

AGENDA
THURSDAY DECEMBER 13, 2012
OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY FOR
THE COUNTY OF RIVERSIDE
CONFERENCE ROOM D, 5th FLOOR – COUNTY ADMINISTRATIVE CENTER
4080 Lemon Street, Riverside, California 92501
(Clerk 951-955-1060)

VIDEO TELECONFERENCE LOCATION
73-710 Fred Waring Drive, Suite 222
Palm Desert, California 92260
Phone: (760) 863-8211

1:30 P.M.

Pledge of Allegiance to the Flag

Roll Call

OPENING COMMENTS:

BOARD MEMBERS

ADMINISTRATIVE ACTION:

1. Approval of Meeting Minutes – December 6, 2012
2. Approval of Successor Agency Item 4.3 of December 4, 2012: Report of the Due Diligence Review of the Unobligated Non-Housing Funds and Other Assets of the Successor Agency to the Redevelopment Agency for the County of Riverside.
3. Approval of Successor Agency Item 4.1 of December 11, 2012 (listed as Item 3.28 on the 12/11/12 County of Riverside Board of Supervisors Agenda): Ratification of the Legal Services Agreement with Ross & Casso, to serve as Legal Counsel to the Oversight Board.

ORAL COMMUNICATIONS FROM THE AUDIENCE ON ANY MATTER WHICH DOES NOT APPEAR ON THE BOARD'S AGENDA:

MEETING ADJOURNED TO: January 3, 2013

Accommodation under the Americans with Disabilities act and agenda in alternate formats are available upon request. **Requests must be made at least 72 hours prior to the meeting.** Later requests will be accommodated to the extent feasible. Please telephone Lisa Wagner at the Clerk of the Board office at (951) 955-1063, from 8:00 a.m. to 5:00 p.m., Monday through Thursday.

THURSDAY DECEMBER 13, 2012

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**OVERSIGHT BOARD
FOR THE
SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY
FOR THE
COUNTY OF RIVERSIDE**

Reports, Discussion and Action Items

Meeting Date: October 13, 2012

Action: Approval of the Report of the Due Diligence Review of the Unobligated Non-Housing Funds and Other Assets of the Successor Agency to the Redevelopment Agency for the County of Riverside, via Resolution No. 2012-021- Successor Agency Item 4.3, as approved by the County of Riverside Board of Supervisors on December 4, 2012

Background:

Pursuant to California Health and Safety Code Section 34179.5, Successor Agencies are required to employ a licensed accountant, approved by the County Auditor Controller (ACO), to conduct a due diligence review to determine the unobligated and unencumbered cash and cash equivalent balances available for transfer to taxing entities, and submit it to the Oversight Board for approval.

On December 4, 2012, the Board of Supervisors for the County of Riverside (BOS), as the governing body of the Successor Agency to the Redevelopment Agency for the County of Riverside, approved Item 4.3, the Report of Due Diligence Review of the Non-Housing Funds and Other Assets of the Successor Agency to the Redevelopment Agency for the County of Riverside.

Specific details pertaining to the agenda item are included in the attached staff report to the BOS.

Recommendation: Staff recommends approval of the Report of Due Diligence Review of the Non-Housing Funds and Other Assets of the Successor Agency to the Redevelopment Agency for the County of Riverside, via Resolution No. 2012-021, as approved by the County of Riverside Board of Supervisors on December 4, 2012, Item 4.3.

Attachments:

- Resolution No. 2012-021 of the Oversight Board for the Successor Agency to the Redevelopment Agency for the County of Riverside
- Staff Report to the Board of Supervisors for the County of Riverside, Item 4.3 of December 4, 2012
- Report of Due Diligence Review

RESOLUTION NO. 2012-021

A RESOLUTION OF THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY FOR THE COUNTY OF RIVERSIDE APPROVING THE REPORT OF THE DUE DILIGENCE REVIEW OF THE UNOBLIGATED NON-HOUSING FUNDS AND OTHER ASSETS OF THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY FOR THE COUNTY OF RIVERSIDE

WHEREAS, redevelopment agencies were dissolved as of February 1, 2012, following a California Supreme Court ruling in *California Redevelopment Association v. Matosantos* upholding Assembly Bill x1 26;

WHEREAS, the Successor Agency to the Redevelopment Agency for the County of Riverside (Successor Agency) is responsible for implementing Assembly Bill x1 26;

WHEREAS, provisions of Assembly Bill x1 26 require that each Successor Agency have an oversight board to oversee and review the actions of the Successor Agency as it winds down the affairs of the former Redevelopment Agency;

WHEREAS, an oversight board has been formed, pursuant to Health and Safety Code Section 34179;

WHEREAS, Health and Safety Code Section 34179.5, as amended through Assembly Bill 1484, requires the Successor Agency to employ a licensed accountant, approved by the County Auditor-Controller (ACO) and with experience and expertise in local government accounting, to conduct a due diligence review (DDR) to determine the unobligated balances available for transfer to taxing entities;

WHEREAS, Health and Safety Code Section 34179.6 requires the Successor Agency to submit the results of the DDR conducted for all of the other funds and account balances (Non-Housing) by December 15, 2012 to its Oversight Board, the ACO, the Controller (SCO), and the Department of Finance (DOF) for review;

WHEREAS, the Successor Agency submitted the results of the DDR conducted for the Non-Housing funds and other assets on December 6, 2012 to the Oversight Board (with projected submittal to the ACO, the SCO, and the DOF by December 15, 2012) for review and

1 the Oversight Board conducted the public comment session on the DDR, as required under
2 Health and Safety Code Section 34179.6(b);

3 **WHEREAS**, Health and Safety Code Section 34179.6, subdivision (c), requires the
4 Oversight Board to review, approve, and transmit its determination of the DDR conducted for
5 all other funds (Non-Housing) by January 15, 2012 to the DOF and the ACO; and

6 **WHEREAS**, the Successor Agency recommends Oversight Board approval of the
7 report of the Due Diligence Review of the Unobligated Non-Housing Funds and Other Assets
8 of the Successor Agency to the Redevelopment Agency for the County of Riverside, as
9 approved by the County of Riverside Board of Supervisors on December 4, 2012, as
10 Successor Agency agenda item 4.3,

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1 **NOW, THEREFORE, BE IT RESOLVED, FOUND, AND DETERMINED** by the
2 Oversight Board for the Successor Agency to the Redevelopment Agency for the County of
3 Riverside as follows:

4 1. The Oversight Board approves the report of the Due Diligence Review of the Non-
5 Housing Funds and Other Assets of the Successor Agency to the Redevelopment Agency for
6 the County of Riverside.

7 2. Pursuant to Health and Safety Code Section 34179.6, subdivision (d), determination
8 and authorization made by the oversight board to retain funds and assets shall be subject to
9 the review and approval of the DOF, and, therefore, this Resolution shall not be effective until
10 the DOF completes its review, no later than April 1, 2013, of the report of the DDR for the
11 Non-Housing Funds and Other Assets, as approved by the Oversight Board.

12 **PASSED, APPROVED, AND ADOPTED** by the Oversight Board for the Successor
13 Agency to the Redevelopment Agency for the County of Riverside on December 13, 2012.

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15 Approved as to Form:
16 Oversight Board Legal Counsel

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19 By: _____
20 James M. Casso

**SUBMITTAL TO THE BOARD OF SUPERVISORS
COUNTY OF RIVERSIDE, STATE OF CALIFORNIA**

133



FROM: Successor Agency to the Redevelopment Agency

SUBMITTAL DATE:
November 21, 2012

SUBJECT: Adoption of Resolution 2012-014 to Approve the Report of the Due Diligence Review of the Unobligated Non-Housing Funds and Other Assets of the Successor Agency to the Redevelopment Agency for the County of Riverside

RECOMMENDED MOTION: That the Board of Supervisors:

1. Adopt Resolution No. 2012-014 to approve the Report of the Due Diligence Review of the Non-Housing Funds and assets of the Successor Agency to the Redevelopment Agency for the County of Riverside; and
2. Authorize submittal of the Due Diligence Review of these funds to the Oversight Board.

BACKGROUND: (Commences on Page 2)

Robert Field
Assistant County Executive Officer/EDA

FINANCIAL DATA	Current F.Y. Total Cost:	\$ 0	In Current Year Budget:	N/A
	Current F.Y. Net County Cost:	\$ 0	Budget Adjustment:	N/A
	Annual Net County Cost:	\$ 0	For Fiscal Year:	2012/13

COMPANION ITEM ON BOARD AGENDA: No

SOURCE OF FUNDS: N/A	Positions To Be Deleted Per A-30	<input type="checkbox"/>
	Requires 4/5 Vote	<input type="checkbox"/>

C.E.O. RECOMMENDATION:

APPROVE

County Executive Office Signature

FORM APPROVED COUNTY COUNSEL
 BY: ANITA C. WILLIS
 DATE: 11-20-12
 Environmental Concurrence

Dep't Recomm.: Consent Policy
 Per Exec. Ofc.: Consent Policy

Prev. Agn. Ref.:

District: All

Agenda Number: **4.3**

BACKGROUND:

Pursuant to Assembly Bill x1 26, the redevelopment dissolution bill, the Riverside County Board of Supervisors adopted Resolution No. 2012-034 on January 10, 2012, which accepted the designation as the Successor Agency for the Redevelopment Agency and further designated such actions and functions to be performed as Successor Agency to the Economic Development Agency (EDA). Additionally, on January 10, 2012, the Riverside County Board of Supervisors also adopted Resolution No. 2012-035, which elected to transfer the responsibility for performing all the housing functions previously performed by the Redevelopment Agency for the County of Riverside to the Housing Authority of the County of Riverside. On February 1, 2012, all California redevelopment agencies were dissolved by this legislation.

On June 27, 2012, the governor signed AB 1484 legislation further amending provisions of the CA Health and Safety Code as it relates to the dissolution of redevelopment agencies. Health & Safety Code(HSC) Section 34179.5 requires each Successor Agency to employ a licensed accountant, approved by the County Auditor-Controller(CAC) and with experience and expertise in local government accounting, to conduct a due diligence review to determine the unobligated and unencumbered cash and cash equivalent balances available for transfer to taxing entities. Due Diligence Procedures, for use by Licensed Accountants who will conduct the Due Diligence Reviews, were developed by the California CPA society with input from the State Controller's Office and the Department of Finance (DOF) and were approved on August 31, 2012. The Successor Agency has selected the CPA firm of Teaman, Ramirez, & Smith, Inc., which has performed previous audits of the County Redevelopment Agency and is an approved CPA firm on the list from the CAC.

The first Due Diligence Review (DDR) conducted was the review of the unobligated (LMIHF) Housing fund and assets, with the final report submitted to the DOF by October 15, 2012. The second DDR of all other funds and accounts of the former Redevelopment Agency was conducted by the CPA firm the week of November 5th. The deadline for the final report approval and submission to the DOF is January 15, 2013.

Due Diligence Review results of the Non-Housing Funds must be submitted to the Oversight Board (OB), the County Auditor-Controller (CAC), the Department of Finance (DOF) and the State Controller's Office (SCO) by December 15, 2012. Prior to final review and approval of the report by the Oversight Board on or before January 15, 2013, a Public Comment session must be held at least five days prior to its approval action. Transmission of the final approved report must be submitted by January 15, 2013, to the DOF and the County Auditor-Controller. The attached report of the Due Diligence Review results indicates if any Non-Housing funds are unencumbered and eligible for transfer to other taxing entities.

The DOF review of the report determinations provided will be completed no later than April 1, 2013, and will be conveyed via letter. Successor Agencies have five days from receipt of the decision to request a Meet and Confer to discuss any disputes with the DOF. The DOF must conduct the Meet and Confer, and confirm or modify findings within 30 days. Then, the Successor Agency must transfer amounts deemed to be unencumbered by the DOF within 5 days.

(Continued)

BACKGROUND: (Continued)

County Counsel has reviewed and approved Successor Agency Resolution No. 2012-014 as to form. Staff recommends that the Board of Supervisors approve the Report of the Due Diligence Review of the Non-Housing Funds and submit the report to the Oversight Board for final approval before submission to the State Department of Finance by December 15, 2012.

Attachments:

- Resolution Number 2012-014
- Report of Due Diligence Review

RESOLUTION NUMBER 2012-014

RESOLUTION TO APPROVE THE REPORT OF THE DUE DILIGENCE REVIEW OF THE UNOBLIGATED NON-HOUSING FUNDS AND OTHER ASSETS OF THE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY FOR THE COUNTY OF RIVERSIDE

WHEREAS, ABx1 26 is codified in the California Health and Safety Code;

WHEREAS, pursuant to ABx1 26, the Riverside County Board of Supervisors adopted Resolution No. 2012-034 on January 10, 2012, which accepted the designation as the Successor Agency for the Redevelopment Agency and further designating the actions and functions to be performed as said Agency to the Economic Development Agency(EDA) ;

WHEREAS, on February 1, 2012, all California redevelopment agencies were eliminated and the Successor Agency to the Redevelopment Agency for the County of Riverside assumed all the former redevelopment functions previously performed by the Redevelopment Agency;

WHEREAS, on June 27, 2012, the governor signed AB 1484, legislation amending provisions of the CA Health and Safety Code as it relates to the dissolution of redevelopment agencies;

WHEREAS, Health & Safety Code (HSC) section 34179.5 requires each Successor Agency to employ a licensed accountant, approved by the County Auditor-Controller (CAC) and with experience and expertise in local government accounting, to conduct a Due Diligence Review to determine the unobligated and unencumbered cash and cash equivalent balances available for transfer to taxing entities. Due Diligence Procedures were developed by the California CPA society with input from the State Controller's Office (SCO) and the Department of Finance(DOF) and were approved for use on August 31, 2012^t;

1 **WHEREAS**, the Successor Agency has selected the CPA firm of Teaman,
2 Ramirez, & Smith, Inc. who has performed previous audits of the Redevelopment
3 Agency and is an approved CPA firm on the list from the CAC to perform the Due
4 Diligence Review of the Successor Agency's unobligated non-housing funds and
5 other assets;


6 **WHEREAS**, the Successor Agency Board is required to review and approve
7 the Due Diligence Review and authorize submittal to the Oversight Board (OB) for the
8 conduct of a public hearing and final approval.

9 **NOW THEREFORE, BE IT RESOLVED, FOUND, DETERMINED AND**
10 **ORDERED** by the Board of Supervisors of the County of Riverside in regular session
11 assembled on December 4, 2012, as follows:

12 1. That the Board of Supervisors hereby finds and declares that the above
13 recitals are true and correct.

14 2. That the Board of Supervisors approves the attached report of the Due
15 Diligence Review of the Successor Agency's unobligated non-housing funds and
16 other assets.

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FORM APPROVED COUNTY COUNSEL
BY:  ANITA C. WILLIS 11-20-12 DATE

**County of Riverside
Successor Agency to the Redevelopment Agency
for the County of Riverside**

**Independent Accountants' Report
On Applying Agreed-Upon Procedures**

**INDEPENDENT ACCOUNTANTS' REPORT ON APPLYING
AGREED-UPON PROCEDURES**

Board of Supervisors
County of Riverside
Successor Agency to the Redevelopment
Agency for the County of Riverside
Riverside, California

We have performed the minimum required agreed-upon procedures (AUP) enumerated in Attachment A, which were agreed to by the State of California Department of Finance and the California State Controller's Office, solely to assist the Successor Agency to the Redevelopment Agency for the County of Riverside (the "Successor Agency") with the due diligence review procedures provided by the State of California Department of Finance required under Assembly Bill 1484. Management of the Successor Agency is responsible for the accounting records pertaining to the compliance with the applicable requirements of Assembly Bill 1484. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of those parties specified in the report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose.

The scope of this engagement was limited to performing the minimum required agreed-upon procedures as set forth in Attachment A. Attachment A identifies the findings noted as a result of the procedures performed.

We were not engaged to and did not conduct an audit, the objective of which would be the expression of an opinion on the accounting records and the appropriateness of the results summarized in Attachment A. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of the Successor Agency, Successor Agency Oversight Board, the Riverside County Auditor-Controller and the applicable State Agencies, and is not intended to be, and should not be used by anyone other than these specified parties. This restriction is not intended to limit distribution of this report, which is a matter of public records.

Teaman Ramirez & Smith, Inc.

November 26, 2012

**Due Diligence Review Agreed-Upon Procedures
All Other Funds of the Successor Agency
(Excluding the Low and Moderate Income Housing Fund)**

**Attachment A
Results of Procedures Performed**

1. Obtain from the Successor Agency a listing of all assets that were transferred from the former redevelopment agency to the Successor Agency on February 1, 2012. Agree the amounts on this listing to account balances established in the accounting records of the Successor Agency. Identify in the Agreed-Upon Procedures (AUP) report the amount of the assets transferred to the Successor Agency as of that date.

Results:

We obtained a listing of all assets that were transferred from the former redevelopment agency to the Successor Agency on February 1, 2012. The amounts were agreed to the accounting records with a fair market value adjustment. The amount of assets transferred on February 1, 2012 was \$283,751,283 according to the listing.

2. If the State Controller's Office has completed its review of transfers required under both Sections 34167.5 and 34178.8 and issued its report regarding such review, attach a copy of that report as an exhibit to the AUP report. If this has not yet occurred, perform the following procedures:
 - A. Obtain a listing prepared by the Successor Agency of transfers (excluding payments for goods and services) from the former redevelopment agency to the city, county, or city and county that formed the redevelopment agency for the period from January 1, 2011 through January 31, 2012. For each transfer, the Successor Agency should describe the purpose of the transfer and describe in what sense the transfer was required by one of the Agency's enforceable obligations or other legal requirements. Provide this listing as an attachment to the AUP report.
 - B. Obtain a listing prepared by the Successor Agency of transfers (excluding payments for goods and services) from the Successor Agency to the city, county, or city and county that formed the redevelopment agency for the period from February 1, 2012 through June 30, 2012. For each transfer, the Successor Agency should describe the purpose of the transfer and describe in what sense the transfer was required by one of the Agency's enforceable obligations or other legal requirements. Provide this listing as an attachment to the AUP report.
 - C. For each transfer, obtain the legal document that formed the basis for the enforceable obligation that required any transfer. Note in the AUP report the absence of any such legal document or the absence of language in the document that required the transfer.

Results:

In discussions with Successor Agency staff, the State Controller's Office did not perform a review of transfers under Sections 34167.5 and 34178.8. Therefore, we performed the above procedures. We obtained the listing of transfers from the Successor Agency, see *Attachment B*. We noted no exceptions, as a result of our procedures.

3. If the State Controller's Office has completed its review of transfers required under both Sections 34167.5 and 34178.8 and issued its report regarding such review, attach a copy of that report as an exhibit to the AUP report. If this has not yet occurred, perform the following procedures:
 - A. Obtain a listing prepared by the Successor Agency of transfers (excluding payments for goods and services) from the former redevelopment agency to any other public agency or to private parties for the period from January 1, 2011 through January 31, 2012. For each transfer, the Successor Agency should describe the purpose of the transfer and describe in what sense the transfer was required by one of the Agency's enforceable obligations or other legal requirements. Provide this listing as an attachment to the AUP report.
 - B. Obtain a listing prepared by the Successor Agency of transfers (excluding payments for goods and services) from the Successor Agency to any other public agency or private parties for the period from February 1, 2012 through June 30, 2012. For each transfer, the Successor Agency should describe the purpose of the transfer and describe in what sense the transfer was required by one of the Agency's enforceable obligations or other legal requirements. Provide this listing as an attachment to the AUP report.
 - C. For each transfer, obtain the legal document that formed the basis for the enforceable obligation that required any transfer. Note in the AUP report the absence of any such legal document or the absence of language in the document that required the transfer.

Results:

In discussions with Successor Agency staff, the State Controller's Office did not perform a review of transfers under Sections 34167.5 and 34178.8. Therefore, we performed the above procedures. We obtained the listing of transfers from the Successor Agency, see *Attachment B*. We noted no exceptions, as a result of our procedures.

4. Perform the following procedures:
 - A. Obtain from the Successor Agency a summary of the financial transactions of the Redevelopment Agency and the Successor Agency in the format set forth in the attached schedule for the fiscal periods indicated in the schedule. For purposes of this summary, the financial transactions should be presented using the modified accrual basis of accounting. End of year balances for capital assets (in total) and long-term liabilities (in total) should be presented at the bottom of this summary schedule for information purposes.
 - B. Ascertain that for each period presented, the total of revenues, expenditures, and transfers accounts fully for the changes in equity from the previous fiscal period.
 - C. Compare amounts in the schedule relevant to the fiscal year ended June 30, 2010 to the state controller's report filed for the Redevelopment Agency for that period.
 - D. Compare amounts in the schedule for the other fiscal periods presented to account balances in the accounting records or other supporting schedules. Describe in the report the type of support provided for each fiscal period.

Results:

We noted one exception, as a result of our procedures. Capital assets, net of depreciation of \$223,954 was not reported in the 2010 State Controller's report. The supporting documents provided by the Successor Agency was the following:

<u>Fiscal Year/Period</u>	<u>Supporting Documents</u>
June 30, 2010	Audited Financial Statements
June 30, 2011	Audited Financial Statements
January 31, 2012	Trial Balance, Financial Reports and Schedules for Capital Assets and Long-term Debt
June 30, 2012	Trial Balance, Financial Reports and Schedules for Capital Assets and Long-term Debt

5. Obtain from the Successor Agency a listing of all assets of the Low and Moderate Income Housing Fund as of June 30, 2012 for the report that is due October 1, 2012 and a listing of all assets of all other funds of the Successor Agency as of June 30, 2012 (excluding the previously reported assets of the Low and Moderate Income Housing Fund) for the report that is due December 15, 2012. When this procedure is applied to the Low and Moderate Income Housing Fund, the schedule attached as an exhibit will include only those assets of the Low and Moderate Income Housing Fund that were held by the Successor Agency as of June 30, 2012 and will exclude all assets held by the entity that assumed the housing function previously performed by the former redevelopment agency. Agree the assets so listed to recorded balances reflected in the accounting records of the Successor Agency. The listings should be attached as an exhibit to the appropriate AUP report.

Results:

We noted no exceptions, as a result of our procedures. See *Attachment C* for the listing of all assets of the Low and Moderate Income Housing as of June 30, 2012 provided by the Successor Agency.

6. Obtain from the Successor Agency a listing of asset balances held on June 30, 2012 that are restricted for the following purposes:
 - A. Unspent bond proceeds:
 - i. Obtain the Successor Agency's computation of the restricted balances (e.g., total proceeds less eligible project expenditures, amounts set aside for debt service payments, etc.)
 - ii. Trace individual components of this computation to related account balances in the accounting records, or to other supporting documentation (specify in the AUP report a description of such documentation).
 - iii. Obtain from the Successor Agency a copy of the legal document that sets forth the restriction pertaining to these balances. Note in the AUP report the absence of language restricting the use of the balances that were identified by the Successor Agency as restricted.

- B. Grant proceeds and program income that are restricted by third parties:
- i. Obtain the Successor Agency's computation of the restricted balances (e.g., total proceeds less eligible project expenditures).
 - ii. Trace individual components of this computation to related account balances in the accounting records, or to other supporting documentation (specify in the AUP report a description of such documentation).
 - iii. Obtain from the Successor Agency a copy of the grant agreement that sets forth the restriction pertaining to these balances. Note in the AUP report the absence of language restricting the use of the balances that were identified by the Successor Agency as restricted.
- C. Other assets considered to be legally restricted:
- i. Obtain the Successor Agency's computation of the restricted balances (e.g., total proceeds less eligible project expenditures).
 - ii. Trace individual components of this computation to related account balances in the accounting records, or to other supporting documentation (specify in the AUP report a description of such documentation).
 - iii. Obtain from the Successor Agency a copy of the legal document that sets forth the restriction pertaining to these balances. Note in the AUP report the absence of language restricting the use of the balances that were identified by Successor the Agency as restricted.
- D. Attach the above mentioned Successor Agency prepared schedule(s) as an exhibit to the AUP report. For each restriction identified on these schedules, indicate in the report the period of time for which the restrictions are in effect. If the restrictions are in effect until the related assets are expended for their intended purpose, this should be indicated in the report.

Results:

We noted no exceptions, as a result of our procedures. See *Attachment D* for the listing of asset balances held on June 30, 2012 restricted by debt covenants. There were no time limitations indicated in the Official Statements of the related debt. Therefore, the restrictions are in effect until the related assets are expended for their intended purpose.

7. Perform the following procedures:
- A. Obtain from the Successor Agency a listing of assets as of June 30, 2012 that are **not** liquid or otherwise available for distribution (such as capital assets, land held for resale, long-term receivables, etc.) and ascertain if the values are listed at either purchase cost (based on book value reflected in the accounting records of the Successor Agency) or market value as recently estimated by the Successor Agency.
 - B. If the assets listed at 7(A) are listed at purchase cost, trace the amounts to a previously audited financial statement (or to the accounting records of the Successor Agency) and note any differences.
 - C. For any differences noted in 7(B), inspect evidence of disposal of the asset and ascertain that the proceeds were deposited into the Successor Agency trust fund. If the differences are due to

additions (this generally is not expected to occur), inspect the supporting documentation and note the circumstances.

- D. If the assets listed at 7(A) are listed at recently estimated market value, inspect the evidence (if any) supporting the value and note the methodology used. If no evidence is available to support the value and/or methodology, note the lack of evidence.

Results:

We obtained the listing of the assets as of June 30, 2012 that are not liquid or available for distribution. This consisted of capital assets, loans receivable and land held for resale purchased at cost. We agreed the amounts to the previous audited financial statements and noted the following:

Loans Receivable:

There was a difference of \$1,479,699 from the previous audited financial statements (fiscal year 2011). This difference consisted of \$894,338 of loan payments received and a \$585,361 net prior period adjustment to correct the balances of the loans receivable. The proceeds were deposited in the Successor Agency Trust Fund.

Land Held for Resale:

There was a difference of \$(4,027,276) from the previous audited financial statements (fiscal year 2011). This consisted of a \$(4,694,612) prior period adjustment and \$667,336 of land purchases. The prior period adjustments mostly consisted of properties that were deeded over to other agencies and parties in prior years. The additions were related to previous agreements that the former redevelopment agency had entered into before dissolution.

Capital Assets:

There were no additions or deletions of capital assets from the previous audited financial statements (fiscal year 2011). The only difference is the recording of depreciation.

8. Perform the following procedures:

- A. If the Successor Agency believes that asset balances need to be retained to satisfy enforceable obligations, obtain from the Successor Agency an itemized schedule of asset balances (resources) as of June 30, 2012 that are dedicated or restricted for the funding of enforceable obligations and perform the following procedures. The schedule should identify the amount dedicated or restricted, the nature of the dedication or restriction, the specific enforceable obligation to which the dedication or restriction relates, and the language in the legal document that is associated with the enforceable obligation that specifies the dedication of existing asset balances toward payment of that obligation.
- i. Compare all information on the schedule to the legal documents that form the basis for the dedication or restriction of the resource balance in question.
 - ii. Compare all current balances to the amounts reported in the accounting records of the Successor Agency or to an alternative computation.

- iii. Compare the specified enforceable obligations to those that were included in the final Recognized Obligation Payment Schedule approved by the California Department of Finance.
 - iv. Attach as an exhibit to the report the listing obtained from the Successor Agency. Identify in the report any listed balances for which the Successor Agency was unable to provide appropriate restricting language in the legal document associated with the enforceable obligation.
- B. If the Successor Agency believes that future revenues together with balances dedicated or restricted to an enforceable obligation are insufficient to fund future obligation payments and thus retention of current balances is required, obtain from the Successor Agency a schedule of approved enforceable obligations that includes a projection of the annual spending requirements to satisfy each obligation and a projection of the annual revenues available to fund those requirements and perform the following procedures:
- i. Compare the enforceable obligations to those that were approved by the California Department of Finance. Procedures to accomplish this may include reviewing the letter from the California Department of Finance approving the Recognized Enforceable Obligation Payment Schedules for the six month period from January 1, 2012 through June 30, 2012 and for the six month period July 1, 2012 through December 31, 2012.
 - ii. Compare the forecasted annual spending requirements to the legal document supporting each enforceable obligation.
 - a. Obtain from the Successor Agency its assumptions relating to the forecasted annual spending requirements and disclose in the report major assumptions associated with the projections.
 - iii. For the forecasted annual revenues:
 - a. Obtain from the Successor Agency its assumptions for the forecasted annual revenues and disclose in the report major assumptions associated with the projections.
- C. If the Successor Agency believes that projected property tax revenues and other general purpose revenues to be received by the Successor Agency are insufficient to pay bond debt service payments (considering both the timing and amount of the related cash flows), obtain from the Successor Agency a schedule demonstrating this insufficiency and apply the following procedures to the information reflected in that schedule.
- i. Compare the timing and amounts of bond debt service payments to the related bond debt service schedules in the bond agreement.
 - ii. Obtain the assumptions for the forecasted property tax revenues and disclose major assumptions associated with the projections.
 - iii. Obtain the assumptions for the forecasted other general purpose revenues and disclose major assumptions associated with the projections.
- D. If procedures A, B, or C were performed, calculate the amount of current unrestricted balances necessary for retention in order to meet the enforceable obligations by performing the following procedures.
- i. Combine the amount of identified current dedicated or restricted balances and the amount of forecasted annual revenues to arrive at the amount of total resources available to fund enforceable obligations.

- ii. Reduce the amount of total resources available by the amount forecasted for the annual spending requirements. A negative result indicates the amount of current unrestricted balances that needs to be retained.
- iii. Include the calculation in the AUP report.

Results:

See *Attachment E* provided by the Successor Agency for the listing of enforceable obligations that are dedicated or restricted for funding and the initial recognized obligation payment schedule filed with the State Department of Finance. Step B is non-applicable. For Step C, we obtained the estimated shortfall related to bond debt service payments. We compared the debt service amounts to the debt service schedules included in the official statements for each debt. The projected property tax revenue each year was based on the amounts received for the period July 1, 2012 to December 31, 2012. No general revenues were projected on the schedule. The estimated total debt payments on the schedule was \$1,292,704,514 with projected revenues of \$1,125,142,907.

For Step D, the calculation of current unrestricted balances necessary for retention is as follows:

Resources:	
Current Dedicated or Restricted Balances	\$ 30,985,581
Forecasted Annual Revenues	<u>1,125,142,907</u>
 Total Resources	 1,156,128,488
Less Forecasted Annual Spending:	
Enforecable Obligations (other than bonds)	(30,985,581)
Bond Debt Service Payments	<u>(1,292,704,514)</u>
 Total	 <u><u>\$ (167,561,607)</u></u>

The amount of calculation is a negative result based on the information provided.

- 9. If the Successor Agency believes that cash balances as of June 30, 2012 need to be retained to satisfy obligations on the Recognized Obligation Payment Schedule (ROPS) for the period of July 1, 2012 through June 30, 2013, obtain a copy of the final ROPS for the period of July 1, 2012 through December 31, 2012 and a copy of the final ROPS for the period January 1, 2013 through June 30, 2013. For each obligation listed on the ROPS, the Successor Agency should add columns identifying (1) any dollar amounts of existing cash that are needed to satisfy that obligation and (2) the Successor Agency's explanation as to why the Successor Agency believes that such balances are needed to satisfy the obligation. Include this schedule as an attachment to the AUP report.

Results:

We obtained the final ROPS for the period of July 1, 2012 through December 31, 2012. However, the ROPS for the period January 1, 2013 through June 30, 2013 is currently under review by the State. So, we obtained the most current version. See *Attachment F* for the listing of obligations provided by the Successor Agency of balances needed to satisfy the fiscal year 2013 obligations.

10. Include (or present) a schedule detailing the computation of the Balance Available for Allocation to Affected Taxing Entities. Amounts included in the calculation should agree to the results of the procedures performed in each section above. The schedule should also include a deduction to recognize amounts already paid to the County Auditor-Controller on July 12, 2012 as directed by the California Department of Finance. The amount of this deduction presented should be agreed to evidence of payment. The attached example summary schedule may be considered for this purpose. Separate schedules should be completed for the Low and Moderate Income Housing Fund and for all other funds combined (excluding the Low and Moderate Income Housing Fund).

Results:

See *Attachment G*. The schedule includes \$8,640,000 obligation currently in appeal by the Successor Agency. The Low and Moderate Income Housing fund schedule was reported in a separate report.

11. Obtain a representation letter from Successor Agency management acknowledging their responsibility for the data provided to the practitioner and the data presented in the report or in any attachments to the report. Included in the representations should be an acknowledgment that management is not aware of any transfers (as defined by Section 34179.5) from either the former redevelopment agency or the Successor Agency to other parties for the period from January 1, 2011 through June 30, 2012 that have not been properly identified in the AUP report and its related exhibits. Management's refusal to sign the representation letter should be noted in the AUP report as required by attestation standards.

Results:

We noted no exceptions, as a result of these procedures.

**Due Diligence Review Agreed-Upon Procedures
All Other Funds of the Successor Agency
(Excluding the Low and Moderate Income Housing Fund)
Attachment B**

**Redevelopment Agency for the County of Riverside
Transfer Listing - Non-Housing Assets Transferred to Other Funds within the County
January 1, 2011 through January 31, 2012**

DATE	DESCRIPTION	AMOUNT	PURPOSE
------	-------------	--------	---------

*Note - for the Tech Park Loan below, these were debt payments to the EDA, which is part of the County of Riverside.

5/18/2011	Tech Park Loan	230,535.13	Annual Principal & Interest Payment #6
3/14/2011	Tech Park Loan	1,359,343.45	Payoff of \$1.1M loan for Tech Park Loan to EDA dated 7/27/99

*Note - the following parcels of property were removed from our Asset Listing during a reconciliation of assets with our Real Property division. All properties listed below were deeded to the County of Riverside prior to January 1, 2011. The properties are noted on the list below because they were removed from our Asset Listing as of 1/31/12.

February, 2004	Home Gardens Fire Station APN's 135-021-027, 135-021-028, 135-021-033, 135-021-002	971,025.98	Grant Deed to County of Riverside on February 2004
June, 2010	Jurupa Sheriff Station Expansion APN 174-160-004	45,208.75	Grant Deed to County of Riverside on June 2010
July, 2008	Mecca Social Service Center APN 727-193-015 (now 727-193-042)	114,137.60	Grant Deed to County of Riverside on July 2008
August, 2008	Whitewater River Basin APN 626-150-040	2,053,343.00	Grant Deed to County of Riverside on August 2008
October, 2008	Crestmore/Mission Blvd. APN 181-130-009	8,575.00	Grant Deed to County of Riverside on October 2008
October, 2008	Mission Boulevard - Rubidoux APN 181-130-004	98,762.50	Grant Deed to County of Riverside on October 2008
October, 2008	St. Anne's APN 181-130-002	81,235.70	Grant Deed to County of Riverside on October 2008
July, 2008	Christian School of the Desert APN 607-040-066	5,292,142.50	Grant Deed to County of Riverside on July 2008

**Redevelopment Agency for the County of Riverside
Transfer Listing - Non-Housing Assets Transferred to Parties outside of the County
January 1, 2011 through January 31, 2012**

DATE	DESCRIPTION	AMOUNT	PURPOSE
------	-------------	--------	---------

N/A

**Due Diligence Review Agreed-Upon Procedures
All Other Funds of the Successor Agency
(Excluding the Low and Moderate Income Housing Fund)
Attachment B**

**Redevelopment Agency for the County of Riverside
Transfer Listing - Non-Housing Assets Transferred to Other Funds within the County
February 1, 2012 through June 30, 2012**

DATE	DESCRIPTION	AMOUNT	PURPOSE
------	-------------	--------	---------

N/A

**Redevelopment Agency for the County of Riverside
Transfer Listing - Non-Housing Assets Transferred to Parties outside of the County
February 1, 2012 through June 30, 2012**

DATE	DESCRIPTION	AMOUNT	PURPOSE
------	-------------	--------	---------

N/A

**Due Diligence Review Agreed-Upon Procedures
All Other Funds of the Successor Agency
(Excluding the Low and Moderate Income Housing Fund)
Attachment C**

**Successor Agency to the Redevelopment Agency
Non Housing Assets held by the Successor Agency as of June 30, 2012**

ASSETS:	Total - Non Housing
Cash and Investments in the County Pool	\$ 68,906,969
Cash and Investments with Fiscal Agent	120,390,028
Accounts Receivable	1,439,487
Interest Receivable	20,467
Loans Receivable	16,162,674
Land Held for Resale	50,385,738
Capital Assets	78,845
	\$ 257,384,208

**Due Diligence Review Agreed-Upon Procedures
All Other Funds of the Successor Agency
(Excluding the Low and Moderate Income Housing Fund)
Attachment D**

Successor Agency to the Redevelopment Agency
NON HOUSING ASSET LEGALLY RESTRICTED FOR SPECIFIC USES
(by debt covenants, grant restrictions and other restrictions)

Page	Line	Name of Projects	RESTRICTED PER THE BOND OFFICIAL STATEMENT										TOTAL		
			2006 SERIES A	2006 SERIES B	2007 TAB B	2010 TAB SERIES C	2010 TAB SERIES D	2010 TAB SERIES E	2011 TAB SERIES B	2011 TAB SERIES B-T	2011 TAB SERIES D	2011 TAB SERIES E			
6	8-16	Mission Boulevard, Phase V	1,975,036												1,975,036
7	44-47	Rubidoux Area 2	23,794												23,794
7	48-50	Rubidoux Area 3	220,781												220,781
7	52-55	Jurupa Valley Aquatic Center			237,000										237,000
7	58	VFW Glen Avon Rehabilitation	198,246												198,246
11	1-5	Mecca Senior Center					540,700								540,700
11	6-14	Mecca Fire Station								2,885,772					2,885,772
11	42	Mecca Street Revitalization Phase 2	2,578,403												2,578,403
11	43	Mecca Street Revitalization Phase 3	1,548,437												1,548,437
11	49-56	Thermal Sheriff Station and Aviation Education	2,808,621												2,808,621
11	57-61	Thermal Street Improvements	3,108,144												3,108,144
12	62-65	Thermal Infrastructure Improvements	1,943,235												1,943,235
12	71-72	Thermal Library & Community Center	30,710												30,710
12	75-83	Thermal Fire Station	924,672												924,672
14	1-3	Highgrove Backbone Sewer						12,500							12,500
14	4	Highgrove Library	5,000												5,000
14	48-54	Romoland Beautification Project (II and III)	516,000												516,000
4	11-23	El Cerrito Road Beautification Project		5,114,255											5,114,255
9	1-4	Marion Ashley Community Center		116,000											116,000
12	74	Construction of Taxiway in Thermal					75,000								75,000
14	23	Mead Valley Road Improvement Program						1,539,586							1,539,586
15	92	Cajalco Widening Project						1,402,181							1,402,181
14	5-19	Mead Valley Community Center										19,630,371			19,630,371
14	55-56	Palomar (Romoland) Tradewinds Road Paving						616,160							616,160
6	17-43	Mission Plaza								10,000,000					10,000,000
7	59-66	Rancho Jurupa (Rubidoux) Sports Park							369,206						369,206
11	24-26	Mecca 18" Waterline Extension									541,083				541,083
12	84-88	Oasis Fire Station									306,616				306,616
11	47	North Shore Yacht Club Harbor Master Plan									33,900				33,900
14	24-40	Mead Valley Library										9,173,899			9,173,899
15	69-71	Trumble Road Landscape Improvements										42,072			42,072
15	72-91	Perris Valley Aquatic Center										4,345,230			4,345,230
Total Balance Restricted per January to June 2012 ROPS			15,881,079	5,230,255	237,000	0	615,700	3,570,427	369,206	10,000,000	3,767,371	33,191,572		72,862,610	

RESTRICTED PER THE BOND INDENTURE OF TRUST

A. DEBT SERVICE SPECIAL FUND -- Bond Proceeds Balance:

1. Balances in the Reserve Account are restricted to meet the Reserve Requirement of the Bonds per Article III Section 3.01 to 3.04 of the Bond Indenture	29,263,939
2. Balances in Capitalized Interest Account, Interest Fund and Other Non-Redevelopment Accounts are restricted as to its use per Article III and the Definition of Terms of the Bond Indenture of Trust	1,182,276
Total Restricted Balance	30,446,215

GRAND TOTAL

103,308,825

**Due Diligence Review Agreed-Upon Procedures
All Other Funds of the Successor Agency
(Excluding the Low and Moderate Income Housing Fund)
Attachment E**

**Successor Agency to the Redevelopment Agency
NON HOUSING BALANCES RESTRICTED FOR ENFORCEABLE OBLIGATIONS
As of June 30, 2012**

	Total
Balances of Non Housing Enforceable Obligations:	
page 2, lines 5-12 Riv Ctre Lease, TI Loan & Professional Services	325,522
page 2, lines 16-20 Admin Cost & Oversight Board expenses	9,795,859
pages 4 to 16 Enforceable Obligations - Projects	170,758,004
Total Enforceable Obligations (ROPS 1)	180,879,385
Less: Payments made - January to June 2012:	
Actual debt service payments - Housing & Non Housing	0
Actual payments for Passthroughs, OPA's & Other Debts	0
Actual payments for Admin Cost, Professional Services & Others	(5,789,923)
Actual payments on Project Improvement Costs	(52,874,271)
Net Outstanding Balance of Enforceable Obligations	122,215,191
Less: Assets Legally Restricted by Debt Covenants (schedule B)	(72,862,610)
Less: Projects denied by the DOF	
DOF letter dated April 25, 2012:	
page 4, lines 2 & 3 Historic Downtown, Second Avenue Park (denied by Oversight Board, -stricken in final ROPS1)	0
page 6, line 27 Mission Plaza	(5,000,000)
page 8, lines 108, Meadows, Market Street, Rubidoux Blvd and Agua	
110, 112 Mansa Improvements	(9,727,000)
page 11, lines 28, 31 Mecca Comfort Station	(3,640,000)
Balance Restricted for Enforceable Obligations under ROPS 1 (net of denied projects)	30,985,581
Projects under appeal with the DOF:	
page 6, line 27 Mission Plaza	5,000,000
page 11, lines 28, 31 Mecca Comfort Station	3,640,000
Total projects under appeal	8,640,000
Retention needed to cover future shortfall in debt service payments	13,688,538
TOTAL	53,314,119

**Due Diligence Review Agreed-Upon Procedures
All Other Funds of the Successor Agency
(Excluding the Low and Moderate Income Housing Fund)
Attachment E**

Pursuant to Health and Safety Code section 34186 (a)
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS I)

Name of Successor Agency:
County:

**Successor Agency to the Redevelopment Agency for the County of Riverside
Riverside**

Page /For m	Line	Project Name / Debt Obligation	Payee	Description/Project Scope	Total Outstanding Obligations	ROPS 3 Total	Jan to June 2012 Actual per General Ledger	Net Outstanding Balance	Legal Description of Enforceable Obligation	Amount Appropriated	Legal Document Language
						6 months Est					
2	5	Riverside Centre Lease	EDA -Facilities Mgt	Lease for the Riverside Centre Bldg		\$ 114,018	114,020.40	114,018.00	Agreement -5/5/10		(A)
2	6	Tenant Improvement Loan	EDA -Facilities Mgt	Loan for moving expenses		\$ 66,424	75,982.41	66,424.00	Agreement -5/5/10		(A)
2	7	Professional Services	BLX Group LLC	Investment Consultant	20,000.00	\$ 15,000	10,000.00	20,000.00	Agreement - 6/13/11		Line 27 & 28 Page 1 and Line 21 Page 3
2	8	Professional Services	Services	Arbitrage Rebate Services	12,000.00	\$ 3,750	2,500.00	12,000.00	Agreement - 2/1/07		(B)
2	9	Professional Services	Urban Analytics LLC	Continuing Disclosure Certificates	50,400.00	\$ 18,400	18,400.00	50,400.00	Agreement - 2/2/11		Page 3 Line 5
2	10	Professional Services	Teaman, Ramirez & Smith, Inc.	Annual Financial Audit	29,760.00	\$ 29,760	28,400.00	29,760.00	Agreement - 7/17/12		Page 2 Line 21
2	11	Professional Services	Bank of New York Mellon Trust Co.	Bond Trustee Administration Fees		\$ 25,000	14,519.40	25,000.00			(B)
2	12	Professional Services	Data Builders	Focus Technical Support	7,920.00	\$ 7,920	3,370.40	7,920.00			(B)
2	16	Admin Services - Coop Agreement	various	Reimbursement of Salaries & Benefits		\$ 4,903,962	3,722,682.25	4,903,962.00	Agreement - 5/5/94		Section 6
2	17	Cost sharing with EDA	various	Cost Sharing for services		\$ 662,528	969,038.59	662,528.00			(A)
2	18	Administrative Cost Allowance	various	Administrative Expenses		\$ 2,669,369	831,009.61	2,669,369.00			(A)
2	19	Camino Real Acquisition	various	Reimb Hsg for Camino Real per BOS		\$ -		0.00			
2	20	Oversight Board Expenses	Successor Agency	Legal, Clerk of Board, Staff, Supplies	1,560,000.00	\$ 78,000		1,560,000.00			(A)
Totals					1,680,080.00	8,594,131.00	5,789,923.06	10,121,381.00			
								325,522.00			
								9,795,859.00			
								10,121,381.00			

- (A) Indicates items that were dedicated by the formal actions of the Board of Supervisors or Oversight Board for the use of funds, but not specifically included in agreements with contractors or other parties
- (B) Indicates items the Successor Agency was unable to provide specific restricting language in the legal documents
- (C) These are estimated costs related to the projects listed in this schedule
- (D) These are projects that have been approved in the ROPS by Department of Finance, however the agreements are currently in progress with other parties for these projects
- (E) Amounts funded with restricted amounts from bond proceeds.

**Due Diligence Review Agreed-Upon Procedures
All Other Funds of the Successor Agency
(Excluding the Low and Moderate Income Housing Fund)
Attachment E**

Pursuant to Health and Safety Code section 34186 (a)
PRIOR PERIOD ESTIMATED OBLIGATIONS vs. ACTUAL PAYMENTS
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS I)

Name of Successor Agency: Successor Agency to the Redevelopment Agency for the County of Riverside
County: Riverside

Page/ Form	Line	Job Code	Project Name / Debt Obligation	Payee	Total Outstanding Obligation	Actual (January to June 2012) per GL/ Job Code	Assets Restricted by Debt Covenant	Denied Projects	Net Outstanding Balance (Tentative)	Legal Description of Enforceable Obligation	Amount Appropriated	Legal Document Language
6	8	ED1206001312	Mission Boulevard Ph. V	Krieger & Stewart, Inc.	\$ 58,000	58,000.00	\$ 58,000		(58,000.00)	4.1 10/19/10	486,400.00	(E)
6	9			Riverside County TLMA	\$ 75,000	25,059.96	\$ 75,000		(25,059.96)	Agreement 3/23/06	75,000.00	(E)
6	10			Strategic Connections	\$ 5,200	838.02	\$ 5,200		(838.02)	Agreement 12/27/11	40,000.00	(E)
6	11			Utilities	\$ 10,000	0.00	\$ 10,000		0.00	Agreement 12/15/09	25,000.00	(E)
6	12			All American Asphalt	\$ 928,452	251,441.75	\$ 928,452		(251,441.75)	4.3 9/14/10	6,256,057.00	(E)
6	13			All American Asphalt	\$ 392,448	7,600.00	\$ 392,448		(7,600.00)	4.3 9/14/10	6,256,057.00	(E)
6	14			All American Asphalt	\$ 499,936	6,822.97	\$ 499,936		(6,822.97)	4.3 9/14/10	6,256,057.00	(E)
6	15			Heider Engineering Services, Inc.	\$ 4,000	0.00	\$ 4,000		0.00	Agreement 10/25/10	71,335.00	(E)
6	16			Heider Engineering Services, Inc.	\$ 2,000	0.00	\$ 2,000		0.00	Agreement 10/25/10	71,335.00	(E)
6	17			URS Corporation Amendment 1	\$ 17,000	0.00	\$ 17,000		0.00	4.2 7/26/11	315,000.00	(E)
6	18			Harvey Partners, LLC	\$ 75,000	6,250.00	\$ 75,000		(6,250.00)	4.4 5/24/11	75,000.00	(E)
6	19			Albert A. Webb Associates	\$ 56,531	4,690.66	\$ 56,531		(4,690.66)	4.2 11/2/10	372,297.90	(E)
6	20			Albert A. Webb Ass. Amendment	\$ 150,000	0.00	\$ 150,000		0.00	4.2 11/2/10	372,297.90	(E)
6	21			Permit Fees	\$ 2,400,000	104,148.84	\$ 2,400,000		(104,148.84)	*Not Set up.		(E)
6	22			Off-site Construction Costs	\$ 2,224,428	59,202.10	\$ 2,224,428		(59,202.10)	*Not Set up.		(E)
6	23	ED1206001911 ED1206001912 ED1206008412	Mission Plaza	Gelato Remediation	\$ 1,500,000	0.00	\$ 1,500,000		0.00	4.9 5/24/11	1,593,000.00	(E)
6	24			Monitoring wells semi-annual sampling	\$ 25,000	4,795.30	\$ 25,000		(4,795.30)	4.4 5/24/11	150,000.00	(E)
6	25			On-site Demolition Costs	\$ 204,000	116,901.00	\$ 204,000		(116,901.00)	4.2 11/2/10	572,766.00	(E)
6	26			Inspection Fees (RC FM and Jurupa Valley)	\$ 300,000	63,678.90	\$ 300,000		(63,678.90)	4.2 11/2/10	572,766.00	(E)
6	27			On-site Construction Costs	\$ 5,000,000	0.00	\$ 5,000,000		0.00	*Not Set up.		(E)
6	28			Site Utilities	\$ 1,100,000	144,746.35	\$ 1,100,000		(144,746.35)	*Not Set up.		(E)
6	29			Donna Desmond	\$ 3,500	1,463.00	\$ 3,500		(1,463.00)	4.2 7/26/11	315,000.00	(E)
6	30			Desmond, Marcello & Amster	\$ 3,500	1,462.50	\$ 3,500		(1,462.50)	4.2 7/26/11	315,000.00	(E)
6	31			Lee - Agua Pura	\$ 20,000	0.00	\$ 20,000		0.00	4.2 7/26/11	315,000.00	(E)
6	32			Epic Land Solutions	\$ 11,200	0.00	\$ 11,200		0.00	4.2 7/26/11	315,000.00	(E)
6	33			La Noria	\$ 125,000	39,205.80	\$ 125,000		(39,205.80)	4.2 7/26/11	315,000.00	(E)
6	34			La Noria Relocation Ben. Amended	\$ 60,000	41,422.00			18,578.00	4.2 7/26/11	315,000.00	Lines 4 & 5 Page 2 (A)
6	35			CBS	\$ 5,088	4,188.00			900.00	4.2 7/26/11	315,000.00	See above (A)

**Due Diligence Review Agreed-Upon Procedures
All Other Funds of the Successor Agency
(Excluding the Low and Moderate Income Housing Fund)
Attachment E**

Pursuant to Health and Safety Code section 34186 (a)
PRIOR PERIOD ESTIMATED OBLIGATIONS vs. ACTUAL PAYMENTS
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS I)

Name of Successor Agency: Successor Agency to the Redevelopment Agency for the County of Riverside
County: Riverside

Page/ Form	Line	Job Code	Project Name / Debt Obligation	Payee	Total Outstanding Obligation	Actual (January to June 2012) per GL/ Job Code	Assets Restricted by Debt Covenant	Denied Projects	Net Outstanding Balance (Tentative)	Legal Description of Enforceable Obligation	Amount Appropriated	Legal Document Language
6	36			Diversified Hydro	\$ 4,710.00	4,710.00			0.00	4.2 7/26/11	315,000.00	See above (A)
6	37			Epic Land Solutions	\$ 11,200.00	11,200.00			0.00	4.2 7/26/11	315,000.00	See above (A)
6	38			Various Contractors	\$ 75,000.00	13,723.73			61,276.27	4.2 7/26/11	315,000.00	See above (A)
6	39			Epic Land Solutions	\$ 18,000.00	0.00			18,000.00	4.2 7/26/11	315,000.00	See above (A)
6	40			SCE	\$ 4,800.00	134.00			4,666.00	4.2 7/26/11	315,000.00	See above (A)
6	41			Successor Agency	\$ 77,202.00	0.00			77,202.00	4.2 7/26/11	315,000.00	See above (A)
6	42			Riverside County TLMA	\$ 75,000.00	11,170.00			63,830.00	4.2 7/26/11	315,000.00	See above (A)
6	43			Riverside County Planning Dept.	\$ 15,000.00	0.00			15,000.00	4.2 7/26/11	315,000.00	See above (A)
7	44			OM Gray LLC	\$ 7,500.00	0.00	\$ 7,500.00		0.00	Minor Contract 1/26/09	75,000.00	(E)
7	45	ED1206001012	Rubidoux Area II	Fuerte	\$ 3,000.00	218.91	\$ 3,000.00		(218.91)	Minor Contract 1/26/09	75,000.00	(E)
7	46			RCSD	\$ 3,000.00	0.00	\$ 3,000.00		0.00	Minor Contract 1/26/09	75,000.00	(E)
7	47			Successor Agency	\$ 10,294.00	0.00	\$ 10,294.00		0.00	Minor Contract 1/26/09	75,000.00	(E)
7	48	ED1206002012	Rubidoux Area 3	Riverside County TLMA	\$ 149,311.00	53,823.74	\$ 149,311.00		(53,823.74)	3.21 & 4.3 8/9/05	573,000.00	(E)
7	49			Various Property Owners	\$ 20,000.00	0.00	\$ 20,000.00		0.00	Minor Contract 9/16/10	25,000.00	(E)
7	50			Successor Agency	\$ 51,470.00	0.00	\$ 51,470.00		0.00	Minor Contract 9/16/10	25,000.00	(E)
7	51	ED1206010412	Market Street Improvements	Riverside County TLMA	\$ 52,744.00	0.00			52,744.00	3.23 & 4.4 2/1/00	60,000.28	(B)
7	52			RJM Design Group	\$ 110,000.00	100,959.00	\$ 110,000.00		(100,959.00)	4.3 2/5/08	1,600,000.00	(E)
7	53	ED1206002912	Jurupa Valley Aquatic Center	Riverside County TLMA	\$ 5,000.00	1,086.58	\$ 5,000.00		(1,086.58)	Agreement 3/14/08	30,800.00	(E)
7	54			SC Engineers, Inc.	\$ 22,000.00	19,063.65	\$ 22,000.00		(19,063.65)	Agreement 8/16/11	42,000.00	(E)
7	55			JD Diffenbaugh, Inc.	\$ 100,000.00	182,329.48	\$ 100,000.00		(182,329.48)	4.1 6/16/09	19,247,556.00	(E)
7	56	ED1206003202	Butchko Animal Hospital Expansion	Strategic Connections	\$ 2,300.00	1,777.64			522.36	Agreement 2/8/11	57,500.00	7th Paragraph
7	57			Butchko Veterinary Management LLC	\$ 403,000.00	344,048.55			58,951.45	9.1 & 4.9 2/27/07	750,000.00	(A)
7	58	ED1206004112	VFW Glen Avon Rehabilitation	ASR Constructors, Inc.	\$ 198,246.00	54,384.71	\$ 198,246.00		(54,384.71)	4.1 9/14/10	1,798,100.00	(E)
7	59			RHA Landscape	\$ 15,000.00	5,667.75	\$ 15,000.00		(5,667.75)	4.5 2/26/08	423,800.00	(E)
7	60			Riverside County Facilities Mngmt	\$ 45,000.00	0.00	\$ 45,000.00		0.00	Form 5 11/12/09 & 12/12/09	20,300.00 & 24,050.00	(E)
7	61			Krieger & Stewart, Inc.	\$ 6,500.00	7,334.12	\$ 6,500.00		(7,334.12)	4.1 6/22/09	221,700.00	(E)
7	62			MTGL, Inc	\$ 2,200.00	3,930.26	\$ 2,200.00		(3,930.26)	Agreement 3/9/11	74,880.00	(E)
7	63	ED1206005012	Rancho Jurupa Sports Park	ASR Constructors, Inc.	\$ 250,000.00	659,102.94	\$ 250,000.00		(659,102.94)	4.7 12/14/10	9,659,000.00	(E)
7	64			Rubidoux Community Services District (RCSD)	\$ 300.00	0.00	\$ 300.00		0.00	4.6 7/26/11	3,742,627.38	(E)
7	65			Riverside County TLMA	\$ 206.00	206.00	\$ 206.00		(206.00)	Agreement 2/2/08	5,000.00	(E)
7	66			Utilities	\$ 50,000.00	0.00	\$ 50,000.00		0.00	4.6 7/26/11	3,742,627.38	(E)
7	67			Ruhnau Ruhnau, Inc.	\$ 114,226.00	51,885.98			62,340.02	4.2 7/15/08	413,000.00	Page 7 Line 14
7	68			Strategic Connections	\$ 9,693.00	15,461.18			(5,768.18)	Agreement 6/10/11	30,000.00	Page 3 Line 6
7	69			Glumac	\$ 24,919.00	6,129.00			18,790.00	Agreement 11/16/10	29,600.00	Page 2 Line 16
7	70			RIC Construction	\$ 4,318,864.00	3,476,340.94			842,523.06	4.7 4/5/11	11,467,500.00	Paragraph 4 of Contract
7	71	ED1206005412	Rubidoux Child Development Center	RIC Construction Contingency	\$ 439,482.00	0.00			439,482.00	4.7 4/5/11	11,467,500.00	Paragraph 4 of Contract
7	72			Heider Engineering Services, Inc.	\$ 73,765.00	36,570.00			37,195.00	4.7 4/5/11	11,467,500.00	Page 5 Lines 2 & 3
7	73			Riverside County Facilities Mngmt	\$ 500,000.00	39,538.73			460,461.27	4.7 4/5/11	11,467,500.00	(A)
7	74			Kozad & Fox	\$ 3,000.00	0.00			3,000.00	4.7 4/5/11	11,467,500.00	(A)

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Name of Successor Agency: Successor Agency to the Redevelopment Agency for the County of Riverside
County: Riverside

Page/ Form	Line	Job Code	Project Name / Debt Obligation	Payee	Total Outstanding Obligation	Actual (January to June 2012) per GL/ Job Code	Assets Restricted by Debt Covenant	Denied Projects	Net Outstanding Balance (Tentative)	Legal Description of Enforceable Obligation	Amount Appropriated	Legal Document Language		
7	75			Inland Contractors	\$ 1,480	1,479.46			0.54	4.7 4/5/11	11,467,500.00		(A)	
7	76			Utilities	\$ 218,301	61,645.55			156,655.45	4.7 3/10/11	1,000,000.00		(A)	
7	77			STK Architects	\$ 70,000	46,632.50			23,367.50	3.18 9/14/10	5,948,434.00		(A)	
7	78			Riverside County TLMA	\$ 5,000	3,367.24			1,632.76	3.18 9/14/10	5,948,434.00		(A)	
7	79	ED1206006212	Eastvale Fire Station	Riverside County Fire Department	\$ 5,000	0.00			5,000.00	3.18 9/14/10	5,948,434.00		(A)	
7	80	ED1206006222		RIC Construction	\$ 355,000	322,774.58			32,225.42	3.18 9/14/10	5,948,434.00		(A)	
7	81			Jurupa Community Services District (JCSD)	\$ 10,000	0.00			10,000.00	3.18 9/14/10	5,948,434.00		(A)	
7	82			Holt Architects	\$ 27,257	14,445.93			12,811.07	4.2 8/31/10	124,780.00			
7	83			Holt Architects Amendment #1	\$ 25,000	0.00			25,000.00	4.3 5/10/11	5,000,000.00			
7	84			MRC Engineering	\$ 6,783	4,380.00			2,403.00	Agreement 6/2/10	65,700.00			
7	85			MRC Engineering Amendment #1	\$ 10,000	0.00			10,000.00	Agreement 3/3/11	2,700.00	Line 24		
7	86			Albert A. Webb Associates	\$ 2,512	2,511.06			0.94	Agreement 11/30/10	65,750.00	Page 2 Lines 16 & 17		
7	87			Albert A. Webb Amendment #1	\$ 15,000	0.00			15,000.00	Agreement 11/30/10	65,750.00	Page 2 Lines 16 & 17		
7	88			Westgroup Design	\$ 607	0.00			607.00	Agreement 2/24/11	8,290.00	Pag 2 Line 19		
7	89			Riverside County IT	\$ 36,400	0.00			36,400.00	4.3 5/10/11	5,000,000.00		(A)	
7	90			Riverside County EDA/FM	\$ 58,425	0.00			58,425.00	4.3 5/10/11	5,000,000.00		(A)	
7	91			Riverside County EDA/FM	\$ 25,000	0.00			25,000.00	4.3 5/10/11	5,000,000.00		(A)	
7	92			Riverside County Conservation Authority	\$ 238	0.00			238.00	4.3 5/10/11	5,000,000.00		(A)	
7	93	ED1206008112	Jurupa Valley Sheriff's Warehouse	Riverside County Fire Department	\$ 12,000	192.00			11,808.00	4.3 5/10/11	5,000,000.00		(A)	
7	94			SC Engineers, Inc.	\$ 11,300	0.00			11,300.00	Agreement 6/23/11	17,400.00		(B)	
7	95				Construction Testing and Engineering Inc.	\$ 28,072	28,072.00			0.00	Agreement 4/7/27/11	44,763.00	Page 3 Lines 9 & 10	
7	96				Construction Testing and Engineering Inc. Amendment #1	\$ 12,000	0.00			12,000.00	Agreement 4/7/27/11	44,763.00	Page 3 Lines 9 & 10	
7	97				PCN3 Construction	\$ 2,666,025	969,298.00			1,696,727.00	4.7 7/26/11	3,195,540.00	4th Paragraph of Contract	
7	98				PCN3 Construction Change Order 1	\$ 50,000	0.00			50,000.00	4.7 7/26/11	3,195,540.00	4th Paragraph of Contract	
7	99				PCN3 Construction Additional Change Orders	\$ 250,000	0.00			250,000.00	4.7 7/26/11	3,195,540.00	4th Paragraph of Contract	
7	100				Southern California Edison	\$ 50,000	0.00			50,000.00	Minor Contract 9/28/11	50,000.00		(B)
7	101				PlanIT Reprographics	\$ 15,685	0.00			15,685.00	4.3 5/10/11	5,000,000.00		(A)
7	102				PCN3 Construction	\$ 50,000	0.00			50,000.00	4.7 7/26/11	3,195,540.00	4th Paragraph of Contract	
8	103	ED1206009212	Ben Nevis Blvd Street Improvement	Riverside County TLMA	\$ 289,985	(67,941.14)			357,926.14	4.7 5/24/11	296,000.00		(A)	
8	104			Strategic Connections	\$ 13,101	0.00			13,101.00	Agreement 12/1/10	25,000.00	Page 2 Line 26		

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8	105	ED1206009712	Avalon Street Improvements	Cozad & Fox, Inc.	\$ 35,232	0.00			35,232.00	Agreement 12/28/10	48,629.00	(B)
8	106	ED1206010012	Ash Street Road Construction	Riverside County TLMA	\$ 30,253	0.00			30,253.00	4.1 11/1/10	85,000.00	(A)
8	107	ED1206010612	Vernon Avenue Street Improvements	Riverside County TLMA	\$ 18,541	0.00			18,541.00	4.6 4/26/11	120,000.00	Page 3 Lines 4-6
8	108		Rubidoux-Daly Avenue Storm Drain	Riverside County Flood Control and Water Conservation District	\$ 4,000,000	0.00		\$ 4,000,000	0.00			
8	109			Riverside County TLMA	\$ 30,689	0.00			30,689.00			
8	110	ED1206001611	Emerald Meadows	Riverside County Flood Control and Water Conservation District	\$ 3,330,000	0.00		\$ 3,330,000	0.00	4.4 1/25/05	3,330,000.00	
8	111	ED1206010812	Clay Street Improvement Project	Riverside County TLMA	\$ 152,822	152,822.32			(0.32)	3.24 & 4.2 10/19/10	475,000.00	
8	112	ED1206010412	Market Street, Rubidoux Boulevard, Agua Mansa Improvements	Riverside County TLMA	\$ 2,397,000	0.00		\$ 2,397,000	0.00	4.15 6/28/11	2,397,000.00	
8	113	ED1206007302	Jurupa Lions Club Façade	Broeske Architects	\$ 585	80.82			504.18	Agreement 7/17/09	25,000.00	
8	114	ED1206008202	Jurupa Cultural Center	Broeske Architects	\$ 5,844	2,070.00			3,774.00	Agreement 5/20/10	38,115.00	
8	115	ED1206005702	L.A. Circus Façade	Falcon Builders	\$ 66,062	66,054.99			7.01	Agreement 8/1/11	100,000.00	(B)
8	116	ED1206003902	Mercado Los Montes Façade	Estrella Construction	\$ 8,442	0.00			8,442.00	Agreement 8/20/08	12,617.65	(B)
8	117			Broeske Architects	\$ 1,264	230.00			1,034.00	Agreement 1/10/12	23,211.00	(B)
8	118	ED1206006302	New Beginnings Façade	Falcon Builders, Inc.	\$ 9,830	9,830.00			0.00	Change Order 6/20/11	75,800.00	(B)
8	119			Broeske Architects	\$ 7,000	3,397.35			3,602.65	Agreement 2/15/08	19,900.00	(B)
8	120	ED1206004602	Riviera Restaurant Façade	Falcon Builders, Inc.	\$ 100,000	99,900.00			100.00	Agreement 10/18/11	100,000.00	(B)
8	121	ED1206003802	Smart Buy Façade	Falcon Builders	\$ 10,000	2,363.54			7,636.46	Agreement 5/12/11	10,000.00	(B)
8	122	ED1206000702	Graffiti Abatement Program	Inland Tri Tech	\$ 47,102	19,431.00			27,671.00	4.2 6/30/09	200,000.00	(A)
8	123	ED1206006412	Pyrite Beautification	Riverside County TLMA	\$ 1,817	2,067.41			(250.41)	Minor Contract 3/28/11	75,000.00	(B)
8	125		Weed Abatement	Various	\$ 11,830	0.00			11,830.00			(C)
8	126		TI Funded Real Estate Services	Successor Agency	\$ 96,348	0.00			96,348.00			(C)
8	127		Bond Funded Project Staff Cost	Successor Agency	\$ 596,911	235,227.31			361,683.69			(C)
8	128		TI Funded Project Staff Cost	Successor Agency	\$ 258,825	120,454.97			138,370.03			(C)
8	129		Bond Funded Counsel Review Fees	County of Riverside Office of County Counsel	\$ 134,280	0.00			134,280.00			(C)
8	130		TI Funded Counsel Review Fees	County of Riverside Office of County Counsel	\$ 14,920	0.00			14,920.00			(C)
9	1			Dahlin Group Consulting Services	\$ 6,000	862.50	\$ 6,000		(862.50)	4.3 1/29/08	721,080.00	(E)

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9	2	ED1302300112	Marion V. Ashley Romoland/Homeland Community Center	Riverside County Transportation	\$ 5,000	0.00	\$ 5,000		0.00	4.2 6/23/09	10,047,247.00	(E)
9	3			Riverside County Fire Department	\$ 5,000	0.00	\$ 5,000		0.00	4.2 6/23/09	10,047,247.00	(E)
9	4			Edge Development	\$ 100,000	0.00	\$ 100,000		0.00	4.2 6/23/09	10,047,247.00	(E)
9	5			Westberg & White	\$ 28,228	10,093.75			18,134.25	4.3 4/12/11	2,501,985.00	(A)
9	6			MTGL	\$ 3,353	0.00			3,353.00	4.3 4/12/11	2,501,985.00	Section 3
*	*			RCIT	\$ 312,098	20,020.85			292,077.15			(A)
*	*			Eastern Municipal Water District	\$ 50,000	50,020.31			(20.31)	4.3 4/12/11	2,501,985.00	(A)
*	*			G/M Business Interiors		17,029.17			(17,029.17)	4.3 4/12/11	2,501,985.00	(A)
		ED1303000112 ED1303000102	Hemet Service Center	Grainger, Clarke & Assoc, IE Alarm Systems, Quiel Bros Electric Sign, Verizon, Sundown Window, FM, etc.		29,186.75			(29,186.75)	4.3 4/12/11	2,501,985.00	(A)
9	7			Hamel Contracting, Inc.		332,014.42			(332,014.42)	4.3 4/12/11	2,501,985.00	(A)
9	8			San Bernardino and Riverside Fire Equipment		328.64			(328.64)	4.3 4/12/11	2,501,985.00	(A)
9	9	ED1307000112	King Road Paving	Riverside County TLMA	\$ 325,000	2,749.53			322,250.47	4.12 6/28/11	325,000.00	Page 3 Lines 4-6
9	10			Krieger & Stewart, Inc.	\$ 464,882	162,182.38			302,699.62	4.13 6/28/11	464,000.00	Page 2 Line 28 and Page 3 Line 1
9	11			Riverside County Flood Control		0.00			0.00	4.4 6/12/07	315,300.00	(A)
9	12			CA Dept. of Fish and Game		0.00			0.00	4.4 6/12/07	315,300.00	(A)
9	13	ED1308000312	Cabazon Sewer Project	Press Enterprise	\$ 4,542	0.00			4,542.00	4.4 6/12/07	315,300.00	(A)
9	14			Metropolitan Water District		0.00			0.00	4.4 6/12/07	315,300.00	(A)
9	15			Desert Sun		0.00			0.00	4.4 6/12/07	315,300.00	(A)
9	16			County Clerk Recorder		0.00			0.00	4.4 6/12/07	315,300.00	(A)
9	17			Cabazon Water District		0.00			0.00	4.4 6/12/07	315,300.00	(A)
9	18			Riverside County TLMA	\$ 21,160	0.00			21,160.00	Minor Contract 4/6/09	25,000.00	(B)
9	19			Harley Ellis Devereaux	\$ 20,718	20,718.00			0.00	Agreement 3/3/10	1,698,573.00	Page 2 Lines 23-27

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9	20	ED1308000412	Cabazon Civic Center	Miscellaneous - US Green building Council, Riverside County Environmental Health, Cabazon Water District, Riverside County Flood Control, Riverside County Clerk Recorder, Riverside County Fire, OCB Reprographics, etc.	\$ 964,919	202,733.68			762,185.32	4.7 6/14/11	15,900,000.00	(A)	
9	21			Riverside County Facilities Mngmt	\$ 167,464	2,041.20			165,422.80	4.7 6/14/11	15,900,000.00	(A)	
9	22			Contingency - Doug Wall Construction, Inc.	\$ 1,110,214	0.00			1,110,214.00	4.7 6/14/11	15,900,000.00	(A)	
9	23			Enovity, Inc.	\$ 139,694	50,013.48			89,680.52	4.7 6/14/11	15,900,000.00	(A)	
9	24			MTGL, Inc.	\$ 101,769	101,769.00			0.00	4.7 6/14/11	15,900,000.00	(A)	
9	25			Doug Wall Construction, Inc.	\$ 9,831,726	5,621,656.50			4,210,069.50	4.7 6/14/11	15,900,000.00	(A)	
9	26			Doug Wall Construction, Inc.	\$ 600,000	0.00			600,000.00	4.7 6/14/11	15,900,000.00	(A)	
9	27			Holt Architects	\$ 84,268	84,268.00			0.00	4.7 6/14/11	15,900,000.00	(A)	
9	28			Armstrong and Brooks Consulting	\$ 41,811	24,995.14			16,815.86	4.7 6/14/11	15,900,000.00	(A)	
9	29	ED1308000102		Cabazon Design Guidelines	Riverside County TLMA	\$ 5,000	0.00		5,000.00		*Not Set-up		(D)
9	30	ED1306000302		Winchester Community Signs	Outdoor Design Group	\$ 13,537	13,534.70		2.30		Agreement 6/27/11	17,517.00	Section 3
9	31			Winchester Community Land Use Study	Tierra Verde	\$ 75,000	20,000.00		55,000.00		Agreement 8/14/11	75,000.00	Page 2 Line 20
9	32	ED1306000402			Riverside County Planning	\$ 3,000	0.00		3,000.00		Minor Contract 11/16/11	3,000.00	(B)
9	33		Paity Anders		\$ 22,000	0.00		22,000.00		*Not Set-up		(D)	
9	34		Walt Allen		\$ 12,000	0.00		12,000.00		*Not Set-up		(D)	
9	35	ED1302500102	Corbin's Country Comer Façade	Brentwood Designs	\$ 15,200	4,800.00		10,400.00		Minor Contract 10/14/10	22,500.00	(B)	
9	36	ED1302100102	Graffiti Abatement Program	Valley Wide Recreation and Parks District	\$ 14,907	279.00		14,628.00		4.3 4/20/04	25,000.00	(A)	
9	37	ED1305000102		Valley Wide Recreation and Parks District	\$ 29,648	0.00		29,648.00		4.3 4/20/04	25,000.00	(A)	
9	38	ED1306000102		Inland Tri Tech	\$ 996	0.00		996.00		3.4 11/15/05	5,600.00	(A)	
10	39		Weed Abatement	Various	\$ 4,114	0.00		4,114.00				(C)	

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10	40		TI Funded Salaries	Successor Agency	\$ 56,203	13,913.84			42,289.16			(C)		
10	41		Bond Funded Project Staff Cost	Successor Agency	\$ 359,405	147,254.62			212,150.38			(C)		
10	42		Bond Funded Counsel Review Fees	County of Riverside Office of County Counsel	\$ 39,132	0.00			39,132.00			(C)		
11	1	ED1403001012	Mecca Senior Center	Webb Associates	\$ 5,000	0.00	\$ 5,000		0.00	*Not Set-up		(E)		
11	2			EDA	\$ 75,000	3,430.65	\$ 75,000		(3,430.65)	*Not Set-up		(E)		
11	3			Contractor to be selected	\$ 443,383	0.00	\$ 443,383		0.00	*Not Set-up		(E)		
11	4			Atkins North America	\$ 5,317	0.00	\$ 5,317		0.00			(E)		
11	5			Stantec Consulting	\$ 12,000	11,752.78	\$ 12,000		(11,752.78)		Agreement 10/25/11	16,005.00		(E)
11	6	ED1403001112	Mecca Fire Station	Webb Associates	\$ 3,000	0.00	\$ 3,000		0.00			(E)		
11	7			WLC Architects	\$ 35,000	23,495.00	\$ 35,000		(23,495.00)		Agreement 7/28/11	30,000.00		(E)
11	8			Utility Agencies	\$ 30,000	19,046.76	\$ 30,000		(19,046.76)		4.2 4/29/08	368,000.00		(E)
11	9			Riverside County Facilities Management	\$ 56,122	0.00	\$ 56,122		0.00		4.5 12/14/10	5,130,791.00		(E)
11	10			Converse Consultants	\$ 62,980	17,090.28	\$ 62,980		(17,090.28)		4.5 12/14/10	5,130,791.00		(E)
11	11			Contractor to be selected	\$ 295,000	0.00	\$ 295,000		0.00		Agreement 1/20/11	62,980.00		(E)
11	12			Riverside County Facilities Management	\$ 4,680	0.00	\$ 4,680		0.00		4.5 12/14/10	5,130,791.00		(E)
11	13			Riverside County Facilities Management	\$ 75,000	34,913.31	\$ 75,000		(34,913.31)		4.5 12/14/10	5,130,791.00		(E)
11	14			Eberhardt Construction	\$ 2,323,990	1,909,470.94	\$ 2,323,990		(1,909,470.94)		4.5 12/14/10	5,130,791.00		(E)
11	15			Holt Architects	\$ 46,696	812.00			45,884.00		Agreement 1/16/09	826,100.00	Line 14 Page 2	(E)
11	16	ED1403000302	Mecca Boys & Girls Club	Riverside County Facilities Management	\$ 3,800	3,800.00		0.00				(A)		
11	17			Utility Agencies	\$ 3,000	477.18			2,522.82		4.2 2/23/10	3,101,725.00		(A)
11	18			Stantec Consulting	\$ 500	0.00			500.00		4.2 2/23/10	3,101,725.00		(A)
11	19			Leighton Consulting	\$ 26,760	0.00			26,760.00		Agreement 2/19/09	15,300.00	Line 14 Page 2	(E)
11	20			Heery	\$ 6,189	0.00			6,189.00		Agreement 12/16/09	46,334.00	Page 3 Line 6	(E)
11	21	ED1403000612		Parkwest Construction	\$ 132,683	306,399.65		(173,716.65)		Agreement 5/21/10	9,750.00	Page 3 Line 6	(E)	
11	22			Purchasing and Fleet Services	\$ 44,000	13,297.32			30,702.68		4.2 2/23/10	3,101,725.00	Paragraph 4 of contract	(A)
11	23	ED1403000512	Brown Street Vacation	Albert A. Webb and Associates	\$ 7,805	0.00		7,805.00		4.2 2/23/10	3,101,725.00	(A)		
11	24	ED1403000612	Mecca 18" Waterline Extension	Krieger & Stewart	\$ 449,761	0.00	\$ 449,761		0.00	Agreement 7/28/11	6,000.00	Page 2 Line 22	(E)	
11	25			Jones Bros & CVWD	\$ 89,822	26,323.15	\$ 89,822		(26,323.15)		4.3 6/28/11	2,945,000.00		(E)
11	26			Riverside County Transportation	\$ 1,500	293.30	\$ 1,500		(293.30)		4.3 6/28/11	2,945,000.00		(E)
11	27	ED1403002112	Mecca Comfort Station	DACE	\$ 400,000	45,612.28		354,387.72		3.61 & 4.9 6/14/11	127,500.00	Page 8 Lines 9-26	(E)	
11	28			Contractor to be selected	\$ 3,000,000	0.00		\$ 3,000,000		0.00	*Not Set-up			(D)
11	29			Landowner	\$ 850,000	0.00			850,000.00		*Not Set-up			(D)
11	30			Successor Agency	\$ 41,200	0.00			41,200.00		*Not Set-up			(D)
11	31			Operator to be selected	\$ 640,000	0.00		\$ 640,000		0.00	*Not Set-up			(D)
11	32			Webb Associates	\$ 25,000	0.00		25,000.00		4.1 12/21/04	315,000.00		(A)	

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RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS I)

Name of Successor Agency: Successor Agency to the Redevelopment Agency for the County of Riverside
County: Riverside

Page/ Form	Line	Job Code	Project Name / Debt Obligation	Payee	Total Outstanding Obligation	Actual (January to June 2012) per GL/ Job Code	Assets Restricted by Debt Covenant	Denied Projects	Net Outstanding Balance (Tentative)	Legal Description of Enforceable Obligation	Amount Appropriated	Legal Document Language
11	33	ED1403000912	Mecca Downtown Revitalization	Riverside County Survey Department	\$ 25,000	397.00			24,603.00	4.1 12/21/04	315,000.00	(A)
11	34			Contractor to be selected	\$ 10,000	0.00			10,000.00	4.1 12/21/04	315,000.00	(A)
11	35			Utility Agencies	\$ 15,000	28.00			14,972.00	4.1 12/21/04	315,000.00	(A)
11	36			Contractor to be selected	\$ 57,572	0.00			57,572.00	4.1 12/21/04	315,000.00	(A)
11	37			Riverside County Transportation	\$ 15,000	0.00			15,000.00	Minor Contract 4/30/09	75,000.00	(A)
11	38	ED1403002012	Mecca Post Office	Webb Associates	\$ 2,000	0.00			2,000.00	Agreement 7/28/11	5,000.00	Page 2 Line 22
11	39			STK Architecture, Inc.	\$ 196,560	7,560.00			189,000.00	4.9 8/16/11	196,500.00	Page 6 Section IV
11	40	ED1403002212	Mecca Roundabout Street Improvement	Riverside County Transportation	\$ 536,429	69,977.76			466,451.24	3.64 6/16/11	2,945,000.00	(A)
11	41			Successor Agency	\$ 25,750	0.00			25,750.00	3.64 6/16/11	2,945,000.00	(A)
11	42	ED1403000712	Mecca Street Revitalization Phase 2	Riverside County Transportation	\$ 2,578,403	1,725,900.72	\$ 2,578,403		(1,725,900.72)	3.50 8/31/10	5,867,000.00	(E)
11	43	ED1403001912	Mecca Street Revitalization Phase 3	Riverside County Transportation	\$ 1,548,437	1,726,544.25	\$ 1,548,437		(1,726,544.25)	3.65 6/16/11	2,135,000.00	(E)
11	44			Holt Architects	\$ 175,952	59,324.58			116,627.42	4.2 7/27/10	352,758.00	(A)
11	45	ED1404000312	North Shore Fire Station	Riverside County Survey Department	\$ 15,000	0.00			15,000.00	4.2 7/27/10	352,758.00	(A)
11	46			Webb Associates	\$ 2,000	0.00			2,000.00	Agreement 7/28/11	2,000.00	Page 2 Line 22
11	47	ED1404000602	North Shore Yacht Club Harbor Master Plan	Holt Architects	\$ 33,900	24,653.95			9,246.05	Agreement 6/16/11	33,900.00	Page 2 Line 23
11	48	ED1407000302	Coachella Valley Enterprise Zone Membership	Coachella Valley Enterprise Zone Authority (CVEZA)	\$ 900,000	0.00			900,000.00	3.30 8/29/06	1,300,000.00	(B)
11	49			HDR Architecture	\$ 31,330	0.00	\$ 31,330		0.00	4.1 5/9/06	1,236,000.00	(E)
11	50	ED1407000812 ED1407000512	Thermal Sheriff Station & Aviation Education Center	Utility Agencies - Imperial Irrigation District, The Gas Company, Coachella Valley Water District	\$ 100,000	24,569.76	\$ 100,000		(24,569.76)	4.3 11/25/08	41,600,000.00	(E)
11	51			Mead and Hunt	\$ 52,297	14,744.16	\$ 52,297		(14,744.16)	4.3 11/25/08	41,600,000.00	(E)
11	52			CTE	\$ 69,641	18,302.65	\$ 69,641		(18,302.65)	4.3 11/25/08	41,600,000.00	(E)
11	53			Riverside County IT	\$ 343,357	81,916.13	\$ 343,357		(81,916.13)	4.3 11/25/08	41,600,000.00	(E)
11	54			Enovity	\$ 32,870	32,870.00	\$ 32,870		(32,870.00)	4.3 11/25/08	41,600,000.00	(E)
11	55			Riverside County Facilities Management	\$ 179,126	48,128.89	\$ 179,126		(48,128.89)	4.3 11/25/08	41,600,000.00	(E)
11	56			ASR Constructors, Inc.	\$ 2,000,000	970,084.87	\$ 2,000,000		(970,084.87)	4.3 11/25/08	41,600,000.00	(E)
11	57			Katz, Okitsu and Associates	\$ 256,588	169,425.00	\$ 256,588		(169,425.00)	4.1 11/29/05		
11	58	ED1407000612	Thermal Street Improvements	Hazard Construction Company	\$ 2,500,115	2,233,799.92	\$ 2,500,115		(2,233,799.92)	4.10 8/16/11	2,905,336.00	(E)
11	59			Utility Agencies	\$ 15,000	0.00	\$ 15,000		0.00	4.10 8/16/11	2,905,336.00	(E)
11	60			Krieger & Stewart	\$ 53,429	41,191.45	\$ 53,429		(41,191.45)	4.10 8/16/11	2,905,336.00	(E)
11	61			Riverside County TLMA	\$ 283,012	174,187.13	\$ 283,012		(174,187.13)	4.10 8/16/11	2,905,336.00	(E)
12	62			Riverside County TLMA	\$ 52,000	35,527.35	\$ 52,000		(35,527.35)	4.4 10/19/10	15,648,953.00	(E)
12	63	ED1407000712	Thermal Infrastructure Improvements	Brian F. Smith & Associates	\$ 7,444	3,636.19	\$ 7,444		(3,636.19)	4.4 10/19/10	15,648,953.00	(E)
12	64			Krieger & Stewart	\$ 34,737	34,737.00	\$ 34,737		(34,737.00)	4.1 10/25/05	730,000.00	(E)

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Name of Successor Agency: Successor Agency to the Redevelopment Agency for the County of Riverside
County: Riverside

Page/ Form	Line	Job Code	Project Name / Debt Obligation	Payee	Total Outstanding Obligation	Actual (January to June 2012) per GL/ Job Code	Assets Restricted by Debt Covenant	Denied Projects	Net Outstanding Balance (Tentative)	Legal Description of Enforceable Obligation	Amount Appropriated	Legal Document Language
12	65			Jones Bros/Various	\$ 1,849,054	1,111,249.31	\$ 1,849,054		(1,111,249.31)	4.4 10/19/10	15,648,953.00	(E)
12	66			Olson Engineering	\$ 40,000	0.00			40,000.00	Agreement 10/2/07	73,549.00	Page 3 Item 3
12	67	ED1407001012	Thermal Irrigation Line Replacement	US Bureau of Reclamation	\$ 5,000	1,189.20			3,810.80	Agreement 9/10/09	4,000.00	(B)
12	68			Lawyer's Title	\$ 2,500	0.00			2,500.00	Agreement 9/10/09	3,000.00	(B)
12	69	ED1407001412	Thermal Pocket Park	Davidson Landscape Architecture	\$ 8,978	828.00			8,150.00	Agreement 8/3/09	18,600.00	Section 3
12	70			Center Lumber & Hardware, Co., Inc.	\$ 2,000	0.00			2,000.00	Agreement 11/10/10	5,400.00	(B)
12	71	ED1407001112	Thermal Library and Community Center	Nolte Associates, Inc	\$ 5,000	0.00	\$ 5,000		0.00	Agreement 3/18/10	14,520.20	(E)
12	72			Coachella Valley Water District	\$ 25,710	0.00	\$ 25,710		0.00	Minor Contract 6/22/11	25,000.00	(E)
12	73	ED1407001612	JCRA Hangar	Riverside County Facilities Management	\$ 5,038	0.00			5,038.00	Agreement 9/14/09	212,333.00	(B)
12	74	ED1407001712	Construction of Taxiway G Phase 3	Riverside County Economic Development Agency	\$ 75,000	75,000.00	\$ 75,000		(75,000.00)	Agreement 6/22/10	50,000.00	(E)
12	75			STK Architecture, Inc.	\$ 16,085	16,085.00	\$ 16,085		(16,085.00)	4.5 7/31/07	453,698.00	(E)
12	76			Inland Foundation	\$ 8,500	8,500.00	\$ 8,500		(8,500.00)	Agreement 5/13/10	36,917.00	(E)
12	77			Mead and Hunt	\$ 15,000	15,000.00	\$ 15,000		(15,000.00)	Agreement 11/17/11	15,000.00	(E)
12	78			ASR Constructors, Inc.,	\$ 740,707	657,834.45	\$ 740,707		(657,834.45)	4.7 4/20/10	4,171,200.00	(E)
12	79	ED1407000912	Thermal Fire Station	County II	\$ 27,880	255.92	\$ 27,880		(255.92)	4.7 4/20/10	4,171,200.00	(E)
12	80	ED1407000922		Riverside County TLMA	\$ 35,000	35,000.00	\$ 35,000		(35,000.00)	4.7 4/20/10	4,171,200.00	(E)
12	81			Riverside County Facilities Management	\$ 16,500	11.80	\$ 16,500		(11.80)	4.7 4/20/10	4,171,200.00	(E)
12	82			Utility Agencies	\$ 10,000	1,363.98	\$ 10,000		(1,363.98)	4.7 4/20/10	4,171,200.00	(E)
12	83			Hammer Plumbing and Pumping	\$ 55,000	6,710.00	\$ 55,000		(6,710.00)	4.7 4/20/10	4,171,200.00	(E)
12	84			Nolte & Associates	\$ 3,224	0.00	\$ 3,224		0.00	4.2 2/15/11	290,000.00	(E)
12	85	ED1407002012	Oasis Fire Station	Krieger & Stewart	\$ 35,200	28,660.24	\$ 35,200		(28,660.24)	Agreement 2/2/11	35,200.00	(E)
12	86			Krieger & Stewart	\$ 48,000	0.00	\$ 48,000		0.00	Agreement 6/2/11	48,000.00	(E)
12	87			Riverside County TLMA	\$ 45,000	0.00	\$ 45,000		0.00	4.2 2/15/11	290,000.00	(E)
12	88			Holt Architects	\$ 175,192	46,549.85	\$ 175,192		(46,549.85)	4.2 2/15/11	290,000.00	(E)
12	89	ED1407002312	Airport Boulevard Railroad Grade Separation Improvement Project	Riverside County TLMA	\$ 4,000,000	1,307,013.55			2,692,986.45	4.1 2/1/11	4,000,000.00	(B)
12	90	ED1402001812	Quechan Marina and Park Improvement Project	City of Blythe	\$ 213,000	0.00			213,000.00	4.2 4/12/11	213,000.00	Page 2 Lines 27 & 28
12	91	ED1408000112	CVAG Reimbursement Agreement (Thousand Palms)	Webb Associates	\$ 6,000	0.00			6,000.00			(B)
12	92	ED1402001712	Mesa Verde Community Center	Riverside County Survey Department	\$ 5,000	0.00			5,000.00			(D)
12	93			Webb Associates	\$ 3,000	0.00			3,000.00	*Not Set-up	3,000.00	Page 2 Line 22
12	94	ED1408001212	Thousand Palms Community Design Guidelines	STK Architecture, Inc.	\$ 7,222	72.61			7,149.39	Agreement 9/24/10	45,000.00	Page 2 Line 28 and Page 3 Line 1
12	95	ED1420000112	Chiriaco Summit ALP Update	Mead and Hunt	\$ 1,217	0.00			1,217.00	Agreement 2/10/10	25,000.00	Section 3

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Page/Form	Line	Job Code	Project Name / Debt Obligation	Payee	Total Outstanding Obligation	Actual (January to June 2012) per GL/ Job Code	Assets Restricted by Debt Covenant	Denied Projects	Net Outstanding Balance (Tentative)	Legal Description of Enforceable Obligation	Amount Appropriated	Legal Document Language
	12	96	ED1422000112	HAARB	Dean Unger	\$ 934,142	5,800.00		928,342.00	4.4 12/18/07	1,451,003.00	Section 3
	12	97	ED1422000212	Hemet Airport EIR and Master Plan	Mead and Hunt	\$ 99,130	45,788.48		53,341.52	Agreement 6/5/07	417,551.00	Section 3
	12	98			Mead and Hunt		0.00		38,698.00	Agreement 6/12/08	74,813.00	(B)
	12	99	ED1424000312	French Valley Airport Parking Lot	MTGL, Inc		0.00		0.00	Agreement 8/31/09	16,540.00	(B)
	12	100			ASR Constructors, Inc	\$ 38,698	0.00		0.00	4.1 11/24/09	466,411.00	(B)
	12	101	ED1425000212	Blythe Gas Station Remediation	Stantec Consulting	\$ 20,889	0.00		20,889.00	Agreement 9/12/11	24,650.00	Section 3
	12	102	ED1402001612	Mesa Verde Water Treatment Plant	Various Public Agencies	\$ 24,465	20,119.83		4,345.17	4.1 10/5/10	6,231,170.00	(A)
	12	103			Center Lumber & Hardware, Co., Inc.	\$ 2,275	2,275.00		0.00			Page 2 Line 19
	12	104	ED1402000202	Lalo's Restaurant Façade	Riverside County TLMA	\$ 426	0.00		426.00	4.1 3/14/06	100,000.00	(A)
	12	105			Burrow's Construction	\$ 47,380	0.00		47,380.00			Section 3
	12	106	ED1402000302	Knights Inn Façade	Center Lumber & Hardware, Co., Inc.	\$ 4,400	4,400.00		0.00			
	12	107			L & D Custom Works	\$ 97,000	32,887.96		64,112.04	Agreement 8/8/11	97,000.00	Section 3
	12	108	ED1402000502 ED1402000602 ED1402000702	Riverbottom Auto Body Façade (parcels 1, 2, 3)	Richard Hammond	\$ 200,000	101,640.00		98,360.00	3/29/11 7/7/11	112,460.00 100,000.00	Section 4
	12	109	ED1402001002	Sheltering Wings Façade	Center Lumber & Hardware, Co., Inc.	\$ 5,250	0.00		5,250.00	Agreement 7/28/10	105,000.00	(B)
	12	110	ED1402000802	Robertson Façade	Center Lumber & Hardware, Co., Inc.	\$ 1,345	1,345.00		0.00			
	12	111			Center Lumber & Hardware, Co., Inc.	\$ 11,735	11,735.00		0.00			
	12	112	ED1402000402	Desert Winds Motel Façade	Riverside County TLMA	\$ 608	0.00		608.00	4.1 3/14/06	100,000.00	(A)
	12	113			Sign A Rama	\$ 201	201.00		0.00	Agreement 7/27/11	2,000.85	Section 3
	12	114			Vuskic A	\$ 3,917	1,799.85		2,117.15	Agreement 7/28/11	23,750.00	Page 2 Line 20
	12	115	ED1403001802	99 Cent Store Façade	Construction Contractor TBD- enforceable obligation as forgivable loan/easement agreement has been signed.	\$ 88,122	4,429.50		83,692.50	*Not Set-up		(D)
	12	116	ED1406000102	J & J Market Façade	Integrated Infrastructure	\$ 6,354	0.00		6,354.00	Agreement 2/11/09	16,500.00	(B)
	12	117	ED1407002402	Christ is Salvation Façade	Christ is Salvation	\$ 500	736.82		(236.82)	Minor Contract 1/5/12	1,482.00	
	12	118	ED1407002502	Christ is Salvation Youth Center Façade	Christ is Salvation	\$ 500	736.82		(236.82)	Minor Contract 1/5/12	1,482.00	
	12	119	ED1408000902	Oasis Sports Façade	Center Lumber & Hardware, Co., Inc.	\$ 7,202	7,202.15		(0.15)			
	12	120	ED1408001002	Ranch Market Façade	Center Lumber & Hardware, Co., Inc.	\$ 7,082	7,082.15		(0.15)			
	12	121	ED1408100202	Higgins Property Façade	STK Architecture, Inc.	\$ 3,750	0.00		3,750.00	Agreement 12/6/10	25,000.00	Page 2 Line 19
	12	122	ED1408100402	Animal Samaritans Façade	Animal Samaritans	\$ 3,750	0.00		3,750.00	Agreement 9/15/10	25,000.00	Page 3 Lines 21 & 22
	12	123			Thousand Palms Childcare Center	\$ 1,750	0.00		1,750.00	Agreement 7/27/11	100,000.00	Page 5 Lines 4-5
	12	124	ED1408100602	Thousand Palms Childcare Center Façade	Thousand Palms Childcare Center	\$ 43,516	1,750.00		41,766.00	Agreement 7/27/11	100,000.00	Page 5 Lines 4-5
	12	125			Weed Abatement	\$ 2,548	0.00		2,548.00			(C)

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12	126		TI Funded Project Staff Cost	Successor Agency	\$ 45,498	125.83			45,372.17			(C)
13	127	ED1486001	Graffiti Abatement Program	Crowson Management	\$ 21,202	8,801.33			12,400.67	Minor Contract 12/5/7	70,000.00	(B)
13	128			Crowson Management	\$ 46,977	0.00			46,977.00	Minor Contract 12/5/7	70,000.00	(B)
13	129		Bond Funded Project Staff Cost	Successor Agency	\$ 833,328	237,074.97			596,253.03			(C)
13	130		TI Funded Project Staff Cost	Successor Agency	\$ 365,046	66,542.82			298,503.18			(C)
13	131		Bond Funded Counsel Review Fees	County of Riverside Office of County Counsel	\$ 123,880	0.00			123,880.00			(C)
14	1			City of Riverside	\$ 5,000	0.00	\$ 5,000		0.00	4.2 5/4/10	3,174,260.00	(E)
14	2	ED1502000412	Highgrove Backbone Sewer Project	TLMA/ County Trans	\$ 5,000	0.00	\$ 5,000		0.00	4.2 5/4/10	3,174,260.00	(E)
14	3			County Environmental Health	\$ 2,500	318.91	\$ 2,500		(318.91)	4.2 5/4/10	3,174,260.00	(E)
14	4	ED1502800212	Highgrove Library	Riverside County Transportation	\$ 5,000	6,100.00	\$ 5,000		(6,100.00)	9.4 7/21/09	4,354,577.00	(E)
14	5			K&R and County Inspections	\$ 275,000	78,532.15	\$ 275,000		(78,532.15)	4.1 11/22/11	129,495.00	(E)
14	6			AWI Builders	\$ 17,908,928	6,237,998.68	\$ 17,908,928		(6,237,998.68)	4.3 10/2/12	29,959	(E)
14	7			FF&E	\$ 300,000	0.00	\$ 300,000		0.00	4.17 6/28/11	20,652,500.00	(E)
14	8			Information Technology	\$ 100,000	259.30	\$ 100,000		(259.30)	4.17 6/28/11	20,652,500.00	(E)
14	9			EMWD	\$ 200,000	200.00	\$ 200,000		(200.00)	4.17 6/28/11	20,652,500.00	(E)
14	10			Edison	\$ 100,000	0.00	\$ 100,000		0.00	4.17 6/28/11	20,652,500.00	(E)
14	11			Vertzon	\$ 50,000	0.00	\$ 50,000		0.00	4.17 6/28/11	20,652,500.00	(E)
14	12			Transportation	\$ 30,000	12,388.06	\$ 30,000		(12,388.06)	4.17 6/28/11	20,652,500.00	(E)
14	13			Fire Department	\$ 20,000	0.00	\$ 20,000		0.00	4.17 6/28/11	20,652,500.00	(E)
14	14			Flood Control	\$ 30,000	12,007.03	\$ 30,000		(12,007.03)	4.17 6/28/11	20,652,500.00	(E)
14	15			TKE Engineering and GKK Works	\$ 375,000	215,779.13	\$ 375,000		(215,779.13)	4.3 12/13/11	300,000.00	(E)
14	16			County Counsel	\$ 25,000	0.00	\$ 25,000		0.00	4.17 6/28/11	20,652,500.00	(E)
14	17			TKE Engineering	\$ 143,282	0.00	\$ 143,282		0.00	4.4 1/24/12	350,000.00	(E)
14	18			Project Salaries	\$ 23,161	0.00	\$ 23,161		0.00			(E)
14	19			SC Engineers, Inc	\$ 50,000	30,500.00	\$ 50,000		(30,500.00)	Agreement 8/16/11	61,000.00	(E)
14	20	ED1504000212	Clark Street/Old Elsinore Road	Riverside County TLMA	\$ 313,081	310,620.44			2,460.56	3.45 7/21/09	500,000.00	(A)
14	21			David Evans & Associates, Inc.	\$ 17,605	0.00			17,605.00	Agreement 7/27/10	70,415.00	Page 4 Lines 11-14
14	22	ED1504001312	Markham & Carol Street Improvement Project	Riverside County TLMA	\$ 5,000	2,068.46			2,931.54	Minor Contract	15,000.00	(B)
14	23	ED1504000712	Mead Valley Road Improvement Project Phase I-III	Riverside County TLMA	\$ 1,539,586	88,761.41	\$ 1,539,586		(88,761.41)	4.1 & 3.31 7/1/06	2,500,000.00	(E)
14	24			DLR Group	\$ 200,000	67,062.83	\$ 200,000		(67,062.83)	4.1 8/31/10	500,800.00	(E)
14	25			Stronghold Engineering, Inc.	\$ 6,600,000	3,279,431.44	\$ 6,600,000		(3,279,431.44)	4.11 6/28/11	13,385,000.00	(E)
14	26			Construction Testing & Eng. Inc	\$ 106,411	31,351.00	\$ 106,411		(31,351.00)	4.2 8/16/11	133,349.00	(E)
14	27			Stronghold Engineering, Inc.	\$ 800,000	1,230,244.79	\$ 800,000		(1,230,244.79)	4.11 6/28/11	13,385,000.00	(E)
14	28			Stronghold - FF&E	\$ 450,000	0.00			0.00	4.11 6/28/11	13,385,000.00	(E)
14	29			Information Technology	\$ 100,000	58,563.18	\$ 100,000		(58,563.18)	4.11 6/28/11	13,385,000.00	(E)

**Due Diligence Review Agreed-Upon Procedures
All Other Funds of the Successor Agency
(Excluding the Low and Moderate Income Housing Fund)
Attachment E**

Pursuant to Health and Safety Code section 34186 (a)
PRIOR PERIOD ESTIMATED OBLIGATIONS vs. ACTUAL PAYMENTS
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS I)

Name of Successor Agency: Successor Agency to the Redevelopment Agency for the County of Riverside
County: Riverside

Page/ Form	Line	Job Code	Project Name / Debt Obligation	Payee	Total Outstanding Obligation	Actual (January to June 2012) per GL/ Job Code	Assets Restricted by Debt Covenant	Denied Projects	Net Outstanding Balance (Tentative)	Legal Description of Enforceable Obligation	Amount Appropriated	Legal Document Language
14	30	ED1504001012	Mead Valley Library	Eastern Municipal Water District	\$ 600,000	118,401.61	\$ 600,000		(118,401.61)	4.11 6/28/11	13,385,000.00	(E)
14	31			Edison	\$ 59,219	0.00	\$ 59,219		0.00	4.11 6/28/11	13,385,000.00	(E)
14	32			Verizon	\$ 35,000	0.00	\$ 35,000		0.00	4.11 6/28/11	13,385,000.00	(E)
14	33			Transportation	\$ 35,000	3,904.09	\$ 35,000		(3,904.09)	4.11 6/28/11	13,385,000.00	(E)
14	34			Fire Department	\$ 35,000	0.00	\$ 35,000		0.00	4.11 6/28/11	13,385,000.00	(E)
14	35			Flood Control	\$ 35,000	1,410.50	\$ 35,000		(1,410.50)	4.11 6/28/11	13,385,000.00	(E)
14	36			Westgroup Design	\$ 669	0.00	\$ 669		0.00	4.11 6/28/11	13,385,000.00	(E)
14	37			County Counsel	\$ 25,000	0.00	\$ 25,000		0.00	4.11 6/28/11	13,385,000.00	(E)
14	38			GKK Works	\$ 25,000	5,980.00	\$ 25,000		(5,980.00)	4.1 5/8/12	25,000.00	(E)
14	39			SC Engineers, Inc	\$ 35,600	26,000.00	\$ 35,600		(26,000.00)	Agreement 5/15/12	44,000.00	(E)
14	40			Strategic Connections	\$ 32,000	10,753.41	\$ 32,000		(10,753.41)	4.11 6/28/11	13,385,000.00	(E)
14	41	ED1505000412	Mead Valley Road Improvement Phase IV	Riverside County TLMA	\$ 1,655,317	883,068.14			772,248.86	3.120 6/28/11	2,100,000.00	Page 3 Section 5
14	42	ED1505200212	Ramona & Cajalco Expressway Interchange	Riverside County TLMA	\$ 1,000,000	108,198.93			891,801.07	4.21 6/28/11	1,000,000.00	Page 3 Section 5
14	43			Sierra Landscape/Great American (Surety Company)	\$ 130,654	0.00			130,654.00	4.2 1/27/09	1,353,078.00	(A)
14	44	ED1506002212	Romoland Beautification Phase 1B	Eastern Municipal Water District	\$ 6,500	4,479.06			2,020.94	4.2 1/27/09	1,353,078.00	(A)
14	45			Southern California Edison	\$ 8,500	0.00			8,500.00	4.2 1/27/09	1,353,078.00	(A)
14	46			EDA - Community Services Division	\$ 69,000	16,978.50			52,021.50	4.2 1/27/09	1,353,078.00	(A)
14	47			Caltrans	\$ 65,000	0.00			65,000.00	4.2 1/27/09	1,353,078.00	(A)
14	48			Albert A Webb Associates	\$ 80,000	80,568.72	\$ 80,000		(80,568.72)	4.2 7/13/10	3,974,300.00	(E)
14	49			Riverside County TLMA	\$ 12,000	0.00	\$ 12,000		0.00	4.2 7/13/10	3,974,300.00	(E)
14	50			All American Asphalt	\$ 8,000	32,029.88	\$ 8,000		(32,029.88)	4.2 7/13/10	3,974,300.00	(E)
14	51	ED1506000612	Romoland Beautification Project (II and III)	Caltrans	\$ 40,000	0.00	\$ 40,000		0.00	4.2 7/13/10	3,974,300.00	(E)
14	52			Southern California Edison	\$ 6,000	0.00	\$ 6,000		0.00	4.2 7/13/10	3,974,300.00	(E)
14	53			City of Menifee	\$ 10,000	0.00	\$ 10,000		0.00	4.2 7/13/10	3,974,300.00	(E)
14	54			All American Asphalt	\$ 360,000	0.00	\$ 360,000		0.00	4.2 7/13/10	3,974,300.00	(E)
14	55	ED1506000912	Palomar Tradewinds Road Paving	Riverside County TLMA	\$ 16,160	0.00	\$ 16,160		0.00	Agreement 11/30/06	37,500.00	(E)
14	56			City of Menifee	\$ 600,000	0.00	\$ 600,000		0.00	4.4 6/28/11	600,000.00	(E)
15	57			Dahlin Group Consulting Services	\$ 6,000	0.00			6,000.00	4.2 6/23/09	10,047,247.00	(A)
15	58	ED1506001512	Marion V. Ashley Romoland/Homeland Community Center	Riverside County Transportation	\$ 5,000	0.00			5,000.00	4.2 6/23/09	10,047,247.00	(A)
15	59			Riverside County Fire Department	\$ 5,000	0.00			5,000.00	4.2 6/23/09	10,047,247.00	(A)
15	60			Edge Development	\$ 300,000	16,932.00			283,068.00	4.2 6/23/09	10,047,247.00	(A)
15	61			Moore, Lacrofano, Golstman, Inc.	\$ 40,514	40,512.37			1.63	4.1 6/8/10	24,900,000.00	(A)

**Due Diligence Review Agreed-Upon Procedures
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(Excluding the Low and Moderate Income Housing Fund)
Attachment E**

Pursuant to Health and Safety Code section 34186 (a)
PRIOR PERIOD ESTIMATED OBLIGATIONS vs. ACTUAL PAYMENTS
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS I)

Name of Successor Agency: Successor Agency to the Redevelopment Agency for the County of Riverside
County: Riverside

Page/ Form	Line	Job Code	Project Name / Debt Obligation	Payee	Total Outstanding Obligation	Actual (January to June 2012) per GL/ Job Code	Assets Restricted by Debt Covenant	Denied Projects	Net Outstanding Balance (Tentative)	Legal Description of Enforceable Obligation	Amount Appropriated	Legal Document Language
15	62	ED1506001712	Big League Dreams Perris Valley	Miscellaneous- Eastern Municipal Water District, A & I Reographics, Riverside County TLMA, Press Enterprise, Riverside County Flood Control, City of Perris, Verizon, Riverside County Environmental Health	\$ 5,000	23,940.70			(18,940.70)	4.1 6/8/10	24,900,000.00	(A)
15	63			Big League Dreams Perris, LLC	\$ 590,954	442,215.08			148,738.92	4.1 6/8/10	24,900,000.00	(A)
15	64		Big League Dreams Perris Valley (Continued)	Soltek Pacific Construction	\$ 3,475,542	412,825.46			3,062,716.54	4.1 6/8/10	24,900,000.00	(A)
15	65			Elrod Fence	\$ 11,885	11,885.00			0.00	4.1 6/8/10	24,900,000.00	(A)
15	66			Riverside County Facilities Management	\$ 2,156	0.00			2,156.00	4.1 6/8/10	24,900,000.00	(A)
15	67		Construction Administration- SCE, MSHCP, Eastern Municipal Water District, etc.	\$ 363,780	56,186.28			307,593.72	4.1 6/8/10	24,900,000.00	(A)	
15	68	ED1508500412	I-215/Hwy 74 Interchange Monumentation	Ian Davidson Landscape Architecture	\$ 27,300	1,139.28			26,160.72	Agreement 11/19/10	19,980.00	Section 3 (E)
15	69	ED1508500512	Trumble Road Landscape Improvements	Ian Davidson Landscape Architecture	\$ 4,272	926.80	\$ 4,272		(926.80)	Agreement 4/21/11	9,860.00	(E)
15	70			Riverside County TLMA	\$ 20,000	0.00	\$ 20,000		0.00	Minor Contract 1/24/12	20,000.00	(E)
15	71			Eastern Municipal Water District	\$ 17,800	0.00	\$ 17,800		0.00	Minor Contract 8/24/11	20,000.00	(E)
15	72			TB Pennick & Sons	\$ 22,292,879	1,265,350.00			21,027,529.00	3.113 6/28/11	25,000,000.00	(A)
15	73			TB Pennick & Sons	\$ 1,006,631	0.00	\$ 1,006,631		0.00	3.113 6/28/11	25,000,000.00	(E)
15	74			TB Pennick & Sons	\$ 100,000	0.00	\$ 100,000		0.00	3.113 6/28/11	25,000,000.00	(E)
15	75			GKK Works	\$ 922,870	61,608.15	\$ 922,870		(61,608.15)	3.113 6/28/11	25,000,000.00	(E)
15	76			CTE, Inc	\$ 175,000	0.00	\$ 175,000		0.00	3.113 6/28/11	25,000,000.00	(E)
15	77			Alliant Consulting	\$ 37,620	0.00	\$ 37,620		0.00	Minor Contract 6/28/11	37,620.00	(E)
15	78			RJM Design	\$ 68,000	90,525.30	\$ 68,000		(90,525.30)	3.113 6/28/11	25,000,000.00	(E)
15	79			Riverside County TLMA	\$ 60,000	0.00	\$ 60,000		0.00	3.113 6/28/11	25,000,000.00	(E)
15	80			County Environmental Health	\$ 25,000	11,027.00	\$ 25,000		(11,027.00)	3.113 6/28/11	25,000,000.00	(E)
15	81			City of Perris	\$ 20,000	28,219.57	\$ 20,000		(28,219.57)	3.113 6/28/11	25,000,000.00	(E)
15	82	ED1508500612	Perris Valley Aquatic Center	Tri-Lakes Consulting	\$ 20,000	0.00	\$ 20,000		0.00	3.113 6/28/11	25,000,000.00	(E)
15	83	ED1508500622		Eastern Municipal Water District	\$ 602,500	11,000.00	\$ 602,500		(11,000.00)	3.113 6/28/11	25,000,000.00	(E)
15	84			Southern California Edison	\$ 6,000	0.00	\$ 6,000		0.00	3.113 6/28/11	25,000,000.00	(E)
15	85			Santa Ana Regional Water Board	\$ 5,000	0.00	\$ 5,000		0.00	3.113 6/28/11	25,000,000.00	(E)
15	86			MSHCP / RCA	\$ 60,000	0.00	\$ 60,000		0.00	3.113 6/28/11	25,000,000.00	(E)
15	87			Southern California Gas	\$ 40,000	0.00	\$ 40,000		0.00	3.113 6/28/11	25,000,000.00	(E)
15	88			Verizon	\$ 5,000	0.00	\$ 5,000		0.00	3.113 6/28/11	25,000,000.00	(E)
15	89			Adelphia	\$ 2,500	0.00	\$ 2,500		0.00	3.113 6/28/11	25,000,000.00	(E)

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(Excluding the Low and Moderate Income Housing Fund)
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Pursuant to Health and Safety Code section 34186 (a)
PRIOR PERIOD ESTIMATED OBLIGATIONS vs. ACTUAL PAYMENTS
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS I)

Name of Successor Agency: Successor Agency to the Redevelopment Agency for the County of Riverside
County: Riverside

Page/Form	Line	Job Code	Project Name / Debt Obligation	Payee	Total Outstanding Obligation	Actual (January to June 2012) per GL/ Job Code	Assets Restricted by Debt Covenant	Denied Projects	Net Outstanding Balance (Tentative)	Legal Description of Enforceable Obligation	Amount Appropriated	Legal Document Language
15	90			Riverside County Facilities Management	\$ 240,000	0.00	\$ 240,000		0.00	3.113 6/28/11	25,000,000.00	(E)
15	91			ATT	\$ 2,500	0.00	\$ 2,500		0.00	3.113 6/28/11	25,000,000.00	(E)
15	92	ED1505200112	Cajalco Widening Project	Riverside County TLMA	\$ 1,402,181	118,612.81	\$ 1,402,181		(118,612.81)	4.1 1/25/11	1,500,000.00	(E)
15	93	ED1505000312	Brown Street Road and Drainage Improvements	Riverside County TLMA	\$ 489,634	77,058.74			412,575.26	4.18 6/28/11	500,000.00	Section 5 page 3
15	94	ED1502800402	Norton Younglove Community Center Conference Room Partition Upgrade	STK Architecture, Inc.	\$ 1,002	0.00			1,002.00	Agreement 3/7/11	6,800.00	Section 3
15	95	ED1506001302	Bargain Basket Façade	BOA	\$ 836	620.76			215.24	Agreement 6/21/07	200,000.00	Page 2 Lines 19-23
15	95	ED1506001302	Bargain Basket Façade	SPC	\$ 28,000	30,050.30			(2,050.30)	Agreement 10/20/10	72,358.00	
15	96	ED1502500202	Chris' Burgers Façade	Broeske Architects	\$ 2,103	4,548.00			(2,445.00)	Agreement 3/3/08	20,000.00	
15	97	ED1502500602	DC Electronics II Façade	Broeske Architects	\$ 2,536	53.88			2,482.12	Agreement 12/21/10	20,600.00	(B)
15	98	ED1508500202	Pacific 1 Auto Façade	Broeske Architects	\$ 8,676	564.65			8,111.35	Agreement 3/18/10	21,350.00	(B)
15	99	ED1508500102	Romoland Market Façade	Broeske Architects	\$ 10,676	564.65			10,111.35	Agreement 3/18/10	21,350.00	(B)
15	100		Riverside Smog & Auto H&S	Construction Contractor	\$ 100,000	0.00			100,000.00			(C)
15	101			Inland Tri Tech	\$ 984	0.00			984.00	4.2 3/31/98	10,000.00	(A)
15	102	ED1502000202 ED1503100102	Graffiti Abatement Program	Inland Tri Tech	\$ 1,187	0.00			1,187.00	4.2 6/20/06		(A)
15	103	ED1504000402 ED1506001802 ED1509000102		Inland Tri Tech	\$ 1,124	46.75			1,077.25	4.1 2/2/99	15,000.00	(A)
15	104			Inland Tri Tech	\$ 1,071	0.00			1,071.00	4.2 6/20/06		(A)
15	105			Inland Tri Tech	\$ 913	0.00			913.00	4.5 3/11/08	1,000.00	(A)
16	106	ED1502800602	Old Highgrove Library Demolition	Inland Empire Landscape	\$ 1,367	1,367.00			0.00			
16	107			Goode and Associates	\$ 6,000	0.00			6,000.00	Minor Contract 6/23/11	20,000.00	(C)
16	108			Goode and Associates	\$ 7,000	0.00			7,000.00	Minor Contract 6/23/11	20,000.00	(C)
16	109			Project Salaries	\$ 5,148	0.00			5,148.00	Minor Contract 6/23/11	20,000.00	(C)
16	110		Weed Abatement	Various	\$ 4,523	0.00			4,523.00			(C)
16	111		TI Funded Real Estate Project Cost	Successor Agency	\$ 58,876	1,635.82			57,240.18			(C)
16	112		Bond Funded Project Staff Cost	Successor Agency	\$ 1,032,039	361,478.02			670,560.98			(C)
16	113		TI Funded Project Staff Cost	Successor Agency	\$ 258,825	25,554.00			233,271.00			(C)
16	114		TI Funded Counsel Review Fees	County of Riverside Office of County Counsel	\$ 4,442	0.00			4,442.00			(C)
16	115		Bond Funded Counsel Review Fees	County of Riverside Office of County Counsel	\$ 84,396	4,316.09			80,079.91			(C)
Total					170,758,004.00	52,874,271.49	70,097,260.00	18,367,000.00	29,419,472.51			

**Due Diligence Review Agreed-Upon Procedures
All Other Funds of the Successor Agency
(Excluding the Low and Moderate Income Housing Fund)
Attachment F**

Successor Agency to the Redevelopment Agency
NON HOUSING BALANCES NEEDED TO SATISFY ROPS FOR THE 2012-2013 FISCAL YEAR

Purpose of Withholding Funds for ROPS 3	Capital Projects Enforceable Obligations		Total	Debt Service Enforceable Obligations		Total	RORF Total	Grand Total
	Reserve Balance	Bond Proceeds		Reserve Balance	Bond Proceeds			
<p>ROPS 3 RORF is being utilized to fund payment of debt service and other enforceable obligations. The following projects are listed to use the Reserve Balance of the Non Housing funds due to funding source is not available for the contract:</p>								
<p>page 3, lines 8-9 of ROPS 2 Debt Service - Principal and Interest</p>					3,871,108	3,871,108	32,645,216	36,516,324
<p>page 4, lines 1-17 of ROPS 2 // page 5, lines 9-14 of ROPS 2 OPA's and Other Debts, Administrative Cost Allowance (Housing and Non Housing)</p>						0	885,396	885,396
<p>various pages of ROPS 2 Project Costs funded by RORF</p>						0	328,384	328,384
<p>page 4, line 18 of ROPS 2 Administrative Cost Allowance</p>			48,810			0	745,405	794,215
<p>page 10, lines 277 & 278 of ROPS 3 Perris Valley Aquatic Center</p>			18,847,902			0		18,847,902
<p>page 10, line 279 of ROPS 3 Project Staff Cost</p>			810,157			0		810,157
<p>Cash needed to satisfy the balance of enforceable obligation for the Capital Projects Fund</p>	19,706,869	0	19,706,869		3,871,108	0	3,871,108	34,604,401
								58,182,378

*Note, the RORF Total column is taxes received before the end of the 2012 fiscal year to pay for obligations on the ROPS II Schedule (July 1, 2012 to December 31, 2012).

**Due Diligence Review Agreed-Upon Procedures
All Other Funds of the Successor Agency
(Excluding the Low and Moderate Income Housing Fund)
Attachment G**

**Successor Agency to the Redevelopment Agency
SUMMARY OF NON-HOUSING BALANCES AVAILABLE FOR ALLOCATION TO AFFECTED TAXING ENTITIES
June 30, 2012**

	\$	Notes
Total Amount of Assets held by the Successor Agency for Non-Housing Funds as of June 30, 2012	257,384,208	<i>See Attachment C</i>
Add: Amount of any assets transferred to the City or other parties for which an enforceable obligation with a third party requiring such transfer and obligating the use of the transferred assets did not exist	0	Not applicable
Less: Assets legally restricted for uses specified by debt covenants, grant restrictions, or restrictions imposed by other governments	(103,308,825)	Projects restricted by Bond Covenants <i>See Attachment D</i>
Less: Assets that are not cash or cash equivalents obligation (net of projected annual revenues available to fund those obligations)	(66,627,257)	Loans Receivable and Land Held for Resale <i>See Attachment C</i>
Less: Amounts needed for future bond debt payments	(30,985,581)	Enforceable Obligations included in the approved ROPS 1 - <i>See Attachment E</i>
Less: Balances needed to satisfy ROPS for the 2012-2013 fiscal year	(167,561,607)	<i>See Procedure 8 Results on Attachment A</i>
Less: Amount of payments made on July 12, 2012 to the County Auditor-Controller as directed by the California Department of Finance	(58,182,378)	Projects needed to satisfy ROPS 2 and 3 <i>See Attachment F</i>
Less: Projects under appeal with the DOF (see detail justification in ROPS 3)	0	Not applicable
	<u>(8,640,000)</u>	Mission Plaza (\$5M), Mecca Comfort Station (\$3,640,000)
Amount to be remitted to County for disbursement to Taxing Entities	<u><u>(177,921,440)</u></u>	

OVERSIGHT BOARD
FOR THE
SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY
FOR THE
COUNTY OF RIVERSIDE

Reports, Discussion and Action Items

Meeting Date: December 13, 2012

Action: **Ratification and Approval of the Legal Services Agreement with Ross & Casso, to Serve as Legal Counsel to the Oversight Board, via Resolution 2012-022 – Successor Agency Item 4.1, as approved by the County of Riverside Board of Supervisors on December 11, 2012**

Background:

On December 11, 2012, the Board of Supervisors for the County of Riverside (BOS), as the governing body of the Successor agency to the Redevelopment Agency for the County of Riverside, approved Item 4.1, Ratification of the Legal Services Agreement with Ross & Casso, to serve as legal counsel to the Oversight Board.

Specific details pertaining to the agenda item are included in the attached staff report to the BOS.

Recommendation: Staff recommends that the Oversight Board for the Successor Agency to the Redevelopment Agency for the County of Riverside ratify and approve the Legal Services Agreement with Ross & Casso, via resolution 2012-022, as approved by the County of Riverside Board of Supervisors on December 11, 2012, Item 4.1.

Attachments:

- Resolution No. 2012-022 of the Oversight Board for the Successor Agency to the Redevelopment Agency for the County of Riverside
- Staff Report to the Board of Supervisors for the County of Riverside, Item 4.1 of December 11, 2012
- Legal Services Agreement with Ross & Casso

2 **RESOLUTION NO. 2012-022**

3 **A RESOLUTION OF THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE**
4 **REDEVELOPMENT AGENCY FOR THE COUNTY OF RIVERSIDE RATIFYING AND**
5 **APPROVING THE LEGAL SERVICES AGREEMENT WITH ROSS & CASSO, SUCCESSOR**
6 **AGENCY AGENDA ITEM 4.1 OF DECEMBER 11, 2012**

7 **WHEREAS**, redevelopment agencies were dissolved as of February 1, 2012, following
8 a California Supreme Court ruling in *California Redevelopment Association v. Matosantos*
9 upholding Assembly Bill x1 26;

10 **WHEREAS**, the Successor Agency to the Redevelopment Agency for the County of
11 Riverside (Successor Agency) is responsible for implementing Assembly Bill x1 26;

12 **WHEREAS**, provisions of Assembly Bill x1 26 require that each Successor Agency
13 have an oversight board to oversee and review the actions of the Successor Agency as it
14 winds down the affairs of the former Redevelopment Agency;

15 **WHEREAS**, an Oversight Board has been formed, pursuant to Health and Safety
16 Code Section 34179;

17 **WHEREAS**, Health and Safety Code Section 34179(e) was amended through
18 Assembly Bill 1484 and requires that all actions taken by the oversight board shall be adopted
19 by resolution; and,

20 **WHEREAS**, Health and Safety Code Section 34179(n), as through Assembly Bill
21 1484, states an oversight board may direct a successor agency to provide additional legal or
22 financial advice than what was given by the agency staff;

23 **WHEREAS**, the Successor Agency prepared the agreement for Legal Services, as
24 directed by the Oversight Board on November 15, 2012, approved by the County of Riverside
25 Board of Supervisors on December 11, 2012, as Successor Agency agenda item 4.1,

26 //

27 //

28 //

//

1 **NOW, THEREFORE, BE IT RESOLVED, FOUND, AND DETERMINED** by the
2 Oversight Board for the Successor Agency to the Redevelopment Agency for the County of
3 Riverside as follows:

4 1. The Oversight Board approves Successor Agency agenda item 4.1 of December 11,
5 2012- Ratification and approval of the legal services agreement with Ross & Casso;

6 2. Pursuant to Health and Safety Code Section 34179, all actions taken by the
7 Oversight Board may be reviewed by the State of California Department of Finance, and,
8 therefore, this Resolution shall not be effective until five (5) business days after approval,
9 subject to a request for review by the State of California Department of Finance.

10 **PASSED, APPROVED, AND ADOPTED** by the Oversight Board for the Successor
11 Agency to the Redevelopment Agency for the County of Riverside on December 13, 2012.

12
13 Approved as to Form:
14 Oversight Board Legal Counsel

15
16
17 By: _____
18 James M. Casso

**SUBMITTAL TO THE BOARD OF SUPERVISORS
COUNTY OF RIVERSIDE, STATE OF CALIFORNIA**



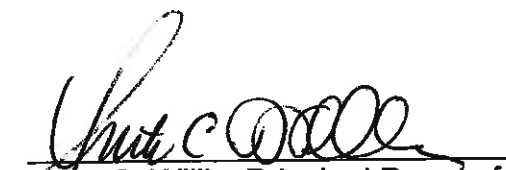
FROM: County Counsel

SUBMITTAL DATE:
December 4, 2012

SUBJECT: Ratification of Legal Services Agreement with Ross & Casso, Attorneys at Law, to Serve as Legal Counsel to the Oversight Board

RECOMMENDED MOTION:- That the Board of Supervisors, acting in its capacity as Successor Agency to the Redevelopment Agency ratify, approve and authorize the chairman to execute the attached professional agreement with Ross & Casso to serve as legal counsel to the Oversight Board.

BACKGROUND: Continued on page 2.


 Anita C. Willis, Principal Deputy for
 Pamela J. Walls, County Counsel

FINANCIAL DATA	Current F.Y. Total Cost:	\$ 140,000.	In Current Year Budget:	YES
	Current F.Y. Net County Cost:	\$ 0	Budget Adjustment:	NO
	Annual Net County Cost:	\$ 0	For Fiscal Year:	2012/13

SOURCE OF FUNDS: Redevelopment Property Tax Trust Fund	Positions To Be Deleted Per A-30	<input type="checkbox"/>
	Requires 4/5 Vote	<input type="checkbox"/>

C.E.O. RECOMMENDATION:

County Executive Office Signature

- Policy
- Policy
- Consent
- Consent
- Per Exec. Ofc.:
- Per Exec. Ofc.:

Prev. Agn. Ref.4.5 6/19/ | **District:** | **Agenda Number:**

The Honorable Board of Supervisors

Subject: Approval of Legal Services Agreement with Ross & Casso to Serve as
Legal Counsel to the Oversight Board

December 4, 2012

Page 2 of 2

BACKGROUND:

Pursuant to the provisions of ABx1 26 which was upheld by the California Supreme Court in *California Redevelopment Association et al v. Matosantos, et al*, an Oversight Board was established to oversee the dissolution of the redevelopment agency. CA Health & Safety Code §§ 34179-34181 sets forth the duties and responsibilities of the Oversight Board, which oversees the actions of the Successor Agency.

The Successor Agency approved a legal services agreement with Meyers Nave APC at its meeting of June 9, 2012. The Oversight Board approved the agreement at a subsequent meeting. James M. Casso is the attorney from Meyers Nave who has served as Oversight Board legal counsel. Effective October 31, 2012, Mr. Casso left the employ of Meyers Nave APC to join Ross & Casso, where he is a name partner. With the consent of Meyers Nave APC, the Oversight Board has elected to continue to have James M. Casso continue to serve as Oversight Board legal counsel through his new firm, Ross & Casso. The Oversight Board approved the recommendation to appoint Ross & Casso as its legal counsel at its meeting of November 15, 2012. The appointment was effective as of December 1, 2012.

Funding for the agreement is listed in the Successor Agency's approved Recognized Obligation Payment Schedule (ROPS). The funding for the agreement in the amount of \$140,000 covers the period through fiscal year 2013/2014. County Counsel recommends approval of the agreement.

**AGREEMENT WITH ROSS AND CASSO, ATTORNEYS AT LAW
FOR PROFESSIONAL SERVICES**

THIS AGREEMENT is entered into as of the date written below, and is made by and between THE COUNTY OF RIVERSIDE, in its capacity as Successor Agency to the Redevelopment Agency for the County of Riverside (hereinafter referred to as "COUNTY") and ROSS & CASSO, ATTORNEYS AT LAW (Law Firm) (hereinafter referred to as "ATTORNEYS"). The Parties hereto agree as follows:

1. **TERM.** This AGREEMENT shall commence as of December 1, 2012 and, unless terminated pursuant to Section 6, shall continue through June 30, 2014, or completion of the last work assignment, whichever occurs first.

2. **LEGAL SERVICES.** ATTORNEYS shall serve as legal counsel to the Oversight Board to the Successor Agency. This AGREEMENT is for transactional services only. Litigation services are not the subject of this AGREEMENT.

3. **ASSIGNMENT OF PERSONNEL.** The Supervising Attorney for this AGREEMENT shall be James M. Casso. The Supervising Attorney shall have full authority to act for ATTORNEYS on all matters encompassed by this AGREEMENT and shall be fully responsible for the quality of the work produced.

Upon execution of this AGREEMENT, the Supervising Attorney shall provide to COUNTY the names of other professionals (senior partners, junior partners, associates, paralegals, etc.) who will assist in the provision of services under this AGREEMENT. The Supervising Attorney shall also specify the functions to be performed by each professional and shall ensure that services are performed by the lowest level of personnel (e.g., junior attorneys, associates and paralegals) qualified to perform the service. Any change in personnel assignments shall be made only upon telephonic or written notice to, and written consent by, COUNTY. COUNTY retains the right to approve or disapprove any and all attorney assignments.

4. **PRIOR APPROVALS.** ATTORNEYS shall obtain the prior written approval of COUNTY before: (i) retaining any consultant; or (ii) commencing travel on behalf of COUNTY outside the Counties of Riverside or San Bernardino.

5. **PROFESSIONAL CONFLICT OF INTEREST.** ATTORNEYS represent and warrant that no COUNTY employee whose position in COUNTY enables him/her to influence the award of this AGREEMENT or any competing agreement, and no spouse or economic dependent of such employee is, or shall be, employed in any capacity by ATTORNEYS, or shall have any direct or indirect financial interest in this AGREEMENT.

It is possible that some of ATTORNEYS' present or future clients will have disputes with COUNTY during the time that ATTORNEYS are representing the COUNTY. Should a situation arise where a client engages ATTORNEYS in any matter adverse to COUNTY, or in which COUNTY'S interest may be adversely affected, ATTORNEYS will notify COUNTY in writing. Upon receipt of such notice, COUNTY may determine that the conflict can be waived or may determine that it is in the COUNTY'S best interest to terminate the services of ATTORNEYS.

Should COUNTY determine that it is in COUNTY'S best interest to terminate the services of ATTORNEYS, COUNTY will notify ATTORNEYS in writing. ATTORNEYS may then submit any outstanding invoices for payment up to the date of termination.

6. TERMINATION. Services performed under this AGREEMENT may be terminated by COUNTY, in whole or in part, at any time COUNTY deems termination to be in its best interest. COUNTY shall terminate services by delivering to ATTORNEYS a written Termination Notice executed by COUNTY and specifying the extent to which services are terminated and the effective termination date.

7. EFFECT OF TERMINATION. After receiving a Termination Notice, and unless otherwise directed by COUNTY, ATTORNEYS shall: (i) take all steps necessary to stop services on the date and to the extent specified in the Termination Notice; (ii) complete services not terminated by the Termination Notice; and (iii) submit final billing for terminated services within thirty (30) days from the effective termination date.

8. CLOSING REPORT UPON TERMINATION. ATTORNEYS shall deliver a Closing Report to COUNTY immediately after termination of services under Section 6 which shall include, but not be limited to: (i) a brief description of the status of all matters for which services have been provided; and (ii) a discussion of COUNTY's exposure and applicable law, if appropriate.

ATTORNEYS shall give COUNTY copies or originals, as appropriate, of all files and attorney work product relating to all matters for which services have been provided. This includes any computerized index, computer programs and document retrieval system created or used for these matters.

9. COMPENSATION. The total amount of compensation paid to ATTORNEYS under the terms of this AGREEMENT shall not exceed One Hundred Forty Thousand Dollars (\$140,000.00), unless a written amendment to this AGREEMENT is executed by both parties prior to performance of any additional services. A written amendment shall be a condition precedent to any obligation for payment by COUNTY beyond the approved compensation. ATTORNEYS shall notify COUNTY immediately in writing when ATTORNEYS have expended seventy-five percent (75%) of the total compensation.

10. FEES. The billing rate for all personnel providing services under this AGREEMENT shall be as set forth in Exhibit B, consisting of one (1) page, which is attached hereto and incorporated herein by this reference.

11. EXPENSES. COUNTY shall reimburse ATTORNEYS for their actual out-of-pocket expenses, but without any additional costs for having advanced the funds or for expenses generally considered as overhead already reflected in ATTORNEYS' hourly rates.

Reimbursable ordinary expenses shall include, but not be limited to: (i) postage; (ii) courier service; (iii) title reports; (iii) in-house document reproduction; and (iv) long distance phone calls. If any amount charged shall exceed \$250.00 in any one month, prior approval of the COUNTY shall be obtained.

Reimbursable extraordinary expenses shall include charges for which ATTORNEYS have obtained prior approval of COUNTY. Such expenses shall include, but not be limited to: (i) consultants; (ii) travel outside the County of Riverside or San Bernardino; (iii) investigative services and (iv) any expense item exceeding Two Hundred Fifty Dollars (\$250.00).

Non-reimbursable expenses shall include, but not be limited to: (i) staff time or overtime for performing secretarial, clerical, or word processing functions; (ii) charges for time spent to provide necessary information for COUNTY'S audits or billing inquiries; (iii) charges for work performed which had not been authorized by COUNTY; and (iv) mileage or travel expenses from the regular office of ATTORNEYS to COUNTY.

12. PAYMENT. ATTORNEYS shall submit its billing statement monthly, in arrears, no later than the last day of the month following the month(s) for which services were rendered. The original billing statement(s) and one copy shall be submitted to:

Heidi Marshall, Assistant Director/EDA
County of Riverside Economic Development Agency
3403 10th Street, Suite 500
Riverside, CA 92501

The Supervising Attorney shall certify that the work referenced in each billing statement was performed and each billing statement shall be itemized to include: (i) staffing level(s), hourly rates and specific activities for each professional; (ii) a listing of each activity as a line item in a time reporting format acceptable to COUNTY with a description of specific activities for each professional; (iii) total current period fees and total cumulative fees billed for each staffing level; and (iv) current period expenses and total cumulative expenses billed in itemized categories, including all invoices for disbursements paid to others.

ATTORNEYS shall have and maintain all backup documentation to support all entries included in the monthly billing statement. Such documentation shall be in a form subject to audit and in accordance with generally accepted accounting principles. ATTORNEYS shall make such documentation available to auditors upon request and at such reasonable times and locations as may be agreed to by COUNTY and ATTORNEYS.

COUNTY shall make payment(s) for services rendered under this AGREEMENT monthly in arrears based on the itemized billing statement(s) submitted by ATTORNEYS. Payment shall be made by COUNTY within thirty (30) days after receipt of billing from ATTORNEYS. COUNTY shall not pay interest or finance charges on any outstanding balance(s).

13. SUPERVISION OF AGREEMENT. The COUNTY Assistant Executive Officer/EDA, or his/her designee, shall have full authority to act for COUNTY on all matters encompassed by this AGREEMENT.

14. CONFIDENTIALITY. ATTORNEYS shall maintain the confidentiality of all information that it may acquire, arising out of or connected with, its provision of services under this AGREEMENT. The maintenance of confidentiality shall be in accordance with all applicable Federal, State and local laws, regulations, ordinances and directives relating to confidentiality,

including the Code of Professional Responsibility. ATTORNEYS shall inform all personnel providing services of the confidentiality provisions of this AGREEMENT. These confidentiality obligations shall survive the termination or expiration of this AGREEMENT.

15. COMMUNICATIONS WITH COUNTY. ATTORNEYS recognize that their relationship with COUNTY and its agents, employees, officers and/or representatives is subject to the attorney-client privilege and that any information acquired during the term of this AGREEMENT from or through COUNTY is confidential and privileged. ATTORNEYS warrant that they shall not disclose or use in any manner whatsoever any of the information obtained from COUNTY and its agents, employees, officers and/or representatives in connection with said relationships or proceedings. ATTORNEYS understand that the Office of County Counsel is the empowered legal representative of COUNTY and ATTORNEYS shall not without specific direction from the Office of County Counsel communicate with, advise or represent COUNTY'S legislative or appointive bodies.

16. INSURANCE. Without limiting or diminishing ATTORNEYS' obligation to indemnify or hold COUNTY harmless, ATTORNEYS shall procure and maintain or cause to be maintained, at its sole cost and expense, the following insurance coverage during the term of this AGREEMENT.

A. Workers' Compensation:

Statutory Workers' Compensation Insurance (Coverage A) as prescribed by the laws of the State of California, if ATTORNEYS have employees as defined by the State. Policy shall include Employers' Liability (Coverage B) including Occupational Disease with limits not less than \$1,000,000 per person per accident. The policy shall be endorsed to waive subrogation in favor of COUNTY, and, if applicable, to provide a Borrowed Servant/Alternate Employer Endorsement.

B. Commercial General Liability:

Commercial General Liability insurance coverage, including but not limited to, premises liability, contractual liability, products and completed operations liability, personal and advertising injury, and cross liability coverage, covering claims which may arise from or out of ATTORNEYS' performance of its obligations hereunder. Policy shall name COUNTY, its Board of Supervisors, Agencies, Districts, Special Districts, and Departments and their respective elected or appointed officials, directors, officers, employees, agents or representatives as Additional Insureds. The policy's limit of liability shall not be less than \$1,000,000 per occurrence combined single limit. If such insurance contains a general aggregate limit, it shall apply separately to this AGREEMENT or be no less than two (2) times the occurrence limit.

C. Vehicle Liability:

If vehicles or mobile equipment are used in the performance of the obligations under this AGREEMENT, then ATTORNEYS shall maintain liability insurance for all owned, non-owned or hired vehicles so used in an amount not less than \$1,000,000

officers, employees, subcontractors, agents or representatives arising out of or in any way relating to this AGREEMENT. ATTORNEYS shall defend, at its sole expense, and pay all costs and fees including, but not limited, to attorney fees, cost of investigation, defense and settlements or awards, on behalf of the Indemnified Parties in any claim or action based upon such liability.

With respect to any action or claim subject to indemnification herein by ATTORNEYS, ATTORNEYS shall, at its sole cost, have the right to use counsel of its own choice and shall have the right to adjust, settle, or compromise any such action or claim without the prior consent of COUNTY; provided, however, that any such adjustment, settlement or compromise in no manner whatsoever limits or circumscribes ATTORNEYS' indemnification to Indemnified Parties as set forth herein.

ATTORNEYS' obligation hereunder shall be satisfied when ATTORNEYS have provided to COUNTY the appropriate form of dismissal relieving COUNTY from any liability for the action or claim involved.

The specified insurance limits required in this AGREEMENT shall in no way limit or circumscribe ATTORNEYS' obligations to indemnify and hold harmless the Indemnified Parties herein from third party claims.

18. NOTICES. All notices and required reports shall be written and hand-delivered or mailed by first class, postage prepaid, addressed to COUNTY or ATTORNEYS at the addresses below, or at any other address COUNTY or ATTORNEYS shall provide in writing to each other:

If to COUNTY:

Robert Field, Assistant County Executive Officer/EDA
County of Riverside Economic Development Agency
3403 10th Street, Suite 500
Riverside, CA 92501

If to ATTORNEYS:

James M. Casso, Principal
Ross & Casso, Attorneys at Law
520 South Grand Avenue
Suite 300
Los Angeles, CA 90071-2610

19. ASSIGNMENT. No part of this AGREEMENT or any right or obligation arising from it is assignable without the written consent of COUNTY. Any attempt by ATTORNEYS to assign or subcontract services relating to this AGREEMENT without the consent of COUNTY shall constitute a material breach of this AGREEMENT. However, ATTORNEYS may retain consultants and experts as ATTORNEYS deem appropriate after receiving the written approval of COUNTY.

20. COMPLETE AGREEMENT. This AGREEMENT shall constitute the complete and exclusive statement of understanding between COUNTY and ATTORNEYS which supersedes all previous written or oral agreements, and all prior communications between COUNTY and ATTORNEYS relating to the subject matter of this AGREEMENT.

Dated: _____

COUNTY OF RIVERSIDE

ATTEST:

By: _____

John Tavaglione
Chairperson, Board of Supervisors

Kecia Harper-Ihem, Clerk of the Board

By: _____
Deputy

ROSS & CASSO, ATTORNEYS AT LAW

Dated: _____

By: _____

James M. Casso, Principal

EXHIBIT A

Scope of Services

ATTORNEYS will provide legal services reasonably required to represent and advise the Oversight Board in carrying out its duties, responsibilities and obligations as set forth in ABx1 26 and AB 1484 as codified in California Health & Safety Code sections 33500 et seq. These services shall include attendance at all meetings of the Oversight Board, provision of advice on compliance with the Brown Act, Political Reform Act, ABx1 26, the Oversight Board By-Laws; enforceable obligations and other matters related to the Oversight Board's performance of its statutory duties and obligations.

EXHIBIT B

Fee Schedule

PERSONNEL	HOURLY RATES
Principals	\$275.00
Associates	\$235.00