

1 **WHEREAS**, over an eight (8) week period following the filing of ROPS 14-15A,
2 Successor Agency representatives responded to DOF staff inquiries, provided them with supporting
3 and amending information (some of which was developed by third parties, e.g., US Bank, the
4 Successor Agency’s bond trustee), participated in several conference call meetings, attended a meet
5 and confer meeting with DOF staff in Sacramento; and

6 **WHEREAS**, on May 16, 2014, the DOF issued their final determination letter, which is
7 appended to this Resolution as Exhibit “B”; and

8 **WHEREAS**, the DOF’s May 16, 2014 letter: i) denied seven (7) EOs worth \$11,282,792
9 (i.e., EO Nos. 82, 85, 87, 95, 102, 113 and 114), ii) denied \$344,523 of the requested administrative
10 allowance; iii) modified or reclassified a portion of seven (7) EOs (i.e., EO Nos. 7, 10, 12, 13, 99,
11 100 and 105) in the amount of \$201,294; iv) retroactively denied \$5,858,914-worth of RPTTF of
12 which the Successor Agency actually spent \$5,815,258 during prior ROPS periods as a “Prior
13 Period Adjustment”; and v) authorized the distribution of \$10,533,920 of RPTTF to the Successor
14 Agency, of which \$477,461 represents the administrative allowance; and

15 **WHEREAS**, on May 29, 2014, the County Auditor-Controller forwarded the Successor
16 Agency a check in the amount of \$10,533,920, which is the RPTTF authorized by DOF for ROPS
17 14-15A; and

18 **WHEREAS**, in addition to available RPTTF, the Successor Agency is also able to apply
19 \$5,068,569 of other funding, which consists of: i) funds for debt service that are either from
20 contributions from third parties or from Federal Direct Payments; and ii) fund balance and scheduled rent
21 receipts from active use properties that are to be used for property maintenance purposes; and

22 **WHEREAS**, therefore, the sum of RPTTF and other funds available for use during ROPS 14-15A
23 equals \$15,602,489, which is \$11,618,954 less than the Successor Agency requires to meet its
24 enforceable obligations during ROPS 14-15A; and

25 **WHEREAS**, due to the shortfall in RPTTF, by necessity the Successor Agency must
26 allocate the use of its available funds in a responsible way consistent with HSC § 34183 (a)(2),
27 ensuring that current debt service obligations are the highest priority for payment; and

28

1 **WHEREAS**, consistent with the immediately foregoing recital, staff has prepared a plan
2 for the Successor Agency’s use of RPTTF and non-RPTTF for ROPS 14-15A, as depicted in
3 Exhibit “C” to this Resolution; and

4 **WHEREAS**, this Resolution has been reviewed with respect to applicability of the
5 California Environmental Quality Act (“CEQA”), the State CEQA Guidelines (California Code of
6 Regulations, Title 14, §§ 15000 *et seq.*, hereafter the “Guidelines”), and the City’s environmental
7 guidelines; and

8 **WHEREAS**, this Resolution is not a “project” for purposes of CEQA, as that term is
9 defined by Guidelines § 15378, because this Resolution is an organizational or administrative
10 activity that will not result in a direct or indirect physical change in the environment, per §
11 15378(b)(5) of the Guidelines; and

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

14 **NOW, THEREFORE**, by be it resolved by the Successor Agency to the Redevelopment
15 Agency of the City of San Bernardino, as follows:

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

18 **Section 2.** The Successor Agency’s ROPS 14-15A for the period of July through
19 December 2014, which is attached hereto as Exhibit “A”, is approved.

20 **Section 3.** The Successor Agency’s plan for use of RPTTF and non-RPTTF for ROPS
21 14-15A, which is attached hereto as Exhibit “C”, is approved.

22 **Section 4.** The City Manager, as Executive Director of the Successor Agency, or
23 designee, is hereby authorized and directed to: i) implement ROPS 14-15A on behalf of the
24 Successor Agency; ii) implement the Successor Agency’s plan for use of RPTTF and non-RPTTF
25 for ROPS 14-15A; and iii) take such necessary actions and execute such documents as are necessary
26 to effectuate the intent of this Resolution, inclusive of authorizing ministerial revisions to the
27 Successor Agency’s plan for use of RPTTF and non-RPTTF for ROPS 14-15A.

28

1 **Section 5.** This Resolution is not a “project” for purposes of CEQA, as that term is
2 defined by Guidelines § 15378, because this Resolution is an organizational or administrative
3 activity that will not result in a direct or indirect physical change in the environment, per §
4 15378(b)(5) of the Guidelines.

5 **Section 6.** This Resolution shall take effect upon its adoption and execution in the
6 manner as required by the City Charter.

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1 **RESOLUTION OF THE MAYOR AND COMMON COUNCIL OF THE CITY**
 2 **OF SAN BERNARDINO ACTING AS THE SUCCESSOR AGENCY TO THE**
 3 **SAN BERNARDINO REDEVELOPMENT AGENCY APPROVING THE**
 4 **RECOGNIZED OBLIGATION PAYMENT SCHEDULE 14-15A FOR THE**
PERIOD OF JULY THROUGH DECEMBER 2014 AND APPROVING
CERTAIN RELATED ACTIONS (#3506)

5 I HEREBY CERTIFY that the foregoing Resolution was duly adopted by the Mayor and Common
 6 Council acting as the Successor Agency to the San Bernardino Redevelopment Agency, at a joint
 7 adjourned regular meeting thereof, held on the 29th day of September, 2014, by the following
 8 vote, to wit:

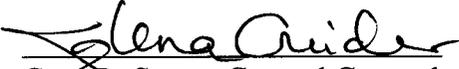
<u>Council Members</u>	<u>Ayes</u>	<u>Nays</u>	<u>Abstain</u>	<u>Absent</u>
MARQUEZ	_____	_____	_____	X
BARRIOS	X	_____	_____	_____
VALDIVIA	_____	_____	_____	X
SHORETT	X	_____	_____	_____
NICKEL	X	_____	_____	_____
JOHNSON	_____	_____	_____	X
MULVIHILL	X	_____	_____	_____

17 
 18 Georgeann Hanna, City Clerk

19 The foregoing Resolution is hereby approved this 30th day of September, 2014.

20 
 21 R. Carey Davis, Chairman
 22 Successor Agency to the
 23 Redevelopment Agency of the
 24 City of San Bernardino

25 Approved as to Form:
 26 City Attorney

27 By: 
 28 Gary D. Saenz, General Counsel

**SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY OF SAN BERNARDINO
RECOGNIZED OBLIGATION PAYMENT SCHEDULE 14-15A
(July through December 2014)**

(See Attachment)

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Successor Agency Plan for Use of RPTTF and Non-RPTTF During ROPS 14-15A
 Showing RPTTF Obligations (Requests, Approvals, Use Plan) and Use of Other Funds

EXHIBIT "C"

EO #	Obligation	Funding Priority	RPTTF ROPS Request	RPTTF DOF Approved	RPTTF Proposed Use Plan	Use of Other Funds
3	1998A TABs	1	\$ 207,144	\$ 207,144	\$ 207,144	-
4	1998B TABs	1	125,588	125,588	125,588	-
6	2002A TABs	1	172,975	172,975	172,975	-
7	2002 TABs	1	631,688	593,888	593,888	-
8	2005A TABs	1	4,023,753	4,023,753	666,148	3,357,605
9	2005B TABs	1	1,540,393	1,540,393	1,540,393	-
10	2010A BABs	1	258,875	150,768	150,768	108,107 (see Note 2)
11	2010B TABs	1	86,800	86,800	86,800	-
12	1995H Bonds	1	41,938	40,486	40,486	1,452 (see Note 2)
13	1995R Bonds	1	38,194	7,024	7,024	31,170 (see Note 2)
14	EB-5 Notes (\$15M)	1	393,750	393,750	393,750	-
15	EB-5 Notes (\$10M)	1	262,500	262,500	262,500	-
16	EB-5 Notes (\$8M)	1	210,000	210,000	210,000	-
17	Sec. 108 Bonds (Cinema)	1	590,290	590,290	590,290	-
18	Sec. 108 Bonds (A-G))	4	-	-	-	-
19	Hillwood Tax Sharing Agr.	3	245,439	245,439	245,439	-
20	BP Cal Tax Sharing Agr.	3	95,127	95,127	95,127	-
24	Waterman Tax Sharing Agr.	3	11,052	11,052	11,052	-
28	2006 TABs (Housing)	1	571,559	571,559	571,559	-
30	PERS Unfunded Liability	4	-	-	-	-
31	Retiree Health	3	14,850	14,850	14,850	-
32	SA Administration	2	821,984	477,461	477,461	-
33	Litigation (Placo)	3	283	283	283	-
34	Litigation (Peart)	3	9,085	9,085	9,085	-
36	Litigation (Glen Aire MHP)	3	23,357	23,357	12,410	10,947
38	Property Maintenance	2	1,385,200	1,385,200	-	1,385,200
41	Auto Mall Reader Board	4	-	-	-	-
82	DSRF Replenishments	6	4,849,838	-	-	-
84	Securities Servicing	1	71,089	71,089	71,089	-
85	SBVMWD Pass Thru Pmt.	6	2,644,578	-	-	-
87	Mall Property Taxes	6	869,691	-	-	-
94	RUSD Past Pass-Thru Pmt.	3	42,742	42,742	42,742	-
95	SB City USD Pass Thru Pmt.	6	2,223,398	-	-	-
96	1999 COPs Reimbursement	3	1,139,588	1,139,588	965,500	174,088
97	1998A TABs PPA Correction	5	985,000	985,000	985,000	-
98	1998B TABs PPA Correction	5	420,000	420,000	420,000	-
99	1995H Bonds PPA Correction	5	59,274	58,307	58,307	-
100	1995R Bonds PPA Correction	5	35,406	15,691	15,691	-
101	2006 TABs PPA Correction	5	1,470,000	1,470,000	1,470,000	-
102	1997A TABs PPA Correction	5	21,156	-	-	-
103	2005B TABs PPA Correction	5	219	219	(see Note 1)	-
104	CMB Export PPA Correction	5	900	900	(see Note 1)	-
105	Woolworth Bldg. PPA Corr.	5	10,416	8,333	(see Note 1)	-
106	Litigation PPA Correction	5	67,119	67,119	(see Note 1)	-
107	LTPM PPA Correction	5	844,503	844,503	(see Note 1)	-
108	Neighborhood Housing	3	17,238	17,238	17,238	-
109	2005A TABs PPA Correction	5	711	711	711	-
110	2005B TABs PPA Correction	5	1,721	1,721	1,721	-
111	1995R Bonds PPA Correction	5	1	1	1	-
112	CMB Export PPA Correction	3	900	900	900	-
113	SBCCS Pass Thru Pmt.	6	81,700	-	-	-
114	SBCCD Pass Thru Pmt.	6	592,431	-	-	-
115	Anticipated Litigation	3	10,000	10,000	-	-
TOTAL of EOs			28,221,443	16,392,834	10,533,920	5,068,569
						(140,729)
RPTTF Received for ROPS 14-15A				10,533,920		\$ 4,927,840
Other Funds from Balances Retained to be Applied in ROPS 14-15A				5,858,914		
						Total 3P Payments "Other Funds" to be provided from Successor Agency Retained Balance

NOTE 1: Payment of obligation was made during ROPS II period. Listing on ROPS 14-15A was for purposes of obtaining DOF of the payment already made. Thus, no funds required in ROPS 14-15A.

NOTE 2: "Other Funds" identified to be used in the payment of these ROPS items are payments from third parties made directly to the bond trustee or bank, and are not funds of the Successor Agency.

Priorities

- 1 = Debt Service or Debt Service Related
- 2 = Administration
- 3 = Enforceable Obligation
- 4 = No Payment Due During ROPS 14-15A (See Notes)
- 5 = Correction of Funding Deficiency During ROPS 13-14B
- 6 = Denied by DOF

**MAY 16, 2014 LETTER
FROM THE
CALIFORNIA DEPARTMENT OF FINANCE**

(See Attachment)

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**DEPARTMENT OF
FINANCE**

EDMUND G. BROWN JR. ■ GOVERNOR

915 L STREET ■ SACRAMENTO CA ■ 95814-3706 ■ WWW.DOF.CA.GOV

May 16, 2014

Mr. Allen Parker, City Manager
City of San Bernardino
300 North D Street, 6th Floor
San Bernardino, CA 94218

Dear Mr. Parker:

Subject: Recognized Obligation Payment Schedule

This letter supersedes the California Department of Finance's (Finance) Recognized Obligation Payment Schedule (ROPS) letter dated April 17, 2014. Pursuant to Health and Safety Code (HSC) section 34177 (m), the City of San Bernardino Successor Agency (Agency) submitted a Recognized Obligation Payment Schedule (ROPS 14-15A) to Finance on March 12, 2014, for the period of July through December 2014. Finance issued a ROPS determination letter on April 17, 2014. Subsequently, the Agency requested a Meet and Confer session on one or more of the items denied by Finance. The Meet and Confer session was held on May 7, 2014.

Based on a review of additional information and documentation provided to Finance during the Meet and Confer process, Finance has completed its review of the specific items being disputed.

- Item No. 7 – 2002 Tax Allocation Bonds debt service payment in the amount of \$631,688. Finance approves this item for \$593,888. The Agency requested \$631,688 for interest due April 1, 2014. Our initial review indicated this amount was already requested during the January through June 2014 (ROPS 13-14B) period. However, according to the debt service schedule, \$593,888 is due on October 1, 2014. During the Meet and Confer, the Agency confirmed that this item should be \$593,888. Therefore, the requested Redevelopment Property Tax Trust Fund (RPTTF) funding has been adjusted by \$37,800 (\$631,888 – \$593,888).
- Item No. 10 – 2010A Recovery Zone debt service payment in the amount of \$258,875. Finance approves this item for \$150,768 from the RPTTF and \$108,107 from Other Funds. The Agency receives a "Federal Direct Payment" subsidy as other revenue pledged for debt service. Finance requested Trustee Bank statements for the Reserve Fund account to support the amounts claimed. However, Finance initially denied this item as the Agency was unable to provide documentation to support the amounts claimed. During the Meet and Confer process, the Agency provided the methodology used to estimate the subsidy to be received for the October 2014 payment. Based on the calculation, \$108,107 should be available towards the payment. Therefore, this item is eligible for \$150,768 from the RPTTF and \$108,107 from Other Funds.

Mr. Allen Parker
 May 16, 2014
 Page 2

- Item Nos. 12, 13, 99 and 100 – 1995H Highland Lutheran SR Housing and 1995R Casa Ramona SR Housing bonds debt service payments totaling \$174,812. Finance approves \$40,486 from RPTTF and \$1,452 from Other Funds for Item No. 12, \$7,024 from RPTTF and \$31,170 from Other Funds for Item No. 13, \$58,307 from RPTTF for Item No. 99, and \$15,691 for Item No. 100.

Finance initially denied Item Nos. 12 and 13 because it was our understanding other revenue is received monthly from third parties to cover the payments. During the Meet and Confer process, the Agency provided the methodologies used to estimate the revenues that would be applied to the payments. Although the Agency continues to provide only a summary of account activity and still has not provided copies of the bond fiscal statements to support the current balances, Finance will accept the Agency's methodologies for estimating revenues for the ROPS 14-15A period. Therefore, Item No. 12 is approved for \$40,486 from RPTTF and \$1,452 is reclassified to Other Funds and Item No. 13 is approved for \$7,024 from RPTTF and \$31,170 is reclassified to Other Funds.

Finance initially denied the amounts requested for Item Nos. 99 and 100 because the Agency was unable to provide documentation to support the amount that was held in the Revenue Fund and Trustee invoices supporting the credit of \$2,902 and \$59,953 applied towards the items. During the Meet and Confer process for the ROPS 13-14B period, the Agency contended that other revenues received are required to fund other obligations related to the projects and are not available to fund debt service payments. However, pursuant to the Bond Indenture, Section 5.02, on the 15th of each month, a portion of gross revenues deposited in the Revenue Fund, in order of priority, should be applied towards annual trustees fees, then applied to fund the taxes, assessments, and insurance for the projects, then applied to fund interest and principal due on the next succeeding due date. During the Meet and Confer process for ROPS 14-15A, the Agency provided the invoices for the payments of these items for the ROPS 13-14B period. Based on the invoices provided, the Agency's share of the payments is \$100,355 and \$15,691, respectively. During the ROPS 13-14B review, Finance approved and the Agency received \$42,048 and \$0, respectively, from the RPTTF. Therefore, Finance approves \$58,307 and \$15,691, respectively, from the RPTTF on ROPS 14-15A to cover the shortage in funds needed.

- Item No. 38 – Long Term Property Maintenance costs in the amount of \$11,500,000. Finance no longer denies this item. Finance initially denied this item because the Agency was unable to provide documentation to support the amounts claimed. During the Meet and Confer process, the Agency provided a budget detailing the categories of costs to be incurred by the various types of Agency-owned properties. Therefore, Finance is approving this item for RPTTF funding; however, to the extent any revenues generated on the properties are available for the estimated costs, those funds should be used prior to using RPTTF. The Agency can obtain approval from the Oversight Board to change the funding source for this item pursuant to HSC section 34177 (a) (4) if Other Funds do become available.

When reporting the actual expenditures incurred on the ROPS 15-16A form, the Agency should be able to identify how the costs incurred are associated with Agency-owned properties, as well as supporting documents showing that the properties are currently owned by the Agency. Without these supporting documents, any costs incurred may be

Mr. Allen Parker
 May 16, 2014
 Page 3

disallowed and added to the prior period adjustment as funds available for expenditure on a future ROPS.

Finance notes this item contains more than one contract and more than one payee. On future ROPS, the Agency should list each contract as a separate obligation with its own item number and list them in sequential order. Pursuant to HSC section 34177 (m) (1), the Agency is required to complete the ROPS in a manner provided by Finance.

- Item No. 82 – Debt Service Reserve Fund (DSRF) Replenishment in the amount of \$4,849,838. The Agency requests funds needed to replenish the DSRF to the required balances for Item Nos. 3, 4, 6 through 11, and 28. Finance continues to reclassify the funding source of this item to “Other Funds” as stated in the ROPS 13-14B Meet and Confer determination letter dated December 17, 2013.

During the July through December 2013 period (ROPS 13-14A) Finance approved \$6,408,144 in RPTTF funding for this item. Finance authorized \$17,569,239 in RPTTF funds for ROPS 13-14A enforceable obligations, and applied a ROPS II Prior Period Adjustment (PPA) in the amount of \$5,876,914, resulting in \$11,692,325 in RPTTF funds approved for distribution, which was fully distributed by the San Bernardino County Auditor Controller. The Agency also received \$510,467 in RPTTF funds for administrative costs. Consequently, sufficient RPTTF funding was available for the Agency to replenish the required reserves for the ROPS 13-14A period, including the funding that is available from the PPA of \$5,876,914.

Through an email dated April 4, 2014, the Agency contends that the ROPS II PPA was spent on other obligations; therefore, it is impossible to fund the DSRF with a funds that do not exist because the Agency has cash-flow problems.

The items on which the funds were spent were not approved by Finance; therefore, the funds should be available for expenditure. HSC section 34177 (a) (3) states that only those payments listed on the approved ROPS may be made from the funding source specified in the ROPS. Also, HSC section 34183 (a) (2) explicitly requires debt service payments to be made first, followed by revenue bonds (to the extent revenues are insufficient to cover the payments due), and all other obligations, if sufficient RPTTF funding remains. Additionally, HSC section 34171 (d) (1) (A) permits reserves to be held only when required by the bond indenture, or when the next property tax allocation will be insufficient to pay the next bond payment due in the following half of the fiscal year. Therefore, to the extent the Agency has not been funding approved enforceable obligations in this order; the Agency is in direct violation of the law. As such, the Agency should reverse those non-debt service transactions that were either not approved by Finance or subordinated to the Agency’s debt service payments. Once corrected, the Agency should return the funding to each DSRF.

During the Meet and Confer process, the Agency continued to object to Finance’s determination; however, no additional information or documents were provided. Therefore, this item is not eligible for RPTTF funding; the funding source is being reclassified to “Other Funds”.

- Item No. 85 – Unfunded Prior-Year Pass-Through Payment Obligations in the amount of \$2,644,578. Finance continues to deny additional funding for this item. The Agency requested funding for unfunded prior year pass-through payment obligations payable to

Mr. Allen Parker
 May 16, 2014
 Page 4

the San Bernardino Municipal Water District (SBVMWD). For ROPS 13-14B, Finance approved \$12,164,545 in enforceable obligations to be funded from the RPTTF and the San Bernardino County Auditor-Controller distributed \$11,202,042 from the RPTTF with \$962,503 in a prior period adjustment; therefore, the Agency received all funds approved on ROPS 13-14B. Furthermore, Finance approved \$2,644,578 in RPTTF funding for this item in ROPS 13-14B; therefore, funds should be available to make the payment.

The Agency contends that the item was unfunded because the funds allocated for the obligation were used to pay for the principal reduction portion of the 1998A, 1998B, and 2006 TABs that was inadvertently not requested on the ROPS 13-14B submitted to Finance. The funds were also used to pay for the debt service shortfall for the 1995H and 1995R Bonds. The Agency's unfunded amounts for these bonds have been included on ROPS 14-15A under Item Nos. 97 through 101. Finance has approved the shortfall for debt service for Item Nos. 97 through 101; therefore, the Agency cannot also request to fund the unfunded pass-through payments. Therefore, this item is not eligible for additional RPTTF funding.

- Item No. 87 – Carousel Mall Past Due Property Tax in the amount of \$869,691. Finance continues to deny this item. The amount consists of past due property taxes for nine parcels for tax years 2009, 2010, and 2012. The Agency acquired the property through a Purchase Money Note dated May 3, 2010, when the former owner defaulted.

Based on review of the County of San Bernardino Treasurer-Tax Collector's website during the ROPS 13-14B Meet and Confer process, it was determined that the current owner for all nine parcels is the Carousel Mall LLC, not the Agency. All of these properties were inappropriately transferred to the San Bernardino Economic Development Corporation (SBEDC) in March 2011, who then transferred the properties back to Carousel Mall LLC in December 2011. As of April 14, 2014, according to the Tax Collector's website, these properties are still in the name of Carousel Mall. Additionally, it appears the first payment for tax year 2009 was paid, and a refund issued to SBEDC for the second installment.

Finance approved OB Resolution No. SBOB/2013-04 approving the acceptance by the Agency of the transfer of the assets from SBEDC back to the Agency through a determination letter dated March 13, 2014. At this point, it is not clear whether or not SBEDC holds title to the properties to affect a transfer back to the Agency, nor is it clear what amount, if any, is due for past due property taxes.

During the Meet and Confer process, the Agency continued to object to Finance's determination; however, no additional information or documents were provided. Therefore, this item is not an enforceable obligation and is not eligible for RPTTF funding.

- Item Nos. 90 to 93 – Discounted Settlement of Lawsuits to foreclosure mechanics liens against former RDA properties totaling \$2,309,000 funded by "Other" funds. Finance continues to deny these items. During the California State Controller Office's (Controller) Asset Transfer Review, the Controller ordered the return of several properties formerly owned by the Agency. The Agency contends the Controller's return order also includes any outstanding related liabilities related to those assets; therefore, those liabilities are now obligations of the Agency. Finance denied these items as it was our understanding that these liabilities were incurred or created during the time the

Mr. Allen Parker
May 16, 2014
Page 5

properties were owned and operated by the SBEDC, and any contracts or agreements signed were executed between the SBEDC and various third parties; the former RDA was not a party to the contracts. Additionally, Finance denied the transfer of liabilities related to these properties through a determination letter dated March 13, 2014 for OB Resolution No. SBOB/2013-04.

During the Meet and Confer process, the Agency continued to object to Finance's determination; however, no additional information or documents were provided. Therefore, these items are not enforceable obligations and are not eligible for "Other Funds."

- Item Nos. 94, 95, 113 and 114 – Unfunded Prior-Year Pass-Through Obligations totaling \$2,940,241. Finance no longer denies Item No. 94; however, Finance continues to deny Item Nos. 95, 113, and 114. During our initial review, the Agency provided demand letters from Rialto Unified School District (RUSD), San Bernardino City Unified School District, San Bernardino County Superintendent of Schools, and San Bernardino Community College District that requested payments of underfunded pass-throughs for fiscal years 2008-09 through 2010-11 based on a Los Angeles Unified School District (LAUSD) court decision. However, Finance denied these items because the Agency is not named as a party to the court decision and has not shown that the requested payments are binding.

During the Meet and Confer process, RUSD contended that Item No. 94 is not related to the calculations of the AB 1290 pass-throughs based on the LAUSD court decision. RUSD clarified that this item is related to unpaid amounts and miscalculations in fiscal years 2007-08 through 2010-11 under a contractual pass-through agreement between the former RDA and RUSD dated July 25, 1990. Based on a review of the 1990 Agreement and other documents provided to support the calculations and payments made, Finance approves this item for payment from RPTTF funding.

During the Meet and Confer process, the San Bernardino City Unified School District, San Bernardino County Superintendent of Schools, and San Bernardino Community College District contended that the demand letters for Item Nos. 95, 113, and 114 for underfunded AB 1290 pass-throughs are enforceable obligations. However, as previously stated, these demands are based on a LAUSD court decision and the Agency was not a named party. Therefore, these items are not enforceable obligations and are not eligible for RPTTF funding.

- Item Nos. 102 through 107 – Various obligations to correct a Prior Period Adjustment error totaling \$944,503. Finance no longer denies Item Nos. 102 through 106; however, Finance continues to deny Item No. 107 at this time. Finance initially denied the items summarized below because the Agency did not provide documentation to support the items claimed:

Mr. Allen Parker
 May 16, 2014
 Page 6

ROPS 14-15A Item No.	ROPS III PPA Item No.	Description	Authorized	Actual	Disallowed
102	2	1997A Bond	\$22,500	\$43,656	\$21,156
103	9	2005B TAB	430,887	431,106	219
104	15	CMB-E \$10,000,000	261,600	262,500	900
105	26	Woolworth Bldg	506,637	517,053	10,416
106	33	Litigation – Carousel Mall (Placo)	40,000	107,119	67,119
107	38	Long Term Property Maintenance	102,000	946,693	844,693
		Total	\$1,363,624	\$2,308,127	\$944,503

During the Meet and Confer process the Agency provided invoices and checks showing the actual payments made for the following items in the following amounts:

- Item No. 103 – \$431,106 was paid; therefore, the additional \$219 is approved.
- Item No. 104 – \$262,500 was paid; therefore, the additional \$900 is approved.
- Item No. 105 – \$514,970 was paid; therefore, an additional \$8,333 is approved and the remaining \$2,083 continues to be denied.
- Item No. 106 – \$107,119 was paid; therefore, the additional \$67,119 is approved.

For Item No. 102, the Agency stated that the prior period adjustment in the amount of \$21,156 is correct and no additional funds are needed.

For Item No. 107, the Agency provided a list of all Agency-owned properties and a document detailing the various expenditures incurred during the ROPS III period that the Agency classified as maintenance costs totaling \$966,755. However, information was not provided indicating how the detailed costs are associated with the Agency-owned properties. The Agency indicated they are in the processing of completing a bridging document linking the property maintenance expenditures to the specific properties. Therefore, Finance will approve this item for funding and continue working the Agency on the review of the specific expenditures incurred. However, any costs incurred, but not associated with the maintenance of Agency-owned properties may be disallowed and added to the prior period adjustment as funds available for expenditure on a future ROPS.

- Claimed administrative costs exceed the allowance by \$344,523. HSC section 34171 (b) limits the fiscal year 2014-2015 administrative expenses to three percent of property tax allocated to the Agency or \$250,000, whichever is greater. Although \$821,984 is claimed for administrative cost, only \$477,461 is available pursuant to the cap. Therefore, \$344,523 of excess administrative cost is not allowed.
- Pursuant to HSC section 34186 (a), successor agencies were required to report on the ROPS 14-15A form the estimated obligations and actual payments (prior period adjustments) associated with the July through December 2013 period. HSC section 34186 (a) also specifies prior period adjustments self-reported by successor agencies are subject to audit by the county auditor-controller (CAC) and the Controller. The amount of RPTTF approved in the table below includes the prior period adjustment resulting from the CAC's audit of the Agency's self-reported prior period adjustment.

Mr. Allen Parker
 May 16, 2014
 Page 7

During the Meet and Confer process, the Agency objected to the prior period adjustment amount; however, no additional information or documents were provided. Therefore, no change is being made to the prior period adjustment.

Except for the items denied in whole or in part as enforceable obligations or for the items that have been reclassified, Finance is not objecting to the remaining items listed on your ROPS 14-15A. The Agency's maximum approved RPTTF distribution for the reporting period is \$10,533,920 as summarized below:

Approved RPTTF Distribution	
For the period of July through December 2014	
Total RPTTF requested for non-administrative obligations	27,399,459
Total RPTTF requested for administrative obligations	821,984
Total RPTTF requested for obligations	\$ 28,221,443
Total RPTTF requested for non-administrative obligations	27,399,459
<u>Denied Item</u>	
Item No. 7	(37,800)
Item No. 85	(2,644,578)
Item No. 87	(869,691)
Item No. 95	(2,223,398)
Item No. 99	(967)
Item No. 100	(19,715)
Item No. 102	(21,156)
Item No. 105	(2,083)
Item No. 113	(81,700)
Item No. 114	(592,431)
	<u>(6,493,519)</u>
<u>Reclassified Item</u>	
Item No. 82	(4,849,838)
Item No. 10	(108,107)
Item No. 12	(1,452)
Item No. 13	(31,170)
	<u>(4,990,567)</u>
Total RPTTF authorized for non-administrative obligations	\$ 15,915,373
Total RPTTF requested for administrative obligations	821,984
Administrative costs in excess of the cap (see Admin Cost Cap table below)	(344,523)
Total RPTTF authorized for administrative obligations	\$ 477,461
Total RPTTF authorized for obligations	\$ 16,392,834
ROPS 13-14A prior period adjustment	(5,858,914)
Total RPTTF approved for distribution	\$ 10,533,920

Administrative Cost Cap Calculation	
Total RPTTF authorized for non-administrative obligations	15,915,373
Percent allowed pursuant to HSC section 34171 (b)	3%
Total RPTTF allowable for administrative obligations	477,461
Total RPTTF administrative obligations after Finance adjustments	821,984
Administrative costs in excess of the cap	\$ (344,523)

Mr. Allen Parker
May 16, 2014
Page 8

Pursuant to HSC section 34177 (l) (1) (E), agencies are required to use all available funding sources prior to RPTTF for payment of enforceable obligations. During the ROPS 14-15A review, Finance requested financial records to support the fund balances reported by the Agency; however, Finance was unable to reconcile the financial records to the amounts reported. As a result, Finance will continue to work with the Agency after the ROPS 14-15A review period to properly identify the Agency's fund balances. If it is determined the Agency possesses fund balances that are available to pay approved obligations, the Agency should request the use of these fund balances prior to requesting RPTTF in ROPS 14-15B.

Please refer to the ROPS 14-15A schedule that was used to calculate the approved RPTTF amount:

<http://www.dof.ca.gov/redevelopment/ROPS>

This is Finance's final determination related to the enforceable obligations reported on your ROPS for July 1 through December 31, 2014. This determination only applies to items where funding was requested for the six-month period. Finance's determination is effective for this time period only and should not be conclusively relied upon for future periods. All items listed on a future ROPS are subject to a subsequent review and may be denied even if it was or was not denied on this ROPS or a preceding ROPS. The only exception is for those items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of items that have received a Final and Conclusive determination is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment that was available prior to enactment of ABx1 26 and AB 1484. This amount is not and never was an unlimited funding source. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax is limited to the amount of funding available to the successor agency in the RPTTF.

To the extent proceeds from bonds issued after December 31, 2010 exist and are not encumbered by an enforceable obligation pursuant to HSC section 34171 (d), HSC section 34191.4 (c) (2) (B) requires these proceeds be used to defease the bonds or to purchase those same outstanding bonds on the open market for cancellation.

Please direct inquiries to Evelyn Suess, Dispute Resolution Supervisor, or Mary Halterman, Analyst, at (916) 445-1546.

Sincerely,



JUSTYN HOWARD
Assistant Program Budget Manager

cc: Ms. Lisa Connor, Project Manager, City of San Bernardino
Ms. Linda Santillano, Property Tax Manager, San Bernardino County
California State Controller's Office

**THE SUCCESSOR AGENCY'S PLAN
FOR USE OF RPTTF AND NON-RPTTF
FOR ROPS 14-15A
(JULY THROUGH DECEMBER 2014)**

(See Attachment)

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1 **Section 2.** The establishment of the Successor Agency’s ROPS 14-15A for the period of July
2 through December 2014, which is attached hereto as Exhibit “A”, is approved.

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

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

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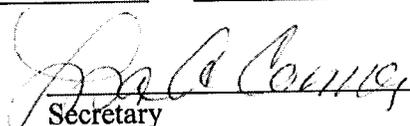
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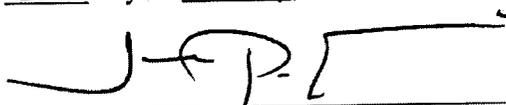
1 RESOLUTION OF THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO
2 THE REDEVELOPMENT AGENCY OF THE CITY OF SAN BERNARDINO APPROVING
3 THE ESTABLISHMENT OF THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE
4 14-15A FOR THE PERIOD OF JULY THROUGH DECEMBER 2014

5 PASSED, APPROVED AND ADOPTED THIS 28th day of February, 2014, by
6 the following vote:

7 Board Members	Ayes	Nays	Abstain	Absent
8 HEADRICK	X			
9 HILL	X			
10 LONGVILLE				X
11 MACIAS-HARRISON				X
12 MORRIS	X			
13 O'TOOLE	X			
14 SMITH	X			

15 
16 Secretary

17 The foregoing Resolution is hereby approved this 28th day of February, 2014.

18 

19 James P. Morris, Chairman
20 Oversight Board for the City of San Bernardino
21 As Successor Agency to the Redevelopment
22 Agency of the City of San Bernardino
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EXHIBIT "A"

**SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY
OF THE CITY OF SAN BERNARDINO
RECONGNIZED OBLIGATION PAYMENT SCHEDULE 14-15A
(July through December 2014)**

(See Attachment)

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

Name of Successor Agency: San Bernardino City
 Name of County: San Bernardino

Current Period Requested Funding for Outstanding Debt or Obligation	Six-Month Total
Enforceable Obligations Funded with Non-Redevelopment Property Tax Trust Fund (RPPTTF) Funding	\$ 5,638,733
A Sources (B+C+D):	
B Bond Proceeds Funding (ROPS Detail)	-
C Reserve Balance Funding (ROPS Detail)	5,638,733
D Other Funding (ROPS Detail)	-
E Enforceable Obligations Funded with RPPTTF Funding (F+G):	\$ 28,221,443
F Non-Administrative Costs (ROPS Detail)	27,399,459
G Administrative Costs (ROPS Detail)	821,984
H Current Period Enforceable Obligations (A+E):	\$ 33,860,176

Successor Agency Self-Reported Prior Period Adjustment to Current Period RPPTTF Requested Funding	
I Enforceable Obligations Funded with RPPTTF (E):	28,221,443
J Less Prior Period Adjustment (Report of Prior Period Adjustments Column S)	-
K Adjusted Current Period RPPTTF Requested Funding (I-J)	\$ 28,221,443

County Auditor Controller Reported Prior Period Adjustment to Current Period RPPTTF Requested Funding	
L Enforceable Obligations Funded with RPPTTF (E):	28,221,443
M Less Prior Period Adjustment (Report of Prior Period Adjustments Column AA)	-
N Adjusted Current Period RPPTTF Requested Funding (L-M)	28,221,443

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.

_____/s/ _____
 Name Title
 Signature Date

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

A	B	C	D	E	F	G	H	I	J	K				L		M		N		O		P
										Non-Refundable Property Tax Trust Fund		Refundable Property Tax Trust Fund		Other Funds		Non-Admin		Admin		Sick-Month Total		
Item #	Project Name / Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Refined	Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	Sick-Month Total							
31	1989A TABs	Bonds Issued On or Before 12/31/10	3/27/1989	7/1/2020	US Bank	Central City RDA Projects	MCC	\$ 278,173,533	N	\$ -	\$ 6,997,887	\$ 5,639,733	\$ 27,399,459	\$ 207,144	\$ 33,690,178							
41	1998B TABs	Bonds Issued On or Before 12/31/10	3/27/1998	7/1/2020	US Bank	Central City RDA Projects	MCC	4,826,087	N	\$ -	\$ -	\$ -	\$ 125,588	\$ -	\$ 125,588							
53	2002A TABs	Bonds Issued On or Before 12/31/10	3/4/2002	2/1/2031	US Bank	MT Vernon Project Area	MTV	4,998,640	N	\$ -	\$ -	\$ -	\$ 172,975	\$ -	\$ 172,975							
7	2002 TABs	Bonds Issued On or Before 12/31/10	11/19/2001	4/7/2006	US Bank	Projects	SC, CCN, SEIP, NW, TRI, UP and SV	27,230,822	N	\$ -	\$ -	\$ -	\$ 631,688	\$ -	\$ 631,688							
62	2004 TABs	Bonds Issued On or Before 12/31/10	9/22/2005	10/1/2025	US Bank	Projects	SC, CCN, SEIP, NW, TRI, UP and SV	53,283,287	N	\$ -	\$ -	\$ -	\$ 4,023,753	\$ -	\$ 4,023,753							
93	2005A TABs	Bonds Issued On or Before 12/31/10	9/22/2005	10/1/2025	US Bank	Projects	SC, CCN, SEIP, NW, TRI, UP and SV	18,812,172	N	\$ -	\$ -	\$ -	\$ 1,540,393	\$ -	\$ 1,540,393							
10	2010A RECOVERY ZONE	Bonds Issued On or Before 12/31/10	12/8/2010	4/1/2030	US Bank	Recovery Zone Projects	TR, UP, SV, CCN, MCCC, NW	11,764,448	N	\$ -	\$ -	\$ -	\$ 258,875	\$ -	\$ 258,875							
11	2010B TABs	Bonds Issued On or Before 12/31/10	12/8/2010	4/1/2028	US Bank	Northwest Project Area	NW	4,439,510	N	\$ -	\$ -	\$ -	\$ 86,800	\$ -	\$ 86,800							
121	1995H Highland Lutheran - SR Housing	Revenue Bonds Issued On or Before 12/31/10	6/19/1995	7/1/2025	US Bank	SR Housing Complex	NVA	1,714,047	N	\$ -	\$ -	\$ -	\$ 41,938	\$ -	\$ 41,938							
131	1995R Cass Remona St Housing	Revenue Bonds Issued On or Before 12/31/10	6/19/1995	7/1/2025	US Bank	Remona St Housing Complex	MTV	1,582,976	N	\$ -	\$ -	\$ -	\$ 38,194	\$ -	\$ 38,194							
14	CMB-Export \$15,000,000 Notes	Third-Party Loans	10/5/2009	9/1/2015	CMB Export Infrastructure Group	Various construction projects per agreement	SC, UP, CCN, CCS, SEIP, TRI	17,087,500	N	\$ -	\$ -	\$ -	\$ 393,750	\$ -	\$ 393,750							
15	CMB-Export \$10,000,000 Notes	Third-Party Loans	3/20/2011	12/1/2017	CMB Export Infrastructure Group	Various construction projects per agreement	CCE, CCS, CCN, MCCC	11,838,400	N	\$ -	\$ -	\$ -	\$ 282,500	\$ -	\$ 282,500							
16	CMB-Export \$8,000,000 Notes	Third-Party Loans	9/20/2010	10/1/2016	CMB Export Infrastructure Group	Various construction projects per agreement	NVA	8,945,000	N	\$ -	\$ -	\$ -	\$ 210,000	\$ -	\$ 210,000							
17	Cinema Station 108 Bonds	Bonds Issued On or Before 12/31/10	6/15/1998	8/1/2018	Bank of New York	Cinema Star Project	CCN, MCCC, NW	3,622,586	N	\$ -	\$ -	\$ -	\$ 590,290	\$ -	\$ 590,290							
18	Aster-Galtire Sec. 108 Bonds	Bonds Issued On or Before 12/31/10	7/24/2006	9/1/2025	Bank of New York	North Aster/Galtire Project - Synchronized with 108 SC	NVA	9,656,591	N	\$ -	\$ -	\$ -	\$ 245,439	\$ -	\$ 245,439							
19	Hillwood-COA 11 Refinancement	Bonds Issued On or Before 12/31/10	8/18/2005	4/27/2021	Hillwood Properties	Sub-Sharing Agreement - Warehouse Renovation	SC	3,007,561	N	\$ -	\$ -	\$ -	\$ 95,127	\$ -	\$ 95,127							
20	BP CA - Site Remediation	OP/MODAC/Construction	10/17/2002	9/30/2018	BP CA	Tax Sharing Agreement - Site Remediation	TRI	602,736	N	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -							
22	Young Electric Sign Company OPA	OP/MODAC/Construction	3/17/2008	7/15/2022	YESCO	Tax Sharing Agreement	NW	1	Y	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -							
23	Petra Campus Plaza DDA	OP/MODAC/Construction	6/4/2007	6/4/2022	ICO Development	Tax Sharing Agreement - New Construction	NVA	1	Y	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -							
24	SB County Bldg - TABS	OP/MODAC/Construction	8/16/2004	2/27/2020	Wideman Holdings	Tax Sharing Agreement - New Construction	CCE	278,194	Y	\$ -	\$ -	\$ -	\$ 11,652	\$ -	\$ 11,652							
25	Maple	OP/MODAC/Construction	12/27/2002	6/30/2013	Maple	Tax Sharing Agreement - New Construction	NW	1	Y	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -							
26	2005 TABs	Bonds Issued On or Before 12/31/10	9/20/2006	5/1/2027	US Bank	LAIFP Projects-Programs	CCN	26,933,053	N	\$ -	\$ -	\$ -	\$ 571,559	\$ -	\$ 571,559							
30	PERIS - Unfunded Pension Liability	Unfunded Liabilities	6/30/2010	8/10/2045	CHPERS	ET Unfunded Pension Balance as of 6/30/2010	ALL	5,211,008	N	\$ -	\$ -	\$ -	\$ 858,000	\$ -	\$ 858,000							
31	Reliance Health Benefit	Miscellaneous	6/23/2005	8/10/2045	Various Employers	Reliance Health Benefit	ALL	858,000	N	\$ -	\$ -	\$ -	\$ 10,492,566	\$ -	\$ 10,492,566							
32	Successor Agency Admin.	Agency Costs	2/17/2012	4/1/2030	Various	Successor Agency Admin.	ALL	293	N	\$ -	\$ -	\$ -	\$ 827,894	\$ -	\$ 827,894							
33	Litigation - Carolee Mail (Paco)	Litigation	9/7/2011	4/1/2030	Litigation	Carolee Mail (Paco)	MCC	293	N	\$ -	\$ -	\$ -	\$ 9,085	\$ -	\$ 9,085							
34	Litigation - Pearl v. City of San Bernardino	Litigation	5/20/2011	4/1/2030	Litigation	Pearl v. City of San Bernardino	ALL	9,085	N	\$ -	\$ -	\$ -	\$ 23,337	\$ -	\$ 23,337							
36	Litigation - Glen Aire HHP Corp	Litigation	3/5/2012	4/1/2030	Litigation	Glen Aire HHP Corp et al	CCN, NVA	23,337	N	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -							

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

A	B	C	D	E	F	G	H	I	J	K				P	
										L		M			N
Item #	Project Name / Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Refined	Band Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	Six-Month Total
38	Long Term Property Maintenance	Property Maintenance	6/28/2011	8/10/2045	Various Vendors	Maintenance of various RDA properties	ALL	11,500,000	N				1,385,200		1,385,200
40	Infrastructure - Wilson CPA	CPA/DOA/Construction	12/20/2010	7/31/2013	University Parkway Promenade, Wilson CPA	CPA - Housing/retail project infrastructure	SEIP	698,000	N						
41	Auto Plaza - Reader Board	CPA/DOA/Construction	9/11/2010	4/1/2030	US Bank	Replacement of DSR Drive	ALL	4,949,838	N				4,848,838		4,848,838
42	HSC 34171 (911YA) Reserve	Bonds Issued On or Before	3/27/1998	4/1/2030	US Bank	Securities Servicing of all Bonds	ALL	995,245	N				71,089		71,089
43	Securities Servicing	Bonds Issued On or Before	3/27/1998	4/1/2030	US Bank	Securities Servicing of all Bonds	ALL	2,644,578	N				2,644,578		2,644,578
44	Payment Obligations	Finance	7/1/2011	4/1/2030	Citizens Business Bank	Payment Obligations	ALL	869,691	N				869,691		869,691
45	Payment Obligations	Finance	7/1/2011	4/1/2030	San Bernardino Economic Development Corp. for payment to Regal Entertainment Group, as successor in interest to Regal Buildings, Inc.	Payment Obligations	ALL	1,900,000	N				1,900,000		1,900,000
46	Payment Obligations	Finance	7/1/2010	4/1/2030	San Bernardino Economic Development Corp. for payment to Regal Entertainment Group, as successor in interest to Regal Buildings, Inc.	Payment Obligations	ALL	511,822	N				511,822		511,822
47	Payment Obligations	Finance	7/1/2010	4/1/2030	San Bernardino Economic Development Corp. for payment to Regal Entertainment Group, as successor in interest to Regal Buildings, Inc.	Payment Obligations	ALL	1,919,914	N				1,919,914		1,919,914
48	Payment Obligations	Finance	7/1/2010	4/1/2030	San Bernardino Economic Development Corp. for payment to Regal Entertainment Group, as successor in interest to Regal Buildings, Inc.	Payment Obligations	ALL	1,200,000	N				1,200,000		1,200,000
49	Payment Obligations	Finance	3/3/2011	4/1/2030	San Bernardino Economic Development Corp. for payment to Regal Entertainment Group, as successor in interest to Regal Buildings, Inc.	Payment Obligations	ALL	107,000	N				107,000		107,000
50	Discouraged settlement of lawsuit to foreclose mechanics lien against former RDA property	CPA/DOA/Construction	3/3/2011	4/1/2030	San Bernardino Economic Development Corp. for payment to Regal Entertainment Group, as successor in interest to Regal Buildings, Inc.	Settlement of Case # CIVDS1210289	ALL	42,742	N				42,742		42,742
51	Discouraged settlement of lawsuit to foreclose mechanics lien against former RDA property	CPA/DOA/Construction	3/3/2011	4/1/2030	San Bernardino Economic Development Corp. for payment to Regal Entertainment Group, as successor in interest to Regal Buildings, Inc.	Settlement of Case # CIVDS1210289	ALL	2,223,398	N				2,223,398		2,223,398
52	Discouraged settlement of lawsuit to foreclose mechanics lien against former RDA property	CPA/DOA/Construction	3/3/2011	4/1/2030	San Bernardino Economic Development Corp. for payment to Regal Entertainment Group, as successor in interest to Regal Buildings, Inc.	Settlement of Case # CIVDS1210289	ALL	7,579,147	N				7,579,147		7,579,147
53	Discouraged settlement of lawsuit to foreclose mechanics lien against former RDA property	CPA/DOA/Construction	3/3/2011	4/1/2030	San Bernardino Economic Development Corp. for payment to Regal Entertainment Group, as successor in interest to Regal Buildings, Inc.	Settlement of Case # CIVDS1210289	ALL	420,000	N				420,000		420,000
54	Unfunded Prior-Year Pass-Through Payment Obligations	Miscellaneous	2/12/2014	4/1/2030	San Bernardino City United School District	Unfunded Prior-Year Pass-Through Payment Obligations	ALL	2,223,398	N				2,223,398		2,223,398
55	Unfunded Prior-Year Pass-Through Payment Obligations	Miscellaneous	2/12/2014	4/1/2030	San Bernardino City United School District	Unfunded Prior-Year Pass-Through Payment Obligations	ALL	1,139,368	N				1,139,368		1,139,368
56	Reimbursement Agreement for Debt Service on 1999 COPs	Bonds Issued On or Before	3/27/1998	7/1/2030	US Bank	Reimbursement Agreement for Debt Service on 1999 COPs (201 Bldg. & South Villa)	MICC	985,000	N				985,000		985,000
57	1998A TABs	Bonds Issued On or Before	3/27/1998	7/1/2030	US Bank	Reimbursement Agreement for Debt Service on 1998 COPs (13-14B)	MICC	420,000	N				420,000		420,000
58	1998B TABs	Bonds Issued On or Before	3/27/1998	7/1/2030	US Bank	Reimbursement Agreement for Debt Service on 1998 COPs (13-14B)	MICC	59,274	N				59,274		59,274
59	1998H Highland Lutheran SR Housing	Revenue Bonds Issued On or Before	6/19/1995	7/1/2025	US Bank	Difference between DOF approved amount and actual amount per Trustee's Invoice	MATV	35,406	N				35,406		35,406
100	1998SF Casa Remata Sr Housing	Revenue Bonds Issued On or Before	6/19/1995	7/1/2025	US Bank	Difference between DOF approved amount and actual amount per Trustee's Invoice	MATV	1,470,000	N				1,470,000		1,470,000
101	2006 TABs	Bonds Issued On or Before	3/30/2006	9/1/2013	US Bank	Correction for ROPS 13-14B	MICC	21,156	N				21,156		21,156
102	1997A TABs	Bonds Issued On or Before	7/14/1997	9/1/2013	US Bank	Correction for ROPS 13-14B	MICC	219	N				219		219
103	2009B TABs	Bonds Issued On or Before	9/22/2005	10/1/2025	US Bank	Correction for ROPS 13-14B	MICC	219	N				219		219

Recognized Obligation Payment Schedule 14-15A - Notes
 July 1, 2014 through December 31, 2014

Item #	Notes/Comments
3	None
4	None
6	None
7	None
8	None
9	None
10	None
11	None
12	None
13	None
14	None
15	None
16	None
17	None
18	The Arden-Guthrie Section 108 (CDBG) Loan has an RDA stand-by guaranty that may only be called upon if the CDBG funds during any year are insufficient to make debt service. Since CDBG revenue is projected to be sufficient during ROPS 14-15A, no current payment is needed from RPTTF.
19	None
20	None
22	The YESCO Agreement expired pursuant to a default.
23	The Perris Campus Project has been transferred to the WDA Successor Agency for future administration as the agreement may only be paid from WDA Successor Agency RPTTF on a going forward basis. This project will appear on a future WDA Successor Agency ROPS.
24	None
25	The MAP/EI Agreement has expired according to its terms.
28	None
30	None
31	None
32	Equal to 3% of Excel call N-31 (see formula).
33	None
34	None
36	None
38	None
40	The Watson-University Parkway Promenade Agreement has expired according to its terms.
41	The Auto Plaza Reader Board Loan Guaranty may only be called on if the Auto Mall Association fails to make a debt service payment to CBB. No such payment failure is anticipated during ROPS 14-15A.
82	For ROPS 13-14B, DOF approved the DSRF replenishment and assigned the source of replenishment as "Other". Based on all of the communications provided to DOF, the Successor Agency has confirmed that no such funding exists making it impossible to replenish the DSRFs. The Successor Agency believes that DOF erred in this matter and requests reconsideration as the Successor Agency cannot otherwise replenish the DSRFs.
84	None
85	Unfunded Prior-Year Pass-Through Payment Obligations.
86	None
87	DOF denied this item based in part on its belief that some of the unpaid property taxes were incurred after the property was transferred from the RDA to the SBEDC. In fact, the item represents only taxes incurred before the RDA acquired the property. These taxes became an obligation of the RDA when it acquired the property by foreclosure in February 2011. While DOF suggested the Successor Agency should seek payment from the prior owners, this remedy is time-consuming and uncertain in outcome, and in the meantime the taxes need to be paid. The Successor Agency therefore requests DOF reconsideration of this item.
88	DOF denied this item based on its belief that approval would require a cash payoff by the Successor Agency of the overdue purchase money note secured by the subject real property. In fact, the note holder, ACAA Limited Partnership, has offered to accept a deed in lieu of foreclosure to extinguish the secured debt. Accordingly, no cash payment will be required. The Successor Agency therefore requests reconsideration of this EO by DOF.
89	None

Recognized Obligation Payment Schedule 14-15A - Notes
 July 1, 2014 through December 31, 2014

Item #	Notes/Comments
90	<p>EO # 90 is for HVAC system repairs. In its 12-17-13 letter, DOF denied this item based on an incomplete understanding of the record relating to this EO. On this basis, the Successor Agency requests reconsideration of this EO will occur upon settlement, or if case cannot be settled, upon satisfaction of court judgment by sale of property at foreclosure or full payment of judgment awarded. San Bernardino County Superior Court Case No. CIVDS1211891 (Allison Mechanical, v. SBEDC). Per SCO ATR order, the affected real property is being transferred to the Successor Agency from the SBEDC, with any outstanding related liabilities, including the mechanics lien sought to be foreclosed in this court case. The Case is set for trial on 3/24/14. The following sources of funds are proposed for payment of the settlements in EOs 90-93: (1) Deposit of probable compensation by San Bernardino County Transportation Commission in eminent domain proceeding seeking to condemn former RDA property expected to be conveyed to Successor Agency upon DOF approval; (2) Interpleader account containing former RDA funds previously deposited for disbursement to construction contractor pursuant to EO 91; (3) retention account containing former RDA funds previously deposited for disbursement to construction contractor pursuant to EO 92; or (4) any other source of funding legally available to the Successor Agency.</p>
91	<p>In its 12-17-13 letter, DOF denied this item based on an incomplete understanding of the record relating to this EO. On this basis, the Successor Agency requests reconsideration of this EO by DOF. Completion of this EO will occur upon settlement, or if case cannot be settled, upon satisfaction of court judgment by sale of property at foreclosure or full payment of judgment awarded. San Bernardino County Superior Court Case No. CIVDS1210338 (Aspen Builders, Inc. v. Regal Cinemas, Inc.; SBEDC). Per SCO ATR order, the affected real property is being transferred to the Successor Agency from the SBEDC, with any outstanding related liabilities, including the mechanics lien sought to be foreclosed in this court case. The Case is set for trial on 4/28/14. The following sources of funds are proposed for payment of the settlements in EOs 90-93: (1) Deposit of probable compensation by San Bernardino County Transportation Commission in eminent domain proceeding seeking to condemn former RDA property expected to be conveyed to Successor Agency upon DOF approval; (2) Interpleader account containing former RDA funds previously deposited for disbursement to construction contractor pursuant to EO 91; (3) retention account containing former RDA funds previously deposited for disbursement to construction contractor pursuant to EO 92; or (4) any other source of funding legally available to the Successor Agency.</p>
92	<p>In its 12-17-13 letter, DOF denied this item based on an incomplete understanding of the record relating to this EO. On this basis, the Successor Agency requests reconsideration of this EO by DOF. Completion of this EO will occur upon settlement, or if case cannot be settled, upon satisfaction of court judgment by sale of property at foreclosure or full payment of judgment awarded. San Bernardino County Superior Court Case No. CIVDS1210197 (Los Angeles Engineering, Inc. v. SBEDC). Per SCO ATR order, the affected real property is being transferred to the Successor Agency from the SBEDC, with any outstanding related liabilities, including the mechanics lien sought to be foreclosed in this court case. The Case is set for trial on 3/17/14. The following sources of funds are proposed for payment of the settlements in EOs 90-93: (1) Deposit of probable compensation by San Bernardino County Transportation Commission in eminent domain proceeding seeking to condemn former RDA property expected to be conveyed to Successor Agency upon DOF approval; (2) Interpleader account containing former RDA funds previously deposited for disbursement to construction contractor pursuant to EO 91; (3) retention account containing former RDA funds previously deposited for disbursement to construction contractor pursuant to EO 92; or (4) any other source of funding legally available to the Successor Agency.</p>
93	<p>EO # 93 is for parking lot repairs. In its 12-17-13 letter, DOF denied this item based on an incomplete understanding of the record relating to this EO. On this basis, the Successor Agency requests reconsideration of this EO by DOF. Completion of this EO will occur upon settlement, or if case cannot be settled, upon satisfaction of court judgment by sale of property at foreclosure or full payment of judgment awarded. San Bernardino County Superior Court Case No. CIVDS1210289 (Braughton Construction, Inc. v. SBEDC). Per SCO ATR order, the affected real property is being transferred to the Successor Agency from the SBEDC, with any outstanding related liabilities, including the mechanics lien sought to be foreclosed in this court case. The Case is set for trial on 5/5/14. The following sources of funds are proposed for payment of the settlements in EOs 90-93: (1) Deposit of probable compensation by San Bernardino County Transportation Commission in eminent domain proceeding seeking to condemn former RDA property expected to be conveyed to Successor Agency upon DOF approval; (2) Interpleader account containing former RDA funds previously deposited for disbursement to construction contractor pursuant to EO 91; (3) retention account containing former RDA funds previously deposited for disbursement to construction contractor pursuant to EO 92; or (4) any other source of funding legally available to the Successor Agency.</p>
94	<p>Unfunded Prior-Year Pass-Through Payment Obligations.</p>
95	<p>Unfunded Prior-Year Pass-Through Payment Obligations.</p>
96	<p>The Reimbursement Agreement for Debt Service on 1999 COPs date September 29, 1999 requires the payments indicated for the 2011 Building and the South Valle project components. The amount shown is reimbursement for the payment made during September 2013 during ROPS 13-14A.</p>
97	<p>During the ROPS 13-14B review period, DOF was advised that the principal reduction portion of the payments due for the 1998A, 1998B and 2006 TABs was inadvertently left off the initial ROPS 13-14B and was requested to authorize an adjustment to reflect the actual debt service requirement. Ultimately, DOF determined not to allow the requested adjustment to ROPS 13-14B and advised to add the principal reduction component of the ROPS 13-14B debt service for the subject bond issues to ROPS 14-15A.</p>

Recognized Obligation Payment Schedule 14-15A - Notes
 July 1, 2014 through December 31, 2014

Item #	Notes/Comments
98	During the ROPS 13-14B review period, DOF was advised that the principal reduction portion of the payments due for the 1998A, 1998B and 2006 TABS was inadvertently left off the initial ROPS 13-14B and was requested to authorize an adjustment to reflect the actual debt service requirement. Ultimately, DOF determined not to allow the requested adjustment to ROPS 13-14B and advised to add the principal reduction component of the ROPS 13-14B debt service for the subject bond issues to ROPS 14-15A.
99	During the ROPS 13-14B review period, DOF was requested to make certain debt service adjustments to the 1995H and 1995R Revenue Bonds. The Successor Agency provided DOF with data prepared by US Bank, as Bond Trustee, to verify the actual need for RPTTF. Based on DOF's letter of 12-17-13, it is apparent that DOF did not comprehend the information provided by US Bank and ultimately approved amounts for debt service for the two bond issues that were \$59,274 (for the 1995H bonds) and \$35,406 (for the 1995R bonds) less than was actually required for each bond debt service payment during ROPS 13-14B. Therefore, this EO is to correct the mistake in DOF's 12-17-13 letter regarding the two bond issues' actual debt service amounts.
100	During the ROPS 13-14B review period, DOF was requested to make certain debt service adjustments to the 1995H and 1995R Revenue Bonds. The Successor Agency provided DOF with data prepared by US Bank, as Bond Trustee, to verify the actual need for RPTTF. Based on DOF's letter of 12-17-13, it is apparent that DOF did not comprehend the information provided by US Bank and ultimately approved amounts for debt service for the two bond issues that were \$59,274 (for the 1995H bonds) and \$35,406 (for the 1995R bonds) less than was actually required for each bond debt service payment during ROPS 13-14B. Therefore, this EO is to correct the mistake in DOF's 12-17-13 letter regarding the two bond issues' actual debt service amounts.
101	During the ROPS 13-14B review period, DOF was advised that the principal reduction portion of the payments due for the 1998A, 1998B and 2006 TABS was inadvertently left off the initial ROPS 13-14B and was requested to authorize an adjustment to reflect the actual debt service requirement. Ultimately, DOF determined not to allow the requested adjustment to ROPS 13-14B and advised to add the principal reduction component of the ROPS 13-14B debt service for the subject bond issues to ROPS 14-15A.
102	On page 6 of DOF's 12-17-13 letter DOF disallowed a total of \$944,503-worth of actual RPTTF expenses during ROPS II for EO #s 2, 9, 15, 26, 33 and 38. DOF invited the Successor Agency to list these items on a future ROPS if it believed that these expenses were enforceable obligations. The Successor Agency's position is that each EO item on each ROPS submitted is only a budget estimate and not an audited number and thus is subject to modification as may be needed. Further, the Successor Agency confirms that all of the cited line item overages that DOF disallowed were at the time and continue to be enforceable obligations that are rightfully funded with RPTTF. The Successor Agency requests DOF's approval of each item.
103	On page 6 of DOF's 12-17-13 letter DOF disallowed a total of \$944,503-worth of actual RPTTF expenses during ROPS II for EO #s 2, 9, 15, 26, 33 and 38. DOF invited the Successor Agency to list these items on a future ROPS if it believed that these expenses were enforceable obligations. The Successor Agency's position is that each EO item on each ROPS submitted is only a budget estimate and not an audited number and thus is subject to modification as may be needed. Further, the Successor Agency confirms that all of the cited line item overages that DOF disallowed were at the time and continue to be enforceable obligations that are rightfully funded with RPTTF. The Successor Agency requests DOF's approval of each item.
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