

**Recognized Obligation Payment Schedule (ROPS 23-24) - Summary**  
**Filed for the July 1, 2023 through June 30, 2024 Period**

**Successor Agency:** Emeryville

**County:** Alameda

| <b>Current Period Requested Funding for Enforceable Obligations (ROPS Detail)</b> | <b>23-24A Total<br/>(July - December)</b> | <b>23-24B Total<br/>(January - June)</b> | <b>ROPS 23-24<br/>Total</b> |
|---|---|--|-----------------------------|
| <b>A Enforceable Obligations Funded as Follows (B+C+D)</b>                        | <b>\$ 27,662,867</b>                      | <b>\$ 17,761,874</b>                     | <b>\$ 45,424,741</b>        |
| B Bond Proceeds   | -   | -  | -                           |
| C Reserve Balance   | 9,808,154                                 | 11,874                                   | 9,820,028                   |
| D Other Funds   | 17,854,713                                | 17,750,000                               | 35,604,713                  |
| <b>E Redevelopment Property Tax Trust Fund (RPTTF) (F+G)</b>                      | <b>\$ 2,135,666</b>                       | <b>\$ 13,335,744</b>                     | <b>\$ 15,471,410</b>        |
| F RPTTF   | 1,994,750                                 | 13,090,115                               | 15,084,865                  |
| G Administrative RPTTF  | 140,916                                   | 245,629                                  | 386,545                     |
| <b>H Current Period Enforceable Obligations (A+E)</b>                             | <b>\$ 29,798,533</b>                      | <b>\$ 31,097,618</b>                     | <b>\$ 60,896,151</b>        |

**Certification of Oversight Board Chairman:**

Pursuant to Section 34177 (o) 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 successor agency.

\_\_\_\_\_  
Name Title

/s/ \_\_\_\_\_  
Signature Date

**Emeryville**  
**Recognized Obligation Payment Schedule (ROPS 23-24) - ROPS Detail**  
**July 1, 2023 through June 30, 2024**

| A      | B  | C               | D                        | E                          | F  | G   | H            | I                            | J       | K                | L                       | M               | N            | O           | P           | Q            | R                       | S               | T            | U            | V           | W            |
|--------|--|-----------------|--------------------------|----------------------------|--|---|--------------|------------------------------|---------|------------------|-------------------------|-----------------|--------------|-------------|-------------|--------------|-------------------------|-----------------|--------------|--------------|-------------|--------------|
| Item # | Project Name   | Obligation Type | Agreement Execution Date | Agreement Termination Date | Payee  | Description   | Project Area | Total Outstanding Obligation | Retired | ROPS 23-24 Total | ROPS 23-24A (Jul - Dec) |                 |              |             |             | 23-24A Total | ROPS 23-24B (Jan - Jun) |                 |              |              |             | 23-24B Total |
|        |  |                 |                          |                            |  |   |              |                              |         |                  | Fund Sources            |                 |              |             |             |              | Fund Sources            |                 |              |              |             |              |
|        |  |                 |                          |                            |  |   |              |                              |         |                  | Bond Proceeds           | Reserve Balance | Other Funds  | RPTTF       | Admin RPTTF |              | Bond Proceeds           | Reserve Balance | Other Funds  | RPTTF        | Admin RPTTF |              |
|        |  |                 |                          |                            |  |   |              | \$128,722,419                |         | \$60,896,151     | \$-                     | \$9,808,154     | \$17,854,713 | \$1,994,750 | \$140,916   | \$29,798,533 | \$-                     | \$11,874        | \$17,750,000 | \$13,090,115 | \$245,629   | \$31,097,618 |
| 1      | Administrative Cost Allowance Per HSC 34177  | Admin Costs     | 07/01/2023               | 06/30/2024                 | City of Emeryville                                     | ADM-Finance Administrative Cost Allowance Per HSC 34177   | Both         | 491,258                      | N       | \$491,258        | -                       | -               | 104,713      | -           | 140,916     | \$245,629    | -                       | -               | -            | -            | 245,629     | \$245,629    |
| 39     | Professional Services Agreement (September 1, 2010)  | Litigation      | 09/01/2010               | 06/30/2024                 | Cox Castle Nichol森                                     | ENV-Bay Street - Site B Cost Recovery Site B environmental cost recovery litigation   | Emeryville   | 50,000                       | N       | \$50,000         | -                       | -               | -            | 25,000      | -           | \$25,000     | -                       | -               | -            | 25,000       | -           | \$25,000     |
| 40     | Settlements w/ Chevron, Adams, Koeckritz, Robinson, UPRR (July 23, 2010); Agency v Robinson et.al.; Alameda County Sup Ct, Case No. RG06-267594  | Remediation     | 07/23/2010               | 06/30/2024                 | EKI, California EPA - DTSC, Clearwater & other vendors | ENV-Bay Street - Site B Groundwater Remediation Costs to remediate groundwater beneath Site B from on-site and off-site sources | Emeryville   | -                            | N       | \$-              | -                       | -               | -            | -           | -           | \$-          | -                       | -               | -            | -            | -           | \$-          |
| 41     | Professional Services Agreement (10/6/04) and Amendments; 12/2/05; 5/19/06; 2/16/07; 2/19/07; 6/9/08; 12/16/08; 4/21/09; 7/21/09; 5/2/10; 9/21/10; 4/5/11; 6/18/13; 1/20/15; 6/16/15; 1/1/16 | Remediation     | 10/06/2004               | 06/30/2024                 | Erler & Kalinowski (EKI)                               | ENV-Bay Street - Site B Groundwater Remediation Environmental engineer re on-going groundwater remediation at Site B            | Emeryville   | 240,000                      | N       | \$240,000        | -                       | -               | -            | 120,000     | -           | \$120,000    | -                       | -               | -            | 120,000      | -           | \$120,000    |
| 44     | Professional Services Agreement PSA (3/31/2003); 1st Amendment to PSA (04/20/2004); 2nd Amendment to PSA (10/5/  | Remediation     | 03/31/2003               | 06/30/2028                 | Erler & Kalinowski (EKI)                               | ENV-Bay Street Site - A Groundwater Monitoring Environmental engineer re on-going groundwater monitoring at Bay Street/Site     | Shellmound   | 205,000                      | N       | \$205,000        | -                       | -               | -            | 102,500     | -           | \$102,500    | -                       | -               | -            | 102,500      | -           | \$102,500    |

| A      | B   | C                     | D                        | E                          | F                                | G   | H            | I                            | J       | K                | L                       | M               | N           | O         | P           | Q            | R                       | S               | T           | U         | V           | W            |  |
|--------|---|-----------------------|--------------------------|----------------------------|----------------------------------|---|--------------|------------------------------|---------|------------------|-------------------------|-----------------|-------------|-----------|-------------|--------------|-------------------------|-----------------|-------------|-----------|-------------|--------------|--|
| Item # | Project Name  | Obligation Type       | Agreement Execution Date | Agreement Termination Date | Payee                            | Description   | Project Area | Total Outstanding Obligation | Retired | ROPS 23-24 Total | ROPS 23-24A (Jul - Dec) |                 |             |           |             | 23-24A Total | ROPS 23-24B (Jan - Jun) |                 |             |           |             | 23-24B Total |  |
|        |   |                       |                          |                            |                                  |   |              |                              |         |                  | Fund Sources            |                 |             |           |             |              | Fund Sources            |                 |             |           |             |              |  |
|        |   |                       |                          |                            |                                  |   |              |                              |         |                  | Bond Proceeds           | Reserve Balance | Other Funds | RPTTF     | Admin RPTTF |              | Bond Proceeds           | Reserve Balance | Other Funds | RPTTF     | Admin RPTTF |              |  |
|        | 2011)   |                       |                          |                            |                                  | A   |              |                              |         |                  |                         |                 |             |           |             |              |                         |                 |             |           |             |              |  |
| 45     | Environmental Oversight Agreement (Amended 3/13/07)   | Remediation           | 03/13/2007               | 06/30/2024                 | California EPA - DTSC            | ENV-Bay Street Site - A Groundwater Monitoring Regulatory Oversight 7/20/98 12/31/22  | Shellmound   | 50,000                       | N       | \$50,000         | -                       | -               | -           | 25,000    | -           | \$25,000     | -                       | -               | -           | 25,000    | -           | \$25,000     |  |
| 46     | Settlement Agreement & Order (Feb 23, 2001) - Agency v Elementis; US District Ct, Case No. C99-03719 WHA                            | Remediation           | 02/23/2001               | 06/30/2024                 | Sherwin Williams                 | ENV-Bay Street Site - A Groundwater Monitoring Reimbursement of Groundwater Monitoring/ Remediation Costs w/credit for sums paid to EKI | Shellmound   | -                            | N       | \$-              | -                       | -               | -           | -         | -           | \$-          | -                       | -               | -           | -         | -           | \$-          |  |
| 48     | City/Agency Purchase & Sale Agreement (June 4, 2009) - Corp Yard/Jan 27, 2012 Claim of City of Emeryville-California Tort Claim Act | Remediation           | 06/04/2009               | 06/30/2024                 | City of Emeryville as Indemnatee | ENV-Corporation Yard Remediation Indemnification of City for costs of remediation and monitoring of soil and groundwater contamination  | Emeryville   | -                            | Y       | \$-              | -                       | -               | -           | -         | -           | \$-          | -                       | -               | -           | -         | -           | \$-          |  |
| 49     | Professional Services Agreement (September 1, 2010)   | Legal                 | 09/01/2010               | 06/30/2024                 | Cox Castle Nichol森               | ENV-Corporation Yard Remediation Legal services relating to recovery of remediation costs   | Emeryville   | 3,350,000                    | N       | \$3,350,000      | -                       | -               | -           | 1,675,000 | -           | \$1,675,000  | -                       | -               | -           | 1,675,000 | -           | \$1,675,000  |  |
| 62     | Contract for services   | Professional Services | 03/01/2020               | 06/30/2024                 | Certified Public Accountants     | F-Finance Audit Services  | Both         | 16,000                       | N       | \$16,000         | -                       | -               | -           | 10,000    | -           | \$10,000     | -                       | -               | -           | 6,000     | -           | \$6,000      |  |
| 63     | Bank account  | Fees                  | 08/01/2019               | 06/30/2024                 | Mechanics Bank                   | F-Finance Bank fees   | Both         | 2,000                        | N       | \$2,000          | -                       | -               | -           | 1,000     | -           | \$1,000      | -                       | -               | -           | 1,000     | -           | \$1,000      |  |
| 64     | Bond Trustee Fees   | Fees                  | 09/01/1995               | 09/01/2034                 | Bank of New York Mellon          | F-Finance Bond Trustee services   | Both         | 5,000                        | N       | \$5,000          | -                       | -               | -           | 5,000     | -           | \$5,000      | -                       | -               | -           | -         | -           | \$-          |  |
| 67     | Contract for services   | Professional Services | 01/12/1990               | 06/30/2024                 | MuniServices                     | F-Finance Property Tax Audit Services   | Both         | -                            | N       | \$-              | -                       | -               | -           | -         | -           | \$-          | -                       | -               | -           | -         | -           | \$-          |  |
| 103    | Tax Allocation Revenue Bond   | Professional Services | 07/01/2014               | 06/30/2024                 | Wildan Financial                 | F-Finance Annual Continuing   | Both         | 3,500                        | N       | \$3,500          | -                       | -               | -           | 3,500     | -           | \$3,500      | -                       | -               | -           | -         | -           | \$-          |  |

| A      | B  | C                                    | D                        | E                          | F   | G   | H                | I                            | J       | K                | L                       | M               | N           | O      | P           | Q            | R                       | S               | T           | U         | V           | W            |
|--------|--|--------------------------------------|--------------------------|----------------------------|---|---|------------------|------------------------------|---------|------------------|-------------------------|-----------------|-------------|--------|-------------|--------------|-------------------------|-----------------|-------------|-----------|-------------|--------------|
| Item # | Project Name   | Obligation Type                      | Agreement Execution Date | Agreement Termination Date | Payee   | Description   | Project Area     | Total Outstanding Obligation | Retired | ROPS 23-24 Total | ROPS 23-24A (Jul - Dec) |                 |             |        |             | 23-24A Total | ROPS 23-24B (Jan - Jun) |                 |             |           |             | 23-24B Total |
|        |  |                                      |                          |                            |   |   |                  |                              |         |                  | Fund Sources            |                 |             |        |             |              | Fund Sources            |                 |             |           |             |              |
|        |  |                                      |                          |                            |   |   |                  |                              |         |                  | Bond Proceeds           | Reserve Balance | Other Funds | RPTTF  | Admin RPTTF |              | Bond Proceeds           | Reserve Balance | Other Funds | RPTTF     | Admin RPTTF |              |
|        | covenants  |                                      |                          |                            |   | Disclosure reporting  |                  |                              |         |                  |                         |                 |             |        |             |              |                         |                 |             |           |             |              |
| 104    | Tax Allocation Revenue Bond covenants                      | Professional Services                | 07/01/2014               | 06/30/2024                 | PFM Group                                     | F-Finance Arbitrage/ Rebate calculations  | Both             | 2,750                        | N       | \$2,750          | -                       | -               | -           | 2,750  | -           | \$2,750      | -                       | -               | -           | -         | -           | \$-          |
| 116    | Tax Allocation Refunding Bonds, 2014A Debt Service Payment | Refunding Bonds Issued After 6/27/12 | 09/03/2014               | 09/01/2034                 | Bank of New York Mellon                       | Full annual debt service for calendar year per bond docs. Interest payable March 1 and Sept 1, principal payable Sept 1   | Both             | 56,608,000                   | N       | \$18,376,250     | -                       | 8,601,000       | -           | -      | -           | \$8,601,000  | -                       | 11,872          | -           | 9,763,378 | -           | \$9,775,250  |
| 117    | Tax Allocation Refunding Bonds, 2014B Debt Service Payment | Refunding Bonds Issued After 6/27/12 | 09/03/2014               | 09/01/2031                 | Bank of New York Mellon                       | Full annual debt service for calendar year per bond docs. Interest payable March 1 and Sept 1, principal payable Sept 1   | Both             | 7,663,911                    | N       | \$2,554,393      | -                       | 1,207,154       | -           | -      | -           | \$1,207,154  | -                       | 2               | -           | 1,347,237 | -           | \$1,347,239  |
| 121    | Environmental Oversight Agreement                          | Remediation                          | 01/15/2019               | 06/30/2024                 | California EPA - DTSC                         | Env - South Bayfront Site B Groundwater Remediation Oversight   |                  | 50,000                       | N       | \$50,000         | -                       | -               | -           | 25,000 | -           | \$25,000     | -                       | -               | -           | 25,000    | -           | \$25,000     |
| 122    | Imminent & Substantial Endangerment Order                  | Remediation                          | 01/15/2019               | 06/30/2024                 | California EPA – DTSC; Remediation Contractor | Environmental - Corporation Yard Remediation Enforcement/ Oversight   |                  | 20,000,000                   | N       | \$20,000,000     | -                       | -               | 10,000,000  | -      | -           | \$10,000,000 | -                       | -               | 10,000,000  | -         | -           | \$10,000,000 |
| 126    | Professional Services Agreement                            | Remediation                          | 07/01/2021               | 06/30/2028                 | Erler & Kalinowski (EKI)                      | 126 - On January 19, 2021, the Successor Agency approved a contract with EKI Environment & Water in the amount of \$3,500,000 to undertake environmental engineering work in response to the Order commencing July 1, 2021. | Corporation Yard | 4,485,000                    | N       | \$4,485,000      | -                       | -               | 2,242,500   | -      | -           | \$2,242,500  | -                       | -               | 2,242,500   | -         | -           | \$2,242,500  |

| A      | B                          | C               | D                        | E                          | F  | G   | H            | I                            | J       | K                | L                       | M               | N           | O     | P           | Q            | R                       | S               | T           | U     | V           | W            |
|--------|----------------------------|-----------------|--------------------------|----------------------------|--|---|--------------|------------------------------|---------|------------------|-------------------------|-----------------|-------------|-------|-------------|--------------|-------------------------|-----------------|-------------|-------|-------------|--------------|
| Item # | Project Name               | Obligation Type | Agreement Execution Date | Agreement Termination Date | Payee  | Description   | Project Area | Total Outstanding Obligation | Retired | ROPS 23-24 Total | ROPS 23-24A (Jul - Dec) |                 |             |       |             | 23-24A Total | ROPS 23-24B (Jan - Jun) |                 |             |       |             | 23-24B Total |
|        |                            |                 |                          |                            |  |   |              |                              |         |                  | Fund Sources            |                 |             |       |             |              | Fund Sources            |                 |             |       |             |              |
|        |                            |                 |                          |                            |  |   |              |                              |         |                  | Bond Proceeds           | Reserve Balance | Other Funds | RPTTF | Admin RPTTF |              | Bond Proceeds           | Reserve Balance | Other Funds | RPTTF | Admin RPTTF |              |
| 127    | Settlement Agreement - WSL | Remediation     | 01/01/2023               | 06/30/2024                 | WSL Parties (Whitney Research Tool Co., Swagelok Company, Catherine Lennon Lozick); Line Item 122 and 126 Payees | Environmental - Corporation Yard - Settlement Agreement | Emeryville   | 33,000,000                   | N       | \$11,015,000     | -                       | -               | 5,507,500   | -     | -           | \$5,507,500  | -                       | -               | 5,507,500   | -     | -           | \$5,507,500  |
| 128    | SB170 Grant Agreement      | Remediation     | 07/01/2023               | 06/30/2024                 | Remediation Contractor   | Environmental - Corporation Yard (Grant)                | Emeryville   | 2,500,000                    | N       | \$-              | -                       | -               | -           | -     | -           | \$-          | -                       | -               | -           | -     | -           | \$-          |

**Emeryville**  
**Recognized Obligation Payment Schedule (ROPS 23-24) - Report of Cash Balances**  
**July 1, 2020 through June 30, 2021**  
(Report Amounts in Whole Dollars)

| Pursuant to Health and Safety Code section 34177 (I), Redevelopment Property Tax Trust Fund (RPTTF) may be listed as a source of payment on the ROPS, but only to the extent no other funding source is available or when payment from property tax revenues is required by an enforceable obligation. |   |  |   |  |                                 |                        |  |
|--|---|--|---|--|---------------------------------|------------------------|--|
| A  | B   | C  | D                                       | E  | F                               | G                      | H  |
|  |   | <b>Fund Sources</b>                      |   |  |                                 |                        |  |
|  |   | <b>Bond Proceeds</b>                     |   | <b>Reserve Balance</b>   | <b>Other Funds</b>              | <b>RPTTF</b>           |  |
|  | <b>ROPS 20-21 Cash Balances<br/>(07/01/20 - 06/30/21)</b>   | Bonds issued<br>on or before<br>12/31/10 | Bonds issued<br>on or after<br>01/01/11 | Prior ROPS<br>RPTTF and<br>Reserve<br>Balances retained<br>for future<br>period(s) | Rent, grants,<br>interest, etc. | Non-Admin<br>and Admin | <b>Comments</b>  |
| <b>1</b>   | <b>Beginning Available Cash Balance (Actual 07/01/20)</b><br>RPTTF amount should exclude "A" period distribution amount.  |  |   | 9,488,684  | 3,514,470                       | 1,340,057              |  |
| <b>2</b>   | <b>Revenue/Income (Actual 06/30/21)</b><br>RPTTF amount should tie to the ROPS 20-21 total distribution from the County Auditor-Controller                        |  |   | 2,145  | 1,075,901                       | 12,435,564             |  |
| <b>3</b>   | <b>Expenditures for ROPS 20-21 Enforceable Obligations (Actual 06/30/21)</b>  |  |   | 9,396,658  | 1,277,527                       | 2,878,474              |  |
| <b>4</b>   | <b>Retention of Available Cash Balance (Actual 06/30/21)</b><br>RPTTF amount retained should only include the amounts distributed as reserve for future period(s) |  |   | 82,297   | 3,208,131                       | 10,132,543             | Columns E and F Include balances committed to ROPS 2021-22 and ROPS 2022-23. Column G includes June 2021 RPTTF Debt Reserve of \$9,429,624 and 2018-19/2019-20 PPA of \$702,919. |
| <b>5</b>   | <b>ROPS 20-21 RPTTF Prior Period Adjustment</b><br>RPTTF amount should tie to the Agency's ROPS 20-21 PPA form submitted to the CAC                               |  | No entry required                       |  |                                 | 764,604                |  |
| <b>6</b>   | <b>Ending Actual Available Cash Balance (06/30/21)</b><br>C to F = (1 + 2 - 3 - 4), G = (1 + 2 - 3 - 4 - 5)   | \$-                                      | \$-                                     | \$11,874   | \$104,713                       | \$-                    |  |

**Emeryville**  
**Recognized Obligation Payment Schedule (ROPS 23-24) - Notes**  
**July 1, 2023 through June 30, 2024**

| Item # | Notes/Comments  |
|--------|---|
| 1      |   |
| 39     |   |
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| 121    |   |
| 122    | For 23/24, the SA anticipates it will incur \$300,000 for DTSC oversight of implemetation of the ISE Order. These expenses are eligible to be paid from the Settlement Reserve established pursuant to the settlement agreement noted in Item 127. Further, it is anticipated that DTSC will approve the final cleanup plan (FS/RAP) for the Corporation Yard and thereby allow the SA to solicit bids in spring/ summer of 2023 to commence remediation activities as of July 2023. The remedial work to be conducted by the contractor is undertaken pursuant to the ISE Order (Item 122) and thus the contract will be an EO pursuant to H&S Code 34177.3 (b). Based on the draft FS/RAP, the upper end of the first phase of the work outlined in the preferred alternative (Alternative 4) is \$18,525,000. Accordingly, to ensure there are enough funds available to pay for the first phase of the work outlined in Alternative 4, the Successor Agency anticipates it will incur \$19,700,000 for the remedial contractor. |
| 126    |   |
| 127    | On July 6, 2022, the Successor Agency entered into a settlement agreement with parties partially responsible for the contamination at the Corporation Yard site (the "WSL Parties"), which agreement was approved by the Oversight Board on July 25, 2022, Department of Finance on August 9, 2022, and US District Court on November 15, 2022. The settlement agreement provides a one-time payment of \$33 million by the WSL Parties to the Successor Agency in exchange for the Successor Agency agreeing to remediate the Corporation Yard pursuant to the ISE Order (Line Item 122). The settlement payment of \$33 million is to be placed in a separate account and may only be used for costs of remediating the Corporation Yard, which at this time are reflected in ROPS Line Item 122 and 126. The settlement agreement also provides for a possible additional recovery based on the assigned   |

**Emeryville**  
**Recognized Obligation Payment Schedule (ROPS 23-24) - Notes**  
**July 1, 2023 through June 30, 2024**

| <b>Item #</b> | <b>Notes/Comments</b>   |
|---------------|---|
|               | claims of the WSL Parties against the remaining defendant, Hanson Building Materials, which the WSL Parties may share in.   |
| 128           | Per SB 170 (2021), SEC. 19.56 (e)(25), \$2,500,000 was allocated by DTSC to the City of Emeryville for site remediation of the Corporation Yard. On December 20, 2022, the City and Successor Agency entered into a Grant Funding Agreement whereby the Successor Agency agreed to remediate the Corporation Yard site in accordance with the ISE Order (Line Item 122) in exchange for the receipt of the \$2,500,000 of grant funding to be expended on remediation of the Corporation Yard as required by Section 19.56 (e)(25) of SB 170. These funds may only be used to pay for the costs of remediation of the Corporation Yard as reflected on Line Item 122. Any grant funds unspent in 2023-24 remain restricted through Line Item 128. |