STATE CONTROLLER'S OFFICE
ASSET TRANSFER ASSESSMENT
ASSEMBLY BILL X1 26

FORMER REDEVELOPMENT AGENCY NAME City of Campbell Redevelopment Agency
11-DIGIT ID # 13984313300
SUCCESSOR AGENCY City of Campbell
DATE PREPARED #######
CONTACT NAME Jesse Takahashi PHONE 866-2113 TITLE Director of Finance
E-MAIL ADDRESS jesset@cityofcampbell.com

A	B		C			D		E
			IF THE ASSET WAS TRANSFERRED TO A CITY, COUNTY, OR OTHER PUBLIC AGENCY BETWEEN JANUARY 1, 2011 AND JANUARY 31, 2012 (EXCLUDE HOUSING ASSETS):			WAS THE ASSET CONTRACTUALLY COMMITTED OR ENCUMBERED TO A THIRD PARTY AFTER JUNE 29, 2011?		WAS THE TRANSFER REVERSED?
ASSET DESCRIPTION	PURPOSE OF TRANSFER	DATE OF TRANSFER	TRANSFER FROM	TRANSFER TO	AMOUNT	YES/NO	IF YES, DATE	YES/NO
FUND 223 Housing Fund								
CASH	Operating Expenses	6/30/2011	F223	F101	19,185			
	Salaries/Wages/Support	6/30/2011	F223	F101	5,084			
		6/30/2011	F223	F101	4,340			
		6/30/2011	F223	F101	12,361			
		6/30/2011	F223	F101	11,959			
		6/30/2011	F223	F101	8,672			
	Operating Expenses	6/30/2011	F223	F208	3,826			
	Salaries/Wages/Support	6/30/2011	F223	F208	26,600			
		6/30/2011	F223	F208	6,000			
	Operating Expenses	1/31/2012	F223	F101	7,211			
	Salaries/Wages/Support	1/31/2012	F223	F101	11,191			
		1/31/2012	F223	F101	2,532			
		1/31/2012	F223	F101	6,976			
		1/31/2012	F223	F101	2,966			
		1/31/2012	F223	F208	12,733			
		1/31/2012	F223	F208	5,059			
LAND HELD FOR RESALE	LAND SOLD TO SUMMERHILL							
	PER TERMS OF DDA	9/6/2011	F223	Summerhill Homes Per DDA	4,507,150			

Attachment 1

STATE CONTROLLER'S OFFICE
ASSET TRANSFER ASSESSMENT
ASSEMBLY BILL X1 26

FORMER REDEVELOPMENT AGENCY NAME: City of Campbell Redevelopment Agency
11-DIGIT ID #: 13984313300
SUCCESSOR AGENCY: City of Campbell
DATE PREPARED: ########
CONTACT NAME: Jesse Takahashi PHONE: 866-2113 TITLE: Director of Finance
E-MAIL ADDRESS: jesset@cityofcampbell.com

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ASSET DESCRIPTION	PURPOSE OF TRANSFER	DATE OF TRANSFER	TRANSFER FROM	TRANSFER TO	AMOUNT	YES/NO	IF YES, DATE	YES/NO
FUND 364 Debt Service Fund								
CASH								
	Operating Expenses CMLD	6/30/2011	F364	F207	95,000			
	Operating Expenses Sal/Benefit	6/30/2011	F364	F101	27,572			
	Community Center Debt							
	Service Agreement	6/30/2011	F364	F366	400,000			
	Operating Expenses	6/30/2011	F364	F434	666,697			
	SERAF Payment	5/16/2011	F364	Santa Clara County	431,363			
	Operating Expenses Sal/Benefit	1/31/2012	F364	F434	234,692			
	Community Center Debt							
	Service Agreement	1/31/2012	F364	F434	233,333			
	Operating Expenses CMLD	1/31/2012	F364	F207	47,500			

STATE CONTROLLER'S OFFICE
ASSET TRANSFER ASSESSMENT
ASSEMBLY BILL X1 26

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SUCCESSOR AGENCY City of Campbell
CONTACT NAME Jesse Takahashi PHONE 866-2113 TITLE Director of Finance

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ASSET DESCRIPTION	PURPOSE OF TRANSFER	DATE OF TRANSFER	TRANSFER FROM	TRANSFER TO	AMOUNT	YES/NO	IF YES, DATE	YES/NO
FUND 434 Admin and Capital								
CASH	Operating Expenses Sal/Benefits	6/30/2011	F434	F101	20,340			
	Operating Expenses Sal/Benefits	6/30/2011	F434	F101	1,860			
	Operating Expenses Sal/Benefits	6/30/2011	F434	F101	35,559			
	Operating Expenses Sal/Benefits	6/30/2011	F434	F101	51,169			
	Operating Expenses Sal/Benefits	6/30/2011	F434	F101	49,448			
	Operating Expenses Sal/Benefits	6/30/2011	F434	F101	17,360			
	Operating Expenses Sal/Benefits	6/30/2011	F434	F101	34,686			
	Capital Expenditures	6/30/2011	F434	F435	147,652			
	Operating Expenses Sal/Benefits	1/31/2012	F434	F101	11,865			
	Operating Expenses Sal/Benefits	1/31/2012	F434	F101	20,234			
	Operating Expenses Sal/Benefits	1/31/2012	F434	F101	29,849			
	Operating Expenses Sal/Benefits	1/31/2012	F434	F101	10,127			
	Operating Expenses Sal/Benefits	1/31/2012	F434	F101	28,845			
	Operating Expenses Sal/Benefits	1/31/2012	F434	F101	20,743			
	Operating Expenses Sal/Benefits	1/31/2012	F434	F101	1,085			

STATE CONTROLLER'S OFFICE
ASSET TRANSFER ASSESSMENT
ASSEMBLY BILL X1 26

FORMER REDEVELOPMENT AGENCY NAME City of Campbell Redevelopment Agency
SUCCESSOR AGENCY City of Campbell
CONTACT NAME Jesse Takahashi PHONE 866-2113 TITLE Director of Finance

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ASSET DESCRIPTION	PURPOSE OF TRANSFER	DATE OF TRANSFER	TRANSFER FROM	TRANSFER TO	AMOUNT	YES/NO	IF YES, DATE	YES/NO
FUND 437 2002 TABs								
CASH	Capital Project Expenses		F437	F435				
	Project 0127 Orchard City Hall	6/30/2011			2,185,009			
	Project 0912 ECA Streetscape P	6/30/2011			68,464			
	Project 10KK Winchester Improv	6/30/2011			127,626			
	Capital Project Expenses		F437	F435				
	Project 0912 ECA Streetscape P	1/31/2012			67,005			

DEPARTMENT OF FINANCE

EDMUND G. BROWN JR. • GOVERNOR
915 L STREET ■ SACRAMENTO CA ■ 95814-3706 ■ WWW.DOF.CA.GOV

May 25, 2012

Jesse Takahashi, Director of Finance
City of Campbell City Hall
70 North First Street
Campbell, CA 95008

Dear Mr. Takahashi:

Subject: Recognized Obligation Payment Schedule Approval Letter

Pursuant to Health and Safety Code (HSC) section 34177 (l) (2) (C), the City of Campbell Successor Agency submitted Recognized Obligation Payment Schedules (ROPS) to the California Department of Finance (Finance) on April 16, 2012 for period of the January to June 2012 and on May 16, 2012 for the period July to December 2012. Finance is assuming appropriate oversight board approval.

Finance completed its review of your ROPS, which included obtaining clarification for various items. The items listed in both ROPS are approved *except* for the following reported on the July to December 2012 ROPS:

- Form A, line 5 for Debt service in the amount of $400,000. This reimbursement of City debt service was added after the ROPS was certified by the County Auditor-Controller; therefore, Finance cannot approve the line as an Enforceable Obligation.

- Form B, line 1 totals $200,000 is unencumbered bond proceeds with no signed contract or certification from the County Auditor-Controller. HSC Section 34163 (b) prohibits a redevelopment agency from entering into a contract with any entities after June 27, 2011.

This is our determination with respect to any items funded from the Redevelopment Property Tax Trust Fund (RPTTF) for the June 1, 2012 property tax allocations. If your oversight board disagrees with our determination with respect to any items not funded with property tax, any future resolution of the disputed issue may be accommodated by amending the ROPS for the appropriate time period. Items not questioned during this review are subject to a subsequent review, if they are included on a future ROPS. If an item included on a future ROPS is not an enforceable obligation, Finance reserves the right to remove that item from the future ROPS, even if it was not removed from the preceding ROPS.

Please refer to Exhibit 12 at http://www.dof.ca.gov/assembly_bills_26-27/view.php for the amount of RPTTF that was approved by Finance based on the schedule submitted.

As you are aware the amount of available RPTTF is the same as the property tax increment that was available prior to ABx1 26. This amount is not and never was an unlimited funding source. Therefore as a practical matter, the ability to fund the items on the ROPS with property tax is limited to the amount of funding available in the RPTTF.

Please direct inquiries Jennifer Whitaker or Robert Scott at (916) 322-2985.

Sincerely,

MARK HILL
Program Budget Manager

cc: Ms. Irene Lui, Auditor-Controller, Santa Clara County

Reconciliation of Funds

30-Jun-11

	Fund 223	Fund 364	Fund 434	Fund 437	
Cash and Investments-Unrestricted	4,559,802	6,310,698	45,951	187,060	11,103,511
Other Unrestricted Investments	0	0	0	0	0
Cash and Investments-Restricted	0	2,071,035	0	0	2,071,035
Receivables - Taxes	4,655	18,618	0	0	23,273
Receivables - Notes and Loans	3,137,102	0	0	0	3,137,102
Due from the City of Campbell*	21,917	34,357	37	5,941	62,252
Land Held for Resale	5,440,223	0	0	0	5,440,223
Capital Assets Net of Accum. Depreciation					0
Total	**13,163,699**	**8,434,708**	**45,988**	**193,001**	**21,837,396**

31-Jan-12

		Fund 223	Fund 364	Fund 434	Fund 437	
1001	Cash and Investments-Unrestricted *1	6,400,132	4,379,298	0	120,056	11,009,539
1032	Cash and Investments-Restricted	0	2,071,035	0	0	2,071,035
1120	Receivables - Taxes	0	0	0	0	0
1052	Receivables - Homebuyer loan	1,432,500	0	0	0	1,432,500
1114	Receivables - Accounts	2,395,292	0	0	0	2,395,292
1152	Receivables - Rehab Loan	1,683,602	0	0	0	1,683,602
1250	Due from other funds	8,476	13,287	14	2,297	24,074
1440	Land Held for Resale	933,073	0	0	0	933,073
	Capital Assets Net of Accum. Depreciation					0
	Total	**12,853,075**	**6,463,620**	**14**	**122,353**	**19,549,115**
	Attachments	A1, A6	A2	A3	A4	

*1 Includes unrestricted cash from the Housing Fund payroll cash of -$63,406.49 and -$120,968 from the RDA Capital projects Fund and other unrestricted investments of $110,053 from the RDA Debt Service Fund.

Attachment 3

SELECTION CRITERIA: genledgr.fund='223'
ACCOUNTING PERIOD: 7/12

FUND - 223 - 20% HOUSING FUND

ACCOUNT	- - - - - TITLE - - - - -	DEBITS	CREDITS
1001	CASH	6,463,538.75	
TOTAL CASH & INVESTMENTS		6,463,538.75	.00
1020	PAYROLL CASH		63,406.49
TOTAL CASH		.00	63,406.49
1033	INVESTMENTS	.00	
1052	HOMEBUYER LOAN RECEIVABLE	1,432,500.00	
TOTAL CASH & INVESTMENTS		1,432,500.00	.00
1114	ACCOUNTS RECEIVABLE	2,395,292.00	
TOTAL RECEIVABLES		2,395,292.00	.00
1120	TAXES RECEIVABLE - DEL.	.00	
TOTAL RECEIVABLES		.00	.00
1123	ACCRUED INTEREST INCOME	.00	
1152	REHAB LOAN RECEIVABLE	1,683,601.83	
TOTAL RECEIVABLES		1,683,601.83	.00
1250	DUE FROM OTHER FUNDS	8,476.00	
TOTAL DUE FROM OTHER FUNDS		8,476.00	.00
1327	ADVANCED TO OTHER FUNDS	.00	
TOTAL ADVANCE TO OTHER FUNDS		.00	.00
1425	PREPAID EXPENSES	.00	
1460	LAND HELD FOR RESALE	933,073.35	
TOTAL PREPAID CHARGES		933,073.35	.00
TOTAL ASSETS		12,916,481.93	63,406.49
2100	ACCOUNTS PAYABLE		.00
TOTAL ACCOUNTS PAYABLE		.00	.00
2223	SALES/USE TAX PAYABLE		.00
TOTAL OTHER PAYABLES		.00	.00
2304	PAYROLL PAYABLE		.00
2305	ACCRUED PAYROLL		.00
2306	ACCRUED VAC & SICK LEAVE		.00
2322	VISION PLAN PAYABLE		.00
2365	HEALTH INS & 125 PAYABLE		.00
TOTAL ACCRUED PAYROLL ACCOUNTS		.00	.00
2400	DUE TO OTHER FUNDS		.00

Attachment A1.0

SELECTION CRITERIA: genledgr.fund='223'
ACCOUNTING PERIOD: 7/12

FUND - 223 - 20% HOUSING FUND

ACCOUNT - - - - - TITLE - - - - -	DEBITS	CREDITS
TOTAL DUE TO OTHER FUNDS	.00	.00
2501 DEFERRED REVENUES		2,395,292.00
TOTAL DEFERRED REVENUES	.00	2,395,292.00
TOTAL LIABILITIES	.00	2,395,292.00
TOTAL CONTROL ACCOUNTS	.00	4,229,572.05
TOTAL APPROPRIATIONS	4,622,275.49	1,930,067.25
3531 RES FOR ENCUM PRIOR YEAR		.00
3532 RES FOR PREPAID EXPEND		.00
3533 RES FOR LT VAC & SICK LV		.00
3534 RES FOR ADVANCE RECVBL		.00
3535 RES FOR LOANS RECEIVABLE		3,137,101.83
TOTAL FUND BALANCE - RESERVED	.00	3,141,750.67
3648 DES FOR TEETER PLAN ELIM		.00
3656 DES FOR PARKS		.00
3664 DES FOR GASB 31 VALUATION		.00
TOTAL FB - UNRSRVD/DESIGNATED	.00	.00
3799 UNAPPROP FUND BALANCE/RE		5,620,677.46
TOTAL FB - UNRSRVD/UNDESIGNATED	.00	5,778,668.96
TOTAL EQUITIES	4,622,275.49	15,080,058.93
TOTAL 20% HOUSING FUND	17,538,757.42	17,538,757.42
TOTAL REPORT	17,538,757.42	17,538,757.42

CITY OF CAMPBELL
PRINT BALANCE SHEETS BY FUND

SELECTION CRITERIA: genledgr.fund='364'
ACCOUNTING PERIOD: 7/12

FUND - 364 - DEBT SERVICE FUND - RDA

ACCOUNT	- - - - - TITLE - - - - -	DEBITS	CREDITS
1001	CASH	4,379,298.25	
1032	RESERVED INVESTMENTS	1,960,981.90	
1033	INVESTMENTS	.00	
1034	OTHER INVESTMENTS	110,053.03	
TOTAL CASH & INVESTMENTS		6,450,333.18	.00
1114	ACCOUNTS RECEIVABLE	.00	
TOTAL RECEIVABLES		.00	.00
1120	TAXES RECEIVABLE - DEL.	.00	
TOTAL RECEIVABLES		.00	.00
1123	ACCRUED INTEREST INCOME	.00	
TOTAL RECEIVABLES		.00	.00
1250	DUE FROM OTHER FUNDS	13,286.57	
TOTAL DUE FROM OTHER FUNDS		13,286.57	.00
1431	PREPAID INTEREST	.00	
TOTAL PREPAID CHARGES		.00	.00
TOTAL ASSETS		6,463,619.75	.00
2100	ACCOUNTS PAYABLE		.00
TOTAL ACCOUNTS PAYABLE		.00	.00
2200	PAYROLL WITHHOLDING		.00
TOTAL PAYROLL WITHHOLDING		.00	.00
2400	DUE TO OTHER FUNDS		.00
TOTAL DUE TO OTHER FUNDS		.00	.00
2721	INTEREST PAYABLE-CURRENT		.00
TOTAL BONDS & INTEREST PAYABLE		.00	.00
2827	ADVANCED FROM OTHER FUNDS		7,745,940.00
TOTAL ADVANCE PAYABLE		.00	7,745,940.00
TOTAL LIABILITIES		.00	7,745,940.00
TOTAL CONTROL ACCOUNTS		.00	399,733.05
TOTAL APPROPRIATIONS		9,651,619.55	9,717,609.80
3531	RES FOR ENCUM PRIOR YEAR		.00

SELECTION CRITERIA: genledgr.fund='364'
ACCOUNTING PERIOD: 7/12

FUND - 364 - DEBT SERVICE FUND - RDA

ACCOUNT - - - - - TITLE - - - - -	DEBITS	CREDITS
3554 RES FOR TAB DEBT SVC		2,045,531.78
TOTAL FUND BALANCE - RESERVED	.00	2,045,531.78
3645 DES FOR DEBT SERVICE		.00
3647 DES FOR REPMT OF ERAF CON		.00
3648 DES FOR TEETER PLAN ELIM		.00
3649 DES FOR NEW COP		.00
3656 DES FOR PARKS		.00
3658 DES FOR STORM DRAIN FEES		.00
3664 DES FOR GASB 31 VALUATION		.00
TOTAL FB - UNRSRVD/DESIGNATED	.00	.00
3799 UNAPPROP FUND BALANCE/RE	3,793,575.33	
TOTAL FB - UNRSRVD/UNDESIGNATED	3,793,575.33	.00
TOTAL EQUITIES	13,445,194.88	12,162,874.63
TOTAL DEBT SERVICE FUND - RDA	19,908,814.63	19,908,814.63
TOTAL REPORT	19,908,814.63	19,908,814.63

CITY OF CAMPBELL
PRINT BALANCE SHEETS BY FUND

SELECTION CRITERIA: genledgr.fund='434'
ACCOUNTING PERIOD: 7/12

FUND - 434 - RDA ADMIN/CAP PROJ FUND

ACCOUNT	- - - - - TITLE - - - - -	DEBITS	CREDITS
1001	CASH	120,968.32	
TOTAL CASH & INVESTMENTS		120,968.32	.00
1020	PAYROLL CASH		120,968.32
TOTAL CASH		.00	120,968.32
1033	INVESTMENTS	.00	
1052	HOMEBUYER LOAN RECEIVABLE	.00	
TOTAL CASH & INVESTMENTS		.00	.00
1114	ACCOUNTS RECEIVABLE	.00	
1118	MISCELLANEOUS RECEIVABLES	.00	
1123	ACCRUED INTEREST INCOME	.00	
1150	LOAN RECEIVABLE	.00	
TOTAL RECEIVABLES		.00	.00
1250	DUE FROM OTHER FUNDS	14.37	
TOTAL DUE FROM OTHER FUNDS		14.37	.00
1425	PREPAID EXPENSES	.00	
1440	LAND HELD FOR RESALE	.00	
TOTAL PREPAID CHARGES		.00	.00
TOTAL ASSETS		120,982.69	120,968.32
2100	ACCOUNTS PAYABLE		.00
TOTAL ACCOUNTS PAYABLE		.00	.00
2200	PAYROLL WITHHOLDING		.00
TOTAL PAYROLL WITHHOLDING		.00	.00
2203	REFUNDABLE DEPOSITS		.00
2223	SALES/USE TAX PAYABLE		.00
TOTAL OTHER PAYABLES		.00	.00
2304	PAYROLL PAYABLE		.00
2305	ACCRUED PAYROLL		.00
2306	ACCRUED VAC & SICK LEAVE	.01	
2322	VISION PLAN PAYABLE		.00
2365	HEALTH INS & 125 PAYABLE		.00
TOTAL ACCRUED PAYROLL ACCOUNTS		.01	.00
2400	DUE TO OTHER FUNDS		.00
TOTAL DUE TO OTHER FUNDS		.00	.00
2501	DEFERRED REVENUES		.00

Attachment A3.0

SELECTION CRITERIA: genledgr.fund='434'
ACCOUNTING PERIOD: 7/12

FUND - 434 - RDA ADMIN/CAP PROJ FUND

ACCOUNT - - - - - TITLE - - - - -	DEBITS	CREDITS
TOTAL DEFERRED REVENUES	.00	.00
2721 INTEREST PAYABLE-CURRENT		.00
TOTAL BONDS & INTEREST PAYABLE	.00	.00
TOTAL LIABILITIES	.01	.00
TOTAL CONTROL ACCOUNTS	1,945,624.67	.00
TOTAL APPROPRIATIONS	790,371.64	743,595.07
3531 RES FOR ENCUM PRIOR YEAR		.00
3533 RES FOR LT VAC & SICK LV		32,930.44
3535 RES FOR LOANS RECEIVABLE		.00
TOTAL FUND BALANCE - RESERVED	.00	46,790.94
3656 DES FOR PARKS		.00
3664 DES FOR GASB 31 VALUATION		.00
TOTAL FB - UNRSRVD/DESIGNATED	.00	.00
3799 UNAPPROP FUND BALANCE/RE		1,955,983.68
TOTAL FB - UNRSRVD/UNDESIGNATED	10,359.00	1,955,983.68
TOTAL EQUITIES	2,746,355.31	2,746,369.69
TOTAL RDA ADMIN/CAP PROJ FUND	2,867,338.01	2,867,338.01
TOTAL REPORT	2,867,338.01	2,867,338.01

SELECTION CRITERIA: genledgr.fund='437'
ACCOUNTING PERIOD: 7/12

FUND - 437 - 2002 RDA TAB PROJECTS

ACCOUNT	- - - - - TITLE - - - - -	DEBITS	CREDITS
1001	CASH	120,055.54	
1032	RESERVED INVESTMENTS	.00	
1033	INVESTMENTS	.00	
1034	OTHER INVESTMENTS	.00	
TOTAL CASH & INVESTMENTS		120,055.54	.00
1114	ACCOUNTS RECEIVABLE	.00	
1123	ACCRUED INTEREST INCOME	.00	
TOTAL RECEIVABLES		.00	.00
1250	DUE FROM OTHER FUNDS	2,297.12	
TOTAL DUE FROM OTHER FUNDS		2,297.12	.00
TOTAL ASSETS		122,352.66	.00
2100	ACCOUNTS PAYABLE		.00
TOTAL ACCOUNTS PAYABLE		.00	.00
2400	DUE TO OTHER FUNDS		.00
TOTAL DUE TO OTHER FUNDS		.00	.00
2501	DEFERRED REVENUES		.00
TOTAL DEFERRED REVENUES		.00	.00
TOTAL LIABILITIES		.00	.00
TOTAL CONTROL ACCOUNTS		3,632,031.63	.00
TOTAL APPROPRIATIONS		192,651.39	107,003.00
3531	RES FOR ENCUM PRIOR YEAR		.00
TOTAL FUND BALANCE - RESERVED		.00	.00
3664	DES FOR GASB 31 VALUATION		.00
TOTAL FB - UNRSRVD/DESIGNATED		.00	.00
3799	UNAPPROP FUND BALANCE/RS		3,825,032.68
TOTAL FB - UNRSRVD/UNDESIGNATED		.00	3,840,032.68
TOTAL EQUITIES		3,824,683.02	3,947,035.68
TOTAL 2002 RDA TAB PROJECTS		3,947,035.68	3,947,035.68
TOTAL REPORT		3,947,035.68	3,947,035.68

CAMPBELL REDEVELOPMENT AGENCY

BASIC COMPONENT UNIT FINANCIAL STATEMENTS

Fiscal year ended June 30, 2011

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CAMPBELL REDEVELOPMENT AGENCY

BASIC COMPONENT UNIT FINANCIAL STATEMENTS

Fiscal year ended June 30, 2011

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BPM
BURR PILGER MAYER

60 South Market Street, Suite 800, San Jose, CA 95113
Phone 408.961.6300 Fax 408.961.6324 Email bpm@bpmcpa.com Web bpmcpa.com

INDEPENDENT AUDITORS' REPORT

Agency Board Members
Campbell Redevelopment Agency
Campbell, California

We have audited the accompanying financial statements of the governmental activities and each major fund of the Campbell Redevelopment Agency, a component unit of the City of Campbell, California, as of and for the fiscal year ended June 30, 2011, which collectively comprise the Agency's basic financial statements, as listed in the table of contents. These financial statements are the responsibility of the management of the Campbell Redevelopment Agency. Our responsibility is to express opinions on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the Campbell Redevelopment Agency as of June 30, 2011, and the respective changes in financial position for the year then ended in conformity with accounting principles generally accepted in the United States of America.

As explained further in Note 2, it is uncertain as to the future continuation of redevelopment agencies (a material component unit in the City's financial statements) in the state of California as a result of litigation initiated in response to certain legislative actions enacted by the California State Legislature.

The information identified in the accompanying table of contents as *Management's Discussion and Analysis* and *Required Supplementary Information* is not a required part of the basic financial statements, but is supplementary information required by the Governmental Accounting Standards Board. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit the information and express no opinion on it.

In accordance with *Government Auditing Standards*, we have also issued a report dated December 15, 2011 on our consideration of the Campbell Redevelopment Agency's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, grant agreements, and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance.

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Agency's financial statements as a whole. The computation of low and moderate income housing funds excess surplus are presented for purposes of additional analysis and are not a required part of the financial statements. It is the responsibility of management and was derived from and relate directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Burr Pilger Mayer, Inc.

San Jose, California
December 15, 2011

Management's Discussion and Analysis

This section of the Agency's financial statements provides a narrative introduction, overview and analysis of the Agency's financial statements that follow. The information contained herein should be considered in conjunction with the information furnished in the basic financial statements.

Fiscal Year 2010-11 Financial Highlights

The Redevelopment Agency (Agency) ended its fiscal year with net assets of $15.2 million, a decrease of 16% from the previous year. Property tax increment revenue was $6.6 million, a decrease of 8.3 % from the previous year. Highlights of the past year are as follows:

- Total Agency assets of $47.2 million exceeded its liabilities by $15.2 million. Of this amount, $13.0 million represented restricted net assets for housing set aside projects and $(3.5) million represented unrestricted net assets.

- Total Agency revenues were $6.7 million compared with total expenses of $9.6 million resulting in a decrease in net assets for the fiscal year of $2.9 million.

- Total governmental fund balances were $19.6 million at fiscal year-end, a decrease of $3.4 million from the previous year due primarily to a mandated payment of $0.4 million to the State's Supplemental Education Revenue Augmentation Fund; an increase in pass-through payments to local agencies of $1.1 million; and an increase of $1.9 million in transfers for capital projects.

Overview of the Financial Statements

This discussion and analysis are intended to serve as an introduction to the Agency's basic financial statements that are comprised of three components: 1) government-wide financial statements, 2) fund financial statements, and 3) notes to the financial statements. This report also contains other supplemental information in addition to the basic financial statements themselves.

Agency-wide financial statements—These statements are designed to provide readers with a broad overview of the Agency's finances, in a manner similar to a private-sector business. They consist of the *statement of net assets* and *statement of activities.* The statements are reported on the full accrual basis of accounting and eliminate material duplicate activity between Agency funds.

The statement of net assets presents information on all of the Agency's assets and liabilities, including capital assets and long-term debt, with the difference between the two reported as net assets. Over time, increases or decreases in net assets may serve as a useful indicator of whether the financial position of the Agency is improving or deteriorating.

The statement of activities presents information showing how the Agency's net assets changed during the most recent fiscal year. It encompasses all revenues and expenses and reports them based on when they are earned or incurred, respectively, rather than the timing of the related cash flows.

The Agency has only *governmental* activities that are primarily supported through property tax revenue.

Fund financial statements—The Agency uses fund accounting on a day-to-day basis to ensure and demonstrate compliance with finance-related legal requirements. These statements focus on more short-term reporting related to current revenues, expenditures and fund balances. They do not include capital assets or long-term liabilities. The Agency's funds are all categorized as *governmental fund.*

Governmental funds are used to account for essentially the same functions reported as governmental activities in the Agency-wide financial statements. However, unlike the Agency-wide financial statements, governmental fund financial statements focus on inflows and outflows of spendable resources as well as on balances of spendable resources available at the end of the fiscal year. Such information may be useful in evaluating the Agency's near-term financing requirements.

Because the focus of governmental funds is narrower than that of the Agency-wide statements, it is useful to compare the information presented for governmental funds with similar information presented for governmental activities in the Agency-wide financial statements. By doing so, a better understanding may result of the long-term impact of the Agency's near-term financing decisions. Both the governmental fund balance sheet and the governmental fund statement of revenues, expenditures, and changes in fund balances provide a reconciliation to facilitate this comparison between governmental funds and governmental activities.

The Agency maintains four individual governmental funds. Information for the Special Revenue, Debt Service, Capital Projects and 2002 TAB Capital Projects funds is presented separately in the fund financial statements as they are considered *major* funds of the Agency.

A budgetary comparison statement has been provided for the special revenue fund to demonstrate compliance with budget.

Notes to financial statements—These notes provide additional information that is essential to a full understanding of the data provided in the Agency-wide and fund financial statements. They can be found immediately following the financial statements.

Other information—In addition to the basic financial statements and accompanying notes, this report also presents certain supplemental information in the form of budget and actual schedules for major governmental funds other than the special revenue fund.

Agency-wide Financial Analysis

This analysis focuses on the net assets and changes in net assets at the Agency-wide level as presented in the statement of net assets and statement of activities. Net assets for the Agency as of June 30 are summarized below and an analysis follows:

Governmental Net Assets
(millions)

	2011	2010
Cash & investments	$ 13.2	$ 18.0
Capital assets, net	25.3	26.2
Other assets	8.7	6.7
Total assets	**$47.2**	**$50.9**
Long term debt	29.5	30.8
Other liabilities	2.5	2.0
Total liabilities	**32.0**	**32.8**
Net assets:		
Invested in capital assets, net of debt	5.7	5.7
Restricted	13.0	11.9
Unrestricted	(3.5)	0.5
Total net assets	**$15.2**	**$18.1**

Net assets decreased by $2.9 million from the previous year to $15.2 million at June 30, 2011 comprised of the following elements:

- Cash and investments decreased $4.8 million from the previous year due primarily to a State mandated Supplemental Educational Revenue Augmentation Fund payment of $0.4 million; increases in pass-through payments of $1.1 million; additional land purchases of $1.9 million; transfers to capital projects of $1.9 million and a reduction in revenue of $0.6 million.

- Capital assets, net of depreciation charges, decreased by $0.9 million, due to annual depreciation expense.

- Other assets increased by a net amount of $2.0 million from the previous year due primarily to land purchases in the amount of $1.9 million.

- Long-term debt decreased $1.3 million due to repayment of outstanding debt.

- Invested in capital assets net of related debt was virtually unchanged as net reductions of $0.9 million in capital assets through depreciation and $0.2 in restricted cash were equal to the net debt reduction of $1.1 million.

- Restricted net assets increased $1.1 million due primarily to revenue receipts. Unrestricted assets decreased $4.0 million due primarily to the $0.4 million State mandated payment to the SERAF; reduced revenues of $0.3 million; and $3.3 million in transfers for capital projects.

Below is a summary of the components that resulted in the change to net assets.

Changes in Governmental Net Assets
(millions)

	2011	2010
Revenues:		
Program revenues:		
Charges for services	$ 0.0	$ 0.1
Operating grants and contributions	0.0	0.2
General revenues:		
Tax increment	$6.6	7.2
Other	0.1	0.1
Total revenues	6.7	7.6
Expenses:		
Housing	$3.3	0.6
Redevelopment	4.4	3.5
SERAF Payment	0.4	2.1
Interest on long term debt	1.5	1.6
Total expenses	9.6	7.8
Change in net assets	**$ (2.9)**	**$(0.2)**

Net assets decreased by $2.9 million from the previous year comprised of the following:

- Tax increment revenue decreased $0.6 million due to decreases in assessed values in the project area.
- Total Agency expenses increased $1.8 million from the previous year consisting of $2.7 million in capital expenditures for a 40-unit low income housing project and $0.7 million in transfers for other capital projects offset by a reduction in the State mandated SERAF payment of $1.7 million from the prior year.

Financial Analysis of Fund Financial Statements

Total governmental fund balances were $19.6 million, a decrease of $3.4 million from the previous year. The decrease is attributable to decreased tax increment revenue ($0.6 million), lower investment income ($0.2 million), and increased expenditures of $1.1 million in pass-through payments and $2.2 million in additional capital project transfers. Offsetting these increases was a $1.7 million reduction in the State mandated SERAF payment. Excluding transfers to the City of Campbell of $4.0 million, there was a $0.2 million deficiency of revenues under expenses, compared to the prior year where revenues were lower than expenses by $0.5 million.

Governmental fund revenues, excluding transfers, were $6.7 million, down $0.9 million from the previous year. This was due to lower tax increment revenue resulting from decreases in the assessed valuation of properties in the project area and lower investment income due to the low interest rate environment.

Total expenditures for governmental funds were $7.0 million, a decrease of $1.1 million from the previous year. This was attributable to a decrease of $1.7 million in the State Supplemental Educational Revenue Augmentation Fund but was offset by higher pass-through payments to other agencies of $1.1 million. Transfers were up $2.2 million due to higher capital projects fund expenditures.

Analysis of Major Governmental Funds

Special Revenue Fund

Fund balance increased by approximately $1.1 million from the previous year due to annual receipt of property tax revenue of which the majority was reserved for future housing projects. A portion of the $5.3 million in unreserved fund balance in the prior year was used to purchase additional land for a 40-unit housing project with a non-profit affordable housing developer and three below market rate housing units. A portion of the Restricted Fund balance of $4.5 million in the current year is earmarked for the completion of the same projects. The development agreement, suspended in the prior year, was transferred to a new developer and financing terms were re-negotiated.

Debt Service Fund

Fund balance at year-end was $6.4 million, a decrease of $2.1 million. This change was the result of a decrease in property tax increment of $0.5 million combined with the decrease in expenditures of $1.7 million related to the State mandated SERAF payment but offset by an increase in pass-through payments to local agencies of $1.1 million and additional transfers of $0.7 million for capital projects.

Capital Projects Fund

Capital outlay expenditures of $148 thousand were incurred for the Orchard City Banquet Hall project.

2002 TAB Capital Projects Fund

The fund had $2.2 million in transfers for the Orchard City Banquet Hall project, $128K for the Winchester Improvement Project and $68K for East Campbell Avenue.

Capital Assets

The Agency had the following net capital assets as of June 30:

Capital Assets
(millions)

	2011	2010
Land	$ 4.0	$ 4.0
Construction in progress	2.2	2.5
Building & improvements	16.5	16.4
Other improvements	8.8	8.6
Less: accumulated depreciation	(6.2)	(5.3)
Net capital assets	**$ 25.3**	**$ 26.2**

The net decrease in capital assets is attributable to the current year charges for depreciation. Additional detail on capital assets activity can by found in Note 6 in the notes to financial statements.

Debt Administration

The Agency had the following outstanding debt (in millions) at June 30:

	2011	2010
2002 Tax Allocation Bonds	$10.2	11.0
2005 Tax Allocation Bonds	$11.6	11.7
Total debt	**$ 21.8**	**$ 22.7**

Additional detail regarding the Agency's long-term debt can be found at Note 7 in the notes to financial statements.

Requests for Information

This financial report is designed to provide a general overview of the Campbell Redevelopment Agency finances for residents, taxpayers, investors, creditors and any other interested parties. Questions about this report can be directed to the Agency's Finance Department at 70 North First Street, Campbell, California 95008.

STATEMENTS OF NET ASSETS AND ACTIVITIES

The Statement of Net Assets and the Statement of Activities summarize the entire Agency's financial position and financial activities. They are prepared on the same basis as is used by most businesses, which means they include all the Agency's assets and all its liabilities, as well as all its revenues and expenses. This is known as the full accrual basis – the effect of all the Agency's transactions is taken into account, regardless of whether or when cash changes hands. All material internal transactions between Agency funds have been eliminated. This differs from the modified accrual basis used in the Fund financial statements, which reflects only current assets, current liabilities, available revenues and measurable expenditures.

The Statement of Net Assets reports the difference between the Agency's total assets and the Agency's total liabilities, including all the Agency's capital assets and all its long-term debt. It focuses the reader on the composition of the Agency's net assets, by subtracting total liabilities from total assets. The Statement of Net Assets summarizes all the Agency's financial position in a single column.

The format of the Statement of Activities presents the Agency's expenses that are listed by program first. Program revenues – that is, revenues which are generated directly by these programs – are then deducted from program expenses to arrive at the net expense of each program. The Agency's general revenues are then listed and the Change in Net Assets is computed and reconciled with the Statement of Net Assets.

CAMPBELL REDEVELOPMENT AGENCY

STATEMENTS OF NET ASSETS

June 30, 2011

	Governmental Activities
Assets:	
Cash and investments (Note 3)	$ 11,103,511
Restricted cash and investments (Note 3)	2,071,035
Receivables:	
Taxes	23,273
Notes and loans (Note 5)	3,137,102
Due from the City of Campbell, net	62,252
Land held for resale	5,440,223
Capital assets, net of accumulated depreciation (Note 6)	25,319,642
Total assets	$ 47,157,038
Liabilities:	
Accounts payable	$ 2,064,093
Accrued salaries and benefits	2,033
Interest payable	282,973
Deferred revenue	150,000
Advances from the City of Campbell (Note 4)	7,745,940
Long-term liabilities (Note 7):	
Due within one year	1,069,768
Due in more than one year	20,667,992
Total liabilities	31,982,799
Net assets:	
Invested in capital assets, net of related debt	5,675,677
Restricted for:	
Housing set aside projects	12,987,351
Unrestricted	(3,488,789)
Total net assets	$ 15,174,239

The accompanying notes are an integral part of these financial statements.

CAMPBELL REDEVELOPMENT AGENCY

STATEMENTS OF ACTIVITIES

Fiscal year ended June 30, 2011

	Expenses	Program Revenues: Charges for Services	Program Revenues: Operating Contributions and Grants	Program Revenues: Capital Contributions and Grants	Net Governemental Activities
Governmental activities:					
Housing	$ 3,298,925	$ 16,609	$ -	$ -	$ (3,282,316)
Redevelopment	4,342,226	-	980	-	(4,341,246)
SERAF payment	431,363	-	-	-	(431,363)
Interest and fiscal charges	1,542,946	-	-	-	(1,542,946)
Total governmental activities	$ 9,615,460	$ 16,609	$ 980	$ -	(9,597,871)
General revenues:					
Taxes:					
Tax increment					6,604,002
Investment income					85,910
Total general revenues					6,689,912
Change in net assets					(2,907,959)
Net assets at beginning of year					18,082,198
Net assets at end of year					$ 15,174,239

The accompanying notes are an integral part of these financial statements.

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Major funds are defined generally as having significant activities or balances in the current year.

Major Funds

The funds described below were determined to be Major funds by the Agency in fiscal year 2011.

Special Revenue Fund

Accounts for the twenty percent housing set aside from tax increment proceeds.

Debt Service Fund

Accounts for financial resources such as tax increment to be used for the payment of principal and interest on long-term debt.

Capital Projects Fund

Accounts for the expenditures and financing of miscellaneous capital projects.

2002 TAB Capital Projects Fund

Accounts for proceeds related to the 2002 Tax Allocation Bonds (TAB) used for the acquisition and construction of various redevelopment projects including Community Center and Heritage Theater renovations.

CAMPBELL REDEVELOPMENT AGENCY

GOVERNMENTAL FUNDS

BALANCE SHEET

JUNE 30, 2011

	Special Revenue Fund	Debt Service Fund	Capital Projects Fund	2002 TAB Capital Projects Fund	Total
Assets					
Assets:					
Cash and investments (Note 3)	$ 4,559,802	$ 6,310,698	$ 45,951	$ 187,060	$ 11,103,511
Restricted cash and investments (Note 3)	-	2,071,035	-	-	2,071,035
Receivables:					
Taxes	4,655	18,618	-	-	23,273
Notes and loans (Note 5)	3,137,102	-	-	-	3,137,102
Due from the City of Campbell	21,917	34,357	37	5,941	62,252
Land held for resale	5,440,223	-	-	-	5,440,223
Total assets	$ 13,163,699	$ 8,434,708	$ 45,988	$ 193,001	$ 21,837,396
Liabilities and Fund Balances					
Liabilities:					
Accounts payable	$ 26,348	$ 2,037,079	$ 666	$ -	$ 2,064,093
Accrued salaries and benefits	-	-	2,033	-	2,033
Deferred revenue	150,000	-	-	-	150,000
Total liabilities	176,348	2,037,079	2,699	-	2,216,126
Fund balances:					
Nonspendable	8,577,325	-	-	-	8,577,325
Restricted	4,564,457	6,397,629	43,252	187,060	11,192,398
Assigned	-	-	37	5,941	5,978
Unassigned	(154,431)	-	-	-	(154,431)
Total fund balances	12,987,351	6,397,629	43,289	193,001	19,621,270
Total liabilities and fund balances	$ 13,163,699	$ 8,434,708	$ 45,988	$ 193,001	$ 21,837,396

The accompanying notes are an integral part of these financial statements.

CAMPBELL REDEVELOPMENT AGENCY

GOVERNMENTAL FUNDS

RECONCILIATION OF FUND BALANCE TO THE STATEMENT OF NET ASSETS

JUNE 30, 2011

Fund balances of governmental funds	$	19,621,270
Amounts reported for governmental activities in the statement of net assets are different from those reported in the governmental funds because:		
Capital assets, net of depreciation, have not been included as financial resources in governmental fund activity.		25,319,642
Long term debt that has not been included in the governmental funds:		
Bonds and notes payable		(21,715,000)
Compensated absences		(22,760)
Advances from City		(7,745,940)
Accrued interest payable for the current portion of interest due on long term debt has not been reported in the governmental funds.		(282,973)
Net assets of governmental activities	$	15,174,239

The accompanying notes are an integral part of these financial statements.

CAMPBELL REDEVELOPMENT AGENCY

GOVERNMENTAL FUNDS

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES

Fiscal year ended June 30, 2011

	Special Revenue Fund	Debt Service Fund	Capital Projects Funds	2002 TAB Capital Projects Fund	Total
Revenues:					
Property taxes	$ 1,320,800	$ 5,283,202	$ -	$ -	$ 6,604,002
Investment income (loss)	30,006	56,936	(3,290)	2,258	85,910
Rents and leases	16,609	-	-	-	16,609
Miscellaneous revenues	-	-	980	-	980
Total revenues	1,367,415	5,340,138	(2,310)	2,258	6,707,501
Expenditures:					
Current:					
Low and moderate income housing	169,030	-	-	-	169,030
Redevelopment	-	115,123	275,710	-	390,833
Pass-through payments (Note 11)	-	3,119,796	-	-	3,119,796
SERAF payment (Note 11)	-	431,363	-	-	431,363
Debt service:					
Principal	-	1,015,000	-	-	1,015,000
Repayment of advances	-	273,240	-	-	273,240
Interest and fiscal charges	-	1,554,118	-	-	1,554,118
	169,030	6,508,640	275,710	-	6,953,380
Excess (deficiency) of revenues over (under) expenditures	1,198,385	(1,168,502)	(278,020)	2,258	(245,879)
Other financing sources (uses):					
Transfers to the City of Campbell (Note 4)	(98,028)	(522,572)	(358,074)	(2,383,400)	(3,362,074)
Transfers from the City of Campbell (Note 4)	-	200,000	-	-	200,000
Transfers out (Note 4)	-	(666,697)	-	-	(666,697)
Transfers in (Note 4)	-	-	666,697	-	666,697
Total other financing sources (uses)	(98,028)	(989,269)	308,623	(2,383,400)	(3,162,074)
Change in fund balances	1,100,357	(2,157,771)	30,603	(2,381,142)	(3,407,953)
Fund balances at beginning of year	11,886,994	8,555,400	12,686	2,574,143	23,029,223
Fund balances at end of year	$ 12,987,351	$ 6,397,629	$ 43,289	$ 193,001	$ 19,621,270

The accompanying notes are an integral part of these financial statements.

CAMPBELL REDEVELOPMENT AGENCY

GOVERNMENTAL FUNDS

RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES OF GOVERNMENTAL FUNDS

Fiscal year ended June 30, 2011

Changes in fund balances - total governmental funds	$	(3,407,953)
Amounts reported for governmental activities in the statement of activities is different because:		
Governmental funds report capital outlay as expenditures. However, in the statement of activities, the cost of those assets is allocated over their estimated useful lives as depreciation expense. This is the amount by which capital outlays exceeded depreciation in the current period.		
Depreciation		(877,904)
Repayment of bond principal is an expenditure in the governmental funds, but the repayment reduces long-term liabilities in the statement of net assets.		1,015,000
Repayment of Advance to City is an expenditure in the governmental funds, but the repayment reduces long-term liabilities in the statement of net assets		273,240
To record as an expense the change in compensated absences in the statement of net assets		78,486
The statement of net assets includes accrued interest on long term debt.		11,172
Changes in net assets of governmental activities	$	(2,907,959)

The accompanying notes are an integral part of these financial statements.

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1. Summary of Significant Accounting Policies

(a) General

The Campbell Redevelopment Agency was formed in 1983 to finance redevelopment projects in the City of Campbell. It is a component unit of the City and is accounted for as separate funds of the City. All members of the Agency's governing body are also members of the governing body of the City of Campbell. The Agency has no employees and all staff services are performed by City personnel. The City also provides substantial administrative support to the Agency. Costs incurred by the City to provide such services are reimbursed by the Agency.

The original Redevelopment Plan and Redevelopment Project Area were adopted in 1983. The Original Project Area contained 260 acres in and around the downtown. In 1992, the Project Area was expanded to include an additional 101 acres in the McGlincy Lane area, referred to as the "Expanded Area." The total Project Area currently contains 361 acres.

The Agency's primary source of revenue is tax increment derived from the incremental increase in assessed value occurring in the Project Area after the adoption of the Redevelopment Plan. The Agency has no power to levy and collect taxes and any legislative property tax reduction could lower the amount of tax revenues that would otherwise be available to pay the principal and interest on bonds or loans from the City. Conversely, any increase in the tax rate or assessed valuation or any elimination of present exemptions could increase the amount of tax revenues that would be available to pay principal and interest on bonds or loans from the City. The Agency is also authorized to finance the Redevelopment Plan from other sources, including assistance from the City, the State and Federal governments, interest income and the issuance of Agency debt.

(b) Basis of Accounting and Measurement Focus

The *basic financial statements* of the Agency are composed of the following:

- Government-wide financial statements
- Fund financial statements
- Notes to the basic financial statements

Government-wide Financial Statements

Government-wide financial statements display information about the reporting government as a whole. These statements include separate columns for the governmental and business-type activities of the primary government (including its blended component units), as well as its discreetly presented component units. The Campbell Redevelopment Agency has no business-type activities or discretely presented component units.

Government-wide financial statements are presented using the *economic resources measurement focus* and the *accrual basis of accounting.* Under the economic resources measurement focus, all (both current and long-term) economic resources and obligations of the reporting government are reported in the government-wide financial statements. *Basis of accounting* refers to when revenues and expenditures are recognized in the accounts and reported in the financial statements. Under the accrual basis of accounting, revenues, expenses, gains, losses, assets, and liabilities resulting from exchange and exchange-like transactions are recognized when the exchange takes place. Revenues, expenses, gains, losses, assets, and liabilities resulting from nonexchange transaction are recognized in accordance with the requirements of GASB Statement No. 33.

1. **Summary of Significant Accounting Policies,** continued

Government-wide Financial Statements, continued

Program revenues include charges for services and payments made by parties outside of the reporting government's citizenry if that money is restricted to a particular program. Program revenues are netted with program expenses in the statement of activities to present the net cost of each program.

Amounts paid to acquire capital assets are capitalized as assets in the government-wide financial statements, rather than reported as an expenditure. Issuances of long-term debt are recorded as a liability in the government-wide financial statements, rather than as an other financing source. Amounts paid to reduce long-term indebtedness of the reporting government are reported as a reduction of the related liability, rather than as an expenditure.

Fund Financial Statements

The underlying accounting system of the Agency is organized and operated on the basis of separate funds, each of which is considered to be a separate accounting entity. The operations of each fund are accounted for with a separate set of self-balancing accounts that comprise its assets, liabilities, fund equity, revenues and expenditures or expenses, as appropriate. Governmental resources are allocated to and accounted for in individual funds based upon the purposes for which they are to be spent and the means by which spending activities are controlled.

Fund financial statements for the primary government's governmental funds are presented after the government-wide financial statements. These statements display information about major funds individually and nonmajor funds in the aggregate for governmental funds. The Agency has no nonmajor funds.

Governmental Funds

In the fund financial statements, governmental funds are presented using the *modified-accrual basis of accounting*. Their revenues are recognized when they become *measurable* and *available* as net current assets. *Measurable* means that the amounts can be estimated, or otherwise determined. *Available* means that the amounts were collected during the reporting period or soon enough thereafter to be available to finance the expenditures accrued for the reporting period. The Agency uses a sixty day availability period.

Revenue recognition is subject to the *measurable* and *availability* criteria for the governmental funds in the fund financial statements. *Exchange transactions* are recognized as revenues in the period in which they are earned (i.e., the related goods or services are provided). *Locally imposed derived tax revenues* are recognized as revenues in the period in which the underlying exchange transaction upon which they are based takes place. *Imposed non-exchange* transactions are recognized as revenues in the period for which they were imposed. If the period of use is not specified, they are recognized as revenues when an enforceable legal claim to the revenues arises or when they are received, whichever occurs first. *Government-mandated and voluntary non-exchange transactions* are recognized as revenues when all applicable eligibility requirements have been met.

1. **Summary of Significant Accounting Policies,** continued

Governmental Funds, continued

In the fund financial statements, governmental funds are presented using the *current financial resources measurement focus*. This means that only current assets and current liabilities are generally included on their balance sheets. The reported fund balance (net current assets) is considered to be a measure of "available spendable resources." Governmental fund operating statements present increases (revenues and other financing sources) and decreases (expenditures and other financing uses) in net current assets. Accordingly, they are said to present a summary of sources and uses of "available spendable resources" during a period.

Non-current portions of long-term receivables due to governmental funds are reported on their balance sheets in spite of their spending measurement focus. Special reporting treatments are used to indicate, however, that they should not be considered "available spendable resources," since they do not represent net current assets. Recognition of governmental fund type revenues represented by noncurrent receivables are deferred until they become current receivables. Noncurrent portions of other long-term receivables are offset by fund balance reserve accounts.

Because of their spending measurement focus, expenditure recognition for governmental fund types excludes amounts represented by noncurrent liabilities. Since they do not affect net current assets, such long-term amounts are not recognized as governmental fund type expenditures or fund liabilities.

Amounts expended to acquire capital assets are recorded as expenditures in the year that resources were expended, rather than as fund assets. The issuance of long-term debt is recorded as an other financing sources rather than as a fund liability. Amounts paid to reduce long-term indebtedness are reported as fund expenditures.

When both restricted and unrestricted resources are combined in a fund, expenses are considered to be paid first from restricted resources, and then from unrestricted resources.

(c) Activities in Major Funds

The Agency reported the following major governmental funds in the accompanying financial statements:

Special Revenue Fund

Accounts for 20% of incremental property tax revenues received by the Agency and interest earnings thereon which are restricted for increasing, improving, and preserving the supply of low-and-moderate-income housing.

Capital Projects Fund

Accounts for activities of the Agency including the acquisition or construction of major capital facilities. It also accounts for the Agency's administrative costs.

Debt Service Fund

Accounts for financial resources to be used for the payment of principal and interest on long-term obligations as well as the tax-sharing arrangements with other jurisdictions.

1. **Summary of Significant Accounting Policies,** continued

2002 TAB Capital Projects Fund

Accounts for proceeds related to the 2002 Tax Allocation Bonds used for the acquisition and construction of various redevelopment projects including the Community Center and Heritage Theater renovations.

(d) Cash and Investments

Investments are reported in the accompanying balance sheet at fair value.

Changes in fair value that occur during a fiscal year are recognized as *investment income* reported for that fiscal year. *Investment income* includes interest earnings, changes in fair value, and any gains or losses realized upon the liquidation or sale of investments.

(e) Capital Assets

Capital assets are recorded at cost where historical records are available and at an estimated historical cost where no historical records exist. Contributed fixed assets are valued at their fair value at the date of the contribution. Generally, the City capitalizes all infrastructures with a value greater than $25,000. All other capital asset purchases in excess of $5,000 are capitalized if they have an expected useful life of more than one year. Capital assets include all public domain (infrastructure) assets consisting of certain improvements including roads, streets, sidewalks, medians, and storm drains.

The following schedule summarizes capital asset useful lives:

Buildings and improvements	40 years
Other improvements	20 years

(f) Land Held for Resale

Land held for resale of $5,440,223 at June 30, 2011 is stated at the lower of historical cost, net realizable value or agreed-upon sales price if a disposition agreement has been made with a developer performing projects in accordance with the Redevelopment Plan of the Redevelopment Agency of the City of Campbell. The stated purpose of the Redevelopment Plan is to provide an improved physical, social and economic environment in the Project Area.

(g) Compensated Absences

Vacation and sick leaves are accrued as earned by employees. The Agency measures vacation accruals annually; however, vacation payments are not distinguished from regular payroll paid during the year, nor are accruals made other than annually.

(h) Encumbrances

Encumbrance accounting, under which purchase orders, contracts and other commitments for the expenditure of funds are recorded in order to reserve that portion of the fund balance, is employed in the governmental funds.

1. Summary of Significant Accounting Policies, continued

(i) Use of Estimates

The financial statements have been prepared in accordance with generally accepted accounting principles and necessarily include amounts based on estimates and assumptions made by management. Actual results could differ from those amounts.

2. Recent Changes in Legislation Affecting California Redevelopment Agencies

On June 29, 2011, the Governor of the State of California signed Assembly Bills X1 26 and 27 as part of the State's budget package. Assembly Bill X1 26 requires each California redevelopment agency to suspend (effective July 1, 2011) nearly all activities except to implement existing contracts, meet already-incurred obligations, preserve its assets and prepare for the impending dissolution of the agency. Assembly Bill X1 27 provides a means for redevelopment agencies to continue to exist and operate by means of a Voluntary Alternative Redevelopment Program (VARP). Under this program, each agency would adopt an ordinance agreeing to make certain payments to the County Auditor Controller in fiscal year 2011-12 and annual payments each fiscal year thereafter. Assembly Bill X1 26 indicates that the city "may use any available funds not otherwise obligated for other uses" to make this payment. The City of Campbell has determined it will not avail itself of the VARP.

Assembly Bill X1 26 directs the State Controller of the State of California to review the propriety of any transfers of assets between redevelopment agencies and other public bodies that occurred after January 1, 2011. If the public body that received such transfers is not contractually committed to a third party for the expenditure or encumbrance of those assets, the State Controller is required to order the available assets to be transferred to the public body designated as the successor agency by Assembly Bill X1 26.

In the event that Assembly Bill X1 26 is upheld, the City's position, with respect to any previously loaned or advanced funds to the redevelopment agency, is that these funds would be considered to be enforceable obligations which will continue to be collectible. Additionally, the City would be impacted by the elimination of reimbursements previously paid to the City by the redevelopment agency for shared administrative services.

The League of California Cities and the California Redevelopment Association (CRA) filed a lawsuit on July 18, 2011 on behalf of cities, counties and redevelopment agencies petitioning the California Supreme Court to overturn Assembly Bills X1 26 and 27 on the grounds that they violate the California Constitution. On August 11, 2011, the California Supreme Court issued a stay of all of Assembly Bill X1 27 and most of Assembly Bill X1 26. The California Supreme Court stated in its order that "the briefing schedule is designed to facilitate oral argument as early as possible in 2011, and a decision before January 15, 2012." A second order issued by the California Supreme Court on August 17, 2011 indicated that certain provisions of Assembly Bills X1 26 and 27 were still in effect and not affected by its previous stay, including requirements to file an appeal of the determination of the community remittance payment by August 15, the requirement to adopt an Enforceable Obligations Payment Schedule ("EOPS") by August 29, 2011, and the requirement to prepare a preliminary draft of the initial Recognized Obligation Payment Schedule ("ROPS") by September 30, 2011.

2. Recent Changes in Legislation Affecting California Redevelopment Agencies, continued

Because the stay provided by Assembly Bill X1 26 only affects enforcement, each agency must adopt an Enforceable Obligation Payment Schedule and draft Recognized Obligation Payment Schedule prior to September 30, as required by the statute. Enforceable obligations include bonds, loans and payments required by the federal or State government; legally enforceable payments required in connection with agency employees such as pension payments and unemployment payments, judgments or settlements; legally binding and enforceable agreements or contracts; and contracts or agreements necessary for the continued administration or operation of the agency that are permitted for purposes set forth in ABX1 26.

Management believes that the Agency will have sufficient funds to pay its obligations as they become due during the fiscal year ending June 30, 2012. The nature and extent of the operation of redevelopment agencies in the State of California beyond that fiscal year are dependent upon the outcome of litigation surrounding the actions of the State.

3. Cash and Investments

Cash and investments as of June 30, 2011 is presented in the accompanying financial statements as follows:

Cash and investments	$	11,103,511
Restricted cash and investments		2,071,035
Total cash and investments	$	13,174,546

Disclosures Relating to Credit Risk

Generally, credit risk is the risk that an issuer of an investment will not fulfill its obligation to the holder of the investment. This is measured by the assignment of a rating by a nationally recognized statistical rating organization. Presented below is the minimum rating required (where applicable) by the California Government Code, the City's investment policy, or debt agreements, and the actual rating as of year end for each investment type.

Investment Type		Minimum Legal Rating	Exempt from Disclosure	Ratings as of Year End AAA	Ratings as of Year End Not Rated
Local Agency Investment Fund	$ 11,103,511	N/A	$ -	$ -	$ 11,103,511
Restricted cash and investments:					
Money market funds	2,071,035	A	-	2,071,035	-
Total	$ 13,174,546		$ -	$ 2,071,035	$ 11,103,511

3. Cash and Investments, continued

Disclosures Relating to Interest Rate Risk

Interest rate risk is the risk that changes in market interest rates will adversely affect the fair value of an investment. Generally, the longer the maturity of an investment, the greater the sensitivity of its fair value to changes in market interest rates. One of the ways the Agency manages its exposure to interest rate risk is by purchasing a combination of shorter term and longer term investments, and by timing cash flows from maturities so that a portion of the portfolio is maturing or coming close to maturity evenly over time as necessary to provide the cash flow and liquidity needed for operations.

Information about the sensitivity of the fair values of the Agency's investments (including investments held by bond trustee) to market interest rate fluctuations is provided by the following table that shows the distribution of the City's investments by maturity. For purposes of the schedule shown below, any callable securities are assumed to be held to maturity.

	Remaining Maturity (in Months)				
Investment Type	12 Months Or Less	13 to 24 Months	25-60 Months	More Than 60 Months	Total
Local Agency Investment Fund	$ 11,103,511	$ -	$ -	$ -	$ 11,103,511
Restricted cash and investments:					
Money market funds	2,071,035	-	-	-	2,071,035
Total Investments	$ 13,174,546	$ -	$ -	$ -	$ 13,174,546

3. **Cash and Investments,** continued

Investments Authorized by the California Government Code and the City's Investment Policy

The table below identifies the investment types that are authorized for the Agency by the California Government Code and the City's investment policy. The table also identifies certain provisions of the California Government Code (or the City's investment policy, if more restrictive) that address interest rate risk and concentration of credit risk. This table does not address investments of debt proceeds held by bond trustee that are governed by the provisions of debt agreements of the City, rather than the general provisions of the California Government Code or the City's investment policy.

Authorized Investment Type	Maximum Maturity	Minimum Credit Quality	Maximum Percentage Allowed	Maximum Investment in One Issuer
U.S. Treasury Obligations	5 years	None	None	None
U.S. Agency Securities	5 years	None	75%	None
Federal Instrumentality (government sponsored enterprise)	5 years	None	75%	None
Repurchase Agreements	1 year	A/A-1	10%	None
Commercial Paper	270 days	**	25%	10%
Bankers' Acceptances	180 days	A-1 or P-1 or F-1	30%	10%
Medium-Term Notes	5 years	AA or Aa2	10%	None
Non-negotiable Time Certificates of Deposits	5 years	None	25%	$1 million
California Local Agency Investment Fund	N/A	None	None	$40 million per account
Mutual Funds	Upon demand	AAAm or Aaa or AAA/V1+	15%	10%
Money Market Mutual Funds	Upon demand	AAAm or Aaa or AAA/V1+	15%	10%
Municipal and State Obligations	Upon demand	A/A-1	10%	None

** Must be rated A or better and have assets in excess of $500,000,000.

3. **Cash and Investments,** continued

Investments Authorized by Debt Agreements

Investment of debt proceeds held by bond trustee are governed by provisions of the debt agreements, rather than the general provisions of the California Government Code or the City's investment policy. The table below identifies the investment types that are authorized for investments held by bond trustee. The table also identifies certain provisions of these debt agreements that address interest rate risk and concentration of credit risk.

Authorized Investment Type	Maximum Maturity	Minimum Credit Quality	Maximum Percentage Allowed	Maximum Investment in One Issuer
U.S. Treasury Bonds, Notes and Bills	5-7 Years	No Limit	No Limit	No Limit
US. Governtment Agency Obligations	5-7 Years	AAA	No Limit	No Limit
Time Certificates of Deposit - Banks or Savings and Loans	1 Year	None	No Limit	No Limit
Bankers' Acceptances	360 days	A1/P1	No Limit	No Limit
Commercial Paper	270 days		No Limit	No Limit
Repurchase Agreements	30 days - 7 Years	A	No Limit	No Limit
State of California Local Agency Investment Fund (LAIF)	Upon demand	No Limit	No Limit	$40,000,000 per account
Money Market Funds	Upon demand	A	No Limit	10%
Investment Agreements	5-7 Years	A	No Limit	No Limit
Other Tax Exempt Obligations	7 Years	A	No Limit	No Limit
CAMP (California Asset Management Program)	No Limit	No Limit	No Limit	No Limit

3. Cash and Investments, continued

Custodial Credit Risk

Custodial credit risk for deposits is the risk that, in the event of the failure of a depository financial institution, a government will not be able to recover its deposits or will not be able to recover collateral securities that are in the possession of an outside party.

The custodial credit risk for investments is the risk that, in the event of the failure of the counterparty (e.g., broker-dealer) to a transaction, a government will not be able to recover the value of its investment or collateral securities that are in the possession of another party. The California Government Code and the City's investment policy do not contain legal or policy requirements that would limit the exposure to custodial credit risk for deposits or investments, other than the following provision for deposits: The California Government Code requires that a financial institution secure deposits made by state or local governmental units by pledging securities in an undivided collateral pool held by a depository regulated under state law (unless so waived by the governmental unit). The market value of the pledged securities in the collateral pool must equal at least 110% of the total amount deposited by the public agencies. California law also allows financial institutions to secure City deposits by pledging first trust deed mortgage notes having a value of 150% of the secured public deposits.

For investments identified herein as restricted, the trustee selects the investment under the terms of the applicable trust agreement, acquires the investment, and holds the investment on behalf of the reporting government.

Investment in State Investment Pool

The City is a voluntary participant in the Local Agency Investment Fund (LAIF) that is regulated by the California Government Code under the oversight of the Treasurer of the State of California. The fair value of the City's investment in this pool is reported in the accompanying financial statements at amounts based upon the City's pro-rata share of the fair value provided by LAIF for the entire LAIF portfolio (in relation to the amortized cost of that portfolio). The balance available for withdrawal is based on the accounting records maintained by LAIF, which are recorded on an amortized cost basis.

4. Transfers and Advances with City of Campbell

Transfers

The Redevelopment Agency transferred $4,028,771 to the City to reimburse the City for administrative and program expenditures, and to fund capital projects.

The Redevelopment Agency received $200,000 from the City to refund annual sales tax revenue to Home Depot.

The Redevelopment Debt Service Fund transferred $666,697 to the Redevelopment Capital Projects Fund to fund capital projects.

4. Transfers and Advances with City of Campbell, *continued*

Advances from the City of Campbell

On October 7, 1997, the City of Campbell issued the 1997 Refunding Certificates of Participation in the amount of $13,480,000. These certificates are due in October 2028 and bear interest at rates of 4.0% to 5.25%. Proceeds from the bonds were used to advance refund the remaining outstanding balance on the City's 1991 Certificates of Participation and to fund the City's deferred street maintenance projects. Principal and interest payments are guaranteed under an insurance policy issued by MBIA Insurance Corporation. Under an agreement with the City, the Agency is required to reimburse the City for approximately 42% of the City's debt service from these bonds.

On June 13, 2002, the City of Campbell issued the 2002 Refunding Certificates of Participation in the amount of $11,930,843. These bonds are due in October 2032 and bear interest at rates of 2.5% to 5.83%. Net proceeds of $9,678,751 from this issue were used to prepay and refund the City's 1993 Certificates of Participation. Additional bond proceeds of $1,830,975 of bond proceeds were used to provide partial funding for renovation and expansion of the City's Police Department and construction of an animal shelter. Principal and interest payments are guaranteed under an insurance policy issued by Ambac Assurance Corporation. Under an agreement with the City, the Agency is required to reimburse 42% of the City's lease payment obligation from pledged property tax increment.

The City has advanced funds to the Redevelopment Agency under the terms of a Third Amended and Restated Indebtedness Agreement. Principal is payable out of the excess of Agency tax increment revenues over other similar Agency liabilities and agreements. Principal payments on the advance are paid April 1st and October 1st of each year, with a final payment on October 1, 2028. During the fiscal year ended June 30, 2011, the Agency paid $273,240 in principal and $390,652 in interest on these advances. As of June 30, 2011, the outstanding balance was $7,745,940.

The advances will be repaid as follows:

Fiscal Year Ending June 30	Principal	Interest
2012	$ 283,590	$ 379,755
2013	296,010	368,045
2014	306,360	355,450
2015	320,850	341,899
2016	335,340	326,871
2017-2021	1,923,030	1,374,917
2022-2026	2,467,440	812,889
2027-2029	1,813,320	146,059
Total payments due	$ 7,745,940	$ 4,105,885

5. Notes and Loans Receivable

First-Time Homebuyer Loan Program

The Redevelopment Agency engaged in a first-time homebuyer down payment assistance program designed to encourage home ownership among low and moderate income households. Under this program, a loan up to $50,000 is provided to eligible households to be used as part of the down payment for the purchase of a home in the City of Campbell. These promissory notes are secured by second deeds of trust and due thirty years from the date the property was purchased. The notes require a payback of principal plus an eight percent fee of an equity share payment, whichever is lower. The balance of the notes receivable arising from this program at June 30, 2011 was $1,453,500.

Housing Rehabilitation and Affordable Housing Loans

The Redevelopment Agency engages in programs designed to encourage construction or improvement in low- to moderate-income housing or other projects. Under these programs, grants or loans are provided under favorable terms to homeowners or developers who agree to spend these funds in accordance with the Agency's terms. The balance of the loans receivable arising from these programs at June 30, 2011 was $1,683,602.

6. Capital Assets

Capital asset activity for the year ended June 30, 2011 was as follows:

	Balance June 30, 2010	Additions	Deletions	Transfers	Balance June 30, 2011
Capital assets, not depreciated:					
Land	$ 3,987,699	$ -	$ -	$ -	$ 3,987,699
Construction in progress	2,549,536	-	-	(299,655)	2,249,881
Total capital assets not depreciated	6,537,235	-	-	(299,655)	6,237,580
Capital assets, depreciated:					
Buildings and improvements	16,384,259	-	-	142,751	16,527,010
Other improvements	8,596,264	-	-	156,904	8,753,168
Total capital assets, depreciated	24,980,523	-	-	299,655	25,280,178
Less accumulated depreciation for:					
Buildings and improvements	2,769,417	426,018	-	-	3,195,435
Other improvements	2,550,795	451,886	-	-	3,002,681
Total accumulated depreciation	5,320,212	877,904	-	-	6,198,116
Capital assets, net	$ 26,197,546	$ (877,904)	$ -	$ -	$ 25,319,642

Depreciation expense of $877,904 was charged to the Agency based on its usage of the related assets.

7. Long-Term Liabilities

The Agency's debt issuance and transactions are summarized below and discussed in detail thereafter:

	Balance July 01, 2010	Additions	Deletions	Balance June 30, 2011	Amounts due within one year
2002 RDA Tax Allocation Bonds Central Campbell Redevelopment Project	$ 11,045,000	$ -	$ 890,000	$ 10,155,000	$ 930,000
2005 RDA Tax Allocation Bonds, Series A Central Campbell Redevelopment Project	11,685,000	-	125,000	11,560,000	130,000
Compensated absences	101,246	24,693	103,179	22,760	9,768
Total Long-Term Debt	$ 22,831,246	$ 24,693	$ 1,118,179	$ 21,737,760	$ 1,069,768

(a) 2002 Redevelopment Agency Tax Allocation Bonds

On July 10, 2002, the Agency issued the Central Campbell Redevelopment Project Tax Allocation Bonds, Series 2002A of $15,300,000 with interest rates ranging from 2.75% to 6.0%, due October 1, 2033. The net proceeds of the Bonds are being used to fund acquisition and construction of various redevelopment projects including the Community Center and Heritage Theatre renovations. Bonds are payable from and secured principally by tax increment revenues generated in the redevelopment area. The bonds are subject to optional redemption in whole or in part by the Agency anytime after October 1, 2011. Interest payments are due on April 1 and October 1 of each year through October 1, 2033.

(b) 2005 Redevelopment Agency Tax Allocation Bonds, Series A

On May 10, 2005, the Agency issued the Central Campbell Redevelopment Project Tax Allocation Bonds, Series A of $12,300,000 with interest rates ranging from 3.0% to 5.0%, due October 1, 2032. The Bonds are payable from and secured principally by tax increment revenues generated in the redevelopment area. Net proceeds of the Bonds were used to advance refund the remaining outstanding balance of the City's 1999 Redevelopment Agency Tax Allocation Bonds, Series A and B. As a result, $12,037,854 was placed in an irrevocable trust to provide for future debt service payments of the defeased 1999 Bonds. Annual principal payments are due October 1 and semi-annual interest payments are due April 1 and October 1 of each year through October 1, 2032.

7. Long-Term Liabilities, continued

(c) Debt Service Requirements

Annual debt service requirements for all of the Agency's debt issues are shown below:

Fiscal Year Ending June 30	Principal	Interest
2012	$ 1,060,000	$ 1,131,892
2013	300,000	1,083,957
2014	310,000	1,071,664
2015	325,000	1,058,364
2016	340,000	1,044,039
2017-2021	1,935,000	4,970,360
2022-2026	4,190,000	4,346,028
2027-2031	7,255,000	2,962,830
2032-2034	6,000,000	654,650
Total payments due	$ 21,715,000	$ 18,323,784

8. Development Agreement

Home Depot Sales Tax Sharing

In prior years, the Agency purchased and resold real property on which Home Depot built and operates a 120,000 square foot retail store. The Agency also agreed to refund Home Depot up to $200,000 annually of sales tax revenue collected on Home Depot sales, beginning in 1994 and extending through 2014, in order to make it economically feasible to locate the store in Campbell. Such refunds amounted to $200,000 during the fiscal year ended June 30, 2011.

9. Fund Balances

The Agency implemented Governmental Accounting Standards Board Statement No. 54, "*Fund Balance Reporting and Governmental Fund Type Definitions*" for the year ended June 30, 2011. As a result, the Agency now reports the following classifications of fund balance:

Nonspendable – includes amounts that cannot be spent because they are either (a) not in spendable form or (b) legally or contractually required to be maintained intact.

Restricted – includes amounts that have constraints on the use of the resources by being externally imposed, imposed by law through constitution, or through enabling legislation.

Assigned – includes amounts that are constrained by the Agency's intent to be used for a specific purpose.

Unassigned – the residual classification which includes all spendable amounts not contained in other classifications.

9. Fund Balances, continued

The Agency's Board authorizes assigned amounts for specific purposes pursuant to the policy-making powers granted through a resolution. When an expenditure is incurred for purposes for which both restricted and unrestricted fund balance is available, the Agency considers restricted amounts to be used first, then unrestricted. When an expenditure is incurred for purposes for which amounts in any of the unrestricted fund balance classifications could be used, they are considered to be spend in the order as follows: Committed, assigned, and then unassigned.

	Special Revenue	Debt Services	Capital Projects	2002 TAB Capital Projcts	Total
Nonspendable					
Notes and loans receivable	$ 3,137,102	$ -	$ -	$ -	$ 3,137,102
Land Held for Resale	5,440,223	-	-	-	5,440,223
Total Nonspendable	8,577,325	-	-	-	8,577,325
Restricted					
Debt Services	-	6,397,629	-	-	6,397,629
Housing	4,564,457	-	-	-	4,564,457
Capital projects	-	-	43,252	187,060	230,312
Total Restricted	4,564,457	6,397,629	-	-	11,192,398
Assigned					
Other	-	-	37	5,941	5,978
Total Assigned	-	-	37	5,941	5,978
Unassigned	(154,431)	-	-	-	(154,431)
Total fund balances	$ 12,987,351	$ 6,397,629	$ 37	$ 5,941	$ 19,621,270

10. Contingent Liabilities

The Agency is subject to litigation arising in the normal course of business. In the opinion of the Agency Attorney there is no pending litigation which is likely to have a material adverse effect on the financial position of the Agency.

11. Pass-through and State SERAF Payments

Pursuant to California Redevelopment Law (Health and Safety Code Section 33607.5), the Agency is obligated to pass-through a portion of the gross tax increment received on the Project Area to jurisdictions within the project area. In fiscal year 2010-11, the Agency calculated and remitted $3,119,796 in pass-through payments to the affected jurisdictions.

In fiscal year 2010-11, the State Legislature passed a bill which requires redevelopment agencies statewide to distribute a portion of their property tax increments to the Supplemental Education Revenue Augmentation Fund benefitting schools. The additional SERAF portion in fiscal year 2010-11 for the Agency was $431,363.

The State also directed that the above amounts be included in the Agency's total incremental property tax receipts for purposes of calculating the amounts to be set aside for low and moderate-income housing.

REQUIRED SUPPLEMENTARY INFORMATION

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CAMPBELL REDEVELOPMENT AGENCY

SPECIAL REVENUE FUND

SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES – BUDGET AND ACTUAL

FISCAL YEAR ENDED JUNE 30, 2011

	Budget			Variance Positive
	Original	Final	Actual	(Negative)
Revenues:				
Property taxes	$ 1,442,000	$ 1,442,000	$ 1,320,800	$ (121,200)
Investment income	125,000	125,000	30,006	(94,994)
Rents and leases	-	-	16,609	16,609
Total revenues	1,567,000	1,567,000	1,367,415	(199,585)
Expenditures:				
Current:				
Low and moderate income housing	1,426,015	1,939,980	169,030	1,770,950
Total expenditures	1,426,015	1,939,980	169,030	1,770,950
Excess (deficiency) of revenues over (under) expenditures	140,985	(372,980)	1,198,385	1,571,365
Other financing sources (uses):				
Transfers to City of Campbell	(104,201)	(143,727)	(98,028)	45,699
Total other financing sources (uses)	(104,201)	(143,727)	(98,028)	45,699
Change in fund balances	36,784	(516,707)	1,100,357	1,617,064
Fund balances at beginning of year	11,886,994	11,886,994	11,886,994	-
Fund balances at end of year	$ 11,923,778	$ 11,370,287	$ 12,987,351	$ 1,617,064

CAMPBELL REDEVELOPMENT AGENCY

NOTES TO REQUIRED SUPPLEMENTARY INFORMATION

Fiscal year ended June 30, 2011

1. Budgets and Budgetary Accounting

The Agency follows the budgetary process of the City of Campbell and adopts a budget effective July 1 for its Special Revenue and Debt Service funds. A budget and actual schedule is only required to be presented in *required supplementary information* for any major Special Revenue fund. Expenditure budgets take the form of appropriations that automatically lapse at the end of the fiscal year. Unspent encumbrances at year- end are re-appropriated as part of an approved revision to the following year's budget. Encumbrances represent commitments on open purchase orders, and are not included as expenditures reported in conformity with generally accepted accounting principles.

Annual budgets are adopted on a basis consistent with generally accepted accounting principles except for Capital Project Funds which budget on a project-length basis and therefore are not comparable on an annual basis. Accordingly, no budgetary comparisons are presented in the financial statements.

CAMPBELL REDEVELOPMENT AGENCY

COMPUTATION OF LOW AND MODERATE INCOME

EXCESS SURPLUS

Fiscal year ended June 30, 2011

Opening fund balance - July 1, 2011		$ 12,987,351
Less unavailable amounts:		
Reserved - Loans receivable		(3,098,625)
Land held for resale		(5,400,223)
Encumbrances		(78,477)
Available Low/Moderate Income Housing Funds		4,410,026
Limitation (Greater of $1,000,000 or Four Years Set-Aside):		
Set-aside for last four years		
2010-11	$ 1,320,800	
2009-10	1,440,971	
2008-09	1,488,937	
2007-08	1,337,353	
Total Set-Aside for last four years	5,588,061	
Base limitation	1,000,000	
Greater Amount		5,588,061
Computed Excess Surplus - July 1, 2011		NONE

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INDEPENDENT AUDITORS' REPORT ON COMPLIANCE AND INTERNAL CONTROL OVER COMPLIANCE

Agency Board Members
Campbell Redevelopment Agency
Campbell, California

Compliance

We have audited the Campbell Redevelopment Agency ("Agency") compliance with the California Health and Safety Code as required by Section 33080.1 for the year ended June 30, 2011. Compliance with the requirements referred to above is the responsibility of Agency's management. Our responsibility is to express an opinion on Agency's compliance based on our audit.

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States; and *Guidelines for Compliance Audits of California Redevelopment Agencies, June 2011*, issued by the State Controller and as interpreted in the *Auditing Procedures for Accomplishing Compliance Audits of California Redevelopment Agencies, August 2011*, issued by the Governmental Accounting and Auditing Committee of the California Society of Certified Public Accountants. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the compliance requirements referred to above that could have a material effect on the redevelopment program has occurred. An audit includes examining, on a test basis, evidence about the Agency's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

In our opinion, the Agency complied, in all material respects, with the compliance requirements referred to above that are applicable for the year ended June 30, 2011.

Internal Control Over Compliance

Management of the Agency is responsible for establishing and maintaining effective internal control over compliance with the compliance requirements referred to above. In planning and performing our audit, we considered the Agency's internal control over compliance to determine the auditing procedures for the purpose of expressing our opinion on compliance, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the Agency's internal control over compliance.

A deficiency in internal control over compliance exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance on a timely basis. A material weakness in internal control over compliance is a deficiency, or combination of deficiencies in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a compliance requirement will not be prevented, or detected and corrected, on a timely basis.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be deficiencies, significant deficiencies, or material weaknesses in internal control over compliance.

We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above.

This report is intended solely for the information and use of the Redevelopment Agency, the City Council, and the State Controller and is not intended to be and should not be used by anyone other than these specified parties.

Burr Pilger Mayer, Inc.

San Jose, California
December 15, 2011

AGENCY NOTE

SUMMERHILL LATIMER LLC LOAN
PROMISSORY NOTE
(Campbell Avenue Homes)

$3,964,404

Campbell, California
August 31, 2011

FOR VALUE RECEIVED, SummerHill Latimer LLC, a California limited liability company, or its successor or assign approved by the Agency (the "Developer"), promises to pay to the City of Campbell Redevelopment Agency (the "Agency"), or order, the principal sum of up to Three Million Nine Hundred Sixty-Four Thousand Four Hundred Four Dollars ($3,964,404).

1. Disposition, Development, and Loan Agreement. This promissory note (the "Note") is made pursuant to the terms of the First Amended and Restated Disposition, Development and Loan Agreement between the Developer and the Agency, executed as of March 1, 2011 (the "DDLA"). All capitalized terms used but not defined in this Note shall have the meanings set forth in the DDLA.

2. Interest. The outstanding principal amount due hereunder shall not bear interest.

3. Assignment Upon Sale of Homes. Upon close of escrow on the sale of each Affordable Home in the Development to a Qualified Homebuyer, the amount of the Agency Loan payable by Developer shall be reduced by the applicable amount of the Agency Loan referenced in Section 4.3 of the DDLA that has been assigned to and assumed by the Qualified Homebuyer for the Affordable Home then being closed.

4. Payment in Full. All amounts of principal hereunder shall be due in full on the earlier to occur of: (i) June 30, 2014, (ii) the date of any Transfer of the Property and/or the Development other than a Transfer permitted or approved by the Agency as provided in Article 8 of the DDLA, or (iii) the occurrence of an Event of Default for which the Agency exercises its right to cause the Agency Loan indebtedness to become immediately due and payable, or for which the Agency Loan indebtedness is automatically specified to become immediately due and payable pursuant to Section 10.4 of the DDLA; or (iv) the date, if any, that the Developer, pursuant to Section 7.2(d) of the DDLA, sells an Affordable Unit outside of the affordability requirements of Section 7.2(a) of the DDLA, provided however, the repayment date for the portions of the Agency Loan assumed by a Qualified Homebuyer shall be extended to 45 years from the date of purchase, as set forth in the Homebuyer Promissory Note.

5. Prepayment. As more fully set forth in Section 4.4 of the DDLA, the Developer shall have the right to prepay all or a portion of the principal due under this Note without any charge or penalty being made therefor.

6. Assumption. This Note shall be assumable by successors and assigns of Developer with the prior written consent of the Agency, which consent shall be granted or denied in the Agency's reasonable discretion. Notwithstanding the above, (1) this Note shall be assumable by a transferee approved by the Agency pursuant to Section 8.4(d) of the DDLA; and (2) pursuant to Section 4.6 of the DDLA, the Agency has already consented to and agreed that the Agency Loan shall be assigned to and assumed by Qualified Homebuyers, in portions, pursuant to Section 4.3 of the DDLA and the documents referenced therein.

7. Deed of Trust. This Note is secured by a second priority Deed of Trust and Security Agreement, wherein the Developer is the Trustor and the Agency is the Beneficiary, covering the Property (the "Agency Deed of Trust").

8. Acceleration. As more fully set forth in Sections 10.4 of the DDLA, upon the occurrence of an Event of Default by Developer under the DDLA or the Agency Deed of Trust, the Agency shall have the right to declare all of the unpaid principal immediately due and payable. Neither acceptance by the Agency of the payments provided for herein nor any failure by the Agency to pursue its legal and equitable remedies upon default shall constitute a waiver of the Agency's right to require prompt payments when due of all principal owing or to declare a default and exercise all of its rights under this Note, the Agency Deed of Trust, the DDLA, and the other Agency Documents.

9. No Offset. The Developer hereby waives any rights of offset it now has or may hereafter have against the Agency, its successors and assigns, and agrees to make the payments called for herein in accordance with the terms of this Note.

10. Waiver; Attorneys' Fees. The Developer and any endorsers or guarantors of this Note, for themselves, their heirs, legal representatives, successors and assigns, respectively, severally waive diligence, presentment, protest, and demand, and notice of protest, dishonor and non-payment of this Note, and expressly waive any rights to be released by reason of any extension of time or change in terms of payment, or change, alteration or release of any security given for the payments hereof, and expressly waive the right to plead any and all statutes of limitations as a defense to any demand on this Note or agreement to pay the same, and jointly and severally agree to pay all costs of collection when incurred, including reasonable attorneys' fees. If an action is instituted on this Note, the undersigned promises to pay, in addition to the costs and disbursements allowed by law, such sum as a court may adjudge reasonable as attorneys' fees in such action.

11. Manner and Place of Payment. All payments of principal due under this Note, as well as any additional payments set forth in the Agency Deed of Trust, shall be payable in lawful money of the United States of America at the office of the Agency as set forth in Section 11.1 of the DDLA or at such other address as the Agency may provide to the Developer by notice in accordance with Section 11.1 of the DDLA.

12. Assignment. The Agency's rights under this Note may be assigned by the Agency in its discretion.

13. Conflict. If any term or provision of this Note conflicts with any term or provision of the DDLA, the term or provision of the DDLA shall control to the extent of such conflict.

SUMMERHILL LATIMER LLC, a California limited liability company

By: SummerHill Homes LLC, a California limited liability company, its manager

By: _____
Name: Daniel L. McDonald
Its: CFO

By: _____
Name: Jason R. Biggs
Its: Assistant Secretary

Attachment A7

ACCOUNT NUMBER: 94447403
CITY OF CAMPBELL REDEVELOPMENT AGENCY CENTRAL CAMPBELL REDEVELOPMENT PROJECT TAX ALLOCATION BONDS SERIES 2002 A RESERVE ACCOUNT

This statement is for the period from January 1, 2012 to January 31, 2012

ASSET DETAIL AS OF 01/31/12

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	% of Total Yield at Market	Est Ann Inc
Cash Equivalents					
981,104.100	First American Government Obligation Fund Cl D 31846V401	981,104.10 1.0000	981,104.10 1.00	100.0 .00**	0.00
Total Cash Equivalents		**$981,104.10**	**$981,104.10**	**100.0**	
Total Assets		**$981,104.10**	**$981,104.10**	**100.0**	

ASSET DETAIL MESSAGES

Time of trade execution and trading party (if not disclosed) will be provided upon request.

Publicly traded assets are valued in accordance with market quotations or valuation methodologies from financial industry services believed by us to be reliable. Assets that are not publicly traded may be reflected at values from other external sources. Assets for which a current value is not available may be reflected at a previous value or as not valued, at par value, or at a nominal value. Values shown do not necessarily reflect prices at which assets could be bought or sold. Values are updated based on internal policy and may be updated less frequently than statement generation.

For further information, please contact your Analyst.

** The Yield at Market set forth in this statement for any money market fund is based on the interest rate applicable to that money market fund as of the last business day of the statement period only and may not be relied upon as (I) a yield estimate for the statement period as a whole, or (II) a guarantee of future performance.

ACCOUNT NUMBER: 94447400
CITY OF CAMPBELL REDEVELOPMENT AGENCY CENTRAL CAMPBELL REDEVELOPMENT PROJECT TAX ALLOCATION BONDS SERIES 2002 A INTEREST ACCOUNT

This statement is for the period from January 1, 2012 to January 31, 2012

ASSET DETAIL AS OF 01/31/12

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	% of Total Yield at Market	Est Ann Inc
Cash Equivalents					
46,133.590	First American Government Obligation Fund Cl D 31846V401	46,133.59 1.0000	46,133.59 1.00	100.0 .00**	0.00
Total Cash Equivalents		**$46,133.59**	**$46,133.59**	**100.0**	
Total Assets		**$46,133.59**	**$46,133.59**	**100.0**	

ASSET DETAIL MESSAGES

Time of trade execution and trading party (if not disclosed) will be provided upon request.

Publicly traded assets are valued in accordance with market quotations or valuation methodologies from financial industry services believed by us to be reliable. Assets that are not publicly traded may be reflected at values from other external sources. Assets for which a current value is not available may be reflected at a previous value or as not valued, at par value, or at a nominal value. Values shown do not necessarily reflect prices at which assets could be bought or sold. Values are updated based on internal policy and may be updated less frequently than statement generation.

For further information, please contact your Analyst.

** The Yield at Market set forth in this statement for any money market fund is based on the interest rate applicable to that money market fund as of the last business day of the statement period only and may not be relied upon as (i) a yield estimate for the statement period as a whole, or (ii) a guarantee of future performance.

Attachment A8

ACCOUNT NUMBER: 789649002
CAMPBELL REDEVELOPMENT AGENCY
CENTRAL CAMPBELL REDEVELOPMENT
PROJECT TAX ALLOCATION REFUNDING
BONDS SERIES 2005 A
RESERVE

This statement is for the period from January 1, 2012 to January 31, 2012

ASSET DETAIL AS OF 01/31/12

Shares or Face Amount	Security Description	Market Value/ Price	Tax Cost/ Unit Cost	% of Total Yield at Market	Est Ann Inc
Cash Equivalents					
1,043,797.240	First Amer Treas Oblig Fd Cl D 31846V302	1,043,797.24 1.0000	1,043,797.24 1.00	100.0 .00**	0.00
Total Cash Equivalents		**$1,043,797.24**	**$1,043,797.24**	**100.0**	
Total Assets		**$1,043,797.24**	**$1,043,797.24**	**100.0**	

ASSET DETAIL MESSAGES

Time of trade execution and trading party (if not disclosed) will be provided upon request.

Publicly traded assets are valued in accordance with market quotations or valuation methodologies from financial industry services believed by us to be reliable. Assets that are not publicly traded may be reflected at values from other external sources. Assets for which a current value is not available may be reflected at a previous value or as not valued, at par value, or at a nominal value. Values shown do not necessarily reflect prices at which assets could be bought or sold. Values are updated based on internal policy and may be updated less frequently than statement generation.

For further information, please contact your Analyst.

** The Yield at Market set forth in this statement for any money market fund is based on the interest rate applicable to that money market fund as of the last business day of the statement period only and may not be relied upon as (i) a yield estimate for the statement period as a whole, or (ii) a guarantee of future performance.

RDA Capital Assets Reconciliation
Dissolution Audit Phase 2

	Net Capital Assets Per RDA Financial Statements June 30, 2011	Capital Assets Per GASB 34 Schedules at Cost June 30, 2011		Amended RDA Capital Assets Schedules at Cost or Estimate per APN June 30, 2011	
Land	3,987,699	3,330,626	Downtown Parking Garage	-	Deleted- Property Conveyed to City July 2003
		657,073	Museum	657,073	Museum Land
		-		52,530	Remnant Dirt Lot
		-		6,116,566	Community Center (Recorded on City Books)
		-		349,892	Surface Lot Downtown
		3,987,699		7,176,061	
CIP	2,249,881	2,249,881		3,353,104	Community Center - Orchard City Hall Imp.
		-			
Buildings	16,527,010	439,687	Ainsley House	-	Deleted- Property - (City Owned)
		7,102,886	Downtown Parking Garage	-	Deleted - Property Conveyed to City July 2003
		142,751	Community Center Misc Imp	142,751	Community Center Misc Imp
		8,764,759	Heritage Theater	8,764,759	Community Center- Heritage Theater
		-		6,347,043	Community Center (Recorded on City Books)
		-		149,934	Museum (City Books - City Funded Improvement)
		76,927	Museum	76,927	Museum
		16,527,010		15,481,414	
Improvements	8,753,168	7,756,606	Community Center	7,756,606	Community Center
		-		2,121,345	Community Center (Recorded on City Books)
		-		498,684	Museum (Recorded on City Books)
		81,741	Museum	81,741	Museum
		-		1,347,537	Edith Morley Park (Recorded on City Books)
		622,658	Ainsley Park	-	Deleted Property - (City Owned, Funded by RDA)
		135,261	Campbell Ave Streetscape	-	Deleted Property - (City Owned, Funded by RDA)
		156,904	Salmar Sidewalk Improvements	-	Deleted Property - (City Owned, Funded by RDA)
		8,753,170		11,805,913	
Total	31,517,758	31,517,760	Total Detail Schedules	**37,816,492**	
Depreciation					
Bldgs	(3,195,435)	(3,195,435)			
Improvements	(3,002,681)	(3,002,681)			
Capital Asets, Net	25,319,642	25,319,644			
			(2) Difference		

Summary

Remnant Dirt Lot	52,530
Museum and Parking Lot	1,464,359
Campbell Community Center	34,602,174
Surface Lot Downtown	349,892
Edith Morley Park	1,347,537
	37,816,492

Gmail by Google

Michelle Isherwood <misherwood@harveyrose.com>

Capital assets reconciliation

1 message

Jesse Takahashi <JESSET@cityofcampbell.com> Mon, Oct 1, 2012 at 5:08 PM
To: Michelle Isherwood <misherwood@harveyrose.com>
Cc: Mike Wright <mikew@cityofcampbell.com>

Michelle,

To recap our coversation regarding the reconciliation of the fixed assets for fiscal 2010-11, the revised reconciliation sent to you this morning shows the components of RDA capital assets including the differences from what was reported in the audited financial statements at June 30, 2011. The significant changes are due to the following reasons:

- Parking Garage originally built by RDA was conveyed to the City years ago but never transferred to City's books
- Community Center assets were recorded between City and RDA books based on who funded the assets and GASB 34 implementation
- Edith Morely Park was recorded on City's books
- Two of the smaller and older land assets were not recorded on either City or RDA books (could not be determined for sure due to age)
- A few smaller assets were owned by City but funded by RDA

Let me know if you need further explanation.

Jesse

NEW ISSUE—FULL BOOK ENTRY

Moody's: Baa3
S & P: BBB-
(See RATINGS herein)

In the opinion of Jones Hall, A Professional Law Corporation, San Francisco, California, Bond Counsel, subject, however to certain qualifications described herein, under existing law, the interest on the Bonds is excluded from gross income for federal income tax purposes and such interest is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations, although for the purpose of computing the alternative minimum tax imposed on certain corporations, such interest is taken into account in determining certain income and earnings. In the further opinion of Bond Counsel, such interest is exempt from California personal income taxes. See "TAX MATTERS" herein.

$15,300,000
CITY OF CAMPBELL REDEVELOPMENT AGENCY
Central Campbell Redevelopment Project
Tax Allocation Bonds, Series 2002 A

Dated: Date of Delivery **Due: October 1, as shown below**

The City of Campbell Redevelopment Agency (the "Agency") is issuing its Central Campbell Redevelopment Project, Tax Allocation Bonds, Series 2002 A (the "2002 Bonds") in order to provide funds to (i) finance the acquisition and construction of certain redevelopment projects, (ii) fund a debt service reserve account (the "Reserve Account") and (iii) pay the costs of issuing the Bonds.

The 2002 Bonds will be delivered as fully registered bonds, registered in the name of Cede & Co. as nominee of The Depository Trust Company, New York, New York ("DTC"), and will be available to ultimate purchasers ("Beneficial Owners") in the denominations of $5,000 or any integral multiple thereof, under the book-entry system maintained by DTC. Beneficial Owners will not be entitled to receive delivery of bonds representing their ownership interest in the 2002 Bonds. The principal of, premium if any, and semiannual interest (due April 1 and October 1 of each year, commencing October 1, 2002) on the 2002 Bonds will be payable by U.S. Bank, N.A., San Francisco, California, as trustee, to DTC for subsequent disbursement to DTC participants, so long as DTC or its nominee remains the registered owner of the 2002 Bonds.

The 2002 Bonds are subject to optional and mandatory redemption as described herein. See "THE 2002 BONDS—Redemption of the 2002 Bonds" herein.

The 2002 Bonds are limited obligations of the Agency and are payable exclusively from Tax Revenues (as defined herein), which generally consist of tax increment revenues generated in the Project Area, and from amounts on deposit in certain funds and accounts, including the Reserve Account, as described herein. The receipt of Tax Revenues is subject to certain risks and limitations. See "LIMITATIONS ON TAX REVENUES AND POSSIBLE SPENDING LIMITATIONS". The pledge of Tax Revenues to the payment of debt service on the 2002 Bonds is on a parity with the Agency's pledge of such Tax Revenues to certain outstanding obligations. See "SECURITY FOR THE BONDS—Parity Obligations" and "RISK FACTORS—Parity Obligations" herein.

THE 2002 BONDS ARE NOT A DEBT OF THE CITY OF CAMPBELL, THE STATE OF CALIFORNIA OR ANY OF ITS POLITICAL SUBDIVISIONS OTHER THAN THE AGENCY, AND NEITHER THE CITY, THE STATE NOR ANY OF ITS POLITICAL SUBDIVISIONS THEREOF, OTHER THAN THE AGENCY, IS LIABLE THEREFOR. THE PRINCIPAL OF, PREMIUM, IF ANY, AND INTEREST ON THE 2002 BONDS ARE PAYABLE SOLELY FROM CERTAIN TAX REVENUES ALLOCATED TO THE AGENCY FROM THE PROJECT AREA AND AMOUNTS IN CERTAIN FUNDS AND ACCOUNTS HELD UNDER THE INDENTURE. NEITHER THE MEMBERS OF THE AGENCY OR THE CITY COUNCIL OF THE CITY, NOR ANY PERSONS EXECUTING THE 2002 BONDS ARE LIABLE PERSONALLY ON THE 2002 BONDS BY REASON OF THEIR ISSUANCE.

This cover page contains certain information for quick reference only. It is not intended to be a summary of all factors relating to an investment in the 2002 Bonds. Investors should review the entire Official Statement before making any investment decision.

MATURITY SCHEDULE

Maturity Date (October 1)	Principal Amount	Interest Rate	Price or Yield	Maturity Date (October 1)	Principal Amount	Interest Rate	Price or Yield
2002	$715,000.00	2.750%	100.164	2011	$930,000.00	4.700%	100.000
2003	355,000.00	2.750	100.659	2012	165,000.00	4.750	99.592
2004	360,000.00	2.750	100.000	2013	175,000.00	4.900	100.000
2005	375,000.00	3.250	100.000	2014	185,000.00	5.000	100.000
2006	385,000.00	3.500	99.801	2015	190,000.00	5.100	100.000
2007	395,000.00	3.800	100.000	2016	205,000.00	5.200	99.494
2008	820,000.00	4.100	99.722	2017	215,000.00	5.375	99.733
2009	850,000.00	4.375	99.534	2018	225,000.00	5.400	98.926
2010	890,000.00	4.600	99.654				

$2,865,000.00 5.800% Term Bonds due October 1, 2027, Price $98.685

$5,000,000.00 6.000% Term Bonds due October 1, 2033, Price $100.000

The 2002 Bonds are offered when, as and if issued and accepted by the Underwriter, subject to approval as to legality by Jones Hall, A Professional Law Corporation, San Francisco, California, Bond Counsel, and subject to certain other conditions. Certain legal matters will be passed on for the Agency by Goldfarb & Lipman, Oakland, California, Agency Counsel, and for the Underwriter by Orrick, Herrington & Sutcliffe LLP, San Francisco, California. It is anticipated that the 2002 Bonds, in book entry form, will be available for delivery in New York, New York on or about July 10, 2002.

Stone & Youngberg LLC

Dated: June 13, 2002

BOND DEBT SERVICE

City of Campbell
2002 Agency New Money TABs (Baa3)

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service
10/01/2002	715,000	2.750%	173,552.34	888,552.34	888,552.34
04/01/2003			375,840.63	375,840.63	
10/01/2003	355,000	2.750%	375,840.63	730,840.63	1,106,681.26
04/01/2004			370,959.38	370,959.38	
10/01/2004	360,000	2.750%	370,959.38	730,959.38	1,101,918.76
04/01/2005			366,009.38	366,009.38	
10/01/2005	375,000	3.250%	366,009.38	741,009.38	1,107,018.76
04/01/2006			359,915.63	359,915.63	
10/01/2006	385,000	3.500%	359,915.63	744,915.63	1,104,831.26
04/01/2007			353,178.13	353,178.13	
10/01/2007	395,000	3.800%	353,178.13	748,178.13	1,101,356.26
04/01/2008			345,673.13	345,673.13	
10/01/2008	820,000	4.100%	345,673.13	1,165,673.13	1,511,346.26
04/01/2009			328,863.13	328,863.13	
10/01/2009	850,000	4.375%	328,863.13	1,178,863.13	1,507,726.26
04/01/2010			310,269.38	310,269.38	
10/01/2010	890,000	4.600%	310,269.38	1,200,269.38	1,510,538.76
04/01/2011			289,799.38	289,799.38	
10/01/2011	930,000	4.700%	289,799.38	1,219,799.38	1,509,598.76
04/01/2012			267,944.38	267,944.38	
10/01/2012	165,000	4.750%	267,944.38	432,944.38	700,888.76
04/01/2013			264,025.63	264,025.63	
10/01/2013	175,000	4.900%	264,025.63	439,025.63	703,051.26
04/01/2014			259,738.13	259,738.13	
10/01/2014	185,000	5.000%	259,738.13	444,738.13	704,476.26
04/01/2015			255,113.13	255,113.13	
10/01/2015	190,000	5.100%	255,113.13	445,113.13	700,226.26
04/01/2016			250,268.13	250,268.13	
10/01/2016	205,000	5.200%	250,268.13	455,268.13	705,536.26
04/01/2017			244,938.13	244,938.13	
10/01/2017	215,000	5.375%	244,938.13	459,938.13	704,876.26
04/01/2018			239,160.00	239,160.00	
10/01/2018	225,000	5.400%	239,160.00	464,160.00	703,320.00
04/01/2019			233,085.00	233,085.00	
10/01/2019			233,085.00	233,085.00	466,170.00
04/01/2020			233,085.00	233,085.00	
10/01/2020			233,085.00	233,085.00	466,170.00
04/01/2021			233,085.00	233,085.00	
10/01/2021			233,085.00	233,085.00	466,170.00
04/01/2022			233,085.00	233,085.00	
10/01/2022	410,000	5.800%	233,085.00	643,085.00	876,170.00
04/01/2023			221,195.00	221,195.00	
10/01/2023	440,000	5.800%	221,195.00	661,195.00	882,390.00
04/01/2024			208,435.00	208,435.00	
10/01/2024	460,000	5.800%	208,435.00	668,435.00	876,870.00
04/01/2025			195,095.00	195,095.00	
10/01/2025	490,000	5.800%	195,095.00	685,095.00	880,190.00
04/01/2026			180,885.00	180,885.00	
10/01/2026	520,000	5.800%	180,885.00	700,885.00	881,770.00
04/01/2027			165,805.00	165,805.00	
10/01/2027	545,000	5.800%	165,805.00	710,805.00	876,610.00
04/01/2028			150,000.00	150,000.00	
10/01/2028	580,000	6.000%	150,000.00	730,000.00	880,000.00
04/01/2029			132,600.00	132,600.00	
10/01/2029	620,000	6.000%	132,600.00	752,600.00	885,200.00

BOND DEBT SERVICE

City of Campbell
2002 Agency New Money TABs (Baa3)

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service
04/01/2030			114,000.00	114,000.00	
10/01/2030	655,000	6.000%	114,000.00	769,000.00	883,000.00
04/01/2031			94,350.00	94,350.00	
10/01/2031	690,000	6.000%	94,350.00	784,350.00	878,700.00
04/01/2032			73,650.00	73,650.00	
10/01/2032	740,000	6.000%	73,650.00	813,650.00	887,300.00
04/01/2033			51,450.00	51,450.00	
10/01/2033	1,715,000	6.000%	51,450.00	1,766,450.00	1,817,900.00
	15,300,000		14,976,553.74	30,276,553.74	30,276,553.74

PRELIMINARY OFFICIAL STATEMENT DATED MAY 3, 2005

NEW ISSUE—FULL BOOK ENTRY

Ratings: S&P: "AAA"
(See "Ratings" herein)

In the opinion of Jones Hall, A Professional Law Corporation, San Francisco, California, Bond Counsel, subject, however to certain qualifications described herein, under existing law, the interest on the 2005 Bonds is excluded from gross income for federal income tax purposes and such interest is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals and corporations, although for the purpose of computing the alternative minimum tax imposed on certain corporations, such interest is taken into account in determining certain income and earnings. In the further opinion of Bond Counsel, such interest is exempt from California personal income taxes. See "TAX MATTERS" herein.

$12,300,000*
CITY OF CAMPBELL REDEVELOPMENT AGENCY
Central Campbell Redevelopment Project
Tax Allocation Bonds, Series 2005A

Dated: Date of Delivery **Due: October 1, as shown below**

The City of Campbell Redevelopment Agency (the "Agency") is issuing its Central Campbell Redevelopment Project, Tax Allocation Bonds, Series 2005A (the "2005 Bonds") in order to provide funds to (i) advance refund the Agency's Central Campbell Redevelopment Project Tax Allocation Bonds, Series 1999A and its Central Campbell Redevelopment Project Tax Allocation Bonds, Series 1999B, (ii) fund a deposit to a debt service reserve account (the "Reserve Account") and (iii) pay the costs of issuing the 2005 Bonds.

The 2005 Bonds will be delivered as fully registered bonds, registered in the name of Cede & Co. as nominee of The Depository Trust Company, New York, New York ("DTC"), and will be available to ultimate purchasers ("Beneficial Owners") in the denominations of $5,000 or any integral multiple thereof, under the book-entry system maintained by DTC. Beneficial Owners will not be entitled to receive delivery of bonds representing their ownership interest in the 2005 Bonds. The principal of, premium if any, and semiannual interest (due April 1 and October 1 of each year, commencing October 1, 2005) on the 2005 Bonds will be payable by U.S. Bank National Association, San Francisco, California, as trustee, to DTC for subsequent disbursement to DTC participants, so long as DTC or its nominee remains the registered owner of the 2005 Bonds.

The 2005 Bonds are subject to optional and mandatory redemption as described herein. See "THE 2005 BONDS — Redemption of the 2005 Bonds" herein.

The 2005 Bonds are limited obligations of the Agency and are payable exclusively from Tax Revenues (as defined herein), which generally consist of tax increment revenues generated in the Project Area, and from amounts on deposit in certain funds and accounts, including the Reserve Account, as described herein. The receipt of Tax Revenues is subject to certain risks and limitations. See "LIMITATIONS ON TAX REVENUES AND POSSIBLE SPENDING LIMITATIONS". *The pledge of Tax Revenues to the payment of debt service on the 2005 Bonds is on a parity with the Agency's pledge of such Tax Revenues to certain outstanding obligations.* See "SECURITY FOR THE BONDS — Parity Obligations" and "RISK FACTORS — Parity Obligations" herein.

THE 2005 BONDS ARE NOT A DEBT OF THE CITY OF CAMPBELL, THE STATE OF CALIFORNIA OR ANY OF ITS POLITICAL SUBDIVISIONS OTHER THAN THE AGENCY, AND NEITHER THE CITY, THE STATE NOR ANY OF ITS POLITICAL SUBDIVISIONS THEREOF, OTHER THAN THE AGENCY, IS LIABLE THEREFOR. THE PRINCIPAL OF, PREMIUM, IF ANY, AND INTEREST ON THE 2005 BONDS ARE PAYABLE SOLELY FROM CERTAIN TAX REVENUES ALLOCATED TO THE AGENCY FROM THE PROJECT AREA AND AMOUNTS IN CERTAIN FUNDS AND ACCOUNTS HELD UNDER THE INDENTURE. NEITHER THE MEMBERS OF THE AGENCY OR THE CITY COUNCIL OF THE CITY, NOR ANY PERSONS EXECUTING THE 2005 BONDS ARE LIABLE PERSONALLY ON THE 2005 BONDS BY REASON OF THEIR ISSUANCE.

The scheduled payment of principal of and interest on the 2005 Bonds when due will be guaranteed under a financial guaranty insurance policy to be issued concurrently with the delivery of the 2005 Bonds by Ambac Assurance Corporation.

Ambac

This cover page contains certain information for quick reference only. It is not intended to be a summary of all factors relating to an investment in the 2005 Bonds. Investors should review the entire Official Statement before making any investment decision.

MATURITY SCHEDULE*

Maturity Date (October 1)	Principal Amount	Interest Rate	Price or Yield	Maturity Date (October 1)	Principal Amount	Interest Rate	Price or Yield

$_____ ___% Term Bonds due October 1, 2027, Price $_____
$_____ ___% Term Bonds due October 1, 2032, Price $_____

The 2005 Bonds are offered when, as and if issued and accepted by the Underwriter, subject to approval as to legality by Jones Hall, A Professional Law Corporation, San Francisco, California, Bond Counsel, and subject to certain other conditions. Certain legal matters will be passed on for the Agency by Goldfarb & Lipman, Oakland, California, Agency Special Counsel, and for the Underwriter by Orrick, Herrington & Sutcliffe LLP, San Francisco, California. It is anticipated that the 2005 Bonds, in book entry form, will be available for delivery in New York, New York on or about May __, 2005.

STONE & YOUNGBERG LLC

Dated: _____, 2005

*Preliminary, subject to change

This Preliminary Official Statement and the information contained herein are subject to completion and amendment. These securities may not be sold, nor may offers to buy them be accepted, prior to the time the Official Statement is delivered in final form. Under no circumstances shall this Preliminary Official Statement constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of, these securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration, qualification or filing under the securities laws of any such jurisdiction.

EXHIBIT C-1

CITY OF CAMPBELL REDEVELOPMENT AGENCY
CENTRAL CAMPBELL REDEVELOPMENT PROJECT
TAX ALLOCATION BONDS
SERIES 2005A

REFUNDING BOND DEBT SERVICE REQUIREMENTS AND PRODUCTION
AS OF MAY 25, 2005

Payment Date	Rate	Payment For Principal	Payment For Interest	Total Debt Payment	Callable Premium Bond Adjustments	Adjusted Debt Payment	Reoffering Price	Original Issue Premium/ (Discount)	Total Production
01-Oct-05	3.000%	$155,000.00	$201,072.38	$356,072.38		$356,072.38	100.187%	$289.85	$155,289.85
01-Apr-06			284,921.25	284,921.25		284,921.25			
01-Oct-06	3.000%	110,000.00	284,921.25	394,921.25		394,921.25	100.525%	577.50	110,577.50
01-Apr-07			283,271.25	283,271.25		283,271.25			
01-Oct-07	3.000%	115,000.00	283,271.25	398,271.25		398,271.25	100.449%	516.35	115,516.35
01-Apr-08			281,546.25	281,546.25		281,546.25			
01-Oct-08	3.000%	115,000.00	281,546.25	396,546.25		396,546.25	100.156%	179.40	115,179.40
01-Apr-09			279,821.25	279,821.25		279,821.25			
01-Oct-09	3.000%	120,000.00	279,821.25	399,821.25		399,821.25	99.795%	(246.00)	119,754.00
01-Apr-10			278,021.25	278,021.25		278,021.25			
01-Oct-10	3.000%	125,000.00	278,021.25	403,021.25		403,021.25	99.021%	(1,223.75)	123,776.25
01-Apr-11			276,146.25	276,146.25		276,146.25			
01-Oct-11	3.250%	130,000.00	276,146.25	406,146.25		406,146.25	99.712%	(374.40)	129,625.60
01-Apr-12			274,033.75	274,033.75		274,033.75			
01-Oct-12	3.300%	135,000.00	274,033.75	409,033.75		409,033.75	99.158%	(1,136.70)	133,863.30
01-Apr-13			271,806.25	271,806.25		271,806.25			
01-Oct-13	3.500%	135,000.00	271,806.25	406,806.25		406,806.25	99.138%	(1,163.70)	133,836.30
01-Apr-14			269,443.75	269,443.75		269,443.75			
01-Oct-14	3.625%	140,000.00	269,443.75	409,443.75		409,443.75	99.018%	(1,374.80)	138,625.20
01-Apr-15			266,906.25	266,906.25		266,906.25			
01-Oct-15	3.750%	150,000.00	266,906.25	416,906.25	$9,145,000.00	9,561,906.25	98.896%	(1,656.00)	148,344.00
01-Apr-16			264,093.75	264,093.75	(228,625.00)	35,468.75			
01-Oct-16	3.875%	150,000.00	264,093.75	414,093.75	(228,625.00)	185,468.75	98.864%	(1,704.00)	148,296.00
01-Apr-17			261,187.50	261,187.50	(228,625.00)	32,562.50			
01-Oct-17	4.000%	160,000.00	261,187.50	421,187.50	(228,625.00)	192,562.50	99.034%	(1,545.60)	158,454.40
01-Apr-18			257,987.50	257,987.50	(228,625.00)	29,362.50			
01-Oct-18	4.000%	165,000.00	257,987.50	422,987.50	(228,625.00)	194,362.50	98.168%	(3,022.80)	161,977.20
01-Apr-19			254,687.50	254,687.50	(228,625.00)	26,062.50			
01-Oct-19	4.000%	400,000.00	254,687.50	654,687.50	(228,625.00)	426,062.50	97.225%	(11,100.00)	388,900.00
01-Apr-20			246,687.50	246,687.50	(228,625.00)	18,062.50			
01-Oct-20	4.250%	415,000.00	246,687.50	661,687.50	(228,625.00)	433,062.50	98.883%	(4,635.55)	410,364.45
01-Apr-21			237,868.75	237,868.75	(228,625.00)	9,243.75			
01-Oct-21	4.250%	435,000.00	237,868.75	672,868.75	(228,625.00)	444,243.75	98.030%	(8,569.50)	426,430.50
01-Apr-22			228,625.00	228,625.00	(228,625.00)	0.00			
01-Oct-22	5.000%	455,000.00	228,625.00	683,625.00	(683,625.00)	0.00	104.347%	19,778.85	474,778.85
01-Apr-23			217,250.00	217,250.00	(217,250.00)	0.00			
01-Oct-23	5.000%	470,000.00	217,250.00	687,250.00	(687,250.00)	0.00	104.347%	20,430.90	490,430.90
01-Apr-24			205,500.00	205,500.00	(205,500.00)	0.00			
01-Oct-24	5.000%	505,000.00	205,500.00	710,500.00	(710,500.00)	0.00	104.347%	21,952.35	526,952.35
01-Apr-25			192,875.00	192,875.00	(192,875.00)	0.00			
01-Oct-25	5.000%	525,000.00	192,875.00	717,875.00	(717,875.00)	0.00	104.347%	22,821.75	547,821.75
01-Apr-26			179,750.00	179,750.00	(179,750.00)	0.00			
01-Oct-26	5.000%	550,000.00	179,750.00	729,750.00	(729,750.00)	0.00	104.347%	23,908.50	573,908.50
01-Apr-27			166,000.00	166,000.00	(166,000.00)	0.00			
01-Oct-27	5.000%	580,000.00	166,000.00	746,000.00	(746,000.00)	0.00	104.347%	25,212.60	605,212.60
01-Apr-28			151,500.00	151,500.00	(151,500.00)	0.00			
01-Oct-28	5.000%	610,000.00	151,500.00	761,500.00	(761,500.00)	0.00	103.759%	22,929.90	632,929.90
01-Apr-29			136,250.00	136,250.00	(136,250.00)	0.00			
01-Oct-29	5.000%	1,265,000.00	136,250.00	1,401,250.00	(1,401,250.00)	0.00	103.759%	47,551.35	1,312,551.35
01-Apr-30			104,625.00	104,625.00	(104,625.00)	0.00			
01-Oct-30	5.000%	1,330,000.00	104,625.00	1,434,625.00	(1,434,625.00)	0.00	103.759%	49,994.70	1,379,994.70
01-Apr-31			71,375.00	71,375.00	(71,375.00)	0.00			
01-Oct-31	5.000%	1,395,000.00	71,375.00	1,466,375.00	(1,466,375.00)	0.00	103.759%	52,438.05	1,447,438.05
01-Apr-32			36,500.00	36,500.00	(36,500.00)	0.00			
01-Oct-32	5.000%	1,460,000.00	36,500.00	1,496,500.00	(1,496,500.00)	0.00	103.759%	54,881.40	1,514,881.40
		$12,300,000.00	$12,158,432.38	$24,458,432.38	($6,124,000.00)	$18,334,432.38		$325,710.65	$12,625,710.65

Attachment L3.01

THIRD AMENDED AND RESTATED INDEBTEDNESS AGREEMENT

Dated as of July 1, 2002

by and between the

CITY OF CAMPBELL REDEVELOPMENT AGENCY

and the

CITY OF CAMPBELL

Relating to
$9,933,930 Advancement
(Central Campbell Redevelopment Project)

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EXHIBIT A	SCHEDULE OF ADVANCEMENT REPAYMENTS PAYABLE TO THE 1997 TRUSTEE
EXHIBIT B	SCHEDULE OF ADVANCEMENT REPAYMENTS PAYABLE TO THE TRUSTEE

THIRD AMENDED AND RESTATED INDEBTEDNESS AGREEMENT

THIS THIRD AMENDED AND RESTATED INDEBTEDNESS AGREEMENT (this "Indebtedness Agreement"), dated as of July 1, 2002, is by and between the CITY OF CAMPBELL REDEVELOPMENT AGENCY, a public body corporate and politic duly organized and existing under the laws of the State of California (the "Agency") and the CITY OF CAMPBELL, a municipal corporation organized and existing under the laws of the State of California (the "City");

WITNESSETH:

WHEREAS, the Agency is a public body, corporate and politic, duly established and authorized to transact business and exercise powers under and pursuant to the provisions of Part 1 of Division 24 of the Health and Safety Code of the State of California (the "Law"), and has the power under Section 33601 of the Law to borrow money for any of its corporate purposes; and

WHEREAS, a Redevelopment Plan for the Central Campbell Redevelopment Project Area (the "Project Area"), in the City of Campbell, has been adopted in compliance with all requirements of the Law; and

WHEREAS, the Agency has heretofore borrowed amounts pursuant to that certain Indebtedness Agreement, dated as of November 1, 1991, by and between the Agency and the City (the "1991 Indebtedness Agreement"), which amounts assisted in financing the redevelopment of the Project Area, all as provided therein, and the Agency has found and determined that there has been, and will be, significant public benefits as a result of such borrowing, consisting of demonstrable savings in effective interest rates and financing costs associated with such financing and associated with the execution and delivery of the Certificates (as hereinafter defined); and

WHEREAS, in connection with, and in partial reliance upon, the execution and delivery of, the 1991 Indebtedness Agreement, the City and the Agency caused to be executed and delivered the 1991 Certificates of Participation (Civic Center Project) in the aggregate principal amount of $30,245,000 (the "1991 Certificates"), a portion of the proceeds of which was advanced to the Agency pursuant to the 1991 Indebtedness Agreement ; and

WHEREAS, subsequent thereto and concurrent with the execution and delivery of an Amended and Restated Indebtedness Agreement dated as of June 1, 1993 (the "1993 Indebtedness Agreement) by and between the Agency and the City, the Agency and the City caused the execution and delivery of 1993 Refunding Certificates of Participation (Civic Center Project) in the aggregate principal amount of $11,810,000 (the "1993 Certificates") for the purpose, among others, of providing funds to prepay in part the 1991 Certificates; and

WHEREAS, subsequent thereto and concurrent with the execution and delivery of a Second Amended and Restated Indebtedness Agreement dated as of October 1, 1997 (the "1997 Indebtedness Agreement) by and between the Agency and the City, the Agency and the City caused the execution and delivery of 1997 Refunding Certificates of Participation (Civic Center Project) in the aggregate principal amount of $13,480,000 (the "1997 Certificates") for the purpose, among others, of providing funds to prepay in part the 1993 Certificates; and

WHEREAS, at this time, the Agency and the City have determined to cause the execution and delivery of 2002 Refunding Certificates of Participation (Civic Center Project) in the aggregate principal amount of $11,930,843.30 (the "Certificates") for the purpose, among others, of providing for the payment and prepayment in full of the remaining outstanding 1993 Certificates; and

WHEREAS, in order to establish and declare the terms and conditions upon which such amounts previously advanced by the City to the Agency are to be secured, and to amend the repayment of such amounts to secure the 1997 Certificates and the Certificates, the Agency and the City wish to enter into this Indebtedness Agreement; and

WHEREAS, all acts and proceedings required by law necessary to make this Indebtedness Agreement, when executed by the Agency and the City, the valid, binding and legal obligations of the Agency and the City, and to constitute this Indebtedness Agreement a valid and binding agreement for the uses and purposes herein set forth in accordance with its terms, have been done and taken, and the execution and delivery of this Indebtedness Agreement have been in all respects duly authorized;

NOW, THEREFORE, in consideration of the premises and the mutual agreements herein contained, the parties hereto do hereby agree as follows:

ARTICLE I

DEFINITIONS

Section 1.01. Definitions. Unless the context clearly otherwise requires or unless otherwise defined herein, the capitalized terms in this Indebtedness Agreement shall have the respective meanings which such terms are given in Section 1.01 of the Trust Agreement, dated as of July 1, 2002 (the "Trust Agreement"), by and among the Agency, the City and U.S. Bank, N.A., as trustee (the "Trustee") or in Section 1.01 of the Trust Agreement, dated as of October 1, 1997 (the "1997 Trust Agreement"), by and among the Agency, the City and U.S. Bank, N.A., as successor to First Trust of California, National Association, as trustee (the "1997 Trustee"), as applicable.

Section 1.02. Rules of Construction. All references herein to "Articles," "Sections" and other subdivisions are to the corresponding Articles, Sections or subdivisions of this Indebtedness Agreement, and the words "herein," "hereof," "hereunder" and other words of similar import refer to this Indebtedness Agreement as a whole and not to any particular Article, Section or subdivision hereof.

ARTICLE II

THE ADVANCEMENT; ESTABLISHMENT OF FUNDS; PARITY DEBT

Section 2.01. Authorization. The City agreed to advance, and has advanced, to the Agency, from the proceeds of the sale of the 1991 Certificates, the aggregate principal amount of Eleven Million Four Hundred Five Thousand Dollars ($11,405,000) under and subject to the terms of the 1991 Indebtedness Agreement and the Law (the "Advancement"), which 1991 Indebtedness Agreement was amended and restated in its entirety pursuant to the provisions of an Amended and Restated Indebtedness Agreement dated as of June 1, 2993 (the "Amended Indebtedness Agreement"), which Amended Indebtedness Agreement was amended and restated in its entirety pursuant to the provisions of a Second Amended and Restated Indebtedness Agreement dated as of October 1, 1997 (the "Second Amended Indebtedness Agreement"), which Second Amended and Restated Indebtedness Agreement is amended and restated in its entirety pursuant to the provisions of this Indebtedness Agreement. This Indebtedness Agreement constitutes a continuing agreement with the City to secure the full and final payment of the Advancement, subject to the covenants, agreements, provisions and conditions herein contained.

Section 2.02. Application of Advancement Proceeds. On the closing date for the 1993 Certificates the original principal amount of the Advancement was applied, as set forth in the 1993 Indebtedness Agreement.

Section 2.03. Repayment of Advancement. (a) The remaining principal of the Advancement in the amount of $9,933,930 shall be payable in installments on October 1 in each of the years and in the amounts, and interest thereon shall be payable, as set forth in Exhibit A and Exhibit B attached hereto (such principal and interest referred to herein as the "Advancement Repayments").

In the event the unpaid principal installments of the Advancement shall be prepaid in whole or in part pursuant to Section 2.04 hereof, the schedule of principal installments set forth in Exhibit A and Exhibit B hereto shall be reduced in a manner determined by the Agency and consented to in writing by the City identified in a written certificate of the Agency filed with the City.

Interest on each installment of principal of the Advancement shall be calculated on the basis of a 360-day year of twelve 30-day months at the rates per annum which are applicable to the Certificates, and shall accrue on each installment of principal from and including the Closing Date, to but not including the Lease Payment Date with respect to which such installment of principal is payable. Interest on the Advancement shall be payable on or before each Lease Payment Date. Any installment of principal or interest which is not paid when due shall continue to accrue interest from and including the Interest Payment Date with respect to which such principal or interest is payable to but not including the date of actual payment.

Advancement Repayments shall be payable by the Agency (i) as set forth in Exhibit A hereto to the 1997 Trustee as long as any 1997 Certificates remain outstanding, and (ii) as set forth in Exhibit B hereto to the Trustee as long as any Certificates are outstanding, each as assignee of the City under the Advancement Assignment Agreement, in immediately available funds which constitute lawful money of the United States of America. Payment of such Advancement Repayments shall be secured, and amounts for the payment thereof shall be deposited with the 1997 Trustee and/or the Trustee, as applicable at the times, as set forth in Article III hereof.

The initial schedule of payments of principal and interest on the Advancement shall be as set forth in Exhibit A and Exhibit B attached hereto and by this reference incorporated herein.

(b) In addition to the payment of the Advancement Repayments, the Agency agrees to pay the City a proportion of the Additional Payments due and payable by the City under the Lease, which proportion shall be determined by multiplying the dollar amount of Additional Payments due and payable by a fraction the numerator of which is the outstanding principal amount of the Advancement and the denominator of which is the outstanding principal amount of the Certificates.

Section 2.04. Optional Prepayment. The Agency shall have the right to prepay the unpaid principal installments of the Advancement, in whole or in part in any integral multiple of $5,000, on any date on which the 1997 Certificates and/or the Certificates are subject to optional prepayment pursuant to Section 3.01(a) of the 1997 Trust Agreement and/or Section 3.01(a) of the Trust Agreement, respectively, by depositing with the 1997 Trustee and/or the Trustee, as applicable, an amount sufficient to prepay a like aggregate principal amount pursuant to Section 3.01(a) of the 1997 Trust Agreement and/or Section 3.01(a) of the Trust Agreement, respectively, together with the amount of accrued interest and premium (if any) required to be paid upon such prepayment. The City agrees that upon payment by the Agency to the City of such amount pursuant to a deposit with the 1997 Trustee and/or the Trustee, as applicable, the City shall take or cause to be taken any and all steps required under the 1997 Trust Agreement and/or the Trust Agreement to redeem such outstanding 1997 Certificates and/or the Certificates, respectively, on the prepayment date designated pursuant to a written request of the Agency filed with the City; *provided, however*, that such date shall be a date of prepayment of 1997 Certificates and/or the Certificates, respectively, for which notice has been timely given pursuant to the 1997 Trust Agreement and/or the Trust Agreement, as applicable.

Section 2.05. [Intentionally Omitted]

Section 2.06. Parity Debt. In addition to the Advancement, the Agency may issue or incur Parity Debt to finance the Redevelopment Project in such principal amount as shall be determined by the Agency. The Agency may issue and deliver any Parity Debt subject to the following specific conditions which are hereby made conditions precedent to the issuance and delivery of such Parity Debt issued under this Section:

(a) No event of default as set forth in Section 5.01 hereunder (an "Event of Default") shall have occurred and be continuing, and the Agency shall otherwise be in compliance with all covenants set forth in this Indebtedness Agreement.

(b) The Gross Tax Revenues and the Tax Revenues received or to be received for the then current Fiscal Year and such subsequent years in which the Advancement remains outstanding, as set forth in a written certificate of the Agency, based on assessed valuation of property in the Project Area as evidenced in the written records of the County of Santa Clara, plus at the option of the Agency the Additional Allowance, shall be at least equal to one hundred and thirty percent (130%) and one hundred percent (100%), respectively, of the maximum principal, redemption price and interest payable in any Certificate Year with respect to the Advancement and any Parity Debt; excepting therefrom the principal, redemption price and interest with respect to the Advancement or any Parity Debt or portions thereof which have been legally defeased in whole or in part.

(c) The related Parity Debt shall provide that:

(i) Interest on such Parity Debt shall be payable on April 1 and October 1 in each year of the term of such Parity Debt except the first twelve-month period, during which interest may be payable on any April 1 or October 1;

(ii) The principal of such Parity Debt shall be payable on October 1 in any year in which principal is payable; and

(iii) There shall be deposited in a reserve account from the proceeds of such Parity Debt an amount sufficient to create a reserve fund, if any, as required under such Parity Debt.

(d) The Agency shall deliver to the 1997 Trustee and the Trustee a written certificate of the Agency certifying that the conditions precedent to the issuance of such Parity Debt set forth in subsections (a), (b) and (c) above have been satisfied.

Section 2.07. Validity of Advancement. The validity of the Advancement shall not be dependent upon the completion of the Redevelopment Project or upon the performance by any person of its obligation with respect to the Redevelopment Project.

ARTICLE III

PLEDGE OF TAX REVENUES; APPLICATION OF FUNDS

Section 3.01. Pledge of Tax Revenues. The Advancement and all Parity Debt shall be equally secured by a first pledge of and lien on all of the Tax Revenues and all of the moneys on deposit in the Special Fund (as defined in Section 3.02 herein) and any reserve fund established for such Parity Debt, without preference or priority for series, issue, number, dated date, sale date, date of execution or date of delivery. Except for the Tax Revenues and other funds pledged hereunder, no funds or properties of the Agency shall be pledged to, or otherwise liable for, the payment of principal of or interest or premium (if any) on the Advancement.

Section 3.02. Special Fund; Deposit of Tax Revenues. There is hereby established a special fund to be known as the "Central Campbell Redevelopment Project Special Fund", which shall be held by the Agency as a separate fund apart from all other funds and accounts of the Agency. The Agency shall deposit all Tax Revenues in the Special Fund promptly upon the receipt thereof, until such time (if any) during such Certificate Year as the amounts on deposit in the Special Fund equal the aggregate amounts required to be transferred to the Trustee pursuant to Section 3.03. Except as may be otherwise provided in any Parity Debt instruments, any Tax Revenues received during such Certificate Year in excess of such amounts shall be released from the pledge and lien hereunder and may be used for any lawful purposes of the Agency. Prior to the payment in full of the principal of and interest and prepayment premium (if any) on the Advancement and all Parity Debt and the payment in full of all other amounts payable hereunder and under any Parity Debt instruments, the Agency shall not have any beneficial right or interest in the moneys on deposit in the Special Fund, except only as provided in this Indebtedness Agreement and in any Parity Debt instruments, and such moneys shall be used and applied as set forth herein and in any Parity Debt instruments.

Section 3.03. Transfer of Tax Revenues From Special Fund. In addition to the transfers required to be made pursuant to any Parity Debt instruments, the Agency shall withdraw from the Special Fund and transfer to the City (or with respect to Advancement Repayments, to the 1997 Trustee so long as any 1997 Certificates are outstanding or to the Trustee so long as any Certificates are outstanding, as applicable) the following amounts at the following times and in the following order of priority:

(a) Interest and Principal Deposits. No later than the fifteenth (15th) calendar day of the month preceding each date on which the principal of and interest on the Advancement and any Parity Debt shall become due and payable, the Agency shall withdraw from the Special Fund and transfer to the City, the 1997 Trustee, the Trustee or the trustee for such Parity Debt, as applicable, an amount equal to the aggregate amount of such principal and interest.

(b) Reserve Fund Deposits. If the amount on deposit in any reserve fund established for any Parity Debt at any time falls below the required amount, or the amount on deposit in the Reserve Fund established for the Certificates falls below the Reserve Requirement or the amount on deposit in the reserve fund established for the 1997 Certificates pursuant to the 1997 Trust Agreement falls below the reserve requirement established thereby as the result of a failure to make Advancement Repayments hereunder, the Agency shall immediately withdraw from the Special Fund and transfer to any reserve fund established for any Parity Debt, the reserve fund established for the 1997 Certificates, or the Reserve Fund established for the Certificates, an amount of money necessary to maintain the reserve requirement with respect to any Parity Debt, the reserve requirement with respect to the 1997 Certificates

or the Reserve Requirement, respectively, on deposit therein. No such transfer and deposit need be made to any such reserve fund so long as there shall be on deposit therein a sum at least equal to the required amount. Amounts on deposit in such reserve fund for such Parity Debt shall be applied by the Agency as set forth in any Parity Debt instrument.

(c) Surplus. Except as may be otherwise provided in any Parity Debt instruments, the Agency shall not be obligated to deposit in the Special Fund in any Certificate Year an amount of Tax Revenues which, together with other available amounts in the Special Fund, exceeds the amounts required in such Certificate Year pursuant to this Section 3.03. In the event that for any reason whatsoever any amounts shall remain on deposit in the Special Fund on any October 1 after making all of the transfers theretofore required to be made pursuant to the preceding clauses (a) and (b) and pursuant to any Parity Debt instruments, the Agency may withdraw such amounts from the Special Fund, to be used for any lawful purposes of the Agency.

Section 3.04. Investment of Moneys; Valuation of Investments. All moneys in the Special Fund shall be invested by the Agency in Permitted Investments. Obligations purchased as an investment of moneys in any fund or account established hereunder shall be credited to and deemed to be part of such fund or account. The Agency may commingle any amounts in any of the funds and accounts held hereunder with any other amounts held by the Agency for purposes of making any investment, provided that the Agency shall maintain separate accounting procedures for the investment of all funds and accounts held hereunder.

All interest, profits and other income received from the investment of moneys in any fund or account established hereunder shall be deposited in such fund or account. Notwithstanding anything to the contrary contained in this paragraph, an amount of interest received with respect to any investment equal to the amount of accrued interest, if any, paid as part of the purchase price of such investment shall be credited to the fund from which such accrued interest was paid.

For the purpose of determining the amount in any fund or account established hereunder, the value of investments credited to such fund or account shall be calculated at the lesser of (a) the original cost thereof (excluding brokerage commissions and accrued interest, if any), or (b) the market value thereof.

ARTICLE IV

OTHER COVENANTS OF THE AGENCY

Section 4.01. Punctual Payment; Extension of Payments. The Agency will punctually pay or cause to be paid the principal of and interest on the Advancement together with any prepayment premiums thereon in strict conformity with the terms of this Indebtedness Agreement, and it will faithfully observe and perform all of the conditions, covenants and requirements of this Indebtedness Agreement. The Agency shall not directly or indirectly extend or assent to the extension of the maturity of any installment of principal of or interest or premium (if any) on the Advancement, and in case the principal of or interest or premium (if any) on the Advancement or the time of payment of any such claims therefor shall be extended, such principal, interest, premium or claims for interest shall not be entitled, in case of any Event of Default to the benefits of this Indebtedness Agreement except for payment of all amounts which shall not have been so extended.

Section 4.02. Limitation on Superior Debt. The Agency hereby covenants that, so long as the Advancement remains unpaid, the Agency shall not issue any certificates, notes or other obligations, enter into any agreement or otherwise incur any Advancements, advances or indebtedness, which is in any case secured by a lien on all or any part of the Tax Revenues which is superior to or on a parity with the lien established hereunder for the security of the Advancement, excepting only Parity Debt issued pursuant to Section 2.06 and the Advancement made pursuant to Section 2.02 hereof. Nothing herein is intended or shall be construed in any way to prohibit or impose any limitations upon the issuance by the Agency of the Advancement, Certificates, notes, advances or other indebtedness which are unsecured or which are secured by a junior lien on the Tax Revenues.

Section 4.03. Payment of Claims. The Agency will pay and discharge, or cause to be paid and discharged, any and all lawful claims for labor, materials or supplies which, if unpaid, might become a lien or charge upon the properties owned by the Agency or upon the Tax Revenues or any part thereof, or upon any funds in the hands of the Trustee, or which might impair the security of the Advancement. Nothing herein contained shall require the Agency to make any such payment so long as the Agency in good faith shall contest the validity of said claims.

Section 4.04. Books and Accounts; Financial Statement. The Agency will keep, or cause to be kept, proper books of record and accounts, separate from all other records and accounts of the Agency and the City, in which complete and correct entries shall be made of all transactions relating to the Project, the Tax Revenues and the Special Fund. Such books of record and accounts shall at all times during business hours be subject, upon prior written request, to the reasonable inspection of the City.

Section 4.05. Protection of Security and Rights. The Agency will preserve and protect the security of the Advancement and the rights of the City, the 1997 Trustee and the Trustee with respect to the Advancement. From and after the Closing Date, the Advancement shall be incontestable by the Agency. The Advancement and the provisions of this Indebtedness Agreement are and will be the legal, valid and binding special obligations of the Agency in accordance with their terms, and the Agency shall at all times, to the extent permitted by law, defend, preserve and protect all the rights of the Trustee and the City under this Indebtedness Agreement against all claims and demands of all persons whomsoever.

Section 4.06. Payments of Taxes and Other Charges. The Agency will pay and discharge, or cause to be paid and discharged, all taxes, service charges, assessments and other

governmental charges which may hereafter be lawfully imposed upon the Agency or the properties then owned by the Agency in the Project Area, when the same shall become due. Nothing herein contained shall require the Agency to make any such payment so long as the Agency in good faith shall contest the validity of said taxes, assessments or charges. The Agency will duly observe and conform with all valid requirements of any governmental City relative to the Redevelopment Project or any part thereof.

Section 4.07. Taxation of Leased Property. All ad valorem property taxes derived by the Agency pursuant to Section 33673 of the Law with respect to the lease of property for redevelopment shall be treated as Tax Revenues for all purposes of this Indebtedness Agreement, and shall be deposited by the Agency in the Special Fund promptly upon receipt.

Section 4.08. Disposition of Property. The Agency will not participate in the disposition of any land or real property in the Project Area to anyone which will result in such property becoming exempt from taxation because of public ownership or use or otherwise (except property dedicated for public right-of-way and except property planned for public ownership or use by the Redevelopment Plan in effect on the date of this Indebtedness Agreement) so that such disposition shall, when taken together with other such dispositions, aggregate more than ten percent (10%) of the land area in the Project Area unless such disposition is permitted as hereinafter provided in this Section 4.08. If the Agency proposes to participate in such a disposition, it shall thereupon appoint an Independent Redevelopment Consultant to report on the effect of said proposed disposition. If the Report of the Independent Redevelopment Consultant concludes that the security of the Advancement or the rights of the City, the Certificate Owners and the Trustee hereunder will not be materially impaired by said proposed disposition, the Agency may thereafter make such disposition. If said Report concludes that such security will be materially impaired by said proposed disposition, the Agency shall disapprove said proposed disposition.

Section 4.09. Maintenance of Tax Revenues. The Agency shall comply with all requirements of the Law to insure the allocation and payment to it of the Tax Revenues, including without limitation the timely filing of any necessary statements of indebtedness with appropriate officials of the County of Santa Clara and (in the case of supplemental revenues and other amounts payable by the State) appropriate officials of the State. The Agency shall not amend the Redevelopment Plan or the Pass-Through Agreement, or enter into any agreement with the County of Santa Clara or any other governmental unit, which would have the effect of reducing the amount of Tax Revenues available to the Agency for payment of the Advancement and any Parity Debt outstanding, unless the Agency shall first obtain the Report of an Independent Redevelopment Consultant stating that the average annual amount of Tax Revenues estimated to be received in the current Fiscal Year and in each of the succeeding Fiscal Years during which the Advancement is expected to remain outstanding, plus at the option of the Agency the Additional Allowance, shall be at least equal to one hundred ten percent (110%) of the maximum principal, redemption price and interest with respect to the Advancement and all Parity Debt. Nothing herein is intended or shall be construed in any way to prohibit or impose any limitations on the entering into by the Agency of any such agreement, amendment or supplement which by its term is subordinate to the payment of the Advancement and all Parity Debt.

Section 4.10. Payment of Expenses; Indemnification. The Agency shall pay to the 1997 Trustee and the Trustee from time to time all compensation for all services rendered under the 1997 Trust Agreement and Trust Agreement, respectively, and under this Indebtedness Agreement, including but not limited to all reasonable expenses, charges, legal and consulting fees and other disbursements and those of its attorneys, agents and employees, incurred in and about the performance of its powers and duties hereunder and thereunder. Upon the occurrence of an Event of Default, the 1997 Trustee or the Trustee shall have a first lien on the

funds held by it under the 1997 Trust Agreement or the Trust Agreement, respectively, to secure the payment to the 1997 Trustee or the Trustee, respectively, of all fees, costs and expenses, including reasonable compensation to its experts, attorneys and counsel incurred in declaring such Event of Default and in exercising the rights and remedies set forth in Article V.

The Agency further covenants and agrees to indemnify and save the 1997 Trustee and the Trustee and its officers, directors, agents and employees, harmless against any losses, expenses and liabilities which it may incur arising out of or in the exercise and performance of its powers and duties hereunder, including the costs and expenses of defending against any claim of liability, but excluding any and all losses, expenses and liabilities which are due to the negligence or intentional misconduct of the 1997 Trustee or the Trustee, respectively, its officers, directors, or employees. The obligations of the Agency under this paragraph shall survive the resignation or removal of the 1997 Trustee under the 1997 Trust Agreement or the Trustee under the Trust Agreement, this Indebtedness Agreement and payment of the Advancement and the discharge of this Indebtedness Agreement.

Section 4.11. Private Business Use Limitation. The Agency covenants that none of the proceeds of the Advancement shall be used for Private Business Use if and to the extent that such use would cause the 1993 Certificates or the Certificates to become "private activity bonds" under and within the meaning of Section 141(a) of the Tax Code.

Section 4.12. Private Advancement Limitation. Not more than five percent (5%) of the proceeds of the Advancement shall be used, directly or indirectly, to make or finance an Advancement (other than a tax or assessment of general application for a specific governmental function) to persons other than state or local government units.

Section 4.13. Federal Guarantee Prohibition. The Agency shall not take any action or permit or suffer any action to be taken if the result of the same would be to cause any of the 1997 Certificates or the Certificates to be "federally guaranteed" within the meaning of Section 149(b) of the Tax Code.

Section 4.14. Compliance With Arbitrage Requirements; Payment of Rebatable Amounts. The Agency shall not take, or permit or suffer to be taken by the 1997 Trustee or the Trustee or otherwise, any action with respect to the proceeds of the Advancement which if such action had been reasonably expected to have been taken, or had been deliberately and intentionally taken, on the Closing Date or the date of execution and delivery of the 1991 Certificates would have caused any of the 1997 Certificates or the Certificates, respectively, to be "arbitrage bonds" within the meaning of Section 148(a) of the Tax Code or to be "private activity bonds" within the meaning of Section 141 of the Tax Code.

The Agency agrees to furnish all information to, and cooperate fully with, the City, the 1997 Trustee, the Trustee and their respective officers, employees, agents and attorneys, in order to assure compliance with the provisions of Section 7.06 of the 1997 Trust Agreement and Section 7.06 of the Trust Agreement, as applicable. In the event that the City shall determine, pursuant to Section 7.06 of the 1997 Trust Agreement or pursuant to Section 7.06 of the Trust Agreement, that any amounts are due and payable to the United States of America thereunder and that neither the City, the 1997 Trustee nor the Trustee, as applicable, has on deposit an amount of available moneys (excluding moneys on deposit in the funds and accounts established for the payment of the principal of or interest or redemption premium, if any, on the Certificates) to make such payment, the City shall promptly notify the Agency of such fact. Upon receipt of any such notice, the Agency shall promptly pay to the 1997 Trustee and/or the Trustee, as applicable, from available Tax Revenues or any other source of legally available funds the sum of (a) one hundred percent (100%) of the amounts determined by the City to be

due and payable to the United States of America as a result of the investment of amounts on deposit in any fund or account established hereunder.

Section 4.15. Redevelopment of Project Area. The Agency shall ensure that all activities undertaken by the Agency with respect to the redevelopment of the Project Area are undertaken and accomplished in conformity with all applicable requirements of the Redevelopment Plan and the Law. The Agency shall manage and operate all properties owned by the Agency and comprising any part of the Project in a sound and business-like manner and in conformity with all valid requirements of any governmental authority, and will keep such properties insured at all times in conformity with sound business practice.

Section 4.16. Further Assurances. The Agency will adopt, make, execute and deliver any and all such further resolutions, instruments and assurances as may be reasonably necessary or proper to carry out the intention or to facilitate the performance of this Indebtedness Agreement and for the better assuring and confirming unto the City and the Trustee of the rights and benefits provided in this Indebtedness Agreement.

Section 4.17. Redevelopment Plan Limits. The Agency shall manage its fiscal affairs in a manner which ensures that it will have sufficient Tax Revenues available under the Plan Limits in the amounts and at the times required to enable the Agency to pay the Advancement and any Parity Debt when due.

Not later than July 1, 2015, the Agency shall determine the aggregate amount of Tax Revenue which the Agency is permitted to receive under the Plan Limit following the end of Fiscal Year 2014-2015 and, if the aggregate amount of Advancement remaining to be paid, and the debt service payments with respect to any Parity Debt payable from Tax Revenues is in excess of 90% of the aggregate amount of Tax Revenues which the Agency is permitted to receive under the Plan Limit following the end of Fiscal Year 2014-2015, then the Agency shall not later than July 1 of each succeeding Fiscal Year determine the aggregate amount of Tax Revenues which the Agency is permitted to received under the Plan Limit following the end of such Fiscal Year.

The Agency hereby agrees that the aggregate amount of Advancement remaining to be paid and the debt service payments with respect to any Parity Debt payable from Tax Revenues shall at no time exceed 95% of the aggregate amount of Tax Revenues which the Agency is permitted to receive under the Plan Limit. In the event that the aggregate amount of such Advancement and such debt service on Parity Debt at any time equals or exceeds 95% of Tax Revenues which the Agency is permitted to receive under the Plan Limits, (a) the Agency shall promptly notify S&P and/or Moody's (but only so long as such rating agency then maintains a rating on the Certificates), and the Trustee of such fact in writing, (b) all Tax Revenues thereafter received by the Agency shall remain in the Special Fund to be applied for the sole purpose of paying the Advancement and the debt service payments with respect to any Parity Debt, notwithstanding anything in this Agreement to the contrary, and (c) not later than July 1 of each succeeding Fiscal Year, the Agency shall cause to be prepared and filed with S&P and/or Moody's (but only so long as such rating agency then maintains a rating on the Certificates) an accounting which shows the aggregate amount of Advancement and debt service payments with respect to any Parity Debt payable from Tax Revenues and the amount of Tax Revenues which the Agency is permitted to receive under the Plan Limit, the total amount of Advancement remaining to be paid and the total debt service remaining on any Parity Debt, and any other relevant and reasonable information requested by S&P and/or Moody's (but only so long as such rating agency then maintains a rating on the Certificates).

ARTICLE V

EVENTS OF DEFAULT AND REMEDIES

Section 5.01. Events of Default and Acceleration of Maturities. The following events shall constitute Events of Default hereunder:

(a) Failure by the Agency to pay the principal of or interest or prepayment premium (if any) on the Advancement or any Parity Debt when and as the same shall become due and payable.

(b) Failure by the Agency to observe and perform any of the covenants, agreements or conditions on its part contained in this Indebtedness Agreement, other than as referred to in the preceding clause (a), for a period of sixty (60) days after written notice specifying such failure and requesting that it be remedied has been given to the Agency by the City; *provided, however,* that if in the reasonable opinion of the Agency the failure stated in such notice can be corrected, but not within such sixty (60) day period, such failure shall not constitute an Event of Default if corrective action is instituted by the Agency within such sixty (60) day period and thereafter is diligently pursued until such failure is corrected.

(c) The filing by the Agency of a petition or answer seeking reorganization or arrangement under the federal bankruptcy laws or any other applicable law of the United States of America, or if a court of competent jurisdiction shall approve a petition, filed with or without the consent of the Agency, seeking reorganization under the federal bankruptcy laws or any other applicable law of the United States of America, or if, under the provisions of any other law for the relief or aid of debtors, any court of competent jurisdiction shall assume custody or control of the Agency or of the whole or any substantial part of its property.

If an Event of Default has occurred and is continuing, the City shall, (a) declare the principal of the Advancement, together with the accrued interest on all unpaid installments thereof, to be due and payable immediately, and upon any such declaration the same shall become immediately due and payable, anything in this Indebtedness Agreement to the contrary notwithstanding, and (b) exercise any other remedies available to the City in law or at equity. Immediately upon becoming aware of the occurrence of an Event of Default, the City shall give notice of such Event of Default to the Agency by telephone, telecopier or other telecommunication device, promptly confirmed in writing. This provision, however, is subject to the condition that if, at any time after the principal of the Advancement shall have been so declared due and payable, and before any judgment or decree for the payment of the moneys due shall have been obtained or entered, the Agency shall deposit with the City a sum sufficient to pay all installments of principal of the Advancement matured prior to such declaration and all accrued interest thereon, and the reasonable expenses of the City (including but not limited to attorneys fees), and any and all other defaults known to the City (other than in the payment of principal of and interest on the Advancement due and payable solely by reason of such declaration) shall have been made good or cured to the satisfaction of the City or provision deemed by the City to be adequate shall have been made therefor, then, and in every such case, the City may rescind and annul such declaration and its consequences. However, no such rescission and annulment shall extend to or shall affect any subsequent default, or shall impair or exhaust any right or power consequent thereon.

Section 5.02. Application of Funds Upon Default. All amounts received by the City pursuant to any right given or action taken by the City under the provisions of this Indebtedness Agreement, shall be applied by the City in the following order:

First, to the payment of the costs and expenses of the City in declaring such Event of Default and in carrying out the provisions of this Article V, including reasonable compensation to its agents, attorneys and counsel; and

Second, to the payment of the whole amount of interest on and principal of the Advancement then due and unpaid, with interest on overdue installments of principal and interest to the extent permitted by law at the net effective rate of interest then borne by the Outstanding Certificates; *provided, however*, that in the event such amounts shall be insufficient to pay in full the full amount of such interest and principal, then such amounts shall be applied in the following order of priority:

(a) *first*, to the payment of all installments of interest on the Advancement then due and unpaid, on a pro rata basis in the event that the available amounts are insufficient to pay all such interest in full,

(b) *second*, to the payment of all installments of principal of the Advancement then due and payable, on a pro rata basis in the event that the available amounts are installments of principal in full, and

(c) *third*, to the payment of interest on overdue installments of principal and interest, on a pro rata basis in the event that the available amounts are insufficient to pay all such interest in full.

Section 5.03. No Waiver. Nothing in this Article V or in any other provision of this Indebtedness Agreement, shall affect or impair the obligation of the Agency, which is absolute and unconditional, to pay from the Tax Revenues and other amounts pledged hereunder, the principal of and interest and premium (if any) on the Advancement to the City when due, as herein provided, or affect or impair the right of action, which is also absolute and unconditional, of the City to institute suit to enforce such payment by virtue of the contract embodied in this Indebtedness Agreement.

A waiver of any default by the City shall not affect any subsequent default or impair any rights or remedies on the subsequent default. No delay or omission of the City to exercise any right or power accruing upon any default shall impair any such right or power or shall be construed to be a waiver of any such default or an acquiescence therein, and every power and remedy conferred upon the City by the Law or by this Article V may be enforced and exercised from time to time and as often as shall be deemed expedient by the City.

If a suit, action or proceeding to enforce any right or exercise any remedy shall be abandoned or determined adversely to the City, the Agency and the City shall be restored to their former positions, rights and remedies as if such suit, action or proceeding had not been brought or taken.

Section 5.04. Agreement to Pay Attorneys' Fees and Expenses. In the event either party to this Agreement should default under any of the provisions hereof and the nondefaulting party should employ attorneys or incur other expenses for the collection of moneys or the enforcement or performance or observance of any obligation or agreement on the part of the defaulting party herein contained, the defaulting party agrees that it will on demand therefor pay to the nondefaulting party, as the case may be, the reasonable fees of such attorneys and such other expenses so incurred.

Section 5.05. Remedies Not Exclusive. No remedy herein conferred upon or reserved to the City is intended to be exclusive of any other remedy. Every such remedy shall be cumulative and shall be in addition to every other remedy given hereunder or now or hereafter existing, at law or in equity or by statute or otherwise, and may be exercised without exhausting and without regard to any other remedy conferred by the Law or any other law.

ARTICLE VI

MISCELLANEOUS

Section 6.01. Benefits Limited to Parties. Nothing in this Indebtedness Agreement, expressed or implied, is intended to give to any person other than the Agency, the 1997 Trustee, the Trustee and the City, any right, remedy or claim under or by reason of this Indebtedness Agreement. All covenants, stipulations, promises or agreements in this Indebtedness Agreement contained by and on behalf of the Agency shall be for the sole and exclusive benefit of the City, the 1997 Trustee acting as trustee for the benefit of the owners of the 1997 Certificates and the Trustee acting as Trustee for the benefit of the owners of the Certificates.

Section 6.02. Successor is Deemed Included in All References to Predecessor. Whenever in this Indebtedness Agreement either the Agency or the City is named or referred to, such reference shall be deemed to include the successors or assigns thereof, and all the covenants and agreements in this Indebtedness Agreement contained by or on behalf of the Agency or the City shall bind and inure to the benefit of the respective successors and assigns thereof whether so expressed or not.

Section 6.03. Discharge of Indebtedness Agreement. If the Agency shall pay and discharge the entire indebtedness on the Advancement in any one or more of the following ways:

(a) by well and truly paying or causing to be paid the principal of and interest and prepayment premiums (if any) on the Advancement, as and when the same become due and payable;

(b) by irrevocably depositing with the City, in trust, at or before maturity, cash in an amount which, together with the available amounts then on deposit in any of the funds and accounts established pursuant to the Trust Agreement or this Indebtedness Agreement, in the opinion and in a verification report of an independent accountant is fully sufficient to pay all principal of and interest and prepayment premiums (if any) on the Advancement; or

(c) by irrevocably depositing with the 1997 Trustee or the Trustee, as applicable, or any other fiduciary, in trust, non-callable Federal Securities in such amount as an independent accountant shall determine will, together with the interest to accrue thereon and available moneys then on deposit in the funds and accounts established pursuant to the 1997 Trust Agreement and/or the Trust Agreement, as applicable, or pursuant to this Indebtedness Agreement, be fully sufficient to pay and discharge the indebtedness on the Advancement (including all principal, interest and prepayment premiums) at or before maturity;

then, at the election of the Agency but only if all other amounts then due and payable hereunder shall have been paid or provision for their payment made, the pledge of and lien upon the Tax Revenues and other funds provided for in this Indebtedness Agreement and all other obligations of the City and the Agency under this Indebtedness Agreement with respect to the Advancement shall cease and terminate, except only the obligation of the Agency to pay or cause to be paid to the 1997 Trustee and/or the Trustee, as applicable, the amounts due and payable under Section 2.03 and Section 4.10 hereof. Notice of such election shall be filed with the City. Any funds thereafter held by the 1997 Trustee and/or the Trustee, as applicable, hereunder, which are not required for said purpose, shall be paid over to the Agency (except

that such consent shall not be required in the event that an Event of Default shall have occurred and be continuing hereunder).

Section 6.04. Amendment. This Indebtedness Agreement may be amended by the parties hereto but only with the consent of the parties hereto.

Section 6.05. Waiver of Personal Liability. No member, officer, agent or employee of the Agency shall be individually or personally liable for the payment of the principal of or interest on the Advancement; but nothing herein contained shall relieve any such member, officer, agent or employee from the performance of any official duty provided by law.

Section 6.06. Payment on Business Days. Whenever in this Indebtedness Agreement any amount is required to be paid on a day which is not a Business Day, such payment shall be required to be made on the Business Day immediately following such day, provided that interest on such payment shall not accrue from and after such day.

Section 6.07. Notices. Any notice, request, demand or other communication under this Indebtedness Agreement shall be given by first class mail or personal delivery to the party entitled thereto at its address set forth below, or by telecopy or other form of telecommunication, at its number set forth below. Notice shall be effective either (a) upon transmission by telecopy or other form of telecommunication, confirmed by telephone, (b) upon actual receipt after deposit in the United States mail, registered or certified, postage prepaid, or (c) in the case of personal delivery to any person, upon actual receipt. The City, the Agency, the 1997 Trustee or the Trustee may, by written notice to the other parties, from time to time modify the address or number to which communications are to be given hereunder.

If to the City:	City of Campbell 70 North First Street Campbell, California 95008 Attention: Finance Director
If to the Agency:	City of Campbell Redevelopment Agency 70 North First Street Campbell, California 95008 Attention: Executive Director
If to the Trustee:	U.S. Bank, N.A. One California Street, Suite 2550 San Francisco, CA 94111 Attention: Corporate Trust Department
If to the 1997 Trustee:	U.S. Bank, N.A. One California Street, Suite 2550 San Francisco, CA 94111 Attention: Corporate Trust Department

Section 6.08. Partial Invalidity. If any Section, paragraph, sentence, clause or phrase of this Indebtedness Agreement shall for any reason be held illegal, invalid or unenforceable, such holding shall not affect the validity of the remaining portions of this Indebtedness Agreement. The Agency hereby declares that it would have adopted this Indebtedness Agreement and each and every other Section, paragraph, sentence, clause or phrase hereof and authorized the Advancement irrespective of the fact that any one or more Sections, paragraphs, sentences, clauses, or phrases of this Indebtedness Agreement may be held illegal, invalid or unenforceable.

Section 6.09. Article and Section Headings and References. The headings or titles of the several Articles and Sections hereof, and any table of contents appended to copies hereof, shall be solely for convenience of reference and shall not affect the meaning, construction or effect of this Agreement. All references herein to "Articles," "Sections" and other subdivisions are to the corresponding Articles, Sections or subdivisions of this Agreement; the words "herein," "hereof," "hereby," "hereunder" and other words of similar import refer to this Agreement as a whole and not to any particular Article, Section or subdivision hereof; and words of the masculine gender shall mean and include words of the feminine and neuter genders.

Section 6.10. Execution of Counterparts. This Agreement may be executed in any number of counterparts, each of which shall for all purposes be deemed to be an original and all of which shall together constitute but one and the same instrument.

Section 6.11. Governing Law. This Agreement shall be construed and governed in accordance with the laws of the State.

Section 6.12. Indebtedness Agreement As Replacement. The Agency and the City acknowledge and agree that the provisions of this Indebtedness Agreement are an amendment and a complete restatement of, and replace in full all of the provisions of, the 1991 Indebtedness Agreement and any amendment thereto or restatements thereof entered into prior to the date hereof.

IN WITNESS WHEREOF, the CITY OF CAMPBELL REDEVELOPMENT AGENCY and the CITY OF CAMPBELL, have caused this Indebtedness Agreement to be signed by their respective officers, all as of the day and year first above written.

CITY OF CAMPBELL
REDEVELOPMENT AGENCY

By _____
Executive Director

Attest:

_____
Secretary

CITY OF CAMPBELL

By _____
City Manager

Attest:

_____
City Clerk

EXHIBIT A

SCHEDULE OF ADVANCEMENT REPAYMENTS PAYABLE TO THE 1997 TRUSTEE

Date	Principal	Interest	Total
10/01/2002	$16,560.00	$143,524.49	$160,084.49
04/01/2003	$0.00	$143,176.73	$143,176.73
10/01/2003	$16,560.00	$143,176.73	$159,736.73
04/01/2004	$0.00	$142,828.97	$142,828.97
10/01/2004	$18,630.00	$142,828.97	$161,458.97
04/01/2005	$0.00	$142,428.42	$142,428.42
10/01/2005	$18,630.00	$142,428.42	$161,058.42
04/01/2006	$0.00	$142,018.56	$142,018.56
10/01/2006	$18,630.00	$142,018.56	$160,648.56
04/01/2007	$0.00	$141,599.39	$141,599.39
10/01/2007	$20,700.00	$141,599.39	$162,299.39
04/01/2008	$0.00	$141,133.64	$141,133.64
10/01/2008	$20,700.00	$141,133.64	$161,833.64
04/01/2009	$0.00	$140,657.54	$140,657.54
10/01/2009	$20,700.00	$140,657.54	$161,357.54
04/01/2010	$0.00	$140,171.09	$140,171.09
10/01/2010	$22,770.00	$140,171.09	$162,941.09
04/01/2011	$0.00	$139,624.61	$139,624.61
10/01/2011	$24,840.00	$139,624.61	$164,464.61
04/01/2012	$0.00	$139,016.03	$139,016.03
10/01/2012	$26,910.00	$139,016.03	$165,926.03
04/01/2013	$0.00	$138,343.28	$138,343.28
10/01/2013	$26,910.00	$138,343.28	$165,253.28
04/01/2014	$0.00	$137,670.53	$137,670.53
10/01/2014	$26,910.00	$137,670.53	$164,580.53
04/01/2015	$0.00	$136,980.96	$136,980.96
10/01/2015	$28,980.00	$136,980.96	$165,960.96
04/01/2016	$0.00	$136,238.35	$136,238.35
10/01/2016	$31,050.00	$136,238.35	$167,288.35
04/01/2017	$0.00	$135,442.69	$135,442.69
10/01/2017	$33,120.00	$135,442.69	$168,562.69
04/01/2018	$0.00	$134,593.99	$134,593.99
10/01/2018	$33,120.00	$134,593.99	$167,713.99
04/01/2019	$0.00	$133,745.29	$133,745.29
10/01/2019	$401,580.00	$133,745.29	$535,325.29
04/01/2020	$0.00	$123,454.80	$123,454.80
10/01/2020	$422,280.00	$123,454.80	$545,734.80
04/01/2021	$0.00	$112,369.95	$112,369.95
10/01/2021	$445,050.00	$112,369.95	$557,419.95
04/01/2022	$0.00	$100,687.39	$100,687.39
10/01/2022	$467,820.00	$100,687.39	$568,507.39
04/01/2023	$0.00	$88,407.11	$88,407.11
10/01/2023	$492,660.00	$88,407.11	$581,067.11
04/01/2024	$0.00	$75,474.79	$75,474.79
10/01/2024	$517,500.00	$75,474.79	$592,974.79
04/01/2025	$0.00	$61,890.41	$61,890.41
10/01/2025	$544,410.00	$61,890.41	$606,300.41
04/01/2026	$0.00	$47,599.65	$47,599.65
10/01/2026	$573,390.00	$47,599.65	$620,989.65
04/01/2027	$0.00	$32,548.16	$32,548.16
10/01/2027	$604,440.00	$32,548.16	$636,988.16
04/01/2028	$0.00	$16,681.61	$16,681.61
10/01/2028	$635,490.00	$16,681.61	$652,171.61
TOTAL	$5,510,340.00	$6,193,092.25	$11,703,432.25

EXHIBIT B

SCHEDULE OF ADVANCEMENT REPAYMENTS PAYABLE TO THE 2002 TRUSTEE

Date	Principal	Interest	Total
10/01/2002	$211,140.00	$37,495.79	$248,635.79
04/01/2003	$0.00	$80,684.72	$80,684.72
10/01/2003	$204,930.00	$80,684.72	$285,614.72
04/01/2004	$0.00	$78,123.10	$78,123.10
10/01/2004	$209,070.00	$78,123.10	$287,193.10
04/01/2005	$0.00	$75,509.72	$75,509.72
10/01/2005	$215,280.00	$75,509.72	$290,789.72
04/01/2006	$0.00	$72,818.72	$72,818.72
10/01/2006	$221,490.00	$72,818.72	$294,308.72
04/01/2007	$0.00	$69,496.37	$69,496.37
10/01/2007	$225,630.00	$69,496.37	$295,126.37
04/01/2008	$0.00	$66,111.92	$66,111.92
10/01/2008	$233,910.00	$66,111.92	$300,021.92
04/01/2009	$0.00	$62,135.45	$62,135.45
10/01/2009	$242,190.00	$62,135.45	$304,325.45
04/01/2010	$0.00	$57,776.03	$57,776.03
10/01/2010	$250,470.00	$57,776.03	$308,246.03
04/01/2011	$0.00	$53,079.72	$53,079.72
10/01/2011	$258,750.00	$53,079.72	$311,829.72
04/01/2012	$0.00	$48,034.09	$48,034.09
10/01/2012	$269,100.00	$48,034.09	$317,134.09
04/01/2013	$0.00	$42,652.09	$42,652.09
10/01/2013	$279,450.00	$42,652.09	$322,102.09
04/01/2014	$0.00	$36,783.64	$36,783.64
10/01/2014	$293,940.00	$36,783.64	$330,723.64
04/01/2015	$0.00	$30,463.93	$30,463.93
10/01/2015	$306,360.00	$30,463.93	$336,823.93
04/01/2016	$0.00	$23,187.88	$23,187.88
10/01/2016	$318,780.00	$23,187.88	$341,967.88
04/01/2017	$0.00	$16,015.33	$16,015.33
10/01/2017	$333,270.00	$16,015.33	$349,285.33
04/01/2018	$0.00	$8,308.46	$8,308.46
10/01/2018	$349,830.00	$8,308.46	$358,138.46
TOTAL	$4,423,590.00	$1,679,858.17	$6,103,448.17

This Preliminary Official Statement and the information contained herein are subject to completion and amendment. Under no circumstances shall this Preliminary Official Statement constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of these securities, in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of such jurisdiction.

PRELIMINARY OFFICIAL STATEMENT DATED JUNE 5, 2002

NEW ISSUE—FULL BOOK-ENTRY

Moody's: A1
S&P: A+
(See RATINGS herein)

In the opinion of Jones Hall, A Professional Law Corporation, San Francisco, California, Special Counsel, subject, however to certain qualifications described herein, under existing law, the portion of the Lease Payments due under the Lease Agreement designated as and comprising interest and received by the Certificate Owners is excludable from gross income for federal income tax purposes and such interest is not an item of tax preference for purposes of the federal alternative minimum taxes imposed on individuals and corporations, although it is included if such interest is taken into account in determining certain income and earnings for purposes of computing the alternative minimum tax imposed on certain corporations. In the further opinion of Special Counsel, such interest is exempt from California personal income taxes. See "TAX MATTERS" herein.

$11,800,000*

2002 REFUNDING CERTIFICATES OF PARTICIPATION

(Civic Center Project)
Evidencing Direct, Undivided Fractional Interests of the Owners Thereof in Lease Payments to be Made by the

CITY OF CAMPBELL

(Santa Clara County, California)
As Rental For Certain Property Pursuant to a Lease Agreement with the

CITY OF CAMPBELL REDEVELOPMENT AGENCY

Dated: Date of Delivery **Due: October 1, as shown on the inside front cover**

The Certificates are being sold, executed, and delivered to refinance an outstanding lease obligation of the City and to provide funds for certain capital improvements. The Certificates are being executed and delivered in the aggregate principal amount of $ of which $ initial principal amount shall be in the form of Current Interest Certificates and $ initial principal amount shall be in the form of Capital Appreciation Certificates. The City Hall and the Community Center (the "Project") will be leased to the City of Campbell (the "City") by the City of Campbell Redevelopment Agency (the "Agency") pursuant to a Fourth Amended and Restated Lease Agreement, dated as of July 1, 2002 (the "Lease Agreement"). The Certificates evidence direct, undivided fractional interests of the Owners thereof in the Lease Payments to be made under the Lease Agreement. A portion of the Lease Payments will be payable from amounts paid to the City by the Agency pursuant to a Third Amended and Restated Indebtedness Agreement by and between the City and the Agency, dated as of July 1, 2002, pursuant to which the Agency has pledged certain tax increment revenues from the Agency's Central Campbell Redevelopment Project. See "THE INDEBTEDNESS AGREEMENT" herein.

The Certificates are being executed and delivered in accordance with a Trust Agreement, dated as of July 1, 2002 (the "Trust Agreement"), by and among the City, the Agency and U.S. Bank, N.A., San Francisco, California as trustee thereunder (the "Trustee"). Interest represented by the Current Interest Certificates is payable on October 1, 2002 and semi-annually thereafter on April 1 and October 1 of each year (each, an "Interest Payment Date") until maturity or prior prepayment. The Capital Appreciation Certificates will be available to ultimate purchasers in the denomination of $5,000 Accreted Value at Maturity or any integral multiple thereof, under the book-entry system maintained by DTC. The Capital Appreciation Certificates will not bear current interest but will accrete interest, commencing on their date of delivery, from their respective initial principal amounts to their respective Accreted Values at Maturity, compounding October 1, 2002 and semiannually thereafter on April 1 and October 1 calculated on the basis of a 360-day year consisting of twelve 30-day months. See "THE CERTIFICATES" herein.

The Certificates are deliverable in fully registered form and will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"). DTC will act as the Securities Depository for the Certificates. Ownership interests in the Certificates will be in Authorized Denominations. Beneficial owners of the Certificates will not receive physical certificates representing the Certificates purchased, but will receive a credit balance on the books of the nominees of such purchasers. Principal or Accreted Value, premium, if any, and interest due with respect to the Certificates will be paid by the Trustee to DTC, which will in turn remit such principal or Accreted Value, premium, if any, and interest to its Participants for subsequent disbursement to the beneficial owners of the Certificates as described herein. See "BOOK-ENTRY SYSTEM" herein.

The Certificates are subject to optional and mandatory prepayment as described herein.

The City has covenanted in the Lease Agreement that as long as the Project is available for the City's use, it will take such action as may be necessary to include and maintain all Lease Payments for the Project in its annual budget, and to make the necessary appropriations therefore. The obligation of the City to make Lease Payments under the Lease Agreement does not constitute an obligation of the City for which the City is obligated to levy or pledge any form of taxation. Neither the Certificates nor the obligation of the City to make Lease Payments constitutes an indebtedness of the State of California, the City, the Agency or any other political subdivision of the State, within the meaning of the Constitution of the State of California or otherwise.

See the section of this Official Statement entitled "Certificate Owners' Risks" for a discussion of certain of the risk factors that should be considered, in addition to the other matters set forth herein, in evaluating the investment quality of the Certificates.

The Certificates are offered when, as and if sold, executed and delivered, subject to the approval as to their legality by Jones Hall, A Professional Law Corporation, San Francisco, California, Special Counsel. Certain legal matters will be passed upon for the City by Dempster, Seligmann & Raineri, Los Gatos, California and for the Underwriter by Orrick, Herrington & Sutcliffe LLP, San Francisco, California. It is anticipated that the Certificates in definitive form, will be available for delivery on or about July , 2002.

Stone & Youngberg LLC

Dated: , 2002

* Preliminary, subject to change.

This Preliminary Official Statement and the information contained herein are subject to completion or amendment. These securities may not be sold nor may offers to buy be accepted prior to the time the Official Statement is delivered in final form. Under no circumstances shall this Preliminary Official Statement constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of these securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction.

PRELIMINARY OFFICIAL STATEMENT DATED OCTOBER 2, 1997

NEW ISSUE — FULL BOOK-ENTRY

Moody's:
S&P:
(See RATING herein)

In the opinion of Jones Hall, A Professional Law Corporation, San Francisco, California, Special Counsel, subject, however to certain qualifications described herein, under existing law, the portion of the Lease Payments due under the Lease Agreement designated as and comprising interest and received by the Certificate Owners is excludable from gross income for federal income tax purposes and such interest is not an item of tax preference for purposes of the federal alternative minimum taxes imposed on individuals and corporations, although it is included if such interest is taken into account in determining certain income and earnings for purposes of computing the alternative minimum tax imposed on certain corporations. In the further opinion of Special Counsel, such interest is exempt from California personal income taxes. See "TAX MATTERS" herein.

$15,500,000*
1997 REFUNDING CERTIFICATES OF PARTICIPATION
(Civic Center Project)
Evidencing Direct, Undivided Fractional Interests of the Owners Thereof in Lease Payments to be made by the
CITY OF CAMPBELL
(Santa Clara County, California)
As Rental For Certain Property Pursuant to a Lease Agreement with the
CITY OF CAMPBELL REDEVELOPMENT AGENCY

Dated: October 1, 1997 **Due: October 1, as shown below**

The Certificates are being sold, executed, and delivered to refinance an outstanding lease obligation of the City and to provide funds for certain street capital improvements. The City Hall and the Community Center (the "Project") will be leased to the City of Campbell (the "City") by the City of Campbell Redevelopment Agency (the "Agency") pursuant to a Third Amended and Restated Lease Agreement, dated as of October 1, 1997 (the "Lease Agreement"). The Certificates evidence direct, undivided fractional interests of the Owners thereof in the Lease Payments to be made under the Lease Agreement. A portion of the Lease Payments will be payable from amounts paid to the City by the Agency pursuant to a Second Amended and Restated Indebtedness Agreement by and between the City and the Agency, dated as of October 1, 1997, pursuant to which the Agency has pledged certain tax increment revenues from the Agency's Central Campbell Redevelopment Project. See "THE INDEBTEDNESS AGREEMENT" herein.

The Certificates are being executed and delivered in accordance with a Trust Agreement, dated as of October 1, 1997 (the "Trust Agreement"), by and among the City, the Agency and First Trust of California, National Association, San Francisco, California as trustee thereunder (the "Trustee"). Interest represented by Certificates is payable on April 1, 1998 and semi-annually thereafter on April 1 and October 1 of each year (each, an "Interest Payment Date") until maturity or prior prepayment. The Certificates are deliverable in fully registered form and will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"). DTC will act as the Securities Depository for the Certificates. Ownership interests in the Certificates will be in denominations of $5,000 and integral multiples thereof. Beneficial owners of the Certificates will not receive physical certificates representing the Certificates purchased, but will receive a credit balance on the books of the nominees of such purchasers. Principal, premium, if any, and interest due with respect to the Certificates will be paid by the Trustee to DTC, which will in turn remit such principal, premium, if any, and interest to its Participants for subsequent disbursement to the beneficial owners of the Certificates as described herein. See "BOOK-ENTRY SYSTEM" herein.

The Certificates are subject to optional and mandatory prepayment as described herein.

The City has covenanted in the Lease Agreement that as long as the Project is available for the City's use, it will take such action as may be necessary to include and maintain all Lease Payments for the Project in its annual budget, and to make the necessary appropriations therefor. The obligation of the City to make Lease Payments under the Lease Agreement does not constitute an obligation of the City for which the City is obligated to levy or pledge any form of taxation. Neither the Certificates nor the obligation of the City to make Lease Payments constitutes an indebtedness of the State of California, the City, the Agency or any other political subdivision of the State, within the meaning of the Constitution of the State of California or otherwise.

See the section of this Official Statement entitled "Certificate Owners' Risks" for a discussion of certain of the risk factors that should be considered, in addition to the other matters set forth herein, in evaluating the investment quality of the Certificates.

MATURITY SCHEDULE*

Maturity October 1	Principal Amount	Interest Rate	Yield or Price	Maturity October 1	Principal Amount	Interest Rate	Yield or Price
1998				2006			
1999				2007			
2000				2008			
2001				2009			
2002				2010			
2003				2011			
2004				2012			
2005							

$ **% Term Certificates Due October 1, 2028 Yield % (Plus accrued interest)**

The Certificates are offered when, as and if sold, executed and delivered, subject to the approval as to their legality by Jones Hall, A Professional Law Corporation, San Francisco, California, Special Counsel. Certain legal matters will be passed upon for the City by Dempster, Seligmann & Raineri, Los Gatos, California and for the Underwriter by Orrick, Herrington & Sutcliffe LLP, San Francisco, California. It is anticipated that the Certificates in definitive form, will be available for delivery on or about October , 1997.

Stone & Youngberg LLC

Dated: , 1997

* Preliminary, subject to change.

EXHIBIT B

SCHEDULE OF ADVANCEMENT REPAYMENTS PAYABLE TO THE 1997 TRUSTEE

Date	Principal	Interest	Total
4/1/98	$0.00	$133,667.22	$133,667.22
10/1/98	$24,840.00	$144,940.37	$169,780.37
4/1/99	$0.00	$144,443.57	$144,443.57
10/1/99	$14,490.00	$144,443.57	$158,933.57
4/1/00	$0.00	$144,153.77	$144,153.77
10/1/00	$14,490.00	$144,153.77	$158,643.77
4/1/01	$0.00	$143,863.97	$143,863.97
10/1/01	$16,560.00	$143,863.97	$160,423.97
4/1/02	$0.00	$143,524.49	$143,524.49
10/1/02	$16,560.00	$143,524.49	$160,084.49
4/1/03	$0.00	$143,176.73	$143,176.73
10/1/03	$16,560.00	$143,176.73	$159,736.73
4/1/04	$0.00	$142,828.97	$142,828.97
10/1/04	$18,630.00	$142,828.97	$161,458.97
4/1/05	$0.00	$142,428.42	$142,428.42
10/1/05	$18,630.00	$142,428.42	$161,058.42
4/1/06	$0.00	$142,018.56	$142,018.56
10/1/06	$18,630.00	$142,018.56	$160,648.56
4/1/07	$0.00	$141,598.39	$141,598.39
10/1/07	$20,700.00	$141,598.39	$162,298.39
4/1/08	$0.00	$141,133.64	$141,133.64
10/1/08	$20,700.00	$141,133.64	$161,833.64
4/1/09	$0.00	$140,657.54	$140,657.54
10/1/09	$20,700.00	$140,657.54	$161,357.54
4/1/10	$0.00	$140,171.09	$140,171.09
10/1/10	$22,770.00	$140,171.09	$162,941.09
4/1/11	$0.00	$139,624.61	$139,624.61
10/1/11	$24,840.00	$139,624.61	$164,464.61
4/1/12	$0.00	$139,016.03	$139,016.03
10/1/12	$26,910.00	$139,016.03	$165,926.03
4/1/13	$0.00	$138,343.28	$138,343.28
10/1/13	$26,910.00	$138,343.28	$165,253.28
4/1/14	$0.00	$137,670.53	$137,670.53
10/1/14	$26,910.00	$137,670.53	$164,580.53
4/1/15	$0.00	$136,980.96	$136,980.96
10/1/15	$28,980.00	$136,980.96	$165,960.96
4/1/16	$0.00	$136,238.35	$136,238.35
10/1/16	$31,050.00	$136,238.35	$167,288.35
4/1/17	$0.00	$135,442.69	$135,442.69
10/1/17	$33,120.00	$135,442.69	$168,562.69
4/1/18	$0.00	$134,593.99	$134,593.99
10/1/18	$33,120.00	$134,593.99	$167,713.99
4/1/19	$0.00	$133,745.29	$133,745.29
10/1/19	$401,580.00	$133,745.29	$535,325.29
4/1/20	$0.00	$123,454.80	$123,454.80
10/1/20	$422,280.00	$123,454.80	$545,734.80
4/1/21	$0.00	$112,369.95	$112,369.95
10/1/21	$445,050.00	$112,369.95	$557,419.95
4/1/22	$0.00	$100,687.39	$100,687.39

EXHIBIT B

SCHEDULE OF ADVANCEMENT REPAYMENTS PAYABLE TO THE 1997 TRUSTEE

Date	Principal	Interest	Total
10/1/22	$467,820.00	$100,687.39	$568,507.39
4/1/23	$0.00	$88,407.11	$88,407.11
10/1/23	$492,660.00	$88,407.11	$581,067.11
4/1/24	$0.00	$75,474.79	$75,474.79
10/1/24	$517,500.00	$75,474.79	$592,974.79
4/1/25	$0.00	$61,890.41	$61,890.41
10/1/25	$544,410.00	$61,890.41	$606,300.41
4/1/26	$0.00	$47,599.65	$47,599.65
10/1/26	$573,390.00	$47,599.65	$620,989.65
4/1/27	$0.00	$32,548.16	$32,548.16
10/1/27	$604,440.00	$32,548.16	$636,988.16
4/1/28	$0.00	$15,681.61	$15,681.61
10/1/28	$635,490.00	$15,681.61	$652,171.61
TOTALS	$5,580,720.00	$7,480,146.91	$13,060,866.91

City of Campbell
2002 Refunding Certificates of Participation
(Civic Center Project)

City
Fund 366

RDA
Fund 364

AS OF 7/10/02

	City Share	58.6%		Agency Share	41.4%		TOTAL 2002 COPs		
Date	Principal	Interest	Total	Principal	Interest	Total	Principal	Interest	Total
10/01/2002	$298,860.00	$53,073.74	$351,933.74	$211,140.00	$37,495.79	$248,635.79	$510,000.00	$90,569.53	$600,569.53
04/01/2003	$0.00	$114,205.91	$114,205.91	$0.00	$80,684.72	$80,684.72	$0.00	$194,890.63	$194,890.63
10/01/2003	$290,070.00	$114,205.91	$404,275.91	$204,930.00	$80,684.72	$285,614.72	$495,000.00	$194,890.63	$689,890.63
04/01/2004	$0.00	$110,580.03	$110,580.03	$0.00	$78,123.10	$78,123.10	$0.00	$188,703.13	$188,703.13
10/01/2004	$295,930.00	$110,580.03	$406,510.03	$209,070.00	$78,123.10	$287,193.10	$505,000.00	$188,703.13	$693,703.13
04/01/2005	$0.00	$106,880.91	$106,880.91	$0.00	$75,509.72	$75,509.72	$0.00	$182,390.63	$182,390.63
10/01/2005	$304,720.00	$106,880.91	$411,600.91	$215,280.00	$75,509.72	$290,789.72	$520,000.00	$182,390.63	$702,390.63
04/01/2006	$0.00	$103,071.91	$103,071.91	$0.00	$72,818.72	$72,818.72	$0.00	$175,890.63	$175,890.63
10/01/2006	$313,510.00	$103,071.91	$416,581.91	$221,490.00	$72,818.72	$294,308.72	$535,000.00	$175,890.63	$710,890.63
04/01/2007	$0.00	$98,369.26	$98,369.26	$0.00	$69,496.37	$69,496.37	$0.00	$167,865.63	$167,865.63
10/01/2007	$319,370.00	$98,369.26	$417,739.26	$225,630.00	$69,496.37	$295,126.37	$545,000.00	$167,865.63	$712,865.63
04/01/2008	$0.00	$93,578.71	$93,578.71	$0.00	$66,111.92	$66,111.92	$0.00	$159,690.63	$159,690.63
10/01/2008	$331,090.00	$93,578.71	$424,668.71	$233,910.00	$66,111.92	$300,021.92	$565,000.00	$159,690.63	$724,690.63
04/01/2009	$0.00	$87,950.18	$87,950.18	$0.00	$62,135.45	$62,135.45	$0.00	$150,085.63	$150,085.63
10/01/2009	$342,810.00	$87,950.18	$430,760.18	$242,190.00	$62,135.45	$304,325.45	$585,000.00	$150,085.63	$735,085.63
04/01/2010	$0.00	$81,779.60	$81,779.60	$0.00	$57,776.03	$57,776.03	$0.00	$139,555.63	$139,555.63
10/01/2010	$354,530.00	$81,779.60	$436,309.60	$250,470.00	$57,776.03	$308,246.03	$605,000.00	$139,555.63	$744,555.63
04/01/2011	$0.00	$75,132.16	$75,132.16	$0.00	$53,079.72	$53,079.72	$0.00	$128,211.88	$128,211.88
10/01/2011	$366,250.00	$75,132.16	$441,382.16	$258,750.00	$53,079.72	$311,829.72	$625,000.00	$128,211.88	$753,211.88
04/01/2012	$0.00	$67,990.29	$67,990.29	$0.00	$48,034.09	$48,034.09	$0.00	$116,024.38	$116,024.38
10/01/2012	$380,900.00	$67,990.29	$448,890.29	$269,100.00	$48,034.09	$317,134.09	$650,000.00	$116,024.38	$766,024.38
04/01/2013	$0.00	$60,372.29	$60,372.29	$0.00	$42,652.09	$42,652.09	$0.00	$103,024.38	$103,024.38
10/01/2013	$395,550.00	$60,372.29	$455,922.29	$279,450.00	$42,652.09	$322,102.09	$675,000.00	$103,024.38	$778,024.38
04/01/2014	$0.00	$52,065.74	$52,065.74	$0.00	$36,783.64	$36,783.64	$0.00	$88,849.38	$88,849.38
10/01/2014	$416,060.00	$52,065.74	$468,125.74	$293,940.00	$36,783.64	$330,723.64	$710,000.00	$88,849.38	$798,849.38
04/01/2015	$0.00	$43,120.45	$43,120.45	$0.00	$30,463.93	$30,463.93	$0.00	$73,584.38	$73,584.38
10/01/2015	$433,640.00	$43,120.45	$476,760.45	$306,360.00	$30,463.93	$336,823.93	$740,000.00	$73,584.38	$813,584.38
04/01/2016	$0.00	$32,821.50	$32,821.50	$0.00	$23,187.88	$23,187.88	$0.00	$56,009.38	$56,009.38
10/01/2016	$451,220.00	$32,821.50	$484,041.50	$318,780.00	$23,187.88	$341,967.88	$770,000.00	$56,009.38	$826,009.38

FY06
FY07
FY08

343,756.

2002 COP

Attachment L3.05

City of Campbell

2002 Refunding Certificates of Participation

(Civic Center Project)

AS OF 7/10/02

Date	City Share 58.6%			Agency Share 41.4%			TOTAL 2002 COPs		
	Principal	Interest	Total	Principal	Interest	Total	Principal	Interest	Total
04/01/2017	$0.00	$22,669.05	$22,669.05	$0.00	$16,015.33	$16,015.33	$0.00	$38,684.38	$38,684.38
10/01/2017	$471,730.00	$22,669.05	$494,399.05	$333,270.00	$16,015.33	$349,285.33	$805,000.00	$38,684.38	$843,684.38
04/01/2018	$0.00	$11,760.29	$11,760.29	$0.00	$8,308.46	$8,308.46	$0.00	$20,068.75	$20,068.75
10/01/2018	$495,170.00	$11,760.29	$506,930.29	$349,830.00	$8,308.46	$358,138.46	$845,000.00	$20,068.75	$865,068.75
04/01/2019	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
10/01/2019	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
04/01/2020	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
10/01/2020	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
04/01/2021	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
10/01/2021	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
04/01/2022	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
10/01/2022	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
04/01/2023	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
10/01/2023	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
04/01/2024	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
10/01/2024	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
04/01/2025	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
10/01/2025	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
04/01/2026	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
10/01/2026	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
04/01/2027	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
10/01/2027	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
04/01/2028	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
10/01/2028	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
04/01/2029	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
10/01/2029	$340,522.75	$1,274,477.25	$1,615,000.00	$0.00	$0.00	$0.00	$340,522.75	$1,274,477.25	$1,615,000.00
04/01/2030	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
10/01/2030	$319,834.60	$1,295,165.40	$1,615,000.00	$0.00	$0.00	$0.00	$319,834.60	$1,295,165.40	$1,615,000.00
04/01/2031	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
10/01/2031	$301,149.05	$1,313,850.95	$1,615,000.00	$0.00	$0.00	$0.00	$301,149.05	$1,313,850.95	$1,615,000.00
04/01/2032	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
10/01/2032	$284,336.90	$1,330,663.10	$1,615,000.00	$0.00	$0.00	$0.00	$284,336.90	$1,330,663.10	$1,615,000.00
TOTALS	$7,507,253.30	$7,591,926.96	$15,099,180.26	$4,423,590.00	$1,679,858.17	$6,103,448.17	$11,930,843.30	$9,271,785.13	$21,202,628.43

2002 COP (continued)

goldfarb lipman attorneys
PO Box 71043
Oakland, California 94612
510 836-6336

RECEIVED
JAN 12 2012
CITY OF CAMPBELL
PLANNING DEPT.

January 10, 2012
INVOICE NO. 103689

CAMPBELL REDEVELOPMENT AGENCY
70 NORTH FIRST STREET
CAMPBELL, CA 95008-1423

ATTN: KIRK HEINRICHS

Re: GENERAL
OUR FILE NO: 103-1

PURCHASE ORDER NO.: 20050570

CURRENT FEES THROUGH 12/31/11	73.50
INVOICE TOTAL	73.50

*** PAYMENT IS DUE UPON RECEIPT ***
INTEREST WILL BE CHARGED AT 1.5% PER
MONTH ON UNPAID ACCOUNTS OVER 30 DAYS.

RDA Admin
OK to pay
X

goldfarb lipman attorneys
PO Box 71043
Oakland, California 94612
510 836-6336

FILE NUMBER 103-1
JTN

CAMPBELL REDEVELOPMENT AGENCY
GENERAL

1/10/12
103689
Page 1

DESCRIPTION OF SERVICES RENDERED

PREPARE AND TRANSMIT LAW ALERTS RE SUPREME COURT RULING AND NEXT STEPS FOR CITY AND AGENCY;

TOTAL FEES	73.50
INVOICE TOTAL	73.50

goldfarb lipman attorneys
PO Box 71043
Oakland, California 94612
510 836-6336

February 9, 2012
INVOICE NO. 104036

CAMPBELL REDEVELOPMENT AGENCY
70 NORTH FIRST STREET
CAMPBELL, CA 95008-1423

ATTN: KIRK HEINRICHS

Re: GENERAL
OUR FILE NO: 103-1

PURCHASE ORDER NO.: 20050570

CURRENT FEES THROUGH 01/31/12	612.50
INVOICE TOTAL	612.50

*** PAYMENT IS DUE UPON RECEIPT ***
INTEREST WILL BE CHARGED AT 1.5% PER
MONTH ON UNPAID ACCOUNTS OVER 30 DAYS.

Admin RDA
OK to pay

X

goldfarb lipman attorneys
PO Box 71043
Oakland, California 94612
510 836-6336

FILE NUMBER 103-1
JTN

CAMPBELL REDEVELOPMENT AGENCY
GENERAL

2/09/12
104036
Page 1

DESCRIPTION OF SERVICES RENDERED	
COMMUNICATIONS AND TELEPHONE CONFERENCE WITH K. HEINRICHS RE ABX1 26 IMPLEMENTATION ISSUES; PREPARE SUCCESSOR AGENCY ELECTION PACKET AND TRANSMIT SAME TO K. HEINRICHS; COMMUNICATIONS WITH B. SELIGMAN RE PROPERTY TRANSFER ISSUES UNDER ABX1 26; TRANSMIT ADVISORY RE AMENDED EOPS; TELEPHONE CONFERENCE WITH AND COMMUNICATIONS WITH K. HEINRICHS RE SAME; COMMUNICATIONS WITH K. HEINRICHS RE SANTA CLARA COUNTY PUBLIC RECORDS ACT REQUEST; TELEPHONE CONFERENCE WITH K. HEINRICHS RE ABX1 26 IMPLEMENTATION ISSUES; COMMUNICATIONS WITH K. HEINRICHS RE OVERSIGHT BOARD COMPOSITION AND COUNTY MEETING ISSUES; TELEPHONE CONFERENCES WITH K. HEINRICHS RE SUCCESSOR AGENCY ESTABLISHMENT AND OPERATION ISSUES; TRANSMIT EXIT MEMO DRAFTS TO K. HEINRICHS; TRANSMIT MATERIALS RE RDA LAIF FUNDS STATUS UPON DISSOLUTION; TELEPHONE CONFERENCE WITH K. HEINRICHS RE HOUSING FUND-ASSISTED CONDO UNITS TREATMENT UNDER ABX1 26;	
TOTAL FEES	**612.50**
INVOICE TOTAL	**612.50**

Attachment L5.0

Michelle Isherwood <misherwood@harveyrose.com>

FW: Additional information needed

Jesse Takahashi <JESSET@cityofcampbell.com> Tue, Aug 14, 2012 at 3:11 PM
To: misherwood@harveyrose.com
Cc: kheinrichs@att.net

Michelle,

Per our phone discussion earlier today, we derived the $200,000 total outstanding obligation for the US Bank administration fees by estimating $10,000 per year times 20 years, which is when the last COP debt issue matures (2032). If you need further explanation, please let me know. Thanks.

Jesse

From: Jesse Takahashi
Sent: Monday, August 13, 2012 7:33 PM
To: 'misherwood@harveyrose.com'
Subject: FW: Additional information needed

[Quoted text hidden]

Attachment T1.0

Mark Gaeta

From: Kan, Kenneth [Kenneth.Kan@fin.sccgov.org]
Sent: Wednesday, May 11, 2011 8:58 AM
To: Kirk Heinrichs; Mark Gaeta
Cc: Ma, Jacelyn
Subject: FY10-11 SERAF Payment

We acknowledged receipt of your wire payment of FY10-11 SERAF for $431,363.00 on 5/10/2011.

Thank you.

Kenneth Kan
Accountant III
Property Tax Division
Controller-Treasurer Dept
Santa Clara County
Tel: (408) 299-5256
Fax: (408) 298-7452
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WELLS FARGO

Print Close

Item Details

Amount:	431,363.00
Currency:	USD
Check # / Cust. Ref. #:	0
Item Sequence #:	9930432522
Transaction Type:	Debit
Type Code / Description:	495 / OUTGOING MONEY TRANSFER
Routing #:	121000248
Account Number / Account Name:	4121855415 / GENERAL ACCOUNT
Posting Date:	05/10/2011
As of Date:	05/10/2011

Additional Item Details:	0000016 +000000073385957 SRF# RDA ERAF TRN#110509082113 RFB# 000000077

Close Window

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	2010-11 Redevelopment Agency SERAF Shift Health and Safety Code Section 33690.5				
Redevelopment Agency Name	2006-07 Tax Increment Net of Pass-Throughs	2006-07 Gross Tax Increment	175,000,000 on Net Tax Increment Based on Net Factor (0.0465534652)	175,000,000 on Net Tax Increment Based on Gross Factor (0.0369323105)	Total SERAF
Campbell Redevelopment Agency	4,625,264	5,849,652	215,322	216,041	431,363

Mark Gaeta

From: Kirk Heinrichs
Sent: Tuesday, March 08, 2011 9:05 AM
To: Mark Gaeta
Cc: Mike Wright
Subject: FW: 2010-11 RDA Transfer SERAF

FYI - Due May 10. Not any sooner.

Kirk Heinrichs, AICP | Community Development Director
City of Campbell | Community Development Department
kirkh@cityofcampbell.com
☎ 408.866.2732 | 🖷 408.871.5140
✉: 70. N. First Street | Campbell, CA 95008
City Home | Planning Division | Municipal Code

From: Kan, Kenneth [mailto:Kenneth.Kan@fin.sccgov.org]
Sent: Tuesday, March 08, 2011 8:26 AM
To: gleung@ci.sunnyvale.ca.us; Brice McQueen; gameling@santaclaraca.gov; dtanaka@santaclaraca.gov; Laura Zadel; Baum,David; Andrade, Abe; Guiang, Alex; TinaReza; Kirk Heinrichs; 'davidw@cupertino.org'; 'sconway@losgatosca.gov'; 'lisherwood@losgatosca.gov'; patty.kong@ci.mtnview.ca.us; Ansted, Helen; 'ekarlen@ci.milpitas.ca.gov'
Cc: Ma, Jacelyn
Subject: 2010-11 RDA Transfer SERAF

Good morning All,

Thank you for notifying County of your payment method. For those Agencies choosing wire method, below is the bank detail for wiring to the County:-

Bank Name: Bank of America
ABA Routing No: 121000358
Account No: 14998-22468
Attention: SCC Property Tax Unit – SERAF

Please note that the money should be deposited into SERAF on or before May 10, 2011.

Thank you.

Kenneth Kan
Accountant III
Property Tax Division
Controller-Treasurer Dept
Santa Clara County
Tel: (408) 299-5256
Fax: (408) 298-7452
Please don't print this email, help us save the planet.

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using, delivering, distributing, printing, copying, or disclosing the message or content to others and must delete the message from your computer. If you have received this message in error, please notify the sender by return email.

From: Kan, Kenneth
Sent: Wednesday, February 16, 2011 10:44 AM
To: 'gleung@ci.sunnyvale.ca.us'; 'Brice McQueen'; 'gameling@santaclara.gov'; 'dtanaka@santaclaraca.gov'; 'Laura Zadel'; 'Baum, David'; 'Andrade, Abe'; 'Guiang, Alex'; 'Tina Reza'; 'Kirk Heinrichs'; 'davidw@cupertino.org'; 'sconway@losgatosca.gov'; 'lisherwood@losgatosca.gov'; 'patty.kong@ci.mtnview.ca.us'; 'Ansted, Helen'; 'ekarlen@ci.milpitas.ca.gov'
Cc: Ma, Jacelyn
Subject: 2010-11 RDA Transfer SERAF

Hi All,

According to the letter of Department of Finance dated November 12, 2010 (please see the attachment for detail), "Each redevelopment agency must allocate the specified amount to the county auditor-controller for deposit into the SERAF on or before May 10, 2011. By March 1, 2011 the legislative body shall either report to the county auditor-controller how the redevelopment agency intends to fund its SERAF obligation, or report that the legislative body intends to fund the SERAF obligation on behalf of the redevelopment agency pursuant to Section 33692 of the Health & Safety Code." We would like to remind your Agency to report of your payment method to us on or before March 1, 2011.

Thank you.

Kenneth Kan
Accountant III
Property Tax Division
Controller-Treasurer Dept
Santa Clara County
Tel: (408) 299-5256
Fax: (408) 298-7452
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CITY OF CAMPBELL
OPERATING BUDGET - Debt Service
PROGRAM: FINANCE - REDEVELOPMENT AGENCY - DEBT SERVICE

EXHIBIT D
364.816

DESCRIPTION	DUE DATE	PRINCIPAL 7775	INTEREST 7776	FEES 7777	OTHER 7438	TOTAL
Indebtedness Agreement Payment (1997 COP's)	10/1/10	$ 22,770	$ 140,171	$ 1,300	$ -	$ 164,241
	4/1/11	-	139,625	-	-	139,625
Indebtedness Agreement Payment (2002 COP's)	10/1/10	250,470	57,776	1,100	-	309,346
	4/1/11	-	53,080	-	-	53,080
2002 Tax Allocation Bonds	10/1/10	850,000	328,863	2,700	-	1,181,563
	4/1/11	-	310,269	-	-	310,269
2005 Tax Allocation Bonds	10/1/10	120,000	279,821	3,200	-	403,021
	4/1/11	-	278,021	-	-	278,021
Reimbursement Agreement Payment - Community Center	10/1/10	-	-	-	250,000	250,000
	4/1/11	-	-	-	150,000	150,000
Home Depot Payment per Disposition and Redevelopment Agreement	6/30/11	-	-	-	200,000	200,000
Property Tax Sharing with County & School/College/Water Districts.	6/30/11	-	-	-	3,668,616	3,668,616
State of California mandatory payment of the Supplemental Education Revenue Augmentation Fund (SERAF Take-Away).	6/30/11				515,000	515,000
*State imposed takeaway to balance its budget.						
TOTALS		$ 1,243,240	$ 1,587,626	$ 8,300	$ 4,783,616	$ 7,622,782

ACTUAL PAYMENT OF $431,363.00 WIRED TO SANTA CLARA COUNTY ON MAY 10, 2011

RDA ADMINISTRATION FUND - (434)
Redevelopment Agency - Administrative Program (815)
Program Manager – Community Development Director

MISSION STATEMENT

Administer, plan and manage the activities, revenues and expenditures of the Redevelopment Agency in accordance with Agency Board and City Council policies, California Redevelopment Law, and the goals and objectives of the Central Campbell Redevelopment Plan.

ONGOING RESPONSIBILITIES

- Implement the Central Campbell Redevelopment Plan and AB-1290 Implementation Plan.
- Carryout the policies of the Redevelopment Agency Board.
- Assist the Finance Department with required financial reporting, including the Annual Statement of Indebtedness and State Controller's Report.
- Prepare the Agency's annual budget.
- Prepare the Agency's Capital Program.
- Prepare tax increment revenue projections.
- Monitor State legislation affecting redevelopment agencies.
- Facilitate public and private development activity within the Redevelopment Project Area.
- Market and promote Campbell as an attractive business environment.
- Provide information to the public on redevelopment activities and opportunities.
- Implement the City's Economic Development Strategy.

MAJOR WORKPLAN ITEMS FOR FISCAL YEAR 2010 – 2011

- Evaluate the costs associated with servicing private leasing at the Community Center with staff resources.

PERFORMANCE OUTCOMES

	Measure	FY 08	FY 09	FY 10*
1	Number of business contacts leading to successful leases made in an effort to recruit and retain a proper mix of retail and restaurant uses in the downtown.	17	10	4
2	Number of Store Front Improvement grants made.	3	4	1
3	90% of annual workplan items goals are achieved according to established timelines.	90%	90%	90%

*6 months only

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: REDEVELOPMENT AGENCY - ADMINISTRATION

EXHIBIT A
434.815

Description	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
Employee Services (Exhibit B)	$ 282,587	$ 279,194	$ 311,629	$ 238,499
Supplies, Services & Capital Outlay (Exhibit C)	95,493	97,658	99,244	88,108
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	378,080	376,852	410,873	326,607
Transfers Out (Exhibit E)	172,011	180,448	230,312	210,422
APPROPRIATION TOTAL	$ 550,091	$ 557,300	$ 641,185	$ 537,029

FUNDING SOURCE(s)

Description	Fund	Acct. #	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
RDA Administration	434	Misc.	$ 550,091	$ 557,300	$ 26,000	$ 26,000
RDA Debt Service	364	9899	-	-	615,185	511,029
TOTAL			$ 550,091	$ 557,300	$ 641,185	$ 537,029

REVENUES MONITORED BY THIS PROGRAM

Investment Earnings	434	4410	$ 70,835	$ 46,425	$ 25,000	$ 25,000
Other Interest	434	4450	59,812	-	-	-
Parking In Lieu Fee *	434	4973	-	-	-	-
RDA Debt Service	434	6899	-	-	615,185	511,029
Other Revenue	434	4965	249,372	64,442	1,000	1,000
TOTAL			$ 380,019	$ 110,867	$ 641,185	$ 537,029

* Interest Payment

CITY OF CAMPBELL — **EXHIBIT E**
OPERATING BUDGET - Transfers Detail — **434.815**
PROGRAM: REDEVELOPMENT AGENCY - ADMINISTRATION

Account Description	10/11 Adopted
9899 TRANSFERS OUT	
City Council # 101.501 (Redevelopment Agency Board)	$ 1,860
City Manager # 101.510 (City Manager) *	35,559
City Clerk #101.511 (City Clerk) *	17,360
Finance # 101.535 (Finance Director & Accountant) *	51,169
Administrative Cost Allocation # 101.540 (Non-Departmental) *	49,448
Community Development # 101.552 (Policy Development Support) *	20,340
Public Works # 101.701 (Engineering Division Administration) *	34,686
TOTAL TRANSFERS OUT	**$ 210,422**

* Operating Transfer Allocation; 80% to Program 815 & 20% to Program 817

SELECTION CRITERIA: orgn.fund='434' expledgr.account='9899'
ACCOUNTING PERIODS: 1/11 THRU 13/11

FY 11 OPERATING TRANSFERS EXPENSE

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 434 - RDA ADMIN/CAP PROJ FUND
BUDGET UNIT - 434.0501 - CITY COUNCIL

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9899 OPERATING TRANSFERS OUT									
434-OF-89-9800-434.0501 - CITY COUNCIL									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10 11-1					1,860.00			POSTED FROM BUDGET SYSTEM	
06/30/11 19-13			J6/48A			1,860.00		RDA BOARD SAL & BEN	
TOTAL OPERATING TRANSFERS OUT					1,860.00	1,860.00	.00		.00
TOTAL BUDGET UNIT - CITY COUNCIL					1,860.00	1,860.00	.00		.00
434 OF 89 9800-434.0510 - CITY MANAGER									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10 11-1					35,559.00			POSTED FROM BUDGET SYSTEM	
06/30/11 19-13			J6/48A			35,559.00		CM ADMIN SERVICES	
TOTAL OPERATING TRANSFERS OUT					35,559.00	35,559.00	.00		.00
TOTAL BUDGET UNIT - CITY MANAGER					35,559.00	35,559.00	.00		.00
434-OF-89-98000511-434.0511 - CITY CLERK									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10 11-1					17,360.00			POSTED FROM BUDGET SYSTEM	
06/30/11 19-13			J6/48A			17,360.00		CITY CLERK ADMIN SUPPORT	
TOTAL OPERATING TRANSFERS OUT					17,360.00	17,360.00	.00		.00
TOTAL BUDGET UNIT - CITY CLERK					17,360.00	17,360.00	.00		.00
434-OF-89-9800-434.0535 - ACCOUNTING SERVICES									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10 11-1					51,169.00			POSTED FROM BUDGET SYSTEM	
06/30/11 19-13			J6/48A			51,169.00		ACCOUNTING ADMIN	
TOTAL OPERATING TRANSFERS OUT					51,169.00	51,169.00	.00		.00
TOTAL BUDGET UNIT - ACCOUNTING SERVICES					51,169.00	51,169.00	.00		.00

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

SELECTION CRITERIA: orgn.fund='434' expledgr.account='9899'
ACCOUNTING PERIODS: 1/11 THRU 13/11

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 434 - RDA ADMIN/CAP PROJ FUND
BUDGET UNIT - 434.0540 - NON-DEPARTMENTAL

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9899 OPERATING TRANSFERS OUT									
434-OF-89-9800-434.0540 - NON-DEPARTMENTAL									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10 11-1					49,448.00			POSTED FROM BUDGET SYSTEM	
06/30/11 19-13			J6/48A			49,448.00		ADMIN COST ALLOC	
TOTAL OPERATING TRANSFERS OUT					49,448.00	49,448.00	.00		.00
TOTAL BUDGET UNIT - NON-DEPARTMENTAL					49,448.00	49,448.00	.00		.00
434-OF-89-9800-434.0552 - POLICY DEVELOPMENT									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10 11-1					20,340.00			POSTED FROM BUDGET SYSTEM	
06/30/11 19-13			J6/48A			20,340.00		POLICY DEVELOPMENT SUPP	
TOTAL OPERATING TRANSFERS OUT					20,340.00	20,340.00	.00		.00
TOTAL BUDGET UNIT - POLICY DEVELOPMENT					20,340.00	20,340.00	.00		.00
434-OF-89-9800-434.0701 - PUBLIC WORKS - ADMIN									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10 11-1					34,686.00			POSTED FROM BUDGET SYSTEM	
06/30/11 19-13			J6/48B			34,686.00		PW ADMINISTRATION	
TOTAL OPERATING TRANSFERS OUT					34,686.00	34,686.00	.00		.00
TOTAL BUDGET UNIT - PUBLIC WORKS - ADMIN					34,686.00	34,686.00	.00		.00
TOTAL FUND RDA ADMIN/CAP PROJ FUND					210,422.00	210,422.00	.00		.00
TOTAL REPORT					210,422.00	210,422.00	.00		.00

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

RDA HOUSING FUND - (223)
Redevelopment Agency - 20% Housing Program (817)
Program Manager – Community Development Manager

MISSION STATEMENT

Administer, plan and manage the activities, revenues and expenditures of the Agency's low and moderate income (20% set-aside) housing program in compliance with California Community Redevelopment Law, Agency Board and City Council policies, the Central Campbell Redevelopment Plan and the adopted AB1290 Implementation Plan.

ONGOING RESPONSIBILITIES

- Recommend appropriate uses for low and moderate income housing funds.
- Monitor recipients of low and moderate income housing funds.
- Monitor housing developers within the Redevelopment Project Area to ensure they are meeting their below market rate housing requirements consistent with redevelopment law.
- Monitor Housing Fund revenues and expenditures related to "Excess Surplus" status.
- Monitor Rental Assistance Program.
- Implement First Time Homebuyer Program.
- Complete five to ten First Time Homebuyer Loans.

MAJOR WORKPLAN ITEMS FOR FISCAL YEAR 2010 – 2011

- Evaluate the best course of action to develop 511-555 W. Campbell Avenue owned by the Redevelopment Agency for an affordable housing project.
- Identify deteriorating multi-family properties and contact non-profit affordable housing groups to discuss partnership acquisition opportunities.

PERFORMANCE OUTCOMES

	Measure	FY 08	FY 09	FY 10*
1	Number of affordability applications reviewed for new BMR units	3	0	4
2	Total number of affordable units constructed.	3	0	4

*6 months only

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: REDEVELOPMENT AGENCY - 20% HOUSING

EXHIBIT A
223.817

Description	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
Employee Services (Exhibit B)	$ 108,695	$ 118,194	$ 127,562	$ 150,525
Supplies, Services & Capital Outlay (Exhibit C)	1,287,225	252,235	1,141,100	1,275,490
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	1,395,920	370,429	1,268,662	1,426,015
Transfers Out (Exhibit E)	65,497	97,297	109,201	104,201
APPROPRIATION TOTAL	$ 1,461,417	$ 467,726	$ 1,377,863	$ 1,530,216

FUNDING SOURCE(s)

Description	Fund	Acct. #	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
RDA 20% Housing Fund	223	Misc.	$ 1,461,417	$ 467,726	$ 1,377,863	$ 1,530,216
Beginning Fund Balance	223	6090	-	-	-	-
TOTAL			$ 1,461,417	$ 467,726	$ 1,377,863	$ 1,530,216

REVENUES MONITORED BY THIS PROGRAM

Tax Increment Rev. (20% Set Aside)	223	4001-05	$ 1,337,353	$ 1,486,937	$ 1,442,000	$ 1,442,000
Interest Income	223	4410	256,904	230,445	125,000	125,000
Other Interest	223	4450	25,785	8,626	-	-
Other Revenue	223	4965	-	11,921	-	-
TOTAL			$ 1,620,042	$ 1,737,929	$ 1,567,000	$ 1,567,000

CITY OF CAMPBELL
OPERATING BUDGET - Transfers Detail
PROGRAM: REDEVELOPMENT AGENCY - 20% HOUSING

EXHIBIT E
223.817

Account Description	10/11 Adopted
9899 TRANSFERS OUT	
Finance # 101.535 (Finance Director & Accountant) (Charged @ 20%) *	$ 11,959
Public Works # 101.701 (Engineering Division Administration (Charged @ 20%) *	8,672
City Clerk #101.511 (City Clerk) (Charged @ 20%)*	4,340
City Manager # 101.510 (City Manager) (Charged @ 20%) *	19,185
Administrative Cost Allocation # 101.540 (Non-Departmental) (Charged @ 20%) *	12,361
Community Development # 101.552 (Policy Development) (Charged @20%) *	5,084
Community Development - CDBG # 208.555 (Shared Housing)	6,000
Community Development - CDBG # 208.555 (Rental Assistance) **	26,600
Community Development - HCD # 208.553 (Emergency Housing Rehab)	10,000
TOTAL TRANSFERS OUT	**$ 104,201**

* Remaining 80% of Total Transfers in Program 434.815
** Distribute $20,000 to Charities Housing & $6,600 to Sacred Heart

FY 11
OPERATING TRANSFERS EXPENSE

SELECTION CRITERIA: orgn.fund='223' expledgr.account='9899'
ACCOUNTING PERIODS: 1/11 THRU 13/11

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 223 - 20% HOUSING FUND
BUDGET UNIT - 223.0510 - CITY MANAGER ADMIN

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9899 OPERATING TRANSFERS OUT									
223-OF-89-9800-223.0510 - CITY MANAGER ADMIN									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10 11-1					19,185.00			POSTED FROM BUDGET SYSTEM	
06/30/11 19-13			J6/48A			19,185.00		CM ADMINI SERVICES	
TOTAL OPERATING TRANSFERS OUT					19,185.00	19,185.00	.00		.00
TOTAL BUDGET UNIT - CITY MANAGER ADMIN					19,185.00	19,185.00	.00		.00
223-OF-89-98000511-223.0511 - CITY CLERK									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10 11-1					4,340.00			POSTED FROM BUDGET SYSTEM	
06/30/11 19-13			J6/48A			4,340.00		CITY CLERK ADMIN SUPP	
TOTAL OPERATING TRANSFERS OUT					4,340.00	4,340.00	.00		.00
TOTAL BUDGET UNIT - CITY CLERK					4,340.00	4,340.00	.00		.00
223-OF-89-9800-223.0535 - ACCOUNTING									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10 11-1					11,959.00			POSTED FROM BUDGET SYSTEM	
06/30/11 19-13			J6/48A			11,959.00		ACCOUNTING ADMIN	
TOTAL OPERATING TRANSFERS OUT					11,959.00	11,959.00	.00		.00
TOTAL BUDGET UNIT - ACCOUNTING					11,959.00	11,959.00	.00		.00
223-OF-89-9800-223.0540 - NON-DEPARTMENTAL									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10 11-1					12,361.00			POSTED FROM BUDGET SYSTEM	
06/30/11 19-13			J6/48A			12,361.00		ADMIN COST ALLOC	
TOTAL OPERATING TRANSFERS OUT					12,361.00	12,361.00	.00		.00
TOTAL BUDGET UNIT - NON-DEPARTMENTAL					12,361.00	12,361.00	.00		.00

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

SELECTION CRITERIA: orgn.fund='223' expledgr.account='9899'
ACCOUNTING PERIODS: 1/11 THRU 13/11

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 223 - 20% HOUSING FUND
BUDGET UNIT - 223.0552 - POLICY DEVELOPMENT

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9899 OPERATING TRANSFERS OUT									
223-OF-89-9800-223.0552 - POLICY DEVELOPMENT									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10 11-1					5,084.00			POSTED FROM BUDGET SYSTEM	
06/30/11 19-13			J6/48A			5,084.00		POLICY DEVELOP SUPPORT	
TOTAL OPERATING TRANSFERS OUT					5,084.00	5,084.00	.00		.00
TOTAL BUDGET UNIT - POLICY DEVELOPMENT					5,084.00	5,084.00	.00		.00
223-OF-89-9800-223.0553 - HOUSING									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10 11-1					10,000.00			POSTED FROM BUDGET SYSTEM	
06/30/11 19-13			J6/48D			3,826.60		HCD REHAB GRANT	
TOTAL OPERATING TRANSFERS OUT					10,000.00	3,826.60	.00		6,173.40
TOTAL BUDGET UNIT - HOUSING					10,000.00	3,826.60	.00		6,173.40
223-OF-89-9800-223.0555 - HOUSING - CDBG									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10 11-1					32,600.00			POSTED FROM BUDGET SYSTEM	
06/30/11 19-13			J6/48D			26,600.00		CDBG RENTAL ASSISTANCE	
06/30/11 19-13			J6/48D			6,000.00		CDBG SHARED HOUSING	
TOTAL OPERATING TRANSFERS OUT					32,600.00	32,600.00	.00		.00
TOTAL BUDGET UNIT - HOUSING - CDBG					32,600.00	32,600.00	.00		.00
223-OF-89-9800-223.0701 - PW ADMINISTRATION									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10 11-1					8,672.00			POSTED FROM BUDGET SYSTEM	
06/30/11 19-13			J6/48B			8,672.00		PW ADMINISTRATION	
TOTAL OPERATING TRANSFERS OUT					8,672.00	8,672.00	.00		.00

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

CITY OF CAMPBELL
EXPENDITURE AUDIT TRAIL

SELECTION CRITERIA: orgn.fund='223' expledgr.account='9899'
ACCOUNTING PERIODS: 1/11 THRU 13/11

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 223 - 20% HOUSING FUND
BUDGET UNIT - 223.0701 - PW ADMINISTRATION

ACCOUNT / DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9899 OPERATING TRANSFERS OUT									
TOTAL BUDGET UNIT - PW ADMINISTRATION					8,672.00	8,672.00	.00		.00
TOTAL FUND - 20% HOUSING FUND					104,201.00	98,027.60	.00		6,173.40
TOTAL REPORT					104,201.00	98,027.60	.00		6,173.40

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: CITY COUNCIL

EXHIBIT A
101.501

Description	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
Employee Services (Exhibit B)	$ 108,971	$ 111,117	$ 122,477	$ 122,726
Supplies, Services & Capital Outlay (Exhibit C)	137,038	143,291	144,798	128,695
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	246,009	254,408	267,275	251,421
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 246,009	$ 254,408	$ 267,275	$ 251,421

FUNDING SOURCE(s)

Description	Fund	Acct. #	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
General Fund Revenues	101	Misc.	$ 191,669	$ 198,746	$ 209,450	$ 197,186
Gas Tax	204	9899	50,590	52,362	54,075	52,375
RDA - Administration	434	9899	3,750	3,300	3,750	1,860
TOTAL			$ 246,009	$ 254,408	$ 267,275	$ 251,421

REVENUES MONITORED BY THIS PROGRAM

Gas Tax - Transfers In	101	6899	$ 50,590	$ 52,362	$ 54,075	$ 52,375
RDA - Administration - Transfers In	101	6899	3,750	3,300	3,750	1,860
TOTAL			$ 54,340	$ 55,662	$ 57,825	$ 54,235

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: CITY MANAGER - ADMINISTRATION

EXHIBIT A
101.510

Description	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
Employee Services (Exhibit B)	$ 517,763	$ 506,852	$ 509,484	$ 479,704
Supplies, Services & Capital Outlay (Exhibit C)	178,080	123,935	115,283	100,790
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	695,843	630,787	624,767	580,494
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	**$ 695,843**	**$ 630,787**	**$ 624,767**	**$ 580,494**

FUNDING SOURCE(s)

Description	Fund	Acct. #	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
General Fund Revenues	101	Misc.	$ 630,865	$ 564,149	$ 552,523	$ 508,250
Environmental Services	209	9899	17,500	17,500	17,500	17,500
RDA - 20% Housing	223	9899	17,655	18,272	19,185	19,185
RDA - Administration	434	9899	29,823	30,866	35,559	35,559
TOTAL			$ 695,843	$ 630,787	$ 624,767	$ 580,494

REVENUES MONITORED BY THIS PROGRAM

Cable TV Franchise Fee	101	4122	$ 389,592	$ 396,917	$ 400,532	$ 380,000
Environmental Services - Transfers In	101	6899	17,500	17,500	17,500	17,500
RDA - 20% Housing - Transfers In	101	6899	17,655	18,272	19,185	19,185
RDA - Administration - Transfers In	101	6899	29,823	30,866	35,559	35,559
Telephone Franchise Fee	101	4125	1,872	34,770	17,590	58,000
TOTAL			$ 456,442	$ 498,325	$ 490,366	$ 510,244

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: CITY MANAGER - CITY CLERK

EXHIBIT A
101.511

Description	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
Employee Services (Exhibit B)	$ 296,174	$ 295,667	$ 311,923	$ 226,070
Supplies, Services & Capital Outlay (Exhibit C)	95,812	164,331	112,917	188,773
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	391,986	459,998	424,840	414,843
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 391,986	$ 459,998	$ 424,840	$ 414,843

FUNDING SOURCE(s)

Description	Fund	Acct. #	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
General Fund Revenues	101	Misc.	$ 391,986	$ 459,998	$ 424,840	$ 393,143
RDA 20% Housing	223	9899	-	-	-	4,340
RDA Administration	434	9899	-	-	-	17,360
TOTAL			$ 391,986	$ 459,998	$ 424,840	$ 414,843

REVENUES MONITORED BY THIS PROGRAM

Business License Fee *	101	4152	$ 233,162	$ 232,424	$ 215,000	$ -
Business License Application & Processing Fee *	101	4652	78,716	81,274	80,000	-
Expense Abatement-Bus Passes	101	4967	201	(4,770)	-	-
Cash Over/Short	101	6070	-	(1)	-	-
RDA - 20% Housing - Transfer In	101	6899	-	-	4,340	4,340
RDA - Administration - Transfer In	101	6899	-	-	17,360	17,360
TOTAL			$ 312,079	$ 308,927	$ 316,700	$ 21,700

* Cashiering & Business License moved to Accounting Program 535 for FY 11.

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: FINANCE - ACCOUNTING

EXHIBIT A
101.535

Description	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
Employee Services (Exhibit B)	$ 901,028	$ 936,007	$ 972,014	$ 909,595
Supplies, Services & Capital Outlay (Exhibit C)	246,883	210,672	223,217	227,945
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	1,147,911	1,146,679	1,195,231	1,137,540
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 1,147,911	$ 1,146,679	$ 1,195,231	$ 1,137,540

FUNDING SOURCE(s)

Description	Fund	Acct. #	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
General Fund Revenues	101	Misc.	$ 1,003,317	$ 997,166	$ 1,039,855	$ 979,840
RDA - 20 % Housing Program	223	9899	11,005	11,390	11,959	11,959
LID #30 Fund	367	9899	1,000	1,000	1,100	1,100
RDA - Administration	434	9899	47,085	48,733	51,169	51,169
Motor Vehicle Pool	641	9899	10,000	10,000	10,000	10,000
Information Technologies Pool	647	9899	20,675	21,708	22,576	24,900
Environmental Services	209	9899	31,000	31,000	31,000	31,000
RDA Debt Service (2% Property Tax)	364	9899	23,829	25,682	27,572	27,572
TOTAL			$ 1,147,911	$ 1,146,679	$ 1,195,231	$ 1,137,540

REVENUES MONITORED BY THIS PROGRAM

Property Tax	101	4001-06	$ 8,322,288	$ 8,882,191	$ 8,787,000	$ 8,977,000
Sales and Use Tax	101	4110	7,684,885	6,676,690	9,580,000	6,230,000
Sales Tax Backfill	101	4115	2,649,946	2,545,578	-	1,700,000
Transactions & Use Tax	101	4112	-	403,130	1,700,000	1,400,000
Franchise - Electric	101	4120	350,901	365,522	365,000	365,000
Franchise - Gas	101	4121	104,260	121,783	110,000	100,000
Transient Occupancy Tax	101	4150	1,619,111	1,287,184	1,600,000	1,476,000
Real Property Transfer Tax	101	4153	290,036	192,369	200,000	180,000
Investment Earnings	101	4410	1,310,570	883,274	900,000	714,000
GASB 31 Market Value Adjustment	101	4431	19,797	210,245	-	-
Other Interest	101	4450	26,895	25,841	-	15,000
State M.V.I.L. Tax	101	4580	219,538	176,389	210,000	130,000
H.O.P.T.R. Tax	101	4581	43,716	44,051	40,000	45,000
Reimb. - Mandated Cost	101	4584	47,279	10,566	10,000	25,000
Off-Hwy. MV License Tax	101	4586	-	-	1,000	1,000
Sale of Real/Personal Property	101	4960	4,382	3,222	3,000	3,000
Insurance Claims Refund	101	4962	14,257	12,160	10,000	10,000
Other Revenue	101	4965	158,903	243,230	25,000	25,000
Business License Tax	101	4152	-	-	-	215,000
Business License Processing Fee	101	4652	-	-	-	140,000
Misc. Fund Transfers-In	101	6899	-	-	155,376	157,700
Economic Fluctuations Reserve	101	6090	-	-	542,000	-
Construction Tax Reserve	101	6090	-	-	50,000	-
TOTAL			$ 22,866,764	$ 22,083,425	$ 24,288,376	$ 21,908,700

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: FINANCE - NON-DEPARTMENTAL

EXHIBIT A
101.540

Description	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
Employee Services (Exhibit B)	$ -	$ -	$ -	$ 117,392
Supplies, Services & Capital Outlay (Exhibit C)	680,172	725,277	741,600	741,700
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	680,172	725,277	741,600	859,092
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 680,172	$ 725,277	$ 741,600	$ 859,092

FUNDING SOURCE(s)

Description	Fund	Acct. #	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
General Fund Revenues	101	Misc.	$ 592,000	$ 595,374	$ 512,791	$ 521,283
Lighting & Landscaping District	207	9899	10,000	10,000	10,000	10,000
RDA - 20% Housing	223	9899	11,375	11,773	12,361	12,361
RDA - Administration	434	9899	45,502	47,094	49,448	49,448
General Fund - Beginning Fund Bal. (General Liability Reserve)	101	6090	21,295	61,036	40,000	40,000
General Fund - OPEB Reserve	101	6090	-	-	117,000	126,000
General Fund - CIPR	101	6090	-	-	-	100,000
TOTAL			$ 680,172	$ 725,277	$ 741,600	$ 859,092

REVENUES MONITORED BY THIS PROGRAM

Rental / Leases	101	4810	$ 1,498	$ (1,566)	$ -	$ -
Other Revenue	101	4965	(1,289)	-	-	-
Lighting & Landscaping District - Trsfs.	101	6899	10,000	10,000	10,000	10,000
RDA - 20% Housing - Transfers In	101	6899	11,375	11,773	12,361	12,361
RDA - Administration - Transfers In	101	6899	45,502	47,094	49,448	49,448
TOTAL			$ 67,086	$ 67,301	$ 71,809	$ 71,809

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: COMMUNITY DEVELOPMENT - POLICY DEVELOPMENT

EXHIBIT A
101.552

Description	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
Employee Services (Exhibit B)	$ 193,260	$ 168,090	$ 162,205	$ 159,804
Supplies, Services & Capital Outlay (Exhibit C)	8,594	33,563	9,340	8,258
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	201,854	201,653	171,545	168,062
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 201,854	$ 201,653	$ 171,545	$ 168,062

FUNDING SOURCE(s)

Description	Fund	Acct. #	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
General Fund Revenues	101	Misc.	$ 178,458	$ 177,439	$ 146,121	$ 142,638
RDA - 20% Housing Fund	223	9899	4,679	4,842	5,084	5,084
RDA - Administration	434	9899	18,717	19,372	20,340	20,340
TOTAL			$ 201,854	$ 201,653	$ 171,545	$ 168,062

REVENUES MONITORED BY THIS PROGRAM

General Plan Maintenance Fee *	101	4670	$ 68,914	$ 41,117	$ 35,000	$ -
RDA - Transfers In	101	6899	23,396	24,214	25,424	25,424
* Non-operating revenue						
TOTAL			$ 92,310	$ 65,331	$ 60,424	$ 25,424

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: COMMUNITY DEVELOPMENT - HOUSING

EXHIBIT A
208.553

Description	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
Employee Services (Exhibit B)	$ 85,832	$ 73,301	$ 77,296	$ 79,595
Supplies, Services & Capital Outlay (Exhibit C)	5,776	5,676	165,440	164,358
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	91,608	78,977	242,736	243,953
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 91,608	$ 78,977	$ 242,736	$ 243,953

FUNDING SOURCE(s)

Description	Fund	Acct. #	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
Housing & Comm. Development	208	Misc.	$ 91,608	$ 78,929	$ 146,548	$ 72,832
Beginning Fund Balance *	208	6090	-	-	86,188	161,121
RDA Housing Rehab Grant	223	9899	-	48	10,000	10,000
* HCD program expenses paid from existing HCD cash balance.						
TOTAL			$ 91,608	$ 78,977	$ 242,736	$ 243,953

REVENUES MONITORED BY THIS PROGRAM

Loan & Grants (Rehab. Program):						
Program Interest	208	4410	$ 18,622	$ -	$ 10,000	$ -
Principal Repayment *	208	4966	-	-	30,000	-
Principal (Early) Repayment *	208	4966	-	-	45,000	-
Support Services:						
CDBG County Rehab.	208	4520	28,372	133,214	28,372	28,372
CDBG County Code Enforcement	208	4520	43,995	-	43,111	44,460
Other Revenue	208	4965	-	2,034	-	-
Principal Repayment	208	4966	-	(1,792)	-	-
RDA Housing Rehab Grant	208	6899	-	48	10,000	10,000
* Low Interest Housing Loans Total Portfolio $1.3 - $1.7M						
TOTAL			$ 90,989	$ 133,504	$ 166,483	$ 82,832

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: COMMUNITY DEVELOPMENT - HOUSING/CDBG

EXHIBIT A
208.555

Description	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
Employee Services (Exhibit B)	$ 18,923	$ 15,505	$ 13,414	$ 16,883
Supplies, Services & Capital Outlay (Exhibit C)	120,805	139,990	134,015	135,220
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	139,728	155,495	147,429	152,103
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 139,728	$ 155,495	$ 147,429	$ 152,103

FUNDING SOURCE(s)

Description	Fund	Acct. #	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
Housing & Comm. Development	208	Misc.	$ 66,588	$ 50,236	$ 57,584	$ 63,620
Rental Dispute Fees	208	4663	59,140	65,831	58,000	60,082
RDA 20% Housing	223	9899	14,000	39,428	37,600	32,600
TOTAL			$ 139,728	$ 155,495	$ 153,184	$ 156,302

REVENUES MONITORED BY THIS PROGRAM

CDBG Administration	208	4520	$ 15,000	$ -	$ 15,000	$ 15,000
CDBG Non-Profit Contracts	208	4520	55,440	-	42,584	48,620
Rental Dispute Fees ($11/Rental Unit)*	208	4663	59,140	65,831	58,000	60,082
RDA 20% Housing - Transfers In	208	6899	14,000	39,428	37,600	32,600
TOTAL			$ 143,580	$ 105,259	$ 153,184	$ 156,302

* Revenue Used to Offset Costs for Mediation Program.

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: PUBLIC WORKS - DEPARTMENT ADMINISTRATION

EXHIBIT A
101.701

Description	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
Employee Services (Exhibit B)	$ 401,993	$ 448,835	$ 452,122	$ 417,079
Supplies, Services & Capital Outlay (Exhibit C)	80,426	69,912	68,673	61,726
	-	-	-	-
Total Before Transfers	482,419	518,747	520,795	478,805
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 482,419	$ 518,747	$ 520,795	$ 478,805

FUNDING SOURCE(s)

Description	Fund	Acct. #	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
General Fund Revenues	101	Misc.	$ 328,502	$ 363,644	$ 359,637	$ 317,647
Lighting & Landscaping District	207	9899	10,000	10,000	10,000	10,000
Environmental Programs	209	9899	105,000	105,000	102,800	102,800
RDA - 20% Housing Fund	223	9899	6,783	7,020	8,672	8,672
RDA - Administration	434	9899	27,134	28,083	34,686	34,686
Motor Vehicle Pool	641	9899	5,000	5,000	5,000	5,000
TOTAL			$ 482,419	$ 518,747	$ 520,795	$ 478,805

REVENUES MONITORED BY THIS PROGRAM

Franchise - San Jose Water	101	4124	$ 130,533	$ 134,940	$ 140,000	$ 140,000
Lighting & Landscaping District - Trsfs.	101	6899	10,000	10,000	10,000	10,000
Environmental Programs - Transfers In	101	6899	105,000	105,000	102,800	102,800
RDA - 20% Housing Fund - Transfers In	101	6899	6,783	7,020	8,672	8,672
RDA - Administration - Transfers In	101	6899	27,134	28,083	34,686	34,686
Motor Vehicle Pool - Transfers In	101	6899	5,000	5,000	5,000	5,000
Tree in Lieu Fee	101	4971	-	2,748	-	-
TOTAL			$ 284,450	$ 292,791	$ 301,158	$ 301,158

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: PUBLIC WORKS - SIGNALS & LIGHTING MAINTENANCE

EXHIBIT A
207.770

Description	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
Employee Services (Exhibit B)	$ 270,874	$ 278,915	$ 282,175	$ 270,065
Supplies, Services & Capital Outlay (Exhibit C)	463,773	456,240	421,832	379,026
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	734,647	735,155	704,007	649,091
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 734,647	$ 735,155	$ 704,007	$ 649,091

FUNDING SOURCE(s)

Description	Fund	Acct. #	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
Lighting & Landscape District (LLA-1)	207	Misc.	$ (21,984)	$ (61,955)	$ 29,507	$ -
Campbell Municipal Lighting Dist.- Prop. Tax	207	4001-4582	672,445	712,386	640,000	581,591
USA Marking Fees	207	4701	15,460	17,925	14,000	17,000
Insurance Claims Refund	207	4962	5,043	2,032	15,000	15,000
RDA	434	9899	28,683	34,767	3,000	33,000
GF Construction Tax Reserve	101	9899	35,000	30,000	-	
Signal Maintenance Cost Sharing	207	4542	-	-	2,500	2,500
TOTAL			$ 734,647	$ 735,155	$ 704,007	$ 649,091

REVENUES MONITORED BY THIS PROGRAM

Campbell Municipal Lighting Dist. - Prop. Tax	207	4001-4582	$ 672,445	$ 712,386	$ 640,000	$ 581,591
USA Marking Fees	207	4701	15,460	17,925	15,000	17,000
Insurance Claims Refund	207	4962	5,043	2,032	15,000	15,000
RDA - LLD Tax Share	207	6899	28,683	31,767	3,000	33,000
GF - Construction Tax Reserve	207	6899	35,000	30,000	-	-
Other Revenue	207	4965	-	-	-	-
Signal Maintenance Cost Sharing (Moved from 101.720 Prog)	207	4542	-	-	2,500	2,500
Other Interest	207	4450	-	5,811	-	-
RDA - Downtown Streetlight Repair	207	6899	-	3,000	-	-
TOTAL			$ 756,631	$ 802,921	$ 675,500	$ 649,091

SPI - FINANCIAL ACCOUNTING V4.1
DATE: 08/08/12
TIME: 15:13:45

CITY OF CAMPBELL
EXPENDITURE AUDIT TRAIL

PAGE NUMBER: 2
AUDIT21

SELECTION CRITERIA: 1=1 expledgr.key_orgn matches '*.0127' and expledgr.account='9999'
ACCOUNTING PERIODS: 1/11 THRU 13/11

CIP 01-27 FUNDING

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 434 - RDA ADMIN/CAP PROJ FUND
BUDGET UNIT - 434.0127 - ORCHARD CITY HALL IMPROVE

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9999 CAPITAL TRANSFERS OUT									
434-OF-89-9900-434.0127 - ORCHARD CITY HALL IMPROVE									
9999 CAPITAL TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10	11-1				.00			POSTED FROM BUDGET SYSTEM	
10/31/10	13-4				147,652.00			BA 10/1B CF2FY11	
08/29/11	19-13		J6/39			147,652.00		FY11 CAPITAL FUNDING	
TOTAL CAPITAL TRANSFERS OUT					147,652.00	147,652.00	.00		.00
TOTAL BUDGET UNIT - ORCHARD CITY HALL IMPRO					147,652.00	147,652.00	.00		.00
TOTAL FUND - RDA ADMIN/CAP PROJ FUND					147,652.00	147,652.00	.00		.00

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

CITY OF CAMPBELL
Public Works Department

VIA CERTIFIED MAIL

April 9, 2010

Ben Kuehne, C.E.O.
Kuehne Construction
933 Kifer Road, Suite B
Sunnyvale, CA 94086

Subject: Project 01-27, Campbell Community Center, Orchard City Banquet Hall Renovation and Addition Project
Notice of Award

Dear Mr. Kuehne:

Pursuant to City Council Resolution No. 11119, the Public Works Director is hereby awarding the contract for the Campbell Community Center, Orchard City Banquet Hall Renovation and Addition, Project #01-27 to the lowest responsible bidder, Kuehne Construction, of Sunnyvale, California, in the amount of their total base bid of $1,863,123.

Enclosed please find the following:

Two sets of contract forms. The contract forms are to be signed and notarized. Please return both of these contracts signed and notarized, for our execution. One fully executed contract will be returned to you.

Faithful Performance and Labor and Materials Bonds. Please complete and submit the Faithful Performance and Labor and Materials Bonds. A Bond for Faithful Performance of Maintenance Period is to be submitted upon completion of the project.

Document 006700 – Escrow Bid Documents – See attached.

Your attention is also directed to Section 7-1.22 "Insurance Requirements" of the City of Campbell Standard Specifications and Details for Public Works Construction (July 1994) for proper insurance coverage. Please provide certificates of insurance as required for Kuehne Construction. A sample of an acceptable certificate is attached.

All of the above documents must be returned to the City within ten (10) working days of receipt of this contract award notification.

We look forward to working with you on this project. If you have any questions, please call Brett Stollenwerk, Project Manager, at (408) 866-2195.

Sincerely,

Michelle Quinney

Michelle Quinney, P.E.
City Engineer

Enclosures: 2 Contracts
Bond for Faithful Performance
Bond for Labor & Materials
Document 006700 – Escrow Bid Documents
Insurance Requirements and Sample Insurance Certificate

cc: Project 01-27
Brett Stollenwerk

Orig to Court 4/23/10

DOCUMENT 005200 – AGREEMENT

CONTRACT

CITY OF CAMPBELL
BETWEEN CITY OF CAMPBELL
AND

Kuehne Construction

FOR CONSTRUCTION OF

PROJECT NO. 01-27
CAMPBELL COMMUNITY CENTER
ORCHARD CITY BANQUET HALL RENOVATION AND ADDITION PROJECT

THIS AGREEMENT, made and concluded in duplicate, this 22, day of April, 2010, by and between Kuehne Construction hereinafter referred to as "CONTRACTOR", and the City of Campbell, a Municipal Corporation, hereinafter referred to as "CITY":

ARTICLE I. WITNESSETH: That for and in consideration of the payments and agreements hereinafter mentioned, to be made and performed by CITY, and under the conditions expressed in the two (2) bonds, bearing even date with these presents, and hereunto annexed, the CONTRACTOR agrees with the CITY, at his own proper cost and expense, to do all the work and furnish all plant, labor, services, tools, equipment, supplies, transportation, utilities, and materials, except such as are mentioned in the Specifications to be furnished by the CITY, necessary to construct and complete to the satisfaction of the City Engineer, in accordance with this Contract, the Notice Inviting Bids, the accepted Bid Proposal, the Plans, the Special Provisions, General Conditions, the City of Campbell Standard Specifications and Details for Public Works Construction dated July 1994, and by reference therein to the City of San Jose Standard Specifications, the City of San Jose Standard Details, the State Standard Specifications, the State Standard Plans, and the Equipment Rental Rates of the California Department of Transportation and the General Prevailing Wage Rates, each of which documents are on file in the office of the City Clerk and all of which are hereby specifically referred to and by such reference made a part hereof.

The work to be done is shown upon the project plans and specifications entitled, **"PROJECT 01-27: CAMPBELL COMMUNITY CENTER ORCHARD CITY BANQUET HALL RENOVATION AND ADDITION PROJECT"**, which said project plans, specifications, and referenced specifications are hereby made a part of this Contract.

ARTICLE II. The CITY hereby promises and agrees with the CONTRACTOR to employ, and does hereby employ, the CONTRACTOR to provide the materials and to do the work according to the terms and conditions herein contained and referred to, for the price aforesaid, and hereby contracts to pay the same at the time, and in the manner and upon the conditions herein set forth; and the CITY and the CONTRACTOR, for themselves, their heirs, executors, administrators, successors and assigns, do hereby agree to the full performance of the covenants herein contained.

ARTICLE III. The CONTRACTOR agrees to receive and accept the prices indicated in the Contractor's signed proposal as full compensation for furnishing all materials and for doing all the work contemplated and embraced in this Contract; also for all loss or damage, arising out of the nature of the work aforesaid, or from the action of the elements, or from any unforeseen difficulties or obstructions which may arise or be encountered in the prosecution of the work until its acceptance by the CITY, and for all risks connected with the work; also for all expenses incurred by or in consequence of the suspension or discontinuance of work and for well and faithfully completing the work, and the whole

thereof, in the manner and according to the Plans and Specifications, and the requirements of the Engineer, and also for furnishing the required bonds and insurance, and for doing all other things mentioned, contemplated or embraced in this agreement, and the contract documents.

ARTICLE IV. In accordance with the provisions of Section 3700 of the Labor Code, the Contractor will be required to secure the payment of worker's compensation to his employees.

ARTICLE V. By my signature hereunder; as CONTRACTOR, I certify that I am aware of the provisions of Section 3700 of the Labor Code which requires every employer to be insured against liability for Workers' Compensation or to undertake self-insurance in accordance with the provisions of that Code, and I will comply with such provisions before commencing the performance of the work of this Contract.

ARTICLE VI. The improvement contemplated in the performance of this Contract is an improvement over which the CITY shall exercise general supervision. The CITY shall have the right to assume full and direct control over this Contract whenever the CITY, at its sole discretion, shall determine that its responsibility to the United States or the State of California so requires.

ARTICLE VII. The general prevailing wage rates as heretofore specified and any minimum wage rates indicated in the Special Provisions are hereby specifically referred to and by this reference are made a part of this Contract. It is further expressly agreed by and between the parties hereto that should there be any conflict between the terms of this instrument and the Bid or Proposal of CONTRACTOR, then this instrument shall control and nothing herein shall be considered as an acceptance of said terms of said Proposal conflicting herewith.

ARTICLE VIII. Contractor and any subcontractors under the Constructor shall comply with Section 1775 of the California Labor Code regarding prevailing wages.

ARTICLE IX. Contractor shall be responsible for complying with the provisions of Section 1776 of the California Labor Code concerning payroll records, as more specifically described in Section 7-1.01A(3) of the City of San Jose Standard Specifications

ARTICLE X. Contractor shall be responsible for complying with the provisions of California Labor Code Sections 1777.5 through 1777.7, inclusive; concerning apprentices, as more specifically described in Section 7-1.01A(5) of the City of San Jose Standard Specifications.

ARTICLE XI. Contractor shall be responsible for complying with the provisions of California Labor Code Sections 1810 through 1815, inclusive, concerning working hours, as more specifically described in Section 7-1.01A(1) of the City of San Jose Standard Specifications.

ARTICLE XII. Contractor's attention is directed to Section 7-1.01E of the City of San Jose Standard Specifications, regarding trench excavation.

ARTICLE XIII. In accordance with Section 8-1.07 of the City of San Jose Standard Specifications and as noted herein this Agreement, the sum of SIXTEEN HUNDRED DOLLARS EVEN ($1,600.00) will be assessed as liquidated damages for each and every calendar day's delay in finishing the work in excess of the number of working days prescribed in the Contract Documents.

The City further agrees that the Contractor shall not be assessed liquidated damages for delay in completion of the project, when such delay was caused by the failure of the City or the owner of the utility to move or relocate such utility facilities as set forth in California Government Code Section 4215.

ARTICLE XIV. Contractor shall be responsible for complying with the provisions of California Public Contracts Code Section 7104 regarding trenching and excavations that extend deeper than four (4) feet below the surface.

ARTICLE XV. The City of Campbell shall notify Contractor of the receipt of any third-party claim relating to this contract within 30 days of receipt. The City of Campbell may recover its reasonable costs incurred in providing such notification, pursuant to subdivision (c) of Public Contract Code Section 9201. Notwithstanding this notification provision, the City of Campbell reserves its full authority to compromise or otherwise settle any claim relating to this contract at any time.

IN WITNESS WHEREOF, the parties of these present have hereunto set their hands the year and date first above written, and having fully read and understood the terms and conditions of this contract, acknowledge their agreement to be bound thereby.

CONTRACTOR

KUEHNE CONSTRUCTION

BY: _____ C.E.O.

BY: Ben Kuehne, C.E.O.

(Attach Contractor's Acknowledgment)

CITY OF CAMPBELL, CALIFORNIA
A Municipal Corporation

Robert Kass, Public Works Director

ATTEST:

BY: _____
Anne Bybee, City Clerk

The Parties acknowledge and accept the terms and conditions of this Agreement as evidenced by the signatures of their duly authorized representatives. It is the intent of the Parties that this Agreement shall become operative on the Effective Date first set forth above.

END OF DOCUMENT

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California
County of SANTA CLARA

On 4-16-2010 (Date) before me, CONOWAY VENSON GOTHARD JR (Here Insert Name and Title of the Officer),

personally appeared BEN KUEHNE (Name(s) of Signer(s))

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

CONOWAY VENSON GOTHARD JR
Commission # 1736180
Notary Public - California
Santa Clara County
My Comm. Expires May 4, 2011

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature: _____ (Signature of Notary Public)

Place Notary Seal and/or Stamp Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: 005200 AGREEMENT PROJECT 01-27

Document Date: 2/2/10 Number of Pages: 3

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____	Signer's Name: _____
☐ Corporate Officer — Title(s): _____	☐ Corporate Officer — Title(s): _____
☐ Individual	☐ Individual
☐ Partner — ☐ Limited ☐ General	☐ Partner — ☐ Limited ☐ General
☐ Attorney in Fact	☐ Attorney in Fact
☐ Trustee	☐ Trustee
☐ Guardian or Conservator	☐ Guardian or Conservator
☐ Other: _____	☐ Other: _____
Signer Is Representing: _____	Signer Is Representing: _____
RIGHT THUMBPRINT OF SIGNER — Top of thumb here	RIGHT THUMBPRINT OF SIGNER — Top of thumb here

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KUEHNE CONSTRUCTION
20110249
435.0127.7883

DATE	DESCRIPTION	COST	BALANCE
2/7/2011	Beg. Balance		**315,000.00**
7/12/2011	Progress Payment #11	$153,999.07	**161,000.93**
1/24/2012	Progress Payment #12	$101,751.21	**59,249.72**
5/30/2012	Final Billing	$15,000.00	**44,249.72**
TOTAL PAID		**$270,750.28**	

Closed per Lisa & Jesse
6/19/2012

CITY OF CAMPBELL **BUILDING CONTRACT CHANGE ORDER**
PUBLIC WORKS DEPARTMENT

PROJECT: Orchard City Banquet Hall, 01-27 **CCO #** 25 **Date:** 1-31-11

Contractor: Kuehne Construction

The following changes are hereby made to the CONTRACT DOCUMENTS:

ITEM	DESCRIPTION OF CHANGED WORK	TOTAL
1	Extra Work at Agreed Price: Complete the work per plans and specifications for the Orchard City Banquet Hall Plaza Improvement project with the exception of the following items: New Planting Irrigation System (except for all sleeves shown on the plans) New Benches New Picnic Tables New Trash Receptacles New Recycling Bins New Bicycle Racks Tree Up lights In addition, themoplastic striping shown on the plans shall be changed to paint per City standard details Contractor will be paid based on completion of work done in the attached Schedule of Quantities.	$310,962.00

TIME ADJUSTMENTS

This CHANGE ORDER allows an extension of 50 days to the CONTRACT and includes all additional direct, indirect, or extended overhead costs.

COST (CREDIT) OF THIS CCO	$ 310,962.00
ORIGINALLY AUTHORIZED CONTRACT EXPENDITURES	$ 1,863,123.00
PREVIOUSLY APPROVED CCO'S	$ 68,698.82
AUTHORIZED CONTRACT EXPENDITURES TO DATE	$ 2,242,783.82

APPROVAL: (THIS CHANGE ORDER IS NOT APPROVED UNTIL SIGNED BY THE CITY ENGINEER.)

Requested by: Brett Kuehne Date: 1-31-11
Project Manager

Approved by: Michelle Quinney Date: 1-31-11
Michelle Quinney, PE
City Engineer

CONTRACTOR has given careful consideration to the CHANGE proposed and hereby agrees, if the CHANGE ORDER is approved, that CONTRACTOR will provide all equipment, furnish all materials, and perform all services necessary for the work specified above, and further agrees that the change order amount includes all additional direct, indirect, or extended overhead cost due to CONTRACTOR, and CONTRACTOR is entitled to no additional time or compensation for such work other than as set forth herein.

Accepted by: _____ Date: _____

NOTE: If the CONTRACTOR does not accept this CHANGE ORDER, attention is directed to the requirements of the Specifications as to proceeding with the work and filing a written protest within the time specified.

RDA RESOLUTION No. 2010-8

RESOLUTION NO. 11193

A JOINT RESOLUTION OF THE CITY COUNCIL OF THE CITY OF CAMPBELL AND THE CAMPBELL REDEVELOPMENT AGENCY APPROVING THE CONCEPTUAL DESIGN FOR THE ORCHARD CITY BANQUET HALL WINCHESTER PLAZA AND ENTRYWAY, AUTHORIZING THE PUBLIC WORKS DIRECTOR TO EXECUTE AN AMENDMENT TO THE CONSULTANT SERVICES AGREEMENT WITH MPA DESIGN FOR FINAL DESIGN SERVICES, ADOPTING THE ATTACHED FINDINGS AUTHORIZING THE PUBLIC WORKS DIRECTOR TO NEGOTIATE AND EXECUTE A CONSTRUCTION CONTRACT CHANGE ORDER WITH KUEHNE CONSTRUCTION, AND AUTHORIZING A FUTURE BUDGET ADJUSTMENT

WHEREAS, on October 6, 2009, the Campbell City Council authorized the solicitation of landscape architectural services for the development of a conceptual plan for improvements to the Orchard City Banquet Hall (OCBH) Plaza and Entryway; and

WHEREAS, the firm of MPA Design was selected to complete the conceptual design process; and

WHEREAS, a final conceptual design has been prepared; and

WHEREAS, the final design for the OCBH Winchester Plaza and Entryway would most appropriately be completed by MPA Design; and

WHEREAS, the inclusion of a portion of the conceptual design, identified as the OCBH Winchester Plaza and Entryway Improvements, would most economically and appropriately be constructed as an integral part of the work involved in the larger OCBH Renovation Project in order to avoid compromising the work structurally and aesthetically; and

WHEREAS a public competitive bid process for the OCBH Winchester Plaza and Entryway Improvements would not result in the most beneficial means to complete project work as coordinating two contractors in the same area on essentially the same item of work would create coordination problems and increase the potential for construction claims, increased project costs and delays to the opening of OCBH; and

WHEREAS, the additional work for the OCBH Winchester Plaza and Entryway Improvements could be added through a negotiated contract change order with the current OCBH Renovation Project contractor, Kuehne Construction; and

WHEREAS, the existing project budget is not sufficient to allow the additional contract expenditures for the completion of the Winchester Plaza and Entryway Improvements; and

WHEREAS, additional funding sources totaling $266,000 have been identified as available for use to complete the design and construction of the Winchester Plaza and Entryway Improvements.

NOW, THEREFORE, BE IT RESOLVED that based on the foregoing, the City Council further finds and concludes that:

1. The nature of the subject of the OCBH Winchester Plaza and Entryway Improvements is such that competitive proposals would be unavailing or would not produce an advantage, and the advertisement for competitive bid would thus be undesirable, impractical, or impossible.
2. Competitive proposals would work an incongruity and would be unavailing as affecting the final result.
3. It is practically impossible to obtain what is required and to observe the competitive bidding process.

NOW, THEREFORE, BE IT FURTHER RESOLVED that the City Council of the City of Campbell does hereby approve the conceptual design for Orchard City Banquet Hall (OCBH) Winchester Plaza and Entryway; authorizes the Public Works Director to execute an amendment to the consultant services agreement with MPA Design for design services for the OCBH Plaza and Entryway in an amount not to exceed $45,000; authorizes the Public Works Director to negotiate a construction contract change order with Kuehne Construction in an amount not to exceed $370,000 for construction of the OCBH Plaza and Entryway Improvements; and that the City Council of the City of Campbell and the Campbell Redevelopment Agency authorizes, as necessary, a future budget adjustment in the amount not to exceed $266,000.

PASSED AND ADOPTED this 6th day of July, 2010 by the following roll call vote:

AYES: Council/Agency Board Members: Kotowski, Kennedy, Furtado, Baker, Low

NOES: Council/Agency Board Members: None

ABSENT: Council/Agency Board Members: None

APPROVED:

Evan D. Low, Mayor and Chairperson

ATTEST:

Anne Bybee, City Clerk

RDA RESOLUTION No. 2010-8

RESOLUTION NO. 11193

A JOINT RESOLUTION OF THE CITY COUNCIL OF THE CITY OF CAMPBELL AND THE CAMPBELL REDEVELOPMENT AGENCY APPROVING THE CONCEPTUAL DESIGN FOR THE ORCHARD CITY BANQUET HALL WINCHESTER PLAZA AND ENTRYWAY, AUTHORIZING THE PUBLIC WORKS DIRECTOR TO EXECUTE AN AMENDMENT TO THE CONSULTANT SERVICES AGREEMENT WITH MPA DESIGN FOR FINAL DESIGN SERVICES, ADOPTING THE ATTACHED FINDINGS AUTHORIZING THE PUBLIC WORKS DIRECTOR TO NEGOTIATE AND EXECUTE A CONSTRUCTION CONTRACT CHANGE ORDER WITH KUEHNE CONSTRUCTION, AND AUTHORIZING A FUTURE BUDGET ADJUSTMENT

WHEREAS, on October 6, 2009, the Campbell City Council authorized the solicitation of landscape architectural services for the development of a conceptual plan for improvements to the Orchard City Banquet Hall (OCBH) Plaza and Entryway; and

WHEREAS, the firm of MPA Design was selected to complete the conceptual design process; and

WHEREAS, a final conceptual design has been prepared; and

WHEREAS, the final design for the OCBH Winchester Plaza and Entryway would most appropriately be completed by MPA Design; and

WHEREAS, the inclusion of a portion of the conceptual design, identified as the OCBH Winchester Plaza and Entryway Improvements, would most economically and appropriately be constructed as an integral part of the work involved in the larger OCBH Renovation Project in order to avoid compromising the work structurally and aesthetically; and

WHEREAS a public competitive bid process for the OCBH Winchester Plaza and Entryway Improvements would not result in the most beneficial means to complete project work as coordinating two contractors in the same area on essentially the same item of work would create coordination problems and increase the potential for construction claims, increased project costs and delays to the opening of OCBH; and

WHEREAS, the additional work for the OCBH Winchester Plaza and Entryway Improvements could be added through a negotiated contract change order with the current OCBH Renovation Project contractor, Kuehne Construction; and

WHEREAS, the existing project budget is not sufficient to allow the additional contract expenditures for the completion of the Winchester Plaza and Entryway Improvements; and

WHEREAS, additional funding sources totaling $266,000 have been identified as available for use to complete the design and construction of the Winchester Plaza and Entryway Improvements.

NOW, THEREFORE, BE IT RESOLVED that based on the foregoing, the City Council further finds and concludes that:

1. The nature of the subject of the OCBH Winchester Plaza and Entryway Improvements is such that competitive proposals would be unavailing or would not produce an advantage, and the advertisement for competitive bid would thus be undesirable, impractical, or impossible.
2. Competitive proposals would work an incongruity and would be unavailing as affecting the final result.
3. It is practically impossible to obtain what is required and to observe the competitive bidding process.

NOW, THEREFORE, BE IT FURTHER RESOLVED that the City Council of the City of Campbell does hereby approve the conceptual design for Orchard City Banquet Hall (OCBH) Winchester Plaza and Entryway; authorizes the Public Works Director to execute an amendment to the consultant services agreement with MPA Design for design services for the OCBH Plaza and Entryway in an amount not to exceed $45,000; authorizes the Public Works Director to negotiate a construction contract change order with Kuehne Construction in an amount not to exceed $370,000 for construction of the OCBH Plaza and Entryway Improvements; and that the City Council of the City of Campbell and the Campbell Redevelopment Agency authorizes, as necessary, a future budget adjustment in the amount not to exceed $266,000.

PASSED AND ADOPTED this 6th day of July, 2010 by the following roll call vote:

AYES: Council/Agency Board Members: Kotowski, Kennedy, Furtado, Baker, Low

NOES: Council/Agency Board Members: None

ABSENT: Council/Agency Board Members: None

APPROVED:

Evan D. Low, Mayor and Chairperson

ATTEST:

Anne Bybee, City Clerk

01-27

Action Items from 7/31/09 mtg

PUBLIC HEARINGS AND INTRODUCTION OF ORDINANCES

City Clerk/ Public Works — 6. Lighting and Landscaping District Fiscal Year 2009-10 – Confirming Assessments (Resolution/Roll Call Vote)
RESOLUTION 11061 ADOPTED

City Clerk/ Comm. Develop. — 7. Application of Brian Spencer on behalf of Huntington Hotel Group for a Sign Application (PLN2008-165) for two (2) building-mounted freeway-oriented signs for the Courtyard Marriott Hotel on property owned by HHG Development, LP located at 655 Creekside Way in a PD (Planned Development) Zoning District (Resolution/Roll Call Vote)
RESOLUTION 11062 ADOPTED

City Clerk/ Comm. Develop. — 8. Placing Cost of Abating Hazardous Vegetation on the Property Tax Assessment Roll (Resolution/Roll Call Vote)
RESOLUTON 11063 ADOPTED

UNFINISHED BUSINESS

NEW BUSINESS

RDA/ Public Works — 9. *Proposed Increase in Redevelopment Funds for Orchard City Banquet Hall Renovation Project
APPROVED USE OF ADDITIONAL RDA FUNDS; DIRECTED STAFF TO PREPARE BUDGET ADJUSTMENT

COUNCIL COMMITTEE REPORTS

10. City Councilmember Reports/Updates on Committee Assignments

--Councilmember Kotowski reported on the VTA's proposed transit service reduction plan and announced public meeting scheduled for August 10, 7:00 p.m. at Campbell Community Center

--Councilmember Furtado reported on the State budget proposal; attended a CCS (Cities, Counties, Schools) Governance Conference; attended a National League of Cities Board meeting

--Vice Mayor Low commented on the State budget proposal and encouraged citizens to contact their local representatives

--Mayor Kennedy attended ABAG meeting and accepted "Green" Award on behalf of City; attended grand opening of El Camino Hospital in Los Gatos; attended Cancer Society's "Relay for Life" event at Campbell Community Center.

Agency Board Report

#9

Item:
Category: New Business/Joint Item
Meeting Date: July 21, 2009

TITLE: **Proposed Increase in Redevelopment Funds for the Orchard City Banquet Hall Renovation Project**

RECOMMENDATION

That the City Council: 1) approve the use of additional Redevelopment funds for the Orchard City Banquet Hall Renovation Project to fund additive alternates and replace a portion of the Capital Improvement Reserve Funds (CIPR) allocated to the project; and 2) direct staff to prepare a budget adjustment to accompany the award of bid.

BACKGROUND

On February 17, 2009 the City Council approved the conceptual design for the Orchard City Banquet Hall (OCBH) Renovation Project with funding from the following sources:

RDA Bond Proceeds	$ 875,000
CIPR	760,300
Winchester Drive-In Proceeds	721,500
Total Source of Funds	$2,356,800

As detailed in the February 17, 2009 Council Report (attached), the anticipated cost of the OCBH project exceeded the available funding by an estimated $224,200, in part due to the desire to obtain LEED Silver Certification. In addition, a number of desired project components were proposed to be included as additive alternates due to the limited funding available for the renovation. The cost of these alternates, estimated at $577,500, included:

- Plaza/drop off area adjacent to the Winchester Parking Lot
- "Storefront" windows along the Winchester frontage
- Low architectural wall and landscaping along the east side of the building
- Masonry wall screening the mechanical equipment and trash area facing the Winchester Parking Lot
- The interior dividing wall and associated mechanical and electrical systems.

On July 7, 2009, the Council approved a budget adjustment allocating an additional $44,000 to the project from the American Recovery and Reinvestment Act (ARRA) to support energy efficiency improvements necessary to achieve LEED Silver Certification, bringing the total project budget to $2,400,800, reducing the base project shortfall to $180,200.

DISCUSSION

Staff is currently preparing the 2009-2014 Redevelopment Agency Five Year Implementation Plan. The RDA Implementation Plan outlines projected expenditures over the next five years. On June 23, 2009, the Council Downtown Subcommittee (Mayor Kennedy and Councilmember Kotowski) was presented a strategy for programming Redevelopment funds over the next five years. One element of the strategy is to replace City funds with RDA funds for strategic projects in the RDA Project Area whereby City funds could be freed up to be programmed elsewhere. In the case of the OCBH project, it is also an opportunity to fund the additive alternates which currently are unfunded.

The OCBH Renovation Project is in the RDA Project Area and is currently using $760,300 in CIPR. Staff is proposing, and it has been endorsed by the Downtown Subcommittee, to use $1,337,800 in RDA funds to help free up CIPR funds and to fund the additive alternates. While it was anticipated that all of the $760,300 in CIPR could be replaced, staff did not include the potential $180,200 shortfall. Therefore, a like amount of CIPR will remain in the project. In doing so, the Source and Use of Funds would be as follows:

Source of Funds	
RDA Bond Proceeds	$2,212,800
RDA Winchester Drive-In Proceeds	721,500
CIPR	180,200
ARRA Funds	44,000
Total Estimated Source of Funds	**$3,158,500**
Use of Funds	
Design Engineering	$ 426,700
Construction Engineering	150,200
Construction	
Contract (including contingencies)	1,707,800
Building Maintenance Projects	170,000
FF&E (lobby, tables, purchased chairs)	81,300
Public Art	45,000
Base Project	$ 2,581,000
Additive Alternates	577,500
Total Estimated Use of Funds	**$ 3,158,500**

Staff is bringing this matter before the City Council/Agency Board at this time since the OCBH project is currently under design and the RDA Implementation Plan is not scheduled for consideration by the Agency Board until October/ November. Including the additive alternates in the base project design will significantly simplify the bid package and provide some cost savings in preparing the final construction bid documents. Should the Agency Board direct staff to program RDA funds as suggested in this report, then staff would prepare a budget adjustment for the precise amount needed at the time the project is

awarded to the successful bidder. Due to the depressed economy, staff has experienced bids lower than the engineer's estimate on recent projects, so staff is cautiously optimistic that the final amount of RDA funding needed would be less than identified in this report.

FISCAL IMPACT

Staff is estimating that over the next five years, the RDA will have approximately $4.5 million available for programming, exclusive of housing set-aside funds. If the City Council/Agency Board concurs with the staff recommendation, the Redevelopment Agency would contribute $1,337,800 of that $4.5 million to the OCBH Renovation Project. In doing so, approximately $580,100 in CIPR would be saved to be re-programmed through the CIP process at a future date.

ALTERNATIVES

1. The Agency Board/City Council could direct staff not to use RDA funds for the OCBH project. This may result in the additive alternates not being funded and there will be no savings to the CIPR.

2. The Agency Board/City Council could modify the amount of RDA funds contributed to the project and prioritize those additive alternates to be funded.

Prepared by: _____
Kirk Heinrichs, Community Development Director

Reviewed by: _____
Robert Kass, Public Works Director

Reviewed by: _____
Jesse Takahashi, Finance Director

Approved by: _____
Daniel Rich, City Manager

Attachment: February 17, 2009 Council Report

City Council Report

Item: 9.
Category: New Business
Meeting Date: February 17, 2009

TITLE: **Approval of Final Conceptual Design and Project Scope—Orchard City Banquet Hall Renovation Project; and Associated Actions (Resolution/Roll Call Vote)**

RECOMMENDATION

That the City Council adopt the attached resolution: 1) approving the final conceptual design and project scope for the Orchard City Banquet Hall (OCBH) Renovation Project; 2) authorizing the Public Works Director to negotiate and execute an amendment to the Consultant Services Agreement with Beverly Prior Architects for Phase III design services; 3) approving the selection of artists Alber and Luna De Matteis for conceptual public art design development; and 4) authorizing the Public Works Director to negotiate and execute an agreement with Alber and Luna De Matteis.

BACKGROUND

A Council study session on the Orchard City Banquet Hall Renovation Project was held on February 3, 2009. The study session report (Attachment 2) provided a comprehensive background on the project followed by a discussion of major project issues including current cost estimates and significant features of the revised project scope and design, as shown in Attachment 3. The major changes to the project scope and design discussed at the study session were the following:

- Complete replacement and upgrade of the OCBH electrical system
- Installation of new appliances (exhaust hood system, stove, ovens, sinks)
- Fire code upgrades to the exterior wall of Building D due to its proximity to the proposed new OCBH lobby
- Construction of kitchen facilities and access improvements to Building M to serve the Senior Nutrition Program during the OCBH renovation project
- A redesigned and expanded lobby area that maximizes the use of natural lighting
- FF&E's including round tables and window coverings
- Incorporation of Public Art

Due to the cost impacts of the items listed above, staff recommended that three previously included project components—the banquet hall dividing wall, site improvements to the Winchester Parking lot, and screening of the mechanical/trash area—be removed from the base project and designed as additive alternates. In addition, it was recommended that two new components that would significantly enhance the overall design of the project—an east side architectural wall and east facing storefront windows—also be included in the project as additive alternates.

Staff also requested direction at the study session regarding incorporation of LEED Silver Certification as part of the project design and construction specifications. On December 4, 2007, Council adopted a resolution enacting three "Green" policy recommendations including the requirement to obtain LEED Silver Certification for all new or renovated municipal buildings over 5,000 square feet. At the study session, staff noted that if Council desired to incorporate LEED Certification into the OCBH project, the incorporation process needed to start during the final project design phase. Staff noted that there would be an increase in both project design and construction costs in order to incorporate the LEED process.

Council indicated support for the proposed project scope changes and conceptual design, including the use of additive alternates as described above and the incorporation of public art into the project. The Council also indicated their desire that the project design be LEED Silver Certified, consistent with the Council's policy adopted in 2007. Additionally, the Council also expressed an interest in assessing opportunities for including enhanced IT and video presentation features as part of the electrical system upgrade.

DISCUSSION

Following the study session, staff worked with the design consultants and project cost estimator to develop the additional LEED costs for the project. To incorporate the LEED components and certification (including a 10% contingency) it is anticipated that the project construction cost will increase by approximately $176,000 and the project design and construction administration costs will increase by approximately $48,200. These costs include designing, building and certifying all project additive alternates to LEED Silver standards, including 10% contingencies. This would represent an 8% increase in the overall project cost if all additive alternatives are constructed. In the event that some of the additive alternates are not included in the project, there would be some reduction in the projected costs for construction and construction administration.

In order to integrate public art into the design process, staff is recommending that the Council approve the selection of a public artist at this time. Staff reviewed the finalists from the recently completed East Campbell Avenue Improvement Project public art selection process and is recommending the selection of Alber and Luna De Matteis as project artists for the OCBH project. Staff believes their experience in public art, diversity of media and flexibility are well suited for the OCBH project. The De Matteis are internationally recognized public artists who create art out of metal, mosaics, brick and other materials. Their art often embodies the cultural and geographical spirit of a region. Attached for Council's reference are the artist's resumes and samples of their work (Attachment 4).

The attached resolution approves the OCBH Renovation Project scope and conceptual design; authorizes the Public Works Director to execute an amendment to the consultant service agreement with Beverly Prior Architects in a not to exceed amount of $297,000 for final design of the project base components and additive alternates,

including construction administration and LEED Silver certification, and a 10% design contingency. The attached resolution also authorizes the Public Works Director to negotiate and execute a contract with Alber and Luna De Matteis for conceptual design of public art for OCBH in a not to exceed amount of $10,000. A placeholder for an additional $35,000 will remain in the budget for the final art fabrication and placement. Fabrication and placement of the final art work will be subject to bid results and subsequent Council decisions on additive alternates.

FISCAL IMPACT

Because of the inclusion of LEED Silver Certification, the current project budget may not be sufficient to complete the base project and additive alternatives without additional funding. The current source and use of funds is as follows:

Source of Funds	
RDA Bond Proceeds	$ 875,000
CIPR	$ 760,300
Winchester Drive In Proceeds	$ 721,500
Total Source of Funds	$2,356,800
Use of Funds	
Design Engineering	$ 426,700
Construction Engineering	$ 150,200
Construction	
Contract (including contingencies)	$ 1,707,800
Building Maintenance Projects	$ 170,000
FF&E (lobby, tables, purchased chairs)	$ 81,300
Public Art	$ 45,000
Sub-total Construction	$ 2,004,100
Total Estimated Use of Funds	$2,581,000
Revenues/Expenditures	<$ 224,200>

The current budget shortfall is $224,200, which covers the previously discussed additional costs for LEED Silver design, construction, construction administration, and certification, plus a 10% contingency. Staff recommends that Council wait until bids are received on the OCBH project before allocating additional funding, as the exact amount will be dependent on final bid results and selected Additive Alternates. Available sources of funds for the OCBH project include Pattison proceeds (described in the attached study session report); RDA Funds; and CIPR.

The current cost estimate for the additive alternates total $577,500 as listed below:

Cost Estimate of Additive Alternates	
Banquet Hall Room Divider	$ 192,500
Winchester Parking Lot Patio Improvements & Pedestrian Drop-off	$ 166,100
Screening of Mechanical/Trash Area with Masonry Stucco Wall	$ 97,900
Architectural Wall on the East Side of OCBH	$ 26,400
East Side Storefront Window System	$ 94,600
Total	$ 577,500

SCHEDULE

The following is the anticipated project schedule:

▪ Council Approval of Final Conceptual Design	February 17, 2009
▪ Civic Improvement Commission Review of Public Art	June 2009
▪ Council Approval of Public Art	July 2009
▪ Council Approval of Final PS&E	September 2009
▪ Bid and Award Project	October 2009
▪ Construction Complete	October 2010

ALTERNATIVES

1. Request modifications to the final conceptual design and project scope.
2. Request that staff return with a budget adjustment reflecting the increased project cost estimate.
3. Pursue one of the alternate options discussed at the February 3, 2009 City Council Study Session.

Prepared by: _____
Lisa Petersen, Senior Engineer

Reviewed by: _____
Michelle Quinney, City Engineer

Reviewed by: _____
Robert Kass, Public Works Director

Approved by: _____
Daniel Rich, City Manager

Attachment 1 – Resolution
Attachment 2 – Council Memo of February 3, 2009
Attachment 3 – Final Conceptual Design
Attachment 4 – Artist Resumes

City Council Report

Item: 8.
Category: New Business
Meeting Date: July 6, 2010

TITLE: **Approval of Orchard City Banquet Hall Winchester Plaza and Entryway Conceptual Design and Associated Actions (Resolution/Roll Call Vote)**

RECOMMENDATION

That the City Council/Redevelopment Agency Board adopt the attached resolution: 1) approving the conceptual design for the Orchard City Banquet Hall (OCBH) Winchester Plaza and Entryway; 2) authorizing the Public Works Director to execute an amendment to the consultant services agreement with MPA Design for final design services; 3) incorporating the attached findings and authorizing the Public Works Director to negotiate a construction contract change order with Kuehne Construction for construction of the OCBH Winchester Plaza and Entryway; and 4) authorizing a budget adjustment.

BACKGROUND

On October 6, 2009, the City Council authorized the solicitation of landscape architectural services for the development of a conceptual plan for improving the OCBH Winchester Plaza and Entryway, including development of a new passenger drop-off area. The firm of MPA Design was selected from a short list of consultants to complete the conceptual design process.

The Winchester parking lot, entryway and plaza are important entry features for the OCBH as well as for the rest of the Community Center. The OCBH Renovation Project originally included a passenger drop off area to be constructed within the existing Winchester parking lot/plaza area, but did not address the broader need to reconstruct the entire plaza area and entryway to the OCBH and Community Center. Although it was recognized that the existing OCBH project budget might not be sufficient to complete all the improvements desired to upgrade this area, staff anticipated that the competitive bidding climate might allow for a phased approach to improving the plaza and entryway area and recommended development of a more comprehensive improvement plan.

On March 31, 2010, bids for the OCBH Renovation Project were opened with the low bid being 13% below the engineer's estimate for the project, resulting in approximately $230,000 in budgeted funds available for design and construction of the plaza and entryway improvements.

DISCUSSION

MPA Design, in conjunction with Public Works and Recreation and Community Services staff, has developed an entryway and plaza design that complements the OCBH renovation project and significantly enhances the entrance to the Community Center from the Winchester Boulevard parking lot. Major features of the recommended conceptual design, shown in detail in Attachment 2, include:

- Provision of a passenger drop off adjacent to the main walkway to the OCBH
- Replacement of the existing deteriorated concrete plaza with a new plaza utilizing interlocking pavers and colored concrete highlights
- Expanded curvilinear planting areas to reduce the amount of hardscape and create a softer more intimate plaza
- Removal of one walnut tree and one avocado tree in poor health and replanting with a variety of flowering, deciduous and evergreen trees
- Relocation of one existing Canary Island palm from the plaza edge to the existing landscaped driveway center island
- Installation of new irrigation and drought resistant landscaping, consistent with LEED standards
- Minor reconfiguration of parking along the plaza frontage
- Future development of parallel parking along the north curb of the Winchester Boulevard driveway
- Replacement of existing floodlights with energy efficient pedestrian and landscaping lighting
- Installation of a separated sidewalk boulevard treatment along the Winchester Boulevard frontage
- Reconfiguring the Winchester Boulevard exit to permit right turns out only, consistent with development of medians on Winchester Boulevard
- New picnic tables, benches and trash/recycling receptacles

Attachment 3 presents a slightly modified alternative layout with a larger and more formal plaza, rectilinear landscaping areas, and replacement of two handicapped parking spaces near Winchester Boulevard with landscaping. The plaza surfacing is shown as undefined, indicating the possibility of choosing alternative paving designs and materials than what is presented in Attachment 2.

Staff is recommending Attachment 2 as the preferred conceptual design due to the softer and more intimate feel of the plaza as well as the potentially lower cost of the smaller hardscape area. Additionally, staff believes retaining the two handicapped parking spaces near Winchester Boulevard is preferable to the creation of a somewhat disconnected landscaped island.

The preliminary construction cost estimate for the complete recommended conceptual design is estimated at $450,000 to $500,000. Even with savings from the construction

contract bid award, the current OCBH project budget is not sufficient to complete all of the improvements. Staff is therefore recommending the following be considered for construction concurrent with the OCBH project:

- Passenger drop off and parking reconfiguration
- Removal and replacement of existing plaza
- New landscaping and irrigation

Items that are recommended to be deferred at this time include:

- Winchester Boulevard frontage sidewalk boulevard treatment
- Parallel parking spaces along northern side of Community Center entryway
- Replacement of existing picnic tables

Staff plans to pursue inclusion of the Winchester Boulevard frontage sidewalk boulevard treatment in the upcoming Winchester Boulevard Improvement Project. Replacement of the existing picnic tables and construction of additional parking spaces would be considered at a later date, should additional funding become available.

The current estimate for construction of the recommended improvements is approximately $370,000. An additional $45,000 (12% of construction costs) is anticipated to be required for final design and engineering and preparation of construction documents, for a total additional cost of $415,000. Allocating the $230,000 in savings realized from the low bid to the plaza and entryway improvements reduces the amount of additional funding required for these improvements to $185,000.

In conjunction with the award of the OCBH construction contract to Kuehne Construction, a 10% construction contingency ($186,312) was established to cover the cost of unanticipated issues which typically arise in a construction project of this nature. Thus far, a number of unanticipated items have arisen, including the following:

New Grease Trap (County Health Department requirement)	$ 10,000
Fire Sprinkler Line (SJWC requirement)	25,000
New Backflow Prevention Device (WVSD requirement)	21,000
Building D fire separation upgrades (County Fire requirement)	10,000
Removal of ceiling insulation (unknown condition)	5,000
Kitchen water line and plumbing replacement (unknown condition)	10,000
Total Unanticipated Items (to date)	$ 81,000
Plaza and Entryway funding shortfall	$185,000
Grand Total	**$266,000**

It is unknown at this point to what extent contingency funds will be needed to complete the OCBH renovation project, and what amount of contingency funding may be available for the plaza and entryway improvements. Consequently, staff is recommending that Council authorize the use of the additional funding as may be required to complete the plaza and entryway improvements as depicted in Attachment 2 (or as alternatively

approved by Council), to the extent that contingency funds are not available. Staff is proposing that the necessary funding come from the following three sources, in order of priority:

Pattison Funds	$ 81,800
Building M Renovation (Reallocation)	95,000
Additional RDA Bond Proceeds	$ 89,200
Total Additional Funds	**$266,000**

Pattison Funds are available as a result of a previous bequest from the Pattison estate to the City for use at the Community Center. The original Pattison proceeds amounted to $165,700 and funding has been used at the Community Center for safety improvements, Community Center Master Plan improvements and other generally beneficial improvements. Approximately $81,800 remains in this fund.

The recently adopted CIP includes $95,000 in CIPR funds for Building M improvements. Staff is proposing that these improvements be deferred until completion of the OCBH plaza and entryway improvements, should funds need to be reallocated. A number of significant upgrades to Building M were completed as part of the OCBH project to accommodate the relocation of the Senior Nutrition Program, including a new kitchen, new bathrooms, and floor coverings. The current CIP allocation of $95,000 is intended for additional, but not essential, improvements to Building M, including: removal of a non-structural dividing wall, improved storage areas, removal of attic access stairway, window replacement, construction of additional exit doors, replacement of existing drop ceiling, replacement of existing HVAC unit, lighting upgrades, and insulation.

Additional funding from RDA bond proceeds of up to $89,200 would provide the balance of funds necessary for the completion of the recommended OCBH plaza and entryway improvements. At this time there are approximately $200,000 in RDA Bond Proceeds available that are not currently designated for specific projects or other purposes.

Upon project completion, staff would prepare a budget adjustment as needed to augment the existing project budget from the funding sources identified above.

Staff is also requesting authorization to negotiate a change order for the plaza construction with the current OCBH contractor. Staff believes the plaza and entryway improvements are an integral part of the overall OCBH Renovation Project, and would be most economically and efficiently completed by including this work in the existing OCBH Renovation Project to be completed by Kuehne Construction. Putting the plaza and entryway improvements out to competitive bid could result in a second contractor occupying the same space as the current OCBH contractor which would increase the potential for delays in work, construction claims and the resultant increased project costs. With all work under one contract, the completion of the plaza area and the opening of OCBH can be coordinated to be completed concurrently. The attached resolution includes findings necessary to authorize the Public Works Director to complete the actions necessary in order to move forward with the preparation of a contract change

order to the OCBH Renovation Project for the Winchester Boulevard Plaza and Entryway Improvements, as follows:

- Authorizing the Public Works Director to execute an amendment to the existing consultant services agreement with MPA Design in an amount not to exceed $45,000 for the preparation of the plans, specifications and cost estimates necessary for the negotiation of a construction contract change order
- Authorizing the Public Works Director to execute a contract change order with Kuehne Construction in an amount not to exceed $370,000 for the construction of the Winchester Boulevard Plaza and Entryway Improvements
- Authorize a future budget adjustment in an amount up to $266,000 to recognize additional funding for the OCBH project

By negotiating a contract change order for the construction of the OCBH Winchester Plaza and Entryway Improvements, the schedule for the completion of the improvements will be coordinated by the contractor to coincide with the completion of the OCBH Renovation Project, which is currently scheduled for early 2011.

FISCAL IMPACT

As indicated previously, the existing project budget most likely will not be sufficient to complete the recommended improvements. Additional funding from the use of the Pattison Funds, a reallocation of funds allocated in the FY 2010-11 CIP slated for improvements to Building M at the Community Center, and an additional contribution from RDA bond proceeds is being presented for Council's consideration. The proposed source and anticipated use of funds is as outlined below:

Current Source of Funds

RDA Bond Proceeds	$2,212,800
RDA Winchester Drive-In Proceeds	721,500
CIPR	180,200
ARRA Funds	44,000
Current Source of Funds	**$3,158,500**

Potential Additional Source of Funds

Pattison Funds	81,800
Building M	95,000
Additional RDA Bond Proceeds	89,200
Total Additional Funds	**$ 266,000**
Total Source of Funds	**$ 3,424,500**

Anticipated Use of Funds

Design Engineering	$ 440,000
Construction Engineering and Inspection	215,265
Construction	1,863,123
Construction Contingency (10%)	186,312
Building Maintenance Projects	178,000
FF&E (lobby, tables, purchased chairs)	81,800
Public Art	45,000
Winchester Entryway Plaza Landscape Architect	45,000
OCBH Plaza and Entryway Improvements	370,000
Total Anticipated Use of Funds	**$ 3,424,500**

ALTERNATIVES

1. Do not approve the recommended conceptual design for the OCBH Plaza and Entryway Improvements and direct staff to pursue alternative designs.

2. Request staff to reduce the scope and cost of the proposed improvements for the OCBH Winchester Plaza and Entryway project.

Prepared by: _____
Fredrick Ho, Senior Civil Engineer

Reviewed by: _____
For Michelle Quinney, City Engineer

Reviewed by: _____
Robert Kass, Public Works Director

Reviewed by: _____
Kirk Heinrichs, Community Development Director

Reviewed by: _____
Jesse Takahashi, Finance Director

Approved by: _____
Daniel Rich, City Manager

Attachments:

Attachment 1 – Resolution
Attachment 2 – Recommended OCBH Plaza and Entryway Conceptual Design
Attachment 3 – Alternate OCBH Plaza and Entryway Conceptual Design

RESOLUTION NO. _____

A JOINT RESOLUTION OF THE CITY COUNCIL OF THE CITY OF CAMPBELL AND THE CAMPBELL REDEVELOPMENT AGENCY APPROVING THE CONCEPTUAL DESIGN FOR THE ORCHARD CITY BANQUET HALL WINCHESTER PLAZA AND ENTRYWAY, AUTHORIZING THE PUBLIC WORKS DIRECTOR TO EXECUTE AN AMENDMENT TO THE CONSULTANT SERVICES AGREEMENT WITH MPA DESIGN FOR FINAL DESIGN SERVICES, ADOPTING THE ATTACHED FINDINGS AUTHORIZING THE PUBLIC WORKS DIRECTOR TO NEGOTIATE AND EXECUTE A CONSTRUCTION CONTRACT CHANGE ORDER WITH KUEHNE CONSTRUCTION, AND AUTHORIZING A FUTURE BUDGET ADJUSTMENT

WHEREAS, on October 6, 2009, the Campbell City Council authorized the solicitation of landscape architectural services for the development of a conceptual plan for improvements to the Orchard City Banquet Hall (OCBH) Plaza and Entryway; and

WHEREAS, the firm of MPA Design was selected to complete the conceptual design process; and

WHEREAS, a final conceptual design has been prepared; and

WHEREAS, the final design for the OCBH Winchester Plaza and Entryway would most appropriately be completed by MPA Design; and

WHEREAS, the inclusion of a portion of the conceptual design, identified as the OCBH Winchester Plaza and Entryway Improvements, would most economically and appropriately be constructed as an integral part of the work involved in the larger OCBH Renovation Project in order to avoid compromising the work structurally and aesthetically; and

WHEREAS a public competitive bid process for the OCBH Winchester Plaza and Entryway Improvements would not result in the most beneficial means to complete project work as coordinating two contractors in the same area on essentially the same item of work would create coordination problems and increase the potential for construction claims, increased project costs and delays to the opening of OCBH; and

WHEREAS, the additional work for the OCBH Winchester Plaza and Entryway Improvements could be added through a negotiated contract change order with the current OCBH Renovation Project contractor, Kuehne Construction; and

WHEREAS, the existing project budget is not sufficient to allow the additional contract expenditures for the completion of the Winchester Plaza and Entryway Improvements; and

WHEREAS, additional funding sources totaling $266,000 have been identified as available for use to complete the design and construction of the Winchester Plaza and Entryway Improvements.

NOW, THEREFORE, BE IT RESOLVED that based on the foregoing, the City Council further finds and concludes that:

1. The nature of the subject of the OCBH Winchester Plaza and Entryway Improvements is such that competitive proposals would be unavailing or would not produce an advantage, and the advertisement for competitive bid would thus be undesirable, impractical, or impossible.
2. Competitive proposals would work an incongruity and would be unavailing as affecting the final result.
3. It is practically impossible to obtain what is required and to observe the competitive bidding process.

NOW, THEREFORE, BE IT FURTHER RESOLVED that the City Council of the City of Campbell does hereby approve the conceptual design for Orchard City Banquet Hall (OCBH) Winchester Plaza and Entryway; authorizes the Public Works Director to execute an amendment to the consultant services agreement with MPA Design for design services for the OCBH Plaza and Entryway in an amount not to exceed $45,000; authorizes the Public Works Director to negotiate a construction contract change order with Kuehne Construction in an amount not to exceed $370,000 for construction of the OCBH Plaza and Entryway Improvements; and that the City Council of the City of Campbell and the Campbell Redevelopment Agency authorizes, as necessary, a future budget adjustment in the amount not to exceed $266,000.

PASSED AND ADOPTED this 6th day of July, 2010 by the following roll call vote:

AYES: Council/Agency Board Members:

NOES: Council/Agency Board Members:

ABSENT: Council/Agency Board Members:

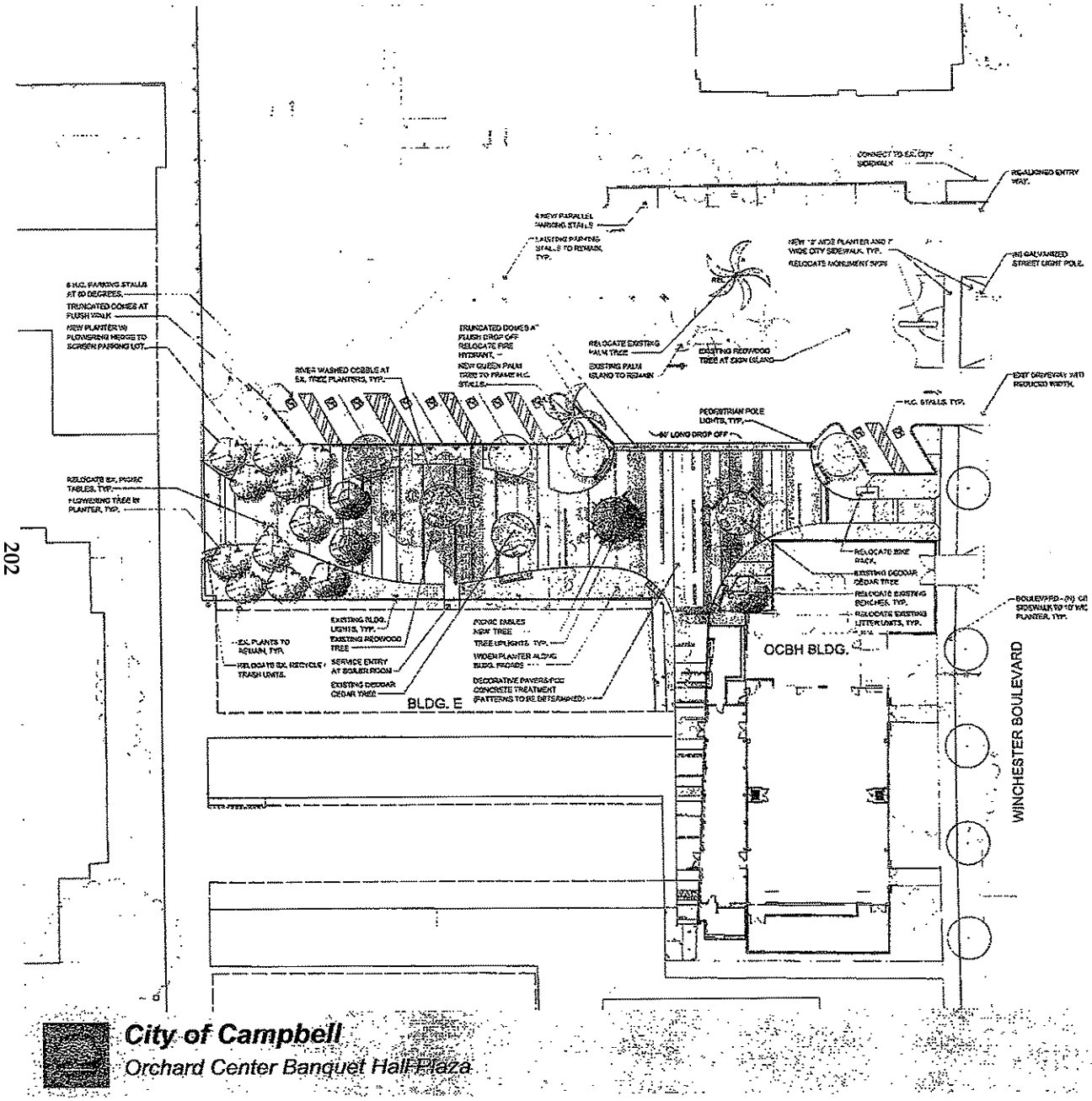
APPROVED:

_____
Evan D. Low, Mayor and Chairperson

ATTEST:

_____
Anne Bybee, City Clerk

Attachment 2



City of Campbell

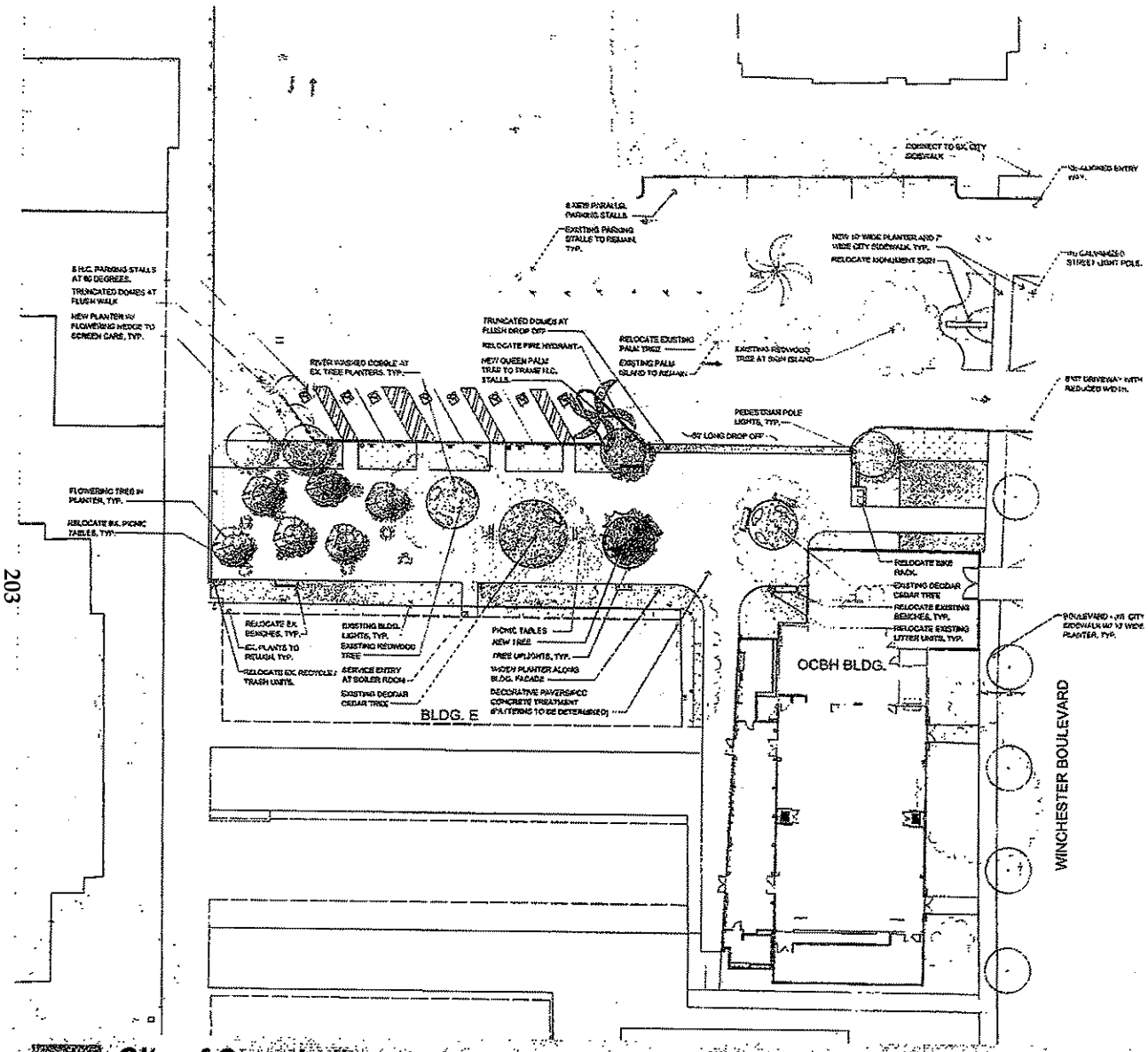
Orchard Center Banquet Hall Plaza

MPA Design

LANDSCAPE PLAN-CURVED OPTION

June 28, 2010

Attachment 3



City of Campbell

Orchard Center Banquet Hall Plaza

M P A Design

LANDSCAPE PLAN-LINEAR OPTION

June 25, 2010

REGULAR MEETING OF THE CITY COUNCIL/REDEVELOPMENT AGENCY
Tuesday, July 6, 2010 - 7:30 p.m.
Council Chamber – 70 N. First Street

Note: This Regular Meeting was duly noticed pursuant to open meeting requirements of the Ralph M. Brown Act (G.C. Section 54956).

***Denotes Joint Item**

CALL TO ORDER, ROLL CALL, PLEDGE OF ALLEGIANCE

Convene Joint Meeting of City Council/Redevelopment Agency

The City Council and Redevelopment Agency of the City of Campbell convened this day in the regular meeting place, the City Council Chamber of City Hall, 70 N. First Street, Campbell, California.

Roll Call:

Present: Council/Agency Members: Kotowski, Kennedy, Furtado, Baker, Low

Absent : Council/Agency Members: None

Pledge of Allegiance:

The Pledge of Allegiance was led by Santa Clara County Sheriff's Deputies Rick Chaeff and Mike Laddy. Mayor Low presented Certificates of Appreciation to Deputy Chaeff and Deputy Laddy for leading the Pledge.

SPECIAL PRESENTATIONS AND PROCLAMATIONS

There were no Special Presentations and Proclamations.

COMMUNICATIONS AND PETITIONS

There were no Communications and Petitions.

CONSENT CALENDAR

Mayor Low asked if any Councilmember or anyone in the audience wished to remove an item from the Consent Calendar.

Mayor Low moved the Minutes of the June 15, 2010 RDA Meeting forward for approval on the Consent Calendar.

The Consent Calendar was considered as follows:

1. **Minutes of Regular Meeting of June 15, 2010**

   This action approves the Minutes of the Regular Meeting of June 15, 2010.

2. **Payment of Bills and Claims**

   This action approves the payment of bills and claims in the amount of $1,596,895.35 as follows: bills and claims checks dated June 7, 2010 in the amount of $118,198.73; payroll checks dated June 10, 2010 in the amount of $205,329.26; bills and claims checks dated June 14, 2010 in the amount of $179,046.85; and bills and claims checks dated June 21, 2010 in the amount of $1,094,320.51.

3. **Monthly Investment Report – May 2010**

   This action is to note and file the Monthly Investment Report for May 2010.

4. **Authorization to Vacate Light & Air Easement and Acceptance of Public Easement – 1164 Hazelwood (Resolution/Roll Call Vote)**

   Resolution 11189 accepts a public service easement and summarily vacates a light and air easement for property located at 1164 Hazelwood Avenue.

5. **Declaring the Month of July as "Parks and Recreation Month"**

   Resolution 11190 declares the month of July as "Parks and Recreation Month."

6. **Authorization to Purchase Supplies and Materials through State of California (Resolution/Roll Call Vote)**

   Resolution 11191 authorizes the City to purchase materials, supplies and equipment through the Office of Procurement, Department of General Services of the State of California.

7. **Authorization to Submit State Safe Routes to School Grant Application – Harriet/McCoy Traffic Signal (Resolution/Roll Call Vote)**

   Resolution 11192 authorizes the Public Works Director to submit a Safe Routes to School (SR2S) grant application to Caltrans for the Harriet Avenue/McCoy Avenue Signalization Project.

1(RDA) **Minutes of RDA Regular Meeting of June 15, 2010**

This action approves the Minutes of the RDA Regular Meeting of June 15, 2010.

M/S: Kotowski/Kennedy - to approve the Consent Calendar. Motion adopted by the following roll call vote:

AYES: Council/Agency Members: Kotowski, Kennedy, Furtado, Baker, Low

NOES: CouncilAgency Members: None

ORAL REQUESTS

There were no Oral Requests.

COUNCIL ANNOUNCEMENTS

On Thursday, July 8th Big Band music will be performed by Millennium Sounds at the City's Orchard City Green at 6:30 p.m.

Residents are encouraged to stop by the City's informational booth at the Farmer's Market from 10:00 a.m. to Noon on Sunday, July 11th.

The 3rd Annual Big Bands & BBQ event will take place in Downtown Campbell on Saturday, July 17th from 11:00 a.m. to 8:00 p.m.

For more information about activities and schedules in the City, please visit the City's website at www.cityofcampbell.com.

PUBLIC HEARINGS AND INTRODUCTION OF ORDINANCES

There were no agendized items.

UNFINISHED BUSINESS

There were no agendized items.

NEW BUSINESS

8. ***Approval of Orchard City Banquet Hall Winchester Plaza and Entryway Conceptual Design and Associated Actions (Resolution/Roll Call Vote)**

Public Works Director Kass – Staff Report dated July 6, 2010.

M/S: Kennedy/Baker – that the City Council/Redevelopment Agency Board adopt Joint Resolution 11193/2010-8 approving the conceptual design for the Orchard City Banquet Hall Winchester Plaza and entryway, authorizing the Public Works Director to execute an amendment to the consultant services agreement with MPA Design for final design services, adopting the attached Findings authorizing the Public Works Director to negotiate and execute a construction contract change order with Kuehne Construction, and authorizing a future budget adjustment. Motion adopted by the following roll call vote:

AYES: Council/Agency Members: Kotowski, Kennedy, Furtado, Baker, Low

NOES: Council/Agency Members: None

9. **Consider Suspending the Interim Downtown Parking In-Lieu Fee Policy (Resolution/Roll Call Vote)**

Community Development Director Heinrichs – Staff Report dated July 6, 2010.

M/S: Kotowski/Kennedy – that the City Council adopt Resolution 11194 suspending the Downtown Parking In-Lieu Fee Policy. Motion adopted by the following roll call vote:

AYES: Councilmembers: Kotowski, Kennedy, Furtado, Baker, Low

NOES: Councilmembers: None

COUNCIL COMMITTEE REPORTS

10. **City Councilmember Reports/Updates on Committee Assignments**

--Councilmember Kotowski attended League of Cities Community Services Policy Committee meeting.

--Vice Mayor Baker reported on the Housing Rehabilitation Loan Committee; attended first meeting of the Silicon Valley Interoperability Authority.

--Councilmember Furtado reported on the Housing Trust Board; attended a Transportation Summit sponsored by the Commonwealth Club of San Francisco.

--Mayor Low attended Recycling Waste Reduction Commission meeting.

BOARDS AND COMMISSIONS

There were no agendized items.

ADJOURN

Mayor/Chairperson Low adjourned the City Council/RDA Meeting at 8:15 p.m. in memory of Marine Corporal Kevin Cueto.

APPROVED:

_____
Evan D. Low, Mayor/Chairperson

ATTEST:

_____
Anne Bybee, City Clerk

REGULAR MEETING OF THE CAMPBELL REDEVELOPMENT AGENCY
(Immediately Following City Council Meeting)
Tuesday, July 6, 2010
Council Chamber

Note: This Regular Meeting was duly noticed pursuant to open meeting requirements of the Ralph M. Brown Act (G.C. Section 54956).

CALL TO ORDER, ROLL CALL

SPECIAL PRESENTATIONS AND PROCLAMATIONS

There were no Special Presentations and Proclamations.

ORAL REQUESTS

There were no Oral Requests.

CONSENT CALENDAR

The Consent Calendar was considered as follows:

1. **Minutes of Regular Meeting of June 15, 2010**

   This action approves the Minutes of the Regular Meeting of June 15, 2010.

M/S: to approve the Consent Calendar. Motion adopted unanimously.

PUBLIC HEARINGS

There were no agendized items.

UNFINISHED BUSINESS

There were no agendized items.

NEW BUSINESS

There were no agendized items.

ADJOURN

Chairperson Low adjourned the meeting at 8:15 p.m.

APPROVED:

Evan D. Low, Chairperson

ATTEST:

Anne Bybee, City Clerk

SPI - FINANCIAL ACCOUNTING V4.1 — PAGE NUMBER: 3
DATE: 08/08/12 — CITY OF CAMPBELL — AUDIT21
TIME: 15:13:45 — EXPENDITURE AUDIT TRAIL

SELECTION CRITERIA: 1=1 expledgr.key_orgn matches '*.0127' and expledgr.account='9999'
ACCOUNTING PERIODS: 1/11 THRU 13/11

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND 437 - 2002 RDA TAB PROJECTS
BUDGET UNIT - 437.0127 - ORCHARD CITY HALL IMPROVE

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9999 CAPITAL TRANSFERS OUT									
437-OF-89-9900-437.0127 - ORCHARD CITY HALL IMPROVE									
9999 CAPITAL TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10	11-1				.00			POSTED FROM BUDGET SYSTEM	
07/06/10	13-2				89,200.00			BA 1 RDA BOND PROCEEDS	
10/31/10	13-4				2,095,809.00			BA 10/1B CF2FY11	
08/29/11	19-13		J6/39			2,185,009.00		FY11 CAPITAL FUNDING	
TOTAL CAPITAL TRANSFERS OUT					2,185,009.00	2,185,009.00	.00		.00
TOTAL BUDGET UNIT - ORCHARD CITY HALL IMPRO					2,185,009.00	2,185,009.00	.00		.00
TOTAL FUND - 2002 RDA TAB PROJECTS					2,185,009.00	2,185,009.00	.00		.00
TOTAL REPORT					2,821,661.00	2,666,128.00	.00		155,533.00

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

SPI - FINANCIAL ACCOUNTING V4.1
DATE: 08/08/12
TIME: 15:19:39

CITY OF CAMPBELL
EXPENDITURE AUDIT TRAIL

CIP 01-27
FY 11

SELECTION CRITERIA: 1=1 expledgr.key_orgn='435.0127'
ACCOUNTING PERIODS: 1/11 THRU 13/11

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 435 - CAPITAL PROJECT FUND
BUDGET UNIT - 435.0127 - ORCHARD CITY HALL IMPROVE

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
7130 PROJECT SALARY & BENEFITS									
435-CO-60-9500-435.0127 - ORCHARD CITY HALL IMPROVE									
7130 PROJECT SALARY & BENEFITS					.00	.00	.00	BEGINNING BALANCE	
07/19/10 11-1					.00			POSTED FROM BUDGET SYSTEM	
07/31/10 19-1			J7/15			5,541.54		PPE 6/27 CHARGES	
07/31/10 19-1			J7/15			3,933.99		PPE 7/25 CHARGES	
07/31/10 19-1			J7/15			2,062.23		PPE 7/11 CHARGES	
08/31/10 19-2			J8/15			4,380.18		PPE 8/8 SALARY EXP	
08/31/10 19-2			J8/15			141.12		PPE 8/22 SALARY EXPENSE	
09/30/10 19-3			J9/15			785.47		PPE 9/5 CHARGES	
09/30/10 19-3			J9/15			2,452.18		PPE 9/19 CHARGES	
10/31/10 19-4			J10/15			3,763.95		PPE 10/3 SALARY CHARGES	
10/31/10 19-4			J10/15			4,542.51		PPE 10/17 SALARY CHARGES	
11/30/10 19-5			J11/15			3,769.78		PPE 10/31 CHARGES	
11/30/10 19-5			J11/15			184.10		PPE 11/14 CHARGES	
12/31/10 19-6			J12/15			3,579.85		PPE 11/28 CHARGES	
12/31/10 19-6			J12/15			5,776.83		PPE 12/12 CHARGES	
01/31/11 19-7			J1/15			1,481.81		PPE 12/26 CHARGES	
01/31/11 19-7			J1/15			2,190.09		PPE 1/23 CHARGES	
01/31/11 19-7			J1/15			2,137.04		PPE 1/9 CHARGES	
02/28/11 19-8			J2/15			4,926.37		PPE 2/6 PROJECT SALARY	
02/28/11 19-8			J2/15			4,260.27		PPE 2/20 PROJECT SALARY	
03/31/11 19-9			J3/15			3,239.77		PPE 3/6 SALARY EXP	
03/31/11 19-9			J3/15			1,863.27		PPE 3/20 SALARY EXP	
04/30/11 19-10			J4/15			5,259.82		PPE 4/3 PROJECT CHARGES	
04/30/11 19-10			J4/15			3,197.59		PPE 4/17 PROJECT CHARGES	
06/30/11 19-12			J6/15			70.56		PPE 6/12 PROJECT SALARY	
TOTAL PROJECT SALARY & BENEFITS					.00	69,540.32	.00		-69,540.32
7430 PROF & SPECIAL SERVICES					.00	.00	.00	BEGINNING BALANCE	
07/19/10 11-1					.00			POSTED FROM BUDGET SYSTEM	
07/27/10 17-1		20110060-01		10009756 EXPRESS CONCRETE			1,080.00	OCBH (KITCHEN AREA): ELEC	
07/27/10 17-1		20110060-02		10009756 EXPRESS CONCRETE			660.00	EXCAVATE W/EXCAVATOR UP T	
07/27/10 17-1		20110069-01		00004569 ALVAREZ & ASSOCI			2,500.00	SUPPLEMENTAL TOPOGRAPHIC	
07/27/10 17-1		20110069-02		00004569 ALVAREZ & ASSOCI			500.00	CONTINGENCY (20%)	
08/03/10 17-1		20110089-01		00001909 M P A DESIGN			42,000.00	CONSULT. SVCS PROVIDE LAN	
08/03/10 17-1		20110089-02		00001909 M P A DESIGN			3,000.00	CONTINGENCY	

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

SELECTION CRITERIA: 1=1 expledgr.key_orgn='435.0127'
ACCOUNTING PERIODS: 1/11 THRU 13/11

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 435 - CAPITAL PROJECT FUND
BUDGET UNIT - 435.0127 - ORCHARD CITY HALL IMPROVE

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
7430 PROF & SPECIAL SERVICES (cont'd)									
10/22/10	13-1				8,642.00			PRIOR YR ENCUM-R0100257	
10/22/10	13-1				640.00			PRIOR YR ENCUM-R0100119	
10/22/10	13-1				2,000.00			PRIOR YR ENCUM-R0100257	
10/22/10	13-1				13,590.00			PRIOR YR ENCUM-T0080349	
10/22/10	13-1				2,500.00			PRIOR YR ENCUM-R0100446	
10/22/10	13-1				5,000.00			PRIOR YR ENCUM-R0100493	
10/22/10	13-1				35,000.00			PRIOR YR ENCUM-R0100493	
10/22/10	13-1				8,250.00			PRIOR YR ENCUM-R0100443	
10/22/10	13-1				2,200.00			PRIOR YR ENCUM-R0100443	
10/22/10	13-1				2,000.00			PRIOR YR ENCUM-S0090493	
10/22/10	13-1				52,287.60			PRIOR YR ENCUM-S0090589	
10/22/10	13-1				15,600.00			PRIOR YR ENCUM-S0090589	
10/22/10	17-1	20080121-01		10008099	BEVERLY PRIOR AR		13,557.38	ENC CARRY FRWRD-T0080121	
10/22/10	17-1	20080121-02		10008099	BEVERLY PRIOR AR		9,000.00	ENC CARRY FRWRD-T0080121	
10/22/10	17-1	20080349-02		10008099	BEVERLY PRIOR AR		13,590.00	ENC CARRY FRWRD-T0080349	
10/22/10	17-1	20090493-02		10009665	ALBER DE MATTEIS		2,000.00	ENC CARRY FRWRD-S0090493	
10/22/10	17-1	20090589-01		10008099	BEVERLY PRIOR AR		52,287.60	ENC CARRY FRWRD-S0090589	
10/22/10	17-1	20090589-02		10008099	BEVERLY PRIOR AR		15,600.00	ENC CARRY FRWRD-S0090589	
10/22/10	17-1	20100119-02		00004569	ALVAREZ & ASSOCI		640.00	ENC CARRY FRWRD-R0100119	
10/22/10	17-1	20100257-01		10010011	INTERFACE ENGINE		8,642.00	ENC CARRY FRWRD-R0100257	
10/22/10	17-1	20100257-02		10010011	INTERFACE ENGINE		2,000.00	ENC CARRY FRWRD-R0100257	
10/22/10	17-1	20100443-01		00002559	AMERICAN METAL P		8,250.00	ENC CARRY FRWRD-R0100443	
10/22/10	17-1	20100443-02		00002559	AMERICAN METAL P		2,200.00	ENC CARRY FRWRD-R0100443	
10/22/10	17-1	20100446-02		00001909	M P A DESIGN		2,500.00	ENC CARRY FRWRD-R0100446	
10/22/10	17-1	20100493-01		10009665	ALBER DE MATTEIS		35,000.00	ENC CARRY FRWRD-R0100493	
10/22/10	17-1	20100493-02		10009665	ALBER DE MATTEIS		5,000.00	ENC CARRY FRWRD-R0100493	
08/12/10	21-2	20110060-02		10009756	EXPRESS CONCRETE	.00	-660.00	EXCAVATE W/EXCAVATOR UP T	
08/16/10	21-2	20110060-01	228252	10009756	EXPRESS CONCRETE	1,740.00	-1,080.00	OCBH KITCHEN AREA	
08/23/10	21-2		228359	10010011	INTERFACE ENGINE	1,040.00	.00	JUN/JUL SRVCS	
08/23/10	21-2		228386	10008099	BEVERLY PRIOR AR	11,661.87	.00	JUL/AUG	
08/23/10	17-2	20110106-01		10010469	BILL HAMILTON RO		24,865.00	OCBH REMODEL: REMOVE & RE	
08/23/10	17-2	20110107-01		10009756	EXPRESS CONCRETE		800.00	ELECTRIC SAW CUT, REMOVE	
08/30/10	21-2		228485	00001909	M P A DESIGN	12,656.00	.00	JUL SRVCS	
09/20/10	21-3	20110106-01	228692	10010469	BILL HAMILTON RO	24,865.00	-24,865.00	OCBH REMODEL	
09/20/10	21-3	20110107-01	228686	10009756	EXPRESS CONCRETE	800.00	-800.00	EXTRA WORK	
09/27/10	21-3		228793	10010011	INTERFACE ENGINE	462.33	.00	JUL/AUG	
09/27/10	21-3	20110069-01	228760	00004569	ALVAREZ & ASSOCI	2,500.00	-2,500.00	TOPOGRAPHIC SRVEY	
10/04/10	21-3		228911	10008099	BEVERLY PRIOR AR	48,449.01	.00	AUG SRVCS	
10/11/10	21-4	20110089-01	228995	00001909	M P A DESIGN	12,692.00	-12,692.00	AUG SERVICES	

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

CITY OF CAMPBELL
EXPENDITURE AUDIT TRAIL

SELECTION CRITERIA: 1=1 expledgr.key_orgn='435.0127'
ACCOUNTING PERIODS: 1/11 THRU 13/11

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 435 - CAPITAL PROJECT FUND
BUDGET UNIT - 435.0127 - ORCHARD CITY HALL IMPROVE

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
7430 PROF & SPECIAL SERVICES (cont'd)									
					996.34			BA10/1 FY10 CF2 FY11	
10/21/10	13-4			10008099 BEVERLY PRIOR AR		.00	-13,557.38	CAMPBELL COMMUNITY CENTER	
10/22/10	21-4	20080121-01		10008099 BEVERLY PRIOR AR		.00	-9,000.00	15% CONTINGENCY	
10/22/10	21-4	20080121-02		10008099 BEVERLY PRIOR AR		.00	-13,590.00	CONTINGENCY	
10/22/10	21-4	20080349-02		10008099 BEVERLY PRIOR AR			-5,068.19	CHANGE ORDER - 4	
10/22/10	18-4	20090589-01		10008099 BEVERLY PRIOR AR			-19,302.13	CHANGE ORDER - 3	
10/22/10	18-4	20090589-01		10008099 BEVERLY PRIOR AR			-11,661.87	CHANGE ORDER - 2	
10/22/10	18-4	20090589-01		10008099 BEVERLY PRIOR AR			-462.33	CHANGE ORDER - 1	
10/22/10	18-4	20100257-01		10010011 INTERFACE ENGINE			-1,040.00	CHANGE ORDER - 2	
10/22/10	18-4	20100257-01		10010011 INTERFACE ENGINE			-12,656.00	CHANGE ORDER - 1	
10/22/10	18-4	20110089-01		00001909 M P A DESIGN					
10/25/10	21-4		229206	10008099 BEVERLY PRIOR AR		5,068.19	.00	AG/SEPT	
10/25/10	21-4	20110089-01	229190	00001909 M P A DESIGN		7,293.00	-7,293.00	SEPT SRVCS	
11/01/10	21-4		229305	T0001059 MICHELLE QUINNEY		37.50	.00	PLAN REVIEW MTG	
04/15/11	13-4				22,557.86			FY10 CF TO FY11 BA10/1C	
11/29/10	21-5	20090589-01	229676	10008099 BEVERLY PRIOR AR		6,468.75	-6,468.75	SEPT/OCT	
12/06/10	21-5	20110089-01	229746	00001909 M P A DESIGN		4,500.00	-4,500.00	OCT	
12/13/10	21-6		229854	10008264 U S BANK		963.60	.00	HAND DRYERS	
12/27/10	21-6		229985	10010584 BREIT IDEAS - FO		72.72	.00	BLUEPRINTS OCBH	
12/27/10	21-6	20110089-01	230029	00001909 M P A DESIGN		3,839.00	-3,839.00	NOV CONSULT SVCS	
01/17/11	21-7		230226	00004181 HERTZ EQUIPMENT		540.95	.00	FORKLIFT RENTAL	
01/24/11	21-7		230370	10008264 U S BANK		500.00	.00	TILE DEPOSIT	
01/24/11	21-7		230370	10008264 U S BANK		1,320.00	.00	HANDDRYERS	
01/24/11	21-7		230370	10008264 U S BANK		394.20	.00	HANDDRYER	
02/07/11	21-7	20090589-01	230514	10008099 BEVERLY PRIOR AR		5,082.01	-5,082.01	NOV	
02/07/11	21-7	20090589-01	230514	10008099 BEVERLY PRIOR AR		3,593.75	-3,593.75	NOV/DEC	
02/07/11	21-7	20100493-01	230477	10009665 ALBER DE MATTEIS		7,000.00	-7,000.00	OCBH ART	
02/07/11	21-7	20110089-01	230502	00001909 M P A DESIGN		1,100.00	-1,020.00	DEC	
02/10/11	17-8	20110255-01		00004907 EXOTIC FLORA LAN			6,500.00	LABOR AND MATERIALS TO	
02/10/11	17-8	20110255-02		00004907 EXOTIC FLORA LAN			650.00	SHIPPING	
02/16/11	21-8	20110255-02		00004907 EXOTIC FLORA LAN		.00	-650.00	SHIPPING	
02/21/11	21-8	20090589-01	230715	10008099 BEVERLY PRIOR AR		3,629.85	-1,110.90	DEC/JAN SRVCS	
02/21/11	21-8	20110255-01	230697	00004907 EXOTIC FLORA LAN		6,500.00	-6,500.00	LABOR AND MATERIALS	
02/28/11	19-8		J2/22			-540.95		#230226 TO CIP 08-10	
03/09/11	17-9	B2011038-13		00000559 HOME DEPOT CREDI			.00	MATERIALS & SUPPLIES	
03/14/11	21-9		231001	10008264 U S BANK		601.65	.00	OCBH KITCHEN SUPPLIES	
03/14/11	21-9	20110089-01	230961	00001909 M P A DESIGN		660.00	.00	JAN	
03/14/11	21-9	B2011038-13	230947	00000559 HOME DEPOT CREDI		68.19	.00	MATERIALS & SUPPLIES	
03/14/11	21-9	B2011038-13	230947	00000559 HOME DEPOT CREDI		13.80	.00	MATERIALS & SUPPLIES	
03/28/11	21-9		231131	10009756 EXPRESS CONCRETE		425.00	.00	OCBH KITCHEN REMODEL	

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FUND - 435 - CAPITAL PROJECT FUND
BUDGET UNIT - 435.0127 - ORCHARD CITY HALL IMPROVE

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
7430 PROF & SPECIAL SERVICES (cont'd)									
03/28/11	21-9	20090589-01	231163	10008099	BEVERLY PRIOR AR	2,156.25	.00	JAN/FEB	
04/07/11	17-10	B2011070-06		00000288	R V CLOUD CO		.00	MATERIALS/SUPPLIES	
04/11/11	21-10		231310	10009756	EXPRESS CONCRETE	25.00	.00	OCBH KITCHEN REMODEL	
04/11/11	21-10	20100257-01	231318	10010011	INTERFACE ENGINE	1,560.00	-1,560.00	JAN/FEB SRVCS	
04/11/11	21-10	B2011070-06	231302	00000288	R V CLOUD CO	36.96	.00	MATERIALS/SUPPLIES	
04/11/11	21-10	B2011070-06	231302	00000288	R V CLOUD CO	43.41	.00	MATERIALS/SUPPLIES	
04/14/11	17-10	B2011070-07		00000288	R V CLOUD CO		.00	MATERIALS/SUPPLIES	
04/18/11	21-10		231396	00002258	J T PLUMBING	1,200.00	.00	INSTALL GREASE TRAP	
04/18/11	21-10	20100257-01	231393	10010011	INTERFACE ENGINE	1,040.00	-1,040.00	FEB/MAR	
04/18/11	21-10	B2011070-07	231369	00000288	R V CLOUD CO	27.31	.00	MATERIALS/SUPPLIES	
04/21/11	17-10	20110302-01		00000825	ORCHARD CITY FLO		16,183.00	INSTALL DESIGNER FLOORING	
04/21/11	17-10	20110303-01		10010819	ADANAC FIRE PROT		2,997.56	INSTALLATION OF 8 DROPPED	
04/21/11	17-10	20110306-01		10009193	R P CONSTRUCTION		6,500.00	OCBH KITCHEN IMPROVEMENTS	
04/21/11	17-10	20110307-01		10010826	PACIFIC COAST BU		5,800.00	OCBH REMODEL: FURNISH AND	
04/25/11	21-10	B2011038-13	231489	00000559	HOME DEPOT CREDI	53.71	.00	MATERIALS & SUPPLIES	
04/25/11	21-10	B2011038-13	231489	00000559	HOME DEPOT CREDI	30.56	.00	MATERIALS & SUPPLIES	
04/25/11	21-10	B2011038-13	231489	00000559	HOME DEPOT CREDI	7.78	.00	MATERIALS & SUPPLIES	
04/25/11	21-10	B2011038-13	231489	00000559	HOME DEPOT CREDI	47.36	.00	MATERIALS & SUPPLIES	
04/30/11	19-10		J4/22B			-6,500.00		#231870 RP CONST TO 7883	
05/09/11	21-10	20090589-01	231683	10008099	BEVERLY PRIOR AR	1,437.50	.00	FEB/APR 2011	
05/16/11	21-11		231799	10008264	U S BANK	500.00	.00	OCBH KITCHEN APPLIANCES	
05/23/11	21-11	20110306-01	231870	10009193	R P CONSTRUCTION	6,500.00	-6,500.00	OCBH KITCHEN IMPROV	
05/24/11	21-11	20090589-01		10008099	BEVERLY PRIOR AR	.00	.00	AMENDMENT TO CONSULTANT A	
05/24/11	21-11	20090589-02		10008099	BEVERLY PRIOR AR	.00	-15,600.00	CONTINGENCY	
05/26/11	21-11	20100443-02		00002559	AMERICAN METAL P	.00	-2,200.00	MODIFY EXISTING 2 COMPART	
05/30/11	21-11	20100443-01	231895	00002559	AMERICAN METAL P	10,450.00	-8,250.00	OCBH - REPAIRS	
05/30/11	21-11	20110302-01	231942	00000825	ORCHARD CITY FLO	16,183.00	-16,183.00	OCBH FLOOR	
05/30/11	21-11	20110307-01	231944	10010826	PACIFIC COAST BU	6,431.00	-5,800.00	OCBH REMODEL	
06/03/11	17-12	20110341-01		10010884	H M C ARCHITECTS		9,487.30	PROFESSIONAL SERVICES FOR	
06/06/11	21-12	20110089-01	232017	00001909	M P A DESIGN	2,260.00	.00	APR 2011	
06/13/11	21-12	20100257-01	232101	10010011	INTERFACE ENGINE	1,040.00	-1,040.00	APR/MAY	
06/13/11	21-12	20100493-01	232086	10009665	ALBER DE MATTEIS	28,000.00	-28,000.00	OCBH ARTWORK PHASE II	
06/13/11	21-12	20110306-01		10009193	R P CONSTRUCTION	.00	.00	OCBH KITCHEN IMPROVEMENTS	
06/20/11	21-12	20110341-01	232209	10010884	H M C ARCHITECTS	1,437.50	-1,437.50	APR 2011	
06/21/11	21-12	20090493-02		10009665	ALBER DE MATTEIS	.00	-2,000.00	CONTINGENCY.	
06/23/11	17-12	20110375-01		00001909	M P A DESIGN		16,000.00	PROJ. 01-27 OCBH RENOVATI	
07/01/11	21-13	20110341-01	232434	10010884	H M C ARCHITECTS	718.75	-718.75	MAY 2011	
07/15/11	21-13	20100257-01	232649	10010011	INTERFACE ENGINE	1,040.00	-1,040.00	MAY/JUN	
07/15/11	21-13	20110375-01	232653	00001909	M P A DESIGN	16,000.00	-16,000.00	MAY 2011	

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FUND - 435 - CAPITAL PROJECT FUND
BUDGET UNIT - 435.0127 - ORCHARD CITY HALL IMPROVE

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
7430 PROF & SPECIAL SERVICES (cont'd)									
07/19/11	21-13	20110089-01		00001909 M P A DESIGN		.00	.00	CONSULT. SVCS PROVIDE LAN	
07/19/11	21-13	20110089-02		00001909 M P A DESIGN		.00	-3,000.00	CONTINGENCY	
07/19/11	21-13	20110106-01		10010469 BILL HAMILTON RO		.00	.00	OCBH REMODEL: REMOVE & RE	
08/05/11	21-13	20110341-01	232862	10010884 H M C ARCHITECTS		718.75	-718.75	PROFESSIONAL SERVICES FOR	
08/12/11	21-13	B2011038-13		00000559 HOME DEPOT CREDI		.00	.00	MATERIALS & SUPPLIES	
08/12/11	21-13	B2011070-06		00000288 R V CLOUD CO		.00	.00	MATERIALS/SUPPLIES	
08/12/11	21-13	B2011070-07		00000288 R V CLOUD CO		.00	.00	MATERIALS/SUPPLIES	
08/16/11	21-13	20100493-02		10009665 ALBER DE MATTEIS		.00	-5,000.00	CONTINGENCY	
08/16/11	21-13	20110107-01		10009756 EXPRESS CONCRETE		.00	.00	ELECTRIC SAW CUT, REMOVE	
TOTAL PROF & SPECIAL SERVICES					171,263.80	268,442.26	17,709.53		-114,887.99
7883 IMP OTHER THAN BUILDING					.00	.00	.00	BEGINNING BALANCE	
07/19/10	11-1				.00			POSTED FROM BUDGET SYSTEM	
08/03/10	13-1				186,312.30			PRIOR YR ENCUM-R0100467	
08/03/10	13-1				1,783,145.41			PRIOR YR ENCUM-R0100467	
08/03/10	17-1	20100467-01		10010149 KUEHNE CONSTRUCT			1,783,145.41	ENC CARRY FRWRD-R0100467	
08/03/10	17-1	20100467-02		10010149 KUEHNE CONSTRUCT			186,312.30	ENC CARRY FRWRD-R0100467	
10/22/10	13-1				14,740.00			PRIOR YR ENCUM-R0100494	
10/22/10	17-1	20100494-01		10010344 BAY AREA GEOTECH			14,740.00	ENC CARRY FRWRD-R0100494	
07/06/10	13-2				81,800.00			BA 1 PATTISON DONATION	
07/06/10	13-2				95,000.00			BA 1 CIPR FROM 11-CC	
07/06/10	13-2				89,200.00			BA 1 RDA BOND PROCEEDS	
08/03/10	20-2		228128	10010149 KUEHNE CONSTRUCT		-74,670.65	.00	PROGRESS BILL #2	
08/03/10	20-2		228128	10010149 KUEHNE CONSTRUCT		74,670.65	.00	PROGRESS BILL #2	
08/03/10	20-2	20100467-01	228128	10010149 KUEHNE CONSTRUCT		74,670.65	-74,670.65	PROGRESS BILL #2	
08/11/10	17-2	B2011032-12		00000467 FEDERAL EXPRESS			.00	SHIPPING CHARGES	
08/16/10	21-2	B2011032-12	228254	00000467 FEDERAL EXPRESS		13.51	.00	SHIPPING CHARGES	
08/23/10	21-2		228330	10010344 BAY AREA GEOTECH		2,668.00	.00	TESTING SERVICES	
08/23/10	21-2		228367	10010149 KUEHNE CONSTRUCT		133,717.04	.00	PROGRESS BILL #3	
09/13/10	21-3	B2011032-12	228606	00000467 FEDERAL EXPRESS		11.71	.00	SHIPPING CHARGES	
09/27/10	21-3		228818	T0001059 MICHELLE QUINNEY		21.85	.00	TILE BOOK	
09/27/10	21-3		228764	10010344 BAY AREA GEOTECH		2,677.50	.00	SRVCS THRU 08/01/10	
09/27/10	21-3	B2011032-12	228784	00000467 FEDERAL EXPRESS		4.85	.00	SHIPPING CHARGES	
10/11/10	21-4		228961	10010344 BAY AREA GEOTECH		784.25	.00	SRVCS THRU 08/29	
10/11/10	21-4		228991	10010149 KUEHNE CONSTRUCT		189,754.68	.00	PROGRESS BILL #4	
10/12/10	17-4	20110161-01		00000111 ROBERT A BOTHMAN			7,000.00	OCBH: SUPPLY ALL LABOR A	
10/20/10	17-4	20110173-01		10010584 BREIT IDEAS - FO			3,600.00	CONSULTING SERVICES TO AS	
10/21/10	13-4				223,200.83			BA10/1 FY10 CF2 FY11	

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FUND - 435 - CAPITAL PROJECT FUND
BUDGET UNIT - 435.0127 - ORCHARD CITY HALL IMPROVE

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
7883 IMP OTHER THAN BUILDING (cont'd)									
10/22/10	18-4	20100467-01		10010149	KUEHNE CONSTRUCT		-189,754.68	CHANGE ORDER - 1	
10/22/10	18-4	20100467-01		10010149	KUEHNE CONSTRUCT		-133,717.04	CHANGE ORDER - 2	
10/22/10	18-4	20100494-01		10010344	BAY AREA GEOTECH		-2,668.00	CHANGE ORDER - 3	
10/22/10	18-4	20100494-01		10010344	BAY AREA GEOTECH		-784.25	CHANGE ORDER - 2	
10/22/10	18-4	20100494-01		10010344	BAY AREA GEOTECH		-2,677.50	CHANGE ORDER - 1	
10/25/10	20-4		229139	00005040	SAN JOSE WATER C	46,720.00	.00	FIRE PRO SRVC OCBH	
11/01/10	21-4	B2011032-12	229277	00000467	FEDERAL EXPRESS	8.49	.00	SHIPPING CHARGES	
11/08/10	21-4	20110173-01	229353	10010584	BREIT IDEAS - FO	3,000.00	-3,000.00	CONSULTING SERVICES	
11/15/10	21-5	20100494-01	229432	10010344	BAY AREA GEOTECH	655.00	-655.00	SRVCS THRU 09/26/10	
12/13/10	21-6		229854	10008264	U S BANK	38.02	.00	BLUEPRINTS	
12/13/10	21-6	20100467-01	229820	10010149	KUEHNE CONSTRUCT	241,823.45	-241,823.45	PROGRESS BILL #5	
12/20/10	20-6		229890	T0002078	S C C DEPT OF EN	818.00	.00	PLN CHK FEE OCBH	
12/20/10	21-6	20110173-01	229902	10010584	BREIT IDEAS - FO	600.00	-600.00	OCBH CONSULTING SRVCS	
12/21/10	17-6	B2011066-06		00000855	PENINSULA DIGITA		.00	PRINTING SERVICES	
12/27/10	21-6		230006	10010692	FIRECLAY TILE	3,779.10	.00	OCBH TILES	
12/27/10	21-6		229997	10010691	CORNERSTONE EART	2,380.75	.00	CONSULT SRVCS	
12/27/10	21-6	B2011066-06	230040	00000855	PENINSULA DIGITA	277.80	.00	PRINTING SERVICES	
01/10/11	20-6		229890	T0002078	S C C DEPT OF EN	-818.00	.00	PLN CHK FEE OCBH	
02/07/11	21-7	20100467-01	230497	10010149	KUEHNE CONSTRUCT	266,572.90	-266,572.90	PROGRESS BILL #6	
02/07/11	17-7	20110249-01		10010149	KUEHNE CONSTRUCT		310,962.00	EXTRA WORK: PLANTING, IRR	
02/07/11	17-7	20110249-02		10010149	KUEHNE CONSTRUCT		4,038.00	CONTINGENCY	
02/21/11	21-8	20100467-01	230705	10010149	KUEHNE CONSTRUCT	232,248.12	-232,248.12	PROGRESS BILL#7	
02/21/11	21-8	20100494-01	230681	10010344	BAY AREA GEOTECH	562.75	-562.75	SRVCS THRU 11/21/10	
02/21/11	21-8	B2011032-12	230698	00000467	FEDERAL EXPRESS	4.85	.00	SHIPPING CHARGES	
03/14/11	21-9	20100494-01	230917	10010344	BAY AREA GEOTECH	1,095.00	-1,095.00	SRVCS THRU 01/16/11	
03/14/11	21-9	B2011032-12	230940	00000467	FEDERAL EXPRESS	4.85	.00	SHIPPING CHARGES	
03/28/11	21-9	20100467-01	231148	10010149	KUEHNE CONSTRUCT	257,684.81	-257,684.81	PROGRESS BILL #8	
04/07/11	17-10	B2011079-07		00000952	SAN JOSE BLUEPRI		.00	FY 10/11-SERVICES	
04/11/11	21-10	B2011079-07	231340	00000952	SAN JOSE BLUEPRI	28.70	.00	FY 10/11-SERVICES	
04/11/11	21-10	B2011079-07	231340	00000952	SAN JOSE BLUEPRI	85.06	.00	FY 10/11-SERVICES	
04/12/11	17-10	20110299-01		00001003	SICO AMERICA INC		17,079.66	60" ROUND PACER TABLES -	
04/12/11	17-10	20110299-02		00001003	SICO AMERICA INC		2,675.00	SHIPPING	
04/12/11	17-10	20110300-01		10010811	KRUEGER INTERNAT		22,338.00	MATRIX ARMLESS STACK, POL	
04/12/11	17-10	20110300-02		10010811	KRUEGER INTERNAT		1,007.40	TRANSPORT DOLLY	
04/12/11	17-10	20110300-03		10010811	KRUEGER INTERNAT		93.08	LIFT GATE CHARGE	
04/18/11	21-10	20110161-01	231362	00000111	ROBERT A BOTHMAN	7,500.00	-7,000.00	OCBH:TRENCH REPAIR	
04/25/11	21-10	B2011079-07	231517	00000952	SAN JOSE BLUEPRI	19.12	.00	FY 10/11-SERVICES	
04/30/11	19-10		J4/22B			-540.95		#230226 HERTZ TO 08-10	
04/30/11	19-10		J4/22B			6,500.00		#231870 RP CONSTRUCTION	

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FUND - 435 - CAPITAL PROJECT FUND
BUDGET UNIT - 435.0127 - ORCHARD CITY HALL IMPROVE

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
7883 IMP OTHER THAN BUILDING (cont'd)									
05/06/11	17-10	20110314-01		10010818	B & B LANDSCAPIN			47,611.00	IRRIGATION AND LANDSCAPE
05/06/11	17-10	20110314-02		10010818	B & B LANDSCAPIN			7,141.65	15% CONTINGENCY
05/06/11	17-10	20110318-01		00002015	SYSERCO INC			8,975.00	EXTENSION OF THE EXISTING
05/09/11	21-10		231662	00000631	BOB KASS	99.80		.00	OCBH MTG
05/03/11	13-11				132,000.00				BA 13 ADD CONST COST
05/16/11	21-11	20100467-01	231758	10010149	KUEHNE CONSTRUCT	188,490.53		-188,490.53	PROGRESS BILL #9
05/24/11	17-11	20110336-01		10010869	CAMPBELL FURNITU			357.27	OCBH LOBBY BENCHES #D442-
05/24/11	17-11	20110336-02		10010869	CAMPBELL FURNITU			4,204.73	OCBH LOBBY ELLEN CHAIRS (
05/24/11	17-11	20110336-03		10010869	CAMPBELL FURNITU			438.00	GRACIE/PEWTER FABRIC (8 Y
05/26/11	17-11	20110337-01		00002559	AMERICAN METAL P			7,801.88	CUSTOM STAINLESS STEEL HO
05/26/11	17-11	20110337-02		00002559	AMERICAN METAL P			657.00	NEW STAINLESS STEEL WALL
05/26/11	17-11	20110337-03		00002559	AMERICAN METAL P			3,200.00	INSTALLATION OF ITEMS 1 A
05/30/11	21-11	20100494-01	231898	10010344	BAY AREA GEOTECH	595.50		-595.50	SRVCS THRU 10/24/10
05/30/11	21-11	20100494-01	231898	10010344	BAY AREA GEOTECH	484.00		-484.00	SRVCS THRU 03/13/11
05/30/11	21-11	20110318-01	231961	00002015	SYSERCO INC	3,133.00		-3,133.00	OCBH REMODEL
06/09/11	21-12	20110299-02		00001003	SICO AMERICA INC	.00		-2,675.00	SHIPPING
06/13/11	21-12	20110299-01	232146	00001003	SICO AMERICA INC	19,754.66		-17,079.66	OCBH TABLES
06/16/11	21-12	20110314-02		10010818	B & B LANDSCAPIN	.00		-7,141.65	15% CONTINGENCY
06/16/11	21-12	20110337-02		00002559	AMERICAN METAL P	.00		-657.00	NEW STAINLESS STEEL WALL
06/16/11	21-12	20110337-03		00002559	AMERICAN METAL P	.00		-3,200.00	INSTALLATION OF ITEMS 1 A
06/20/11	21-12		232275	10008264	U S BANK	2,500.00		.00	OCBH FURNITURE
06/20/11	21-12	20100467-01	232225	10010149	KUEHNE CONSTRUCT	308,046.99		-198,183.23	PROGRESS BILL #10
06/20/11	21-12	20110314-01	232178	10010818	B & B LANDSCAPIN	2,079.75		-2,079.75	OCBH IRRIGATION/LANDSCAPE
06/20/11	21-12	20110314-01	232178	10010818	B & B LANDSCAPIN	4,992.18		-2,681.35	OCBH IRRIGATION/LANDSCAPE
06/20/11	21-12	20110314-01	232178	10010818	B & B LANDSCAPIN	42,849.90		-42,849.90	OCBH IRRIGATION/LANDSCAPE
06/20/11	21-12	20110337-01	232176	00002559	AMERICAN METAL P	13,658.88		-7,801.88	STAINLESS STEEL OCBH
07/01/11	21-13	20110300-01	232451	10010811	KRUEGER INTERNAT	23,345.40		-22,338.00	OCBH CHAIRS
07/01/11	21-13	20110300-02		10010811	KRUEGER INTERNAT	.00		-1,007.40	TRANSPORT DOLLY
07/01/11	21-13	20110300-03		10010811	KRUEGER INTERNAT	.00		-93.08	LIFT GATE CHARGE
07/01/11	21-13	20110336-01	2145	10010869	CAMPBELL FURNITU	.00		.00	OCBH LOBBY BENCHES #D442-
07/01/11	21-13	20110336-01	232407	10010869	CAMPBELL FURNITU	5,000.00		-357.27	OCBH LOBBY FURNITURE
07/01/11	21-13	20110336-02		10010869	CAMPBELL FURNITU	.00		-4,204.73	OCBH LOBBY ELLEN CHAIRS (
07/01/11	21-13	20110336-03		10010869	CAMPBELL FURNITU	.00		-438.00	GRACIE/PEWTER FABRIC (8 Y
07/15/11	21-13		232683	10008264	U S BANK	-2,500.00		.00	DEPOSIT CREDIT
07/15/11	21-13		232683	10008264	U S BANK	199.00		.00	OCBH PLAQUE
07/19/11	21-13	20110161-01		00000111	ROBERT A BOTHMAN	.00		.00	OCBH: SUPPLY ALL LABOR A
08/05/11	21-13	20100467-02	232863	10010149	KUEHNE CONSTRUCT	76,448.54		-186,312.30	10% CONTINGENCY.
08/05/11	21-13	20110249-01	232863	10010149	KUEHNE CONSTRUCT	153,999.07		-153,999.07	EXTRA WORK: PLANTING, IRR
08/12/11	21-13	B2011032-12		00000467	FEDERAL EXPRESS	.00		.00	SHIPPING CHARGES

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

SELECTION CRITERIA: 1=1 expledgr.key_orgn='435.0127'
ACCOUNTING PERIODS: 1/11 THRU 13/11

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 435 - CAPITAL PROJECT FUND
BUDGET UNIT - 435.0127 - ORCHARD CITY HALL IMPROVE

ACCOUNT / DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
7883 IMP OTHER THAN BUILDING (cont'd)									
08/12/11	21-13		B2011066-06	00000855 PENINSULA DIGITA		.00	.00	PRINTING SERVICES	
08/12/11	21-13		B2011079-07	00000952 SAN JOSE BLUEPRI		.00	.00	FY 10/11-SERVICES	
08/16/11	21-13		20100467-01	10010149 KUEHNE CONSTRUCT		.00	.00	CONSTRUCTION OF PROJECT 0	
TOTAL IMP OTHER THAN BUILDING					2,605,398.54	2,318,549.06	172,060.93		114,788.55
7884 MACHINERY & EQUIPMENT					.00	.00	.00	BEGINNING BALANCE	
07/19/10	11-1				.00			POSTED FROM BUDGET SYSTEM	
10/21/10	13-4				45,000.00			BA10/1 FY10 CF2 FY11	
04/25/11	21-10		231466	00006596 CASTILLOS RESTAU		9,595.86	.00	OCBH STOVE/OVEN	
TOTAL MACHINERY & EQUIPMENT					45,000.00	9,595.86	.00		35,404.14
TOTAL BUDGET UNIT - ORCHARD CITY HALL IMPRO					2,821,662.34	2,666,127.50	189,770.46		-34,235.62
TOTAL FUND - CAPITAL PROJECT FUND					2,821,662.34	2,666,127.50	189,770.46		-34,235.62
TOTAL REPORT					2,821,662.34	2,666,127.50	189,770.46		-34,235.62

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

City Council Report

Item: 7.
Category: Consent Calendar
Meeting Date: May 4, 2010

TITLE: **Award of Contract for Project 09-12 – Miscellaneous Sidewalk Improvements, East Campbell Avenue (Resolution/Roll Call Vote)**

RECOMMENDATION

That the City Council adopt the resolution incorporating the attached findings and authorizing the Public Works Director to award and execute a contract with Redgwick Construction Company for Project 09-12, Miscellaneous Sidewalk Improvements on East Campbell Avenue.

BACKGROUND

At the October 6, 2009 City Council meeting, the Council approved the plans and specifications for the East Campbell Avenue Improvement Project (Project 07-11) and authorized the solicitation of bids. In the accompanying Council Report, staff noted that a separate contract, Project 09-12, would be necessary to cover some miscellaneous sidewalk and conform work on the East Campbell Avenue (ECA) Project. This work could not be added to the ECA Improvement Project for the following reasons:

- Some of the areas of sidewalk and conform work to be completed under project 09-12 were to be installed on property that was in the process of being dedicated to the City of Campbell
- It is mandatory to follow an extensive Caltrans approved property acquisition process for any right-of-way transactions that are in any way associated with a federally funded project, including voluntary right of way dedications, however, this process would have substantially delayed the ECA project schedule
- A major delay in the project schedule would have jeopardized federal funds due to imminent ECA project funding deadlines

DISCUSSION

To prevent impacting the design critical path and jeopardizing the project funding, the various areas of sidewalk construction and associated conform work that were to be completed on property that was being dedicated to the City of Campbell were excluded from the ECA Improvement Project final plans and have been packaged separately under project 09-12, Miscellaneous Sidewalk Improvements, East Campbell Avenue. Staff prepared an engineer's estimate of $150,000 for this proposed miscellaneous sidewalk and conform work.

Unfortunately, these sidewalk sections and conforms would most appropriately be built as an integral part of the East Campbell Avenue Improvement Project rather than constructed separately from the ECA Improvement project work. Putting Project 09-12 out to competitive bids could result in the work being awarded to a contractor other than Redgwick, the East Campbell Avenue Improvement Project contractor. Having the work built separately could compromise the sidewalk structurally as well as aesthetically. In addition, attempts to coordinate two contractors on what is essentially the same item of work would create coordination problems with a greater potential for construction claims and increased project costs. Following consultation with the City Attorney, it was determined that the competitive bid process could be omitted in this case due to the following:

1. The nature of the subject of the contract is such that competitive proposals would be unavailing or would not produce an advantage, and the advertisement for competitive bid would thus be undesirable, impractical, or impossible.
2. Competitive proposals would work an incongruity and would be unavailing as affecting the final result.
3. It is practically impossible to obtain what is required and to observe the competitive bidding process.

Based on this, staff requested a quote for Project 09-12 Miscellaneous Sidewalk Improvements from Redgwick Construction Company. Redgwick proposed to complete the work for a not to exceed amount of $130,000. Staff believes this is a fair and reasonable price.

For the reasons listed above, staff is recommending the City Council adopt the attached resolution incorporating the findings for omitting the competitive bid process and authorizing the Public Works Director to award and execute a contract with Redgwick Construction Company in an amount not to exceed $130,000 and encumber an additional 10% construction contingency for an amount not to exceed $143,000 for Project 09-12, Miscellaneous Sidewalk Improvements.

Project Schedule

Project 09-12, Miscellaneous Sidewalk Improvements, will be completed in conjunction with the East Campbell Avenue Improvement Project work. The anticipated completion date of the ECA Improvement Project is March 2011.

FISCAL IMPACT

Below is the anticipated source and use of funds for Project 09-12, Miscellaneous Sidewalk Improvements on East Campbell Avenue:

Source of Funds	
RDA Funds (Previously reallocated from Project 07-11)	$ 200,000
Total Source of Funds	$ 200,000

Use of Funds	
Design Engineering	$ 35,000
Construction Engineering	$ 22,000
Construction (including contingencies)	$ 143,000
Total Estimated Use of Funds	$ 200,000

ALTERNATIVES

1. Do not adopt the attached resolution and direct staff to competitively bid the project.
2. Do not authorize the Public Works Director to award and execute the contract for Project 09-12.

Prepared by: Lisa Petersen by MLQ
Lisa Petersen, Senior Civil Engineer

Prepared by: Michelle Quinney
Michelle Quinney, City Engineer

Reviewed by:
Robert Kass, Public Works Director

Approved by: David Rich
Daniel Rich, City Manager

Attachment - Resolution

RESOLUTION NO._____

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF CAMPBELL ADOPTING THE ATTACHED FINDINGS AND AUTHORIZING THE PUBLIC WORKS DIRECTOR TO AWARD AND EXECUTE A CONTRACT WITH REDGWICK CONSTRUCTION COMPANY FOR PROJECT 09-12, MISCELLANEOUS SIDEWALK IMPROVEMENTS ON EAST CAMPBELL AVENUE

WHEREAS, Project 09-12 Miscellaneous Sidewalk Improvements on East Campbell Avenue has been developed for construction of various sidewalk improvements and conforms on East Campbell Avenue; and

WHEREAS, the Engineer's Estimate for such work has been determined to be $150,000; and

WHEREAS, the work involved in Project 09-12 would most appropriately be completed as an integral part of the work involved in the larger East Campbell Avenue Improvement Project 07-11 in order to avoid compromising the work structurally and aesthetically; and

WHEREAS, Redgwick Construction Company has prepared a fair and reasonable proposal for the completion of the work involved in Project 09-12; and

WHEREAS a public competitive bid process for Project 09-12 would not result in the most beneficial means to complete project work as coordinating two contractors in the same area on essentially the same item of work would create coordination problems and increase the potential for construction claims and increased project costs;

NOW, THEREFORE, BE IT RESOLVED that based on the foregoing, the City Council further finds and concludes that:

1. The nature of the subject of the contract is such that competitive proposals would be unavailing or would not produce an advantage, and the advertisement for competitive bid would thus be undesirable, impractical, or impossible.
2. Competitive proposals would work an incongruity and would be unavailing as affecting the final result.
3. It is practically impossible to obtain what is required and to observe the competitive bidding process.

AND, BE IT FURTHER RESOLVED that the City Council hereby authorizes the Public Works Director to award and execute a contract with Redgwick Construction Company for Project 09-12, Miscellaneous Sidewalk Improvements in an amount not to exceed $130,000 and encumber an additional 10% construction contingency for an amount not to exceed $143,000 and authorizes the Public Works Director to negotiate and execute contract change orders up to the construction contingency amount.

PASSED AND ADOPTED this 4th day of May, 2010, by the following roll call vote:

AYES: COUNCILMEMBERS:
NOES: COUNCILMEMBERS
ABSENT: COUNCILMEMBERS:

APPROVED:

Attest:

Evan D. Low, Mayor

Anne Bybee, City Clerk

RESOLUTION NO. 11152

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF CAMPBELL ADOPTING THE ATTACHED FINDINGS AND AUTHORIZING THE PUBLIC WORKS DIRECTOR TO AWARD AND EXECUTE A CONTRACT WITH REDGWICK CONSTRUCTION COMPANY FOR PROJECT 09-12, MISCELLANEOUS SIDEWALK IMPROVEMENTS ON EAST CAMPBELL AVENUE

WHEREAS, Project 09-12 Miscellaneous Sidewalk Improvements on East Campbell Avenue has been developed for construction of various sidewalk improvements and conforms on East Campbell Avenue; and

WHEREAS, the Engineer's Estimate for such work has been determined to be $150,000; and

WHEREAS, the work involved in Project 09-12 would most appropriately be completed as an integral part of the work involved in the larger East Campbell Avenue Improvement Project 07-11 in order to avoid compromising the work structurally and aesthetically; and

WHEREAS, Redgwick Construction Company has prepared a fair and reasonable proposal for the completion of the work involved in Project 09-12; and

WHEREAS a public competitive bid process for Project 09-12 would not result in the most beneficial means to complete project work as coordinating two contractors in the same area on essentially the same item of work would create coordination problems and increase the potential for construction claims and increased project costs;

NOW, THEREFORE, BE IT RESOLVED that based on the foregoing, the City Council further finds and concludes that:

1. The nature of the subject of the contract is such that competitive proposals would be unavailing or would not produce an advantage, and the advertisement for competitive bid would thus be undesirable, impractical, or impossible.
2. Competitive proposals would work an incongruity and would be unavailing as affecting the final result.
3. It is practically impossible to obtain what is required and to observe the competitive bidding process.

AND, BE IT FURTHER RESOLVED that the City Council hereby authorizes the Public Works Director to award and execute a contract with Redgwick Construction Company for Project 09-12, Miscellaneous Sidewalk Improvements in an amount not to exceed $130,000 and encumber an additional 10% construction contingency for an amount not to exceed $143,000 and authorizes the Public Works Director to negotiate and execute contract change orders up to the construction contingency amount.

PASSED AND ADOPTED this 4th day of May, 2010, by the following roll call vote:

AYES:	COUNCILMEMBERS:	Kotowski, Kennedy, Furtado, Baker, Low
NOES:	COUNCILMEMBERS	None
ABSENT:	COUNCILMEMBERS:	None

APPROVED:

Evan D. Low, Mayor

Attest:

Anne Bybee, City Clerk

09-12

Redgwick Construction Co.
PO#20100481
435.0912.7883

DATE	DESCRIPTION	COST	BALANCE
	Beg. Balance		**143,000.00**
7/30/2010	Progress Payment # 1	$20,229.52	**122,770.48**
12/15/2010	Progress Payment # 2	$33,518.79	**89,251.69**
10/6/2011	Progress Payment # 3	$60,486.07	**28,765.62**
2/23/2012	Final Progress Payment	$20,563.07	**8,202.55**
7/25/2012	RENTION	$7,094.60	**1,107.95**
TOTAL PAID		**$141,892.05**	

P.O. Closed 8/3/12

RECEIVED
JUL 30 2012
Public Works Administration

Redgwick Construction Company
8150 Enterprise Drive, Newark, CA 94560
Tel: 510 • 792-1727 Fax: 510 • 792-1728

NC CONTRACT

F 8-2-12

DATE	CHECK #	AMOUNT
9/27/2010	228819	$ 20,229.52
3/14/2011	230982	$ 33,518.79
10/31/2011	234105	$ 60,486.07
5/7/2012	236564	$ 20,563.07

TOTAL PAID	$	134,797.45
TOTAL FINAL CONTRACT AMO	$	141,892.05
TOTAL OWED	$	7,094.60

8/2/12

P.O. # 20100481
OKAY TO PAY $7,094.60

CITY OF CAMPBELL
PUBLIC WORKS
ACCT # 20100481
408-912-7883

CITY OF CAMPBELL - DEPARTMENT OF PUBLIC WORKS

PROJECT 09-12: NOT IN CONTRACT (NIC) WORK FOR E. CAMPBELL AVENUE

PROGRESS PAYMENT #2 FOR NOT IN CONTRACT (NIC) WORK

Period between 9-21-10 and 12-15-10

Original Contract Amount	$	89,967.30
Approved Change Orders	$	-
Force Account Work	$	2,700.74
Total Contract to Date	$	92,668.04

Total Completed to Date	$	59,720.34
Previously Paid	$	22,477.24
Current Amount Due	$	37,243.10

Current Amount Paid to Contractor	$	33,518.79
Current Amount Held Back for 10% Retention	$	3,724.31

TOTAL AMOUNT HELD IN RETENTION	$	5,972.03

PAYLINE

THIS SPREADSHEET IS IN LIEU OF AN INVOICE AND SHALL ACT AS AN INVOICE FOR PAYMENT.

Note: Retention will be released 35 days after filing of Notice of Completion, as required by State Contract Codes.

Prepared by:

Alan Hom, Project Inspector
City of Campbell

Recommended by:

Lisa Petersen, Project Manager
City of Campbell

Approved by:

Michelle Quinney, City Engineer
City ofCampbell

Accepted :

Bob Rahebi, Project Manager
Redgwick Construction Company

P.O. # 20100481
OKAY TO PAY $33,518.79

CITY OF CAMPBELL
PUBLIC WORKS
ACCT # 435.0912.7883

229

CITY OF CAMPBELL - DEPARTMENT OF PUBLIC WORKS

PROJECT 09-12: NOT IN CONTRACT (NIC) WORK FOR E. CAMPBELL AVENUE

PROGRESS PAYMENT #1 FOR NOT IN CONTRACT (NIC) WORK

Original Contract Amount	$	~~76,413.30~~ 89,967.30
Approved Change Orders	$	-
Force Account Work	$	2,700.74
Total Contract to Date	$	~~79,114.04~~ $92,668.04

Total Completed to Date	$	22,477.24
Previously Paid	$	-
Current Amount Due	$	22,477.24

Current Amount Paid to Contractor	$	20,229.52
Current Amount Held Back for 10% Retention	$	2,247.72

PAYLINE

TOTAL AMOUNT HELD IN RETENTION	$	2,247.72

THIS SPREADSHEET IS IN LIEU OF AN INVOICE AND SHALL ACT AS AN INVOICE FOR PAYMENT.

Note: Retention will be released 35 days after filing of Notice of Completion, as required by State Contract Codes.

Prepared by:

Alan Hom, Project Inspector
City of Campbell

Recommended by:

Lisa Petersen, Project Manager
City of Campbell

Approved by:

Michelle Quinney, City Engineer
City ofCampbell

Accepted :

Bob Rahebi, Project Manager
Redgwick Construction Company

P.O. # 20100481
OKAY TO PAY $20,229.52

CITY OF CAMPBELL
PUBLIC WORKS
ACCT # 435 0912.7883

Jc Finance 10/24/11

CITY OF CAMPBELL - DEPARTMENT OF PUBLIC WORKS

PROJECT 09-12: NOT IN CONTRACT (NIC) WORK FOR E. CAMPBELL AVENUE

PROGRESS PAYMENT #3 FOR NOT IN CONTRACT (NIC) WORK

Period between 12-15-10 and 10-5-11

Original Contract Amount	$	89,967.30
Approved Change Orders	$	-
Force Account Work	$	55,950.11
Total Contract to Date	$	145,917.41

Total Completed to Date	$	120,246.71
Previously Paid	$	59,720.34
Current Amount Due	$	60,526.37

Current Amount Paid to Contractor	$	60,486.07	PAYLINE (Includes 5% Retention from PP #1-2)
Current Amount Held Back for 5% Retention	$	3,026.32	

TOTAL AMOUNT HELD IN RETENTION	$	6,012.34

THIS SPREADSHEET IS IN LIEU OF AN INVOICE AND SHALL ACT AS AN INVOICE FOR PAYMENT.

Note: Retention will be released 35 days after filing of Notice of Completion, as required by State Contract Codes.

Prepared by:

Alan Hom, Project Inspector
City of Campbell

Recommended by:

Lisa Petersen, Project Manager
City of Campbell

Approved by:

Michelle Quinney, City Engineer
City ofCampbell

Accepted:

Bob Rahebi, Project Manager
Redgwick Construction Company

gk 10/10/11 P.O. # 20100481
OKAY TO PAY $60,486.07

CITY OF CAMPBELL
PUBLIC WORKS
ACCT # 435.0912.7883

CITY OF CAMPBELL - DEPARTMENT OF PUBLIC WORKS

PROJECT 09-12: NOT IN CONTRACT (NIC) WORK FOR E. CAMPBELL AVENUE

FINAL PROGRESS PAYMENT FOR NOT IN CONTRACT (NIC) WORK

RECEIVED
FEB 2 3 2012
PUBLIC WORKS
ADMINISTRATION

Original Contract Amount	$	89,967.30
Extra Work	$	77,595.45
Total Contract to Date	$	167,562.75

Total Completed to Date	$	141,892.05
Previously Paid	$	120,246.71
Current Amount Due	$	21,645.34

Current Amount Paid to Contractor	$	20,563.07	PAYLINE
Current Amount Held Back for 5% Retention	$	1,082.27	

TOTAL AMOUNT HELD IN RETENTION	$	7,094.60

THIS SPREADSHEET IS IN LIEU OF AN INVOICE AND SHALL ACT AS AN INVOICE FOR PAYMENT.

Note: Retention will be released 35 days after filing of Notice of Completion, as required by State Contract Codes.

Prepared by:

Alan Hom, Project Inspector
City of Campbell

Recommended by:

Lisa Petersen, Project Manager
City of Campbell

Approved by:

Michelle Quinney, City Engineer
City ofCampbell

RECEIVED
APR 26 2012
FINANCE DEPT.

Accepted :

Bob Rahebl, Project Manager
Redgwick Construction Company

P.O. # 20100481
OKAY TO PAY $ ~~7,094.60~~ $20,563.07
CITY OF CAMPBELL
PUBLIC WORKS
ACCT # 435-0912-7883

SPI - FINANCIAL ACCOUNTING V4.1 PAGE NUMBER: 1
DATE: 08/08/12 CITY OF CAMPBELL AUDIT21
TIME: 17:10:49 EXPENDITURE AUDIT TRAIL

SELECTION CRITERIA: 1=1 expledgr.key_orgn='435.0912'
ACCOUNTING PERIODS: 1/11 THRU 13/11

CIP 09-12
FY 11 EXPENSE

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 435 - CAPITAL PROJECT FUND
BUDGET UNIT - 435.0912 - ECA STREETSCAPE PHASE II

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
7130 PROJECT SALARY & BENEFITS									
435-CO-60-95000912-435.0912 - ECA STREETSCAPE PHASE II									
7130 PROJECT SALARY & BENEFITS					.00	.00	.00	BEGINNING BALANCE	
07/19/10 11-1					.00			POSTED FROM BUDGET SYSTEM	
10/31/10 19-4			J10/15			644.35		PPE 10/17 SALARY CHARGES	
11/30/10 19-5			J11/15			552.30		PPE 10/31 CHARGES	
11/30/10 19-5			J11/15			644.35		PPE 11/14 CHARGES	
12/31/10 19-6			J12/15			368.20		PPE 11/28 CHARGES	
12/31/10 19-6			J12/15			1,012.55		PPE 12/12 CHARGES	
01/31/11 19-7			J1/15			368.20		PPE 1/9 CHARGES	
01/31/11 19-7			J1/15			828.45		PPE 1/23 CHARGES	
02/28/11 19-8			J2/15			1,472.80		PPE 2/6 PROJECT SALARY	
02/28/11 19-8			J2/15			1,104.60		PPE 2/20 PROJECT SALARY	
03/31/11 19-9			J3/15			460.25		PPE 3/20 SALARY EXP	
04/30/11 19-10			J4/15			920.50		PPE 4/3 PROJECT CHARGES	
04/30/11 19-10			J4/15			184.10		PPE 4/17 PROJECT CHARGES	
05/31/11 19-11			J5/15			352.80		PPE 5/1 SALARY	
05/31/11 19-11			J5/15			70.56		PPE 5/15 SALARY	
TOTAL PROJECT SALARY & BENEFITS					.00	8,984.01	.00		-8,984.01
7430 PROF & SPECIAL SERVICES					.00	.00	.00	BEGINNING BALANCE	
07/19/10 11-1					.00			POSTED FROM BUDGET SYSTEM	
10/22/10 13-1					5,599.00			PRIOR YR ENCUM-R0100554	
10/22/10 13-1					1,200.00			PRIOR YR ENCUM-R0100557	
10/22/10 17-1	20100554-01		00004569	ALVAREZ & ASSOCI			5,599.00	ENC CARRY FRWRD-R0100554	
10/22/10 17-1	20100557-01		00004569	ALVAREZ & ASSOCI			1,200.00	ENC CARRY FRWRD-R0100557	
10/18/10 21-4		229042	00004569	ALVAREZ & ASSOCI		1,200.00	.00	FINAL PAYMENT	
10/22/10 18-4	20100557-01		00004569	ALVAREZ & ASSOCI			-1,200.00	CHANGE ORDER - 1	
12/13/10 17-6	20110215-01		10008300	KIMLEY HORN & AS			12,000.00	CONSULTANT SERVICES	
12/13/10 17-6	20110215-02		10008300	KIMLEY HORN & AS			2,000.00	CONTINGENCY	
02/07/11 21-7	20110215-01	230496	10008300	KIMLEY HORN & AS		915.00	-915.00	CONSULTANT SERVICES	
05/09/11 21-10	20110215-01	231664	10008300	KIMLEY HORN & AS		705.00	-705.00	SRVCS THRU 03/31/11	
05/30/11 21-11	20110215-01	231926	10008300	KIMLEY HORN & AS		2,827.50	-2,827.50	SRVCS THRU APR 2011	
TOTAL PROF & SPECIAL SERVICES					6,799.00	5,647.50	15,151.50		-14,000.00
7883 IMP OTHER THAN BUILDING					.00	.00	.00	BEGINNING BALANCE	

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

SELECTION CRITERIA: 1=1 expledgr.key_orgn='435.0912'
ACCOUNTING PERIODS: 1/11 THRU 13/11

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 435 - CAPITAL PROJECT FUND
BUDGET UNIT - 435.0912 - ECA STREETSCAPE PHASE II

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
7883 IMP OTHER THAN BUILDING (cont'd)									
07/19/10	11-1				.00			POSTED FROM BUDGET SYSTEM	
10/22/10	13-1				130,000.00			PRIOR YR ENCUM-R0100481	
10/22/10	13-1				13,000.00			PRIOR YR ENCUM-R0100481	
10/22/10	17-1	20100481-01		10010021	REDGWICK CONSTRU		130,000.00	ENC CARRY FRWRD-R0100481	
10/22/10	17-1	20100481-02		10010021	REDGWICK CONSTRU		13,000.00	ENC CARRY FRWRD-R0100481	
09/27/10	21-3		228819	10010021	REDGWICK CONSTRU	20,229.52	.00	PROGRESS PAY #1	
09/30/10	17-3	20110152-01		00005593	FIDELITY NATIONA		400.00	ROW VACATION AND STREET D	
09/30/10	17-3	20110152-02		00005593	FIDELITY NATIONA		100.00	MAP GUARANTEE	
09/30/10	17-3	20110152-03		00005593	FIDELITY NATIONA		100.00	CONTINGENCY (RECORDATION,	
10/04/10	21-3		228916	T0004607	S C C TAX COLLEC	50.00	.00	FILE/RECIRD PARCEL MAP	
10/21/10	13-4				43,963.50			BA10/1 FY10 CF2 FY11	
10/22/10	18-4	20100481-01		10010021	REDGWICK CONSTRU		-20,229.52	CHANGE ORDER - 1	
03/14/11	21-9	20100481-01	230982	10010021	REDGWICK CONSTRU	33,518.79	-33,518.79	PROGRESS PAY #2 NIC	
04/14/11	17-10	B2011086-26		10009772	STAPLES CONTRACT		.00	OFFICE SUPPLIES	
04/18/11	21-10	B2011086-26	231423	10009772	STAPLES CONTRACT	34.07	.00	OFFICE SUPPLIES	
08/12/11	21-13	B2011086-26		10009772	STAPLES CONTRACT	.00	.00	OFFICE SUPPLIES	
TOTAL IMP OTHER THAN BUILDING					186,963.50	53,832.38	89,851.69		43,279.43
TOTAL BUDGET UNIT - ECA STREETSCAPE PHASE I					193,762.50	68,463.89	105,003.19		20,295.42
TOTAL FUND - CAPITAL PROJECT FUND					193,762.50	68,463.89	105,003.19		20,295.42
TOTAL REPORT					193,762.50	68,463.89	105,003.19		20,295.42

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

SELECTION CRITERIA: 1=1 expledgr.key_orgn matches '*.0912' and expledgr.account='9999'
ACCOUNTING PERIODS: 1/11 THRU 13/11

CIP 09-12 FUNDING
FY 11

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 437 - 2002 RDA TAB PROJECTS
BUDGET UNIT - 437.0912 - ECA STREETSCAPE PHASE II

ACCOUNT / DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9999 CAPITAL TRANSFERS OUT									
437-OF-89-99000912-437.0912 - ECA STREETSCAPE PHASE II									
9999 CAPITAL TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10	11-1				.00			POSTED FROM BUDGET SYSTEM	
10/31/10	13-4				193,762.00			BA 10/1B CF2FY11	
08/29/11	19-13		J6/39			68,464.00		FY11 CAPITAL FUNDING	
TOTAL CAPITAL TRANSFERS OUT					193,762.00	68,464.00	.00		125,298.00
TOTAL BUDGET UNIT - ECA STREETSCAPE PHASE I					193,762.00	68,464.00	.00		125,298.00
TOTAL FUND - 2002 RDA TAB PROJECTS					193,762.00	68,464.00	.00		125,298.00
TOTAL REPORT					193,762.00	68,464.00	.00		125,298.00

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

SPI - FINANCIAL ACCOUNTING V4.1 — PAGE NUMBER: 1
DATE: 08/09/12 — CITY OF CAMPBELL — AUDIT21
TIME: 14:56:22 — EXPENDITURE AUDIT TRAIL

CIP 10-KK
FY 11 EXPENSES

SELECTION CRITERIA: 1=1 expledgr.key_orgn='435.10KK'
ACCOUNTING PERIODS: 1/11 THRU 13/11

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 435 - CAPITAL PROJECT FUND
BUDGET UNIT - 435.10KK - WINCHESTER IMPROVEMENT

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
7130 PROJECT SALARY & BENEFITS									
435-CO-60-950010KK-435.10KK - WINCHESTER IMPROVEMENT									
7130 PROJECT SALARY & BENEFITS					.00	.00	.00	BEGINNING BALANCE	
07/01/10	13-1				175,000.00			ADOPTED BUDGET FY 11	
07/19/10	11-1				.00			POSTED FROM BUDGET SYSTEM	
07/31/10	19-1		J7/15			5,071.36		PPE 6/27 CHARGES	
07/31/10	19-1		J7/15			3,574.20		PPE 7/11 CHARGES	
07/31/10	19-1		J7/15			7,034.56		PPE 7/25 CHARGES	
08/31/10	19-2		J8/15			7,081.41		PPE 8/22 SALARY EXPENSE	
08/31/10	19-2		J8/15			7,394.45		PPE 8/8 SALARY EXP	
09/30/10	19-3		J9/15			5,338.55		PPE 9/19 CHARGES	
09/30/10	19-3		J9/15			4,591.58		PPE 9/5 CHARGES	
10/21/10	13-4				41,268.32			BA10/1 FY10 CF2 FY11	
10/31/10	19-4		J10/15			6,798.82		PPE 10/3 SALARY CHARGES	
10/31/10	19-4		J10/15			8,564.23		PPE 10/17 SALARY CHARGES	
11/30/10	19-5		J11/15			7,747.29		PPE 10/31 CHARGES	
11/30/10	19-5		J11/15			9,688.91		PPE 11/14 CHARGES	
12/31/10	19-6		J12/15			7,130.13		PPE 11/28 CHARGES	
12/31/10	19-6		J12/15			8,756.23		PPE 12/12 CHARGES	
01/31/11	19-7		J1/15			6,169.87		PPE 12/26 CHARGES	
01/31/11	19-7		J1/15			5,305.00		PPE 1/23 CHARGES	
01/31/11	19-7		J1/15			3,252.20		PPE 1/9 CHARGES	
02/28/11	19-8		J2/15			3,815.82		PPE 2/6 PROJECT SALARY	
03/31/11	19-9		J3/15			303.73		PPE 3/6 SALARY EXP	
03/31/11	19-9		J3/15			70.56		PPE 3/20 SALARY EXP	
04/30/11	19-10		J4/15			70.56		PPE 4/3 PROJECT CHARGES	
06/30/11	19-12		J6/15			233.17		PPE 5/29 PROJECT SALARY	
06/30/11	19-12		J6/15			444.85		PPE 6/12 PROJECT SALARY	
TOTAL PROJECT SALARY & BENEFITS					216,268.32	108,437.48	.00		107,830.84
7430 PROF & SPECIAL SERVICES					.00	.00	.00	BEGINNING BALANCE	
07/01/10	13-1				75,000.00			ADOPTED BUDGET FY 11	
07/19/10	11-1				.00			POSTED FROM BUDGET SYSTEM	
10/22/10	13-1				14,800.00			PRIOR YR ENCUM-R0100458	
10/22/10	13-1				3,757.78			PRIOR YR ENCUM-R0100459	
10/22/10	17-1	20100458-01	10009810	CHARLES W DAVIDS			14,800.00	ENC CARRY FRWRD-R0100458	
10/22/10	17-1	20100459-01	00002292	FEHR & PEERS ASS			3,757.78	ENC CARRY FRWRD-R0100459	

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

SELECTION CRITERIA: 1=1 expledgr.key_orgn='435.10KK'
ACCOUNTING PERIODS: 1/11 THRU 13/11

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 435 - CAPITAL PROJECT FUND
BUDGET UNIT - 435.10KK - WINCHESTER IMPROVEMENT

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
7430 PROF & SPECIAL SERVICES (cont'd)									
08/09/10	21-2		228155	10009810 CHARLES W DAVIDS		14,800.00	.00	CONSULTANT SERVICES	
08/09/10	21-2		228160	00002292 FEHR & PEERS ASS		2,159.45	.00	CONSULTANT SVCS	
09/27/10	21-3		228785	00002292 FEHR & PEERS ASS		1,415.00	.00	JUN/JULY	
10/21/10	13-4				12,800.00			BA10/1 FY10 CF2 FY11	
10/22/10	18-4	20100459-01		00002292 FEHR & PEERS ASS			-1,415.00	CHANGE ORDER - 1	
08/16/11	21-13	20100458-01		10009810 CHARLES W DAVIDS		.00	-14,800.00	CONSULTANT SERVICES FOR T	
08/16/11	21-13	20100459-01		00002292 FEHR & PEERS ASS		.00	-2,342.78	CONSULTANT SERVICES TO PR	
TOTAL PROF & SPECIAL SERVICES					106,357.78	18,374.45	.00		87,983.33
7883 IMP OTHER THAN BUILDING					.00	.00	.00	BEGINNING BALANCE	
07/01/10	13-1				870,000.00			ADOPTED BUDGET FY 11	
07/19/10	11-1				.00			POSTED FROM BUDGET SYSTEM	
08/02/10	21-1		228107	T0006218 S C C CLERK RECO		50.00	.00	RECORDING FEES	
10/21/10	13-4				180,000.00			BA10/1 FY10 CF2 FY11	
11/16/10	13-5				3,000.00			BA 4 UTILITY REIMB	
01/19/11	17-7	B2011079-06		00000952 SAN JOSE BLUEPRI			.00	FY 10/11-SERVICES	
01/24/11	21-7	B2011079-06	230352	00000952 SAN JOSE BLUEPRI		140.97	.00	FY 10/11-SERVICES	
01/24/11	21-7	B2011079-06	230352	00000952 SAN JOSE BLUEPRI		23.91	.00	FY 10/11-SERVICES	
02/10/11	17-8	B2011066-07		00000855 PENINSULA DIGITA			.00	PRINTING SERVICES	
02/14/11	21-8	B2011066-07	230640	00000855 PENINSULA DIGITA		177.97	.00	PRINTING SERVICES	
03/09/11	17-9	B2011032-16		00000467 FEDERAL EXPRESS			.00	SHIPPING CHARGES	
03/14/11	21-9	B2011032-16	230940	00000467 FEDERAL EXPRESS		13.47	.00	SHIPPING CHARGES	
07/22/11	21-13		232742	10010932 AMERICAN REPROGR		1,017.92	.00	PRINTING SRVCS	
08/12/11	21-13	B2011032-16		00000467 FEDERAL EXPRESS		.00	.00	SHIPPING CHARGES	
08/12/11	21-13	B2011066-07		00000855 PENINSULA DIGITA		.00	.00	PRINTING SERVICES	
08/12/11	21-13	B2011079-06		00000952 SAN JOSE BLUEPRI		.00	.00	FY 10/11-SERVICES	
TOTAL IMP OTHER THAN BUILDING					1,053,000.00	1,424.24	.00		1,051,575.76
TOTAL BUDGET UNIT - WINCHESTER IMPROVEMENT					1,375,626.10	128,236.17	.00		1,247,389.93
TOTAL FUND - CAPITAL PROJECT FUND					1,375,626.10	128,236.17	.00		1,247,389.93
TOTAL REPORT					1,375,626.10	128,236.17	.00		1,247,389.93

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

CIP 10KK FUNDING FY 11)

SELECTION CRITERIA: 1=1 expledgr.key_orgn matches '*.10KK' and expledgr.account='9999'
ACCOUNTING PERIODS: 1/11 THRU 13/11

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 101 - GENERAL FUND
BUDGET UNIT - 101.10KK - WINCHESTER IMPROVEMENT

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9999 CAPITAL TRANSFERS OUT									
101-OF-89-990010KK-101.10KK - WINCHESTER IMPROVEMENT									
9999 CAPITAL TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10	11-1				.00			POSTED FROM BUDGET SYSTEM	
10/31/10	13-4				125,000.00			BA 10/1B CF2FY11	
08/29/11	19-13		J6/39			610.00		FY11 CAPITAL FUNDING	
TOTAL CAPITAL TRANSFERS OUT					125,000.00	610.00	.00		124,390.00
TOTAL BUDGET UNIT - WINCHESTER IMPROVEMENT					125,000.00	610.00	.00		124,390.00
TOTAL FUND - GENERAL FUND					125,000.00	610.00	.00		124,390.00

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

SELECTION CRITERIA: 1=1 expledgr.key_orgn matches '*.10KK' and expledgr.account='9999'
ACCOUNTING PERIODS: 1/11 THRU 13/11

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 218 - OTHER FEDERAL GRANTS FUND
BUDGET UNIT - 218.10KK - CAPITAL TRANSFER

ACCOUNT / DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9999 CAPITAL TRANSFERS OUT									
218-OF-89-990010KK-218.10KK - CAPITAL TRANSFER									
9999 CAPITAL TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/01/10 11-1					1,120,000.00			ADPOTED BUDGET FY 11	
TOTAL CAPITAL TRANSFERS OUT					1,120,000.00	.00	.00		1,120,000.00
TOTAL BUDGET UNIT - CAPITAL TRANSFER					1,120,000.00	.00	.00		1,120,000.00
TOTAL FUND - OTHER FEDERAL GRANTS FUND					1,120,000.00	.00	.00		1,120,000.00

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

SPI - FINANCIAL ACCOUNTING V4.1
DATE: 08/09/12
TIME: 14:56:45

CITY OF CAMPBELL
EXPENDITURE AUDIT TRAIL

SELECTION CRITERIA: 1=1 expledgr.key_orgn matches '*.10KK' and expledgr.account='9999'
ACCOUNTING PERIODS: 1/11 THRU 13/11

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 437 - 2002 RDA TAB PROJECTS
BUDGET UNIT - 437.10KK - WINCHESTER IMPROVEMENT

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9999 CAPITAL TRANSFERS OUT									
437-OF-89-990010KK-437.10KK - WINCHESTER IMPROVEMENT									
9999 CAPITAL TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10	11-1				.00			POSTED FROM BUDGET SYSTEM	
10/31/10	13-4				127,626.00			BA 10/1B CF2FY11	
08/29/11	19-13		J6/39			127,626.00		FY11 CAPITAL FUNDING	
TOTAL CAPITAL TRANSFERS OUT					127,626.00	127,626.00	.00		.00
TOTAL BUDGET UNIT - WINCHESTER IMPROVEMENT					127,626.00	127,626.00	.00		.00
TOTAL FUND - 2002 RDA TAB PROJECTS					127,626.00	127,626.00	.00		.00
TOTAL REPORT					1,372,626.00	128,236.00	.00		1,244,390.00

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

City Council Report

Item: 4.
Category: Consent Calendar
Meeting Date: January 25, 2010

TITLE: **Use of Community Design and Transportation (CDT) Grant Funds for the Winchester Boulevard Improvement Project, Approval of Budget Adjustment, and Authorize Issuance of Request for Proposals for Surveying Services (Resolution/Roll Call Vote)**

RECOMMENDATION

That the City Council adopt the attached resolution assuring the Santa Clara Valley Transportation Authority (VTA) that the City of Campbell will complete the Winchester Boulevard Improvement Project under the VTA's Community Design and Transportation (CDT) Program; committing the necessary local match for the project; and authorizing the issuance of a request for proposals for surveying services.

BACKGROUND

The Winchester Boulevard Improvement Project (Project; CIP No. 10-KK) initiates the implementation of the recently adopted Winchester Master Plan. The project is intended to both create a link between the Historic Downtown and the Community Center/Heritage Theatre and improve the streetscape along Winchester Boulevard between Latimer and Budd Avenue.

Specific project components include the following:

- Installing a landscaped median island on Winchester Boulevard between Campbell Avenue and Latimer Avenue
- Providing pedestrian enhancements at the Winchester Boulevard/Campbell Avenue intersection by
  - Constructing bulb-outs
  - Reducing the curb radii, and
  - Potentially eliminating southbound and westbound right-turn lanes at the Winchester Boulevard/Campbell Avenue intersection.
- Installing decorative street light poles on Winchester Boulevard between Campbell Avenue and Budd Avenue.

The preliminary cost estimate for the Winchester Boulevard Improvement Project is $1.4 million.

On October 6, 2009, the City Council adopted Resolution No. 11083 authorizing the Public Works Director to submit a Community Design & Transportation (CDT) grant application for the Winchester Boulevard Improvement Project.

On December 10, 2009, the Valley Transportation Authority (VTA) Board of Directors approved the award of $1.12 million in CDT Capital Grant funds toward the Winchester Boulevard Improvement Project. Therefore, the City is responsible for a local match of $280,000.

DISCUSSION

The VTA requires CDT grant recipients to submit the attached resolution by March 8, 2010. The resolution assures VTA and the Metropolitan Transportation Commission (MTC) that the City of Campbell understands the City's responsibilities to be the following:

- The City will complete the Project as described in the application, and if approved, as programmed in the Metropolitan Transportation Commission's Regional Transportation Improvement Program (RTIP).
- The City will comply with the provisions and requirements of the "Timely Use of Funds Provisions and Deadlines" (MTC Resolution No. 3928, Attachment 1, Pages 14-15, and as may be further amended).

Due to the aggressive schedule required by the CDT Program, staff is also requesting authorization to issue a Request for Proposals for land surveying consulting services and that the City Council authorize the Public Works Director to execute an agreement with the most qualified consultant. The preliminary cost estimate for land surveying work is $20,000.

FISCAL IMPACT

The grant will require a 20% local match of $280,000. Staff is recommending that the required local match be provided by allocating funding from two existing Capital projects, the Winchester Streetlight Conversion Project, and the Downtown Sidewalk Project. The projected source and use of funds for the project is as follows:

Source of Funds	
CDT Grant Funds	$1,120,000
Winchester Streetlight Conversion (Const. Tax)	125,000
Winchester Streetlight Conversion (RDA)	125,000
Downtown Sidewalk Project (RDA)	30,000
Total Source of Funds	$ 1,400,000

Use of Funds	
Design	$ 110,300
Construction	1,103,000
Construction Engineering	76,400
Contingencies	110,300
Total Use of Funds	$ 1,400,000

The tentative schedule for the project is as follows:

Bid Advertisement	February, 2011
Bid Opening	March, 2011
Award of Contract	March, 2011
Begin Construction	March, 2011
End of Construction	February, 2013

Staff is requesting that a budget adjustment be approved for the required local match of $280,000.

ALTERNATIVES

1. Do not approve the budget adjustment
2. Reduce the scope of work for the project.

Prepared by: _____
Matthew Jue, Traffic Engineer

Reviewed by: _____
Robert Kass, Public Works Director

Reviewed by: _____
Jesse Takahashi, Finance Director

Approved by: _____
Daniel Rich, City Manager

Attachments:
1. Resolution
2. RTIP Project Programming Request (PPR) Form
3. RTIP Project Application, Part 2
4. Budget Adjustment

RESOLUTION NO. _____

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF CAMPBELL ASSURING THE SANTA CLARA VALLEY TRANSPORTATION AUTHORITY (VTA) AND METROPOLITAN TRANSPORTATION COMMISSION (MTC) THAT THE CITY OF CAMPBELL WILL COMPLETE THE WINCHESTER BOULEVARD IMPROVEMENT PROJECT UNDER THE VTA'S COMMUNITY DESIGN FOR TRANSPORTATION (CDT) PROGRAM

WHEREAS, the City of Campbell (herein referred to as "APPLICANT") is submitting an application to the Metropolitan Transportation Commission (MTC) for $1,400,000 in funding from the 2010 Regional Transportation Improvement Program (RTIP) for the Winchester Boulevard Improvement Project (herein referred to as "PROJECT") for the MTC 2010 RTIP, as authorized by MTC by Resolution No. 3928 (herein referred to as "PROGRAM"); and

WHEREAS, SB 45 (Chapter 622, Statutes 1997) substantially revised the process for estimating the amount of state and federal funds available for transportation projects in the state and for appropriating and allocating the available funds to these projects; and

WHEREAS, as part of that process, MTC is responsible for programming projects eligible for Regional Improvement Program funds, pursuant to California Government Code Section 14527(b), for inclusion in the RTIP, and submission to the California Transportation Commission, for inclusion in the State Transportation Improvement Program; and

WHEREAS, MTC will review and include, if approved, 2010 RTIP projects in the federal Transportation Improvement Program (TIP); and

WHEREAS, MTC has requested eligible transportation project sponsors to submit applications nominating projects to be programmed for Regional Improvement Program funds in the RTIP; and

WHEREAS, applications to MTC must be submitted consistent with procedures, conditions, and forms it provides transportation project sponsors; and

WHEREAS, APPLICANT is a sponsor of transportation projects eligible for Regional Improvement Program funds; and

WHEREAS, the RTIP Project Programming Request (PPR) form of the project application, attached hereto and incorporated herein as though set forth at length, lists the project, purpose, schedule and budget for which APPLICANT is requesting that MTC program Regional Improvement Program funds for inclusion in the RTIP; and

WHEREAS, Part 2 of the project application, attached hereto and incorporated herein as though set forth at length, includes the certification by APPLICANT of assurances required by SB 45 in order to qualify the project listed in the RTIP project nomination sheet of the project application for programming by MTC; and

WHEREAS, as part of the application for 2010 RTIP funding, MTC requires any resolution adopted by the responsible implementing agency to state that the project will comply with the procedures specified in the "Timely Use of Funds Provisions and Deadlines" (MTC Resolution No. 3928, Attachment 1, Pages 14-15, and as may be further amended); and

WHEREAS, land surveying consultant services are needed for obtaining an accurate survey of the existing topography and utility locations in the project corridor; and

WHEREAS, a budget adjustment of $280,000 is required to pay for the local match.

NOW, THEREFORE, BE IT RESOLVED that APPLICANT approves the assurances set forth in Part 2 of the project application, attached to this resolution.

BE IT FURTHER RESOLVED that APPLICANT will comply with the provisions and requirements of the "Timely Use of Funds Provisions and Deadlines" (MTC Resolution No. 3928, Attachment 1, Pages 14-15, and as may be further amended), that PROJECT will be implemented as described in the complete application and in this resolution and, if approved, for the amount programmed in the MTC federal TIP, and that APPLICANT and PROJECT will comply with the requirements as set forth in the 2010 RTIP Policies and Procedures (MTC Resolution No. 3928).

BE IT FURTHER RESOLVED that APPLICANT has reviewed the project and has adequate staffing resources to deliver and complete the project within the schedule set forth in the RTIP Project Programming Request (PPR) form of the project application, attached to this resolution.

BE IT FURTHER RESOLVED that APPLICANT is an eligible sponsor of projects in the State Transportation Improvement Program.

BE IT FURTHER RESOLVED that APPLICANT is authorized to submit an application for State Transportation Improvement Program funds for PROJECT.

BE IT FURTHER RESOLVED that there is no legal impediment to APPLICANT making applications for Regional Improvement Program funds.

BE IT FURTHER RESOLVED that there is no pending or threatened litigation which might in any way adversely affect the proposed PROJECT, or the ability of APPLICANT to deliver such PROJECT.

BE IT FURTHER RESOLVED that APPLICANT authorizes its Executive Director, General Manager, or designee to execute and file an application with MTC to program Regional Improvement Program funds into the RTIP, for the projects, purposes and amounts included in the project application attached to this resolution.

BE IT FURTHER RESOLVED that a copy of this resolution shall be transmitted to MTC in conjunction with the filing of the APPLICANT application referenced herein.

BE IT FURTHER RESOLVED that the Public Works Director is hereby authorized to issue a Request for Proposals for land surveying consultant services and to execute an agreement with the most qualified respondent to the Request for Proposals for the Winchester Boulevard Improvement Project (CIP No. 10-KK).

BE IT FURTHER RESOLVED that the City Council of the City of Campbell reallocates $125,000 in Redevelopment Agency funds, $125,000 in Construction Tax funds, and $30,000 from the Downtown Sidewalk Project (CIP No. 03-02) to the Winchester Boulevard Improvement Project (CIP No. 10-KK) and related transfers.

PASSED AND ADOPTED this 25th day of January, 2010, by the following roll call vote:

AYES: COUNCILMEMBERS:

NOES: COUNCILMEMBERS

ABSENT: COUNCILMEMBERS:

APPROVED:

_____

Evan D. Low, Mayor

ATTEST:

_____

Anne Bybee, City Clerk

STATE OF CALIFORNIA • DEPARTMENT OF TRANSPORTATION

PROJECT PROGRAMMING REQUEST

DTP-0001 (REV. 8/09) *General Instructions*

☑ New Project ☐ Amendment (Existing Project)				Date: 11/30/09
Caltrans District	EA	PPNO	MPO ID	TCRP No.
04				

County	Route/Corridor	Project Sponsor/Lead Agency	MPO	Element
SCL	0	Campbell	MTC	LA

Project Title

Winchester Boulevard Improvement Project

PM Bk	PM Ahd	Project Mgr/Contact	Phone	E-mail Address
0	0	Matthew Jue	408-866-2154	matthewj@cityofcampbell.com

Location, Project Limits, Description, Scope of Work, Legislative Description

Campbell: Winchester from Latimer to Budd. Aesthetic and pedestrian-friendly enhancements to Winchester; reduce crossing distances and install pedestrian enhancements at Winchester/Campbell; install landscaped median north of Campbell Ave; install decorative street lighting on Winchester south of Campbell Ave; install roadway striping and signs

Component	Implementing Agency	Reimbursements
PA&ED	Caltrans	
PS&E	Campbell	
Right of Way	Campbell	
Construction	Campbell	

Legislative Districts

Assembly:	24	Senate:	11
Congressional:	15		

Purpose and Need

Purpose: Project improves streetscape on Winchester Blvd north of Campbell Ave and creates a link between Historic Downtown Campbell and Campbell Community Center/Heritage Theatre. Project also creates a distinct neighborhood environment on Winchester south of Campbell Avenue. Need: Crossing distances at Winchester/Campbell intersection need to be shortened and on-street parking needs to be added to make this intersection an effective link between the Downtown and the Community Center. Without a landscaped median island, the existing width of Winchester is a stark expanse of asphalt pavement. Installing decorative street lighting on Winchester south of Campbell Ave will add character and charm that existing cobra-head street lights lack.

Project Benefits

The project will provide benefit to pedestrians and bicyclists by calming Winchester traffic with a new landscaped median and tighter turning radii at the corners of the Winchester/Campbell intersection. The improvements will shorten the crossing distances at Winchester/Campbell and provide a better, more pedestrian-friendly link between the Campbell Community Center/Heritage Theatre and Historic Downtown Campbell. Decorative street lights will add character to stretch of Winchester populated with strip malls.

Project Milestone			Date
Project Study Report Approved			
Begin Environmental (PA&ED) Phase			03/01/10
Circulate Draft Environmental Document	Document Type	CE	03/01/10
Draft Project Report			
End Environmental Phase (PA&ED Milestone)			04/01/10
Begin Design (PS&E) Phase			04/01/10
End Design Phase (Ready to List for Advertisement Milestone)			10/01/10
Begin Right of Way Phase			10/01/10
End Right of Way Phase (Right of Way Certification Milestone)			11/01/10
Begin Construction Phase (Contract Award Milestone)			03/01/11
End Construction Phase (Construction Contract Acceptance Milestone)			02/01/13
Begin Closeout Phase			02/01/13
End Closeout Phase (Closeout Report)			04/01/13

ADA Notice For individuals with sensory disabilities, this document is available in alternate formats. For information call (916) 654-6410 or TDD (916) 654-3880 or write Records and Forms Management, 1120 N Street, MS-89, Sacramento, CA 95814.

STATE OF CALIFORNIA • DEPARTMENT OF TRANSPORTATION

PROJECT PROGRAMMING REQUEST

DTP-0001 (REV. 8/09) Date: 11/30/09

County	Caltrans	PPNO	TCRP Project No.	EA
SCL	04			
Project Title: Winchester Boulevard Improvement Project				

Existing Total Project Cost									Implementing Agency
Component	Prior	10/11	11/12	12/13	13/14	14/15	15/16+	Total	
E&P (PA&ED)									
PS&E									
R/W SUP (CT)									
CON SUP (CT)									
R/W									
CON									
TOTAL									
Proposed Total Project Cost									
E&P (PA&ED)									
PS&E		[illegible]						[illegible]	
R/W SUP (CT)									
CON SUP (CT)									
R/W									
CON			[illegible]					[illegible]	
TOTAL		[illegible]	[illegible]					[illegible]	

Fund No. 1:	RTIP TE								Program Code
Existing Funding									
Component	Prior	10/11	11/12	12/13	13/14	14/15	15/16+	Total	Funding Agency
E&P (PA&ED)									
PS&E									
R/W SUP (CT)									
CON SUP (CT)									
R/W									
CON									
TOTAL									
Proposed Funding									Notes
E&P (PA&ED)									
PS&E		88,240						[illegible]	
R/W SUP (CT)									
CON SUP (CT)									
R/W									
CON			1,031,760					[illegible]	
TOTAL		[illegible]	[illegible]					[illegible]	

Fund No. 2:	City funds								Program Code
Existing Funding									
Component	Prior	10/11	11/12	12/13	13/14	14/15	15/16+	Total	Funding Agency
E&P (PA&ED)									Campbell
PS&E									
R/W SUP (CT)									
CON SUP (CT)									
R/W									
CON									
TOTAL									
Proposed Funding									Notes
E&P (PA&ED)									
PS&E		22,060						[illegible]	
R/W SUP (CT)									
CON SUP (CT)									
R/W									
CON			257,940					[illegible]	
TOTAL		[illegible]	[illegible]					[illegible]	

RTIP Project Application
Part 2: Certification of Assurances

The implementing agency certifies that the project for which Regional Improvement Program funding is requested meets the following project screening Criteria. **Please initial each.**

1. The project is eligible for consideration in the RTIP. Pursuant to Streets and Highways Code Section 164 (e), eligible projects include improving state highways, local roads, public transit, intercity rail, pedestrian, and bicycle facilities, and grade separation, transportation system management, transportation demand management, soundwall projects, intermodal facilities, and safety. MJ
2. For the funds requested, no costs have/will be incurred prior to adoption into the STIP by the CTC. MJ
3. A Project Study Report (PSR) or PSR equivalent has been prepared for the project. MJ
4. The project budget included in Part 2 of the project application reflects current costs updated as of the date of application and escalated to the appropriate year. MJ
5. The project is included in a local congestion management program (CMP). (Note: For those counties that have opted out of preparing a CMP in accordance with Government Code Section 65088.3, the project must be consistent with the capital improvement program adopted pursuant to MTC's funding agreement with the countywide transportation planning agency.) MJ
6. The year of funding for any design, right-of-way and/or construction phases has taken into consideration the time necessary to obtain environmental clearance and permitting approval for the project. MJ
7. The project is fully funded. MJ
8. For projects with STIP federal funds, the implementing agency agrees to contact Caltrans and schedule and complete a field review within six months of the project being adopted or amended into the TIP. MJ
9. For STIP construction funds, the implementing agency agrees to send a copy of the Caltrans LPP 01-06 "Award Information for STIP Projects – Attachment A" to MTC and the CMA, upon award. MJ
10. The implementing agency agrees to be available for an audit of STIP funds, if requested. MJ

The implementing agency also agrees to abide by all statutes, rules and regulations applying to the State Transportation Improvement Program (STIP), and to follow all requirements associated with the funds programmed to the project in the STIP. MJ

These include, but are not limited to:

1. Environmental requirements: NEPA standards and procedures for all projects with Federal funds; CEQA standards and procedures for all projects programmed with State funds.
2. California Transportation Commission (CTC) requirements for transit projects, formerly associated with the Transit Capital Improvement (TCI) program. These include rules governing right-of-way acquisition, hazardous materials testing, and timely use of funds.

3. Federal Transit Administration (FTA) requirements for transit projects as outlined in FTA regulations and circulars.
4. Federal Highway Administration (FHWA) and Caltrans requirements for highway and other roadway projects as outlined in the Caltrans Local Programs Manual.
5. Federal air quality conformity requirements, and local project review requirements, as outlined in the adopted Bay Area Conformity Revision of the State Implementation Plan (SIP).

City of Campbell
Request for Budget Adjustments

Department/Program	Division	Date	Request No.
Public Works	CIP 10-KK Winchester Blvd Improvements	January 25, 2010	BA 14

Budget to be Reduced

Fund	Account Number	Description		Amount
437	0302.9999	Capital Transfer Out	**RDA for CIP 03-02**	**30,000**
437	3799	Fund Balance	**RDA Bond Proceeds**	**125,000**
101	3646	Construction Tax Reserve	**General Fund**	**125,000**
435	0302.7883	Improvements	**CIP 03-02**	**30,000**

Budget to be Increased

Fund	Account Number	Description		Amount
437	10KK.9999	Capital Transfer from CIP 03-02	**RDA Bond Proceeds**	**30,000**
437	10KK.9999	Capital Transfer Out	**RDA Bond Proceeds**	**125,000**
101	10KK.9999	Capital Transfer Out	**Construction Tax**	**125,000**
435	990.6999	Capital Transfer In	**CIP 10-KK from RDA**	**30,000**
435	990.6999	Capital Transfer In	**CIP 10-KK from RDA**	**125,000**
435	990.6999	Capital Transfer In	**CIP 10-KK from GF**	**125,000**
435	10KK.7130	Project Salary Expense	**CIP 10-KK**	**50,000**
435	10KK.7430	Professional Services	**CIP 10-KK**	**50,000**
435	10KK.7883	Improvements	**CIP 10-KK**	**180,000**

REASON FOR REQUEST - BE SPECIFIC:

Initiate "Local Match" funding to qualify the Winchester Boulevard Improvement Project (CIP 10-KK) for Federal Transportation Enhancement funding. Once funding administered by CALTRANS has been approved, the additional $1.12m will be added to the project budget. Due to the availability of Federal funding, this project is starting in FY 10 instead of FY 12 as previously presented in the CIP.

Bob Kass	Jesse Takahashi	Daniel Rich
Public Works Director	Finance Director	City Manager

Note: this Regular meeting was duly noticed pursuant to open meeting requirements of the Ralph M. Brown Act (G.C. Section 54956).

CITY COUNCIL/REDEVELOPMENT AGENCY EXECUTIVE SESSION
***Monday*, January 25, 2010 – 6:15 P.M.**
Ralph Doetsch Conference Room - 70 N. First Street

A. Personnel

B. Litigation

C. Real Property

D. Labor Negotiations – Pursuant to G.C. Section 54957.6: Conference with Labor Negotiator - Agency Negotiator: Jill Lopez, Human Resources Manager
Employee Organizations: Campbell Municipal Employees Association (CMEA); Millmen and Industrial Carpenters, Local 262; Campbell Police Civilian Employees Association (CPCEA); Campbell Police Officers Association (CPOA); Confidential Employees; and Management Employees

The City Council met in Executive Session regarding Agenda Item D.

****

REGULAR MEETING OF THE CITY COUNCIL/REDEVELOPMENT AGENCY
***Monday*, January 25, 2010 - 7:30 p.m.**
Council Chamber – 70 N. First Street

CALL TO ORDER, ROLL CALL, PLEDGE OF ALLEGIANCE

The City Council of the City of Campbell convened this day in the regular meeting place, the City Council Chamber of City Hall, 70 N. First Street, Campbell, California.

Roll Call:

Present: Councilmembers: Kotowski, Kennedy, Furtado, Baker, Low

Absent : Councilmembers: None

Pledge of Allegiance:

The Pledge of Allegiance was led by Tim Haley, Senior Planner who recently retired. Mayor Low presented a Certificate of Appreciation to Tim for leading the Pledge.

SPECIAL PRESENTATIONS AND PROCLAMATIONS

There were no Special Presentations and Proclamations.

COMMUNICATIONS AND PETITIONS

There were no Communications and Petitions.

CONSENT CALENDAR

Mayor Low asked if any Councilmember or anyone in the audience wished to remove an item from the Consent Calendar.

Councilmember Furtado requested that Item 4 – Use of Community Design and Transportation (CDT) Grant Funds for the Winchester Boulevard Improvement Project and Item 6 – Amendment to Joint Powers Agreement for Administration of Santa Clara County Congestion Management Agency be removed for discussion.

The Consent Calendar was considered as follows with the exception of Items 4 and 6.

1. **Minutes of Study Session of January 5, 2010**

   This action approves the Minutes of the Study Session of January 5, 2010.

2. **Minutes of Council Meeting of January 5, 2010**

   This action approves the Minutes of the Council Meeting of January 5, 2010.

3. **Payment of Bills and Claims**

   This action approves the payment of Bills and Claims in the amount of $885,622.95 as follows: bills and claims checks dated December 28, 2009 in the amount of $118,072.28; payroll checks dated December 24, 2009 in the amount of $213,414.13; payroll checks dated January 7, 2010 in the amount of $367,313.80; and bills and claims checks dated January 11, 2010 in the amount of $186,822.74.

5. **Budget Adjustment – AT&T Grant for Projection Equipment at the Heritage Theatre (Resolution/Roll Call Vote)**

   Resolution 11116 authorizes a Budget Adjustment and increase in operating budget to fund the purchase of video projection equipment for the Campbell Heritage Theatre with a combination of $20,000 in AT&T Excelerator grant funds and $5,000 from the Theatre Preservation and Enhancement Reserve.

7. **Acceptance of FY 09 Comprehensive Annual Financial Report and Auditors Written Communication on Internal Control Structure**

This action accepts the 2008-09 Comprehensive Annual Financial Report (CAFR) and Auditor's written communication on internal control structure and the audit process as submitted with the staff report.

M/S: Kotowski/Kennedy - to approve the Consent Calendar with the exception of Items 4 and 6. Motion adopted by the following roll call vote:

AYES: Councilmembers: Kotowski, Kennedy, Furtado, Baker, Low

NOES: Councilmembers: None

ITEMS CONSIDERED SEPARATE FROM CONSENT CALENDAR:

6. **Amendment to Joint Powers Agreement for Administration of Santa Clara County Congestion Management Agency (Resolution/Roll Call Vote)**

In response to Council comments, Public Works Director Kass stated that the proposed reconfiguration of city groupings does not impact Campbell and the West Valley grouping.

M/S: Furtado/Baker – that the City Council adopt Resolution 11117 approving an amendment to the Joint Powers Agreement for administration of Santa Clara County Congestion Management Program. Motion adopted by the following roll call vote:

AYES: Councilmembers: Kotowski, Kennedy, Furtado, Baker, Low

NOES: Councilmembers: None

4. **Use of Community Design and Transportation (CDT) Grant Funds for the Winchester Boulevard Improvement Project, Approval of Budget Adjustment, and Authorize Issuance of Request for Proposals for Surveying Consultant Services**

Public Works Director Kass responded to Councilmember Furtado's comments regarding potential traffic impacts that may occur by eliminating the southbound and westbound right-turn lanes at the Winchester Boulevard/Campbell Avenue intersection.

M/S: Furtado/Kennedy – that the City Council adopt Resolution 11115 assuring the Santa Clara Valley Transportation Authority (VTA) and Metropolitan Transportation Commission (MTC) that the City of Campbell will complete the Winchester Boulevard Improvement Project under the VTA's Community Design for Transportation (CDT) Program. Motion adopted by the following roll call vote:

AYES: Councilmembers: Kotowski, Kennedy, Furtado, Baker, Low

NOES: Councilmembers: None

ORAL REQUESTS

Chris and Brian appeared before the City Council and announced that Campbell received 1st place in the Thanksgiving Turkey Trot Mayors Cup Challenge and presented Mayor Low with the trophy.

COUNCIL ANNOUNCEMENTS

Silicon Valley Reads will kick off their annual book event at the Campbell Heritage Theatre Wednesday, January 27 at 7:00 p.m. Entry to this event is free; however seating is limited. Attendees will hear a presentation by the author of this year's selected book *In Defense of Food* by Michael Pollan.

Registration is now open for the annual Valentine Fun Run. The 5K Walk and 10K Run will be held on Saturday, February 13th and will begin at Campbell Park. Registration information can be found on the City's Website or by calling the Recreation Department at 866-2104.

New Do-It-Yourself classes are also offered through the Recreation Department. Check out the options in the Winter/Spring Recreation Guide.

In honor of Women's History Month in March, the City is partnering with the Santa Clara County Office of Women's Policy in creating a "Campbell Women of Distinction Award for 2010". Nominations are due February 10, 2010. For more information, please call (408) 299-5135 or visit the City's website.

Over 30 local businesses have joined the City's recently launched website, www.ShopInCampbell.com. Check out the website for more information about adding your business and to save on purchases in Campbell.

For more information about activities and schedules in the City, please visit the City's website at www.cityofcampbell.com.

PUBLIC HEARINGS AND INTRODUCTION OF ORDINANCES

There were no agendized items.

UNFINISHED BUSINESS

There were no agendized items.

NEW BUSINESS

8. **Harriet Avenue/McCoy Avenue Pedestrian Safety Recommendations (Resolution/Roll Call Vote)**

Public Works Director Kass – Staff Report dated January 25, 2010.

Mayor Low asked if anyone in the audience wished to speak on this item.

Mark Van Epps, Campbell resident, appeared before the City Council and spoke in support of the enhanced pedestrian crossing.

Denise Khalid, Forest Hill School Principal, appeared before the City Council and spoke in support of the enhanced pedestrian crossing.

Devorah Ginden, Campbell resident, appeared before the City Council and recommended additional traffic calming measures north of the McCoy/Harriet intersection where San Tomas Aquino becomes Harriet.

Lani Potts, former Forest Hill School Principal, appeared before the City Council and spoke in support of the enhanced pedestrian crossing.

Rick Unger, Campbell resident, appeared before the City Council and spoke in support of the enhanced pedestrian crossing.

M/S: Kennedy/Furtado – that the City Council adopt Resolution 11118 approving the design and installation of an enhanced pedestrian crossing at the Harriet Avenue/McCoy Avenue intersection. Motion adopted by the following roll call vote:

AYES: Councilmembers: Kotowski, Kennedy, Furtado, Baker, Low

NOES: Councilmembers: None

9. **Approval of Plans and Specifications, Authorize Solicitation of Bids and Award of Contract and Associated Actions – Orchard City Banquet Hall (OCBH) Renovation Project (Resolution/Roll Call Vote)**

Senior Civil Engineer Petersen - Staff Report dated January 25, 2010.

Following discussion, **M/S: Kennedy/Furtado – that the City Council adopt Resolution 11119 approving plans and specifications for the Orchard City Banquet Hall Renovation Project (01-27) and authorizing the solicitation of bids; authorizing the Public Works Director to award and execute a construction contract in an amount not to exceed $2,139,000 and encumber a 10% construction contingency in an amount not to exceed $213,900 for a total amount not to exceed $2,352,900; authorizing the Public Works Director to negotiate and execute contract change orders up to and within the allocated contingency; and authorizing staff to complete a budget adjustment allocating Pattison Funds as necessary for award of the OCBH Project. Motion adopted by the following roll call vote:**

AYES: Councilmembers: Kotowski, Kennedy, Furtado, Baker, Low

NOES: Councilmembers: None

10. **Notice of Preparation of Supplemental Environmental Impact Report for the Vasona Light Rail Transit Extension Project**

Public Works Director Kass - Staff Report dated January 25, 2010.

Following the staff presentation, City Councilmembers were given an opportunity to discuss the scope and content of the proposed environmental information. Councilmembers provided no additional comments for inclusion in staff's response to VTA's request for comments.

COUNCIL COMMITTEE REPORTS

11. **City Councilmember Reports/Updates on Committee Assignments**

--Vice Mayor Baker attended a Santa Clara Cities Association Meeting

--Councilmember Furtado attended NLC Board Meeting; League of California Cities Board Meeting; and ABAG Board Meeting

--Councilmember Kotowski attended League of California Cities Community Services Policy Committee

--Councilmember Kennedy attended Finance Committee Meeting; a Heritage Theatre Retreat; and Ainsley House/Museum Foundation Retreat

--Mayor Low attended Chamber presentation at which Citizen and Business of the Year were announced

BOARDS AND COMMISSIONS

There were no agendized items.

ADJOURN

Mayor Low adjourned the meeting at 8:50 p.m. in memory of the victims of the Haiti earthquake.

APPROVED:

_____
Evan D. Low, Mayor

ATTEST:

_____
Anne Bybee, City Clerk

REGULAR MEETING OF THE CAMPBELL REDEVELOPMENT AGENCY
(Immediately Following City Council Meeting)
***Monday,* January 25, 2010**
Council Chamber

Note: this Regular meeting was duly noticed pursuant to open meeting requirements of the Ralph M. Brown Act (G.C. Section 54956).

CALL TO ORDER, ROLL CALL

The Redevelopment Agency of the City of Campbell convened this day in the regular meeting place, the City Council Chamber of City Hall, 70 N. First Street, Campbell, California.

Roll Call:

Present: Agency Members: Kotowski, Kennedy, Furtado, Baker, Low

Absent : Agency Members: None

SPECIAL PRESENTATIONS AND PROCLAMATIONS

There were no Special Presentations and Proclamations.

ORAL REQUESTS

There were no Oral Requests.

CONSENT CALENDAR

The Consent Calendar was considered as follows:

1. **Minutes of Regular Meeting of January 5, 2010**

   This action approves the Minutes of the Regular Meeting of January 5, 2010.

2. **Budget Adjustment Authorizing Payment of $27,668 to PG&E for Work Completed Related to the Affordable Housing Project Planned for Land Owned by the Redevelopment Agency at 511-555 W. Campbell Avenue (Resolution/Roll Call Vote)**

   Resolution 2010-4 authorizes a Budget Adjustment using Housing Set-Aside Funds in the amount of $27,668 for engineering work related to providing electrical service to the affordable housing site at 511-555 W. Campbell Avenue.

M/S: Kennedy/Baker – that the Redevelopment Agency approve the Consent Calendar. Motion adopted by the following roll call vote:

AYES: Agency Members: Kotowski, Kennedy, Furtado, Baker, Low

NOES: Agency Members: None

PUBLIC HEARINGS

There were no agendized items.

UNFINISHED BUSINESS

There were no agendized items.

NEW BUSINESS

There were no agendized items.

ADJOURN

Chairperson Low adjourned the meeting at 8:51 p.m.

APPROVED:

_____
Evan D. Low, Chairperson

ATTEST:

_____
Anne Bybee, City Clerk

CITY OF CAMPBELL
Public Works Department

October 5, 2009

Ms. Celeste Fiore, Programming & Grants
Santa Clara Valley Transportation Authority
3331 North First Street, Building B
San Jose, CA 95134

RE: FY 2009/10 Community Design & Transportation (CDT) Capital Grant Application
Winchester Boulevard Improvement Project

Dear Celeste:

Enclosed are applications from the City of Campbell for one project to be funded by the FY 2009/10 Community Design & Transportation (CDT) Capital Program grant funds.

Winchester Boulevard Improvement Project

The Winchester Boulevard Improvement Project involves enhancing the link between Historic Downtown Campbell and the Campbell Community Center/Heritage Theatre, installing a landscaped median island on Winchester Boulevard between Campbell Avenue and Latimer Avenue, and replacing existing cobra-head street lights with decorative/pedestrian-level street lights on Winchester Boulevard between Campbell Avenue and Budd Avenue.

The overall project cost is $1,400,000.00. The City of Campbell is requesting CDT funding for the maximum allowable 80 percent, or $1,120,000.00. The City of Campbell would provide $280,000.00.

Thank you for the opportunity to submit applications for the CDT Capital grant, and please call if you have any questions about our project.

Sincerely,

Matthew Jue

Matthew Jue, P.E., T.E.
Traffic Engineer

Enclosures: Grant Application with Attachments (ten hard copies, stapled and three-hole punched)

COMMUNITY DESIGN AND TRANSPORTATION (CDT)
PROJECT APPLICATION FOR CAPITAL GRANT FUNDS

The **project funding summary** is accurately identified in the following:

CDT Capital Grant	$ 1,120,000
Local Match	
Redevelopment Agency	$ 125,000
Construction Tax	$ 125,000
Downtown Sidewalk Project	$ 30,000
Total	$ 1,400,000

The **project construction schedule** is as follows:

Receive E-76 for Construction	February 1, 2011
Advertise PS&E for Bids	February-March, 2011
Bid Opening	March, 2011
Award Construction Contract	March, 2011
Begin Construction	April, 2011
End Construction	February 1, 2013.

Project financing is realistic in that the use of Redevelopment Agency and Construction Tax funds for Winchester Boulevard improvements is included in the City's current Capital Improvement Plan. Funding from the Downtown Sidewalk Project will be made available via a budget adjustment approved by the City Council. This budget adjustment can be added to the City Council agenda within one month of notification of grant award.

PROJECT BENEFITS

The overall project will have identifiable and likely synergistic effects (provision of any single community benefit will likely induce additional community benefits). **Yes.**

The overall outcome of the project meets the needs of the CDT Concepts and Principles. **Yes.**

The project remedies a current or anticipated problem and will result in significant community benefits. Project benefits include the following categories:

- Walkability
- Streetscape Improvements
- Pedestrian-Friendly Economic Development/Access to Daily Needs
- Safety & Security for Pedestrians & Bicycles
- Public Transit Access
- Socio-economic Benefits
- Increase in pedestrian and bike trips and decrease in single occupant auto trips or trip lengths
- Traffic Calming
- Community-Friendly Parking.

Transportation Enhancement (TE) Application (PSR Equivalent)

TE funds are federal funds and must follow federal funding guidelines and environmental (NEPA) processes.
All projects must have an approved eligible application prior to programming in the RTIP.

PART ONE: GENERAL PROJECT INFORMATION

__X__ RTIP TE _____ ITIP TE Is the project within Caltrans Right of Way? Yes☐ No☒.

Are you using Recovery Act TE funds? Yes ☐ No ☒

Does this project partner with or commit to employ the services of a Community Conservation Corps or the California Conservation Corps? Yes☒ No☐.
If you answered yes to the above question please list the contact information for the corps.
Corps Name: California Conservation Corps Contact Name: Mark Rathswohl Phone number: 916-341-3139

PROJECT TITLE: Winchester Boulevard Improvement Project

IMPLEMENTING AGENCY Administrator/person with day-to-day responsibility for implementing project (Name, title, agency, address, phone, fax, email)	(Round dollars to nearest thousands)
Matthew Jue Traffic Engineer City of Campbell 70 North First Street Campbell, CA 95008 408-866-2154 (t) 408-376-0958 (f)	TE FUNDS REQUESTED $ 1,120,000 State Match (11.47%) $ _____ Local Match (if Required) $ 280,000 TOTAL TE PROJECT COST $ 1,400,000 ☒ TE is a stand-alone project. ☐ TE is part of a larger project.

Person who can answer questions about this application (Name, title, phone, fax, email)	PARTNER(S) (Name, title, agency, address, phone, fax)
Matthew Jue, Traffic Engineer, 408-866-2154 (t), 408-376-0958 (f), matthewj@ci.campbell.ca.us	N/A

IF TE IS AN ENHANCEMENT TO A LARGER PROJECT, DESCRIBE LARGER PROJECT (if larger project is programmed, provide PPNo, EA, Project Title; if not currently programmed, describe the project)

N/A

Total Project Cost $ 1,400,000

PROJECT SCOPE OF PROPOSED TRANSPORTATION ENHANCEMENT ACTIVITIES
(Describe the project's location, limits of work, size, etc. *Not* the justification or benefits).

Campbell: Winchester Blvd from Latimer Ave to Budd Ave; landscaped median between Latimer Ave. and Campbell Ave.; installing decorative street lights south of Campbell Ave and relocating existing cobra-head street lights to north of Campbell Ave. to replace lights mounted on wood poles; pedestrian sidewalk, curb ramp, and bulb-out improvements; minor pedestrian signal improvements; replacement of existing right-turn lanes in westbound and southbound directions with park strip.

FMS Welcome, Fredrick. modify profile log out Version 3.0.7

Project Manager Report Manager Help

VIEW PROJECT: Campbell Winchester Boulevard Streetscape

Project Detail | Funding | Contacts | Location | Lineage | Comments | Delivery Milestones | Screening Criteria | Project Documents | Air Quality | << Back to pr

TIP ID SCL090047 Status ACTIVE County Santa Clara Project name Campbell Winchester Boulevard Streetscape

FMS ID 4656.00 Version 4 Implementing Agency Campbell Sponsor Campbell

Fund Monitoring Last Updated By marand@mtc.ca.gov On 09/01/2011 For Funding with Programmed Amount 1,120,000

		Fund Code	Phase	Appn Year	Program Year	Prog Amount	Fund No	Dist	EANO	PPNO	CTC Allocation Date	CTC Allocation Amount	Prefix	Fed Proj ID	FHWA Obligation Date	FHWA Oblig Amount	FTA Grant No.	FTA Grant Date	FTA Grant Amount	Toll Credit %	Toll Credit Amount
View	Edit	OTHER LOCAL	CON		2011	169,700															
View	Edit	RIP-TE-T4-10-FED-SCL	CON		2011	1,120,000		04		9035F	05/12/2011	1,120,000								11.47%	128,464
View	Edit	OTHER LOCAL	PE		2011	110,300															

Total Toll Credit
128,464

Total Funding by Jurisdiction

Federal	State	Regional	Local	Total Project Cost
1,120,000			280,000	1,400,000

Total Funding by Phase

ENV	PSE	PE	ROW-CT	ROW	CON-CT	CON	Total Project Cost
		110,300				1,289,700	1,400,000

Total Funding by Fund Code

Fund Code	Program Year	Program Amount	Program Target Amount
RIP-TE-T4-10-FED-SCL	2011	1,120,000	
OTHER LOCAL	2011	280,000	

Transportation enhancement activities may not in themselves be routine or customary elements of transportation projects or mitigation for project impacts in compliance with the requirements of environmental, or other Federal, State, or local laws, even if those aspects will otherwise constitute a specified transportation enhancement.

Project funding under the transportation enhancement program is not available for a non-applicant agency to perform its normal required review and permit functions.

Convict labor is not a reimbursable cost.

Costs involved in applying for funds are not eligible. Any costs incurred prior to written approval to proceed by Caltrans are not eligible. (See page B-17.)

Local Funding Share (Match)

Transportation Enhancement Activities are reimbursable projects. Applicants are expected to finance the project as it proceeds. Up to 88 percent of the actual eligible expenditures – up to the ceiling of the Federal funding share – will be reimbursed with each invoice. The amount programmed into the State Transportation Improvement Program (STIP), based on the original estimate of the project costs, will determine the Federal funding ceiling. Local funding share must be used in each phase.

Where the applicant chooses to use Federal funds, a match of approximately 12 match dollars to each 88 Federal dollars for a total of 100 dollars is required in each enhancement project phase. Administering agencies may "overmatch" enhancement projects; that is, additional match dollars may be used in the transportation enhancement activity beyond the match requirement. Because of Federal policies and the possibility of cost overruns, administering agencies are encouraged to use the full extent of Federal funds in the project. Agencies are discouraged from including more than 49 percent non-Federal dollars in the total enhancement project cost. The Federal Highway Administration authorizes expenditures on a project phase by phase (preliminary engineering, right of way, construction).

The exception to the 12 percent match is for bicycle and pedestrian facilities. *"For purposes of this title, construction of a pedestrian walkway and a bicycle transportation facility shall be deemed to be a highway project and the Federal share payable on account of such construction shall be 80 percent."* (Section 217(f) of Title 23). A 20 percent match will be required on bicycle and pedestrian facilities; that is, 20 match dollars to each 80 Federal dollars for a total of 100 dollars is required in each enhancement project phase.

Match may be provided from Caltrans State Highway Account funds for projects directly related to the State Highway System. Each Caltrans District Director has responsibility for recommending use of these funds to the Commission. Project applicants are encouraged to have an alternate funding source when requesting State Highway Account funds, as there is no guarantee they will be approved by the Commission. (See Application, part Five.) State Highway Account match may only be requested during the application process; it may not be requested after a project is programmed.

Under the Federal Highway Administration's new innovative financing test and evaluation project, a nationwide project has been established to allow greater flexibility for matching funds; for example, match may now be other Federal dollars or private cash. Administering agencies may contact their Caltrans District Local Assistance Engineer for details.

Section 323 of Title 23 allows certain right of way donations to count towards the local funding share of a project. Donations must be from private ownership to public ownership for project purposes. Acquired right of way is not eligible as the match. Land that has been acquired previously and is already intended or available for use by the public does not qualify for donation credit.

"Soft match" refers to instances where the value of activities accomplished away from the project are credited toward the non-Federal share (match) of the project. An example of this is the toll credit provisions of Section 1044 of the ISTEA. Soft match generally is not eligible under current Federal rules.

Occasionally, an administering agency's partner seeks to provide labor or materials to design or construct a given project. Or sometimes an administering agency wants to use its own forces to do part or all of the work. In both of these cases, a competitive bidding process is precluded. When this is desired, the administering agency must give justification for not utilizing contracting by competitive bid; a comparison must be made between a) doing work by the agency's own forces [or sole-sourcing the work to the partner] and b) by contracting out. When justifying the use of the partner as a sole source, the administering agency also must show that these are the only people who can do the work, and that services are available only from this single source. Caltrans will make a "Finding of Public Interest" on the justification. In addition, some agencies' regulations may limit work by methods other than contracting out.

Use of Environmental Enhancement and Mitigation (EEM) Funds as Match

It is possible to use the State EEM funds as match, where a project qualifies under both programs. Each year for ten years, starting in 1991, the EEM program provides $10 million to fund environmental projects directly or indirectly related to transportation projects. Such projects must provide environmental enhancement and mitigation over and above that otherwise called for under the California Environmental Quality Act (CEQA) or the National Environmental Policy Act (NEPA). The sixth year applications will be submitted to the Resources Agency in November 1995.

SPI - FINANCIAL ACCOUNTING V4.1 — PAGE NUMBER: 1
DATE: 08/16/12 — CITY OF CAMPBELL — AUDIT21
TIME: 14:48:15 — EXPENDITURE AUDIT TRAIL

FUND 364
RDA DEBT SERVICE
TRANSFERS OUT
FY 11

SELECTION CRITERIA: orgn.fund='364' expledgr.account='9899'
ACCOUNTING PERIODS: 1/11 THRU 13/11

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 364 - DEBT SERVICE FUND - RDA
BUDGET UNIT - 364.0535 - ACCOUNTING SERVICES

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9899 OPERATING TRANSFERS OUT									
364-OF-89-9800-364.0535 - ACCOUNTING SERVICES									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10	11-1				27,572.00			POSTED FROM BUDGET SYSTEM	
06/30/11	19-13		J6/48A			27,572.00		RDA PROP TAX SHARE CITY	
TOTAL OPERATING TRANSFERS OUT					27,572.00	27,572.00	.00		.00
TOTAL BUDGET UNIT - ACCOUNTING SERVICES					27,572.00	27,572.00	.00		.00
364-OF-89-98000770-364.0770 - PW SIGNALS & LIGHTING									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10	11-1				33,000.00			POSTED FROM BUDGET SYSTEM	
03/01/11	13-9				62,000.00			MIDYEAR - CMLD TAX SHARE	
06/30/11	19-13		J6/48D			95,000.00		TAX INCREMENT PASS THRU	
TOTAL OPERATING TRANSFERS OUT					95,000.00	95,000.00	.00		.00
TOTAL BUDGET UNIT - PW SIGNALS & LIGHTING					95,000.00	95,000.00	.00		.00
364-OF-89-9800-364.0815 - REDEV AGENCY-PROJECTS									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
07/19/10	11-1				511,029.00			POSTED FROM BUDGET SYSTEM	
12/15/11	19-13		AUDIT 10			666,696.54		434 OPER SUBSIDY	
TOTAL OPERATING TRANSFERS OUT					511,029.00	666,696.54	.00		-155,667.54
TOTAL BUDGET UNIT - REDEV AGENCY-PROJECTS					511,029.00	666,696.54	.00		-155,667.54
TOTAL FUND - DEBT SERVICE FUND - RDA					633,601.00	789,268.54	.00		-155,667.54
TOTAL REPORT					633,601.00	789,268.54	.00		-155,667.54

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

CITY OF CAMPBELL
OPERATING BUDGET - Transfers Detail
PROGRAM: FINANCE - REDEVELOPMENT AGENCY - DEBT SERVICE

EXHIBIT E
364.816

Account Description	10/11 Adopted
9899 TRANSFERS OUT	
RDA Administration/Projects # 434.815 (RDA Administrative Expenses)	$ 511,029
Property Tax Assessed Valuation # 101.535 (2% City Share of Amended RDA Project Area)	27,572
Property Tax Assessed Valuation # 207.770 (CMLD Share of Amended RDA Project Area)	33,000
TOTAL TRANSFERS OUT	**$ 571,601**

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: FINANCE - ACCOUNTING

EXHIBIT A
101.535

Description	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
Employee Services (Exhibit B)	$ 901,028	$ 936,007	$ 972,014	$ 909,595
Supplies, Services & Capital Outlay (Exhibit C)	246,883	210,672	223,217	227,945
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	1,147,911	1,146,679	1,195,231	1,137,540
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 1,147,911	$ 1,146,679	$ 1,195,231	$ 1,137,540

FUNDING SOURCE(s)

Description	Fund	Acct. #	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
General Fund Revenues	101	Misc.	$ 1,003,317	$ 997,166	$ 1,039,855	$ 979,840
RDA - 20 % Housing Program	223	9899	11,005	11,390	11,959	11,959
LID #30 Fund	367	9899	1,000	1,000	1,100	1,100
RDA - Administration	434	9899	47,085	48,733	51,169	51,169
Motor Vehicle Pool	641	9899	10,000	10,000	10,000	10,000
Information Technologies Pool	647	9899	20,675	21,708	22,576	24,900
Environmental Services	209	9899	31,000	31,000	31,000	31,000
RDA Debt Service (2% Property Tax)	364	9899	23,829	25,682	27,572	27,572
TOTAL			$ 1,147,911	$ 1,146,679	$ 1,195,231	$ 1,137,540

REVENUES MONITORED BY THIS PROGRAM

Property Tax	101	4001-06	$ 8,322,288	$ 8,882,191	$ 8,787,000	$ 8,977,000
Sales and Use Tax	101	4110	7,684,885	6,676,690	9,580,000	6,230,000
Sales Tax Backfill	101	4115	2,649,946	2,545,578	-	1,700,000
Transactions & Use Tax	101	4112	-	403,130	1,700,000	1,400,000
Franchise - Electric	101	4120	350,901	365,522	365,000	365,000
Franchise - Gas	101	4121	104,260	121,783	110,000	100,000
Transient Occupancy Tax	101	4150	1,619,111	1,287,184	1,600,000	1,476,000
Real Property Transfer Tax	101	4153	290,036	192,369	200,000	180,000
Investment Earnings	101	4410	1,310,570	883,274	900,000	714,000
GASB 31 Market Value Adjustment	101	4431	19,797	210,245	-	-
Other Interest	101	4450	26,895	25,841	-	15,000
State M.V.I.L. Tax	101	4580	219,538	176,389	210,000	130,000
H.O.P.T.R. Tax	101	4581	43,716	44,051	40,000	45,000
Reimb. - Mandated Cost	101	4584	47,279	10,566	10,000	25,000
Off-Hwy. MV License Tax	101	4586	-	-	1,000	1,000
Sale of Real/Personal Property	101	4960	4,382	3,222	3,000	3,000
Insurance Claims Refund	101	4962	14,257	12,160	10,000	10,000
Other Revenue	101	4965	158,903	243,230	25,000	25,000
Business License Tax	101	4152	-	-	-	215,000
Business License Processing Fee	101	4652	-	-	-	140,000
Misc. Fund Transfers-In	101	6899	-	-	155,376	157,700
Economic Fluctuations Reserve	101	6090	-	-	542,000	-
Construction Tax Reserve	101	6090	-	-	50,000	-
TOTAL			$ 22,866,764	$ 22,083,425	$ 24,288,376	$ 21,908,700

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: PUBLIC WORKS - SIGNALS & LIGHTING MAINTENANCE

EXHIBIT A
207.770

Description	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
Employee Services (Exhibit B)	$ 270,874	$ 278,915	$ 282,175	$ 270,065
Supplies, Services & Capital Outlay (Exhibit C)	463,773	456,240	421,832	379,026
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	734,647	735,155	704,007	649,091
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 734,647	$ 735,155	$ 704,007	$ 649,091

FUNDING SOURCE(s)

Description	Fund	Acct. #	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
Lighting & Landscape District (LLA-1)	207	Misc.	$ (21,984)	$ (61,955)	$ 29,507	$ -
Campbell Municipal Lighting Dist.- Prop. Tax	207	4001-4582	672,445	712,386	640,000	581,591
USA Marking Fees	207	4701	15,460	17,925	14,000	17,000
Insurance Claims Refund	207	4962	5,043	2,032	15,000	15,000
RDA	434	9899	28,683	34,767	3,000	33,000
GF-Construction Tax Reserve	101	9899	35,000	30,000	-	-
Signal Maintenance Cost Sharing	207	4542	-	-	2,500	2,500
TOTAL			$ 734,647	$ 735,155	$ 704,007	$ 649,091

REVENUES MONITORED BY THIS PROGRAM

Campbell Municipal Lighting Dist. - Prop. Tax	207	4001-4582	$ 672,445	$ 712,386	$ 640,000	$ 581,591
USA Marking Fees	207	4701	15,460	17,925	15,000	17,000
Insurance Claims Refund	207	4962	5,043	2,032	15,000	15,000
RDA - LLD Tax Share	207	6899	28,683	31,767	3,000	33,000
GF - Construction Tax Reserve	207	6899	35,000	30,000	-	-
Other Revenue	207	4965	-	-	-	-
Signal Maintenance Cost Sharing (Moved from 101.720 Prog)	207	4542	-	-	2,500	2,500
Other Interest	207	4450	-	5,811	-	-
RDA - Downtown Streetlight Repair	207	6899	-	3,000	-	-
TOTAL			$ 756,631	$ 802,921	$ 675,500	$ 649,091

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: REDEVELOPMENT AGENCY - ADMINISTRATION

EXHIBIT A
434.815

Description	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
Employee Services (Exhibit B)	$ 282,587	$ 279,194	$ 311,629	$ 238,499
Supplies, Services & Capital Outlay (Exhibit C)	95,493	97,658	99,244	88,108
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	378,080	376,852	410,873	326,607
Transfers Out (Exhibit E)	172,011	180,448	230,312	210,422
APPROPRIATION TOTAL	$ 550,091	$ 557,300	$ 641,185	$ 537,029

FUNDING SOURCE(s)

Description	Fund	Acct. #	07/08 Actual	08/09 Actual	09/10 Adopted	10/11 Adopted
RDA Administration	434	Misc.	$ 550,091	$ 557,300	$ 26,000	$ 26,000
RDA Debt Service	364	9899	-	-	615,185	511,029
TOTAL			$ 550,091	$ 557,300	$ 641,185	$ 537,029

REVENUES MONITORED BY THIS PROGRAM

Investment Earnings	434	4410	$ 70,835	$ 46,425	$ 25,000	$ 25,000
Other Interest	434	4450	59,812	-	-	-
Parking in Lieu Fee *	434	4973	-	-	-	-
RDA Debt Service	434	6899	-	-	615,185	511,029
Other Revenue	434	4965	249,372	64,442	1,000	1,000
TOTAL			$ 380,019	$ 110,867	$ 641,185	$ 537,029

* Interest Payment

SPI - FINANCIAL ACCOUNTING V4.1 — PAGE NUMBER: 1
DATE: 08/17/12 — CITY OF CAMPBELL — AUDIT21
TIME: 12:24:03 — EXPENDITURE AUDIT TRAIL

SELECTION CRITERIA: 1=1 expledgr.key_orgn='364.816' and expledgr.account='7438'
ACCOUNTING PERIODS: 1/11 THRU 13/11

FY 11

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND 364 - DEBT SERVICE FUND - RDA
BUDGET UNIT - 364.816 - REDEV AGENCY-DEBT SERVICE

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
7438 OTHER CHARGES									
364-DS-17-8160-364.816 - REDEV AGENCY-DEBT SERVICE									
7438 OTHER CHARGES					.00	.00	.00	BEGINNING BALANCE	
07/19/10	11-1				4,853,616.00			POSTED FROM BUDGET SYSTEM	
04/18/11	19-10		J4/23			70,791.46		SCC PROP TAX ADMIN FEE	
05/16/11	20-11		W11057	T0001397 S C C FINANCE AG		431,363.00	.00	SERAF	
06/13/11	21-12		232061	T0000108 BAY AREA AIR QUA		485.00	.00	10/11 TAX SHARING	
06/13/11	21-12		232071	00002244 CAMPBELL UNION H		413,237.00	.00	TAX SHARING 10/11	
06/13/11	21-12		232069	T0005467 CAMBRIAN SCHOOL		160,111.00	.00	10/11 TAX SHARING	
06/13/11	21-12		232141	T0005469 S C C SUPERINTEN		119,505.00	.00	10/11 TAX SHARING	
06/13/11	21-12		232157	T0005471 WEST VALLEY MISS		197,358.00	.00	10/11 TAX SHARING	
06/13/11	21-12		232142	00000968 S C VALLEY WATER		36,353.00	.00	10/11 TAX SHARING	
06/30/11	19-13		J6/49			400,000.00		COMMUNITY CTR AGREEMENT	
07/01/11	20-13		W110673	T0005215 HOME DEPOT		200,000.00	.00	FY10/11 DEV AGREEMENT	
07/27/11	19-13		J6/42			1,751,955.84		SC COUNTY PASS THRU FY 11	
07/27/11	19-13		J6/42			285,123.09		LIBRARY PASS THRU FY 11	
TOTAL OTHER CHARGES					4,853,616.00	4,066,282.39	.00		787,333.61
TOTAL BUDGET UNIT - REDEV AGENCY-DEBT SERVI					4,853,616.00	4,066,282.39	.00		787,333.61
TOTAL FUND - DEBT SERVICE FUND - RDA					4,853,616.00	4,066,282.39	.00		787,333.61
TOTAL REPORT					4,853,616.00	4,066,282.39	.00		787,333.61

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

Attachment T8.02

Gmail by Google

Michelle Isherwood <misherwood@harveyrose.com>

Campbell RDA Operating Transfers

Mark Gaeta <MARKG@cityofcampbell.com> Fri, Aug 17, 2012 at 12:36 PM
To: Michelle Isherwood <misherwood@harveyrose.com>
Cc: Jesse Takahashi <JESSET@cityofcampbell.com>

Michelle,

Sorry for the confusion. I do not have all the ROPS docs in front of me. Jesse referred to the agreement as ROPS 1 attachment 5.02 and showed me a copy of the attachment. The reimbursement agreement dates match the debt service payment schedule. I have instead been posting the full amount ($400K) annually (end of year). The FY 12 transfer was calculated using 7/12 of the annual total ($233,333) instead of the $250,000 scheduled for October. Attached are the expense audit trails for FY 11 & FY 12 for that line item.

I will be out of the office this afternoon. Please copy Jesse on any additional information requests.

Mark

From: Michelle Isherwood [mailto:misherwood@harveyrose.com]
Sent: Friday, August 17, 2012 11:57 AM
[Quoted text hidden]

[Quoted text hidden]

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*** eSafe 8 scanned this email for malicious content ***
*** IMPORTANT: Do not open attachments from unrecognized senders  ***
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Community Center Agreement Payments FY 12 & FY 11.pdf
41K

LEASE REIMBURSEMENT AGREEMENT BY AND BETWEEN THE CITY OF CAMPBELL AND THE CITY OF CAMPBELL REDEVELOPMENT AGENCY FOR THE CENTRAL CAMPBELL REDEVELOPMENT PROJECT

This Lease Reimbursement Agreement ("Agreement") is entered into this 20th day of June, 1989, by and between the City of Campbell ("City") and the City of Campbell Redevelopment Agency ("Agency") with reference to the following facts, intentions, and purposes, and according to the following terms.

RECITALS

WHEREAS, to finance the acquisition and redevelopment of the former Campbell High School for reuse as the Campbell Community Center within the redevelopment project area established by the Plan (the "Project Area"), the City and the Agency entered into a Lease Agreement dated as of August 1, 1985 (the "Lease Agreement") and caused to be issued a principal amount of $10,600,000 of Certificates of Participation dated as of August 1, 1985 (the "Certificates"); and

WHEREAS, pursuant to the Lease Agreement, the City agreed to make certain semi-annual lease payments in amounts sufficient to pay all debt service on the Certificates, thereby providing security for repayment of the Certificates and enabling the procurement of Certificate proceeds to

acquire and redevelop the former Campbell High School for reuse as the Campbell Community Center; and

WHEREAS, by City Council Resolution No. 6992 and Agency Resolution No. 1985-1, both dated June 27, 1985, the parties determined that acquisition and redevelopment of the former Campbell High School for reuse as the Campbell Community Center would be of benefit to the Project Area and that no other reasonable means of financing such acquisition and redevelopment was available to the community, and the parties further authorized an amendment to the repayment agreement (executed in 1982 by the Agency and the City) ("1982 Agreement), to provide for Agency financial assistance to the City regarding the City's lease payment obligations pursuant to the Lease Agreement; and

WHEREAS, in consideration of the City's ongoing assistance in making possible the financing of the Campbell Community Center in furtherance of the goals, objectives, and capital improvement program set forth in the Plan, it is the parties' continuing intention that the Agency reimburse the City for a portion of the lease payments made by the City pursuant to the Lease Agreement; and

WHEREAS, to memorialize and consolidate the obligations the Agency owes to the City pursuant to the 1982 Repayment Agreement and all amendments thereto (other than the Lease

payment reimburse[illegible]t obligation that is subj[illegible] of this separate Agreement), the Agency and the City have entered into a separate Repayment Agreement of even date herewith. ("Repayment Agreement").

AGREEMENT

NOW, THEREFORE, pursuant to the California Health and Safety Code and in consideration of the benefits which continue to accrue to the City, the community and the citizens thereof from the Project, and the mutual promises set forth below, the City and Agency agree as follows:

Section 1. ANNUAL NET LEASE PAYMENTS.

The Agency shall make Annual Net Lease Payments (defined below) in the manner provided in Section 2 to reimburse the City for a portion of its annual lease payments under the Lease Agreement. The Annual Net Lease Payment with respect to a given Fiscal Year (defined below) shall equal the lesser of:

(a) The total amount of the lease payments made by the City pursuant to Section 4.4 of the Lease Agreement during the Fiscal Year, less the total amount of rental income received by the City from the rental of the Campbell Community Center during the Fiscal Year; and

(b) Four Hundred Thousand Dollars ($400,000).

"Fiscal Year" means the period commencing on July 1, and ending on the following June 30.

Section 2. PAYMENT OF ANNUAL NET LEASE PAYMENTS.

Subject to the provisions of Section 3, on June 30, 1989, and on each June 30th thereafter, the Agency shall pay to the City from any of its funds the Annual Net Lease Payment for the Fiscal Year then ending.

Section 3. SUBORDINATION OF PAYMENT OBLIGATIONS.

(a) It is expressly agreed and understood that any and all rights and claims by the City for repayment of amounts due under this Agreement from tax increment revenues are subordinate to the making of debt service payments on any bonds, notes or other indebtedness of the Agency (including, without limitation, indebtedness pursuant to: a) any tax-sharing agreement; b) any owner-participation agreement; c) any disposition and development agreement; or d) other agreements entered into by the Agency) which are secured in whole or in part, directly or indirectly, by tax increment revenues allocated from the Project Area pursuant to Section 33670 of the Health and Safety Code. An Agency obligation to make payments, pursuant to a reimbursement agreement or similar agreement, to reimburse or otherwise compensate a person or entity who has or is obligated to make payments of principal, interest or other amounts on bonds, notes or other indebtedness issued by the Agency to finance the

implementation of the Plan shall be deemed to be a debt service payment obligation of the Agency in connection with such bonds, notes or other indebtedness for purposes of this Agreement. The Agency shall be required to make the payments set forth in this Agreement only to the extent that Project tax increment revenues have been received by the Agency and are available for that purpose.

(b) It is expressly understood and agreed that any payment obligation of the Agency to the City under this Agreement is prior to the Agency's obligations under the Repayment Agreement of even date herewith.

(c) If, as a result of the subordination provided for in this Section 3, payments to the City pursuant to this Agreement are reduced below the amount otherwise payable to the City pursuant to this Agreement, such reductions shall be treated as an additional advance by the City and shall earn simple interest calculated on a quarterly calendar basis equal to the weighted average investment earnings for the City's pooled investments for the four preceding calendar quarters, not to exceed the maximum interest permitted by law.

(d) Such advances and accrued interest shall be repaid as promptly as possible, and in any event the Agency shall use all tax increment revenue available to it, after payment of the principal and interest on the indebtedness to which the subordination applies and payment of any other obligations which are superior to Agency's obligations under this Agreement (including statutory obligations, such as Agency's

housing set-aside obligation under Health and Safety Code Section 33334.2), to repay such advances and accrued interest.

Section 4. INDEBTEDNESS.

The obligations of the Agency under this Agreement shall constitute an indebtedness of the Agency within the meaning of Section 33670 etseq. of the Health and Safety Code.

Section 5. SEVERABILITY.

If any provision of this Agreement is held invalid, the remainder of this Agreement shall not be affected thereby if such remainder would then continue to conform to the terms and requirements of the Health and Safety Code of the State of California or any other applicable State or Federal law.

Section 6. EXECUTION.

This Agreement shall be executed in four counterparts, each of which shall be deemed to be an original, and such counterparts shall constitute one and the same instrument.

Section 7. TERM OF AGREEMENT; PRIOR AGREEMENTS.

This Agreement shall be in full force and effect on and from the date of its execution until it is rescinded by the parties hereto.

IN WITNESS WHEREOF, the City has caused this Agreement to be duly executed in its behalf and its seal to be hereunto affixed and attested, and the Agency has caused the same to be duly executed in its behalf and its seal to be hereunto affixed and attested, all as of the date first above written.

CITY OF CAMPBELL

By: _____
Jeanette Watson, Mayor

ATTEST:

_____
Barbara Olsasky, City Clerk

CITY OF CAMPBELL
REDEVELOPMENT AGENCY

By: _____
Jeanette Watson, Chairperson

ATTEST:

_____
Barbara Olsasky, Secretary

06/08/89
#B024/B10301

EXHIBIT A

DEBT PROJECTION
CITY OF CAMPBELL LOANS TO CAMPBELL REDEVELOPMENT AGENCY

Year	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Fiscal Year	1989-90	1990-91	1991-92	1992-93	1993-94	1994-95	1995-96	1996-97	1997-98	1998-99	1999-00	2000-01	2001-02	2002-03	2003-04
Existing Debt	750,000	1,825,925	1,981,129	2,139,619	2,310,788	2,495,652	2,295,652	2,095,652	1,845,652	1,595,652	1,345,652	1,095,652	845,652	595,652	652
New Debt (1)	965,000														
Interest Rate	9.0%	8.5%	8.0%	8.0%	8.0%	8.0%	8.0%	8.0%	8.0%	8.0%	8.0%	8.0%	8.0%	8.0%	8.0
Trnsfr for Interest	110,925	155,204	158,490	171,170	184,863	0	0	0	0	0	0	0	0	0	0
Interest Payment	110,925	155,204	158,490	171,170	184,863	199,652	183,652	167,652	147,652	127,652	107,652	87,652	67,652	47,652	27,652
Principal Payment	0	0	0	0	0	200,000	200,000	250,000	250,000	250,000	250,000	250,000	250,000	250,000	345,652
LOAN BALANCE	1,825,925	1,981,129	2,139,619	2,310,788	2,495,652	2,295,652	2,095,652	1,845,652	1,595,652	1,345,652	1,095,652	845,652	595,652	345,652	0

Note: (1) Interest on new debt assumes funds are drawn down proportionally throughout the year.

f:debt689 6/1/89

RESOLUTION NO. 6992

RESOLUTION OF THE CITY COUNCIL OF THE CITY OF CAMPBELL AUTHORIZING AN AMENDMENT TO THE REPAYMENT AGREEMENT WITH THE CAMPBELL REDEVELOPMENT AGENCY

WHEREAS, the City Council of the City of Campbell ("City") has authorized by Resolution 6374, adopted on September 21, 1982, the advance of funds from the City to the Campbell Redevelopment Agency ("Agency") for the Agency's costs and expenses in formulating, coordinating, administering and implementing a redevelopment plan, the incurrence of costs by the City for public improvements on behalf of the Agency and the execution of a Repayment Agreement with the Agency to provide for the repayment of said loans to the City;

WHEREAS, said Repayment Agreement provides that the City may by resolution authorize future loans and the incurrence of further costs on behalf of the Agency, which sums shall become a debt of the Agency by amendment to said Repayment Agreement;

WHEREAS, it is the understanding of the City that any such loans from the City and costs advanced by the City will be repaid out of tax increment funds as such funds become available to the Agency pursuant to the terms of said amended Repayment Agreement;

WHEREAS, the City has undertaken or will undertake in the 1985-1986 fiscal year certain improvements in the Central Campbell Redevelopment Project Area ("Project Area") and has or will incur certain administrative and professional services expenses in carrying out the Central Campbell Redevelopment Plan on behalf of the Agency, the costs of which are set forth in the attached Exhibit A which is incorporated herein by this reference;

WHEREAS, the Agency intends to acquire the Campbell High School site ("School Site") for approximately $9 million to be used as a community center within the Project Area, the City intends to lease the School site for use as a community center from the Agency and the Agency intends to expend approximately $220,000 of tax increment funds in the 1985-1986 fiscal year to assist the City in making the lease payments on School site;

WHEREAS, the City has determined that the improvements described in Exhibit A and the acquisition of the School Site are or will be a benefit to the Project Area or to the immediate neighborhood in which the Project Area is located and that no other reasonable means of financing such improvements and acquisition are available to the community.

NOW THEREFORE, BE IT RESOLVED that the City hereby determines that the improvements described in Exhibit A and the acquisition of the School Site are or will be a benefit to the Project Area or to the immediate neighborhood in which the Project Area is located and that no other reasonable means of financing such improvements and acquisition are available to the community.

BE IT FURTHER RESOLVED that the Agency hereby authorizes the City Manager to take all steps to effect the amendment of the Repayment Agreement to provide for the repayment to the City of the loans to and costs advanced on behalf of the Agency.

BE IT FURTHER RESOLVED, that the City hereby agrees to loan funds to the Agency and advance costs on behalf of the Agency pursuant to the terms and conditions of the amended Repayment Agreement in the amount of $694,465, and agrees to repay the loans and advances shall be out of tax increment funds as set forth in said amended Repayment Agreement.

PASSED AND ADOPTED by the City Council of the City of Campbell at a meeting held on June 24, 1985, by the following vote:

AYES:	MEMBERS:	Kotowski, Doetsch, Podgorsek, Ashworth
NOES:	MEMBERS:	None
ABSENT:	MEMBERS:	Chamberlin
ABSTAINING:	MEMBERS:	None

APPROVED:

MAYOR
John J. Ashworth

ATTEST:

Anne G. Coyne, City Clerk

CERTIFICATE OF
CITY CLERK

I certify that the foregoing Resolution No. 6992 is a full, true and correct copy of a Resolution passed by the City Council of the City of Campbell.

Anne G. Coyne
CITY CLERK
Anne G. Coyne

Exhibit A

Orchard City Drive traffic signal	$ 70,000
Museum Parking Lot	70,000
Campbell Avenue Widening at Winchester	25,000
Administrative and Professional Services	147,350
Community Center acquisition	220,000
Community Center parking lot security lighting	50,000
Downtown Campbell street improvements	20,000

RESOLUTION NO. 1985-1

RESOLUTION OF THE CAMPBELL REDEVELOPMENT AGENCY
AUTHORIZING AN AMENDMENT TO THE REPAYMENT AGREEMENT
WITH THE CAMPBELL CITY COUNCIL

WHEREAS, the Campbell Redevelopment Agency ("Agency") has authorized by Resolution 1982-5, adopted on September 21, 1982, the borrowing of funds from the City of Campbell ("City") for the Agency's costs and expenses in formulating, coordinating, administering and implementing a redevelopment plan, the incurrence of costs by the City for public improvements on behalf of the Agency and the execution of a Repayment Agreement with the Agency to provide for the repayment of said loans to the City;

WHEREAS, said Repayment Agreement provides that the City may by resolution authorize future loans and the incurrence of further costs on behalf of the Agency, which sums shall become a debt of the Agency by amendment to said Repayment Agreement;

WHEREAS, it is the understanding of the Agency that any such loans from the City and costs advanced by the City will be repaid out of tax increment funds as such funds become available to the Agency pursuant to the terms of said amended Repayment Agreement;

WHEREAS, the City has undertaken or will undertake in the 1985-1986 fiscal year certain improvements in the Central Campbell Redevelopment Project Area ("Project Area") and has or will incur certain administrative and professional services expenses in carrying out the Central Campbell Redevelopment Plan on behalf of the Agency, the costs of which are set forth in the attached Exhibit A which is incorporated herein by this reference;

WHEREAS, the Agency intends to acquire the Campbell High School Site ("School Site") for approximately $9 million to be used as a community center within the Project Area, the City intends to lease the School site for use as a community center from the Agency and the Agency intends to expend approximately $220,000 of tax increment funds in the 1985-1986 fiscal year to assist the City in making the lease payments on School site;

WHEREAS, the Agency has determined that the improvements described in Exhibit A and the acquisition of the School Site are or will be a benefit to the Project Area or to the immediate neighborhood in which the Project Area is located and that no other reasonable means of financing such improvements and acquisition are available to the community.

NOW THEREFORE, BE IT RESOLVED that the Agency hereby determines that the improvements described in Exhibit A and the acquisition of the School Site are or will be a benefit to the Project Area or to the immediate neighborhood in which the Project Area is located and that no other reasonable means of financing such improvements and acquisition are available to the community.

BE IT FURTHER RESOLVED that the Agency hereby authorizes the Executive Director of the Agency to take all steps to effect the amendment of the Repayment Agreement to provide for the repayment to the City of the loans to and costs advanced on behalf of the Agency.

BE IT FURTHER RESOLVED, that the Agency hereby accepts the City loans and advance of costs pursuant to the terms and conditions of the amended Repayment Agreement in the amount of $694,465, and agrees to repay the loans and advances out of tax increment funds as set forth in said amended Repayment Agreement.

PASSED AND ADOPTED by the Campbell Redevelopment Agency at a meeting held on June 24, 1985, by the following vote:

AYES:	MEMBERS:	Kotowski, Doetsch, Podgorsek, Ashworth
NOES:	MEMBERS:	None
ABSENT:	MEMBERS:	Chamberlin
ABSTAINING:	MEMBERS:	None

APPROVED:

CHAIRPERSON
John J. Ashworth

ATTEST:

Anne G. Coyne, Agency Secretary

CERTIFICATE OF
AGENCY SECRETARY

I certify that the foregoing Resolution No. 1985-11s a full, true and correct copy of a Resolution passed by the Campbell Redevelopment Agency.

AGENCY SECRETARY
Anne G. Coyne

Exhibit A

Orchard City Drive traffic signal	$ 70,000
Museum Parking Lot	70,000
Campbell Avenue Widening at Winchester	25,000
Administrative and Professional Services	147,350
Community Center acquisition	220,000
Community Center parking lot security lighting	50,000
Downtown Campbell street improvements	20,000

SPI - FINANCIAL ACCOUNTING V4.1 — PAGE NUMBER: 1
DATE: 08/16/12 — CITY OF CAMPBELL — AUDIT21
TIME: 14:49:41 — EXPENDITURE AUDIT TRAIL

FUND 364 RDA DEBT SERVICE TRANSFERS OUT FY 12

SELECTION CRITERIA: orgn.fund='364' expledgr.account='9899'
ACCOUNTING PERIODS: 1/12 THRU 13/12

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND 364 - DEBT SERVICE FUND - RDA
BUDGET UNIT - 364.0535 - ACCOUNTING SERVICES

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9899 OPERATING TRANSFERS OUT									
364-OF-89-9800-364.0535 - ACCOUNTING SERVICES									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
09/09/11	11-1				27,572.00			POSTED FROM BUDGET SYSTEM	
TOTAL OPERATING TRANSFERS OUT					27,572.00	.00	.00		27,572.00
TOTAL BUDGET UNIT - ACCOUNTING SERVICES					27,572.00	.00	.00		27,572.00
364-OF-89-98000770-364.0770 - PW SIGNALS & LIGHTING									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
09/09/11	11-1				95,000.00			POSTED FROM BUDGET SYSTEM	
01/31/12	19-7		J1/48			47,500.00		50% CMLD PROP TAX SHARE	
TOTAL OPERATING TRANSFERS OUT					95,000.00	47,500.00	.00		47,500.00
TOTAL BUDGET UNIT - PW SIGNALS & LIGHTING					95,000.00	47,500.00	.00		47,500.00
364-OF-89-9800-364.0815 - REDEV AGENCY-PROJECTS									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
09/09/11	11-1				472,566.00			POSTED FROM BUDGET SYSTEM	
01/31/12	19-7		J1/48B			234,692.92		RDA CASH SUBSIDY	
TOTAL OPERATING TRANSFERS OUT					472,566.00	234,692.92	.00		237,873.08
TOTAL BUDGET UNIT - REDEV AGENCY-PROJECTS					472,566.00	234,692.92	.00		237,873.08
TOTAL FUND - DEBT SERVICE FUND - RDA					595,138.00	282,192.92	.00		312,945.08
TOTAL REPORT					595,138.00	282,192.92	.00		312,945.08

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

CITY OF CAMPBELL — EXHIBIT E
OPERATING BUDGET - Transfers Detail — 364.816
PROGRAM: FINANCE REDEVELOPMENT AGENCY - DEBT SERVICE

Account Description	11/12 Adopted
9899 TRANSFERS OUT	
RDA Administration/Projects # 434.815 (RDA Administrative Expenses)	$ 472,566
Property Tax Assessed Valuation # 101.535 (2% City Share of Amended RDA Project Area)	27,572
Property Tax Assessed Valuation # 207.770 (CMLD Share of Amended RDA Project Area)	95,000
TOTAL TRANSFERS OUT	$ 595,138

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: PUBLIC WORKS - SIGNALS & LIGHTING MAINTENANCE

EXHIBIT A
207.770

Description	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
Employee Services (Exhibit B)	$ 278,915	$ 287,497	$ 270,065	$ 278,739
Supplies, Services & Capital Outlay (Exhibit C)	456,240	423,772	379,026	378,526
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	735,155	711,269	649,091	657,265
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 735,155	$ 711,269	$ 649,091	$ 657,265

FUNDING SOURCE(s)

Description	Fund	Acct. #	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
Lighting & Landscape District (LLA-1)	207	Misc.	$ (61,955)	$ (39,760)	$ -	$ -
Campbell Municipal Lighting Dist.- Prop. Tax	207	4001-4582	712,386	670,083	581,591	526,765
USA Marking Fees	207	4701	17,925	15,975	17,000	18,000
Insurance Claims Refund	207	4962	2,032	22,285	15,000	15,000
RDA Property Tax Share to CMLD	434	9899	34,767	38,062	33,000	95,000
GF Construction Tax Reserve	101	9899	30,000	-	-	-
Signal Maintenance Cost Sharing	207	4542	-	4,624	2,500	2,500
TOTAL			$ 735,155	$ 711,269	$ 649,091	$ 657,265

REVENUES MONITORED BY THIS PROGRAM

Campbell Municipal Lighting Dist. - Prop. Tax	207	4001-4582	$ 712,386	$ 670,083	$ 720,000	$ 675,000
USA Marking Fees	207	4701	17,925	15,975	17,000	18,000
Insurance Claims Refund	207	4962	2,032	22,285	15,000	15,000
CMLD Tax Share (RDA)	207	6899	31,767	35,062	33,000	95,000
GF - Construction Tax Reserve	207	6899	30,000	-	-	-
Other Revenue	207	4965	-	304	-	-
Signal Maintenance Cost Sharing (Moved from 101.720 Prog)	207	4542	-	4,624	2,500	2,500
Other Interest	207	4450	5,811	-	-	-
RDA - Downtown Streetlight Repair	207	6899	3,000	3,000	-	-
TOTAL			$ 802,921	$ 751,333	$ 787,500	$ 805,500

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: FINANCE - ACCOUNTING

EXHIBIT A
101.535

Description	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
Employee Services (Exhibit B)	$ 936,007	$ 998,574	$ 909,595	$ 955,789
Supplies, Services & Capital Outlay (Exhibit C)	210,672	232,273	227,945	239,705
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	1,146,679	1,230,847	1,137,540	1,195,494
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 1,146,679	$ 1,230,847	$ 1,137,540	$ 1,195,494

FUNDING SOURCE(s)

Description	Fund	Acct. #	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
General Fund Revenues	101	Misc.	$ 997,166	$ 1,075,471	$ 979,840	$ 1,037,794
RDA - 20 % Housing Program	223	9899	11,390	11,959	11,959	11,959
LID #30 Fund	367	9899	1,000	1,100	1,100	1,100
RDA - Administration	434	9899	48,733	51,169	51,169	51,169
Motor Vehicle Pool	641	9899	10,000	10,000	10,000	10,000
Information Technologies Pool	647	9899	21,708	22,576	24,900	24,900
Environmental Services	209	9899	31,000	31,000	31,000	31,000
RDA Debt Service (2% Property Tax)	364	9899	25,682	27,572	27,572	27,572
TOTAL			$ 1,146,679	$ 1,230,847	$ 1,137,540	$ 1,195,494

REVENUES MONITORED BY THIS PROGRAM

Property Tax	101	4001-06	$ 8,882,191	$ 8,761,391	$ 8,977,000	$ 8,664,000
Sales and Use Tax	101	4110	6,676,690	6,308,977	6,230,000	6,318,000
Sales Tax Backfill	101	4115	2,545,578	1,658,215	1,700,000	2,000,000
Transactions & Use Tax	101	4112	403,130	1,527,210	1,400,000	1,780,000
Franchise - Electric	101	4120	365,522	356,928	365,000	365,000
Franchise - Gas	101	4121	121,783	84,623	100,000	100,000
Transient Occupancy Tax	101	4150	1,287,184	1,297,573	1,476,000	1,839,000
Real Property Transfer Tax	101	4153	192,369	172,449	180,000	180,000
Investment Earnings	101	4410	883,274	375,086	714,000	423,000
GASB 31 Market Value Adjustment	101	4431	210,245	30,667	-	-
Other Interest	101	4450	25,841	15,231	15,000	15,000
State M.V.I.L. Tax	101	4580	176,389	155,074	130,000	140,000
H.O.P.T.R. Tax	101	4581	44,051	43,875	45,000	45,000
Reimbursement - Mandated Cost.	101	4584	10,566	18,052	25,000	25,000
Off-Hwy. MV License Tax	101	4586	-	-	1,000	-
Sale of Real/Personal Property	101	4960	3,222	2,194	3,000	3,000
Insurance Claims Refund	101	4962	12,160	2,053	10,000	10,000
Other Revenue	101	4965	243,230	26,414	25,000	25,000
Business License Tax	101	4152	-	-	215,000	605,000
Business License Processing Fee	101	4652	-	-	140,000	-
Misc. Fund Transfers-In	101	6899	149,513	155,376	157,700	157,700
Economic Fluctuations Reserve	101	6090	729,000	1,783,000	-	-
Construction Tax Reserve	101	6090	-	125,000	-	-
TOTAL			$ 22,961,938	$ 22,899,388	$ 21,908,700	$ 22,694,700

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: REDEVELOPMENT AGENCY - ADMINISTRATION

EXHIBIT A
434.815

Description	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
Employee Services (Exhibit B)	$ 279,194	$ 240,634	$ 238,499	$ 239,761
Supplies, Services & Capital Outlay (Exhibit C)	97,658	111,984	88,108	48,383
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	376,852	352,618	326,607	288,144
Transfers Out (Exhibit E)	180,448	233,860	210,422	210,422
APPROPRIATION TOTAL	$ 557,300	$ 586,478	$ 537,029	$ 498,566

FUNDING SOURCE(s)

Description	Fund	Acct. #	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
RDA Administration	434	Misc.	$ 557,300	$ 586,478	$ 26,000	$ 26,000
RDA Debt Service	364	9899	-	-	511,029	472,566
TOTAL			$ 557,300	$ 586,478	$ 537,029	$ 498,566

REVENUES MONITORED BY THIS PROGRAM

Investment Earnings	434	4410	$ 46,425	$ 9,002	$ 25,000	$ 25,000
RDA Debt Service	434	6899	-	-	511,029	472,566
Other Revenue	434	4965	64,442	980	1,000	1,000
* Interest Payment						
TOTAL			$ 110,867	$ 9,982	$ 537,029	$ 498,566

RDA ADMINISTRATION FUND - (434)
Redevelopment Agency - Administrative Program (815)
Program Manager - Community Development Director

MISSION STATEMENT

Administer, plan and manage the activities, revenues and expenditures of the Redevelopment Agency in accordance with Agency Board and City Council policies, California Redevelopment Law, and the goals and objectives of the Central Campbell Redevelopment Plan.

ONGOING RESPONSIBILITIES

- Implement the Central Campbell Redevelopment Plan and AB-1290 Implementation Plan
- Carryout the policies of the Redevelopment Agency Board
- Assist the Finance Department with required financial reporting, including the Annual Statement of Indebtedness and State Controller's Report
- Prepare the Agency's annual budget
- Prepare the Agency's Capital Program
- Prepare tax increment revenue projections
- Monitor State legislation affecting redevelopment agencies
- Facilitate public and private development activity within the Redevelopment Project Area
- Market and promote Campbell as an attractive business environment
- Provide information to the public on redevelopment activities and opportunities
- Implement the City's Economic Development Strategy

MAJOR WORKPLAN ITEMS FOR FISCAL YEAR 2011 - 2012

- Evaluate the costs associated with servicing private leasing at the Community Center with staff resources

PERFORMANCE OUTCOMES

	Measure	FY 09	FY 10	FY 11
1	Number of business contacts leading to successful leases made in an effort to recruit and retain a proper mix of retail and restaurant uses in the downtown.	10	4	5
2	Number of Store Front Improvement grants made.	4	1	0
3	90% of annual workplan items goals are achieved according to established timelines.	90%	90%	90%

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: REDEVELOPMENT AGENCY - ADMINISTRATION

EXHIBIT A
434.815

Description	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
Employee Services (Exhibit B)	$ 279,194	$ 240,634	$ 238,499	$ 239,761
Supplies, Services & Capital Outlay (Exhibit C)	97,658	111,984	88,108	48,383
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	376,852	352,618	326,607	288,144
Transfers Out (Exhibit E)	180,448	233,860	210,422	210,422
APPROPRIATION TOTAL	$ 557,300	$ 586,478	$ 537,029	$ 498,566

FUNDING SOURCE(s)

Description	Fund	Acct. #	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
RDA Administration	434	Misc.	$ 557,300	$ 586,478	$ 26,000	$ 26,000
RDA Debt Service	364	9899	-	-	511,029	472,566
TOTAL			$ 557,300	$ 586,478	$ 537,029	$ 498,566

REVENUES MONITORED BY THIS PROGRAM

Investment Earnings	434	4410	$ 46,425	$ 9,002	$ 25,000	$ 25,000
RDA Debt Service	434	6899	-	-	511,029	472,566
Other Revenue	434	4965	64,442	980	1,000	1,000
* Interest Payment						
TOTAL			$ 110,867	$ 9,982	$ 537,029	$ 498,566

CITY OF CAMPBELL
OPERATING BUDGET - Transfers Detail
PROGRAM: REDEVELOPMENT AGENCY - ADMINISTRATION

EXHIBIT E
434.815

Account Description	11/12 Adopted
9899 TRANSFERS OUT	
City Council # 101.501 (Redevelopment Agency Board)	$ 1,860
City Manager # 101.510 (City Manager) *	35,559
City Clerk #101.511 (City Clerk) *	17,360
Finance # 101.535 (Finance Director & Accountant) *	51,169
Administrative Cost Allocation # 101.540 (Non-Departmental) *	49,448
Community Development # 101.552 (Policy Development Support) *	20,340
Public Works # 101.701 (Engineering Division Administration) *	34,686
TOTAL TRANSFERS OUT	$ 210,422

* Operating Transfer Allocation; 80% to Program 815 & 20% to Program 817

SELECTION CRITERIA: orgn.fund='434' expledgr.account='9899'
ACCOUNTING PERIODS: 1/12 THRU 13/12

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 434 - RDA ADMIN/CAP PROJ FUND
BUDGET UNIT - 434.0501 - CITY COUNCIL

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9899 OPERATING TRANSFERS OUT									
434-OF-89-9800-434.0501 - CITY COUNCIL									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
09/09/11	11	1			1,860.00			POSTED FROM BUDGET SYSTEM	
01/31/12	19	7	J1/48			1,085.00		JUL-JAN RDA BOARD SVCS	
02/21/12	13	8			-775.00			BA 18 MIDYEAR ADJUST	
TOTAL OPERATING TRANSFERS OUT					1,085.00	1,085.00	.00		.00
TOTAL BUDGET UNIT - CITY COUNCIL					1,085.00	1,085.00	.00		.00
434-OF-89-9800-434.0510 - CITY MANAGER									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
09/09/11	11	1			35,559.00			POSTED FROM BUDGET SYSTEM	
01/31/12	19	7	J1/48			20,743.00		JUL-JAN ADMIN SVCS	
02/21/12	13	8			-14,816.00			BA 18 MIDYEAR ADJUST	
TOTAL OPERATING TRANSFERS OUT					20,743.00	20,743.00	.00		.00
TOTAL BUDGET UNIT - CITY MANAGER					20,743.00	20,743.00	.00		.00
434 OF-89-98000511-434.0511 - CITY CLERK									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
09/09/11	11	1			17,360.00			POSTED FROM BUDGET SYSTEM	
01/31/12	19	7	J1/48			10,127.00		JUL-JAN ADMIN SVCS	
02/21/12	13	8			-7,233.00			BA 18 MIDYEAR ADJUST	
TOTAL OPERATING TRANSFERS OUT					10,127.00	10,127.00	.00		.00
TOTAL BUDGET UNIT - CITY CLERK					10,127.00	10,127.00	.00		.00
434-OF-89-9800-434.0535 - ACCOUNTING SERVICES									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
09/09/11	11	1			51,169.00			POSTED FROM BUDGET SYSTEM	
01/31/12	19	7	J1/48			29,849.00		JUL-JAN ADMIN SVCS	

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

SELECTION CRITERIA: orgn.fund='434' expledgr.account='9899'
ACCOUNTING PERIODS: 1/12 THRU 13/12

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 434 - RDA ADMIN/CAP PROJ FUND
BUDGET UNIT - 434.0535 - ACCOUNTING SERVICES

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9899 OPERATING TRANSFERS OUT (cont'd)									
02/21/12	13	8			-21,320.00			BA 18 MIDYEAR ADJUST	
TOTAL OPERATING TRANSFERS OUT					29,849.00	29,849.00	.00		.00
TOTAL BUDGET UNIT - ACCOUNTING SERVICES					29,849.00	29,849.00	.00		.00
434 OF-89-9800-434.0540 - NON-DEPARTMENTAL									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
09/09/11	11	1			49,448.00			POSTED FROM BUDGET SYSTEM	
01/31/12	19	7	J1/48			28,845.00		JUL-JAN ADMIN SVCS	
02/21/12	13	8			-20,263.00			BA 18 MIDYEAR ADJUST	
TOTAL OPERATING TRANSFERS OUT					29,185.00	28,845.00	.00		340.00
TOTAL BUDGET UNIT - NON-DEPARTMENTAL					29,185.00	28,845.00	.00		340.00
434-OF-89-9800-434.0552 - POLICY DEVELOPMENT									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
09/09/11	11	1			20,340.00			POSTED FROM BUDGET SYSTEM	
01/31/12	19	7	J1/48			11,865.00		JUL-JAN ADMIN SVCS	
02/21/12	13	8			-8,475.00			BA 18 MIDYEAR ADJUST	
TOTAL OPERATING TRANSFERS OUT					11,865.00	11,865.00	.00		.00
TOTAL BUDGET UNIT - POLICY DEVELOPMENT					11,865.00	11,865.00	.00		.00
434-OF-89-9800-434.0701 - PUBLIC WORKS - ADMIN									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
09/09/11	11	1			34,686.00			POSTED FROM BUDGET SYSTEM	
01/31/12	19	7	J1/48			20,234.00		JUL-JAN ADMIN SVCS	
02/21/12	13	8			-14,452.00			BA 18 MIDYEAR ADJUST	
TOTAL OPERATING TRANSFERS OUT					20,234.00	20,234.00	.00		.00
TOTAL BUDGET UNIT - PUBLIC WORKS - ADMIN					20,234.00	20,234.00	.00		.00
TOTAL FUND - RDA ADMIN/CAP PROJ FUND					123,088.00	122,748.00	.00		340.00

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

SELECTION CRITERIA: orgn.fund='434' expledgr.account='9899'
ACCOUNTING PERIODS: 1/12 THRU 13/12

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 434 - RDA ADMIN/CAP PROJ FUND
BUDGET UNIT - 434.0701 - PUBLIC WORKS - ADMIN

ACCOUNT / DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9899 OPERATING TRANSFERS OUT									
TOTAL REPORT					123,088.00	122,748.00	.00		340.00

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

RDA HOUSING FUND - (223)
Redevelopment Agency - 20% Housing Program (817)
Program Manager - Community Development Manager

MISSION STATEMENT

Administer, plan and manage the activities, revenues and expenditures of the Agency's low and moderate income (20% set-aside) housing program in compliance with California Community Redevelopment Law, Agency Board and City Council policies, the Central Campbell Redevelopment Plan and the adopted AB1290 Implementation Plan.

ONGOING RESPONSIBILITIES

- Recommend appropriate uses for low and moderate income housing funds
- Monitor recipients of low and moderate income housing funds
- Monitor housing developers within the Redevelopment Project Area to ensure they are meeting their below market rate housing requirements consistent with redevelopment law
- Monitor Housing Fund revenues and expenditures related to "Excess Surplus" status
- Monitor Rental Assistance Program
- Implement First Time Homebuyer Program
- Complete five to ten First Time Homebuyer Loans

MAJOR WORKPLAN ITEMS FOR FISCAL YEAR 2011 - 2012

- Identify deteriorating multi-family properties and contact non-profit affordable housing groups to discuss partnership acquisition opportunities

PERFORMANCE OUTCOMES

	Measure	FY 09	FY 10	FY 11
1	Number of affordability applications reviewed for new BMR units	0	4	0
2	Total number of affordable units constructed.	0	4	0

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: REDEVELOPMENT AGENCY - 20% HOUSING

EXHIBIT A
223.817

Description	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
Employee Services (Exhibit B)	$ 118,194	$ 119,704	$ 150,525	$ 157,394
Supplies, Services & Capital Outlay (Exhibit C)	252,235	3,852,148	1,275,490	343,100
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	370,429	3,971,852	1,426,015	500,494
Transfers Out (Exhibit E)	92,773	94,532	104,201	104,601
APPROPRIATION TOTAL	**$ 463,202**	**$ 4,066,384**	**$ 1,530,216**	**$ 605,095**

FUNDING SOURCE(s)

Description	Fund	Acct. #	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
RDA 20% Housing Fund	223	Misc.	$ 463,202	$ 4,066,384	$ 1,530,216	$ 605,095
Beginning Fund Balance	223	6090	-	-	-	-
TOTAL			$ 463,202	$ 4,066,384	$ 1,530,216	$ 605,095

REVENUES MONITORED BY THIS PROGRAM

Tax Increment Rev. (20% Set Aside)	223	4001-05	$ 1,486,937	$ 1,440,971	$ 1,442,000	$ 1,288,735
Interest Income	223	4410	230,445	86,167	125,000	75,000
Other Interest	223	4450	8,626	52,277	-	-
Other Revenue	223	4965	11,921	65,668	-	-
TOTAL			$ 1,737,929	$ 1,645,083	$ 1,567,000	$ 1,363,735

CITY OF CAMPBELL
OPERATING BUDGET - Transfers Detail
PROGRAM: REDEVELOPMENT AGENCY - 20% HOUSING

EXHIBIT E
223.817

Account Description	11/12 Adopted
9899 TRANSFERS OUT	
Finance # 101.535 (Finance Director & Accountant) (Charged @ 20%) *	$ 11,959
Public Works # 101.701 (Engineering Division Administration (Charged @ 20%) *	8,672
City Clerk #101.511 (City Clerk) (Charged @ 20%)*	4,340
City Manager # 101.510 (City Manager) (Charged @ 20%) *	19,185
Administrative Cost Allocation # 101.540 (Non-Departmental) (Charged @ 20%) *	12,361
Community Development # 101.552 (Policy Development) (Charged @20%) *	5,084
Community Development - CDBG # 208.555 (Shared Housing)	7,000 } 33,000
Community Development - CDBG # 208.555 (Rental Assistance) **	26,000 }
Community Development - HCD # 208.553 (Emergency Housing Rehab)	10,000
* Remaining 80% of Total Transfers in Program 434.815	
** Distribute $20,000 to Charities Housing & $6,600 to Sacred Heart	
TOTAL TRANSFERS OUT	**$ 104,601**

SELECTION CRITERIA: orgn.fund='223' expledgr.account='9899'
ACCOUNTING PERIODS: 1/12 THRU 13/12

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 223 - 20% HOUSING FUND
BUDGET UNIT - 223.0510 - CITY MANAGER ADMIN

ACCOUNT / DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9899 OPERATING TRANSFERS OUT									
223-OF-89-9800-223.0510 - CITY MANAGER ADMIN									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
09/09/11	11-1				19,185.00			POSTED FROM BUDGET SYSTEM	
01/31/12	19-7		J1/48			11,191.00		JUL-JAN ADMIN SVCS	
02/21/12	13-8				-7,994.00			BA 18 MIDYEAR ADJUST	
TOTAL OPERATING TRANSFERS OUT					11,191.00	11,191.00	.00		.00
TOTAL BUDGET UNIT - CITY MANAGER ADMIN					11,191.00	11,191.00	.00		.00
223-OF-89-98000511-223.0511 - CITY CLERK									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
09/09/11	11-1				4,340.00			POSTED FROM BUDGET SYSTEM	
01/31/12	19-7		J1/48			2,532.00		JUL-JAN ADMIN SVCS	
02/21/12	13-8				-1,808.00			BA 18 MIDYEAR ADJUST	
TOTAL OPERATING TRANSFERS OUT					2,532.00	2,532.00	.00		.00
TOTAL BUDGET UNIT - CITY CLERK					2,532.00	2,532.00	.00		.00
223-OF-89-9800-223.0535 - ACCOUNTING									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
09/09/11	11-1				11,959.00			POSTED FROM BUDGET SYSTEM	
01/31/12	19-7		J1/48			6,976.00		JUL-JAN ADMIN SVCS	
02/21/12	13-8				-4,983.00			BA 18 MIDYEAR ADJUST	
TOTAL OPERATING TRANSFERS OUT					6,976.00	6,976.00	.00		.00
TOTAL BUDGET UNIT - ACCOUNTING					6,976.00	6,976.00	.00		.00
223 OF-89-9800-223.0540 - NON-DEPARTMENTAL									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
09/09/11	11-1				12,361.00			POSTED FROM BUDGET SYSTEM	
01/31/12	19-7		J1/48			7,211.00		JUL-JAN ADMIN SVCS	

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

SELECTION CRITERIA: orgn.fund='223' expledgr.account='9899'
ACCOUNTING PERIODS: 1/12 THRU 13/12

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 223 - 20% HOUSING FUND
BUDGET UNIT - 223.0540 - NON-DEPARTMENTAL

ACCOUNT / DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9899 OPERATING TRANSFERS OUT (cont'd)									
02/21/12 13-8					-5,150.00			BA 18 MIDYEAR ADJUST	
TOTAL OPERATING TRANSFERS OUT					7,211.00	7,211.00	.00		.00
TOTAL BUDGET UNIT - NON-DEPARTMENTAL					7,211.00	7,211.00	.00		.00
223-OF-89-9800-223.0552 - POLICY DEVELOPMENT									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
09/09/11 11-1					5,084.00			POSTED FROM BUDGET SYSTEM	
01/31/12 19-7	J1/48					2,966.00		JUL-JAN ADMIN SVCS	
02/21/12 13-8					-2,118.00			BA 18 MIDYEAR ADJUST	
TOTAL OPERATING TRANSFERS OUT					2,966.00	2,966.00	.00		.00
TOTAL BUDGET UNIT - POLICY DEVELOPMENT					2,966.00	2,966.00	.00		.00
223-OF-89-9800-223.0553 - HOUSING									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
09/09/11 11-1					10,000.00			POSTED FROM BUDGET SYSTEM	
TOTAL OPERATING TRANSFERS OUT					10,000.00	.00	.00		10,000.00
TOTAL BUDGET UNIT - HOUSING					10,000.00	.00	.00		10,000.00
223-OF-89-9800-223.0555 - HOUSING - CDBG									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
09/09/11 11-1					33,000.00			POSTED FROM BUDGET SYSTEM	
01/31/12 19 7	J1/48					12,733.00		JUL-JAN HOUSING ASSIST	
TOTAL OPERATING TRANSFERS OUT					33,000.00	12,733.00	.00		20,267.00
TOTAL BUDGET UNIT - HOUSING - CDBG					33,000.00	12,733.00	.00		20,267.00
223-OF-89-9800-223.0701 - PW ADMINISTRATION									
9899 OPERATING TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

SELECTION CRITERIA: orgn.fund='223' expledgr.account='9899'
ACCOUNTING PERIODS: 1/12 THRU 13/12

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 223 - 20% HOUSING FUND
BUDGET UNIT - 223.0701 - PW ADMINISTRATION

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9899 OPERATING TRANSFERS OUT (cont'd)									
09/09/11	11-1				8,672.00			POSTED FROM BUDGET SYSTEM	
01/31/12	19-7		J1/48			5,059.00		JUL-JAN ADMIN SVCS	
02/21/12	13-8				-3,613.00			BA 18 MIDYEAR ADJUST	
TOTAL OPERATING TRANSFERS OUT					5,059.00	5,059.00	.00		.00
TOTAL BUDGET UNIT - PW ADMINISTRATION					5,059.00	5,059.00	.00		.00
TOTAL FUND - 20% HOUSING FUND					78,935.00	48,668.00	.00		30,267.00
TOTAL REPORT					78,935.00	48,668.00	.00		30,267.00

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: CITY COUNCIL

EXHIBIT A
101.501

Description	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
Employee Services (Exhibit B)	$ 111,117	$ 103,932	$ 122,726	$ 128,559
Supplies, Services & Capital Outlay (Exhibit C)	143,291	124,961	128,695	131,242
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	254,408	228,893	251,421	259,801
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 254,408	$ 228,893	$ 251,421	$ 259,801

FUNDING SOURCE(s)

Description	Fund	Acct. #	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
General Fund Revenues	101	Misc.	$ 198,746	$ 172,781	$ 197,186	$ 205,679
Gas Tax	204	9899	52,362	52,362	52,375	52,262
RDA - Administration	434	9899	3,300	3,750	1,860	1,860
TOTAL			$ 254,408	$ 228,893	$ 251,421	$ 259,801

REVENUES MONITORED BY THIS PROGRAM

Gas Tax - Transfers In	101	6899	$ 52,362	$ 52,362	$ 52,375	$ 52,262
RDA - Administration - Transfers In	101	6899	3,300	3,750	1,860	1,860
TOTAL			$ 55,662	$ 56,112	$ 54,235	$ 54,122

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: CITY MANAGER - ADMINISTRATION

EXHIBIT A
101.510

Description	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
Employee Services (Exhibit B)	$ 506,852	$ 511,029	$ 479,704	$ 498,951
Supplies, Services & Capital Outlay (Exhibit C)	123,935	122,303	100,790	100,790
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	630,787	633,332	580,494	599,741
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 630,787	$ 633,332	$ 580,494	$ 599,741

FUNDING SOURCE(s)

Description	Fund	Acct. #	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
General Fund Revenues	101	Misc.	$ 564,149	$ 561,088	$ 508,250	$ 527,497
Environmental Services	209	9899	17,500	17,500	17,500	17,500
RDA - 20% Housing	223	9899	18,272	19,185	19,185	19,185
RDA - Administration	434	9899	30,866	35,559	35,559	35,559
TOTAL			$ 630,787	$ 633,332	$ 580,494	$ 599,741

REVENUES MONITORED BY THIS PROGRAM

Cable TV Franchise Fee	101	4122	$ 396,917	$ 378,820	$ 380,000	$ 383,000
Environmental Services - Transfers In	101	6899	17,500	17,500	17,500	17,500
RDA - 20% Housing - Transfers In	101	6899	18,272	19,185	19,185	19,185
RDA - Administration - Transfers In	101	6899	30,866	35,559	35,559	35,559
AT&T Franchise Fee	101	4125	34,770	67,279	58,000	88,000
TOTAL			$ 498,325	$ 518,343	$ 510,244	$ 543,244

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: CITY MANAGER - CITY CLERK

EXHIBIT A
101.511

Description	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
Employee Services (Exhibit B)	$ 295,667	$ 273,856	$ 226,070	$ 240,569
Supplies, Services & Capital Outlay (Exhibit C)	164,331	87,075	188,773	89,073
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	459,998	360,931	414,843	329,642
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 459,998	$ 360,931	$ 414,843	$ 329,642

FUNDING SOURCE(s)

Description	Fund	Acct. #	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
General Fund Revenues	101	Misc.	$ 459,998	$ 339,231	$ 393,143	$ 307,942
RDA 20% Housing	223	9899	-	4,340	4,340	4,340
RDA Administration	434	9899	-	17,360	17,360	17,360
TOTAL			$ 459,998	$ 360,931	$ 414,843	$ 329,642

REVENUES MONITORED BY THIS PROGRAM

Business License Fee *	101	4152	$ 232,424	$ 214,198	$ -	$ -
Business License Application & Processing Fee *	101	4652	81,274	78,472	-	-
Expense Abatement-Bus Passes	101	4967	(4,770)	44	-	-
Cash Over/Short	101	6070	(1)	2	-	-
RDA - 20% Housing - Transfer In	101	6899	-	4,340	4,340	4,340
RDA - Administration - Transfer In	101	6899	-	17,360	17,360	17,360
* Cashiering & Business License moved to Accounting Program 535 for FY 11.						
TOTAL			$ 308,927	$ 314,416	$ 21,700	$ 21,700

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: FINANCE - ACCOUNTING

EXHIBIT A
101.535

Description	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
Employee Services (Exhibit B)	$ 936,007	$ 998,574	$ 909,595	$ 955,789
Supplies, Services & Capital Outlay (Exhibit C)	210,672	232,273	227,945	239,705
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	1,146,679	1,230,847	1,137,540	1,195,494
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 1,146,679	$ 1,230,847	$ 1,137,540	$ 1,195,494

FUNDING SOURCE(s)

Description	Fund	Acct. #	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
General Fund Revenues	101	Misc.	$ 997,166	$ 1,075,471	$ 979,840	$ 1,037,794
RDA - 20 % Housing Program	223	9899	11,390	11,959	11,959	11,959
LID #30 Fund	367	9899	1,000	1,100	1,100	1,100
RDA - Administration	434	9899	48,733	51,169	51,169	51,169
Motor Vehicle Pool	641	9899	10,000	10,000	10,000	10,000
Information Technologies Pool	647	9899	21,708	22,576	24,900	24,900
Environmental Services	209	9899	31,000	31,000	31,000	31,000
RDA Debt Service (2% Property Tax)	364	9899	25,682	27,572	27,572	27,572
TOTAL			$ 1,146,679	$ 1,230,847	$ 1,137,540	$ 1,195,494

REVENUES MONITORED BY THIS PROGRAM

Property Tax	101	4001-06	$ 8,882,191	$ 8,761,391	$ 8,977,000	$ 8,664,000
Sales and Use Tax	101	4110	6,676,690	6,308,977	6,230,000	6,318,000
Sales Tax Backfill	101	4115	2,545,578	1,658,215	1,700,000	2,000,000
Transactions & Use Tax	101	4112	403,130	1,527,210	1,400,000	1,780,000
Franchise - Electric	101	4120	365,522	356,928	365,000	365,000
Franchise - Gas	101	4121	121,783	84,623	100,000	100,000
Transient Occupancy Tax	101	4150	1,287,184	1,297,573	1,476,000	1,839,000
Real Property Transfer Tax	101	4153	192,369	172,449	180,000	180,000
Investment Earnings	101	4410	883,274	375,086	714,000	423,000
GASB 31 Market Value Adjustment	101	4431	210,245	30,667	-	-
Other Interest	101	4450	25,841	15,231	15,000	15,000
State M.V.I.L. Tax	101	4580	176,389	155,074	130,000	140,000
H.O.P.T.R. Tax	101	4581	44,051	43,875	45,000	45,000
Reimbursement - Mandated Cost	101	4584	10,566	18,052	25,000	25,000
Off-Hwy. MV License Tax	101	4586	-	-	1,000	-
Sale of Real/Personal Property	101	4960	3,222	2,194	3,000	3,000
Insurance Claims Refund	101	4962	12,160	2,053	10,000	10,000
Other Revenue	101	4965	243,230	26,414	25,000	25,000
Business License Tax	101	4152	-	-	215,000	605,000
Business License Processing Fee	101	4652	-	-	140,000	-
Misc. Fund Transfers-In	101	6899	149,513	155,376	157,700	157,700
Economic Fluctuations Reserve	101	6090	729,000	1,783,000	-	-
Construction Tax Reserve	101	6090	-	125,000	-	-
TOTAL			$ 22,961,938	$ 22,899,388	$ 21,908,700	$ 22,694,700

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: FINANCE - NON-DEPARTMENTAL

EXHIBIT A
101.540

Description	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
Employee Services (Exhibit B)	$ -	$ -	$ 117,392	$ 200,000
Supplies, Services & Capital Outlay (Exhibit C)	725,277	689,498	741,700	844,700
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	725,277	689,498	859,092	1,044,700
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 725,277	$ 689,498	$ 859,092	$ 1,044,700

FUNDING SOURCE(s)

Description	Fund	Acct. #	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
General Fund Revenues	101	Misc.	$ 595,374	$ 617,689	$ 521,283	$ 506,891
Lighting & Landscaping District	207	9899	10,000	10,000	10,000	10,000
RDA - 20% Housing	223	9899	11,773	12,361	12,361	12,361
RDA - Administration	434	9899	47,094	49,448	49,448	49,448
General Fund - Beginning Fund Bal. (General Liability Reserve)	101	6090	61,036	-	40,000	50,000
General Fund - OPEB Reserve	101	6090	-	-	126,000	216,000
General Fund - CIPR	101	6090	-	-	100,000	100,000
General Fund - PERS Reserve	101	6090	-	-	-	100,000
TOTAL			$ 725,277	$ 689,498	$ 859,092	$ 1,044,700

REVENUES MONITORED BY THIS PROGRAM

Rental / Leases	101	4810	$ (1,566)	$ 1,159	$ -	$ -
Other Revenue	101	4965	-	19,015	-	-
Lighting & Landscaping District - Trsfs.	101	6899	10,000	10,000	10,000	10,000
RDA - 20% Housing - Transfers In	101	6899	11,773	12,361	12,361	12,361
RDA - Administration - Transfers In	101	6899	47,094	49,448	49,448	49,448
TOTAL			$ 67,301	$ 91,983	$ 71,809	$ 71,809

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: COMMUNITY DEVELOPMENT - POLICY DEVELOPMENT

EXHIBIT A
101.552

Description	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
Employee Services (Exhibit B)	$ 168,090	$ 174,115	$ 159,804	$ 167,458
Supplies, Services & Capital Outlay (Exhibit C)	33,563	8,406	8,258	8,258
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	201,653	182,521	168,062	175,716
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 201,653	$ 182,521	$ 168,062	$ 175,716

FUNDING SOURCE(s)

Description	Fund	Acct. #	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
General Fund Revenues	101	Misc.	$ 177,439	$ 157,097	$ 142,638	$ 150,292
RDA - 20% Housing Fund	223	9899	4,842	5,084	5,084	5,084
RDA - Administration	434	9899	19,372	20,340	20,340	20,340
TOTAL			$ 201,653	$ 182,521	$ 168,062	$ 175,716

REVENUES MONITORED BY THIS PROGRAM

General Plan Maintenance Fee *	101	4670	$ 41,117	$ 17,617	$ -	$ -
RDA - Transfers In	101	6899	24,214	25,424	25,424	25,424
* Non-operating revenue						
TOTAL			$ 65,331	$ 43,041	$ 25,424	$ 25,424

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: COMMUNITY DEVELOPMENT - HOUSING

EXHIBIT A
208.553

Description	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
Employee Services (Exhibit B)	$ 73,301	$ 76,095	$ 79,595	$ 83,250
Supplies, Services & Capital Outlay (Exhibit C)	5,676	20,409	164,358	164,358
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	78,977	96,504	243,953	247,608
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 78,977	$ 96,504	$ 243,953	$ 247,608

FUNDING SOURCE(s)

Description	Fund	Acct. #	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
Housing & Comm. Development	208	Misc.	$ 78,929	$ 96,173	$ 72,832	$ 62,000
Beginning Fund Balance *	208	6090	-	-	161,121	175,608
RDA Housing Rehab Grant	223	9899	48	331	10,000	10,000
* HCD program expenses paid from existing HCD cash balance.						
TOTAL			$ 78,977	$ 96,504	$ 243,953	$ 247,608

REVENUES MONITORED BY THIS PROGRAM

Loan & Grants (Rehab. Program):						
Program Interest	208	4410	$ -	$ 10,499	$ -	$ -
Principal Repayment *	208	4966	-	-	-	-
Principal (Early) Repayment *	208	4966	-	-	-	-
Support Services:						
CDBG County Rehab.	208	4520	118,214	119,411	28,372	24,000
CDBG County Code Enforcement	208	4520	-	-	44,460	38,000
Other Revenue	208	4965	2,034	86	-	-
Principal Repayment	208	4966	(1,792)	-	-	-
RDA Housing Rehab Grant	208	6899	48	331	10,000	10,000
* Low Interest Housing Loans Total Portfolio $1.3 - $1.7M						
TOTAL			$ 118,504	$ 130,327	$ 82,832	$ 72,000

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: COMMUNITY DEVELOPMENT - HOUSING/CDBG

EXHIBIT A
208.555

Description	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
Employee Services (Exhibit B)	$ 15,505	$ 14,550	$ 16,883	$ 17,695
Supplies, Services & Capital Outlay (Exhibit C)	139,990	134,359	135,220	131,808
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	155,495	148,909	152,103	149,503
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 155,495	$ 148,909	$ 152,103	$ 149,503

FUNDING SOURCE(s)

Description	Fund	Acct. #	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
Housing & Comm. Development	208	Misc.	$ 50,236	$ 58,309	$ 63,620	$ 44,808
Rental Dispute Fees	208	4663	65,831	58,000	60,082	54,000
RDA 20% Housing	223	9899	39,428	32,600	32,600	33,000
General Fund	101	9899	-	-	-	17,695
TOTAL			$ 155,495	$ 148,909	$ 156,302	$ 149,503

REVENUES MONITORED BY THIS PROGRAM

CDBG Administration	208	4520	$ 15,000	$ 15,000	$ 15,000	$ -
CDBG Non-Profit Contracts	208	4520	-	-	48,620	44,808
Rental Dispute Fees ($11/Rental Unit)*	208	4663	65,831	59,613	60,082	54,000
RDA 20% Housing - Transfers In	208	6899	39,428	32,600	32,600	33,000
General Fund - Transfers In	208	6899	-	-	-	17,695
* Revenue Used to Offset Costs for Mediation Program.						
TOTAL			$ 120,259	$ 107,213	$ 156,302	$ 149,503

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: PUBLIC WORKS - DEPARTMENT ADMINISTRATION

EXHIBIT A
101.701

Description	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
Employee Services (Exhibit B)	$ 448,835	$ 447,146	$ 417,079	$ 245,323
Supplies, Services & Capital Outlay (Exhibit C)	69,912	53,066	61,726	60,326
	-	-	-	-
Total Before Transfers	518,747	500,212	478,805	305,649
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 518,747	$ 500,212	$ 478,805	$ 305,649

FUNDING SOURCE(s)

Description	Fund	Acct. #	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
General Fund Revenues	101	Misc.	$ 363,644	$ 339,054	$ 317,647	$ 149,491
Lighting & Landscaping District	207	9899	10,000	10,000	10,000	10,000
Environmental Programs	209	9899	105,000	102,800	102,800	102,800
RDA - 20% Housing Fund	223	9899	7,020	8,672	8,672	8,672
RDA - Administration	434	9899	28,083	34,686	34,686	34,686
Motor Vehicle Pool	641	9899	5,000	5,000	5,000	-
TOTAL			$ 518,747	$ 500,212	$ 478,805	$ 305,649

REVENUES MONITORED BY THIS PROGRAM

Franchise - San Jose Water	101	4124	$ 134,940	$ 131,377	$ 140,000	$ 135,000
Lighting & Landscaping District - Trsfs.	101	6899	10,000	10,000	10,000	10,000
Environmental Programs - Transfers In	101	6899	105,000	102,800	102,800	102,800
RDA - 20% Housing Fund - Transfers In	101	6899	7,020	8,672	8,672	8,672
RDA - Administration - Transfers In	101	6899	28,083	34,686	34,686	34,686
Motor Vehicle Pool - Transfers In	101	6899	5,000	5,000	5,000	-
Tree in Lieu Fee	101	4971	2,748	7,850	-	-
TOTAL			$ 292,791	$ 300,385	$ 301,158	$ 291,158

CITY OF CAMPBELL
OPERATING BUDGET - Summary of Exhibits
PROGRAM: PUBLIC WORKS - SIGNALS & LIGHTING MAINTENANCE

EXHIBIT A
207.770

Description	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
Employee Services (Exhibit B)	$ 278,915	$ 287,497	$ 270,065	$ 278,739
Supplies, Services & Capital Outlay (Exhibit C)	456,240	423,772	379,026	378,526
Debt Service (Exhibit D)	-	-	-	-
Total Before Transfers	735,155	711,269	649,091	657,265
Transfers Out (Exhibit E)	-	-	-	-
APPROPRIATION TOTAL	$ 735,155	$ 711,269	$ 649,091	$ 657,265

FUNDING SOURCE(s)

Description	Fund	Acct. #	08/09 Actual	09/10 Actual	10/11 Adopted	11/12 Adopted
Lighting & Landscape District (LLA-1)	207	Misc.	$ (61,955)	$ (39,760)	$ -	$ -
Campbell Municipal Lighting Dist.- Prop. Tax	207	4001-4582	712,386	670,083	581,591	526,765
USA Marking Fees	207	4701	17,925	15,975	17,000	18,000
Insurance Claims Refund	207	4962	2,032	22,285	15,000	15,000
RDA Property Tax Share to CMLD	434	9899	34,767	38,062	33,000	95,000
GF Construction Tax Reserve	101	9899	30,000	-	-	-
Signal Maintenance Cost Sharing	207	4542	-	4,624	2,500	2,500
TOTAL			$ 735,155	$ 711,269	$ 649,091	$ 657,265

REVENUES MONITORED BY THIS PROGRAM

Campbell Municipal Lighting Dist. - Prop. Tax	207	4001-4582	$ 712,386	$ 670,083	$ 720,000	$ 675,000
USA Marking Fees	207	4701	17,925	15,975	17,000	18,000
Insurance Claims Refund	207	4962	2,032	22,285	15,000	15,000
CMLD Tax Share (RDA)	207	6899	31,767	35,062	33,000	95,000
GF - Construction Tax Reserve	207	6899	30,000	-	-	-
Other Revenue	207	4965	-	304	-	-
Signal Maintenance Cost Sharing (Moved from 101.720 Prog)	207	4542	-	4,624	2,500	2,500
Other Interest	207	4450	5,811	-	-	-
RDA - Downtown Streetlight Repair	207	6899	3,000	3,000	-	-
TOTAL			$ 802,921	$ 751,333	$ 787,500	$ 805,500

SPI - FINANCIAL ACCOUNTING V4.1 — PAGE NUMBER: 1
DATE: 08/08/12 — CITY OF CAMPBELL — AUDIT21
TIME: 17:11:36 — EXPENDITURE AUDIT TRAIL

SELECTION CRITERIA: 1=1 expledgr.key_orgn='435.0912'
ACCOUNTING PERIODS: 1/12 THRU 13/12

CIP 09-12
FY 12 EXPENSE

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 435 - CAPITAL PROJECT FUND
BUDGET UNIT - 435.0912 - ECA STREETSCAPE PHASE II

ACCOUNT / DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
7130 PROJECT SALARY & BENEFITS									
435 CO-60-95000912-435.0912 - ECA STREETSCAPE PHASE II									
7130 PROJECT SALARY & BENEFITS					.00	.00	.00	BEGINNING BALANCE	
09/09/11	11-1				.00			POSTED FROM BUDGET SYSTEM	
10/13/11	19-4		J10/15A			854.00		PPE 10/2 PETERSEN 10 HRS	
10/27/11	19-4		J10/15B			65.67		PPE 10/16 ANTONIO 1 HR	
TOTAL PROJECT SALARY & BENEFITS					.00	919.67	.00		-919.67
7430 PROF & SPECIAL SERVICES					.00	.00	.00	BEGINNING BALANCE	
08/17/11	13-1				2,000.00			PRIOR YR ENCUM-R0110215	
08/17/11	13-1				5,599.00			PRIOR YR ENCUM-S0100554	
08/17/11	13-1				7,552.50			PRIOR YR ENCUM-R0110215	
08/17/11	17-1	20100554-01		00004569 ALVAREZ & ASSOCI			5,599.00	ENC CARRY FRWRD-S0100554	
08/17/11	17-1	20110215-01		10008300 KIMLEY HORN & AS			7,552.50	ENC CARRY FRWRD-R0110215	
08/17/11	17-1	20110215-02		10008300 KIMLEY HORN & AS			2,000.00	ENC CARRY FRWRD-R0110215	
09/09/11	11-1				.00			POSTED FROM BUDGET SYSTEM	
10/17/11	21-4	20100554-01	233861	00004569 ALVAREZ & ASSOCI		5,599.00	-5,599.00	SURVEY WORK	
04/09/12	21-9	20110215-01	236183	10008300 KIMLEY HORN & AS		1,080.00	-1,080.00	RVCS THRU 02/29/12	
05/28/12	21-11	20110215-01	236836	10008300 KIMLEY HORN & AS		607.50	-607.50	SRVCS THRU 04/30/12	
06/11/12	21-12	20110215-01		10008300 KIMLEY HORN & AS		.00	-5,865.00	CONSULTANT SERVICES	
06/11/12	21-12	20110215-02		10008300 KIMLEY HORN & AS		.00	-2,000.00	CONTINGENCY	
TOTAL PROF & SPECIAL SERVICES					15,151.50	7,286.50	.00		7,865.00
7883 IMP OTHER THAN BUILDING					.00	.00	.00	BEGINNING BALANCE	
08/17/11	13-1				400.00			PRIOR YR ENCUM-R0110152	
08/17/11	13-1				76,251.69			PRIOR YR ENCUM-S0100481	
08/17/11	13-1				13,000.00			PRIOR YR ENCUM-S0100481	
08/17/11	13-1				100.00			PRIOR YR ENCUM-R0110152	
08/17/11	13-1				100.00			PRIOR YR ENCUM-R0110152	
08/17/11	17-1	20100481-01		10010021 REDGWICK CONSTRU			76,251.69	ENC CARRY FRWRD-S0100481	
08/17/11	17-1	20100481-02		10010021 REDGWICK CONSTRU			13,000.00	ENC CARRY FRWRD-S0100481	
08/17/11	17-1	20110152-01		00005593 FIDELITY NATIONA			400.00	ENC CARRY FRWRD-R0110152	
08/17/11	17-1	20110152-02		00005593 FIDELITY NATIONA			100.00	ENC CARRY FRWRD-R0110152	
08/17/11	17-1	20110152-03		00005593 FIDELITY NATIONA			100.00	ENC CARRY FRWRD-R0110152	
09/09/11	11-1				.00			POSTED FROM BUDGET SYSTEM	
10/25/11	13-4				2,000.00			FY11 CIP CF TO FY12	

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

SELECTION CRITERIA: 1=1 expledgr.key_orgn='435.0912'
ACCOUNTING PERIODS: 1/12 THRU 13/12

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 435 - CAPITAL PROJECT FUND
BUDGET UNIT - 435.0912 - ECA STREETSCAPE PHASE II

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
7883 IMP OTHER THAN BUILDING (cont'd)									
10/31/11	21-4	20100481-01	234105	10010021 REDGWICK CONSTRU		60,486.07	-60,486.07	PROG PAY #3	
05/07/12	21-11	20100481-01	236564	10010021 REDGWICK CONSTRU		20,563.07	-15,765.62	FINAL PROGESS PAY	
08/03/12	21-13	20100481-02	237815	10010021 REDGWICK CONSTRU		7,094.60	-7,094.60	MISC SIDEWALK IMPROVEMENT	
08/06/12	21-13	20100481-01		10010021 REDGWICK CONSTRU		.00	.00	MISC SIDEWALK IMPROVEMENT	
08/06/12	21-13	20100481-02		10010021 REDGWICK CONSTRU		.00	-5,905.40	10% CONTINGENCY	
TOTAL IMP OTHER THAN BUILDING					91,851.69	88,143.74	600.00		3,107.95
TOTAL BUDGET UNIT - ECA STREETSCAPE PHASE I					107,003.19	96,349.91	600.00		10,053.28
TOTAL FUND - CAPITAL PROJECT FUND					107,003.19	96,349.91	600.00		10,053.28
TOTAL REPORT					107,003.19	96,349.91	600.00		10,053.28

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

CITY OF CAMPBELL
EXPENDITURE AUDIT TRAIL

SELECTION CRITERIA: 1=1 expledgr.key_orgn matches '*.0912' and expledgr.account='9999'
ACCOUNTING PERIODS: 1/12 THRU 13/12

CIP 09-12 FUNDING
FY 12

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 437 - 2002 RDA TAB PROJECTS
BUDGET UNIT - 437.0912 - ECA STREETSCAPE PHASE II

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
9999 CAPITAL TRANSFERS OUT									
437 OF-89-99000912-437.0912 - ECA STREETSCAPE PHASE II									
9999 CAPITAL TRANSFERS OUT					.00	.00	.00	BEGINNING BALANCE	
09/09/11	11-1				.00			POSTED FROM BUDGET SYSTEM	
10/18/11	13-4				107,003.00			FY11 CIP CF TO FY12	
01/31/12	19-7		J1/39			67,005.00		CIP 0912 JULY 11 TO JAN12	
TOTAL CAPITAL TRANSFERS OUT					107,003.00	67,005.00	.00		39,998.00
TOTAL BUDGET UNIT - ECA STREETSCAPE PHASE I					107,003.00	67,005.00	.00		39,998.00
TOTAL FUND - 2002 RDA TAB PROJECTS					107,003.00	67,005.00	.00		39,998.00
TOTAL REPORT					107,003.00	67,005.00	.00		39,998.00

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

SPI - FINANCIAL ACCOUNTING V4.1 — PAGE NUMBER: 1
DATE: 08/17/12 — CITY OF CAMPBELL — AUDIT21
TIME: 12:20:33 — EXPENDITURE AUDIT TRAIL

FY 12

SELECTION CRITERIA: 1=1 expledgr.key_orgn='364.816' and expledgr.account='7438'
ACCOUNTING PERIODS: 1/12 THRU 13/12

SORTED BY: FUND,BUDGET UNIT,ACCOUNT

TOTALED ON: FUND,BUDGET UNIT

PAGE BREAKS ON: FUND

FUND - 364 - DEBT SERVICE FUND - RDA
BUDGET UNIT - 364.816 - REDEV AGENCY-DEBT SERVICE

ACCOUNT DATE	T/C	ENCUMBRANC	REFERENCE	VENDOR	BUDGET	EXPENDITURES	ENCUMBRANCES	DESCRIPTION	CUMULATIVE BALANCE
7438 OTHER CHARGES									
364-DS-17-8160-364.816 - REDEV AGENCY-DEBT SERVICE									
7438 OTHER CHARGES					.00	.00	.00	BEGINNING BALANCE	
09/09/11	11-1				3,589,915.00			POSTED FROM BUDGET SYSTEM	
01/31/12	19-7		J1/49			233,333.00		COM CTR AGREE JUL - JAN	
TOTAL OTHER CHARGES					3,589,915.00	233,333.00	.00		3,356,582.00
TOTAL BUDGET UNIT - REDEV AGENCY-DEBT SERVI					3,589,915.00	233,333.00	.00		3,356,582.00
TOTAL FUND - DEBT SERVICE FUND - RDA					3,589,915.00	233,333.00	.00		3,356,582.00
TOTAL REPORT					3,589,915.00	233,333.00	.00		3,356,582.00

* THERE IS A NOTE ASSOCIATED WITH THIS TRANSACTION

RESOLUTION NO. 1992-13

A RESOLUTION OF THE CITY OF CAMPBELL REDEVELOPMENT AGENCY AUTHORIZING EXECUTION OF A FIRST AMENDMENT TO FISCAL AGREEMENT WITH THE CAMPBELL MUNICIPAL LIGHTING DISTRICT

WHEREAS, on June 21, 1983, by Ordinance No. 1461, the City Council of the City of Campbell adopted the Central Campbell Redevelopment Plan (the "Original Plan"), which Original Plan was subsequently amended by Ordinance No. 1830 adopted on January 15, 1991 (the "Current Plan"); and

WHEREAS, on September 15, 1987, as a result of the adoption of the Original Plan, the City of Campbell Redevelopment Agency (the "Agency") and the Campbell Municipal Lighting District (the "District"), entered into a Fiscal Agreement regarding the alleviation of fiscal burden or detriment caused to the District by the adoption of the Original Plan; and

WHEREAS, the Agency has prepared a Second Amended and Restated Central Campbell Redevelopment Plan (the "Amended Plan") in accordance with the procedures and requirements of the California Community Redevelopment Law (the "CRL") (Health and Safety Code Section 33000 et seq.); and

WHEREAS, the Amended Plan calls for the continued redevelopment of an existing project area and addition to the project area of additional territory (the "Amendment Area") within the City of Campbell pursuant to the CRL; and

WHEREAS, the parties have determined that the adoption by the City and implementation by the Agency of the Amended Plan would, but for the agreements set forth in the attached First Amendment to Fiscal Agreement (the "Amendment"), cause a financial burden or detriment to the District; and

WHEREAS, the Agency and the District desire to enter into the Amendment, the terms of which are set forth in the attached Exhibit A which is incorporated herein by this reference, to alleviate any such potential burden or detriment.

NOW, THEREFORE, BE IT RESOLVED by the City of Campbell Redevelopment Agency Board that the Agency hereby finds and determines, based on evidence provided at this meeting, that the adoption of the Amended Plan by the City and implementation by the Agency would, but for the agreements set forth in the Amendment, cause a financial burden or detriment to the District.

BE IT FURTHER RESOLVED THAT the Agency hereby approves the Amendment in substantially the form attached hereto as Exhibit A with any further modifications as deemed appropriate by the Chairperson, and authorizes and directs the Chairperson to execute the Amendment on behalf of the Agency.

PASSED AND ADOPTED this 19th day of May, 1992, by the following roll call vote:

AYES: Kotowski, Conant, Ashworth, Watson, Burr

NOES: None

ABSENT: None

ABSTAIN: None

APPROVED:

DONALD R. BURR
CHAIRPERSON

ATTEST:

Barbara Kee, Secretary

[illegible] INSTRUMENT IS A [illegible] CORRECT COPY OF THE ORIGINAL [illegible] IN THIS OFFICE.

ATTEST: BARBARA KEE, CITY CLERK, [illegible] CALIFORNIA.

By Janette Hawley, Dep. City Clerk
5/22/92

fiscal agmt

FIRST AMENDMENT TO FISCAL AGREEMENT

THIS FIRST AMENDMENT TO FISCAL AGREEMENT (the "Amendment") is entered into as of May 19, 1992 by and between the CITY OF CAMPBELL REDEVELOPMENT AGENCY, a public body, corporate and politic, and the CAMPBELL MUNICIPAL LIGHTING DISTRICT, a public entity, on the basis of the following facts, understandings, and intentions of the parties:

RECITALS

A. These Recitals refer to and utilize certain capitalized terms which are defined in Section 1 below. The parties intend to refer to those definitions in connection with the use thereof in these Recitals and throughout this Amendment.

B. The City has adopted the Current Plan and established the Existing Project Area.

C. As a result of the adoption of the Current Plan, the Agency and the District entered into the Fiscal Agreement, for which this Amendment constitutes an amendment.

D. The Agency is currently preparing for consideration by the City the Amended Plan which, among other matters, would add the Amendment Area to the Project Area.

E. The District finds that proceeding with the redevelopment goals and objectives under the Amended Plan, including redevelopment of the Amendment Area, is in the interest of the public peace, health, safety and welfare; provided, that assurances can be provided that the effect of tax increment financing will not cause a severe financial burden or detriment on the District.

F. The District is a taxing agency within whose territory the Amended Plan will operate and has concern over the potential negative impact of tax increment financing on its financial situation.

G. Health and Safety Code Section 33401 provides that a redevelopment agency may pay to any affected taxing agency any amounts of money which in Agency's determination are appropriate to alleviate any financial burden or detriment caused to any taxing agency by a redevelopment agency.

H. The District has submitted evidence to the Agency identifying the financial burden or detriment caused by the Project to be undertaken pursuant to the Amended Plan.

I. The Agency has determined that payments of Tax Increment Revenue to District as set forth below are necessary to alleviate the burden and detriment caused to District by the Amended Plan.

J. In consideration of the Fiscal Agreement, as amended by this Amendment, determining the obligations of Agency with respect to the Amended Plan, the District is foregoing the right to contest the adoption of the Amended Plan, the establishment of the Amendment Area as part of the Project Area, and the implementation of the Project.

SECTION 1. Definitions. In addition to the terms defined elsewhere in this Amendment, the terms set forth in this Section shall have the following meanings:

(a) "Agency" means the City of Campbell Redevelopment Agency, a public body, corporate and politic.

(b) "Amendment Area" means the portion of the Project Area to be established by the Amended Plan, generally located as shown in the attached Exhibit B.

(c) "Amended Plan" means the proposed Second Amended and Restated Central Campbell Redevelopment Plan, currently being prepared by the Agency for consideration and adoption by the City.

(d) "Amendment Area Tax Increment Revenue" means those taxes allocated to the Agency pursuant to Health and Safety Code Section 33670 et seq. from increases in assessed valuation of the property in the Amendment Area above the valuation shown on the assessed valuation roll last equalized prior to the date of adoption of the City ordinance adopting the Amended Plan.

(e) "City" means the City of Campbell, a municipal corporation, acting through its governing body, the City Council.

(f) "District" means the Campbell Municipal Lighting District, a public entity.

(g) "District Share" means:

(1) with respect to the Existing Project Area, the portion of Existing Project Area Tax Increment Revenue that the District would receive from the Existing Project Area were the

Current Plan and the Amended Plan not to provide for the division of taxes generated within the Existing Project Area pursuant to Health and Safety Code Section 33670 et seq.; and

(2) with respect to the Amendment Area, the portion of Amendment Area Tax Increment Revenue that the District would receive from the Amendment Area were the Amended Plan not to provide for the division of taxes generated within the Amendment Area pursuant to Heath and Safety Code Section 33670 et seq.

(h) "Current Plan" means the First Amended and Restated Central Campbell Redevelopment Plan, initially adopted pursuant to Ordinance No. 1461 dated June 21, 1983, as amended and restated pursuant to Ordinance No. 1830 dated January 15, 1991.

(i) "Existing Project Area" means the portion of the Project Area established by the Current Plan, generally located as shown in the attached Exhibit B.

(j) "Existing Project Area Tax Increment Revenue" means those taxes allocated to the Agency pursuant to Health and Safety Code Section 33670 et seq. from increases in assessed valuation of the property in the Existing Project Area above the valuation shown on the assessed valuation roll last equalized prior to the date of adoption of City Ordinance No. 1461 initially adopting the Current Plan.

(k) "Fiscal Agreement" means the "Taxing Sharing Agreement Between Campbell Municipal Lighting District and Campbell Redevelopment Agency", dated September 15, 1987. A copy of the Fiscal Agreement is attached to this Amendment as Exhibit A.

(l) "Fiscal Year" means the period commencing on July 1 and ending on the following June 30.

(m) "Long-Term Indebtedness" means any indebtedness of the Agency heretofore or hereafter entered into by the Agency with a term of at least two years, and includes, without limitation, the bonded indebtedness of the Agency issued and outstanding as of the date of execution of this Amendment.

(n) "Project" means the program of redevelopment to be undertaken pursuant to the Amended Plan.

(o) "Project Area" means the Central Campbell Redevelopment Project Area to be described in the Amended Plan and generally located as shown in the attached Exhibit B. The Project Area will consist of the Existing Project Area and the Amendment Area.

(p) "Tax Increment Revenue" means, collectively, Existing Project Area Tax Increment Revenue and Amendment Area Tax Increment Revenue.

Section 2. Payments of Tax Increment Revenue. Subject to the limitations set forth in Sections 4 and 5 of the Fiscal Agreement, the Agency shall pay to the District the following amounts:

(a) With respect to Existing Project Area Tax Increment Revenue:

(1) beginning upon adoption of the Current Plan and continuing until the Agency has been allocated a cumulative total of Seventy-Two Million Dollars ($72,000,000) of Existing Project Area Tax Increment Revenue, ~~the Agency shall pay to the District the amounts, if any, calculated pursuant to Section 1 of the Fiscal Agreement; and~~

(2) beginning after the Agency has been allocated a cumulative total of Seventy-Two Million Dollars ($72,000,000) of Existing Project Area Tax Increment Revenue and continuing throughout the remainder of the term of this Amendment, the Agency shall pay to the District the District Share of Existing Project Area Tax Increment Revenue.

(b) With respect to Amendment Area Tax Increment Revenue, beginning upon adoption of the Amended Plan and continuing throughout the remainder of the term of this Amendment, the Agency shall pay to the District the District Share of Amendment Area Tax Increment Revenue.

In the event the Amended Plan is adopted, the Agency specifically finds that substantial evidence exists that the District will be caused a financial burden or detriment such that it is necessary that the District receive from the Agency the payments set forth in this Section 2.

The Agency shall make the payments required by this Section 2 with respect to a given Fiscal Year ~~by July 31~~ of the succeeding Fiscal Year, unless the Agency does not receive the payments of Tax Increment Revenue to which it is entitled until after the end of the Fiscal Year, in which event the Agency shall make such payments as promptly as possible following the Agency's receipt of such Tax Increment Revenue. This paragraph is intended as a modification to Section 3 of the Fiscal Agreement.

Section 3. Subordination.

(a) The District's rights to payment under this Agreement shall be subordinate to any currently existing or future Agency pledge of all or any portion of the Tax Increment Revenue otherwise payable to the District under this Agreement in order to secure payment of the Agency's Long-Term Indebtedness incurred for the Project.

(b) Prior to making any pledge after the effective date of this Agreement, the Agency shall provide thirty (30) days' written notice to the District prior to the issuance of the Long-Term Indebtedness for which the pledge is being given and shall at the same time provide the District with reasonable evidence supporting the conclusion that the amount of the payments to the District under the Fiscal Agreement, as amended by this Amendment, would not be necessary for payment of debt service of all Long-Term Indebtedness.

(c) In the event that, as a result of the provisions of this Section 3, the payments to the District are reduced below the amount otherwise payable to it pursuant to the Fiscal Agreement, as amended by this Amendment, then such reductions shall be treated as an advance by the District which shall be repaid by the Agency. The unpaid principal balance thereof shall bear interest at the rate paid by the State of California Local Agency Investment Fund or its successor entity. The advances and accrued interest shall be repaid as promptly as possible, and in any event the Agency shall use all Tax Increment Revenue available to it, after payment of principal and interest on all Long-Term Indebtedness to which the subordination provisions of this Section 3 apply and payment of any other obligations which are superior to the Agency's obligations under the Fiscal Agreement, as amended by this Amendment (including, without limitation, statutory obligations of the Agency, such as the Agency's housing set-aside obligations pursuant to Health and Safety Code Section 33334.2), to repay such advances and accrued interest.

Section 4. Deletion of Fiscal Agreement Provision. Section 6 of the Fiscal Agreement is hereby deleted in its entirety.

Section 5. Section 33676(a)(2) Election Superseded. The Agency acknowledges, with respect to the Existing Plan and the Amended Plan, that the District is directly allocated revenue imposed by existing and prospective rates of tax imposed for the benefit of the District.

The District acknowledges, with respect to the Existing Plan and the Amended Plan, that the Fiscal Agreement, as amended by this Amendment, supersedes election of Health and Safety Code Section 33676(a)(2) and the District shall not be provided with portions of Tax Increment Revenue or other moneys from the Agency other than as expressly provided in the Fiscal Agreement, as amended by this Amendment.

Section 6. Elimination of Financial Burden; No Contest of Plan. The District acknowledges and agrees that the obligations to be undertaken by Agency pursuant to the Fiscal Agreement, as amended by this Amendment, will effectively eliminate any financial burden or detriment to the District that would otherwise be caused by the adoption and implementation of the Amended Plan. In consideration of the Fiscal Agreement, as amended by this Amendment, the District is withdrawing any opposition to and foregoing any right or remedy it may have in law or equity to contest the preparation, adoption or validity of the Amended Plan (including, without limitation, any right or remedy pursuant to the California Environmental Quality Act), and the implementation of the Project contemplated to be undertaken pursuant to the Amended Plan, and the development of property within the Project Area.

Section 7. Term of Amendment. This Amendment shall take effect as of the date of adoption of the City ordinance adopting the Amended Plan and shall terminate upon the earliest to occur of: (a) a final judgment rendering the Amended Plan invalid; (b) certification by the Santa Clara District Registrar of Voters of a "no" vote in a referendum election on the Amended Plan; or (c) expiration of the Amended Plan and completion of all obligations of the parties under the Fiscal Agreement, as amended by this Amendment, incurred during the term of the Amended Plan.

If this Amendment is terminated as a result of an event described in clause (a) or (b) above, the Fiscal Agreement (without the amendments set forth in this Amendment) shall thereafter remain in full force and effect.

Section 8. Exhibits. Exhibit A (Fiscal Agreement) and Exhibit B (Map of Project Area) are attached to this Amendment and are incorporated herein by this reference.

Section 9. Entire Agreement. The Fiscal Agreement, as amended by this Amendment, represents the entire and integrated agreement between the Agency and the District and supersedes all prior negotiations, representations, or agreements, either written or oral. The Fiscal Agreement, as amended by this Amendment, may be further amended only by written instrument, signed by both the Agency and the District. All provisions of

the Fiscal Agreement, as amended by this Amendment, are expressly made conditions.

IN WITNESS WHEREOF, the parties have executed this Amendment on the day and year first above written.

APPROVED AS TO FORM

By: _____
District Counsel

CAMPBELL MUNICIPAL LIGHTING DISTRICT

By: _____
Chairperson

ATTEST:

By: _____
Secretary

APPROVED AS TO FORM:

By: _____
Agency Counsel

CITY OF CAMPBELL REDEVELOPMENT AGENCY

By: _____
Chairperson, Redevelopment Agency

ATTEST:

By: _____
Agency Secretary

EXHIBIT A

TAX SHARING AGREEMENT BETWEEN CAMPBELL MUNICIPAL LIGHTING DISTRICT AND CAMPBELL REDEVELOPMENT AGENCY

This Agreement, made and entered into this 15th day of September, 1987, by and between the REDEVELOPMENT AGENCY OF THE CITY OF CAMPBELL, a public body existing pursuant to the Community Redevelopment Law, hereinafter referred to as "Agency" and the CAMPBELL MUNICIPAL LIGHTING DISTRICT, a public entity, hereinafter referred to as "District".

WHEREAS, Agency approved a redevelopment plan entitled "Central Campbell Redevelopment Plan", hereinafter referred to as the "Plan"; and

WHEREAS, the Agency has made the transmittals required by Section 33327 of the Health and Safety Code of the State of California; and

WHEREAS, District finds that proceeding with the redevelopment goals and objectives defined in the Plan is in the interest of the public peace, health, safety, and welfare; and

WHEREAS, District is a taxing agency within whose territory the redevelopment plan is included and has concern over the potential negative impact of tax increment financing on its financial situation; and

WHEREAS, Health and Safety Code Section 33401 provides that a redevelopment agency may pay to any affected taxing agency any amounts of money which in the Agency's determination are appropriate to alleviate any financial burden or detriment caused to any taxing agency by a redevelopment agency; and

WHEREAS, the District has submitted and the Agency has accepted findings of financial detriment to the District as a result of formation of the Agency; and

WHEREAS, the Agency has determined that payments of tax increment revenue to the District as set forth below are necessary to alleviate the burden and detriment caused to the District by the redevelopment project;

NOW, THEREFORE, IT IS HEREBY AGREED as follows:

1. The District shall receive from Agency each year that the plan is in effect, a portion of the tax increment revenue received by the Agency. The tax increment amount to be provided to District each fiscal year shall be calculated as follows:

A. District will receive from Agency tax increments equal to the District's proportional tax share on the first 2% of the previous year's assessed value increase added to a base determined by accruing the 2% increments which have occurred since the year the tax base was frozen, i.e., 1982-83, provided that the increase in assessed value within the project area equals or exceeds 5% from the prior year.

B. District will receive from Agency tax increments equal to the District's proportional tax share of the amount of the current year's assessed value which exceeds 120% of the prior year's assessed value provided that the average annual increases for the previous two years were 20% or more, and provided also that the actual assessed value increase for the current year were also in excess of 20% above the prior year's assessed value. The calculation is over a three year period, the average of the assessed value increases for the prior two years and the assessed value increase for the current year must each exceed 20%.

2. District and Agency agree that in the event litigation is initiated attacking the validity of the Agreement each shall in good faith defend and seek to uphold this Agreement.

3. As to the payments to be made by Agency to District under this Agreement, Agency may, by written notice to County Controller, direct him to pay such sums directly to District rather than have tax increments transferred by County Controller to Agency prior to payment to District.

4. Agency shall not be required to make any payments under this Agreement if such payments would be in excess of the District's Proposition 4 limitations, if any.

5. Agency shall not be required to make any payments under this Agreement if such payments would be in excess of the District's full tax rate share of the full cash value.

6. Agency agrees not to initiate any new capital improvement projects under the Central Campbell Redevelopment Plan after the 20th year from its adoption, not to increase the maximum allocable tax increment of the Plan ($72,000,000); and shall terminate the project in not more than 35 years, or when the bonds for the maximum allocable tax increment are retired, whichever occurs first.

7. This document represents the entire and integrated agreement between Agency and District and supersedes all prior negotiations, representation, or agreements, either written or oral. This document may be amended only by written instrument, signed by both Agency and District. All provisions of this Agreement are expressly made conditions.

IN WITNESS WHEREOF, the parties have executed this Agreement on the day and year first written above:

CAMPBELL MUNICIPAL LIGHTING DISTRICT

By _____
Ralph Doetsch, Sr.,
Mayor of City of Campbell

REDEVELOPMENT AGENCY OF CAMPBELL

By _____
Chairman of Campbell
Redevelopment Agency

RESOLUTION 1987-14

RESOLUTION OF THE CAMPBELL REDEVELOPMENT
AGENCY APPROVING A TAX SHARING AGREEMENT
WITH THE CAMPBELL MUNICIPAL LIGHTING DISTRICT

WHEREAS, in compliance with section 33401 of the California Community Redevelopment law the Campbell Redevelopment Agency has previously adopted findings of financial detriment for the Campbell Municipal Lighting District as a result of the formation of the Campbell Redevelopment Agency; and

WHEREAS, Section 33401 of the California Community Redevelopment law requires that payments of tax increments to other taxing agency can only be made pursuant to an agreement between an agency and the taxing entity; and

WHEREAS, the Redevelopment Agency desires to distribute tax increments to the Campbell Municipal Lighting District to mitigate the financial detriment cause by the formation of the Redevelopment Agency;

NOW, THEREFORE, BE IT RESOLVED that the Campbell Redevelopment Agency enter into a tax sharing agreement with the Campbell Municipal Lighting District.

PASSED AND ADOPTED this 15th day of September 1987, by the following roll call vote:

AYES: Agency Members: Kotowski, Podgorsek, Watson, Ashworth, Doetsch

NOES: Agency Members: None

ABSENT: Agency Members: None

Ralph Doetsch, Sr., Chairperson

ATTEST:

Barbara Olsasky, Agency Secretary

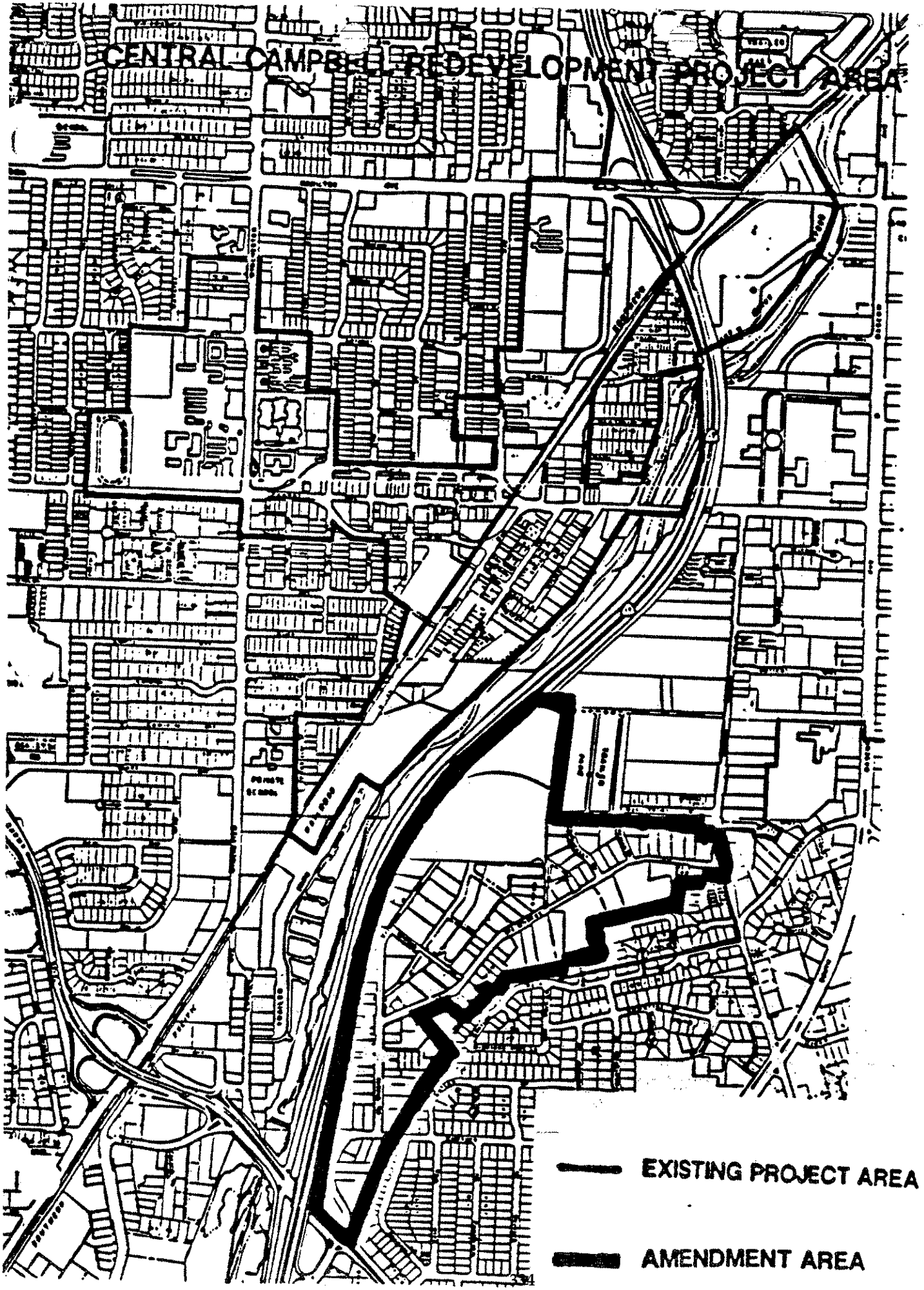
CENTRAL CAMPBELL REDEVELOPMENT PROJECT AREA
EXISTING PROJECT AREA
AMENDMENT AREA

EXHIBIT B

Attachment T14.0

Gmail by Google

Michelle Isherwood <misherwood@harveyrose.com>

Campbell RDA Operating Transfers

Mark Gaeta <MARKG@cityofcampbell.com> Thu, Aug 16, 2012 at 6:53 PM
To: Michelle Isherwood <misherwood@harveyrose.com>

Michelle,

I have attached transfer info for Fund 364 (RDA Debt Service). The transfers out are to the RDA Admin/Project Fund 434 (to cover operation expenses exceeding revenues) and to the City and Campbell Municipal Lighting District (Share of Amended RDA Project Area).

The transfer from Fund 434 to the Capital Projects Fund 435 was for CIP 01-27 expenses for FY 11. RDA resolution 2010-13 was adopted to reauthorize RDA project funding for that year. Page 9 of the carryforward report lists Fund 434 as a funding source for CIP 01-27.

Mark

From: Michelle Isherwood [mailto:misherwood@harveyrose.com]
Sent: Thursday, August 16, 2012 12:22 PM
To: Mark Gaeta
Cc: Jesse Takahashi
Subject: Re: Campbell RDA Operating Transfers

[Quoted text hidden]

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3 attachments

Fund 364 RDA Debt Service FY 11 Transfers.pdf
162K

Fund 364 RDA Debt Service FY 12 Transfers.pdf
167K

CIP Budget and Funding Carryforward to FY 11.pdf
693K

Recording Requested by:
Old Republic Title Co.

0614006508

DOCUMENT: 21301724

Pages: 10

Fees.... 42.00
Taxes. . ** Conf **
Copies.
AMT PAID 42.00

REGINA ALCOMENDRAS
SANTA CLARA COUNTY RECORDER
Recorded at the request of
Old Republic Title Company

RDE # 010
9/02/2011
2:05 PM

RECORDING REQUESTED BY
AND WHEN RECORDED MAIL TO:

SummerHill Latimer LLC
777 California Avenue
Palo Alto, CA 94304
Attn: General Counsel

MAIL TAX BILLS TO:

SummerHill Latimer LLC
3000 Executive Parkway
Suite 450
San Ramon, CA 94583
Attn: Controller

FILOR REQUESTS
DO NOT RECORD STAMP VALUE

GRANT DEED

R&T 11932-11933

filor requests do not record stamp value

For valuable consideration, the receipt of which is hereby acknowledged,

THE CITY OF CAMPBELL REDEVELOPMENT AGENCY, a public body, corporate and politic, of the State of California ("Grantor"), acting to carry out redevelopment purposes pursuant to the Community Redevelopment Law of the State of California, hereby grants to SummerHill Latimer LLC, a California limited liability company ("Grantee"), the real property (the "Property") described in Exhibit A attached hereto and incorporated in this Grant Deed by this reference.

1. The Property is conveyed subject to the First Amended and Restated Disposition, Development and Loan Agreement by and between Grantor and Grantee executed as of March 1, 2011 (as amended from time to time, the "Agreement").

2. The Grantee hereby covenants and agrees, for itself and its successors and assigns, that the Grantee and such successors and assigns shall promptly begin and diligently prosecute to completion the redevelopment of the Property through the construction of the improvements required to be constructed pursuant to the Agreement (the "Campbell Avenue Homes Improvements"), and that such construction shall be commenced and completed within the times provided in the Agreement.

Promptly after completion and sale of each of the units of the Campbell Avenue Development in accordance with the provisions of the Agreement, the Grantor will furnish the Grantee with an appropriate instrument so certifying (a "Unit Certificate of Completion"). Recordation of a Unit Certificate of Completion for any completed and sold unit of the Campbell Avenue Homes Improvements shall constitute a release of such unit, and the real property such unit is located on, from all further obligations under, and from all further encumbrance of, the

Agreement. Such Unit Certificate of Completion by the Grantor shall be a conclusive determination of satisfaction and termination of the agreements and covenants in the Agreement and in this Grant Deed with respect to the obligations of the Grantee and its successors and assigns to construct the portion of the Campbell Avenue Homes Improvements described in the Unit Certificate of Completion and the dates for the beginning and completion of such construction.

3. The Grantee hereby covenants and agrees, for itself and its successors and assigns, that the Grantee or its successors and assigns shall maintain the Property and Campbell Avenue Homes Improvements thereon in compliance with all requirements for maintenance set forth in the Agreement.

4. All deeds, leases or other real property conveyance contracts entered into by the Developer on or after the Execution Date, shall contain the following language:

(a) In Deeds: "The grantee herein covenants by and for himself or herself, his or her heirs, executors, administrators, and assigns, and all persons claiming under or through them, that there shall be no discrimination against or segregation of, any person or group of persons on account of any basis listed in subdivision (a) or (d) of Section 12955 of the Government Code, as those bases are defined in Sections 12926, 12926.1, subdivision (m) and paragraph (1) of subdivision (p) of Section 12955, and Section 12955.2 of the Government Code, in the sale, lease, sublease, transfer, use, occupancy, tenure, or enjoyment of the premises herein conveyed, nor shall the grantee or any person claiming under or through him or her, establish or permit any practice or practices of discrimination or segregation with reference to the selection, location, number, use or occupancy of tenants, lessees, subtenants, sublessees, or vendees in the premises herein conveyed. The foregoing covenants shall run with the land.

Notwithstanding the preceding paragraph, with respect to familial status, the preceding paragraph shall not be construed to apply to housing for older persons, as defined in Section 12955.9 of the Government Code. With respect to familial status, nothing in the preceding paragraph shall be construed to affect Sections 51.2, 51.3, 51.4, 51.10, 51.11, and 799.5 of the Civil Code, relating to housing for senior citizens. Subdivision (d) of Section 51 and Section 1360 of the Civil Code and subdivisions (n), (o), and (p) of Section 12955 of the Government Code shall apply to the preceding paragraph."

(b) <u>In Leases</u>: "The lessee herein covenants by and for himself or herself, his or her heirs, executors, administrators, and assigns, and all persons claiming under or through him or her, and this lease is made and accepted upon and subject to the following conditions: That there shall be no discrimination against or segregation of any person or group of persons, on account of any basis listed in subdivision (a) or (d) of Section 12955 of the Government Code, as those bases are defined in Sections 12926, 12926.1, subdivision (m) and paragraph (1) of subdivision (p) of Section 12955, and Section 12955.2 of the Government Code, in the leasing, subleasing, transferring, use, occupancy, tenure, or enjoyment of the premises herein leased nor shall the lessee himself or herself, or any person claiming under or through him or her, establish or permit any such practice or practices of discrimination or segregation with reference to the selection, location, number, use, or occupancy, of tenants, lessees, sublessees, subtenants, or vendees in the premises herein leased.

Notwithstanding the preceding paragraph, with respect to familial status, the preceding paragraph shall not be construed to apply to housing for older persons, as defined in Section 12955.9 of the Government Code. With respect to familial status, nothing in the preceding paragraph shall be construed to affect Sections 51.2, 51.3, 51.4, 51.10, 51.11, and 799.5 of the Civil Code, relating to housing for senior citizens. Subdivision (d) of Section 51 and Section 1360 of the Civil Code and subdivisions (n), (o), and (p) of Section 12955 of the Government Code shall apply to the preceding paragraph."

(c) In Contracts: " There shall be no discrimination against or segregation of any person or group of persons, on account of any basis listed in subdivision (a) or (d) of Section 12955 of the Government Code, as those bases are defined in Sections 12926, 12926.1, subdivision (m) and paragraph (1) of subdivision (p) of Section 12955, and Section 12955.2 of the Government Code, in the leasing, subleasing, transferring, use, occupancy, tenure, or enjoyment of the premises herein leased nor shall the lessee himself or herself, or any person claiming under or through him or her, establish or permit any such practice or practices of discrimination or segregation with reference to the selection, location, number, use, or occupancy, of tenants, lessees, sublessees, subtenants, or vendees in the premises herein leased.

Notwithstanding the preceding paragraph, with respect to familial status, the preceding paragraph shall not be construed to apply to housing for older persons, as defined in Section 12955.9 of the Government Code. With respect to familial status, nothing in the preceding paragraph shall be construed to affect Sections 51.2, 51.3, 51.4, 51.10, 51.11, and 799.5 of the Civil Code, relating to housing for senior citizens. Subdivision (d) of Section 51 and Section 1360 of the Civil Code and subdivisions (n), (o), and (p) of Section 12955 of the Government Code shall apply to the preceding paragraph."

5. The Grantee represents and agrees that the Property will be used for the purposes of timely redevelopment as set forth in the Agreement and not for speculation in landholding. The Grantee further recognizes that in view of the following factors, the qualifications of the Grantee are of particular concern to the community and the Grantor:

a. The importance of the redevelopment of the Property to the general welfare of the community; and

b. The land acquisition assistance and other public aids that have been made available by law and by the government for the purpose of making such redevelopment possible; and

c. The reliance by the Grantor upon the unique qualifications and ability of the Grantee to serve as the catalyst for development of the Property and upon the continuing interest which the Grantee will have in the Property to assure the quality of the use, operation and maintenance deemed critical by the Grantor in the development of the Property; and

d. The fact that a change in ownership or control of the owner of the Property, or of a substantial part thereof, or any other act or transaction involving or resulting in a significant change in ownership or with respect to the identity of the parties in control of the

Grantee or the degree thereof is for practical purposes a transfer or disposition of the Property; and

e. The fact that the Property is not to be acquired or used for speculation, but only for development by the Grantee in accordance with the Agreement; and

f. The importance to the Grantor and the community of the standards of use, operation and maintenance of the Property.

The Grantee further recognizes that it is because of such qualifications and identity that the Grantor has entered into the Agreement and has conveyed the Property to the Grantee.

For the reasons stated above, the Grantee covenants, for itself and its successors and assigns, that there shall be no sale, transfer, assignment, conveyance, lease, pledge or encumbrance of the Agreement, or the Property and the Campbell Avenue Affordable Homes Improvements thereon or any part thereof, or of other ownership interest in the Grantee in violation of the Agreement.

No voluntary or involuntary successor in interest of the Grantee shall acquire any rights or powers under this Grant Deed or the Agreement except as expressly set forth in this Grant Deed or the Agreement.

6. The covenants contained in Sections 2 and 5 regarding construction, maintenance, and transfers of interests, shall remain in effect with respect to each unit within the Campbell Avenue Homes Development until the recordation of the Unit Certificate of Completion for each such unit. The covenants contained in Sections 3 and 4 regarding maintenance and non-discrimination shall remain in effect in perpetuity.

7. No violation or breach of the covenants, conditions, restrictions, provisions or limitations contained in this Grant Deed shall defeat or render invalid or in any way impair the lien or charge of any mortgage, deed of trust or other financing or security instrument permitted by the Agreement or otherwise approved by the Agency; provided, however, that any successor of Grantee to the Property shall be bound by such covenants, conditions, restrictions, limitations and provisions, whether such successor's title was acquired by foreclosure, deed in lieu of foreclosure, trustee's sale or otherwise.

8. The covenants contained in Sections 2, 3, 4 and 5 of this Grant Deed shall, without regard to technical classification or designation, legal or otherwise specifically provided in this Grant Deed, be, to the fullest extent permitted by law and equity, binding for the benefit and in favor of and enforceable by the Grantor, its successors and assigns and such covenants shall run in favor of the Grantor and its successors and assigns for the entire period during which such covenants shall be in force and effect, without regard to whether the Grantor is or remains an owner of any land or interest therein to which such covenants relate. In the event of any breach of any of such covenants, the Grantor and such aforementioned parties shall have the right to exercise all of the rights and remedies, and to maintain any actions at law or suits in equity or other property proceedings to enforce the curing of such breach. The covenants

contained in this Grant Deed shall be for the benefit of and shall be enforceable only by the Grantor, its successors and assigns.

9. Subject to and in accordance with the procedures and provisions of Sections 10.4 and 10.5 of the Agreement, the Grantor shall have the right, at its option, to reenter and take possession of the Property hereby conveyed, or such portion thereof, with all Campbell Avenue Homes Improvements thereon, and revest in the Grantor the estate conveyed to the Grantee, if the Agreement is terminated with respect to the Grantee pursuant to Section 10.4 of the Agreement prior to recordation of the Unit Certificates of Completion for the Campbell Avenue Homes Improvements. This section shall only to apply to those units in the Campbell Avenue Homes Development for which Unit Certificates of Completion have not yet been recorded.

The Grantor shall have the right to institute such actions or proceedings as it may deem desirable for effectuating the purposes of this Section, including also the right to execute and record or file with the Recorder of the County of Santa Clara a written declaration of the termination of all rights and title of the Grantee, and its successors in interest and assigns, in the Property, and the reverting of title thereto in the Grantor. Any delay by the Grantor in instituting or prosecuting any such actions or proceedings or otherwise asserting its rights under this Section shall not operate as a waiver of such rights or to deprive it of or limit such rights in any way (it being the intent of this provision that Grantor should not be constrained so as to avoid the risk of being deprived of or limited to the exercise of the remedy provided in this Section because of concepts of waiver, laches, or others), nor shall any waiver in fact made by the Grantor with respect to any specific default by the Grantee, its successors and assigns, be considered or treated as a waiver of the rights of the Grantor with respect to any other defaults by the Grantee, its successors and assigns, or with respect to the particular default except to the extent specifically waived.

10. Only the Grantor, its successors and assigns, and the Grantee and the successors and assigns of the Grantee in and to all or any part of the fee title to the Property shall have the rights to consent and agree to changes or to eliminate in whole or in part any of the covenants contained in this Grant Deed or, prior to the issuance of a Unit Certificate of Completion, to subject the Property to additional covenants, easements, or other restrictions. For purposes of this Section, successors and assigns of the Grantee shall be defined to include only those parties who hold all or any part of the Property in fee title, and not to include a tenant, lessee, easement holder, licensee, mortgagee, trustee, beneficiary under deed of trust, or any other person or entity having an interest less than a fee in the Property.

In the event there is a conflict between the provisions of this Grant Deed and the Agreement, it is the intent of the parties hereto and their successors in interest that the Agreement shall control.

11. This Grant Deed may be executed and recorded in two or more counterparts, each of which shall be considered for all purposes a fully binding agreement between the parties.

IN WITNESS WHEREOF, the parties hereto have executed this Grant Deed in triplicate as of this 31st day of August, 2011.

GRANTEE:

SUMMERHILL LATIMER LLC, a California limited liability company

By: SummerHill Homes LLC, a California limited liability company, its manager

By: _____

Its: CFO

By: _____
Jason R. Biggs

Its: Assistant Secretary

GRANTOR:

CITY OF CAMPBELL REDEVELOPMENT AGENCY, a public body, corporate and politic

By: _____

Name: _____

Its: Signed in Counterpart

ATTEST:

By: _____
Agency Secretary

APPROVED AS TO FORM:

By: _____
Agency Special Counsel

IN WITNESS WHEREOF. the parties hereto have executed this Grant Deed in triplicate as of this 31st day of August. 2011.

GRANTEE:

SUMMERHILL LATIMER LLC, a California limited liability company

By: SummerHill Homes LLC, a California limited liability company, its manager

By: Signed in Counterpart

Its: Signed in Counterpart

By: Signed in Counterpart

Its: _____

GRANTOR:

CITY OF CAMPBELL REDEVELOPMENT AGENCY, a public body, corporate and politic

By: _____

Name: Al Bito

Its: Executive Director

ATTEST:

By: _____
Agency Secretary

APPROVED AS TO FORM:

By: _____
Agency Special Counsel

STATE OF CALIFORNIA)
) ss.
COUNTY OF Santa Clara)

On September 1, 2011, before me, Briana Perkins, Notary Public, personally appeared Douglas L. McDonald, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Briana Perkins

BRIANA PERKINS
Commission # 1891629
Notary Public - California
Santa Clara County
My Comm. Expires Jun 30, 2014

STATE OF CALIFORNIA)
) ss.
COUNTY OF Santa Clara)

On September 1, 2011, before me, Briana Perkins, Notary Public, personally appeared Jason R. Biggs, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Briana Perkins

BRIANA PERKINS
Commission # 1891629
Notary Public - California
Santa Clara County
My Comm. Expires Jun 30, 2014

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STATE OF CALIFORNIA)
) ss.
COUNTY OF Santa Clara)

On August 31, 2011, before me, Sherrie Doherty, Notary Public, personally appeared Alfred (Al) Bito, who proved to me on the basis of satisfactory evidence to be the person(~~s~~) whose name(~~s~~) is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity(~~ies~~), and that by his/~~her/their~~ signature(~~s~~) on the instrument the person(~~s~~) or the entity upon behalf of which the person(~~s~~) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Sherrie Doherty

SHERRIE DOHERTY
Commission # 1794081
Notary Public - California
Santa Clara County
My Comm. Expires Mar 21, 2012

STATE OF CALIFORNIA)
) ss.
COUNTY OF _____)

On _____, 20___, before me, _____, personally appeared _____, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

_____

EXHIBIT A to Campbell Avenue Homes Grant Deed

Legal Description of the Property

The land referred to herein is situated in the County of Santa Clara, City of Campbell, State of California, and is described as follows:

Lots 1 through 40, as shown on that certain Tract Map No. 9927, recorded in the Official Records of Santa Clara County, State of California, on August 27, 2009, in Book 833 of Maps, Pages 40 to 43.

APN: 305-060-001 through 305-060-040 and 305-060-044