OVERSIGHT BOARD RESOLUTION NO. 2014-04

A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE COMMUNITY DEVELOPMENT AGENCY OF THE MISSION VIEJO APPROVING CITY OF THE RECOGNIZED **OBLIGATION PAYMENT SCHEDULE 14-15A FOR THE SIX-MONTH** FISCAL PERIOD OF JULY 1, 2014 TO DECEMBER 31, 2014, SUBJECT TO SUBMITTAL TO, AND REVIEW BY THE DOF PURSUANT TO CALIFORNIA HEALTH AND SAFETY CODE, DIVISION 24, PART 1.85, AS AMENDED BY ASSEMBLY BILL 1484; AUTHORIZING THE POSTING AND TRANSMITTAL THEREOF: AND AUTHORIZING THE ADMINISTRATIVE SERVICES DIRECTOR, IN CONSULTATION WITH LEGAL COUNSEL, TO REQUEST AND COMPLETE MEET AND CONFER SESSION(S) WITH THE DOF AND TO MAKE AUGMENTATIONS, MODIFICATIONS, ADDITIONS OR REVISIONS AS MAY BE NECESSARY OR DIRECTED BY DOF.

WHEREAS, the former Community Development Agency of the City of Mission Viejo ("Agency") was established as a redevelopment agency that was previously organized and existing under the California Community Redevelopment Law, Health and Safety Code Section 33000, *et seq.* ("CRL"), and previously authorized to transact business and exercise powers of a redevelopment agency pursuant to action of the City Council of the City of Mission Viejo ("City"); and

WHEREAS, Assembly Bill x1 26 added Parts 1.8 and 1.85 to Division 24 of the California Health & Safety Code, which caused the dissolution of all redevelopment agencies and wind down of the affairs of former agencies, including as such laws were amended by Assembly Bill 1484 (together, the "Dissolution Laws"); and

WHEREAS, as of February 1, 2012 the Agency was dissolved pursuant to the Dissolution Laws, and as a separate public entity, corporate and politic the Successor Agency to the Community Development Agency of the City of Mission Viejo ("Successor Agency") administers the enforceable obligations of the former Agency and otherwise unwinds the former Agency's affairs, all subject to the review and approval by a seven-member oversight board ("Oversight Board"); and

WHEREAS, Section 34179 provides that the Oversight Board has fiduciary responsibilities to holders of enforceable obligations and the taxing entities that benefit from distributions of property tax and other revenues pursuant to Section 34188 of Part 1.85 of the Dissolution Laws; and

WHEREAS, Sections 34177(I)(2)(B), 34177(m), and 34179 provide that each ROPS is submitted to and duly approved by the Oversight Board; and

WHEREAS, the Dissolution Laws, as amended by AB 1484, and in particular Section 34177(m), require that the Recognized Obligation Payment Schedule for the 14-15A six-month fiscal period of July 1, 2014 to December 31, 2014, be submitted by

the Successor Agency, after approval by the Oversight Board, no later than March 1, 2014 ("ROPS 14-15A"); and

WHEREAS, pursuant to Section 34179.6 added by AB 1484, the Successor Agency submitted a copy of the ROPS 14-15A to the County Administrative Officer, the County Auditor-Controller, and the State Department of Finance ("DOF) at the same time that the Successor Agency submitted ROPS 14-15A to the Oversight Board for review; and

WHEREAS, the Oversight Board has reviewed the ROPS 14-15A presented by the Successor Agency and desires to approve the ROPS 14-15A and to authorize the Successor Agency to cause posting of such ROPS on the Successor Agency website, and to direct transmittal of such ROPS to the County Auditor-Controller, the State Controller's Office, and the DOF; and

WHEREAS, pursuant to Section 34177(m) for each ROPS submitted to the DOF, the DOF shall make its determination of the enforceable obligations and the amounts and funding sources of the enforceable obligations on each ROPS submitted no later than 45 days after submittal.

NOW, THEREFORE, BE IT RESOLVED BY THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE COMMUNITY DEVELOPMENT AGENCY OF THE CITY OF MISSION VIEJO:

Section 1. The foregoing recitals are incorporated into this Resolution by this reference, and constitute a material part of this Resolution.

Section 2. Pursuant to the Dissolution Laws, the Oversight Board approves the ROPS 14-15A submitted as Attachment 1 and incorporated by this reference; provided however, that the ROPS 14-15A is approved subject to the condition such ROPS is to be submitted to and reviewed by the DOF. Further, the Administrative Services Director, in consultation with legal counsel, shall be authorized to request and complete meet and confer session(s) with the DOF and make augmentations, modifications, additions or revisions as may be necessary or directed by DOF.

Section 3. The Oversight Board authorizes transmittal of the ROPS 14-15A to the County Auditor-Controller, the State Controller's Office, and the DOF.

Section 4. The Administrative Services Director of the Successor Agency or her authorized designee is directed to post this Resolution, including the ROPS 14-15A, on the Successor Agency website pursuant to the Dissolution Laws.

Section 5. Pursuant to Section 34179(h) as amended by Assembly Bill 1484, written notice and information about all actions taken by the Oversight Board shall be provided to the DOF by electronic means and in a manner of DOF's choosing. An Oversight Board's action shall become effective five (5) business days after notice in the manner specified by the DOF unless the DOF requests a review; provided however, that pursuant to Section 34177(m) as to each ROPS submitted the DOF shall make its

STATE OF CALIFORNIA)COUNTY OF ORANGE) ss.CITY OF MISSION VIEJO)

I, Sherry Merrifield, Secretary of the Oversight Board of the Successor Agency to the Community Development Agency of the City of Mission Viejo, hereby certify that the foregoing resolution was duly adopted by the Oversight Board at a regular meeting held on the 27th day of February 2014, and that it was so adopted by the following vote:

- AYES: Chairperson Breton, Vice-Chairperson Butterfield, Board Member Dyas, Board Member Hampton and Board Member Reardon
- NOES: None
- ABSENT: Board Member Peebles and Board Member Probolsky

Sherry Merrifield Sherry Merrifield, Secretary

Sherry Merrifield, Secretary Oversight Board of the Successor Agency to the Community Development Agency of the City of Mission Viejo

determination of the enforceable obligations and the amounts and funding sources of the enforceable obligations thereon no later than 45 days after submittal.

Section 6. The Secretary of the Oversight Board shall certify to the adoption of this Resolution.

APPROVED AND ADOPTED this 27th day of February 2014.

Robert D. Breton, Chair Oversight Board of the Successor Agency to the Community Development Agency of the City of Mission Viejo

ATTEST:

Sherry Merrefield

Sherry Merrifield, Secretary Oversight Board of the Successor Agency to the Community Development Agency of the City of Mission Viejo

APPROVED AS TO FORM: HARPER & BURNS LLP

John R. Harper, Esq. Oversight Board-Counsel

ATTACHMENT 1 TO OVERSIGHT BOARD RESOLUTION NO. 2014-04

RECOGNIZED OBLIGATION PAYMENT SCHEDULE 14-15A FOR THE SIX-MONTH FISCAL PERIOD OF JULY 1, 2014 TO DECEMBER 31, 2014

(attached)

Recognized Obligation Payment Schedule (ROPS 14-15A) - Summary Filed for the July 1, 2014 through December 31, 2014 Period

Name of Successor Agency:	Mission Viejo
Name of County:	Orange

Curren	Current Period Requested Funding for Outstanding Debt or Obligation	Six-Month Total
<	Enforceable Obligations Funded with Non-Redevelopment Property Tax Trust Fund (RPTTF) Funding Sources (B+C+D):	•
60	Bond Proceeds Funding (ROPS Detail)	
U	Reserve Balance Funding (ROPS Detail)	•
۵	Other Funding (ROPS Detail)	ı
ш	Enforceable Obligations Funded with RPTTF Funding (F+G):	\$ 2,005,970
LL.	Non-Administrative Costs (ROPS Detail)	1,880,970
U	Administrative Costs (ROPS Detail)	125,000
I	Current Period Enforceable Obligations (A+E):	\$ 2,005,970
Succes	Successor Agency Sett-Reported Prior Period Adjustment to Current Period RPTTF Requested Funding	
-	Enforceable Obligations funded with RPTTF (E):	2,005,970
٦	Less Prior Period Adjustment (Report of Prior Period Adjustments Column S)	(291,196)
¥	Adjusted Current Period RPTTF Requested Funding (i-J)	\$ 1,714,774
County	County Auditor Controller Reported Prior Period Adjustment to Current Period RPTTF Requested Funding	
-	Enforceable Obligations funded with RPTTF (E):	2,005,970
W	Less Prior Period Adjustment (Report of Prior Period Adjustments Column AA)	
z	Adjusted Current Period RPTTF Requested Funding (L-M)	2,005,970

Certification of Oversight Board Chairman: Pursuant to Section 34.177(m) of the Heatibl and Safety code. I hereby certify that the above is a true and accurate Recognized Obligation Payment Schedule for the above named agency.

Date Title Chairman 02/a7/14 Robert David Breton 1 Bert Signature Name Is/

	¢.			Six-Month Total	5 2,005,970	600,000		10,000		8,250				~	ATTACK AND		5,000		1,000	5 125,000	879,096				\$ 20,000		\$ 28,302	
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	ž	Funding Source	Trust Fund	Other Funds	•7										and the second													
			Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)	Reserve Balance	s				_																			
	¥		Non-Redevel	Bond Proceeds	++										Real Property lies													
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Necognit	u			- C			Arbitrage Compliance V Specialists, Inc.	Straditry Yocca Cartson E Rauth	Davis Company		artson		臣	City of Laguna	City of Laguna Niguel/RBF	City of Leguna Niguel RBF	Streeting Yooda Carlson	City of Leguna Ngue	Stradiing Yocca Carlson	TT		City of Maxim Very	Contractor	Strading Yocca Carlson	Ę	City of Minutory Veelo	City of Mission Viejo	
	ш			Contract/Agreement		9/1/2028	12/31/2028	9/1/2028	9/1/2028	9/1/2028	6/30/2033	6/30/2033	6/30/2013	6/30/2013	8/30/2013	6/30/2013	0130/2033	6/30/2013	6/30/2024	6/30/2015		6202023	6/30/2033	6/30/2033	6/30/2033	112028	8/30/2015	
	•			Contract/Agreement	Execution Data	5/1/1989	7/1/2010	2/20/2012	9/4/2002	7/1/2010	2/20/2012	9/4/2002	2/21/2011	2/21/2011	2/21/2011	2/21/2011	2/20/2012	1102/122	10/30/1995	B/4/2012		8002/0E/1	1/27/1993	7/30/2009	7/30/2009	£102/91/6	7/30/2009	
	U				Obligation Type	Bonds Issued On or Before 12/31/10	onds Issued On or efore 12/31/10	onds Issued Oh or elore 12/31/10	onds Issued On or efore 12/31/10	ionds Issued On or iefore 12/31/10	DPA/DDA/Constructi 2/20/2012	OPA/DDA/Construct	Improvement/infrastr	Improvement/Infrastr	Improvement/Infrasts	ucture Improvement/Infrastr	Irroroverriend Intrastr	underse and a state of the second sec	OPA/DDA/Constructi		d On or	Before 12/31/10 City/County Loans	OPA/DDA/Constructi	on Litigation	Litigation	ChyrCounty Loans On or Betore 8/27/11	City/County Loans On or Before 6/27/11	
	a				Project Name / Debt Obligation	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mati Immonement Pruted	emand sion Viejo Mall	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mail morevement Project	1999 Variable Rate Demand Revenue Bonds (Mission Viejo Mali Improvement Protect	5 1999 Variable Rale Demand Revenue Bonds (Mission Viejo Mail B Improvement Protect	Camino Capistrano Bridge	7 Camino Capistrano Bridge		Crown Valley Widening	Crown Valley Widening	Crown Valley Wildening	Crown Valley Widening	Crown Valley Widening	- tu	Kaleldoscope 15 Oversight Board Legal Costs		Dity Loans	19 Camino Capistrano Bridge	20-City Loans	21 City Loans	Cooperation and Loan Agreement Planuero to Health & Safety Code Section 24173/n1	City Loans related Legal (Jan2013- Jun2013)	
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		z		RPTTF	Non-Admin	106,500	1	464	12,887		2,100	000 000	F0C'707
		×	Funding Source	ax Trust Fund	Other Funds								
		L		Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)	Bond Proceeds Reserve Balance								
		х		Non-Redeve	Bond Proceeds								
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A - ROPS Detail		-			Total Outstanding Debt or Obligation	106,500		464	12,887		2,100		202,369
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Recogniz		Ľ			Davee	9		City of Mission Viejo	City of Mission Viejo		City of Mission Viejo		City of Mission Viejo
		w			Contract/Agreement Contract/Agreement	T		9/1/2028	9/1/2028		9/1/2028		6/30/2033
		٩			Contract/Agreement	5/1/1999		2/20/2012	5/1/1999		5/1/1999		1/1/2011
		U			Oblication Tune	Bonds Issued On or 5/1/1999	Before 12/31/10	Bonds Issued On ar 2/20/2012 Before 12/31/10	Bonds Issued On or 5/1/1999	Before 12/31/10	Bonds Issued On or	11/12/21 20095	RPTTF Shortfall
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Pursuant to Health and Safely Code section 34177(l), Redevelopment Property Tax Trust Fund (RPTTF) may be listed as a source of payment on the ROPS, but only to the extent no other funding source is available or when payment from property tax revenues is required by an enforceable obligation. Comments (1) 1,361,618 291 196 291,195 129,631 1,070,423 Non-Admin and RPTTF Admin Т 41 Interest, Etc. Rent, Grants, Other U 41 RPTTF distributed as reserve for next bond payment Prior ROPS u. Fund Sources Reserve Balance (Report Amounts in Whole Dollars) \$ Prior ROPS period balances and DDR balances relained 560,119 560,119 560,119 No entry required ш 4 Bonds Issued on or after 01/01/11 ۵ **Bond Proceeds** -4 Bonds Issued on or before 12/31/10 U Beginning Available Cash Balance (Actual 07/01/13) Note that for the RPTTF, 1 + 2 should the to columns J and O in the Report Note that for the RPTTF, 3 + 4 should tie to columns L and Q in the Report Retention of Available Cash Balance (Actual 12/31/13) Note that the RPTTF amount should only include the retention of reserves for debt service approved in ROPS 13-14A ROPS 13-14A RPTTF Prior Period Adjustment Vote that the RPTTF amount should tie to column S in the Report of PPAs. from the County Auditor-Controller during January 2014 Expenditures for 13-14B Enforceable Obligations (Estimate 06/30/14) Revenue/Income (Actual 12/31/13) Note that the RPTTF amounts should ite to the ROPS 13-14A distribution Incle that Chenry Auditor-Controller during June 2013 Expenditures for ROPS 13-14A Enforceable Obligations (Actual Revenue/income (Estimate 06/30/14) Note that the RPTTF amounts should tie to the ROPS 13-14B distribution Cash Balance Information by ROPS Period
 ROPS
 13-14B
 Estimate
 (01/01/14)

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 Beginning
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 Cash
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 (C, D, E, G = 4 + 6, F = H4 + F4 + F6, and H = 5 + 6)
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Recognized Obligation Payment Schedule (ROPS) 14-15A - Report of Cash Balances

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	Recognized Obligation Payment Schedule 14-15A - Notes July 1. 2014 through December 31, 2014
Item #	Notes/Comments ROPS Datail tab and PPA tab came pre-populated with incorrect items as listed below. Pursuant to DOF approval, Items 1-5 were deleted on the ROPS detail and
	PPA tabs. These were not Mission Viejo Successor Agency projects. The items have been renumbered.
	2004 AT 1ABS DSN AT 1ABS
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4	Promissory Note Merged Redevelopment (Santa Fe Project)
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202	8 9-acre SoCal Edison
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