

County of Santa Clara

Finance Agency
Controller-Treasurer



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CONTINUING REVIEW/NOTICE OF OBJECTION TO ROPS

Wednesday, March 4, 2015

City of Santa Clara
1500 Warburton Avenue
Santa Clara, CA 95050

Successor Agency to the Redevelopment Agency
of the City of Santa Clara and Oversight Board
1500 Warburton Avenue
Santa Clara, CA 95050

Department of Finance
915 L Street
Sacramento, CA 95814

ROPS Period: ROPS 15-16A (July 1, 2015 – December 31, 2015)
Successor Agency: City of Santa Clara

To the Successor Agency, Oversight Board, City and Department of Finance:

Pursuant to Health and Safety Code section 34182.5,¹ the Santa Clara County Auditor-Controller (Auditor-Controller) has completed a further review of the Recognized Obligation Payment Schedule (ROPS) submitted by the above-noted successor agency for the above-noted period. This letter supplements our prior letter dated February 27, 2015. As indicated in that letter, the Auditor-Controller objects to Items 35-43; the funding sources for all items except Items 13, 33, and 34; and the amounts listed for Items 13 and 35-43. The Successor Agency's ROPS as submitted to the Oversight Board is attached to this letter as "Exhibit A." *Because of the large number of objections to items, amounts, and funding sources, for the convenience of the Oversight Board and other interested parties a version of the ROPS reflecting these adjustments is attached to this letter as "Exhibit B."* Given the limited review time, the volume of new items, and the incomplete nature of the supporting materials provided by the Successor Agency, the Auditor-Controller expressly reserves the right to make additional objections within the statutory timeframe provided by Section 34182.5 and to issue a revised or supplemental version of this letter accordingly.

¹ All statutory references are to the Health and Safety Code, unless otherwise indicated.

Item 35 – ROPS 2 RPPTF Funding Shortage

The Successor Agency is requesting \$65,802, purportedly representing a net Redevelopment Property Tax Trust Fund (RPTTF) cash shortfall for ROPS I and II. The request includes amounts spanning multiple ROPS, two Due Diligence Reviews, property tax distributions from Fall 2011 and January 2012, and the July 12, 2012 RPTTF “True-up.” As a result of the various figures and interrelated amounts, clear evidence of the shortfall sources is difficult to ascertain. However, we were able to identify a similar variance amount between the Successor Agency schedule and the July 2012 “True-up” per Section 34183.5.

The following schedule identifies the variance as a combination of a ROPS I item where the actual amount exceeded the authorized amount and the Successor Agency reported beginning/available property tax revenue for ROPS I as less than the amount on the “True-up” calculation per Section 34183.5. The ROPS I property tax revenue variance is not eligible for reimbursement and was calculated in accordance with Section 34183.5; however, the shortfall for ROPS I, Item 6, to the extent it has not been claimed on a preceding ROPS, is eligible for reimbursement. Accordingly, Item 35 should be reduced to \$884.

Description	Successor Agency Schedule	Calculation per Health and Safety Code Section 34183.5	Variance	Comments
ROPS I Non-Admin RPTTF Obligations	\$10,369,848	\$10,368,964	\$(884)	ROPS I, Item 6 - 2002 Series B COPS (Agency Share) actual amount of \$345,158 exceeded the authorized amount of \$344,273 by \$884.
Property Tax revenue advances for January 1, 2012 through June 30, 2012 ROPS (SA Beg. Cash, 20% Housing and City ROPS “Loan”)	\$14,259,210	\$14,343,205	\$(83,995)	
SA Interest Income, 2011 Tab Reserves used for debt service	<u>\$19,078</u>	<u>\$0</u>	<u>\$19,078</u>	
Net Variance			\$(65,802)	

Items 36-43 – Santa Clara Convention Center Items

General Objections

Successor Agency staff has placed Items 36 through 43 on the ROPS relating to the operations of the Santa Clara Convention Center, title for which is currently held by the City of Santa Clara. On or about February 17, 2015, the Sacramento Superior Court issued a Preemptory Writ of Mandate against the Successor Agency to the Redevelopment Agency of the City of Santa Clara (Successor Agency), the City of Santa Clara (City) and related City parties (collectively, “City”). The Court order commands the City to immediately comply in full with the final order of the State Controller’s Office Order issued September 10, 2013 (“SCO Order”) and the Other Funds and Accounts Due Diligence Review (“Other Funds DDR”) determination letter issued by the Department of Finance on October 10, 2013. The Writ commands the City to report back to the Court under oath within 60 days, or by April 17, 2015, regarding its actions to comply with the Writ.

The Santa Clara Convention Center complex consists of approximately 28.5 acres and includes the Convention Center, the Hyatt Regency Hotel (Hyatt), the Techmart office complex (Techmart), and a common area dedicated primarily to parking. Since the mid-1980’s, the former Redevelopment Agency (RDA) and the City have entered into multiple agreements with multiple parties and each other to operate the Convention Center. The interests in the Hyatt and Techmart to be returned to the Successor Agency are the fees subject to long-term ground leases.

As a threshold matter, the majority of the documents regarding the actual operation and management of the Convention Center are between the City and third parties, without including either the RDA or the Successor Agency. Therefore, these contracts do not qualify as enforceable obligations pursuant to Section 34171(d)(1).

In addition, Items 36 through 43 do not appear to have adequate supporting documentation. The Auditor-Controller has made multiple requests for documents supporting the requested amounts and most of the materials received to date are inadequate to support the amounts requested. Moreover, the Successor Agency has not presented any contracts for approval by the Oversight Board to include on the presented ROPS.

In April 1985, the RDA entered into the Hotel Ground Lease, which has been amended multiple times and is now between the Successor Agency and IA Lodging Santa Clara TRS, L.L.C. Within this lease agreement, RDA was purportedly required to keep the Convention Center running as a “first class” facility.² However, the Auditor-Controller has grave concerns

² The Successor Agency makes repeated reference to the lease’s use of the term “first class condition” to imply support for a number of expenditures proposed. However, the Hotel Ground Lease defines “first class condition” to mean “that the Conference Center shall be kept in decent, safe and sanitary condition, in compliance with applicable laws, and equal in value, quality and use to the condition of the Conference Center as originally constructed, reasonable wear and tear excepted.” (Hotel Ground Lease § 1403.) This is far different from what the Successor Agency implies from its use of the term “first class.”

regarding whether the Hotel Ground Lease is a valid enforceable obligation with respect to its language regarding maintenance and operations. Section 33445(b)(3), relating to redevelopment agency payments for public buildings, states:

A redevelopment agency shall not pay for the normal maintenance or operations of buildings, facilities, structures, or other improvements that are publicly owned.

This Section was enacted in 1965, and the paragraph cited above added in substantially the same form in 1969, and, hence, was in effect at the time of the execution of the Hotel Ground Lease. Therefore, the Auditor-Controller questions whether the RDA was legally authorized to take on the operation and maintenance of a public building such as the Convention Center. Contractual obligations in excess of a public agency's statutory authority at the time of execution are *ultra vires* and unenforceable. They would also be contracts that violate public policy, and, as such, would not qualify as enforceable obligations under Section 34171(d)(1)(E). The City could—and, since 1985, did—choose to take on these obligations, but not using RDA funds.

Accordingly, the only authority for the payment of these items can be found in Section 34171(d)(1)(F), which allows successor agencies to fund “the costs of maintaining assets prior to disposition” This is a narrow provision, but one that allows funding for *some* of the items based on amounts *actually justified and supported* by the Successor Agency. Contracts related to establishing these items will need to be brought forward to the Oversight Board for approval.

Specific Objections

- **Item 36 – Convention Center Operations** – The Successor Agency requested \$2,600,381 in Other Funding sources and \$1,112,338 in RPTTF to fund the operations of the Convention Center. The Auditor-Controller has made multiple requests for documentation supporting these amounts. The contract provided is a contract between the City and the Santa Clara Chamber of Commerce (Chamber), dating to 1984.³ The RDA is not a party to the contract; therefore, it does not meet the definition of an enforceable obligation pursuant to Section 34171(d)(1). No additional documentation was received to support the requested amount other than the recently-proposed, but not approved, Chamber budget. This budget projects a \$534,585 shortfall for the fiscal year, notwithstanding that prior recent fiscal years have resulted in an operating profit per the City's financial statements and amounts reported in Attachment 8 to the ROPS staff report.

In addition, within the requested amount is a \$500,000 emergency operating reserve. This reserve is not described in the Chamber contract, and is therefore unsupported. Moreover, the Successor Agency should only include costs that are expected to be spent

³ It should be noted that the contract requires the *City* to honor all bookings made by the Chamber prior to the termination of the agreement, and termination requires 180 days' notice. In addition, the Chamber agreement for operations includes marketing and maintenance for the Convention Center.

in the applicable six-month period. The only reserve authorized by the Dissolution Law is for uneven bond debt pursuant to Section 34171(d)(1)(A). The Auditor-Controller objects to any funding for a reserve.

Notwithstanding the above, the Auditor-Controller believes Section 34171(d)(1)(F) would allow for the interim operation of the Convention Center pending disposition of the asset. Contingent upon the Successor Agency entering into a contract for service with the Chamber with Oversight Board approval and based upon the proposed budget, \$3,212,718 would be allowed in Other Funds, expressly payable first from operating revenues and, only if needed, subsequently from other lease revenues.

- **Item 37 – Convention Center Operations** – The Successor Agency requested \$1,639,958 in RPTTF, described as cash flow funding, representing an additional 25% of the Chamber-requested budget. There is no provision of the Dissolution Law that allows for holding cash in this manner, where there is no anticipated expenditure and no meaningful supporting documentation. Section 34177(m)(4)(A) provides very limited authority for carrying cash across ROPS periods, only where expressly required by a lender. In addition, no provision of the Chamber contract describes such a funding requirement. The Auditor-Controller objects to any funding for this item.
- **Item 38 – Convention Center Capital Improvements** – The Successor Agency has requested \$1,491,000 in RPTTF to fund capital improvements. These improvements include purchasing additional chairs, carpet, lighting and a \$500,000 reserve. As described above under Item 36, there is no provision allowing for such an unsupported reserve. Moreover, there is no identified enforceable obligation connected with these items. As described earlier in footnote 2, even hypothetically assuming it is enforceable, the Hotel Lease’s use of the term “first class” does not require these upgrades based on the documentation provided. No documentation has been provided to show that any of these capital expenditures are needed for health or safety concerns in the facility or to support these expenditures under Section 34171(d)(1)(F).

Furthermore, the Successor Agency has provided no contracts or invoices to support this item as an enforceable obligation or to substantiate required expenditures for this upcoming ROPS period. Accordingly, the Auditor-Controller objects to any funding for this item.

- **Item 39 – Convention-Visitor’s Bureau marketing contract** – The Successor Agency has requested \$982,519 in RPTTF to fund marketing services for the Convention Center. The current contract for this item is between the City and the Chamber Visitor’s Bureau. The RDA is not a party to the agreement. Therefore, is not eligible for payment from the Successor Agency. In addition, the contract provided covers services outside of the Convention Center, including, but not limited to, operating the City Store, all social media and internet marketing, and marketing for the Levi’s Stadium. This is plainly a

general purpose contract for promoting the City's tourism that is not eligible for funding by the Successor Agency. The Auditor-Controller objects to any funding for this item.

- **Item 40 – Convention Center Maintenance District Assessment** – The Successor Agency has requested \$602,424 in RPTTF to fund the Maintenance District assessment. This item can qualify as maintenance under Section 34171(d)(1)(F). However, Section 5 of the Resolution regarding the assessment specifically provides that the assessment shall be collected in the same manner as the *ad valorem* property tax. Accordingly, per the Resolution, payments are due in two installments, and only the semi-annual amount is due at this time. Therefore, only half of the total amount is eligible for funding for this period: \$301,212.
- **Item 41 – Convention Center Property Insurance** – The Successor Agency has requested \$126,472. This six-month request has doubled from the actual amount paid for the prior year based on a “guestimate” from an insurance broker. This item is eligible for funding under Section 34171(d)(1)(F) to the extent it is for insurance required to protect the property and Successor Agency. The Successor Agency should seek competitive bids and must bring an actual insurance contract for approval to the Oversight Board.
- **Item 42 – City of Santa Clara staff costs** – The Successor Agency has requested \$46,000 to cover general staff costs related to the Convention Center. The only supporting documentation (Attachment 7 to the ROPS staff report) shows that the costs are for general contract oversight and financial management inherent in any ROPS item. Such costs are quintessential Successor Agency administrative costs that should already be included in the administrative cost allowance and on the administrative budget. These are not “specific project implementation activities,” such as for a construction project, exempt from the administrative allowance under Section 34171(b). Accordingly, this item should be reclassified to the administrative cost allowance under Item 13.
- **Item 43 – Net Reimbursement of City Costs on Convention Center Operations since January 2011** – The Successor Agency has requested \$7,758,137 in Other Funding sources to reimburse the City for Convention Center operations since January 2011. There is no reimbursement agreement previously approved by the Oversight Board to support any repayment to the City. Pursuant to Section 34180(h), any agreement entered into between the City and the Successor Agency must first be approved by Oversight Board. There was also no direct exchange of funds between the City and the Successor Agency; therefore, this was not a loan from the City, nor does there appear to be any obligation for the Successor Agency to reimburse the City any funds.

Furthermore, many of the costs included in this item relate to City expenses for items that would never have been eligible for funding by the Successor Agency if the Successor Agency had held title to the property during the relevant time period. For example, the general purpose Visitor's Bureau agreement—which funded far more than items related to the Convention Center (see Item 39)—if excluded from the City's calculation would

reduce the purported loss from \$7,758,137 to \$215,508. As described earlier, the RDA was prohibited from incurring any costs associated with operations or maintenance under Section 33445(b)(3). Without other backup documentation, the Auditor-Controller is unable to further examine the purported number; however, it is likely that when recalculated to account for the aforementioned issues and the objections outlined in this Notice, even hypothetically assuming such costs could be reimbursed, there would be no net amount due.

More significantly, the Successor Agency did not have ownership of the property during this period of time. The City refused to return the property to the Successor Agency as instructed by both the SCO and the DOF; by its noncompliance, the City prevented the Successor Agency from moving forward in accordance with a property plan to provide for the disposition of the property. The City voluntarily chose to expend funds for this purpose. There is no basis in the Dissolution Law for any reimbursement of these costs. Accordingly, the Auditor-Controller objects to any funding for this item.

It should also be noted the Writ commands the City to reverse the prior transfer of the Convention Center to the City and return it to the Successor Agency. While the City has indicated its intention to comply with the Writ and return the Convention Center (along with all other properties improperly transferred to the City), as of this writing, the City has not done so. Therefore, any items approved by the Oversight Board for funding this period will not be eligible for funding until the property has been transferred back to the Successor Agency.

All Items, except Items 13, 33, and 34 – Reclassification from RPTTF to Other Funds

In order to comply with the Writ, it is anticipated the City will be returning all the lease revenues received related to all former RDA properties, including Great America, Hilton Hotel, Gateway Office Park, Hyatt Ground Lease, Techmart Lease, and Ballroom Lease since January 2011. In addition, at least an estimated \$14.1 million per year in additional lease revenues should be received, providing an estimated \$7.05 million in new incoming revenue during this ROPS period. At a minimum, an estimated \$49 million should be available for use during this ROPS period; this estimate accounts for (i.e., deducts) the payment of the amount owed under the Other Funds and Accounts Due Diligence Review.

Those amounts received since July 1, 2012, plus future ongoing receipts, are available for funding enforceable obligations, with the balance to be remitted to the Auditor-Controller for distribution to the taxing entities pursuant to Section 34177(d). Pursuant to Section 34177(I)(1)(E), the Successor Agency is required to use all other available funds prior to requesting RPTTF. As a result of the significant additional funding to be received, the Successor Agency will have sufficient funding in Other Funds to fund all enforceable obligations. Therefore, no RPTTF funding will be necessary. All line items requesting RPTTF should be reclassified to request Other Funding sources, with specific notes regarding the intent to use the available lease revenues.

Successor Agency: City of Santa Clara
Continued Review/Notice of Objection to ROPS
Wednesday, March 4, 2015

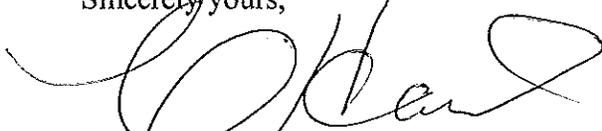
Item 13 – Administrative Cost Allowance

The Successor Agency has requested \$265,000 in Administrative RPTTF (Item 13) to cover the items listed in the Administrative Budget. Pursuant to Section 34171(b), the administrative cost allowance is limited to the greater of three percent of the RPTTF distributed or \$250,000 for the fiscal year. Based on the aforementioned objections, the Successor Agency would not be receiving RPTTF for this period, and so the maximum amount is \$250,000 and this item should be revised accordingly.

Please note that items and/or funding sources not questioned during this review are subject to subsequent review if they are included on a future ROPS. We also reserve the right to object to an item and/or funding source (including, but not limited to, the use of fund balance) on a future ROPS, even if no objection was made on a preceding ROPS.

Additionally, pursuant to Health and Safety Code section 34186(a), the County Auditor-Controller may audit the prior period payments and the prior period estimated versus actual payments reported on the ROPS. This review is ongoing, and this letter does not apply to the true-up of prior period payments.

Sincerely yours,



Emily Harrison
Director of Finance
County of Santa Clara

Exhibits:

- A. ROPS submitted by the Successor Agency to the Oversight Board on February 26, 2015
- B. ROPS reflective of all Auditor-Controller Objections outlined in this Notice

Recognized Obligation Payment Schedule (ROPS 15-16A) - Summary

Filed for the July 1, 2015 through December 31, 2015 Period

Name of Successor Agency: Santa Clara
Name of County: Santa Clara

Current Period Requested Funding for Outstanding Debt or Obligation		Six-Month Total
Enforceable Obligations Funded with Non-Redevelopment Property Tax Trust Fund (RPTTF) Funding Sources (B+C+D):		\$ 49,258,518
B	Bond Proceeds Funding (ROPS Detail)	38,900,000
C	Reserve Balance Funding (ROPS Detail)	-
D	Other Funding (ROPS Detail)	10,358,518
E Enforceable Obligations Funded with RPTTF Funding (F+G):		\$ 14,905,179
F	Non-Administrative Costs (ROPS Detail)	14,640,179
G	Administrative Costs (ROPS Detail)	265,000
H Current Period Enforceable Obligations (A+E):		\$ 64,163,697

Successor Agency Self-Reported Prior Period Adjustment to Current Period RPTTF Requested Funding		
I	Enforceable Obligations funded with RPTTF (E):	14,905,179
J	Less Prior Period Adjustment (Report of Prior Period Adjustments Column S)	-
K Adjusted Current Period RPTTF Requested Funding (I-J)		\$ 14,905,179

County Auditor Controller Reported Prior Period Adjustment to Current Period RPTTF Requested Funding		
L	Enforceable Obligations funded with RPTTF (E):	14,905,179
M	Less Prior Period Adjustment (Report of Prior Period Adjustments Column AA)	-
N Adjusted Current Period RPTTF Requested Funding (L-M)		14,905,179

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
/s/ _____	
Signature	Date

Recognized Obligation Payment Schedule (ROPS 15-16A) - ROPS Detail
July 1, 2015 through December 31, 2015
 (Report Amounts in Whole Dollars)

A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P
Item #	Project Name / Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	Funding Source					Six-Month Total
										Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		
										Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	
								\$ 210,099,626		\$ 38,900,000	\$ -	\$ 10,358,518	\$ 14,640,179	\$ 265,000	\$ 64,163,697
1	1999 Tax Allocation Bonds Series A	Bonds Issued On or Before 12/31/10	8/3/1999	6/1/2023	Bank of New York	Bond issue to fund non-housing projects	Bayshore North	40,953,038	N				854,432		\$ 854,432
2	1999 Tax Allocation Bonds Series B	Bonds Issued On or Before 12/31/10	8/18/1999	6/1/2017	Bank of New York	Bond issue to fund non-housing projects	Bayshore North	6,795,469	N				171,435		\$ 171,435
4	2003 Tax Allocation Bonds	Bonds Issued On or Before 12/31/10	4/30/2003	6/1/2023	Bank of New York	Bond issue to fund non-housing projects	Bayshore North	49,685,000	N				1,003,875		\$ 1,003,875
5	2011 Tax Allocation Bonds	Bonds Issued After 12/31/10	5/11/2011	6/1/2026	Bank of New York	Bond issue to fund non-housing projects	Bayshore North	58,481,737	N				325,306		\$ 325,306
6	Miscellaneous Bond Costs	Fees	8/3/1999	6/1/2026	Various	Fiscal Agent Fees, Arbitrage Fees, etc.	Bayshore North	164,385	N				9,285		\$ 9,285
7	2002 Series B COPS (Agency Share)	Bonds Issued On or Before 12/31/10	3/1/1989	2/1/2014	City of Santa Clara	Reimbursement Agreement - Agency/City	Bayshore North		N						\$ -
8	2011 Cooperation and Predevelopment Funding Agreement, as modified by First Amendment thereto	Third-Party Loans	2/22/2011	7/31/2017	Forty Niners SC Stadium Company LLC	Repayment of a loan to assist a publicly owned stadium	Bayshore North	19,055,652	N				6,209,333		\$ 6,209,333
11	City ROPS Loan	City/County Loans After 6/27/11	5/22/2012	12/31/9999	City of Santa Clara	Cash Flow Loan for ROPS payments	Bayshore North		N						\$ -
12	Independent Legal Counsel	Legal	7/17/2012	12/31/9999	Hilda Cantu Montoy	Legal Counsel for Oversight Board	All		N						\$ -
13	Administrative Cost Allowance	Admin Costs	7/1/2015	12/31/2015	City of Santa Clara	Reimbursement for Administrative Expenses	All	5,256,182	N					265,000	\$ 265,000
14	Defense of Lawsuit Filed by County	Legal	1/8/2013	6/30/2014	Gibson, Dunn & Crutcher LLP/Goldfarb & Lipman LLP	Payment of legal fees to defend lawsuits	All		N						\$ -
31	Subleasehold Interest - Sports and Open Space Authority (SOSA)	Miscellaneous	3/22/1995	3/22/2050	City of Santa Clara and Sports and Open Space Authority	Per Other Funds DDR Attachment D, Item 29a and 29b per pre-meet and confer advice from DOF.	Bayshore North		N						\$ -
32	Martinson Child Development Center, 1350 Hope Drive	Property Maintenance	11/18/2003	11/17/2038	United Fire Safety	Repairs and maintenance for Martinson Child Development Center, 1350 Hope Drive	Bayshore North	4,999	N						\$ -
33	Unspent 1999 Bond Proceeds	Bonds Issued On or Before 12/31/10	8/3/1999	6/1/2023	Trustee	Defeasement/Redeem Unspent Bond Proceeds	Bayshore North		N	12,200,000					\$ 12,200,000
34	Unspent 2011 Bond Proceeds	Bonds Issued After 12/31/10	5/11/2011	6/1/2026	Trustee	Defeasement/Redeem Unspent Bond Proceeds	Bayshore North		N	26,700,000					\$ 26,700,000
35	ROPS 2 RPTTF Funding Shortage	RPTTF Shortfall	12/31/2012	12/31/9999	Successor Agency	ROPS 2 RPTTF Funding Shortage	Bayshore North	65,802	N				65,802		\$ 65,802
36	Convention Center Operations - Hyatt Lease Contract	Professional Services	4/30/1985	4/30/2035	Santa Clara Convention Center	Obligations related to the Convention Center and Common Areas	Bayshore North	7,059,833	N			2,600,381	1,112,338		\$ 3,712,719
37	Convention Center Operations - Hyatt Lease Contract	Professional Services	4/30/1985	4/30/2035	Santa Clara Convention Center	Obligations related to the Convention Center and Common Areas	Bayshore North	1,639,958	N				1,639,958		\$ 1,639,958
38	Convention Center Capital Improvements - Hyatt Lease Contract	OPA/DDA/Construction	7/1/2015	12/31/9999	Santa Clara Convention Center	Maintain appearance, function, and efficiency of the Convention Center	Bayshore North	10,439,500	N				1,491,000		\$ 1,491,000
39	Convention-Visitors Bureau - marketing contract	Professional Services	7/1/2015	6/30/2016	Santa Clara Chamber of Commerce and Convention Visitors Bureau	Operation of the Convention-Visitors Bureau for FY2015-16 - promote tourism and commerce within the City of Santa Clara and marketing services for the Santa Clara Convention Center	Bayshore North	1,965,038	N				982,519		\$ 982,519

Recognized Obligation Payment Schedule (ROPS 15-16A) - ROPS Detail
July 1, 2015 through December 31, 2015
 (Report Amounts in Whole Dollars)

A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P
Item #	Project Name / Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	Funding Source					Six-Month Total
										Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		
										Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	
40	Convention Center Maintenance District Assessment - Hyatt and Techmart Lease Contracts	Property Maintenance	7/1/2015	6/30/2016	Convention Center Maintenance District	Approximately 45% of maintenance district costs for common areas	Bayshore North	602,424	N				602,424		\$ 602,424
41	Convention Center - property insurance - Hyatt Lease Contract	Property Maintenance	7/1/2015	6/30/2016	Alliant Insurance Services, Inc.	Property premium for Convention Center	Bayshore North	126,472	N				126,472		\$ 126,472
42	City of Santa Clara staff costs - Hyatt Lease Contract	Miscellaneous	1/1/2011	12/31/9999	Successor Agency	Contract management	Bayshore North	46,000	N				46,000		\$ 46,000
43	Net reimbursement of City costs on Convention Center Operations since January 2011 - Hyatt Lease Contract	Miscellaneous	1/1/2011	6/30/2015	City of Santa Clara	TBD	Bayshore North	7,758,137	N			7,758,137			\$ 7,758,137

Recognized Obligation Payment Schedule (ROPS 15-16A) - Report of Cash Balances

(Report Amounts in Whole Dollars)

Pursuant to Health and Safety Code section 34177 (l), Redevelopment Property Tax Trust Fund (RPTTF) may be listed as a source of payment on the ROPS, but only to the extent no other funding source is available or when payment from property tax revenues is required by an enforceable obligation. For tips on how to complete the Report of Cash Balances Form, see https://rad.dof.ca.gov/rad-sa/pdf/Cash_Balance_Agency_Tips_Sheet.pdf .									
A	B	C	D	E	F	G	H	I	
Cash Balance Information by ROPS Period		Fund Sources						Comments	
		Bond Proceeds		Reserve Balance		Other	RPTTF		
		Bonds Issued on or before 12/31/10	Bonds Issued on or after 01/01/11	Prior ROPS period balances and DDR RPTTF balances retained	Prior ROPS RPTTF distributed as reserve for future period(s)	Rent, Grants, Interest, Etc.	Non-Admin and Admin		
ROPS 14-15A Actuals (07/01/14 - 12/31/14)									
1	Beginning Available Cash Balance (Actual 07/01/14)	18,197,977	27,768,419	3,728,175	-	-		H1) Blocked from entering negative amounts in H1. Actual amount is \$65,802 cash deficit resulting from the RPTTF funding shortage to meet the debt payments approved on ROPS 2.	
2	Revenue/Income (Actual 12/31/14) RPTTF amounts should tie to the ROPS 14-15A distribution from the County Auditor-Controller during June 2014	662	7				3,235,985	C2) Restricted interest earnings of \$662. D2) Restricted interest earnings of \$7.	
3	Expenditures for ROPS 14-15A Enforceable Obligations (Actual 12/31/14) RPTTF amounts, H3 plus H4 should equal total reported actual expenditures in the Report of PPA, Columns L and Q			3,728,175			3,237,670		
4	Retention of Available Cash Balance (Actual 12/31/14) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)	18,198,639	27,768,426					C4) Parity reserve of \$7,084,819. Bond proceeds of \$11,113,820 held for the purposes for which the bonds were issued. D4) Parity reserve of \$2,767,861. Bond proceeds of \$25,000,565 required to be retained until the State issues a Finding of Completion. All funds are subject to the court ordered preliminary injunction.	
5	ROPS 14-15A RPTTF Prior Period Adjustment RPTTF amount should tie to the self-reported ROPS 14-15A PPA in the Report of PPA, Column S	No entry required							
6	Ending Actual Available Cash Balance C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 - 5)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (1,685)	H6) Understated by the \$65,802 cash deficit which is the RPTTF funding shortage to meet the debt payments approved on ROPS 2. Blocked from entering negative amounts in H1.	
ROPS 14-15B Estimate (01/01/15 - 06/30/15)									
7	Beginning Available Cash Balance (Actual 01/01/15) (C, D, E, G = 4 + 6, F = H4 + F4 + F6, and H = 5 + 6)	\$ 18,198,639	\$ 27,768,426	\$ -	\$ -	\$ -	\$ (1,685)	H7) Understated by the \$65,802 cash deficit which is the RPTTF funding shortage to meet the debt payments approved on ROPS 2. Blocked from entering negative amounts in H1.	
8	Revenue/Income (Estimate 06/30/15) RPTTF amounts should tie to the ROPS 14-15B distribution from the County Auditor-Controller during January 2015						9,364,638		
9	Expenditures for ROPS 14-15B Enforceable Obligations (Estimate 06/30/15)						9,364,638		
10	Retention of Available Cash Balance (Estimate 06/30/15) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)	18,198,639	27,768,426					C10 and D10) See above Comments.	
11	Ending Estimated Available Cash Balance (7 + 8 - 9 - 10)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (1,685)	H11) Understated by the \$65,802 cash deficit which is the RPTTF funding shortage to meet the debt payments approved on ROPS 2. Blocked from entering negative amounts in H1.	

Recognized Obligation Payment Schedule (ROPS 15-16A) - Report of Prior Period Adjustments
 Reported for the ROPS 14-15A (July 1, 2014 through December 31, 2014) Period Pursuant to Health and Safety Code (HSC) section 34186 (a)
 (Report Amounts in Whole Dollars)

ROPS 14-15A Successor Agency (SA) Self-reported Prior Period Adjustments (PPA): Pursuant to HSC Section 34186 (a), SAs are required to report the differences between their actual available funding and their actual expenditures for the ROPS 14-15A (July through December 2014) period. The amount of Redevelopment Property Tax Trust Fund (RPTTF) approved for the ROPS 15-16A (July through December 2015) period will be offset by the SA's self-reported ROPS 14-15A prior period adjustment. HSC Section 34186 (a) also specifies that the prior period adjustments self-reported by SAs are subject to audit by the county auditor-controller (CAC) and the State Controller.

A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R	S	T	
Item #	Project Name / Debt Obligation	Non-RPTTF Expenditures						RPTTF Expenditures											Net SA Non-Admin and Admin PPA (Amount Used to Offset ROPS 15-16A Requested RPTTF)	SA Comments
		Bond Proceeds		Reserve Balance		Other Funds		Non-Admin					Admin							
		Authorized	Actual	Authorized	Actual	Authorized	Actual	Authorized	Available RPTTF (ROPS 14-15A distributed + all other available as of 07/1/14)	Net Lesser of Authorized / Available	Actual	Difference (If K is less than L, the difference is zero)	Authorized	Available RPTTF (ROPS 14-15A distributed + all other available as of 07/1/14)	Net Lesser of Authorized / Available	Actual	Difference (If total actual exceeds total authorized, the total difference is zero)	Net Difference (M+R)		
		\$ -	\$ -	\$ 3,728,175	\$ 3,728,175	\$ -	\$ -	\$ 3,033,145	\$ 3,033,145	\$ 3,033,145	\$ 3,034,830	\$ -	\$ 202,840	\$ 202,840	\$ 202,840	\$ 202,840	\$ -	\$ -		
1	1999 Tax Allocation Bonds Series A	-	-	-	-	-	-	854,431	854,431	854,431	854,431	\$ -						\$ -		
2	1999 Tax Allocation Bonds Series B	-	-	-	-	-	-	276,650	276,650	276,650	276,650	\$ -						\$ -		
3	2002 Tax Allocation Refunding Bonds	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		
4	2003 Tax Allocation Bonds	-	-	-	-	-	-	1,099,000	1,099,000	1,099,000	1,099,000	\$ -						\$ -		
5	2011 Tax Allocation Bonds	-	-	-	-	-	-	325,306	325,306	325,306	325,306	\$ -						\$ -		
6	Miscellaneous Bond Costs	-	-	-	-	-	-	7,600	7,600	7,600	9,285	\$ -						\$ -		
7	2002 Series B COPS (Agency Share)	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		
8	2011 Cooperation and Predevelopment Funding Agreement, as modified by First Amendment thereto	-	-	3,728,175	3,728,175	-	-	470,158	470,158	470,158	470,158	\$ -						\$ -		
11	City ROPS Loan	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		
12	Independent Legal Counsel	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		
13	Administrative Cost Allowance	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		
14	Defense of Lawsuit Filed by County	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		
16	Private Letter Ruling and related document preparation	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		
17	Ruling request fee required by IRS	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		
19	910-9160 and 915-9301 CIP BAREC Senior Housing	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		
20	910-9182 CIP Bill Wilson Center - The Commons Project	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		
21	915-9306 CIP 1430 El Camino Real Housing Project Presidio	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		
22	910-9187 CIP ROEM Senior Housing Project 2525 El Camino Real	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		

Recognized Obligation Payment Schedule (ROPS 15-16A) - Report of Prior Period Adjustments
 Reported for the ROPS 14-15A (July 1, 2014 through December 31, 2014) Period Pursuant to Health and Safety Code (HSC) section 34186 (a)
 (Report Amounts in Whole Dollars)

ROPS 14-15A Successor Agency (SA) Self-reported Prior Period Adjustments (PPA): Pursuant to HSC Section 34186 (a), SAs are required to report the differences between their actual available funding and their actual expenditures for the ROPS 14-15A (July through December 2014) period. The amount of Redevelopment Property Tax Trust Fund (RPTTF) approved for the ROPS 15-16A (July through December 2015) period will be offset by the SA's self-reported ROPS 14-15A prior period adjustment. HSC Section 34186 (a) also specifies that the prior period adjustments self-reported by SAs are subject to audit by the county auditor-controller (CAC) and the State Controller.

A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R	S	T	
Item #	Project Name / Debt Obligation	Non-RPTTF Expenditures							RPTTF Expenditures										Net SA Non-Admin and Admin PPA (Amount Used to Offset ROPS 15-16A Requested RPTTF)	SA Comments
		Bond Proceeds		Reserve Balance		Other Funds			Non-Admin					Admin						
		Authorized	Actual	Authorized	Actual	Authorized	Actual	Authorized	Available RPTTF (ROPS 14-15A distributed + all other available as of 07/1/14)	Net Lesser of Authorized / Available	Actual	Difference (If K is less than L, the difference is zero)	Authorized	Available RPTTF (ROPS 14-15A distributed + all other available as of 07/1/14)	Net Lesser of Authorized / Available	Actual	Difference (If total actual exceeds total authorized, the total difference is zero)	Net Difference (M+R)		
		\$ -	\$ -	\$ 3,728,175	\$ 3,728,175	\$ -	\$ -	\$ 3,033,145	\$ 3,033,145	\$ 3,033,145	\$ 3,034,830	\$ -	\$ 202,840	\$ 202,840	\$ 202,840	\$ 202,840	\$ -	\$ -		
23	910-9110 CIP Non-Profit Housing Service Providers-Project Sentinel, Fair Housing Services	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		
24	910-9110 CIP Non-Profit Housing Service Providers-Project Sentinel, Mortgage Default Counseling	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		
25	910-9110 CIP Non-Profit Housing Service Providers-Catholic Charities, Housing Search Services	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		
26	910-9110 CIP Non-Profit Housing Service Providers-Silicon Valley Independent Living Center, Supported Living Concepts	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		
27	910-9110 CIP Non-Profit Housing Service Providers-Council on Aging, Senior Case Management	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		
28	910-9110 CIP Non-Profit Housing Service Providers-Next Door, Case Management-HomeSafe SC	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		
29	910-9110 CIP Non-Profit Housing Service Providers-Emergency Housing Consortium, Transitional Housing Supplemental Services	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		
30	910-9110 CIP Non-Profit Housing Service Providers-InnVision, Emergency Rental Assistance	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		
31	Subleasehold Interest - Sports and Open Space Authority (SOSA)	-	-	-	-	-	-	-	-	\$ -		\$ -						\$ -		

Recognized Obligation Payment Schedule (ROPS 15-16A) - Notes	
July 1, 2015 through December 30, 2015	
Item #	Notes/Comments
All	Since the form requires that the Contract/Agreement Termination Date be filled in, we have entered 12/31/9999 for line items where no contract or agreement termination date exists.
6	Miscellaneous Bond Costs are an estimate which may require a true-up on a future ROPS. For ROPS 15-16A, the amount was increased by \$1,685 for the additional fees incurred during the ROPS 14-15A time period.
32	Repairs and maintenance for Martinson Child Development Center, 1350 Hope Drive, can be requested on a future ROPS for reimbursement of \$4,999 after property is transferred to the Successor Agency, per County.
33	1999 TAB Redemption. Amount includes the total estimated remaining bond proceed plus the anticipated amount of released reserves; rounded up to the next hundred thousand. The Successor Agency would only agree to redeem these bonds if it were to receive a dollar-for-dollar credit towards amounts that it owes or toward a settlement compensation agreement. It would require DOF approval to redeem these bonds before July 1, 2015 to maximize savings.
34	2011 TAB defeasance. Amount includes the total estimated bond proceeds plus the anticipated amount of released reserves; rounded up to next hundred thousand. It would require DOF approval to defease these bonds before July 1, 2015 to maximize savings.
35	City ROPS Loan of \$5,900,000 was an estimated rounded amount, which was short by \$65,802 to pay all of the ROPS 2 debt
36	Transfer of the Convention Center Properties includes contractual obligations. One of those obligations includes the continued operation of the Convention Center per the Hyatt lease terms. The noted "Outstanding Obligation" is the 2015-16 Convention Center operating budget request in order to continue operation of the Convention Center next fiscal year. In addition to the expense request of \$6,559,833; there includes a request to fund a \$500,000 emergency operating reserve. The revenue from operations of the Convention Center is expected to be \$6,025,248 in 2015-16; with the first six months that amount notated as "Other Funds". The \$1,112,338 is a request to fund the emergency operating reserve and first six months of net expected operating loss of \$612,338.
37	Transfer of the Convention Center Properties includes contractual obligations. One of those obligations includes the continued operation of the Convention Center per the Hyatt lease terms. The noted "Outstanding Obligation" includes a request to establish and fund an operating cash flow reserve for the Convention Center. This amounts is equal to 25% of the 2015-16 Convention Center operating budget request or \$1,639,958.
38	Transfer of the Convention Center Properties includes contractual obligations. One of those obligations includes the continued operation of the Convention Center as a first class facility per the Hyatt lease terms. The noted "Outstanding Obligation" of \$9,939,500 is the Convention Center's current list of needed repairs and capital improvement. In addition to the anticipated capital needs, there includes a request to fund a \$500,000 emergency repair reserve to fund emergency repairs and replacement of major equipment. The 2015-16 Capital Improvement Projects request includes \$991,000 in repairs and capital improvement requests deemed critical to maintaining the Convention Center as a first class facility and is expected to be expensed within the first six months of the fiscal year.
39	Transfer of the Convention Center Properties includes contractual obligations. One of those obligations includes the continued operation of the Convention Center per the Hyatt lease terms. The marketing of the Convention Center has been handled through an agreement with the Convention-Visitors Bureau. The marketing of the Convention Center is critical to operations in generating revenue. The noted "Outstanding Obligation" is the 2015-16 Convention-Visitors Bureau operating budget request in order to continue marketing efforts for the Convention Center next fiscal year. In additional to expense request of \$1,738,088; there includes a request for funding of additional staff to market the Convention Center at a cost of \$270,000.
40	Transfer of the Convention Center Properties includes contractual obligations. One of those obligations includes a defined contractual obligation to share in the Maintenance District's assessments for the maintenance and operation of the common area located on Convention Center Properties. The noted "Outstanding Obligation" is approximately 45% of the 2015-16 Maintenance District budget request of \$1,338,721 or \$602,424. The full annual amount is being requested due to timing of cash flows to pay for continued operations.
41	Transfer of the Convention Center Properties includes contractual obligations. One of those obligations includes maintaining adequate property insurance for the Convention Center. The noted "Outstanding Obligation" is an estimate of that policy. This was a preliminary quote based on the Special Property Insurance Program, which would be one cost effective way of obtaining coverage as a standalone policy for the Convention Center.
42	Transfer of the Convention Center Properties includes minimal management of contractual obligations along with financial and accounting services. The noted "Outstanding Obligation" assumes reimbursement of City of Santa Clara for staff time and expense to assist in management of the Convention Center contracts and provide accounting and treasury services to the Successor Agency.
43	Transfer of the Convention Center Properties includes contractual obligations. One of those obligations includes the continued operation of the Convention Center per the Hyatt lease terms. The noted "Outstanding Obligation" is the accumulated net operating loss for the Convention Center from January 2011 to the estimated loss expected in the 2014-15 fiscal year. The majority of the loss is due to withholding of lease revenues as required per the preliminary injunction obtained by the County. During this period, the City of Santa Clara funded these losses and is requesting full reimbursement as a credit to amounts due from the Other Funds Due Diligence Review ("DDR"), the amount owed for the gap period between DDR and preliminary injunction, or the release of lease revenues from the injunction account. The full reimbursement request is notated as "Other Funds".

Recognized Obligation Payment Schedule (ROPS 15-16A) - Summary

Filed for the July 1, 2015 through December 31, 2015 Period

Name of Successor Agency: Santa Clara
Name of County: Santa Clara

Current Period Requested Funding for Outstanding Debt or Obligation		Six-Month Total
Enforceable Obligations Funded with Non-Redevelopment Property Tax Trust Fund (RPTTF) Funding Sources (B+C+D):		\$ 51,113,952
B	Bond Proceeds Funding (ROPS Detail)	38,900,000
C	Reserve Balance Funding (ROPS Detail)	-
D	Other Funding (ROPS Detail)	12,213,952
E Enforceable Obligations Funded with RPTTF Funding (F+G):		\$ 250,000
F	Non-Administrative Costs (ROPS Detail)	-
G	Administrative Costs (ROPS Detail)	250,000
H Current Period Enforceable Obligations (A+E):		\$ 51,363,952

Successor Agency Self-Reported Prior Period Adjustment to Current Period RPTTF Requested Funding		
I	Enforceable Obligations funded with RPTTF (E):	250,000
J	Less Prior Period Adjustment (Report of Prior Period Adjustments Column S)	-
K Adjusted Current Period RPTTF Requested Funding (I-J)		\$ 250,000

County Auditor Controller Reported Prior Period Adjustment to Current Period RPTTF Requested Funding		
L	Enforceable Obligations funded with RPTTF (E):	250,000
M	Less Prior Period Adjustment (Report of Prior Period Adjustments Column AA)	-
N Adjusted Current Period RPTTF Requested Funding (L-M)		250,000

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
/s/ _____	
Signature	Date

Recognized Obligation Payment Schedule (ROPS 15-16A) - Report of Cash Balances
(Report Amounts in Whole Dollars)

Pursuant to Health and Safety Code section 34177 (I), Redevelopment Property Tax Trust Fund (RPTTF) may be listed as a source of payment on the ROPS, but only to the extent no other funding source is available or when payment from property tax revenues is required by an enforceable obligation. For tips on how to complete the Report of Cash Balances Form, see https://rad.dof.ca.gov/rad-sa/pdf/Cash_Balance_Agency_Tips_Sheet.pdf.

A	B	C	D	E	F	G	H	I	
Cash Balance Information by ROPS Period		Fund Sources						Comments	
		Bond Proceeds		Reserve Balance		Other	RPTTF		
		Bonds Issued on or before 12/31/10	Bonds Issued on or after 01/01/11	Prior ROPS period balances and DDR RPTTF balances retained	Prior ROPS RPTTF distributed as reserve for future period(s)	Rent, Grants, Interest, Etc.	Non-Admin and Admin		
ROPS 14-15A Actuals (07/01/14 - 12/31/14)									
1	Beginning Available Cash Balance (Actual 07/01/14)	18,197,977	27,768,419	3,728,175	-	-		H1) Blocked from entering negative amounts in H1. Actual amount is \$65,802 cash deficit resulting from the RPTTF funding shortage to meet the debt payments approved on ROPS 2.	
2	Revenue/Income (Actual 12/31/14) RPTTF amounts should tie to the ROPS 14-15A distribution from the County Auditor-Controller during June 2014	662	7				3,235,985	C2) Restricted interest earnings of \$662. D2) Restricted interest earnings of \$7.	
3	Expenditures for ROPS 14-15A Enforceable Obligations (Actual 12/31/14) RPTTF amounts, H3 plus H4 should equal total reported actual expenditures in the Report of PPA, Columns L and Q			3,728,175			3,237,670		
4	Retention of Available Cash Balance (Actual 12/31/14) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)	18,198,639	27,768,426					C4) Parity reserve of \$7,084,819. Bond proceeds of \$11,113,820 held for the purposes for which the bonds were issued. D4) Parity reserve of \$2,767,861. Bond proceeds of \$25,000,565 required to be retained until the State issues a Finding of Completion. All funds are subject to the court ordered preliminary injunction.	
5	ROPS 14-15A RPTTF Prior Period Adjustment RPTTF amount should tie to the self-reported ROPS 14-15A PPA in the Report of PPA, Column S	No entry required						-	
6	Ending Actual Available Cash Balance C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 - 5)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (1,685)	H6) Understated by the \$65,802 cash deficit which is the RPTTF funding shortage to meet the debt payments approved on ROPS 2. Blocked from entering negative amounts in H1.	
ROPS 14-15B Estimate (01/01/15 - 06/30/15)									
7	Beginning Available Cash Balance (Actual 01/01/15) (C, D, E, G = 4 + 6, F = H4 + F4 + F6, and H = 5 + 6)	\$ 18,198,639	\$ 27,768,426	\$ -	\$ -	\$ -	\$ (1,685)	H7) Understated by the \$65,802 cash deficit which is the RPTTF funding shortage to meet the debt payments approved on ROPS 2. Blocked from entering negative amounts in H1.	
8	Revenue/Income (Estimate 06/30/15) RPTTF amounts should tie to the ROPS 14-15B distribution from the County Auditor-Controller during January 2015						9,364,638		
9	Expenditures for ROPS 14-15B Enforceable Obligations (Estimate 06/30/15)						9,364,638		
10	Retention of Available Cash Balance (Estimate 06/30/15) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)	18,198,639	27,768,426					C10 and D10) See above Comments.	
11	Ending Estimated Available Cash Balance (7 + 8 - 9 - 10)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (1,685)	H11) Understated by the \$65,802 cash deficit which is the RPTTF funding shortage to meet the debt payments approved on ROPS 2. Blocked from entering negative amounts in H1.	

Recognized Obligation Payment Schedule (ROPS 15-16A) - Report of Prior Period Adjustments
 Reported for the ROPS 14-15A (July 1, 2014 through December 31, 2014) Period Pursuant to Health and Safety Code (HSC) section 34186 (a)
 (Report Amounts in Whole Dollars)

ROPS 14-15A Successor Agency (SA) Self-reported Prior Period Adjustments (PPA): Pursuant to HSC Section 34186 (a), SAs are required to report the differences between their actual available funding and their actual expenditures for the ROPS 14-15A (July through December 2014) period. The amount of Redevelopment Property Tax Trust Fund (RPTTF) approved for the ROPS 15-16A (July through December 2015) period will be offset by the SA's self-reported ROPS 14-15A prior period adjustment. HSC Section 34186 (a) also specifies that the prior period adjustments self-reported by SAs are subject to audit by the county auditor-controller (CAC) and the State Controller.

A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R	S	T		
Item #	Project Name / Debt Obligation	Non-RPTTF Expenditures						RPTTF Expenditures												Net SA Non-Admin and Admin PPA (Amount Used to Offset ROPS 15-16A Requested RPTTF)	SA Comments
		Bond Proceeds		Reserve Balance		Other Funds		Non-Admin						Admin							
		Authorized	Actual	Authorized	Actual	Authorized	Actual	Authorized	Available RPTTF (ROPS 14-15A distributed + all other available as of 07/1/14)	Net Lesser of Authorized / Available	Actual	Difference (If K is less than L, the difference is zero)	Authorized	Available RPTTF (ROPS 14-15A distributed + all other available as of 07/1/14)	Net Lesser of Authorized / Available	Actual	Difference (If total actual exceeds total authorized, the total difference is zero)	Net Difference (M+R)			
		\$ -	\$ -	\$ 3,728,175	\$ 3,728,175	\$ -	\$ -	\$ 3,033,145	\$ 3,033,145	\$ 3,033,145	\$ 3,034,830	\$ -	\$ 202,840	\$ 202,840	\$ 202,840	\$ 202,840	\$ -	\$ -			
1	1999 Tax Allocation Bonds Series A	-	-	-	-	-	-	854,431	854,431	\$ 854,431	854,431	\$ -						\$ -			
2	1999 Tax Allocation Bonds Series B	-	-	-	-	-	-	276,650	276,650	\$ 276,650	276,650	\$ -						\$ -			
3	2002 Tax Allocation Refunding Bonds	-	-	-	-	-	-	-	-	\$ -	-	\$ -						\$ -			
4	2003 Tax Allocation Bonds	-	-	-	-	-	-	1,099,000	1,099,000	\$ 1,099,000	1,099,000	\$ -						\$ -			
5	2011 Tax Allocation Bonds	-	-	-	-	-	-	325,306	325,306	\$ 325,306	325,306	\$ -						\$ -			
6	Miscellaneous Bond Costs	-	-	-	-	-	-	7,600	7,600	\$ 7,600	9,285	\$ -						\$ -			
7	2002 Series B COPS (Agency Share)	-	-	-	-	-	-	-	-	\$ -	-	\$ -						\$ -			
8	2011 Cooperation and Predevelopment Funding Agreement, as modified by First Amendment thereto	-	-	3,728,175	3,728,175	-	-	470,158	470,158	\$ 470,158	470,158	\$ -						\$ -			
11	City ROPS Loan	-	-	-	-	-	-	-	-	\$ -	-	\$ -						\$ -			
12	Independent Legal Counsel	-	-	-	-	-	-	-	-	\$ -	-	\$ -						\$ -			
13	Administrative Cost Allowance	-	-	-	-	-	-	-	-	\$ -	-	\$ -						\$ -			
14	Defense of Lawsuit Filed by County	-	-	-	-	-	-	-	-	\$ -	-	\$ -						\$ -			
16	Private Letter Ruling and related document preparation	-	-	-	-	-	-	-	-	\$ -	-	\$ -						\$ -			
17	Ruling request fee required by IRS	-	-	-	-	-	-	-	-	\$ -	-	\$ -						\$ -			
19	910-9160 and 915-9301 CIP BAREC Senior Housing	-	-	-	-	-	-	-	-	\$ -	-	\$ -						\$ -			
20	910-9182 CIP Bill Wilson Center - The Commons Project	-	-	-	-	-	-	-	-	\$ -	-	\$ -						\$ -			
21	915-9306 CIP 1430 El Camino Real Housing Project Presidio	-	-	-	-	-	-	-	-	\$ -	-	\$ -						\$ -			
22	910-9187 CIP ROEM Senior Housing Project 2525 El Camino Real	-	-	-	-	-	-	-	-	\$ -	-	\$ -						\$ -			

Recognized Obligation Payment Schedule (ROPS 15-16A) - Notes

July 1, 2015 through December 30, 2015

Item #	Notes/Comments
All	Since the form requires that the Contract/Agreement Termination Date be filled in, we have entered 12/31/9999 for line items where no contract or agreement termination date exists.
6	Miscellaneous Bond Costs are an estimate which may require a true-up on a future ROPS. For ROPS 15-16A, the amount was increased by \$1,685 for the additional fees incurred during the ROPS 14-15A time period.
32	Repairs and maintenance for Martinson Child Development Center, 1350 Hope Drive, can be requested on a future ROPS for reimbursement of \$4,999 after property is transferred to the Successor Agency, per County.
33	1999 TAB Redemption. Amount includes the total estimated remaining bond proceed plus the anticipated amount of released reserves; rounded up to the next hundred thousand.
34	2011 TAB defeasance in accordance with Oversight Board approved resolution at February 27, 2015 meeting. Amount includes the total estimated bond proceeds plus the anticipated amount of released reserves; rounded up to next hundred thousand.
35	ROPS I - Over expenditure of Item 6 by \$884
36	Contingent upon transfer of the Convention Center property to the Successor Agency, the Successor Agency may enter into a contract with the Chamber for interim operations of the Convention Center pending disposition of the property. The amount requested represents the Chamber proposed budget for July through December 2015 in the amount of \$3,212,718. The requested amount must first be funded by the Convention Center operating revenues. If the operating revenues are not sufficient, then lease revenues may be used to cover the shortfall, but only up to the amount approved, \$3,212,718. The noted "Outstanding Obligation" is the 2015-16 Convention Center operating budget request in order to continue operation of the Convention Center through the next fiscal year. The revenue from operations of the Convention Center is expected to be \$6,025,248 in 2015-16.
37	Contingent upon transfer of the Convention Center property to the Successor Agency, this item can qualify as maintenance under Section 34171(d)(1)(F) to fund the Maintenance District Assessment. Per the resolution providing for the assessment, payments shall be collected in the same manner as the ad valorem property tax. Accordingly, the amount requested for this item represents the semi-annual amount due at this time, as ad valorem tax payments are due in two annual installments. The noted "Outstanding Obligation" is approximately 45% of the 2015-16 Maintenance District budget request of \$1,338,721 or \$602,424.
38	Contingent upon transfer of the Convention Center property to the Successor Agency, this item is eligible for funding under Section 34717(d)(1)(F) to the extent it is for insurance required to protect the property and Successor Agency. The noted "Outstanding Obligation" is an estimate and preliminary quote based on the Special Property Insurance Program. The insurance provider is listed as TBD as the Successor Agency should seek competitive bids and bring an actual insurance contract to the Oversight Board for approval.