



**AGENDA  
SUCCESSOR AGENCY  
TO THE MANTECA REDEVELOPMENT AGENCY  
REGULAR MEETING  
MAY 1, 2012  
7:00 P.M.  
CITY COUNCIL CHAMBERS  
1001 W. CENTER STREET**

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**CALL TO ORDER:** Chairman Weatherford

**ROLL CALL:** Boardmembers DeBrum, Harris, Hernandez, Moorhead and Weatherford

**A. CONSENT CALENDAR**

*It is recommended that the following items be considered simultaneously unless Board members or a member of the audience requests further discussion of an item.*

1. Approve the regular meeting minutes of the Successor Agency to the Manteca Redevelopment Agency of March 20, 2012.
2. Receive and file report of actions taken by the Oversight Board to the Successor Agency of the Manteca Redevelopment Agency relating to the approval of Administrative Budgets for January 1 through June 30, 2012; and July 1 through December 31, 2012.
3. Receive and file report of action taken by the Oversight Board to the Successor Agency of the Manteca Redevelopment Agency relating to the approval of the Recognized Obligation Payment Schedule (ROPS) for January 1 through June 30 and July 1 through December 31, 2012.

**B. ORAL COMMUNICATIONS**

*Persons who do not have items on the agenda may approach the Successor Agency at this time. Please complete the Request to Speak form located next to the agendas in the back of the Council Chambers and give same to the Secretary/ City Clerk prior to the meeting. Those who wish to speak to items not placed on the agenda will be limited to three (3) minutes per speaker. Although the Board encourages the public to participate in the meeting, proper decorum must be assured at all times. Therefore, no personal attacks will be permitted.*

**C. ADJOURNMENT**

This meeting of the Successor Agency to the Manteca Redevelopment Agency will adjourn to the next regular meeting of the Board to be held on Tuesday, **May 15, 2012, 7:00 p.m.**, in the City Council Chambers, 1001 W. Center Street, Manteca, California.

**Reports and documents relating to each of the items listed on the agenda, including those received following posting/distribution, are on file in the Office of the Secretary to the Successor Agency to the Manteca Redevelopment Agency/City Clerk and are available for public inspection during normal business hours, Monday – Friday, 7:30 a.m. – 5:30 p.m., closed alternating Fridays, 1001 W. Center Street, Manteca, CA 95337, telephone (209) 456-8017.**

**Please contact the Office of the Secretary of the Successor Agency to the Manteca Redevelopment Agency, 1001 W. Center Street, Manteca, CA, (209) 456-8017, for assistance with access to any of the agenda, materials, or participation at the meeting.**

**This notice of a regular meeting of the Successor Agency to the Manteca Redevelopment Agency was posted on the Bulletin Board at City Hall, 1001 W. Center Street, Manteca, California on March 26, 2012.**

**JOANN TILTON, MMC  
SECRETARY/CITY CLERK**

**MINUTES OF THE SUCCESSOR AGENCY  
TO THE MANTECA REDEVELOPMENT AGENCY  
REGULAR MEETING HELD MARCH 20, 2012**

The regular meeting of the Successor Agency to the Manteca Redevelopment Agency held March 20, 2012, in the City Council Chambers, 1001 W. Center St., Manteca, California, was called to order by Chairman Weatherford at 8:35 p.m.

Roll call: Board Members Harris, Hernandez, Moorhead and Weatherford, DeBrum absent (excused).

**A. CONSENT CALENDAR**

1. Approve the Special Meeting minutes of the Successor Agency to the Manteca Redevelopment Agency of March 1, 2012.
2. Adopt a resolution of the Board of Directors of the Successor Agency to the Manteca Redevelopment Agency adopting a Conflict of Interest Code containing designated positions and disclosure categories.
3. Adopt a resolution of the Board of Directors of the Successor Agency to the Manteca Redevelopment Agency approving a draft initial Recognized Obligation Payment Schedule pursuant to Health and Safety Code Section 34177 and taking certain actions in connection therewith.

**ACTION: APPROVE CONSENT CALENDAR AS SUBMITTED.** (Harris/Hernandez)  
The motion carried 4-0.

**B. ORAL COMMUNICATIONS** - None

**C. ADJOURNMENT**

With nothing further to come before the Successor Agency to the Manteca Redevelopment Agency, the Chairman adjourned the meeting at 8:36 p.m.

**JOANN TILTON, MMC  
AGENCY SECRETARY**

**WILLIE W. WEATHERFORD  
CHAIRMAN**

Successor Agency Agenda  
May 1, 2012  
Executive Director  
Agenda Item No. A.02

Reviewed by  
City Mgr's office: /KLM

Memo to: Successor Agency to Manteca Redevelopment Agency

From: Karen L. McLaughlin, Executive Director

Date: April 24, 2012

Subject: Successor Agency Administrative Budgets

Recommendation:

Receive and file report of actions taken by the Oversight Board to the Successor Agency of the Manteca Redevelopment Agency relating to the approval of Administrative Budgets for January 1 through June 30, 2012; and July 1 through December 31, 2012.

Background:

As Successor Agency to the former Manteca Redevelopment Agency, the City has incurred and will continue to incur administrative and operational costs related to the wind down process as set forth in AB X1 26 ("AB 26"). The majority of these costs are for staff support required to complete dissolution responsibilities, continued accounting support and debt administration of the Successor Agency, maintain property within the boundaries of the redevelopment project areas and maintain the former redevelopment-agency-owned assets until they can be liquidated.

Pursuant to Health and Safety Code Section 34177(j), the Successor Agency shall prepare an administrative budget every six months, covering all costs associated with meeting the duties of the Successor Agency, and submit it to the Oversight Board for its approval. The proposed administrative budgets include costs from January 1, 2012 through June 30, 2012, and costs for the period July 1, 2012 through December 31, 2012.

The administrative budgets cover staff salaries, attorney and consultant costs, rent, supplies, audit fees, record-keeping costs and related administrative costs. Health and Safety Code Section 34171(b) allows the greater of \$250,000 or 5% of the property taxes allocated to the Successor Agency for FY 2011-12 for the first year (through June 30, 2012), and the greater of \$250,000 or 3% of the property taxes allocated to the Successor

Agency's Redevelopment Retirement Obligation Fund annually thereafter. As the Redevelopment Agency's outstanding debt obligations reduce over time, the administrative funding ceiling would also reduce over time. For FY 2011-12, the 5% represents \$764,283, and for FY 2012-13, the 3% is estimated to be \$435,641.

The Oversight Board of the Successor Agency to the Manteca Redevelopment Agency held its first meeting on April 24. At that meeting, the Board approved the first two Administrative Budgets – one for the period January 1 through June 30, 2012; and the other for the period July 1 through December 31, 2012. Because the deadline to get these Administrative Budgets to the County and State was so tight, they are being presented to the Successor Agency for review after being approved by the Oversight Board. The Administrative Budget for the next six-month period (January 1 through June 30, 2013) will be presented to the Successor Agency in advance of taking it to the Oversight Board.

Approval of the proposed administrative budgets by the Oversight Board allows the County Auditor-Controller to distribute property tax revenues to the Successor Agency for the administrative costs associated with winding down the dissolved Manteca Redevelopment Agency. Reimbursement will be made from property tax revenues, not to exceed the maximum amounts allowed per AB 26.

*Fiscal Impact:*

The costs included in the proposed Administrative Budgets would otherwise have had to be absorbed by City funds. The difference between the total costs shown in the Administrative Budgets and the revenues received pursuant to AB 26 will still need to be absorbed by other City funds.

OVERSIGHT BOARD OF THE  
SUCCESSOR AGENCY  
TO THE MANTECA REDEVELOPMENT AGENCY

To: Members of the Oversight Board

From: Karen L. McLaughlin, Successor Agency Executive Director

Date: April 17, 2012

Subject: Successor Agency Administrative Budgets

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Recommendation:

Adopt a Resolution approving Administrative Budgets for the six-month fiscal period commencing January 1 and ending June 30, 2012, and the six-month fiscal period commencing July 1 and ending December 31, 2012.

Background:

The Manteca Redevelopment Agency was effectively dissolved February 1, 2012, pursuant to Assembly Bill X1 26 ("AB 26"). On September 20, 2011, the Manteca City Council adopted a resolution electing to serve as the Successor Agency to the Manteca Redevelopment Agency. As Successor Agency to the former Manteca Redevelopment Agency, the City has incurred and will continue to incur administrative and operational costs related to the wind down process as set forth in AB 26. The majority of these costs are for staff support required to complete dissolution responsibilities, continued accounting support and debt administration of the Successor Agency, maintain property within the boundaries of the redevelopment project areas and maintain the former redevelopment-agency-owned assets until they can be liquidated.

Pursuant to Health and Safety Code Section 34177(j), the Successor Agency shall prepare an administrative budget every six months, covering all costs associated with meeting the duties of the Successor Agency, and submit it to the Oversight Board for its approval. The proposed administrative budgets include costs from January 1, 2012 through June 30, 2012, and costs for the period July 1, 2012 through December 31, 2012.

The administrative budgets cover staff salaries, attorney and consultant costs, rent, supplies, audit fees, record-keeping costs and related administrative costs. Health and Safety Code Section 34171(b) allows the greater of \$250,000 or 5% of the property taxes allocated to the Successor Agency for FY 2011-12 for the first year (through June 30, 2012), and the greater of \$250,000 or 3% of the property taxes allocated to the Successor Agency's Redevelopment Retirement Obligation Fund annually thereafter. As the Redevelopment Agency's outstanding debt obligations reduce over time, the administrative funding ceiling would also reduce over time. For FY 2011-12, the 5% represents \$764,283, and for FY 2012-13, the 3% is estimated to be \$435,641.

Approval of the proposed administrative budgets by the Oversight Board allows the County Auditor-Controller to distribute property tax revenues to the Successor Agency for the administrative costs associated with winding down the dissolved Manteca Redevelopment Agency. Reimbursement will be made from property tax revenues, not to exceed the maximum amounts allowed per AB 26.

*Fiscal Impact:*

The costs included in the proposed Administrative Budgets would otherwise have had to be absorbed by City funds. The difference between the total costs shown in the Administrative Budgets and the revenues received pursuant to AB 26 will still need to be absorbed by other City funds.

RESOLUTION NO. \_\_\_\_\_

**A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE MANTECA REDEVELOPMENT AGENCY APPROVING ADMINISTRATIVE BUDGETS FOR THE SIX-MONTH FISCAL PERIOD COMMENCING JANUARY 1, 2012 AND ENDING JUNE 30, 2012 AND THE SIX-MONTH FISCAL PERIOD COMMENCING JULY 1, 2012 AND ENDING DECEMBER 31, 2012**

RECITALS:

A. Health and Safety Code Section 34177(j) provides that a successor agency to a former redevelopment agency must prepare an administrative budget in accordance with the requirements of Section 34177(j), with each administrative budget to include estimated amounts for successor agency administrative costs for the upcoming six-month fiscal period; proposed sources of payment for the administrative costs; and proposals for arrangements for administrative and operations services provided by a city or another entity.

B. The Successor Agency to the Manteca Redevelopment Agency (the "Successor Agency") has submitted to the Oversight Board of the Successor Agency to the Manteca Redevelopment Agency (the "Oversight Board") an administrative budget for the six-month fiscal period that commences on January 1, 2012 and ends on June 30, 2012, attached hereto as Exhibit A and incorporated herein by reference (the "First Administrative Budget") and an administrative budget for the six-month fiscal period that commences on July 1, 2012 and ends on December 31, 2012, attached hereto as Exhibit B and incorporated herein by reference (the "Second Administrative Budget").

C. Pursuant to Health and Safety Code Section 34177(k), the Successor Agency is required to provide administrative cost estimates, from its approved administrative budget that are to be paid from property tax revenues deposited in the Redevelopment Property Tax Trust Fund, to the County Auditor-Controller for each applicable six-month fiscal period.

D. The California Department of Finance ("DOF") may review an oversight board action taken pursuant to AB X1 26. All oversight board actions shall not be effective for three business days, pending a request for review by DOF. In the event that DOF requests review of a given oversight board action, DOF shall have ten days from the date of its request to approve the oversight board action or return it to the oversight board for reconsideration and such oversight board action shall not be effective until approved by DOF. In the event that DOF returns the oversight board action to the oversight board for reconsideration, the oversight board shall resubmit the modified action for DOF approval and the modified oversight board action shall not become effective until approved by DOF.

**NOW, THEREFORE, THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE MANTECA REDEVELOPMENT AGENCY HEREBY FINDS, DETERMINES, RESOLVES, AND ORDERS AS FOLLOWS:**

Section 1. The above recitals are true and correct and are a substantive part of this Resolution.

Section 2. This Resolution is adopted pursuant to Health and Safety Code Sections 34177(j).

Section 3. The Board hereby approves the First Administrative Budget and the Second Administrative Budget and hereby directs the staff of the Successor Agency to post the foregoing documents on the Successor Agency's Internet website (being a page on the City's Internet website) and to submit the foregoing documents to DOF. Unless DOF directs otherwise, such submittal may be by mail or electronic means, and a notification providing the Internet website location of the posted documents will suffice.

Section 4. The officers of the Oversight Board and the staff of the Successor Agency are hereby authorized and directed, jointly and severally, to do any and all things which they may deem necessary or advisable to effectuate this Resolution.

**PASSED AND ADOPTED** this \_\_\_\_\_ day of \_\_\_\_\_, 2012.

\_\_\_\_\_  
Chair

ATTEST:

\_\_\_\_\_  
Secretary

**EXHIBIT A**

**SUCCESSOR AGENCY TO THE MANTECA REDEVELOPMENT AGENCY  
ADMINISTRATIVE BUDGET  
(January 1, 2012 through June 30, 2012)**

**Exhibit A**  
*Successor Agency to the Manteca Redevelopment Agency*  
*Administrative Budget January 1-June 30, 2012*

	<b>January - June 2012</b>	<i>July - December 2012</i>
<b>Estimated Expenditures</b> <sup>(1) (2)</sup>		
Professional Services		
Legal Services	\$ 40,000	\$ 40,000
Consulting Services		
Urban Futures	5,250	5,000
Property Dispositions	2,500	2,500
DHA Consulting		2,500
Audit	5,000	5,000
Disclosure Services		250
Banking/Investment Fees	500	1,000
Material and Supplies		
Supplies & Postage	2,500	1,500
Printing	1,000	2,500
Mileage	375	375
Meetings/Training	3,750	3,750
Legal Publication		250
Computer Lease		7,040
Insurance		1,700
Utilities	11,700	11,700
Property Maintenance		3,096
Staffing		
City Management	46,550	36,102
Finance	44,625	40,281
City Clerk/Legislative	63,050	51,307
Economic Development	101,995	74,100
Human Resources & Risk Mgmt	9,795	7,905
Information Technology	22,330	11,165
Community Development	107,928	110,779
Building Safety	75,324	75,619
Engineering	26,870	9,579
Code Enforcement/Fire Inspection	92,110	92,328
<b>Total Budget</b>	<b>\$ 663,151</b>	<b>\$ 597,325</b>
<b>Funding Source</b>		
Redevelopment Property Tax Trust Fund	\$ 382,142	\$ 217,821
City Funding	281,009	379,504
<b>Total Funding</b>	<b>\$ 663,151</b>	<b>\$ 597,325</b>

<sup>(1)</sup> Costs listed may be considered part of the Administrative Cost Allowance depending on interpretation of ABX1 25 by the Department of Finance.

<sup>(2)</sup> The items listed above include amounts to be reimbursed by the Successor Agency to the Manteca Redevelopment Agency pursuant to a cooperative agreement for advance and reimbursement of administrative, overhead and other expenses to be entered into by the City of Manteca and the Successor Agency. Pursuant to the cooperative agreement, the Successor Agency will reimburse the City for costs advanced by the City for the administration and operation of the Successor Agency, including but not limited to the value of staff, consultants and legal counsel, office space, equipment, supplies, insurance and other services and facilities.

**EXHIBIT B**

**SUCCESSOR AGENCY TO THE MANTECA REDEVELOPMENT AGENCY  
ADMINISTRATIVE BUDGET  
(July 1, 2012 through December 31, 2012)**

**Exhibit B**  
*Successor Agency to the Manteca Redevelopment Agency*  
*Administrative Budget July 1-December 31, 2012*

	<i>January - June</i> 2012	<i>July - December</i> 2012
<b>Estimated Expenditures</b> <sup>(1) (2)</sup>		
Professional Services		
Legal Services	\$ 40,000	\$ 40,000
Consulting Services		
Urban Futures	5,250	5,000
Property Dispositions	2,500	2,500
DHA Consulting		2,500
Audit	5,000	5,000
Disclosure Services		250
Banking/Investment Fees	500	1,000
Material and Supplies		
Supplies & Postage	2,500	1,500
Printing	1,000	2,500
Mileage	375	375
Meetings/Training	3,750	3,750
Legal Publication		250
Computer Lease		7,040
Insurance		1,700
Utilities	11,700	11,700
Property Maintenance		3,096
Staffing		
City Management	46,550	36,102
Finance	44,625	40,281
City Clerk/Legislative	63,050	51,307
Economic Development	101,995	74,100
Human Resources & Risk Mgmt	9,795	7,905
Information Technology	22,330	11,165
Community Development	107,928	110,779
Building Safety	75,324	75,619
Engineering	26,870	9,579
Code Enforcement/Fire Inspection	92,110	92,328
<b>Total Budget</b>	<b>\$ 663,151</b>	<b>\$ 597,325</b>
<b>Funding Source</b>		
Redevelopment Property Tax Trust Fund	\$ 382,142	\$ 217,821
City Funding	281,009	379,504
<b>Total Funding</b>	<b>\$ 663,151</b>	<b>\$ 597,325</b>

<sup>(1)</sup> Costs listed may be considered part of the Administrative Cost Allowance depending on interpretation of ABX1 25 by the Department of Finance.

<sup>(2)</sup> The items listed above include amounts to be reimbursed by the Successor Agency to the Manteca Redevelopment Agency pursuant to a cooperative agreement for advance and reimbursement of administrative, overhead and other expenses to be entered into by the City of Manteca and the Successor Agency. Pursuant to the cooperative agreement, the Successor Agency will reimburse the City for costs advanced by the City for the administration and operation of the Successor Agency, including but not limited to the value of staff, consultants and legal counsel, office space, equipment, supplies, insurance and other services and facilities.

Successor Agency Agenda  
May 1, 2012  
Executive Director  
Agenda Item No. A.03

Reviewed by  
City Mgr's office: /KLM

Memo to: Successor Agency to Manteca Redevelopment Agency  
From: Karen L. McLaughlin, Executive Director  
Date: April 24, 2012  
Subject: Successor Agency Recognized Obligation Payment Schedules (ROPS)

Recommendation:

Receive and file report of actions taken by the Oversight Board to the Successor Agency of the Manteca Redevelopment Agency relating to the approval of the Amended Recognized Obligation Payment Schedule (ROPS) for January 1 through June 30, 2012; and the ROPS for July 1 through December 31, 2012.

Background:

The Manteca Redevelopment Agency was effectively dissolved February 1, 2012, pursuant to Assembly Bill X1 26 ("AB 26"). On September 20, 2011, the Manteca City Council adopted a resolution electing to serve as the Successor Agency to the Manteca Redevelopment Agency.

Cities do not have the option of making remittance payments to enable the continued operation of redevelopment agencies. Pursuant to Health and Safety Code Section 34177, successor agencies were required to continue to make payments due for enforceable obligations of the former redevelopment agencies. The Recognized Obligation Payment Schedule (ROPS) identifies these obligations and the anticipated timing and amount of funds required to meet these obligations over six-month periods.

The ROPS is the base document that is to be used by the County Auditor-Controller in allocating what was formally called redevelopment tax increment, and which is now termed Redevelopment Property Tax to Successor Agencies, in order for them to make payment on enforceable contractual obligations as defined by AB 26.

On March 20, 2012, the Successor Agency received and accepted the first ROPS. Although the ROPS is prepared by the Successor Agency, ultimate approval of the ROPS is granted once it is certified by the County Auditor-Controller, adopted by the Oversight Board and approved by the California Department of Finance.

The first ROPS has already been submitted to the County Auditor-Controller's Office in order to meet the April 15, 2012 submittal deadline. However, that submittal also included a notation that the Oversight Board would be making a final decision on the ROPS at its first meeting of April 24, 2012. Subsequent to that approval, staff received additional guidance on projects to be included in the ROPS. Thus, the first ROPS has been amended and is now referred to as the Amended ROPS.

The second ROPS must also be approved by the Oversight Board and submitted to the County Auditor-Controller's Office as soon as possible. This ROPS will be used by the County to estimate the amount of property taxes that should be distributed to the Successor Agency to make these payments. That estimate is to be prepared by the County by May 1.

The Oversight Board of the Successor Agency to the Manteca Redevelopment Agency held its first meeting on April 24. At that meeting, the Board approved the Amended ROPS for the period January 1 through June 30, 2012 and the ROPS for the period July 1 through December 31, 2012. Because the deadline to get these ROPS to the County and State was so tight, they are being presented to the Successor Agency for review after being approved by the Oversight Board. The ROPS for the next six-month period (January 1 through June 30, 2013) will be presented to the Successor Agency in advance of taking it to the Oversight Board.

Approval of the proposed ROPS by the Oversight Board allows the County Auditor-Controller to distribute property tax revenues to the Successor Agency for the payment of these enforceable obligations.

*Fiscal Impact:*

Approval of the Recognized Obligation Payment Schedules are in furtherance of allowing the Successor Agency to pay enforceable obligations of the former redevelopment agency.

OVERSIGHT BOARD OF THE  
SUCCESSOR AGENCY  
TO THE MANTECA REDEVELOPMENT AGENCY

To: Members of the Oversight Board

From: Karen L. McLaughlin, Successor Agency Executive Director

Date: April 17, 2012

Subject: Recognized Obligation Payment Schedules (ROPS)

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Recommendation:

Adopt a Resolution approving the Amended Recognized Obligation Payment Schedule (ROPS) for the six-month period commencing January 1, 2012 and ending June 30, 2012, and the ROPS for the six-month period commencing July 1, 2012 and ending December 31, 2012.

Background:

The Manteca Redevelopment Agency we effectively dissolved February 1, 2012, pursuant to Assembly Bill X1 26 ("AB 26"). On September 20, 2011, the Manteca City Council adopted a resolution electing to serve as the Successor Agency to the Manteca Redevelopment Agency.

Cities do not have the option of making remittance payments to enable the continued operation of redevelopment agencies. Pursuant to Health and Safety Code Section 34177, successor agencies were required to continue to make payments due for enforceable obligations of the former redevelopment agencies. The Recognized Obligation Payment Schedule (ROPS) identifies these obligations and the anticipated timing and amount of funds required to meet these obligations over six-month periods.

The ROPS is the base document that is to be used by the County Auditor-Controller in allocating what was formally called redevelopment tax increment, and which is now termed Redevelopment Property Tax to Successor Agencies, in order for them to make payment on enforceable contractual obligations as defined by AB 26.

On March 20, 2012, the Manteca City Council, acting as the Successor Agency to the former Manteca Redevelopment Agency, received and accepted the first ROPS. Although the ROPS is prepared by the Successor Agency, ultimate approval of the ROPS is granted once it is certified by the County Auditor-Controller, adopted by the Oversight Board and approve by the California Department of Finance.

The first ROPS has already been submitted to the County Auditor-Controller's Office in order to meet the April 15, 2012 submittal deadline. However, that submittal also included a notation that the Oversight Board would be making a final decision on the ROPS at its first meeting of April 24, 2012. Subsequent to that approval, staff received additional guidance on projects to be included in the ROPS. Thus, the first ROPS has been amended and is now referred to as the Amended ROPS.

The second ROPS must also be approved by the Oversight Board and submitted to the County Auditor-Controller's Office as soon as possible. This ROPS will be used by the County to estimate the amount of property taxes that should be distributed to the Successor Agency to make these payments. That estimate is to be prepared by the County by May 1.

*Fiscal Impact:*

Approval of the Recognized Obligation Payment Schedules are in furtherance of allowing the Successor Agency to pay enforceable obligations of the former redevelopment agency.

**RESOLUTION NO. \_\_\_\_\_**

**A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE MANTECA REDEVELOPMENT AGENCY APPROVING AN AMENDED RECOGNIZED OBLIGATION PAYMENT SCHEDULE PURSUANT TO HEALTH AND SAFETY CODE SECTION 34180 FOR THE SIX-MONTH FISCAL PERIOD COMMENCING JANUARY 1, 2012 AND ENDING JUNE 30, 2012 AND THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR THE SIX-MONTH FISCAL PERIOD COMMENCING JULY 1, 2012 AND ENDING DECEMBER 31, 2012, AND TAKING CERTAIN ACTIONS IN CONNECTION THEREWITH**

**RECITALS:**

A. Health and Safety Code Section 34177 provides that before each six-month fiscal period, a successor agency to a former redevelopment agency must prepare a Recognized Obligation Payment Schedule (“ROPS”) for the enforceable obligations of the former redevelopment agency in accordance with the requirements of Section 34177.

B. The Successor Agency to the Manteca Redevelopment Agency (the “Successor Agency”) has submitted to the Oversight Board of the Successor Agency to the Manteca Redevelopment Agency (the “Oversight Board”) a modified ROPS for the six-month fiscal period that commences on January 1, 2012 and ends on June 30, 2012, attached hereto as Exhibit A and incorporated herein by reference (as modified, the “First ROPS”) and a ROPS for the six-month fiscal period that commences on July 1, 2012 and ends on December 31, 2012, attached hereto as Exhibit B and incorporated herein by reference (the “Second ROPS”).

C. Pursuant to Health and Safety Code Section 34180(g), establishment of a ROPS by the Successor Agency shall be approved by the Oversight Board.

D. Health and Safety Code Section 34177(1)(2) provides that the First ROPS must be reviewed and certified, as to its accuracy, by an external auditor designated pursuant to Health and Safety Code Section 34182 and that the Oversight Board is to approve the certified First ROPS.

E. Pursuant to subdivisions (1)(2)(C) and (1)(3) of Health and Safety Code Section 34177, as modified by the California Supreme Court, a copy of the certified and approved First ROPS must be submitted to the California Department of Finance (“DOF”) by April 15, 2012. By April 15, 2012, the Oversight Board had not yet met.

F. As of the date of this Resolution, the audit described in paragraph D has not been completed, and the First ROPS has not been reviewed and certified as to its accuracy by an external auditor. In a letter from DOF to county boards of supervisors, city administrators, and redevelopment agency successor agency representatives, dated March 2, 2012, DOF states that

the First ROPS must be approved by the Oversight Board in final form no later than April 15, 2012 and must be submitted to DOF by April 15, 2012. DOF also states in such letter that the First ROPS must be submitted to the auditor performing the agreed upon procedures audit for review, but that if the county auditor-controller states that the review of the First ROPS cannot be completed by April 15, 2012, then DOF advises oversight boards to submit the ROPS to DOF without waiting for the auditor's review.

**G.** DOF may review an oversight board action taken pursuant to AB X1 26. All oversight board actions shall not be effective for three business days, pending a request for review by DOF. In the event that DOF requests review of a given oversight board action, DOF shall have ten days from the date of its request to approve the oversight board action or return it to the oversight board for reconsideration and such oversight board action shall not be effective until approved by DOF. In the event that DOF returns the oversight board action to the oversight board for reconsideration, the oversight board shall resubmit the modified action for DOF approval and the modified oversight board action shall not become effective until approved by DOF.

**H. NOW, THEREFORE, THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE MANTECA REDEVELOPMENT AGENCY HEREBY FINDS, DETERMINES, RESOLVES, AND ORDERS AS FOLLOWS:**

Section 1. The above recitals are true and correct and are a substantive part of this Resolution.

Section 2. This Resolution is adopted pursuant to Health and Safety Code Section 34180(g).

Section 3. Subject to certification of the First ROPS by an external audit in accordance with paragraph D hereof, the Oversight Board hereby approves the First ROPS and the Second ROPS and hereby directs the staff of the Successor Agency to post the First ROPS and the Second ROPS on the Successor Agency's Internet website (being a page on the Internet website of the City of Manteca) and submit the First ROPS and the Second ROPS to the County Auditor-Controller and State Controller's Office ("SCO") and to the DOF, together with a copy of this Resolution and the telephone number and email contact information for the Finance Officer, the official designated by the Oversight Board to whom DOF may make a request for review in connection with ROPS. Unless the County Auditor-Controller, the SCO, or DOF directs otherwise, such submittal may be by mail or electronic means, and a notification providing the Internet website location of the posted documents will suffice.

Section 4. The officers of the Oversight Board and the staff of the Successor Agency are hereby authorized and directed, jointly and severally, to do any and all things which they may deem necessary or advisable to effectuate this Resolution.

**PASSED AND ADOPTED** this \_\_\_\_\_ day of \_\_\_\_\_, 2012.

\_\_\_\_\_  
Chair

ATTEST:

\_\_\_\_\_  
Secretary

**EXHIBIT A**

**SUCCESSOR AGENCY TO THE MANTECA REDEVELOPMENT AGENCY  
RECOGNIZED OBLIGATION PAYMENT SCHEDULE  
(January 1, 2012 through June 30, 2012)**

Exhibit A

RECOGNIZED OBLIGATION PAYMENT SCHEDULE - CONSOLIDATED  
 FILED FOR THE January 1, 2012 to June 30, 2012 PERIOD

Name of Successor Agency Successor Agency to the Manteca Redevelopment Agency

	Current	
	Total Outstanding Debt or Obligation	Total Due During Fiscal Year
<b>Outstanding Debt or Obligation</b>	\$ 283,678,052.93	\$ 14,885,134.54
	Total Due for Six Month Period	
<b>Outstanding Debt or Obligation</b>	\$ 18,942,555.31	
Available Revenues other than anticipated funding from RPTTF	\$ -	
Enforceable Obligations paid with RPTTF	\$ 16,143,438.31	
Administrative Cost paid with RPTTF	\$ 764,283.00	
Pass-through Payments paid with RPTTF	\$ 2,034,834.00	
<b>Administrative Allowance</b> (greater of 5% of anticipated Funding from RPTTF or 250,000. Note: Calculation should not include pass-through payments made with RPTTF. The RPTTF Administrative Cost figure above should not exceed this Administrative Cost Allowance figure)	\$ 807,171.92	

Certification of Oversight Board Chairman:  
 Pursuant to Section 34177(l) of the Health and Safety code,  
 I hereby certify that the above is a true and accurate Recognized  
 Enforceable Payment Schedule for the above named agency.

\_\_\_\_\_  
 Name Title

\_\_\_\_\_  
 Signature Date

RECOGNIZED OBLIGATION PAYMENT SCHEDULE  
 Per AB 26 - Section 34177 (\*)

Exhibit A

Project Name / Debt Obligation	Contract/Agreement Execution Date	Payee	Description	Project Area	Total Outstanding Debt or Obligation	Total Due During Fiscal Year 2011-2012**	*** Funding Source	Payable from the Redevelopment Property Tax Trust Fund (RPTTF)						
								Payments by month						
								Jan 2012	Feb 2012	Mar 2012	Apr 2012	May 2012	Jun 2012 <sup>(1)</sup>	Total
1) 2002 Tax Allocation Revenue Bonds	9/12/2002	US Bank Trust	Bond issue to fund non-housing projects. Interest due October & April. Principal due October	1	44,508,266.00	2,122,950.03	RPTTF				638,818.75		1,934,238.00	\$ 2,573,056.75
2) 2004 Merged Area Tax Housing Set Aside Allocation Refund Bonds	11/30/2004	US Bank Trust	Bond issue to fund housing projects. Interest due October & April. Principal due October	Merged	8,367,062.00	351,972.50	RPTTF				113,586.25		349,830.00	\$ 463,416.25
3) 2004 Merged Area Tax Allocation Refund Bonds	11/30/2004	US Bank Trust	Bond issue to fund non-housing projects. Interest due October & April. Principal due October	Merged	44,770,917.00	1,830,065.00	RPTTF				555,613.75		1,832,450.00	\$ 2,388,063.75
4) 2005 Amended Project Area Variable Rate Refunding Bonds	12/13/2005	US Bank Trust	Bond issue to fund non-housing projects. Variable rate debt with monthly swap payments. Principal due October.	Merged	92,175,996.00	3,436,200.00	RPTTF							\$ -
2005 Amended Project Area Variable Rate Refunding Bonds	12/13/2005	Piper Jaffray	SWAP Payment	Merged			RPTTF	135,000.00	135,000.00	135,000.00	135,000.00	135,000.00	1,755,000.00	\$ 2,430,000.00
2005 Amended Project Area Variable Rate Refunding Bonds	5/13/2008	State Street Bank	Letter of Credit	Merged			RPTTF	10,000.00	10,000.00	10,000.00	10,000.00	10,000.00	130,000.00	\$ 180,000.00
2005 Amended Project Area Variable Rate Refunding Bonds	5/13/2008	State Street Bank	Letter of Credit Commitment Fees	Merged			RPTTF	225,050.00			230,000.00		920,000.00	\$ 1,375,050.00
2005 Amended Project Area Variable Rate Refunding Bonds	12/13/2005	Piper Jaffray	Remarketing Fee	Merged			RPTTF						150,000.00	\$ 150,000.00
2005 Amended Project Area Variable Rate Refunding Bonds	12/13/2005	US Bank Trust	Annual Trustee Fees	Merged			RPTTF		5,500.00					\$ 5,500.00
2005 Amended Project Area Variable Rate Refunding Bonds	12/13/2005	US Bank Trust	Principal	Merged			RPTTF						690,000.00	\$ 690,000.00
5) 2006 Amended Merged Project Area Subordinate Tax Allocation Bonds	12/14/2006	US Bank Trust	Bonds issue to fund non-housing projects	Merged	40,196,927.00	1,383,191.00	RPTTF				484,295.63		1,378,092.00	\$ 1,862,387.63
2006 Amended Merged Project Area Subordinate Tax Allocation Bonds	12/14/2006	US Bank Trust	Annual Trustee Fees	Merged			RPTTF		1,500.00					\$ 1,500.00
6) County Admin Fee		County of San Joaquin	Admin Fee	Merged		360,000.00	RPTTF						360,000.00	\$ 360,000.00
7) Administrative Support	7/1/2011	City of Manteca	Payroll for employees supporting agency activities	Merged		1,520,465.00	RPTTF	1,520,465.00						\$ 1,520,465.00
8) Legal Costs	10/6/2003	Richards Watson Gershon	Legal Costs	Merged		80,000.00	RPTTF							\$ 80,000.00
9) RDA Fiscal Consultant	6/15/1987	Urban Futures, Inc.	Financial Services	Merged		10,000.00	RPTTF	3,346.50	292.50	603.50			1,000.00	\$ 5,242.50
10) OPA	11/16/2010	HOPE Ministries	HOPE Family Shelter Rehabilitation	Merged	1,243,440.00	905,497.36	RPTTF	151,383.02	14,319.91					\$ 165,702.93
11) Pre-Development Loan	9/21/2010	Partners	HOPE Family Shelter Rehabilitation	Merged	188,750.00	7,649.72	RPTTF							\$ -
12) Professional Service Agreement	2/1/2011	Keyser Marston	Financial Services - General Contract	Merged	35,000.00	31,045.00	RPTTF	0.00	0.00	6,885.00	6,885.00	6,885.00	6,885.00	\$ 27,540.00
13) Professional Service Agreement	10/6/2003	RWG/Keyser Marston	Financial Services - Project Specific Contract	Merged	50,000.00	50,000.00	RPTTF	11,785.00	10,344.17	10,344.17	10,344.17			\$ 42,817.51
14) Contract Employee	1/19/2011	Avilla, Lane	Code Enforcement Professional Services Contract	Merged	46,530.00	46,530.00	RPTTF	5,400.00	3,900.00	3,630.00	3,600.00			\$ 16,530.00
15) Professional Service Agreement	5/17/2011	Van Scoyoc Associates	Retainer	Merged		18,320.00	RPTTF		3,053.00	1,630.00	1,630.00	1,630.00	1,700.00	\$ 9,643.00
16) Professional Service Agreement	5/17/2011	Market Feasibility Advisors	FEZ Feasibility Study	Merged	57,000.00	38,000.00	RPTTF		5,700.00					\$ 5,700.00
17) Lease	3/1/2011	Sephos Trust	Lease property for 10 years	Merged	135,000.00	15,000.00	RPTTF	15,000.00						\$ 15,000.00
18) Contract	5/17/2011	Rodgers Construction	HOPE frontage improvements	Merged	126,002.35	126,002.35	RPTTF	11,237.40					63,522.24	\$ 74,759.64
19) Professional Service Agreement	1/3/2011	Ron Palmquist	Appraiser	Merged	7,500.00	5,125.00	RPTTF			975.00	975.00			\$ 1,950.00
20) Contract	5/20/2006	Quincy Engineering Inc	South Union/ 120 Interchange	Merged	81,659.30	81,659.30	RPTTF			81,659.30				\$ 81,659.30
21) Contract	11/2/2010	Suarez & Munoz Constr., Inc	Library Park Expansion	Merged	61,545.00	61,545.00	RPTTF	50,275.00						\$ 50,275.00
22) Contract	3/15/2011	Maze and Associates	Audit	Merged	10,000.00	10,000.00	RPTTF				2,000.00			\$ 2,000.00
23) Parking Lot Lease	7/1/2006	Nadean Costa & Bonnie Galas	173 E. Yosemite Ave Lease	Merged	1,200.00	1,200.00	RPTTF							\$ -
24) Parking Lot Lease	2/1/2004	MRPS	133 N. Grant Avenue Lease	Merged	4,032.00	2,016.00	RPTTF							\$ -
25) Parking Lot Lease	2/1/2004	MRPS	114 N. Grant Avenue Lease	Merged	2,880.00	1,440.00	RPTTF							\$ -
26) Parking Lot Lease	10/16/2006	FESM	230 & 252 N. Main Street Lease	Merged	25,560.00	5,112.00	RPTTF			5,112.00				\$ 5,112.00
27) International Council of Shopping Centers	annual	International Council of Shopping Centers	Membership Renewal	Merged	100.00	100.00	RPTTF	100.00		100.00				\$ 200.00
28) Amusement Parks and Attractions	annual	Amusement Parks and Attractions	Membership Renewal	Merged	576.00	576.00	RPTTF	576.00		576.00				\$ 1,152.00
29) Adobe Acrobat Software Upgrade	annual	CDW Government	Software upgrade	Merged	283.49	283.49	RPTTF	283.49		283.49				\$ 566.98
30) Legal Description	n/a	MCR Engineering	FEZ Legal Description	Merged	1,275.00	1,275.00	RPTTF						1,275.00	\$ 1,275.00
Totals - This Page (RPTTF Funding)					\$ 232,097,501.14	\$ 12,501,219.75	N/A	\$ 2,146,568.07	\$ 196,276.24	\$ 263,465.12	\$ 2,199,415.21	\$ 585,978.90	\$ 9,154,861.66	\$ 14,546,565.20
Totals - Page 2 (RPTTF)					\$ 1,980,551.79	\$ 1,619,631.79	N/A	\$ 1,546,419.54	\$ 3,842.50	\$ 5,835.68	\$ 8,234.50	\$ 27,600.39	\$ 4,940.50	\$ 1,596,873.11
Totals - Page 3 (Other Funding)					\$ 49,600,000.00	\$ -	N/A	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Totals - Page 4 (Administrative Cost Allowance)					\$ -	\$ 764,283.00	N/A	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 764,283.00	\$ 764,283.00
Totals - Page 5 (Pass Thru Payments)					\$ 225,773,118.00	\$ 2,034,834.00	N/A	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 2,034,834.00	\$ 2,034,834.00
Grand total - All Pages					\$ 283,678,052.93	\$ 14,885,134.54		\$ 3,692,987.61	\$ 200,118.74	\$ 269,300.80	\$ 2,207,649.71	\$ 613,579.29	\$ 9,924,085.16	\$ 18,942,555.31

\* The Preliminary Draft Recognized Obligation Payment Schedule (ROPS) is to be completed by 3/1/2012 by the successor agency, and subsequently be approved by the oversight board before the final ROPS is submitted to the State Controller and State Department of Finance by April 15, 2012. It is not a requirement that the Agreed Upon Procedures Audit be completed before submitting the final Oversight Approved ROPS to the State Controller and State Department of Finance.  
 \*\* All totals due during fiscal year and payment amounts are projected.  
 \*\*\* Funding sources from the RPTTF - Redevelopment Property Tax Trust Fund LMHF - Low and Moderate Income Housing Fund  
 Bonds - Bond proceeds  
 Admin - Successor Agency Administrative Allowance  
 Other - reserves, rents, interest earnings, etc  
 (1) Includes full debt service for FY 2012-2013

DRAFT RECOGNIZED OBLIGATION PAYMENT SCHEDULE  
 Per AB 26 - Section 34177 (\*)

Exhibit A

Project Name / Debt Obligation	Contract/Agreement Execution Date	Payee	Description	Project Area	Total Outstanding Debt or Obligation	Total Due During Fiscal Year 2011-2012**	*** Funding Source	Payable from the Redevelopment Property Tax Trust Fund (RPTTF)						
								Payments by month						
								Jan 2012	Feb 2012	Mar 2012	Apr 2012	May 2012	Jun 2012	Total
31) Annual EZ Operating Costs	annual assessment	San Joaquin County Enterprise Zone	Annual EZ Operating Costs	Merged	21,965.09	21,965.09	RPTTF						21,965.09	\$ 21,965.09
32) Mosquito Abatement	annual assessment	San Joaquin County Mosquito & Vector Control District	Mosquito Abatement of RDA Properties	Merged	39.86	39.86	RPTTF			39.86				\$ 39.86
33) Property tax on RDA properties	annual assessment	Shabbir Kahn	Annual RD 17 property tax on RDA Properties	Merged	1,955.00	1,955.00	RPTTF			1,953.32				\$ 1,953.32
34) San Joaquin County Recorder	n/a	San Joaquin County Recorder	Recorder Housing documents (reconveyances, etc)	Merged	300.00	300.00	RPTTF	50.00	50.00	50.00	50.00	50.00	50.00	\$ 300.00
35) Architectural Plans	2/6/2006	City of Manteca	Reimbursement for Architectural Plans by MWM	Merged	1,540,857.34	1,540,857.34	RPTTF	1,540,857.34						\$ 1,540,857.34
36) Concrete and Soil Testing	n/a	City of Manteca	Reimbursement for Concrete and Soil Testing by Kleinfelder	Merged	1,719.70	1,719.70	RPTTF	1,719.70						\$ 1,719.70
37) Improvements	n/a	Kleinfelder	HOPE Family Shelter	Merged	694.80	694.80	RPTTF					694.80		\$ 694.80
38) Supplemental Retirement Benefits	per MOU	PARS	Supplemental retirement for prior Executive Director	Merged	389,620.00	17,700.00	RPTTF	1,475.00	1,475.00	1,475.00	1,475.00	1,475.00	1,475.00	\$ 8,850.00
39) Retiree Health Benefits	monthly per MOU	PERS	Retiree Health Benefits former employees	Merged		11,000.00	RPTTF	367.50	367.50	367.50	4,759.50	1,465.50	1,465.50	\$ 8,793.00
40) PG&E	monthly	PG&E	PG&E bill for Property owned by RDA	Merged	23,400.00	23,400.00	RPTTF	1,950.00	1,950.00	1,950.00	1,950.00	1,950.00	1,950.00	\$ 11,700.00
41)														\$ -
42)														\$ -
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57)														\$ -
58)														\$ -
59)														\$ -
60)														\$ -
61)														\$ -
62)														\$ -
Totals - This Page (RPTTF Funding)					\$ 1,980,551.79	\$ 1,619,631.79	N/A	\$ 1,546,419.54	\$ 3,842.50	\$ 5,835.68	\$ 8,234.50	\$ 27,600.39	\$ 4,940.50	\$ 1,596,873.11
Totals - Page 2 (RPTTF Funding)														
Totals - Page 3 (Other Funding)														
Totals - Page 4 (Administrative Cost Allowance)														
Totals - Page 5 (Pass Thru Payments)														
Grand total - All Pages					\$ 1,980,551.79	\$ 1,619,631.79	N/A	\$ 1,546,419.54	\$ 3,842.50	\$ 5,835.68	\$ 8,234.50	\$ 27,600.39	\$ 4,940.50	\$ 1,596,873.11

\* The Preliminary Draft Recognized Obligation Payment Schedule (ROPS) is to be completed by 3/1/2012 by the successor agency, and subsequently be approved by the oversight board before the final ROPS is submitted to the State Controller and State Department of Finance by April 15, 2012. It is not a requirement that the Agreed Upon Procedures Audit be completed before submitting the final Oversight Approved ROPS to the State Controller and State Department of Finance.

\*\* All totals due during fiscal year and payment amounts are projected.

\*\*\* Funding sources from the RPTTF - Redevelopment Property Tax Trust Fund LMIHF - Low and Moderate Income Housing Fund

Bonds - Bond proceeds

Other - reserves, rents, interest earnings, etc

Admin - Successor Agency Administrative Allowance

DRAFT RECOGNIZED OBLIGATION PAYMENT SCHEDULE  
 Per AB 26 - Section 34177 (\*)

Exhibit A

Project Name / Debt Obligation	Contract/Agreement <sup>(1)</sup> Execution Date	Payee	Description <sup>(1)</sup>	Project Area	Total Outstanding Debt or Obligation	Total Due During Fiscal Year 2011-2012**	Funding Source ***	Payable from Other Revenue Sources							
								Payments by month							
								Jan 2012	Feb 2012	Mar 2012	Apr 2012	May 2012	Jun 2012	Total	
1) Courts Project	12/31/2005	City of Manteca	Defined project per 2005/06 Bond Tax Certificates	Merged	5,000,000.00		Bonds								\$ -
2) South Area Regional Infrastructure	12/31/2005 & 12/14/2006	City of Manteca	Defined project per 2005/06 Bond Tax Certificates	Merged	15,000,000.00		Bonds								\$ -
3) McKinley/120 Interchange	12/31/2005 & 12/14/2006	City of Manteca	Defined project per 2005/06 Bond Tax Certificates	Merged	4,000,000.00		Bonds								\$ -
4) Union Road Bridge Widening	12/31/2005	City of Manteca	Defined project per 2005/06 Bond Tax Certificates	Merged	15,500,000.00		Bonds								\$ -
5) Access Rd Milo Candini	12/14/2006	City of Manteca	Defined project per 2005/06 Bond Tax Certificates	Merged	1,225,000.00		Bonds								\$ -
6) Property Acquisition	12/31/2005	City of Manteca	Defined project per 2005/06 Bond Tax Certificates	Merged	5,375,000.00		Bonds								\$ -
7) Community Park Improvements	12/31/2005	City of Manteca	Defined project per 2005/06 Bond Tax Certificates	Merged	2,000,000.00		Bonds								\$ -
8) Community Center	12/31/2005	City of Manteca	Defined project per 2005/06 Bond Tax Certificates	Merged	1,500,000.00		Bonds								\$ -
9)															\$ -
10)															\$ -
11)															\$ -
12)															\$ -
13)															\$ -
14)															\$ -
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28)															\$ -
29)															\$ -
30)															\$ -
31)															\$ -
32)															\$ -
33)															\$ -
Totals - LMIHF															\$0.00
Totals - Bond Proceeds					\$ 49,600,000.00	\$ -	\$ -								\$0.00
Totals - Other															\$0.00
Grand total - This Page					\$ 49,600,000.00	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

\* The Preliminary Draft Recognized Obligation Payment Schedule (ROPS) is to be completed by 3/1/2012 by the successor agency, and subsequently be approved by the oversight board before the final ROPS is submitted to the State Controller and State Department of Finance by April 15, 2012. It is not a requirement that the Agreed Upon Procedures Audit be completed before submitting the final Oversight Approved ROPS to the State Controller and State Department of Finance.  
 \*\* All total due during fiscal year and payment amounts are projected.  
 \*\*\* Funding sources from the successor agency: (For fiscal 2011-12 only, references to RPTTF could also mean tax increment allocated to the Agency prior to February 1, 2012.)  
 RPTTF - Redevelopment Property Tax Trust Fund  
 LMIHF - Low and Moderate Income Housing Fund  
 Bonds - Bond proceeds  
 Other - reserves, rents, interest earnings, etc  
 Admin - Successor Agency Administrative Allowance

(1) Per Tax Certificates associated with the 2005 and 2006 Manteca Redevelopment Bond Issues. Adopted per resolutions R2005-31R and R2006-24R





**EXHIBIT B**

**SUCCESSOR AGENCY TO THE MANTECA REDEVELOPMENT AGENCY  
RECOGNIZED OBLIGATION PAYMENT SCHEDULE  
(July 1, 2012 through December 31, 2012)**

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE - CONSOLIDATED  
FILED FOR THE January 1, 2012 to June 30, 2012 PERIOD**

**Name of Successor Agency**      Successor Agency to the Manteca Redevelopment Agency

	Current	
	Total Outstanding Debt or Obligation	Total Due During Fiscal Year
<b>Outstanding Debt or Obligation</b>	\$ 222,357,148.86	\$ 10,297,659.00
	<b>Total Due for Six Month Period</b>	
<b>Outstanding Debt or Obligation</b>	\$ 8,470,204.00	
<b>Available Revenues other than anticipated funding from RPTTF</b>	\$ -	
<b>Enforceable Obligations paid with RPTTF</b>	\$ 8,011,634.00	
<b>Administrative Cost paid with RPTTF</b>	\$ 458,570.00	
<b>Pass-through Payments paid with RPTTF</b>	\$ -	
<b>Administrative Allowance</b> (greater of 5% of anticipated Funding from RPTTF or 250,000. Note: Calculation should not include pass-through payments made with RPTTF. The RPTTF Administrative Cost figure above should not exceed this Administrative Cost Allowance figure)	\$ 400,581.70	

Certification of Oversight Board Chairman:  
Pursuant to Section 34177(l) of the Health and Safety code,  
I hereby certify that the above is a true and accurate Recognized  
Enforceable Payment Schedule for the above named agency.

\_\_\_\_\_  
Name Title

\_\_\_\_\_  
Signature Date

DRAFT RECOGNIZED OBLIGATION PAYMENT SCHEDULE  
 Per AB 26 - Section 34177 (\*)

Exhibit B

Project Name / Debt Obligation	Contract/Agreement Execution Date	Payee	Description	Project Area	Total Outstanding Debt or Obligation	Total Due During Fiscal Year 2012-2013**	*** Funding Source	Payable from the Redevelopment Property Tax Trust Fund (RPTTF)							
								Payments by month							
								July 2012	Aug 2012	Sep 2012	Oct 2012	Nov 2012	Dec 2012	Total	
1) 2002 Tax Allocation Revenue Bonds	9/12/2002	US Bank Trust	Bond issue to fund non-housing projects. Interest due October & April. Principal due October	1	42,394,231	1,934,238					1,308,820.00				\$ 1,308,820.00
2) 2002 Trustee Fees	11/30/2004	US Bank Trust	Trustee Fees	1		2,700					2,700.00				\$ 2,700.00
3) 2004 Merged Area Tax Housing Set Aside Allocation Refund Bonds	11/30/2004	US Bank Trust	Bond issue to fund housing projects. Interest due October & April. Principal due October	Merged	8,017,792	349,829					238,587.00				\$ 238,587.00
4) 2004 Housing Trustee Fees	11/30/2004	US Bank Trust	Trustee Fees	Merged		2,700								2,700.00	\$ 2,700.00
5) 2004 Merged Area Tax Allocation Refund Bonds	11/30/2004	US Bank Trust	Bond issue to fund non-housing projects. Interest due October & April. Principal due October	Merged	42,942,352	1,832,447					1,290,615.00				\$ 1,290,615.00
6) 2004 Trustee Fees	11/30/2004	US Bank Trust	Trustee Fees	Merged		1,500								1,500.00	\$ 1,500.00
7) 2005 Amended Project Area Variable Rate Refunding Bonds	12/13/2005	US Bank Trust	Bond issue to fund non-housing projects. Variable rate debt with monthly swap payments. Principal due October.	Merged	88,196,700	3,730,000									\$ -
2005 Amended Project Area Variable Rate Refunding Bonds	12/13/2005	Piper Jaffray	SWAP Payment	Merged				135,000.00	135,000.00	135,000.00	135,000.00	135,000.00	135,000.00	135,000.00	\$ 810,000.00
2005 Amended Project Area Variable Rate Refunding Bonds	5/13/2008	State Street Bank	Letter of Credit	Merged				10,000.00	10,000.00	10,000.00	10,000.00	10,000.00	10,000.00	10,000.00	\$ 60,000.00
2005 Amended Project Area Variable Rate Refunding Bonds	5/13/2008	State Street Bank	Letter of Credit Commitment Fees	Merged				230,000.00			230,000.00			230,000.00	\$ 690,000.00
2005 Amended Project Area Variable Rate Refunding Bonds	12/13/2005	Piper Jaffray	Remarketing Fee	Merged										75,000.00	\$ 75,000.00
2005 Amended Project Area Variable Rate Refunding Bonds	12/13/2005	US Bank Trust	Annual Trustee Fees	Merged											\$ -
2005 Amended Project Area Variable Rate Refunding Bonds	12/13/2005	US Bank Trust	Principal	Merged											\$ -
8) 2006 Amended Merged Project Area Subordinate Tax Allocation Bonds	12/14/2006	US Bank Trust	Bonds issue to fund non-housing projects	Merged	38,815,240	1,378,100					690,000.00				\$ 690,000.00
2006 Amended Merged Project Area Subordinate Tax Allocation Bonds	12/14/2006	US Bank Trust	Annual Trustee Fees	Merged					1,500.00						\$ -
9) County Admin Fee		County of San Joaquin	Admin Fee	Merged		360,000									\$ -
10) OPA	11/16/2010	HOPE Ministries	HOPE Family Shelter Rehabilitation	Merged	1,243,440	157,469					360,000.00				\$ 360,000.00
11) Pre-Development Loan	9/21/2010	HOPE Ministries for LDA Part	HOPE Family Shelter Rehabilitation	Merged	188,750	5,427					157,469.00				\$ 157,469.00
12) Lease	3/1/2011	Sephos Trust	Lease property for 10 years	Merged	135,000	15,000					5,427.00				\$ 5,427.00
13) Professional Service Agreement	1/3/2011	Ron Palmquist	Appraiser	Merged		1,225									\$ -
14) Parking Lot Lease	7/1/2006	Nadean Costa & Bonnie Galas	173 E. Yosemite Ave Lease	Merged		1,200			975.00		250.00				\$ 1,225.00
15) Parking Lot Lease	2/1/2004	MRPS	133 N. Grant Avenue Lease	Merged		2,016				2,016.00				1,200.00	\$ 2,400.00
16) Parking Lot Lease	2/1/2004	MRPS	114 N. Grant Avenue Lease	Merged		1,440				1,440.00					\$ 2,016.00
17) Parking Lot Lease	10/16/2006	FESM	230 & 252 N. Main Street Lease	Merged		20,448				1,440.00					\$ 1,440.00
18) Mosquito Abatement	annual assessment	San Joaquin County Mosquito & Vector Control District	Mosquito Abatement of RDA Properties	Merged		39.86									\$ -
19) Property tax on RDA properties	annual assessment	Shabbir Kahn	Annual RD 17 property tax on RDA Properties	Merged		1,955.00									\$ -
20) PG&E	monthly	PG&E	PG&E bill for Property owned by RDA	Merged		23,400.00	23,400.00	1,950.00	1,950.00	1,950.00	1,950.00	1,950.00	1,950.00	1,950.00	\$ 11,700.00
21) Supplemental Retirement Benefits	per MOU	PARS	Supplemental retirement for prior Executive Director	Merged		371,920.00	17,700.00	1,475.00	1,475.00	1,475.00	1,475.00	1,475.00	1,475.00	1,475.00	\$ 8,850.00
22) Retiree Health Benefits	monthly per MOU	PERS	Retiree Health Benefits former employees	Merged		17,586.00	17,586.00	1,465.50	1,465.50	1,465.50	1,465.50	1,465.50	1,465.50	1,465.50	\$ 8,793.00
Totals - This Page (RPTTF Funding)				Merged	\$222,357,148.86	\$ 9,839,089.00	\$ -	\$ 379,890.50	\$ 155,821.50	\$ 151,340.50	\$5,337,808.50	\$ 149,890.50	\$1,838,382.50	\$ 8,011,634.00	
Totals - Page 2 (Other Funding)					\$ 49,600,000.00	\$ -	N/A	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
Totals - Page 3 (Administrative Cost Allowance)					\$ -	\$ 458,570.00	N/A	\$ 458,570.00	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 458,570.00
Totals - Page 4 (Pass Thru Payments)					\$223,738,284.00	\$ 2,034,834.00	N/A	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
Grand total - All Pages					\$271,957,148.86	\$ 10,297,659.00		\$ 838,460.50	\$ 155,821.50	\$ 151,340.50	\$5,337,808.50	\$ 149,890.50	\$1,838,382.50	\$ 8,470,204.00	

\* The Preliminary Draft Recognized Obligation Payment Schedule (ROPS) is to be completed by 3/1/2012 by the successor agency, and subsequently be approved by the oversight board before the final ROPS is submitted to the State Controller and State Department of Finance by April 15, 2012. It is not a requirement that the Agreed Upon Procedures Audit be completed before submitting the final Oversight Approved ROPS to the State Controller and State Department of Finance.

\*\* All totals due during fiscal year and payment amounts are projected.

\*\*\* Funding sources from the RPTTF - Redevelopment Property Tax Trust Fund LMIHF - Low and Moderate Income Housing Fund

Bonds - Bond proceeds

Other - reserves, rents, interest earnings, etc

Admin - Successor Agency Administrative Allowance





