

# STEIN & LUBIN LLP

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## MEMORANDUM

**DATE:** February 1, 2013  
**TO:** Oakland Oversight Board  
**RE:** Other Funds Due Diligence Review – Item # 3

This Memorandum focuses on just one of the six “deliverables” that Health & Safety Code (“HSC”) Section 34179.5 (c) (enacted as part of AB 1484) requires as part of the All Other Funds Due Diligence Review (the “DDR”). Some of the “deliverables” are strictly accounting/financial in nature and some require legal analysis. The deliverable at issue here involves a legal analysis. It concerns certain assets (cash) that were transferred after January 1, 2011 by the former Oakland Redevelopment Agency (“RDA”) to the City of Oakland (the “City”) and how that transfer bears on the funds that the Oakland Successor Agency to the RDA (“ORSA”) may be required to remit to the Alameda County Auditor-Controller for distribution to the taxing entities. A legal analysis of that asset transfer and the Oversight Board’s role in reviewing and acting upon the DDR is the subject of this Memorandum. A recommendation to the Oversight Board is also included. We start with the legal requirements of the DDR.

A. Due Diligence Review Requirements and Procedures Regarding the Asset Transfer.

The statutory requirements for the DDR are set forth in HSC Section 34179.5. As you will recall, the ultimate goal of the DDR is to determine the amount of money that is immediately available for distribution to the taxing entities. The Department of Finance (“DOF”), working with the CPA society, drafted a list of procedures to be used in conducting the DDR (the “DOF Procedures”).

In addition to preparing the DOF Procedures, DOF prepared another document to assist in determining the amount of money that is immediately available for distribution to the taxing entities – the Summary of Balances Available for Allocation to Affected Taxing Entities.

Set forth below is the statutory requirements and the DDR Procedures that pertain to the asset transfer at issue here:

**Statutory Requirement:**

HSC Section 34179.5(c)(2) - The DDR shall include the dollar value of assets and cash and cash equivalents transferred after January 1, 2011, through June 30, 2012, by the redevelopment agency or the successor agency to the city, county, or city and county that formed the redevelopment agency and the purpose of each transfer. **The review shall provide documentation of any enforceable obligation that required the transfer.** (emphasis added)

**DOF's Suggested Procedure #2:**

2. If the State Controller's Office has completed its review of transfers required under both Sections 34167.5 [i.e., assets transfers after January 1, 2011 between the former RDA and the City] and 34178.8 and issued its report regarding such review, attach a copy of that report as an exhibit to the AUP report. If this has not yet occurred [as is the case here with ORSA where the State Controller's Office has not completed its review], perform the following procedures:

A. Obtain a listing prepared by the Successor Agency of transfers (excluding payments for goods and services) from the former redevelopment agency to the city, county, or city and county that formed the redevelopment agency for the period from January 1, 2011 through January 31, 2012. For each transfer, the Successor Agency should describe the purpose of the transfer and **describe in what sense the transfer was required by one of the Agency's enforceable obligations or other legal requirements.** (emphasis added). Provide this listing as an attachment to the AUP report.

B.....

C. For each transfer, **obtain the legal document that formed the basis for the enforceable obligation that required any transfer.** (emphasis added). Note in the AUP report the absence of any such legal document or the absence of language in the document that required the transfer.

To properly perform this procedure, an understanding of what an "**enforceable obligation**" is, is critical. Under AB 1484, the definition of an **enforceable obligation excludes**, with certain limited exceptions not applicable here, **any agreements, contracts, or arrangements between the city or the county that created the former redevelopment agency (here, the City of Oakland) and the former RDA.** (HSC Section 34171 (d)(1)). AB 1484 also provides that "agreements, contracts or arrangements between the city . . . and the redevelopment agency are invalid and shall not be binding on the successor agency." HSC Section 341718(a) (emphasis added). Although these statutory provisions may be the subject of challenge in litigation, as of this date, the foregoing is the legal definition of what is excluded as an **enforceable obligation.**

In addition, AB 26 provides that the State Controller shall review the activities of the redevelopment agencies in the State to determine whether any asset transfer has occurred after January 1, 2011 between the city and the redevelopment agency; if so, and the agency that

received the assets is not contractually committed to a third party for the expenditure or encumbrance of those assets, the Controller shall order those assets to be returned to the successor agency. HSC Section 34167.5. Section 34167.5 further provides: "The Legislature hereby finds that a transfer of assets by a redevelopment agency during the period covered in this section is deemed not to be in furtherance of the Community Redevelopment Law and is thereby unauthorized." (Emphasis added.)

The asset transfers that took place after January 1, 2011 were, under the express terms of AB 26, unauthorized. The Controller has not yet ordered the return of the assets, but we understand that all such transfers are currently under review by the Controller. The so-called "claw-back" by the State Controller is not before the Oversight Board as part of its review and approval of the DDR.

B. The January 25, 2013 DDR and an Alternative Attachment B.

The Certified Public Accounting Firm of MGO prepared the DDR dated January 25, 2013 and presented it to the Oversight Board at a special meeting held for public comment on January 28, 2013. In performing Procedure #2 set forth above, MGO reports on page 2 of the DDR that it obtained a listing prepared by ORSA of the transfer of assets that ORSA made to the City for the period of January 1, 2011 through January 31, 2012, totaling the amount of \$35,161,938 (\$19,284,544 of pooled cash and \$15,877,394 of restricted cash and investments), and MGO listed those asset transfers on Attachment C of the DDR (a copy of which is attached here as Exhibit 1). The DDR also states that the cash transfers were required by the former RDA's enforceable obligations under the Purchase and Sale Agreements entered into on March 3, 2011, by which the City agreed to sell certain real property parcels to the former RDA in exchange of the RDA's payment to the City of \$35,161,938.

In the final step of the DDR, MGO prepared the Summary of Balances Available for Allocation to Affected Taxing Entities and attached it to the DDR as Attachment B (a copy of which is attached hereto as Exhibit 2). Note that the second item states "Add the amount of any assets transferred to the city or other parties for which an enforceable obligation with a third party requiring such transfer and obligation the use of the transferred assets did not exist (procedures 2 and 3)." MGO listed nothing in that category because it had determined that the Purchase and Sale Agreements requiring the cash asset transfers totaling \$35,161,938 were enforceable obligations.

We understand, however, from speaking with ORSA staff that although MGO obtained a copy of the Purchase and Sale Agreements, it did not conduct an independent legal analysis as to whether the Agreements constituted enforceable obligations under AB 1484.

As set forth above, under AB 1484, the definition of an **enforceable obligation excludes any agreements, contracts, or arrangements between the city or the county that created the former redevelopment agency (here, the City of Oakland) and the former RDA.** (HSC Section 34171 (d)(1)). The asset transfers in the amount of \$35,161,938 were made pursuant to the Agreements between the City and the former RDA, which are expressly deemed under HSC

Section 34171(d)(1) **not to be enforceable obligations**. This legal analysis leads to the conclusion that the assets transfers should be listed on Attachment B, the Summary of Balances Available for Allocation to Affected Taxing Entities, and should be part of the calculations there. In addition, because \$15,877,394 of the transferred assets was from restricted cash/investments, it appears that amount should be added to the \$57,732,003 to be deducted under Procedure 6. Finally it appears that the amount of funds required to satisfy the ROPS for 2012-2012 fiscal year should be \$44,939,417, as reflected on Attachment H to the DDR. MGO reflected \$40,954,764 as the amount needed to satisfy ROPS for the 2012-2013 fiscal year, but that was a "backed-out" figure because without the \$35,161,938 in transferred assets (procedure 2), the assets available were \$3,984,653 short to satisfy ROPS for the 2012-2013 fiscal year (see Attachment H of the DDR).

Despite the foregoing proposals to change Attachment B, it is within the professional judgment of MGO, not Stein & Lubin LLP, to make such changes, or others, based on MGO's consultation with legal counsel as to the "enforceable obligation" issue.

An alternative Summary of Balances Available for Allocation to Affected Taxing Entities is attached here as Exhibit 3, for consideration by MGO and the Oversight Board. The bottom line under the alternative Summary of Balances Available for Allocation to Affected Taxing Entities is that \$15,299,891 would be available for distribution to the taxing entities. According to the pie graphs previously prepared by Keyser Marston in their reports to this Oversight Board, this would mean that the following approximate amounts would be distributed to the following taxing entities: \$4.284 million to the City, \$2.907 million to the Oakland Unified School District, \$2.448 million to Alameda County, \$765,000 to AC Transit, and \$459,000 to the Peralta Community Colleges, in addition to other amounts to all of the other taxing entities.

C. Role of the Oversight Board.

HSC Section 34179.6 requires that, upon receipt of the DDR, the Oversight Board must convene a public comment session; the Board has done so. No earlier than five business days after the public comment session the Board can meet to take action on the review; the Board is meeting to take such action on February 4, 2013. Specifically, the Board is required to "review, approve and transmit to the [DOF] and the county auditor-controller the determination of the amount of cash and cash equivalents that are available to the taxing entities ...." (Section 34179.6(b)). The Board may adjust any amounts provided in the DDR to reflect additional information and analysis.

D. Balancing Fiduciary Duties to Taxing Entities and to Holders of Enforceable Obligations.

As in all of its activities, the Board's analysis of the DDR must be conducted with its dual fiduciary duties in mind --- to the taxing entities and to the holders of enforceable obligations.

If the Board adopts the MGO January 25, 2013 DDR "as is", the legal requirements of AB 1484 as to Procedure #2 will not be satisfied, and the taxing entities will receive no funds as

a direct result of the DDR. In addition, there will be a shortfall to the holders of enforceable obligations under the ROPS for the fiscal year 2012-2013 in the amount of \$3,984,653.

If the Board adjusts the amounts in the DDR to reflect the Summary of Balances Available for Allocation to Affected Taxing Entities attached here as Exhibit 3, and ORSA remits the \$15,299,891 to the Alameda County Auditor-Controller for distribution to the taxing entities, the holders of enforceable obligations under the ROPS for the fiscal year of 2012-2013 will be left without timely payments, because it has been reported by ORSA that ORSA does not have enough cash on hand to pay the \$15,299,891 to the taxing entities and to meet the \$44,939,417 in enforceable obligations under the ROPS for the fiscal year 2012-2013.

The only way to make up the \$3,984,653 shortfall for ROPs for the 2012-2013 fiscal year and fully satisfy the holders of enforceable obligations and to then remit unencumbered funds to the taxing entities is to direct ORSA to make diligent efforts to recover from the City the \$35,161,958 that was transferred to the City without an enforceable obligation. AB 1484 requires ORSA to make such efforts. Section 34179.6(f) provides: "Successor agencies shall make diligent efforts to recover any money determined to have been transferred without an enforceable obligation as described in paragraphs (2) and (3) of subdivision (c) of Section 34179.5." Of course, if the City must return the \$35,161,938 to ORSA, ORSA must in turn convey title to the properties listed on Exhibit 1 to the City. This is not a claw-back by the Controller, but a local-level claw-back necessary, and required, to meet the DDR obligations under AB 1484.

AB 1484 provides for remedies and stiff penalties if a ORSA cannot recover funds that have been transferred to the City without an enforceable obligation. Section 34179.6(h)(1)(A) provides: "If the successor agency cannot promptly recover the funds that have been transferred to another public agency without an enforceable obligation as described in paragraphs (2) and (3) of subdivision (c) of Section 34179.5, the funds may be recovered through an offset of sales and use tax or property tax allocations to the local agency to which the funds were transferred." The DOF can order the State Board of Equalization to make the offset, or the County Auditor-Controller may reduce the property tax allocations to any local agency that fails to repay the funds, and the amount of such offset is then distributed to the taxing entities. HSC Section 34179.8(c).

Alternatively, and in addition to the offset remedies, the DOF can direct the County Auditor-Controller to deduct the unpaid amount from future allocations of property tax to the successor agency until the repayment has been accomplished.

#### E. Recommendation

We recommend that, pursuant to HSC Section 34179.6 (c), the Oversight Board adjust the amounts provided in the DDR as shown on Exhibit 3, and make a determination that \$15,299,891 is available for distribution to the taxing entities. In addition, we recommend that the Oversight Board direct ORSA to promptly make diligent efforts to recover the \$35,161,938 from the City so that the full amount of \$44,939,417 will be available to pay the holders of

enforceable obligations on the ROPS for fiscal year 2012-2013 and \$15,299,891 can be distributed to the tax entities. By this action, the Oversight Board will meet its fiduciary duties to both the holders of enforceable obligations and the taxing entities. In addition, the Oversight Board should direct ORSA to convey title to the properties on Exhibit 1 to the City in exchange for the \$35,161,938.

We welcome any comments or questions with regard to this matter.

**Exhibit 1**

**Oakland Redevelopment Successor Agency, Successor Agency to the Redevelopment Agency of the City of Oakland  
 Attachment C - Excluding Low and Moderate Income Housing Funds  
 Asset Transfers to the City of Oakland for the Period January 1, 2011 Through January 31, 2013**

Asset Description	Name of the recipient	Date of Transfer	Book value of asset at date of transfer	Describe the purpose of the transfer and specify the enforceable obligation of either legal requirement, including such transfer and the date of such requirement.	Exemption
<b>Unrestricted cash</b>					
1 12th Street Remainder Site (CD)	City of Oakland	10/12/01	\$ 1,625,000	Transfer for the purchase of real property. Purchase and sale agreement dated 3/31/11, as amended on 5/17/11 by Agency Resolution 2011-0045 and City Ordinance 13068 dated 6/29/2011.	No exceptions as a result of this procedure.
2 1000 Oak Street/Kaiser Administration (CD 1-8)	City of Oakland	10/12/01	17,644,544	Transfer for the purchase of real property. Purchase and sale agreement with leaseback option dated 3/3/2011 per Agency Resolution 2011-0024 and City Ordinance 13062 dated 3/7/2011.	No exceptions as a result of this procedure.
<b>Total unrestricted cash</b>			<b>19,269,544</b>		
<b>Restricted cash/investments</b>					
3 913 High Street/Vacant Com Bldg (COL)	City of Oakland	6/10/2011	1,840,000	Transfer for the purchase of real property. Purchase and sale agreement with leaseback option dated 3/3/2011 per Agency Resolution 2011-0024 and City Ordinance 13062 dated 3/7/2011.	No exceptions as a result of this procedure.
4 655 Hesperia (Sod Farm) (COL)	City of Oakland	6/8/2011	600,000	Transfer for the purchase of real property. Purchase and sale agreement with leaseback option dated 3/3/2011 per Agency Resolution 2011-0023 and City Ordinance 13061 dated 3/7/2011.	No exceptions as a result of this procedure.
5 12th Street Remainder Site (CD)	City of Oakland	6/28/2011	930,000	Transfer for the purchase of real property. Purchase and sale agreement dated 11/17/11, as amended on 5/17/11 by Agency Resolution 2011-0045 and City Ordinance 13068 dated 6/29/2011.	No exceptions as a result of this procedure.
6 1000 Oak Street/Kaiser Administration (CEE 2-20)	City of Oakland	10/12/01	10,500,000	Transfer for the purchase of real property. Purchase and sale agreement with leaseback option dated 3/3/2011 per Agency Resolution 2011-0024 and City Ordinance 13062 dated 3/7/2011.	No exceptions as a result of this procedure.
7 555 E. Garban/Vacant Lot (COL 6-20)	City of Oakland	10/12/01	515,000	Transfer for the purchase of real property. Purchase and sale agreement with leaseback option dated 3/3/2011 per Agency Resolution 2011-0024 and City Ordinance 13062 dated 3/7/2011.	No exceptions as a result of this procedure.
8 1361 First Street/Parkway Lot (COL 6-23)	City of Oakland	10/12/01	2,116,771	Transfer for the purchase of real property. Purchase and sale agreement with leaseback option dated 3/3/2011 per Agency Resolution 2011-0024 and City Ordinance 13062 dated 3/7/2011.	No exceptions as a result of this procedure.
9 1449 Miller Avenue/Old Library (CEE 3-33)	City of Oakland	10/12/01	200,000	Transfer for the purchase of real property. Purchase and sale agreement with leaseback option dated 3/3/2011 per Agency Resolution 2011-0024 and City Ordinance 13062 dated 3/7/2011.	No exceptions as a result of this procedure.
10 1270 Third Avenue (OHAITS F20) (COL 6-20)	City of Oakland	10/12/01	5,623	Transfer for the purchase of real property. Purchase and sale agreement with leaseback option dated 3/3/2011 per Agency Resolution 2011-0024 and City Ordinance 13062 dated 3/7/2011.	No exceptions as a result of this procedure.
<b>Total restricted cash/investments</b>			<b>15,877,341</b>		
<b>TOTAL</b>			<b>\$ 35,146,885</b>		

**Exhibit 2**

**Oakland Redevelopment Successor Agency, Successor Agency to the Redevelopment Agency of the City of Oakland  
 Attachment B - Excluding Low and Moderate Income Housing Funds  
 Assets Transferred to the Successor Agency That Are Available to Distribute to Affected Taxing Entities**

**SUMMARY OF BALANCES AVAILABLE FOR ALLOCATION TO AFFECTED TAXING ENTITIES**

Total amount of assets held by the successor agency as of June 30, 2012 (procedure 5)	\$ 175,317,992
Add the amount of any assets transferred to the city or other parties for which an enforceable obligation with a third party requiring such transfer and obligating the use of the transferred assets did not exist (procedures 2 and 3)	-
Less assets legally restricted for uses specified by debt covenants, grant restrictions, or restrictions imposed by other governments (procedure 6)	(57,732,003)
Less assets that are not cash or cash equivalents (e.g., physical assets) - (procedure 7)	(55,126,000)
Less balances that are legally restricted for the funding of an enforceable obligation (net of projected annual revenues available to fund those obligations) - (procedure 8)	-
Less balances needed to satisfy ROPS for the 2012-13 fiscal year (procedure 9)	(40,954,764)
Less the amount of payments made on July 12, 2012 to the County Auditor-Controller as directed by the California Department of Finance	<u>(21,505,225)</u>
Amount to be remitted to county for disbursement to taxing entities	<u>\$ -</u>



**Exhibit 3**

DDR Attachment B Adjustments

Oakland Redevelopment Successor Agency, Successor Agency to the Redevelopment Agency of the City of Oakland

Attachment B – Excluding Low and Moderate Income Housing Funds

Assets Transferred to the Successor Agency That Are Available to Distribute to Affected Taxing Entities

**SUMMARY OF BALANCES AVAILABLE FOR ALLOCATION TO AFFECTED TAXING ENTITIES**

Total amount of assets held by the successor agency as of June 30, 2012 (procedure 5)	\$ 175,317,992
Add the amount of any assets transferred to the city or other parties for which an enforceable obligation with a third party requiring such transfer and obligating the use of the transferred assets did not exist (procedures 2 and 3) (Attachment C)	35,161,938
Less assets legally restricted for uses specified by debt covenants, grant restrictions, or restrictions imposed by other governments (procedure 6) +\$15,877,394 (Attachment C)	(73,609,397) (57,732,003)
Less assets that are not cash or cash equivalents (e.g., physical assets) – (procedure 7)	(55,126,000)
Less balances that are legally restricted for the funding of an enforceable obligation (net of projected annual revenues available to fund those obligations) – (procedure 8)	
Less balances needed to satisfy ROPS for the 2012-13 fiscal year (procedure 9) (Attachment H)	(44,939,417) (40,954,764)
Less the amount of payments made on July 12, 2012 to the County Auditor-Controller as directed by the California Department of Finance	<u>(21,505,225)</u>
Amount to be remitted to county for disbursement to taxing entities	<u>\$ 15,299,891</u>

# OAKLAND OVERSIGHT BOARD

## RESOLUTION No. 2013-\_\_\_\_\_

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**A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE DISSOLVED REDEVELOPMENT AGENCY OF THE CITY OF OAKLAND, PURSUANT TO CALIFORNIA HEALTH & SAFETY CODE SECTION 34179.6, APPROVING THE ALL FUNDS, EXCLUDING LOW AND MODERATE INCOME HOUSING FUND, DUE DILIGENCE REVIEW, MAKING A DETERMINATION OF THE AMOUNT AVAILABLE FOR TRANSFER TO TAXING ENTITIES AND AUTHORIZING THE SUCCESSOR AGENCY TO RETAIN CERTAIN FUNDS**

**WHEREAS**, the Oversight Board to the Successor Agency (the "**Successor Agency**") of the dissolved Redevelopment Agency of the City of Oakland (the "**Board**") has been appointed pursuant to the provisions of Health & Safety Code Section 34179; and

**WHEREAS**, Health & Safety Code ("**HSC**") Section 34179.5 requires that the Successor Agency hire an accountant (the "**Accountant**") to conduct a due diligence review of all funds, excluding the Low and Moderate Income Housing Fund (the **DDR**"), to determine the amount of cash and cash equivalents from all funds, excluding the Low and Moderate Income Housing Fund, that are available for distribution to the taxing entities;

**WHEREAS**, HSC Section 34179.6 requires the Successor Agency to submit the DDR to the Board, and that upon receipt of the DDR, the Board, not fewer than five (5) business days after convening a public comment session on the DDR, must review, approve and transmit to the California Department of Finance and the Alameda County Auditor-Controller the Board's determination of the amount of cash and cash equivalents, calculated in accordance with the requirements of Section 34179.5, that is available for transfer to the taxing entities from all funds, excluding the Low and Moderate Income Housing Fund;

**WHEREAS**, the Successor Agency submitted a DDR, dated January 25, 2013, to the Board on January 25, 2013, and on January 28, 2013 the Board convened a public comment session on the DDR - a copy of the DDR is attached to this Resolution as Exhibit 1;

**WHEREAS**, at the request of the Board, the Legal Counsel to the Board has reviewed the DDR, has discussed it with the Successor Agency staff and has reported to the Board the results of her review in the January 28, 2013 public comment session and in a Memorandum to the Board dated February 1, 2013;

**WHEREAS**, pursuant to the findings of the Accountant as reflected in Attachment B of the DDR, no funds from all funds, excluding the Low and Moderate Income Housing Fund, are available for transfer to the taxing entities;

**WHEREAS**, after consideration and discussion of the DDR at two properly convened public meetings of the Board, including a public comment session, the Board takes the following action with respect to the DDR:

**RESOLVED**, by the Oakland Oversight Board as follows:

**SECTION 1.** The above Recitals are true and correct and are adopted as the findings of the Oakland Oversight Board.

**SECTION 2.** The Oakland Oversight Board approves the DDR and confirms that there are no funds available from all funds, excluding the Low and Moderate Income Housing Fund, for transfer to taxing entities according to the calculation method provided in HSC Section 34179.5.

**SECTION 3.** Pursuant to HSC Section 34179.6(c), the Oakland Oversight Board authorizes the Successor Agency to retain the following amounts, as described in the DDR: (a) \$57,732,003 of cash restricted by bond covenants and other legal restrictions (Attachment F of the DDR); (b) \$55,126,000 of assets that are not cash or cash equivalents (e.g., real estate); (Attachment G of the DDR); and (c) \$40,954,764 of cash that is contractually dedicated to the funding of enforceable obligations (Attachment H of the DDR).

**SECTION 4.** The Agency Administrator is hereby directed to transmit this Resolution, with Exhibits attached, to the California Department of Finance and to the Alameda County Auditor-Controller.

**ADOPTED**, at a regular meeting held on February 4, 2013, by the members of the Oversight Board of the Successor Agency for the Dissolved Redevelopment Agency of the City of Oakland with the following vote:

AYES-

NOES-

ABSENT-

ABSTENTION-

ATTEST: \_\_\_\_\_

SECRETARY, OAKLAND  
OVERSIGHT BOARD

**EXHIBIT 1**

**Approved All Funds, Excluding Low and Moderate Income Housing Fund, Due  
Diligence Review**

**(copy attached)**

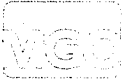
**OAKLAND REDEVELOPMENT SUCCESSOR AGENCY**

Independent Accountant's Report on  
Applying Agreed-Upon Procedures on  
All Funds, Excluding Low and Moderate Income Housing Funds  
of the Former Redevelopment Agency of the  
City of Oakland, California

As prescribed in Section 34179.5 of  
the California Health and Safety Code



**Certified Public Accountants.**



**Certified Public Accountants.**

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Oakland Redevelopment Successor Agency, Successor Agency to the  
Redevelopment Agency of the City of Oakland  
Oakland, California

**Independent Accountant's Report on  
Applying Agreed-Upon Procedures**

We have performed the procedures applied to all other funds excluding the Low and Moderate Income Housing Funds of the of the former Redevelopment Agency of the City of Oakland (Agency) enumerated in Attachment A, which were agreed to by the Oakland Redevelopment Successor Agency, as Successor Agency to the Agency (Successor Agency), the California State Controller's Office, and the California State Department of Finance (collectively referred to as the Specified Parties), solely to assist the Specified Parties in determining the balances available for transfer to taxing entities from assets transferred to the Successor Agency from all other funds excluding the Low and Moderate Income Housing Funds of the former Agency, as prescribed in Section 34179.5 of the California Health and Safety Code.

Management of the former Agency and the Successor Agency are responsible for the accounting records. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of those parties specified in the report. Consequently, we make no representation regarding the sufficiency of the procedures described below, either for the purpose for which this report has been requested, or for any other purpose.

The scope of this engagement was limited to performing the agreed-upon procedures applied to all other funds excluding the Low and Moderate Income Housing Funds of the Agency as set forth in Attachment A. Attachment A also identifies the findings noted as a result of the procedures performed.

We were not engaged to and did not conduct an audit, the objective of which would be the expression of an opinion on the balances available for transfer to taxing entities from assets transferred to the Successor Agency from all other funds excluding the Low and Moderate Income Housing Funds of the former Agency or as to the appropriateness of the other financial information summarized in Attachments A, B, C, D, E, F, G, H, I, J, and K. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of the Successor Agency, the California State Controller's Office, and the California State Department of Finance, and is not intended to be, and should not be, used by anyone other than these specified parties. This restriction is not intended to limit distribution of this report, which is a matter of public record.

*Macias Gini & Connell LLP*

Walnut Creek, California  
January 25, 2013

**Oakland Redevelopment Successor Agency, Successor Agency to the  
Redevelopment Agency of the City of Oakland**

**Attachment A – Agreed-Upon Procedures and Findings  
Successor Agency, Excluding Low and Moderate Income Housing Funds**

The agreed-upon procedures, as it relates to all funds of the former Agency, excluding Low and Moderate Income Housing Funds, and findings are as follows:

1. Obtain from the Successor Agency a listing of all assets that were transferred from the former redevelopment agency to the Successor Agency on or about February 1, 2012. Agree the amounts on this listing to account balances established in the accounting records of the Successor Agency. Identify in the Agreed-Upon Procedures (AUP) report the amount of the assets transferred to the Successor Agency as of that date.

**Finding:** We obtained from the Successor Agency a listing of all assets (excluding Low and Moderate Income Housing Fund assets) that were transferred from the former redevelopment agency to the Successor Agency on or about February 1, 2012 and agreed the transfer of assets in the amount of \$172,821,000 to the account balances established in the accounting records of the Successor Agency.

2. If the State Controller's Office has completed its review of transfers required under both Sections 34167.5 and 34178.8 and issued its report regarding such review, attach a copy of that report as an exhibit to the AUP report.

**Finding:** The State Controller's Office has not completed its review of transfers required under both Sections 34167.5 and 34178.8 nor issued its report regarding such review.

If this has not yet occurred, perform the following procedures:

- A. Obtain a listing prepared by the Successor Agency of transfers (excluding payments for goods and services) from the former redevelopment agency to the city, county, or city and county that formed the redevelopment agency for the period from January 1, 2011 through January 31, 2012. For each transfer, the Successor Agency should describe the purpose of the transfer and describe in what sense the transfer was required by one of the Agency's enforceable obligations or other legal requirements. Provide this listing as an attachment to the AUP report.

**Finding:** We obtained a listing prepared by the Successor Agency of transfers from the former redevelopment agency to the City and noted that the Successor Agency listed asset transfers of \$35,161,938 to the City for the period from January 1, 2011 through January 31, 2012, which includes \$19,284,544 of pooled cash and \$15,877,394 of restricted cash and investments. See Attachment C for the listing of the transfers with a description of the purpose and in what sense the transfer was required by one of the Agency's enforceable obligations or other legal requirements. The transfers were made for the purpose of acquiring properties under the Purchase and Sale Agreement with Leaseback Option (Agreement) entered into on March 3, 2011, whereas the City, as the Seller, agreed to sell various properties to the former redevelopment agency. The Agreement contains a provision allowing the City to leaseback the property at a rental rate of \$1 per year for up to 30 years at any point after the sale.

- B. Obtain a listing prepared by the Successor Agency of transfers (excluding payments for goods and services) from the Successor Agency to the city, county, or city and county that formed the redevelopment agency for the period from February 1, 2012 through June 30, 2012. For each transfer, the Successor Agency should describe the purpose of the transfer and describe in what sense the transfer was required by one of the Agency's enforceable obligations or other legal requirements. Provide this listing as an attachment to the AUP report.

**Oakland Redevelopment Successor Agency, Successor Agency to the  
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**Attachment A – Agreed-Upon Procedures and Findings  
Successor Agency, Excluding Low and Moderate Income Housing Funds**

**Finding:** We obtained a listing prepared by the Successor Agency of transfers from the Successor Agency to the City and noted that the Successor Agency did not list any transfers for the period from February 1, 2012 through June 30, 2012.

- C. For each transfer, obtain the legal document that formed the basis for the enforceable obligation that required any transfer. Note in the AUP report the absence of any such legal document or the absence of language in the document that required the transfer.

**Findings:** We obtained the legal document that formed the basis for the enforceable obligation that required any transfer. See Attachment C.

3. If the State Controller's Office has completed its review of transfers required under both Sections 34167.5 and 34178.8 and issued its report regarding such review, attach a copy of that report as an exhibit to the AUP report.

**Finding:** The State Controller's Office has not completed its review of transfers required under both Sections 34167.5 and 34178.8 nor issued its report regarding such review.

If this has not yet occurred, perform the following procedures:

- A. Obtain a listing prepared by the Successor Agency of transfers (excluding payments for goods and services) from the former redevelopment agency to any other public agency or to private parties for the period from January 1, 2011 through January 31, 2012. For each transfer, the Successor Agency should describe the purpose of the transfer and describe in what sense the transfer was required by one of the Agency's enforceable obligations or other legal requirements. Provide this listing as an attachment to the AUP report.

**Finding:** We obtained a listing prepared by the Successor Agency of transfers from the former redevelopment agency to any other public agency or to private parties and noted that the Successor Agency did not list any transfers for the period from January 1, 2011, through January 31, 2012.

- B. Obtain a listing prepared by the Successor Agency of transfers (excluding payments for goods and services) from the Successor Agency to any other public agency or private parties for the period from February 1, 2012 through June 30, 2012. For each transfer, the Successor Agency should describe the purpose of the transfer and describe in what sense the transfer was required by one of the Agency's enforceable obligations or other legal requirements. Provide this listing as an attachment to the AUP report.

**Finding:** We obtained a listing prepared by the Successor Agency of transfers from the former redevelopment agency to any other public agency or to private parties and noted that the Successor Agency did not list any transfers for the period from February 1, 2012 through June 30, 2012.

- C. For each transfer, obtain the legal document that formed the basis for the enforceable obligation that required any transfer. Note in the AUP report the absence of any such legal document or the absence of language in the document that required the transfer.



**Oakland Redevelopment Successor Agency, Successor Agency to the  
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**Attachment A – Agreed-Upon Procedures and Findings  
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**Findings:** The procedure is not applicable. The Successor Agency did not list any transfers of assets to any other public agency or to private parties for the period January 1, 2011 to June 30, 2012.

4. Perform the following procedures:
  - A. Obtain from the Successor Agency a summary of the financial transactions of the Redevelopment Agency and the Successor Agency in the format set forth in the attached schedule for the fiscal periods indicated in the schedule. For purposes of this summary, the financial transactions should be presented using the modified accrual basis of accounting. End of year balances for capital assets (in total) and long-term liabilities (in total) should be presented at the bottom of this summary schedule for information purposes.
  - B. Ascertain that for each period presented, the total of revenues, expenditures, and transfers accounts fully for the changes in equity from the previous fiscal period.
  - C. Compare amounts in the schedule relevant to the fiscal year ended June 30, 2010, to the state controller's report filed for the Redevelopment Agency for that period.
  - D. Compare amounts in the schedule for the other fiscal periods presented to account balances in the accounting records or other supporting schedules. Describe in the report the type of support provided for each fiscal period.

**Finding:** Please refer to Attachment D for a summary of the financial transactions of the former Agency and the Successor Agency for the periods ended June 30, 2010, June 30, 2011, January 31, 2012, and June 30, 2012. We compared the financial transactions of the former Agency for the period ended June 30, 2010 to the corresponding audited financial statements and State Controller's Report. We noted the former Agency reported total long-term debt in the amount of \$502,399,000 in the State Controller's Report versus the amount reported in the audited financial statements of \$512,527,000, for a difference of \$10,128,000. We agreed the financial transactions of the former Agency for the periods ended June 30, 2011 and January 31, 2012 and of the Successor Agency for the period ended June 30, 2012 to the corresponding audited financial statements. The financial transactions of the Successor Agency are presented using the accrual basis of accounting in lieu of the modified accrual basis of accounting.

5. Obtain from the Successor Agency a listing of all assets of the Low and Moderate Income Housing Fund as of June 30, 2012 for the report that is due October 1, 2012 and a listing of all assets of all other funds of the Successor Agency as of June 30, 2012 (excluding the previously reported assets of the Low and Moderate Income Housing Fund) for the report that is due December 15, 2012. Agree the assets so listed to recorded balances reflected in the accounting records of the Successor Agency. The listings should be attached as an exhibit to the appropriate AUP report.

**Finding:** We obtained from the Successor Agency a listing of all assets of all other funds of the Successor Agency as of June 30, 2012 (excluding the previously reported assets of the Low and Moderate Income Housing Fund) and agreed the assets listed to the recorded balances reflected in the accounting records of the Successor Agency. The Successor Agency reported \$175,317,992 of assets held by the Successor Agency at June 30, 2012. See listing in Attachment E.

6. Obtain from the Successor Agency a listing of asset balances held on June 30, 2012 that are restricted for the following purposes:

**Oakland Redevelopment Successor Agency, Successor Agency to the  
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**Attachment A – Agreed-Upon Procedures and Findings  
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- A. Unspent bond proceeds:
- i. Obtain the Successor Agency's computation of the restricted balances (e.g., total proceeds less eligible project expenditures, amounts set aside for debt service payments, etc.)
  - ii. Trace individual components of this computation to related account balances in the accounting records, or to other supporting documentation (specify in the AUP report a description of such documentation).
  - iii. Obtain from the Successor Agency a copy of the legal document that sets forth the restriction pertaining to these balances. Note in the AUP report the absence of language restricting the use of the balances that were identified by the Successor Agency as restricted.
- B. Grant proceeds and program income that are restricted by third parties:
- i. Obtain the Successor Agency's computation of the restricted balances (e.g., total proceeds less eligible project expenditures).
  - ii. Trace individual components of this computation to related account balances in the accounting records, or to other supporting documentation (specify in the AUP report a description of such documentation).
  - iii. Obtain from the Successor Agency a copy of the grant agreement that sets forth the restriction pertaining to these balances. Note in the AUP report the absence of language restricting the use of the balances that were identified by the Successor Agency as restricted.
- C. Other assets considered to be legally restricted:
- i. Obtain the Successor Agency's computation of the restricted balances (e.g., total proceeds less eligible project expenditures).
  - ii. Trace individual components of this computation to related account balances in the accounting records, or to other supporting documentation (specify in the AUP report a description of such documentation).
  - iii. Obtain from the Successor Agency a copy of the legal document that sets forth the restriction pertaining to these balances. Note in the AUP report the absence of language restricting the use of the balances that were identified by Successor the Agency as restricted.
- D. Attach the above mentioned Successor Agency prepared schedule(s) as an exhibit to the AUP report. For each restriction identified on these schedules, indicate in the report the period of time for which the restrictions are in effect. If the restrictions are in effect until the related assets are expended for their intended purpose, this should be indicated in the report.

**Finding:** We obtained from the Successor Agency its computation of the restricted balances for unspent bond proceeds and other assets considered to be legally restricted as of June 30, 2012; traced the individual components of this computation to related account balances in the accounting records, or to other supporting documents as specified in Attachment F and obtained a copy of the legal document that sets forth the restriction pertaining to these balances.

Please refer to Attachment F for the listing of the Successor Agency's restricted assets, excluding the Low and Moderate Income Housing Fund assets, held by the Successor Agency at June 30, 2012, descriptions of the period of time for which the restrictions are in effect and findings noted.

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**Attachment A – Agreed-Upon Procedures and Findings  
Successor Agency, Excluding Low and Moderate Income Housing Funds**

7. Perform the following procedures:

- A. Obtain from the Successor Agency a listing of assets as of June 30, 2012 that are **not** liquid or otherwise available for distribution (such as capital assets, land held for resale, long-term receivables, etc.) and ascertain if the values are listed at either purchase cost (based on book value reflected in the accounting records of the Successor Agency) or market value as recently estimated by the Successor Agency.
- B. If the assets listed at 7.A. are listed at purchase cost, trace the amounts to a previously audited financial statement (or to the accounting records of the Successor Agency) and note any differences.
- C. For any differences noted in 7.B., inspect evidence of disposal of the asset and ascertain that the proceeds were deposited into the Successor Agency trust fund. If the differences are due to additions (this generally is not expected to occur), inspect the supporting documentation and note the circumstances.
- D. If the assets listed at 7.A. are listed at recently estimated market value, inspect the evidence (if any) supporting the value and note the methodology used. If no evidence is available to support the value and/or methodology, note the lack of evidence.

**Finding:** We obtained from the Successor Agency a listing of assets as of June 30, 2012 that are not liquid or otherwise available for distribution. See attachment G. The assets are listed at purchase cost and/or fair value, which we traced to the accounting records of the Successor Agency and did not note any differences.

8. Perform the following procedures:

- A. If the Successor Agency believes that asset balances need to be retained to satisfy enforceable obligations, obtain from the Successor Agency an itemized schedule of asset balances (resources) as of June 30, 2012 that are dedicated or restricted for the funding of enforceable obligations and perform the following procedures. The schedule should identify the amount dedicated or restricted, the nature of the dedication or restriction, the specific enforceable obligation to which the dedication or restriction relates, and the language in the legal document that is associated with the enforceable obligation that specifies the dedication of existing asset balances toward payment of that obligation.
  - i. Compare all information on the schedule to the legal documents that form the basis for the dedication or restriction of the resource balance in question.
  - ii. Compare all current balances to the amounts reported in the accounting records of the Successor Agency or to an alternative computation.
  - iii. Compare the specified enforceable obligations to those that were included in the final Recognized Obligation Payment Schedule approved by the California Department of Finance.
  - iv. Attach as an exhibit to the report the listing obtained from the Successor Agency. Identify in the report any listed balances for which the Successor Agency was unable to provide appropriate restricting language in the legal document associated with the enforceable obligation.

**Finding:** The Successor Agency believes that asset balances are needed to be retained to satisfy enforceable obligations, however, as there is a deficiency of assets held at June 30, 2012 to pay enforceable obligations on the Recognized Obligation Payment Schedule for the period of July 1, 2012 through June 30, 2013 (as documented in Procedure #9), the remaining unfunded enforceable

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obligations will be paid from redevelopment property tax trust fund distributions on future Recognized Obligation Payment Schedules.

- B. If the Successor Agency believes that future revenues together with balances dedicated or restricted to an enforceable obligation are insufficient to fund future obligation payments and thus retention of current balances is required, obtain from the Successor Agency a schedule of approved enforceable obligations that includes a projection of the annual spending requirements to satisfy each obligation and a projection of the annual revenues available to fund those requirements and perform the following procedures:
- i. Compare the enforceable obligations to those that were approved by the California Department of Finance. Procedures to accomplish this may include reviewing the letter from the California Department of Finance approving the Recognized Enforceable Obligation Payment Schedules for the six month period from January 1, 2012 through June 30, 2012 and for the six month period July 1, 2012 through December 31, 2012.
  - ii. Compare the forecasted annual spending requirements to the legal document supporting each enforceable obligation.
    - a. Obtain from the Successor Agency its assumptions relating to the forecasted annual spending requirements and disclose in the report major assumptions associated with the projections.
  - iii. For the forecasted annual revenues:
    - a. Obtain from the Successor Agency its assumptions for the forecasted annual revenues and disclose in the report major assumptions associated with the projections.
- C. If the Successor Agency believes that projected property tax revenues and other general purpose revenues to be received by the Successor Agency are insufficient to pay bond debt service payments (considering both the timing and amount of the related cash flows), obtain from the Successor Agency a schedule demonstrating this insufficiency and apply the following procedures to the information reflected in that schedule.
- i. Compare the timing and amounts of bond debt service payments to the related bond debt service schedules in the bond agreement.
  - ii. Obtain the assumptions for the forecasted property tax revenues and disclose major assumptions associated with the projections.
  - iii. Obtain the assumptions for the forecasted other general purpose revenues and disclose major assumptions associated with the projections.
- D. If procedures A, B, or C were performed, calculate the amount of current unrestricted balances necessary for retention in order to meet the enforceable obligations by performing the following procedures.
- i. Combine the amount of identified current dedicated or restricted balances and the amount of forecasted annual revenues to arrive at the amount of total resources available to fund enforceable obligations.
  - ii. Reduce the amount of total resources available by the amount forecasted for the annual spending requirements. A negative result indicates the amount of current unrestricted balances that needs to be retained.
  - iii. Include the calculation in the AUP report.

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**Attachment A – Agreed-Upon Procedures and Findings  
Successor Agency, Excluding Low and Moderate Income Housing Funds**

**Finding:** Procedure A was deemed not applicable and, therefore, Procedures B, C and D were deemed not necessary.

9. If the Successor Agency believes that cash balances as of June 30, 2012 need to be retained to satisfy obligations on the Recognized Obligation Payment Schedule (ROPS) for the period of July 1, 2012 through June 30, 2013, obtain a copy of the final ROPS for the period of July 1, 2012 through December 31, 2012 and a copy of the final ROPS for the period January 1, 2013 through June 30, 2013. For each obligation listed on the ROPS, the Successor Agency should add columns identifying (1) any dollar amounts of existing cash that are needed to satisfy that obligation and (2) the Successor Agency's explanation as to why the Successor Agency believes that such balances are needed to satisfy the obligation. Include this schedule as an attachment to the AUP report.

**Finding:** We noted the Successor Agency believes that cash balances in the amount of \$40,954,764 as of June 30, 2012 need to be retained to satisfy obligations on the ROPS for the period from July 1, 2012 through June 30, 2013. Please refer to Attachment H for the schedule prepared and the results of this procedure. Also, see Attachment I for the maximum RPTTF obligations approved by DOF for ROPS II, Attachment J for a copy of the ROPS II and Attachment K for a copy of the ROPS III.

10. Include (or present) a schedule detailing the computation of the Balance Available for Allocation to Affected Taxing Entities. Amounts included in the calculation should agree to the results of the procedures performed in each section above. The schedule should also include a deduction to recognize amounts already paid to the County Auditor-Controller on July 12, 2012 as directed by the California Department of Finance. The amount of this deduction presented should be agreed to evidence of payment. The attached example summary schedule may be considered for this purpose. Separate schedules should be completed for the Low and Moderate Income Housing Fund and for all other funds combined (excluding the Low and Moderate Income Housing Fund).

**Finding:** See Attachment B for the results of this procedure.

11. Obtain a representation letter from Successor Agency management acknowledging their responsibility for the data provided to the practitioner and the data presented in the report or in any attachments to the report. Included in the representations should be an acknowledgment that management is not aware of any transfers (as defined by Section 34179.5) from either the former redevelopment agency or the Successor Agency to other parties for the period from January 1, 2011 through June 30, 2012 that have not been properly identified in the AUP report and its related exhibits. Management's refusal to sign the representation letter should be noted in the AUP report as required by attestation standards.

**Finding:** No exceptions noted as a result of this procedure.

**Oakland Redevelopment Successor Agency, Successor Agency to the Redevelopment Agency of the City of Oakland**  
**Attachment B - Excluding Low and Moderate Income Housing Funds**  
**Assets Transferred to the Successor Agency That Are Available to Distribute to Affected Taxing Entities**

**SUMMARY OF BALANCES AVAILABLE FOR ALLOCATION TO AFFECTED TAXING ENTITIES**

Total amount of assets held by the successor agency as of June 30, 2012 (procedure 5)	\$ 175,317,992
Add the amount of any assets transferred to the city or other parties for which an enforceable obligation with a third party requiring such transfer and obligating the use of the transferred assets did not exist (procedures 2 and 3)	-
Less assets legally restricted for uses specified by debt covenants, grant restrictions, or restrictions imposed by other governments (procedure 6)	(57,732,003)
Less assets that are not cash or cash equivalents (e.g., physical assets) - (procedure 7)	(55,126,000)
Less balances that are legally restricted for the funding of an enforceable obligation (net of projected annual revenues available to fund those obligations) - (procedure 8)	-
Less balances needed to satisfy ROPS for the 2012-13 fiscal year (procedure 9)	(40,954,764)
Less the amount of payments made on July 12, 2012 to the County Auditor-Controller as directed by the California Department of Finance	<u>(21,505,225)</u>
Amount to be remitted to county for disbursement to taxing entities	<u><u>\$ -</u></u>

**Oakland Redevelopment Successor Agency, Successor Agency to the Redevelopment Agency of the City of Oakland**  
**Attachment C - Excluding Low and Moderate Income Housing Funds**  
**Asset Transfers to the City of Oakland for the Period January 1, 2011 Through January 31, 2012**

Name of the recipient      Date of Transfer      Book value of asset at date of transfer      Describe the purpose of the transfer and specify the enforceable obligation or other legal requirement requiring such transfer and the date of such requirement.      Finding

Pooled cash				
Asset Description	Name of the recipient	Date of Transfer	Book value of asset at date of transfer	Finding
1 12th Street Remainder Site (CD)	City of Oakland	1/31/2012	\$ 1,600,000	No exceptions as a result of this procedure.
2 1000 Oak Street (Kaiser Auditorium) (CD 1-8)	City of Oakland	1/31/2012	17,684,544	No exceptions as a result of this procedure.
<b>Total pooled cash</b>			<b>19,284,544</b>	

Restricted cash/investments				
Asset Description	Name of the recipient	Date of Transfer	Book value of asset at date of transfer	Finding
3 615 High Street (Vacant Com Bldg) (COL)	City of Oakland	6/10/2011	1,040,000	No exceptions as a result of this procedure.
4 695 Heegenberger (Sod Farm) (COL)	City of Oakland	6/6/2011	600,000	No exceptions as a result of this procedure.
5 12th Street Remainder Site (CD)	City of Oakland	6/20/2011	900,000	No exceptions as a result of this procedure.
6 1000 Oak Street (Kaiser Auditorium) (CCE 3-28)	City of Oakland	1/31/2012	10,500,000	No exceptions as a result of this procedure.
7 66th & Oakport (Vacant Lot) (COL 6-26)	City of Oakland	1/31/2012	515,000	No exceptions as a result of this procedure.
8 3801 East 8th Street (Parking Lot) (COL 6-25)	City of Oakland	1/31/2012	2,116,771	No exceptions as a result of this procedure.
9 1449 Miller Avenue (Old Library) (CCE 3-33)	City of Oakland	1/31/2012	200,000	No exceptions as a result of this procedure.
10 1270 93rd Avenue (Old FS #20) (COL 6-24)	City of Oakland	1/31/2012	5,623	No exceptions as a result of this procedure.
<b>Total restricted cash/investments</b>			<b>15,877,394</b>	
<b>TOTAL</b>			<b>\$ 35,161,938</b>	

**Oakland Redevelopment Successor Agency, Successor Agency to the Redevelopment Agency of the City of Oakland  
Attachment D - Condensed Summary of Financial Data**

	Modified Accrual Basis of Accounting			Accrual Basis of Accounting
	Redevelopment Agency 6/30/2010	Redevelopment Agency 6/30/2011	Redevelopment Agency 1/31/2012	Successor Agency 6/30/2012
<b>Assets:</b>				
Cash and investments	\$ 220,898,000	\$ 201,679,000	\$ 103,832,000	\$ 108,068,000
Accounts receivable	2,440,000	449,000	136,000	353,000
Accrued interest receivable	653,000	549,000	-	-
Grants receivable	-	2,178,000	-	-
Due from other governments	36,000	-	-	-
Due from other funds	-	-	1,429,000	-
Due from the City of Oakland	2,121,000	12,000	-	1,690,000
Advances to the City of Oakland	11,721,000	13,024,000	8,894,000	-
Prepays and other assets	32,000	23,000	19,000	19,000
Restricted cash and investments	192,471,000	196,781,000	124,450,000	108,608,000
Notes and loans receivable, net	156,038,000	190,106,000	138,876,000	6,375,000
Property held for resale	163,919,000	179,240,000	48,093,000	38,957,000
Unamortized bond issuance costs	-	-	-	7,732,000
<b>Total Assets</b>	<b>\$ 750,329,000</b>	<b>\$ 784,041,000</b>	<b>\$ 425,729,000</b>	<b>\$ 271,802,000</b>
<b>Liabilities:</b>				
Accounts payable	\$ 3,211,000	\$ 3,709,000	\$ 1,443,000	\$ 2,725,000
Accrued interest payable	-	-	-	9,973,000
Due to other funds	-	-	1,429,000	-
Due to the City of Oakland	10,898,000	2,179,000	3,325,000	2,800,000
Due to other governments	11,475,000	8,067,000	26,320,000	29,985,000
Deposits and other payables	598,000	1,210,000	395,000	97,000
Deferred revenue	172,212,000	205,309,000	147,884,000	-
Long-term liabilities:				
Due within one year	-	-	-	23,132,000
Due in more than one year	-	-	-	481,349,000
<b>Total Liabilities</b>	<b>198,394,000</b>	<b>220,474,000</b>	<b>180,796,000</b>	<b>550,061,000</b>
<b>Equity</b>	<b>551,935,000</b>	<b>563,567,000</b>	<b>244,933,000</b>	<b>(278,259,000)</b>
<b>Total Liabilities + Equity</b>	<b>\$ 750,329,000</b>	<b>\$ 784,041,000</b>	<b>\$ 425,729,000</b>	<b>\$ 271,802,000</b>
	Redevelopment Agency 12 Months Ended 6/30/2010	Redevelopment Agency 12 Months Ended 6/30/2011	Redevelopment Agency 7 Months Ended 1/31/2012	Successor Agency 5 Months Ended 6/30/2012
Total revenues	\$ 129,138,000	\$ 180,794,000	\$ 46,501,000	\$ 39,021,000
Total expenditures/expenses	193,642,000	169,162,000	365,135,000	44,260,000
Extraordinary loss from RDA Dissolution	-	-	-	(273,020,000)
<b>Net change in equity</b>	<b>(64,504,000)</b>	<b>11,632,000</b>	<b>(318,634,000)</b>	<b>(278,259,000)</b>
Beginning Equity	616,439,000	551,935,000	563,567,000	-
<b>Ending Equity</b>	<b>\$ 551,935,000</b>	<b>\$ 563,567,000</b>	<b>\$ 244,933,000</b>	<b>\$ (278,259,000)</b>
<b>Reconciliation of the former Agency Ending Equity at 1/31/2012 to Successor Agency Beginning Equity at 2/1/2012.</b>				
Redevelopment Agency ending equity			\$ 244,933,000	
Transferred in from the Housing Successor			(9,322,000)	
Extraordinary loss from RDA dissolution			(235,611,000)	
Successor Agency, beginning equity			\$ -	
<b>Other Information</b>	Redevelopment Agency 6/30/2010	Redevelopment Agency 6/30/2011	Redevelopment Agency 1/31/2012	
Capital assets as of end of year	\$ 6,600,000	\$ 6,448,000	\$ 6,359,000	
Interest payable as of end of year	\$ 9,278,000	\$ 10,309,000	\$ 12,614,000	
Long term debt as of end of year	\$ 512,527,000	\$ 530,921,000	\$ 510,967,000	



**Oakland Redevelopment Successor Agency, Successor Agency  
to the Redevelopment Agency of the City of Oakland  
Attachment E - Successor Agency Assets, Excluding Low and Moderate Income Housing Funds  
Held by the Successor Agency at June 30, 2012**

	<u>June 30, 2012</u>
<b>Assets:</b>	
Cash and investments	\$ 70,305,838
Restricted cash and investments	49,886,154
Accounts receivable	353,000
Due from City of Oakland	1,690,000
Notes & loans receivable	6,375,000
Property held for resale	38,957,000
Prepays	19,000
Unamortized bond issuance costs	<u>7,732,000</u>
<b>Total Assets</b>	<u><u>\$ 175,317,992</u></u>

**Oakland Redevelopment Successor Agency, Successor Agency to the Redevelopment Agency of the City of Oakland  
Attachment F - Excluding Low and Moderate Income Housing Funds  
Restricted Assets Held by the Successor Agency at June 30, 2012**

Identify the document requiring the restriction. For each restriction identified on these schedules, indicate in the period of time for which the restrictions are in effect. Note whether the restrictions are in effect until the related assets are expended for their intended purpose.

Assets	6/30/2012	Computation of Restricted Balance	Source for the computation of the restricted balance	Findings
<b>Unspent Bond Proceeds</b>				
2006A Taxable TABs	\$ 10,640,577	Trustee statements	Accounting records	Bond covenants. Restrictions are in effect until the related assets are expended for their intended purpose. No findings as a result of this procedure.
Central District TABs	144,147	Trustee statements	Accounting records	Bond covenants. Restrictions are in effect until the related assets are expended for their intended purpose. No findings as a result of this procedure.
2006B TABs - Coliseum	1,202,200	Trustee statements	Accounting records	Bond covenants. Restrictions are in effect until the related assets are expended for their intended purpose. No findings as a result of this procedure.
2003 TABs - Coliseum	956,167	Trustee statements	Accounting records	Bond covenants. Restrictions are in effect until the related assets are expended for their intended purpose. No findings as a result of this procedure.
2005 TABs	13,674,548	Trustee statements	Accounting records	Bond covenants. Restrictions are in effect until the related assets are expended for their intended purpose. No findings as a result of this procedure.
1989 TABs	6,265,711	Accounting records	Accounting records	Remaining balance from redevelopment loan repayments originally funded by bond proceeds, based on City's assertion. These funds are held in separate bond labeled funds within the City's accounting records. No findings as a result of this procedure.
1986 TABs	1,483,138	Accounting records	Accounting records	Bond covenants. Restrictions are in effect until the related assets are expended for their intended purpose. No findings as a result of this procedure.
<b>Total unspent bond proceeds</b>				<b>34,366,488</b>
<b>Other Assets Considered Legally Restricted</b>				
Debt service	9,076,139	Trustee statements	Accounting records	Bond covenants. Restrictions are in effect until the related assets are expended for their intended purpose. No findings as a result of this procedure.
Debt service reserve	14,192,376	Trustee statements	Accounting records	Bond covenants. Restrictions are in effect until the related assets are expended for their intended purpose. No findings as a result of this procedure.
Deposits	97,000	Accounting records	Accounting records	Customer deposits. Restrictions are in effect until the related assets are expended for their intended purpose. No findings as a result of this procedure.
<b>Total other assets considered legally restricted</b>				<b>23,365,515</b>
<b>Total restricted assets</b>				<b>\$ 57,732,003</b>

**Oakland Redevelopment Successor Agency, Successor Agency to the Redevelopment Agency of the City of Oakland**  
**Attachment G - Successor Agency Assets Other Than Cash and Cash Equivalents, Excluding Low and Moderate Income Housing Funds**

Assets	6/30/2012	Basis	Description of the records provided supporting the book value listed and any differences noted.	Description of the methodology used to support the market value listed.
Accounts receivable	\$ 353,000	Book value	Accounting records	N/A
Due from City of Oakland	1,690,000	Book value	Accounting records	N/A
Notes & loans receivable	6,375,000	Book value	Accounting records	N/A
Property held for resale	38,957,000	Book value	Accounting records	N/A
Prepays	19,000	Book value	Accounting records	N/A
Unamortized bond issuance costs	7,732,000	Book value	Accounting records	N/A
<b>Total Assets</b>	<b>\$ 55,126,000</b>			

**Oakland Redevelopment Successor Agency, Successor Agency to the Redevelopment Agency of the City of Oakland  
Attachment H - All Other Funds Excluding Low and Moderate Income Housing Funds  
Assets Held by the Successor Agency that are Required to Satisfy Obligations on the ROPS**

Balances as of June 30, 2012  
need to be retained to satisfy  
obligations on the ROPS

Successor Agency's explanation as to why the Successor  
Agency believes that such balances are needed to satisfy  
the obligation.

Assets Description	ROPS Reference	Finding
Cash	ROPS II - DOF approved enforceable obligations payable from the RPTTF.	Maximum RPTTF obligations approved by DOF for ROPS II period as listed in Attachment I.
\$ 36,596,637		No exceptions were noted as a result of the procedure.
Cash	ROPS II - DOF approved enforceable obligations payable from other revenue sources.	For payment of ROPS II, item# BM-22 listed in Attachment J.
627		No exceptions were noted as a result of the procedure.
Cash	ROPS II - DOF approved enforceable obligations payable from reserve balances.	For payment of ROPS II items summarized in Attachment J.
7,822,359		No exceptions were noted as a result of the procedure.
Cash	ROPS III - DOF approved enforceable obligations payable from reserve balances.	For payment of ROPS III items summarized in Attachment K.
296,007		No exceptions were noted as a result of the procedure.
Cash	DOF approved enforceable obligations payable from reserve balances carried over from ROPS I.	For payment of ROPS I items carried over into ROPS II and III, as summarized within the "Total Due During Fiscal Year 2012-13" column in Attachment K.
223,767		No exceptions were noted as a result of the procedure.
Subtotal	44,939,417	No exceptions were noted as a result of the procedure.

Excess of enforceable obligations  
exceeding available assets

(3,984,653)

Total assets held by the successor  
agency that are required to satisfy  
obligations on the ROPS

\$ 40,954,764

The schedule below represents the amount of property tax requested to pay for enforceable obligations from the Redevelopment Property Tax Trust Fund (RPTTF) for the January through June 2012 ROPS and the July through December 2012 ROPS. It also details Finance's questioned and approved amount of RPTTF from our reviews of the agencies' ROPS. Please note, the amount of available RPTTF is the same as the property tax increment that was available prior to ABx1 26. This amount is not and never was an unlimited funding source. Therefore as a practical matter, the ability to fund the items on the ROPS with property tax is limited to the amount of funding available in the RPTTF. Additionally, Health and Safety Code section 34177 (I) (E) states that RPTTF is an appropriate funding source, but only to the extent no other funding source is available or when payment from property tax revenues is required by an enforceable obligation. Therefore, successor agencies should exhaust all other available funding sources and only use RPTTF as a last resort.

**NOTE: Cells highlighted in green represent a successor agency that did not adequately specify funding sources on the ROPS. Therefore, Finance could not perform this calculation.**

		January to June 2012			July to December 2012		
County	Successor Agency	Total Obligations Requested to be Paid for with RPTTF per 6-Month Period (Includes Pass-Through Payments listed in ROPS)	Total RPTTF Obligations Questioned by Finance per 6-Month Period	Maximum RPTTF Obligations Approved by Finance per 6-Month Period (see footnote at the bottom of the page)	Total Obligations Requested to be Paid for with RPTTF per 6-Month Period (Does not include pass-through payments listed in ROPS)	Total RPTTF Obligations Questioned by Finance per 6-Month Period	Maximum RPTTF Obligations Approved by Finance per 6-Month Period (see footnote at the bottom of the page)
Alameda	Redevelopment Agency of the City of Oakland	\$ 25,801,695	\$ 23,373	\$ 25,778,322	\$ 36,596,657	\$ -	\$ 36,596,657

Footnote: Each ROPS is limited to the amount of net property tax after pass-throughs and county auditor-controller costs for that period. Consequently, the amount of property tax actually received by each Successor Agency will differ from the sums shown in the columns titled Maximum RPTTF Obligations Approved by Finance per 6-Month Period.

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE**

Per AB 26 - Section 34177

July Through December 2012

A B C D E F G H I J

AG	AN	Project Name / Debt Obligation	PAYEE	Estimated Obligation as of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Timeframe	Type (see notes)	July December 2012 Estimated Payments
<b>AGENCY-WIDE</b>									
AG 1		Annual audit	Macias Gini & O'Connell	969,441	Annual audit	Reserve Balances	10+ Years	4	92,328
AG 2		Oak Center Debt	City of Oakland	86,128	Loan for streetscape, utility, fire station and other public facility improvements	Reserve Balances	< 2 Years	3	0
AG 3		Property Remediation Costs	Various - staff, consultants, cleanup contractor, monitoring	TBD	Staffing, consultants, clean-up contractor, monitoring	Redev Property Tax Trust	10+ Years	7	0
AG 4		Property Management, Maintenance, & Insurance Costs	Various - staff, consultants, cleanup contractor, monitoring	TBD	Staffing, consultants, maintenance contractor, monitoring, insurance costs	Reserve Balances	10+ Years	7	0
AG 5		Administrative Cost Allowance	City of Oakland, as successor agency	33,906,215	Administrative staff costs, and operating & maintenance costs	Redev Property Tax Trust	10+ Years	1	1,065,922
AG 6		Administrative Cost Allowance	City of Oakland, as successor agency	SAME AS ABOVE	Administrative staff costs, and operating & maintenance costs	Reserve Balances	10+ Years	1	2,434,078
AG 7		PERS Pension obligation	City of Oakland	27,744,935	MOU with employee unions	Redev Property Tax Trust	10+ Years	2	693,624
AG 8		OPEB unfunded obligation	City of Oakland	14,012,973	MOU with employee unions	Trust	10+ Years	2	350,324
AG 9		Leave obligation	City of Oakland	2,000,000	MOU with employee unions	Reserve Balances	3-5 Years	4	0
AG 10		Unemployment obligation	City of Oakland	4,500,000	MOU with employee unions	Redev Property Tax Trust	5-10 Years	4	216,000
AG 11		Layoff Costs (bumping, demotion, and other costs associated with process)	City of Oakland	1,000,000	MOU with employee unions	Reserve Balances	< 2 Years	4	0
<b>Agency-Wide Totals</b>				<b>\$84,219,692</b>					<b>\$4,852,226</b>
<b>ACORN (AN)</b>									
AN 1		Jack London Gateway	Jack London Gateway Associates	873,130	HUD 108 Loan, DDA requires payments	Reserve Balances	5-10 Years	4	80,250
AN 2		Jack London Gateway	JLG Associates LLC	TBD	DDA Administration	Reserve Balances	5-10 Years	5	0
<b>Acorn Totals</b>				<b>\$873,130</b>					<b>\$80,250</b>
<b>BROADWAY/MACARTHUR/SAN PABLO (EM)</b>									

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE**

Per AB 26 - Section 34177

July Through December 2012

A B C D E F G H I J

BM	#	Project Name/ Debt Obligation	PAYEE	Estimated Obligations of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Timeframe (notes)	Type (see notes)	July-December 2012 Estimated Payments	
<b>BM</b>	<b>1 - Operations</b>									
BM	1	B/M/SP project staff/operations, successor agency	City of Oakland as successor agency County of Alameda-Various-taxing- entities	2,121,696	Aggregated project staff, other personnel costs and other operating/maintenance costs for successor agency enforceable obligations in B-M-SP Oakland area, per labor MOUs	Reserve Balances	10+ Years	1	132,000	
BM	2	AB-1290-Pass-through-payments		4,979,254	Payments per CRL-93907.5	Reserve Balances	10+ Years	2	0	
BM	3	B-M-SP Project Area Committee Administration	Various	9,180	Administrative costs for B-M-SP Project Area Committee meetings: printing/duplication; postage; food; facility rental staff	Reserve Balance	1- 2 Years	1	2,700	
<b>BM</b>	<b>2 - Bonds</b>									
BM	4	B/M/SP 2006C TE Bonds Debt Service (see attached payment schedule)	Wells Fargo	10,664,750	Tax Exempt Tax Allocation Bonds	Redev Property Tax Trust	10+ Years	2	123,625	
BM	5	B/M/SP 2006C T Bonds Debt Service (see attached payment schedule)	Wells Fargo	18,375,944	Taxable Tax Allocation Bonds	Redev Property Tax Trust	10+ Years	2	611,581	
BM	6	B/M/SP 2010 RZEDB Bonds Debt Svc (see attached payment schedule)	Bank of New York	20,630,690	Federally Subsidized Taxable TABS	Redev Property Tax Trust	10+ Years	2	322,145	
BM	7	B/M/SP 2006C TE Bonds Covenants	Various	463,276	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10+ Years	2	0	
BM	8	B/M/SP 2006C T Bonds Covenants	Various	1,646,599	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10+ Years	2	0	
BM	9	B/M/SP 2010 RZEDB Bonds Covenants	Various	6,011,997	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10+ Years	2	0	
BM	10	B/M/SP 2006C TE Bonds Administration	Various	TBD	Audit, rebate analysis, disclosure consulting, trustee services, etc.	Redev Property Tax Trust	10+ Years	2	0	
BM	11	B/M/SP 2006C T Bonds Administration	Various	TBD	Audit, rebate analysis, disclosure consulting, trustee services, etc.	Redev Property Tax Trust	10+ Years	2	0	
BM	12	B/M/SP 2010 RZEDB Bonds Administration	Various	TBD	Audit, rebate analysis, disclosure consulting, trustee services, etc.	Redev Property Tax Trust	10+ Years	2	0	
<b>BM</b>	<b>3 - Grants</b>									
BM	13	MacArthur Transit Village/Prop 1C TOD	MTCP, LLC	16,820,175	Grant from HCD pass-thru to MTCP	Other - Grant pass-thru	10+ Years	2	7,200,000	
BM	14	MacArthur Transit Village/Prop 1C Infill	MTCP, LLC	16,411,284	Grant from HCD pass-thru to MTCP	Other - Grant pass-thru	10+ Years	2	1,800,002	

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE**

Per AB 26 - Section 34177

July Through December 2012

A B C D E F G H I J

BM	Project Name / Debt Obligation	PAYEE	Estimated Obligations of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Term (in years)	Type (see frame notes)	July-December 2012 Estimated Payments
<b>4 - Development Agreements</b>								
BM	MacArthur Transit Village/OPA (Non Housing)	MTCP, LLC	4,447,736	Owner Participation Agreement	Bond Proceeds	10+ Years	4	900,000
BM	MacArthur Transit Village /OPA (Affordable)	MTCP, LLC	820,000	Owner Participation Agreement	Reserve Balances	10+ Years	4	820,000
BM	MacArthur Transit Village/OPA (Non Housing)	MTCP, LLC	5,969,486	Owner Participation Agreement - 2010 Bond	Bond Proceeds	10+ Years	4	1,183,334
<b>5 - Contracts</b>								
BM	MacArthur Transit Village/OPA (Non Housing)	Rosales Law Partnership	60,000	Legal services related to MacArthur TV OPA	Reserve Balances	10+ Years	4	30,000
BM	B/M/SP Plan Amendment/Seifel Consulting Inc.	Seifel Consulting Inc.	36,776	Professional Services Contract	Bond Proceeds	< 2 Years	4	0
BM	B/M/SP Plan Amendment/Env. Science Assoc.	Environmental Science Assoc.	50,557	Professional Services Contract	Bond Proceeds	< 2 Years	4	37,359
BM	B/M/SP Plan Amendment / Wood Rodgers	Wood Rodgers	3,000	Professional Services Contract	Bond Proceeds	< 2 Years	4	0
BM	MacArthur Transit Village / PGA Design	PGA Design	627	Professional Services Contract	Other Revenue Sources	< 2 Years	1	627
BM	Broadway Specific Plan / WRT Contract	Wallace Roberts & Todd	195,757	Professional Services Contract	Reserve Balances	< 2 Years	1	120,000
<b>6 - Neighborhood Project Initiative (NPI)</b>								
BM	Oakland Housing Authority Solar Grant	Oakland Affordable Housing Preservation Initiative (OAHPI), Various	100,000	Grant to OAHPI to install solar panels	Bond Proceeds	< 2 Years	4	0
BM	NPI Program / Telegraph Street Lights	Temescal-Telegraph Comm. Assoc., Various	108,102	Grant Agreement	Bond Proceeds	< 2 Years	4	68,102
<b>7 - Façade &amp; Tenant Improvements</b>								
BM	2719 Telegraph (FIP)	Byong Ju Yu or direct payments to subcontractors	30,000	Façade Improvement Program	Reserve Balances	< 2 Years	3	0
BM	2719 Telegraph (TIP)	Byong Ju Yu or direct payments to subcontractors	45,000	Tenant Improvement Program	Reserve Balances	< 2 Years	3	0
BM	6501 San Pablo Avenue (FIP)	A. Ali Eslami or direct payments to subcontractors	17,500	Façade Improvement Program	Reserve Balances	< 2 Years	3	0
BM	3900 MLK Jr. Way (FIP)	Marcus Books of Oakland, Inc. or direct payments to subcontractors	30,000	Façade Improvement Program	Reserve Balances	< 2 Years	3	0



**RECOGNIZED OBLIGATION PAYMENT SCHEDULE**

Per AB 26 - Section 34177

July Through December 2012

A B C D E F G H I J

AR#	Project Name / Debt Obligation	PAYEE	Estimated Obligations of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Timeframe (notes)	Type (see notes)	July-December 2012 Estimated Payments
BM 30	3900 MLK Jr. Way (TIP)	Marcus Books of Oakland, Inc. or direct payments to subcontractors	45,000	Tenant Improvement Program	Reserve Balances	< 2 Years	3	0
BM 31	3401 Telegraph (FIP)	Beau International LLC or direct payments to subcontractors	30,000	Facade Improvement Program	Reserve Balances	< 2 Years	3	0
BM 32	3321 Telegraph (FIP)	Terry Gardner or direct payments to subcontractors	20,000	Facade Improvement Program	Reserve Balances	< 2 Years	3	0
BM 33	3844 Telegraph (FIP)	Beebe Memorial CME Cathedral or direct payments to subcontractors	30,000	Facade Improvement Program	Reserve Balances	< 2 Years	3	0
BM 34	3093 Broadway (TIP)	New Auto Legend or direct payments to subcontractors	45,000	Tenant Improvement Program	Reserve Balances	< 2 Years	3	0
BM 35	2882 Telegraph (FIP)	Scotia LLC, DBA Commonwealth or direct payments to subcontractors	20,000	Facade Improvement Program	Reserve Balances	< 2 Years	3	0
BM 36	3101 Telegraph (FIP)	Abdulla Mohammed or direct payments to subcontractors	30,000	Facade Improvement Program	Reserve Balances	< 2 Years	3	0
BM 37	525 28th Street (FIP)	St. Augustine's Episcopal Church or direct payments to subcontractors	10,000	Facade Improvement Program	Reserve Balances	< 2 Years	3	0
BM 38	4107-4111 Broadway (FIP)	Noha Aboelata or direct payments to subcontractors	22,500	Facade Improvement Program	Reserve Balances	< 2 Years	3	0
BM 39	4107-4111 Broadway (TIP)	Noha Aboelata or direct payments to subcontractors	22,400	Tenant Improvement Program	Reserve Balances	< 2 Years	3	0
BM 40	3045 Telegraph (FIP)	Mohsin Sharif or direct payments to subcontractors	30,000	Facade Improvement Program	Reserve Balances	< 2 Years	3	0
BM 41	3045 Telegraph (TIP)	Mohsin Sharif or direct payments to subcontractors	45,000	Tenant Improvement Program	Reserve Balances	< 2 Years	3	0
<b>Broadway/ MacArthur/ San Pablo Totals</b>			<b>\$107,399,286</b>					<b>\$13,551,435</b>

CENTRAL DISTRICT (CD)	
CD 1 - Operations	
CD 1	Central District project staff/operations, successor agency
CD 2	AB-1290- Pass-through payments
	Aggregated project staff, other personnel costs and other operating/maintenance costs for successor agency enforceable obligations in CD Oakland area, per labor MOUs.
	Redev Property Tax Trust
	Payments per CRL-34607-5
	10+ Years
	40+ years
	1
	2-
	1,427,448
	0

RECOGNIZED OBLIGATION PAYMENT SCHEDULE

Per AB 26 - Section 34177

July Through December 2012

A B C D E F G H I J

A	B	C	D	E	F	G	H	I	J
Account	Project Name/ Debt Obligation	Payee	Estimated Obligations of January 1, 2012	Description	Source of Payment (one or more)	Timeframe	Type (see notes)	July-December 2012 Estimated Payments	
CD	3	Negative operating fund balance within Central District project area		To address negative cash flow from normal operations prior to dissolution, debt service paid in February/March 2012 and Agency share of AB 1290 pass through	Redev Property Tax Trust	< 2 Years	4	0	
CD	4	Property remediation costs	11,149,000	City of Oakland, as successor agency contractor, monitoring	Redev Property Tax Trust	10+ Years	7	0	
CD	5	Property management, maintenance and insurance costs	TBD	Staffing, consultants, clean-up contractor, monitoring	Reserve Balances	10+ Years	7	1,175	
<b>2 - Bonds</b>									
CD	6	Central District Bonds (9611) Debt Service (DS) (see attached payment schedule)	20,500,775	Senior TAB, Series 1992	Redev Property Tax Trust	10+ Years	2	356,813	
CD	7	Central District Bonds (9617) DS (see attached payment schedule)	63,386	GOB, Tribune Tower Restoration	Redev Property Tax Trust	10+ Years	2	0	
CD	8	Central District Bonds (9632) DS (see attached payment schedule)	113,745,525	Subordinated TAB, Series 2003	Redev Property Tax Trust	10+ Years	2	7,561,288	
CD	9	Central District Bonds (9634) DS (see attached payment schedule)	47,527,750	Subordinated TAB, Series 2005	Redev Property Tax Trust	10+ Years	2	799,250	
CD	10	Central District Bonds (9635) DS (see attached payment schedule)	27,001,573	Subordinated TAB, Series 2006T	Redev Property Tax Trust	10+ Years	2	3,144,709	
CD	11	Central District Bonds (9636) DS (see attached payment schedule)	56,165,700	Subordinated TAB, Series 2009T	Redev Property Tax Trust	10+ Years	2	2,496,925	
CD	12	Central District Bonds (9504) Bond Covenants	1,978,163	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10+ Years	2	0	
CD	13	Central District Bonds (9516) Bond Covenants	7,047,658	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10+ Years	2	0	
CD	14	Central District Bonds (9532) Bond Covenants	7,522,164	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10+ Years	2	0	
CD	15	Central District Bonds (9533) Bond Covenants	19,383,014	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10+ Years	2	0	
CD	16	Central District Bonds (9535) Bond Covenants	178,224	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10+ Years	2	0	
CD	17	Central District Bonds (9536) Bond Covenants	205,089	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10+ Years	2	0	
CD	18	Central District Bonds (9516) Administration	TBD	Audit, rebate analysis, disclosure consulting, trustee services, etc.	Redev Property Tax Trust	10+ Years	2	0	

RECOGNIZED OBLIGATION PAYMENT SCHEDULE

Per AB 26 - Section 34177

July Through December 2012

A B C D E F G H I J

LINE #	PROJECT NAME / DEBT OBLIGATION	PAYEE	ESTIMATED OBLIGATION AS OF JANUARY 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one of more)	TIMEFRAME	TYPE (see notes)	JULY-DECEMBER 2012 ESTIMATED PAYMENTS
CD 19	Central District Bonds (9532) Administration	Various	TBD	Audit, rebate analysis, disclosure consulting, trustee services, etc.	Redev Property Tax Trust	10+ Years	2	0
CD 20	Central District Bonds (9533) Administration	Various	TBD	Audit, rebate analysis, disclosure consulting, trustee services, etc.	Redev Property Tax Trust	10+ Years	2	0
CD 21	Central District Bonds (9535) Administration	Various	TBD	Audit, rebate analysis, disclosure consulting, trustee services, etc.	Redev Property Tax Trust	10+ Years	2	0
CD 22	Central District Bonds (9536) Administration	Various	TBD	Audit, rebate analysis, disclosure consulting, trustee services, etc.	Redev Property Tax Trust	10+ Years	2	0
CD 3 - Grants								
CD 23	Uptown - Prop 1C	Various	9,903,000	Grant funds, ACTIA Match, Streetscapes	Other - Grant pass-thru	10+ Years	2	3,000,000
CD 4 - Development Agreements								
CD 24	Scotlan Convention Center	Integrated Services Corp.	6,536,123	Management Agreement for Improvements	Bond Proceeds	< 2 Years	1	2,735,697
CD 25	1728 San Pablo DDA	Piedmont Piano	TBD	DDA Post-Transfer Obligations	Redev Property Tax Trust	10+ Years	6	0
CD 26	17th Street Garage Project	Rotunda Garage, LP	279,827	Tax increment rebate and Ground Lease Administration	Redev Property Tax Trust	10+ Years	4	60,000
CD 27	17th Street Garage Project	Rotunda Garage, LP	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redev Property Tax Trust	10+ Years	6	0
CD 28	City Center DDA	Shorenstein	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redev Property Tax Trust	10+ Years	6	0
CD 29	East Bay Asian Local Development Corporation	Preservation Park, LLC	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redev Property Tax Trust	10+ Years	6	0
CD 30	Fox Courts DDA	Fox Courts Lp	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redev Property Tax Trust	10+ Years	6	0
CD 31	Fox Courts Pedestrian Walkway Maintenance	Fox Courts, LP	11,646	Walkway Maintenance	Bond Proceeds	10+ Years	5	5,004

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE**

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A B C D E F G H I J

A	B	C	D	E	F	G	H	I	J
CD	#	Project Name / Debt Obligation	RAYEE	Estimated Obligation as of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Timeframe	Type (see notes)	July-December 2012 Estimated Payments
CD	32	Franklin 88 DDA	Artoso HOA	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redev Property Tax Trust	10+ Years	5	0
CD	33	Housewives Market Residential Development	A.F. Evans Development Corp	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redev Property Tax Trust	10+ Years	6	0
CD	34	Keysystem Building DDA	SKS Broadway LLC	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redev Property Tax Trust	10+ Years	5	0
CD	35	Oakland Garden Hotel	Oakland Garden Hotel LLC	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redev Property Tax Trust	10+ Years	5	0
CD	36	Rotunda DDA	Rotunda Partners	TBD	DDA Post-Construction Obligations	Redev Property Tax Trust	10+ Years	4	0
CD	37	Sears LDDA	Sears Development Co	1,600,000	LDDA Administration	Bond Proceeds	10+ Years	5	1,600,000
CD	38	Swans DDA	East Bay Asian Local Development Corporation (EBALDC)	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redev Property Tax Trust	10+ Years	5	0
CD	39	T-10 Residential Project	Alta City Walk LLC	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redev Property Tax Trust	10+ Years	6	0
CD	40	UCOP Administration Building	Oakland Development LLC	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redev Property Tax Trust	10+ Years	5	0
CD	41	Uptown LDDA	Uptown Housing Partners	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redev Property Tax Trust	10+ Years	5	0
CD	42	Uptown Redevelopment Project	FC OAKLAND, INC.	12,728,365	Lease DDA tax increment rebate	Redev Property Tax Trust	10+ Years	5	1,293,000

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE**

Per AB 26 - Section 34177

July Through December 2012

A B C D E F G H I J

ARTICLE #	Project Name/ Debt Obligation	PAYEE	Estimated Obligations as of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Timeframe	Type (see notes)	July-December 2012 Estimated Payments
CD 43	Victorian Row DDA	PSAI Old Oakland Associates LLC	TBD	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Redev Property Tax Trust	10+ Years	5	0
CD 44	Fox Theatre	Fox Oakland Theater, Inc.	4,551,820	DDA obligation for investor buyout, management of entities create for the benefit of the Redevelopment Agency	Redev Property Tax Trust	10+ Years	4	0
CD 45	Fox Theatre	Bank of America, NA	5,895,088	Loan Guaranty for construction/permanent	Redev Property Tax Trust	5 to 10 Years	4	0
CD 46	Fox Theatre	Bank of America Community Development Corporation	8,610,000	New Markets Tax Credit Loan Guaranty	Redev Property Tax Trust	10+ Years	4	0
CD 47	Fox Theatre	New Markets Investment 40 LLC	1,560,000	New Markets Tax Credit Loan Guaranty	Redev Property Tax Trust	10+ Years	4	0
CD 48	Fox Theatre	National Trust Community Investment Fund III	6,265,559	Historic Tax Credit Investment Guaranty	Redev Property Tax Trust	10+ Years	4	0
CD 49	Parking Facility Parking Tax Liability	City of Oakland	310,000	Parking Taxes owed (15.61% of gross receipts)	Other - Parking Revenue	< 2 Years	3	0
<b>5 - Contracts</b>								
CD 50	Downtown Capital Project Support	Keyser Marston Assoc	14,946	Contract for economic review 1800 SP	Reserve Balances	< 2 Years	4	11,946
CD 51	Downtown Capital Project Support	HdL Coren & Cone	38,500	HdL Contract - Property Tax Services	Redev Property Tax Trust	< 2 Years	4	11,000
CD 52	Downtown Capital Project Support	Various BID's	73,915	BID Assessments on Agency Property	Reserve Balances	< 2 Years	4	5,000
CD 53	Lake Merritt Sialon Area Specific Plan	Dyett & Bhatia	2,425	Specific Plan and EIR for Lake Merritt BART	Bond Proceeds	< 2 Years	4	0
<b>6 - Streetscapes</b>								
CD 54	Basement Backfill (01 BBRP)	Oakland Cathedral Bldg LLC; Various	280,000	1615 Broadway	Bond Proceeds	< 2 Years	4	280,000
CD 55	Basement Backfill (03 BBRP)	Calzomo Partners LLC; Various	216,000	1631 Telegraph Ave.	Bond Proceeds	< 2 Years	4	56,000
CD 56	Basement Backfill (04 BBRP)	Augustin MacDonald Trust; Various	215,000	1635 Telegraph Ave.	Bond Proceeds	< 2 Years	4	215,000
CD 57	Basement Backfill (06 BBRP)	457 17th St. LLC; Various	480,000	457 17th St. LLC	Bond Proceeds	< 2 Years	4	480,000
CD 58	Basement Backfill (07 BBRP)	Cohen Commercial, LLC; Various	208,000	1636 Telegraph Ave	Bond Proceeds	< 2 Years	4	208,000
CD 59	Basement Backfill (08 BBRP)	Hi Lin Lau Sue; Various	270,000	1634 Telegraph	Bond Proceeds	< 2 Years	4	270,000

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE**  
**Per AB 26 - Section 34177**  
**July Through December 2012**

A B C D E F G H I J

Serial	Project Name / Debt Obligation	PAYEE	Estimated Obligations of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Timeframe	Type (see notes)	July-December 2012 Estimated Payments
CD 60	Basement Backfill (11 BBRP)	Flingo LLC; Various	200,000	1629 Telegraph	Bond Proceeds	< 2 Years	4	200,000
CD 61	Basement Backfill (12 BBRP)	Hofman Family 1988 Trust; Various	204,061	725 Washington St.	Bond Proceeds	< 2 Years	4	199,900
CD 62	Basement Backfill (13 BBRP)	Martin Durante; Various	148,000	827 Washington St.	Bond Proceeds	< 2 Years	4	148,000
CD 63	Basement Backfill (14 BBRP)	Kai&Pamela Eng; Various	248,000	811-815 Washington St.	Bond Proceeds	< 2 Years	4	248,000
CD 64	<b>7 - Public Facilities</b>							
CD 64	BART 17th St Gateway	Sasaki Associates; City of Oakland; Various	194,766	Design Contract	Bond Proceeds	< 2 Years	4	58,081
CD 65	Public Art BART 17th St Entry	Dan Corson	557,195	Artist's contract for design & construction	Bond Proceeds	< 2 Years	4	389,195
CD 66	<b>8 - Façade &amp; Tenant Improvements</b>							
CD 66	160 14th Street	Adil Moukair or direct payments to subcontractors	5,000	Façade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 67	2040 Telegraph Avenue	Alex Han or direct payments to subcontractors	50,000	Façade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 68	150 Frank Ogawa Plaza Suite D	Awaken Café or direct payments to subcontractors	20,000	Façade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 69	400 14th Street	Babel Café or direct payments to subcontractors	15,000	Façade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 70	1644 Broadway	Bar Dogwood or direct payments to subcontractors	10,000	Façade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 71	100 Broadway	Changes Hair Studio or direct payments to subcontractors	5,000	Façade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 72	343 19th Street	David O'Keefe or direct payments to subcontractors	50,000	Façade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 73	1908 Telegraph Avenue	Flora or direct payments to subcontractors	25,000	Façade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 74	420 14th Street	FOMA or direct payments to subcontractors	30,000	Façade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 75	1816 Telegraph Avenue	Furst Enterprises or direct payments to subcontractors	50,000	Façade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 76	337 12th Street	Judy Chu or direct payments to subcontractors	50,000	Façade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 77	334 13th Street	Judy Chu or direct payments to subcontractors	50,000	Façade Improvement Program	Bond Proceeds	< 2 Years	4	0

RECOGNIZED OBLIGATION PAYMENT SCHEDULE

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July Through December 2012

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CD	Project Name / Debt Obligation	Payee	Estimated Obligations as of January 1, 2012	Description	Source of Payment (one or more)	Timeframe (notes)	Type (see notes)	July-December 2012 Estimated Payments
CD	78 383 9th Street	King Wah Restaurant or direct payments to subcontractors	30,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD	79 355 19th Street	Linda Bradford or direct payments to subcontractors	10,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD	80 361 19th Street	Linda Bradford or direct payments to subcontractors	50,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD	81 1611 Telegraph Avenue	Manvann Simmons or direct payments to subcontractors	350	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD	82 1926 Castro Street	Mason Bicycles or direct payments to subcontractors	40,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD	83 630 3rd Street	Metroviation or direct payments to subcontractors	35,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD	84 655 12th Street	Michael Chee or direct payments to subcontractors	5,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD	85 2025 Telegraph Avenue	Michael Storm or direct payments to subcontractors	30,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD	86 251 9th Street	Music Café or direct payments to subcontractors	10,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD	87 2440 Telegraph Avenue	Nia Amara Gallery or direct payments to subcontractors	5,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD	88 100 Grand	Noble Café LLC or direct payments to subcontractors	4,950	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD	89 1440 Broadway	Orton Development Corp or direct payments to subcontractors	25,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD	90 1438 Broadway	Penelope Finnle or direct payments to subcontractors	2,500	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD	91 2295 Broadway	Pican Oakland Rest. LLC or direct payments to subcontractors	10,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD	92 2214 Broadway	Plum Food and Drink LLC or direct payments to subcontractors	10,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD	93 2216 Broadway	Plum Food and Drink LLC or direct payments to subcontractors	27,694	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD	94 465 9th Street	Pop Hood stores or direct payments to subcontractors	15,000	Facade/Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD	95 1805 Telegraph Avenue	RCFC Enterprises LLC or direct payments to subcontractors	20,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0
CD	96 464 3rd Street	Rebecca Boyes or direct payments to subcontractors	10,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE**

Per AB 26 - Section 34177

July Through December 2012

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A	B	C	D	E	F	G	H	I	J
CD	Project Name/ Debt Obligation #	PAYEE	Estimated Obligation as of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Timeframe	Type (see notes)	July-December 2012 Estimated Payments	
CD	97 285 17th Street	Richard Weinstein or direct payments to subcontractors	50,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0	
CD	98 1635 Broadway	Richard Weinstein or direct payments to subcontractors	50,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0	
CD	99 1088 Jackson Street	Roger Yu or direct payments to subcontractors	11,756	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0	
CD	100 1610 Harrison Street	Sam Cohen or direct payments to subcontractors	50,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0	
CD	101 1633 Broadway	Sam Cohen or direct payments to subcontractors	50,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0	
CD	102 258 11th Street	Sincere Hardware or direct payments to subcontractors	30,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0	
CD	103 1727 Telegraph Avenue	Somar or direct payments to subcontractors	25,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0	
CD	104 12th and Webster	Tim Chen or direct payments to subcontractors	50,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0	
CD	105 461 4th Street	Waypoint or direct payments to subcontractors	30,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0	
CD	106 528 8th Street	Curran Kwan or direct payments to subcontractors	20,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0	
CD	107 327 19th Street	David O'Keefe or direct payments to subcontractors	30,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0	
CD	108 2442 Webster Street	Hisuk Dong or direct payments to subcontractors	10,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0	
CD	109 2210 Broadway	Ike's Place or direct payments to subcontractors	10,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0	
CD	110 1983 Broadway	Mark El Miami or direct payments to subcontractors	60,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0	
CD	111 1914 Telegraph Avenue	Mark El Miami or direct payments to subcontractors	60,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0	
CD	112 1800 San Pablo Avenue	Sunfield Dev. Corp or direct payments to subcontractors	20,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0	
CD	113 1802 San Pablo Avenue	Sunfield Dev. Corp or direct payments to subcontractors	20,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0	
CD	114 1804 San Pablo Avenue	Sunfield Dev. Corp or direct payments to subcontractors	20,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0	
CD	115 477 25th Street	Hiroko Kurihara or direct payments to subcontractors	5,000	Facade Improvement Program	Bond Proceeds	< 2 Years	4	0	



**RECOGNIZED OBLIGATION PAYMENT SCHEDULE**

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Line Item	Project Name / Debt Obligation	Payee	Estimated Obligation as of January 1, 2012	Description	Source of Payment (one or more)	Term (years)	Type (see notes)	July-December 2012 Estimated Payments
CD 116	150 Frank Ogawa Plaza Suite D	Awaken Café or direct payments to subcontractors	33,167	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 117	2040 Telegraph Avenue	Alex Han or direct payments to subcontractors	75,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 118	100 Broadway	Charges Hair Studio or direct payments to subcontractors	25,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 119	528 8th Street	Curran Kwan or direct payments to subcontractors	30,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 120	329 19th Street	David O'Keefe or direct payments to subcontractors	15,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 121	1908 Telegraph Avenue	Flora Bar or direct payments to subcontractors	30,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 122	2022 Telegraph Avenue	Jaiye Olufo or direct payments to subcontractors	10,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 123	357 19th Street	Linda Bradford or direct payments to subcontractors	30,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 124	1935 Broadway	Mark El-Miari or direct payments to subcontractors	40,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 125	1933 Broadway	Mark El-Miari or direct payments to subcontractors	99,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 126	1625 Telegraph Avenue	Maryann Simmons or direct payments to subcontractors	10,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 127	630 3rd Street	Metrovation or direct payments to subcontractors	30,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 128	2025 Telegraph Avenue	Michael Storm or direct payments to subcontractors	75,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 129	2440 Telegraph Avenue	Nia Amara or direct payments to subcontractors	10,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 130	1438 Broadway	Penelope Finnie or direct payments to subcontractors	25,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 131	1800 San Pablo Avenue	Sunfield Development or direct payments to subcontractors	50,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 132	1802 San Pablo Avenue	Sunfield Development or direct payments to subcontractors	50,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 133	1804 San Pablo Avenue	Sunfield Development or direct payments to subcontractors	50,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 134	1759 Broadway	Ted Jacobs or direct payments to subcontractors	60,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE**

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July Through December 2012

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#	Project Name/ Debt Obligation	PAYEE	Estimated Obligation as of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Timeframe (notes)	Type (see notes)	July-December 2012 Estimated Payments
CD 135	160 14th Street	Adil Moukatiir or direct payments to subcontractors	15,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 136	400 14th Street	Babel Café or direct payments to subcontractors	20,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 137	420 14th Street	FOMA or direct payments to subcontractors	25,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 138	255 11th Street	Kenny Ay-Young or direct payments to subcontractors	30,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 139	1926 Castro Street	Mason Bicycles or direct payments to subcontractors	25,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
CD 140	655 12th Street	Michael Chee or direct payments to subcontractors	5,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	4	0
<b>Central District Totals</b>			<b>139,000</b>					<b>0</b>

<b>CENTRAL CITY EAST (CCE)</b>								
<b>CCE 1 - OPERATIONS</b>								
CCE 1	Central City East project staff/operations, successor agency	City of Oakland, as successor agency	3,743,094	Aggregated project staff, other personnel costs and other operating/maintenance costs for successor agency enforceable obligations in CCE area, per labor MOUs.	Reserve Balances	10+ Years	1	251,186
CCE 2	AB-1290 Pass-through payments	County of Alameda; Various taxing entities	4,189,076	Payments per CRL-33607-5	Reserve Balances	10+ Years	2	0
CCE 3	CCE Project Area Committee Administration	Various	9,180	Administrative costs for CCE Project Area Committee meetings: printing/duplication, postage, facility rental, food, staff	Reserve Balance	< 2 Years	1	2,700
CCE 4	Property remediation costs	Various - staff, consultants, cleanup contractor, monitoring	TBD	Staffing, consultants, clear-up contractor, monitoring	Reserve Balances	10+ Years	7	0
CCE 5	Property management, maintenance and insurance costs	Various - staff, consultants, cleanup contractor, monitoring	185,000	Staffing, consultants, maintenance contractor, monitoring, insurance costs	Reserve Balances	10+ Years	7	30,000
<b>CCE 2 - BONDS</b>								
CCE 6	CCE 2006 Taxable Bond Debt Service (see attached payment schedule)	Wells Fargo Bank	101,416,480	2006 Taxable Bond Debt Service	Redev Property Tax Trust	10+ Years	2	2,928,026

RECOGNIZED OBLIGATION PAYMENT SCHEDULE

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ADDITIONAL	Project Name/ Debt Obligation	PAYEE	Estimated Obligation as of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Timeframe	Type (see notes)	July-December 2012 Estimated Payments
CCE	7 CCE 2006 TE Bond Debt Service (see attached payment schedule)	Wells Fargo Bank	30,696,250	CCE 2006 TE Bond Debt Service	Redev Property Tax Trust	10+ Years	2	348,500
CCE	8 CCE 2006 Taxable Bond Covenant	Various	38,607,506	2006 Taxable Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10+ Years	2	0
CCE	9 CCE 2006 TE Bond Covenant	Various	309,820	2006 TE Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10+ Years	2	0
CCE	10 CCE 2006 Taxable Bond Administration	Various	TBD	2006 Taxable bond Audit, rebate analysis, disclosure consulting, trustee services, etc.	Redev Property Tax Trust	10+ Years	2	0
CCE	11 CCE 2006 TE Bond Administration	Various	TBD	2006 TE bond Audit, rebate analysis, disclosure consulting, trustee services, etc.	Redev Property Tax Trust	10+ Years	2	0
<b>3 - CONTRACTS</b>								
CCE	12 Graffiti Abatement/ Job Training	Men of Valor Academy	76,323	Graffiti abatement and training	Reserve Balances	< 2 Years	4	46,323
CCE	13 Economic Consultants	Hausrath, KMA, Various	200,000	Feasibility and Economic Consultants	Reserve Balances	< 2 Years	4	120,000
CCE	14 Highland Hospital	Alameda County Highland Hospital	415,000	Ownership Participation Agreement	Reserve Balances	3 - 5 Years	4	215,000
CCE	15 8603-8701 Hillside OPA	Alvermaz Partners	42,177	Owner Participation Agreement	Reserve Balances	3 - 5 Years	4	0
CCE	16 Business District Assessment	Unity Council	6,576	BID Assessments on Agency Property	Reserve Balances	< 2 Years	1	0
<b>4 - NEIGHBORHOOD PROJECTS INITIATIVE (NPI)</b>								
CCE	17 CCE Tree Planting	Sierra Club, Various	10,000	NPI Project	Reserve Balances	< 2 Years	4	0
<b>5 - FAÇADE/TI PROGRAMS</b>								
CCE	18 6620 Foothill Blvd	Joseph LeBlanc or direct payments to subcontractors	30,000	Façade Improvement Program	Bond Proceeds	< 2 Years	3	22,500
CCE	19 1480 Fruitvale Ave	Maria Campos or direct payments to subcontractors	30,000	Façade Improvement Program	Bond Proceeds	< 2 Years	3	0
CCE	20 1424 Fruitvale Ave	Maria Campos or direct payments to subcontractors	30,000	Façade Improvement Program	Bond Proceeds	< 2 Years	3	22,500
CCE	21 1834 Park Blvd	Ming Wa, LLC/ Yan Kit Cheng or direct payments to subcontractors	53,750	Façade Improvement Program	Bond Proceeds	< 2 Years	3	40,312

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LINE NO.	Project Name / Debt Obligation	PAYEE	Estimated Obligation as of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Timeframe	Type (see notes)	July-December 2012 Estimated Payments
22	132 E 12th Street	Ilani Bule or direct payments to subcontractors	30,000	Facade Improvement Program	Bond Proceeds	< 2 Years	3	22,500
23	6651 Bancroft Ave	Firas/Ameena Jandall or direct payments to subcontractors	30,000	Facade Improvement Program	Bond Proceeds	< 2 Years	3	22,500
24	7930 MacArthur Blvd	James Sweeney or direct payments to subcontractors	30,000	Facade Improvement Program	Bond Proceeds	< 2 Years	3	22,500
25	2926 Foothill Blvd	DODG Corporation or direct payments to subcontractors	30,000	Facade Improvement Program	Bond Proceeds	< 2 Years	3	22,500
26	1430 23rd Avenue	Michael Chee or direct payments to subcontractors	30,000	Facade Improvement Program	Bond Proceeds	< 2 Years	3	22,500
27	8009-8021 MacArthur Blvd.	Abdo Omar or direct payments to subcontractors	30,000	Facade Improvement Program	Bond Proceeds	< 2 Years	3	22,500
28	10520 MacArthur Blvd	Ralph Peterson or direct payments to subcontractors	50,000	Facade Improvement Program	Bond Proceeds	< 2 Years	3	37,500
29	1430 23rd Ave TIP	Michael Chee or direct payments to subcontractors	45,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	3	33,750
30	8930 MacArthur Blvd TIP	Robert and Lois Kendall or direct payments to subcontractors	90,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	3	67,500
31	1834 Park Blvd TIP	Ming Wa, LLC/ Yan Kit Cheng or direct payments to subcontractors	90,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	3	67,500
32	2926 Foothill Blvd TIP	DODG Corporation or direct payments to subcontractors	45,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	3	33,750
33	7200 Bancroft Avenue	United Way or direct payments to subcontractors	45,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	3	33,750
34	7200 Bancroft Avenue	United Way or direct payments to subcontractors	45,000	Facade Improvement Program	Bond Proceeds	< 2 Years	3	33,750
35	1416 Fruitvale Avenue	Esmerelda Chirino or direct payments to subcontractors	20,000	Facade Improvement Program	Bond Proceeds	< 2 Years	3	15,000
36	3801-9 Foothill Boulevard	Adrian Rocha or direct payments to subcontractors	45,000	Facade Improvement Program	Bond Proceeds	< 2 Years	3	33,750
37	3326 Foothill Boulevard	Mohammad Alomarif or direct payments to subcontractors	30,000	Facade Improvement Program	Bond Proceeds	< 2 Years	3	22,500
38	2026 Fruitvale Avenue	Equitas Investments, LLC or direct payments to subcontractors	45,000	Facade Improvement Program	Bond Proceeds	< 2 Years	3	33,750
39	1025 East 12th Street	Lynn Truong or direct payments to subcontractors	30,000	Facade Improvement Program	Bond Proceeds	< 2 Years	3	22,500
40	1025 East 12th Street	Lynn Truong or direct payments to subcontractors	45,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	3	33,750

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AREAS	#	Project Name/ Debt Obligation	PAYEE	Estimated Obligations of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (One or more)	Timeframe (notes)	Type (see notes)	July-December 2012 Estimated Payments
CGE	41	1045 East 12th Street	Lynn Truong or direct payments to subcontractors	30,000	Façade Improvement Program	Bond Proceeds	< 2 Years	3	22,500
CGE	42	1045 East 12th Street	Lynn Truong or direct payments to subcontractors	45,000	Tenant Improvement Program	Bond Proceeds	< 2 Years	3	33,750
CGE	43	338 E 18th Street	Richard Weinstein or direct payments to subcontractors	30,000	Façade Improvement Program	Bond Proceeds	< 2 Years	0	0
CGE	44	1841 Park Blvd	Stephen Ma or direct payments to subcontractors	30,000	Façade Improvement Program	Bond Proceeds	< 2 Years	3	22,500
<b>Central City East Total</b>				<b>\$180,990,232</b>					<b>\$4,709,527</b>

COLISEUM (COL)									
COL 1 - OPERATIONS									
COL	1	Coliseum project staff/operations, successor agency	City of Oakland as successor agency	5,684,823	Aggregated project staff, other personnel costs and other operating/maintenance costs for successor agency enforceable obligations in Coliseum area, per labor MOUs.	Reserve Balances	10+ Years	1	733,422
COL	2	AB-1280-Pass-through payments	County of Alameda-Various taxing entities	40,163,689	Payments per C.F.L. 33607-5	Reserve Balances	10+ Years	2	0
COL	3	Property remediation costs	Various - staff, consultants, cleanup contractor, monitoring	TBD	Staffing, consultants, clean-up contractor, monitoring	Redev Property Tax Trust	10+ Years	7	0
COL	4	Property management, maintenance and insurance costs	Various - staff, consultants, cleanup contractor, monitoring	200,000	Staffing, consultants, maintenance contractor, monitoring, insurance costs	Reserve Balances	10+ Years	7	50,000
COL 2 - BONDS									
COL	5	Coliseum Taxable Bond Debt Service (see attached payment schedule)	Wells Fargo Bank	124,595,950	2006 Coliseum Taxable Bond Debt Service	Redev Property Tax Trust	10+ years	2	3,231,361
COL	6	Coliseum TE Bond Debt Service (see attached payment schedule)	Wells Fargo Bank	47,595,500	2006 Coliseum TE Bond Debt Service	Redev Property Tax Trust	10+ years	2	1,168,563
COL	7	Coliseum Taxable Bond Covenants	Various	11,193,760	2006 Taxable Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10+ years	2	0
COL	8	Coliseum TE Bond Covenants	Various	5,378,213	2006 TE Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10+ years	2	0

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE**

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COL	LINE #	Project Name / Debt Obligation	PAYEE	Estimated Obligation as of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Timeframe	Type (see notes)	July-December 2012 Estimated Payments
COL	9	Coliseum Taxable Bond Administration	Various	TBD	2006 Taxable bond Audit, rebate analysis, disclosure consulting, trustee services, etc.	Redev Property Tax Trust	10+ years	2	0
COL	10	Coliseum TE Bond Administration	Various	TBD	2006 TE bond Audit, rebate analysis, disclosure consulting, trustee services, etc.	Redev Property Tax Trust	10+ years	2	0
COL	<b>3-GRANTS</b>								
COL	11	Coliseum Transit Village Infrastructure	OHA, OEDC, Various	8,485,000	Prop 1C Grant	Other - Grant pass-thru	5 - 10 years	5	4,000,000
COL	<b>4 - CONTRACTS</b>								
COL	12	Marketing Consultant	Peninsula Development Adv	8,367	Marketing Consultation	Reserve Balances	< 2 Years	4	6,129
COL	13	Economic Consultants	Contley Consulting; David Paul Rosen & Associates; Various	96,000	Feasibility and Economic Analysis	Reserve Balances	< 2 Years	4	65,205
COL	14	3209 International Boulevard	John Drab, Joseph Marintez, Various	20,000	Incentive Infill Grant Agreement	Reserve Balances	< 2 Years	1	10,000
COL	15	Commercial Security Consultant	Al Lozano	5,000	Business security assessments	Reserve Balances	< 2 Years	4	2,575
COL	16	PWA Environmental Consultants	Ninyo & Moore; Fugro; Various	50,000	Environmental Studies and Analysis	Reserve Balances	< 2 Years	4	0
COL	<b>5 - STREETSAPES</b>								
COL	17	Fruitvale Ave Streetscape	Ray's Electric	134,248	Fruitvale Ave. Streetscape improvement	Reserve Balances	< 2 Years	4	89,499
COL	<b>6 - PUBLIC FACILITIES/PROPERTIES</b>								
COL	18	81st Avenue Library	NBC General Contractors; Harford	163,287	Close-out costs of new library	Reserve Balances	< 2 Years	4	143,287
COL	<b>7 - NEIGHBORHOOD PROJECTS INITIATIVE</b>								
COL	19	NPI Jingtowntown Arts Project	Jingtowntown Arts & Business, Pro Arts, Various	4,762	Grant for beautification of Peterson St	Reserve Balances	< 2 Years	4	2,762
COL	<b>8 - FAÇADE/TI PROGRAMS</b>								
COL	20	3851 International Blvd - DS	Jesenia Del Cid or direct payments to subcontractors	10,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	7,500
COL	21	3741 International Blvd - DS	Jane Yoon or direct payments to subcontractors	10,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	7,500

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE**

Per AB 26 - Section 34177

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PARMS	#	Project Name/ Debt Obligation	PAYEE	Estimated Obligation as of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Timeframe	Type (see notes)	July-December 2012 Estimated Payments
COL	22	3209 International Blvd - DS	John Drab, Joseph Martinez or direct payments to subcontractors	20,000	Infill Incentive grant	Reserve Balances	< 2 Years	4	20,000
COL	23	9313 International Blvd - DS	Hung Wah Leung or direct payments to subcontractors	12,500	Façade Improvement Program	Reserve Balances	< 2 Years	4	9,375
COL	24	5746 International Blvd - DS	Mike and Ressie Hunter or direct payments to subcontractors	17,500	Façade Improvement Program	Reserve Balances	< 2 Years	4	13,125
COL	25	4251 International - DR	DODG Corporation or direct payments to subcontractors	30,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	22,500
COL	26	6502 International Coffee Shop - TB	Joyce Calhoun or direct payments to subcontractors	30,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	22,500
COL	27	Shoes and More/ 555 98th Ave - TB	Marlon McWilson or direct payments to subcontractors	30,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	22,500
COL	28	Gents Barbershop/ 555 98th Avenue	Gents Barbershop or direct payments to subcontractors	30,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	9,338
COL	29	175 98th Ave - TB	Organic Choice, Inc or direct payments to subcontractors	30,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	22,500
COL	30	9625 International Blvd - TB	Keith Slipper or direct payments to subcontractors	30,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	22,500
COL	31	655 98th Ave - DS	Astler Tesfasiasle or direct payments to subcontractors	30,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	22,500
COL	32	3751 International Blvd - DS	Jane Yoon or direct payments to subcontractors	30,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	22,500
COL	33	1292 High Street - DS	Bay Farms Produce or direct payments to subcontractors	30,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	22,500
COL	34	1207 44th Ave - DS	Bay Farms Produce or direct payments to subcontractors	30,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	22,500
COL	35	4351 International Blvd - DS	Bay Farms Produce or direct payments to subcontractors	30,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	22,500
COL	36	1244 High Street - DS	Bay Farms Produce or direct payments to subcontractors	30,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	22,500
COL	37	4345 International Blvd - DS	Bay Farms Produce or direct payments to subcontractors	30,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	22,500
COL	38	1462 B High Street - DS	Willie Scott dba Let's Do It or direct payments to subcontractors	9,002	Façade Improvement Program	Reserve Balances	< 2 Years	4	0
COL	39	5328-5338 International Blvd - DS	Antonio Pelayo or direct payments to subcontractors	35,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	26,250
COL	40	3209 International Blvd - DS	John Drab, Joseph Martinez or direct payments to subcontractors	35,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	26,250

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE**

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ARMS #	Project Name/ Debt Obligation	PAYEE	Estimated Obligation as of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Timeframe	Type (see notes)	July-December 2012 Estimated Payments
COL 41	6502 International Coffee Shop - TB	Joyce Calhoun or direct payments to subcontractors	45,000	Tenant Improvement Program	Reserve Balances	< 2 Years	4	33,750
COL 42	Oakland Shoes - TB	Marion McWilson or direct payments to subcontractors	45,000	Tenant Improvement Program	Reserve Balances	< 2 Years	4	33,750
COL 43	9313 International Blvd - DS	Hung Wah Leung or direct payments to subcontractors	45,000	Tenant Improvement Program	Reserve Balances	< 2 Years	4	33,750
COL 44	1244 High Street - DS	Bay Farms Produce or direct payments to subcontractors	45,000	Tenant Improvement Program	Reserve Balances	< 2 Years	4	33,750
COL 45	1207 445h Ave - DS	Bay Farms Produce or direct payments to subcontractors	45,000	Tenant Improvement Program	Reserve Balances	< 2 Years	4	33,750
COL 46	4351 International Blvd - DS	Bay Farms Produce or direct payments to subcontractors	45,000	Tenant Improvement Program	Reserve Balances	< 2 Years	4	33,750
COL 47	4345 International Blvd - DS	Bay Farms Produce or direct payments to subcontractors	45,000	Tenant Improvement Program	Reserve Balances	< 2 Years	4	33,750
COL 48	810 81st Ave - DS	Dobake Bakeries or direct payments to subcontractors	45,000	Tenant Improvement Program	Reserve Balances	< 2 Years	4	33,750
COL 49	3209 International Blvd - DS	John Drab, Joseph Martinez or direct payments to subcontractors	45,000	Tenant Improvement Program	Reserve Balances	< 2 Years	4	33,750
COL 50	10000 Edes Ave - DS	Salvatore Raimondi or direct payments to subcontractors	45,000	Tenant Improvement Program	Reserve Balances	< 2 Years	4	33,750
COL 51	2142-5 E.12th St. - DR	Oscar Reed or direct payments to subcontractors	50,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	37,500
COL 52	1446-1464 High Street - DS	William Abend or direct payments to subcontractors	50,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	37,500
COL 53	7700 Edgewater Drive - DS	7700 Edgewater Holdings, LLC or direct payments to subcontractors	70,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	52,500
COL 54	4533-53 International Boulevard	DODG Corporation; Harmit Mann or direct payments to subcontractors	90,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	67,500
COL 55	276 Hegenberger - DR	Harmit Mann or direct payments to subcontractors	90,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	67,500
COL 56	8451 San Leandro Street - TB	Pick-N-Pull Auto Dismantlers or direct payments to subcontractors	99,000	Façade Improvement Program	Reserve Balances	< 2 Years	4	74,250
<b>Coliseum Total</b>			<b>\$2,152,616.00</b>					<b>\$10,566,392</b>

OK KNOLL (OK)



RECOGNIZED OBLIGATION PAYMENT SCHEDULE

Per AB 26 - Section 34177

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AREAS	#	Project Name / Debt Obligation	PAYEE	Estimated Obligation as of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one for more)	Timeframe	Type (see notes)	July-December 2012 Estimated Payments
OK	1	Oak Knoll project staff/operations, successor agency	City of Oakland, as successor agency	482,897	Aggregated project staff, other personnel costs and other operating/maintenance costs for successor agency enforceable obligations in Oak Knoll Oakland area, per labor MOUs.	Reserve Balances	10+ years	1	54,216
OK	2	Property remediation costs	Various - staff, consultants, cleanup contractor, monitoring	TBD	Staffing, consultants, clean-up contractor, monitoring	Redev Property Tax Trust	10+ Years	7	0
OK	3	Property management, maintenance and insurance costs	Various - staff, consultants, cleanup contractor, monitoring	603,453	Staffing, consultants, maintenance contractor, monitoring, insurance costs	Reserve Balances	10+ Years	7	50,000
OK	4	AB-1290- Pass-through payments	County of Alameda- Various taxing entities	539,292	Payments-per-CRL-33607-5	Reserve-Balances	40+-years	2	0
<b>Oak Knoll Total</b>				<b>\$1,625,652</b>					<b>\$104,216</b>

<b>OAKLAND/ARMY BASE/AB</b>									
AB	1	Economic Development Conveyance (EDC) Master Developer (MD) ENA/PSA	CA Capital Investment Group, Port of Oakland; Various	13,328,130	Infrastructure Master Planning & Design	Redev Property Tax Trust	3-5 years	1	0
AB	2	Army Base project staff/operations, successor agency	City of Oakland, as successor agency	3,291,501	Aggregated project staff, other personnel costs and other operating/maintenance costs for successor agency enforceable obligations in Oakland Army Base area, per labor MOUs.	Redev Property Tax Trust	10+ years	1	351,870
AB	3	AB-1290- Pass-through payments	County of Alameda- Various taxing entities	3,687,024	Payments-per-CRL-33607-5	Reserve-Balances	40+-years	2	0
<b>Oakland Army Base Total</b>				<b>\$20,306,655</b>					<b>\$351,870</b>

<b>WEST OAKLAND/WO</b>									
WO	1	Operations							
WO	1	West Oakland project staff/operations, successor agency	City of Oakland, as successor agency	2,199,334	Aggregated project staff, other personnel costs and other operating/maintenance costs for successor agency enforceable obligations in West Oakland area, per labor MOUs.	Reserve Balances	10+ years	1	199,500

RECOGNIZED OBLIGATION PAYMENT SCHEDULE

Per AB 26 - Section 34177

July Through December 2012

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WO #	Project Name / Debt Obligation	PAYEE	Estimated Obligations of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Timeframe (notes)	Type (see notes)	July-December 2012 Estimated Payments
WO 2	AB-1290- Pass-through payments	County of Alameda; Various taxing entities	2,004,982	Payments per CRL-33607.5	Reserve Balances	40+ years	2	0
WO 3	West Oakland Project Area Committee Administration	Various	5,940	Administrative costs for West Oakland Project Area Committee meetings: printing/duplication; postage; food; facility rental; staff	Reserve Balances	1-2 years	1	2,700
WO 4	Property remediation costs	Various - staff, consultants, cleanup contractor, monitoring	TBD	Staffing, consultants, clean-up contractor, monitoring	Redev Property Tax Trust	10+ Years	7	0
WO 5	Property management, maintenance and insurance costs	Various - staff, consultants, cleanup contractor, monitoring	500,000	Staffing, lien removal, consultants, maintenance contractor, monitoring, insurance costs	Reserve Balances	10+ Years	7	50,000
WO 2 - Grants								
WO 6	WEST OAKLAND TRANSIT VILLAGE- Specific Plan Staffing	City of Oakland; Various	150,000	Preparation of WO Specific Plan - TIGER II Grant	Reserve Balances	1-2 years	0	48,000
WO 3 - Contracts								
WO 7	WEST OAKLAND TRANSIT VILLAGE- Specific Plan	JRDV Urban International; Various	253,907	Preparation of WO Specific Plan - TIGER II Grant	Reserve Balances	< 2 Years	1	156,398
WO 8	WEST OAKLAND BUSINESS ALERT	BA Processing & Copying; Various	6,000	Business Alert meeting administration	Reserve Balances	< 2 Years	1	3,170
WO 4 - Streetscapes								
WO 9	7TH ST PH I STREETScape	Gallagher & Burke; Various	538,990	Construction contract for 7th St Ph I streetscape project	Reserve Balances	3-5 years	4	179,664
WO 10	7TH ST PH I STREETScape	City of Oakland; Various	158,017	PWA staffing costs for 7th St Ph I streetscape project	Reserve Balances	3-5 years	4	52,673
WO 11	PERALTA/MLK STREETScape	Gates & Associates; Various	147,075	Landscape architect design services	Reserve Balances	3-5 years	4	107,019
WO 12	PERALTA/MLK STREETScape	PWA Staff; Various	87,647	PWA staffing costs for MLK/Peralta streetscape project	Reserve Balances	3-5 years	4	57,896
WO 13	STREET TREE MASTER PLAN	WO Green Initiative; Various	40,000	Reforestation plan for West Oakland	Reserve Balances	< 2 Years	4	18,565
WO 5 - Public Facilities								
WO 14	FITZGERALD & UNION PARK	City Slicker Farms, Inc.; Various	133,134	Park improvements	Reserve Balances	< 2 Years	4	0
WO 6 - Neighborhood Project Initiative (NPI)								

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE**  
**Per AB 26 - Section 34177**  
**July Through December 2012**

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WO #	Project Name / Debt Obligation	PAYEE	Estimated Obligation as of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Timeframe	Type (see notes)	July-December 2012 Estimated Payments
15	NPI 31ST DEMONSTRATION PROJECT	Urban Relief, Various	42,939	Water capture demo project	Reserve Balance	< 2 Years	4	34,589
16	NPI 40TH ST MEANINGFUL	Longfellow Cmty Assoc; Various	51,454	40th St. median landscaping	Reserve Balance	< 2 Years	4	0
17	NPI AQUAPONICS GARDENS	Kijiji Grow; Various	53,500	Raised veg. beds, youth training	Reserve Balance	< 2 Years	4	46,792
18	NPI DOG PARK WEST OAKLAND	ODOG; Various	4,000	Construction of a dog park	Reserve Balance	< 2 Years	4	0
19	NPI DOGTOWN/HOLLIS ST	Dogtown Neighbors Association; Various	57,000	Facade improvements	Reserve Balance	< 2 Years	4	0
20	NPI LONGFELLOW SPOT GRNG	West St. Watch; Various	12,100	Spot landscaping, Longfellow nbhd.	Reserve Balance	< 2 Years	4	9,075
21	NPI MEDIAN PROJECT	Noe Noyola/RMT Landscapes; Various	3,600	W. Mac median landscaping	Reserve Balance	< 2 Years	4	3,300
22	NPI MELTZER BOYS/GIRLS CLUB	Boys/Girls Club; Various	53,500	Building & entryway improvements	Reserve Balance	< 2 Years	4	0
<b>7 - Façade &amp; Tenant Improvements</b>								
23	2534 Mandela Parkway	Brown Sugar Kitchen; Various	75,000	Façade/Tenant Improvement Program	Reserve Balance	< 2 Years	4	45,000
24	1364-62 -- 7th Street (FI)	Mandela MarketPlace; Various	30,000	Façade Improvement Program	Reserve Balance	< 2 Years	4	22,500
25	1485 -- 8th Street (FI)	Overcomers with Hope; Various	30,000	Façade Improvement Program	Reserve Balance	< 2 Years	4	22,500
26	2232 MLK (FI)	Sam Strand; Various	30,000	Façade Improvement Program	Reserve Balance	< 2 Years	4	15,000
27	3301-03 San Pablo Ave (FI)	Tanya Holland; Various	30,000	Façade Improvement Program	Reserve Balance	< 2 Years	4	22,500
28	1364-62 -- 7th Street (TI)	Mandela MarketPlace; Various	35,197	Tenant Improvement Program	Reserve Balance	< 2 Years	4	26,398
29	3301-03 San Pablo Ave (TI)	Tanya Holland; Various	45,000	Tenant Improvement Program	Reserve Balance	< 2 Years	4	33,750
30	1600 7th Street (FI)	Seventh Street Historical District, LLC; Various	30,000	Façade Improvement Program	Reserve Balance	< 2 Years	4	0
31	1620-28 7th Street (FI)	Seventh Street Historical District, LLC; Various	30,000	Façade Improvement Program	Reserve Balance	< 2 Years	4	0
32	1632-42 7th Street (FI)	Seventh Street Historical District, LLC; Various	30,000	Façade Improvement Program	Reserve Balance	< 2 Years	4	0

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE**

Per AB 26 - Section 34177

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WJO	Project Name / Debt Obligation	FAVOR	Estimated Obligation as of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Timeframe	Type (see notes)	July-December 2012 Estimated Payments
33	1600 7th Street	OneFam Bikes4Life; Various	9,430	Tenant Improvement Program	Reserve Balance	< 2 Years	4	0
<b>West Oakland Totals</b>								
			\$6,877,746					\$1,157,009

<b>LOW AND MODERATE INCOME HOUSING (LIM)</b>								
LIM	Project Name / Debt Obligation	FAVOR	Estimated Obligation as of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Timeframe	Type (see notes)	July-December 2012 Estimated Payments
1	Sausal Creek	City of Oakland/East Bay Asian Local Development Corporation (EBALDC)/Homeplace Initiatives Corporation	22	Housing development loan	Low/Mod Income Hsg Fund	< 2 Years	4	0
2	Project Pride Transi	City of Oakland/AHA/East Bay Community Recovery Project	35,195	Housing development loan	Low/Mod Income Hsg Fund	< 2 Years	4	0
3	Emancipation Village	City of Oakland/AHA	1,000,000	Housing development loan	Low/Mod Income Hsg Fund	< 2 Years	4	800,000
4	OCHI OpGrant - James Lee Ct	City of Oakland/Dignity Housing	4,000	Emergency operations grant	Low/Mod Income Hsg Fund	< 2 Years	4	0
5	East Oakland Comm Project	City of Oakland/EOCP	3,677,122	Guarantee for op. costs of trans hsg	Low/Mod Income Hsg Fund	10+ Years	1	933,756
6	Slim Jenkins Ct Rehab	City of Oakland/East Bay Asian Local Development Corporation (EBALDC)/Slim Jenkins Court LLC	411,767	Housing development loan	Low/Mod Income Hsg Fund	< 2 Years	4	131,491
7	Hugh Taylor House Rehab	City of Oakland/East Bay Asian Local Development Corporation (EBALDC)/Seminary Avenue Devt Corp	65,654	Housing development loan	Low/Mod Income Hsg Fund	< 2 Years	4	0
8	Oaks Hotel Rehab	City of Oakland/Jefferson Oaks LP	26	Housing development loan	Low/Mod Income Hsg Fund	3-4 Years	4	0
9	Eldridge Gonaway Commons	City of Oakland/RCD/RCD Housing LLC	1,655,000	Housing development loan	Low/Mod Income Hsg Fund	< 2 Years	4	1,305,000
10	Effie's House Rehab	City of Oakland/East Bay Asian Local Development Corporation (EBALDC)/Ivy Hill Devt Corp	1,455,251	Housing development loan	Low/Mod Income Hsg Fund	< 2 Years	4	899,147
11	St. Joseph's Family Apts	City of Oakland/BRIDGE	0	Housing development loan; Construction & Rent-up Oversight	Low/Mod Income Hsg Fund	3-4 Years	4	0
12	Oaks Hotel Emerg Operations	City of Oakland/Oaks Associates	21,250	Emergency operations grant	Low/Mod Income Hsg Fund	3-4 Years	4	0

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE**

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#	Project Name / Debt Obligation	PAYEE	Estimated Obligation as of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Timeframe	Type (see notes)	July-December 2012 Estimated Payments
13	Oakland Point LP, rehab	City of Oakland/Oakland Point LP / East Bay Asian Local Development Corporation (EBALDC)	1,705,518	Housing development loan	Low/Mod Income Hsg Fund	< 2 Years	4	724,492
14	Drasinin Manor	City of Oakland/East Bay Asian Local Development Corporation (EBALDC)/Drasinin Manor LLC/Drasinin Manor LP	1,025,501	Housing development loan	Low/Mod Income Hsg Fund	< 2 Years	4	0
15	James Lee Court	City of Oakland/Dignity Housing West Associates	1,452,168	Housing development loan	Low/Mod Income Hsg Fund	< 2 Years	4	298,325
16	Cathedral Gardens	City of Oakland/EAH/Cathedral Gardens Oakland LP	6,823,339	Housing development loan	Low/Mod Income Hsg Fund	3-4 Years	4	5,123,339
17	MacArthur Apartments	City of Oakland/AMCAL/Amcal MacArthur Fund, LP	1,393,311	Housing development loan	Low/Mod Income Hsg Fund	< 2 Years	4	690,655
18	94th and International Blvd	City of Oakland/TBD - LP / Related	2,489,700	Housing development loan	Low/Mod Income Hsg Fund	3-4 Years	4	2,039,700
19	Calif Hotel Acq/Rehab	City of Oakland/California Hotel LP	1,683,802	Housing development loan	Low/Mod Income Hsg Fund	3-4 Years	4	1,000,000
20	Marcus Garvey Commons	City of Oakland/East Bay Asian Local Development Corporation (EBALDC)	352,000	Housing development loan	Low/Mod Income Hsg Fund	3-4 Years	4	250,000
21	Madison Park Apts	City of Oakland/East Bay Asian Local Development Corporation (EBALDC)/Madison Park Housing Associates	1,250,000	Housing development loan	Low/Mod Income Hsg Fund	3-4 Years	4	760,000
22	Kenneth Henry Court	City of Oakland/Kenneth Henry Ct LP / Satellite	1,375,000	Housing development loan	Low/Mod Income Hsg Fund	< 2 Years	4	0
23	Grid Alternatives	City of Oakland/Grid Alternatives	31,752	Solar panel installations	Low/Mod Income Hsg Fund	< 2 Years	4	26,752
24	California Hotel Emergency Operating Assistance	City of Oakland/CAHON	37,750	Grant for operation of affordable housing	Low/Mod Income Hsg Fund	< 2 Years	4	0
25	1550 5th Avenue	City of Oakland/Dunya Alwan	44,160	Residential Rehabilitation Loan	Low/Mod Income Hsg Fund	< 2 Years	4	21,727
26	7817 Arthur Street	City of Oakland/Clovese Hughes	26,750	Residential Rehabilitation Loan	Low/Mod Income Hsg Fund	< 2 Years	4	0
27	2500 63rd Avenue	City of Oakland/Ruby Lattigue	19,980	Residential Rehabilitation Loan	Low/Mod Income Hsg Fund	< 2 Years	4	0
28	9719 Holly Street	City of Oakland/Beverly William	17,300	Residential Rehabilitation Loan	Low/Mod Income Hsg Fund	< 2 Years	4	11,200

RECOGNIZED OBLIGATION PAYMENT SCHEDULE

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AREAS	Project Name/ Debt/Obligation	PAYEE	Estimated Obligations as of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Term/Frame	Type (see notes)	July-December 2012 Estimated Payments
L/M	29 3435 E 17th Street	City of Oakland/Sonia Rubalcava	16,050	Residential Rehabilitation Loan	Low/Mod Income Hsg Fund	< 2 Years	4	10,700
L/M	30 5908 Holway Street	City of Oakland/Louise Oatis	54,797	Residential Rehabilitation Loan	Low/Mod Income Hsg Fund	< 2 Years	4	0
L/M	31 1622 Bridge Avenue	City of Oakland/Saul & Fidella Deanda	16,000	Residential Rehabilitation Loan	Low/Mod Income Hsg Fund	< 2 Years	4	10,046
L/M	32 2163 E 24th Street	City of Oakland/Yihe Lei & Haici Liu	10,296	Residential Rehabilitation Loan	Low/Mod Income Hsg Fund	< 2 Years	4	0
L/M	33 2001 87th Avenue	City of Oakland/Mahershall & Maria Adams	30,000	Residential Rehabilitation Loan	Low/Mod Income Hsg Fund	< 2 Years	4	25,985
L/M	34 1802 Bridge Avenue	City of Oakland/Maria Romero	34,803	Residential Rehabilitation Loan	Low/Mod Income Hsg Fund	< 2 Years	4	11,028
L/M	35 1433 46th Avenue	City of Oakland/Brack & Carrie Carter	17,422	Residential Rehabilitation Loan	Low/Mod Income Hsg Fund	< 2 Years	4	15,822
L/M	36 Low Mod Housing Admin	City of Oakland	10,789,086	Staff costs for proj mgmt; ongoing monitoring/reporting; operating/maintenance costs	Low/Mod Income Hsg Fund	10+ Years	4, 5	1,126,577
L/M	37 2000 Housing Bonds	Various	4,804,811	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10+ Years	4	0
L/M	38 2006A Housing Bonds (see attached payment schedule)	Bank of New York	2,963,250	Scheduled debt service on bonds	Redev Property Tax Trust	10+ Years	2	54,875
L/M	39 2006A Housing Bonds	Various	0	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10+ Years	4	0
L/M	40 2006A Housing Bonds	Various	TBD	Audit, rebate analysis, disclosure consulting, trustee services, etc.	Redev Property Trust Fund	10+ Years	4	0
L/M	41 (see attachment payment schedule)	Bank of New York	132,318,480	Scheduled debt service on bonds	Redev Property Tax Trust	10+ Years	2	5,202,429
L/M	42 2006A-T Housing Bonds	Various	17,456,311	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10+ Years	4	0
L/M	43 2006A-T Housing Bonds	Various	TBD	Audit, rebate analysis, disclosure consulting, trustee services, etc.	Redev Property Trust Fund	10+ Years	4	0
L/M	44 2011 Housing Bonds (see attached payment schedule)	Bank of New York	120,938,945	Scheduled debt service on bonds	Redev Property Tax Trust	10+ Years	2	2,777,369
L/M	45 2011 Housing Bonds	Various	40,011,830	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Bond Proceeds	10+ Years	4	0
L/M	46 2011 Housing Bond Reserve	Bank of New York; 2011 Bond holders	4,514,950	Reserve funds required by bond covenants	Bond Proceeds	10+ Years	4	0

RECOGNIZED OBLIGATION PAYMENT SCHEDULE

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Account #	Project Name / Debt Obligation	PAYEE	Estimated Obligation as of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Timeframe (notes)	Type (see notes)	July-December 2012 Estimated Payments
LIM 47	2011 Housing Bonds	Various	TBD	Audit, rebate analysis, disclosure consulting, trustee services, etc.	Redev Property Trust Fund	10+ Years	4	0
LIM 49	Grant/Loan Mgmt Software	City of Oakland/Housing and Development Software LLC	171,516	Reimbursement for software license fees/recurring	Low/Mod Income Hsg Fund	10+ Years	1	101,516
LIM 50	15th and Castro	City of Oakland/Arcadis US, Inc.	4,734	Environmental monitoring/analysis	Low/Mod Income Hsg Fund	< 2 Years	4	4,000
LIM 51	Construction Monitoring	City of Oakland/The Alley Group	104,420	Construction monitoring for hsg projects	Low/Mod Income Hsg Fund	< 2 Years	1	94,420
LIM 52	Construction Monitoring	City of Oakland/ARCS	104,063	Construction monitoring for hsg projects	Low/Mod Income Hsg Fund	< 2 Years	1	94,063
LIM 53	Lion Creek Crossing V	City of Oakland/East Bay Asian Local Development Corporation (EBALDC) (LP/LLC not yet set up)	10,000,000	Housing development - required by State grant	Low/Mod Income Hsg Fund	3-4 Years	4	6,500,000
LIM 54	HOME Match Funds	City of Oakland	36,089	Matching funds required by Federal HOME program	Low/Mod Income Hsg Fund	3-4 Years	4	0
LIM 55	Oak to 9th Hsg Development	Oak to Ninth Community Benefits Coalition	TBD	Obligation to develop 465 affordable housing units pursuant to Cooperation Agreement	Low/Mod Income Hsg Fund	10+ Years	4	TBD
LIM 56	MLK Plaza	City of Oakland/RCD	11,488	MLK Plaza Loan Reserve	Low/Mod Income Hsg Fund	< 2 Years	4	0
LIM 57	St. Joseph's Family	City of Oakland/BRIDGE Housing Corp.	0	Housing development loan; Construction & Rent-up Oversight	Bond Proceeds	< 2 Years	4	0
LIM 58	Calaveras Townhomes	City of Oakland/Community Assets, Inc.	20,725	Housing development loan	Bond Proceeds	3-4 Years	4	0
LIM 59	Emancipation Village	City of Oakland/Fred Finch Youth Center	652,000	Housing development loan	Bond Proceeds	< 2 Years	4	321,000
LIM 60	Cathedral Gardens	City of Oakland/EAH/Cathedral Gardens Oakland LP	718,785	Housing development loan	Bond Proceeds	3-4 Years	4	593,785
LIM 61	94th and International Blvd	City of Oakland/TBD - LP / Related	3,107,300	Housing development loan	Bond Proceeds	3-4 Years	4	2,607,300
LIM 62	1574-90 7th Street	City of Oakland/ODCO	8,550	Site acquisition loan	Bond Proceeds	< 2 Years	4	0
LIM 63	Faith Housing	City of Oakland/Faith Housing	8,916	Site acquisition loan	Bond Proceeds	3-4 Years	4	0
LIM 64	3701 MLK, Jr Way	City of Oakland/ODCO (or maint. service contractor)	5,641	Site acquisition loan	Bond Proceeds	3-4 Years	4	0
LIM 65	MLK & MacArthur (3829 MLK)	City of Oakland/ODCO (or maint. service contractor)	7,858	Site acquisition loan	Bond Proceeds	3-4 Years	4	0

RECOGNIZED OBLIGATION PAYMENT SCHEDULE

Per AB 26 - Section 34177

July Through December 2012

A B C D E F G H I J

Line #	Project Name / Debt Obligation	Payee	Estimated Obligation as of January 1, 2012	Description	Source of Payment (one or more)	Timeframe	Type (see notes)	July-December 2012 Estimated Payments
66	715 Campbell Street	City of Oakland/OCHI-Westside	1,190	Site acquisition loan	Bond Proceeds	3-4 Years	4	0
67	1672- 7th Street	City of Oakland/OCHI-Westside	12,072	Site acquisition loan	Bond Proceeds	3-4 Years	4	0
68	1666 7th St Acqui.	City of Oakland/OCHI-Westside	9,971	Site acquisition loan	Bond Proceeds	3-4 Years	4	0
69	MLK Plaza	City of Oakland/Resources for Community Dev	219,483	MLK Loan Reserve	Bond Proceeds	< 2 Years	4	169,483
70	Sausal Creek	City of Oakland/East Bay Asian Local Development Corporation (EBALDC)/Homeplace Initiatives Corporation	11,439	Housing development loan	Bond Proceeds	< 2 Years	4	0
71	Tassafaronga	City of Oakland/East Bay Habitat for Humanity	210,107	Housing development loan	Bond Proceeds	< 2 Years	4	0
72	Harrison Senior Apts	Christian Church Homes/Harrison St. City of Oakland/Senior Hsg Assoc, LP	5,133,000	Housing development loan	Bond Proceeds	< 2 Years	4	4,133,000
73	St Joseph Senior	City of Oakland/BRIDGE	763,000	Housing development loan	Bond Proceeds	< 2 Years	4	0
74	Project Pride	City of Oakland/AHA/East Bay Community Recovery Fund	255,307	Housing development loan	Bond Proceeds	< 2 Years	4	62,805
75	720 E 11TH ST/East 11th LP	City of Oakland/East 11th LP	225,300	Housing development loan	Bond Proceeds	3-4 Years	4	125,300
76	OCHI Portfolio	City of Oakland	92,000	Insurance costs advanced by City	Bond Proceeds	3-4 Years	4	0
77	Oaks Hotel	City of Oakland/Oaks Associates	77,260	Grant for capital improvements	Bond Proceeds	3-4 Years	4	50,000
78	Kenneth Henry Court	City of Oakland/Kenneth Henry Ct LP / Satellite	500	Housing development loan	Bond Proceeds	< 2 Years	4	0
79	Hugh Taylor House rehab	City of Oakland/East Bay Asian Local Development Corporation (EBALDC)/Seminary Avenue Devt Corp	88,206	Housing development loan	Bond Proceeds	< 2 Years	4	0
80	St. Joseph's Family Apts	City of Oakland/BRIDGE Housing Corp.	137,648	Housing development loan	Bond Proceeds	< 2 Years	4	0
81	Golf Links Road	City of Oakland/Paul Wang Enterprises	43,029	Housing development loan	Bond Proceeds	< 2 Years	4	0



RECOGNIZED OBLIGATION PAYMENT SCHEDULE

Per AB 26 - Section 34177

July Through December 2012

A	B	C	D	E	F	G	H	I	J
AREAS	#	Project Name/ Debt Obligation	PAYEE	Estimated Obligation as of January 1, 2012	DESCRIPTION	SOURCE OF PAYMENT (one or more)	Termframe (notes)	Type (see notes)	July-December 2012 Estimated Payments
LEM	82	Cathedral Gardens	City of Oakland/EAH/Cathedral Gardens Oakland LP	2,297,876	Housing development loan	Bond Proceeds	3-4 Years	4	1,797,876
LEM	83	MacArthur Apartments	City of Oakland/AMCAL/Amcal MacArthur Fund, LP	1,991,689	Housing development loan	Bond Proceeds	< 2 Years	4	969,689
LEM	84	California Hotel rehab	City of Oakland/CA Hotel Oakland LP	3,569,198	Housing development loan	Bond Proceeds	3-4 Years	4	3,069,198
LEM	85	Brookfield Court/Habitat	City of Oakland/Habitat For Humanity - EAST BAY	1,867,000	Housing development loan	Bond Proceeds	3-4 Years	4	1,367,000
LEM	86	MacArthur BART affordable hsg	City of Oakland/BRIDGE	16,400,000	Housing development loan	Bond Proceeds	3-4 Years	4	5,000,000
LEM	87	Oak to 9th	City of Oakland/Harbor Partners LLC	TBD	Land acquisition per Development Agreement and Cooperation Agreement; purchase price will be fair market value when Harbor Partners notify City site is ready.	Bond Proceeds	3-4 Years	4	TBD
LEM	88	Oak to 9th	Various	TBD	Obligation to develop 465 affordable housing units pursuant to Cooperation Agreement with Oak to 9th Community Benefits Coalition	Bond Proceeds	10+ Years	4	0
<b>Low-Mod Totals</b>				<b>\$4,103,977,709</b>					<b>\$51,240,850</b>

Name of Successor Agency: Oakland Redevelopment Successor Agency  
 County: Alameda

Oversight Board Approval 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					Six-Month Total	
									LMHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF		Other
1	Annual audit	6/1/2010	6/1/2015	Mazias Gail & O'Connell	Annual audit	Agency-wide	\$ 1,270,800,697	167,072,616	\$ 1,050,000	\$ 7,697,000	\$ 3,845,978	\$ 798,075	\$ 25,269,164	\$ 17,635,930	\$ 59,455,845
2	Due diligence audit	TBD	TBD	Mazias Gail & O'Connell	Review and Other funds due diligence and asset loan for streetscape, utility, fire station and other public facility improvements	Agency-wide	100,000	100,000							100,000
3	Oak Center Debt	6/16/1986	N/A	City of Oakland	Staffing, consultants, clean-up contractor, monitoring	Agency-wide	TBD	0							
4	Property Remediation Costs	Statutory	N/A	Various - staff, consultants, cleanup contractor, monitoring	Staffing, consultants, maintenance contractor, remediation, insurance costs	Agency-wide	TBD	TBD							
5	Property Management, Maintenance, & Insurance Costs	Statutory	N/A	City of Oakland, as successor	Administrative staff costs, and operating & maintenance costs	Agency-wide	TBD	TBD							
6	Administrative Cost Allowance	Statutory	N/A	City of Oakland	MOU with employees unions	Agency-wide	31,807,028	6,368,478		2,110,403	758,075				2,688,478
7	PERG Pension obligation	6/29/2004	N/A	City of Oakland	MOU with employees unions	Agency-wide	27,051,311	1,322,366							656,942
8	OPERA unfunded obligation	6/29/2004	N/A	City of Oakland	MOU with employees unions	Agency-wide	15,662,648	683,132							332,608
9	Lease obligation	6/29/2004	N/A	City of Oakland	MOU with employees unions	Agency-wide	0	0							
10	Unemployment obligation	6/29/2004	N/A	City of Oakland	MOU with employees unions	Agency-wide	4,375,333	432,000							216,000
11	Layoff Costs (funding, demotion, and other costs associated with process)	6/29/2004	N/A	City of Oakland	MOU with employees unions	Agency-wide	0	0							
12	Jack London Gateway	3/10/2006	3/1/2016	Jack London Gateway Associates	HUD 108 Loan, DDA requires payments	Acorn	782,904	160,500		80,250					80,250
13	Jack London Gateway	7/8/2004	3/1/2016	JLC Associates LLC	DDA Administration	Acorn	TBD	TBD							
14	B/M/SP project & other staff/operations successor agency	Statutory	N/A	City of Oakland as successor agency	Aggregated project staff, other personnel costs and operating/maintenance costs for successor agency enforceable obligations in B-M-SP Oakland area, per labor MOU	B-M-SP	2,121,698	359,080							179,540
15	B-M-SP Project Area Committee Administration	Statutory	7/25/2012	Various	Administrative costs for B-M-SP Project Area Committee meetings: printing/duplication, postage, food, facility rental, staff	B-M-SP	9,180	2,700							
16	B/M/SP 2006C TE Bonds Debt Service	10/1/2006	10/1/2035	Wells Fargo	Tax Exempt Tax Allocation Bonds	B-M-SP	10,541,125	247,250							123,625
17	B/M/SP 2006C T Bonds Debt Service	10/1/2006	10/1/2035	Wells Fargo	Taxable Tax Allocation Bonds	B-M-SP	18,074,355	904,692							293,402
18	B/M/SP 2010 RZEDB Bonds Debt Svc	10/1/2010	9/1/2040	Bank of New York	Federally Subsidized Taxable TABS	B-M-SP	20,358,545	582,480							244,930
19	B/M/SP 2006C TE Bonds Covenants	10/1/2006	10/1/2035	Various	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	B-M-SP	164,982	TBD							
20	B/M/SP 2006C T Bonds Covenants	10/1/2006	10/1/2035	Various	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	B-M-SP	1,646,589	TBD							
21	B/M/SP 2006C TE Bonds Administration	10/1/2010	9/1/2040	Various	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	B-M-SP	5,348,045	TBD							
22	Bank & Bond Payments	10/1/2006	10/1/2035	Various	Audit, rebate analysis, disclosure consulting, trustee services, bank & bond, etc.	B-M-SP	96,000	4,000							4,000
23	B/M/SP 2006C T Bonds Administration; Bank & Bond Payments	10/1/2006	10/1/2035	Various	Audit, rebate analysis, disclosure consulting, trustee services, bank & bond, etc.	B-M-SP	80,000	4,000							4,000
24	Bank & Bond Payments	10/1/2010	9/1/2040	Various	Audit, rebate analysis, disclosure consulting, trustee services, bank & bond, etc.	B-M-SP	174,000	6,000							6,000
25	MacArthur Transit Village/Prop 1C TOD	3/4/2011	6/30/2024	MTCP, LLC	Grant from HCD pass-thru to MTCP	B-M-SP	16,415,170	11,800,600							4,700,000
26	MacArthur Transit Village/Prop 1C Infill	3/6/2011	6/30/2024	MTCP, LLC	Grant from HCD pass-thru to MTCP	B-M-SP	15,363,322	12,000,002							10,200,000
27	Housing	2/24/2010	7/1/2023	MTCP, LLC	Owner Participation Agreement	B-M-SP	3,872,268	1,350,000							450,000
28	(Affordable) Housing	2/24/2010	7/1/2016	MTCP, LLC	Owner Participation Agreement	B-M-SP	820,000	820,000							
29	MacArthur Transit Village/OFA (Non-Housing)	2/24/2010	7/1/2023	MTCP, LLC	Owner Participation Agreement - 2010 Bond	B-M-SP	5,259,637	3,393,334							2,200,000

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						
									LMHFF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other	Six-Month Total
30	MacArthur Transit Village/OPA (Non Housing)	5/1/2011	6/20/2012	Rosales Law Partnership	Legal services related to MacArthur TV OPA	B-M-SP	60,000	60,000	20,000						20,000
31	OWSP Plan Amendment/Selief Consulting Inc.	12/25/2010	12/25/2012	Selief Consulting Inc.	Professional Services Contract	B-M-SP	20,575	20,575							
32	OWSP Plan Amendment/Etw. Science	2/2/2011	12/31/2012	Environmental Science Assoc.	Professional Services Contract	B-M-SP	50,557	50,557							
33	OWSP Plan Amendment / Wood Rodgers	12/8/2010	12/31/2012	Wood Rodgers	Professional Services Contract	B-M-SP	3,000	3,000							
34	MacArthur Transit Village / FGA Design	2/17/2010	N/A	FGA Design	Professional Services Contract	B-M-SP	0	0							
35	Braceway Specific Plan / WRT Contract	12/8/2008	12/31/2013	Wallace Roberts & Todd Oakland Affordable Housing Preservation Initiative (OAHPI), Various Assoc., Venues	Professional Services Contract	B-M-SP	195,757	195,757	35,757						35,757
36	Oakland Housing Authority Solar Grant	3/1/2011	3/1/2012	Remesca-Telegraph Comm.	Grant to OAHPI to install solar panels	B-M-SP	100,000	0							
37	NPI Program / Telegraph Street Lights	3/1/2011	N/A	Byong Ai Yu or direct payments to subcontractors	Grant Agreement	B-M-SP	0	0							
38	2719 Telegraph (FIP)	3/1/2011	N/A	Byong Ai Yu or direct payments to subcontractors	Façade Improvement Program	B-M-SP	30,000	30,000							
39	2719 Telegraph (TIP)	3/1/2011	N/A	A. Ali Estiam or direct payments to subcontractors	Tenant Improvement Program	B-M-SP	45,000	45,000							
40	6501 San Pablo Avenue (FIP)	3/1/2011	N/A	Maricus Books of Oakland, Inc. or direct payments to subcontractors	Façade Improvement Program	B-M-SP	17,500	17,500							
41	3900 MLK-Jr. Way (FIP)	3/1/2011	N/A	Maricus Books of Oakland, Inc. or direct payments to subcontractors	Façade Improvement Program	B-M-SP	30,000	30,000							
42	3900 MLK-Jr. Way (TIP)	3/1/2011	N/A	Beas International LLC or direct payments to subcontractors	Tenant Improvement Program	B-M-SP	45,000	45,000							
43	3401 Telegraph (FIP)	3/1/2011	N/A	Henry Gantner or direct payments to subcontractors	Façade Improvement Program	B-M-SP	30,000	30,000							
44	3321 Telegraph (FIP)	3/1/2011	N/A	Byong Ai Yu or direct payments to subcontractors	Façade Improvement Program	B-M-SP	20,000	20,000							
45	3844 Telegraph (FIP)	3/1/2011	N/A	Church or direct payments to subcontractors	Façade Improvement Program	B-M-SP	30,000	30,000							
46	3093 Broadway (TIP)	3/1/2011	N/A	New Airo or direct payments to subcontractors	Tenant Improvement Program	B-M-SP	45,000	45,000							
47	2892 Telegraph (FIP)	3/1/2011	N/A	Scalia LLC, DBA Commonwealth or direct payments to subcontractors	Façade Improvement Program	B-M-SP	20,000	20,000							
48	3101 Telegraph (FIP)	3/1/2011	N/A	Abdulla Mohammed or direct payments to subcontractors	Façade Improvement Program	B-M-SP	30,000	30,000							
49	525 28th Street (FIP)	3/1/2011	N/A	St. Augustine's Episcopal Church or direct payments to subcontractors	Façade Improvement Program	B-M-SP	10,000	10,000							
50	4107-4111 Broadway (FIP)	3/17/2009	N/A	Noha Abouata or direct payments to subcontractors	Façade Improvement Program	B-M-SP	0	0							
51	4107-4111 Broadway (TIP)	3/17/2009	N/A	Noha Abouata or direct payments to subcontractors	Tenant Improvement Program	B-M-SP	0	0							
52	3045 Telegraph (FIP)	1/13/2009	N/A	Mohsin Sharif or direct payments to subcontractors	Façade Improvement Program	B-M-SP	30,000	30,000							
53	3045 Telegraph (TIP)	1/13/2009	N/A	Mohsin Sharif or direct payments to subcontractors	Tenant Improvement Program	B-M-SP	0	0							
54	Central District project & other staff/paratrans, successor agency	Statutory	N/A	City of Oakland, as successor agency	Aggregated project staff, other personnel costs and operating/maintenance costs for successor agency enforceable obligations in CD Oakland area per labor MOUS.	Central District	9,221,215	1,973,417							986,709
55	Negative operating fund balance within Central District project area	Statutory	N/A	City of Oakland, as successor agency	To address negative cash flow from normal operations prior to dissolution, debt service paid for February/March 2012 and Agency share of AB 1250 pass through	Central District	TBD	0							
56	Property remediation costs	Statutory	N/A	Various - staff, consultants, cleanup contractor, monitoring	Staffing, consultants, clean-up contractor, monitoring	Central District	TBD	TBD							

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
57	Property management, maintenance and insurance costs	Statutory	N/A	Various - staff, consultants, cleanup contractor, monitoring	Staffing, consultants, maintenance contractor, monitoring, insurance costs	Central District	100,000	11,175	5,000				5,000		10,000
58	City Cup Cafe, 1259 Jefferson Ave.	2/1/2008	12/1/2013	California Sensation II	Restaurant/Cafe	Central District	1,000	0							
59	City Grill - 1259 Jefferson Ave, Suite B/Security Deposit	2/1/2008	12/1/2013	California Sensation II	Restaurant Lease Agreement	Central District	1,000	0							
60	Yoshi/Jack London Square/Security Deposit	12/18/1994	5/4/2017	Yoshi's	Owner Participation Agreement/Sublease with Restaurant/Jazz Club	Central District	13,500	0							
61	Royal Cinemas/Jack London Square/Security Deposit	4/1/1995	4/10/2031	Regal Cinemas	Owner Participation Agreement/Sublease with Movie Theater	Central District	25,000	0							
62	Central District Bonds (9811) Debt Service (DS)	11/15/1992	2/1/2014	Bank of New York	Senior TAB, Series 1992	Central District	14,058,025	7,008,825				6,851,813			6,851,813
63	Central District Bonds (9817) DS	4/1/1998	1/1/2011	Bank of New York	GOB, Tribune Tower Restoration	Central District	0	0				2,974,800			2,974,800
64	Central District Bonds (9829) DS	1/7/2003	1/8/2019	Bank of New York	Subordinated TAB, Series 2003	Central District	111,328,238	9,838,088				9,838,088			9,838,088
65	Central District Bonds (9834) DS	1/25/2005	9/1/2022	Bank of New York	Subordinated TAB, Series 2005	Central District	46,728,500	1,988,500				1,988,500			1,988,500
66	Central District Bonds (9835) DS	1/18/2006	9/1/2021	Bank of New York	Subordinated TAB, Series 2006	Central District	28,451,864	3,626,274				3,626,274			3,626,274
67	Central District Bonds (9836) DS	5/6/2009	9/1/2020	Bank of New York	Subordinated TAB, Series 2009	Central District	54,688,775	3,983,850				3,983,850			3,983,850
68	Bond Covenants	1989	1/8/2019	Various	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Central District	1,481,677	TBD							
69	Central District Bonds (9716) 1989 Bond Covenants	11/15/1992	1/1/2011	Various	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Central District	6,285,020	TBD							
70	Central District Bonds (9719) 2003 Bond Covenants	1/7/2003	1/8/2019	Various	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Central District	1,185,640	TBD							
71	Central District Bonds (9720) 2005 Bond Covenants	1/25/2005	9/1/2022	Various	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Central District	19,870,965	TBD							
72	Central District Bonds (9725) 2006 Bond Covenants	1/19/2006	9/1/2021	Various	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Central District	146,411	TBD							
73	Central District Bonds (9724) 2009 Bond Covenants	5/6/2009	9/1/2020	Various	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Central District	295,191	TBD							
74	Administration; Bank & Bond Payments	Various	9/1/2022	Various	Audit, rebate analysis, disclosure consulting, trustee services, bank & bond, etc.	Central District	240,000	30,000				30,000			30,000
75	Uplown - Prop 1C	2/23/2011	2/1/2015	Various	Grant funds, ACTIA Match, Streetscapes Management Agreement for Improvements	Central District	9,903,000	4,000,000				4,000,000			4,000,000
76	Scottion Convention Center	3/23/2011	9/30/2013	Integrated Services Corp.	DDA Post-Transfer Obligations	Central District	3,828,887	3,828,887							3,828,887
77	1728 San Pablo DDA	3/4/2005	6/12/2023	Piedmont Plano	DDA Post-Transfer Obligations	Central District	TBD	TBD							TBD
78	17th Street Garage Project	8/28/2004	11/15/2018	Rokunda Garage, LP	Tax increment rebate and Ground Lease Administration	Central District	279,827	60,000							60,000
79	17th Street Garage Project	8/24/2004	6/12/2023	Rokunda Garage, LP	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Central District	TBD	TBD							TBD
80	City Center-DDA	11/4/1970	6/12/2023	Stromsteel	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Central District	TBD	TBD							TBD
81	East Bay Asian Local Development Corporation	7/28/2004	6/12/2023	Preservation Park, LLC	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Central District	TBD	TBD							TBD
82	Fox Courts DDA	12/8/2005	6/12/2023	Fox Courts LP	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Central District	TBD	TBD							TBD
83	Maintenance; Fox Courts Pedestrian Walkway	12/1/2009	12/1/2012	Fox Courts, LP	Walkway Maintenance	Central District	10,022	10,022							10,022
84	Franklin 88 DDA	10/18/2004	6/12/2023	Artiso HOA	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Central District	TBD	TBD							TBD
85	Housewives Market Residential Development	6/25/2001	6/12/2023	A.F. Evans Development Corp	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Central District	TBD	TBD							TBD
86	Keysystem Building DDA	9/6/2007	6/12/2023	SKS Broadway LLC	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Central District	TBD	TBD							TBD
87	Oakland Garden Hotel	7/23/1989	6/12/2023	Oakland Garden Hotel LLC	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Central District	TBD	TBD							TBD
88	Rotunda DDA	6/20/1999	6/12/2023	Rokunda Partners	DDA Post-Construction Obligations	Central District	TBD	TBD							TBD
89	Seas LODA	10/20/2005	N/A	Seas Development Co	DDA Administration	Central District	1,600,000	1,600,000							1,600,000

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						
									LMH/F	Bond Proceeds	Reserve Balance	Admin Allowance	RP/TFE	Other	Six-Month Total
80	Swans DDA	7/11/1997	6/12/2023	East Bay Asian Local Development Corporation (EBALDC)	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Central District	TBD	TBD							
91	T-10 Residential Project	8/8/2004	6/12/2023	Alta City Work LLC	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Central District	TBD	TBD							
92	UCOP Administration Building	11/25/1996	6/12/2023	Oakland Development LLC	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Central District	TBD	TBD							
93	Uptown LDDA	10/24/2005	10/23/2071	Uptown Housing Partners	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations. Lease can be extended for another 35 years to 2164.	Central District	TBD	TBD							
94	Uptown LDDA Admin Fee	10/24/2005	10/28/2045	Uptown Housing Partners	Annual administrative fee paid by developer to support staff costs associated with bond issuance	Central District	4,000,000	200,000							
95	Uptown Apartments Project	10/24/2005	11/15/2020	FC OAKLAND, INC.	Lease DDA tax increment rebate	Central District	12,728,365	1,293,000							200,000
96	Victorian Row DDA	Not Known	6/12/2023	PSAI OK Oakland Associates LLC	As-needed responses to inquiries from current property owners and related parties, or enforcement of post-construction obligations	Central District	TBD	TBD							
97	Fox Theatre	8/30/2005	9/6/2066	Fox Oakland Theater, Inc.	DDA obligation for investor buy-out, management of entities create for the benefit of the Redevelopment Agency	Central District	4,551,820	0							
98	Fox Theatre	8/30/2005	12/15/2016	Bank of America Community Development Corporation	Loan Guaranty for construction/renovation	Central District	5,895,068	0							
99	Fox Theatre	8/30/2005	12/15/2014	New Markets Investment 40 LLC	New Markets Tax Credit Loan Guaranty	Central District	8,610,000	0							
100	Fox Theatre	8/30/2005	12/15/2014	National Trust Community Investment Fund III	New Markets Tax Credit Loan Guaranty	Central District	1,560,000	0							
101	Fox Theatre	8/30/2005	12/19/2014	City of Oakland	Historic Tax Credit Investment Guaranty	Central District	6,265,559	0							
102	Parking Facility Parking Tax Liability	Staleady	N/A	City of Oakland	Parking Taxes owed (15.61% of gross receipts)	Central District	0	0							
103	Downtown Capital Project Support	9/2/2010	8/28/2012	Keyser-Marston Assoc	Contract for economic review 1800 SP	Central District	14,946	14,946							
104	Downtown Capital Project Support	1/6/2010	1/1/2013	Hill, Corbin & Conne	Hill Contract - Property Tax Services	Central District	38,500	22,000							
105	Downtown Capital Project Support	3/12/2009	3/1/2019	Downtown Oakland CBD	BID Assessments on Agency Property	Central District	73,815	5,000						11,000	
106	Sublease Agreement for the George P. Scotlan Convention Center and Convention Center Garage Management Agreement	6/30/2010	6/12/2022	City of Oakland	Sublease between the Successor Agency and the City for the Scotlan Convention Center	Central District	TBD	0							
107	Management Agreement	3/3/2011	12/31/2015	Integrated Services Corp.	Management Agreement for the George P. Scotlan Memorial Convention Center	Central District	TBD	0							
108	Lake Merritt Station Area Specific Plan	10/5/2009	12/31/2013	Dyell & Bhalia	Specific Plan and EIR for Lake Merritt BART	Central District	2,425	2,425							
109	Basement Backfill (01 BBRP)	3/2/2011	N/A	Oakland Cathedral Bldg LLC; Various	1615 Broadway	Central District	280,000	280,000							
110	Basement Backfill (03 BBRP)	3/2/2011	N/A	Galzono Partners LLC; Various	1631 Telegraph Ave.	Central District	213,314	213,314							
111	Basement Backfill (04 BBRP)	3/2/2011	N/A	Augustin MacDonald Trust; Various	1635 Telegraph Ave.	Central District	215,000	215,000							
112	Basement Backfill (06 BBRP)	3/2/2011	N/A	457 17th St. LLC; Various	457 17th St. LLC	Central District	480,000	480,000							
113	Basement Backfill (07 BBRP)	3/2/2011	N/A	Cohen Commercial, LLC; Various	1636 Telegraph Ave	Central District	208,000	208,000							
114	Basement Backfill (08 BBRP)	3/2/2011	N/A	Hil Lin Law Sues; Various	1634 Telegraph	Central District	270,000	270,000							
115	Basement Backfill (11 BBRP)	3/2/2011	N/A	Flingo LLC; Various	1620 Telegraph	Central District	200,000	200,000							
116	Basement Backfill (12 BBRP)	3/2/2011	N/A	Hoffman Family 1988 Trust; Various	725 Washington St.	Central District	204,061	204,061							
117	Basement Backfill (13 BBRP)	3/2/2011	N/A	Marlin Durante; Various	327 Washington St.	Central District	148,000	148,000							
118	Basement Backfill (14 BBRP)	3/2/2011	N/A	Kai & Pamela Eng; Various	811-815 Washington St.	Central District	248,000	248,000							
119	BART 17th St Gateway	10/30/2009	4/14/2013	Sasak Associates; City of Oakland; Various	Design Contract	Central District	114,304	114,304							
120	Public Art BART 17th St Entry	3/2/2011	12/30/2012	Dan Conson	Artist's contract for design & construction	Central District	328,185	328,185							
121	160 14th Street	3/2/2011	N/A	Adil Moullair or direct payments to subcontractors	Facade Improvement Program	Central District	5,000	5,000							
122	2040 Telegraph Avenue	3/2/2011	N/A	Alex Han or direct payments to subcontractors	Facade Improvement Program	Central District	50,000	50,000							
123	150 Frank Ogawa Plaza Suite D	3/2/2011	N/A	Awakan Cafe or direct payments to subcontractors	Facade Improvement Program	Central District	20,000	20,000							

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							
									LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other	Six-Month Total	
124	400 14th Street	3/2/2011	N/A	Babel Café or direct payments to subcontractors	Façade Improvement Program	Central District	15,000	15,000								
125	1644 Broadway	3/2/2011	N/A	Bar Dogwood or direct payments to subcontractors	Façade Improvement Program	Central District	10,000	10,000								
126	100 Broadway	3/2/2011	N/A	Changes Hair Studio or direct payments to subcontractors	Façade Improvement Program	Central District	5,000	5,000								
127	343 19th Street	3/2/2011	N/A	David O'Keefe or direct payments to subcontractors	Façade Improvement Program	Central District	50,000	50,000								
128	1908 Telegraph Avenue	3/2/2011	N/A	Fiora or direct payments to subcontractors	Façade Improvement Program	Central District	25,000	25,000								
129	420 14th Street	3/2/2011	N/A	FOMA or direct payments to subcontractors	Façade Improvement Program	Central District	30,000	30,000								
130	1816 Telegraph Avenue	3/2/2011	N/A	Funk Enterprises or direct payments to subcontractors	Façade Improvement Program	Central District	50,000	50,000								
131	337 12th Street	3/2/2011	N/A	Judy Chu or direct payments to subcontractors	Façade Improvement Program	Central District	50,000	50,000								
132	334 13th Street	3/2/2011	N/A	Judy Chu or direct payments to subcontractors	Façade Improvement Program	Central District	50,000	50,000								
133	383 9th Street	3/2/2011	N/A	King Wait Restaurant or direct payments to subcontractors	Façade Improvement Program	Central District	30,000	30,000								
134	355 16th Street	3/2/2011	N/A	Linda Bradford or direct payments to subcontractors	Façade Improvement Program	Central District	10,000	10,000								
135	361 16th Street	3/2/2011	N/A	Linda Bradford or direct payments to subcontractors	Façade Improvement Program	Central District	50,000	50,000								
136	1811 Telegraph Avenue	3/2/2011	N/A	Maryann Simmons or direct payments to subcontractors	Façade Improvement Program	Central District	350	350								
137	1928 Casino Street	3/2/2011	N/A	Mason Bicycles or direct payments to subcontractors	Façade Improvement Program	Central District	40,000	40,000								
138	650 3rd Street	3/2/2011	N/A	Metrovion or direct payments to subcontractors	Façade Improvement Program	Central District	35,000	35,000								
139	655 12th Street	3/2/2011	N/A	Michael Cree or direct payments to subcontractors	Façade Improvement Program	Central District	5,000	5,000								
140	2025 Telegraph Avenue	3/2/2011	N/A	Michael Storm or direct payments to subcontractors	Façade Improvement Program	Central District	30,000	30,000								
141	251 8th Street	3/2/2011	N/A	Music Café or direct payments to subcontractors	Façade Improvement Program	Central District	10,000	10,000								
142	2440 Telegraph Avenue	3/2/2011	N/A	Nia Amara Gallery or direct payments to subcontractors	Façade Improvement Program	Central District	5,000	5,000								
143	100 Grand	3/2/2011	N/A	Noble Café LLC or direct payments to subcontractors	Façade Improvement Program	Central District	4,950	4,950								
144	1440 Broadway	3/2/2011	N/A	Orion Development Corp or direct payments to subcontractors	Façade Improvement Program	Central District	0	0								
145	1438 Broadway	3/2/2011	N/A	Provision Films or direct payments to subcontractors	Façade Improvement Program	Central District	1,767	1,767								
146	2295 Broadway	3/2/2011	N/A	Pizza Oakland Rest. LLC or direct payments to subcontractors	Façade Improvement Program	Central District	10,000	10,000								
147	2214 Broadway	3/2/2011	N/A	Plum Food and Drink LLC or direct payments to subcontractors	Façade Improvement Program	Central District	10,000	10,000								
148	2216 Broadway	3/2/2011	N/A	Plum Food and Drink LLC or direct payments to subcontractors	Façade Improvement Program	Central District	27,694	27,694								
149	485 9th Street	3/2/2011	N/A	Pop Hood stores or direct payments to subcontractors	Façade/Tenant Improvement Program	Central District	15,000	15,000								
150	1805 Telegraph Avenue	3/2/2011	N/A	Rich-O Enterprises LLC or direct payments to subcontractors	Façade Improvement Program	Central District	20,000	20,000								
151	484 3rd Street	3/2/2011	N/A	Robeca Box or direct payments to subcontractors	Façade Improvement Program	Central District	10,000	10,000								
152	285 17th Street	3/2/2011	N/A	Richard Weinstein or direct payments to subcontractors	Façade Improvement Program	Central District	50,000	50,000								
153	1635 Broadway	3/2/2011	N/A	Richard Weinstein or direct payments to subcontractors	Façade Improvement Program	Central District	50,000	50,000								

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									LMI/HF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other	Six-Month Total
154	1088 Jackson Street	3/3/2011	N/A	Roger Yoo or direct payments to subcontractors	Facade Improvement Program	Central District	11,756	11,756							
155	1810 Harrison Street	3/3/2011	N/A	Sam Cohen or direct payments to subcontractors	Facade Improvement Program	Central District	50,000	50,000							
156	1633 Broadway	3/3/2011	N/A	Sam Cohen or direct payments to subcontractors	Facade Improvement Program	Central District	50,000	50,000							
157	258 11th Street	3/3/2011	N/A	Sharon Haskins or direct payments to subcontractors	Facade Improvement Program	Central District	30,000	30,000							
158	1727 Telegraph Avenue	3/3/2011	N/A	Tim Cohen or direct payments to subcontractors	Facade Improvement Program	Central District	25,000	25,000							
159	12th and Webster	3/3/2011	N/A	Waypoint or direct payments to subcontractors	Facade Improvement Program	Central District	50,000	50,000							
160	481 4th Street	3/3/2011	N/A	Curran Kwan or direct payments to subcontractors	Facade Improvement Program	Central District	30,000	30,000							
161	528 8th Street	3/3/2011	N/A	David O'Keefe or direct payments to subcontractors	Facade Improvement Program	Central District	20,000	20,000							
162	327 19th Street	3/3/2011	N/A	Heik Dong or direct payments to subcontractors	Facade Improvement Program	Central District	30,000	30,000							
163	2442 Webster Street	3/3/2011	N/A	It's Place or direct payments to subcontractors	Facade Improvement Program	Central District	10,000	10,000							
164	2210 Broadway	3/3/2011	N/A	Mark El Miami or direct payments to subcontractors	Facade Improvement Program	Central District	10,000	10,000							
165	1833 Broadway	3/3/2011	N/A	Mark El Miami or direct payments to subcontractors	Facade Improvement Program	Central District	75,000	75,000	15,000						15,000
166	1914 Telegraph Avenue	3/3/2011	N/A	Oakland Cathedral Bknp, LLC	Tenant Improvement Program	Central District	75,000	75,000	15,000						15,000
167	1615 Broadway	3/3/2011	N/A	Sunfield Dev. Corp or direct payments to subcontractors	Facade Improvement Program	Central District	55,000	55,000	35,000						35,000
168	1600 San Pablo Avenue	3/3/2011	N/A	Sunfield Dev. Corp or direct payments to subcontractors	Facade Improvement Program	Central District	20,000	20,000							
169	1802 San Pablo Avenue	3/3/2011	N/A	Sunfield Dev. Corp or direct payments to subcontractors	Facade Improvement Program	Central District	20,000	20,000							
170	1804 San Pablo Avenue	3/3/2011	N/A	Hiroko Kurihara or direct payments to subcontractors	Facade Improvement Program	Central District	20,000	20,000							
171	477 25th Street	3/3/2011	N/A	Awakan Cafe or direct payments to subcontractors	Tenant Improvement Program	Central District	5,000	5,000							
172	150 Frank Ogawa Plaza Sulle D	3/3/2011	N/A	Alex Han or direct payments to subcontractors	Tenant Improvement Program	Central District	33,167	33,167							
173	2640 Telegraph Avenue	3/3/2011	N/A	Changes Hair Studio or direct payments to subcontractors	Tenant Improvement Program	Central District	75,000	75,000							
174	100 Broadway	3/3/2011	N/A	Curran Kwan or direct payments to subcontractors	Tenant Improvement Program	Central District	25,000	25,000							
175	528 8th Street	3/3/2011	N/A	David O'Keefe or direct payments to subcontractors	Tenant Improvement Program	Central District	30,000	30,000							
176	329 19th Street	3/3/2011	N/A	Flora Bar or direct payments to subcontractors	Tenant Improvement Program	Central District	15,000	15,000							
177	1608 Telegraph Avenue	3/3/2011	N/A	Linda Bradford or direct payments to subcontractors	Tenant Improvement Program	Central District	29,250	29,250							
178	357 19th Street	3/3/2011	N/A	Mark El Miami or direct payments to subcontractors	Tenant Improvement Program	Central District	30,000	30,000							
179	1935 Broadway	3/3/2011	N/A	Mark El Miami or direct payments to subcontractors	Tenant Improvement Program	Central District	40,000	40,000							
180	1933 Broadway	3/3/2011	N/A	Maryann Simmons or direct payments to subcontractors	Tenant Improvement Program	Central District	99,000	99,000							
181	1925 Telegraph Avenue	3/3/2011	N/A	Metrovalon or direct payments to subcontractors	Tenant Improvement Program	Central District	10,000	10,000							
182	650 3rd Street	3/3/2011	N/A	Michael Storm or direct payments to subcontractors	Tenant Improvement Program	Central District	30,000	30,000							
183	2025 Telegraph Avenue	3/3/2011	N/A	Nia Anpara or direct payments to subcontractors	Tenant Improvement Program	Central District	75,000	75,000							
184	2440 Telegraph Avenue	3/3/2011	N/A	Penelope Finnie or direct payments to subcontractors	Tenant Improvement Program	Central District	10,000	10,000							
185	1438 Broadway	3/3/2011	N/A	Sunfield Development or direct payments to subcontractors	Tenant Improvement Program	Central District	4,750	4,750							
186	1600 San Pablo Avenue	3/3/2011	N/A	Sunfield Development or direct payments to subcontractors	Tenant Improvement Program	Central District	50,000	50,000							

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									LMHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF		Other
187	1802 San Pablo Avenue	3/3/2011	N/A	Sumfield Development or direct payments to subcontractors	Tenant Improvement Program	Central District	50,000	50,000							
188	1804 San Pablo Avenue	3/3/2011	N/A	Sumfield Development or direct payments to subcontractors	Tenant Improvement Program	Central District	50,000	50,000							
189	1759 Broadway	3/3/2011	N/A	Tej Jacobs or direct payments to subcontractors	Tenant Improvement Program	Central District	98,000	98,000	56,000						
190	160 14th Street	3/3/2011	N/A	Adil Moukhalif or direct payments to subcontractors	Tenant Improvement Program	Central District	15,000	15,000							98,000
191	1400 14th Street	3/3/2011	N/A	Salim Café or direct payments to subcontractors	Tenant Improvement Program	Central District	20,000	20,000							
192	420 14th Street	3/3/2011	N/A	FOMA or direct payments to subcontractors	Tenant Improvement Program	Central District	25,000	25,000							
193	255 11th Street	3/3/2011	N/A	Kenny Ay-Young or direct payments to subcontractors	Tenant Improvement Program	Central District	30,000	30,000							
194	1826 Castro Street	3/3/2011	N/A	Mason Bicycles or direct payments to subcontractors	Tenant Improvement Program	Central District	25,000	25,000							
195	855 12th Street	3/3/2011	N/A	Michael Chao or direct payments to subcontractors	Tenant Improvement Program	Central District	5,000	5,000							
196	Central City East project & other staff/operations, successor agency	Statutory	N/A	City of Oakland, as successor agency	Aggregated project staff, other personnel costs and operating/maintenance costs for successor agency enforceable obligations in CCE area, per labor MOUs.	Central City East	3,101,589	646,229				323,115			323,115
197	CCE Project Area Committee Administration	Statutory	7/29/2012	Various	Administrative costs for CCE Project Area Committee meetings: printing/duplication, postage, facility rental, food, staff	Central City East	9,180	2,700							
198	Property remediation costs	Statutory	N/A	Various - staff, consultants, cleanup contractor, monitoring	Staffing, consultants, clean-up contractor, monitoring	Central City East	500,000	80,000	80,000						80,000
199	Property management, maintenance and insurance costs	Statutory	N/A	Various - staff, consultants, cleanup contractor, monitoring	Staffing, consultants, maintenance contractor, monitoring, insurance costs	Central City East	185,000	60,000	30,000						30,000
200	CCE 2008 Taxable Bond Debt Service	10/1/2006	9/1/2036	Wells Fargo Bank	2008 Taxable Bond Debt Service	Central City East	98,983,957	4,431,737				1,507,711			1,507,711
201	CCE 2008 TE Bond Debt Service	10/1/2006	9/1/2036	Wells Fargo Bank	CCE 2008 TE Bond Debt Service	Central City East	30,007,250	699,000				344,500			344,500
202	CCE 2008 Taxable Bond Covenant	10/1/2006	9/1/2036	Various	2008 Taxable Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Central City East	10,640,577	TBD							
203	CCE 2008 TE Bond Covenant Administration; Bank & Bond Payments	10/1/2006	9/1/2036	Various	2008 TE Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Central City East	255,785	TBD							
204	Bank & Bond Payments	10/1/2006	9/1/2036	Various	2008 Taxable Bond Audit, rebate analysis, disclosure consulting, trustee services, bank & bond payments, etc.	Central City East	98,000	4,000				4,000			4,000
205	CCE 2008 TE Bond Administration; Bank & Bond Payments	10/1/2006	9/1/2036	Various	2008 TE Bond Audit, rebate analysis, disclosure consulting, trustee services, bank & bond payments, etc.	Central City East	98,000	4,000				4,000			4,000
206	Palm Villas Housing Project	3/7/2006	N/A	Housing Successor	Repayment of loan from Housing LowMod for CCE housing project	Central City East	921,766	921,766							921,766
207	8451 MacArthur Blvd- Evelyn Rosa Project	7/30/2002	N/A	Housing Successor	Repayment of loan from Housing LowMod for CCE housing project	Central City East	517,500	517,500							517,500
208	Grant/Abatement/Job Training	9/5/2011	8/31/2013	Man at Vail Academy	Grant/abatement and training	Central City East	58,456	58,456							
209	Economic Consultants	11/30/2010	6/30/2012	Hausrauth, RMA, Various	Feasibility and Economic Consultants	Central City East	0	0							
210	Highland Hospital	6/29/2010	7/29/2033	Alameda County Highland Hospital	Ownership Participation Agreement	Central City East	415,000	415,000							
211	8603-8701 Hillside OPA	12/1/2010	7/29/2033	Alvarez Partners	Ownership Participation Agreement	Central City East	42,177	42,177							
212	Business District Assessment	2/25/2011	2/25/2021	Unity Council	BLD Assessments on Agency Property	Central City East	0	0							
213	CCE Tree Planting	2/1/2011	N/A	Sierra Club, Various	NPI Project	Central City East	10,000	10,000							
214	6820 Foothill Blvd	3/3/2011	N/A	Joseph LaBlanc or direct payments to subcontractors	Facade Improvement Program	Central City East	30,000	30,000							
215	1480 Fruitvale Ave	3/3/2011	N/A	Maria Campos or direct payments to subcontractors	Facade Improvement Program	Central City East	30,000	30,000							
216	1424 Fruitvale Ave	3/3/2011	N/A	Maria Campos or direct payments to subcontractors	Facade Improvement Program	Central City East	30,000	30,000							
217	1834 Park Blvd	3/3/2011	N/A	Ming Wa, LLC/ Yan Kit Ching or direct payments to subcontractors	Facade Improvement Program	Central City East	53,750	53,750							
218	132 E 12th Street	3/3/2011	N/A	Ilani Bala or direct payments to subcontractors	Facade Improvement Program	Central City East	30,000	30,000							



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									LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance		RPTTF
219	6651 Bancroft Ave	3/3/2011	N/A	Firas/Amenna Jendall or direct payments to subcontractors	Façade Improvement Program	Central City East	30,000	30,000						
220	7630 MacArthur Blvd	3/3/2011	N/A	James Sweeney or direct payments to subcontractors	Façade Improvement Program	Central City East	30,000	30,000						
221	2926 Foothill Blvd	3/3/2011	N/A	DOOG Corporation or direct payments to subcontractors	Façade Improvement Program	Central City East	30,000	30,000						
222	1430 23rd Avenue	3/3/2011	N/A	Michael Chee or direct payments to subcontractors	Façade Improvement Program	Central City East	30,000	30,000						
223	8009-8021 MacArthur Blvd.	3/3/2011	N/A	Abdo Omar or direct payments to subcontractors	Façade Improvement Program	Central City East	30,000	30,000						
224	10520 MacArthur Blvd	06/17/11	N/A	Ralph Falerison or direct payments to subcontractors	Façade Improvement Program	Central City East	50,000	50,000						
225	1430 23rd Ave TIP	3/3/2011	N/A	Michael Chee or direct payments to subcontractors	Tenant Improvement Program	Central City East	45,000	45,000						
228	8930 MacArthur Blvd TIP	3/3/2011	N/A	Robert and Lois Kendall or direct payments to subcontractors	Tenant Improvement Program	Central City East	90,000	90,000						
227	1634 Park Blvd TIP	3/3/2011	N/A	Ming Wai, LLC/ Yan Kit Cheng or direct payments to subcontractors	Tenant Improvement Program	Central City East	90,000	90,000						
228	2926 Foothill Blvd TIP	3/3/2011	N/A	DOOG Corporation or direct payments to subcontractors	Tenant Improvement Program	Central City East	45,000	45,000						
229	7200 Bancroft Avenue	3/3/2011	N/A	United Way or direct payments to subcontractors	Tenant Improvement Program	Central City East	45,000	45,000						
230	7400 Bancroft Avenue	3/3/2011	N/A	United Way or direct payments to subcontractors	Façade Improvement Program	Central City East	45,000	45,000						
231	1418 Fruitvale Avenue	3/3/2011	N/A	Esmeralda Chirino or direct payments to subcontractors	Façade Improvement Program	Central City East	20,000	20,000						
232	3801-9 Foothill Boulevard	3/3/2011	N/A	Audrian Rodica or direct payments to subcontractors	Façade Improvement Program	Central City East	45,000	45,000						
233	3328 Foothill Boulevard	3/3/2011	N/A	Robert and Lois Kendall or direct payments to subcontractors	Façade Improvement Program	Central City East	30,000	30,000						
234	2028 Fruitvale Avenue	3/3/2011	N/A	Equifit Investments, LLC or direct payments to subcontractors	Façade Improvement Program	Central City East	45,000	45,000						
235	1025 East 12th Street	3/3/2011	N/A	Lynn Tring or direct payments to subcontractors	Façade Improvement Program	Central City East	30,000	30,000						
236	1025 East 12th Street	3/3/2011	N/A	Lynn Tring or direct payments to subcontractors	Tenant Improvement Program	Central City East	45,000	45,000						
237	1045 East 12th Street	3/3/2011	N/A	Lynn Tring or direct payments to subcontractors	Façade Improvement Program	Central City East	30,000	30,000						
238	1045 East 12th Street	3/3/2011	N/A	Lynn Tring or direct payments to subcontractors	Tenant Improvement Program	Central City East	45,000	45,000						
239	338 E 16th Street	3/3/2011	N/A	Robert and Lois Kendall or direct payments to subcontractors	Façade Improvement Program	Central City East	30,000	30,000						
240	1841 Park Blvd	3/3/2011	N/A	Stephen Ma or direct payments to subcontractors	Façade Improvement Program	Central City East	30,000	30,000						
241	Coliseum project & other staff/operations, successor agency	Statutory	N/A	City of Oakland as successor agency	Aggregated project staff, other personnel costs and operating/maintenance costs for successor agency enforceable obligations in Coliseum area, per labor MOUs.	Coliseum	4,552,069	1,017,714				508,857	508,857	
242	Property remediation costs	Statutory	N/A	Various - staff, consultants, cleanup contractor, monitoring	Staffing, consultants, clean-up contractor, monitoring	Coliseum	734,631	60,000				60,000	60,000	
243	Property management, maintenance and insurance costs	Statutory	N/A	Various - staff, consultants, cleanup contractor, monitoring	Staffing, consultants, maintenance contractor, monitoring, insurance costs	Coliseum	500,000	100,000				50,000	50,000	
244	Classic Parking - 6775 Oakland/Security Deposit	8/1/2009	N/A	Classic Parking, Inc.	Ground lease for event parking	Coliseum	2,000	0				0	0	
245	Oracle Arena & Oakland-Alameda County Coliseum Security Deposit	3/23/2011	N/A	Oracle Arena & Oakland-Alameda County Coliseum	Ground lease for event parking	Coliseum	5,000	0				0	0	
246	Coliseum Theatre Bond Debt Service	10/1/2006	9/1/2036	Wells Fargo Bank	2005 Coliseum Theatre Bond Debt Service	Coliseum	122,735,569	5,451,538				1,820,178	1,820,178	
247	Coliseum TE Bond Debt Service	10/1/2006	9/1/2036	Wells Fargo Bank	2005 Coliseum TE Bond Debt Service	Coliseum	45,951,938	1,731,425				622,893	622,893	
248	Coliseum Taxable Bond Covenants	10/1/2006	9/1/2036	Various	2006 Taxable Bond proceeds to fulfill legal obligations of tax allocation bond covenants.	Coliseum	503,839	TBD						
249	Coliseum TE Bond Covenants	10/1/2006	9/1/2036	Various	2006 TE Bond proceeds to fulfill legal obligations of tax allocation bond covenants.	Coliseum	836,261	TBD						

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
250	Coliseum Taxable Bond Administration	10/1/2006	9/1/2036	Various	2006 Taxable bond Audit, rebate analysis, disclosure consulting, trustee services, etc.	Coliseum	95,000	4,000				4,000			4,000
251	Coliseum TE Bond Administration	10/1/2006	9/1/2036	Various	2006 TE bond Audit, rebate analysis, disclosure consulting, trustee services, etc.	Coliseum	95,000	4,000				4,000			4,000
252	Coliseum Transit Village Infrastructure	8/10/2011	6/30/2024	OHA, OEDC, Various	Prop 1C Grant	Coliseum	8,440,011	5,200,000						1,200,000	1,200,000
253	Marketing Consultant	12/10/2010	12/31/2013	Peninsula Development Adv.	Marketing Consultation	Coliseum	6,842	6,842							
254	Economic Consultants	5/6/2011; 3/22/2011	12/1/2011	Conley Consulting; David Paul Rosen & Associates; Various	Feasibility and Economic Analysis	Coliseum	0	0							
255	3209 International Boulevard	3/2/2011	N/A	John Drab, Joseph Martinez, AI Lozano	Incentive Infill Grant Agreement	Coliseum	20,000	20,000							
256	Commercial Security Consultant	1/21/2011	6/30/2012	AI Lozano	Business security assessments	Coliseum	0	0							
257	PVA Environmental Consultants	2/1/2010	6/30/2013	Mingo & Moore; Fugro; Various	Environmental Studies and Analysis	Coliseum	50,000	50,000							
258	Fruitvale Ave Streetscape	10/1/2010	N/A	Roy's Electric	Fruitvale Ave. Streetscape Improvement	Coliseum	134,248	134,248							
259	81st Avenue Library	7/9/2008	N/A	NBC General Contractors; Harford	Close-out costs of new library	Coliseum	183,287	183,287							
260	NP Jingtowntown Arts Project	9/8/2010	N/A	Jingtowntown Arts & Business, Pro Arts, Various	Grant for beautification of Peterson St	Coliseum	4,762	4,762							
261	3831 International Blvd - DS	3/3/2011	N/A	Jessie Dai CH or direct payments to subcontractors	Facade Improvement Program	Coliseum	10,000	10,000							
262	3741 International Blvd - DS	3/3/2011	N/A	Jane Yoon or direct payments to subcontractors	Facade Improvement Program	Coliseum	10,000	10,000							
263	3209 International Blvd - DS	3/3/2011	N/A	John Drab, Joseph Martinez or direct payments to subcontractors	Infill Incentive grant	Coliseum	20,000	20,000							
264	8313 International Blvd - DS	3/3/2011	N/A	Hung Wah Leung or direct payments to subcontractors	Facade Improvement Program	Coliseum	12,500	12,500							
265	5746 International Blvd - DS	3/3/2011	N/A	Mike and Resse Hunter or direct payments to subcontractors	Facade Improvement Program	Coliseum	17,500	17,500							
266	4251 International - DR	3/3/2011	N/A	DOGS Corporation or direct payments to subcontractors	Facade Improvement Program	Coliseum	30,000	30,000							
267	6502 International Coffee Shop - TB	3/3/2011	N/A	Joyce Calhoun or direct payments to subcontractors	Facade Improvement Program	Coliseum	30,000	30,000							
268	Shoas and Morel 555 98th Ave - TB	3/3/2011	N/A	Marion McWilson or direct payments to subcontractors	Facade Improvement Program	Coliseum	30,000	30,000							
269	Gonits Barbershop/ 555 98th Avenue	3/3/2011	N/A	Genis Barbershop or direct payments to subcontractors	Facade Improvement Program	Coliseum	30,000	30,000							
270	175 98th Ave - TB	3/3/2011	N/A	Organic Choice, Inc or direct payments to subcontractors	Facade Improvement Program	Coliseum	30,000	30,000							
271	9825 International Blvd - TB	7/26/2010	N/A	Keith Slipper or direct payments to subcontractors	Facade Improvement Program	Coliseum	30,000	30,000							
272	655 98th Ave - DS	3/3/2011	N/A	Aster Terastelle or direct payments to subcontractors	Facade Improvement Program	Coliseum	30,000	30,000							
273	3751 International Blvd - DS	3/3/2011	N/A	Jane Yoon or direct payments to subcontractors	Facade Improvement Program	Coliseum	30,000	30,000							
274	1232 High Street - DS	3/3/2011	N/A	Bay Farms Produce or direct payments to subcontractors	Facade Improvement Program	Coliseum	30,000	30,000							
275	1207 44th Ave - DS	3/3/2011	N/A	Bay Farms Produce or direct payments to subcontractors	Facade Improvement Program	Coliseum	30,000	30,000							
276	4351 International Blvd - DS	3/3/2011	N/A	Bay Farms Produce or direct payments to subcontractors	Facade Improvement Program	Coliseum	30,000	30,000							
277	1244 High Street - DS	3/3/2011	N/A	Bay Farms Produce or direct payments to subcontractors	Facade Improvement Program	Coliseum	30,000	30,000							
278	4345 International Blvd - DS	3/3/2011	N/A	Bay Farms Produce or direct payments to subcontractors	Facade Improvement Program	Coliseum	30,000	30,000							
279	1462 B High Street - DS	3/3/2011	N/A	Wille Scott aka Let's Do It or direct payments to subcontractors	Facade Improvement Program	Coliseum	0	0							
280	5328-5338 International Blvd - DS	3/3/2011	N/A	Antonio Felayo or direct payments to subcontractors	Facade Improvement Program	Coliseum	35,000	35,000							
281	3208 International Blvd - DS	3/3/2011	N/A	John Drab, Joseph Martinez, or direct payments to subcontractors	Facade Improvement Program	Coliseum	35,000	35,000							
282	6502 International Coffee Shop - TB	3/3/2011	N/A	Joyce Calhoun or direct payments to subcontractors	Tenant Improvement Program	Coliseum	45,000	45,000							

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									LMHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other	Six-Month Total
283	Oakland Shoes - TB	3/2/2011	N/A	Marion McVilson or direct payments to subcontractors	Tenant Improvement Program	Coliseum	45,000	45,000							
284	8313 International Blvd - DS	3/2/2011	N/A	Hamp With Leung or direct payments to subcontractors	Tenant Improvement Program	Coliseum	45,000	45,000							
285	1244 High Street - DS	3/2/2011	N/A	Bay Farms Produce or direct payments to subcontractors	Tenant Improvement Program	Coliseum	45,000	45,000							
286	1207 44th Ave - DS	3/2/2011	N/A	Bay Farms Produce or direct payments to subcontractors	Tenant Improvement Program	Coliseum	45,000	45,000							
287	4351 International Blvd - DS	3/2/2011	N/A	Bay Farms Produce or direct payments to subcontractors	Tenant Improvement Program	Coliseum	45,000	45,000							
288	4345 International Blvd - DS	3/2/2011	N/A	Bay Farms Produce or direct payments to subcontractors	Tenant Improvement Program	Coliseum	45,000	45,000							
289	810 81st Ave - DS	6/1/2010	N/A	Dobako Bakeries or direct payments to subcontractors	Tenant Improvement Program	Coliseum	45,000	45,000							
290	3203 International Blvd - DS	3/2/2011	N/A	John Drab, Joseph Martinez or direct payments to subcontractors	Tenant Improvement Program	Coliseum	45,000	45,000							
291	10000 Edgas Ave - DS	3/2/2011	N/A	Salvatore Reimondi or direct payments to subcontractors	Tenant Improvement Program	Coliseum	45,000	45,000							
292	2142-6 E.12th St. - DR	3/2/2011	N/A	Oscar Reed or direct payments to subcontractors	Façade Improvement Program	Coliseum	50,000	50,000							
293	1446-1464 High Street - DS	3/2/2011	N/A	William Abend or direct payments to subcontractors	Façade Improvement Program	Coliseum	50,000	50,000							
294	7700 Edgewater Drive - DS	3/2/2011	N/A	7700 Edgewater Holdings, LLC or direct payments to subcontractors	Façade Improvement Program	Coliseum	70,000	70,000							
295	4533-53 International Boulevard	7/15/2009	N/A	DOOG Corporation; Harmit Mann or direct payments to subcontractors	Façade Improvement Program	Coliseum	90,000	90,000							
296	276 Hegenbanger - DR	3/2/2011	N/A	Hamit Mann or direct payments to subcontractors	Façade Improvement Program	Coliseum	90,000	90,000							
297	8451 San Leandro Street - TB	3/2/2011	N/A	Pick-N-Pull Auto Dismantlers or direct payments to subcontractors	Façade Improvement Program	Coliseum	98,000	98,000							
298	Oak Knoll project & other staff/operations, successor agency	Statutory	N/A	City of Oakland, as successor agency	Aggregated project staff, other personnel costs and operating/maintenance costs for successor agency enforceable obligations in Oak Knoll Oakland area, per labor MOUs.	Oak Knoll	424,822	31,088				15,535			15,535
299	Property remediation costs	Statutory	N/A	Various - staff, consultants, cleanup contractor, monitoring	Staffing, consultants, clean-up contractor, monitoring	Oak Knoll	TBD	TBD							
300	Property management, maintenance and insurance costs	Statutory	N/A	Various - staff, consultants, cleanup contractor, monitoring	Staffing, consultants, maintenance contractor, monitoring, insurance costs	Oak Knoll	603,453	100,000	50,000						50,000
301	EnerPSA	4/5/2011	7/5/2013	CA Capital Investment Group; Port of Oakland; Various	Infrastructure Master Planning & Design	Amy Base	13,328,130	0							
302	Amy Base project & other staff/operations, successor agency	Statutory	N/A	City of Oakland, as successor agency	Aggregated project staff, other personnel costs and operating/maintenance costs for successor agency enforceable obligations in Oakland Army Base area, per labor MOUs.	Amy Base	2,892,338	246,458						123,230	123,230
303	West Oakland project & other staff/operations, successor agency	Statutory	N/A	City of Oakland, as successor agency	Aggregated project staff, other personnel costs and operating/maintenance costs for successor agency enforceable obligations in West Oakland area, per labor MOUs.	West Oakland	1,838,867	117,942						58,971	58,971
304	Administration	Statutory	11/18/2012	Various	Administrative costs for West Oakland Project Area Committee meetings; printing/duplication; postage; food; facility rental; staff	West Oakland	5,540	5,540							
305	Property remediation costs	Statutory	N/A	Various - staff, consultants, cleanup contractor, monitoring	Staffing, consultants, clean-up contractor, monitoring	West Oakland	TBD	TBD							
306	Property management, maintenance and insurance costs	Statutory	N/A	Various - staff, consultants, cleanup contractor, monitoring	Staffing, linen removal, consultants, maintenance contractor, monitoring, insurance costs	West Oakland	500,000	100,000						50,000	50,000
307	West Oakland Transit Village - Specific Plan	3/9/2011	N/A	City of Oakland; Various	Preparation of WO Specific Plan - TIGER II Grant	West Oakland	136,839	136,839						86,000	86,000
308	West Oakland Transit Village - Specific Plan	6/29/2011	11/18/2012	JRDV Urban International; Various	Preparation of WO Specific Plan - TIGER II Grant	West Oakland	177,767	177,767							

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									LM/HF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other	Six-Month Total	
308	West Oakland Business Alert	2/17/2010	5/1/2010	BA Processing & Copying; Various	Business Alert meeting administration	West Oakland	0	0								
310	7th Street Phase I Streetscape	1/11/2010	12/31/2014	Gallagher & Burke; Various	Construction contract for 7th St Ph I streetscape project	West Oakland	598,980	598,980								
311	7th Street Phase I Streetscape	7/1/2009	N/A	City of Oakland; Various	PWA staffing costs for 7th St Ph I streetscape project	West Oakland	141,825	141,825								
312	Parala/MLK Streetscape	10/5/2010	N/A	Gates & Associates; Various	Landscape architect design services	West Oakland	66,842	66,842								
313	Parala/MLK Streetscape	7/1/2009	N/A	PWA Staff; Various	PWA staffing costs for MLK/Parala streetscape project	West Oakland	87,647	87,647								
314	Street Tree Master Plan	3/9/2011	12/31/2012	WQ Green Initiative; Various	Reforestation plan for West Oakland	West Oakland	37,170	37,170								
315	Fitzgerald & Union Park	1/1/2010	12/31/2010	City Slicker Farms, Inc.;	Park improvements	West Oakland	0	0								
316	NPI 31st Demonstration Project	3/9/2011	10/14/2012	Urban Relief; Various	Water capture demo project	West Oakland	42,939	42,939								
317	NPI 40th Street Meaningful	3/9/2011	7/5/2012	Longfellow Cmty Assoc;	40th St. median landscaping	West Oakland	51,454	51,454								
318	NPI Aquaponics Garden	3/9/2011	N/A	RJH Grow; Various	Raised veg. beds, youth training	West Oakland	0	0								
319	NPI West Oakland Dog Park	3/9/2011	N/A	COOG; Various	Construction of a dog park	West Oakland	4,000	4,000								
320	NPI Dogtown/Hollis Street	3/9/2011	1/24/2013	Dogtown Neighbors Association; Various	Facade improvements	West Oakland	0	0								
321	NPI Longfellow Spot Gng	3/9/2011	10/14/2012	West St. Walsh; Various	Spot landscaping, Longfellow nbhd.	West Oakland	11,128	11,128								
322	NPI Median Project	3/9/2011	7/1/2013	Noe Noyale/RMT Landscaper; Various	West MacArthur median landscaping	West Oakland	2,700	2,700								
323	NPI Melkar, Boys & Girls Club	3/9/2011	8/30/2012	Boys/Girls Club; Various	Building & entryway improvements	West Oakland	28,895	28,895								
324	2534 Mandela Parkway	3/9/2011	N/A	Brown Sugar Kitchen; Various	Facade/Tenant Improvement Program	West Oakland	75,000	75,000								
325	1394-42 - 7th Street (F)	3/9/2011	N/A	Mandela Market/Place; Various	Facade Improvement Program	West Oakland	30,000	30,000								
326	1485 - 8th Street (F)	3/9/2011	N/A	Overpavers with Hope; Various	Facade Improvement Program	West Oakland	30,000	30,000								
327	2232 MLK (F)	3/9/2011	N/A	Sun Street; Various	Facade Improvement Program	West Oakland	30,000	30,000								
328	3301-03 San Pablo Ave (F)	3/9/2011	N/A	Tanya Hollander; Various	Facade Improvement Program	West Oakland	30,000	30,000								
329	1394-42 - 7th Street (T)	3/9/2011	N/A	Mandela Market/Place; Various	Tenant Improvement Program	West Oakland	35,187	35,187								
330	3301-03 San Pablo Ave (T)	3/9/2011	N/A	Fanya Holland; Various	Tenant Improvement Program	West Oakland	45,000	45,000								
331	1600 7th Street (F)	3/9/2011	N/A	Seventh Street Historical District, LLC; Various	Facade Improvement Program	West Oakland	30,000	30,000								
332	1620-28 7th Street (F)	3/9/2011	N/A	Seventh Street Historical District, LLC; Various	Facade Improvement Program	West Oakland	30,000	30,000								
333	1632-42 7th Street (F)	3/9/2011	N/A	Seventh Street Historical District, LLC; Various	Facade Improvement Program	West Oakland	30,000	30,000								
334	1600 7th Street	3/9/2011	N/A	City of Oakland/East Bay Corporation	Tenant Improvement Program	West Oakland	0	0								
335	Sausal Creek	6/30/2005	N/A	Asian Local Development Corporation (EBALDC)/Homeplace Initiatives Corporation	Housing development loan	Low-Mod	22	22								
336	Project Pride Transit	11/12/2009	11/12/2064	City of Oakland/AH/East Bay Community Recovery Project	Housing development loan	Low-Mod	35,195	35,195								
337	Emancipation Village	3/9/2011	2/9/2067	City of Oakland/AH	Housing development loan	Low-Mod	1,000,000	1,000,000								
338	OCH O'Connell - James Lee Ct	5/9/2008	N/A	City of Oakland/Dignity Housing	Emergency operations grant	Low-Mod	4,000	4,000								
339	East Oakland Community Project	8/13/2006	8/13/2021	City of Oakland/EOPC	Guarantee for op. costs of trans housing	Low-Mod	3,410,334	3,410,334								1,050,000
340	Slim Jenkins Ct Rehab	11/22/2010	11/22/2065	Asian Local Development Corporation (EBALDC)/Sliih Jenkins Court LLC	Housing development loan	Low-Mod	120,880	120,880								
341	Hugh Taylor House Rehab	11/19/2010	11/19/2065	Asian Local Development Corporation (EBALDC)/Seminary Avenue Dear Corp	Housing development loan	Low-Mod	65,654	65,654								
342	Oaks Hotel Rehab	12/1/2010	12/1/2065	City of Oakland/Jefferson Oaks LP	Housing development loan	Low-Mod	26	26								
343	Elbridge Gateway Commons	3/9/2011	N/A	City of Oakland/RCD/RCD Housing LLC	Housing development loan	Low-Mod	1,655,000	1,655,000								

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									LMI/H	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other	Six-Month Total
344	Eric's House Rehab	1/24/2011	1/24/2011	City of Oakland/ East Bay Asian Local Development Corporation (EBALD)/Jivy Hill Devt Corp	Housing development loan	Low-Med	1,441,743	1,441,743							
345	St. Joseph's Family Apts	3/3/2011	10/6/2011	City of Oakland/ BRIDGE Associates	Housing development loan; Construction & Rent-Up Oversight	Low-Med	0	0							
346	Oaks Hotel Emergency Operations	1/8/2010	3/31/2011	City of Oakland/Oaks	Emergency operations grant	Low-Med	0	0							
347	Oakland Point LP, rehab	3/2/2011	7/21/2011	City of Oakland/Oakland Point LP / East Bay Asian Local Development Corporation (EBALDC)	Housing development loan	Low-Med	956,842	956,842							
348	Dressin Manor	9/7/2010	9/7/1965	Asian Local Development Corporation (EBALDC)/Dressin Manor LLC/Dressin Manor LP	Housing development loan	Low-Med	0	0							
349	James Lee Court	4/5/2011	4/5/2011	City of Oakland/Oakland Point LP / East Bay Asian Local Development Corporation (EBALDC)	Housing development loan	Low-Med	405,233	405,233							
350	Cathedral Gardens	3/3/2011	6/15/2011	City of Oakland/Oakland Point LP / East Bay Asian Local Development Corporation (EBALDC)	Housing development loan	Low-Med	6,433,456	6,433,456							
351	MacArthur Apartments	3/2/2011	12/15/2011	City of Oakland/AMCAL/MacArthur Fund, LP	Housing development loan	Low-Med	1,372,220	1,372,220							
352	14th and International Blvd	3/2/2011	7/5/2011	City of Oakland/TBD - LP / Related	Housing development loan	Low-Med	2,489,700	2,489,700							
353	California Hotel Acquisition/Rehab	3/2/2011	3/1/2011	City of Oakland/California Hotel LP	Housing development loan	Low-Med	393,180	393,180							
354	Marcus Garvey Commons	3/2/2011	3/2/2013	City of Oakland/East Bay Asian Local Development Corporation (EBALDC)	Housing development loan	Low-Med	352,000	352,000							
355	Madison Park Apts	3/2/2011	3/2/2013	City of Oakland/East Bay Asian Local Development Corporation (EBALDC)/Madison Park Housing Associates	Housing development loan	Low-Med	1,250,000	1,250,000							
356	Kenneth Henry Court	3/2/2011	3/14/2011	City of Oakland/Kenneth Henry CI LP / Satellite	Housing development loan	Low-Med	75,000	75,000							
357	Grid Alternatives	10/9/2009	N/A	City of Oakland/GRID Alternatives	Solar panel installations	Low-Med	31,752	31,752							
358	California Hotel Emergency Operating Assistance	5/1/2010	6/30/2012	City of Oakland/CAHON	Grant for operation of affordable housing	Low-Med	0	0							
359	1550 3rd Avenue	9/21/2009	N/A	City of Oakland/Dunya Awan	Residential Rehabilitation Loan	Low-Med	23,410	23,410							
360	7817 Adhur Street	10/14/2009	N/A	Hughes	Residential Rehabilitation Loan	Low-Med	0	0							
361	2500 63rd Avenue	2/23/2010	N/A	City of Oakland/Ruby Laigue	Residential Rehabilitation Loan	Low-Med	0	0							
362	9719 Holly Street	2/23/2010	N/A	City of Oakland/everly William	Residential Rehabilitation Loan	Low-Med	0	0							
363	3435 E. 17th Street	2/26/2010	N/A	City of Oakland/Sonia Rubakava	Residential Rehabilitation Loan	Low-Med	0	0							
364	5900 Holway Street	8/6/2010	N/A	City of Oakland/Oulis Oalis	Residential Rehabilitation Loan	Low-Med	0	0							
365	1622 Bridge Avenue	8/24/2010	N/A	City of Oakland/Saul & Fidella Desarda	Residential Rehabilitation Loan	Low-Med	0	0							
366	2163 E. 24th Street	9/27/2010	N/A	City of Oakland/Yina Lei & Haici Liu	Residential Rehabilitation Loan	Low-Med	0	0							
367	2001 87th Avenue	11/18/2010	N/A	City of Oakland/Matreshail & Marie Adams	Residential Rehabilitation Loan	Low-Med	0	0							
368	1802 Bridge Avenue	3/1/2011	N/A	City of Oakland/Maria Romero	Residential Rehabilitation Loan	Low-Med	0	0							
369	1433 48th Avenue	5/11/2011	N/A	City of Oakland/Brack & Carrie Carter	Residential Rehabilitation Loan	Low-Med	0	0							
370	Low & Moderate Income Housing project & other staff/operations, successor agency	Statutory	N/A	City of Oakland	Staff costs for program; ongoing monitoring/reporting; operating/maintenance costs	Low-Med	9,558,078	1,688,827							
371	Construction Monitoring Services	Statutory	N/A	Various	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Low-Med	250,000	180,000							
372	2000 Housing Bonds	2000	9/1/2018	Various	Bond proceeds to fulfill legal obligations of tax allocation bond covenants	Low-Med	4,804,811	TBD							

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									LMH/F	Bond Proceeds	Reserve Balance	Admin Allowance	RPT/F	Other	Six-Month Total
373	2008A Housing Bonds	4/4/2008	9/1/2036	Bank of New York	Scheduled debt service on bonds placed in bond covenants	Low-Mod	2,808,375	109,750					54,875		54,875
374	2008A Housing Bonds	4/4/2008	9/1/2036	Various	Audit, rebate analysis, disclosure consulting, trustee services, bank & bond payments, etc.	Low-Mod	0	0							
375	2008A Housing Bonds Admin; Bank & Bond	4/4/2008	9/1/2036	Various	Audit, rebate analysis, disclosure consulting, trustee services, bank & bond payments, etc.	Low-Mod	24,000	4,000					4,000		4,000
376	2008A-T Housing Bonds	4/4/2008	9/1/2036	Bank of New York	Scheduled debt service on bonds placed in bond covenants	Low-Mod	130,125,951	7,315,213					2,112,864		2,112,864
377	2008A-T Housing Bonds	4/4/2008	9/1/2036	Various	Audit, rebate analysis, disclosure consulting, trustee services, bank & bond payments, etc.	Low-Mod	15,728,432	TBD							
378	2008A-T Housing Bonds Admin; Bank & Bond	4/4/2008	9/1/2036	Various	Audit, rebate analysis, disclosure consulting, trustee services, bank & bond payments, etc.	Low-Mod	86,000	4,000					4,000		4,000
379	2011 Housing Bonds	3/8/2011	9/1/2041	Bank of New York	Scheduled debt service on bonds placed in bond covenants	Low-Mod	118,071,982	4,890,925					1,813,557		1,813,557
380	2011 Housing Bonds	3/8/2011	9/1/2041	Bank of New York; 2011 Bond holders	Reserve funds required by bond covenants	Low-Mod	40,085,839	TBD							
381	2011 Housing Bond Reserve	3/8/2011	9/1/2041	holders	Audit, rebate analysis, disclosure consulting, trustee services, bank & bond payments, etc.	Low-Mod	4,514,950	0							
382	2011 Housing Bonds Admin; Bank & Bond	3/8/2011	9/1/2041	Various	Reserve funds required by bond covenants	Low-Mod	116,000	4,000					4,000		4,000
383	Development of low and moderate income housing to meet replacement production requirements pursuant to Section 33413, to the extent required by law	Statutory	N/A	Various	Site acquisition loans; Housing development loans, etc.	Low-Mod	Compiling	TBD							
384	Grant/Loan Mgmt Software	4/5/2007	N/A	City of Oakland/Housing and Development Software LLC fees/resubmit	Reimbursement for software license fees/resubmit	Low-Mod	185,516	185,516							
385	15th and Castro	N/A	N/A	City of Oakland/Transit US, Inc.	Environmental monitoring/analysis	Low-Mod	4,734	4,734							
386	Construction Monitoring	3/17/2010	3/31/2014	City of Oakland/The Alley Group	Construction monitoring for housing projects	Low-Mod	73,870	73,870							
387	Construction Monitoring	3/17/2010	3/31/2014	City of Oakland/East Bay Asian Local Development Corporation (EBALDC); OEDC; Urban Core (LP)/LLC not yet set up	Construction monitoring for housing projects	Low-Mod	82,313	82,313							
388	Lion Creek Crossing V & Coliseum Transit Village I	N/A	N/A	City of Oakland/Community Assets, Inc.	Housing development - required by State grant	Low-Mod	10,000,000	10,000,000							
389	HOME Match Funds	Statutory	N/A	City of Oakland	Matching funds required by Federal HOME program	Low-Mod	38,089	38,089							
390	Oak to 9th Housing Development	8/24/2006	N/A	City of Oakland/Community Benefits Coalition	Obligation to develop 485 affordable housing units pursuant to Cooperation Agreement	Low-Mod	TBD	TBD							
391	MLK Plaza	9/24/2004	6/18/2013	City of Oakland/FRCD	MLK Plaza Loan Reserve	Low-Mod	11,488	11,488							
392	St. Joseph's Family	3/3/2011	10/6/2011	City of Oakland/BRIDGE Housing Corp.	Housing development loan; Construction & Rent-up Oversight	Low-Mod	0	0							
393	Calaveras Townhomes	10/2/2006	10/2/1961	City of Oakland/Community Assets, Inc.	Housing development loan	Low-Mod	15,725	15,725							
394	Emancipation Village	3/3/2011	2/9/2067	City of Oakland/Fred Finch Youth Center	Housing development loan	Low-Mod	334,723	334,723							
395	Cathedral Gardens	3/3/2011	6/15/2067	City of Oakland/EACathedral Gardens Oakland LP	Housing development loan	Low-Mod	718,785	718,785							
396	94th and International Blvd	3/3/2011	7/5/2067	City of Oakland/TBD - LP / Related	Housing development loan	Low-Mod	3,107,300	3,107,300							
397	1574-80 7th Street	6/26/2003	N/A	City of Oakland/GDCO	Site acquisition loan	Low-Mod	8,550	8,550							
398	Felth Housing	various, 2001 - 2003	N/A	City of Oakland/GDCO	Site acquisition loan	Low-Mod	8,916	8,916							
399	3701 MLK Jr Way	2/2/2004	N/A	City of Oakland/GDCO (or maint. services contractor)	Site acquisition loan	Low-Mod	5,641	5,641							
400	MLK & MacArthur (3220 MLK)	2001 (approx)	N/A	City of Oakland/GDCO (or maint. services contractor)	Site acquisition loan	Low-Mod	7,858	7,858							
401	715 Campbell Street	6/25/2002	N/A	City of Oakland/GCHL	Site acquisition loan	Low-Mod	1,190	1,190							
402	1672- 7th Street	12/10/2004	N/A	City of Oakland/GCHL	Site acquisition loan	Low-Mod	12,072	12,072							
403	1686 7th St Acquisition.	2/28/2006	N/A	City of Oakland/GCHL	Site acquisition loan	Low-Mod	9,971	9,971							
404	MLK Plaza	9/24/2004	6/18/2013	City of Oakland/Resources for Community Dev	MLK Loan Reserve	Low-Mod	219,483	219,483							

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						
									LMHIF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other	Six-Month Total
405	Sausal Creek	5/10/2007	N/A	City of Oakland/East Bay Asian Local Development Corporation (EBALDC)/Homeplace Initiatives Corporation	Housing development loan	Low-Med	11,438	11,438							
406	Tassafaronga	8/4/2009	8/4/2013	City of Oakland/East Bay Habitat for Humanity Christian Church	Housing development loan	Low-Med	98,056	88,056							
407	Harrison Senior Apis	12/1/2010	12/1/2065	Homes/Harrison St. City of Oakland/Senior Housing Assoc. LP	Housing development loan	Low-Med	5,133,000	5,133,000							
408	St. Joseph Senior	6/4/2009	6/4/2064	City of Oakland/BRIDGE	Housing development loan	Low-Med	783,000	783,000							
409	Project Frida	11/12/2009	11/12/2064	City of Oakland/AMCA/East Bay Community Recovery Fund	Housing development loan	Low-Med	255,307	255,307							
410	720 E. 11TH ST/East 11th LP	2/10/2011	2/10/2066	City of Oakland/East 11th LP	Housing development loan	Low-Med	225,300	225,300							
411	OCHI Portfolio	2/15/2011	N/A	City of Oakland/Oaks Associates	Insurance costs advanced by City	Low-Med	92,000	92,000							
412	Oaks Hotel	1/8/2010	3/31/2011	City of Oakland/Kenneth Henry Cl LP / Satellite	Grant for capital improvements	Low-Med	77,260	77,260							
413	Kenneth Henry Court	3/14/2012	3/14/2067	City of Oakland/East Bay Asian Local Development Corporation (EBALDC)/Seminary Avenue Devt Corp	Housing development loan	Low-Med	500	500							
414	Hugh Taylor House rehab	11/19/2010	11/19/2065	City of Oakland/BRIDGE	Housing development loan	Low-Med	88,206	88,206							
415	St. Joseph's Family Apis	3/3/2011	10/6/2068	City of Oakland/Paul Wang Enterprises	Housing development loan	Low-Med	137,648	137,648							
416	Golf Links Road	8/30/2009	N/A	City of Oakland/REAH/Cathedral Gardens Oakland LP	Housing development loan	Low-Med	43,029	43,029							
417	Cathedral Gardens	3/3/2011	6/15/2067	City of Oakland/AMCA/Amcal MacArthur Fund, LP	Housing development loan	Low-Med	2,297,876	2,297,876							
418	MacArthur Apartments	3/3/2012	12/15/2011	City of Oakland/CA Hotel Oakland LP	Housing development loan	Low-Med	1,181,769	989,889							
419	California Hotel rehab	3/3/2011	3/1/2067	City of Oakland/Habitat For Humanity - EAST BAY	Housing development loan	Low-Med	3,569,198	3,089,198							
420	Brookfield Court/Habitat	3/3/2011	N/A	City of Oakland/BRIDGE	Housing development loan	Low-Med	1,887,000	1,367,000							
421	MacArthur BART affordable housing	2/24/2010	N/A	City of Oakland/REAH/Cathedral Gardens Oakland LP	Land acquisition per Development Agreement and Cooperation Agreement; purchase price will be fair market value when Harbor Partners notify City site is ready.	Low-Med	18,400,000	10,100,000				5,100,000			5,100,000
422	Oak to 8th	8/24/2006	N/A	City of Oakland/Harbor Partners LLC	Obligation to develop 465 affordable housing units pursuant to Cooperation Agreement with Oak to 8th Community Benefits Coalition	Low-Med	TBD	TBD							
423	Oak to 8th	8/24/2006	N/A	Various		Low-Med	TBD	TBD							

# OAKLAND OVERSIGHT BOARD

RESOLUTION No. 2013-\_\_\_\_\_

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A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE DISSOLVED REDEVELOPMENT AGENCY OF THE CITY OF OAKLAND, PURSUANT TO CALIFORNIA HEALTH & SAFETY CODE SECTION 34179.6, APPROVING THE ALL FUNDS, EXCLUDING LOW AND MODERATE INCOME HOUSING FUND, DUE DILIGENCE REVIEW, WITH CERTAIN ADJUSTMENTS, MAKING A DETERMINATION OF THE AMOUNT AVAILABLE FOR TRANSFER TO TAXING ENTITIES, DIRECTING THE SUCCESSOR AGENCY TO PROMPTLY MAKE DILIGENT EFFORTS TO RECOVER \$35,161,938 FROM THE CITY OF OAKLAND, DIRECTING THE SUCCESSOR AGENCY TO CONVEY CERTAIN REAL PROPERTY PARCELS BACK TO THE CITY OF OAKLAND, AND AUTHORIZING THE SUCCESSOR AGENCY TO RETAIN CERTAIN FUNDS

**WHEREAS**, the Oversight Board to the Successor Agency (the "**Successor Agency**") of the dissolved Redevelopment Agency of the City of Oakland (the "**Board**") has been appointed pursuant to the provisions of Health & Safety Code ("**HSC**") Section 34179; and

**WHEREAS**, HSC Section 34179.5 requires that the Successor Agency hire an accountant (the "**Accountant**") to conduct a due diligence review of all funds, excluding the Low and Moderate Income Housing Fund (the **DDR**"), to determine the amount of cash and cash equivalents from all funds, excluding the Low and Moderate Income Housing Fund, that are available for distribution to the taxing entities;

**WHEREAS**, HSC Section 34179.6 requires the Successor Agency to submit the DDR to the Board, and that upon receipt of the DDR, the Board, not fewer than five (5) business days after convening a public comment session on the DDR, must review, approve and transmit to the California Department of Finance and the Alameda County Auditor-Controller the Board's determination of the amount of cash and cash equivalents, calculated in accordance with the requirements of Section 34179.5, that is available for transfer to the taxing entities from all funds, excluding the Low and Moderate Income Housing Fund;

**WHEREAS**, the Board's analysis of the DDR must be conducted with its dual fiduciary duties in mind --- to the taxing entities and to the holders of enforceable obligations.

**WHEREAS**, the Successor Agency submitted a DDR, dated January 25, 2013, to the Board on January 25, 2013, and on January 28, 2013 the Board convened a public comment session on the DDR - a copy of the DDR is attached to this Resolution as Exhibit 1;



**WHEREAS**, the Accountant's January 25, 2013 DDR showed no funds to be available for transfer to the taxing entities and also showed a shortfall of \$3,984,653 to satisfy all of the holders of enforceable obligations on the ROPS for the 2012-2013 fiscal year;

**WHEREAS**, pursuant to HSC Section 3479.6(c), the Board may adjust any amounts provided in the DDR to reflect additional information and analysis;

**WHEREAS**, at the request of the Board, the Legal Counsel to the Board has reviewed the DDR and the requirements of HSC Section 34179.5, has discussed it with the Successor Agency staff and has reported to the Board the results of her review, both during the public comment session on January 28, 2013 and in a Memorandum to the Board dated February 1, 2013;

**WHEREAS**, HSC Section 34179.5(c)(2) provides that the DDR shall include the dollar value of assets and cash and cash equivalents transferred after January 1, 2011, through June 30, 2012, by the redevelopment agency or the successor agency to the city, county, or city and county that formed the redevelopment agency and the purpose of each transfer, and requires that the DDR provide documentation of any enforceable obligation that required the transfer;

**WHEREAS**, the January 25, 2013 DDR prepared by the Accountant listed a transfer of cash assets in the total amount of \$35,161,938 after January 1, 2011 from the Successor Agency to the City of Oakland (the "City") in exchange for the transfer of certain real property parcels from the City to the Successor Agency pursuant to certain Purchase and Sale Agreements;

**WHEREAS**, under AB 1484, the definition of an enforceable obligation excludes, with certain limited exceptions not applicable here, any agreements, contracts, or arrangements between the city or the county that created the former redevelopment agency and the former redevelopment agency. HSC Section 34171 (d)(1);

**WHEREAS**, AB 1484 also provides that "agreements, contracts or arrangements between the city . . . and the redevelopment agency are invalid and shall not be binding on the successor agency." HSC Section 341718(a);

**WHEREAS**, the Purchase and Sale Agreements requiring the transfer of \$35,161,938 from the Successor Agency to the City and the transfer of real property from the City to the Successor Agency were not enforceable obligations under AB 1484, and accordingly, pursuant to HSC Section 34179.5, the \$35,161,938 should be reflected on the Summary of Balances Available for Allocation to Affected Taxing Entities as shown on the Adjusted Summary of Balances Available for Allocation to Affected Taxing Entities, attached as Exhibit 2 to this Resolution;

**WHEREAS**, the DDR shows on Attachment C that \$15,877,394 of the \$35,161,938 came from restricted cash/investments, and accordingly, that amount is added to the legally restricted amounts on the Adjusted Summary of Balances Available for Allocations to Affected Taxing Entities, Exhibit 2 to this Resolution;

**WHEREAS**, with the \$35,161,938 listed as an asset of the Successor Agency on the Adjusted Summary of Balances Available for Allocation to Affected Taxing Entities as shown on Exhibit 2 to this Resolution, the \$3,984,653 shortfall in payments to holders of enforceable obligations under the ROPS for the 2012-2013 fiscal year will be filled, and the amount of cash needed to satisfy the ROPS will increase to \$44,939,417 as shown on the Adjusted Summary of Balances Available for Allocations to Affected Taxing Entities, Exhibit 2 to this Resolution;

**WHEREAS**, the additional information and analysis reviewed by the Board has shown that the amount available for distribution to the taxing entities should be adjusted to \$15,299,891 as reflected on Exhibit 2 to this Resolution;

**WHEREAS**, if the Board adjusts the amounts in the DDR to reflect the Adjusted Summary of Balances Available for Allocation to Affected Taxing Entities attached hereto as Exhibit 2, and the Successor Agency remits \$15,299,891 to the Alameda County Auditor-Controller for distribution to the taxing entities, the holders of enforceable obligations under the ROPS for the fiscal year of 2012-2013 will be left without timely payments, because it has been reported by the Successor Agency that the Successor Agency does not have enough cash on hand to pay \$15,299,891 to the taxing entities and to meet \$44,939,417 in enforceable obligations under the ROPS for the fiscal year 2012-2013;

**WHEREAS**, the only way to make up the \$3,984,653 shortfall for the ROPS for the 2012-2013 fiscal year and fully satisfy the holders of enforceable obligations and to then remit unencumbered funds to the taxing entities is for the Board to direct the Successor Agency, in accordance with HSC Section 34179.6(f), to make diligent efforts to recover from the City the \$35,161,958 that was transferred to the City without an enforceable obligation;

**WHEREAS**, after consideration and discussion of the DDR at two properly convened public meetings of the Board, including a public comment session, the Board takes the following action with respect to the DDR:

**RESOLVED**, by the Oakland Oversight Board as follows:

**SECTION 1.** The above Recitals are true and correct and are adopted as the findings of the Oakland Oversight Board.

**SECTION 2.** The Oakland Oversight Board, pursuant to HSC Section 34179.6(c), adjusts the amounts provided in the DDR as shown on Exhibit 2 to this Resolution and determines, according to the calculation method provided in HSC Section 34179.5, that \$15,299,891 is available for distribution to the taxing entities.

**SECTION 3.** Pursuant to HSC Section 34179.6(f), the Oakland Oversight Board directs the Successor Agency to promptly make diligent efforts to recover the \$35,161,938 from the City so that the full amount of \$44,939,417 will be available to pay the holders of enforceable obligations on the ROPS for fiscal year 2012-2013 and so that \$15,299,891 can be distributed to the tax entities.

**SECTION 4.** The Oakland Oversight Board directs the Successor Agency to convey title to the real property parcels listed in Attachment C of the DDR to the City, upon receipt from the City of the \$35,161,938.

**SECTION 5.** Pursuant to HSC Section 34179.6(c), the Oakland Oversight Board authorizes the Successor Agency to retain the following amounts, as described in the DDR: (a) \$73,609,397 of cash restricted by bond covenants and other legal restrictions (Attachment F of the DDR, as that amount has been adjusted by Exhibit 2 hereto); (b) \$55,126,000 of assets that are not cash or cash equivalents (e.g., real estate); (Attachment G of the DDR); and (c) \$44,939,417 of cash that is contractually dedicated to the funding of enforceable obligations (Attachment H of the DDR, as that amount has been adjusted by Exhibit 2 hereto).

**SECTION 6.** The Agency Administrator is hereby directed to transmit this Resolution, with Exhibits attached, to the California Department of Finance and to the Alameda County Auditor-Controller.

**ADOPTED**, at a regular meeting held on February 4, 2013, by the members of the Oversight Board of the Successor Agency for the Dissolved Redevelopment Agency of the City of Oakland with the following vote:

AYES-

NOES-

ABSENT-

ABSTENTION-

ATTEST: \_\_\_\_\_  
SECRETARY, OAKLAND  
OVERSIGHT BOARD

**EXHIBIT 1**

**Approved All Funds, Excluding Low and Moderate Income Housing Fund, Due  
Diligence Review**

**(copy attached)**

## EXHIBIT 2

### DDR Attachment B Adjustments

Oakland Redevelopment Successor Agency, Successor Agency to the Redevelopment Agency of the City of Oakland  
Attachment B – Excluding Low and Moderate Income Housing Funds  
Assets Transferred to the Successor Agency That Are Available to Distribute to Affected Taxing Entities

#### **SUMMARY OF BALANCES AVAILABLE FOR ALLOCATION TO AFFECTED TAXING ENTITIES**

Total amount of assets held by the successor agency as of June 30, 2012 (procedure 5)	\$175,317,992
Add the amount of any assets transferred to the city or other parties for which an enforceable obligation with a third party requiring such transfer and obligating the use of the transferred assets did not exist (procedures 2 and 3) (Attachment C)	35,161,938
Less assets legally restricted for uses specified by debt covenants, grant restrictions, or restrictions imposed by other governments (procedure 6) +\$15,877,394 (Attachment C)	(73,609,397) (57,732,003)
Less assets that are not cash or cash equivalents (e.g., physical assets) – (procedure 7)	(55,126,000)
Less balances that are legally restricted for the funding of an enforceable obligation (net of projected annual revenues available to fund those obligations) – (procedure 8)	
Less balances needed to satisfy ROPS for the 2012-13 fiscal year (procedure 9) (Attachment H)	(44,939,417) (40,954,764)
Less the amount of payments made on July 12, 2012 to the County Auditor-Controller as directed by the California Department of Finance	(21,505,225)
Amount to be remitted to county for disbursement to taxing entities	<u>\$ 15,299,891</u>