

RESOLUTION NO. SBOB/2013-01

A RESOLUTION OF THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF SAN BERNARDINO APPROVING THE ESTABLISHMENT OF THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR THE PERIOD OF JULY THROUGH DECEMBER 2013

WHEREAS, the Redevelopment Agency of the City of San Bernardino was dissolved February 1, 2012; and

WHEREAS, the Oversight Board for the Successor Agency ("Successor Agency") to the Redevelopment Agency of the City of San Bernardino ("Oversight Board") has been established pursuant to Health and Safety Code Section 34179 to assist in the wind-down of the dissolved redevelopment agency; and

WHEREAS, pursuant to Health and Safety Code § 34180 (g), Oversight Board approval is required for the establishment of each Recognized Obligation Payment Schedule ("ROPS"); and

WHEREAS, pursuant to Health and Safety Code § 34177 (m), an Oversight Board-approved ROPS for the period of July through December 2013 must be submitted to the County Auditor-Controller, County Administrative Officer, the State Controller and the State Department of Finance; and

WHEREAS, pursuant to Health and Safety Code § 34177, the Successor Agency is legally required to continue to make payments due for enforceable obligations; and

WHEREAS, the Oversight Board's approval of the establishment of the ROPS will ensure that the Successor Agency has the authority to continue to pay its enforceable obligations; and

WHEREAS, it is proposed that the Oversight Board approve the establishment of the ROPS of the Successor Agency covering the period of July through December 2013, which is attached hereto as Exhibit "A"; and

WHEREAS, all of the prerequisites with respect to the approval of this Resolution have been met.

NOW, THEREFORE, BE IT RESOLVED by the Oversight Board for the Successor Agency to the Redevelopment Agency of the City of San Bernardino, as follows:

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

3 **Section 2.** The establishment of the ROPS of the Successor Agency to the
4 Redevelopment Agency of the City of San Bernardino covering the period of July through
5 December 2013, which is attached hereto as Exhibit "A", is approved.

6 **Section 3.** The City Manager, or designee, is hereby authorized and directed to: i) post
7 the ROPS for the period of July through December 2013 on the City's website, ii) transmit the
8 ROPS for the period of July through December 2013 to the County Auditor-Controller, the County
9 Administrative Officer, the State Controller and the State Department of Finance for their review
10 within the timeframe and in the manner prescribed by the Health and Safety Code; and iii) make
11 ministerial revisions to the ROPS, which may include, but are not limited to restating the
12 information included within the ROPS in any format that may be requested by the State Department
13 of Finance, take such other actions and execute such other documents as are necessary to effectuate
14 the intent of this Resolution, and to implement the ROPS for the period of July through December
15 2013 on behalf of the Successor Agency, including authorizing and causing such payments

16 **Section 4.** This Resolution shall take effect upon the date of its adoption.

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A RESOLUTION OF THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF SAN BERNARDINO APPROVING THE ESTABLISHMENT OF THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR THE PERIOD OF JULY THROUGH DECEMBER 2013

PASSED, APPROVED AND ADOPTED THIS 25th day of March, 2013, by the following vote:

Board Members	Ayes	Nays	Abstain	Absent
HEADRICK	X			
HILL	X			
LONGVILLE				X
MACIAS-HARRISON	X			
MORRIS	X			
O'TOOLE	X			
SMITH	X			


Secretary

The foregoing Resolution is hereby approved this 25th day of March, 2013.


James P. Morris, Chairman
Oversight Board for the City of San Bernardino
As Successor Agency to the Redevelopment
Agency of the City of San Bernardino

Successor Agency

SUCCESSOR AGENCY CONTACT INFORMATION

ID: **271**
County: **San Bernardino**
Successor Agency: **San Bernardino City**

Primary Contact

Honorific (Ms,Mr, Mrs)
First Name
Last Name
Title
Address
City
Zip
Phone Number:
E-Mail Address

Mr.
Allen
Parker
City Manager
300 North D Street
6th Floor
San Bernardino
94218
909-384-5122
parker_al@sbcity.org

Secondary Contact

Honorific (Ms, Mr, Mrs)
First Name
Last Name
Title
Phone Number
E-Mail Address

Mr.
Mike
Trout
Project Manager
909-663-2289
mtrout@sbrda.org

SUMMARY OF RECOGNIZED OBLIGATION PAYMENT SCHEDULE

Filed for the July 1, 2013 to December 31, 2013 Period

Name of Successor Agency: **SAN BERNARDINO CITY (SAN BERNARDINO)**


Outstanding Debt or Obligation	Total
Total Outstanding Debt or Obligation	\$ 311,465,185
Current Period Outstanding Debt or Obligation	Six-Month Total
A Available Revenues Other Than Anticipated RPTTF Funding	21,466,711
B Enforceable Obligations Funded with RPTTF	20,645,999
C Administrative Allowance Funded with RPTTF	619,380
D Total RPTTF Funded (B + C = D)	21,265,379
E Total Current Period Outstanding Debt or Obligation (A + B + C = E) <i>Should be the same amount as ROPS form six-month total</i>	\$ 42,732,090
F Enter Total Six-Month Anticipated RPTTF Funding	13,139,857
G Variance (F - D = G) <i>Maximum RPTTF Allowable should not exceed Total Anticipated RPTTF Funding</i>	\$ (8,125,522)

Prior Period (July 1, 2012 through December 31, 2012) Estimated vs. Actual Payments (as required in HSC section 34186 (a))

H Enter Estimated Obligations Funded by RPTTF <i>(lesser of Finance's approved RPTTF amount including admin allowance or the actual amount distributed)</i>	11,165,764
I Enter Actual Obligations Paid with RPTTF	10,836,480
J Enter Actual Administrative Expenses Paid with RPTTF	329,284
K Adjustment to Redevelopment Obligation Retirement Fund (H - (I + J) = K)	-
L Adjusted RPTTF (D - K = L)	\$ 21,265,379

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.

Jim Morris	Oversight Board Chairman
Name	Title
	
Signature	Date
	3/25/2013

Form	Line	Project Name / Debt Obligation	Payee	Description/Project Scope	Project Area	LMHF		Bond Proceeds		Reserve Balance		Admin Allowance		RPTTF		Other	
						Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual
A	36	Streetscape-4th St, phase I	AECOM	4th Street construction drawings	MCC,CCN												
A	37	ARCO offsite improvements	A&A Holdings	City Development Agreement - ARCO Project 5th & Mt Vernon	MTV												
A	38	Grant Obligation - Orphan Site Cleanup Fund (OSCF)	Various	Montgomery Ward Garage - conduct assessment work for investigation of unauthorized release from UST and prepare site assessment & sve pilot test report w/the remedial action plan	MCC												
A	39	Grant Obligation - EPA Brownfields	Various	Phase I & II assessments on sites within downtown core area	CCN,MCC,CCE, CCS												
A	40	Grant Obligation - Green Trees for the Golden State	Various	facilitate the installation and maintenance (2yrs) of 200, #15 gallon trees along the 4th & 5th Street downtown corridors	MCC,CCN												
A	41	Northwest PAC	Various	Settlement of litigation in the case of Armenta et al v. Redevelopment Agency of the City of San Bernardino	NW												
A	42	Theatre Productions	The Booking Group	Shrek - Show dates: 3/29-3/31/2013	CCN												
A	43	Theatre Productions	Various	Shrek - Royalty guarantee, theatre costs, advertising	CCN												
A	44	Theatre Productions	Columbia Artist Theatricals	Blueman Group - Show dates: 4/13-4/14/2013	CCN												
A	45	Theatre Productions	Various	Blueman Group - Royalty, theatre costs, advertising	CCN												
A	46	Theatre Productions	The Booking Group	Beauty & Beast - Show dates: 2/26-3/3/2013	CCN												
A	47	Theatre Productions	Various	Beauty & Beast - Royalty, theatre costs, advertising	CCN												
A	48	Theatre Productions	Paradise Artist	Righteous Bros - Show dates: 9/15/2012	CCN												
A	49	Theatre Productions	Various	Righteous Bros - Royalty, theatre costs, advertising	CCN												
A	50	Theatre Productions	Columbia Artists Music, LLC	Ballet Folklorico de Mexico - Show date:11/17/2012	CCN												
A	51	Theatre Productions	Various	Ballet Folklorico de Mexico - Royalty, theatre costs, advertising	CCN												
A	52	Theatre Productions	Columbia Artists Management, LLC	Russian National Ballet - Show date:2/9/2013	CCN												
A	53	Theatre Productions	Various	Russian National Ballet - Royalty, theatre costs, advertising	CCN												
A	54	Omnitrans 4th Street Temp Transfer Center	Andy Gump	Temporary Portable Restroom rental	MCC												
A	55	Commercial/Retail Marketing - Th Sq	The Franson Co.	Commercial/Retail Marketing T.S.	CCN												
A	56	Soil Remediation - Phase II	Brown & Caldwell	5th & H Street (INCO Property) continuation of SVE (18mos)	CCN												
A	57	Ann Shirells Park	Pacific Mobile	modular acq & modification, site work	NW												
A	58	Grant Obligations - Sustainable Communities Grant (SCG)	Various	develop a comprehensive plan for the city to become an environmentally sustainable community	ALL												
A	59	Grant Obligations - Sustainable Communities Grant (SCG)	MVR Consulting	project and grant management, public outreach, web development & administration	ALL												
A	60	Grant Obligations - Sustainable Communities Grant (SCG)	Knott's Family Agency dba SB Green Alliance	community engagement and outreach activities	ALL												
A	61	Grant Obligations - Sustainable Communities Grant (SCG)	University Enterprises Corp. at CSUSB	research & technical review including land use, transportation and water plan review, community survey development	ALL												
A	62	Grant Obligation - CUPC CASF - Broadband	Various	develop a broadband infrastructure and access plan for the Inland Empire (Riverside & San Bernardino counties) to eliminate the "Digital Divide"	ALL												
A	63	Grant Obligation - CUPC CASF - Broadband	MVR Consulting	project and grant management, public outreach, web development & administration	ALL												
A	64	Project reviews & inspections	City of San Bernardino	Plan check & project review fees & inspections on various projects	ALL												
A	65	Capital Project Funding Agreement	SB EDC		ALL												
A	66	Salary	Employees	Salaries/benefits	ALL							324,000	167,119				
A	67	PERS Liability (monthly)	PERS	Retirement liability	ALL							137,000	45,676				
A	68	Employee Accrual Payouts	Various employees	Employee accruals payout	ALL							312,000	106,493				
A	69	Other Post Employment Benefits	Various employees	Retiree benefits per Policy/Proc-CDC	ALL							23,100	9,996				
A	70	Computer Options	Computer Options	IT Service, LAN server maintenance	ALL									28,000	28,000		
A	71	Carousel Mall - Placo	Lewis Brsbois	Foreclosure litigation expenses - Panattoni	MCC									100,000			
A	72	Mall Development Agreement	Panattoni Development Co.	2010 Assignment Agreement/Dev Mall	MCC									100,000			

SAN BERNARDINO CITY (SAN BERNARDINO)
 RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS FY13-14A) -- Notes (Optional)
 July 1, 2013 through December 31, 2013

Item #	Project Name/Debt Obligation	Notes/Comments
	Summary - The amount shown on line "F" is estimated as the County Auditor-Controller has not yet published such data.	
1	1996 COP	None
2	1997A Bond	None
3	1998A TAB	None
4	1998B TAB	None
5	1999 COP	None
6	2002A TAB	None
7	2002 TAB	Due to cash flow insolvency of Successor Agency, the payment indicated was made from the Debt Service Reserves ("DSR") Account held by Trustee and must be refunded pursuant to a future ROPS.
8	2005A TAB	Due to cash flow insolvency of Successor Agency, the payment indicated was made from the Debt Service Reserves ("DSR") Account held by Trustee and must be refunded pursuant to a future ROPS.
9	2005B TAB	Due to cash flow insolvency of Successor Agency, the payment indicated was made from the Debt Service Reserves ("DSR") Account held by Trustee and must be refunded pursuant to a future ROPS.
10	2010A RECOVERY ZONE	None
11	2010B TAB	None
12	1995H Highland Lutheran SR Housing	None
13	1995R Casa Ramona Sr Housing	None
14	CMB-E \$15,000,000	None
15	CMB-E \$10,000,000	None
16	CMB-E \$8,000,000	None
17	Cinema Section 108	None
18	Arden Guthrie Section 108	This enforceable obligation is a debt service guarantee that would only be called upon when available CDBG funds are insufficient.
19	Hillwood-DDA	None
20	BP CA - Site Remediation	None
21	Carousel Mall Note	Maturity - Upon final payment
22	Young Electric Sign Company	None
23	Perris Campus Plaza	None
24	SB County Bldg - TADS	None
25	Mapei	None
26	Woolworth Bldg	Maturity - Upon final payment
27	Salvation Army	None
28	2006 LM Bond	None
29	Street/Infrastructure Improvements	Per HSC 34191.4 (c), bond proceeds shall be used for the purposes for which the bonds were sold, subject to the Successor Agency receiving a "Finding of Completion" from the DOF.
30	PERS - Unfunded Pension Liability	This amount was estimated by CalPERS in their letter of March 20, 2013, for the period ending June 30, 2011, as the amount due if the contract goes inactive (i.e., when the last employee leaves the Agency/Successor Agency) and the amount due would be payable over a period up to 10 years and could vary depending on the then current discount rates used by CalPERS. Further, in the event the CalPERS contract with the Agency/Successor Agency is terminated, then the unfunded liability could increase to \$10,614,968 and would also be payable over a period up to 10 years. Based on an oral conversation with a CalPERS Pension Actuary, both amounts may ultimately be due. Such an outcome is yet to be determined. In any event, payments to CalPERS for unfunded liabilities are an enforceable obligation and will be placed on future ROPS when such amounts are due pursuant to an agreement with CalPERS.
31	Other Employment Benefit	None
32	Successor Agency Admin Fee	None
33	Litigation - Carousel Mall (Placo)	None
34	Litigation - Peart v. City of San Bernardino	None
35	Litigation - Alvarez, etal	None
36	Litigation - Glen Aire MHP Corp	None
37	Intentionally Left Blank	Formerly Financial Software, which has been folded in the Successor Agency Administrative Allowance.

38	Long Term Property Maintenance	Consistent with HSC § 34177.3(b), these enforceable obligations are for maintenance directly related to Successor Agency real property and are essential to winding down the former redevelopment agency's affairs.
39	Construction Management	None
40	Infrastructure - Watson OPA	None
41	Auto Plaza - Reader Board	Maturity - Upon final payment. The Agency guaranteed a \$850,000 loan for the reader board for the auto center. The loan has been reduced by a payment of \$162,000. The potential liability has been reduced to \$688,000.
42	Intentionally Left Blank	Formerly Shober Consulting - Transferred to Housing Successor Agency
43	Intentionally Left Blank	Formerly Del Richardson & Associates - Transferred to Housing Successor Agency
44	RSG	None
45	Intentionally Left Blank	Formerly AmeriNational - Transferred to Housing Successor Agency
46	Lugo Senior Apartments	None
47	Intentionally Left Blank	Formerly MECH - Transferred to Housing Successor Agency
48	Mall Development Agreement	Possible payment requirement may appear on future ROPS.
49	Intentionally Left Blank	Formerly Consultant Services - Fernando Portilio - Transferred to Housing Successor Agency
50	Intentionally Left Blank	Formerly Consultant Services - Turtle Island Construction Services - Transferred to Housing Successor Agency
51	Intentionally Left Blank	Formerly Consultant Services - VPS - Transferred to Housing Successor Agency
52	Intentionally Left Blank	Formerly Consultant Services - RSG (eligibility determination)- Transferred to Housing Successor Agency
53	Intentionally Left Blank	Formerly Condols - Transferred to Housing Successor Agency
54	Intentionally Left Blank	Formerly Benefield - Transferred to Housing Successor Agency
55	Intentionally Left Blank	Formerly Barr & Clark - Transferred to Housing Successor Agency
56	Intentionally Left Blank	Formerly Appraisal RE - Transferred to Housing Successor Agency
57	Intentionally Left Blank	Formerly American West - Transferred to Housing Successor Agency
58	Intentionally Left Blank	Formerly Ambient - Transferred to Housing Successor Agency
59	Intentionally Left Blank	Formerly Alliance - Transferred to Housing Successor Agency
60	Intentionally Left Blank	Formerly AON, Inc. - Transferred to Housing Successor Agency
61	Intentionally Left Blank	Formerly Morris Davis Insurance - Transferred to Housing Successor Agency
62	Intentionally Left Blank	Formerly Turtle Island Construction Services - Transferred to Housing Successor Agency
63	Theatre Square	These enforceable obligations are required pursuant to certain antecedent agreements between the former RDA and CMB Export, an EB-5 Visa Regional Center sanctioned by the U. S. Citizenship and Immigration Service ("USCIS"). These binding agreements were entered into on 10-5-2009, 9-20-2010 and 3-3-2011 and require the SA, as successor in interest to the RDA to certain project performance requirements. The indicated enforceable obligations are required pursuant these antecedent agreements. Failure to perform will expose the SA to litigation from CMB Export, its EB-5 Visa investors and the USCIS.
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76	4th Street - Downtown Streetscape	None
77	4th Street - Downtown Streetscape	These enforceable obligations are required pursuant to certain antecedent agreements between the former RDA and CMB Export, an EB-5 Visa Regional Center sanctioned by the U. S. Citizenship and Immigration Service ("USCIS"). These binding agreements were entered into on 10-5-2009, 9-20-2010 and 3-3-2011 and require the SA, as successor in interest to the RDA to certain project performance requirements. The indicated enforceable obligations are required pursuant these antecedent agreements. Failure to perform will expose the SA to litigation from CMB Export, its EB-5 Visa investors and the USCIS.
78	Hazardous Waste Removal	None
79	Stadium Parking	These enforceable obligations are required pursuant to certain antecedent agreements between the former RDA and CMB Export, an EB-5 Visa Regional Center sanctioned by the U. S. Citizenship and Immigration Service ("USCIS"). These binding agreements were entered into on 10-5-2009, 9-20-2010 and 3-3-2011 and require the SA, as successor in interest to the RDA to certain project performance requirements. The indicated enforceable obligations are required pursuant these antecedent agreements. Failure to perform will expose the SA to litigation from CMB Export, its EB-5 Visa investors and the USCIS.
80	NWC 5th St & Mt Vernon Ave	None
81	Intentionally Left Blank	Formerly Urban Conservation Corp - Transferred to Housing Successor Agency
82	HSC 34171(d)(1)(A) Reserve	Replenishment of DSR Draws for the following Bonds: 1998A Tax Allocation Funding Bond (Line Item #3); 1998B TABs (Line Item #4); 2002 Tax Allocation Refunding Bond (Line Item #7); 2005A Tax Allocation Revenue Refunding Bond (Line Item #8); 2005B Tax Allocation Revenue Refunding Bond (Line Item #9); 2010A Recovery Zone Bonds (Line Item #10); and 2010B TABs (Line Item #11).
83	Legal Services	Past invoices - inadvertently left off previous submissions of the ROPS
	Prior Period ROPS II: Estimated v. Actual	Form A-Line 89: \$4,183,433 payment required per SB County ATC letter dated July 10, 2012, i.e. AB 1484 - Demand for Payment. The required payment was the "Calculated Residual Balance" of the difference of the Tax Increment Disbursed and the Approved Pass-Throughs and DOF Approved ROPS I.
		All of the data shown on the <u>Prior Period Payments Form</u> are estimated. Actual data will not be available until the end of May 2013. At that time the Prior Period Payments Form will be amended and resubmitted. This process is consistent with Health and Safety Code Section 34186(b)