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OAKLAND

2012 JUL -5 PM 5:23

AGENDA REPORT

TO: DEANNA J. SANTANA
ORSA ADMINISTRATOR

FROM: Fred Blackwell

SUBJECT: Recognized Obligation Payment Schedule

DATE: July 3, 2012

City Administrator
Approval

Deanna Santana

Date

7/5/12

COUNCIL DISTRICT: City-Wide

RECOMMENDATION

Staff recommends that the Oakland Redevelopment Successor Agency board adopt a resolution approving the submission of a Recognized Obligation Payment Schedule and ORSA Administrative Budget for January through June 2013 to the Oakland Oversight Board, Alameda County and the State (as required).

EXECUTIVE SUMMARY

The attached resolution approves the third Recognized Obligation Payment Schedule ("ROPS") for submittal to the Oakland Oversight Board, the County, and the State; this ROPS covers the period January through June 2013. Pursuant to ABX 26, the state legislation dissolving redevelopment agencies, as recently amended by AB 1484, the Oakland Redevelopment Successor Agency is required to prepare a ROPS every six months. The ROPS is a list of the enforceable obligations of the former Redevelopment Agency, along with estimated payments for those obligations during the ROPS period and the source of funds for those payments. The ROPS must then be approved by the successor agency oversight board, subject to review by the California Department of Finance, before any eligible payments can be made. Under ABX 26, only payments listed on its adopted ROPS may be made by the successor agency. Payment obligations on the ROPS include:

1. Bonds;
2. Loans borrowed by the Agency;
3. Obligations to the state or federal governments, or obligations imposed by state law;
4. Payments required in connection with agency employees;
5. Judgments or settlements;
6. Contracts necessary for the continued administration or operation of the agency;

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7. Any other legally binding an enforceable agreement. These can include, among other things: consultant contracts or other professional services contracts; construction contracts; commercial and affordable housing loans; and grant contracts under the City's Façade, Tenant Improvement, Basement Backfill and Neighborhood Project Initiative programs.
8. Amounts borrowed from the Low and Moderate Income Housing Fund

The ROPS also includes the cost of administering the enforceable obligations, such as project staff costs. *Exhibit A-1 and A-2* to the attached resolution provides the remaining list of obligations and anticipated payments. A-1 includes obligations using Redevelopment Property Tax Trust funds for payments. A-2 includes obligations using other funding sources for payments, such as bond proceeds, grant funds, reserve balances, etc.

The attached legislation also approves the administrative budget by ORSA for submittal to the Oakland Oversight Board for January through June 2013. The administrative budget includes \$1.8 million for staffing (22.71 FTE citywide) and \$1.5 million in operations and maintenance costs for January-June 2013. (Please note that the administrative budget only includes general administrative costs of the successor agency, and does not include project staffing or other project costs, which are instead included in the ROPS.) See *Exhibit B* to the attached resolution adopting the administrative budget for details. The oversight board also has the power to approve the administrative budget, subject to review by the California Department of Finance.

The attached legislation, as did previous ROPS resolutions, delegates authority to staff to modify the ROPS per any changes that are required as part of the Oversight Board and DOF review and approval process.

OUTCOME

Adoption of this legislation will authorize the submittal of both the ROPS and the administrative budget to the Oakland Oversight Board, the County, and the State (as required). The Oversight Board and the California Department of Finance have the ultimate authority to approve the ROPS and administrative budget. Oversight Board approval and submittal of the January 1, 2013 through June 30, 2013 ROPS to the Department of Finance is required before September 1, 2012. Failure by ORSA to submit a ROPS approved by the Oversight Board by September 1 will result in penalties of \$10,000 per day being assessed against the City.

BACKGROUND/LEGISLATIVE HISTORY

Reports discussing the dissolution of redevelopment agencies, were discussed at the Community and Economic Development (CED) Committee meetings of February 8th and 22nd, the Special Concurrent Meeting of the City Council and Agency Board on March 3, 2011, and finally to the CED Committee meeting of May 10, 2011 and the City Council/Agency Board on May 17, 2011.

At its April 3, 2012, meeting, the City Council, then sitting in his role as successor agency to the Redevelopment Agency, approved the ROPS and administrative budgets for January through June 2012, and July through December 2012. These were subsequently approved by the Oakland Oversight Board. On May 24, 2012 the Department of Finance (DOF) approved these ROPS and administrative budgets. On June 27, 2012, the State legislature passed a budget trailer bill that clarified and amended certain portions of ABX 26. Part of the trailer bill included the requirement to submit the January 1 through June 30, 2013, ROPS to the DOF no later than September 1, 2012 for review. Failure by ORSA to submit a ROPS approved by the Oversight Board by September 1 will result in penalties of \$10,000 per day being assessed against the City. The review period provided to the DOF for ROPS was also increased to 45 days.

ANALYSIS

1. AMOUNT OF RECOMMENDATION/ COST OF PROJECT:

The total outstanding obligations in the ROPS is approximately \$1 billion. The first and second ROPS anticipated approximately \$400 million in payments through December 2012. Actual expenditures through June 30, 2012 total \$25.3 million. This includes agency-wide administrative items, projects and programs from eight redevelopment areas and from the Low and Moderate Income Housing Fund. Per direction from the Department of Finance, payments of the obligations should not be reflected in more than one ROPS period and that the full outstanding obligation will be reflected only once, with it being decreased with each payment. Additionally, the estimated payment, whether in full or partial, must have been approved on either the current ROPS, or a prior ROPS, in order to be allowed for payment. Therefore contracts or obligations that were estimated to be fully spent on a previously approved ROPS have been removed; however actual payments may occur during this or future ROPS periods if work is not completed when originally estimated.

2. COST ELEMENTS OF AGREEMENT/CONTRACT:

The January-June 2013 ROPS includes approximately 120 obligations from several broad categories, including:

- Operations, staffing and coordination of PACs;
- Bonds and other debt;
- Grants;
- Disposition and Development Agreements;
- Contracts
- Amounts owed to the Low and Moderate Income Housing Fund;
- Neighborhood Projects Initiative; and
- Low and Moderate Income Housing projects

3. SOURCE OF FUNDING:

ORSA will pay the obligations listed in the ROPS from a number of former redevelopment agency sources, including:

- The Low and Moderate Income Housing Fund;
- Bond proceeds;
- Reserve balances;
- Administrative cost allowance;
- Redevelopment Property Tax Trust Fund; and
- Other, grants, leasing revenue, etc.

The Redevelopment Property Tax Trust Fund is a fund administered by the County that holds property tax funds that formerly would have been the tax increment funds of the Redevelopment Agency. Money from this fund would be available to cover ROPS enforceable obligations only if other funding sources are not available or if payment from property tax revenues is required.

4. FISCAL IMPACT

The City will not be obligated to use its General Fund to pay for any of the obligations listed in the ROPS and administrative budget that are approved by the Oversight Board. The obligations will be paid from existing or future funding sources of ORSA. Many of these projects will have economic benefits for the City, including jobs, property taxes, sales taxes, business taxes, utility taxes, etc.

POLICY ALTERNATIVES

ORSA has assumed all the rights and duties of a successor agency under ABX 26. One of those duties is to submit a ROPS every six months for approval by the Oakland Oversight Board and then to make payments authorized under the approved ROPS. ORSA might elect to not implement some of the projects and programs, for instance, those under contracts which allow ORSA to terminate them, but many of the obligations (bond debt service, for instance) are obligations that ORSA must fulfill.

PUBLIC OUTREACH/INTEREST

This item does not require any additional public outreach other than the required posting on the City's website.

COORDINATION

Staff consulted with the City Attorney's Office, acting as ORSA's general counsel, in preparing the attached ROPS and related legislation. The Budget Office prepared the administrative budget. Staff from the Neighborhood Investment Office then prepared this report and submitted it to the City Attorney's Office and Budget Office for review and approval.

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COST SUMMARY/IMPLICATIONS

As primarily a budget and fiscal item, the costs and fiscal impacts were addressed above in the ANALYSIS section.

FISCAL/POLICY ALIGNMENT

The proposed legislation will provide funding to complete various redevelopment project and program activities and is in alignment with the following City priorities:

Sustainable and Healthy Environment: Invest and encourage private investment in clean and renewable energy; protect and support clean environment; and give Oakland residents an opportunity to lead a healthy life, have healthy life options and make healthy choices. This will be accomplished through streetscape, park and public facility projects as well as the Neighborhood Project Initiative.

Economic Development: Foster sustainable economic growth and development for the benefit of Oakland residents and businesses. This will be accomplished through the Façade, Tenant Improvement and Commercial Loan programs as well as through development projects.

SUSTAINABLE OPPORTUNITIES

Economic: The various projects and programs have numerous economic opportunities for Oakland businesses, including contracts for construction and professional services, grants for property owners and businesses and development of key sites to grow existing and attract new businesses.

Environmental: The City's goal to develop a "Sustainable and Healthy Environment" is applied to the individual project. Each of the projects will incorporate as many "environmental sustainability" features into the design and construction of the project as are practical and financially feasible.

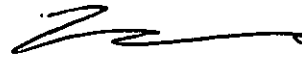
Social Equity: The public works projects, i.e. parks, public facilities and streetscapes, will need to comply with the City's contracting programs, including the Small/Local Business Construction Program, the Small/Local Business Professional Services Program (L/SLBE) and the Local Employment Program. All of the workers performing construction work for the City funded Project component must be paid prevailing wages.

CEQA

The legislation authorizes ORSA to make payments on former redevelopment agency projects. These projects are either exempt, have already completed or are in the process of completing the documents required for environmental review under CEQA.

For questions regarding this report, please contact Patrick Lane, Redevelopment Manager, at (510) 238-7362 or Sarah Schlenk, Administrative Manager, at (510) 238-3982.

Respectfully submitted,



Fred Blackwell, Assistant City Administrator

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OAKLAND

2012 JUL -5 PM 5:21

APPROVED AS TO FORM AND LEGALITY:

BY: [Signature]
ORSA COUNSEL

OAKLAND REDEVELOPMENT SUCCESSOR AGENCY

RESOLUTION No. 2012- _____

A RESOLUTION APPROVING THE SUBMISSION OF A RECOGNIZED OBLIGATION PAYMENT SCHEDULE AND SUCCESSOR AGENCY ADMINISTRATIVE BUDGET FOR JANUARY THROUGH JUNE 2013 TO THE OAKLAND OVERSIGHT BOARD, THE COUNTY, AND THE STATE

WHEREAS, California Health and Safety Code Section 34177(I), as amended, requires a successor agency to prepare a Recognized Obligation Payment Schedule ("ROPS") listing the former agency's recognized enforceable obligations, payment sources, and related information for each six month fiscal period; and

WHEREAS, California Health and Safety Code Section 34177(I), as amended, requires that a ROPS be submitted to and approved by the oversight board, and submitted to the county administrator, the county auditor-controller, the State Controller, and the California Department of Finance; and

WHEREAS, California Health and Safety Code Section 34177(j) requires a successor agency to prepare a proposed administrative budget for submission to the oversight board for approval; and

WHEREAS, the Oakland Redevelopment Successor Agency ("ORSA") has prepared a ROPS for January through June of 2013; and

WHEREAS, the ORSA Board wishes to submit said ROPS to the Alameda County Administrator, the County Auditor-Controller, the Oakland Oversight Board, the State Controller, and the Department of Finance for review and approval, as required; and

WHEREAS, the ROPS, when approved, will be operative on January 1, 2013, and will govern payments by ORSA after this date; and

WHEREAS, ORSA has prepared a proposed administrative budget for January through June of 2013, and wishes to submit said administrative budget to the Oakland Oversight Board for approval; now, therefore, be it

RESOLVED: That the ORSA Board hereby approves that Recognized Obligation Payment Schedule attached to this Resolution as Exhibit A for submission to the Oakland Oversight Board, the Alameda County Administrator, the Alameda County Auditor-Controller, the State Controller, and the California Department of Finance for review and approval per state law; and be it

FURTHER RESOLVED: That the approved ROPS shall govern payments by ORSA during the relevant ROPS period; and be it

FURTHER RESOLVED: That the approval and submission of the ROPS does not constitute preapproval of any project, contract, or contractor by the City; and be it

FURTHER RESOLVED: That the ORSA Board hereby approves that administrative budget attached to this Resolution as Exhibit B for submission to the Oakland Oversight Board for approval per state law; and be it

FURTHER RESOLVED: That the ORSA Administrator is authorized to revise the submitted ROPS and/or administrative budget based on changes required as part of the county and state review and approval process, adjust payment amounts listed on the ROPS to reflect actual expenses incurred, and take any other action with respect to the ROPS and the administrative budget consistent with this Resolution and its basic purposes.

BY SUCCESSOR AGENCY, OAKLAND, CALIFORNIA, _____, 2012

PASSED BY THE FOLLOWING VOTE:

AYES- BROOKS, BRUNNER, DE LA FUENTE, KAPLAN, KERNIGHAN, NADEL,
SCHAAF, AND CHAIRPERSON REID

NOES-

ABSENT-

ABSTENTION-

ATTEST: _____
LATONDA SIMMONS
Secretary of the Oakland
Redevelopment Successor Agency

EXHIBIT A

RECOGNIZED OBLIGATION PAYMENT SCHEDULE #3
JANUARY 1, 2013 THROUGH JUNE 30, 2013

(attached)

July 17, 2012

OAKLAND REDEVELOPMENT SUCCESSOR AGENCY

RECOGNIZED OBLIGATION PAYMENT SCHEDULE #3

JANUARY 1, 2013 THROUGH JUNE 30, 2013

(Per California Health and Safety Code Section 34177)

This is the third Recognized Obligation Payment Schedule ("ROPS") for the Oakland Redevelopment Successor Agency ("ORSA"), prepared pursuant to California Health and Safety Code Section 34177(f)(2)(A), and will be presented to the Oakland Oversight Board for approval.

Per the requirements of Health and Safety Code section 34177(f), this ROPS sets forth the enforceable obligations of the former Redevelopment Agency forward-looking during the six-month fiscal period, January 1, 2013, through June 30, 2013. This ROPS shall become operative as of January 1, 2013, and shall govern payments made by the successor agency after that date, per Health and Safety Code Section 34177(a)(3).

Note that this is not a complete list of all contracts to which the former Redevelopment Agency or ORSA is a party. Note also that the former Redevelopment Agency entered into many contracts, some of which are listed in this ROPS and some of which are not, that include contingent enforceable obligations (such as indemnities) that may require financial payments by the successor agency under certain conditions; these contingent obligations are not necessarily listed below. ORSA reserves the right to determine that an item listed below does not meet the definition of an enforceable obligation. Inclusion of a project or payee below also does not constitute a final determination by ORSA to make the listed payment at any given time. The amounts listed below are current good faith estimates only.

Per direction from the California Department of Finance, payments of obligations are not reflected in more than one ROPS period. The Department has advised that the estimated payment, whether in full or partial, must have been approved on either the current ROPS, or a prior ROPS, in order to be allowed for payment. Therefore contracts or obligations that were estimated to be fully spent on a previously approved ROPS have been removed from this ROPS; however it is possible that actual payments may be made during this or future ROPS periods if the work is not completed or the payment becomes due and owing after originally estimated. ORSA reserves the right to amend this ROPS or adjust payment amounts on future ROPS to reflect the timing of actual payments.

Explanatory Key to Columns in Recognized Obligation Payment Schedule

A: Areas

Refers to redevelopment project areas. Low and moderate income housing obligations are included in a separate section.

B:

Obligations are sequentially numbered for each project area.

C: Project Name/Debt Obligation

Descriptive name of project/obligation or name of bond issue.

D: Payee

Person or entity named in the obligation or entitled to payment. In some cases, the precise vendor or contractor for payment is unknown at this time, so payee is listed as "unknown" or "various".

Note for housing obligations: Pursuant to Health and Safety Code Section 34176, all housing obligations and functions, including obligations to make housing development loans, were transferred to the City of Oakland as housing successor, while the balances in the Agency's Low and Moderate Income Housing Fund, including amounts encumbered for obligations, were transferred to ORSA. For these obligations, the payee name includes both the City of Oakland (as housing successor) and the ultimate borrower/contractor, as funds will be transferred by ORSA to the housing successor to be disbursed in turn to the borrower/contractor.

E: Estimated Obligation as of 7/1/2012

This is the amount of the outstanding obligation as of July 1, 2012. In some instances, particularly with contingent obligations, this amount can only be estimated.

F: Description

Basic description of the type or purpose of the obligation.

G: Source of Payment

Identifies the primary source of funds that will be used to pay the obligation. Other or secondary sources may be necessary prior to the payments or obligation being complete. Sources may include bond proceeds, reserve funds, the Low and Moderate Income Housing Fund, the Redevelopment Property Tax Trust Fund, grants, or other sources.

H: Contract/Agreement Execution Date

Date the obligation was entered into by the former redevelopment agency. In some cases, the obligation is statutory in nature; therefore the contract date is not applicable.

I: Estimated Monthly Payments

Estimates the month in which the payment may be made; however few obligations outside of debt service payments have payment schedules associated with them. Therefore, actual amounts paid during any given month will be based on invoiced amounts and work performed during that period and may vary from estimated monthly amounts.

J: Estimated Payments during ROPS Period

Estimate of payments to be made January 1, 2013, through June 30, 2013. Actual amounts paid will be based on invoiced amounts and work performed during the period and may vary from estimated payments. Per direction from the California Department of Finance, ORSA reserves the right to make payments on listed obligations during this ROPS period for amounts listed as estimated payments either on the current ROPS or previously-approved ROPS, with any differences between actual payments and estimated payments to be reported on subsequent ROPS per Health and Safety Code Section 34186.

KEY TO ACRONYMS:

"CEQA" = California Environmental Quality Act

"CRL" = California Community Redevelopment Law

"DDA" = Disposition and Development Agreement

"EDC" = Economic Development Conveyance

"EDI" = Economic Development Initiative

"ENA" = Exclusive Negotiating Agreement

"LDDA" = Lease Disposition and Development Agreement

"MD" = Master Developer

"MOU" = Memorandum of Understanding

"NPI" = Neighborhood Projects Initiative

"OPA" = Owner Participation Agreement

"ORSA" = Oakland Redevelopment Successor Agency

"PEP" = Project expense payment

"PSA" = Professional Services Agreement

"PWA" = Oakland Public Works Agency

"TAB" = Tax allocation bond

"TE" = Tax exempt

RECOGNIZED OBLIGATION PAYMENT SCHEDULE
Per AB 26 - Section 34177
January Through June 2013

AREAS	Project Name / Debt Obligation	PAYEE	Estimated Obligation as of Jan. 1, 2013	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Contract Agreement Execution Date	Monthly Estimated Payments						Estimated Payment
							January 2013	February 2013	March 2013	April 2013	May 2013	June 2013	
CD	2 Negative operating fund balance within Central District project area	City of Oakland, as successor agency	14,660,500	To address negative cash flow from normal operations prior to dissolution, debt service paid in February/March 2012 and Agency share of AB 1290 pass through	Redevelopment Property Tax Trst	Statutory							0
CD	3 Property remediation costs	Various - staff, consultants, cleanup contractor, monitoring	TBD	Staffing, consultants, clean-up contractor, monitoring	Redevelopment Property Tax Trust	Statutory							0
CD	4 Property management, maintenance and insurance costs	Various - staff, consultants, cleanup contractor, monitoring	TBD	Staffing, consultants, maintenance contractor, monitoring, insurance costs	Redevelopment Property Tax Trst	Statutory							0
CD	2 - Bonds												
GD	5 Central District Bonds (9811) Debt Service (DS)	Bank of New York	14,056,025	Senior TAB, Series 1992	Redevelopment Property Tax Trust	11/15/1992		6,551,813					6,551,813
GD	5 Central District Bonds (9832) DS	Bank of New York	103,767,950	Subordinated TAB, Series 2003	Redevelopment Property Tax Trst	1/7/2003		2,274,800					2,274,800
CD	7 Central District Bonds (9834) DS	Bank of New York	45,929,250	Subordinated TAB, Series 2005	Redevelopment Property Tax Trst	1/25/2005		799,250					799,250
CD	8 Central District Bonds (9835) OS	Bank of New York	23,307,155	Subordinated TAB, Series 20067	Redevelopment Property Tax Trust	11/9/2006		481,565					481,565
CD	9 Central District Bonds (9836) DS Central District Bonds (9710) Administration;	Bank of New York	52,171,850	Subordinated TAB, Series 2009T	Redevelopment Property Tax Trst	5/6/2009		1,466,925					1,466,925
CD	10 Bank A Bond Payments	Various	240,000	Audit, rebate analysis, disclosure consulting, trustee services, bank a bond, etc.	Redevelopment Property Tax Trst	Various		30,000					30,000
CD	4 - Development Agreements												
CD	11 1728 San Pablo DDA	Piedmont Piano	TBD	DDA Post-Transfer Obligations	Redevelopment Property Tax Trst	3/4/2005							0
CD	12 17th Street Garage Project	Rotunda Garage, LP	219,827	Tax increment rebate and Ground Lease Administration	Redevelopment Property Tax Trst	8/26/2004							0
CD	13 17th Street Garage Project	Rotunda Garage, LP	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redevelopment Property Tax Trst	8/24/2004							0
CD	14 City Center DOA	Sriorenstein	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redevelopment Property Tax Trst	11/4/1970							0
CD	15 East Bay Asian Local Development Corporation	Preservation Park, LLC	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redevelopment Property Tax Trust	7/28/2004							0
CD	16 Fox Courts DDA	Fox Courts Lp	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redevelopment Property Tax Trst	12/8/2005							0
CD	17 Franklin 88 DDA	Arioso HOA	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redevelopment Property Tax Trst	10/18/2004							0
CD	18 Housewives Market Residential Development	A.F. Evans Development Corp	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redevelopment Property Tax Trust	6/25/2001							0
CD	19 Keysystem Building DDA	SKS Broadway LLC	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redevelopment Property Tax Trust	9/6/2007							0

RECOGNIZED OBLIGATION PAYMENT SCHEDULE
Per AB 26 - Section 34177
January Through June 2013

A	B	C	D	E	F	G	H	I						J		
								Estimated Obligation as of Jan. 1, 2013	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Contract/Agreement Execution Date	January 2013	February 2013	March 2013	April 2013	May 2013
CD	20	Oakland Garden Hotel	Oakland Garden Hotel LLC	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redevelopment Property Tax Trust	7/23/1999									0
CD	21	Rotunda DDA	Rotunda Partners	TBD	DDA Post-Construction Obligations	Redevelopment Property Tax Trst	6/29/1998									0
CD	22	Swans DDA	East Bay Asian Local Development Corporation (EBALDC)	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redevelopment Property Tax Trust	7/11/1997									0
CD	23	T-10 Residential Project	Alta City Walk LLC	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redevelopment Property Tax Trst	8/5/2004									0
CD	24	UCOP Administration Building	Oakland Development LLC	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redevelopment Property Tax Trst	11/25/1996									0
CD	25	Uptown LDDA	Uptown Housing Partners	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redevelopment Property Tax Trst	10/24/2005									0
CD	26	Uptown Redevelopment Project	FC OAKLAND, INC.	11,435,365	Lease DOA tax increment rebate	Redevelopment Property Tax Trust	10/24/2005	20,263								20,263
CD	27	Victorian Row DDA	PSAI Old Oakland Associates LLC	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redevelopment Property Tax Trst	1/0/1900									0
CD	28	Fox Theatre	Fax Oakland Theater, Inc.	4,551,820	DDA obligation for investor buyout, management of entities create for the benefit of the Redevelopment Agency	Redevelopment Property Tax Trst	8/30/2005									0
CD	29	Fox Theatre	Bank of America, NA	5,895,088	Loan Guaranty for construction/pennanent	Redevelopment Property Tax Trust	8/30/2005									0
CD	30	Fox Theatre	Bank of America Community Development Corporation	8,610,000	New Markets Tax Credit Loan Guaranty	Redevelopment Property Tax Trust	8/30/2005									0
CD	31	Fox Theatre	New Markets Investment 40 LLC	1,560,000	New Markets Tax Credit Loan Guaranty	Redevelopment Property Tax Trst	8/30/2005									0
CD	32	Fox Theatre	National Trnst Community Investment Fund III	6,265,559	Historic Tax Credit Investment Guaranty	Redevelopment Property Tax Trust	8/30/2005									0
5 - Contracts																
CD	33	Downtown Capital Project Support	HdL Coren & Cone	22,000	HdL Contract - Property Tax Services	Redevelopment Property Tax Trust	1/5/2010	917	917	917	917	917	917	915		5,500
CD	34	Downtown Capital Project Support	Various BID's	68,915	BID Assessments on Agency Property	Redevelopment Property Tax Trust	Statutory	0	0	4,100	0	0	0	0		4,100
CD	Central District Totals			\$302,790,470				1,445,030	12,129,120	4,288,867	424,767	424,767	424,765			\$14,277,316

CCE CENTRAL CITY/EAST (CCE)																
2 - BONDS																
CCE	1	CCE 2006 Taxable Bond Debt Service	Wells Fargo Bank	94,059,931	2006 Taxable Bond Debt Service	Redevelopment Property Tax Trst	10/1/2006			1,507,711						1,507,711
CCE	2	CCE 2006 TE Bond Debt Service	Wells Fargo Bank	29,662,750	CCE 2006 TE Bond Debt Service	Redevelopment Property Tax Trst	10/1/2006			344,500						344,500

RECOGNIZED OBLIGATION PAYMENT SCHEDULE
Per AB 26 - Section 34177
January Through June 2013

AREAS	Project Name / Debt Obligations	PAYEE	Estimated Obligation as of Jan 1, 2013	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Contract Agreement Execution Date	Monthly/Estimated Payments						Estimated Payment ROPS January-June 2013	
							January 2013	February 2013	March 2013	April 2013	May 2013	June 2013		
WEST OAKLAND (WO)														
1 - Operations														
WO	1	West Oakland project & administrative staff/operations, successor agency	City of Oakland, as successor agency	1,999,834	Aggregated project staff, other personnel costs and other operating/maintenance costs for successor agency enforceable obligations in West Oakland area, per labor MOUs.	Redevelopment Property Tax Trst	Statutory	32,637	32,537	32,537	32,537	32,537	32,537	195,222
WO	2	Property remediation costs	Various - staff, consultants, cleanup contractor, monitoring	TBD	Staffing, consultants, clean-up contractor, monitoring	Redevelopment Property Tax Trst	Statutory							0
WO	3	Property management, maintenance and insurance costs	Various - staff, consultants, cleanup contractor, monitoring	425,000	Staffing, lien removal, consultants, maintenance contractor, monitoring, insurance costs	Redevelopment Property Tax Trst	Statutory	6,333	8,333	6,333	8,333	6,334	6,334	50,000
WO	West Oakland Totals			\$2,424,834				40,870	40,870	40,870	40,870	40,871	40,871	\$245,222
LOW AND MODERATE INCOME HOUSING (LM)														
LM	1	Low & Moderate Income Housing project & administrative staff/operations, successor agency	City of Oakland	8,662,509	Staff costs for prpj mgmt, ongoing monitoring/reporting; operating/maintenance costs	Redevelopment Property Tax Trst	Statutory	276,032	276,032	276,032	276,032	276,032	276,032	1,656,192
LM	2	2006A Housing Bonds	Bank of New York	2,853,500	Scheduled debt service on bonds	Redevelopment Property Tax Trst	4/4/2006		54,875					54,875
LM	3	2006A Housing Bonds Admin; Bank & Bond	Various	24,000	Audit, rebate analysis, disclosure consulting, trustee services, bank & bond payments, etc.	Redevelopment Property Tax Trst	4/4/2006		4,000					4,000
LM	4	2006A-T Housing Bonds	Bank of New York	124,923,383	Scheduled debt service on bonds	Redevelopment Property Tax Trst	4/4/2006		2,112,664					2,112,664
LM	5	2006A-T Housing Bonds Admin; Bank & Bond	Various	96,000	Audit, rebate analysis, disclosure consulting, trustee services, bank & bond payments, etc.	Redevelopment Property Tax Trst	4/4/2006		4,000					4,000
LM	6	2011 Housing Bonds	Bank of New York	116,234,613	Scheduled debt service on bonds	Redevelopment Property Tax Trst	3/8/2011		1,913,557					1,913,557
LM	7	2011 Housing Bonds Admin; Bank S Bond	Various	116,000	Audit, rebate analysis, disclosure consulting, trustee services, bank S bond payments, etc.	Redevelopment Property Tax Trst	3/8/2011		4,000					4,000
LM	8	Development of low and moderate income housing to meet replacement housing and inclusionary/area production requirements pursuant to Section 33413, to the extent required by law	Various	Ongoing	Site acquisition loans; Housing development loans; etc.	Redevelopment Property Tax Trst	Statutory							0
LM	9	Oak to 9th Hsg Development	Oak to Ninth Community Benefits Coalition	TBD	Obligation to develop 465 affordable housing units pursuant to Cooperation Agreement	Redevelopment Property Tax Trst	8/24/2006							0
LM	10	Oak to 9th	Various	TBD	Obligation to develop 465 affordable housing units pursuant to Cooperation Agreement with Oak to 9th Community Benefits Coalition	Redevelopment Property Tax Trst	8/24/2006							0
LM	Low-Mod Totals			\$263,910,006				276,032	4,369,126	276,032	376,032	276,032	276,032	\$5,749,288

RECOGNIZED OBLIGATION PAYMENT SCHEDULE
Per AB 26 - Section 34177
January Through June 2013

APRIS #	Project Name / Debt Obligation	PAYEE	Estimated Obligation as of Jan 1, 2013	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Contract Agreement Execution Date	Monthly Estimated Payments						Estimated Payment ROPS January-June 2013
							January 2013	February 2013	March 2013	April 2013	May 2013	June 2013	
ACORN (AN)													
AN 1	Jack London Gateway	Jack London Gateway Associates	712,006	HUD 108 Loan, DOA requires payments	Reserve Balances	3/10/2006		80,250					80,250
AN 2	Jack London Gateway	JLG Associates LLC	TBD	DDA Administration	Reserve Balances	7/8/2004							0
AN	Acorn Totals		712,006					80,250	0	0	0	0	80,250
BROADWAY, MACARTHUR, SAN PABLO (BM)													
1 - Operations													
BM 1	B-M-SP Project Area Committee Administration	Various	6,480	Administrative costs for B-M-SP Project Area Committee meetings: printing/duplication; postage; food; facility rental staff	Reserve Balance	Statutory		540	540	540	540	540	2,700
2 - Bonds													
BM 2	B/M/SP 2010 RZEDB Bonds Debt Svc	Bank of New York	same as above	Federally Subsidized Taxable TABs	Other - Federal Recovery Zone Subsidy	10/1/2010		244,390					244,390
BM 3	B/M/SP 2006C TE Bonds Covenants	Various	463,276	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10/1/2006							0
BM 4	B/M/SP 2006C T Bonds Covenants	Various	1,646,599	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10/1/2006							0
BM 5	B/M/SP 2010 RZEDB Bonds Covenants	Various	6,011,997	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10/1/2010							0
3 - Grants													
BM 6	MacArthur Transit Village/Prop 1C TOD	MTCP, LLC	7,220,175	Grant from HCO pass-thru to MTCP	Other - Grant pass-thru	3/4/2011	763,333	763,333	763,333	763,333	763,334	763,334	4,700,000
BM 7	MacArthur Transit Village/Prop 1C Infill	MTCP, LLC	13,664,593	Grant from HCD pass-thru to MTCP	Other - Grant pass-thru	3/9/2011	1,700,000	1,700,000	1,700,000	1,700,000	1,700,000	1,700,000	10,200,000
4 - Development Agreements													
BM 8	MacArthur Transit Village/OPA (Non Housing)	MTCP, LLC	3,247,735	Owner Participation Agreement	Bond Proceeds	2/24/2010	75,000	75,000	75,000	75,000	75,000	75,000	450,000
BM 9	MacArthur Transit Village/OPA (Non Housing)	MTCP, LLC	4,109,867	Owner Participation Agreement - 2010 Bond	Bond Proceeds	2/24/2010	366,667	366,667	366,667	366,667	366,666	366,666	2,200,000
5 - Contracts													
BM 10	MacArthur Transit Village/OPA (Non Housing)	Rosales Law Partnership	20,000	Legal services related to MacArthur TV OPA	Reserve Balances	5/11/2011	3,333	3,333	3,333	3,333	3,334	3,334	20,000
BM 11	Broadway Specific Plan / WRT Contract	Wallace Roberts & Todd	35,757	Professional Services Contract	Reserve Balances	12/8/2008	5,960	5,960	5,960	5,959	5,959	5,959	35,757
BM	Broadway/ MacArthur/ San Pablo Totals		36,426,480				2,934,833	3,170,223	2,934,833	2,934,832	2,934,833	2,934,265	17,852,647

EXHIBIT B

ADMINISTRATIVE BUDGET
JANUARY 1, 2013 THROUGH JUNE 30, 2013

(attached)

July 17, 2012

OAKLAND REDEVELOPMENT SUCCESSOR AGENCY

ADMINISTRATIVE BUDGET, JANUARY 1, 2013, THROUGH JUNE 30, 2013

This is the administrative budget for the Oakland Redevelopment Successor Agency ("ORSA"). This budget is prepared pursuant to California Health and Safety Code sections 34171(a) and 34177(j), and will be presented to the Oakland Oversight Board for approval.

This budget covers the period from January 1, 2013, through the fiscal period ending June 30, 2013. Please note that this budget includes only the general administrative costs of ORSA and does not include employee costs or other administrative costs associated with work on specific project or program implementation activities; those project administrative costs are set forth on the Recognized Obligation Payment Schedule.

Proposed sources of payment for the costs identified in this budget include the following: the Low and Moderate Income Housing Fund (for costs related to eligible housing activities); bond proceeds and reserve balances held by ORSA, to the extent available; the administrative cost allowance provided for under Health and Safety Code section 34171(b); and the Redevelopment Property Tax Trust Fund, as needed. ORSA will provide administrative costs estimates that are to be paid from property tax revenues deposited into the Redevelopment Property Tax Trust Fund to the Alameda County Auditor-Controller per Health and Safety Code section 34177(k).

As shown on the budget and the Recognized Obligation Payment Schedule, the administrative and operations services for ORSA shall be provided by City of Oakland staff. If necessary, ORSA and the City will enter into an agreement providing for the provision of administrative and operational support by the City to ORSA.

Exhibit B

SUCCESSOR AGENCY - ADMINISTRATION BUDGET

January - June 2013

DEPARTMENT	CLASS	FTE	ANNUAL TOTAL	Jan-June 30
City Administrator	Accountant III	0.20	\$24,593	\$12,297
	Administrative Analyst II	0.40	\$41,704	\$20,852
	Assist to the City Administrator	0.60	\$115,340	\$57,670
	Assistant City Administrator	0.70	\$239,461	\$119,731
	Budget Director	0.20	\$44,298	\$22,149
	City Administrator	0.20	\$69,745	\$34,872
	City Administrator Analyst	1.65	\$251,245	\$125,623
	Deputy City Administrator	0.20	\$63,077	\$31,539
	Exec Assist to Asst City Manager	0.20	\$19,259	\$9,630
	Exec Assist to the City Administrator	0.20	\$24,563	\$12,282
	Exec Asst to Agency Director	0.50	\$51,373	\$25,687
	Manager, Agency Administrative, PPT	0.75	\$141,090	\$70,545
	Program Analyst III	0.33	\$43,383	\$21,692
	Cable Operations Technician	0.20	\$25,373	\$12,686
	Cable TV Production Assistant	0.20	\$13,243	\$6,622
	Cable TV Production Assistant, PPT	0.38	\$24,774	\$12,387
	City Administrator Total		6.91	\$1,192,521
City Attorney	City Attorney	0.20	\$68,145	\$34,073
	Deputy City Attorney II	0.50	\$91,156	\$45,578
	Deputy City Attorney III	1.00	\$221,640	\$110,820
	Deputy City Attorney V	0.50	\$132,379	\$66,189
	Exec Assist to the City Attorney	0.20	\$22,056	\$11,028
	Legal Administrative Assistant	1.00	\$102,784	\$51,392
	Manager, Agency Administrative	0.20	\$35,725	\$17,862
City Attorney Total		3.60	\$673,885	\$336,942
City Clerk	Administrative Analyst I	0.20	\$19,622	\$9,811
	City Clerk	0.20	\$46,636	\$23,318
	City Clerk, Assistant	0.20	\$30,237	\$15,119
	Citywide Records Manager	0.20	\$27,901	\$13,951
	Legislative Recorder	0.60	\$54,367	\$27,184
City Clerk Total		1.40	\$178,763	\$89,382
City Council	City Councilmember's Assistant	1.60	\$260,748	\$130,374
	Council Member	1.60	\$260,620	\$130,310
City Council Total		3.20	\$521,368	\$260,684
Mayor	Mayor	0.10	\$28,505	\$14,252
	Special Assistant to the Mayor	0.30	\$66,227	\$33,113
Mayor Total		0.40	\$94,731	\$47,366
Office of Budget and Finance	Accountant III	1.70	\$188,087	\$94,044
	Budget & Operations Analyst III	0.40	\$55,948	\$27,974
	Controller	0.20	\$47,146	\$23,573
	Controller, Assistant	0.20	\$33,225	\$16,613
	Exec Assistant to Agency Director	0.20	\$20,549	\$10,275
	Financial Analyst	2.10	\$287,055	\$143,528
	Financial Analyst, Principal	0.20	\$35,992	\$17,996
	Manager, Treasury	0.10	\$25,150	\$12,575
	Payroll Personnel Clerk II	0.40	\$24,898	\$12,449
	Payroll Personnel Clerk III	0.50	\$40,232	\$20,116
Office of Budget and Finance Total		6.00	\$758,282	\$379,141
Office of Communication & Information	Administrative Analyst II	0.20	\$21,921	\$10,961
	Microcomputer Systems Specialist III	0.20	\$29,373	\$14,687
	Operations Support Specialist	0.20	\$15,606	\$7,803
Office of Communication & Information Total		0.60	\$66,900	\$33,450
Personnel Resource Management	Benefits Analyst	0.20	\$19,474	\$9,737
	Human Resource Analyst, Principal	0.20	\$33,188	\$16,594
	Human Resource Technician	0.20	\$16,356	\$8,178
Personnel Resource Management Total		0.60	\$69,018	\$34,509
Subtotal Personnel		22.71	\$3,555,468	\$1,777,734

Exhibit B

SUCCESSOR AGENCY - ADMINISTRATION BUDGET
January - June 2013

Oversight/Board Support		TOTAL AMT.	July 1 - Dec 31
Clerical/Admin Support		\$120,000	\$60,000
Legal Counsel		\$60,000	\$30,000
Subtotal Oversight/Board Support		\$180,000	\$90,000
O&M		TOTAL AMT.	July 1 - Dec 31
Facilities: General Support		\$1,116,688	\$558,344
City Accounting Services		\$27,821	\$13,911
Purchasing Services		\$104,068	\$52,034
Duplicating		\$272,910	\$136,455
City Vehicle Rentals		\$35,000	\$17,500
Solar Panel Lease Obligation		\$846,610	\$423,305
Technology (phone, equipment, software, etc)		\$150,000	\$75,000
Treasury Portfolio Management		\$400,000	\$200,000
Audit Services		\$60,000	\$30,000
General operating costs (supplies, etc)		\$50,000	\$25,000
Subtotal O&M		\$3,063,097	\$1,531,549
TOTAL SUCCESSOR ADMIN BUDGET		\$6,798,565	\$3,399,283