

**RESOLUTION NO. 2013-02-OB**

**A RESOLUTION OF THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE MANTECA REDEVELOPMENT AGENCY 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**

RECITALS:

A. Pursuant to Health and Safety Code Section 34177(l), the Successor Agency to the Manteca 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.

B. 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 ("ROPS 13-14A"), 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 13-14A on the Successor Agency's website.

**NOW, THEREFORE, THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE MANTECA 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 13-14A, 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 13-14A 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 13-14A on the Successor Agency's Internet website (being a page on the Internet website of the City of Manteca).

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

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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.

**DATED:** February 26, 2013

**ROLL CALL:**

**AYES:** Boardmembers Harris, Madison, Shields, Thomas and Quaresma

**NOES:** None

**ABSENT:** Boardmembers Khan and Puenes-Griffith

**ABSTAIN:** None



**DARYLL QUARESMA  
CHAIRMAN**

**ATTEST:**



**JOANN TILTON, MMC  
AGENCY SECRETARY**

**SUMMARY OF RECOGNIZED OBLIGATION PAYMENT SCHEDULE**

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

Name of Successor Agency: **MANTECA (SAN JOAQUIN)**

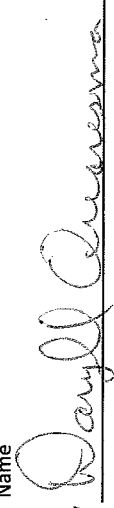
<b>Outstanding Debt or Obligation</b>	<b>Total</b>
Total Outstanding Debt or Obligation	\$124,291,702

<b>Current Period Outstanding Debt or Obligation</b>	<b>Six-Month Total</b>
A Available Revenues Other Than Anticipated RPTTF Funding	\$65,711,868
B Enforceable Obligations Funded with RPTTF	\$8,902,009
C Administrative Allowance Funded with RPTTF	\$0
D Total RPTTF Funded (B + C = D)	\$8,902,009
E Total Current Period Outstanding Debt or Obligation (A + B + C = E) <i>Should be same amount as ROPS form six-month total</i>	\$74,613,877
F Enter Total Six-Month Anticipated RPTTF Funding	\$8,902,009
G Variance (F - D = G) <i>Maximum RPTTF Allowable should not exceed Total Anticipated RPTTF Funding</i>	\$0

<b>Prior Period (July 1, 2012 through December 31, 2012) Estimated vs. Actual Payments (as required in HSC section 34186 (a))</b>	
H Enter Estimated Obligations Funded by RPTTF (lesser of Finance's approved RPTTF amount including admin allowance or the actual amount distributed)	\$3,988,934
I Enter Actual Obligations Paid with RPTTF	\$3,988,934
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)	\$8,902,009

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.

**DARYLL QUARESMA**  
 Name  
 Title  
 CHAIRMAN

/s/   
 Signature  
 February 26, 2013  
 Date



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	RPTT	Other	Six-Month Total	
33	Union Road Bridge Widening	12/31/2005		City of Manateca	Defined project per 2005/06 Bond Tax Certificates	Merged - Area 182	0	0	0	0	0	0	0	0	0
34	Access Rd Mills Candilli	12/31/2006		City of Manateca	Defined project per 2005/06 Bond Tax Certificates	Merged - Area 182	0	0	0	0	0	0	0	0	0
35	Property Acquisition	12/31/2005		City of Manateca	Defined project per 2005/06 Bond Tax Certificates	Merged - Area 182	0	0	0	0	0	0	0	0	0
36	Community Park Improvements	12/31/2005		City of Manateca	Defined project per 2005/06 Bond Tax Certificates	Merged - Area 182	0	0	0	0	0	0	0	0	0
37	Community Center	12/31/2005		City of Manateca	Defined project per 2005/06 Bond Tax Certificates	Merged - Area 182	0	0	0	0	0	0	0	0	0
38	2007 Trustee Fees	9/12/2002		US Bank Trust	2002 Bond Issue	Merged - Area 182	0	2,700	0	0	0	0	0	0	2,700
39	Parking Lot Lease	2/1/2004	1/31/2013	MRPS	114 N. Grant Ave	Merged - Area 182	0	69,500	0	0	0	0	0	0	69,500
40	Parking Lot Lease	2/1/2004	1/31/2013	MRPS	114 N. Grant Ave	Merged - Area 182	0	8,300	0	0	0	0	0	0	8,300
41	Parking Lot Lease	7/1/2006	10/7/2012	Nudean Costa and Bonnie Galles	173 E. Yosemite Ave	Merged - Area 182	0	10,150	0	0	0	0	0	0	10,150
42	OPA - Hope Family Shelter	11/16/2010		HOPE Ministries	HOPE Family Shelter Rehabilitation	Merged - Area 182	0	0	0	0	0	0	0	0	0
43	Low/Mod Affordable Housing Development	11/30/2004		City of Manateca	Anticipated use of housing bond proceeds for development of affordable housing projects. Implementing contracts to be awarded.	Merged - Area 182	0	331,010	331,010	0	0	0	0	0	331,010
44	Low/Mod Downpayment Assistance Grants	11/30/2004		City of Manateca	Anticipated use of housing bond proceeds to provide downpayment assistance to qualified buyers. Recipients to be identified as they qualify and secure housing.	Merged - Area 182	0	500,000	500,000	0	0	0	0	0	500,000
45	Courts Project	12/31/2005		City of Manateca	Defined project per 2005/06 Bond Tax Certificates	Merged - Area 182	0	5,000,000	5,000,000	0	0	0	0	0	5,000,000
46	South Area Regional Infrastructure	12/31/2005		City of Manateca	Defined project per 2005/06 Bond Tax Certificates	Merged - Area 182	0	15,000,000	15,000,000	0	0	0	0	0	15,000,000
47	Nicklesby/220 Interchange	12/31/2005		City of Manateca	Defined project per 2005/06 Bond Tax Certificates	Merged - Area 182	0	4,000,000	4,000,000	0	0	0	0	0	4,000,000
48	Union Road Bridge Widening	12/31/2005		City of Manateca	Defined project per 2005/06 Bond Tax Certificates	Merged - Area 182	0	15,500,000	15,500,000	0	0	0	0	0	15,500,000
49	Access Rd Mills Candilli	12/31/2006		City of Manateca	Defined project per 2005/06 Bond Tax Certificates	Merged - Area 182	0	1,225,000	1,225,000	0	0	0	0	0	1,225,000
50	Property Acquisition	12/31/2005		City of Manateca	Defined project per 2005/06 Bond Tax Certificates	Merged - Area 182	0	5,375,000	5,375,000	0	0	0	0	0	5,375,000
51	Community Park Improvements	12/31/2005		City of Manateca	Defined project per 2005/06 Bond Tax Certificates	Merged - Area 182	0	2,000,000	2,000,000	0	0	0	0	0	2,000,000
52	Community Center	12/31/2005		City of Manateca	Defined project per 2005/06 Bond Tax Certificates	Merged - Area 182	0	1,500,000	1,500,000	0	0	0	0	0	1,500,000

MANTECA (SAN JOAQUIN)

Pursuant to Health and Safety Code section 34186 (b)  
 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		Admin Allowance		RPTTF		Other
					Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual	
1	2002 Tax Allocation Revenue Bonds	US Bank Trust	Bond issue to fund non-housing project. Interest due October & April. Principal due October.	1	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
2	2002 Trustee Fees	US Bank Trust	Trustee fees	1										2,700	
3	2004 Merged Area Tax Housing Set Aside Allocation Refund Bonds	US Bank Trust	Bond issue to fund housing projects. Interest due October & April. Principal due October.	Merged										238,587	251,515
4	2004 Housing Trustee Fees	US Bank Trust	Trustee Fees	Merged										0	
5	2004 Merged Area Tax Allocation Refund Bonds	US Bank Trust	Bond issue to fund non-housing project. Interest due October & April. Principal due October.	Merged										1,248,864	0
6	2005 Trustee Fees	US Bank Trust	Trustee Fees	Merged										0	
7a	2005 Amended Project Area Variable Rate Refunding Bonds	Piper Jaffray	SWAP Payment	Merged					306,318					810,000	508,807
7b	2005 Amended Project Area Variable Rate Refunding Bonds	State Street Bank	Letter of Credit	Merged										60,000	60,000
7c	2005 Amended Project Area Variable Rate Refunding Bonds	State Street Bank	Letter of Credit Commitment Fees	Merged										690,000	670,744
7d	2005 Amended Project Area Variable Rate Refunding Bonds	Piper Jaffray	Remanding Fee	Merged										75,000	0
7e	2005 Amended Project Area Variable Rate Refunding Bonds	US Bank Trust	Annual Trustee Fees	Merged										0	0
7f	2005 Amended Project Area Variable Rate Refunding Bonds	US Bank Trust	Principal	Merged					690,000					690,000	0
8a	2006 Amended Merged Project Area Subordinate Tax Allocation Bonds	US Bank Trust	Bond issue to fund non-housing project. Interest due October & April. Principal due October.	Merged					904,896					2,282,392	0
8b	2006 Amended Merged Project Area Subordinate Tax Allocation Bonds	US Bank Trust	Trustee Fees	Merged										0	0
10	OPA	HOPE Ministries	HOPE Family Shelter Rehabilitation	Merged										157,669	0
11	Pre-Development Loan	HOPE Ministries for LDA Partners	HOPE Family Shelter Rehabilitation	Merged										5,471	0
12	Lease	Sophia Trust	Lease property for 10 years	Merged										0	0
13	Professional Service Agreement	Ron Falgout	Aganiser	Merged										1,235	0
14	Parking Lot Lease	Nadeem Ojha & Bonnie Galas	173 E. Yosemite Ave Lease	Merged					2,400					500	500
15	Parking Lot Lease	MFEPS	133 N. Grant Avenue Lease	Merged					2,016					0	0
16	Parking Lot Lease	MFEPS	114 N. Grant Avenue Lease	Merged					1,440					0	0
17	Parking Lot Lease	FEEM	230 & 432 N Main Street Lease	Merged					0					0	0
18	Mosquito Abatement	San Joaquin County Mosquito & Vector Control District	Mosquito abatement of RDA properties	Merged										0	0
19	Property tax on RDA properties	Shelby Edm	Annual RD 17 property tax on RDA properties	Merged										0	0
20	PEBS	PEBS	PEBE bill for property owned by RDA	Merged										11,700	3,477
21	Supplemental Retirement Benefits	PEBS	Supplemental Retirement for prior Resource Director	Merged										8,850	8,850
22	Routine Health Benefits	PEBS	Routine Health Benefits former employees	Merged										8,793	8,950

MANTECA (SAN JOAQUIN)

RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 13-14A) – Notes (Optional)

July 1, 2013 through December 31, 2013

Item #	Project Name / Debt Obligation	Notes/Comments
1	2002 Tax Allocation Revenue Bonds	Other funding source - GIC Interest on debt service reserve fund. Reserve balance includes debt service requirements through June 30, 2014. Per H&S Code Section 34171(d)(1)(A)-A a reserve may be held when required by the bond indenture or when the next property tax allocation will be insufficient to pay all obligations due under the provisions of the bond for the next payment due in the following half of the calendar year.
2	2004 Merged Area Tax Housing Set Aside Allocation Refund Bonds	Reserve balance includes debt service requirements through June 30, 2014. Per H&S Code Section 34171(d)(1)(A)-A a reserve may be held when required by the bond indenture or when the next property tax allocation will be insufficient to pay all obligations due under the provisions of the bond for the next payment due in the following half of the calendar year.
3	2004 Housing Trustee Fees	
4	2004 Merged Area Tax Allocation Refund Bonds	Reserve balance includes debt service requirements through June 30, 2014. Per H&S Code Section 34171(d)(1)(A)-A a reserve may be held when required by the bond indenture or when the next property tax allocation will be insufficient to pay all obligations due under the provisions of the bond for the next payment due in the following half of the calendar year.
5	2004 Trustee Fees	
6	2005 Amended Project Area Variable Rate Refunding Bonds	
7	2005 Amended Project Area Variable Rate Refunding Bonds	Estimated swap payment due on variable rate bond issue. Actual amount of interest due is calculated monthly based on LIBOR. Reserve balance includes debt service requirements through June 30, 2014. Per H&S Code Section 34171(d)(1)(A)-A a reserve may be held when required by the bond indenture or when the next property tax allocation will be insufficient to pay all obligations due under the provisions of the bond for the next payment due in the following half of the calendar year.
8	2005 Amended Project Area Variable Rate Refunding Bonds	Estimated letter of credit fees assuming non-renewal of LOC which is due to expire May 13, 2013. Actual fees may vary if LOC is renewed prior to May 1, 2013. Reserve balance includes debt service requirements through June 30, 2014. Per H&S Code Section 34171(d)(1)(A)-A a reserve may be held when required by the bond indenture or when the next property tax allocation will be insufficient to pay all obligations due under the provisions of the bond for the next payment due in the following half of the calendar year.
9	2005 Amended Project Area Variable Rate Refunding Bonds	
10	2005 Amended Project Area Variable Rate Refunding Bonds	Estimated letter of credit commitment fees assuming non-renewal of LOC which is due to expire May 13, 2013. Actual fees may vary if LOC is renewed prior to May 1, 2013. Reserve balance includes bond requirements through June 30, 2014. Per H&S Code Section 34171(d)(1)(A)-A a reserve may be held when required by the bond indenture or when the next property tax allocation will be insufficient to pay all obligations due under the provisions of the bond for the next payment due in the following half of the calendar year.
11	2005 Amended Project Area Variable Rate Refunding Bonds	Estimated remarketing fees. Reserve balance includes debt service requirements through June 30, 2014. Per H&S Code Section 34171(d)(1)(A)-A a reserve may be held when required by the bond indenture or when the next property tax allocation will be insufficient to pay all obligations due under the provisions of the bond for the next payment due in the following half of the calendar year.
12	2005 Amended Project Area Variable Rate Refunding Bonds	Reserve balance includes required quarterly mandatory payments due assuming non-renewal of LOC which is due to expire May 13, 2013. Total amount due for fiscal year also assumes non-renewal of LOC. If LOC is renewed prior to May 1, 2013 actual amounts due will vary from estimates.
13	2005 Amended Project Area Variable Rate Refunding Bonds	
14	2006 Amended Merged Project Area Subordinate Tax Allocation Bonds	Reserve balance includes debt service requirements through June 30, 2014. Per H&S Code Section 34171(d)(1)(A)-A a reserve may be held when required by the bond indenture or when the next property tax allocation will be insufficient to pay all obligations due under the provisions of the bond for the next payment due in the following half of the calendar year.
15	2006 Amended Merged Project Area Subordinate Tax Allocation Bonds	
16	Lease	
17	Parking Lot Lease	Payment due in second half of fiscal year. Will be requested on ROPS 13-14B
18	Mosquito Abatement Assessment	Estimated annual payment. Actual amount due is not levied until after July 1 of each year.
19	Property tax on RDA properties	Estimated annual payment. Actual amount due is not levied until after July 1 of each year and is due in two installments.
20	Utilities	Estimated amount due based on current actual charges.
21	Supplemental Retirement Benefits	
22	Retiree Health Benefits	Due to MOU change, retiree health benefits are now paid to PERS for the MEC portion and to MidAmerica Trust for remaining retiree obligation. Total retiree obligation remains unchanged.
23	Legal Costs	
24	Professional Service Agreement	Contract has expired as of 01/31/2012.
25	Professional Service Agreement	Contract is project specific and has been delayed pending FOC regarding use of unspent bond proceeds. Contract originally funded from RPTTF. Reserves represent remaining amount from original funding.
26	Professional Service Agreement	
27	Administrative Allowance	Requested amount is based on estimated RPTTF required to meet projected Enforceable Obligations for this period. Enforceable Obligations are based on non-renewal of LOC set to expire May 13, 2013.
28	Low/Mod Affordable Housing Development	See below line 43
29	Low/Mod Downpayment Assistance Grants	See below line 44
30	Courts Project	See below line 45
31	South Area Regional Infrastructure	See below line 46
32	McKinley/120 Interchange	See below line 47
33	Union Road Bridge Widening	See below line 48
34	Access Rd Milo Candini	See below line 49
35	Property Acquisition	See below line 50
36	Community Park Improvements	See below line 51
37	Community Center	See below line 52
38	2002 Trustee Fees	Annual fees due per bond requirements. This item was not listed on ROPS III since payment is due in the first half of fiscal year.
39	Parking Lot Lease	Estimated amounts needed for final maintenance and repairs required per contract upon completion of lease.
40	Parking Lot Lease	Estimated amounts needed for final maintenance and repairs required per contract upon completion of lease.
41	Parking Lot Lease	Estimated amounts needed for final maintenance and repairs required per contract upon completion of lease.
42	OPA	Funds retained to meet Enforceable Obligation per Meet and Confer finding letter dated 12/15/2012.
43	Low/Mod Affordable Housing Development	Payment will be pursuant to a Housing Bond Proceeds Funding Agreement, by and between the City, as the housing successor, and the Successor Agency, to be approved by the Oversight Board.
44	Low/Mod Downpayment Assistance Grants	Payment will be pursuant to a Housing Bond Proceeds Funding Agreement, by and between the City, as the housing successor, and the Successor Agency, to be approved by the Oversight Board.
45	Courts Project	Payment will be contingent on DOF's issuance of Finding of Completion pursuant to HSC 34179.7 and the Oversight Board's approval of a Bond Proceeds Funding Agreement to be entered into between the City and the Successor Agency.
46	South Area Regional Infrastructure	Payment will be contingent on DOF's issuance of Finding of Completion pursuant to HSC 34179.7 and the Oversight Board's approval of a Bond Proceeds Funding Agreement to be entered into between the City and the Successor Agency.
47	McKinley/120 Interchange	Payment will be contingent on DOF's issuance of Finding of Completion pursuant to HSC 34179.7 and the Oversight Board's approval of a Bond Proceeds Funding Agreement to be entered into between the City and the Successor Agency.
48	Union Road Bridge Widening	Payment will be contingent on DOF's issuance of Finding of Completion pursuant to HSC 34179.7 and the Oversight Board's approval of a Bond Proceeds Funding Agreement to be entered into between the City and the Successor Agency.
49	Access Rd Milo Candini	Payment will be contingent on DOF's issuance of Finding of Completion pursuant to HSC 34179.7 and the Oversight Board's approval of a Bond Proceeds Funding Agreement to be entered into between the City and the Successor Agency.
50	Property Acquisition	Payment will be contingent on DOF's issuance of Finding of Completion pursuant to HSC 34179.7 and the Oversight Board's approval of a Bond Proceeds Funding Agreement to be entered into between the City and the Successor Agency.
51	Community Park Improvements	Payment will be contingent on DOF's issuance of Finding of Completion pursuant to HSC 34179.7 and the Oversight Board's approval of a Bond Proceeds Funding Agreement to be entered into between the City and the Successor Agency.
52	Community Center	Payment will be contingent on DOF's issuance of Finding of Completion pursuant to HSC 34179.7 and the Oversight Board's approval of a Bond Proceeds Funding Agreement to be entered into between the City and the Successor Agency.
	Funding Source: RPTTF	Actual RPTTF available for the period of July 1 - December 31, 2013 will not be finalized by County Assessor's Office until after July 1. Amount requested on ROPS is based on actual requirements of Enforceable Obligations required for this time period. If insufficient funds are available in RPTTF, Agency requests the use of cash reserves on hand to meet current debt service requirements and other enforceable obligations. If LOC is renewed, Agency will revised estimates based on terms of renewal as approved by OB, SA, and DOF.

MANTECA (SAN JOAQUIN)

RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROP5 13-14A) -- Notes (Optional)

July 1, 2013 through December 31, 2013

Item #	Project Name / Debt Obligation	Notes/Comments
Funding Source	Reserves	Available reserves are based on estimated cash on hand. Actual amounts on hand will depend on funds required to meet 2005/06 bond requirements should the associated LOC set to expire on May 13, 2012 not be renewed. If insufficient funds are available in RPTTF, Agency requests the use of cash reserves on hand to meet current debt service requirements and other enforceable obligations. If LOC is renewed, Agency will revised estimates based on terms of renewal as approved by O&S, SA, and DOF.