



April 14, 2016

Ms. Sally Oerth, Deputy Director
City and County of San Francisco
One South Van Ness Avenue, 5th Floor
San Francisco, CA 94103

Dear Ms. Oerth:

Subject: 2016-17 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the City and County of San Francisco Successor Agency (Agency) submitted a Recognized Obligation Payment Schedule for the period July 1, 2016 through June 30, 2017 (ROPS 16-17) to the California Department of Finance (Finance) on January 29, 2016. Finance has completed its review of the ROPS 16-17.

Based on a sample of line items reviewed and application of the law, Finance made the following determinations:

- Item Nos. 294, 300, 315, 318, 336, and 339 – Debt Service Obligations from Redevelopment Property Tax Trust Fund (RPTTF) totaling \$12,759,730 are not approved. The indebtedness obligations associated with Item Nos. 294, 300, 315, 318, 336, and 339 were refunded by the issuance of the Agency's 2016 Series A and C Tax Allocation Refunding Bonds, as authorized by the Agency's Oversight Board (OB) and Finance via OB Resolution Nos. 17-2015 and 18-2015. Consequently, the Agency no longer requires funding for the refunded indebtedness obligations. Therefore, the Agency's request for Item Nos. 294, 300, 315, 318, 336, and 339 from RPTTF totaling \$12,759,730 are not approved and should be retired from the Agency's ROPS.
- Item No. 397 – 2014 Series C Bonds from RPTTF totaling \$13,377,350 is approved. However, the Agency erroneously requested \$1,288,875 of RPTTF for the period of January 1, 2017 through June 30, 2017 (ROPS B period), when the Agency's entire debt service obligation of \$13,377,350 is due within the period of July 1, 2016 through December 31, 2016 (ROPS A period). Therefore, the Agency's ROPS A period request is increased by \$1,288,875, from \$12,088,475 to \$13,377,350 (\$1,288,875 + \$12,088,475). Consequently, the Agency's ROPS B period request of \$1,288,875 is reduced to zero. Finance notes the total ROPS 16-17 RPTTF funding for Item No. 397 is unchanged.
- Item Nos. 399, 400, and 401 – 2016 Series A, B, and C Bonds (2016 Bonds) requested from RPTTF totaling \$13,678,033 are partially approved in the amount of \$11,266,572. At the time the Agency prepared the ROPS, the 2016 Bonds had not been issued and the Agency estimated the amounts that would be owed.

Since then, the 2016 Bonds have been issued. Therefore, Finance made the following adjustments to account for the actual debt service payment obligations:

- Item No. 399 – 2016 Series A Bonds requested from RPTTF in the amount of \$4,713,950 is partially approved for \$2,853,161. Therefore, the Agency's excess request of \$1,860,789 (\$4,713,950 - \$2,853,161) is not approved.
 - Item No. 400 – 2016 Series B Bonds requested from RPTTF in the amount of \$5,913,614 is partially approved for \$3,192,483. Therefore, the Agency's excess request of \$2,721,131 (\$5,913,614 - \$3,192,483) is not approved.
 - Item No 401 – 2016 Series C Bonds requested from RPTTF in the amount of \$3,050,469 is increased to \$5,220,928. Therefore, the Agency's RPTTF request is increased by \$2,170,459 (\$5,220,928 - \$3,050,469) in order for the Agency to meet their ROPS 16-17 debt service obligation.
- In addition, with the Agency's concurrence, Finance made the following adjustments to the Agency's ROPS 16-17 involving Bond Proceeds, Reserve Balances, and Other Funds in order to accurately reflect the amounts and funding sources required for the Agency's ROPS 16-17 obligations:

Bond Proceeds			
Item No.	Requested	Approved	Increase / (Decrease)
394	\$ 12,211,859	\$ 13,677,771	\$ 1,465,912
397	\$ 0	\$ 4,650,000	\$ 4,650,000
407	\$ 7,500,000	\$ 17,026,862	\$ 9,526,862
411	\$ 1,098,842	\$ 2,039,860	\$ 941,018
413	\$ 4,995,909	\$ 3,530,000	\$ (1,465,909)

Reserve Balances			
Item No.	Requested	Approved	Increase / (Decrease)
85	\$ 936,278	\$ 0	\$ (936,278)

Other Funds			
Item No.	Requested	Approved	Increase / (Decrease)
85	\$ 0	\$ 936,278	\$ 936,278
143	\$ 3,300,000	\$ 3,330,000	\$ 30,000
359	\$ 1,747,748	\$ 1,836,400	\$ 88,652
394	\$ 10,548,141	\$ 8,023,141	\$ (2,525,000)
397	\$ 4,650,000	\$ 0	\$ (4,650,000)
411	\$ 7,007,592	\$ 6,066,574	\$ (941,018)
413	\$ 1,034,091	\$ 2,500,000	\$ 1,465,909

Except for the items denied or the items that have been adjusted, Finance is not objecting to the remaining items listed on your ROPS 16-17. If you disagree with Finance's determination with respect to any items on your ROPS 16-17, except for those items which are the subject of litigation disputing Finance's previous or related determinations, 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/

The Agency's maximum approved RPTTF distribution for the reporting period is \$117,524,956 as summarized in the Approved RPTTF Distribution Table on Page 5 (See Attachment).

ROPS distributions will occur twice annually, one distribution for the ROPS A period, and one distribution for the ROPS B period based on Finance's approved amounts. Since Finance's determination is for the entire ROPS 16-17 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

On the ROPS 16-17 form, the Agency reported cash balances and activity for the period of July 1, 2015 through June 30, 2016. Finance performs a review of the Agency's self-reported cash balances on an ongoing basis. Be prepared to submit financial records and bridging documents to support the cash balances reported upon request. If it is determined the Agency possesses cash balances that are available to pay approved enforceable obligations, HSC section 34177 (l) (1) (E) requires these balances to be used prior to requesting RPTTF.

In addition, on the ROPS 16-17 form, the Agency was not required to report the estimated obligations versus actual payments (prior period adjustment) associated with the July 1, 2015 through December 31, 2015 period (ROPS 15-16A). The Agency will report actual payments for ROPS 15-16A and ROPS 15-16B on the ROPS 18-19 form pursuant to HSC section 34186 (a) (1). A prior period adjustment will be applied to the Agency's future RPTTF distribution. Therefore, the Agency should retain any difference in unexpended RPTTF.

Please refer to the ROPS 16-17 schedule used to calculate the total RPTTF approved for distribution:

<http://www.dof.ca.gov/redevelopment/ROPS>

Absent a Meet and Confer, this is Finance's determination related to the enforceable obligations reported on your ROPS for the period July 1, 2016 through June 30, 2017. This determination only applies to items when funding was requested for the 12-month period. Finance's determination is effective for this time period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if it was not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of the redevelopment dissolution statutes. 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 Agency in the RPTTF.

Ms. Sally Oerth
April 14, 2016
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Please direct inquiries to Wendy Griffe, Supervisor, or Jonathan Cox, Lead Analyst, at
(916) 445-1546.

Sincerely,



JUSTYN HOWARD
Program Budget Manager

cc: Ms. Tiffany Bohee, Exective Director, City and County of San Francisco
Mr. James Whitaker, Property Tax Manager, San Francisco County

Attachment

Approved RPTTF Distribution			
For the period of July 2016 through June 2017			
	ROPS A Period	ROPS B Period	Total
Requested RPTTF (excluding administrative obligations)	\$ 39,495,684	\$ 90,209,200	\$ 129,704,884
Requested Administrative RPTTF	1,495,631	1,495,632	\$ 2,991,263
Total RPTTF requested for obligations on ROPS 16-17	\$ 40,991,315	\$ 91,704,832	\$ 132,696,147
<u>Adjustment to Agency Requested RPTTF</u>			
Item No. 397	1,288,875	0	1,288,875
Item No. 401	0	2,170,459	2,170,459
Total RPTTF adjustments	1,288,875	2,170,459	3,459,334
Total RPTTF requested	40,784,559	92,379,659	133,164,218
<u>Denied Items</u>			
Item No. 294	0	(1,023,018)	(1,023,018)
Item No. 300	0	(2,243,746)	(2,243,746)
Item No. 315	0	(1,891,988)	(1,891,988)
Item No. 318	0	(3,742,976)	(3,742,976)
Item No. 336	0	(2,821,082)	(2,821,082)
Item No. 339	0	(1,036,920)	(1,036,920)
Item No. 397	0	(1,288,875)	(1,288,875)
Item No. 399	(1,860,789)	0	(1,860,789)
Item No. 400	0	(2,721,131)	(2,721,131)
	(1,860,789)	(16,769,736)	(18,630,525)
Total RPTTF authorized	38,923,770	75,609,923	\$ 114,533,693
Total Administrative RPTTF authorized	1,495,631	1,495,632	\$ 2,991,263
Total RPTTF approved for distribution	40,419,401	77,105,555	\$ 117,524,956

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

Item #	Project Name/ Debt Obligation	Obligation Type	Contract/ Agreement Execution Date	Contract/ Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	ROPS 16-17 Total	16-17A					16-17B							
											Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)					RPTTF		Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		16-17B Total
											Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	16-17A Total	Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin		
1	Agency Admin Operations	Admin Costs	1/1/2016	6/30/2017	Agency and contracted staff resources	ADM	\$ 10,920,734,286		\$ 462,511,817	\$ 82,921,607	\$ -	\$ 88,089,847	\$ 38,923,770	\$ 1,495,631	\$ 211,430,855	\$ 97,368,474	\$ -	\$ 76,606,933	\$ 75,609,923	\$ 1,495,632	\$ 251,080,962		
7	Agency Admin Operations	Admin Costs	1/1/2016	6/30/2017	CALPERS	Accrued Pension Liability . Current payment amount based on amount above normal cost employer required to pay.	ADM	97,270,835	N	\$ 2,991,263				1,495,631	1,495,631				1,495,632	1,495,632			
9	Agency Admin Operations	Admin Costs	1/1/2016	6/30/2017	CalPERS	Retiree Medical payments	ADM	11,378,284	N	\$ 536,660			536,660		536,660								
11	Property management of Shoreview Park	Property Maintenance	4/1/2010	6/30/2017	Twin III Maintenance / CCSF SFPUC	Property management personal services contract	Various	17,000	N	\$ 1,746,576				720,000	720,000			1,026,576		1,026,576			
12	LMIHF Loan Repayment per former SFRA Resolution No. 25-2010	SERAF/ERAF	3/16/2010	6/30/2022	Successor Agency	Repayment of \$16.483 borrowed by the former SF Redevelopment Agency from Low-Mod Income Housing Fund (LMIHF) for SERAF payment in 2010	Agency-wide-Housing	16,022,029	N	\$ 20,540				10,270	10,270			886,304		886,304			
17	College Track	Miscellaneous	6/21/2011	6/20/2018	US Bancorp CDC	Indemnification Agreement with US Bancorp CDC on 6/21/11 for 7 years for \$2.47 MM - \$4.7 MM if a recapture event occurs on College Track project	BVHP	4,700,000	N	\$ -					-								
20	Ground Lease Agreement - Cala Foods - 345 Williams Street	Property Maintenance	10/29/1991	10/31/2031	See Notes	Ground lease agreement with grocery store chain to build and operate a grocery store. Requires ongoing project management.	BVHP	-	N	\$ -					-								
21	HPS Phase 1 DDA	OPA/DDA/Construction	12/2/2003	12/31/2023	Various payees listed below	Disposition and Development Agreement	HPS-CP	34,246,000	N	\$ -					-								
22	Letter Agreement	Project Management Costs	4/5/2005	12/31/2023	CCSF/ DPW (Phase 1)	City staff (Taskforce) reimbursement for work performed on HPS	HPS-CP	1,345,000	N	\$ 425,000		212,500			212,500			212,500		212,500			
23	Interagency Cooperative Agreement-HPS	Project Management Costs	2/11/2005	12/31/2019	CCSF/ City Attorney or outside counsel (Phase 1)	City attorney or outside counsel reimbursement for work performed on HPS	HPS-CP	402,000	N	\$ 60,000		30,000			30,000			30,000		30,000			
24	Interagency Cooperative Agreement-HPS	Project Management Costs	2/11/2005	12/31/2019	CCSF/ DPH (Phase 1)	City staff reimbursement for work performed on HPS	HPS-CP	246,000	N	\$ 90,000		45,000			45,000			45,000		45,000			
25	Consulting Contract	Professional Services	7/1/2016	6/30/2019	TBD	Administrative support for the HPS CAC	HPS-CP	350,000	N	\$ 350,000		175,000			175,000			175,000		175,000			
26	HPS Phase 1 DDA-Community Benefits Agreement	OPA/DDA/Construction	12/2/2003	12/31/2023	Various payees	Phase 1 DDA required transfer of Community benefits funds	HPS-CP	1,000,000	N	\$ 500,000		250,000			250,000			250,000		250,000			
30	HPS Phase 2 DDA	OPA/DDA/Construction	6/3/2010	10/31/2057	Various payees listed below	Disposition and Development Agreement	HPS-CP	158,000,000	N	\$ -					-								
31	Consulting Services	Professional Services	3/15/2011	12/31/2017	Overland, Pacific & Cutler	Relocation services	HPS-CP	292,000	N	\$ 150,000		75,000			75,000			75,000		75,000			
32	Legal Services Contract	Professional Services	2/3/2009	12/31/2033	Kutak Rock (Phase 2)	Legal services contract related to property transfer	HPS-CP	80,000	N	\$ 80,000		40,000			40,000			40,000		40,000			
33	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	12/31/2039	CCSF/ Planning(Phase 2)	City staff reimbursement for work performed on HPS	HPS-CP	5,751,000	N	\$ 250,000		125,000			125,000			125,000		125,000			
34	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	12/31/2039	CCSF/ City Attorney or outside counsel (Phase 2)	City attorney or outside counsel reimbursement for work performed on HPS	HPS-CP	18,569,000	N	\$ 950,000		475,000			475,000			475,000		475,000			
35	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	12/31/2039	CCSF/ DPW (Phase 2)	City staff reimbursement for work performed on HPS	HPS-CP	18,876,000	N	\$ 1,150,000		575,000			575,000			575,000		575,000			
36	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	12/31/2039	CCSF/ OEWD (Phase 2)	City staff reimbursement for work performed on HPS	HPS-CP	2,782,000	N	\$ 200,000		100,000			100,000			100,000		100,000			
37	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	12/31/2039	CCSF/ DPH (Phase 2)	City staff reimbursement for work performed on HPS	HPS-CP	4,278,000	N	\$ 350,000		175,000			175,000			175,000		175,000			
38	Insurance consulting and placement	Project Management Costs	6/3/2010	12/31/2039	CCSF or other insurance provider	Insurance premium payments for Liability insurance	HPS-CP	950,000	N	\$ 73,600		18,200			18,200			55,400		55,400			
39	Transportation Plan Coordination	Project Management Costs	6/3/2010	12/31/2039	CCSF/ MTA	City staff reimbursement for work performed on HPS	HPS-CP	3,781,000	N	\$ 450,000		225,000			225,000			225,000		225,000			
40	TIFIA Loan Agreement	Improvement/Infrastructure	6/1/2010	12/31/2039	TBD	Phase 2 transportation improvements	HPS-CP	1,200,000	N	\$ -					-								
41	Legal Service Contract	Professional Services	2/19/2010	12/31/2026	Jones Hall	Bond counsel and legal financial consultants	HPS-CP	48,000	N	\$ 50,000		25,000			25,000			25,000		25,000			
42	Legal Services Contract	Professional Services	5/6/2008	6/30/2036	Shute Mihaly (Phase 2)	Legal services contract related to State Lands	HPS-CP	450,000	N	\$ 450,000		225,000			225,000			225,000		225,000			
43	State Lands Staff Reimbursement	Project Management Costs	4/6/2011	6/30/2036	State Lands Commission (Phase 2)	State Lands staff reimbursement for work performed on HPS	HPS-CP	1,144,000	N	\$ 50,000		25,000			25,000			25,000		25,000			
44	State Parks Staff Reimbursement	Project Management Costs	4/6/2011	6/30/2036	CA State Parks and assoc. payees (Phase 2)	State Parks staff reimbursement for work performed on HPS and other consultants effectuating transfer	HPS-CP	1,112,000	N	\$ 262,000		131,000			131,000			131,000		131,000			
46	TIFIA loan application consultant costs and fee	Fees	7/1/2015	6/30/2017	US Department of Transportation and Others	TIFIA loan application fee	HPS-CP	1,900,000	N	\$ 1,900,000		950,000			950,000			950,000		950,000			
48	Financial Services	Professional Services	12/7/2012	6/30/2017	Seifel/ Colin Elliott Consulting	Real Estate economic advisory services	HPS-CP	75,000	N	\$ 25,000		12,500			12,500			12,500		12,500			
49	Phase 2 DDA & Tax Increment Allocation Pledge Agreement	OPA/DDA/Construction	6/3/2010	10/31/2057	Successor Agency and CP DEVELOPMENT CO., LP	Phase 2 DDA & Tax Increment Allocation Pledge Agreement	HPS-CP	3,950,194,000	N	\$ -					-								
50	EDA Grant Agreement	Miscellaneous	9/21/2006	3/30/2018	Various payees listed below	Grant from the U.S. Economic Development Administration for the study and creation of an "Arts and Technology District" on HPS	HPS-CP	5,200,000	N	\$ -					-								
51	Public Art Consulting Contract	Professional Services	5/18/2010	10/1/2016	Helene Fried Assoc. (EDA/CHRP)	Art consultant services for the public art program at HPS	HPS-CP	-		\$ -					-								
52	Contract for the creation of 1 piece of public art	Professional Services	5/18/2010	10/1/2016	Eric Powell (EDA/CHRP)	Public Art	HPS-CP	-		\$ -					-								
53	Contract for the creation of 1 piece of public art	Professional Services	5/18/2010	10/1/2016	Jason Webster (EDA/CHRP)	Public Art	HPS-CP	-		\$ -					-								
54	Contract for the creation of 1 piece of public art	Professional Services	5/18/2010	10/1/2016	Jerry Barrish (EDA/CHRP)	Public Art	HPS-CP	-		\$ -					-								

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

Item #	Project Name/ Debt Obligation	Obligation Type	Contract/ Agreement Execution Date	Contract/ Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	ROPS 16-17 Total	16-17A					16-17B							
											Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		16-17B Total		
											Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin			
55	Contract for the creation of 1 piece of public art	Professional Services	5/18/2010	10/1/2016	Jessica Bodner (EDA/CHRP)	Public Art	HPS-CP	-		\$ -													
56	Contract for the creation of 1 piece of public art	Professional Services	5/18/2010	10/1/2016	Marion Coleman (EDA/CHRP)	Public Art	HPS-CP	-		\$ -													
57	Contract for the creation of 1 piece of public art	Professional Services	5/18/2010	10/1/2016	Matthew Geller (EDA/CHRP)	Public Art	HPS-CP	-		\$ -													
58	Contract for the creation of 1 piece of public art	Professional Services	5/18/2010	10/1/2016	Mildred Howard (EDA/CHRP)	Public Art	HPS-CP	-		\$ -													
59	Contract for the creation of 1 piece of public art	Professional Services	5/18/2010	10/1/2016	Rebar (EDA/CHRP)	Public Art	HPS-CP	-		\$ -													
61	Public Art Installation	Professional Services	1/1/2014	9/30/2015	Azul, Inc.	Public Art Installation	HPS-CP	-		\$ -													
62	HPS Building 101 Stabilization/Improvements	Improvement/Infrastructure	12/1/2013	3/30/2018	TBD	Stabilization/ Improvements for HPS Building #101	HPS-CP	5,100,000	N	\$ 5,100,000		2,295,000	255,000		2,550,000			2,295,000	255,000				2,550,000
67	Building 101, CHRP, IAM and Other	Professional Services	4/12/2010	3/30/2018	Various	Advertisement for RFPS and Construction Bids	HPS-CP	5,000	N	\$ 5,000		2,500			2,500			2,500					2,500
69	Construction Administration	Fees	4/12/2010	6/30/2016	CCSF/ DPW	Permit Fee for Artwork *Special Inspection Fee	HPS-CP	-		\$ -													
72	CAL ReUSE	Remediation	10/18/2010	12/31/2019	TBD	State grant funds for lead/asbestos (brownfield) abatement	HPS-CP	4,990,480	N	\$ 4,000,000		2,000,000			2,000,000			2,000,000					2,000,000
75	Conveyance Agreement between the US Government and the Agency	Miscellaneous	3/31/2004	12/1/2036	Department of the Navy and others	Orderly clean up and transfer of balance of HPS property	HPS-CP	7,142,000	N	\$ 50,000			25,000		25,000			25,000					25,000
76	Property Management	Property Maintenance	1/1/2014	12/1/2036	Various vendors	Repairs and maintenance as needed to maintain property	HPS-CP	10,000	N	\$ 10,000			5,000		5,000			5,000					5,000
77	Lease for Building 606 to SFPD	Miscellaneous	5/1/1997	12/1/2036	Department of the Navy	Lease for SFPD facility	HPS-CP	584,100	N	\$ 100,000		50,000			50,000			50,000					50,000
78	Lease Between the US Government and the Agency	Miscellaneous	10/1/2008	12/1/2036	Department of the Navy	Lease for Buildings 103, 104, 115, 116, 117 & 125	HPS-CP	1,104,430	N	\$ 350,000		175,000			175,000			175,000					175,000
79	Consulting Contract	Professional Services	12/20/2009	6/30/2021	TBD (Phase 1 and 2)	Environmental and engineering services	HPS-CP	650,000	N	\$ 650,000		325,000			325,000			325,000					325,000
84	Mission Bay North Owner Participation Agreement	OPA/DDA/Construction	10/26/1998	11/16/2043	FOCIL-MB, LLC	Owner Participation Agreement with FOCIL for construction of MBN Infrastructure and Repayment of CFD Bonds	Mission Bay North	56,170,000	N	\$ 9,605,102	4,802,551				4,802,551	4,802,551							4,802,551
85	Mission Bay North CFD #4	Miscellaneous	10/26/1998	11/16/2043	Mission Bay North of Channel Trustee	Repayment of CFD #4 Bond pursuant to the Owner Participation Agreement with FOCIL for construction of MBN Infrastructure	Mission Bay North	6,018,730	N	\$ 6,018,280		936,278	5,082,002		6,018,280								
86	Tax Increment Allocation Pledge Agreement	OPA/DDA/Construction	11/16/1998	11/16/2043	Successor Agency, FOCIL-MB, LLC (3rd party beneficiary)	Tax Increment Allocation Pledge Agreement	Mission Bay North	56,170,000	N	\$ -													
87	Mission Bay South Owner Participation Agreement	OPA/DDA/Construction	11/2/1998	11/16/2043	FOCIL-MB, LLC	Owner Participation Agreement with FOCIL for construction of MBS Infrastructure	Mission Bay South	276,350,000	N	\$ 73,797,417	36,898,708				36,898,708	36,898,709							36,898,709
88	Tax Increment Allocation Pledge Agreement	OPA/DDA/Construction	11/16/1998	11/16/2043	Successor Agency, FOCIL-MB, LLC (3rd party beneficiary)	Tax Increment Allocation Pledge Agreement	Mission Bay South	276,350,000	N	\$ -													
89	Mission Bay Agency Costs Reimbursements	Project Management Costs	10/26/1998	11/16/2043	Successor Agency and other parties included in Agency Costs	Reimbursement of Agency Costs to implement the OPAs	Mission Bay North and South	6,600,000	N	\$ 500,000		250,000			250,000			250,000					250,000
90	Harris-DPW Contract	Project Management Costs	8/15/2006	8/11/2016	Harris & Associates	Contract with DPW to reimburse Harris for review of FOCIL reimbursements	Mission Bay North and South	11,490,000	N	\$ 360,000		180,000			180,000			180,000					180,000
91	Mission Bay Art Program	Professional Services	11/2/1998	11/2/2028	TBD	Use of Art Fees as required by the Redevelopment Plans	Mission Bay North and South	1,228,106	N	\$ 1,228,106		614,053			614,053			614,053					614,053
92	Owner Participation Agreement - 72 Townsend Street	OPA/DDA/Construction	7/18/2006	7/31/2017	See Notes	Development agreement with developer for 74 condominiums above a rehabilitated historic warehouse. Requires ongoing project management.	RPSB	-	N	\$ -													
101	Contract for design services for Folsom Street, Essex Street, and underpass areas	Professional Services	6/30/2011	6/30/2017	CMG Landscape Architecture	Payment for conceptual designs through contract administration for select open space and streetscape improvements in the Transbay Project Area	Transbay	2,340,000	N	\$ 2,340,000	1,050,000	120,000			1,170,000	1,050,000		120,000					1,170,000
102	Tax Increment Sales Proceeds Pledge Agreement (Tax Increment)	OPA/DDA/Construction	1/31/2008	8/4/2051	Transbay Joint Powers Authority (TJPA)	The tax increment generated from the sale and development of the State-owned parcels is pledged to TJPA for development of the Transit Center as required by the Redevelopment Plan and Cooperative Agreement. The TJPA has executed a Transportation Infrastructure Finance and Innovation Act (TIFIA) loan with the U.S. Department of Transportation that will be repaid with tax increment from the State-owned parcels.	Transbay	1,062,000,000	N	\$ 1,552,146			776,073		776,073			776,073					776,073
105	Implementation Agreement	OPA/DDA/Construction	1/20/2005	8/4/2036	Various	The Agency shall execute all activities related to the implementation of the Transbay Redevelopment Plan, including, but not limited to, activities related to major infrastructure improvements, including new public parks, new pedestrian oriented alleys, and widened sidewalks, etc. The project cost for implementation of the Transbay Redevelopment Plan activities set forth in the Agreement shall be an indebtedness incurred by the Agency and included in the Agency's annual budget submitted to the City	Transbay	241,000,000	N	\$ -													

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Item #	Project Name/ Debt Obligation	Obligation Type	Contract/ Agreement Execution Date	Contract/ Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	ROPS 16-17 Total	16-17A					16-17B						
											Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		16-17B Total	
											Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin		
106	Folsom Street Off-Ramp	Improvement/Infras-structure	1/20/2005	8/4/2036	San Francisco County Transportation Authority (SFCTA)	Design, Bid Management, Construction Management and Construction of Folsom/Fremont Off-Ramp	Transbay	-		\$ -												
107	Streetscape and Open Space Improvements	Project Management Costs	1/20/2005	8/4/2036	CCSF, Department of Public Works and Municipal Transportation Agency	Coordination of design review through City Departments and ancillary streetscape improvement, parcel preparation costs, construction management and administration of improvements	Transbay	19,000,000	N	\$ 19,000,000	8,100,000	900,000	500,000		9,500,000	8,100,000	900,000	500,000			9,500,000	
108	Streetscape and Open Space Improvements	Professional Services	1/20/2005	8/4/2036	San Francisco Arts Commission	Civic Design review of streetscape and open space improvements	Transbay	500,000	N	\$ -												
109	Implementation Agreement Legal Review	Legal	1/20/2005	8/4/2036	City Attorney or outside counsel	Review of all documents and contracts for the Transbay Plan	Transbay	600,000	N	\$ 600,000		175,000	125,000		300,000		175,000	125,000			300,000	
115	Transbay Projections, Planning, Outreach, and Analysis	Professional Services	1/20/2005	8/4/2036	Various	Consultant and advisory services for implementation of Transbay Plan	Transbay	300,000	N	\$ 300,000		100,000	50,000		150,000		100,000	50,000			150,000	
118	Fillmore Heritage Center	Miscellaneous	5/1/2011	6/30/2017	Impark & SF Tax Collector	Garage Management Agreement for the Agency-owned Fillmore Heritage Garage	Western Addition A-2	415,000	N	\$ 415,000		207,500			207,500		207,500				207,500	
119	Fillmore Heritage Center	Miscellaneous	5/1/2011	6/30/2017	Impark	Operating deficit and capital reserves associated with the Garage Management Agreement for the Agency-owned Fillmore Heritage Garage	Western Addition A-2	600,000	N	\$ 600,000		300,000			300,000		300,000				300,000	
123	Disposition and Development Agreement - Fillmore Heritage Center	OPA/DDA/Construc-tion	5/18/2004	8/22/2040	See Notes	Development agreement for a mixed-use project that includes 80 condominiums, a jazz club, two restaurants, a gallery, and a public parking garage. Requires ongoing asset management.	Western Addition A-2	-	N	\$ -												
124	Ground Lease - Commercial Parcel - Fillmore Heritage Center	Property Maintenance	8/23/2005	8/22/2040	See Notes	Ground lease agreement for the commercial portion of a mixed-use project that includes a jazz club, two restaurants, and a gallery. Requires ongoing project management.	Western Addition A-2	-	N	\$ -												
125	Reciprocal Easement Agreement - Fillmore Heritage Center	Property Maintenance	8/26/2005	9/9/2055	See Notes	Agreement that governs the roles and responsibilities, including the payment of common area maintenance charges, between the condominium owners, and the Successor Agency, as owner of the commercial parcel and public parking garage. Requires ongoing project management.	Western Addition A-2	-	N	\$ -												
126	Fillmore Heritage Center	Property Maintenance	8/26/2005	9/9/2055	Fillmore Heritage Center Homeowners' Association	Common area maintenance charges associated with the Agency-owned commercial parcel in the Fillmore Heritage Center	Western Addition A-2	180,000	N	\$ 180,000		90,000			90,000		90,000				90,000	
127	Tenant Improvement Loan - Yoshi's	Third-Party Loans	11/28/2007	11/17/2027	See Notes	Loan to finance tenant improvements for a jazz club. Requires ongoing loan management.	Western Addition A-2	-	N	\$ -												
128	Tenant Improvement Loan - Food For Soul	Third-Party Loans	10/2/2007	10/1/2027	See Notes	Loan to finance tenant improvements for a restaurant. Requires ongoing loan management.	Western Addition A-2	-	N	\$ -												
129	Working Capital Loan - Food For Soul	Third-Party Loans	11/18/2008	11/17/2018	See Notes	Loan to finance working capital needs for a restaurant. Requires ongoing loan management.	Western Addition A-2	-	N	\$ -												
130	Tenant Improvement Loan - Sheba Lounge	Third-Party Loans	1/13/2009	1/13/2019	See notes	Loan to finance tenant improvements for a restaurant/jazz lounge. Requires ongoing loan management.	Western Addition A-2	-	N	\$ -												
131	Tenant Improvement Loan - Sheba Lounge	Third-Party Loans	1/1/2009	12/31/2019	See notes	Loan to finance prevailing wage costs associated with tenant improvements for a restaurant/jazz lounge. Requires ongoing loan management.	Western Addition A-2	-	N	\$ -												
132	Tenant Improvement Loan - Rasselas	Third-Party Loans	12/18/1997	9/1/2023	See notes	Loan to finance tenant improvements for a jazz club. Requires ongoing loan management.	Western Addition A-2	-	N	\$ -												
133	Owner Participation Agreement - 1450 Franklin	OPA/DDA/Construc-tion	12/2/2008	6/30/2017	See notes	OPA with Pacific Heights Franklin Partners LP for a 69-unit mixed-use project at 1450 Franklin Street. Requires ongoing project management.	Western Addition A-2	-	N	\$ -												
134	Owner Participation Agreement - 1301 Divisadero	OPA/DDA/Construc-tion	5/20/2008	6/30/2017	Not applicable	OPA with A & M Properties, L.P. for a 33-unit condominium project at 1301 Divisadero. Requires ongoing project management.	Western Addition A-2	-	N	\$ -												
135	Disposition and Development Agreement - 1210 Scott Street	OPA/DDA/Construc-tion	4/15/2008	4/15/2018	Not applicable	DDA with the Jewish Community High School of the Bay (JCHS) for the acquisition and development of the Agency's 1210 Scott Street parcel for construction a gymnasium and a classroom building. Requires ongoing project management.	Western Addition A-2	-	N	\$ -												
136	Easements with Covenants and Restrictions Affecting Land (ECR) - For land between Fillmore & Webster Streets	Property Maintenance	6/30/1982	11/7/2036	Not applicable	The ECR is an agreement between four adjoining property owners, including the Successor Agency, to develop their parcels together as a unified "commercial center" subject to certain easements & restrictions, and for the ongoing management of the common areas. Requires ongoing property management of the Successor Agency's parcel (Ellis Street Driveway Parcel).	Western Addition A-2	-	N	\$ -												
138	Jessie Square Garage	Bonds Issued On or Before 12/31/10	1/13/2003	8/1/2018	CCSF	Pursuant to a Cooperation and Tax Reimbursement Agreement for payment of garage net operating income to City	YBC	37,000,000	N	\$ 37,000,000	18,500,000			18,500,000		18,500,000					18,500,000	
139	Jessie Square Garage	Miscellaneous	2/15/2005	1/1/2017	City Park; SF Tax Collector	Successor Agency-owned garage operated and managed pursuant to (1) Jessie Square Garage Management Agreement and (2) Subcontract for Jessie Square Garage Operations Management. Both agreements are effective 2/15/2005 and continue month-to-month.	YBC	660,000	N	\$ 660,000	330,000			330,000		330,000					330,000	
140	Yerba Buena Gardens Capital Improvement	Property Maintenance	7/1/1991	7/1/2033	MJM Management Group	Separate Account restricted funds for payments to OCII's property manager to cover capital repairs, replacements, and deferred maintenance costs in Yerba Buena Gardens	YBC	6,000,000	N	\$ 6,000,000	586,048	2,413,951		2,999,999	586,049	2,413,952					3,000,001	
141	Yerba Buena Gardens Property Management	Property Maintenance	7/1/2009	6/30/2018	MJM Management Group/Various	Personal Services Contract for annual operations payments and full-time, on-site property management of OCII-owned Yerba Buena Gardens	YBC	4,500,000	N	\$ 4,500,000	2,250,000			2,250,000		2,250,000					2,250,000	
142	Children's Creativity Museum	Miscellaneous	7/1/1997	6/30/2022	Children's Creativity Museum	Operating Agreement: for the operations of a hands-on children's creativity museum	YBC	3,000,000	N	\$ 600,000	300,000			300,000		300,000					300,000	
143	Yerba Buena Center for the Arts	Miscellaneous	6/15/2004	6/30/2019	Yerba Buena Center for the Arts	Amended and Restated Agreement for Operation of Cultural Facilities for operation of galleries, forum and theatre	YBC	6,660,000	N	\$ 3,330,000	1,665,000			1,665,000		1,665,000					1,665,000	
144	Yerba Buena Gardens outdoor programming	Miscellaneous	7/11/2000	6/30/2018	Yerba Buena Arts and Events	Yerba Buena Gardens Programming Agreement for outdoor programming in the public open spaces at YBG	YBC	75,000	N	\$ 75,000	37,500			37,500		37,500					37,500	

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											Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		16-17B Total	
											Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin		
145	Community Benefit District Assessment	Fees	1/1/2009	12/31/2030	CCSF - Tax Collector	CBD assessment for YBG property owned by the Successor Agency	YBC	1,131,000	N	\$ 87,000			43,500			43,500			43,500			43,500
147	Legal Review	Legal	2/1/2012	6/30/2018	City Attorney's Office or outside counsel	Legal Review of Transactions Related to YBG Separate Account Leases/Operators & YBC Related Transactions	YBC	40,000	N	\$ 40,000			20,000			20,000			20,000			20,000
151	The Mexican Museum	Miscellaneous	12/14/2010	12/14/2020	The Mexican Museum	A Grant Agreement with the Mexican Museum to provide funding for predevelopment, design and construction of tenant improvements for a new museum associated with a new mixed-use project on a site that includes 706 Mission Street and Agency disposition parcel CB-1-MM	YBC	7,785,119	N	\$ -												
152	Owner Participation Agreement - 680 Folsom	OPA/DDA/Construction	4/1/2008	6/30/2017	Not applicable	OPA with 680 Folsom Owner LLC for a proposed office development at 680-690 Folsom Street and 50 Hawthorne Street (Assessor's Block 3735, Lots 013-017)	YBC	-	N	\$ -												
153	Agreement for Disposition of Land for Private Development - The Paramount/680 Mission	OPA/DDA/Construction	5/16/1990	6/30/2018	CCSF - MOHCD (See notes)	LDA with Third and Mission Associates LLC for the preservation of the circa-1912, four-story Jessie Hotel and the development of a 492,000-square-foot office building, which includes space for the California Historical Society, at 680 Mission Street	YBC	253,000	N	\$ 253,000			126,500			126,500			126,500			126,500
154	Agreement for Disposition of Land for Private Development - W Hotel	OPA/DDA/Construction	9/19/1995	6/30/2017	Not applicable	The LDA was for the development of a hotel containing up to 450 guest rooms, meeting rooms, a restaurant and off-street parking. Requires ongoing project management.	YBC	-	N	\$ -												
155	Agreement for Disposition of Land for Private Development - the Westin Hotel	OPA/DDA/Construction	3/28/1980	6/30/2017	Not applicable	The LDA was for the development of a 700-room hotel containing, commercial space, public spaces, restaurants, coffee shop, meeting rooms, cocktail lounges and underground parking. The LDA provides for multiple easements, including public access easements over the Central Block One common areas. Requires ongoing project management.	YBC	-	N	\$ -												
156	Disposition and Development Agreement - San Francisco Museum of Modern Art	OPA/DDA/Construction	1/15/1991	6/30/2017	Not applicable	The DDA provides for the development of a fine arts museum including gallery space, auditorium space, library, retail, administrative, and art storage space. Requires ongoing project management.	YBC	-	N	\$ -												
157	Amended and Restated Construction, Operation and Reciprocal Easement Agreement and Agreement Creating Liens (REA) - Jessie Square	Property Maintenance	3/31/1998	3/31/2097	Not applicable	The REA provides for security, maintenance, use and operation of the Central Block One common area, including Successor Agency-owned Jessie Square. Requires ongoing property and asset management.	YBC	-	N	\$ -												
158	Owner Participation Agreement - St. Patrick's Church	OPA/DDA/Construction	3/13/1974	6/30/2017	Not applicable	The OPA provides for renovations of the church, easement agreements related to construction of Jessie Square Garage, including long-term, ongoing parking arrangements in the Successor Agency-owned garage.	YBC	-	N	\$ -												
159	Owner Participation/Disposition and Development Agreements - Emporium & Bloomingdales	OPA/DDA/Construction	10/17/2000	11/13/2030	Not applicable	The OPA/DDA was for development of the historic Emporium building on Market Street together with the expansion of the adjoining shopping center, which resulted in a large, mixed-use commercial shopping center including a new Bloomingdales store, retail shops, a multiplex cinema, restaurants, and office space. Requires ongoing project management.	YBC	-	N	\$ -												
161	Candlestick Point and Phase 2 of the Hunters Point Shipyard-Alice Griffith Funding	OPA/DDA/Construction	6/3/2010	12/31/2020	CP Development Co., LP/ McCormack Baron Salazar	Agency funding obligation for 504 Alice Griffith Units	HPS-CP- Housing	22,500,000	N	\$ 12,100,000	2,750,000	500,000	3,250,000	8,350,000	500,000	8,850,000						
166	5800 3rd Street, Carroll Avenue Senior Construction Funding	OPA/DDA/Construction	1/18/2011	1/18/2066	Bayview Supportive Housing, LLC	5800 3rd Street Construction subsidy loan	BVHP-Housing	-		\$ -												
177	Hunters View Phase II-III Loan Agreement	OPA/DDA/Construction	4/19/2011	4/19/2066	Hunters View Associates LP	Permanent Development loan for Phases II & III	BVHP-Housing	9,631,762	N	\$ -												
218	Disposition and Development Agreement - Hunters Point Shipyard Phase 1; affordable housing program funded by LMIHF for HPS Phase 1	OPA/DDA/Construction	12/2/2003	12/31/2057	Successor Agency	Contractual obligation to fund & construct affordable housing under Hunters Point Shipyard-Phase 1 Disposition and Development Agreement	HPS-CP- Housing	52,150,000	N	\$ -												
219	Phase 2 DDA & Tax Increment Allocation Pledge Agreement (Housing Portion)	OPA/DDA/Construction	6/3/2010	12/31/2057	Successor Agency	Phase 2 DDA & Pledge of Property Tax Revenues to fulfill affordable housing obligations in Candlestick Point-Hunters Point Shipyard-Phase 2 Disposition and Development Agreement - see Notes	HPS-CP- Housing	1,009,233,000	N	\$ -												
220	Mission Bay North Tax Allocation Pledge Agreement (Housing Portion); affordable housing program funded by LMIHF for Mission Bay North	OPA/DDA/Construction	11/16/1998	11/16/2043	Successor Agency	Pledge of Property Tax Revenues under Mission Bay North Tax Allocation Pledge Agreement -see Notes	Mission Bay North-Housing	270,750,000	N	\$ 1,365,934		1,365,934										

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											Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		16-17B Total			
											Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin				
226	Mission Bay South Tax Allocation Pledge Agreement (Housing Portion); affordable housing program funded by LMIHF for Mission Bay South	Miscellaneous	11/16/1998	11/16/2043	Successor Agency	Pledge of Property Tax Revenues under Mission Bay South Tax Allocation Pledge Agreement - see Notes	Mission Bay South-Housing	321,745,000	N	2,191,528				2,191,528										
										\$ 2,191,528														
228	Mission Bay South Parcel 7W	OPA/DDA/Construction	9/1/2014	9/1/2069	Mission Bay Block 7 Housing Partners, L.P.	Funding required for construction subsidy	Mission Bay South-Housing	-	N	-				-										
										\$ -														
237	Affordable housing production obligation under Section 5027.1 of Cal. Public Resources Code; affordable housing program funded by LMIHF for Transbay	OPA/DDA/Construction	1/20/2005	6/20/2035	Successor Agency	Affordable housing production/funding requirements of LMIHF for Transbay - see Notes	Transbay- Housing	769,000,000	N	517,382				258,691					258,691			258,691		
										\$ 517,382				258,691					258,691			258,691		
239	Transbay Blocks 6&7 construction funding	OPA/DDA/Construction	1/7/2014	1/6/2069	Mercy Housing California 62, L.P.	Funding required for construction subsidy	Transbay- Housing	-	N	-				-					-			-		
										\$ -														
250	Parcel N1-A -- Port Lease (SBH)	Miscellaneous	11/14/1986	9/25/2050	CCSF - Port Commission	SBH/Pier 40 open space	RPSB	50,675	N	50,675												50,675		
										\$ 50,675													50,675	
251	Parcel N1-B -- Port Lease (SBH)	Miscellaneous	6/30/1990	9/25/2050	CCSF - Port Commission	SBH/Pier 40 Shed/Warehouse Bldg	RPSB	272,566	N	272,566													272,566	
										\$ 272,566														272,566
252	Parcel N-2 -- Port Lease (SBH)	Miscellaneous	12/7/1984	9/25/2050	CCSF - Port Commission	SBH/Pier 40 open space	RPSB	197,919	N	197,919													197,919	
										\$ 197,919														197,919
255	Sublease Agreement with Carmen and Benito Solis, dba Carmen's Restaurant	Property Maintenance	4/17/2010	9/25/2050	See notes	Agreement allows the Solis' to sublease about 1,600 square feet of space on Pier 38/40, which is owned by the Port of San Francisco	RPSB	-	N	-													-	
										\$ -														
257	Rincon Point - South Beach Harbor Operations and Rincon Park Maintenance	Miscellaneous	1/1/1986	6/30/2017	CCSF - Port Commission and various other vendors	Operating costs for South Beach Harbor and lease payments for various properties leased from the Port of San Francisco, and Rincon Park Maintenance	RPSB	1,216,700	N	1,216,700		608,350			608,350							608,350	608,350	
										\$ 1,216,700		608,350			608,350							608,350	608,350	
261	Tax Allocation Bond Series 1998C	Bonds Issued On or Before 12/31/10	3/10/1998	8/1/2024	Bank of New York	Bond Debt Service	Yerba Buena Center, Rincon Point South Beach, Hunters Point, Western Addition A2	4,260,000	N	-													-	
										\$ -														
264	Tax Allocation Bond Series 1998D	Bonds Issued On or Before 12/31/10	7/1/1998	8/1/2024	Bank of New York	Bond Debt Service	YBC	42,425,000	N	-													-	
										\$ -														
267	Tax Allocation Bond Series 2003A	Bonds Issued On or Before 12/31/10	3/6/2003	8/1/2024	U.S. Bank	Bond Debt Service	Rincon Point South Beach, Western Addition A2, Golden Gateway/South of Market	6,554,340	N	4,298,566												4,298,566	4,298,566	
										\$ 4,298,566												4,298,566	4,298,566	
270	Tax Allocation Bond Series 2003B	Bonds Issued On or Before 12/31/10	3/6/2003	8/1/2018	U.S. Bank	Bond Debt Service	Yerba Buena Center, Rincon Point South Beach, Western Addition A2, Golden Gateway/South of Market	13,231,675	N	13,231,676												6,195,000	7,036,676	
										\$ 13,231,676												6,195,000	7,036,676	
297	Tax Allocation Bond Series 2006A	Bonds Issued On or Before 12/31/10	8/24/2006	8/1/2035	Bank of New York	Bond Debt Service	Yerba Buena Center, Golden Gateway, Mission Bay North	110,732,762	N	518,624												518,624	518,624	
										\$ 518,624												518,624	518,624	
303	Tax Allocation Bond Series 2007A	Bonds Issued On or Before 12/31/10	11/8/2007	8/1/2036	Bank of New York	Bond Debt Service	Yerba Buena Center, Rincon Point South Beach, South of Market, Mission Bay North, Bayview Hunters Point, Transbay	186,356,682	N	7,932,314												7,932,314	7,932,314	
										\$ 7,932,314												7,932,314	7,932,314	
306	Tax Allocation Bond Series 2007B	Bonds Issued On or Before 12/31/10	11/8/2007	8/1/2037	Bank of New York	Bond Debt Service	Yerba Buena Center, Rincon Point South Beach, Hunters Point, India Basin, Western Addition A2, Golden Gateway/South of Market	14,876,128	N	11,196,144												11,196,144	11,196,144	
										\$ 11,196,144												11,196,144	11,196,144	
309	Tax Allocation Bond Series 2009A	Bonds Issued On or Before 12/31/10	9/3/2009	8/1/2024	U.S. Bank	Bond Debt Service	Yerba Buena Center, Rincon Point South Beach, Western Addition A2, South of Market, Mission Bay North, Mission Bay South, Bayview Hunters Point, Transbay	48,987,778	N	9,928,000												9,928,000	9,928,000	
										\$ 9,928,000												9,928,000	9,928,000	
312	Tax Allocation Bond Series 2009B	Bonds Issued On or Before 12/31/10	9/3/2009	8/1/2039	U.S. Bank	Bond Debt Service	Yerba Buena Center, South of Market, Bayview Hunters Point, Transbay	18,219,394	N	1,835,350												1,835,350	1,835,350	
										\$ 1,835,350												1,835,350	1,835,350	

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											Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		16-17A Total	Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		16-17B Total		
											Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin		Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin			
321	Tax Allocation Bond Series 2009E	Bonds Issued On or Before 12/31/10	12/17/2009	8/1/2039	U.S. Bank	Bond Debt Service	Yerba Buena Center, Rincon Point South Beach, Western Addition A2, South of Market, Mission Bay North, Mission Bay South, Bayview Hunters Point	148,155,254	N	\$ 6,059,918											6,059,918		6,059,918	
324	Tax Allocation Bond Series 2009F	Bonds Issued On or Before 12/31/10	12/17/2009	8/1/2039	U.S. Bank	Bond Debt Service	South of Market, Bayview Hunters Point, Transbay	10,963,882	N	\$ 444,764												444,764		444,764
327	Tax Allocation Bond Series 2010A	Bonds Issued On or Before 12/31/10	8/16/2010	8/1/2040	Bank of New York	Bond Debt Service	Western Addition A2, Golden Gateway, Transbay	73,182,524	N	\$ 2,992,806												2,992,806		2,992,806
330	Tax Allocation Bond Series 2011A	Bonds Issued After 12/31/10	3/21/2010	8/1/2041	U.S. Bank	Bond Debt Service	Hunter Point, Western Addition A2, Golden Gateway, South of Market, Bayview Hunters Point, Transbay	55,218,366	N	\$ 2,159,694												2,159,694		2,159,694
333	Tax Allocation Bond Series 2011B	Bonds Issued After 12/31/10	4/26/2011	8/1/2041	U.S. Bank	Bond Debt Service	South of Market, Bayview Hunters Point, Transbay	32,694,654	N	\$ 1,953,956												1,953,956		1,953,956
342	Tax Allocation Bond Series 2011E	Bonds Issued After 12/31/10	4/26/2011	8/1/2031	U.S. Bank	Bond Debt Service	Mission Bay North, Mission Bay South	18,298,291	N	\$ 799,682												799,682		799,682
345	Tax Allocation Bond Admin (ALL)	Fees	8/1/1993	8/1/2041	SFRA, CCSF: Admin, Legal; Fiscal Consultant, Bond Counsel, Financial Advisor	Bond Portfolio Management	All Project Areas with Bond/Loan Obligations	4,053,939	N	\$ 4,053,939	1,976,969			50,000		2,026,969	1,976,970				50,000			2,026,970
346	South Beach 1986A	Revenue Bonds Issued On or Before 12/31/10	12/17/1986	12/1/2016	U.S. Bank	Bond Debt Service	South Beach Harbor	686,813	N	\$ 678,450			289,225	50,000		339,225			289,225	50,000				339,225
347	South Beach 1986A	Fees	12/17/1986	12/1/2016	U.S. Bank	Bond Trustee Fees	South Beach Harbor	-	N	\$ -														-
348	South Beach CalBoating Loans	Third-Party Loans	4/8/1987	8/1/2036	State of California	Loan - South Beach Harbor California Department of Boating and Waterways Loans	South Beach Harbor	10,444,152	N	\$ 535,955			267,977			267,977						267,978		267,978
349	Project Related Employee Reimbursable	Project Management Costs	7/1/2014	6/30/2017	Various HPS Project Staff	HPS project transportation and meeting expenses	HPS-CP	5,000	N	\$ 5,000			2,500		2,500						2,500			2,500
354	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	6/30/2039	CCSF/ Planning(Phase 1)	City staff reimbursement for work performed on HPS	HPS-CP	15,000	N	\$ 15,000			7,500		7,500						7,500			7,500
355	Interagency Cooperative Agreement-HPS	Project Management Costs	7/1/2014	6/30/2039	CCSF/ Public Utilities Commission	City staff reimbursement for work performed on HPS (Phase 2)	HPS-CP	700,000	N	\$ 700,000			350,000		350,000						350,000			350,000
359	Purchase and Sale Agreement with Millenium Partners for properties associated with the 706 Mission Street/Mexican Museum Project	Property Dispositions	7/22/2013	7/22/2017	See notes.	Purchase and Sale Agreement with Millenium Partners for sale of three Agency-owned parcels for the development of the 706 Mission Street/Mexican Museum Project	YBC	1,747,748	N	\$ 1,836,400			918,200		918,200						918,200			918,200
361	CP Development Co Funds for AG Development	OPA/DDA/Construction	6/3/2010	6/27/2069	Double Rock Ventures LLC/affiliated LP	Funding required for construction subsidy	HPS-CP- Housing	24,000,000	N	\$ 5,200,000											5,200,000			5,200,000
364	Bond Trustee Fees	Fees	7/1/1993	8/1/2041	US Bank and Bank of New York not applicable	Bond Trustee Fees	Various	29,703	N	\$ 29,703				14,851		14,851					14,852			14,852
366	Debt service reserve	Reserves	1/1/2014	2/31/2015		Debt service reserve sized to even out RPTTF debt service requirements across 2 ROPS periods in calendar year.	Various	-		\$ -														-
369	Site J -- Port Lease (non SBH)	Miscellaneous	9/24/1987	9/25/2050	CCSF - Port Commission	Delancey Street special needs housing	RPSB	104,575	N	\$ 104,575			52,287		52,287						52,288			52,288
370	Site K -- Port Lease (non SBH)	Miscellaneous	5/9/1991	9/25/2050	CCSF - Port Commission	Steamboat Point affordable housing	RPSB	99,083	N	\$ 99,083			49,541		49,541						49,542			49,542
371	Site M-3, M-4A, S-1D -- Port Lease (non SBH)	Miscellaneous	2/15/1995	9/25/2050	CCSF - Port Commission	Portion of SBH parking lot and truck turnaround near ballpark	RPSB	206,505	N	\$ 206,505			103,252		103,252						103,253			103,253
372	Deferred Maintenance and Capital Improvements for Shoreview Park	Property Maintenance	2/1/2012	6/30/2017	Various	Deferred Maintenance and Capital improvements for Shoreview Park	HP	2,100,000	N	\$ 2,100,000			1,050,000		1,050,000						1,050,000			1,050,000
373	Asset Management & Disposition Costs	Property Dispositions	2/1/2012	6/30/2017	Various	Costs associated with property management and disposition	Various	888,437	N	\$ 888,437				444,218		444,218					444,219			444,219
374	Transbay Block 8 construction funding	OPA/DDA/Construction	8/4/2015	8/4/2072	TB 8 Housing Partners L.P.	Funding required for construction subsidy	Transbay- Housing	-	N	\$ -														-
375	Security Service	Professional Services	3/1/2014	6/30/2020	Lennar (Phase 1 and 2)	Security at HPS	HPS-CP	290,000	N	\$ 290,000			145,000		145,000						145,000			145,000
376	Interagency Cooperative Agreement-HPS	Project Management Costs	1/1/2014	6/30/2039	CCSF/ Fire Department	City staff reimbursement for work performed on HPS (Phase 2)	HPS-CP	60,000	N	\$ 60,000			30,000		30,000						30,000			30,000
377	HPS Phase 2 DDA-Community Benefits Agreement	Miscellaneous	3/1/2014	6/30/2057	Legacy Foundation	Scholarship Program	HPS-CP	500,000	N	\$ 500,000			250,000		250,000						250,000			250,000
378	HPS Phase 2 DDA-Community Benefits Agreement	OPA/DDA/Construction	3/1/2014	6/30/2057	TBD	Education Improvement Fund	HPS-CP	500,000	N	\$ 500,000			250,000		250,000						250,000			250,000
380	HPS Phase 2 DDA-Community Benefits Agreement	OPA/DDA/Construction	3/1/2014	6/30/2057	SE Health Center	Wellness Contribution	HPS-CP	1,900,000	N	\$ 1,900,000			950,000		950,000						950,000			950,000

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Item #	Project Name/ Debt Obligation	Obligation Type	Contract/ Agreement Execution Date	Contract/ Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	ROPS 16-17 Total	16-17A					16-17B							
											Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		16-17B Total		
											Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin			
381	HPS Infrastructure Design Review and Permitting Technical Support Contract	Professional Services	4/5/2005	12/31/2018	Hawk Engineers	Technical support and engineering services for vertical and horizontal design review and permitting	HPS-CP	1,549,000	N	\$ 575,000			287,500			287,500			287,500			287,500	
382	2011 Hotel Occupancy Tax Refunding Bonds	Bonds Issued After 12/31/10	3/17/2011	6/1/2025	Bank of New York	Bond Debt Service	YBC	34,208,725	N	\$ 4,945,350			2,472,675			2,472,675			2,472,675			2,472,675	
384	Use of Excess Bond Proceeds: South of Market	Improvement/Infrastructure	7/1/2014	6/30/2017	City and County of San Francisco	Use of South of Market Excess Bond Proceeds through a grant agreement with the City for eligible work, including pedestrian safety and alleyway improvements.	SOM	526,000	N	\$ 526,000	263,000					263,000	263,000					263,000	
385	Use of Excess Bond Proceeds: Western Addition A-2	Improvement/Infrastructure	7/1/2014	6/30/2017	City and County of San Francisco	Use of Western Addition A-2 Excess Bond Proceeds through a grant agreement with the City for capital improvements to the Ella Hill Hutch Community Center	Western Addition A-2	88,000	N	\$ 88,000	44,000					44,000	44,000					44,000	
386	Use of Excess Bond Proceeds: Bayview Hunters Point Tax Exempt Series 1996B, 1998A, 2009B & 2009F for Third Street Corridor and Bayview Community Challenge Grants	Improvement/Infrastructure	7/1/2014	6/30/2017	City and County of San Francisco	Use of Bayview Hunters Point Excess Bond Proceeds through a grant agreement with the City for eligible work, including a facade improvements along the Third Street Corridor and a Bayview community challenge grant allocation for public art, sidewalk gardens, and other street greening projects.	BVHP	455,000	N	\$ 455,000	227,500					227,500	227,500					227,500	
387	Use of Excess Bond Proceeds: Bayview Hunters Point Tax Exempt Series 2009 B & F for CNI Model Block/Streetscape Improvement Program	Miscellaneous	1/1/2015	12/31/2017	City and County of San Francisco	Use of Bayview Hunters Point Excess Bond Proceeds to fund letter agreement with MOHCD to provide funding for streetscape improvements through the "Model Block" program to implement the HUD Choice Neighborhood Initiatives (CNI) Grant.	BVHP	450,000	N	\$ 450,000	225,000					225,000	225,000					225,000	
388	Transfer to MOHCD, Excess Tax-exempt bond proceeds from Series 1996B 2000A, 2001A, and 2003B for affordable housing rehabilitation	Miscellaneous	11/3/2015	11/3/2017	City and County of San Francisco	Use of Pre-2011 tax-exempt housing bond proceeds for purposes consistent with indentures	Citywide- Housing	8,260,000	N	\$ 8,260,000	4,130,000					4,130,000	4,130,000					4,130,000	
389	Tax Allocation Bond Series 2014A	Bonds Issued After 12/31/10	3/1/2014	8/1/2043	US Bank	Bond Debt Service	Mission Bay South	107,580,750	N	\$ 3,496,500								3,496,500				3,496,500	
391	Transbay Underramp Park Construction	OPA/DDA/Construction	7/1/2016	6/30/2018	TJPA	Construction of Transbay Underramp Park	Transbay	3,335,000	N	\$ 1,200,000		600,000			600,000		600,000					600,000	
392	Transbay Block 1 affordable housing construction	OPA/DDA/Construction	1/1/2016	1/1/2061	Tishman Speyer	Funding required for construction subsidy	Transbay- Housing	20,900,000	N	\$ 20,900,000		10,450,000			10,450,000		10,450,000					10,450,000	
393	Mission Bay South Block 6 East affordable Housing Funding	OPA/DDA/Construction	12/2/2014	12/2/2071	Tenderloin Neighborhood Housing Corporation	Construction funding for affordable housing project in partial fulfillment of MBS OPA Requirements	Mission Bay South-Housing	32,250,000	N	\$ 1,000,000		500,000			500,000		500,000					500,000	
394	Mission Bay South Block 3 East affordable Housing Funding	OPA/DDA/Construction	1/1/2016	1/1/2073	Chinatown Community Development Corporation	Construction funding for affordable housing project in partial fulfillment of MBS OPA Requirements	Mission Bay South-Housing	25,265,000	N	\$ 21,700,912	6,838,885	4,011,571			10,850,456	6,838,886	4,011,570						10,850,456
395	HPS Block 54 Affordable Housing	OPA/DDA/Construction	1/1/2016	1/1/2073	TBD	HPS Block 54 Affordable Housing Predevelopment and Construction	HPS-CP- Housing	13,250,000	N	\$ 3,015,000	1,507,500				1,507,500	1,507,500							1,507,500
396	Tax Allocation Bond Series 2014B	Bonds Issued After 12/31/10	12/30/2014	8/1/2035	US Bank	Bond Debt Service	Various	73,459,808	N	\$ 8,819,367			8,819,367			8,819,367							
397	Tax Allocation Bond Series 2014C	Bonds Issued After 12/31/10	12/30/2014	8/1/2029	US Bank	Bond Debt Service	Various	71,520,975	N	\$ 18,027,350	4,650,000		13,377,350			18,027,350							
398	Other Professional Services - HPSY P2	Project Management Costs	7/1/2016	6/30/2017	TBD	Other Professional Services - HPSY P2	HPS-CP	300,000	N	\$ 300,000		150,000			150,000		150,000					150,000	
399	Tax Allocation Series MBN2015A	Bonds Issued After 12/31/10	8/1/2016	8/1/2046	Bond Trustee	Bond Debt Service	Mission Bay North	125,000,000	N	\$ 2,853,161			2,853,161			2,853,161							
400	Tax Allocation Series MBS2015B	Bonds Issued After 12/31/10	8/1/2016	8/1/2046	Bond Trustee	Bond Debt Service	Mission Bay South	115,000,000	N	\$ 3,192,483								3,192,483				3,192,483	
401	Tax Allocation Series MBS2015C	Bonds Issued After 12/31/10	8/1/2016	8/1/2046	Bond Trustee	Bond Debt Service	Mission Bay South	135,000,000	N	\$ 5,220,928								5,220,928				5,220,928	
402	Tax Allocation Series MBS2015D	Bonds Issued After 12/31/10	8/1/2016	8/1/2046	Bond Trustee	Bond Debt Service	Mission Bay South	90,000,000	N	\$ -													
403	Candlestick Point Block 10a Affordable Housing	OPA/DDA/Construction	3/1/2016	3/1/2073	TBD	HPS-CP Block 10a Affordable Housing Predevelopment and Construction	HPS-CP- Housing	33,500,000	N	\$ 3,515,000	1,757,500				1,757,500	1,757,500						1,757,500	
404	Candlestick Point Block 11a Affordable Housing	OPA/DDA/Construction	3/1/2016	3/1/2073	TBD	HPS-CP Block 11a Affordable Housing Predevelopment and Construction	HPS-CP- Housing	20,000,000	N	\$ 3,515,000	1,757,500				1,757,500	1,757,500						1,757,500	
405	Mission Bay South Block 6 West Affordable Housing Funding	OPA/DDA/Construction	3/1/2016	3/1/2073	TBD	Construction funding for affordable housing project in partial fulfillment of MBS OPA Requirements	Mission Bay South-Housing	23,485,000	N	\$ 1,613,033	806,516				806,516	806,517						806,517	
406	Transbay Block 4 Affordable Housing Funding	OPA/DDA/Construction	3/1/2016	3/1/2073	TBD	Funding required for predevelopment and construction subsidy	Transbay- Housing	20,000,000	N	\$ -													
407	Refunding Bond Reserve Payments (All)	Bonds Issued After 12/31/10	7/1/2016	8/1/2047	Bond Trustee	Bond Debt Service	Various	7,500,000	N	\$ 17,026,862												17,026,862	
408	FY 15-16 (2016E) Tax Allocation Housing Bonds	Bonds Issued After 12/31/10	8/1/2016	8/1/2046	Bond Trustee	Bond Debt Service	Various	14,544,679	N	\$ 1,000,752								1,000,752				1,000,752	

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Item #	Project Name/ Debt Obligation	Obligation Type	Contract/ Agreement Execution Date	Contract/ Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	ROPS 16-17 Total	16-17A					16-17B						
											Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		16-17B Total	
											Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin		
409	FY 16-17 Transbay Infrastructure Bonds	Bonds Issued After 12/31/10	7/1/2016	8/1/2046	Bond Trustee	Bond Debt Service	Transbay	8,500,000	N	\$ 538,420									538,420		538,420	
410	FY 16-17 Tax Allocation Housing Refunding Bonds	Bonds Issued After 12/31/10	7/1/2016	8/1/2046	Bond Trustee	Bond Debt Service	Various	75,000,000	N	\$ -											-	
411	Enforceable Obligation Support	Admin Costs	7/1/2016	6/30/2017	Various	Enforceable Obligation Support. Agency costs that fund project support	ADM	9,041,156	N	\$ 9,041,156	1,019,930		3,033,287	467,361	4,520,578	1,019,930		3,033,287	467,361		4,520,578	
412	Surety Bond Credit Program	OPA/DDA/Construction	7/1/2016	6/30/2017	TBD	Surety Bond and Credit Program	HPS-CP	50,000	N	\$ 50,000			25,000		25,000		25,000				25,000	
413	Transbay Block 2 Affordable Housing Funding	OPA/DDA/Construction	3/1/2016	3/1/2073	TBD	Funding required for predevelopment and construction subsidy	Transbay- Housing	20,000,000	N	\$ 6,030,000	3,530,000		2,500,000		6,030,000						-	
414	Yerba Buena Cash Accounts	Miscellaneous	7/1/2016	6/30/2017	CCSF or CCSF designee	Transfer of Yerba Buena Gardens and cash balances - including bond proceeds, to the City with the transfer of the YBG real estate assets	YBC	20,000,000	N	\$ 20,000,000			20,000,000		20,000,000							-
415	FY 16-17 Taxable Housing Bonds	Bonds Issued After 12/31/10	7/1/2016	8/1/2046	Bond Trustee	Bond Debt Service	Various	72,224,508	N	\$ -											-	

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Item #	Notes/Comments
1	Agency and Contracted Salaries & Benefits and other Administrative Costs. This line includes non-salary costs previously in line 4. Lines 1-4 in prior ROPS have been combined into Line 1. All costs relating to supporting enforceable obligations related to project areas and affordable housing have been moved to line 411. The administrative costs funded by the Administrative Cost Allowance represents other costs not otherwise billable to developers or charged correctly to RPTTF.
7	CalPERS Unfunded Actuarial Liability. Effective 7/1/2015, per CalPERS Circular Letter 2000-029-14 dated June 5, 2014, CalPERS bills a monthly dollar amount required to pay down the unfunded liability on pension accounts. Per the Successor Agency's Annual Valuation Report as of June 30, 2013 (dated October 2014), the Agency has an unfunded actuarial liability of \$15,836,201 and will be billed \$536,660 in a lump sum or \$46,368 per month in FY16-17. As the lump sum payment generates a savings of \$23,656 compared to monthly payments, the Agency will make a lump sum payment.
9	Retiree Health Insurance Premiums: Pay as you go retiree health premiums. Due to rate increases in 2015, monthly cost is \$120,548, or \$1,446,576 per year, plus \$300,000 to pay down outstanding future liability, for a total of \$1,746,576.
11	Shoreview Park Property Management: Property management and water costs associated with the five-acre Shoreview Park acquired by former the RDA in 1972 at no cost. The amount of the Twin III management contract, which expires on 6/30/16, is \$20,540. The Successor Agency anticipates that the property will transfer to the City no later than 6/30/16. However, If the transfer does not occur prior to 6/30/16, the Successor Agency will need to renew the Twin III contract and continue to make payments for maintenance and water.
12	Repayment of LMIHF Loan for 2010 SERAF. The Low and Moderate Income Fund loaned SFRDA \$16.483M to assist with the Supplemental ERAF payment due in 2010. (SFRA Res 25-2010). Repayment obligation includes interest accrued at applicable LAIF rate since March 2010. Agency paid \$1,772,608 in ROPS 15-16A. Although the eligible repayment amount for ROPS 16-17 is much higher as per the legislated formula, OCII anticipates paying no more than the 15-16A amount. Repayments were authorized in Oversight Board Resolution 13-2014.
17	College Track Indemnification Agreement: This is a contingent liability arising out of an indemnification agreement signed by the Agency, the San Francisco Community Investment Fund ("SFCIF") and SFCIF SUB-Community Development Enterprise ("CDE") 1 for the purposes of funding a project with New Markets Tax Credits. The liability ranges from \$2.47 - \$4.7 million based upon the time of occurrence. The liability is only triggered under four limited circumstances as described in the Indemnity Agreement.
20	Ground Lease -- Foodsco (Cala Foods) Site. This is a ground lease and it is an enforceable obligation that is part of the Successor Agency's project work. It will require staff time of the Successor Agency to implement and close-out. This asset was included in the Successor Agency's property management plan.
21	HPS Phase 1 DDA: Source of Funds: Developer Reimbursement. This item and the payments listed in Items 22-27, 48, 375, 354 and 381 relate to the enforceable obligations under the Hunters Point Shipyard Phase 1 Disposition and Development Agreement ("Phase 1 DDA") whereby the master developer, as a party to the Phase 1 DDA, is obligated to pay the Successor Agency for various costs associated with pre-development and development activities. The Successor Agency advances these payments, which will be subsequently reimbursed by the developer, as required under the Phase 1 DDA. Future Successor Agency payments to implement the Phase 1 DDA will appear in future ROPS. Total Outstanding Debt or Obligation reflects the total estimated under the Phase 1 DDA with HPS Development Co, LP. Total outstanding obligation may increase. Contract expiration date reflects OCII obligations pursuant to the Phase 1 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 12-31-2023.
22	HPS Phase 1 DPW Letter Agreement: Source of Funds: Developer Reimbursement. This is an ongoing cost which the Successor Agency anticipates until the completion of the HPS project. The Phase 1 DDA Section 10. Agency Administration and the Interagency Cooperative Letter Agreement page 3 "Fees and Exactions" both allow for the reimbursement of City/Agency costs on an as-needed basis. Contract expiration date reflects OCII obligations pursuant to the Phase 1 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 12-31-2023.
23	HPS Phase 1 City Attorney/Outside Counsel: Source of Funds: Developer Reimbursement. This is an ongoing cost which the Successor Agency anticipates until the completion of the HPS project. The Phase 1 DDA Section 10. Agency Administration and the Interagency Cooperative Letter Agreement page 3 "Fees and Exactions" both allow for reimbursement of City/Successor Agency costs on an as-needed basis. Contract expiration date reflects OCII obligations pursuant to the Phase 1 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 12-31-2023.
24	HPS Phase 1 DPH: Source of Funds: Developer Reimbursement. This is an ongoing cost which the Successor Agency anticipates until the completion of the HPS project. The Phase 1 DDA Section 10. Agency Administration and the Interagency Cooperative Letter Agreement page 3 "Fees and Exactions" both allow for reimbursement of City/Successor Agency costs on an as-needed basis. Contract expiration date reflects OCII obligations pursuant to the Phase 1 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 12-31-2023.
25	HPS Support for CAC: Source of Funds: Developer Reimbursement. This is an ongoing cost which the Successor Agency anticipates will continue until the end of the HPS project. A Site Office/Administrative Services and Maintenance Services are required by the Interim Lease, Exhibit E-1 – Baseline Services. The current contract with MJF & Associates expires 6-30-2016. OCII will be issuing an RFP to continue these services in 15/16B with the intent of beginning a new contract 7-1-16. The new contract expiration date reflects a three year contract, which will begin 7-1-2016 and continue through 6-30-2019.
26	HPS Phase 1 Community Benefits Agreement: Source of Funds: Developer Payment. Transfer of funds are required by the Phase 1 DDA Attachment 23 Sections 2: Establishment of a Quasi-Public Entity and section 3.2: Community Benefits Budget.
30	HPS Phase 2 DDA: Source of Funds: Developer Reimbursement. This item and the payments listed in Items 31-46, 48 and 376-381 relate to the enforceable obligations under the Candlestick Point-Hunters Point Shipyard Disposition and Development Agreement ("Phase 2 DDA") whereby the master developer, as a party to the Phase 2 DDA, is obligated to pay the Successor Agency for various costs associated with pre-development and development activities. The Successor Agency advances these payments, which will be subsequently reimbursed by the developer as required under the Phase 2 DDA. The total amount of these advances over a twenty year period is estimated to be \$158 million for a variety of payees who will provide the services required under the Phase 2 DDA. Future Successor Agency payments to implement the Phase 2 DDA will appear in sub lines following this master line in future ROPS. Contract expiration date reflects OCII obligations pursuant to the Phase 2 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 12-31-2039. The \$158 million Total Outstanding Debt or Obligation reflects the total estimated reimbursable City/Successor Agency costs. Total outstanding obligation may increase. The \$158 million is part of the \$3.95 billion that is listed in line 49 and that the Successor Agency will pay for qualified project costs over the term of the Phase 2 DDA.
31	HPS Relocation Services: Source of Funds: Developer Reimbursement. Relocation planning and the provision of relocation benefits are required under the Federal Uniform Relocation Act. The creation of new artist facilities and the relocation of existing HPS artists to a new facility are required by the Phase 2 DDA Community Benefits Plan Section 3.4 Additional Community Facilities. The contract was extended until December 2017, the expected completion date of the artist relocation process.

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Item #	Notes/Comments
32	HPS Legal Services related to Property Transfers: Source of Funds: Developer Reimbursement. Contract expiration date reflects Successor Agency's obligations pursuant to the Navy/Agency Conveyance Agreement, through to the final Navy parcel to transfer, which is projected to be December 31, 2033. This is an ancillary contract in compliance with item # 49, formerly line 67 on ROPS III, which was finally and conclusive determined to be an enforceable obligation on December 14, 2012.
33-39	HPS Phase 2 Support services. Source of Funds: Developer Reimbursement. These are ongoing costs which the Successor Agency anticipates until the completion of the HPS project. These are ancillary contracts in compliance with item # 49, formerly line 67 on ROPS III, which received final and conclusive determination to be an enforceable obligation on December 14, 2012.
40	HPS Phase 2 TIFIA Loan Agreement: Under the Phase 2 DDA Financing Plan, Section 4.2 Alternative Financing requires the Successor Agency to pursue "other methods of Public Financing for Project Costs...including tax-exempt bonds, taxable bonds, tax-credit bonds, federal or State loans issued by the Agency, the City, or a joint powers authority for application towards Qualified Project Costs." Accordingly, the Successor Agency may act as a pass-through for loan proceeds for the US Department of Transportation's "Transportation Infrastructure Finance and Innovation Act" ("TIFIA") loan program for qualified transportation-related project costs, total amount of proceeds to be determined. Contract expiration date reflects the Successor Agency's obligations pursuant to the Phase 2 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 12-31-2039 inclusive of excusable delays. This is an ancillary contract in compliance with item # 49, formerly line 67 on ROPS III, which was finally and conclusive determined to be an enforceable obligation on December 14, 2012.
41	HPS Public Finance Counsel Support: Source of Funds: Developer Reimbursement. Under the Phase 2 DDA Financing Plan, Section 4.2 Alternative Financing requires the Successor Agency to pursue "other methods of Public Financing for Project Costs"...including tax-exempt bonds, taxable bonds, tax-credit bonds federal or State loans issued by the Successory Agency, the City or a joint powers authority for application towards the Qualified Project Costs. A consultant will be retained to assist the Successor Agency should we pursue a loan agreement with US DOT for transportation funding authorized under the Transportation Infrastructure Finance and Innovation Act ("TIFIA").
42	HPS Phase 2 Counsel Support related to State Lands: Source of Funds: Developer Reimbursement. The Phase 2 DDA Sections 6.1 Trust Exchange and 6.2.1 CP State Park Site, places a legally binding obligation on the Successor Agency to, "effectuate the planned consolidation and reconfiguration of lands within the Project Site (HPS and Candlestick Point "CP") that are or may be held subject to the public trust" under the jurisdiction of the State Lands Commission, and or the California Department of Parks and Recreation. The costs of consultant services and fees associated with this are enforceable obligations. The contract expiration date reflects the Successor Agency's obligations through the last State Park closing associated with the Phase 2 DDA Major Phase 4, which has an outside completion date of 12-31-2036. This is an ancillary contract in compliance with item # 49, formerly line 67 on ROPS III, which was finally and conclusive determined to be an enforceable obligation on December 14, 2012.
43, 44	HPS Phase 2 State Lands and State Parks Staff Reimbursement: Source of Funds: Developer Reimbursement. The Phase 2 DDA Sections 6.1 Trust Exchange and 6.2.1 CP State Park Site, places a legally binding obligation on the Successor Agency to, "effectuate the planned consolidation and reconfiguration of lands within the Project Site (HPS and Candlestick Point "CP") that are or may be held subject to the public trust" under the jurisdiction of the State Lands Commission, and or the California Department of Parks and Recreation. The costs of consultant services and fees associated with this are enforceable obligations. Services are provided and reimbursed on an as-needed basis pursuant to the Trust Exchange Agreement. This is an ancillary contract in compliance with item # 49, formerly line 67 on ROPS III, which was finally and conclusive determined to be an enforceable obligation on December 14, 2012.
46	HPS Phase 2 TIFIA Loan Application: Source of Funds: Developer Reimbursement, pursuant to the Phase 2 DDA Financing Plan, Section 4.2 Alternative Financing. This item is for Successor Agency consultants, reimbursement of TIFIA consultants, a \$100,000 application fee, and other application costs. Once the loan application has been processed, this Item will be removed from future ROPS.
48	HPS Phase 2 Real Estate Economic Advisory Services: Source of Funds: Developer Reimbursement. This line is for a Real Estate Development Advisor to provide professional services on as-needed basis to provide technical peer review of proformas, independent market and financial analysis, ongoing strategic advice during development negotiations, and other real estate advisory services as needed to help meet our obligations under the Phase 1 & Phase 2 DDA.
49	HPS Phase 2 DDA & Tax Increment Allocation Pledge Agreement: FINAL & CONCLUSIVE DETERMINATION (12.14.12); Required under the Phase 2 DDA Financing Plan. Pledge of all available Net Tax Increment from Project Area (BVHP Zone 1 and HPS) obligates the Successor Agency to use tax increment, and to issue bonds backed by tax increment (the proceeds of which are used), to repay master developer for infrastructure. Estimate; actuals will vary with actual cost of infrastructure and timing of issuance of bonds. Tax increment is irrevocably pledged to provide for direct reimbursement and payment of debt service on bonds, the proceeds of which reimburse master developer for infrastructure installed in plan area. Contract expiration date reflects Successor Agency's obligations pursuant to the legal authority to collect tax increment in the HPS Redevelopment Plan ("Plan") under the Phase 2 DDA Financing Plan, affordable housing program, and the Tax Allocation Pledge Agreement; also the Phase 1 affordable housing obligation to construct 218 affordable units. This legal authority under the Plan to collect tax increment expires in 12-31-2057.
62	HPS EDA Grant Amendment: Funded by grants from the U.S. Department of Commerce, Economic Development Administration for the study and creation of an Arts and Technology District on HPS. This contract will be used to perform capital repairs and improvements to Building 101, which houses artists' studios. The grant requires a 10% local match funded by RPTTF.
67	HPS advertisements and materials related to RFPs: Funded by grants from the U.S. Department of Commerce, Economic Development Administration for various HPS contracts with funding from developer reimbursements.
72	HPS CALReUSE State Grant Funds: Funded by grants from the California Pollution Control Financing Authority. This item relates to the enforceable obligations under a CALReUSE grant from the State for lead/asbestos (brownfield) abatement for which there is no local match required.
75	HPS Navy Conveyance Agreement: Source of Funds: Developer Reimbursement. This item and the payments related to Navy leases are enforceable obligations under the Conveyance Agreement, which is a transfer agreement between Successor Agency and Navy that expires when last parcel transferred. The Navy sells each parcel to Successor Agency for \$1/each. Contract expiration date reflects Successory Agency's obligations pursuant to the Navy /OCII Conveyance Agreement, through to the final Navy parcel to transfer, which is projected to be December 31, 2033
76	HPS Property Management: Source of Funds: Developer Reimbursement. Site Office/administrative services, and Maintenance Services are required by Phase 1 DDA, Interim Lease, Exhibit E-1 - Baseline Services. These services are provided on an as-needed basis. Contract expiration date reflects OCII obligations to transfer property to the Developer per the Phase 2 DDA Schedule of Performance, which provides for completion by December 31, 2036
77	HPS Building 606 Lease to SFPD: Source of funds: City and County-SFPD rent payments. Pursuant to HPS Conveyance Agreement with U.S. Navy. Lease payments are from the SF Police Department. The lease is on a month-to-month basis and the Successor Agency will amend the lease to expire no later than the property transfer date. Contract expiration date reflects Successor Agency obligations pursuant to the Navy / Agency Conveyance Agreement, through to the final Navy parcel to transfer, which is projected to be December 31, 2033.
78	HPS Navy Lease Agreement: Source of funds: Artist and Lennar rent payments. Pursuant to HPS Conveyance Agreement with U.S. Navy. Lease payments from the master developer. The lease is on a month-to-month basis. Contract expiration date reflects Successor Agency obligations pursuant to the Navy / Agency Conveyance Agreement, through to the final Navy parcel to transfer, which is projected to be December 31, 2033.
79	HPS Environmental and Engineering Consulting Services: Source of Funds: Developer Reimbursement. Pursuant to HPS Conveyance Agreement with U.S. Navy. The current contract for Environmental and Engineering Consulting Services expires 8/8/2016. Successor Agency will be issuing an RFP in 15/16B to continue this work. It is anticipated that the new contract will have a five year term.

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84	MBN OPA: FINAL & CONCLUSIVE DETERMINATION (1.24.14); This line shows the amount of funds that will be used to reimburse FOCIL-MB, LLC pursuant to the MBN OPA. The OPA obligates the Successor Agency to use tax increment, and to issue bonds backed by tax increment (the proceeds of which are used), to repay FOCIL for infrastructure. OCII estimates it will reimburse the developer \$9.6M from bonds. The full TI amount has been allocated to paying down CFD#4, therefore there is no reimbursement projected from TI. However, the final total amount of the Outstanding Debt or Obligation will vary depending on the actual expenditures allowed under OPA with FOCIL-MB, LLC. <i>Since the amount to be distributed is dependent on actual tax receipts pledged to this purpose, we request that the DOF ROPS approval letter instruct the City and County Controller's Office to distribute the actual pledged amount for this line, regardless of whether that is more or less than the estimate on this ROPS.</i> Any reimbursement from TI would reduce the amount utilized to pay down CFD#4 bonds.
85	MBN Payment on CFD#4 Bonds: FINAL & CONCLUSIVE DETERMINATION (1.24.14). RPTTF from MBN may be used for the early repayment of principle of existing 2002 CFD Bond. In 16-17 OCII projected use of \$0.9 million in Reserve and \$5.0 million in TI for early repayment of principle of 2002 CFD Bond. This reflects the full \$5.0 million TI projected in 16-17 as well as the projected balance of \$936,728 at the end of 15-16. This is a subline of line 84.
86	MBN Tax Increment Allocation Pledge Agreement: FINAL & CONCLUSIVE DETERMINATION (1.24.14); The Tax Increment Allocation Pledge Agreement obligates the Successor Agency to use tax increment, and to issue bonds backed by tax increment (the proceeds of which are used), to repay FOCIL for infrastructure and reimburse CFD#4 bonds. Tax increment is irrevocably pledged to provide for direct reimbursement and payment of debt service on bonds, the proceeds of which reimburse master developer for infrastructure installed in plan area. Debt Service payments are an obligation of the MBN Tax Increment Allocation Pledge Agreement, but the actual payments are shown under each individual bond line item below. In addition, the payments to the Master Developer for Infrastructure and to non-profit developers for Affordable Housing, as obligated by the OPA, are shown on separate lines. The final total amount of the Outstanding Debt or Obligation will vary depending on the actual expenditures allowed under OPA with FOCIL-MB, LLC. This line is a sub-line of line 84.
87	MBS OPA: FINAL & CONCLUSIVE DETERMINATION (1.24.14); This line shows the amounts of funds that will be used to reimburse FOCIL-MB, LLC pursuant to the MBS OPA. The OPA obligates the Successor Agency to use tax increment, and to issue bonds backed by tax increment (the proceeds of which are used), to repay FOCIL for infrastructure. Total Outstanding Debt or Obligation will vary depending on the actual expenditures allowed under OPA with FOCIL-MB, LLC, and will be is paid both from Bond Proceeds and Tax Increment, and from CFD Bond Proceeds. OCII estimates reimbursing the developer \$73.8M from bond proceeds in 16-17. In ROPS 16-17, no TI is anticipated to be distributed because the total TI amount is pledged to debt service. <i>Since the amount to be distributed is dependent on actual tax receipts pledged to this purpose, we request that the DOF ROPS approval letter instruct the City and County Controller's Office to distribute the actual pledged amount for this line, regardless of whether that is more or less than the estimate on this ROPS.</i>
88	MBS Tax Increment Allocation Pledge Agreement: FINAL & CONCLUSIVE DETERMINATION (1.24.14); The Tax Increment Allocation Pledge Agreement obligates the Successor Agency to use tax increment, and to issue bonds backed by tax increment (the proceeds of which are used), to repay FOCIL for infrastructure. The Total Outstanding Debt or Obligation will vary depending on the actual expenditures allowed under OPA with FOCIL-MB, LLC. Tax increment is irrevocably pledged to provide for direct reimbursement and payment of debt service on bonds, the proceeds of which reimburse master developer for infrastructure installed in plan area. Debt Service payments are an obligation of the MBS Tax Increment Allocation Pledge Agreement, but the actual payments are shown under each individual bond line item below. In addition, the payments to the Master Developer for Infrastructure and to non-profit developers for Affordable Housing, as obligated by the OPA, are shown on separate lines. This line is a sub-line of line 87.
89	Mission Bay Agency Costs Reimbursements: OPAs allow Successor Agency to access TI or direct developer fees to reimburse Agency Costs, including the cost of other City agencies or outside organizations whose expertise is needed to implement the OPAs - based on T&M for costs allowed by the OPAs. Currently the Master Developer, FOCIL, is reimbursing the majority of the Agency Costs, but in the future RPTTF may be used for allowed Agency Costs. However, it is anticipated that there will be three contracts with third party entities to provide consulting services for fiscal analysis and planning services, for a combined amount of \$500,000 that will be reimbursed through direct developer payments considered "Other". Since it is unknown at this time what the ultimate amount of Agency Costs that will not be reimbursed by the Master Developer, thereby requiring RPTTF, the total outstanding obligation is unknown.
90	MBN and MBS DPW/Harris and Associates Construction Cost Review Consulting: This review of developer reimbursement requests by a consultant is required to ensure that developer reimbursements for infrastructure are appropriate per the OPAs and CFDs. It is a long-term obligation under the MBN and MBS OPAs that is fulfilled through a contract between the City's Dept. of Public Works and Harris & Associates, for which the cost is paid through the Successor Agency. DPW has extended Harris & Associates contract term to 8/11/16. DPW will extend the existing contract or re-bid the work when the existing contract expires. As the end date of the new contract is unknown, the Contract Termination Date matches the end of the ROPS period. The Agency has estimated \$360,000 will be paid in ROPS 16-17 from "Other" funds, (Developer Reimbursements). However, the MBN and MBS OPAs allow the Successor Agency to use RPTTF, Bond Proceeds, and Reserve Balances to reimburse for Agency Costs, which includes the Harris Contract, so such payments may be needed in the future.
91	MBN and MBS Art Program: The Mission Bay Redevelopment Plans require projects with over 25K in commercial space to pay 1% of hard costs for public art. The source of these Other funds are Developer Fees. There will be individual contracts with artists once selected. The contract dates in this line are the start and end dates of the Mission Bay South Redevelopment Plan (the Mission Bay North Redevelopment Plan started on October 26, 1998 and ends on October 26, 2028). Expenditures will be made through individual contracts with artists, once selected.
101	Transbay Folsom/Essex/Underramp Design Services: Ancillary contract in compliance with the Transbay Implementation Agreement, Item # 105, which was finally and conclusively determined to be an enforceable obligation on April 15, 2013. These expenditures are required pursuant to Section 2.1 .d of the Transbay Implementation Agreement requiring activities related to major infrastructure improvements. This is a 3-year contract with an additional 3-year extension for design services required to implement the Redevelopment Plan and will be paid for using DDR-Approved bond proceeds from the 2009B and F bond series, 2011B bonds, and developer fees and the San Francisco Metropolitan Transit Authority.
102	Transbay Tax Increment Sales Proceeds Pledge Agreement. FINAL & CONCLUSIVE DETERMINATION RECEIVED 4.15.13. Sales proceeds and tax increment generated from the sale and development of the state-owned parcels is pledged to TJPA for development to the Transit Center as required by the Redevelopment Plan Cooperative Agreement. TJPA will use these funds to repay the Transportation Infrastructure Finance and Innovation Act (TIFIA) loan executed between TJPA and US DOT. TI from the state-owned parcels provided to TJPA is net of AB1290 pass-through and affordable housing requirements, per the Cooperative Agreement. In ROPS 16-17 the TI is estimated to be \$1,552,146 based on estimates provided by the CCSF Controller's office. <i>Since the amount to be distributed is dependent on actual tax receipts pledged to this purpose, OCII requests that the DOF ROPS approval letter instruct the CCSF Controller to distribute the actual TI collected, rather than the projected amount reported in the ROPS.</i>
105	Transbay Implementation Agreement: FINAL & CONCLUSIVE DETERMINATION RECEIVED (4/15/13). The Agency shall execute all activities related to the implementation of the Transbay Redevelopment Plan, including, but not limited to, activities related to major infrastructure improvements, including new public parks, new pedestrian oriented alleys, and widened sidewalks, etc. The project cost for implementation of the Transbay Redevelopment Plan activities set forth in the Agreement shall be incurred by the Agency and included in the Agency's annual budget submitted to the City. The total outstanding obligation is the estimated public improvement costs necessary to implement the redevelopment plan, specifically the Transbay Streetscape and Open Space Concept Plan which was approved in 2006. As contracts are approved they are added as separate lines in the ROPS. The total outstanding debt was estimated at \$297M as of the final and conclusive determination. This amount is spread between this line and other ancillary contracts to the implementation agreement, including items 106-115 and 391.
106	Transbay Folsom Street Off-Ramp: Retired
107	Transbay Folsom Street improvements ancillary contract with San Francisco Department of Public Works in compliance with the Transbay Implementation Agreement, Item # 105. These obligations are required pursuant to section 2.1 of the Transbay Implementation Agreement requiring the Successor Agency to "execute activities related to major infrastructure improvements." Of the \$19M in this line item, The \$16.2M is for Folsom Streetscape Improvements construction during this period and will be paid from remaining 2011B bond proceeds (\$8.8M) and future bond proceeds (\$7.4). \$1M in RPTTF is for the first reimbursement to the Block 6 developer for their Folsom streetscape expenditures.

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108	Transbay Streetscape Art Commission Review: Ancillary contract with the San Francisco Arts Commission for public art in the Transbay area in compliance with the Transbay Implementation Agreement, Item # 105. These obligations are required pursuant to section 2.1 of the Transbay Implementation Agreement requiring the Successor Agency to "execute activities related to major infrastructure improvements". We are expecting to execute a Letter Agreement with the Arts Commission to provide City design review and public art assistance in the design of the streetscape and open space plan.
109	Transbay City Attorney or outside counsel review of documents related to Transbay obligations, in compliance with the Transbay Implementation Agreement, Item # 105. These expenditures are required pursuant to Section 2.1 of the Transbay Implementation Agreement requiring the Successor Agency "prepare and sell certain state-owned parcels to third parties" and requiring the Successor Agency to "execute activities related to major infrastructure improvements". City Attorney's office will review and approve agreements and contracts required under the Implementation Agreement on an ongoing basis. The source of funds for attorney review of development parcel documents is developer fees whenever billable. In some cases, attorney reviews may be for items that are not billable to developers (e.g. OCII sole obligations for park and certain streetscape improvements), in which case RPTTF would be used.
115	Transbay Ancillary contracts for professional services in compliance with the Transbay Implementation Agreement, Item # 105, pursuant to section 2.1 of the Transbay Implementation Agreement requiring the Successor Agency to "prepare and sell certain state-owned parcels to third parties," "execute all activities related to the Implementation of the Transbay Redevelopment Plan" and "execute activities related to major infrastructure improvements." Contracts funded with Other (\$200K requested this period) would include items that can be reimbursed by developers or TJPA. Items that cannot be reimbursed must be covered by RPTTF (\$100K requested this period), including economic forecasting, infrastructure construction planning and management.
118	Fillmore Garage Operating Agreement Expense Reimbursement from Garage Revenues: Garage operating agreement with Impark. Under the agreement, which expires on June 30, 2016, the garage operator is reimbursed every month for garage operating expenses. Operating costs, common area maintenance charges, insurance, parking taxes, and garage mgmt. fee total about \$34,500 a month. With the closure of the largest commercial tenant in this project in January 2015, the garage's revenues plummeted and the garage is running a deficit of approximately \$10,000 per month. The large deficits are accounted for on ROPS line #119. The Successor Agency intends to sell the property consistent with the property management plan. However, in the event this transfer does not occur prior to June 30, 2016, the Successor Agency will need to extend the garage operating agreement and continue to reimburse the operator.
119	Fillmore Garage Operating Deficit and Capital Reserves Coverage. Under the operator's contract listed in Line #118, the operator must be reimbursed for any deficits every six months. With the closure of the largest commercial tenant in this project in January 2015, the average monthly deficit is currently approximately \$10,000. CAM charges alone for the garage run about \$15,000/month. To be prudent, the Successor Agency is expecting deficits now to run about \$25,000/month. This line also includes \$150,000 to cover any unforeseen emergency expenses. The Successor Agency intends to sell the property consistent with the property management plan. However, in the event this transfer does not occur prior to June 30, 2016, the Successor Agency will need to continue paying for the operating deficit and set aside funds for capital reserves.
123	Fillmore Heritage Center DDA. This agreement is an enforceable obligation and is part of the Successor Agency's project work. It will require staff time of the Successor Agency to close-out, given the termination of the related Ground Lease in 2015.
124	Fillmore Heritage Center Commercial Ground Lease. This agreement is an enforceable obligation and is part of the Successor Agency's project work. It will require staff time of the Successor Agency to close-out.
125	Fillmore Heritage Center REA. This agreement is an enforceable obligation and is part of the Successor Agency's project work. It will require staff time of the Successor Agency to implement and close-out, until such time as the Successor Agency transfers its ownership of the garage and commercial parcel to the City.
126	Fillmore Heritage Common Area Maintenance (CAM) Charges: The City is currently the Successor Agency's tenant under the ground lease for the commercial parcel in the Fillmore Heritage Center. Pursuant to the ground lease, the City is responsible for paying common area maintenance charges (CAM) on the commercial parcel. If the City or any subsequent tenant defaults on these payments the Successor Agency, as owner of the commercial parcel, is responsible for paying any outstanding CAM charges. CAM charges for all three tenants run about \$15,000 a month. It is anticipated that the Successor Agency will be transferring this asset to the City. However, given that the timing of this transfer is not known, the Successor Agency is requesting sufficient funding to pay the CAM charges in the unlikely event that there are outstanding CAM charges.
127	Yoshi's TI Loan. This \$7.2 million loan agreement is an enforceable obligation and is part of the Successor Agency's project work. Given the termination of the Ground Lease with Fillmore Development Commercial, this debt will likely need to be restructured.
138	Jessie Square Garage Reimbursement to City for Debt Service Payments: Estimated pay-off to City of accumulated amount owed for debt service payments related to debt issued for construction of garage, from proceeds of sale of garage to Millennium Partners. This Purchase and Sale agreement was approved by the Oversight Board on July 11, 2013 through Resolution 8-2013, and by DOF on October 4, 2013.
139	Jessie Square Garage Parking Tax: Payment to City of parking tax related to Jessie Square Garage and to the operator for management fees. This obligation will be retired when the Garage is sold, which is expected to occur during the ROPS 15-16B period. However, this payment has been included in ROPS 16-17, in the unlikely event that the Garage sale is extended into the ROPS 16-17 period. The \$660,000 payment is for a six month period.
140	Yerba Buena Garden Capital Improvements. Expenditures on this line are for capital improvements in Yerba Buena Gardens (YBG), which the Successor Agency owns but will be transferring to the City in 2016 or 2017, pursuant to the DOF-approved LRPMP. As background, the Successor Agency uses a software program to forecast and budget for known cyclic repair and replacement requirements that extend the life of the YBG's buildings and systems and maintain them in usable condition. The Gardens were built over an underground convention center so maintaining the waterproofing barriers between the structures of this 20-year old facility has been a significant expense for the Successor Agency over the past few years and is projected to be an ongoing expense in future fiscal years as the properties continue to age. Based on output from the capital forecasting software program, the capital repair and replacement needs in YBG total about \$32 million over the next 20 years. Based on this forecasting model, the Successor Agency expects to expend \$6,000,000 during fiscal year 2016-17 on capital improvements in the Gardens. Capital projects underway at YBG include projects approved in budgets from FY14-15 and FY15-16. The Successor Agency's capital budgets are multi-year budgets, so once we have the authority to spend capital funds, that authority can span multiple fiscal years (unlike ROPS spending authority). Therefore, the amount requested in any given ROPS period is likely to include (1) capital projects from prior fiscal years in addition to projects approved in the current fiscal year, and (2) projected amounts rolled over from previous ROPS periods. Thus, the Successor Agency's request for spending authority is usually higher than the amount budgeted in any given fiscal year. For FY16-17, the Successor Agency is rolling over about \$3 million in prior year capital projects and has about \$3 million in new capital projects slated for FY16-17 (pending budget approval in Spring 2016).

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141	Yerba Buena Garden Operating Expenses. MJM is the Successor Agency's full-time, on-site property manager responsible for overall operations, maintenance, security, event coordination, and capital repair/replacement work at YBG. The money under this contract pays (1) a fixed management fee to MJM and (2) variable annual operating expenses for YBG. This contract will be transferred to the City when YBG is transferred to the City in 2016 or 2017, pursuant to the property management plan approved by DOF. At that time, the City will assume the Agency's role under the contract. The funds to pay for this contract, and YBG operational costs, comes from CDBG restricted lease revenues and developer fees from Yerba Buena Gardens.
142	Children's Creativity Museum Operating Agreement. The funds to pay for this \$600,000/year contract come from CDBG restricted lease revenues and developer fees from Yerba Buena Gardens. The Successor Agency owns the museum building/carousel and has an operating agreement with a non-profit to operate the museum and the carousel. This agreement will be transferred to the City when YBG is transferred to the City in 2016 or 2017, pursuant to the property management plan approved by DOF. At that time, the City will assume the Agency's role under the agreement until the contract expires. Payments are made quarterly as follows: Qtr. 1 40% (\$240,000); Qtr. 2 30% (\$180,000); Qtr. 3 20% (\$120,000); and, Qtr. 4 10% (60,000).
143	Yerba Buena Center for the Arts Operating Agreement. The funds to pay for this contract come from CDGB restricted lease revenues and developer fees from Yerba Buena Gardens. The Successor Agency owns the Center for the Arts buildings and has a long-term operating agreement (until 2095 with all extended terms) with a non-profit to operate the cultural facilities. The initial term ends 6/30/2019. This agreement will be transferred to the City when YBG is transferred to the City in 2016 or 2017, pursuant to the property management plan approved by DOF. At that time, the City will assume the Agency's role under the agreement until the contract expires or is extended by the City. Payments are made in equal quarterly installments of \$832,500 each.
144	Yerba Buena Gardens Outdoor Programming. This is an agreement to provide outdoor event programming in the public open space at Yerba Buena Gardens. The funds to pay for this contract come from CDBG restricted lease revenues and developer fees from Yerba Buena Gardens. This contract will be transferred to the City when YBG is transferred to the City in 2016 or 2017, pursuant to the property management plan approved by DOF. At that time, the City will assume the Agency's role under the contract until the contract expires. Payments are made quarterly as follows: Qtr. 1 40% (\$30,000); Qtr. 2 20% (\$15,000); Qtr. 3 20% (\$15,000); and, Qtr. 4 20% (\$15,000).
145	Yerba Buena Community Benefit District. The Tax Collector collects CBD assessments via secured property tax bills issued annually and passes the assessment through to the CBD. The Successor Agency owns the following parcels in the YB CBD, which are assessed: APNs: 3723-115, 3706-277, 3751-167, & 3751-168. CBD payments are made annually in December. The final payment will be in December 2029. The funds to pay these fees comes from CDBG restricted lease revenues and developer fees from Yerba Buena Gardens. This expense will transfer to the City with the transfer of Yerba Buena Gardens in 2016 or 2017.
147	Yerba Buena Garden Legal Fees. The funds to pay for these services come from CDBG restricted lease revenues and developer fees from Yerba Buena Gardens. The Successor Agency expects to transfer YBG to the City in 2016 or 2017, pursuant to the Successor Agency's property management plan approved by DOF. At that time, this line will be retired from the ROPS.
151	The Mexican Museum Grant Agreement . This is a \$10.566 million grant agreement for predevelopment and tenant improvements for a museum. The remaining balance of \$7,785,119 is tax exempt bond proceeds reserved for future tenant improvements.
153	The Paramount/680 Mission LDA: Under a 1998 disposition and development agreement, the former Redevelopment Agency conveyed land that had been acquired with federal community development funds. As part of the agreement, the purchase price was discounted so that a below-market lease could be provided to a non-profit organization, the California Historical Society (CHS); in 2014, CHS reduced the size of its space under a lease amendment. As a result, the Successor Agency is due payments totaling \$945,949 plus 1% interest in four annual installments beginning in 2015. HUD deems these funds to be program income under the Community Development Block Grant (CDBG) program. Accordingly, the Successor Agency will list the expenditures of these funds on future ROPS when it receives them and transfers them to the Mayor's Office of Housing and Community Development, the City's CDBG administrator.
161	Alice Griffith Agency Funding Obligation. FINAL & CONCLUSIVE DETERMINATION (12.14.12) (shown as line 123 on the F&C which used the ROPS III numbering system): Pursuant to HPS Phase 2 DDA, obligation to provide capital funding to rebuild Alice Griffith Public Housing development of 504 units with five phases, of which Phases 1 and 2 are funded and under construction. Phases 3A and 3B gap funds approved in ROPS 14-15B pursuant to AB 471. \$3.0 million in prior year Bonds is predev. expenses of PHase 3C (Block 5) included in 15/16B ROPS, and spending in 16/17. Phase 3C gap funding of \$10.3 million in 16/17 comprised of \$5.6 m in prior year bonds (and \$4.7 m in developer fee shown in line 361) pursuant to AB 471. \$3.5 million in Bonds is for predevelopment expenses for Phase 4, a portion of which will be from the new SB 107 bonds. (Note: due to the timing of the Governor's approval of the legislation needed for the new SB 107 bonding authority, the Oversight Board will not yet have reviewed bond documents related to these new bonds prior to the ROPS 16-17 approval; however no bond issuance or expenditure of funds would occur without Oversight Board and DOF review and approval.)
166	5800 3rd Street Construction loan. RETIRE
177	Hunters View Phase II-III Loan Agreement (approved by the SFRA Commission on April 19, 2011). Loan for construction of HV Phases II & III of new affordable housing as part of revitalization of Hunters View public housing project. The remaining available loan amount of \$21.7 million was committed for HV Phase II through a loan agreement in ROPS 13-14b period. With this commitment, the obligation for HV Phase II & III is satisfied.
218	HPS Phase 1 Affordable Housing Obligation FINAL & CONCLUSIVE DETERMINATION (12.14.12) (shown as line 173 on the F&C which used the ROPS III numbering system): Contractual obligation under Hunters Point Shipyard-Phase 1 Disposition and Development Agreement to fund and construct affordable housing on Agency-owned parcels in HPS Phase 1; estimated cost of funding 218 affordable housing units, actual amount will vary with actual cost of housing and timing of issuance of bonds. Obligation remains until affordable housing obligation is fulfilled. The estimated cost for first block (54) has been moved to new Line 395.
219	HPS Phase 2 - CP Affordable Housing Obligation: FINAL & CONCLUSIVE DETERMINATION (12.14.12) (shown as line 174 on the F&C which used the ROPS III numbering system): Pledge of Property Tax Revenues to fulfill affordable housing obligations in Candlestick Point-Hunters Point Shipyard-Phase 2 Disposition and Development Agreement (total outstanding debt in Statement of Indebtedness (9.30.11) ("SOI") estimated to be \$1,074,632,964 from HPS Housing Obligation, SOI at p. 57, less the \$65.4 million estimated for the 218 units per the Phase 1 DDA, and an unspecified portion from BVHP Housing Obligation, SOI at p. 52, over life of project). Binding agreements per § 34171 (d) (1)(E));7 (amts owing to LMIHF, §34171 (d) (1)(G).
220	Mission Bay North Affordable Housing Obligation: FINAL & CONCLUSIVE DETERMINATION (1.24.14); Pledge of Property Tax Revenues, defined as Housing Increment, under Mission Bay North Tax Allocation Pledge Agreement (to which Owner is a third party beneficiary) to fulfill affordable housing obligations in Mission Bay North Owner Participation Agreement. Upon completion of housing program in MB-North, tax increment then pledged to housing program in MB-South. The total outstanding estimate is based on the FY 2011-12 Statement of Indebtedness (SOI) page 37 of \$320M, taking out the amounts included in that number for the housing debt service obligations included on separate ROPS lines: Series 2006A (\$9M, 2007A (\$30M), 2009A (\$4M), 2009E (\$2M), 2011E (\$3M). Since the amount to be distributed is dependent on actual tax receipts pledged to this purpose, we request that the DOF ROPS approval letter instruct the City and County Controller's Office to distribute the actual pledged amount for this line, regardless of whether that is more or less than the estimate on this ROPS.

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226	Mission Bay South Affordable Housing Obligation: FINAL & CONCLUSIVE DETERMINATION (1.24.14); Pledge of Property Tax Revenues, defined as Housing Increment, under Mission Bay South Tax Allocation Pledge Agreement (to which Owner is a third party beneficiary) to fulfill affordable housing obligations in Mission Bay South Owner Participation Agreement. The total outstanding estimate is based on the FY 2011-12 Statement of Indebtedness (SOI) page 42 of \$436M, taking out the amounts included in that number for housing debt service obligations included on separate ROPS lines: Series 2009A (\$6M), 2009E (\$10M), 2011E (\$19M), and taking out reported expenditures from this line on ROPS I, II, III, 13-14A and 13-14B, and taking out outstanding obligations for individual MBS housing projects that have their own separate ROPS lines (228 for MBS Parcel 7W, 393 for MBS Parcel 6E, and 394 for MBS Parcel 3E). Since the amount to be distributed is dependent on actual tax receipts pledged to this purpose, we request that the DOF ROPS approval letter instruct the City and County Controller's Office to distribute the actual pledged amount for this line, regardless of whether that is more or less than the estimate on this ROPS.
228	Mission Bay South Parcel 7W: Budget for this housing project approved in ROPS 13-14B and committed to the project per AB 471. Project in construction, estimated completion 2017.
237	Transbay Affordable Housing Obligation: FINAL & CONCLUSIVE DETERMINATION (4.15.13): Requirement of the Implementation Agreement (Item 105) and Section 5027.1 of California Public Resources Code that terminal project include 25 % of all new dwelling units in project area be available at affordable housing cost for low income households (60% AMI) and 10% of all new units be available for moderate income (120% AMI) (total outstanding debt estimated to be \$849,936,548 over life of project, SOI at p. 47); and required funding for affordable housing obligations. Funding for the specific affordable housing projects and debt service on associated tax allocation bonds required per this obligation are shown on individual Transbay lines: Lines 238 (R.C. Apts), 239 (Blks 6/7), 363 (Blk 9), and 374 (Blk 8), 392 (Blk 1) and various debt service lines. Total outstanding obligation lowered by amounts placed on separate ROPS lines 363, 374 and 291. Since the amount to be distributed is dependent on actual tax receipts pledged to this purpose, we request that the DOF ROPS approval letter instruct the City and County Controller's Office to distribute the actual pledged amount for this line, regardless of whether that is more or less than the estimate on this ROPS.
239	Transbay Blocks 6 & 7 Construction: For Block 7, the total funding amount is a \$25.6 million loan including \$3.4M for predevelopment plus \$22.2M toward construction financing for a 120 unit affordable housing project, as mandated by CA Public Resources Code Sec. 5027.1 (per final and conclusive determination regarding Transbay housing umbrella obligation on ROPS Line 237. The project size was previously estimated at 85 units, and \$17 million in Other (developer fee) funding was included on ROPS 14-15B, but the project design was changed to include a total of 120 units, which required an additional \$8.6 million and was included on ROPS 15-16A, for a grand total of \$25.6 million. The request is pursuant to AB 471. The source of the funding is restricted Developer Impact Fees (San Francisco Planning Code Section 415) paid by market rate developers.
250	Port Lease N-1 (L11183) for South Beach Harbor. Leases will remain in place until SBH is reverted to the Port, pending approval by State Lands. Lease payments are funded by SBH boat slip rental revenues. Full lease payment is made in June.
251	Port Lease N1-B (L11595) for South Beach Harbor. Leases will remain in place until SBH is reverted to the Port, pending approval by State Lands. Lease payments are funded by SBH boat slip rental revenues. Full lease payment is made in June.
252	Port Lease N-2 (L10892) for South Beach Harbor. Leases will remain in place until SBH is reverted to the Port, pending approval by State Lands. Lease payments are funded by SBH boat slip rental revenues. Full lease payment is made in June.
255	Sublease Agreement with Carmen and Benito Solis. No expenditures are anticipated in FY16-17
257	Payments to Port for South Beach Harbor Operations. Port operates SBH on behalf of OCII, with OCII reimbursing costs. \$1,216,700 was budgeted for FY15-16. As per Port, because Port recognized SBH in its financial statements in 15-16, OCII will no longer cover these costs. However, because State Lands has not yet approved the transfer, to be conservative, the 15-16 budget is included in the ROPS. This obligation will remain in place until SBH is reverted to the Port, pending approval by State Lands.
261	1998C Bond Debt Service. No debt service payments until 8.1.2023 (due to trustees 6.30.2023)
264	1998D Bond Debt Service. Bonds were partially refunded in 2014C bonds. The total obligation is the remaining amount. No debt service is due in this period.
270	2003B Bond Debt Service. A full year of debt service is due in this period. Debt service, with the exception of the portion related to Jessie Square, will be funded with Non-Admin RPTTF. In this period, the amount of debt service is \$7,052,688. The total outstanding debt service is \$14,640,688. Debt service on Jessie Square garage would be paid by Other because the buyer will be required to defease the bonds as part of the terms of the sale. The estimated amount of principal and interest to be defeased is \$6,195,000 Jessie Square did not change hands in 15-16A as expected, therefore amount of outstanding obligation is higher.
345	Bond Management Administration Costs. These charges reflect the cost of bond portfolio management, related accounting, CCSF and outside legal counsel, financial advisor services, fiscal consultant services and other costs directly arising from contractual, regulatory and statutory bond obligations. Bond Proceeds fund \$3,953,959, in closing costs. Non-Admin RPTTF funds \$100,000 in bond accounting professional services.
346	South Beach Harbor Bond Debt Service. Tax increment generated by SBH is pledged to debt service. If TI is insufficient to pay debt service, the balance is paid with SBH revenue e.g. other funds. Debt service due in this period is \$678,450. TI in this period is expected to be \$100,000. Therefore, OCII projects to use 578,450 in SBH revenues. To the extent that additional TI is received, use of other funds will be reduced. Since the amount to be distributed is dependent on actual tax receipts pledged to this purpose, OCII requests that the DOF ROPS approval letter instruct the CCSF CON to distribute the actual TI, regardless of projected amount.
347	South Beach Harbor Trustee Fees. As per 8.31.2015 email from Andrew Fung of US Bank, the Trustee, no fees will be assessed as bonds are maturing 12.1.2016.
348	CalBoating Loans. SFRDA took out loans to improve SBH. SBH revenues are pledged to repay the loans. However, as per MOU with Port, the CalBoating Loan claim is subordinate to the Ports Operating expenses and debt service. Should revenues be insufficient to cover this obligation, OCII will request TI. This obligation will remain in place until SBH is reverted to the Port, pending approval by State Lands. If land transfer is approved, obligation will be transferred with land.
349	HPS-CP Project Related Transportation and Meeting Expenses: Source of funds: Developer reimbursement. This is an ongoing cost which the Successor Agency anticipates until the completion of the HPS project. Under the Candlestick Point-Hunters Point Shipyard Disposition and Development Agreement ("Phase 2 DDA") whereby the master developer, as a party to the Phase 2 DDA, is obligated to pay the Successor Agency for various costs associated with pre-development and development activities.
354	HPS Phase 1 City Planning Staff Costs: Source of Funds: Developer Reimbursement. This is an ongoing cost which the Agency anticipates until the completion of the HPS project. This is an ancillary contract in compliance with item # 49, formerly line 67 on ROPS III, which was finally and conclusive determined to be an enforceable obligation on December 14, 2012.
355	HPS Phase 2 -CP SF Public Utilities Commission Staff Costs: Source of Funds: Developer Reimbursement. This is an ongoing cost which the Successor Agency anticipates until the completion of the HPS project. This is an ancillary contract in compliance with item # 49, formerly line 67 on ROPS III, which was finally and conclusive determined to be an enforceable obligation on December 14, 2012.
359	706 Mission Street Purchase and Sale Agreement ("PSA"). This PSA was approved by the Successor Agency's Oversight Board on July 22, 2013, and by DOF on October 4, 2013. The PSA authorizes the sale of the following three properties to an affiliate of Millennium Partners for the development of the 706 Mission Street/Mexican Museum project: (1) an improved subterranean public parking garage commonly known as the Jessie Square Garage located generally below Jessie Square Plaza; (2) an approximately 9,778-square-foot undeveloped parcel fronting Mission Street between Third and Fourth Streets adjacent to Jessie Square Plaza; and (3) a 3,690-square-foot air rights parcel located above Jessie Square Plaza. The Developer is required under the PSA to pay the Successor Agency (1) \$4,456,378 in affordable housing fees, paid in three installments over time, (2) \$510,882 a year in perpetuity to support Yerba Buena Gardens operations (net present value equals \$40.1 million), (3) \$86,400 in traffic improvement fees, and (4) \$1,661,348 in open space fees. The Successor Agency received the \$86,400 traffic improvement fee in 2015, and the Successor Agency is required under the PSA to either (1) contract with the City for these services, or (2) contract with the community benefit district for these services. The Successor Agency also expects to receive the \$1,661,348 open space fee in 2016 and, as required by the PSA, the payment will be split between Yerba Buena Gardens and other public open spaces in the adjacent South of Market Area.

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361	CP Development Co Funds for AG Development: HPS-CP Developer commitment to provide funding for Alice Griffith Project to supplement Agency funding included in ROPS Line 161, which was finally and conclusively determined to be an enforceable obligation on December 14, 2012. Funds to pass through OCII so that they can be provided in loan agreement to the affordable housing project. This is an estimated amount based on DDA "Alice Griffith Subsidy" in BMR Housing Plan Section 5.4(a) and (c) and Exhibit F-C, but if overruns occur, the developer is contractually obligated to increase their contribution. \$5.2 million in funding in 16/17 is for Phase 3C (Block 5 - 31 units that was originally part of PH 4 but now being constructed in earlier phase) and pursuant to AB 471.
364	Bond Trustee Fees. Expense is based on actual invoices .
366	Debt Service Reserve. Retire.
369	Port Lease Site J (L11337)NonSBH. Leases will remain in place until SBH is reverted to the Port, pending approval by State Lands. Lease payments are funded by SBH boat slip rental revenues. Full lease payment is made in June.
370	Port Lease Site K (L11639) NONSBH. Leases will remain in place until SBH is reverted to the Port, pending approval by State Lands. Lease payments are funded by SBH boat slip rental revenues. Full lease payment is made in June.
371	Port Lease M-3, M-4, S-1D (L12079) NonSBH. Leases will remain in place until SBH is reverted to the Port, pending approval by State Lands. Lease payments are funded by SBH boat slip rental revenues. Full lease payment is made in June.
372	Deferred Maintenance and Capital Improvements for Shoreview Park. Deferred Maintenance and Capital Improvements for Shoreview Park. The Successor Agency has an enforceable obligation to maintain this property until it is disposed of pursuant to the DOF-approved property management plan. This maintenance obligation requires improvements to the park to correct health and safety/disability access issues, and to replace broken benches, a malfunctioning irrigation system, and a hazardous play structure. To fund the cost of improvements, the Successor Agency seeks to use DDR-approved reserve balances of Community Development Block Grant (CDBG) funds (\$370,902), plus additional CDBG program income generated from the ground lease listed in ROPS Line Item #20 since July 1, 2012. As of 12/15, OCII has accrued \$1.6 million in funding that is obligated to be used for Shoreview Park. The amount of CDBG program income anticipated to be accrued as of 6/30/17 is \$2.1 million. These funds will be transferred to the City when Shoreview Park is transferred to the City. This payment was included in ROPS 15-16B, but due to schedule delays it is not clear whether the transfer will be completed during that period so the payment has been included on this ROPS 16-17 as well.
373	Property Management and Disposition Costs. The Successor Agency will be incurring certain costs associated with the management and disposition of property, particularly given the anticipated approval of its Property Management Plan. These costs include staffing costs, property management, appraisal costs, consultant costs, title and escrow costs, legal costs (including tenant bankruptcy proceedings), marketing costs, and other costs associated with the disposition process.
375	HPS Phase 1 and Phase 2 Security Services: Source of Funds: Navy Reimbursement. This is an ongoing cost which the Successor Agency anticipates until the completion of the HPS project. Security Services are required by Phase 1 DDA and the HPS Conveyance Agreement, Interim Lease, 6.5 Security Services. The current contract for Security Services expires in March 2017. A new agreement for security services will be entered into to continue these services at the Shipyard, it is currently anticipated the new contract would have a three year term.
376	HPS Phase 2-CP SF Fire Department Staff Costs: Source of Funds: Developer Reimbursement. This is an ongoing cost which the Successor Agency anticipates until the completion of the HPS project. The Phase 2 DDA Section 19. Agency Costs and the Interagency Cooperative Agreement Section 6.4 City's Cost Recovery both allow for reimbursement of City/Agency costs. Contract expiration date reflects the Successor Agency's obligations pursuant to the Phase 2 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 12-31-2036 inclusive of excusable delays. This is an ancillary contract in compliance with item # 49, formerly line 67 on ROPS III, which was finally and conclusively determined to be an enforceable obligation on December 14, 2012.
377	HPS Phase 2 Community Benefits Agreement Scholarship Program: Source of Funds: Developer Payment In accordance with the Phase 2 Community Benefits Plan, Exhibit G to the Phase 2 DDA, the Successor Agency will transfer funds to fulfill the Scholarship Fund obligation. Payments will be disbursed over time.
378	HPS Phase 2 - CP Community Benefits Agreement Education Improvement Fund: Source: Developer Payment pursuant to the Phase 2 Community Benefit Plan, Exhibit G to the Phase 2 DDA, for education enhancement within Bayview Hunters Point. This is an ancillary contract in compliance with item # 49, formerly line 67 on ROPS III, which was finally and conclusively determined to be an enforceable obligation on December 14, 2012. Payments will be disbursed over time.
380	HPS Phase 2 - CP Community Benefits Agreement Wellness Contribution: Source: Developer Payment, pursuant to the Phase 2 Community Benefit Plan, Exhibit G to the Phase 2 DDA, for predevelopment expenses associated with the expansion of the Southeast Health Center. This is an ancillary contract in compliance with item # 49, formerly line 67 on ROPS III, which was finally and conclusively determined to be an enforceable obligation on December 14, 2012. Payments will be disbursed over time.
381	HPS Design Review and Permitting Technical Support: Source of Funds: Developer Reimbursement. This is an ongoing cost which the Agency anticipates until the completion of the HPS project. The Phase 1 DDA Section 10 and Phase 2 DDA Section 19. Agency Administration and the Interagency Cooperative Letter Agreement page 3 "Fees and Exactions" both allow for the reimbursement of City/Agency costs on an as-needed basis. Contract expiration date reflects current contract for these services with Hawk Engineers, which has a three year term.
382	2011 Hotel Occupancy Tax Refunding Bonds Debt Service. Debt service payment for 16-17 will be \$4,945,350. As city pays debt service, funds are included in Other.
384-385	SOMA and Western Addition Area 2 excess pre-2011 bond proceeds to be used to reimburse expenditures by the City of San Francisco and Municipal Transportation Agency, per Oversight Board resolutions 2-2015 and 1-2015. Expenditure amounts will include all accrued interest.
386-388	Bayview Hunters Point and Citywide Housing excess pre-2011 bond proceeds-- payment authority carried forward from ROPS 14-15B in case delays require us to transfer to the City after June 2015. Amounts in 386 and 388 increased by approximately 0.5% to allow for additional interest accrual included in the transfers.
391	Transbay underramp park construction, to be managed by the Transbay Joint Powers Authority (TJPA), as an ancillary contract in compliance with Section 201 of the Transbay Implementation Agreement, Item # 105. \$1.2M is for project management costs during this period and will be paid from developer fees.
392	Transbay Block 1 Construction: Ancillary contract in compliance with the Transbay Implementation Agreement, Item #237, Affordable Housing Program, which was finally and conclusively determined to be an enforceable obligation on April 15, 2013. \$20.9M developer fees approved for use in ROPS 15-16B period extended to the ROPS 16-17 period.
393	MBS Block 6E Construction funding for affordable housing project in partial fulfillment of MBS OPA Requirements, per final and conclusive determination regarding Mission Bay housing obligation on umbrella lines 220 and 226. In the ROPS 14-15B period, predevelopment work started, using pledged Mission Bay increment approved in ROPS 13-14A and ROPS 14-15A lines 220 and 226. When expended the payments will be shown on the Prior Period Adjustment form as coming from Reserves. Gap funding of \$33,250,000 committed in ROPS 15-16B pursuant to AB 471; amount comprised of \$2.6 M in pledged Mission Bay increment approved in ROPS 15-16A and \$30.6 M in Other (developer fees). Up to \$1m in Other Funds may be spent for predevelopment expenses in 16-17.

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394	on this project serving homeless veterans and other very low income families will begin in the ROPS 15-16A calendar period which will be funded by a new charitable donation of \$2.5m to be given to OCII - actual payment of predevelopment costs will start in the 15-16B period and the \$2.5m was included in the ROPS15-16B and expenditures will continue into 16-17 and this \$2.5m is included in 16-17. The project is expected to apply for the Affordable Housing & Sustainable Communities Program in the Spring 2016 and may require full commitment of OCII funds prior to application. Therefore full OCII funding amount was shown in 15-16B, but is also shown in 16/17 in the event it doesn't apply for the State funds and project timing is delayed. All but the pre-development amount of \$2.5 is pursuant to AB 471. A portion of the funds shown in Bonds will be from the new SB 107 bonds (Note: due to the timing of the Governor's approval of the legislation needed for the new SB 107 bonding authority, the Oversight Board will not yet have reviewed bond documents related to these new bonds prior to the ROPS 16-17 approval; however no bond issuance or expenditure of funds would occur without Oversight Board and DOF review and approval.) Note that
395	HPS Affordable Housing Block 54 , per final and conclusive determination for HPS housing obligation in umbrella line 218. This had \$2.5M in ROPS 14-15B for predevelopment but timetable has been extended we expect to be able to starting expending in the ROPS 16-17 period, in addition to predevelopment expenditure estimated at \$3.0m. The source of the \$3.0 million in funding is SB 107 bonding. (Note: due to the timing of the Governor's approval of the legislation needed for the new SB 107 bonding authority, the Oversight Board will not yet have reviewed bond documents related to these new bonds prior to the ROPS 16-17 approval; however no bond issuance or expenditure of funds would occur without Oversight Board and DOF review and approval.)
396	2014B Bonds Debt Service. No payments due in this period.
397	2014C Bond Debt Service. No payment due in this period.
398	HPS Phase 2 - CP Other Professional Services: Source of funds: Developer reimbursement. This is an ongoing cost which the Agency anticipates until the completion of the HPS project. Under the Candlestick Point-Hunters Point Shipyard Disposition and Development Agreement ("Phase 2 DDA") whereby the master developer, as a party to the Phase 2 DDA, is obligated to pay the Successor Agency for various costs associated with pre-development and development activities.
399	Tax Allocation Series MBN2015A. 2015A is a Tax Allocation Refunding Bond for Mission Bay North.
400	Tax Allocation Series MBS2015B. 2015B is a Tax Allocation Refunding Bond for Mission Bay South
401	Tax Allocation Series MBS2015C. 2015C is a new money Tax Allocation Bond for Mission Bay South.
402	Tax Allocation Series MBS2015D. 2015D is a new money subordinate bond for Mission Bay South. Bond is will be marketed as a private placement.
403	HPS Phase 2 - CP Block 10a Affordable Housing , per final and conclusive determination for HPS Phase 2- CP housing obligation in umbrella line 219. The source for the \$3.5 million for predevelopment expenses is proposed new SB 107 bonds; this amount was in the ROPS 15-16B, but commitment of these funds is now expected in 16-17. (Note: due to the timing of the Governor's approval of the legislation needed for the new SB 107 bonding authority, the Oversight Board will not yet have reviewed bond documents related to these new bonds prior to the ROPS 16-17 approval; however no bond issuance or expenditure of funds would occur without Oversight Board and DOF review and approval.)
404	HPS Phase 2 - CP Block 11a Affordable Housing , per final and conclusive determination for HPS Phase 2- CP housing obligation in umbrella line 219. The source for the \$3.5 million for predevelopment expenses is proposed new SB 107 bonds; this amount was in the ROPS 16-17, but commitment of these funds is now expected in 16-17. (Note: due to the timing of the Governor's approval of the legislation needed for the new SB 107 bonding authority, the Oversight Board will not yet have reviewed bond documents related to these new bonds prior to the ROPS 16-17 approval; however no bond issuance or expenditure of funds would occur without Oversight Board and DOF review and approval.)
405	MBS Block 6W Construction funding for affordable housing project in partial fulfillment of MBS OPA Requirements, per final and conclusive determination regarding Mission Bay housing obligation on umbrella lines 220 and 226. Predevelopment work on this project serving very low income families and formerly homeless families will begin in the ROPS 16-17 calendar period which will be funded by existing bond funds.
406	Transbay Block 4 Affordable Housing: Ancillary contract in compliance with the Transbay Implementation Agreement, Item #237, Affordable Housing Program, which was finally and conclusively determined to be an enforceable obligation on April 15, 2013. Pre-development financing is now expected in ROPS 17-18.
407	Refunding Bonds Reserve Payments. Refunding bonds requires use of reserve fund to defease bonds. Agency estimates a maximum of \$75 million dollars in housing refundings. Assuming a 10% reserve, this would require a \$7,500,000 reserve payment to defease bonds.
408	2016E Housing Bonds. SB107 authorized OCII to issue bonds to fund affordable housing.
409	2016-17 Transbay Infrastructure Bonds. SB107 authorized OCII to issue bonds to fund infrastructure in the Transbay Project Area.
410	2016-17 Housing Refunding Bonds. A number of existing housing bonds have reached sufficient maturity to be candidates for refunding. Pending actual interest rates, OCII could issue housing refunding bonds in FY16-17
411	Enforceable Obligation Support. SB107 requires Successor Agencies to spend no more than 3% of RPTTF Non-Admin on agency administration, across all funding sources. In prior ROPS OCII recorded agency costs that directly support affordable obligations and OCII administration in line 1. As per DOF recommendation, OCII is now separately reporting the OCII costs that directly support affordable obligations. The administrative cost to operate the agency is reported in line 1.
412	HPS CP Surety Bond Program. Successory Agency's Surety Bond Program will be used to assist BVHP contractors in obtaining insurance and credit support that may be required in order to participate in the development of the Phase 2 Project.
413	Transbay Block 2 Affordable Housing: Ancillary contract in compliance with the Transbay Implementation Agreement, Item #237, Affordable Housing Program, which was finally and conclusively determined to be an enforceable obligation on April 15, 2013. The source for the predevelopment expenses is existing bond funds.
414	Yerba Buena Gardens Cash Accounts. The Successor Agency has an enforceable obligation, under certain long-term documents with YBG tenants and stakeholders, to transfer its CDBG-restricted YBG cash balances (bond proceeds and other income) to the City along with the YBG real estate assets described in the DOF-approved LRPMP. The amount transferred to the City will be the balance after all expenses on lines 140-147 and OCII staff costs have been paid in full.
415	2016-2017 Housing Bonds. OCII anticipates issuing \$72,000,000 in housing bonds in 16-17. The RPTTF Non-Admin will be used to pay for debt service.