

COUNTY OF ALAMEDA COUNTYWIDE OVERSIGHT BOARD

RESOLUTION NUMBER NO. OB-2019-03

**A RESOLUTION OF THE COUNTY OF ALAMEDA
COUNTYWIDE OVERSIGHT BOARD**

**APPROVING THE ANNUAL RECOGNIZED OBLIGATION PAYMENT SCHEDULE
AND ADMINISTRATIVE BUDGET FOR THE SUCCESSOR AGENCY OF THE
EMERYVILLE REDEVELOPMENT AGENCY FOR
THE PERIOD JULY 1, 2019 - JUNE 30, 2020, PURSUANT TO SECTION 34177 OF
THE CALIFORNIA HEALTH AND SAFETY CODE**

WHEREAS, the Redevelopment Dissolution Law (AB 1X 26, enacted June 28, 2011, as amended by AB 1484, enacted June 27, 2012 and SB 107, enacted September 22, 2015) and Section 34177 of the Health and Safety Code required the successor agencies, among other things, to expeditiously wind down affairs of each former redevelopment agency (“RDA”), while continuing to meet the former RDA’s enforceable obligations, overseeing completion of redevelopment projects, and disposing of the assets and properties of the former RDA, all as directed by the successor agencies’ oversight boards pursuant to Health and Safety Code Section 34179; and

WHEREAS, Health and Safety Code Section 34179 (j) provided for the creation of a single Countywide Oversight Board (“Oversight Board”) commencing on and after July 1, 2018; and

WHEREAS, Section 34177 (o) of the Health and Safety Code requires the Successor Agency of the Emeryville Redevelopment Agency (“Successor Agency”), following approval by the Oversight Board, to submit to the State Department of Finance (“DOF”), and to the Alameda County Auditor-Controller (“County Auditor”) for review, the Recognized Obligation Payment Schedules (“ROPS”) in the manner provided by DOF no later than February 1; and

WHEREAS, Section 34177 (l) (1) of the Health and Safety Code requires the Successor Agency to prepare a ROPS listing the former RDA’s recognized enforceable obligations, payment sources, and related information for each one-year fiscal period; and

WHEREAS, commencing July 1, 2016, and for each fiscal year thereafter, the Successor Agency is entitled to an annual administrative cost allowance pursuant to Health and Safety Code Section 34171(b); and

WHEREAS, Section 34177 (j) of the Health and Safety Code requires the Successor Agency to prepare a proposed administrative budget (“Administrative Budget”) and submit it to the Oversight Board for approval; and

WHEREAS, the Successor Agency has prepared a draft of the ROPS and Administrative Budget for the period July 1, 2019 through June 30, 2020 for the ROPS 19-20 and Administrative Budget 19-20, respectively, and submitted to the Oversight Board for approval; and


WHEREAS, the Oversight Board held a public meeting on January 23, 2019, and considered the ROPS 19-20 and Administrative Budget 19-20 following the notice required by law.

NOW, THEREFORE, RESOLVED that the Oversight Board hereby approves “Administrative Budget for the period July 1, 2019 through June 30, 2020” attached to this resolution as Exhibit A. The Successor Agency is authorized to re-allocate expenditures between line item categories shown in the Administrative Budget and/or to retain outside services as needed to carry out the Successor Agency’s administrative responsibilities, provided that the total amount of the Administrative Budget is not exceeded.


FURTHER RESOLVED that the Oversight Board hereby approves “Recognized Obligation Payment Schedule for the period July 1, 2019 through June 30, 2020” attached to this resolution as Exhibit B.

PASSED AND ADOPTED at a regular meeting of the Oversight Board for the Successor Agency of the Emeryville Redevelopment Agency this 23rd day of January, 2019 by the following vote:

Board Members	Carson County Board of Supervisors	Halliday City Selection Committee	Sethy Ind. Special District Committee	Mack-Rose County Office of Education	Dela Rosa Chancellor of the CA Comm. College	O’Connell County Board of Supervisors (Public)	Katz Mulvey Recognized Employee Organization
AYES:	✓	✓	✓	✓	✓	✓	✓
NOES:							
ABSENT:							
ABSTAIN:							



 Chairperson,

ATTEST,


 Secretary of the Countywide Oversight Board
 of the County of Alameda

Successor Agency (SA) Administrative Budgets

Exhibit A

Administrative Allowance Charges

Departments/Functions

City Manager
 City Clerk
 City Attorney
 Administrative Services
 Public Works

**General Operating Costs (rent,
 insurance, equipment, etc.)**

Total

	19-20A Total (July - December)	19-20B Total (January - June)	ROPS 19-20 Total
	\$ 4,307	\$ 4,308	\$ 8,615
	4,435	4,435	8,870
	38,233	38,233	76,466
	124,033	124,033	248,066
	11,519	11,519	23,038
	19,038	19,037	38,075
	\$ 201,565	\$ 201,565	\$ 403,130

Tasks Include:

- Staff Meetings
- Staff Reports & Research
- Agendas & Minutes
- ROPS & Administrative Budget Preparation
- Overall SA Management
- Records Management & Website
- Maintenance of SA Property Information
- General Correspondence
- Attend Board Meetings
- Coordinate & Prepare SA Meetings
- Financial Management/Budgeting/Accounts Payable
- Annual Reporting

Recognized Obligation Payment Schedule (ROPS 19-20) - Summary
 Filed for the July 1, 2019 through June 30, 2020 Period

Successor Agency: Emeryville
 County: Alameda

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)	19-20A Total (July - December)	19-20B Total (January - June)	ROPS 19-20 Total
A Enforceable Obligations Funded as Follows (B+C+D):	\$ -	\$ 1,348,024	\$ 1,348,024
B Bond Proceeds	-	-	-
C Reserve Balance	-	81,607	81,607
D Other Funds	-	1,266,417	1,266,417
E Redevelopment Property Tax Trust Fund (RPTTF) (F+G):	\$ 4,567,565	\$ 13,646,470	\$ 18,214,035
F RPTTF	4,386,000	13,444,905	17,810,905
G Administrative RPTTF	201,565	201,565	403,130
H Current Period Enforceable Obligations (A+E):	\$ 4,567,565	\$ 14,994,494	\$ 19,562,059

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

Barbara Halliday, Chair

Name _____ Title _____
 is/ *Barbara Halliday* 1/23/19
 Signature _____ Date _____

Emeryville Recognized Obligation Payment Schedule (ROPS 19-20) - ROPS Detail

July 1, 2019 through June 30, 2020

(Report Amounts in Whole Dollars)

A	B	C	D	E	F	G	H	I	J	K	19-20A (July - December)										19-20B (January - June)					
											Fund Sources										Fund Sources					19-20B Total
											L	M	N	O	P	Q	R	S	T	U	V					
																						Bond Proceeds	Reserve Balance	Other Funds	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	ROPS 19-20 Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	19-20A Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	19-20B Total				
1	Administrative Cost Allowance Per Contract for services	Admin Costs	7/1/2019	6/30/2020	City of Emeryville	ADM-Finance Administrative Cost	Both	\$ 119,945,433	N	\$ 19,562,059	\$ 0	\$ 0	\$ 0	\$ 4,366,000	\$ 201,565	\$ 4,567,565	\$ 0	\$ 81,607	\$ 1,266,417	\$ 13,444,905	\$ 201,565	\$ 14,994,494				
4	Contract for services	Admin Costs	1/1/2015	6/30/2018	Renne Sloane Holtzman Sakai LLP	ADM-Oversight Board Legal Counsel Provide legal advice to Board	Both	403,130	Y	\$ 403,130					201,565	\$ 201,565					201,565	\$ 201,565				
10	Affordable Housing Option Agreement (Feb 15, 2011)	Remediation	2/15/2011	12/31/2023	City of Emeryville-Housing Successor	AH-3706 San Pablo Avenue/1025 MacArthur Remediation of 3706 SPA	Emeryville	0	Y	\$ -						\$ -						\$ -				
39	Professional Services Agreement (September 1, 2010)	Litigation	9/1/2010	6/30/2020	Cox Castle NicholSEN	ENV-Bay Street - Site B Cost Recovery Site B environmental cost recovery litigation	Emeryville	50,000	N	\$ 50,000				25,000		\$ 25,000					25,000	\$ 25,000				
40	Settlements w/ Chevron, Adams, Koeckritz, Robinson, UPRR (July 23, 2010); Agency v Robinson et al.; Alameda County Sup Ct, Case No. RG06-267594	Remediation	7/23/2010	6/30/2020	EKI, California EPA - DTSC, Clearwater & other vendors	ENV-Bay Street - Site B Groundwater Remediation Costs to remediate groundwater beneath Site B from on-site and off-site sources	Emeryville		N	\$ -						\$ -						\$ -				
41	Professional Services Agreement (10/6/04) and Amendments; 12/2/05; 5/19/06; 2/16/07; 2/19/07; 6/9/08; 12/16/08; 4/21/09; 7/21/09; 5/2/10; 9/21/10; 4/5/11; 6/18/13; 1/20/15; 6/16/15; 1/1/16	Remediation	10/6/2004	6/30/2023	Erler & Kalinowski (EKI)	ENV-Bay Street - Site B Groundwater Remediation Environmental engineer re on-going groundwater remediation at Site B	Emeryville	1,800,000	N	\$ 800,000				400,000		\$ 400,000					400,000	\$ 400,000				
43	Environmental Oversight Agreement	Remediation	6/27/2011	6/30/2019	California EPA - DTSC	ENV-Bay Street - Site B Groundwater Remediation Site B groundwater remediation oversight	Emeryville		Y	\$ -						\$ -						\$ -				
44	Professional Services Agreement PSA (3/31/2003); 1st Amendment to PSA (04/20/2004); 2nd Amendment to PSA (10/5/2011)	Remediation	3/31/2003	12/31/2022	Erler & Kalinowski (EKI)	ENV-Bay Street Site - A Groundwater Monitoring Environmental engineer re on-going groundwater monitoring at Bay Street/Site A	Shellmound	410,059	N	\$ 35,000				17,500		\$ 17,500					17,500	\$ 17,500				
45	Environmental Oversight Agreement (Amended 3/13/07)	Remediation	3/13/2007	6/30/2020	California EPA - DTSC	ENV-Bay Street Site - A Groundwater Monitoring Regulatory Oversight 7/20/98 12/31/22	Shellmound	20,000	N	\$ 20,000				10,000		\$ 10,000				10,000	\$ 10,000					
46	Settlement Agreement & Order (Feb 23, 2001) - Agency v Elementis; US District Ct, Case No. C99-03719 WHA	Remediation	2/23/2001	6/30/2020	Sherwin Williams	ENV-Bay Street Site - A Groundwater Monitoring Reimbursement of Groundwater Monitoring/Remediation Costs w/credit for sums paid to EKI	Shellmound		N	\$ -						\$ -						\$ -				
47	Disposition and Development Agreement (Section 212) - Long Term Risk Management Plan	Remediation	9/23/1999	6/30/2020	5616 Bay Street Investors LLC	ENV-Bay Street Site - A Groundwater Monitoring Responsible for costs of groundwater monitoring and remediation as between Agency and property owners	Shellmound		N	\$ -						\$ -						\$ -				
48	City/Agency Purchase & Sale Agreement (June 4, 2009) - Corp Yard/Jan 27, 2012 Claim of City of Emeryville-California Tort Claim Act	Remediation	6/4/2009	6/30/2018	City of Emeryville as Indemnitee	ENV-Corporation Yard Remediation Indemnification of City for costs of remediation and monitoring of soil and groundwater contamination	Emeryville	0	Y	\$ -						\$ -						\$ -				
49	Professional Services Agreement (September 1, 2010)	Legal	9/1/2010	6/30/2020	Cox Castle NicholSEN	ENV-Corporation Yard Remediation Legal services relating to recovery of remediation costs	Emeryville	3,700,000	N	\$ 3,700,000				2,100,000		\$ 2,100,000				1,600,000	\$ 1,600,000					
51	Professional Services Agreement (January 31, 2012); 1st Amendment (July 16, 2013); 2nd Amendment (August 27, 2015); Third Amendment (January 1, 2016); Fourth Amendment (November 15, 2016)	Remediation	1/31/2012	6/30/2023	Erler & Kalinowski (EKI)	ENV-Corporation Yard Remediation and monitoring of soil and groundwater contamination	Emeryville		Y	\$ -						\$ -						\$ -				
62	Contract for services	Professional Services	11/30/2009	3/31/2021	Lance Soll & Lungard	F-Finance Audit Services	Both	16,000	N	\$ 16,000				11,000		\$ 11,000				5,000	\$ 5,000					
63	Bank account	Fees	1/1/2015	6/30/2020	Wells Fargo Bank	F-Finance Bank fees	Both	2,500	N	\$ 2,500				1,250		\$ 1,250				1,250	\$ 1,250					
64	Bond Trustee Fees	Fees	9/1/1995	9/1/2034	Bank of New York Mellon	F-Finance Bond Trustee services	Both	7,500	N	\$ 7,500				7,500		\$ 7,500					\$ -					
67	Contract for services	Professional Services	1/12/1990	12/31/2020	MuniServices	F-Finance Property Tax Audit Services	Both	7,500	N	\$ 7,500				3,750		\$ 3,750				3,750	\$ 3,750					
80	Lease (3/2/1993)	Miscellaneous	3/2/1993	10/15/2018	Alameda County	PI-Amtrak Station Property Taxes for Amtrak Stn	Emeryville	0	Y	\$ -						\$ -						\$ -				
81	Lease (3/2/1993)	Property Dispositions	3/2/1993	10/15/2018	Wareham Development Corp	PI-Amtrak Station Obligation to purchase upon termination	Emeryville	0	Y	\$ -						\$ -						\$ -				
82	Amended and Restated Passenger Station Lease/Purchase	Property Dispositions	1/19/2000	10/15/2018	National Railroad Passenger Corp	PI-Amtrak Station Sublease of Amtrak station - obligation to sell upon termination	Emeryville	0	Y	\$ -						\$ -						\$ -				
103	Tax Allocation Revenue Bond covenants	Professional Services	7/1/2014	6/30/2020	Wildan Financial	F-Finance Annual Continuing Disclosure reporting	Both	3,000	N	\$ 3,000						\$ -				3,000	\$ 3,000					
104	Tax Allocation Revenue Bond covenants	Professional Services	7/1/2014	6/30/2020	PFM Group	F-Finance Arbitrage/Rebate calculations	Both	2,500	N	\$ 2,500				2,500		\$ 2,500						\$ -				
108	Lease (3/2/1993)	Property Maintenance	3/2/1993	10/15/2018	Wareham Development Corp	Amtrak Station Lease-Obligation to pay for maintenance costs	Emeryville	0	Y	\$ -						\$ -						\$ -				
116	Tax Allocation Refunding Bonds, 2014A Debt Service Payment	Refunding Bonds Issued After 6/27/12	9/3/2014	9/1/2034	Bank of New York Mellon	Full annual debt service for calendar year per bond docs. Interest payable March 1 and Sept 1, principal payable Sept 1	Both	96,842,250	N	\$ 9,769,250						\$ -				9,769,250	\$ 9,769,250					
117	Tax Allocation Refunding Bonds, 2014B Debt Service Payment	Refunding Bonds Issued After 6/27/12	9/3/2014	9/1/2031	Bank of New York Mellon	Full annual debt service for calendar year per bond docs. Interest payable March 1 and Sept 1, principal payable Sept 1	Both	13,210,994	N	\$ 1,350,679						\$ -		81,607	1,266,417	2,655	\$ 1,350,679					
120	Agreement Regarding SERAF Repayment Schedule	SERAF/ERAF	2/3/2015	9/1/2034	City of Emeryville Housing Successor	Repayment of SERAF shift per HSC 33690- Resolution No RD19-10	Both	0	Y	\$ -						\$ -						\$ -				
121	Environmental Oversight Agreement	Remediation	1/15/2019	6/30/2021	California EPA - DTSC	Env - South Bayfront Site B Groundwater Remediation Oversight	Shellmound	150,000	N	\$ 75,000				37,500		\$ 37,500				37,500	\$ 37,500					
122	Imminent & Substantial Endangerment Order	Remediation	1/15/2019	6/30/2020	California EPA - DTSC	Environmental - Corporation Yard Remediation Enforcement/Oversight	Emeryville	150,000	N	\$ 150,000				75,000		\$ 75,000				75,000	\$ 75,000					

Emeryville Recognized Obligation Payment Schedule (ROPS 19-20) - ROPS Detail

July 1, 2019 through June 30, 2020

(Report Amounts in Whole Dollars)

A	B	C	D	E	F	G	H	I	J	K	19-20A (July - December)					Q	19-20B (January - June)					W
											Fund Sources						Fund Sources					
											L	M	N	O	P		R	S	T	U	V	
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin 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	ROPS 19-20 Total						19-20A Total						19-20B Total
123	Professional Services Agreement	Remediation	1/15/2019	6/30/2020	Erler & Kalinowski (EKI)	Environmental -Corporation Yard - Remediation of soil and groundwater contamination pursuant to DTSC Imminent & Substantial Endagerment Order	Emeryville	2,995,000	N	\$ 2,995,000				1,500,000		\$ 1,500,000				1,495,000		\$ 1,495,000
124	Environmental Insurance Policy	Remediation	7/1/2019	6/30/2020	Integro Insurance Brokers	ENV - Site B - Environmental Pollution Legal Liability Insurance Policy	Emeryville	175,000	N	\$ 175,000				175,000		\$ 175,000						\$ -
125									N	\$ -						\$ -						\$ -
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Emeryville Recognized Obligation Payment Schedule (ROPS 19-20) - Report of Cash Balances
July 1, 2016 through June 30, 2017
(Report Amounts in Whole Dollars)

source is available or when payment from property tax revenues is required by an enforceable obligation. For tips on how to complete the Report of Cash Balances Form, see Cash Balance Tips Sheet .								
A	B	C	D	E	F	G	H	
		Fund Sources						
		Bond Proceeds		Reserve Balance	Other Funds	RPTTF		
ROPS 16-17 Cash Balances (07/01/16 - 06/30/17)		Bonds issued on or before 12/31/10	Bonds issued on or after 01/01/11	Prior ROPS RPTTF and Reserve Balances retained for future period(s)	Rent, Grants, Interest, etc.	Non-Admin and Admin	Comments	
1	Beginning Available Cash Balance (Actual 07/01/16) RPTTF amount should exclude "A" period distribution amount			8,925,755	829,176	0	June 30, 2016 beginning cash balance has been increased by \$31 from ROPS 18-19 report to reflect cash held by fiscal agent that is made available for debt service payment.	
2	Revenue/Income (Actual 06/30/17) RPTTF amount should tie to the ROPS 16-17 total distribution from the County Auditor-Controller				1,264,888	17,586,622		
3	Expenditures for ROPS 16-17 Enforceable Obligations (Actual 06/30/17)			8,177,188		16,581,567	The \$16.5M includes \$8.8M for debt service payment made in September 2017	
4	Retention of Available Cash Balance (Actual 06/30/17) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)							
5	ROPS 16-17 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 16-17 PPA form submitted to the CAC	No entry required					1,005,055	
6	Ending Actual Available Cash Balance (06/30/17) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)	\$ 0	\$ 0	\$ 748,567	\$ 2,094,064	\$ 0	\$1.29M was committed for the 17-18A ROPS period and \$200K was committed for the 17-18B period. The remaining \$1.34M is available for the 19-20B ROPS period (\$81K in reserve balance and \$1.26M in other funds).	

