

**OVERSIGHT BOARD RESOLUTION NO. 116-16-OB**

**RESOLUTION OF THE OVERSIGHT BOARD OF THE  
SUNNYVALE SUCCESSOR AGENCY APPROVING THE  
RECOGNIZED OBLIGATION PAYMENT SCHEDULE 16-  
17 FOR THE PERIOD OF JULY 2016 THROUGH JUNE  
2017, AND MAKING RELATED FINDINGS AND  
DECLARATIONS AND TAKING RELATED ACTIONS**

WHEREAS, the California state legislature enacted Assembly Bill x1 26 (the "Dissolution Act") to dissolve redevelopment agencies formed under the Community Redevelopment Law (Health & Safety Code Sections 33000 *et seq.*); and

WHEREAS, on January 10, 2012, the City Council of the City of Sunnyvale (the "City Council") declared that the City of Sunnyvale (the "City"), would act as successor agency (the "Successor Agency") for the dissolved Redevelopment Agency of the City of Sunnyvale (the "Dissolved RDA") effective February 1, 2012, pursuant to Health & Safety Code Section 34173; and

WHEREAS, on February 1, 2012, the RDA was dissolved pursuant to Health & Safety Code Section 34172; and

WHEREAS, the Dissolution Act provides for the appointment of an oversight board (the "Oversight Board") with specific duties to approve certain Successor Agency actions, such as approve the establishment of recognized obligation payment schedules of the Successor Agency and to direct the Successor Agency in certain other actions (pursuant to Health & Safety Code Sections 34080 and 34181); and

WHEREAS, pursuant to AB 1484 ("AB 1484"), enacted June 27, 2012, to amend various provisions of the Dissolution Act, the Successor Agency is now declared to be a separate legal entity from the City; and

WHEREAS, the Successor Agency submitted the Proposed ROPS 16-17 to the Santa Clara County Administrative Officer, the Santa Clara County Auditor-Controller, and the State Department of Finance (pursuant to Health & Safety Code Section 34179.6), and under the Dissolution Act, the Proposed ROPS 16-17 must be submitted to Oversight Board for the Oversight Board's approval.

NOW, THEREFORE, BE IT RESOLVED THAT THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY FOR THE FORMER REDEVELOPMENT AGENCY OF THE CITY OF SUNNYVALE HEREBY FINDS, RESOLVES, AND DETERMINES THAT:

1. The foregoing recitals are true and correct, and, together with information provided by the Successor Agency staff and the public, form the basis for the approvals, findings, resolutions, and determinations set forth below.

2. The Oversight Board has examined the items on the Approved ROPS 16-17 and finds that each of them is necessary for the continued maintenance and preservation of property owned by the Successor Agency until disposition in accordance with the Dissolution Act, the continued administration of the ongoing agreements herein approved by the Oversight Board, or the expeditious wind-down of the affairs of the Dissolved RDA by the Successor Agency.

3. The Oversight Board hereby approves the Proposed ROPS 16-17 in the form presented to the Oversight Board and attached hereto as Exhibit A (the "Approved ROPS 16-17").

4. The Oversight Board hereby authorizes and directs the Successor Agency staff to take all actions necessary under the Dissolution Act to file, post, mail or otherwise deliver via electronic mail, internet posting, and/or hardcopy, all notices and transmittals necessary or convenient in connection with the approval of the Approved ROPS 16-17 and to take any other administrative actions necessary to ensure the validity of the ROPS 16-17 and the validity of any enforceable obligation approved by the Oversight Board in this Resolution. In addition, the Oversight Board authorizes and directs the Successor Agency staff to make such non-substantive revisions to the Approved ROPS 16-17 as may be necessary to submit the Approved ROPS 16-17 in any modified form required by the Department of Finance, and the Approved ROPS 16-17 as modified shall thereupon constitute the Approved ROPS 16-17 as approved by the Oversight Board pursuant to this Resolution.

5. This Resolution shall take effect at the time and in the manner prescribed in Health & Safety Code Section 34179(h).

Adopted by the Oversight Board of the Successor Agency to the Redevelopment Agency of the City of Sunnyvale at a regular meeting held on January 28, 2016, by the following vote:

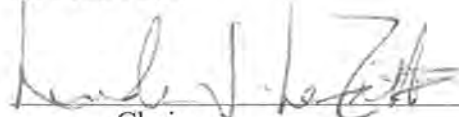
AYES: LEZOTTE, BILICH, MORENO, QUINONEZ , TINSLEY, KIRBY, BRADLEY  
NOES: NONE  
ABSTAIN: NONE  
ABSENT: NONE  
RECUSAL: NONE

ATTEST:

By   
Successor Agency Clerk

[SEAL]

APPROVED:

  
Chair

**EXHIBIT A**

**Recognized Obligation Payment Schedule (ROPS 16-17) - Summary**  
 Filed for the July 1, 2016 through June 30, 2017 Period

Successor Agency: Sunnyvale  
 County: Santa Clara

Current Period Requested Funding for Enforceable Obligations (ROPS Detail)		16-17A Total	16-17B Total	ROPS 16-17 Total
Enforceable Obligations Funded with Non-Redevelopment Property Tax Trust Fund (RPTTF) Funding				
A	Sources (B+C+D):	\$ -	\$ -	\$ -
B	Bond Proceeds Funding	-	-	-
C	Reserve Balance Funding	-	-	-
D	Other Funding	-	-	-
E	Enforceable Obligations Funded with RPTTF Funding (F+G):	\$ 2,015,179	\$ 322,921	\$ 2,338,100
F	Non-Administrative Costs	1,890,179	197,921	2,088,100
G	Administrative Costs	125,000	125,000	250,000
H	Current Period Enforceable Obligations (A+E):	\$ 2,015,179	\$ 322,921	\$ 2,338,100

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.

LINDA J LEZOFFE CHAIR  
 Name Title  
Linda J LeZoffe 1.29.16  
 Signature Date

Sunnyvale Recognized Obligation Payment Schedule (ROPS 16-17) - ROPS Detail  
 July 1, 2016 through June 30, 2017  
 (Report Amounts in Whole Dollars)

A	B	C	D	E	F	G	H	I	J	K	L			M			N			O			P			Q	R	S	T	U	V	W
											16-17A	16-17B	16-17C	16-17A	16-17B	16-17C	16-17A	16-17B	16-17C	16-17A	16-17B	16-17C	16-17A	16-17B	16-17C							
1	Project Name/Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Field Outstanding Debt or Obligation	Retired	ROPS 16-17 Total	Bond Proceeds	Non-Admin. (Non-RPTIF)	Admin. (RPTIF)	Total	16-17A Total	16-17B Total	16-17C Total	16-17A Total	16-17B Total	16-17C Total	16-17A Total	16-17B Total	16-17C Total	16-17A Total	16-17B Total	16-17C Total	16-17A Total	16-17B Total	16-17C Total			
1	2003 City of Sunnyvale (Sunnyvale) Parking Facility (Refunding)	Bonds Issued On or Before 12/31/10	11/07/03	07/05/03	U.S. Bank	197 Bonds issued to fund development projects in the Central Corridor area, refunded in 1992.	Central Core	\$ 20,077,875	\$ 4,203,324	\$ 2,338,102	\$ 2,338,102	\$ -	\$ 1,902,178	\$ 125,000	\$ 2,015,178	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
2	Bond Covers Other Than Interest Debt Service	Bonds Issued On or Before 12/31/10	11/07/03	10/1/02	Professional services	Files for trustee services, resale of bonds, and other services.	Central Core	\$ 27,065	\$ -	\$ 4,500	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -		
3	Repayment Obligations 1977 Loan Restructuring Agreement	City County Loans On or Before 6/27/11	5/11/97	9/30/07	City of Sunnyvale	Pursuant to the resolution that authorized the issuance of 1977 City County Bonds, the Agreement obligated to use moneys from tax revenue to repay the City, with the exception of the amount of other contributions (including transfer payments) for the acquisition, construction, and construction of the project.	Central Core	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -		
4	2010 Amended Declaration and Participation Agreement Article 8	CPA/CDM/Contribution	3/2/07	9/30/08	Town Center Developer	Annual payments in consideration for the developer constructing and operating the project.	Central Core	\$ 827,102	\$ -	\$ 207,000	\$ -	\$ -	\$ -	\$ -	\$ 138,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -		
5	2010 Amended Declaration and Participation Agreement Article 4	CPA/CDM/Contribution	9/2/07	9/30/08	State Water Resources Control Board, San Jose and environmental work	Investigation and remediation of hazardous materials.	Central Core	\$ 365,546	\$ -	\$ 125,000	\$ -	\$ -	\$ -	\$ -	\$ 60,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -		
6	2010 Amended Declaration and Participation Agreement	Project Management Costs	9/2/07	9/30/08	Professional services	Technical and outside legal counsel.	Central Core	\$ 137,549	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -		
7	RCA Special Projects	Property Dispositions	7/1/06	9/30/07	Professional services	Technical and outside legal counsel.	Central Core	\$ 250,000	\$ -	\$ 250,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -		
8	Administration and operation of Successor Agency	Admin Costs	7/1/06	9/30/07	Agency staff and professional services	Agency staff and professional services.	Central Core	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -		
9	Amended and Renewed Reimbursement Agreement for 1996 Certificates of Participation	City County Loans After 6/27/11	4/24/02	10/1/02	City of Sunnyvale	Overnight loans authorized the RSA to issue for the purpose of the project to repay the City for all loans.	Central Core	\$ 14,224,679	\$ -	\$ 1,148,258	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -		
10	Legal fees	Legal	7/1/06	9/30/07	Goffman & Uman Agency	Litigation regarding enforceable interests to the Low and Moderate Income Housing Successor Agency.	Central Core	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -		
11	Low and Moderate Income Housing Fund Deferral Reimbursement	Miscellaneous	9/26/98	9/30/07	Housing Successor Agency	Litigation regarding enforceable interests to the Low and Moderate Income Housing Successor Agency.	Central Core	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -		
12	Amended and Renewed Reimbursement Agreement for 1996 Certificates of Participation	City County Loans After 6/27/11	4/24/02	10/1/02	City of Sunnyvale	Overnight loans authorized the RSA to issue for the purpose of the project to repay the City for all loans.	Central Core	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -		
13	Amended and Renewed Reimbursement Agreement for 1996 Certificates of Participation	City County Loans After 6/27/11	4/24/02	10/1/02	City of Sunnyvale	Overnight loans authorized the RSA to issue for the purpose of the project to repay the City for all loans.	Central Core	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -		
14	Amended and Renewed Reimbursement Agreement for 1996 Certificates of Participation	City County Loans After 6/27/11	4/24/02	10/1/02	City of Sunnyvale	Overnight loans authorized the RSA to issue for the purpose of the project to repay the City for all loans.	Central Core	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -		



**Sunnyvale Recognized Obligation Payment Schedule (ROPS 16-17) - Report of Cash Balances**  
 (Report Amounts in Whole Dollars)

A	B	C	D	E	F	G	H	I								
									Fund Sources							
									Bond Proceeds		Reserve Balance		Other		RPTTF	
Bonds issued on or before 12/31/10	Bonds issued on or after 01/01/11	Prior ROPS period balances and DDR RPTTF balances retained	Prior ROPS RPTTF distributed as reserve for future period(s)	Rent, grants, interest, etc.	Non-Admin and Admin	Comments										
<b>Cash Balance Information by ROPS Period</b>																
<b>ROPS 15-16A Actuals (07/01/15 - 12/31/15)</b>																
1	Beginning Available Cash Balance (Actual 07/01/15)	1,926,729					235,471	Prior PPA								
2	Revenue/Income (Actual 12/31/15) RPTTF amounts should tie to the ROPS 15-16A distribution from the County Auditor-Controller during June 2015	1,543,906				14,200,328	695,572	approved less PPA								
3	Expenditures for ROPS 15-16A Enforceable Obligations (Actual 12/31/15)	1,543,446				14,200,328	676,105									
4	Retention of Available Cash Balance (Actual 12/31/15) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)															
5	ROPS 15-16A RPTTF Balances Remaining															
6	Ending Actual Available Cash Balance C to G = (1 + 2 - 3 - 4), H = (1 + 2 - 3 - 4 - 5)	\$ 1,927,189	\$ -	\$ -	\$ -	\$ -	\$ 254,938									
<b>ROPS 15-16B Estimate (01/01/16 - 06/30/16)</b>																
7	Beginning Available Cash Balance (Actual 01/01/16) (C, D, E, G = 4 + 6, F = H4 + F4 + F6, and H = 5 + 6)	\$ 1,927,189	\$ -	\$ -	\$ -	\$ -	\$ 254,938									
8	Revenue/Income (Estimate 06/30/16) RPTTF amounts should tie to the ROPS 15-16B distribution from the County Auditor-Controller during January 2016						340,899									
9	Expenditures for ROPS 15-16B Enforceable Obligations (Estimate 06/30/16)						424,621									
10	Retention of Available Cash Balance (Estimate 06/30/16) RPTTF amount retained should only include the amounts distributed as reserve for future period(s)						-									
11	Ending Estimated Available Cash Balance (7 + 8 - 9 - 10)	\$ 1,927,189	\$ -	\$ -	\$ -	\$ -	\$ 171,216									

No entry required

