

**CITY AND COUNTY OF SAN FRANCISCO AND  
SUCCESSOR AGENCY TO THE FORMER  
REDEVELOPMENT AGENCY OF THE CITY  
AND COUNTY OF SAN FRANCISCO**

Independent Accountant's Report on  
Applying Agreed-Upon Procedures on the  
Low and Moderate Income Housing Funds of  
the Former Redevelopment Agency of the  
City and County of San Francisco, California  
As Prescribed in Section 34179.5 of  
the California Health and Safety Code

**City and County of San Francisco and Successor Agency to the  
Redevelopment Agency of the City and County of San Francisco**

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Sacramento

Oakland

LA/Century City

Newport Beach

San Diego

Seattle

City and County of San Francisco and Successor Agency to the  
Redevelopment Agency of the City and County of San Francisco  
San Francisco, California

**Independent Accountant's Report on  
Applying Agreed-Upon Procedures**

We have performed the procedures applied to the Low and Moderate Income Housing Funds of the former Redevelopment Agency of the City and County of San Francisco (Redevelopment Agency) enumerated in Attachment A, which were agreed to by the City and County of San Francisco, California (City) and the Successor Agency to the Redevelopment Agency (Successor Agency) (collectively referred to as the Specified Parties), solely to assist the Specified Parties in determining the balances available for transfer to taxing entities from assets transferred to the Successor Agency from the Low and Moderate Income Housing Funds of the former Agency. Management of the City, the former Agency and the Successor Agency are responsible for the accounting records. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of the Specified Parties. Consequently, we make no representation regarding the sufficiency of the procedures described in Attachment A, either for the purpose for which this report has been requested, or for any other purpose.

The scope of this engagement was limited to performing the agreed-upon procedures applied to the Low and Moderate Income Housing Funds of the former Agency as set forth in Attachment A. Attachment A also identifies the findings noted as a result of the procedures performed.

In conjunction with Procedure 2 set forth in Attachment A, included in Exhibit 1 is our independent auditor's report on the schedules of unspent restricted assets, unspent bond proceeds, unspent Mission Bay North and South Project Areas property tax revenue, and unspent Jobs-Housing Linkage Fees of the former low and moderate income housing fund.

We were not engaged to and did not conduct an audit, the objective of which would be the expression of an opinion on the balances available for transfer to taxing entities from assets transferred to the Successor Agency from the Low and Moderate Income Housing Funds of the former Agency or as to the appropriateness of the other financial information summarized in Attachments A, B, C, D, E, F and G. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of the City and the Successor Agency, and is not intended to be and should not be used by anyone other than these specified parties. This restriction is not intended to limit distribution of this report, which is a matter of public record.

*Macias Gini & Connell LLP*

Walnut Creek, California  
March 29, 2013

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**Attachment A – Agreed-Upon Procedures and Findings  
Low and Moderate Income Housing Funds**

The agreed-upon procedures applied to the Low and Moderate Income Housing Funds and findings are as follows:

1. Obtain a listing prepared by the City and/or Successor Agency of low and moderate income housing enforceable obligations to be funded by the \$195,162,373 transferred from the former San Francisco Redevelopment Agency to the Mayor’s Office of Housing on February 1, 2012 and perform the following:

**Finding:** We obtained from the Successor Agency the listing of enforceable obligations to be funded by the \$195,162,373.

- A. Reconcile the amount of cash and cash equivalents recorded in the former Redevelopment Agency’s accounting records at January 31, 2012 and City’s accounting records at February 1, 2012.

**Finding:** We reconciled and agreed the cash and cash equivalents recorded in the former Redevelopment Agency’s accounting records at January 31, 2012 and the City’s accounting records at February 1, 2012, which totaled \$195,162,373.

- B. Obtain cash receipts and disbursement activity of the cash and cash equivalents account dedicated for low and moderate income housing projects for the period February 1, 2012 through June 30, 2012 and trace expenditures made from this account to ROPS1 (January 1, 2012 through June 30, 2012) in order to recompute the June 30, 2012 cash and cash equivalents account balance.

**Finding:** We obtained the listing of cash receipts and disbursement activity of the cash and cash equivalents account dedicated to low and moderate income housing projects for the period from February 1, 2012 through June 30, 2012 and traced expenditures made to ROPS1. See Attachment C.

- C. Reconcile the amount of cash and cash equivalents reported in procedure 1.B. to the City’s audited financial statements at June 30, 2012.

**Finding:** We agreed the cash and cash equivalents at June 30, 2012 reported in procedure 1.B. to accounting records for the Low and Moderate Income Housing Assets Fund and the Low-Mod Income Housing Assets subfund of the Community/Neighborhood Development Fund and noted the amount was included in the cash and investment balance of the funds reported in the City’s audited financial statements at June 30, 2012. See Attachment C.

2. Obtain a listing of asset balances from the City and/or Successor Agency that are restricted for low and moderate income housing purposes and perform the following:

- A. Obtain the amount of unspent bond proceeds dedicated for low and moderate income housing projects as of June 30, 2012 from the audited schedule of unspent bond proceeds as of June 30, 2012, and include a copy of the audit as an exhibit to this report.

**Finding:** We obtained the amount of unspent bond proceeds dedicated for low and moderate income housing projects as of June 30, 2012 from the audited schedule of unspent bond proceeds as of June 30, 2012, which totaled \$136,544,553. See Exhibit 1.

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- B. Obtain the amount of unspent restricted tax increment for the Mission Bay North and South project areas, as required by the Owner Participation Agreements, as of June 30, 2012 from the audited schedule of unspent restricted tax increment as of June 30, 2012, and include a copy of the audit as an exhibit to this report.

**Finding:** We obtained the amount of unspent restricted tax increment for the Mission Bay North and South project areas, as required by the Owner Participation Agreements and Tax Increment Allocation Pledge Agreements, as of June 30, 2012 from the audited schedule of unspent Mission Bay North and South project areas property tax revenue as of June 30, 2012, which totaled \$6,019,337. See Exhibit 1.

- C. Obtain the amount of unspent jobs-housing linkage fees dedicated for low and moderate income housing projects as of June 30, 2012 from the audited schedule of unspent jobs-housing linkage fees as of June 30, 2012, and include a copy of the audit as an exhibit to this report.

**Finding:** We obtained the amount of unspent jobs-housing linkage fees dedicated for low and moderate income housing projects as of June 30, 2012 from the audited schedule of unspent jobs-housing linkage fees as of June 30, 2012, which totaled \$7,676,595. See Exhibit 1.

- D. Obtain the computation of any other restricted balances for low and moderate income housing projects as of June 30, 2012. Trace individual components of this computation to related account balances in the accounting records, or to other supporting documentation (specify in the Agreed-Upon Procedures (AUP) report a description of such documentation). Obtain from the Successor Agency a copy of the legal document that sets forth the restriction pertaining to these balances. Note in the AUP report the absence of language restricting the use of the balances that were identified by the Successor Agency as restricted.

**Finding:** This procedure is not applicable. The Successor Agency did not list any other restricted balances for low and moderate income housing projects as of June 30, 2012.

- E. Summarize the total restricted balances at June 30, 2012, as detailed above in procedures 2A, 2B, 2C and 2D, and indicate for each restricted balance in the report the period of time for which the restrictions are in effect. If the restrictions are in effect until the related assets are expended for their intended purpose, this should be indicated in the report.

**Finding:** We summarized the total restricted balances at June 30, 2012, as detailed above in procedures 2A, 2B, and 2C, in Attachment D with the descriptions of the period of time for which the restrictions are in effect and findings noted.

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

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**Finding:** We noted the Successor Agency believes that unrestricted cash balances in the amount of \$10,124,896 as of June 30, 2012, needs to be retained to satisfy obligations on the ROPS for the period of July 1, 2012 through June 30, 2013. Please refer to Attachment E for the schedule prepared for the results of this procedure. See Exhibit 2 for a copy of the housing-related portion of ROPSII and Exhibit 3 for a copy of ROPSIII.

4. Obtain from the City and/or Successor Agency an itemized schedule of asset balances (resources) as of June 30, 2012 that are dedicated or restricted for the funding of enforceable obligations and perform the following procedures. The schedule should identify the amount dedicated or restricted, the nature of the dedication or restriction, the specific enforceable obligation to which the dedication or restriction relates, and the language in the legal document that is associated with the enforceable obligation that specifies the dedication of existing asset balances toward payment of that obligation.
  - i. Compare all information on the schedule to the legal documents that form the basis for the dedication or restriction of the resource balance in question.
  - ii. Compare all current balances to the amounts reported in the accounting records of the City and/or Successor Agency or to an alternative computation.
  - iii. Compare the specified enforceable obligations to those that were included in the final ROPS approved by the DOF.
  - iv. Attach as an exhibit to the report the listing obtained from the Successor Agency. Identify in the report any listed balances for which the Successor Agency was unable to provide appropriate restricting language in the legal document associated with the enforceable obligation.

**Finding:** We obtained from the Successor Agency an itemized schedule of asset balances as of June 30, 2012 that are dedicated or restricted for the funding of enforceable obligations. We agreed the specified enforceable obligations to the final ROPSIII as approved by the DOF. See Attachment F for a listing of enforceable obligations to be paid from assets balances held by the Successor Agency at June 30, 2012. We agreed all cash balances of \$184,127,815, including restricted cash, to the amounts reported in the accounting records of the City at June 30, 2012.

- A. If the City and/or Successor Agency believes that future revenues together with balances dedicated or restricted to an enforceable obligation are insufficient to fund future obligation payments and thus retention of current balances is required, obtain from the City and/or Successor Agency a schedule of approved enforceable obligations that includes a projection of the annual spending requirements to satisfy each obligation and a projection of the annual revenues available to fund those requirements. Spending requirements may include the requirement of a third party lender or other party that the City and/or Agency commit funds for an enforceable obligation to establish eligibility for receipt of a commercial loan or other third party funding for the project subject to the enforceable obligation. Perform the following procedures:
  - i. Compare the enforceable obligations to those that were approved by the DOF. Procedures to accomplish this may include reviewing the letter from the DOF approving the ROPS for the six month period from January 1, 2012 through June 30, 2012, for the six month period July 1, 2012 through December 31, 2012, and for the six month period January 1, 2013 through June 30, 2013.
  - ii. Compare the forecasted annual spending requirements to the legal document supporting each enforceable obligation.

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- a. Obtain from the Successor Agency its assumptions relating to the forecasted annual spending requirements and disclose in the report major assumptions associated with the projections.
- iii. For the forecasted annual revenues:
  - a. Obtain from the Successor Agency its assumptions for the forecasted annual revenues by reviewing the projections of available tax increment from the specific redevelopment project areas that are required to fund the enforceable obligations and disclose in the report major assumptions associated with the projections.

**Finding:** The Successor Agency believes that future revenues together with balances dedicated or restricted to certain enforceable obligations are insufficient to fund future obligation payments and thus retention of current balances is required. As such, we obtained from the Successor Agency a schedule of approved enforceable obligations that includes a projection of the annual spending requirements to satisfy each obligation and a projection of the annual revenues available to fund those requirements, as detailed in Attachment F.

We also performed the following:

- Compared the enforceable obligations to those that were approved by the DOF. We reviewed the letter from the DOF dated May 25, 2012 approving the ROPS for the six month period January 1, 2012 through June 30, 2012, for the six month period from July 1, 2012 through December 31, 2012 dated May 25, 2012, and for the six month period from January 1, 2013 through June 30, 2013 dated December 14, 2012.
  - Compared the forecasted annual spending requirements to the legal document supporting each enforceable obligation.
  - We obtained from the Successor Agency its assumptions for the forecasted annual revenues and disclosed in Attachment G the major assumptions associated with the projections.
- B. Calculate the amount of current balances necessary for retention in order to meet the enforceable obligations by performing the following procedures.
    - i. Combine the amount of identified current dedicated or restricted balances and the amount of forecasted annual revenues to arrive at the amount of total resources available to fund enforceable obligations.
    - ii. Reduce the amount of total resources available by the amount forecasted for the annual spending requirements. A negative result indicates the amount of current unrestricted balances that needs to be retained.
    - iii. Include the calculation in the AUP report.

**Finding:** We obtained from the Successor Agency a schedule of approved enforceable obligations and calculated the amount of current balances necessary for retention in order to meet the enforceable obligations. See Attachment F.

5. Present a schedule detailing the computation of the Balance Available for Allocation to Affected Taxing Entities at June 30, 2012 with the start of the computation being the invalidated transfer of \$195,162,373 as of February 1, 2012, reported on the California State Department of Finance's (DOF) request for additional information related to the Successor Agency's Low and Moderate Income Housing Due Diligence Review in its correspondence dated December 14, 2012. Attach a copy of the DOF letter noted above as an exhibit to this report. Amounts included in the calculation should agree to the results of the procedures performed in each section above.

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**Finding:** See Attachment B for the results of this procedure and Exhibit 4 for a copy of the DOF correspondence.

6. Obtain a representation letter from the Successor Agency and City management acknowledging their responsibility for the data provided to the practitioner and the data presented in the report or in any attachments to the report.

**Finding:** No exceptions noted as a result of this procedure.

**City and County of San Francisco and Successor Agency to the  
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**Attachment B - Assets Transferred to the Successor Agency That Are Available to Distribute to Affected Taxing Entities**  
**Low and Moderate Income Housing Funds**

**SUMMARY OF BALANCES AVAILABLE FOR ALLOCATION TO AFFECTED TAXING ENTITIES**

Total amount of assets held by the successor agency as of June 30, 2012	\$	-
Add the amount of any assets transferred to the city or other parties for which an enforceable obligation with a third party requiring such transfer and obligating the use of the transferred assets did not exist (procedures 1 and 5 - Attachment C), as follows:		
Cash transfer deemed invalid by DOF as of February 1, 2012, based on its letter dated December 14, 2012	195,162,373	
Plus (minus) activity from February 1, 2012 through June 30, 2012:		
Receipts	11,815,340	
Disbursements	(22,849,898)	
Less City's Federal and State grant funds	(5,830,151)	
Less housing related program income received after dissolution	<u>(2,217,941)</u>	
		176,079,723
Less assets legally restricted for uses specified by debt covenants, grant restrictions, or restrictions imposed by other governments (procedure 2 - Attachment D)		(150,240,485)
Less balances needed to satisfy ROPS for the 2012-13 fiscal year (procedure 3 - Attachment E)		(10,124,896)
Less balances that are legally restricted for the funding of an enforceable obligation (net of projected annual revenues available to fund those obligations) - (procedure 4 - Attachment F)		<u>(7,856,717)</u>
Amount to be remitted to county for disbursement to taxing entities	<u>\$</u>	<u>7,857,625</u>

**City and County of San Francisco and Successor Agency to the  
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Attachment C - Reconciliation of LMIHF Cash Transferred at February 1, 2012  
to the City's Audited June 30, 2012 Balance  
Low and Moderate Income Housing Funds**

Description	Amount
Cash transfer deemed invalid by DOF at February 1, 2012	\$ 195,162,373
Receipts:	
Retainage transferred to Mayor's Office of Housing	2,096,405
Program income received after dissolution (February 1, 2012) <sup>2</sup>	2,217,941
Loan repayments	2,913,566
Federal and State grants received	4,416,005
Interest income	171,423
Subtotal	<u>11,815,340</u>
Disbursements:	
ROPS I payments	(17,954,176)
Payments from Federal and State Grant Funds	(4,470,412)
Housing employee leave and severance payouts required under the MOUs with Local 21 and Local 1021	<u>(425,310)</u>
Subtotal	<u>(22,849,898)</u>
Total cash and cash equivalents at June 30, 2012	<u><u>\$ 184,127,815</u></u>
<b>Reconciliation of City held LMIHF cash to be transferred to the Successor Agency:</b>	
Cash and cash equivalents at June 30, 2012	\$ 184,127,815
Less City's Federal and State Grant Fund <sup>1</sup>	(5,830,151)
Less housing related program income received after dissolution <sup>2</sup>	<u>(2,217,941)</u>
Amount of LMIHF cash and cash equivalents to be transferred to the Successor Agency	<u><u>\$ 176,079,723</u></u>

<sup>1</sup> The City, as the grant recipient of federal and state grants, is entitled to retain grant proceeds and, accordingly, this amount should not be returned to the Successor Agency.

<sup>2</sup> The City, as Housing Successor, is entitled to retain housing related program income and, accordingly, this amount should not be returned to the Successor Agency.

**City and County of San Francisco and Successor Agency to the  
Redevelopment Agency of the City and County of San Francisco  
Attachment D - Restricted Assets Held by the Successor Agency  
Low and Moderate Income Housing Funds**

Asset	6/30/2012	Source for the computation of the restricted balance	Identify the document requiring the restriction. For each restriction identified on these schedules, indicate in the period of time for which the restrictions are in effect.	Note whether the restrictions are in effect until the related assets are expended for their intended purpose.	Findings
<b>Unspent Bond Proceeds (Procedure 2A)</b>					
1996B Tax-Exempt Bonds	\$ 2,370,646	Audited schedule of unspent bond proceeds of LMIHF.	Bond covenants	Bond-related restrictions in effect until proceeds are spent.	No findings as a result of the procedures performed.
2000A Tax-Exempt Bonds	649,724	Audited schedule of unspent bond proceeds of LMIHF.	Bond covenants	Bond-related restrictions in effect until proceeds are spent.	No findings as a result of the procedures performed.
2001 Tax-Exempt Bonds	4,810,122	Audited schedule of unspent bond proceeds of LMIHF.	Bond covenants	Bond-related restrictions in effect until proceeds are spent.	No findings as a result of the procedures performed.
2003B Tax-Exempt Bonds	278,109	Audited schedule of unspent bond proceeds of LMIHF.	Bond covenants	Bond-related restrictions in effect until proceeds are spent.	No findings as a result of the procedures performed.
2000B Taxable Bonds	475,926	Audited schedule of unspent bond proceeds of LMIHF.	Bond covenants	Bond-related restrictions in effect until proceeds are spent.	No findings as a result of the procedures performed.
2003A Taxable Bonds	242,982	Audited schedule of unspent bond proceeds of LMIHF.	Bond covenants	Bond-related restrictions in effect until proceeds are spent.	No findings as a result of the procedures performed.
2004A&D Taxable Bonds	2,524,426	Audited schedule of unspent bond proceeds of LMIHF.	Bond covenants	Bond-related restrictions in effect until proceeds are spent.	No findings as a result of the procedures performed.
2005C Taxable Bonds	1,356,947	Audited schedule of unspent bond proceeds of LMIHF.	Bond covenants	Bond-related restrictions in effect until proceeds are spent.	No findings as a result of the procedures performed.
2006A Taxable Bonds	3,567,918	Audited schedule of unspent bond proceeds of LMIHF.	Bond covenants	Bond-related restrictions in effect until proceeds are spent.	No findings as a result of the procedures performed.
2007A Taxable Bonds	21,670,304	Audited schedule of unspent bond proceeds of LMIHF.	Bond covenants	Bond-related restrictions in effect until proceeds are spent.	No findings as a result of the procedures performed.
2009E Taxable Bonds	24,708,624	Audited schedule of unspent bond proceeds of LMIHF.	Bond covenants	Bond-related restrictions in effect until proceeds are spent.	No findings as a result of the procedures performed.
2009A Taxable Bonds	18,248,471	Audited schedule of unspent bond proceeds of LMIHF.	Bond covenants	Bond-related restrictions in effect until proceeds are spent.	No findings as a result of the procedures performed.
2010A Taxable Bonds	31,751,424	Audited schedule of unspent bond proceeds of LMIHF.	Bond covenants	Bond-related restrictions in effect until proceeds are spent.	No findings as a result of the procedures performed.
2011E Taxable Bonds	8,249,318	Audited schedule of unspent bond proceeds of LMIHF.	Bond covenants	Bond-related restrictions in effect until proceeds are spent.	No findings as a result of the procedures performed.
2011A Taxable Bonds	15,639,612	Audited schedule of unspent bond proceeds of LMIHF.	Bond covenants	Bond-related restrictions in effect until proceeds are spent.	No findings as a result of the procedures performed.
Subtotal of Unspent Bond Proceeds	\$ 136,544,553				
Mission Bay North and South project areas tax increment (Procedure 2B)	6,019,337	Audited schedule of unspent Mission Bay project area tax increment	Owner Participation Agreements and Tax Increment Allocation Pledge Agreements	Mission Bay project area tax increment restriction in effect until proceeds are spent on affordable housing.	No findings as a result of the procedures performed.
Jobs-housing linkage fees (Procedure 2C)	7,676,595	Audited schedule of unspent jobs-housing linkage fees	Section 313 of the City's Planning Code	Jobs-linkage fees restriction in effect until proceeds are spent.	No findings as a result of the procedures performed.
Total restricted assets	<u>\$ 150,240,485</u>				

**City and County of San Francisco and Successor Agency to the  
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Attachment E - Unrestricted Cash Held by the Successor Agency that are Required to Satisfy Obligations on the ROPS  
Low and Moderate Income Housing Funds**

ROPS II Item #	ROPS III Item #	Projects Using 6.30.12 LMIHF Balances	Description of Project	Enforceable Obligation	Project Area	Unrestricted Cash Needed for ROPS II	Unrestricted Cash Needed for ROPS III	Total Unrestricted Cash Needed for ROPS II + ROPS III	Successor Agency's explanation as to why the Successor Agency believes that such balances are needed to satisfy the obligation
BVHP-3.04	123.04	5800 3rd Street, Carroll Avenue Senior Tax Increment Loan Agreement (aka first phase of Alice Griffith Public Housing Replacement Project)	Predevelopment Loan associated with the development of 121 affordable housing senior units with a senior center; required as first phase of Alice Griffith Public Housing Replacement Project	Disposition and Development Agreement (Candlestick Point & Phase 2 of the Hunters Point Shipyard) by and between Redevelopment Agency of the City and County of San Francisco and CP Development Co., L.P. Dated as October 29, 2010 ("HPSY-II/CP DDA"); available at: <a href="http://www.sfdevelopment.org/index.aspx?page=186">http://www.sfdevelopment.org/index.aspx?page=186</a>	Bayview-Hunters Point	\$ 643,938	\$ 2,356,062	\$ 3,000,000	Enforceable obligation approved by Successor Agency Oversight Board and State DOF, partially funded by unrestricted cash.
BVHP-12	130	Hunters View: City and County of SF Department of Public Works Letter Agreement	Funding for coordination and oversight of the development of infrastructure at Hunters View	Letter Agreement between the Redevelopment Agency of the City and County of San Francisco and the Department of Public Works for the City and County of San Francisco (Hunters View Phase 1 Horizontal Infrastructure Development) November 3, 2009 (ON CD)	Bayview-Hunters Point	\$ 367,773	\$ 626,638	\$ 994,411	Enforceable obligation approved by Successor Agency Oversight Board and State DOF, partially funded by unrestricted cash.
BVHP-14	132	Hunters View Phase II-III Loan Agreement	Permanent Development loan for Phases II & III as required by Tax Increment Loan Agreement	San Francisco Redevelopment Agency Phase II-III Rental Tax Increment Loan Agreement by and between the Redevelopment Agency of the City and County of San Francisco and Hunters View Associates, L.P., A California Limited Partnership for Predevelopment and Construction Costs associated with Phase II-III, Hunters View Low-Income Rental Units 227-229 West Point Road Block 4624, Lots 9 and 10 shown on Final Map No. 5461, Dated April 19, 2011 (ON CD)	Bayview-Hunters Point	\$ -	\$ 2,500,000	\$ 2,500,000	Enforceable obligation approved by Successor Agency Oversight Board and State DOF, partially funded by unrestricted cash.
CH-39	159	Phelan Loop Tax Increment Loan Agreement	Permanent development of 70 units affordable Rental housing	San Francisco Redevelopment Agency Tax Increment Loan Agreement by and between the Redevelopment Agency of the City and County of San Francisco and Housing Services Affiliate of the Bernal Heights Neighborhood Center, a California Nonprofit Public Benefit Corporation and for the Construction and Permanent Financing, Phelan Loop Affordable Housing, Dated as of October 20, 2009 (ON CD)	Citywide Housing	\$ -	\$ 40	\$ 40	Enforceable obligation approved by Successor Agency Oversight Board and State DOF, partially funded by unrestricted cash.
CH-47	164	Public Notices	For any required public notices regarding actions on LMIHF assets/properties	Program delivery costs for housing enforceable obligations: Public Notices are required for certain actions taken regarding LMIHF assets/properties, i.e. disposition of properties purchased from LMIHF.	Citywide Housing	\$ -	\$ 4,000	\$ 4,000	Enforceable obligation approved by Successor Agency Oversight Board and State DOF, partially funded by unrestricted cash.

**City and County of San Francisco and Successor Agency to the  
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Attachment E - Unrestricted Cash Held by the Successor Agency that are Required to Satisfy Obligations on the ROPS  
Low and Moderate Income Housing Funds**

ROPS II Item #	ROPS III Item #	Projects Using 6.30.12 LMHF Balances	Description of Project	Enforceable Obligation	Project Area	Unrestricted Cash Needed for ROPS II	Unrestricted Cash Needed for ROPS III	Total Unrestricted Cash Needed for ROPS II + ROPS III	Successor Agency's explanation as to why the Successor Agency believes that such balances are needed to satisfy the obligation
CH-51	167	Staffing Cost	Staffing Cost associated with Housing obligations	Program delivery costs for housing enforceable obligations: Represents staffing cost (both direct and indirect) necessary to support housing projects and obligations	Citywide Housing	\$ 1,085,000	\$ 555,538	\$ 1,640,538	Enforceable obligation approved by Successor Agency Oversight Board and State DOF, partially funded by unrestricted cash.
CH-52	168	Legal Services for Housing ROPs	Legal costs associated with legal transactions for housing projects on the ROPs	Program delivery costs for housing enforceable obligations: Represents staffing cost (both direct and indirect) necessary to support housing projects and obligations	Citywide Housing	\$ 133,512	\$ 71,488	\$ 205,000	Enforceable obligation approved by Successor Agency Oversight Board and State DOF, partially funded by unrestricted cash.
CH-53	169	Real Estate Services for Housing ROPs	Costs associated with real estate transactions for housing projects on the ROPs	Program delivery costs for housing enforceable obligations: Represents staffing cost (both direct and indirect) necessary to support housing projects and obligations	Citywide Housing	\$ -	\$ 20,000	\$ 20,000	Enforceable obligation approved by Successor Agency Oversight Board and State DOF, partially funded by unrestricted cash.
CH-54	170	Contract Compliance Services for Housing ROPs	Costs associated with contract compliance services for housing projects on the ROPs	Program delivery costs for housing enforceable obligations: Represents staffing cost (both direct and indirect) necessary to support housing projects and obligations	Citywide Housing	\$ 60,000	\$ -	\$ 60,000	Enforceable obligation approved by Successor Agency Oversight Board and State DOF, partially funded by unrestricted cash.
MBS-3	182	1180 4th Street (formerly known as 1000 4th Street), Amended and Restated Tax Increment Loan Agreement	Predevelopment and construction loan for 150 units of family rental housing required per Tax Increment Loan Agreement	San Francisco Redevelopment Agency Amended and Restated Tax Increment Loan Agreement by and between the Redevelopment Agency of the City and County of San Francisco and Mercy Housing California XLIV for the Development of 1180 Fourth Street, San Francisco, CA, Dated as of March 29, 2011 (ON CD)	Mission Bay South	\$ -	\$ 1,266,347	\$ 1,266,347	Enforceable obligation approved by Successor Agency Oversight Board and State DOF, partially funded by unrestricted cash.
BVHP-15 through 18, CH-41, CH-44, MBN-4 through 6, RPSB-1 through 3, WA-7, WA-8, YBC-1	133-136, 160, 162, 178-180, 184-186, 197, 198, 201	Single Family Homeownership Program: Limited Equity Resale Program/ Agency-owned unit	Homeowner Association Dues, Utilities, Property Taxes, Parking Fees, Property Maintenance	Obligation of Property Ownership: for single family homes acquired through Limited Equity Resale Program prior to June 28, 2011	Citywide Housing	\$ 79,158	\$ 286,402	\$ 365,560	Enforceable obligation approved by Successor Agency Oversight Board and State DOF, partially funded by unrestricted cash.
BVHP-19, BVHP-20	137, 138	Single Family Homeownership Program: Appraisals for second mortgage payoff requests	Appraisal services required in order to process requests by homeowners to payoff second mortgages	Obligation of Asset Management: Appraisal of single family homes required to verify homeowners mortgage payoff request	Bayview-Hunters Point	\$ -	\$ 4,000	\$ 4,000	Enforceable obligation approved by Successor Agency Oversight Board and State DOF, partially funded by unrestricted cash.

**City and County of San Francisco and Successor Agency to the  
Redevelopment Agency of the City and County of San Francisco  
Attachment E - Unrestricted Cash Held by the Successor Agency that are Required to Satisfy Obligations on the ROPS  
Low and Moderate Income Housing Funds**

ROPS II Item #	ROPS III Item #	Projects Using 6.30.12 LMHF Balances	Description of Project	Enforceable Obligation	Project Area	Unrestricted Cash Needed for ROPS II	Unrestricted Cash Needed for ROPS III	Total Unrestricted Cash Needed for ROPS II + ROPS III	Successor Agency's explanation as to why the Successor Agency believes that such balances are needed to satisfy the obligation
CH-43	161	Single Family Home ownership Capital Improvement Reimbursement	Reimbursement of affordable home seller for capital improvements made pursuant to Limited Equity Declaration of Restrictions	Limited Equity Declarations of Restrictions for single family homes sold through Limited Equity Resale Program	Citywide Housing	\$ -	\$ 15,000	\$ 15,000	Enforceable obligation approved by Successor Agency Oversight Board and State DOF, partially funded by unrestricted cash.
N/A	171	Single Family Home Ownership Down payment Reimbursement	Reimbursement of affordable home seller to offset loss of down payment and closing costs made pursuant to Limited Equity Declaration of Restrictions	Limited Equity Declarations of Restrictions for single family homes sold through Limited Equity Resale Program	Citywide Housing	\$ -	\$ 50,000	\$ 50,000	Enforceable obligation approved by Successor Agency Oversight Board and State DOF, partially funded by unrestricted cash.
<b>TOTALS:</b>						\$ 2,369,381	\$ 7,755,515	\$ 10,124,896	

**City and County of San Francisco and Successor Agency to the  
Redevelopment Agency of the City and County of San Francisco**  
**Attachment F - Detail Analysis of Unrestricted Cash Held by the Successor Agency that are Required to Pay Enforceable Obligations**  
**Low and Moderate Income Housing Funds**

ROPS FY13/14A Item #	Projects Using 6.30.12 LMIHF Balances	Description of Project	Description of documentation supporting the enforceable obligation.	Project Area	Total Outstanding Debt or Obligation	Funds Needed In FY 13/14 (all sources of funding)	Projected FY 13/14 RPTTF Revenue (net of debt service and pass- throughs)*	Amount of Funds Identified as Current Dedicated or Restricted at June 30, 2012 Needed to Fund Enforceable Obligations		Revenue Assumptions	Notes
								Unspent Housing Bond Proceeds	Unrestricted Cash		
161	Alice Griffith Public Housing Replacement Project (Candlestick Point and Phase 2 of the Hunters Point Shipyard); Construction Funding	Agency funding obligation for 504 Alice Griffith Public Housing Replacement Units; required per Hunters Point Shipyard Phase II/ Candlestick Point Disposition and Development Agreement (HPSY-II/CP DDA)	Disposition and Development Agreement (Candlestick Point & Phase 2 of the Hunters Point Shipyard) by and between Redevelopment Agency of the City and County of San Francisco and CP Development Co., LP, Dated as October 29, 2010 ("HPSY-II/CP DDA"); available at: <a href="http://www.sfdevelopment.org/index.aspx?page=186">http://www.sfdevelopment.org/index.aspx?page=186</a>	Bayview-Hunters Point	\$ 62,017,200	\$ 18,310,070	\$ 2,156,339	\$ 8,297,014	\$ 7,856,717	\$2.156 million in projected FY 13/14 TI from Bayview Hunters Point based on County Controller FY13-14 Projections net of AB1290 pass-throughs and project area debt service.	Project is a requirement of Hunters Point Shipyard Phase 2 DDA (DOF Final & Conclusive Determination dated 12/14/12); \$18.5 million needed in place in FY 13/14 in order to commit funds per outside lender requirements, to begin leveraging over \$30 million from a Federal HUD Grant, and \$233 million in Federal/State Tax Credit Equity. Balance of obligation will be needed starting in FY 14/15 and beyond.

\* See Attachment G for detail analysis of FY2013-14 Projection of Available Tax Increment Revenue for Bayview Hunters Point Project Area.

**Reconciliation of unrestricted cash to be remitted to County for disbursement to taxing entities**

Unrestricted cash at June 30, 2012 (Assets of the Successor Agency, excluding those that are legally restricted)	\$ 25,839,238
Unrestricted cash needed for ROPS II and ROPS III (see Attachment E)	(10,124,896)
Unrestricted cash needed to pay enforceable obligation (see Attachment F above)	(7,856,717)
Unrestricted cash to be remitted to County for disbursement to taxing entities	<u>\$ 7,857,625</u>

City and County of San Francisco and Successor Agency to the  
 Redevelopment Agency of the City and County of San Francisco  
 Attachment G - Projection of FY2013-14 Available Tax Increment Revenue for Bayview Hunters Point Project Area  
 Low and Moderate Income Housing Funds

12/6/2012

Source: City & County of San Francisco, Office of the Controller

FY2013-14 Estimates	Estimated FY 13-14 Tax Increment in RPTTF	Estimated Pass-through payments	Remaining FY 13-14 Tax Increment in RPTTF	Controller (CON) costs	Debt Service	Debt Service Admin	TI less Debt Service & CON costs	ACA Allocation	Net TI	Allocated to HOUSING E.O.s	Allocated to NON-HOUSING E.O.s	Non Housing DDR Exhibit III cross-walk	Allocation Assumptions & Restrictions
Bayview Hunters Point Area B - TRA 1018	\$ 6,254,252	\$ 1,250,850	\$ 5,003,402	\$ (7,151)	\$ (2,631,207)	\$ (13,512)	\$ 2,351,531	\$ (163,592)	\$ 2,187,939	\$ 2,156,339	\$ 31,600	N/A: part of Housing DDR analysis	Programming all remaining tax increment (after pass-throughs/debt service/ACA) needed to fulfill Alice Griffith Public Housing Revitalization Project

**Independent Auditor's Report on the  
Schedules of Unspent Restricted Assets of the  
Former Low and Moderate Income Housing Fund**

**CITY AND COUNTY OF SAN FRANCISCO**

Independent Auditor's Report on the Schedules  
of Unspent Restricted Assets of the Former Low and  
Moderate Income Housing Fund

As of June 30, 2012

**CITY AND COUNTY OF SAN FRANCISCO**

**As of June 30, 2012**

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Sacramento

Oakland

LA/Century City

Newport Beach

San Diego

Seattle

The Honorable Mayor Edwin M. Lee  
The Honorable Members of the Board of Supervisors  
City and County of San Francisco, California

### Independent Auditor's Report

We have audited the accompanying schedules of unspent restricted assets, unspent bond proceeds, unspent Mission Bay North and South project areas property tax revenue, and unspent jobs-housing linkage fees of the former low and moderate income housing fund (collectively, the Schedules) held by the City and County of San Francisco, California (the City), as the housing successor to the former Redevelopment Agency of the City and County of San Francisco, as of June 30, 2012. These schedules are the responsibility of the City's management. Our responsibility is to express an opinion on these schedules based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the Schedules are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the City's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the Schedules, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall schedule presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the Schedules referred to above present fairly, in all material respects, the unspent restricted assets, unspent bond proceeds, unspent Mission Bay North and South project areas property tax revenue, and unspent jobs-housing linkage fees of the former low and moderate income housing fund held by the City as of June 30, 2012, in conformity with accounting principles generally accepted in the United States of America.

*Macias Gini & Connell LLP*

Walnut Creek, California  
March 29, 2013

**CITY AND COUNTY OF SAN FRANCISCO**  
**Schedule of Unspent Restricted Assets of the**  
**Former Low and Moderate Income Housing Fund**  
**As of June 30, 2012**

**Unspent Restricted Assets:**

Bond Proceeds	\$ 136,544,553
Mission Bay North and South Project Areas Property Tax Revenue	6,019,337
Jobs-Housing Linkage Fees	7,676,595
	<hr/>
Total unspent restricted assets as of June 30, 2012	<u><u>\$ 150,240,485</u></u>

**Categorization of Unspent Restricted Assets**  
**by Individual Cost Center:**

Cost Center:

1032 - Transbay Terminal Project	\$ 7,676,595
1033 - Transbay Taxable Bonds	4,758,029
1206 - Bayview Hunters Point Taxable Bonds	286,667
1261 - Mission Bay North Housing TI	5,176,999
1263 - Mission Bay North Taxable Bonds	5,686,937
1271 - Mission Bay South Housing TI	842,338
1275 - Mission Bay South Taxable Bonds	13,340,942
3459 - South of Market Housing Tax-Exempt Bonds	1,790,431
3463 - South of Market Housing Taxable Bonds	510,618
3465 - South of Market 2000A Tax-Exempt Bonds	561,325
3466 - South of Market Tax-Exempt Bonds	4,663,306
4463 - Western Addition 2 - 2000A Tax-Exempt Bonds	88,399
6459 - City-wide Housing Program (CHP) Tax-Exempt Bonds	580,215
6461 - CHP Taxable Bonds	24,206,466
6465 - CHP 2000B Taxable Bonds	435,386
6466 - CHP 2001A Tax-Exempt Bonds	146,816
6468 - CHP 2003B Tax-Exempt Bonds	278,109
6469 - CHP-SB2113 Funded Housing Taxable Bonds	36,635,923
6472 - CHP-SB2113 Western Addition 2 Taxable Bonds	23,213,895
6476 - Transbay Taxable Bonds	7,111,089
6477 - Transbay Taxable Bonds	12,250,000
	<hr/>
Total unspent restricted assets as of June 30, 2012	<u><u>\$ 150,240,485</u></u>

See accompanying notes to financial schedules.

**CITY AND COUNTY OF SAN FRANCISCO**  
**Schedule of Unspent Bond Proceeds of the Former Low and Moderate Income Housing Fund**  
**As of June 30, 2012**

	Tax-Exempt Bonds				Total Tax-Exempt Bonds	Taxable Bonds			
	2003B	2001	2000A	1996B		2011A	2011E	2010A	2009A
<b>Reconciliation of Unspent Bond Proceeds:</b>									
Original deposit of bond proceeds	\$ 19,109,000	\$ 21,000,000	\$ 2,750,000	\$ 13,925,000	\$ 56,784,000	\$ 15,500,000	\$ 8,087,772	\$ 32,500,000	\$ 39,965,161
Add:									
Interest earnings	114,024	2,925,938	65,731	1,403,598	4,509,291	139,612	161,546	201,205	132,559
Less:									
Project payments	(18,944,915)	(19,115,816)	(2,166,007)	(12,957,952)	(53,184,690)	-	-	(949,781)	(21,849,249)
Total unspent bond proceeds as of June 30, 2012	<u>\$ 278,109</u>	<u>\$ 4,810,122</u>	<u>\$ 649,724</u>	<u>\$ 2,370,646</u>	<u>\$ 8,108,601</u>	<u>\$ 15,639,612</u>	<u>\$ 8,249,318</u>	<u>\$ 31,751,424</u>	<u>\$ 18,248,471</u>
<b>Categorization of Unspent Bond Proceeds by Individual Cost Center:</b>									
Cost Center:									
1033 - Transbay Taxable Bonds	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 2,000,000	\$ -	\$ -	\$ 1,149,024
1206 - Bayview Hunters Point Taxable Bonds	-	-	-	-	-	-	-	-	283,154
1263 - Mission Bay North Taxable Bonds	-	-	-	-	-	-	1,428,573	-	2,568,715
1275 - Mission Bay South Taxable Bonds	-	-	-	-	-	-	6,820,745	-	1,875,197
3459 - South of Market Housing Tax-Exempt Bonds	-	-	-	1,790,431	1,790,431	-	-	-	-
3463 - South of Market Housing Taxable Bonds	-	-	-	-	-	-	-	-	-
3465 - South of Market 2000A Tax-Exempt Bonds	-	-	561,325	-	561,325	-	-	-	-
3466 - South of Market Tax-Exempt Bonds	-	4,663,306	-	-	4,663,306	-	-	-	-
4463 - Western Addition 2 - 2000A Tax-Exempt Bonds	-	-	88,399	-	88,399	-	-	-	-
6459 - City-wide Housing Program (CHP) Tax-Exempt Bonds	-	-	-	580,215	580,215	-	-	-	-
6461 - CHP Taxable Bonds	-	-	-	-	-	-	-	-	10,235,530
6465 - CHP 2000B Taxable Bonds	-	-	-	-	-	-	-	-	-
6466 - CHP 2001A Tax-Exempt Bonds	-	146,816	-	-	146,816	-	-	-	-
6468 - CHP 2003B Tax-Exempt Bonds	278,109	-	-	-	278,109	-	-	-	-
6469 - CHP-SB2113 Funded Housing Taxable Bonds	-	-	-	-	-	8,639,612	-	6,326,205	1,312,710
6472 - CHP-SB2113 Western Addition 2 Taxable Bonds	-	-	-	-	-	5,000,000	-	6,064,130	824,141
6476 - Transbay Taxable Bonds	-	-	-	-	-	-	-	7,111,089	-
6477 - Transbay Taxable Bonds	-	-	-	-	-	-	-	12,250,000	-
Total unspent bond proceeds as of June 30, 2012	<u>\$ 278,109</u>	<u>\$ 4,810,122</u>	<u>\$ 649,724</u>	<u>\$ 2,370,646</u>	<u>\$ 8,108,601</u>	<u>\$ 15,639,612</u>	<u>\$ 8,249,318</u>	<u>\$ 31,751,424</u>	<u>\$ 18,248,471</u>

(Continued)

See accompanying notes to financial schedules.

**CITY AND COUNTY OF SAN FRANCISCO**  
**Schedule of Unspent Bond Proceeds of the Former Low and Moderate Income Housing Fund (Continued)**  
**As of June 30, 2012**

	<u>Taxable Bonds</u>							<b>Total Taxable Bonds</b>	<b>GRAND TOTAL</b>
	<b>2009E</b>	<b>2007A</b>	<b>2006A</b>	<b>2005C</b>	<b>2004A&amp;D</b>	<b>2003A</b>	<b>2000B</b>		
<b>Reconciliation of Unspent Bond Proceeds:</b>									
Original deposit of bond proceeds	\$ 59,737,933	\$ 100,289,832	\$ 44,939,000	\$ 33,650,000	\$ 47,187,890	\$ 70,708,000	\$ 6,075,000	\$ 458,640,588	\$ 515,424,588
Add:									
Interest earnings	61,105	3,606,021	1,668,684	219,697	231,725	47,923	124,105	6,594,182	11,103,473
Less:									
Project payments	(35,090,414)	(82,225,549)	(43,039,766)	(32,512,750)	(44,895,189)	(70,512,941)	(5,723,179)	(336,798,818)	(389,983,508)
Total unspent bond proceeds as of June 30, 2012	<u>\$ 24,708,624</u>	<u>\$ 21,670,304</u>	<u>\$ 3,567,918</u>	<u>\$ 1,356,947</u>	<u>\$ 2,524,426</u>	<u>\$ 242,982</u>	<u>\$ 475,926</u>	<u>\$ 128,435,952</u>	<u>\$ 136,544,553</u>
<b>Categorization of Unspent Bond Proceeds by Individual Cost Center:</b>									
Cost Center:									
1033 - Transbay Taxable Bonds	\$ -	\$ 1,609,005	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 4,758,029	\$ 4,758,029
1206 - Bayview Hunters Point Taxable Bonds	3,513	-	-	-	-	-	-	286,667	286,667
1263 - Mission Bay North Taxable Bonds	915,457	774,192	-	-	-	-	-	5,686,937	5,686,937
1275 - Mission Bay South Taxable Bonds	4,645,000	-	-	-	-	-	-	13,340,942	13,340,942
3459 - South of Market Housing Tax-Exempt Bonds	-	-	-	-	-	-	-	-	1,790,431
3463 - South of Market Housing Taxable Bonds	-	-	-	-	415,903	54,175	40,540	510,618	510,618
3465 - South of Market 2000A Tax-Exempt Bonds	-	-	-	-	-	-	-	-	561,325
3466 - South of Market Tax-Exempt Bonds	-	-	-	-	-	-	-	-	4,663,306
4463 - Western Addition 2 - 2000A Tax-Exempt Bonds	-	-	-	-	-	-	-	-	88,399
6459 - City-wide Housing Program (CHP) Tax-Exempt Bonds	-	-	-	-	-	-	-	-	580,215
6461 - CHP Taxable Bonds	6,581,058	3,904,021	-	1,200,555	2,096,495	188,807	-	24,206,466	24,206,466
6465 - CHP 2000B Taxable Bonds	-	-	-	-	-	-	435,386	435,386	435,386
6466 - CHP 2001A Tax-Exempt Bonds	-	-	-	-	-	-	-	-	146,816
6468 - CHP 2003B Tax-Exempt Bonds	-	-	-	-	-	-	-	-	278,109
6469 - CHP-SB2113 Funded Housing Taxable Bonds	1,250,000	15,383,086	3,567,918	156,392	-	-	-	36,635,923	36,635,923
6472 - CHP-SB2113 Western Addition 2 Taxable Bonds	11,313,596	-	-	-	12,028	-	-	23,213,895	23,213,895
6476 - Transbay Taxable Bonds	-	-	-	-	-	-	-	7,111,089	7,111,089
6477 - Transbay Taxable Bonds	-	-	-	-	-	-	-	12,250,000	12,250,000
Total unspent bond proceeds as of June 30, 2012	<u>\$ 24,708,624</u>	<u>\$ 21,670,304</u>	<u>\$ 3,567,918</u>	<u>\$ 1,356,947</u>	<u>\$ 2,524,426</u>	<u>\$ 242,982</u>	<u>\$ 475,926</u>	<u>\$ 128,435,952</u>	<u>\$ 136,544,553</u>

See accompanying notes to financial schedules.

**CITY AND COUNTY OF SAN FRANCISCO**  
**Schedule of Unspent Mission Bay North and South Project Areas Property Tax Revenue of the Former Low and Moderate Income Housing Fund**  
**As of June 30, 2012**

	Fiscal year ended June 30,											Total
	2012	2011	2010	2009	2008	2007	2006	2005	2004	2003	2002	
<b>Reconciliation of Unspent Mission Bay North and South Project Areas Property Tax Revenue:</b>												
Original deposit of Mission Bay North and South project areas property tax revenue	\$ 5,858,969	\$ 4,123,443	\$ 3,217,493	\$ 3,366,587	\$ 3,255,325	\$ 2,729,045	\$ 1,225,928	\$ 947,791	\$ 1,010,778	\$ 94,736.70	\$ 21,538	\$ 25,851,634
Add:												
Interest earnings	1,477	3,770	2,291	27,773	35,659	54,472	31,272	10,421	261	-	-	167,396
Less:												
Debt service payments	(3,659,200)	(3,064,506)	(2,859,940)	(1,269,703)	(1,266,812)	(285,859)	-	-	-	-	-	(12,406,020)
Project payments	(1,981,017)	(1,134,053)	(331,106)	(2,587,903)	(99,730)	-	(1,459,864)	-	-	-	-	(7,593,673)
Net change in balance	220,229	(71,346)	28,738	(463,246)	1,924,442	2,497,658	(202,664)	958,212	1,011,039	94,737	21,538	<u>\$ 6,019,337</u>
Balance of unspent Mission Bay North and South project areas property tax revenue:												
Beginning balance	5,799,108	5,870,454	5,841,716	6,304,962	4,380,520	1,882,862	2,085,526	1,127,314	116,275	21,538	-	
Ending balance	<u>\$ 6,019,337</u>	<u>\$ 5,799,108</u>	<u>\$ 5,870,454</u>	<u>\$ 5,841,716</u>	<u>\$ 6,304,962</u>	<u>\$ 4,380,520</u>	<u>\$ 1,882,862</u>	<u>\$ 2,085,526</u>	<u>\$ 1,127,314</u>	<u>\$ 116,275</u>	<u>\$ 21,538</u>	
<b>Categorization of Unspent Mission Bay North and South Project Areas Property Tax Revenue by Individual Cost Center:</b>												
Cost center:												
1261 - Mission Bay North Housing TI	\$ 5,176,999	\$ 2,860,616	\$ 2,736,216	\$ 2,601,426	\$ 3,981,595	\$ 2,978,975	\$ 1,455,431	\$ 1,788,463	\$ 941,921	\$ 116,275	\$ 21,538	
1271 - Mission Bay South Housing TI	842,338	2,938,492	3,134,238	3,240,290	2,323,367	1,401,545	427,431	297,063	185,393	-	-	
Total	<u>\$ 6,019,337</u>	<u>\$ 5,799,108</u>	<u>\$ 5,870,454</u>	<u>\$ 5,841,716</u>	<u>\$ 6,304,962</u>	<u>\$ 4,380,520</u>	<u>\$ 1,882,862</u>	<u>\$ 2,085,526</u>	<u>\$ 1,127,314</u>	<u>\$ 116,275</u>	<u>\$ 21,538</u>	

See accompanying notes to financial schedules.

**CITY AND COUNTY OF SAN FRANCISCO**  
**Schedule of Unspent Jobs-Housing Linkage Fees of the**  
**Former Low and Moderate Income Housing Fund**  
**As of June 30, 2012**

**Reconciliation of Unspent Jobs-Housing Linkage Fees:**

Original deposit of jobs-housing linkage fees:		
September 28, 2006 deposit	\$	8,202,164
August 30, 2007 deposit		4,394,650
Add:		
Interest earnings		646,371
Less:		
Project payments		(5,566,590)
Total unspent job-housing linkage fees as of June 30, 2012	\$	<u><u>7,676,595</u></u>

**Categorization of Unspent Jobs-Housing  
Linkage Fees by Individual Cost Center:**

Cost Center:		
1032 - Transbay Terminal Project	\$	<u><u>7,676,595</u></u>

See accompanying notes to financial schedules.

## CITY AND COUNTY OF SAN FRANCISCO

### Notes to the Schedules of Unspent Restricted Assets of the Former Low and Moderate Income Housing Fund As of June 30, 2012

#### **NOTE A – DESCRIPTION OF REPORTING ENTITY**

The Redevelopment Agency of the City and County of San Francisco (Agency) was a public body, corporate and politic, that was organized and existed under the Community Redevelopment Law of the State of California. Until June 28, 2011, the Agency had the broad authority to acquire, rehabilitate, develop, administer, and sell or lease property in a “Redevelopment Project Area.”

On June 28, 2011, Assembly Bill X1 26 (AB X1 26) was enacted. This legislation is referred to herein as the Redevelopment Dissolution Law. On December 29, 2011, the California Supreme Court upheld the constitutionality of AB X1 26, and all redevelopment agencies in California were dissolved by operation of law effective February 1, 2012. The legislation provides for successor agencies and oversight boards that are responsible for overseeing the dissolution process and the wind down of redevelopment activity. On January 24, 2012, the Board of Supervisors of the City and County of San Francisco (City) elected to become the Successor Agency to the Redevelopment Agency of the City and County of San Francisco (Successor Agency) and elected to become the housing successor, in order to retain the former Agency’s housing assets and functions, rights, powers, duties and obligations, effective February 1, 2012. Accordingly, the unspent restricted assets of the former low and moderate income housing fund of the Agency were transferred to the City, as housing successor, on February 1, 2012. The unspent restricted assets of the former low and moderate income housing fund were held by the City, as housing successor, in a special revenue fund as of June 30, 2012.

In its correspondence dated December 14, 2012, the California State Department of Finance (DOF) has invalidated the transfer of cash and cash equivalents of the former low and moderate income housing fund to the City, as housing successor, and demands that these funds be transferred to the Successor Agency.

#### **NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

##### ***1) Basis of Presentation***

The accompanying financial schedules presents only the financial activities of the restricted assets reported as cash and cash equivalents related to the low and moderate income housing fund of the former Agency’s financial statements and is presented in accordance with accounting principles generally accepted in the United States (GAAP).

The accompanying financial schedules present the financial activities of the restricted assets for the period from inception for the bond proceeds, inception of collecting property tax increment revenue (July 1, 2001) for the Mission Bay North and South project areas, and from inception (September 28, 2006) for the jobs-housing linkage fees through June 30, 2012.

##### ***2) Basis of Accounting***

The financial schedules are reported using the *current financial resources measurement focus* and the *modified accrual basis of accounting*. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to *be available* when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the City considers property tax revenues to be available if they are collected within 60 days of the end of the current period. All other revenues are considered available if they are collected within 120 days of the end of the current period. Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures are

## CITY AND COUNTY OF SAN FRANCISCO

### Notes to the Schedules of Unspent Restricted Assets of the Former Low and Moderate Income Housing Fund As of June 30, 2012

recorded only when payment is due and loan disbursements are recorded as expenditures when disbursements are made.

#### 3) *Basis of Restrictions*

##### a) *Deposit of Bond Proceeds*

The former Agency issued housing bonds with the proceeds to be used for: (1) financing certain low and moderate income housing projects (project proceeds); (2) paying capitalized interest; and (3) funding certain required reserve accounts and costs related to issuance. The project proceeds were deposited into the former Agency's cash account, which was pooled with other former Agency's sources of funds. On February 1, 2012, residual balances of bond proceeds were transferred to the City, as housing successor. Any savings on the costs related to issuance are considered project proceeds and were deposited into the former Agency's cash account.

##### b) *Mission Bay North and South Property Tax Revenue*

In November 1998, the Board of Supervisors for the City and County of San Francisco approved Redevelopment Plans for Mission Bay North and Mission Bay South, establishing the Mission Bay North and South Redevelopment Project Areas, which together cover approximately 300 acres. Mission Bay is a major mixed-use, mixed-income, transit-oriented development that is well in progress. At full build-out, it will contain up to 6,000 new residential units, including 1,900 affordable units. The project includes up to 4.4 million square feet of private commercial space, including office space for high tech companies and laboratory space for biotechnology companies. The project has at its center a 43-acre research campus for the University of California, San Francisco (UCSF) and a new UCSF medical center serving children, women and cancer patients. It also includes neighborhood-serving retail, a new hotel, and other public facilities, such as a new public library, new local fire and police stations, and possibly a new public school.

In conjunction with the approval of the redevelopment plans, the former Agency and the master developer and owner of most of the land in the project areas, Catellus Development Corporation, entered into a series of binding agreements regarding the project: the Mission Bay North Owner Participation Agreement and the Mission Bay South Owner Participation Agreement (together, the OPAs). In 2004, Catellus Development Corporation sold its rights under the OPAs to FOCIL-MB, LLC (Owner). These agreements provide comprehensive development standards in numerous attachments that are part of the binding agreements, including the Scope of Development, Infrastructure Plan, Housing Program, and Financing Plan and they contemplate that the Owner will develop the project over time, and required the former Agency (and now Successor Agency) and the City to commit tax increment to the project throughout the development thereof. The principal agreements that govern the pledge of increment in Mission Bay North and South, respectively, are the Mission Bay North Tax Increment Allocation Pledge Agreement and the Mission Bay South Tax Increment Allocation Pledge Agreement (collectively, Pledge Agreements). Pursuant to the Pledge Agreements, to which Owner is an express third party beneficiary, the City and the former Agency (and now Successor Agency) irrevocably pledged all net available increment from the project sites to finance the construction of infrastructure, affordable housing, and other qualified project costs, and to issue debt secured by property tax revenues and Community Facilities Districts (CFDs) for these public purposes.

The Pledge Agreements also include the irrevocable pledge of tax increment for affordable housing purposes. The agreements contractually obligate the Successor Agency to use 20% of property tax increment to

## CITY AND COUNTY OF SAN FRANCISCO

### Notes to the Schedules of Unspent Restricted Assets of the Former Low and Moderate Income Housing Fund As of June 30, 2012

construct affordable housing on the completed Mission Bay parcels that the Owner donates. The Successor Agency's commitment to build affordable housing arises as and when tax increment becomes available, and tax increment becomes available as development progresses.

The OPAs entered into with the developer remain in effect until 2028. The irrevocable pledge of tax increment under the Pledge Agreements does not end until 2043 and the allocation of property tax revenue will occur over time. The former Agency and the City made this pledge of property tax revenues, and the commitment to issue debt, for the Owner's benefit and the Owner relied on it to make significant upfront private investments in the Mission Bay project, donate land to the State for the UCSF campus, and enter into related agreements to improve public access to the San Francisco Bay and enjoyment of the waterfront for the people of the State, and to provide a system of parks, open space and utilities, roadways and pedestrian/bike access for the public's benefit.

#### ***c) Jobs-Housing Linkage Fees***

Since the mid-1980's, the City has had a jobs-housing linkage fee program adopted to help mitigate the impacts of new jobs associated with the development. The jobs-housing linkage fee applies to any development project, with some exceptions, that increases the total amount of any combination of the following uses by 25,000 or more gross square feet: entertainment, hotel, office, research and development, retail, Integrated Production/Distribution/Repair and Small Enterprise Workspace. Prior to issuance of a building or site permit, the developer must elect to: (1) contribute a sum of land of value at least equivalent to the fee or use the funds or land to construct housing units; (2) pay a fee or; (3) a combination of (1) and (2). The jobs-housing linkage fee became effective in March 1996, but is predated by the Office Housing Production Program and the Office Affordable Housing Production Program.

Under the redevelopment plan for the Transbay Redevelopment Project Area (Project Area) approved by Ordinance No. 124-05 and adopted by the Board of Supervisors on June 21, 2005 and Ordinance No. 99-06 adopted by the Board of Supervisors on May 9, 2005, large-scale entertainment, hotel, office, research and development, and retail developments within the Project Area shall be subject to the standard set forth in Section 313 of the Planning Code, except that owners must make payments or contribute land for the development of affordable housing within Project Area or pay an in-lieu fee to the former Agency.

#### ***4) Property Tax Revenue***

Property tax revenue represents incremental taxes collected on the project areas from the excess of taxes levied and collected over that amount which was levied and collected in the base year (the year of project inception) property tax assessment.

#### ***5) Deposits of Jobs-Housing Linkage Fees***

The former Agency received jobs-housing linkage fees totaling \$12,596,814 from developers for the 535 Mission Street Project and the 555 Mission Street Office Project.

#### ***6) Interest Earnings***

Interest earnings are based on investments in the former Agency and City's cash and investment pool and are allocated to each cost center based on its balance at the end of the earning period.

**CITY AND COUNTY OF SAN FRANCISCO**

Notes to the Schedules of Unspent Restricted Assets of the  
Former Low and Moderate Income Housing Fund  
As of June 30, 2012

**7) Mission Bay North and South Debt Service Payments**

The former Agency entered into various loan agreements with the City and County of San Francisco Redevelopment Agency Financing Authority (Authority) for the purpose of raising funds to assist in financing of low and moderate income housing at affordable housing costs in the Mission Bay North and South project areas. Concurrent with the execution the loan agreements, the Authority issued tax allocation revenue bonds for the purpose of providing funds to make loans to the former Agency. Since inception, the former Agency and City paid \$12,406,020 in Mission Bay North and South project areas housing debt service, consisting of \$3,730,000 in principal and \$8,676,020 in interest. Interest on each installment of principal of the loan has been calculated at the annual interest rate, ranging from 3.00% to 8.63%, payable by the Authority on the bonds. The following table presents the aggregate annual amount of principal and interest payments required to repay the outstanding debt as of June 30, 2012:

<u>Year Ending June 30,</u>	<u>Principal</u>	<u>Interest</u>
2013	\$ 1,000,000	\$ 2,647,443
2014	1,060,000	2,585,311
2015	1,130,000	2,519,472
2016	1,210,000	2,442,858
2017	1,285,000	2,360,742
2018-22	7,960,000	10,267,835
2023-27	9,330,000	7,059,067
2028-32	9,310,000	3,410,060
2033-37	5,370,000	972,780
Total	<u>\$ 37,655,000</u>	<u>\$ 34,265,568</u>

**8) Project Payments**

Project payments are expenditures against designated Mission Bay North and South project areas housing property tax revenue cost centers and are recognized when disbursements are made or when a liability is incurred.

**9) Categorization by Individual Cost Center**

When bonds were issued, the proceeds were deposited into the former Agency's pooled account, which includes other sources of funds. The former Agency and the City track funding sources by cost centers. At the time of bond issuance and when estimated bond proceeds are known or received, the former Agency would appropriate the amount for authorized projects through the budget process. A budget journal entry would record the allocated amount to the cost centers assigned for that bond issuance.

**10) Retainage**

The unspent restricted assets include retainage of \$3,870,087, which represents a portion of agreed-upon contract or money earned being withheld until project milestones are met to the City's satisfaction. They are customarily recognized as a liability and expenditures when due and payable under contract provisions.

## CITY AND COUNTY OF SAN FRANCISCO

### Notes to the Schedules of Unspent Restricted Assets of the Former Low and Moderate Income Housing Fund As of June 30, 2012

#### *11) Estimates*

The preparation of the unspent restricted assets of the former low and moderate income housing fund in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

#### **NOTE C – RESTRICTED CASH AND CASH EQUIVALENTS**

The restricted cash and cash equivalents balance at June 30, 2012 was \$150,240,485.

The former Low and Moderate Income Housing Fund maintains its restricted cash and cash equivalents as part of the City's pool of cash and investments. The notes to the basic financial statements of the City provide more detailed information concerning deposit and investment risks associated with the City's pool of cash and investments at June 30, 2012.

The City's pool is invested pursuant to investment policy guidelines established by the City Treasurer, subject to review by the Treasury Oversight Committee. The Treasury Oversight Committee, established under California Government Code Sections 27130 to 27137, is composed of various City officials and representatives of agencies with large cash balances. The objectives of the policy are, in order of priority, preservation of capital, liquidity, and yield. The policy addresses soundness of financial institutions in which the City will deposit funds, types of investment instruments as permitted by the California Government Code, and the percentage of the portfolio which may be invested in certain instruments with longer terms to maturity. The provisions of the City's investment policy also address interest rate risk, credit risk, and concentration of credit risk and provides for additional restrictions related to investments.

Interest rate risk is the risk that changes in market interest rates will adversely affect the fair value of an investment. Generally the longer the maturity period of an investment, the greater the sensitivity of its fair value to changes in market interest rates. One of the ways that the City Treasurer manages its exposure to interest rate risk is by purchasing a combination of shorter term and longer term investments and by timing cash flows from maturities so that a portion of the portfolio is maturing or coming close to maturity evenly over time as necessary to provide the cash flow and liquidity needed for operations. The City's investment policy specifies authorized investment types and sets parameters for maximum maturity. At June 30, 2012, the City's pooled investments have a weighted average maturity of 2.65 years.

Credit risk is the risk that an issuer of an investment will not fulfill its obligation to the holder of the investment. This is measured by the assignment of a rating by a nationally recognized statistical rating organization. The City's pool is not registered with the SEC as an investment company and is not rated.

Custodial credit risk for investments is the risk that, in the event of the failure of the counterparty to a transaction, a government will not be able to recover the value of its investment or collateral securities that are in the possession of another party. The California Government Code and the City's investment policy do not contain legal or policy requirements that would limit the exposure to custodial credit risk for investments; however, it is the practice of the City Treasurer that all investments are insured, registered or held by the Treasurer's custodial agent in the City's name.

## **CITY AND COUNTY OF SAN FRANCISCO**

### **Notes to the Schedules of Unspent Restricted Assets of the Former Low and Moderate Income Housing Fund As of June 30, 2012**

To address concentration of credit risk, the City's investment policy sets parameters pertaining to the maximum percentage of the total portfolio which may be invested in specific investment types and the maximum investment to one issuer for certain investment types. U.S. Treasury and Agency securities are not subject to this limitation.

Custodial credit risk for deposits is the risk that, in the event of the failure of a depository financial institution, the City will not be able to recover its deposits or will not be able to recover collateral securities that are in the possession of an outside party. The California Government Code and the City's investment policy do not contain legal or policy requirements that would limit the exposure to custodial credit risk for deposits other than the following provision for deposits. The California Government Code requires California banks and savings and loan associations to secure the City's deposits not covered by federal deposit insurance by pledging authorized securities as collateral. The fair value of pledged securities must equal at least 110 percent of the City's deposits. The collateral must be held at the pledging bank's trust department or another bank, acting as the pledging bank's agent, in the City's name. The investment policy states that mortgage-backed collateral will not be accepted. At June 30, 2012, all of the banks with funds deposited by the Treasurer secure those deposits with sufficient collateral.

**Housing-Related Portion of ROPS II**

**Exhibit 2 - Housing-Related Portion of ROPS II**

**JULY - DECEMBER 2012 City & County of San Francisco Recognized Obligations Payment Schedule: HOUSING - EXHIBIT A-2**

\*The amounts in each month may be more or less due to the timing of service and receipt of invoice

Row #	Project Area	Project Name	Payee	Description	Jul-12	Aug-12	Sep-12	Oct-12	Nov-12	Dec-12	Funding Source	Total Contract Amount	Total payments from Jul - Dec 2012	Total payments FY 12-13	Total payments FY 13-14	Total payments post 2014	End Contract Date	Notes
BVHP-1	HPSY-II/BVHP-CP	Phase 2 DDA & Tax Increment Allocation Pledge Agreement (Housing Portion); affordable housing program funded by Low and Moderate Income Housing Fund (LMIHF) for CP-HPS2	Low and Moderate Income Housing Fund (LMIHF) for expenditures under Section 33334.2	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	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	see notes	\$0	\$0	\$0	\$1,074,632,964	see notes	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 HPSY Housing Obligation, SOI at p. 57, and an unspecified portion from BVHP Housing Obligation, SOI at p. 52, over life of project); required payments of housing set-aside to LMIH. Binding agreements per § 34171 (d) (1)(E));7 (amts owing to LMIHF, §34171 (d) (1)(G). <i>*see footnote</i>
BVHP-2	BVHP	1075 Le Conte Affordable Housing (formerly known as 6600 Third Street): Tax Increment Loan Agreement	Third & Le Conte Associates, LP	Permanent funding for construction of 73 units of supportive housing for formerly homeless individuals and families	\$1,300,000	\$1,300,000	\$1,300,000	\$1,300,000	\$1,300,000	\$1,300,000	A. Low/Mod Fund	\$17,149,956	\$7,800,000	\$9,015,576	\$1,061,355	\$0	12/31/68	Loan agreement funding development of supportive housing for formerly homeless; payments in FY 12/13 and 13/14 for construction
BVHP-3	BVHP	Candlestick Point and Phase 2 of the Hunters Point Shipyard	CP Development Co., LP	Agency funding obligation for 504 Alice Griffith Replacement Units	\$0	\$0	\$0	\$0	\$0	\$0	B. Bond Proceeds	\$62,017,200	\$0	\$0	\$0	see notes	12/31/17	Pursuant to HPSY Phase II DDA, obligation to provide capital funding to rebuild Alice Griffith Public Housing development; 2017 is contract expiration date, per federal Choice Neighborhood Initiative obligation; \$62M is the estimated total Agency contribution; obligation is for actual cost including cost overruns, therefore may be higher. Portion of \$62+M to come from BVHP-1 (HPSY-II/BVHP-CP Tax Increment Pledge Agrmt), other funding from Line CH-16 through CH-21 (Funding for Replacement Housing Obligation); The lines under HPSY 4 have been renumbered to assist in the explanation that the payments listed in lines 3.01 - 3.05 are being made pursuant to this overarching obligation.
BVHP-3.01	BVHP	Alice Griffith: Citywide Tax Increment Loan Agreement (Predevelopment)	Double Rock Ventures, LLC	Predevelopment funding for master planning, tenant outreach, and architectural document production, Phases 1a and 1b	\$333,333	\$333,333	\$333,333	\$333,333	\$333,333	\$333,333	A. Low/Mod Fund	\$3,000,000	\$2,000,000	\$2,000,000	\$0	\$0	12/31/22	Loan agreement of \$3M part of Agency's overall obligation (estimated at \$62+M, as described on "Candlestick Point and Hunters Point Shipyard Phase 2" line above) for predevelopment activities for Phase 1 of Alice Griffith Public Housing revitalization project. Previously BVHP-5
BVHP-3.02	BVHP	Alice Griffith: Construction Funding	Double Rock Ventures, LLC	Future funding required for construction subsidy	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$13,950,000	\$0	\$0	\$6,500,000	\$7,450,000	see notes	<b>PLACEHOLDER FOR FUTURE ROPS:</b> HUD Choice Neighborhood Grant requires Agency contribution of matching funds, to be used for capital funding to rebuild Alice Griffith Public Housing. \$13.95M required per CNI application; part of Agency's overall obligation (estimated at \$62+M), as described on Line BVHP-3. Previously BVHP-6
BVHP-3.03	BVHP	Alice Griffith: Federal Choice Neighborhood Implementation Grant	Double Rock Ventures, LLC (CCSF to act as Fiscal Agent for Federal CNI Grant)	HUD Grant to revitalize Alice Griffith public housing	\$166,667	\$166,667	\$166,667	\$166,667	\$166,667	\$166,667	F. Other	\$30,500,000	\$1,000,000	\$2,000,000	\$5,000,000	\$23,000,000	12/31/17	<b>FEDERAL GRANT FUNDS:</b> HUD Choice Neighborhood Initiative Grant; Agency/City to act as fiscal agent for grant proceeds. Balance of funds to be used after June 2012. Funds have not yet been drawn down from HUD. Previously line BVHP-4
BVHP-3.04	BVHP	5800 3rd Street, Carroll Avenue Senior Tax Increment Loan Agreement	Bayview Supportive Housing, LLC	Partial Predev Loan associated with the development of 121 affordable housing senior units with a senior center	\$500,000	\$500,000	\$500,000	\$500,000	\$500,000	\$500,000	A. Low/Mod Fund	see notes	\$3,000,000	\$3,000,000	\$0	\$0	1/18/16	Predevelopment loan for senior housing project. Original loan amount was \$684,000. Developer has requested an additional \$3.2 million predevelopment loan funds to complete the predevelopment phase, for a total loan amount of \$3,884,000. Project constitutes the first phase of the Alice Griffith revitalization, and as such, serves as a required deliverable of the Federal CNI grant. Under Article 3, Section D4 of the CNI grant agreement, the grantee must start housing rehabilitation or construction of the first-phase deliverable within 18 months of the grant agreement date. Previously BVHP-7

**JULY - DECEMBER 2012 City & County of San Francisco Recognized Obligations Payment Schedule: HOUSING - EXHIBIT A-2**

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Row #	Project Area	Project Name	Payee	Description	Jul-12	Aug-12	Sep-12	Oct-12	Nov-12	Dec-12	Funding Source	Total Contract Amount	Total payments from Jul - Dec 2012	Total payments FY 12-13	Total payments FY 13-14	Total payments post 2014	End Contract Date	Notes
BVHP-3.05	BVHP	5800 3rd Street, Carroll Avenue Senior Construction Funding	Bayview Supportive Housing, LLC	Future funding required for construction subsidy	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	see notes	\$0	\$5,000,000	\$11,800,000	\$0	see notes	Estimated funding needed for construction of senior housing project. Project constitutes the first phase of the Alice Griffith revitalization, and as such, serves as a required deliverable of the Federal CNI grant. Under Article 3, Section D4 of the CNI grant agreement, the grantee must start housing rehabilitation or construction of the first-phase deliverable within 18 months of the grant agreement date. Previously BVHP-8.
BVHP-4	BVHP	Armstrong Townhomes	Chicago Title	BEGIN Down Payment Assistance Loans	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$3,720,000	\$0	\$0	\$0	\$0	see notes	<b>STATE GRANT FUNDS:</b> State grant for down payment assistance; funds will be used until last unit is sold. Previously BVHP-9.
BVHP-5	BVHP	Armstrong Townhomes	Chicago Title	HUD EDI Grant funded Down Payment Assistance; Armstrong Townhomes DDA	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$950,000	\$0	\$0	\$0	\$0	see notes	<b>FEDERAL GRANT FUNDS:</b> Federal grant for down payment assistance; funds will be used until last unit is sold. Previously BVHP-10.
BVHP-6	BVHP	Bay Oaks	First American Title	BEGIN Down Payment Assistance Loans	\$15,000	\$15,000	\$15,000	\$15,000	\$15,000	\$15,000	A. Low/Mod Fund	\$540,000	\$90,000	\$180,000	\$60,000	\$0	see notes	<b>STATE GRANT FUNDS:</b> State grant for down payment assistance; funds will be used until last unit is sold. Previously BVHP-11
BVHP-7	BVHP	Bay Oaks	First American Title	Down Payment Assistance; Bay Oaks DDA	\$15,000	\$15,000	\$15,000	\$15,000	\$15,000	\$15,000	A. Low/Mod Fund	\$270,000	\$90,000	\$180,000	\$80,000	\$0	see notes	Down payment assistance; funds will be used until last unit is sold. Previously BVHP-12
BVHP-8	BVHP	Bay Oaks Amended and Restated Tax Increment Loan Agreement	Green Blended Community, LLC	Tax Increment Loan for the continued marketing of homeownership units in the Bayview	\$29,167	\$29,167	\$29,167	\$29,167	\$29,167	\$29,167	A. Low/Mod Fund	\$9,874,017	\$175,000	\$175,000	\$0	\$0	see notes	Loan agreement for development of affordable homeownership housing; expenditures in ROPS period reflect post-construction marketing activities; Loan term ends at repayment of loan. Previously BVHP-13
BVHP-9	BVHP	Bayview Commons: Agency Payment Obligation	4445 3rd Street Associates, LP	Guarantees HUD payment should Section 8 Contract terminate.	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$1,250,000	\$0	\$0	\$0	\$0	12/31/16	<b>PLACEHOLDER FOR FUTURE ROPS:</b> Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered. Previously BVHP-14
BVHP-10	BVHP	Hunters View: Second Amended and Restated Tax Increment Phase 1 Loan Agreement	HV Partners 1, LP	Perm development loan for Phase 1 Hunters View rental - new construction 107 affordable units	\$33,333	\$33,333	\$33,333	\$33,333	\$33,333	\$33,333	A. Low/Mod Fund	\$11,259,243	\$200,000	\$200,000	\$0	\$0	10/20/64	Loan for construction of Phase 1 of new affordable housing as part of revitalization of Hunters View public housing project. Construction on Phase 1 through mid-2013. Previously BVHP-15
BVHP-11	BVHP	Hunters View: Second Amended and Restated Tax Increment Phase 1b Infrastructure Loan Agreement	Hunters View Associates LP	Perm development loan-Infrastructure improvements to facilitate the construction of 23 affordable units at Hunters View	\$133,333	\$133,333	\$133,333	\$133,333	\$133,333	\$133,333	A. Low/Mod Fund	\$3,000,000	\$800,000	\$800,000	\$0	\$0	8/17/65	Loan for construction of infrastructure improvements for Phase 1 of new affordable housing as part of revitalization of Hunters View public housing project. Construction on Phase 1 through mid-2013. Previously BVHP-16
BVHP-12	BVHP	Hunters View: City and County of SF Department of Public Works Letter Agreement	CCSF/ Department of Public Works	Funding for coordination and oversight of the development of infrastructure at Hunters View	\$0	\$0	\$500,000	\$0	\$0	\$500,000	A. Low/Mod Fund	\$430,000	\$1,000,000	\$1,300,000	\$750,000	\$500,000	see notes	Funding for DPW staff time required to oversee infrastructure and construction activities at Hunters View project (Lines BVHP-10&11 for Phase 1; BVHP-14 for Phases II-III) . Previously BVHP-17
BVHP-13	BVHP	Hunters View: Agency Payment Obligation	Citibank, N.A.	Standby payment obligation for Phase 1a in the event that the Mayor's Office of Housing does not fund its loan to the Hunters View development prior to the maturity of Citibank's loan to the project	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund		\$0	\$0	\$0	\$9,651,762	4/1/14	<b>PLACEHOLDER FOR FUTURE ROPS:</b> Agency and City co-funded Hunters View; Agency loan for Phase 1 was for construction funding (See lines above); City's funding is structured as permanent loan, coming in at end of construction and paying down portion of Citibank's construction loan. Agency guaranteed the Citibank/take-out portion of City's loan. Funds encumbered to contract; would be drawn down if City did not provide \$9.651. Previously BVHP-18
BVHP-14	BVHP	Hunters View Phase II-III Loan Agreement	Hunters View Associates LP	Permanent Development loan for Phases II & III	\$416,667	\$416,667	\$416,667	\$416,667	\$416,667	\$416,667	A. Low/Mod Fund		\$2,500,000	\$3,000,000	\$10,000,000	\$18,406,982	4/19/66	Loan for construction of Phases 2 & 3 of new affordable housing as part of revitalization of Hunters View public housing project. Previously BVHP-19
BVHP-15	BVHP	Limited Equity Resale Program/ Agency-owned unit	C. Hillside Village Homeowners Assn	Homeowner Association Dues	\$147	\$147	\$147	\$147	\$147	\$147	A. Low/Mod Fund	\$0	\$880	\$1,320	\$1,320	\$3,960	see notes	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold. Previously BVHP-20

**JULY - DECEMBER 2012 City & County of San Francisco Recognized Obligations Payment Schedule: HOUSING - EXHIBIT A-2**

\*The amounts in each month may be more or less due to the timing of service and receipt of invoice

Row #	Project Area	Project Name	Payee	Description	Jul-12	Aug-12	Sep-12	Oct-12	Nov-12	Dec-12	Funding Source	Total Contract Amount	Total payments from Jul - Dec 2012	Total payments FY 12-13	Total payments FY 13-14	Total payments post 2014	End Contract Date	Notes
BVHP-16	BVHP	Limited Equity Resale Program/ Agency-owned unit	Candlestick View HOA	Homeowner Association Dues	\$1,733	\$1,733	\$1,733	\$1,733	\$1,733	\$1,733	A. Low/Mod Fund	\$0	\$10,400	\$15,600	\$15,600	\$46,800	see notes	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold. Previously BVHP-21
BVHP-17	BVHP	Limited Equity Resale Program/ Agency-owned unit	Garnett Terrace HOA	Homeowner Association Dues	\$347	\$347	\$347	\$347	\$347	\$347	A. Low/Mod Fund	\$0	\$2,080	\$3,120	\$3,120	\$9,360	see notes	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold. Previously BVHP-22
BVHP-18	BVHP	Limited Equity Resale Program/ Agency-owned unit	Pacific Gas & Electric	Utilities	\$200	\$200	\$200	\$200	\$200	\$200	A. Low/Mod Fund	\$0	\$1,200	\$2,400	\$2,400	\$7,200	see notes	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including utilities. Funds not encumbered in advance; obligation continues until unit sold. Previously BVHP-23
BVHP-19	BVHP	Single Family: Appraisals for second mortgage payoff requests	W. Matthew Cigansk	Appraisal services	\$333	\$333	\$333	\$333	\$333	\$333	A. Low/Mod Fund	\$0	\$2,000	\$4,200	\$4,200	\$4,200	n/a	Limited Equity Program contracts require Agency to provide payoff estimates to homebuyers who are selling their unit. Estimate of funds needed for processing payoff requests. Previously BVHP-24
BVHP-20	BVHP	Single Family: Appraisals for second mortgage payoff requests	Walkup Clark	Appraisal services	\$333	\$333	\$333	\$333	\$333	\$333	A. Low/Mod Fund	\$0	\$2,000	\$4,200	\$4,200	\$4,200	n/a	Limited Equity Program contracts require Agency to provide payoff estimates to homebuyers who are selling their unit. Estimate of funds needed for processing payoff requests. Previously BVHP-25
BVHP-21	BVHP	Limited Equity Resale Program/ Agency-owned unit	CCSF/SFPUC	Utilities	\$200	\$200	\$200	\$200	\$200	\$200	A. Low/Mod Fund	\$0	\$1,200	\$2,400	\$2,400	\$7,200	see notes	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including utilities. Funds not encumbered in advance; obligation continues until unit sold
CH-1	Citywide Housing	<del>2010-11 County of Marin HOPWA Fiscal Agent Agreement</del>	County of Marin	SFRA is the fiscal agent for Marin's allocated share of HOPWA	\$0	\$0	\$0	\$0	\$0	\$0	F-Other	\$350,200	\$0	\$0	\$0	\$0	6/30/12	<b>DELETION PROPOSED:</b> HOPWA Federal Grant and not subject to Oversight Board approval.
CH-2	Citywide Housing	<del>2011-12 County of Marin HOPWA Fiscal Agent Agreement</del>	County of Marin	SFRA is the fiscal agent for Marin's allocated share of HOPWA	\$0	\$0	\$0	\$0	\$0	\$0	F-Other	\$339,500	\$0	\$125,155	\$0	\$0	6/30/12	<b>DELETION PROPOSED:</b> HOPWA Federal Grant and not subject to Oversight Board approval.
CH-3	Citywide Housing	<del>2011-12 County of San Mateo HOPWA Fiscal Agent Agreement</del>	County of San Mateo	SFRA is the fiscal agent for San Mateo's allocated share of HOPWA	\$0	\$0	\$0	\$0	\$0	\$0	F-Other	\$878,500	\$0	\$206,662	\$0	\$0	6/30/12	<b>DELETION PROPOSED:</b> HOPWA Federal Grant and not subject to Oversight Board approval.
CH-4	Citywide Housing	<del>Assisted Care Facility (129 Hyde St) HOPWA Supportive Services Agreement</del>	Larkin Street Youth Services	Provides operating and service costs at 12 bed RCF-CI for youth	\$0	\$0	\$0	\$0	\$0	\$0	F-Other	\$1,044,432	\$0	\$348,144	\$21,950	\$0	6/30/13	<b>DELETION PROPOSED:</b> HOPWA Federal Grant and not subject to Oversight Board approval.
CH-5	Citywide Housing	<del>A Woman's Place 1049 Howard St HOPWA Loan Agreement</del>	Community Awareness Treatment Services	Rehab costs for 11 beds at 54 bed supportive housing	\$0	\$0	\$0	\$0	\$0	\$0	F-Other	\$694,955	\$0	\$62,757	\$0	\$0	12/31/14	<b>DELETION PROPOSED:</b> HOPWA Federal Grant and not subject to Oversight Board approval.
CH-6	Citywide Housing	<del>Deep Rent Subsidies Program HOPWA Rental Assistance Agreement</del>	San Francisco Housing Authority	Rental subsidies and administration citywide up to 280	\$0	\$0	\$0	\$0	\$0	\$0	F-Other	\$14,625,000	\$0	\$1,913,364	\$0	\$0	12/31/12	<b>DELETION PROPOSED:</b> HOPWA Federal Grant and not subject to Oversight Board approval.
CH-7	Citywide Housing	<del>Brandy Moore House 1761 Turk St HOPWA Operating funds (Letter Agreement)</del>	Black Coalition on AIDS	Operating costs for 11 beds transitional	\$0	\$0	\$0	\$0	\$0	\$0	F-Other	\$45,186	\$0	\$0	\$0	\$0	3/31/12	<b>DELETION PROPOSED:</b> HOPWA Federal Grant and not subject to Oversight Board approval.
CH-8	Citywide Housing	<del>Ferguson 1249 Scott St HOPWA Loan Agreement</del>	Baker Places	Rehab costs for 12 beds transitional	\$0	\$0	\$0	\$0	\$0	\$0	F-Other	\$806,488	\$0	\$0	\$0	\$0	12/31/14	<b>DELETION PROPOSED:</b> HOPWA Federal Grant and not subject to Oversight Board approval.
CH-9	Citywide Housing	<del>HIV Advocacy Program HOPWA Supportive Services Agreement</del>	Catholic Charities CYO	Provide supportive services related to the Deep Rent Subsidies Program	\$0	\$0	\$0	\$0	\$0	\$0	F-Other	\$1,178,585	\$0	\$135,912	\$0	\$0	12/31/12	<b>DELETION PROPOSED:</b> HOPWA Federal Grant and not subject to Oversight Board approval.
CH-10	Citywide Housing	<del>Leland House (141 Leland Ave) HOPWA Supportive Services Agreement</del>	Catholic Charities CYO	Provides operating and service costs at 45 bed RCF-CI	\$0	\$0	\$0	\$0	\$0	\$0	F-Other	\$4,980,858	\$0	\$1,660,286	\$46,645	\$0	6/30/13	<b>DELETION PROPOSED:</b> HOPWA Federal Grant and not subject to Oversight Board approval.
CH-11	Citywide Housing	<del>Leland House (141 Leland Ave) Tax Increment Loan Agreement</del>	Catholic Charities CYO	Provides operating costs at 45 bed RCF-CI	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$1,553,500	\$0	\$0	\$0	\$0	2/28/12	<b>DELETION PROPOSED:</b> Loan disbursed in FY 11-12.
CH-12	Citywide Housing	<del>Maitri (401 Duboce St) HOPWA Supportive Services Agreement</del>	Maitri	Provides operating and service costs at 14 bed RCF-CI	\$0	\$0	\$0	\$0	\$0	\$0	F-Other	\$1,476,501	\$0	\$492,167	\$8,027	\$0	6/30/13	<b>DELETION PROPOSED:</b> HOPWA Federal Grant and not subject to Oversight Board approval.
CH-13	Citywide Housing	<del>Peter Claver (1340 Golden Gate Ave) HOPWA Supportive Services Agreement</del>	Catholic Charities CYO	Provides operating and service costs at 32 bed RCF-CI	\$0	\$0	\$0	\$0	\$0	\$0	F-Other	\$2,187,951	\$0	\$729,317	\$23,444	\$0	6/30/13	<b>DELETION PROPOSED:</b> HOPWA Federal Grant and not subject to Oversight Board approval.

**JULY - DECEMBER 2012 City & County of San Francisco Recognized Obligations Payment Schedule: HOUSING - EXHIBIT A-2**

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Row #	Project Area	Project Name	Payee	Description	Jul-12	Aug-12	Sep-12	Oct-12	Nov-12	Dec-12	Funding Source	Total Contract Amount	Total payments from Jul - Dec 2012	Total payments FY 12-13	Total payments FY 13-14	Total payments post 2014	End Contract Date	Notes
CH-14	Citywide Housing	<del>Richard M. Cohen Residence (220 Dolores Street) - HOPWA Supportive Services Agreement</del>	Dolores Street Community Services	<del>Provides operating and service costs at 10 bed RCF-CI</del>	\$0	\$0	\$0	\$0	\$0	\$0	F-Other	\$1,438,050	\$0	\$479,350	\$19,423	\$0	6/30/13	<del>DELETION PROPOSED: HOPWA Federal Grant and not subject to Oversight Board approval.</del>
CH-15	Citywide Housing	<del>Second Start Program - HOPWA Supportive Services Agreement</del>	<del>Catholic Charities-CYO</del>	<del>Partial/deep rent subsidies and administration - citywide up to 105</del>	\$0	\$0	\$0	\$0	\$0	\$0	F-Other	\$1,841,000	\$0	\$613,666	\$212,693	\$0	11/30/13	<del>DELETION PROPOSED: HOPWA Federal Grant and not subject to Oversight Board approval.</del>
CH-16	Citywide Housing/ Yerba Buena Center	Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code	LMIHF for §33334.2 expenditure	Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency (total outstanding debt estimated to be \$934,367,978 of the YBC Housing Obligation, SOI at p. 12.)	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	see notes	\$0	see notes	see notes	see notes	see notes	Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code. Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency (total outstanding debt estimated to be \$934,367,978 of the YBC Housing Obligation, SOI at p. 12.) (SB2113 funding) *see footnote
CH-17	Citywide Housing/ Golden Gateway	Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code	LMIHF for §33334.2 expenditure	Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency (total outstanding debt estimated to be \$596,969,243 of the Golden Gateway Housing Obligation, SOI at p. 2.)	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	see notes	\$0	see notes	see notes	see notes	see notes	Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code. Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency (total outstanding debt estimated to be \$596,969,243 of the Golden Gateway Housing Obligation, SOI at p. 2.) (SB2113 funding) *see footnote
CH-18	Citywide Housing/ Western Addition A-2	Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code	LMIHF for §33334.2 expenditure	Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency -see Notes	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	see notes	\$0	see notes	see notes	see notes	see notes	Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code. Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency (total outstanding debt estimated to be \$447,222,703 of Western Addition A-2 Housing Obligation, SOI at p.17.) (SB2113 funding) *see footnote
CH-19	Citywide Housing/ Rincon Point-South Beach	Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code	LMIHF for §33334.2 expenditure	Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency -see Notes	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	see notes	\$0	see notes	see notes	see notes	see notes	Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code. Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency (total outstanding debt estimated to be \$239,451,448 of Rincon Point-South Beach Housing Obligation, SOI at p.22.) (SB2113 funding) *see footnote
CH-20	Citywide Housing/ Hunters Point	Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code	LMIHF for §33334.2 expenditure	Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency -see Notes	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	see notes	\$0	see notes	see notes	see notes	see notes	Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code. Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency (total outstanding debt estimated to be \$26,469,865 Hunters Point Housing Obligation, SOI at p.27.) (SB2113 funding) *see footnote
CH-21	Citywide Housing/ India Basin	Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code	LMIHF for §33334.2 expenditure	Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency -see Notes	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	see notes	\$0	see notes	see notes	see notes	see notes	Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code. Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency (total outstanding debt estimated to be \$32,032,823 of India Basin Housing Obligation, SOI at p.32.) AKA SB2113 funding requirement
CH-22	Citywide Housing	<del>Resolution No. 25-2010- APPROVING AN AMENDMENT OF THE AGENCY'S FISCAL YEAR 2009-2010 BUDGET</del>	LMIHF	<del>Increases expenditure authority by \$28.8M, including \$16.483 borrowed from Low-Mod Income Housing Fund (LMIHF) for SERAF payment, and establishes repayment obligation by 6/30/2015</del>	\$0	\$0	\$0	\$0	\$0	\$0	B-Bond Proceeds	see notes	\$0	\$0	\$0	\$0	6/30/15	<b>PROPOSED MOVE TO NON-HOUSING TAB:</b> Receivable to Low-Mod Fund; SFRA used housing funds to pay FY 09-10 SERAF payment; outstanding balance of \$16,483,000 must be repaid to LMIHF from non-housing former RDA funds by 2015 per state law.
CH-23	Citywide Housing	Central Freeway Parcel O Predevelopment & Construction Funding	TBD	Funding for development of Agency owned parcel for 80 units of affordable housing; part of Replacement Housing Obligation	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	see notes	\$0	\$1,000,000	\$1,000,000	\$14,000,000	see notes	Funding required for construction of housing to satisfy Replacement Housing Obligation described above in Lines CH16-21
CH-24	Citywide Housing	Central Freeway Parcel O	CCSF	Promissory note related to land acquisition	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$958,455	\$0	\$0	\$0	\$0	see notes	<b>PLACEHOLDER FOR FUTURE ROPS:</b> Balance owed on acquisition price when SFRA bought parcel from CCSF; to be determined if it needs to be repaid through Central Freeway final net shortfall calculation

**JULY - DECEMBER 2012 City & County of San Francisco Recognized Obligations Payment Schedule: HOUSING - EXHIBIT A-2**

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Row #	Project Area	Project Name	Payee	Description	Jul-12	Aug-12	Sep-12	Oct-12	Nov-12	Dec-12	Funding Source	Total Contract Amount	Total payments from Jul - Dec 2012	Total payments FY 12-13	Total payments FY 13-14	Total payments post 2014	End Contract Date	Notes
CH-25	Citywide-Housing	150 Otis Tax Increment Loan	150 Otis Associates LP	TI Construction loan for 76 units of supportive housing	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$5,000,000	\$0	\$0	\$0	\$0	6/15/65	DELETION PROPOSED: Construction loan fully disbursed in FY11-12.
CH-26	Citywide-Housing	25 Essex	Daily Journal	Notice of Hearing	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$0	\$0	\$0	\$0	\$0		DELETION PROPOSED: One time expenditure for public notice published in 2011 related to public hearing on 25 Essex St project.
CH-27	Citywide Housing	Alexander Residence: Agency Payment Obligation	AR Preservation LP	Guarantees HUD payment should Section 8 Contract terminate.	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$5,741,123	\$0	\$0	\$0	\$0	6/1/19	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
CH-28	Citywide Housing	Antonia Manor: Agency Payment Obligation	AM Preservation LP	Guarantees HUD payment should Section 8 Contract terminate.	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$2,064,454	\$0	\$0	\$0	\$0	11/1/19	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
CH-29	Citywide Housing	Central Freeway Parcel G (Richardson Apts): Agency Payment Obligation	365 Fulton, LP	Guarantees HCD-MHP payment to take out Citibank construction loan.	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$10,750,000	\$0	\$0	\$0	\$0	12/1/13	PLACEHOLDER FOR FUTURE ROPS: Agency provided guarantee of Citibank's construction loan in the event that State MHP funding did not come in.
CH-30	Citywide Housing	Church St Apartments: Agency Payment Obligation	Church Street Housing Associates, LP	Guarantees HUD payment should Section 8 Contract terminate.	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$4,215,000	\$0	\$0	\$0	\$0	12/31/17	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
CH-31	Citywide Housing	Derek Silva Commons: Agency Payment Obligation	Mercy Housing XVII, LP	Guarantees HUD payment should Section 8 Contract terminate.	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$5,440,000	\$0	\$0	\$0	\$0	12/31/19	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
CH-32	Citywide Housing	Leland Polk Senior Apts: Agency Payment Obligation	Mercy Housing XVIII, LP	Guarantees HUD payment should Section 8 Contract terminate.	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$2,913,572	\$0	\$0	\$0	\$0	12/1/19	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
CH-33	Citywide Housing	Maria Manor Apartments: Agency Payment Obligation	MM Preservation, LP	Guarantees HUD payment should Section 8 Contract terminate.	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$2,066,434	\$0	\$0	\$0	\$0	12/31/33	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
CH-34	Citywide Housing	Marlton Manor Apartments: Agency Payment Obligation	Marlton Affordable Associates, LP	Guarantees HUD payment should Section 8 Contract terminate.	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$6,298,083	\$0	\$0	\$0	\$0	12/31/17	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
CH-35	Citywide Housing	Notre Dame Apartments: Agency Payment Obligation	Notre Dame Housing Partners, LP	Guarantees HUD payment should Section 8 Contract terminate.	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$6,785,610	\$0	\$0	\$0	\$0	11/1/18	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
CH-36	Citywide Housing	Ocean Beach Apartments: Agency Payment Obligation	Ocean Beach Apartments, LP	Guarantees HUD payment should Section 8 Contract terminate.	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$2,469,293	\$0	\$0	\$0	\$0	12/31/17	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
CH-37	Citywide Housing	O'Farrell Towers: Agency Payment Obligation	O'Farrell Senior Housing, LP	Guarantees HUD payment should Section 8 Contract terminate.	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$2,274,000	\$0	\$0	\$0	\$0	9/1/15	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
CH-38	Citywide-Housing	Midori Hotel Tax Increment Loan Agreement	Midori Housing Corporation	Minor Rehab: Sprinkler System Upgrade	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$335,000	\$0	\$0	\$0	\$0	12/31/66	DELETION PROPOSED: Loan funds fully disbursed.
CH-39	Citywide Housing	Phelan Loop Tax Increment Loan Agreement	BVNC	Permanent development of 70 units affordable Rental housing	\$11,555	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$1,500,000	\$11,555	\$11,555	\$0	\$0	see notes	Loan to provide funding for development of 70 units of family rental housing. Contract date ends on 70th anniversary of recordation of Deed of Trust on leasehold estate. Not yet recorded- to be recorded when Memo of Ground Lease and construction start.
CH-40	Citywide-Housing	Homeownership Counseling Letter Agreement	CCSF/ Mayor's Office of Housing	Homeownership Assistance/Counseling	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$610,000	\$0	\$0	\$0	\$0	6/30/12	DELETION PROPOSED: Contract completed in FY11-12

**JULY - DECEMBER 2012 City & County of San Francisco Recognized Obligations Payment Schedule: HOUSING - EXHIBIT A-2**

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Row #	Project Area	Project Name	Payee	Description	Jul-12	Aug-12	Sep-12	Oct-12	Nov-12	Dec-12	Funding Source	Total Contract Amount	Total payments from Jul - Dec 2012	Total payments FY 12-13	Total payments FY 13-14	Total payments post 2014	End Contract Date	Notes
CH-41	Citywide Housing	Limited Equity Resale Program/ Agency-owned unit	CCSF/ SF Tax Collector	Property Taxes	\$8,333	\$8,333	\$8,333	\$8,333	\$8,333	\$8,333	A. Low/Mod Fund	\$0	\$50,000	\$100,000	\$50,000	\$0	see notes	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including property taxes. Funds not encumbered in advance.
CH-42	Citywide Housing	Corporation for Supportive Housing Personal Services-Contract	The Corporation for Supportive Housing	Technical Assistance Services-Contract	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$300,000	\$0	\$0	\$0	\$0	4/7/12	<b>DELETION PROPOSED:</b> Contract expired in April 2012.
CH-43	Citywide Housing	Single Family Home ownership Capital Improvement Reimbursement	Various	Reimbursement of affordable home seller for capital improvements made pursuant to Limited Equity Declaration of Restrictions	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	A. Low/Mod Fund	n/a	\$15,000	\$30,000	\$30,000	\$30,000	n/a	Agency Limited Equity Program for first time homebuyers requires reimbursement to homeowners selling their unit for certain capital improvements. Estimate of payments in each time period, actual cost depends on number of owners selling homes.
CH-44	City Wide Housing	Limited Equity Resale Program/ Agency-owned unit	Various	Property cleaning services	\$5,000	\$5,000	\$5,000	\$5,000	\$5,000	\$5,000	A. Low/Mod Fund	\$125,000	\$30,000	\$100,000	\$300,000	\$20,000	see notes	Property management contract used to clean agency-owned homeownership units prior to resale. Ongoing obligation to maintain units until sold.
CH-45	Citywide Housing	Agency Admin Housing-Operations	Temp positions, Inc.	Temp contract for Helene Applegate	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	n/a	\$0	\$0	\$0	\$0	1/31/12	<b>DELETION PROPOSED:</b> Contract complete.
CH-46	Citywide Housing	Real Estate Transactional Fees	Various	For housing division real estate transactional fees related to escrows	\$1,667	\$1,667	\$1,667	\$1,667	\$1,667	\$1,667	A. Low/Mod Fund	n/a	\$10,000	\$20,000	\$20,000	see notes	n/a	Estimated amounts required to cover any unanticipated closing costs, including appraisals, on previously approved projects.
CH-47	Citywide Housing	Public Notices	Various	For any required public notices regarding actions on LMIHF assets/properties	\$667	\$667	\$667	\$667	\$667	\$667	A. Low/Mod Fund	n/a	\$4,000	\$8,000	\$8,000	see notes	n/a	Public Notices are required for certain actions taken regarding LMIHF assets/properties, i.e. disposition of properties purchased from LMIHF
CH-49	Citywide Housing	LMIHF Property Maintenance	Various	Ongoing property maintenance on LMIHF real estate properties	\$8,333	\$8,333	\$8,333	\$8,333	\$8,333	\$8,333	A. Low/Mod Fund	n/a	\$50,000	\$100,000	\$50,000	see notes	n/a	Ongoing property maintenance costs for real estate properties that are assets of the LMIHF.
CH-50	Citywide Housing	Environmental Services	Various	For Environmental Review Services	\$8,333	\$8,333	\$8,333	\$8,333	\$8,333	\$8,333	A. Low/Mod Fund	n/a	\$50,000	\$50,000	\$50,000	see notes	n/a	Estimated amounts for environmental review services needed to meet CEQA requirements for obligated projects.
CH-51	Citywide Housing	Staffing Cost	CCSF/Mayor's Office of Housing	Staffing Cost associated with Housing obligations	\$251,417	\$251,417	\$251,417	\$251,417	\$251,417	\$251,417	A. Low/Mod Fund	n/a	\$1,508,500	\$3,017,000	\$3,017,000	see notes	n/a	Represents staffing cost (both and indirect) necessary to support housing projects and obligations shown on FY12-13 ROPS.
CH-52	Citywide Housing	Legal Services for Housing ROPs	CCSF/City Attorney	Legal costs associated with legal transactions for housing projects on the ROPs	\$0	\$0	\$102,500	\$0	\$0	\$102,500	A. Low/Mod Fund	n/a	\$205,000	\$410,000	\$200,000	see notes	n/a	Represents staffing cost (direct and indirect) necessary to support housing projects and obligations shown on the ROPS. Payments for July-Dec 2012 are now detailed on the Housing ROPs.
CH-53	Citywide Housing	Real Estate Services for Housing ROPs	CCSF/Dept of Real Estate	Costs associated with real estate transactions for housing projects on the ROPs	\$0	\$0	\$10,000	\$0	\$0	\$10,000	A. Low/Mod Fund	n/a	\$20,000	\$40,000	\$40,000	see notes	n/a	Represents staffing cost (direct and indirect) necessary to support housing projects and obligations shown on the ROPS. Payments for July-Dec 2012 are now detailed on the Housing ROPs.
CH-54	Citywide Housing	Contract Compliance Services for Housing ROPs	CCSF/HRC and GSA	Costs associated with contract compliance services for housing projects on the ROPs	\$0	\$0	\$30,000	\$0	\$0	\$30,000	A. Low/Mod Fund	n/a	\$60,000	\$120,000	\$100,000	see notes	n/a	Represents staffing cost (direct and indirect) necessary to support housing projects and obligations shown on the ROPs, including contract compliance and wage compliances services from Human Rights Commission and GSA departments.
HP1	Hunters Point	Parcel EE-2 Predevelopment Funding	Habitat for Humanity	Future funding required for predevelopment subsidy	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	see notes	\$0	\$2,250,000	\$0	\$0	see notes	Estimated funding for predevelopment activities for Habitat for Humanity first time homebuyer housing using existing tax-exempt bond proceeds pursuant to bond covenants requiring use of proceeds for redevelopment purpose
HPSY-1	HPSY-I	Disposition and Development Agreement -Hunters Point Shipyard Phase 1; affordable housing program funded by LMIHF for HPS Phase 1	LMIHF for \$33334.2 expenditure	Contractual obligation to fund & construct affordable housing under Hunters Point Shipyard-Phase 1 Disposition and Development Agreement	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	see notes	\$0	\$0	\$0	see notes	see notes	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; required payments of housing set-aside to LMIHF. *see footnote

**JULY - DECEMBER 2012 City & County of San Francisco Recognized Obligations Payment Schedule: HOUSING - EXHIBIT A-2**

\*The amounts in each month may be more or less due to the timing of service and receipt of invoice

Row #	Project Area	Project Name	Payee	Description	Jul-12	Aug-12	Sep-12	Oct-12	Nov-12	Dec-12	Funding Source	Total Contract Amount	Total payments from Jul - Dec 2012	Total payments FY 12-13	Total payments FY 13-14	Total payments post 2014	End Contract Date	Notes
MBN-1	Mission Bay North	Mission Bay North Tax Allocation Pledge Agreement (Housing Portion); affordable housing program funded by LMIHF for Mission Bay North	LMIHF for \$33334.2 expenditure	Pledge of Property Tax Revenues under Mission Bay North Tax Allocation Pledge Agreement -see Notes	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	see notes	\$0	see notes	see notes	see notes	see notes	Pledge of Property Tax Revenues 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 (total outstanding debt estimated to be \$320,171,090 over life of project, SOI at p. 37); required payments of housing set-aside to LMIHF; binding agreements per § 34171 (d)(1)(E)) 7 (amts owing to LMIHF, \$34171 (d) (1)(G). Upon completion of housing program in MB-North, tax increment then pledged to housing program in MB-South. *see footnote
MBN-2	Mission Bay North	Mission Creek Senior Apts: Agency Payment Obligation	Mercy Housing California XX, LP	Guarantees HUD payment should Section 8 Contract terminate.	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$11,284,445	\$0	\$0	\$0	\$0	9/1/26	<b>PLACEHOLDER FOR FUTURE ROPS:</b> Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
MBN-3	Mission Bay North	Rich Sorro Commons: Agency Payment Obligation	Mission Bay Affordable Housing, LP	Guarantees HUD payment should Section 8 Contract terminate.	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$3,616,610	\$0	\$0	\$0	\$0	9/1/17	<b>PLACEHOLDER FOR FUTURE ROPS:</b> Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
MBN-4	Mission Bay North	Limited Equity Resale Program/ Agency-owned unit	Beacon Residential HOA	Homeowner Association Dues	\$8,000	\$8,000	\$8,000	\$8,000	\$8,000	\$8,000	A. Low/Mod Fund	\$0	\$48,000	\$72,000	\$72,000	\$216,000	see notes	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold
MBN-5	Mission Bay North	Limited Equity Resale Program/ Agency-owned unit	Mission Bay Maintenance	Homeowner Association Dues	\$347	\$347	\$347	\$347	\$347	\$347	A. Low/Mod Fund	\$0	\$2,080	\$3,120	\$3,120	\$9,360	see notes	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including maintenance fees. Funds not encumbered in advance; obligation continues until unit sold
MBN-6	Mission Bay North	Limited Equity Resale Program/ Agency-owned unit	City Park	Homeowner Parking Fee	\$1,333	\$1,333	\$1,333	\$1,333	\$1,333	\$1,333	A. Low/Mod Fund	\$0	\$8,000	\$12,000	\$12,000	\$36,000	see notes	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including parking fees. Funds not encumbered in advance; obligation continues until unit sold
MBS-1	Mission Bay South	Mission Bay South Tax Allocation Pledge Agreement (Housing Portion); affordable housing program funded by LMIHF for Mission Bay South	LMIHF for \$33334.2 expenditure	Pledge of Property Tax Revenues under Mission Bay South Tax Allocation Pledge Agreement - see Notes	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	see notes	\$0	see notes	see notes	see notes	see notes	Pledge of Property Tax Revenues 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 (total outstanding debt estimated to be \$435,609,466 over life of project, SOI at p. 42); required payments of housing set-aside to LMIHF. Binding agreements per § 34171 (d)(1)(E)) 7 (amts owing to LMIHF, \$34171 (d) (1)(G). *see footnote
MBS-2	Mission Bay South	Mission Bay Developer Contribution for Mayor's Office of Housing Affordable Housing Payment	CCSF/ Mayor's Office of Housing	Payment towards affordable housing to off set loss of CDBG Grant	\$0	\$0	\$0	\$0	\$0	\$0	F-Other	see notes	\$0	\$0	\$2,300,000	\$0	see notes	<b>DELETION PROPOSED:</b> Obligation was already met
MBS-3	Mission Bay South	1180 4th Street (formerly known as 1000 4th Street), Amended and Restated Tax Increment Loan Agreement	Mercy Housing California XLIV, L.P.	Predevelopment and construction loan for 150 units of family rental housing	\$2,172,321	\$2,172,321	\$2,172,321	\$2,172,321	\$2,172,321	\$2,172,321	A. Low/Mod Fund	\$39,131,442	\$13,033,927	\$22,670,284	\$0	\$0	3/29/66	Loan agreement funding development of 150 units of family rental housing; payments for Jan-June reflect pre-construction activities and start of construction (estimated Mar/April), payments in FY 12/13 for construction
MBS-4	Mission Bay South	Mission Bay South Parcel 7W	Mission Bay Block 7 Housing Partners, L.P.	Future funding required for construction subsidy	\$0	\$0	\$800,000	\$1,000,000	\$1,000,000	\$1,000,000	A. Low/Mod Fund	see notes	\$3,800,000	\$3,800,000	\$13,175,000	\$0	see notes	Estimated funding needed for construction of 200 units of family rental housing required pursuant to Mission Bay South Owner Participation Agreement. Total estimated subsidy is \$16,975,000; assumes \$7.075m in MB funds, \$2.5m in land sale proceeds from Parcel 7E, and \$7.4M in liquidated damages pursuant to Development and Disposition Agreement with UCSF. The funding shown between September and December 2012 anticipates execution of a predevelopment loan agreement in July 2012.

**JULY - DECEMBER 2012 City & County of San Francisco Recognized Obligations Payment Schedule: HOUSING - EXHIBIT A-2**

\*The amounts in each month may be more or less due to the timing of service and receipt of invoice

Row #	Project Area	Project Name	Payee	Description	Jul-12	Aug-12	Sep-12	Oct-12	Nov-12	Dec-12	Funding Source	Total Contract Amount	Total payments from Jul - Dec 2012	Total payments FY 12-13	Total payments FY 13-14	Total payments post 2014	End Contract Date	Notes
RPSB-1	RPSB	Limited Equity Resale Program/ Agency-owned unit	200 Brannan Owners Association	Homeowner Association Dues	\$1,600	\$1,600	\$1,600	\$1,600	\$1,600	\$1,600	A. Low/Mod Fund	\$0	\$9,600	\$14,400	\$14,400	\$43,200	see notes	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold
RPSB-2	RPSB	Limited Equity Resale Program/ Agency-owned unit	301 Bryant Street HOA	Homeowner Association Dues	\$3,467	\$3,467	\$3,467	\$3,467	\$3,467	\$3,467	A. Low/Mod Fund	\$0	\$20,800	\$31,200	\$31,200	\$93,600	see notes	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold
RPSB-3	RPSB	Limited Equity Resale Program/ Agency-owned unit	The Brannan OA	Homeowner Parking Fee	\$227	\$227	\$227	\$227	\$227	\$227	A. Low/Mod Fund	\$0	\$1,360	\$2,040	\$2,040	\$6,120	see notes	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold
SOM-1	SOMA	200 Sixth Street	Terminix	Pest Control	\$700	\$700	\$700	\$700	\$700	\$700	A. Low/Mod Fund	\$0	\$4,200	\$7,200	\$7,200	\$0	see notes	Property management cost associated with Agency owned property
SOM-2	SOMA	200 Sixth Street, Utility Payments	CCSF/ PUC-Water	Utilities	\$167	\$167	\$167	\$167	\$167	\$167	A. Low/Mod Fund	\$0	\$1,000	\$1,200	\$1,200	\$0	see notes	Property management cost associated with Agency owned property
SOM-3	SOMA	200 Sixth Street, Citywide Tax Increment Loan Agreement	Mercy Housing California 51, L.P.	Predevelopment loan for 56 units of family rental housing	\$200,000	\$200,000	\$200,000	\$200,000	\$200,000	\$200,000	A. Low/Mod Fund	\$3,201,908	\$1,200,000	\$1,700,000	\$1,034,103	\$0	1/18/66	Loan agreement funding predevelopment activities of family rental housing project.
SOM-4	SOMA	200 Sixth Street Construction Loan Funding	Mercy Housing California 51, L.P.	Future funding required for construction subsidy	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	see notes	\$0	\$4,000,000	\$10,000,000	\$0	see notes	Estimated funding required for construction of housing to satisfy Replacement Housing Obligation described above in Lines CH16-21; FY 12-13 payment for additional predevelopment and initial construction funding
<del>SOM-5</del>	<del>SOMA</del>	<del>474 Natoma</del>	<del>Terminix</del>	<del>Pest Control</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>A. Low/Mod Fund</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>see notes</del>	<del>DELETION PROPOSED: No longer an obligation.</del>
<del>SOM-6</del>	<del>SOMA</del>	<del>474 Natoma</del>	<del>CCSF/ Reproduction and Mail Services</del>	<del>Redline paper</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>A. Low/Mod Fund</del>	<del>see notes</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>1/31/12</del>	<del>DELETION PROPOSED: No longer an obligation.</del>
SOM-7	SOMA	474 Natoma Tax Increment Loan Agreement	474 Natoma LLC	Perm development loan - new construction -60 units of affordable housing	\$666,667	\$666,667	\$666,667	\$666,667	\$666,667	\$666,667	A. Low/Mod Fund	\$15,470,713	\$4,000,000	\$4,856,832	\$0	\$0	12/31/68	Loan agreement funding construction of family rental housing. \$3,044,449 of this amount is held on deposit in a Subordinate Loan Fund with US Bank until permanent loan conversion
TB-1	Transbay	Affordable housing production obligation under Section 5027.1 of Cal. Public Resources Code; affordable housing program funded by LMIHF for Transbay	LMIHF for \$33334.2 expenditure	Affordable housing production/funding requirements of LMIHF for Transbay - see Notes	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	see notes	\$0	see notes	see notes	see notes	see notes	Requirement of 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); required payments of housing set-aside to LMIHF. Binding agreement per state law obligation § 34171 (d)(1)(C) 7 (amts owing to LMIHF, §34171, (d) (1)(G).
<del>TB-2</del>	<del>Transbay</del>	<del>Rene Cazenave Apartments- HOPWA Loan Agreement</del>	<del>25 Essex, LP</del>	<del>Perm development loan - new construction - 9 units of supportive housing for formerly homeless people living w/HIV/AIDS</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>A. Low/Mod Fund</del>	<del>\$950,000</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>12/6/68</del>	<del>DELETION PROPOSED: HOPWA federal grant funds; Not subject to Oversight Board approval</del>
TB-3	Transbay	Rene Cazenave Apartments Tax Increment and Transbay Jobs Housing Linkage Fee Loan Agreement	25 Essex, LP	Perm development loan - new construction -120 units of supportive housing for formerly homeless people	\$27,160	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$19,308,641	\$27,160	\$27,160	\$0	\$0	12/6/68	Loan agreement funding construction of supportive housing for formerly homeless
TB-4	Transbay	Transbay Blocks 6&7 construction funding	TBD	Future funding required for construction subsidy	\$166,667	\$166,667	\$166,667	\$166,667	\$166,667	\$166,667	A. Low/Mod Fund	see notes	\$1,000,000	\$2,000,000	\$15,000,000	\$8,500,000	see notes	Estimated funding required for construction of affordable housing mandated by CA Public Resources Code Sec. 5027.1, per Line TB-1 above. \$1 million required for predevelopment loan.
<del>WA-1</del>	<del>Western Addition and BVHP</del>	<del>San Francisco Rent Board Letter Agreement</del>	<del>San Francisco Rent Board</del>	<del>Certificate of Preference Appeal Hearings</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>A. Low/Mod Fund</del>	<del>\$50,000</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>11/16/11</del>	<del>DELETION PROPOSED: Contract completed.</del>
WA-2	Western Addition A-2	1345 Turk Street (aka Fillmore Park) Tax Increment Loan Agreement	MSPDI Turk LLC	32 unit affordable condominiums - new construction	\$166,667	\$166,667	\$166,667	\$166,667	\$166,667	\$166,667	A. Low/Mod Fund	\$14,451,076	\$1,000,000	\$1,000,000	\$0	\$0	see notes	Loan agreement for construction of housing for first time homebuyers; Loan term ends at repayment of loan.
<del>WA-3</del>	<del>Western Addition A-2</del>	<del>Certificate Of Preference IDA</del>	<del>EARN</del>	<del>IDA/Savings Program Admin and Training</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>A. Low/Mod Fund</del>	<del>\$40,000</del>	<del>\$5,000</del>	<del>\$10,000</del>	<del>\$10,000</del>	<del>\$10,000</del>	<del>7/31/12</del>	<del>DELETION PROPOSED: No payment going forward in FY12-13.</del>
<del>WA-4</del>	<del>Western Addition A-2</del>	<del>Certificate of Preference IDA Payments</del>	<del>COP Participants</del>	<del>IDA Matching Funds</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>\$0</del>	<del>A. Low/Mod Fund</del>	<del>see notes</del>	<del>\$4,500</del>	<del>\$9,000</del>	<del>\$9,000</del>	<del>\$0</del>	<del>see notes</del>	<del>DELETION PROPOSED: No payment going forward in FY12-13.</del>

**JULY - DECEMBER 2012 City & County of San Francisco Recognized Obligations Payment Schedule: HOUSING - EXHIBIT A-2**

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Row #	Project Area	Project Name	Payee	Description	Jul-12	Aug-12	Sep-12	Oct-12	Nov-12	Dec-12	Funding Source	Total Contract Amount	Total payments from Jul - Dec 2012	Total payments FY 12-13	Total payments FY 13-14	Total payments post 2014	End Contract Date	Notes	
WA-5	Western Addition A-2	Golden Gate Apartments: Agency Payment Obligation	GGA 1820 Post, LP	Guarantees HUD payment should Section 8 Contract terminate.	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$290,106	\$0	\$0	\$0	\$0	6/1/14	<b>PLACEHOLDER FOR FUTURE ROPS:</b> Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.	
WA-6	Western Addition A-2	Limited Equity Resale Program/ Agency-owned unit	Fillmore Heritage	Homeowner Association Dues	\$3,333	\$3,333	\$3,333	\$3,333	\$3,333	\$3,333	A. Low/Mod Fund	\$0	\$20,000	\$30,000	\$0	\$0	see notes	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold	
WA-7	Western Addition A-2	Limited Equity Resale Program/ Agency-owned unit	McAllister Mews HOA	Homeowner Association Dues	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	\$4,000	A. Low/Mod Fund	\$0	\$24,000	\$36,000	\$0	\$0	see notes	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold	
WA-8	Western Addition A-2	Limited Equity Resale Program/ Agency-owned unit	Pacific Gas & Electric	Utilities	\$133	\$133	\$133	\$133	\$133	\$133	A. Low/Mod Fund	\$0	\$800	\$1,200	\$0	\$0	see notes	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including utility fees. Funds not encumbered in advance; obligation continues until unit sold	
WA-9	Western Addition A-2	Limited Equity Resale Program/ Agency-owned unit	Law Office of Michael S. Rossoff	1310 Fillmore #410	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$0	\$0	\$0	\$0	\$0	see notes	<b>DELETION PROPOSED:</b> Services no longer needed.	
WA-10	Western Addition A-2	Mary Helen Rogers SC, Tax Increment Loan Agreement	MHRSC, LP	Permanent Loan funding for the development of 100 affordable housing units for eligible seniors in the WA community.	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	\$11,903,300	\$0	\$0	\$0	\$0	9/30/13	Loan agreement funding construction of senior rental housing units; Agency funds to be fully drawn down by end FY 11-12	
WA-11	Western Addition A-2	Namiki Apartments: Agency Payment Obligation	Chinatown Community Development Corporation	Guarantees HUD payment should Section 8 Contract terminate.	\$0	\$0	\$0	\$0	\$0	\$0	A. Low/Mod Fund	n/a	\$0	\$0	\$0	\$0	11/1/17	<b>PLACEHOLDER FOR FUTURE ROPS:</b> Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.	
YBC-1	Yerba Buena Center	Limited Equity Resale Program/ Agency-owned unit	246 Second Street Owners Assn	Homeowner Association Dues	\$2,667	\$2,667	\$2,667	\$2,667	\$2,667	\$2,667	A. Low/Mod Fund	\$0	\$16,000	\$24,000	\$0	\$0	see notes	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold	
* Lines displaying commitments of tax increment pursuant to master developer agreements, state law, or replacement housing obligation show estimates of the total possible future funding. However, not all housing projects that would utilize that funding are shown at this time. Instead active projects (those in progress or would begin in FY 12/13) are shown on this current ROPS.																			
<b>TOTAL PAYMENTS JULY-DEC</b>					<b>\$6,669,054</b>	<b>\$6,630,339</b>	<b>\$8,072,839</b>	<b>\$7,630,339</b>	<b>\$7,630,339</b>	<b>\$8,272,839</b>	<b>\$44,905,749</b>								

**ROPS III**

**Exhibit 3**

**Exhibit A-3: RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS III)  
 January 1, 2013 through June 30, 2013**

Item #	Internal Row #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation as of 6/30/12	Total Due During Fiscal Year 2012-13	Funding Source						Notes		
										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total	
<b>Grand Total</b>								\$ 14,157,820,705	\$ 342,358,217	\$ 38,140,030	\$ 36,624,000	\$ 3,689,400	\$ 1,594,014	\$ 101,256,193	\$ 27,213,839	\$ 208,517,476		
<b>NON-HOUSING OBLIGATIONS</b>																		
1	ADM 1	Agency Admin Operations	See notes	See notes	Aim to Please	Office Janitorial	ADM	See notes	\$550	\$0	\$0	\$0	\$0	\$0	\$0	CCSF contractor. Misc. cleaning outside of CCSF contract. Based on usage; as needed.		
2	ADM 2	Agency Admin Operations	See notes	See notes	AirFilterStore.com	Office air filters	ADM	See notes	\$350	\$0	\$0	\$0	\$0	\$0	\$0	Air filters for legal library. Should purchase for as long as legal library remains. Based on usage; as needed.		
3	ADM 3	Agency Admin Operations	See notes	See notes	Applied Microfilm Systems, Inc.	Microfilm Viewer Maintenance	ADM	See notes	\$3,200	\$0	\$0	\$0	\$1,600	\$0	\$0	Based on usage; as needed.		
4	ADM 4	Agency Admin Operations	11/10/2009	11/10/14	AquaPrix, Inc.	Lease & maintenance agreement for 1 hot/cold water filtration unit	ADM	\$10,870	\$2,180	\$0	\$0	\$0	\$1,090	\$0	\$0	60 mo. lease. Totals include est. taxes.		
5	ADM 5	Agency Admin Operations	See notes	See notes	ATT Mobility	Agency Wireless ATT Accounts	ADM	See notes	\$10,000	\$0	\$0	\$0	\$1,667	\$1,082	\$2,251	Monthly wireless service. Based on usage; as needed.		
6	ADM 6	Agency Admin Operations	See notes	See notes	Bay Cities Joint Powers Insurance Authority /CCSF Risk Management Division	Self Insurance: General, Auto, Employment Practices, Errors & Omissions, Property, Crime, Auto Physical Damage, Marina Operators - through BCJPIA	ADM	\$420,000	\$60,000	\$0	\$0	\$0	\$10,000	\$6,493	\$13,507	In addition to Premiums already paid, we need to purchase an Employment Practices Liability - 3 year tail in March. Next year property insurance is purchased through CCSF not BCJPIA; up by 50%.		
7	ADM 7	Agency Admin Operations	See notes	See notes	Bay Cities Joint Powers Insurance Authority & Others	Self Insurance Retention Reserve for Claims - settlements, litigation, judgments, misc. defense costs - usually through BCJPIA	ADM	\$300,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Insurance Pool Agreements, may have claims- related expenses beyond end of contract. Difficult to predict. Paid under the City.		
8	ADM 8	Agency Admin Operations	See notes	See notes	CCSF, Daily Journal Corporation, AGIG, Alliant Insurance, Pelican Delivery, San Francisco Minibus, and Misc. Vendors	Misc Admin Expenses	ADM	See notes	\$25,000	\$0	\$0	\$0	\$4,167	\$2,705	\$5,628	This is a place marker for misc. items that may be needed. May require use of city contractors instead of listed vendors. Based on usage; as needed.		
9	ADM 9	Agency Admin Operations	See notes	See notes	CCSF/ Central Shops	Gasoline & Repairs through CCSF Central Shops	ADM	See notes	\$5,000	\$0	\$0	\$0	\$833	\$541	\$1,126	Longstanding CCSF arrangement; currently have a deposit to pay for fuel. In addition to fuel, moving all fleet servicing to Central Shops. Fleet size has been reduced by 2. Future TBD. Based on usage; as needed.		
10	ADM 10	Agency Admin Operations	See notes	See notes	CCSF/ Department of Telecommunications	Telephone system: landlines, voice mail system and reception console at 1SVN SFRA offices	ADM	See notes	\$16,320	\$0	\$0	\$0	\$2,720	\$1,766	\$3,674	CCSF Service Agreement Budget estimate is \$40,798. Based on usage; as needed.		
11	ADM 11	Agency Admin Operations	1/1/2005	11/30/17	CCSF/ Real Estate Department	Agency Office Lease 1 South Van Ness - portion of the 5th Floor in City owned building	ADM	\$1,583,520	\$371,940	\$0	\$0	\$0	\$58,000	\$37,659	\$102,281	\$197,940	Current lease is based on reduced square footage but in contract until 2017.	
12	ADM 12	Agency Admin Operations	See notes	See notes	CCSF/ Reproduction and Mail Services	Printing, mainframe reports, redline paper	ADM	See notes	\$1,500	\$0	\$0	\$0	\$250	\$162	\$338	\$750	Mail and printing services. Based on usage; as needed.	
13	ADM 13	Agency Admin Operations	See notes	See notes	Corodata Records Management Inc.	Off Site Records Storage Agreements	ADM	See notes	\$10,000	\$0	\$0	\$0	\$1,667	\$1,082	\$2,251	\$5,000	No contract. As needed services.	
14	ADM 14	Agency Admin Operations	See notes	See notes	Daily Journal Corporation	Publishing for RFPs	ADM	See notes	\$20,000	\$0	\$5,000	\$5,000	\$0	\$0	\$0	\$10,000	For Real Estate related RFP/RFQs. Based on usage; as needed.	
15	ADM 15	Agency Admin Operations	See notes	See notes	DataSafe	Off Site Records Storage Agreements	ADM	See notes	\$30,000	\$0	\$0	\$0	\$5,000	\$3,246	\$6,754	\$15,000	Ongoing records storage agreement. Quarterly charges paid in advance. Expect \$9,000 by end of FY. May increase due to removal fees. Based on usage; as needed.	
16	ADM 16	Agency Admin Operations	See notes	See notes	Employees	Misc Admin Expenses	ADM	See notes	\$7,300	\$0	\$0	\$0	\$1,217	\$790	\$1,643	\$3,650	Misc - gas, travel, etc. Allocated approximately \$200/employee. Based on usage; as needed.	
17	ADM 17	Agency Admin Operations	See notes	See notes	FedEx or various vendors	Express Delivery service	ADM	See notes	\$1,200	\$0	\$0	\$0	\$200	\$130	\$270	\$600	Will change to City contractor. Based on usage; as needed.	
18	ADM 19	Agency Admin Operations	See notes	See notes	Imperial Parking	1SVN Garage parking Month to month agreement for 12 Agency parking spaces	ADM	See notes	\$1,296	\$0	\$0	\$0	\$216	\$140	\$292	\$648	Agency Fleet and Director's vehicles. Includes possible increase in fees. Based on usage; as needed.	
19	ADM 20	Agency Admin Operations	See notes	See notes	Iron Mountain	Off Site Records Storage Agreements (phasing some companies out)	ADM	See notes	\$9,000	\$0	\$0	\$0	\$1,500	\$974	\$2,026	\$4,500	May increase-due to removal fees-if boxes are removed.	
20	ADM 24	Agency Admin Operations	See notes	See notes	Neopost Inc.	Ink for postage machine	ADM	See notes	\$300	\$0	\$0	\$0	\$0	\$0	\$0	\$0	May need to purchase more ink, as needed.	
21	ADM 25	Agency Admin Operations	See notes	See notes	TBD - Delivery Services	Delivery Services in the Bay Area	ADM	See notes	\$6,000	\$0	\$0	\$0	\$1,000	\$649	\$1,351	\$3,000	Messenger services, as needed.	
22	ADM 26	Agency Admin Operations	See notes	See notes	Staples, Give Something Back, Quill, CCSF Office of the Administrator	General Office Supplies	ADM	See notes	\$20,000	\$0	\$0	\$0	\$3,333.33	\$2,164.33	\$4,502.34	\$10,000.00	Includes oversight office expenses. Currently using OCA's Purchase Order. Will need to reimburse. As needed.	
23	ADM 27	Agency Admin Operations	7/1/2010	6/18/13	Toshiba Business Solutions/ or CCSF contractor	Maintenance agreement for color copier - charges/copy	ADM	\$30,000	\$3,300	\$0	\$0	\$0	\$550	\$357	\$743	\$1,650	Maintenance contract for copiers.	
24	ADM 28	Agency Admin Operations	5/1/2010	5/19/13	Toshiba Business Solutions/ or CCSF contractor	Black & White Copier Lease & Maintenance agreement for 2 standard and 1 high speed black & white copiers	ADM	\$87,000	\$7,500	\$0	\$0	\$0	\$1,250	\$812	\$1,688	\$3,750	Maintenance contract for copiers.	
25	ADM 29	Agency Admin Operations	7/1/2010	6/18/13	Toshiba Financial Services/ or CCSF contractor	Color Copier Lease agreement for color copy machine	ADM	\$22,000	\$2,000	\$0	\$0	\$0	\$333	\$216.43	\$450.23	\$1,000	Contract for color copier.	
26	ADM 30	Agency Admin Operations	See notes	See notes	Uptime Resources	Printer Cartridges and maintenance	ADM	See notes	\$3,500	\$0	\$0	\$0	\$583	\$379	\$788	\$1,750	Printing supply and maintenance agreement. May need to use CCSF contract/vendor. Based on usage; as needed.	
27	ADM 31	Agency Admin Operations	See notes	See notes	Urban Lands Institute, A.M. Best, NAHRO, SF Chronicle, Wall Street Journal	Agency Subscriptions	ADM	See notes	\$1,000	\$0	\$0	\$0	\$167	\$108	\$225	\$500	Assumes renewal of Urban Lands, NAHRO and SF Chronicle. Based on usage; as needed.	
28	ADM 32	Agency Admin Operations	See notes	See notes	USPS/Neopost (transfer to CCSF Reproduction and Mail Services)	Postage added to Postage Meter	ADM	See notes	\$15,000	\$0	\$0	\$0	\$3,333.33	\$2,164.33	\$4,502.34	\$10,000	Postage deposit. Postage will be processed by Mail Repro. Based on usage; as needed.	
29	FIN 1	Agency Admin Operations	See notes	See notes	Bartel Association	Actuarial valuation	ADM	See notes	\$25,000	\$0	\$0	\$0	\$3,333.33	\$2,164.33	\$4,502.34	\$10,000	No contract. Anticipated need for valuation. Previous study completed by Bartel; may need if we must determine Calpers liability. Based on usage; as needed.	
30	FIN 2	Agency Admin Operations	See notes	See notes	CCSF GSA- Admin	Split of overall GSA admin costs distributed to each division; based on estimates of FTE	ADM	See notes	\$532,451	\$0	\$0	\$0	\$50,167	\$32,573	\$299,211	\$381,951	Admin, HR, and fiscal support from GSA/City Administrator's office. Based on usage; as needed.	
31	FIN 4	Agency Admin Operations	See notes	See notes	Macias, Gini & O'Connell LLP	Audit	ADM	See notes	\$10,000	\$0	\$0	\$0	\$10,000	\$0	\$0	\$10,000	Based on usage; as needed.	
32	FIN 5	Agency Admin Operations	See notes	See notes	ORACLE	Accounting system- annual fees	ADM	See notes	\$50,591	\$0	\$0	\$0	\$8,432	\$5,475	\$11,389	\$25,296	Annual accounting system maintenance. Based on usage; as needed.	
33	FIN 6	Agency Admin Operations	See notes	See notes	Seifel Consulting, Urban Analytics, Various Vendors	Statement of Indebtedness (SOI) consultant	ADM	See notes	\$75,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACHOLDER FOR FUTURE ROPS: Per AB-26 requirement. Based on usage; as needed.
34	FIN 9	Agency Admin Operations	See notes	See notes	CCSF- Controller	COWCAP	ADM	See notes	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACHOLDER FOR FUTURE ROPS: No payment for FY 12/13. Costs based on prior years. Future costs anticipated beginning FY 13/14.	
35	FIN 10	Agency Admin Operations	See notes	See notes	CCSF GSA-Risk Management	Property Insurance, risk services	ADM	See notes	\$180,000	\$0	\$0	\$0	\$30,000	\$19,479	\$40,521	\$90,000	\$180K Property coverage, \$50K services. Based on usage; as needed.	

Item #	Internal Row #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation as of 6/30/12	Total Due During Fiscal Year 2012-13	Funding Source						Notes	
										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total
36	HR 2	Agency Admin Operations	See notes	See notes	Employees, related Fringe Benefit payees, and taxes (Larry Winsten, Vision Service Plan, CalPERS, Local 21, Local 1021, Reliance, Aflac, Infnisource, SFRA, CCSF Health Services, State of California, Federal Government, San Francisco ), various	Staffing Costs associated with Successor Agency Obligations - Future Fiscal Years	ADM	See notes	\$6,920,000	\$0	\$0	\$0	\$1,142,122	\$619,391	\$2,208,487	\$3,970,000	Ongoing staffing costs associated with Successor Agency obligations for Fiscal Year 12/13. Includes staffing costs related to South Beach Harbor.
37	HR 3	Agency Admin Operations	See notes	See notes	California Chamber of Commerce, CCSF, Infnisource, and other various vendors	Miscellaneous vendor costs for fringe expenses	ADM	See notes	\$270,000	\$0	\$0	\$0	\$45,000	\$29,218	\$60,782	\$135,000	Employer contributions. Based on usage.
38	HR 5	Agency Admin Operations	See notes	See notes	CALPERS	Liability if contract cancelled (retirement for current and future retirees)	ADM	See notes	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: In the event the contract is canceled, an actuarial study will be required to determine actual liability.
39	HR 6	Agency Admin Operations	See notes	See notes	CALPERS and CALPERS (CERBT)	Liability if contract cancelled (retiree medical for current and future retirees)OPEB	ADM	See notes	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: In the event the contract is canceled, an actuarial study will be required to determine actual liability.
40	HR 8	Agency Admin Operations	See notes	See notes	Asure, various vendors	Timesheet processing	ADM	See notes	\$40,001	\$0	\$0	\$0	\$6,667	\$4,329	\$9,005	\$20,001	Anticipate using current time billing system through FY 13-14. Month to month agreement. Based on usage; as needed.
41	HR 9	Agency Admin Operations	See notes	See notes	Employees	Liability to employees for leave/severance payout (includes required payments made under the MOUs with Local 21 and Local 1021)	ADM	See notes	\$100,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	For payouts to employees for severance and leave. Based on usage; as needed.
42	HR 11	Agency Admin Operations	See notes	See notes	CalPERS	Retiree Medical payments	ADM	See notes	\$1,205,130	\$0	\$0	\$0	\$0	\$665,130	\$0	\$665,130	Ongoing retiree medical costs. Based on usage; as needed.
43	HR 12	Agency Admin Operations	See notes	See notes	CalPERS CERBT	OPEB liability funding	ADM	See notes	\$300,000	\$0	\$0	\$0	\$100,000	\$64,930	\$135,070	\$300,000	Ongoing funding of OPEB liabilities. Based on usage; as needed.
44	HR 13	Agency Admin Operations	9/1/2011	9/1/12	State Compensation Insurance e Fund, Cypress Insurance Company, Berkshire Hathaway Homestate Companies and various vendors	Workers Compensation Insurance and expenses related to worker's compensation	ADM	See notes	\$180,000	\$0	\$0	\$0	\$30,000	\$19,479	\$40,521	\$90,000	TBD Premium plus taxes and additional fees based on payroll. Not a contract.
45	HR 15	Agency Admin Operations	See notes	See notes	Various	Staff trainings, conferences, licenses and dues	ADM	See notes	\$18,000	\$0	\$0	\$0	\$3,000	\$1,948	\$4,052	\$9,000	Anticipated payments for licenses and dues per MOUs. Approx. \$500/employee.
46	HR 16	Agency Admin Operations	See notes	See notes	Various	Required for compliance training (includes required payments made under the MOUs with Local 21 and Local 1021)	ADM	See notes	\$18,000	\$0	\$0	\$0	\$3,000	\$1,948	\$4,052	\$9,000	Anticipated employee reimbursements under MOA. Approx. \$500/employee.
47	IT 1	Agency Admin Operations	See notes	last contract ends 6/30/13 (see notes)	IBM, Dell, CCSF Dept. of Technology, USI Networks, Barracuda Networks, Actnet, Image Access, CoreLogic, Vision Internet, Intranet Dashboard, Co-star, Insight Software, PowerTech, Create Form, DLT Solutions, Citrix, Reliasys, Landesk and various IT vendors	Various IT contracts/ services	ADM	See notes	\$135,000	\$0	\$0	\$0	\$0	\$0	\$45,000	\$45,000	Various contracts, software and maintenance agreements, and supplies needed for ongoing operations. Based on usage; as needed.
48	LGL 1	Agency Admin Operations	See notes	See notes	CCSF/ City Attorney	Umbrella MOU authorizing use of City Attorney's office for litigation representation, advice, and miscellaneous legal services	ADM	See notes	\$350,000	\$0	\$0	\$0	\$58,333	\$37,876	\$78,791	\$175,000	Legal services for AB 26 related work. Based on usage; as needed.
49	LGL3	Agency Admin Operations	See notes	See notes	Various	Legal Dues/ Subscriptions/License/Certification	ADM	\$69,500	\$9,000	\$0	\$0	\$0	\$1,500	\$974	\$2,026	\$4,500	No contracts. Ongoing expenses related to legal dues, subscriptions, and certifications.
50	LGL 4	Agency Admin Operations	7/1/2011	6/30/14	Westlaw	Westlaw contract renewed 6/24/11 for 3 years for \$891.33 / month	ADM	\$32,076	\$10,696	\$0	\$0	\$0	\$1,783	\$1,157	\$2,408	\$5,348	Contract ends 6/30/14. Can be cancelled. Special pricing for Westlaw, online research, and printed subscriptions. Other printed subscriptions that's not part of package can be cancelled anytime.
51	RE 2	Agency Admin Operations	See notes	See notes	Forester & Kroger, Twin III Building Maintenance, McCoy's Patrol Service, Sam's Locksmith and A&A Locksmith	Misc Property Management for Agency-owned properties	ADM	See notes	\$75,000	\$0	\$0	\$0	\$0	\$37,500	\$0	\$37,500	Misc Property Management for Agency-owned properties on an as-needed basis.
52	RE 4	Agency Admin Operations	Various	12/31/12	John R. Kaeuper & Company, J.W. Tom & Associates, Carneghi-Blum & Partners, Inc., The San Francisco Appraisal Company Mansbach Associates, Inc., Clifford Associates, Hamilton, Ricci & Associates, Inc. , Alfred L. Watts and Associates, Joseph J. Blake & Associates, Inc. , CB Richard Ellis, Trisha L. Clark, Integra Realty Resources, Baum and Associates, MVT Appraisal, Inc.	Appraisal services required for enforceable obligations.	ADM	See notes	\$50,000	\$0	\$12,500	\$12,500	\$0	\$0	\$0	\$25,000	This is a panel of approximately 12 appraisers. Each has a personal services contract with varying start dates, depending on when assignments were given. The panel expires on 12/31/12 but the Successor Agency intends to issue a new RFP for a new panel before the current panel expires.
53	RE 5	Property management of select Agency/City-owned properties	4/1/2010	3/31/13	Twin III Maintenance/TBD	Property management personal services contract	Various	\$147,427	\$73,700	\$26,300	\$0	\$16,200	\$0	\$0	\$0	\$42,500	Property management costs for Agency/City-owned parcels. Contract expires 3/31/13. Agency expects to issue new RFP and continue the contract. Previously BVHP 9.
54	RE 6	Certificates of Completion - Various Projects	See notes	See notes	See notes	Real estate work associated with producing required certificates of completion for outstanding agreements (i.e., owner participation, land disposition, and disposition and development agreements). Requires ongoing transactional and title work.	Various	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	These outstanding agreements are enforceable obligations and are part of the Successor Agency's project work. They require the Successor Agency to issue a certificate of completion when requested. This work will require staff time of the Successor Agency to complete.
55	AW 1	Resolution No. 25-2010: APPROVING AN AMENDMENT OF THE AGENCY'S FISCAL YEAR 2009-2010 BUDGET	See notes	6/30/15	Low- and Moderate-Income Housing Fund	Increases expenditure authority by \$28.8M, including \$16.483 borrowed from Low-Mod Income Housing Fund (LMIHF) for SERAF payment, and establishes repayment obligation by 6/30/2015	Agency-wide	\$16,483,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: SFRA used housing funds to pay FY 09-10 SERAF payment; outstanding balance of \$16.483M must be repaid to LMIHF by 2015 per state law.

Item #	Internal Row #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation as of 6/30/12	Total Due During Fiscal Year 2012-13	Funding Source						Notes	
										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total
56	CC 1	Third Amendment to a Personal Services Contract with Elation Systems, Inc.	See notes	6/30/14	Elation Systems, Inc.	Annual licensing fees for web-based contract compliance/monitoring and SBE certification system.	Agency-wide	\$199,500	\$199,500	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: One time annual payment in Aug/Sept; last year of contract (FY 13-14) is extension option at discretion of E.D.
57	CC 2	Surety Bond program	See notes	6/30/14	Merriwether & Williams and various vendors	Credit line for surety bonds.	Agency-wide	\$500,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: As-needed basis.
58	CC 3	Letter Agreement with the Office of Economic and Workforce Development (OEWD)	See notes	11/2/13	CCSF/ OEWD	Construction workforce referral/ placement services for Agency-sponsored projects in the Southeast sector.	Agency-wide	\$0	\$109,330	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Final year payment for Nov 2012 - Nov 2013 to be paid in Nov 2012. Contract extension anticipated.
59	BVHP2	Grant Agreement for Bayview Opera House	3/15/2011	9/14/13	San Francisco Arts Commission	Renovation of the Bayview Opera House	BVHP	\$200,000	\$400,000	\$0	\$200,000	\$0	\$0	\$0	\$0	\$200,000	This grant and the grant funds in Item 60 are part of a combined capital improvement project that includes other public funding sources, including federal funds. The SFRA funds were used as a local match to a federal Dept. of Transportation grant for the a portion of the project. The Opera House is a city-owned facility in danger of being red-tagged for seismic concerns, lack of ADA upgrades, and overall structural issues. The Arts Commission is expected to draw-down half of the \$400,000 grant in 2012 and the balance in 2013.
60	BVHP 3	Grant agreement for Bayview Opera House Plaza	3/15/2011	9/14/13	CCSF/ Municipal Transportation Agency	Renovation of the Bayview Opera House plaza	BVHP	\$562,500	\$784,998	\$0	\$562,500	\$0	\$0	\$0	\$0	\$562,500	See notes for Item 59. The San Francisco Municipal Transportation Authority is expected to draw down the \$785,000 grant by June 2013. This transportation investment is required to be provided as local funding for implementation of the neighborhood component of the federal Choice Neighborhood Initiative Grant.
61	BVHP 5	College Track	7/19/2011	See notes	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	See notes	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	This is a contingent liability arising out of an indemnification agreement signed by the Agency, SFCIF and SFCIF SUB CDE 1. The liability ranges from 2.47 - 4.7 million based upon the time of occurrence. The liability is only triggered under 4 limited circumstances as described in the Indemnity Agreement.
62	BVHP 6	Alice Griffith Public Housing Transformation Plan: Choice Neighborhood Implementation Grant	See notes	See notes	CCSF (as fiscal agent to CBO partners identified in the CNI grant, including Urban Strategies, etc)	Implementation of the neighborhood component of the Choice Neighborhood Grant	BVHP	See notes	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Neighborhood/economic development programs totaling \$5,409,977 required to be provided as local match for implementation of the Neighborhood component of the federal Choice Neighborhood Initiative Grant (as described in Item 123.03). Contracts include JRI and other job development work, economic development like SF Shines and neighborhood housing and transportation.
63	BVHP 8	Shoreview Park (1 Lillian)	See notes	See notes	CCSF/ PUC	Water for landscaping	BVHP	See notes	\$600	\$0	\$0	\$0	\$0	\$0	\$300	\$300	Property maintenance costs for Agency owned parcel.
	BVHP 9	Shoreview Park		3/31/13	Twin-III Maintenance	Maintenance Contract	BVHP			\$0	\$0	\$0	\$0	\$0	\$0	\$0	PROPOSED FOR DELETION: See Item 53.
	BVHP 10	Site Office Maintenance		n/a	AT&T/ CalNet, AT&T Mobility, AM-Hosting, Arrowhead Water, Indecat Creative, Xerox, and various vendors	Site office utilities and maintenance	BVHP		\$7,200	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PROPOSED FOR DELETION: Office closed down 6/30/12.
64	BVHP 11	Ground Lease Agreement - Cala Foods - 345 Williams Street	10/29/91	10/31/31	See Notes	Ground lease agreement with grocery store chain to build and operate a grocery store. Requires ongoing project management.	BVHP	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	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. This asset will be included in the Successor Agency's property management plan.
65	HPSY 1	DDA Phase 1, Horizontal Disposition and Development Agreement	12/2/2003	See notes	Various payees listed below	Disposition and Development Agreement	HPSY	\$34,245,674	See notes	\$0	\$0	\$0	\$0	\$0	\$0	\$0	This item and the payments listed in Items 65.01 - 65.08 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, which is paid from CFD Bond Proceeds and developer sources. Total outstanding obligation may increase.
65.01	HPSY 1.01	Letter Agreement	4/5/2005	See notes	CCSF/ DPW (Phase 1)	City staff (Taskforce) reimbursement for work performed on HPS	HPSY	See notes	\$305,000	\$0	\$0	\$0	\$0	\$0	\$150,000	\$150,000	Total outstanding debt as of 6/30/2012 is equal to \$619,362, and is captured within the amount listed under the Phase 1 DDA Item 65. 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.
65.02	HPSY 1.02	Interagency Cooperative Agreement-HPS	2/11/2005	See notes	CCSF/ City Attorney (Phase 1)	City staff reimbursement for work performed on HPS	HPSY	See notes	\$60,000	\$0	\$0	\$0	\$0	\$0	\$30,000	\$30,000	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/Agency costs on an as-needed basis.
65.03	HPSY 1.03	Interagency Cooperative Agreement-HPS	2/11/2005	See notes	CCSF/ DPH (Phase 1)	City staff reimbursement for work performed on HPS	HPSY	See notes	\$54,998	\$0	\$0	\$0	\$0	\$0	\$27,498	\$27,498	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/Agency costs on an as-needed basis.
65.04	HPSY 1.04	Consulting Contract	7/1/2009	6/30/12	WB Kennedy (Phase 1)	Administrative support for the HPS CAC	HPSY	See notes	\$230,000	\$0	\$0	\$0	\$0	\$0	\$115,000	\$115,000	Total outstanding debt as of 6/30/2012 is equal to \$230,000 and is captured within the amount listed under the Phase 1 DDA Item 65. A Site Office/ Administrative Services and Maintenance Services are required by Phase 1 DDA, Interim Lease, Exhibit E-1 - Baseline Services.

Item #	Internal Row #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation as of 6/30/12	Total Due During Fiscal Year 2012-13	Funding Source						Notes	
										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total
65.05	HPSY 1.05	DDA Phase 1	12/2/2003	See notes	Legacy Foundation for BVHP	Phase 1 DDA required transfer of Community benefits funds	HPSY	See notes	\$1,000,000	\$0	\$0	\$0	\$0	\$0	\$1,000,000	\$1,000,000	Total outstanding debt as of 6/30/2012 is equal to \$1,000,000, and is captured within the amount listed under the Phase 1 DDA Item 65. The creation of a Quasi-Public Entity ("Legacy Foundation for BVHP"), a Community Benefits Budget, and transfer of such funds to the Legacy Foundation for BVHP are required by the Phase 1 DDA Attachment 23 Sections 2. Establishment of a Quasi-Public Entity and 3.2 Community Benefits Budget. A fiscal agent contractor has not been identified for the program to be funded and therefore the funds have not been disbursed. The funds are anticipated to be disbursed in a future ROPS period.
65.06	HPSY 1.06	Security Service	1/1/2012	12/31/13	McCoy's Patrol (Phase 1)	Security at HPS	HPSY	See notes	\$355,200	\$0	\$0	\$0	\$0	\$0	\$177,600	\$177,600	Total outstanding debt as of 6/30/2012 is equal to \$233,000, and is captured within the amount listed under the Phase 1 DDA Item 65. Security Services are required by Phase 1 DDA and the HPS Conveyance Agreement, Interim Lease, 6.5 Security Services. Future contract amendments of \$540,000 anticipated in January 2013, FY13-14, and post 2014.
65.07	HPSY 1.07	Consulting Contract	6/21/2010	6/30/14	R.J. Marshburn & Assoc.	Insurance Consultant	HPSY	\$0	See notes	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Total outstanding debt as of 6/30/2012 is equal to \$8,925, and is captured within the amount listed under the Phase 1 DDA Item 65. Per Phase 1 DDA Vertical DDA, specialized insurance consulting. Contract has not actually completed; Successor Agency will be advancing the \$9,000 remaining in the contract to the Jan - June 2012 period. Invoices previously anticipated to be paid in July to December 2012 will be instead be paid in January - June 2013.
65.08	HPSY 1.08	Interim Lease w/Lennar	12/3/2004	See notes	Various	Property Management	HPSY	See notes	See notes	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Pursuant to HPSY Phase 1 DDA Item 65, developer and/or the Successor Agency are required to fund or provide security and property management services. Services are procured on an as-needed basis.
66	HPSY 2	Phase 2 DDA	6/3/2010	See notes	Various payees listed below	Disposition and Development Agreement	HPSY	\$158,115,848	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	This item (previously HPSY 37) and the payments listed in Items 66.01 - 66.18 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 from RPTTF, CFD bond proceeds and developer sources. 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 sublines following this master line in future ROPS.  The \$158 million Total Outstanding Debt or Obligation reflects the total estimated reimbursable City/Agency costs. Total outstanding obligation may increase. The \$158 million is part of the \$ 3.95 billion that is listed in line 66 and that the successor agency will pay for qualified project costs over the term of the Phase 2 DDA.
66.01	HPSY 2.01	Consulting Services	3/15/2011	3/15/13	Overland, Pacific & Cutler	Relocation services	HPSY	See notes	\$107,265	\$0	\$0	\$0	\$0	\$0	\$29,265	\$29,265	Total outstanding debt as of 6/30/2012 is equal to \$107,265, and is captured within the amount listed under the Phase 2 DDA Item 65. 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. Due to delays and invoice timing, funds programmed for July-Dec have been shifted to the Jan - Jun period
66.02	HPSY 2.02	Legal Services Contract	2/3/2009	See notes	Kutak Rock (Phase 2)	Legal services contract related to property transfer	HPSY	See notes	\$760,000	\$0	\$0	\$0	\$0	\$0	\$500,000	\$500,000	Total outstanding debt as of 6/30/2012 is equal to \$1,091,058, and is captured within the amount listed under the Phase 2 DDA Item 66. These costs are being advanced by the developer under the Phase 2 DDA and will be reimbursed, in whole or in part, pursuant to the Phase 2 DDA from Bond Proceeds and/or the Redevelopment Property Tax Trust Fund at a later date. Future contract amendments anticipated: \$300,000 in FY 12-13; \$490,000 in FY13-14; and \$300,000 post 2014.
66.03	HPSY 2.03	Interagency Cooperative Agreement-HPS	6/3/2010	See notes	CCSF/ Planning(Phase 2)	City staff reimbursement for work performed on HPS	HPSY	See notes	\$75,000	\$0	\$0	\$0	\$0	\$0	\$50,000	\$50,000	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. These costs are captured within the amount listed under the Phase 2 DDA Item 66 and will be reimbursed pursuant to the Phase 2 DDA from RPTTF, CFD Bond Proceeds and developer sources.
66.04	HPSY 2.04	Interagency Cooperative Agreement-HPS	6/3/2010	See notes	CCSF/ City Attorney (Phase 2)	City staff reimbursement for work performed on HPS	HPSY	See notes	\$633,333	\$0	\$0	\$0	\$0	\$0	\$300,000	\$300,000	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. These costs are captured within the amount listed under the Phase 2 DDA Item 66 and will be reimbursed pursuant to the Phase 2 DDA from RPTTF, CFD Bond Proceeds and developer sources. The required services are provided on an as-needed basis.

Item #	Internal Row #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation as of 6/30/12	Total Due During Fiscal Year 2012-13	Funding Source						Notes	
										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total
66.05	HPSY 2.05	Interagency Cooperative Agreement-HPS	6/3/2010	See notes	CCSF/ DPW (Phase 2)	City staff reimbursement for work performed on HPS	HPSY	See notes	\$225,000	\$0	\$0	\$0	\$0	\$0	\$150,000	\$150,000	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. These costs are captured within the amount listed under the Phase 2 DDA Item 66 and will be reimbursed pursuant to the Phase 2 DDA from RPTTF, CFD Bond Proceeds and developer sources. The required services are provided on an as-needed basis.
66.06	HPSY 2.06	Interagency Cooperative Agreement-HPS	6/3/2010	See notes	CCSF/ OEWD (Phase 2)	City staff reimbursement for work performed on HPS	HPSY	See notes	\$370,000	\$0	\$0	\$0	\$0	\$0	\$150,000	\$150,000	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. These costs are captured within the amount listed under the Phase 2 DDA Item 66 and will be reimbursed pursuant to the Phase 2 DDA from RPTTF, CFD Bond Proceeds and developer sources. The required services are provided on an as-needed basis.
66.07	HPSY 2.07	Interagency Cooperative Agreement-HPS	6/3/2010	See notes	CCSF/ DPH (Phase 2)	City staff reimbursement for work performed on HPS	HPSY	See notes	\$501,498	\$0	\$0	\$0	\$0	\$0	\$220,998	\$220,998	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. These costs are captured within the amount listed under the Phase 2 DDA Item 65 and will be reimbursed pursuant to the Phase 2 DDA from RPTTF, CFD Bond Proceeds and developer sources. The required services are provided on an as-needed basis.
66.08	HPSY 2.08	Insurance consulting and placement	See notes	See notes	CCSF/ Risk Management Division	Pollution liability	HPSY	See notes	\$25,000	\$0	\$0	\$0	\$0	\$0	\$25,000	\$25,000	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. These costs are captured within the amount listed under the Phase 2 DDA Item 66 and will be reimbursed pursuant to the Phase 2 DDA from RPTTF, CFD Bond Proceeds and developer sources. The required services are provided on an as-needed basis.
66.09	HPSY 2.09	Transportation Plan Coordination (Peter Albert)	See notes	See notes	CCSF/ MTA	Interagency Cooperative Agreement	HPSY	See notes	\$78,333	\$0	\$0	\$0	\$0	\$0	\$25,000	\$25,000	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. These costs are captured within the amount listed under the Phase 2 DDA Item 66 and will be reimbursed pursuant to the Phase 2 DDA from RPTTF, CFD Bond Proceeds and developer sources. The required services are provided on an as-needed basis.
66.10	HPSY 2.10	TIFIA Loan Agreement	See notes	See notes	TBD	Phase 2 transportation improvements	HPSY	See notes	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Under the Phase 2 DDA Financing Plan, Section 4.2 Alternative Financing requires the 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 Agency will 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.
66.11	HPSY 2.11	Legal Service Contact	2/19/2010	See notes	Jones Hall ( Phase 2)	Bond counsel and legal financial consultants	HPSY	See notes	\$200,000	\$0	\$0	\$0	\$0	\$0	\$100,000	\$100,000	Total outstanding debt as of 6/30/2012 is equal to \$381,212, and is captured within the amount listed under the Phase 2 DDA Item 66. The costs of consultant services and fees associated with pursuing alternative forms of financing are authorized under the Phase 2 DDA Financing Plan, Section 4.2 Alternative Financing. These costs are being advanced by the developer under the Phase 2 DDA and will be reimbursed, in whole or in part, pursuant to the Phase 2 DDA from Bond Proceeds and/or the Redevelopment Property Tax Trust Fund at a later date. Future contract amendment to provide specialized legal services primarily related to public trust and state park issues for the Hunters Point Shipyard Phase 2 - Candlestick Point project in the amount of not to exceed \$300,000 is anticipated.
66.12	HPSY 2.12	Legal Services Contract	5/6/2008	See notes	Shute Mihaly (Phase 2)	Legal services contract related to State Lands	HPSY	See notes	\$303,333	\$0	\$0	\$0	\$0	\$0	\$120,000	\$120,000	Total outstanding debt as of 6/30/2012 is equal to \$758,820, and is captured within the amount listed under the Phase 2 DDA Item 65. The Phase 2 DDA Sections 6.1 Trust Exchange and 6.2.1 CP State Park Site, places a legally binding obligation on the 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. Future contract amendment to provide specialized legal services primarily related to public trust and state park issues for the Candlestick Point - Hunters Point Shipyard Phase 2 project in the amount of not to exceed \$600,000 is anticipated.

Item #	Internal Row #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation as of 6/30/12	Total Due During Fiscal Year 2012-13	Funding Source						Jan - Jun 2013 Six-Month Total	Notes
										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		
66.13	HPSY 2.13	State Lands Staff Reimbursement	See notes	12/31/10	State Lands Commission (Phase 2)	State Lands staff reimbursement for work performed on HPS	HPSY	See notes	\$200,000	\$0	\$0	\$0	\$0	\$0	\$100,000	\$100,000	The Phase 2 DDA Sections 6.1 Trust Exchange and 6.2.1 CP State Park Site, places a legally binding obligation on the 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.
66.14	HPSY 2.14	State Parks Staff Reimbursement	See notes	See notes	CA State Parks (Phase 2)	State Parks staff reimbursement for work performed on HPS	HPSY	See notes	\$162,500	\$0	\$0	\$0	\$0	\$0	\$100,000	\$100,000	The Phase 2 DDA Sections 6.1 Trust Exchange and 6.2.1 CP State Park Site, places a legally binding obligation on the 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. State Parks staff time and services to be provided on an as-needed basis, with costs to be reimbursed by the Successor Agency pursuant to the Parks Exchange Agreement.
66.15	HPSY 2.15	State Parks Exchange Agreement	See notes	See notes	California State Parks	Consideration for State Parks land	HPSY	See notes	\$7,000,000	\$0	\$0	\$0	\$0	\$0	\$7,000,000	\$7,000,000	Total outstanding debt as of 6/30/2012 is equal to \$7,000,000, and is captured within the amount listed under the Phase 2 DDA Item 66. Anticipated land acquisition costs per Park Exchange Agreement. Land acquisition not anticipated to occur before December 2012; will likely occur in a future ROPS period.
66.16	HPSY 2.16	TIFIA Loan Agreement	TBD	TBD	US Department of Transportation	TIFIA loan application fee	HPSY	See notes	\$50,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Application fee for TIFIA loan application, pursuant to the Phase 2 DDA Financing Plan, Section 4.2 Alternative Financing. The total application fee is equal to \$50,000 and is captured within the amount listed under the Phase 2 DDA Item 66. Once fee is paid, this item will be removed from future ROPS.
66.17	HPSY 2.17	Priority assessment services	6/3/2010	See notes	CCSF/Assessor's Office	Staff to provide priority assessment services for the Hunters Point Shipyard and BVHP project areas.	HPSY	See notes	\$20,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	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. These costs are captured within the amount listed under the Phase 2 DDA Item 65 and will be reimbursed pursuant to the Phase 2 DDA from RPTTF, CFD Bond Proceeds and developer sources. The required services are provided on an as-needed basis.
66.18	HPSY 2.18	Financial Services	12/7/2012	12/9/15	C.H. Elliott (Phase 1 & 2)	Real Estate economic advisory services	HPSY	See notes	\$92,198	\$0	\$0	\$0	\$0	\$0	\$36,648	\$36,648	Total outstanding debt as of 6/30/2012 is equal to \$166,666, and is captured within the amount listed under the Phase 2 DDA Item 66. The costs of consultant services and fees associated with pursuing alternative forms of financing are authorized under the Phase 2 DDA Financing Plan, Section 4.2 Alternative Financing.
67	HPSY 3	Phase 2 DDA & Tax Increment Allocation Pledge Agreement	6/3/2010	See notes	SFRA and CP DEVELOPMENT CO., LP	Phase 2 DDA & Tax Increment Allocation Pledge Agreement	HPSY	\$3,950,193,196	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Required under the Phase 2 DDA Financing Plan. Pledge of all available Net Tax Increment from Project Area (BVHP Zone 1 and HPSY) obligates the Successor Agency to use tax increment, and to issue bonds backed by tax increment (the proceeds of which are used), to repay Lennar 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.
68	HPSY 4	EDA Grant Agreement	9/21/2006	See notes	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	HPSY	\$9,288,890	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	<b>FEDERAL GRANT FUNDS:</b> This item and the payments listed in Items 68.01 - 68.21 below relate to the enforceable obligations under a grant from the U. S. Department of Commerce, Economic Development Administration for the study and creation of an "Arts and Technology District".
68.01	HPSY 4.01	Public Art Consulting Contract	5/18/2010	9/30/13	Helene Fried Assoc. (EDA/CHRP)	Art consultant services for the public art program at HPS	HPSY	See notes	\$99,100	\$0	\$0	\$0	\$0	9,910	89,190	\$99,100	Total outstanding debt as of 6/30/2012 is equal to \$99,100, and is captured within the amount listed under the EDA Grant Agreement Item 68. Funded by economic development 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 facilitates the creation of public art. 10% local match to be funded by RPTTF.
68.02	HPSY 4.02	Contract for the creation of 1 piece of public art	5/18/2010	7/31/14	Eric Powell (EDA/CHRP)	Public Art	HPSY	See notes	\$75,823	\$0	\$0	\$0	\$0	7,582	68,241	\$75,823	Total outstanding debt as of 6/30/2012 is equal to \$75,823, and is captured within the amount listed under the EDA Grant Agreement Item 68. Funded by economic development 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 facilitates the creation of public art. This contract will be amended to expire in July 31, 2014 to allow the artist to complete his/her art piece. 10% local match to be funded by RPTTF.

Item #	Internal Row #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation as of 6/30/12	Total Due During Fiscal Year 2012-13	Funding Source						Notes	
										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total
68.03	HPSY 4.03	Contract for the creation of 1 piece of public art	5/18/2010	7/31/14	Jason Webster (EDA/CHRP)	Public Art	HPSY	See notes	\$9,239	\$0	\$0	\$0	\$0	924	8,315	\$9,239	Total outstanding debt as of 6/30/2012 is equal to \$9,239, and is captured within the amount listed under the EDA Grant Agreement Item 68. Funded by economic development 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 facilitates the creation of public art. This contract will be amended to expire in July 31, 2014 to allow the artist to complete his/her art piece. 10% local match to be funded by RPTTF.
68.04	HPSY 4.04	Contract for the creation of 1 piece of public art	5/18/2010	7/31/14	Jerry Barrish (EDA/CHRP)	Public Art	HPSY	See notes	\$50,198	\$0	\$0	\$0	\$0	5,020	45,178	\$50,198	Total outstanding debt as of 6/30/2012 is equal to \$50,198, and is captured within the amount listed under the EDA Grant Agreement Item 68. Funded by economic development 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 facilitates the creation of public art. This contract will be amended to expire in July 31, 2014 to allow the artist to complete his/her art piece. 10% local match to be funded by RPTTF.
68.05	HPSY 4.05	Contract for the creation of 1 piece of public art	5/18/2010	7/31/14	Jessica Bodner (EDA/CHRP)	Public Art	HPSY	See notes	\$35,361	\$0	\$0	\$0	\$0	3,215	32,146	\$35,361	Total outstanding debt as of 6/30/2012 is equal to \$35,361, and is captured within the amount listed under the EDA Grant Agreement Item 68. Funded by economic development 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 facilitates the creation of public art. This contract will be amended to expire in July 31, 2014 to allow the artist to complete his/her art piece. 10% local match to be funded by RPTTF.
68.06	HPSY 4.06	Contract for the creation of 1 piece of public art	5/18/2010	7/31/14	Marion Coleman (EDA/CHRP)	Public Art	HPSY	See notes	\$24,001	\$0	\$0	\$0	\$0	3,385	20,616	\$24,001	Total outstanding debt as of 6/30/2012 is equal to \$24,001, and is captured within the amount listed under the EDA Grant Agreement Item 68. Funded by economic development 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 facilitates the creation of public art. This contract will be amended to expire in July 31, 2014 to allow the artist to complete his/her art piece. 10% local match to be funded by RPTTF.
68.07	HPSY 4.07	Contract for the creation of 1 piece of public art	5/18/2010	7/31/14	Matthew Geller (EDA/CHRP)	Public Art	HPSY	See notes	\$91,466	\$0	\$0	\$0	\$0	9,147	82,319	\$91,466	Total outstanding debt as of 6/30/2012 is equal to \$91,466, and is captured within the amount listed under the EDA Grant Agreement Item 68. Funded by economic development 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 facilitates the creation of public art. This contract will be amended to expire in July 31, 2014 to allow the artist to complete his/her art piece. 10% local match to be funded by RPTTF.
68.08	HPSY 4.08	Contract for the creation of 1 piece of public art	5/18/2010	7/31/14	Mildred Howard (EDA/CHRP)	Public Art	HPSY	See notes	\$191,206	\$0	\$0	\$0	\$0	19,121	172,085	\$191,206	Total outstanding debt as of 6/30/2012 is equal to \$191,206, and is captured within the amount listed under the EDA Grant Agreement Item 68. Funded by economic development 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 facilitates the creation of public art. This contract will be amended to expire in July 31, 2014 to allow the artist to complete his/her art piece. 10% local match to be funded by RPTTF.
68.09	HPSY 4.09	Contract for the creation of 1 piece of public art	5/18/2010	7/31/14	Rebar (EDA/CHRP)	Public Art	HPSY	See notes	\$13,307	\$0	\$0	\$0	\$0	1,331	11,976	\$13,307	Total outstanding debt as of 6/30/2012 is equal to \$13,307, and is captured within the amount listed under the EDA Grant Agreement Item 68. Funded by economic development 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 facilitates the creation of public art. This contract will be amended to expire in July 31, 2014 to allow the artist to complete his/her art piece. 10% local match to be funded by RPTTF.
68.10	HPSY 4.10	Contract for the creation of 1 piece of public art	5/18/2010	7/31/14	Think Round, Inc. (EDA/CHRP)	Public Art	HPSY	See notes	\$2,100	\$0	\$0	\$0	\$0	210	1,890	\$2,100	Total outstanding debt as of 6/30/2012 is equal to \$2,100, and is captured within the amount listed under the EDA Grant Agreement Item 68. Funded by economic development 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 facilitates the creation of public art. This contract will be amended to expire in July 31, 2014. 10% local match to be funded by RPTTF.
68.11	HPSY 4.11	Construction Contract	TBD	TBD	TBD	Public Art Installation	HPSY	See notes	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Funded by economic development 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 future contract is an enforceable obligation and will provide for the installation of public art. A contractor will be selected during a future ROPS period. 10% local match to be funded by RPTTF.

Item #	Internal Row #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation as of 6/30/12	Total Due During Fiscal Year 2012-13	Funding Source						Notes	
										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total
68.12	HPSY 4.12	#813 Building Stabilization/ Improvements	TBD	TBD	TBD (EDA #813)	Stabilization/ Improvements	HPSY	See notes	\$600,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Total outstanding debt as of 6/30/2012 is equal to \$600,000, and is captured within the amount listed under the EDA Grant Agreement Item 68. Funded by economic development 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 is for the development of an innovation technology center. 10% local match to be funded by RPTTF.
68.13	HPSY 4.12A	#813 Building Stabilization/ Improvements	See notes	See notes	Asbestos management Group, Inc.	Stabilization/ Improvements	HPSY	See notes	\$1,100,000	\$0	\$0	\$0	\$0	110,000	990,000	\$1,100,000	Total outstanding debt as of 6/30/2012 is equal to \$1,100,000, and is captured within the amount listed under the EDA Grant Agreement Item 68. Funded by economic development 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 is for the development of an innovation technology center. 10% local match to be funded by RPTTF.
68.14	HPSY 4.12B	#813 Building Stabilization/ Improvements	See notes	See notes	Ninyo & Moore	Stabilization/ Improvements	HPSY	See notes	\$65,000	\$0	\$0	\$0	\$0	6,500	58,500	\$65,000	Total outstanding debt as of 6/30/2012 is equal to \$65,000, and is captured within the amount listed under the EDA Grant Agreement Item 68. Funded by economic development 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 is for the development of an innovation technology center. 10% local match to be funded by RPTTF.
68.15	HPSY 4.13	Consulting Contract	5/10/2010	9/7/13	ECB (EDA #813)	Development services for a clean tech incubator at Building #813	HPSY	See notes	\$360,000	\$0	\$0	\$0	\$0	\$18,000	\$162,000	\$180,000	Total outstanding debt as of 6/30/2012 is equal to \$180,000, and is captured within the amount listed under the EDA Grant Agreement Item 68. Funded by economic development grants from the U. S. Department of Commerce, Economic Development Administration for the study and creation of an "Arts and Technology District" on HPS. 10% local match to be funded by RPTTF.
68.16	HPSY 4.14	Construction Contract	See notes	11/1/12	Alten Const. (EDA)	Contract for construction of a community center on HPS	HPSY	See notes	\$210,000	\$0	\$0	\$0	\$0	\$15,000	\$135,000	\$150,000	Total outstanding debt as of 6/30/2012 is equal to \$450,000, and is captured within the amount listed under the EDA Grant Agreement Item 68. Funded by economic development grants from the U. S. Department of Commerce, Economic Development Administration for the study and creation of an "Arts and Technology District" on HPS. Contract extension anticipated by 6/30/12. 10% local match to be funded by RPTTF.
68.17	HPSY 4.15	Building 813,CHRP, IAM and Other	See notes	See notes	Daily Journal Corporation, Chronicle/ Examiner	Advertisement for RFPS and Construction Bids	HPSY	See notes	\$15,000	\$0	\$0	\$0	\$0	\$1,200	\$10,800	\$12,000	Funded by economic development grants from the U. S. Department of Commerce, Economic Development Administration for the study and creation of an "Arts and Technology District" on HPS. These services are used on an as-needed basis. 10% local match to be funded by RPTTF.
68.18	HPSY 4.16	Building 813,CHRP, IAM and Other	See notes	See notes	ARC Repro	Materials reproductions for advertisement for RFP's and construction bids	HPSY	See notes	\$9,000	\$0	\$0	\$0	\$0	\$600	\$5,400	\$6,000	Funded by economic development grants from the U. S. Department of Commerce, Economic Development Administration for the study and creation of an "Arts and Technology District" on HPS. These services are used on an as-needed basis. 10% local match to be funded by RPTTF.
68.19	HPSY 4.17	Construction Administration	See notes	See notes	CCSF/ DPW / Smith Emery	Permit Fee for Artwork *Special Inspection Fee	HPSY	See notes	\$71,500	\$0	\$0	\$0	\$0	\$150	\$1,350	\$1,500	Funded by economic development grants from the U. S. Department of Commerce, Economic Development Administration for the study and creation of an "Arts and Technology District" on HPS. Consultant has been selected but contract has not begun. 10% local match to be funded by RPTTF.
68.20	HPSY 4.18	Modular Building (administration)	See notes	See notes	AT&T/ CalNet, Hetch Hetchy Water and Electricity, various vendors	Utilities for Modular Building	HPSY	See notes	\$10,800	\$0	\$0	\$0	\$0	\$600	\$5,400	\$6,000	All Site Office/administrative services, and Maintenance Services are required by Phase 1 DDA, Interim Lease, Exhibit E-1 - Baseline Services. Pursuant to HPSY Conveyance Agreement with U.S. Navy. 10% local match to be funded by RPTTF.
68.21	HPSY 4.19	Legal Services Contract	6/3/2010	See notes	CCSF/City Attorney	Legal services contract related to EDA grants and contracts	HPSY	See notes	\$300,000	\$0	\$0	\$0	\$0	\$15,000	\$135,000	\$150,000	Legal work associated with implementing EDA grants and contracts. These services are provided on an as-needed basis. 10% local match to be funded by RPTTF.
69	HPSY 5	CAL ReUSE	10/18/2010	See notes	TBD	State grant funds for lead/asbestos (brownfield) abatement	HPSY	\$5,000,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	<b>STATE GRANT FUNDS:</b> This item relates to the enforceable obligations under a CALReUSE grant from the State for lead/asbestos (brownfield) abatement.
	HPSY-5.01	Lead/asbestos abatement at HPS		10/14/16	TBD (CALReUSE, EDA Grant)	Obligation under CALReUSE Grant for lead/asbestos abatement at HPS.	HPSY	\$2,000,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	<b>PROPOSED FOR DELETION:</b> Vendor/consultant not yet selected.
	HPSY-5.02	Lead/asbestos abatement at HPS		10/14/16	Lennar (CALReUSE Grant)	Obligation under CALReUSE Grant for lead/asbestos abatement at HPS (survey).	HPSY	\$1,000,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	<b>PROPOSED FOR DELETION:</b> Vendor/consultant not yet selected.
70	HPSY 6	Conveyance Agreement between the US Government and the Agency	3/31/2004	See notes	Department of the Navy	Orderly clean up and transfer of balance of HPS property	HPSY	\$7,167,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	This item and the payments listed in Items 70.01 - 70.05 below relate to the enforceable obligations under the Conveyance Agreement, which is a transfer agreement between SFRA and Navy that expires when last parcel transferred. The Navy sells each parcel to SFRA for \$1/each. These costs are being advanced by the developer under the Phase 2 DDA and will be reimbursed, in whole or in part, pursuant to the Phase 2 DDA from Bond Proceeds and/or the Redevelopment Property Tax Trust Fund at a later date.
70.01	HPSY 6.01	Property Management	See notes	See notes	Capital Electric Construction, Checkers Industrial Safety, Western Steel, Twin III Building Maintenance, various vendors	Repairs to guard booth and speed bump replacement	HPSY	See notes	\$12,000	\$0	\$0	\$0	\$0	\$0	\$6,000	\$6,000	A 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.

Item #	Internal Row #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation as of 6/30/12	Total Due During Fiscal Year 2012-13	Funding Source						Notes		
										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total	
	HPSY 6.02	Propane Gas for Bldg. 606	N/A	month-to-month	Amerigas	Propane Gas	HPSY	N/A	\$400,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PROPOSED FOR DELETION: The contract will be assumed by the tenant, SFPD.	
70.02	HPSY 6.03	Lease for Building 606 to SFPD	5/1/1997	month to month	Department of the Navy	Lease for SFPD facility	HPSY	See notes	\$149,100	\$0	\$0	\$0	\$0	\$0	\$53,100	\$53,100	Pursuant to HPSY Conveyance Agreement with U.S. Navy. Lease payments from SF Police Department. The lease is on a month-to-month basis.	
70.03	HPSY 6.04	Lease Between the US Government and the Agency	10/1/2008	month to month	Department of the Navy	Lease for Buildings 103, 104, 115, 116, 117 & 125	HPSY	See notes	\$209,940	\$0	\$0	\$0	\$0	\$0	\$104,940	\$104,940	Pursuant to HPSY Conveyance Agreement with U.S. Navy; Reimbursed by developer. The lease is on a month-to-month basis.	
70.04	HPSY 6.05	Consulting Contract	12/20/2009	12/19/12	Treadwell& Rollo (Phase 1 and 2)	Environmental and engineering services	HPSY	See notes	\$930,000	\$0	\$0	\$0	\$0	\$0	\$450,000	\$450,000	Total outstanding debt as of 6/30/2012 is equal to \$402,510, and is captured within the amount listed under the Conveyance Agreement Item 69. Pursuant to HPSY Conveyance Agreement with U.S. Navy.	
70.05	HPSY 6.06	Security Cooperative Agreement	10/4/2004	12/31/13	McCoy's Security Services	Security Services	HPSY	See notes	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Pursuant to HPSY Conveyance Agreement with U.S. Navy. This funds the McCoy's security contract in Item 65.06	
71	HPSY 7	Consulting Contract	See notes	See notes	TBD	Consultant services for International African Market (Phase 1)	HPSY	\$50,000	\$80,000	\$0	\$0	\$0	\$0	\$0	\$40,000	\$40,000	Total outstanding debt as of 6/30/2012 is equal to \$80,000. The creation of an Interim African Marketplace is required by the Phase 1 DDA Attachment 24B Section 4. Interim African Marketplace, and the Phase 1 DDA Community Benefits Agreement Section 5. Interim African Marketplace. A consultant has not yet been selected.	
72	JRI 8	Personal Services Contract with Mission Hiring Hall		12/31/12	Mission Hiring Hall	SFRA Job Readiness Initiative - Northeast	Mission Bay		\$60,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Construction placement services for the ongoing projects in Mission Bay per the Mission Bay OPAs requirements to meet MBE/WBE employment obligations.	
73	MB 1	Mission Bay North Owner Participation Agreement	10/26/98	11/16/43	FOCIL-MB, LLC	Owner Participation Agreement with FOCIL for construction of MBN Infrastructure and Repayment of CFD Bonds	Mission Bay North	\$21,234,892	\$6,000,000	\$0	\$0	\$3,000,000	\$0	\$0	\$0	\$3,000,000	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. Assumes draws from tax increment and existing bond proceeds during next six months. New bond issuances anticipated in future periods, may be accelerated to this period. Total Outstanding Debt or Obligation reflects the total estimated under the OPA with FOCIL-MB, LLC, which is paid both from Bond Proceeds and Tax Increment, and from CFD Bond Proceeds. Total outstanding obligation may increase. Successor Agency has estimated how much will be reimbursed through Reserve Balance, but if reserve balance is inadequate to pay infrastructure costs, Successor Agency will utilize Bond proceeds.	
73.01	MB 1.01	Mission Bay North CFD #4	10/26/98	11/16/43	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	\$23,600,000	\$23,600,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0		
74	MB 2	Tax Increment Allocation Pledge Agreement	11/16/1998	11/16/43	SFRA, FOCIL-MB, LLC (3rd party beneficiary)	Tax Increment Allocation Pledge Agreement	Mission Bay North	\$298,432,576	\$4,500,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	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. 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. Debt Service payments are an obligation of the MBN Tax Increment Allocation Pledge Agreement, but the actual payments are shown in Items 219 - 222.	
75	MB 3	Mission Bay South Owner Participation Agreement	11/2/98	11/16/43	FOCIL-MB, LLC	Owner Participation Agreement with FOCIL for construction of MBS Infrastructure	Mission Bay South	\$324,607,075	\$55,450,000	\$0	\$30,000,000	\$0	\$0	\$0	\$0	\$0	\$30,000,000	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. Assumes a new bond issuance. Total Outstanding Debt or Obligation reflects the total estimated under the OPA with FOCIL-MB, LLC, which is paid both from Bond Proceeds and Tax Increment, and from CFD Bond Proceeds. Total outstanding obligation may increase.
76	MB 4	Tax Increment Allocation Pledge Agreement	11/16/1998	11/16/43	SFRA, FOCIL-MB, LLC (3rd party beneficiary)	Tax Increment Allocation Pledge Agreement	Mission Bay South	\$934,968,507	\$5,450,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	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. 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. Debt Service payments are an obligation of the MBS Tax Increment Allocation Pledge Agreement, but the actual payments are shown in Items 223 - 226.	
77	MB 5	Mission Bay Agency Costs Reimbursements	10/26/98 and 11/2/98	11/16/43	SFRA and other parties included in Agency Costs	Reimbursement of Agency Costs to implement the OPAs	Mission Bay North and South	See Notes	\$1,200	\$0	\$0	\$1,200	\$0	\$0	\$0	\$0	\$1,200	OPAs allow Successor Agency to access TI or direct developer fees to reimburse Agency Costs - based on T&M for costs allowed by the OPAs. Successor Agency has budgeted \$1,200 in Reserve Account funds for Agency Costs for FY 2012-2013. As it is uncertain if the \$1200 will be used during this current Jan-June 2013 ROPS or the previous July-Dec 2012 ROPS, it is shown in both. The total amount will not exceed \$1,200.

Item #	Internal Row #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation as of 6/30/12	Total Due During Fiscal Year 2012-13	Funding Source						Jan - Jun 2013 Six-Month Total	Notes
										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		
78	MB 6	Harris-DPW Contract	8/15/06	2/11/14 - see notes	Harris & Associates	Contract with DPW to reimburse Harris for review of FOCIL reimbursements	Mission Bay North and South	See Notes	\$960,000	\$0	\$480,000	\$0	\$0	\$0	\$0	\$480,000	Service is obligated and funded through CFD and TI funds through increment collected through 2043 to ensure the appropriate expenditures for infrastructure per the OPAs and CFDs. It is a long-term obligation, that does not have an existing contract for the entire time. As a result, the ultimate total amount that will be obligated to this item cannot be estimated. Successor Agency has estimated how much will be reimbursed through Bond Proceeds, but if additional tax increment is received, as allowed by the Mission Bay Tax Allocation Pledge Agreements, RPTTF will be used to reimburse.
79	MB 7	Mission Bay Art Program	10/26/98 and 11/2/98	see notes	TBD	Use of Art Fees as required by the Redevelopment Plans	Mission Bay North and South	See Notes	\$1,228,500	\$0	\$0	\$0	\$0	\$0	\$1,228,500	\$1,228,500	The Mission Bay Redevelopment Plans require projects with over 25K in commercial space to pay 1% of hard costs for public art, so the Successor Agency will receive an unknown amount of additional funds to expend consistent with the Redevelopment Plans. The Successor Agency has approximately \$985,485 set aside in savings (approx \$377,105.82 in SFRA accounts as of 10/11) and escrow accounts for public art and fees that can only be used for Art Project due to nexus requirements. An additional \$165,000 in new fees are anticipated as development occurs.
80	RP 10	Owner Participation Agreement - 72 Townsend Street	7/18/06	See Notes	See Notes	Development agreement with developer for 74 condominiums above a rehabilitated historic warehouse. Requires ongoing project management.	RP-SB	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	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. Under the agreement, the developer must start construction by March 2, 2014. Once construction has begun, the developer has about two years to complete construction. If the developer does not begin construction by March 2, 2014, the agreement will automatically terminate.
	SOMA 4	Contract for Sixth Street community guides-program		6/30/12	Central Market Community Benefit District (CMCBD)	Funding of two community guides on 6th Street	SOMA		\$37,500	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PROPOSED FOR DELETION: Contract expired 6/30/12.
	SOMA 5	Letter Agreement w/OEWD - SOM		6/30/12	GCSF/OEWD	Economic Development Services - Urban Solutions & Asian-Neighborhood Design	SOMA		\$350,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PROPOSED FOR DELETION: Contract expired 6/30/12.
	SOMA 8	Alleyway Improvements Phase 2		N/A	GCSF/Department of Public Works	Federal MTC-TLC grant required matching funds	SOMA		\$848,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PROPOSED FOR DELETION: Funds transferred August 2012.
	SOMA 12	SOMPAC Administration		12/31/12	San Francisco Community Clinic Consortium	Administration of South of Market Project Area Committee	SOMA		\$28,818	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PROPOSED FOR DELETION: Contract expired 12/31/12.
81	SOMA 13	Six on Sixth Loan Program	See notes	see notes	City Attorney's Office	Ongoing legal assistance for matters related to forgivable loans given to businesses prior to dissolution, but not yet forgiven	SOMA	See Notes	\$24,000	\$0	\$12,000	\$0	\$0	\$0	\$0	\$12,000	Many of the tenant and façade improvement loans were forgivable loans over a set number of years. Issues often arise regarding subordination, transfer, etc. that will require legal advice on an as-needed basis.
82	SOMA 14	Six on Sixth Loan Program	Various	Various	See notes	Forgivable tenant improvement loans made to businesses prior to dissolution, but not yet forgiven	SOMA	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	These loans agreements are enforceable obligations and are part of the Successor Agency's project work. They will require staff time of the Successor Agency to implement and close-out.
83	SOMA 15	Relocation Assistance	12/15/10	12/31/11	Overland, Pacific & Cutler	Relocation assistance for 6th and Mission	SOMA	\$500	\$500	\$0	\$0	\$500	\$0	\$0	\$0	\$500	Outstanding balance for services rendered in August 2011.
	TRAN 4	Presentation maps for SOM A and Transbay		n/a	lowerease productions	Design and printing of RFPs for State-owned parcels	Transbay/SOMA		\$50,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PROPOSED FOR DELETION: Contract expired.
84	TRAN 2	Contract for design services for Folsom Street, Essex Street, and underramp areas	6/30/11	6/30/14	CMG Landscape Architecture	Payment for conceptual designs through contract administration for select open space and streetscape improvements in the Transbay Project Area	Transbay	\$2,061,608	\$1,200,000	\$0	\$600,000	\$0	\$0	\$0	\$0	\$600,000	This is a 3-year contract for design services related to the Implementation Agreement that will extend beyond that period because of the Transit Center development timeline.
85	TRAN 3	Tax Increment Sales Proceeds Pledge Agreement (Tax Increment)	1/31/08	8/4/51	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	\$1,065,000,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Tax increment from the Sale of the State-Owned Parcels will likely be generated in 2013, after the sale of Blocks 6/7 is completed. Total outstanding obligation is in constant dollars and may increase as parcels are developed.
85.01	TRAN 3.01	Developer selection process	See notes	See notes	Various	Advertisement, consultants, printers, designers, etc for developer selection process	TRAN	See notes	\$200,000	\$0	\$180,000	\$0	\$0	0.00	\$0	\$180,000	Outside services required to make sure the highest price is received for the sale of the state-owned parcels. Contracts or purchase orders to be executed on an as-needed basis. Enforceable pursuant to the federally backed Tax Increment and Sales Proceeds Pledge Agreement and the Implementation Agreement. Previously TRAN 5.
85.02	TRAN 3.02	State-Owned Parcel Sale Legal Review	See notes	See notes	City Attorney's Office	Review and approval of the DDAs for the state-owned parcels on an as-needed basis	TRAN	See notes	\$60,000	\$0	\$30,000	\$0	\$0	\$0	\$0	\$30,000	Work order for detailed review of the DDAs for the sale of state-owned parcels on an as-needed basis. Enforceable pursuant to the federally backed Tax Increment and Sales Proceeds Pledge Agreement. Previously TRAN 6.
86	TRAN 4	Implementation Agreement	1/2/05	8/4/36	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	\$80,000,000	\$3,938,525	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Estimated public improvement costs necessary to implement the redevelopment plan, specifically the Transbay Streetscape and Open Space Concept Plan. Contracts to be entered into in future. Timing and amount of payments depends on contract execution dates. The listed Total Outstanding Debt or Obligation of \$80,000,000 is a present value figure that can also be expressed as \$297,000,000 in future dollars.
86.01	TRAN 4.01	Folsom Street Off-Ramp	See notes	See notes	San Francisco County Transportation Authority (SFCTA)	Design, Bid Management, Construction Management and Construction of Folsom/Fremont Off-Ramp	TRAN	See notes	\$3,300,000	\$0	\$3,300,000	\$0	\$0	\$0	\$0	\$3,300,000	Future reconfiguration of the Folsom-Fremont Off-ramp to make Block 8 a developable parcel. Enforceable under the Implementation Agreement (Item 86). The total amount of design and construction will be approximately \$3,300,000 payable at execution of contract either before or after December 31, 2012 depending on the time of contract execution.

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										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total
86.02	TRAN 4.02	Streetscape and Open Space Improvements	See notes	See notes	Department of Public Works	Coordination of design review through City Departments	TRAN	See notes	\$160,000	\$0	\$100,000	\$0	\$0	\$0	\$0	\$100,000	Future Letter Agreement with DPW to coordinate various stages of design review for the Streetscape and Open Space designs being prepared under contract by CMG Landscape Architecture.
86.03	TRAN 4.03	Streetscape and Open Space Improvements	See notes	See notes	San Francisco Arts Commission	Civic Design review of streetscape and open space improvements	TRAN	See notes	\$90,000	\$0	\$20,000	\$0	\$0	\$40,000	\$0	\$60,000	Future 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 pursuant to the enforceable Implementation Agreement (Item 86). Timing of payment dependent on contract execution date.
86.04	TRAN 4.04	Implementation Plan Legal Review	See notes	See notes	City Attorney's Office	Review of all documents and contracts related to the infrastructure development of the Transbay Plan	TRAN	See notes	\$102,000	\$0	\$81,000	\$0	\$0	\$0	\$0	\$81,000	Work order for the City Attorney's office to provide legal advice for various activities pursuant to the Implementation Agreement on an as-needed basis (Item 86).
86.05	TRAN 4.05	Design, Architectural and Engineering Services for Streetscape and Open Space	See notes	See notes	Various	Future design, architecture and engineering services for streetscape and open space	TRAN	See notes	\$150,000	\$0	\$50,000	\$0	\$0	\$50,000	\$0	\$100,000	Timing of payments dependent on contract execution dates.
	TRAN 4.06	ULI Membership		n/a	Urban Land Institute	Membership in professional real estate organization for select team members	TRAN	\$525	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	<b>PROPOSED FOR DELETION</b> - Membership paid for out of admin line item.
86.06	TRAN 4.07	CAC Meeting Food	See notes	See notes	Various	Food and beverages for evening CAC meetings and other public meetings	TRAN	See notes	\$2,400	\$0	\$0	\$1,200	\$0	\$0	\$0	\$1,200	Food and beverage for monthly CAC meetings and public meetings for infrastructure improvements on an as-needed basis.
86.07	TRAN 4.08	Outreach	See notes	See notes	Various	Generating mailing list, mailings, and public outreach for CAC membership and infrastructure improvements on an as-needed basis	TRAN	See notes	\$3,600	\$0	\$0	\$1,800	\$0	\$0	\$0	\$1,800	Recruiting efforts to diversify Transbay CAC and public outreach on development projects in Transbay on an as-needed basis.
86.08	TRAN 4.09	CBD Formation	See notes	See notes	MJM Management Group	Assistance in creation of a Community Benefits District in Transbay	TRAN	See notes	\$30,000	\$0	\$30,000	\$0	\$0	\$0	\$0	\$30,000	Pursuant to the Implementation Agreement, a contract is anticipated with MJM Management to assist with formation of the Rincon Hill Transbay CBD.
86.09	TRAN 4.10	Transbay Projections and Planning	See notes	See notes	Various	Consultant and advisory services for implementation of Transbay Plan	TRAN	See notes	\$100,000	\$0	\$100,000	\$0	\$0	\$0	\$0	\$100,000	Pursuant to Implementation Agreement, as-needed consultant and advisory services for implementation of Transbay Plan.
87	TRAN 7	Job Placement Services	See notes	See notes	SOME C	Payment for construction and permanent job placement	TRAN	See notes	\$26,000	\$0	\$20,000	\$0	\$0	\$0	\$0	\$20,000	Construction placement services for ongoing projects in Transbay pursuant to the Tax Increment and Sales Proceed Pledge Agreement and Implementation Agreement (Item 85).
	TRAN 8	Tax Increment Projections		12/15/11	Seifel Consulting, Inc.	Invoice for ongoing work on tax increment projections for State and Non-State parcels	TRAN	\$196	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	<b>PROPOSED FOR DELETION</b> - Contract expired.
88	WA 1	Fillmore Heritage Center	5/1/2011	4/30/14	Pacific Park Management, Inc. & SF Tax Collector	Garage Management Agreement for the Agency-owned Fillmore Heritage Garage	Western Addition A-2	See notes	\$628,000	\$0	\$0	\$0	\$0	\$0	\$314,000	\$314,000	The contract pays operator \$1000/month to manage the garage. Garage revenues pay for this management fee and all garage expenses. Amount represents \$23,600/month in reimbursements, \$14,400 in CAM charges, and \$6,000/month in taxes. Amounts paid with garage revenues; operator must be reimbursed for any deficits every six months. These amounts assume that the Successor Agency continues to own the garage, and that the current contract is extended.
88.01	WA 1.01	Fillmore Heritage Center	See notes	See notes	Pacific Park Management, Inc. & SF Tax Collector	Operating deficit associated with the Garage Management Agreement for the Agency-owned Fillmore Heritage Garage	Western Addition A-2	See notes	\$25,000	\$0	\$10,000	\$0	\$0	\$0	\$0	\$10,000	Operator must be reimbursed for any deficits every six months. This amount is an estimated based on past garage performance.
88.02	WA 1.02	Fillmore Heritage Center	See notes	See notes	Pacific Park Management, Inc. & SF Tax Collector	Replenishment of operating and capital reserves for the Agency-owned Fillmore Heritage Garage	Western Addition A-2	See notes	\$162,000	\$0	\$81,000	\$0	\$0	\$0	\$0	\$81,000	Operator is required under the Management Agreement to set aside \$4,000/month in garage revenues to fund an operating and capital reserve. This reserve is currently under-funded by about \$160,000.
89	WA 4	Property Management & Dispositions	See notes	See notes	Various	Costs associated with property management and disposition of three Agency-owned properties	Western Addition A-2	See notes	\$6,000			\$3,000				\$3,000	Estimated amounts required to cover any maintenance costs, closing costs, including appraisals, on three Agency-owned properties.
90	WA 5	Legal Review	See notes	See notes	City Attorney's Office	Legal advice and review of transactional documents	Western Addition A-2	See notes	\$50,000	\$0	\$0	\$25,000	\$0	\$0	\$0	\$25,000	Work order for the City Attorney's office to provide legal advice and review of transaction documents for Agency-owned assets.
91	WA 6	Disposition and Development Agreement - Fillmore Heritage Center	5/18/04	See Notes	See Notes	Development agreement with developer for a mixed-use project that includes 80 condominiums, a jazz club, two restaurants, and a public parking garage. Requires ongoing asset management.	Western Addition A-2	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	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 manage and close-out. The agreement does not terminate until the Successor Agency has been paid in full for the land and has issued a certificate of completion. Work includes asset management, landlord responsibilities, and property management.
91.01	WA 6.01	Ground Lease - Commercial Parcel - Fillmore Heritage Center	8/23/05	8/22/40	See Notes	Ground lease agreement with developer as a mechanism for financing the land purchase. Developer owes the Successor Agency about \$3.0 million as a deferred land payment. Requires ongoing project management.	Western Addition A-2	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	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. Work includes tenant management, real estate transactional work, and mediation.
91.02	WA 6.02	Reciprocal Easement Agreement - Fillmore Heritage Center	8/26/05	9/9/55	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	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	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. Work includes budget negotiations, analysis of common area maintenance charges, property management, and mediation. This agreement includes automatic 10-year extensions unless rescinded by owners in writing.

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										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total	
91.03	WA 6.03	Fillmore Heritage Center	See notes	See notes	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	See notes	\$140,000	\$0	\$0	\$70,000	\$0	\$0	\$0	\$0	\$70,000	Fillmore Development Commercial (FDC) is the Agency's tenant under the ground lease for the commercial parcel in the Fillmore Heritage Center. Pursuant to the ground lease, FDC is responsible for paying common area maintenance charges (CAM) on the commercial parcel. If FDC defaults on these payments, the Agency, as owner of the commercial parcel is responsible for paying any outstanding CAM charges. In February 2012, the City received a "Delinquency Notice and Notice of Intent to Lien" from the homeowners association for an outstanding CAM charges on the commercial parcel in the amount of \$66,740. In April 2012, FDC paid \$13,000 towards the outstanding balance; however, staff believes the delinquent amount may increase over the next several months. Previously WA 2.
92	WA 7	Tenant Improvement Loan - Yoshi's	11/28/07	11/17/27	See Notes	Loan to finance tenant improvements for a jazz club. Requires ongoing loan management.	Western Addition A-2	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	This \$7.2 million loan 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.
93	WA 8	Tenant Improvement Loan - Food For Soul	10/2/07	10/1/27	See Notes	Loan to finance tenant improvements for a restaurant. Requires ongoing loan management.	Western Addition A-2	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	This \$2.6 million loan 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.
94	WA 9	Working Capital Loan - Food For Soul	11/18/08	11/17/18	See Notes	Loan to finance working capital needs for a restaurant. Requires ongoing loan management.	Western Addition A-2	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	This \$624,000 loan 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.
95	WA 10	Tenant Improvement Loan - Sheba Lounge	1/13/09	1/13/19	See notes	Loan to finance tenant improvements for a restaurant/jazz lounge. Requires ongoing loan management.	Western Addition A-2	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	This \$290,000 loan 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.
96	WA 11	Tenant Improvement Loan - Sheba Lounge	1/1/09	12/31/19	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	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	This \$95,000 loan 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.
97	WA 12	Tenant Improvement Loan - Rasselas	12/18/97	9/30/23	See notes	Loan to finance tenant improvements for a jazz club. Requires ongoing loan management.	Western Addition A-2	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	This \$1.2 million loan 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.
98	WA 13	Owner Participation Agreement - 1450 Franklin	12/2/08	See notes	See notes	OPA with Pacific Heights Franklin Partners LP for a 69-unit mixed-use project at 1450 Franklin Street	Western Addition A-2	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	The OPA 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, monitor, and close-out. Project is currently on hold pending resolution of a legal challenge.
99	WA 14	Owner Participation Agreement - 1301 Divisadero	5/20/08	See notes	See notes	OPA with A & M Properties, L.P. for a 33-unit condominium project at 1301 Divisadero	Western Addition A-2	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Project is currently under construction. The OPA 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, monitor and close-out.
100	WA 15	Disposition and Development Agreement - 1210 Scott Street	4/15/08	4/15/18	See Notes	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.	WA-A2	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	This enforceable obligation allows for development of the classroom and gymnasium in phases and gives the JCHS until April 2018 to complete construction of both facilities (JCHS plans to start construction on the gym in 2013.). Staff time will involve design review, EOP compliance, and overall DDA management for each stage of construction. Additionally, the DDA has long-term community benefits regarding the use of the gym that survives the termination of the OPA. It will require staff time of the Successor Agency to implement.
101	WA 16	Easements with Covenants and Restrictions Affecting Land (ECR) - For land between Fillmore & Webster Streets	6/30/82	11/7/36	See Notes	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).	WA-A2	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	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. Work includes property management and disposition services.
102	YB 2	Museum of the African Diaspora	1/20/04	6/30/16	Museum of the African Diaspora	Agreement for Operation of a Museum Facility	Yerba Buena	\$1,703,000	\$803,000	\$0	\$553,000	\$0	\$0	\$0	\$0	\$553,000	Pursuant to an operating agreement, the Agency provides funding to MoAD for operation, maintenance, and tenant improvements related to the museum. Operations funding for FY 2012/13 is \$500,000, paid quarterly. Additionally, the Successor Agency has set-aside \$303,000 in capital funding for MoAD, which may or may not be paid out in July - Dec 2012. Any capital funds not disbursed in July - Dec 2012 will be carried forward to Jan - June 2013.	
103	YB 3	Jessie Square Garage	1/13/03	8/1/18	CCSF	Pursuant to a Cooperation and Tax Reimbursement Agreement for payment of garage net operating income to City	Yerba Buena	\$10,800,000	\$1,800,000	\$0	\$0	\$0	\$0	\$0	\$900,000	\$900,000	Payment of NOI to City paid with garage revenues. This payment is made every 6 months (in Feb & Aug) and is a portion of the total debt service for the Bonds, which mature on 9/1/18. Source of funds is garage revenue.	
104	YB 4	Jessie Square Garage	2/15/2005	month to month	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.	Yerba Buena	See notes	\$1,080,000	\$0	\$0	\$0	\$0	0.00	\$540,000	\$540,000	Estimated reimbursements (\$60,000/mo) to City Park, the garage operator under the Subcontract for Jessie Square Garage Operations Management, and estimated parking taxes to the City (\$30,000/mo), paid from garage revenues. These payments continue indefinitely (until the Successor Agency sells the garage).	

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105	YB 5	Yerba Buena Gardens Capital Improvement	See notes	See notes	MJM Management Group	The Separate Account Capital Reserve Fund for Successor Agency-owned Yerba Buena Gardens capital improvements	Yerba Buena	See notes	\$2,999,473	\$0	\$0	\$0	\$0	\$0	\$1,000,000	\$1,000,000	SEPARATE ACCOUNT EXPENSE: YBG Capital expenditures are made pursuant to MJM Management Group's Contract (Line YB 6) and reimbursed from the Separate Account Capital Reserve Fund by the Successor Agency. The obligation to make capital repairs and replacements continues for as long as the Successor Agency owns YBG. Long-term estimated capital costs (\$30 million +/-) have been projected out to FY 2031/32. Any unused funds remaining in the July - Dec ROPS will be carried forward into the Jan - June ROPS. Source of funds: primarily lease revenue.
106	YB 6	Yerba Buena Gardens Property Management	7/1/09	6/30/15	MJM Management Group	Personal Services Contract for full-time, on-site property management of Agency/City-owned Yerba Buena Gardens	Yerba Buena	\$4,673,775	\$2,959,992	\$0	\$0	\$0	\$0	\$0	\$1,479,996	\$1,479,996	SEPARATE ACCOUNT EXPENSE: Pursuant to the contract, MJM is also authorized to perform capital improvement work at the Gardens. Source of funds: Lease revenue.
107	YB 7	Children's Creativity Museum (Zeum)	7/1/1997	6/30/22	Children's Creativity Museum (Zeum)	Operating Agreement: for the operations of a hands-on children's creativity museum	Yerba Buena	\$5,750,000	\$575,000	\$0	\$0	\$0	\$0	\$0	\$172,500	\$172,500	SEPARATE ACCOUNT EXPENSE: The Successor Agency owns the museum building and has a 25-year operating agreement with a non-profit to operate the museum. The payments listed for FY 2012/13 should remain the same. However, any funding going forward is subject to further analysis and availability of funds. The Successor Agency is in the process of reviewing the YBG Separate Account and the projected revenue necessary to fund future capital improvements required to properly maintain the gardens and its buildings. It is very possible that the Successor Agency will need to cut back operating expenses in the future in order to adequately fund future necessary capital improvements in YBG over the next 10 years. Source of funds: Lease revenue.
108	YB 8	Yerba Buena Center for the Arts	6/15/2004	end 1st term: 6/30/2019	Yerba Buena Center for the Arts	Amended and Restated Agreement for Operation of Cultural Facilities for operation of galleries, forum and screening room	Yerba Buena	\$273,060,000	\$3,330,000	\$0	\$0	\$0	\$0	\$0	\$1,665,000	\$1,665,000	SEPARATE ACCOUNT EXPENSE: The Successor Agency owns the Center for the Arts buildings and has a long-term operating agreement with a non-profit to operate the cultural facilities. The initial term ends 6/30/2019 and there are five 15-year extension periods through 6/30/2094. Unlike the previous ROPS, the payments listed assume all extension periods are exercised.  Funding beyond FY 2012/13 is subject to further analysis and availability of funds. The Successor Agency is in the process of reviewing the YBG Separate Account and the projected revenue necessary to fund future capital improvements required to properly maintain the gardens and its buildings. It is very possible that the Successor Agency will need to cut back operating expenses in the future in order to adequately fund future necessary capital improvements in YBG over the next 10 years. Source of funds: Lease revenue.
109	YB 9	Yerba Buena Gardens outdoor programming	7/11/00	7/11/13	Yerba Buena Arts and Events	Yerba Buena Gardens Programming Agreement for outdoor programming in the public open spaces at YBG	Yerba Buena	\$75,000	\$75,000	\$0	\$0	\$0	\$0	\$0	\$30,000	\$30,000	SEPARATE ACCOUNT EXPENSE: This contract is for programming events in YBG public open space. The initial term (FY 2000/01) was for one year. The contract allows for ongoing two-year extensions and the current two-year term expires on July 11, 2013. The amounts listed in the ROPS are calculated through July 11, 2013, however, at this time, the Successor Agency anticipates future extensions of the contract term. YBA&E's annual \$75,000 subsidy is paid quarterly as follows: Qtr 1 40% (\$30,000); Qtr 2 20% (\$15,000); Qtr 3 20% (\$15,000); and, Qtr 4 20% (\$15,000). Funding beyond FY 2012/13 is subject to further analysis and availability of funds. The Successor Agency is in the process of reviewing the YBG Separate Account and the projected revenue necessary to fund future capital improvements required to properly maintain the gardens and its buildings. It is very possible that the Successor Agency will need to cut back operating expenses in the future in order to adequately fund future necessary capital improvements in YBG over the next 10 years. Source of funds: Lease revenue.
110	YB 10	Community Benefit District Assessment	1/1/09	12/31/15	CCSF - Tax Collector	CBD assessment for YBG property owned by Agency/City	Yerba Buena	\$211,401	\$68,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	SEPARATE ACCOUNT EXPENSE: CBD terminates in 2015. The Tax Collector collects the assessment via secured property tax bills issued annually and passes the assessment on to the CBD. Source of funds: Lease revenue.
111	YB 11	Property Insurance for Yerba Buena Gardens	See notes	See notes	CCSF	Reimbursement to CCSF for Agency's share of property insurance for \$140 million worth of YBC assets	Yerba Buena	See notes	\$75,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	SEPARATE ACCOUNT EXPENSE: The City and the Successor Agency's YBG properties are covered under the City's insurance policy. The City bills us annually for our share of YBG insurance coverage. The amount due in FY 2013/14 includes the FY 2013/14 payment, in the unlikely event that payment is not processed in the current FY. Source of funds: Lease revenue.
112	YB 12	Legal Review	See notes	See notes	City Attorney's Office	Legal Review of Transactions Related to YBG Separate Account Leases/Operators & YBC Related Transactions	Yerba Buena	See notes	\$80,000	\$0	\$0	\$0	\$0	\$0	\$80,000	\$80,000	Work order for the City Attorney's office to provide legal advice for various activities pursuant to the YBG & YBC leases, operating agreements, and other legal issues/documents related to Successor Agency-owned assets (previous and current) and other properties in YBC on an as-needed basis. Any unused funds remaining in the July - Dec ROPS will be carried forward into the Jan - June ROPS.

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113	YB 13	706 Misison Street Mixed-Use Project	7/15/08	7/15/13	See notes	An Amended and Restated Exclusive Negotiations Agreement with 706 Mission Street Co LLC for the development of a mixed-use project, including a residential tower and new museum space for The Mexican Museum, on 706 Mission Street (Assessor's Block 3706, Lot 93) and Successor Agency Parcel CB-1-MM located at the north side of Mission Street between Third and Fourth Streets	Yerba Buena	See notes	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	In addition to a new residential tower and rehabilitation of a historically important building, the ENA also provides for significant public benefits, including: the developer's construction of the core and shell of a 35,000-40,000-square-foot museum for The Mexican Museum; a \$5,000,000 endowment for The Mexican Museum; a 28% housing in-lieu payment; and the purchase of the Jesse Square Garage. Pursuant to the ENA, Successor Agency staff is required to negotiate transaction documents and work with developer and The Mexican Museum to obtain regulatory approvals for the project. Staff costs are covered by developer reimbursements, and included in Item 36 as "Other".
113.01	YB 13.01	The Mexican Museum	7/15/08	6/30/13	The Mexican Museum	A Memorandum of Understanding with the Mexican Museum and the San Francisco Arts Commission that provides funding for development and implementation of a predevelopment plan for a new museum as part of the 706 Mission Mixed-Use project	Yerba Buena	\$0	\$100,000	\$0	\$0	\$0	\$0	\$0	\$100,000	\$100,000	Amendment to MOU anticipated to provide an additional \$100,000 to The Mexican Museum for implementation of its predevelopment plan for the new museum to be constructed as part of the 706 Mission Mixed-Use project, for a total contract amount of \$920,000. Funding source is a developer payment made to the Successor Agency pursuant to the 706 Mission ENA.
113.02	YB 13.02	The Mexican Museum	12/14/10	6/30/13 (See notes)	See notes	An Exclusive Negotiations Agreement with The Mexican Museum for the development of 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	Yerba Buena	See notes	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	This ENA provides neotiations between the Successor Agency and The Mexican Museum for the Museum's participation in the 706 Mission Mixed-Use Project. The ENA is part of the Successor Agency's project work, and will require staff time of the Successor Agency to implement. Contract end date assumes a six-month extension of the agreement from 12/31/12 to 6/30/13.
113.03	YB 13.03	The Mexican Museum	12/14/10	12/14/20	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	Yerba Buena	\$9,816,000	\$1,000,000	\$0	\$750,000	\$0	\$0	\$0	\$250,000	\$1,000,000	Predevelopment and construction funding for a new museum as part of the planned 706 Mission Mixed-Use Project. This is in addition to an \$800,000 grant The Mexican Museum received from the California Cultural and Historical Endowment for predevelopment and planning costs related to the new museum. Approval of a second grant disbursement agreement to cover architectural expenses is anticipated during this ROPS period. FY 12/13 total is \$1,000,000; \$500,000 from the July - Dec ROPS is being carried forward to the Jan - June ROPS as the payment may not be made prior to Dec 31, 2012. Previously YB 1.
114	YB 14	Owner Participation Agreement - 680 Folsom	4/1/08	4/1/2015	See notes	OPAwth 680 Folsom Owner LLC for for a proposed office development at 680-690 Folsom Street and 50 Hawthorne Street (Assessor's Block 3735, Lots 013-017)	Yerba Buena	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	This OPA 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.
115	YB 15	Agreement for Disposition of Land for Private Development - The Paramount/680 Mission	5/16/90	See notes	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	Yerba Buena	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Certificate of Completion issued, however certain obligations survive. Successor Agency consent required for renegotiation of California Historical Society's lease with Third and Mission Associates pursuant to LDA.
116	YB 16	Agreement for Disposition of Land for Private Development - W Hotel	9/19/95	No Termination Date	See Notes	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	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	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 manage. Work includes dealing with issues related to enforcement of public access to easement areas.
117	YB 17	Agreement for Disposition of Land for Private Development - the Westin Hotel	3/28/80	No Termination Date	See Notes	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	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	The LDA, and related easement agreements, is an enforceable obligation. It will require ongoing staff time of the Successor Agency to monitor these agreements.
118	YB 18	Disposition and Development Agreement - San Francisco Museum of Modern Art	1/15/91	No Termination Date	See Notes	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	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	The DDA is an enforceable obligation and is part of the Successor Agency's project work. It will require staff time of the Successor Agency to manage. Work includes monitoring long-term community benefits required under the DDA and working with the museum to convey the Successor Agency's airspace parcel (located above the museum's parcel) to the museum.
119	YB 19	Amended and Restated Construction, Operation and Reciprocal Easement Agreement and Agreement Creating Liens (REA) - Jessie Square	3/31/98	3/31/97	See Notes	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	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	The REA is an enforceable obligation. It will require ongoing staff time of the Successor Agency to monitor and implement.
120	YB 20	Owner Participation Agreement - St. Patrick's Church	3/13/74	No Termination Date	See Notes	The OPA provides for renovations of the church, easement agreements related to construction of Jesse Square Garage, including long-term, ongoing parking arrangements in the Successor Agency-owned garage.	YBC	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	The agreements between the Agency/Successor Agency and St. Patrick's Church require staff time to deal with issues related to parking and easements, which arise occasionally.
121	YB 21	Owner Participation/Disposition and Development Agreements - Emporium & Bloomingdales	10/17/00	11/13/2030 (expiration of YBC Plan)	See Notes	The OP/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	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	These agreements are enforceable obligations and are part of the Successor Agency's project work. It will require staff time of the Successor Agency to manage the agreements. Work includes dealing with issues related to ongoing monitoring of OP/DDA obligations.
<b>HOUSING OBLIGATIONS</b>																	
122	BVHP-2	1075 Le Conte Affordable Housing (formerly known as 6600 Third Street): Tax Increment Loan Agreement	3/21/12	12/31/68	Third & Le Conte Associates, LP	Permanent funding for construction of 73 units of supportive housing for formerly homeless individuals and families	BVHP	\$9,762,410	\$9,991,242	\$2,191,242	\$0	\$0	\$0	\$0	\$0	\$2,191,242	Loan agreement funding development of supportive housing for formerly homeless; payments in FY 12/13 for construction.

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123	BVHP-3	Candlestick Point and Phase 2 of the Hunters Point Shipyard	6/3/20 - DDA	12/31/17	CP Development Co., LP	Agency funding obligation for 504 Alice Griffith Replacement Units	BVHP	\$62,017,200	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Pursuant to HPSY Phase 2 DDA, obligation to provide capital funding to rebuild Alice Griffith Public Housing development; 2017 is contract expiration date, per federal Choice Neighborhood Initiative obligation; \$62M is the estimated total Agency contribution; obligation is for actual cost including cost overruns, therefore may be higher. Portion of \$62+M to come from HPSY-II/BVHP-CP Tax Increment Pledge Agrmt and Funding for Replacement Housing Obligation.
123.01	BVHP-3.01	Alice Griffith: Citywide Tax Increment Loan Agreement (Predevelopment)	3/29/10	12/31/22	Double Rock Ventures, LLC	Predevelopment funding for master planning, tenant outreach, and architectural document production, Phases 1a and 1b	BVHP	\$2,111,089	\$3,000,000	\$2,000,000	\$0	\$0	\$0	\$0	\$0	\$2,000,000	Loan agreement of \$3M part of Agency's overall obligation (estimated at \$62+M, as described on Item 123 above) for predevelopment activities for Phase 1 of Alice Griffith Public Housing revitalization project.
123.02	BVHP-3.02	Alice Griffith: Construction Funding	DDA- 6/3/10 CNI App - 11/1/10 CNI Imp Agmt - 3/27/12	see notes	Double Rock Ventures, LLC	Future funding required for construction subsidy	BVHP	\$13,950,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: HUD Choice Neighborhood Grant requires Agency contribution of matching funds, to be used for capital funding to rebuild Alice Griffith Public Housing. \$13.95M required per CNI application; part of Agency's overall obligation (estimated at \$62+M) as described on Item 123 above. Contract for construction funding to be executed to fulfill enforceable obligation per CNI application.
123.03	BVHP-3.03	Alice Griffith: Federal Choice Neighborhood Implementation Grant	DDA- 6/3/10 CNI App - 11/1/10 CNI Imp Agmt - 3/27/12	12/31/17	Double Rock Ventures, LLC (CCSF to act as Fiscal Agent for Federal CNI Grant)	HUD Grant to revitalize Alice Griffith public housing	BVHP	\$30,500,000	\$2,000,000	\$0	\$0	\$0	\$0	\$0	\$1,000,000	\$1,000,000	FEDERAL GRANT FUNDS: HUD Choice Neighborhood Initiative Grant; Agency/City to act as fiscal agent for grant proceeds. Balance of funds to be used after June 2013. Funds have not yet been drawn down from HUD.
123.04	BVHP-3.04	5800 3rd Street, Carroll Avenue Senior Tax Increment Loan Agreement	1/18/11	1/18/16	Bayview Supportive Housing, LLC	Partial Predev Loan associated with the development of 121 affordable housing senior units with a senior center	BVHP	\$3,337,292	\$3,884,000	\$3,000,000	\$0	\$0	\$0	\$0	\$0	\$3,000,000	Predevelopment loan for senior housing project. Original loan amount was \$684,000. Developer has requested an additional \$3.2 million predevelopment loan funds to complete the predevelopment phase, for a total loan amount of \$3,884,000. Project constitutes the first phase of the Alice Griffith revitalization, and as such, serves as a required deliverable of the Federal CNI grant. Under Article 3, Section D4 of the CNI grant agreement, the grantee must start housing rehabilitation or construction of the first-phase deliverable within 18 months of the grant agreement date.
123.05	BVHP-3.05	5800 3rd Street, Carroll Avenue Senior Construction Funding	1/18/11	See notes	Bayview Supportive Housing, LLC	Future funding required for construction subsidy	BVHP	see notes	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Estimate \$20 million in funding needed for construction of senior housing project. Project constitutes the first phase of the Alice Griffith revitalization, and as such, serves as a required deliverable of the Federal CNI grant. Under Article 3, Section D4 of the CNI grant agreement, the grantee must start housing rehabilitation or construction of the first-phase deliverable within 18 months of the grant agreement date. Contract for construction funding to be executed to fulfill enforceable obligation of CNI agreement.
	BVHP-4	Armstrong Townhomes	1/4/07	see notes	Chicago Title	BEGIN Down Payment Assistance Loans	BVHP				\$0	\$0	\$0	\$0	\$0	\$0	PROPOSED FOR DELETION: BEGIN grant fully expended.
	BVHP-5	Armstrong Townhomes	6/12/10	see notes	Chicago Title	HUD EDI Grant funded Down Payment Assistance; Armstrong-Townhomes DDA	BVHP				\$0	\$0	\$0	\$0	\$0	\$0	PROPOSED FOR DELETION: HUD EDI grant fully expended.
124	BVHP-6	Bay Oaks	1/4/07	See notes	First American Title	BEGIN Down Payment Assistance Loans	BVHP	\$330,000	\$180,000	\$90,000	\$0	\$0	\$0	\$0	\$0	\$90,000	STATE GRANT FUNDS: State grant for down payment assistance; funds will be used until last unit is sold. Extension of grant agreement in process.
125	BVHP-7	Bay Oaks	See notes	See notes	First American Title	Down Payment Assistance; Bay Oaks DDA	BVHP	\$215,500	\$180,000	\$90,000	\$0	\$0	\$0	\$0	\$0	\$90,000	Down payment assistance required in order to fulfill seller's obligation under Bay Oaks DDA; funds will be used until last unit is sold. Source of funds is taxable bond proceeds pursuant to bond covenants requiring use of proceeds for redevelopment purpose and allowable under Health and Safety Code 34176(g).
126	BVHP-8	Bay Oaks Amended and Restated Tax Increment Loan Agreement	6/29/08	See notes	Green Blended Community, LLC	Tax Increment Loan for the continued marketing of homeownership units in the Bayview	BVHP	\$196,355	\$246,908	\$71,908	\$0	\$0	\$0	\$0	\$0	\$71,908	Loan agreement for development of affordable homeownership housing; expenditures in ROPS period reflect post-construction marketing activities; Loan term ends at repayment of loan once all units are sold.
127	BVHP-9	Bayview Commons: Agency Payment Obligation	5/1/01	12/31/16	4445 3rd Street Associates, LP	Guarantees HUD payment should Section 8 Contract terminate.	BVHP	\$1,250,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
128	BVHP-10	Hunters View: Second Amended and Restated Tax Increment Phase 1 Loan Agreement	10/20/09	10/20/64	HV Partners 1, LP	Perm development loan for Phase 1 Hunters View rental - new construction 107 affordable units	BVHP	\$581,368	\$300,000	\$100,000	\$0	\$0	\$0	\$0	\$0	\$100,000	Loan for construction of Phase 1 of new affordable housing as part of revitalization of Hunters View public housing project. Construction on Phase 1 through mid-2013.
129	BVHP-11	Hunters View: Second Amended and Restated Tax Increment Phase 1b Infrastructure Loan Agreement	8/17/10	8/17/65	Hunters View Associates LP	Perm development loan-Infrastructure improvements to facilitate the construction of 23 affordable units at Hunters View	BVHP	\$643,423	\$1,100,000	\$300,000	\$0	\$0	\$0	\$0	\$0	\$300,000	Loan for construction of infrastructure improvements for Phase 1 of new affordable housing as part of revitalization of Hunters View public housing project. Construction on Phase 1 through mid-2013.
130	BVHP-12	Hunters View: City and County of SF Department of Public Works Letter Agreement	DPW work order - TBD Underlying HV Infrastructure Loan Agreement with Developer - 8/17/10	see notes	CCSF/ Department of Public Works	Funding for coordination and oversight of the development of infrastructure at Hunters View	BVHP	\$2,125,000	\$1,300,000	\$300,000	\$0	\$0	\$0	\$0	\$0	\$300,000	Program delivery funding for DPW staff time required to oversee infrastructure and construction activities at Hunters View project. Increasing contract amount by \$2.125 million to be paid from LMIHF fund balance; \$1.3 million for FY12-13. Enforceable obligation is pursuant to Item 129 above.

Item #	Internal Row #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation as of 6/30/12	Total Due During Fiscal Year 2012-13	Funding Source						Notes	
										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total
131	BVHP-13	Hunters View: Agency Payment Obligation	4/5/11	4/1/14	Citibank, N.A.	Standby payment obligation for Phase 1a in the event that the Mayor's Office of Housing does not fund its loan to the Hunters View development prior to the maturity of Citibank's loan to the project	BVHP	\$9,651,762	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Agency and City co-funded Hunters View; Agency loan for Phase 1 was for construction funding (See lines above); City's funding is structured as permanent loan, coming in at end of construction and paying down portion of Citibank's construction loan. Agency guaranteed the Citibank/take-out portion of City's loan. Funds encumbered to contract; would be drawn down if City did not provide \$9,651,762.
132	BVHP-14	Hunters View Phase II-III Loan Agreement	4/19/11	4/19/66	Hunters View Associates LP	Permanent Development loan for Phases II & III	BVHP	\$28,906,982	\$5,000,000	\$2,500,000	\$0	\$0	\$0	\$0	\$0	\$2,500,000	Loan for construction of Phases 2 & 3 of new affordable housing as part of revitalization of Hunters View public housing project.
133	BVHP-15	Limited Equity Resale Program/ Agency-owned unit	See notes	See notes	C. Hillside Village Homeowners Assn	Homeowner Association Dues	BVHP	See notes	\$1,762	\$882	\$0	\$0	\$0	\$0	\$882	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold.	
134	BVHP-16	Limited Equity Resale Program/ Agency-owned unit	See notes	See notes	Candlestick View HOA	Homeowner Association Dues	BVHP	See notes	\$20,800	\$10,400	\$0	\$0	\$0	\$0	\$10,400	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold.	
135	BVHP-17	Limited Equity Resale Program/ Agency-owned unit	See notes	See notes	Garnett Terrace HOA	Homeowner Association Dues	BVHP	See notes	\$4,160	\$2,080	\$0	\$0	\$0	\$0	\$2,080	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold.	
136	BVHP-18	Limited Equity Resale Program/ Agency-owned unit	See notes	See notes	Pacific Gas & Electric	Utilities	BVHP	See notes	\$2,400	\$1,200	\$0	\$0	\$0	\$0	\$1,200	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including utilities. Funds not encumbered in advance; obligation continues until unit sold.	
137	BVHP-19	Single Family: Appraisals for second mortgage payoff requests	See notes	See notes	W. Matthew Cigansk	Appraisal services	BVHP	See notes	\$4,000	\$2,000	\$0	\$0	\$0	\$0	\$2,000	Limited Equity Program contracts require Agency to provide payoff estimates to homebuyers who are selling their unit. Estimate of funds needed for processing payoff requests.	
138	BVHP-20	Single Family: Appraisals for second mortgage payoff requests	See notes	See notes	Walkup Clark	Appraisal services	BVHP	See notes	\$4,000	\$2,000	\$0	\$0	\$0	\$0	\$2,000	Limited Equity Program contracts require Agency to provide payoff estimates to homebuyers who are selling their unit. Estimate of funds needed for processing payoff requests.	
139	BVHP-21	Limited Equity Resale Program/ Agency-owned unit	See notes	See notes	CCSF/SFPUC	Utilities	BVHP	See notes	\$2,400	\$1,200	\$0	\$0	\$0	\$0	\$1,200	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including utilities. Funds not encumbered in advance; obligation continues until unit sold.	
140	CH-16	Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code	12/18/09	See notes	LMIHF for §33334.2 expenditure	Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency (total outstanding debt estimated to be \$934,367,978 of the YBC Housing Obligation, SOI at p. 12.)	Citywide Housing/ Yerba Buena Center	\$934,367,978	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code. Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency (total outstanding debt estimated to be \$934,367,978 of the YBC Housing Obligation, SOI at p. 12.) (SB2113 funding). *see footnote
141	CH-17	Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code	1/21/05	See notes	LMIHF for §33334.2 expenditure	Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency (total outstanding debt estimated to be \$596,969,243 of the Golden Gateway Housing Obligation, SOI at p. 2.)	Citywide Housing/ Golden Gateway	\$596,969,243	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code. Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency (total outstanding debt estimated to be \$596,969,243 of the Golden Gateway Housing Obligation, SOI at p. 2.) (SB2113 funding). *see footnote
142	CH-18	Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code	12/19/08	See notes	LMIHF for §33334.2 expenditure	Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency -see Notes	Citywide Housing/ Western Addition A-2	\$447,222,703	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code. Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency (total outstanding debt estimated to be \$447,222,703 of Western Addition A-2 Housing Obligation, SOI at p.17.) (SB2113 funding). *see footnote
143	CH-19	Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code	5/18/07	See notes	LMIHF for §33334.2 expenditure	Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency -see Notes	Citywide Housing/ Rincon Point-South Beach	\$239,451,448	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code. Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency (total outstanding debt estimated to be \$239,451,448 of Rincon Point-South Beach Housing Obligation, SOI at p.22.) (SB2113 funding) *see footnote
144	CH-20	Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code	1/21/05	See notes	LMIHF for §33334.2 expenditure	Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency -see Notes	Citywide Housing/ Hunters Point	\$26,469,865	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code. Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency (total outstanding debt estimated to be \$26,469,865 Hunters Point Housing Obligation, SOI at p.27.) (SB2113 funding). *see footnote
145	CH-21	Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code	1/21/05	See notes	LMIHF for §33334.2 expenditure	Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency -see Notes	Citywide Housing/ India Basin	\$32,032,823	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Replacement Housing Obligation under Sections 33333.7 and 33333.8 of Cal. Health & Safety Code. Obligation to fund affordable housing to replace a portion of the 6700 units previously destroyed by Agency (total outstanding debt estimated to be \$32,032,823 of India Basin Housing Obligation, SOI at p.32.). AKA SB2113 funding requirement.

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										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total	
146	CH-23	Central Freeway Parcel O Predevelopment & Construction Funding	see notes	See notes	TBD	Funding for development of Agency owned parcel for 80 units of affordable housing; part of Replacement Housing Obligation	Citywide Housing	See notes	\$1,000,000	\$0	\$0	\$0	\$0	\$1,000,000	\$0	\$1,000,000	Estimate \$20 million in funding required for construction of housing to satisfy Replacement Housing Obligation. \$1 million to be funded by the real property tax trust fund in FY12-13 for predevelopment to satisfy enforceable obligation.	
147	CH-24	Central Freeway Parcel O	11/18/04	See notes	CCSF	Promissory note related to land acquisition	Citywide Housing	\$958,455	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Balance owed on acquisition price when SFRA bought parcel from CCSF; to be determined if it needs to be repaid through Central Freeway final net shortfall calculation.
148	CH-27	Alexander Residence: Agency Payment Obligation	11/1/02	6/1/19	AR Preservation LP	Guarantees HUD payment should Section 8 Contract terminate.	Citywide Housing	\$2,811,831	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
149	CH-28	Antonia Manor: Agency Payment Obligation	12/1/00	11/1/19	AM Preservation LP	Guarantees HUD payment should Section 8 Contract terminate.	Citywide Housing	\$1,031,800	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
150	CH-29	Central Freeway Parcel G (Richardson Apts): Agency Payment Obligation	1/26/10	12/1/13	365 Fulton, LP	Guarantees HCD-MHP payment to take out Citibank construction loan.	Citywide Housing	\$10,750,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Agency provided guarantee of Citibank's construction loan in the event that State MHP funding did not come in.
151	CH-30	Church St Apartments: Agency Payment Obligation	8/1/00	12/31/17	Church Street Housing Associates, LP	Guarantees HUD payment should Section 8 Contract terminate.	Citywide Housing	\$2,321,724	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
152	CH-31	Derek Silva Commons: Agency Payment Obligation	12/10/02	12/31/19	Mercy Housing XVII, LP	Guarantees HUD payment should Section 8 Contract terminate.	Citywide Housing	\$3,121,372	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
153	CH-32	Leland Polk Senior Apts: Agency Payment Obligation	2/19/02	12/1/19	Mercy Housing XVIII, LP	Guarantees HUD payment should Section 8 Contract terminate.	Citywide Housing	\$2,774,366	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
154	CH-33	Maria Manor Apartments: Agency Payment Obligation	12/1/00	12/31/33	MM Preservation, LP	Guarantees HUD payment should Section 8 Contract terminate.	Citywide Housing	\$1,252,759	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
155	CH-34	Marlton Manor Apartments: Agency Payment Obligation	2/1/02	12/31/17	Marlton Affordable Associates, LP	Guarantees HUD payment should Section 8 Contract terminate.	Citywide Housing	\$3,408,132	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
156	CH-35	Notre Dame Apartments: Agency Payment Obligation	12/1/00	11/1/18	Notre Dame Housing Partners, LP	Guarantees HUD payment should Section 8 Contract terminate.	Citywide Housing	\$3,793,346	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
157	CH-36	Ocean Beach Apartments: Agency Payment Obligation	9/1/01	12/31/17	Ocean Beach Apartments, LP	Guarantees HUD payment should Section 8 Contract terminate.	Citywide Housing	\$1,285,895	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
158	CH-37	O'Farrell Towers: Agency Payment Obligation	7/27/00	9/1/15	O'Farrell Senior Housing, LP	Guarantees HUD payment should Section 8 Contract terminate.	Citywide Housing	\$1,058,819	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
159	CH-39	Phelan Loop Tax Increment Loan Agreement	12/20/09	See notes	BVNC	Permanent development of 70 units affordable Rental housing	Citywide Housing	\$40	\$11,595	\$40	\$0	\$0	\$0	\$0	\$0	\$0	\$40	Loan to provide funding for development of 70 units of family rental housing. Contract date ends on 70th anniversary of recordation of Deed of Trust on leasehold estate. Not yet recorded- to be recorded when Memo of Ground Lease and construction start.
160	CH-41	Limited Equity Resale Program/ Agency-owned unit	See notes	See notes	CCSF/ SF Tax Collector	Property Taxes	Citywide Housing	See notes	\$100,000	\$50,000	\$0	\$0	\$0	\$0	\$0	\$0	\$50,000	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including property taxes. Funds not encumbered in advance. Total outstanding obligation approximately \$100,000 annually until units are sold.
161	CH-43	Single Family Home ownership Capital Improvement Reimbursement	See notes	See notes	Various	Reimbursement of affordable home seller for capital improvements made pursuant to Limited Equity Declaration of Restrictions	Citywide Housing	See notes	\$30,000	\$15,000	\$0	\$0	\$0	\$0	\$0	\$0	\$15,000	Agency Limited Equity Program Declaration of Restrictions for first time homebuyers requires reimbursement to homeowners selling their unit for certain capital improvements. Estimate of payments in each time period, actual cost depends on number of owners selling homes.
162	CH-44	Limited Equity Resale Program/ Agency-owned unit	See notes	See notes	Various	Property cleaning services	City Wide Housing	See notes	\$100,000	\$70,000	\$0	\$0	\$0	\$0	\$0	\$0	\$70,000	Property management contract used to clean agency-owned homeownership units prior to resale. Ongoing obligation to maintain units until sold. Total outstanding obligation dependent on variable annual cleaning costs and timing of unit sales.
163	CH-46	Real Estate Transactional Fees	See notes	See notes	Various	For housing division real estate transactional fees related to escrows	Citywide Housing	See notes	\$20,000	\$10,000	\$0	\$0	\$0	\$0	\$0	\$0	\$10,000	Program delivery costs for housing enforceable obligations: Estimated amounts required to cover any unanticipated closing costs, including appraisals, on previously approved projects.
164	CH-47	Public Notices	See notes	See notes	Various	For any required public notices regarding actions on LMIHF assets/properties	Citywide Housing	See notes	\$8,000	\$4,000	\$0	\$0	\$0	\$0	\$0	\$0	\$4,000	Program delivery costs for housing enforceable obligations: Public Notices are required for certain actions taken regarding LMIHF assets/properties, i.e. disposition of properties purchased from LMIHF.

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										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total
165	CH-49	LMIHF Property Maintenance	See notes	See notes	Various	Ongoing property maintenance on LMIHF real estate properties	Citywide Housing	See notes	\$100,000	\$50,000	\$0	\$0	\$0	\$0	\$0	\$50,000	Program delivery costs for housing enforceable obligations: Ongoing property maintenance costs for real estate properties that are assets of the LMIHF.
166	CH-50	Environmental Services	See notes	See notes	Various	For Environmental Review Services	Citywide Housing	See notes	\$100,000	\$50,000	\$0	\$0	\$0	\$0	\$0	\$50,000	Program delivery costs for housing enforceable obligations: Estimated amounts for environmental review services needed to meet CEQA requirements for obligated projects.
167	CH-51	Staffing Cost	See notes	See notes	CCSF/Mayor's Office of Housing	Staffing Cost associated with Housing obligations	Citywide Housing	See notes	\$3,017,000	\$0	\$0	\$0	\$0	\$1,508,500	\$0	\$1,508,500	Program delivery costs for housing enforceable obligations: Represents staffing cost (both and indirect) necessary to support housing projects and obligations shown on FY12-13 ROPS in excess of available Low-Mod Fund balances.
168	CH-52	Legal Services for Housing ROPs	See notes	See notes	CCSF/City Attorney	Legal costs associated with legal transactions for housing projects on the ROPs	Citywide Housing	See notes	\$410,000	\$0	\$0	\$0	\$0	\$205,000	\$0	\$205,000	Program delivery costs for housing enforceable obligations: Represents staffing cost (direct and indirect) necessary to support housing projects and obligations shown on the ROPS in excess of available Low-Mod Fund balances.
169	CH-53	Real Estate Services for Housing ROPs	See notes	See notes	CCSF/Dept of Real Estate	Costs associated with real estate transactions for housing projects on the ROPs	Citywide Housing	See notes	\$40,000	\$0	\$0	\$0	\$0	\$20,000	\$0	\$20,000	Program delivery costs for housing enforceable obligations: Represents staffing cost (direct and indirect) necessary to support housing projects and obligations shown on the ROPS in excess of available Low-Mod Fund balances.
170	CH-54	Contract Compliance Services for Housing ROPs	See notes	See notes	CCSF/HRC, GSA and Successor Agency	Costs associated with contract compliance services for housing projects on the ROPs	Citywide Housing	See notes	\$120,000	\$0	\$0	\$0	\$0	\$60,000	\$0	\$60,000	Program delivery costs for housing enforceable obligations: Represents staffing cost (direct and indirect) necessary to support housing projects and obligations shown on the ROPS, including contract compliance and wage compliances services from CCSF departments, in excess of available Low-Mod Fund balances.
171	CH-55	Single Family Home Ownership Downpayment Reimbursement	See notes	See notes	Various	Reimbursement of affordable home seller to offset loss of downpayment and closing costs made pursuant to Limited Equity Declaration of Restrictions	Citywide Housing	See notes	\$50,000	\$50,000	\$0	\$0	\$0	\$0	\$0	\$50,000	Agency Limited Equity Program Declaration of Restrictions for first time homebuyers requires reimbursement to homeowners selling their unit to ensure no loss of downpayment and to ensure sales price covers closings costs. Estimate of payments in each time period, actual cost depends on number of owners selling homes at a price which does not cover original downpayment and closing costs.
172	HP1	Parcel EE-2 Predevelopment Funding	11/18/08	See notes	Habitat for Humanity	Future funding required for predevelopment subsidy	Hunters Point	See notes	\$300,000	\$300,000	\$0	\$0	\$0	\$0	\$0	\$300,000	Estimated \$2.2 million in funding for predevelopment activities for Habitat for Humanity first time homebuyer housing using existing tax-exempt bond proceeds pursuant to bond covenants requiring use of proceeds for redevelopment purpose and allowable under Health and Safety Code 34176(g). Will use Excess Bond Proceeds for this loan.
173	HPSY-1	Disposition and Development Agreement - Hunters Point Shipyard Phase 1; affordable housing program funded by LMIHF for HPS Phase 1	12/2/2003 - DDA	See notes	LMIHF for §33334.2 expenditure	Contractual obligation to fund & construct affordable housing under Hunters Point Shipyard-Phase 1 Disposition and Development Agreement	HPSY-I	See notes	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	<b>PLACEHOLDER FOR FUTURE ROPS:</b> 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; required payments of housing set-aside to LMIHF. Obligation remains until affordable housing obligation is fulfilled. *see footnote
174	HPSY-2	Phase 2 DDA & Tax Increment Allocation Pledge Agreement (Housing Portion); affordable housing program funded by Low and Moderate Income Housing Fund (LMIHF) for CP-HPS2	6/3/10 - DDA	See notes	Low and Moderate Income Housing Fund (LMIHF) for expenditures under Section 33334.2	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	HPSY-II/BVHP-CP	\$1,074,632,964	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	<b>PLACEHOLDER FOR FUTURE ROPS:</b> 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 HPSY Housing Obligation, SOI at p. 57, and an unspecified portion from BVHP Housing Obligation, SOI at p. 52, over life of project); required payments of housing set-aside to LMIHF. Binding agreements per § 34171 (d) (1)(E);7 (amts owing to LMIHF, §34171 (d) (1)(G). Formerly BVHP-1. *see footnote
175	MBN-1	Mission Bay North Tax Allocation Pledge Agreement (Housing Portion); affordable housing program funded by LMIHF for Mission Bay North	11/16/98	See notes	LMIHF for §33334.2 expenditure	Pledge of Property Tax Revenues under Mission Bay North Tax Allocation Pledge Agreement -see Notes	Mission Bay North	\$320,171,090	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	<b>PLACEHOLDER FOR FUTURE ROPS:</b> Pledge of Property Tax Revenues 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 (total outstanding debt estimated to be \$320,171,090 over life of project, SOI at p. 37); required payments of housing set-aside to LMIHF; binding agreements per § 34171 (d)(1)(E); 7 (amts owing to LMIHF, §34171 (d) (1)(G). Upon completion of housing program in MB-North, tax increment then pledged to housing program in MB-South. *see footnote
176	MBN-2	Mission Creek Senior Apts: Agency Payment Obligation	12/1/03	9/1/26	Mercy Housing California XX, LP	Guarantees HUD payment should Section 8 Contract terminate.	Mission Bay North	\$8,007,500	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	<b>PLACEHOLDER FOR FUTURE ROPS:</b> Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
177	MBN-3	Rich Sorro Commons: Agency Payment Obligation	11/1/00	9/1/17	Mission Bay Affordable Housing, LP	Guarantees HUD payment should Section 8 Contract terminate.	Mission Bay North	\$2,010,512	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	<b>PLACEHOLDER FOR FUTURE ROPS:</b> Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
178	MBN-4	Limited Equity Resale Program/ Agency-owned unit	see notes	see notes	Beacon Residential HOA	Homeowner Association Dues	Mission Bay North	See notes	\$96,000	\$48,000	\$0	\$0	\$0	\$0	\$0	\$48,000	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold.

Item #	Internal Row #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation as of 6/30/12	Total Due During Fiscal Year 2012-13	Funding Source						Notes	
										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total
179	MBN-5	Limited Equity Resale Program/ Agency-owned unit	See notes	See notes	Mission Bay Maintenance	Homeowner Association Dues	Mission Bay North	See notes	\$4,160	\$2,080	\$0	\$0	\$0	\$0	\$0	\$2,080	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including maintenance fees. Funds not encumbered in advance; obligation continues until unit sold.
180	MBN-6	Limited Equity Resale Program/ Agency-owned unit	See notes	See notes	City Park	Homeowner Parking Fee	Mission Bay North	See notes	\$16,000	\$8,000	\$0	\$0	\$0	\$0	\$0	\$8,000	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including parking fees. Funds not encumbered in advance; obligation continues until unit sold.
181	MBS-1	Mission Bay South Tax Allocation Pledge Agreement (Housing Portion); affordable housing program funded by LMIHF for Mission Bay South	11/16/98	See notes	LMIHF for \$33334.2 expenditure	Pledge of Property Tax Revenues under Mission Bay South Tax Allocation Pledge Agreement - see Notes	Mission Bay South	\$435,609,466	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Pledge of Property Tax Revenues 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 (total outstanding debt estimated to be \$435,609,466 over life of project, SOI at p. 42); required payments of housing set-aside to LMIHF. Binding agreements per § 34171 (d)(1)(E) 7 (arnts owing to LMIHF, §34171 (d) (1)(G)). *see footnote
182	MBS-3	1180 4th Street (formerly known as 1000 4th Street), Amended and Restated Tax Increment Loan Agreement	3/29/11	3/29/66	Mercy Housing California XLIV, L.P.	Predevelopment and construction loan for 150 units of family rental housing	Mission Bay South	\$26,098,115	\$30,619,225	\$17,585,298	\$0	\$0	\$0	\$0	\$0	\$17,585,298	Loan agreement funding development of 150 units of family rental housing; payments in FY 12/13 for construction.
183	MBS-4	Mission Bay South Parcel 7W	See notes	See notes	Mission Bay Block 7 Housing Partners, L.P.	Future funding required for construction subsidy	Mission Bay South	see notes	\$5,800,000	\$2,000,000	\$0	\$0	\$0	\$0	\$0	\$2,000,000	Estimated funding needed for construction of 200 units of family rental housing required pursuant to Mission Bay South Owner Participation Agreement. Total estimated subsidy is \$16,975,000; assumes \$7.075m in MB funds, \$2.5m in land sale proceeds from Parcel 7E, and \$7.4M in liquidated damages pursuant to Development and Disposition Agreement with UCSF. The funding shown between September and December 2012 anticipates execution of a predevelopment loan agreement in Fall 2012.
184	RPSB-1	Limited Equity Resale Program/ Agency-owned unit	See notes	See notes	200 Brannan Owners Association	Homeowner Association Dues	RPSB	See notes	\$19,200	\$9,600	\$0	\$0	\$0	\$0	\$0	\$9,600	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold.
185	RPSB-2	Limited Equity Resale Program/ Agency-owned unit	See notes	See notes	301 Bryant Street HOA	Homeowner Association Dues	RPSB	See notes	\$41,600	\$20,800	\$0	\$0	\$0	\$0	\$0	\$20,800	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold.
186	RPSB-3	Limited Equity Resale Program/ Agency-owned unit	See notes	See notes	The Brannan OA	Homeowner Parking Fee	RPSB	See notes	\$2,720	\$1,360	\$0	\$0	\$0	\$0	\$0	\$1,360	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold.
187	SOM-1	200 Sixth Street	See notes	See notes	Terminix	Pest Control	SOMA	\$4,200	\$8,400	\$4,200	\$0	\$0	\$0	\$0	\$0	\$4,200	Property management cost associated with Agency owned property.
188	SOM-2	200 Sixth Street, Utility Payments	See notes	See notes	CCSF/ PUC-Water	Utilities	SOMA	\$1,000	\$2,000	\$1,000	\$0	\$0	\$0	\$0	\$0	\$1,000	Property management cost associated with Agency owned property.
189	SOM-3	200 Sixth Street, Citywide Tax Increment Loan Agreement	1/18/11	1/18/66	Mercy Housing California 51, L.P.	Predevelopment loan for 56 units of family rental housing	SOMA	\$1,200,000	\$2,400,000	\$1,200,000	\$0	\$0	\$0	\$0	\$0	\$1,200,000	Loan agreement funding predevelopment activities of family rental housing project.
190	SOM-4	200 Sixth Street Construction Loan Funding	See notes	See notes	Mercy Housing California 51, L.P.	Future funding required for construction subsidy	SOMA	See notes	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Estimate \$14 million in funding required for construction of housing to satisfy Replacement Housing Obligation described above; FY 12-13 payment for additional predevelopment and initial construction funding.
191	SOM-7	474 Natoma Tax Increment Loan Agreement	4/19/11	12/31/68	474 Natoma LLC	Perm development loan - new construction -60 units of affordable housing	SOMA	\$7,470,713	\$8,000,000	\$4,000,000	\$0	\$0	\$0	\$0	\$0	\$4,000,000	Loan agreement funding construction of family rental housing. \$3,044,449 of the \$7,470,713 outstanding obligation is held on deposit in a Subordinate Loan Fund with US Bank until permanent loan conversion.
192	TB-1	Affordable housing production obligation under Section 5027.1 of Cal. Public Resources Code; affordable housing program funded by LMIHF for Transbay	1/20/05	See notes	LMIHF for \$33334.2 expenditure	Affordable housing production/funding requirements of LMIHF for Transbay - see Notes	Transbay	\$849,936,548	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	<b>PLACEHOLDER FOR FUTURE ROPS:</b> Requirement of 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); required payments of housing set-aside to LMIHF. Binding agreement per state law obligation § 34171 (d)(1)(C) 7 (arnts owing to LMIHF, §34171 , (d) (1)(G)).
193	TB-3	Rene Cazenave Apartments Tax Increment and Transbay Jobs Housing Linkage Fee Loan Agreement	2/16/11	12/6/68	25 Essex, LP	Perm development loan - new construction -120 units of supportive housing for formerly homeless people	Transbay	\$10,569,387	\$27,160	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Loan agreement funding construction of supportive housing for formerly homeless.
194	TB-4	Transbay Blocks 6&7 construction funding	See notes	See notes	TBD	Future funding required for construction subsidy	Transbay	See notes	\$2,000,000	\$1,000,000	\$0	\$0	\$0	\$0	\$0	\$1,000,000	Estimate \$25 million of funding required for construction of affordable housing mandated by CA Public Resources Code Sec. 5027.1, per Item 192 above. \$1 million required for predevelopment loan.
195	WA-2	4345 Turk Street (aka Fillmore Park) Tax-Increment Loan Agreement	4/22/10	see notes	MSPDI-Turk-LLC	32-unit-affordable-condominiums -- new construction	Western-Addition A-2	\$0	\$1,000,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	<b>PROPOSED FOR DELETION:</b> expect to fully disburse loan amount by Dec 2012.
195	WA-5	Golden Gate Apartments: Agency Payment Obligation	6/1/99	6/1/14	GGA 1820 Post, LP	Guarantees HUD payment should Section 8 Contract terminate.	Western Addition A-2	\$163,965	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	<b>PLACEHOLDER FOR FUTURE ROPS:</b> Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
196	WA-6	Limited Equity Resale Program/ Agency-owned unit	See notes	See notes	Fillmore Heritage	Homeowner Association Dues	Western Addition A-2	See notes	\$40,000	\$20,000	\$0	\$0	\$0	\$0	\$0	\$20,000	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold.

Item #	Internal Row #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation as of 6/30/12	Total Due During Fiscal Year 2012-13	Funding Source						Jan - Jun 2013 Six-Month Total	Notes
										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		
197	WA-7	Limited Equity Resale Program/ Agency-owned unit	See notes	See notes	McAllister Mews HOA	Homeowner Association Dues	Western Addition A-2	See notes	\$48,000	\$24,000	\$0	\$0	\$0	\$0	\$0	\$24,000	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold.
198	WA-8	Limited Equity Resale Program/ Agency-owned unit	See notes	See notes	Pacific Gas & Electric	Utilities	Western Addition A-2	See notes	\$1,600	\$800	\$0	\$0	\$0	\$0	\$0	\$800	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including utility fees. Funds not encumbered in advance; obligation continues until unit sold.
199	WA-10	Mary Helen Rogers SC, Tax Increment Loan Agreement	5/5/09	9/30/13	MHRSC, LP	Permanent Loan funding for the development of 100 affordable housing units for eligible seniors in the WA community.	Western Addition A-2	\$910,640	\$910,640	\$910,640	\$0	\$0	\$0	\$0	\$0	\$910,640	Loan agreement funding construction of senior rental housing units; Agency funds to be fully drawn down by end FY 12-13.
200	WA-11	Namiki Apartments: Agency Payment Obligation	10/1/01	11/1/17	Chinatown Community Development Corporation	Guarantees HUD payment should Section 8 Contract terminate.	Western Addition A-2	\$1,159,684	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: Standby Agreement guaranteeing Agency payment of rental subsidies should HUD cancel the Project Based Section 8 contract. Contingent liability - no funds encumbered.
201	YBC-1	Limited Equity Resale Program/ Agency-owned unit	See notes	See notes	246 Second Street Owners Assn	Homeowner Association Dues	Yerba Buena Center	See notes	\$32,000	\$16,000	\$0	\$0	\$0	\$0	\$0	\$16,000	Single Family home owned by Agency pending resale to new homebuyer; as property owner, Agency obligated to maintain property, including HOA fees. Funds not encumbered in advance; obligation continues until unit sold.
* Lines displaying commitments of tax increment pursuant to master developer agreements, state law, or replacement housing obligation show estimates of the total possible future funding. However, not all housing projects that would utilize that funding are shown at this time. Instead active projects (those in progress or would begin in FY 12/13) are shown on this current ROPS.																	
<b>BONDS</b>																	
202	BVHP1	Bonds	11/8/07,9/3/09,9/3/09,12/17/09,12/17/09,3/21/11,4/26/2011 (respectively)	8/1/36, 8/1/24,8/1/39,8/1/39,8/1/39, 8/1/41,8/1/41 (respectively)	US Bank/ Bank of New York	Bond - Tax Allocation Bonds Series 2007A, 2009A, 2009B, 2009E, 2009F, 2011A, and 2011B	BVHP	\$64,068,391	\$2,559,152	\$0	\$0	\$0	\$0	\$2,559,152	\$0	\$2,559,152	Payment to trustees on January 20th 2013 and June 30, 2013 pursuant to bond agreements.
203	BVHP2	Bonds	11/8/07,9/3/09,9/3/09,12/17/09,12/17/09,3/21/11,4/26/2011 (respectively)	8/1/36, 8/1/24,8/1/39,8/1/39,8/1/39, 8/1/41,8/1/41 (respectively)	US Bank/ Bank of New York	Bond Trustee Fees - Tax Allocation Bonds Series 2007A, 2009A, 2009B, 2009E, 2009F, 2011A, and 2011B	BVHP	See notes	\$1,324	\$0	\$0	\$0	\$0	\$662	\$0	\$662	Trustee payments are ongoing annual payments for term of bonds.
204	BVHP3	Bonds	11/8/07,9/3/09,9/3/09,12/17/09,12/17/09,3/21/11,4/26/2011 (respectively)	8/1/36, 8/1/24,8/1/39,8/1/39,8/1/39, 8/1/41,8/1/41 (respectively)	SFRA, CCSF, Fiscal Consultant, Bond Counsel, Financial Advisor	Bond Administration - Tax Allocation Bonds Series 2007A, 2009A, 2009B, 2009E, 2009F, 2011A, and 2011B	BVHP	See notes	\$11,460	\$0	\$0	\$0	\$0	\$5,730	\$0	\$5,730	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.
205	BVHP4	Bonds	11/8/07,9/3/09,9/3/09,12/17/09,12/17/09,3/21/11,4/26/2011 (respectively)	8/1/36, 8/1/24,8/1/39,8/1/39,8/1/39, 8/1/41,8/1/41 (respectively)	Bond Logistix or Other	Bond Arbitrage Rebate Calculation - Tax Allocation Bonds Series 2007A, 2009A, 2009B, 2009E, 2009F, 2011A, or 2011B	BVHP	See notes	\$2,386	\$0	\$0	\$0	\$0	\$1,193	\$0	\$1,193	Generally, under the arbitrage rebate calculations must be performed at least every 5 years for bonds issued after 1986.
206	GG1	Bonds	7/1/98, 3/6/03, 3/6/03, 6/10/04, 7/20/05, 7/20/05, 7/21/05, 8/24/06, 11/8/07, 9/28/10, 3/21/10 (respectively)	8/1/24, 8/1/24, 8/1/18, 8/1/30, 8/1/30, 8/1/25, 8/1/15, 8/1/35, 8/1/37, 8/1/40, 8/1/41 (respectively)	US Bank/ Bank of New York	Bond - Tax Allocation Bonds Series 1998D, 2003A, 2003B, 2004D, 2005A, 2005B, 2005C, 2006A, 2007B, 2010A, and 2011A	Golden Gateway	\$256,358,066	\$15,616,592	\$0	\$0	\$0	\$0	\$15,616,592	\$0	\$15,616,592	Payment to trustees on January 20th 2013 and June 30, 2013 pursuant to bond agreements.
207	GG2	Bonds	7/1/98, 3/6/03, 3/6/03, 6/10/04, 7/20/05, 7/20/05, 7/21/05, 8/24/06, 11/8/07, 9/28/10, 3/21/10 (respectively)	8/1/24, 8/1/24, 8/1/18, 8/1/30, 8/1/30, 8/1/25, 8/1/15, 8/1/35, 8/1/37, 8/1/40, 8/1/41 (respectively)	US Bank/ Bank of New York	Bond Trustee Fees - Tax Allocation Bonds Series 1998D, 2003A, 2003B, 2004D, 2005A, 2005B, 2005C, 2006A, 2007B, 2010A, and 2011A	Golden Gateway	See notes	\$8,654	\$0	\$0	\$0	\$0	\$4,327	\$0	\$4,327	Trustee payments are ongoing annual payments for term of bonds.
208	GG3	Bonds	7/1/98, 3/6/03, 3/6/03, 6/10/04, 7/20/05, 7/20/05, 7/21/05, 8/24/06, 11/8/07, 9/28/10, 3/21/10 (respectively)	8/1/24, 8/1/24, 8/1/18, 8/1/30, 8/1/30, 8/1/25, 8/1/15, 8/1/35, 8/1/37, 8/1/40, 8/1/41 (respectively)	SFRA, CCSF: Admin, Legal; Fiscal Consultant, Bond Counsel, Financial Advisor	Bond Administration - Tax Allocation Bonds Series 1998D, 2003A, 2003B, 2004D, 2005A, 2005B, 2005C, 2006A, 2007B, 2010A, and 2011A	Golden Gateway	See notes	\$74,340	\$0	\$0	\$0	\$0	\$37,170	\$0	\$37,170	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.
209	GG4	Bonds	7/1/98, 3/6/03, 3/6/03, 6/10/04, 7/20/05, 7/20/05, 7/21/05, 8/24/06, 11/8/07, 9/28/10, 3/21/10 (respectively)	8/1/24, 8/1/24, 8/1/18, 8/1/30, 8/1/30, 8/1/25, 8/1/15, 8/1/35, 8/1/37, 8/1/40, 8/1/41 (respectively)	Bond Logistix or Other	Bond Arbitrage Rebate Calculation - Tax Allocation Bonds Series 1998D, 2003A, 2003B, 2004D, 2005A, 2005B, 2005C, 2006A, 2007B, 2010A, and 2011A	Golden Gateway	See notes	\$13,996	\$0	\$0	\$0	\$0	\$6,998	\$0	\$6,998	Generally, under the arbitrage rebate calculations must be performed at least every 5 years for bonds issued after 1986.
210	HP1	Bonds	3/10/98, 7/1/98, 4/7/04, 7/21/05, 11/8/07, 3/21/10 (respectively)	8/1/25, 8/1/24, 8/1/18, 8/1/15, 8/1/37, 8/1/41 (respectively)	US Bank/ Bank of New York	Bond - Tax Allocation Bonds Series 1998C, 1998D, 2004A, 2005C, 2007B, and 2011A	Hunters Point	\$12,890,160	\$733,412	\$0	\$0	\$0	\$0	\$733,412	\$0	\$733,412	Payment to trustees on January 20th 2013 and June 30, 2013 pursuant to bond agreements.
211	HP2	Bonds	3/10/98, 7/1/98, 4/7/04, 7/21/05, 11/8/07, 3/21/10 (respectively)	8/1/25, 8/1/24, 8/1/18, 8/1/15, 8/1/37, 8/1/41 (respectively)	US Bank/ Bank of New York	Bond Trustee Fees - Tax Allocation Bonds Series 1998C, 1998D, 2004A, 2005C, 2007B, and 2011A	Hunters Point	See notes	\$382	\$0	\$0	\$0	\$0	\$191	\$0	\$191	Trustee payments are ongoing annual payments for term of bonds.
212	HP3	Bonds	3/10/98, 7/1/98, 4/7/04, 7/21/05, 11/8/07, 3/21/10 (respectively)	8/1/25, 8/1/24, 8/1/18, 8/1/15, 8/1/37, 8/1/41 (respectively)	SFRA, CCSF: Admin, Legal; Fiscal Consultant, Bond Counsel, Financial Advisor	Bond Administration - Tax Allocation Bonds Series 1998C, 1998D, 2004A, 2005C, 2007B, and 2011A	Hunters Point	See notes	\$3,282	\$0	\$0	\$0	\$0	\$1,641	\$0	\$1,641	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.
213	HP4	Bonds	3/10/98, 7/1/98, 4/7/04, 7/21/05, 11/8/07, 3/21/10 (respectively)	8/1/25, 8/1/24, 8/1/18, 8/1/15, 8/1/37, 8/1/41 (respectively)	Bond Logistix or Other	Bond Arbitrage Rebate - Tax Allocation Bonds Series 1998C, 1998D, 2004A, 2005C, 2007B, and 2011A	Hunters Point	See notes	\$78	\$0	\$0	\$0	\$0	\$39	\$0	\$39	Generally, under the arbitrage rebate calculations must be performed at least every 5 years for bonds issued after 1986.
214	IB1	Bonds	4/7/04, 7/21/05, 11/8/07 (respectively)	8/1/18, 8/1/15, 8/1/37 (respectively)	US Bank/ Bank of New York	Bond - Tax Allocation Bonds Series 2004A, 2005C, and 2007B	India Basin	\$8,178,401	\$517,188	\$0	\$0	\$0	\$0	\$517,188	\$0	\$517,188	Payment to trustees on January 20th 2013 and June 30, 2013 pursuant to bond agreements.
215	IB2	Bonds	4/7/04, 7/21/05, 11/8/07 (respectively)	8/1/18, 8/1/15, 8/1/37 (respectively)	US Bank/ Bank of New York	Bond Trustee Fees - Tax Allocation Bonds Series 2004A, 2005C, and 2007B	India Basin	See notes	\$270	\$0	\$0	\$0	\$0	\$135	\$0	\$135	Trustee payments are ongoing annual payments for term of bonds.

Item #	Internal Row #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation as of 6/30/12	Total Due During Fiscal Year 2012-13	Funding Source						Notes	
										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total
216	IB3	Bonds	4/7/04, 7/21/05, 11/8/07 (respectively)	8/1/18, 8/1/15, 8/1/37 (respectively)	SFRA, CCSF: Admin, Legal; Fiscal Consultant, Bond Counsel, Financial Advisor	Bond Administration Fees - Tax Allocation Bonds Series 2004A, 2005C, and 2007B	India Basin	See notes	\$2,314	\$0	\$0	\$0	\$0	\$1,157	\$0	\$1,157	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.
217	IB4	Bonds	4/7/04, 7/21/05, 11/8/07 (respectively)	8/1/18, 8/1/15, 8/1/37 (respectively)	Bond Logistix or Other	Bond Arbitrage Rebate - Tax Allocation Bonds Series 2004A, 2005C, and 2007B	India Basin	See notes	\$66	\$0	\$0	\$0	\$0	\$33	\$0	\$33	Generally, under the arbitrage rebate calculations must be performed at least every 5 years for bonds issued after 1986.
218	MBN1	Bonds	7/20/05, 8/24/06, 8/24/06, 11/8/07, 9/3/09, 9/3/09, 12/17/09, 3/21/11, 4/26/11 (respectively)	8/1/35, 8/1/35, 8/1/36, 8/1/36, 8/1/24, 8/1/39, 8/1/39, 8/1/41, 8/1/31 (respectively)	US Bank/ Bank of New York	Bond - Tax Allocation Bonds Series 2005D, 2006A, 2006B, 2007A, 2009A, 2009C, 2009E, 2011C, and 2011E	Mission Bay North	\$245,605,057	\$9,015,020	\$0	\$0	\$0	\$0	\$9,015,020	\$0	\$9,015,020	Payment to trustees on January 20th 2013 and June 30, 2013 pursuant to bond agreements.
219	MBN2	Bonds	7/20/05, 8/24/06, 8/24/06, 11/8/07, 9/3/09, 9/3/09, 12/17/09, 3/21/11, 4/26/11 (respectively)	8/1/35, 8/1/35, 8/1/36, 8/1/36, 8/1/24, 8/1/39, 8/1/39, 8/1/41, 8/1/31 (respectively)	US Bank/ Bank of New York	Bond Trustee Fees - Tax Allocation Bonds Series 2005D, 2006A, 2006B, 2007A, 2009A, 2009C, 2009E, 2011C, and 2011E	Mission Bay North	See notes	\$4,696	\$0	\$0	\$0	\$0	\$2,348	\$0	\$2,348	Trustee payments are ongoing annual payments for term of bonds.
220	MBN3	Bonds	7/20/05, 8/24/06, 8/24/06, 11/8/07, 9/3/09, 9/3/09, 12/17/09, 3/21/11, 4/26/11 (respectively)	8/1/35, 8/1/35, 8/1/36, 8/1/36, 8/1/24, 8/1/39, 8/1/39, 8/1/41, 8/1/31 (respectively)	SFRA, CCSF: Admin, Legal; Fiscal Consultant, Bond Counsel, Financial Advisor	Bond Administration - Tax Allocation Bonds Series 2005D, 2006A, 2006B, 2007A, 2009A, 2009C, 2009E, 2011C, and 2011E	Mission Bay North	See notes	\$40,332	\$0	\$0	\$0	\$0	\$20,166	\$0	\$20,166	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.
221	MBN4	Bonds	7/20/05, 8/24/06, 8/24/06, 11/8/07, 9/3/09, 9/3/09, 12/17/09, 3/21/11, 4/26/11 (respectively)	8/1/35, 8/1/35, 8/1/36, 8/1/36, 8/1/24, 8/1/39, 8/1/39, 8/1/41, 8/1/31 (respectively)	Bond Logistix or Other	Bond Arbitrage Rebate - Tax Allocation Bonds Series 2005D, 2006A, 2006B, 2007A, 2009A, 2009C, 2009E, 2011C, and 2011E	Mission Bay North	See notes	\$11,202	\$0	\$0	\$0	\$0	\$5,601	\$0	\$5,601	Generally, under the arbitrage rebate calculations must be performed at least every 5 years for bonds issued after 1986.
222	MBS1	Bonds	9/3/09, 9/3/09, 12/17/09, 3/18/11, 4/26/11 (respectively)	8/1/24, 8/1/39, 8/1/39, 8/1/41, 8/1/31 (respectively)	US Bank/ Bank of New York	Bond - Tax Allocation Bonds Series 2009A, 2009D, 2009E, 2011D, and 2011E	Mission Bay South	\$222,879,840	\$8,310,447	\$0	\$0	\$0	\$0	\$8,310,447	\$0	\$8,310,447	Payment to trustees on January 20th 2013 and June 30, 2013 pursuant to bond agreements.
223	MBS3	Bonds	9/3/09, 9/3/09, 12/17/09, 3/18/11, 4/26/11 (respectively)	8/1/24, 8/1/39, 8/1/39, 8/1/41, 8/1/31 (respectively)	US Bank/ Bank of New York	Bond Trustee Fees - Tax Allocation Bonds Series 2009A, 2009D, 2009E, 2011D, and 2011E	Mission Bay South	See notes	\$4,328	\$0	\$0	\$0	\$0	\$2,164	\$0	\$2,164	Trustee payments are ongoing annual payments for term of bonds.
224	MBS4	Bonds	9/3/09, 9/3/09, 12/17/09, 3/18/11, 4/26/11 (respectively)	8/1/24, 8/1/39, 8/1/39, 8/1/41, 8/1/31 (respectively)	SFRA, CCSF: Admin, Legal; Fiscal Consultant, Bond Counsel, Financial Advisor	Bond Administration - Tax Allocation Bonds Series 2009A, 2009D, 2009E, 2011D, and 2011E	Mission Bay South	See notes	\$37,180	\$0	\$0	\$0	\$0	\$18,590	\$0	\$18,590	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.
225	MBS5	Bonds	9/3/09, 9/3/09, 12/17/09, 3/18/11, 4/26/11 (respectively)	8/1/24, 8/1/39, 8/1/39, 8/1/41, 8/1/31 (respectively)	Bond Logistix or Other	Bond Arbitrage Refund - Tax Allocation Bonds Series 2009A, 2009D, 2009E, 2011D, and 2011E	Mission Bay South	See notes	\$10,768	\$0	\$0	\$0	\$0	\$5,384	\$0	\$5,384	Generally, under the arbitrage rebate calculations must be performed at least every 5 years for bonds issued after 1986.
226	RPSB1	Bonds	8/1/93, 3/10/98, 3/6/03, 3/6/03, 4/7/04, 6/10/04, 6/10/04, 7/20/05, 8/24/06, 11/8/07, 11/8/07, 9/3/09, 12/17/09, (respectively)	8/1/18, 8/1/25, 8/1/24, 8/1/18, 8/1/18, 8/1/21, 8/1/30, 8/1/30, 8/1/35, 8/1/36, 8/1/37, 8/1/24, 8/1/39, (respectively)	US Bank/ Bank of New York	Bond - Tax Allocation Bonds Series 1993B, 1998C, 2003A, 2003B, 2004A, 2004C, 2004D, 2005A, 2006A, 2007A, 2009A, and 2009E; South Beach Harbor 1986A Variable Rate Demand Bond	Rincon Point-South Beach	\$293,490,165	\$14,706,932	\$0	\$0	\$0	\$0	\$14,706,932	\$0	\$14,706,932	Payment to trustees on January 20th 2013 and June 30, 2013 pursuant to bond agreements.
227	RPSB2	Bonds	8/1/93, 3/10/98, 3/6/03, 3/6/03, 4/7/04, 6/10/04, 6/10/04, 7/20/05, 8/24/06, 11/8/07, 11/8/07, 9/3/09, 12/17/09, (respectively)	8/1/18, 8/1/25, 8/1/24, 8/1/18, 8/1/18, 8/1/21, 8/1/30, 8/1/30, 8/1/35, 8/1/36, 8/1/37, 8/1/24, 8/1/39, (respectively)	US Bank/ Bank of New York	Bond Trustee Fees - Tax Allocation Bonds Series 1993B, 1998C, 2003A, 2003B, 2004A, 2004C, 2004D, 2005A, 2006A, 2007A, 2007B, 2009A, and 2009E	Rincon Point-South Beach	See notes	\$7,660	\$0	\$0	\$0	\$0	\$3,830	\$0	\$3,830	Trustee payments are ongoing annual payments for term of bonds.
228	RPSB3	Bonds	8/1/93, 3/10/98, 3/6/03, 3/6/03, 4/7/04, 6/10/04, 6/10/04, 7/20/05, 8/24/06, 11/8/07, 11/8/07, 9/3/09, 12/17/09, (respectively)	8/1/18, 8/1/25, 8/1/24, 8/1/18, 8/1/18, 8/1/21, 8/1/30, 8/1/30, 8/1/35, 8/1/36, 8/1/37, 8/1/24, 8/1/39, (respectively)	SFRA, CCSF: Admin, Legal; Fiscal Consultant, Bond Counsel, Financial Advisor	Bond Administration - Tax Allocation Bonds Series 1993B, 1998C, 2003A, 2003B, 2004A, 2004C, 2004D, 2005A, 2006A, 2007A, 2007B, 2009A, and 2009E	Rincon Point-South Beach	See notes	\$65,796	\$0	\$0	\$0	\$0	\$32,898	\$0	\$32,898	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.
229	RPSB4	Bonds	8/1/93, 3/10/98, 3/6/03, 3/6/03, 4/7/04, 6/10/04, 6/10/04, 7/20/05, 8/24/06, 11/8/07, 11/8/07, 9/3/09, 12/17/09, (respectively)	8/1/18, 8/1/25, 8/1/24, 8/1/18, 8/1/18, 8/1/21, 8/1/30, 8/1/30, 8/1/35, 8/1/36, 8/1/37, 8/1/24, 8/1/39, (respectively)	Bond Logistix or Other	Arbitrage Rebate - Tax Allocation Bonds Series 1993B, 1998C, 2003A, 2003B, 2004A, 2004C, 2004D, 2005A, 2006A, 2007A, 2007B, 2009A, and 2009E	Rincon Point-South Beach	See notes	\$18,598	\$0	\$0	\$0	\$0	\$9,299	\$0	\$9,299	Generally, under the arbitrage rebate calculations must be performed at least every 5 years for bonds issued after 1986.
230	SOM1	Bonds	11/8/07, 9/3/09, 12/17/09, 3/21/10, 4/26/11 (respectively)	8/1/36, 8/1/39, 8/1/39, 8/1/41, 8/1/41 (respectively)	US Bank/ Bank of New York	Bond - Tax Allocation Bonds Series 2007A, 2009B, 2009F, 2011A, and 2011B	South of Market	\$25,588,982	\$1,896,931	\$0	\$0	\$0	\$0	\$1,896,931	\$0	\$1,896,931	Payment to trustees on January 20th 2013 and June 30, 2013 pursuant to bond agreements.
231	SOM2	Bonds	11/8/07, 9/3/09, 12/17/09, 3/21/10, 4/26/11 (respectively)	8/1/36, 8/1/39, 8/1/39, 8/1/41, 8/1/41 (respectively)	US Bank/ Bank of New York	Bond Trustee Fees - Tax Allocation Bonds Series 2007A, 2009B, 2009F, 2011A, and 2011B	South of Market	See notes	\$468	\$0	\$0	\$0	\$0	\$234	\$0	\$234	Trustee payments are ongoing annual payments for term of bonds.
232	SOM3	Bonds	11/8/07, 9/3/09, 12/17/09, 3/21/10, 4/26/11 (respectively)	8/1/36, 8/1/39, 8/1/39, 8/1/41, 8/1/41 (respectively)	SFRA, CCSF: Admin, Legal; Fiscal Consultant, Bond Counsel, Financial Advisor	Bond Trustee Administration - Tax Allocation Bonds Series 2007A, 2009B, 2009F, 2011A, and 2011B	South of Market	See notes	\$4,012	\$0	\$0	\$0	\$0	\$2,006	\$0	\$2,006	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.
233	SOM4	Bonds	11/8/07, 9/3/09, 12/17/09, 3/21/10, 4/26/11 (respectively)	8/1/36, 8/1/39, 8/1/39, 8/1/41, 8/1/41 (respectively)	Bond Logistix or Other	Bond Arbitrage Refund - Tax Allocation Bonds Series 2007A, 2009B, 2009F, 2011A, and 2011B	South of Market	See notes	\$674	\$0	\$0	\$0	\$0	\$337	\$0	\$337	Generally, under the arbitrage rebate calculations must be performed at least every 5 years for bonds issued after 1986.

Item #	Internal Row #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation as of 6/30/12	Total Due During Fiscal Year 2012-13	Funding Source						Notes		
										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total	
234	TB1	Bonds	11/8/07, 9/3/09, 9/3/09, 12/17/09, 9/28/10, 3/21/10, 4/26/11 (respectively)	8/1/36, 8/1/24, 8/1/39, 8/1/39, 8/1/40, 8/1/41, 8/1/41 (respectively)	US Bank/ Bank of New York	Bond - Tax Allocation Bonds Series 2007A, 2009A, 2009B, 2009F, 2010A, 2011A, and 2011B	Transbay	\$120,061,547	\$4,194,809	\$0	\$0	\$0	\$0	\$4,194,809	\$0	\$4,194,809	Payment to trustees on January 20th 2013 and June 30, 2013 pursuant to bond agreements.	
235	TB2	Bonds	11/8/07, 9/3/09, 9/3/09, 12/17/09, 9/28/10, 3/21/10, 4/26/11 (respectively)	8/1/36, 8/1/24, 8/1/39, 8/1/39, 8/1/40, 8/1/41, 8/1/41 (respectively)	US Bank/ Bank of New York	Bond Trustee Fees - Tax Allocation Bonds Series 2007A, 2009A, 2009B, 2009F, 2010A, 2011A, and 2011B	Transbay	See notes	\$2,184	\$0	\$0	\$0	\$0	\$1,092	\$0	\$1,092	Trustee payments are ongoing annual payments for term of bonds.	
236	TB3	Bonds	11/8/07, 9/3/09, 9/3/09, 12/17/09, 9/28/10, 3/21/10, 4/26/11 (respectively)	8/1/36, 8/1/24, 8/1/39, 8/1/39, 8/1/40, 8/1/41, 8/1/41 (respectively)	SFRA, CCSF: Admin, Legal; Fiscal Consultant, Bond Counsel, Financial Advisor	Bond Administration - Tax Allocation Bonds Series 2007A, 2009A, 2009B, 2009F, 2010A, 2011A, and 2011B	Transbay	See notes	\$18,766	\$0	\$0	\$0	\$0	\$9,383	\$0	\$9,383	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.	
237	TB4	Bonds	11/8/07, 9/3/09, 9/3/09, 12/17/09, 9/28/10, 3/21/10, 4/26/11 (respectively)	8/1/36, 8/1/24, 8/1/39, 8/1/39, 8/1/40, 8/1/41, 8/1/41 (respectively)	Bond Logistix or Other	Bond Arbitrage Refund - Tax Allocation Bonds Series 2007A, 2009A, 2009B, 2009F, 2010A, 2011A, and 2011B	Transbay	See notes	\$1,792	\$0	\$0	\$0	\$0	\$896	\$0	\$896	Generally, under the arbitrage rebate calculations must be performed at least every 5 years for bonds issued after 1986.	
238	WA1	Bonds	8/1/39, 3/10/98, 7/1/98, 3/6/03, 3/6/03, 4/7/04, 6/10/04, 7/20/05, 7/20/05, 7/21/05, 11/8/07, 9/3/09, 12/17/09, 9/28/10, 3/21/10 (respectively)	8/1/18, 8/1/25, 8/1/24, 8/1/24, 8/1/18, 8/1/18, 8/1/30, 8/1/30, 8/1/25, 8/1/15, 8/1/37, 8/1/24, 8/1/39, 8/1/40, 8/1/41 (respectively)	US Bank/ Bank of New York	Bond - Tax Allocation Bonds Series 1993B, 1998C, 1998D, 2003A, 2003B, 2004A, 2004D, 2005A, 2005B, 2009A, 2009E, 2010A, and 2011A	Western Addition A-2	\$186,514,468	\$11,923,928	\$0	\$0	\$0	\$0	\$11,923,928	\$0	\$11,923,928	Payment to trustees on January 20th 2013 and June 30, 2013 pursuant to bond agreements.	
239	WA2	Bonds	8/1/39, 3/10/98, 7/1/98, 3/6/03, 3/6/03, 4/7/04, 6/10/04, 7/20/05, 7/20/05, 7/21/05, 11/8/07, 9/3/09, 12/17/09, 9/28/10, 3/21/10 (respectively)	8/1/18, 8/1/25, 8/1/24, 8/1/24, 8/1/18, 8/1/18, 8/1/30, 8/1/30, 8/1/25, 8/1/15, 8/1/37, 8/1/24, 8/1/39, 8/1/40, 8/1/41 (respectively)	US Bank/ Bank of New York	Bond Trustee Fees - Tax Allocation Bonds Series 1993B, 1998C, 1998D, 2003A, 2003B, 2004A, 2004D, 2005A, 2005B, 2005C, 2007B, 2009A, 2009E, 2010A, and 2011A	Western Addition A-2	See notes	\$6,210	\$0	\$0	\$0	\$0	\$3,105	\$0	\$3,105	Trustee payments are ongoing annual payments for term of bonds.	
240	WA3	Bonds	8/1/39, 3/10/98, 7/1/98, 3/6/03, 3/6/03, 4/7/04, 6/10/04, 7/20/05, 7/20/05, 7/21/05, 11/8/07, 9/3/09, 12/17/09, 9/28/10, 3/21/10 (respectively)	8/1/18, 8/1/25, 8/1/24, 8/1/24, 8/1/18, 8/1/18, 8/1/30, 8/1/30, 8/1/25, 8/1/15, 8/1/37, 8/1/24, 8/1/39, 8/1/40, 8/1/41 (respectively)	SFRA, CCSF: Admin, Legal; Fiscal Consultant, Bond Counsel, Financial Advisor	Bond Administration Fees - Tax Allocation Bonds Series 1993B, 1998C, 1998D, 2003A, 2003B, 2004A, 2004D, 2005A, 2005B, 2005C, 2007B, 2009A, 2009E, 2010A, and 2011A	Western Addition A-2	See notes	\$53,346	\$0	\$0	\$0	\$0	\$26,673	\$0	\$26,673	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.	
241	WA4	Bonds	8/1/39, 3/10/98, 7/1/98, 3/6/03, 3/6/03, 4/7/04, 6/10/04, 7/20/05, 7/20/05, 7/21/05, 11/8/07, 9/3/09, 12/17/09, 9/28/10, 3/21/10 (respectively)	8/1/18, 8/1/25, 8/1/24, 8/1/24, 8/1/18, 8/1/18, 8/1/30, 8/1/30, 8/1/25, 8/1/15, 8/1/37, 8/1/24, 8/1/39, 8/1/40, 8/1/41 (respectively)	Bond Logistix or Other	Bond Arbitrage Rebate - Tax Allocation Bonds Series 1993B, 1998C, 1998D, 2003A, 2003B, 2004A, 2004D, 2005A, 2005B, 2005C, 2007B, 2009A, 2009E, 2010A, and 2011A	Western Addition A-2	See notes	\$524	\$0	\$0	\$0	\$0	\$262	\$0	\$262	Generally, under the arbitrage rebate calculations must be performed at least every 5 years for bonds issued after 1986.	
242	YB1	Bonds	8/1/39, 3/10/98, 7/1/98, 3/6/03, 3/6/03, 4/7/04, 6/10/04, 7/21/05, 8/24/06, 11/8/07, 11/8/07, 9/3/09, 9/3/09, 12/17/09 (respectively)	8/1/18, 8/1/25, 8/1/24, 8/1/18, 8/1/18, 8/1/18, 8/1/30, 8/1/15, 8/1/35, 8/1/36, 8/1/37, 8/1/24, 8/1/39, 8/1/39 (respectively)	US Bank/ Bank of New York	Bond - Tax Allocation Bonds Series 1993B, 1998C, 1998D, 2003B, 2003C, 2004A, 2004D, 2005C, 2006A, 2007A, 2007B, 2009A, 2009B, and 2009E	Yerba Buena	\$260,667,279	\$26,792,208	\$0	\$0	\$0	\$0	\$26,792,208	\$0	\$26,792,208	Payment to trustees on January 20th 2013 and June 30, 2013 pursuant to bond agreements.	
243	YB2	Bonds	8/1/39, 3/10/98, 7/1/98, 3/6/03, 3/6/03, 4/7/04, 6/10/04, 7/21/05, 8/24/06, 11/8/07, 11/8/07, 9/3/09, 9/3/09, 12/17/09 (respectively)	8/1/18, 8/1/25, 8/1/24, 8/1/18, 8/1/18, 8/1/18, 8/1/30, 8/1/15, 8/1/35, 8/1/36, 8/1/37, 8/1/24, 8/1/39, 8/1/39 (respectively)	US Bank/ Bank of New York	Bond Trustee Fees - Tax Allocation Bonds Series 1993B, 1998C, 1998D, 2003B, 2003C, 2004A, 2004D, 2005C, 2006A, 2007A, 2007B, 2009A, 2009B, and 2009E	Yerba Buena	See notes	\$13,816	\$0	\$0	\$0	\$0	\$6,908	\$0	\$6,908	Trustee payments are ongoing annual payments for term of bonds.	
244	YB3	Bonds	8/1/39, 3/10/98, 7/1/98, 3/6/03, 3/6/03, 4/7/04, 6/10/04, 7/21/05, 8/24/06, 11/8/07, 11/8/07, 9/3/09, 9/3/09, 12/17/09 (respectively)	8/1/18, 8/1/25, 8/1/24, 8/1/18, 8/1/18, 8/1/18, 8/1/30, 8/1/15, 8/1/35, 8/1/36, 8/1/37, 8/1/24, 8/1/39, 8/1/39 (respectively)	SFRA, CCSF: Admin, Legal; Fiscal Consultant, Bond Counsel, Financial Advisor	Bond Administration - Tax Allocation Bonds Series 1993B, 1998C, 1998D, 2003B, 2003C, 2004A, 2004D, 2005C, 2006A, 2007A, 2007B, 2009A, 2009B, and 2009E	Yerba Buena	See notes	\$118,686	\$0	\$0	\$0	\$0	\$59,343	\$0	\$59,343	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.	
245	YB4	Bonds	8/1/39, 3/10/98, 7/1/98, 3/6/03, 3/6/03, 4/7/04, 6/10/04, 7/21/05, 8/24/06, 11/8/07, 11/8/07, 9/3/09, 9/3/09, 12/17/09 (respectively)	8/1/18, 8/1/25, 8/1/24, 8/1/18, 8/1/18, 8/1/18, 8/1/30, 8/1/15, 8/1/35, 8/1/36, 8/1/37, 8/1/24, 8/1/39, 8/1/39 (respectively)	Bond Logistix or Other	Bond Arbitrage Rebate - Tax Allocation Bonds Series 1993B, 1998C, 1998D, 2003B, 2003C, 2004A, 2004D, 2005C, 2006A, 2007A, 2007B, 2009A, 2009B, and 2009E	Yerba Buena	See notes	\$4,386	\$0	\$0	\$0	\$0	\$2,193	\$0	\$2,193	Generally, under the arbitrage rebate calculations must be performed at least every 5 years for bonds issued after 1986.	
<b>RINCON POINT - SOUTH BEACH OBLIGATIONS</b>																		
246	RP 1	Parcel J Port Lease	9/24/1987	9/25/50	CCSF - Port Commission	Site of Delancey Street housing/commercial project	RPSB	See notes	\$52,377	\$0	\$0	\$0	\$0	\$0	\$0	\$52,377	\$52,377	This lease may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco. The funding source for lease payments is non-tax increment revenues from the associated sublease.
247	RP 2	Parcel K Port Lease	5/9/1991	9/25/50	CCSF - Port Commission	Site of Steamboat Point Apartments	RPSB	See notes	\$49,541	\$0	\$0	\$0	\$0	\$0	\$0	\$49,541	\$49,541	This lease may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco. The funding source for lease payments is non-tax increment revenues from the associated sublease.

Item #	Internal Row #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation as of 6/30/12	Total Due During Fiscal Year 2012-13	Funding Source						Notes	
										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total
248	RP 3	Parcel N1-A Port Lease	11/14/1986	9/25/50	CCSF - Port Commission	Pier 40 open space	RPSB	See notes	\$25,337	\$0	\$0	\$0	\$0	\$0	\$25,337	\$25,337	This lease may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco. The funding source for lease payments is non-tax increment revenues from the associated sublease.
249	RP 4	Parcel N1-B	6/30/1990	9/25/50	CCSF - Port Commission	Pier 40 Shed/Warehouse Bldg	RPSB	See notes	\$136,283	\$0	\$0	\$0	\$0	\$0	\$136,283	\$136,283	This lease may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco. The funding source for lease payments is non-tax increment revenues from the associated sublease.
250	RP 5	Parcel N-2 Port Lease	12/7/1984	9/25/50	CCSF - Port Commission	Lease for South Beach Harbor and Pier 40 open space	RPSB	See notes	\$98,959	\$0	\$0	\$0	\$0	\$0	\$98,959	\$98,959	This lease may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco. The funding source for lease payments is non-tax increment revenues from the associated sublease.
251	RP 6	Parcels M-3, M-4A, & S-1D Port Lease	2/15/1995	9/25/50	CCSF - Port Commission	Portion of South Beach Harbor parking lot & truck turnaround by ballpark	RPSB	See notes	\$103,252	\$0	\$0	\$0	\$0	\$0	\$103,252	\$103,252	This lease may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco. The funding source for lease payments is non-tax increment revenues from the associated sublease.
252	RP 9	Rincon Park	2/6/2003	6/30/13	CCSF	Maintenance and Management Agreement with Port for Landscape Maintenance for Rincon Park	RPSB	See notes	\$200,000	\$0	\$0	\$0	\$0	\$0	\$200,000	\$200,000	The Agency has a three-year contract with the Port for this site, which expires on June 30, 2013, for Port staff to provide maintenance and security for Rincon Park (total cost about \$200,000 a year). This agreement was amended three times by the Redevelopment Agency Commission to extend the term. This lease may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
253	RP 10	Sublease Agreement with Carmen and Benito Solis, dba Carmen's Restaurant	4/17/2010	4/6/13	See notes	Agreement allows the Solis' to sublease about 1600 square feet of space on Pier 38/40, which is owned by the Port of San Francisco	RPSB	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	This sublease 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 manage and close-out. The sublease includes one two-year extension at the discretion of the Successor Agency Executive Director. Work includes lease management, possible bankruptcy/litigation work, landlord responsibilities, and property management.
254	SBH 1	Various		2034	State of California	Loan - South Beach Harbor California Department of Boating and Waterways Loans	RPSB	See notes	\$535,955	\$0	\$0	\$0	\$0	\$0	\$0	\$0	PLACEHOLDER FOR FUTURE ROPS: \$535,955/yr through 2034. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
255	SBH 2	South Beach Harbor	See notes	See notes	A TopNotch Security Services, Inc., and various vendors	Security patrol and guard services	RPSB	See notes	\$120,000	\$0	\$0	\$0	\$0	\$0	\$60,000	\$60,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco. If the obligations remains in place, an RFP will be done to select a new vendor.
256	SBH 3	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Alliant Insurance Services and various vendors	Community room use insurance	RPSB	See notes	\$9,000	\$0	\$0	\$0	\$0	\$0	\$4,500	\$4,500	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
257	SBH 4	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	American Soil and various vendors	Landscaping products and supplies	RPSB	See notes	\$2,000	\$0	\$0	\$0	\$0	\$0	\$1,000	\$1,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
258	SBH 5	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Aqua Prix	Drinking water	RPSB	See notes	\$6,200	\$0	\$0	\$0	\$0	\$0	\$3,100	\$3,100	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
259	SBH 6	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	AT&T Mobility and various vendors	Cellular phones	RPSB	See notes	\$1,080	\$0	\$0	\$0	\$0	\$0	\$540	\$540	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
260	SBH 7	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Bay Alarm	Firm alarm monitoring	RPSB	See notes	\$5,000	\$0	\$0	\$0	\$0	\$0	\$2,500	\$2,500	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
261	SBH 8	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Bay City Mechanical and various vendors	HVAC bi-annual service & repairs	RPSB	See notes	\$10,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$5,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
262	SBH 9	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Best Plumbing and various vendors	Plumbing service	RPSB	See notes	\$12,000	\$0	\$0	\$0	\$0	\$0	\$6,000	\$6,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
263	SBH 10	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Cal Steam and various vendors	Plumbing supplies	RPSB	See notes	\$4,000	\$0	\$0	\$0	\$0	\$0	\$2,000	\$2,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
264	SBH 11	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	California Department of Toxic Substance, CCSF/DPH and various vendors	HAZMAT permit	RPSB	See notes	\$1,000	\$0	\$0	\$0	\$0	\$0	\$500	\$500	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.

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										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total
265	SBH 12	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	CalNet and various vendors	Telephone service	RPSB	See notes	\$11,000	\$0	\$0	\$0	\$0	\$0	\$5,500	\$5,500	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
266	SBH 13	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Capitol Electric and various vendors	Electrical service provider	RPSB	See notes	\$126,000	\$0	\$0	\$0	\$0	\$0	\$63,000	\$63,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
267	SBH 14	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Center Hardware and various vendors	Parts and supplies for maintenance	RPSB	See notes	\$9,000	\$0	\$0	\$0	\$0	\$0	\$4,500	\$4,500	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
268	SBH 15	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Bellingham Marine and various vendors	Dock leveling and repairs	RPSB	See notes	\$38,000	\$0	\$0	\$0	\$0	\$0	\$19,000	\$19,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
269	SBH 16	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Dutra Construction and various vendors	Major dock, baffle wall, breakwater construction and repair	RPSB	See notes	\$106,000	\$0	\$0	\$0	\$0	\$0	\$53,000	\$53,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
270	SBH 17	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Perfection Sweeping and various vendors	Pier 40 and parking lot sweeping	RPSB	See notes	\$3,600	\$0	\$0	\$0	\$0	\$0	\$1,800	\$1,800	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
271	SBH 18	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	PWS Laundry and various vendors	Laundry equipment repair; additional equipment	RPSB	See notes	\$4,500	\$0	\$0	\$0	\$0	\$0	\$2,250	\$2,250	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
272	SBH 19	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Vortex Engineering and various vendors	B,C & G end tie repair	RPSB	See notes	\$180,000	\$0	\$0	\$0	\$0	\$0	\$90,000	\$90,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
273	SBH 20	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Cheyenne Products and various vendors	Marine supply company	RPSB	See notes	\$8,000	\$0	\$0	\$0	\$0	\$0	\$4,000	\$4,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
274	SBH 21	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Day Wireless and various vendors	Two-way radios	RPSB	See notes	\$4,000	\$0	\$0	\$0	\$0	\$0	\$2,000	\$2,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
275	SBH 22	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Dept. of Industrial Relations/Occupational Safety	Elevator permit	RPSB	See notes	\$1,000	\$0	\$0	\$0	\$0	\$0	\$500	\$500	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
276	SBH 23	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Direct Mail	Invoice and newsletter envelope stuffing and other	RPSB	See notes	\$6,000	\$0	\$0	\$0	\$0	\$0	\$3,000	\$3,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
277	SBH 24	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Earthlink	Website support services	RPSB	See notes	\$700	\$0	\$0	\$0	\$0	\$0	\$350	\$350	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
278	SBH 25	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	EMP Industries	Pump-out parts, supplies and replacement	RPSB	See notes	\$60,000	\$0	\$0	\$0	\$0	\$0	\$30,000.00	\$30,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
279	SBH 26	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Evergreen Oil Inc. and various vendors	Receives used oil, filters, booms, pads and other hazardous material	RPSB	See notes	\$4,000	\$0	\$0	\$0	\$0	\$0	\$2,000	\$2,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
280	SBH 27	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Henderson Marine Supply and various vendors	Marine supply company	RPSB	See notes	\$20,000	\$0	\$0	\$0	\$0	\$0	\$10,000	\$10,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
281	SBH 28	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Hetch Hetchy Water and Electricity	Electricity	RPSB	See notes	\$240,000	\$0	\$0	\$0	\$0	\$0	\$120,000	\$120,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
282	SBH 29	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Independent Electrical Supplies and various vendors	Electrical supplies	RPSB	See notes	\$10,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$5,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.

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										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total
283	SBH 30	South Beach Harbor	See notes	See notes	Industrial Maintenance Engineers (IME) and various vendors	Janitorial services	RPSB	See notes	\$90,000	\$0	\$0	\$0	\$0	\$0	\$45,000	\$45,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco. If the obligations remains in place, an RFP will be done to select a new vendor.
284	SBH 31	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Lab Safety Supply and various vendors	Safety supplies and cleaning equipment	RPSB	See notes	\$3,000	\$0	\$0	\$0	\$0	\$0	\$1,500	\$1,500	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
285	SBH 32	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Latitude 38° and various vendors	Advertising	RPSB	See notes	\$17,600	\$0	\$0	\$0	\$0	\$0	\$8,800	\$8,800	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
286	SBH 33	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Mainline Security and various vendors	Lock and key service providers	RPSB	See notes	\$4,500	\$0	\$0	\$0	\$0	\$0	\$2,250	\$2,250	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
287	SBH 34	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Marine Lien Sale Service	Process liens and conduct lien sales	RPSB	See notes	\$4,800	\$0	\$0	\$0	\$0	\$0	\$2,400	\$2,400	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
288	SBH 35	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Nautical Software Solutions and various vendors	Marina program technical support	RPSB	See notes	\$4,500	\$0	\$0	\$0	\$0	\$0	\$2,250	\$2,250	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
289	SBH 36	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Park Presidio Marine and various vendors	Boat and motor supplies and repair	RPSB	See notes	\$3,900	\$0	\$0	\$0	\$0	\$0	\$1,950	\$1,950	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
290	SBH 37	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Peachtree Business Forms and various vendors	Pre-printed forms such as parking passes and tickets	RPSB	See notes	\$12,000	\$0	\$0	\$0	\$0	\$0	\$6,000	\$6,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
291	SBH 38	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	PG&E	Gas service	RPSB	See notes	\$12,000	\$0	\$0	\$0	\$0	\$0	\$6,000	\$6,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
292	SBH 39	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Port Supply and various vendors	Marine parts, equipment and supplies	RPSB	See notes	\$3,000	\$0	\$0	\$0	\$0	\$0	\$1,500	\$1,500	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
293	SBH 40	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Precise Printing and various vendors	Letterhead stationery items	RPSB	See notes	\$20,000	\$0	\$0	\$0	\$0	\$0	\$10,000	\$10,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
294	SBH 41	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Pump Repair Service Co., Inc. and various vendors	Pump supplies and repair	RPSB	See notes	\$6,000	\$0	\$0	\$0	\$0	\$0	\$3,000	\$3,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
295	SBH 42	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Recology Golden Gate and various vendors	Garbage service	RPSB	See notes	\$150,000	\$0	\$0	\$0	\$0	\$0	\$75,000	\$75,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
296	SBH 43	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	San Francisco Landmark Signs, Inc. and various vendors	Signage	RPSB	See notes	\$12,400	\$0	\$0	\$0	\$0	\$0	\$6,200	\$6,200	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
297	SBH 44	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Santora Sales and various vendors	Janitorial equipment and supplies	RPSB	See notes	\$26,000	\$0	\$0	\$0	\$0	\$0	\$13,000	\$13,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
298	SBH 45	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	CCSF/ PUC	Water service	RPSB	See notes	\$75,000	\$0	\$0	\$0	\$0	\$0	\$37,500	\$37,500	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
299	SBH 46	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Staples Advantage and various vendors	Office supplies	RPSB	See notes	\$10,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$5,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
300	SBH 47	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Terminix	Pest control	RPSB	See notes	\$3,600	\$0	\$0	\$0	\$0	\$0	\$1,800	\$1,800	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.

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301	SBH 48	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	The Tide Book Company and various vendors	Advertising	RPSB	See notes	\$10,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$5,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
302	SBH 49	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Trionics and various vendors	Marine equipment supplies/dock boxes	RPSB	See notes	\$70,800	\$0	\$0	\$0	\$0	\$0	\$35,400	\$35,400	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
303	SBH 50	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	ThyssenKrupp Elevator Corp.	Elevator maintenance, testing and repair	RPSB	See notes	\$9,000	\$0	\$0	\$0	\$0	\$0	\$4,500	\$4,500	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
304	SBH 51	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	U Save Equipment Rental and various vendors	Equipment rental	RPSB	See notes	\$7,500	\$0	\$0	\$0	\$0	\$0	\$3,750	\$3,750	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
305	SBH 52	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Carousel Industries	Telephone equipment maintenance	RPSB	See notes	\$3,000	\$0	\$0	\$0	\$0	\$0	\$1,500	\$1,500	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
306	SBH 53	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	United Site Services and various vendors	Port-a-Poty rental and services	RPSB	See notes	\$6,800	\$0	\$0	\$0	\$0	\$0	\$3,400	\$3,400	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
307	SBH 54	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Valencia Cyclery and various vendors	Bicycle parts and repairs	RPSB	See notes	\$2,700	\$0	\$0	\$0	\$0	\$0	\$1,350	\$1,350	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
308	SBH 55	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Valley Crest Landscape Maintenance and various vendors	Landscape maintenance and supplies	RPSB	See notes	\$45,000	\$0	\$0	\$0	\$0	\$0	\$22,500	\$22,500	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
309	SBH 56	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Xerox and various vendors	Copy/scan equipment	RPSB	See notes	\$6,600	\$0	\$0	\$0	\$0	\$0	\$3,300	\$3,300	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
310	SBH 57	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Bradley Air-conditioning and various vendors	Air conditioning	RPSB	See notes	\$15,000	\$0	\$0	\$0	\$0	\$0	\$7,500	\$7,500	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
311	SBH 58	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Neopost and various vendors	Folding machine maintenance	RPSB	See notes	\$1,480	\$0	\$0	\$0	\$0	\$0	\$740	\$740	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
312	SBH 59	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	CCSF/ City Attorney's Office	Legal Services	RPSB	See notes	\$10,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$5,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
313	SBH 60	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Harbormaster and Port Captains Association	Trade Association membership	RPSB	See notes	\$600	\$0	\$0	\$0	\$0	\$0	\$300	\$300	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
314	SBH 61	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Jaron Logo and various vendors	SBH logo merchandise	RPSB	See notes	\$10,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$5,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
315	SBH 62	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Marina Recreation Association	Trade Association membership and educational conference	RPSB	See notes	\$1,600	\$0	\$0	\$0	\$0	\$0	\$800	\$800	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
316	SBH 63	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	SBH employees	Travel and various expenses	RPSB	See notes	\$4,000	\$0	\$0	\$0	\$0	\$0	\$2,000	\$2,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
317	SBH 64	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	SF Ice and various vendors	Ice to sell to customers	RPSB	See notes	\$10,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$5,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
318	SBH 65	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Tempositions and various temporary placement agencies	Temporary staffing for SBH	RPSB	See notes	\$29,200	\$0	\$0	\$0	\$0	\$0	\$14,600	\$14,600	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
319	SBH 66	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Wear Guard/ Aramark and various vendors	Uniform shirts, jackets, etc.	RPSB	See notes	\$2,000	\$0	\$0	\$0	\$0	\$0	\$1,000	\$1,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.

Item #	Internal Row #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation as of 6/30/12	Total Due During Fiscal Year 2012-13	Funding Source						Notes	
										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total
320	SBH 67	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	ALX Technologies and various vendors	Electronic locks, keys and other security equipment	RPSB	See notes	\$10,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$5,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
321	SBH 68	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Battery Navigation Systems and various vendors	Nautical lights, batteries and other nautical equipment	RPSB	See notes	\$3,000	\$0	\$0	\$0	\$0	\$0	\$1,500	\$1,500	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
322	SBH 69	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Harrison & Bonini and various vendors	Miscellaneous various dock parts, supplies & equipment	RPSB	See notes	\$3,800	\$0	\$0	\$0	\$0	\$0	\$1,900	\$1,900	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
323	SBH 70	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	International Fire and various vendors	Fire extinguisher and hose testing, replacements and repairs	RPSB	See notes	\$28,000	\$0	\$0	\$0	\$0	\$0	\$14,000	\$14,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
324	SBH 71	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Master Car Care and various vendors	City truck maintenance and repair	RPSB	See notes	\$1,500	\$0	\$0	\$0	\$0	\$0	\$750	\$750	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
325	SBH 72	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Parker Diving and various vendors	Vessel Salvage	RPSB	See notes	\$10,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$5,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
326	SBH 73	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Sunset Scavengers and various vendors	Dumpster Rental	RPSB	See notes	\$2,500	\$0	\$0	\$0	\$0	\$0	\$1,250	\$1,250	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
327	SBH 74	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Utility Vault and various vendors	Dock Equipment and supplies	RPSB	See notes	\$10,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$5,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
328	SBH 75	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	White Cap and various vendors	Dock repairs	RPSB	See notes	\$5,000	\$0	\$0	\$0	\$0	\$0	\$2,500	\$2,500	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
329	SBH 76	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	CCSF/Dept of Public Works and various departments	Gangway repair/Pier 40	RPSB	See notes	\$160,000	\$0	\$0	\$0	\$0	\$0	\$80,000	\$80,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
330	SBH 77	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Grainger and various vendors	Parts and supplies for maintenance	RPSB	See notes	\$4,000	\$0	\$0	\$0	\$0	\$0	\$2,000	\$2,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
331	SBH 78	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	R & S Erections and various vendors	Parts, supplies, maintenance and repair for roll-up doors and other steal, metal needs.	RPSB	See notes	\$10,000	\$0	\$0	\$0	\$0	\$0	\$5,000	\$5,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
332	SBH 79	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Optimum Graphics and various vendors	Printer, paper product supplies and services	RPSB	See notes	\$5,000	\$0	\$0	\$0	\$0	\$0	\$2,500	\$2,500	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
333	SBH 80	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	American Specialities and various vendors	Replaces Detex - guard reader equipment and software	RPSB	See notes	\$4,000	\$0	\$0	\$0	\$0	\$0	\$2,000	\$2,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
334	SBH 81	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Bolander & Sons and various vendors	Flags	RPSB	See notes	\$1,000	\$0	\$0	\$0	\$0	\$0	\$500	\$500	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
335	SBH 82	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Channel Lumger and various vendors	Material for walers, coverboard and other wood structural materials.	RPSB	See notes	\$2,000	\$0	\$0	\$0	\$0	\$0	\$1,000	\$1,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
336	SBH 83	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Impact Absorbents and various vendors	Booms, pads, socks and other enfronmental protection materials	RPSB	See notes	\$2,000	\$0	\$0	\$0	\$0	\$0	\$1,000	\$1,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
337	SBH 84	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Mathiessen Electric and various vendors	Marine electrical expert particularly stray current.	RPSB	See notes	\$1,000	\$0	\$0	\$0	\$0	\$0	\$500	\$500	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
338	SBH 85	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Moss Rubber and various vendors	Specialty hoses, rub rail and other rubber and plasic materials require in marine maintenance.	RPSB	See notes	\$2,000	\$0	\$0	\$0	\$0	\$0	\$1,000	\$1,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.

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										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total
339	SBH 86	South Beach Harbor	As needed based on usage month to month	As needed based on usage month to month	Recreational Publications (MPC) and various vendors	Annual Boaters Guide and other advertising sources.	RPSB	See notes	\$4,000	\$0	\$0	\$0	\$0	\$0	\$2,000	\$2,000	Costs associated with ongoing operation of South Beach Harbor. Source of funds is SBH revenues. This obligation may or may not remain in place pending further negotiations between the Successor Agency and the Port of San Francisco.
340	SBH87	Bonds	12/17/86	12/1/16	US Bank	Variable Rate Demand Refunding Bonds Series 1986A	South Beach Harbor	\$6,199,250	\$1,378,825	\$0	\$0	\$0	\$0	\$0	\$600,000	\$600,000	Payment of debt service to Trustee on 1/28/2013. Previously Bonds-SBH1.
341	SBH88	Bonds	12/17/86	12/1/16	US Bank	Trustee, Remarketing Agent, Legal Fees Variable Rate Demand Refunding Bonds Series 1986A	South Beach Harbor	\$10,000	\$2,000	\$0	\$0	\$0	\$0	\$0	\$2,000	\$2,000	Additional costs may arise under this obligation. Trustee payments are ongoing annual payments for term of bonds. Previously Bonds-SBH2.
342	SBH89	Bonds	12/17/86	12/1/16	SFRA, CCSF: Admin, Legal; Fiscal Consultant, Bond Counsel, Financial Advisor	Bond Administration - Variable Rate Demand Refunding Bonds Series 1986A	South Beach Harbor	See notes	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	<b>PLACEHOLDER FOR FUTURE ROPS:</b> 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.

**RETIRED OBLIGATIONS (FROM ROPS I - January to June 2012)**

ADM 18	Agency Admin Operations	See notes	n/a	Green Genes	Office Plants	ADM	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Plant service was canceled 2/1/12.
ADM 21	Agency Admin Operations	See notes	6/30/12	KPOD	Commission Meetings radio transmission	ADM	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Contract has expired.
ADM 22	Agency Admin Operations	See notes	11/1/11	Mail Finance & possible new contractor	Postage Meter Lease	ADM	See notes	See notes									RETIRED OBLIGATION: Contract has expired.
ADM 23	Agency Admin Operations	See notes	n/a	McCoy's Security (& possibly new contractor)	Security Services for Commission and other public meetings	ADM	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Services no longer needed.
ADM 33	Agency Admin Operations	See notes	n/a	Xerox Corporation	Copier - Central Records	ADM	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Copy machine cancelled.
FIN 3	Agency Admin Operations	See notes	n/a	Kreuzberg Associates, LLC	Accounting - support	ADM	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Costs included in HR 2.
FIN 4	Agency Admin Operations	See notes	n/a	Macias & Gini	Audit	ADM	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Costs to be paid by CCSF.
FIN 7	Agency Admin Operations	See notes	n/a	SYMPRO	Investment system maintenance	ADM	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Services no longer needed.
FIN 8	Agency Admin Operations	See notes	n/a	CCSF- Controller	Benefits Management System	ADM	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Services no longer needed.
HR 1	Agency Admin Operations	See notes	see notes	Employees & related Fringe Benefit payees (Larry Winsten, Vision Service Plan, CalPERS, Local 21, Local 1021, Reliance, Aflac, Infinisource, SFRA, CCSF Health Services, State of California, San Francisco )	Staffing Costs associated with Successor Agency Obligations - Jan - June 2012	ADM	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Costs associated with prior ROPS period.
HR 7	Agency Admin Operations	See notes	1/31/12	CCSF/ Others	Commissioners dues/ related expenses/ medical premium	ADM	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Benefits no longer provided.
HR 10	Agency Admin Operations	See notes	see notes	Federal and state government	Payroll taxes (includes required payments made under the MOUs with Local 21 and Local 1021)	ADM	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Payroll taxes include in Line HR 2.
HR 14	Agency Admin Operations	See notes	see notes	CCSF	Temporary staffing to cover vacant positions	ADM	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Included in HR 2.
LGL 2	Agency Admin Operations	See notes	see notes	CCSF, Renee Sloan Holtzman Sakai, Various	Consulting, Legal & investigation for HR	ADM	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Included in LGL 1.
RE 1	Subscription to Costar	See notes	5/31/12	Costar Group	Subscriptions to Internet-based software for sold and listed commercial property data	ADM	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Services no longer needed.
RE 3	Property Management Maintenance	See notes	n/a	Home Depot/CCSF Contract	Maintenance Supplies	ADM	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Services no longer needed.
RE 5	Subscription to Real Quest	See notes	5/31/12	Real Quest, a subsidiary of Core Logic	Subscriptions to Internet-based software for data on sold and listed commercial property data	ADM	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Services covered in IT 1.
RE 6	Agency Admin Operations	See notes	n/a	W & W Auto	Vehicle maintenance, repairs, tires	ADM	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Services covered in ADM 9.
BVHP 1	Letter Agreement	See notes	6/1/12	CCSF/OEWD	Letter agreement with OEWD to provide fiscal agent services for the BAYCAT BMA	BVHP	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Contract expired.
BVHP 4	Bayview Hunter Point Project Area historic context statement and building-by-building survey.	See notes	6/30/12	Kelley and VerPlanck	PSC for historic context statement and building by building survey for the Bayview Hunters Point Area	BVHP	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Contract expired.
BVHP 7	Loan Agreement	See notes	4/3/15	SFHDC	Loan agreement with SFHDC for the development of 4800 Third Street	BVHP	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Loan payments disbursed in full.
HPSY 9	Consulting Contract	See notes	1/31/13	Northern California Community Loan Fund ( Phase 1)	New market tax credit and economic advisory services	HPSY	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Contract expired.
HPSY 7	Personal Services Contract	See notes	9/15/10	Renaissance Entrepreneurship Center	Fiscal Agent Fee	HPSY	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Contract expired.
JRI 1	Personal Services Contract with Girls 2000 dba Hunters Point Family	See notes	6/30/12	Girls 2000 dba Hunters Point Family	SFRA Job Readiness Initiative - Southeast	Multiple (BVHP & HPSY)	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Contract expired.
JRI 2	Personal Services Contract with Young Community Developers	See notes	6/30/12	Young Community Developers	SFRA Job Readiness Initiative - Southeast	Multiple (BVHP & HPSY)	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Contract expired.
JRI 3	Personal Services Contract with Goodwill Industries	See notes	6/30/12	Goodwill Industries	SFRA Job Readiness Initiative - Southeast	Multiple (BVHP, Mission Bay & Transbay)	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Contract expired.
JRI 4	Personal Services Contract with San Francisco Conservation Corps	See notes	6/30/12	San Francisco Conservation Corps	SFRA Job Readiness Initiative - Southeast	Multiple (BVHP, Mission Bay & Transbay)	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Contract expired.
JRI 5	Personal Services Contract with Positive Resource Center	See notes	6/30/12	Positive Resource Center	SFRA Job Readiness Initiative - Northeast	Multiple (Mission Bay & SOMA)	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Contract expired.
JRI 6	Personal Services Contract with Asian Neighborhood Design	See notes	6/30/12	Asian Neighborhood Design	SFRA Job Readiness Initiative - Southeast (separate from Asian Neighborhood Design JRI Northeast contract)	Multiple (Mission Bay & Transbay)	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Contract expired.
JRI 7	Personal Services Contract with Asian Neighborhood Design	See notes	6/30/12	Asian Neighborhood Design	SFRA Job Readiness Initiative - Northeast (separate from Asian Neighborhood Design JRI Southeast contract)	Multiple (Mission Bay, SOMA, & Transbay)	See notes	See notes									RETIRED OBLIGATION (from ROPS I): Contract expired.

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										LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other		Jan - Jun 2013 Six-Month Total
	MB 8	DTSC #2 Grant for Park P10	See notes	2/4/12	FOCIL MB-LLC	Agreement to use State DTSC grant monies processed through OEWD to reimburse FOCIL for construction of Park P10 and associated infrastructure	Mission Bay South	See notes	See notes								RETIRED OBLIGATION (from ROPS I): Grant completed and paid out in full as of 1/12.
	MB 9	Long Bridge CDBG Grant	See notes	12/31/11	FOCIL MB-LLC	CDBG Grant through MOH for Long Bridge infrastructure - grant funding received from MOH to pay FOCIL	Mission Bay South	See notes	See notes								RETIRED OBLIGATION (from ROPS I): Grant funds received from MOH prior to expiration, paid in January to FOCIL.
	SOMA 1	Office lease for South of Market Project Area Committee	See notes	3/31/12	Mercy Housing	Lease for office and community space for Project Area Committee	SOMA	See notes	See notes								RETIRED OBLIGATION (from ROPS I): Expired Lease
	SOMA 2	Utilities for South of Market Project Area Committee	See notes	n/a	PG & E	Utilities for office and community space for project area	SOMA	See notes	See notes								RETIRED OBLIGATION (from ROPS I): Expired Lease
	SOMA 3	Contract for maintenance of Sixth Street Corridor and alleyways	See notes	2/29/12	MJM Management	Street cleaning, tree maintenance, litter removal, graffiti removal	SOMA	See notes	See notes								RETIRED OBLIGATION (from ROPS I): Contract expired.
	SOMA 7	SOMBA web maintenance	See notes	n/a	Urban Solutions	Web maintenance for the South of Market Business Association	SOMA	See notes	See notes								RETIRED OBLIGATION (from ROPS I): Work Discontinued
	SOMA 9	Letter agreement for design of Alleyways Improvements Phase II	See notes	n/a	Department of Public Works (DPW)	Schematic design and construction documentation for alleyway improvements	SOMA	See notes	See notes								RETIRED OBLIGATION - See SOMA 7. Work will be transferred to DPW.
	SOMA 10	GC- Construction Agreement	See notes	7/1/11	B-Side	Construct Bindlestiff Theater Tenant Improvements	SOMA	See notes	See notes								RETIRED OBLIGATION (from ROPS I): Contract expired.
	SOMA 11	SOMA Alleyways Improvements Phase 2, Arelious Walker stairway, Transbay Terminal train platform	See notes	3/2/12	EMC Planning Group, Inc.	As Needed CALTRANS NEPA environmental review	SOMA/ Transbay	See notes	See notes								RETIRED OBLIGATION (from ROPS I): Contract expired.
	WA 3	Letter Agreement	See notes	2/19/11	CCSF/ Controller's Office	Contract for Administrative A-2 Audit	Western Addition A-2	See notes	See notes								RETIRED OBLIGATION (from ROPS I): Letter Agreement completed.
	CH-25	150 Otis Tax Increment Loan	See notes	6/15/65	150 Otis Associates LP	TI Construction loan for 76 units of supportive housing	Citywide Housing	See notes	See notes								RETIRED OBLIGATION (from ROPS I): Construction loan fully disbursed in FY11-12.
	CH-26	25 Essex	See notes	See notes	Daily Journal	Notice of Hearing	Citywide Housing	See notes	See notes								RETIRED OBLIGATION (from ROPS I): One time expenditure for public notice published in 2011 related to public hearing on 25 Essex St project.
	CH-38	Midori Hotel Tax Increment Loan Agreement	See notes	12/31/66	Midori Housing Corporation	Minor Rehab: Sprinkler System Upgrade	Citywide Housing	See notes	See notes								RETIRED OBLIGATION (from ROPS I): Loan funds fully disbursed.
	CH-40	Homeownership Counseling Letter Agreement	See notes	6/30/12	CCSF/ Mayor's Office of Housing	Homeownership Assistance/Counseling	Citywide Housing	See notes	See notes								RETIRED OBLIGATION (from ROPS I): Contract completed in FY11-12
	CH-42	Corporation for Supportive Housing Personal Services Contract	See notes	4/7/12	The Corporation for Supportive Housing	Technical Assistance Services Contract	Citywide Housing	See notes	See notes								RETIRED OBLIGATION (from ROPS I): Contract expired in April 2012.
	CH-45	Agency Admin Housing Operations	See notes	1/31/12	Tempositions, Inc.	Temp contract for Helene Applegate	Citywide Housing	See notes	See notes								RETIRED OBLIGATION (from ROPS I): Contract complete.
	MBS-2	Mission Bay Developer Contribution for Mayor's Office of Housing Affordable Housing Payment	See notes	see notes	CCSF/ Mayor's Office of Housing	Payment towards affordable housing to off-set loss of CDBG Grant	Mission Bay South	See notes	See notes								RETIRED OBLIGATION (from ROPS I): Obligation was already met
	SOM-5	474 Natoma	See notes	see notes	Terminix	Pest Control	SOMA	See notes	See notes								RETIRED OBLIGATION (from ROPS I): No longer an obligation.
	SOM-6	474 Natoma	See notes	1/31/12	CCSF/ Reproduction and Mail Services	Redline paper	SOMA	See notes	See notes								RETIRED OBLIGATION (from ROPS I): No longer an obligation.
	WA-1	San Francisco Rent Board Letter Agreement	See notes	11/16/11	San Francisco Rent Board	Certificate of Preference Appeal Hearings	Western Addition and BVHP	See notes	See notes								RETIRED OBLIGATION (from ROPS I): Contract completed.
	WA-3	Certificate Of Preference IDA	See notes	7/31/12	EARN	IDA/Savings Program Admin and Training	Western Addition A-2	See notes	See notes								RETIRED OBLIGATION (from ROPS I): No payment going forward in FY12-13.
	WA-4	Certificate of Preference IDA Payments	See notes	See notes	COP Participants	IDA Matching Funds	Western Addition A-2	See notes	See notes								RETIRED OBLIGATION (from ROPS I): No payment going forward in FY12-13.
	WA-9	Limited Equity Resale Program/ Agency-owned unit	See notes	See notes	Law Office of Michael S. Rossoff	1310 Fillmore #410	Western Addition A-2	See notes	See notes								RETIRED OBLIGATION (from ROPS I): Services no longer needed.

## **DOF Correspondence**

## Exhibit 4



DEPARTMENT OF  
**FINANCE**

EDMUND G. BROWN JR. • GOVERNOR

915 L STREET ■ SACRAMENTO CA ■ 95814-3706 ■ WWW.DOF.CA.GOV

December 14, 2012

Ms. Tiffany Bohee, Executive Director  
City and County of San Francisco Successor Agency  
One South Van Ness Avenue, Fifth Floor  
San Francisco, CA 94103

Dear Ms. Bohee:

Subject: Low and Moderate Income Housing Fund Due Diligence Review

This letter supersedes Finance's original Low and Moderate Income Housing Fund (LMIHF) Due Diligence Review (DDR) determination letter dated November 9, 2012. Pursuant to Health and Safety Code (HSC) section 34179.6 (c), the City and County of San Francisco Successor Agency (Agency) submitted an oversight board approved LMIHF DDR to the California Department of Finance (Finance) on October 12, 2012. Finance issued a LMIHF DDR determination letter on November 9, 2012. Subsequently, the Agency requested a Meet and Confer session on one or more items adjusted by Finance. The Meet and Confer Session was held on November 26, 2012.

Based on a review of additional or clarifying information provided to Finance during the Meet and Confer process, and pursuant to HSC section 34179.6 (d), which authorizes Finance to make any and all necessary adjustments, Finance has come to the following conclusions:

- The February 1, 2012 transfer of cash out of the LMIHF to the Mayor of Housing in the amount of \$195 million is not a valid transfer. Therefore, these funds must be returned to the Agency. Our review noted the Agency is eligible to retain \$88 million of the \$195 million as either a restricted balance or funding needed to satisfy approved fiscal year 2012-13 obligations. Specifically, the following is approved for retention:
  - Amount restricted by Federal and State Grant Funds totaling \$5,910,745.
  - Amount reserved for approved ROPS II and III obligations totaling \$82,345,272<sup>1</sup>.

As it relates to the remaining \$107 million balance that Finance is requesting to be remitted to the county auditor controller, the Agency asserted that the balance includes bond proceeds, which are restricted from being distributed. However, based on the information received, Finance continues to maintain its position that these funds should be remitted for the reasons noted below. Finance notes that it is a rebuttable presumption that cash and cash equivalents are available to disburse to taxing entities (HSC 34179.5 (c) (6)). The burden of proof is on the Agency.

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<sup>1</sup> This amount reflects the ROPS III Meet and Confirm Determination letter dated December 14, 2012.

- Finance requested supporting documentation to trace the amount claimed as bond proceeds to the remaining balance listed in the accounting system; however, Finance was provided a PDF version of an Excel spreadsheet dated December 6, 2012. Spreadsheets are not considered accounting records nor do they demonstrate sufficient evidence to support ending balances. To further compound matters, it appears the Agency would need to employ outside auditors to perform a reconciliation of the spreadsheet to the accounting records, which could take a significant amount of time to complete.

It is our understanding that the Agency elected not to utilize a third party bond trustee to account for its bond proceeds, but instead tracks them with its own accounting system. It appears the Agency's accounting system is not designed to provide detailed accounting records (i.e., general ledgers) per project. As such, Finance is unable to obtain verification of the balance of bond proceeds by the Agency or a third party.

- Section 2.06 of the loan agreements related to the use of bond proceeds requires the bond proceeds to be deposited into a separate account. It is our understanding that the Agency is commingling all bond proceeds in the Agency's Operating Account. Therefore, it is not possible to determine the amount of bond proceeds included in the bank account balance.

The Agency provided Finance with a formal legal opinion on the matter of using separate accounts to track bond proceeds. The opinion did not disagree with section 2.06 of the loan agreement so long as the Agency's accounting allows it to track the bond proceeds separately. It is our understanding that the Agency would need additional time and resources to provide this separate accounting of bond proceeds by project.

- The Agency contests that all funds for all project areas are encumbered by enforceable obligations. HSC section 34179.5 (c)(5)(D) not only requires the Agency to submit a list of the enforceable obligations required for this amount, but to also include an analysis on the projection of annual revenues expected to be available in the future. This analysis shall include all future revenues received and demonstrate obligations being paid off over time. Finance requested a cash analysis from the Agency. Finance was told the spreadsheet (referred to above) was revised to include the cash analysis. However, this is not suitable evidence to demonstrate the Agency's cash flow or need to retain funds. The spreadsheet provided is not supported by any financial records or accounting documents. Therefore, it is not possible to determine if any amount is needed.
- HSC section 33334.3 requires that all funds to be used on low and moderate income housing are to be held in a separate account. As mentioned above, the Agency commingles all funds into its Operating Account.

The Agency's LMIHF balance available for distribution to the affected taxing entities is \$106,906,356 (see table below).

<b>LMIHF Balances Available For Distribution To Taxing Entities</b>	
Available Balance per DDR:	0
Finance Adjustments	
Add:	
Disallowed transfers:	\$ 106,906,356
<b>Total LMIHF available to be distributed:</b>	<b>\$ 106,906,356</b>

This is Finance's final determination of the LMIHF balances available for distribution to the taxing entities. HSC section 34179.6 (f) requires successor agencies to transmit to the county auditor-controller the amount of funds identified in the above table within five working days, plus any interest those sums accumulated while in the possession of the recipient.

If funds identified for transmission are in the possession of the successor agency, and if the successor agency is operated by the city or county that created the former redevelopment agency, then failure to transmit the identified funds may result in offsets to the city's or the county's sales and use tax allocation, as well as its property tax allocation. If funds identified for transmission are in the possession of another taxing entity, the successor agency is required to take diligent efforts to recover such funds. A failure to recover and remit those funds may result in offsets to the other taxing entity's sales and use tax allocation or to its property tax allocation. If funds identified for transmission are in the possession of a private entity, HSC 34179.6 (h)(1)(B) states that any remittance related to unallowable transfers to a private party may also be subject to a 10 percent penalty if not remitted within 60 days.

Failure to transmit the identified funds will also prevent the Agency from being able to receive a Finding of Completion from Finance. Without a Finding of Completion, the Agency will be unable to take advantage of the provisions detailed in HSC section 34191.4. Specifically, these provisions allow certain loan agreements between the former redevelopment agency (RDA) and the city, county, or city and county that created the RDA to be considered enforceable obligations. These provisions also allow certain bond proceeds to be used for the purposes in which they were sold and allows for the transfer of real property and interests into the Community Redevelopment Property Trust Fund once Finance approves the Agency's long-range property management plan.

Pursuant to HSC section 34167.5 and 34178.8, the California State Controller's Office (Controller) has the authority to claw back assets that were inappropriately transferred to the city, county, or any other public agency. Determinations outlined in this letter and Finance's Housing Assets Transfer letter dated September 7, 2012 do not in any way eliminate the Controller's authority.

Ms. Tiffany Bohee  
December 14, 2012  
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Please direct inquiries to Justyn Howard, Assistant Program Budget Manager at  
(916) 445-1546.

Sincerely,



STEVE SZALAY  
Local Government Consultant

cc: Ms. Sally Oerth, Deputy Director, San Francisco  
Mr. James Whitaker, Property Manager, San Francisco  
California State Controller's Office