Resolution No. OB 2013-09-25-02

STOCKTON SUCCESSOR AGENCY OVERSIGHT BOARD

RESOLUTION APPROVING A RECOGNIZED OBLIGATION PAYMENT SCHEDULE AND APPROVING CERTAIN RELATED ACTIONS

The Redevelopment Agency ("Redevelopment Agency") for the City of Stockton ("City") was duly created pursuant to the California Community Redevelopment Law (Part 1 [commencing with Section 33000] of Division 24 of the California Health and Safety Code) ("Redevelopment Law"); and

On June 28, 2011, the Governor of California signed into law Assembly Bill x1 26 ("AB x1 26") and Assembly Bill 27 ("AB 27") making certain changes to the Redevelopment Law, including adding Part 1.8 (commencing with Section 34161) and Part 1.85 (commencing with Section 34170) ("Part 1.85") to Division 24 of the California Health and Safety Code ("Health and Safety Code"); and

On December 29, 2011, the Supreme Court upheld AB x1 26 as constitutional and invalidated AB 27 (*California Redevelopment Association, et al. v. Matosantos, et al.,* Case No. S194861) and generally reformed and revised the effective dates and deadlines for performance of obligations under Health and Safety Code Part 1.85; and

As a result of the ruling, on February 1, 2012, all California redevelopment agencies were dissolved and each city or county was allowed to establish itself as the successor agency to its redevelopment agency pursuant to Health and Safety Code section 34173; and

On August 23, 2011, pursuant to Part 1.85, the Stockton City Council adopted Resolution No. 11-0251, allowing the City to serve as the successor agency to the former Redevelopment Agency of the City of Stockton ("Successor Agency") upon dissolution of the Redevelopment Agency; and

Successor agencies are tasked with paying, performing, and enforcing the enforceable obligations of the former redevelopment agencies and winding down the affairs of the former redevelopment agencies; and

Pursuant to Health and Safety Code section 34177(I)(1), the Successor Agency is required to prepare a Recognized Obligation Payment Schedule ("ROPS") prior to each six-month fiscal period; and

For each recognized obligation, the ROPS must identify one or more of the following sources of payment: (i) Low and Moderate Income Housing Funds, (ii) bond proceeds, (iii) reserve balances, (iv) administrative cost allowance, and (v) the Redevelopment Property Tax Trust Fund but only to the extent no other funding source is available or when payment from property tax revenues is required by an enforceable obligation or by the provision of Part 1.85 of AB x1 26; and

On June 27, 2012, the Governor of California signed into law Assembly Bill 1484 ("AB 1484") which imposes new tasks, deadlines, and penalties on successor agencies and their sponsoring City and/or County; and

Pursuant to AB 1484, the ROPS for January 1 through June 30, 2014, must be approved by the Oversight Board and submitted to the County Auditor-Controller, the State Controller's Office, California Department of Finance, and posted online no later than October 1, 2013; and

The Successor Agency's ROPS, which is consistent with the requirements of the Health and Safety Code and other applicable law, is attached to this Resolution as Exhibit "1"; and

This Resolution has been reviewed with respect to applicability of the California Environmental Quality Act ("CEQA"), the State CEQA Guidelines (California Code of Regulations, Title 14, Section 15000 et seq., hereafter the "Guidelines"), and the City's environmental guidelines; and

This Resolution is not a "project" for purposes of CEQA, as that term is defined by Guidelines section 15378, because this Resolution is an organizational or administrative activity that will not result in a direct or indirect physical change in the environment, per section 15378(b)(5) of the Guidelines; and

All of the prerequisites with respect to the approval of this Resolution have been met; now, therefore,

BE IT RESOLVED BY THE STOCKTON SUCCESSOR AGENCY OVERSIGHT BOARD, AS FOLLOWS:

- 1. The foregoing is true and correct and is a substantive part of this Resolution and all prerequisites to its adoption have occurred.
- 2. The adoption of this Resolution is not intended to and shall not constitute a waiver by the Successor Agency of any rights the Successor Agency may have to challenge the effectiveness and/or legality of all or any portion of AB x1 26 or AB 1484 through administrative or judicial proceedings.
- 3. The Oversight Board hereby approves the ROPS, attached hereto as Exhibit 1 and incorporated herein by this reference, to preserve its rights to make payments as authorized under Health and Safety Code section 34177.
- 4. The Executive Director, or designee, is hereby authorized and directed to submit the ROPS in accordance with Health and Safety Code section 34177(I)(2).
- 5. The Successor Agency determines that this Resolution is not a "project" for purposes of CEQA, as that term is defined by Guidelines section 15378, because this Resolution is an organizational or administrative activity that will not result in a direct or indirect physical change in the environment, per section 15378(b)(5) of the Guidelines.

- 6. This Resolution shall take effect five (5) business days following the date of its adoption.
- 7. The Executive Director, or designee, is hereby authorized to take such actions as are necessary and appropriate to comply with Health and Safety Code section 34177 and to carry out the purposes and intent of this Resolution.

PASSED, APPROVED, and ADOPTED September 25, 2013

PAUL SENSIBAUGH, Chair of the Stockton Successor Agency Oversight Board

ATTEST:

BONNIE PAIGE, Secretary of the Stockton Successor Agency

Oversight Board

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Recognized Obligation Payment Schedule (ROPS 13-14B) - Summary Filed for the January 1, 2014 through June 30, 2014 Period

Name	of Successor Agency:	Stockton City		
Name	of County:	San Joaquin		
Curre	nt Period Requested Fu	nding for Outstanding Debt or Obligation	on	Six-Month Total
	Enforceable Obligation		Property Tax Trust Fund (RPTTF) Funding	¢ 447.406
Α	Sources (B+C+D):			\$ 117,126
В	Bond Proceeds Fur	nding (ROPS Detail)		-
С	Reserve Balance F	unding (ROPS Detail)		-
D	Other Funding (RO	PS Detail)		117,126
Е	Enforceable Obligation	ns Funded with RPTTF Funding (F+G)	:	\$ 11,237,303
F	Non-Administrative	Costs (ROPS Detail)		10,910,003
G	Administrative Cost	s (ROPS Detail)		327,300
Н	Current Period Enforce	ceable Obligations (A+E):		\$ 11,354,429
Succe	ssor Agency Self-Repor	ted Prior Period Adjustment to Curren	t Period RPTTF Requested Funding	
I	Enforceable Obligation	s funded with RPTTF (E):		11,237,303
J	Less Prior Period Adjus	stment (Report of Prior Period Adjustment	s Column U)	
K	Adjusted Current Peri	od RPTTF Requested Funding (I-J)		\$ 11,237,303
Count	v Auditor Controller Rei	ported Prior Period Adjustment to Curr	ent Period RPTTF Requested Funding	
L		s funded with RPTTF (E):		11,237,303
M	· ·	stment (Report of Prior Period Adjustment	s Column AB)	
N		od RPTTF Requested Funding (L-M)		11,237,303
	cation of Oversight Board		Paul M. Sensibaugh, Chair	man
	` ,	f the Health and Safety code, I a true and accurate Recognized	Name	Title
		r the above named agency.	151 Pay SM Sande Pra	uch 9/25/12
			Signature	Date

Recognized Obligation Payment Schedule (ROPS) 13-14B - Report of Fund Balances (Report Amounts in Whole Dollars)

В	С	D	E	F	G	Н	1	J	K
				Fund	Sources				
	Bond P	roceeds	Reserve	Balance	Other	RP'	TTF		
			Review balances						
	Bonds Issued	Bonds Issued	retained for approved	RPTTF balances	Rent,				
	on or before	on or after	enforceable	retained for bond	Grants,				
Fund Balance Information by ROPS Period	12/31/10	01/01/11	obligations	reserves	Interest, Etc.	Non-Admin	Admin	Total	Comments
DPS III Actuals (01/01/13 - 6/30/13)								I I	
Beginning Available Fund Balance (Actual 01/01/13) Note that for the RPTTF, 1 + 2 should tie to columns L and Q in the									
Report of Prior Period Adjustments (PPAs)	21,158,199				_	-	_	\$ 21,158,199	
Revenue/Income (Actual 06/30/13) Note that the RPTTF amounts									
should tie to the ROPS III distributions from the County Auditor-	40.879				429,686	5.064.313	125 000	\$ 5,659,878	
	40,079	Part of the second			420,000	0,001,010	120,000	4 0,000,010	i i
Expenditures for ROPS III Enforceable Obligations (Actual 06/30/13) Note that for the RPTTF, 3 + 4 should tie to columns N									
and S in the Report of PPAs	593,944				229,051	3,374,191	125,000	\$ 4,322,186	
Retention of Available Fund Balance (Actual 06/30/13) Note that									
the Non-Admin RPTTF amount should only include the retention of reserves for debt service approved in ROPS III	20,605,134				200.635	1,690,122	-	\$ 22,495,891	
ROPS III RPTTF Prior Period Adjustment Note that the net Non-									
Admin and Admin RPTTF amounts should tie to columns O and T in			No entry required					s -	
the Report of PPAs.							Da. Da.		
Ending Actual Available Fund Balance (1 + 2 - 3 - 4 - 5)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
DPS 13-14A Estimate (07/01/13 - 12/31/13)									
Beginning Available Fund Balance (Actual 07/01/13) (C, D, E,	1 - 2								
G, and I = 4 + 6, F = H4 + F6, and H = 5 + 6)	\$ 20,605,134	\$ -	\$ -	\$ 1,690,122	\$ 200,635	\$ -	\$ -	\$ 22,495,891	
Revenue/Income (Estimate 12/31/13) Note that the RPTTF amounts should tie to the ROPS 13-14A									
distributions from the County Auditor-Controller	-	-		-	-	3,887,620		\$ 3,887,620	
Expenditures for 13-14A Enforceable Obligations									
(Estimate 12/31/13)	559,183	_		1,690,122	200,635	3,887,620		\$ 6,337,560	
Retention of Available Fund Balance (Estimate 12/31/13) Note that the RPTTF amounts may include the retention of reserves									
of for debt service approved in ROPS 13-14A	20,045,951	_		-		-		\$ 20,045,951	
1 Ending Estimated Available Fund Balance (7 + 8 - 9 -10)	\$ -	s -	s -	s -	\$ -	s -	s -	s -	

Recognized Obligation Payment Schedule (ROPS) 13-14B - ROPS Detail January 1, 2014 through June 30, 2014 (Report Amounts in Whole Dollars)

А	В	С	D	E	F	G	н	1 -	J	к	L	М	N	0	Р
												Funding Source			
										Non-Redev	(Non-RPTTF)	Tax Trust Fund	RPT	TF	
m #	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		Reserve Balance	Other Funds \$ 117,126	Non-Admin \$ 10,910,003	Admin \$ 327,300	Month Tota 11,354,4
1	Low/Mod Housing Bonds	Revenue Bonds	6/1/2003	9/1/2033	Wells Fargo Corporate	2003 Housing COP	Low/Mod	\$ 252,515,521 19,936,636	N	5 -	5 -	\$ 117,120	310,884	5 327,300	\$ 310,8
·		Issued On or Before 12/31/10			Trust										
2	Low/Mod Housing Bonds	Revenue Bonds Issued On or Before 12/31/10	7/1/2006	9/1/2037	Wells Fargo Corporate Trust	2006 Series C - Revenue Bond	Low/Mod	47,070,672	N				797,001		\$ 797,00
3	Redevelopment Revenue Bonds	Revenue Bonds Issued On or Before 12/31/10	7/1/2006	9/1/2037	Wells Fargo Corporate Trust	2006 Series A - Revenue Bond	Midtown	18,821,325	N				291,713		\$ 291,71
4	Redevelopment Revenue Bonds	Revenue Bonds Issued On or Before 12/31/10	7/1/2006	9/1/2037	Wells Fargo Corporate Trust	2006 Series A - Revenue Bond	South	35,591,288	N				565,769		\$ 565,76
5	Redevelopment Revenue Bonds	Revenue Bonds Issued On or Before 12/31/10	7/1/2006	9/1/2037	Wells Fargo Corporate Trust	2006 Series A - Revenue Bond	North	33,677,850	N				461,775		\$ 461,77
6	Redevelopment Revenue Bonds	Revenue Bonds Issued On or Before 12/31/10	7/1/2006	9/1/2013	Wells Fargo Corporate Trust	2006 Series B - Revenue Bond	Midtown	-	Y				-		\$
7	Redevelopment Revenue Bonds	Revenue Bonds Issued On or Before 12/31/10	7/1/2006	9/1/2012	Wells Fargo Corporate Trust	2006 Series B - Revenue Bond	South	-	Y				-		\$
8	Redevelopment Revenue Bonds	Revenue Bonds Issued On or Before 12/31/10	7/1/2006	9/1/2013	Wells Fargo Corporate Trust	2006 Series B - Revenue Bond	North	-	Y				-		\$
9	Redevelopment Revenue Bonds		3/1/2004	9/1/2036	Wells Fargo Corporate Trust	2004 Revenue Bond - Arena	Waterfront	78,171,946	N			7	1,046,773		\$ 1,046,77
10	Low/Mod Housing Bonds	Reserves	6/1/2003	9/1/2033	Wells Fargo Corporate Trust	2003 Housing COP: Retention for debt service in following period.	Low/Mod		N				685,884		\$ 685,88
11	Low/Mod Housing Bonds	Reserves	7/1/2006	9/1/2037	Wells Fargo Corporate Trust	2006 Series C - Revenue Bond: Retention for debt service in following period.	Low/Mod		Ν				1,327,001		\$ 1,327,00
12	Redevelopment Revenue Bonds	Reserves	7/1/2006	9/1/2037	Wells Fargo Corporate Trust	2006 Series A - Revenue Bond: Retention for debt service in following period.	Midtown		Ν				516,713		\$ 516,71
13	Redevelopment Revenue Bonds	Reserves	7/1/2006	9/1/2037	Wells Fargo Corporate Trust	2006 Series A - Revenue Bond: Retention for debt service in following beriod.	South		Ν				1,500,769		\$ 1,500,76
14	Redevelopment Revenue Bonds	Reserves	7/1/2006	9/1/2037	Wells Fargo Corporate Trust	2006 Series A - Revenue Bond: Retention for debt service in following beriod.	North		Ν				461,775		\$ 461,77
15	Redevelopment Revenue Bonds	Reserves	7/1/2006	9/1/2013	Wells Fargo Corporate Trust	2006 Series B - Revenue Bond: Retention for debt service in following period.	Midtown		Y				-		\$
16	Redevelopment Revenue Bonds	Reserves	7/1/2006	9/1/2013	Wells Fargo Corporate Trust	2006 Series B - Revenue Bond: Retention for debt service in following period.	North		Y				-		\$
17	Redevelopment Revenue Bonds	Reserves	3/1/2004	9/1/2036	Wells Fargo Corporate Trust	2004 Revenue Bond - Arena: Retention for debt service in following period.	Waterfront		Y				1,636,773		\$ 1,636,77
18	State Debt	Third-Party Loans	11/15/2001	8/1/2012	State Department of Boating and Waterways	DBAW Planning Loan	Waterfront	34,964	N				-		\$
19	Fee Deferral	Fees	11/26/2002	8/12/2058	Public Facility Fees	Development Impact fees for 612 Carlton Ave	Midtown	143,954	N				-		\$
20	Fee Deferral - WorkNet Office Bldg	Fees	8/4/2004	8/4/2059	Public Facility Fees	Development Impact fees for Worknet Office Building	Waterfront	196,950	N				-		\$
21	Fee Deferral - Cineplex	Fees	8/29/2003	8/29/2013	Public Facility Fees	Development Impact fees for Cineplex project	Waterfront	4,417	N				-		\$
22	Agency Vs. Union Oil	Litigation	9/28/2004		Brown & Winters and/or Union Oil	Union Oil Dispute Re: Ground Water Contamination	Waterfront	2,000,000	N				10,000		\$ 10,000

Recognized Obligation Payment Schedule (ROPS) 13-14B - ROPS Detail January 1, 2014 through June 30, 2014 (Report Amounts in Whole Dollars)

Α	В	С	D	E	F	G	н	Í.	J	к	L	м	N	0	Р
												Funding Source	•		
										Non-Redev	elopment Property (Non-RPTTF)	Tax Trust Fund	RPT	T.	
			Contract/Agreement	Contract/Agreement				Total Outstanding			(NON-RPITE)		RPT	IF.	
m #		Obligation Type	Execution Date	Termination Date	Payee	Description/Project Scope	Project Area Low/Mod	Debt or Obligation 4,994,348	Retired N	Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	Six-Month To
0.000	Price Vs. City of Stockton	Litigation	1/9/2006	12/31/2010	California Rural Legal Assistance	Tenant relocation assistance \$1,455,000: \$460,652 expended, remaining obligation \$994,348. Replacement of 185 housing units: 146 completed, remaining obligation 39 units @ 30% of AMI (estimated cost \$4M). "Subject to final determination by the parties.	3								
24	Civic Partners	Litigation	6/25/2005		Freeman, D'Aiuto, Pierce, Gurev, Keeling & Wolf	Developer Claims RDA Breached Contract (Estimated legal defense costs)	Waterfront	3,000,000	N				10,000		\$ 10
25	Agency vs. BNSF	Litigation	6/27/2005		Brown & Winters	Contamination at Worknet Site & Southpointe (Estimated litigation costs)	Waterfront	750,000	Z				10,000		\$ 10
26	Agency vs. BNSF	Litigation	6/27/2005		Barg Coffin Lewis & Trapp LLP	Contamination at Worknet Site & Southpointe Settlement Agreement	Waterfront	64,456	N				64,456		\$ 64
27	Agency vs. State (Caltrans)	Litigation	6/27/2005		Brown & Winters	Coincides with BNSF case, Caltrans is a former owner (Estimated litigation costs)	Waterfront	250,000	N				10,000		\$ 10
28	Agency vs. Colberg	Litigation	6/29/2005		Brown & Winters	Polanco Act corrective action trial (Estimated litigation costs)	Waterfront	2,000,000	N				10,000		\$ 10
29	AT&T Datacomm	OPA/DDA/Constructi on	4/14/2011	12/1/2012	AT&T Datacomm	Contract for installation of Security Cameras	Midtown	-	Y				-		\$
30	AT&T Datacomm	OPA/DDA/Constructi on	4/14/2011	12/1/2012	AT&T Datacomm	Contract for installation of Security Cameras	South	-	Y				-		\$
31	AT&T Datacomm	OPA/DDA/Constructi on		12/1/2012	AT&T Datacomm	Contract for installation of Security Cameras	North	, -	Y				-		\$
32	Vintage	OPA/DDA/Constructi on	7/1/2010	12/17/2012	Visionary Home Builders	Housing Loan	Low/Mod	-	Y				-		\$
33	Community of All Nations	OPA/DDA/Constructi on	3/16/2011		Visionary Home Builders	Housing Loan	Low/Mod	-	Y				-	71	\$
34	Wallace Kuhl & Associates	Professional Services	5/15/2007		Wallace Kuhl & Associates	South Shore	Waterfront	26,955	N				26,955		\$ 26
	Condor Earth Technologies	Professional Services	1/11/2008	6/30/2012		Marina Water Quality Testing	Waterfront	-	Y				-		\$
	Treadwell and Rollo Inc	Remediation	7/23/2008	6/30/2012		Parcel 2A & 24 Remediation	Waterfront	-	Y						\$
	Wallace Kuhl & Associates	Professional Services	8/12/2008	6/30/2012	Wallace Kuhl & Associates	Removal Action Plan for Promenade & South Pointe		-	Y				-		\$
38	D R Jolley Co	Professional Services	7/21/2010	6/30/2012	D R Jolley Co	McKinley Park caretaker Building Asbestos Removal	South	-	Y				-		\$
	Hotel Stockton	OPA/DDA/Constructi on			Hotel Stockotn Investors	Renovation of Hotel Stockton - for affordable housing	Low/Mod	69,426	N			69,426			\$ 69
	Remediation of Areas 24 and 4	Remediation	7/20/2009		City of Stockton	Remediation of lots north and south of Worknet site (Estimated cost of Remediation)		500,000	N				-		\$
41	Downtown Stockton Alliance	Property Maintenance	7/10/2007	12/31/2017	Downtown Stockton Alliance	DSA Assessment of RDA owned properties. PBID expiration is 12/31/2017. (Estimated assessments to be paid at \$50,000 per year for 5 years, may be longer if properties not sold)	Waterfront	200,000	N				50,500		\$ 50
42	Walgreens Project	OPA/DDA/Constructi	5/25/2011		Farmington Mariposa Development Co. LLC	Reimbursement Agreement Mariposa Walgreens		-	Y				-		\$
43	Property Maintenance	Property Maintenance		<i>y</i>	City of Stockton/TBD	Maintenance costs of RDA/SA-Owned properties (estimated annual cost)	All	50,000	N				25,000		\$ 25
44	SERAF Payment Loan from Low/Mod	SERAF/ERAF	4/26/2011	6/30/2016	Low/Moderate Income Housing Asset Fund	Repayment of loan from Low/Mod Housing funds to make SERAF payment in 2011	Midtown	944,376	N				-		\$
45	SERAF Payment Loan from Low/Mod	SERAF/ERAF	4/26/2011	6/30/2016	Low/Moderate Income Housing Asset Fund	Repayment of loan from Low/Mod Housing funds to make SERAF payment in 2011	South	944,376	N				-		\$
46	Loan to Waterfront	Miscellaneous			Low/Moderate Income Housing Asset Fund	To cover negative cash position of Agency	Waterfront	1,106,582	N				-		\$

Recognized Obligation Payment Schedule (ROPS) 13-14B - ROPS Detail January 1, 2014 through June 30, 2014 (Report Amounts in Whole Dollars)

Α	В	С	D	E	F	G	н	1	J	К	L	М	N	0	Р
												Funding Source			
										Non-Redev	elopment Property T	ax Trust Fund			
											(Non-RPTTF)		RPT	TF	
			Contract/Agreement	Contract/Agreement				Total Outstanding							
em#	Project Name / Debt Obligation	Obligation Type	Execution Date	Termination Date	Payee	Description/Project Scope	Project Area	Debt or Obligation	Retired	Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	Month Total
	Successor Agency Staff, Overhead, & Administrative Costs	Admin Costs			Successor Agency employees through City of Stockton	Salary, benefits, overhead, and administrative costs of the Successor Agency (Fiscal Year budget of \$750,000)	All	750,000	N			47,700		327,300	\$ 375,00
	Successor Agency Staff, Overhead, & Administrative Costs	Admin Costs			Successor Agency employees through City of Stockton	Salary, benefits, overhead, and administrative costs of the Successor Agency (Other Funding: Subsidy from City of Stockton per adopted budget)	All		Υ						\$
49	Pun & McGeady LLP	Dissolution Audits	6/26/2013	upon completion	Pun & McGeady LLP	Agreement to perform the due diligence reviews	All	15,000	N				15,000		\$ 15,00
50	Loan from City 12/13	City/County Loans After 6/27/11	8/24/2013		City of Stockton	For operating and administrative costs	All	450,000	N				450,000		\$ 450,000
51	Low/Mod Housing Bonds	Reserves	6/1/2003	9/1/2033	Wells Fargo Corporate Trust	2003 Housing COP: Replenish minimum reserve requirement per loan agreement.	Low/Mod		N		Α		228,212		\$ 228,212
52	Low/Mod Housing Bonds	Reserves	7/1/2006	9/1/2037	Wells Fargo Corporate Trust	2006 Series C - Revenue Bond: Replenish minimum reserve requirement per loan agreement.	Low/Mod		N				-		\$
53	Redevelopment Revenue Bonds	Reserves	7/1/2006	9/1/2037	Wells Fargo Corporate Trust	2006 Series A - Revenue Bond: Replenish minimum reserve requirement per loan agreement.	Midtown		N			4	25,204		\$ 25,204
54	Redevelopment Revenue Bonds	Reserves	7/1/2006	9/1/2037	Wells Fargo Corporate Trust	2006 Series A - Revenue Bond: Replenish minimum reserve requirement per loan agreement.	South		N				-		\$
55	Redevelopment Revenue Bonds	Reserves	7/1/2006	9/1/2037	Wells Fargo Corporate Trust	2006 Series A - Revenue Bond: Replenish minimum reserve requirement per loan agreement.	North		N						\$
56	Redevelopment Revenue Bonds	Reserves	3/1/2004	9/1/2036	Wells Fargo Corporate Trust	2004 Revenue Bond - Arena: Replenish minimum reserve requirement per loan agreement.	Waterfront		N				371,847		\$ 371,847
57	Loan from City 13/14	City/County Loans After 6/27/11	8/24/2013		City of Stockton	For operating and administrative costs	All	750,000	N						\$

I Successor Agend	cy (SA) Self-	reported Price	or Period Adj	ustments (P	PA):Pursuant to	o HSC Section	34186 (a), SA	s are required to	report the differe	nces between t	heir actual available	e funding and the	nir actual expend	tures for the RO	PS III (July thro	ugh December 201:	3) period. The am	ount of Redeve	lopment Property	Tax Trust Fund	ROPS III CAC P	PA: To be compl	eted by the CAC	upon submittal of	the ROPS 13-1	14B by the SA to	Finance and the		
approved for the H	KOPS 13-14B	C C	pugn June 20	e) period wii	F F	g SA's sell-rep	H H	I I	J	ection 34188 (a) also specifies that the prior period edistriments self-reported by SAs are subject to audit by the county auditor-controller (CAC) and the State Controller. CAC K L M N O P Q R S T U								V W X Y Z AA AB											
					Non-RPT	TF Expenditur	es											RPTTF	Expenditures										
		LMII (Includes LMIHF leview (DDR) ret	Due Diligence		Proceeds	Reserv (Includes Other	re Balance r Funds and Asser	ts Oth-	r Funds			Non-Admin					Admin			Net SA Non-Admin and Admin PPA	ļi.	Non-Admin CAC			Admin CAC		Net CAC Non- Admin and Admin PPA		
Project Name / Deb		Authorized	Actual	Authorized	Actual	Authorized		Authorized	Actual	Authorized	Available RPTTF (ROPS III distributed + all other available as of 1/1/13)	Net Lesser of Authorized/ Available	Actual	Difference (If M is less than N, the difference is zero)	Authorized	Available RPTTF (ROPS III distributed • all other available as of 1/1/13)	Net Lesser of Authorized / Available	Actual	Difference (if R is less than S, the difference is zero)	Net Difference (Amount Used to Offset ROPS 13-14B Requested RPTTF (O + T))	Net Lesser of Authorized / Available	Actual	Difference (if V is less than W, the difference is zero)	Net Lesser of Authorized J Available	Actual	Difference (If Y is less than 2 the difference is zero)	Net Difference (Amount Used to Offset ROPS 13-14B Requested RPTTF (X + AA)		
Project Name / Deb	S				\$ 593,94	4 \$ 103,26		\$ 509,449	\$ 429,686						\$ 125,000	\$ 125,000	\$ 125,000	\$ 125,000		5	s .	\$.	\$.	\$.	\$	- s .	s -	SA Comments	CAC Comme
Low/Mod Housing Be					16-					318,798				\$.			\$.	-	-	\$.		1	5			5 .	5		1
Low/Mod Housing Be Redevelopment Rev					105,326		4	-	-	709,112 291,713			707,050	\$.			\$.			s .			s .	TO STORY OF STREET	10000000	\$.	5		
Redevelopment Rev	renue Bonds				50,72					588,019	537,292	\$ 537,292	537,292	\$			\$.		\$	s .		525	\$.	1000000	1447.724	\$.	s .		
Redevelopment Rev	enue Bonds				43,981	1				461,775			417,794				s .			s .			\$			\$.	5		
Redevelopment Reversion Redevelopment Reversion					135	-	-	+	-	13,878	13,743		13,743	\$			5 .		\$.	\$.		10.10.10.10	\$				5		
Redevelopment Rev	enue Bonds				176					16,013	15,836	\$ 15,836	15,836				\$.			s .	20 - 20 - 3 Car	A 2 A 1 A	\$.	100000000000000000000000000000000000000	10 11/2 16	s .	5 .		
Redevelopment Revelopment Reve	enue Bonds				116	5				1,054,573	1,054,457		1,054,457				5 .			5 .		100 To 100 To 100	\$.	20 00000		\$.	5		1
Low/Mod Housing Bo										420,066			543,017				\$.			\$.		11.0.1 S. N	\$	1000000	176.76	\$.	\$		1
Redevelopment Reve										267,566 507,543			268,298 610,508				5 .			\$.			\$.			s .	s .		-
Redevelopment Rev						+				007,043	010,000		010,000	\$.			\$		\$	\$,934	C	V. T.	\$.	C.YS.		\$ 0.1	5		
Redevelopment Reve										267,566			268,298	\$.			\$.		s .	\$.			s .		1000	\$.	\$		-
Redevelopment Reve							+		200,635	698,824	- :	\$.	-	\$.			5 .		\$.	5 .			5	100000000000000000000000000000000000000	EAL S. P. S.	-	5		10.000
State Debt										0		\$		\$.			\$.			\$.			\$.	C. C. L. Cond	CONTRACT AN	\$	s .		27.3
Fee Deferral Fee Deferral - Workh	Net Office					-	-		-	0		\$	-	\$.	-		\$.		\$.	\$.		C. C	\$	Carlo	777	\$			
Bldg												\$.		\$.			s .		s .	s .	Long Addition	0.0.	\$.			\$.	s .		
Fee Deferral - Cinepl Agency Vs. Union Oi						-			-	0		\$.		s .			\$ -		s .	\$.		0.3	\$	1000	2 5 700000	\$.	5		W-100-100
Price Vs. City of Stoc	ckton									0		\$		\$			\$.		\$.	\$	TO KILL THE		\$.	100000000000000000000000000000000000000	POR BET	5	\$		12 12 12
Civic Partners									5,704	18,000		5		\$.			\$.		\$.	5			\$.		Fa. 10.00	\$.	5		
Agency vs. BNSF Agency vs. BNSF										64,456		\$ 40000		\$.			\$			\$	0.77		5	100000000000000000000000000000000000000	5% (X.CC	\$.	5		1907 / 212 7
Agency vs. State (Ca												\$.		\$.			\$.		s .	5			5 .	OR VEINGER	E 539 X	\$.	5		1 0 1 0 0 0
Agency vs. Colberg						-		-		0		s .		\$.	-		\$.		5	5 .			5 .	15.0	12.04.65	\$.	\$		
AT&T Datacomm												\$		\$.			\$.		s .	\$			\$.	020000000	11.0/14/11/11/11	s .	5		
AT&T Datacomm Vintage						-	-					s .		\$.	-		\$.		s .	\$.		4.6	\$.			\$.	5		-
Community of All Nat	tions			100,000	102,867	,						\$		5			\$.		\$	\$			\$.	14 2 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	0000000	\$.	\$.		111
Wallace Kuhl & Asso	ciates								2,059			s .		\$. \$.			s .		s .	\$			\$.			s .	\$		
Condor Earth Technol Treadwell and Rollo I						-	-					\$.		\$.	-		\$.		\$.	\$			\$	57,000 6 31	27.500 WY	5	\$		
Wallace Kuhl & Asso												\$		\$			\$.		\$	\$			\$			\$.	\$.		1
D R Jolley Co Hotel Stockton			-				_			-		\$.		\$	-		\$.		\$	5 .			\$		100000000000000000000000000000000000000	\$.	5		
Remediation of Areas	s 24 and 4									0		\$		5			\$		\$	\$	Pylic S		\$.	CHECK TANKS	02880	\$.	s .		
Downtown Stockton	Alliance				-				7,985	50,000	42,350	\$ 42,350	42,350	\$.	_		\$.		\$.	\$.			\$.	THE SECTION	0.000	s .	\$		
Walgreens Project Property Maintenano				265,775	265,775	-	+			0		\$.		\$.	-		\$.		\$ 1000	s vill	5.00		\$		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	\$.	\$		
SERAF Payment Loa Low/Mod	an from													•			5		\$	5			\$	La Mark		\$	\$		
SERAF Payment Los Low/Mod	an from									- 0		10.000000		144574								economic de	. 717.8	W. 1970	1000				
Low/Mod						+	_			0		\$.		\$.	-	-	\$.		\$	5 .		Contract of	\$.			\$.	\$		
Loan to Waterfront							-	-				CV TRESULVICIO		TOTAL COLUMN			7.100		CONTRACTOR	Mark Share	100 mm	THE WAY	615 530,70		51 A 32	1907 (2011)	Set 180 (100)		
Loan to Waterfront Successor Agency St	tell.																												

	Recognized Obligation Payment Schedule 13-14B - Notes January 1, 2014 through June 30, 2014
Item # 1 - 9 10 - 14 51 - 56	Notes/Comments Interest earnings on bond reserves used to offset and reduce debt service paid with RPTTF. Retention of RPTTF for calendar year debt service as required pursuant to bond loan agreements. Replenishment of minimum reserves as required pursuant to bond loan agreements.