

Successor Agency Contact Information

Name of Successor Agency: Huntington Beach Redevelopment Agency Successor Agency
County: Orange

Primary Contact Name: Lori Ann Farrell
Primary Contact Title: Director of Finance
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Secondary Contact Name: Kellee Fritzal
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SUMMARY OF RECOGNIZED OBLIGATION PAYMENT SCHEDULE

Filed for the January 1, 2013 to June 30, 2013 Period

Name of Successor Agency: Huntington Beach Redevelopment Agency Successor Agency

	Total Outstanding Debt or Obligation
Outstanding Debt or Obligation	\$ 179,228,851
Current Period Outstanding Debt or Obligation	Six-Month Total
A Available Revenues Other Than Anticipated RPTTF Funding	6,500,000
B Anticipated Enforceable Obligations Funded with RPTTF	11,915,468
C Anticipated Administrative Allowance Funded with RPTTF	357,464
D Total RPTTF Requested (B + C = D)	12,272,932
Total Current Period Outstanding Debt or Obligation (A + B + C = E) <i>Should be the same amount as ROPS form six-month total</i>	\$ 18,772,932
E Enter Total Six-Month Anticipated RPTTF Funding <i>(Obtain from county auditor-controller)</i>	7,921,517
F Variance (E - D = F) <i>Maximum RPTTF Allowable should not exceed Total Anticipated RPTTF Funding</i>	\$ (4,351,415)
Prior Period (January 1, 2012 through June 30, 2012) Estimated vs. Actual Payments (as required in HSC section 34186 (a))	
G Enter Estimated Obligations Funded by RPTTF <i>(Should be the lesser of Finance's approved RPTTF amount including admin allowance or the actual amount distributed)</i>	7,519,850
H Enter Actual Obligations Paid with RPTTF	6,215,092
I Enter Actual Administrative Expenses Paid with RPTTF	250,000
J Adjustment to Redevelopment Obligation Retirement Fund (G - (H + I) = J)	1,054,758
K Adjusted RPTTF <i>(The total RPTTF requested shall be adjusted if actual obligations paid with RPTTF are less than the estimated obligation amount.)</i>	\$ 11,218,174

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
			Date

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS III)
January 1, 2013 through June 30, 2013**

Item #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Total Due During Fiscal Year 2012-13	Funding Source						
									LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other	Six-Month Total
Grand Total							\$ 179,228,851	\$ 19,064,581	\$ 6,500,000	\$ -	\$ -	\$ 357,464	\$ 11,915,468	\$ -	\$ 18,772,932
1	Land Sale Emerald Cove	May 18, 2009	October 1, 2030	COHB Park A & D Fund	Legally Binding Operative Agreement Principal Amount - \$1,740,834, Interest Rates 3.81%, Debt Incurred on May 18, 2009	Merged	5,676,433	442,905					442,905		442,905
2	Hyatt Regency Huntington Beach Project	September 14, 1998, amended February 5, 2001	September 30, 2023	Robert Mayer Corporation	Disposition and Development Agreement approved on September 14, 1998 for the Waterfront Development	Merged	5,433,057	1,043,146					1,043,146		1,043,146
3	2002 Tax Allocation Refunding Bonds	June 19, 2002	August 1, 2024	Bank of New York Trust Co.	Tax Allocation Bonds Debt Service Payments	Merged	16,329,113	1,640,938					1,640,938		1,640,938
4	1999 Tax Allocation Refunding Bonds	January 12, 1999	August 1, 2024	Bank of New York Trust Co.	Tax Allocation Bonds Debt Service Payments	Merged	7,472,947	743,289					743,289		743,289
5	2002 Tax Allocation Refunding Bonds	November 17, 2010	November 17, 2013	Arbitrage Compliance Specialist	Tax Allocation Bonds arbitrage rebate calculation - Federal IRS Compliance	Merged	500	500					500		500
6	1999 Tax Allocation Refunding Bonds	November 17, 2010	November 17, 2013	Arbitrage Compliance Specialist	Tax Allocation Bonds arbitrage rebate calculation - Federal IRS Compliance	Merged	500	500					500		500
7	2002 Tax Allocation Refunding Bonds	June 19, 2002	August 1, 2016	Internal Revenue Service	IRS Arbitrage Rebate Payment	Merged	528,754	528,754					528,754		528,754
8	2002 Tax Allocation Refunding Bonds	June 19, 2002	August 1, 2024	Bank of New York Mellon	Tax Allocation Bonds - Payment to Fiscal Agent	Merged	1,537	1,537					1,537		1,537
9	1999 Tax Allocation Refunding Bonds	January 12, 1999	August 1, 2024	Bank of New York Mellon	Tax Allocation Bonds - Payment to Fiscal Agent	Merged	848	848					848		848
10	2002 Tax Allocation Refunding Bonds	July 7, 2009	July 7, 2012	Harrell & Company Advisors, LLC	Preparation and filing of Continuing Disclosure Annual Reports and Material Event Notices	Merged	250	250					250		250
11	1999 Tax Allocation Refunding Bonds	July 7, 2009	July 7, 2012	Harrell & Company Advisors, LLC	Preparation and filing of Continuing Disclosure Annual Reports and Material Event Notices	Merged	1,525	1,525					1,525		1,525
12	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	May 13, 2010	September 1, 2021	US Bank	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds Debt Service Payments	Merged	3,649,634	404,932					404,932		404,932
13	HUD Section 108 Infrastructure Loan for Hyatt/Hilton Properties	July 21, 2010	August 1, 2019	Bank of New York Mellon	Legally binding and enforceable loan agreement with the U.S. Department of Housing and Urban Development for capital improvements	Merged	3,025,000	427,512					427,512		427,512
14	Strand Hotel and Mixed-Use Project, Parking & Infrastructure	June 1999 to November 2008	September 30, 2033	CIM Group, LLC and Kane Ballmer and Berkman	Property Tax Sharing Agreement under the Disposition and Development Agreement (DDA) for development of hotel, retail, restaurant, and public parking structure. The Implementation of the DDA and the Sixth Implementation Agreement were entered into from June 1999 to November 2008.	Merged	13,344,723	702,903					702,903		702,903
15	Strand Project Additional Parking	January 20, 2009	September 30, 2033	CIM Group, LLC	Property Tax Sharing Agreement under the Disposition and Development Agreement (DDA) and Sixth Implementation Agreement for the Strand projects parking structure authorized on January 20, 2009.	Merged	1,039,285	49,576					49,576		49,576
16	Pacific City	October 16, 2006	FY 2030-31	Makar Properties & Kane Ballmer and Berkman	Owner Participation Agreement approved on October 16, 2006 for future development of a 31-acre site located at Pacific Coast Highway and First Street and financed by property tax allocations.	Merged	5,520,000	20,000					20,000		20,000
17	Pacific City - Very Low Income Units	October 16, 2006	FY 2030-31	Makar Properties	15% affordable housing requirement pursuant to Attachment 5 of the Owner Participation Agreement approved on October 16, 2006. Of the 15% required housing obligation, 5% very-low income housing is to be developed by the Housing Authority. The Developer is required to provide the remaining 10% on site.	Merged	6,500,000	6,500,000	6,500,000						6,500,000
18	Affordable Housing Compliance pursuant to the requirements of Section 33413(b)(4) and 33490(a)(2) and (3) of the California Community Redevelopment Law, Health and Safety Code Section 33000, et. seq. Covenant monitoring per AB 987.	Original Agreement effective July 20, 2010 / Amended on July 26, 2011	July 20, 2013	Amerinational	Statutory obligation for housing compliance services pursuant to the requirements of Section 33413(b)(4) and 33490(a)(2) and (3) of the California Community Redevelopment Law, Health and Safety Code Section 33000, et. seq. and eligible under Health and Safety Code Section 34171(d)(1)(F)	Merged	75,000	75,000					75,000		75,000
19	Repayment of SERAF Debt Obligation 2009	May 10, 2010	FY 2014-15	Housing Authority	Legally enforceable obligation for SERAF Loan repayment	Merged	3,331,300	-					-		-
20	Repayment of SERAF Debt Obligation 2010	May 10, 2011	FY 2015-16	Housing Authority	Legally enforceable obligation for SERAF Loan repayment	Merged	706,842	-					-		-
21	Abdelmudi Owner Participation Agreement/Rent Differential Agreement	May 28, 1991 and November 21, 1994	December 31, 2017	Abdelmudi Development Company	Owner Participation Agreement/Rent Differential Agreement approved on May 28, 1991 for the development of the three story building at the Oceanview Promenade. The Third Implementation Amendment took effect on November 21, 1994.	Merged	6,000	6,000					6,000		6,000
22	Covenant enforcement for Affordable housing projects for the purpose of increasing, improving, and preserving the City's supply of low and moderate income housing pursuant to the requirements of Section 33413(b)(4) and 33490(a)(2) and (3) of the California Community Redevelopment Law, Health and Safety Code Section 33000, et. seq.	February 20, 2012	February 20, 2013	Jessica Latham, Esq	Statutory obligation for legal compliance and operations of Housing Authority pursuant to the requirements of Section 33413(b)(4) and 33490(a)(2) and (3) of the California Community Redevelopment Law, Health and Safety Code Section 33000, et. seq.	Merged	30,000	30,000					30,000		30,000

Item #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Total Due During Fiscal Year 2012-13	Funding Source					
									LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other
23	Unfunded CalPERS Pension Liabilities	As of 6/30/10	N/A	CalPERS	Unfunded CalPERS pension obligation as per CalPERS actuarial valuation as of June 30, 2010 with estimated factor increase for FY 12/13	Merged	2,674,172	190,951					95,476	95,476
24	Unfunded Supplemental Retirement Liabilities	As of 9/30/11	N/A	US Bank	Unfunded actuarial accrued liability as of September 30, 2012 as per actuarial valuation by Bartel Associates, LLC.	Merged	618,160	57,904					28,952	28,952
25	Public Agency Retirement Systems (PARS) Notes Payable	September 10, 2010	October 10, 2014	Pacific Life Ins	Legally enforceable retirement obligation for early retirement incentive program and annuity contract with Pacific Life Insurance Incorporated.	Merged	60,035	19,965					19,965	19,965
26	Unfunded OPEB Liabilities	As of 6/30/11	N/A	CalPERS/CERBT	Unfunded actuarial accrued liability as of June 30, 2012 as per Bartel Associates, LLC.	Merged	252,593	12,444					6,222	6,222
27	Obligation for unused employee General Leave earned and vested	As of 9/30/11 audited financial statements	N/A	City employees directly involved in Housing and Redevelopment projects and administration	Obligation for unused employee General Leave earned and vested as per MOUs and AB 1X26	Merged	124,391	11,460					11,460	11,460
28	Successor Agency Compliance per H & S Code 33433	May 7, 2007	April 30, 2010	Tierra West	Financial and Real estate consultant	Merged	30,000	15,000					15,000	15,000
29	Bella Terra Parking Infrastructure Property Tax Sharing Agreement	October 2, 2000 and September 17, 2007	September 30, 2025	Bella Terra Associates LLC and Kane Ballmer and Berkman	Property Tax Sharing Agreement required under the terms of the Owner Participation Agreement (dated 10/2/2000) and Second Implementation Agreement (dated 9/17/2007) for the development of the Huntington Center (Bella Terra). Includes legal requirements to enforce obligation.	Merged	13,847,382	1,210,008					1,210,008	1,210,008
30	Bella Terra Phase II	October 4, 2010	July 1, 2036	BTDJM Phase II Associates (DJM) and Kane Ballmer and Berkman	Affordable Housing Agreement approved on October 4, 2010 for construction of a 467 mixed-use unit project. Project is currently under construction and financed by property tax allocations. Includes legal requirements to implement obligation.	Merged	27,438,830	-					10,000	10,000
31	Pierside Pavilion Owner Participation Agreement	July 6, 2009	N/A	Pierside Pavilion, LLC and Kane Ballmer and Berkman	Owner Participation Agreement (OPA) approved on July 6, 2009 for the continued redevelopment of the site located at 300 Pacific Coast Highway in Downtown Huntington Beach. Legal services were incurred to amend the legally obligated OPA.	Merged	4,000	-					4,000	4,000
32	Operative Agreement for the Huntington Beach Redevelopment Project	Fiscal Year 2004/05	October 1, 2030	City of Huntington Beach	Loan repayment for advance made on capital projects in FY 2004/05	Southeast Coastal	283,211	21,319					21,319	21,319
33	Assessment for AES Property Tax Valuation	March 21, 2011	March 21, 2012	Van Horn Consulting	Assessment for AES Property Tax Valuation	Southeast Coastal	5,000	5,000					5,000	5,000
34	Employee termination/layoff costs related to dissolution of Redevelopment Agency	9/30/2011	9/30/2011	Employee 1	Payment of costs incurred to fulfilled collective bargaining agreements for layoffs/terminations of City employees relating to the dissolution of the Redevelopment Agency per Health & Safety Code Section 34171(d)(1)(C)	Merged & Southeast Coastal	16,393	16,393					16,393	16,393
35	Employee termination/layoff costs related to dissolution of Redevelopment Agency	9/30/2011	9/30/2011	Employee 2	Payment of costs incurred to fulfilled collective bargaining agreements for layoffs/terminations of City employees relating to the dissolution of the Redevelopment Agency per Health & Safety Code Section 34171(d)(1)(C)	Merged & Southeast Coastal	24,483	24,483					24,483	24,483
36	Employee termination/layoff costs related to dissolution of Redevelopment Agency	9/30/2011	12/23/2011	Employee 3	Payment of costs incurred to fulfilled collective bargaining agreements for layoffs/terminations of City employees relating to the dissolution of the Redevelopment Agency per Health & Safety Code Section 34171(d)(1)(C)	Merged & Southeast Coastal	75,328	75,328					75,328	75,328
37	Employee termination/layoff costs related to dissolution of Redevelopment Agency	9/30/2011	9/30/2011	Employee 4	Payment of costs incurred to fulfilled collective bargaining agreements for layoffs/terminations of City employees relating to the dissolution of the Redevelopment Agency per Health & Safety Code Section 34171(d)(1)(C)	Merged & Southeast Coastal	9,728	9,728					9,728	9,728
38	Litigation expenses for <i>City of Palmdale et al. v. Matosantos</i> pursuant to Health and Safety Code Section 34171(d)(1)(F)	7/08/2012	7/8/2015	Kane Ballmer & Berkman	Payment of litigation costs incurred through June 30, 2012 relating to application for a Temporary Restraining Order pertaining to the June 1, 2012 property tax payments eligible under Health and Safety Code Section 34171(d)(1)(F) as amended by AB 1484	Merged & Southeast Coastal	13,993.00	13,993					13,993	13,993
39	Legal expenses for Successor Agency compliance with AB 1x 26 and AB 1484 pursuant to Health and Safety Code Section 34171(d)(1)(F)	7/08/2012	7/8/2015	Kane Ballmer & Berkman	Legal expenses to ensure Successor Agency compliance with AB 1x 26 and AB 1484	Merged & Southeast Coastal	150,000.00	150,000					75,000	75,000
40	Economic Analysis services related to Successor Agency compliance with AB 1x 26 and AB 1484 pursuant to Health and Safety Code Section 34171(d)(1)(F)	6/15/2010	6/15/2013	Keyser Marston	Economic Analysis consulting services to ensure Successor Agency compliance with AB 1x 26 and AB 1484	Merged & Southeast Coastal	200,000.00	200,000					100,000	100,000
41	Huntington Center Redevelopment Plan development	1987	10/1/2030	Successor Agency	Land and Right-of-way acquisition costs connected with the Gothard-Hoover Extension project and development of a public storage facility	Merged	4,416,384.00	296,498					296,498	296,498
42	Main-Pier Redevelopment Project Phase II	1988	10/1/2030	Successor Agency	Costs incurred to acquire land within the Main-Pier project area for Phase II development projects	Merged	5,150,543.00	345,786					345,786	345,786
43	Development of Downtown Main-Pier project area	1988, 1990	10/1/2030	Successor Agency	Costs incurred to acquire land within the Main-Pier project area to implement the construction of parking facilities within the Downtown Main-Pier area	Merged	3,555,243.00	238,685					238,685	238,685

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									LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other	Six-Month Total
44	Third Block West commercial/residential project	1996	10/1/2030	Successor Agency	Relocation, property acquisition, and other project costs associated with the Third Block West Condominium/Retail/Office project in the Main-Pier Redevelopment project area	Merged	14,971,453.00	1,005,122					1,005,122		1,005,122
45	Second Block Alley and Street Improvement Project	1988	10/1/2030	Successor Agency	Property acquisition cost associated with the Second Block alley and street improvement project	Merged	345,208.00	23,176					23,176		23,176
46	Strand Project	1996	10/1/2030	Successor Agency	Relocation costs paid to Wind and Sea Surf Shop	Merged	87,501.00	5,875					5,875		5,875
47	Pierside Hotel/Retail/Parking Structure Project	1990, 1992	10/1/2030	Successor Agency	Relocation costs paid to Terry's Coffee Shop and First Interstate Bank	Merged	407,212.00	27,339					27,339		27,339
48	Waterfront Commercial Master Site Plan	1989, 2001	10/1/2030	Successor Agency	Costs related to the relocation, buyout, and demolition of Driftwood and Pacific Mobile Home Parks related to the Waterfront Commercial Master Site Plan	Merged	16,960,908.00	1,138,686					1,138,686		1,138,686
49	Strand Project	1990, 1991, 1994, 1989	10/1/2030	Successor Agency	Property acquisition costs associated with the Strand Project	Merged	14,475,988.00	971,859					971,859		971,859
50	Enforcement of Successor Agency	Various	Various	Successor Agency, Kane	Successor Agency administrative obligations relating to	Southeast Coastal	357,464	357,464				357,464			357,464

Name of Successor Agency: Huntington Beach Redevelopment Agency Successor Agency
 County: Orange

RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS III) -- Notes (Optional)
January 1, 2013 through June 30, 2013

Item #	Notes/Comments
1	In 1984, the City of Huntington Beach's Park & Acquisition Fund advanced \$1,740,834 to the Redevelopment Agency to purchase the Emerald Cove Land. That same year, the Agency sold \$4.6M of Certificates of Participation (COPS) to finance the construction of the Emerald Cove Senior Housing Project. In 2000, the HB Public Finance Authority issued \$18M of COPS, which was partly used to defease the RDA Emerald Cove COPS, thereby, resulting in the City completely owning the Emerald Cove Project. In May 2009, the Agency purchased the Emerald Cove Senior Apartments for the sum of \$8,483,931, including the bond debt of \$5,170,931. Later that year, the Emerald Cove Senior Apartments were sold to Jamboree Housing Corporation (JHC); however, as part of the agreement, the Agency maintained the remaining debt obligation.
2	In order to reduce the interest expense owed on the loan and to comply with the property tax sharing requirements contained in the Second Implementation Agreement to the Amended and Restated DDA, approved February 5, 2001, the Agency is electing to make the annual enforceable obligation payment from the property tax distribution to be received from the County in January 2013.
3	Amount requested includes reserve to meet debt service due as permitted by Health and Safety Code Section 34171(A) as amended by AB 1484.
4	Amount requested includes reserve to meet debt service due as permitted by Health and Safety Code Section 34171(A) as amended by AB 1484.
5	Amount requested includes reserve to meet arbitrage calculation expenses related to the 2002 Tax Allocation Refunding Bonds for the calendar year 2013 as permitted by Health and Safety Code Section 34171(A) as amended by AB 1484.
6	Amount requested includes reserve to meet arbitrage calculation expenses related to the 1999 Tax Allocation Refunding Bonds for the calendar year 2013 as permitted by Health and Safety Code Section 34171(A) as amended by AB 1484.
7	Arbitrage payment due per the requirements of the Tax Certificate for the 2002 Tax Allocation Bonds.
8	Amount requested includes reserve to meet fiscal agent expenses related to the 1999 Tax Allocation Refunding Bonds for the calendar year 2013 as permitted by Health and Safety Code Section 34171(A) as amended by AB 1484.
9	Amount requested includes reserve to meet fiscal agent expenses related to the 2002 Tax Allocation Refunding Bonds for the calendar year 2013 as permitted by Health and Safety Code Section 34171(A) as amended by AB 1484.
10	Per Section 3 of the Continuing Disclosure Certificate for the 2002 Tax Allocation Bonds, the Agency is required to prepare and provide a Continuing Disclosure Report on each April 30th. The Agency is in the process of extending its current contract with Harrell & Company Advisors. Amount requested includes reserve to meet bond-related obligation due as permitted by Health and Safety Code Section 34171(A) as amended by AB 1484.
11	Per Section 3 of the Continuing Disclosure Certificate for the 1999 Tax Allocation Bonds, the Agency is required to prepare and provide a Continuing Disclosure Report on each April 30th. The Agency is in the process of extending its current contract with Harrell & Company Advisors. Amount requested includes reserve to meet bond-related obligation due as permitted by Health and Safety Code Section 34171(A) as amended by AB 1484.
12	Amount requested includes reserve to meet debt service due as permitted by Health and Safety Code Section 34171(A) as amended by AB 1484.
13	Section 108 loans are offered by the U.S. Department of Housing and Urban Development's (HUD) Community Development Block Grant (CDBG) program. The Agency's Section 108 loan is connected with the 2000 public offering by HUD. Amount requested includes reserve to meet debt service due as permitted by Health and Safety Code Section 34171(A) as amended by AB 1484.
14	To ensure compliance with the property tax sharing requirements contained in the Property Tax Sharing Agreement under the Disposition and Development Agreement (DDA) and Sixth Implementation Agreement for the Strand project's parking structure authorized on January 20, 2009, the annual payment due will be made from the first property tax distribution received in January 2013.
15	To ensure compliance with the property tax sharing requirements contained in the Property Tax Sharing Agreement under the Disposition and Development Agreement (DDA) and Sixth Implementation Agreement for the Strand project's parking structure authorized on January 20, 2009, the annual payment due will be made from the first property tax distribution received in January 2013.
22	The Agency is in the process of extending its current contract with Jessica Lantham, Esq.
23	Contract/Agreement execution date of June 30, 2010 is the date of the most recent actuarial valuation report provided by CalPERS. Valuation report was issued October 2011.
24	Contract/Agreement execution date of September 30, 2011 is the date of the most recent actuarial valuation report prepared by Bartel Associates, LLC. Valuation report was issued on August 2, 2012.
26	Contract/Agreement execution date of June 30, 2011 is the date of the most recent actuarial valuation report prepared by Bartel Associates, LLC. Valuation report was issued on August 2, 2012.

28	The Agency is in the process of extending its current contract with Tierra West.
34	Amounts represents cost incurred for layoff of City employee performing work directly related to the former Redevelopment Agency as per Health and Safety Code Section 34171 (d)(1)(C) as amended by AB 1484. Due to employee confidentiality requirements, specific employee information has not been included, but will be provided under separate cover upon request.
35	Amounts represents cost incurred for layoff of City employee performing work directly related to the former Redevelopment Agency as per Health and Safety Code Section 34171 (d)(1)(C) as amended by AB 1484. Due to employee confidentiality requirements, specific employee information has not been included, but will be provided under separate cover upon request.
36	Amounts represents cost incurred for layoff of City employee performing work directly related to the former Redevelopment Agency as per Health and Safety Code Section 34171 (d)(1)(C) as amended by AB 1484. Due to employee confidentiality requirements, specific employee information has not been included, but will be provided under separate cover upon request.
36	Amounts represents cost incurred for layoff of City employee performing work directly related to the former Redevelopment Agency as per Health and Safety Code Section 34171 (d)(1)(C) as amended by AB 1484. Due to employee confidentiality requirements, specific employee information has not been included, but will be provided under separate cover upon request.
38	Amount represents payment of litigation costs incurred through June 30, 2012 for <i>City of Palmdale et al. v. Matosantos</i> relating to application for a Temporary Restraining Order pertaining to the June 1, 2012 property tax payments eligible under Health and Safety Code Section 34171(d)(1)(F) as amended by AB 1484.
39	Legal expenses for Successor Agency compliance with AB 1x 26 and AB 1484 pursuant to Health and Safety Code Section 34171(d)(1)(F) as amended by AB 1484, which states: " <i>Contracts or agreements necessary for the administration or operation of the successor agency, in accordance with this part, including, but not limited to, agreements concerning litigation expenses related to assets or obligations, settlements and judgments...</i> ".
40	Consulting services for Successor Agency compliance with AB 1x 26 and AB 1484 eligible for reimbursement pursuant to Health and Safety Code Section 34171(d)(1)(F) as amended by AB 1484, which states: "[Enforceable obligations include] <i>Contracts or agreements necessary for the administration or operation of the successor agency, in accordance with this part, including, but not limited to, agreements concerning litigation expenses related to assets or obligations, settlements and judgments...</i> "
41	As per Department of Finance instruction, amounts listed represent relocation and property acquisition costs as per Health and Safety Code Section 34171(d)(1)(B), which states: "[Enforceable obligations include] <i>Loans of moneys borrowed by the redevelopment agency for a lawful purpose, to the extent they are legally required to be repaid pursuant to a required repayment schedule or other mandatory loan terms.</i> "
42	As per Department of Finance instruction, amounts listed represent relocation and property acquisition costs as per Health and Safety Code Section 34171(d)(1)(B), which states: "[Enforceable obligations include] <i>Loans of moneys borrowed by the redevelopment agency for a lawful purpose, to the extent they are legally required to be repaid pursuant to a required repayment schedule or other mandatory loan terms.</i> "
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46	As per Department of Finance instruction, amounts listed represent relocation and property acquisition costs as per Health and Safety Code Section 34171(d)(1)(B), which states: "[Enforceable obligations include] <i>Loans of moneys borrowed by the redevelopment agency for a lawful purpose, to the extent they are legally required to be repaid pursuant to a required repayment schedule or other mandatory loan terms.</i> "
47	As per Department of Finance instruction, amounts listed represent relocation and property acquisition costs as per Health and Safety Code Section 34171(d)(1)(B), which states: "[Enforceable obligations include] <i>Loans of moneys borrowed by the redevelopment agency for a lawful purpose, to the extent they are legally required to be repaid pursuant to a required repayment schedule or other mandatory loan terms.</i> "
48	As per Department of Finance instruction, amounts listed represent relocation and property acquisition costs as per Health and Safety Code Section 34171(d)(1)(B), which states: "[Enforceable obligations include] <i>Loans of moneys borrowed by the redevelopment agency for a lawful purpose, to the extent they are legally required to be repaid pursuant to a required repayment schedule or other mandatory loan terms.</i> "
49	As per Department of Finance instruction, amounts listed represent relocation and property acquisition costs as per Health and Safety Code Section 34171(d)(1)(B), which states: "[Enforceable obligations include] <i>Loans of moneys borrowed by the redevelopment agency for a lawful purpose, to the extent they are legally required to be repaid pursuant to a required repayment schedule or other mandatory loan terms.</i> "
50	See breakdown of administrative expenses in the Administrative Budget for the period covering January 1, 2013-June 30, 2013.
RPTTF Column	To the extent RPTTF is not available to pay an enforceable obligation, then the Successor Agency is authorized to make payments on an enforceable obligation from any other funds it may have available, if any, at the time a payment is to be made.

**Pursuant to Health and Safety Code section 34186 (a)
 PRIOR PERIOD ESTIMATED OBLIGATIONS vs. ACTUAL PAYMENTS
 RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS I)
 January 1, 2012 through June 30, 2012**

Page/Form	Line	Project Name / Debt Obligation	Payee	Description/Project Scope	Project Area	LMIHF		Bond Proceeds		Reserve Balance		Admin Allowance		RPTTF		Other	
						Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual
Grand Total						\$ 1,679,564	\$ 98,610	\$ -	\$ -	\$ -	\$ -	\$ 250,000	\$ 250,000	\$ 7,269,850	\$ 6,215,092	\$ -	\$ 172,861
1/Form A	18	Land Sale Emerald Cove	COHB Park A & D Fund	Legally Binding Operative Agreement Principal Amount - \$1,740,834, Interest Rates 3.81%, Debt Incurred on May 18, 2009	Merged												
2/Form A	1	Main-Pier Purchase Loan Repayment	Housing Authority	Legally Binding and Enforceable Agreement for Property Acquisition for the Main-Pier Project	Merged												
2/Form A	2	Hyatt Regency Huntington Beach Project	Robert Mayer Corporation	Disposition and Development Agreement approved on September 14, 1998 for the Waterfront Development	Merged									368,626	368,626		
2/Form A	3	2002 Tax Allocation Refunding Bonds	Bank of New York Trust Co.	Tax Allocation Bonds Debt Service Payments	Merged									1,635,738	1,635,738	(A)	
2/Form A	4	1999 Tax Allocation Refunding Bonds	Bank of New York Trust Co.	Tax Allocation Bonds Debt Service Payments	Merged									748,088	745,743	(A)	2,345 (B)
2/Form A	5	2002 Tax Allocation Refunding Bonds	Arbitrage Compliance Specialist	Tax Allocation Bonds arbitrage rebate calculation - Federal IRS Compliance	Merged									500	500	(A)	
2/Form A	6	1999 Tax Allocation Refunding Bonds	Arbitrage Compliance Specialist	Tax Allocation Bonds arbitrage rebate calculation - Federal IRS Compliance	Merged									500	500		
2/Form A	7	2002 Tax Allocation Refunding Bonds	Internal Revenue Service	15th Year Arbitrage Rebate Payment	Merged									-	-		
2/Form A	8	2002 Tax Allocation Refunding Bonds	Bank of New York Mellon	Tax Allocation Bonds - Payment to Fiscal Agent	Merged									1,537	1,537	(A)	
2/Form A	9	1999 Tax Allocation Refunding Bonds	Bank of New York Mellon	Tax Allocation Bonds - Payment to Fiscal Agent	Merged									848	848		
2/Form A	10	2002 Tax Allocation Refunding Bonds	AMBAC	Bank of America Master Repurchase Agreement for Debt Service Reserve	Merged									3,000	3,000		
2/Form A	11	2002 Tax Allocation Refunding Bonds	Harrell & Company Advisors, LLC	Preparation and filing of Continuing Disclosure Annual Reports and Material Event Notices	Merged									250	275	(A)	
2/Form A	12	1999 Tax Allocation Refunding Bonds	Harrell & Company Advisors, LLC	Preparation and filing of Continuing Disclosure Annual Reports and Material Event Notices	Merged									1,525	1,500	(A)	
2/Form A	13	HUD Section 108 Infrastructure Loan for Hyatt/Hilton Properties	Bank of New York Mellon	Legally binding and enforceable loan agreement with the U.S. Department of Housing and Urban Development for capital improvements	Merged									410,350	410,350	(A)	
2/Form A	14	HELP Bowen Court	California Housing Finance Authority	Full payment of loan borrowed by Agency for Senior Rental Complex from the State of California	Merged									-	-		
3/Form A	1	Strand Hotel and Mixed-Use Project, Parking & Infrastructure	CIM Group, LLC	Property Tax Sharing Agreement under the Disposition and Development Agreement (DDA) for development of hotel, retail, restaurant, and public parking structure. The Implementation of the DDA and the Sixth Implementation Agreement were entered into from June 1999 to November 2008.	Merged									677,903	677,903	(D)	
3/Form A	2	Strand Project Additional Parking	CIM Group, LLC	Property Tax Sharing Agreement under the Disposition and Development Agreement (DDA) and Sixth Implementation Agreement for the Strand projects parking structure authorized on January 20, 2009.	Merged									49,576	49,576	(D)	
3/Form A	3	Pacific City	Makar Properties	Owner Participation Agreement approved on October 16, 2006 for future development of a 31-acre site located at Pacific Coast Highway and First Street and financed by property tax allocations.	Merged									-	-		
3/Form A	4	Covenant Monitoring Obligations of Housing Authority	Housing Authority	Statutory obligations for housing affordability, production, reporting and compliance as per Government Code.	Merged									229,801	195,333		
3/Form A	5	Housing Authority Covenant monitoring per AB 987	Keyser Marston	Statutory obligation for Housing reporting, auditing and compliance	Merged									150,000	55,196		
3/Form A	6	Successor Agency compliance and monitoring per AB 1X26	Kane Ballmer and Berkman	Legal costs to ensure Successor Agency compliance with AB 1X26	Merged							68,651	68,651	13,993	(C)		
3/Form A	7	Independent financial statement and compliance audit	Macias Gini & O'Connell LLP	Independent financial statement and compliance of the agency in accordance with Government Auditing Standards Statement on Auditing Standards (SAS) No. 117, "Compliance Audit"	Merged							-	-				5,042
3/Form A	8	Successor Agency compliance per AB 1X26	Keyser Marston	Legally binding and enforceable agreement for continued administration and operation of Successor Agency	Merged							35,589	35,589				

Page/Form	Line	Project Name / Debt Obligation	Payee	Description/Project Scope	Project Area	LMIHF		Bond Proceeds		Reserve Balance		Admin Allowance		RPTTF		Other	
						Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual
6/Form C	1	Enforcement of Successor Agency compliance and monitoring per AB 1X26	Successor Agency	Successor Agency administrative obligations relating to maintaining payments on enforceable obligations and other activities as required by AB 1X26	Merged							145,760	145,760				165,474 (F)
6/Form C	2	Enforcement of Successor Agency compliance and monitoring per AB 1X26	Successor Agency	Successor Agency administrative obligations relating to maintaining payments on enforceable obligations and other activities as required by AB 1X26	Southeast Coastal							-					
7/Form D	1	Pass Through Agreements (Estimated) ***	Orange County, Various School Districts, and City of Huntington Beach	Pre and Post AB1290 statutory payments mandated by Health and Safety Code (HSC) Section 33607	Merged									2,640,000	207,428		
7/Form D	2	Pass Through Agreements (Estimated) ***	Orange County, Various School Districts, and City of HB	Post AB1290 statutory payments mandated by Health and Safety Code (HSC) Section 33607	Southeast Coastal									13,000	-		
Notes:																	
(A)	Actual includes all debt service and enforceable obligations payments made from the December 2011 property tax payment.																
(B)	"Other" funding source consists of interest earned on cash held with trustee.																
(C)	Amount represents payment of litigation costs incurred through June 30, 2012 for City of Palmdale et al. v. Matosantos relating to application for a Temporary Restraining Order pertaining to the June 1, 2012 property tax payments eligible under Health and Safety Code Section 34171(d)(1)(F) as amended by AB 1484.																
(D)	Due to the \$2.3 million shortage in the June 1st property tax payment, all or a portion of this enforceable obligation payment was made from the December 2011 property tax distribution.																
(E)	Due to the elimination of the 20% housing set-aside requirement, debt service payments outstanding for the July-December period are anticipated to be funded with RPTTF																
(F)	Actual administrative expenses for the period totaled \$415,474 including amounts that had to be charged to other funds.																
(G)	On the ROPS approved for the January-June 2012 period, this obligation was erroneously listed as funded with Other Revenue (Low and Moderate Income Housing Funds).																
(H)	Per the terms of the Second Implementation Agreement to the Bella Terra Owner Participation Agreement approved on September 17, 2007, all principal and interest payments are to be made solely from Available Site-Generated Property Tax Increment. This oversight was corrected on subsequent ROPS submitted to the Oversight Board and Department of Finance.																
(H)	The Agency included pension payments and other eligible retirement benefits allowable under Health and Safety Code Section 34173(d)(1)(C) as enforceable obligations on its January-June 2012 ROPS. The Agency has included actual amounts paid for these obligations.																