



REGULAR MEETING AGENDA

SUCCESSOR AGENCY OVERSIGHT BOARD
CITY OF CLAYTON, CA

THURSDAY, FEBRUARY 28, 2013

3:00 p.m.

*First Floor Conference Room, Clayton City Hall
6000 Heritage Trail, Clayton, CA 94517*

OVERSIGHT BOARD MEMBERS

Howard Geller, Mayor of Clayton	John al-Amin, Contra Costa Community College District
Vito Impastato, CCC Fire Protection District	Dan Richardson, Clayton resident
Laci Jackson, former RDA Secretary	Jane Shamieh, County Office of Education
Karen Mitchoff, Contra Costa County Supervisor	

- A complete packet of information containing staff reports and exhibits related to each public item is available for public review in City Hall located at 6000 Heritage Trail on Monday prior to the Board meeting.
- Agendas are posted at: 1) City Hall, 6000 Heritage Trail; 2) Library, 6125 Clayton Road; 3) Ohm's Bulletin Board, 1028 Diablo Street, Clayton; and 4) City Website at www.ci.clayton.ca.us
- Any writings or documents provided to a majority of the Oversight Board after distribution of the Agenda Packet and regarding any public item on this Agenda will be made available for public inspection in the City Clerk's office located at 6000 Heritage Trail during normal business hours.
- If you have a physical impairment that requires special accommodations to participate, please call the City Clerk's office at least 72 hours in advance of the meeting at (925) 673-7304.

REGULAR MEETING AGENDA
OVERSIGHT BOARD
SUCCESSOR AGENCY, CITY OF CLAYTON

Monday, February 28, 2013

1. CALL TO ORDER AND ROLL CALL – Board Chairman Dan Richardson

2. CONSENT CALENDAR

Consent Calendar items are typically routine in nature and are considered for approval by the Board with one single motion. Members of the Board, Audience or Staff wishing an item removed from the Consent Calendar for the purpose of public comment, question, input or action different than recommended may request so through the Board Chairman.

(a) Information Only – No action to be taken

1. Letter dated October 11, 2012 re: new Committee member designation from Contra Costa Community College District
2. Email dated October 10, 2012, from Dept. of Finance (DOF) re: no acceptance of revised or supplemental ROPS 3 being allowed.
3. Letter dated October 18, 2012 from the City to DOF re: determination review of Clayton's ROPS 3 submittal.
4. Web site information from the California Department of Finance informing all City/Successor Agencies the HATs (Housing Asset Transfer) Meet and Confer process is delayed.
5. Email dated November 15, 2012 to DOF and response regarding revised submittal date for Due Diligence Reports
6. Email dated November 15, 2012 to Oversight Board members cancelling Special Meeting of November 19, 2012.
7. Email dated December 7, 2012 to Oversight Board members cancelling Special Meeting of December 13, 2012.
8. Email dated December 31, 2012 from DOF scheduling the Meet and Confer Teleconference on the Successor Agency's Housing Asset Transfer for February 8, 2013.
9. Email dated January 3, 2013 to DOF regarding status of Due Diligence Report filings.
10. Email dated January 4, 2013 to DOF and response regarding the status of the Due Diligence Reviews submittals.
11. Email dated January 10, 2013 by City staff confirming receipt of DOF Meet and Confer email.
12. Email dated January 14, 2013 to Oversight Board members cancelling January 18 and 31, 2013 Oversight Board meetings, and setting February 28, 2013 as next Regular Oversight Board Meeting.
13. Email dated February 8, 2013 from DOF requesting additional materials to be submitted as follow up to the Meet and Confer Teleconference on the Housing Asset Transfer.
14. Email dated February 20, 2013 to Oversight Board members confirming next Regular meeting of February 28, 2013.
15. Next ROP schedule
16. Updated Oversight Board Roster.

- (b) Minutes of the Oversight Board's meeting of September 27, 2012.
- (c) Minutes of the Oversight Board's meeting of October 25, 2012 (Note: no quorum)

Staff Recommendation: To approve the Consent Calendar.

3. OVERSIGHT BOARD HEARING ITEMS

- (a) Consideration of Resolution No. 01-2013 approving the 4th Recognized Obligation Payment Schedules (ROPS 13/14 A) for the Successor Agency of the City of Clayton for the time period of July 1, 2013 through December 31, 2013 (Merry Pelletier, Clayton Finance Manager)

Staff Recommendation: Following Board discussion and public comment, the Board adopt the Resolution approving the 4th ROPS (ROPs 13/14A)

- (b) Consideration of request, and Resolution No. 02-2013 amendments to the Oversight Boards Rules of Procedures: change date and time of its Regular Scheduled Meetings (requested by Board member Mitchoff); and other staff identified modifications (clean up language) to the Rules of Procedures. (Laura Hoffmeister, Clerk of the Oversight Board)

Staff Recommendation: Following Board discussion and public comment, the Board adopt the Resolution with any selected date/time change, plus the other recommended changes.

- (c) Verbal Status update on the Housing Assets Transfer (HATs) and the Due Diligence Reports for the Housing Funds and for All Other Funds (Laura Hoffmeister, Clerk of the Oversight Board)

Staff Recommendation: No Action – Informational only. Following update, ask questions or provide direction as may be appropriate.

4. PUBLIC COMMENT ON NON-AGENDA ITEMS

Members of the public may address the Oversight Board on items within the Board's jurisdiction, (which are not on the agenda) at this time. To facilitate the recordation of comments, it is requested each speaker complete a speaker card available on the Meeting table and submit it in advance to the Clerk. To assure an orderly meeting and an equal opportunity for everyone, each speaker is limited to 3 minutes, enforced at the Chairperson's discretion. When one's name is called or you are recognized by the Chairperson as wishing to speak, the speaker shall approach the Board and adhere to the time limit. In accordance with State Law, no action may take place on any item not appearing on the posted agenda. The Board may respond to statements made or questions asked, or may at its discretion request Successor Agency Staff to report back at a future meeting concerning the matter.

Public comment and input on Public Hearing, Action Items and other Agenda Items will be allowed when each item is considered by the Oversight Board.

- 5. ADJOURNMENT** – the meeting is adjourned on call by the Chairperson. The Oversight Board's next meeting will be scheduled as needed.

Agenda Date: 2/28/13

Governing Board

Tomi Van de Brooke, *President*
Shella A. Grill, *Vice President*
John E. Márquez, *Secretary*
Robert Calone
John T. Nejedly



Agenda Item: 2a(1)

Chancellor

Helen Benjamin, Ph.D.

College Presidents

Contra Costa College Denlee Noldon, Ph.D.
Diablo Valley College Peter Garcia
Los Medanos College Bob Kratochvil

October 11, 2012

Mr. Gary A. Napper
City Manager
City of Clayton, City Hall
6000 Heritage Trail
Clayton, CA 94517-1250

Received
OCT 11 2012
City of Clayton

RE: Successor Oversight Board Appointments (AB 1x26)

Dear Mr. Napper:

AB 1x26, the legislation directing the elimination of redevelopment agencies in California, requires the appointment of specified local educational agency representatives to a successor agency Oversight Board. Health and Safety Code Section 34179(2)(5) designates the Chancellor of the California Community Colleges as the appointing authority for one member representing community college districts in the county. The state Chancellor has approved my appointment as the community college representative to the City of Clayton successor Oversight Board to replace former representative John Nejedly:

John al-Amin, Vice Chancellor
Contra Costa Community College District
500 Court Street
Martinez, CA 94553
Office: 925-229-6942
jalamin@4cd.edu

Should you have any questions, please do not hesitate to contact me at 925-229-6942 or jalamin@4cd.edu

Sincerely,

John al-Amin, Ph.D.
Vice Chancellor, Administrative Services

Agenda Date: 2/28/13

Agenda Item: 2a(2)

Laura Hoffmeister

From: Merry Pelletier <mpelletier@ci.clayton.ca.us>
Sent: Wednesday, October 10, 2012 9:56 AM
To: lhoffmeister@ci.clayton.ca.us
Subject: FW: Clayton Revised ROPS III

FYI

From: Redevelopment Administration [<mailto:RedevelopmentAdministration@dof.ca.gov>]
Sent: Wednesday, October 10, 2012 9:19 AM
To: mpelletier@ci.clayton.ca.us
Cc: jay.wilverding@ac.cccounty.us
Subject: RE: Clayton Revised ROPS III

Pursuant to Health and Safety Code (HSC) section 34177 (m), the Clayton Successor Agency submitted a Recognized Obligation Payment Schedule (ROPS) to the California Department of Finance (Finance) on September 4, 2012 for the period January through June 2013. Our determination on the Clayton Successor Agency ROPS III is due by October 19, 2012.

Per HSC section 34177 (m), the ROPS for this period was due no later than September 1, 2012, and in compliance with that section the ROPS was submitted. As such, we will not be accepting any revised ROPS Forms, and will be making our determination based on the ROPS that was received on September 4, 2012. To the extent you added additional items to the revised ROPS that are valid enforceable obligations, you may request funding for them on a subsequent ROPS and we will review and consider them at that time.

Based on the foregoing, the Department of Finance returns the Oversight Board action of the Clayton Successor Agency, and pursuant to section 34179 (h) the action is not effective.

Sincerely,

Department of Finance
Redevelopment Agency Administration

From: Merry Pelletier [<mailto:mpelletier@ci.clayton.ca.us>]
Sent: Wednesday, September 12, 2012 7:49 PM
To: Redevelopment Administration
Cc: jay.wilverding@ac.cccounty.us
Subject: Clayton Revised ROPS III

Attached is our Recognized Obligation Payment Schedule revised to include the Due Diligence audit review on all funds by December 15th not just the LMI funds as originally indicated and due by October 1st.

Merry Pelletier
City of Clayton
Finance Manager



DEPARTMENT OF
FINANCE

Agenda Date: 2/28/13

Agenda Item: 2a (3)

EDMUND G. BROWN JR. • GOVERNOR

215 L STREET • SACRAMENTO, CA • 95814-3706 • WWW.DOF.CA.GOV

October 18, 2012

Ms. Merry Pelletier, Finance Manager
City of Clayton
6000 Heritage Trail
Clayton, CA 94517

Dear Ms. Pelletier:

Subject: Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (m), the Clayton Successor Agency (Agency) submitted a Recognized Obligation Payment Schedule (ROPS III) to the California Department of Finance (Finance) on September 4, 2012 for the period of January through June 2013. Finance has completed its review of your ROPS III, which may have included obtaining clarification for various items.

HSC section 34171 (d) defines enforceable obligations. Based on a sample of line items reviewed and application of the law, the following do not qualify as enforceable obligation(s):

- Item No. 3 – Loan for Supplemental Education Revenue Augmentation Fund (SERAF) totaling \$592,412. HSC Section 34176 (e) (6) (B) states that loan or deferral repayments shall not be made prior to the 2013-14 fiscal year. Therefore, this item is not an enforceable obligation and not eligible for the Redevelopment Property Tax Trust Fund funding.
- Item No. 8 – Property tax administrative fees totaling \$106,000. HSC section 34183 (a) states that the county auditor-controller will deduct administrative costs allowed under Section 34182 from the Redevelopment Property Tax Trust Fund before allocating the money to other costs.

Furthermore, Item Nos. 5 and 9 totaling \$10,000 were reclassified as administrative costs. Although this reclassification increased administrative costs to \$125,002, the administrative cost allowance has not been exceeded.

Except for items denied in whole or in part as enforceable obligations as noted above, Finance is approving the remaining items listed in your ROPS III. If you disagree with the determination with respect to any items on your ROPS III, you may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available at Finance's website below:

http://www.dof.ca.gov/redevelopment/meet_and_confer/

Ms. Merry Pelletier
October 18, 2012
Page 2

The Agency's maximum approved Redevelopment Property Tax Trust Fund (RPTTF) distribution for the reporting period is \$251,328 as summarized below:

Approved RPTTF Distribution Amount	
For the period of January through June 2013	
Total RPTTF funding requested for obligations	\$ 283,378
Less: Six-month total for item(s) denied or reclassified as administrative cost	
Item 3	74,052
Item 5*	3,000
Item 8	53,000
Item 9*	7,000
Total approved RPTTF for enforceable obligations	\$ 126,326
Plus: Allowable RPTTF distribution for administrative cost for ROPS III	125,002
Total RPTTF approved:	\$ 251,328

*Reclassified as administrative costs

Pursuant to HSC section 34186 (a), successor agencies were required to report on the ROPS III form the estimated obligations and actual payments associated with the January through June 2012 period. The amount of RPTTF approved in the above table will be adjusted by the county auditor-controller to account for differences between actual payments and past estimated obligations. Additionally, these estimates and accounts are subject to audit by the county auditor-controller and the State Controller.

Please refer to the ROPS III schedule that was used to calculate the approved RPTTF amount:

[http://www.dof.ca.gov/redevelopment/ROPS/ROPS III Forms by Successor Agency/](http://www.dof.ca.gov/redevelopment/ROPS/ROPS%20III%20Forms%20by%20Successor%20Agency/).

All items listed on a future ROPS are subject to a subsequent review. An item included on a future ROPS may be denied even if it was not questioned from the preceding ROPS.

The amount available from the RPTTF is the same as the property tax increment that was available prior to enactment of ABx1 26 and AB 1484. This amount is not and never was an unlimited funding source. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax is limited to the amount of funding available to the successor agency in the RPTTF.

Please direct inquiries to Nichelle Thomas, Supervisor or Susana Medina Jackson, Lead Analyst at (916) 445-1546.

Sincerely,


STEVE SZALAY
Local Government Consultant

cc: Ms. Laura Höffmeister, Assistant City Manager, City of Clayton
Mr. Bob Campbell, Auditor-Controller, County of Contra Costa

Redevelopment - Meet and Confer

Agenda Date: 2/28/13 -

Agenda Item: 2a(4)

MEET AND CONFER STATUS UPDATE

The Department of Finance continues to work through high volumes of meet and confer requests. At this time, the vast majority of requests to meet and confer on the Housing Asset Transfer Forms will be scheduled once Finance has completed the meet and confer requests related to the ROPS III reviews. Because of the statutory timeframes related to the ROPS III meet and confer determinations those requests will take priority over any requests to meet and confer on Housing Asset Transfer forms. Therefore, if you haven't been contacted regarding your Housing Asset Transfer Form meet and confer request, it could be a few months before we begin to process those requests and schedule meetings. We appreciate the patience you have shown and we look forward to meeting with each of you during this process.

Webpage last updated October 18, 2012

[Conditions of Use](#) | [Privacy Policy](#)
Copyright © 2011 State of California

Laura Hoffmeister

From: Thomas, Nichelle <Nichelle.Thomas@dof.ca.gov>
Sent: Thursday, November 15, 2012 2:50 PM
To: 'lhoffmeister@ci.clayton.ca.us'
Cc: ktiedemann@goldfarbblipman.com
Subject: RE: Clayton Due Diligence filing for Housing funds

Ms. Hoffmeister ~

Thank you for the update – we appreciate the City of Clayton's efforts at responsiveness, and understand that 'things happen', people do get sick.

However, it appears that the City will be able to submit both Due Diligence reports (oversight board approved) by January 15th to Finance. We look forward to receiving the reports at that time.

Thanks, again ~

Nichelle Thomas, Supervisor
Local Government Unit
☎ 916.445.1546 Ext 3751

 Save Paper. Think Before You Print.

From: Laura Hoffmeister [<mailto:lhoffmeister@ci.clayton.ca.us>]
Sent: Thursday, November 15, 2012 2:47 PM
To: Thomas, Nichelle
Cc: Redevelopment Administration; ktiedemann@goldfarbblipman.com
Subject: Clayton Due Diligence filing for Housing funds

Ms. Thomas:

I had emailed on October 1, that the City of Clayton would not be able to file its Due Diligence report for housing funds until end of October due to the timing of auditor and Oversight Board availability. However due to schedule issues we did not make that date. The following is the latest information regarding our timing:

The draft report was complete however the Oversight Board at its first of two required meetings for such report was not able to be held until October 25; however due to unexpected illness two some of the members at the last minute could not attend and thus we did not have a quorum to conduct the meeting. We have received comments from some of the OB on the draft and requires some research, and likely some changes to the draft document. Due to schedule issues and the Thanksgiving holiday season the Oversight Board will not be meeting until December 13th. At this meeting we plan on having them consider the final report for Housing Assets; and to hold their first hearing/take public comment on the Draft Due Diligence for the All Other Funds report.

Please advise me if there is anything more the City needs to do to convey its timeline or any other information I need to provide.

Laura Hoffmeister
Assistant to the City Manager
City of Clayton
6000 Heritage Trail
Clayton, CA 94517

Agenda Date: 2/28/13

Agenda Item: 2(a)6

Laura Hoffmeister

From: Laura Hoffmeister <lhoffmeister@ci.clayton.ca.us>
Sent: Thursday, November 15, 2012 3:15 PM
To: councilmangeller@aol.com; 'ljackson@ci.clayton.ca.us'; vimpastato@iafflocal1230.org; bckpckdan@comcast.net; jshamieh@cccoe.k12.ca.us; supervisormitchoff@bos.cccounty.us; Lisa Chow (Lisa.Chow@bos.cccounty.us); jalamina@4cd.edu; hgeller617@aol.com
Cc: 'gnapper@ci.clayton.ca.us'; ktiedemann@goldfarbman.com; Merry (Merry)
Subject: Cancellation of Nov 19th Clayton Oversight Board meeting
Importance: High

Dear Clayton Oversight Board Members:

The November 19th meeting is cancelled – there is additional research that the auditor and the city staff is undertaking to ensure we have the most correct final numbers in the report as you had requested. However the Finance Manager is not yet completed and currently working on the final fiscal year end audit for 10/11 and some of this information is needed to be verified for finalizing the due diligences reports.

The December 13th 4:30 pm meeting is still a go. At this meeting staff will bring forward the final Housing Due Diligence report; and the draft All other funds due diligence report.

I apologize for the late notice and any inconvenience that this may cause.

Laura Hoffmeister
Assistant to the City Manager
City of Clayton
6000 Heritage Trail
Clayton, CA 94517

Email: LHoffmeister@ci.clayton.ca.us
Ph. desk/vm: (925) 673-7308
Ph. cell/vm/txt: (925) 250-8532
Fax: (925) 672-4917

Agenda Date: 2/28/13

Agenda Item: 2a(7)

Laura Hoffmeister

From: Laura Hoffmeister <lhoffmeister@ci.clayton.ca.us>
Sent: Friday, December 07, 2012 2:07 PM
To: hgeller617@aol.com; councilmangeller@aol.com; 'Jackson Laci';
vimpastato@iafflocal1230.org; jalamain@4cd.edu; bckpckdan@comcast.net;
supervisormitchoff@bos.cccounty.us; Lisa Chow (Lisa.Chow@bos.cccounty.us);
jshamieh@cccoe.k12.ca.us
Cc: 'Napper Gary'; John Cropper; Merry (Merry)
Subject: cancellation of Clayton Oversight Board meeting of Dec 13 and request for meeting dates in January

Importance: High

Chair Richardson and Oversight Board Members:

Staff has realized that the city finance dept is still working on providing financial data to the consultant auditor and thus, the Due Diligence reports will not be completed in time for the December 13th meeting. Therefore that meeting is cancelled

- However there is a need to have two meetings in January: January 31st would be the regular meeting date (last Thursday of the month at 3:30 pm) in addition to this date staff would need to have a meeting of the Oversight Board on or around January 17th or 18th –

I would like to determine availability of members for January meeting dates

January 17th 3:30 pm

Or

January 18th 3:30 pm

AND

January 31 3:30 pm

Laura Hoffmeister
Assistant to the City Manager
City of Clayton
6000 Heritage Trail
Clayton, CA 94517

Email: LHoffmeister@ci.clayton.ca.us

Ph. desk/vm: (925) 673-7308

Ph. cell/vm/txt: (925) 250-8532

Fax: (925) 672-4917

Agenda Date: 2/28/13

Agenda Item: 2a (8)

Laura Hoffmeister

From: DeMello, Lourdes <Lourdes.DeMello@dof.ca.gov>
Sent: Monday, December 31, 2012 2:36 PM
To: 'LHoffmeister@ci.clayton.ca.us'; 'gnapper@ci.clayton.ca.us'
Subject: City of Clayton Housing Successor Agency HATS Meet & Confer Teleconference on 2/8/13 at 10:30am

City of Clayton Housing Successor Agency's Meet and Confer Teleconference related to Housing Asset Transfer has been scheduled for Friday, February 8, 2013 at 10:30am.

We will begin the meeting promptly. To be connected to the conference call, please call (916) 327-0103 and dial ext. 7090. This is a bridging number and may be shared with others who need to call-in to the Meet and Conference session from different locations. However, please limit the attendance to four total persons from your agency.

Due to the high volume of requests and statutory meet and confer deadlines, we are unable to reschedule this meeting time.

Please respond to this email to confirm receipt of this message.

If you have any further questions, please let me know or you may also call our main number at (916) 445-1546.

Thank you,

Lourdes DeMello
Department of Finance
Finance's Dispute Resolution Coordinator
916-445-1546, Ext 3711

Laura Hoffmeister

From: Laura Hoffmeister <lhoffmeister@ci.clayton.ca.us>
Sent: Thursday, January 03, 2013 3:48 PM
To: nichelle.thomas@dof.ca.gov; Redevelopment_Administration@dof.ca.gov
Cc: 'gnapper@ci.clayton.ca.us'; ktiedemann@goldfarbclipman.com; John Cropper; Merry (Merry)
Subject: City of Clayton Due Diligence Report filings status

Nichelle –

On December 12, 2012, I emailed that we planned to have our next Oversight Board meetings in January and be submitting in early Feb. However we have been recently informed that our Meet and Confer meeting with DOF will be Feb 8th on our Housing Assets Transfer – HATs (the DOF rejected the entire HATs). In addition there is some additional work our finance manager and auditor need to undertake in order to complete the All Other Funds Due Diligence Reports, which due to illnesses, holidays, vacations, and recent unexpected staffing changes in our offices, will now be occurring in January. This information is needed in order to have our Due Diligence Reports completed for presentation to the Oversight Board. Thus our planned meetings in January by the Oversight Board have been cancelled and are being rescheduled for late February. Thus these Due Diligence Reports will be filed in early March with the DOF.

We are doing our utmost to meet the DOF time lines; however these are new processes and we have only one finance staff person full time, a new finance part time person, and a very small organization, along with many aspects that are outside of our direct control.

Please advise me if there is any ramifications to the above. I have not seen anything posted on the DOF web site or in the Q&A fact sheets that indicated there would be any negative ramifications to a delay in filing the Due Diligence Reports.

Laura Hoffmeister
Assistant to the City Manager
City of Clayton
6000 Heritage Trail
Clayton, CA 94517

Email: LHoffmeister@ci.clayton.ca.us
Ph. desk/vm: (925) 673-7308
Ph. cell/vm/txt: (925) 250-8532
Fax: (925) 672-4917

Agenda Date: 2/28/13

Agenda Item: 2a (10)

Laura Hoffmeister

From: Laura Hoffmeister <lhoffmeister@ci.clayton.ca.us>
Sent: Friday, January 04, 2013 10:35 AM
To: 'Thomas, Nichelle'
Cc: ktiedemann@goldfarbblipman.com; 'gnapper@ci.clayton.ca.us'; Merry (Merry)
Subject: RE: City of Clayton Due Diligence Report filings status

Nichelle: Thanks for the information – as to the bond use issue we are only paying debt service on our existing outstanding bonds – there are no funds being used for projects– thus it does not seem that would be an issue – the other part about the loan agreements I will need to ask our legal counsel about any implications – As to the ROPs we are okay in filing those timely both in the past and future –

Laura Hoffmeister
Assistant to the City Manager
City of Clayton
6000 Heritage Trail
Clayton, CA 94517

Email: LHoffmeister@ci.clayton.ca.us
Ph. desk/vm: (925) 673-7308
Ph. cell/vm/txt: (925) 250-8532
Fax: (925) 672-4917

From: Thomas, Nichelle [<mailto:Nichelle.Thomas@dof.ca.gov>]
Sent: Friday, January 04, 2013 9:18 AM
To: 'lhoffmeister@ci.clayton.ca.us'
Cc: gnapper@ci.clayton.ca.us; ktiedemann@goldfarbblipman.com; John Cropper; Merry (Merry)
Subject: RE: City of Clayton Due Diligence Report filings status

Hi Laura ~

There are no penalties or fines assessed for failing to timely prepare and submit due diligence reports to Finance. However, it further delays the Agency receiving a Finding of Completion from Finance. Without a Finding of Completion, the Agency will be unable to take advantage of the provisions detailed in Health and Safety Code section 34191.4, which allow certain loan agreements between the former redevelopment agency (RDA) and the city, county, or city and county that created the RDA to be considered enforceable obligations. These provisions would also allow certain bond proceeds to be used for the purposes in which they were sold.

However, as you know, there are penalties for failing to timely submit a Recognized Obligation Payment Schedule.

Thanks again for the update ~

Nichelle Thomas, Supervisor | Local Government Unit | Department of Finance | 915 L Street | Sacramento, CA 95814
| ☎ 916.445.1546 Extension 3751

CONFIDENTIALITY NOTICE: This communication with its contents may contain confidential and/or legally privileged information. It is solely for the use of the intended recipient(s). Unauthorized interception, review, use or disclosure is prohibited and may violate applicable laws including the Electronic Communications Privacy Act. If you are not the intended recipient, please contact the sender and destroy all copies of the communication.

Agenda Date: 2/20/13

Agenda Item: 2a (11)

Laura Hoffmeister

From: Laura Hoffmeister <lhoffmeister@ci.clayton.ca.us>
Sent: Thursday, January 10, 2013 1:23 PM
To: 'DeMello, Lourdes'
Subject: RE: City of Clayton Housing Successor Agency HATS Meet & Confer Teleconference on 2/8/13 at 10:30am

Lourdes:

Yes confirming the meet and confer conference call for the City of Clayton HATs for Feb 8, 2013 at 10 am. Sorry was out on vacation and have been catching up on the backlog of emails.

I had previously emailed and sent hard copy a couple of months back with all our information –response to rejection of HATS the state formal application for meet and confer, our chronology/narrative and various other documents the DOF requested. Can you confirm that the appropriate persons from the DOF that will be in the meet and confer will have these already submitted documents with them as we will be making reference to them during the call.

Laura Hoffmeister
Assistant to the City Manager
City of Clayton
6000 Heritage Trail
Clayton, CA 94517

Email: LHoffmeister@ci.clayton.ca.us
Ph. desk/vm: (925) 673-7308
Ph. cell/vm/txt: (925) 250-8532
Fax: (925) 672-4917

From: DeMello, Lourdes [<mailto:Lourdes.DeMello@dof.ca.gov>]
Sent: Thursday, January 10, 2013 8:47 AM
To: LHoffmeister@ci.clayton.ca.us; gnapper@ci.clayton.ca.us
Subject: FW: City of Clayton Housing Successor Agency HATS Meet & Confer Teleconference on 2/8/13 at 10:30am

Please respond to this email to confirm receipt of this message.

If you have any questions, please let me know or you may also call our main number at (916) 445-1546.

Thank you,

Lourdes DeMello
Department of Finance
Finance's Dispute Resolution Coordinator
916-445-1546, Ext 3711

From: DeMello, Lourdes
Sent: Monday, December 31, 2012 2:36 PM
To: 'LHoffmeister@ci.clayton.ca.us'; 'gnapper@ci.clayton.ca.us'
Subject: City of Clayton Housing Successor Agency HATS Meet & Confer Teleconference on 2/8/13 at 10:30am

Laura Hoffmeister

From: Laura Hoffmeister <lhoffmeister@ci.clayton.ca.us>
Sent: Monday, January 14, 2013 5:03 PM
To: 'cchellew@4cd.edu'
Subject: FW: Cancellation of Clayton Oversight Board meetings in January

From: Laura Hoffmeister [<mailto:lhoffmeister@ci.clayton.ca.us>]
Sent: Monday, January 14, 2013 5:01 PM
To: bckpckdan@comcast.net; supervisormitchoff@bos.cccounty.us; Lisa Chow (Lisa.Chow@bos.cccounty.us); 'Jackson Laci'; hgeller617@aol.com; vimpastato@iafflocal1230.org; jshamieh@cccoc.k12.ca.us; jalamin@4cd.edu; 'cchellew@4cd.edu'
Cc: ktiedemann@goldfarbclipman.com; 'gnapper@ci.clayton.ca.us'
Subject: Cancellation of Clayton Oversight Board meetings in January

Clayton Oversight Board members:

Staff is hereby cancelling the previously planned January Clayton Oversight Board meetings. I would ask that at this time you hold February 28th at 3:00 pm. as a tentative meeting date, that is the last Thursday in February, which is the regular meeting date/time for the OB. Supervisor Mitchoff has recently identified an ongoing schedule conflict with the Clayton OB meetings being the last Thursday of the month as needed. She has asked that a future agenda item be discussed by the OB on meeting dates. The Oversight Board meeting dates are set by adopted Resolution of the OB and changes to meeting dates will require consideration at a public meeting of the OB and adoption of a new Resolution by the OB.

The City recently received notification that our requested "Meet and Confer" (aka appeal hearing) with the Dept of Finance for their prior entire denial of our Housing Asset Transfer has been scheduled for Feb. 8th. Due to this recent development and in consultation with our auditor (who is preparing the required Due Diligence Report for both the Housing Assets and all other Funds) staff has determined that it is best to receive the outcome of our appeal meeting prior to completing the Due Diligence Report for the Housing Assets as it may affect the information for the Housing Due Diligence Report. Additionally the City Finance Manager just recently completed the necessary work for the audit to be completed for FY 10/11. The audit is scheduled for the City Council meeting of January 15th. The remainder of this month the finance manager and auditor will be preparing the FY 11/12 audit. Once this work is complete the Due Diligence Report of all other Funds can be completed by the auditor.

My apologies for the changes to the anticipated meeting schedule, however these are new processes and new paths that we are all moving down.

Laura Hoffmeister
Assistant to the City Manager
City of Clayton
6000 Heritage Trail
Clayton, CA 94517

Email: LHoffmeister@ci.clayton.ca.us
Ph. desk/vm: (925) 673-7308

Agenda Date: 2/28/13

Agenda Item: 2a (13)

Laura Hoffmeister

From: Brandon, Danielle <Danielle.Brandon@dof.ca.gov>
Sent: Friday, February 08, 2013 12:59 PM
To: gnapper@ci.clayton.ca.us; LHoffmeister@ci.clayton.ca.us;
ktiedemann@goldfarb Lipman.com; mpelletier@ci.clayton.ca.us;
dwoltering@sanbruno.ca.gov
Cc: Suess, Evelyn
Subject: Documents Requested

Good afternoon,

It was a pleasure to speak with you earlier today. As per our discussion, I am emailing the City of Clayton Housing Successor to request specific documents needed to determine the appropriateness of the transfer of these assets. Please respond to this email to ensure it was received and I will do the same when the documents are submitted.

Exhibit A

- **Item 1, LMI Senior Rental Housing** – Please provide the regulatory agreement for this item.
- **Item 17, LMI Ownership Housing** – My understanding is the covenants are in the documents already provided with the Meet and Confer (MC) request because they relate to Exhibit D, Item 17.

Exhibit C

- **Items 1 and 2** – Please provide the contracts indicated for these items. My understanding is there will be three contracts: Rainey Planning Management, Goldfarb/Lipman, and Best Best Kreiger.

Exhibit D

- **Items 1 and 2, Loans** – Please provide resolutions or loan agreements for these items. My understanding is these are older loans and therefore accounting records indicating the use of the Low to Moderate Income Housing Fund (LMIHF) are not available.
- **Item 6, Loan** – Please provide the general ledger entry for this item indicating the loan was made from the LMIHF (this request may require both the GL entry as well as a chart of accounts if only the fund number is listed on the GL printout).
- **Item 17, Loan** – Documents were already received for this item.

As stated, if the documents requested here do not suffice to support the transfer of these assets, I will contact Laura Hoffmeister and request additional documentation or explanation. Thank you again for your cooperation in reviewing your Housing Asset Transfer Form. You can rest assured that I will do my best to complete this review as soon as possible.

Danielle M. Brandon, Analyst

Agenda Date: 2/20/13

Agenda Item: 2a(14)

Laura Hoffmeister

From: Laura Hoffmeister <lhoffmeister@ci.clayton.ca.us>
Sent: Wednesday, February 20, 2013 7:43 PM
To: bckpckdan@comcast.net; supervisormitchoff@bos.cccounty.us; Lisa Chow (Lisa.Chow@bos.cccounty.us); 'Jackson Laci'; hgeller617@aol.com; vimpastato@iafflocal1230.org; jshamieh@cccocoe.k12.ca.us; jalamain@4cd.edu; 'cchellew@4cd.edu'
Cc: ktiedemann@goldfarbblipman.com; 'gnapper@ci.clayton.ca.us'; Merry (Merry)
Subject: Clayton Oversight Board meeting Feb 28th 3pm
Importance: High

Oversight Board Members:

There will be a meeting of the Oversight Board on Thursday February 28th, at 3:00 p.m. here at City Hall ground floor conference room – I had asked you to hold the date last month. However we will only have one action item, the ROPS 4 (now called the FY13/14A ROPS) (plus the minutes of the last meeting) – I will send out via email the agenda and reports this Friday. The following two items that had been planned for will be postponed to a future meeting.

- The Due Diligence Review of the All other funds is not yet started as the Finance Manager is still working on completing information needed for the audited financials for that period
- At this time, the second meeting of the Due Diligence Review for the Housing Funds is also being postponed until we obtain some feedback from the State DOF on our Meet and Confer meeting (aka appeal) held on Feb 8th on our Housing Asset Transfer Listing

However I will provide a brief verbal update on the Housing Asset Transfer List acceptance process at the meeting.

Please let me know if you will not be able to attend as I want to make sure that we have a quorum as the ROPs must be filed with the State DOF with the Oversight Board action/Resolution the following day March 1.

Laura Hoffmeister
Assistant to the City Manager
City of Clayton
6000 Heritage Trail
Clayton, CA 94517

Email: LHoffmeister@ci.clayton.ca.us
Ph. desk/vm: (925) 673-7308
Ph. cell/vm/txt: (925) 250-8532
Fax: (925) 672-4917

Agenda Date: 2/29/13

Agenda Item: 2a (15)

BACKGROUND

As part of the 2011 Budget Act, and in order to protect funding for core public services at the local level, the Legislature approved the dissolution of the state's 400 plus RDAs. After a period of litigation, RDAs were officially dissolved as of February 1, 2012. As a result of the elimination of the RDAs, property tax revenues are now being used to pay required payments on existing bonds, other obligations, and pass-through payments to local governments. The remaining property tax revenues that exceed the enforceable obligations are now being allocated to cities, counties, special districts, and school and community college districts, thereby providing critical resources to preserve core public services.

To help facilitate the winding down process at the local level, Successor Agencies have been established to manage redevelopment projects currently underway, make payments on enforceable obligations, and dispose of redevelopment assets and properties. Each Successor Agency has an oversight board that supervises its work. The oversight board is comprised of representatives of the local agencies that serve the redevelopment project area: the city, county, special districts, and K-14 educational agencies. Oversight Board members have a fiduciary responsibility to holders of enforceable obligations, as well as to the local agencies that would benefit from property tax distributions from the former redevelopment project area.

UPCOMING ACTIVITIES



Agenda Date: 2/28/13Agenda Item: 2a(16)

OVERSIGHT BOARD
CLAYTON SUCCESSOR AGENCY

Board Members	
<p>Howard Geller Mayor, City of Clayton 6000 Heritage Trail Clayton, CA 9451 Office: 925-673-7300 councilmangeller@aol.com</p>	<p>Laci Jackson Former RDA Employee (City Clerk/HR Mgr.) 6000 Heritage Trail Clayton, CA 9451 Office: 925-673-7304 ljackson@ci.clayton.ca.us</p>
<p>Vito Impastato Contra Costa County Fire Protection District 1012 Pandero Way Clayton, CA 94517 925-595-1717 vimpastato@iafflocal1230.org</p>	<p>John al-Amin, Vice Chancellor Contra Costa Community College District 500 Court Street Martinez, CA 94553 Office 925-229-6942 jalamin@4cd.edu or Christina Chellew (cchellew@4cd.edu)</p>
<p>Dan Richardson Public Member 5565 Morningside Drive Clayton, CA 94517 925-672-3712 bckpckdan@comcast.net</p>	<p>Karen Mitchoff County Supervisor, District IV Contra Costa County Board of Supervisors 2151 Salvio Street, Suite R Concord, CA 94520 925-521-7100 SupervisorMitchoff@bos.cccounty.us or Lisa Chow (Lisa.Chow@bos.cccounty.us)</p>
<p>Jane Shamieh Controller, Business Operations Contra Costa County Office of Education 77 Santa Barbara Road Pleasant Hill, CAS 94523 925-942-3315 jshamieh@cccocoe.k12.ca.us</p>	
Successor Agency Staff	
<p>Gary Napper City Manager 6000 Heritage Trail Clayton, CA 94517 925-673-7300 gnapper@ci.clayton.ca.us</p>	<p>Karen Tiedemann Special Legal Counsel Goldfarb & Lipman 1300 Clay Street, 11th Floor Oakland, CA 94612 Phone: 510-836-6336 Karen M. Tiedemann KTiedemann@goldfarblipman.com</p>
<p>Laura Hoffmeister Assistant to the City Manager 6000 Heritage Trail Clayton, CA 94517 925-673-7300 lhoffmeister@ci.clayton.ca.us</p>	<p>Merry Pelletier City Finance Manager 6000 Heritage Trail Clayton, CA 94517 925-673-7300 mpelletier@ci.clayton.ca.us</p>

ACTION MINUTES
OF THE
REGULAR MEETING

OVERSIGHT BOARD
SUCCESSOR AGENCY, CITY OF CLAYTON, CA

September 27, 2012

1. CALL TO ORDER AND ROLL CALL

Chair Richardson called the meeting to order at 3:05 pm in the 1st Floor Conference Room of City Hall, 6000 Heritage Trail; Clayton; CA.

Board Members present: Howard Geller, Mayor of Clayton; Vito Impastato, Contra Costa Fire Protection District; Karen Mitchoff, Contra Costa County Supervisor; Dan Richardson, Clayton resident; Jane Shamieh, County Office of Education.

Board Members absent: John Nejedly, Contra Costa Community College District; Laci Jackson, former RDA Secretary.

Staff present: Asst to the City Manager/Board Clerk: Laura Hoffmeister ; Merry Pelletier, Finance Manager.

2. CONSENT CALENDAR

(a) Informational Only: (No Action Taken)

1. Letter dated August 30, 2012 from the California Department of Finance informing the City/Successor Agency that its HATs (Housing Asset Transfer) list was denied in total.
2. Letter dated September 4, 2012 from the City to California Department of Finance requesting Meet and Confer in response to the HATs denial.
3. E-mail dated September 14, 2012 from California Department of Finance confirming receipt of City's Meet and Confer request.

(b) Minutes of the Oversight Board's meeting of July 26, 2012.

Motion by Board Member Mitchoff, seconded by Board Member Geller, to approve the Consent Calendar as submitted. Motion passed (vote 5-0).

3. OVESIGHT BOARD ACTION ITEMS

- (a) Consideration of Resolution No. 05-2012 approving an Amended 3RD Recognized Obligation Payment Schedules (ROPS III) for the Successor Agency of the City of Clayton for the time period of January 1, 2012 through June 30, 2013 caused by the re-formatting required by the State Department of Finance.

Clayton Asst. to the City Manager, Laura Hoffmeister, provided an overview of the reason for requesting an Amended ROPs 3 filing. Ms. Hoffmeister noted that since the Oversight Board Action of July 26, 2012, approving the 3rd ROPS for the Successor Agency of the City of Clayton, the CA Dept. of Finance created a new format for use and filing. The new filing also includes requesting consideration of costs necessary for consultant to prepare the now required "Due Diligence" reports as well as special legal costs associated with those reports and the Meet and Confer process that we have requested for our Housing Asset Transfer (HATs).

Finance Manager Merry Pelletier explained the detail of the Amended ROPs schedule identifying the differences between the earlier document and the amended document.

Board member Mitchoff noted that the staff should include items excluded on prior ROPs, as one never know when they might be allowed, preserve right to protest denials etc. This included fire station loan, 2% election costs, SEARF loan, etc. Other Board members agreed to this concept.

Motion by Board Member Geller, seconded by Board Member Mitchoff, to adopt Resolution 05-2012, approving an Amended 3rd Recognized Obligation Schedule (ROPS) of the Successor Agency for the City of Clayton covering the time period of January 2013 through June 2013; and further allowing staff to include any prior ROPs items as appropriate, even if denied. Motion passed (vote 5-0).

4. PUBLIC COMMENT ON NON-AGENDA ITEMS

None.

5. (a) Set Meeting date and time for Consideration of the "Due Diligence" review report required for the Low to Moderate Income (LMI) Housing Funds.

Asst. to the City Manager/Board Clerk Hoffmeister requested Board members to tentatively calendar meeting dates for October 25, and November 29, 2012.

By Consensus of the Board Members present to plan for those dates provided there would be a quorum.

5. ADJOURNMENT

Upon call by Chairperson Richardson, the Board meeting adjourned at 3:20.

APPROVED BY THE OVERSIGHT BOARD

Dan Richardson, Chairperson

ATTEST:

Laura Hoffmeister, Clerk to the Board

#

Agenda Date: 2/28/13

Agenda Item: 2c

ACTION MINUTES
OF THE
REGULAR MEETING

OVERSIGHT BOARD
SUCCESSOR AGENCY, CITY OF CLAYTON, CA

October 25, 2012

1. CALL TO ORDER AND ROLL CALL

Roll call taken by Board Clerk at 3:15 pm in the 1st Floor Conference Room of City Hall, 6000 Heritage Trail; Clayton; CA.

Board Members present: John al-Amin Contra Costa Community College District; Karen Mitchoff, Contra Costa County Supervisor; Dan Richardson, Clayton resident.

Board Members absent: Howard Geller, Mayor of Clayton; Vito Impastato, Contra Costa Fire Protection District; Laci Jackson, former RDA Secretary; Jane Shamieh, County Office of Education.

Staff present: Asst to the City Manager/Board Clerk: Laura Hoffmeister ; Merry Pelletier, Finance Manager; John Cropper, Cropper Accountancy - Auditor.

ANNOUNCEMENT: Asst. to the City Manager/Board Clerk Laura Hoffmeister stated that there would not be a quorum for the meeting as she received late notice of unexpected schedule conflicts from Board members Shamieh and Impasto. She further stated that in consultation with special legal counsel, she was advised that the Due Diligence Review for Housing Assets does require two meetings, the first is just to receive public comment, the second meeting for the Oversight Board to take action, however the second meeting must be at least 10 days from the first meeting. Thus it is legal for the Board Clerk to call for the public to comment at this meeting- the Oversight Board members present will take public comment and the public comments will be transmitted to the full Oversight Board before they consider action on the Due Diligence Review on the Housing Asset List. The meeting then would be called by the Board Clerk. Board members present may provide comment under public comment as individuals, and may also provide scheduling information for setting the next meeting to the Board Clerk.

2. CONSENT CALENDAR

No Action taken as lack of Quorum, Board Clerk Hoffmeister stated these items would be included on the next Oversight Board Agenda for review/consideration.

(a) Informational Only: (No Action Taken)

1. Letter dated August 30, 2012 from the California Department of Finance informing the City/Successor Agency that its HATs (Housing Asset Transfer) list was denied in total.
2. Letter dated September 4, 2012 from the City to California Department of Finance requesting Meet and Confer in response to the HATs denial.
3. E-mail dated September 14, 2012 from California Department of Finance confirming receipt of City's Meet and Confer request.

(b) Minutes of the Oversight Board's meeting of July 26, 2012.

3. OVERSIGHT BOARD ITMES

- (a) Consideration of and receipt of public comments on the draft Clayton Successor Agency Low-Moderate Income Housing Funds Due Diligence Report to be submitted to the CA Department of Finance pursuant to AB 1484 (HSC Section 34179.5)
- Take any comments from the Public.
 - Questions/Comments from the Oversight Board members
 - Direct staff to bring back the item for final Action by the Oversight Board at its November 29th meeting or an alternative meeting date that is no sooner than November 5, 2012.

Public Comment – the Board Clerk announced that the Oversight Board members present will take public comment and the public comments will be transmitted to the full Oversight Board before they consider action on the Due Diligence Review on the Housing Asset List.

Karen Mitchoff commented that she would like to make sure the auditor is maximizing and being as thorough as possible on the Housing Asset List, as she was concerned that the DOF is likely to reduce or eliminate items – that the DOF interpretations as she is aware seem to be overzealous in trying to maximize any returns to the state at the expense of actual reduction to local Successor Agencies.

Dan Richardson concurred and added that it is better to take the time needed to provide an accurate valuation and or loans of in the list of local Housing Assets as the DOF does seem to reduce or eliminate items the Oversight Boards have been submitting as has been evidence by the DOF determination response to OB approved ROPs.

John al-Amin stated that he was in agreement with the prior comments that it is better to be prudent and take the necessary time to ensure the Housing Asset List has is full and robustly complete and that it appeared there was a deadline the DOF has for submittal and hoped that there would be an opportunity to ensure that there was not any financial penalty for a later submittal than that requested by the DOF.

Public Comment received. The Board Clerk closed the public comment and again restated that the public comments will be transmitted to the full Oversight Board before they consider action on the Due Diligence Review on the Housing Asset List which would be at a future meeting.

4. PUBLIC COMMENT ON NON-AGENDA ITEMS

None.

5. (a) Set Meeting date and time for next potential Oversight Board meeting, the Board Clerk noted that the regular meetings in November and December conflicted with the Holiday week and furlough week.

Board members present identified that if information is ready to present then suggested holding a special meeting on December 13, 2012 as the regular meeting dates fall on holiday weeks. Board Clerk Hoffmeister stated she would send email out to all members to determine availability of the suggested date.

5. ADJOURNMENT

Upon call by Board Clerk Hoffmeister the public comment period was closed and meeting called at 3:30.

APPROVED BY THE OVERSIGHT BOARD

Dan Richardson, Chairperson

ATTEST:

Laura Hoffmeister, Clerk to the Board

#



Agenda Date: 2/28/13

Agenda Item: 3a

STAFF REPORT

TO: HONORABLE CHAIRMAN AND BOARDMEMBERS

FROM: Laura Hoffmeister, Asst. to the City Manager 

MEETING DATE: February 28, 2013

SUBJECT: Consider A Resolution to Approve and adopt a 4th Recognized Obligation Payment Schedule, (ROPS 13/14A), Pursuant to the Dissolution Act and AB 1484

RECOMMENDATION

It is recommended the Oversight Board adopt the attached Resolution approving a 4th Recognized Obligation Payment Schedule (ROPS 13/14 A) for the time period of July 1, 2013 through December 31, 2013, pursuant to Section 31471(h) and 34177(l)(1) of the California Redevelopment Law – the Dissolution Act, [ABx1 26 and AB 1484].

BACKGROUND

On February 1, 2012, redevelopment agencies throughout the state were dissolved pursuant to Assembly Bill 1X 26. All of the non-housing assets and obligations of the former Redevelopment Agency of the City of Clayton were transferred by operation of law to the Successor Agency of the City of Clayton. Health and Safety Section 34179 provides for establishment of an Oversight Board to oversee the closeout and wind down of the former redevelopment agency. Part of the duties include review and approval to submit Recognized Obligation Payment Schedules (ROPS) to the Department of Finance and the County Controllers Office.

The Successor Agency and the Oversight Board are required to review and take action on the 4th Recognized Obligation Payment Schedule (ROPS 13/14 A) of the former Redevelopment Agency of the City of Clayton for July 1, 2013 through December 31, 2013. The Successor Agency approved the 4th ROPS on February 19, 2013. Staff is requesting the Successor Agency and Oversight Board to approve the 4th ROPs (13/14 A) using yet again a new set of Department of Finance form and guidelines. The Successor Agency staff will forward the document and resolutions to DOF for its review and approval and to the County Auditor/Controller and post it to the City web site. Once approved by the DOF, ROPS 13/14 A will be in place for the Successor Agency to make payments on agreements and other obligations of the former Redevelopment Agency for that period of time. The DOF has 45 days to review the approved ROPS and make its determination of the enforceable obligations and the amounts and funding sources of the enforceable obligation no later than 45 days after the ROPS is submitted.

DISCUSSION

On 11 August 2011, the California Supreme Court agreed to review a petition challenging the constitutionality of ABx1 26 (the “Dissolution Act”) and ABx1 27 (the “Voluntary Redevelopment Program Act”). The Court’s order also stayed specified portions of these Redevelopment Restructuring Acts, indefinitely postponing certain provisions’ implementation and effectiveness. During that period of suspension, the Clayton Redevelopment Agency was still required to prepare a list of contractual and indebtedness obligations of the Agency and to adopt and submit the “schedule” by 28 August 2011. Our Agency complied with this requirement by adopting RDA Resolution No. 03-2011 at a regular public meeting on 16 August 2011. Pursuant to the regulations available at that time, the Agency’s EOPS was only effective through 31 December 2011.

On 29 December 2011 the California Supreme Court ruled in its decision on this controversial subject that the State of California did indeed have the authority to terminate the existing redevelopment agencies in the state but did not have the constitutional authority (under Prop 22) to enact a voluntary redevelopment program (ABx1 27), which program instituted “pay to play” provisions for agencies to continue to operate if they each “paid” pre-designated amounts of money to the state in FY 2011-12 and each year thereafter.

Since the Court’s decision shifted the termination date of all redevelopment agencies one additional month to 01 February 2012, the Board of Directors of the former Clayton Redevelopment Agency did, on 17 January 2012, amend the re-adopt its Enforceable Obligation Payment Schedule (EOPS) to add the additional full month of January 2012 to the table of current and future debts and obligations of the Clayton Redevelopment Agency. In this manner, reviewing regulatory and other public taxing entities were placed on notice of the Agency’s continuing fiduciary responsibilities to be paid from January 2012 through June 2012.

On 21 February 2012 and on 17 April 2012, the Clayton City Council, acting in its capacity as the governing body of the Successor Agency for the former Clayton Redevelopment Agency, did adopt separate Resolutions approving its 1st Recognized Enforceable Obligation payment Schedule (ROPS), to address the funding cycle for the remainder of the fiscal year, namely 01 February 2012 through 30 June 2012, and its 2nd ROPS covering the time period of 01 July 2012 through 31 December 2012. The 1st and 2nd ROPS were subsequently approved by the Oversight Board at its inaugural meeting, but not approved as submitted by the California Department of Finance (DOF). The DOF disallowed several obligations listed in each ROPS, most notably a \$475,000 principal loan payment due the City of Clayton for the real property deeded at no cost by the former Clayton Redevelopment Agency in 1999 to the Contra Costa County Fire Protection District (now improved as Fire Station No. 11 on Center Street), and \$501,899 statutory pass-through payment due the City of Clayton for the years 1987 through 2009 known as “2% Election” monies that were never transmitted to the City by the County Auditor-Controller’s Office. Combined, the City of Clayton was denied \$976,899 in loan repayments by the denial actions of DOF.

Under the law, “enforceable obligations” of the redevelopment agency include the following financial arrangements (the ROPS of a city or county):

- Bonds

- Loans

- Payments required by state or federal government

Obligations to employees
Judgments or settlements
Binding and legally enforceable agreements entered into before AB1x26
Contracts for RDA administration, Successor Agency administration, and
Oversight Board administration

RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS)

The Successor Agency is responsible for administering the payments appearing on the proposed ROPS, subject to the approval of the Oversight Board, which is charged with approving ROPS. The ROPS 13/14 A has been completed as directed by DOF by the Finance Manager. The current materials includes an accounting of the estimated versus actual payments received for ROPs 2, which covered the period of July – December 2012.

Staff has come to learn that since the inception of the Dissolution Act, the implementing DOF review throughout many state Successor Agency ROPes has been inconsistent both in terms of period of review to period of review, as well as differences in determination from one Agency ROPS to another. DOF has now instituted processes of Meet and Confer (administrative appeal) for ROPes where in ROPs I and ROPs II, they did not have such processes. Staff has also come to understand that you are not allowed to amend the specific ROPs after receipt deadline by DOF even if something was overlooked; such items are to be included in the following ROPS submittal with an explanation note if necessary. Given these uncharted processes, it is best to provide as complete and full listing of what the Successor Agency, with Oversight Board approval interprets as being an Enforceable Obligation, and allow the DOF to review and Successor Agency to respond accordingly, i.e.: able to request Meet and Confer if it believes the DOF determination was not correct.

Although previously denied in ROPS I, II, and 3 by DOF, AB 1484 did contain language that an agency's prior inter-agency payments (e.g. the City's 2% Election monies and the Fire Station No. 11 construction assistance payment) could be deemed eligible by DOF commencing in FY 2013-14. Therefore, staff has reinserted these former RDA obligations due the City of Clayton for eligibility and repayment. (Items No. 13 and 14).

Included herein as Exhibit A to the Resolution 1-2013 is the 4th Recognized Obligation Payment Schedule (ROPS 13/14A) in the amount of \$900,701. It essentially mirrors the previously-adopted July – December ROPSII as our 6-month fiscal template for continued receipt of tax increment revenues during this funding cycle. The monies are issued by the County Auditor-Controller to our City's "Redevelopment Obligation Retirement Fund". As its name implies, this fund replaces the former Redevelopment Agency's three Funds and functions as the repository for sufficient tax increment revenues in the amounts identified and approved in subsequent ROPS to effectively "retire" all former Clayton Redevelopment Agency debts and contractual obligations over a multi-year period. Once all identified and certified debts and obligations have been satisfied, the Successor Agency is then dissolved.

As with the previous resolution approving ROPS I, II, and 3, the proposed resolution directs staff to cooperate with DOF to the extent necessary to obtain DOF's acceptance of ROPS 13/14 A. This includes, if necessary, making modifications to ROPS 13/14 A as determined by the Successor Agency's City Manager to be reasonable and financially feasible to meet its legally required financial obligations.

FISCAL IMPACT

Once approved by the DOF, ROPS 13/14 A will be in place for the Successor Agency to make payments on agreements and other obligations of the former Redevelopment Agency for the period of time July 1, 2013 through December 31, 2013. Absence this approval the Successor Agency is not allowed to make such payments.

Attachments:

- Summary of proposed 4th Recognized Obligation Payment Schedule
- Resolution 1-2013
- 4th Recognized Obligation Payment Schedule (ROPS 13/14 A)

<u>DESCRIPTION</u>	<u>TOTAL OUTSTANDING OBLIGATION</u>	<u>TOTAL DUE DURING FISCAL YEAR 2013-14</u>	<u>ADMIN ALLOWANCE</u>	<u>RPTTF</u>	<u>SIX MONTH TOTAL</u>
1996 Bonds Issued to fund non-housing projects	304,714	12,363		6,181	6,181
1999 Bonds Issued to fund non-housing projects	6,139,673	517,554		409,780	409,780
Inter-loan for SERAF payment to State of CA					
Paying Agent Fees	10,730	5,365		5,365	5,365
Legal Advice	-	1,500		750	750
Legal Advice	-	1,500		750	750
Expenses for Successor Agency Operation	-	250,000	125,000		125,000
Housing Element Implementation	-	50,000			-
Property Tax Administration					
Successor Agency Due Dilligence Review	-	15,000		15,000	
RDA Arbitrage Reporting	6,300	2,400		2,400	2,400
Sr Housing Facility Loan - Final Payment	200,000	200,000		200,000	200,000
City Loan entered into on 6/17/99 Firestation Project	475,000	-			-
2% Election Payments per Section 33686	376,423.98	125,475.00		125,475.00	125,475.00
<u>Audit Functions for Successor Agency</u>	<u>18,248.00</u>	<u>10,000.00</u>		<u>10,000.00</u>	<u>10,000.00</u>
TOTAL	7,531,088	1,191,156	125,000	775,701	900,701

RESOLUTION NO. 01 - 2013

**A RESOLUTION APPROVING AND ADOPTING THE
4th RECOGNIZED OBLIGATION PAYMENT SCHEDULE
(ROPS 13/14A) FOR THE TIME PERIOD OF
JULY 1, 2013 THROUGH DECEMBER 31, 2013,
PURSUANT TO SECTION 31471(h) AND 34177(l)(1)
OF THE CALIFORNIA REDEVELOPMENT LAW**

**THE OVERSIGHT BOARD
Successor Agency for the City of Clayton, California**

WHEREAS, pursuant to the California Community Redevelopment Law (Health and Safety Code Section 33000 et seq.; the "Redevelopment Law"), the City Council (the "City Council") of the City of Clayton (the "City") adopted in accordance with the California Community Redevelopment Law, City Ordinance No. 243 on 20 July 1987 adopting the Redevelopment Plan for the Clayton Redevelopment Project Area (the "Redevelopment Plan"), as amended from time to time; and

WHEREAS, the Redevelopment Agency of the City of Clayton (the "Agency") is responsible for implementing the Redevelopment Plan pursuant to said Redevelopment Law; and

WHEREAS, Assembly Bill X1 26 (the "Dissolution Act") and Assembly Bill X1 27 (the "Alternative Redevelopment Program Act") were enacted by the State of California on June 28, 2011, to significantly modify the Community Redevelopment Law and to end the existence of or modify continued operation of redevelopment agencies throughout the state (Health & Safety Code §33000, et seq.; the "Redevelopment Law"); and

WHEREAS, on August 11, 2011, the California Supreme Court agreed to review the California Redevelopment Association and League of California Cities' petition challenging the constitutionality of these Redevelopment Restructuring Acts; and

WHEREAS, on December 29, 2011, the California Supreme Court ruled that the Dissolution Act is largely constitutional and the Alternative Redevelopment Program Act is unconstitutional; and

WHEREAS, the Court's decision means that all California redevelopment agencies, including the Clayton Redevelopment Agency, are now terminated and have been automatically dissolved on February 1, 2012 pursuant to the Dissolution Act; and

WHEREAS, on 17 January 2012 by Resolution No. 03-2012, the Clayton City Council did exercise its priority right and took action to become the Successor Agency and the Successor Housing Agency of the former Clayton Redevelopment Agency; and

WHEREAS, pursuant to Section 34177(l)(1) of the Redevelopment Law, each Successor Agency is further required to periodically prepare a six-month Recognized Obligation Payment Schedule (ROPS) covering the time increment from July-December

of each year and then again for January-June of each year until such time the enforceable obligations of its former redevelopment agency have been fully retired or serviced; and

WHEREAS, Section 34177(l)(2) of the Health and Safety Code requires the Successor Agency to the Redevelopment Agency of the City of Clayton ("Successor Agency") to submit to the State Department of Finance ("DOF"), the State Controller, and the Contra Costa County Auditor-Controller ("County Auditor") for review, the 4th Recognized Obligation Payment Schedule (ROPS 13/14A), for the period July 1, 2013 through December 31, 2013 that has been reviewed and approved by the Oversight Board for the Successor Agency City of Clayton ("Board"); and

WHEREAS, Section 34177(m) of the Health and Safety Code requires that the 4th ROPS be submitted to the State of California Department of Finance, after approval by the Oversight Board, no later March 1, 2013; and

WHEREAS, in accordance with that requirement, the City Council, serving as the Successor Agency, at its February 19, 2013 meeting, reviewed, considered the Staff Report plus documents and other written evidence presented at the meeting, then approve the proposed 4th Recognized Obligation Payment Schedule (ROPS 13/14A) by its adoption of Successor Agency Resolution No. 1 -2013; and

WHEREAS, at its regular duly posted public meeting on February 28, 2013, the Oversight Board received the Successor Agency's approved 4th Recognized Obligation Payment Schedule (ROPS 13/14A) and did duly consider the listed bonded indebtedness payments, contractual obligation expenses and other items allow for payment by ABx26 and AB 1484; and

WHEREAS, under Title 14 of the California Code of Regulations, Section 15378(b)(4), the approval of the ROPS is exempt from the requirements of the California Environmental Quality Act ("CEQA") in that it is not a project, but instead consists of the continuation of an existing governmental funding mechanism for potential future projects and programs, and does not commit funds to any specific project or program because it merely lists enforceable obligations previously entered into and approved by the former Clayton Redevelopment Agency.

NOW, THEREFORE, BE IT RESOLVED that the Oversight Board for the Successor Agency for the City of Clayton, California does hereby find the above Recitals are true and correct and have served, together with the supporting documents, as the basis for the findings and approvals set forth below.

BE IT FURTHER RESOLVED that the Oversight Board does hereby approve and adopt the 4th Recognized Obligation Payment Schedule (ROPS 13/14A), for the Period of July 1, 2013 – December 31, 2013 attached hereto as "Exhibit A" and incorporated herein as if fully set forth in this Resolution.

BE IT FURTHER RESOLVED that the Oversight Board authorizes and directs its City Manager or the City Manager's designee to: (1) post the 4th Recognized Obligation Payment Schedule (ROPS 13/14A) Schedule (Exhibit A) on the City's website; (2)

designate a City representative to whom all questions related to the 4th Recognized Obligation Payment Schedule (ROPS 13/14A) Schedule can be directed; (3) notify, by mail or electronic means, the County Auditor-Controller, the State Department of Finance, and the State Controller of the Oversight Board's action to adopt the 4th Recognized Obligation Payment Schedule (ROPS 13/14A) Schedule and to provide those persons with the internet website location of the posted schedule and the contact information for the City's designated contact; and (4) to take such other actions and execute such other documents as are appropriate to effectuate the intent of this Resolution and to implement the Recognized Obligation Payment Schedule on behalf of the Oversight Board, Successor Agency and City, including if necessary, making modifications to the 4th Recognized Obligation Payment Schedule (ROPS 13/14A) Schedule determined by the Successor Agency's City Manager to be reasonable and financially feasible to meet its legally required financial obligations.

BE IT FURTHER RESOLVED that if any section, subsection, subdivision, paragraph, sentence, clause or phrase of this Resolution or of Exhibit A, or any part thereof is for any reason held to be unconstitutional, invalid or ineffective, such decision shall not effect the validity or effectiveness of the remaining portions of this Resolution, Exhibit A or any part thereof. The Oversight Board, acting for the Successor Agency, hereby declares that it would have passed each section, subsection, subdivision, paragraph, sentence, clause or phrase of this Resolution or of Exhibit A irrespective of the fact that one or more sections, subsections, subdivision, paragraphs, sentences, clauses or phrases be declared unconstitutional, invalid or ineffective. To this end the provisions of this Resolution and of Exhibit A are declared to be severable.

AND BE IT FURTHER RESOLVED that this Resolution shall and does take immediate effect upon its adoption.

PASSED, APPROVED AND ADOPTED by the Oversight Board for the Successor Agency of the City of Clayton, California at a regular public meeting thereof held on the 28th day of February 2013 by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

THE OVERSIGHT BOARD FOR THE
SUCCESSOR AGENCY FOR THE
CITY OF CLAYTON, CA

Dan Richardson, Chair

ATTEST:

Laura Hoffmeister, Clerk of the Board

Laura/OB reso 4 ROPS adoption.doc

CLAYTON (CONTRA COSTA)
Pursuant to Health and Safety Code section 34185 (a)
PRIOR PERIOD ESTIMATED OBLIGATIONS vs. ACTUAL PAYMENTS
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS II)
July 1, 2012 through December 31, 2012

Item #	Project Name / Debt Obligation	Payee	Description/Project Scope	Project Area	LMIHF		Bond Proceeds		Reserve Balance		Admin Allowance		RPTTF	
					Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual
1	RDA contractaw stubsky entered on 10/1/2001	Diamond Terrace Investors	Loan - Final Anniversary Distribution	All	5292,350	\$19,157	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
2	1956 Tax Allocation Bonds Series A	US Bank	Bonds issued to fund non-housing projects	All	200,000				6,181	6,181				6,181
3	1989 Tax Allocation Bonds	US Bank	Bonds issued to fund non-housing projects	All					403,360	403,360				403,360
4	City Loan entered into on 6/17/1989	City of Clayton	Loan P & I on CCO's Fire Station Land*	All					78,375	78,375				0
5	City Loan entered into on 5/19/71	City of Clayton	Loan for S.E.A.C. payments	All					74,053	74,053				0
6	Contract for Consulting Services	Thales Consulting	RCA State Controller's Report 2010/11-2011/12	All					1,865	1,865				0
7	Successor Agency Functions	Cropper Accountancy Corp	Successor Agency Due Diligence Audit	All	5,000	5,000			4,124	4,124				2,625
8	Contract for Consulting Services	NBS Gov't Finance	Paying Agent Fee	All					2,400	2,400				0
9	Contract for Consulting Services	US Bank	Housing Element Implementation	All					0	0				0
10	Contract for Consulting Services	Genek Planning	Legal Advice	All	87,350	8,157			32,000	32,000				125,002
11	Contract for Consulting Services	Goldfarb/Upman/BIBK	Expenses for Successor Agency Operations	All					124,998	124,998				3,547,265
12	Successor Agency Functions	City of Clayton	AB 1484 Demand	All					0	0				0
13	AB 1484 Demand	CCO Auditor Controller	2% Election payments per section 31676	All					0	0				0
14	City Loan entered into on 2/16/2010	City of Clayton	property Tax Administrative Cost	All					0	0				0
15	Statutory Payments	County		All					0	0				0



Agenda Date: 2/28/13

Agenda Item: 2 b

STAFF REPORT

TO: HONORABLE CHAIRMAN AND BOARD MEMBERS

FROM: Laura Hoffmeister, Asst. to the City Manager

MEETING DATE: February 28, 2013

SUBJECT: Consideration of Resolution No: 2-2013 amending the Oversight Board Rules of Procedures - change to Regular Meeting Date/Time; other modifications.

RECOMMENDATION

It is recommended the Oversight Board consider the below request to change the Regular Meeting Date/Time (currently as needed on the last Thursday of the Month at 3pm) which has been requested by Board member Mitchoff.

Additionally staff is recommending some cleanup/internal consistency language to the Rules of Procedures to be considered and included in the Resolution; changing references of Bylaws to Rules of Procedures; adding notices and reports can be provided to Board members via email; delete the reference to Annual Meeting; change amendment notification timing from 7 days to 3 days;

Adoption of the Attached Resolution 2-2013 would be necessary to implement any of the above changes.

BACKGROUND

On April 26, 2012, the Oversight Board adopted Resolution No. 1-2012 which included the regular meeting date/time and place, in its 'Rules of Procedures' of the Oversight Board as required under State Law. In that action, the Oversight Board stipulated the regular meeting to be as needed on the last Thursday of the Month at 3:00 pm.

Recently Board Member Mitchoff, who represents the Board of Supervisors, informed staff that her internal and external committee appointments have changed at the Board of Supervisors, and now conflict with the previously established regular meeting date of the Oversight Board.

Oversight Board member Mitchoff will not be in attendance at the meeting on February 28th due to this conflict, however has provided via an email from Lisa Chow of her staff the following availability options for the Oversight Board considerations:

"These are times that will work with Supervisor Mitchoff's schedule. While I cannot guarantee her attendance at every meeting, the current schedule directly conflicts with another regularly scheduled meeting."

- 1st Monday at 10 am
- 2nd Wednesday after 1:30 pm
- 3rd Monday at 10 am or after 1:30 pm

Pursuant to the State Law on Oversight Boards, if a Board member seat becomes vacant, [vacant is prescribed in the adopted Rules of Procedure as unexcused absences for three meetings within six (6) consecutive calendar months, or excused absences within twelve (12) consecutive calendar months], a replacement must be made by the appointing body within 60 days. If the appointing body does not make the replacement appointment within the time period the State Governor shall make an appointment of his or her choosing (the appointment does not require the person to be of the prior representing body). Oversight Board member Mitchoff Supervisors District includes the City of Clayton, thus was one of the considerations by the Board of Supervisors in appointing her to the Clayton Oversight Board.

Staff has identified some clean up language to the Rules of Procedures:

- To change in Article II, Section 4, ... "Bylaws.." to "Rules of Procedures"
- To change in Article II, Section 5 ... "at each annual meeting" to "annually"
- To change in Article II Section 5, ... "the next annual meeting to "for a period of one year"
- To change in Article V the word "Bylaws" to "Rules of Procedures"; and to change 7 days to 3 days (72 hours). This time frame would be consistent with other sections of the document making reference to reports and notices a minimum of 72 hours.
- In the Section of Regular Meetings and Special Meetings to include notification and reports to be provided to Board members via email in addition to personal delivery and mail. Although mail is not specified as to what type, it would be clearer to include email as an option so it is not construed that mail was referring to hard copy paid delivery type mail (i.e.: US Mail, UPS, Fed X, Courier deliver etc.).
- To delete Section 1 of Article III, which requires an Annual Meeting with published notice in newspaper of general circulation. As the process has unfolded under the state legislation the Successor Agency's ROPs are prepared two times a year and require Oversight Board action at a public meeting prior to filing with the State Department of Finance. Thus having an additional Oversight Board meeting as an Annual Meeting may be redundant. Additionally State Law requires public meetings of public bodies such as the Oversight Board, to have their agendas and legal notices publically posted – in Clayton the postings are at the City Hall, plus Library and Downtown City Public meeting posting boards. The State Law requires all agendas, notices, reports, resolutions, minutes of the Oversight Board on its website. There is nothing contained in the State Legislation requiring the 10 day advance newspaper notice of Oversight Board meetings, or General Meeting. Staff believes this item is redundant.

Attachments:

Resolution No. 2 – 2013

Rules of Procedures v. 42612

RESOLUTION NO. 02 - 2013

**A RESOLUTION APPROVING AMENDMENTS TO THE RULES
OF PROCEDURES FOR THE OVERSIGHT BOARD OF THE
SUCCESSOR AGENCY FOR THE CITY OF CLAYTON**

**THE OVERSIGHT BOARD
Successor Agency for the City of Clayton, California**

WHEREAS, the Oversight Board for the Successor Agency for the City of Clayton, California organized itself on April 26, 2012 pursuant to Chapter 4 (commencing with Section 34179) of part 1.85 of Division 24 of the Health and Safety Code; and

WHEREAS, at its meeting on April 26, 2012 the Oversight Board did approve and adopt Resolution 1-2012 which included establishment of Rules and Procedures for the conduct of its businesses; and

WHEREAS, the Oversight Board, at its February 28, 2013 public meeting, reviewed the its Rules of Procedures and staff report and has determined that modifications are in order.

NOW, THEREFORE, BE IT RESOLVED that the Oversight Board for the Successor Agency for the City of Clayton, California does hereby amend its April 26, 2012 Rules of Procedures as follows:

- Article II, Section 4: Change the word Bylaws to “Rules of Procedures”
- Article II, Section 5 – delete ...”at each annual meeting” and replace with “annually” ;
- Article II Section 5,- delete “the next annual meeting” and replace with “for a period of one year”
- Article III, Section 1: Annual Meeting; delete this Section and renumber remaining Sections
- change Regular Meeting as needed on the fourth Thursday of the month at 3pm to Regular Meeting as needed on the _____ (first/third/etc) _____ (day of week Monday/Wednesday etc) time _____
- Add “email” after to communication method of Regular Meetings and Special Meetings Sections of Article III
- Article V Amendments: Change the word Bylaws to “Rules of Procedures”; change 7 days written notice to 72 hours written notice

NOW, THEREFORE, BE IT FURTHER RESOLVED that the Oversight Board authorizes and Clerk of the Board to post the Amended Rules of Procedures on the City's website and to provide notification to the Successor Agency.

AND BE IT FURTHER RESOLVED that this Resolution shall and does take immediate effect upon its adoption.

PASSED, APPROVED AND ADOPTED by the Oversight Board for the Successor Agency of the City of Clayton, California at a regular public meeting thereof held on the 28th day of February 2013 by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

THE OVERSIGHT BOARD FOR THE
SUCCESSOR AGENCY FOR THE
CITY OF CLAYTON, CA

Dan Richardson, Chair

ATTEST:

Laura Hoffmeister, Clerk of the Board

RULES OF PROCEDURE

OVERSIGHT BOARD

**FOR THE
SUCCESSOR AGENCY OF THE CITY OF CLAYTON**

ARTICLE I - THE OVERSIGHT BOARD

Section 1. Name of Oversight Board

The name of the Oversight Board shall be the "Oversight Board for the City of Clayton Successor Agency" ("Oversight Board").

Section 2. Membership/Duration

a. **Total Membership/Appointment**

The total membership of the Oversight Board shall be seven (7), selected as follows or as may be amended by any amendments to Health and Safety Codes Section 34179:

- (1) One member shall be appointed by the Board of Supervisors of the County of Contra Costa;
- (2) One member shall be appointed by the Mayor of the City of Clayton;
- (3) One member shall be appointed by the largest, by property tax share, special district (as defined in Revenue and Taxation Code Section 95) with territory in the territorial jurisdiction of the former Clayton Redevelopment Agency;
- (4) One member, to represent schools, shall be appointed by the elected County of Contra Costa Superintendent of Education or, if the County Superintendent is appointed, then this member shall be appointed by the County of Contra Costa Board of Education;
- (5) One member shall be appointed by the Chancellor of the California Community Colleges to represent community college districts in the City of Clayton;
- (6) One member shall be a member of the public appointed by the Board of Supervisors of the County of Contra Costa; and

- (7) One member, to represent the employees of the former Clayton Redevelopment Agency, shall be appointed by the Mayor of the City of Clayton from the recognized employee organization representing the largest number of former Clayton Redevelopment Agency employees employed by the Clayton Successor Agency at the time of appointment.

The Governor may appoint individuals to fill any member position identified herein that has not been filled by May 15, 2012. Following its initial formation, the Oversight Board shall report the names of its officers and other members to DOF.

The members shall serve without compensation and without reimbursement for expenses. Each member shall serve at the pleasure of the entity that appointed such member.

b. Duration

The Oversight Board shall be and remain established until the sooner of (1) the date that all indebtedness of the former Clayton Redevelopment Agency has been repaid, or (2) July 1, 2016, at which time the Oversight Board shall be dissolved and replaced by a single oversight board for all successor agencies within the County of Contra Costa.

Section 3. Local Entity

Pursuant to subdivision (e) of Section 34179 of the Health and Safety Code, the Oversight Board shall be deemed to be a local entity for purposes of the Ralph M. Brown Act, the California Public Records Act, and the Political Reform Act of 1974.

Section 4. Personal Immunity

Oversight Board members shall have personal immunity from suit for their actions taken within the scope of their responsibilities as members of the Oversight Board.

Section 5. Fiduciary Responsibilities

Oversight Board members shall have fiduciary responsibilities to holders of enforceable obligations, as that term is defined in subdivision (d) of Section 34171 of the Health and Safety Code, and the taxing entities that benefit from distributions of property tax and other revenues pursuant to Section 34188 of the Health and Safety Code.

Section 6. Resignation

Any Oversight Board member may resign at any time by giving written notice to the Chairperson, who shall forward such notice to the Successor Agency and to DOF. Any such resignation will take effect upon receipt or upon any date specified therein. The acceptance of such resignation shall not be necessary to make it effective.

Section 7. Filling of Vacancies

In the event of a vacancy on the Oversight Board, the appointing entity for the vacant seat shall select a member to fill such vacancy as soon as reasonably practicable, provided, however, that the Governor may appoint individuals to fill any member position that remains vacant for more than sixty (60) days.

Section 8. Staff

The Oversight Board may direct the staff of the Successor Agency, through the City Manager or his/her designee, to perform work in furtherance of the duties and responsibilities of the Oversight Board. The Successor Agency shall pay for all of the costs of the meetings of the Oversight Board and may include those costs in the administrative budget of the Successor Agency. The Successor Agency shall keep the records of the Oversight Board, and the City Manager shall designate a staff member to act as secretary at the meetings of the Oversight Board. The secretary shall prepare agendas and minutes of meetings of the Oversight Board, shall keep a record of the meetings in a journal of proceedings of the Oversight Board, and shall attest to and/or countersign all documents of the Oversight Board.

ARTICLE II - OFFICERS

Section 1. Officers

The officers of the Oversight Board shall consist of a Chairperson and a Vice Chairperson, who shall be elected in the manner set forth in this Article II.

Section 2. Chairperson

The Chairperson shall preside at all meetings of the Oversight Board, and shall submit such agenda, recommendations and information at such meetings as are reasonable and proper for the conduct of the business affairs and policies of the Oversight Board. The Chairperson shall sign all documents necessary to carry out the business of the Oversight Board.

Section 3. Vice Chairperson

The Vice Chairperson shall perform the duties of the Chairperson in the absence or incapacity of the Chairperson. In the event of the death, resignation or removal of the Chairperson, the Vice Chairperson shall assume the Chairperson's duties until such time as the Oversight Board shall elect a new Chairperson.

Section 4. Additional Duties

The officers of the Oversight Board shall perform such other duties and functions as may from time to time be required by the Oversight Board, these Bylaws, or other rules and regulations, or which duties and functions are incidental to the office held by such officers.

Section 5. Election

The Chairperson and Vice Chairperson shall be elected from among the members of the Oversight Board at the first regular meeting of the Oversight Board. Thereafter, the Chairperson and Vice Chairperson shall be elected from among the members of the Oversight Board at each annual meeting. Each officer shall hold office until the next annual meeting of the Oversight Board following his/her election and until his/her successor is elected and in office. Any such officer shall not be prohibited from succeeding himself or herself, but no person shall be elected as an officer for more than two consecutive terms.

Section 6. Vacancies

Should the office of the Chairperson or Vice Chairperson become vacant, the Oversight Board shall elect a successor from among the Oversight Board members at the next regular or special meeting, and such office shall be held for the unexpired term of said office.

ARTICLE III - MEETINGS

Section 1. Annual Meetings

Annual meetings shall be held on the [~~date/day (e.g., fourth Thursday)~~] in [APRIL _____] of each year at the hour of 3 p.m., in the 1st Floor Conference Room at City Hall, 6000 Heritage Trail, Clayton, California, or at such other locations as the Oversight Board may designate by resolution, provided, however, that should said date be a legal holiday, then any such annual meeting shall be held on the next business day thereafter ensuing which is not a legal holiday. At annual meetings, the Chairperson and Vice Chairperson shall be elected; reports of the affairs of the Clayton Oversight Board shall be considered; and any other business may be transacted which is within the purposes of the Clayton Oversight Board. Notice of an annual meeting shall be published in a newspaper of general circulation in the territorial jurisdiction of the Successor Agency at least once not less than ten (10) days prior to the date of the annual meeting.

Section 2. Regular Meetings

The Oversight Board shall meet regularly on the [date/day ~~(e.g., second and fourth Thursday)~~] of each month, at the hour of 3:00 p.m., in the 1st Floor Conference Room at City Hall, 6000 Heritage Trail, Clayton, California, or at such other locations as the Oversight Board may designate by resolution or in the notice of call of any special meeting. In the event that the regular meeting date shall be a legal holiday, then any such regular meeting shall be held on the next business day thereafter ensuing that is not a legal holiday. A notice, agenda and other necessary documents shall be delivered to the members, personally or by mail, at least seventy-two (72) hours prior to the meeting.

Section 3. Special Meetings

Special meetings may be held upon call of the Chairperson, or an affirmative vote by a majority of the members of the Oversight Board present at a regular or special meeting of the Oversight Board at which a quorum is present, for the purpose of transacting any business designated in the call, after notification of all members of the Oversight Board by written notice personally delivered or by mail at least twenty-four (24) hours before the time specified notice for a special meeting. At such special meeting, no business other than that designated in the call shall be considered.

Section 4. Adjourned Meetings

Any meeting of the Oversight Board may be adjourned to an adjourned meeting without the need for notice requirements of a special meeting, provided the adjournment indicates the date, time and place of the adjourned meeting. Oversight Board members absent from the meeting at which the adjournment decision is made shall be notified by the Chairperson of the adjourned meeting.

Section 5. All Meetings to be Open and Public

All meetings of the Oversight Board shall be open and public to the extent required by law. All persons shall be permitted to attend any such meetings, except as otherwise provided by law.

Section 6. Posting Agendas/Notices

The secretary, or his/her authorized representative, shall post an agenda for each regular Oversight Board meeting or a notice for each special Oversight Board meeting containing a brief description of each item of business to be transacted or discussed at the meeting together with the time and location of the meeting. Agendas/notices shall be at a minimum posted at City Hall, Clayton, California (a location readily accessible to the public) at least seventy-two (72) hours in advance of each regular meeting and at least twenty-four (24) hours in advance of each special meeting.

All notices required by law for proposed actions by the Oversight Board shall also be posted on the Successor Agency's internet web site or the Oversight Board's internet web site, if one exists.

Section 7. Right of Public to Appear and Speak

At every regular meeting, members of the public shall have an opportunity to address the Oversight Board on matters within the Oversight Board subject matter jurisdiction. Public input and comment on matters on the agenda, as well as public input and comment on matters not otherwise on the agenda, shall be made during the time set aside for public comment; provided, however, that the Oversight Board may direct that public input and comment on matters on the agenda be heard when the matter regularly comes up on the agenda.

The Chairperson may limit the total amount of time allocated for public discussion on particular issues and/or the time allocated for each individual speaker.

Section 8. Non-Agenda Items

Matters brought before the Oversight Board at a regular meeting which were not placed on the agenda of the meeting shall not be acted upon by the Oversight Board at that meeting unless action on such matters is permissible pursuant to the Ralph M. Brown Act (Gov. Code §54950 et seq.). Those non-agenda items brought before the Oversight Board which the Oversight Board determines will require Oversight Board consideration and action and where Oversight Board action at that meeting is not so authorized shall be placed on the agenda for the next regular meeting.

Section 9. Quorum

The powers of the Oversight Board shall be vested in the members thereof in office from time to time. A majority of the total membership of the Oversight Board shall constitute a quorum for the purpose of conducting the business of the Oversight Board, exercising its powers and for all other purposes, but less than that number may adjourn the meeting from time to time until a quorum is obtained. An affirmative vote by a majority of the total membership of the Oversight Board shall be required for approval of any questions brought before the Oversight Board.

Section 10. Unexcused Absences

If a member shall be absent from three (3) meetings, whether regular or special, within six (6) consecutive calendar months, such absence shall result in the termination of the membership of the absenting member. A member's absence shall be excused if, prior to the meeting from which said member will be absent, said member notifies the Chairperson of his or her intent to be absent and the reasons therefor; provided, however, that a member shall be entitled to only two (2) excused absences within twelve (12) consecutive calendar months. At each meeting, after the roll has been called, the Chairperson shall report to the Oversight Board the name of any member who has so notified him or her of his or her intent to be absent and the reason for such absence.

Section 11. Order of Business

All business and matters before the Oversight Board shall be transacted in conformance with Robert's Rules of Order.

Section 12. Minutes

Minutes of the meetings of the Oversight Board shall be prepared in writing by the secretary. Copies of the minutes of each Oversight Board meeting shall be made available to each member of the Oversight Board and the Successor Agency. Approved minutes shall be filed in the official book of minutes of the Oversight Board.

ARTICLE IV - REPRESENTATION BEFORE PUBLIC BODIES

Any official representations on behalf of the Oversight Board before the Successor Agency, the Contra Costa County Auditor-Controller, the State Controller, DOF, or any other public body shall be made by the City Manager.

ARTICLE V - AMENDMENTS

These Bylaws may be amended upon an affirmative vote by a majority of the total membership of the Oversight Board, but no such amendment shall be adopted unless at least seven (7) days written notice thereof has previously been given to all members of the Oversight Board. Notice of the amendment shall identify the section or sections of these Bylaws proposed to be amended. The Successor Agency shall be notified of any amendments to these Bylaws.