

SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF FRESNO

2344 Tulare Street, Suite 200 / Fresno, CA 93721 • (559) 621-7600 • (559) 498-1870 (Fax)

Oversight Board to the
Successor Agency to the Redevelopment Agency
of the City of Fresno

Chair
Terry Bradley

Executive Director
Marlene Murphey

Members
Larry Hodges
Alan Hofmann
Debbie Poochigian
Doug Vagim
Rene Watahira
Larry Westerlund

AGENCY BRIEFING REPORT

Date: September 29, 2015
To: Oversight Board Members
From: Debra Barletta
Through: Marlene Murphey
Subject: Line 5 – Property Based Improvement District

This obligation is the Property Based Improvement District (PBID) tax assessment for seven parcels located within the Central Business District. Downtown Property owners voted to approve this assessment on June 24, 2010, for a term of 5 years, ending in December 2015. On June 18, 2015, the Downtown PBID tax assessment was renewed for another 7 years, ending in December of 2022. The first assessment payment was made in December 2010. As the parcels are sold, the obligation will be reduced.

The interested parties are:

- PBID Board of Directors
 - Rick Roush, Roush Investments, LLC.
 - Brent Weiner, Proctor's Jewelers Fresno, Inc.
 - Jeff Becker, Fresno County Office of Education
 - Chris Johnson, Johnson Architecture
 - Dennis Woods, United Security Bank
 - Mick Marderosian, Marderosian Law Offices
 - Marlene Murphey, Successor Agency to the RDA
 - Jim Haron, Haron Motor Sales, Inc.
 - John Navarrette, County of Fresno
 - Robert Ellis, Robert Ellis Leasing & Investment
 - Ken Ramos, Wells Fargo Bank
 - Tom Richards, Penstar Group
 - Mayor Ashley Swearengin, City of Fresno
 - Michelle Tutelian
 - William Dyck, Summa Development Group
 - Dan Doyle, Central Valley Community Bank
 - Sevak Katchadourian, Pacific Southwest & Helm Bldgs.
- Staff
 - Aaron Blair- President/CEO
 - Rocio Andrade- Business & Community Serv Manager
 - Kim Leonard- Communications & Marketing Manager
 - Aysha Siddique- Community Relations Mana
 - Angela Cardona- Finance & Administration Manager
 - Craig Scharton- Fulton District Manager
 - Gretchen Moore- Executive Director

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AGENCY BRIEFING REPORT

Date: September 29, 2015
To: Oversight Board
From: Enrique Mendez, Project Manager
Through: Marlene Murphey, Executive Director
RE: Item #9 - Convention Center Development - Old Armenian Town LLC

This obligation pertains to a Master Disposition and Development Agreement between the Redevelopment Agency of the City of Fresno ("Agency") and Old Armenian Town LLC ("Developer") for a master development of approximately 9.72 acres located in the Convention Center Project Area generally bounded by O Street, Ventura Street, M Street and Freeway 41 (the "Master Development Site").

Upon completion of the historic structures rehabilitation that includes landscaping, security fence, and a wayside monument the Agency will notify the Master Developer per the First Amendment to the MDDA that the Agency is in compliance with the Court Order and will issue a notice of readiness to convey the assembled parcels per the Agreement terms, to the Developer. The Developer will then have 120 days after the notice to proceed with construction activities scheduled on or after that date, and all construction and maintenance obligations imposed on Developer under Sections, 11, 12, 14 or 15 of the Agreement. The Developer continues to actively seek tenants for this project.

Background:

The project is a phased mixed-use development of office and retail buildings, Armenian Cultural Center and parking structure. The three-story, 60,000 square foot, 5th District Court of Appeals office building located within the Master Plan Development on the southwest corner of Ventura and O Streets was completed in September 2007.

The Master DDA requires the Agency to convey approximately 317,800 square feet of land to the Developer. The Developer is required to develop in two phases an integrated high-quality mixed-use development containing office, retail, parking, restaurant, service, and community uses and related facilities.

In November 2002, an Environmental Assessment Application and Mitigated Negative Declaration were approved for a Conditional Use Permit authorizing the acquisition, clearance, and transfer of land for the 9.72 acre site. A portion of the site was transferred to the State of California for the 5th District Court of Appeals construction and the remainder of the land is for the proposed OAT Project.

The Project Site included numerous pre-1957 buildings that were evaluated for their eligibility to the National and California Registers. Five homes were found to be potentially eligible and were designated as Historical Resources. The Mitigated Negative Declaration identified the historical resources for relocation and preservation. The site specified as the receiver site for the five homes was previously the Fresno Fire Department Headquarters at 450 M Street.

A 2004 EIR analyzed and expanded on mitigation of the historic resources impact on the mixed-use development. Three final receiver sites were considered ("L" Street and San Benito Street, the Fire Station Site and the Emerson School Site). The site determined to be the most compatible with the historic resources and with the least environmental and historical impact was identified at the "L" Street and San Benito Street site.

In January 2005, a lawsuit was filed in the Superior Court of California, County of Fresno, challenging the proposed final placement of five identified historic structures. The Court Judgment issued by the Superior Court of California, County of Fresno and an appeal upheld by the State 3rd District Court of Appeal in 2008, required the final placement and rehabilitation of the historic resources to be on the fire station site at Santa Clara and M Streets.

Per the Master DDA, the Agency will use its best efforts to acquire the remaining parcels identified in the agreement.

Interested Parties:

OAT - Gunner and Andros dba Old Armenian Town, LLC

General Partners:

Richard Gunner

George T Andros

Dennis Frye

Lowell Carruth

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AGENCY BRIEFING REPORT

Date: September 29, 2015
To: Oversight Board
From: Enrique Mendez, Project Manager
Through: Marlene Murphey, Executive Director
RE: Item #10 - Historic Houses

This obligation pertains to the relocated/rehabilitated historic structures located at the southwest corner of 'M' Street and Santa Clara.

ROPS 15-16B provides for ongoing costs associated with these structures including utilities, maintenance, repairs, storage rental, inspections, etc.

Interested Parties are:
OAT DDA - Gunner and Andros dba Old Armenian Town, LLC
General Partners:
Richard Gunner
George T Andros
Dennis Frye
Lowell Carruth

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AGENCY BRIEFING REPORT

Date: September 29, 2015
To: Oversight Board Members
From: Debra Barletta
Through: Marlene Murphey
Subject: Line 11 – Property Based Improvement District

This obligation is the Property Based Improvement District (PBID) tax assessment for three parcels located within the Convention Center Redevelopment Project Area. Downtown Property owners voted to approve this assessment on June 24, 2010 for a term of 5 years, ending in December 2015. On June 18, 2015, the Downtown PBID tax assessment was renewed for another 7 years, ending in December of 2022. The first assessment payment was made in December 2010. As the parcels are sold, the obligation will be reduced.

The interested parties are:

- PBID Board of Directors
 - Rick Roush, Roush Investments, LLC.
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 - Jeff Becker, Fresno County Office of Education
 - Chris Johnson, Johnson Architecture
 - Dennis Woods, United Security Bank
 - Mick Marderosian, Marderosian Law Offices
 - Marlene Murphey, Successor Agency to the RDA
 - Jim Haron, Haron Motor Sales, Inc.
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AGENCY BRIEFING REPORT

Date: September 29, 2015
To: Oversight Board
From: Debbie Barletta
Through: Marlene Murphey
RE: Line 22 – CMC Regional Medical Center (formerly Jefferson Line 2, pg 9)

The enforceable obligation is Amendment Number 2 to the 1995 Development agreement and Land Sale Contract between the Community Hospitals of Central California and the Redevelopment Agency. The Agency's monetary obligations are limited to a maximum annual sum of \$148,000 in each of 10 consecutive years ending in FY 2016. At that time the contract will terminate and the Agency's obligation ends.

Payee: Community Regional Medical Center

Florence Dunn, Chair

Linzie Daniel, Chair-Elect

John McGregor, Esquire
Secretary
Farid Assemi
Jerry Cook
Manuel Cunha, Jr.
Terrance Bradley, EdD
Vong Mouanoutoua
Ruth Qunito

Ren Imai, M.D.
Michael Peterson, M.D.
Greg Hendey, M.D.
David Slater, M.D.
Michael Synn, M.D.
Jeffery Thomas, M.D.
Roger Sturdevant

Emeritus Status

Lewis Eaton
Louis Herwaldt
Joe Levy
Bud Richter

Milo E. Rowell
Melville Willson
James B. Mayer

Robert R. Schmeiser
Joseph Woo, M.D.
John D. Morgan, M.D.

Jo-ann Slinkard
Oliver Jamison
Kenneth O'Brien, M.D.

Yoshito Takahashi
William Knudsen, M.D.
Leon S. Petters

Corporate Administration

Tim A. Joslin
Chief Executive Officer

Aldo De La Torre
Senior Vice President, Human Resources

Joseph Nowicki
Senior Vice President, Finance

Michale Shea
Vice Presidentm Total Rewards

John Zelezny
Senior Vice President
Chief Communications Officer

Peg Breen
Senior Vice President, Human Resources

Patrick Rafferty
Executive Vice President
Chief Operating Officer

Mary Contreras, R.N.
Senior Vice President
Chief Nursing Officer

Robert Ward
Senior Vice President
Chief Legal Officer

Judi Binderman, M.D.
Vice President, Chief Medical Informatics Officer

Lynne Ashbeck
Vice President, Population Health

Thomas Utecht, M.D.
Senior Vice President
Chief Quality Officer

Vicki Anderson
Vice President, Managed Care

Sylvia H. Coyle
Vice President, Legal Services

Debra Muscio
Vice President
Chief Audit and Compliance Officer

David Boyd
Vice President, Chief Nursing Informatics Officer

Debbie Moffett
Vice President, Finance Administration

Michele Earnhart
Vice President, Patient Financial Services

George Vasquez
Senior Vice President, Chief Information Officer

Jamie Franklin
Chief Project Management Officer

Simran Sidhu
Vice President, Business Development

Michelle Von Tersch
Vice President, Communications

Katie Zenovich
Vice President, Corporate Development

James Walker
Vice President, Employee Relations and Workforce Effectiveness
Corporate Human Resources

Facility Leadership

Craig Wagoner
CEO
Community Regional

Craig Castro
CEO
Clovis Community

Wanda Holderman
CEO
Fresno Heart & Surgical

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AGENCY BRIEFING REPORT

Date: September 29, 2015
To: Oversight Board Members
From: Debbie Barletta
Through: Marlene Murphey
Subject: Line 24 – 2003 Mariposa Tax Allocation Bonds (formerly Mariposa Line 4, pg 10)

Pursuant to the Trust Indenture by and between the Redevelopment Agency of the City of Fresno (the “Agency”) and BNY West Trust Company, as Trustee, dated August 1, 2003, relating to \$5,005,000 Tax Allocation Refunding Bonds (Mariposa Project Area), the Agency is to pay principal and interest until note maturity on February 1, 2023.

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AGENCY BRIEFING REPORT

Date: September 29, 2015
To: Oversight Board Members
From: Debbie Barletta
Through: Marlene Murphey
Subject: Line 25 – California Infrastructure Bank Loan (formerly Roeding Line 3, pg 11)

Pursuant to that certain Tax Allocation Loan Agreement (“Loan Agreement”) between the Redevelopment Agency of the City of Fresno and the California Infrastructure and Economic Development Bank (“CIEDB”) dated August 19, 2003 and executed and approved by the Agency Board on February 10, 2004, CIEDB issued tax exempt bonds secured by a pledge of its rights under the Loan Agreement and then loaded those proceeds to the Agency. The Agency pays principal annually and interest semi-annually commencing on August 1, 2004 and terminating on August 1, 2033.

The loan proceeds were used to fund public infrastructure improvements to widen Marks Avenue to a four lane arterial between Belmont and Whitesbridge including landscaped median islands, curb, gutter, paving, street trees and lights.

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AGENCY BRIEFING REPORT

Date: September 29, 2015

To: Oversight Board Members

From: Debbie Barletta

Through: Marlene Murphey

Subject: Line 27 – Foundry Park CFD #5 Developer Agreement (formerly South Van Ness Line 2, page 13)

This enforceable obligation is an Owner Participation Agreement covering 14 parcels within Foundry Park, an industrial area of about 49 acres generally bounded by Church and Jensen Avenues, Golden State Boulevard and Freeway 99. A Community Facility District (CFD) was formed and bonds issued to build off-site public infrastructure. The public improvements have been completed and about 80% of the available acreage (9 acres) has been fully developed. The Agency's obligation is limited to reimbursement of the CFD special tax assessment in an amount not to exceed 75% of the net tax increment generated solely from the 14 parcels. The Obligation ends with the expiration of the initial term of the CFD bonds or payment in full, whichever occurs first.

The payees are:

- Willow Creek – Foundry Ventures, LLC.
- San Joaquin Stairs
- Flores Frank Trustee
- Alan & Sherry Shufelberger
- S & B Enterprises
- Craig N. & Carolyn F. Crump
- Teton Properties LLC
- Express Business Resources LLC
- Patrick & Elezabeth Cody Trustees
- Foundry Park Investors LP
- Wolverine Ventures LLC

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AGENCY BRIEFING REPORT

Date: September 29, 2015
To: Oversight Board Members
From: Debbie Barletta
Through: Marlene Murphey
Subject: Line 30 – 2001 Merger 2 Tax Allocation Bonds (formerly SW Fresno Line 2, pg 15)

Pursuant to that certain Official Statement for the \$10,000,000 Fresno Joint Powers Authority Tax Allocation Revenue Bonds Series 2001 dated March 2, 2001 and the Trust Agreement between the Fresno Joint Powers Financing Authority and BNY Western Trust Company, as Trustee, which were approved by the JPA and Agency Board on January 9, 2001, the Agency is to pay principal annually and interest semi-annually commencing on August 2001 and terminating on August 1, 2018.

Bond proceeds were used to fund Southwest Fresno Area Projects including Kearney Palms Shopping Center.

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AGENCY BRIEFING REPORT

Date: September 29, 2015
To: Oversight Board Members
From: Enrique Mendez, Project Manager
Through: Marlene Murphey, Executive Director
Subject: Item #33 – Property Maintenance

The Fresno County Economic Opportunity Commission's Local Conservation Corps performs a variety of tasks necessary to maintain the Agency's property and to comply with municipal codes. Under contract, the EOC provides weed abatement, trash clean-up/hauling/disposal and other general landscape and irrigation maintenance. ROPS 15-16B provides for this ongoing service.

Current interested parties are:

EOC Board of Commissioners

- Julia Hernandez – Target Area A
- Juanita Veliz - Target Area B
- Daniel T. Parra - Target Area C
- Joshua Mitchell - Target Area D
- Elizabeth Nunez - Target Area E
- Debbie Darden - Target Area F
- Catherine Robles - Target Area G
- Linda R. Hayes - Target Area H
- Pastor B.E. McAlister - West Fresno Faith Based Organizations
- Charles Garabedian, Jr. - Malaga County Water District
- Esther Cuevas - Economic Development Corp
- Tito A. Lucero - Head Start County-Wide Policy Council
- Deanna Mathies - FUSD
- Rev. Paul McCoy - NAACP
- Jimi Rodgers - Association of Black Social Workers
- Maiyer Vang - Fresno Center for New Americans
- Angie Isaak
- Tim Bakman - 14th Senatorial District
- Cheryl Sullivan - Community Colleges
- George A. Finley, Sr. - Fresno County Board of Supervisors
- Richard Keyes - Fresno Mayor's Appointment
- Yvette Quiroga - Fresno County Board of Supervisors
- Erica Cabrera - 31st Assembly District
- LaShawn Baines - 16th Congressional District

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AGENCY BRIEFING REPORT

Date: September 29, 2015
To: Oversight Board
From: Enrique Mendez, Project Manager
Through: Marlene Murphey, Executive Director
RE: Item #34 – Property Sale/Disposition - General

This obligation includes the on-going predisposition and maintenance expenditures for 71 parcels owned by the Successor Agency during ROPS 15-16B. This includes expenses related to the preparation and/or execution of the Long Range Property Management Plan. These funds also address other associated costs such as property insurance; utilities; and site specific environmental requirements.

In addition, the funds cover site security fencing and repairs due to vandalism, theft, etc. Agency properties have historically been targets of activities such as dumping, vandalism, fires, graffiti, and trespassing.

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AGENCY BRIEFING REPORT

Date: September 29, 2015
To: Oversight Board Members
From: Andrew Sanchez
Through: Marlene Murphey
Subject: Line 36 – CALPERS Unfunded & Employee Leave Payout (formerly Other pg Line 12)

This enforceable obligation is to cover the CalPers Unfunded Liability. The balance provides coverage to meet the retirement obligations for those who are currently vested.

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AGENCY BRIEFING REPORT

Date: September 29, 2015
To: Oversight Board Members
From: Debra Barletta
Through: Marlene Murphey
Subject: Line 41 – Audit

Funding is requested in the January to June 2016 ROPS for the Agency's annual audit of financial statements.