

AGENDA



The City of Garden Grove as
Successor Agency
to the Agency for Community Development

Tuesday,
January 26, 2016

6:30 PM

Courtyard Center
12732 Main Street, Garden Grove, CA
92840

Steven R. Jones
Chair

Kris Beard
Vice Chair

Phat Bui
Member

Bao Nguyen
Member

**Christopher V.
Phan**
Member

Meeting Assistance: Any person requiring auxiliary aids and services, due to a disability, to address the Successor Agency, should contact the City Clerk's Office 72 hours prior to the meeting to arrange for accommodations. Phone: 714) 741-5040.

Agenda Item Descriptions: Are intended to give a brief, general description of the item. The Successor Agency may take legislative action deemed appropriate with respect to the item and is not limited to the recommended action indicated in staff reports or the agenda.

Documents/Writings: Any revised or additional documents/writings related to an item on the agenda distributed to all or a majority of the Successor Agency Members within 72 hours of a meeting, are made available for public inspection at the same time (1) in the City Clerk's Office at 11222 Acacia Parkway, Garden Grove, CA 92840, during normal business hours; (2) on the City's website as an attachment to the Successor Agency meeting agenda; and (3) at the Council Chamber at the time of the meeting.

Public Comments: Members of the public desiring to address the Successor Agency are requested to complete a pink speaker card indicating their name and address, and identifying the subject matter they wish to address. This card should be given to the City Clerk prior to the start of the meeting. General comments are made during "Oral Communications," and should be limited to matters under consideration and/or what the Successor Agency has jurisdiction over. Persons wishing to address the Successor Agency regarding a Public Hearing matter will be called to the podium at the time the matter is being considered.

Manner of Addressing the Successor Agency Members: After being called by the Chair, you may approach the podium, it is requested that you state your name for the record, and proceed to address the Successor Agency. All remarks and questions should be addressed to the Successor Agency as a whole and not to individual Members or staff members. Any person making impertinent, slanderous, or profane remarks or who becomes boisterous while addressing the Successor Agency shall be called to order by the Chair. If such conduct continues, the Chair may order the person barred from addressing the Successor Agency any further during that meeting.

Time Limitation: Speakers must limit remarks for a total of (5) five minutes. When any group of persons wishes to address the Successor Agency on the same subject matter, the Chair may request a spokesperson be chosen to represent the group, so as to avoid unnecessary repetition. At the Successor Agency's discretion, a

limit on the total amount of time for public comments during Oral Communications and/or a further limit on the time allotted to each speaker during Oral Communications may be set.

PLEASE SILENCE YOUR CELL PHONES DURING THE MEETING.

AGENDA

Open Session

6:30 PM

INVOCATION

PLEDGE OF ALLEGIANCE TO THE FLAG OF THE UNITED STATES OF AMERICA

ROLL CALL:

MEMBER BUI, MEMBER NGUYEN, MEMBER PHAN, VICE CHAIR BEARD, CHAIR JONES

1. ORAL COMMUNICATIONS (to be held simultaneously with other legislative bodies)

2. CONSENT ITEMS

Consent Items will be acted on simultaneously with one motion unless separate discussion and/or action is requested by a Member.

2.a. Adoption of a Resolution Approving the Recognized Obligation Payment Schedule 2016-17 A-B. (*Action Item*)

2.b. Approval of warrants. (*Action Item*)

3. MATTERS FROM SUCCESSOR AGENCY CHAIR, MEMBERS AND DIRECTOR

4. ADJOURNMENT

The next Regular Meeting will be held on Tuesday, February 9, 2016, at 5:30 p.m. in the Community Meeting Center, 11300 Stanford Avenue, Garden Grove.

City of Garden Grove

INTER-DEPARTMENT MEMORANDUM

To: Scott C. Stiles From: Kingsley Okereke
Dept.: Director Dept.: Finance
Subject: Adoption of a Resolution Date: 1/26/2016
Approving the Recognized
Obligation Payment Schedule
2016-17 A-B. (*Action Item*)

OBJECTIVE

The purpose of this report is to request the Successor Agency to the Garden Grove Agency for Community Development ("Successor Agency") adopt a Resolution approving the Recognized Obligation Payment Schedule for the 16-17 A-B annual fiscal period of July 1, 2016, to June 30, 2017 ("ROPS 16-17 A-B"), subject to review and approval by the Oversight Board and then by the State Department of Finance ("DOF") under the Dissolution Law.

BACKGROUND

The Successor Agency is performing its functions under Parts 1.8 and 1.85 of the California Health and Safety Code, as amended by Assembly Bill 1484 and other subsequent legislation including most recently by Senate Bill 107 effective on September 22, 2015 ("SB 107") (together, "Dissolution Law"), to administer the enforceable obligations and otherwise unwind the former Agency's affairs, all subject to the review and approval by the seven-member Oversight Board.

At previous meetings of the Successor Agency and Oversight Board, pursuant to the Dissolution Law, all prior Recognized Obligation Payment Schedules ("ROPS") were approved and thereafter submitted to the DOF, and ultimately approved with modifications. All prior ROPS were for six-month fiscal periods, but SB 107 modified the ROPS process and establishes an *annual* ROPS, and this ROPS 16-17 A-B is the first of these annual ROPS. The ROPS is "the document setting forth the minimum payment amounts and due dates of payments required by enforceable obligations for each fiscal year as provided in subdivision (o) of Section 34177."

Under the dates in the Dissolution Law, as amended by SB 107, the Successor Agency is required to consider and adopt the ROPS for the 16-17 A-B fiscal period of July 1, 2016 to June 30, 2017, and submit such approved ROPS 16-17 A-B to the DOF on or before February 1, 2016.

Section 34177(l), as amended by SB 107, requires the Successor Agency to take actions with regard to each ROPS as follows:

"(l) (1) ... For each recognized obligation, the Recognized Obligation Payment

Schedule shall identify one or more of the following sources of payment:

- (A) Low and Moderate Income Housing Fund.
 - (B) Bond proceeds.
 - (C) Reserve balances.
 - (D) Administrative cost allowance.
 - (E) The Redevelopment Property Tax Trust Fund, but only to the extent no other funding source is available or when payment from property tax revenues is required by an enforceable obligation or by the provisions of this part.
 - (F) Other revenue sources, including rents, concessions, asset sale proceeds, interest earnings, and any other revenues derived from the former redevelopment agency, as approved by the oversight board in accordance with this part.
- (o) (1) Commencing with the Recognized Obligation Payment Schedule covering the period from July 1, 2016, to June 30, 2017, inclusive, and for each period from July 1 to June 30, inclusive, thereafter, a successor agency shall submit an oversight board-approved Recognized Obligation Payment Schedule to the department and to the county auditor-controller no later than February 1, 2016, and each February 1 thereafter..”

SB 107 also made other administrative changes, including that the Successor Agency and Oversight Board no longer have to submit separately to the DOF the administrative budget that is a part of each ROPS. The administrative budget is a line item on the ROPS and a copy is included with this agenda report and the ROPS to be submitted to the Oversight Board. New subsection (h)(1) to Section 34179 provides:

“Without abrogating the department’s authority to review all matters related to the Recognized Obligation Payment Schedule pursuant to Section 34177, oversight boards are not required to submit the following oversight board actions for department approval:

- (A) Meeting minutes and agendas.
- (B) Administrative budgets.
- (C) Changes in oversight board members, or the selection of an oversight board chair or vice chair.
- (D) Transfers of governmental property pursuant to an approved long-range property management plan.
- (E) Transfers of property to be retained by the sponsoring entity for future development pursuant to an approved long-range property management plan.

DISCUSSION

Staff has prepared and attached ROPS 16-17 A-B for the Successor Agency’s consideration and approval, and includes the FY 16-17 administrative budget. The attached Successor Agency Resolution approves the ROPS in the gross amount of \$20,421,757 requested from the Redevelopment Property Tax Trust Fund (“RPTTF”), subject to submittal to and review by the Oversight Board and then by the DOF, and authorizing posting and transmittal of the ROPS.

Several items on ROPS 16-17 A-B are explained in further detail as follows.

Importantly, the first debt service payment due for the Waterpark Hotel Bond Refunding Obligation is listed as Item No. 56 on the ROPS.

The Successor Agency administrative budget of \$594,809 is listed as Item No. 31, and a copy of the budget is attached.

The "housing entity administrative cost allowance" of \$150,000 per fiscal year for the Garden Grove Housing Authority acting as the housing successor as authorized by Section 34171(p) is listed. This item has been previously included by staff and approved by the Successor Agency and Oversight Board on prior ROPS, but the DOF continues to deny funding for this line item. However, there are several cases pending in the Sacramento Superior Court with rulings both in favor and against successor agencies, so until the appellate courts resolve the statutory interpretation counsel recommends listing this item per Section 34171(p).

Several items on ROPS 16-17 A-B relate to the continued implementation of the Stipulation for Entry of Interlocutory Judgment ("Judgment") issued in the action *Marina Limon, et al v. Garden Grove Agency for Community Development*, Orange County Superior Court, Case No. 30-2009-00291597. After the Judgment was entered in early 2014, the DOF denied funding to the Successor Agency through the ROPS process, so the *Limon* plaintiffs filed suit against the DOF (Case No. 34-2014-80001994) in Sacramento Superior Court per the Dissolution Law, which action resulted in a ruling adverse to the DOF and in favor of the *Limon* plaintiffs and the Successor Agency and Housing Authority, as real parties in interest. The Court ruled the Judgment in all respects is an enforceable obligation under the Dissolution Law, including ordering that the payments due (such as award of attorneys' fees to *Limon* plaintiffs) and obligations to be performed by Garden Grove (such as development of replacement housing units) to implement the Judgment are to be funded through the ROPS process. The Housing Authority and Successor Agency continue to implement the Judgment; 46 affordable, replacement housing units are now under construction on a site leased by the United Methodist Church. An affiliate of Jamboree Housing Corporation is the developer of this family/senior housing project; and, the Housing Authority is providing two subordinate loans to the development. One loan has been funded and the second loan of \$1.6M is due to be disbursed at completion of construction which will occur during the 16-17 A-B ROPS period; this \$1.6M loan amount is listed on this ROPS along with the various legal and consultants' fees that the Successor Agency and Housing Authority continue to incur in implementation of the Judgment.

Further, this ROPS 16-17 A-B lists other Enforceable Obligations comparable to items in prior ROPS and includes the FY 16-17 administrative budget.

The timing for DOF's review of each annual ROPS also was amended by SB 107. Now, new subsection (o) of Section 34177 provides that for each ROPS:

"the department shall make its determination of the enforceable obligations and the amounts and funding sources of the enforceable obligations no later than April 15, 2016, and each April 15 thereafter. Within five business days of the department's determination, a successor agency may request additional review by the department and an opportunity to meet and confer on disputed items, except for those items which are the subject of litigation disputing the department's previous or related determination. An untimely submittal of a Recognized Obligation Payment Schedule may result in a meet and confer period of less than 30 days. The department shall notify the successor agency and the county auditor-controller as to the outcome of its review at least 15 days before the date of the first property tax distribution for that period."

Successor Agency staff is available to explain ROPS 16-17 A-B and answer any questions the Board may have about this ROPS and related Successor Agency matters.

FINANCIAL IMPACT

None until approved by the DOF. If the DOF approves the ROPS as submitted, the Successor Agency will receive \$20,421,757 (which includes \$594,809 for the administrative budget) for the period July 1, 2016, to June 30, 2017, to pay the Successor Agency's enforceable obligations.

RECOMMENDATION

Staff recommends that the Successor Agency:

- Adopt the attached Resolution approving ROPS 16-17 A-B for the annual fiscal period of July 1, 2016 to June 30, 2017, including the administrative budget, subject to submittal to and review by the Oversight Board and then by the State Department of Finance, and authorizing posting and transmittal of the ROPS. Further, the Assistant City Manager and his designees, in consultation with legal counsel, shall be authorized to request and complete meet and confer session(s) with the DOF and authorized to make augmentations, modifications, additions or revisions as may be necessary or directed by DOF.

ATTACHMENTS:

Description	Upload Date	Type	File Name
Attachment 1: Successor Agency Resolution	1/19/2016	Cover Memo	Original_SA_Resolution_Approving_ROPS_16-17_A-B.doc
Attachment 2: Recognized Obligation Schedule 16-17 A-B	1/21/2016	Cover Memo	Attachment_2- _Recognized_Obligation_Schedule_16-17_A-B.xlsx
Attachement 3: Successor Agency Administrative Budget for FY 16-17	1/19/2016	Cover Memo	Admin_Budget_Attachment.doc

RESOLUTION NO. ____

A RESOLUTION OF THE SUCCESSOR AGENCY TO THE GARDEN GROVE AGENCY FOR COMMUNITY DEVELOPMENT APPROVING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE 16-17 A-B FOR THE ANNUAL FISCAL PERIOD OF JULY 1, 2016 TO JUNE 30, 2017, INCLUDING THE FY 16-17 ADMINISTRATIVE BUDGET, SUBJECT TO SUBMITTAL TO, AND REVIEW BY THE OVERSIGHT BOARD AND THE STATE DEPARTMENT OF FINANCE UNDER CALIFORNIA HEALTH AND SAFETY CODE, DIVISION 24, PART 1.85; AND, AUTHORIZING THE POSTING AND TRANSMITTAL OF THE ROPS

WHEREAS, the Garden Grove Agency for Community Development (“Former Agency”) was established as a community redevelopment agency that was previously organized and existing under the California Community Redevelopment Law, Health and Safety Code Sections 33000, *et seq.* (“CRL”), and previously authorized to transact business and exercise the powers of a redevelopment agency pursuant to action of the City Council (“City Council”) of the City of Garden Grove (“City”); and

WHEREAS, Assembly Bill x1 26 added Parts 1.8 and 1.85 to Division 24 of the California Health and Safety Code, which caused the dissolution of all redevelopment agencies and wind down of the affairs of former agencies, including as such laws were amended by Assembly Bill 1484 and by other subsequent legislation, and most recently by Senate Bill 107 (together, the “Dissolution Law”); and

WHEREAS, as of February 1, 2012 the Former Agency was dissolved pursuant to the Dissolution Law, and, as a separate public entity, corporate and politic, the Successor Agency to the Garden Grove Agency for Community Development (“Successor Agency”) administers the enforceable obligations of the former Agency and otherwise unwinds the Former Agency’s affairs, all subject to the review and approval by a seven-member oversight board (“Oversight Board”); and

WHEREAS, Section 34179 provides that the Oversight Board has fiduciary responsibilities to holders of enforceable obligations and the taxing entities that benefit from distributions of property tax and other revenues pursuant to Section 34188 of Part 1.85 of the Dissolution Law; and

WHEREAS, Sections 34177(m), 34177(o) and 34179 provide that each ROPS is submitted to, reviewed and approved by the Successor Agency and then reviewed and approved by the Oversight Board before final review and approval by the State Department of Finance (“DOF”); and

WHEREAS, Section 34177(o) of the Dissolution Law requires that the annual ROPS for the 16 17 A-B fiscal period of July 1, 2016 to June 30, 2017 (“ROPS 16-17 A-B”) shall be submitted to the DOF by the Successor Agency, after approval by the Oversight Board, no later than February 1, 2016; and

WHEREAS, pursuant to Sections 34179.6 and 34177(k)(2)(B), the Successor Agency is required to submit the ROPS to the DOF with copies to the County Administrative Officer, the County Auditor-Controller, and the State Controller's Office at the same time that the Successor Agency submits the ROPS to the Oversight Board for review; and

WHEREAS, the Successor Agency has reviewed the draft ROPS 16-17 A-B, including the FY 16-17 administrative budget included therewith, and desires to approve the ROPS 16-17 A-B and to authorize the Successor Agency staff to transmit the ROPS to the Oversight Board; and

WHEREAS, the Successor Agency staff is directed to post the ROPS 16-17 A-B on the City/Successor Agency website: <http://www.ci.garden-grove.ca.us/>.

NOW, THEREFORE, BE IT RESOLVED BY THE SUCCESSOR AGENCY TO THE GARDEN GROVE AGENCY FOR COMMUNITY DEVELOPMENT:

Section 1. The foregoing recitals are incorporated into this Resolution by this reference, and constitute a material part of this Resolution.

Section 2. Pursuant to the Dissolution Law, the Successor Agency approves the ROPS 16-17 A-B, including the FY 16-17 administrative budget, submitted herewith as Attachment 1, which schedule is incorporated herein by this reference; provided however, that the ROPS 16-17 A-B is approved subject to transmittal of the ROPS to the Oversight Board for review and approval with copies of the ROPS to be sent concurrently to the DOF, the County Administrative Officer, the County Auditor-Controller, and the State Controller's Office. Further, the Assistant City Manager, or his designee, in consultation with legal counsel, is hereby authorized to request and complete meet and confer session(s) with the DOF and authorized to make augmentations, modifications, additions or revisions as may be necessary or directed by DOF, and changes, if any, will be reported back to the Successor Agency and the Oversight Board.

Section 3. After approval by the Oversight Board, the Successor Agency authorizes transmittal of the approved ROPS 16-17 A-B to the DOF, the County Administrative Officer, the County Auditor-Controller, and the State Controller's Office.

Section 4. The Assistant City Manager, or his designee, is directed to post this Resolution, including the ROPS 16-17 A-B, on the City/Successor Agency website pursuant to the Dissolution Law.

[Resolution continues on next page]

Section 5. The Secretary of the Successor Agency shall certify to the adoption of this Resolution.

APPROVED AND ADOPTED this 26th day of January 2016.

Chair
Successor Agency to the Garden Grove Agency
for Community Development

(SEAL)

ATTEST:

Kathy Bailor, Secretary

STATE OF CALIFORNIA)
COUNTY OF ORANGE) ss.
CITY OF GARDEN GROVE)

I, Kathy Bailor, Secretary of the Successor Agency to the Garden Grove Agency for Community Development, hereby certify that the foregoing resolution was duly adopted by the Successor Agency at a regular meeting held on the 26th day of January 2016, and that it was so adopted by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

Kathy Bailor, Secretary
Successor Agency to the Garden Grove Agency
for Community Development

(SEAL)

**ATTACHMENT 1
to Successor Agency Resolution No. 16-___**

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE 16-17 A-B
FOR SIX-MONTH FISCAL PERIOD JULY 1, 2016 TO JUNE 30, 2017
WITH COPY OF FY 16-17 ADMINISTRATIVE BUDGET**

(attached)

Recognized Obligation Payment Schedule (ROPS 16-17) - Summary

Filed for the July 1, 2016 through June 30, 2017 Period

Successor Agency: Garden Grove
 County: Orange

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		16-17A Total	16-17B Total	ROPS 16-17 Total
Enforceable Obligations Funded with Non-Redevelopment Property Tax Trust Fund (RPTTF) Funding				
A	Sources (B+C+D):	\$ 88,000	\$ 88,000	\$ 176,000
B	Bond Proceeds Funding	-	-	-
C	Reserve Balance Funding	-	-	-
D	Other Funding	88,000	88,000	176,000
E	Enforceable Obligations Funded with RPTTF Funding (F+G):	\$ 9,973,510	\$ 10,272,247	\$ 20,245,757
F	Non-Administrative Costs	9,680,456	9,970,492	19,650,948
G	Administrative Costs	293,054	301,755	594,809
H	Current Period Enforceable Obligations (A+E):	\$ 10,061,510	\$ 10,360,247	\$ 20,421,757

Certification of Oversight Board Chairman:
 Pursuant to Section 34177 (o) 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 successor agency.

 Name Title
 /s/ _____
 Signature Date

Garden Grove Recognized Obligation Payment Schedule (ROPS 16-17) - ROPS Detail

July 1, 2016 through June 30, 2017

(Report Amounts in Whole Dollars)

A	B	C	D	E	F	G	H	I	J	K	16-17A				16-17B				W												
											Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)				RPTTF					Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)				RPTTF							
											Bond Proceeds		Reserve Balance		Other Funds		Non-Admin			Admin		Bond Proceeds		Reserve Balance		Other Funds		Non-Admin		Admin	
											-		-		88,000		9,680,456			293,054		-		-		88,000		9,970,492		301,755	
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	ROPS 16-17 Total	Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	16-17A Total	Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	16-17B Total									
								\$ 156,469,393		\$ 20,421,757			\$ 88,000	\$ 9,680,456	\$ 293,054	\$ 10,061,510			\$ 88,000	\$ 9,970,492	\$ 301,755	\$ 10,360,247									
2	Hyatt Regency OPA	Business Incentive	6/1/2000	9/1/2018	OPA, LLC (Performance Based)	Cost of Project Improvements	C.P.A.	11,442,841	N	\$ 3,150,000				2,650,000		\$ 2,650,000				500,000		\$ 500,000									
3	Residence Inn DDA	Business Incentive Agreements	12/12/2000	9/1/2020	RIOPA, LLC (Performance Based)	Cost of Project Improvements	C.P.A.	2,864,150	N	\$ 1,600,000				1,100,000		\$ 1,100,000				500,000		\$ 500,000									
5	OfficeMax Com Rehab Agmt	Business Incentive Agreements	7/21/2004	6/30/2016	OfficeMax (Performance Based)	Commercial Rehabilitation (Quarterly Payments)	C.P.A.	-	Y	\$ -						\$ -						\$ -									
6	Katella Cottages OPA	OPA/DDA/Construction	6/10/2008	10/1/2027	Heritage Village Note Investors (Performance Based)	Land Acquisition and Project Improvements	C.P.A.	3,075,342	N	\$ 30,000						\$ -				30,000		\$ 30,000									
7	Katella Cottages Note	Bonds Issued On or Before 12/31/10	6/10/2008	10/1/2027	U.S. Bank	Land Acquisition and Project Improvements	C.P.A.	178,200	N	\$ 178,200				135,450		\$ 135,450				42,750		\$ 42,750									
8	Augustine Note	Third-Party Loans	1/8/2002	2/13/2016	Augustine Trust	Land Acquisition	C.P.A.	-	Y	\$ -						\$ -						\$ -									
9	Coastline Lease Payments	Miscellaneous	3/4/1994	2/1/2016	Coast Community College District	Office Space Rent (Payments in Aug and Feb)	C.P.A.	-	Y	\$ -						\$ -						\$ -									
10	GG Center Building Lease	Miscellaneous	1/22/1996	2/28/2016	Purcell Family Trust	Office Space Rent (Payment in Feb)	C.P.A.	-	Y	\$ -						\$ -						\$ -									
12	Garden Grove Hyundai	Business Incentive Agreements	11/5/2009	2/28/2017	Garden Grove Hyundai (Performance Based)	Cost of Project Improvements (Payment in Feb)	C.P.A.	360,000	N	\$ 180,000						\$ -				180,000		\$ 180,000									
14	Union Bank Loan	Third-Party Loans	5/1/2008	6/1/2020	Union Bank of California	Land Acquisition - Estimated Monthly Payments - Variable Interest	C.P.A.	17,465,017	N	\$ 4,394,968				2,199,134		\$ 2,199,134				2,195,834		\$ 2,195,834									
15	Embassy Suites DDA Amendment	Business Incentive Agreements	1/9/2007	1/9/2025	Landmark (Performance Based)	Project Improvements (\$7M)	C.P.A.	7,000,000	N	\$ -						\$ -						\$ -									
16	Sycamore Walk DDA	Remediation	11/12/1996	6/30/2023	Olson Urban Housing	Quarterly Soil/Ground Water Monitoring Events	C.P.A.	111,111	N	\$ 36,614				36,614		\$ 36,614						\$ -									
18	Housing Fund Deficit	SERAF/ERAF	2/1/2012	12/31/2020	Garden Grove Hsgn Auth.	Repayment of Housing Fund from SERAF/ERAF			N																						
19	Waterpark Hotel DDA	Business Incentive Agreements	5/12/2009	12/31/2026	Garden Grove MXD & Various	Site Assembly/Project Assistance	C.P.A.	11,672,312	N	\$ 550,000				50,000		\$ 50,000				500,000		\$ 500,000									
20	Site B2 DDA	Business Incentive Agreements	6/26/2001	6/26/2025	Kam Sang Inc.	Project Assistance & Site Assembly & Preparation Costs	C.P.A.	3,300,000	N	\$ 315,000				65,000		\$ 65,000				250,000		\$ 250,000									
22	Brookhurst Triangle DDA	OPA/DDA/Construction	11/23/2010	12/31/2020	New Age Brookhurst, LLC & Various	Site Preparation Costs	C.P.A.	850,000	N	\$ 850,000				500,000		\$ 500,000				350,000		\$ 350,000									
24	Project Management for Item 20 - Site B2	Project Management Costs	6/26/2001	6/26/2025	City of Garden Grove	Labor associated w/ project coordination / management	C.P.A.	560,000	N	\$ 140,120				70,060		\$ 70,060				70,060		\$ 70,060									
25	Project Legal for Items 19-20	Legal	6/26/2001	12/31/2026	SYCR and WSS Firms	Legal Costs Associated with project items 19 & 20	C.P.A.	200,000	N	\$ 50,000				25,000		\$ 25,000				25,000		\$ 25,000									
27	Agency Property Maint/Management	Property Maintenance	2/1/2012	12/31/2020	Various	Management and Maintenance of Successor Agency Owned Property Awaiting Development or Disposal	C.P.A.	339,000	N	\$ 176,000			88,000	-		\$ 88,000			88,000			\$ 88,000									
31	Administrative Allowance	Admin Costs	1/1/2014	6/30/2019	City of Garden Grove	Administrative Allowance per AB 1484	n.a.		N	\$ 594,809					293,054	\$ 293,054					301,755	\$ 301,755									
33	Brookhurst Triangle DDA	Property Dispositions	7/29/2002	12/31/2020	Wang	See Notes.	C.P.A.	1,500,000	N	\$ -						\$ -						\$ -									
34	Brookhurst Triangle DDA	Property Dispositions	7/29/2002	12/31/2020	City of Garden Grove	See Notes.	C.P.A.	1,500,000	N	\$ -						\$ -						\$ -									
37	Project Management for Item 22 - Brookhurst	Project Management Costs	11/23/2010	12/31/2020	City of Garden Grove	Labor associated w/ project coordination / management	C.P.A.	602,280	N	\$ 150,570				75,285		\$ 75,285				75,285		\$ 75,285									
39	2014 Tax Allocation Refunding Bonds	Bonds Issued After 12/31/10	6/26/2014	10/1/2029	U.S. Bank National Association	Refunding of 2003 Tax Allocation Bonds	C.P.A.	32,372,577	N	\$ 3,905,225				1,589,225		\$ 1,589,225				2,316,000		\$ 2,316,000									
40	Limón Law Suit Settlement	Litigation	9/20/2013	6/30/2015	Various	Settlement of Former Agency Lawsuit Associated with Item 19			N																						
41	Project Legal for Item 22	Legal	11/23/2010	12/31/2020	SYCR and WSS Firms	Legal Costs Associated with project item 22	C.P.A.	300,000	N	\$ 100,000				50,000		\$ 50,000				50,000		\$ 50,000									
47	Appraisals(s)	Admin Costs	7/1/2015	12/31/2015	TBD	Appraisals for Properties on the Long Range Property Management Plan	C.P.A.	60,000	N	\$ 10,000						\$ -				10,000		\$ 10,000									
48	Site C DDA	Business Incentive Agreements	6/14/2011	7/1/2032	Land & Design & Various	Site Assembly/Preparation and Project Assistance			N																						
49	Limón Law Suit Settlement/Judgement	Litigation	6/5/2015	6/5/2020	Public Counsel	Attorneys Fees per Judgement/Court Ruling	C.P.A.	104,500	N	\$ 104,500				104,500		\$ 104,500						\$ -									
50	Limón Law Suit Settlement/Judgement	Litigation	6/5/2015	6/5/2020	Garden Grove Housing Partners, LP	Replacement Housing Obligation per Judgement/Court Ruling		1,600,000	N	1,600,000										1,600,000		1,600,000									
51	Housing Successor Administration	Admin Costs	1/1/2016	6/30/2016	Garden Grove Housing Authority	Administration of the Housing Successor		1,500,000	N	150,000				75,000		75,000				75,000		75,000									
52	Item 39 Trustee Fee (2014 TARB)	Fees	6/26/2014	10/1/2029	U.S. Bank National Association	Fees associated with Bond payment	C.P.A.	186,300	N	\$ 6,900				5,600		\$ 5,600				1,300		\$ 1,300									
53	Item 19 Trustee Fee (Waterpark Bond)	Fees	5/12/2009	12/31/2026	U.S. Bank National Association	Fees associated with Bond payment	C.P.A.	245,700	N	\$ 9,100				7,800		\$ 7,800				1,300		\$ 1,300									
54	Item 7 Trustee Fee (Katella Cottages Note)	Fees	6/10/2008	10/1/2027	U.S. Bank National Association	Fees associated with Note	C.P.A.	24,000	N	\$ 2,000				2,000		\$ 2,000						\$ -									
55	Successor Agency Legal Fees for Limon Litigation (Item 49 & 50)	Legal	6/5/2015	6/5/2020	SYCR and WSS Firms	Attorneys Fees per Judgement/Court Ruling	C.P.A.	100,000	N	\$ 40,000				20,000		\$ 20,000				20,000		\$ 20,000									
56	Refunding Bonds (Item 19)	Refunding Bonds Issued After 6/27/12	10/1/2016	10/1/2014	U.S. Bank	Refunding Bonds issued associated with project item 19	C.P.A.	56,901,063	N	\$ 2,065,401				903,613		\$ 903,613				1,161,788		\$ 1,161,788									
57	Project Management for Item 19 - Water Park	Business Incentive Agreements	6/26/2009	12/31/2026	City of Garden Grove	Labor associated w/ project coordination / management	C.P.A.	50,000	N	\$ 31,350				15,675		\$ 15,675				15,675		\$ 15,675									
58	Item 14 Dissemination Fees	Fees	5/1/2008	6/1/2020	Union Bank of California	Fees associated with loan	C.P.A.	5,000	N	\$ 1,000				500		\$ 500				500		\$ 500									
59									N	\$ -						\$ -						\$ -									
60									N	\$ -						\$ -						\$ -									
61									N	\$ -						\$ -						\$ -									
62									N	\$ -						\$ -						\$ -									
63									N	\$ -						\$ -						\$ -									
64									N	\$ -						\$ -						\$ -									
65									N	\$ -						\$ -						\$ -									
66									N	\$ -						\$ -						\$ -									
67									N	\$ -						\$ -						\$ -									
68									N	\$ -						\$ -						\$ -									
69									N	\$ -						\$ -						\$ -									
70									N	\$ -						\$ -						\$ -									
71									N	\$ -						\$ -						\$ -									
72									N	\$ -						\$ -						\$ -									

Garden Grove Recognized Obligation Payment Schedule (ROPS 16-17) - ROPS Detail

July 1, 2016 through June 30, 2017

(Report Amounts in Whole Dollars)

A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R	S	T	U	V	W	
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	ROPS 16-17 Total	16-17A					16-17A Total	16-17B					16-17B Total	
											Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF			Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF			
											Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin		Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin		
73								N	\$	-						\$						\$	
74								N	\$	-						\$							\$
75								N	\$	-						\$							\$
76								N	\$	-						\$							\$
77								N	\$	-						\$							\$
78								N	\$	-						\$							\$
79								N	\$	-						\$							\$
80								N	\$	-						\$							\$
81								N	\$	-						\$							\$
82								N	\$	-						\$							\$
83								N	\$	-						\$							\$
84								N	\$	-						\$							\$
85								N	\$	-						\$							\$
86								N	\$	-						\$							\$
87								N	\$	-						\$							\$
88								N	\$	-						\$							\$
89								N	\$	-						\$							\$
90								N	\$	-						\$							\$
91								N	\$	-						\$							\$
92								N	\$	-						\$							\$
93								N	\$	-						\$							\$
94								N	\$	-						\$							\$
95								N	\$	-						\$							\$
96								N	\$	-						\$							\$
97								N	\$	-						\$							\$
98								N	\$	-						\$							\$
99								N	\$	-						\$							\$
100								N	\$	-						\$							\$
101								N	\$	-						\$							\$

**Garden Grove Recognized Obligation Payment Schedule (ROPS 16-17) - 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 [CASH BALANCE TIPS SHEET](#)

A	B	C	D	E	F	G	H	I	
		Fund Sources							
		Bond Proceeds		Reserve Balance		Other	RPTTF		
	Cash Balance Information by ROPS Period	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	Comments	
ROPS 15-16A Actuals (07/01/15 - 12/31/15)									
1	Beginning Available Cash Balance (Actual 07/01/15)	175,517	3,881,827			(24,306)	2,361,444		
2	Revenue/Income (Actual 12/31/15) RPTTF amounts should tie to the ROPS 15-16A distribution from the County Auditor-Controller during June 2015	2,334,650	1,572,813			734,676	6,653,991	Includes \$141,540 RPTTF distribution on 7/9/2015 for Limon Judgement.	
3	Expenditures for ROPS 15-16A Enforceable Obligations (Actual 12/31/15)	2,334,650	1,572,423			121,958	5,107,867		
4	Retention of Available Cash Balance (Actual 12/31/15) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)	175,517	3,882,217						
5	ROPS 15-16A RPTTF Balances Remaining	No entry required						1,482,347	
6	Ending Actual Available Cash Balance C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 - 5)	\$ -	\$ -	\$ -	\$ -	\$ 588,412	\$ 2,425,221		
ROPS 15-16B Estimate (01/01/16 - 06/30/16)									
7	Beginning Available Cash Balance (Actual 01/01/16) (C, D, E, G = 4 + 6, F = H4 + F4 + F6, and H = 5 + 6)	\$ 175,517	\$ 3,882,217	\$ -	\$ -	\$ 588,412	\$ 3,907,568		
8	Revenue/Income (Estimate 06/30/16) RPTTF amounts should tie to the ROPS 15-16B distribution from the County Auditor-Controller during January 2016	2,255,867	59,234,238			4,037,943	1,436,196	Column D: Includes estimated debt issuance for 2016 TARB of \$56,901,063. Column G: Includes estimated receipts of sale to developer for lines 33 & 34.	
9	Expenditures for ROPS 15-16B Enforceable Obligations (Estimate 06/30/16)	2,255,867	59,234,238			4,626,355	3,231,874	Column D: Includes the estimated 2016 TARB disbursement to developer and related cost of issuance. Column G: Includes estimates receipts of sale to developer for lines 33 & 34.	
10	Retention of Available Cash Balance (Estimate 06/30/16) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)								
11	Ending Estimated Available Cash Balance (7 + 8 - 9 -10)	\$ 175,517	\$ 3,882,217	\$ -	\$ -	\$ -	\$ 2,111,890		

ATTACHMENT NO. 3
Administrative Budget

SUCCESSOR AGENCY ADMINISTRATIVE BUDGET

	FY16-17
ADMINISTRATIVE LABOR	
Finance	113,606
Administration	17,961
Economic Development	300,501
Total Labor	<u>432,068</u>
ADMINISTRATIVE CONTRACTUAL SERVICES	
ISF Allocation	12,741
Econ Dev – Community Project	150,000
Total Contractual Services	<u>162,741</u>
Total Administrative Budget	<u><u>594,809</u></u>

REVEL. SUCCESSOR AGENCY
 CHECK REGISTER
 01/26/16

WARRANT	VENDOR	DESCRIPTION	AMOUNT
1245	GWGG, LLC	REV & VOID	-26,299.00 *
1360	TRUSTEE OF THE DOMINIC D AUGUSTINE TRUST	INTEREST COSTS	2,606.73
		LONG TERM DEBT	4,748.04
			7,354.77 *
1361	NATIONAL CONSTRUCTION RENTALS	OTHER RENTALS	952.10 *
1362	HI TECH PROTECTION SYSTEMS INC	OTHER PROF SERV	120.00 *
1363	RICE, MICHAEL A-THRONE CO., INC.	OTHER RENTALS	107.40 *
1364	NATIONAL CONSTRUCTION RENTALS	PROPERTY TAXES	952.10 *
1365	SOUTHERN CALIFORNIA EDISON	ELECTRICITY	3,175.19 *
1366	G.T. CONSTRUCTION	MAINT OF REAL PROP	4,950.00 *
1367	RODRIGUEZ, MARIA	RELOCATION PAYMENTS	1,092.00 *
1368	ARIZ, SERENITY ANN	RELOCATION PAYMENTS	8,820.00 *
1369	RODRIGUEZ, VICTOR HUGO AYALA	RELOCATION PAYMENTS	1,092.00 *
1370	APODACA, JESUS M.	RELOCATION PAYMENTS	1,092.00 *
1371	PRECIADO, BLANCA	RELOCATION PAYMENTS	1,092.00 *
1372	PRECIADO JR., SERGIO	RELOCATION PAYMENTS	1,092.00 *
1373	PUBLIC COUNSEL	LEGAL FEES	795,000.00 *
1374	RICE, MICHAEL A-THRONE CO., INC.	OTHER RENTALS	107.40 *
W1522	U.S. BANK	OTHER LOAN/BOND FEES	3,725.00 *
W1523	UNION BANK COMMERCIAL LOAN PYMT (LKBX)	FA-UBOC DEBT SVC	2,245,834.00
			2,245,834.00 *

PAGE TOTAL FOR "*" LINES = 3,050,258.96

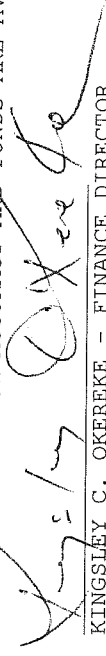
REDEVEL. SUCCESSOR AGENCY
CHECK REGISTER
01/26/16

WARRANT	VENDOR	DESCRIPTION	AMOUNT
W1524	U.S. BANK	FA-2014 TARB DEBT	1,587,725.00
		INTEREST COSTS	745,450.00
			2,333,175.00 *

PAGE TOTAL FOR "*" LINES = 2,333,175.00

FINAL TOTAL 5,383,433.96 *

DEMANDS #1360 - 1374 AND WIRES W1522 - W1524 AS PRESENTED IN THE WARRANT REGISTER SUBMITTED TO THE GARDEN GROVE CITY COUNCIL JANUARY 26, 2016, HAVE BEEN AUDITED FOR ACCURACY AND FUNDS ARE AVAILABLE FOR PAYMENT THEREOF


 KINGSLEY C. OKEREKE - FINANCE DIRECTOR