCRIPTION	PROPOSED ADMINISTRATIVE BUDGET	FUNDING SOURCE
Legal counsel	15,000	Administrative Allowance
Trustee Fees	-	Administrative Allowance
Arbitrage Analysis	-	Administrative Allowance
	-	Administrative Allowance
TOTAL	15,000	

CATEGORY III

Costs allocable to particular projects are considered part of the project costs. Listed below are administrative costs that are allocable to projects and not included in the tables above. These items may include amounts to be reimbursed by the Successor Agency pursuant to the Cooperative Agreement.

DESCRIPTION	PROPOSED ADMINISTRATIVE BUDGET	FUNDING SOURCE
Staff	-	RPTTF
Legal counsel	-	RPTTF
Contract Expenses	-	RPTTF
TOTAL	-	

EXHIBIT B

**SUCCESSOR AGENCY TO THE SEAL BEACH REDEVELOPMENT AGENCY
ADMINISTRATIVE BUDGET 19-20B
(January 1, 2020 through June 30, 2020)**

Exhibit B

SUCCESSOR AGENCY TO THE CITY OF SEAL BEACH REDEVELOPMENT AGENCY ADMINISTRATIVE BUDGET

Fiscal Period January 1 - June 30, 2020

CATEGORY I

The items listed below include amounts to be reimbursed by the Successor Agency to the City of Seal Beach, pursuant to a Cooperative Agreement for Advance and Reimbursement of Administrative, Overhead and other Expenses ("Cooperative Agreement"), by and between the City and the Successor Agency, in the form approved by the Successor Agency Board pursuant to Resolution No. SA 12-10, adopted on April 9, 2012. Pursuant to the Cooperative Agreement, the Successor Agency reimburses the City for all costs advanced by the City for the administration and operation of the Successor Agency, including but not limited to value of staff, consultants and legal counsel, office space, equipment, supplies, insurance and other services and facilities.

DESCRIPTION	PROPOSED ADMINISTRATIVE BUDGET	FUNDING SOURCE
<u>Staffing for the Successor Agency</u>		
City Manager	285	Administrative Allowance
City Clerk	165	Administrative Allowance
Accountant	112	Administrative Allowance
Accounting Technician - Accounts Payable	101	Administrative Allowance
Accounting Technician - Payroll	95	Administrative Allowance
Finance Manager	164	Administrative Allowance
Director of Finance	324	Administrative Allowance
<u>Staffing for the Oversight Board</u>		
City Manager	-	Administrative Allowance
City Clerk	-	Administrative Allowance
Finance Manager	-	Administrative Allowance
Director of Finance	-	Administrative Allowance
<u>Overhead Cost</u>		
Services/Facilities	55	Administrative Allowance
TOTAL	1,300	

Exhibit B

SUCCESSOR AGENCY TO THE CITY OF SEAL BEACH REDEVELOPMENT AGENCY ADMINISTRATIVE BUDGET

Fiscal Period January 1 - June 30, 2020

CATEGORY II

Health & Safety Code Section 34177 (k) states: "Provide administrative cost estimates, from its approved administrative budget that are to be paid from property tax revenues deposited in the Redevelopment Property Tax Trust Fund, to the county auditor-controller for each six-month fiscal period." Listed below are the administrative cost items that the Successor Agency anticipates to pay from property tax revenues deposited in the Redevelopment Property Tax Trust Fund. These items may include amounts to be reimbursed by the Successor Agency pursuant to the Cooperative Agreement.

Pursuant to Health and Safety Code Section 34177(d)(1)(F), contracts necessary for the administration and operation of the Successor Agency are enforceable obligations. Accordingly, amounts to be paid by the Successor Agency to third party vendors for equipment and supplies necessary for the administration of the Successor Agency and auditors, legal counsel and other consultants for services to the Successor Agency are listed as payments for enforceable obligations on the Recognized Obligation Payment Schedules. The Successor Agency anticipates to pay such costs from property tax revenues deposited in the Redevelopment Property Tax Trust Fund.

DESCRIPTION	PROPOSED ADMINISTRATIVE BUDGET	FUNDING SOURCE
Legal counsel	15,000	Administrative Allowance
Trustee Fees	6,073	Administrative Allowance
Arbitrage Analysis	-	Administrative Allowance
	-	Administrative Allowance
TOTAL	21,073	

CATEGORY III

Costs allocable to particular projects are considered part of the project costs. Listed below are administrative costs that are allocable to projects and not included in the tables above. These items may include amounts to be reimbursed by the Successor Agency pursuant to the Cooperative Agreement.

DESCRIPTION	PROPOSED ADMINISTRATIVE BUDGET	FUNDING SOURCE
Staff	-	RPTTF
Legal counsel	-	RPTTF
Contract Expenses	-	RPTTF
TOTAL	-	

STATE OF CALIFORNIA }
COUNTY OF ORANGE } SS
CITY OF SEAL BEACH }

I, Dana Engstrom, Secretary of the Successor Agency to the Seal Beach Redevelopment Agency, do hereby certify that the foregoing resolution is the original copy of Resolution SA 19-01 on file in the office of the City Clerk of the City of Seal Beach, passed, approved, and adopted by the Successor Agency to the Seal Beach Redevelopment Agency at a regular meeting held on the 14th day of January, 2019.


Dana Engstrom, Secretary



**DEPARTMENT OF
FINANCE**

EDMUND G. BROWN JR. ■ GOVERNOR

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

April 10, 2018

Ms. Victoria L. Beatley, Director of Finance/City Treasurer
City of Seal Beach
211 8th Street
Seal Beach, CA 90740-6379

Dear Ms. Beatley:

Subject: 2018-19 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of Seal Beach Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2018 through June 30, 2019 (ROPS 18-19) to the California Department of Finance (Finance) on January 29, 2018. Finance has completed its review of the ROPS 18-19.

Based on a sample of line items reviewed and application of the law, Finance made the following determinations:

- Item No 2 – 2000 Subordinate Tax Allocation Bond, Series B. The Agency did not request funding for this item in error. According to the debt service schedule, the amount requested should be \$61,725, payable from bond fund reserves. Therefore, to accurately reflect the correct debt service payment, Finance approves \$61,725 from Reserve Balances to increase the total requested amount from zero to \$61,725.
- Item No. 7 – Mobile Home Park Revenue Bonds (Seal Beach Mobile Home Park Project) Series 2000 A in the amount of \$180,000 is reclassified. The Agency requested \$180,000 from Administrative Redevelopment Property Tax Trust Fund (RPTTF) in error. As a result, Finance is reclassifying \$180,000 from Administrative RPTTF to RPTTF.

Except for the item adjusted, Finance is not objecting to the remaining items listed on the ROPS 18-19. If the Agency disagrees with our determination with respect to any items on the ROPS 18-19, except items which are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

[http://dof.ca.gov/Programs/Redevelopment/Meet And Confer/](http://dof.ca.gov/Programs/Redevelopment/Meet_And_Confer/)

The Agency's maximum approved RPTTF distribution for the reporting period is \$1,282,010 as summarized in the Approved RPTTF Distribution table on Page 3 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1, 2018 through December 31, 2018 period (ROPS A period) and one distribution for the January 1, 2019 through June 30, 2019 period (ROPS B period) based on Finance's approved amounts. Since this determination is for the entire ROPS 18-19 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Pursuant to HSC section 34186 (c), beginning October 1, 2018, the Agency will be required to report the estimated obligations versus actual payments (prior period adjustment) associated with the July 1, 2016 through June 30, 2017 period (ROPS 16-17) to the County Auditor-Controller for review. The Agency will report actual payments for ROPS 16-17 on ROPS 19-20. A prior period adjustment may be applied to the Agency's ROPS 19-20 RPTTF distribution. Therefore, the Agency should retain any unexpended RPTTF from the ROPS 16-17 period.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 18-19. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be deemed denied until the matter is resolved.

The ROPS 18-19 form submitted by the Agency and this determination letter will be posted on our website:

<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 18-19 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

Please direct inquiries to Nichelle Jackson, Supervisor, or Thong Thao, at (916) 322-2985.

Sincerely,

A handwritten signature in blue ink, appearing to read "Erika Li", with a stylized flourish at the end.

ERIKA LI
Program Budget Manager

cc: Ms. Alayna Hoang, Finance Manager, City of Seal Beach
Ms. Cindy Wong, Manager, Property Tax Section, Orange County

Attachment

Approved RPTTF Distribution For the period of July 2018 through June 2019			
	ROPS A Period	ROPS B Period	ROPS 18-19 Total
RPTTF Requested	\$ 942,268	\$ 109,669	\$ 1,051,937
Administrative RPTTF Requested	23,796	206,277	230,073
Total RPTTF Requested	966,064	315,946	1,282,010
RPTTF Requested	942,268	109,669	1,051,937
<u>Adjustment</u>			
Item No. 7	0	180,000	180,000
RPTTF Authorized	942,268	289,669	1,231,937
Administrative RPTTF Requested	23,796	206,277	230,073
<u>Adjustment</u>			
Item No. 7	0	(180,000)	(180,000)
Administrative RPTTF Authorized	23,796	26,277	50,073
Total RPTTF Approved for Distribution	\$ 966,064	\$ 315,946	\$ 1,282,010

RESOLUTION NUMBER OB 18-01

A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE SEAL BEACH REDEVELOPMENT AGENCY APPROVING A RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR THE FISCAL PERIOD FROM JULY 1, 2018 THROUGH JUNE 30, 2019, PURSUANT TO HEALTH AND SAFETY CODE SECTION 34177 AND TAKING CERTAIN RELATED ACTIONS

RECITALS:

A. Pursuant to Health and Safety Code Section 34177(o), the Successor Agency to the Seal Beach Redevelopment Agency (the "Successor Agency") must prepare a Recognized Obligation Payment Schedule listing the anticipated payments for enforceable obligations to be made by the Successor Agency during the fiscal period from July 1, 2018 through June 30, 2019 ("ROPS 18-19") and submit ROPS 18-19 to the oversight board of the Successor Agency (the "Oversight Board") for approval.

B. Pursuant to Health and Safety Code Section 34177(l)(2)(C) and Section 34177(o)(1), the Successor Agency must: (i) submit the Oversight Board-approved ROPS 18-19 to the DOF, the Office of the State Controller, and the County Auditor-Controller no later than February 1, 2018, and (ii) post a copy of the Oversight Board-approved ROPS 18-19 on the Successor Agency's website.

NOW, THEREFORE, THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE SEAL BEACH REDEVELOPMENT AGENCY HEREBY FINDS, DETERMINES, RESOLVES, AND ORDERS AS FOLLOWS:

Section 1. The above recitals are true and correct and are a substantive part of this Resolution.

Section 2. The Oversight Board hereby approves the proposed ROPS 18-19, substantially in the form attached hereto as Exhibit A. Staff of the Successor Agency is hereby authorized and directed to: (i) submit a copy of Oversight Board-approved ROPS 18-19 to the DOF, the Office of the State Controller, and the County Auditor-Controller and (ii) post a copy of the Oversight Board-approved 18-19 on the Successor Agency's Internet website (being a page on the Internet website of the City of Seal Beach).

Section 3. The Staff of the Successor Agency are hereby authorized and directed, jointly and severally, to do any and all things which they may deem necessary or advisable to effectuate this Resolution, including but not limited to requesting additional review by the DOF and an opportunity to meet and confer on any disputed items, and making adjustments to ROPS 18-19 pursuant to the DOF's instructions, and any such actions previously taken are hereby ratified and confirmed.

PASSED, APPROVED AND ADOPTED by the Oversight Board at a meeting held on the 23rd day of January, 2018.

AYES: Board Members: Deaton, Ingram, Hoang, Nien, Regnier

NOES: Board Members: None

ABSENT: Board Members: Massa-Lavitt, Thompson


Chair, Oversight Board

ATTEST:

Secretary, Oversight Board

STATE OF CALIFORNIA)
COUNTY OF ORANGE) SS
CITY OF SEAL BEACH)

I, Robin L. Roberts, Secretary to the Oversight Board, hereby certify that the foregoing resolution was duly adopted at a meeting of the Oversight Board, held on the 23rd day of January, 2018.


Secretary, Oversight Board

EXHIBIT A

**SUCCESSOR AGENCY TO THE SEAL BEACH REDEVELOPMENT AGENCY
RECOGNIZED OBLIGATION PAYMENT SCHEDULE
(July 1, 2018 – June 30, 2019)**

Recognized Obligation Payment Schedule (ROPS 18-19) - Summary
Filed for the July 1, 2018 through June 30, 2019 Period

Successor Agency: Seal Beach
County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		18-19A Total (July - December)	18-19B Total (January - June)	ROPS 18-19 Total
A	Enforceable Obligations Funded as Follows (B+C+D):	\$ -	\$ -	\$ -
B	Bond Proceeds	-	-	-
C	Reserve Balance	-	-	-
D	Other Funds	-	-	-
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 966,064	\$ 315,946	\$ 1,282,010
F	RPTTF	942,268	109,669	1,051,937
G	Administrative RPTTF	23,796	206,277	230,073
H	Current Period Enforceable Obligations (A+E):	\$ 966,064	\$ 315,946	\$ 1,282,010

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

Seal Beach Recognized Obligation Payment Schedule (ROPS 18-19) - ROPS Detail																						
July 1, 2018 through June 30, 2019																						
(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 18-19 Total	18-19A (July - December)					18-19A Total	18-19B (January - June)					18-19B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$ 2,958,232		\$ 1,282,010	\$ -	\$ -	\$ -	\$ 942,268	\$ 23,796	\$ 966,064	\$ -	\$ -	\$ -	\$ 109,669	\$ 206,277	\$ 315,946
1	2000 Tax Allocation Bond A	Bonds Issued On or Before	12/20/2000	12/20/2023	Bond Holders Via Bank of	These bonds are due in annual		1,865,000	N	\$ 659,288				624,619		\$ 624,619				34,669		\$ 34,669
2	2000 Tax Allocation Bond B	Bonds Issued On or Before 12/31/10	12/20/2000	12/20/2018	Bond Holders Via Bank of New York	These bonds are due in annual installments and is payable semi - annually on September 1 and March 1. These bonds are collateralized by a first pledge of the incremental tax revenues to be received by the project area. The bonds provided funds for the acquisition and construction of the project.		60,000	N	\$ -				-		\$ -						\$ -
3	2000 Tax Allocation Bond A	Professional Services	12/20/2000	12/20/2023	Bank of New York	FY 17/18 estimated Trustee Fees/Arbitrage Analysis		1,955	N	\$ 1,955						\$ -					1,955	\$ 1,955
4	2000 Tax Allocation Bond B	Professional Services	12/20/2000	12/20/2018	Bank of New York	FY 17/18 estimated Trustee Fees/Arbitrage Analysis		1,796	N	\$ 1,796					1,796	\$ 1,796						\$ -
5	2000 Tax Allocation Bond A	Professional Services	12/20/2000	12/20/2023	Wildan Financial Services	FY 17/18 estimated Trustee Fees/Arbitrage Analysis		1,161	N	\$ 1,161						\$ -					1,161	\$ 1,161
6	2000 Tax Allocation Bond B	Professional Services	12/20/2000	12/20/2018	Wildan Financial Services	FY 17/18 estimated Trustee Fees/Arbitrage Analysis		1,161	N	\$ 1,161						\$ -					1,161	\$ 1,161
7	Mobile Home Park Revenue Bonds (Seal Beach Mobile Home Park Project) Series 2000A; Regulatory Agreement dated December 1, 2000	Bonds Issued On or Before 12/31/10	8/31/2005	8/31/2025	Union Bank-Trustee	RDA issued bonds in 2000 to assist Link Community Development Corporation, a Non-Profit Corporation to purchase a mobile home park within the project area. The Regulatory Agreement obligates the RDA to use tax increment to pay a rental subsidy not to exceed \$180,000 per year, to maintain affordable units.		360,000	N	\$ 180,000				-		\$ -					180,000	\$ 180,000
9	Agreement for Legal Services	Admin Costs	7/1/2007	6/30/2026	Richard Watson & Gershon	Legal services to Successor Agency.		40,000	N	\$ 40,000					20,000	\$ 20,000					20,000	\$ 20,000
10	March 16, 2011 Agreement between Developer and RDA under which the RDA is obligated to pay for the acquisition costs of a sewer line	City/County Loan (Prior 06/28/11), Cash exchange	3/16/2011	3/31/2015	City of Seal Beach	The sewer line provides service to property within the project area; the acquisition costs are \$1,200,000; By resolution dated June 27,2011 the City agreed to advance the money to the RDA. Pursuant to the Resolution, the RDA is obligated to pay 3 equal installments of principal and 6% interest until the advance is paid.		473,159	N	\$ 242,649				242,649		\$ 242,649						\$ -
15	Successor Agency Staff/Oversight board	Admin Costs	4/9/2011	6/30/2016	Successor Agency Staff/Oversight board	Administrative Cost		4,000	N	\$ 4,000					2,000	\$ 2,000					2,000	\$ 2,000
18	Housing Entity Administrative Cost Allowance	Miscellaneous	2/18/2014	6/30/2016	County of Orange	Administrative costs for the Successor Agency Housing Authority		150,000	N	\$ 150,000				75,000		\$ 75,000				75,000		\$ 75,000
19									N	\$ -						\$ -						\$ -
20									N	\$ -						\$ -						\$ -
21									N	\$ -						\$ -						\$ -
22									N	\$ -						\$ -						\$ -
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59									N	\$ -						\$ -						\$ -
60									N	\$ -						\$ -						\$ -
61									N	\$ -						\$ -						\$ -
62									N	\$ -						\$ -						\$ -
63									N	\$ -						\$ -						\$ -

Seal Beach Recognized Obligation Payment Schedule (ROPS 18-19) - Report of Cash Balances
July 1, 2015 through June 30, 2016
(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 [\[INSERT URL LINK TO CASH BALANCE TIPS SHEET \]](#)

A	B	C	D	E	F	G	H	I
	Cash Balance Information for ROPS 15-16 Actuals (07/01/15 - 06/30/16)	Fund Sources						Comments
		Bond Proceeds		Reserve Balance		Other	RPTTF	
		Bonds issued on or before 12/31/10	Bonds issued on or after 01/01/11	Prior ROPS period balances and DDR RPTTF balances retained	Prior ROPS RPTTF distributed as reserve for future period(s)	Rent, grants, interest, etc.	Non-Admin and Admin	
1	Beginning Available Cash Balance (Actual 07/01/15)						667	
2	Revenue/Income (Actual 06/30/16) RPTTF amounts should tie to the ROPS 15-16 total distribution from the County Auditor-Controller during June 2015 and January 2016.					21	1,202,704	
3	Expenditures for ROPS 15-16 Enforceable Obligations (Actual 06/30/16)						1,203,392	
4	Retention of Available Cash Balance (Actual 06/30/16) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)							
5	ROPS 15-16 RPTTF Balances Remaining	No entry required						
6	Ending Actual Available Cash Balance (06/30/16) C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 - 5)							
		\$ -	\$ -	\$ -	\$ -	\$ 21	\$ (21)	

Seal Beach Recognized Obligation Payment Schedule (ROPS 18-19) - Notes July 1, 2018 through June 30, 2019

[illegible]

RESOLUTION NUMBER OB 18-02

A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE SEAL BEACH REDEVELOPMENT AGENCY APPROVING PROPOSED ADMINISTRATIVE BUDGETS FOR THE SIX-MONTH FISCAL PERIODS FROM JULY 1, 2018 THROUGH DECEMBER 31, 2018, AND FROM JANUARY 1, 2019 THROUGH JUNE 30, 2019, AND TAKING CERTAIN RELATED ACTIONS

RECITALS:

A. Pursuant to Health and Safety Code Section 34177(j), the Successor Agency to the Seal Beach Redevelopment Agency (the "Successor Agency") must prepare a proposed administrative budget for each six-month fiscal period (commencing each January 1 and July 1) and submit each proposed administrative budget to the oversight board of the Successor Agency (the "Oversight Board") for approval.

B. The Successor Agency's proposed administrative budgets for the six-month fiscal periods from July 1, 2018 through December 31, 2018 ("Administrative Budget 18-19A") and from January 1, 2019 through June 30, 2019 ("Administrative Budget 18-19B," together with Administrative Budget 18-19A, the "Administrative Budgets") have been presented to this Oversight Board for approval.

NOW, THEREFORE, THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE SEAL BEACH REDEVELOPMENT AGENCY HEREBY FINDS, DETERMINES, RESOLVES, AND ORDERS AS FOLLOWS:

Section 1. The above recitals are true and correct and are a substantive part of this Resolution.

Section 2. The Oversight Board hereby approves Administrative Budget 18-19A, substantially in the form attached hereto as Exhibit A.

Section 3. The Oversight Board hereby approves Administrative Budget 18-19B, substantially in the form attached hereto as Exhibit B.

Section 4. The Staff of the Successor Agency are hereby authorized and directed, jointly and severally, to do any and all things which they may deem necessary or advisable to effectuate this Resolution and the Administrative Budgets, including making any adjustment to the proposed Administrative Budgets to make them consistent with the Successor Agency's Recognized Obligation Payment Schedule for fiscal year 2018-19 (as such Recognized Obligation Payment Schedule is approved by the State Department of Finance).

Section 5. If any provision of this Resolution or the application thereof to any person or circumstance is held invalid, such invalidity shall not affect other provisions or applications of this Resolution which can be given effect without the invalid provision or

application, and to this end, the provisions of this Resolution are severable. The Oversight Board hereby declares that it would have adopted this Resolution regardless that one or more portion may be determined to be invalid.

PASSED, APPROVED AND ADOPTED by the Oversight Board at a meeting held on the 23rd day of January, 2018.

AYES: Board Members: Deaton, Ingram, Hoang, Nien, Regnier

NOES: Board Members: None

ABSENT: Board Members: Massa-Lavitt, Thompson


Chair, Oversight Board

ATTEST:


Secretary, Oversight Board

STATE OF CALIFORNIA)
COUNTY OF ORANGE) SS
CITY OF SEAL BEACH)

I, Robin L. Roberts, Secretary to the Oversight Board, hereby certify that the foregoing resolution was duly adopted at a meeting of the Oversight Board, held on the 23rd day of January, 2018.


Secretary, Oversight Board

EXHIBIT A

SUCCESSOR AGENCY TO THE SEAL BEACH REDEVELOPMENT AGENCY
ADMINISTRATIVE BUDGET 18-19A

Exhibit A

SUCCESSOR AGENCY TO THE CITY OF SEAL BEACH REDEVELOPMENT AGENCY ADMINISTRATIVE BUDGET

Fiscal Period July 1 - December 31, 2018

CATEGORY I

The items listed below include amounts to be reimbursed by the Successor Agency to the City of Seal Beach, pursuant to a Cooperative Agreement for Advance and Reimbursement of Administrative, Overhead and other Expenses ("Cooperative Agreement"), by and between the City and the Successor Agency, in the form approved by the Successor Agency Board pursuant to Resolution No. SA 12-10, adopted on April 9, 2012. Pursuant to the Cooperative Agreement, the Successor Agency reimburses the City for all costs advanced by the City for the administration and operation of the Successor Agency, including but not limited to value of staff, consultants and legal counsel, office space, equipment, supplies, insurance and other services and facilities.

DESCRIPTION	PROPOSED ADMINISTRATIVE BUDGET	FUNDING SOURCE
<u>Staffing for the Successor Agency</u>		
City Manager	285	Administrative Allowance
City Clerk	165	Administrative Allowance
Accountant	112	Administrative Allowance
Accounting Technician - Accounts Payable	101	Administrative Allowance
Accounting Technician - Payroll	95	Administrative Allowance
Finance Manager	164	Administrative Allowance
Director of Finance	324	Administrative Allowance
<u>Staffing for the Oversight Board</u>		
City Manager	158	Administrative Allowance
City Clerk	165	Administrative Allowance
Finance Manager	123	Administrative Allowance
Director of Finance	216	Administrative Allowance
<u>Overhead Cost</u>		
Services/Facilities	92	Administrative Allowance
TOTAL	2,000	

Exhibit A

SUCCESSOR AGENCY TO THE CITY OF SEAL BEACH REDEVELOPMENT AGENCY ADMINISTRATIVE BUDGET

Fiscal Period July 1 - December 31, 2018

CATEGORY II

Health & Safety Code Section 34177 (k) states: "Provide administrative cost estimates, from its approved administrative budget that are to be paid from property tax revenues deposited in the Redevelopment Property Tax Trust Fund, to the county auditor-controller for each six-month fiscal period." Listed below are the administrative cost items that the Successor Agency anticipates to pay from property tax revenues deposited in the Redevelopment Property Tax Trust Fund. These items may include amounts to be reimbursed by the Successor Agency pursuant to the Cooperative Agreement.

Pursuant to Health and Safety Code Section 34177(d)(1)(F), contracts necessary for the administration and operation of the Successor Agency are enforceable obligations. Accordingly, amounts to be paid by the Successor Agency to third party vendors for equipment and supplies necessary for the administration of the Successor Agency and auditors, legal counsel and other consultants for services to the Successor Agency are listed as payments for enforceable obligations on the Recognized Obligation Payment Schedules. The Successor Agency anticipates to pay such costs from property tax revenues deposited in the Redevelopment Property Tax Trust Fund.

DESCRIPTION	PROPOSED ADMINISTRATIVE BUDGET	FUNDING SOURCE
Legal counsel	20,000	Administrative Allowance
Trustee Fees	1,796	Administrative Allowance
Arbitrage Analysis	-	Administrative Allowance
	-	Administrative Allowance
TOTAL	21,796	

CATEGORY III

Costs allocable to particular projects are considered part of the project costs. Listed below are administrative costs that are allocable to projects and not included in the tables above. These items may include amounts to be reimbursed by the Successor Agency pursuant to the Cooperative Agreement.

DESCRIPTION	PROPOSED ADMINISTRATIVE BUDGET	FUNDING SOURCE
Staff	-	RPTTF
Legal counsel	-	RPTTF
Contract Expenses	-	RPTTF
TOTAL	-	

EXHIBIT B

SUCCESSOR AGENCY TO THE SEAL BEACH REDEVELOPMENT AGENCY
ADMINISTRATIVE BUDGET 18-19B

Exhibit B

SUCCESSOR AGENCY TO THE CITY OF SEAL BEACH REDEVELOPMENT AGENCY ADMINISTRATIVE BUDGET

Fiscal Period January 1 - June 30, 2019

CATEGORY I

The items listed below include amounts to be reimbursed by the Successor Agency to the City of Seal Beach, pursuant to a Cooperative Agreement for Advance and Reimbursement of Administrative, Overhead and other Expenses ("Cooperative Agreement"), by and between the City and the Successor Agency, in the form approved by the Successor Agency Board pursuant to Resolution No. SA 12-10, adopted on April 9, 2012. Pursuant to the Cooperative Agreement, the Successor Agency reimburses the City for all costs advanced by the City for the administration and operation of the Successor Agency, including but not limited to value of staff, consultants and legal counsel, office space, equipment, supplies, insurance and other services and facilities.

DESCRIPTION	PROPOSED ADMINISTRATIVE BUDGET	FUNDING SOURCE
<u>Staffing for the Successor Agency</u>		
City Manager	285	Administrative Allowance
City Clerk	165	Administrative Allowance
Accountant	112	Administrative Allowance
Accounting Technician - Accounts Payable	101	Administrative Allowance
Accounting Technician - Payroll	95	Administrative Allowance
Finance Manager	164	Administrative Allowance
Director of Finance	324	Administrative Allowance
<u>Staffing for the Oversight Board</u>		
City Manager	158	Administrative Allowance
City Clerk	165	Administrative Allowance
Finance Manager	123	Administrative Allowance
Director of Finance	216	Administrative Allowance
<u>Overhead Cost</u>		
Services/Facilities	92	Administrative Allowance
TOTAL	2,000	

Exhibit B

SUCCESSOR AGENCY TO THE CITY OF SEAL BEACH REDEVELOPMENT AGENCY ADMINISTRATIVE BUDGET

Fiscal Period January 1 - June 30, 2019

CATEGORY II

Health & Safety Code Section 34177 (k) states: "Provide administrative cost estimates, from its approved administrative budget that are to be paid from property tax revenues deposited in the Redevelopment Property Tax Trust Fund, to the county auditor-controller for each six-month fiscal period." Listed below are the administrative cost items that the Successor Agency anticipates to pay from property tax revenues deposited in the Redevelopment Property Tax Trust Fund. These items may include amounts to be reimbursed by the Successor Agency pursuant to the Cooperative Agreement.

Pursuant to Health and Safety Code Section 34177(d)(1)(F), contracts necessary for the administration and operation of the Successor Agency are enforceable obligations. Accordingly, amounts to be paid by the Successor Agency to third party vendors for equipment and supplies necessary for the administration of the Successor Agency and auditors, legal counsel and other consultants for services to the Successor Agency are listed as payments for enforceable obligations on the Recognized Obligation Payment Schedules. The Successor Agency anticipates to pay such costs from property tax revenues deposited in the Redevelopment Property Tax Trust Fund.

DESCRIPTION	PROPOSED ADMINISTRATIVE BUDGET	FUNDING SOURCE
Legal counsel	20,000	Administrative Allowance
Trustee Fees	4,277	Administrative Allowance
Arbitrage Analysis	-	Administrative Allowance
	-	Administrative Allowance
TOTAL	24,277	

CATEGORY III

Costs allocable to particular projects are considered part of the project costs. Listed below are administrative costs that are allocable to projects and not included in the tables above. These items may include amounts to be reimbursed by the Successor Agency pursuant to the Cooperative Agreement.

DESCRIPTION	PROPOSED ADMINISTRATIVE BUDGET	FUNDING SOURCE
Staff	-	RPTTF
Legal counsel	-	RPTTF
Contract Expenses	-	RPTTF
TOTAL	-	

Orange Countywide Oversight Board

Date: 1/28/2020

Agenda Item No. 7D

From: Successor Agency to the Westminster Redevelopment Agency

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

Recommended Action:

Approve resolution approving FY 2020-21 ROPS and Administrative Budget for the Westminster Successor Agency

The Westminster Successor Agency requests approval of the Recognized Obligation Payment Schedule (ROPS) and Administrative Budget for Fiscal Year 2020-21.

The vast majority of the wind-down work has been completed in Westminster. Ten line items are presented for funding as follows:

- Debt service for the 2011 bonds (item 3);
- Debt service for the 2016 refunding bonds and the pre-funding reserve required by the bond official statement (items 56 and 57);
- Debt service for the 2018 refunding bonds and the pre-funding reserve required by the bond official statement (items 59 and 60);
- Continuing disclosure reporting costs for the three bond issuances (item 5);
- A single contractual agreement remains with Best Buy, which was initiated to foster employment retention in the Project Area ten years ago. This agreement requires funding be provided based on sales generation, and has been estimated based on prior years' costs. This is the final year in which payments will be made (item 24);
- Bank, arbitrage, and trustee fees (items 12 and 13); and
- Administrative costs (item 6).

The Administrative Budget is based upon estimated staff time expenditures for various activities. Primary functions are:

- Preparation of the ROPS and interaction with the Department of Finance and the County Auditor Controller;
- Continuing disclosure statement preparation and reporting;
- Accounting functions such as bank reconciliation, investment reporting, and cash flow management; bond administration; and
- Preparation and attendance of Successor Agency and Oversight Board meetings.

Because successor agency work is, at this point, highly specialized, it requires most work be done by staff at the director and manager levels.

Staff annually prepares the ROPS in accordance with dissolution law and internal practices. The ROPS is brought before the Successor Agency to the Westminster Redevelopment Agency for approval, prior to submittal to the Oversight Board.

Impact on Taxing Entities

Approximately \$65 million is estimated to be generated from the Project Area in 2020-21. The ROPS requests about \$7.3 million in funding, leaving \$57.7 million to be allocated amongst the taxing entities.

Staff Contacts

Sherry Johnson, Finance Director (sjohnson@westminster-ca.gov; 714-548-3189)

Erin Backs, Assistant Finance Director (eback@westminster-ca.gov; 714-548-3185)

Attachments

1. Oversight Board Resolution Approving Westminster ROPS 20-21
2. Westminster ROPS 2020-21
3. Westminster Administrative Budget 2020-21
4. Successor Agency Resolution for ROPS 2020-21
5. DOF Letter Regarding Westminster's 2019-20 Annual ROPS
6. DOF Letter Regarding Westminster's 2018-19 Annual ROPS
7. 2019-20 Approved Westminster Annual ROPS
8. 2018-19 Approved Westminster Annual ROPS

Resolution No. 20-____

A RESOLUTION OF THE ORANGE COUNTY COUNTYWIDE
OVERSIGHT BOARD APPROVING THE RECOGNIZED
OBLIGATION PAYMENT SCHEDULE 20-21 FOR
THE ANNUAL FISCAL PERIOD OF JULY 1, 2020 TO JUNE
30, 2021, INCLUDING THE FY 20-21 ADMINISTRATIVE
BUDGET, FOR THE SUCCESSOR AGENCY TO THE
WESTMINSTER REDEVELOPMENT AGENCY,
SUBJECT TO SUBMITTAL TO, AND REVIEW BY
THE STATE DEPARTMENT OF FINANCE
PURSUANT TO DISSOLUTION LAW, AND
AUTHORIZING POSTING AND TRANSMITTAL THEREOF

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

WHEREAS, as of February 1, 2012 the Agency was dissolved pursuant to the Dissolution Law, and as a separate public entity, corporate and politic the Successor Agency to the Westminster Redevelopment Agency (“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; and

WHEREAS, pursuant to Section 34179(j) of the Dissolution Law, in nearly every California county there shall be only one oversight board that is staffed by the county’s auditor-controller; and

WHEREAS, as of and after July 1, 2018, the Orange Countywide Oversight Board (“Oversight Board”) has jurisdiction over the Successor Agency and all other successor agencies in Orange County; and

WHEREAS, every oversight board, both the prior local oversight board and this Oversight Board, have fiduciary responsibilities to the holders of enforceable obligations and to the taxing entities that benefit from distributions of property tax and other revenues pursuant to Section 34188 of the Dissolution Law; and

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”); and

WHEREAS, Section 34177(o) of the Dissolution Law requires that the annual ROPS for the 2020-21 fiscal period of July 1, 2020 to June 30, 2021 (“ROPS 20-21”) shall be submitted to the DOF by the Successor Agency, after approval by the Oversight Board, no later than February 1, 2020; and

WHEREAS, the ROPS 20-21, in the form required by DOF, is attached as Exhibit A and the Fiscal Year (“FY”) 20-21 Administrative Budget is attached as Exhibit B, and both attachments are fully incorporated by this reference; and

WHEREAS, the Oversight Board held a regular meeting on January 28, 2020; and

WHEREAS, the Oversight Board has reviewed and considered the Successor Agency’s ROPS 20-21 and desires to approve it and authorize and direct the Successor Agency staff to transmit the ROPS 20-21 to the DOF, with copies to the County Executive Officer (“CEO”), County Auditor-Controller (“CAC”), and the State Controller’s Office (“SCO”) as required under the Dissolution Law;

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

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

Section 2. The Oversight Board hereby approves ROPS 20-21 submitted therewith and incorporated by this reference, including the FY 20-21 administrative budget included herewith.

Section 3. The Oversight Board authorizes transmittal of the ROPS 20-21 to the DOF, with copies to the CEO, the CAC, and the SCO.

Section 4. The City of Westminster’s Finance Director or her authorized designee is directed to post this Resolution, including the ROPS 20-21, on the City/Successor Agency website pursuant to the Dissolution Law.

Section 5. Under Section 34179(h), written notice and information about certain actions taken by the Orange Countywide Oversight Board shall be provided to the DOF by electronic means and in a manner of DOF’s choosing. The Orange Countywide 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.

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

Recognized Obligation Payment Schedule (ROPS 20-21) - Summary
Filed for the July 1, 2020 through June 30, 2021 Period

Successor Agency: Westminster

County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)	20-21A Total (July - December)	20-21B Total (January - June)	ROPS 20-21 Total
A Enforceable Obligations Funded as Follows (B+C+D)	\$ 3,533,325	\$ -	\$ 3,533,325
B Bond Proceeds	-	-	-
C Reserve Balance	3,533,325	-	3,533,325
D Other Funds	-	-	-
E Redevelopment Property Tax Trust Fund (RPTTF) (F+G)	\$ 1,327,597	\$ 5,926,922	\$ 7,254,519
F RPTTF	1,277,597	5,876,922	7,154,519
G Administrative RPTTF	50,000	50,000	100,000
H Current Period Enforceable Obligations (A+E)	\$ 4,860,922	\$ 5,926,922	\$ 10,787,844

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

Westminster
Recognized Obligation Payment Schedule (ROPS 20-21) - ROPS Detail
July 1, 2020 through June 30, 2021

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$181,629,587		\$10,787,844	\$-	\$3,533,325	\$-	\$1,277,597	\$50,000	\$4,860,922	\$-	\$-	\$-	\$5,876,922	\$50,000	\$5,926,922
3	2011 T/A Bonds - Series A	Bonds Issued After 12/31/10	06/01/2011	11/01/2045	Union Bank	Bonds issued to fund redevelopment activities	Amendment Areas 4,5	38,432,937	N	\$1,808,319	-	-	-	1,229,597	-	\$1,229,597	-	-	-	578,722	-	\$578,722
5	Continuing Disclosure	Bonds Issued On or Before 12/31/10	07/01/2020	06/30/2021	Fiscal Consultant and County of Orange	Bonds issued to fund redevelopment activities	All Areas	200,000	N	\$4,500	-	-	-	-	-	\$-	-	-	-	4,500	-	\$4,500
6	Administrative Allowance	Admin Costs	07/01/2012	06/30/2021	City of Westminster	Employee salaries and benefits, annual audit, legal services	All Areas	2,500,000	N	\$100,000	-	-	-	-	50,000	\$50,000	-	-	-	-	50,000	\$50,000
7	Ongoing pension & medical obligation	Unfunded Liabilities	11/09/1982	06/30/2018	City of Westminster	Ongoing retirement and health expenses pursuant to employee MOUs	All Areas	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
12	Professional services - bank fees	Professional Services	01/01/2014	06/30/2021	Union Bank, Bank of America, Chandler Asset Management	Bank custody/fees	All Areas	40,000	N	\$2,000	-	-	-	1,000	-	\$1,000	-	-	-	1,000	-	\$1,000
13	Professional services - arbitrage and trustee fees	Professional Services	01/01/2014	06/30/2021	Union Bank, Muni Financial	Arbitrage and Trustee fees for bonds	All Areas	387,500	N	\$15,500	-	-	-	4,500	-	\$4,500	-	-	-	11,000	-	\$11,000
24	Employment Generation Agreement	Business Incentive Agreements	06/09/2010	06/16/2020	Best Buy	Best Buy Stores L.P. 2010-032 - Business and Job Retention	Amendment Area 2	85,000	N	\$85,000	-	-	-	42,500	-	\$42,500	-	-	-	42,500	-	\$42,500
46	Litigation Expenses	Litigation	01/01/2014	06/30/2020	Jones & Mayer	Litigation fees and expenses	All Areas	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-
54	Unencumbered Bond Proceeds 2011	Bonds Issued After 12/31/10	07/01/2016	12/31/2016	City of Westminster	Transfer of unencumbered proceeds to City to use in accordance	Amendment Areas 4,5	-	N	\$-	-	-	-	-	-	\$-	-	-	-	-	-	\$-

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	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 20-21 Total	ROPS 20-21A (Jul - Dec)					20-21A Total	ROPS 20-21B (Jan - Jun)					20-21B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
						with bond covenants per SB107																
56	2016 Tax Allocation Refunding Bonds	Refunding Bonds Issued After 6/27/12	08/01/2016	11/01/2045	MUFG Union Bank	Refunding Bonds	Amendment Areas 3,4,5	119,472,550	N	\$3,076,050	-	1,719,075	-	-	-	\$1,719,075	-	-	-	1,356,975	-	\$1,356,975
57	2016 Tax Allocation Refunding Bonds Prefunding Reserve	Reserves	08/01/2016	11/01/2045	MUFG Union Bank	Prefunding bond reserve per the 2016 TARB Indenture. Debt Service is "A" period must be funded in previous "B" period.	Amendment Areas 3,4,5	1,721,975	N	\$1,721,975	-	-	-	-	-	\$-	-	-	-	1,721,975	-	\$1,721,975
59	2018 Tax Allocation Refunding Bonds	Refunding Bonds Issued After 6/27/12	04/12/2018	08/01/2027	MUFG Union Bank	Refunding Bonds		16,942,000	N	\$2,126,875	-	1,814,250	-	-	-	\$1,814,250	-	-	-	312,625	-	\$312,625
60	2018 Tax Allocation Refunding Bonds Prefunding Reserve	Reserves	04/12/2018	08/01/2027	MUFG Union Bank	Prefunding bond reserve per the 2018 TARB Indenture. Debt Service is "A" period must be funded in previous "B" period.		1,847,625	N	\$1,847,625	-	-	-	-	-	\$-	-	-	-	1,847,625	-	\$1,847,625

Westminster
Recognized Obligation Payment Schedule (ROPS 20-21) - Report of Cash Balances
July 1, 2017 through June 30, 2018
(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.							
A	B	C	D	E	F	G	H
	ROPS 17-18 Cash Balances (07/01/17 - 06/30/18)	Fund Sources					Comments
		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 07/01/17) RPTTF amount should exclude "A" period distribution amount.	-	12,180,825	3,628,353	68,236		Previous PPA balance of \$77,725 was over-adjusted by \$9,489
2	Revenue/Income (Actual 06/30/18) RPTTF amount should tie to the ROPS 17-18 total distribution from the County Auditor-Controller	-	100,951		110,057	11,834,550	
3	Expenditures for ROPS 17-18 Enforceable Obligations (Actual 06/30/18)			3,628,353	77,725	8,135,747	
4	Retention of Available Cash Balance (Actual 06/30/18) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)		1,831,731			3,660,403	
5	ROPS 17-18 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 17-18 PPA form submitted to the CAC		No entry required			37,637	
6	Ending Actual Available Cash Balance (06/30/18) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)	\$-	\$10,450,045	\$-	\$100,568	\$763	

Westminster
Recognized Obligation Payment Schedule (ROPS 20-21) - Notes
July 1, 2020 through June 30, 2021

Item #	Notes/Comments
3	
5	data must be purchased from County
6	
7	
12	
13	
24	
46	
54	
56	
57	
59	
60	

SAWRA Admin 20-21 ROPS

	Fully Burdened Rate (RCS)*	Annual Hours	Total
<u>Accounting</u>			
Bank Reconciliation/Balances			
Finance Director	186	36	6,678
Accounting Manager	120	24	2,882
Assistant Finance Director	161	12	1,930
Accounting Technician	96	24	2,297
AP			
Finance Director	186	36	6,678
Accounting Manager	120	12	1,441
Accounting Technician	96	48	4,595
Cash Receipts/Investment Report			
Finance Director	186	48	8,904
Assistant Finance Director	161	12	1,930
Accounting Technician	96	2	191
<u>Continuing Disclosure Reporting</u>			
Economic Development Manager	157	40	6,270
Assistant Finance Director	161	10	1,608
PT City Managers Office	21	80	1,671
Data purchase			3,000
<u>ROPS Preparation/DOF Interaction</u>			
Finance Director	186	4	742
Economic Development Manager	157	16	2,508
Assistant Finance Director	161	80	12,867
<u>Cash Flow Projection and Management</u>			
Finance Director	186	2	371
Economic Development Manager	157	2	314
Assistant Finance Director	161	27	4,343
<u>Bond Administration</u>			
Assistant Finance Director	161	12	1,930
Accounting Manager	120	12	1,441
Accounting Technician	96	24	2,297
<u>Successor Agency/Council Meetings</u>			
City Manager	275	2	550
Assistant City Manager	191	2	381
City Council	84	5	422
City Clerk	170	2	340
Assistant City Clerk	96	2	193
PT City Clerk	40	2	79
City Attorney			5,000
Finance Director	186	10	1,855
Assistant Finance Director	161	5	804
Economic Development Manager	157	12	1,881
Annual Audit			
Finance Director	186	36	6,678
Accounting Manager	120	24	2,882
Assistant Finance Director	161	4	643
Diel Evans LLP			3,845
Total			102,443

* Included indirect charges as determined by cost recovery study

RESOLUTION NO. 51

A RESOLUTION OF THE SUCCESSOR AGENCY TO THE WESTMINSTER REDEVELOPMENT AGENCY, APPROVING AND ADOPTING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE 20-21 FOR THE PERIOD JULY 1, 2020 THROUGH JUNE 30, 2021 AND AUTHORIZING TRANSMITTAL TO THE OVERSIGHT BOARD

WHEREAS, Assembly Bill 26 ("ABx1 26") was enacted by the State Legislature and signed by the Governor as of June 29, 2011; and

WHEREAS, on December 29, 2011 the California Supreme Court delivered its decision in *California Redevelopment Association v. Matasantos*, finding ABx1 26 largely constitutional and resulting in the dissolution of all California redevelopment agencies, including the Westminster Redevelopment Agency; and

WHEREAS, the Successor Agency to the Westminster Redevelopment Agency ("SAWRA"), formed by the Westminster City Council on January 11, 2012 by Resolution 4388, serves as the successor agency for the former Westminster Redevelopment Agency as defined in California Health and Safety Code ("HSC") Section 34173; and

WHEREAS, among the duties of successor agencies under the HSC is the preparation of a recognized obligation payment schedule ("ROPS") for the ensuing twelve-month fiscal year for consideration by a local oversight board and California State Department of Finance ("DOF") for purposes of administering the wind-down of financial obligations of the former redevelopment agency; and

WHEREAS, the HSC requires that the proposed ROPS be transmitted to the local oversight board, county auditor-controller, county executive officer, and DOF, after which time the oversight board may approve and transmit the adopted ROPS to DOF, the State Controller, and the county auditor-controller for their consideration; and

WHEREAS, pursuant to Health & Safety Code Section 34177(m), the ROPS for the period beginning July 1, 2020 and ending June 30, 2021 ("20-21") shall be submitted to the Oversight Board and Department of Finance no later than February 1, 2020; and

WHEREAS, SAWRA wishes to submit the ROPS 20-21 to the Oversight Board for review and approval before submitting to the DOF for final review and approval.

NOW THEREFORE, THE SUCCESSOR AGENCY TO THE WESTMINSTER REDEVELOPMENT AGENCY DOES HEREBY RESOLVE AS FOLLOWS:

SECTION 1. Recitals. The Recitals set forth above are true and correct and are incorporated into this Resolution by this reference.

SECTION 2. Approval of the ROPS 20-21. SAWRA hereby approves and adopts the ROPS for the period of July 1, 2020 through June 30, 2021 attached to this Resolution as Exhibit A, as required by Health and Safety Code Section 34177, including the administrative allowance which acts as the Successor Agency budget for this fiscal period.

SECTION 3. Authorization. The staff of SAWRA is hereby authorized and directed, jointly and severally, to do any and all things which they may deem necessary or advisable to effectuate this Resolution, including transmittal to the Oversight Board, DOF, and requesting additional review by the DOF and an opportunity to meet and confer on any disputed items, and any such actions previously taken by staff are hereby ratified and confirmed.

SECTION 4. Certification. The SAWRA Secretary shall attest to the adoption of this Resolution.

SECTION 5. Effective Date. This Resolution shall become effective immediately upon its adoption.

PASSED, APPROVED AND ADOPTED this 15th day of January 2020 by the following vote:

AYES:	AGENCY MEMBERS:	TA, HO, CONTRERAS, DO, NGUYEN
NOES:	AGENCY MEMBERS:	NONE
ABSENT:	AGENCY MEMBERS:	NONE




TRI TA, AGENCY CHAIR

ATTEST:



CHRISTINE CORDON,
AGENCY SECRETARY

APPROVED AS TO FORM:



RICHARD D. JONES, LEGAL COUNSEL

STATE OF CALIFORNIA)
COUNTY OF ORANGE) ss.
CITY OF WESTMINSTER)

I, CHRISTINE CORDON, hereby certify that I am the Agency Secretary of the Successor Agency to the Westminster Redevelopment Agency and that the foregoing resolution was duly adopted at a regular meeting of the Successor Agency to the Westminster Redevelopment Agency of the City of Westminster held on the 15th day of January 2020.



Christine Cordon, Agency Secretary

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**DEPARTMENT OF
FINANCE**
OFFICE OF THE DIRECTOR

GAVIN NEWSOM ■ GOVERNOR
STATE CAPITOL ■ ROOM 1145 ■ SACRAMENTO CA ■ 95814-4998 ■ WWW.DOF.CA.GOV

March 12, 2019

Mr. Eddie Manfro, City Manager
City of Westminster
8200 Westminster Boulevard
Westminster, CA 92683

Dear Mr. Manfro:

Subject: 2019-20 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of Westminster Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2019 through June 30, 2020 (ROPS 19-20) to the California Department of Finance (Finance) on January 29, 2019. Finance has completed its review of the ROPS 19-20.

Based on a sample of line items reviewed and application of the law, Finance made the following determinations:

- On the ROPS 19-20 form, the Agency reported cash balances and activity for the period July 1, 2016 through June 30, 2017 (ROPS 16-17). According to our review, the Agency has approximately \$68,465 in Other Funds, available to fund enforceable obligations on the ROPS 19-20. HSC section 34177 (l) (1) (E) requires these balances to be used prior to requesting Redevelopment Property Tax Trust Fund (RPTTF). Therefore, with the Agency's concurrence, the funding source for the following item has been reclassified in the amount specified below:
 - Item No. 6 – Administrative Allowance in the amount of \$251,622 has been partially reclassified. This item does not require payment from property tax revenues. Therefore, Finance is approving Administrative RPTTF in the amount of \$183,157 and the use of Other Funds in the amount of \$68,465, totaling \$251,622.
 - The administrative costs claimed are within the fiscal year administrative cap pursuant to HSC section 34171 (b) (3). However, Finance notes the Oversight Board (OB) has approved an amount that appears excessive, given the number and nature of the obligations listed on the ROPS. HSC section 34179 (i) requires the OB to exercise a fiduciary duty to the taxing entities. Therefore, Finance encourages the OB to apply adequate oversight when evaluating the administrative resources necessary to successfully wind-down the Agency.

Pursuant to HSC section 34186, successor agencies are required to report differences between actual payments and past estimated obligations. Reported differences in RPTTF are used to offset current RPTTF distributions. The amount of RPTTF approved in the table on Page 3 includes the prior period adjustment resulting from the County Auditor Controller's review of the prior period adjustment form submitted by the Agency.

Except for the item adjusted, Finance is not objecting to the remaining items listed on the ROPS 19-20. If the Agency disagrees with our determination with respect to any items on the ROPS 19-20, except items that are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

[http://dof.ca.gov/Programs/Redevelopment/Meet And Confer/](http://dof.ca.gov/Programs/Redevelopment/Meet_And_Confer/)

The Agency's maximum approved RPTTF distribution for the reporting period is \$6,946,705 as summarized in the Approved RPTTF Distribution table on Page 3 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1 through December 31 period (ROPS A period), and one distribution for the January 1 through June 30 period (ROPS B period) based on Finance approved amounts. Since this determination is for the entire ROPS 19-20 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 19-20. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be denied until the matter is resolved.

The ROPS 19-20 form submitted by the Agency and this determination letter will be posted on our website:

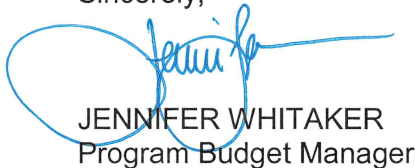
<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 19-20 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

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

Sincerely,



JENNIFER WHITAKER
Program Budget Manager

cc: Ms. Erin Backs, Financial Services Manager, City of Westminster
Mr. Israel M. Guevara, Administrative Manager, Property Tax Section, Orange County

Attachment

Approved RPTTF Distribution For the period of July 1, 2019 through June 30, 2020			
	ROPS A Period	ROPS B Period	ROPS 19-20 Total
RPTTF Requested	\$ 1,266,560	\$ 5,901,247	\$ 7,167,807
Administrative RPTTF Requested	125,811	125,811	251,622
Total RPTTF Requested	1,392,371	6,027,058	7,419,429
RPTTF Authorized	1,266,560	5,901,247	7,167,807
Administrative RPTTF Requested	125,811	125,811	251,622
<u>Adjustment</u>			
Item No. 6	(68,465)	0	(68,465)
Administrative RPTTF Authorized	57,346	125,811	183,157
Total RPTTF Authorized for Obligations	1,323,906	6,027,058	7,350,964
Prior Period Adjustment	(404,259)	0	(404,259)
Total RPTTF Approved for Distribution	\$ 919,647	\$ 6,027,058	\$ 6,946,705



April 9, 2018

Mr. Eddie Manfro, City Manager
City of Westminster
8200 Westminster Boulevard
Westminster, CA 92683

Dear Mr. Manfro:

Subject: 2018-19 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City of Westminster Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2018 through June 30, 2019 (ROPS 18-19) to the California Department of Finance (Finance) on February 1, 2018. Finance has completed its review of the ROPS 18-19.

Based on a sample of line items reviewed and application of the law, Finance made the following determinations:

- Item Nos. 7 and 58 – Ongoing Pension and Medical Obligations, outstanding obligation amounts totaling \$1,985,021, are not allowed. Finance continues to deny these items. Item No. 58 is a duplicate of Item No. 7, denied during our ROPS 17-18 review and in our ROPS 17-18 Meet and Confer letter dated April 11, 2017. Finance originally denied Item No. 7 as the agreement provided was between the City of Westminster (City) and the California Public Employees' Retirement System; the former Redevelopment Agency (RDA) was not party to the agreement.

During the ROPS 17-18 Meet and Confer, the Agency contended the agreement predates the existence of the creation of the RDA. At the time of the creation of the RDA, a contract was signed between the City and the RDA to reimburse costs related to staff time incurred by the City on behalf of the RDA and was signed within the first two years of the RDA being created. HSC section 34171 (d) (2) states agreements, contracts, or arrangements between the former RDA and the city that created the RDA are not enforceable, unless the agreements are loan agreements entered into within the first two years of the RDA's existence.

Further, HSC section 34171 (d) (1) (B) defines a loan as a loan of money that is legally required to be repaid pursuant to a repayment schedule or other mandatory repayment terms. While the reimbursement agreement may have been signed within two years of the RDA being established, it is not considered a loan agreement under dissolution law as there were no loans of money. Therefore, these items are not enforceable obligations and the requested amount of \$1,323,350 in Redevelopment Property Tax Trust Fund (RPTTF) funding for Item No. 58 is not allowed. The Agency did not request any funding for Item No. 7. Since Item No. 58 is a duplicate of Item No. 7, it will be retired.

- The administrative costs claimed are within the fiscal year administrative cap pursuant to HSC section 34171 (b) (3). However, the Oversight Board (OB) has approved an amount that appears excessive, given the number and nature of the obligations listed on the ROPS. HSC section 34179 (i) requires the OB to exercise a fiduciary duty to the taxing entities. Therefore, Finance encourages the OB to apply adequate oversight when evaluating the administrative resources necessary to successfully wind-down the Agency.
- On the ROPS 18-19 form, the Agency reported cash balances and activity for the period July 1, 2015 through June 30, 2016 (ROPS 15-16). According to our review, the Agency has approximately \$2,314,837 in RPTTF unexpended from the ROPS 15-16 period, and \$6,151 in Other Funds, totaling \$2,320,988, available to fund enforceable obligations on the ROPS 18-19. These unexpended RPTTF funds are considered Reserve Balances. HSC section 34177 (l) (1) (E) requires these balances to be used prior to requesting RPTTF. Therefore, with the Agency's concurrence, Finance reclassified the funding source for the following item as follows:
 - Item No. 23 – Supplemental Educational Revenue Augmentation Fund Loan, requested repayment in the amount of \$2,500,496 has been partially reclassified. Finance is approving RPTTF in the amount of \$179,508, Reserve Balances in the amount of \$2,314,837, and Other Funds in the amount of \$6,151, totaling \$2,500,496 for the ROPS 18-19 period.

Except for the items adjusted, Finance is not objecting to the remaining items listed on the ROPS 18-19. If the Agency disagrees with our determination with respect to any items on the ROPS 18-19, except items which are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

<http://dof.ca.gov/Programs/Redevelopment/Meet And Confer/>

The Agency's maximum approved RPTTF distribution for the reporting period is \$8,727,429 as summarized in the Approved RPTTF Distribution table on Page 4 (see Attachment).

RPTTF distributions occur biannually, one distribution for the July 1, 2018 through December 31, 2018 period (ROPS A period) and one distribution for the January 1, 2019 through June 30, 2019 period (ROPS B period) based on Finance's approved amounts. Since this determination is for the entire ROPS 18-19 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Pursuant to HSC section 34186 (c), beginning October 1, 2018, the Agency will be required to report the estimated obligations versus actual payments (prior period adjustment) associated with the July 1, 2016 through June 30, 2017 period (ROPS 16-17) to the Orange County Auditor-Controller for review. The Agency will report actual payments for ROPS 16-17 on ROPS 19-20. A prior period adjustment may be applied to the Agency's ROPS 19-20 RPTTF distribution. Therefore, the Agency should retain any unexpended RPTTF from the ROPS 16-17 period.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 18-19. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be deemed denied until the matter is resolved.

The ROPS 18-19 form submitted by the Agency and this determination letter will be posted on our website:

<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 18-19 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

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

Sincerely,



ERIKA LI
Program Budget Manager

cc: Ms. Erin Backs, Financial Services Manager, City of Westminster
Ms. Cindy Wong, Manager, Property Tax Section, Orange County

Attachment

Approved RPTTF Distribution For the period of July 2018 through June 2019			
	ROPS A Period	ROPS B Period	ROPS 18-19 Total
RPTTF Requested	\$ 5,263,584	\$ 6,768,141	\$ 12,031,725
Administrative RPTTF Requested	170,021	170,021	340,042
Total RPTTF Requested	5,433,605	6,938,162	12,371,767
RPTTF Requested	5,263,584	6,768,141	12,031,725
<u>Adjustments</u>			
Item No. 23	(2,320,988)	0	(2,320,988)
Item No. 58	(661,675)	(661,675)	(1,323,350)
	(2,982,663)	(661,675)	(3,644,338)
RPTTF Authorized	2,280,921	6,106,466	8,387,387
Administrative RPTTF Authorized	170,021	170,021	340,042
Total RPTTF Approved for Distribution	\$ 2,450,942	\$ 6,276,487	\$ 8,727,429

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

Successor Agency:

Westminster

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):	\$ 3,488,125	\$ -	\$ 3,488,125
B	Bond Proceeds	-	-	-
C	Reserve Balance	3,488,125	-	3,488,125
D	Other Funds	-	-	-
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 1,392,371	\$ 6,027,058	\$ 7,419,429
F	RPTTF	1,266,560	5,901,247	7,167,807
G	Administrative RPTTF	125,811	125,811	251,622
H	Current Period Enforceable Obligations (A+E):	\$ 4,880,496	\$ 6,027,058	\$ 10,907,554

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

Westminster 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	
								\$ 194,717,915		\$ 10,907,554	\$ 0	\$ 3,488,125	\$ 0	\$ 1,266,560	\$ 125,811	\$ 4,880,496	\$ 0	\$ 0	\$ 0	\$ 5,901,247	\$ 125,811	\$ 6,027,058
1	2008 T/A Bonds	Bonds Issued On or Before	2/1/2009	8/1/2027	Union Bank	Bonds issued to fund redevelopment	All Areas		Y	\$ -						\$ -						\$ -
3	2011 T/A Bonds - Series A	Bonds Issued After 12/31/10	6/1/2011	11/1/2045	Union Bank	Bonds issued to fund redevelopment activities	Amendment Areas 4,5	40,245,094	N	\$ 1,812,157				1,217,560		\$ 1,217,560				594,597		\$ 594,597
5	Continuing Disclosure	Bonds Issued On or Before 12/31/10	8/1/2018	6/30/2019	Fiscal Consultant	Bonds issued to fund redevelopment activities	All Areas	176,000	N	\$ 6,000						\$ -				6,000		\$ 6,000
6	Administrative Allowance	Admin Costs	8/1/2018	6/30/2019	City of Westminster	Employee salaries and benefits, training, membership dues	All Areas	5,000,000	N	\$ 251,622					125,811	\$ 125,811					125,811	\$ 125,811
7	Ongoing pension & medical obligation	Unfunded Liabilities	11/9/1982	6/30/2018	City of Westminster	Ongoing retirement and health expenses pursuant to employee MOUs	All Areas	1,985,021	N	\$ -						\$ -						\$ -
12	Professional services - bank fees	Professional Services	1/1/2014	6/30/2019	Union Bank, Bank of America, Chandler Asset Management	Bank custody/fees	All Areas	87,000	N	\$ 3,000				1,500		\$ 1,500				1,500		\$ 1,500
13	Professional services - arbitrage and trustee fees	Professional Services	1/1/2014	6/30/2019	Union Bank, Muni Financial	Arbitrage and Trustee fees for bonds	All Areas	141,400	N	\$ 15,000				5,000		\$ 5,000				10,000		\$ 10,000
14	Consulting services - Agency wind down	Professional Services	1/1/2016	6/30/2019	RSG, Inc	Successor Agency wind-down assistance, and consulting services for ongoing obligations	All Areas		Y	\$ -						\$ -						\$ -
22	Repayment of SERAF Loan	SERAF/ERAF	1/1/2014	6/30/2019	Westminster Housing Authority	Repayment of loan made from Agency Housing Fund for the 2009-10 SERAF Payment	All Areas		Y	\$ -						\$ -						\$ -
23	Repayment of SERAF Loan	SERAF/ERAF	1/1/2014	6/30/2019	Westminster Housing Authority	Repayment of loan made from Agency Housing Fund for the 2010-11 SERAF Payment	All Areas		Y	\$ -						\$ -						\$ -
24	Employment Generation Agreement	Business Incentive Agreements	6/9/2010	6/16/2020	Best Buy	Best Buy Stores L.P. 2010-032 - Business and Job Retention	Amendment Area 2	165,000	N	\$ 85,000				42,500		\$ 42,500				42,500		\$ 42,500
46	Litigation Expenses	Litigation	1/1/2014	6/30/2019	Jones & Mayer	Litigation fees and expenses	All Areas	50,000	N	\$ -						\$ -						\$ -
49	Property Disposition	Property Dispositions	1/1/2014	6/30/2019	City of Westminster/Broker/Appraisor as needed	Expenses related to property disposition as required by LRPMP once approved	All Areas		Y	\$ -						\$ -						\$ -
54	Unencumbered Bond Proceeds 2011	Bonds Issued After 12/31/10	7/1/2016	12/31/2016	City of Westminster	Transfer of unencumbered proceeds to City to use in accordance with bond covenants per SB107	Amendment Areas 4,5		N	\$ -						\$ -						\$ -
55	Prefunding Reserve for 2008 T/A Bonds	Reserves	8/1/2016	8/1/2027	Union Bank	Reserve required for 2008 T/A bonds per 2016 bond indenture because 2008 bonds are subordinate. Debt Service is "A" period must be funded in previous "B" period.	All Areas		Y	\$ -						\$ -						\$ -
56	2016 Tax Allocation Refunding Bonds	Refunding Bonds Issued After 6/27/12	8/1/2016	11/1/2045	MUFG Union Bank	Refunding Bonds	Amendment Areas 3,4,5	124,266,575	N	\$ 3,074,950		1,710,875				\$ 1,710,875				1,364,075		\$ 1,364,075
57	2016 Tax Allocation Refunding Bonds Prefunding Reserve	Reserves	8/1/2016	11/1/2045	MUFG Union Bank	Prefunding bond reserve per the 2016 TARB Indenture. Debt Service is "A" period must be funded in previous "B" period.	Amendment Areas 3,4,5	1,719,075	N	\$ 1,719,075						\$ -				1,719,075		\$ 1,719,075
59	2018 Tax Allocation Refunding Bonds	Refunding Bonds Issued After 6/27/12	4/12/2018	8/1/2027	MUFG Union Bank	Refunding Bonds	All Areas	19,068,500	N	\$ 2,126,500		1,777,250				\$ 1,777,250				349,250		\$ 349,250
60	2018 Tax Allocation Refunding Bonds Prefunding Reserve	Reserves	4/12/2018	8/1/2027	MUFG Union Bank	Prefunding bond reserve per the 2018 TARB Indenture. Debt Service is "A" period must be funded in previous "B" period.	All Areas	1,814,250	N	\$ 1,814,250						\$ -				1,814,250		\$ 1,814,250
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Westminster Recognized Obligation Payment Schedule (ROPS 19-20) - Report of Cash Balances
July 1, 2016 through June 30, 2017
(Report Amounts in Whole Dollars)

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
		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	
	ROPS 16-17 Cash Balances (07/01/16 - 06/30/17)						Comments
1	Beginning Available Cash Balance (Actual 07/01/16) RPTTF amount should exclude "A" period distribution amount						
		3,133,425	12,132,413			26,984	
2	Revenue/Income (Actual 06/30/17) RPTTF amount should tie to the ROPS 16-17 total distribution from the County Auditor-Controller						
		66	55,037		64,081	17,076,482	2009 bonds were refunded in 16-17. For simplicity, all interest earned has been categorized in column D
3	Expenditures for ROPS 16-17 Enforceable Obligations (Actual 06/30/17)						
		3,133,457			22,600	13,043,870	
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)						
				3,628,353		3,628,353	
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					
						404,259	
6	Ending Actual Available Cash Balance (06/30/17) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)						
		\$ 34	\$ 12,187,450	\$ (3,628,353)	\$ 41,481	\$ 26,984	

Recognized Obligation Payment Schedule (ROPS 18-19) - Summary
Filed for the July 1, 2018 through June 30, 2019 Period

Successor Agency:

Westminster

County:

Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		18-19A Total (July - December)	18-19B Total (January - June)	ROPS 18-19 Total
A	Enforceable Obligations Funded as Follows (B+C+D):	\$ 3,660,403	\$ -	\$ 3,660,403
B	Bond Proceeds	-	-	-
C	Reserve Balance	3,660,403	-	3,660,403
D	Other Funds	-	-	-
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 5,433,605	\$ 6,938,162	\$ 12,371,767
F	RPTTF	5,263,584	6,768,141	12,031,725
G	Administrative RPTTF	170,021	170,021	340,042
H	Current Period Enforceable Obligations (A+E):	\$ 9,094,008	\$ 6,938,162	\$ 16,032,170

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

Westminster Recognized Obligation Payment Schedule (ROPS 18-19) - ROPS Detail																						
July 1, 2018 through June 30, 2019																						
(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 18-19 Total	18-19A (July - December)					18-19A Total	18-19B (January - June)					18-19B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$ 209,386,820		\$ 16,032,170	\$ -	\$ 3,660,403	\$ -	\$ 5,263,584	\$ 170,021	\$ 9,094,008	\$ -	\$ -	\$ -	\$ 6,768,141	\$ 170,021	\$ 6,938,162
1	2008 T/A Bonds	Bonds Issued On or Before	2/1/2009	8/1/2027	Union Bank	Bonds issued to fund redevelopment	All Areas	23,215,709	N	\$ 2,333,256						\$ 1,954,578						\$ 378,678
3	2011 T/A Bonds - Series A	Bonds Issued After 12/31/10	6/1/2011	11/1/2045	Union Bank	Bonds issued to fund redevelopment activities	Amendment Areas 4,5	42,057,644	N	\$ 1,812,551				1,204,991		\$ 1,204,991						\$ 607,560
5	Continuing Disclosure	Bonds Issued On or Before 12/31/10	8/1/2018	6/30/2019	Fiscal Consultant	Bonds issued to fund redevelopment activities	All Areas	182,000	N	\$ 6,500						\$ -				6,500		\$ 6,500
6	Administrative Allowance	Admin Costs	8/1/2018	6/30/2019	City of Westminster	Employee salaries and benefits, training, membership dues	All Areas	7,000,000	N	\$ 320,042					160,021	\$ 160,021					160,021	\$ 160,021
7	Ongoing pension & medical obligation	Unfunded Liabilities	11/9/1982	6/30/2018	City of Westminster	Ongoing retirement and health expenses pursuant to employee MOUs	All Areas		N													
10	Professional services - legal for projects	Legal	9/28/1990	9/30/2018	Jones & Mayer	Project-based legal assistance	All Areas		Y	\$ -						\$ -						\$ -
12	Professional services - bank fees	Professional Services	1/1/2014	6/30/2019	Union Bank, Bank of America, Chandler Asset Management	Bank custody/fees	All Areas	90,000	N	\$ 3,000				1,500		\$ 1,500				1,500		\$ 1,500
13	Professional services - arbitrage and trustee fees	Professional Services	1/1/2014	6/30/2019	Union Bank, Muni Financial	Arbitrage and Trustee fees for bonds	All Areas	150,000	N	\$ 8,600				4,300		\$ 4,300				4,300		\$ 4,300
14	Consulting services - Agency wind down	Professional Services	1/1/2016	6/30/2019	RSG, Inc	Successor Agency wind-down assistance, and consulting services for ongoing obligations	All Areas	20,000	N	\$ 20,000					10,000	\$ 10,000					10,000	\$ 10,000
22	Repayment of SERAF Loan	SERAF/ERAF	1/1/2014	6/30/2019	Westminster Housing Authority	Repayment of loan made from Agency Housing Fund for the 2009-10 SERAF Payment	All Areas	843,122	N	\$ 843,122				843,122		\$ 843,122						\$ -
23	Repayment of SERAF Loan	SERAF/ERAF	1/1/2014	6/30/2019	Westminster Housing Authority	Repayment of loan made from Agency Housing Fund for the 2010-11 SERAF Payment	All Areas	2,500,496	N	\$ 2,500,496				2,500,496		\$ 2,500,496						\$ -
24	Employment Generation Agreement	Business Incentive Agreements	6/9/2010	6/16/2020	Best Buy	Best Buy Stores L.P. 2010-032 - Business and Job Retention	Amendment Area 2	250,000	N	\$ 85,000				42,500		\$ 42,500				42,500		\$ 42,500
35	Capital Projects	Improvement/Infrastructure	3/10/2011	6/30/2018	Griffin Structures/Sub	Public Improvements - Parks, Streets, Water Systems	All Areas		Y													
46	Litigation Expenses	Litigation	1/1/2014	6/30/2019	Jones & Mayer	Litigation fees and expenses	All Areas	50,000	N	\$ -						\$ -						\$ -
48	Police and Parking Facility	Improvement/Infrastructure	10/13/2010	6/30/2018	Griffin Structures/Sub	Development of Police, Parking, Related Capital Improvements	All Areas		Y	\$ -						\$ -						\$ -
49	Property Disposition	Property Dispositions	1/1/2014	6/30/2019	City of Westminster/Broker/Appraisor as needed	Expenses related to property disposition as required by LRPMP once approved	All Areas	5,000	N	\$ 5,000				5,000		\$ 5,000						\$ -
50	Housing Authority Admin -AB 471	Housing Entity Admin Cost	7/1/2014	6/30/2015	Westminster Housing Authority	Housing Authority as Successor allowance authorized by AB 471			Y													
53	Unencumbered Bond Proceeds 2011	Bonds Issued After 12/31/10	9/23/2015	6/30/2016	City of Westminster	Transfer of unencumbered proceeds to City to use in accordance with bond covenants per SB107			Y													
54	Unencumbered Bond Proceeds 2011	Bonds Issued After 12/31/10	7/1/2016	12/31/2016	City of Westminster	Transfer of unencumbered proceeds to City to use in accordance with bond covenants per SB107	Amendment Areas 4,5		N													
55	Prefunding Reserve for 2008 T/A Bonds	Reserves	8/1/2016	8/1/2027	Union Bank	Reserve required for 2008 T/A bonds per 2016 bond indenture because 2008 bonds are subordinate. Debt Service is "A" period must be funded in previous "B" period.	All Areas	1,983,678	N	\$ 1,983,678						\$ -				1,983,678		\$ 1,983,678
56	2016 Tax Allocation Refunding Bonds	Refunding Bonds Issued After 6/27/12	8/1/2016	11/1/2045	MUFG Union Bank	Refunding Bonds	Amendment Areas 3,4,5	127,343,275	N	\$ 3,076,700		1,705,825				\$ 1,705,825				1,370,875		\$ 1,370,875
57	2016 Tax Allocation Refunding Bonds Prefunding Reserve	Refunding Bonds Issued After 6/27/12	8/1/2016	11/1/2045	MUFG Union Bank	Prefunding bond reserve per the 2016 TARB Indenture. Debt Service is "A" period must be funded in previous "B" period.	Amendment Areas 3,4,5	1,710,875	N	\$ 1,710,875						\$ -				1,710,875		\$ 1,710,875
58	Ongoing pension & medical obligation	Unfunded Liabilities	11/9/1982	6/30/2019	City of Westminster	Ongoing retirement and health expenses pursuant to employee MOUs	All Areas	1,985,021	N	\$ 1,323,350				661,675		\$ 661,675				661,675		\$ 661,675
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Westminster Recognized Obligation Payment Schedule (ROPS 18-19) - Report of Cash Balances
July 1, 2015 through June 30, 2016
(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	I
	Cash Balance Information for ROPS 15-16 Actuals (07/01/15 - 06/30/16)	Fund Sources						Comments
		Bond Proceeds		Reserve Balance		Other	RPTTF	
		Bonds issued on or before 12/31/10	Bonds issued on or after 01/01/11	Prior ROPS period balances and DDR RPTTF balances retained	Prior ROPS RPTTF distributed as reserve for future period(s)	Rent, grants, interest, etc.	Non-Admin and Admin	
1	Beginning Available Cash Balance (Actual 07/01/15)	12,596,702	15,585,780				4,673,442	
2	Revenue/Income (Actual 06/30/16) RPTTF amounts should tie to the ROPS 15-16 total distribution from the County Auditor-Controller during June 2015 and January 2016.	54,445	7,218			49,197	17,681,788	
3	Expenditures for ROPS 15-16 Enforceable Obligations (Actual 06/30/16)	6,792,543	980,370				17,810,609	
4	Retention of Available Cash Balance (Actual 06/30/16) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)						-	
5	ROPS 15-16 RPTTF Balances Remaining	No entry required					(128,821)	RPTTF Income 15-16 less 15-16 expenditures
6	Ending Actual Available Cash Balance (06/30/16) C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 + 5)	\$ 5,858,604	\$ 14,612,628	\$ -	\$ -	\$ 49,197	\$ 4,673,442	Please see notes on notes page.