

BEFORE THE TURLOCK REDEVELOPMENT AGENCY

**IN THE MATTER OF ADOPTING AN }
ENFORCEABLE OBLIGATION }
PAYMENT SCHEDULE PURSUANT TO }
PART 1.8 OF DIVISION 24 OF THE }
CALIFORNIA HEALTH AND SAFETY }
CODE AND TAKING CERTAIN }
ACTIONS IN CONNECTION THEREWITH }
_____ }**

RESOLUTION NO. RDA-2011-018

WHEREAS, the Turlock Redevelopment Agency (the "Agency") is a redevelopment agency in the City of Turlock (the "City"), created pursuant to the Community Redevelopment Law (Part 1 (commencing with Section 33000) of Division 24 of the California Health and Safety Code) (the "Redevelopment "); and

WHEREAS, the City Council of the City (the "City Council") adopted Ordinance No. 834 on November 23, 1993 and Ordinance No. 906 on July 9, 1996 approving and adopting the redevelopment plan for the Original and Amended Project Areas, respectively, and from time to time, the City Council has amended such redevelopment plans; and

WHEREAS, AB X1 26 was signed by the Governor of California on June 29, 2011, making certain changes to the Redevelopment Law, including adding Part 1.8 (commencing with Section 34161) and Part 1.85 (commencing with Section 34170) to Division 24 of the California Health and Safety Code. Commencing upon the effectiveness of AB X1 26, AB X1 26 suspends most redevelopment agency activities and, among other things, prohibits redevelopment agencies from incurring indebtedness or entering into or modifying contracts. Effective October 1, 2011, AB X1 26 dissolves all existing redevelopment agencies and redevelopment agency components of community development agencies, designates successor agencies to the former redevelopment agencies, imposes numerous requirements on the successor agencies and subjects successor agency actions to the review of oversight boards established pursuant to the provisions of Part 1.85; and

WHEREAS, Health and Safety Code Section 34169, which is set forth in Part 1.8, requires a redevelopment agency to adopt an Enforceable Obligation Payment Schedule (EOPS) within 60 days of the June 29, 2011 effective date of Part 1.8. The EOPS must list all of the obligations that are enforceable within the meaning of Health and Safety Code Section 34167(d) and include specific information about each obligation; and

WHEREAS, Health and Safety Code Section 34167(h), which is set forth in Part 1.8, provides that a redevelopment agency shall not make a payment unless it is listed in an adopted EOPS, other than payments required to meet obligations with respect to bonded indebtedness, after the EOPS is adopted pursuant to Health and Safety Code Section 34169, or after 60 days from the effective date of Part 1.8 (i.e., August 28, 2011) whichever is sooner; and

WHEREAS, AB X1 27 was signed by the Governor of California on June 29, 2011, adding Part 1.9 (commencing with Section 34192) to Division 24 of the California Health and Safety Code. Part 1.9 establishes an Alternative Voluntary Redevelopment Program whereby, notwithstanding the provisions of Part 1.8 and Part 1.85, a redevelopment agency will be authorized to continue to exist and carry out the provisions of the Redevelopment

Law upon the enactment, prior to the applicable deadline established in Part 1.9 (with the earliest deadline being October 1, 2011), by the city council of the city which includes that redevelopment agency of an ordinance to comply with Part 1.9. Pursuant to Health and Safety Code Section 34192, if a city participates in the Alternative Voluntary Redevelopment Program and complies with all requirements and obligations contained in Part 1.9, the redevelopment agency in that city will be exempt from Part 1.8 and Part 1.85; and

WHEREAS, The California Redevelopment Association and League of California Cities have filed a lawsuit in the Supreme Court of California alleging that AB X1 26 and AB X1 27 are unconstitutional. On August 11, 2011, the Supreme Court of California decided to hear the case and set a briefing schedule designed to allow the Supreme Court to decide the case before January 15, 2012. On August 11, 2011, the Supreme Court also issued a stay order, which was subsequently modified on August 17, 2011. Pursuant to the modified stay order, the Supreme Court granted a stay of all of AB X1 27 (i.e., Part 1.9), except for Health and Safety Code Section 34194(b)(2) (relating to the determination of cities' fiscal year 2011-12 remittance amounts) and a partial stay of AB X1 26. With respect to AB X1 26, Part 1.85 was stayed in its entirety, but Part 1.8 (including Health and Safety Code Sections 34167 and 34169) was not stayed. Accordingly, the Agency desires to adopt an EOPS.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Turlock Redevelopment Agency does hereby find, determine, resolve and order the following:

Section 1. The above recitals are true and correct and are a substantive part of this Resolution.

Section 2. This Resolution is adopted pursuant to Health and Safety Code Section 34169.

Section 3. The Agency hereby adopts the Enforceable Obligation Payment Schedule attached as Exhibit A to this Resolution and incorporated herein by reference (the "Enforceable Obligation Payment Schedule").

Section 4. The Agency Secretary is hereby authorized and directed to post the Enforceable Obligation Payment Schedule on the City's Internet Web site.

Section 5. The Enforceable Obligation Payment Schedule may be amended from time to time at any public meeting of the Agency. Amendments shall be posted to the Internet Web site described in Section 4, above, for at least three business days before a payment may be made pursuant to an amendment.

Section 6. The Agency Secretary, or designee, is hereby authorized and directed to transmit a copy of the Enforceable Obligation Payment Schedule by mail or electronic means to the County Auditor-Controller, the State Controller, and the California Department of Finance (the "Department of Finance"). A notification providing the Internet Web site location of the posted Enforceable Obligation Payment Schedule and notifications of any amendments will suffice.

Section 7. The officers and staff of the Agency are hereby authorized and directed, jointly and severally, to do any and all things which they may deem necessary or advisable to effectuate this Resolution, including providing documents associated with the Statement of Enforceable Obligations to the Department of Finance and the State Controller in the manner of their choosing, and any such actions previously taken by such officers are hereby ratified and confirmed.

Section 8. The Agency hereby designates the Executive Director, or designee, as the official to whom the Department of Finance may make requests for review in connection with the Enforceable Obligation Payment Schedule and who shall provide the Department of Finance with the telephone number and e-mail contact information for the purpose of communicating with the Department of Finance.

Section 9. The adoption of the Enforceable Obligation Payment Schedule is not intended and shall not constitute a waiver by the Agency of any rights the Agency may have to challenge the legality of all or any portion of AB X1 26 or AB X1 27 through administrative or judicial proceedings.

Section 10. At such time as the Agency becomes exempt from Parts 1.8 and 1.85, the Agency shall no longer be bound by the Enforceable Obligation Payment Schedule.

Section 11. This Resolution has been reviewed with respect to applicability of the California Environmental Quality Act ("CEQA"), the State CEQA Guidelines (California Code of Regulations, Title 14, Sections 15000 *et seq.*, hereafter the "Guidelines"), and the Agency's environmental guidelines. The Agency has determined that this Resolution is not a "project" for purposes of CEQA, as that term is defined by Guidelines Section 15378, because this Resolution is an organizational or administrative activity that will not result in a direct or indirect physical change in the environment. (Guidelines Section 15378(b) (5)).

PASSED AND ADOPTED at a regular meeting of the Turlock Redevelopment Agency this 23rd day of August 2011, by the following vote:

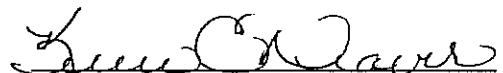
AYES: Agency Members Bublak, DeHart, Jackson, White and Chairman Lazar

NOES: None

NOT PARTICIPATING: None

ABSENT: None

ATTEST:



Kellie E. Weaver, Deputy City Clerk
City of Turlock, County of Stanislaus,
State of California

ENFORCEABLE OBLIGATION PAYMENT SCHEDULE
 Per AB 26 - Section 34167 and 34169 (*)

Project Name / Debt Obligation	Payee	Description	Total Outstanding Debt or Obligation	Total Due During Fiscal Year	Payments by month					Total
					Aug**	Sept	Oct	Nov	Dec	
1) 1999 Tax Increment Bonds	US Bank	funds issued to for non-housing projects	4,631,688.75	330,872.50	247,536.25					\$ 247,536.25
2) 2006 Tax Increment Bonds	US Bank	funds issued to for non-housing projects	43,671,226.99	1,533,841.26	966,308.13					\$ 966,308.13
3) 2011 Tax Increment Bonds	US Bank	funds issued to for non-housing projects	38,606,291.84	1,431,535.36	895,956.48					\$ 895,956.48
4)										\$ -
5) Public Safety Facility	Ross F Carroll, Inc	off-site improvements	1,018,061.90	1,018,061.90	150,000.00	100,000.00	100,000.00	100,000.00	100,000.00	\$ 660,000.00
6) Public Safety Facility	Diode Construction, Inc	general & specialties	2,403,000.00	2,403,000.00	100,000.00	100,000.00	100,000.00	100,000.00	100,000.00	\$ 500,000.00
7) Public Safety Facility	George Reed Inc	demo, grading and paving	909,226.00	909,226.00	150,000.00	150,000.00	150,000.00	150,000.00	150,000.00	\$ 730,000.00
8) Public Safety Facility	Modern Building Co	building structural concrete	1,395,000.00	1,396,000.00	120,000.00	120,000.00	120,000.00	120,000.00	120,000.00	\$ 600,000.00
9) Public Safety Facility	Duley's Landscaping, Inc	landscaping	256,529.00	256,529.00	20,000.00	20,000.00	20,000.00	20,000.00	20,000.00	\$ 100,000.00
0) Public Safety Facility	Frazier Masonry	masonry	1,325,133.00	1,325,133.00	120,000.00	120,000.00	120,000.00	120,000.00	120,000.00	\$ 600,000.00
1) Public Safety Facility	Golden State Steel	structural steel	3,087,000.00	3,087,000.00	250,000.00	250,000.00	250,000.00	300,000.00	300,000.00	\$ 1,350,000.00
2) Public Safety Facility	Central Valley Comm Bank	retention for Golden State Steel	343,000.00	343,000.00	25,000.00	25,000.00	25,000.00	30,000.00	30,000.00	\$ 135,000.00
3) Public Safety Facility	Tarleton & Son	framing, drywall & plaster	2,497,747.00	2,497,747.00	120,000.00	120,000.00	120,000.00	250,000.00	250,000.00	\$ 740,000.00
4) Public Safety Facility	Graham/Prewett	roofing and waterproofing	609,000.00	609,000.00	50,000.00	50,000.00	100,000.00	100,000.00	100,000.00	\$ 350,000.00
5) Public Safety Facility	Diode Construction, Inc	doors, windows & hardware	1,203,203.00	1,203,203.00	100,000.00	100,000.00	150,000.00	150,000.00	150,000.00	\$ 400,000.00
6) Public Safety Facility	LVI Facility Services	fireproofing	179,410.00	170,410.00	20,000.00	20,000.00	20,000.00	30,000.00	30,000.00	\$ 80,000.00
7) Public Safety Facility	DC Went, Inc	painting & wall coverings	318,500.00	318,500.00	150,000.00	150,000.00	200,000.00	200,000.00	200,000.00	\$ 650,000.00
8) Public Safety Facility	Bobo construction	mechanical & HVAC	2,610,000.00	2,610,000.00	100,000.00	100,000.00	200,000.00	200,000.00	200,000.00	\$ 800,000.00
9) Public Safety Facility	Darrale Paritas Elec.	building and site electrical	4,255,614.00	4,255,614.00	884,000.00	884,000.00	100,000.00	100,000.00	100,000.00	\$ 500,000.00
0) Public Safety Facility	Mark III Construction	building and site plumbing	884,000.00	884,000.00	200,000.00	200,000.00	20,000.00	20,000.00	20,000.00	\$ 160,000.00
1) Public Safety Facility	Kone Elevators	elevators	260,900.00	260,900.00	20,000.00	20,000.00	20,000.00	20,000.00	20,000.00	\$ 60,000.00
2) Public Safety Facility	Can-Cal Fire Systems	fire protection	243,490.00	243,490.00	100,000.00	100,000.00	100,000.00	100,000.00	100,000.00	\$ 500,000.00
3) Public Safety Facility	WLC	architect and construction management	4,675,412.00	4,675,412.00	950.00	5,000.00	5,000.00	5,000.00	5,000.00	\$ 25,000.00
4) Public Safety Facility	Koehn Engineering & Design	parcel map/lot line adjustment	1,950.00	1,950.00	5,000.00	10,000.00	10,000.00	10,000.00	10,000.00	\$ 50,000.00
5) Public Safety Facility	Kleinfielder West, Inc	testing	48,818.00	48,818.00	23,500.00	23,500.00	23,500.00	23,500.00	23,500.00	\$ 117,500.00
6) Public Safety Facility	Neil O Anderson & Assoc	testing	115,714.00	115,714.00	282,000.00	282,000.00	282,000.00	282,000.00	282,000.00	\$ 1,170,000.00
7) Public Safety Facility	City of Turlock	contract mgmt & inspection	282,000.00	282,000.00						\$ -
8)										\$ -
9)										\$ -
0)										\$ -
Totals - This Page			\$ 116,023,915.18	\$ 32,410,560.02	\$ 3,545,310.86	\$ 1,614,460.00	\$ 1,923,500.00	\$ 2,198,500.00	\$ 2,198,500.00	\$ 11,480,260.86
Totals - Page 2			\$ 8,976,936.00	\$ 6,007,936.00	\$ 781,011.00	\$ 536,647.00	\$ 505,909.00	\$ 344,554.00	\$ 341,554.00	\$ 2,509,675.00
Totals - Page 3			\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Totals - Page 4			\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Totals - Other Obligations			\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Grand total - All Pages			\$ 125,000,851.18	\$ 40,418,996.02	\$ 4,326,321.86	\$ 2,151,097.00	\$ 2,429,409.00	\$ 2,543,054.00	\$ 2,540,054.00	\$ 13,989,935.86

* This Enforceable Obligation Payment Schedule (EOPS) is to be adopted by the redevelopment agency no later than late August. It is valid through 12/31/11. It is the basis for the Preliminary Draft Recognized Obligation Payment Schedule (ROPS), which must be prepared by the dissolving Agency by 9/30/11. (The draft ROPS must be prepared by the Successor Agency by 11/30/11.)
 If an agency adopts a continuation ordinance per ABX1 27, this EOPS will not be valid and there is no need to prepare a ROPS.
 ** Include only payments to be made after the adoption of the EOPS.

ENFORCEABLE OBLIGATION PAYMENT SCHEDULE

Per AB 26 - Section 34167 and 34169 (*)

Project Name / Debt Obligation	Payee	Description	Total Outstanding Debt or Obligation	Total Due During Fiscal Year	Payments by month					Total
					Aug**	Sept	Oct	Nov	Dec	
1) mobile home rental subsidy	JCS Properties Inc	mobile home rental subsidy	23,365.00	23,365.00	1,950.00	1,950.00	1,950.00	1,950.00	1,950.00	9,750.00
2) mobile home rental subsidy	Magic Sands Mobile Home	mobile home rental subsidy	4,850.00	4,850.00	425.00	425.00	425.00	425.00	425.00	2,125.00
3) mobile home rental subsidy	Mulberry Mobile Park	mobile home rental subsidy	3,570.00	3,570.00	300.00	300.00	300.00	300.00	300.00	1,500.00
4) mobile home rental subsidy	Western View Mobile Ranch	mobile home rental subsidy	39,450.00	39,450.00	3,300.00	3,300.00	3,300.00	3,300.00	3,300.00	16,500.00
5) mobile home rental subsidy	Westfork Estates	mobile home rental subsidy	11,140.00	11,140.00	950.00	950.00	950.00	950.00	950.00	4,750.00
7) WISP infrastructure project	George Reed Inc	Installation of infrastructure	1,073,905.00	1,073,905.00	924,457.00	289,093.00	261,355.00			\$ 1,073,905.00
8) WISP infrastructure project	City of Turlock	engineering support for infrastructure project	25,000.00	25,000.00	15,000.00	7,000.00	3,000.00			\$ 25,000.00
9) Downtown Housing Plan	City of Turlock	downtown housing plan	70,000.00	70,000.00						\$ -
1) RDA Special Legal Counsel	Richards, Watson & Gershon	legal counsel	retainer agmt	31,000.00	5,850.00	5,850.00	5,850.00	5,850.00	5,850.00	\$ 29,250.00
2) Annual Audit	Caporicci & Larson	audit services	5,550.00	5,550.00	2,600.00	2,600.00	2,600.00	2,600.00	2,600.00	\$ 13,000.00
3) DDA	Avena Bella - Phase I	low- & mod-income housing project	5,000,000.00	4,000,000.00	100,000.00	100,000.00	100,000.00	100,000.00	100,000.00	\$ 400,000.00
4) DDA	Avena Bella - Phase II	low- & mod-income housing project	4,000,000.00	0.00						\$ -
5) Personnel Costs	various employees and benefit providers	salary and benefit costs for RDA paid employees	316,132.00	316,132.00	26,344.00	26,344.00	26,344.00	26,344.00	26,344.00	\$ 131,720.00
7) Agency 2011-12 budget (80%)	various		280,440.00	280,440.00	23,370.00	23,370.00	23,370.00	23,370.00	23,370.00	\$ 116,850.00
8) Agency 2011-12 budget (20%)	various		2,056,509.00	2,056,509.00	171,376.00	171,376.00	171,376.00	171,376.00	171,376.00	\$ 856,880.00
9) Lease for 144 S Broadway	William Lyons	lease for 144 S Broadway	54,825.00	54,825.00	4,569.00	4,569.00	4,569.00	4,569.00	4,569.00	\$ 22,845.00
2) Taxes, insurance & maint	various		12,200.00	12,200.00	520.00	520.00	520.00	520.00	520.00	\$ 5,600.00
1)										\$ -
2)										\$ -
3)										\$ -
4)										\$ -
5)										\$ -
7)										\$ -
3)										\$ -
2)										\$ -
Totals - This Page			\$ 12,978,936.00	\$ 8,007,936.00	\$ 681,011.00	\$ 636,647.00	\$ 505,809.00	\$ 344,554.00	\$ 341,554.00	\$ 2,709,675.00

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 ** include only payments to be made after the adoption of the EOPS.

OTHER OBLIGATION PAYMENT SCHEDULE
 Per AB 26 - Section 34167 and 34169 (*)

Project Name / Debt Obligation	Payee	Description	Total Outstanding Debt or Obligation	Total Due During Fiscal Year	Payments by month					Total
					Aug**	Sept	Oct	Nov	Dec	
1) Section 33676 Payments	City of Turlock	Payments per former CRL 33676	This item is administered by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
2) Section 33676 Payments	Turlock Irrigation Dist	Payments per former CRL 33676	This item is administered by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
3) Section 33676 Payments	Turlock Joint USD	Payments per former CRL 33676	This item is administered by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
4) Section 33676 Payments	Turlock Rural Fire District	Payments per former CRL 33676	This item is administered by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
5) Pass Through Agreement	County Fire Service	Payments per former CRL 33401	This item is administered with assistance by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
6) Pass Through Agreement	Stanislaus COE	Payments per former CRL 33401	This item is administered with assistance by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
7) Pass Through Agreement	Stanislaus County	Payments per former CRL 33401	This item is administered with assistance by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
8) Pass Through Agreement	Turlock Mesq Abate Dist	Payments per former CRL 33401	This item is administered with assistance by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
9) Pass Through Agreement	Turlock Mesq CCD	Payments per former CRL 33401	This item is administered with assistance by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
10) Statutory Payments	Chatom Elem District	Payments per CRL 33607.5 and .7	This item is administered by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
11) Statutory Payments	City of Turlock	Payments per CRL 33607.5 and .7	This item is administered by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
12) Statutory Payments	County Fire Service	Payments per CRL 33607.5 and .7	This item is administered by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
13) Statutory Payments	Stanislaus COE	Payments per CRL 33607.5 and .7	This item is administered by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
14) Statutory Payments	Stanislaus County	Payments per CRL 33607.5 and .7	This item is administered by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
15) Statutory Payments	Turlock Irrigation Dist	Payments per CRL 33607.5 and .7	This item is administered by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
16) Statutory Payments	Turlock Joint USD	Payments per CRL 33607.5 and .7	This item is administered by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
17) Statutory Payments	Turlock Mesq Abate Dist	Payments per CRL 33607.5 and .7	This item is administered by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
18) Statutory Payments	Turlock Rural Fire District	Payments per CRL 33607.5 and .7	This item is administered by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
19) Statutory Payments	Yosemite CCD	Payments per CRL 33607.5 and .7	This item is administered by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
20) County property tax admin fee	Stanislaus County	County property tax admin fee	This item is administered by the County. This schedule will be updated as pertinent info is received from the County.							\$ -
21) LMI Set Aside	City of Turlock - LMI Fund	Allocation 20% of tax increment	Allocated based on the receipt of tax increment revenue. Schedule will be updated as tax increment revenue rec'd.							\$ -
22) LMI Set Aside										\$ -
23) LMI Set Aside										\$ -
24) LMI Set Aside										\$ -
25) LMI Set Aside										\$ -
26) LMI Set Aside										\$ -
27) LMI Set Aside										\$ -
28) LMI Set Aside										\$ -
Totals - Other Obligations			\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

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 ** Include only payments to be made after the adoption of the EOPS.
 *** All payment amounts are estimates