

RESOLUTION NO. 8 -12

A RESOLUTION OF THE OVERSIGHT BOARD TO THE SUCCESSOR AGENCY TO THE DISSOLVED RICHMOND COMMUNITY REDEVELOPMENT AGENCY APPROVING A CORRECTED THIRD RECOGNIZED OBLIGATION PAYMENT SCHEDULE AND ADMINISTRATIVE BUDGET AS REQUIRED UNDER AB1X26 AND AB 1484

WHEREAS, as part of the 2011-12 State budget bill, AB1x26 was enacted, which act requires the dissolution of redevelopment agencies throughout California and the establishment of successor agencies to wind down the former redevelopment agencies' affairs; and

WHEREAS, on January 24, 2012, pursuant to AB1x26, the Successor Agency to the Richmond Community Redevelopment Agency (the "Successor Agency") was created; and

WHEREAS, on June 27th, 2012 a State budget trailer bill, AB 1484 was enacted, which act requires clarifications of provisions in AB1X26 (AB1x26 and AB 1484 are collectively referred to herein as the "Dissolution Act"), including a provision that successor agencies that do not submit an approved ROPS by the statutory deadlines will assessed a \$10,000 per day penalty for lateness; and

WHEREAS, Section 34179(a) of the Health and Safety Code provides for the establishment of an Oversight Board to the Successor Agency (the "Oversight Board"); and

WHEREAS, the Successor Agency has prepared a Corrected Third Recognized Obligations Payment Schedule ("ROPS"), for submittal to the Oversight Board for approval, and once approved for submittal, to the County Auditor-Controller for certification and the California Department of Finance for review and approval; and

WHEREAS, once certified by the County Auditor-Controller and approved by the Oversight Board, the approved ROPS will serve as the spending plan for the Successor Agency during its operative period; and

WHEREAS, the Successor Agency Board, has reviewed a Corrected Third ROPS that was prepared pursuant to the Dissolution Act, which is Exhibit A to this Resolution, for submittal to the County Auditor-Controller, the Oversight Board, and the State Department of Finance.

NOW THEREFORE, BE IT RESOLVED that the Oversight Board of the Successor Agency to the Dissolved Richmond Community Redevelopment Agency hereby approves the Corrected Third Recognized Obligation Payment Schedule and Administrative Budget attached hereto as Exhibit A as required under the Dissolution Act.

BE IT FURTHER RESOLVED that the Oversight Board of the Successor Agency to the Dissolved Richmond Community Redevelopment Agency authorizes the submittal of the approved Corrected Third Recognized Obligation Payment Schedule and Administrative Budget

to the County Auditor-Controller and the Department of Finance as required under the Dissolution Act.

BE IT FURTHER RESOLVED that Pursuant to Health and Safety Code section 34179(h), all actions taken by the Oversight Board may be reviewed by the State of California Department of Finance and, therefore, this Resolution shall not be effective for three (3) business days, pending a request for review by the Department of Finance.

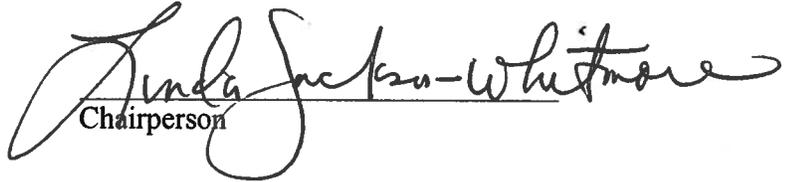
I certify that the foregoing Resolution was passed and adopted by the Oversight Board, at a regular meeting held on September 26, 2012, by the following vote:

AYES: Boardmembers Gamba, Johnson, Lee, Marquez, Vice Chairperson
Smalley, Chairperson Jackson-Whitmore.

NOES: None.

ABSENT: Boardmember Dotson.

ABSTAIN: None.


Chairperson

ATTEST:

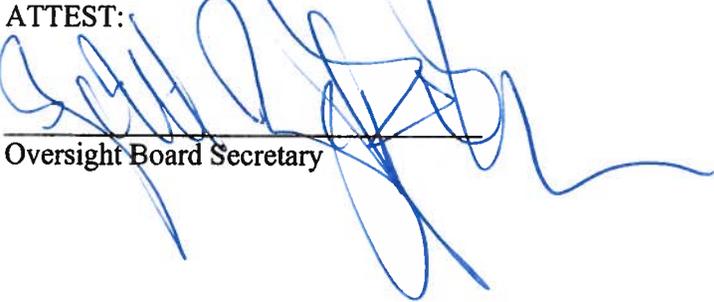

Oversight Board Secretary

EXHIBIT A

THIRD CORRECTED RECOGNIZED OBLIGATION PAYMENT SCHEDULE

[Attached behind this page]

Successor Agency Contact Information

Name of Successor Agency: Richmond
County: Contra Costa

Primary Contact Name: Patrick Lynch
Primary Contact Title: Director
Address: 440 Civic Center Plaza
Richmond, CA 94804-1630

Contact Phone Number: 1-510-412-2053
Contact E-Mail Address: patrick_lynch@ci.richmond.ca.us

Secondary Contact Name: Ted Ferrer
Secondary Contact Title: Sr. Accountant
Secondary Contact Phone Number: 1-510-307-8124
Secondary Contact E-Mail Address: ted_ferrer@ci.richmond.ca.us

SUMMARY OF RECOGNIZED OBLIGATION PAYMENT SCHEDULE
 Filed for the January 1, 2013 to June 30, 2013 Period

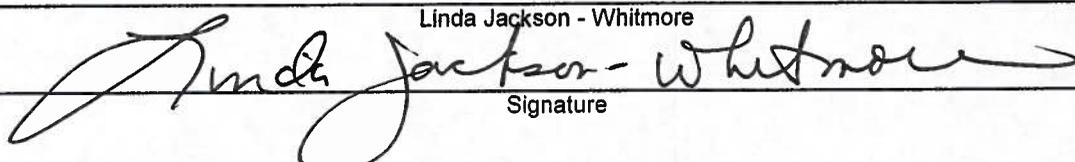
Name of Successor Agency: Richmond

	Total Outstanding Debt or Obligation
Outstanding Debt or Obligation	\$ 324,727,224
Current Period Outstanding Debt or Obligation	Six-Month Total
A Available Revenues Other Than Anticipated RPTTF Funding	21,302,735
B Anticipated Enforceable Obligations Funded with RPTTF	20,623,577
C Anticipated Administrative Allowance Funded with RPTTF	697,150
D Total RPTTF Requested (B + C = D)	21,320,727
E Total Current Period Outstanding Debt or Obligation (A + B + C = E) <i>Should be the same amount as ROPS form six-month total</i>	\$ 42,623,462
Enter Total Six-Month Anticipated RPTTF Funding <i>(Obtain from county auditor-controller)</i>	8,445,433
F Variance (E - D = F) <i>Maximum RPTTF Allowable should not exceed Total Anticipated RPTTF Funding</i>	\$ (12,875,294)
Prior Period (January 1, 2012 through June 30, 2012) Estimated vs. Actual Payments (as required in HSC section 34186 (a))	
G Enter Estimated Obligations Funded by RPTTF <i>(Should be the lesser of Finance's approved RPTTF amount including admin allowance or the actual amount distributed)</i>	7,954,730
H Enter Actual Obligations Paid with RPTTF	7,525,172
I Enter Actual Administrative Expenses Paid with RPTTF	429,558
J Adjustment to Redevelopment Obligation Retirement Fund (G - (H + I) = J)	-
K Adjusted RPTTF <i>(The total RPTTF requested shall be adjusted if actual obligations paid with RPTTF are less than the estimated obligation amount.)</i>	\$ 21,320,727

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

Linda Jackson-Whitmore Oversight Board Chairperson

Linda Jackson - Whitmore Chair

 9-26-12

Signature Date

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

Item #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Total Due During Fiscal Year 2012-13	Funding Source						
									LMI/HF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other	Six-Month Total
	Grand Total						\$ 324,727,224	\$ 68,647,865	\$ -	\$ 3,318,828	\$ -	\$ 697,150	\$ 20,623,577	\$ 17,983,907	\$ 42,623,462
1	1998 Tax Allocation Refunding Bond	2/1/1998	7/1/2023	US Bank	Refinance a portion of 1991 TARB fund capital improvement projects		27,994,672	1,157,431					1,157,431		1,157,431
2	2000A Tax Allocation Bond	11/1/2000	9/1/2029	Union Bank	Fund capital improvement projects		16,716,730	3,172,710					1,175,835		1,175,835
3	2003A Tax Allocation Revenue Bond	8/1/2003	9/1/2025	Union Bank	Fund capital improvement projects		20,965,429	1,446,888					601,044		601,044
4	2003B Tax Allocation Revenue Bond	8/1/2003	9/1/2025	Union Bank	Fund capital improvement projects		16,978,565	1,308,739					547,520		547,520
5	2004A Tax Allocation Revenue Bond (2/3)	10/1/2004	10/1/2026	Union Bank	Fund capital improvement projects		14,147,320	1,035,765					302,391		302,391
6	Section 108 Loan	11/22/2004	8/1/2023	HUD	Finance costs related to the Ford Assembly Building Project		3,505,240	272,409					57,734		57,734
7	2010A Tax Allocation Refunding Bond	4/1/2010	9/1/2036	Union Bank	Refund all outstanding 2007A Bonds		61,354,445	3,635,651					1,583,201		1,583,201
8	SERAF Payment	yr 2010	yr 2021	State of California	Finance SERAF		14,023,829	244,043					244,043		244,043
9	2000B Tax Allocation Bonds (Housing)	11/1/2000	9/1/2029	Union Bank	Loaned to the Agency to provide funding for capital improvements of the Agency		4,131,064	759,983					293,350		293,350
10	Wells Fargo Bank Loan (Housing)			Wells Fargo Bank	Predevelopment and line of credit to non profit developers		43,125	0					0		-
11	2004A Tax Allocation Revenue Bond (1/3 Housing)	10/1/2004	9/1/2026	Union Bank	Fund low/moderate income housing projects		7,073,680	517,882					151,195		151,195
12	2004B Tax Allocation Revenue Bond (Housing)	10/1/2004	9/1/2026	Union Bank	Fund low/moderate income housing projects		2,089,481	178,225					70,956		70,956
13	Section 108 Loan (Housing)			HUD	Finance costs related to the North Richmond Iron Triangle Project		3,866,043	346,919					86,322		86,322
14	2007B Tax Allocation Capital Appreciation Bond (Housing)	7/1/2007	9/1/2036	Union Bank	Finance low and moderate income housing activities		22,205,000	675,000					-		-
15	CalHFA Loan			CalHFA	Finance acquisition, construction, of homeownership and multifamily rental		1,300,000	0					0		-
16	Employee Costs	n/a	n/a	Employees of Agency	Directors, Project Managers, Accountants, Operator/Recler Specialists, Business Assistance Officer, Community Development Program Manager, Attorney		16,687,229	2,144,478					1,053,000		1,053,000
17	Facade Improvement Program	5/1/2010	5/1/2015	Ahmed Obaid	For facade improvement of business		2,137	4,274					2,137		2,137
18	Facade Improvement Program	2/28/2006	2/28/2011	Nancy Gabay	For facade improvement of business		4,343	8,685					4,343		4,343
19	Facade Improvement Program	1/1/18/2006	6/30/2013	Fox Design Group	For facade improvement of business		9,191	18,382					9,191		9,191
20	Facade Improvement Program	4/7/2011	4/7/2016	Park Florist	For facade improvement of business		15,468	42,360					15,468		15,468
21	Facade Improvement Program	4/2/2008	4/2/2013	Arlington Financial	For facade improvement of business		14,825	29,649					14,825		14,825
22	Facade Improvement Program	various	various	Local Businesses	Various facade improvements in progress		189,000	378,000					189,000		189,000
23	Grant Consulting/Legal services	4/1/2011	6/30/2012	Michael Bernick			0	8,282					-		-
24	Contract for Consulting Services	7/1/2008	12/31/2012	Seifel Consulting	Economic development strategies		0	1,506					-		-
25	Contract for Loan Services	7/1/2008	6/30/2014	Amerinational	Service a variety of agency loans		462	11,244					462		462
26	Contract for Credit Report Services	n/a	n/a	Experian Informational	Credit report services for loan borrowers		0	402					-		-
27	Contract for Consulting Services	4/1/2011	6/30/2013	City Data Services			0	9,968					-		-
28	Contract for Legal Services	7/25/2006	12/31/2012	S Goldfarb			33,184	66,898					33,184		33,184
29	Contract for Website Services	1/1/2007	3/31/2012	T324 Inc			0	388					-		-
30	Contract for Appraisal Services	2/1/2010	12/31/2013	Sturpis-Bright	Appraisal services for properties		9,972	19,950					9,972		9,972
31	Contract for Legal Services	9/1/2010	12/31/2011	Lynn M Suter			0	1,808					-		-
32	Contract for File Storage	n/a	n/a	Recall	Offsite storage of documents		147	3,676					147		147
33	Contract for Consulting Services	9/1/2010	9/30/2011	Fraser & associates	Financial Consultant		2,400	6,150					2,400		2,400
34	Contract for Equipment Leases	4/1/2010	6/30/2012	Xerox Corporation	Copier/Printer/Fax lease contract		9,277	19,363					9,277		9,277
35	Contract for Shipping	n/a	n/a	Federal Express	Overnight shipping		1,607	3,781					1,607		1,607
36	Facade Improvement Program	12/30/2009	12/30/2014	Elsie Martin	For facade improvement of business		0	71					-		-
37	Contract for Project Monitoring	n/a	n/a	City of Richmond Employment & Training	Monitoring of Certified Payroll/Workforce Ordinance		300,000	375,000					300,000		300,000
38	Vernon Castro Project	9/1/2007	n/a	City of Richmond	Site clean up to abide by city ordinance		3,500,000	250,000					250,000		250,000
39	Infill Phase I/II/Fiber Townhomes Project (Housing)	9/30/2010	n/a	CHDC (Community Housing Development Corporation)	Loan to construct approx. 42 Low/Mod town homes		5,756,000	1,500,000					1,500,000		1,500,000
40	45 First Street Project			Housing and Urban Development Department	Along with CDBG grant funds to build low/mod homes		0	800,000					-		-
41	Contra Costa County	n/a	n/a	Contra Costa County	Assessment taxes on agency owned property		118,000	118,000					118,000		118,000
42	Crescent Park Bond Monitoring	n/a	n/a	Contra Costa County	Conduit bond monitoring		0	19,750					-		-
43	Contract for tax verification services	n/a	n/a	Muni Financial	Property tax audits		0	53,043					-		-
44	Cal Home Loans			State of California	Reimbursement for rehabilitation loans		0	300,000					-		-
45	Unfunded Pension Liability	n/a	n/a	California Public Employees Retirement System	Cost of unfunded pensions		1,648,050	0					-		-
46	Compensated Absences	n/a	n/a	Employees of Agency	Cost of vacation and severance pay		1,158,809	30,000					-		-
47	Metrowalk Phase II and BART Garage Project	7/1/2009	6/30/2013	Vallier Design	Construction design costs		42,946	53,590					26,794		26,794
48	Metrowalk Phase II and BART Garage Project	11/1/2003	12/31/2012	Winifred Day/ Fine Art by Day	Construction art costs		11,748	9,503					4,751		4,751
49	Metrowalk Phase II and BART Garage Project	8/1/2010	12/31/2012	Midrad Howard	Construction art costs		97,998	79,003					46,999		46,999
50	Metrowalk Phase II and BART Garage Project	2/18/2010	6/30/2013	C. Overaa & Co	Construction costs		2,574,065	5,718,353					2,574,065		2,574,065
51	Metrowalk Phase II and BART Garage Project	2/16/2010	12/31/2012	Mack 5	Construction site management		450,335	505,247					450,335		450,335
52	Metrowalk Phase II and BART Garage Project	2/16/2010	12/31/2012	Kimley Horn	Construction legal costs		220,530	376,914					220,530		220,530
53	Metrowalk Phase II and BART Garage Project	2/16/2010	6/30/2013	Bay Area Rapid Transit	Bay area rapid transit owners reserve		565,097	18,470					9,238		9,238
54	Metrowalk Phase II and BART Garage Project	8/1/2008	n/a	Bay Area Rapid Transit	Bay area rapid transit design and funding agreement		978,425	652,284					328,142		328,142
55	Metrowalk Phase II and BART Garage Project	4/1/2002	n/a	Various	Developer agreement		12,387,692	12,387,692					5,091,092		5,091,092
56	Metrowalk Phase II (Housing)	4/1/2002	n/a	Various	Developer agreement		5,000,000	0					0		-
57	Bradley A Moody Memorial Underpass Project	12/1/2010	12/31/2012	Moscone, Embild	Legal Services		29,898	19,941					9,959		9,959
58	Bradley A Moody Memorial Underpass Project	6/21/2011	n/a	Union Pacific Railroad	Review of plans and agreements		6,518	4,345					2,173		2,173
59	Bradley A Moody Memorial Underpass Project	6/1/2011	12/31/2012	Hanna Engineering	Engineering Services		0	12,492					-		-
60	Bradley A Moody Memorial Underpass Project	10/1/2008	12/31/2012	BKF Engineering	Engineering Services		0	21,708					-		-
61	Bradley A Moody Memorial Underpass Project	5/4/2009	n/a	Grant agreement	Grant agreement		38,800,000	13,473,460					2,045,000		2,045,000
62	Miraflores Project - Remediation	1/15/2011	6/30/2013	PES Environmental	Remediation Costs		204,788	284,578					4,228,450		4,228,450
63	Miraflores Project - Remediation	7/1/2008	n/a	Eden Housing	Remediation Costs		129,282	107,587					53,783		53,783
64	Miraflores Project - Remediation	8/1/2008	12/31/2012	AEM Consulting	Consulting Services for remediation		484	323					161		161
65	Miraflores Project - Remediation	6/1/2009	12/31/2012	Irving A Gonzalez	Remediation Costs		33,814	38,300					18,150		18,150

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

Item #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Total Due During Fiscal Year 2012-13	Funding Source						
									LMIHF	Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other	Six-Month Total
Grand Total							\$ 324,727,224	\$ 58,847,865	\$ -	\$ 3,318,828	\$ -	\$ 697,150	\$ 20,623,577	\$ 17,983,807	\$ 42,623,462
66	Miraflores Project - Remediation	6/1/2011	n/a	Department of Toxic Substance Control	Remediation Costs		74,083	55,395		46,945					46,945
67	Miraflores Project - Remediation	1/15/2011	6/30/2013	Eagle Environmental/Wireless Communication	Remediation Costs		1,026,836	1,275,003		950,001					950,001
68	Miraflores Project (Housing)	various	various		80 units Sr Housing		13,370,610	200,000				200,000			200,000
69	Miraflores	5/1/2011	12/31/2012	Holland and Knight	Legal services		65,684	14,700							
70	Lillie Mae Jones Plaza Project	n/a	n/a	Lillie Mae Jones Plaza LLP	Construction costs		0	0						0	
71	Lillie Mae Jones Plaza Project	n/a	n/a	Lillie Mae Jones Plaza LLP	Loan Agreement		0	0						0	
72	Marina Bay Trails Landscape/Security/Improvements Project	8/1/2010	12/31/2012	Zeiger Engineer	Engineering services		5,673	3,782						1,892	1,892
73	Marina Bay Trails Landscape/Security/Improvements Project	10/15/2009	12/31/2012	PES Environmental	Consulting services		5,954	6,096						3,047	3,047
74	Marina Bay Trails Landscape/Security/Improvements Project	7/1/2009	12/31/2012	Questa Engineering	Engineering services		0	318							
75	Marina Bay Trails Landscape/Security/Improvements Project	11/15/2009	12/31/2012	Vallier Design	Design services		0	4,028							
76	Marina Bay Trails Landscape/Security/Improvements Project	7/1/2011	6/30/2012	WR Forde Associates	Construction of bay trail improvements		0	44,786							
77	Marina Bay Trails Landscape/Security/Improvements Project	6/1/2009	12/31/2012	Watkins & Bartoli	Landscape services		23,901	20,521						10,261	10,261
78	Marina Bay Trails Landscape/Security/Improvements Project	4/1/2010	12/31/2012	Nichols Consulting	Consulting services		8,537	6,959						3,479	3,479
79	Railroad Crossing Design & Improvements Project	10/1/2008	12/31/2012	BKF Engineering	Engineering services		28,450	20,101						10,051	10,051
80	Railroad Crossing Design & Improvements Project	2/15/2009	12/31/2011	PES Environmental	Consulting services		0	540							
81	Railroad Crossing Design & Improvements Project	5/19/2010	12/31/2012	Civil Engineering	Engineering services		56,048	54,790						27,394	27,394
82	Railroad Crossing Design & Improvements Project	12/22/2010	6/30/2013	WR Forde Associates	Temporary road for Bradley A Moody Underpass Project		642,971	457,000						382,000	382,000
83	180 Shopping Center Project	10/1/2003	12/31/2012	Keyser Marston	Financial consulting		41,781	33,699						16,851	16,851
84	Downtown Pedestrian Bicycle Project	5/4/2010	n/a	Ghioffi Brothers	Construction costs		0	0						0	
85	Terminal One Project	9/1/2008	12/31/2012	Shute, Mihaly	Legal services		25,096	16,730						8,366	8,366
86	Terminal One Project	6/25/2008	6/30/2012	Questa Engineering	Engineering Services		166,320	94,880						90,180	90,180
87	Area T Soil Remediation	8/1/2010	12/31/2012	PES Environmental	Consulting services		0	252							
88	Area T Soil Remediation	n/a	n/a		Required monitoring of remediation site		172,743	100,000						86,200	86,200
89	Project Area Streetscapes	5/1/2008	12/31/2012	Vallier Design	Construction design services		19,058	12,708						6,352	6,352
90	Project Area Streetscapes	3/1/2009	12/31/2012	A-N West Inc	Civil engineering services		0	0						0	
91	Project Area Streetscapes	4/1/2009	6/30/2013	Fehr & Peers	Civil engineering services		4,890	3,261						1,629	1,629
92	Project Area Streetscapes	12/1/2007	12/31/2012	BKF Engineering	Engineering services		68,339	46,428						23,214	23,214
93	Project Area Streetscapes	1/1/2011	12/31/2012	Best, Best, & Kreiger	Legal services		116,226	90,793						45,397	45,397
94	Nevin Court Project (Housing)	5/1/2005	5/1/2050	CHDC (Community Housing Development)	Loan to construct approx. 30 Low/Mod homes		2,432,943	420,000				420,000			420,000
95	Professional services			Various			4,738	189,132				94,588			94,588
96	Management fees			Various			n/a	753				375			375
97	Postage			Various			n/a	3,780				1,890			1,890
98	Printing & Binding			Various			n/a	9,578				4,788			4,788
99	Conference/Meeting/Training			Various			n/a	7,560				3,780			3,780
100	Membership dues			Various			n/a	1,920				960			960
101	Subscriptions			Various			n/a	933				465			465
102	Advertising & Comm. Prom.			Various			n/a	3,621				1,809			1,809
103	Bank fees			Various			n/a	300				150			150
104	Rental expenses			Various			n/a	10,125				5,061			5,061
105	Equipment rental			Various			n/a	5,745				2,871			2,871
106	Misc. expenses			Various			n/a	5,738				2,868			2,868
107	General office supplies			Various			n/a	6,273				3,135			3,135
108	Telephone expenses			Various			n/a	2,697				1,347			1,347
109	Contractual services			Various			n/a	55,173				27,585			27,585
110	General Liability Insurance			City of Richmond	Insurance for Agency		n/a	117,168				55,800			55,800
111	Successor Agency Accounting			Robert Half & Susan Mayer	Successor Agency accounting support		n/a	100,000				100,000			100,000
112	Indirect Costs			City of Richmond	Human Resources, City Clerk, Finance, Mayor, City Council, City Manager		n/a	800,172				389,700			389,700

RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS III) – Notes (Optional)
 January 1, 2013 through June 30, 2013

Item #	Notes/Comments			
Summary Tab				
n/a	Total Obligations: The total obligations reported on ROPS I and ROPS II included footing errors on page 2 for "other" categories.			
	Page 2 subtotals did not include the lines for the "Metrowalk" project. This did not impact requested or received tax distributions.			
	This footnote is included to explain why total obligations have not decreased since the prior ROPS filing.			
n/a	Anticipated Revenue: County has provided gross annual Tax Increment estimate of \$17,763,861. The balance reported balance for anticipated revenue is 50% of this balance, less an estimate for pass throughs and County administrative cost deductions.			
G	The Corrected ROPS I (approved by Oversight Board 5-17-12) supported \$7,979,885 in tax distributions due from County. However, the County July 2012 demand billing statement only funded a net \$7,525,172. The reconciliation provided here reports the spending of actual net receipts.			
ROPS III				
1	To smooth uneven debt service requirements between ROPS periods, bonded debt service requirements are presented at 1/2 annual maturity			
2	To smooth uneven debt service requirements between ROPS periods, bonded debt service requirements are presented at 1/2 annual maturity			
3	To smooth uneven debt service requirements between ROPS periods, bonded debt service requirements are presented at 1/2 annual maturity			
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11	To smooth uneven debt service requirements between ROPS periods, bonded debt service requirements are presented at 1/2 annual maturity			
12	To smooth uneven debt service requirements between ROPS periods, bonded debt service requirements are presented at 1/2 annual maturity			
39	Filbert Townhomes - Low/Mod Project - Spending to date has been funded by City Federal Grants not on this schedule			
40	45 1st Street Obligation has been settled during the ROPS I reporting period			
44	Cal Home Loans are a City grant activity and have been removed from this schedule			
70	Little Mae Jones Project - Completed FY 2011-12			
53	<table border="1"> <tr> <td>Metrowalk Phase II and BART Garage Project</td> <td rowspan="2"> Are obligations set forth in the Disposition and Development Agreement (DDA) between the Agency, San Francisco Bay Area Rapid Transit District (BART), and Richmond Transit, LLC, executed on April 11, 2002. It is important to note that this is a phased project, as outlined in the DDA, with each step to be completed in sequence. For example, the DDA provides that the Agency cause the construction of a parking structure for BART. Funding for the garage took over seven years to put in place, and as construction costs escalated, the Agency's search for grant funding to support the construction continued. Upon completion of the parking structure, the BART surface parking lot will be available for construction of the affordable housing and additional transportation connectivity improvements, all as required by the DDA. Contracts for the construction of these public improvements cannot be awarded until completion and acceptance (by BART) of the parking structure. The parking structure is currently under construction and 90% complete. Furthermore, two funding agreements with the Bay Area Air Quality Management District obligate the City, as the Agency's successor, to complete public improvements that are critical components of the Metrowalk Richmond Transit Village project and necessary for the project's success, including the Nevin Avenue Improvements Project and the Barrett Avenue Bicycle Lanes Project. These agreements were executed on February 26, 2009 and January 15, 2009, respectively, and require the City, as the Agency's successor, to implement those component projects. Approximately \$750,000 has already been spent to design these improvements, and both are slated for construction in late /early 2013. Additionally, the Agency has secured over \$3.9 million in regional and Federal transportation funding to assist with construction costs for these component projects. If the Agency does not complete design and construction of these projects, the Federal Highway Administration has indicated that they will withhold future funding for all City of Richmond transportation projects, regardless of those projects' relationship to the Agency. The items referenced in the EOPS are obligations of the Agency as outlined in the DDA. If the City as successor agency did not fulfill its obligations to complete these portions of the project, it would be in default of the DDA and both BART and Richmond Transit, LLC, could initiate a breach of contract action against the City. </td> </tr> <tr> <td>Metrowalk Phase II (Housing)</td> </tr> </table>	Metrowalk Phase II and BART Garage Project	Are obligations set forth in the Disposition and Development Agreement (DDA) between the Agency, San Francisco Bay Area Rapid Transit District (BART), and Richmond Transit, LLC, executed on April 11, 2002. It is important to note that this is a phased project, as outlined in the DDA, with each step to be completed in sequence. For example, the DDA provides that the Agency cause the construction of a parking structure for BART. Funding for the garage took over seven years to put in place, and as construction costs escalated, the Agency's search for grant funding to support the construction continued. 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Metrowalk Phase II (Housing)				
54	Metrowalk Phase II (Housing)			

59	Bradley A Moody Memorial Underpass Project	Represents an obligation to construct the Officer Bradley A. Moody Memorial Underpass. This project is intended to resolve major health and safety issues that currently result from freight train blockages of traffic for 20-30 minutes at a time with no alternate ingress and egress to the entire South Shoreline area of Richmond. The project will allow emergency and law enforcement vehicles (the Richmond Hall of Justice is located in the South Shoreline area) to access the area unimpeded. The project will also improve access to proposed Water Emergency Transit Authority (WETA) ferries. The obligation for the City, as the Agency's successor, to complete this project is documented by the Trade Corridors Improvement Fund Project Baseline Agreement between the Agency and the California Department of Transportation (Caltrans). This agreement was executed May 4, 2009, and provides for the provision of \$18.875 million in State Proposition 1B funding for this project, which represents approximately half of the estimated construction costs. The agreement also provides that the Agency is required to fund the balance of project costs. The Agency, on behalf of the City, has already acquired the necessary right-of-way for the project and associated utility relocations. A settlement agreement between Pulte Home Corporation and the City of Richmond dated May 5, 2011, provides right-of-way and \$2.75 million for construction of the project. If the project does not proceed, these funds must be returned to Pulte Home Corporation. Right-of-way has also been acquired from the State Department of Health Services of utility relocations. In addition, more than \$2.7 million has already been spent for design of this project and utility relocation work, which must be completed prior to construction. Construction is currently approximately 80% complete. The utilities have invested significant sums to relocate their facilities and, should the project not be constructed, the City would likely be required to compensate the utilities for this work.
66	Miraflores Project (Housing)	is related to obligations set forth in Exclusive Right to Negotiate (ERN) agreements among the Agency and Community Housing Development Corporation of North Richmond and Eden Housing Inc. for the construction of 80 units of senior housing at the Miraflores site, a 14-acre Brownsfields property. The original ERN was executed on June 28, 2006, with the most recent amendment executed on January 4, 2011. Funding agreements with the US Environmental Protection Agency (EPA), US Department of Housing and Urban Development and the California Pollution Control Finance Agency (CPCFA) obligate the City, as the Agency's successor, to complete hazardous materials remediation at the Miraflores site and to construct affordable senior and infill housing on the site by 2015; or face default and possible repayment penalties under the various grants and loans awarded for this project. The EPA Revolving Loan Fund Program loan was executed on February 18, 2011 and the CAL ReUSE Infill Grant Agreement was executed on October 18, 2010. Significant HUD Community Development Block Grant and HOME funds have been used for costs related to the environmental characterization of the site and preparation of California Environmental Quality Act review documents. An Environmental Impact Report was prepared and certified for the development, allowing for the construction of up to 338 affordable housing units and the programming of 4 acres of green space, including creek restoration. The 80-unit affordable senior housing component of the development has completed all required land use and architectural review and is fully entitled. The development project has also gone through extensive review and documentation in compliance with Section 106 of the National Historic Preservation Act. A Memorandum of Agreement with the State SHPO, executed in January, 2008, stipulates that the development must include the adaptive reuse of historic structures where feasible. The Agency entered into a Voluntary Cleanup Agreement with the Department of Toxic Substance Control on October 31, 2005 to develop and implement a remedial action plan that would ensure the clean up of hazardous materials contamination left on the site by its previous owners. Site remediation is underway and will be completed by fall 2012. The acquisition of the Miraflores site in 2006 (using Agency bond funds), CEQA review, historic preservation, property management and Brownfields remediation costs to date, represent over \$13 million in State, Federal and local agency investments. As noted above, various funding agreements stipulate that the development project must be built by 2015. Failure to meet these obligations may result in a breach of these funding agreements and significant legal exposure for the return of funding dollars to State and Federal agencies.
92	Nevin Court Project (Housing)	Obligation is currently set forth in development loan agreements by and among the City, the Agency and Community Housing Development Corporation of North Richmond (CHDC), executed on April 4, 2007 and September 10, 2010, respectively. The item is an obligation of the Agency approved by the Agency Board and City Council on April 3, 2007 and May 5, 2009, respectively. 30 low- and moderate-income units (referred to as Nevin Court) Nevin Court consists of several parcels located at the corner of 1st Street and Nevin Avenue. This development is one of several completed affordable housing and revitalization projects located adjacent to the main corridor of Macdonald Avenue. Per our regulatory agreement with CHDC dated May 1, 2005, the completion of Nevin Court, a 30-unit permanently affordable multifamily complex for low- to moderate-income households still remains for this transit-oriented development. City/Agency contributions for specific revitalization projects completed in this area include the rehabilitation of the East Bay Center for the Performing Arts (\$3.2 million); rehabilitation of Nevin Park (\$5 million); construction of Trinity Plaza (\$20 million); construction of 66 permanently affordable units for very low-income seniors (\$4.7 million); and construction of Little Mae Jones Plaza, a 26-unit serviced enriched affordable housing complex for very low income families (\$3.2 million). In addition to City and Agency funding, funding obligations to this project include resources from NeighborWorks America, LISC, and LIF Enterprise.
ROPS I Reconciliation - RTTPF		
Total The Corrected ROPS I (approved by Oversight Board 5-17-12) supported \$7,679,865 in tax distributions due from County. However, the County		
July demand billing statement only funded a net \$7,525,172. This reconciliation reports the spending of actual net receipts from County.		
The summary schedule also reconciles to net receipts from the County.		
ROPS I Reconciliation - Other Funding Sources		
Total The Corrected ROPS I (approved by Oversight Board 5-17-12) had a footing error on page two. The total of listed "Other" funding sources		
is \$10,824,768, not \$1,704,330 as originally submitted.		
2-19		Actual indirect cost allocations in excess of the admin tax distribution have been reported here as "Other" and were backfilled from a City source.

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

Page/Form	Line	Project Name / Debt Obligation	Payee	Description/Project Scope	Project Area	LM/HF		Bond Proceeds		Reserve Balance		Admin Allowance		RP/TF		Other	
						Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual
		Grand Total				\$	\$ 584,784	\$	\$ 1,635,611	\$	\$	\$ 429,668	\$ 429,668	\$ 7,979,865	\$ 7,675,172	\$ 10,924,766	\$ 9,388,266
1	1	1998 Tax Allocation Refunding Bond	US Bank	Refinance a portion of 1991 TARB; fund capital improvement projects										2,340,462	2,064,284		
1	2	2000A Tax Allocation Bond	Union Bank	Fund capital improvement projects										356,875	356,875		
1	3	2003A Tax Allocation Revenue Bond	Union Bank	Fund capital improvement projects										355,844	355,844		
1	4	2003B Tax Allocation Revenue Bond	Union Bank	Fund capital improvement projects										338,219	338,219		
1	5	2004A Tax Allocation Revenue Bond (2/3)	Union Bank	Fund capital improvement projects										243,090	243,090		
1	6	Section 108 Loan	HJD	Finance costs related to the Ford Assembly Building Project										60,875	60,875		
1	7	2010A Tax Allocation Refunding Bond	Union Bank	Refund all outstanding 2007A Bonds										0	0		
1	8	SERAF Payment	State of California	Finance SERAF										244,043	244,042		
1	9	2000B Tax Allocation Bonds (Housing)	Union Bank	Loaned to the Agency to provide funding for capital improvements of the Agency										121,633	121,633		
1	10	Wells Fargo Bank Loan (Housing)	Wells Fargo Bank	Predevelopment and line of credit to non profit developers										1,875	501,875		
1	11	2004A Tax Allocation Revenue Bond (1/3 Housing)	Union Bank	Fund low/moderate income housing projects										121,545	121,545		
1	12	2004B Tax Allocation Revenue Bond (Housing)	Union Bank	Fund low/moderate income housing projects										32,289	32,289		
1	13	Section 108 Loan (Housing)	HJD	Finance costs related to the North Richmond Iron Triangle Project										90,597	90,597		
1	14	2007B Tax Allocation Capital Appreciation Bond (Housing)	Union Bank	Finance low and moderate income housing activities										0	0		
1	15	CalHFA Loan	CalHFA	Finance acquisition, construction, of homeownership and multifamily rental										1,789,968	1,120,978		
1	16	Employees Costs	Employees of Agency	Directors, Project Managers, Accountants/Operator/Redev Specialists, Business Assistance Officer, Community Development Program Manager, Attorney										81,364	78,998		
1	17	General Liability Insurance	City of Richmond	Insurance for Agency										185,492	185,492		
1	18	IT, Telecommunications, support, licensing and fees	City of Richmond	IT, Telecom, licensing, support										185,758	248,878		327,223
1	19	Indirect Costs	City of Richmond	Human Resources, City Clerk, Finance/Meyer, City Council, City Manager										2,137	2,137		
1	20	Facade Improvement Program	Armed Obaid	For facade improvement of business										4,342	4,342		
1	21	Facade Improvement Program	Nancy Galley	For facade improvement of business										9,191	9,191		
1	22	Facade Improvement Program	Fox Design Group	For facade improvement of business										26,892	11,424		
1	23	Facade Improvement Program	Peik Florist	For facade improvement of business										14,824	14,824		
1	24	Facade Improvement Program	Avington Financial	For facade improvement of business										189,000	189,000		
1	25	Facade Improvement Program	Local Businesses	Various facade improvements in progress										8,282	18,525		
1	26	Grant Consulting/Legal services	Michael Betrick	Economic development strategies										1,506	2,624		
1	27	Contract for Consulting Services	Saltel Consulting	Service a variety of agency bids										10,782	10,323		
1	28	Contract for Loan Services	Expertise Informational	Credit report services for loan borrowers										402	580		
1	29	Contract for Credit Report Services	City Data Services	Credit report services for loan borrowers										9,968	17,020		
1	30	Contract for Consulting Services	S Goldfarb	Updating and hosting Business to Business website										33,714	527		
1	31	Contract for Legal Services	Stungs-Bright	Appraisal services for properties										368	2,308		
1	32	Contract for Appraisal Services	Lynn M Suter	Offsite storage of documents										9,978	0		
1	33	Contract for Legal Services	Recall	Financial Consultant										1,805	3,698		
1	34	Contract for Legal Services	Fraser & associates	Copy/print/for lease contract										3,528	3,380		
1	35	Contract for File Storage	Xerox Corporation	Overnight shipping										3,750	1,350		
1	36	Contract for Consulting Services	Federal Express	For facade improvement of business										10,088	18,837		
1	37	Contract for Equipment Leases	Robba F Martin	Maintaining of Certified Payroll/Workforce Ordinance										2,184	1,209		
1	38	Contract for Shipping	City of Richmond	Site clean up to abide by city ordinance										71	0		
1	39	Facade Improvement Program	City of Richmond	Loan to construct approx. 42 Low/Mid level homes										75,000	75,000		
1	40	Contract for Project Monitoring	GHDC (Community Housing Development Corp.)	Assessment fees on agency owned property										5,000	0		
1	41	Vernon Castro Project	Housing and Urban Development Department	Along with CDBG grant funds to build townhome										0	0		
1	42	Initial Phase W/Fairfax Townhomes Project (Housing)	Contra Costa County	Assessment fees on agency owned property				584,784						800,000	0		
1	43	45 First Street Project	Contra Costa County	CDBG Bond Monitoring										19,750	19,750		
1	44	Crescent Park Bond Monitoring	Contra Costa County	Property tax audits										53,043	53,043		
1	45	Contract for tax verification services	MuniServices	Reimbursement for rehabilitation loans										300,000	300,000		
1	46	Cal Home Loans	State of California	Cost of unfunded pensions										0	0		
1	47	Unfunded Pension Liability	California Public Employees Retirement System	Cost of vacation and severance pay										0	0		
1	48	Compensated Absences	Employees of Agency	Developer agreement										0	0		
1	49	Metrowalk Phase II and BART Garage Project	Various	Grant agreement										37,437	53,592		
1	50	Bradley A Moody Memorial Underpass Project	Valley Design	Construction design costs										2,500	9,496		0
2	1	Metrowalk Phase II and BART Garage Project	Wendray Day/ Fine Art by Day	Construction art costs										28,000	64,002		0
2	2	Metrowalk Phase II and BART Garage Project	Michael Howard	Construction art costs				915,318						596,758	7,000,002	6,050,153	0
2	3	Metrowalk Phase II and BART Garage Project	C. Oversea & Co	Construction costs										69,388	109,818	1,011,127	0
2	4	Metrowalk Phase II and BART Garage Project	Meck S	Construction site management										38,780	312,762	459,856	0
2	5	Metrowalk Phase II and BART Garage Project	Kimley Horn	Construction legal costs										53,062	1,018,478	409,557	0
2	6	Metrowalk Phase II and BART Garage Project	Bay Area Rapid Transit	Bay area rapid transit owners reserve										662,284	662,284		0
2	7	Metrowalk Phase II and BART Garage Project	Bay Area Rapid Transit	Bay area rapid transit design and funding agreement										360,945	360,945		6,112
2	8	Metrowalk Phase II and BART Garage Project	Various	Developer agreement										0	0		0
2	9	Metrowalk Phase II and BART Garage Project	Various	Developer agreement										0	0		0
2	10	Metrowalk Phase II (Housing)	Various	Developer agreement										0	0		0
2	11	Bradley A Moody Memorial Underpass Project	Moscone, Embold	Legal Services										4,344	4,344		0
2	12	Bradley A Moody Memorial Underpass Project	Union Pacific Railroad	Review of plans and agreements										49,725	24,978		0
2	13	Bradley A Moody Memorial Underpass Project	Hanna Engineering	Engineering Services										30,965	43,410	86,791	0
2	14	Bradley A Moody Memorial Underpass Project	BKF Engineering	Engineering Services										54,679	31,250	0	0
2	15	Bradley A Moody Memorial Underpass Project	Various	Grant agreement										150,570	150,570	285,427	0
2	16	Miraflores Project - Remedation	PES Environmental	Remediation Costs										107,568	32,067		0
2	17	Miraflores Project - Remedation	Eden Housing	Remediation Costs										324	324		0
2	18	Miraflores Project - Remedation	AEM Consulting	Consulting Services for remediation										20,829	36,294		0
2	19	Miraflores Project - Remedation	Irving A Gonzalez	Remediation Costs										18,684	18,684	20,250	0
2	20	Miraflores Project - Remedation	Department of Toxic Substance Control	Remediation Costs										543,880	649,998	654,300	0
2	21	Miraflores Project - Remedation	Eagle Environmental/Wireless Communications	Remediation Costs										0	0		0
2	22	Miraflores Project (Housing)	Holland & Knight	Loan/ERN with CDBG grant funds for approx. 80 units Sr Housing										29,394	29,394		28,408
2	23	Miraflores Project	Holland & Knight	Legal services										0	0		0
2	24	Libe Mae Jones Plaza Project	Libe Mae Jones Plaza LLP	Construction costs										0	7,000		0
2	25	Libe Mae Jones Plaza Project	Loan Agreement	Loan Agreement										0	3,780		0
2	26	Muirne Bay Trails Landscape/Security/Improvements Project	Zeger Engineer	Engineering services										3,181	6,090		0
2	27	Miraflores Project - Remedation	PES Environmental	Consulting services										1,264	630		0
2	28	Miraflores Project - Remedation	Quanta Engineering	Engineering services										0	0		0

Page/ Form	Line	Project Name / Debt Obligation	Payee	Description/Project Scope	Project Area	LMIHF		Bond Proceeds		Reserve Balance		Admin Allowance		RPTTF		Other		
						Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual	
2	29	Marina Bay Trails Landscape/Security/Improvements Project	Vallier Design	Design services														
2	30	Marina Bay Trails Landscape/Security/Improvements Project	WR Forde Associates	Construction of bay trail improvements													18,101	8,052
2	31	Marina Bay Trails Landscape/Security/Improvements Project	Waltins & Bartoll	Landscape services													186,912	89,532
2	32	Marina Bay Trails Landscape/Security/Improvements Project	Nichols Consulting	Consulting services													6,887	20,526
2	33	Railroad Crossing Design & Improvements Project	BKF Engineering	Engineering services													1,900	6,660
2	34	Railroad Crossing Design & Improvements Project	PEB Environmental	Consulting services					1,702									20,100
2	35	Railroad Crossing Design & Improvements Project	Civil Engineering	Engineering services													2,153	1,074
2	36	Railroad Crossing Design & Improvements Project	WR Forde Associates	Temporary road for Bradley A Moody Underpass Project													26,130	54,786
2	37	180 Shopping Center Project	Keyser Marston	Financial consulting													196,029	150,000
2	38	Downtown Pedestrian Bicycle Project	Gibbels Brothers	Construction costs													8,788	33,666
2	39	Terminal One Project	Shute, Mihaly	Legal services													0	0
2	40	Terminal One Project	Quanta Engineering	Engineering Services													0	16,726
2	41	Area T Soil Remediation	PES Environmental	Consulting services					18,719									9,360
2	42	Area T Soil Remediation		Required monitoring of remediation site													11,890	504
2	43	Project Area Streetscapes	Vallier Design	Construction design services													13,457	27,600
2	44	Project Area Streetscapes	A-N West Inc.	Civil engineering services														12,706
2	45	Project Area Streetscapes	Fahr & Peers	Civil engineering services					14								41,819	14
2	46	Project Area Streetscapes	BKF Engineering	Engineering services													0	3,264
2	47	Project Area Streetscapes	Best, Best, & Kreiger	Legal services													1,287	46,422
2	48	Nevin Court Project (Housing)	CHDC (Community Housing Development Corp.)	Loan to construct approx. 30 Low Mod homes													19,669	80,798
3	1	Professional services	Various									238,412	137,108					0
3	2	Management fees	Various									1,248	0					
3	3	Postage	Various									8,306	476					
3	4	Printing & Binding	Various									15,456	1,817					
3	5	Conference/Meeting/Training	Various									12,600	11,115					
3	6	Membership dues	Various									3,188	17,658					
3	7	Subscriptions	Various									1,548						
3	8	Advertising & Comm. Prom.	Various									8,398	500					
3	9	Bank fees	Various									488	180					
3	10	Rental expenses	Various									16,872						
3	11	Equipment rental	Various									9,570	6,379					
3	12	Misc. expenses	Various									9,556	2,646					
3	13	General office supplies	Various									10,452	3,456					
3	14	Telephone expenses	Various									4,488	1,008					
3	15	Contractual services	Various									91,956						