

**OVERSIGHT BOARD RESOLUTION NO. 2015-03**

**A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE FORMER COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF SANTA ANA APPROVING THE EIGHTH RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS), ROPS 15-16B, AND ADOPTING AND APPROVING THE SUCCESSOR AGENCY'S ADMINISTRATIVE BUDGET FOR THE PERIOD OF JANUARY 1, 2016 THROUGH JUNE 30, 2016 PURSUANT TO HEALTH AND SAFETY CODE SECTION 34177(m), AND CERTAIN OTHER ACTIONS PURSUANT TO PART 1.85 OF DIVISION 24 OF THE CALIFORNIA HEALTH AND SAFETY CODE ("DISSOLUTION ACT")**

BE IT RESOLVED BY THE MEMBERS OF THE OVERSIGHT BOARD, AS FOLLOWS:

Section 1. The Oversight Board conclusively finds, determines and declares as follows:

A. Pursuant to the Dissolution Act, on January 9, 2012, pursuant to section 34173 of the California Health & Safety Code, the City of Santa Ana ("City") elected to serve as the Successor Agency for the dissolved Community Redevelopment Agency ("Agency") of the City of Santa Ana and selected the Housing Authority of the City of Santa Ana to act as "Successor Housing Agency".

B. The City Council serves as the governing body of the Successor Agency under the Dissolution Act, as amended by AB 1484, to administer the enforceable obligations of the Agency and otherwise unwind the Agency's affairs. The Oversight Board to the Successor Agency has oversight with respect to the dissolution process, including review and approval of the ROPS.

C. This is the ninth ROPS prepared by the Successor Agency and is presented in the format designed by the State Department of Finance ("DOF") and due to the DOF by October 5, 2015. The Successor Agency will meet on October 6, 2015 to receive and file the ROPS 15-16A and Administrative Budget.

D. The ROPS (Exhibit A) and Administrative Budget (Exhibit B) for the January 1, 2016 through June 30, 2016 period are now being presented for Oversight Board approval.

E. Following action by the Oversight Board, the ROPS and Administrative Budget will be forwarded to the DOF, county auditor-controller, and other appropriate entities as required by AB 1484.

Section 2. The Oversight Board approves the Recognized Obligation Payment Schedule, attached hereto as Exhibit A and incorporated herein by this reference, which establishes those obligations which the former Community Redevelopment Agency of the City of Santa Ana has binding commitments that it entered into and includes legal commitments that it is obligated to perform from January 1, 2016 through June 30, 2016, in order to meet the pre-existing commitments of contracts and obligations that were established prior to the effective date of the Dissolution Act.

Section 3. Pursuant to the Dissolution Act, the Oversight Board approves the proposed Administrative Budget, attached hereto as Exhibit B and incorporated herein by this reference. The ROPS and Budget will be forwarded to the DOF, county auditor-controller and other appropriate entities as required by AB 1484.

Section 4. In order to make payments from reserve balances and/or other funds in lieu of Redevelopment Property Tax Trust Funds ("RPTTF") authorized by DOF, the Oversight Board hereby authorizes payments from alternative fund sources for specific ROPS item numbers pursuant to Health & Safety Code section 34177(a)(4).

Section 5. The City Manager, or his/her designee ("City Manager"), is directed to file the Recognized Obligation Payment Schedule and the Administrative Budget in the manner required by law.

Section 6. The City Manager and/or the Director of Finance, or their respective designees, as delegated officials of the City acting as Successor Agency, are authorized to make or accept any augmentation, modification, additions, or revisions to the ROPS and/or Administrative Budget as may be necessary and appropriate in their reasonable discretion, based on review or communications from the Oversight Board, State Department of Finance or County of Orange.

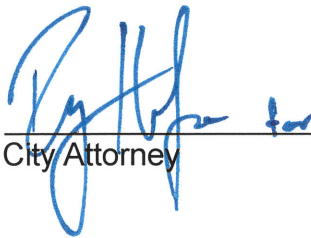
Section 7. The Secretary of the Oversight Board shall certify to the adoption of this Resolution.

*[Signatures on subsequent page]*

ADOPTED this 29<sup>th</sup> day of September, 2015.

  
Chair

APPROVED AS TO FORM:

By:   
City Attorney

AYES:	Members:	<u>Acosta, Hardash, Morley, Sarmiento (4)</u>
NOES:	Members:	<u>None (0)</u>
ABSTAIN:	Members:	<u>None (0)</u>
NOT PRESENT:	Members:	<u>Tinajero (1)</u>

CERTIFICATION OF ATTESTATION AND ORIGINALITY

I, Sarah Bernal, Secretary for the Oversight Board, do hereby attest to and certify the attached Resolution No. 2015-03 to be the original resolution adopted by the Oversight Board on September 29, 2015.

Date: 9-29-15

Karen Alvarado for Sarah Bernal  
Oversight Board Secretary

**EXHIBIT A**

**Recognized Obligation Payment Schedule (ROPS 15-16B) - Summary**

Filed for the January 1, 2016 through June 30, 2016 Period

Name of Successor Agency: Santa Ana  
 Name of County: Orange

<b>Current Period Requested Funding for Outstanding Debt or Obligation</b>		<b>Six-Month Total</b>
<b>Enforceable Obligations Funded with Non-Redevelopment Property Tax Trust Fund (RPTTF)</b>		
<b>A Funding Sources (B+C+D):</b>		<b>\$ 1,383,928</b>
B Bond Proceeds Funding (ROPS Detail)		-
C Reserve Balance Funding (ROPS Detail)		1,062,369
D Other Funding (ROPS Detail)		321,559
<b>E Enforceable Obligations Funded with RPTTF Funding (F+G):</b>		<b>\$ 9,261,608</b>
F Non-Administrative Costs (ROPS Detail)		8,991,852
G Administrative Costs (ROPS Detail)		269,756
<b>H Total Current Period Enforceable Obligations (A+E):</b>		<b>\$ 10,645,536</b>

<b>Successor Agency Self-Reported Prior Period Adjustment to Current Period RPTTF Requested Funding</b>		
I Enforceable Obligations funded with RPTTF (E):		9,261,608
J Less Prior Period Adjustment (Report of Prior Period Adjustments Column S)		<u>(471,765)</u>
<b>K Adjusted Current Period RPTTF Requested Funding (I-J)</b>		<b>\$ 8,789,843</b>

<b>County Auditor Controller Reported Prior Period Adjustment to Current Period RPTTF Requested Funding</b>		
L Enforceable Obligations funded with RPTTF (E):		9,261,608
M Less Prior Period Adjustment (Report of Prior Period Adjustments Column AA)		-
<b>N Adjusted Current Period RPTTF Requested Funding (L-M)</b>		<b>9,261,608</b>

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.


Vincent Sarmiento, Oversight Board Chairperson  
 Name Title  
 /s/  9/29/2015  
 Signature Date

EXHIBIT A

Santa Ana Recognized Obligation Payment Schedule (ROPS 15-16B) - ROPS Detail  
January 1, 2016 through June 30, 2016  
(Report Amounts in Whole Dollars)

A	B	C	D	E	F	G	H	I	J	K					P	
										M						Six-Month Total
										Funding Source						
										Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF			
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	Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin		
								\$ 187,834,261			\$ -	\$ 1,062,369	\$ 321,559	\$ 8,991,852	\$ 269,756	\$ 10,645,536
1	2011 Tax Allocation Bonds Series A	Bonds Issued After	2/1/2011	9/1/2028	Bank of New York Mellon	Debt service on bonds to refund 1998	Merged	103,579,238	N							\$ 2,104,925
2	2011 Tax Allocation Bonds Series A-Indenture of Trust	Fees	2/1/2011	9/1/2028	Keyser Marston Associates / Urban Futures	Continuing disclosure	Merged	150,000	N							\$ 2,000
3	2011 Tax Allocation Bonds Series A-Indenture of Trust	Fees	2/1/2011	9/1/2028	BLX	Arbitrage rebate analysis	Merged	39,051	N							\$ -
4	2011 Tax Allocation Bonds Series A-Indenture of Trust	Fees	2/1/2011	9/1/2028	Bank of NY Mellon	Trustee fees	Merged	35,832	N					2,500		\$ 2,500
5	2003 Tax Allocation Bonds Series A	Bonds Issued On or Before 12/31/10	5/14/2003	9/1/2031	Bank of New York Mellon	Debt service on South Main Redevelopment Activities	Merged	20,691,645	N					318,303		\$ 318,303
6	2003 Tax Allocation Bonds Series A-Indenture of Trust	Fees	5/14/2003	9/1/2031	Keyser Marston Associates / Urban Futures	Continuing disclosure	Merged	75,000	N					1,000		\$ 1,000
7	2003 Tax Allocation Bonds Series A-Indenture of Trust	Fees	5/14/2003	9/1/2031	BLX	Arbitrage rebate analysis	Merged	32,821	N							\$ -
8	2003 Tax Allocation Bonds Series A-Indenture of Trust	Fees	5/14/2003	9/1/2031	Bank of NY Mellon	Trustee fees	Merged	40,841	N					2,500		\$ 2,500
9	2003 Tax Allocation Bonds Series B	Bonds Issued On or Before 12/31/10	5/14/2003	9/1/2031	Bank of New York Mellon	Debt service on bonds to refund 1993 Bonds	Merged	11,828,250	N					262,125		\$ 262,125
10	2003 Tax Allocation Bonds Series B-Indenture of Trust	Fees	5/14/2003	9/1/2031	Keyser Marston Associates / Urban Futures	Continuing disclosure	Merged	43,317	N					1,000		\$ 1,000
11	2003 Tax Allocation Bonds Series B-Indenture of Trust	Fees	5/14/2003	9/1/2031	BLX	Arbitrage rebate analysis	Merged	32,821	N							\$ -
12	2003 Tax Allocation Bonds Series B-Indenture of Trust	Fees	5/14/2003	9/1/2031	Bank of NY Mellon	Trustee fees	Merged	40,841	N					2,500		\$ 2,500
13	Lease Agreement re: 2003 Ref COPs Series A	Miscellaneous	4/1/2003	6/30/2016	Bank of NY Mellon	Parking Facilities Lease to City	Merged	577,200	N					577,200		\$ 577,200
19	Fashion Square (Mainplace Mall) Loan	OPA/DDA/Construction	5/15/1984	6/30/2032	Santa Ana Venture	Improvements to Mainplace Mall	Merged	2,037,725	N							\$ -
20	Housing Loan for ERAF FY 05-06	SERAF/ERAF	5/1/2006	6/30/2016	LMIHF	Loan to pay ERAF in FY 05-06	Merged	1,071,746	N							\$ -
21	Housing Loan for ERAF FY 09-10	SERAF/ERAF	5/10/2010	6/30/2015	LMIHF	Loan to pay SERAF in FY 09-10	Merged	3,679,545	N							\$ -
26	OPA - Imperial Hotel Group	OPA/DDA/Construction	12/4/2000	6/30/2032	Imperial Hotel Group	Development of Doubletree Hotel	Merged	1,982,452	N							\$ -
27	Project Costs for Item #26	Project Management Costs	12/4/2000	6/30/2032	Successor Agency / Consultants	Project Management / Services	Merged		Y							\$ -
28	DDA - Sycamore Parking Concepts	OPA/DDA/Construction	12/16/2002	6/30/2029	Sycamore Parking Concepts	Development of Sycamore Garage (Pkg Structure)	Merged	2,415,000	N					90,000		\$ 90,000
29	Project Costs for Item #28	Project Management Costs	12/16/2002	6/30/2023	Successor Agency / Various	Project Management / Services	Merged	60,665	N							\$ -
30	Erickson Lease Agreement - Honda	Business Incentive Agreements	1/19/2006	6/30/2032	Erickson Prop. Corp.	Leasehold Rights on AutoMall Property	Merged	2,717,650	N					122,409		\$ 122,409
31	Project Costs for Item #30	Project Management Costs	1/19/2006	6/30/2032	Successor Agency / Various	Project Management / Services	Merged	58,700	N					1,000		\$ 1,000
32	Project Costs for Nexus Permit Fees	Project Management Costs	6/27/2006	6/30/2032	Successor Agency / Various	Collection of Permit Fees for Nexus Towers	Merged	40,000	N							\$ -
33	Off Site Improvements (Nexus)	Improvement/Infrastructure	4/4/2005	6/30/2032	Various	Construction of Publicly Owned Improvements - Nexus	Merged	5,000,000	N							\$ -
34	Project Costs for Item #33	Project Management Costs	4/4/2005	6/30/2032	Successor Agency / Various	Project Management / Services	Merged	123,250	N							\$ -
35	SA Venture Partnership & Other MainPlace Agreements	OPA/DDA/Construction	5/15/1984	6/30/2032	Various	Permit Fee Obligation for Improvements	Merged	1,600,000	N							\$ -
36	Project Costs for Item #35	Project Management Costs	5/15/1984	6/30/2032	Successor Agency / Various	Project Management / Services	Merged	100,000	N							\$ -
37	DDA - Discovery Science Center	OPA/DDA/Construction	4/21/1997	6/30/2032	City of Santa Ana	Permit Fee Obligation for Expansion	Merged	199,000	N							\$ -
38	Project Costs for Item #37	Project Management Costs	4/21/1997	6/30/2032	Successor Agency / Various	Project Management / Services	Merged	73,425	N							\$ -
39	Project Costs for BARCO Agreement	Project Management Costs	5/18/1993	6/30/2032	Successor Agency / Various	Parking Agreement with Adjoining Property Owner	Merged	43,561	N					5,000		\$ 5,000
40	Project Costs for Auto Mall Dealers Parking Lot Agreement	Project Management Costs	9/20/1999	6/30/2032	Successor Agency / Various	Auto Mall Dealers Parking Lot Agreement	Merged	16,878	N							\$ -
41	Project Costs for Penske DDA	Project Management Costs	7/19/2004	6/30/2032	Successor Agency / Various	Auto Mall Penske DDA	Merged	88,000	N							\$ -
42	Project Costs for CC&R Obligation	Project Management Costs	6/17/1986	6/30/2032	Successor Agency / Various	Auto Mall CC&R Obligation	Merged	85,000	N							\$ -
43	Downtown Parking Structure Improvements	Improvement/Infrastructure	2/1/2011	6/30/2032	Various	Const of Publicly-Owned Improvements	Merged	4,733,239	N							\$ -
44	Project Costs for Item #43	Project Management Costs	2/1/2011	6/30/2032	Successor Agency / Various	Project & Construction Management / Services	Merged	1,260,500	N							\$ -
45	Public Improvements	Improvement/Infrastructure	5/14/2003	6/30/2032	Various	Remaining Bond Proceeds for South Main	Merged	2,489,535	N							\$ -

EXHIBIT A

Santa Ana Recognized Obligation Payment Schedule (ROPS 15-16B) - ROPS Detail  
 January 1, 2016 through June 30, 2016  
 (Report Amounts in Whole Dollars)

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	
46	Project Costs for Item #45	Project Management Costs	5/14/2003	6/30/2032	Successor Agency / Various	Project Management / Services	Merged	50,000	N						\$ -
47	Non-Housing Asset Maintenance & Disposition	Project Management Costs	2/1/2012	6/30/2032	Successor Agency / Various	Project Management / Services	Merged	319,270	N		40,000				\$ 40,000
48	Agmt for Legal/Litigation Services	Admin Costs	2/1/2010	6/30/2032	Stradling Yocca Carlson & Rauth	Litigation Legal Fees	Merged	450,000	N						\$ -
49	Agmt for Financial Consulting	Professional Services	11/17/2008	6/30/2032	CSG Advisors	Financial Consulting for Bonds, etc.	Merged	25,000	N						\$ -
50	Agmt for Financial Consulting Services	Professional Services	3/15/2004	6/30/2032	Keyser Marston Associates	Financial Planning / Mgmt / Fiscal Consulting	Merged	275,000	N						\$ -
51	Agmt for Real Estate Appraisal Services	Property Dispositions	9/19/2005	6/30/2032	Lidgard & Associates	Perform Real Estate Appraisal Services	Merged	3,200	N		3,200				\$ 3,200
52	Agmt for Commercial & Residential Loan Processing	Property Dispositions	4/18/1994	6/30/2032	AmeriNational Community Services, Inc.	Underwriting and Escrow Services	Merged	44,967	N						\$ -
58	Agmt for Consulting Services	Property Dispositions	9/19/2005	6/30/2032	Paragon Partners LTD	Appraisal, Acquisition, Relocation, Project Management	Merged	77,039	N		14,950				\$ 14,950
59	Litigation Services	Legal	2/1/2012	6/30/2032	Successor Agency / Various	Litigation Legal Fees	Merged	50,534	N						\$ -
61	Agmt for Financial/Project Management	Professional Services	2/1/2012	6/30/2032	RSG	Financial / Project Management Services	Merged	-	Y						\$ -
62	Audited Financial Statements / Due Diligence Reviews	Professional Services	5/14/2003	6/30/2032	MGO / City of Santa Ana	Required Per Bond Documents / AB 1484	Merged	1,720,287	N		30,000				\$ 30,000
63	Employee Pension Liability	Unfunded Liabilities	2/1/2012	6/30/2032	CalPERS / Successor Agency	Public Employee Defined Benefit Pension Plan	Merged	568,230	N						\$ -
64	Other Postemployment Benefits (OPEB)	Unfunded Liabilities	2/1/2012	6/30/2032	Successor Agency / Various	OPEB Liability for Successor Agency Staff	Merged	329,924	N						\$ -
65	Actuarial Study	Unfunded Liabilities	2/1/2012	6/30/2032	Successor Agency / Various	Actuarial Study for Pension Liability & OPEB	Merged	70,000	N						\$ -
66	Successor Agency Admin.	Admin Costs	2/1/2012	6/30/2032	Successor Agency / Various	Operating costs	Merged	9,544,587	N					247,201	\$ 247,201
67	Oversight Board Support	Admin Costs	4/10/2012	6/30/2016	Successor Agency / Various	Staff costs & supplies for agenda preparation, meetings, minutes	Merged	22,555	N					22,555	\$ 22,555
70	DDA - Habitat for Humanity	OPA/DDA/Construction	3/21/2011	6/30/2032	Habitat for Humanity	New construction of 17 single family homes	Merged	854,199	N		854,199				\$ 854,199
71	Project Costs for Item #70	Project Management Costs	3/21/2011	6/30/2032	Successor Agency / Various	Project & Construction Management / Services	Merged	250,000	N				250,000		\$ 250,000
72	DDA - Station District New Construction	OPA/DDA/Construction	6/7/2010	6/30/2032	SA Station District FS	New construction for sale - City Ventures	Merged	-	Y						\$ -
73	Project Costs for Item #72	Project Management Costs	6/7/2010	6/30/2032	Successor Agency / Various	Project & Construction Management / Services	Merged	-	Y						\$ -
86	Station District Lawsuit Settlement	Litigation	4/18/2011	6/30/2032	Various	Lacy Hsg Fund (\$200,000 loan for 5 years)	Merged	200,000	N		200,000				\$ 200,000
87	Project Costs for Item #86	Project Management Costs	4/18/2011	6/30/2032	Successor Agency / Various	Project Management / Services	Merged	50,000	N		8,170		41,830		\$ 50,000
119	Employee Layoff/Termination Payment Obligations	Unfunded Liabilities	2/1/2012	6/30/2032	Successor Agency / Employees	Section 34171 (d)(1)(C) - Collective Bargaining Agreements for Layoffs / Terminations	Merged	131,110	N				131,110		\$ 131,110
120	Employee Obligations	Unfunded Liabilities	2/1/2012	6/30/2032	Successor Agency / Various	Section 34171 (d)(1)(C) - Collective Bargaining Agreements for Employee Insurance	Merged	150,792	N		15,000				\$ 15,000
121	Project Costs for Item #13	Project Management Costs	4/1/2003	6/30/2016	Successor Agency / Various	Project Management / Services	Merged	-	Y						\$ -
122	Project Costs for Item #19	Project Management Costs	5/15/1984	6/30/2032	Successor Agency / Various	Project Management / Services	Merged	15,000	N				5,000		\$ 5,000
129	Housing Entity Administrative Cost Allowance	Housing Entity Admin Cost	7/1/2014	7/1/2018	Successor Housing Agency / various	Section 34171 (p) - Housing Entity Administrative Cost Allowance	Merged	600,000	N				300,000		\$ 300,000
130	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	City of Santa Ana	Unfunded HSC 33607.7 Pass-Through Payments	Central City	709,386	N				709,386		\$ 709,386
131	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	County of Orange	Unfunded HSC 33607.7 Pass-Through Payments	Central City	246,518	N				246,518		\$ 246,518
132	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	OC Flood Control District	Unfunded HSC 33607.7 Pass-Through Payments	Central City	79,117	N				79,117		\$ 79,117
133	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	OC Harbors, Beaches & Parks CSA 26	Unfunded HSC 33607.7 Pass-Through Payments	Central City	61,154	N				61,154		\$ 61,154
134	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	OC Sanitation District #1	Unfunded HSC 33607.7 Pass-Through Payments	Central City	103,604	N				103,604		\$ 103,604
135	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	OC Sanitation District #2	Unfunded HSC 33607.7 Pass-Through Payments	Central City	11,700	N				11,700		\$ 11,700
136	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	OC Cemetery Fund	Unfunded HSC 33607.7 Pass-Through Payments	Central City	1,989	N				1,989		\$ 1,989

EXHIBIT A

Santa Ana Recognized Obligation Payment Schedule (ROPS 15-16B) - ROPS Detail  
 January 1, 2016 through June 30, 2016  
 (Report Amounts in Whole Dollars)

A	B	C	D	E	F	G	H	I	J	K					P
										Funding Source					
										Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		
										Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	
137	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	OC Vector Control District	Unfunded HSC 33607.7 Pass-Through Payments	Central City	4,469	N				4,469		\$ 4,469
138	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	OC Water District Reserve	Unfunded HSC 33607.7 Pass-Through Payments	Central City	436	N				436		\$ 436
139	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	OC Transit Authority	Unfunded HSC 33607.7 Pass-Through Payments	Central City	11,228	N				11,228		\$ 11,228
140	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	OC Water District	Unfunded HSC 33607.7 Pass-Through Payments	Central City	28,998	N				28,998		\$ 28,998
141	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	Santa Ana Unified School District	Unfunded HSC 33607.7 Pass-Through Payments	Central City	1,718,479	N				1,718,479		\$ 1,718,479
142	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	Orange Unified School District	Unfunded HSC 33607.7 Pass-Through Payments	Central City	255,553	N				255,553		\$ 255,553
143	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	Rancho Santiago Community College District	Unfunded HSC 33607.7 Pass-Through Payments	Central City	420,026	N				420,026		\$ 420,026
144	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	OC Department of Education	Unfunded HSC 33607.7 Pass-Through Payments	Central City	108,668	N				108,668		\$ 108,668
145	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	Metro Water District-Santa Ana City 1202	Unfunded HSC 33607.7 Pass-Through Payments	Central City	16,386	N				16,386		\$ 16,386
146	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	City of Santa Ana	Unfunded HSC 33607.7 Pass-Through Payments	Inter-City	235,995	N				235,995		\$ 235,995
147	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	County of Orange	Unfunded HSC 33607.7 Pass-Through Payments	Inter-City	82,024	N				82,024		\$ 82,024
148	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	OC Flood Control District	Unfunded HSC 33607.7 Pass-Through Payments	Inter-City	26,321	N				26,321		\$ 26,321
149	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	OC Harbors, Beaches & Parks CSA 26	Unfunded HSC 33607.7 Pass-Through Payments	Inter-City	20,345	N				20,345		\$ 20,345
150	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	OC Cemetery Fund	Unfunded HSC 33607.7 Pass-Through Payments	Inter-City	662	N				662		\$ 662
151	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	OC Vector Control District	Unfunded HSC 33607.7 Pass-Through Payments	Inter-City	1,487	N				1,487		\$ 1,487
152	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	OC Water District Reserve	Unfunded HSC 33607.7 Pass-Through Payments	Inter-City	161	N				161		\$ 161
153	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	OC Transit Authority	Unfunded HSC 33607.7 Pass-Through Payments	Inter-City	3,736	N				3,736		\$ 3,736
154	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	Santa Ana Unified School District	Unfunded HSC 33607.7 Pass-Through Payments	Inter-City	556,237	N				556,237		\$ 556,237
155	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	Tustin Unified School District	Unfunded HSC 33607.7 Pass-Through Payments	Inter-City	106,123	N				106,123		\$ 106,123
156	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	Rancho Santiago Community College District	Unfunded HSC 33607.7 Pass-Through Payments	Inter-City	122,316	N				122,316		\$ 122,316
157	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	South Orange County Community College District	Unfunded HSC 33607.7 Pass-Through Payments	Inter-City	15,448	N				15,448		\$ 15,448
158	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	OC Department of Education	Unfunded HSC 33607.7 Pass-Through Payments	Inter-City	35,858	N				35,858		\$ 35,858
159	Unfunded HSC 33607.7 Pass-Through Payments	Miscellaneous	7/1/2004	6/30/2011	Metro Water District-Santa Ana City 1202	Unfunded HSC 33607.7 Pass-Through Payments	Inter-City	5,435	N				5,435		\$ 5,435
160									N						\$ -
161									N						\$ -

EXHIBIT A

**Santa Ana Recognized Obligation Payment Schedule (ROPS 15-16B) - 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 <a href="#">Cash Balance Tips Sheet</a>									
A	B	C	D	E	F	G	H	I	
		<b>Fund Sources</b>							
		<b>Bond Proceeds</b>		<b>Reserve Balance</b>		<b>Other</b>	<b>RPTTF</b>		
	<b>Cash Balance Information by ROPS Period</b>	Bonds Issued on or before 12/31/10	Bonds Issued on or after 01/01/11	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	<b>Comments</b>	
<b>ROPS 14-15B Actuals (01/01/15 - 06/30/15)</b>									
1	<b>Beginning Available Cash Balance (Actual 01/01/15)</b>	2,480,183	12,677,223	2,085,643	-	5,045,743	505,196	Beginning balances have been adjusted to reflect correct amounts as of 12/31/15 in the right sources.	
2	<b>Revenue/Income (Actual 06/30/15)</b> RPTTF amounts should tie to the ROPS 14-15B distribution from the County Auditor-Controller during January 2015	9,352	22,412			139,737	5,593,334		
3	<b>Expenditures for ROPS 14-15B Enforceable Obligations (Actual 06/30/15)</b> RPTTF amounts, H3 plus H4 should equal total reported actual expenditures in the Report of PPA, Columns L and Q			123,274		242,663	5,137,489		
4	<b>Retention of Available Cash Balance (Actual 06/30/15)</b> RPTTF amount retained should only include the amounts distributed as reserve for future period(s)	2,489,535	12,699,635	854,199		4,330,343		Cell D4 includes bond reserves held by trustee. Cell E4=\$854,199 for Habitat DDA (ROPS #70). Cell G4=amount reclassified by DOF for use in ROPS 15-16A period.	
5	<b>ROPS 14-15B RPTTF Prior Period Adjustment</b> RPTTF amount should tie to the self-reported ROPS 14-15B PPA in the Report of PPA, Column S	No entry required						455,845	H5 has been adjusted by \$15,920. See comment in PPA, Column T for ROPS #66.
6	<b>Ending Actual Available Cash Balance</b> C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 - 5)	\$ -	\$ -	\$ 1,108,170	-	\$ 612,474	\$ 505,196		
<b>ROPS 15-16A Estimate (07/01/15 - 12/31/15)</b>									
7	<b>Beginning Available Cash Balance (Actual 07/01/15)</b> (C, D, E, G = 4 + 6, F = H4 + F4 + F6, and H = 5 + 6)	\$ 2,489,535	\$ 12,699,635	\$ 1,962,369	-	\$ 4,942,817	\$ 961,041		
8	<b>Revenue/Income (Estimate 12/31/15)</b> RPTTF amounts should tie to the ROPS 15-16A distribution from the County Auditor-Controller during June 2015					107,662	5,307,125		
9	<b>Expenditures for ROPS 15-16A Enforceable Obligations (Estimate 12/31/15)</b>			900,000		4,728,920	5,307,125		
10	<b>Retention of Available Cash Balance (Estimate 12/31/15)</b> RPTTF amount retained should only include the amounts distributed as reserve for future period(s)	2,489,535	12,699,635						
11	<b>Ending Estimated Available Cash Balance (7 + 8 - 9 -10)</b>	\$ -	\$ -	\$ 1,062,369	-	\$ 321,559	\$ 961,041		







EXHIBIT A

Santa Ana Recognized Obligation Payment Schedule (ROPS 15-16B) - Report of Prior Period Adjustments  
 Reported for the ROPS 14-15B (January 1, 2015 through June 30, 2015) Period Pursuant to Health and Safety Code (HSC) section 34186 (a)  
 (Report Amounts in Whole Dollars)

ROPS 14-15B Successor Agency (SA) Self-reported Prior Period Adjustments (PPA): Pursuant to HSC Section 34186 (a), SAs are required to report the differences between their actual available funding and their actual expenditures for the ROPS 14-15B (January through June 2015) period. The amount of Redevelopment Property Tax Trust Fund (RPTTF) approved for the ROPS 15-16B (January through June 2016) period will be offset by the SA's self-reported ROPS 14-15B prior period adjustment. HSC Section 34186 (a) also specifies that the prior period adjustments self-reported by SAs are subject to audit by the county auditor-controller (CAC) and the State Controller.																			T	
A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R	S	T	
Item #	Project Name / Debt Obligation	Non-RPTTF Expenditures						RPTTF Expenditures											Net SA Non-Admin and Admin PPA (Amount Used to Offset ROPS 15-16B Requested RPTTF)	SA Comments
		Bond Proceeds		Reserve Balance		Other Funds		Non-Admin					Admin							
		Authorized	Actual	Authorized	Actual	Authorized	Actual	Authorized	Available RPTTF (ROPS 14-15B distributed + all other available as of 01/1/15)	Net Lesser of Authorized / Available	Actual	Difference (If K is less than L, the difference is zero)	Authorized	Available RPTTF (ROPS 14-15B distributed + all other available as of 01/1/15)	Net Lesser of Authorized / Available	Actual	Difference (If total actual exceeds total authorized, the total difference is zero)	Net Difference (M+R)		
		\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$		
49	Agmt for Financial Consulting	-	-	1,175,000	123,274	588,596	242,663	5,430,421	5,430,421	5,430,421	4,962,346	471,765	162,913	397,534	162,913	175,143	-	471,765		
50	Agmt for Financial Consulting Services	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
51	Agmt for Real Estate Appraisal Services	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
52	Agmt for Commercial & Residential Loan Processing	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
53	Agmt for Environmental Assessments	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
54	Agmt for Engineering Services	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
55	Agmt for Real Estate Consulting	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
56	Agmt for Attorney Services	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
57	Agmt for Property Management Services	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
58	Agmt for Consulting Services	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
59	Litigation Services	-	-	-	75,534	3,758	-	-	-	-	-	-	-	-	-	-	-	-		
60	Agmt for Agency/Project Management	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
61	Agmt for Financial/Project Management	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
62	Audited Financial Statements / Due Diligence Reviews (Loan)	-	-	-	-	30,000	3,042	-	-	-	-	-	-	-	-	-	-	-		
63	Employee Pension Liability	-	-	-	-	-	-	35,000	35,000	35,000	38,690	-	-	-	-	-	-	-		
64	Other Postemployment Benefits (OPEB)	-	-	-	-	-	-	10,000	10,000	10,000	577	9,423	-	-	-	-	-	9,423		
65	Actuarial Study	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
66	Successor Agency Admin.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	157,899	-	-	DOF authorized use of balance of admin allowance from ROPS 14-15A period in ROPS 14-15B period.	
67	Oversight Board Support	-	-	-	-	-	-	-	-	-	-	-	-	-	-	17,244	-	-		
68	DDA - Vista Del Rio Hsg Partners LP	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
69	Project Costs for Item #68	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
70	DDA - Habitat for Humanity	-	-	1,000,000	98,274	-	-	-	-	-	-	-	-	-	-	-	-	-		
71	Project Costs for Item #70	-	-	-	-	-	-	50,000	50,000	50,000	21,569	28,431	-	-	-	-	-	28,431		
72	DDA - Station District New Construction	-	-	-	-	-	-	500,000	500,000	500,000	150,000	350,000	-	-	-	-	-	350,000		
73	Project Costs for Item #72	-	-	-	-	-	-	43,781	43,781	43,781	15,199	28,582	-	-	-	-	-	28,582		



**EXHIBIT A**

**Santa Ana Recognized Obligation Payment Schedule (ROPS 15-16B) - Notes  
January 1, 2016 through June 30, 2016**

Item #	Notes/Comments
20	Please note that this obligation is not yet retired. The Successor Agency has not been able to repay any amounts as the ROPS residual pass-through payments distributed to taxing entities in the 2012-13 base year has been higher than the ROPS residuals amounts distributed to taxing entities in FY 2013-14 and FY 2014-15.
45	Please note that this obligation is not yet retired. The Successor Agency received a Finding of Completion and is now able to utilize these bonds proceeds (2003) as per the original bond covenants.
70	Due to delays on the part of the developer, the completion of the DDA is not anticipated until December 2015 or longer. Therefore, the total outstanding debt or obligation amount reflects the estimated amount we expect as of June 30, 2015. However, this amount is only a projection as the current ROPS period has not ended and is subject to change pending further unanticipated circumstances.
71	Due to delays on the part of the developer, the completion of the DDA is not anticipated until December 2015 or longer. Therefore, the total outstanding debt or obligation amount reflects the estimated amount we expect as of June 30, 2015. However, this amount for project costs is only a projection as the current ROPS period has not ended and is subject to change pending further unanticipated circumstances.
72	This project is anticipated to be completed during the ROPS 15-16A period. Therefore, it is indicated as "retired." However, it is subject to change pending any unforeseen circumstances.
73	This project is anticipated to be completed during the ROPS 15-16A period. Therefore, it is indicated as "retired." However, it is subject to change pending any unforeseen circumstances.
86	FY 15/16 is the last year this Lacy Housing Fund is required pursuant to the Settlement Agreement dated April 18, 2011. The agreement requires that at the beginning of each fiscal year in July, \$200,000 must be made available in this fund to provide loans for eligible homeowners in the Lacy Neighborhood.
129	Although DOF has denied this item on prior ROPS, the Successor Agency continues to disagree with DOF's position and believes that an administrative cost allowance shall be remitted to the housing successor entity that assumed the former RDA's housing obligations pursuant to AB 471. Request is for the minimum \$150,000 allowable per fiscal year, for FY 14/15 & 15/16, for a total of \$300,000. Refer to Montclair Case #34-2014-80001948.
130-159	Demands from taxing entities for statutory pass-through payments triggered by former Redevelopment Agency's Ordinance No. NS-2809 to eliminate the time limit for incurring indebtedness for two component project areas: Central City and Inter-City, retroactive to FY 04/05 - FY 10/11. The amounts have been reviewed by the County Auditor-Controller (CAC) at the request of the Successor Agency and Oversight Board. However, the CAC expresses no opinion on whether these statutory pass-through payments are owed.

**CITY OF SANTA ANA, ACTING AS SUCCESSOR AGENCY TO THE FORMER  
COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF SANTA ANA  
PROPOSED ADMINISTRATIVE BUDGET FOR JANUARY 1, 2016 - JUNE 30, 2016**

Successor Agency	Estimated Amounts
Staff Support (EOPS, ROPS, Admin Budget, Records Management, etc.) <sup>1</sup>	\$ 144,950
Brown Act requirements (agendas, minutes, etc.) <sup>1</sup>	20,000
Supplies, printing, telephones, misc. items	16,501
Consultants (legal, financial, etc.)	30,000
Subtotal	<b>\$ 211,451</b>
<b>Oversight Board</b>	
Staff Support (research, reporting, etc.) <sup>1</sup>	\$ 10,000
Brown Act requirements (agendas, minutes, etc.) <sup>1</sup>	11,000
Supplies, printing, misc. items	1,555
Subtotal	<b>\$ 22,555</b>
<b>Administrative Direct Costs</b>	
Delivery Charges	\$ 250
Building Rental	5,000
Rental City Equipment	-
Computer Services Charge	500
IS Strategic Plan	2,000
Insurance Charges	3,000
Subtotal	<b>\$ 10,750</b>
<b>Share of City's Cost Allocation Plan</b>	
Indirect Costs	\$ 25,000
Subtotal	<b>\$ 25,000</b>
<b>TOTAL ESTIMATED AMOUNT</b>	
	<b>\$ 269,756</b>

The estimated amount of the Administrative Budget for the six month period covering January through June 2016 is to be paid from property tax revenues deposited in the Redevelopment Property Tax Trust Fund. This budget may be augmented, modified, added to, or revised as authorized under the resolution.

<sup>1</sup> Includes salaries, wages, and all fringe benefits offered by the City to employees.