

HAYWARD SUCCESSOR AGENCY OVERSIGHT BOARD

RESOLUTION NO. 2014-02

A RESOLUTION OF THE OVERSIGHT BOARD FOR THE HAYWARD SUCCESSOR AGENCY, APPROVING THE REPAYMENT SCHEDULE FOR THE SUPPLEMENTAL EDUCATIONAL REVENUE AUGMENTATION FUND (“SERAF”) LOAN, AND DIRECTING THE CITY MANAGER TO TAKE ALL ACTIONS NECESSARY TO EFFECTUATE REQUIREMENTS ASSOCIATED WITH THIS APPROVAL

WHEREAS, pursuant to ABx1 26 (as amended by AB 1484, the “Dissolution Statutes”), the separate legal entity known as the Hayward Successor Agency (the “Successor Agency”) must prepare “Recognized Obligation Payment Schedules” (“ROPSs”) that enumerate the enforceable obligations and expenses of the Successor Agency for each successive six-month fiscal period until the wind down and disposition of assets of the dissolved Redevelopment Agency of the City of Hayward (the “Dissolved RDA”) has been completed; and

WHEREAS, the Housing Authority of the City of Hayward (the “Housing Authority”) assumed the housing functions of the dissolved RDA pursuant to Health and Safety Code Section 34176(b)(2); and

WHEREAS, Assembly Bill x4 26, effective October 22, 2009, required all redevelopment agencies in the State of California to make proportionate payments of tax increment revenues totaling \$1,700,000,000 to county Supplemental Educational Revenue Augmentation Funds (“SERAF”) during the 2009-2010 fiscal year and an additional \$350,000,000 during the 2010-2011 fiscal year; and

WHEREAS, as allowed under Sections 33690 and 33690.5 of the Redevelopment Law, the Dissolved RDA borrowed Three Million Eight Hundred Seventy Six Thousand Five Hundred Sixteen Dollars (\$3,876,516) (the “SERAF Loan”) from the Dissolved RDA’s Low and Moderate Income Housing Fund to enable the Dissolved RDA to meet its proportionate SERAF obligations during the 2009/10 and 2010/11 fiscal years; and

WHEREAS, the SERAF Loan constitutes indebtedness of the Dissolved RDA and constitutes an enforceable obligation pursuant to Health and Safety Code Section 34171(d)(1)(G) as an amount borrowed from the Low and Moderate Income Housing Fund of the Dissolved RDA; and

WHEREAS, the Successor Agency is obligated to repay the full amount of the SERAF Loan pursuant to the terms of Health and Safety Code Sections 34171(d)(1)(G) and the full amount of the SERAF Loan must be deposited into the Low and Moderate Income Housing Asset Trust Fund of the Housing Authority of the City of Hayward pursuant to Health and Safety Code Sections 34176(d) and 34176(e)(3); and

WHEREAS, under Health and Safety Code Section 34171(d)(1)(G), the Oversight Board must approve the repayment schedule for the SERAF Loan; and

WHEREAS, the Successor Agency staff prepared a loan repayment schedule for the SERAF Loan which conforms with the statutory formula set forth in Health and Safety Code Section 34176(e)(6)(B) (the "SERAF Loan Repayment Schedule") copies of which are attached to this Resolution and placed on file with the City Clerk (acting as the Secretary of the Successor Agency); and

WHEREAS, the ROPS 14-15A submitted by the Successor Agency to the Oversight Board for the Oversight Board's approval in accordance with Health and Safety Code Sections 34177 and 34180(g) includes a repayment of the SERAF Loan pursuant to the SERAF Loan Repayment Schedule; 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 the Oversight Board, pursuant to Health and Safety Code Section 34171(d)(1)(G), hereby approves the SERAF Loan Repayment Schedule, in the form on file with the City Clerk, and hereby determines that the SERAF Loan constitutes an "enforceable obligation" and a "recognized obligation" for all purposes of the Dissolution Statutes. 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 SERAF Loan Repayment Schedule and finds that repayments are consistent with the statutory formula set forth in Health and Safety Code Section 34176(e)(6)(B), as such may be modified based on actual distributions made to affected taxing entities pursuant to Health and Safety Code Section 34183(a)(4) each fiscal year.

BE IT FURTHER RESOLVED that the Oversight Board hereby authorizes and directs Successor Agency staff, to take all administrative actions necessary under the Dissolution Statutes, 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 SERAF Loan Repayment Schedule, and to take any other actions necessary to ensure the validity of the SERAF Loan Repayment Schedule and the validity of any repayment listed thereon. In addition, the Oversight Board authorizes and directs the Successor Agency staff to list the SERAF Loan as an enforceable obligation on the Successor Agency ROPSs and orders the repayments of the SERAF Loan be paid to the Housing Authority upon approval of a ROPSs and receipt by the Successor Agency of distributions pursuant to Health and Safety Code Section 34183.

BE IT FURTHER RESOLVED that the Oversight Board hereby authorizes and directs the City Manager, acting on behalf of the Successor Agency, to execute the documents and instruments as are appropriate, in consultation with the City Attorney, acting in the capacity of counsel to the Successor Agency, to effectuate and implement the terms of 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, February 28, 2014

ADOPTED BY THE FOLLOWING VOTE:

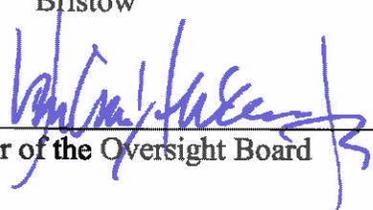
AYES: BOARD MEMBERS: Sweeney, Henson, Hodges, Salinas,  
Taylor, Valle

NOES: BOARD MEMBERS:

ABSTAIN: BOARD MEMBERS:

ABSENT: BOARD MEMBERS: Bristow

ATTEST:

  
Chair of the Oversight Board

## SERAF LOAN REPAYMENT SCHEDULE

### 1. Summary of Statutory Formula:

The maximum repayment amount authorized each fiscal year for repayments shall equal to one-half of the increase between residual distributions during a fiscal year and the amount of residual distributions to taxing entities during the FY 2012-13 base year.

FY 2012-13 Base Year §34183(a)(4) Residual Distribution: \$949,521

**Maximum Repayment= .5 x (FY\_\_ Distribution - FY 2012/13 Residual Distribution)**

	Outstanding Obligation	Actual/Estimated Residual Distribution	Maximum Repayment Amount	June 1 Distribution	January 2 Distribution
FY 2014/15	\$3,876,516	\$5,228,939	\$2,139,709	\$1,069,854	\$1,069,855
FY 2015/16	\$1,736,807	\$3,814,628	\$1,432,554	\$716,276	\$716,276
FY 2016/17	\$304,253	\$3,927,232	\$1,488,856	\$304,253	\$ -

**Recognized Obligation Payment Schedule (ROPS 14-15A) - Summary**  
 Filed for the July 1, 2014 through December 31, 2014 Period

Name of Successor Agency: Hayward  
 Name of County: Alameda

<u>Current Period Requested Funding for Outstanding Debt or Obligation</u>		<u>Six-Month Total</u>
<b>Enforceable Obligations Funded with Non-Redevelopment Property Tax Trust Fund (RPTTF) Funding Sources (B+C+D):</b>		
A	Bond Proceeds Funding (ROPS Detail)	\$ -
B	Reserve Balance Funding (ROPS Detail)	-
C	Other Funding (ROPS Detail)	-
D		-
E	<b>Enforceable Obligations Funded with RPTTF Funding (F+G):</b>	<b>\$ 2,607,193</b>
F	Non-Administrative Costs (ROPS Detail)	2,482,193
G	Administrative Costs (ROPS Detail)	125,000
H	<b>Current Period Enforceable Obligations (A+E):</b>	<b>\$ 2,607,193</b>

<u>Successor Agency Self-Reported Prior Period Adjustment to Current Period RPTTF Requested Funding</u>		
I	Enforceable Obligations funded with RPTTF (E):	2,607,193
J	Less Prior Period Adjustment (Report of Prior Period Adjustments Column S)	(86,190)
K	<b>Adjusted Current Period RPTTF Requested Funding (I-J)</b>	<b>\$ 2,521,003</b>

<u>County Auditor Controller Reported Prior Period Adjustment to Current Period RPTTF Requested Funding</u>		
L	Enforceable Obligations funded with RPTTF (E):	2,607,193
M	Less Prior Period Adjustment (Report of Prior Period Adjustments Column AA)	-
N	<b>Adjusted Current Period RPTTF Requested Funding (L-M)</b>	<b>2,607,193</b>

Certification of Oversight Board Chairman:  
 Pursuant to Section 34177(m) 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 agency.

_____	_____
Name	Title
____/____	____/____
Signature	Date

ITEM 2 - ATTACHMENT III

Recognized Obligation Payment Schedule (ROPS) 14-15A - ROPS Detail  
 July 1, 2014 through December 31, 2014  
 (Report Amounts in Whole Dollars)

A	B	C	D	E	F	G	H	I	J	K, L, M, N, O					P
										Funding Source					
										Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)					
										Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	
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						
								\$ 3,876,516							\$ 2,607,193
1	2004 Tax Allocation Bonds	Bonds Issued On or Before 12/31/10	6/1/2004	5/1/2034	Wells Fargo	Bond issue to fund non-housing projects	Hayward Downtown		N				\$ 851,791		\$ 851,791
6	2006 Tax Allocation Bonds	Bonds Issued On or Before 12/31/10	6/1/2006	6/1/2036	Wells Fargo	Bond issue to fund non-housing projects	Hayward Downtown		N				\$ 275,003		\$ 275,003
41	Repayment Agreement with City of Hayward	City/County Loans On or Before 6/27/11	9/23/1975	1/1/2050	City of Hayward	To fund start-up costs of Hayward Redevelopment Project Area	Hayward Downtown		Y						
42	SERAF	SERAF/ERAF	8/3/2011	1/1/2050	Hayward Housing Authority	Loan for SERAF FY10 and FY11 payments	Hayward Downtown		Y						
14	Foothill Façade Loans	Improvement/Infrastructure	3/9/2011	1/1/2050	Multiple Property Owners	Matching loan funds for property owners along Foothill Blvd for façade improvement program	Hayward Downtown		N						\$ -
16	Foothill Façade Loan Project Delivery Costs (Staff Costs/Legal Fees)	Project Management Costs	1/1/2014	6/30/2014	Successor Agency	Project Delivery Costs to Implement Foothill Façade Loan Project	Hayward Downtown		N				\$ 6,051		\$ 6,051
20	Contract for Mission Blvd Specific Plan	Professional Services	11/17/2009	5/31/2013	Hell Alminana, Inc/Lamphear Gregory	Consultant to prepare specific plan for Mission Blvd corridor	Hayward Downtown		N						\$ -
21	Successor Agency Admin Allowance	Admin Costs	2/1/2012	1/1/2050	City of Hayward	Per ABX126, to cover administrative costs of Successor Agency	Hayward Downtown		N					\$ 125,000	\$ 125,000
23	Contract for Security Alarm	Property Maintenance	7/11/2012	1/1/2050	ADT Security Services	Alarm Service for Cinema Place garage	Hayward Downtown		N				\$ 1,066		\$ 1,066
26	Contract for Elevator Maint and Repair	Property Maintenance	7/11/2012	1/1/2050	Mitsubishi Electric	Cinema Place Elevator	Hayward Downtown		N				\$ 3,900		\$ 3,900
27	Contract for Sweeping	Property Maintenance	7/11/2012	1/1/2050	Montgomery Sweeping Service	Cinema Place Garage Sweeping	Hayward Downtown		N				\$ 6,200		\$ 6,200
29	Utilities	Property Maintenance	7/11/2012	1/1/2050	PGE	Cinema Place Garage Utilities	Hayward Downtown		N				\$ 13,260		\$ 13,260
31	Utilities	Property Maintenance	7/11/2012	1/1/2050	City of Hayward	Cinema Place Water Utilities	Hayward Downtown		N				\$ 416		\$ 416
35	Contract for Env Remediation Work	Remediation	9/5/2011	9/9/2013	TRC	Residual Burbank Site - Removal Action Work	Hayward Downtown		N						\$ -
36	Project Delivery Costs - Burbank Residual Site	Project Management Costs	1/1/2014	6/30/2014	City of Hayward (Successor Agency)	Finalize negotiation and execution of Purchase and Sale Agreement - staff project mgmt costs/legal fees	Hayward Downtown		N				\$ 3,604		\$ 3,604
37	Property Disposition Costs - former Agency-held properties	Property Dispositions	1/1/2014	6/30/2014	City of Hayward (Successor Agency)	Staff project mgmt costs; legal fees; property mgmt costs; appraisal costs; other associated costs for property disposition	Hayward Downtown		N				\$ 65,348		\$ 65,348
38	Contract for Env Remediation	Remediation	6/25/2009	8/30/2012	AMEC Geomatrix Inc	Env Remediation - Cinema Place	Hayward Downtown		N						\$ -
40	Contract for Water Tasting	Remediation	6/15/2012	1/1/2050	SWRCB	Water testing at Cinema Place - monitoring of site	Hayward Downtown		N						\$ -
46	2004 TAB Admin Fee FY 2014	Fees	6/4/2004	6/4/2034	Wells Fargo	Annual administrative fee for bond-issuance	Hayward Downtown		Y						\$ -
47	2004 TAB Admin Fee FY 2014	Fees	6/4/2004	6/4/2034	Wells Fargo	Annual administrative fee for bond-issuance	Hayward Downtown		Y						\$ -
48	Repayment Agreement with City of Hayward	City/County Loans On or Before 6/27/11	9/23/1975	1/1/2050	City of Hayward	To fund start-up costs of Hayward Redevelopment Project Area	Hayward Downtown		N						\$ -
49	SERAF	SERAF/ERAF	8/3/2011	1/1/2050	Hayward Housing Authority	Loan for SERAF FY10 and FY11 payments	Hayward Downtown	\$ 3,876,516	N				\$ 1,069,856		\$ 1,069,856
50	Contract for Environmental Remediation (New Burbank School site)	Remediation	1/1/2014	6/30/2014	TRC	Payment for removal of environmental monitoring wells following DTSC clearance on new Burbank Elementary School site	Hayward Downtown		N				\$ 9,000		\$ 9,000
51	2008 TAB Admin Fee FY 2014	Fees	6/4/2008	6/4/2038	Wells Fargo	Annual administrative fee for bond-issuance	Hayward Downtown		Y						\$ -
52	2008 TAB Admin Fee FY 2014	Fees	6/4/2008	6/4/2038	Wells Fargo	Annual administrative fee for bond-issuance	Hayward Downtown		Y						\$ -

Recognized Obligation Payment Schedule (ROPS) 14-15A - ROPS Detail July 1, 2014 through December 31, 2014 (Report Amounts In Whole Dollars)															
A	B	C	D	E	F	G	H	I	J	K, L, M, N, O					P
										Funding Source					
										Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)		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	Refired	Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	Six-Month Total
53	Environmental Monitoring Expenses	Remediation	1/1/2014	6/30/2014	DTSC	Regulatory monitoring fee associated with clean up work at new Burbank School construction	Hayward Downtown		N						\$
55	South Hayward BART Project Management Expenses	Project Management Costs	1/1/2014	6/30/2014	John DeClercq	Project Delivery Costs to Implement South Hayward BART Transit Oriented Development Project	Hayward Downtown		N						\$
56	South Hayward BART Project Management Expenses	Legal	1/1/2014	6/30/2014	Goldfarb Lipman	Project Delivery Costs to Implement South Hayward BART Transit Oriented Development Project	Hayward Downtown		N						\$
57	South Hayward BART Project Management Expenses	Project Management Costs	1/1/2014	6/30/2014	City of Hayward (Housing Authority)	Project Delivery Costs to Implement South Hayward BART Transit Oriented Development Project	Hayward Downtown		N						\$
58	Tennyson Preservation Maintenance	Property Maintenance	1/1/2014	6/30/2014	Tennyson Preservation Limited Partnership	Original loan agreement set aside \$300,000 for future capital maintenance expenses	Hayward Downtown		N						\$
59	Cinema Place Pressure Washing	Property Maintenance	1/1/2014	6/30/2014	Webco	Unanticipated maintenance expense at Cinema Place parking garage	Hayward Downtown		N						\$
60	2004 TAB Admin Fee FY 2015	Fees	5/1/2004	5/1/2034	Wells Fargo	Annual administrative fee for bond issuance	Hayward Downtown		N				2,000		\$ 2,000
61	2004 TAB Admin Fee FY 2015	Fees	5/1/2004	5/1/2034	Willdan	Annual administrative fee for bond issuance	Hayward Downtown		N				3,000		\$ 3,000
62	2006 TAB Admin Fee FY 2015	Fees	6/1/2006	6/1/2036	Wells Fargo	Annual administrative fee for bond issuance	Hayward Downtown		N				1,800		\$ 1,800
63	2006 TAB Admin Fee FY 2015	Fees	8/1/2006	6/1/2036	Willdan	Annual administrative fee for bond issuance	Hayward Downtown		N				700		\$ 700
64	Housing Authority Administrative Cost Allowance (Per AB 471)	Admin Costs	2/18/2014	7/1/2018	City of Hayward Housing Authority	Administrative Cost allowance for Housing Authority pursuant to AB 471	Hayward Downtown		N				150,000		\$ 150,000
															\$
															\$

**Recognized Obligation Payment Schedule (ROPS) 14-15A - Report of Cash Balances**  
(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	I	
		<b>Fund Sources</b>							
		<b>Bond Proceeds</b>		<b>Reserve Balance</b>		<b>Other</b>	<b>RPTTF</b>		
<b>Cash Balance Information by ROPS Period</b>		Bonds Issued on or before 12/31/10	Bonds Issued on or after 01/01/11	Prior ROPS period balances and DDR balances retained	Prior ROPS RPTTF distributed as reserve for next bond payment	Rent, Grants, Interest, Etc.	Non-Admin and Admin	<b>Comments</b>	
<b>ROPS 13-14A Actuals (07/01/13 - 12/31/13)</b>									
1	<b>Beginning Available Cash Balance (Actual 07/01/13)</b> Note that for the RPTTF, 1 + 2 should tie to columns J and O in the Report of Prior Period Adjustments (PPAs)			1,842,912			2,308,884		
2	<b>Revenue/Income (Actual 12/31/13)</b> Note that the RPTTF amounts should tie to the ROPS 13-14A distribution from the County Auditor-Controller during June 2013					340,254			
3	<b>Expenditures for ROPS 13-14A Enforceable Obligations (Actual 12/31/13)</b> Note that for the RPTTF, 3 + 4 should tie to columns L and Q in the Report of PPAs						2,222,728		
4	<b>Retention of Available Cash Balance (Actual 12/31/13)</b> Note that the RPTTF amount should only include the retention of reserves for debt service approved in ROPS 13-14A								
5	<b>ROPS 13-14A RPTTF Prior Period Adjustment</b> Note that the RPTTF amount should tie to column S in the Report of PPAs.	No entry required						86,190	
6	<b>Ending Actual Available Cash Balance</b> C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 - 5)	\$ -	\$ -	\$ 1,842,912	\$ -	\$ 340,254	\$ (34)		
<b>ROPS 13-14B Estimate (01/01/14 - 06/30/14)</b>									
7	<b>Beginning Available Cash Balance (Actual 01/01/14)</b> (C, D, E, G = 4 + 6, F = H4 + F4 + F6, and H = 5 + 6)	\$ -	\$ -	\$ 1,842,912	\$ -	\$ 340,254	\$ 86,156		
8	<b>Revenue/Income (Estimate 06/30/14)</b> Note that the RPTTF amounts should tie to the ROPS 13-14B distribution from the County Auditor-Controller during January 2014						3,190,891		
9	<b>Expenditures for 13-14B Enforceable Obligations (Estimate 06/30/14)</b>						3,274,269		
10	<b>Retention of Available Cash Balance (Estimate 06/30/14)</b> Note that the RPTTF amounts may include the retention of reserves for debt service approved in ROPS 13-14B								
11	<b>Ending Estimated Available Cash Balance (7 + 8 - 9 - 10)</b>	\$ -	\$ -	\$ 1,842,912	\$ -	\$ 340,254	\$ 2,578		

Recognized Obligation Payment Schedule (ROPS) 14-15A - Report of Prior Period Adjustments  
 Reported for the ROPS 13-14A (July 1, 2013 through December 31, 2013) Period Pursuant to Health and Safety Code (HSC) section 34186 (a)  
 (Report Amounts in Whole Dollars)

ROPS 13-14A Successor Agency (SA) Self-reported Prior Period Adjustments (PPA): Pursuant to HSC Section 34186 (a), SAs are required to report the differences between their actual available funding and their actual expenditures for the ROPS 13-14A (July through December 2013) period. The amount of Redevelopment Property Tax Trust Fund (RPTTF) approved for the ROPS 14-15A (July through December 2014) period will be offset by the SA's self-reported ROPS 13-14A prior period adjustment. HSC Section 34166 (a) also specifies that the prior period adjustments self-reported by SAs are subject to audit by the county auditor-controller (CAC) and the State Controller.

A	B	Non-RPTTF Expenditures								RPTTF Expenditures								S	T																
		C		D		E		F		G		H		I		J				K		L		M		N		O		P		Q		R	
		Authorized	Actual	Authorized	Actual	Authorized	Actual	Authorized	Actual	Authorized	Actual	Authorized	Actual	Authorized	Actual	Authorized	Actual			Authorized	Actual	Authorized	Actual	Authorized	Actual	Authorized	Actual	Authorized	Actual	Authorized	Actual	Authorized	Actual		
	Project Name / Debt Obligation									Available RPTTF (ROPS 13-14A distributed + all other available as of 07/1/13)	Net Leaser of Authorized / Available			Difference (If K is less than L, the difference is zero)		Available RPTTF (ROPS 13-14A distributed + all other available as of 07/1/13)	Net Leaser of Authorized / Available			Difference (If total actual exceeds total authorized, the total difference is zero)	Net Difference (M+R)	SA Comments													
1	2004 Tax Allocation Bonds	\$ -	\$ -	\$ 1,139,899	\$ 84,252	\$ -	\$ -	\$ 2,183,864	\$ 857,678	\$ 2,183,864	\$ 2,183,864	\$ 2,087,740	\$ 86,124	\$ -	\$ 125,000	\$ 125,000	\$ 125,000	\$ -	\$ 124,869	\$ 12	\$ 86,190														
2	2004 TAB Admin Fee FY2012	-	-	-	-	-	-	-	-	\$ -	\$ -	\$ -	\$ -	\$ -							\$ -														
3	2004 TAB Admin Fee FY2013	-	-	-	-	-	-	-	-	\$ -	\$ -	\$ -	\$ -	\$ -							\$ -														
4	2004 TAB Admin Fee FY2012	-	-	-	-	-	-	-	-	\$ -	\$ -	\$ -	\$ -	\$ -							\$ -														
5	2004 TAB Admin Fee FY2013	-	-	-	-	-	-	-	-	\$ -	\$ -	\$ -	\$ -	\$ -							\$ -														
6	2008 Tax Allocation Bonds	-	-	-	-	-	-	276,650	276,650	\$ 276,650	\$ 276,650	\$ 276,650	\$ -	\$ -							\$ -														
7	2006 TAB Admin Fee FY2012	-	-	-	-	-	-	-	-	\$ -	\$ -	\$ -	\$ -	\$ -							\$ -														
8	2006 TAB Admin Fee FY2013	-	-	-	-	-	-	-	-	\$ -	\$ -	\$ -	\$ -	\$ -							\$ -														
9	2008 TAB Admin Fee FY2012	-	-	-	-	-	-	-	-	\$ -	\$ -	\$ -	\$ -	\$ -							\$ -														
10	2008 TAB Admin Fee FY2013	-	-	-	-	-	-	-	-	\$ -	\$ -	\$ -	\$ -	\$ -							\$ -														
11	Repayment Agreement with City of Hayward	-	-	-	-	-	-	-	-	\$ -	\$ -	\$ -	\$ -	\$ -							\$ -														
12	SERAP	-	-	-	-	-	-	-	-	\$ -	\$ -	\$ -	\$ -	\$ -							\$ -														
13	Contract for Restaurant Consulting	-	-	3,798	-	-	-	-	-	\$ -	\$ -	\$ -	\$ -	\$ -							\$ -														
14	Footfall Facade Litene	-	-	885,650	-	-	-	-	-	\$ -	\$ -	\$ -	\$ -	\$ -							\$ -														
15	Footfall Facade Loan Project Delivery Costs (Staff Costs/Legal Fees)	-	-	-	-	-	-	7,551	7,551	\$ 7,551	\$ 7,551	\$ 7,551	\$ 13	\$ -							\$ -	13													
16	Employee Leave Liability	-	-	-	-	-	-	-	-	\$ -	\$ -	\$ -	\$ -	\$ -							\$ -														
17	PERB Liability	-	-	-	-	-	-	868,235	868,235	\$ 868,235	\$ 868,235	\$ 868,235	\$ -	\$ -							\$ -														
18	OPRB Liability	-	-	-	-	-	-	177,227	177,227	\$ 177,227	\$ 177,227	\$ 177,227	\$ -	\$ -							\$ -														
19	Agency Insurance costs	-	-	-	-	-	-	-	-	\$ -	\$ -	\$ -	\$ -	\$ -							\$ -														
20	Contract for Mission Blvd Specific Plan	-	-	61,929	19,269	-	-	-	-	\$ -	\$ -	\$ -	\$ -	\$ -							\$ -														
21	Successor Agency Admin Allowance	-	-	-	-	-	-	-	-	\$ -	\$ -	\$ -	\$ -	\$ -	125,000	125,000	\$ 125,000	\$ -	124,869	\$ 12	\$ 12														
22	Contract for Security Services	-	-	-	-	-	-	-	-	\$ -	\$ -	\$ -	\$ -	\$ -							\$ -														
23	Contract for Security Alarm	-	-	-	-	-	-	1,025	1,025	\$ 1,025	\$ 1,025	\$ 1,025	\$ -	\$ 1,025							\$ -	1,025													
24	Contract for Security Alarm	-	-	-	-	-	-	-	-	\$ -	\$ -	\$ -	\$ -	\$ -							\$ -														

ITEM 2 - ATTACHMENT III

Recognized Obligation Payment Schedule (ROPS) 14-15A - Report of Prior Period Adjustments  
 Reported for the ROPS 13-14A (July 1, 2013 through December 31, 2013) Period Pursuant to Health and Safety Code (HSC) section 34186 (a)  
 (Report Amounts in Whole Dollars)

ROPS 13-14A Successor Agency (SA) Self-reported Prior Period Adjustments (PPA): Pursuant to HSC Section 34186 (a), SAs are required to report the differences between their actual available funding and their actual expenditures for the ROPS 13-14A (July through December 2013) period. The amount of Redevelopment Property Tax Trust Fund (RPTTF) approved for the ROPS 14-15A (July through December 2014) period will be offset by the SA's self-reported ROPS 13-14A prior period adjustment. HSC Section 34188 (a) also specifies that the prior period adjustments self-reported by SAs are subject to audit by the county auditor-controller (CAC) and the State Controller.

A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R	S	T	
Item #	Project Name / Debt Obligation	Non-RPTTF Expenditures								RPTTF Expenditures								Net SA Non-Admin and Admin PPA (Amount Used to Offset ROPS 14-15A Requested RPTTF)	SA Comments	
		Bond Proceeds		Reserve Balance		Other Funds		Non-Admin				Admin								
		Authorized	Actual	Authorized	Actual	Authorized	Actual	Authorized	Available RPTTF (ROPS 13-14A distributed + all other available as of 07/1/13)	Net Lesser of Authorized / Available	Actual	Difference (if K is less than L, the difference is zero)	Authorized	Available RPTTF (ROPS 13-14A distributed + all other available as of 07/1/13)	Net Lesser of Authorized / Available	Actual	Difference (if total actual exceeds total authorized, the total difference is zero)			Net Difference (M+R)
25	Contract for Elevator Maint and Repair	\$ -	\$ -	\$ 1,139,998	\$ 54,262	\$ -	\$ -	\$ 2,183,884	\$ 2,183,884	\$ 2,183,884	\$ 2,097,740	\$ 86,178	\$ 125,000	\$ 126,000	\$ 125,000	\$ 124,908	\$ 12	\$ 58,190		
26	Contract for Elevator Maint and Repair	-	-	-	-	-	-	-	3,750	3,750	-	-	-	-	-	-	-	3,750		
27	Contract for Sweeping	-	-	-	-	-	-	6,000	6,000	5,000	1,170	3,830	-	-	-	-	-	5,830		
28	Contract for Sweeping	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
29	Utilities	-	-	-	-	-	-	12,750	12,750	10,750	3,826	6,924	-	-	-	-	-	8,924		
30	Utilities	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
31	Utilities	-	-	-	-	-	-	400	400	400	319	81	-	-	-	-	-	81		
32	Utilities	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
33	Contract for Env Remediation Work	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
34	Contract for Env Remediation Work	-	-	15,827	-	-	-	-	-	-	3	-	-	-	-	-	-	-		
36	Contract for Env Remediation Work	-	-	286,483	14,742	-	-	-	-	-	-	-	-	-	-	-	-	-		
38	Project Delivery Costs - Burbank Residual Site	-	-	-	-	-	-	1,500	1,500	1,500	1,489	11	-	-	-	-	-	11		
37	Property Disposition Costs - former Agency-held properties	-	-	-	-	-	-	89,355	89,355	89,355	74,891	24,364	-	-	-	-	-	24,364		
38	Contract for Env Remediation	-	-	91,436	20,220	-	-	-	-	-	-	-	-	-	-	-	-	-		
38	Contract for Financial Analysis	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
40	Contract for Water Testing	-	-	-	-	-	-	5,000	5,000	5,000	5,000	-	-	-	-	-	-	5,000		
41	AB1484 Audit Expenses	-	-	20,000	-	-	-	20,000	20,000	20,000	20,000	-	-	-	-	-	-	20,000		
42	Oversight Board Legal Counsel	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
43	Cinema Place Maintenance Expense Repayment	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
44	Cinema Place Maintenance Reserve FY12 Payment	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
45	Cinema Place Maintenance Reserve FY13 Payment	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
46	2004 TAB Admin Fee FY 2014	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		

Recognized Obligation Payment Schedule (ROPS) 14-15A - Report of Prior Period Adjustments  
 Reported for the ROPS 13-14A (July 1, 2013 through December 31, 2013) Period Pursuant to Health and Safety Code (HSC) section 34186 (a)  
 (Report Amounts in Whole Dollars)

ROPS 13-14A Successor Agency (SA) Self-reported Prior Period Adjustments (PPA): Pursuant to HSC Section 34186 (a), SAs are required to report the differences between their actual available funding and their actual expenditures for the ROPS 13-14A (July through December 2013) period. The amount of Redevelopment Property Tax Trust Fund (RPTTF) approved for the ROPS 14-15A (July through December 2014) period will be offset by the SA's self-reported ROPS 13-14A prior period adjustment. HSC Section 34186 (a) also specifies that the prior period adjustments self-reported by SAs are subject to audit by the county auditor-controller (CAC) and the State Controller.

A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R	S	T
Item #	Project Name / Debt Obligation	Non-RPTTF Expenditures						RPTTF Expenditures										Net SA Non-Admin and Admin PPA (Amount Used to Offset ROPS 14-15A Requested RPTTF)	SA Comments
		Bond Proceeds		Reserve Balance		Other Funds		Non-Admin					Admin						
		Authorized	Actual	Authorized	Actual	Authorized	Actual	Authorized	Available RPTTF (ROPS 13-14A distributed + all other available as of 07/1/13)	Net Lesser of Authorized / Available	Actual	Difference (if K is less than L, the difference is zero)	Authorized	Available RPTTF (ROPS 13-14A distributed + all other available as of 07/1/13)	Net Lesser of Authorized / Available	Actual	Difference (if total actual exceeds total authorized, the total difference is zero)		
47	2004 TAB Admin Fee FY 2014	-	\$ -	\$ 1,189,888	\$ 54,262	-	-	\$ 2,183,884	\$ 2,183,884	\$ 2,183,884	\$ 2,097,740	\$ 86,178	\$ -	\$ 125,000	\$ 126,000	\$ 125,000	\$ 124,868	\$ 12	\$ 80,190
48	Repayment Agreement with City of Hayward	-	-	-	-	-	-	-	-	\$ -	-	\$ -	-	-	-	-	-	-	\$ -
49	SERAF	-	-	-	-	-	-	-	-	\$ -	-	\$ -	-	-	-	-	-	-	\$ -
50	Contract for Environmental Remediation (New Burbank School site)	-	-	-	-	-	-	14,000	14,000	\$ 14,000	-	\$ 14,000	-	-	-	-	-	-	\$ 14,000
51	2006 TAB Admin Fee FY 2014	-	-	-	-	-	-	-	-	\$ -	-	\$ -	-	-	-	-	-	-	\$ -
52	2008 TAB Admin Fee FY 2014	-	-	-	-	-	-	-	-	\$ -	-	\$ -	-	-	-	-	-	-	\$ -
53	Environmental Monitoring Expenses	-	-	-	-	-	-	3,600	3,600	\$ 3,600	863	\$ 2,617	-	-	-	-	-	-	\$ 2,917
54	Cinema Place Elevator Repair	-	-	-	-	-	-	2,263	2,263	\$ 2,263	-	\$ 2,263	-	-	-	-	-	-	\$ 2,263
										\$ -	-	\$ -	-	-	-	-	-	-	\$ -
										\$ -	-	\$ -	-	-	-	-	-	-	\$ -

**Recognized Obligation Payment Schedule 14-15A - Notes**

July 1, 2014 through December 31, 2014

<b>Item #</b>	<b>Notes/Comments</b>
11	Duplicate entry on ROPS - please delete
12	Duplicate entry on ROPS - please delete
46	FY2014 Bond Administrative Fees - paid and no longer needed on ROPS
47	FY2014 Bond Administrative Fees - paid and no longer needed on ROPS
50	Previously received RPTTF funding of \$14,000 for this remediation work; revised consultant estimate requires an additional \$9,000 currently being requested.
51	FY2014 Bond Administrative Fees - paid and no longer needed on ROPS
52	FY2014 Bond Administrative Fees - paid and no longer needed on ROPS
60	FY2015 Bond Administrative Fees added to this ROPS period.
61	FY2015 Bond Administrative Fees added to this ROPS period.
62	FY2015 Bond Administrative Fees added to this ROPS period.
63	FY2015 Bond Administrative Fees added to this ROPS period.
64	Consistent with passage of AB471, administrative allowance for Housing Authority expenses added to ROPS.

ATTACHMENT IV  
February 28, 2014

**Successor Agency Administrative Allowance - FY2015 Budget**  
**July 2014 - June 2015 expenses**

Starting FY2015 Budget Balance	\$250,000
Employee Salaries & Benefits	(\$195,014)
<b>Balance Remaining</b>	<b>\$54,987</b>
Legal Costs	(\$5,000)
Supplies and Services	(\$49,987)
<b>Balance Remaining</b>	<b>\$0</b>