

**MINUTES OF THE CITY OF SANTA CLARA OVERSIGHT BOARD FOR
SUCCESSOR AGENCY TO THE CITY OF SANTA CLARA REDEVELOPMENT
AGENCY FOR SPECIAL MEETING HELD ON MONDAY, SEPTEMBER 23, 2013**

Chairperson Gage called the Oversight Board for Successor Agency to the City of Santa Clara Redevelopment Agency special meeting to order at 2:00 pm, on the above-mentioned date, in the City Hall Council Chambers.

Present: Mayor of the City of Santa Clara appointees: Gary Ameling, Director of Finance and Patricia Mahan, Council Member; Santa Clara County Board of Supervisors appointees: Jane Decker, County of Santa Clara, retired, former Deputy County Executive and John Guthrie, County of Santa Clara, retired, former Director of Finance; Santa Clara Valley Water District (SCVWD) appointee: Don Gage, Board Member; Santa Clara County Board of Education appointee and Micaela Ochoa, Santa Clara County Office of Education, Chief Business Officer and California Community College District appointee: Edralin Maduli, West Valley-Mission Community College District, Vice Chancellor of Administrative Services.

City staff present: Ruth Shikada, Economic Development Officer; Richard Nosky, City Attorney; Karen Tiedemann, Successor Agency Legal Counsel, Goldfarb & Lipman, LLC; Tamera Haas, Assistant Director of Finance; Jennifer Yamaguma, Successor Agency Clerk; and Hilda Cantú Montoy, Outside Legal Counsel to the Oversight Board.

2A. **MOTION** was made by Guthrie, seconded and unanimously carried, that the **Minutes** for
2B. the meeting of **August 1, 2013 – Special Meeting** and **August 16, 2013** be adopted as written,

3A. **MOTION** was made by Mahan, seconded and unanimously carried, that the Board
continue to November 15, 2013 the consideration of the adoption of a Resolution determining
that the **Santa Clara Convention Center properties** are **Government Purpose Assets** and
ratifying the transfer of the assets to the City of Santa Clara.

5D. The Board proceeded to consider, earlier than agendized, the adoption of a Resolution
determining that the **Northside Branch Library assets** are **Government Purpose Assets** and
directing the transfer of the assets to the City of Santa Clara. The Economic Development Officer
introduced Successor Agency Legal Counsel and referenced two letters presented at the dais,
including one received by Assemblymember Bob Wieckowski dated September 16, 2013 and the
other from President, Board of Supervisors for the County of Santa Clara, Ken Yeager, which was
in support of the Northside Branch Library project. Successor Agency Legal Counsel reviewed the
City Manager/Executive Officer to Successor Agency's agenda memo (09/17/13) and made an
electronic presentation. Outside Legal Counsel to the Oversight board reviewed her agenda memo
(09/23/13). Board questions were then answered by Successor Agency Legal Counsel and Outside
Legal Counsel to the Oversight Board and general Board comments were made. The following
people addressed the Board in support of the Northside Branch Library project: Julio Fuentes (City
Manager, City of Santa Clara), Emily Adorable (Santa Clara City Library Foundation and
Friends), Peter Chu, Maria Daane (Santa Clara City Library Foundation and Friends), Cierra
Balagot, Raj Chahal, James Rowen, Roger Ramirez, Erica Ramirez, Ryan Ramirez, Sarah Snow
and Keith Stattenfield. Deborah Bress addressed the Board with comments of concern. Further
Board comments were made and questions were answered by the City Attorney, Successor

Agency Legal Counsel and Outside Legal Counsel to the Oversight Board. **MOTION** was made by Mahan, seconded and **failed to pass** with Decker, Guthrie, Maduli, Ochoa and Chairperson Gage dissenting, that the Board direct the Outside Legal Counsel for the Oversight Board to draft a Resolution indicating that the Northside Branch Library is a government purpose building. A Board discussion followed. **MOTION** was then made by Ameling but was not voted upon due to a subsequent motion presented by Board Member Mahan, that the Board approve bringing forward the City of Santa Clara's recommendation to determine that the Northside Branch Library assets are Government Purpose Assets to the Department of Finance for their determination, with the understanding that the Oversight Board struggled with the decision. A Board discussion followed and Outside Legal Counsel to the Oversight Board, Successor Agency Legal Counsel and the Clerk answered Board questions. As a substitute motion, **MOTION** was then made by Mahan, seconded and **failed to pass** with Decker, Guthrie, Maduli, Ochoa and Chairperson Gage dissenting, that the Board continue this issue to the next meeting and have the Outside Legal Counsel to Oversight Board draft a Resolution to acknowledge that the Northside Branch Library is a government purpose building. Further Board comments were made and questions were answered by the City Manager and the Successor Agency Legal Counsel. **MOTION** was then made by Ameling, seconded and **failed to pass** with Decker, Guthrie, Maduli, Ochoa and Chairperson Gage dissenting, that the Board direct Outside Legal Counsel to the Oversight Board to work with the Successor Agency Legal Counsel to collectively draft a Resolution that encompasses the common ground regarding declaring the Northside Branch Library a government purpose asset to bring forward to the next Board meeting for consideration. Further Board comments were made. No further motions were considered.

- 5A. The Board proceeded to consider the adoption of a Resolution approving the First Amendment to the Cooperation Agreement to Assist a Publicly Owned Stadium and First Amendment to the Predevelopment Funding Agreement. Outside Legal Counsel to the Oversight Board reviewed her agenda report (09/23/13). **MOTION** was made by Guthrie, seconded and unanimously carried, that the Board adopt **Resolution No. 2013-10** entitled, "RESOLUTION OF THE OVERSIGHT BOARD TO THE SUCCESSOR AGENCY OF THE SANTA CLARA REDEVELOPMENT AGENCY APPROVING THE FIRST AMENDMENT TO THE COOPERATION AGREEMENT TO ASSIST PUBLICLY OWNED STADIUM AND FIRST AMENDMENT TO PREDEVELOPMENT FUNDING AGREEMENT AND MAKING FINDINGS UNDER HEALTH AND SAFETY CODE SECTION 34181(e) (3)" which approves the First Amendment to the Cooperation Agreement to Assist a Publicly Owned Stadium and First Amendment to the Predevelopment Funding Agreement.

- 5B. The Board proceeded to consider the adoption of a Resolution approving the **Recognized Obligation Schedule (ROPS)** and an **Administration Budget** for the period of **January 1, 2014 through June 30, 2014**. Presented at the dais was a supplemental letter received by the State Department of Finance dated September 23, 2013, a revised ROPS and a letter from the County of Santa Clara Controller-Treasurer's Notice of Objection to ROPS letter dated September 20, 2013. The Assistant Director of Finance reviewed the Director of Finance's agenda report (09/20/13) and the revised ROPS. Outside Legal Counsel to the Oversight Board made comments regarding the revised ROPS, noted that the County of Santa Clara sought additional language to be included on the ROPS, per the letter received by the County of Santa Clara Controller-Treasurer. Successor Agency Legal Counsel answered Board questions and made comments. A Board discussion followed. James Williams, Deputy County Executive, addressed the Board and reviewed the

County of Santa Clara, Controller-Treasurer's Notice of Objection to ROPS letter. Further Board comments were made and the Successor Agency Legal Counsel, Outside Legal Counsel to the Oversight Board and Mr. Williams answered Board questions. **MOTION** was made by Guthrie, seconded and carried with Ameling and Mahan dissenting, that the Board **adopt Resolution No. 2013-11 (OVERSIGHT BOARD)** entitled, "A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY FOR THE CITY OF SANTA CLARA REDEVELOPMENT AGENCY APPROVING THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE AND AN ADMINISTRATIVE BUDGET FOR THE PERIOD JANUARY 1, 2014 THROUGH JUNE 30, 2014, MAKING RELATED FINDINGS AND DECLARATIONS AND TAKING RELATED ACTIONS IN CONNECTION THEREWITH" which approves the Recognized Obligation Scheduled (ROPS), subject to the inclusion of changes set by the County of Santa Clara Auditor Controller's letter dated September 23, 2013, specifically related to Item 13 – Administrative Cost Allowance; Item 14 – Gibson Dunn & Crutcher, LLP for Defense of Lawsuit filed by County, SCUSD and COE; Line 15 – Goldfarb & Lipman for Defense of Lawsuit filed by County, SCUSD and COE; Line 18 – Cash flow loan from City for legal fees for Defense of Lawsuit filed by County, SCUSD and COE; but with the exception of Line 31 – Sublease payments to City and SOSA, which should remain on the ROPS with a footnote that this line has been retained, as requested by the State Department of Finance, and that the Board approve the Administrative Budget for the period January 1, 2014 through June 30, 2014, with amended language to read that Successor Agency Outside Counsel be inclusive of Legal Defense.

- 5C. The Board proceeded to consider the adoption of a Resolution acknowledging State Department of Finance review and findings regarding the **Housing Asset List** and directing transfer of Housing Assets to the City of Santa Clara, acting as the Housing Successor Agency. The Successor Agency Legal Counsel reviewed the City Manager/Executive Director to Successor Agency's agenda memo (09/17/13). The following people addressed the Board in favor of the proposed Resolution: Ken Koach (Bill Wilson Center), Wanda Buck, Chris Neale (The Core Companies), Dan Wu (Charities Housing) and George Cleveland (Santa Clara Methodist Retirement Foundation). **MOTION** was made by Guthrie, seconded and unanimously carried, that the Board **adopt Resolution No. 2013-09 (OVERSIGHT BOARD)** entitled, "A RESOLUTION OF THE OVERSIGHT BOARD OF THE SUCCESSOR AGENCY OF THE REDEVELOPMENT AGENCY OF THE CITY OF SANTA CLARA ACKNOWLEDGING STATE DEPARTMENT OF FINANCE REVIEW AND FINDING REGARDING THE HOUSING ASSET LIST, AND DIRECTING TRANSFER OF HOUSING ASSETS SET FORTH IN DEPARTMENT OF FINANCE APPROVED HOUSING ASSET LIST TO THE CITY OF SANTA CLARA, ACTING AS THE HOUSING SUCCESSOR AGENCY, PURSUANT TO CALIFORNIA HEALTH AND SAFETY CODE SECTION 34181(c)" which acknowledges the State Department of Finance review and findings regarding the Housing Asset List and directs transfer of Housing Assets to the City of Santa Clara, acting as the Housing Successor Agency.

- 6A. Following a Board discussion, **MOTION** was made by Guthrie, seconded and unanimously carried, that, there being no further business, the Board **adjourn** at 4:56 pm to the regular scheduled meeting to be held on **November 15, 2013** and noting that the Board would not subsequently meet until February 2014.

APPROVE: Ed Munn
Chairperson

ATTEST: Jennifer Savaguna
Clerk