

HUNTINGTON BEACH OVERSIGHT BOARD

*of the Successor Agency of the former
City of Huntington Redevelopment Agency*

Special Meeting Agenda

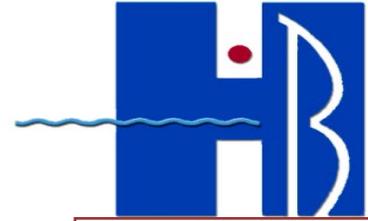
September 22, 2014

4:00 P.M.

City Hall, 2000 Main Street, Civic Center Lower Level,
Room B-8, Huntington Beach, CA 92648

Teleconferencing Location:

2 Park Plaza, Suite 100, Irvine, CA 92614



Huntington Beach
Oversight Board

WEB ACCESS:

Meeting audio archives can be accessed
at <http://huntingtonbeach.granicus.com>

REMINDER

As a courtesy to those in attendance, please
silence your cell phones and pagers

MEETING ASSISTANCE NOTICE - AMERICANS WITH DISABILITIES ACT

In accordance with the Americans with Disabilities Act the following services are available to members of our community who require special assistance to participate in Oversight Committee meetings. If you require special assistance, 48-hour prior notification will enable the city to make reasonable arrangements. To make arrangements for an assisted listening device (ALD) for the hearing impaired, American Sign Language interpreters, a reader during the meeting and/or large print agendas, please contact the Oversight Board Secretary's Office at (714) 536-5227.

OVERSIGHT COMMITTEE AGENDA

The Oversight Committee agenda and supporting documentation is made available for public review during normal business hours in the Office of the Oversight Board Secretary, 2000 Main Street immediately following distribution of the agenda packet to a majority of the Board Members. Questions on agenda items may be directed to the Oversight Board Secretary's Office at (714) 536-5227. The agenda packet is posted on the city's website at <http://www.huntingtonbeachca.gov/Government/agendas/>.

AUDIO ACCESS TO OVERSIGHT COMMITTEE MEETINGS

Oversight Committee meeting audio recordings are archived at <http://www.huntingtonbeachca.gov/Government/agendas/>.

SUPPLEMENTAL COMMUNICATION

Staff and members of the public have the opportunity to submit information related to an agenda item following distribution of the agenda packet to the Board Members. This information is identified as "Supplemental Communication" and is assembled into a packet by the Oversight Board Secretary on the day of the meeting. The Brown (Open Meetings) Act requires that copies of Supplemental Communication be made available to the public immediately upon distribution of material to a majority of the Board Members. Communication received by any individual at the meeting will be made available to the public in the Oversight Board Secretary's Office the following morning.

PUBLIC COMMENTS

This is the time of the meeting for the Board Members to receive comments from the public regarding items of interest or agenda items. Pursuant to the Brown (Open Meeting) Act, the Board Members may not enter into discussion regarding items not on the Oversight Committee agenda. The Board Members strive to treat members of the public with respect. Comments or concerns provided by the public shall be done in a civil and respectful manner.

To participate in Public Comments, **yellow Request to Speak** forms are available at the entrance table and are collected by the Oversight Board Secretary. Each speaker is allowed 3 minutes, and time may not be donated to another speaker.

This agenda contains a brief general description of each item the Oversight Board will consider. The City Clerk has on file copies of written documentation relating to each item of business on this Agenda available for public inspection. Contact the City Clerk's Office at (714) 536-5227 or view the Agenda and related materials on the City's website at <http://www.huntingtonbeachca.gov>. Materials related to an item on this Agenda submitted to the Oversight Board after distribution of the Agenda Packet are available for public inspection in the City Clerk's Office at 2000 Main Street, Huntington Beach, California during normal business hours. Such documents may also be available on the City's website subject to staff's ability to post documents before the meeting.

Special Accommodations

In compliance with the Americans with Disabilities Act, if you need special assistance to participate in this meeting, please contact the City Clerk's Office at (714) 536-5227. Notification 48 hours prior to the meeting will enable City staff to make reasonable arrangements to ensure accessibility.
(28 CFR 35.102.35.104 ADA Title II)

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September 22, 2014

4:00 P.M.

City Hall, 2000 Main Street, Civic Center Lower Level, Room B-8,
Huntington Beach, CA 92648

**Teleconferencing Location:
2 Park Plaza, Suite 100, Irvine, CA 92614**

**4:00 PM – ROOM B-8
CIVIC CENTER, 2000 MAIN STREET
HUNTINGTON BEACH, CA 92648**

**TELECONFERENCING LOCATION: (BOARD MEMBER LUCY DUNN)
2 PARK PLAZA, SUITE 100
IRVINE, CA 92614**

BOARD MEMBERS: City of Huntington Beach appointee **Mayor Matthew M. Harper**; County Board of Supervisors appointees **Lucy Dunn** and **Steve Bone**; Community Colleges Districts appointee **W. Andrew “Andy” Dunn**; Orange County Office of Education appointee **Carrie Delgado**; Former Huntington Beach Redevelopment Agency employee representative **Kellee Fritzal**; Special District – Orange County Sanitation District appointee **Joe Carchio**

CALL TO ORDER

ROLL CALL: Chair Harper, Vice Chair Carchio, Bone, Delgado, A. Dunn, L. Dunn, Fritzal

PLEDGE OF ALLEGIANCE: To be led by Mayor Harper

SUPPLEMENTAL COMMUNICATIONS: Announced by Board Secretary.

PUBLIC COMMENTS: *This is the portion of the meeting for any member of the public to address the Oversight Board on any matter that is within the subject matter jurisdiction of the board. The Brown Act, with limited exception, does not allow the board or staff to discuss unagendized issues brought forth under Public Comments. Comments should be limited to 3 minutes per person.*

BUSINESS:

- 1. Adopt Oversight Board Resolution Nos. 2014-04 and 2014-05 approving the Recognized Obligation Payment Schedule (ROPS) and Administrative Budget for the Huntington Beach Successor Agency for the period of January 1, 2015, through June 30, 2015, in accordance with Health and Safety Code Section 34177 and related actions**

Recommended Board Action:

A) Adopt Resolution No. 2014-04, "A Resolution of the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Huntington Beach Approving the Recognized Obligation Payment Schedule for the Period January 1, 2015 Through June 30, 2015 ("ROPS 14-15B");" and,

B) Adopt Resolution No. 2014-05, "A Resolution of the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Huntington Beach Approving the Successor Agency Administrative Budget for the Period January 1, 2015 Through June 30, 2015."

2. Approve and adopt the minutes of the Oversight Board Special Meeting of June 17, 2014

Recommended Board Action:

Approve and adopt the minutes of the Oversight Board Special Meeting of June 17, 2014, as written and on file in the office of the Secretary of the Board.

MEMBER REPORTS/ANNOUNCEMENTS

ADJOURNMENT: The Regular Meeting scheduled for Monday, October 13, 2014, 4:30 PM is **CANCELLED**.

The next Regular Meeting is scheduled for Monday, April 13, 2015, 4:30 PM at City Hall, 2000 Main Street, Civic Center Lower Level, Room B-8.

AGENDA REPORT

Oversight Board of the Huntington Beach Successor Agency to the Redevelopment Agency

MEETING DATE: September 22, 2014

SUBJECT/ACTION: Adopt Oversight Board Resolution Nos. 2014-04 and 2014-05 approving the Recognized Obligation Payment Schedule (ROPS) and Administrative Budget for the Huntington Beach Successor Agency for the period of January 1, 2015, through June 30, 2015, in accordance with Health and Safety Code Section 34177 and related actions

STATEMENT OF ISSUE:

The Oversight Board is requested to approve the Recognized Obligation Payment Schedule (ROPS) and Administrative Budget for the period of January 1, 2015, through June 30, 2015. An approved ROPS must be submitted to the Department of Finance (DOF) by October 3, 2014.

RECOMMENDED ACTION: Motion to:

- A) Adopt Resolution No. 2014-04, "A Resolution of the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Huntington Beach Approving the Recognized Obligation Payment Schedule for the Period January 1, 2015 Through June 30, 2015 ("ROPS 14-15B");" and,
- B) Adopt Resolution No. 2014-05, "A Resolution of the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Huntington Beach Approving the Successor Agency Administrative Budget for the Period January 1, 2015 Through June 30, 2015."

BACKGROUND:

As a result of the California Supreme Court's ruling on the Dissolution Act, all redevelopment agencies in California were dissolved effective February 1, 2012. The Dissolution Act and AB 1484 describe the procedures to wind down the affairs of the former redevelopment agencies. These provisions include the continued payment of recognized enforceable obligations as defined in the law. The Recognized Obligation Payment Schedule for January 1, 2015, through June 30, 2015, requests payment for enforceable obligations associated with the former Redevelopment Agency's Tax Allocation bonds, development agreements, legal services, and administrative and other miscellaneous costs. This is the first ROPS that includes a potential re-payment to the Housing Authority for the SERAF loans. Once the SERAF loans are repaid, future ROPS may include the repayment of the General Fund loans entered into prior to the dissolution of the Redevelopment Agency between the City and

Redevelopment Agency. The State Department of Finance (DOF) has the authority to review the ROPS and return it to the Successor Agency for reconsideration and modification. Therefore, the ROPS shall not be effective until approved by the State DOF.

This period ROPS is the second year of the new form created by the State, that provided for the obligations to be filled in by the state and sent to cities. The obligations that have been deemed ineligible by the State, have been shaded and "locked" by the State to allow for no City input.

The Successor Agency approved the ROPS on September 15, 2014.

The Administrative Budget for the January 1, 2015, through June 30, 2015, period reflects a total of \$250,000, which represents three percent (3%) of the projected property tax receipts during this

ATTACHMENT(S):

1. Resolution No. 2014-04, "A Resolution of the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Huntington Beach Approving the Recognized Obligation Payment Schedule for the Period January 1, 2015 Through June 30, 2015 ("ROPS 14-15B")."
2. Resolution No. 2014-05, "A Resolution of the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Huntington Beach Approving the Successor Agency Administrative Budget for the Period January 1, 2015 Through June 30, 2015."

RESOLUTION NO. 2014- 04

A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF HUNTINGTON BEACH APPROVING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR THE PERIOD JANUARY 1, 2015 THROUGH JUNE 30, 2015 (“ROPS 14-15B”)

WHEREAS, pursuant to AB x1 26 (as amended by AB 1484, the “Dissolution Act”), the separate legal entity known as Successor Agency to the Redevelopment Agency of the City of Huntington Beach (“Successor Agency”) must prepare “Recognized Obligation Payment Schedules” (“ROPS”) that enumerate the enforceable obligations and expenses of the Successor Agency for each successive six-month fiscal period until the wind down and disposition of assets of the former Redevelopment Agency of the City of Huntington Beach; and

The Successor Agency staff has prepared a ROPS for the six-month fiscal period commencing on January 1, 2015 and continuing through June 30, 2015 (“ROPS 14-15B”) which is attached hereto as Exhibit A; and

Under the Dissolution Act, ROPS 14-15B must be approved by the Successor Agency’s oversight board (“Oversight Board”); and

After reviewing ROPS 14-15B presented to and recommended for approval to the Oversight Board by Successor Agency staff, and after reviewing any written and oral comments from the public relating thereto, the Oversight Board desires to approve the ROPS 14-15B; and

All of the prerequisites with respect to the approval of this Resolution have been met.

NOW, THEREFORE, the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Huntington Beach does hereby resolve as follows:

1. The Oversight Board hereby finds and determines that the foregoing recitals are true and correct.
2. The Oversight Board hereby approves ROPS 14-15B in the form presented to the Oversight Board and attached hereto as Exhibit A, and hereby determines that such agreements and obligations constitute “enforceable obligations” and “recognized obligations” for all purposes under the Dissolution Act.
3. The Oversight Board authorizes and directs the Successor Agency staff to: (i) take all actions necessary under the Dissolution Act to post 14-15B on the Successor Agency website; (ii) transmit ROPS 14-15B to the Auditor-Controller and the County Administrator of the County of Orange and to the State Controller and the State Department of Finance (“DOF”); and (iii) to do any and all things and to execute and deliver any and all documents which may be necessary or advisable in order to effectuate the purposes of this Resolution. In addition, the Oversight Board authorizes and directs the Successor Agency staff to make such non-substantive

revisions to ROPS 14-15B as may be necessary to submit ROPS 14-15B in any modified form required by DOF, and ROPS 14-15B as so modified shall thereupon constitute ROPS 14-15B as approved by the Oversight Board pursuant to this Resolution.

4. The Oversight Board does not intend, by adoption of this Resolution, to waive any constitutional, legal and/or equitable rights of the Oversight Board, the Successor Agency or the City of Huntington Beach under law and/or in equity by virtue of the adoption of this Resolution and actions approved and taken pursuant to this Resolution and, therefore, reserves all such rights of the Oversight Board, the Successor Agency and the City of Huntington Beach under law and/or in equity.

PASSED AND ADOPTED by the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Huntington Beach at a special meeting thereof held on the _____ day of _____.

Chairman

REVIEWED AND APPROVED:

Executive Director

APPROVED AS TO FORM:



Agency Counsel

EXHIBIT A

RECOGNIZED OBLIGATION PAYMENT SCHEDULE
FOR THE PERIOD JANUARY 1, 2015 THROUGH JUNE 30, 2015
("ROPS 14-15B")

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Recognized Obligation Payment Schedule (ROPS 14-15B) - Summary

Filed for the January 1, 2015 through June 30, 2015 Period

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

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):		
A	Enforceable Obligations Funded with Non-Redevelopment Property Tax Trust Fund (RPTTF) Funding Sources (B+C+D):	\$ 1,643,241
B	Bond Proceeds Funding (ROPS Detail)	-
C	Reserve Balance Funding (ROPS Detail)	-
D	Other Funding (ROPS Detail)	1,643,241
E	Enforceable Obligations Funded with RPTTF Funding (F+G):	\$ 7,858,358
F	Non-Administrative Costs (ROPS Detail)	7,608,358
G	Administrative Costs (ROPS Detail)	250,000
H	Current Period Enforceable Obligations (A+E):	\$ 9,501,599
Successor Agency Self-Reported Prior Period Adjustment to Current Period RPTTF Requested Funding		
I	Enforceable Obligations funded with RPTTF (E):	7,858,358
J	Less Prior Period Adjustment (Report of Prior Period Adjustments Column S)	(98,652)
K	Adjusted Current Period RPTTF Requested Funding (I-J)	\$ 7,759,706
County Auditor Controller Reported Prior Period Adjustment to Current Period RPTTF Requested Funding		
L	Enforceable Obligations funded with RPTTF (E):	7,858,358
M	Less Prior Period Adjustment (Report of Prior Period Adjustments Column AA)	-
N	Adjusted Current Period RPTTF Requested Funding (L-M)	7,858,358

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 14-15B) - ROPS Detail
January 1, 2015 through June 30, 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	
								\$ 85,394,463		\$ -	\$ -	\$ 1,643,241	\$ 7,608,358	\$ 250,000	\$ 9,501,599
1	Land Sale Emerald Cove	City/County Loans	5/18/2009	10/1/2030	COHB Park A & D Fund	Legally Binding Operative Agreement	Merged		N						-
2	Hyatt Regency Huntington Beach Project	OPA/DDA/Construction	9/14/1998	9/30/2023	PCH Beach Resorts LLC	Disposition and Development Agreement approved on September 14, 1998 for the Waterfront Development	Merged	4,914,489	N			975,806	337,596		1,313,402
3	2002 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	6/19/2002	8/1/2024	Bank of New York Trust Co.	Tax Allocation Bonds Debt Service Payments	Merged	13,050,138	N				1,627,138		1,627,138
4	1999 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	1/12/1999	8/1/2024	Bank of New York Trust Co.	Tax Allocation Bonds Debt Service Payments	Merged	5,982,295	N				749,824		749,824
5	2002 Tax Allocation Refunding Bonds	Fees	11/17/2010	11/17/2016	Arbitrage Compliance Specialist	Tax Allocation Bonds arbitrage rebate calculation - Federal IRS Compliance	Merged	500	N				500		500
6	1999 Tax Allocation Refunding Bonds	Fees	11/17/2010	11/17/2016	Arbitrage Compliance Specialist	Tax Allocation Bonds arbitrage rebate calculation - Federal IRS Compliance	Merged	500	N				500		500
7	2002 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	6/19/2002	8/1/2016	Internal Revenue Service	IRS Arbitrage Rebate Payment	Merged	-	Y				-		-
8	2002 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	6/19/2002	8/1/2024	Bank of New York Mellon	Tax Allocation Bonds - Payment to Fiscal Agent	Merged	1,600	N				1,600		1,600
9	1999 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	1/12/1999	8/1/2024	Bank of New York Mellon	Tax Allocation Bonds - Payment to Fiscal Agent	Merged	1,600	N				1,600		1,600
10	2002 Tax Allocation Refunding Bonds	Fees	1/3/2001	8/1/2016	Harrell & Company Advisors, LLC	Preparation and filing of Continuing Disclosure Annual Reports and Material Event Notices	Merged	700	N			700			700
11	1999 Tax Allocation Refunding Bonds	Fees	1/3/2001	8/1/2016	Harrell & Company Advisors, LLC	Preparation and filing of Continuing Disclosure Annual Reports and Material Event Notices	Merged	2,025	N			2,025			2,025
12	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	Bonds Issued On or Before 12/31/10	5/13/2010	9/1/2021	US Bank	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds Debt Service Payments	Merged		N						-
13	HUD Section 108 Infrastructure Loan for Hyatt/Hilton Properties	Bonds Issued On or Before 12/31/10	7/21/2010	8/1/2019	Bank of New York Mellon	Legally binding and enforceable loan agreement with the U.S. Department of Housing and Urban Development for capital improvements	Merged	2,518,786	N				466,072		466,072
14	Strand Hotel and Mixed-Use Project, Parking & Infrastructure	OPA/DDA/Construction	6/1/1999	9/30/2033	CIM Group, LLC and Kane Ballmer and Berkman	Property Tax Sharing Agreement under the Disposition and Development Agreement (DDA) for development of hotel, retail, restaurant, and public parking structure. The Implementation of the DDA and the Sixth Implementation Agreement were entered into from June 1999 to November 2008.	Merged	6,748,571	N				702,904		702,904
15	Strand Project Additional Parking	OPA/DDA/Construction	1/20/2009	9/30/2033	CIM Group, LLC	Property Tax Sharing Agreement under the Disposition and Development Agreement (DDA) and Sixth Implementation Agreement for the Strand projects parking structure authorized on January 20, 2009.	Merged	414,402	N				49,576		49,576
16	Pacific City	OPA/DDA/Construction	10/16/2006	10/16/2026	Makar Properties & Kane Ballmer and Berkman	Owner Participation Agreement approved on October 16, 2006 for future development of a 31-acre site located at Pacific Coast Highway and First Street and financed by property tax allocations.	Merged	5,520,000	N				20,000		20,000

Recognized Obligation Payment Schedule (ROPS 14-15B) - ROPS Detail
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 (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	
17	Pacific City - Very Low Income Units	OPA/DDA/Construction	10/16/2006	11/26/2024	Makar Properties	15% affordable housing requirement pursuant to Attachment 5 of the Owner Participation Agreement approved on October 16, 2006. Of the 15% required housing obligation, 5% very-low income housing is to be developed by the Housing Authority. The Developer is required to provide the remaining 10% on site.	Merged		N						
19	Repayment of SERAF Debt Obligation 2009	SERAF/ERAF	5/10/2010	11/26/2024	Housing Authority	Legally enforceable obligation for SERAF Loan repayment	Merged		N						
20	Repayment of SERAF Debt Obligation 2010	SERAF/ERAF	5/10/2011	11/26/2024	Housing Authority	Legally enforceable obligation for SERAF Loan repayment	Merged	720,693	N						
21	Abdelmudi Owner Participation Agreement/Rent Differential Agreement	OPA/DDA/Construction	5/28/1991	12/31/2017	Abdelmudi Development Company	Owner Participation Agreement/Rent Differential Agreement approved on May 28, 1991 for the development of the three story building at the Oceanview Promenade. The Third Implementation Amendment took effect on November 21, 1994.	Merged	10,000	N			10,000			10,000
23	Unfunded CalPERS Pension Liabilities	Unfunded Liabilities	6/30/2011	11/26/2026	CalPERS	Unfunded CalPERS pension obligation as per CalPERS actuarial valuation as of June 30, 2012	Merged	2,969,608	N				116,063		116,063
24	Unfunded Supplemental Retirement Liabilities	Unfunded Liabilities	9/30/2011	11/26/2026	US Bank	Unfunded actuarial accrued liability as of September 30, 2013 as per actuarial valuation by Bartel Associates, LLC.	Merged	564,127	N				66,550		66,550
26	Unfunded OPEB Liabilities	Unfunded Liabilities	6/30/2011	11/26/2024	CalPERS/CERBT	Unfunded actuarial accrued liability as of June 30, 2013 as per Bartel Associates, LLC.	Merged	247,354	N				31,817		31,817
27	Obligation for unused employee General Leave earned and vested	Unfunded Liabilities	9/30/2011	11/26/2024	City employees directly involved in Housing and Redevelopment projects and administration	Obligation for unused employee General Leave earned and vested as per MOUs and AB 1X26	Merged	49,662	N				13,541		13,541
28	Successor Agency Compliance per H & S Code 33433	Professional Services	5/7/2007	4/30/2015	Tierra West	Financial and Real estate consultant	Merged		Y						
29	Bella Terra Parking Infrastructure Property Tax Sharing Agreement	OPA/DDA/Construction	10/2/2000	9/30/2025	Bella Terra Associates LLC	Property Tax Sharing Agreement required under the terms of the Owner Participation Agreement (dated 10/2/2000) and Second Implementation Agreement (dated 9/17/2007) for the development of the Huntington Center (Bella Terra). Includes legal requirements to enforce obligation.	Merged	12,685,312	N				1,578,008		1,578,008
30	Bella Terra Phase II Property Tax Sharing Agreement	OPA/DDA/Construction	10/4/2010	7/1/2036	Bella Terra Villas, LLC	Agreement approved on October 4, 2010 for construction of a 467 mixed-use unit project. Construction is complete and financed by property tax allocations. Includes legal requirements to implement obligation.	Merged	24,651,414	N				600,000		600,000
32	Operative Agreement for the Huntington Beach Redevelopment Project	City/County Loans On or Before 6/27/11	6/17/2002	10/1/2030	City of Huntington Beach	Loan repayment for advance made on capital projects in FY 2004/05	Southeast Coastal		N						

Recognized Obligation Payment Schedule (ROPS 14-15B) - ROPS Detail
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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	
39	Legal expenses for Successor Agency compliance with AB 1x 26 and AB 1484 pursuant to Health and Safety Code Section 34171(d)(1)(F)	Legal	7/8/2012	7/8/2015	Kane Ballmer & Berkman	Legal expenses to ensure Successor Agency compliance with AB 1x 26 and AB 1484	Merged & Southeast Coastal	75,000	N			75,000			75,000
40	Economic Analysis services related to Successor Agency compliance with AB 1x 26 and AB 1484 pursuant to Health and Safety Code Section 34171(d)(1)(F)	Professional Services	6/15/2010	6/15/2015	Keyser Marston	Economic Analysis consulting services to ensure Successor Agency compliance with AB 1x 26 and AB 1484	Merged & Southeast Coastal	100,000	N			100,000			100,000
41	Huntington Center Redevelopment Plan development	City/County Loans On or Before 6/27/11	6/9/2005	10/1/2030	Successor Agency	Land and Right-of-way acquisition costs connected with the Gothard-Hoover Extension project and development of a public storage facility	Merged		N						-
42	Main-Pier Redevelopment Project Phase II	City/County Loans On or Before 6/27/11	6/10/2005	10/1/2030	Successor Agency	Costs incurred to acquire land within the Main-Pier project area for Phase II development projects	Merged		N						-
43	Development of Downtown Main-Pier project area	City/County Loans On or Before 6/27/11	6/4/1990	10/1/2030	Successor Agency	Costs incurred to acquire land within the Main-Pier project area to implement the construction of parking facilities within the Downtown Main-Pier area	Merged		N						-
44	Third Block West commercial/residential project	City/County Loans On or Before 6/27/11	6/18/2005	10/1/2030	Successor Agency	Relocation, property acquisition, and other project costs associated with the Third Block West Condominium/Retail/Office project in the Main-Pier Redevelopment project area	Merged		N						-
45	Second Block Alley and Street Improvement Project	Bonds Issued On or Before 12/31/10	6/10/2005	10/1/2030	Successor Agency	Property acquisition cost associated with the Second Block alley and street improvement project	Merged		N						-
46	Strand Project	City/County Loans On or Before 6/27/11	6/18/2005	10/1/2030	Successor Agency	Relocation costs paid to Wind and Sea Surf Shop	Merged		N						-
47	Pierside Hotel/Retail/Parking Structure Project	City/County Loans On or Before 6/27/11	5/15/1992	10/1/2030	Successor Agency	Relocation costs paid to Terry's Coffee Shop and First Interstate Bank	Merged		N						-
48	Waterfront Commercial Master Site Plan	City/County Loans On or Before 6/27/11	3/1/1989	10/1/2030	Successor Agency	Costs related to the relocation, buyout, and demolition of Driftwood and Pacific Mobile Home Parks related to the Waterfront Commercial Master Site Plan	Merged		N						-
49	Strand Project	City/County Loans On or Before 6/27/11	10/19/1992	10/1/2030	Successor Agency	Property acquisition costs associated with the Strand Project	Merged		N						-
50	Enforcement of Successor Agency dissolution compliance and monitoring per AB 1X26 and AB1484	Admin Costs	2/1/2012	11/26/2024	Successor Agency, Kane Ballmer, Keyser Marston, and Macias Gini & O'Connell LLP et al	Successor Agency administrative obligations relating to maintaining payments on enforceable obligations and other activities as required by AB 1X26	Merged & Southeast Coastal	714,710	N			464,710		250,000	714,710
51	Successor Agency Property Maintenance Fencing	Property Dispositions	11/1/2010	11/26/2024	S & S Fencing, A1 Fence Co., American Fence Company	Fencing to secure Successor Agency Property	Merged	3,500	N				3,500		3,500
52	Successor Agency Property Maintenance - weed control	Property Maintenance	11/1/2010	11/26/2024	TruGreen	As needed weed abatement for Agency property	Merged	4,000	N				4,000		4,000
53	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds	Bonds Issued On or Before 12/31/10	5/30/2010	9/1/2021	US Bank	Emerald Cove 2010 Series A Lease Revenue Refunding Bonds Debt Service Payments	Merged		N						-
54	Pacific City - Very Low Income Units	OPA/DDA/Construction	10/16/2006	11/26/2024	Housing Authority	Statutory housing obligation for Pacific City Project	Merged		N						-

Recognized Obligation Payment Schedule (ROPS 14-15B) - ROPS Detail
January 1, 2015 through June 30, 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	
55	Litigation expenses for City of Huntington Beach v. Matosantos pursuant to Health and Safety Code Section 34171(d)(1)(F)	Litigation	2/5/2013	2/5/2015	Kane Ballmer & Berkman	Payment of litigation costs for property tax payments eligible under Health and Safety Code Section 34171(d)(1)(F) as amended by AB 1484	Merged		N						-
56	RDA Dissolution Audit	Dissolution Audits	10/8/2012	10/8/2015	Vavrinek, Trine & Day Co LLP	Statutorily required review/audit to wind down the RDA, such as due diligence reviews	Merged & Southeast Coastal		N						-
57	Bella Terra I Project Management	Project Management Costs	2/1/2012	11/26/2024	City of Huntington Beach	Project management direct cost for overseeing Bella Terra I	Merged		N						-
58	Bella Terra II Project Management	Project Management Costs	2/1/2012	11/26/2024	City of Huntington Beach	Project management direct cost for overseeing Bella Terra 2	Merged		N						-
59	CIM Project Management	Project Management Costs	2/1/2012	11/26/2024	City of Huntington Beach	Project management direct cost for overseeing CIM	Merged		N						-
60	Bella Terra I Financial Analysis	Project Management Costs	6/15/2010	11/26/2024	Keyser Marston	Project management direct cost for Financial analysis - Bella Terra I	Merged		N						-
61	Bella Terra II Financial Analysis	Project Management Costs	6/15/2010	11/26/2024	Keyser Marston	Project management direct cost for Financial analysis - Bella Terra II	Merged		N						-
62	CIM Financial Analysis	Project Management Costs	6/15/2010	11/26/2024	Keyser Marston	Project management direct cost for financial analysis - CIM	Merged		N						-
63	2002 Tax Allocation Refunding Bonds	Bonds Issued On or Before 12/31/10	6/19/2002	8/1/2024	Bank of New York Trust Co.	Amount needed to fund shortfall in bond reserve account	Merged		N						-
64	Successor Agency Financial Statement Audit	Dissolution Audits	11/4/2013	11/4/2016	Vavrinek, Trine & Day Co LLP	Statutorily required annual financial statement audit of Successor Agency.	Merged	10,000	N				10,000		10,000
65	Edinger Hotel Project	Project Management Costs	1/26/2014	1/26/2017	AON	Environmental Liability Policy for Edinger Parcel Policy #PLS 15012298			N						-
66	Housing Authority Administrative Cost Allowance	Admin Costs	2/18/2014	11/26/2024	Housing Authority	Housing Entity Administrative Cost Allowance per AP 471			N						-
67	Big O Lease Termination Payment	Property Dispositions	12/1/2009	6/30/2014	TBC Corporation	Return of Security Deposit Payment upon lease termination	Merged	15,000	N			15,000			15,000
68	Repayment of SERAF Debt Obligation 2009	SERAF/ERAF	5/10/2010	11/26/2024	Housing Authority	Legally enforceable obligation for SERAF Loan repayment	Merged	3,418,477	N				1,227,569		1,227,569
69									N						-
70									N						-
71									N						-
72									N						-
73									N						-
74									N						-
75									N						-
76									N						-
77									N						-
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85									N						-
86									N						-
87									N						-
88									N						-
89									N						-
90									N						-
91									N						-
92									N						-
93									N						-

Recognized Obligation Payment Schedule (ROPS 14-15B) - 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 13-14B Actuals (01/01/14 - 06/30/14)									
1	Beginning Available Cash Balance (Actual 01/01/14)			4,865,050	632,542	1,269,362	-	Beginning available cash balance for Column E consists of RPTTF balances authorized to be retained from the ROPS III period. Beginning available cash balance for Column F is authorized to be used in the ROPS 14-15A period.	
2	Revenue/Income (Actual 06/30/14) RPTTF amounts should tie to the ROPS 13-14B distribution from the County Auditor-Controller during January 2014					677,339	5,655,611		
3	Expenditures for ROPS 13-14B Enforceable Obligations (Actual 06/30/14) RPTTF amounts, H3 plus H4 should equal total reported actual expenditures in the Report of PPA, Columns L and Q					452,840	5,633,380		
4	Retention of Available Cash Balance (Actual 06/30/14) RPTTF amount retained should only include the amounts distributed for debt service reserve(s) approved in ROPS 13-14B								
5	ROPS 13-14B RPTTF Prior Period Adjustment RPTTF amount should tie to the self-reported ROPS 13-14B PPA in the Report of PPA, Column S	No entry required						98,652	
6	Ending Actual Available Cash Balance C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 - 5)	-	-	4,865,050	632,542	1,493,861	(76,421)		
ROPS 14-15A Estimate (07/01/14 - 12/31/14)									
7	Beginning Available Cash Balance (Actual 07/01/14) (C, D, E, G = 4 + 6, F = H4 + F4 + F6, and H = 5 + 6)	-	-	4,865,050	632,542	1,493,861	22,231		
8	Revenue/Income (Estimate 12/31/14) RPTTF amounts should tie to the ROPS 14-15A distribution from the County Auditor-Controller during June 2014					464,710			
9	Expenditures for ROPS 14-15A Enforceable Obligations (Estimate 12/31/14)			413,259	632,542	780,040			
10	Retention of Available Cash Balance (Estimate 12/31/14) RPTTF amount retained should only include the amount distributed for debt service reserve(s) approved in ROPS 14-15A								
11	Ending Estimated Available Cash Balance (7 + 8 - 9 -10)	-	-	4,451,791	-	1,178,531	22,231		

RESOLUTION NO. 2014- 05

A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF HUNTINGTON BEACH APPROVING THE SUCCESSOR AGENCY ADMINISTRATIVE BUDGET FOR THE PERIOD JANUARY 1, 2015 THROUGH JUNE 30, 2015

WHEREAS, California Health and Safety Code section 34177(j) requires that the Successor Agency to the Redevelopment Agency of the City of Huntington Beach (“Successor Agency”) prepare an administrative budget for each six month fiscal period; and

A draft administrative budget for the fiscal period of January 1, 2015 through June 30, 2015 (“Administrative Budget”) is attached hereto as Exhibit A; and

California Health and Safety Code section 34177(k) requires the Successor Agency to provide to the County Auditor-Controller administrative cost estimates for expenses from the administrative budget that are to be paid from property tax revenues deposited in the Redevelopment Property Tax Trust Fund for each six month fiscal period; and

All of the prerequisites with respect to the approval of this Resolution have been met.

NOW, THEREFORE, the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Huntington Beach does hereby resolve as follows:

1. The Oversight Board hereby finds and determines that the foregoing recitals are true and correct.
2. The Administrative Budget attached hereto as Exhibit A is hereby approved.
3. The Successor Agency staff is directed to: (i) provide the required cost estimates for expenses to the County Auditor-Controller; and (ii) to do any and all things and to execute and deliver any and all documents which may be necessary or advisable in order to effectuate the purposes of this Resolution.
4. The Oversight Board does not intend, by adoption of this Resolution, to waive any constitutional, legal and/or equitable rights of the Oversight Board, the Successor Agency or the City of Huntington Beach under law and/or in equity by virtue of the adoption of this Resolution and actions approved and taken pursuant to this Resolution and, therefore, reserves all such rights of the Oversight Board, the Successor Agency and the City of Huntington Beach under law and/or in equity.

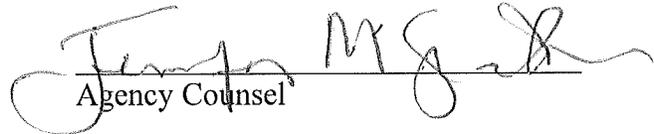
PASSED AND ADOPTED by the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Huntington Beach at a special meeting thereof held on the _____ day of _____.

Chairman

REVIEWED AND APPROVED:

Executive Director

APPROVED AS TO FORM:



Agency Counsel

EXHIBIT A

ADMINISTRATIVE BUDGET FOR THE PERIOD
JANUARY 1, 2015 THROUGH JUNE 30, 2015

[behind this page]

**Successor Agency
Administrative Budget
Department Budget Summary
Other Funds by Object Account**

OTHER FUNDS

Expenditure Object Account	ROPS 14-15B Budget
RORF Administration (350)	
PERSONAL SERVICES	
Salaries/Benefits - Permanent	184,710
PERSONAL SERVICES	184,710
OPERATING EXPENSES	
Legal Services	75,000
Other Professional Services	100,000
Other Operating	355,000
OPERATING EXPENSES	530,000
Total	714,710
Revenue Summary	
ROPS 14-15B Budget	
Administrative Allowance	250,000
Other Funds	464,710
Total	714,710

Significant Changes

Pursuant to AB x126 and AB 1484, the Successor Agency receives RPTTF funding from the County Auditor-Controller to pay Enforceable Obligations. The Successor Agency also receives a 3% or minimum of \$250,000 for administration of the winding down of the former Redevelopment Agency per fiscal year. Administrative costs associated with the "wind down" and dissolution of the Redevelopment Agency that exceed the administrative cost allowance will be funded by Other Funds, pursuant to State rules. Administrative expenses include: personnel costs, legal, and other professional services expenses associated with the dissolution and administration of the Successor Agency.

Special Meeting Minutes
City of Huntington Beach Oversight Board of the Successor Agency
of the Former City of Huntington Beach Redevelopment Agency

Tuesday, June 17, 2014
3:00 PM
Room ~~B-8~~ Relocation to
4th Floor, Conference Room #2
Civic Center, 2000 Main Street
Huntington Beach, California 92648

3:00 PM – ROOM B-8
CIVIC CENTER, 2000 MAIN STREET
HUNTINGTON BEACH, CA 92648

CALL TO ORDER – The Meeting was called to order by Mayor Harper at 3:09 PM

ROLL CALL: Bone, Carchio, Fritzal, Harper, L. Dunn (arrived 3:13), and Delgado,

ABSENT: A. Dunn

SUPPLEMENTAL COMMUNICATIONS: Announced by Board Secretary - None

PUBLIC COMMENTS: *This is the portion of the meeting for any member of the public to address the Oversight Board on any matter that is within the subject matter jurisdiction of the board. The Brown Act, with limited exception, does not allow the board or staff to discuss issues brought forth under Public Comments. Comments should be limited to 3 minutes per person.* - None

BUSINESS:

1. Adopted Oversight Board Resolution No. 2014-03 authorizing the Successor Agency to execute a Second Amendment to Joint Exercise of Powers Agreement relating to the Huntington Beach Public Financing Authority

City Manager Fred Wilson introduced Finance Director Lori Ann Farrell. Ms. Farrell began a presentation, and then with the arrival of Board Member Lucy Dunn, she began her introduction of the item again so that all board members were fully informed.

Ms. Farrell provided a report on the Huntington Beach Public Financing Authority (PFA) and its 26 year history. She discussed the dissolution of the Redevelopment Agency (RDA) and the affect that had on the PFA. She indicated that the City of Huntington Beach and the RDA partnered together to create the PFA. With the dissolution of the RDA, and the creation of the Successor Agency, the partnership was shifted to the City and the Successor Agency. The longest term bonds are for tax allocation, and will mature in 2025. Since the Successor Agency, per Assembly Bill 1484, will wind down within one year of paying off or retiring the debts of its redevelopment agency it will terminate no later than Fiscal Year 2015.

Ms. Farrell indicated that after discussion with the Bond Counsel, it was suggested that another member agency be substituted for the Successor Agency. In order to be proactive, the City Council, Huntington Beach Housing Authority and the Successor Agency took action to adopt resolutions to shift the partnership to the Oversight Board. The recommended action which has been presented to the Oversight Board is to adopt a resolution to authorize the Successor Agency to execute and deliver a second amendment to Joint Exercise of Powers Agreement.

Questions were posed by Joe Carchio as to if other agencies have taken this action, or if any have indicated they will be following suit. Ms. Farrell lightly touched on the City of Anaheim's situation, and indicated that the PAF is unique to Huntington Beach.

Steve Bones asked about the date of expiration of 2025 and if that will be affected by the removal of the Successor agency. Ms. Farrell indicated the action would not affect the date. Mr. Bone asked if the city remains liable for the debt, and Ms. Farrell indicated it did.

Chair Matthew Harper asked about the two bonds and for clarification if they were for one project or two. Ms. Kellee Fritzel indicated it was 2 different projects.

Mr. Bone asked about the amount of the bonds and Ms. Farrell stated the original amount at issuance was \$40 million and that \$3 million is still outstanding.

Ms. Lucy Dunn asked if there had been any discussion with the Department of Finance regarding this move, and Ms. Farrell said that would be the next step. The resolution will be sent to the Department of Finance and they have 60 days to respond with approval or to disagree with the action taken. Ms. Dunn asked what would be the procedure if the Department of Finance sets this action aside, and Ms. Farrell said the City will wait for resolution on the matter and if necessary seek legal advice.

There being no further discussion, a motion was made by Lucy Dunn and seconded by Steve Bone to adopt Resolution 2014-03, "A Resolution of the Oversight Board to the Successor Agency to the Redevelopment Agency of the City of Huntington Beach Authorizing the Successor Agency to Execute and Deliver a Second Amendment to Joint Exercise of Powers Agreement Relating to the Huntington Beach Public Financing Authority;" and, authorize the Executive Director for the Successor Agency on behalf of the Oversight Board to execute any agreements and take any actions necessary in furtherance of the amendment.

The motion passed by the following vote:

AYES:	Harper, Bone, Carchio, L. Dunn, Delgado, and Fritzel
NOES:	None
ABSENT:	A. Dunn

2. Approved and adopted the minutes of the Oversight Board Special Meeting of February 26, 2014

Chair Harper asked if there were any revisions to be made to the minutes. Since there were none, a motion was made by Steve Bone and seconded by Kellee Fritzel to approve and adopt the minutes of the Oversight Board Special Meeting of February 26, 2014, as written and on file in the office of the Secretary of the Board..

The motion passed by the following vote:

AYES:	Harper, Bone, Carchio, L. Dunn, Delgado, and Fritzel
NOES:	None
ABSENT:	A. Dunn

MEMBER REPORTS/ANNOUNCEMENTS:

ADJOURNMENT: The meeting was adjourned by Chair Harper at 3:25 p.m.

The next Regular Meeting is scheduled for Monday, October 13, 2014, 4:30 PM at City Hall, 2000 Main Street, Civic Center Lower Level, Room B-8.

Joan L. Flynn
Secretary of the Huntington Beach
Oversight Board of the Successor
Agency of the Former City of
Huntington Beach, California
Redevelopment Agency

Matthew M. Harper
Chair of the Huntington Beach
Oversight Board of the Successor
Agency of the Former City of
Huntington Beach, California
Redevelopment Agency