

HAYWARD SUCCESSOR AGENCY OVERSIGHT BOARD

RESOLUTION NO. 2012-08

RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY FOR THE REDEVELOPMENT AGENCY OF THE CITY OF HAYWARD APPROVING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE AND AN ADMINISTRATIVE BUDGET FOR THE PERIOD JANUARY THROUGH JUNE 2013, MAKING RELATED FINDINGS AND DECLARATIONS AND TAKING RELATED ACTIONS IN CONNECTION THEREWITH

WHEREAS, the California state legislature enacted Assembly Bill x1 26 (the "Dissolution Act") to dissolve redevelopment agencies formed under the Community Redevelopment Law (Health and Safety Code Section 33000 et seq.); and

WHEREAS, on January 10, 2012 and pursuant to Health and Safety Code Section 34173, the City Council of the City of Hayward (the "City Council") declared that the City of Hayward, a charter city (the "City"), would act as successor agency (the "Successor Agency") for the dissolved Redevelopment Agency of the City of Hayward (the "Dissolved RDA") effective February 1, 2012; and

WHEREAS, on February 1, 2012, the RDA was dissolved pursuant to Health and Safety Code Section 34172; and

WHEREAS, the Dissolution Act provides for the appointment of an oversight board (the "Oversight Board") with specific duties to approve certain Successor Agency actions pursuant to Health and Safety Code Section 34180 and to direct the Successor Agency in certain other actions pursuant to Health and Safety Code Section 34181; and

WHEREAS, pursuant to AB 1484 ("AB 1484"), enacted June 27, 2012 to amend various provisions of the Dissolution Act, the Successor Agency is now declared to be a separate legal entity from the City; and

WHEREAS, the Successor Agency staff prepared and, on July 17, 2012, the City Council, acting as the governing board of the Successor Agency, approved the Recognized Obligation Payment Schedules for the period January 1, 2013 through June 30, 2013 (the "Proposed Third ROPS") and the administrative budget of the Successor Agency for the period January 1, 2013 and continuing through June 30, 2013 (the "Proposed Third Administrative Budget"), and by adoption of Resolution No. RSA2012-08, approved the Proposed Third ROPS and the Proposed Third Administrative Budget; and

WHEREAS, under the Dissolution Act, the Proposed Third ROPS and the Proposed Third Administrative Budget must be submitted to Oversight Board for the Oversight Board's approval; and

WHEREAS, in accordance with Health and Safety Code Section 34179.6, the Successor Agency submitted the Proposed Third ROPS and the Proposed Third Administrative Budget to the Alameda County Administrative Officer, the Alameda County Auditor-Controller, and the State Department of Finance; and

WHEREAS, the accompanying staff report provides supporting information upon which the actions set forth in this Resolution are based.

NOW, THEREFORE, BE IT RESOLVED that the Oversight Board hereby finds, resolves, and determines that the foregoing recitals are true and correct, and, together with information provided by the Successor Agency staff and the public, form the basis for the approvals, findings, resolutions, and determinations set forth below.

BE IT FURTHER RESOLVED that, under Health and Safety Code Section 34180(g), the Oversight Board must approve the establishment of the recognized obligation payment schedules of the Successor Agency.

BE IT FURTHER RESOLVED that the Oversight Board hereby approves the Proposed Third ROPS in the form presented to the Oversight Board and attached hereto as Exhibit A (the "Approved Second ROPS"), including the agreements and obligations described in the Approved Third ROPS, and hereby determines that such agreements and obligations constitute "enforceable obligations" and "recognized obligations" for all purposes of the Dissolution Act. In connection with such approval, the Oversight Board makes the specific findings set forth below.

BE IT FURTHER RESOLVED that the Oversight Board has examined the items on the Approved Third ROPS and finds that each of them is necessary for the continued maintenance and preservation of property owned by the Successor Agency until disposition in accordance with the Dissolution Act, the continued administration of the ongoing agreements herein approved by the Oversight Board, or the expeditious wind-down of the affairs of the Dissolved RDA by the Successor Agency.

BE IT FURTHER RESOLVED that the Successor Agency is authorized and directed to enter into any agreements and amendments to agreements necessary to memorialize and implement the agreements and obligations in the Approved Third ROPS and herein approved by the Oversight Board.

BE IT FURTHER RESOLVED that under Health and Safety Code Section 34177(j), the Oversight Board must approve the Administrative Budget for the Successor Agency.

BE IT FURTHER RESOLVED in accordance with the Dissolution Act, the Oversight Board hereby approves the Proposed Third Administrative Budget in the form presented to the Oversight Board and attached hereto as Exhibit B (the "Third Administrative Budget"), and authorizes the Successor Agency to incur costs for the

general administrative activities and functions described in the Third Administrative Budget.

BE IT FURTHER RESOLVED that the Oversight Board finds that the Third Administrative Budget supports a FY 2012-13 Administrative Cost Allowance to the Successor Agency in the minimum authorized amount of \$250,000 for the six-month period of January through June 2013.

BE IT FURTHER RESOLVED that the Oversight Board finds that the Third Administrative Budget supports a partial distribution of the FY 2013 Administrative Cost Allowance to the Successor Agency in the minimum authorized amount of \$125,000.

BE IT FURTHER RESOLVED that the Successor Agency is authorized and directed to enter into any agreements and amendments to agreements necessary to memorialize and implement the agreements and obligations in the approved Third Administrative Budget herein approved by the Oversight Board.

BE IT FURTHER RESOLVED that the Oversight Board hereby authorizes and directs the Successor Agency staff to take all actions necessary under the Dissolution Act to file, post, mail or otherwise deliver via electronic mail, internet posting, and/or hardcopy, all notices and transmittals necessary or convenient in connection with the approval of the Approved Third ROPS and the Approved Third Administrative Budget, and to take any other administrative actions necessary to ensure the validity of the Third ROPS and the validity of any enforceable obligation approved by the Oversight Board in this Resolution. In addition, the Oversight Board authorizes and directs the Successor Agency staff to make such non-substantive revisions to the Approved Third ROPS as may be necessary to submit the Approved Third ROPS in any modified form required by the Department of Finance, and the Approved Third ROPS as modified shall thereupon constitute the Proposed Third ROPS as approved by the Oversight Board pursuant to this Resolution.

BE IT FURTHER RESOLVED that this Resolution shall take effect at the time and in the manner prescribed in Health and Safety Code Section 34179(h).

HAYWARD, CALIFORNIA, August 23, 2012

ADOPTED BY THE FOLLOWING VOTE:

AYES:	6	BOARD MEMBERS:	Sweeney, Chair Armas Brooks Henson Salinas Valle
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NOES:	0	BOARD MEMBERS:	
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ABSTAIN: 0 BOARD MEMBERS:

ABSENT: 0 BOARD MEMBERS:



Chair of the Oversight Board to
the Hayward Successor Agency

Exhibit A

RECOGNIZED OBLIGATION PAYMENT SCHEDULE
Per AB 26/AB 1484 - Section 34169 for Period January - June 2013

Project Name / Debt Obligation	Payee	Description	Source of Funding	Total Outstanding Debt or Obligation	Total Due During Fiscal Year	Payments by month						Total ¹	
						Jan	Feb	Mar	Apr	May	Jun		
1) 2004 Tax Allocation Bonds	Wells Fargo	Bond issue to fund non-housing projects	Real Property Tax Trust Fund (RPTTF)	36,910,000.00	3,398,981.50								
1a) 2004 TAB Admin Fee FY2012	Wells Fargo	Annual administrative fee for bond issuance	TI Fund Balance	Varies every year - cannot estimate total amount	1,800.00			2,446,990.75					\$ 2,446,990.75
1b) 2004 TAB Admin Fee FY2013	Wells Fargo	Annual administrative fee for bond issuance	RPTTF	Varies every year - cannot estimate total amount	1,800.00			1,800.00					\$ 1,800.00
1c) 2004 TAB Admin Fee FY2012	Willdan	Annual administrative fee for bond issuance	TI Fund Balance	Varies every year - cannot estimate total amount	5,175.00			5,175.00					\$ 5,175.00
1d) 2004 TAB Admin Fee FY2013	Willdan	Annual administrative fee for bond issuance	RPTTF	Varies every year - cannot estimate total amount	636,340.00			356,170.00					\$ 356,170.00
2) 2006 Tax Allocation Bonds	Wells Fargo	Bond issue to fund non-housing projects	RPTTF	11,720,000.00	2,000.00			2,000.00					\$ 2,000.00
2a) 2006 TAB Admin Fee FY2012	Wells Fargo	Annual administrative fee for bond issuance	TI Fund Balance	Varies every year - cannot estimate total amount	1,120.00			1,120.00					\$ 1,120.00
2b) 2006 TAB Admin Fee FY2013	Willdan	Annual administrative fee for bond issuance	RPTTF	Varies every year - cannot estimate total amount	1,120.00			1,120.00					\$ 1,120.00
2d) 2006 TAB Admin Fee FY2013	Willdan	Annual administrative fee for bond issuance	RPTTF	Varies every year - cannot estimate total amount	1,120.00			1,120.00					\$ 1,120.00
3) Payment Agreement with City of Hayward	City of Hayward	To fund start-up costs of Hayward Redevelopment Project Area	RPTTF	7,016,422.00	690,000.00			690,000.00					\$ 690,000.00
4) SECAF	Hayward Housing Authority	Loan for SECAF FY10 and FY11 payments	RPTTF	3,976,616.00	2,564,944.96			215,362.40					\$ 2,564,944.96
5) Contract for Restaurant Consulting	Five Star Restaurant	One-on-one restaurant consulting/retail attraction	TI Fund Balance	14,287.50	3,787.50			3,787.50					\$ 3,787.50
6) Footbill Facade Loans	Multiple Property Owners	Matching loan funds for property owners along Postall Blvd for facade improvement program	TI Fund Balance	1,108,000.00	1,108,000.00								\$ 1,108,000.00
8a) Footbill Facade Loan Project Delivery Costs (Staff Costs/Legal Fees)	Successor Agency Employees of Agency	Project Delivery Costs to Implement Footbill Facade Loan Project	RPTTF	24,432.00	24,432.00			4,072.00					\$ 24,432.00
10) Employee Leave Liability	Liability Fund	Leave balance for full-time fund deposit for employees/leave costs	RPTTF	48,175.00	48,175.00			4,072.00					\$ 48,175.00
11) PERS Liability	Liability Fund	Liability Fund deposit for Agency employees	RPTTF	666,235.40	666,235.40								\$ 666,235.40
12) JPEB Liability	Liability Fund	Liability Fund deposit for Agency employees	RPTTF	177,227.20	177,227.20								\$ 177,227.20
13) Agency insurance costs	City of Hayward	Liability insurance	RPTTF	54,042.00	54,042.00			4,503.50					\$ 4,503.50
16) Contract for Mission Blvd Specific Plan	Hall Alimiana, Inc./Lamphear Gregory	Consultant to prepare specific plan for Mission Blvd corridor	TI Fund Balance	213,649.44	182,412.00			15,201.00					\$ 15,201.00
22) Successor Agency Admin Allowance	City of Hayward	Per ABX126 to cover administrative costs of Successor Agency	RPTTF	250,000.00	250,000.00			20,833.33					\$ 20,833.33
23) Contract for Security Services	ABC Security Services	Security Patrol Services for Cinema Place garage	RPTTF	68,000.00	68,000.00			5,666.67					\$ 5,666.67
24) Contract for Security Alarm	ADT Security Services	Alarm Service for Cinema Place garage	RPTTF	2,100.00	2,100.00			175.00					\$ 175.00
25) Contract for Elevator Maint and Repair	Mitsubishi Electric Montgomery Sweeping Service	Cinema Place Elevator	RPTTF	7,000.00	7,000.00			583.33					\$ 583.33
26) Contract for Sweeping	PGE	Cinema Place Garage Sweeping	RPTTF	12,000.00	12,000.00			1,000.00					\$ 1,000.00
27) Utilities	City of Hayward	Cinema Place Garage Utilities	RPTTF	28,000.00	28,000.00			2,333.33					\$ 2,333.33
28) Utilities	City of Hayward	Cinema Place Water Utilities	RPTTF	500.00	500.00			41.67					\$ 41.67
29) Contract for Env Remediation Work	AEDIS Architecture & Planning	Burbank School Env. Remediation Work	TI Fund Balance	6,504.54	6,504.54								\$ 6,504.54
30) Contract for Env Remediation Work	TRC	Burbank School Env. Remediation Work	TI Fund Balance	20,000.00	15,626.87								\$ 15,626.87
37) Contract for Env Remediation	TRC	Residual Burbank Site - Removal Action Work (\$72,882.77)	RPTTF (\$255,729)	328,610.00	328,610.00			85,242.67					\$ 85,242.67
38) Project Delivery Costs - Burbank Agency	City of Hayward (Successor Agency)	Finalize negotiation and execution of Purchase and Sale Agreement - staff project mgmt costs/legal fees	RPTTF	18,863.00	18,863.00			4,643.83					\$ 4,643.83
39) Property Disposition Costs - former Agency-held properties	City of Hayward (Successor Agency)	Staff project mgmt costs, legal fees, property mgmt costs, appraisal costs, other associated costs for property disposition	RPTTF	128,550.00	128,550.00			10,715.00					\$ 10,715.00
40) Contract for Env Remediation	AEMC Geomatrix, Inc	Env Remediation - Cinema Place	TI Fund Balance	193,075.06	103,255.06			8,635.42					\$ 8,635.42
42) Contract for Financial Analysis	Korner Marston	Financial Analysis	TI Fund Balance	20,000.00	7,720.83								\$ 7,720.83
46) Contract for Water Testing	SMPCB	Water testing at Cinema Place - monitoring of sewer testing at Cinema Place	TI Fund Balance	4,999.94	4,999.94								\$ 4,999.94
50) AB1484 Audit Expenses	TBD	Audit required by AB1484	TI Fund Balance	15,000.00	15,000.00								\$ 15,000.00
51) Oversight Board Legal Counsel	TBD	Per Oversight Board request, funds to pay for outside legal counsel	TI Fund Balance	50,000.00	50,000.00			5,000.00					\$ 5,000.00
Cinema Place Maintenance Expense	Blake Hunt Ventures	Reimbursement of overpaid funds on deposit for annual maintenance expenses to holder of Cinema Place ground lease	TI Fund Balance	Varies every year depending on actual maintenance expenses - cannot estimate total amount	6,300.00								\$ 6,300.00
52) Replacement													\$ -
Cinema Place Maintenance Reserve FY12 Payment	City of Hayward (Successor Agency)	Per requirements of Ground Lease, annual payment into capital maintenance reserve for Cinema Place plating structure until 2042	TI Fund Balance	92,132.00	2,972.00								\$ 2,972.00

Exhibit B

Administrative Allowance Budget

EXHIBIT B

January - June 2013

Successor Agency Administrative Allowance January - June 2013 Budget
(Based on \$125,000 - 6 month allocation)

Salaries and Benefits	\$125,000
	(\$66,166)
Balance Remaining	\$58,834
Legal Expenses	(\$20,000)
Supplies and Services	(\$38,834)
Balance Remaining	\$0