

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

RESOLUTION NO. 02 - 2021
Adopted January 25, 2021

**APPROVING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR
JULY 1, 2021 TO JUNE 30, 2022 (“ROPS 21-22”)**

WHEREAS, Under Chapter 5, Statutes of 2011, ABx1 26 (Chapter 26, Statutes of 2011-12, Regular Session), the State of California dissolved the Redevelopment Agency of the City and County of San Francisco (the “Former Agency”) and transferred by operation of law certain obligations of the Former Agency to the Successor Agency to the Redevelopment Agency of the City and County of San Francisco, commonly known as the Office of Community Investment and Infrastructure (“OCII” or “Successor Agency”). ABx1 26 and subsequent amendments are primarily codified in Parts 1.8 and 1.85 of the California Health and Safety Code,(the “Redevelopment Dissolution Law”); and,

WHEREAS, The Redevelopment Dissolution Law requires, among other things, a successor agency to perform obligations required under certain pre-dissolution enforceable obligations of the former redevelopment agency and to submit Recognized Obligation Payment Schedules (“ROPS”) to DOF on an annual basis for the purpose of listing and approving expenditures for these enforceable obligations. Cal. Health & Safety Code § 34177 (a) and (c). In addition, Redevelopment Dissolution Law authorizes successor agencies to create new enforceable obligations if they are “in compliance with an enforceable obligation [as defined by subdivision (d) of §34171] that existed prior to June 28, 2011.” Cal Health & Safety Code § 34177.3 (a) and to make expenditures under these ancillary enforceable obligations if the expenditures are listed on DOF-approved ROPS; and,

WHEREAS, Cal. Health & Safety Code § 34177 (o) (1) states that, commencing with the ROPS covering the period from July 1, 2016, to June 30, 2017 and for each period from July 1 to June 30, thereafter, a successor agency shall submit an Oversight Board-approved ROPS to the Department of Finance and to the County Auditor-Controller no later than February 1, 2016, and each February 1 thereafter; and,

WHEREAS, On May 29, 2013, DOF issued to OCII, under Cal. Health & Safety Code § 34179.7, a “finding of completion” after OCII conducted a financial review of its funds and agreed to pay certain unobligated funds for the benefit of taxing entities. Under Redevelopment Dissolution Law, a finding of completion provides, among other things, relief from certain restrictions on the use of a successor agency’s funds; and,

WHEREAS, Under special legislation applying only to San Francisco, the Redevelopment Dissolution Law authorizes OCII to issue bonds or incur other indebtedness to finance the construction of affordable housing and Transbay infrastructure required by enforceable obligations, subject to the approval of the Oversight Board and DOF review. Senate Bill No. 107 (Stats. 2015, Ch. 325, §§ 9 & 27) (codified at Cal. Health & Safety Code § 34177.7) (“SB 107”); and,

WHEREAS, The ROPS for the period July 1, 2021 to June 30, 2022 is attached to this resolution as Exhibit A, and fully incorporated in this resolution ("ROPS 21-22"); and,

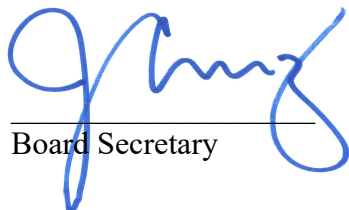
WHEREAS, The ROPS 21-22 includes expenditures of bonds proceeds subject to SB 107 that will require the future approval of the Oversight Board and DOF to issue bonds; and,

WHEREAS, OCII staff recommends that the Oversight Board approve ROPS 21-22, and authorize its submission in accordance with Redevelopment Dissolution Law; and,

WHEREAS, Approval of the ROPS 21-22 is a fiscal activity that does not constitute a “Project” as defined by the California Environmental Quality Act (“CEQA”) Guidelines Section 15378(b)(4), will not independently result in a physical change in the environment, and is not subject to environmental review under CEQA; now, therefore, be it

RESOLVED, That this Oversight Board approves ROPS 21-22, including the Administrative Budget for the Successor Agency, and directs the Executive Director or her designee to take such actions as may be necessary to submit the ROPS 21-22 to the City Controller and Department of Finance, to post ROPS 21-22 on the internet website of the Oversight Board, and to take any other actions appropriate to comply with the Redevelopment Dissolution Law’s requirements relating to the ROPS.

I hereby certify that the Oversight Board at its meeting of January 25, 2021 adopted the foregoing resolution.


Board Secretary

Exhibits:

- A-1 ROPS 21-22 Detail Worksheet
- A-2 ROPS 21-22 Notes Worksheet
- A-3 Cash Balances Report
- A-4 ROPS 21-22 Summary

Item #	Project Name / Debt Obligation	Obligation Type	Contract/ Agreement Execution Date	Contract Agreement / Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	ROPS 21-22 Total	21-22A (July-December)					21-22A Total	21-22B (January-June)					21-22B Total
											Fund Sources						Fund Sources					
										\$ 547,872,291.00												
										Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		
43	State Lands Staff Reimbursement	Project Management Costs	4/6/2011	6/30/2036	State Lands Commission (Phase 2)	State Lands staff reimbursement for work performed on HPS	HPS-CP	\$ 374,930.56	N	\$ 25,000.00			\$ 25,000.00			\$ 25,000.00						\$ -
44	State Parks Staff Reimbursement	Project Management Costs	4/6/2011	6/30/2036	CA State Parks and assoc. payees (Phase 2)	State Parks staff reimbursement for work performed on HPS and other consultants effectuating	HPS-CP	\$ 329,938.89	N	\$ 22,000.00			\$ 22,000.00			\$ 22,000.00						\$ -
48	Financial Services	Professional Services	8/1/2018	6/30/2036	Various	Real Estate economic advisory services	HPS-CP	\$ 899,833.33	N	\$ 60,000.00			\$ 60,000.00			\$ 60,000.00						\$ -
49	Phase 2 DDA & Tax Increment Allocation Pledge Agreement - Hunters Point Shipyard	OPA/DDA/Construction	6/3/2010	12/31/2057	Successor Agency and CP DEVELOPMENT CO., LP	Phase 2 DDA & Tax Increment Allocation Pledge Agreement	HPS-CP	\$ 51,741,842.00	N	\$ 2,761,635.00		\$ 1,648,645.00		\$ 556,495.00		\$ 2,205,140.00				\$ 556,495.00		\$ 556,495.00
50	EDA Grant Agreement	Miscellaneous	9/21/2006	12/31/2022	Various payees listed below	Grant from the U.S. Economic Development Administration for the study and creation of an "Arts and Technology District" on HPS	HPS-CP	\$ 541,310.00	N	\$ -						\$ -						\$ -
62	HPS Building 101 Stabilization/Improvements	Improvement/Infrastructure	12/1/2013	12/31/2022	CCSF/DPW	Stabilization/Improvements for HPS Building #101	HPS-CP	\$ 3,797,489.00	N	\$ 3,228,972.00			\$ 2,906,075.00	\$ 322,897.00		\$ 3,228,972.00						\$ -
72	CAL ReUSE	Remediation	10/18/2010	6/30/2022	Fivepoint	State grant funds for lead/asbestos (brownfield) abatement	HPS-CP	\$ 14,897.00	N	\$ 14,897.00			\$ 14,897.00			\$ 14,897.00						\$ -
75	Conveyance Agreement between the US Government and the Agency	Miscellaneous	3/31/2004	6/30/2036	Department of the Navy and others	Orderly clean up and transfer of balance of HPS property	HPS-CP	\$ 50,000.00	N	\$ -			\$ -			\$ -						\$ -
76	Property Management	Property Maintenance	1/1/2014	6/30/2036	Various vendors	Repairs and maintenance as needed to maintain property	HPS-CP	\$ 150,000.00	N	\$ 10,000.00			\$ 10,000.00			\$ 10,000.00						\$ -
77	Lease for Building 606 to SFPD	Miscellaneous	5/1/1997	6/30/2036	Department of the Navy	Lease for SFPD facility	HPS-CP	\$ 1,990,881.00	N	\$ 132,750.00			\$ 132,750.00			\$ 132,750.00						\$ -
78	Lease Between the US Government and the Agency	Miscellaneous	10/1/2008	6/30/2029	Department of the Navy	Lease for Buildings 103, 104, 115, 116, 117 & 125	HPS-CP	\$ 2,098,800.00	N	\$ 262,350.00			\$ 262,350.00			\$ 262,350.00						\$ -
79	Consulting Contract	Professional Services	12/20/2009	8/1/2029	Langan Treadwell (Phase 1 & Phase 2)	Environmental and engineering services	HPS-CP	\$ 2,843,248.00	N	\$ 355,406.00			\$ 355,406.00			\$ 355,406.00						\$ -
84	Mission Bay North Owner Participation Agreement	OPA/DDA/Construction	11/16/1998	11/16/2043	FOCIL-MB, LLC	Owner Participation Agreement with FOCIL for construction of MBN Infrastructure	Mission Bay North	\$ 61,918,000.00	N	\$ 17,562,859.00		\$ 17,562,859.00				\$ 17,562,859.00						\$ -
85	Mission Bay North CFD #4	Miscellaneous	10/23/2002	8/1/2031	Mission Bay North of Channel Trustee	Repayment of CFD #4 Bond pursuant to the Owner	Mission Bay North	\$ 6,250,000.00	N	\$ -						\$ -						\$ -
86	Tax Increment Allocation Pledge Agreement	OPA/DDA/Construction	11/16/1998	11/16/2043	Successor Agency, FOCIL-MB, LLC (3rd party beneficiary)	Tax Increment Allocation Pledge Agreement	Mission Bay North	\$ 61,918,000.00	N	\$ -						\$ -						\$ -
87	Mission Bay South Owner Participation Agreement	OPA/DDA/Construction	11/16/1998	11/16/2043	FOCIL-MB, LLC	Developer reimbursements for infrastructure	Mission Bay South	\$ 335,920,000.00	N	\$ 69,400,000.00	\$ 45,625,318.00	\$ 23,774,682.00				\$ 69,400,000.00						\$ -
88	Tax Increment Allocation Pledge Agreement	OPA/DDA/Construction	11/16/1998	11/16/2043	Successor Agency, FOCIL-MB, LLC (3rd party beneficiary), TBD financial consultant and other parties included in agency	Tax Increment Allocation Pledge Agreement	Mission Bay South	\$ 335,920,000.00	N	\$ -						\$ -						\$ -
89	Mission Bay Agency Costs Reimbursements	Project Management Costs	7/1/2021	6/30/2022	Successor Agency and other parties included in Agency Costs	Reimbursement of Agency Costs to implement the OPAs	Mission Bay North, Mission Bay South	\$ 3,588,000.00	N	\$ 3,588,000.00		\$ 3,562,000.00	\$ 26,000.00			\$ 3,588,000.00						\$ -
90	Third Party Financial Consultant-DPW Contract	Project Management Costs	7/1/2021	11/2/2028	TBD	Contract with DPW to reimburse Financial Consultants for review of FOCIL	Mission Bay North, Mission Bay South	\$ 2,500,000.00	N	\$ 300,000.00		\$ 300,000.00				\$ 300,000.00						\$ -
91	Mission Bay Art Program	Professional Services	10/26/1998	11/2/2028	San Francisco Arts Commission	Use of Art Fees as required by the Redevelopment Plans	Mission Bay North, Mission Bay South	\$ 1,124,000.00	N	\$ 1,124,000.00			\$ 1,124,000.00			\$ 1,124,000.00						\$ -
92	Owner Participation Agreement 72 Townsend Street	OPA/DDA/Construction	7/18/2006	6/30/2022	See Notes	Development agreement with developer for 74 condominiums above a rehabilitated historic warehouse. Requires ongoing project management.	RPSB		Y	\$ -						\$ -						\$ -

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101	Contract for design services for Folsom Street	Professional Services	6/30/2011	6/30/2024	CMG Landscape Architecture	Payment for conceptual designs through contract administration for select open space and streetscape improvements in the Transbay Project Area	Transbay	\$ 263,706.00	Y	\$ -						\$ -						\$ -
102	Tax Increment Sales Proceeds Pledge Agreement (Tax Increment)	OPA/DDA/Construction	1/20/2005	1/20/2050	Bank of New York	The tax increment generated from the sale and development of the	Transbay	\$ 1,065,000,000.00	N	\$ 30,194,280.00				\$ 15,097,140.00		\$ 15,097,140.00					\$ 15,097,140.00	\$ 15,097,140.00
105	Implementation Agreement	OPA/DDA/Construction	1/20/2005	8/4/2036	Various	The Agency shall execute all activities related to the	Transbay	\$ 75,000,000.00	N	\$ -						\$ -						\$ -
107	Streetscape and Open Space Improvements for Folsom	Project Management Costs	9/17/2013	9/17/2021	CCSF, Department of Public Works and Municipal Transportation Agency	Coordination of design review through City Departments and ancillary streetscape improvement, parcel preparation costs, construction management and administration of improvements	Transbay	\$ 1,000,000.00	N	\$ 1,000,000.00	\$ 1,000,000.00					\$ 1,000,000.00						\$ -
109	Implementation Agreement Legal Review	Legal	7/1/2021	6/30/2022	City Attorney or outside counsel	Review of all documents and contracts for the Transbay Plan	Transbay	\$ 50,000	N	\$ 50,000.00			\$ 30,000.00	\$ 5,000.00		\$ 35,000.00					\$ 15,000.00	\$ 15,000.00
115	Transbay Projections, Planning, Outreach, and Analysis	Professional Services	7/1/2021	6/30/2022	Various	Consultant and advisory services for implementation of Transbay Plan	Transbay	\$ 1,013,400.00	N	\$ 1,013,400.00			\$ 540,400.00	\$ 179,900.00		\$ 720,300.00					\$ 293,100.00	\$ 293,100.00
118	Fillmore Heritage Center	Miscellaneous	5/1/2011	6/30/2022	Impark. & SF Tax Collector	Garage Management Agreement for the Agency-owned Fillmore Heritage	Western Addition A-2		Y	\$ -						\$ -						\$ -
119	Fillmore Heritage Center	Miscellaneous	5/1/2011	6/30/2022	Impark	Operating deficit and capital reserves associated with the Garage Management Agreement for the Agency-owned Fillmore Heritage Garage	Western Addition A-2		Y	\$ -						\$ -						\$ -
123	Disposition and Development Agreement - Fillmore Heritage Center	OPA/DDA/Construction	5/18/2004	8/22/2040	See Notes	Development agreement for a mixed-use project that includes 80 condominiums, a jazz club, two restaurants, a gallery, and a public parking garage. Requires ongoing asset management.	Western Addition A-2		N	\$ -						\$ -						\$ -
124	Ground Lease - Commercial Parcel - Fillmore Heritage Center	Property Maintenance	8/23/2005	8/22/2040	See Notes	Ground lease agreement for the commercial portion of a mixed-use project that included a jazz club, two restaurants, and a gallery. Requires ongoing project	Western Addition A-2		N	\$ -						\$ -						\$ -
125	Reciprocal Easement Agreement - Fillmore Heritage Center	Property Maintenance	8/26/2005	9/9/2055	See Notes	Agreement that governs the roles and responsibilities, including the payment of common area maintenance charges, between the condominium owners, and the Successor Agency, as owner of the commercial parcel and public parking garage. Requires ongoing project management.	Western Addition A-2		N	\$ -						\$ -						\$ -
126	Fillmore Heritage Center	Property Maintenance	8/26/2005	9/9/2055	Fillmore Heritage Center Homeowners' Association	Common area maintenance charges associated with the Agency-owned commercial parcel in the Fillmore Heritage	Western Addition A-2		N	\$ -						\$ -						\$ -

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127	Tenant Improvement Loan - Yoshi's	Third-Party Loans	11/28/2007	11/17/2027	See Notes	Loan to finance tenant improvements for a jazz club. Requires ongoing loan	Western Addition A-2		N	\$ -						\$ -						\$ -
128	Tenant Improvement Loan - Food For Soul	Third-Party Loans	10/2/2007	10/1/2027	See Notes	Loan to finance tenant improvements for a restaurant. Requires ongoing loan	Western Addition A-2		N	\$ -						\$ -						\$ -
129	Working Capital Loan - Food For Soul	Third-Party Loans	11/18/2008	6/30/2022	See Notes	Loan to finance working capital needs for a restaurant. Requires ongoing loan	Western Addition A-2		Y	\$ -						\$ -						\$ -
130	Tenant Improvement Loan - Sheba Lounge	Third-Party Loans	1/13/2009	6/30/2022	See notes	Loan to finance tenant improvements for a restaurant/jazz lounge. Requires ongoing loan	Western Addition A-2		Y	\$ -						\$ -						\$ -
131	Tenant Improvement Loan - Sheba Lounge	Third-Party Loans	1/1/2009	6/30/2022	See notes	Loan to finance prevailing wage costs associated with tenant improvements for a restaurant/jazz lounge. Requires ongoing loan	Western Addition A-2		Y	\$ -						\$ -						\$ -
132	Tenant Improvement Loan - Rasselas	Third-Party Loans	12/18/1997	9/1/2023	See notes	Loan to finance tenant improvements for a jazz club. Requires ongoing loan	Western Addition A-2		N	\$ -						\$ -						\$ -
134	Owner Participation Agreement 1301 Divisadero	OPA/DDA/Construction	5/20/2008	6/30/2022	Not applicable	OPA with A & M Properties, L.P. for a 33-unit condominium project at 1301 Divisadero. Requires ongoing project	Western Addition A-2		Y	\$ -						\$ -						\$ -
135	Disposition and Development Agreement - 1210 Scott Street	OPA/DDA/Construction	4/15/2008	6/30/2022	Not applicable	DDA with the Jewish Community High School of the Bay (JCHS) for the acquisition and	Western Addition A-2		Y	\$ -						\$ -						\$ -
136	Easements with Covenants and Restrictions Affecting Land (ECR) - For land between Fillmore & Webster Streets	Property Maintenance	6/30/1982	11/7/2036	Not applicable	The ECR is an agreement between four adjoining property owners, including the Successor Agency, to develop their parcels together as	Western Addition A-2		N	\$ -						\$ -						\$ -
145	Community Benefit District Assessment	Fees	1/1/2009	12/31/2030	CCSF - Tax Collector	CBD assessment for YBC property owned by the Successor Agency	YBC	\$ 957,000.00	Y	\$ -						\$ -						\$ -
147	Legal Review	Legal	2/1/2012	6/30/2022	City Attorney's Office or outside counsel	Legal Review of Transactions Related to YBG	YBC		Y	\$ -						\$ -						\$ -
151	The Mexican Museum	Miscellaneous	12/14/2010	6/14/2022	The Mexican Museum/CCSF	A Grant Agreement with the Mexican Museum to provide funding for development	YBC	\$ 6,785,119.00	N	\$ 6,785,119.00	\$ 5,637,075.00	\$ 1,148,044.00			\$ 6,785,119.00							\$ -
152	Owner Participation Agreement 680 Folsom	OPA/DDA/Construction	4/1/2008	6/30/2022	Not applicable	OPA with 680 Folsom Owner LLC for a proposed office development at 680-690 Folsom Street and 50	YBC		Y	\$ -					\$ -							\$ -
153	Agreement for Disposition of Land for Private Development - The Paramount/680 Mission	OPA/DDA/Construction	5/16/1990	6/30/2022	CCSF - MOHCD (See notes)	LDA with Third and Mission Associates LLC for the preservation of the circa-1912, four-story Jessie Hotel	YBC		Y	\$ -					\$ -							\$ -
154	Agreement for Disposition of Land for Private Development - W Hotel	OPA/DDA/Construction	9/19/1995	6/30/2022	Not applicable	The LDA was for the development of a hotel containing up to 450 guest rooms, meeting rooms, a	YBC		Y	\$ -					\$ -							\$ -
155	Agreement for Disposition of Land for Private Development - the Westin Hotel	OPA/DDA/Construction	3/28/1980	6/30/2022	Not applicable	The LDA was for the development of a 700-room hotel containing, commercial space, public spaces,	YBC		Y	\$ -					\$ -							\$ -

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156	Disposition and Development Agreement - San Francisco Museum of Modern Art	OPA/DDA/Construction	1/15/1991	6/30/2022	Not applicable	The DDA provides for the development of a fine arts museum including gallery space, auditorium space, library, retail,	YBC		Y	\$ -						\$ -						\$ -
157	Amended and Restated Construction, Operation and Reciprocal Easement Agreement and Agreement Creating Liens (REA) - Jessie Square	Property Maintenance	3/31/1998	3/31/2097	Not applicable	The REA provides for security, maintenance, use and operation of the Central Block One common area,	YBC		N	\$ -						\$ -						\$ -
158	Owner Participation Agreement St. Patrick's Church	OPA/DDA/Construction	3/13/1974	6/30/2022	Not applicable	The OPA provides for renovations of the church, easement agreements related to construction of	YBC		Y	\$ -						\$ -						\$ -
159	Owner Participation/Disposition and Development Agreements - Emporium & Bloomingdales	OPA/DDA/Construction	10/17/2000	11/13/2030	Not applicable	The OP/DDA was for development of the historic Emporium building on Market Street together with the expansion of the adjacent	YBC		Y	\$ -						\$ -						\$ -
161	Candlestick Point and Phase 2 of the Hunters Point Shipyard-Alice Griffith Funding	OPA/DDA/Construction	6/3/2010	12/31/2081	CP Development Co., LP/ McCormack Baron Salazar	Agency funding obligation for 504 Alice Griffith Units	HPS-CP- Housing	\$ 66,800,000.00	N	\$ -						\$ -						\$ -
218	Disposition and Development Agreement -Hunters Point Shipyard Phase 1; affordable housing program funded by LMIHF for HPS Phase 1	OPA/DDA/Construction	12/2/2003	6/30/2062	Successor Agency	Contractual obligation to fund & construct affordable housing under Hunters Point Shipyard-Phase 1 Disposition and Development Agreement	HPS-CP- Housing	\$ 13,200,000.00	N	\$ -						\$ -						\$ -
219	Phase 2 DDA & Tax Increment Allocation Pledge Agreement (Housing Portion)	OPA/DDA/Construction	6/3/2010	6/30/2062	Successor Agency	Phase 2 DDA & Pledge of Property Tax Revenues to	HPS-CP- Housing	\$ 664,220,000.00	N	\$ -						\$ -						\$ -
220	Mission Bay North Tax Allocation Pledge Agreement (Housing Portion); affordable	OPA/DDA/Construction	11/16/1998	11/16/2043	Successor Agency	Pledge of Property Tax Revenues under Mission Bay North	Mission Bay North - Housing	\$ 61,980,000.00	N	\$ -						\$ -						\$ -
226	Mission Bay South Tax Allocation Pledge Agreement (Housing Portion); affordable	Miscellaneous	11/16/1998	11/16/2043	Successor Agency	Pledge of Property Tax Revenues under Mission Bay South	Mission Bay South - Housing	\$ 61,980,000.00	N	\$ -						\$ -						\$ -
237	Affordable housing production obligation under Section 5027.1 of Cal. Public Resources Code; affordable housing	OPA/DDA/Construction	6/21/2005	6/21/2050	Successor Agency	Affordable housing production/funding requirements of	Transbay - Housing	\$ 131,760,000.00	N	\$ -						\$ -						\$ -
261	Tax Allocation Bond Series 1998C	Bonds Issued On or Before 12/31/10	3/10/1998	8/1/2024	Bank of New York	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 4,260,000.00	N	\$ -						\$ -						\$ -
264	Tax Allocation Bond Series 1998D	Bonds Issued On or Before 12/31/10	7/1/1998	8/1/2024	Bank of New York	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 37,725,000.00	N	\$ 12,570,000.00						\$ -			\$ 12,570,000.00			\$ 12,570,000.00
297	Tax Allocation Bond Series 2006A	Bonds Issued On or Before 12/31/10	8/24/2006	8/1/2036	Bank of New York	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 87,450,000.00	N	\$ 5,830,000.00						\$ -			\$ 5,830,000.00			\$ 5,830,000.00
303	Tax Allocation Bond Series 2007A	Bonds Issued On or Before 12/31/10	11/8/2007	8/1/2037	Bank of New York	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 150,430,087.50	N	\$ 6,641,538.00						\$ -			\$ 6,641,538.00			\$ 6,641,538.00
306	Tax Allocation Bond Series 2007B	Bonds Issued On or Before 12/31/10	11/8/2007	8/1/2022	Bank of New York	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 1,230,150.00	N	\$ 1,230,150.00	\$ 1,230,150.00					\$ 1,230,150.00						\$ -
309	Tax Allocation Bond Series 2009A	Bonds Issued On or Before 12/31/10	9/3/2009	8/1/2024	U.S. Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ -	Y	\$ -						\$ -						\$ -
321	Tax Allocation Bond Series 2009E	Bonds Issued On or Before 12/31/10	12/17/2009	8/1/2039	U.S. Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 105,041,519.60	N	\$ 4,664,727.00						\$ -			\$ 4,664,727.00			\$ 4,664,727.00
345	Tax Allocation Bond Admin (ALL)	Project Management Costs	7/1/2021	6/30/2022	SFRA, CCSF; Admin, Legal; Fiscal Consultant, Bond Counsel, Financial Advisor	Bond Portfolio Management	All Project Areas with Bond/Loan Obligations	\$ 4,435,817.00	N	\$ 624,683.00	\$ 382,894.00					\$ 382,894.00			\$ 241,789.00			\$ 241,789.00
349	Project Related Employee Reimbursable	Project Management Costs	7/1/2014	6/30/2036	Various HPS Project Staff	HPS project transportation and meeting expenses	HPS-CP	\$ 42,000.00	N	\$ 2,800.00			\$ 2,800.00			\$ 2,800.00						\$ -
354	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	12/31/2026	CCSF/ Planning(Phase 1)	City staff reimbursement for work performed on HPS	HPS-CP	\$ 38,500.00	N	\$ 1,000.00			\$ 1,000.00			\$ 1,000.00						\$ -
355	Interagency Cooperative Agreement-HPS	Project Management Costs	7/1/2014	6/30/2036	CCSF/ Public Utilities Commission (Phase 2)	City staff reimbursement for work performed on HPS (Phase 2)	HPS-CP	\$ 12,210,000.00	N	\$ 814,000.00			\$ 814,000.00			\$ 814,000.00						\$ -
359	Purchase and Sale Agreement with Millenium Partners for properties associated with the 706 Mission Street/Mexican Museum Project	Property Dispositions	7/22/2013	6/30/2022	See notes.	Purchase and Sale Agreement with Millenium Partners for sale of three Agency-owned parcels for the development of the 706 Mission Street/Mexican	YBC	\$ -	N	\$ -						\$ -						\$ -
361	CP Development Co Funds for AG Development	OPA/DDA/Construction	6/3/2010	6/30/2036	Double Rock Ventures LLC/affiliated LP	Funding required for construction subsidy	HPS-CP - Housing	\$ 18,590,000.00	N	\$ -						\$ -						\$ -
373	Asset Management & Disposition Costs	Property Dispositions	2/1/2012	6/30/2022	Various	Costs associated with property management and	Asset Mgmt	\$ -	Y	\$ -						\$ -						\$ -

Item #	Project Name / Debt Obligation	Obligation Type	Contract/ Agreement Execution Date	Contract Agreement / Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	ROPS 21-22 Total	21-22A (July-December)					21-22A Total	21-22B (January-June)					21-22B Total
											Fund Sources						Fund Sources					
										\$ 547,872,291.00												
										Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		
376	Interagency Cooperative Agreement-HPS	Project Management Costs	1/1/2014	6/30/2036	CCSF/ Fire Department (Phase 2)	City staff reimbursement for work performed on HPS (Phase 2)	HPS-CP	\$ 750,000.00	N	\$ 50,000.00			\$ 50,000.00			\$ 50,000.00						\$ -
377	HPS Phase 2 DDA-Community Benefits Agreement	Miscellaneous	3/1/2014	6/30/2036	Legacy Foundation	Scholarship Program	HPS-CP	\$ 3,000,000.00	N	\$ 500,000.00			\$ 500,000.00			\$ 500,000.00						\$ -
378	HPS Phase 2 DDA-Community Benefits Agreement	OPA/DDA/Construction	3/1/2014	6/30/2036	TBD	Education Improvement Fund	HPS-CP	\$ 9,500,000.00	N	\$ 500,000.00			\$ 500,000.00			\$ 500,000.00						\$ -
380	HPS Phase 2 DDA-Community Benefits Agreement	OPA/DDA/Construction	3/1/2014	6/30/2036	SE Health Center	Wellness Contribution	HPS-CP	\$ -	N	\$ 1,900,000.00			\$ 1,900,000.00			\$ 1,900,000.00						\$ -
381	HPS Infrastructure Design Review and Permitting Technical Support Contract	Professional Services	1/1/2019	6/30/2036	Hollins Consulting	Technical support and engineering services for vertical and horizontal design review and permitting	HPS-CP	\$ 8,998,333.33	N	\$ 867,282.00			\$ 867,282.00			\$ 867,282.00						\$ -
382	2011 Hotel Occupancy Tax Refunding Bonds	Bonds Issued After 12/31/10	3/17/2011	6/1/2024	Bank of New York	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 18,325,000.00	N	\$ 4,501,500.00			\$ 405,750.00			\$ 405,750.00		\$ 4,095,750.00				\$ 4,095,750.00
389	Tax Allocation Bond Series MBS2014A	Bonds Issued After 12/31/10	3/11/2014	8/1/2043	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 90,086,000.00	N	\$ 3,497,250.00						\$ -			\$ 3,497,250.00			\$ 3,497,250.00
391	Design and Construction of Under Ramp Park	Professional Services	1/20/2005	8/4/2036	CCSF, including: Public Works	Design and Construction of UnderRamp Park	Transbay	\$ 6,363,382.00	N	\$ 6,363,382.00			\$ 4,670,272.00			\$ 4,670,272.00		\$ 1,693,110.00			\$ 1,693,110.00	
395	HPS Blocks 52/54 Affordable Housing	OPA/DDA/Construction	8/7/2018	12/1/2077	Shipyard 5254, L.P.	HPS Blocks 52/54 Affordable Housing Predevelopment	HPS-CP- Housing	\$ 68,200,000	N	\$ 68,200,000.00	\$ 68,200,000					\$ 68,200,000.00						\$ -
396	Tax Allocation Bond Series 2014B	Bonds Issued After 12/31/10	12/30/2014	8/1/2035	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 27,860,049.00	N	\$ 2,618,557.00						\$ -			\$ 2,618,557.00			\$ 2,618,557.00
397	Tax Allocation Bond Series 2014C	Bonds Issued After 12/31/10	12/30/2014	8/1/2029	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 5,914,750.00	N	\$ 2,560,000.00						\$ -		\$ 2,560,000.00			\$ 2,560,000.00	
398	Other Professional Services - HPSY P2	Project Management Costs	7/1/2018	6/30/2036	Various vendors	Other Professional Services - HPSY P2	HPS-CP	\$ 8,998,333.33	N	\$ 600,000.00			\$ 600,000.00			\$ 600,000.00						\$ -
399	Tax Allocation Series MBN2016A	Refunding Bonds Issued After 6/27/12	4/21/2016	8/1/2041	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 108,936,500.00	N	\$ 5,184,250.00						\$ -		\$ 5,184,250.00			\$ 5,184,250.00	
400	Tax Allocation Series MBS2016B	Refunding Bonds Issued After 6/27/12	4/21/2016	8/1/2043	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 65,965,500.00	N	\$ 3,187,500.00						\$ -		\$ 3,187,500.00			\$ 3,187,500.00	
401	Tax Allocation Series MBS2016C	Refunding Bonds Issued After 6/27/12	4/21/2016	8/1/2041	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 105,947,250.00	N	\$ 5,223,250.00						\$ -		\$ 5,223,250.00			\$ 5,223,250.00	
402	Tax Allocation Series MBS2016D	Bonds Issued After 12/31/10	9/20/2016	8/1/2043	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 123,797,180.00	N	\$ 5,738,820.00						\$ -		\$ 5,738,820.00			\$ 5,738,820.00	
403	Candlestick Point Block 10a Affordable Housing	OPA/DDA/Construction	12/6/2016	6/1/2081	Candlestick 10a Associates, L.P.	HPS-CP Block 10a Affordable Housing	HPS-CP- Housing	\$ 57,508,000.00	N	\$ 1,613,000.00	\$ 1,613,000					\$ 1,613,000.00						\$ -
404	Candlestick Point Block 11a Affordable Housing	OPA/DDA/Construction	2/7/2017	6/1/2081	Candlestick Point 11a, A California Limited	HPS-CP Block 11a Affordable Housing	HPS-CP- Housing	\$ 63,000,000.00	N	\$ 1,173,000.00	\$ 1,173,000					\$ 1,173,000.00						\$ -
405	Mission Bay South Block 6 West Affordable Housing Funding	OPA/DDA/Construction	7/18/2017	4/30/2076	Mercy Housing California 78 LP.	Construction funding for affordable housing	Mission Bay South - Housing	\$ -	Y	\$ -						\$ -						\$ -
406	Transbay Block 4 Affordable Housing Funding	OPA/DDA/Construction	12/31/2021	12/31/2078	TBD	Funding required for construction	Transbay - Housing	\$ 48,000,000	N	\$ 48,000,000.00			\$ 48,000,000.00			\$ 48,000,000.00						\$ -
407	Refunding Bond Reserve Payments (All)	Bonds Issued After 12/31/10	7/1/2016	8/1/2047	US Bank	Bond Portfolio Management	All Project Areas with Bond/Loan Obligations	\$ -	N	\$ -						\$ -						\$ -
408	Tax Allocation Series 2017A Affordable Housing Bonds	Bonds Issued After 12/31/10	3/29/2017	8/1/2044	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 56,933,802.60	N	\$ 14,836,341.00						\$ -		\$ 14,836,341.00			\$ 14,836,341.00	
409	Tax Allocation Series 2017B Transbay Bonds	Bonds Issued After 12/31/10	3/29/2017	8/1/2046	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 43,946,250.00	N	\$ 992,500.00						\$ -		\$ 992,500.00			\$ 992,500.00	
410	Tax Allocation Series 2017C Mission Bay New Money and Refunding Housing Bonds	Bonds Issued After 12/31/10	3/29/2017	8/1/2043	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 47,175,731.94	N	\$ 3,242,819.00						\$ -		\$ 3,242,819.00			\$ 3,242,819.00	
411	Enforceable Obligation Support	Project Management Costs	7/1/2021	6/30/2022	Various	Enforceable Obligation Support. Agency costs that fund project support	Various	\$ 9,353,916.00	N	\$ 9,353,916.00		\$ 1,827,210.00	\$ 5,900,050.00			\$ 7,727,260.00		\$ 1,626,656.00			\$ 1,626,656.00	
412	Surety Bond Credit Program	OPA/DDA/Construction	7/1/2018	6/30/2036	TBD	Surety Bond and Credit Program	HPS-CP	\$ 750,000.00	N	\$ 250,000.00			\$ 250,000.00			\$ 250,000.00						\$ -
413	Transbay Block 2 West Affordable Housing Funding	OPA/DDA/Construction	3/1/2021	3/1/2080	TBD	Funding required for predevelopment and construction subsidy	Transbay - Housing	\$ 31,200,000	N	\$ 3,500,000.00			\$ 3,500,000			\$ 3,500,000.00						\$ -
415	Tax Allocation Series 2017D Housing Refunding Bonds	Bonds Issued After 12/31/10	11/30/2017	8/1/2041	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 97,090,756.34	N	\$ 14,428,163.00						\$ -		\$ 14,428,163.00			\$ 14,428,163.00	
416	Transbay Block 2 East Affordable Housing Funding	OPA/DDA/Construction	3/1/2021	3/1/2080	TBD	Funding required for predevelopment and construction subsidy	Transbay - Housing	\$ 67,600,000	N	\$ 3,500,000.00			\$ 3,500,000			\$ 3,500,000.00						\$ -
417	Mission Bay South Block 9 Affordable Housing Funding	OPA/DDA/Construction	4/7/2020	6/30/2077	Mission Bay 9 LP	Funding required for predevelopment and construction subsidy for affordable housing project in partial fulfillment of MBS OPA Requirements	Mission Bay South - Housing	\$ 26,000,000	N	\$ -						\$ -						\$ -

Item #	Project Name / Debt Obligation	Obligation Type	Contract/ Agreement Execution Date	Contract Agreement / Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	ROPS 21-22 Total	21-22A (July-December)					21-22A Total	21-22B (January-June)					21-22B Total
											Fund Sources						Fund Sources					
										\$ 547,872,291.00												
										Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF							
419	Mission Bay South Block 9A Affordable Housing Funding	OPA/DDA/Construction	4/7/2020	4/1/2079	350 China Basin Partners LLC	Funding required for predevelopment and construction subsidy for affordable housing project in partial fulfillment of MBS OPA Requirements	Mission Bay South - Housing	\$ 78,600,000	N	\$ 78,600,000.00	\$ 78,600,000					\$ 78,600,000.00						\$ -
420	HPS Block 56 Affordable Housing	OPA/DDA/Construction	4/7/2020	12/1/2078	Hunters Point Block 56, L.P.	HPS Block 56 Affordable Housing Predevelopment and Construction	HPS-CP- Housing	\$ 43,000,000	N	\$ 43,000,000.00	\$ 43,000,000					\$ 43,000,000.00						\$ -
421	Tax Allocation Bond Series 2017E	Bonds Issued After 12/31/10	11/30/2017	8/1/2041	US Bank	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 25,971,950.00	N	\$ 672,825.00					\$ -				\$ 672,825.00		\$ 672,825.00	
422	Professional Services CMG Design - Essex	Professional Services	7/1/2011	6/28/2023	CMG Landscape Architecture	Payment for conceptual designs through contract administration for select open space and streetscape improvements in the Transbay Project Area	Transbay	\$ -	N	\$ -					\$ -						\$ -	
423	Design and Construction Monitoring of Under Ramp Park	Professional Services	7/1/2011	6/28/2023	CMG Landscape Architecture	Payment for conceptual designs through construction contract administration for select open space and streetscape improvements in the Transbay	Transbay	\$ 2,337,000.00	N	\$ 2,336,527.00	\$ 2,336,527					\$ 2,336,527.00					\$ -	
424	Streetscape and Open Space Improvements - Essex	Streetscape and Open Space Improvements - Essex	1/20/2005	8/4/2036	CCSF, including: Public Works and Municipal Transportation Agency	Coordination of design review through City Departments and ancillary streetscape improvement, parcel preparation costs, construction management and administration of improvements	Transbay	\$ -	N	\$ -					\$ -						\$ -	
425	Memorandum of Understanding (MOU) to Fund Ferry Terminal	Bonds Issued After 12/31/10	11/5/2018	6/30/2021	Port	Bond Portfolio Management	Port	\$ -	Y	\$ -					\$ -						\$ -	
428	Mission Bay South Block 12W	OPA/DDA/Construction	7/7/2021	12/1/2080	TBD	Funding required for predevelopment and construction subsidy for affordable housing	Mission Bay South - Housing	\$ 66,520,000	N	\$ 4,000,000.00	\$ 3,275,415		\$ 724,585		\$ 4,000,000.00						\$ -	
431	Design monitoring and Construction of Transbay Park	Professional Services	9/18/2018	9/18/2022	CCSF, including: Department of Public Works, Municipal Transportation Agency, Recreation and Parks	Coordination of design review through City Departments and ancillary streetscape improvement, parcel preparation costs, construction management and administration of improvements	Transbay	\$ 6,927,612.00	N	\$ 6,927,612.00	\$ 4,740,295.00		\$ 2,187,317.00		\$ 6,927,612.00						\$ -	
432	Streetscape Improvement Reimbursements for Folsom Streetscape	OPA/DDA/Construction	6/21/2005	6/21/2035	Various	Developer reimbursement for streetscape improvements as per DDA	Transbay	\$ 5,500,000.00	Y	\$ -					\$ -						\$ -	
433	Tax Allocation Bond Series 2021A - SB107 Housing Bond	Bonds Issued After 12/31/10	7/1/2021	7/1/2051	TBD	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$ 116,440,083.00	N	\$ 10,509,506.00					\$ -			\$ 10,509,506.00		\$ 10,509,506.00		
434	Bond Cost of Issuance	Fees	7/1/2021	6/30/2022	SFRA, CCSF: Admin, Legal; Fiscal Consultant, Bond Counsel, Financial Advisor	Bond Portfolio Management	All Project Areas with Bond/Loan Obligations	\$ 2,953,402.00	N	\$ 2,953,402.00	\$ 2,953,402.00				\$ 2,953,402.00						\$ -	

Source	FY 21-22
Bond Proceeds	\$ 259,767,076.00
Reserve Balance	\$ 48,675,396.00
Other Funds	\$ 91,138,075.00
RPTTF Non-Admin	\$ 144,027,169.00
RPTTF Admin (ACA)	\$ 4,264,575.00
	\$ 547,872,291.00

Item #	Project Name / Debt Obligation	Obligation Type	Contract / Agreement / Execution Date	Contract Agreement / Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	ROPS 21-22 Total	21-22A (July-December)					21-22A Total	21-22B (January-June)					21-22B Total	
											Fund Sources						Fund Sources						
										\$ 547,872,291.00													
										Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		

Exhibit A-2, ROPS 21-22 Notes Worksheet

Number	Notes
1	Agency and Contracted Salaries & Benefits and other Administrative Costs. This line includes non-salary costs previously in line 4. Lines 1-4 in prior ROPS have been combined into Line 1. All costs relating to supporting enforceable obligations related to project areas and affordable housing have been moved to line 411. The administrative costs funded by the Administrative Cost Allowance represents other costs not otherwise billable to developers or charged to RPTTF.
7	CalPERS Unfunded Actuarial Liability. As per the Annual Valuation Report for PEPR Miscellaneous Plan, the 21-22 ARC is \$27,829. As per the Annual Valuation Report for Classic Miscellaneous Plan, the 21-22 ARC is \$2,321,822. Thus, the total amount due is \$2,321,822
9	Retiree Health Insurance Premiums. Monthly retiree health premiums are \$117,093 per month or \$1,405,121 per year, plus \$833,639 for OPEB Expenses to pay down future liability, as per the CERBT valuation dated October 26, 2020 (6/30/20 GASB 75 Accntg Information, based on 6/30/19 actuarial valuation), for a total of \$2,238,760.
12	Repayment of LMIHF Loan for 2010 SERAF. The Low and Moderate Income Housing Fund ("LMIHF") loaned the San Francisco Redevelopment Agency \$16.483 million to assist with the Supplemental Educational Revenue Augmentation Fund ("ERAF") payment due in 2010 (SFRA Reso 25-2010). Repayment obligation includes interest accrued at applicable Local Agency Investment Fund ("LAIF") rate since March 2010. The Successor Agency paid \$1,772,608 in ROPS 20-21. Although the eligible repayment amount for ROPS 21-22 is much higher as per the legislated formula, OCII anticipates paying no more than the 20-21 amount. Repayments were authorized in Oversight Board Resolution 13-2014.
17	College Track Indemnification Agreement. This is a contingent liability arising out of an indemnification agreement signed by the Successor Agency, the San Francisco Community Investment Fund ("SFCIF") and SFCIF SUB-Community Development Enterprise ("CDE") for the purpose of funding a project with New Markets Tax Credits. The liability ranges from \$2.47 - \$4.7 million based upon the time of occurrence. The liability is only triggered under four limited circumstances as described in the Indemnity Agreement.
20	Ground Lease for Foodsco (Cala Foods) Site. This ground lease is an enforceable obligation of the Successor Agency's project work. This asset was included in the Successor Agency's property management plan.
21	HPS Phase 1 DDA. This is a summary line for Lines 22, 23, 24, 25, 26 and 354. (Please note Line 48, Line 76, Line 349 and Line 381 are ROPS lines shared between Phase 1 and Phase 2)
22	HPS Phase 1 DPW Letter Agreement. This is funded by Developer Reimbursements. This is an ongoing cost that the Successor Agency anticipates until the completion of the Hunters Point/Shipyards project. Both the Phase 1 DDA (under Section 10 Agency Administration) and the Interagency Cooperative Letter Agreement (on page 3 "Fees and Exactions") allow for the reimbursement of City/Successor Agency costs on an as-needed basis. Contract expiration date reflects OCII obligations pursuant to the Phase 1 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 12/31/2026, but is subject to change depending on construction delays.
23	HPS Phase 1 City Attorney/Outside Counsel. This is funded by Developer Reimbursement. This is an ongoing cost that the Successor Agency anticipates until the completion of the Hunters Point/Shipyards project. Both the Phase 1 DDA (under Section 10 Agency Administration) and the Interagency Cooperative Letter Agreement (on page 3 "Fees and Exactions") allow for the reimbursement of City/Successor Agency costs on an as-needed basis. Contract expiration date reflects OCII obligations pursuant to the Phase 1 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 12/31/2026, but subject to change depending on construction delays.
24	HPS Phase 1 Department of Public Health ("DPH"). This is funded by Developer Reimbursement. This is an ongoing cost that the Successor Agency anticipates until the completion of the Hunters Point/Shipyards project. Both the Phase 1 DDA (under Section 10 Agency Administration) and the Interagency Cooperative Letter Agreement (on page 3 "Fees and Exactions") allow for the reimbursement of City/Successor Agency costs on an as-needed basis. Contract expiration date reflects OCII obligations pursuant to the Phase 1 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 12/31/2026, but subject to change depending on construction delays.
25	HPS Support for CAC. This is funded by Developer Reimbursement. This is an ongoing cost which the Successor Agency anticipates will continue until the end of the Hunters Point/Shipyards project. The Interim Lease, (under Exhibit E-1 – Baseline Services) requires a site office/administrative services and maintenance services. The work program is projected to be complete by 6/30/2036, since it will cover both Phase 1 and Phase 2.
26	HPS Phase 1 Community Benefits Agreement. This is funded by Developer Payment. Transfer of funds is required by the Phase 1 DDA Attachment 23 Sections 2 "Establishment of a Quasi-Public Entity" and Section 3.2 "Community Benefits Budget."
30	HPS Phase 2 DDA. This is funded by Developer Reimbursement. This line and the payments listed in ROPS Lines 31-37, 39,41-44, 49, 75, 77-79, 355, 376-378, 380, 398, 412 are related to the enforceable obligations under the Candlestick Point-Hunters Point Shipyards 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. Future Successor Agency payments to implement the Phase 2 DDA will appear in sub-lines following this master line in future ROPS. Contract expiration date reflects OCII obligations pursuant to the Phase 2 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 6/30/2036. (Please note Line 48, Line 76, Line 349 and Line 381 are ROPS lines shared between Phase 1 and Phase 2)
31	HPS Relocation Services. This is funded by Developer reimbursement. The Federal Union Relocation Act requires relocation planning and provision of relocation benefits. 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." Relocation services will be provided in close proximity to the new Artists' Building is completed.
32	HPS Legal Services Related to Property Transfers. This is funded by Developer Reimbursement. Contract expiration date reflects Successor Agency's obligations pursuant to the Navy/Agency Conveyance Agreement, through to the final Navy parcel to transfer, which is projected to be 6/30/2036.
33	HPS Phase 2 Support Services for Planning. This is funded by Developer Reimbursements. These are ongoing costs which the Successor Agency anticipates until the completion of the Hunters Point/Shipyards project. The Phase 2 DDA Interagency Cooperation Letter Agreement allows for the reimbursement of City costs on an as-needed basis. Contract expiration date reflects OCII obligations pursuant to the Phase 2 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 6/30/2036.
36	Interagency Cooperative Agreement-HPS. This is funded by Developer Reimbursement and RPTTF. Per the ICA, Office of Economic and Workforce Development staff work on workforce and contracting compliance for HPS Phase 1 and Phase 2 DDAs. These are ongoing costs which the Successor Agency anticipates until the completion of the Hunters Point/Shipyards project. The Phase 2 DDA Interagency Cooperation Letter Agreement allows for the reimbursement of City costs on an as-needed basis. Contract expiration date reflects OCII obligations pursuant to the Phase 2 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 6/30/2036. This line is funded by Developer reimbursement for the Office of Economic and Workforce Development staff work on workforce and contracting compliance for
41	HPS Public Finance Counsel Support. This is funded by Developer Reimbursements. Under the Phase 2 DDA Financing Plan, Section 4.2 "Alternative Financing" requires the Successor Agency to pursue "other methods of Public Financing for Project Costs"...including tax-exempt bonds, taxable bonds, tax-credit bonds federal or state loans issued by the Successor Agency, the City or a joint powers authority for application towards the Qualified Project Costs.
42	HPS Phase 2 Counsel Support Related to State Lands. This is funded by Developer Reimbursements. The Phase 2 DDA Sections 6.1 "Trust Exchange" and 6.2.1 "CP State Park Site" place a legally binding obligation on the Successor Agency to "effectuate the planned consolidation and reconfiguration of lands within the Project Site (HPS and Candlestick Point) that are or may be held subject to the public trust" under the jurisdiction of the State Lands Commission and/or the California Department of Parks and Recreation. The costs of consultant services and fees associated with this are enforceable obligations. The contract expiration date reflects the current three-year contract. However, the Successor Agency's obligations relating to the State Lands transfer continue through the last State Park closing associated with the Phase 2 DDA Major Phase 4, which has an outside completion date of 6/30/2036.
43	HPS Phase 2 State Lands and State Parks Staff Reimbursement. This is funded by Developer Reimbursements. The Phase 2 DDA Sections 6.1 "Trust Exchange" and 6.2.1 "CP State Park Site" place a legally binding obligation on the Successor Agency to "effectuate the planned consolidation and reconfiguration of lands within the Project Site (HPS and Candlestick Point) 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.
48	HPS Phase 2 Real Estate Economic Advisory Services. This is funded by Developer Reimbursements. This line is for a Real Estate Development Advisor to provide professional services on as-needed basis to provide technical peer review of proformas, independent market and financial analysis, ongoing strategic advice during development negotiations, and other real estate advisory services as needed to help meet our obligations under the Phase 1 & Phase 2 DDA.
49	HPS Phase 2 DDA & Tax Increment Allocation Pledge Agreement. FINAL & CONCLUSIVE DETERMINATION RECEIVED 12/14/12. Required under the Phase 2 DDA Financing Plan, the pledge of all available Net Tax Increment from Project Area (BVHP Zone 1 and HPS) obligates the Successor Agency to use tax increment and to issue bonds backed by tax increment, the proceeds of which are used to repay the master developer for infrastructure. This is an estimate; actuals will vary with actual cost of infrastructure and timing of issuance of bonds. Tax increment is irrevocably pledged to provide for direct reimbursement and payment of debt service on bonds, the proceeds of which reimburse master developer for infrastructure installed in plan area. Contract expiration date reflects Successor Agency's obligations pursuant to the legal authority to collect tax increment in the HPS Redevelopment Plan ("Plan") under the Phase 2 DDA Financing Plan, affordable housing program, the Tax Allocation Pledge Agreement. This legal authority under the Plan to collect tax increment expires in 12/31/2057.
50	HPS EDA Grant. This is funded by grants from the U.S. Department of Commerce Economic Development Administration for the study and creation of an Arts and Technology District in Hunters Point/Shipyards. This contract will be used to perform capital repairs and improvements to Building 101, which houses artists' studios. The grant requires a 10% local match funded by RPTTF.
62	Building 101 Capital Repairs. Funded through grants from the U.S. Department of Commerce Economic Development Administration, this contract is for capital improvements to Building 101 and existing artists' studio building. Improvements include a multi-purpose room, life and fire safety improvements, and accessibility improvement. The grant requires a 10% local match funded by RPTTF.
72	HPS CALReUSE State Grant Funds. Funded by grants from the California Pollution Control Financing Authority, this line relates to the enforceable obligations under a CALReUSE grant from the State for lead/asbestos (brownfield) abatement. There is no local match required.
75	HPS Navy Conveyance Agreement. This is funded by Developer Reimbursements. This line and the payments related to Navy leases are enforceable obligations under the Conveyance Agreement, which is a transfer agreement between Successor Agency and Navy that expires when last parcel transferred. The Navy sells each parcel to Successor Agency for \$1 per parcel. Contract expiration date reflects Successor Agency's obligations pursuant Navy / Agency Conveyance Agreement, through to the final Navy parcel to transfer, which is projected to be 6/30/2036.
76	HPS Property Management. This is funded by Developer Reimbursements. Site office/administrative services and Maintenance Services are required by the Interim Lease under Exhibit E-1 - Baseline Services. These services are provided on an as-needed basis. Contract expiration date reflects OCII obligations to transfer property to the Developer per the Phase 2 DDA Schedule of Performance, which provides for completion by 6/30/2036.
77	HPS Building 606 Lease to SFPD. This is funded by City and County San Francisco Police Department rent payments, pursuant to the HPS Conveyance Agreement with U.S. Navy. The lease is on a month-to-month basis, and the Successor Agency will amend the lease to expire no later than the property transfer date. Contract expiration date reflects Successor Agency obligations pursuant to the Navy / Agency Conveyance Agreement, through to the final Navy parcel to transfer, which is projected to be 6/30/2036.
78	HPS Navy Lease Agreement. This is funded by lease revenue from the Developer as described in the Interim Lease between the Successor Agency and U.S. Navy. Contract expiration date reflects Successor Agency obligations pursuant to the Navy / Successor Agency Conveyance Agreement through to the transfer of Navy Parcel B.
79	HPS Environmental and Engineering Consulting Services. This is funded by Developer Reimbursement, pursuant to the Navy / Successor Agency Conveyance Agreement.
84	MBN OPA. FINAL & CONCLUSIVE DETERMINATION RECEIVED 1.24.14. This line shows the amount of funds that will be used to reimburse FOCIL-MB, LLC pursuant to the MBN OPA. The OPA obligates the Successor Agency to use tax increment and to issue bonds backed by tax increment (the proceeds of which are used) to repay FOCIL-MB, LLC for infrastructure. In ROPS 21-22, Reserve funds, which reflect tax increment received in prior years, will be used to fund infrastructure work. The final total amount of the Outstanding Debt or Obligation will vary depending on the actual expenditures allowed under OPA with FOCIL-MB, LLC.
85	MBN Payment on CFD#4 Bonds. FINAL & CONCLUSIVE DETERMINATION RECEIVED 1/24/14. RPTTF from MBN may be used for the early repayment of principle of existing 2002 CFD Bond. This is a subline of Line 84 (moved from Line 86 of ROPS 17-18). Tax increment is irrevocably pledged to provide for direct reimbursement and payment of debt service on bonds, the proceeds of which reimburse master developer for infrastructure installed in plan area. Debt Service payments are an obligation of the MBN Tax Increment Allocation Pledge Agreement, but the actual payments are shown under each individual bond line item below. In addition, the payments to the Master Developer for Infrastructure and to non-profit developers for Affordable Housing, as obligated by the OPA, are shown on separate lines. The final total amount of the Outstanding Debt or Obligation will vary depending on the actual expenditures allowed under OPA with FOCIL-MB, LLC.
86	MBN Tax Increment Allocation Pledge Agreement. MBN Tax Increment Allocation Pledge Agreement. FINAL & CONCLUSIVE DETERMINATION RECEIVED 1/24/14. The Tax Increment Allocation Pledge Agreement obligates the Successor Agency to use tax increment and to issue bonds backed by tax increment (the proceeds of which are used) to repay FOCIL-MB, LLC for infrastructure. The Total Outstanding Debt or Obligation will vary depending on the actual expenditures allowed under OPA with FOCIL-MB, LLC. Tax increment is irrevocably pledged to provide for direct reimbursement and payment of debt service on bonds, the proceeds of which reimburse master developer for infrastructure installed in plan area. Debt Service payments are an obligation of the MBS Tax Increment Allocation Pledge Agreement, but the actual payments are shown under each individual bond line item. In addition, the payments to the Master Developer for Infrastructure and to non-profit developers for Affordable Housing, as obligated by the OPA, are shown on separate lines. This line is a sub-line of Line 84. In ROPS 21-22, Reserve funds, which reflect tax increment received in prior years, will be used to fund infrastructure work.
87	MBS OPA. FINAL & CONCLUSIVE DETERMINATION RECEIVED 1/24/14. This line shows the amount of funds that will be used to reimburse FOCIL-MB, LLC pursuant to the MBS OPA. The OPA obligates the Successor Agency to use tax increment and to issue bonds backed by tax increment, the proceeds of which are used to repay FOCIL-MB, LLC for infrastructure. The Total Outstanding Debt or Obligation will vary depending on the actual expenditures allowed under OPA with FOCIL-MB, LLC and will be paid from Tax Increment and from CFD Bond Proceeds.
88	MBS Tax Increment Allocation Pledge Agreement. FINAL & CONCLUSIVE DETERMINATION RECEIVED 1/24/14. The Tax Increment Allocation Pledge Agreement obligates the Successor Agency to use tax increment and to issue bonds backed by tax increment (the proceeds of which are used) to repay FOCIL-MB, LLC for infrastructure. The Total Outstanding Debt or Obligation will vary depending on the actual expenditures allowed under OPA with FOCIL-MB, LLC. Tax increment is irrevocably pledged to provide for direct reimbursement and payment of debt service on bonds, the proceeds of which reimburse master developer for infrastructure installed in plan area. Debt Service payments are an obligation of the MBS Tax Increment Allocation Pledge Agreement, but the actual payments are shown under each individual bond line item. In addition, the payments to the Master Developer for Infrastructure and to non-profit developers for Affordable Housing, as obligated by the OPA, are shown on separate lines. This line is a sub-line of Line 87.

Number	Notes
89	Mission Bay Agency Costs Reimbursements. OPAs allow Successor Agency to access tax increment or direct developer fees to reimburse Agency Costs, including the cost of other City agencies or outside organizations whose expertise is needed to implement the OPAs, based on T&M for costs allowed by the OPAs. In previous years Public Works, the City Attorney's Office and other City Agencies would bill FOCL-MB who would then seek reimbursement from the tax increment pledge (Line 87). FOCL-MB is allowed to charge interest on these payments to City Agencies. To expedite the payment to City Agencies and to reduce the use of tax increment, these Agencies will now be reimbursed directly from Tax Increment. Additionally it is anticipated that there will be four contracts with third party entities to provide consulting services for fiscal analysis and planning services. All costs will be paid out of Reserve funds, which is tax increment received in prior years, in ROPS 21-22. The remaining costs are agency costs that are reimbursed by the developer.
90	MBN and MBS DPW Construction Cost Review Consulting. A consultant must review developer reimbursement requests in order to ensure such requests are appropriate per the OPAs and CFDs. This review of developer reimbursement request is a long-term obligation under the MBN and MBS OPAs that has been fulfilled through a contract between the City's Department of Public Works ("DPW") and Financial Consultants, the cost for which is paid by the Successor Agency. These costs will be paid out of Reserve funds, or tax increment received in prior years, in ROPS 21-22.
91	MBN and MBS Art Program. The Mission Bay Redevelopment Plans require projects with over 25,000 square feet in commercial space to pay 1% of hard costs for public art. The source of these Other funds are Developer Fees. It is anticipated the San Francisco Arts Commission will administer these funds to contract with individual artists and maintain the public art. The contract dates in this line are the start and end dates of the Mission Bay South Redevelopment Plan (the Mission Bay North Redevelopment Plan started on October 26, 1998 and ends on October 26, 2028).
101	RETIRE IN FY 21/22: Transbay Folsom Design Services. Ancillary contract in compliance with the Transbay Implementation Agreement (Line 105), which was finally and conclusively determined to be an enforceable obligation on 4/15/2013. These expenditures are required pursuant to Section 2.1.d of the Transbay Implementation Agreement requiring activities related to major infrastructure improvements. This contract is for design services required to implement the Redevelopment Plan. The contract terminates in June 2024 and will be paid for using DDR-Approved bond proceeds from the 2017B & 2017E bonds and developer fees. Lines 422 and 423 have been created to break out the contract amounts for Essex and Under Ramp Park, respectively.
102	Transbay Tax Increment Sales Proceeds Pledge Agreement. FINAL & CONCLUSIVE DETERMINATION RECEIVED 4/15/13. Sales proceeds and tax increment generated from the sale and development of the state-owned parcels is pledged to TJPA for development to the Transit Center as required by the Redevelopment Plan Cooperative Agreement. TJPA will use these funds to pay debt service on bonds issued to repay the Transportation Infrastructure Finance and Innovation Act ("TIFIA") loan executed between TJPA and US Department of Transportation. Tax increment from the state-owned parcels provided to TJPA is net of AB1290 pass-through and affordable housing requirements, per the Cooperative Agreement.
105	Transbay Implementation Agreement. FINAL & CONCLUSIVE DETERMINATION RECEIVED 4/15/13. The Agency shall execute all activities related to the implementation of the Transbay Redevelopment Plan, including, but not limited to, activities related to major infrastructure improvements, including new public parks, new pedestrian oriented alleys, and widened sidewalks. The project cost for implementation of the Transbay Redevelopment Plan activities set forth in the Agreement shall be incurred by the Agency and included in the Agency's annual budget submitted to the City. The total outstanding obligation is the estimated public improvement costs necessary to implement the redevelopment plan, specifically the Transbay Streetscape and Open Space Concept Plan which was approved in 2006. As contracts are approved they are added as separate lines in the ROPS. The total outstanding debt was estimated at \$241M as of the final and conclusive determination. The current outstanding obligation amount is \$102,100,000 and is spread between this line (105) and other ancillary contracts to the implementation agreement, captured by Lines 101, 107, 109, 115, 391, 423, 431 and 432.
107	Transbay Streetscape improvements. Ancillary contract with San Francisco Department of Public Works in compliance with the Transbay Implementation Agreement (Line 105). These obligations are required pursuant to section 2.1 of the Transbay Implementation Agreement requiring the Successor Agency to "execute activities related to major infrastructure improvements." The construction project is scheduled to be completed towards the end of FY 20/21, however there may be invoices to close out the contract that may be processed in FY 21/22; therefore rolling forward \$1M in contract authority in Bonds to allow for any final payments to Public Works.
109	Transbay City Attorney or Outside Counsel Review. This line is for review of documents related to Transbay obligations, in compliance with the Transbay Implementation Agreement (Line 105). These expenditures are required pursuant to Section 2.1 of the Transbay Implementation Agreement requiring the Successor Agency "prepare and sell certain state-owned parcels to third parties" and requiring the Successor Agency to "execute activities related to major infrastructure improvements." City Attorney's office will review and approve agreements and contracts required under the Implementation Agreement on an on-going basis. The source of funds for attorney review of development parcel documents is developer fees whenever billable. In some cases, attorney reviews may be for items that are not billable to developers (e.g. OCII sole obligations for park and certain streetscape improvements), in which case RPTTF would be used. Contract Dates and Outstanding Amount represents current year request only.
115	Transbay Ancillary Contracts for Professional Services. This line is pursuant to Section 2.1 of the Transbay Implementation Agreement requiring the Successor Agency to "prepare and sell certain state-owned parcels to third parties," "execute all activities related to the Implementation of the Transbay Redevelopment Plan" and "execute activities related to major infrastructure improvements." Contracts funded with Other would include items that can be reimbursed by developers. Items that cannot be reimbursed must be covered by RPTTF, including economic forecasting, infrastructure planning, management, and construction. Contract Dates and Outstanding Amount represents current year request only.
151	The Mexican Museum Grant Agreement. This is a \$10.566 million grant agreement for predevelopment and tenant improvements for a museum. The remaining balance of \$6,785,119 is bond proceeds reserved for future tenant improvements.
161	Alice Griffith Agency Funding Obligation. FINAL & CONCLUSIVE DETERMINATION RECEIVED 12/14/12 (shown as line 123 on the F&C which used the ROPS III numbering system). Pursuant to HPS Phase 2 DDA, this line requests capital funds to rebuild the Alice Griffith Public Housing development, which consists of 504 units with six phases. Of the six phases, Phases 1-4 are complete. ROPS 14-15 authorized gap funds for Phases 3A and 3B. ROPS 15-16B authorized \$3.0M in predevelopment funds for Phase 4, and ROPS 16-17 authorized \$10.8M in gap funding. ROPS 17-18 authorized \$7.0M in developer fee contribution. ROPS 17-18 included \$7.0 million for predevelopment expenses for Phases 5 and 6 (\$3.5 million each). This \$7.0 million predevelopment funding was again included in ROPS 18-19 as predevelopment funding is not subject to AB 471. However, Phases 5 and 6 are now delayed and not included in ROPS 21-22 due to master developer delay in constructing necessary infrastructure for the project.
218	HPS Phase 1 Affordable Housing Obligation. FINAL & CONCLUSIVE DETERMINATION RECEIVED 12/14/12 (shown as line 173 on the F&C which used the ROPS III numbering system). Contractual obligation under Hunters Point Shipyard-Phase 1 Disposition and Development Agreement to fund and construct affordable housing on Agency-owned parcels in HPS Phase 1. This is an estimated cost of funding 218 affordable housing units; actual amount will vary with actual cost of housing and timing of issuance of bonds. Obligation remains until affordable housing obligation is fulfilled. The estimated cost for first project (Blocks 52 & 54) has been moved to new Line 395, and second project Block 56 to new line 420.
219	HPS Phase 1 Affordable Housing Obligation. FINAL & CONCLUSIVE DETERMINATION RECEIVED 12/14/12 (shown as line 173 on the F&C which used the ROPS III numbering system). Contractual obligation under Hunters Point Shipyard-Phase 1 Disposition and Development Agreement to fund and construct affordable housing on Agency-owned parcels in HPS Phase 1. This is an estimated cost of funding 218 affordable housing units; actual amount will vary with actual cost of housing and timing of issuance of bonds. Obligation remains until affordable housing obligation is fulfilled. The estimated cost for first project (Blocks 52 & 54) has been moved to new Line 395, and second project Block 56 to new line 420. Block 48 (parcels 1 and 2) will be the final OCII funded affordable housing projects in HPS Phase 1.
220	Mission Bay North Affordable Housing Obligation. FINAL & CONCLUSIVE DETERMINATION RECEIVED 1/24/14. This line reflects the Pledge of Property Tax Revenues, defined as Housing Increment, under Mission Bay North Tax Allocation Pledge Agreement (to which Owner is a third party beneficiary) to fulfill affordable housing obligations in Mission Bay North Owner Participation Agreement. Upon completion of housing program in MB North, tax increment is then pledged to housing program in MB South. The total outstanding estimate is based on the FY 2011-12 Statement of Indebtedness ("SOI") page 37 of \$320 million, less the amounts included in that number for the housing debt service obligations included on separate ROPS lines: Series 2006A, 2007A, 2009A, 2009E, and 2011E. No funds requested in ROPS 21-22.
226	Mission Bay South Affordable Housing Obligation. FINAL & CONCLUSIVE DETERMINATION RECEIVED 1/24/14. This line reflects Pledge of Property Tax Revenues, defined as Housing Increment, under Mission Bay South Tax Allocation Pledge Agreement (to which Owner is a third party beneficiary) to fulfill affordable housing obligations in Mission Bay South Owner Participation Agreement. The total outstanding estimate is based on the FY 2011-12 Statement of Indebtedness ("SOI") page 42 of \$436 million, less the amounts included in that number for housing debt service obligations included on separate ROPS lines: Series 2009A, 2009E, and 2011E; less reported expenditures from this line on ROPS I, II, III, 13-14A and 13-14B; and less outstanding obligations for individual MBS housing projects that have their own separate ROPS lines (228 for MBS Parcel 7W, 393 for MBS Parcel 6E, 394 for MBS Parcel 3E, 405 for MBS Parcel 6W, 417 for MBS Parcel 9, 419 for MBS Parcel 9a, and 428 for MBS Parcel 12W). No funds requested in ROPS 21-22.
237	Transbay Affordable Housing Obligation. FINAL & CONCLUSIVE DETERMINATION RECEIVED 4/15/13. Requirement of the Implementation Agreement (Line 105) and Section 5027.1 of California Public Resources Code that terminal project include 25% of all new dwelling units in project area be available at affordable housing cost for low income households (60% AMI) and 10% of all new units be available for moderate income (120% AMI). Total outstanding debt estimated to be \$849,936,548 over life of project (page 47 of the SOI) and required funding for affordable housing obligations. Funding for the specific affordable housing projects and debt service on associated tax allocation bonds required per this obligation are shown on individual Transbay lines: Lines 238 (R.C. Apts), 239 (Blks 6/7), 374 (Blk 8), 406 (Blk 4), 413 (Blk 2 West), and 416 (Blk 2 East) and various debt service lines. Total outstanding obligation lowered by amounts placed on separate ROPS Lines 363, 374 and 291. No funds requested in ROPS 21-22.
261	1998C Bond Debt Service. No debt service payments until 8/1/2023 (due to trustees 6/30/2023).
264	1998D Bond Debt Service. Bonds were partially refunded in 2014C bonds. The total obligation is the remaining amount
345	Bond Management Administration Costs. The RPTTF 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.
349	Project Related Employee Reimbursable. Employee reimbursements for project related travel and other project expenses.
354	HPS Phase 1 City Planning Staff Costs. This is funded by Developer Reimbursement. This is an ongoing cost which the Agency anticipates until the completion of the HPS Phase 1 Project. The work program is projected to be complete by 12/31/2026 but is subject to change based on construction delays.
355	HPS Phase 2 CP SF Public Utilities Commission Staff Costs. This is funded by Developer Reimbursement. This is an ongoing cost which the Successor Agency anticipates until the completion of the HPS Phase 2 Project. The work program is projected to be complete by 6/30/2036.
359	706 Mission Street Purchase and Sale Agreement ("PSA"). This PSA was approved by the Successor Agency's Oversight Board on July 22, 2013, and by DOF on October 4, 2013. The Developer is required under the PSA to pay the Successor Agency (1) \$4,456,378 in affordable housing fees, paid in three installments over time, (2) \$510,882 a year in perpetuity to support Yerba Buena Gardens operations (net present value equals \$40.1 million), (3) \$86,400 in traffic improvement fees, and (4) approximately \$2,000,000 in open space fees.
361	CP Development Co Funds for AG Development. HPS/CP Developer commitment to provide funding for Alice Griffith Project to supplement Successor Agency funding included in ROPS Line 161, which was finally and conclusively determined to be an enforceable obligation on 12/14/2012. Funds to pass through OCII so that they can be provided in loan agreement to the affordable housing project. This is an estimated amount based on DDA "Alice Griffith Subsidy" in BMR Housing Plan Section 5.4(a) and (c) and Exhibit F-C, but if overruns occur, the developer is contractually obligated to increase their contribution. In ROPS 16-17 \$5.2 million was included for Phase 4 (formerly known as Phase 3C) and subject to AB 471. In ROPS 17-18, due to configuration of units types, developer fee contribution increased by \$1.8 million to \$7.0 million, subject to AB 471. The HPS-CP Developer's next and final commitments will be for AG Phases 5 and 6, and will be included in a subsequent ROPS.
373	Property Management and Disposition Costs. The Successor Agency will be incurring certain costs associated with the management and disposition of property. These costs include staffing costs, property management, appraisal costs, consultant costs, title and escrow costs, legal costs (including tenant bankruptcy proceedings), loan collection costs, marketing costs, and other costs associated with the disposition process.
376	HPS Phase 2 Support services. This is funded by Developer Reimbursements. These are on-going costs which the Successor Agency anticipates until the completion of the HPS project. The Phase 2 DDA Interagency Cooperation Letter Agreement allows for the reimbursement of City costs on an as-needed basis. Contract expiration date reflects OCII obligations pursuant to the Phase 2 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 6/30/2036.
377	HPS Phase 2 Community Benefits Agreement Scholarship Program. This is funded by Developer Payments. In accordance with the Phase 2 Community Benefits Plan, Exhibit G to the Phase 2 DDA, the Successor Agency will transfer funds to fulfill the Scholarship Fund obligation. Payments will be disbursed over time. As reflected in ROPS 20-21, to date, OCII has received and will therefore expend \$500,000. See Section 1.1 of the Community Benefits Plan for Scholarship Program.
378	HPS Phase 2 CP Community Benefits Agreement Education Improvement Fund. This is funded by Developer Payment. Pursuant to the Phase 2 Community Benefit Plan, Exhibit G to the Phase 2 DDA, this is for education enhancement within Bayview Hunters Point. This is an ancillary contract in compliance with Line 49, formerly Line 67 on ROPS III, which was finally and conclusively determined to be an enforceable obligation on December 14, 2012. Payments will be disbursed over time. To date, the developer has contributed \$500,000 for this fund.
380	HPS Phase 2 CP Community Benefits Agreement Wellness Contribution. This is funded by Developer Payment, pursuant to the Phase 2 Community Benefit Plan, Exhibit G to the Phase 2 DDA, for predevelopment expenses associated with the expansion of the Southeast Health Center. Previously, the Developer has paid a total of \$350,000 in accordance with Section 2.1 and 2.2 of the Community Benefits Agreement. The Department of Public Health has requested the balance of the contribution (\$1.9M) in FY 21-22.
381	HPS Design Review and Permitting Technical Support. This is funded by Developer Reimbursements. This is an ongoing cost which the Agency anticipates until the completion of the HPS Phase 1 and Phase 2. The Phase 1 DDA Section 10 and Phase 2 DDA Section 19. Agency Administration and the Interagency Cooperative Letter Agreement page 3 "Fees and Exactions" both allow for the reimbursement of City/Agency costs on an as-needed basis. Contract expiration reflects the need for these types of services until the both phases of the infrastructure is closed out by 6/30/2036.
382	2011 Hotel Occupancy Tax Refunding Bonds Debt Service. As city pays debt service, funds are included in Other.
389	Tax Allocation Bond Series MBS2014A.
391	Transbay Under Ramp Park Construction. Contract to be managed by the San Francisco Department of Public Works, as an ancillary contract in compliance with Section 201 of the Transbay Implementation Agreement (Line 105). The project was delayed in FY 20/21 and the contract with Public Works has a remaining balance of approximately \$6.34M; the project is anticipated to restart in FY 21/22 and the current contract balance is being rolled forward. Portion of contract to be funded by RPTTF would only be drawn on if project was actually moving forward, hence request is in B period and may not be actually received if not needed. The Outstanding Balance Amount reflects the design and predevelopment work but does not yet include an estimate for construction; that amount is expected to be estimated in FY 21/22, so anticipate providing an updated Outstanding Balance with construction costs for ROPS 22/23

Number	Notes
395	HPS Affordable Housing Blocks 52/54. This line is per final and conclusive determination for HPS housing obligation in umbrella line 218. \$2.5M in ROPS 14-15B for predevelopment was increased to \$4.0M in ROPS 16-17 amendment to reflect timetable extension and combining Blocks 52/54 for a more financially feasible "scattered site" development. Predevelopment funding in ROPS 20-21 will continue spending into ROPS 21-22. The ROPS 20-21 included OCII's construction funding, but due to project delay, will commit in ROPS 21-22 instead. The source of funds is bonds. The total funding has increased by \$20M in the event that the project does not secure any state funds other than tax-exempt bonds and 4% tax credit equity and to account for less favorable financing terms overall based on market changes.
398	HPS Phase 2 CP Other Professional Services. This is funded by Developer Reimbursements. This is an ongoing cost which the Agency anticipates until the completion of the HPS project. Under the Candlestick Point/Hunters Point Shipyard Disposition and Development Agreement ("Phase 2 DDA") whereby the master developer, as a party to the Phase 2 DDA, is obligated to pay the Successor Agency for various costs associated with pre-development and development activities.
399	Tax Allocation Series MBN2016A. Mission Bay North refunding Bond.
400	Tax Allocation Series MBS2016B.
401	Tax Allocation Series MBS2016C. Mission Bay South refunding bond.
402	Tax Allocation Series MBS2016D. Mission Bay south subordinate bond.
403	HPS Phase 2 CP Block 10a Affordable Housing. This line is per final and conclusive determination for HPS Phase 2 CP housing obligation in umbrella line 219. The source for the \$3.5 million for predevelopment expenses is existing bond proceeds. These predevelopment funds, committed in ROPS 16-17, will continue to be spent during ROPS 21-22. Construction funding was included in ROPS 18-19; however, the project has been delayed and the gap funds are not anticipated to be needed until ROPS 22-23 at the earliest.
404	HPS Phase 2 CP Block 11a Affordable Housing. This line is per final and conclusive determination for HPS Phase 2 CP housing obligation in umbrella line 219. The source for the \$3.5 million for predevelopment expenses is existing bond proceeds. These predevelopment funds, committed in ROPS 16-17, will continue to be spent during ROPS 21-22. Construction funding was included in ROPS 18-19; however, the project has been delayed and the gap funds are not anticipated to be needed until ROPS 22-23 at the earliest.
405	MBS Block 6W Construction. Line will be retired in ROPS 21-22
406	Transbay Block 4 Affordable Housing. Ancillary contract in compliance with the Transbay Implementation Agreement (Line 237) Affordable Housing Program, which was finally and conclusively determined to be an enforceable obligation on 4/15/2013. Anticipated gap construction loan funded by developer fees.
407	Refunding Bonds Reserve Payments. Refunding bonds requires use of reserve fund to defease bonds.
408	Tax Allocation Series 2017A. Affordable housing money bond.
409	Tax Allocation Series 2017B. Transbay Infrastructure money bond.
410	Tax Allocation Series 2017C. Mission Bay money and refunding affordable housing bond.
411	Enforceable Obligation Support. SB107 requires Successor Agencies to spend no more than 3% of RPTTF Non-Admin on agency administration, across all funding sources. In prior ROPS, OCII recorded agency costs that directly support affordable obligations and OCII administration in line 1. As per DOF recommendation, OCII is now separately reporting the OCII costs that directly support affordable obligations. The administrative cost to operate the agency is reported in line 1.
412	HPS CP Surety Bond Program. See Section 5.2(b) of the Phase 2 Community Benefits Agreement. Successor Agency's Surety Bond Program will be used to assist BVHP contractors in obtaining insurance and credit support that may be required in order to participate in the development of the Phase 2 Project. The total commitment is \$1,000,000 of which \$250,000 has been paid to date by the Developer.
413	Transbay Block 2 West Affordable Housing. Ancillary contract in compliance with the Transbay Implementation Agreement (Line 237) Affordable Housing Program, which was finally and conclusively determined to be an enforceable obligation on 4/15/2013. The source for the \$3.5 million for predevelopment expenses is developer fees. Rolled to 20-21 ROPS as a result of delay in issuance of Request for Proposals because of the unexpected continued need to use the site by the temporary Salesforce Transbay Terminal. Predevelopment funds will continue to be spent in 21-22.
415	Tax Allocation Bond Series 2017D. Taxable refunding bond.
416	Transbay Block 2 East Affordable Housing. Ancillary contract in compliance with the Transbay Implementation Agreement (Line 237) Affordable Housing Program, which was finally and conclusively determined to be an enforceable obligation on 4/15/2013. The source for the \$3.5 million for predevelopment expenses is developer fees. Rolled to 20-21 ROPS as a result of delay in issuance of Request for Proposals because of the unexpected continued need to use the site by the temporary Salesforce Transbay Terminal. Predevelopment funds will continue to be spent in 21-22.
417	MBS Block 9 Affordable Housing. This line is for funding for affordable housing project in partial fulfillment of MBS OPA Requirements, per final and conclusive determination regarding Mission Bay housing obligation on umbrella lines 220 and 226. ROPS 17-18 included \$3.5 million in predevelopment funds from SB 107 bonds; amended ROPS 17-18 increased that amount to \$5 million to accommodate increased predevelopment funding due to proposed use of modular construction. ROPS 20-21 included gap construction funding pursuant to AB 471. Construction started in ROPS 20-21.
419	MBS Block 9A Affordable. Housing construction funding for affordable housing project in partial fulfillment of MBS OPA Requirements, per final and conclusive determination regarding Mission Bay housing obligation on umbrella lines 220 and 226. \$2.9 million in predevelopment funding authority from ROPS 19-20 will roll to ROPS 21-22 to fund multi-year predevelopment activities. ROPS 21-22 also includes \$75.7 million gap construction funding that may be expended in subsequent ROPS cycles as authorized under Cal. Health & Safety Code Section 34177 (a) (1) (A) during the ROPS 21-22 period; this bond issuance will be sized to fund this loan. The construction funding for this affordable homeownership project is based on the construction cost estimate of the current project design; the estimate is from the developer's general contractor and reviewed by OCII. OCII's construction funding amount also estimates other expected project financing sources, and then OCII's construction funding is sized based on the "gap" remaining to fully fund the project. Both the construction cost amount and amounts from other funding sources will then be finalized prior to construction start in Spring 2022.
420	HPS Affordable Housing Block 56. Per final and conclusive determination for HPS housing obligation in umbrella line 218. \$3.5M in predevelopment funds committed in ROPS 18-19 and will continue to be spent in ROPS 21-22. ROPS 21-22 also includes \$39.5 million gap construction funding that may be expended in subsequent ROPS cycles as authorized under Cal. Health & Safety Code Section 34177 (m)(1)(D), and that will be funded by bonds authorized under Cal. Health & Safety Code Section 34177 (a) (1) (A) during the ROPS 21-22 period; this bond issuance will be sized to fund this loan. The construction funding for this affordable rental project is based on the construction cost estimate of the current project design; the estimate is from the developer's general contractor and reviewed by OCII. OCII's construction funding amount also estimates other expected project financing sources such as tax credit equity and tax exempt bonds, and then OCII's construction funding is sized based on the "gap" remaining to fully fund the project. Both the construction cost amount and amounts from other funding sources will then be finalized prior to construction start in Spring 2022.
421	Tax Allocation Bond Series 2017E. Tax-exempt refunding bond.
422	Transbay Essex Design Services. Ancillary contract in compliance with the Transbay Implementation Agreement (Line 105), which was finally and conclusively determined to be an enforceable obligation on 4/15/ 2013. These expenditures are required pursuant to Section 2.1.d of the Transbay Implementation Agreement requiring activities related to major infrastructure improvements.
423	Transbay Under Ramp Design Services. Ancillary contract in compliance with the Transbay Implementation Agreement (Line 105), which was finally and conclusively determined to be an enforceable obligation on April 15, 2013. These expenditures are required pursuant to Section 2.1.d of the Transbay Implementation Agreement requiring activities related to major infrastructure improvements. This contract is for design services required to implement the Redevelopment Plan. The payees include CMG Landscape Architecture and all design consultants. The Under Ramp Park project was delayed in FY 20/21 and the contract balance is being rolled forward to FY 21/22.
424	Transbay Essex Streetscape Improvements. This is an ancillary contract in compliance with the Transbay Implementation Agreement (Line 105), which was finally and conclusively determined to be an enforceable obligation on April 15, 2013. These expenditures are required pursuant to Section 2.1.d of the Transbay Implementation Agreement requiring activities related to major infrastructure improvements.
425	Excess Bond Proceed 2007B Cash Reserve. Retired in 21-22.
434	Bond Cost of Issuance. These charges reflect cost of the bond issuance, which is funded by bond proceeds from the issued bonds and are estimates. Per 34177.a(1), Successor Agencies may put estimate of expenditure for enforceable obligations on ROPS. Per 34177m(1)(D)(ii), Successor Agencies may put an estimate of expenditure for invoices not yet received.
428	Mission Bay South Block 12W Affordable Housing. This is for predevelopment funding for an affordable housing project in partial fulfillment of MBS OPA Requirements, per final and conclusive determination regarding Mission Bay housing obligation on umbrella lines 220 and 226. Originally requested in ROPS 20-21, predevelopment work will now begin in the ROPS 21-22 which will be funded by \$3.5 million with bonds.
431	Design monitoring and Construction of Transbay Park. Contract to be managed by the San Francisco Department of Public Works, as an ancillary contract in compliance with Section 201 of the Transbay Implementation Agreement (Line 105). \$6.7 million is for project management costs during this period and will be paid from Bond proceeds and Park Fees. The contract expires in September 2021, but is anticipated to be extended to include design and project management services of the surrounding streetscapes and for the inclusion of the Recreation and Parks Department, who has been determined to be the ultimate land owner of the Block 3 Park. Before the end of FY 20/21, the contract term will be extended to incorporate services up through the start of construction, which is anticipated to be in FY 22/23. The Outstanding Balance Amount reflects the design and predevelopment work but does not yet include an estimate for construction; that amount is expected to be estimated in FY 21/22, so anticipate providing an updated Outstanding Balance with construction costs for ROPS 22/23
432	Streetscape Improvement Reimbursements for Folsom Streetscape. Line will be retired in ROPS 21-22.
433	Tax Allocation Bond Series 2021A - SB107 Housing Bond. This is the estimated debt service payment for this new bond, based on 2% cost of issuance and 10% reserve with a 30 year term at 7%. Per 34177.a(1), Successor Agencies may put estimate of expenditure for enforceable obligations on ROPS. Per 34177m(1)(D)(ii), Successor Agencies may put an estimate of expenditure for invoices not yet received.

Exhibit A-4, ROPS 21-22 Summary
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Requested Funding for Obligations		21-22A Total	21-22B Total	ROPS Total
A	Obligations Funded as Follows (B+C+D)	\$ 395,484,797	\$ 4,095,750	\$ 399,580,547
B	Bond Proceeds	\$ 259,767,076	\$ -	\$ 259,767,076
C	Reserve Balance	\$ 48,675,396	\$ -	\$ 48,675,396
D	Other Funds	\$ 87,042,325	\$ 4,095,750	\$ 91,138,075
E	Redevelopment Property Tax Trust Fund (RPTTF) (F+G)	\$ 24,597,800	\$ 123,693,944	\$ 148,291,744
F	<i>RPTTF</i>	\$ 20,333,225	\$ 123,693,944	\$ 144,027,169
G	<i>Administrative RPTTF</i>	\$ 4,264,575	\$ -	\$ 4,264,575
H	Current Period Obligations (A+E)	\$ 420,082,597	\$ 127,789,694	\$ 547,872,291

107-0932020-002

Agenda Item **No. 5(A)**
Meeting of January 11, 2021**INFORMATIONAL MEMORANDUM****TO:** Oversight Board**FROM:** Sally Oerth, Interim Executive Director**SUBJECT:** Workshop on the Recognized Obligation Payment Schedule for July 1, 2021 to June 30, 2022 (ROPS 21-22)**EXECUTIVE SUMMARY**

Redevelopment Dissolution Law requires successor agencies to create annually a Recognized Obligation Payment Schedule (“ROPS”) to set forth the revenue sources and payment amounts for enforceable obligations. Successor Agencies prepare the ROPS for a twelve-month fiscal period that begins July 1 and ends June 30. ROPS are due to the Department of Finance (“DOF”) and the County Auditor/Controller on February 1 of each year. Redevelopment Dissolution Law also authorizes the Oversight Board to amend the ROPS one time per twelve-month period, subject to stringent requirements. The Office of Community Investment and Infrastructure (“OCII”), operating as the Successor Agency to the San Francisco Redevelopment Agency, is seeking approval for the ROPS 21-22, which covers July 1, 2021 through June 30, 2022.

The total requested expenditure authority in the ROPS 21-22 is \$542.4 million, which includes \$259.8 million in Bond Proceeds, \$47.4 million in Reserve Balance, \$86.0 million in Other Funds, \$144.3 million in Redevelopment Property Tax Trust Fund (“RPTTF”) Non-Admin, which is for enforceable obligations, and \$4.9 million in RPTTF Admin, which is for administrative costs. OCII will expend most of these funds on affordable housing loans and debt service.

Overall, the proposed ROPS 21-22 totaling \$542.4 million in expenditure authority is approximately \$109.6 million, or 25.3 percent, higher than ROPS 20-21. The increase is due to the increase in affordable housing loan activity, as staff projects that several affordable housing projects will be ready for OCII’s commitment of construction funding in the coming fiscal year. All other categories of expenditures are lower than the previous ROPS, as shown below.

ROPS 20-21 vs. ROPS 21-22

Uses	ROPS 20-21 Amount (\$M)	ROPS 21-22 Proposed (\$M)	Difference (\$M)	Percent Change	Explanation
Affordable Housing	\$109.8	\$248.6	\$138.8	126.4%	Increase due to affordable housing loans.
Mission Bay	\$103.4	\$90.6	(\$12.8)	-12.4%	Decrease due to spend down of Pledged RPTTF Non-Admin on Reserve.
Transbay	\$60.3	\$47.8	(\$12.5)	-20.7%	Decrease due to spend down of bond proceeds on infrastructure offset by increase in Pledged RPTTF Non-Admin.
HPS/CP	\$19.2	\$16.3	(\$2.9)	-15.1%	Decrease due to reduction in Phase 1 costs for City review and spend down of EDA grant.
Asset Management	\$7.8	\$6.8	(\$1.0)	-13.0%	Decrease due to spend down of bond proceeds on Mexican Museum.
Debt	\$111.9	\$112.9	\$1.0	0.9%	Increase due to new bond issuance.
Operations	\$20.0	\$19.4	(\$0.6)	-2.9%	Decrease due to identified cost efficiency.
Total Uses	\$432.8	\$542.4	\$109.6	25.3%	

While total expenditure in ROPS 21-22 is higher than ROPS 20-21, the amount of RPTTF requested has decreased. The proposed ROPS provides for \$149.2 million in RPTTF Non-Admin and RPTTF Admin, which is a decrease of \$18.8 million or a 11.2 percent from the approved ROPS 20-21 of \$168.0 million. The primary factor driving this decrease is OCII's use of Reserve Balance, which is RPTTF received in prior years that has not yet been expended, in place of requesting new RPTTF Non-Admin.

Staff will incorporate Oversight Board input into the draft ROPS and will present the final version to the Oversight Board for its approval on January 25, 2021. Pending Oversight Board Approval, staff will submit the ROPS to DOF on or before February 1, 2021.

DISCUSSION***Definition of Enforceable Obligations***

An approved ROPS sets forth the payments that a successor agency is allowed to make under "enforceable obligations," which Dissolution Law (Cal. Health & Safety Code § 64710 et seq.) defines as bonds, loans, judgments or settlements, any "legally binding and enforceable agreement or contract that is not otherwise void as violating the debt limit or public policy," "contracts or agreements necessary for the administration or operation of the Successor Agency", and certain "amounts borrowed from or payments owing to the Low and Moderate Income Housing Fund of a redevelopment agency," as well as certain other obligations. The "enforceable obligations" must have been entered into by the former redevelopment agency prior to the date of enactment of the Redevelopment Dissolution Law (June 28,

2011). New enforceable obligations (i.e., entered into on or after June 28, 2011) are permitted if they are “in compliance” with a pre-dissolution obligation. Cal. Health & Safety Code § 34177.3 (a).

Dissolution Law authorizes successor agencies, with DOF approval, to complete approved development projects and Successor agencies may also issue new bonds secured by pledges of property tax revenues (formerly tax increment) for those projects if a pre-dissolution enforceable obligation required the issuance of bonds and provided for an irrevocable pledge of the property tax revenues. Issuance of the new bonds is subject to approval of oversight boards and review and approval by DOF. Cal. Health & Safety Code § 34177.5 (a) (4).

Successor Agencies may also request that DOF finally and conclusively determine that certain obligations are enforceable obligations under Dissolution Law. To date DOF has approved five requests for a “Final and Conclusive Determination” as follows:

- Hunters Point Shipyard Phase 1 (approved December 2012);
- Candlestick Point-Hunters Point Shipyard Phase 2 (“CP-HPS2”) (approved December 2012);
- Transbay (approved April 2013);
- Mission Bay North (approved January 2014); and
- Mission Bay South (approved January 2014).

In December 2015, DOF also approved OCII’s Long Range Property Management Plan, which governs disposition and use of the Former San Francisco Redevelopment Agency’s real property and interests in real property.

Successor agencies may only expend funds related to the completion of approved enforceable obligations. To ensure that Successor Agencies comply with this restriction, DOF requires that successor agencies submit ROPS for DOF approval. Successor agencies prepare the ROPS for a twelve-month fiscal period that begins July 1 and ends June 30. Successor Agencies are required to obtain Oversight Board approval of the ROPS and to submit the approved ROPS to the DOF and the County Auditor Controller on February 1 of each year. SB107 authorizes the Oversight Board to amend the ROPS one time per twelve-month period.

ROPS Funding Sources

DOF requires that OCII categorize the payment source for each expenditure into one of five sources, which are:

- **Bond Proceeds** Bond Proceeds from bonds issued
- **Reserve Balance** Property tax increment approved to be retained by DOF in prior year for use in current year
- **Other Funds** Funds that are not Bond Proceeds, Reserve Balance, RPTTF Non-Admin, or RPTTF Admin
- **RPTTF Non-Admin** Property tax increment requested to fund enforceable obligations
- **RPTTF Admin** Property tax increment requested to fund administrative costs

There are two kinds of RPTTF Non-Admin: 1) RPTTF Non-Admin and 2) Pledged RPTTF Non-Admin. RPTTF Non-Admin is property tax increment requested to fund enforceable obligations. Pledged RPTTF Non-Admin is property tax committed under pledge agreements to fund certain project costs. OCII receives the amount of pledged RPTTF Non-Admin generated each year that is necessary to fund eligible project costs, less required distributions to government entities, such as the school district, that are legally entitled to a share of the property tax.

RPTTF Admin is property tax increment requested to fund administrative costs. As per Dissolution Law, RPTTF Admin is restricted by formula to the amount of the prior ROPS period RPTTF Non-Admin distribution less the prior ROPS RPTTF Admin distribution less Prior Period Adjustment Savings. Prior Period Adjustment Savings is requested but unexpended RPTTF Non-Admin funds from the fiscal period two years prior.

Summary ROPS 21-22

The total projected ROPS 21-22 expenditure is \$542.4 million. The largest funding sources are Bond Proceeds and RPTTF Non-Admin. This distribution is consistent with prior ROPS and is consistent with OCII's financial structure. OCII typically funds large expenditures like affordable housing loans and project infrastructure reimbursements with Bond Proceeds and funds the debt service associated with those Bonds Proceeds with RPTTF Non-Admin.

ROPS 21-22 Sources

Sources	Proposed Amount (M)
Bond Proceeds	\$259.8
Reserve Balance	\$47.4
Other Funds	\$86.0
RPTTF Non-Admin	\$144.3
RPTTF Admin	\$4.9
Total Sources	\$542.4

In ROPS 21-22, OCII's largest expenditure areas are Affordable Housing and Debt. Affordable Housing reflects loans made to fund construction of affordable housing projects. Debt refers to the debt service owed on bonds issued to fund these affordable housing loans and infrastructure reimbursements. OCII's smallest expenditure will be on Asset Management.

ROPS 21-22 Uses

Uses	Proposed Amount (\$M)
Affordable Housing	\$248.6
Mission Bay	\$90.6
Transbay	\$47.8
HPS/CP	\$16.3
Asset Management	\$6.8
Debt	\$112.9
Operations	\$19.4
Total	\$542.4

For further detail, see attachments. Attachment A-1: ROPS 21-22 – Detail Worksheet shows the projected revenue sources and payment amounts for July 1, 2021-June 30, 2022. Attachment A-2: ROPS 21-22 – Notes Worksheet justifies the payment amounts and provides greater detail where required.

Affordable Housing

As of January 2021, staff project that OCII's enforceable obligations will result in approximately 21,830 housing units at full build out of all projects, with over 32 percent of those units affordable to below market rate households. At this time, over 9,230 housing units have either been completed or are in construction, leaving approximately 12,600 housing units remaining. Of those remaining units, almost 4,490 units will be OCII funded units. In ROPS 21-22, OCII anticipates expending \$248.6 million to support 1,276 affordable housing development required by OCII's Retained Housing Obligation.

Consistent with OCII's financial structure, OCII will primarily fund affordable housing with Bond Proceeds and Other Funds, which are mostly comprised of developer fees.

ROPS 21-22 Affordable Housing Expenditure

Sources (\$M)	Bond Proceeds	Reserve Balance	Other Funds	RPTTF Non-Admin	RPTTF Admin	Total
Uses						
Construction Funding	\$189.8	-	\$45.0	-	-	\$234.8
Predevelopment Funding	\$6.1	-	\$7.7	-	-	\$13.8
Total	\$195.9	-	\$52.7	-	-	\$248.6

Most of the expenditure will occur in Hunters Point Shipyard/Candlestick Point, followed by Mission Bay, then Transbay and the largest expenditure is on affordable housing construction loans. The table below details expenditure by project area.

ROPS 21-22 Affordable Housing Expenditure by Project Area

Project	Type	Amount (\$M)	Number of Units
Hunters Point Shipyard Block 52/54	Predevelopment and Construction Loan	\$68.2	112 units
Candlestick Point Block 11a	Predevelopment Loan	\$1.2	176 units
Candlestick Point Block 10a	Predevelopment Loan	\$1.6	156 units
Hunters Point Shipyard Block 56	Predevelopment Loan	\$43.0	73units
HPS/CP Total		\$114.0	517 units
MBS 9a	Predevelopment Loan	\$78.6	148 units
MBS 12 West	Predevelopment Loan	\$4.0	165 units
Mission Bay Total		\$82.6	313 units
Transbay Block 2 West	Predevelopment Loan	\$3.5	153 units
Transbay Block 2 East	Predevelopment Loan	\$3.5	101 units
Transbay Block 4	Construction Loan	\$45.0	192 units
Transbay Total		\$54.0	446 units
Total		\$248.6	1,276 units

Mission Bay Project Area

The Mission Bay project areas were established in 1998 and are comprised of two redevelopment project areas: Mission Bay North and Mission Bay South. At completion, the Mission Bay project areas will be a vibrant transit-oriented and mixed-use community consisting of 6,404 residential units (29 percent of which will be affordable), 4 million square feet of office and biotechnology space, 419,000 square feet of retail uses, a new University of California San Francisco (“UCSF”) research campus and medical center, 18,000-seat event center, two hotels, library, school, police headquarters, and a local police and fire department. The project area will contain 49 acres of open space, approximately 41 of which will be owned by OCII/City and approximately eight of which will be owned by UCSF. Completion of the Mission Bay project area will result in construction of more than \$700.0 million of new infrastructure, development of over \$8.0 billion in private vertical development, and creation of 31,000 permanent jobs.

In ROPS 21-22, OCII anticipates expending \$90.6 million to continue its work in the Mission Bay project areas. The largest expenditure is on infrastructure, specifically developer infrastructure reimbursements. OCII’s development partner has constructed sufficient infrastructure to require large infrastructure reimbursements. The smallest expenditures are related to the art program, which uses developer fees received to fund art installation in Mission Bay public open spaces.

ROPS 21-22 Mission Bay Expenditure

Sources (\$M)	Bond Proceeds	Reserve Balance	Other Funds	RPTTF Non- Admin	RPTTF Admin	Total
Uses						
Infrastructure	\$45.6	\$39.9	-	-	-	\$85.6
Professional Services	-	\$3.9	-	-	-	\$3.9
Art Program	-	-	\$1.1	-	-	\$1.1
Total	\$45.6	\$43.8	\$1.1	-	-	\$90.6

Under ROPS 21-22, OCII will continue to fund the completion of infrastructure, including parks and streets, and the management of existing parks and open space. OCII will fund most of the Mission Bay expenditure with Bond Proceeds and Reserve Balance, which fund infrastructure reimbursements and Professional Services. OCII will use Other Funds to fund the art program.

Transbay Project Area

The Transbay project area was established in 2005. At completion, the Transbay project area will contain more than 3,800 new housing units, including over 1,400 affordable units, approximately 2.4 million square feet of new commercial space, and approximately 4 acres of new public open space. In addition, the new Salesforce Transit Center (“STC”), located in the Transbay project area, includes a 5.4-acre rooftop park. The development program embodies a balanced approach to density with office and residential towers spaced apart to protect views and sunlight, and with retail and townhouses to maintain visual interest and activate the ground floor level of the development blocks. The program includes significant widening and improvement of sidewalks, converting Folsom Street to two-way traffic, and reconfiguring an Interstate 80 off-ramp, all with the goal of creating a safe and attractive pedestrian environment.

In ROPS 21-22, OCII anticipates expending \$47.8 million to continue its work in the Transbay project area. The largest expenditure will be the Transbay Joint Powers Authority (“TJPA”) Pledge. The Transbay Tax Increment and Sales Proceeds Pledge Agreement (“Pledge”) commits net tax increment and sales proceeds from formerly State-owned parcels to the “Transbay Terminal Project,” which is defined in the Pledge to include the STC and an underground train connection to existing rail lines at 4th and Townsend Streets. Consistent with the Pledge, in ROPS 21-22, OCII will transfer RPTTF Non-Admin to the TJPA. The second largest expenditure will be on infrastructure, specifically completing construction of the Folsom streetscape improvements, preparing the now-closed Transbay Temporary Terminal site for future development of residential towers and a public park, designing two public parks, and designing two new street extensions and the adjacent sidewalk streetscapes bordering the Block 3 Park. The smallest expenditure will be on professional services, which consist of design, real estate consulting, and other miscellaneous professional services.

ROPS 21-22 Transbay Expenditure

Sources (\$M)	Bond Proceeds	Reserve Balance	Other Funds	RPTTF Non-Admin	RPTTF Admin	Total
Uses						
Infrastructure	\$8.1	-	\$6.9	\$1.7	-	\$16.6
Professional Services	-	-	\$0.6	\$0.4	-	\$1.0
TJPA Pledge	-	-		\$30.2	-	\$30.2
Total	\$8.1	-	\$7.5	\$32.3	-	\$47.8

In ROPS 21-22, OCII staff will continue to work on financing, design, and related matters for the predevelopment activities on Transbay Block 4. OCII staff will also work closely with key stakeholders on the “Block 3 Park,” the approximately 1-acre park that will be situated in the middle of the former Temporary Terminal Site and will ultimately be owned and operated by the City. Second, staff will be working with City partners, as well as the TJPA as current and future landowner/controller, on “Under Ramp Park”, a 2.5-acre park that runs under the STC bus ramps.

OCII will fund Transbay expenditures with RPTTF Non-Admin, which will fund infrastructure or be transferred to the TJPA. OCII will utilize Bond Proceeds and Other Funds, which are developer fees, to fund infrastructure and professional services.

Hunters Point Shipyard/Candlestick Point Project Area

The Hunters Point Shipyard (“Shipyard”) and Candlestick Point (together “HPS/CP”) are composed of approximately 780 acres along the southeastern waterfront of San Francisco. The Shipyard Redevelopment Plan and the Bayview Hunters Point Redevelopment Plan provide for the integrated planning and development of the Shipyard and the Candlestick Point portion of the Bayview Hunters Point Redevelopment Project Area. The San Francisco Board of Supervisors originally adopted the Shipyard Redevelopment Plan in 1997, and the Shipyard Phase 1 Project approvals followed in the early 2000s. The Bayview Hunters Point Redevelopment Plan was adopted in 2006, and Candlestick/Shipyard Phase 2 Project approvals followed through Redevelopment Plan Amendments in 2010 and 2018. In connection with the Shipyard, the U.S. Department of the Navy (“Navy”) performs environmental remediation and transfers property to OCII for subsequent development. Candlestick Point is subject to state and local land transfer agreements that allow for the re-use of the stadium site and adjacent underutilized parklands.

Throughout construction, HPS/CP will generate hundreds of new construction jobs each year and, through private agreements with the developer, will potentially provide an additional \$86.0 million in other community benefits including investment in homeowner assistance, workforce development and job training, scholarship and educational improvement, community builders, and construction of the South East Health Center. At completion, HPS/CP will generate more than 12,000 permanent jobs.

In ROPS 21-22, OCII anticipates expending \$16.3 million to continue its work in the HPS/CP project area. The largest expenditure is on infrastructure where OCII will expend funds to stabilize and rehabilitate an existing artists' studio building at Hunters Point Shipyard known as "Building #101." OCII will also expend funds on such professional services such as design, infrastructure, plan review, construction management, and legal support for land transactions. Finally, OCII will use existing developer funds for community benefits such as scholarship and educational improvement and homeownership assistant grants. The smallest expenditures are for lease payments to the Navy for Building #606 and Parcel B Artists' Studios.

ROPS 21-22 Hunters Point Shipyard/Candlestick Expenditure

Sources (\$M)	Bond Proceeds	Reserve Balance	Other Funds	RPTTF Non-Admin	RPTTF Admin	Total
Uses						
Infrastructure	-	\$1.6	\$7.4	\$1.4	-	\$10.4
Professional Services	-	-	\$3.1	-	-	\$3.1
Community Benefits	-	-	\$2.4	-	-	\$2.4
Lease Payments to Navy	-	-	\$0.4	-	-	\$0.4
Total	-	\$1.6	\$13.2	\$1.4	-	\$16.3

In ROPS 21-22, OCII will finalize construction permits for two development blocks in HPS Phase 1, implement the HPS/CP DDAs' Community Benefits Agreements, work with City departments to review Candlestick related matters, and monitor the Navy's retesting and clean-up of HPS Phase 2 parcels.

OCII will fund the majority of HPS/CP expenditure with Other Funds, which are developer fees and funds from a federal grant to stabilize and rehabilitate Building #101. In addition, OCII will expend RPTTF Non-Admin to meet the matching requirement of the federal grant and fund developer reimbursements.

Asset Management

OCII anticipates expending \$6.8 million in bond proceeds and other funds, pursuant to a grant agreement with the Mexican Museum to fund tenant improvements on the planned Mexican Museum located in the 706 Mission Street project in the Yerba Buena Center former project area. In ROPS 21-22, OCII staff will manage on-going development obligations outside of the three major project areas and will implement the Long-Range Property Management Plan, which is the plan for disposition of all OCII's real property assets and was approved by DOF in December 2015.

Debt

Debt has long been one of the most important funding sources for redevelopment. Prior to Dissolution, redevelopment agencies issued debt to fund obligations identified in Redevelopment Plans. Today, Dissolution Law imposes limitations on the debt that successors to redevelopment agencies can issue. Specifically, OCII may only issue debt to finance the construction of affordable housing, fund infrastructure required by specified agreements, and refund outstanding debt. Despite these limitations, debt financing is critical to funding OCII's work program and remains the Agency's primary mechanism for funding affordable housing and public infrastructure.

Currently, OCII's debt portfolio contains pre-Dissolution bonds issued by the former San Francisco Redevelopment Agency to fund enforceable obligations of the former Agency, bonds issued by OCII to fund affordable housing obligations and public infrastructure, and refunding bonds, issued by both the former Redevelopment Agency and OCII, to reduce debt service on outstanding debt. The current outstanding principal balance on OCII's bonds is \$758.6 million.

Of this amount, \$738.9 million is Tax Allocation Bonds (TABs) secured by property taxes generated in the redevelopment project area and \$19.7 million is Hotel Occupancy Tax Revenue Refunding Bonds secured by hotel occupancy tax revenues. Of the \$738.9 million in outstanding TABs, \$295.6 million is refunding bonds issued to reduce debt service, \$266.2 million is taxable bonds issued to fund affordable housing, and \$177.1 million is tax-exempt bonds issued to fund infrastructure. This outstanding debt represents a fixed long-term liability for OCII that is reduced each year by semi-annual debt service payments of principal and interest. The annual cost of OCII's debt portfolio is demonstrated by OCII's annual debt service.

In ROPS 21-22, OCII anticipates expending \$112.9 million on its debt program. The largest expenditure will be for debt service on existing TABs. In addition, OCII plans to seek Oversight Board approval in FY 21-22 to issue a housing bond to fund affordable housing projects. The estimated cost of issuance for this new housing bond is \$3.0 million, and the projected annual debt service is \$10.5 million. Other Debt includes debt service payments on the Series 2011 Hotel Tax Bond and repayment of the Low and Moderate Income Housing Fund Loan.¹

¹ The Low and Moderate income Housing Fund loaned the former Redevelopment Agency (\$16.483 million to assist with the Supplemental Educational Revenue Augmentation Fund ("ERAF") payment that was due in 2010 (SFRA Resolution No. 25-2010). OCII repays a portion of that loan every year to the Mayor's Office of Housing and Community Development as they are the designated Housing Successor under Redevelopment Dissolution.

ROPS 21-22 Debt Service Expenditure

Sources (\$M)	Bond Proceeds	Reserve Balance	Other Funds	RPTTF Non-Admin	RPTTF Admin	Total
Uses						
Debt Service - Existing TAB Bonds	\$1.2	-	-	\$91.9	-	\$93.1
Debt Service - New TAB Bonds	-	-	-	\$10.5	-	\$10.5
Other Debt	-	-	\$4.5	\$1.8	-	\$6.3
Professional Services – Cost of Issuance	\$3.0	-	-	-	-	\$3.0
Total	\$4.2	-	\$4.5	\$104.2	-	\$112.9

As described below, the cost of administering OCII’s bond portfolio is including the Agency’s Operating Costs.

Operating Costs

In ROPS 21-22, OCII will expend \$19.4 million to fund its operating costs. Specifically, OCII will expend \$9.3 million on salaries and benefits, which reflects labor costs for 54 full-time equivalent (“FTE”) staff. OCII will expend \$5.6 million on non-labor expenses such as services from City departments, consulting services for legal and other professional services, insurance, materials and supplies, employee training, and software licensing fees. In addition to staffing and non-labor expenses, OCII will expend \$4.5 million in RPTTF Non-Admin on its retirement obligations, including accrued pension liability, health benefits for current retirees, and accrued retiree health liability.

ROPS 21-22 Operating Costs

Operations	Amount (\$M)	% of Total
Sources		
Bond Proceeds	\$0.4	2.1%
Reserve Balance	\$1.9	9.8%
Other Funds	\$5.9	30.4%
RPTTF Non-Admin	\$6.3	32.5%
RPTTF Admin	\$4.9	25.3%
Total	\$19.4	100.0%
Uses		
Salaries and Benefits	\$9.3	47.9%
Non-Labor	\$5.6	28.9%
Retiree Health and Pension	\$4.5	23.2%
Total	\$19.4	100.0%

RPTTF Request

The proposed ROPS provides for \$149.2 million in RPTTF Non-Admin and RPTTF Admin, which is a decrease of \$18.8 million or a 11.2 percent from the approved ROPS 20-21 of \$168.0 million. The primary factor driving this decrease is OCII's use of Reserve Balance, which is RPTTF received in prior years that has not yet been expended, in place of requesting new RPTTF Non-Admin.

ROPS 20-21 RPTTF vs. ROPS 21-22 RPTTF

Uses	ROPS 20-21 Amount (\$M)	ROPS 21-22 Proposed (\$M)	Difference (\$M)	Percent Change	Explanation
Affordable Housing	\$6.7	\$0.0	(\$6.7)	-100.0%	Decrease due to use of Bond Proceeds and Other Funds, rather than RPTTF, to fund affordable housing projects.
Mission Bay	\$20.8	\$0.0	(\$20.8)	-100.0%	Decrease due to use of Reserve, rather than RPTTF Non-Admin, to fund infrastructure reimbursement and staffing costs.
Transbay	\$33.9	\$32.3	(\$1.6)	-4.6%	Decrease due to spend down on Folsom Streetscape construction costs, offset by increase in Pledged RPTTF Non-Admin.
HPS/CP	\$3.5	\$1.4	(\$2.1)	-58.7%	Decrease due to spend down of EDA grant, which reduces the amount of RPTTF required to match grant funds.
Asset Management	\$0.1	\$0.0	(\$0.1)	-100.0%	Decrease due to use of the alternative funding sources, rather than RPTTF, to fund this expense.
Debt	\$89.7	\$104.2	\$14.450	16.1%	Increase due to issuance of new debt.
Operations	\$13.3	\$11.3	(\$2.0)	-15.3%	Decrease due to cost efficiency.
Total	\$168.0	\$149.2	(\$18.8)	-11.2%	

Changes in ROPS Lines

OCII retires or adds lines to the ROPS to reflect completed or new enforceable obligations.

Retired Lines

In ROPS 21-22, OCII will retire 24 lines due to wind down of obligations, bond defeasance, and completion of the design phase of infrastructure projects. In general, retiring lines signifies that OCII has completed the enforceable obligation and is winding down, as required by Dissolution Law.

Lines Retired in ROPS 21-22

Line	Description	Reason
17	College Track	Line was kept for recapture amount, but period of eligibility has expired.
92	Owner Participation Agreement - 72 Townsend Street	Line retired due to wind down of obligation.
101	Contract for design services for Folsom Street	Line retired due to completion of relevant phase of the project.
118	Fillmore Heritage Center	Line retired due to wind down of obligation.
119	Fillmore Heritage Center	Line retired due to wind down of obligation.
129	Working Capital Loan - Food For Soul	Line retired due to wind down of obligation.
130	Tenant Improvement Loan - Sheba Lounge	Line retired due to wind down of obligation.
131	Tenant Improvement Loan - Sheba Lounge	Line retired due to wind down of obligation.
134	Owner Participation Agreement - 1301 Divisadero	Line retired due to wind down of obligation.
135	Disposition and Development Agreement - 1210 Scott Street	Line retired due to wind down of obligation.
145	Community Benefit District Assessment	Line retired due to wind down of obligation.
147	Legal Review	Line retired due to wind down of obligation.
152	Owner Participation Agreement - 680 Folsom	Line retired due to wind down of obligation.
153	Agreement for Disposition of Land for Private Development - The Paramount/680 Mission	Line retired due to wind down of obligation.
154	Agreement for Disposition of Land for Private Development - W Hotel	Line retired due to wind down of obligation.
155	Agreement for Disposition of Land for Private Development - the Westin Hotel	Line retired due to wind down of obligation.
156	Disposition and Development Agreement - San Francisco Museum of Modern Art	Line retired due to wind down of obligation.
158	Owner Participation Agreement - St. Patrick's Church	Line retired due to wind down of obligation.
159	Owner Participation/Disposition and Development Agreements - Emporium & Bloomingdales	Line retired due to wind down of obligation.
309	Tax Allocation Bond Series 2009A	Line retired due to defeasance of bond.
373	Asset Management & Disposition Costs	Line retired and remaining costs absorbed within administration.
405	Mission Bay South Block 6 West Affordable Housing Funding	Line retired due to completion of project.
425	Memorandum of Understanding (MOU) to Fund Ferry Terminal	Line retired due to transfer of funds to Port for Ferry Terminal.
432	Streetscape Improvement Reimbursements for Folsom Streetscape	Line retired due to completion of reimbursements for these projects.

New Lines


In ROPS 21-22, OCII will add one new line to reflect the debt service for the proposed new affordable housing bond.

NEXT STEPS

Staff will incorporate Oversight Board input into the draft ROPS and will present the final version to Oversight Board for its approval on January 25, 2021. Pending Oversight Board Approval, staff will submit the ROPS to the DOF on or before February 1, 2021. DOF will make its determination of the enforceable obligations, and the amounts and funding sources of the enforceable obligations, within 45 days of submission.

Should OCII wish to dispute any of DOF's determinations on ROPS 20-21, OCII may request an opportunity to meet and confer with DOF. The meet and confer request must be made within five business days of DOF's determination. DOF will notify OCII and the Controller as to the outcome of the meet and confer at least 15 days before the June 2021 property tax distribution. Staff will update the Oversight Board on the final actions of the ROPS process. During ROPS 21-22, OCII may request one amendment to ROPS 21-22. OCII must make the request before October 1, 2021 and must be for payments made in the B period.

(Originated by Mina Yu, Financial Reporting and Management Analyst)

DocuSigned by:

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Sally Oerth

Interim Executive Director

Attachment A-1: ROPS 21-22 – Detail Worksheet
Attachment A-2: ROPS 21-22 – Notes Worksheet

Item #	Project Name / Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract Agreement / Termination Date	Payee	Description/Project Scope	Total Outstanding Debt or Obligation	Retired	ROPS 21-22 Total	21-22A (July-December)					21-22A Total	21-22B (January-June)					21-22B Total	
										Fund Sources						Fund Sources						
										Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		
								\$ 542,360,609.02														
75	Conveyance Agreement between the US Government and the Agency	Miscellaneous	3/31/2004	6/30/2036	Department of the Navy and others	Orderly clean up and transfer of balance of HPS property	\$ 50,000.00	N	\$ -		\$ -				\$ -							\$ -
76	Property Management	Property Maintenance	1/1/2014	6/30/2036	Various vendors	Repairs and maintenance as needed to maintain property	\$ 150,000.00	N	\$ 10,000.00		\$ 10,000.00				\$ 10,000.00							\$ -
77	Lease for Building 606 to SFPD	Miscellaneous	5/1/1997	6/30/2036	Department of the Navy	Lease for SFPD facility	\$ 1,990,881.00	N	\$ 132,750.00		\$ 132,750.00				\$ 132,750.00							\$ -
78	Lease Between the US Government and the Agency	Miscellaneous	10/1/2008	6/30/2029	Department of the Navy	Lease for Buildings 103, 104, 115, 116, 117 & 125	\$ 2,098,800.00	N	\$ 262,350.00		\$ 262,350.00				\$ 262,350.00							\$ -
79	Consulting Contract	Professional Services	12/20/2009	8/1/2029	Langan Treadwell (Phase 1 & Phase 2)	Environmental and engineering services	\$ 2,843,248.00	N	\$ 355,406.00		\$ 355,406.00				\$ 355,406.00							\$ -
84	Mission Bay North Owner Participation Agreement	OPA/DDA/Construction	11/16/1998	11/16/2043	FOCIL-MB, LLC	Owner Participation Agreement with FOCIL for construction of MBN Infrastructure and Repayment of CFD Bonds	\$ 61,918,000.00	N	\$ 16,166,100.00		\$ 16,166,100.00				\$ 16,166,100.00							\$ -
85	Mission Bay North CFD #4	Miscellaneous	10/23/2002	8/1/2031	Mission Bay North of Channel Trustee	Repayment of CFD #4 Bond pursuant to the Owner Participation Agreement with FOCIL for construction of MBN Infrastructure	\$ 6,250,000.00	N	\$ -						\$ -							\$ -
86	Tax Increment Allocation Pledge Agreement	OPA/DDA/Construction	11/16/1998	11/16/2043	Successor Agency, FOCIL-MB, LLC (3rd party beneficiary)	Tax Increment Allocation Pledge Agreement	\$ 61,918,000.00	N	\$ -						\$ -							\$ -
87	Mission Bay South Owner Participation Agreement	OPA/DDA/Construction	11/16/1998	11/16/2043	FOCIL-MB, LLC	Developer reimbursements for infrastructure	\$ 335,920,000.00	N	\$ 69,400,000.00	\$ 45,625,318.00	\$ 23,774,682.00				\$ 69,400,000.00							\$ -
88	Tax Increment Allocation Pledge Agreement	OPA/DDA/Construction	11/16/1998	11/16/2043	Successor Agency, FOCIL-MB, LLC (3rd party beneficiary), TBD financial consultant and other parties included in agency costs	Tax Increment Allocation Pledge Agreement	\$ 335,920,000.00	N	\$ -						\$ -							\$ -
89	Mission Bay Agency Costs Reimbursements	Project Management Costs	7/1/2021	6/30/2022	Successor Agency and other parties included in Agency Costs	Reimbursement of Agency Costs to implement the OPAs	\$ 3,588,000.00	N	\$ 3,588,000.00		\$ 3,562,000.00	\$ 26,000.00			\$ 3,588,000.00							\$ -
90	Third Party Financial Consultant-DPV Contract	Project Management Costs	7/1/2021	11/2/2028	TBD	Contract with DPV to reimburse Financial Consultants for review of FOCIL reimbursements	\$ 2,500,000.00	N	\$ 300,000.00		\$ 300,000.00				\$ 300,000.00							\$ -
91	Mission Bay Art Program	Professional Services	10/26/1998	11/2/2028	San Francisco Arts Commission	Use of Art Fees as required by the Redevelopment Plans	\$ 1,124,000.00	N	\$ 1,124,000.00		\$ 1,124,000.00				\$ 1,124,000.00							\$ -
92	Owner Participation Agreement 72 Townsend Street	OPA/DDA/Construction	7/18/2006	6/30/2022	See Notes	Development agreement with developer for 74 condominiums above a rehabilitated historic warehouse. Requires ongoing project management		Y	\$ -						\$ -							\$ -
101	Contract for design services for Folsom Street	Professional Services	6/30/2011	6/30/2024	CMG Landscape Architecture	Payment for conceptual designs through contract administration for select open space and streetscape improvements in the Transbay Project Area	\$ 263,706.00	Y	\$ -						\$ -							\$ -
102	Tax Increment Sales Proceeds Pledge Agreement (Tax Increment)	OPA/DDA/Construction	1/20/2005	1/20/2050	Bank of New York	The tax increment generated from the sale and development of the State-owned parcels is pledged to TIPPA for development of the Transit Center as required by the Redevelopment Plan and Cooperative Agreement. The TIPPA 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.	\$ 1,065,000,000.00	N	\$ 30,194,280.00		\$ 15,097,140.00				\$ 15,097,140.00						\$ 15,097,140.00	\$ 15,097,140.00
105	Implementation Agreement	OPA/DDA/Construction	1/20/2005	8/4/2036	Various	The Agency shall execute all activities related to the implementation of the Transbay Redevelopment Plan, including, but not limited to, activities related to major infrastructure improvements, including new public parks, new pedestrian oriented alleys, and widened sidewalks, etc. The project cost for implementation of the Transbay Redevelopment Plan activities set forth in the Agreement shall be an indebtedness incurred by the Agency and included in the Agency's annual budget submitted to the City	\$ 75,000,000.00	N	\$ -						\$ -							\$ -

Item #	Project Name / Debt Obligation	Obligation Type	Contract / Agreement Execution Date	Contract Agreement / Termination Date	Payee	Description/Project Scope	Total Outstanding Debt or Obligation	Retired	ROPS 21-22 Total	21-22A (July-December)						21-22A Total	21-22B (January-June)					21-22B Total
										Fund Sources						Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	Fund Sources	
									\$ 542,360,609.02													
									Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		
157	Amended and Restated Construction, Operation and Reciprocal Easement Agreement and Agreement Creating Liens (REA) - Jessie Square	Property Maintenance	3/31/1998	3/31/2007	Not applicable	The REA provides for security, maintenance, use and operation of the Central Block One common area, including Successor Agency-owned Jessie Square. Requires ongoing property and asset management.		N	\$ -						\$ -							\$ -
158	Owner Participation Agreement St. Patrick's Church	OPA/DDA/Construction	3/13/1974	6/30/2022	Not applicable	The OPA provides for renovations of the church, easement agreements related to construction of Jessie Square Garage, including long-term, ongoing parking arrangements in the Successor Agency-owned garage.		Y	\$ -						\$ -							\$ -
159	Owner Participation/Disposition and Development Agreements - Emporium & Bloomingdales	OPA/DDA/Construction	10/17/2000	11/13/2030	Not applicable	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		Y	\$ -						\$ -							\$ -
161	Candlestick Point and Phase 2 of the Hunters Point Shipyard-Alice Griffith Funding	OPA/DDA/Construction	6/3/2010	12/31/2081	CP Development Co., LP/ McCormack Baron Salazar	Agency funding obligation for 504 Alice Griffith Units	\$ 66,800,000.00	N	\$ -						\$ -							\$ -
218	Disposition and Development Agreement -Hunters Point Shipyard Phase 1, affordable housing program funded by LMHF for HPS Phase 1	OPA/DDA/Construction	12/2/2003	6/30/2062	Successor Agency	Contractual obligation to fund & construct affordable housing under Hunters Point Shipyard-Phase 1 Disposition and Development Agreement	\$ 13,200,000.00	N	\$ -						\$ -							\$ -
219	Phase 2 DDA & Tax Increment Allocation Pledge Agreement (Housing Portion)	OPA/DDA/Construction	6/3/2010	6/30/2062	Successor Agency	Phase 2 DDA & Pledge of Property Tax Revenues to fulfill affordable housing obligations in Candlestick Point-Hunters Point Shipyard Phase 2 Disposition and Development Agreement - see Notes	\$ 664,220,000.00	N	\$ -						\$ -							\$ -
220	Mission Bay North Tax Allocation Pledge Agreement (Housing Portion); affordable housing program funded by LMHF for Mission Bay North	OPA/DDA/Construction	11/16/1998	11/16/2043	Successor Agency	Pledge of Property Tax Revenues under Mission Bay North Tax Allocation Pledge Agreement - see Notes	\$ 61,980,000.00	N	\$ -						\$ -							\$ -
226	Mission Bay South Tax Allocation Pledge Agreement (Housing Portion); affordable housing program funded by LMHF for Mission Bay South	Miscellaneous	11/16/1998	11/16/2043	Successor Agency	Pledge of Property Tax Revenues under Mission Bay South Tax Allocation Pledge Agreement - see Notes	\$ 61,980,000.00	N	\$ -						\$ -							\$ -
237	Affordable housing production obligation under Section 5027.1 of Cal. Public Resources Code; affordable housing program funded by LMHF for Transbay	OPA/DDA/Construction	6/21/2005	6/21/2050	Successor Agency	Affordable housing production requirements of LMHF for Transbay - see Notes	\$ 131,760,000.00	N	\$ -						\$ -							\$ -
261	Tax Allocation Bond Series	Bonds Issued On or Before 12/31/10	3/10/1998	8/1/2024	Bank of New York	Bond Debt Service	\$ 4,260,000.00	N	\$ -						\$ -							\$ -
264	Tax Allocation Bond Series	Bonds Issued On or Before 12/31/10	7/1/1998	8/1/2024	Bank of New York	Bond Debt Service	\$ 37,725,000.00	N	\$ 12,570,000.00						\$ -				\$ 12,570,000.00			\$ 12,570,000.00
297	Tax Allocation Bond Series	Bonds Issued On or Before 12/31/10	8/24/2006	8/1/2036	Bank of New York	Bond Debt Service	\$ 87,450,000.00	N	\$ 5,830,000.00						\$ -				\$ 5,830,000.00			\$ 5,830,000.00
303	Tax Allocation Bond Series	Bonds Issued On or Before 12/31/10	11/8/2007	8/1/2037	Bank of New York	Bond Debt Service	\$ 150,430,087.50	N	\$ 6,641,538.00						\$ -				\$ 6,641,538.00			\$ 6,641,538.00
306	Tax Allocation Bond Series	Bonds Issued On or Before 12/31/10	11/8/2007	8/1/2022	Bank of New York	Bond Debt Service	\$ 1,230,150.00	N	\$ 1,230,150.00						\$ -	\$ 1,230,150.00						\$ 1,230,150.00
309	Tax Allocation Bond Series	Bonds Issued On or Before 12/31/10	9/3/2009	8/1/2024	U.S. Bank	Bond Debt Service	\$ -	Y	\$ -						\$ -							\$ -
321	Tax Allocation Bond Series	Bonds Issued On or Before 12/31/10	12/17/2009	8/1/2039	U.S. Bank	Bond Debt Service	\$ 105,041,519.60	N	\$ 4,664,727.00						\$ -				\$ 4,664,727.00			\$ 4,664,727.00
345	Tax Allocation Bond Admin (ALL)	Project Management Costs	7/1/2021	6/30/2022	SFRA, CCSF: Admin, Legal, Fiscal Consultant, Bond Counsel, Financial Advisor	Bond Portfolio Management	\$ 4,435,817.00	N	\$ 622,701.00	\$ 381,321.00					\$ 381,321.00				\$ 241,380.00			\$ 241,380.00
349	Project Related Employee Reimbursable	Project Management Costs	7/1/2014	6/30/2036	Various HPS Project Staff	HPS project transportation and meeting expenses	\$ 42,000.00	N	\$ 2,800.00			\$ 2,800.00			\$ 2,800.00							\$ -
354	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	12/31/2026	CCSF/ Planning(Phase 1)	City staff reimbursement for work performed on HPS	\$ 38,500.00	N	\$ 1,000.00			\$ 1,000.00			\$ 1,000.00							\$ -

Item #	Project Name / Debt Obligation	Obligation Type	Contract Agreement Execution Date	Contract Agreement / Termination Date	Payee	Description/Project Scope	Total Outstanding Debt or Obligation	Retired	ROPS 21-22 Total	21-22A (July-December)					21-22A Total	21-22B (January-June)					21-22B Total	
										Fund Sources						Fund Sources						
									\$ 542,360,609.02													
									Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF			
355	Interagency Cooperative Agreement-HPS	Project Management Costs	7/1/2014	6/30/2036	CCSF/ Public Utilities Commission (Phase 2)	City staff reimbursement for work performed on HPS (Phase 2)	\$ 12,210,000.00	N	\$ 814,000.00			\$ 814,000.00			\$ 814,000.00							\$ -
359	Purchase and Sale Agreement with Millennium Partners for properties associated with the 706 Mission Street/Mexican Museum Project	Property Dispositions	7/22/2013	6/30/2022	See notes.	Purchase and Sale Agreement with Millennium Partners for sale of three Agency-owned parcels for the development of the 706 Mission Street/Mexican Museum Project	\$ -	N	\$ -						\$ -							\$ -
361	CP Development Co Funds for AG Development	OPA/DDA/Construction	6/3/2010	6/30/2036	Double Rock Ventures LLC/affiliated LP	Funding required for construction subsidy	\$ 18,590,000.00	N	\$ -						\$ -							\$ -
373	Asset Management & Disposition Costs	Property Dispositions	2/1/2012	6/30/2022	Various	Costs associated with property management and disposition	\$ -	Y	\$ -						\$ -							\$ -
376	Interagency Cooperative Agreement-HPS	Project Management Costs	1/1/2014	6/30/2036	CCSF/ Fire Department (Phase 2)	City staff reimbursement for work performed on HPS (Phase 2)	\$ 750,000.00	N	\$ 50,000.00			\$ 50,000.00			\$ 50,000.00							\$ -
377	HPS Phase 2 DDA-Community Benefits Agreement	Miscellaneous	3/1/2014	6/30/2036	Legacy Foundation	Scholarship Program	\$ 3,000,000.00	N	\$ 500,000.00			\$ 500,000.00			\$ 500,000.00							\$ -
378	HPS Phase 2 DDA-Community Benefits Agreement	OPA/DDA/Construction	3/1/2014	6/30/2036	TBD	Education Improvement Fund	\$ 9,500,000.00	N	\$ 500,000.00			\$ 500,000.00			\$ 500,000.00							\$ -
380	HPS Phase 2 DDA-Community Benefits Agreement	OPA/DDA/Construction	3/1/2014	6/30/2036	SE Health Center	Wellness Contribution	\$ 1,700,000.00	N	\$ 200,000.00			\$ 200,000.00			\$ 200,000.00							\$ -
381	HPS Infrastructure Design Review and Permitting Technical Support Contract	Professional Services	1/1/2019	6/30/2036	Hollins Consulting	Technical support and engineering services for vertical and horizontal design review and permitting	\$ 8,998,333.33	N	\$ 867,282.00			\$ 867,282.00			\$ 867,282.00							\$ -
382	2011 Hotel Occupancy Tax Refunding Bonds	Bonds Issued After 12/31/10	3/17/2011	6/1/2024	Bank of New York	Bond Debt Service	\$ 18,325,000.00	N	\$ 4,501,500.00			\$ 405,750.00			\$ 405,750.00		\$ 4,095,750.00					\$ 4,095,750.00
389	Tax Allocation Bond Series MBS2014A	Bonds Issued After 12/31/10	3/11/2014	8/1/2043	US Bank	Bond Debt Service	\$ 90,086,000.00	N	\$ 3,497,250.00						\$ -				\$ 3,497,250.00			\$ 3,497,250.00
391	Design and Construction of Under Ramp Park	Professional Services	1/20/2005	8/4/2036	CCSF, including: Public Works	Design and Construction of UnderRamp Park	\$ 6,363,382.00	N	\$ 6,363,382.00			\$ 4,670,272.00			\$ 4,670,272.00				\$ 1,693,110.00			\$ 1,693,110.00
395	HPS Blocks 52/54 Affordable Housing	OPA/DDA/Construction	8/7/2018	12/1/2077	Shipyard 5254, L.P	HPS Blocks 52/54 Affordable Housing Predevelopment and Construction	\$ 68,200,000.00	N	\$ 68,200,000.00	\$ 68,200,000.00					\$ 68,200,000.00							\$ -
396	Tax Allocation Bond Series 2014B	Bonds Issued After 12/31/10	12/30/2014	8/1/2035	US Bank	Bond Debt Service	\$ 27,860,049.00	N	\$ 2,618,557.00						\$ -				\$ 2,618,557.00			\$ 2,618,557.00
397	Tax Allocation Bond Series 2014C	Bonds Issued After 12/31/10	12/30/2014	8/1/2029	US Bank	Bond Debt Service	\$ 5,914,750.00	N	\$ 2,560,000.00						\$ -				\$ 2,560,000.00			\$ 2,560,000.00
398	Other Professional Services - HPSY P2	Project Management Costs	7/1/2018	6/30/2036	Various vendors	Other Professional Services - HPSY P2	\$ 8,998,333.33	N	\$ 600,000.00			\$ 600,000.00			\$ 600,000.00							\$ -
399	Tax Allocation Series MBN2016A	Refunding Bonds Issued After 6/27/12	4/21/2016	8/1/2041	US Bank	Bond Debt Service	\$ 108,936,500.00	N	\$ 5,184,250.00						\$ -				\$ 5,184,250.00			\$ 5,184,250.00
400	Tax Allocation Series MBS2016B	Refunding Bonds Issued After 6/27/12	4/21/2016	8/1/2043	US Bank	Bond Debt Service	\$ 65,965,500.00	N	\$ 3,187,500.00						\$ -				\$ 3,187,500.00			\$ 3,187,500.00
401	Tax Allocation Series MBS2016C	Refunding Bonds Issued After 6/27/12	4/21/2016	8/1/2041	US Bank	Bond Debt Service	\$ 105,947,250.00	N	\$ 5,223,250.00						\$ -				\$ 5,223,250.00			\$ 5,223,250.00
402	Tax Allocation Series MBS2016D	Bonds Issued After 12/31/10	9/20/2016	8/1/2043	US Bank	Bond Debt Service	\$ 123,797,180.00	N	\$ 5,738,820.00						\$ -				\$ 5,738,820.00			\$ 5,738,820.00
403	Candlestick Point Block 10a Affordable Housing	OPA/DDA/Construction	12/6/2016	6/1/2081	Candlestick 10a Associates, L.P.	HPS-CP Block 10a Affordable Housing Predevelopment and Construction	\$ 57,508,000.00	N	\$ 1,613,000.00	\$ 1,613,000.00					\$ 1,613,000.00							\$ -
404	Candlestick Point Block 11a Affordable Housing	OPA/DDA/Construction	2/7/2017	6/1/2081	Candlestick Point 11a, A California Limited Partnership	HPS-CP Block 11a Affordable Housing Predevelopment and Construction	\$ 63,000,000.00	N	\$ 1,173,000.00	\$ 1,173,000.00					\$ 1,173,000.00							\$ -
405	Mission Bay South Block 6 West Affordable Housing Funding	OPA/DDA/Construction	7/18/2017	4/30/2076	Mercy Housing California 78 L.P.	Construction funding for affordable housing project in partial fulfillment of MBS OPA Requirements	\$ -	Y	\$ -						\$ -							\$ -
406	Transbay Block 4 Affordable Housing Funding	OPA/DDA/Construction	12/31/2021	12/31/2078	TBD	Funding required for construction subsidy	\$ 48,000,000.00	N	\$ 45,000,000.00			\$ 45,000,000.00			\$ 45,000,000.00							\$ -
407	Refunding Bond Reserve Payments (All)	Bonds Issued After 12/31/10	7/1/2016	8/1/2047	US Bank	Bond Portfolio Management	\$ -	N	\$ -						\$ -							\$ -
408	Tax Allocation Series 2017A Affordable Housing Bonds	Bonds Issued After 12/31/10	3/29/2017	8/1/2044	US Bank	Bond Debt Service	\$ 56,933,802.80	N	\$ 14,836,341.00						\$ -				\$ 14,836,341.00			\$ 14,836,341.00
409	Tax Allocation Series 2017B Transbay Bonds	Bonds Issued After 12/31/10	3/29/2017	8/1/2046	US Bank	Bond Debt Service	\$ 43,946,250.00	N	\$ 992,500.00						\$ -				\$ 992,500.00			\$ 992,500.00
410	Tax Allocation Series 2017C Mission Bay New Money and Refunding Housing Bonds	Bonds Issued After 12/31/10	3/29/2017	8/1/2043	US Bank	Bond Debt Service	\$ 47,175,731.94	N	\$ 3,242,819.00						\$ -				\$ 3,242,819.00			\$ 3,242,819.00
411	Enforceable Obligation Support	Project Management Costs	7/1/2021	6/30/2022	ADM	Enforceable Obligation Support. Agency costs that fund project support	\$ 9,400,077.00	N	\$ 9,400,077.00			\$ 1,908,377.00	\$ 5,875,231.00		\$ 7,783,608.00				\$ 1,616,469.00			\$ 1,616,469.00
412	Surety Bond Credit Program	OPA/DDA/Construction	7/1/2018	6/30/2036	TBD	Surety Bond and Credit Program	\$ 750,000.00	N	\$ 250,000.00			\$ 250,000.00			\$ 250,000.00							\$ -
413	Transbay Block 2 West Affordable Housing Funding	OPA/DDA/Construction	3/1/2021	3/1/2080	TBD	Funding required for predevelopment and construction subsidy	\$ 31,200,000.00	N	\$ 3,500,000.00			\$ 3,500,000.00			\$ 3,500,000.00							\$ -
415	Tax Allocation Series 2017D Housing Refunding Bonds	Bonds Issued After 12/31/10	11/30/2017	8/1/2041	US Bank	Bond Debt Service	\$ 97,090,756.34	N	\$ 14,428,163.00						\$ -				\$ 14,428,163.00			\$ 14,428,163.00

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										Fund Sources						Fund Sources								
										Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF				
								\$ 542,360,609.02																
416	Transbay Block 2 East Affordable Housing Funding	OPA/DDA/Construction	3/1/2021	3/1/2080	TBD	Funding required for predevelopment and construction subsidy	\$ 67,600,000	N	\$ 3,500,000.00			\$ 3,500,000			\$ 3,500,000.00								\$ -	
417	Mission Bay South Block 9 Affordable Housing Funding	OPA/DDA/Construction	4/7/2020	6/30/2077	Mission Bay 9 LP	Funding required for predevelopment and construction subsidy for affordable housing project in partial fulfillment of MBS OPA Requirements	\$ 26,000,000	N	\$ -						\$ -								\$ -	
419	Mission Bay South Block 9A Affordable Housing Funding	OPA/DDA/Construction	4/7/2020	4/1/2079	350 China Basin Partners LLC	Funding required for predevelopment and construction subsidy for affordable housing project in partial fulfillment of MBS OPA Requirements	\$ 78,600,000	N	\$ 78,600,000.00	\$ 78,600,000					\$ 78,600,000.00								\$ -	
420	HPS Block 56 Affordable Housing	OPA/DDA/Construction	4/7/2020	12/1/2078	Hunters Point Block 56, L.P.	HPS Block 56 Affordable Housing Predevelopment and Construction	\$ 43,000,000	N	\$ 43,000,000.00	\$ 43,000,000					\$ 43,000,000.00								\$ -	
421	Tax Allocation Bond Series 2017E	Bonds Issued After 12/31/10	11/30/2017	8/1/2041	US Bank	Bond Debt Service	\$ 25,971,950.00	N	\$ 672,825.00						\$ -				\$ 672,825.00				\$ 672,825.00	
422	Professional Services CMG Design - Essex	Professional Services	7/1/2011	6/28/2023	CMG Landscape Architecture	Payment for conceptual designs through contract administration for select open space and streetscape improvements in the Transbay Project Area	\$ -	N	\$ -						\$ -								\$ -	
423	Design and Construction Monitoring of Under Ramp Park	Professional Services	7/1/2011	6/28/2023	CMG Landscape Architecture	Payment for conceptual designs through construction contract administration for select open space and streetscape improvements in the Transbay Project Area	\$ 2,337,000.00	N	\$ 2,336,527.00	\$ 2,336,527					\$ 2,336,527.00								\$ -	
424	Streetscape and Open Space Improvements - Essex	Streetscape and Open Space Improvements - Essex	1/20/2005	8/4/2036	CCSF, including: Public Works and Municipal Transportation Agency	Coordination of design review through City Departments and ancillary streetscape improvement, parcel preparation costs, construction management and administration of improvements		N	\$ -						\$ -								\$ -	
425	Memorandum of Understanding (MOU) to Fund Ferry Terminal	Bonds Issued After 12/31/10	11/5/2018	6/30/2021	Port	Bond Portfolio Management	\$ -	Y	\$ -					\$ -									\$ -	
427	Bond Cost of Issuance	Fees	3/1/2021	6/30/2022	SFRA, CCSF: Admin, Legal, Fiscal Consultant, Bond Counsel, Financial Advisor	Bond Portfolio Management	\$ 2,953,402.00	N	\$ 2,953,402.00	\$ 2,953,402.00					\$ 2,953,402.00								\$ -	
428	Mission Bay South Block 12W	OPA/DDA/Construction	7/7/2021	12/1/2080	TBD	Funding required for predevelopment and construction subsidy for affordable housing project in partial fulfillment of MBS OPA Requirements	\$ 66,520,000	N	\$ 4,000,000.00	\$ 3,275,415		\$ 724,585			\$ 4,000,000.00								\$ -	
431	Design monitoring and Construction of Transbay Park	Professional Services	9/18/2018	9/18/2022	CCSF, including: Department of Public Works, Municipal Transportation Agency, Recreation and Parks	Coordination of design review through City Departments and ancillary streetscape improvement, parcel preparation costs, construction management and administration of improvements	\$ 6,927,612.00	N	\$ 6,927,612.00	\$ 4,740,295.00		\$ 2,187,317.00			\$ 6,927,612.00								\$ -	
432	Streetscape Improvement Reimbursements for Folsom Streetscape	OPA/DDA/Construction	6/21/2005	6/21/2035	Various	Developer reimbursement for streetscape improvements as per DDA	\$ 5,500,000.00	Y	\$ -					\$ -									\$ -	
433	Tax Allocation Bond Series 2021B - SB107 Housing Bond	Bonds Issued After 12/31/10	7/1/2021	7/1/2051	TBD	Bond Debt Service	\$ 25,971,950.00	N	\$ 10,509,506.02					\$ -				\$ 10,509,506.02					\$ 10,509,506.02	

Number	Notes
1	Agency and Contracted Salaries & Benefits and other Administrative Costs. This line includes non-salary costs previously in line 4. Lines 1-4 in prior ROPS have been combined into Line 1. All costs relating to supporting enforceable obligations related to project areas and affordable housing have been moved to line 411. The administrative costs funded by the Administrative Cost Allowance represents other costs not otherwise billable to developers or charged to RPTTF.
7	CalPERS Unfunded Actuarial Liability. As per the Annual Valuation Report for PEPPRA Miscellaneous Plan, the 21-22 ARC is \$27,829. As per the Annual Valuation Report for Classic Miscellaneous Plan, the 21-22 ARC is \$2,321,822. Thus, the total amount due is \$2,321,822.
9	Retiree Health Insurance Premiums. Monthly retiree health premiums are \$112,213 per month or \$1,346,556 per year, plus \$833,639 for OPEB Expenses to pay down future liability, as per the CERBT valuation dated October 26, 2020 (6/30/20 GASB 75 Accounting Information), for a total of \$2,180,195.
12	Repayment of LMHIF Loan for 2010 SERAF. The Low and Moderate Income Housing Fund ("LMHIF") loaned the San Francisco Redevelopment Agency \$16.483 million to assist with the Supplemental Educational Revenue Augmentation Fund ("ERAF") payment due in 2010 (SFRA Reso 25-2010). Repayment obligation includes interest accrued at applicable Local Agency Investment Fund ("LAIF") rate since March 2010. The Successor Agency paid \$1,772,608 in ROPS 20-21. Although the eligible repayment amount for ROPS 21-22 is much higher as per the legislated formula, OCIL anticipates paying no more than the 20-21 amount. Repayments were authorized in Oversight Board Resolution 13-2014.
17	College Track Indemnification Agreement. This is a contingent liability arising out of an indemnification agreement signed by the Successor Agency, the San Francisco Community Investment Fund ("SFICIF") and SFICIF SUB-Community Development Enterprise ("CDE") for the purpose of funding a project with New Markets Tax Credits. The liability ranges from \$2.47 - \$4.7 million based upon the time of occurrence. The liability is only triggered under four limited circumstances as described in the Indemnity Agreement.
20	Ground Lease for Foodco (Cala Foods) Site. This ground lease is an enforceable obligation of the Successor Agency's project work. This asset was included in the Successor Agency's property management plan.
21	HPS Phase 1 DDA. This is a summary line for Lines 22, 23, 24, 25, 26 and 354. (Please note Line 48, Line 76, Line 349 and Line 381 are ROPS lines shared between Phase 1 and Phase 2)
22	HPS Phase 1 DPW Letter Agreement. This is funded by Developer Reimbursements. This is an ongoing cost that the Successor Agency anticipates until the completion of the Hunters Point/Shipyard project. Both the Phase 1 DDA (under Section 10 Agency Administration) and the Interagency Cooperative Letter Agreement (on page 3 "Fees and Exactions") allow for the reimbursement of City/Successor Agency costs on an as-needed basis. Contract expiration date reflects OCIL obligations pursuant to the Phase 1 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 12/31/2026, but is subject to change depending on construction delays.
23	HPS Phase 1 City Attorney/Outside Counsel. This is funded by Developer Reimbursement. This is an ongoing cost that the Successor Agency anticipates until the completion of the Hunters Point/Shipyard project. Both the Phase 1 DDA (under Section 10 Agency Administration) and the Interagency Cooperative Letter Agreement (on page 3 "Fees and Exactions") allow for the reimbursement of City/Successor Agency costs on an as-needed basis. Contract expiration date reflects OCIL obligations pursuant to the Phase 1 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 12/31/2026, but subject to change depending on construction delays.
24	HPS Phase 1 Department of Public Health ("DPH"). This is funded by Developer Reimbursement. This is an ongoing cost that the Successor Agency anticipates until the completion of the Hunters Point/Shipyard project. Both the Phase 1 DDA (under Section 10 Agency Administration) and the Interagency Cooperative Letter Agreement (on page 3 "Fees and Exactions") allow for the reimbursement of City/Successor Agency costs on an as-needed basis. Contract expiration date reflects OCIL obligations pursuant to the Phase 1 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 12/31/2026, but subject to change depending on construction delays.
25	HPS Support for CAC. This is funded by Developer Reimbursement. This is an ongoing cost which the Successor Agency anticipates will continue until the end of the Hunters Point/Shipyard project. The Interim Lease, (under Exhibit E-1 - Baseline Services) requires a site office/administrative services and maintenance services. The work program is projected to be complete by 6/30/2036, since it will cover both Phase 1 and Phase 2.
26	HPS Phase 1 Community Benefits Agreement. This is funded by Developer Payment. Transfer of funds is required by the Phase 1 DDA Attachment 23 Sections 2 "Establishment of a Quasi-Public Entity" and Section 3.2 "Community Benefits Budget."
30	HPS Phase 2 DDA. This is funded by Developer Reimbursement. This line and the payments listed in ROPS Lines 31-37, 39, 41-44, 49, 75, 77-79, 355, 376-378, 380, 398, 412 are related 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. Future Successor Agency payments to implement the Phase 2 DDA will appear in sub-lines following this master line in future ROPS. Contract expiration date reflects OCIL obligations pursuant to the Phase 2 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 6/30/2036. (Please note Line 48, Line 76, Line 349 and Line 381 are ROPS lines shared between Phase 1 and Phase 2)
31	HPS Relocation Services. This is funded by Developer reimbursement. The Federal Union Relocation Act requires relocation planning and provision of relocation benefits. 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." Relocation services will be provided in close proximity to the new Artists' Building is completed.
32	HPS Legal Services Related to Property Transfers. This is funded by Developer Reimbursement. Contract expiration date reflects Successor Agency's obligations pursuant to the Navy/Agency Conveyance Agreement, through to the final Navy parcel to transfer, which is projected to be 6/30/2036.
33	HPS Phase 2 Support Services for Planning. This is funded by Developer Reimbursements. These are ongoing costs which the Successor Agency anticipates until the completion of the Hunters Point/Shipyard project. The Phase 2 DDA Interagency Cooperation Letter Agreement allows for the reimbursement of City costs on an as-needed basis. Contract expiration date reflects OCIL obligations pursuant to the Phase 2 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 6/30/2036.
36	Interagency Cooperative Agreement-HPS. This is funded by Developer Reimbursement and RPTTF. Per the ICA, Office of Economic and Workforce Development staff work on workforce and contracting compliance for HPS Phase 1 and Phase 2 DDAs. These are ongoing costs which the Successor Agency anticipates until the completion of the Hunters Point/Shipyard project. The Phase 2 DDA Interagency Cooperation Letter Agreement allows for the reimbursement of City costs on an as-needed basis. Contract expiration date reflects OCIL obligations pursuant to the Phase 2 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 6/30/2036.
41	HPS Public Finance Counsel Support. This is funded by Developer Reimbursements. Under the Phase 2 DDA Financing Plan, Section 4.2 "Alternative Financing" requires the Successor Agency to pursue "other methods of Public Financing for Project Costs"....including tax-exempt bonds, taxable bonds, tax-credit bonds federal or state loans issued by the Successor Agency, the City or a joint powers authority for application towards the Qualified Project Costs.
42	HPS Phase 2 Counsel Support Related to State Lands. This is funded by Developer Reimbursements. The Phase 2 DDA Sections 6.1 "Trust Exchange" and 6.2.1 "CP State Park Site" place a legally binding obligation on the Successor Agency to "effectuate the planned consolidation and reconfiguration of lands within the Project Site (HPS and Candlestick Point) that are or may be held subject to the public trust" under the jurisdiction of the State Lands Commission and/or the California Department of Parks and Recreation. The costs of consultant services and fees associated with this are enforceable obligations. The contract expiration date reflects the current three-year contract. However, the Successor Agency's obligations relating to the State Lands transfer continue through the last State Park closing associated with the Phase 2 DDA Major Phase 4, which has an outside completion date of 6/30/2036.
43	HPS Phase 2 State Lands and State Parks Staff Reimbursement. This is funded by Developer Reimbursements. The Phase 2 DDA Sections 6.1 "Trust Exchange" and 6.2.1 "CP State Park Site" place a legally binding obligation on the Successor Agency to "effectuate the planned consolidation and reconfiguration of lands within the Project Site (HPS and Candlestick Point) 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.
48	HPS Phase 2 Real Estate Economic Advisory Services. This is funded by Developer Reimbursements. This line is for a Real Estate Development Advisor to provide professional services on an as-needed basis to provide technical peer review of proformas, independent market and financial analysis, ongoing strategic advice during development negotiations, and other real estate advisory services as needed to help meet our obligations under the Phase 1 & Phase 2 DDA.
49	HPS Phase 2 DDA & Tax Increment Allocation Pledge Agreement. FINAL & CONCLUSIVE DETERMINATION RECEIVED 12/14/12. Required under the Phase 2 DDA Financing Plan, the pledge of all available Net Tax Increment from Project Area (BVHP Zone 1 and HPS) obligates the Successor Agency to use tax increment and to issue bonds backed by tax increment, the proceeds of which are used to repay the master developer for infrastructure. This is an estimate; actuals will vary with actual cost of infrastructure and timing of issuance of bonds. Tax increment is irrevocably pledged to provide for direct reimbursement and payment of debt service on bonds, the proceeds of which reimburse master developer for infrastructure installed in plan area. Contract expiration date reflects Successor Agency's obligations pursuant to the legal authority to collect tax increment in the HPS Redevelopment Plan ("Plan") under the Phase 2 DDA Financing Plan, affordable housing program, the Tax Allocation Pledge Agreement. This legal authority under the Plan to collect tax increment expires in 12/31/2057.
50	HPS EDA Grant. This is funded by grants from the U.S. Department of Commerce Economic Development Administration for the study and creation of an Arts and Technology District in Hunters Point/Shipyard. This contract will be used to perform capital repairs and improvements to Building 101, which houses artists' studios. The grant requires a 10% local match funded by RPTTF.
62	Building 101 Capital Repairs. Funded through grants from the U.S. Department of Commerce Economic Development Administration, this contract is for capital improvements to Building 101 and existing artists' studio building. Improvements include a multi-purpose room, life and fire safety improvements, and accessibility improvement. The grant requires a 10% local match funded by RPTTF.
72	HPS CALREUSE State Grant Funds. Funded by grants from the California Pollution Control Financing Authority, this line relates to the enforceable obligations under a CALREUSE grant from the State for lead/asbestos (brownfield) abatement. There is no local match required.
75	HPS Navy Conveyance Agreement. This is funded by Developer Reimbursements. This line and the payments related to Navy leases are enforceable obligations under the Conveyance Agreement, which is a transfer agreement between Successor Agency and Navy that expires when last parcel transferred. The Navy sells each parcel to Successor Agency for \$1 per parcel. Contract expiration date reflects Successor Agency's obligations pursuant to Navy / Agency Conveyance Agreement, through to the final Navy parcel to transfer, which is projected to be 6/30/2036.
76	HPS Property Management. This is funded by Developer Reimbursements. Site office/administrative services and Maintenance Services are required by the Interim Lease under Exhibit E-1 - Baseline Services. These services are provided on an as-needed basis. Contract expiration date reflects OCIL obligations to transfer property to the Developer per the Phase 2 DDA Schedule of Performance, which provides for completion by 6/30/2036.
77	HPS Building 606 Lease to SFPD. This is funded by City and County San Francisco Police Department rent payments, pursuant to the HPS Conveyance Agreement with U.S. Navy. The lease is on a month-to-month basis, and the Successor Agency will amend the lease to expire no later than the property transfer date. Contract expiration date reflects Successor Agency obligations pursuant to the Navy / Agency Conveyance Agreement, through to the final Navy parcel to transfer, which is projected to be 6/30/2036.
78	HPS Navy Lease Agreement. This is funded by lease revenue from the Developer as described in the Interim Lease between the Successor Agency and U.S. Navy. Contract expiration date reflects Successor Agency obligations pursuant to the Navy / Successor Agency Conveyance Agreement through to the transfer of Navy Parcel B.
79	HPS Environmental and Engineering Consulting Services. This is funded by Developer Reimbursement, pursuant to the Navy / Successor Agency Conveyance Agreement.
84	MBN OPA. FINAL & CONCLUSIVE DETERMINATION RECEIVED 1.24.14. This line shows the amount of funds that will be used to reimburse FOCIL-MB, LLC pursuant to the MBN OPA. The OPA obligates the Successor Agency to use tax increment and to issue bonds backed by tax increment (the proceeds of which are used) to repay FOCIL-MB, LLC for infrastructure. In ROPS 21-22, Reserve funds, which reflect tax increment received in prior years, will be used to fund infrastructure work. The final total amount of the Outstanding Debt or Obligation will vary depending on the actual expenditures allowed under OPA with FOCIL-MB, LLC.
85	MBN Payment on CFD#4 Bonds. FINAL & CONCLUSIVE DETERMINATION RECEIVED 1/24/14. RPTTF from MBN may be used for the early repayment of principle of existing 2002 CFD Bond. This is a subline of Line 84 (moved from Line 86 of ROPS 17-18). Tax increment is irrevocably pledged to provide for direct reimbursement and payment of debt service on bonds, the proceeds of which reimburse master developer for infrastructure installed in plan area. Debt Service payments are an obligation of the MBN Tax Increment Allocation Pledge Agreement, but the actual payments are shown under each individual bond line item below. In addition, the payments to the Master Developer for Infrastructure and to non-profit developers for Affordable Housing, as obligated by the OPA, are shown on separate lines. The final total amount of the Outstanding Debt or Obligation will vary depending on the actual expenditures allowed under OPA with FOCIL-MB, LLC.
86	MBN Tax Increment Allocation Pledge Agreement. MBN Tax Increment Allocation Pledge Agreement. FINAL & CONCLUSIVE DETERMINATION RECEIVED 1/24/14. The Tax Increment Allocation Pledge Agreement obligates the Successor Agency to use tax increment and to issue bonds backed by tax increment (the proceeds of which are used) to repay FOCIL-MB, LLC for infrastructure. The Total Outstanding Debt or Obligation will vary depending on the actual expenditures allowed under OPA with FOCIL-MB, LLC. Tax increment is irrevocably pledged to provide for direct reimbursement and payment of debt service on bonds, the proceeds of which reimburse master developer for infrastructure installed in plan area. Debt Service payments are an obligation of the MBS Tax Increment Allocation Pledge Agreement, but the actual payments are shown under each individual bond line item. In addition, the payments to the Master Developer for Infrastructure and to non-profit developers for Affordable Housing, as obligated by the OPA, are shown on separate lines. This line is a sub-line of Line 84. In ROPS 21-22, Reserve funds, which reflect tax increment received in prior years, will be used to fund infrastructure work.
87	MBS OPA. FINAL & CONCLUSIVE DETERMINATION RECEIVED 1/24/14. This line shows the amount of funds that will be used to reimburse FOCIL-MB, LLC pursuant to the MBS OPA. The OPA obligates the Successor Agency to use tax increment and to issue bonds backed by tax increment, the proceeds of which are used to repay FOCIL-MB, LLC for infrastructure. The Total Outstanding Debt or Obligation will vary depending on the actual expenditures allowed under OPA with FOCIL-MB, LLC and will be paid from Tax Increment and from CFD Bond Proceeds.
88	MBS Tax Increment Allocation Pledge Agreement. FINAL & CONCLUSIVE DETERMINATION RECEIVED 1/24/14. The Tax Increment Allocation Pledge Agreement obligates the Successor Agency to use tax increment and to issue bonds backed by tax increment (the proceeds of which are used) to repay FOCIL-MB, LLC for infrastructure. The Total Outstanding Debt or Obligation will vary depending on the actual expenditures allowed under OPA with FOCIL-MB, LLC. Tax increment is irrevocably pledged to provide for direct reimbursement and payment of debt service on bonds, the proceeds of which reimburse master developer for infrastructure installed in plan area. Debt Service payments are an obligation of the MBS Tax Increment Allocation Pledge Agreement, but the actual payments are shown under each individual bond line item. In addition, the payments to the Master Developer for Infrastructure and to non-profit developers for Affordable Housing, as obligated by the OPA, are shown on separate lines. This line is a sub-line of Line 87.
89	Mission Bay Agency Costs Reimbursements. OPAs allow Successor Agency to access tax increment or direct developer fees to reimburse Agency Costs, including the cost of other City agencies or outside organizations whose expertise is needed to implement the OPAs, based on T&M for costs allowed by the OPAs. In previous years Public Works, the City Attorney's Office and other City Agencies would bill FOCIL-MB who would then seek reimbursement from the tax increment pledge (Line 87). FOCIL-MB is allowed to charge interest on these payments to City Agencies. To expedite the payment to City Agencies and to reduce the use of tax increment, these Agencies will now be reimbursed directly from Tax Increment. Additionally it is anticipated that there will be four contracts with third party entities to provide consulting services for fiscal analysis and planning services. All costs will be paid out of Reserve funds, which is tax increment received in prior years, in ROPS 21-22. The remaining costs are agency costs that are reimbursed by the developer.
90	MBN and MBS DPW Construction Cost Review Consulting. A consultant must review developer reimbursement requests in order to ensure such requests are appropriate per the OPAs and CFDs. This review of developer reimbursement request is a long-term obligation under the MBN and MBS OPAs that has been fulfilled through a contract between the City's Department of Public Works ("DPW") and Financial Consultants, the cost for which is paid by the Successor Agency. These costs will be paid out of Reserve funds, or tax increment received in prior years, in ROPS 21-22.

Number	Notes
91	MBN and MBS Art Program. The Mission Bay Redevelopment Plans require projects with over 25,000 square feet in commercial space to pay 1% of hard costs for public art. The source of these Other funds are Developer Fees. It is anticipated the San Francisco Arts Commission will administer these funds to contract with individual artists and maintain the public art. The contract dates in this line are the start and end dates of the Mission Bay South Redevelopment Plan (the Mission Bay North Redevelopment Plan started on October 26, 1998 and ends on October 26, 2028).
101	RETIRE IN FY 21/22: Transbay Folsom Design Services. Ancillary contract in compliance with the Transbay Implementation Agreement (Line 105), which was finally and conclusively determined to be an enforceable obligation on 4/15/2013. These expenditures are required pursuant to Section 2.1.1 of the Transbay Implementation Agreement requiring activities related to major infrastructure improvements. This contract is for design services required to implement the Redevelopment Plan. The contract terminates in June 2024 and will be paid for using DDR-Approved bond proceeds from the 2017B & 2017E bonds and developer fees. Lines 422 and 423 have been created to break out the contract amounts for Essex and Under Ramp Park, respectively.
102	Transbay Tax Increment Sales Proceeds Pledge Agreement. FINAL & CONCLUSIVE DETERMINATION RECEIVED 4/15/13. Sales proceeds and tax increment generated from the sale and development of the state-owned parcels is pledged to TIPA for sales to the Transit Center as required by the Redevelopment Plan Cooperative Agreement. TIPA will use these funds to repay the Transportation Infrastructure Finance and Innovation Act ("TIFIA") loan executed between TIPA and US Department of Transportation. Tax increment from the state-owned parcels provided to TIPA is net of AB1290 pass-through and affordable housing requirements, per the Cooperative Agreement.
105	Transbay Implementation Agreement. FINAL & CONCLUSIVE DETERMINATION RECEIVED 4/15/13. The Agency shall execute all activities related to the implementation of the Transbay Redevelopment Plan, including, but not limited to, activities related to major infrastructure improvements, including new public parks, new pedestrian oriented alleys, and widened sidewalks. The project cost for implementation of the Transbay Redevelopment Plan activities set forth in the Agreement shall be incurred by the Agency and included in the Agency's annual budget submitted to the City. The total outstanding obligation is the estimated public improvement costs necessary to implement the redevelopment plan, specifically the Transbay Streetscape and Open Space Concept Plan which was approved in 2006. As contracts are approved they are added as separate lines in the ROPS. The total outstanding debt was estimated at \$241M as of the final and conclusive determination. The current outstanding obligation amount is \$102,100,000 and is spread between this line (105) and other ancillary contracts to the implementation agreement, captured by Lines 101, 107, 109, 115, 391, 423, 431 and 432.
107	Transbay Streetscape Improvements. Ancillary contract with San Francisco Department of Public Works in compliance with the Transbay Implementation Agreement (Line 105). These obligations are required pursuant to section 2.1 of the Transbay Implementation Agreement requiring the Successor Agency to "execute activities related to major infrastructure improvements." The construction project is scheduled to be completed towards the end of FY 20/21, however there may be invoices to close out the contract that may be processed in FY 21/22; therefore rolling forward \$1M in contract authority in Bonds to allow for any final payments to Public Works.
109	Transbay City Attorney or Outside Counsel Review. This line is for review of documents related to Transbay obligations, in compliance with the Transbay Implementation Agreement (Line 105). These expenditures are required pursuant to Section 2.1 of the Transbay Implementation Agreement requiring the Successor Agency "prepare and sell certain state-owned parcels to third parties" and requiring the Successor Agency to "execute activities related to major infrastructure improvements." City Attorney's office will review and approve agreements and contracts required under the Implementation Agreement on an on-going basis. The source of funds for attorney review of development parcel documents is developer fees whenever billable. In some cases, attorney reviews may be for items that are not billable to developers (e.g. OCII sole obligations for park and certain streetscape improvements), in which case RPTTF would be used. Contract Dates and Outstanding Amount represents current year request only.
115	Transbay Ancillary Contracts for Professional Services. This line is pursuant to Section 2.1 of the Transbay Implementation Agreement requiring the Successor Agency to "prepare and sell certain state-owned parcels to third parties," "execute all activities related to the implementation of the Transbay Redevelopment Plan" and "execute activities related to major infrastructure improvements." Contracts funded with Other would include items that can be reimbursed by developers. Items that cannot be reimbursed must be covered by RPTTF, including economic forecasting, infrastructure planning, management, and construction. Contract Dates and Outstanding Amount represents current year request only.
151	The Mexican Museum Grant Agreement. This is a \$10.566 million grant agreement for predevelopment and tenant improvements for a museum. The remaining balance of \$6,785,119 is bond proceeds reserved for future tenant improvements.
161	Alice Griffith Agency Funding Obligation. FINAL & CONCLUSIVE DETERMINATION RECEIVED 12/14/12 (shown as line 123 on the F&C which used the ROPS III numbering system). Pursuant to HPS Phase 2 DDA, this line requests capital funds to rebuild the Alice Griffith Public Housing development, which consists of 504 units with six phases. Of the six phases, Phases 1-4 are complete. ROPS 14-15 authorized gap funds for Phases 3A and 3B. ROPS 15-16B authorized \$3.0M in predevelopment funds for Phase 4, and ROPS 16-17 authorized \$10.8M in gap funding. ROPS 17-18 authorized \$7.0M in developer fee contribution. ROPS 17-18 included \$7.0 million for predevelopment expenses for Phases 5 and 6 (\$3.5 million each). This \$7.0 million predevelopment funding was again included in ROPS 18-19 as predevelopment funding is not subject to AB 471. However, Phases 5 and 6 are now delayed and not included in ROPS 21-22 due to master developer delay in constructing necessary infrastructure for the project.
218	HPS Phase 1 Affordable Housing Obligation. FINAL & CONCLUSIVE DETERMINATION RECEIVED 12/14/12 (shown as line 173 on the F&C which used the ROPS III numbering system). Contractual obligation under Hunters Point Shipyard-Phase 1 Disposition and Development Agreement to fund and construct affordable housing on Agency-owned parcels in HPS Phase 1. This is an estimated cost of funding 218 affordable housing units; actual amount will vary with actual cost of housing and timing of issuance of bonds. Obligation remains until affordable housing obligation is fulfilled. The estimated cost for first project (Blocks 52 & 54) has been moved to new Line 395, and second project Block 56 to new line 420.
219	HPS Phase 1 Affordable Housing Obligation. FINAL & CONCLUSIVE DETERMINATION RECEIVED 12/14/12 (shown as line 173 on the F&C which used the ROPS III numbering system). Contractual obligation under Hunters Point Shipyard-Phase 1 Disposition and Development Agreement to fund and construct affordable housing on Agency-owned parcels in HPS Phase 1. This is an estimated cost of funding 218 affordable housing units; actual amount will vary with actual cost of housing and timing of issuance of bonds. Obligation remains until affordable housing obligation is fulfilled. The estimated cost for first project (Blocks 52 & 54) has been moved to new Line 395, and second project Block 56 to new line 420. Block 48 (parcels 1 and 2) will be the final OCII funded affordable housing projects in HPS Phase 1.
220	Mission Bay North Affordable Housing Obligation. FINAL & CONCLUSIVE DETERMINATION RECEIVED 1/24/14. This line reflects the Pledge of Property Tax Revenues, defined as Housing Increment, under Mission Bay North Tax Allocation Pledge Agreement (to which Owner is a third party beneficiary) to fulfill affordable housing obligations in Mission Bay North Owner Participation Agreement. Upon completion of housing program in MB North, tax increment is then pledged to housing program in MB South. The total outstanding estimate is based on the FY 2011-12 Statement of Indebtedness ("SOI") page 37 of \$320 million, less the amounts included in that number for the housing debt service obligations included on separate ROPS lines: Series 2006A, 2007A, 2009A, 2009E, and 2011E. No funds requested in ROPS 21-22.
226	Mission Bay South Affordable Housing Obligation. FINAL & CONCLUSIVE DETERMINATION RECEIVED 1/24/14. This line reflects Pledge of Property Tax Revenues, defined as Housing Increment, under Mission Bay South Tax Allocation Pledge Agreement (to which Owner is a third party beneficiary) to fulfill affordable housing obligations in Mission Bay South Owner Participation Agreement. The total outstanding estimate is based on the FY 2011-12 Statement of Indebtedness ("SOI") page 42 of \$436 million, less the amounts included in that number for housing debt service obligations included on separate ROPS lines: Series 2009A, 2009E, and 2011E; less reported expenditures from this line on ROPS 1, II, III, 13-14A and 13-14B; and less outstanding obligations for individual MBS housing projects that have their own separate ROPS lines (228 for MBS Parcel 7W, 393 for MBS Parcel 6E, 394 for MBS Parcel 3E, 405 for MBS Parcel 6W, 417 for MBS Parcel 9, 419 for MBS Parcel 9A, and 428 for MBS Parcel 12W). No funds requested in ROPS 21-22.
237	Transbay Affordable Housing Obligation. FINAL & CONCLUSIVE DETERMINATION RECEIVED 4/15/13. Requirement of the Implementation Agreement (Line 105) and Section 5027.1 of California Public Resources Code that terminal project include 25% of all new dwelling units in project area be available at affordable housing cost for low income households (60% AMI) and 10% of all new units be available for moderate income (120% AMI). Total outstanding debt estimated to be \$849,936,548 over life of project (page 47 of the SOI) and required funding for affordable housing obligations. Funding for the specific affordable housing projects and debt service on associated tax allocation bonds required by this obligation are shown on individual Transbay lines: Lines 238 (R.C. Apts), 239 (Blks 6/7), 374 (Blk 8), 406 (Blk 4), 413 (Blk 2 West), and 416 (Blk 2 East) and various debt service lines. Total outstanding obligation lowered by amounts placed on separate ROPS Lines 363, 374 and 291. No funds requested in ROPS 21-22.
261	1998C Bond Debt Service. No debt service payments until 8/1/2023 (due to trustees 6/30/2023).
264	1998D Bond Debt Service. Bonds were partially refunded in 2014C bonds. The total obligation is the remaining amount
345	Bond Management Administration Costs. The RPTTF charges reflect the cost of bond portfolio management, related accounting, CCF and outside legal counsel, financial advisor services, fiscal consultant services and other costs directly arising from contractual, regulatory and statutory bond obligations.
349	Project Related Employee Reimbursable. Employee reimbursements for project related travel and other project expenses.
354	HPS Phase 1 City Planning Staff Costs. This is funded by Developer Reimbursement. This is an ongoing cost which the Agency anticipates until the completion of the HPS Phase 1 Project. The work program is projected to be complete by 12/31/2026 but is subject to change based on construction delays.
355	HPS Phase 2 CP SF Public Utilities Commission Staff Costs. This is funded by Developer Reimbursement. This is an ongoing cost which the Successor Agency anticipates until the completion of the HPS Phase 2 Project. The work program is projected to be complete by 6/30/2036.
359	706 Mission Street Purchase and Sale Agreement ("PSA"). This PSA was approved by the Successor Agency's Oversight Board on July 22, 2013, and by DOF on October 4, 2013. The Developer is required under the PSA to pay the Successor Agency (1) \$4,456,378 in affordable housing fees, paid in three installments over time, (2) \$510,882 a year in perpetuity to support Yerba Buena Gardens operations (net present value equals \$40.1 million), (3) \$86,400 in traffic improvement fees, and (4) approximately \$2,000,000 in open space fees.
361	CP Development Co Funds for AG Development. HPS/CP Developer commitment to provide funding for Alice Griffith Project to supplement Successor Agency funding included in ROPS Line 161, which was finally and conclusively determined to be an enforceable obligation on 12/14/2012. Funds to pass through OCII so that they can be provided in loan agreement to the affordable housing project. This is an estimated amount based on DDA ("Alice Griffith Subsidy" in BMR Housing Plan Section 5.4(a) and (c) and Exhibit F-C, but if overruns occur, the developer is contractually obligated to increase their contribution. In ROPS 16-17 \$5.2 million was included for Phase 4 (formerly known as Phase 3C) and subject to AB 471. In ROPS 17-18, due to configuration of units types, developer fee contribution increased by \$1.8 million to \$7.0 million, subject to AB 471. The HPS-CP Developer's next and final commitments will be for AG Phases 5 and 6, and will be included in a subsequent ROPS.
373	Property Management and Disposition Costs. The Successor Agency will be incurring certain costs associated with the management and disposition of property. These costs include staffing costs, property management, appraisal costs, consultant costs, title and escrow costs, legal costs (including tenant bankruptcy proceedings), loan collection costs, marketing costs, and other costs associated with the disposition process.
376	HPS Phase 2 Support services. This is funded by Developer Reimbursements. These are on-going costs which the Successor Agency anticipates until the completion of the HPS project. The Phase 2 DDA Interagency Cooperation Letter Agreement allows for the reimbursement of City costs on an as-needed basis. Contract expiration date reflects OCII obligations pursuant to the Phase 2 DDA Schedule of Performance, which includes a horizontal and vertical construction work program. The work program is projected to be complete by 6/30/2036.
377	HPS Phase 2 Community Benefits Agreement Scholarship Program. This is funded by Developer Payments. In accordance with the Phase 2 Community Benefits Plan, Exhibit G to the Phase 2 DDA, the Successor Agency will transfer funds to fulfill the Scholarship Fund obligation. Payments will be disbursed over time. As reflected in ROPS 20-21, to date, OCII has received and will therefore expend \$500,000. See Section 1.1 of the Community Benefits Plan for Scholarship Program.
378	HPS Phase 2 CP Community Benefits Agreement Education Improvement Fund. This is funded by Developer Payment. Pursuant to the Phase 2 Community Benefit Plan, Exhibit G to the Phase 2 DDA, this is for education enhancement within Bayview Hunters Point. This is an ancillary contract in compliance with Line 49, formerly Line 67 on ROPS III, which was finally and conclusively determined to be an enforceable obligation on December 14, 2012. Payments will be disbursed over time. To date, the developer has contributed \$500,000 for this fund.
380	HPS Phase 2 CP Community Benefits Agreement Wellness Contribution. This is funded by Developer Payment, pursuant to the Phase 2 Community Benefit Plan, Exhibit G to the Phase 2 DDA, for predevelopment expenses associated with the expansion of the Southeast Health Center. Previously, the Developer has paid a total of \$350,000 in accordance with Section 2.1 and 2.2 of the Community Benefits Agreement. Per Section 2.1(i) of the Community Benefits Plan the developer is expected to pay another \$200,000 when the Southeast Health Center Expansion Plan is approved.
381	HPS Design Review and Permitting Technical Support. This is funded by Developer Reimbursements. This is an ongoing cost which the Agency anticipates until the completion of the HPS Phase 1 and Phase 2. The Phase 1 DDA Section 10 and Phase 2 DDA Section 19. Agency Administration and the Interagency Cooperative Letter Agreement page 3 "Fees and Exactions" both allow for the reimbursement of City/Agency costs on an as-needed basis. Contract expiration reflects the need for these types of services until the both phases of the infrastructure is closed out by 6/30/2036.
382	2011 Hotel Occupancy Tax Refunding Bonds Debt Service. As city pays debt service, funds are included in Other.
389	Tax Allocation Bond Series MBS2014A.
391	Transbay Under Ramp Park Construction. Contract to be managed by the San Francisco Department of Public Works, as an ancillary contract in compliance with Section 201 of the Transbay Implementation Agreement (Line 105). The project was delayed in FY 20/21 and the contract with Public Works has a remaining balance of approximately \$6.34M; the project is anticipated to restart in FY 21/22 and the current contract balance is being rolled forward. Portion of contract to be funded by RPTTF would only be drawn on if project was actually moving forward; hence request is in B period and may not be actually received if not needed. The Outstanding Balance Amount reflects the design and predevelopment work but does not yet include an estimate for construction; that amount is expected to be estimated in FY 21/22, so anticipate providing an updated Outstanding Balance with construction costs for ROPS 22/23
395	HPS Affordable Housing Blocks 52/54. This line is per final and conclusive determination for HPS housing obligation in umbrella line 218. \$2.5M in ROPS 14-15B for predevelopment was increased to \$4.0M in ROPS 16-17 amendment to reflect timetable extension and combining Blocks 52/54 for a more financially feasible "scattered site" development. Predevelopment funding in ROPS 20-21 will continue spending into ROPS 21-22. The ROPS 20-21 included OCII's reconstruction funding, but due to project delay, will commit in ROPS 21-22 instead. The source of funds is bonds. The total funding has increased by \$20M in the event that the project does not secure any state funds other than tax-exempt bonds and 4% tax credit equity and to account for less favorable financing terms overall based on market changes.
398	HPS Phase 2 CP Other Professional Services. This is funded by Developer Reimbursements. This is an ongoing cost which the Agency anticipates until the completion of the HPS project. Under the Candlestick Point/Hunters Point Shipyard Disposition and Development Agreement ("Phase 2 DDA") whereby the master developer, as a party to the Phase 2 DDA, is obligated to pay the Successor Agency for various costs associated with pre-development and development activities.

Number	Notes
399	Tax Allocation Series MBN2016A. Mission Bay North refunding Bond.
400	Tax Allocation Series MBS2016B.
401	Tax Allocation Series MBS2016C. Mission Bay South refunding bond.
402	Tax Allocation Series MBS2016D. Mission Bay south subordinate bond.
403	HPS Phase 2 CP Block 10a Affordable Housing. This line is per final and conclusive determination for HPS Phase 2 CP housing obligation in umbrella line 219. The source for the \$3.5 million for predevelopment expenses is existing bond proceeds. These predevelopment funds, committed in ROPS 16-17, will continue to be spent during ROPS 21-22. Construction funding was included in ROPS 18-19; however, the project has been delayed and the gap funds are not anticipated to be needed until ROPS 22-23 at the earliest.
404	HPS Phase 2 CP Block 11a Affordable Housing. This line is per final and conclusive determination for HPS Phase 2 CP housing obligation in umbrella line 219. The source for the \$3.5 million for predevelopment expenses is existing bond proceeds. These predevelopment funds, committed in ROPS 16-17, will continue to be spent during ROPS 21-22. Construction funding was included in ROPS 18-19; however, the project has been delayed and the gap funds are not anticipated to be needed until ROPS 22-23 at the earliest.
405	MBS Block 6W Construction. Line will be retired in ROPS 21-22
406	Transbay Block 4 Affordable Housing. Ancillary contract in compliance with the Transbay Implementation Agreement (Line 237) Affordable Housing Program, which was finally and conclusively determined to be an enforceable obligation on 4/15/2013. Anticipated gap construction loan funded by developer fees.
407	Refunding Bonds Reserve Payments. Refunding bonds requires use of reserve fund to defease bonds.
408	Tax Allocation Series 2017A. Affordable housing money bond.
409	Tax Allocation Series 2017B. Transbay Infrastructure money bond.
410	Tax Allocation Series 2017C. Mission Bay money and refunding affordable housing bond.
411	Enforceable Obligation Support. SB107 requires Successor Agencies to spend no more than 3% of RPTTF Non-Admin on agency administration, across all funding sources. In prior ROPS, OCII recorded agency costs that directly support affordable obligations and OCII administration in line 1. As per DOF recommendation, OCII is now separately reporting the OCII costs that directly support affordable obligations. The administrative cost to operate the agency is reported in line 1.
412	HPS CP Surety Bond Program. See Section 5.2(b) of the Phase 2 Community Benefits Agreement. Successor Agency's Surety Bond Program will be used to assist BVHP contractors in obtaining insurance and credit support that may be required in order to participate in the development of the Phase 2 Project. The total commitment is \$1,000,000 of which \$250,000 has been paid to date by the Developer.
413	Transbay Block 2 West Affordable Housing. Ancillary contract in compliance with the Transbay Implementation Agreement (Line 237) Affordable Housing Program, which was finally and conclusively determined to be an enforceable obligation on 4/15/2013. The source for the \$3.5 million for predevelopment expenses is developer fees. Rolled to 20-21 ROPS as a result of delay in issuance of Request for Proposals because of the unexpected continued need to use the site by the temporary Salesforce Transbay Terminal. Predevelopment funds will continue to be spent in 21-22.
415	Tax Allocation Bond Series 2017D. Taxable refunding bond.
416	Transbay Block 2 East Affordable Housing. Ancillary contract in compliance with the Transbay Implementation Agreement (Line 237) Affordable Housing Program, which was finally and conclusively determined to be an enforceable obligation on 4/15/2013. The source for the \$3.5 million for predevelopment expenses is developer fees. Rolled to 20-21 ROPS as a result of delay in issuance of Request for Proposals because of the unexpected continued need to use the site by the temporary Salesforce Transbay Terminal. Predevelopment funds will continue to be spent in 21-22.
417	MBS Block 9 Affordable Housing. This line is for funding for affordable housing project in partial fulfillment of MBS OPA Requirements, per final and conclusive determination regarding Mission Bay housing obligation on umbrella lines 220 and 226. ROPS 17-18 included \$3.5 million in predevelopment funds from SB 107 bonds; amended ROPS 17-18 increased that amount to \$5 million to accommodate increased predevelopment funding due to proposed use of modular construction. ROPS 20-21 included gap construction funding pursuant to AB 471. Construction started in ROPS 20-21.
419	MBS Block 9A Affordable. Housing construction funding for affordable housing project in partial fulfillment of MBS OPA Requirements, per final and conclusive determination regarding Mission Bay housing obligation on umbrella lines 220 and 226. \$2.8 million in predevelopment funding authority from ROPS 19-20 will roll to ROPS 21-22 to fund multi-year predevelopment activities. ROPS 21-22 also includes \$75.7 million gap construction funding that may be expended in subsequent ROPS cycles as authorized under Cal. Health & Safety Code Section 34177 (m)(1)(D), and that will be funded by bonds authorized under Cal. Health & Safety Code Section 34177 (a) (1) (A) during the ROPS 21-22 period; this bond issuance will be sized to fund this loan. The construction funding for this affordable homeownership project is based on the construction cost estimate of the current project design; the estimate is from the developer's general contractor and reviewed by OCII. OCII's construction funding amount also estimates other expected project financing sources, and then OCII's construction funding is sized based on the "gap" remaining to fully fund the project. Both the construction cost amount and amounts from other funding sources will then be finalized prior to construction start in Spring 2022.
420	HPS Affordable Housing Block 56. Per final and conclusive determination for HPS housing obligation in umbrella line 218. \$3.5M in predevelopment funds committed in ROPS 18-19 and will continue to be spent in ROPS 21-22. ROPS 21-22 also includes \$39.5 million gap construction funding that may be expended in subsequent ROPS cycles as authorized under Cal. Health & Safety Code Section 34177 (m)(1)(D), and that will be funded by bonds authorized under Cal. Health & Safety Code Section 34177 (a) (1) (A) during the ROPS 21-22 period; this bond issuance will be sized to fund this loan. The construction funding for this affordable rental project is based on the construction cost estimate of the current project design; the estimate is from the developer's general contractor and reviewed by OCII. OCII's construction funding amount also estimates other expected project financing sources such as tax credit equity and tax exempt bonds, and then OCII's construction funding is sized based on the "gap" remaining to fully fund the project. Both the construction cost amount and amounts from other funding sources will then be finalized prior to construction start in Spring 2022.
421	Tax Allocation Bond Series 2017E. Tax-exempt refunding bond.
422	Transbay Essex Design Services. Ancillary contract in compliance with the Transbay Implementation Agreement (Line 105), which was finally and conclusively determined to be an enforceable obligation on 4/15/ 2013. These expenditures are required pursuant to Section 2.1.d of the Transbay Implementation Agreement requiring activities related to major infrastructure improvements.
423	Transbay Under Ramp Design Services. Ancillary contract in compliance with the Transbay Implementation Agreement (Line 105), which was finally and conclusively determined to be an enforceable obligation on April 15, 2013. These expenditures are required pursuant to Section 2.1.d of the Transbay Implementation Agreement requiring activities related to major infrastructure improvements. This contract is for design services required to implement the Redevelopment Plan. The payees include CMG Landscape Architecture and all design consultants. The Under Ramp Park project was delayed in FY 20/21 and the contract balance is being rolled forward to FY 21/22.
424	Transbay Essex Streetscape Improvements. This is an ancillary contract in compliance with the Transbay Implementation Agreement (Line 105), which was finally and conclusively determined to be an enforceable obligation on April 15, 2013. These expenditures are required pursuant to Section 2.1.d of the Transbay Implementation Agreement requiring activities related to major infrastructure improvements.
425	Excess Bond Proceed 2007B Cash Reserve. Retired in 21-22.
427	Bond Cost of Issuance. These charges reflect cost of the bond issuance, which is funded by bond proceeds from the issued bonds and are estimates. Per 34177.a(1), Successor Agencies may put estimate of expenditure for enforceable obligations on ROPS. Per 34177m(1)(D)(ii), Successor Agencies may put an estimate of expenditure for invoices not yet received.
428	Mission Bay South Block 12W Affordable Housing. This is for predevelopment funding for an affordable housing project in partial fulfillment of MBS OPA Requirements, per final and conclusive determination regarding Mission Bay housing obligation on umbrella lines 220 and 226. Originally requested in ROPS 20-21, predevelopment work will now begin in the ROPS 21-22 which will be funded by \$3.5 million with bonds.
431	Design monitoring and Construction of Transbay Park. Contract to be managed by the San Francisco Department of Public Works, as an ancillary contract in compliance with Section 201 of the Transbay Implementation Agreement (Line 105). \$6.7 million is for project management costs during this period and will be paid from Bond proceeds and Park Fees. The contract expires in September 2021, but is anticipated to be extended to include design and project management services of the surrounding streetscapes and for the inclusion of the Recreation and Parks Department, who has been determined to be the ultimate land owner of the Block 3 Park. Before the end of FY 20/21, the contract term will be extended to incorporate services up through the start of construction, which is anticipated to be in FY 22/23. The Outstanding Balance Amount reflects the design and predevelopment work but does not yet include an estimate for construction; that amount is expected to be estimated in FY 21/22, so anticipate providing an updated Outstanding Balance with construction costs for ROPS 22/23
432	Streetscape Improvement Reimbursements for Folsom Streetscape. Line will be retired in ROPS 21-22.
433	Tax Allocation Bond Series 2021A - SB107 Housing Bond. This is the estimated debt service payment for this new bond, based on 2% cost of issuance and 10% reserve with a 30 year term at 7%. Per 34177.a(1), Successor Agencies may put estimate of expenditure for enforceable obligations on ROPS. Per 34177m(1)(D)(ii), Successor Agencies may put an estimate of expenditure for invoices not yet received.