

SUCCESSOR AGENCY CONTACT INFORMATION

Successor Agency

ID: **11**
County: **Alameda**
Successor Agency: **San Leandro**

Primary Contact

| | |
|-------------------------|-------------------------------|
| Honorific (Ms, Mr, Mrs) | |
| First Name | Jeff |
| Last Name | Kay |
| Title | Administrative Analyst |
| Address | 835 East 14th Str |
| | |
| City | San Leandro |
| State | CA |
| Zip | 94577 |
| Phone Number | 510-577-3319 |
| Email Address | jkay@sanleandro.org |

Secondary Contact

| | |
|-------------------------|-------------------------------------|
| Honorific (Ms, Mr, Mrs) | |
| First Name | Cynthia |
| Last Name | Battenberg |
| Title | Business Development Manager |
| Phone Number | 510-577-3352 |
| Email Address | cbattenberg@sanleandro.org |

SUMMARY OF RECOGNIZED OBLIGATION PAYMENT SCHEDULE

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

Name of Successor Agency: **SAN LEANDRO (ALAMEDA)**

| Outstanding Debt or Obligation | Total |
|--------------------------------------|--------------|
| Total Outstanding Debt or Obligation | \$72,004,484 |

| Current Period Outstanding Debt or Obligation | Six-Month Total |
|---|-----------------|
| A Available Revenues Other Than Anticipated RPTTF Funding | \$550,000 |
| B Enforceable Obligations Funded with RPTTF | \$5,258,534 |
| C Administrative Allowance Funded with RPTTF | \$157,000 |
| D Total RPTTF Funded (B + C = D) | \$5,415,534 |
| E Total Current Period Outstanding Debt or Obligation (A + B + C = E) <i>Should be same amount as ROPS form six-month total</i> | \$5,965,534 |
| F Enter Total Six-Month Anticipated RPTTF Funding | \$7,103,575 |
| G Variance (F - D = G) <i>Maximum RPTTF Allowable should not exceed Total Anticipated RPTTF Funding</i> | \$1,688,041 |

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

| | |
|---|-------------|
| H Enter Estimated Obligations Funded by RPTTF (<i>lesser of Finance's approved RPTTF amount including admin allowance or the actual amount distributed</i>) | \$3,139,652 |
| I Enter Actual Obligations Paid with RPTTF | \$3,107,608 |
| J Enter Actual Administrative Expenses Paid with RPTTF | \$125,000 |
| K Adjustment to Redevelopment Obligation Retirement Fund (H - (I + J) = K) | \$0 |
| L Adjustment to RPTTF (D - K = L) | \$5,415,534 |

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

SAN LEANDRO (ALAMEDA)
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 13-14A)
July 1, 2013 through December 31, 2013

Oversight Board Approval Date: _____

| Item # | Project Name / Debt Obligation | Contract/Agreement Execution Date | Contract/Agreement Termination Date | Payee | Description/Project Scope | Project Area | Total Outstanding Debt or Obligation | Total Due During Fiscal Year 2013-14 | Funding Source | | | | | |
|--------|--|-----------------------------------|-------------------------------------|--|--|--------------|--------------------------------------|--------------------------------------|----------------|-----------------|-----------------|-------------|-------|-----------------|
| | | | | | | | | | Bond Proceeds | Reserve Balance | Admin Allowance | RPTTF | Other | Six-Month Total |
| | | | | | | | \$72,004,484 | \$15,002,087 | \$550,000 | \$0 | \$157,000 | \$5,258,534 | \$0 | \$5,965,534 |
| 1 | 2001 Certificates of Participation | 6/1/2002 | 12/1/2026 | US Bank | \$5.02m debt issuance to fund capital improvement projects | Joint | 3,440,000 | 346,938 | 0 | 0 | 0 | 265,426 | 0 | 265,426 |
| 2 | 2002 Tax Allocation Bonds | 3/1/2003 | 9/1/2024 | US Bank | \$15.935m debt issuance to fund capital improvement projects | Plaza | 11,750,000 | 1,333,483 | 0 | 0 | 0 | 1,010,451 | 0 | 1,010,451 |
| 3 | Plaza TAB Escrow Fund | 3/1/2003 | 9/1/2024 | Escrow Account managed by City of San Leandro | Set-Aside to ensure payment of bond debt service after project area expiration | Plaza | 1,640,414 | 174,794 | 0 | 0 | 0 | 0 | 0 | 0 |
| 4 | 2004 Tax Allocation Bonds | 9/1/2004 | 9/1/2034 | US Bank | \$5.5m debt issuance to fund capital improvement projects | WSL | 4,975,000 | 396,056 | 0 | 0 | 0 | 262,325 | 0 | 262,325 |
| 5 | 2008 Tax Allocation Bonds | 9/1/2008 | 9/1/2038 | US Bank | \$27.53m debt issuance to fund capital improvement projects | Joint | 25,725,000 | 1,844,438 | 0 | 0 | 0 | 1,193,844 | 0 | 1,193,844 |
| 6 | Urban Analytics | | | Urban Analytics | Continuing Disclosure Requirements for Bonds and Fiscal Analysis of Tax Increment | ALL | N/A | 26,000 | 0 | 0 | 0 | 5,000 | 0 | 5,000 |
| 7 | 232 East 14th Street-Senior Housing | 8/1/2000 | 8/1/2019 | Bank of New York Mellon | HUD Section 108 Loan for Senior Housing Project at 232 East 14th Street | HSG | 433,000 | 78,559 | 0 | 0 | 0 | 73,654 | 0 | 73,654 |
| 8 | 15555 East 14th Street-Bayfair Reimbursement | 8/23/2000 | 6/30/2013 | Bayfair Development LLC | Improvement and Reimbursement Agreement (Amendment 2, July 1, 2000) | Joint | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 9 | General Fund Loan - Auto Mall* | 4/8/2004 | 7/1/2032 | City of San Leandro | Loan from City General Fund (Res 2004-11 RDA) | Joint | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 10 | Sales Tax Rebate-Ford Store | 10/1/2002 | 10/1/2024 | Ford Store of San Leandro | Sales Tax Rebate per Owner Participation Agreement (March 6, 2000) | Joint | 1,884,345 | 350,000 | 0 | 0 | 0 | 0 | 0 | 0 |
| 11 | Lease Guarantee-Friends of the San Leandro Creek | 7/15/2003 | 12/31/2023 | Friends of the San Leandro Creek | Lease Guarantee Agreement (Res 2001-5 RDA) | Plaza | 391,233 | 37,633 | 0 | 0 | 0 | 18,817 | 0 | 18,817 |
| 12 | Casa Verde-Operating Agmt | 1/1/2008 | 1/1/2038 | Mercy Housing of CA | Operating Agreement for Casa Verde | HSG | 5,213,371 | 104,350 | 0 | 0 | 0 | 0 | 0 | 0 |
| 13 | 262 Davis Street-Lease/Purchase Agmt | 9/2/2008 | 12/31/2012 | San Leandro Chamber of Commerce | Lease/Purchase Agmt for 262 Davis (Res 2008-023 RDA) Balance is an estimate. | Plaza | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 14 | 9th Grade Campus-SLUSD Financing Agrmt | 6/30/2009 | 6/30/2016 | San Leandro Unified School District | Financing Agreement for 9th Grade Campus | Joint | 661,216 | 327,072 | 0 | 0 | 0 | 0 | 0 | 0 |
| 15 | King Property-Ground Lease Guarentee | 5/19/2000 | 12/31/2038 | Estate of Malcolm D. King, Janet C. King, Douglas M. King, and Mary Lou King | Ground Lease Guarantee2 | Joint | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 16 | King Property-Legal | 7/1/2011 | | Meyers Nave/City of San Leandro | Pre-litigation legal fees and staff costs related to King Ground Lease Guarantee | Joint | N/A | 159,017 | 0 | 0 | 0 | 134,017 | 0 | 134,017 |
| 17 | City of San Leandro-Property Management | 6/27/2012 | | City of San Leandro | Staff costs related to fulfillment of Property Management obligations | All | 30,000 | 15,000 | 0 | 0 | 0 | 0 | 0 | 0 |
| 18 | Successor Agency-Audits | 6/27/2012 | 4/1/2013 | TBD | Successor Agency and Housing audits in compliance with AB1484 | All | 10,000 | 0 | 0 | 0 | 0 | 10,000 | 0 | 10,000 |
| 19 | Successor Agency-Legal | 2/1/2012 | | Meyers Nave | Legal Costs Associated with Successor Agency Obligations | All | 50,000 | 0 | 0 | 0 | 30,000 | 0 | 0 | 30,000 |
| 20 | Successor Agency-Administration | 2/1/2012 | | City of San Leandro | Agreement to Fund Staff/ Successor Agency Administration | All | 220,000 | 0 | 0 | 0 | 127,000 | 0 | 0 | 127,000 |
| 21 | Regency Center-CAM Agmt | 12/9/1981 | | Regency Centers, LP | Common Area Maintenance Agreement for Downtown Shopping Center (Res 80-21) | Plaza | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 22 | Regency Centers-Security Agmt | 6/21/2004 | | City of San Leandro/ Regency Centers, LP | 2004 Washington Plaza Security Agreement | Plaza/Joint | N/A | 73,748 | 0 | 0 | 0 | 0 | 0 | 0 |
| 23 | Garage Construction | 10/1/2008 | 10/1/2012 | City of San Leandro | Cooperative Agreement to Fund Garage Construction - \$11,450,000 (Res 2010-009 RDA), plus Purchase Agmt for 262 Davis (Res 2008-023 RDA) | Joint | 500,000 | 500,000 | 500,000 | 0 | 0 | 0 | 0 | 500,000 |

SAN LEANDRO (ALAMEDA)
 Pursuant to Health and Safety Code section 34186 (a)
PRIOR PERIOD ESTIMATED OBLIGATIONS vs. ACTUAL PAYMENTS
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS II)
 July 1, 2012 through December 31, 2012

| Payee | Description/Project Scope | Project Area | LMIHF | | Bond Proceeds | | Reserve Balance | | Admin Allowance | | RPTTF | | Other | |
|--|---|---------------------|----------|--------|---------------|-------------|-----------------|--------|-----------------|-----------|-----------------|-----------------|----------|--------|
| | | | Estimate | Actual | Estimate | Actual | Estimate | Actual | Estimate | Actual | Estimate | Actual | Estimate | Actual |
| | | | \$0 | \$0 | \$3,445,843 | \$1,963,107 | \$0 | \$0 | \$125,000 | \$125,000 | \$3,139,652 | \$3,107,608 | \$0 | \$0 |
| Escrow Fund Managed by City of San Leandro | Set-Aside to ensure payment of bond debt service after project area expiration | Plaza | | | | | | | | | | | | |
| US Bank | \$5.5m debt issuance to fund capital improvement projects | WSL | | | | | | | | | \$ 255,631.25 | \$ 255,631.25 | | |
| US Bank | \$27.53m debt issuance to fund capital improvement projects | Joint | | | | | | | | | \$ 1,186,593.75 | \$ 1,146,481.50 | | |
| Urban Analytics | Continuing Disclosure Requirements for Bonds and Fiscal Analysis of Tax Increment | ALL | | | | | | | | | \$ 5,000.00 | \$ - | | |
| Bank of New York Mellon | HUD Section 108 Loan for Senior Housing Project at 232 East 14th Street | HSG | | | | | | | | | \$ 68,597.85 | \$ 68,597.85 | | |
| Bayfair Development LLC | Improvement and Reimbursement Agreement (Amendment 2, July 1, 2000) | Joint | | | | | | | | | | | | |
| City of San Leandro | Loan from City General Fund (Res 2004-11 RDA) | Joint | | | | | | | | | | | | |
| Ford Store of San Leandro | Sales Tax Rebate per Owner Participation Agreement (March 6, 2000) | Joint | | | | | | | | | \$ 95,000.00 | \$ 123,731.50 | | |
| Friends of the San Leandro Creek | Lease Guarantee Agreement (Res 2001-5 RDA) | Plaza | | | | | | | | | \$ 16,888.79 | \$ 17,153.70 | | |
| Mercy Housing of CA | Operating Agreement for Casa Verde | HSG | | | | | | | | | | | | |
| San Leandro Chamber of Commerce | Lease/Purchase Agmt for 262 Davis (Res 2008-023 RDA) Balance is an estimate. | Plaza | | | | | | | | | \$ 24,500.00 | \$ 17,600.00 | | |
| San Leandro Unified School District | Financing Agreement for 9th Grade Campus | Joint | | | | | | | | | | | | |
| Estate of Malcolm D. King, Janet C. King, Douglas M. King, and Mary Lou King | Ground Lease Guarantee ² | Joint | | | | | | | | | | | | |
| Meyers Nave/City of San Leandro | Pre-litigation legal fees and staff costs related to King Ground Lease Guarantee | Joint | | | | | | | | | \$ 30,000.00 | \$ 85,215.74 | | |
| Meyers Nave | Legal Costs Associated with Successor Agency Obligations | All | | | | | | | | | \$ 30,000.00 | \$ - | | |
| City of San Leandro | Agreement to Fund Staff/ Successor Agency Administration | All | | | | | | | | 125,000 | 125,000 | | | |
| Regency Centers, LP | Common Area Maintenance Agreement for Downtown Shopping Center (Res 80-21) | Plaza | | | | | | | | | \$ 16,800.00 | \$ 20,554.62 | | |
| City of San Leandro/ Regency Centers, LP | 2004 Washington Plaza Security Agreement | Plaza/Joint (50/50) | | | | | | | | | | | | |
| City of San Leandro | Cooperative Agreement to Fund Garage Construction - \$11,450,000 (Res 2010-009 RDA), plus Purchase Agmt for 262 Davis (Res 2008-023 RDA) | Joint | | | 3,385,843 | 1,957,043 | | | | | | | | |
| Bay Area Escrow Services | E14th/Hesperian Triangle Project - Revolving Fund Escrow Agreement for Site Remediation (cost is an estimate, could vary) | Joint | | | 30,000 | | | | | | \$ - | \$ 6,165.48 | | |
| SideB Corporation/Quality Lube/Various | Relocation Assistance Triangle Project (Fed - Title 49 - Code of Federal Regulations; CA Code Regulations - Title 25, Div. 1, Ch 6, CA Govt Code sec 7260 et seq.; CA Code of Civil Procedure sec 1263.510) | Joint | | | 30,000 | 6,064 | | | | | | | | |
| Alameda Housing Associates | Funding Agreement for "The Alameda." Owner Participation and Loan Agreement and Associated Legal Costs (Res. 2009-009 RDA) | HSG | | | | | | | | | \$ 160,000.00 | \$ 115,836.33 | | |

