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CITY OF SANTA MONICA and
8 SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF
9 THE CITY OF SANTA MONICA

Exempt from Filing Fees per Govt. Code § 6103

10 [Counsel list continued on next page]

11 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**
12 **FOR THE COUNTY OF SACRAMENTO**

13 CITY OF SANTA MONICA, a charter city and
municipal corporation; SUCCESSOR AGENCY
14 TO THE REDEVELOPMENT AGENCY OF THE
CITY OF SANTA MONICA, a public entity;
15 COMMUNITY CORPORATION OF SANTA
MONICA, a California non-profit benefit
16 corporation,

17 Petitioners and Plaintiffs,

18 v.
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20 CALIFORNIA STATE CONTROLLER JOHN
CHIANG, an individual sued in his official
21 capacity; CALIFORNIA DIRECTOR OF
FINANCE ANA J. MATOSANTOS, an individual
22 sued in her official capacity; CALIFORNIA
STATE BOARD OF EQUALIZATION, an agency
23 of the State of California; WENDY L.
WATANABE, LOS ANGELES COUNTY
24 AUDITOR CONTROLLER, an individual sued in
25 her official capacity; and DOES 1 through 100,
26 inclusive

27 Respondents and Defendants.

28 SANTA MONICA-MALIBU UNIFIED SCHOOL

CASE NO.: 34-2013-80001382

**STIPULATION TO ENTRY OF
JUDGMENT AND [PROPOSED]
JUDGMENT**

Hearing Date: February 14, 2014
Time: 11:00 a.m.
Dept.: 14

Hon. Eugene L. Balonon, Judge Presiding

Amended Petition Filed – May 30, 2013

1 DISTRICT; LOS ANGELES COUNTY FIRE
2 DISTRICT; LOS ANGELES COUNTY
3 DEPARTMENT OF PUBLIC WORKS; COUNTY
4 OF LOS ANGELES; LOS ANGELES WEST
5 COUNTY VECTOR CONTROL DISTRICT;
6 METROPOLITAN WATER DISTRICT OF
7 SOUTHERN CALIFORNIA; LOS ANGELES
8 COUNTY OFFICE OF EDUCATION; 2802 PICO,
9 L.P., a California limited partnership; 430 PICO,
10 L.P., a California limited partnership; HIGH
11 PLACE WEST, L.P., a California limited
12 partnership; HIGH PLACE EAST, L.P., a
13 California limited partnership; FAME SANTA
14 MONICA SENIOR APARTMENTS, L.P., a
15 California limited partnership; STEP UP ON
16 SECOND STREET, INC., a California nonprofit
17 benefit corporation; STEP UP ON COLORADO,
18 L.P., a California limited partnership; BANK OF
19 AMERICA, N.A.; MORLEY CONSTRUCTION
20 COMPANY; and ROES 101 through 200,
21 inclusive,

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Real Parties In Interest

Counsel List Continued

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Attorneys for Petitioners and Plaintiffs
CITY OF SANTA MONICA and SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE CITY OF SANTA MONICA

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Attorneys for Petitioner and Plaintiff
COMMUNITY CORPORATION OF SANTA MONICA

1 **STIPULATION**

2 Pursuant to California Code of Civil Procedure section 664.6, Petitioners City of
3 Santa Monica (the “City”), Successor Agency to the Redevelopment Agency of the City of
4 Santa Monica (the “Successor Agency”), and Community Corporation of Santa Monica
5 (“CCSM”), on the one hand (at times, collectively, “Petitioners”), and Respondents
6 California State Controller John Chiang, California Director of Finance Michael Cohen,
7 California State Board of Equalization (collectively, “State Respondents”), and Wendy L.
8 Watanabe, Los Angeles County Auditor-Controller (the “Auditor-Controller”; with State
9 Respondents, at times, collectively, “Respondents”; together with Petitioners, the “Parties”),
10 on the other hand, stipulate to entry of judgment as follows:

11 1. All real parties in interest have been served in this proceeding. Concurrent
12 with the filing of this Stipulation to Entry of Judgment (the “Stipulation”), Petitioners will
13 file with the Court requests for dismissal with prejudice of all named real parties in interest
14 (not previously dismissed), who shall be dismissed concurrently with entry of judgment on
15 this Stipulation.

16 2. Not later than July 15, 2015, the Successor Agency shall remit to the Auditor-
17 Controller the total sum of \$56,784, 229 (the “Final Remittance Amount”). The Final
18 Remittance Amount shall be paid in four (4) equal installments of \$14,196,057.25 on
19 January 15, 2014, July 15, 2014, January 15, 2015, and July 14, 2015. (Health & Saf. Code,
20 § 34179.6, subd. (h), para. (3).) The Successor Agency may, without penalty, pay the Final
21 Remittance Amount sooner than called for by the installment plan just set forth.

22 3. The Parties agree that, once paid, the Final Remittance Amount, in conjunction
23 with (a) the \$15,949,640 previously remitted by the Successor Agency to the Auditor-
24 Controller on or about July 12, 2012, (b) the \$12,518,741 previously remitted by the
25 Successor Agency to the Auditor-Controller on or about December 21, 2012, and (c) the
26 \$1,073,472 previously remitted by the Successor Agency to the Auditor-Controller on or
27 about May 15, 2013, represents the full remittance and payment to the Auditor-Controller of
28 all uncommitted or unobligated cash and cash-equivalent balances previously held by or paid

1 to the Redevelopment Agency of the City of Santa Monica (the “RDA”) and/or to the
2 Successor Agency, whether originating from the Low and Moderate Income Housing Fund
3 and/or any other fund or account balance, in accordance with Health and Safety Code
4 sections 34179.6 and 34183.5.

5 4. Within five (5) business days of the Successor Agency’s payment of the Final
6 Remittance Amount to the Auditor-Controller, the DOF shall issue to the Successor Agency
7 a finding of its completion (the “Finding of Completion”) of the requirements of Health and
8 Safety Code section 34179.6, in accordance with Health and Safety Code section 34179.7.

9 5. Entry of judgment herein shall further mean that, excepting the obligations set
10 forth herein, Petitioners, individually and on behalf of each of their officials, employees,
11 heirs, estates, executors, administrators, assigns, agents, representatives, insurers, and
12 attorneys, forever release and fully discharge Respondents, and each of them, individually
13 and on behalf of each of their officials, employees, heirs, estates, executors, administrators,
14 assigns, agents, representatives, insurers, and attorneys, from any and all claims and causes
15 of action alleged in the Petitioners’ May 30, 2013, first amended petition for writ of mandate
16 and complaint for injunctive relief (the “Amended Petition”) in this action, specifically
17 including all allegations relating to the DOF determinations related to Health and Safety
18 Code sections 34179.5, 34179.6, and 34179.7.

19 6. This Stipulation does not constitute, nor shall it be construed as, an admission
20 or concession by any of the Parties for any purpose.

21 7. In particular, Respondents shall not dispute the past use of the RDA, the
22 Successor Agency, and/or the City, acting in its capacity as the housing successor under
23 Health and Safety Code section 34176, subdivision (a), of the loan proceeds issued to the
24 RDA in accordance with that certain Credit Agreement with Bank of America, N.A. (“Bank
25 of America”), dated May 1, 2008, a copy of which is attached hereto as Exhibit A, to finance
26 the development and construction of any “housing assets” previously approved as such by
27 the DOF pursuant to Health and Safety Code section 34176 and/or the affordable-housing
28 projects described in paragraphs 47 through 101 of the Amended Petition (2802 Pico

1 Boulevard [see paragraph 58 of the Amended Petition], 430 Pico Boulevard [see paragraph
2 66], High Place West [see paragraphs 77 and 160], High Place East [see paragraph 93],
3 FAME Senior Apartments Partnership [see paragraphs 86 and 160], and 520 Colorado). The
4 Successor Agency and/or the City, acting in its capacity as the housing successor under
5 Health and Safety Code section 34176, subdivision (a), shall not use the Bank of America
6 Credit Agreement loan proceeds for other, new affordable-housing projects, or for any other
7 purpose.

8 8. In addition to the rights granted under Section 7, and notwithstanding anything
9 to the contrary herein, upon payment of the Final Remittance Amount and issuance of the
10 Finding of Completion, the City, acting in its capacity as the housing successor (per Health
11 and Safety Code section 34176, subd. (a)), and/or the Successor Agency shall be authorized
12 to expend remaining Bank of America Credit Agreement loan proceeds, if any, on any
13 affordable-housing projects in accordance with the Bank of America Credit Agreement loan
14 covenants and Health and Safety Code section 34191.4(c).

15 9. Except as to any requests for disbursements to complete the funding of the
16 “High Place East” affordable-housing project (located at 1943, 1945, 1955 and 1959 High
17 Place in the City of Santa Monica, more specifically described in paragraphs 87 through 93
18 of the Amended Petition, and listed on one of the Successor Agency’s Recognized
19 Obligation Payment Schedules (per Health & Saf. Code, § 34171, subd. (h))), the Successor
20 Agency and the City, acting in its capacity as the housing successor of the RDA (per Health
21 and Safety Code section 34176, subd. (a)), without any intent to waive the benefits of future
22 legislation that may unambiguously authorize the use of Redevelopment Property Tax Trust
23 Fund (“RPTTF”) money for designated affordable-housing purposes, withdraw and renounce
24 any and all claims to receive any future allocation of RPTTF money, from the Auditor-
25 Controller or otherwise, to fund in any way whatsoever any “Phase II” construction housing
26 loans, for affordable-housing work of any kind (including but not limited to the projects
27 known as 2802 Pico Blvd., 430 Pico Blvd., High Place West, FAME, and 520 Colorado Ave
28 and described in paragraphs 47 through 86 and 94 through 101 of the Amended Petition).

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10. In the event that the Successor Agency has failed to pay the Final Remittance Amount by July 15, 2015, or has fallen behind the installment payment schedule set forth above, DOF shall be authorized to enforce the payment of the Final Remittance Amount, or any installment(s) then overdue, in any manners authorized by law.

11. This Court shall retain jurisdiction over Petitioners and Respondents to enforce the terms of this Stipulation until performance in full of its terms. (Code Civ. Proc., § 664.6.)

12. The Parties agree to bear their own costs and attorney's fees.

DATED: 10-21-13

MARSHA JONES MOUTRIE
City Attorney

By 
SUSAN Y. COLA
Deputy City Attorney

Attorneys for Petitioners and Plaintiffs
City of Santa Monica and Successor Agency to the
Redevelopment Agency of Santa Monica

DATED: 10-21-13

LAW OFFICES OF MICHAEL TUDZIN

By 
LISA SCHWARTZ TUDZIN

Attorneys for Petitioner and Plaintiff
Community Corporation of Santa Monica

DATED: _____

JOHN F. KRATTLI
Los Angeles County Counsel

By _____
SHAHIEDAH S. COATES
Senior Associate County Counsel
Attorneys for Respondent and Defendant
LA County Auditor-Controller

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12. The Parties agree to bear their own costs and attorney's fees.

DATED: _____

MARSHA JONES MOUTRIE
City Attorney

By _____

SUSAN Y. COLA
Deputy City Attorney
Attorneys for Petitioners and Plaintiffs
City of Santa Monica and Successor Agency to the
Redevelopment Agency of Santa Monica

DATED: _____

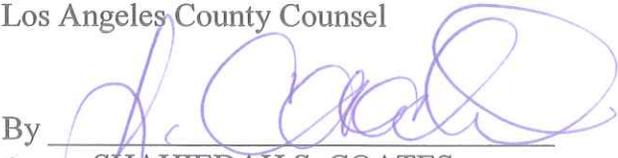
LAW OFFICES OF MICHAEL TUDZIN

By _____

LISA SCHWARTZ TUDZIN
Attorneys for Petitioner and Plaintiff
Community Corporation of Santa Monica

DATED: 004.17.2013

JOHN F. KRATTLI
Los Angeles County Counsel

By 

SHAHIEDAH S. COATES
Senior Associate County Counsel
Attorneys for Respondent and Defendant
LA County Auditor-Controller

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DATED: Oct. 17, 2013

KAMALA D. HARRIS
California Attorney General

By Jonathan M. Eisenberg
JONATHAN M. EISENBERG
Deputy Attorney General

Attorneys for Respondents and Defendants
Controller John Chiang, Director of Finance
Michael Cohen, the California State Controller's
Office, the California Department of Finance, and
the California State Board of Equalization

[PROPOSED] JUDGMENT

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The Parties to *City of Santa Monica v. Chang*, Case No. 34-2013-80001382, having filed the seven-page Stipulation to Entry of Judgment (the “Stipulation”), attached above, on _____ [DATE], IT IS HEREBY ORDERED AND DECREED that judgment is entered pursuant to the terms of the Stipulation, in accordance with Code of Civil Procedure section 664.6, and that this Court shall retain jurisdiction over the Parties as provided for in that statute.

Dated: _____
Hon. Eugene L. Balonon,
Judge of the Superior Court

PROOF OF SERVICE

STATE OF CALIFORNIA, COUNTY OF LOS ANGELES

I, Bradley C. Michaud, declare:

I am employed in the County of Los Angeles, State of California. My business address is 1685 Main Street, Santa Monica, California 90401. I am over the age of eighteen years and not a party to the action in which this service is made.

On _____, 2013, I served the document(s) described as **STIPULATION TO ENTRY OF JUDGMENT AND [PROPOSED] JUDGMENT** on the interested parties in this action by enclosing the document(s) in a sealed envelope addressed as follows:

PLEASE SEE ATTACHED SERVICE LIST

BY MAIL: I am “readily familiar” with this firm’s practice for the collection and the processing of correspondence for mailing with the United States Postal Service. In the ordinary course of business, the correspondence would be deposited with the United States Postal Service at 1685 Main Street, Santa Monica, California 90401, with postage thereon fully prepaid the same day on which the correspondence was placed for collection and mailing at the firm. Following ordinary business practices, I placed for collection and mailing with the United States Postal Service such envelope at 1685 Main Street, Santa Monica, California 90401.

[State] I declare under penalty of perjury under the laws of the State of California that the above is true and correct.

[Federal] I declare that I am employed in the office of a member of the Bar of this Court at whose direction the service was made.

Executed on _____, 2013, at Santa Monica, California.

Bradley C. Michaud

SERVICE LIST

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