DEPARTMENT OF FINANCE

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March 15, 2013

Mr. Gary Ameling, Finance Director
City of Santa Clara
1500 Warburton Ave.
Santa Clara, CA 95050

Dear Mr. Ameling:

Subject: Low and Moderate Income Housing Fund Due Diligence Review

The Santa Clara Successor Agency (Agency) submitted an oversight board approved Low and Moderate Income Housing Fund Due Diligence Review (DDR) to the California Department of Finance (Finance) on February 19, 2013. The purpose of the review was to determine the amount of cash and cash equivalents available for distribution to the affected taxing entities. Since the Agency did not meet the October 15, 2012 submittal deadline pursuant to HSC section 34179.6 (c), Finance is not bound to completing its review and making a determination by the November 9, 2012 deadline pursuant to HSC section 34179.6 (d). However, Finance has completed its review of your DDR, which may have included obtaining clarification for various items.

Based on our review, Finance made no adjustments to the Low and Moderate Income Housing Fund (LMIHF) balance available for allocation to the affected taxing entities as reported by Macias Gini & O'Connell and approved by the Agency's Oversight Board. As a result, the Agency's LMIHF balance available for distribution to the affected taxing entities is $63,179,968.

It is our understanding that approximately $18 million was used to pay obligations for the June 28, 2011 through June 30, 2012 period that have never been listed on an EOPS or ROPS. Only obligations approved on an EOPS or ROPS were authorized for payment during this period. To the extent these are enforceable obligations they should be placed on a future ROPS, at which time they are subject to review and approval from the oversight board and Finance.

HSC section 34179.6 (f) requires successor agencies to transmit to the county auditor-controller the amount of funds identified above within five working days, plus any interest those sums accumulated while in the possession of the recipient. However, should the situation described above cause a shortage of available funds required to be remitted to the County Auditor Controller per the LMIHF DDR, HSC section 34179.6 (g) (3) authorizes Finance to consider an installment payment plan. If an installment payment plan is necessary, please submit your plan to Finance for review and approval.

If funds identified for transmission are in the possession of the successor agency, and if the successor agency is operated by the city or county that created the former redevelopment agency, then failure to transmit the identified funds may result in offsets to the city's or the

county's sales and use tax allocation, as well as its property tax allocation. If funds identified for transmission are in the possession of another taxing entity, that taxing entity's failure to remit those funds may result in offsets to its sales and use tax allocation or to its property tax allocation.

Failure to transmit the identified funds will also prevent the Agency from being able to receive a finding of completion from Finance. Without a finding of completion, the Agency will be unable to take advantage of the provisions detailed in HSC section 34191.4. Specifically, these provisions allow certain loan agreements between the former redevelopment agency (RDA) and the city, county, or city and county that created the RDA to be considered enforceable obligations. These provisions also allow certain bond proceeds to be used for the purposes in which they were sold and allows for the transfer of real property and interests into the Community Redevelopment Property Trust Fund once Finance approves the Agency's long-range property management plan.

In addition to the consequences above, willful failure to return assets that were deemed an unallowable transfer or failure to remit the funds identified above could expose certain individuals to criminal penalties under existing law.

Pursuant to HSC section 34167.5 and 34178.8, the California State Controller's Office (Controller) has the authority to claw back assets that were inappropriately transferred to the city, county, or any other public agency. Determinations outlined in this letter and Finance's Housing Assets Transfer letter dated August 30, 2012 do not in any way eliminate the Controller's authority.

Please direct inquiries to Wendy Griffe, Supervisor or Derk Symons, Lead Analyst at (916) 445-1546.

Sincerely,

STEVE SZALAY
Local Government Consultant

cc: Ms. Irene Lui, Controller Treasurer, Santa Clara County
California State Controller's Office