

RESOLUTION NO. OB 2012- 004

**A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY TO THE FORMER REDEVELOPMENT AGENCY OF THE CITY OF SAN BUENAVENTURA APPROVING AND ADOPTING A DRAFT REIMBURSEMENT AND OPERATING AGREEMENT BY AND BETWEEN THE CITY OF SAN BUENAVENTURA AND THE SUCCESSOR AGENCY TO THE FORMER REDEVELOPMENT AGENCY OF THE CITY OF SAN BUENAVENTURA**

**WHEREAS**, the Oversight Board of Successor Agency to the Former Redevelopment Agency of the San Buenaventura Redevelopment Agency ("Oversight Board" as applicable) has been established to direct the Successor Agency to take certain actions to wind down the affairs of the former Redevelopment Agency in accordance with the California Health and Safety Code; and

**WHEREAS**, Health and Safety Code Section 34177.3 provides that the Successor Agency may create enforceable obligations to conduct the work of winding down the affairs of the former Redevelopment Agency, including hiring staff and acquiring necessary administrative services; and

**WHEREAS**, Health and Safety Code Section 34173(h) provides that the city that authorized the creation of a redevelopment agency may loan funds to a successor agency for administrative costs, enforceable obligations or project-related expenses at the city's discretion, and the payment and use of these funds shall be reflected on the Recognized Obligation Payment Schedule ("ROPS") or the administrative budget and are subject to the oversight and approval of the oversight board, and an enforceable obligation shall be deemed to be created for the repayment of such loans; and

**WHEREAS**, the Successor Agency desires to enter into a Reimbursement and Operating Agreement ("Reimbursement and Operating Agreement") with the City of San Buenaventura ("City") to allow for the utilization of City staff, facilities, and administrative resources (the "City Services") and to provide for the advance of funds by the City ("City Advance") to enable the Successor Agency to make payments on Enforceable Obligations listed on the ROPS; and

**WHEREAS**, the Oversight Board desires to approve and authorize the Successor Agency to enter into the Reimbursement and Operating Agreement providing for the Successor Agency's use of and repayment for the City Services and the City Advance as necessary to make payments on Enforceable Obligations listed on the ROPS.

**BE IT RESOLVED** by the Oversight Board of the Successor Agency to the Former Redevelopment Agency of the City of San Buenaventura as follows:

**SECTION 1. City Resolution No 2012-044 and Successor Agency Resolution No 2012-045.** City Resolution No. 2012-044 and Successor Agency

Resolution No. 2012-045, approving and adopting the Reimbursement and Operating Agreement, copies of which are attached hereto and incorporated herein as Exhibit "A", are hereby recognized.


**SECTION 2. Draft Reimbursement and Operating Agreement.** The Draft Reimbursement and Operating Agreement (No. 2012-028) in the form presented concurrently with Resolutions No 2012-044 and 2012-045, on file with the City Clerk, is hereby approved and authorized as an enforceable obligation to be placed on a forthcoming Recognized Obligation Payment Schedule. The Oversight Board further approves the Successor Agency's use of the City Services and acceptance of the City Advance, to enable the Successor Agency to perform its duties to wind down the affairs of the former Redevelopment Agency and to make payments on Enforceable Obligations listed on the ROPS.

**SECTION 3. Severability.** If any provision of this Resolution or the application of any such provision to any person or circumstance is held invalid, such invalidity shall not affect other provisions or applications of this Resolution that can be given effect without the invalid provision or application, and to this end the provisions of this Resolution are severable. The Oversight Board declares that the Oversight Board would have adopted this Resolution irrespective of the invalidity of any particular portion of this Resolution.

**SECTION 4. Certification.** The Oversight Board Secretary shall certify to the adoption of this Resolution.

**SECTION 4. Effective Date.** Pursuant to Health and Safety Code Section 34179(h), all actions taken by the Oversight Board may be reviewed by the State of California Department of Finance, and, therefore, this Resolution shall not be effective for five (5) business days, pending a request for review by the State of California Department of Finance.

**PASSED and ADOPTED** on the 27<sup>th</sup> day of August 2012.

  
Chairperson  
Oversight Board of the Successor  
Agency to the San Buenaventura  
Redevelopment Agency

  
Secretary  
Print Name: Kathy Payne

**EXHIBIT "A"**  
**OVERSIGHT BOARD OF THE SUCCESSOR AGENCY**  
**TO THE REDEVELOPMENT AGENCY**  
**OF THE CITY OF SAN BUENAVENTURA**  
[See following document]

RESOLUTION NO. 2012-044

**A RESOLUTION OF THE COUNCIL OF THE CITY OF SAN BUENAVENTURA APPROVING AND ADOPTING A REIMBURSEMENT AND OPERATING AGREEMENT BY AND BETWEEN THE CITY OF SAN BUENAVENTURA AND THE CITY OF SAN BUENAVENTURA ACTING IN ITS CAPACITY AS SUCCESSOR AGENCY TO THE FORMER REDEVELOPMENT AGENCY OF THE CITY OF SAN BUENAVENTURA**

**WHEREAS**, on January 30, 2012, the City Council of the City of San Buenaventura adopted a resolution (#2012-010) electing to act as the Successor Agency for the former Redevelopment Agency of the City of San Buenaventura ("Redevelopment Agency") pursuant to AB 1x 26 (the "dissolution bill"); and

**WHEREAS**; the dissolution bill requires the Successor Agency to perform a variety of tasks pursuant to the winding down of the affairs of the former Redevelopment Agency; and

**WHEREAS**, the Successor Agency is entitled to an Administrative Allowance to defray the costs of performing the duties required under the dissolution bill; and

**WHEREAS**, the Successor Agency wishes to utilize the resources of the City, including staff, supplies, materials, etc to accomplish those duties; and

**WHEREAS**, the Successor Agency agrees to reimburse the City for use of said resources from its allocated Administrative Allowance; and

**WHEREAS**, in order to avoid defaulting on a number of debts, including bonds, the City has been required to advance the Successor Agency funds to pay a number of enforceable obligations in the February 2012 to June 2012 time period; and

**WHEREAS**, the Successor Agency agrees to repay those amounts advanced from its future property tax allocations; and

**WHEREAS**, the parties agree that the City may advance additional funds to the Successor Agency in the future and that the Successor Agency will similarly be obligated to repay those amounts via an updated repayment schedule; and

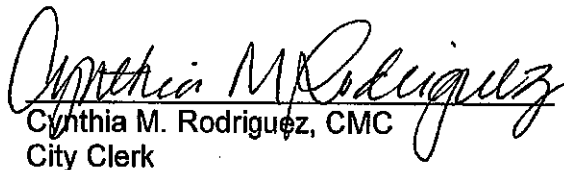
**WHEREAS**, a Reimbursement and Operating Agreement by and between the City and Successor Agency has been prepared to document and effectuate the use of City facilities and services by the Successor Agency as well as advances of funds from the City to the Successor Agency to pay enforceable obligations; and

**WHEREAS**, the City of San Buenaventura and Successor Agency wish to enter into said Reimbursement and Operating Agreement:


**NOW, THEREFORE**, the City Council of the City of San Buenaventura resolves as follows:

1. The foregoing Recitals are incorporated herein and made a part hereof.
2. The Reimbursement and Operating Agreement in the form presented concurrently with this Resolution, on file with the City Clerk, is hereby approved. The City Manager is authorized and directed to sign the Reimbursement and Operating Agreement on behalf of the City.
3. The City Manager and his authorized designees are authorized and directed to take such other and further actions, and to sign such other and further documents and instruments, as may be necessary to implement and effect this Resolution and the Agreement on behalf of the City.

PASSED AND ADOPTED this 16 day of July, 2012.

  
Cynthia M. Rodriguez, CMC  
City Clerk

APPROVED AS TO FORM:

By:   
Ariel Pierre Calonne  
City Attorney

STATE OF CALIFORNIA )  
COUNTY OF VENTURA ) ss  
CITY OF SAN BUENAVENTURA )

I, Roxanne Fiorillo, Deputy City Clerk of the City of San Buenaventura, California, certify that the foregoing Resolution was passed and adopted by the City Council of the City of San Buenaventura at a regular meeting on July 16, 2012, by the following vote:

AYES: Councilmembers Brennan, Weir, Morehouse, Andrews,  
Monahan, Deputy Mayor Heitmann, and Mayor Tracy.

NOES: None.

ABSENT: None.

IN WITNESS WHEREOF, I have set my hand and affixed the seal of the City of San Buenaventura on July 17, 2012.

  
Deputy City Clerk



**RESOLUTION NO. 2012- 045**

**A RESOLUTION OF THE COUNCIL OF THE CITY OF SAN BUENAVENTURA ACTING IN ITS CAPACITY AS SUCCESSOR AGENCY TO THE FORMER REDEVELOPMENT AGENCY OF THE CITY OF SAN BUENAVENTURA APPROVING AND ADOPTING A REIMBURSEMENT AND OPERATING AGREEMENT BY AND BETWEEN THE CITY OF SAN BUENAVENTURA AND THE CITY OF SAN BUENAVENTURA ACTING IN ITS CAPACITY AS SUCCESSOR AGENCY TO THE FORMER REDEVELOPMENT AGENCY OF THE CITY OF SAN BUENAVENTURA**

**WHEREAS**, on January 30, 2012, the City Council of the City of San Buenaventura adopted a resolution (#2012-010) electing to act as the Successor Agency for the former Redevelopment Agency of the City of San Buenaventura ("Redevelopment Agency") pursuant to AB 1x 26 (the "dissolution bill"); and

**WHEREAS**, the dissolution bill requires the Successor Agency to perform a variety of tasks pursuant to the winding down of the affairs of the former Redevelopment Agency; and

**WHEREAS**, the Successor Agency is entitled to an Administrative Allowance to defray the costs of performing the duties required under the dissolution bill; and

**WHEREAS**, the Successor Agency wishes to utilize the resources of the City, including staff, supplies, materials, etc to accomplish those duties; and

**WHEREAS**, the Successor Agency agrees to reimburse the City for use of said resources from its allocated Administrative Allowance; and

**WHEREAS**, in order to avoid defaulting on a number of debts, including bonds, the City has been required to advance the Successor Agency funds to pay a number of enforceable obligations in the February 2012 to June 2012 time period; and

**WHEREAS**, the Successor Agency agrees to repay those amounts advanced from its future property tax allocations; and

**WHEREAS**, the parties agree that the City may advance additional funds to the Successor Agency in the future and that the Successor Agency will similarly be obligated to repay those amounts via an updated repayment schedule; and

**WHEREAS**, a Reimbursement and Operating Agreement by and between the City and Successor Agency has been prepared to document and effectuate the use of


City facilities and services by the Successor Agency as well as advances of funds from the City to the Successor Agency to pay enforceable obligations; and

**WHEREAS**, the City of San Buenaventura and Successor Agency wish to enter into said Reimbursement and Operating Agreement:

**NOW, THEREFORE**, the City Council of the City of San Buenaventura acting in its capacity as Successor Agency to the former Redevelopment Agency resolves as follows:

1. The foregoing Recitals are incorporated herein and made a part hereof.
2. The Reimbursement and Operating Agreement in the form presented concurrently with this Resolution, on file with the City Clerk, is hereby approved. The Chairperson is authorized and directed to sign the Reimbursement and Operating Agreement on behalf of the Successor Agency.
3. The Chairperson and his authorized designees are authorized and directed to take such other and further actions, and to sign such other and further documents and instruments, as may be necessary to implement and effect this Resolution and the Agreement on behalf of the Successor Agency.

PASSED AND ADOPTED this 16 day of July, 2012.

  
Cynthia M. Rodriguez, CMC  
City Clerk

APPROVED AS TO FORM:

By: 

Ariel Pierre Calonne  
City Attorney



STATE OF CALIFORNIA )  
COUNTY OF VENTURA ) ss  
CITY OF SAN BUENAVENTURA )

I, Roxanne Fiorillo, Deputy City Clerk of the City of San Buenaventura, California, certify that the foregoing Resolution was passed and adopted by the City Council of the City of San Buenaventura at a regular meeting on July 16, 2012, by the following vote:

AYES: Councilmembers Brennan, Weir, Morehouse, Andrews,  
Monahan, Deputy Mayor Heitmann, and Mayor Tracy.

NOES: None.

ABSENT: None.

IN WITNESS WHEREOF, I have set my hand and affixed the seal of the City of San Buenaventura on July 17, 2012.

  
Deputy City Clerk



**DRAFT**  
**REIMBURSEMENT AND OPERATING AGREEMENT**

This Reimbursement and Operating Agreement ("Agreement") is made and entered this \_\_\_\_\_ day of \_\_\_\_\_, 2012 by and between the CITY OF SAN BUENAVENTURA, a municipal corporation ("City") and the CITY OF SAN BUENAVENTURA, ACTING IN ITS CAPACITY AS SUCCESSOR AGENCY TO THE FORMER REDEVELOPMENT AGENCY OF THE CITY OF SAN BUENAVENTURA, a public body, acting under the authority of Part 1.85 of the California Health and Safety Code ("Successor Agency").

**RECITALS**

- A. The City Council of the City of San Buenaventura, acting pursuant to the provisions of Part 1.85 of the Health and Safety Code (Part 1.85), has declared itself as the Successor Agency within the meaning of Part 1.85. Any capitalized terms that are not specifically defined in this Agreement shall have the same meaning as set forth in Part 1.85.
- B. In accordance with Section 34171 of Part 1.85, the Successor Agency is entitled to an Administrative Cost allowance that is payable from property tax revenues allocated to the Redevelopment Obligation Retirement Fund (RORF) by the County Auditor-Controller.
- C. In order to ensure the effective implementation of Part 1.85, City and Successor Agency desire to enter into this Agreement to allow the Successor Agency's utilization of City staff, facilities, and administrative resources (collectively, "City Services") in consideration for the Successor Agency's timely payment to City of the Administrative Cost Allowance. The Successor Agency's payment for City Services shall not include the City's project management of staff costs associated with specified Enforceable Obligations listed on either the Enforceable Obligation Payment Schedule or Recognized Obligation Payment Schedule (collectively, "Project Costs"), which shall be charged separately to the Successor Agency and reimbursed separately by the Successor Agency from the property taxes deposited in the RORF.
- D. Although the Successor Agency is not a separate public entity from the City, the City as Successor Agency, has established accounts for the Successor Agency separate from the City accounts, including separate from the City's General Fund, and therefore this Agreement is intended to document the financial relationship between the City and Successor Agency.

**AGREEMENT**

NOW, THEREFORE, in consideration of the mutual covenants and promises hereinafter contained, City and Successor Agency agree as follows:

Section 1. Access to City Personnel and Facilities. Effective February 1, 2012, the Successor Agency shall be authorized to use City Services to implement the Successor Agency's duties under Part 1.85. City shall maintain an accounting of the costs of providing such services to the Successor Agency.

Section 2. Reimbursement for Use of City Services. In consideration for the Successor Agency's utilization of City Services, Successor Agency shall pay to the City the Administrative Cost Allowance allocated to the Successor Agency under Part 1.85. The Administrative Cost Allowance shall be paid to the City no later than ten (10) business days from the deposit of property taxes into the RORF by the County Auditor-Controller.

Section 3. Project Costs. Project Costs shall be charged separately to the Successor Agency and reimbursed separately by the Successor Agency from the property tax deposited into the RORF.

Section 4. City Advances to Successor Agency to Pay Enforceable Obligations. The Successor Agency began its operations on February 1, 2012 with an estimated cash balance of \$\_\_\_\_\_. From the period February 1, 2012 through June 30, 2012, the Successor Agency will make payments on Enforceable Obligations listed on the Recognized Obligation Payment Schedule totaling an estimated \$\_\_\_\_\_. Because of timing issues created by AB 1x 26 and the Supreme Court decision, and in order to avoid defaulting on any bond covenants or other agreements, the City has been required to fund these payments with interfund advances to the RORF, totaling an estimated \$\_\_\_\_\_ (or other such amount as determined at year-end by the City's 2011/2012 audited financial statements).

The Successor Agency shall repay the City for all amounts advanced to the RORF per the repayment schedule attached as Exhibit A to this agreement, and agrees to place said repayment amounts on the corresponding Recognized Obligation Payment Schedule for approval by the Oversight Board and Department of Finance. Amounts advanced under this section shall accrue interest at a rate equal to the average rate earned on the overall City investment portfolio each fiscal year, compounded annually.

The City may advance additional funds to the Successor Agency at any time to pay enforceable obligations. If such an advance occurs, the parties will re-approve a new repayment schedule to update the total loan amount and the timeline for repayment.

Section 5. Notice of Default. If either party defaults with regard to the provisions of this Agreement, the non-defaulting party shall serve written notice of such default upon the defaulting party. If the default is not cured by the defaulting party

within ninety (90) days after service of the notice of default, or if the default is not commenced to be cured within thirty (30) days after service of the notice of default and is not cured promptly within a reasonable period of time after commencement, the defaulting party shall be liable to the other party in accordance with applicable law; provided, however, that nothing herein shall obligate the City to make any payments or transfer of any assets from the City's General Fund, except in the form of City Services provided to the Successor Agency, and nothing herein shall obligate the Successor Agency to make any payments or transfer of assets from any source other than the RORF.

Section 6. No Waiver of Reservation of Rights or Limitation of Liability. Notwithstanding anything to the contrary herein, nothing herein shall be deemed as a waiver by City or Successor Agency of any reservation of rights to challenge the application or effectiveness of Assembly Bill No. 26 \*2011-2012 1<sup>st</sup> Ex. Sess.), or any portions thereof, or as a waiver of any limitations of liability granted to City and Successor Agency under AB 1x 26.

IN WITNESS THEREOF, the parties have executed this Agreement as of the date first above written.

CITY OF SAN BUENAVENTURA

By: \_\_\_\_\_  
Mike Tracy, Mayor

ATTEST:

\_\_\_\_\_  
Cynthia M. Rodriguez, CMC  
City Clerk

APPROVED AS TO FORM:

\_\_\_\_\_  
Ariel Pierre Calonne  
City Attorney

CITY OF SAN BUENAVENTURA,  
ACTING IN ITS CAPACITY AS THE  
SUCCESSOR AGENCY TO THE FORMER  
REDEVELOPMENT AGENCY OF THE  
CITY OF SAN BUENAVENTURA

By: \_\_\_\_\_  
Mike Tracy, Chairperson, for City of  
San Buenaventura As Successor  
Agency

ATTEST:

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Cyndi Rodriguez  
Secretary

APPROVED AS TO FORM:

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Ariel Pierre Calonne  
Successor Agency Counsel