RESOLUTION NO. SAR 2013-___

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF FONTANA, CALIFORNIA, AS SUCCESSOR AGENCY TO THE DISSOLVED FONTANA REDEVELOPMENT AGENCY, APPROVING A RECOGNIZED OBLIGATION PAYMENT SCHEDULE PURSUANT TO HEALTH AND SAFETY CODE SECTION 34177(l) FOR JULY 1, 2013 THROUGH DECEMBER 31, 2013

WHEREAS, pursuant to Health and Safety Code Section 34173(d), the City of Fontana (“RDA Successor Agency”) is the successor agency to the dissolved Fontana Redevelopment Agency (“Agency”), as confirmed by Resolution No. 2012-001 adopted on January 10, 2012; and

WHEREAS, Health and Safety Code Section 34177(l)(2), as modified by the Supreme Court opinion in California Redevelopment Association, et al. v. Ana Matosantos, et al., Case No. S194861, requires the RDA Successor Agency to prepare a “recognized obligation payment schedule” (“ROPS”) listing outstanding obligations of the Agency to be performed by the RDA Successor Agency during the time period from July 1, 2013, through December 31, 2013; and

WHEREAS, Health and Safety Code Section 34177(l)(2)(B) requires that the RDA Successor Agency submit a copy of the ROPS to the county administrative officer, the county auditor-controller, and the Department of Finance at the same time that the successor agency submits the Recognized Obligation Payment Schedule to the oversight board for approval; and

WHEREAS, Health and Safety Code Section 34177(m) requires that the ROPS for the period July 1, 2013, through December 31, 2013, shall be submitted by the RDA Successor Agency to the county auditor-controller, and both the Controller’s office and the Department of Finance and be posted on the RDA Successor Agency’s Internet Web site, after approval by the oversight board, no later than March 1, 2013.

NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF FONTANA, AS SUCCESSOR AGENCY TO THE DISSOLVED FONTANA REDEVELOPMENT AGENCY, DOES HEREBY RESOLVE AND FIND AS FOLLOWS:

Section 1. Recitals. The Recitals set forth above are true and correct and are incorporated into this Resolution by this reference.

Section 2. CEQA Compliance. The approval of the draft ROPS through this Resolution does not commit the RDA Successor Agency to any action that may have a significant effect on the environment. As a result, such action does not constitute a project subject to the requirements of the California Environmental Quality Act. The City Clerk, acting on behalf of the RDA Successor Agency, is authorized and directed to file
Resolution No. SAR 2013-___

a Notice of Exemption with the appropriate official of the County of San Bernardino, California, within five (5) days following the date of adoption of this Resolution.

Section 3. Approval of ROPS. The RDA Successor Agency hereby approves the ROPS, in substantially the form attached to this Resolution as Exhibit A, pursuant to Health and Safety Code Section 34177.

Section 4. Transmittal of ROPS. The City Manager is hereby authorized and directed to take any action necessary to carry out the purposes of this Resolution and comply with applicable law regarding preparation of the ROPS, including submission of the ROPS to the Oversight Board for approval with a copy of the ROPS submitted to the county administrative officer, the county auditor-controller, and the Department of Finance at the same time; and submission of the approved ROPS to the county auditor-controller, and both the Controller’s office and the Department of Finance, and posting on the RDA Successor Agency’s Internet Web site no later than March 1, 2013.

Section 5. Severability. If any provision of this Resolution or the application of any such provision to any person or circumstance is held invalid, such invalidity shall not affect other provisions or applications of this Resolution that can be given effect without the invalid provision or application, and to this end the provisions of this Resolution are severable. The RDA Successor Agency declares that the RDA Successor Agency would have adopted this Resolution irrespective of the invalidity of any particular portion of this Resolution.

Section 6. Certification. The City Clerk, acting on behalf of the RDA Successor Agency, shall certify to the adoption of this Resolution.

Section 7. Effective Date. This Resolution shall become effective immediately upon its adoption.

APPROVED and ADOPTED this 12th day of February, 2013.

READ AND APPROVED AS TO LEGAL FORM:

___________________________________________
Agency Attorney

I, Tonia Lewis, City Clerk of the City of Fontana, California, and Ex-Officio Clerk of the City Council, do hereby certify that the foregoing Resolution is the actual Resolution duly and regularly adopted by the City Council of said City at a regular meeting on the 12th day of February, 2013, by the following vote to-wit:

AYES:
Resolution No. SAR 2013-___

NOES:

ABSENT:

City Clerk of the City of Fontana

Mayor of the City of Fontana

ATTEST:
EXHIBIT A

RECOGNIZED OBLIGATION PAYMENT SCHEDULE
FOR JULY 1, 2013, THROUGH DECEMBER 31, 2013

[Attached behind this page]
## SUCCESSOR AGENCY CONTACT INFORMATION

**Successor Agency**

| Successor Agency |  
|------------------|---|
| ID:              | 259 |
| County:          | San Bernardino |
| Successor Agency:| Fontana |

**Primary Contact**

<table>
<thead>
<tr>
<th>Honorific (Ms, Mr, Mrs)</th>
<th>Lisa</th>
</tr>
</thead>
<tbody>
<tr>
<td>First Name</td>
<td>Lisa</td>
</tr>
<tr>
<td>Last Name</td>
<td>Strong</td>
</tr>
<tr>
<td>Title</td>
<td>Management Services Director</td>
</tr>
<tr>
<td>Address</td>
<td>8353 Sierra Avenue</td>
</tr>
<tr>
<td>City</td>
<td>Fontana</td>
</tr>
<tr>
<td>State</td>
<td>CA</td>
</tr>
<tr>
<td>Zip</td>
<td>92335</td>
</tr>
<tr>
<td>Phone Number</td>
<td>909-350-7671</td>
</tr>
<tr>
<td>Email Address</td>
<td><a href="mailto:lstrong@fontana.org">lstrong@fontana.org</a></td>
</tr>
</tbody>
</table>

**Secondary Contact**

<table>
<thead>
<tr>
<th>Honorific (Ms, Mr, Mrs)</th>
<th>Dawn</th>
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<tbody>
<tr>
<td>First Name</td>
<td>Dawn</td>
</tr>
<tr>
<td>Last Name</td>
<td>Brooks</td>
</tr>
<tr>
<td>Title</td>
<td>Accounting Manager</td>
</tr>
<tr>
<td>Phone Number</td>
<td>909-350-7611</td>
</tr>
<tr>
<td>Email Address</td>
<td><a href="mailto:dbrooks@fontana.org">dbrooks@fontana.org</a></td>
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</table>
### Name of Successor Agency:
**FONTANA (SAN BERNARDINO)**

### Outstanding Debt or Obligation

<table>
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<tr>
<th>Total Outstanding Debt or Obligation</th>
<th>$2,195,230,497</th>
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### Current Period Outstanding Debt or Obligation

<table>
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<th>Six-Month Total</th>
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<tr>
<td>A Available Revenues Other Than Anticipated RPTTF Funding</td>
<td>$25,110,130</td>
</tr>
<tr>
<td>B Enforceable Obligations Funded with RPTTF</td>
<td>$28,360,466</td>
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<tr>
<td>C Administrative Allowance Funded with RPTTF</td>
<td>$850,814</td>
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<tr>
<td>D Total RPTTF Funded (B + C = D)</td>
<td>$29,211,280</td>
</tr>
<tr>
<td>E Total Current Period Outstanding Debt or Obligation (A + B + C = E)</td>
<td>$54,321,410</td>
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<tr>
<td>F Enter Total Six-Month Anticipated RPTTF Funding</td>
<td>$36,000,000</td>
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<tr>
<td>G Prior Period (July 1, 2012 through December 31, 2012) Estimated vs. Actual Payments</td>
<td>$6,788,720</td>
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</tbody>
</table>

### Prior Period (July 1, 2012 through December 31, 2012) Estimated vs. Actual Payments

<table>
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<th>Prior Period (July 1, 2012 through December 31, 2012) Estimated vs. Actual Payments</th>
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</thead>
<tbody>
<tr>
<td>H Enter Estimated Obligations Funded by RPTTF (lesser of Finance’s approved RPTTF amount including admin allowance or the actual amount distributed)</td>
<td>$27,095,064</td>
</tr>
<tr>
<td>I Enter Actual Obligations Paid with RPTTF</td>
<td>$23,580,114</td>
</tr>
<tr>
<td>J Enter Actual Administrative Expenses Paid with RPTTF</td>
<td>$789,177</td>
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<tr>
<td>K Adjustment to Redevelopment Obligation Retirement Fund (H - (I + J) = K)</td>
<td>$2,725,773</td>
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<tr>
<td>L Adjustment to RPTTF (D - K = L)</td>
<td>$26,485,507</td>
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### Certification of Oversight Board Chairman:

Pursuant to Section 34177(m) of the Health and Safety code, I hereby certify that the above is a true and accurate Recognized Obligation Payment Schedule for the above named agency.

/s/ ____________________________

Signature

Date

Page 13 of 18
<table>
<thead>
<tr>
<th>Item</th>
<th>Project Name / Debt Obligation</th>
<th>Contract/Agreement</th>
<th>Contract/Agreement Termination Date</th>
<th>Payee</th>
<th>Description/Project Scope</th>
<th>Total Due During Fiscal Year 2013-14</th>
<th>Bond Proceeds</th>
<th>Reserve Balance</th>
<th>Admin Allowance</th>
<th>BPTF</th>
<th>Other</th>
<th>Six-Month Total</th>
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</thead>
<tbody>
<tr>
<td>1</td>
<td>2003 Tax Allocation Refunding Bonds 11/6/2003 10/1/2033 BNY Mellon (Trustee)</td>
<td>Trustee fees</td>
<td>San Bernardino</td>
<td>North Fontana</td>
<td>4,500,000</td>
<td>3,900,000</td>
<td>3,900,000</td>
<td>7,800,000</td>
<td>3,900,000</td>
<td>3,900,000</td>
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<td>0</td>
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<tr>
<td>2</td>
<td>2003 Subordinate Tax Allocation Bonds 11/6/2003 10/1/2033 BNY Mellon (Trustee)</td>
<td>Reserve set-aside</td>
<td>San Bernardino</td>
<td>North Fontana</td>
<td>913,750</td>
<td>913,750</td>
<td>913,750</td>
<td>1,827,500</td>
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<td>3</td>
<td>2003 Tax Allocation Refunding Bonds 10/16/2003 9/1/2032 US Bank (Trustee)</td>
<td>Debt service for refunding bonds - non-housing projects</td>
<td>North Fontana</td>
<td>15,323,906</td>
<td>684,644</td>
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<td>0</td>
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<tr>
<td>4</td>
<td>2003 Subordinate Tax Allocation Bonds 10/16/2003 9/1/2032 US Bank (Trustee)</td>
<td>Reserve set-aside</td>
<td>North Fontana</td>
<td>1,512,535</td>
<td>1,512,535</td>
<td>1,512,535</td>
<td>3,025,070</td>
<td>1,512,535</td>
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<td>5</td>
<td>2001A Tax Allocation Revenue Bonds 3/1/2001 9/1/2023 US Bank (Trustee)</td>
<td>Trustee fees</td>
<td>North Fontana</td>
<td>80,600</td>
<td>2,600</td>
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<tr>
<td>6</td>
<td>2001A Tax Allocation Revenue Bonds 3/1/2001 9/1/2023 NONE</td>
<td>Cash flow reserve</td>
<td>North Fontana</td>
<td>2,300,000</td>
<td>2,300,000</td>
<td>2,300,000</td>
<td>4,600,000</td>
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<td>2,300,000</td>
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<td>0</td>
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<tr>
<td>7</td>
<td>2001A Tax Allocation Revenue Bonds 3/1/2001 9/1/2023 US Bank (Trustee)</td>
<td>Debt service for refunding bonds - non-housing projects</td>
<td>North Fontana</td>
<td>38,224,388</td>
<td>2,663,480</td>
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</tr>
</tbody>
</table>

**Funding Source**

- **Bond Proceeds**
- **Reserve Balance**
- **Admin Allowance**
- **BPTF**
- **Other**
- **Six-Month Total**
### Recognized Obligation Payment Schedule (ROPS 13-14A)

**Project Name / Debt Obligation**

1. **Tax Sharing (prior years)**
   - Contract/Agreement: 7/29/1993 Inland Empire Resource Conservation District
   - Prior year obligations:
     - Sierra Corridor
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0

2. **Tax Sharing (prior years)**
   - Contract/Agreement: 8/18/1992 West San Bernardino County Water District
   - Prior year obligations:
     - Sierra Corridor
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0

3. **Tax Sharing (prior years)**
   - Contract/Agreement: 6/19/1992 Inland Empire Resource Conservation District
   - Prior year obligations:
     - SWIP
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0

4. **Owner Participation Agreement**
   - Contract/Agreement: 1/1/1983 Ten Ninety Ltd
     - Public improvement costs:
       - Jurupa Hills
     - Contract/Agreement:
       - Execution Date: 1,494,000,000
     - 6,000,000
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0

5. **Owner Participation Agreement**
   - Contract/Agreement: 9/18/2001 Lock & Load Self Storage
     - Reimbursement agreement:
       - SWIP
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0

6. **Lease Agreement**
     - Tamarind Basin lease agreement:
       - Jurupa Hills
     - 114,000.00
     - 6,000.00
     - 0
     - 0
     - 0
     - 6,000
     - 0
     - 6,000

7. **Retention payable**
   - Contract/Agreement: 3/14/2011 Young Contractors Inc
     - Contract retention:
       - Sierra Corridor
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0

8. **Housing Fund Loan**
   - Contract/Agreement: 1/1/2011 LMIHF Successor Funds
     - Borrowed for ERAF/SERAF payments:
       - All
     - 20,079,247
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0

9. **Loan**
   - Contract/Agreement: 1/1/1981 City of Fontana
     - General Fund:
       - Project administrative costs:
       - advanced Downtown
     - TBD
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0

10. **Loan**
    - Contract/Agreement: 12/16/1986 City of Fontana
     - Sewer Fund:
       - Public improvement costs:
       - Jurupa Hills
     - TBD
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0

11. **Property Purchase Agreement**
    - Contract/Agreement: 3/11/2008 City of Fontana
     - GF/MSFIF:
       - Property purchase:
       - North Fontana
     - TBD
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0

12. **I-10/Cherry Interchange Construction**
    - Contract/Agreement: 9/28/2010 San Bernardino County
     - PO #100412:
       - Reimb for purchase of RO W SWIP
       - 43,961
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0

13. **Traffic signal Etiwanda/Slover**
    - Contract/Agreement: 7/1/2008 J. L. Patterson
     - PO #500590:
       - Design SWIP
       - 18,402
     - 0
     - 0
     - 0
     - 0
     - 0

14. **I-10/Cherry Interchange Construction**
    - Contract/Agreement: 5/10/2010 SANBAG
     - Construction contract:
       - SWIP

15. **I-10/Cherry Interchange Construction**
    - Contract/Agreement: 5/10/2010 City of Fontana
     - Project management costs (10%):
       - SWIP

16. **I-10/Citrus Interchange Construction**
    - Contract/Agreement: 5/10/2010 SANBAG
     - Construction contract:
       - SWIP

17. **I-10/Citrus Interchange Construction**
    - Contract/Agreement: 5/10/2010 City of Fontana
     - Project management costs (10%):
       - SWIP

18. **Legal costs**
    - Contract/Agreement: 1/1/2000 Best, Best & Krieger
     - Legal services:
       - All
     - 210,000
     - 210,000
     - 0
     - 0
     - 105,000
     - 0
     - 105,000

19. **Audit costs**
    - Contract/Agreement: Lance, Soll & Lunghard
     - Annual audit services:
       - All
     - 240,000
     - 10,000
     - 0
     - 0
     - 5,000
     - 0
     - 5,000

20. **Property Disposition Plan**
    - Contract/Agreement: RSG, Inc
     - Address transfer, sale and disposition of RDA properties:
       - All
     - 190,000
     - 0
     - 0
     - 0
     - 0
     - 0
     - 0

21. **Weld abatement of RDA owned properties**
    - Contract/Agreement: Approved annually California Landscape
     - Weld abatement services on RDA owned properties:
       - All
     - 78,522
     - 78,522
     - 78,522
     - 78,522

22. **Retail Leasing/MultiHousing - Construction Loan**
    - Contract/Agreement: 3/19/2006
      - Retail Leasing/MultiHousing & Operations Corp
      - Construction costs:
        - All
      - 1,250,000
      - 1,250,000
      - 1,250,000
      - 1,250,000

23. **Retail Leasing/MultiHousing - Construction Loan**
    - Contract/Agreement: 3/19/2006
      - Retail Leasing/MultiHousing & Operations Corp
      - Construction costs:
        - All
      - 4,500,000
      - 4,500,000
      - 4,500,000
      - 4,500,000

24. **Retail Leasing/MultiHousing - Construction Loan**
    - Contract/Agreement: 3/19/2006
      - Retail Leasing/MultiHousing & Operations Corp
      - Construction costs:
        - All
      - 6,000,000
      - 6,000,000
      - 6,000,000
      - 6,000,000

25. **Retail Leasing/MultiHousing - Construction Loan**
    - Contract/Agreement: 3/19/2006
      - Retail Leasing/MultiHousing & Operations Corp
      - Construction costs:
        - All
      - 12,000,000
      - 12,000,000
      - 12,000,000
      - 12,000,000

26. **Retail Leasing/MultiHousing - Construction Loan**
    - Contract/Agreement: 11/12/2012
      - Retail Leasing/MultiHousing & Operations Corp
      - Construction costs:
        - All
      - 1,250,000
      - 1,250,000
      - 1,250,000
      - 1,250,000

27. **Multifamily Housing - EIR for Zoning Changes**
    - Contract/Agreement: 6/24/2008
      - Dudek & Assoc.
      - All for zoning changes:
        - All
      - 78,123
      - 78,123
      - 78,123
      - 78,123

28. **Housing Administration - Compliance Monitoring**
    - Contract/Agreement: 10/7/2009
      - RSG Consultants
      - All
      - 35,000
      - 35,000
      - 35,000
      - 35,000

29. **Housing Administration - Operating Costs**
    - Contract/Agreement: 12/15/2012
      - City of Fontana:
      - 8,125,000
      - 2,000,000
      - 2,000,000
      - 2,000,000

30. **Housing Administration - Legal Costs**
    - Contract/Agreement: 12/15/2012
      - City of Fontana:
      - Legal services:
        - 1,495,000
        - 1,495,000
        - 1,495,000
        - 1,495,000

31. **Housing Administration - Staff Costs**
    - Contract/Agreement: 12/15/2012
      - City of Fontana:
      - Staffing costs:
        - 51,000
        - 51,000
        - 51,000
        - 51,000
<table>
<thead>
<tr>
<th>Rank #</th>
<th>Project Name / Debt Obligation</th>
<th>Player</th>
<th>Description / Project Scope</th>
<th>Project Area</th>
<th>PRIOR PERIOD ESTIMATED OBLIGATIONS vs. ACTUAL PAYMENTS</th>
<th>APR # PERS</th>
<th>Admin Advance</th>
<th>Other</th>
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</thead>
<tbody>
<tr>
<td>1</td>
<td>2000 Tax Allocation Refunding Bonds</td>
<td>US Bank</td>
<td>Cash flow reserve</td>
<td>Downtown</td>
<td>$720,000</td>
<td>$720,000</td>
<td>$720,000</td>
<td>$720,000</td>
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<tr>
<td>2</td>
<td>2000 Tax Allocation Refunding Bonds</td>
<td>US Bank</td>
<td>Cash flow reserve</td>
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<td>$720,000</td>
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<td>4</td>
<td>2000 Tax Allocation Refunding Bonds</td>
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<td>Cash flow reserve</td>
<td>Downtown</td>
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<td>5</td>
<td>2000 Tax Allocation Refunding Bonds</td>
<td>US Bank</td>
<td>Cash flow reserve</td>
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<td>6</td>
<td>2000 Tax Allocation Refunding Bonds</td>
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<td>Downtown</td>
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<td>11</td>
<td>2000 Tax Allocation Refunding Bonds</td>
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