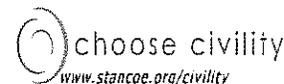


# **Oversight Board (to the Successor Agency to the Turlock Redevelopment Agency) Special Meeting Agenda**

**FEBRUARY 27, 2013**

**1:15 p.m.**

**City of Turlock Mariposa Conference Room (Engineering)  
156 S. Broadway, Turlock, California**



**NOTICE REGARDING NON-ENGLISH SPEAKERS:** The Board meetings are conducted in English and translation to other languages is not provided. Please make arrangements for an interpreter if necessary.

**EQUAL ACCESS POLICY:** If you have a disability which affects your access to public facilities or services, please contact the Board Secretary's Office at (209) 668-5540. The Board is committed to taking all reasonable measures to provide access to its facilities and services. Please allow sufficient time for the Board to process and respond to your request.

**NOTICE:** Pursuant to California Government Code Section 54954.3, any member of the public may directly address the Board on any item appearing on the agenda, including Consent Calendar and Public Hearing items, before or during the Board's consideration of the item; however, no action may be taken on matters that are not part of the posted agenda.

**CHALLENGING BOARD DECISIONS:** If a person wishes to challenge the nature of the above actions in court, they may be limited to raising only those issues they or someone else raised at the meeting described in this notice, or in written correspondence delivered to the Board, at or prior to the meeting. In addition, judicial challenge may be limited or barred where the interested party has not sought and exhausted all available administrative remedies.

**AGENDA PACKETS:** Prior to the Board meeting, a complete Agenda Packet is available for review on the City of Turlock's website at [www.cityofturlock.org](http://www.cityofturlock.org) and in the Board Secretary's Office at 156 S. Broadway, Suite 230, Turlock, during normal business hours. Materials related to an item on this Agenda submitted to the Agency after distribution of the Agenda Packet are also available for public inspection in the Board Secretary's Office. Such documents may be available on the City's website subject to staff's ability to post the documents before the meeting.

**1. A. CALL TO ORDER**

**B. SALUTE TO THE FLAG**

**2. CITIZEN PARTICIPATION:**

This is the time set aside for citizens to address the Board concerning any item that has been described in the notice for the meeting before or during consideration of that item. You will be allowed three (3) minutes for your comments. If you wish to speak regarding an item on the agenda, you may be asked to defer your remarks until the Board addresses the matter.

**3. STAFF UPDATES: None**

**4. DECLARATION OF CONFLICTS OF INTEREST AND DISQUALIFICATIONS**

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5. **CONSENT CALENDAR:**

Information concerning the consent items listed hereinbelow has been forwarded to each Board Member prior to this meeting for study. Unless the Chairman, a Board Member or member of the audience has questions concerning the Consent Calendar, the items are approved at one time by the Board. The action taken by the Board in approving the consent items is set forth in the explanation of the individual items.

- A. Motion: Accepting Minutes of the January 15, 2013 Special Meeting of the Oversight Board to the Successor Agency to the Turlock Redevelopment Agency

6. **SCHEDULED MATTERS:**

- A. Request to approve a Recognized Obligation Payment Schedule for the Six-Month Fiscal Period from July 1, 2013 through December 31, 2013, and taking certain related actions. (Lorenzi)

**Recommended Action:**

Resolution: Approving a Recognized Obligation Payment Schedule for the Six-Month Fiscal Period from July 1, 2013 through December 31, 2013, and Taking Certain Related Actions

- B. Request to approve the execution of a Cooperative Agreement for advance and reimbursement of administrative, overhead and other expenses by and between the Successor Agency to the Turlock Redevelopment Agency and the City of Turlock and taking certain actions in connection therewith. (Lorenzi)

**Recommended Action:**

Resolution: Approving the Execution of a Cooperative Agreement for Advance and Reimbursement of Administrative, Overhead and Other Expenses by and between the Successor Agency to the Turlock Redevelopment Agency and the City of Turlock; and Taking Certain Actions in Connection Therewith

- C. Request to approve a proposed administrative budget for the Fiscal Year July 1, 2013 through June 30, 2014 and taking certain related actions. (Lorenzi)

**Recommend Action:**

Resolution: Approving a Proposed Administrative Budget for the Fiscal Year July 1, 2013 through June 30, 2014 and Taking Certain Related Actions

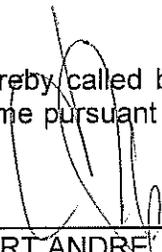
7. **BOARD ITEMS FOR FUTURE CONSIDERATION**

8. **BOARD COMMENTS**

Board Members may provide a brief report on notable topics of interest. The Brown Act does not allow discussion or action by the legislative body.

9. **ADJOURNMENT**

The foregoing meeting is hereby called by Chairman Curt Andre at the above mentioned date and time pursuant to California Government Code §54956.

  
\_\_\_\_\_  
CURT ANDRE, Chairman

January 15, 2013  
2:00 p.m.

DRAFT

5A  
MINUTES  
Special Meeting  
Oversight Board to the  
Successor Agency to the  
Turlock Redevelopment Agency

City of Turlock Mariposa Conference Room  
156 S. Broadway, Turlock, California

- 
1. A. **CALL TO ORDER** –Chairman Andre called the meeting to order at 2:01 p.m.  
PRESENT: Board Members Sonny Da Marto, John Lazar, Abe Rojas, Roy Wasden and  
Chairman Curt Andre  
ABSENT: Board Members Steve Boyd and Vito Chiesa

**B. SALUTE TO THE FLAG**

2. **CITIZEN PARTICIPATION:** None present.

3. **STAFF UPDATES:** None

4. **DECLARATION OF CONFLICTS OF INTEREST AND DISQUALIFICATIONS:** None

5. **CONSENT CALENDAR**

**Action:** Motion by Board Member Da Marto, seconded by Board Member Rojas, and carried with Board Members Boyd and Chiesa absent and Chairman Andre not participating, to adopt the consent calendar as follows:

- A. Motion: Accepting Minutes of the January 7, 2013 Special Meeting of the Oversight Board to the Successor Agency to the Turlock Redevelopment Agency

6. **SCHEDULED MATTERS:**

- A. City of Turlock Sr. Accountant Marie Lorenzi presented the staff report on the request to approve the Due Diligence Review for fund and account balances of the Former Turlock Redevelopment Agency conducted pursuant to Health and Safety Code Section 34179.5 and taking certain other actions in connection therewith.

**Action:** **Resolution No. OB-2013-003** Approving the Due Diligence Review for Fund and Account Balances of the Former Turlock Redevelopment Agency Conducted Pursuant to Health and Safety Code Section 34179.5 and Taking Certain Other Actions in Connection Therewith was introduced by Board Member Da Marto, seconded by Board Member Lazar, and carried with Board Members Boyd and Chiesa absent.

DRAFT

**DRAFT**

**7. BOARD ITEMS FOR FUTURE CONSIDERATION:**

City of Turlock Sr. Accountant Marie Lorenzi advised the Board that a special meeting would need to be called in February 2013 for ROPS approval.

**8. BOARD COMMENTS: None**

**9. ADJOURNMENT**

Motion by Board Member Da Marto, seconded by Board Member Wasden, to adjourn the meeting at 2:06 p.m.

RESPECTFULLY SUBMITTED

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Kellie E. Weaver  
Board Secretary

**DRAFT**

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**OVERSIGHT BOARD**  
TO SUCCESSOR AGENCY TO THE  
TURLOCK REDEVELOPMENT AGENCY

**SYNOPSIS**

**February 27, 2013**

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**TITLE: APPROVAL OF RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS) FOR JULY 1, 2013 THROUGH DECEMBER 31, 2013**

**REPORT PREPARED BY:** Marie Lorenzi, Senior Accountant, as Successor Agency Staff

**ACTION RECOMMENDED:**

**Resolution: Approving a Recognized Obligation Payment Schedule for the Six-Month Fiscal Period from July 1, 2013 through December 31, 2013, and Taking Certain Related Actions**

**EXECUTIVE SUMMARY:**

Pursuant to Part 1.85 of Division 24 of the California Health and Safety Code (the "Redevelopment Dissolution Law"), the Successor Agency must prepare a Recognized Obligation Payment Schedule ("ROPS") for each six-month fiscal period (commencing each January 1 and July 1), listing the payments to be made by the Successor Agency during such period. All ROPS must be approved by the Oversight Board. Furthermore, each Oversight Board-approved ROPS must be submitted to the State Department of Finance ("DOF") for review.

The ROPS currently before the Oversight Board for consideration and approval is for the period July 1 through December 31, 2013.

**SUCCESSOR AGENCY RECOMMENDATION**

Staff recommends that the Oversight Board for the Successor Agency to the Turlock Redevelopment Agency adopt the attached Resolution, approving the Recognized Obligation Payment Schedule for the six-month fiscal period from July 1, 2013 through December 31, 2013 and taking certain related actions.

**ANALYSIS**

Deadlines for ROPS Submission and Review

The Redevelopment Dissolution Law does not specify a deadline for the Successor Agency to submit the ROPS for July 1 through December 1, 2013 ("ROPS 13-14A") to the Oversight Board for approval. However, the Successor Agency must submit an Oversight Board-approved ROPS 13-14A to the DOF, the Office of the State Controller

and the County Auditor-Controller no later than **March 1, 2013**. The Successor Agency must submit the ROPS to the DOF electronically in the manner of DOF's choosing. A copy of the Oversight Board-approved ROPS must be posted on the Successor Agency's website.

The DOF may eliminate or modify any items on the ROPS before approving the ROPS. The DOF must make its determination regarding the enforceable obligations and the amount and funding source for each enforceable obligation listed on a ROPS no later than 45 days after the ROPS is submitted. Within five business days of the DOF's determination, the Successor Agency may request to "meet and confer" with the DOF on disputed items. The meet and confer period may vary, but an untimely submission of ROPS 13-14A may result in a meet and confer period of less than 30 days.

The County Auditor-Controller may object to the inclusion of any item on the ROPS that is not demonstrated to be an enforceable obligation and may object to the funding source proposed for any item. The County Auditor-Controller must provide notice of its objections to the DOF, the Successor Agency and the Oversight Board by April 2, 2013.

#### Penalties for Failure to Make Timely Submission

If the Successor Agency does not submit an Oversight Board-approved ROPS by March 1, 2013, the City of Turlock will be subject to a civil penalty of \$10,000 per day for every day that the ROPS is not submitted to the DOF. The penalty is to be paid to the County Auditor-Controller for distribution to the taxing entities. If the Successor Agency does not timely submit a ROPS, creditors of the successor agency, the DOF, and affected taxing entities may request a writ of mandate to require the Successor Agency to immediately perform this duty. Additionally, if the Successor Agency does not submit a ROPS within 10 days of March 1st, the Successor Agency's administrative cost allowance for that period will be reduced by 25 percent.

If the Successor Agency fails to submit an Oversight Board-approved ROPS to the DOF within five business days of "the date upon which the ROPS is to be used to determine the amount of property tax allocations", the DOF may determine whether the County Auditor-Controller should distribute any of property tax revenues to the taxing entities, or whether any amount should be withheld for enforceable obligations pending approval of the ROPS. It is not clear what is "the date upon which the ROPS is to be used to determine the amount of property tax allocations."

#### **FISCAL IMPACT**

The preparation and submittal of ROPS 13-14A is for the purpose of allowing the Successor Agency to pay its enforceable obligations for the period from July 1, 2013 to December 31, 2013

#### **ENVIRONMENTAL IMPACT**

N/A

**BEFORE THE OVERSIGHT BOARD TO THE  
SUCCESSOR AGENCY TO THE TURLOCK REDEVELOPMENT AGENCY**

<b>IN THE MATTER OF APPROVING A RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR THE SIX-MONTH FISCAL PERIOD FROM JULY 1, 2013 THROUGH DECEMBER 31, 2013, AND TAKING CERTAIN RELATED ACTIONS</b>	} } } } } } }	<b>RESOLUTION NO. OB-2013-_____</b>
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**WHEREAS**, Pursuant to Health and Safety Code Section 34177(l), the Successor Agency to the Turlock Redevelopment Agency (the "Successor Agency") must prepare a proposed Recognized Obligation Payment Schedule ("ROPS") before each six-month fiscal period (commencing each January 1 and July 1) and submit each proposed ROPS to the Oversight Board for the Successor Agency (the "Oversight Board") for approval.

**WHEREAS**, Pursuant to Health and Safety Code Section 34177(l)(2)(C) and (m), the Successor Agency must (1) submit the Oversight Board-approved ROPS for the six-month fiscal period from July 1, 2013 through December 31, 2013, to the DOF, the Office of the State Controller, and the County Auditor-Controller no later than March 1, 2013; and (2) post a copy of the Oversight Board-approved ROPS on the Successor Agency's website.

**NOW, THEREFORE, THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE TURLOCK REDEVELOPMENT AGENCY, HEREBY FINDS, DETERMINES, RESOLVES, AND ORDERS AS FOLLOWS:**

Section 1. The above recitals are true and correct and are a substantive part of this Resolution.

Section 2. The Oversight Board hereby approves proposed ROPS for July – December 2013, substantially in the form attached hereto as Exhibit A. Staff of the Successor Agency is hereby authorized and directed to submit a copy of Oversight Board-approved ROPS to the DOF, the Office of the State Controller, and the County Auditor-Controller and to post a copy of the Oversight Board-approved ROPS on the Successor Agency's Internet website (being a page on the Internet website of the City of Turlock).

Section 3. The officers of the Oversight Board and the staff of the Successor Agency are hereby authorized and directed, jointly and severally, to do any and all things which they may deem necessary or advisable to effectuate this Resolution, including requesting additional review by the DOF and an opportunity to meet and confer on any disputed items, and any such actions previously taken by such officers and staff are hereby ratified and confirmed.

**PASSED AND ADOPTED** by the Oversight Board to the Successor Agency to the Turlock Redevelopment Agency at its special meeting held on February 27, 2013, by the following vote:

AYES:  
NOES:  
NOT PARTICIPATING:  
ABSENT:

ATTEST:

\_\_\_\_\_  
Kellie E. Weaver, Secretary

**EXHIBIT A**

**SUCCESSOR AGENCY TO THE \_\_\_\_\_ REDEVELOPMENT  
AGENCY  
RECOGNIZED OBLIGATION PAYMENT SCHEDULE  
(July 1, 2013 through December 31, 2013)**

## SUCCESSOR AGENCY CONTACT INFORMATION

### Successor Agency

ID: **371**  
County: **Stanislaus**  
Successor Agency: **Turlock**

### Primary Contact

Honorific (Ms, Mr, Mrs)

First Name

Last Name

Title

Address

City

State

Zip

Phone Number

Email Address

<b>Marie</b>
<b>Lorenzi</b>
<b>Senior Accountant</b>
<b>156 South Broadway, Suite 110</b>
<b>Turlock</b>
<b>CA</b>
<b>95380</b>
<b>209-668-5542 x1318</b>
<b>mlorenzi@turlock.ca.us</b>

### Secondary Contact

Honorific (Ms, Mr, Mrs)

First Name

Last Name

Title

Phone Number

Email Address

<b>Kellie</b>
<b>Weaver</b>
<b>City Clerk</b>
<b>209-668-5542 x1110</b>
<b>kweaver@turlock.ca.us</b>

**SUMMARY OF RECOGNIZED OBLIGATION PAYMENT SCHEDULE**

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

Name of Successor Agency: **TURLOCK (STANISLAUS)**

Outstanding Debt or Obligation	Total
Total Outstanding Debt or Obligation	\$91,277,800

Current Period Outstanding Debt or Obligation	Six-Month Total
A Available Revenues Other Than Anticipated RPTTF Funding	\$2,659,391
B Enforceable Obligations Funded with RPTTF	\$1,885,000
C Administrative Allowance Funded with RPTTF	\$115,000
D Total RPTTF Funded (B + C = D)	\$2,000,000
E Total Current Period Outstanding Debt or Obligation (A + B + C = E) <i>Should be same amount as ROPS form six-month total</i>	\$4,659,391
F Enter Total Six-Month Anticipated RPTTF Funding	\$2,000,000
G Variance (F - D = G) <i>Maximum RPTTF Allowable should not exceed Total Anticipated RPTTF Funding</i>	\$0

Prior Period (July 1, 2012 through December 31, 2012) Estimated vs. Actual Payments (as required in HSC section 34186 (a))	
H Enter Estimated Obligations Funded by RPTTF <i>(lesser of Finance's approved RPTTF amount including admin allowance or the actual amount distributed)</i>	\$1,784,944
I Enter Actual Obligations Paid with RPTTF	\$1,784,944
J Enter Actual Administrative Expenses Paid with RPTTF	\$0
K Adjustment to Redevelopment Obligation Retirement Fund (H - (I + J) = K)	\$0
L Adjustment to RPTTF (D - K = L)	\$2,000,000

Certification of Oversight Board Chairman:

Pursuant to Section 34177(m) of the Health and Safety code,  
I hereby certify that the above is a true and accurate Recognized  
Obligation Payment Schedule for the above named agency.

Name	Title
/s/	
Signature	Date

**TURLOCK (STANISLAUS)**  
**RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 13-14A)**  
**July 1, 2013 through December 31, 2013**

Item #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Total Due During Fiscal Year 2013-14
							\$91,277,800	\$6,910,620
1	1999 Tax Increment Bonds	3/1/1999	9/15/2024	US Bank	proceeds used for non-housing projects		3,968,547	333,298
2	2006 Tax Increment Bonds	8/23/2006	9/15/2036	US Bank	proceeds used for non-housing projects		42,137,386	1,547,266
3	2011 Tax Increment Bonds	2/8/2011	9/15/2039	US Bank	proceeds used for non-housing projects		37,174,754	1,329,143
5	Public Safety Facility	2/1/2011	when project completed	Ross F Carroll, Inc	off-site improvements		0	0
6	Public Safety Facility	2/1/2011	when project completed	Diede Construction, Inc	general & specialties		100	100
7	Public Safety Facility	2/1/2011	when project completed	Diede Construction, Inc	doors, windows & hardware		100	100
8	Public Safety Facility	2/1/2011	when project completed	Bank of Ag & Commerce	retention for Diede Construction, Inc		100	100
9	Public Safety Facility	2/1/2011	when project completed	George Reed Inc	demo, grading and paving		100,260	100,260
10	Public Safety Facility	2/1/2011	when project completed	Modern Building Co	building structural concrete		151,969	151,969
11	Public Safety Facility	2/1/2011	when project completed	Duley's Landscaping, Inc	landscaping		22,969	22,969
12	Public Safety Facility	2/1/2011	when project completed	Frazier Masonry	masonry		131,611	131,611
13	Public Safety Facility	2/1/2011	when project completed	Golden State Steel	structural steel		100	100
14	Public Safety Facility	2/1/2011	when project completed	Central Valley Comm Bank	retention for Golden State Steel		100	100
15	Public Safety Facility	2/1/2011	when project completed	Tarlton & Son	framing, drywall & plaster		251,186	251,186
16	Public Safety Facility	2/1/2011	when project completed	Graham/Prewett	roofing and waterproofing		60,040	60,040
17	Public Safety Facility	2/1/2011	when project completed	LVI Faculty Services	fireproofing		17,041	17,041
18	Public Safety Facility	2/1/2011	when project completed	DC Vient, Inc	painting & wall coverings		29,610	29,610
19	Public Safety Facility	2/1/2011	when project completed	Bobo construction	mechanical & HVAC		257,498	257,498
20	Public Safety Facility	2/1/2011	when project completed	Darrale Patrias Elec.	building and site electrical		419,556	419,556
21	Public Safety Facility	2/1/2011	when project completed	Mark III Construction	building and site plumbing		88,869	88,869
22	Public Safety Facility	2/1/2011	when project completed	Kone Elevators	elevators		24,428	24,428
23	Public Safety Facility	2/1/2011	when project completed	Cen-Cal Fire Systems	fire protection		24,885	24,885
24	Public Safety Facility	4/22/2008	when project completed	WLC	architect and construction management		363,627	363,627
25	Public Safety Facility	5/10/2011	when project completed	Koehn Engineering & Design	parcel map/lot line adjustment		0	0
26	Public Safety Facility	4/4/2011	when project completed	Kleinfelder West, Inc	testing		0	0
27	Public Safety Facility	3/8/2011	when project completed	Neil O Anderson & Assoc	testing		0	0
28	Public Safety Facility	on-going	when project completed	City of Turlock	contract mgmt & inspection		50,000	50,000
29	Public Safety Facility	9/1/2011	when project completed	Forward Inc/Republic Svcs	soils disposal		0	0
30	Public Safety Facility	2/1/2011	when project completed	Subject to bid	Furnishings for new public safety facility		462,500	462,500

Oversight Board Approval Date: \_\_\_\_\_

Item #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Funding Source					
					Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other	Six-Month Total
					\$0	\$0	\$115,000	\$1,885,000	\$2,659,391	\$4,659,391
1	1999 Tax Increment Bonds	3/1/1999	9/15/2024	US Bank	0	0	0	74,149	0	74,149
2	2006 Tax Increment Bonds	8/23/2006	9/15/2036	US Bank	0	0	0	548,683	0	548,683
3	2011 Tax Increment Bonds	2/8/2011	9/15/2039	US Bank	0	0	0	534,572	0	534,572
5	Public Safety Facility	2/1/2011	when project completed	Ross F Carroll, Inc	0	0	0	0	0	0
6	Public Safety Facility	2/1/2011	when project completed	Diede Construction, Inc	0	0	0	100	0	100
7	Public Safety Facility	2/1/2011	when project completed	Diede Construction, Inc	0	0	0	100	0	100
8	Public Safety Facility	2/1/2011	when project completed	Bank of Ag & Commerce	0	0	0	100	0	100
9	Public Safety Facility	2/1/2011	when project completed	George Reed Inc	0	0	0	22,547	77,713	100,260
10	Public Safety Facility	2/1/2011	when project completed	Modern Building Co	0	0	0	34,175	117,794	151,969
11	Public Safety Facility	2/1/2011	when project completed	Duley's Landscaping, Inc	0	0	0	5,165	17,804	22,969
12	Public Safety Facility	2/1/2011	when project completed	Frazier Masonry	0	0	0	29,597	102,014	131,611
13	Public Safety Facility	2/1/2011	when project completed	Golden State Steel	0	0	0	100	0	100
14	Public Safety Facility	2/1/2011	when project completed	Central Valley Comm Bank	0	0	0	100	0	100
15	Public Safety Facility	2/1/2011	when project completed	Tarlton & Son	0	0	0	56,487	194,699	251,186
16	Public Safety Facility	2/1/2011	when project completed	Graham/Prewett	0	0	0	13,502	46,538	60,040
17	Public Safety Facility	2/1/2011	when project completed	LVI Facility Services	0	0	0	3,832	13,209	17,041
18	Public Safety Facility	2/1/2011	when project completed	DC Vient, Inc	0	0	0	6,659	22,951	29,610
19	Public Safety Facility	2/1/2011	when project completed	Bobo construction	0	0	0	57,907	199,591	257,498
20	Public Safety Facility	2/1/2011	when project completed	Darrale Patrias Elec.	0	0	0	94,351	325,205	419,556
21	Public Safety Facility	2/1/2011	when project completed	Mark III Construction	0	0	0	19,985	68,884	88,869
22	Public Safety Facility	2/1/2011	when project completed	Kone Elevators	0	0	0	5,493	18,935	24,428
23	Public Safety Facility	2/1/2011	when project completed	Cen-Cal Fire Systems	0	0	0	5,596	19,289	24,885
24	Public Safety Facility	4/22/2008	when project completed	WLC	0	0	0	81,386	282,241	363,627
25	Public Safety Facility	5/10/2011	when project completed	Koehn Engineering & Design	0	0	0	0	0	0
26	Public Safety Facility	4/4/2011	when project completed	Kleinfelder West, Inc	0	0	0	0	0	0
27	Public Safety Facility	3/8/2011	when project completed	Neil O Anderson & Assoc	0	0	0	0	0	0
28	Public Safety Facility	on-going	when project completed	City of Turlock	0	0	0	11,244	38,756	50,000
29	Public Safety Facility	9/1/2011	when project completed	Forward Inc/Republic Svcs	0	0	0	0	0	0
30	Public Safety Facility	2/1/2011	when project completed	Subject to bid	0	0	0	0	462,500	462,500

**TURLOCK (STANISLAUS)**  
**RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 13-14A)**  
**July 1, 2013 through December 31, 2013**

Item #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Total Due During Fiscal Year 2013-14
32	mobile home rental subsidy	4/1/2007	For all Mobile Home	JCS Properties Inc	mobile home rental subsidy		0	18,000
33	mobile home rental subsidy	5/16/2007	Rental Subsidy contracts -	Magic Sands Mobile Home	mobile home rental subsidy		0	3,200
34	mobile home rental subsidy	4/1/2007	when eligible	Mulberry Mobile Park	mobile home rental subsidy		0	1,500
35	mobile home rental subsidy	4/3/2007	participants cease living	Western View Mobile Ranch	mobile home rental subsidy		0	40,700
36	mobile home rental subsidy	4/19/2007	at mobile home park	Westfork Estates	mobile home rental subsidy		0	8,800
38	Contract for admin of MHR program	on-going	until program ceases	Successor Agency Staff	Staff time to collect monthly supporting documents and annual verifications		0	12,000
40	DDA	4/12/2011	until funded	Avena Bella - Phase II	low- & mod-income housing project		4,000,000	100,000
41	Econ Dev Proj Funding Agmt	1/9/2008	until repaid	Stan Cty Economic Development Land Bank	loan repayment		889,305	127,405
42	Contract admin - Avena Bella	on-going	until project completed	Successor Agency Staff	Staff time for contract and construction admin of Phase I		0	12,000
43	Trustee Services	annual work	until bonds repaid	U.S. Bank	trustee services for outstanding bond issuances		0	12,000
44	Arbitrage Rebate Services	annual work	until bonds repaid	BLX Group Inc	annual arbitrage rebate report for each outstanding bond issuance		0	7,500
45	Annual Administration	annual work	June 30 of each fiscal year	City of Turlock	Includes successor agency staff (other than specific project time), supplies, meetings, utilities, vehicles, IT, advertising and non-project specific legal services.		0	250,000
46	Public Safety Facility	2/1/2011	when project completed	Subject to bid	IT equipment, Office Equipment and relocation of dispatch services related to the occupancy of the new public safety facility		651,259	651,259

Oversight Board Approval Date: \_\_\_\_\_

Item #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Funding Source					Six-Month Total
					Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other	
32	mobile home rental subsidy	4/1/2007	For all Mobile Home	JCS Properties Inc	0	0	0	9,000	0	9,000
33	mobile home rental subsidy	5/16/2007	Rental Subsidy contracts -	Magic Sands Mobile Home	0	0	0	1,600	0	1,600
34	mobile home rental subsidy	4/1/2007	when eligible	Mulberry Mobile Park	0	0	0	750	0	750
35	mobile home rental subsidy	4/3/2007	participants cease living	Western View Mobile Ranch	0	0	0	20,350	0	20,350
36	mobile home rental subsidy	4/19/2007	at mobile home park	Westfork Estates	0	0	0	4,400	0	4,400
38	Contract for admin of MHRS program	on-going	until program ceases	Successor Agency Staff	0	0	0	5,000	0	5,000
40	DDA	4/12/2011	until funded	Avena Bella - Phase II	0	0	0	100,000	0	100,000
41	Econ Dev Proj Funding Agmt	1/9/2008	until repaid	Stan Cty Economic Development Land Bank	0	0	0	127,045	0	127,045
42	Contract admin - Avena Bella	on-going	until project completed	Successor Agency Staff	0	0	0	5,000	0	5,000
43	Trustee Services	annual work	until bonds repaid	U.S. Bank	0	0	0	3,775	0	3,775
44	Arbitrage Rebate Services	annual work	until bonds repaid	BLX Group Inc	0	0	0	2,250	0	2,250
45	Annual Administration	annual work	June 30 of each fiscal year	City of Turlock	0	0	115,000	0	0	115,000
46	Public Safety Facility	2/1/2011	when project completed	Subject to bid					651,259	651,259
										0
										0

TURLOCK (STANISLAUS)

Pursuant to Health and Safety Code section 34186 (a)

PRIOR PERIOD ESTIMATED OBLIGATIONS vs. ACTUAL PAYMENTS

RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS II)

July 1, 2012 through December 31, 2012

Item #	Project Name / Debt Obligation	Payee	Description/Project Scope	Project Area	LMIHF		Bond Proceeds		Reserve Balance	
					Estimate	Actual	Estimate	Actual	Estimate	Actual
					\$0	\$0	\$1,744,592	\$3,569,186	\$4,699,538	\$3,105,554
1	1999 Tax Increment Bonds	US Bank	proceeds used for non-housing projects							165,892
2	2006 Tax Increment Bonds	US Bank	proceeds used for non-housing projects							419,224
3	2011 Tax Increment Bonds	US Bank	proceeds used for non-housing projects							0
5	Public Safety Facility	Ross F Carroll, Inc	off-site improvements				42,660	62,218	89,044	29,849
6	Public Safety Facility	Diede Construction, Inc	doors, windows & hardware				232,065	266,561	484,389	31,638
7	Public Safety Facility	Diede Construction, Inc	general & specialties				102,060	372,092	213,030	157,839
8	Public Safety Facility	Bank of Ag & Commerce	retention for Diede Construction, Inc				37,125	70,962	77,491	21,053
9	Public Safety Facility	George Reed Inc	demo, grading and paving				13,500	142,059	28,179	68,152
10	Public Safety Facility	Modern Building Co	building structural concrete				0		0	
11	Public Safety Facility	Duley's Landscaping, Inc	landscaping				43,200	20,938	90,171	10,045
12	Public Safety Facility	Frazier Masonry	masonry				101,250	243,868	211,339	90,490
13	Public Safety Facility	Golden State Steel	structural steel				4,860	56,294	10,144	27,007
14	Public Safety Facility	Central Valley Comm Bank	retention for Golden State Steel				540	4,299	1,127	2,062
15	Public Safety Facility	Tarlon & Son	framing, drywall & plaster				222,750	470,068	464,946	199,242
16	Public Safety Facility	Graham/Prewett	roofing and waterproofing				6,750	150,698	14,089	67,850
17	Public Safety Facility	LVI Facility Services	fireproofing				12,960	75,076	27,051	36,017
18	Public Safety Facility	DC Vient, Inc	painting & wall coverings				54,000	12,547	112,714	
19	Public Safety Facility	Bobo construction	mechanical & HVAC				162,000	395,248	338,143	171,852
20	Public Safety Facility	Darrale Patrias Elec.	building and site electrical				346,950	718,200	724,189	334,024
21	Public Safety Facility	Mark III Construction	building and site plumbing				59,400	46,071	123,986	22,102
22	Public Safety Facility	Kone Elevators	elevators				25,650	58,171	53,539	
23	Public Safety Facility	Cen-Cal Fire Systems	fire protection				22,680	44,835	47,340	20,943
24	Public Safety Facility	WLC	architect and construction management				207,900	275,235	433,950	132,043
25	Public Safety Facility	Koehn Engineering & Design	parcel map/lot line adjustment				527		1,099	
26	Public Safety Facility	Kleinfelder West, Inc	testing				1,350		2,818	
27	Public Safety Facility	Neil O Anderson & Assoc	testing				0	4,651	0	2,232
28	Public Safety Facility	City of Turlock	contract mgmt & inspection				44,415	79,095	92,707	37,945
29	Public Safety Facility	Forward Inc/Republic Svcs	soils disposal							
30										

Item #	Project Name / Debt Obligation	Payee	Description/Project Scope	Project Area	Admin Allowance		RPTTF		Other	
					Estimate	Actual	Estimate	Actual	Estimate	Actual
					\$131,500	\$0	\$2,320,827	\$1,784,944	\$0	\$118,964
1	1999 Tax Increment Bonds	US Bank	proceeds used for non-housing projects				78,874	78,874		8,571
2	2006 Tax Increment Bonds	US Bank	proceeds used for non-housing projects				558,308	558,308		1
3	2011 Tax Increment Bonds	US Bank	proceeds used for non-housing projects				534,572	534,351		221
5	Public Safety Facility	Ross F Carroll, Inc	off-site improvements				26,296	11,703		
6	Public Safety Facility	Diede Construction, Inc	doors, windows & hardware				143,046	12,405		
7	Public Safety Facility	Diede Construction, Inc	general & specialties				62,910	61,886		
8	Public Safety Facility	Bank of Ag & Commerce	retention for Diede Construction, Inc				22,884	8,254		
9	Public Safety Facility	George Reed Inc	demo, grading and paving				8,321	26,721		
10	Public Safety Facility	Modern Building Co	building structural concrete				0			
11	Public Safety Facility	Duley's Landscaping, Inc	landscaping				26,629	3,938		
12	Public Safety Facility	Frazier Masonry	masonry				62,411	35,480		
13	Public Safety Facility	Golden State Steel	structural steel				2,996	10,589		
14	Public Safety Facility	Central Valley Comm Bank	retention for Golden State Steel				333	809		
15	Public Safety Facility	Tarlton & Son	framing, drywall & plaster				137,304	78,119		
16	Public Safety Facility	Graham/Prewett	roofing and waterproofing				4,161	26,603		
17	Public Safety Facility	LVI Faculty Services	fireproofing				7,989	14,122		
18	Public Safety Facility	DC Vient, Inc	painting & wall coverings				33,286			
19	Public Safety Facility	Bobo construction	mechanical & HVAC				99,857	67,380		
20	Public Safety Facility	Darrale Patrias Elec.	building and site electrical				213,860	131,273		
21	Public Safety Facility	Mark III Construction	building and site plumbing				36,614	8,666		
22	Public Safety Facility	Kone Elevators	elevators				15,811			
23	Public Safety Facility	Cen-Cal Fire Systems	fire protection				13,980	8,212		
24	Public Safety Facility	WLC	architect and construction management				128,150	51,772		
25	Public Safety Facility	Koehn Engineering & Design	parcel map/lot line adjustment				325			
26	Public Safety Facility	Kleinfelder West, Inc	testing				832			
27	Public Safety Facility	Neil O Anderson & Assoc	testing				0	875		
28	Public Safety Facility	City of Turlock	contract mgmt & inspection				27,378	14,878		
29	Public Safety Facility	Forward Inc/Republic Svcs	soils disposal							
30										

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

Item #	Project Name / Debt Obligation	Payee	Description/Project Scope	Project Area	LMIHF		Bond Proceeds		Reserve Balance	
					Estimate	Actual	Estimate	Actual	Estimate	Actual
					\$0	\$0	\$1,744,592	\$3,569,186	\$4,699,538	\$3,105,554
32	mobile home rental subsidy	JCS Properties Inc	mobile home rental subsidy							
33	mobile home rental subsidy	Magic Sands Mobile Home	mobile home rental subsidy							
34	mobile home rental subsidy	Mulberry Mobile Park	mobile home rental subsidy							
35	mobile home rental subsidy	Western View Mobile Ranch	mobile home rental subsidy							
36	mobile home rental subsidy	Westfork Estates	mobile home rental subsidy							
38	Contract for admin of MHRS program	Successor Agency Staff	Staff time to collect monthly supporting documents and annual verifications							
39	Annual Audit	Caporicci & Larson/Marcum LLP	audit services							
40	DDA	EAH, Inc - Avena Bella - Phase II	low- & mod-income housing project							
41	Econ Dev Proj Funding Agmt	Stan Cty Economic Development L	loan repayment							
42	Contract admin - Avena Bella	Successor Agency Staff	Staff time for contract and construction admin of Phase I							
43	Trustee Services	U.S. Bank	trustee services for outstanding bond issuances							
44	Arbitrage Rebate Services	BLX Group Inc	annual arbitrage rebate report for each outstanding bond issuance							
45										
46	Pass Through	Yosemite Community College District	amounts held pursuant to negotiated pass through agreement						964,952	964,952
	Pass Through	Stanislaus County Office of Education	amounts held pursuant to negotiated pass through agreement						93,101	93,101
	Annual Administration	Successor Agency Staff	includes successor agency staff (other than specific project time), supplies, meetings, utilities, vehicle, IT, advertising and non-project specific legal services							

Item #	Project Name / Debt Obligation	Payee	Description/Project Scope	Project Area	Admin Allowance		RPTTF		Other	
					Estimate	Actual	Estimate	Actual	Estimate	Actual
					\$131,500	\$0	\$2,320,827	\$1,784,944	\$0	\$118,964
32	mobile home rental subsidy	JCS Properties Inc	mobile home rental subsidy				14,000	10,651		
33	mobile home rental subsidy	Magic Sands Mobile Home	mobile home rental subsidy				1,925	1,564		
34	mobile home rental subsidy	Mulberry Mobile Park	mobile home rental subsidy				875	1,292		
35	mobile home rental subsidy	Western View Mobile Ranch	mobile home rental subsidy				21,000	15,824		
36	mobile home rental subsidy	Westfork Estates	mobile home rental subsidy				4,900	4,370		
38	Contract for admin of MHRS program	Successor Agency Staff	Staff time to collect monthly supporting documents and annual verifications		9,000					
39	Annual Audit	Caporicci & Larson/Marcum LLP	audit services		7,000					4,500
40	DDA	EAH, Inc - Avena Bella - Phase II	low- & mod-income housing project							
41	Econ Dev Proj Funding Agmt	Stan Cty Economic Development L	loan repayment							
42	Contract admin - Avena Bella	Successor Agency Staff	Staff time for contract and construction admin of Phase I				14,000			
43	Trustee Services	U.S. Bank	trustee services for outstanding bond issuances				12,000	3,775		
44	Arbitrage Rebate Services	BLX Group Inc	annual arbitrage rebate report for each outstanding bond issuance				5,000	2,250		
45										
46	Pass Through	Yosemite Community College District	amounts held pursuant to negotiated pass through agreement							
	Pass Through	Stanislaus County Office of Education	amounts held pursuant to negotiated pass through agreement							
	Annual Administration	Successor Agency Staff	includes successor agency staff (other than specific project time), supplies, meetings, utilities, vehicle, IT, advertising and non-project specific legal services		115,500					105,671

**TURLOCK (STANISLAUS)**  
**RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 13-14A) -- Notes (Optional)**  
**July 1, 2013 through December 31, 2013**

Item #	Project Name / Debt Obligation	Notes/Comments
1	1999 Tax Increment Bonds	
2	2006 Tax Increment Bonds	
3	2011 Tax Increment Bonds	
5	Public Safety Facility	This note pertains to items 5 - 30 and 46.
6	Public Safety Facility	The City has interim cash flow funding available for costs in excess of available Successor Agency cash. When this project was approved, RDA tax
7	Public Safety Facility	increment and bond proceeds were identified as the funding source. Therefore, the Successor Agency intends to execute reimbursement
8	Public Safety Facility	agreements as allowed under AB1484 to reimburse the City for interim cash flow assistance.
9	Public Safety Facility	
10	Public Safety Facility	
11	Public Safety Facility	
12	Public Safety Facility	
13	Public Safety Facility	
14	Public Safety Facility	
15	Public Safety Facility	
16	Public Safety Facility	
17	Public Safety Facility	
18	Public Safety Facility	
19	Public Safety Facility	
20	Public Safety Facility	
21	Public Safety Facility	
22	Public Safety Facility	
23	Public Safety Facility	
24	Public Safety Facility	
25	Public Safety Facility	
26	Public Safety Facility	

**TURLOCK (STANISLAUS)**  
**RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 13-14A) -- Notes (Optional)**  
**July 1, 2013 through December 31, 2013**

Item #	Project Name / Debt Obligation	Notes/Comments
27	Public Safety Facility	
28	Public Safety Facility	
29	Public Safety Facility	
30	Public Safety Facility	This expenditure is part of the approved project costs for the public safety facility. As noted above, RDA tax increment and bond proceeds were the approved funding source for this project.
32	mobile home rental subsidy	
33	mobile home rental subsidy	
34	mobile home rental subsidy	
35	mobile home rental subsidy	
36	mobile home rental subsidy	
38	Contract for admin of MHRS program	
40	DDA	
41	Econ Dev Proj Funding Agmt	
42	Contract admin - Avena Bella	
43	Trustee Services	
44	Arbitrage Rebate Services	
45	Annual Administration	
46	Public Safety Facility	This expenditure is part of the approved project costs for the public safety facility. As noted above, RDA tax increment and bond proceeds were the approved funding source for this project.

**OVERSIGHT BOARD**  
TO SUCCESSOR AGENCY TO THE  
TURLOCK REDEVELOPMENT AGENCY

**SYNOPSIS**

**February 27, 2013**

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**TITLE: EXECUTION OF A COOPERATIVE AGREEMENT FOR ADVANCE AND REIMBURSEMENT OF ADMINISTRATIVE, OVERHEAD AND OTHER EXPENSES BY AND BETWEEN THE SUCCESSOR AGENCY TO THE TURLOCK REDEVELOPMENT AGENCY AND THE CITY OF TURLOCK**

**REPORT PREPARED BY:** Marie Lorenzi, Senior Accountant, as Successor Agency Staff

**ACTION RECOMMENDED:**

**Resolution: Approving the Execution of a Cooperative Agreement for Advance and Reimbursement of Administrative, Overhead and Other Expenses by and between the Successor Agency to the Turlock Redevelopment Agency and the City of Turlock; and Taking Certain Actions in Connection Therewith**

**EXECUTIVE SUMMARY:**

The item before the Oversight Board is the adoption of a Cooperative Agreement related to the funding of administrative costs associated with the operations of the Successor Agency. If approved by the Oversight Board, this agreement will be taken to the Turlock City Council and the Successor Agency to the Turlock Redevelopment Agency for their consideration and approval.

The attached Resolution approves a Cooperative Agreement for Advance and Reimbursement of Administrative, Overhead and Other Expenses between the City and the Successor Agency attached as Exhibit A to the attached Resolution. The Cooperative Agreement provides for the Successor Agency to use the City's staff, facilities, and other resources for the administration and operations of the Successor Agency, for the City to make loans pursuant to Health and Safety Code Section 34173(h), and for the Successor Agency to reimburse the City for such loans and advances. The Agreement must be approved by the Oversight Board.

**SUCCESSOR AGENCY RECOMMENDATION**

Staff recommends that the Oversight Board for the Successor Agency to the Turlock Redevelopment Agency adopt the attached Resolution approving the agreement as a means to provide a cashflow resource for the administrative costs associated with the operations of the Successor Agency.

## **ANALYSIS**

Upon dissolution of the Turlock Redevelopment Agency on February 1, 2012 pursuant to Part 1.85 of the Community Redevelopment Law ("Part 1.85"), the Successor Agency to the Turlock Redevelopment Agency was constituted and is governed by a board of directors consisting of the members of the City Council. The Successor Agency is required to undertake a number of actions pursuant to Part 1.85, including winding down the affairs of the former Turlock Redevelopment Agency ("Agency") pursuant to Health and Safety Code Section 34177(h).

The Legislature adopted AB 1484 on June 27, 2012, significantly amending Part 1.85, including Health and Safety Code Section 34173(h) to authorize the City to loan or grant funds to the Successor Agency for administrative costs, enforceable obligations, or project-related expenses at the City's discretion and to specify that an enforceable obligation shall be deemed to be created for repayment of such loans. Pursuant to Health and Safety Code Sections 34178(a) and 34180(h), with the approval of the oversight board, the Successor Agency may enter into agreements with the City.

The need for this agreement arises out of the cashflow issues associated with the distribution of the Redevelopment Property Tax Trust Fund (RPTTF) dollars. These monies were previously known as tax increment dollars. As the Board may recall, in the dissolution laws a hierarchy was established for the distribution of RPTTF dollars. As these distributions relate to monies received by Turlock's Successor Agency, the order of distribution is bond debt service payments, other enforceable obligations, and then administrative costs.

At this time, there is not sufficient RPTTF distributed to Turlock's Successor Agency to fund administrative costs. Therefore, the City of Turlock is currently funding these costs. In order to be in a position to be reimbursed, our legal counsel has advised that the attached Resolution approving the Agreement be adopted. Then the City will keep track of the funding advanced for administrative costs and when there is sufficient RPTTF available, include a claim for these costs on a future ROPS.

Staff anticipates that there will be RPTTF available to pay for administrative costs once the public safety facility is completed. As with all other enforceable obligations, the enforceability of this agreement will be up to the California Department of Finance who, absent litigation, has final say as to the validity of all enforceable obligations.

**BEFORE THE OVERSIGHT BOARD TO THE  
SUCCESSOR AGENCY TO THE TURLOCK REDEVELOPMENT AGENCY**

**IN THE MATTER OF APPROVING THE  
EXECUTION OF A COOPERATIVE AGREEMENT  
FOR ADVANCE AND REIMBURSEMENT OF  
ADMINISTRATIVE, OVERHEAD AND OTHER  
EXPENSES BY AND BETWEEN THE  
SUCCESSOR AGENCY TO THE TURLOCK  
REDEVELOPMENT AGENCY AND THE CITY OF  
TURLOCK; AND TAKING CERTAIN ACTIONS IN  
CONNECTION THEREWITH**

**RESOLUTION NO. OB-2013-\_\_\_\_\_**

**WHEREAS**, Pursuant to Part 1.85 of the Community Redevelopment Law (commencing with Health and Safety Code Section 34170) ("Part 1.85"), the Successor Agency to the Turlock Redevelopment Agency ("Successor Agency") is required to undertake a number of actions related to winding down the affairs of the former Redevelopment Agency pursuant to Health and Safety Code Section 34177(h).

**WHEREAS**, In connection with the administration and operations of the Successor Agency, the Successor Agency is and will be utilizing the staff, facilities, and other resources of the City. The City Manager of the City serves as Executive Director of the Successor Agency, the Finance Director of the City serves as Finance Officer of the Successor Agency, and the City Clerk serves as Secretary to the Successor Agency. Planning, finance, engineering, public works, and other City departments devote and are expected to devote substantial time with respect to the administration and operations of the Successor Agency, including gathering information relating to the Redevelopment Agency's enforceable obligations, conferring with public officials representing governmental agencies, and undertaking other activities in connection with administration and operations of the Successor Agency.

**WHEREAS**, By providing and making available to the Successor Agency the staff, facilities, services, and other resources of the City, including, without limitation, consultants, legal counsel, office space, equipment, supplies, and insurance, necessary to the administration and operations of the Successor Agency, the City has advanced and will continue to advance the cost of the foregoing to the Successor Agency. The City and the Successor Agency desire to enter into an agreement to provide for an appropriate method of reimbursement of such advances by the Successor Agency to the City.

**WHEREAS**, Pursuant to Health and Safety Code Section 34171(d)(1)(F), contracts or agreements necessary for the administration or operation of the Successor Agency are enforceable obligations.

**WHEREAS**, Pursuant to Health and Safety Code Section 34173(h), the City may loan or grant funds to the Successor Agency for administrative costs, enforceable obligations, or project-related expenses at the City's discretion and to specify that an enforceable obligation shall be deemed to be created for repayment of such loans.

**WHEREAS**, Pursuant to Health and Safety Code Sections 34178(a) and 34180(h), the Successor Agency may enter into agreements with the City with the approval of the Oversight Board of the Successor Agency (the "Oversight Board").

**NOW, THEREFORE, THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE TURLOCK REDEVELOPMENT AGENCY HEREBY FINDS, DETERMINES, RESOLVES, AND ORDERS AS FOLLOWS:**

Section 1. The above recitals are true and correct and are a substantive part of this Resolution.

Section 2. The Oversight Board hereby approves the Cooperative Agreement for Advance and Reimbursement of Administrative, Overhead and other Expenses by and between the Successor Agency and the City attached hereto as Exhibit A and incorporated herein by reference (the "Agreement").

Section 3. The staff and the Board of the Successor Agency are hereby authorized and directed, jointly and severally, to do any and all things which they may deem necessary or advisable to effectuate this Resolution, and any such actions previously taken by such officers and staff are hereby ratified and confirmed.

**PASSED AND ADOPTED** by the Oversight Board to the Successor Agency to the Turlock Redevelopment Agency at its special meeting held on February 27, 2013, by the following vote:

AYES:  
NOES:  
NOT PARTICIPATING:  
ABSENT:

ATTEST:

\_\_\_\_\_  
Kellie E. Weaver, Secretary

**EXHIBIT A**

Cooperative Agreement for Advance and Reimbursement of  
Administrative, Overhead and other Expenses

## **COOPERATIVE AGREEMENT FOR ADVANCE AND REIMBURSEMENT OF ADMINISTRATIVE, OVERHEAD AND OTHER EXPENSES**

This COOPERATIVE AGREEMENT FOR ADVANCE AND REIMBURSEMENT OF ADMINISTRATIVE, OVERHEAD AND OTHER EXPENSES (this "Agreement") is entered into as of February 1, 2013, by and between the City of Turlock the "City") and the Successor Agency to the Turlock Redevelopment Agency (the "Successor Agency").

### **RECITALS:**

- A. The Successor Agency is required to undertake a number of actions pursuant to Part 1.85 of the Community Redevelopment Law (commencing with Health and Safety Code Section 34170) ("Part 1.85"), including winding down the affairs of the former Turlock Redevelopment Agency (the "Agency") pursuant to Health and Safety Code Section 34177(h).
- B. The Legislature adopted AB 1484 on June 27, 2012, significantly amending Part 1.85, including Health and Safety Code Section 34173(h) to authorize the City to loan or grant funds to the Successor Agency for administrative costs, enforceable obligations, or project-related expenses at the City's discretion and to specify that an enforceable obligation shall be deemed to be created for repayment of such loans.
- C. Pursuant to Health and Safety Code Sections 34178(a) and 34180(h), with the approval of the oversight board, the Successor Agency may enter into agreements with the City.
- D. In connection with the administration and operations of the Successor Agency, the Successor Agency is and will be utilizing the staff, facilities, and other resources of the City.
- E. The City Manager of the City serves as Executive Director of the Successor Agency, the Finance Director of the City serves as Finance Officer of the Successor Agency, and the City Clerk serves as Secretary to the Successor Agency. Planning, finance, engineering, public works, and other City departments devote and are expected to devote substantial time with respect to the administration and operations of the Successor Agency, including gathering information relating to the Agency's enforceable obligations, conferring with public officials representing governmental agencies, and undertaking other activities in connection with winding down the affairs of the Agency.
- F. By providing and making available to the Successor Agency the staff, facilities, services, and other resources of the City, including, without limitation, consultants, legal counsel, office space, equipment, supplies, and insurance, necessary to the administration and operations of the Successor Agency, the City has advanced and will continue to advance the cost of the foregoing to the Successor Agency.

- G. The City and the Successor Agency desire to enter into this Agreement to acknowledge the foregoing recitals and to provide for an appropriate method of reimbursement of such advances by the Successor Agency to the City.

**NOW, THEREFORE, THE PARTIES DO HEREBY AGREE AS FOLLOWS:**

**Section 1.** The City shall make available to the Successor Agency: (a) its staff, facilities, services, and other resources, including, without limitation, consultants, legal counsel, office space, equipment, supplies, and insurance, necessary to the administration and operations of the Successor Agency and the Successor Agency shall have access to the foregoing staff, facilities, services, and other resources of the City, and (b) funds for administrative costs, enforceable obligations, or project-related expenses.

**Section 2.** The value of the City staff, including all employee retirement and other benefits, facilities, services, and other resources of the City, including, without limitation, office space, equipment, supplies, and insurance, necessary to the administration and operations of the Successor Agency made, and to be made, available to the Successor Agency for each six-month fiscal period beginning with the fiscal period commencing on July 1, 2012 and ending on December 31, 2012, determined in accordance with Section 3 hereof, shall constitute an advance to the Successor Agency by the City for each six-month fiscal period, to be repaid in accordance with Section 4 of this Agreement.

**Section 3.** Following the end of each six-month fiscal period, beginning with the fiscal period commencing on July 1, 2012 and ending on December 31, 2012, the City Manager shall prepare and present to the Successor Agency: (i) an invoice for immediately preceding six-month fiscal period for (A) the value of City staff, including all employee retirement and other benefits, based on time records prepared by City staff, which shall describe the time devoted exclusively to matters directly related to the administration and operations of the Successor Agency, (B) the value of consultants and legal counsel based on invoices for services devoted exclusively to matters directly related to the administration and operations of the Successor Agency, (C) the fair rental value of office space and equipment made available to the Successor Agency, and (D) the value of supplies, insurance and other services and facilities provided by the City to the Successor Agency; and (ii) an invoice for any outstanding loans or advances, including any loan to the Successor Agency for administrative costs, enforceable obligations, or project-related expenses, pursuant to Health and Safety Code Section 34173(h), or any outstanding advances described in clause (i) above.

**Section 4.** Within a reasonable time after the City submits an invoice to the Successor Agency pursuant to Section 3, the Successor Agency shall pay to the City the amount of the invoice from available funds of the Successor Agency. In the event that insufficient funds are available to the Successor Agency, any unpaid amounts shall be carried over to the next six-month fiscal period and shall be included on the invoice presented to the Successor Agency pursuant to clause (ii) of Section 3 of this Agreement.

**Section 5.** The parties hereto agree to take all appropriate steps and execute any documents which may reasonably be necessary or convenient to implement the intent of this Agreement.

**Section 6.** Each party shall maintain books and records regarding its duties pursuant to this Agreement. Such books and records shall be available for inspection by the officers and agents of the other party at all reasonable times.

**Section 7.** This Agreement is made in the State of California under the Constitution and laws of the State of California, and is to be so construed.

**Section 8.** This Agreement will become effective upon approval of the Oversight Board to the Successor Agency.

**Section 9.** This Agreement may be amended at any time, and from time to time, by an agreement executed by both parties to this Agreement and approved by the Oversight Board to the Successor Agency.

**SUCCESSOR AGENCY TO THE TURLOCK REDEVELOPMENT AGENCY**

By \_\_\_\_\_  
Chair

ATTEST:  
\_\_\_\_\_  
Secretary

**CITY OF TURLOCK**  
By \_\_\_\_\_  
Mayor

ATTEST:  
\_\_\_\_\_  
City Clerk

APPROVED:  
\_\_\_\_\_  
Date

**OVERSIGHT BOARD TO THE SUCCESSOR AGENCY TO THE TURLOCK REDEVELOPMENT AGENCY**

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**OVERSIGHT BOARD**  
TO SUCCESSOR AGENCY TO THE  
TURLOCK REDEVELOPMENT AGENCY

**SYNOPSIS**

**February 27, 2013**

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**TITLE: APPROVAL OF ADMINISTRATIVE BUDGET FOR JULY 1, 2013  
THROUGH JUNE 30, 2014**

**REPORT PREPARED BY:** Marie Lorenzi, Senior Accountant, as Successor  
Agency Staff

**ACTION RECOMMENDED:**

**Resolution: Approving a Proposed Administrative Budget for the Fiscal  
Year July 1, 2013 through June 30, 2014 and Taking Certain  
Related Actions**

**EXECUTIVE SUMMARY:**

Pursuant to Part 1.85 of Division 24 of the California Health and Safety Code (the "Redevelopment Dissolution Law"), the Successor Agency must prepare a proposed administrative budget and a Recognized Obligation Payment Schedule ("ROPS") for each six-month fiscal period, both of which must be submitted to the Oversight Board for approval. Each proposed administrative budget must include all of the following: (1) estimated amounts for Successor Agency administrative costs for the applicable six-month fiscal period; (2) proposed sources of payment for the administrative costs; and (3) proposals for arrangements for administrative and operations services provided by the City or other entity.

**SUCCESSOR AGENCY RECOMMENDATION**

The Oversight Board must take action by resolution and must provide DOF, by electronic means, written notice and information about the Oversight Board's action.

Staff recommends that the Board approve the attached Resolution approving the Administrative Budget for July 1, 2013 through June 30, 2014.

While there is no specific timeframe for approving this Resolution in the dissolution law, because it has impacts on the ROPS for July – December 2013, Staff recommends approving both the Budget and ROPS at the same Board meeting. Approval of a ROPS for July – December 2013 is a separate agenda item before the Oversight Board.

## **ANALYSIS**

Under the Redevelopment Dissolution Law, an "Administrative Cost Allowance" is paid to the Successor Agency from property tax revenues allocated by the County Auditor-Controller. The Administrative Cost Allowance is defined as an amount, subject to the approval of the Oversight Board, which is up to 3% of the property tax allocated for enforceable obligations from the Redevelopment Property Tax Trust Fund by the County Auditor-Controller. The amount shall not be less than \$250,000 for any fiscal year unless the Oversight Board reduces this amount. The Administrative Cost Allowance is subject to reduction if there are insufficient funds to pay the enforceable obligations as listed on the ROPS.

The Redevelopment Dissolution Law is unclear regarding the required timing for the submission of the proposed administrative budget for the period from July 1, 2013 through December 31, 2013 (*i.e.*, the first half of fiscal year 2013-14) to the Oversight Board. However, because the Successor's Agency's administrative expenditures also have to be reflected on the ROPS, the administrative budget and the ROPS for the same period should be consistent.

The Administrative Budget currently before the Oversight Board is for the entire 2013-14 fiscal year. Because this budget will also be incorporated in the City of Turlock's annual budgeting process for fiscal year 2013-14 Staff is requesting approval of the full fiscal year's budget. Should changes occur between now and when the OB Administrative Budget for January – June 2014 is to be included on a ROPS, Staff will bring those changes back before the Oversight Board for their approval.

## **FISCAL IMPACT**

The proposed Administrative Budget before the Oversight Board for approval contemplates expending the entire allotted \$250,000 for administrative activities. These amounts will be included in the appropriate accounts of the City as part of the City's annual budget preparation process.

Staff anticipates that the proposed Administrative Budget will be expended equally over the fiscal year.

## **ENVIRONMENTAL IMPACT**

N/A

**BEFORE THE OVERSIGHT BOARD TO THE  
SUCCESSOR AGENCY TO THE TURLOCK REDEVELOPMENT AGENCY**

**IN THE MATTER OF APPROVING A PROPOSED } RESOLUTION NO. OB-2013-\_\_\_\_  
ADMINISTRATIVE BUDGET FOR THE FISCAL }  
YEAR JULY 1, 2013 THROUGH JUNE 30, 2014 }  
AND TAKING CERTAIN RELATED ACTIONS }  
\_\_\_\_\_ }**

**WHEREAS**, Pursuant to Health and Safety Code Section 34177(j), the Successor Agency to the Turlock Redevelopment Agency (the "Successor Agency") must prepare a proposed administrative budget for each six-month fiscal period (commencing each January 1 and July 1) and submit each proposed administrative budget to the Oversight Board for the Successor Agency (the "Oversight Board") for approval.

**WHEREAS**, In order to coordinate with the City of Turlock's annual budget process, there has been presented to this Board for approval a proposed administrative budget for the Successor Agency for the fiscal year from July 1, 2013 through June 30, 2014. Staff anticipates that the budget will be expended approximately evenly throughout the fiscal year.

**NOW, THEREFORE, THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE TURLOCK REDEVELOPMENT AGENCY, HEREBY FINDS, DETERMINES, RESOLVES, AND ORDERS AS FOLLOWS:**

Section 1. The above recitals are true and correct and are a substantive part of this Resolution.

Section 2. The Oversight Board hereby approves the proposed Administrative Budget 13-14A substantially in the form attached hereto as Exhibit A.

Section 3. The staff of the Successor Agency is hereby directed to provide the State Department of Finance ("DOF") written notice and information regarding the action taken by the Oversight Board in Section 2 of this Resolution. Such notice and information shall be provided by electronic means and in a manner of DOF's choosing.

Section 4. The officers of the Oversight Board and staff of the Successor Agency are hereby authorized and directed, jointly and severally, to do any and all things which they may deem necessary or advisable to effectuate this Resolution.

**PASSED AND ADOPTED** by the Oversight Board to the Successor Agency to the Turlock Redevelopment Agency at its special meeting held on February 27, 2013, by the following vote:

AYES:  
NOES:  
NOT PARTICIPATING:  
ABSENT:

ATTEST:

\_\_\_\_\_  
Kellie E. Weaver, Secretary

**EXHIBIT A**

**SUCCESSOR AGENCY TO THE TURLOCK REDEVELOPMENT AGENCY  
ADMINISTRATIVE BUDGET  
(July 1, 2013 through June 30, 2014)**

**EXHIBIT A**

**Successor to the Turlock Redevelopment Agency  
Administrative Budget for Fiscal Year 2013-14**

<b>Administrative Allowance</b>		
Successor Agency Staff	\$	201,000
Audit Services		7,000
Contract Administration - Mobile Home Park Subsidies		12,000
Supplies, meetings, training, advertising, IT, etc		5,000
Other Contractual Services (including legal)		25,000
<b>Total Administrative Allowance</b>	<b>\$</b>	<b>250,000</b>

note - the above amounts are estimates. The Successor Agency is allowed a minimum of \$250,000 in annual administrative costs. Direct out-of-pockets related to Succssor Agency activities will be paid first. The balance of the \$250,000 will be applied to Successor Agency staff time.