

COUNTY OF ALAMEDA COUNTYWIDE OVERSIGHT BOARD

RESOLUTION NUMBER NO. OB-2022 - 06

**A RESOLUTION OF THE COUNTY OF ALAMEDA
COUNTYWIDE OVERSIGHT BOARD**

**APPROVING THE ANNUAL RECOGNIZED OBLIGATION PAYMENT SCHEDULE
AND ADMINISTRATIVE BUDGET FOR THE SUCCESSOR AGENCY OF
EMERYVILLE REDEVELOPMENT AGENCY FOR
THE PERIOD JULY 1, 2022 - JUNE 30, 2023, PURSUANT TO SECTION 34177 OF
THE CALIFORNIA HEALTH AND SAFETY CODE**

WHEREAS, the Redevelopment Dissolution Law (AB 1X 26, enacted June 28, 2011, as amended by AB 1484, enacted June 27, 2012 and SB 107, enacted September 22, 2015) and Section 34177 of the Health and Safety Code required the successor agencies, among other things, to expeditiously wind down affairs of each former redevelopment agency (“RDA”), while continuing to meet the former RDA’s enforceable obligations, overseeing completion of redevelopment projects, and disposing of the assets and properties of the former RDA, all as directed by the successor agencies’ oversight boards pursuant to Health and Safety Code Section 34179; and

WHEREAS, Health and Safety Code Section 34179 (j) provided for the creation of a single Countywide Oversight Board (“Oversight Board”) commencing on and after July 1, 2018; and

WHEREAS, Section 34177 (o) of the Health and Safety Code requires the Successor Agency of the Emeryville Redevelopment Agency (“Successor Agency”), following approval by the Oversight Board, to submit to the State Department of Finance (“DOF”), and to the Alameda County Auditor-Controller (“County Auditor”) for review, the Recognized Obligation Payment Schedules (“ROPS”) in the manner provided by DOF no later than February 1; and

WHEREAS, Section 34177 (l) (1) of the Health and Safety Code requires the Successor Agency to prepare a ROPS listing the former RDA’s recognized enforceable obligations, payment sources, and related information for each one-year fiscal period; and

WHEREAS, commencing July 1, 2016, and for each fiscal year thereafter, the Successor Agency is entitled to an annual administrative cost allowance pursuant to Health and Safety Code Section 34171(b); and

WHEREAS, Section 34177 (j) of the Health and Safety Code requires the Successor Agency of the Emeryville Redevelopment Agency (“Successor Agency”), to prepare a proposed administrative budget (“Administrative Budget”) and submit it to the Oversight Board for approval; and

WHEREAS, the Successor Agency has prepared a draft of the ROPS and Administrative Budget for the period July 1, 2022 through June 30, 2023 for the ROPS 2022-2023 and Administrative Budget 2022-2023; respectively, and submitted to the Oversight Board for approval; and

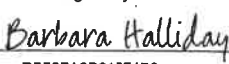
WHEREAS, the Oversight Board held a public meeting on January 19, 2022, and considered the ROPS 2022-2023 and Administrative Budget 2022-2023 following the notice required by law.

NOW, THEREFORE, RESOLVED that the Oversight Board hereby approves "Recognized Obligation Payment Schedule for the period July 1, 2022 through June 30, 2023" attached to this resolution as Exhibit A.

FURTHER RESOLVED that the Oversight Board hereby approves "Administrative Budget for the period July 1, 2022 through June 30, 2023" attached to this resolution as Exhibit B. The Successor Agency is authorized to re-allocate expenditures between line item categories shown in the Administrative Budget and/or to retain outside services as needed to carry out the Successor Agency's administrative responsibilities, provided that the total amount of the Administrative Budget is not exceeded.

PASSED AND ADOPTED at a regular meeting of the Oversight Board for the Successor Agency of Emeryville Redevelopment Agency this 19th day of January, 2022 by the following vote:

Board Members	Carson County Board of Supervisors	Halliday City Selection Committee	Sethy Ind. Special District Committee	Heldman County Office of Education	Dela Rosa Chancellor of the CA Comm. College	O'Connell County Board of Supervisors (Public)	Katz Mulvey Recognized Employee Organization
AYES:	✓	✓	✓	✓	✓	✓	✓
NOES:							
ABSENT:							
ABSTAIN:							
EXCUSED							

DocuSigned by:

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 Chairperson, Barbara Halliday

ATTEST:

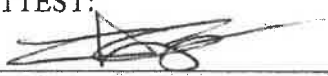

 Secretary of the Countywide Oversight Board
 of the County of Alameda

Exhibit A

Recognized Obligation Payment Schedule
(ROPS) For the July 1, 2022 through
June 30, 2023

**Recognized Obligation Payment Schedule (ROPS 22-23) - Summary
Filed for the July 1, 2022 through June 30, 2023 Period**

Successor Agency: Emeryville
County: Alameda

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)	22-23A Total (July - December)	22-23B Total (January - June)	ROPS 22-23 Total
A Enforceable Obligations Funded as Follows (B+C+D)	\$ -	\$ 1,000,000	\$ 1,000,000
B Bond Proceeds	-	-	-
C Reserve Balance	-	-	-
D Other Funds	-	1,000,000	1,000,000
E Redevelopment Property Tax Trust Fund (RPTTF) (F+G)	\$ 3,517,835	\$ 13,426,320	\$ 16,944,155
F RPTTF	3,292,650	13,201,136	16,493,786
G Administrative RPTTF	225,185	225,184	450,369
H Current Period Enforceable Obligations (A+E)	\$ 3,517,835	\$ 14,426,320	\$ 17,944,155

Certification of Oversight Board Chairman:

Pursuant to Section 34177 (o) 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 successor agency.

Barbara Halliday, Chairperson
Name Title

DocuSigned by:
/s/ *Barbara Halliday* 1/20/2022
Signature Date

Emeryville
Recognized Obligation Payment Schedule (ROPS 22-23) - ROPS Detail
July 1, 2022 through June 30, 2023

A Item #	B Project Name	C Obligation Type	D Agreement Execution Date	E Agreement Termination Date	F Payee	G Description	H Project Area	I Total Outstanding Obligation	J Retired	K ROPS 22-23 Total	L ROPS 22-23A (Jul - Dec)					Q 22-23A Total	R ROPS 22-23B (Jan - Jun)					W 22-23B Total	
											M Fund Sources						N Fund Sources						
											O Bond Proceeds	P Reserve Balance	R Other Funds	S RPTTF	T Admin RPTTF		U Bond Proceeds	V Reserve Balance	W Other Funds	X RPTTF	Y Admin RPTTF		
																							Z
								\$85,723,851		\$17,944,155	\$-	\$-	\$-	\$3,292,650	\$225,185	\$3,517,835	\$-	\$-	\$1,000,000	\$13,201,136	\$225,184	\$14,426,320	
1	Administrative Cost Allowance Per HSC 34177	Admin Costs	07/01/2020	06/30/2023	City of Emeryville	ADM-Finance Administrative Cost Allowance Per HSC 34177	Both	450,369	N	\$450,369					225,185	\$225,185					225,184	\$225,184	
39	Professional Services Agreement (September 1, 2010)	Litigation	09/01/2010	06/30/2023	Cox Castle Nichol森	ENV-Bay Street - Site B Cost Recovery Site B environmental cost recovery litigation	Emeryville	50,000	N	\$50,000				25,000		\$25,000				25,000		\$25,000	
40	Settlements w/ Chevron, Adams, Koeckritz, Robinson, UPRR (July 23, 2010); Agency v Robinson et.al.; Alameda County Sup Ct, Case No. RG06-267594	Remediation	07/23/2010	06/30/2023	EKI, California EPA - DTSC, Cleanwater & other vendors	ENV-Bay Street - Site B Groundwater Remediation Costs to remediate groundwater beneath Site B from on-site and off-site sources	Emeryville		N	\$-						\$-							\$-
41	Professional Services Agreement (10/6/04) and Amendments, 12/2/05; 5/19/06, 2/16/07, 2/19/07; 6/9/08; 12/16/08, 4/21/09; 7/21/09; 5/2/10; 9/21/10; 4/5/11; 6/18/13; 1/20/15; 6/16/15, 1/1/16	Remediation	10/06/2004	06/30/2023	Erler & Kalinowski (EKI)	ENV-Bay Street - Site B Groundwater Remediation Environmental engineer re on-going groundwater remediation at Site B	Emeryville	836,667	N	\$307,000				153,500		\$153,500					153,500		\$153,500
44	Professional Services Agreement PSA (3/31/2003); 1st	Remediation	03/31/2003	06/30/2023	Erler & Kalinowski (EKI)	ENV-Bay Street Site - A Groundwater Monitoring Environmental	Shellmound	368,118	N	\$100,000				50,000		\$50,000					50,000		\$50,000

A	B	C	D	E	F	G	H	I	J	K	L					Q	R					W											
											Item #	Project Name	Obligation Type	Agreement Execution Date	Agreement Termination Date		Payee	Description	Project Area	Total Outstanding Obligation	Retired		ROPS 22-23 Total	ROPS 22-23A (Jul - Dec)					ROPS 22-23B (Jan - Jun)				
																								Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	22-23A Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF
	Amendment to PSA (04/20/2004); 2nd Amendment to PSA (10/5/2011)					engineer re on-going groundwater monitoring at Bay Street/Site A																											
45	Environmental Oversight Agreement (Amended 3/13/07)	Remediation	03/13/2007	06/30/2023	California EPA - DTSC	ENV-Bay Street Site - A Groundwater Monitoring Regulatory Oversight 7/20/98 12/31/22	Shellmound	50,000	N	\$50,000				25,000		\$25,000					25,000		\$25,000										
46	Settlement Agreement & Order (Feb 23, 2001) - Agency v Elementis, US District Ct, Case No. C99-03719 WHA	Remediation	02/23/2001	06/30/2021	Sherwin Williams	ENV-Bay Street Site - A Groundwater Monitoring Reimbursement of Groundwater Monitoring/ Remediation Costs w/credit for sums paid to EKI	Shellmound		N	\$-						\$-							\$-										
48	City/Agency Purchase & Sale Agreement (June 4, 2009) - Corp Yard/Jan 27, 2012 Claim of City of Emeryville-California Tort Claim Act	Remediation	06/04/2009	06/30/2018	City of Emeryville as Indemnatee	ENV-Corporation Yard Remediation Indemnification of City for costs of remediation and monitoring of soil and groundwater contamination	Emeryville		N	\$-						\$-							\$-										
49	Professional Services Agreement (September 1, 2010)	Legal	09/01/2010	06/30/2023	Cox Castle Nicholsen	ENV-Corporation Yard Remediation Legal services relating to recovery of remediation costs	Emeryville	4,850,000	N	\$4,850,000				2,425,000		\$2,425,000					2,425,000		\$2,425,000										
62	Contract for services	Professional Services	03/01/2020	06/30/2024	Certified Public Accountants	F-Finance Audit Services	Both	18,000	N	\$18,000				10,000		\$10,000					8,000		\$8,000										
63	Bank account	Fees	08/01/2019	06/30/2023	Mechanics Bank	F-Finance Bank fees	Both	2,800	N	\$2,800				1,400		\$1,400					1,400		\$1,400										

A	B	C	D	E	F	G	H	I	J	K	ROPS 22-23A (Jul - Dec)					Q	ROPS 22-23B (Jan - Jun)					W	
											L	M	N	O	P		R	S	T	U	V		
																							Fund Sources
Item #	Project Name	Obligation Type	Agreement Execution Date	Agreement Termination Date	Payee	Description	Project Area	Total Outstanding Obligation	Retired	ROPS 22-23 Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	22-23A Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	22-23B Total	
64	Bond Trustee Fees	Fees	09/01/1995	09/01/2034	Bank of New York Mellon	F-Finance Bond Trustee services	Both	7,500	N	\$7,500				7,500		\$7,500							\$-
67	Contract for services	Professional Services	01/12/1990	12/31/2023	MuniServices	F-Finance Property Tax Audit Services	Both		N	\$-						\$-							\$-
103	Tax Allocation Revenue Bond covenants	Professional Services	07/01/2014	06/30/2023	Wildan Financial	F-Finance Annual Continuing Disclosure reporting	Both	3,500	N	\$3,500						\$-				3,500			\$3,500
104	Tax Allocation Revenue Bond covenants	Professional Services	07/01/2014	06/30/2023	PFM Group	F-Finance Arbitrage/ Rebate calculations	Both	2,750	N	\$2,750				2,750		\$2,750							\$-
116	Tax Allocation Refunding Bonds, 2014A Debt Service Payment	Refunding Bonds Issued After 6/27/12	09/03/2014	09/01/2034	Bank of New York Mellon	Full annual debt service for calendar year per bond docs. Interest payable March 1 and Sept 1, principal payable Sept 1	Both	66,191,875	N	\$9,583,875						\$-			1,000,000	8,583,875			\$9,583,875
117	Tax Allocation Refunding Bonds, 2014B Debt Service Payment	Refunding Bonds Issued After 6/27/12	09/03/2014	09/01/2031	Bank of New York Mellon	Full annual debt service for calendar year per bond docs. Interest payable March 1 and Sept 1, principal payable Sept 1	Both	8,997,272	N	\$1,333,361						\$-				1,333,361			\$1,333,361
121	Environmental Oversight Agreement	Remediation	01/15/2019	06/30/2023	California EPA - DTSC	Env - South Bayfront Site B Groundwater Remediation Oversight		50,000	N	\$50,000				25,000		\$25,000				25,000			\$25,000
122	Imminent & Substantial Endangerment Order	Remediation	01/15/2019	06/30/2023	California EPA - DTSC	Environmental - Corporation Yard Remediation Enforcement/ Oversight		100,000	N	\$100,000				50,000		\$50,000				50,000			\$50,000
123	Professional Services Agreement	Remediation	01/15/2019	06/30/2021	Erler & Kalinowski (EKI)	Environmental - Corporation Yard - Remediation of soil and			N	\$-						\$-							\$-

A	B	C	D	E	F	G	H	I	J	K	ROPS 22-23A (Jul - Dec)					Q	ROPS 22-23B (Jan - Jun)					W							
											L	M	N	O	P		22-23A Total	Fund Sources					22-23B Total						
																		Bond Proceeds	Reserve Balance	Other Funds	RPTTF			Admin RPTTF	Fund Sources				
																									Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF
						groundwater contamination pursuant to DTSC Imminent & Substantial Endangerment Order. Obligation is \$39,000 plus LAIF interest \$1,000 = \$40,000																							
125	Loan Agreement - City and Successor Agency	Remediation	12/15/2020	06/30/2022	City of Emeryville	Environmental - Corporation Yard - City/ Successor Agency Loan for Costs of EKI item 123	Corporation Yard	-	N	\$-						\$-								\$-					
126	Professional Services Agreement	Remediation	07/01/2021	06/30/2023	Erler & Kalnowski (EKI)	126 - On January 19, 2021, the Successor Agency approved a contract with EKI Environment & Water in the amount of \$3,500,000 to undertake environmental engineering work in response to the Order commencing July 1, 2021.	Corporation Yard	3,745,000	N	\$1,035,000				517,500		\$517,500					517,500			\$517,500					

Emeryville
Recognized Obligation Payment Schedule (ROPS 22-23) - Report of Cash Balances
July 1, 2019 through June 30, 2020
(Report Amounts in Whole Dollars)

Pursuant to Health and Safety Code section 34177 (I), Redevelopment Property Tax Trust Fund (RPTTF) may be listed as a source of payment on the ROPS, but only to the extent no other funding source is available or when payment from property tax revenues is required by an enforceable obligation.								
A	B	C	D	E	F	G	H	
ROPS 19-20 Cash Balances (07/01/19 - 06/30/20)		Fund Sources				Comments		
		Bond Proceeds		Reserve Balance	Other Funds			RPTTF
		Bonds issued on or before 12/31/10	Bonds issued on or after 01/01/11	Prior ROPS RPTTF and Reserve Balances retained for future period(s)	Rent, grants, interest, etc.			Non-Admin and Admin
1	Beginning Available Cash Balance (Actual 07/01/19) RPTTF amount should exclude "A" period distribution amount.			223,301	3,524,658		PFY Ending Balance	
2	Revenue/Income (Actual 06/30/20) RPTTF amount should tie to the ROPS 19-20 total distribution from the County Auditor-Controller				505,680	13,134,470	Other Funds - Interest Income	
3	Expenditures for ROPS 19-20 Enforceable Obligations (Actual 06/30/20)			81,607	1,266,417	14,579,260		
4	Retention of Available Cash Balance (Actual 06/30/20) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)				1,444,790	(1,444,790)	Use of Other Funds	
5	ROPS 19-20 RPTTF Prior Period Adjustment RPTTF amount should tie to the Agency's ROPS 19-20 PPA form submitted to the CAC			No entry required				
6	Ending Actual Available Cash Balance (06/30/20) C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)	\$-	\$-	\$141,694	\$1,319,131	\$-		

Emeryville
Recognized Obligation Payment Schedule (ROPS 22-23) - Notes
July 1, 2022 through June 30, 2023

Item #	Notes/Comments
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44	The Successor Agency will consider an amendment to the EKI contract on January 18, 2022 to add funding of \$100,000 to continue the work.
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122	122 - On August 13, 2020, the California EPA, Department of Toxic Substances Control (DTSC), issued an Imminent and/or Substantial Endangerment Order and Remedial Action Order ("Order") to the Successor Agency to remediate hazardous substances contamination at 5679 Horton Street, Emeryville ("Corporation Yard Site"). The Order is an enforceable obligation pursuant to Health and Safety Code 34171(d)(1)(C).
123	
125	
126	On January 19, 2021 the Successor Agency approved a contract with EKI Environment & Water in the amount of \$2,710,000 to undertake environmental engineering work in response to the ISE Order (see item 122). The Successor Agency will consider an amendment to the EKI contract on January 18, 2022 to add funding of \$1,035,000 to continue the work.

Exhibit B

Administrative Budget for the Period July 1,
2022 through June 30, 2023

Successor Agency (SA) Administrative Budgets

Administrative Allowance Charges

	22-23A Total (July - December)	22-23B Total (January - June)	ROPS 22-23 Total
Departments/Functions			
City Manager	\$ 4,611	\$ 4,611	\$ 9,223
City Clerk	3,715	3,715	7,429
City Attorney	21,986	21,986	43,972
Administrative Services	157,800	157,800	315,600
Public Works	12,115	12,115	24,231
	-	-	
General Operating Costs (rent, insurance, equipment, etc.)	24,957	24,957	49,914
Total	\$ 225,184	\$ 225,184	\$ 450,369

Tasks Include:

- Staff Meetings
- Staff Reports & Research
- Agendas & Minutes
- ROPS & Administrative Budget Preparation
- Overall SA Management
- Records Management & Website
- Maintenance of SA Property Information
- General Correspondence
- Attend Board Meetings
- Coordinate & Prepare SA Meetings
- Financial Management/Budgeting/Accounts Payable
- Annual Reporting