

Pinole Oversight Board

2131 Pear Street
Pinole, CA 94564
Phone: (510) 724-8933
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www.ci.pinole.ca.us

February 27, 2013

Office of the Auditor-Controller
Contra Costa County
625 Court Street
Martinez, CA 94553-1282

Office of the Controller
State of California
P.O. Box 94250-5874
Sacramento, CA 94250-5874

Office of Director of Finance
State of California
Via e-mail: reddevelopmentadministration@dof.ca.gov

Honorable State and County Officials:

Pursuant to the requirements of Health & Safety Code Section 34177(l)(2)(B), the Pinole Successor Agency Oversight Board reviewed and approved the **FINAL Recognized Obligation Payment Schedule ("ROPS")** for the timeframe July through December 2013, at its Meeting at 2131 Pear Street, Pinole, California on February 27, 2013.

Enclosed is a copy of the Resolution adopting the **FINAL ROPS13-14A (July – December 2013)**, the **DOF STANDARDIZED FORMAT** disbursement schedule document, and a copy of the published agenda for the Meeting.

Please direct any questions or inquiries regarding the possible Payment Obligations directly to me at (510) 724-9823 (rloomis@ci.pinole.ca.us).

Respectfully Submitted,



Richard Loomis
City Finance Director

Enclosures (3)

Cc B. Espinosa, City Manager
P. Athenour, Agency Secretary
S. Downs, Assistant City Attorney

ATTACHMENT C

SUMMARY OF RECOGNIZED OBLIGATION PAYMENT SCHEDULE

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

Name of Successor Agency: PINOLE (CONTRA COSTA)

Outstanding Debt or Obligation	Total
Total Outstanding Debt or Obligation	\$65,640,254

Current Period Outstanding Debt or Obligation	Six-Month Total
A Available Revenues Other Than Anticipated RPTTF Funding	\$6,814,218
B Enforceable Obligations Funded with RPTTF	\$4,668,307
C Administrative Allowance Funded with RPTTF	\$125,000
D Total RPTTF Funded (B + C = D)	\$4,793,307
E Total Current Period Outstanding Debt or Obligation (A + B + C = E) <i>Should be same amount as ROPS form six-month total</i>	\$11,607,525
F Enter Total Six-Month Anticipated RPTTF Funding	\$4,212,373
G Variance (F - D = G) <i>Maximum RPTTF Allowable should not exceed Total Anticipated RPTTF Funding</i>	(\$580,934)

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 (lesser of Finance's approved RPTTF amount including admin allowance or the actual amount distributed)	\$3,670,446
I Enter Actual Obligations Paid with RPTTF	\$4,200,713
J Enter Actual Administrative Expenses Paid with RPTTF	\$157,696
K Adjustment to Redevelopment Obligation Retirement Fund (H - (I + J) = K)	\$0
L Adjustment to RPTTF (D - K = L)	\$4,793,307

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.

Maureen Jond

Name

vice chair-oversight Board

Title

/s/ MAURFEEN JOND

Signature

02-27-13

Date

Oversight Board Approval Date: February 27, 2013

**PINOLE (CONTRA COSTA)
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (BOPS 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	Funding Source					
									Bond Proceeds	Reserve Balance	Admin Allowance	RPTFF	Other	Six-Month Total
1	Non-housing 1998-A Tax Allocation Bonds	5/1/1998	8/1/2017	US Bank, National Trust	Indemnity Debt Service Payments for Principle & Interest	Pinole Vista	255,640,234	\$12,179,878	50	0	\$125,000	54,668,107	56,114,213	\$11,467,123
2	Non-housing 1998-B Tax Allocation Bonds	5/1/1998	8/1/2017	US Bank, National Trust	Indemnity Debt Service Payments for Principle & Interest	Pinole Vista	344,561	689,994	0	0	0	590,850	0	590,850
3	Housing 1999 Tax Allocation Bonds	8/1/1999	8/1/2016	US Bank, National Trust	Indemnity Debt Service Payments for Principle & Interest	Pinole Vista	3,652,467	907,980	0	0	0	841,305	0	841,305
4	Non-housing 2005-A Tax Allocation Bonds	7/1/2003	8/1/2017	US Bank, National Trust	Indemnity Debt Service Payments for Principle & Interest	Pinole Vista	4,178,163	832,750	0	0	0	769,138	0	769,138
5	Non-housing 2004-A Tax Allocation Bonds	9/1/2004	8/1/2023	US Bank, National Trust	Indemnity Debt Service Payments for Principle & Interest	Pinole Vista	20,114,474	998,478	0	0	0	511,076	0	511,076
6	Housing 2004-B Tax Allocation Bonds	9/1/2004	9/1/2020	US Bank, National Trust	Indemnity Debt Service Payments for Principle & Interest	Pinole Vista	8,943,440	769,098	0	0	0	587,006	0	587,006
7	Bond Indemnity Agreements	9/1/2004	9/1/2023	US Bank, National Trust	Trustee, Paying Agent & Dissemination Agent Fees for Bond Indemnities	Pinole Vista	133,000	21,000	0	0	0	12,250	0	11,250
8	Pinole Vista Shopping Center - Disposition & Development Agreement	3/20/1995	12/31/2065	TFC Pinole Vista, LLC	Capital Call for facility renovation for Shopping Center Project	Pinole Vista	0	0	0	0	0	0	0	0
9	PECOSD Cooperative Use Reimbursement	3/17/2005	6/1/2015	West Contra Costa Unified School District	Construction Cost Sharing for Recreational Facility (Soccer Field) located at School	Pinole Vista	500,000	0	0	0	0	347,144	152,856	500,000
10	Pinole Creek Restoration Project (Engineering Design Contract)	11/1/2010	11/1/2012	Wilson Engineering	Engineering Design for Phase 1 of Public Infrastructure	Pinole Vista	0	0	0	0	0	15,500	0	15,500
11	2810 Pinole Valley Road Mortgage Note	3/16/2004	4/16/2014	Ramon Dimantana	Real Estate Property Mortgage secured by land incorporated in the Pinole Valley Shopping Center Project	Pinole Vista	173,908	173,908	0	0	0	33,800	0	33,800
12	813-4835 Tennent Avenue Mortgage Note	9/27/2001	9/17/2017	John & Nancy Donkents	Real Estate Property Mortgage secured by land incorporated into Public Infrastructure Project (Youth Center)	Pinole Vista	310,171	67,946	0	0	0	33,973	0	33,973
13	811 Tennent Avenue Mortgage Note	11/6/2007	11/21/2017	John Collins, Trustee of the Collins Survivor's Trust	Real Estate Property Mortgage secured by land held for development of an Affordable Housing project	Pinole Vista	248,824	71,250	0	0	0	36,115	0	36,115
14	848 Tennent Avenue Mortgage Note	11/6/2007	11/1/2017	John Collins, Trustee of the Collins Survivor's Trust	Real Estate Property Mortgage secured by land used for Public Infrastructure (Public Parking Lot)	Pinole Vista	57,777	23,908	0	0	0	21,954	0	21,954
15	870 San Pablo Avenue Mortgage Note	4/1/2004	3/1/2011	Marcel Castancho	Real Estate Property Mortgage secured by land used for the Pinole Shores Business Park Project	Pinole Vista	0	0	0	0	0	0	0	0
16	870 San Pablo Avenue Mortgage Note	4/1/2004	3/1/2011	Angela Ruffa	Real Estate Property Mortgage secured by land used for the Pinole Shores Business Park Project	Pinole Vista	0	0	0	0	0	0	0	0
17	2300 San Pablo Avenue Property Lease	11/1/2005	10/31/2015	Wain Street Management	Commercial Building Space Lease for Downtown Restaurant Project (Pinole Plaza)	Pinole Vista	478,156	48,478	0	0	0	1,353	37,127	29,080
18	1838 San Pablo Avenue Land Lease	6/16/1982	6/16/2017	AT&T / SEC Communications	Public Parking Lot Land Lease	Pinole Vista	17,600	1,600	0	0	0	1,600	0	1,600
19	2390 San Pablo Avenue Tenant Improvement Agreement	7/22/2010	10/31/2025	Dale Moore Construction	Tenant improvement construction contract for Business Attraction Program	Pinole Vista	5,500	0	0	0	0	5,500	0	5,500
20	Housing & Non-housing Professional Services Agreement	4/3/2007	6/30/2016	Amerification Community Services	Monthly loan processing service for outstanding redevelopment loans to both individuals and business entities	Pinole Vista	41,910	3,810	0	0	0	1,619	0	1,619
21	Bond Indemnity Professional Service	9/1/2004	8/1/2023	BLX Group, LLC Inc.	Income Tax Arbitrage Analysis and IRS Tax Filing for Indemnity Reserve Investment Accounts	Pinole Vista	76,000	11,000	0	0	0	11,000	0	11,000
22	Pinole Vista & Valley Shopping Centers Professional Services Agreement	7/6/2010	3/31/2011	Thomas York Services, LLP	Accounting/Auditing Support Services for Shopping Center Projects	Pinole Vista	0	0	0	0	0	0	0	0
23	Pinole Vista & Valley Shopping Centers Consulting Services Agreement	9/7/2010	8/6/2011	Shelter Bay Retail Group	Project/Leasing Ground Lease Interests Consideration Services & Operational Management for Shopping Center Development Project	Pinole Vista	0	0	0	0	0	0	0	0
24	Pinole Vista Restaurant Phase Consulting Services Agreement	12/19/2008	12/14/2013	Shelter Bay Retail Group	Consulting Services for Financial Management for Restaurant Development Project	Pinole Vista	330,000	30,000	0	0	0	0	0	15,000
25	Affordable Housing Compliance Monitoring	6/30/2010	12/31/2011	Urban Futures, Inc.	Affordable Housing compliance monitoring services	Pinole Vista	295,680	16,880	0	0	0	0	0	26,880

PIHOKE (CONTRA COSTA)
 RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 15-164)
 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	Funding Source					
									Bond Proceeds	Reserve Balance	Admin Allowance	RPTFF	Other	
26	Financial Reporting Services Bond Indentures	9/7/1999	8/1/2023	H&L Coran & Cone	Property tax consulting/audit services related to pledged revenue property assessments	Pinole Vista	93,500	4,250	0	0	0	4,250	0	0
27	Financial Reporting Services Bond Indentures	5/27/2005		Mann, Urrutia, Nelson CPA's	Auditing services for discontinuing financial disclosure required by Bond Indentures	Pinole Vista	38,500	3,500	0	0	0	3,500	0	0
28	Pinole Chamber of Commerce Business Expenses 2012 & 2022	3/8/2011	3/8/2013	Pinole Chamber of Commerce	Coordinating services for annual "West County Business Exposition"	Pinole Vista	0	0	0	0	0	0	0	0
29	Pinole Shores Business Park Phase-2 Sales Commission Agreement	12/31/2008	9/30/2012	Cushman & Wakefield of California, Inc.	Sales Commission on sale of land parcel for Phase-2 development of the Pinole Shores Business Park	Pinole Vista	0	0	0	0	0	0	0	0
30	Successor Agency Administrative Cost Allowance	9/17/1973	4/1/2023	City of Pinole	Pinole Community Television recording and broadcasting of Oversight Board Meetings	Pinole Vista	19,800	0	0	1,500	0	0	0	1,500
31	Successor Agency Administrative Cost Allowance	9/27/1973	4/1/2023	City of Pinole	Payroll Cost Allocations for Administrative Staff Support of the Pinole Successor Agency	Pinole Vista	703,200	0	0	114,500	0	0	0	114,500
32	Reciprocal Estatement Agreement	12/17/2007	2/21/2017	Scott & Nancy Nuen	Grant for reimbursement of fees for use of refuse collection containers	Pinole Vista	19,800	0	0	0	0	1,800	0	2,800
33	Legal/Attorney Support Services Agreement	9/20/2005	9/20/2013	Meyses, Howe, Riback, Silver & White	Legal/Attorney Support Services	Pinole Vista	27,000	0	0	5,000	0	0	0	5,000
34	Unemployment Insurance Claims - former RDA Employees(s)	11/26/1007	2/1/2012	California Employment Development Department	Unemployment Cost of Benefits Claim(s)	Pinole Vista	25,900	0	0	0	0	12,600	0	12,600
35	Employment Severance Agreement		2/1/2012	Mary Dzuba	Employee Severance Agreement (Economic Development Director)	Pinole Vista	0	0	0	0	0	0	0	0
36	Professional Services Agreement	4/15/2010	4/16/2011	Restoration Design Group	Environmental Monitoring of Pinole Creek Restoration Project	Pinole Vista	0	0	0	0	0	0	0	0
37	Short-term Borrowing Agreement	2/16/2010	6/30/2016	City of Pinole	Repayment of SERAF payments (2009-10 & 2010-11) to state of California funding by Housing Set-Aside Fund	Pinole Vista	4,281,575	0	0	0	0	0	0	0
38	Temporary Cash-flow Borrowing Agreement	7/1/2012	1/15/2013	City of Pinole	Cash Flow Loan from General Fund for "Jan-Jun 2012 ROPS True-up" Demand Payment (07/12/12)	Pinole Vista	0	0	0	0	0	0	0	0
39	Other Post Employment Benefits	11/26/2007		City of Pinole	Post Employment Health Insurance for Redtree (Mary Dzuba)	Pinole Vista	84,047	18,667	0	0	0	8,889	0	8,889
40	Non-profit Housing Project - Trust Account	12/20/2003 [see Notes]	2/7/2012 [see Notes]	Pinole Assisted Living Community [CA 501(c)(3)]	Facility Repair settlement account resulting from construction defect lawsuit settlement process	Pinole Vista	6,972,945	6,331,756	0	0	0	0	6,331,756	8,352,755

PINOLE (CONTRA COSTA)
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 13-14A) -- Notes (Optional)
July 1, 2013 through December 31, 2013

Item #	Project Name / Debt Obligation	Notes/Comments
1	Non- housing 1998-A Tax Allocation Bonds	Active EO
2	Non-housing 1998-B Tax Allocation Bonds	Active EO
3	Housing 1999 Tax Allocation Bonds	Active EO
4	Non-housing 2003-A Tax Allocation Bonds	Active EO
5	Non-housing 2004-A Tax Allocation Bonds	Active EO
6	Housing 2004-B Tax Allocation Bonds	Active EO
7	Bond Indenture Agreements	Active EO
8	Pinole Vista Shopping Center - Disposition & Development Agreement	Enforceable Obligation discharged (DDA Dissolved) in June 2012 (2011-12)
9	WCCUSD Cooperative Use Reimbursement Agreement	Other funding authorization includes "notes payable" revenue scheduled for collection (2012-13) of \$152,856.
10	Pinole Creek Restoration Project Engineering Design Contract	Active EO
11	2810 Pinole Valley Road Mortgage Note	Active EO
12	613-635 Tennent Avenue Mortgage Note	Active EO
13	612 Tennent Avenue Mortgage Note	Actual reported includes \$6,021 "accrual" for December Mortgage Note Payment due in December 2012, that was paid 01/03/13.
14	648 Tennent Avenue Mortgage Note	Actual reported includes \$1,992 "accrual" for December Mortgage Note Payment due in December 2012, that was paid 01/03/13.
15	870 San Pablo Avenue Mortgage Note	Enforceable Obligation discharged (mortgage note paid-out) in April 2012 (2011-12)
16	870 San Pablo Avenue Mortgage Note	Enforceable Obligation discharged (mortgage note paid-out) in April 2012 (2011-12)
17	2300 San Pablo Avenue Property Lease	"Other" funding authorization includes "sub-lease" revenues scheduled for collection (2012-13) of \$27,727.
18	636 San Pablo Avenue Land Lease	Actual reported includes \$1,600 "accrual" for Annual Lease Payment due in December 2012, but not yet paid.
19	2300 San Pablo Avenue Tennent Improvement Agreement	Active EO -- construction project not yet complete.
20	Housing & Non-housing Professional Services Agreement	Active EO
21	Bond Indenture Professional Service Agreement	Active EO
22	Pinole Vista & Valley Shopping Centers Professional Services Agreement	Enforceable Obligation discharged (DDA Dissolved) in June 2012 (2011-12)
23	Pinole Vista & Valley Shopping Centers Consulting Services Agreement	Enforceable Obligation discharged (DDA Dissolved) in June 2012 (2011-12)
24	Pinole Vista Resturant Phase Consulting Services Agreement	Active EO
25	Affordable Housing Compliance Monitoring	Active EO
26	Financial Reporting Services Bond Indentures	Active EO
27	Financial Reporting Services Bond Indentures	Active EO
28	Pinole Chamber of Commerce Business Expos 2011 & 2012	Enforceable Obligation discharged (Economic Development Events performed) in 2011-12 and 2012-13.
29	Pinole Shores Business Park Phase-2 Sales Commission Agreement	Enforceable Obligation discharged (sales commission expired without execution) in October 2012 (2012-13)
30	Successor Agency Administrative Cost Allowance	Actual reported includes \$500 "accrual" for 10/03/2012 meeting paid on 02/06/13 (JE # 00-18)
31	Successor Agency Administrative Cost Allowance	Active EO
32	Reciprocal Easement Agreement	Active EO
33	Legal/Attorney Support Services Agreement	Active EO
34	Unemployment Insurance Claims - former RDA Employee(s)	Active EO
35	Employment Serverence Agreement	Enforceable Obligation discharged (employment severance paid-out) in January 2012 (2011-12)

RESOLUTION NO. 2013-01

RESOLUTION OF THE SUCCESSOR AGENCY OVERSIGHT BOARD OF THE CITY OF PINOLE REDEVELOPMENT AGENCY, COUNTY OF CONTRA COSTA, STATE OF CALIFORNIA, APPROVING A FINAL RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR JULY THROUGH DECEMBER OF 2013

WHEREAS, Assembly Bill x1 26 ("ABx1 26") was passed by the California State Legislature, signed by the Governor, and has been codified as part 1.8 of Division 24 of the California Health and Safety Code, commencing with Section 34161; and

WHEREAS, AB 26 requires successor agencies to continue to make all scheduled payments for enforceable obligations of their predecessor redevelopment agencies; and

WHEREAS, no later than March 1, 2013 successor agencies are required to adopt the third *Recognized Obligation Payment Schedule (ROPS)* that lists all of the former agencies outstanding payment obligations payable from July through December of 2013; and

WHEREAS, the semi-annual *ROPS* listing of obligations must include information for each obligation including:

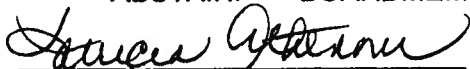
- A. The funding source for payment of each listed enforceable obligation,
- B. The payee,
- C. A short description of the nature of the work, product, service, facility or other thing of value for which payment is to be made,
- D. The amount of payments obligated to be made for the next six month "semi-annual" accounting period; and

WHEREAS, the City Finance Director has prepared the required *ROPS*, for review by the Pinole Successor Agency Oversight Board.

NOW THEREFORE, BE IT RESOLVED that the Oversight Board of the Successor Agency of the former City of Pinole Redevelopment Agency does hereby resolve that a final *Recognized Obligation Payments Schedule* for the period July through December of 2013, herein enclosed as Attachment C, is hereby approved.

PASSED AND ADOPTED at a regular meeting of the Oversight Board of the Successor Agency of the City of Pinole held on the 27th day of February, 2013 by the following vote:

AYES:	BOARDMEMBERS:	Drazba, Martinez-Rubin, Murray, Toms
NOES:	BOARDMEMBERS:	None
ABSENT:	BOARDMEMBERS:	Dotson, Long, Marquez
ABSTAIN:	BOARDMEMBERS:	None



Patricia Athenour
Secretary, Successor Agency Oversight Board

**PINOLE OVERSIGHT BOARD
AGENDA –
(OVERSIGHT BOARD FOR THE
SUCCESSOR AGENCY OF THE PINOLE
REDEVELOPMENT AGENCY)**

**FEBRUARY 27, 2013
4:00 – 6:00 P.M.**

**2131 Pear Street,
Pinole City Council Chambers
Pinole, California**



Whitney Dotson - EBRPD
Mary Drazba - City of Pinole
John Marquez - Contra Costa Community College
Norma Martinez-Rubin – Office of the County Superintendent of Schools
Peter Murray - City of Pinole
Debbie Long, Chair - Contra Costa County
Maureen Toms, Vice Chair - Contra Costa County

Public Comment: The public is encouraged to address the Oversight Board on any matter listed on the agenda or on any other matter within its jurisdiction subject to the rules of decorum to be described and acted on by the Board. If you wish to address the City Council or Agency Board, please complete the card that is provided at the rear entrance to the Council Chambers and hand the card to the City Clerk/Secretary. The Board will hear public comment on items listed on the agenda during discussion of the matter and prior to a vote. The Board will hear public comment on matters not listed on the agenda during Citizens to be Heard, Agenda Items 5.

Americans With Disabilities Act: In compliance with the Americans With Disabilities Act of 1990, if you need special assistance to participate in meeting, or you need a copy of the agenda, or the agenda packet in an appropriate alternative format, please contact the City Clerk's Office at (510) 724-8928. Notification at least 48 hours prior to the meeting or time when services are needed will assist the City staff in assuring that reasonable arrangements can be made to provide accessibility to the meeting or service. Assisted listening devices are available at this meeting. Ask the City Clerk if you desire to use this device.

Note: Staff reports are available for inspection at the Office of the City Clerk, City Hall, 2131 Pear Street during regular business hours, 8:00 a.m. to 4:30 p.m. Monday –Thursday and on the City of Pinole Website at www.ci.pinole.ca.us. You may also contact the City Clerk via e-mail at pathenour@ci.pinole.ca.us

1. CALL TO ORDER & PLEDGE OF ALLEGIANCE

2. ROLL CALL, CLERK'S REPORT & STATEMENT OF CONFLICT

An official who has a conflict must, prior to consideration of the decision: (1) publicly identify in detail the financial interest that causes the conflict; (2) recuse himself /herself from discussing and voting on the matter; and (3) leave the room until after the decision has been made, Cal. Gov't Code § 87200.

3. PUBLIC COMMENT

Citizens may speak under any item not listed on the Agenda. The time limit is 3 minutes and is subject to modification by the Chair. Pursuant to provisions of the Brown Act, no action may be taken on a matter unless it is listed on the agenda, or unless certain emergency or special circumstances exist. The Oversight Board may direct staff to investigate and/or schedule certain matters for consideration at a future meeting.

4. CONSENT CALENDAR MATTERS

- A. Approval of the Minutes of October 3, 2012

5. INFORMATIONAL MATTERS

- A. Status Update on the Due Diligence Review [Oral Report: Action: Receive Report (Loomis)]

6. MATTERS FOR CONSIDERATION

- A. Approval of the 2013-14A ROPS [OS Board Report 2013-01: Action: Receive Report & Adopt Resolution Per Staff Recommendation (Loomis)]

7. ADJOURNMENT

POSTED: February 21, 2013 at 4:00 P.M.

**Patricia Athenour, MMC
Pinole City Clerk / Clerk to the Board**

Documents regarding any item on this agenda, provided to a majority of the Oversight Board after distribution of the packet will be made available for public inspection at the Administration Counter at City Hall & during the meeting, in a binder located outside the Council Chambers, 2131 Pear Street, available during normal business hours. (Pursuant to SB 343-effective July 1, 2008)