

RESOLUTION NO. SA07-19

Resolution Of The City Of Emeryville As Successor Agency To The Emeryville Redevelopment Agency Approving And Adopting The Administrative Budget And Recognized Obligation Payment Schedule For The Period Of July 1, 2019 Through June 30, 2020 (ROPS 19-20) Pursuant To Section 34177 Of The California Health And Safety Code

WHEREAS, the California state legislature enacted Assembly Bill x1 26 to dissolve redevelopment agencies formed under the Community Redevelopment Law (Health and Safety Code Section 33000 et seq.) (the "Dissolution Act"); and

WHEREAS, on January 17, 2012 and pursuant to Health and Safety Code Section 34173, the City Council of the City of the City of Emeryville elected to have the City of Emeryville ("City") serve as successor agency ("Successor Agency") for the dissolved Emeryville Redevelopment Agency ("Redevelopment Agency") effective February 1, 2012; and

WHEREAS, on February 1, 2012, the former Redevelopment Agency was dissolved pursuant to Health and Safety Code Section 34172; and

WHEREAS, the Successor Agency is responsible for implementing the Dissolution Act, including the preparation of an administrative budget and the recognized obligation payment schedule (ROPS) pursuant to California Health and Safety Code Section 34177; and

WHEREAS, Health and Safety Code Section 34179 of the Dissolution Act provides for the appointment of an Oversight Board with specific duties to approve certain Successor Agency actions, including the approval of the Administrative Budget and the ROPS pursuant to Health and Safety Code Section 34177(j) and 34180(g), respectively; and

WHEREAS, the Successor Agency has reviewed and duly considered the staff report dated January 15, 2019, the documentation provided in support of the staff report, the testimony provided during the public meeting, the Administrative Budget, attached hereto as Exhibit A, and the Recognized Obligation Payment Schedule for the period of July 1, 2019 through June 30, 2020, attached hereto as Exhibit B; now, therefore, be it

RESOLVED, in accordance with Health and Safety Code Section 34177, the Successor Agency hereby approves and adopts the Administrative Budget, attached hereto as Exhibit A, and the Recognized Obligation Payment Schedule for the period July 1, 2019 through June 30, 2020, attached hereto as Exhibit B; and, be it, further

RESOLVED, that the Successor Agency hereby authorizes and directs the City Manager and Finance Director or their designees to file a copy of this Resolution and the Administrative Budget, attached hereto as Exhibit A, and the Recognized Obligation Payment Schedule for the period July 1, 2019 through June 30, 2020, attached hereto as Exhibit B, with the Alameda County Oversight Board, and to provide a copy thereof at the same time to the Department of Finance, the State Controller's Office, the Alameda County Administrative Officer, and the Alameda County Auditor- Controller; and, be it further

RESOLVED, that the Successor Agency hereby authorizes the City Manager, City Attorney and the Finance Director to initiate and engage in the meet and confer process with the Department of Finance in accordance with Section 34177(o) in the event any line item on the Recognized Obligation Payment Schedule for the period July 1, 2019 through June 30, 2020, is denied or rejected by the Department of Finance.

ADOPTED, by the City of Emeryville as Successor Agency to the Emeryville Redevelopment Agency at a regular meeting held Tuesday, January 15, 2019, by the following vote:

AYES:	<u>5</u>	Mayor Medina, Vice Mayor Patz, and Council Members Bauters, Donahue, and Martinez
NOES:	<u>0</u>	
ABSTAIN:	<u>0</u>	
ABSENT:	<u>0</u>	


MAYOR

ATTEST:


CITY CLERK

APPROVED AS TO FORM:


CITY ATTORNEY

ATTACHMENTS

- Exhibit A – ROPS 19-20 Admin Budget
- Exhibit B – Recognized Obligation Payment Schedule for the period July 1, 2019 through June 30, 2020

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	4,366,000	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 (o) 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.

Name

Title

/s/

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	L	M	N	O	P	Q	R	S	T	U	V	W
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 (July - December)					19-20A Total	19-20B (January - June)					19-20B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
								\$ 119,945,433		\$ 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
1	Administrative Cost Allowance Per	Admin Costs	7/1/2019	6/30/2020	City of Emeryville	ADM-Finance Administrative Cost	Both	403,130	N	\$ 403,130						\$ 201,565					201,565	\$ 201,565
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	0	Y	\$ -						\$ -						\$ -
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 Indemnatee	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 & Lunghard	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 Endagerment 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	L	M	N	O	P	Q	R	S	T	U	V	W
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 (July - December)					19-20A Total	19-20B (January - June)					19-20B Total
											Fund Sources						Fund Sources					
											Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
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
	ROPS 16-17 Cash Balances (07/01/16 - 06/30/17)	Fund Sources					Comments
		Bond Proceeds		Reserve Balance	Other Funds	RPTTF	
		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	
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).

Emeryville Recognized Obligation Payment Schedule (ROPS 19-20) - Notes July 1, 2019 through June 30, 2020

[illegible]

Emeryville Recognized Obligation Payment Schedule (ROPS 19-20) - Notes July 1, 2019 through June 30, 2020

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