



**Oversight Board
to the City of Ridgecrest
Successor Redevelopment Agency**

AGENDA

**Special Meeting
Monday September 16, 2013
6:00pm**

**City Hall
100 West California Avenue
Ridgecrest, CA 93555
(760) 499-5062**

**County Of Kern Board of Supervisors
Jim Fallgatter
Peggy Breeden**

**City of Ridgecrest Mayor
Geri Haradon
Tess Sloan**

**Kern County Superintendent of Education
Gary Rice**

**Chancellor California Community Colleges
Gale Lebsock**

**Kern County Water Agency
Vacant**



**OVERSIGHT BOARD
TO THE CITY OF RIDGECREST
SUCCESSOR REDEVELOPMENT AGENCY**

**Special Meeting
Monday September 16, 2013
6:00 p.m.**

**CITY COUNCIL CHAMBERS
100 West California Avenue
Ridgecrest, CA 93555**

This meeting room is wheelchair accessible. Accommodations and access to City meetings for people with other handicaps may be requested of the Secretary of the Board (499-5062) five working days in advance of the meeting.

In compliance with Senate Bill 343, Oversight Board Agenda and corresponding writings are available for public inspection at the following locations:

1. City of Ridgecrest City Hall, 100 W. California Ave., Ridgecrest, CA 93555
2. Kern County Library – Ridgecrest Branch, 131 E. Las Flores Avenue, Ridgecrest, CA 93555
3. City of Ridgecrest official website at <http://ci.ridgecrest.ca.us>

CALL TO ORDER

ROLL CALL

PLEDGE OF ALLEGIANCE

APPROVAL OF AGENDA

APPROVAL OF MINUTES – February 28, 2013

PUBLIC COMMENT

DISCUSSION AND OTHER ACTION ITEMS

1. Review And Approve Recognized Obligations Payment Schedule (ROPS 2013-14B) Of The Former Ridgecrest Redevelopment Agency And Approval Of Resolution Presented By Adoption Parsons
2. Review of Proposals Received And Approval For The Successor Agency To Enter Into A Contract With Kosmont Associates To Develop And Implement The Agency's Property Management Plan (PMP) As Required By The State Of California Department Of Finance (DOF) By Resolution Parsons

BOARD MEMBER COMMENTS

SUPPORT STAFF COMMENTS

ADJOURNMENT

OVERSIGHT BOARD TO THE RIDGECREST REDEVELOPMENT

SUCCESSOR AGENCY AGENDA ITEM

SUBJECT:

Review And Approve Recognized Obligations Payment Schedule (ROPS 2013-14B) Of The Former Ridgecrest Redevelopment Agency And Approval Of Resolution Presented By Adoption

PRESENTED BY:

Gary Parsons

SUMMARY:

The City Council, at their regular meeting of September 4, 2013, reviewed the agency staff prepared Recognized Obligations Payment Schedule (ROPS 2013-14B) of the prior Ridgecrest Redevelopment Agency and has recommended by Resolution No. 13-74 approval of its presentation for review and approval by the Oversight Board.

Staff is presenting the Ridgecrest Redevelopment Successor Agency approved ROPS 2013-14B to the Ridgecrest Redevelopment Agency's Oversight Board for its review and adoption by Resolution. The ROPS 2013-14B is for the period of January 1, 2014 through June 30, 2014.

One additional Item has been added to the ROPS 2013-14B; that of an adjustment to a previous demand regarding AB1290 by The Kern County Superintendent of Schools in the amount of \$30,088.00 (see attached letter and supporting documentation from Public Economics, Inc.). The amount is to be funded as a RPTTF expense.

Staff will provide an overview and respond to any questions of the Oversight Board concerning the ROPS 2013-14B and recommends its approval for submitting to the State of California Department of Finance (DOF).

Proposed ROPS 2013-14B attached for your review.

FISCAL IMPACT:

Funding of Recognized Obligations of the Successor Agency ROPS 2013-14B for the period January 1, 2014 through June 30, 2014

ACTION REQUESTED:

Approval Of ROPS 2013-14B Of The Oversight Board By Motion To Adopt Resolution No. 13-03

Submitted by: G. Parsons

Action Date September 16, 2013

Recognized Obligation Payment Schedule (ROPS 13-14B) - Summary

Filed for the January 1, 2014 through June 30, 2014 Period

Name of Successor Agency: Ridgecrest

Name of County: Kern

Current Period Requested Funding for Outstanding Debt or Obligation	Six-Month Total
Enforceable Obligations Funded with Non-Redevelopment Property Tax Trust Fund (RPTTF) Funding	
A Sources (B+C+D):	\$ -
B Bond Proceeds Funding (ROPS Detail)	-
C Reserve Balance Funding (ROPS Detail)	-
D Other Funding (ROPS Detail)	-
E Enforceable Obligations Funded with RPTTF Funding (F+G):	\$ 4,268,093
F Non-Administrative Costs (ROPS Detail)	4,159,403
G Administrative Costs (ROPS Detail)	108,690
H Current Period Enforceable Obligations (A+E):	\$ 4,268,093

Successor Agency Self-Reported Prior Period Adjustment to Current Period RPTTF Requested Funding	
I Enforceable Obligations funded with RPTTF (E):	4,268,093
J Less Prior Period Adjustment (Report of Prior Period Adjustments Column U)	(511,788)
K Adjusted Current Period RPTTF Requested Funding (I-J)	\$ 3,756,305

County Auditor Controller Reported Prior Period Adjustment to Current Period RPTTF Requested Funding	
L Enforceable Obligations funded with RPTTF (E):	4,268,093
M Less Prior Period Adjustment (Report of Prior Period Adjustments Column AB)	-
N Adjusted Current Period RPTTF Requested Funding (L-M)	4,268,093

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.

Name	Title
/s/	
Signature	Date

Recognized Obligation Payment Schedule (ROPS) 13-14B - Report of Fund Balances
(Report Amounts in Whole Dollars)

Pursuant to Health and Safety Code section 34177(l), 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	I	J	K		
Fund Balance Information by ROPS Period		Fund Sources								Comments		
		Bond Proceeds		Reserve Balance		Other	RPTTF		Total			
		Bonds Issued on or before 12/31/10	Bonds Issued on or after 01/01/11	Review balances retained for approved enforceable obligations	RPTTF balances retained for bond reserves	Rent, Grants, Interest, Etc.	Non-Admin	Admin				
ROPS III Actuals (01/01/13 - 6/30/13)												
1	Beginning Available Fund Balance (Actual 01/01/13) Note that for the RPTTF, 1 + 2 should tie to columns L and Q in the Report of Prior Period Adjustments (PPAs)								-	\$ -		
2	Revenue/Income (Actual 06/30/13) Note that the RPTTF amounts should tie to the ROPS III distributions from the County Auditor-Controller						3,531,364	125,000		\$ 3,656,364		
3	Expenditures for ROPS III Enforceable Obligations (Actual 06/30/13) Note that for the RPTTF, 3 + 4 should tie to columns N and S in the Report of PPAs						3,518,920	125,000		\$ 3,643,920		
4	Retention of Available Fund Balance (Actual 06/30/13) Note that the Non-Admin RPTTF amount should only include the retention of reserves for debt service approved in ROPS III						-	-		\$ -		
5	ROPS III RPTTF Prior Period Adjustment Note that the net Non-Admin and Admin RPTTF amounts should tie to columns O and T in the Report of PPAs.	No entry required						511,788	-		\$ 511,788	
6	Ending Actual Available Fund Balance (1 + 2 - 3 - 4 - 5)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 12,444	\$ -		\$ (499,344)		
ROPS 13-14A Estimate (07/01/13 - 12/31/13)												
7	Beginning Available Fund Balance (Actual 07/01/13) (C, D, E, G, and I = 4 + 6, F = H4 + F6, and H = 5 + 6)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 524,232	\$ -		\$ 12,444		
8	Revenue/Income (Estimate 12/31/13) Note that the RPTTF amounts should tie to the ROPS 13-14A distributions from the County Auditor-Controller						1,177,177	141,310		\$ 1,318,487		
9	Expenditures for 13-14A Enforceable Obligations (Estimate 12/31/13)						1,188,015	141,310		\$ 1,329,325		
10	Retention of Available Fund Balance (Estimate 12/31/13) Note that the RPTTF amounts may include the retention of reserves for debt service approved in ROPS 13-14A									\$ -		
11	Ending Estimated Available Fund Balance (7 + 8 - 9 -10)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 513,394	\$ -		\$ 1,606		

Recognized Obligation Payment Schedule 13-14B - Notes

January 1, 2014 through June 30, 2014

Item #	Notes/Comments
#25	Pass thru tax increment owed to Sierra Sand Unified School District was previously approved on ROPS 13-14A with the funding coming from the redevelopment fund reserve balance. However on March 19, 2013 the Successor Agency had to transfer all the redevelopment's liquid assets to Kern County and that was before the Successor Agency was allowed to disburse the pass thru increment to the district. On this ROPS, we listed this obligation again with funding coming from the RPTTF source
#24	The payee's name for this item was originally listed as Kosmont. The contract has not been awarded to the firm who will be doing the services so we decided to change the payee's name to TBD, short for "To Be Determined".
#9	In previous ROPS the annual bond continuing disclosure reporting requirement was performed by Kelling, Norcross and Nobriga. There is a possibility that a different firm will be doing this service in this reporting period, hence the TBD designation in the "Payee" column.
#22	final billing for production of DDR exceeded the previous rops request
32	Adjustment to previous demand regarding AB1290 pass-throughs owed for prior years 2008-09 through 2010-11 to KCSOS

PUBLIC ECONOMICS, INC.



August 26, 2013

Mr. Dennis Speer
Interim City Manager
City of Ridgecrest
100 W. California Ave.
Ridgecrest, CA 93555

Also Transmitted Via E-Mail to dspeer@ridgecrest-ca.gov

Re: Adjustment to Previous Demand Regarding AB 1290 Pass-Throughs Owed for Prior Years from Former Redevelopment Agency ("RDA")

Dear Mr. Speer,

On behalf of Public Economics, Inc. ("PEI"), and at the request of Kern County Superintendent of Schools ("KCSOS"), I hereby submit the following adjustment to my previous demand letter to you dated June 28, 2013.

Purpose of Previous Demand Letter

The purpose of the demand letter was to (i) identify the issue of underpayment of AB 1290 pass-throughs for prior years pursuant to the LAUSD Decision, (ii) ask for relief on the next ROPS, and (iii) provide an initial estimate of underpayment amounts (subject to potential adjustment). But as noted in the letter:

"Actual additional amounts owed for FYs 2008-09 through 2010-11 may be somewhat different than the above estimates, depending in large part on actual pass-throughs received from the County A-C. Accordingly, additional amounts owed may be reduced if actual AB 1290 pass-throughs are greater than PEI has estimated for the three year period in question.

"In the near future, PEI will provide detailed documentation of how it determined its estimate. PEI will also continue to work collaboratively with the County A-C to confirm the amount of AB 1290 pass-through actually paid by the County A-C for FYs 2008-09 through 2010-11. In the near future PEI will advise the City if any adjustments are required to the above estimates of additional AB 1290 pass-throughs owed."

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Mr. Dennis Speer

Re: Adjustment to AB 1290 Pass-Throughs Owed for Prior Years from Former Redevelopment Agency

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Adjustments to Previous Estimates

In the previous letter, PEI intended to provide “estimates of additional AB 1290 pass-throughs from the Ridgecrest Redevelopment Project (“Project”) for FYs 2008-09 through 2010-11 to KCSOS based on implementation of the LAUSD Decision (net of previous payments received) [f]or FYs 2008-09 through 2010-11,” i.e., for three prior years. *However, PEI inadvertently showed estimated net AB 1290 amounts owed for four prior years.*

Hence, besides updating our prior estimates for *actual* AB 1290 pass-throughs received, the adjusted net additional amounts owed for *three prior years* are:

- \$30,088 to KCSOS

\$30,088 Total Adjusted Underpayment

While not relevant to the current demand adjustment, in the previous letter PEI also inadvertently failed to mention that the County A-C did not make statutory “2 percent” or inflationary pass-throughs to KCSOS from the Project, as required by statute and the Santa Ana Decision. However, per statute, the responsibility for making “2 percent” pass-throughs has always belonged to the County A-C, not the RDA. Hence, PEI will deal directly with the County A-C regarding this issue.

Adjustment to Previous Demand

In light of the forgoing, PEI adjusts its previous demand that the City as Successor Agency to the former RDA add enforceable obligations to draft ROPS 13-14B that were not included on ROPS 13-14A for the pass-through underpayment amount owed for FYs 2008-09 through 2010-11:

- Description: Additional AB 1290 Pass-Through Payments Owed Pursuant to LAUSD Decision for FYs 2008-09 through 2010-11 (PRE-DISSOLUTION)
- Payee: KCSOS
- Total Outstanding Debt or Obligation: \$30,088
- Total Due During FY 2013-14: Same as Total Outstanding Debt or Obligation
- Funding Source: RPTTF for all affected taxing entities
- Six-Month Total: Same as Total Outstanding Debt or Obligation

Implementation of Adjusted Demand

As noted in the previous letter, following dissolution of the former RDA on February 1, 2012, statutory authority to pay pass-throughs was assigned to the County A-C, not the Successor Agency. This authority specifically includes pass-throughs that were underpaid for FY 2011-12 and future. PEI is working with the County A-C to ensure that pass-throughs are paid correctly for those years.

However, the obligation to pay pass-throughs that were underpaid for prior years (i.e., before FY 2011-12) continues to reside with the Successor Agency. Indeed, in a phone conference with

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Mr. Dennis Speer

Re: Adjustment to AB 1290 Pass-Throughs Owed for Prior Years from Former Redevelopment Agency

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DOF's Chris Hill on July 9, 2013, I was told that pass-through payments owed for prior years (i.e., pre-dissolution) *should* appear on the ROPS and *are* enforceable obligations of the Successor Agency payable from the RPTTF *if* properly documented. For Ridgcrest, such documentation should presumably include a copy of the LAUSD Decision, along with a brief statement of how and/or why AB 1290 pass-throughs were underpaid. PEI will be happy to provide a brief draft statement for your consideration.

Once approved by the Oversight Board and DOF, the addition to ROPS 13-14B of the enforceable obligations described above *will increase the portion of the RPTTF allocable to the Successor Agency*, and reduce the Residual Balance by the same amount. This will provide sufficient additional revenue to the Successor Agency to make payments via warrant directly to KCSOS to pay off the new enforceable obligations.¹

Documentation

Please find attached the following documentation in support of the adjusted demand:

- PDF file showing PEI's detailed calculations of AB 1290 pass-throughs owed from the Project for FYs 2008-09 through 2010-11 to KCSOS based on the LAUSD Decision

Please note that assessed values ("AVs"), AV growth rates, and base year AVs shown in red are actual values. In contrast, corresponding values shown in blue are either straight line extrapolations (AVs and AV growth rates) or estimates based on other years (base year AVs).

PEI's pass-through amounts for FYs 2008-09 through 2010-11 are estimates because they reflect weighted average property tax shares for FY 2011-12, and are based on 1% of incremental AV for indicated fiscal years. Actual AB 1290 pass-throughs owed for each fiscal year may be greater if additional payments from supplemental tax increment are included in PEI estimates.

Percentage shares of tax increment for the local education agency ("LEA") shown in each pass-through calculation have been *increased* to include the LEA's pro-rata share of ERAF in the Project for Tiers 1, 2, and 3 (allocated to LEAs only), as required by the LAUSD Decision.²

- While there was a journal voucher ("JV") from the County A-C showing actual AB 1290 pass-throughs from the Project for FY 2011-12, there are no JVs from the County A-C showing AB 1290 pass-throughs for FYs 2008-09 through 2010-11

¹ KCSOS may be willing to enter into an installment agreement if needed to ensure that adding the new enforceable obligations to the ROPS does not reduce the amount available to the Successor Agency to fund other enforceable obligations.

² For Tiers 2 and 3, in which the City may not participate, percentage shares for the LEA shown in each pass-through calculation have been further increased to include the LEA's pro-rata share of the City's share in the Project (allocated to all affected taxing entities, as required by AB 1290). However, as shown in PEI's detailed pass-through calculations, no Tier 2 or Tier 3 payments were owed for FYs 2008-09 through 2010-11.

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Mr. Dennis Speer

Re: Adjustment to AB 1290 Pass-Throughs Owed for Prior Years from Former Redevelopment Agency

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- Exhibit A summarizing for all three years combined (i) actual payments by the County A-C per the JVs (Exhibit A.1), (ii) PEI's estimated payments owed per the PDF files (Exhibit A.2), and actual over/(under) payments, i.e., net amounts owed (Exhibit A.3)³

Exhibit A also shows all three years for negotiated agreements; AB 1290, New Projects; AB 1290 Financial Limit Amendments ("FLA"); and 2 percent pass-throughs.

Conclusion

If you have any questions about this letter, please do not hesitate to contact me at (714) 647-6242, or at dgumucio@pub-econ.com.

Thank you very much.

Sincerely yours,

For: **Public Economics, Inc.**



By: Dante Gumucio, CEO

c: Mary B. Bedard, Kern County Auditor-Controller
Janelle Austin, Property Tax Manager, Kern County
Mary Barlow, Assistant Superintendent, Kern County Superintendent of Schools

³ Appendices summarizing the same data for each fiscal year separately are available on request.

**EXHIBIT A.2
KERN COUNTY SUPERINTENDENT OF SCHOOLS
PASS-THROUGH PAYMENTS OWED
PER PEI ESTIMATES
FOR THREE PRIOR YEARS: FYS 2008-09 THRU 2010-11 (PRE-RDA DISSOLUTION)
TOTALS RECEIVED (INCLUDES FACILITIES AND TAXES)***

Number	RDA	Project Area	Redevelopment Project Area	KCSOS Entitlement	K-12 Entitlement	Relevant K-12 Districts	HSC Section ¹	First Pmt Yr	Bakersfield			MacFarland					
									Arvin ESD	ESD	Delano ESD	Fairfax ESD	Kern HSD	USD	Mojave USD		
19A	Wasco	Wasco Project Area	20654	Pass Through Agreement		Wasco Union ESD, Wasco UHSD	33401	1990-91	41,940.00								
19B	Wasco	Wasco Project Area	20654	AB 1290 FLA per SB 211		Wasco UHSD	33607.7	2009-10 ²									
19C	Wasco	Wasco Project Area	20654	2 Percent		Wasco UHSD	33676	2001-02 (SA Dec)									
20	Wasco	Wasco Project Area, Amend 1	20665	AB 1290 New Project	Same	Wasco Union ESD, Wasco UHSD	36607.5	1999-00	3,551.00								
21	Wasco	Wasco Project Area, 2007 Amend (aka Amd #2)	20674	AB 1290 New Project	Same	Wasco UHSD	33607.5	2006-09	1,895.00								
22	Wasco	Wasco Project Area #2	NA	AB 1290 New Project	Same	Wasco UHSD	33607.5	2012-13									
TOTALS, FACILITIES SHARE OF PASS-THROUGHS ONLY									524,815.52	162,490.00	1,092,240.00	593,475.00	241,438.26	636,273.00	1,550,450.52	29,981.91	401,027.99

Source: Public Economics, Inc. See accompanying PDF files of estimates for all prior years by RDA, Project, and LEA, including Fys 2008-09, 2009-10, and 2010-11. PEI estimates based on (i) for pass-through agreements and AB 1290, New Project, 1% of incremental AV for indicated fiscal year, (ii) for AB 1290 FLA, 1% of incremental AV (over adjusted base year AV) for indicated fiscal years, and (iii) for 2 Percent, 1% of inflationary based year secured AV. All PEI estimates use TRA-level property tax shares for FY 2011-12 weighted by TRA-level incremental AV for FY 2011-12, and exclude tax increment from supplemental roll. Actual pass-throughs owed for each fiscal year may be greater if additional payments from supplemental tax increment are included in PEI estimates.

* - 100% for agreement and 2 percent payments, and 66.7% for AB 1290 payments (61% for KCSOS). Tax share is 0% for agreement and 2 percent payments, and 43.3% for AB 1290 payments (19% for KCSOS).
1. Negative incremental AV since FY 2010-11.

¹ - Entitlements with Payments that Do NOT Begin until FY 2012-13 or later.
² - Statutory Payments Made by County A-C Probably Included in Downtown Original

RDA	KCSOS Entitlement	K-12 Entitlement	Bakersfield			MacFarland											
			Arvin ESD	ESD	Delano ESD	Fairfax ESD	Kern HSD	USD	Mojave USD								
Arvin	AB 1290 New Project		15,300.00	187,490.00													
Bakersfield	AB 1290 FLA per SB 211	AB 1290 New Project	63,995.00														
California City	Pass Through Agreement	2 Percent	123,062.00														
Delano	AB 1290 New Project	2 Percent	25,862.63														
MacFarland	AB 1290 New Project	2 Percent	1,725.00														
Redcrest	AB 1290 FLA	2 Percent	141,007.17														
Shafter	Pass Through Agreement	AB 1290 FLA per SB 211	33,122.67														
Tehachas	2 Percent	AB 1290 New Project	31,973.00														
Wasco	AB 1290 New Project	AB 1290 New Project	47,384.00														
TOTAL			524,815.52	162,490.00	1,092,240.00	593,475.00	241,438.26	636,273.00	1,550,450.52	29,981.91	401,027.99						

A - Payments to LEAs by RDA per PEI Estimates

**EXHIBIT A.2
KERN COUNTY SUPERINTENDENT OF SCHOOLS
PASS-THROUGH PAYMENTS OWED
PER PEI ESTIMATES
FOR THREE PRIOR YEARS: FYs 2008-09 THRU 2010-11 (PRE-RDA DISSOLUTION)
TOTALS RECEIVED (INCLUDES FACILITIES AND TAXES)***

Number	RDA	Redevelopment Project Area	KCSOS Entitlement Fund No.	K-12 Entitlement Type	Relevant K-12 Districts	HSC Section	First Pmt Yr	Richland ESD	Sierra Sands USD	Taft ESD	Tehachapi USD	Wasco ESD	Total by Project Area
1	Arvin	Project #1	20005	AB 1290: New Project	Arvin Union ESD, Kern JHSD	33607 5	1998-99						335,823.00
2	Arvin	Project #1, Amend 1	NA	AB 1290: New Project	Arvin Union ESD, Kern JHSD	33607 5	2012-13						
3	Bakersfield	Downtown	20160	AB 1290 FLA per SB 211	Bakersfield City ESD, Kern JHSD	33607 7	2004-05						79,899.00
4	Bakersfield	Downtown, 74 Added Area	TBD	AB 1290 FLA per SB 211	Bakersfield City ESD, Kern JHSD	33607 7	2004-05						
5	Bakersfield	Downtown, 76 Added Area	TBD	AB 1290 FLA per SB 211	Bakersfield City ESD, Kern JHSD	33607 7	2004-05						
6	Bakersfield	Downtown, 79 Added Area	TBD	AB 1290 FLA per SB 211	Bakersfield City ESD, Kern JHSD	33607 7	2004-05						
7	Bakersfield	Old Town, Kern-Pioneer	20161	AB 1290: New Project	Bakersfield City ESD, Kern JHSD	33607 5	2000-01						846,849.00
8	Bakersfield	Southeast Bakersfield	20162	AB 1290: New Project	Bakersfield City ESD, Fairfax ESD, Kern JHSD	33607 5	2000-01						1,946,954.00
9A	California City	California City Original Area	20207	Pass Through Agreement	Mojave USD	33401	1994-95						123,062.00
9B	California City	California City Original Area	20207	2 Percent	Mojave USD	33676	2001-02 (SA Dec)						401,027.58
9C	California City	California City Original Area	20207	AB 1290 FLA per SB 211	Mojave USD	33607 7	TBD						
10A	Delano	Project Area No 1	20304	AB 1290 FLA	Delano JHSD, McFarland USD	33607 7	2012-13						
10B	Delano	Project Area No 1	20304	2 Percent	Delano JHSD, McFarland USD	33676	2001-02 (SA Dec)						197,801.80
10C	Delano	Project Area No 1	20304	Pass Through Agreement ESD	Delano JHSD, McFarland USD	33401	1993-94						522,451.00
11	Delano	Project Area No 1, Amend 1	20303	AB 1290: New Project	Delano Union ESD, Delano JHSD	33607 5	1998-00						147,149.00
12	McFarland	McFarland Project Area	20402	AB 1290: New Project	McFarland USD	33607 5	2008-09						24,511.00
13A	Ridgecrest	Ridgecrest Original Area	20459	2 Percent		33676	2001-02 (SA Dec)						110,919.17
13B	Ridgecrest	Ridgecrest Original Area	20459	AB 1290 FLA		33607 7	2007-08						30,088.00
13C	Ridgecrest	Ridgecrest Original Area	20459	Pass Through Agreement	Sierra Sands USD	33607 7	1991-92		TBD				TBD
14A	Shafter	Shafter Comm Dev Project No 1	20502	Pass Through Agreement	Richland ESD, Kern JHSD	33401	1990-91						22,896.00
14B	Shafter	Shafter Comm Dev Project No 1	20502	2 Percent	Richland ESD, Kern JHSD	33676	1994-95	130,280.34					255,728.86
14C	Shafter	Shafter Comm Dev Project No 1	20502	AB 1290 FLA per SB 211	Richland ESD, Kern JHSD	33607 7	TBD						
15A	Shafter	Shafter Comm Dev Project No 1	20503	AB 1290 FLA per SB 211	Richland ESD	33607 7	2014-15						
15B	Shafter	Shafter Comm Dev Project No 1	20503	2 Percent	Richland ESD	33676	2001-02 (SA Dec)	90,722.48					100,996.15
15C	Shafter	Shafter Comm Dev Project No 1	20503	Pass Through Agreement	Kern JHSD	33401	1994-95						211,764.00
16	Taft	Project Area No 1	20554	2 Percent	Taft City ESD, Taft UHSD	33676	2001-02 (SA Dec)			62,021.08			91,272.73
17	Taft	Project Area No 1, 2011 Amendment	NA	AB 1290: New Project	Taft City ESD, Taft UHSD	33607 5	2012-13						
18	Tehachapi	Tehachapi Project Area	20602	AB 1290: New Project	Tehachapi USD	33607 5	2001-02				399,441.00		424,813.00

**EXHIBIT A.2
KERN COUNTY SUPERINTENDENT OF SCHOOLS
PASS-THROUGH PAYMENTS OWED
PER PEI ESTIMATES
FOR THREE PRIOR YEARS: FYs 2008-09 THRU 2010-11 (PRE-RDA DISSOLUTION)
TOTALS RECEIVED (INCLUDES FACILITIES AND TAXES)***

Number	RDA	Redevelopment Project Area	Fund No.	KCSOS Entitlement Type	K-12 Entitlement Type	Relevant K-12 Districts	HSC Section ¹	First Pmt Yr	Sierra Sands		Tehachapi		Total by Project Area		
									Richland ESD USD	Sierra Sands USD	Taft ESD	Taft HSD		Wasco ESD USD	Wasco HSD
19A	Wasco	Wasco Project Area	20654	Pass Through Agreement		Wasco Union ESD,	33401	1999-01					41,840.00		
19B	Wasco	Wasco Project Area	20654	AB 1290 FLA per SB 211		Wasco UHSD	33607.7	2009-10 ¹					7,164.00		
19C	Wasco	Wasco Project Area	20654	2 Percent		Wasco Union ESD; Wasco UHSD	33676	2001-02 (SA Dec)					192,995.20		
20	Wasco	Wasco Project Area, Amend 1	20665	AB 1290 New Project	Same	Wasco Union ESD;	33607.5	1999-00					73,454.00		
21	Wasco	Wasco Project Area, 2007 Amend (See Amend #2)	20674	AB 1290 New Project	Same	Wasco Union ESD; Wasco UHSD	33607.5	2009-09					39,226.00		
22	Wasco	Wasco Project Area #2	NA	AB 1290 New Project	Same	Wasco Union ESD, Wasco UHSD	33607.5	2012-13							
TOTALS, FACILITIES SHARE OF PASS-THROUGHS ONLY									221,002.82	-	62,021.08	16,377.60	393,441.00	143,480.12	6,232,627.49

Source: Public Economics, Inc. See accompanying PDF files of estimates for all prior years by RDA, Project, and LEA, including FYs 2008-09, 2009-10, and 2010-11. PEI estimates based on (i) for pass-through agreements and AB 1290 New Project, 1% of incremental AV for indicated fiscal year, (ii) for AB 1290 FLA, 1% of incremental AV over expenses for FY 2010-11, (iii) for AB 1290 FLA, 1% of incremental AV for FY 2009-10, and (iv) for AB 1290 FLA, 1% of incremental AV for FY 2008-09. PEI estimates use TRM and Proprietary software developed by Public Economics, Inc. for FY 2010-11, and are based on the most current information available. Actual pass-throughs owed for each fiscal year may be greater if additional payments from supplemental tax increment are included in PEI estimates.

*--100% for agreement and 2 percent payments, and 56.7% for AB 1290 payments (81% for KCSOS)
Tax share is 0% for agreement and 2 percent payments, and 43.3% for AB 1290 payments (19% for KCSOS)

1. Negative incremental AV since FY 2010-11.

Entitlements with Payments that Do NOT Begin until FY 2012-13 or later
--Statutory Payments Made by County A-C Probably included in Downtown Original

RDA	KCSOS		K-12		Sierra Sands		Tehachapi		Total by RDA/SA
	Entitlement Type	Entitlement Type	Richland ESD USD	Sierra Sands USD	Taft ESD	Taft HSD	Wasco ESD USD	Wasco HSD	
Arvin	AB 1290 New Project		-	-	-	-	-	-	339,933.00
Arvin	AB 1290 FLA per SB 211	AB 1290 New Project	-	-	-	-	-	-	2,879,832.00
Arvin	Pass Through Agreement		-	-	-	-	-	-	524,066.58
Arvin	AB 1290 New Project		-	-	-	-	-	-	867,401.80
Arvin	AB 1290 FLA	2 Percent	-	-	-	-	-	-	24,511.00
Arvin	AB 1290 FLA	2 Percent	-	-	-	-	-	-	141,007.17
Arvin	Pass Through Agreement	AB 1290 FLA per SB 211 2 Percent	221,002.82	-	62,021.08	16,377.60	-	-	591,328.01
Arvin	AB 1290 New Project		-	-	-	-	-	-	91,272.75
Tehachapi	AB 1290 New Project		-	-	-	-	-	-	424,613.00
Tehachapi	Pass Through Agreement	AB 1290 New Project	-	-	-	-	-	-	354,079.20
Wasco	AB 1290 New Project		-	-	-	-	-	-	143,480.12
Wasco	Pass Through Agreement		-	-	-	-	-	-	143,480.12
TOTAL			221,002.82	-	62,021.08	16,377.60	393,441.00	143,480.12	6,232,627.49

A. Payments to LEAs by RDA per PEI Estimates

**EXHIBIT A.3
KERN COUNTY SUPERINTENDENT OF SCHOOLS
NET PASS-THROUGH PAYMENTS OWED
FOR THREE PRIOR YEARS: FYs 2008-09 THRU 2010-11 (PRE-RDA DISSOLUTION)
ACTUAL OVER/(UNDER) PAYMENTS RECEIVED FROM COUNTY A-C
TOTALS RECEIVED (INCLUDES FACILITIES AND TAXES)***

Number	RDA	Redevelopment Project Area	KCSOS Entitlement Fund No.	K-12 Entitlement Type	Relevant K-12 Districts	HSC Section ¹	First Pmt Yr	KCSOS	Arvin ESD	Bakersfield ESD	Delano ESD	Delano HSD	Fairfax ESD	Kern HSD	MacFarland USD	Mojave USD
1	Arvin	Project #1	20005	AB 1290 New Project	Same	Arvin Union ESD; Kern JUHSD	1989-99	(3,399.13)	(36,010.12)					(35,018.07)		
2	Arvin	Project #1, Amend 1	NA	AB 1290 New Project	Same	Arvin Union ESD; Kern JUHSD	2012-13									
3	Bakersfield	Downtown	20160	AB 1290 FLA per SB 211	Same	Bakersfield City ESD; Kern JUHSD	2004-05	(3,587.00)		(39,227.00)				(37,075.00)		
4	Bakersfield	Downtown, 74 Added Area	TBD	AB 1290 FLA per SB 211	Same	Bakersfield City ESD; Kern JUHSD	2004-05									
5	Bakersfield	Downtown, 75 Added Area	TBD	AB 1290 FLA per SB 211	Same	Bakersfield City ESD; Kern JUHSD	2004-05									
6	Bakersfield	Downtown, 79 Added Area	TBD	AB 1290 FLA per SB 211	Same	Bakersfield City ESD; Kern JUHSD	2004-05									
7	Bakersfield	Old Town Kern-Pioneer	20161	AB 1290 New Project	Same	Bakersfield City ESD; Kern JUHSD	2000-01	(9,793.32)		(106,606.56)				(100,952.79)		
8	Bakersfield	Southeast Bakersfield	20162	AB 1290 New Project	Same	Bakersfield City ESD; Fairfax ESD; Kern JUHSD	2000-01	(3,297.00)		(112,730.25)			(11,149.28)	(120,679.17)		
9A	California City	California City Original Area	20207	Pass Through Agreement		Mojave USD; CCD	1994-95	(123,062.00)								(401,027.58)
9B	California City	California City Original Area	20207	2 Percent		Mojave USD	2001-02 (SA Dec)									
9C	California City	California City Original Area	20207	AB 1290 FLA per SB 211	Same	Mojave USD	TBD									
10A	Delano	Project Area No. 1	20304	AB 1290 FLA	Same	Delano JUHSD; McFarland USD	2012-13									
10B	Delano	Project Area No. 1	20304	2 Percent	Same	Delano JUHSD; McFarland USD	2001-02 (SA Dec)	(18,600.63)			(65,994.00)	(1,087.44 33)			(6,595.91)	
10C	Delano	Project Area No. 1	20304	Pass Through Agreement	ESD	Delano Union ESD	1983-94	33401			(522,451.00)					
11	Delano	Project Area No. 1, Amend 1	20303	AB 1290 New Project	Same	Delano Union ESD; Delano JUHSD	1899-00	(2,422.15)			(23,585.98)					
12	McFarland	McFarland Project Area	20402	AB 1290 New Project	Same	McFarland USD	2008-09	(327.00)								(6,793.80)
13A	Ridgecrest	Ridgecrest Original Area	20459	2 Percent			2001-02 (SA Dec)									
13B	Ridgecrest	Ridgecrest Original Area	20459	AB 1290 FLA			2007-08									
13C	Ridgecrest	Ridgecrest Original Area	20459	Pass Through Agreement		Sierra Sands USD										
14A	Shafter	Shafter Comm. Dev. Project No. I	20502	Pass Through Agreement			1991-92									
14B	Shafter	Shafter Comm. Dev. Project No. I	20502	2 Percent		Richfield ESD; Kern JUHSD	2001-02 (SA Dec)	(22,859.00)								
14C	Shafter	Shafter Comm. Dev. Project No. I	20502	AB 1290 FLA per SB 211	Same	Richland ESD; Kern JUHSD	TBD									
14D	Shafter	Shafter Comm. Dev. Project No. I	20502	AB 1290 FLA per SB 211	Same	Richland ESD	2014-15									
15A	Shafter	Shafter Comm. Dev. Project No. II	20503	2 Percent		Richland ESD	2001-02 (SA Dec)									
15B	Shafter	Shafter Comm. Dev. Project No. II	20503	2 Percent		Richland ESD	2012-13	(10,213.67)								
15C	Shafter	Shafter Comm. Dev. Project No. II	20503	Pass Through Agreement		Kern JUHSD	1994-95									
16	Taft	Project Area No. 1	20554	2 Percent		Taft City ESD; Taft JUHSD	2001-02 (SA Dec)									
17	Taft	Project Area No. 1, 2011 Amendment	NA	AB 1290 New Project	Same	Taft City ESD; Taft JUHSD	2012-13									
18	Tehachapi	Tehachapi Project Area	20602	AB 1290 New Project	Same	Tehachapi USD	2001-02	(11,046.42)								

**EXHIBIT A.3
KERN COUNTY SUPERINTENDENT OF SCHOOLS
NET PASS-THROUGH PAYMENTS OWED
FOR THREE PRIOR YEARS: FYs 2008-09 THRU 2010-11 (PRE-RDA DISSOLUTION)
ACTUAL OVER/(UNDER) PAYMENTS RECEIVED FROM COUNTY A-C
TOTALS RECEIVED (INCLUDES FACILITIES AND TAXES)***

Number	RDA	Redevelopment Project Area	KCSOS Entitlement		K-12 Entitlement Type	Relevant K-12 Districts	HSC Section ¹	First Pmt Yr	Bakersfield			MacFarland					
			Fund No.	Type					Arvin ESD	Delano ESD	Fairfax ESD	Kern HSD	USD	Mojave USD			
19A	Wasco	Wasco Project Area	20654	Pass Through Agreement	AB 1290 FLA per SB 211	Wasco Union ESD; Wasco UHSD	33401	1990-91	(41,840.00)								
19B	Wasco	Wasco Project Area	20654	AB 1290 FLA per SB 211	2 Percent	Wasco Union ESD; Wasco UHSD	33607.7	2009-10 ¹									
19C	Wasco	Wasco Project Area	20654	AB 1290 New Project	2 Percent	Wasco UHSD	33676	2001-02 (SA Dec)									
20	Wasco	Wasco Project Area, Amend 1	20665	AB 1290 New Project	Same	Wasco UHSD	33607.5	1999-00	(1,265.96)								
21	Wasco	Wasco Project Area, 2007 Amend (aka Amend #2)	20674	AB 1290 New Project	Same	Wasco UHSD	33607.5	2008-09	751.84								
22	Wasco	Wasco Project Area #2	NA	AB 1290 New Project	Same	Wasco UHSD	33607.5	2012-13									
TOTALS: FACILITIES SHARE OF PASS-THROUGHS ONLY									(404,697.66)	(36,010.72)	(258,763.81)	(480,142.92)	(131,603.32)	(11,149.26)	(630,044.10)	(13,368.71)	(401,027.58)

Source: Over/(under) payments received from County A-C pre-RDA dissolution based on PEI estimates minus actual pass-through distributions per County A-C journal vouchers for FYs 2008-09, 2009-10, and/or 2010-11. (Under) payments are shown as negative amounts, which correspond to positive amounts owed by Successor Agency. Potential over payments are shown as positive amounts. (Acting Under) payments may be larger, and potential over payments may be reduced or become negative, if additional payments from supplemental tax increment are included in PEI estimates.

*--100% for agreement and 2 percent payments, and 56.7% for AB 1290 payments (81% for KCSOS). Tax share is 0% for agreement and 2 percent payments, and 43.3% for AB 1290 payments (19% for KCSOS)

1. Negative incremental AV since FY 2010-11.

--Entitlements with Payments that Do NOT Begin until FY 2012-13 or later
--Statutory Payments Made by County A-C Probably Included in Downtown Original
--Statutory % Payments Made by County A-C in Site or Pass-through Agreement

A. Over/(Under) Payments by LEAs by RDA

RDA	Type	KCSOS Entitlement			Bakersfield			MacFarland							
		Type	Entitlement	Type	Arvin ESD	Delano ESD	Fairfax ESD	Kern HSD	USD	Mojave USD					
Arvin	AB 1290 New Project	(3,998.19)													
Bakersfield	AB 1290 FLA per SB 211	AB 1290 FLA per SB 211	AB 1290 New Project	AB 1290 New Project	(16,687.32)										
California City	Pass Through Agreement	2 Percent	AB 1290 New Project	AB 1290 FLA per SB 211	(123,062.90)										
Delano	AB 1290 New Project	2 Percent	AB 1290 New Project	AB 1290 FLA	(711,337.69)										
McFarland	AB 1290 New Project	2 Percent	AB 1290 New Project	AB 1290 FLA	(141,007.17)										
Respect	AB 1290 FLA	2 Percent	Pass Through Agreement	Pass Through Agreement	(12,674.95)										
Stallner	Pass Through Agreement	AB 1290 FLA per SB 211	2 Percent	AB 1290 New Project	(11,048.42)										
Union	AB 1290 New Project	2 Percent	AB 1290 New Project	AB 1290 New Project	(42,304.12)										
Wasco	Pass Through Agreement	AB 1290 New Project	AB 1290 New Project	AB 1290 New Project	(404,697.66)	(36,010.72)	(258,763.81)	(480,142.92)	(131,603.32)	(11,149.26)	(630,044.10)	(13,368.71)	(401,027.58)		
TOTAL															

**EXHIBIT A.1
 KERN COUNTY SUPERINTENDENT OF SCHOOLS
 PASS-THROUGH PAYMENTS RECEIVED
 FROM COUNTY AUDITOR-CONTROLLER
 FOR THREE PRIOR YEARS: FYs 2008-09 THRU 2010-11 (PRE-RDA DISSOLUTION)
 TOTALS RECEIVED (INCLUDES FACILITIES AND TAXES)***

Number	RDA	Redevelopment Project Area	Flint No.	KCSOS Entitlement Type	K-12 Entitlement Type	Relevant Districts	HSC Section ¹	First Pmt Yr	KCSOS	Avin ESD	Bakersfield ESD	Delano ESD	Delano USD	Fairfax ESD	Kern USD	McFarland USD	Mojave USD
1	Avin	Project #1	20005	AB 1290 New Project	Same	Avin Union ESD; Kern JHUSD	33607 5	1998-99	11,930.67	126,479.88					122,965.93		
2	Avin	Project #1, Amend 1	NA	AB 1290 New Project	Same	Avin Union ESD; Kern JHUSD	33607 5	2012-13	0.00						0.00		
3	Bakersfield	Downtown	20160	AB 1290 FLA per SB 211	Same	Bakersfield City ESD; Kern JHUSD	33607 7	2004-05	0.00		0.00						
4	Bakersfield	Downtown, 74 Added Area	TBD	AB 1290 FLA per SB 211	Same	Bakersfield City ESD; Kern JHUSD	33607 7	2004-05									
5	Bakersfield	Downtown, 76 Added Area	TBD	AB 1290 FLA per SB 211	Same	Bakersfield City ESD; Kern JHUSD	33607 7	2004-05									
6	Bakersfield	Downtown, 79 Added Area	TBD	AB 1290 FLA per SB 211	Same	Bakersfield City ESD; Kern JHUSD	33607 7	2004-05									
7	Bakersfield	Old Town Kern-Pioneer	20161	AB 1290 New Project	Same	Bakersfield City ESD; Kern JHUSD	33607 5	2000-01	28,417.68		309,933.44				292,945.21		
8	Bakersfield	Southeast Bakersfield	20162	AB 1290 New Project	Same	Bakersfield City ESD; Fairfax ESD; Kern JHUSD	33607 5	2000-01	48,850.00		523,542.75			523,542.75	503,561.83		0.00
9A	California City	California City Original Area	20207	Pass Through Agreement		Mojave USD, CCD	33401	1994-95	0.00								0.00
9B	California City	California City Original Area	20207	Pass Through Agreement	2 Percent	Mojave USD	33676	2001-02 (SA Dec)									0.00
9C	California City	California City Original Area	20207	AB 1290 FLA per SB 211	AB 1290 FLA per SB 211	Mojave USD	33607 7	TBD									
10A	Delano	Project Area No. 1	20304	AB 1290 FLA	Same	Delano JHUSD; McFarland USD	33607 7	2012-13									
10B	Delano	Project Area No. 1	20304	2 Percent	Same	Delano JHUSD; McFarland USD	33676	2001-02 (SA Dec)	0.00			65,994.00	63,960.93			0.00	
10C	Delano	Project Area No. 1	20304	Pass Through Agreement	ESD	Delano Union ESD	33401	1993-94									
11	Delano	Project Area No. 1, Amend 1	20303	AB 1290 New Project	Same	Delano Union ESD; Delano JHUSD	33607 5	1999-00	4,869.85								
12	McFarland	McFarland Project Area	20402	AB 1290 New Project	Same	McFarland USD	33607 5	2008-09	798.00								
13A	Ridgecrest	Ridgecrest Original Area	20459	2 Percent			33676	2001-02 (SA Dec)	0.00								16,592.20
13B	Ridgecrest	Ridgecrest Original Area	20459	AB 1290 FLA			33607 7	2007-08	0.00								
13C	Ridgecrest	Ridgecrest Original Area	20459	Pass Through Agreement	Pass Through Agreement	Sierra Sands USD	33607 7	1991-92									
14A	Shafter	Shafter Comm Dev Project No I	20502	Pass Through Agreement			33401	1990-91	0.00								
14B	Shafter	Shafter Comm Dev Project No I	20502	2 Percent	2 Percent	Richland ESD; Kern JHUSD	33676	2001-02 (SA Dec)									30,863.45
14C	Shafter	Shafter Comm Dev Project No I	20502	AB 1290 FLA per SB 211	AB 1290 FLA per SB 211	Richland ESD; Kern JHUSD	33607 7	TBD									
15A	Shafter	Shafter Comm Dev Project No II	20503	AB 1290 FLA per SB 211	Same	Richland ESD	33607 7	2014-15									
15B	Shafter	Shafter Comm Dev Project No II	20503	2 Percent	Same	Richland ESD	33676	2001-02 (SA Dec)	0.00								
15C	Shafter	Shafter Comm Dev Project No II	20503	Pass Through Agreement	Pass Through Agreement	Kern JHUSD	33401	1994-95									0.00
16	Taft	Project Area No 1	20554	2 Percent	Same	Taft City ESD; Taft UHSD	33676	2001-02 (SA Dec)	0.00								
17	Taft	Project Area No 1, 2011 Amendment	NA	AB 1290 New Project	Same	Taft City ESD; Taft UHSD	33607 5	2012-13									
18	Tehachapi	Tehachapi Project Area	20602	AB 1290 New Project	Same	Tehachapi USD	33607 5	2001-02	20,325.96								

**EXHIBIT A.1
KERN COUNTY SUPERINTENDENT OF SCHOOLS
PASS-THROUGH PAYMENTS RECEIVED
FROM COUNTY AUDITOR-CONTROLLER
FOR THREE PRIOR YEARS: FYs 2008-09 THRU 2010-11 (PRE-RDA DISSOLUTION)
TOTALS RECEIVED (INCLUDES FACILITIES AND TAXES)***

Number	RDA	Redevelopment Project Area	KCSOS Entitlement Type	K-12 Entitlement Type	Relevant K-12 Districts	HSC Section ¹	First Pmt Yr	KCSOS	Arvin ESD	Bakersfield ESD	Delano ESD	Delano USD	Fairfax ESD	Kern HSD	MacFarland USD	Mojave USD
19A	Wasco	Wasco Project Area	20654	Pass Through Agreement	Wasco Union ESD, AB 1290 FLA per SB 211	33401	1990-91	0.00								
19B	Wasco	Wasco Project Area	20654		Wasco Union ESD, Wasco JHSD	33607.7	2009-10 ¹									
19C	Wasco	Wasco Project Area	20654	2 Percent	Wasco Union ESD, Wasco JHSD	33676	2001-02 (SA Dec)									
20	Wasco	Wasco Project Area, Amend 1	20685	AB 1290: New Project	Wasco Union ESD, Wasco JHSD	33607.5	1999-00	2,285.04								
21	Wasco	Wasco Project Area, 2007 Amend (aka Amend #2)	20674	AB 1290: New Project	Wasco Union ESD, Wasco JHSD	33607.5	2008-09	2,646.84								
22	Wasco	Wasco Project Area #2	NA	AB 1290: New Project	Wasco Union ESD, Wasco JHSD	33607.5	2012-13									
TOTALS, FACILITIES SHARE OF PASS-THROUGHS ONLY								120,123.86	126,479.88	833,476.19	113,332.08	109,834.94	523,542.75	950,406.42	16,592.20	0.00

Source: County A-C: Journal vouchers for pass-through distributions for indicated FYs 2008-09, 2009-10, and/or 2010-11

* - 100% for agreement and 2 percent payments, and 56.7% for AB 1290 payments (61% for KCSOS)
Tax share is 0% for agreement and 2 percent payments, and 43.3% for AB 1290 payments (19% for KCSOS)

1 Negative incremental AV since FY 2010-11.

- Establishments with Payments that Do NOT Begin until FY 2012-13 or later
- Stationary Payments Made by County A-C in Downstream Original
- Stationary or Agreement Payments Made by County A-C
- Stationary 2% Payments Made by County A-C in State of Pass-Through Agreement

A. Payments to LEAs by RDA per Co. AC JVA		KCSOS		K-12		KCSOS		Bakersfield ESD		Delano ESD		Delano USD		Fairfax ESD		Kern HSD		MacFarland USD		Mojave USD	
RDA	Entitlement Type	KCSOS	Entitlement Type	Arvin ESD	Bakersfield ESD	Delano ESD	Delano USD	Fairfax ESD	Kern HSD	MacFarland USD	Mojave USD										
Arvin	AB 1290: New Project	11,830.87	AB 1290: New Project	126,479.88	0.00	0.00	0.00	0.00	122,885.93	0.00	0.00										
Bakersfield	AB 1290 FLA per SB 211	77,267.86	AB 1290: New Project	0.00	833,476.19	0.00	0.00	523,542.75	796,327.04	0.00	0.00										
California City	Pass Through Agreement 2 Percent	0.00	AB 1290 FLA per SB 211	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00										
Delano	AB 1290: New Project	4,869.85	AB 1290 FLA	0.00	0.00	113,332.08	109,834.94	0.00	0.00	0.00	0.00										
MacFarland	AB 1290: New Project	796.00	AB 1290 FLA	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00										
Progreant	AB 1290 FLA	0.00	2 Percent	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00										
Shafter	Pass Through Agreement	0.00	AB 1290 FLA per SB 211	0.00	0.00	0.00	0.00	0.00	30,869.45	0.00	0.00										
Tritt	2 Percent	290.00	AB 1290: New Project	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00										
Wasco	AB 1290: New Project	41,517.88	AB 1290: New Project	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00										
Wasco	Pass Through Agreement	170,123.86	AB 1290: New Project	\$126,479.88	\$533,476.19	\$113,332.08	\$109,834.94	\$523,542.75	\$950,406.42	\$16,592.20	\$0.00										

**EXHIBIT A.1
KERN COUNTY SUPERINTENDENT OF SCHOOLS
PASS-THROUGH PAYMENTS RECEIVED
FROM COUNTY AUDITOR-CONTROLLER
FOR THREE PRIOR YEARS: FYS 2008-09 THRU 2010-11 (PRE-RDA DISSOLUTION)
TOTALS RECEIVED (INCLUDES FACILITIES AND TAXES)***

Number	RDA	Redevelopment Project Area	KCSOS Entitlement Type	Fund No.	K-12 Entitlement Type	Relevant K-12 Districts	HSC Section ¹	First Pmt Yr	Richland ESD	Sierra Sands USD	Taft ESD	Taft HSD	Tehachapi USD	Wasco ESD	Wasco HSD	Total by Project Area
1	Arvin	Project #1	20005 AB 1290: New Project	20005	AB 1290: New Project	Arvin Union ESD, Kern JUHSD	33607 5	1998-99								261,395.68
2	Arvin	Project #1, Amend 1	N/A AB 1290: New Project	N/A	AB 1290: New Project	Arvin Union ESD, Kern JUHSD	33607 5	2012-13								0.00
3	Bakersfield	Downtown	20160 AB 1290 FIA per SB 211	20160	AB 1290 FIA per SB 211	Bakersfield City ESD, Kern JUHSD	33607 7	2004-05								0.00
4	Bakersfield	Downtown, 74 Added Area	TBD AB 1290 FIA per SB 211	TBD	AB 1290 FIA per SB 211	Bakersfield City ESD, Kern JUHSD	33607 7	2004-05								
5	Bakersfield	Downtown, 76 Added Area	TBD AB 1290 FIA per SB 211	TBD	AB 1290 FIA per SB 211	Bakersfield City ESD, Kern JUHSD	33607 7	2004-05								
6	Bakersfield	Downtown, 79 Added Area	TBD AB 1290 FIA per SB 211	TBD	AB 1290 FIA per SB 211	Bakersfield City ESD, Kern JUHSD	33607 7	2004-05								
7	Bakersfield	Old Town Kern-Pioneer	20161 AB 1290: New Project	20161	AB 1290: New Project	Bakersfield City ESD, Kern JUHSD	33607 5	2000-01								631,296.33
8	Bakersfield	Southeast Bakersfield	20162 AB 1290: New Project	20162	AB 1290: New Project	Bakersfield City ESD, Kern JUHSD	33607 5	2000-01								1,569,517.93
9A	California City	California City Original Area	20207 Pass Through Agreement	20207	Pass Through Agreement	Mojave USD, CCD	33401	1994-95								0.00
9B	California City	California City Original Area	20207	20207	2 Percent	Mojave USD	33676	2001-02 (SA Dec)								0.00
9C	California City	California City Original Area	20207	20207	AB 1290 FIA per SB 211	Mojave USD	33607 7	TBD								
10A	Delano	Project Area No. 1	20304 AB 1290 FIA	20304	AB 1290 FIA	Delano JUHSD, McFarland USD	33607 7	2012-13								
10B	Delano	Project Area No. 1	20304 2 Percent	20304	2 Percent	Delano JUHSD, McFarland USD	33676	2001-02 (SA Dec)								129,754.99
10C	Delano	Project Area No. 1	20304	20304	Pass Through Agreement ESD	Delano Union ESD	33401	1993-94								0.00
11	Delano	Project Area No. 1, Amend 1	20303 AB 1290: New Project	20303	AB 1290: New Project	Delano Union ESD, Delano JUHSD	33607 5	1999-00								99,281.88
12	McFarland	McFarland Project Area	20402 AB 1290: New Project	20402	AB 1290: New Project	McFarland USD	33607 5	2008-09								17,390.20
13A	Ridgecrest	Ridgecrest Original Area	20459 2 Percent	20459	2 Percent	McFarland USD	33676	2001-02 (SA Dec)		892,131.98						892,131.98
13B	Ridgecrest	Ridgecrest Original Area	20459 AB 1290 FIA	20459	AB 1290 FIA		33607 7	2007-08								0.00
13C	Ridgecrest	Ridgecrest Original Area	20459	20459	Pass Through Agreement	Sierra Sands USD	33607 7	1991-92		0.00						0.00
14A	Shafter	Shafter Comm. Dev. Project No. I	20502 Pass Through Agreement	20502	Pass Through Agreement		33401	1990-91								0.00
14B	Shafter	Shafter Comm. Dev. Project No. I	20502	20502	2 Percent	Richland ESD, Kern JUHSD	33676	2001-02 (SA Dec)	44,438.42							75,389.87
14C	Shafter	Shafter Comm. Dev. Project No. II	20502 AB 1290 FIA per SB 211	20502	AB 1290 FIA per SB 211	Richland ESD, Kern JUHSD	33607 7	TBD								
15A	Shafter	Shafter Comm. Dev. Project No. II	20503 AB 1290 FIA per SB 211	20503	AB 1290 FIA per SB 211	Richland ESD	33607 7	2014-15								
15B	Shafter	Shafter Comm. Dev. Project No. II	20503 2 Percent	20503	2 Percent	Richland ESD	33676	2001-02 (SA Dec)	12,914.66							12,914.66
15C	Shafter	Shafter Comm. Dev. Project No. II	20503	20503	Pass Through Agreement	Kern JUHSD	33401	1994-95								0.00
16	Taft	Project Area No. 1	20554 2 Percent	20554	2 Percent	Taft City ESD, Taft UHSD	33676	2001-02 (SA Dec)			22,801.41					22,801.41
17	Taft	Project Area No. 1, 2011 Amendment	N/A AB 1290: New Project	N/A	AB 1290: New Project	Taft City ESD, Taft UHSD	33607 5	2012-13								
18	Tehachapi	Tehachapi Project Area	20652 AB 1290: New Project	20652	AB 1290: New Project	Tehachapi USD	33607 5	2001-02					254,911.31			275,286.89

**EXHIBIT A.1
KERN COUNTY SUPERINTENDENT OF SCHOOLS
PASS-THROUGH PAYMENTS RECEIVED
FROM COUNTY AUDITOR-CONTROLLER
FOR THREE PRIOR YEARS: FYs 2008-09 THRU 2010-11 (PRE-RDA DISSOLUTION)
TOTALS RECEIVED (INCLUDES FACILITIES AND TAXES)***

Number	RDA	Redevelopment Project Area	Find No.	KCSOS Entitlement Type	K-12 Entitlement Type	Relevant K-12 Districts	HSC Section ¹	First Pmt Yr	Richland ESD	Sierra Sands USD	Taft ESD	Taft HSD	Tehachapi USD	Wasco ESD	Wasco HSD	Total by Project Area
19A	Wasco	Wasco Project Area	20654	Pass Through Agreement		Wasco Union ESD, Wasco UHSD	33401	1990-91								0.00
19B	Wasco	Wasco Project Area	20654		AB 1290 FLA per SB 211	Wasco UHSD	33607 7	2006-10 ²						0.00	0.00	0.00
19C	Wasco	Wasco Project Area	20654		2 Percent	Wasco Union ESD, Wasco UHSD	33676	2001-02 (SA Dec)						4,837 14	4,186 09	9,023 23
20	Wasco	Wasco Project Area, Amend 1	20665	AB 1290: New Project	Same	Wasco Union ESD, Wasco UHSD	33607 5	1999-00						24,115 10	20,969 38	47,289 52
21	Wasco	Wasco Project Area, Amend (like Amend #2)	20674	AB 1290: New Project	Same	Wasco Union ESD, Wasco UHSD	33607 5	2008-09						27,934 09	24,174 36	54,755 29
22	Wasco	Wasco Project Area #2	N/A	AB 1290: New Project	Same	Wasco UHSD	33607 5	2012-13								
TOTALS, FACILITIES SHARE OF PASS-THROUGHS ONLY									57,411 06	862,131 96	22,801 41	0 00	254,911 31	49,229 83		4,097,160 24

Source: County A-C, Journal vouchers for pass-through distributions for indicated FYs 2008-09, 2009-10, and/or 2010-11

*-100% for agreement and 2 percent payments, and 66 7% for AB 1290 payments (61% for KCSOS)
Tax share is 0% for agreement and 2 percent payments, and 43 3% for AB 1290 payments (19% for KCSOS)

1 Negative incremental AV since FY 2010-11.

- Entitlements with Payments that Do NOT Begin until FY 2012-13 or later
- Statutory Payments Made by County A-C Probably included in Downtown Original
- No Statutory or Agreement Payments Made by County A-C
- Statutory 2% Payments Made by County A-C in State of Pass-Through Agreement

A. Payments to LEAs by RDA, per Co. A-C, JVA

RDA	KCSOS Entitlement Type	K-12 Entitlement Type	Richland ESD	Sierra Sands USD	Taft ESD	Taft HSD	Tehachapi USD	Wasco ESD	Wasco HSD	Total by RDA/SA
Arvin	AB 1290: New Project		0.00	0.00	0.00	0.00	0.00	0.00	0.00	261,396 66
Bakersfield	AB 1290 FLA per SB 211	AB 1290: New Project	0.00	0.00	0.00	0.00	0.00	0.00	0.00	2,230 613 66
California City	Pass Through Agreement	2 Percent	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0 00
Delano	AB 1290: New Project	2 Percent	0.00	0.00	0.00	0.00	0.00	0.00	0.00	228,036 67
McFarland	AB 1290: New Project	2 Percent	0.00	0.00	0.00	0.00	0.00	0.00	0.00	17,390 20
Progeston	AB 1290 FLA	2 Percent	0.00	0.00	0.00	0.00	0.00	0.00	0.00	862,131 96
Shafter	Pass Through Agreement	AB 1290 FLA per SB 211, 2 Percent	57,411 06	0.00	0.00	0.00	0.00	0.00	0.00	56,304 33
Tehachapi	AB 1290: New Project	2 Percent	0.00	0.00	22,801 41	0.00	254,911 31	0.00	0.00	277,712 71
Wasco	Pass Through Agreement	AB 1290: New Project	0.00	0.00	0.00	0.00	0.00	56,866 33	49,229 83	111,046 14
TOTAL			\$57,411 06	\$862,131 96	\$22,801 41	\$0 00	\$254,911 31	\$56,866 33	\$49,229 83	4,097,160 24

**EXHIBIT A.2
KERN COUNTY SUPERINTENDENT OF SCHOOLS
PASS-THROUGH PAYMENTS OWED
PER PEI ESTIMATES
FOR THREE PRIOR YEARS: FYs 2008-09 THRU 2010-11 (PRE-RDA DISSOLUTION)
TOTALS RECEIVED (INCLUDES FACILITIES AND TAXES)***

Number	RDA	Redevelopment Project Area	KCSOS Entitlement Fund No.	K-12 Entitlement Type	Relevant K-12 Districts	HSC Section	First Pmt Yr	KCSOS	Arvin ESD	Bakersfield ESD	Delano ESD	Delano HSD	Fairfax ESD	Kern HSD	McFarland USD	Mojave USD
1	Arvin	Project #1	20005	AB 1290: New Project	Arvin Union ESD, Kern JUHSD	33607 5	1998-99	15,328.00	162,480.00					158,004.00		
2	Arvin	Project #1, Amend 1	NA	AB 1290: New Project	Arvin Union ESD, Kern JUHSD	33607 5	2012-13									
3	Bakersfield	Downtown	20160	AB 1290 FLA per SB 211	Bakersfield City ESD, Kern JUHSD	33607 7	2004-05	3,597.00	39,227.00					37,075.00		
4	Bakersfield	Downtown, 74 Added Area	TBD	AB 1290 FLA per SB 211	Bakersfield City ESD, Kern JUHSD	33607 7	2004-05									
5	Bakersfield	Downtown, 76 Added Area	TBD	AB 1290 FLA per SB 211	Bakersfield City ESD, Kern JUHSD	33607 7	2004-05									
6	Bakersfield	Downtown, 79 Added Area	TBD	AB 1290 FLA per SB 211	Bakersfield City ESD, Kern JUHSD	33607 7	2004-05									
7	Bakersfield	Old Town Kern-Pioneer	20161	AB 1290: New Project	Bakersfield City ESD, Kern JUHSD	33607 7	2004-05									
8	Bakersfield	Southeast Bakersfield	20162	AB 1290: New Project	Bakersfield City ESD, Kern JUHSD	33607 5	2000-01	39,211.00	416,740.00					383,896.00		
9A	California City	California City Original Area	20207	Pass Through Agreement	Fairfax ESD, Kern JUHSD	33607 5	2000-01	52,147.00	636,273.00				636,273.00	624,261.00		
9B	California City	California City Original Area	20207	2 Percent	Mojave USD	33401	1984-95	123,062.00								401,027.58
9C	California City	California City Original Area	20207	AB 1290 FLA per SB 211	Mojave USD	33607 7	TBD									
10A	Delano	Project Area No 1	20304	AB 1290 FLA	Delano JUHSD, McFarland USD	33607 7	2012-13									
10B	Delano	Project Area No 1	20304	2 Percent	Delano JUHSD, McFarland USD	33676	2001-02 (SA Dec)	18,600.63				172,605.26			6,595.51	
10C	Delano	Project Area No 1	20304	Pass Through Agreement ESD	Delano Union ESD	33401	1993-94				522,451.00					
11	Delano	Project Area No 1, Amend 1	20303	AB 1290: New Project	Delano Union ESD, Delano JUHSD	33607 5	1999-00	7,292.00			71,024.00				23,386.00	
12	McFarland	McFarland Project Area	20402	AB 1290: New Project	McFarland USD	33607 5	2008-09	1,125.00								
13A	Ridgecrest	Ridgecrest Original Area	20459	2 Percent		33676	2001-02 (SA Dec)	110,916.17								
13B	Ridgecrest	Ridgecrest Original Area	20459	AB 1290 FLA		33607 7	2007-08	30,086.00								
13C	Ridgecrest	Ridgecrest Original Area	20459	Pass Through Agreement	Sierra Sands USD	33607 7	1981-82									
14A	Shafter	Shafter Comm Dev Project No I	20502	Pass Through Agreement		33401	1990-91	22,898.00								
14B	Shafter	Shafter Comm Dev Project No I	20502	2 Percent	Richard ESD, Kern JUHSD	33676	2001-02 (SA Dec)							125,446.52		
14C	Shafter	Shafter Comm Dev Project No I	20502	AB 1290 FLA per SB 211	Richard ESD, Kern JUHSD	33607 7	TBD									
15A	Shafter	Shafter Comm Dev Project No II	20503	AB 1290 FLA per SB 211	Richard ESD	33607 7	2014-15									
15B	Shafter	Shafter Comm Dev Project No II	20503	2 Percent	Richard ESD	33676	2001-02 (SA Dec)	10,213.67								
15C	Shafter	Shafter Comm Dev Project No II	20503	Pass Through Agreement	Kern JUHSD	33401	1994-95							211,764.00		
16	Taft	Project Area No 1	20554	2 Percent	Taft City ESD, Taft UHSD	33676	2001-02 (SA Dec)	12,674.05								
17	Taft	Project Area No 1, 2011 Amendment	INA	AB 1290: New Project	Taft City ESD, Taft UHSD	33607 5	2012-13									
18	Tehachapi	Tehachapi Project Area	20602	AB 1290: New Project	Tehachapi USD	33607 5	2001-02	51,972.00								

**EXHIBIT A.3
KERN COUNTY SUPERINTENDENT OF SCHOOLS
NET PASS-THROUGH PAYMENTS OWED
FOR THREE PRIOR YEARS: FYs 2008-09 THRU 2010-11 (PRE-RDA DISSOLUTION)
ACTUAL OVER/(UNDER) PAYMENTS RECEIVED FROM COUNTY A-C
TOTALS RECEIVED (INCLUDES FACILITIES AND TAXES)***

Number	RDA	Redevelopment Project Area	KCSOS Entitlement Fund No.	KCSOS Entitlement Type	K-12 Entitlement Type	Relevant K-12 Districts	HSC Section*	First Pmt.Yr	Sierra Sands Richland ESD	Sierra Sands USD	Taft ESD	Taft HSD	Tehachapi USD	Wasco ESD	Wasco HSD	Total by Project Area
1	Arvin	Project #1	20005	AB 1290 New Project	Same	Arvin Union ESD, Kern JUHSD	33607 5	1998-99								(74,426.32)
2	Arvin	Project #1 Amend 1	NA	AB 1290 New Project	Same	Arvin Union ESD, Kern JUHSD	33607 5	2012-13								(79,899.00)
3	Bakersfield	Downtown	20160	AB 1290 FLA per SB 211	Same	Bakersfield City ESD, Kern JUHSD	33607 7	2004-05								
4	Bakersfield	Downtown, 74-Added Area	TBD	AB 1290 FLA per SB 211	Same	Bakersfield City ESD, Kern JUHSD	33607 7	2004-05								
5	Bakersfield	Downtown, 76-Added Area	TBD	AB 1290 FLA per SB 211	Same	Bakersfield City ESD, Kern JUHSD	33607 7	2004-05								
6	Bakersfield	Downtown, 79-Added Area	TBD	AB 1290 FLA per SB 211	Same	Bakersfield City ESD, Kern JUHSD	33607 7	2004-05								
7	Bakersfield	Old Town Kern-Pioneer	20161	AB 1290 New Project	Same	Bakersfield City ESD, Kern JUHSD	33607 5	2006-01								(217,552.67)
8	Bakersfield	Southeast Bakersfield	20162	AB 1290 New Project	Same	Bakersfield City ESD, Fairfax ESD, Kern JUHSD	33607 5	2006-01								(247,855.70)
9A	California City	California City Original Area	20207	Pass Through Agreement		Mojave USD, CCD	33401	1994-95								(123,962.00)
9B	California City	California City Original Area	20207	Pass Through Agreement	2 Percent	Mojave USD	33676	2001-02 (SA Dec)								(401,027.58)
9C	California City	California City Original Area	20207	Pass Through Agreement	AB 1290 FLA per SB 211	Mojave USD	33607 7	TBD								
10A	Delano	Project Area No. 1	20304	AB 1290 FLA	Same	Delano JUHSD, McFarland USD	33607 7	2012-13								
10B	Delano	Project Area No. 1	20304	2 Percent	Same	Delano JUHSD, McFarland USD	33676	2001-02 (SA Dec)								(68,046.81)
10C	Delano	Project Area No. 1	20304	Pass Through Agreement	ESD	Delano Union ESD	33401	1993-94								(522,451.00)
11	Delano	Project Area No. 1, Amend 1	20303	AB 1290 New Project	Same	Delano Union ESD, Delano JUHSD	33607 5	1999-00								(48,887.12)
12	McFarland	McFarland Project Area	20402	AB 1290 New Project	Same	McFarland USD	33607 5	2006-09								(7,120.60)
13A	Ridgecrest	Ridgecrest Original Area	20459	2 Percent			33676	2001-02 (SA Dec)		862,131.96						751,212.79
13B	Ridgecrest	Ridgecrest Original Area	20459	AB 1290 FLA			33607 7	2007-08								(30,686.00)
13C	Ridgecrest	Ridgecrest Original Area	20459	Pass Through Agreement	Pass Through Agreement	Sierra Sands USD	33607 7	1991-92		TBD						TBD
14A	Shafter	Shafter Comm. Dev. Project No. I	20502	Pass Through Agreement			33401	1990-91								(22,899.00)
14B	Shafter	Shafter Comm. Dev. Project No. I	20502	Pass Through Agreement	2 Percent	Richland ESD, Kern JUHSD	33676	2001-02 (SA Dec)		(65,783.92)						(180,338.96)
14C	Shafter	Shafter Comm. Dev. Project No. I	20502	Pass Through Agreement	AB 1290 FLA per SB 211	Richland ESD, Kern JUHSD	33607 7	TBD								
15A	Shafter	Shafter Comm. Dev. Project No. II	20503	AB 1290 FLA per SB 211	Same	Richland ESD	33607 7	2014-15								
15B	Shafter	Shafter Comm. Dev. Project No. II	20503	2 Percent	Same	Richland ESD	33676	2001-02 (SA Dec)		(77,807.82)						(88,021.49)
15C	Shafter	Shafter Comm. Dev. Project No. II	20503	Pass Through Agreement	Pass Through Agreement	Kern JUHSD	33401	1994-95								(211,764.00)
16	Taft	Project Area No. 1	20554	2 Percent	Same	Taft City ESD, Taft UHSD	33676	2001-02 (SA Dec)								(68,471.32)
17	Taft	Project Area No. 1, 2011 Amendment	NA	AB 1290 New Project	Same	Taft City ESD, Taft UHSD	33607 5	2012-13								
18	Tehachapi	Tehachapi Project Area	20602	AB 1290 New Project	Same	Tehachapi USD	33607 5	2001-02					(138,529.69)			(149,576.11)

**EXHIBIT A.3
KERN COUNTY SUPERINTENDENT OF SCHOOLS
NET PASS-THROUGH PAYMENTS OWED
FOR THREE PRIOR YEARS: FYs 2008-09 THRU 2010-11 (PRE-RDA DISSOLUTION)
ACTUAL OVER/(UNDER) PAYMENTS RECEIVED FROM COUNTY A-C
TOTALS RECEIVED (INCLUDES FACILITIES AND TAXES)***

Number	RDA	Redevelopment Project Area	KCSOS Entitlement Fund No.	K-12 Entitlement Type	Relevant K-12 Districts	HSC Section ¹	First Pmt.Yr	Sierra Sands		Tehachapi		Total by Project Area		
								Richard ESD	USD	USD	Wasco ESD			
19A	Wasco	Wasco Project Area	20654	Pass Through Agreement	Wasco Union ESD;	33401	1896-91					(41,840.00)		
19B	Wasco	Wasco Project Area	20654	AB 1290 FLA per SB 211	Wasco UHSD	33607.7	2008-10 ¹			(3,963.00)	(3,201.00)	(7,164.00)		
19C	Wasco	Wasco Project Area	20654	2 Percent	Wasco UHSD	33676	2001-02 (SA Decl)			(98,622.94)	(65,349.03)	(1,83,971.97)		
20	Wasco	Wasco Project Area- Amnd 1	20665	AB 1290: New Project	Wasco Union ESD;	33607.5	1898-00			(13,358.90)	(11,559.62)	(28,184.48)		
21	Wasco	Wasco Project Area, 2007 Amnd (aka Amnd #2)	20674	AB 1290: New Project	Wasco Union ESD;	33607.5	2008-09			8,918.09	5,659.36	15,529.29		
22	Wasco	Wasco Project Area #2	NA	AB 1290: New Project	Wasco UHSD	33607.5	2012-13							
TOTALS, FACILITIES SHARE OF PASS-THROUGHS ONLY								(163,591.74)	TBD	(39,219.67)	(16,577.60)	(138,529.69)	(94,250.28)	(2,896,018.24)

Source: Over/(under) payments received from County A-C pre-RDA dissolution based on PEI estimates minus actual pass-through distributions per County A-C Journal Vouchers for FYs 2008-09, 2009-10, and/or 2010-11. (Under) payments are shown as negative amounts, which correspond to positive amounts owed by Successor Agency. Potential over payments are shown as positive amounts. Actual (under) payments may be larger, and potential over payments may be reduced or become negative, if additional payments from supplemental tax increment are included in PEI estimates

*--(10% for agreement and 2 percent payments, and 58.7% for AB 1290 payments, (61% for KCSOS)
Tax share is 0% for agreement and 2 percent payments, and 43.3% for AB 1290 payments (19% for KCSOS)

1. Negative incremental AV since FY 2010-11

---Entitlements with Payments that Do NOT Begin until FY 2012-13 or later
---Statutory Payments Made by County A-C Probably Included in Downtown Original
---Statutory 2% Payments Made by County A-C in Site of Pass-Through Agreement

A. Over/(Under) Payments to LEAs by RDA

RDA	KCSOS Entitlement Type	K-12 Entitlement Type	Sierra Sands		Tehachapi		Total by RDA/SA
			Richard ESD	USD	USD	Wasco ESD	
Arvin	AB 1290: New Project	AB 1290: New Project					(74,426.32)
Bakersfield	AB 1290 FLA per SB 211	AB 1290: New Project					(545,307.37)
California City	Pass Through Agreement 2 Percent	AB 1290 FLA per SB 211					(524,989.58)
Darlington	AB 1290: New Project 2 Percent	AB 1290 FLA					(639,304.93)
Delano	AB 1290: New Project 2 Percent	AB 1290: New Project					(1,120.75)
Keeneburg	AB 1290: New Project 2 Percent	AB 1290: New Project					(1,120.75)
Shafter	AB 1290: New Project 2 Percent	AB 1290: New Project					(533,023.48)
Taft	AB 1290: New Project 2 Percent	AB 1290: New Project					(68,471.32)
Tehachapi	AB 1290: New Project 2 Percent	AB 1290: New Project					(138,529.69)
Wasco	Pass Through Agreement	AB 1290: New Project					(107,026.75)
TOTAL			(163,591.74)	TBD	(39,219.67)	(16,577.60)	(94,250.28)

**Redevelopment Income Projections for Kern County Office of Education: 2012-13 Assessed Valuations
 Projection No. 7, AB 1290 Financial Limit Amendment (HSC 33607.7)
 Redevelopment Agency: City of Ridgecrest
 Redevelopment Project: Ridgecrest Original Area (Complete Project)**

AB 1290 PROJECTION: POST-ERAF SHARES (ERAF allocated to Ed Enties in Project Area)

Plan Year	Fiscal Year	Total AV at Fiscal Yr End	% Growth in AV	Base AV	Incremental AV	2% HSC 33676 Revenues Paid from Project	Project TI	Year 1 TI	Year 2 TI	Year 3 TI	Year 1 Payments	Year 2 Payments	Year 3 Payments	District Share of Tier 1 Payments	District Share of Tier 2 Payments	District Share of Tier 3 Payments	Total District Payments	Property Tax Portion	Portion for Facilities	
								(7.111 Base)	(-2.211 Base)	(-1.311 Base)	0.23% x 8.20%	0.14% x 8.168%	0.14% x 8.112%	2.23%	2.38%	2.38%		19.00%	81.00%	
BY	1987-88	\$452,174,986		\$452,174,986			\$0	\$7,114,330	\$10,183,000	\$12,786,397	0	0	0	0	0	0	0	0	0	0
1	1988-89	475,998,862	5.27%	452,174,986	23,823,876		238,239	0	0	0	0	0	0	0	0	0	0	0	0	0
2	1989-90	501,077,953	5.27%	452,174,986	48,902,967		489,030	0	0	0	0	0	0	0	0	0	0	0	0	0
3	1990-91	527,478,394	5.27%	452,174,986	75,303,408		753,034	0	0	0	0	0	0	0	0	0	0	0	0	0
4	1991-92	555,269,803	5.27%	452,174,986	103,094,817		1,030,948	0	0	0	0	0	0	0	0	0	0	0	0	0
5	1992-93	584,525,466	5.27%	452,174,986	132,350,480		1,323,505	0	0	0	0	0	0	0	0	0	0	0	0	0
6	1993-94	615,322,530	5.27%	452,174,986	163,147,544		1,631,475	0	0	0	0	0	0	0	0	0	0	0	0	0
7	1994-95	647,742,208	5.27%	452,174,986	195,567,222		1,955,672	0	0	0	0	0	0	0	0	0	0	0	0	0
8	1995-96	681,869,992	5.27%	452,174,986	229,695,006		2,296,950	0	0	0	0	0	0	0	0	0	0	0	0	0
9	1996-97	717,795,876	5.27%	452,174,986	265,620,890		2,656,209	0	0	0	0	0	0	0	0	0	0	0	0	0
10	1997-98	755,614,597	5.27%	452,174,986	303,439,611		3,034,396	0	0	0	0	0	0	0	0	0	0	0	0	0
11	1998-99	795,425,885	5.27%	444,380,683	351,045,202		3,510,452	0	0	0	0	0	0	0	0	0	0	0	0	0
12	1999-00	766,642,242	-3.62%	444,380,683	322,261,559		3,222,616	0	0	0	0	0	0	0	0	0	0	0	0	0
13	2000-01	744,897,570	-2.84%	444,380,683	300,516,887		3,005,169	0	0	0	0	0	0	0	0	0	0	0	0	0
14	2001-02	741,911,257	-0.40%	444,380,683	297,530,574	\$21,648	2,953,658	0	0	0	0	0	0	0	0	0	0	0	0	0
15	2002-03	748,969,650	0.95%	444,380,683	304,588,967	\$25,545	3,022,344	0	0	0	0	0	0	0	0	0	0	0	0	0
16	2003-04	799,688,265	6.77%	444,380,683	355,307,582	\$25,480	3,527,595	0	0	0	0	0	0	0	0	0	0	0	0	0
17	2004-05	911,878,001	14.03%	444,380,683	467,497,318	\$27,323	4,647,650	0	0	0	0	0	0	0	0	0	0	0	0	0
18	2005-06	1,000,197,347	9.69%	444,380,683	555,816,664	\$29,333	5,528,833	0	0	0	0	0	0	0	0	0	0	0	0	0
19	2006-07	1,158,962,083	15.87%	444,380,683	714,581,400	\$31,384	7,114,330	1,664,101	0	0	0	0	0	0	0	0	0	0	0	0
20	2007-08	1,325,581,362	14.88%	444,380,683	881,200,679	\$33,476	8,778,531	1,664,101	0	0	0	0	0	0	0	0	0	0	0	0
21	2008-09	1,395,889,890	5.30%	450,326,255	945,563,635	\$35,610	9,430,037	2,305,897	0	0	0	0	0	0	0	0	0	0	0	0
22	2009-10	1,424,934,759	2.08%	450,326,255	974,608,504	\$37,786	9,708,239	2,393,869	0	0	0	0	0	0	0	0	0	0	0	0
23	2010-11	1,469,670,400	-1.07%	450,326,255	959,344,145	\$37,523	9,535,918	2,441,489	0	0	0	0	0	0	0	0	0	0	0	0
24	2011-12	1,445,444,043	-2.54%	452,174,986	993,269,057	\$38,357	9,894,334	2,779,944	0	0	0	0	0	0	0	0	0	0	0	0
25	2012-13	1,418,481,778	-1.87%	452,174,986	966,306,792	\$40,588	9,622,480	2,508,050	0	0	0	0	0	0	0	0	0	0	0	0

Notes: 1. Prior year payment amounts are based on TI estimates derived either from actual County Assessed Values ("AV") data or on straight line AV growth over the base year AV. The resulting TI amounts shown will differ from ACTUAL payment amounts received by the District because actual TI includes the impacts of tax override amounts, roll value adjustments, and supplemental taxes. However, growth over a current year AV remains the best method for projecting future payments to the District.
 2. AB 1290 payment terms: Yrs. 10, years: 25% less LMI of District share of TI in entire project area each year (25% x 80% = 20%)

RESOLUTION NO. 13-03

A RESOLUTION OF THE RIDGECREST REDEVELOPMENT AGENCY OVERSIGHT BOARD APPROVING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE 2013-14B

WHEREAS, the Ridgecrest Redevelopment Agency Oversight Board has met and has duly considered a Draft Recognized Obligation Payment Schedule (ROPS) for the period January 1 2014 through June 30, 2014 in the form submitted by the Successor Agency staff (the "Draft ROPS 13-14B"); and

WHEREAS, prior to its meeting on September 16, 2013, the members of the Ridgecrest Redevelopment Agency Oversight Board have been provided with copies of the Draft ROPS 13-14B and instruments referenced in the Draft ROPS 13-14B; and

WHEREAS, the Ridgecrest Redevelopment Agency Oversight Board has reviewed the Draft ROPS 13-14B and those instruments referenced in the Draft ROPS 13-14B; and

WHEREAS, the Ridgecrest Redevelopment Agency Oversight Board desires to express and memorialize its approval of the Draft ROPS 13-14B with this Resolution.

NOW THEREFORE, BE IT RESOLVED by the Ridgecrest Redevelopment Agency Oversight Board, as follows:

- SECTION 1.** The Ridgecrest Redevelopment Agency Oversight Board finds and determines that the foregoing recitals are true and correct.
- SECTION 2.** The Ridgecrest Redevelopment Agency Oversight Board approves as the Recognized Obligation Payment Schedule ROPS 13-14B for the period January 1, 2014 through June 30, 2014.
- SECTION 3.** The Ridgecrest Redevelopment Agency Oversight Board is authorized and directed to submit the ROPS 13-14B to the California Department of Finance for its review and approval.
- SECTION 4.** The Ridgecrest Redevelopment Agency Oversight Board shall maintain on file as a public record this Resolution and the ROPS 13-14B as approved hereby.

PASSED, APPROVED, AND ADOPTED at the meeting of the Ridgecrest Redevelopment Agency Oversight Board, held on this the 16th day of September, 2013 by the following vote, to wit:

Ayes:
Noes:
Absent:
Abstain:

Chairman

ATTEST:

Ricca Charlon, Oversight Board Secretary

OVERSIGHT BOARD TO THE RIDGECREST REDEVELOPMENT

SUCCESSOR AGENCY AGENDA ITEM

SUBJECT:

Review of Proposals Received And Approval For The Successor Agency To Enter Into A Contract With Kosmont Associates To Develop And Implement The Agency's Property Management Plan (PMP) As Required By The State Of California Department Of Finance (DOF) By Resolution

PRESENTED BY:

Gary Parsons

SUMMARY:

The City Council, at their regular meeting of September 4, 2013, approved the selection of Kosmont Associates to develop and implement the agencies Property Management Plan (PMP).

Agency staff prepared a Request for Proposal (RFP) and sent it to several firms, both locally and out of area (list attached), on July 15, 2013. The agency received two responses (see attached proposals) and a review committee recommended Kosmont Associates for selection. Kosmont provided implementation services not indicated on the other proposal in addition to being less expensive.

Funding for this contract was included on the ROPS 2013-14A. Staff would request approval so that they may be able to enter into a contract with Kosmont Associates for services as presented in the scope of work provided in the Kosmont proposal with work to be completed before January 1, 2014.

Staff will provide an overview and respond to any questions of the Oversight Board concerning the request for proposals or the selection process.

FISCAL IMPACT:

Successor Agency Funding of the PMP contract is listed under the Recognized Obligation Schedule ROPS 2013-14A for the period 7/1/2013 to 12/31/2013.

Reviewed by Finance.

ACTION REQUESTED:

Motion for approval to enter into a contract for PMP services with Kosmont and a second motion to adopt Resolution No. 13-04

Submitted by: G. PARSONS

Action Date: Sept 16, 2013

From: Gary Parsons
Sent: Thursday, July 11, 2013 11:06 AM
To: Ricca Charlon
Subject: list of firms to send out the PMP RFP to
Attachments: PMP RFP.DOCX; Letterhead of the successor agency and city.docx

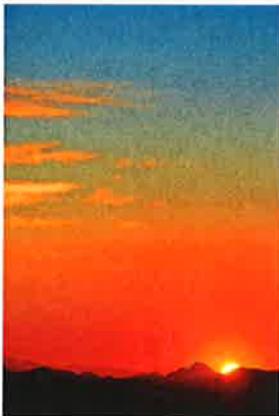
- **Kosmont companies -- 865 S. Figueroa Street suite 3500 Los Angeles ,ca.90017—attention Kin Hira**
- **RCG – 309 w.4th Street Santa Ana ,ca. 92701 --- attention Katheen Rosenow**
- **Vaughn Realty--- 509 w. ward street ,Ridgecrest ,ca. 93555--- attention Carol Vaughn**
- **Coldwell Banker Best Realty--- 710 china Lake Blvd. Ridgecrest ca. 93555 ---attention David Eriksen / Kathy Vejtasa**
- **Manning Harold W CPA ---_425 Drummond Ave # A, Ridgecrest, CA 93555 --- attention Harold Manning**
- **Mindy Mongeon CPA---_201 Panamint Ave # A, Ridgecrest, CA 93555---- attention Mindy Mongeon**



SUCCESSOR AGENCY PMP PROPOSAL

CITY OF RIDGECREST

*Development of a Property Management Plan
for the Successor Agency of the City of Ridgecrest*





August 12, 2013

Mr. Gary Parsons, Economic Dev. Mgr.
Ms. Rachel Ford, City Clerk
City of Ridgecrest
100 West California Avenue
Ridgecrest, CA 93555

Re: Proposal for Development of a Property Management Plan (PMP) for the Successor Agency of the City of Ridgecrest in Compliance with Assembly Bill No. 1484

Dear Mr. Parsons and Ms. Ford:

Kosmont & Associates, Inc. doing business as Kosmont Companies ("Consultant" or "Kosmont") is pleased to present our proposal for the Development, Preparation and Implementation of a Long-Range Property Management Plan ("PMP") to the Successor Agency of the City of Ridgecrest ("Client").

It is our understanding that the Client seeks a consultant to prepare and submit a draft of the PMP in compliance with Assembly Bill No. 1484 to the California Department of Finance ("DOF") along with communication to the DOF related to the processing and approval of the PMP and implementation of the approved strategy for the Client's assets.

Kosmont Companies, a certified Minority Business Enterprise (MBE), is a full service economic development, public finance, and real estate advisory firm with a 27-year track record of working with local government on economic development strategies and real estate projects that have led to successful outcomes. Since 1986, Kosmont has performed a myriad of assignments in hundreds of cities across the state of California. Locally, we have worked in communities such as Visalia, Santa Clarita, Victorville, Bakersfield, Palmdale and many others.

We are currently assisting several diverse clients in preparing their PMPs such as Atascadero, Culver City, Modesto, Montebello, Riverbank, Santa Paula, and Whittier. Our public and private sector experience, and in-depth expertise in multiple areas including PMPs, asset management, fiscal and economic impact studies, financial advisory, economic development, real estate, project funding, business costs/ incentives and land use make us the ideal firm to provide the requested PMP services.

Our Team also contains several licensed real brokers and attorneys familiar with property conditions as related to title, covenants, easements and their impact on property valuation and marketability. Separately, to the extent desired and advantageous, Kosmont Realty Corporation, a separate brokerage services firm can be available to complete cost effective Broker Opinions of Value (BOV) to update values for the PMP.

The Kosmont Team is fully prepared to meet the requirements of the Scope of Services presented by the Client and would be appreciative of the opportunity to assist the community. We are available to discuss further at your convenience.

Yours truly,

A handwritten signature in black ink that reads "Larry J. Kosmont". The signature is written in a cursive, flowing style.

Larry J. Kosmont, CRE®
President & CEO



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**Compensation is enclosed in the separate Fee Proposal envelope.*

SCOPE OF WORK

Consultant understands that the Client desires assistance in completing and submitting the Long-Range Property Management Plan (“PMP”) to the California Department of Finance (“DOF”) in compliance with Assembly Bill No. 1484 (“AB 1484”). Additionally, the Client is seeking assistance with communication to the DOF related to the processing and approval of the PMP and implementation of the approved strategy for the Client’s assets.

If selected, Consultant is prepared to start the assignment immediately after approval and subsequent execution of the Agreement by the Successor Agency and City Council.

Kosmont’s approach to these tasks is hands-on and highly collaborative with the Client.

Task 1: PMP Initiation, Preparation & Submission Assistance

The process of preparing and submitting the PMP includes the following subtasks as required by AB 1484, but are not necessarily in this order (except subtasks j and k):

- a. Inventory properties under ownership of the Client including the date of acquisition, value at the time of acquisition and the estimated value today, based on information provided to Kosmont by the Client
- b. Identify the purpose for which each property was acquired, based on information provided to Kosmont by the Client
- c. Gather parcel data (address, lot size, and current zoning)
- d. Estimate current value of the parcels, Client to provide Kosmont any relevant documents including appraisals if applicable
- e. Estimate lease, rental, and other revenues generated by the properties and the contractual requirements of these funds
- f. Describe the history of environmental contamination and associated remediation efforts. The proposal provides that this component will be based on information provided to Kosmont by the Client. Cost for additional reports or studies if required, are not included in the proposed budget. Kosmont uses a list of environmental experts depending on specific conditions, and to the extent necessary will recommend and direct environmental specialists for additional studies/evaluations. Environmental firms would be contracted by the Client.
- g. Describe each property’s potential for transit-oriented development and the advancement of the planning objectives of the Client
- h. Describe the history of previous development proposals and activity, including the rental or lease of property, based on information provided to Kosmont by the Client
- i. Describe the Client’s plans for use and/or disposition of properties, based on information provided to Kosmont by the Client
- j. Draft PMP
- k. Assist the Client with submittal of PMP and with follow-up communication with DOF



Task 2: Evaluate the Use or Disposition of All Properties

With the objective of achieving maximum value for the Client, Consultant will evaluate and identify properties that are most likely to be retained for governmental use, retained for future development, retained for the purpose of fulfilling an enforceable obligation, and to be sold. This effort may involve review of former redevelopment plans and related State submittals to validate the retention of these properties.

For properties that do not meet these AB 1484 criteria, and thus must be sold, Consultant will incorporate a plan for the City to facilitate dispositions to buyers that would invest in or install uses that are in the best long-term economic development and planning interests of the Client. Consultant will assist the Client in identifying conditions and constraints that may affect the properties' value and development potential to the extent practical and within the limits of Consultant's expertise. Kosmont has extensive experience in evaluating entitlements, restrictive covenants, TFAR, use of bond proceeds, title conditions, and easements.

Compensation for Tasks 1 and 2 is enclosed in the separate Fee Proposal envelope.

General Approach and Strategy

Kosmont allocates tasks and responsibilities to Team members based on subject-matter expertise and available capacity to optimize efficiency cost effectiveness, and on schedule delivery of work product to its clients. Kosmont will designate a Senior Staff Member as Project Manager to the assignment that has extensive experience in PMPs and in negotiating with the DOF (see Key Staff on page eight).

Our Team meets daily to ensure each phase of a project is being completed in the highest quality and most efficient manner possible. Senior team members, including Larry Kosmont, will review work product for quality control purposes, prior to submission to Client. Work plans, estimated milestone timelines, and task budgets are developed and confirmed with clients prior to initiation of any work in order to carefully manage schedule and cost and to deliver maximally relevant and compelling work product for the Client.

Kosmont has served clients throughout Southern California for over 27 years successfully structuring complex public and private transactions. Our success is premised on delivering value and results to clients, resulting in completed transactions and projects. Our experience across real estate, economic development, and financial markets make us uniquely suited to help guide projects from concept to reality.

TESTIMONIAL: *"The Kosmont Team is responsive and very skilled. They identify issues and provide solutions for both technical and policy based projects. A high point is Kosmont's ability to communicate clearly and effectively in smaller working meetings as well as larger, frequently stressful, public meetings. Their financial and economic work is reliable, credible and user friendly."*

Laurie Hughes, Executive Director, Gateway to L.A.



COMPANY DESCRIPTION AND QUALIFICATIONS

Description

Founded in 1986, Kosmont Companies, a certified Minority Business Enterprise (MBE), is a full-service real estate, economic development, and public finance advisory services firm with a 27 year history of advising redevelopment agencies and overseeing strategic property reuses and dispositions for public agencies. Kosmont Companies is a nationally recognized expert in economic development and real estate projects involving public/private transactions and partnerships.

A primary current focus is on redevelopment dissolution. We offer a complete range of services such as PMP preparation and submittal, PMP peer review, real estate transactions, economics, project finance, transaction structuring, review and/or refunding of existing Tax Allocation Bonds (TAB), negotiations, land use entitlements, and planning and project implementation services for both the public and private sectors.

Qualifications

Kosmont has extensive experience working with the DOF and Oversight Boards ("OBs"). Our expertise in PMPs includes evaluating entitlements, restrictive covenants, TFAR, use of bond proceeds, title conditions, and easements.

Presently, Kosmont is preparing PMPs for a diverse list of cities such as Atascadero, Culver City, Grand Terrace, Modesto, Montebello, Paramount, Riverbank, Santa Paula, and Whittier. In addition, Kosmont has been retained by the DOF to provide comprehensive staff support to six of the seven DLA agencies (known under ABx1 26 as "Designated Local Authorities" and is serving a number of Successor Agencies ("SAs").

Kosmont's PMP services extend to public finance. For example, Kosmont is the Financial Advisor to the City of Walnut Successor Agency and recently completed an AB1484 qualified refunding for \$18 million of existing Tax Allocation Bonds ("TAB"). This refunded TAB was approved by the DOF and resulted in savings for all Taxing Authorities and achieved statutory compliance. We are working on evaluating numerous existing former RDA bond issues to determine the capacity to reuse proceeds as part of the dissolution settlement.

RDA Dissolution, AB 1484 & PMP Services Offered

Successor Agency and Oversight Board Dissolution Services: Kosmont Companies is retained by the DOF to provide comprehensive staff support to six of the seven DLAs. Based upon the firm's long and successful track record in the redevelopment arena and its current roster of nearly a dozen dissolution clients, Kosmont is ideally suited to assist SAs and OBs with a full range of dissolution duties from preparing Recognized Obligation Payment Schedules (ROPS) to communicating with the DOF and working with bond trustees.

Long Range Property Management Plans: Kosmont Companies specializes in asset management plans and has been preparing property based strategies for over 25 years for redevelopment agencies, cities, counties, and other public agencies. Kosmont Companies with Kosmont Realty Company, our full service brokerage and financing firm, has the necessary skills



to effectively prepare and implement the required PMPs for former redevelopment agencies properties. Currently, we are assisting a diverse list of cities with their AB 1484 mandated PMPs.

As part of the PMP, Kosmont explores ways that Cities and Successor Agencies may benefit from the AB 1484 dissolution process. Benefits could include retention of property for governmental use, retention of property for future development, and refunding and refinancing bond obligations. For property that must be sold, Kosmont seeks buyers for assets that may best serve the long term interests of the City.

Financial Advisory & Redevelopment Dissolution Services: Since 1986, Kosmont Companies has helped hundreds cities and agencies with property-based financial advisory, valuation and disposition assignments. The firm offers the following essential Financial Advisory Services to Successor Agencies and Oversight Boards statewide:

- Asset Strategies
- Highest and Best Use Evaluation
- Broker Opinion of Value (via Kosmont Realty Corporation)
- NPV and Income Stream Analysis
- Financing Alternatives for Existing Transactions
- Negotiations of Transaction Issues
- Refunding of RDA Bonds pursuant to AB1484

Furthermore, we serve as the real estate advisor for several cities including South Gate, Placentia, San Jacinto and Redondo Beach. Our staff includes former City Managers as well as Directors of Redevelopment/Economic Development and Financial Services that served 11 different California cities. Our Team also contains several licensed real brokers and attorneys familiar with property conditions as related to title, covenants, easements and their impact on property valuation and marketability.

Statewide Education on Redevelopment Dissolution, PMPs and AB1484

Over the past year, Kosmont created and taught the Property Management Plan workshop for CALED's Annual Pre-Conference which was attended by approximately 75 government professionals. On May 14th, Kosmont led a webinar entitled "*From Dissolution to Development - How to Unlock the Benefits of Property Management Plans*" for the California Redevelopment Association (CRA) that was attended by nearly 200 participants, mainly Successor Agencies.

TESTIMONIAL: *"Kosmont delivers an array of technical and deal making skills that public agencies cannot develop in-house. Their ability to understand economic development projects from the city, developer and financier perspectives has delivered tremendously successful results for Redondo Beach."*

Peter Grant, Assistant City Manager, City of Redondo Beach

COMPANY PERSONNEL QUALIFICATIONS

KEY PROJECT STAFF:

Mr. Larry Kosmont will be the Project Principal/Supervisor responsible for this project.



Larry J. Kosmont, CRE, is the President and CEO of Kosmont Companies, which he founded in 1986. Kosmont Companies is an industry leader in public/private real estate transactions, economic development and public finance. In 2009, he created the Kosmont Muni Horizons Fund™ which sources private financing for public projects, P3 initiatives, infrastructure funding and economic development. Mr. Kosmont is also Managing Partner of Renaissance Community Fund, which invests and develops mixed use, residential and commercial projects throughout California, and a Principal of California Golden Fund, an approved EB-5 Regional Center.

Mr. Kosmont served as Interim City Administrator for the City of Montebello, CA from May 2011 to March 2012 as part of a financial turnaround assignment awarded to Kosmont Companies. From 1975 to 1986, Mr. Kosmont served in the roles of City Manager, Director of Community Development, and Redevelopment Director in the cities of Santa Monica, Seal Beach, Bell Gardens, and Burbank.

Mr. Kosmont's 37-year career encompasses public/private financial structuring and negotiations, development, and management of real estate and public finance transactions exceeding \$12 billion. He has an extensive track record as a public/private real estate consultant and public finance advisor. Mr. Kosmont has assisted hundreds of local government agencies in public finance and real estate matters ranging from large-scale economic development programs to site-specific real estate strategies and projects. He has guided over 1,000 private sector projects in obtaining public approvals, structuring deal terms, and securing public/private financing.

In 1994, Mr. Kosmont conceived of and created the Kosmont-Rose Institute *Cost of Doing Business Survey*®, recognized as the industry standard for comparing city taxes and economic incentives. The Survey covers over 400 cities in 50 states, and is published annually by Claremont-McKenna College. In 1996, he was named Commercial Real Estate Service Professional of the Year by the Los Angeles Business Journal.

Mr. Kosmont is a registered Municipal Advisor with the U.S. Securities and Exchange Commission, a licensed real estate broker in California, a designated Counselor of Real Estate, CRE®, and has served on:

- California Association of Local Economic Development (CALED) Advisory Board
- California Redevelopment Association (CRA) Board
- City of Hawthorne Redevelopment Oversight Board
- Los Angeles City Commissioner - Industrial Development Authority
- MWD Board (represented City of Los Angeles)
- State Commissioner - California Economic Development Commission
- USC Lusk Center for Real Estate – Board of Directors

Mr. Kenneth K. Hira will be Project Manager and point of contact for day to day communication and management of the assignment.



Kenneth K. Hira serves as Senior Vice President for Kosmont Companies. An expert in retail development and strategies for retail attraction, Mr. Hira has nearly 20 years of varied experience in virtually every aspect of real estate financing, downtown revitalization, acquisition, entitlement, development, asset management and disposition. Mr. Hira's expertise is in identifying retail tenants and negotiating retail and mixed-use projects that can revitalize communities and assist in economic development/tax generation programs.

A former Executive Vice President of the Irvine-based mixed-use developer, Pacific Century Commercial, Mr. Hira managed a portfolio of over \$100 million of retail sites, while operating the commercial division of the company. Prior to this, as a Managing Director of Acquisitions for Westrust and a Vice President of Development at Lewis Retail Centers, he evaluated and underwrote hundreds of acres of land, successfully captured and negotiated anchor tenant commitments creating \$60 million of value in ground-up development and redevelopment, and was responsible for 800,000 square feet of retail entitlement, design and development. As Vice President of GMS Realty, Mr. Hira entitled one million square feet of retail development projects, as well as led the acquisition of 24 neighborhood and community shopping centers, totaling 3.3 million square feet and valued at \$375 million, and organized a \$287 million recapitalization.

Mr. Hira holds a Bachelor degree in Economics and Business from UCLA, and is an active volunteer leader of the International Council of Shopping Centers. He serves as the ICSC Southern California State Director, while previously serving as the ICSC Program Committee Chair and Alliance Co-Chair, advocating public-private partnerships. Mr. Hira is a registered Municipal Advisor with the U.S. Securities and Exchange Commission (SEC).

ADDITIONAL SUPPORT STAFF

This project may also include of a combination of the following support staff.



Susan Perry, Esq., is a Partner with Kosmont Companies. With 20 plus years of experience in real estate transactions, land use and planning, Ms. Perry manages complex assignments involving asset due diligence, entitlements and public approvals on behalf of a broad range of private sector clients. Ms. Perry is Kosmont Companies' principal project liaison to private sector corporations, public agencies, developers, lenders, non-profits and REITs.

Ms. Perry is an attorney and a member of both the State Bar of California and the American Bar Association and a registered Municipal Advisor with the U.S. Securities and Exchange Commission (SEC). She has served as President of the Southern California Development Forum and remains on SCDF's Advisory Board. She holds a Bachelor of Arts degree from University of Kansas and a Juris Doctor from Northrop University School of Law.



C. Wil Soholt, Senior Vice President at Kosmont Companies, functions as the firm's financial and investment strategist for public-private deals. Prior to joining Kosmont Companies, Mr. Soholt managed more than 25 redevelopment projects with an aggregate project cost of \$140 million. Mr. Soholt's analytical capabilities extend to economic and geographic modeling, feasibility modeling, acquisition strategies, demographic projections, and data mining. Mr. Soholt has a talent for consensus building, creative problem solving, and identifying opportunities to capture hidden value.

Mr. Soholt holds a Master of Business Administration from Pepperdine University and a Bachelor of Science in Urban Planning and Real Estate Development from the University of Southern California. He is an instructor in Real Estate Development Finance for the California Association of Local Economic Development (CALED).



Dan Massiello is a Senior Vice President – Public Finance with Kosmont Companies. Massiello brings over 20 years of professional experience in the Public Finance industry to Kosmont Companies. Mr. Massiello started his career with an east coast financial advisory firm, and has been an investment banker in CA for 13 years. Mr. Massiello has structured and brought to market over \$4 billion of new money and refunding transactions to market for Cities, Redevelopment Agencies, School and Community College Districts and Special Districts. Successfully completed transactions include General Fund Financings (Certificates of Participation), Tax Increment, General Obligation, Installment Purchase, Lease Revenue, Revenue, Special Tax, and Sales Tax supported financings. A significant portion of these transactions involved unrated and challenging credits, which have garnered Mr. Massiello the ability to engineer well-structured and marketable financing vehicles that consistently meet his clients' financing goals and objectives.

Mr. Massiello earned his BS in Management/Finance from the State University of New York-Binghamton and held Series 24, 7, and 63 FINRA Licenses while employed by a Broker/Deal (currently inactive).



Ryan Aubry, LEED Green Associate, Senior Vice President with Kosmont Companies, has over ten years experience in the detailed analysis of infill development. He has worked with various governmental organizations on planning and development issues relating to infill development, as well as with private developers. He has worked closely with the City of Los Angeles Planning Department, the County of Los Angeles Planning Department, and the Los Angeles Community Redevelopment Agency. Recently he served as a project manager for a development firm focusing on workforce housing in the City of Los Angeles, where he was involved in the development of nine infill condominium and town home projects as well as assisting with acquisition strategies. As a real estate consultant, Mr. Aubry has been involved in the underwriting of many property types including multifamily apartments, retail

malls, urban hotels, and infill residential development. He is adept in using Geographic Information Systems (GIS) for the analysis of transit oriented development and other project types.

Mr. Aubry holds a Master's in Real Estate Development from the University of Southern California, as well as a Masters degree in Geography from the University of California Santa Barbara. Mr. Aubry is a member of the Urban Land Institute. He is also a registered Municipal Advisor with the U.S. Securities and Exchange Commission (SEC).



Joseph Dieguez is a Vice President with Kosmont Companies, serving clients primarily through market and financial analyses, fiscal impact and economic benefit studies, transaction due diligence, government management services and marketing efforts. Prior to joining Kosmont Companies, Mr. Dieguez served as a senior analyst at a real estate investment, development and finance firm and as an analyst at a financial services management consulting firm, responsible for industry, market, portfolio and property-level research and analysis, negotiation and transaction execution support. Mr. Dieguez was previously an assistant project manager at a construction management firm, where he assisted with RFQ/P development and project implementation.

Mr. Dieguez graduated with a Bachelors of Science degree in Mechanical Engineering from the Massachusetts Institute of Technology and is a Real Estate Salesperson licensed by the State of California Department of Real Estate and a registered Municipal Advisor with the U.S. Securities and Exchange Commission.



Mr. Chris Jicha is a Senior Consultant with Kosmont Companies. He brings a wealth of understanding both municipalities and real estate markets with an exceptional understanding of inland California cities. Mr. Jicha's expertise ranges from building and guiding economic development departments and programs to business development. His 12 years of experience as a businessman and entrepreneur along with 6 years experience with a County municipality creates a unique blend of experience to serve his clients. Mr. Jicha has been involved in 7 business acquisitions and relocations as an entrepreneur and provided site

selection, incentives, workforce development and project entitlement & permitting services to large corporations and businesses.

Currently, Mr. Jicha focuses on providing real estate and development advisory services including highest & best use studies, market analysis, retail demand studies, and financial analysis/valuation and implementation strategies for municipalities in Southern California.



Murtuza Razavi, is a Project Analyst with Kosmont Companies. His focus is on analyzing public policy, real estate, and public finance related issues as they pertain to the development process. Prior to joining Kosmont Companies, Mr. Razavi worked for the CMBS Originations group at Cantor Fitzgerald in Century City. He underwrote over \$300 million of new CMBS issuances across all property types and performed due diligence on loan borrowers. He was also responsible for creating credit memos for committee approval prior to funding dates.

Mr. Razavi graduated from the University of Southern California's Marshall School of Business with a bachelor's degree in Finance.



Peter Evenson, a Project Analyst with Kosmont Companies, focuses on real estate, financial analysis, economic research, land use, market analysis and various marketing strategies. Prior to joining Kosmont Companies, Mr. Evenson worked in business development for the University of Southern California focusing on fiscal reporting and analysis, securing external funding, overseeing budget contracts and grants, and project management. He provided in-depth viability studies and prepared operating budgets, capital budgets, income re-projections and business plans for projects in excess of \$15 million.

Mr. Evenson holds a bachelor's degree in Business Administration from Chapman University and a Professional Certificate in Contracts and Grants from the University of Southern California. He is the President of a Culver City Toastmasters group and is currently in the process of becoming a licensed Real Estate Salesperson in California.



ADDITIONAL INFORMATION

Client may require additional consulting services from Kosmont at the completion of the PMP Tasks 1 and 2 as identified in the Scope of Work on pages four and five in order to achieve the most desirable outcome possible throughout the dissolution process.

If so, Kosmont Companies with Kosmont Realty Company (our full service brokerage and financing firm), is teamed with Auction.com, the nation's leading online real estate marketplace. In response to the need for extensive market pricing intelligence, transaction transparency, broad exposure to a qualified pool of buyers, and expansive market data in all property and note product types to produce a PMP, Kosmont incorporates the market experience that Auction.com provides, which comes from managing over \$21 billion in completed internet transactions. The blend of redevelopment dissolution experience and an extensive transactional database provides our PMP Transition Team with a hands-on, experience-based approach to determine value ranges, and ultimately select appropriate strategies and teams to market the assets to a broad and qualified pool of potential buyers.

EXCEPTIONS TO THE PROPOSED AGREEMENT

Ricca Charlon at the direction of Consultant Jim McRea, informed us via email on July 30, 2013 that the Consultant Agreement is not currently available. Therefore, if selected, Kosmont reserves the opportunity to review and comment on the Consultant Agreement.

DBE/UDBE Forms 10-O1 & 10-O2

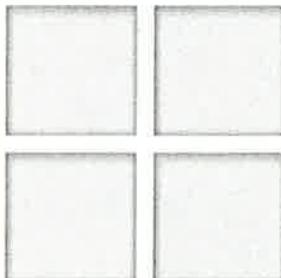
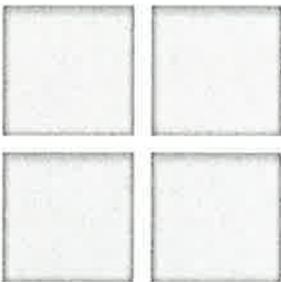
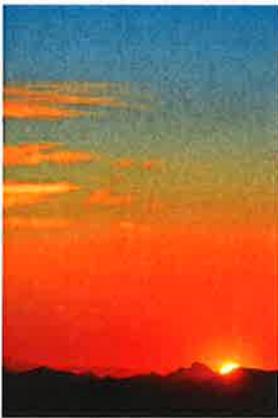
Ricca Charlon at the direction of Consultant Jim McRea, informed us via email on July 30, 2013 that the DBE and UDBE forms are not required for this proposal.



SUCCESSOR AGENCY FEE PROPOSAL

CITY OF RIDGECREST

*Development of a Property Management Plan
for the Successor Agency of the City of Ridgecrest*



FEE PROPOSAL

Development of a Property Management Plan (PMP) for the Successor Agency of the City of Ridgecrest in Compliance with Assembly Bill No. 1484

COMPENSATION

Compensation for services under Tasks 1 and 2 on pages four and five in the Project Proposal is will not exceed \$15,000 which will be billed on a time and materials basis. This quote is subject to verification of Property List which has not yet been provided by the City/SA. It is problematic to provide a closed end Bid without confirming number and type of properties.

Reimbursement of Costs

Services will be invoiced monthly at Consultant's billing rates, as shown on Attachment A. Invoices will include reimbursement for out-of-pocket expenses such as travel and mileage (provided that there shall be no overnight travel without the Client's prior approval and that mileage shall be reimbursed at Consultant's normal mileage reimbursement rate of 56.5 cents per mile), professional printing, conference calls, and delivery charges for messenger and overnight packages at actual cost. Out-of-state travel requires advance funding of flights and hotel accommodations.

Consultant will also include in each invoice an administrative services fee to cover in-house copy, fax, telephone and postage costs equal to four percent (4.0%) of Consultant's monthly professional service fees incurred. Any unpaid invoices after 30 days shall accrue interest at the rate of 10% per annum.



ATTACHMENT A

Kosmont Companies 2013 Public Agency Fee Schedule

Professional Services

President & CEO	\$295.00/hour
Partner/Senior Vice President/Senior Consultant	\$225.00/hour
Vice President/Associate	\$185.00/hour
Project Analyst	\$150.00/hour
GIS Mapping/Graphics Service/Research	\$ 95.00/hour
Clerical Support	\$ 60.00/hour

- **Additional Expenses**

In addition to professional services (labor) fees:

- 1) An **administrative fee** for in-house copy, fax, phone and postage costs will be charged, which will be computed at four percent (4.0 %) of monthly Kosmont Companies professional service fees incurred; **plus**
- 2) **Out-of-pocket expenditures**, such as travel and mileage, professional printing, and delivery charges for messenger and overnight packages will be charged at cost.

- **Charges for Court/Deposition/Expert Witness-Related Appearances**

Court-related (non-preparation) activities, such as court appearances, depositions, mediation, arbitration, dispute resolution and other expert witness activities, will be charged at a court rate of 1.5 times scheduled rates, with a 4-hour minimum.

Rates shall remain in effect until December 31, 2013

PROPOSAL FOR LONG-RANGE PROPERTY MANAGEMENT PLAN SERVICES

CITY OF RIDGECREST SUCCESSOR AGENCY



Jim Simon, Principal
jsimon@webrsg.com

August 12, 2013



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INTELLIGENT COMMUNITY DEVELOPMENT

ROSENOW SPEVACEK GROUP INC. T 714 541 4585
309 WEST 4TH STREET F 714 541 1175
SANTA ANA, CA E INFO@WEBRSG.COM
92701-4502 WEBRSG.COM

August 12, 2013

Gary Parsons, Economic Development Manager
CITY OF RIDGECREST
100 West California Avenue
Ridgecrest, CA 93555

LONG-RANGE PROPERTY MANAGEMENT PLAN SERVICES

Dear Gary:

Rosenow Spevacek Group, Inc. ("RSG") is pleased to present this proposal for consulting services to the City of Ridgecrest Successor Agency ("Successor Agency") to prepare the Long-Range Property Management Plan. For over 33 years, RSG has provided a variety of community development services to California cities, including Ridgecrest.

No doubt about it – the dissolution process is very frustrating, and our 95 clients each have their own stories of pitfalls. Since April 2013, only a handful of PMPs have been fortunate to be anointed by the Department of Finance for approval. Many cities continue to struggle with translating their redevelopment objectives in the DOF's parlance – which is entirely focused on maximizing value for school districts and curtailing any silver lining for former RDAs.

It can be tempting for successor agencies to leverage these PMPs into broader economic development strategies, but there is no evidence that DOF will accept such a proposal that deviates from the strict application of the code and their vague practices. You also have to contend with real estate brokers who claim to have your best interests in mind, but are more interested in getting a sales commission than getting your PMP approved and your local economic development goals maximized.

RSG's clients tell a different story – they see us working hardest toward getting them through the DOF process, coming up with new ideas on how to present their case effectively, and ultimately focusing on their opportunities rather than ours. It's been mutually beneficial, RSG's growing faster than we have in the past three years, but more importantly our clients are transforming the way they do economic development, understand their fiscal priorities, and leveraging real estate assets and finding new ways to incentivize revitalization. But first, you need to get your PMP approved and RSG can do this better than anyone.

Sincerely,
ROSENOW SPEVACEK GROUP INC.

Jim Simon
Principal / California Corporate Broker's License DRE #01930929



EXPERIENCE AND QUALIFICATIONS

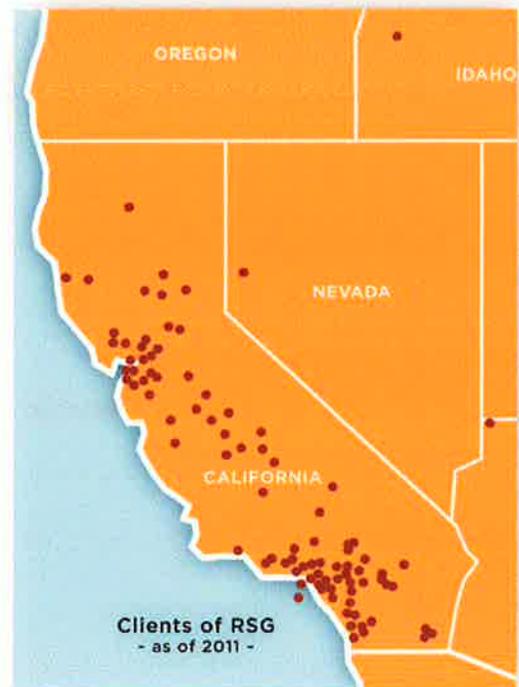
Rosenow Spevacek Group, Inc. (RSG) serves as trusted advisors providing reliable information and thorough analyses to local governments and private entities. Founded in 1979, our firm offers a variety of community improvement, management, financial, real estate, and affordable housing services. Our value-added offerings help clients address and solve their most pressing challenges.

Our diversified client portfolio includes a mix of local governments and private entities:

- ◆ We serve approximately 100 public agencies each year including cities, counties, special districts, and LAFCOs.
- ◆ Our private clients include developers, home builders, investors, and business owners.

We are retained not only to study and analyze, but also to help create implementable solutions and deliver meaningful outcomes to make our clients more effective and efficient.

Our success is built around a passionate and talented team of analysts, planners, GIS experts, former public sector employees, organizational development experts and real estate professionals. Our team strives to understand each client's unique situation and then formulates the most comprehensive and implementable solutions possible. In the end, we provide our clients with value. Our value has helped cities incorporate, communities re-vision their service models, families find affordable neighborhoods, and



developers build communities that provide employment opportunities and generate revenue. It's Intelligent Community Development in whatever form or need requested by our clients.

RSG's products and service offerings are built around our five core competencies:

- ◆ Community Investment and Improvement
- ◆ Local Government Solutions
- ◆ Financial Analysis
- ◆ Real Estate and Development
- ◆ Housing

MISSION STATEMENT

"RSG creates solutions to enhance communities' physical, economic, and social future."

CORE VALUES

All of our work aligns with our core values – they define who we are as people, how we can be expected to work, and what our clients can expect from our consulting services. These include:

- ◆ *Social and community responsibility*
- ◆ *Creativity and innovation*
- ◆ *Excellence in products and services*
- ◆ *Honest and ethical behavior above all else*

CORPORATE INFORMATION

Rosenow Spevacek Group, Inc. is a California-based, Subchapter "S" corporation. Founded in 1979, the firm provides a wide array of community development consulting services to local government organizations and private entities. Ownership is divided among six shareholders, five of whom are active in the day-to-day consulting assignments for our clients, including Principals Kathleen Rosenow, Felise Acosta, and Jim Simon.

Our corporate offices are located in Santa Ana, California, with a satellite office in Julian, California. Most of our employees work out of our Santa Ana office, although we have several employees working from remote offices in San Francisco, Sacramento, and San Diego.

In order to deliver real estate asset management services to our clients, our firm maintains a corporate brokers license (CA DRE #01930929), and have one licensed broker and one licensed sales person on staff.

RSG STAFF

RSG has a staff of 18 consulting staff, exclusive of sub-consultants for IT/IS, accounting and marketing/graphic design. A breakdown of our staff is presented on the following page.

Professional Staff	
Principals/Partners	3
Directors	1
Senior Associates	5
Associates	2
Senior Analysts	4
Analysts	-
<u>Research Assistant/Technician</u>	<u>3</u>
Total Professional Staff	18

RSG Academy (How We Train)

We believe you need to trust the specific skills and aptitudes of your consultants, and not simply assume your consultants are fully capable of performing to your standards. To that end, RSG has developed a multifaceted training program for staff development called RSG Academy. Though most of our professional staff have masters degrees, all RSG consulting staff is required to participate in this training program which involves 42 two-hour modules (84 hours) involving market analysis, management, report writing, financing, real estate, construction, and other technical and business skills. The Academy has been recognized by our clients and professional associations, and RSG has delivered these same trainings to these external groups as well.



More information on RSG Academy may be found on our website: www.webrsg.com.

Resource Allocation (How We Work)

With a large staff of consulting professionals, RSG must manage staff allocation regularly to ensure that our clients experience consistent, timely, and high-quality services. We do this on an ongoing basis, starting with training our staff before assigning them to any project for which they must provide service. Each month, all employees submit a forecast of their three-month workload, developed in collaboration with supervisors, to our resource management team that reviews overall hourly commitments and assigns staff accordingly. When we respond to a proposal, we consider the expertise needed as well as the availability of personnel, and make assignments at that stage – even before we get a contract. This early commitment of resources minimizes the personnel turnover on engagements so our clients have a consistent team of consultants working on their project.



Project Management (How We Manage)

For every project, RSG assigns a Project Manager to work with the Principal to complete the project. The functions of the project managers are to work closely with RSG's Principals throughout the process, maintain and control all aspects of the detailed schedule, review documents for quality control, follow up as needed with client staff, and coordinate the activities of RSG's consulting team.



All RSG Project Managers have received management training, mentoring, and must be proficient in the required technical skills needed for a specific project to be assigned as the Project Manager.

What We Do

RSG has extensive experience assisting local agencies, cities, and counties with property disposition as part of our real estate services to improve the utilization of land while meeting the housing, retail, and/or public needs of the community. Immediately recognizing the importance of land held by many clients, RSG drafted some of the first disposal procedures adopted by successor agencies and oversight boards to ensure these assets were thoughtfully addressed in a way that maximizes value, and not through a “fire sale”.

RELEVANT EXPERIENCE - REAL ESTATE AND DEVELOPMENT

In total, RSG has analyzed nearly \$50 billion in real estate development, resulting in the construction of over 11,000 residential units, 4,250 hotel rooms, and over 100 million square feet of commercial, industrial, office, retail, and mixed-use buildings.

RSG brings a wealth of knowledge in the real estate and development fields – not only from our extensive experience in providing these services, but also through our first-hand experience in real estate brokerage, investment, development, construction, entitlements, and project design. Not only do our real estate professionals work with a broad spectrum of projects for the firm, they also keep abreast of the latest industry trends through professional associations such as the Urban Land Institute, International Council of Shopping Centers, California Realtors Association, as well as other local organizations. Formulating innovative solutions, attention to detail, and adherence to project schedules are signatures of our service.

MARKET ANALYSIS AND RESEARCH

RSG conducts detailed economic and market research using reliable industry data resources corroborated by first-hand field research and local market evaluations to identify viable implementation strategies and investment opportunities. Identification of niche market opportunities for local communities based on consumer preferences and research, and an understanding of long-term demographic and land use trends are areas of expertise for RSG. As an alternative to traditional market studies, RSG is also working to pioneer the development of trends analysis, which are market studies analyzing local economic drivers over a longer period of time in order to align strategic planning with land use policies.

SITE ASSESSMENT AND POSITIONING

RSG brings a highly experienced consultant team comprised of former real estate investors, developers, and public sector officials, who are skilled in performing land use programming, highest and best use analyses, property valuation analyses, and feasible development strategies. RSG also specializes in repositioning existing assets and formulating reuse strategies to reinvigorate communities and provide new revenues to municipalities.

PROPERTY DISPOSITION

RSG understands how to effectively stimulate interest from highly experienced and financially capable developers. The firm is experienced in formulating viable disposition strategies and executing creative marketing outreach to the private development community to ensure the successful implementation of those strategies. When it is time to make a deal, there is no substitute for knowledge, creativity and experience in negotiating agreements on behalf of public agencies. RSG has the requisite knowledge and extensive experience necessary to bring complex public-private transactions to fruition, including disposition and development agreements, owner participation agreements, long-term ground leases, as well as required legal documents (including Health and Safety Code Section 33433 Summary Reports).

PROPERTY ACQUISITION

RSG offers full-service real estate acquisition services. From site identification to tenant relocation (once a property has been acquired), RSG is truly a one-stop shop for clients who wish to simplify the acquisition process. We offer services related to site selection, valuation analyses, negotiations, hazardous material surveys and removal coordination, escrow coordination, condemnation process coordination, and tenant relocation.

FISCAL AND ECONOMIC IMPACT

In many circumstances, understanding both the big picture and importance of a single project is critical. Other times, the big picture is the project. Public agencies and private developers look to RSG when they need to know the ongoing municipal revenues and service costs, employment, community benefits, and secondary impacts of a development project or land use plan.

LAND USE ECONOMICS

Key to the success of many land use plans (such as general plans, specific plans, and corridor strategies) are their market viability and economic feasibility. RSG is experienced in analyzing and determining the land use economics for such plans, and recommending alternatives and changes were necessary.

PROJECT TEAM QUALIFICATIONS

The individuals assigned are trusted advisors in market and trends analyses, project financing, affordable housing, developer negotiations, property acquisitions, and the implementation of development projects. This engagement will be lead by Jim Simon, Principal, serving as Project Manager. With over 20 years of experience advising municipalities on real estate investment and economic development, Mr. Simon has developed an impressive history of development projects including public/private partnership development, hotel and mixed use transactions, and retail attraction and retention programs. Assisting Mr. Simon on this project, Alexa Smittle currently provides financial and economic development advisory services to the cities of Westminster, San Carlos, and Dana Point. Ms. Smittle is a member of the CRA Tech Committee,

Mr. Jim Draughon, Director, will assist in the capacity of advisor and product review; with over 28 years of experience in both the public and private sectors and a licensed real estate broker (DRE No. 011326693), Mr. Draughon is highly experienced in the areas of real estate economics, property valuations, development programming analyses, and implementation strategies. Mr. Draughon also oversees real estate licensees that work for the firm.

Complete resumes for all assigned staff are presented on the following pages. Other support and research may be conducted as needed by our team of over 18 consultants at RSG.

JIM SIMON

Principal

Jim Simon joined RSG in 1991 and has served as a Principal and shareholder since 2001. Mr. Simon's expertise lies in the areas of economic development strategies, local government fiscal and management studies, real estate pro forma and market analysis, and other community development strategies and implementation initiatives. As a Principal, Mr. Simon leads and oversees engagements, ensures product quality, and is the primary contact person on his assignments regardless of size

Mr. Simon has worked on more than ten economic development strategies, analyzed financial and market aspects of over \$500 million in development in the last ten years, and aided in the incorporation or annexation of over a dozen communities. Mr. Simon's work includes a wide range of public and private sector clients, from private developers in Boise, Idaho, to the City of Los Angeles, to the small town of Holtville on the Mexico-California border. Mr. Simon's clients include local government agencies and for-profit developers. His assignments are geographically diverse in locations throughout Northern California and Nevada as well as Southern California.

Recent Engagements

- Performed economic impact analysis on the development in south Los Angeles of a Kaiser Permanente medical office project announced in May 2012.
- Negotiated and structured terms and conditions of a workforce housing development in Goleta which was recognized by the American Planning Association's Central Coast Chapter as a "Hard Won Victory."
- Collaborated with city staff in the preparation of Oroville's 2012 Business Assistance Program grant application by providing market analysis to support the application and program planning.
- Led the RSG team in an analysis of real estate market conditions and other assumptions employed by the Los Angeles County Assessor's office in their 2012-13 property value forecast.
- Provides ongoing economic development consulting services to the City of Westminster following completion of their Economic Development Strategy.
- Conceived and led long-term financial projections for City of Grand Terrace to help demonstrate to elected officials the challenges of structural deficits that lead to short term alterations of service levels.

Mr. Simon works to understand his clients' goals and needs, and adopts those as his own. To best serve his clients, he translates their goals into performance metrics to assure the highest quality work product. He uses the word "we" when referring to clients, and embeds in his assignments an understanding of what the client is ultimately trying to achieve and how the RSG team can add the most value to that end.



Education

- BA, Business Administration - Entrepreneurial Management Concentration, California State University, Fullerton, 1991

RSG Academy

- Consulting: The RSG Way
- Management and Supervision
- Analysis 101
- Real Estate and Market Analysis

Professional Memberships & Certifications

- California Association for Local Economic Development
- CALED 2012 Annual Conference Steering Committee
- California Association of Local Agency Formation Commissions
- Former Planning Commissioner, City of Laguna Niguel
- Former Environmental Review Board Member, City of Laguna Niguel

JIM DRAUGHON

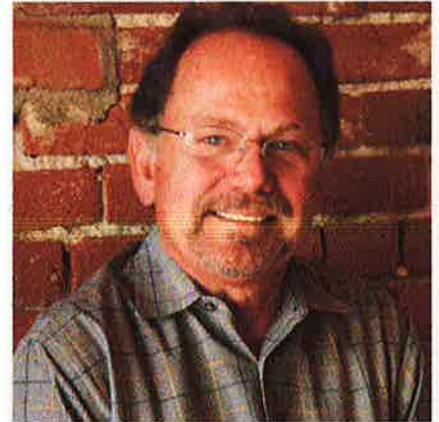
Housing Manager and Director

Jim Draughon has over 30 years of professional experience in real estate development and redevelopment activities. His experience is equally distributed between private sector development, public sector redevelopment, and private real estate consulting services to public agencies. Before joining RSG in 2006, Mr. Draughon served as Program Manager for the Tustin Redevelopment Agency, responsible for negotiation of property acquisitions and disposition agreements, and for management of the Agency's administrative, reporting, and monitoring activities. He previously served as the Senior Negotiations Officer for the San Jose Redevelopment Agency, responsible for real estate development activities in the Downtown Project Area, and was the lead real estate asset development consultant to the County of Angeles where he was responsible for the development of over 8.5 million square feet of public/private development under long-term ground leases. Mr. Draughon has managed large-scale urban mixed-use public-private developments in San Jose and downtown Los Angeles, as well as small-scale infill housing developments in suburban and rural cities throughout California.

Mr. Draughon manages RSG's housing-related services to assist clients in the areas of affordable housing and urban infill development. He serves as project manager for a variety of housing and real estate economics assignments, including development programming analyses, preparation of affordable housing strategies, implementation of housing programs and projects, and negotiations of disposition and development agreements to fulfill our public agency client's real estate and housing needs. His broad and diverse development experience enables him to use his technical expertise to identify creative solutions for achieving the development objectives of RSG's clients.

Since joining the firm, Mr. Draughon has prepared affordable housing implementation and development programming strategies for the cities of Agoura Hills, Corona, Irvine, Oroville, San Carlos, San Jacinto, Soledad, and Victorville. He has also performed market evaluations, financial feasibility analyses, and developer negotiations for affordable housing projects including 9% and 4% tax credit projects in the cities of Apple Valley, Atwater, Chula Vista, Corona, Downey, Duarte, Irvine, Poway, Porterville, Santa Clarita, Victorville, and Westminster. Mr. Draughon recently updated the inclusionary housing ordinances in the cities of Agoura Hills and San Carlos, including the preparation of detailed residential nexus studies in order to substantiate the affordable housing impacts associated with developing market rate housing units. He also prepared the affordable housing monitoring manual and initiated the monitoring program for the City of Carson, as well as prepared Reuse Valuations and Section 33433 Summary Reports for the disposition of Agency-owned properties for a number of the jurisdictions identified above.

Mr. Draughon enjoys the diverse assignments associated with RSG's public sector consulting services, particularly the challenges arising from the increasing complexities of the legal and financing constraints imposed on affordable housing development. He feels that the challenges are what spark the imagination, which lead to innovative solutions and keep the work immensely interesting and fulfilling.



Education

- BA, Environmental Design (Major), Public Administration (Minor), California State University, Fullerton, 1976
- Graduate Studies, Landscape Architecture, California State Poly University, Pomona, 1979

RSG Academy

- Consulting: The RSG Way
- Management And Supervision
- Analysis 101
- Affordable Housing
- Real Estate And Market Analysis
- Development And Construction

Professional Memberships & Certifications

- California Licensed Real Estate Broker (No. 011326693)
- California Main Street Association

ALEXA SMITTLE

Senior Associate and Shareholder

Alexa Smittle joined RSG in 2005 and is currently a project manager serving clients throughout the State of California. During her time at RSG, Ms. Smittle has helped communities explore the policies and potential initiatives which influence economic development efforts, from long term strategies to neighborhood market studies. Ms. Smittle's other work has focused on municipal finance and service provision as well as developing expertise in fiscal impact modeling for sustainability forecasts and new development proposals. Her favorite endeavors are projects that provide clients with insight on funding options and local economic growth opportunities that best fit their community.

Recent Engagements

- Developing the General Plan Economic Development Element and subsequent implementation strategy for Dana Point, a small coastal community, focused on tourism and quality of place planning.
- Working with a non-profit builder to develop selection criteria and identify potential sites in Orange County for efficient structure rehabilitation to facilitate emergency shelter for young families and increase competitiveness for funding following policy changes at HUD.
- Recently completed Phase 2 of a three-phase effort to incorporate economic planning into a broader General Plan update process for the City of Carlsbad, that includes identifying economic trends in development, tourism and recreation, quantifying fiscal impacts of different land use changes, and finally developing an economic development element.
- Evaluated the market capacity for development of a proposed unique commercial land use, and determined potential associated revenues to create an annexation feasibility study of a substantial but geographically challenging area, inclusive of policy recommendations for the City of Sparks (Nevada).
- Completed a market study for 12 million square feet of Class A business park in Sparks, Nevada as part of a 1.2 million acre master planned community. The proposed office park is intended to house research and development laboratories and offices, and as such required not only an analysis of the competitive real estate market, but significant research into job clusters and trends in those industries.

Ms. Smittle maintains close ties to the UCI Urban and Regional Planning master program, working with individual students on thesis projects as well as delivering "Local Government 101" lectures to classes. She also recently served on a Technical Advisory Panel for the Urban Land Institute's Young Leaders Group in Orange County, which provided a local non-profit with a how-to guide on searching for and selecting properties that better meet the needs of the children it serves. She looks forward to new relationships, projects, and opportunities as communities all across California strive to provide quality lifestyles for residents and businesses.



Education

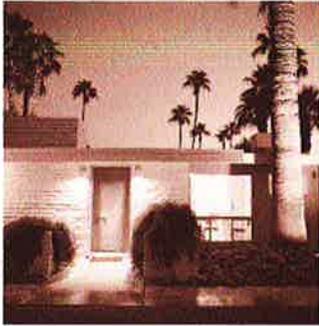
- Master of Urban and Regional Planning, University of California, Irvine, 2005.
- BS, Regional Planning, University of Arizona, 2000.

Training & RSG Academy

- IEDC; Business Development and Retention Management
- CalAFCo University: Fire District Consolidation
- Management and Supervision
- Property Tax
- Real Estate and Market Analysis
- Development and Construction

Professional Memberships, Certifications & Activities

- Urban Land Institute
- California Community Economic Development Association
- California Association for Local Economic Development
- CRA Technical Committee Member
- Panelist - Building Industry Association, Orange County
- Panelist - Association of California Cities, Orange County



SCOPE OF SERVICES

1.0 Kickoff Meeting

The RSG consulting team will meet onsite with staff to see the subject properties, review pending offers and/or development proposals, collect information on the sites and discuss the Successor Agency's requirements and goals for site disposition and development.

2.0 Create an Inventory of all Successor Agency Properties

According to staff, the former Ridgecrest Redevelopment Agency ("RDA") holds title to 33 parcels in trust that it will need to analyze for purposes of this property management plan. RSG does not want to needlessly burden staff, so only after obtaining all available information from the City's website and other credible sources (such as the County Recorder and our own title company partners), RSG will work with City staff to confirm ownership and develop a detailed inventory that would be utilized to assess market value and provide necessary documentation to the Department of Finance. The inventory would include, at a minimum, the following for each property:

1. Location, site/parcel, and aerial map,
2. General Plan and Zoning designations,
3. Sales/use history of property (including development proposals and rental/lease activity),
4. Environmental information to determine history and current status,
5. Tenant status/potential for relocation obligations,
6. Estimate of lease, rental or other revenues generated by the property and the contractual requirements of these funds,
7. Original purpose for acquisition of property,
8. Original acquisition price/value,
9. Title Reports (coordinate securing and review of title reports to determine encumbrances such as easements),
10. Description of property's potential for transit-oriented development and the advancement of the planning objectives of the Successor Agency,
11. Fund type to acquire property (i.e., tax exempt bonds, tax increment), and
12. Current appraisal, if available (or value estimate to be prepared by RSG, per Task 4).

3.0 Data for Transfer of Properties Under Governmental use Clause

According to Successor Agency Staff, 5-7 properties could be transferred to a public agency as a governmental use. The oversight board may direct the Successor Agency to transfer ownership of assets that were constructed and used for a governmental purpose to the appropriate public jurisdiction. RSG will collaborate with City staff to document public use. Based on DOF inquiries, this might include obtaining deeds, obtaining specific agreements relating to the properties, explaining the purpose for which the property was acquired, or reviewing past Specific Plans, Implementation Plans, or other documents related to the properties. This proposal assumes that due to number of properties involved, it is logistically easier to handle disposition through the Property Management Plan. However, the Successor Agency does have the option to take each property individually to the Oversight Board for transfer if it so chose. The pros and cons of this can be discussed with staff (who was not available at the time this proposal was prepared); RSG could modify this scope if necessary.

4.0 Assess and Value all Properties to be Sold or Retained for Economic Development Purposes

For properties that cannot be transferred as a public use, RSG will determine the current market value using research with local brokers and listings, comparable sales information, and land residual analyses. RSG will interview local brokers to corroborate statistics and test the accuracy of our conclusions, as well as discuss other insights into the specific market conditions in the areas of the subject properties. Our data will be analyzed and summarized in tables and charts for presentation to staff and ultimately inclusion in the Plan. RSG will make recommendations on the potentially supportable uses for the sites and discuss the market data with staff that supports our recommendations.

5.0 Market Strategies for Disposition and Implementation Assistance

Data from Task 4.0 above would be reviewed and analyzed by RSG staff to better understand the competitive economic environment, growth patterns, land use issues and planning opportunities. RSG would prepare a simple construction and land residual pro-forma model incorporating industry standard construction costs and local adjustment factors (as reported by Marshall & Swift, City exactions and fees, and other specific on-site and off-site development costs) for development scenarios for each commercial site, where warranted. This data may be employed to determine market feasibility, and assist in the marketing and disposition of the properties.

6.0 Prepare & Present the Long Range Property Management Plan

RSG will prepare a streamlined Plan consisting of the required parcel database to satisfy the requirements of Health and Safety Code Section 34191.5(c)(1) that may be adopted by the Successor Agency and/or the Oversight Board. This basic data will be augmented by valuation information, as well as strategic disposition options for those properties to be sold, based upon market conditions site-specific strengths and weaknesses. Finally, the Long Range Property Management Plan will contain a variety of appendices of collected data to provide the Department of Finance with as much information as possible. We have been working with several communities around the state with similar engagements, and have insight into the types of information the Department of Finance has been collecting.

7.0 Respond to Follow-up Questions from the Department of Finance

As the process for approval of these Long Range Management Plans is only now beginning to unfold, we anticipate there will be changes in "best practices" in the coming months. RSG will work to ameliorate as many of these issues as we can prior to submittal of the Plan, but suspect some follow up with the Department of Finance will be required. Our staff has established constructive working relationships with several analysts and supervisors that can clarify some of the complications and nuances of the approval process. In addition, our goal is always to resolve all issues through communication with the Department of Finance prior to reaching the point of a Meet and Confer.

OPTIONAL SERVICES

The following services could be provided should the SA decide they might desire them. At this time they will remain outside the Scope of Services and would only be provided upon request and with additional cost to the SA.

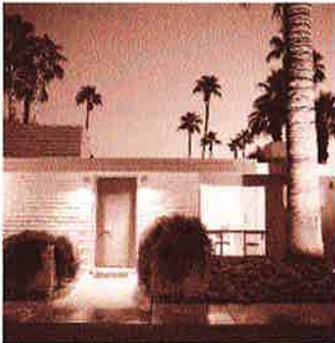
8.0 Prepare for and Attend DOF Meeting (if Warranted)

Despite every effort to communicate with the Department of Finance, a meeting with DOF could become necessary. If this should happen during the Long-Range Property Management review and approval, RSG will assist Successor Agency staff with preparing for the meeting and could attend the meeting if desired.

9.0 Implement Disposition of SA Properties

RSG has over 30 years of experience with real estate transactions of all kinds. In addition, RSG maintains a Corporate Real Estate Broker License and has a broker and agent on staff. The Successor Agency may wish to have RSG assist with the implementation of the Long-Range Property Management Plan and the disposition of properties. This might include:

- Assisting staff with overall project management of the disposition process. RSG will compile a list of potential purchasers/developers for distribution of Request for Proposals for Successor Agency approval.
- Drafting an RFP for Successor Agency Properties that details the desired use for properties and enumerates response time, review procedure and what required materials must be contained in the offer to purchase (i.e., development scheme and time table for development). Once approved, the RFP will be transmitted to list of purchasers/developers as well as disseminated in the public arena.
- Providing broker services as needed to the Successor Agency.
- Assisting staff in initiating and conducting any General Plan/zone change amendments as determined by Strategy's findings.
- Assisting with correspondence and interaction with the County or Department of Finance with regard to the disposition of Successor Agency Properties.



WORK PLAN AND SCHEDULE

The following schedule is an approximation of the expected schedule for this assignment. However, we would be happy to discuss your priorities in detail and adjust the schedule as needed.

Activity	Completion	Deliverables
Kickoff Meeting and Data Gathering	Week 1	Draft outline of action plan and agreed-upon timing
Task 2 – Property Inventory	Week 2-4	Property Database
Task 3 – Public Use Property Research	Week 4-5	Appendices
Task 4 – Value Properties for Sale	Week 6-7	Value assessment for all for-sale properties
Task 5 – Strategic Marketing Research	Week 8-9	Conference Call with Staff to Discuss Findings
Task 6 – Draft plan	Week 10-12	Draft Long-Range Property Management Plan and approval documents
Task 7 – Respond to DOF Requests	As needed	Correspondence with DOF
Oversight Board Meeting	As scheduled	Power Point
Optional Task 8 – Meet with DOF	As needed	Meet with DOF document packet and attendance at the meeting
Optional Task 9 – Implementation	Ongoing	Varies



FEE PROPOSAL & EXCEPTIONS

A fee proposal for this engagement is provided in a separate sealed envelope as directed by the RFP.

Section III of the RFP asks for any exceptions to the RFP or Consultant Agreement, and signed originals of DBE and UDBE forms. The Consultant Agreement and DBE and UDBE forms were not provided with the RFP. City staff (Jim McRea and Ricca Charlon) informed us that these items are not required as they were misstated in the RFP. RSG does not have any other exceptions to the RFP.



PROJECT & CLIENT REFERENCES

RSG is uniquely qualified to assist with the Successor Agency's dissolution activities, including preparation of the PMP. As an advisor to redevelopment agencies for over 33 years, we are well versed in the nuances of property acquisition, disposition, and redevelopment, including development programming and financing. In order to best serve our clients, RSG has remained at the forefront of legislative changes. We pride ourselves on our ability to provide information and guidance that makes good sense and best positions our clients for the next step. A sampling of recent relevant work is provided below. We invite you to contact our references.

LONG-RANGE PROPERTY MANAGEMENT PLANS

RSG has continued to be at the forefront of changes in California redevelopment, preparing some of the first Long-Range Property Management Plans. This critical part of redevelopment dissolution has provided many questions, and RSG has led the way in finding creative and appropriate solutions.

RSG has prepared, or is in the process of preparing, Long Range Management Plan for numerous agencies in California, many of which previously used RSG for redevelopment services. Clients include Irwindale, El Monte, Twentynine Palms, Fontana, San Bernardino County, and Shasta Lake. Additionally, we have worked with legal counsel to identify a unique approach to property disposition in San Carlos through a Developer Disposition Agreement. Unfortunately, the DOF appears to be reluctant to accept a DDA method for a PMP, based on what has occurred in Imperial Beach and San Carlos.

Listed below are relevant client references.

LONG-RANGE PROPERTY MANAGEMENT PLAN - CITY OF FONTANA

Faced with the potential required disposition of 116 properties, the City of Fontana retained RSG to prepare a Long-Range Property Management Plan for the Successor Agency. This engagement has included:

- A comprehensive review of all agency records and title research to ensure that all required properties were included
- A detailed analysis of comparable sales, real estate market research, and broker surveys to determine the value of each property
- A thorough review of the existing redevelopment plans and five-year implementation plan to isolate those properties needed for planned projects and to provide legally defensible evidence to the California Department of Finance regarding the need to implement these projects
- A review of the City's General Plan and Specific Plans to identify planning objectives for properties
- Coordination with City staff regarding all development proposals related to all properties
- Drafting a comprehensive and detailed report that meets all legal requirements and includes aerial maps and photographs of each property, written in clear, direct language for ease of review for the Oversight Board and the DOF.

The City of Fontana requested that RSG complete the Property Management Plan within a few months, significantly ahead of the DOF deadline, so that the city could continue with several development plans as soon as possible. RSG fulfilled the city's request on schedule and on budget.

David R. Edgar, Deputy City Manager
909.350.6739
dedgar@fontana.org

LONG-RANGE PROPERTY MANAGEMENT PLAN - CITY OF SHASTA LAKE

The Shasta Lake Successor Agency inherited 9 properties from the former Redevelopment Agency. The Successor Agency aimed to submit their Property Management Plan immediately following receiving their Finding of Completion in early-April 2013. RSG worked diligently with Successor Agency staff to meet this deadline and produce a thorough plan that identified properties for disposal, properties to transfer to the City of Shasta Lake, and properties to retain for governmental use. This work included discussions with Successor Agency and City staff, market research, obtaining Title and Deed documents, and reviewing City and Redevelopment Agency Agendas, Minutes, and Resolutions for historical context. The Shasta Lake Property Management Plan was approved by the Successor Agency and Oversight Board and is currently being reviewed by the Department of Finance.

John Duckett, City Manager
530.275-7427
jduckett@cityofshastalake.org

REAL ESTATE CONSULTING SERVICES - CITY OF SAN CARLOS

During the past seven years, RSG has worked with the City of San Carlos on a variety of economic development, affordable housing, and real estate efforts. Projects have included property acquisitions, market analyses, Opinion of Value Reports, financial pro forma modeling, and redevelopment implementation plans. RSG has prepared development programming analyses, conducted developer outreach, performed financial analyses, and reuse valuations to assist in identifying appropriate disposition terms for Agency-owned properties proposed for redevelopment.

Over the last several years RSG has played a key role in the progress of the one of the City's most important projects, Wheeler Plaza. The TOD Project is located in the center of the City's downtown and would redevelop a City owned surface parking lot and six other retail and residential buildings. It includes 108 condominiums, a 451 space parking garage, 19,855 square feet of retail and restaurant space, and a 31 unit very-low income senior tax credit equity project. When RSG was retained in 2006, the project was nearly dead. Through RSG's leadership and project management, the necessary parcels were purchased, a developer was selected through an extensive RFP process, and the former Agency's investment was reduced (while increasing project benefits). A disposition and development agreement was created and is in process through the Department of Finance.

Mark Sawicki, Economic Development and Housing Manager
650.802.4220
msawicki@cityofsancarlos.org

STETSON CROSSING RETAIL CENTER ECONOMIC FEASIBILITY ANALYSIS - HEMET

RSG prepared an economic evaluation of a proposed 167,100 square foot community retail center to be constructed on an 18.2 acre City-owned site in the City of Hemet. The proposed project was to be phased over a five-year period with the phased take down of the City-owned property. The former Hemet Redevelopment Agency requested that RSG identify recent comparable land sales to determine the reasonableness of the developer's purchase price offer, as well as to identify the potential retail sales and property tax revenues that the City would receive from the completed project. In addition, RSG evaluated the proposed financing terms to the City and structured funding alternatives and recommendations for the City to serve in negotiating the terms and conditions for the disposition and development of the property to ensure that the present value of the sale transaction reflected the site's current highest and best use value.

John Jansons, Community Investment Director
951.765.2308
jjansons@cityofhemet.org



RSG

INTELLIGENT COMMUNITY DEVELOPMENT

ROSENOW SPEVACEK GROUP INC.
309 WEST 4TH STREET
SANTA ANA, CALIFORNIA
92701-4502

T 714 541 4585
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E INFO@WEBRSG.COM
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August 12, 2013

Gary Parsons
Economic Development Manager
CITY OF RIDGECREST
100 West California Avenue
Ridgecrest, CA 93555

FEE PROPOSAL FOR LONG-RANGE PROPERTY MANAGEMENT PLAN SERVICES

Dear Gary:

As requested, the fee for services proposed by Rosenow Spevacek Group, Inc. ("RSG") related to the request for proposals for the "Development of a Property Management Plan (PMP) for the Successor Agency of the City of Ridgecrest" is hereby provided. Pursuant to instructions in the RFP, our Proposal is provided as a separate document.

Our services for this engagement would be charged on a time-and-materials basis. **Our budget estimate for this engagement is \$28,835 for Tasks 1 through 7.** A budget estimate for Optional Tasks 8 and 9 is included in the following detailed budget. However, should any optional services be desired, a more precise budget based on the Successor Agency's specific needs will be drafted. A detailed budget broken down by costs and employee time is available on the following page.

RSG does not charge clients for mileage (except direct costs related to field surveys), parking, standard telephone/fax expenses, general postage or incidental copies. However, we do charge for messenger services, overnight shipping/express mail costs and teleconferencing services. We also charge for copies of reports, documents, notices, and support material in excess of five (5) copies. These costs are charged back at the actual expense plus a 10% surcharge.

RSG issues monthly invoices payable upon receipt, unless otherwise agreed upon in advance. Invoices identify tasks completed to date, hours expended and the hourly rate.

Principal / Director	\$ 210
Senior Associate	\$ 165
Associate	\$ 150
Senior Analyst	\$ 125
Analyst	\$ 115
Research Assistant	\$ 100
Technician	\$ 75
Clerical	\$ 60
Reimbursable Expenses	Cost plus 10%

COMMUNITY INVESTMENT & IMPROVEMENT
LOCAL GOVERNMENT SOLUTIONS
FINANCIAL ANALYSIS
REAL ESTATE & DEVELOPMENT
HOUSING

Detailed Proposed Budget for Ridgcrest Long-Range Property Management Plan

	Principal J. Simon \$215	Director J. Draughon \$215	Sr. Assoc. A. Smittle \$165	Analyst J. Carlson \$115	Res. Asst. D. Galkin \$100	Total Hours	Total Costs
Estimated Hours by Activity							
Task 1 - Kick-off							
<i>Kick-off Meeting and Coordination</i>	12		4		10	26	\$4,240
Task 2 - Property Database							
<i>Property Research</i>			2	8	6	16	\$1,850
<i>Database Creation</i>				8	4	12	\$1,320
Task 3 - Gov't Use Clause							
<i>Identify Properties for Transfer</i>	2		4	4	2	12	\$1,750
<i>Collaborate with City Attorney</i>	1		3	3		7	\$1,055
<i>Obtain any Necessary Documentation</i>			2	4		6	\$790
Task 4 - Value Properties							
<i>Market Research</i>		2	2		8	12	\$1,560
<i>Sales Comparable Research</i>		2	2		8	12	\$1,560
<i>Pro forma Creation</i>	6	4	4		4	18	\$3,210
<i>Broker Survey</i>			2		8	10	\$1,130
Task 5 - Market Strategies							
<i>Market Feasibility Study</i>		8	2	10	6	26	\$3,800
Task 6 - Draft & Present Plan							
<i>Draft Plan, Including 1 Meeting with OB</i>	12		4	12	6	34	\$5,220
Task 7 - DOF Questions							
<i>Respond to DOF Questions</i>			4	6		10	\$1,350
Total	33	16	35	55	62	201	\$28,835
Optional Services							
Task 8 - Meet with DOF							
<i>Preparation</i>	6		4	6		16	\$2,640
<i>Attend Meeting</i>			10			10	\$1,650
<i>Charge for Materials</i>							\$500
Total	6	0	14	6	0	26	\$4,790
Task 9 - Implement Disposition							
<i>List of Developers</i>	2	2	2	3	3	12	\$1,835
<i>Draft RFP</i>	1	4	3	3		11	\$1,915
<i>Zoning/Planning services</i>			3	4	2	9	\$1,155
<i>Broker Services¹</i>		24	3	4	4	35	\$6,515
<i>Respond to DOF Questions</i>			4	4		8	\$1,120
Total	3	30	15	18	9	67	\$11,420

¹ only includes RSG staff time, does not include real estate brokerage commissions. Hours may be credited towards commission.

If you have any questions, please do not hesitate to contact me at (714) 316-2120

Sincerely,
 ROSENOW SPEVACEK GROUP INC.

Jim Simon
 Principal

RESOLUTION NO. 13 - 04

A RESOLUTION OF THE RIDGECREST REDEVELOPMENT AGENCY OVERSIGHT BOARD AUTHORIZING THE SUCCESSOR AGENCY TO ENTER INTO CONTRACT WITH KOSMONT ASSOCIATES TO DEVELOP AND IMPLEMENT THE AGENCY'S PROPERTY MANAGEMENT PLAN

WHEREAS, the Ridgecrest Redevelopment Agency Oversight Board has met and has duly considered the selection of a consultant to provide professional services for the development and implementation of the Successor Agency's Property Management Plan in compliance with the State of California Assembly Bill number 1484 (AB1484); and

WHEREAS, prior to its meeting on September 16, 2013, the members of the Ridgecrest Redevelopment Agency Oversight Board have been provided with copies of all responses/proposals submitted for this service; and

WHEREAS, The State of California Department of Finance has approved the funding of the development of the Successor Agency's Property Manage Plan in the Agency's ROPS 2013-14A; and

WHEREAS, the Ridgecrest Redevelopment Agency Oversight Board has reviewed and evaluated all of the proposals submitted; and

WHEREAS, the Ridgecrest Redevelopment Agency Oversight Board desires to enter into a professional consulting agreement with Kosmont Companies.

NOW THEREFORE, BE IT RESOLVED by the Ridgecrest Redevelopment Agency Oversight Board as follows:

- SECTION 1.** The Ridgecrest Redevelopment Agency Oversight Board finds and determines that the foregoing recitals are true and correct.
- SECTION 2.** The Ridgecrest Redevelopment Agency Oversight Board approves the execution of professional services with Kosmont Companies for services as required by AB1484.
- SECTION 3.** The Successor Agency has authorized and directed that its staff submit this agreement to the Ridgecrest Redevelopment Agency Oversight Board for its review and approval.
- SECTION 4.** The Ridgecrest Redevelopment Agency Oversight Board shall maintain on file as a public record this Resolution and the contact as approved hereby.

PASSED, APPROVED, AND ADOPTED at a meeting of the Ridgecrest Redevelopment Agency Oversight Board, held on this the 16th day of September, 2013 by the following vote, to wit:

Ayes:
Noes:
Absent:
Abstain:

ATTEST:

Chairman

Ricca Charlton, Oversight Board Secretary