

AGENDA
OVERSIGHT BOARD MEETING
FONTANA REDEVELOPMENT SUCCESSOR AGENCY

FRIDAY, NOVEMBER 30, 2012
9:00 A.M.

Fontana City Hall
Executive Conference Room
8353 Sierra Avenue
Fontana, CA 92335

EVELYNE SSENKOLOTO, Chair
City of Fontana
Employee Appointment

ACQUANETTA WARREN, Vice-Chair
City of Fontana
Mayor Appointment

JOHN B. ROBERTS
City of Fontana
Fontana Fire Protection District Appointment

(VACANT)
Fontana Unified School District
County Superintendent of Education Appointment

LYNNE FISCHER
County of San Bernardino
Board of Supervisors Appointment

DR. ERIC BISHOP
Chaffey College District
Chaffey College Appointment

LAURA A. MANCHA
County of San Bernardino
Board of Supervisors Appointment
Public Member Appointment

In compliance with the Americans with Disabilities Act, the City of Fontana is wheelchair accessible. If other special Assistance is required, please contact the Fontana City Clerk's Office (909-350-7602) 48 hours prior to the scheduled meeting so the Oversight Board can make reasonable arrangements.

AGENDA
OVERSIGHT BOARD MEETING
FONTANA REDEVELOPMENT SUCCESSOR AGENCY
FRIDAY, NOVEMBER 30, 2012
9:00 A.M.

This meeting will take place in the Fontana City Hall – Executive Conference Room located at 8353 Sierra Avenue, Fontana, CA 92335

Welcome to a meeting of the Oversight Board – Fontana Redevelopment Successor Agency. A complete agenda packet is located on the table in the Executive Conference Room. To address the Board, please fill out a card located at the entrance indicating your desire to speak on either a specific agenda item or under Public Communications and give it to the Recording Secretary. Your name will be called when it is your turn to speak. In compliance with Americans with Disabilities Act, the Executive Conference Room is wheel chair accessible.

Traducción en Español disponible a petición. Favor de notificar al Departamento "City Clerk". Para mayor información, favor de marcar el número (909) 350-7602.

CALL TO ORDER/ROLL CALL:

PUBLIC COMMUNICATIONS:

This is an opportunity for citizens to speak for up to five minutes on items not on the agenda, but within the Oversight Board's jurisdiction. The Board is prohibited by law from discussing or taking immediate action on non-agendized items.

ITEM (A-D):

- A. Approval of Minutes from November 2, 2012 Meeting
- B. Swear In New Member
- C. Due Diligence Review of All Other Funds
- D. Staff/Board Member Communication

ADJOURNMENT:

Next Meeting: Next Oversight Board meeting is scheduled for Friday, December 14, 2012 at 9:00 A.M. in the Fontana City Hall, Executive Conference Room located at 8353 Sierra Avenue, Fontana, CA 92335.

**MINUTES OF THE OVERSIGHT BOARD
FONTANA REDEVELOPMENT SUCCESSOR AGENCY
FRIDAY, NOVEMBER 2, 2012**

CALL TO ORDER/ROLL CALL:

The Meeting of the Oversight Board, Fontana Redevelopment Successor Agency, was called to order at 9:03 a.m., which was held on Friday, November 2, 2012, in the Fontana City Hall, Executive Conference Room, 8353 Sierra Avenue, Fontana, California.

OSB Members Present: Chairperson Evelyne Ssenkoloto, Vice-Chair Acquanetta Warren (arrived at 9:06 a.m.), and OSB Members Dr. Eric Bishop, Laura Mancha and John Roberts. OSB Members Absent: Alejandro Alvarez and Lynne Fischer.

OSB Staff Present: David Edgar, Deputy City Manager, Administrative Services; Lisa Strong, Management Services Director; and Cecilia Lopez-Henderson, Administrative Project Coordinator (Recording Secretary).

PUBLIC COMMUNICATIONS: There were no public communications received.

A. APPROVAL OF MINUTES FROM OCTOBER 19, 2012 MEETING

ACTION: Motion was made by OSB Member Roberts and seconded by OSB Member Bishop to approve the October 19, 2012 Minutes of the Oversight Board Meeting, Fontana Redevelopment Successor Agency. Motion passed by vote of Ayes: 4; Noes: 0; Absent: 3.

B. RESOLUTION APPROVING THE DUE DILIGENCE REVIEW OF THE LOW AND MODERATE INCOME HOUSING FUND

Chairperson Ssenkoloto asked whether any written communication was received on this matter. Recording Secretary Cecilia Lopez-Henderson stated that no written communication was received.

Lisa Strong, Director of Management Services, provided the staff report and stated that the Due Diligence Review is for the Low to Moderate Income Housing Fund, which was done by the City's external auditors, Lance Soll & Lunghard. Ms. Strong stated that the auditors basically reviewed all the transactions in the Low and Moderate Income Housing Fund from January 1, 2011 through June 30, 2012. Based on the report, the amount to be transferred to the County for disbursement to the other taxing entities is zero; no money is due to the County for distribution to the other entities. Ms. Strong

stated that the auditors have started the second Due Diligence Review of All Other Funds and the report will be ready soon.

Chairperson Ssenkoloto stated that no written communication or public comment cards were received on this item. The public comment session was closed and the motion was called.

ACTION: Motion was made by OSB Member Bishop, seconded by OSB Member Roberts to adopt Resolution No. FOB 2012-10 approving the Due Diligence Review of the Low and Moderate Income Housing Fund; motion carried by a vote of Ayes: 4; Noes: 0; Absent: 3.

C. STAFF/BOARD MEMBERS COMMUNICATION

There were no other comments received from the OSB Members.

Deputy City Manager David Edgar provided brief comments regarding the submission of the Due Diligence Review to the State Department of Finance (DOF) for certification. The DOF has 30 days to respond and request additional information.

Mr. Edgar stated that the next OSB Meeting is Friday, November 30, 2012, 9:00 a.m.

ADJOURNMENT:

Chairperson Ssenkoloto adjourned the Fontana Oversight Board Meeting at 9:07 a.m.

Lynne Fischer
Secretary

Evelyn Ssenkoloto
Chairperson

**OVERSIGHT BOARD ACTION REPORT
FONTANA REDEVELOPMENT SUCCESSOR AGENCY
NOVEMBER 30, 2012**

FROM: Management Services Department

SUBJECT: Due Diligence Review of the Other Redevelopment Agency Funds

RECOMMENDED ACTION:

Receive Due Diligence Review of the Other Redevelopment Agency Funds and accept public comment.

BACKGROUND:

AB 1X 26 dissolved the Fontana Redevelopment Agency ("Agency") as of February 1, 2012. The City of Fontana ("RDA Successor Agency") is the successor agency to the Agency.

Assembly 1484 requires that the Successor Agency employ a licensed accountant, approved by the County Auditor-Controller and with experience and expertise in local government account, to conduct a due diligence review to determine the unobligated balances available for transfer to taxing entities. Two separate reviews are to be conducted; the first due to the Oversight Board by October 1, 2012, for the Low and Moderate Income Housing Fund; the second due to the Oversight Board by December 15, 2012, for all of the other former redevelopment funds.

The accounting firm of Lance, Soll & Lunghard, LLP, performed the review and provided the attached report. The report was provided to the Successor Agency on November 27, 2012. Based on the report, the amount to be remitted to the County for disbursement to the other taxing entities is zero.

AB 1484 required the Oversight Board to convene a public comment session to take place at least five business days before the Oversight Board holds the approval vote. The Oversight Board meeting at which the review will be considered for action is scheduled for December 14, 2012.

FISCAL IMPACT: None.

MOTION:

Approve staff's recommendation.

SUBMITTED BY:



Lisa A. Strong
Management Services Director

APPROVED BY:



Kenneth R. Hunt
City Manager

ATTACHMENT:

1. Due Diligence Review of the Other Redevelopment Agency Funds



**Successor Agency of the
Former Fontana Redevelopment Agency**

**Due Diligence Review
of the Other Redevelopment Agencies Funds
Pursuant to Sections 34179.5(c)(1) through 34179.5(c)(6)
of Assembly Bill No. 1484 of 2012**

Lance Soll & Lunghard, LLP

Orange County
Silicon Valley
Ternecula Valley

www.lslcpas.com

**Successor Agency of the
Former Fontana Redevelopment Agency**

**Due Diligence Review
of the Other Redevelopment Agency Funds
Pursuant to Sections 34179.5(c)(1) through 34179.5(c)(6)
of Assembly Bill No. 1484 of 2012**



CERTIFIED PUBLIC ACCOUNTANTS

- Brandon W. Burrows, CPA
- David E. Hale, CPA, CFP
A Professional Corporation
- Donald G. Slater, CPA
- Richard K. Kikuchi, CPA
- Susan F. Matz, CPA
- Shelly K. Jackley, CPA
- Bryan S. Gruber, CPA
- Deborah A. Harper, CPA

INDEPENDENT ACCOUNTANTS' REPORT ON APPLYING AGREED-UPON PROCEDURES

To the Successor Agency
of the Former Fontana Redevelopment Agency
City of Fontana, California

We have performed the procedures enumerated in Attachment A for the Other Redevelopment Agency Funds, which were agreed to by the California State Controller's Office and the State of California Department of Finance (State Agencies) solely to assist you in ensuring that the dissolved redevelopment agency is complying with Assembly Bill 1484, Chapter 26, Section 17's amendment to health and safety code 34179.5. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. Management of the successor agency is responsible for providing all the information obtained in performing these procedures. The sufficiency of these procedures is solely the responsibility of those parties specified in the report. Consequently, we make no representations regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose.

As stated above, the scope of this engagement was limited to performing the procedures identified in Attachment A, which specified the "List of Procedures for the Due Diligence Review" obtained from the California Department of Finance Website.

The results of the procedures performed are identified in Attachment B1 through B11.

We were not engaged to and did not conduct an audit, the objective of which would be the expression of a certified opinion as to the appropriateness of the results of the procedures performed. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to the Successor Agency.

This report is intended solely for the information and use of the Successor Agency Oversight Board, the Successor Agency and the applicable State Agencies, and is not intended to be, and should not be used by anyone other than these specified parties. This restriction is not intended to limit distribution of this report, which is a matter of public record.

Brea, California
October 31, 2012

List of Procedures for Due Diligence Review of the Other Redevelopment Agency Funds

1. Obtain from the Successor Agency a listing of all assets that were transferred from the former redevelopment agency to the Successor Agency on February 1, 2012. Agree the amounts on this listing to account balances established in the accounting records of the Successor Agency. Identify in the Agreed-Upon Procedures (AUP) report the amount of the assets transferred to the Successor Agency as of that date.
2. If the State Controller's Office has completed its review of transfers required under both sections 34167.5 and 34178.8 and issued its report regarding such review, attach a copy of that report as an exhibit to the AUP report. If this has not yet occurred, perform the following procedures:
 - a. Obtain a listing prepared by the Successor Agency of transfers (excluding payments for goods and services) from the former redevelopment agency to the city, county, or city and county that formed the redevelopment agency for the period from January 1, 2011 through January 31, 2012. For each transfer, the Successor Agency should describe the purpose of the transfer and describe in what sense the transfer was required by one of the Agency's enforceable obligations or other legal requirements. Provide this listing as an attachment to the AUP report.
 - b. Obtain a listing prepared by the Successor Agency of transfers (excluding payments for goods and services) from the Successor Agency to the city, county, or city and county that formed the redevelopment agency for the period from February 1, 2012 through June 30, 2012. For each transfer, the Successor Agency should describe the purpose of the transfer and describe in what sense the transfer was required by one of the Agency's enforceable obligations or other legal requirements. Provide this listing as an attachment to the AUP report.
 - c. For each transfer, obtain the legal document that formed the basis for the enforceable obligation that required any transfer. Note in the AUP report the absence of any such legal document or the absence of language in the document that required the transfer.
3. If the State Controller's Office has completed its review of transfers required under both Sections 34167.5 and 34178.8 and issued its report regarding such review, attach a copy of that report as an exhibit to the AUP report. If this has not yet occurred, perform the following procedures:
 - a. Obtain a listing prepared by the Successor Agency of transfers (excluding payments for goods and services) from the former redevelopment agency to any other public agency or to private parties for the period from January 1, 2011 through January 31, 2012. For each transfer, the Successor Agency should describe the purpose of the transfer and describe in what sense the transfer was required by one of the Agency's enforceable obligations or other legal requirements. Provide this listing as an attachment to the AUP report.
 - b. Obtain a listing prepared by the Successor Agency of transfers (excluding payments for goods and services) from the Successor Agency to any other public agency or private parties for the period from February 1, 2012 through June 30, 2012. For each transfer, the Successor Agency should describe the purpose of the transfer and describe in what sense the transfer was required by one of the Agency's enforceable obligations or other legal requirements. Provide this listing as an attachment to the AUP report.
 - c. For each transfer, obtain the legal document that formed the basis for the enforceable obligation that required any transfer. Note in the AUP report the absence of any such legal document or the absence of language in the document that required the transfer.

List of Procedures for Due Diligence Review for the Other Redevelopment Agency Funds (Continued)

4. Perform the following procedures:
 - a. Obtain from the Successor Agency a summary of the financial transactions of the Redevelopment Agency and the Successor Agency in the format set forth in the attached schedule for the fiscal periods indicated in the schedule. For purposes of this summary, the financial transactions should be presented using the modified accrual basis of accounting. End of year balances for capital assets (in total) and long-term liabilities (in total) should be presented at the bottom of this summary schedule for information purposes.
 - b. Ascertain that for each period presented, the total of revenues, expenditures, and transfers accounts fully for the changes in equity from the previous fiscal period.
 - c. Compare amounts in the schedule relevant to the fiscal year ended June 30, 2010 to the state controller's report filed for the Redevelopment Agency for that period.
 - d. Compare amounts in the schedule for the other fiscal periods presented to account balances in the accounting records or other supporting schedules. Describe in the report the type of support provided for each fiscal period.
5. Obtain from the Successor Agency a listing of all assets of the Low and Moderate Income Housing Fund as of June 30, 2012 for the report that is due October 1, 2012 and a listing of all assets of all other funds of the Successor Agency as of June 30, 2012 (excluding the previously reported assets of the Low and Moderate Income Housing Fund) for the report that is due December 15, 2012. When this procedure is applied to the Low and Moderate Income Housing Fund, the schedule attached as an exhibit will include only those assets of the Low and Moderate Income Housing Fund that were held by the Successor Agency as of June 30, 2012 and will exclude all assets held by the entity that assumed the housing function previously performed by the former redevelopment agency. Agree the assets so listed to recorded balances reflected in the accounting records of the Successor Agency. The listing should be attached as an exhibit to the appropriate AUP report.
6. Obtain from the Successor Agency a listing of asset balances held on June 30, 2012 that are restricted for the following purposes:
 - a. Unspent bond proceeds:
 - i. Obtain the Successor Agency's computation of the restricted balances (e.g., total proceeds less eligible project expenditures, amounts set aside for debt service payments, etc.).
 - ii. Trace individual components of this computation to related account balances in the accounting records, or to other supporting documentation (specify in the AUP report a description of such documentation).
 - iii. Obtain from the Successor Agency a copy of the legal document that sets forth the restriction pertaining to these balances. Note in the AUP report the absence of language restricting the use of the balances that were identified by the Successor Agency as restricted.
 - b. Grant proceeds and program income that are restricted by third parties:
 - i. Obtain the Successor Agency's computation of the restricted balances (e.g., total proceeds less eligible project expenditures).
 - ii. Trace individual components of this computation to related account balances in the accounting records, or to other supporting documentation (specify in the AUP report a description of such documentation).

List of Procedures for Due Diligence Review for the Other Redevelopment Agency Funds (Continued)

- iii. Obtain from the Successor Agency a copy of the grant agreement that sets forth the restriction pertaining to these balances. Note in the AUP report the absence of language restricting the use of the balances that were identified by the Successor Agency as restricted.
 - c. Other assets considered to be legally restricted:
 - i. Obtain the Successor Agency's computation of the restricted balances (e.g., total proceeds less eligible project expenditures).
 - ii. Trace individual components of this computation to related account balances in the accounting records, or to other supporting documentation (specify in the AUP report a description of such documentation).
 - iii. Obtain from the Successor Agency a copy of the legal document that sets forth the restriction pertaining to these balances. Note in the AUP report the absence of language restricting the use of the balances that were identified by Successor the Agency as restricted.
 - d. Attach the above mentioned Successor Agency prepared schedule(s) as an exhibit to the AUP report. For each restriction identified on these schedules, indicate in the report the period of time for which the restrictions are in effect. If the restrictions are in effect until the related assets are expended for their intended purpose, this should be indicated in the report.
7. Perform the following:
- a. Obtain from the Successor Agency a listing of assets as of June 30, 2012 that are **not** liquid or otherwise available for distribution (such as capital assets, land held for resale, long-term receivables, etc.) and ascertain if the values are listed at either purchase cost (based on book value reflected in the accounting records of the Successor Agency) or market value as recently estimated by the Successor Agency.
 - b. If the assets listed at 7(A) are listed at purchase cost, trace the amounts to a previously audited financial statement (or to the accounting records of the Successor Agency) and note any differences.
 - c. For any differences noted in 7(B), inspect evidence of disposal of the asset and ascertain that the proceeds were deposited into the Successor Agency trust fund. If the differences are due to additions (this generally is not expected to occur), inspect the supporting documentation and note the circumstances.
 - d. If the assets listed at 7(A) are listed at recently estimated market value, inspect the evidence (if any) supporting the value and note the methodology used. If no evidence is available to support the value and/or methodology, note the lack of evidence.
8. Perform the following:
- a. If the Successor Agency believes that asset balances need to be retained to satisfy enforceable obligations, obtain from the Successor Agency an itemized schedule of asset balances (resources) as of June 30, 2012 that are dedicated or restricted for the funding of enforceable obligations and perform the following procedures. The schedule should identify the amount dedicated or restricted, the nature of the dedication or restriction, the specific enforceable obligation to which the dedication or restriction relates, and the language in the legal document that is associated with the enforceable obligation that specifies the dedication of existing asset balances toward payment of that obligation.
 - i. Compare all information on the schedule to the legal documents that form the basis for the dedication or restriction of the resource balance in question.

List of Procedures for Due Diligence Review for the Other Redevelopment Agency Funds (Continued)

- ii. Compare all current balances to the amounts reported in the accounting records of the Successor Agency or to an alternative computation.
 - iii. Compare the specified enforceable obligations to those that were included in the final Recognized Obligation Payment Schedule approved by the California Department of Finance.
 - iv. Attach as an exhibit to the report the listing obtained from the Successor Agency. Identify in the report any listed balances for which the Successor Agency was unable to provide appropriate restricting language in the legal document associated with the enforceable obligation.
- b. If the Successor Agency believes that future revenues together with balances dedicated or restricted to an enforceable obligation are insufficient to fund future obligation payments and thus retention of current balances is required, obtain from the Successor Agency a schedule of approved enforceable obligations that includes a projection of the annual spending requirements to satisfy each obligation and a projection of the annual revenues available to fund those requirements and perform the following procedures:
- i. Compare the enforceable obligations to those that were approved by the California Department of Finance. Procedures to accomplish this may include reviewing the letter from the California Department of Finance approving the Recognized Enforceable Obligation Payment Schedules for the six month period from January 1, 2012 through June 30, 2012 and for the six month period July 1, 2012 through December 31, 2012.
 - ii. Compare the forecasted annual spending requirements to the legal document supporting each enforceable obligation.
 - a. Obtain from the Successor Agency its assumptions relating to the forecasted annual spending requirements and disclose in the report major assumptions associated with the projections.
 - iii. For the forecasted annual revenues:
 - a. Obtain from the Successor Agency its assumptions for the forecasted annual revenues and disclose in the report major assumptions associated with the projections.
- c. If the Successor Agency believes that projected property tax revenues and other general purpose revenues to be received by the Successor Agency are insufficient to pay bond debt service payments (considering both the timing and amount of the related cash flows), obtain from the Successor Agency a schedule demonstrating this insufficiency and apply the following procedures to the information reflected in that schedule.
- i. Compare the timing and amounts of bond debt service payments to the related bond debt service schedules in the bond agreement.
 - ii. Obtain the assumptions for the forecasted property tax revenues and disclose major assumptions associated with the projections.
 - iii. Obtain the assumptions for the forecasted other general purpose revenues and disclose major assumptions associated with the projections.
- d. If procedures A, B, or C were performed, calculate the amount of current unrestricted balances necessary for retention in order to meet the enforceable obligations by performing the following procedures.

List of Procedures for Due Diligence Review for the Other Redevelopment Agency Funds (Continued)

- i. Combine the amount of identified current dedicated or restricted balances and the amount of forecasted annual revenues to arrive at the amount of total resources available to fund enforceable obligations.
 - ii. Reduce the amount of total resources available by the amount forecasted for the annual spending requirements. A negative result indicates the amount of current unrestricted balances that needs to be retained.
 - iii. Include the calculation in the AUP report.
9. If the Successor Agency believes that cash balances as of June 30, 2012 need to be retained to satisfy obligations on the Recognized Obligation Payment Schedule (ROPS) for the period of July 1, 2012 through June 30, 2013, obtain a copy of the final ROPS for the period of July 1, 2012 through December 31, 2012 and a copy of the final ROPS for the period January 1, 2013 through June 30, 2013. For each obligation listed on the ROPS, the Successor Agency should add columns identifying (1) any dollar amounts of existing cash that are needed to satisfy that obligation and (2) the Successor Agency's explanation as to why the Successor Agency believes that such balances are needed to satisfy the obligation. Include this schedule as an attachment to the AUP report.
10. Include (or present) a schedule detailing the computation of the Balance Available for Allocation to Affected Taxing Entities. Amounts included in the calculation should agree to the results of the procedures performed in each section above. The schedule should also include a deduction to recognize amounts already paid to the County Auditor-Controller on July 12, 2012 as directed by the California Department of Finance. The amount of this deduction presented should be agreed to evidence of payment. The attached example summary schedule may be considered for this purpose. Separate schedules should be completed for the Low and Moderate Income Housing Fund and for all other funds combined (excluding the Low and Moderate Income Housing Fund).
11. Obtain a representation letter from Successor Agency management acknowledging their responsibility for the data provided to the practitioner and the data presented in the report or in any attachments to the report. Included in the representations should be an acknowledgment that management is not aware of any transfers (as defined by Section 34179.5) from either the former redevelopment agency or the Successor Agency to other parties for the period from January 1, 2011 through June 30, 2012 that have not been properly identified in the AUP report and its related exhibits. Management's refusal to sign the representation letter should be noted in the AUP report as required by attestation standards.

ATTACHMENT B1

Procedure 1
 List of Assets Transferred from the Former Redevelopment Agency to the Successor Agency
 Other Redevelopment Agency Funds
 As of February 1, 2012

Asset	Balance at 2/1/2012
Cash in Bank	48,818,802
Cash with Fiscal Agent	20,614,673
Interest Receivable	1,120,851
Loans Receivable	4,582,383
Deposits Receivable	334,827
Due From Other Funds	744,909
Advances to Other Funds	2,304,824
Interest Due on Advances	2,646,818
Due From Other Governments	1,114,401
Land Held for Resale	66,302,635
	Total Assets transferred: \$ 148,585,123

Procedure 2

Listing of Transfers (Excluding Payments for Goods and Services) to the City
Other Redevelopment Agency Funds

For the Period from January 1, 2011 through June 30, 2012

ATTACHMENT B2

Describe Purpose of Transfer	Enforceable Obligation (EO)/ Other Legal Requirement (LR)	Amount	Legal Documentation Obtained? (Y/N)
From former Redevelopment Agency to City for January 1, 2011 through January 31, 2012			
Monthly cost allocation January - June 2011	N/A	\$ 2,365,700	Y
Monthly cost allocation July 2011 - January 2012	N/A	1,807,808	Y
SB211 allocation 10/11 fiscal year	EO	182,064	Y
SB211 allocation 1/2 of fiscal year 11/12	EO	91,573	Y
Ventana interest payment due 3/1/11	N/A	1,687,323	b
Ventana principal/interest payment due 9/1/11	N/A	2,157,323	b
Jr. Lien Principal (\$353,819) and Interest (\$1,963,747)	N/A	2,317,566	Y
Debt service contribution for 2003 PFA Lease Revenue Bonds	EO	673,140	Y
Debt service contribution for 2003 PFA Lease Revenue Bonds	EO	60,743	Y
Downtown advance repayment principal \$500,000 and interest \$125,733	EO	625,733	Y
Downtown advance repayment principal \$500,000	EO	500,000	b
Sierra Corridor advance repayment principal \$1,768,894	EO	1,768,894	b
Sierra Corridor advance repayment principal \$231,106 and interest \$140,000	EO	511,106	b
Jr. Lien Fontana pass-through 10/11	EO	2,617,500	Y
Sierra Corridor pass-through 10/11	EO	282,500	Y
SWIP pass-through 10/11	EO	1,209,000	Y
1/2 of estimated North Fontana pass-through 11/12	EO	2,500,000	Y
Sierra Corridor pass-through 11/12	EO	275,307	Y
	Sub-total:	21,633,280	
From Successor Agency to City for February 1, 2012 through June 30, 2012			
Debt service contribution for 2003 LRB's	EO	688,993	Y
Ventana property interest payment	EO	1,668,523	N
Monthly cost allocation	N/A	1,291,292	Y
Jr. Lien Bonds principal and interest payment	EO	4,281,314	Y
	Sub-total:	7,930,122	
	Total Transfers to City for 1/1/2011 through 6/30/2012:	\$ 29,563,402	

Footnotes:

a) Although this item was not disallowed on ROPS I, it was disallowed on ROPS II because they were viewed as advances between the City and the former redevelopment agency. Although this was allowed for this period by the Department of Finance, we will disallow this item for purposes of this review.

b) The former redevelopment agency repaid advances made in prior years with the City. The City believes this meets the definition of an enforceable obligation as defined in Health and Safety (H&S) Code Section 34167(d) effective June 28, 2011. It is the position of the City that the definition of enforceable obligation in H&S Code Section 34171(d) which specifically excludes agreements, contracts or arrangements between the City that created the redevelopment agency and the former redevelopment agency as an enforceable obligation was not effective until February 1, 2012. The City also does not believe this constitutes a transfer of assets subject to H&S Code 34167.5 or is applicable to this section.

Procedure 3
 Listing of Transfers (Excluding Payments for Goods and Services) to Other Public Agencies or Private Parties
 Other Redevelopment Agency Funds
 For the Period from January 1, 2011 through June 30, 2012

Describe Purpose of Transfer	Enforceable Obligation (EO)/ Other Legal Requirement (LR)	Amount	Legal Documentation Obtained? (Y/N)
From former Redevelopment Agency to other public agencies or private parties for January 1, 2011 through January 31, 2012			
2010-11 SERAF Payment	EO	\$ 6,895,793	Y
US Bank - Debt service payment for 2005 Tax Allocation Bonds	EO	2,903,156	Y
US Bank - Debt service payment for 2007 Tax Allocation Bonds	EO	1,655,506	Y
US Bank - Debt service payment for 1999 Tax Allocation Bonds	EO	1,855,273	Y
US Bank - Debt service payment for 2003 Tax Allocation Bonds	EO	1,486,864	Y
US Bank - Debt service payment for 2001 Tax Allocation Bonds	EO	3,740,131	Y
US Bank - Debt service payment for 2005 Tax Allocation Bonds	EO	5,488,156	Y
2010/11 Pass-Throughs and SB 211 obligation	EO	2,309,136	Y
	Sub-total:	<u>26,334,015</u>	
From Successor Agency to other public agencies or private parties for February 1, 2012 through June 30, 2012			
US Bank - Debt service payment for 2005 Tax Allocation Bonds	EO	2,857,919	Y
Fontana Housing Authority - Principal repayment on Housing ERAF/SERAF Fund Loan	EO	6,000,000	Y
Ten-Ninety Ltd - Estimated excess tax increment	EO	4,500,000	Y
Citrus and Slover, LLC (David Wiener) - Public improvement costs	EO	2,014,950	Y
Fontana Fire Protection District - Pass-through calculated through 1/31/12	EO	1,693,440	Y
	Sub-total:	<u>17,066,309</u>	
	Total Transfers to other public agencies or private parties for 1/1/2011 through 6/30/2012:	\$ 43,400,324	

Procedure 4
 Summary of the Financial Transactions of Redevelopment Agency and Successor Agency
 All Funds
 Per schedule attached to List of Procedures for Due Diligence Review

	Redevelopment Agency 12 Months Ended 6/30/2010	Redevelopment Agency 12 Months Ended 6/30/2011	Redevelopment Agency 7 Months Ended 1/31/2012	Successor Agency 5 Months Ended 6/30/2012
Assets (modified accrual basis)				
Cash and Investments	\$ 46,688,339	\$ 52,440,854	\$ 48,845,350	\$ 46,597,192
Cash with Fiscal Agent	35,442,214	29,112,902	20,644,176	18,749,910
Accounts Receivable	63,139	29,500	57,010	-
Interest Receivable	1,936,301	2,016,557	1,957,151	1,120,851
Loans Receivable	35,106,722	40,519,304	60,286,895	4,582,383
Due from other funds	50,457	43,727	744,910	-
Due from other governments	34,807,797	33,893,688	1,373,970	705
Deposits	191,327	334,827	334,827	128,326
Land held for resale	66,302,635	66,302,635	66,302,635	66,302,635
Advances to other funds	27,901,170	30,936,775	31,030,889	4,951,642
Total Assets	\$ 248,490,101	\$ 255,630,769	\$ 231,577,813	\$ 142,433,644
Liabilities (modified accrual basis)				
Accounts Payable	\$ 1,157,642	\$ 904,093	\$ 3,375,217	\$ 116,168
Deposits Payable	139,468	104,273	103,480	101,739
Retentions Payable	2,518,508	318,491	298,739	250,000
Due to other funds	50,457	43,727	744,910	-
Due to other governments	9,346,183	10,056,897	7,207,554	7,929,008
Deferred Revenue	4,214,446	4,504,889	4,802,882	3,909,572
Advances to other funds	27,901,170	30,936,775	31,030,889	4,951,642
Total Liabilities	45,327,874	46,869,145	47,563,671	17,258,129
Equity	203,162,227	208,761,624	184,014,142	125,175,515
Total Revenues:	\$ 248,490,101	\$ 255,630,769	\$ 231,577,813	\$ 142,433,644
Total Expenditures:	\$ 110,194,871	\$ 100,263,718	\$ 54,338,136	\$ 25,778,357
Total Transfers:	132,513,934	94,578,182	46,418,435	110,696,231
Net change in equity	(22,319,063)	5,685,536	7,919,701	210,093,389
Beginning Equity:	225,481,290	203,076,088	176,094,441	125,175,515
Ending Equity:	\$ 203,162,227	\$ 208,761,624	\$ 184,014,142	\$ 125,175,515
Other Information (show year end balances for all four periods presented):				
Capital assets as of end of year	\$ 125,877,218	\$ 121,680,680	\$ 121,680,680	\$ 123,392,945
Long-term debt as of end of year	651,542,113	643,424,090	648,339,505	674,382,880

Procedure 5
 Listing of All Assets
 Other Redevelopment Agency Funds
 As of June 30, 2012

Assets	Amount
Cash	
591.1100 Cash in Bank	\$ 685,985
591.1106 Reserve - Decline in Investment	(9,700)
592.1100 Cash in Bank	(4,292,471)
592.1106 Reserve - Decline in Investment	(10,076)
593.1100 Cash in Bank	9,508,855
593.1106 Reserve - Decline in Investment	(309,605)
594.1100 Cash in Bank	2,868,282
594.1106 Reserve - Decline in Investment	(163,671)
595.1100 Cash in Bank	(1,563,883)
595.1106 Reserve - Decline in Investment	(99,785)
691.1100 Cash in Bank	(893,563)
691.1106 Reserve - Decline in Investment	(27,496)
692.1100 Cash in Bank	(41,574)
693.1100 Cash in Bank	3,904,051
694.1100 Cash in Bank	1,106,476
694.1106 Reserve - Decline in Investment	(30,597)
695.1100 Cash in Bank	702,396
TOTAL CASH:	\$ 11,333,624
Cash with fiscal agent	
591.1440 F/A - Debt Service	24,727
591.1450 F/A - Reserve	914,128
592.1440 F/A - Debt Service	109
592.1450 F/A - Reserve	5,998,939
592.1455 F/A - Special Tax	4,102,173
593.1440 F/A - Debt Service	12
594.1440 F/A - Debt Service	4
594.1450 F/A - Reserve	954,685
595.1450 F/A - Reserve	1,578,482
692.1420 F/A - Other	1,739
693.1430 F/A - Const/Acquis	2,676,262
695.1430 F/A - Const/Acquis	2,498,648
TOTAL CASH WITH FISCAL AGENT:	18,749,908
Interest receivable	
692.1560 Interest Receivable	1,120,851
TOTAL INTEREST RECEIVABLE:	1,120,851

Procedure 5
 Listing of All Assets
 Other Redevelopment Agency Funds
 As of June 30, 2012

Assets	Amount
Loans receivable	
594.1587 L/R - Palmetto Development	80,051
692.1571 L/R - Oleander Strm Drain	850,429
694.1576 L/R - FETHAP	350,000
694.1581 L/R - Chaffey Exp Ph I	2,760,000
694.1582 L/R - Chaffey Exp Ph II	400,000
695.1572 L/R - San Gabriel Water	141,903
TOTAL LOANS RECEIVABLE:	4,582,383
Deposits receivable	
693.1750 Condemnation Deposits	128,327
TOTAL DEPOSITS RECEIVABLE:	128,327
Advances	
695.1771 Advance to Downtown	1,140,000
695.1772 Advance to Jurupa Hills	1,164,824
695.1780 Interest due on Advances	2,646,818
TOTAL ADVANCES:	4,951,642
Land held for resale	
693.1760 Land Held for Resale	65,836,728
694.1760 Land Held for Resale	465,907
TOTAL LAND HELD FOR RESALE:	66,302,635
Capital assets	
851.1800 Land	38,100,823
851.1820 Land Improvements	15,934,258
851.1821 Building and Structures	16,416,772
851.1822 Equipment	24,904
851.1824 Office Equip, Furn & Fixt	553,526
851.1825 Vehicles	435,969
851.1827 Infrastructure	51,926,692
851.1830 A/D - Land Improvements	(2,757,272)
851.1831 A/D - Bldgs & Structures	(4,449,437)
851.1832 A/D - Equipment	(272,338)
851.1833 A/D - Vehicles	(435,969)
851.1835 A/D - Infrastructure	(10,656,184)
TOTAL CAPITAL ASSETS:	104,821,744
TOTAL ASSETS AT 6/30/2012:	\$ 211,991,114

Procedure 6
 Listing of Assets that are Restricted
 Other Redevelopment Agency Funds
 As of June 30, 2012

Item #	Description	Documentation Referenced	Amount	Purpose	Legal Documentation Obtained? (Y/N)
1	Cash with fiscal Agent				
a)	Downtown 2000 TAB's	591.1440	\$ 24,727	Held in trust for next debt service payment	Y
b)	Downtown 2000 TAB's	591.1450	914,128	Held in trust by fiduciary per bond restrictions	Y
c)	Jurupa Hills 1992 Refunding TAB's	592.1440	108	Held in trust for next debt service payment	Y
e)	Jurupa Hills 1999 Refunding TAB's	592.1440	1	Held in trust for next debt service payment	Y
f)	Jurupa Hills 1992 Refunding TAB's	592.1450	5,998,939	Held in trust by fiduciary per bond restrictions	Y
g)	Jurupa Hills 1992 Refunding TAB's	592.1455	4,102,173	Funds after debt svcs requirements sent to Ten-Ninety	Y
h)	North Fontana 2003 TAB's	593.1440	4	Held in trust for next debt service payment	Y
i)	North Fontana 2005 TAB's	593.1440	9	Held in trust for next debt service payment	Y
j)	2004 Sierra Corridor TAB's	594.1440	1	Held in trust for next debt service payment	Y
k)	2007 Sierra Corridor TAB's	594.1440	3	Held in trust for next debt service payment	Y
l)	2004 Sierra Corridor TAB's	594.1450	954,685	Held in trust by fiduciary per bond restrictions	Y
m)	2003 SWIP TAB's Series A	595.1450	1,382,157	Held in trust by fiduciary per bond restrictions	Y
n)	2003 SWIP TAB's Series A	595.1450	196,324	Held in trust by fiduciary per bond restrictions	Y
o)	Ten-Ninety Escrow	692.1420	1,739	Held in trust as a escrow deposit	Y
2	Unspent bond proceeds				
a)	North Fontana 2003 TAB's	693.1430	2,120	Unspent bond proceeds - project fund	Y
b)	North Fontana 2005 TAB's	693.1430	927	Unspent bond proceeds - project fund	Y
c)	North Fontana 2005 TAB's	693.1430	2,673,215	Unspent bond proceeds - project fund	Y
d)	2003 SWIP TAB's Series A & B	695.1430	2,498,648	Unspent bond proceeds - project fund	Y
	TOTAL:		\$ 18,749,908		

Procedure 7
 Listing of Assets That Are Not Liquid or Otherwise Available for Distribution
 Other Redevelopment Agency Funds
 As of June 30, 2012

Item #	Description	Reference	Amount	Value Method	Variance Noted? (Y/N)
1	Capital Assets				
	a) Land	851.1800	\$ 38,100,823	Cost of original investment	N
	b) Land Improvements	851.1820	15,934,258	Cost of original investment	N
	c) Building and Structures	851.1821	16,416,772	Cost of original investment	N
	d) Equipment	851.1822	24,904	Cost of original investment	N
	e) Office Equip, Furn & Fixt	851.1824	553,526	Cost of original investment	N
	f) Vehicles	851.1825	435,969	Cost of original investment	N
	g) Infrastructure	851.1827	51,926,692	Cost of original investment	N
	h) A/D - Land Improvements	851.1830	(2,757,272)	Straight line	N
	i) A/D - Bldgs & Structures	851.1831	(4,449,437)	Straight line	N
	j) A/D - Equipment	851.1832	(272,338)	Straight line	N
	k) A/D - Vehicles	851.1833	(435,969)	Straight line	N
	l) A/D - Infrastructure	851.1835	(10,656,184)	Straight line	N
2	Land Held for Resale				
	a) Land Held for Resale	693.1760	65,836,728	Cost of original investment	N
	b) Land Held for Resale	694.1760	465,907	Cost of original investment	N
3	Long-term receivable				
	a) L/R - Palmetto Development	594.1587	80,051	Current book value	N
	b) L/R - Oleander Strm Drain	692.1571	850,429	Current book value	N
	c) L/R - FETHAP	694.1576	350,000	Current book value	N
	d) L/R - Chaffey Exp Ph I	694.1581	2,760,000	Current book value	N
	e) L/R - Chaffey Exp Ph II	694.1582	400,000	Current book value	N
	f) L/R - San Gabriel Water	695.1572	141,903	Current book value	N
4	Interest receivable				
	a) Interest Receivable	692.1560	1,120,851	Current book value	N
5	Advances receivable and interest on advances				
	a) Advance to Downtown	695.1771	1,140,000	Current book value	N
	b) Advance to Jurupa Hills	695.1772	1,164,824	Current book value	N
	c) Interest due on Advances	695.1780	2,646,818	Current book value	N
6	Deposits				
	a) Condemnation Deposits	693.1750	128,327	Current book value	N
TOTAL RESTRICTIONS OF NON-CASH ITEMS					
			\$ 181,907,582		

Procedure 8a
 Listing of Assets (resources) that are dedicated or restricted for the funding of enforceable obligations
 Other Redevelopment Agency Funds
 As of June 30, 2012

Item #	Project Name	Reference	Approved Obligation Amount	Amount Paid in Period Ending June 30, 2012	Amount Restricted for Obligation for June 30, 2012 Balance	Legal Documentation Obtained? (Y/N)
1	2000 Tax Allocation Refunding Bonds	ROPS III 3	\$ 446,000	\$ -	446,000	Y
2	2001A Tax Allocation Revenue Bonds	ROPS III 15	2,300,000	-	2,300,000	Y
3	2003A Tax Allocation Revenue Bonds	ROPS III 19	2,800,000	-	2,800,000	Y
4	2003B Tax Allocation Revenue Bonds	ROPS III 20	408,000	-	408,000	Y
5	2005A Subordinate Tax Allocation Bonds	ROPS III 23	4,500,000	-	4,500,000	Y
6	2004 Tax Allocation Bonds	ROPS III 28	450,000	-	450,000	Y
7	2007 Tax Allocation Bonds	ROPS III 31	1,710,000	-	1,710,000	Y
8	1998 Tax Allocation Refunding Bonds	ROPS III 34	1,185,000	-	1,185,000	Y
9	2003 Subordinate Tax Allocation Bonds	ROPS III 38	817,000	-	817,000	Y
10	2003 PFA Lease Revenue Bonds	ROPS III 42	365,000	-	365,000	Y
			\$ 14,981,000	\$ -	\$ 14,981,000	

**Procedure 8b
Listing of Assets (resources) that need to be retained due to insufficient funding for the funding of enforceable obligations
Other Redevelopment Agency Funds
As of June 30, 2012**

No assets need to be retained due to insufficient funding for the funding of enforceable obligations

**Procedure 8c
Listing of Assets (resources) that need to be retained due to projected insufficient property tax revenues for bond debt payments
Other Redevelopment Agency Funds
As of June 30, 2012**

No assets need to be retained due to insufficient property tax revenues for bond debt payments

**Procedure 9
Listing of Assets (resources) that need to be retained due to projected insufficient property tax revenues for future ROPS
Other Redevelopment Agency Funds
As of June 30, 2012**

No assets need to be retained due to projected insufficient property tax revenues for future ROPS

Procedure 10

Summary of Other Redevelopment Agency Funds Available for Allocation to Affected Taxing Entities

ATTACHMENT B10

Total amount of assets held by the successor agency as of June 30, 2012 (procedure 5)	\$	211,991,114
Add the amount of any assets transferred to the city or other parties for which an enforceable obligation with a third party requiring such transfer and obligating the use of the transferred assets did not exist (procedures 2 and 3)		1,668,523
	To City	-
	To other parties	-
Less assets legally restricted for uses specified by debt covenants, grant restrictions, or restrictions imposed by other governments (procedure 6)		(18,749,908)
Less assets that are not cash or cash equivalents (e.g., physical assets) - (procedure 7)		(181,907,582)
Less balances that are legally restricted for the funding of an enforceable obligation (net of projected annual revenues available to fund those obligations) - (procedure 8)		(14,981,000)
Less balances needed to satisfy ROPS for the 2012-13 fiscal year (procedure 9)		-
Less the amount of payments made on July 12, 2012 to the County Auditor-Controller as directed by the California Department of Finance		-
Amount to be remitted to county for disbursement to taxing entities	\$	<u>(1,978,853) a</u>

a) Amount to be remitted to County for disbursement to taxing entities is zero. Projects to be funded with reserves exceed reserves available.



City of Fontana

CALIFORNIA

October 31, 2012

Lance, Soll & Lunghard, LLP
 Certified Public Accountants
 203 North Brea Boulevard, Suite 203
 Brea, CA 92821-4056

We are providing this letter in connection with your performance of the Due Diligence Review of the Other Redevelopment Agency Funds in accordance with Assembly Bill 1484 for the Successor Agency of the former Fontana Redevelopment Agency. We confirm that we are responsible for the complete and fair presentation of the previously mentioned review in conformity with the listed procedures of the Assembly Bill 1484 Due Diligence Review as published by the State Department of Finance on August 27, 2012. We are also responsible for adopting sound accounting policies, establishing and maintaining effective internal control over financial reporting, and preventing and detecting fraud.

We confirm, to the best of our knowledge and belief, as of the date of this letter, the following representations made to you during your review:

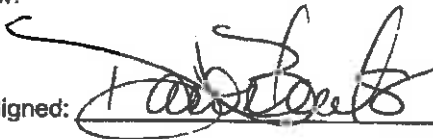
1. We have made available to you:
 - a. In accordance with 34179.5(c)(1), the dollar value of all assets transferred from the former redevelopment agency to the successor agency on or about February 1, 2012.
 - b. In accordance with 34179.5(c)(2), the dollar value of all assets and cash and cash equivalents transferred after January 1, 2011, through June 30, 2012, by the redevelopment agency or the successor agency to the city, county, or city and county that formed the redevelopment agency and the purpose of each transfer. We have also provided the documentation of any enforceable obligation that required the transfer.
 - c. In accordance with 34179.5(c)(3), the dollar value of any cash or cash equivalents transferred after January 1, 2011, through June 30, 2012, by the redevelopment agency or the successor agency to any other public agency or private party and the purpose of each transfer. We have also provided documentation of any enforceable obligation that required the transfer.
 - d. In accordance with 34179.5(c)(4), the expenditure and revenue accounting information and have identified transfers and funding sources for the 2010–11 and 2011–12 fiscal years that reconciles balances, assets, and liabilities of the successor agency on June 30, 2012 to those reported to the Controller for the 2009–10 fiscal year.
 - e. In accordance with 34179.5(c)(5), a listing of all assets of the Low and Moderate Income Housing Fund as of June 30, 2012 for the report that is due October 1, 2012 and a listing of all assets of all other funds of the Successor Agency as of June 30, 2012 (excluding the previously reported assets of the Low and Moderate Income Housing Fund) for the report that is due December 15, 2012.



- f. In accordance with 34179.5(c)(5)(B), an itemized statement listing any amounts that are legally restricted as to purpose and cannot be provided to taxing entities. This could include the proceeds of any bonds, grant funds, or funds provided by other governmental entities that place conditions on their use.
 - g. In accordance with 34179.5(c)(5)(C), an itemized statement of the values of any assets that are not cash or cash equivalents. This may include physical assets, land, records, and equipment. For the purpose of this accounting, physical assets may be valued at purchase cost or at any recently estimated market value.
 - h. In accordance with 34179.5(c)(5)(D), an itemized listing of any current balances that are legally or contractually dedicated or restricted for the funding of an enforceable obligation that identifies the nature of the dedication or restriction and the specific enforceable obligation. In addition, we have provided a listing of all approved enforceable obligations that includes a projection of annual spending requirements to satisfy each obligation and a projection of annual revenues available to fund those requirements.
 - i. In accordance with 34179.5(c)(5)(E), an itemized list and analysis of any amounts of current balances that are needed to satisfy obligations that will be placed on the Recognized Obligation Payment Schedules for the current fiscal year.
2. There are no material transactions that have not been properly recorded in the accounting records underlying this Due Diligence Review.
 3. Management is not aware of any transfers (as defined by Section 34179.5) from either the former Redevelopment Agency or the Successor Agency to the City, other agencies or private parties for the period January 1, 2011 through June 30, 2012 that have not been identified in this report and related exhibits.
 4. We acknowledge our responsibility for the design and implementation of programs and controls to prevent and detect fraud.
 5. We have no knowledge of any fraud or suspected fraud affecting this Due Diligence Review involving:
 - a. Management,
 - b. Employees who have significant roles in internal control, or
 - c. Others where the fraud could have a material effect on this Due Diligence Review.
 6. We have no knowledge of any allegations of fraud or suspected fraud affecting the entity received in communications from employees, former employees, analysts, regulators, or others.
 7. When applicable, we have taken timely and appropriate steps to remedy fraud, illegal acts, violations of provisions of contracts or grant agreements, or abuse that you have reported to us.
 8. We have identified to you any previous audits, attestation engagements, performance audits, state controller reports or other studies related to the objectives of this Due Diligence Review and whether related recommendations have been implemented.
 9. The Successor Agency of the former Fontana Redevelopment Agency has no plans or intentions that may materially affect the carrying value or classification of assets, liabilities, or fund equity.
 10. We are responsible for compliance with the laws, regulations, provisions of contracts and grant agreements applicable to us, and all provisions related to the dissolution of the Redevelopment Agency in accordance with AB 1X 26 and AB 1484.

11. There are no known violations of:
- a. Laws and regulations,
 - b. Provisions of contracts and grant agreements,
 - c. Provisions related to the dissolution of the Redevelopment Agency in AB 1X 26 and AB 1484 whose effects should be considered for disclosure in this Due Diligence Review.
12. All bank accounts and investments associated with this review have been properly reflected in the general ledger accounting records.
13. No events, including instances of noncompliance, have occurred subsequent to the performance of this Due Diligence Review and through the date of this letter that would require adjustment to or disclosure in the aforementioned Due Diligence Review.

Signed:  _____

Signed:  _____

Title: Management Services Director

Title: Accounting Manager