

MEMORANDUM

Date: August 23, 2012
To: Santa Monica Redevelopment Successor Agency Oversight Board
From: Successor Agency Staff
Re: August 16, 2012 Agenda Items Deferred for Action until the August 27, 2012 Oversight Board Meeting

At the Special Meeting held on August 16, 2012, the Oversight Board continued Items 2-A Approval of the Successor Agency Administrative Budget (January-June 2013), 2-B Approval of the Successor Agency Housing Administrative Budget (January-June 2013) and 2-C Approval of the Successor Agency Recognized Obligation Payment Schedule (January-June 2013) (“ROPS 3”). This report summarizes the changes to the proposed ROPS 3 and responds to follow-up questions and provides additional information requested by the Oversight Board.

1. Agenda Item 2-C Approval of Successor Agency Recognized Obligation Payment Schedule (January-June 2013) (Attachment A)

The ROPS 3 has been updated and a redlined version provided to show the changes from the ROPS 3 presented on August 16, 2012 is attached. The revisions are summarized below:

Summary of Recognized Obligation Payment Schedule (Cover Page)

The total “Outstanding Debt or Obligation” increased by \$2,260,841 to reflect adjustments to ROPS 3 Line Items 11, 25, 26, 28 and 29.

Line Item B: Increased by \$1,207,242, due primarily to reflect an updated calculation on the unfunded pension liability in Line Item 11 and the six-month total for Line Item 29.

Line Item E: Total six-month anticipated RPTTF funding was revised to include the rough estimate provided by the L.A. County Auditor-Controller’s Office on August 17, 2012.

Line Item F: The variance in this line item increased by \$7.55m due to the higher anticipated RPTTF.

Line Item K: Total six-month anticipated RPTTF was revised per LA County Auditor-Controller on August 17, 2012.

2. ROPS 3: 1981 Promissory Note, Line Item 9 and 1983 Promissory Note, Line Item 10
(Attachment B)

The original promissory note No. 2 for \$1,243,266.88 is provided as an attachment. Staff will continue to search City archives for the original promissory note No. 5. The Board will be provided with a copy of this note as soon as it becomes available.

3. ROPS 3: Collective Bargaining Units, Line Item 11 (Attachment C)

The Oversight Board requested additional information on the Successor Agency Administrative duties and functions related to the 7.25 employees of the Successor Agency. The attached report provides a response to the Oversight Board's request.

4. ROPS 3: 175 Ocean Park Lease ROPS 3, Line Item 15

This enforceable obligation was not included on the ROPS 1 (January-June 2012). This obligation is a lease payment and an enforceable obligation of the Agency to satisfy a condition of approval associated with Coastal Commission Permit No. 5-83-2-A for the Ocean Park Redevelopment Project Areas. The Agency was required to support the provision of affordable housing to low- and moderate-income persons on property owned by the Parking Authority, by providing the necessary funding to cover the gap between the rent paid by the Housing Authority (lessee) and the value of the leasehold estate.

5. ROPS 3: Promissory Note A, Line Item 17 and Promissory Note B, Line Item 18
Parking Structure 1-6 Summary Table (Attachment D)

The attached table summarizes Parking Structures 1-6 documents related to Promissory Notes A and B.

6. ROPS 3: Clarifications on Line Items 11, 25, 26, 28 and 29 (Attachment E)

Line Item 11: Total obligation was updated, with the six-month total increasing by \$1,231,574 due primarily to an updated calculation of the Cal PERS unfunded pension liability employee costs.

Line Item 25: Total obligation was updated, with no change in the six-month total.

Line item 26: Total obligation was updated to include audit fees, with the six-month total increasing by \$8,000.

Line item 28: Total obligation was updated, with a decrease in the six-month total by \$32,332 to reflect a more accurate estimate of rent expenses.

Line Item 29: Total obligation increased by \$1,005,711, to reflect the FY 12-13 period, with no change in the six-month total.

7. Reimbursement of Administrative Costs (Attachment F)

On March 14, 2012 the City of Santa Monica and the Santa Monica Successor Agency entered into a Reimbursement and Operating Agreement (No. 9549). The agreement reimburses the City for administrative costs for work performed by City staff, and the use of City facilities and administrative resources provided to the Successor Agency.

Attachment A

Successor Agency Contact Information

Name of Successor Agency:	<u>Santa Monica Redevelopment</u>
County:	<u>Successor Agency</u>
	<u>Los Angeles</u>
Primary Contact Name:	Tina Rodriguez
Primary Contact Title:	Administrative Services Officer
Address	1901 Main Street, Suite D Santa
Contact Phone Number:	Monica, CA 90405
Contact E-Mail Address:	<u>(310) 458-2232</u>
	<u>tina.rodriquez@smgov.net</u>
Secondary Contact Name:	<u>Nia Tang</u>
Secondary Contact Title:	<u>Acting Administrative Services Officer</u>
Secondary Contact Phone Number:	<u>(310) 458-2232</u>
Secondary Contact E-Mail Address:	<u>nia.tang@smgov.net</u>

SUMMARY OF RECOGNIZED OBLIGATION PAYMENT SCHEDULE

Filed for the January 1, 2013 to June 30, 2013 Period

Name of Successor Agency: Santa Monica Redevelopment Successor Agency

	Total Outstanding Debt or Obligation
Outstanding Debt or Obligation	\$ 725,535,947
Current Period Outstanding Debt or Obligation	Six-Month Total
A Available Revenues Other Than Anticipated RPTTF Funding	19,613,822
B Anticipated Enforceable Obligations Funded with RPTTF	22,735,876
C Anticipated Administrative Allowance Funded with RPTTF	49,928
D Total RPTTF Requested (B + C = D)	22,785,804
Total Current Period Outstanding Debt or Obligation (A + B + C = E) <i>Should be the same amount as ROPS form six-month total</i>	\$ 42,399,626
E Enter Total Six-Month Anticipated RPTTF Funding <i>(Obtain from county auditor-controller)</i>	33,274,979
F Variance (E - D = F) <i>Maximum RPTTF Allowable should not exceed Total Anticipated RPTTF Funding</i>	\$ 10,489,175
Prior Period (January 1, 2012 through June 30, 2012) Estimated vs. Actual Payments (as required in HSC section 34186 (a))	
G Enter Estimated Obligations Funded by RPTTF <i>(Should be the lesser of Finance's approved RPTTF amount including admin allowance or the actual amount distributed)</i>	7,898,535
H Enter Actual Obligations Paid with RPTTF	7,536,118
I Enter Actual Administrative Expenses Paid with RPTTF	376,121
J Adjustment to Redevelopment Obligation Retirement Fund (G - (H + I) = J)	-
K Adjusted RPTTF <i>(The total RPTTF requested shall be adjusted if actual obligations paid with RPTTF are less than the estimated obligation amount.)</i>	\$ 22,785,804

Certification of Oversight Board Chairman:
Pursuant to Section 34177(m) of the Health & Safety Code,
I hereby certify that the above is a true and correct copy of the
Recognized Obligation Payment Schedule as approved by the
Oversight Board for the above-named agency.

_____	_____
Name	Title
_____	_____
Signature	Date

RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS III)
January 1, 2013 through June 30, 2013

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 2012-13	Funding Source								
									LMHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other	Six-Month Total		
Grand Total									\$ 725,535,947	\$ 52,732,274	\$ 4,268,540	\$ 14,317,703	\$ 1,027,579	\$ 49,928	\$ 22,735,876	\$ -	\$ 42,399,626
BONDS																	
1	2011 Earthquake RDA Bonds	6/7/11	7/1/2042	Union Bank	Bond Payment	Earthquake	138,202,769	2,262,413									-
2	2006 Earthquake RDA Series A Bonds	4/27/06	7/1/2029	Union Bank	Bond Payment	Earthquake	73,527,818	2,227,293									-
3	2006 Earthquake RDA Series B Bonds	4/27/06	7/1/2013	Union Bank	Bond Payment	Earthquake	2,110,000	2,170,138									-
4	2002 Ocean Park Bond	5/1/2002	7/1/2018	Mellon Bank	Bond Payment	Ocean Park	10,253,010	1,718,635									-
5	2011 Earthquake RDA Bonds (Reserve)	6/7/2011	7/1/2042	Union Bank	2011 Earthquake RDA Bonds reserve as required by the bond indenture	Earthquake	2,262,413	2,262,413		2,262,413							2,262,413
6	2002 Ocean Park Bond (Reserve)	5/1/2002	7/1/2018	Mellon Bank	2002 Ocean Park Bonds reserve as required by the bond indenture	Ocean Park	1,749,260	1,749,260		1,749,260							1,749,260
7	2002 Ocean Park Bond - Plan Limit Special Fund (Reserve)	5/1/2002	7/1/2018	Mellon Bank	2002 Ocean Park Bonds Plan Limit Special Fund reserve per the bond Indenture	Ocean Park	1,695,919	1,695,919		668,340	1,027,579						1,695,919
8	2002 Ocean Park Bond - Plan Limit Special Fund	5/1/2002	7/1/2018	Mellon Bank	2002 Ocean Park Bonds Plan Limit Special Fund per the bond Indenture	Ocean Park	3,657,586	2,153,246						2,153,246			2,153,246
LOANS OR MONEYS BORROWED BY AGENCY																	
9	1981 CDBG Promissory Note	6/30/1981	6/29/2021	CDBG Fund	Promissory Note for Agency Loan from CDBG Fund	Ocean Park	9,505,816	-									-
10	1983 CDBG Promissory Note	9/14/1983	6/29/2021	CDBG Fund	Promissory Note for Agency Loan from CDBG Fund	Ocean Park	1,193,066	-									-
PAYMENTS																	
11	Collective Bargaining Units (EPP, MTA, ATA, MEA) Costs	2/1/2012	As needed	Successor Agency	Per H & S 34171(d)(1)(F) and 34177.3(b) - Successor Agency Employee Payments	All	2,497,403	1,873,500						1,873,500			1,873,500
JUDGEMENTS AND SETTLEMENTS																	
LEGALLY BINDING AND ENFORCEABLE AGREEMENTS OR CONTRACTS																	
12	Wells Fargo Term Loan	3/11/2011	3/1/2018	Wells Fargo	Wells Fargo Loan Payment	Earthquake	59,478,655	1,513,361						1,513,361			1,513,361
13	Bank of America Term Loan	5/8/2008	7/15/2028	Bank of America	Bank of America Loan Payment	Earthquake	54,728,777	4,480,966						473,880			473,880
14	Civic Center Joint Use Agreement	6/28/2011	6/30/2042	Santa Monica Malibu Unified School District	Capital improvements project (FY 2010-11, FY 2011-12, and FY 2012-13 Payments)	Earthquake	126,015,000	8,130,000		4,065,000				8,130,000			12,195,000
15	Ocean Park Lease	5/31/1985	5/31/2021	LA County Housing Authority	175 Ocean Park Blvd. Lease	Ocean Park	1,898,555	166,349						166,349			166,349
16	1978 Promissory Notes	10/24/1978	6/29/2028	City of Santa Monica	Property acquisition note payment (FY 2011-12 Payment and FY 2012-13 Payment)	Downtown	33,245,252	1,649,458						3,229,766			3,229,766
17	2003 Promissory Note A	12/14/2004	1/1/2033	Parking Authority	Downtown Parking Structures 1-6 acquisition note payment	Earthquake	53,573,743	2,551,505						2,551,505			2,551,505
18	2003 Promissory Note B	12/14/2004	1/1/2033	Parking Authority	Downtown Parking Structures 1-6 acquisition note payment	Earthquake	23,497,570	1,118,820						1,118,820			1,118,820
19	1959 High Place (High Place East)	3/9/2011	3/9/2066	Community Corporation of Santa Monica	45 units of affordable family housing	Earthquake	8,811,356	3,500,000	3,500,000								3,500,000
20	FAME (1754 19th St/1753 18th St/1924-30 Euclid)	3/7/2011	3/7/2066	FAME Santa Monica Senior Apartments	49 units of affordable senior housing	Earthquake	6,238,345	1,887,143		1,887,143							1,887,143
21	1942 High Place (High Place West)	7/14/2010	7/14/2065	High Place West, L.P.	47 units of affordable family housing	Earthquake	3,685,547	3,685,547		3,685,547							3,685,547
22	520 Colorado Ave.	3/9/2011	3/9/2066	Step Up On Colorado, L.P.	34 units of special needs housing	Earthquake	2,469,119	399,900	399,900								399,900
23	Low-Mod Housing for Seniors	See Notes	See Notes	Various property owners - see notes	Affordable housing for low income seniors	Earthquake	737,280	737,280	368,640								368,640
24	Arizona and 4th Notes	10/13/2010	1/1/2042	Multiple entities	Mixed-use development with public plaza and underground parking	Earthquake	101,400,000	1,697,440									-
CONTRACTS OR AGREEMENTS NECESSARY FOR CONTINUED ADMINISTRATION OR OPERATION OF AGENCY																	
25	Successor Agency and Oversight Board legal services	See Notes	As needed	Successor Agency	Per H & S Code Section 34177.3(b) and 34179(n) - General Counsel, Special Counsel, Bond Counsel, Oversight Board Counsel Services Costs	All	504,401	504,401						244,013			244,013
26	Successor Agency financial services and support	Various	As needed	Successor Agency	Per H & S Section Code 34177.3(b) - Due diligence and accounting and financial analysis	All	194,040	194,040						87,740			87,740
27	Successor Agency appraisal services	As needed	As needed	Successor Agency	Per H & S Code Section 34177.3(b) - Appraisal services for Successor Agency non-housing assets	All	84,000	84,000						84,000			84,000
28	Successor Agency Employee Contractual Obligations	2/1/2012	As needed	Successor Agency	Per H & S Code Section 34171(d)(1)(F) - Negotiated employee union pay-related expenses, insurance, and office space	Earthquake	207,970	207,970						103,985			103,985

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 2012-13	Funding Source					Six-Month Total	
									LMIHf	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF		Other
29	Successor Housing Agency Administrative Costs	2/1/2012	As needed	City of Santa Monica Housing Authority	Per H & S Code Section 34171(d)(1)(C) and 34176(c)- Employee and affordable housing administrative costs	All	2,011,422	2,011,422					1,005,711		1,005,711
ADMINISTRATIVE ALLOWANCE															
30	Successor Administrative Cost Allowance	2/1/2012	As needed	Successor Agency	3% Administration Costs	All	99,855	99,855				49,928			49,928

RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS III) -- Notes (Optional)
January 1, 2013 through June 30, 2013

Item #	Notes/Comments
SUMMARY OF RECOGNIZED OBLIGATION PAYMENT SCHEDULE (FILED FOR JANUARY 1, 2013 TO JUNE 30, 2013 PERIOD)	
E	The LA County Auditor Controller's anticipated RPTTF funding amount for this period was not made available to the Agency in sufficient time to meet the ROPS III submittal deadline. Amount shown reflects the Successor Agency's estimated RPTTF for this period. is an estimate provided by the LA County Auditor-Controller. Per e-mail dated August 17, 2012 from the LA County Auditor-Controller this amount is a "very rough estimate of revenues anticipated to be paid to each Successor Agency on January 2, 2013 and [they] believe it is overstated, but it is [their] best estimate given the short timeframe."
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS III) Notes	
BONDS	
1)	No bond payment due in this period. FY 2012-2013 bond payments will be made during the ROPS II period in July-Dec. 2012.
2)	No bond payment due in this period. FY 2012-2013 bond payments will be made during the ROPS II period in July-Dec. 2012.
3)	No bond payment due in this period. FY 2012-2013 bond payments will be made during the ROPS II period in July-Dec. 2012.
4)	No bond payment due in this period. FY 2012-2013 bond payments will be made during the ROPS II period in July-Dec. 2012.
5)	Amount shown is in a reserve account.
6)	Amount shown is in a reserve account.
7)	Amount shown is in a reserve account, paid with bond proceeds and reserve balance
8)	Amount shown is the additional amount required to be added to the Ocean Park Special fund reserve account in 2012.
LOANS OR MONEYS BORROWED BY AGENCY	
9)	Repayment of loan begins on June 29, 2015.
10)	Repayment of loan begins on June 29, 2015.
PAYMENTS	
11)	Per H & S Code section 34171(d)(1)(F) and 34177.3(b) amount shown reflects payments required in connection with Agency's employees, including but not limited to, pension obligation debt service, unemployment payments, or other obligations conferred through a collective bargaining agreement.
JUDGEMENTS AND SETTLEMENTS	
None	
LEGALLY BINDING AND ENFORCEABLE AGREEMENTS OR CONTRACTS	
12)	Previous interest payment estimates on the ROPS II were lower than actual interest due. \$203,575s the total additional interest due in the month of January 2013 and during the ROPS II period.
13)	No loan payment due in this period. FY 2012-2013 loan payments will be made during the ROPS II period in July-Dec. 2012.
14)	FY 2010-11 payment of \$4,065,000 was paid with bond proceeds and is carried over from the January-June 2012 ROPS. RPTTF funds were not received for this obligation. Amount of \$4,065,000 of the total RPTTF amount shown reflects the payment due in FY 2011-12 and is carried over from June-December 2012 ROPS. RPTTF funds were not received for this obligation. The DOF denied both of these payments as enforceable obligations, per DOF letter dated May 22, 2012 to the Agency. On May 29, 2012 the Successor Agency sent correspondence to DOF disputing DOF's position on items not approved as enforceable obligation. Various supporting documents were provided to DOF between May 1, 2012 through May 29, 2012. In addition, per DOF July 12, 2012 letter to Successor Agencies, any denied or disputed items on ROPS 1 and ROPS 2 will be addressed as part of the January-June 2013 ROPS review process. Remaining amount of \$4,065,000 of total RPTTF amount shown reflects the payment due in FY 2012-13. Although FY 2011-12 and FY 2012-13 payments are included in this schedule, these payments have been suspended pending discussions between the Santa Monica Malibu Unified School District and the DOF.
15)	Lease payments for 22 affordable housing rental units required by Coastal Commission Conditions of Approval (Coastal permit #A-318-76-5-83-2-A). Payment made by the Agency on behalf of the LA County Housing Authority. Total obligation is an estimate subject to change based on the Consumer Price Index.
16)	RPTTF funds were not received for the payment of \$1,580,308 due in FY 2011-12. \$1,580,308 of total RPTTF amount shown reflects the FY 2011-12 payment and is carried over from June 2012. DOF denied this item as an enforceable obligation, per DOF letter dated May 22, 2012 to the Agency. On May 29, 2012, the Successor Agency sent correspondence to DOF disputing DOF's position on items not approved as enforceable obligations. Various supporting documents were provided to DOF between May 1, 2012 through May 29, 2012. In addition, per DOF July 12, 2012 letter to Successor Agencies, any denied or disputed items on ROPS 1 and ROPS 2 will be addressed as part of the January-June 2013 ROPS review process. Remaining amount of \$1,649,458 of total RPTTF amount shown reflects the payment due in FY 2012-13.
17)	RPTTF received for this note secures note payment. Note issued concurrently with the issuance of the Civic Center bonds in 2004. Payment stream used to pay Civic Center Bonds.
18)	RPTTF received for this note secures note payment.

RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS III) -- Notes (Optional)
January 1, 2013 through June 30, 2013

19)	Acquisition Loan of \$2,002,000 executed August 16, 2002; Predevelopment Loan of \$1,093,000 executed June 23, 2006; Construction Loan in the amount of \$4,426,255, incorporating Acquisition Loan and Predevelopment executed November 30, 2009; additional Loan Obligation Letter in the amount of \$8,589,870 for construction cost gap, originally executed March 9, 2011 and restated March 7, 2012. (High Place East)
20)	Loan Acquisition/Predevelopment Loan of \$4,424,711 executed June 16, 2009; additional Loan Obligation Letters in the amount of \$5,285,289 and \$1,765,000 for construction costs gap executed June 30, 2010 and March 7, 2011, respectively; Loan Agreement of \$11,475,000, incorporating Acquisition/Predevelopment Loan and Loan Obligation Letters, executed November 17, 2011.
21)	Construction Loan of \$953,111 executed November 30, 2009; additional Loan Obligation Letter in the amount of \$7,082,370 executed July 14, 2010 ; Loan Agreement of \$8,035,481, incorporating initial Construction Loan and Loan Obligation Letter, executed September 16, 2011.
22)	Acquisition/Predevelopment Loan of \$3,645,422 executed December 15, 2010; additional Loan Obligation Letter in the amount of \$1,395,833 for construction cost gap executed March 9, 2011 Loan Agreement of \$5,041,255, incorporating Acquisition/Predevelopment Loan and Loan Obligation Letters, executed January 25, 2012.
23)	There are 60 existing contracts with various execution/termination dates and Payees associated with this program.
24)	No payment due in this period. FY 2012-2013 payments will be made during the ROPS II period in July-Dec. 2012.
25)	Per H & S Code Section 34177.3(b) and 34179(n), estimated costs of legal services necessary to wind down the affairs of the Agency. Legal Services provided by various attorneys on an as-needed basis, including legal services for the Oversight Board. The legal services contract for the Oversight Board would be executed upon approval of ROPS III by the Oversight Board and the Department of Finance. Total outstanding debt or obligation for this line item is an estimate subject to change based on need for legal services.
26)	Per H & S Code Section 34177.3(b), amount shown reflects estimated costs of financial services necessary to wind down the affairs of the Agency. Financial Services provided by various consultants on an as needed basis; additional financial analysis services for this period have also been included. Total outstanding debt or obligation based on estimated contracts during this period and pending additional financial services contract. Total outstanding obligation subject to change should financial services need to be extended.
27)	Per H & S Code Section 34177.3(b), amount shown reflects estimated costs of appraiser services necessary to wind down the affairs of the Agency on an as needed basis. Total outstanding obligation subject to change should additional appraiser services be required.
28)	Per H & S Code Section 34171(d)(1)(F). Amount shown reflects costs contracts or agreements for continued operation of the Agency including office space rent, equipment, supplies, insurance, and services. Total outstanding debt or obligation for Jan-June 2013 ROPS only includes total obligation for one year of Successor Agency costs.
29)	Per H & S Code Section 34171(d)(C) and 34176(c) Amount shown reflects administrative costs for completion of housing projects underway, monitoring and ensuring compliance with affordability covenants through the term of existing regulatory agreements. Total outstanding debt or obligation is for this period only, this amount is subject to change due to adjustments in workload requirements, salary, and benefits.
30)	Amount shown takes into account 3% (administrative cap) for RPTTF funded items only. Total obligation is estimated for only one year and will vary over time.
PRIOR PERIOD ESTIMATED OBLIGATIONS vs. ACTUAL PAYMENTS Notes	
1)	Previous ROPS approved by DOF stated that the Source of Funds for this line item is from reserves. The amounts shown under bond proceeds and reserves reflects a correction under this line item for source of funds.
2)	Actual administrative expenses exceeded the \$376,121 allowance cap funded with RPTTF funds approved by DOF.

Name of Successor Agency:
County:

Santa Monica Redevelopment Successor Agency
Los Angeles

Pursuant to Health and Safety Code section 34186 (a)
PRIOR PERIOD ESTIMATED OBLIGATIONS vs. ACTUAL PAYMENTS
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS I)
January 1, 2012 through June 30, 2012

Page/Form	Line	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	Estimate	Actual
		Grand Total				\$ -	\$ -	\$ 4,011,673	\$ 4,680,013	\$ 1,695,919	\$ 1,027,579	\$ 376,121	\$ 376,121	\$ 7,522,414	\$ 7,536,118	\$ -	\$ -
1.00	1)	Wells Fargo Term Loan	Wells Fargo	Loan Payment	Earthquake									4,769,287	4,782,991		
	2)	2011 Earthquake RDA Bonds	Union Bank	Bond Payment	Earthquake									1,131,000	1,131,000		
	3)	2011 Earthquake RDA Bonds Reserves	Union Bank/Reserves	2011 Earthquake RDA Bonds reserves per the bond indenture.	Earthquake			2,262,413	2,262,413								
	4)	2006 Earthquake RDA Series A Bonds	Union Bank	Bond Payment	Earthquake									1,113,646	1,113,646		
	5)	2006 Earthquake RDA Series B Bonds	Union Bank	Bond Payment	Earthquake									110,137	110,137		
	6)	2002 Ocean Park Bonds	Mellon Bank	Bond Payment	Ocean Park									249,005	249,005		
	7)	2002 Ocean Park Bond Payment Reserves	Mellon Bank/Reserves	2002 Ocean Park Bonds reserves per the bond indenture.	Ocean Park			1,749,260	1,749,260								
	8)	2002 Ocean Park Bond - Plan Limit Special Fund	Bank/Special Fund	2002 Ocean Park Bonds Plan Limit Special Fund per Indenture.	Ocean Park			-	668,340	1,695,919	1,027,579						
	10)	Bank of America Line of Credit	Bank of America	Loan Payment	Earthquake									149,339	149,339		
	12)	Administrative Cost Allowance	Successor Agency	FY 2011-12 5% Administration Costs	All							376,121	376,121				

Attachment B

PROMISSORY NOTE

Ocean Park Project
1(a) and 1(b)

Santa Monica, California
June 30, 1981

Two years after date or sooner, for value received, the undersigned promises to pay to the City of Santa Monica, on order, at Santa Monica, California, the sum of One Million, Two Hundred Forty-Three Thousand, Two Hundred Sixty-Six and 88/100 Dollars (\$1,243,266.88) with interest from July 1, 1981, until paid at the rate of ten percent (10%) per annum, payable at termination of note.

Should interest not be so paid, it shall thereafter bear like interest as the principal; but such unpaid interest so compounded shall not exceed an amount equal to simple interest on the unpaid principal at the maximum rate permitted by law. Should default be made in payment of interest when due, the whole sum of principal and interest shall become immediately due at the option of the holder of this note. Principal and interest are payable in lawful money of the United States. If such action be instituted on this note, the undersigned promises to pay all costs of collection, including reasonable attorney's fees.

The Redevelopment Agency of
the City of Santa Monica

By *Ruth Yannatta Goldway*
RUTH YANNATTA GOLDWAY
Chairwoman

ATTEST:

By *Ann M. Shore*
ANN M. SHORE
Secretary

APPROVED AS TO FORM:.

By *Robert M. Myers*
ROBERT M. MYERS
Agency Attorney

Attachment C

DATE: August 22, 2012

TO: Oversight Board

FROM: Successor Agency Staff

RE: Additional Information for ROPS 3 Line Item #11, Collective Bargaining Unit Costs

At a special meeting held on August 16, 2012, the Oversight Board requested additional information to clarify the expenses related to the 7.25 employees of the Successor Agency. This report is provided in response to the Oversight Board's request.

Successor Agency Administrative Duties and Functions

The Successor Agency is responsible for the administration and winding down of remaining legal and contractual obligations of the former redevelopment agency. In general, all of the former redevelopment agency assets, properties, contracts, leases and records are the responsibility of the Successor Agency. The Successor Agency staff responsibilities include, but are not limited to, ensuring compliance with AB 26, AB 1484, Department of Finance, State Controller's Office, and County of Los Angeles requirements, completion of existing contracts and agreements; payment of all existing indebtedness and financial obligations; due diligence; preparation and implementation of property management plans; reports and presentations to the Successor Agency and Oversight Board. Additionally, the Successor Agency staff is responsible for preparing administrative budgets, developing bi-annual recognized obligation payment schedules, accounting, financial management and payments to the County Auditor-Controller for distribution to the local taxing districts.

Currently, the Successor Agency has several contracts, bonds, loans and required payments as summarized in the ROPS III, with outstanding debts or obligations totaling approximately \$723 million. In recognition of the significant work associated with compliance and establishing new systems for financial management, accounting and reporting, AB 1484 expanded the definition of "enforceable obligations" to clearly authorize a Successor Agency to create enforceable obligations to conduct wind-down activities. Specifically, Section 34177.3(b) provides:

"Successor Agencies may create enforceable obligations to conduct the work of winding down the redevelopment agency, including hiring staff, acquiring necessary professional administrative services and legal counsel, and procuring insurance."

Furthermore, under the definition of enforceable obligations, Section 34171(d)(1)(F) clarifies:

"Contracts or agreements necessary for the administration or operation of the successor agency, in accordance with this part, including, but not limited to, agreements concerning litigation expenses related to assets or obligations, settlements and judgments, and the costs of maintaining assets prior to disposition, and agreements to purchase or rent office space, equipment and supplies, and pay-related expenses pursuant to Section 33127 and for carrying insurance pursuant to Section 33134."

In accordance with Section 34177.3(b) and Section 34171(d)(1), the Successor Agency has included an enforceable obligation shown on Line Item #11 in the ROPS 3 to reflect the staff allocations necessary to perform wind down work in support of the Successor Agency and Oversight Board. The collective bargaining units include EPP (Executive Pay Plan), MTA (Management Team Associates), ATA (Administrative Services Associates) and MEA (Municipal

Employees Association). The percentage allocation and responsibilities associated with each position is summarized below. Adjustments to staff allocations will be made in the future as activities are completed or services no longer needed. Line Item #28 in the ROPS 3 reflects the costs

<u>Collective Bargaining Unit</u>	<u>Salary Allocation</u>	<u>Successor Agency Responsibilities</u>
EPP (Dir of Housing & Economic Dev)	55%	Develop and implement long and short range plans to ensure Successor Agency compliance with AB 26 and AB 1484. Direct the winding down of activities and operations of the Successor Agency. Ensure completion of non-housing responsibilities of the Economic Development Division and housing responsibilities of the Housing Services Division. Participates directly in the development of recommendations to the Successor Agency and Oversight Board concerning real property and affordable housing issues. Prepare presentations and responses to the Successor Agency and Oversight Board.
ATA (Principal Analyst)	55%	Prepares and monitors the Successor Agency's budget including projections of the Successor Agency's spending requirements and annual revenues available to fund obligations per Section 34179.5(c)(5)(D). Assist in analysis and monitoring of RPTTF cash flow needs and deficiencies.
MTA (Administrative Services Officer)	100%	Prepare the ROPS, administrative budgets, reports and any communications or required documents for the DOF, the State Controller's Office and the County of Los Angeles. Following issuance of Finding of Completion, prepare the Successor Agency's long-range property management plan in accordance with Section 34191.5(c). Coordinate the preparation of an inventory and appraisal of properties indicating proposed use or sale. Assist in the design and implementation of internal processes to ensure timely completion of ROPS and other required documents.
MEA (Executive Admin Asst)	25%	Provides administrative support to HED director, Principal Analyst, Successor Agency Administrator in the review and submission of documents, reports or communications to the Successor Agency, Oversight Board, DOF, or any entities involved in the dissolution of redevelopment.
ATA (Sr Development Analyst)	100%	Assist with research, compilation and analysis of data in support of ROPS preparation and other forms from the DOF, State Controller's Office or County of Los Angeles. Provide support in the preparation of documents and requests for information from the Oversight Board or Successor Agency.
MEA (Staff Assistant III)	75%	Provide clerical and technical support to Successor Agency staff, assist in the gathering of data and posting of information on the Oversight Board's webpage, assist in the coordination and scheduling of Oversight Board meetings and locations.
MTA (Economic Development Mgr)	55%	Oversee the planning and development of the Successor Agency's long-range property management plan including recommendations to the Oversight Board for the use or liquidation of properties. Manage all real property and interests in real property transferred to the Community Development Property Trust Fund of the successor agency upon DOF approval of the long range property management plan.
ATA (Econ Dev Administrator)	55%	Analyze the economic feasibility of the Successor Agency's real property transactions and makes recommendations. Assess, evaluate and assist with negotiation of Successor Agency real property transactions. Assist in the completion of Successor Agency's non-housing projects.
ATA (Sr. Development Analyst)	55%	Assist in the coordination of appraisal services and preparation of

		inventory of all properties for the long-range management plan as required in Section 34191.5(c). Assist in the completion of Successor Agency's non-housing projects.
EPP (City Clerk)	5%	Attend all Successor Agency meetings and prepare official minutes of the meetings. Assist in the preparation of the Successor Agency agenda and posting of supporting reports or documents.
ATA (Assistant City Clerk)	15%	Attend all Oversight Board meetings and provide support to the Oversight Board. Assist in the recording and review of minutes for each meeting. Assist in the review of Oversight Board agendas and postings.
MEA (Staff Assistant III)	5%	Provide clerical support to the City Clerk and Assistant City Clerk for meetings before the Successor Agency and Oversight Board. Respond to requests for public information associated with the Successor Agency or former redevelopment agency.
EPP (Director of Finance)	30%	Serves as the Treasurer and principal financial advisor to the Successor Agency and provides direction on the implementation of Successor Agency's budget, financial procedures and controls. Ensure the Successor Agency's financial accounting, reporting and due diligence reviews are performed in accordance with AB 26 and AB 1484. Analyzes and monitors RPTTF cash flow needs and deficiencies. Ensures the timely payment of enforceable obligations. Serves as the chief liaison to Successor Agency's financial advisors and rating agencies.
MTA (Financial Operations Mgr)	10%	Coordinates audits and due diligence conducted by independent auditors and other governmental agency auditors. Design and implement procedures to establish an effective system of internal controls over Successor Agency's accounting and financial reporting.
ATA (Financial Reporting Supervisor)	55%	Prepares complex journal entries and accounting in support of the Successor Agency. Provide direct support for due diligence reviews and serves as the liaison for financial reporting functions with external auditors and works collaboratively with HED staff to meet internal reporting requirements. Ensure the timely completion of continuing disclosures and compliance with bond, loan or note repayment obligations.
MTA (Budget Manager)	20%	Oversees the coordination, development and implementation of the Successor Agency's budget. Ensure the Successor Agency's budget and related data is merged into the City's financial information system to effectively track expenditures and produce required reports.
ATA (Principal Budget Analyst)	10%	Assist in the review, analysis and evaluation of recommendations concerning the Successor Agency's budget submitted by the Housing and Economic Development Department. Assist in the review of the Successor Agency's budget and help ensure consistency with the forthcoming two year budget for FY 13-14 and FY 14-15.
Total FTEs	7.25	

Attachment D

PARKING STRUCTURE SUMMARY TABLE

DATE	EVENT	DOCUMENTS/NOTES	STATUTORY REFERENCES
1960	Parking Authority issues bonds to finance acquisition and construction of Parking Structures 1-6		
1979 - 2003	Parking Authority and City enter into Master Leases for Parking Structures 1-6; Downtown Parking District Assessment formed – downtown owner/assessment fees used to finance parking improvements; third party parking subleases and lease revenue bonds issued pledging lease revenues to payment of bond debt.	All leases and liens shown on Title Reports for Parking Structures 1-6	
June 20, 2003	The City, Parking Authority and Redevelopment Agency entered into Amended and Restated Sale and Performance Agreement for Parking Authority's sale of its fee interest in Parking Structures 1-6 to the Agency in consideration for (1) \$60,000,000 promissory note to the Parking Authority and (2) Agency promise to pay up to \$60,000,000 in earthquake retrofit construction of Parking Structures 1-6	Contract No. 8181; sale of Parking Authority's fee interest subject to existing master leases, third party subleases and revenue bond liens. All leases and liens shown on Title Reports for Parking Structures 1-6	
December 1, 2004	Santa Monica Public Financing Authority issues \$38,930,000 in lease revenue bonds to finance construction of the Civic Center Parking Structure	Official Statement for \$38,930,000 Lease Revenue Bonds, Series 2004 (Civic Center Parking Project)	
December 14, 2004	Amendment No. 1 to the Amended and Restated Performance Agreement; substituted the \$60,000,000 promissory note with two promissory notes A and B; Promissory Note A = \$38,930,000 with debt payments sized to pay for the debt service on the \$38,930,000 Lease Revenue Bonds, Series 2004 (Civic Center Bond Project). Promissory Note B = \$21,070,000	Official Statement for \$38,930,000 Lease Revenue Bonds, Series 2004 (Civic Center Parking Project), p. 17; Promissory Note A of Amendment No. 1	
January – June 2013 ROPS	Required debt service payments for Promissory Note A		HS Code section 34171(d)(1)(B), 34171(d)(2) – definition of enforceable obligations; Code of Civil Procedure section 860 (validation of financing documents)
January – June 2013 ROPS	Required debt service payments for Promissory Note B		Code of Civil Procedure section 860 (validation of financing documents)

Attachment E

Clarifications for ROPS 3 Items 11, 25, 26, 27, 28, 30 (updated 8.22.12)

Line Item 11: Collective Bargaining Unit Costs		
Per HSC 34171 (d)(1)(c) - Successor Agency Employee Payments		
Budget Object Code		
511000	Successor Agency Employees	938,190
511040	Successor Agency Employee Overtime	2,531
511730	Workers Compensation Insurance	1,128
511713	Medicare	13,604
511743	Medical	94,555
51174E	Medical-Employee Share	(4,727)
511746	Medical Trust	12,354
511747	Dental	8,048
511749	Vision	1,008
511773	Retirement	165,303
51197A	Unemployment	4,467
51197B	EAP	776
51197C	DCAP	450
51197E	Life Insurance & AD & D	3,365
51197F	Disability Insurance	6,756
Total FY 12-13 Estimated Employee Costs		1,247,806
Jan - June 2013 (6 months - ROPS 3)		623,903
Per HSC 34167(d)(1)(c)- CalPERS Unfunded Pension Liability		
	Total unfunded pension liability	1,249,597
Jan - June 2013 (6 months - ROPS 3)*		1,249,597
*Reflects total estimated amount due for this obligation		
Total FY 12-13 Estimated Collective Bargaining Costs		2,497,403
Total Jan-June 2013 (6 month - ROPS 3)		1,873,500

Line Item 25: Successor Agency and Oversight Board Legal Services		
	Bond Counsel	75,865
	Special Counsel	106,802
	Oversight Board Counsel	24,000
	Successor Agency General Counsel (FY 12-13 Costs)	297,734
Total Contracted Legal Services		504,401
Total Estimated Legal Services Costs for Jan - June 2013		244,013

Line Item 26: Successor Agency Financial Services and Support		
	Debt Financing Analysis	37,500
	Real Estate Financing Analysis	127,140
	Disclosure Reports, Pass Throughs and Distributions	13,400
	Audit Fees	16,000
Total Estimated Financial Services Costs		194,040
Total Jan - June 2013 (6 months - ROPS 3)		87,740

Line Item 27: Successor Agency Appraisal Services		
	Appraisal services for non-housing properties, approximately 14 parcels	84,000
Total Estimated Appraisal Services Costs		84,000
Total Jan - June 2013 (6 months - ROPS 3)*		84,000
* Entire amount shown anticipated to be spent during the ROPS 3 period.		

Line Item 28: Successor Agency Contractual Obligations		
Per HSC 34167(d)(6)(c) - Contracts necessary for continued administration or operation of Agency		
522210	Utilities - Telephone	6,000
522310	Office Supplies/Expense	28,000
522620	Rent	69,453
533020	General Liability/Auto	8,166
533020	Building Maintenance	87,551
577230	Fiscal Agent Fees	5,800
588090	Furniture & Furnishings	3,000
Total Estimated Contractual Obligations		207,970
Total Jan - June 2013 (6 months - ROPS 3)		103,985

Line Item 30: Successor Agency Administrative Cost Allowance		
Administrative Budget (Jan 1 - June 30, 2013)		
Object	Description	Jan - June 2013
511040	Successor Agency/Board Allowance	1,266
522540	Advertising	250
522720	Mileage	300
522820	Conferences/Meetings	5,262
522900	Memberships and Dues	4,100
555210	Training	5,000
577230	Due Diligence Review Services (MGO)	33,750
Total Jan - June 2013 (6 months - ROPS 3)		49,928



City Council and Successor Agency Report

City Council and Successor Agency Meeting: February 14, 2012

Agenda Item: 8-B

To: Mayor and City Council
Chairperson and Successor Agency

From: Andy Agle, Director of Housing and Economic Development
Gigi Decavalles-Hughes, Director of Finance

Subject: Successor Agency Reimbursement and Operating Agreement

Recommended Action

Staff recommends that the City Council (Council) authorize the City Manager to execute a reimbursement and operating agreement (Reimbursement Agreement) to reimburse the City for the Successor Agency's use of City staff, facilities and administrative services (collectively, City Services) to implement the Successor Agency's administrative duties under AB 1X 26 (AB 26), as codified in Part 1.85 of the California Health and Safety Code (Part 1.85).

Staff recommends that the Santa Monica Redevelopment Successor Agency (Successor Agency) authorize the Successor Agency Chairperson to execute the Reimbursement Agreement.

Executive Summary

This report recommends that the Council and Successor Agency enter into a reimbursement and operating agreement (Reimbursement Agreement) for the purpose of formalizing the Successor Agency's obligation to reimburse the City for the Successor Agency's use of City staff, facilities and administrative services (collectively, City Services) to implement the Successor Agency's administrative duties under AB 1X 26 (AB 26), as codified in Part 1.85 of the California Health and Safety Code (Part 1.85).

Background

In anticipation of the Redevelopment Agency's dissolution, effective February 1, 2011, on January 10, 2012, Council adopted Resolution No. 10647 and Resolution No. 10648 to serve as the Successor Agency to the former Redevelopment Agency ("RDA"). The

Successor Agency is comprised of the seven members of the City Council, with the Mayor serving as the Chairperson. Under AB 26, the Successor Agency is required to perform specific functions such as:

- Maintain reserves in the amount required by indentures, trust indentures, or similar documents governing the issuance of redevelopment bonds.
- Perform obligations and make payments for enforceable obligations.
- Prepare a Recognized Obligation Payment Schedule (ROPS) and administrative budgets and submit to Oversight Board for approval.
- Expeditiously wind down the affairs of the RDA including liquidation of the assets and properties of the RDA as directed by the Oversight Board.

Under AB 26, the Successor Agency may receive an administrative cost allowance, which is payable from property tax revenues of up to 5 percent of the property tax allocated to the Successor Agency for the 2011-12 fiscal year and up to 3 percent of the property tax allocated to the Successor Agency for each fiscal year thereafter. The amount of property taxes that are allocated to the Successor Agency are based upon an approved payment schedule (referred to herein as the ROPS). The Successor Agency's administrative budget is subject to approval by an Oversight Board of seven political appointees, as specified in AB 26.

Discussion

The Successor Agency became operative on February 1, 2012. Currently and prospectively, the Successor Agency's responsibilities of implementing and ensuring compliance with AB 26 will be performed by City staff. The reimbursement agreement between the City and Successor Agency formalizes the Successor Agency's use of the City Services in exchange for reimbursement of Successor Agency's administrative cost allowance. The City's provision of services relating to specific projects (e.g., project management costs) will be charged separately to and be paid separately by the Successor Agency as "enforceable obligations" within the meaning of AB 26. In accordance with AB 26, property taxes will be distributed to the Successor Agency in January and June of every fiscal year. Therefore, the City's provision of City Services must be advanced and the City's reimbursement can only be made twice per year, as

property taxes are paid to the Successor Agency. Staff recommends execution of the Reimbursement Agreement to defray financial impacts to the General Fund.

Next Steps

Staff will return to the Successor Agency on February 28, 2012 to submit two ROPS for approval. The first ROPS will cover the period between January 1, 2012 to June 30, 2012 and the second ROPS will cover the July 1, 2012 to December 31, 2012. By March 1, the ROPS will be submitted to the Los Angeles County Auditor-Controller for certification. Staff will submit the approved ROPS to the County Auditor-Controller, State Controller and the Department of Finance by April 15, as required by AB 26. The ROPS will also be submitted to the Oversight Board for approval once the Oversight Board has sufficient members to constitute a quorum.

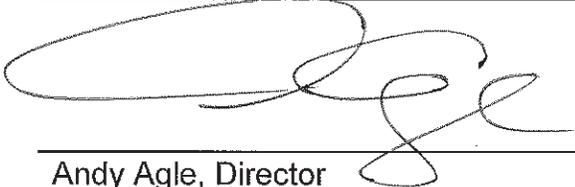
Financial Impacts & Budget Actions

Based on the Successor Agency's ROPS, the administrative cost allowance is \$3.8 million for FY 2011-12 and approximately \$2.28 million for subsequent fiscal years. However, elements of the ROPS are subject to review and challenge by outside agencies. Should potential challenges to any of the enforceable obligations prove successful, the administrative cost allowance would be reduced. In addition, because the Oversight Board must approve the Successor Agency's administrative budget, the approved administrative budget could be lower than the statutory allowance. The City will front the administrative costs, to be reimbursed by the County on a semi-annual basis. One risk is that administrative cost reimbursement is subject to a waterfall provision, which places payment of County administrative costs (which have no statutory cap) and enforceable obligations ahead of the Successor Agency's administrative costs. If remaining funds after waterfall distribution were less than the administrative costs, such costs would have to be reduced and could result in one period where the full amount of administrative costs would not be reimbursed to the City. As AB 26 expressly states that any successor agency's liability cannot be greater

than the amount of tax increment, such a situation may require the City to fight for full reimbursement for services provided to the successor agency.

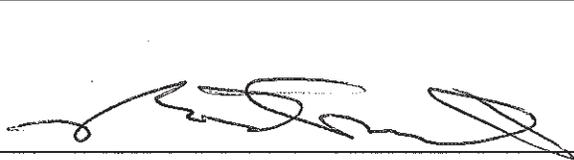
Prepared by: Nia Tang, Acting Administrative Services Officer

Approved:



Andy Agle, Director
Housing and Economic Development

Forwarded to Council:



Rod Gould
City Manager

Approved:



Gigi Decavalles-Hughes
Director of Finance

Reference Contract No.
9549 (CCS/RAS-SA).

REIMBURSEMENT AND OPERATING AGREEMENT

This Reimbursement and Operating Agreement ("Agreement") is entered into as of the 14 day of March, 2012, by and between the CITY OF SANTA MONICA, a chartered municipality, (the "City") and the SANTA MONICA REDEVELOPMENT SUCCESSOR AGENCY, a public body, acting under the authority of Part 1.85 of the California Health and Safety Code (the "Successor Agency").

RECITALS

A. The City Council of the City of Santa Monica, acting pursuant to the provisions of Part 1.85 of the Health and Safety Code ("Part 1.85"), has declared itself as the Successor Agency within the meaning of Part 1.85. Any capitalized terms that are not specifically defined in this Reimbursement Agreement shall have the same meaning as set forth in Part 1.85.

B. In accordance with Section 34171 of Part 1.85, the Successor Agency is entitled to an Administrative Cost Allowance that is payable from property tax revenues allocated to the Redevelopment Obligation Retirement Fund ("RORF") by the County Auditor-Controller.

C. In order to ensure the effective implementation of Part 1.85, City and Successor Agency desire to enter into this Agreement to allow the Successor Agency's utilization of City staff, facilities, and administrative resources (collectively, "City Services") in consideration for the Successor Agency's timely payment to City of the Administrative Cost Allowance. The Successor Agency's payment for City Services shall not include the City's project management or staff costs associated with specified Enforceable Obligations listed on either the Enforcement Obligation Payment Schedule or Recognized Obligation Payment Schedule (collectively, "Project Costs"), which shall be charged separately to the Successor Agency and reimbursed separately by the Successor Agency from the property taxes deposited into the RORF.

AGREEMENT

SECTION 1. RECITALS

The above recitals are incorporated herein by this reference.

SECTION 2. SUCCESSOR AGENCY'S USE OF CITY SERVICES.

Effective from February 1, 2012, the Successor Agency shall be authorized to use City Services to implement the Successor Agency's duties under Part 1.85.

SECTION 3. REIMBURSEMENT FOR USE OF CITY SERVICES.

A. City Services Costs. In consideration for the Successor Agency's utilization of City Services, Successor Agency shall pay to the City the Administrative Cost Allowance

allocated to the Successor Agency under Part 1.85. The Administrative Cost Allowance shall be paid to the City no later than ten (10) business days from the deposit of property taxes into the RORF by the County Auditor-Controller.

B. Project Costs. Project Costs shall be charged separately to the Successor Agency and reimbursed separately by the Successor Agency from the property taxes deposited into the RORF.

SECTION 4. NOTICE OF DEFAULT.

If either party defaults with regard to any of the provisions of this Agreement, the non-defaulting party shall serve written notice of such default upon the defaulting party. If the default is not cured by the defaulting party within ninety (90) days after service of the notice of default, or if the default is not commenced to be cured within thirty (30) days after service of the notice of default and is not cured promptly within a reasonable period of time after commencement, the defaulting party shall be liable to the other party in accordance with applicable law; provided, however, that nothing herein shall obligate the City to make any payments or transfer of any assets from the City's general fund, except in the form of City Services provided to the Successor Agency, and nothing herein shall obligate the Successor Agency to make any payments or transfer of assets from any source other than the RORF.

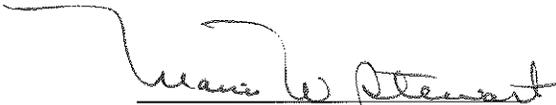
SECTION 5. NO WAIVER OF RESERVATION OF RIGHTS OR LIMITATION OF LIABILITY.

Notwithstanding anything to the contrary herein, nothing herein shall be deemed as a waiver by City or Successor Agency of any reservation of rights to challenge the application or effectiveness of Assembly Bill No. 26 (2011-2012 1st Ex. Sess.)(“AB 1x 26”), or any portions thereof, or as a waiver any limitations of liability granted to City and Successor Agency under AB 1x 26.

IN WITNESS THEREOF, the parties have executed this Agreement as of the date first above written.

ATTEST:

CITY OF SANTA MONICA
a municipal corporation


MARIA STEWART
City Clerk

By: 
ROD GOULD
City Manager

APPROVED AS TO FORM:


MARSALA JONES MOUTRIE
City Attorney

SANTA MONICA REDEVELOPMENT
SUCCESSOR AGENCY

ATTEST:


MARIA STEWART
Secretary

By: 
ROD GOULD
Chief Administrative Officer

APPROVED AS TO FORM:


MARSHA JONES MOUTRIE
General Counsel