

**RESOLUTION NO. 2018-\_\_\_\_\_**

**A RESOLUTION OF THE CITY COUNCIL OF  
THE CITY OF MERCED, CALIFORNIA,  
EXTENDING THE PERIOD FOR DEVELOPMENT  
OR DISPOSITION OF PROPERTIES  
TRANSFERRED FROM THE FORMER MERCED  
REDEVELOPMENT AGENCY PURSUANT TO  
HEALTH AND SAFETY CODE SECTION  
34176.1(e)**

WHEREAS, pursuant to Health and Safety Code (“HSC”) Section 34176, the City of Merced (“City”), as the entity that authorized the creation of the dissolved Merced Redevelopment Agency (“RDA”), elected to retain the housing assets and functions previously performed by the former RDA, including all rights, powers, assets, liabilities, duties and obligations associated with the housing activities of the former RDA, excluding any amounts on deposit in the Low and Moderate Income Housing Fund, to the City of Merced Housing Successor Agency (Housing Division), as provided in Resolution No. 2012-5 adopted on January 12, 2012; and

WHEREAS, HSC Section 34176.1(e) requires all real properties acquired by the former RDA prior to February 1, 2012 and transferred to the City of Merced Housing Successor Agency (Housing Division) to be developed pursuant to the requirements detailed in HSC Section 33334.16, with time periods commencing on the date the Department of Finance (“DOF”) approved such properties as a housing asset; and

WHEREAS, HSC Section 33334.16 provides that within five years from the date a property is acquired with Low and Moderate Income Housing Funds, activities must be initiated consistent with the development of the property for affordable housing purposes, or the property must be sold and sales proceeds shall be deposited into the Low and Moderate Income Housing Fund (now the Low and Moderate Income Housing Asset Fund established pursuant to HSC 34176(d)); and

WHEREAS, HSC 33334.16 further states that the legislative body may extend the aforementioned property development or disposition deadline for one additional period not to exceed five years; and

WHEREAS, on February 25, 2013, DOF approved the transfer of real property assets listed on a Housing Asset Transfer Form from the former RDA to the City of Merced Housing Successor Agency (Housing Division) (Exhibit A); and

WHEREAS, property was transferred to the County of Merced as the Designated Local Authority by Resolution No. 2017-03 on January 17, 2017 because the properties were not purchased with Low and Moderate Income Housing Funds by the former RDA (Exhibit B); and

WHEREAS, property was retained for the use of Governmental Use and Parking Authority Properties to be retained by the City (property being used for right-of-way and the parking authority (collectively referred to as the "Properties", see Exhibit C); and

WHEREAS, property was retained by the Housing Division that comprised of vacant land purchased by the former RDA with Low and Moderate Income Housing Funds (collectively referred to as the "Remaining Properties", see Exhibit D); and

WHEREAS, due to market conditions and the loss of funds resulting from the dissolution of redevelopment agencies in California, the City of Merced Housing Successor Agency (Housing Division) has been unable to initiate affordable housing activities at the Remaining Properties; and

WHEREAS, the City of Merced Housing Successor Agency (Housing Division) is developing a strategy to develop or dispose of the Remaining Properties; and

WHEREAS, under HSC 34176.1(e), the property development and disposition deadline imposed by HSC 33334.16 for the Remaining Properties is February 25, 2018, which is five years from the date the Department of Finance approved the housing assets transferred from the former RDA to the City of Merced Housing Successor Agency (Housing Division); and

WHEREAS, the City of Merced Housing Successor Agency (Housing Division) desires to retain the Remaining Properties for up to an additional five years, or February 25, 2023, to develop or dispose of the property as required by HSC 33334.16 and 34176.1(e).

NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF MERCED DOES HEREBY RESOLVE, DETERMINE, FIND, AND ORDER AS FOLLOWS:

SECTION 1.       Recitals. The Recitals set forth above are true and correct and incorporated herein by reference.

SECTION 2.       Intent to Initiate Affordable Housing Activities. The City finds and determines it is the City's intention that the parcels listed at Exhibit "C" be developed for affordable housing purposes, or sold to fund other affordable housing activities as permitted by the HSC.

SECTION 3.       Approval of Deadline Extension. The City of Merced finds and determines that the Housing Successor Agency (Housing Division) may retain the Remaining Properties for an additional period not to exceed five years, or February 25, 2023 for the purpose of initiating affordable housing development activities.

PASSED AND ADOPTED by the City Council of the City of Merced at a regular meeting held on the \_\_\_\_ day of \_\_\_\_\_ 2018, by the following vote:

AYES:               Council Members:

NOES:               Council Members:

ABSENT:            Council Members:

ABSTAIN:           Council Members:

APPROVED:

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Mayor

ATTEST:  
STEVE CARRIGAN, CITY CLERK

BY: \_\_\_\_\_  
Assistant/Deputy City Clerk

(SEAL)

APPROVED AS TO FORM:

 9-12-2018  
City Attorney      Date

# Exhibit A

## Successor Agency Contact Information

|                                   |  |
|-----------------------------------|--|
| Name of Successor Agency:         | <u>Merced Designated Local Authority</u>   |
| County:                           | <u>Merced County</u>   |
| Primary Contact Name:             | Mark Persico   |
| Primary Contact Title:            | Staff to the Successor Agency<br>c/o Kosmont Companies<br>865 South Figueroa Street, 35th Floor<br>Los Angeles, CA 90017 |
| Address                           |  |
| Contact Phone Number:             | <u>(818)857-7333</u>   |
| Contact E-Mail Address:           | <u><a href="mailto:mpersico@kosmont.com">mpersico@kosmont.com</a></u>  |
| Secondary Contact Name:           | Michael Amabile  |
| Secondary Contact Title:          | Chair, Merced Designated Local<br>Authority  |
| Secondary Contact Phone Number:   | <u>(209) 631-9865</u>  |
| Secondary Contact E-Mail Address: | <u><a href="mailto:michaelamabile@comcast.net">michaelamabile@comcast.net</a></u>  |

**SUMMARY OF RECOGNIZED OBLIGATION PAYMENT SCHEDULE**  
 Filed for the January 1, 2013 to June 30, 2013 Period

Name of Successor Agency: Merced Designated Local Authority

|  |  | Total Outstanding Debt or Obligation |
|--|--|--------------------------------------|
| <b>Outstanding Debt or Obligation</b>  |  | <b>\$ 100,301,026</b>                |
| <b>Current Period Outstanding Debt or Obligation</b>   |  | <b>Six-Month Total</b>               |
| A Available Revenues Other Than Anticipated RPTTF Funding  |  | 10,796,772                           |
| B Enforceable Obligations Funded with RPTTF  |  | 3,636,603                            |
| C Administrative Allowance Funded with RPTTF   |  | -                                    |
| D Total RPTTF Funded (B + C = D)   |  | 3,636,603                            |
| Total Current Period Outstanding Debt or Obligation (A + B + C = E) <i>Should be same amount as ROPS form six-month total</i>            |  | \$ 14,431,275                        |
| E Enter Total Six-Month Anticipated RPTTF Funding <i>(Obtain from county auditor-controller)</i>   |  | 3,636,603                            |
| F Variance (E - D = F) <i>Maximum RPTTF Allowable should not exceed Total Anticipated RPTTF Funding</i>                                  |  | -                                    |
| <b>Prior Period (January 1, 2012 through June 30, 2012) Estimated vs. Actual Payments</b> (as required in HSC section 34186 (a))         |  |                                      |
| G Enter Estimated Obligations Funded by RPTTF <i>(Should be the same amount as RPTTF approved by Finance, including admin allowance)</i> |  | 2,762,722                            |
| H Enter Actual Obligations Paid with RPTTF   |  | -                                    |
| I Enter Actual Administrative Expenses Paid with RPTTF   |  | -                                    |
| J Adjustment to Redevelopment Obligation Retirement Fund (G - (H + I) = J)   |  | 2,762,722                            |
| <b>K Adjustment to RPTTF</b>   |  | <b>\$ 872,781.00</b>                 |

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.

|                    |                |
|--------------------|----------------|
| _____<br>Name      | _____<br>Title |
| _____<br>Signature | _____<br>Date  |

Name of Successor Agency Merced Designated Local Authority  
 County Merced County

Oversight Board Approval Date \_\_\_\_\_

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

| Item # | Project Name / Debt Obligation                                    | Contract/<br>Agreement<br>Execution Date | Contract/<br>Agreement<br>Termination Date | Payee                                     | Description/Project Scope  | Project Area               | Total<br>Outstanding<br>Debt or<br>Obligation | Total Due<br>During<br>Fiscal Year<br>2012-13 | Funding Source    |                   |                    |                    |                     |                      | Six-Month<br>Total   |
|--------|---|--|--|---|--|----------------------------|---|---|-------------------|-------------------|--------------------|--------------------|---------------------|----------------------|----------------------|
|        |   |  |  |   |  |                            |   |   | LMI/HF            | Bond<br>Proceeds  | Reserve<br>Balance | Admin<br>Allowance | RPTTF               | Other                |                      |
|        | <b>Grand Total</b>  |  |  |   |  |                            | <b>\$ 100,301,026</b>                         | <b>\$ 19,142,755</b>                          | <b>\$ 106,733</b> | <b>\$ 983,318</b> | <b>\$ -</b>        | <b>\$ -</b>        | <b>\$ 3,639,503</b> | <b>\$ 10,095,521</b> | <b>\$ 14,431,278</b> |
| 1      | Project Area #2/1999 Tax Allocation Bonds                         | 3/25/1999                                | 12/1/2015                                  | U.S. Bank                                 | TAB Payments for Bond Issue  | Project Area #2            | 8,107,639.00                                  | 2,087,450.00                                  |                   |                   |                    |                    | \$ 1,033,725.00     |                      | 1,033,725            |
| 2      | Project Area #2/2003 Tax Allocation Bonds                         | 5/28/2003                                | 12/31/2023                                 | U.S. Bank                                 | TAB Payments for Bond Issue  | Project Area #2            | 17,745,172.00                                 | 174,384.00                                    |                   |                   |                    |                    | \$ 88,501.25        |                      | 88,501               |
| 3      | Project Area #2/Trustee Services                                  | 3/25/1999                                | 12/31/2023                                 | U.S. Bank                                 | Bond agent professional services                                   | Project Area #2            |   | 5,000.00                                      |                   |                   |                    |                    | \$ 5,000.00         |                      | 5,000                |
| 4      | Project Area #2/Continuing Disclosure                             | 11/13/2003                               | 12/31/2023                                 | Widman Financial Services                 | Continuing Disclosure  | Project Area #2            |   | 2,450.00                                      |                   |                   |                    |                    | \$ 2,450.00         |                      | 2,450                |
| 5      | Project Area #2/Merced County Administration                      | 3/25/1999                                | 12/31/2023                                 | Merced County                             | Administrative Expense Auditor                                     | Project Area #2            |   | 162,750.00                                    |                   |                   |                    |                    | \$ 162,750.00       |                      | 162,750              |
| 6      | Project Area #2/Loan Guarantees                                   |  |  | Wells Fargo                               | Loan Guarantees - Laurel Glen Apartments                           | Project Area #2            |   | 60,148.00                                     |                   |                   |                    |                    | \$ 30,173.98        |                      | 30,374               |
| 7      | Project Area #2/Simpson's DDA                                     |  |  | City of Merced                            | Loan from Sewer Enterprise Fund-Ratepayer                          | Project Area #2            |   | 1,278,627                                     |                   |                   |                    |                    |                     |                      |                      |
| 8      | Project Area #2/Brownfield Remediation                            |  |  | Various Environmental Consultants         | Environmental Guarantee  | Project Area #2            | 2,000,000.00                                  | -   |                   |                   |                    |                    | 1,278,627           |                      | 1,278,627            |
| 9      | Project Area #2/Cosco, Inc. DDA                                   | 4/16/1992                                |  | Various Environmental Consultants         | Environmental Guarantee  | Project Area #2            | 4,000,000.00                                  | -   |                   |                   |                    |                    | -                   |                      | -                    |
| 10     | Project Area #2/Merced Center DDA's                               | 11/7/2005                                |  | Various Environmental Consultants         | Environmental Guarantee  | Project Area #2            | 4,000,000.00                                  | -   |                   |                   |                    |                    | -                   |                      | -                    |
| 11     | Gateways/Tax Allocation Bonds (2001)                              | 11/28/2001                               | 8/1/2031                                   | U.S. Bank                                 | TAB Payments for Bond Issue  | Gateways                   |   | 3,362,883.00                                  |                   |                   |                    |                    | 55,848              |                      | 55,848               |
| 12     | Gateways/Tax Allocation Bonds (2009)                              | 5/19/2009                                | 9/1/2039                                   | U.S. Bank                                 | TAB Payments for Bond Issue  | Gateways                   | 27,741,634.00                                 | 961,643                                       |                   |                   |                    |                    | 388,322             |                      | 388,322              |
| 13     | Gateways/Trustee Services   | 11/28/2001                               | 9/1/2039                                   | U.S. Bank                                 | Bond agent professional services                                   | Gateways                   |   | 8,000   |                   |                   |                    |                    | -                   |                      | -                    |
| 14     | Gateways/Continuing Disclosure                                    | 11/13/2003                               | 9/1/2039                                   | Widman Financial Services                 | Continuing Disclosure  | Gateways                   |   | 4,200   |                   |                   |                    |                    | -                   |                      | -                    |
| 15     | Gateways/Reimbursement Agreement for PFEDA                        | 1/31/2011                                |  | City of Merced PFEDA                      | Reimbursement and Cooperation Agmt                                 | Gateways                   |   | 533,468                                       |                   |                   |                    |                    | 533,468             |                      | 533,468              |
| 16     | Gateways/Commercial Façade Improvement                            |  |  | Sunil Ratanji                             | Commercial Rehabilitation Project                                  | Gateways                   | 10,850.00                                     | 10,850  |                   |                   |                    |                    | -                   |                      | -                    |
| 17     | Property, Development Rights & Environmental Identity Obligations | 11/7/2005                                |  | Alman Hospitality Group                   | Merced Center Site DDA (Environmental)                             | Project Area #2            | Unknown, potential                            | -   |                   |                   |                    |                    | -                   |                      | -                    |
| 18     | Property, Development Rights & Environmental Identity Obligations | 4/16/1992                                |  | Cosco, Inc. (note 3 & 4)                  | Cosco Parking Lot & Related Rights DDA                             | Project Area #2            | Unknown, potential                            | -   |                   |                   |                    |                    | -                   |                      | -                    |
| 19     | Property, Development Rights & Environmental Identity Obligations | 11/7/2005                                |  | Merced Community College District         | Merced Center Site DDA   | Project Area #2            | Unknown, potential                            | -   |                   |                   |                    |                    | -                   |                      | -                    |
| 20     | Property, Development Rights & Environmental Identity Obligations |  |  | WestAmerica Bancorporation                | Merced Center Lease-1601 M Street                                  | Project Area #2            | Unknown, potential                            | -   |                   |                   |                    |                    | -                   |                      | -                    |
| 21     | Property, Development Rights & Environmental Identity Obligations | 11/4/1996                                |  | Joseph and Michelle Convello/CBS Motors   | DDA for 254 West 18th Street                                       | Project Area #2            | Unknown, potential                            | -   |                   |                   |                    |                    | -                   |                      | -                    |
| 22     | Property, Development Rights & Environmental Identity Obligations | 8/5/2006                                 |  | Nico Properties LLC, D&J Properties LLC   | DDA for 64 West 18th Street  | Project Area #2            | Unknown, potential                            | -   |                   |                   |                    |                    | -                   |                      | -                    |
| 23     | Property, Development Rights & Environmental Identity Obligations | 10/27/1992                               |  | Cory Lawrence, Two Wheels                 | DDA for Merced Power Sports-265 W. 15th St.                        | Project Area #2            | Unknown, potential                            | -   |                   |                   |                    |                    | -                   |                      | -                    |
| 24     | Property, Development Rights & Environmental Identity Obligations | 5/31/1999                                |  | Christine McFadden                        | Valley Veterinary Hospital DDA                                     | Project Area #2            | Unknown, potential                            | -   |                   |                   |                    |                    | -                   |                      | -                    |
| 25     | Property, Development Rights & Environmental Identity Obligations | 1/3/1994                                 |  | Merced Realtors                           | DDA for 635 West Main Street                                       | Project Area #2            | Unknown, potential                            | -   |                   |                   |                    |                    | -                   |                      | -                    |
| 26     | Property, Development Rights & Environmental Identity Obligations |  |  | Identimify Obligation (note 5)            | Identimification   | Project Area #2 & Gateways | Unknown, potential                            | -   |                   |                   |                    |                    | -                   |                      | -                    |
| 27     | Property, Development Rights & Environmental Identity Obligations | 2/2/1996                                 |  | Stahl/Scott Palzer Metal Products Company | DDA Stahl Truck Bodies-1130 Stuart Dr                              | Gateways                   | Unknown, potential                            | -   |                   |                   |                    |                    | -                   |                      | -                    |
| 28     | Project Area #2/Land Acquisition                                  |  |  | Construction Rental Sys                   | Rental fee for vacant property, contingent liability of DDA        | Project Area #2            | 167.02  | 168   |                   |                   |                    |                    | 168                 |                      | 168                  |
| 29     | Project Area #2/Residential Façade Grant                          |  |  | Kim Dolina                                | Residential improvement at 101 W 20th, contingent liability of DDA | Project Area #2            | 6,487.50                                      | 8,468   |                   |                   |                    |                    | -                   |                      | -                    |

|    |  |          |           |                                     |  |                 |               |           |        |         |  |  |           |           |
|----|--|----------|-----------|-------------------------------------|--|-----------------|---------------|-----------|--------|---------|--|--|-----------|-----------|
| 30 | Project Area #2/Fencing Services for Agency Property     |          |           | Merced Fence Co.                    | Rental fencing for Agency property, contingent liability of RDA.   | Project Area #2 | 3,118.00      | 3,118     |        |         |  |  | 1,559     | 1,559     |
| 31 | Project Area #2/Rehab 951 West 7th St                    |          |           | City of Merced                      | Engineering Services, contingent liability of RDA                  | Project Area #2 | 542.91        | 543       |        |         |  |  | 109       | 109       |
| 32 | Project Area #2/Highway 99 Multi-Family Housing Pro.     |          |           | Marced Pacific Associates, LLC      | Development of 75 units-tax credit, contingent liability of RDA    | Project Area #2 | 3,074,887.00  | -         |        |         |  |  | -         | -         |
| 33 | Gateways/Highway 99 Signalization                        |          |           | City of Merced                      | Engineering charges for project, contingent liability of RDA       | Gateways        | 58,389.04     | 58,389    |        |         |  |  | 32,438    | 32,438    |
| 34 | Project Gateways/Highway 99 Multi-Family Housing Project |          |           | Technicon Engineering               | Engineering services for road project, contingent liability of RDA | Gateways        | 2,830.00      | 2,630     |        |         |  |  | -         | -         |
| 35 | Gateways/Highway 99 Multi-Family Housing Project         |          |           | City of Merced                      | Lot merger for Highway 99 Housing, contingent liability of RDA     | Gateways        | 404.00        | 404       |        |         |  |  | -         | -         |
| 36 | Gateways/Highway 99 Multi-Family Housing Project         |          |           | Weedman/Spence                      | Spraying of vacant lots, contingent liability of RDA               | Gateways        | 3,371.00      | 3,371     |        |         |  |  | -         | -         |
| 37 | Gateways/Highway 99 Multi-Family Housing Project         |          |           | Weedman/Spence                      | Spraying of vacant lots, contingent liability of RDA               | Gateways        | 1,815.00      | 1,815     |        |         |  |  | -         | -         |
| 38 | Gateways/Highway 99 Multi-Family Housing Project         |          |           | Weedman/Spence                      | Spraying of vacant lots, contingent liability of RDA               | Gateways        | 1,815.00      | 1,815     |        |         |  |  | -         | -         |
| 39 | Gateways/Highway 99 Multi-Family Housing Project         |          |           | Construction Rental Svc.            | Rental fencing for vacant property, contingent liability of RDA    | Gateways        | 1,557.64      | 1,558     |        |         |  |  | 909       | 909       |
| 40 | Gateways/Highway 99 Multi-Family Housing Project         |          |           | Merced Fence Co.                    | Rental fencing for vacant property, contingent liability of RDA    | Gateways        | 8,738.00      | 8,738     |        |         |  |  | 5,097     | 5,097     |
| 41 | Gateways/Highway 99 Multi-Family Housing Project         |          |           | Merced Fence Co.                    | Rental fencing for vacant property, contingent liability of RDA    | Gateways        | 1,850.00      | 1,850     |        |         |  |  | 1,138     | 1,138     |
| 42 | Gateways/Highway 99 Multi-Family Housing Project         |          |           | Golden Valley Engineering           | Engineering site development, contingent liability of RDA          | Gateways        | 5,000.00      | 5,000     |        |         |  |  | 5,000     | 5,000     |
| 43 | Gateways/Highway 99 Multi-Family Housing Project         |          |           | City of Merced                      | Lot merger and planned development, contingent liability of RDA    | Gateways        | 10,000.00     | 10,000    |        |         |  |  | 10,000    | 10,000    |
| 44 | Insurance Premium estimate                               | 1/1/2013 | 6/30/2013 | Alliant Insurance Services          | DLA Board Insurance  | All             | 4,200.00      | 4,200     |        |         |  |  | 1,999     | 1,999     |
| 45 | DLA Administration                                       | 1/1/2013 | 6/30/2013 | Kosmont Companies                   | DLA Administration and legal services                              | All             | 210,000.00    | 105,000   |        |         |  |  | 105,000   | 105,000   |
| 46 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | Gallina, LLP                        | Annual Audit Fees  | Project Area #2 | 7,017.38      | 7,017     |        |         |  |  | 7,017     | 7,017     |
| 47 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | Gallina, LLP                        | Annual Audit Fees  | Project Area #2 | 7,017.38      | 7,017     |        |         |  |  | 7,017     | 7,017     |
| 48 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | City of Merced-HUD                  | Rehabilitation of single family home                               | Project Area #2 | 30,800.00     | 30,800    |        |         |  |  | 30,800    | 30,800    |
| 49 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | Merced County Arts Council          | Merced Arts Center Annual Improvements                             | Project Area #2 | 24,850.00     | 24,850    |        |         |  |  | 12,425    | 12,425    |
| 50 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | Merced County                       | Environmental Clearance for remediation                            | Project Area #2 | 7,010.75      | 7,011     |        |         |  |  | 7,011     | 7,011     |
| 51 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | Castle Analytical Lab               | Testing for environmental clearance                                | Project Area #2 | 388.00        | 388       |        |         |  |  | 184       | 184       |
| 52 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | Advanced Chemical Trans.            | Hazardous waste transport-#108043                                  | Project Area #2 | 2,550.00      | 2,550     |        |         |  |  | 2,550     | 2,550     |
| 53 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | Provost & Pritchard                 | Merced Center Parcel-Assessment                                    | Project Area #2 | 12,220.00     | 12,220    |        |         |  |  | 6,110     | 6,110     |
| 54 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | Downey Brand LLP                    | Legal Representation for Merced Center                             | Project Area #2 | 40,342.57     | 40,343    |        |         |  |  | 20,171    | 20,171    |
| 55 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | ProTech Security                    | Monitor testing site for #108043-MC                                | Project Area #2 | 540.00        | 540       |        |         |  |  | 270       | 270       |
| 56 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | Provost & Pritchard                 | R Street Property Clean-up   | Project Area #2 | 103,258.67    | 103,259   |        |         |  |  | 51,629    | 51,629    |
| 57 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | Provost & Pritchard                 | EPA Merced Center Brownfield Assessment                            | Project Area #2 | 156,867.00    | 156,867   |        |         |  |  | 78,434    | 78,434    |
| 58 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | Wells Fargo Bank, N.A.              | Federal Tax Credit Guarantee **                                    | Project Area #2 | 14,768,802.00 | 3,938,099 |        |         |  |  | 4,682,402 | 4,682,402 |
| 59 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | F & M Bank                          | Debt Service Funding Agreement                                     | Project Area #2 | 2,633,768.00  | 2,633,768 |        |         |  |  | 2,587,496 | 2,587,496 |
| 60 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | Lewis C. Nelson General Contractors | Contractor for renovation project                                  | Project Area #2 | 2,079,909.50  | 2,079,909 |        |         |  |  | 2,079,909 | 2,079,909 |
| 61 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | Reznick Group                       | Consulting for Audit and Cost Certification                        | Project Area #2 | 45,000.00     | 45,000    |        |         |  |  | 45,000    | 45,000    |
| 62 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | City of Merced                      | Engineering Services-Project Manager                               | Project Area #2 | 40,000.00     | 40,000    |        |         |  |  | 40,000    | 40,000    |
| 63 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | WMB Architects, Inc.                | Architectural and project management                               | Project Area #2 | 125,007.75    | 125,008   |        |         |  |  | 125,008   | 125,008   |
| 64 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | Merced Theatre Landlord, LLC        | Reserve Bases for Theatre Operations                               | Project Area #2 | 125,000.00    | 25,000    |        |         |  |  | 25,000    | 25,000    |
| 65 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | Bank of New York Mellon             | HUD 108 Loan - The Grove Apartments                                | Gateways        | 3,858,070.00  | 330,980   | 63,280 |         |  |  | 63,280    | 63,280    |
| 66 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | Wells Fargo                         | Loan Guarantee - The Grove Apartments                              | Gateways        | 88,946        | 43,473    |        |         |  |  | 43,473    | 43,473    |
| 67 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | Maxwell Construction                | Development of affordable housing                                  | Gateways        | 1,500,000.00  | 793,518   |        | 593,518 |  |  | 593,518   | 593,518   |
| 68 | Project Area #2/Annual Audit Fees                        | 8/1/2011 |           | Marced Pacific Associates, LLC      | Development of 75 units-tax credit                                 | Gateways        | 4,371,113.00  | 3,000,000 |        |         |  |  | -         | -         |



Name of Successor Agency: Merced Designated Local Authority  
County: Merced County

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

[illegible]

Name of Successor Agency: Merced Designated Local Authority  
 County: Merced County

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

| Page/<br>Form | Line | Project Name / Debt Obligation                        | Payee                                   | Description/Project Scope                 | Project Area               | LMI/HF     |        | Bond Proceeds |        | Reserve Balance |        | Admin Allowance |        | RPTTF        |        | Other        |        |
|---------------|------|---|---|---|----------------------------|------------|--------|---------------|--------|-----------------|--------|-----------------|--------|--------------|--------|--------------|--------|
|               |      |   |   |   |                            | Estimate   | Actual | Estimate      | Actual | Estimate        | Actual | Estimate        | Actual | Estimate     | Actual | Estimate     | Actual |
|               |      | <b>Grand Total</b>                                    |   |   |                            | \$ 106,733 | \$ -   | \$ 593,518    | \$ -   | \$ -            | \$ -   | \$ 505,681      | \$ -   | \$ 2,782,722 | \$ -   | \$ 9,974,489 | \$ -   |
| 1/RPTTF       | 1    | Project Area #2/1999 Tax Allocation Bonds             | U.S. Bank                               | TAB Payments for Bond Issue               | Project Area #2            |            |        |               |        |                 |        |                 |        |              |        |              |        |
| 1/RPTTF       | 2    | Project Area #2/2003 Tax Allocation Bonds             | U.S. Bank                               | TAB Payments for Bond Issue               | Project Area #2            |            |        |               |        |                 |        |                 |        | 170,150      | -      |              |        |
| 1/RPTTF       | 3    | Project Area #2/Trustee Services                      | U.S. Bank                               | Bond agent professional services          | Project Area #2            |            |        |               |        |                 |        |                 |        | 11,020       | -      |              |        |
| 1/RPTTF       | 4    | Project Area #2/Cost of Continuing Disclosure         | Wildan Financial Services               | Continuing Disclosure                     | Project Area #2            |            |        |               |        |                 |        |                 |        | 5,000        | -      |              |        |
| 1/RPTTF       | 5    | Project Area #2/Merced County Administration          | Merced County                           | Administration Expense-Auditor            | Project Area #2            |            |        |               |        |                 |        |                 |        | 2,450        | -      |              |        |
| 1/RPTTF       | 6    | Project Area #2/Loan Guarantee                        | Wells Fargo                             | Loan Guarantee - Laurel Glen Apartments   | Project Area #2            |            |        |               |        |                 |        |                 |        | 162,750      | -      |              |        |
| 1/RPTTF       | 7    | Merced (2003 & 2009)                                  | City of Merced                          | Loan from Sewer Enterprise Fund-Ratepayer | Project Area #2            |            |        |               |        |                 |        |                 |        | 30,374       | -      |              |        |
| 1/RPTTF       | 8    | Project Area #2/Simpson's DDA-Brownfield Rem          | Various Environmental                   | Environmental Guarantee                   | Project Area #2            |            |        |               |        |                 |        |                 |        | 1,278,627    | -      |              |        |
| 1/RPTTF       | 9    | Project Area #2/Costco, Inc. DDA-Brownfield           | Various Environmental                   | Environmental Guarantee                   | Project Area #2            |            |        |               |        |                 |        |                 |        | -            | -      |              |        |
| 1/RPTTF       | 10   | Project Area #2/Merced Center DDA's                   | Various Environmental                   | Environmental Guarantee                   | Project Area #2            |            |        |               |        |                 |        |                 |        | -            | -      |              |        |
| 1/RPTTF       | 11   | Gateways/Tax Allocation Bonds (2001)                  | U.S. Bank                               | TAB Payments for Bond Issue               | Gateways                   |            |        |               |        |                 |        |                 |        | 56,549       | -      |              |        |
| 1/RPTTF       | 12   | Gateways/Tax Allocation Bonds (2009)                  | U.S. Bank                               | TAB Payments for Bond Issue               | Gateways                   |            |        |               |        |                 |        |                 |        | 391,696      | -      |              |        |
| 1/RPTTF       | 13   | Gateways/Trustee Services                             | U.S. Bank                               | Bond agent professional services          | Gateways                   |            |        |               |        |                 |        |                 |        | 8,000        | -      |              |        |
| 1/RPTTF       | 14   | Gateways/Cost of Continuing Disclosure                | Wildan Financial Services               | Continuing Disclosure                     | Gateways                   |            |        |               |        |                 |        |                 |        | 4,200        | -      |              |        |
| 1/RPTTF       | 15   | Gateways/Merced County Administration                 | Merced County                           | Administration Expense-Auditor            | Gateways                   |            |        |               |        |                 |        |                 |        | 52,000       | -      |              |        |
| 1/RPTTF       | 16   | Gateways/Reimbursement Agreement for PFEDA            | City of Merced PFEDA                    | Reimbursement and Cooperation Agmt        | Gateways                   |            |        |               |        |                 |        |                 |        | 533,488      | -      |              |        |
| 1/RPTTF       | 17   | Gateways/Commercial Facade Improvement                | Sunil Retanj                            | Commercial Rehabilitation Project         | Gateways                   |            |        |               |        |                 |        |                 |        | -            | -      |              |        |
| 1/RPTTF       | 18   | Property, Development Rights & Environmental Idemnity | Altman Hospitality Group                | Merced Center Site DDA (Environmental)    | Project Area #2            |            |        |               |        |                 |        |                 |        | -            | -      |              |        |
| 1/RPTTF       | 19   | Property, Development Rights & Environmental Idemnity | Costco, Inc.*** (note 3 & 4)            | Costco Parking Lot & Related Rights DDA   | Project Area #2            |            |        |               |        |                 |        |                 |        | -            | -      |              |        |
| 1/RPTTF       | 20   | Property, Development Rights & Environmental Idemnity | Merced Community College District       | Merced Center Site DDA                    | Project Area #2            |            |        |               |        |                 |        |                 |        | -            | -      |              |        |
| 1/RPTTF       | 21   | Property, Development Rights & Environmental Idemnity | Westamerica Bancorporation              | Merced Center Lease-1801 M Street         | Project Area #2            |            |        |               |        |                 |        |                 |        | -            | -      |              |        |
| 1/RPTTF       | 22   | Property, Development Rights & Environmental Idemnity | Joseph and Michale Corvello/C&S Motors  | DDA for 254 West 18th Street              | Project Area #2            |            |        |               |        |                 |        |                 |        | -            | -      |              |        |
| 1/RPTTF       | 23   | Property, Development Rights & Environmental Idemnity | Nico Properties LLC, DSI Properties LLC | DDA for 64 West 16th Street               | Project Area #2            |            |        |               |        |                 |        |                 |        | -            | -      |              |        |
| 1/RPTTF       | 24   | Property, Development Rights & Environmental Idemnity | Cyril Lawrence, Two Wheels              | DDA for Merced Power Sports-265 W 15th St | Project Area #2            |            |        |               |        |                 |        |                 |        | -            | -      |              |        |
| 1/RPTTF       | 25   | Property, Development Rights & Environmental Idemnity | Christine McFadden                      | Valley Veterinary Hospital DDA            | Project Area #2            |            |        |               |        |                 |        |                 |        | -            | -      |              |        |
| 1/RPTTF       | 26   | Property, Development Rights & Environmental Idemnity | Merced Restlors                         | DDA for 635 West Main Street              | Project Area #2            |            |        |               |        |                 |        |                 |        | -            | -      |              |        |
| 1/RPTTF       | 27   | Property, Development Rights & Environmental Idemnity | Idemnity Obligation (note 5)            | Idemnification                            | Project Area #2 & Gateways |            |        |               |        |                 |        |                 |        | -            | -      |              |        |

| Page/<br>Form | Line | Project Name / Debt Obligation  | Payee                                    | Description/Project Scope  | Project Area    | LMIHF    |        | Bond Proceeds |        | Reserve Balance |        | Admin Allowance |        | RPTTF    |        | Other    |           |
|---------------|------|---|--|--|-----------------|----------|--------|---------------|--------|-----------------|--------|-----------------|--------|----------|--------|----------|-----------|
|               |      |   |  |  |                 | Estimate | Actual | Estimate      | Actual | Estimate        | Actual | Estimate        | Actual | Estimate | Actual | Estimate | Actual    |
| 1/RPTTF       | 28   | Property, Development Rights & Environmental Klemly                     | Shah/Sool Feltzer Metal Products         | DDA Shah Truck Bodies-1130 Stuart Dr.                              | Gateways        |          |        |               |        |                 |        |                 |        |          | -      | -        |           |
| 1/RPTTF       | 29   | Project Area #2/Land Acquisition  | Construction Rental Svc                  | Rental fencing for vacant property, contingent liability of RDA    | Project Area #2 |          |        |               |        |                 |        |                 |        |          |        |          |           |
| 1/RPTTF       | 30   | Project Area #2/Residential Parade Grant                                | Kim Dolina                               | Residential improvement at 101 W 20th, contingent liability of RDA | Project Area #2 |          |        |               |        |                 |        |                 |        |          | 168    | -        |           |
| 1/RPTTF       | 31   | Project Area #2/Fencing Services for Agency Property                    | Merced Fence Co                          | Rental fencing for Agency property, contingent liability of RDA    | Project Area #2 |          |        |               |        |                 |        |                 |        |          | -      | -        |           |
| 1/RPTTF       | 32   | Project Area #2/Rehab 951 West 7th St                                   | City of Merced                           | Engineering Services, contingent liability of RDA                  | Project Area #2 |          |        |               |        |                 |        |                 |        |          | 1,559  | -        |           |
| 1/RPTTF       | 33   | Project Area #2/Highway 99 Multi-Family Housing Pro Gateways/Highway 99 | Merced Pacific Associates, LLC           | Development of 75 units-tax credit, contingent liability of RDA    | Project Area #2 |          |        |               |        |                 |        |                 |        |          | 109    | -        |           |
| 1/RPTTF       | 34   | Signelization Project Gateways/Highway 99                               | City of Merced Technicon                 | Engineering services for road project, contingent liability of RDA | Gateways        |          |        |               |        |                 |        |                 |        |          | -      | -        |           |
| 1/RPTTF       | 35   | Sprinkleration Project Gateways/Highway 99 Multi-Family Housing Project | Engineering                              | Engineering services for road project, contingent liability of RDA | Gateways        |          |        |               |        |                 |        |                 |        |          | 32,438 | -        |           |
| 1/RPTTF       | 36   | Family Housing Project  | City of Merced                           | Lot merger for Highway 99 Housing, contingent liability of RDA     | Gateways        |          |        |               |        |                 |        |                 |        |          | -      | -        |           |
| 1/RPTTF       | 37   | Gateways/Site maintenance   | Weedman/Spence Spraying Service          | Spraying of vacant lots, contingent liability of RDA               | Gateways        |          |        |               |        |                 |        |                 |        |          | -      | -        |           |
| 1/RPTTF       | 38   | Gateways/Site maintenance Gateways/Fencing Services for Agency Property | Spraying Service Construction Rental Svc | Spraying of vacant lots, contingent liability of RDA               | Gateways        |          |        |               |        |                 |        |                 |        |          | -      | -        |           |
| 1/RPTTF       | 39   | Agency Property   | Merced Fence Co                          | Rental fencing for vacant property, contingent liability of RDA    | Gateways        |          |        |               |        |                 |        |                 |        |          | -      | -        |           |
| 1/RPTTF       | 40   | Gateways/Fencing Services for Agency Property                           | Merced Fence Co                          | Rental fencing for vacant property, contingent liability of RDA    | Gateways        |          |        |               |        |                 |        |                 |        |          | 909    | -        |           |
| 1/RPTTF       | 41   | Gateways/Demolition of blighted residences                              | Merced Fence Co                          | Rental fencing for vacant property, contingent liability of RDA    | Gateways        |          |        |               |        |                 |        |                 |        |          | 5,097  | -        |           |
| 1/RPTTF       | 42   | Gateways/Engineering for 18th & Street DDA                              | Golden Valley Engineering                | Engineering site development, contingent liability of RDA          | Gateways        |          |        |               |        |                 |        |                 |        |          | 1,138  | -        |           |
| 1/RPTTF       | 43   | Gateways/Lot entitlements for 18th & I Street DDA                       | City of Merced Development               | Lot merger and planned development, contingent liability of RDA    | Gateways        |          |        |               |        |                 |        |                 |        |          | 5,000  | -        |           |
|               |      |   |  |  |                 |          |        |               |        |                 |        |                 |        |          | 10,000 | -        |           |
| 1/Other       | 1    | Project Area #2/Rehabilitation of 1951 W 7th Street                     | City of Merced-HUD CDBG Program          | Rehabilitation of single family home                               | Project Area #2 |          |        |               |        |                 |        |                 |        |          |        |          |           |
| 1/Other       | 2    | Project Area #2/Merced County Arts Council Lease                        | Merced County Arts Council               | Merced Arts Center Annual Improvements                             | Project Area #2 |          |        |               |        |                 |        |                 |        |          |        |          | 30,900    |
| 1/Other       | 3    | Project Area #2/Merced County Environmental Health                      | Merced County                            | Environmental Clearance for remediation                            | Project Area #2 |          |        |               |        |                 |        |                 |        |          |        |          | 12,425    |
| 1/Other       | 4    | Project Area #2/Castle Analytical Lab                                   | Castle Analytical Lab                    | Testing for environmental clearance                                | Project Area #2 |          |        |               |        |                 |        |                 |        |          |        |          | 7,011     |
| 1/Other       | 5    | Project Area #2/Advanced Chemical Transport                             | Advanced Chemical Trans                  | Hazardous waste transport-#108043                                  | Project Area #2 |          |        |               |        |                 |        |                 |        |          |        |          | 184       |
| 1/Other       | 6    | Project Area #2/Provost & Pritchard Testing                             | Provost & Pritchard                      | Merced Center Paron-Assessment                                     | Project Area #2 |          |        |               |        |                 |        |                 |        |          |        |          | 2,550     |
| 1/Other       | 7    | Project Area #2/Downey Brand LLP  | Downey Brand LLP                         | Legal Representation for Merced Center                             | Project Area #2 |          |        |               |        |                 |        |                 |        |          |        |          | 6,110     |
| 1/Other       | 8    | Project Area #2/Security Monitoring for Environmental                   | ProTech Security                         | Monitor testing site for #108043-MC                                | Project Area #2 |          |        |               |        |                 |        |                 |        |          |        |          | 20,171    |
| 1/Other       | 9    | Project Area #2/Provost & Pritchard Testing                             | Provost & Pritchard                      | R Street Property Clean-up   | Project Area #2 |          |        |               |        |                 |        |                 |        |          |        |          | 270       |
| 1/Other       | 10   | Project Area #2/Provost & Pritchard Testing                             | Provost & Pritchard                      | EPA Merced Center Brownfield Assessment                            | Project Area #2 |          |        |               |        |                 |        |                 |        |          |        |          | 51,629    |
| 1/Other       | 11   | Project Area #2/Merced Theatre Tax Credit Guarantee                     | Wells Fargo Bank, N.A. and PNC Bank,     | Federal Tax Credit Guarantee **                                    | Project Area #2 |          |        |               |        |                 |        |                 |        |          |        |          | 78,434    |
| 1/Other       | 12   | Project Area #2/Debt Service Funding Agreement                          | F & M Bank                               | Debt Service Funding Agreement                                     | Project Area #2 |          |        |               |        |                 |        |                 |        |          |        |          | 4,882,402 |
| 1/Other       | 13   | Project Area #2/Merced Theatre Renovation                               | Lewis C Nelson General Contractors       | Contractor for renovation project                                  | Project Area #2 |          |        |               |        |                 |        |                 |        |          |        |          | 2,567,486 |
| 1/Other       | 14   | Project Area #2/Merced Theatre Renovation                               | Reznick Group                            | Consulting for Audit and Cost Certification                        | Project Area #2 |          |        |               |        |                 |        |                 |        |          |        |          | 2,079,909 |
| 1/Other       | 15   | Project Area #2/Merced Theatre Renovation                               | City of Merced                           | Engineering Services-Project Manager                               | Project Area #2 |          |        |               |        |                 |        |                 |        |          |        |          | 45,000    |
| 1/Other       | 16   | Project Area #2/Merced Theatre Renovation                               | WMB Architects, Inc                      | Architectural and project management                               | Project Area #2 |          |        |               |        |                 |        |                 |        |          |        |          | 40,000    |
|               |      |   |  |  |                 |          |        |               |        |                 |        |                 |        |          |        |          | 125,008   |

[illegible]

## Exhibit B

### REVERSAL OF ASSET TRANSFERS – PROPERTIES TO BE CONVEYED BY THE CITY TO THE CITY OF MERCED DESIGNATED LOCAL AUTHORITY

| Property            | Address             | APN         |
|---------------------|---------------------|-------------|
| South Merced Lots   | 376 S. West Avenue  | 059-240-018 |
| G Street Properties | 2490 G Street       | 033-032-015 |
| Santa Fe Properties | 25 E Santa Fe       | 033-032-012 |
| Parsons Residential | 33 N. Parsons Ave   | 035-140-018 |
| PD 14               | 823 W. 14th Street  | 031-213-012 |
|                     | 843 W. 14th Street  | 031-213-015 |
|                     | 849 W. 14th Street  | 031-213-016 |
|                     | 1011 W. 14th Street | 031-203-019 |
|                     |                     | 031-203-018 |

# Exhibit C

## LIST OF GOVERNMENTAL USE PROPERTIES

### 1. GOVERNMENTAL USE PROPERTIES TO BE RETAINED BY THE CITY:

| APN                                       | Address   | Existing Use   |
|---|---|--|
| 030-204-010                               | 2321 G Street   | Sidewalk, landscaping, sloped grade for "G" Street Undercrossing                                     |
| 033-032-014                               | 2498 G Street   | Sidewalk, landscaping, sloped grade for "G" Street Undercrossing                                     |
| 033-032-013                               | 25 E. Santa Fe  | Right-of-way, sidewalk, landscaping for "G" Street Undercrossing, and realignment of Santa Fe Avenue |
| 030-204-012                               | 15 W. 23rd Street   | Right-of-way (Lorenzo Lane)  |
| 058-110-058                               | 2820 N. Highway 59<br>(formerly 2800 N. Highway 59)   | Right-of-way, sidewalk, landscaping  |
| 058-110-057                               | 2822 N. Highway 59<br>(formerly 2808/2810 N. Highway 59)  | Right-of-way, sidewalk, landscaping  |
| 058-110-054                               | 2830 N. Highway 59<br>(formerly 2824 N. Highway 59)   | Right-of-way, sidewalk, landscaping  |
| 058-110-070                               | 2852 N. Highway 59<br>(formerly 2872 N. Highway 59)   | Right-of-way, sidewalk, landscaping  |
| 058-110-068                               | 2900 N. Highway 59<br>(formerly 2874 N. Highway 59)   | Right-of-way, sidewalk, landscaping  |
| 058-110-066                               | 2902 N. Highway 59<br>(formerly 2906 N. Highway 59)   | Right-of-way, sidewalk, landscaping  |
| 058-110-064<br>058-110-062<br>058-110-060 | 2910 N. Highway 59<br>(formerly 2922 N. Highway 59)<br>2920 N. Highway 59<br>(formerly 2940 N. Highway 59)<br>2930 N. Highway 59<br>(formerly 2960 N. Highway 59) | Right-of-way, sidewalk, landscaping  |

**2. GOVERNMENTAL USE PROPERTIES TO BE RETAINED BY THE PARKING AUTHORITY:**

| <b>APN</b>                 | <b>Address</b>                      | <b>Existing Use</b>      |
|----------------------------|-------------------------------------|--------------------------|
| 031-054-027<br>031-054-026 | 1801 M Street<br>606 W. 19th Street | Public Parking Structure |

# Exhibit D

## LIST OF HOUSING ASSETS

| APN         | Address            | Existing Use |
|-------------|--------------------|--------------|
| 031-161-001 | 1744 I Street      | Vacant Land  |
| 031-074-010 | 1815 I Street      | Vacant Land  |
| 031-074-009 | 1823 I Street      | Vacant Land  |
| 031-082-002 | 150 W. 19th Street | Vacant Land  |
| 031-074-008 | 202 W. 19th Street | Vacant Land  |
| 031-074-011 | 205 W. 18th Street | Vacant Land  |
| 031-074-012 | 211 W. 18th Street | Vacant Land  |
| 031-084-011 | 49 W. 18th Street  | Vacant Land  |
| 059-256-004 | 73 S. R Street     | Vacant Land  |