

**NOTICE OF SPECIAL MEETING OF  
THE OVERSIGHT BOARD FOR THE  
SUCCESSOR AGENCY TO THE  
PASADENA COMMUNITY DEVELOPMENT COMMISSION  
MONDAY, AUGUST 20, 2012  
CITY HALL, COLORADO CONFERENCE ROOM S116  
100 NORTH GARFIELD AVENUE, PASADENA, CA**

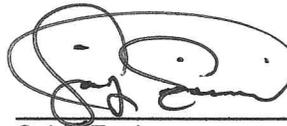
**NOTICE IS HEREBY GIVEN** that a special meeting of the Oversight Board for the Successor Agency to the Pasadena Community Development Commission will occur on Monday, August 20, 2012 at 3:30 p.m., at Pasadena City Hall, Colorado Conference Room, 100 North Garfield Avenue, Pasadena. The meeting agenda follows:

1. ROLL CALL
2. PUBLIC COMMENT
3. NEW BUSINESS
  - A. The ROPS (Recognized Obligation Payment Schedule) by September 1, 2012– Per AB 1484\*
  - B. Update on AB 1484 (oral update)

\*Attachment

**POSTING STATEMENT**

I HEREBY CERTIFY that this Agenda, in its entirety was posted on the Council Chamber Bulletin Board S249 and the bulletin board in the rotunda area at City Hall, 100 North Garfield Avenue on the 16<sup>th</sup> day of August, 2012 by 6:30 p.m., an electronic copy sent to the Central Library for posting and the agenda may be viewed at the City's website at: <http://www.ci.pasadena.ca.us/planning/meetings/notices.asp>



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Saidy Enciso  
Economic Development Division

RESOLUTION NO. OB \_\_\_\_\_

**A RESOLUTION OF THE OVERSIGHT BOARD OF DIRECTORS FOR THE SUCCESSOR AGENCY TO THE PASADENA COMMUNITY DEVELOPMENT COMMISSION APPROVING A PROPOSED ADMINISTRATIVE BUDGET FOR THE SIX-MONTH FISCAL PERIOD FROM JANUARY 1, 2013 THROUGH JUNE 30, 2013 AND TAKING CERTAIN RELATED ACTIONS**

RECITALS:

A. Pursuant to Health and Safety Code Section 34177(j), the Successor Agency to the Pasadena Community Development Commission (the "Successor Agency") must prepare a proposed administrative budget for each six-month fiscal period (commencing each January 1 and July 1) and submit each proposed administrative budget to the oversight board for the Successor Agency (the "Oversight Board") for approval.

B. There has been presented to this Board for approval a proposed administrative budget for the Successor Agency for the six-month fiscal period from January 1, 2013 through June 30, 2013 ("Administrative Budget No. 3").

**NOW, THEREFORE, THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE PASADENA COMMUNITY DEVELOPMENT COMMISSION HEREBY FINDS, DETERMINES, RESOLVES, AND ORDERS AS FOLLOWS:**

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

Section 2. The Oversight Board hereby approves the proposed Administrative Budget No. 3 substantially in the form attached hereto as Exhibit A.

Section 3. The staff of the Successor Agency is hereby directed to provide the State Department of Finance ("DOF") written notice and information regarding the action taken by the Oversight Board in Section 2 of this Resolution. Such notice and information shall be provided by electronic means and in a manner of DOF's choosing.

Section 4. The officers of the Oversight Board and staff of the Successor 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.

**PASSED, APPROVED AND ADOPTED** this 15 day of August 2012.

AYES:

NOES:

ABSENT:

ABSTAIN:

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CHAIR  
Donald F. McIntyre

ATTEST:

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VICE-CHAIR  
Gordon Hamilton  
OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE PASADENA  
COMMUNITY DEVELOPMENT COMMISSION

EXHIBIT A

**SUCCESSOR AGENCY TO THE PASADENA COMMUNITY DEVELOPMENT  
COMMISSION  
ADMINISTRATIVE BUDGET  
(January 1, 2013 through June 30, 2013)**

RESOLUTION NO. OB \_\_\_\_\_

**A RESOLUTION OF THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE PASADENA COMMUNITY DEVELOPMENT COMMISSION APPROVING A RECOGNIZED OBLIGATION PAYMENT SCHEDULE FOR THE SIX-MONTH FISCAL PERIOD FROM JANUARY 1, 2013 THROUGH JUNE 30, 2013, AND TAKING CERTAIN RELATED ACTIONS**

RECITALS:

A. Pursuant to Health and Safety Code Section 34177(l), the Successor Agency to the Pasadena Community Development Commission (the "Successor Agency") must prepare a proposed Recognized Obligation Payment Schedule ("ROPS") before each six-month fiscal period (commencing each January 1 and July 1) and submit each proposed ROPS to the oversight board for the Successor Agency (the "Oversight Board") for approval.

B. Pursuant to Health and Safety Code Section 34177(l)(2)(C) and (m), the Successor Agency must (1) submit the Oversight Board-approved ROPS for the six-month fiscal period from January 1, 2013 through June 30, 2013 ("ROPS No. 3"), to the DOF, the Office of the State Controller, and the County Auditor-Controller no later than September 1, 2012; and (2) post a copy of the Oversight Board-approved ROPS No. 3 on the Successor Agency's website.

**NOW, THEREFORE, THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE PASADENA COMMUNITY DEVELOPMENT COMMISSION HEREBY FINDS, DETERMINES, RESOLVES, AND ORDERS AS FOLLOWS:**

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

Section 2. The Oversight Board hereby approves proposed ROPS No. 3, substantially in the form attached hereto as Exhibit A. Staff of the Successor Agency is hereby authorized and directed to submit a copy of Oversight Board-approved ROPS No. 3 to the DOF, the Office of the State Controller, and the County Auditor-Controller and to post a copy of the Oversight Board-approved ROPS No. 3 on the Successor Agency's Internet website (being a page on the Internet website of the City of Pasadena).

Section 3. The Oversight Board hereby designates \_\_\_\_\_, as the official designated to whom DOF may make a request for review in connection with actions taken by the Oversight Board.

Section 4. The officers of the Oversight Board and the staff of the Successor 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 requesting additional review by the DOF and an opportunity to meet and confer on any disputed items, and any such actions previously taken by such officers and staff are hereby ratified and confirmed.

**PASSED, APPROVED AND ADOPTED** this 15 day of August, 2012.

AYES:

NOES:

ABSENT:

ABSTAIN:

ATTEST:

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CHAIR,  
Donald F. McIntyre

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VICE-CHAIR,  
Gordon Hamilton  
OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY  
TO THE PASADENA COMMUNITY DEVELOPMENT COMMISSION

**EXHIBIT A**

**SUCCESSOR AGENCY TO THE PASADENA COMMUNITY DEVELOPMENT  
COMMISSION  
RECOGNIZED OBLIGATION PAYMENT SCHEDULE  
(January 1, 2013 through June 30, 2013)**

**Successor Agency Contact Information**

Name of Successor Agency: Pasadena  
County: Los Angeles

Primary Contact Name: David A. Klug, Redevelopment  
Primary Contact Title: Manager 100 N. Garfield Ave. Room  
Address: S116 Pasadena, CA 91103  
Contact Phone Number: (626) 744-6748  
Contact E-Mail Address: dklug@cityofpasadena.net

Secondary Contact Name: Robert Ridley  
Secondary Contact Title: Controller  
Secondary Contact Phone Number: (626) 744-7497  
Secondary Contact E-Mail Address: rridley@cityofpasadena.net

**SUMMARY OF RECOGNIZED OBLIGATION PAYMENT SCHEDULE**

Filed for the January 1, 2013 to June 30, 2013 Period

Name of Successor Agency: Pasadena

|  | Total Outstanding Debt or Obligation |
|--|--------------------------------------|
| <b>Outstanding Debt or Obligation</b>  | \$ 86,614,631                        |
| <b>Current Period Outstanding Debt or Obligation</b>   | <b>Six-Month Total</b>               |
| A Available Revenues Other Than Anticipated RPTTF Funding  | -                                    |
| B Enforceable Obligations Funded with RPTTF  | 17,629,054                           |
| C Administrative Allowance Funded with RPTTF   | 501,909                              |
| D Total RPTTF Funded (B + C = D)   | 18,130,963                           |
| Total Current Period Outstanding Debt or Obligation (A + B + C = E) <i>Should be same amount as ROPS form six-month total</i>            | 18,130,963                           |
| E Enter Total Six-Month Anticipated RPTTF Funding  |                                      |
| F Variance (D - E = F) <i>Maximum RPTTF Allowable should not exceed Total Anticipated RPTTF Funding</i>                                  | \$ (18,130,963)                      |
| <b>Prior Period (January 1, 2012 through June 30, 2012) Estimated vs. Actual Payments</b> (as required in HSC section 34186 (a))         |                                      |
| G Enter Estimated Obligations Funded by RPTTF <i>(Should be the same amount as RPTTF approved by Finance, including admin allowance)</i> |                                      |
| H Enter Actual Obligations Paid with RPTTF   |                                      |
| I Enter Actual Administrative Expenses Paid with RPTTF   |                                      |
| J Adjustment to Redevelopment Obligation Retirement Fund (G - (H + I) = J)   | -                                    |
| <b>K Adjustment to RPTTF</b>   | \$ 18,130,963                        |

Certification of Oversight Board Chairman:  
Pursuant to Section 34177(m) of the Health and Safety code,  
I hereby certify that the above is a true and accurate Recognized  
Obligation Payment Schedule for the above named agency.

|           |       |
|-----------|-------|
| _____     | _____ |
| Name      | Title |
| _____     | _____ |
| Signature | Date  |

**RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS III)**  
January 1, 2013 through June 30, 2013

| Item #             | Project Name / Debt Obligation                  | Contract/Agreement Execution Date | Contract/Agreement Termination Date | Payee   | Description/Project Scope                                     | Project Area    | Total Outstanding Debt or Obligation | Total Due during Fiscal Year 2012-2013 from Jan 1 to June 30 2013 | Funding Source |               |                 |                 |         |            |                 |            |
|--------------------|---|-----------------------------------|-------------------------------------|---|---|-----------------|--------------------------------------|---|----------------|---------------|-----------------|-----------------|---------|------------|-----------------|------------|
|                    |   |                                   |                                     |   |   |                 |                                      |   | LMIHF          | Bond Proceeds | Reserve Balance | Admin Allowance | RPTTF   | Other      | Six-Month Total |            |
| <b>Grand Total</b> |   |                                   |                                     |   |   |                 |                                      | 86,614,631  | 18,130,963     | \$ -          | \$ -            | \$ -            | 501,909 | 17,629,054 | -               | 18,130,963 |
| 1                  | Senate Bill 481                                 | July 7, 1986                      | December 31, 2014                   | Bond Holders  | Pension Obligation Bond                                       | Downtown        | 38,793,049                           | 12,500,000  |                |               |                 |                 |         | 12,500,000 |                 | 12,500,000 |
| 2                  | Housing Tax Allocation Bond 2006                | May 17, 2006                      | August 1, 2014                      | Bond Holders  | Tax Allocation Bonds 2006                                     | Downtown        | 579,990                              | 11,583  |                |               |                 |                 |         | 11,583     |                 | 11,583     |
| 3                  | Tax Allocation Refunding Bond 2000              | October 17, 2000                  | June 1, 2014                        | Bond Holders  | Tax Allocation Bonds 2000                                     | Orange Grove    | 582,020                              | 282,718   |                |               |                 |                 |         | 282,718    |                 | 282,718    |
| 4                  | Tax Allocation, Series 2006                     | May 17, 2006                      | August 1, 2014                      | Bond Holders  | Tax Allocation Bonds 2006                                     | Fair Oaks       | 2,099,185                            | 39,373  |                |               |                 |                 |         | 39,373     |                 | 39,373     |
| 5                  | **Tax Allocation Refund Bond 2000               | October 17, 2000                  | June 1, 2014                        | Bond Holders  | Tax Allocation Bonds 2000                                     | Villa Parke     | 376,267                              | 182,455   |                |               |                 |                 |         | 182,455    |                 | 182,455    |
| 6                  | Tax Allocation Refund Bond 2006                 | May 17, 2006                      | August 1, 2014                      | Bond Holders  | Tax Allocation Bonds 2006                                     | Villa Parke     | 198,730                              | 94,230  |                |               |                 |                 |         | 94,230     |                 | 94,230     |
| 7                  | Tax Allocation Series 2006                      | May 17, 2006                      | August 1, 2014                      | Bond Holders  | Tax Allocation Bonds 2006                                     | Lake Washington | 468,980                              | 9,385   |                |               |                 |                 |         | 9,385      |                 | 9,385      |
| 8                  | Housing Tax Allocation Bond 2006                | May 17, 2006                      | August 1, 2014                      | Bond Holders  | Agent Fees  | Downtown        | 8,003                                | 2,322   |                |               |                 |                 |         | 2,322      |                 | 2,322      |
| 9                  | Tax Allocation Refunding Bond 2000              | October 17, 2000                  | June 1, 2014                        | Bond Holders  | Agent Fees  | Orange Grove    | 2,862                                | 424   |                |               |                 |                 |         | 424        |                 | 424        |
| 10                 | Tax Allocation, Series 2006                     | May 17, 2006                      | August 1, 2014                      | Bond Holders  | Agent Fees  | Fair Oaks       | 19,811                               | 1,133   |                |               |                 |                 |         | 1,133      |                 | 1,133      |
| 11                 | **Tax Allocation Refund Bond 2000               | October 17, 2000                  | June 1, 2014                        | Bond Holders  | Agent Fees  | Villa Parke     | 3,019                                | 1,064   |                |               |                 |                 |         | 1,064      |                 | 1,064      |
| 12                 | Tax Allocation Refund Bond 2006                 | May 17, 2006                      | August 1, 2014                      | Bond Holders  | Agent Fees  | Villa Parke     | 2,789                                | 400   |                |               |                 |                 |         | 400        |                 | 400        |
| 13                 | Tax Allocation Series 2006                      | May 17, 2006                      | August 1, 2014                      | Bond Holders  | Agent Fees  | Lake Washington | 19,811                               | 1,133   |                |               |                 |                 |         | 1,133      |                 | 1,133      |
| 14                 | Housing Set-Aside                               | May 17, 2006                      | August 1, 2014                      | Bond Holders  | Pledged on 2006 Housing TABS                                  | Downtown        | 800,000                              | -   |                |               |                 |                 |         | -          |                 | -          |
| 15                 | Parke Street Apartments                         | June 22, 2006                     | January 2, 2013                     | Affordable Housing Services   | Rehabilitation of 8 affordable housing units                  | Villa Parke     | 17,871                               | 17,871  |                |               |                 |                 |         | 17,871     |                 | 17,871     |
| 16                 | Certificate of Participation 1996               | March 5, 1996                     | February 1, 2016                    | Bond Holders  | 1996 COP  | Downtown        | 371,729                              | 49,966  |                |               |                 |                 |         | 49,966     |                 | 49,966     |
| 17                 | Certificate of Participation - 1996             | March 5, 1996                     | February 1, 2016                    | Bond Holders  | 1996 COP  | Fair Oaks Annex | 1,194,588                            | 298,647   |                |               |                 |                 |         | 298,647    |                 | 298,647    |
| 18                 | Certificate of Participation 1996               | March 5, 1996                     | February 1, 2016                    | Bond Holders  | 1996 COP  | Lake Washington | 91,818                               | 22,954  |                |               |                 |                 |         | 22,954     |                 | 22,954     |
| 19                 | Certificate of Participation 1996               | March 5, 1996                     | February 1, 2016                    | Bond Holders  | 1996 COP  | Orange Grove    | 282,648                              | 40,378  |                |               |                 |                 |         | 40,378     |                 | 40,378     |
| 20                 | Certificate of Participation 1996               | March 5, 1996                     | February 1, 2016                    | Bond Holders  | 1996 COP  | Villa Parke     | 282,648                              | 40,378  |                |               |                 |                 |         | 40,378     |                 | 40,378     |
| 21                 | Debt Service on 1986 COP for parking structures | March 5, 1996                     | February 1, 2016                    | Bond Holders  | 1993 Refunding COP  | Old Pasadena    | 12,973,593                           | 1,883,281   |                |               |                 |                 |         | 1,883,281  |                 | 1,883,281  |
| 22                 | Fire Station No. 36                             | March 7, 1988                     | November 30, 2017                   | Pasadena Redevelopment Company (Private Co.)                          | Lease Payment per DDA   | Fair Oaks Annex | 19,797                               | 19,800  |                |               |                 |                 |         | 19,800     |                 | 19,800     |
| 23                 | CDBG and HUD Section 108 Loan Repayment         | September 12, 1985                | September 12, 2015                  | Housing Fund - Community Develop Block Grant and HUD Section 108 Loan | Cooperation Agmt #11642 6/28/83 and Contract Amendment #12554 | Lake Washington | 20,807,013                           | 1,065,791   |                |               |                 |                 |         | 1,065,791  |                 | 1,065,791  |
| 24                 | CDBG and HUD Section 108 Loan Repayment         | August 14, 1984                   | December 30, 2026                   | Housing Fund - Community Develop Block Grant and HUD Section 108 Loan | Reimbursement Agreement Reso. 5151 and Contract Agmt. #12408  | Fair Oaks Annex | 5,774,161                            | 289,327   |                |               |                 |                 |         | 289,327    |                 | 289,327    |

| Item # | Project Name / Debt Obligation              | Contract/Agreement Execution Date | Contract/Agreement Termination Date | Payee  | Description/Project Scope                              | Project Area | Total Outstanding Debt or Obligation | Total Due during Fiscal Year 2012-2013 from Jan 1 to June 30 2013 | Funding Source |               |                 |                 |         | Six-Month Total |         |
|--------|---|-----------------------------------|-------------------------------------|--|--|--------------|--------------------------------------|---|----------------|---------------|-----------------|-----------------|---------|-----------------|---------|
|        |   |                                   |                                     |  |  |              |                                      |   | LMHF           | Bond Proceeds | Reserve Balance | Admin Allowance | RPTTF   |                 | Other   |
| 25     | Wayfinding Design                           |                                   |                                     | Hunt Design Associates, Inc.   | Design for Wayfinding Signage Program                  |              | 32,512                               | 32,512  |                |               |                 |                 | 32,512  |                 | 32,512  |
| 26     | Project Administration                      |                                   |                                     | Keyser Marston, Inc.   | Redevelopment Consultant Services                      |              | 10,000                               | 2,694   |                |               |                 |                 | 2,694   |                 | 2,694   |
| 27     | Housing Project Admin - Direct              |                                   |                                     | Housing Successor Agency   | Monitor and manage affordable housing covenants        |              | 29,744                               | 29,744  |                |               |                 |                 | 29,744  |                 | 29,744  |
| 28     | Housing Project Admin - Indirect            |                                   |                                     | Housing Successor Agency   | Monitor and manage affordable housing covenants        |              | 29,930                               | 29,930  |                |               |                 |                 | 29,930  |                 | 29,930  |
| 29     | Housing Project Admin- Consultant Services  |                                   |                                     | Davila & Associates  | Monitor and manage affordable housing covenants        |              | 11,063                               | 11,063  |                |               |                 |                 | 11,063  |                 | 11,063  |
| 30     | Housing Project Admin- Consultant Services  |                                   |                                     | Urban Futures Inc.   | Monitor and manage affordable housing covenants        |              | 37,500                               | 37,500  |                |               |                 |                 | 37,500  |                 | 37,500  |
| 31     | Legal Services                              |                                   |                                     | Gershon/Kane Ballmer   | Legal Services   |              | 250,000                              | 250,002   |                |               |                 |                 | 250,002 |                 | 250,002 |
| 32     | Appraisal Services                          |                                   |                                     | Various consultants  | Appraisal Services                                     |              | 150,000                              | 150,000   |                |               |                 |                 | 150,000 |                 | 150,000 |
| 33     | Successor Agency -                          |                                   |                                     | various other consultants  | Environmental  |              | 50,000                               | 49,998  |                |               |                 |                 | 49,998  |                 | 49,998  |
| 34     | Property Maintenance                        |                                   |                                     | MASH/S&S Portable Services/Charles Fencing/City Public Works                 | Property maintenance of former PCDC properties         |              | 6,000                                | 6,000   |                |               |                 |                 | 6,000   |                 | 6,000   |
| 35     | Successor Agency - Right of Way Consultants |                                   |                                     | Overland Pacific Cutler, EPIC Land Consultants and various other consultants | Surplus Disposition                                    |              | 50,000                               | 49,998  |                |               |                 |                 | 49,998  |                 | 49,998  |
| 36     | Title and Escrow                            |                                   |                                     | Various consultants  | Title and Escrow costs related to property disposition |              | 75,000                               | 75,000  |                |               |                 |                 | 75,000  |                 | 75,000  |
| 37     | Engineering Costs                           |                                   |                                     | Various consultants  | Engineering Costs related to property disposition      |              | 50,000                               | 50,000  |                |               |                 |                 | 50,000  |                 | 50,000  |
| 38     |   |                                   |                                     |  | Personnel Costs  |              |                                      | 167,712   |                |               |                 | 167,712         |         |                 | 167,712 |
| 39     |   |                                   |                                     |  | Material & Supplies                                    |              |                                      | 9,540   |                |               |                 | 9,540           |         |                 | 9,540   |
| 40     |   |                                   |                                     |  | Housing Contract Services                              |              |                                      | 86,490  |                |               |                 | 86,490          |         |                 | 86,490  |
| 41     |   |                                   |                                     |  | Computer Related Supplies                              |              |                                      | 5,982   |                |               |                 | 5,982           |         |                 | 5,982   |
| 42     |   |                                   |                                     |  | Equipment Purchase                                     |              |                                      | 5,214   |                |               |                 | 5,214           |         |                 | 5,214   |
| 43     |   |                                   |                                     |  | Outside Printing                                       |              |                                      | 3,000   |                |               |                 | 3,000           |         |                 | 3,000   |
| 44     |   |                                   |                                     |  | Legal and Other Advertising                            |              |                                      | 1,500   |                |               |                 | 1,500           |         |                 | 1,500   |
| 45     |   |                                   |                                     |  | Photo Copy Machine Maintenance                         |              |                                      | 1,248   |                |               |                 | 1,248           |         |                 | 1,248   |
| 46     |   |                                   |                                     |  | Data Processing Operations                             |              |                                      | 3,546   |                |               |                 | 3,546           |         |                 | 3,546   |
| 47     |   |                                   |                                     |  | Support to Advisory                                    |              |                                      | 1,200   |                |               |                 | 1,200           |         |                 | 1,200   |
| 48     |   |                                   |                                     |  | Dues and Membership                                    |              |                                      | 1,200   |                |               |                 | 1,200           |         |                 | 1,200   |
| 49     |   |                                   |                                     |  | Conf & Meetings  |              |                                      | 1,500   |                |               |                 | 1,500           |         |                 | 1,500   |
| 50     |   |                                   |                                     |  | Reference Material                                     |              |                                      | 750   |                |               |                 | 750             |         |                 | 750     |
| 51     |   |                                   |                                     |  | Postage  |              |                                      | 600   |                |               |                 | 600             |         |                 | 600     |
| 52     |   |                                   |                                     |  | Real Estate Acquisition                                |              |                                      | 19,500  |                |               |                 | 19,500          |         |                 | 19,500  |
| 53     |   |                                   |                                     |  | Abatement  |              |                                      | 117,665   |                |               |                 | 117,665         |         |                 | 117,665 |
| 54     |   |                                   |                                     |  | Internal Service Charges                               |              |                                      | 12,762  |                |               |                 | 12,762          |         |                 | 12,762  |
| 55     | Compliance Audit/Due Diligence Review       |                                   |                                     | Brown Armstrong Certified Public Accountants                                 | Compliance Audit/Due Diligence Review                  |              | 12,500                               | 12,500  |                |               |                 | 12,500          |         |                 | 12,500  |
| 56     | Accounting Services                         |                                   |                                     | TBD  | Contract Accountant                                    |              | 50,000                               | 50,000  |                |               |                 | 50,000          |         |                 | 50,000  |



Name of Successor Agency:  
County:

Pasadena  
Los Angeles

Pursuant to Health and Safety Code section 34186 (a)  
PRIOR PERIOD ESTIMATED OBLIGATIONS vs. ACTUAL PAYMENTS  
RECOGNIZED OBLIGATION PAYMENT SCHEDULE  
January 1, 2012 through June 30, 2012

| Page/Form | Line | Project Name / Debt Obligation  | Payee                             | Description/Project   | Project Area    | LMIHF    |        | Bond Proceeds |        | Reserve Balance |        | Admin Allowance               |                             | RPTTF                         |                             | Other    |        |
|-----------|------|---|-----------------------------------|---|-----------------|----------|--------|---------------|--------|-----------------|--------|-------------------------------|-----------------------------|-------------------------------|-----------------------------|----------|--------|
|           |      |   |                                   |   |                 | Estimate | Actual | Estimate      | Actual | Estimate        | Actual | Feb 1 - June 30 2012 Estimate | Feb 1 - June 30 2012 Actual | Feb 1 - June 30 2012 Estimate | Feb 1 - June 30 2012 Actual | Estimate | Actual |
|           |      | <b>Grand Total</b>  |                                   |   |                 | \$ -     | \$ -   | \$ -          | \$ -   | \$ -            | \$ -   | 1,146,872                     | 660,338                     | 25,849,324                    | 1,087,459                   | \$ -     | \$ -   |
| ROP I     | 1    | SB 481  | City General Fund                 | Senate Bill 481 Reimbursement Agmt.                           | Downtown        |          |        |               |        |                 |        |                               |                             | 13,530,408                    | -                           |          |        |
| ROP I     | 2    | Housing Tax Allocation Bond 2006  | Bond Holders                      | Tax Allocation Bonds 2006                                     | Downtown        |          |        |               |        |                 |        |                               |                             | 16,810                        | 16,810                      |          |        |
| ROP I     | 3    | Tax Allocation Refunding Bond 2000                                      | Bond Holders                      | Tax Allocation Bonds 2000                                     | Orange Grove    |          |        |               |        |                 |        |                               |                             | 274,736                       | 274,736                     |          |        |
| ROP I     | 4    | Tax Allocation, Series 2006   | Bond Holders                      | Tax Allocation Bonds 2006                                     | Fair Oaks       |          |        |               |        |                 |        |                               |                             | -                             | -                           |          |        |
| ROP I     | 5    | Tax Allocation Refund Bond 2000   | Bond Holders                      | Tax Allocation Bonds 2000                                     | Villa Parke     |          |        |               |        |                 |        |                               |                             | 177,639                       | 177,639                     |          |        |
| ROP I     | 6    | Tax Allocation Refund Bond 2006   | Bond Holders                      | Tax Allocation Bonds 2006                                     | Villa Parke     |          |        |               |        |                 |        |                               |                             | 96,165                        | 96,165                      |          |        |
| ROP I     | 7    | Tax Allocation Series 2006  | Bond Holders                      | Tax Allocation Bonds 2006                                     | Lake Washington |          |        |               |        |                 |        |                               |                             | -                             | -                           |          |        |
| ROP I     | 8    | Housing Tax Allocation Bond 2006  | Bond Holders                      | Tax Allocation Bonds 2006-Fiscal Agent Fees                   | Downtown        |          |        |               |        |                 |        |                               |                             | 2,322                         | 1,860                       |          |        |
| ROP I     | 9    | Tax Allocation Refunding Bond 2000                                      | Bond Holders                      | Tax Allocation Bonds 2000-Fiscal Agent Fees                   | Orange Grove    |          |        |               |        |                 |        |                               |                             | 424                           | -                           |          |        |
| ROP I     | 10   | Tax Allocation, Series 2006   | Bond Holders                      | Tax Allocation Bonds 2006-Fiscal Agent Fees                   | Fair Oaks       |          |        |               |        |                 |        |                               |                             | 1,133                         | 645                         |          |        |
| ROP I     | 11   | Tax Allocation Refund Bond 2000   | Bond Holders                      | Tax Allocation Bonds 2000-Fiscal Agent Fees                   | Villa Parke     |          |        |               |        |                 |        |                               |                             | 1,064                         | -                           |          |        |
| ROP I     | 12   | Tax Allocation Refund Bond 2006   | Bond Holders                      | Tax Allocation Bonds 2006-Fiscal Agent Fees                   | Villa Parke     |          |        |               |        |                 |        |                               |                             | 400                           | 645                         |          |        |
| ROP I     | 13   | Tax Allocation Series 2006  | Bond Holders                      | Tax Allocation Bonds 2006-Fiscal Agent Fees                   | Lake Washington |          |        |               |        |                 |        |                               |                             | 1,133                         | 645                         |          |        |
| ROP I     | 14   | Admin Fee- County of LA SB 2557   | County General Fund               | County Admin Charge per SB 2557                               | Downtown        |          |        |               |        |                 |        |                               |                             | 379,683                       | -                           |          |        |
| ROP I     | 15   | Admin Fee- County of LA SB 2557   | County General Fund               | County Admin Charge per SB 2557                               | Orange Grove    |          |        |               |        |                 |        |                               |                             | 15,879                        | -                           |          |        |
| ROP I     | 16   | County of LA Admin Fee SB 2557  | County General Fund               | County Admin Charge per SB 2557                               | Fair Oaks Annex |          |        |               |        |                 |        |                               |                             | 15,879                        | -                           |          |        |
| ROP I     | 17   | Admin Fee Count of LA SB 2559   | County General Fund               | County Admin Charge per SB 2557                               | Villa Parke     |          |        |               |        |                 |        |                               |                             | 27,294                        | -                           |          |        |
| ROP I     | 18   | Admin Fee County of LA SB 2557  | County General Fund               | County Admin Charges per SB 2557                              | Old Pasadena    |          |        |               |        |                 |        |                               |                             | 71,383                        | -                           |          |        |
| ROP I     | 19   | Admin Fee County of LA SB 2557  | County General Fund               | County Admin Charges per SB 2557                              | Lake Washington |          |        |               |        |                 |        |                               |                             | 7,158                         | -                           |          |        |
| ROP I     | 20   | Admin Fee County of LA SB 2557  | County General Fund               | County Admin Fees per SB 2557                                 | Lincoln         |          |        |               |        |                 |        |                               |                             | 5,560                         | -                           |          |        |
| ROP I     | 21   | Housing Set-Aside   | Housing Fund                      | Pledged on 2006 Housing TABS                                  | Downtown        |          |        |               |        |                 |        |                               |                             | -                             | -                           |          |        |
| ROP I     | 22   | Housing Set-Aside (CalHFA HELP-07)                                      | California Housing Finance Agency | CalHFA Help -07   | Downtown        |          |        |               |        |                 |        |                               |                             | 1,537,654                     | -                           |          |        |
| ROP I     | 23   | Housing Set-Aside (CalHFA HELP-05)                                      | California Housing Finance Agency | CalHFA Help -05   | Downtown        |          |        |               |        |                 |        |                               |                             | 1,123,971                     | -                           |          |        |
| ROP I     | 26   | Playhouse Business Improvement District                                 | Playhouse District                | Contract for district improvement services                    | Downtown        |          |        |               |        |                 |        |                               |                             | -                             | -                           |          |        |
| ROP I     | 27   | City Contract #10683  | City General Fund                 | Promissory Note 3/18/80                                       | Downtown        |          |        |               |        |                 |        |                               |                             | 270,400                       | -                           |          |        |
| ROP I     | 28   | Reimbursement Agreement   | City General Fund                 | Promissory Note 4/1986  | Downtown        |          |        |               |        |                 |        |                               |                             | 43,517                        | -                           |          |        |
| ROP I     | 29   | Certificate of Participation 1996                                       | City General Fund                 | Promissory Note (1996 COP)                                    | Downtown        |          |        |               |        |                 |        |                               |                             | -                             | 39,751                      |          |        |
| ROP I     | 30   | Promissory Note - 1981  | City General Fund                 | Promissory Note Reso. No. 4223-3 10/27/1981                   | Fair Oaks       |          |        |               |        |                 |        |                               |                             | 105,397                       | -                           |          |        |
| ROP I     | 31   | Certificate of Participation - 1996                                     | City General Fund                 | Promissory Note 1996 COP                                      | Fair Oaks Annex |          |        |               |        |                 |        |                               |                             | -                             | 259,321                     |          |        |
| ROP I     | 32   | Promissory Note - 1987  | City General Fund                 | Promissory Note Reso. 5790 6/08/1987                          | Fair Oaks Annex |          |        |               |        |                 |        |                               |                             | 39,100                        | -                           |          |        |
| ROP I     | 33   | Promissory Note - 1988  | City General Fund                 | Promissory Note Reso. 5993 6/27/1988                          | Fair Oaks Annex |          |        |               |        |                 |        |                               |                             | 75,632                        | -                           |          |        |
| ROP I     | 34   | Promissory Note - 1990  | City General Fund                 | Promissory Note Reimbursement Agmt Reso. 6614                 | Fair Oaks Annex |          |        |               |        |                 |        |                               |                             | -                             | -                           |          |        |
| ROP I     | 35   | Promissory Note 1995  | City General Fund                 | Promissory Note Reimbursement Agmt No. 15,584                 | Fair Oaks Annex |          |        |               |        |                 |        |                               |                             | 182,137                       | -                           |          |        |
| ROP I     | 36   | Promissory Note 1996  | City General Fund                 | Promissory Note Reimbursement Agmt No. 16,282                 | Fair Oaks Annex |          |        |               |        |                 |        |                               |                             | 476,055                       | -                           |          |        |
| ROP I     | 37   | Reimbursement Agreement (CDBG and HUD Section 108 Loan Repayment)       | City General Fund                 | Reimbursement Agreement Reso. 5151 and Contract Agmt. #12408  | Fair Oaks Annex |          |        |               |        |                 |        |                               |                             | 289,327                       | -                           |          |        |
| ROP I     | 38   | Reimbursement Agreement   | City General Fund                 | Reimbursement Agreement #15583                                | Fair Oaks Annex |          |        |               |        |                 |        |                               |                             | 137,277                       | -                           |          |        |
| ROP I     | 39   | Fire Station No. 36   | Pasadena Redevelopment Company    | Lease Payment per DDA   | Fair Oaks Annex |          |        |               |        |                 |        |                               |                             | 17,607                        | 14,672                      |          |        |
| ROP I     | 40   | Promissory Note 1987  | City General Fund                 | Promissory Note Reso. #5790 6/0/08/1987                       | Lincoln         |          |        |               |        |                 |        |                               |                             | -                             | -                           |          |        |
| ROP I     | 41   | Promissory Note 1988  | City General Fund                 | Promissory Note Reso. #5997 06/27/1988                        | Lincoln         |          |        |               |        |                 |        |                               |                             | -                             | -                           |          |        |
| ROP I     | 42   | Promissory Note 1988  | City General Fund                 | Promissory Note Reso. #13,541 07/27/1988                      | Lincoln         |          |        |               |        |                 |        |                               |                             | 67,590                        | -                           |          |        |
| ROP I     | 43   | Promissory Note 1991  | City General Fund                 | Promissory Note Reso. #14583 12/20/1991                       | Lincoln         |          |        |               |        |                 |        |                               |                             | 133,991                       | -                           |          |        |
| ROP I     | 44   | Promissory Note 1987  | City General Fund                 | Promissory Note Resolution #5789 6/8/1987                     | Lake Washington |          |        |               |        |                 |        |                               |                             | -                             | -                           |          |        |
| ROP I     | 45   | Certificate of Participation 1996                                       | City General Fund                 | Promissory Note 1996 COP                                      | Lake Washington |          |        |               |        |                 |        |                               |                             | -                             | 19,932                      |          |        |
| OP I      | 46   | Cooperation Agreement with City of Pasadena 1984 (CDBG and HUD Section) | City General Fund                 | Cooperation Agmt #11642 6/28/83 and Contract Amendment #12554 | Lake Washington |          |        |               |        |                 |        |                               |                             | -                             | -                           |          |        |
| OP I      | 47   | Certificate of Participation 1996                                       | City General Fund                 | Promissory Note January 18, 2011                              | Orange Grove    |          |        |               |        |                 |        |                               |                             | 40,378                        | 32,466                      |          |        |
| OP I      | 48   | Debt Service on 1986 COP for parking structures                         | City General Fund                 | Promissory Note Reimbursement Agmt. 11/96 Reso. #5672         | Old Pasadena    |          |        |               |        |                 |        |                               |                             | 393,347                       | -                           |          |        |
| OP I      | 49   | Debt Service on 1986 COP for parking structures                         | City General Fund                 | Promissory Note Reimbursement Agmt. 11/96 Reso. #5672         | Old Pasadena    |          |        |               |        |                 |        |                               |                             | 5,268,913                     | -                           |          |        |
| OP I      | 50   | Promissory Note 1984  | City General Fund                 | Promissory Note Reso. #5060 1/24/1984                         | Old Pasadena    |          |        |               |        |                 |        |                               |                             | -                             | -                           |          |        |
| OP I      | 51   | Promissory Note 1984  | City General Fund                 | Promissory Note Reso. #5086 4/10/1984                         | Old Pasadena    |          |        |               |        |                 |        |                               |                             | -                             | -                           |          |        |
| OP I      | 52   | Promissory Note 1983  | City General Fund                 | Promissory Note Reso. #4971 6/21/1983                         | Old Pasadena    |          |        |               |        |                 |        |                               |                             | -                             | -                           |          |        |
| OP I      | 53   | Old Pasadena Business Improvement District                              | Old Pas Mgmt. District            | Contract for district improvement services                    | Old Pasadena    |          |        |               |        |                 |        |                               |                             | 44,602                        | -                           |          |        |

| Page/Form | Line | Project Name / Debt Obligation             | Payee                           | Description/Project  | Project Area    | LMIHF    |        | Bond Proceeds |        | Reserve Balance |        | Admin Allowance               |                             | RPTTF                         |                             | Other    |        |
|-----------|------|--|---------------------------------|--|-----------------|----------|--------|---------------|--------|-----------------|--------|-------------------------------|-----------------------------|-------------------------------|-----------------------------|----------|--------|
|           |      |  |                                 |  |                 | Estimate | Actual | Estimate      | Actual | Estimate        | Actual | Feb 1 - June 30 2012 Estimate | Feb 1 - June 30 2012 Actual | Feb 1 - June 30 2012 Estimate | Feb 1 - June 30 2012 Actual | Estimate | Actual |
| ROP I     | 54   | Reimbursement Agreement (                  | City General Fund               | Reimbursement Agreement No. 13777 4/06/1989                | Villa Parke     |          |        |               |        |                 |        |                               |                             |                               |                             |          |        |
| ROP I     | 55   | Certificate of Participation 1996          | City General Fund               | Promissory Note (1996 COP Advance)                         | Villa Parke     |          |        |               |        |                 |        |                               |                             | 40,378                        | 32,466                      |          |        |
| ROP I     | 56   | FY 2011 Statutory Pass-through Payments    | Taxing Entities                 | FY 2011 Statutory Pass-through Payments                    | Fair Oaks Annex |          |        |               |        |                 |        |                               |                             | 10,300                        | 3,796                       |          |        |
| ROP I     | 57   | FY 2011 Statutory Pass-through Payments    | Taxing Entities                 | FY 2011 Statutory Pass-through Payments                    | Lake Washington |          |        |               |        |                 |        |                               |                             | 5,500                         | 5,341                       |          |        |
| ROP I     | 58   | FY 2011 Statutory Pass-through Payments    | Taxing Entities                 | FY 2011 Statutory Pass-through Payments                    | Villa Parke     |          |        |               |        |                 |        |                               |                             | 108,500                       | 40,091                      |          |        |
| ROP I     | 59   | FY 2011 Statutory Pass-through Payments    | Taxing Entities                 | FY 2011 Statutory Pass-through Payments                    | Orange Grove    |          |        |               |        |                 |        |                               |                             | 18,700                        | 6,885                       |          |        |
| ROP I     | 60   | FY 2012 Statutory Pass-through Payments    | All Taxing Entities             | FY 2012 Statutory Pass-through Payments                    | ALL             |          |        |               |        |                 |        |                               |                             | 500,000                       |                             |          |        |
| ROP I     | 61   | Retail Recruitment                         | BUXTON COMPANY                  | Retail Recruitment Survey                                  |                 |          |        |               |        |                 |        |                               |                             | 10,000                        |                             |          |        |
| ROP I     | 62   | Wayfinding Design                          | HUNT DESIGN ASSOCIATES, INC.    | Design for Wayfinding Signage Program                      |                 |          |        |               |        |                 |        |                               |                             | 32,512                        | 23,975                      |          |        |
| ROP I     | 63   | Project Administration                     | KEYSER MARSTON ASSOCIATES, INC. | Redevelopment Consultant Services                          |                 |          |        |               |        |                 |        |                               |                             | 2,694                         |                             |          |        |
| ROP I     | 64   | Housing Project Admin - Direct             | City of Pasadena Housing Staff  | Monitor and manage affordable housing covenants- Mar Vista |                 |          |        |               |        |                 |        |                               |                             | 29,744                        | 29,744                      |          |        |
| ROP I     | 65   | Housing Project Admin - Indirect           | City of Pasadena Housing Staff  | Monitor and manage affordable housing covenants- Mar Vista |                 |          |        |               |        |                 |        |                               |                             | 29,930                        | 4,950                       |          |        |
| ROP I     | 66   | Housing Project Admin- Consultant Services | Davila & Associates             | Monitor and manage affordable housing covenants- Mar Vista |                 |          |        |               |        |                 |        |                               |                             | 11,063                        | 4,924                       |          |        |
| ROP I     | 67   | Housing Project Admin- Consultant Services | Urban Futures Inc.              | Monitor and manage affordable housing covenants            |                 |          |        |               |        |                 |        |                               |                             | -                             |                             |          |        |
| ROP I     | 68   | Lincoln Avenue Specific Plan               | The Planning Center             | EIR for Specific Plan Implementation                       |                 |          |        |               |        |                 |        |                               |                             | 178,038                       |                             |          |        |
|           | 69   |  |                                 | Personnel Costs  |                 |          |        |               |        |                 |        | 421,419                       | 395,637                     |                               |                             |          |        |
|           | 70   |  |                                 | Material & Supplies  |                 |          |        |               |        |                 |        | 7,952                         | 716                         |                               |                             |          |        |
|           | 71   |  |                                 | Computer Related Supplies                                  |                 |          |        |               |        |                 |        | 4,985                         | 245                         |                               |                             |          |        |
|           | 73   |  |                                 | Equipment Purchase   |                 |          |        |               |        |                 |        | 4,345                         | 369                         |                               |                             |          |        |
|           | 74   |  |                                 | Outside Printing   |                 |          |        |               |        |                 |        | 2,500                         |                             |                               |                             |          |        |
|           | 75   |  |                                 | Legal and Other Advertising                                |                 |          |        |               |        |                 |        | 1,250                         |                             |                               |                             |          |        |
|           | 76   |  |                                 | Outside Legal Services                                     |                 |          |        |               |        |                 |        | 141,000                       | 136,068                     |                               |                             |          |        |
|           | 77   |  |                                 | Photo Copy Machine Maint                                   |                 |          |        |               |        |                 |        | 2,500                         |                             |                               |                             |          |        |
|           | 78   |  |                                 | Contract Services  |                 |          |        |               |        |                 |        | 72,075                        |                             |                               |                             |          |        |
|           | 79   |  |                                 | Consultant Services  |                 |          |        |               |        |                 |        | 130,000                       |                             |                               |                             |          |        |
|           | 80   |  |                                 | Data Processing Operations                                 |                 |          |        |               |        |                 |        | 2,955                         | 2,955                       |                               |                             |          |        |
|           | 81   |  |                                 | Support to Advisory  |                 |          |        |               |        |                 |        | 6,000                         |                             |                               |                             |          |        |
|           | 82   |  |                                 | Dues and Membership  |                 |          |        |               |        |                 |        | 1,000                         |                             |                               |                             |          |        |
|           | 83   |  |                                 | Conf & Meetings  |                 |          |        |               |        |                 |        | 3,000                         |                             |                               |                             |          |        |
|           | 84   |  |                                 | Reference Material   |                 |          |        |               |        |                 |        | 625                           |                             |                               |                             |          |        |
|           | 85   |  |                                 | Postage  |                 |          |        |               |        |                 |        | 500                           | 177                         |                               |                             |          |        |
|           | 86   |  |                                 | Real Estate Acquisition                                    |                 |          |        |               |        |                 |        | 16,040                        |                             |                               |                             |          |        |
|           | 87   |  |                                 | Abatement  |                 |          |        |               |        |                 |        | 232,144                       | 53,274                      |                               |                             |          |        |
|           | 88   |  |                                 | Internal Service Charges                                   |                 |          |        |               |        |                 |        | 96,582                        | 70,897                      |                               |                             |          |        |