
HOUSING SUCCESSOR ANNUAL REPORT
South San Francisco Housing Successor

Fiscal Year 2018-19



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INTRODUCTION

The City of South San Francisco (“City”) is the Housing Successor Agency (“Housing Successor”) to the former South San Francisco Redevelopment Agency (“Agency”). The City elected to take on the housing-related responsibilities of the former Agency by adoption of Resolution No. 08-2012 on January 25, 2012. The Housing Successor is responsible for maintaining housing assets transferred from the former Agency. Its main goal is to provide affordable housing for City residents.

This Housing Successor Agency Annual Report (“Annual Report”) contains information on Fiscal Year (“FY”) 2018-19 finances and activities as required by Health and Safety Code (“HSC”) Section 34176.1(f). The Housing Successor met all legal requirements in FY 2018-19.

The Annual Report is due to the California Department of Housing and Community Development (“HCD”) by April 1 annually, and must be accompanied by an independent financial audit. The City’s audited financial statements will be posted on the City’s website when available. This report is an addendum to the Housing Element Annual Progress Report required by Government Code Section 65400, which is also submitted to HCD by April 1 annually.

HOUSING SUCCESSOR REQUIREMENTS

Senate Bill (“SB”) 341¹ and subsequent legislation enacted several requirements for housing successor agencies. Housing successors must comply with three major requirements pursuant to HSC Section 34176.1:

1. Expenditures and housing production are subject to income and age targets.
2. Housing successors may not accumulate an “excess surplus,” or a high balance based on certain thresholds.

¹ 2013-14 legislative session

3. Properties must be developed with affordable housing or sold within five to ten years of the California Department of Finance approving the Housing Asset Transfer Form.

The requirements are designed to ensure that housing successors are actively utilizing former Agency housing assets to produce affordable housing. Appendix 1 provides a detailed summary of the reporting requirements that are addressed in this Annual Report.

ASSETS TRANSFERRED TO HOUSING SUCCESSOR

Upon the statewide dissolution of redevelopment in 2012, all rights, powers, committed assets, liabilities, duties, and obligations associated with the housing activities of the Agency were transferred to the Housing Successor. The Housing Successor prepared a Housing Asset Transfer Form (“HAT”) that provided an inventory of all housing assets transferred from the Agency to the Housing Successor. This included:

- Real property;
- Personal property;
- Loans receivable; and
- Rents/operations.

All items on HAT were approved by the California Department of Finance (“DOF”) on August 31, 2012.

It is important to distinguish that Housing Successor assets that were not transferred from the former Agency, or generated by or purchased with assets from the former Agency, are not subject to HSC Section 34176.1. A copy of the HAT is provided as Appendix 2.

HOUSING ASSET FUND ACTIVITY

Former Agency assets, and the revenues generated by those assets, are maintained in a Low and Moderate Income Housing Asset Fund (“Housing Asset Fund”).² Housing Asset Funds may be spent on:

- **Administrative costs** up to \$200,000 per year adjusted for inflation, or 5% of the statutory value of real property owned by the housing successor and the value of loans and grants receivable from the HAT (“Portfolio”), whichever is greater. The FY 2018-19 limit for the Housing Successor was \$1,400,096 (5% of the Portfolio value of \$28,001,911).
- **Homeless prevention and rapid rehousing services** up to \$250,000 per year if the former Agency did not have any outstanding housing inclusionary or replacement housing production requirements. The Housing Successor qualifies because the former Agency had a surplus of affordable housing production units upon dissolution.
- **Affordable housing development** assisting households up to 80 percent of the Area Median Income (“AMI”), subject to specific income and age targets.

Five-Year Income Proportionality: If any Housing Asset Funds are spent on affordable housing development, it triggers a requirement to spend at least 30 percent of such expenses assisting extremely low income households (30% AMI) and no more than 20 percent on low income households (between 60-80% AMI) per five-year compliance period. The first five-year compliance period was January 1, 2014 through June 30, 2019.

Note that housing successors must report expenditures by category each year, but compliance with income proportionality limits is measured every five years. For example, a housing successor could spend all its funds in a single year on households earning between 60-80% AMI, as long as it was 20 percent or less of the total expenditures during the five-year compliance period.

² The Housing Asset Fund replaced the former Agency’s Low and Moderate Income Housing Fund.

Ten-Year Age Proportionality: If more than 50% of the total aggregate number of rental units produced by the City, Housing Successor, or former Agency during the past 10 years are restricted to seniors, the Housing Successor may not spend more Housing Asset Funds on senior rental housing.

Appendix 3 describes Housing Asset Fund expenditure requirements in more detail, including the types of costs eligible in each category.

EXPENDITURE LIMIT COMPLIANCE

The Housing Successor complied with all Housing Asset Fund spending restrictions in FY 2018-19, including five-year compliance period income targeting requirements:³

- Administrative costs of \$95,960 did not exceed the \$1,400,096 maximum amount for FY 2018-19.
- No homeless prevention or rapid rehousing expenses were made in FY 2018-19.
- No affordable housing development-related expenditures were made in the first five-year compliance period from January 1, 2014 through June 30, 2019. Therefore, the five-year compliance period income targets were met by default.

The Housing Successor will ensure it continues to meet all expenditure requirements going forward, including the next five-year compliance period of July 1, 2019 through June 30, 2024.

Failure to comply with the extremely low income requirement in any five-year compliance period will result in the Housing Successor having to ensure that 50 percent of remaining funds be spent on extremely low income rental units until in compliance. Exceeding the expenditure limit for low households earning

³ The Housing Asset Fund figures in this Annual Report are based on unaudited numbers that were available at the time this report was prepared. They might vary slightly from audited numbers once the Housing Successor's annual audit is complete.

between 60-80% AMI in any five-year reporting period will result in the Housing Successor not being able to expend any funds on these income categories until in compliance.

SENIOR HOUSING LIMIT COMPLIANCE

The Housing Successor complies with a limit allowing no more than 50 percent of the total aggregate number of rental units produced within the preceding ten years to be restricted to seniors. The Housing Successor, City, and former Agency assisted 39 deed-restricted rental units in the last ten years, none of which are restricted to seniors. Table 1 details units assisted by project.

Table 1
Deed-Restricted Senior Rental Units Assisted Prior Ten Years

Property^{1,2}	Senior Units	%	Non-Senior Units	%	Total Units
310 Miller	81	100%	0	0%	81
636 El Camino Real	0		108		108
Total	81		108		189

Total Deed-Restricted Senior Units: 43%

¹ This list only includes units identified as senior-restricted living in the Housing Element.

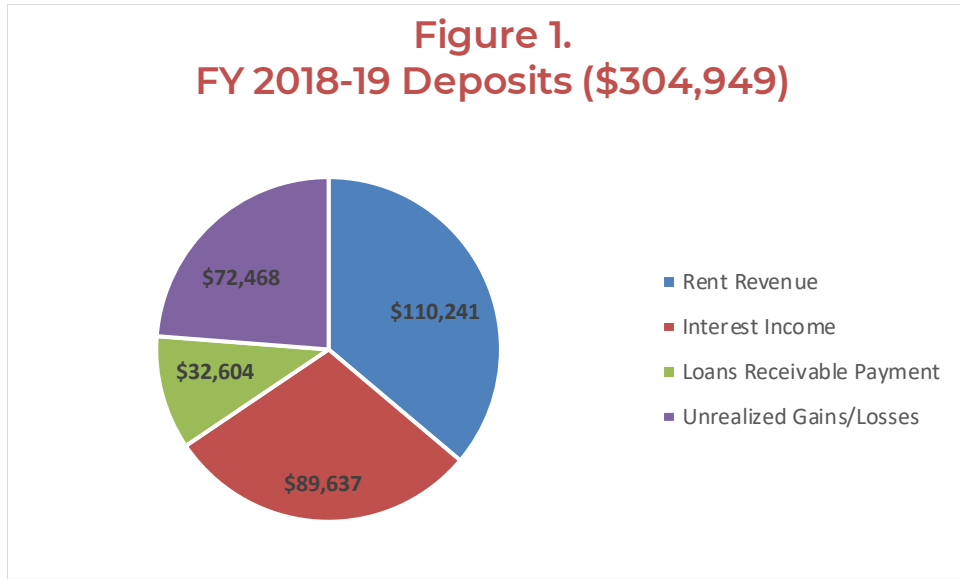
² This list only includes units that had a ground lease executed within the last 10 years.

Source: City of San Francisco

DEPOSITS AND FUND BALANCE

The Housing Successor deposited \$304,949 into the Housing Asset Fund during FY 2018-19, as shown in Figure 1. The deposits consisted of Rent Revenue, Interest Income, Loans Receivable Payments, and Unrealized Gains/Losses.

**Figure 1.
FY 2018-19 Deposits (\$304,949)**



The Housing Asset Fund balance as of June 30, 2019 was \$5,987,238, of which \$5,052,199 was cash. Table 2 details the fund balance by asset type.

Table 2 Housing Asset Fund Ending Balance FY 2018-19	
Balance Type	Amount
Cash	\$ 5,052,199
Cash Premium/Discount Amortization	(1,533)
Cash Unrealized Gains/Losses	7,223
Accounts Receivable - Other	7,550
Allowance for Uncollectibles	(20,280,761)
Accrued Interest Receivable	30,572
Loans Receivable	21,171,988
Ending Balance	\$ 5,987,238

EXCESS SURPLUS

The Housing Asset Fund may not accumulate an “excess surplus”, or an unencumbered cash balance that exceeds the greater of either \$1 million or the sum of deposits in the prior four fiscal years. This requirement ensures that housing successors are actively spending available Housing Asset Funds on affordable housing.

The Housing Successor did not have an excess surplus as of FY 2018-19, as shown in Table 3.

Table 3 Excess Surplus Calculation				
Fiscal Year	2014-15	2015-16	2016-17	2017-18
Deposits	\$ 332,035	\$ 300,534	\$ 1,404,416	\$ 632,254
FY 2018-19 Beginning Cash Balance				\$ 4,801,715
Less: Encumbered Funds				\$ 2,450,000
Unencumbered Amount ¹				\$ 2,351,715
Step 1				
\$1 Million, or				\$ 1,000,000
Last 4 Deposits				\$ 2,669,239
Result: Larger Number				\$ 2,669,239
Step 2				
Unencumbered Cash Balance				\$ 2,351,715
Larger Number From Step 1				\$ 2,669,239
Excess Surplus				\$ -

¹ As of July 1, 2019

The Housing Asset Fund had a cash balance of \$4.8 million at the beginning of FY 2018-19. Of this amount, \$2.5 million has been encumbered (formally committed to) develop affordable housing at 201 Grand and 401 Linden. This leaves an unencumbered cash balance of \$2.4 million. There is no excess surplus because the unencumbered cash balance is less than the sum of deposits in the prior four years (\$2.4 million compared to \$2.7 million).

The Housing Successor will continue monitoring its deposits and fund balance to avoid an excess surplus. If the Housing Asset Fund has an excess surplus in the future, the excess surplus must be expended or encumbered within three fiscal years. If a housing successor fails to comply, it must transfer any excess surplus to HCD within 90 days of the end of the third fiscal year.

TRANSFERS TO OTHER HOUSING SUCCESSORS

There were no transfers to another housing successor entity for a joint project pursuant to HSC Section 34176.1.

HOUSING SUCCESSOR PORTFOLIO

The Housing Successor Portfolio includes ten properties and twenty loans receivable transferred from the former Agency. The Portfolio had a value of \$28,001,911 as of FY 2018-19, as detailed in Table 4.

Table 4 Portfolio Value of Real Properties and Loans Receivable	
Asset	Amount
<i>Real Properties</i>	
339 - 341 Commercial	804,086
714 - 718 Linden	627,593
630 Baden - Land	928,244
636 El Camino - Land	4,470,000
<i>Subtotal</i>	<i>\$6,829,923</i>
<i>Loans Receivable</i>	
First-Time Homebuyer Loans (10)	448,266
Developer Loans (10)	20,723,721
<i>Subtotal</i>	<i>\$21,171,988</i>
Total Portfolio Value	\$28,001,911

Source: City of South San Francisco Finance Department

LOANS RECEIVABLE

The former Agency transferred 21 loans receivable to the Housing Successor as part of the Housing Asset List approved by DOF on September 5, 2012. One loan was paid off in FY 18-19, leaving 20 loans receivable at the end of the fiscal year:

- 10 First-Time Homebuyer Loans are administered by the Housing Successor with an outstanding balance of \$448,266 as of June 30, 2019. The loans were issued to assist low and moderate income first-time home buyers. Since the former Agency's dissolution, 13 loans have been paid off and 2 new loans have been issued.
- 10 Developer Loans are administered with an outstanding balance of \$20,723,721 as of June 30, 2019. The loans were issued to develop affordable housing throughout the City. Since dissolution, two developer loans transferred on the HAT have been paid off.

It is important to note that \$20.3 million of the loans receivable value has been written off as uncollectible, as shown in the asset balance in Table 2. This is because many of the loans are not payable unless a property is sold or other conditions are met.

PROPERTY DESCRIPTIONS AND DISPOSITION STATUS

When the City assumed the Agency's housing assets and functions, the former Agency transferred eight properties to the Housing Successor, including four multifamily properties, two single family homes, and two parcels of land (land under existing buildings).

HSC Section 34176.1(e) requires all real properties acquired by the Agency prior to February 1, 2012 and transferred to the Housing Successor to be developed for affordable housing purposes or sold within five years from the date DOF approved the Housing Asset Transfer Form, or August 31, 2017. If the Housing Successor is unable to develop or dispose of these properties within the five-year period, the law allows for a five-year extension via adoption of a resolution. All Housing Successor properties transferred on the Housing Asset Transfer Form are subject to this provision.

The City meets the property disposition requirement because all properties transferred from the former Agency to the Housing Successor are already operated as affordable housing or have been sold. Descriptions of the properties and their disposition status are below.

310 - 314 Miller (APNs 012-311-230, 240, & 250)

Three properties consisting of 13,000 square feet total were donated in May 2016 to Rotary Plaza, Inc. for \$1 for the purpose of developing affordable multifamily housing. The property has 81 affordable units, which are to remain affordable for no less than 55 years.

339 – 341 Commercial (APN 012-333-050)

This 2,500-square foot lot contains two duplexes. The City purchased the property in 1999 with funding from the former Agency, as well as HOME funds, to mitigate the blighted property and create affordable housing units.

714 – 718 Linden (APN 012-145-430)

A triplex sits on this 3,500-square foot lot located near the City’s Downtown core. The City initially helped the owner rehabilitate the property in return for charging affordable rents. In 2005, when the affordability restriction expired and the owner intended to sell the property, the City purchased the property with funding from the former Agency to preserve the units’ affordability.

380 Alta Vista (APN 013-232-170)

A single-family home sits on this 9,100-square foot lot. It was initially purchased by the Agency to remove blighting conditions and illegal bedrooms in the home. The property was sold in October 2016 and \$1,016,276 in sales proceeds were deposited into the Housing Asset Fund. The funds will be used for affordable housing purposes as required by law.

630 Baden (APN 012-241-230)

The Housing Successor owns 95,309-square feet of land under the Magnolia Plaza Senior Apartments, a 125-unit affordable senior apartment complex. The City purchased the Magnolia/Baden property from a local school district using funding from the former Agency and leases the land to Magnolia Plaza Associates as affordable housing.

636 El Camino (APN 014-160-040)

The Housing Successor owns 87,121-square feet of land under an affordable multifamily development operated by MidPen Housing. The former Agency entered into a \$9,988,434 loan agreement and ground lease with MP South City II, L.P. in March 2011 for the development of affordable units. The project consists of 108 affordable units, which are to remain affordable for no less than 75 years.

HOMEOWNERSHIP UNIT INVENTORY

Table 5 presents an inventory of homeownership units assisted by the Housing Successor that require restrictions, covenants, or an adopted program that protects Housing Asset Fund monies.

Table 5
Homeownership Unit Inventory

Project Address¹	Unit No.	Covenant Expiration	Affordability Period (Yrs)
1 Manday Place # 802	1	3/21/2035	25
1488 ECR #101	1	2/8/2064	55
1488 ECR #104	1	3/24/2064	55
1488 ECR #106	1	5/1/2067	55
1488 ECR #115	1	8/21/2064	55
1488 ECR #202	1	11/18/2064	55
1488 ECR #205	1	6/16/2064	55
1488 ECR #210	1	7/14/2064	55
1488 ECR #214	1	7/21/2064	55
1488 ECR #216	1	10/16/2064	55
1488 ECR #217	1	6/30/2064	55
1488 ECR #220	1	6/30/2064	55
1488 ECR #223	1	3/16/2065	55
1488 ECR #304	1	11/10/2064	55
1488 ECR #313	1	12/9/2064	55
1488 ECR #314	1	10/25/2064	55
2 Farm Road	1	11/13/2058	55
2200 Gellert Blvd #6103	1	7/21/2039	30
2200 Gellert Blvd #6111	1	11/1/2036	30
2200 Gellert Blvd #6203	1	3/2/2037	30
2200 Gellert Blvd #6205	1	2/10/2037	30
2200 Gellert Blvd #6207	1	11/3/2036	30
2210 Gellert Blvd #5101	1	10/1/2054	45
2210 Gellert Blvd #5103	1	1/30/2037	30
2210 Gellert Blvd #5107	1	7/19/2037	30
2210 Gellert Blvd #5203	1	1/30/2038	30
2210 Gellert Blvd #5205	1	4/19/2037	30
2210 Gellert Blvd #5209	1	1/30/2037	30
2210 Gellert Blvd #5211	1	1/30/2037	30
2210 Gellert Blvd #5309	1	1/30/2037	30
2220 Gellert Blvd #4101	1	6/10/2037	30
2220 Gellert Blvd #4103	1	10/3/2037	30
2220 Gellert Blvd #4107	1	6/8/2037	30
2220 Gellert Blvd #4111	1	6/14/2037	30
2220 Gellert Blvd #4205	1	7/29/1905	30
2220 Gellert Blvd #4211	1	5/26/2037	30
2220 Gellert Blvd #4309	1	7/17/2037	30
2230 Gellert Blvd #3103	1	2/25/2038	30
2230 Gellert Blvd #3105	1	12/31/2037	30

Table 5
Homeownership Unit Inventory

Project Address¹	Unit No.	Covenant Expiration	Affordability Period (Yrs)
2230 Gellert Blvd #3107	1	12/3/2037	30
2230 Gellert Blvd #3109	1	12/10/2037	30
2230 Gellert Blvd #3203	1	12/10/2037	30
2230 Gellert Blvd #3205	1	6/10/2037	30
2230 Gellert Blvd #3209	1	1/8/2038	30
2230 Gellert Blvd #4109	1	12/3/2037	30
2250 Gellert Blvd #2101	1	9/25/2038	30
2250 Gellert Blvd #2103	1	10/6/2038	30
2250 Gellert Blvd #2107	1	8/29/2063	30
2250 Gellert Blvd #2111	1	3/6/2039	30
2250 Gellert Blvd #2203	1	10/6/2038	30
2250 Gellert Blvd #2303	1	10/6/2038	30
2260 Gellert Blvd #1107	1	11/12/2043	30
2260 Gellert Blvd #1111	1	7/31/1905	30
2260 Gellert Blvd #1207	1	5/18/2039	30
260 Hillside Blvd	1	1/24/2058	55
3775 Radburn Drive	1	2/15/2034	30
3855 Carter Drive #203	1	9/1/2034	25
438 Commercial Ave	1	6/30/2060	55
440 Commercial Ave	1	6/30/2060	55
441 2nd Lane	1	6/30/2060	55
443 2nd Lane	1	6/30/2060	55
56 Farm Road	1	1/19/2061	55
61 Farm Court	1	7/25/1905	30
936 Commercial Ave	1	11/10/2041	30
942 Mission Road	1	4/21/2035	25
958 Commercial Ave	1	8/25/2064	55

¹ 2200 Gellert Blvd #6109, #5105, #5111 and #5303 were released from their respective Restrictions

Source: City of South San Francisco

APPENDIX 1 - HOUSING SUCCESSOR ANNUAL REPORT REQUIREMENTS

Housing Successor Reporting Requirements <i>Health and Safety Code Section 34176.1(f)</i>		
Housing Asset Fund Revenues & Expenditures	Other Assets and Active Projects	Obligations & Proportionality
Total amount deposited in the Housing Asset Fund for the fiscal year Amount of deposits funded by a Recognized Obligation Payment Schedule (“ROPS”)	Description of any project(s) funded through the ROPS	Description of any outstanding production obligations of the former Agency that were inherited by the Housing Successor
Statement of balance at the close of the fiscal year	Update on property disposition efforts (note that housing successors may only hold property for up to five years, unless it is already developed with affordable housing)	Compliance with proportionality requirements (income group targets), which must be upheld on a five year cycle
Description of Expenditures for the fiscal year, broken out as follows: <ul style="list-style-type: none"> • Homeless prevention and rapid rehousing • Administrative and monitoring • Housing development expenses by income level assisted 	Other “portfolio” balances, including: <ul style="list-style-type: none"> • Statutory value of any real property either transferred from the former Agency or purchased by the Housing Asset Fund • Value of loans and grants receivable 	Percentage of deed-restricted rental housing restricted to seniors and assisted by the former Agency, the Housing Successor, or the City within the past ten years compared to the total number of units assisted by any of those three agencies
Description of any transfers to another housing successor for a joint project	Inventory of homeownership units assisted by the former Agency or the housing successor that are subject to covenants or restrictions or to an adopted program that protects the former Agency’s investment of monies from the Low and Moderate Income Housing Fund	Amount of any excess surplus, and, if any, the plan for eliminating it

APPENDIX 2 – HOUSING ASSET TRANSFER FORM

The Housing Asset Transfer Form is attached as a separate document.

**DEPARTMENT OF FINANCE
HOUSING ASSETS LIST
ASSEMBLY BILL X1 26 AND ASSEMBLY BILL 1484
(Health and Safety Code Section 34176)**

Former Redevelopment Agency: South San Francisco

Successor Agency to the Former Redevelopment Agency: South San Francisco

Entity Assuming the Housing Functions of the former Redevelopment Agency: South San Francisco

Entity Assuming the Housing Functions Contact Name: Armando Sanchez Title Redevelopment Consultant Phone 650-877-8667 E-Mail Address Armando.Sanchez@ssf.net

Entity Assuming the Housing Functions Contact Name: Marty VanDuyn Title Assistant City Manager Phone 650-877-8500 E-Mail Address Marty.VanDuyn@ssf.net

All assets transferred to the entity assuming the housing functions between February 1, 2012 and the date the exhibits were created are included in this housing assets list. The following Exhibits noted with an X in the box are included as part of this inventory of housing assets:

Exhibit A - Real Property
Exhibit B- Personal Property
Exhibit C - Low-Mod Encumbrances
Exhibit D - Loans/Grants Receivables
Exhibit E - Rents/Operations
Exhibit F- Rents
Exhibit G - Deferrals

X
X
X
X
X
X
X
X
X

Prepared By: **Kate Rosenlieb**

Date Prepared: **July 31, 2012**

**City of South San Francisco
Inventory of Assets Received Pursuant to Health and Safety Code section 34176 (a) (2)**

Item #	Type of Asset a/	Legal Title and Description	Carrying Value of Asset	Total square footage	Square footage reserved for low-mod housing	Is the property encumbered by a low-mod housing covenant?	Source of low-mod housing covenant b/	Date of transfer to Housing Successor Agency	Construction or acquisition cost funded with Low-Mod Housing Fund monies	Construction or acquisition costs funded with other RDA funds	Construction or acquisition costs funded with non-RDA funds	Date of construction or acquisition by the former RDA	Interest in real property (option to purchase, easement, etc.)
1	Low mod housing	APN 012311240 address 312 Miller - 313 Tamarack 4-plex	717,183	6,000	6,000	No	N/A	2/1/12 [1] (via Resolution 08-2012 when the City Council opted to become the Successor Housing Agency)	715,000	0	269,000	City (not former RDA) acquired property on 5/24/2004 [1]	Fee simple
2	Low mod housing	APN 012333050 address 339-341 Commercial Ave 4-plex	804,086	3,500	3,500	No	N/A	2/1/12 [2] (via Resolution 08-2012 when the City Council opted to become the Successor Housing Agency)	107,500	0	322,300	8/1/2001	Fee simple
3	Low mod housing	APN 012311230 address 310 Miller - 311 Tamarack tri-plex	586,309	3,500	3,500	No	N/A	2/1/12 [2] (via Resolution 08-2012 when the City Council opted to become the Successor Housing Agency)	589,000	0	85,000	10/12/2004	Fee simple
4	Low mod housing	APN 012311250 address 314 Miller Single Family	669,896	3,500	3,500	No	N/A	2/1/12 [2] (via Resolution 08-2012 when the City Council opted to become the Successor Housing Agency)	679,950	0	0	1/24/2008	Fee simple
5	Low mod housing	APN 012145430 address 714-718 Linden 4-plex	755,118	4,500	4,500	No	N/A	2/1/12 [2] (via Resolution 08-2012 when the City Council opted to become the Successor Housing Agency)	862,000	0	0	10/1/2005	Fee simple
6	Low mod housing	APN 013232170 address 380 Alta Vista single family	683,080	9,100	9,100	No	N/A	2/1/12 [2] (via Resolution 08-2012 when the City Council opted to become the Successor Housing Agency)	1,035,000	0	0	4/29/2005	Fee simple
7	Low mod housing	APN 012241230 address 630 Baden land under 125 unit Magnolia Senior Apartments	948,244	95,309	95,309	Yes	California Redevmt. Law / Bond Covenants	2/1/12 [3] (via Resolution 08-2012 when the City Council opted to become the Successor Housing Agency)	1,250,795	0	Non-profit housing developer contributed approx. \$12.0M to the building construction	1/17/1986	City owns land and leases land to the non-profit housing developer who owns and manages the housing units
8	Low mod housing with commercial space	APN 014160040 address 636 El Camino land under 109 unit Affordable Housing over 4,600 sqft of 1st floor commercial space	Land Value of 4,470,000 no valuation on leasehold interest in 4,600 sqft of unfinished commercial space at this time	87,121	87,121	Yes	California Redevmt. Law / Tax Credits	2/1/12 [3] (via Resolution 08-2012 when the City Council opted to become the Successor Housing Agency)	8,767,474	5,690,960	Non-profit housing developer contributed approx. \$34.3M to the building construction	3/11/2011	City owns land and has leasehold interest in the commercial sqft. A non-profit housing developer owns and manages the housing units

Note: As the Housing Successor, as of 2/1/12, the City became the beneficiary under and the holder of security interests and deed restrictions pursuant to deeds of trust and regulatory agreements recorded in connection with the loans listed on Exhibit D.

[1] Grant deed says City owned - This property was always reported as RDA owned but due to an error, the grant deed has always reflected it was City owned.

[2] These properties were deeded from the RDA to the City on 3/11/11 and as of 2/1/12 are held by the City in its capacity as Housing Successor.

[3] These properties transferred to the City as Housing Successor by operation of law as of 2/1/12.

a/ Asset types may include low-mod housing, mixed-income housing, low-mod housing with commercial space, mixed-income housing with commercial space.

b/ May include California Redevelopment Law, tax credits, state bond indentures, and federal funds requirements.

Exhibit B - Personal Property

City of South San Francisco
Inventory of Assets Received Pursuant to Health and Safety Code section 34176 (a) (2)

Item #	Type of Asset a/	Description	Carrying Value of Asset	Date of transfer to Housing Successor Agency	Acquisition cost funded with Low-Mod Housing Fund monies	Acquisition costs funded with other RDA funds	Acquisition costs funded with non-RDA funds	Date of acquisition by the former RDA
1	Appliances (located in Exhibit A properties, items 1 through 6)	stoves and refrigerators in these 6 properties	\$0 carrying value on books, but market value approximately \$6,400	2/1/12 (via Resolution 08-2012 when the City Council opted to become the Successor Housing Agency)	N/A	N/A	N/A	N/A

a/ Asset types any personal property provided in residences, including furniture and appliances, all housing-related files and loan documents, office supplies, software licenses, and mapping programs, that were acquired for low and moderate income housing purposes, either by purchase or through a loan, in whole or in part, with any source of funds.

City of South San Francisco
Inventory of Assets Received Pursuant to Health and Safety Code section 34176 (a) (2)

Item #	Type of housing built or acquired with enforceably obligated funds a/	Date contract for Enforceable Obligation was executed	Contractual counterparty	Total amount currently owed for the Enforceable Obligation	Is the property encumbered by a low-mod housing covenant?	Source of low-mod housing covenant b/	Current owner of the property	Construction or acquisition cost funded with Low-Mod Housing Fund monies	Construction or acquisition costs funded with other RDA funds	Construction or acquisition costs funded with non-RDA funds	Date of construction or acquisition of the property
1	Low mod housing is planned to be built or acquired	1999 was the year the housing bonds were sold. Pending Oversight Board approval, this obligation will be shown on the ROPS for Jan-June 2013.	Bondholders	Remaining housing bond balance is \$2,381,531.91 which is adjusted quarterly for interest earnings	Not at this time-site to invest these housing bonds funds not yet selected	N/A	Site not selected yet	Remaining housing bond balance is \$2,381,531.91 which is adjusted quarterly for interest earnings	To be determined	To be determined	Remaining housing bond proceeds to be shown as a cost on the next ROPS so actual construction or acquisition to occur between Jan and June 2013

a/ May include low-mod housing, mixed-income housing, low-mod housing with commercial space, mixed-income housing with commercial space.

b/ May include California Redevelopment Law, tax credits, state bond indentures, and federal funds requirements.

City of South San Francisco
Inventory of Assets Received Pursuant to Health and Safety Code section 34176 (a) (2)

Item #	Was the Low-Mod Housing Fund amount issued for a loan or a grant?	Amount of the loan or grant	Date the loan or grant was issued	Person or entity to whom the loan or grant was issued	Purpose for which the funds were loaned or granted	Are there contractual requirements specifying the purposes for which the funds may be used?	Repayment date, if the funds are for a loan	Interest rate of loan	Current outstanding loan balance (as of June 30, 2012)
1	Loan	50,000.00	6/15/2007	Agatep/Tan	1st time homebuyer	Yes	6/15/2037	4%	50,000.00
2	Loan	50,000.00	2/15/2004	Andersen	1st time homebuyer	Yes	2/15/2034	4%	46,176.85
3	Loan	40,000.00	2/23/2009	Cardenas	1st time homebuyer	Yes	2/23/2039	4%	40,000.00
4	Loan	25,000.00	12/21/2007	Cheng	1st time homebuyer	Yes	12/21/2037	4%	25,000.00
5	Loan	41,000.00	1/10/2003	Clemente	1st time homebuyer	Yes	1/10/2033	4%	36,238.13
6	Loan	50,000.00	10/28/2003	Fong	1st time homebuyer	Yes	10/28/2033	4%	48,193.48
7	Loan	50,000.00	12/21/2007	Gregory	1st time homebuyer	Yes	12/21/2037	4%	50,000.00
8	Loan	40,000.00	4/15/2009	Hai	1st time homebuyer	Yes	4/15/2039	4%	40,000.00
9	Loan	48,814.43	1/26/2006	Hankins	1st time homebuyer	Yes	4/1/2038	4%	48,814.43
10	Loan	100,000.00	7/1/2009	Junghee	1st time homebuyer	Yes	7/1/2039	4%	100,000.00
11	Loan	50,000.00	9/11/2008	Lagomarsino	1st time homebuyer	Yes	9/11/2038	4%	50,000.00
12	Loan	50,000.00	12/21/2007	Lau	1st time homebuyer	Yes	12/21/2037	4%	50,000.00
13	Loan	50,000.00	8/26/2009	McFarland	1st time homebuyer	Yes	8/26/2039	4%	50,000.00
14	Loan	50,000.00	6/15/2007	Nono	1st time homebuyer	Yes	6/15/2037	4%	50,000.00
15	Loan	50,000.00	6/29/2004	Ong	1st time homebuyer	Yes	6/29/2037	4%	50,000.00
16	Loan	50,000.00	4/13/2007	Pablo	1st time homebuyer	Yes	4/13/2037	4%	50,000.00
17	Loan	50,000.00	3/21/2005	Parivar	1st time homebuyer	Yes	3/21/2035	4%	47,150.75
18	Loan	50,000.00	11/7/2003	Stone	1st time homebuyer	Yes	11/7/2033	4%	47,947.21
19	Loan	50,000.00	8/27/2004	Tong & Lam	1st time homebuyer	Yes	8/27/2034	4%	46,519.33
20	Loan	50,000.00	12/7/2009	Tribby	1st time homebuyer	Yes	12/7/2039	4%	50,000.00
21	Loan	85,000.00	2/24/2009	Tsao	1st time homebuyer	Yes	2/24/2039	4%	85,000.00
22	Loan	3,401,795.41	5/31/2001	Bridge Housing-Chestnut Creek	Dev loan for low/mod	Yes	5/31/2056	3%	3,401,795.41
23	Loan	3,700,000.00	10/28/2005	Bridge Housing-Oak & Grand Hsng	Dev loan for low/mod	Yes	10/28/2060	3%	2,828,122.00
24	Loan	500,000.00	7/28/1998	Grand Hotel - 54	Dev loan for low/mod	Yes	7/30/2029	4%	391,519.34
25	Loan	400,000.00	7/28/1998	Grand Hotel - 55	Dev loan for low/mod	Yes	7/30/2029	3%	321,911.60
26	Loan	1,795,985.00	5/30/2007	HIP Housing Loan - Commercial Ave	Dev loan for low/mod	Yes	5/30/2062	3%	1,795,985.00
27	Loan	827,293.56	3/27/1996	Martin Metro	Dev loan for low/mod	Yes	2/25/2029	3%	827,293.56
28	Loan	88,000.00	4/15/2009	Martin Metro	Dev loan for low/mod	Yes	4/15/2014	4%	18,990.00
29	Loan	615,000.00	1/4/1999	Mid Pen - 383 Susie Way	Dev loan for low/mod	Yes	1/4/2039	3%	615,000.00
30	Loan [1]	9,988,434.09	3/11/2011	Mid Pen - 636 El Camino Real	Dev loan for low/mod	Yes	3/11/2066	3%	9,988,434.09
31	Loan	3,500,000.00	1/4/1999	Mid Peninsula Housing-Willow	Dev loan for low/mod	Yes	1/4/2039	3%	2,491,572.14
32	Loan	120,000.00	3/3/1989	Mid Peninsula-Belle Haven, Inc.	Dev loan for low/mod	Yes	upon sale	0%	120,000.00
33	Loan	940,000.00	9/30/1998	MP Greenridge	Dev loan for low/mod	Yes	9/30/2038	3%	711,467.91

[1] This loan amount includes \$5,690,960 that came from 80% tax increment (see Exhibit A, item 8).

**City of South San Francisco
Inventory of Assets Received Pursuant to Health and Safety Code section 34176 (a) (2)**

Item #	Type of payment a/	Type of property with which they payments are associated b/	Property owner	Entity that collects the payments	Entity to which the collected payments are ultimately remitted	Purpose for which the payments are used	Is the property encumbered by a low-mod housing covenant?	Source of low-mod housing covenant c/	Item # from Exhibit A the rent/operation is associated with (if applicable)
1	Land Rent	Low mod housing	City owns land and leases land to the non-profit housing developer who owns and manages the housing units	City	City	Future affordable housing dev	Yes	California Redevelopment Law / Bond Covenants	7
									Item # from Exhibit D
2	1st time homebuyer loan repymt.	Low mod housing	Andersen	City	City	Future affordable housing dev	No	N/A	2
3	1st time homebuyer loan repymt.	Low mod housing	Clemente	City	City	Future affordable housing dev	Yes	Calif. Redev. Law	5
4	1st time homebuyer loan repymt.	Low mod housing	Fong	City	City	Future affordable housing dev	Yes	Calif. Redev. Law	6
5	1st time homebuyer loan repymt.	Low mod housing	Parivar	City	City	Future affordable housing dev	No	N/A	17
6	1st time homebuyer loan repymt.	Low mod housing	Stone	City	City	Future affordable housing dev	No	N/A	18
7	1st time homebuyer loan repymt.	Low mod housing	Tong & Lam	City	City	Future affordable housing dev	No	N/A	19
8	Developer loan repymt.for low/mod	Low mod housing	Grand Hotel - 54	City	City	Future affordable housing dev	Yes	Calif. Redev. Law	24
9	Developer loan repymt.for low/mod	Low mod housing	Grand Hotel - 55	City	City	Future affordable housing dev	Yes	Calif. Redev. Law	25

Note: This Exhibit indicates properties with mixed ownership and properties owned by others that began to produce rental revenues and loan repayments to the housing successor agency as of 2/1/12.

a/ May include revenues from rents, operation of properties, residual receipt payments from developers, conditional grant repayments, costs savings and proceeds from refinancing, and principal and interest payments from homebuyers subject to enforceable income limits.

b/ May include low-mod housing, mixed-income housing, low-mod housing with commercial space, mixed-income housing with commercial space.

c/ May include California Redevelopment Law, tax credits, state bond indentures, and federal funds requirements.

City of South San Francisco
Inventory of Assets Received Pursuant to Health and Safety Code section 34176 (a) (2)

Item #	Type of payment a/	Type of property with which the payments are associated b/	Property owner	Entity that collects the payments	Entity to which the collected payments are ultimately remitted	Purpose for which the payments are used	Is the property encumbered by a low-mod housing covenant?	Source of low-mod housing covenant c/	Item # from Exhibit A the rent is associated with (if applicable)
1	Rent	Low mod housing	City	City	City	property operating costs	No	N/A	1
2	Rent	Low mod housing	City	City	City	property operating costs	No	N/A	2
3	Rent	Low mod housing	City	City	City	property operating costs	No	N/A	3
4	Rent	Low mod housing	City	City	City	property operating costs	No	N/A	4
5	Rent	Low mod housing	City	City	City	property operating costs	No	N/A	5
6	Rent	Low mod housing	City	City	City	property operating costs	No	N/A	6

Note: This Exhibit indicates properties owned by the housing successor agency that began to produce rental revenues to the housing successor agency as of 2/1/12.

a/ May include rents or home loan payments.

b/ May include low-mod housing, mixed-income housing, low-mod housing with commercial space, mixed-income housing with commercial space.

c/ May include California Redevelopment Law, tax credits, state bond indentures, and federal funds requirements.

APPENDIX 3 – HOUSING ASSET FUND EXPENDITURE REQUIREMENTS

Housing Asset Fund Expenditure Requirements <i>Health and Safety Code Section 34176.1</i>		
Expense Category	Limits	Allowable Uses
Administration and Compliance Monitoring	\$1,400,096 maximum for FY 2018-19 (limit varies each year)	Administrative activities such as: <ul style="list-style-type: none"> Professional services (consultant fees, auditor fees, etc.) Staff salaries, benefits, and overhead for time spent on Housing Successor administration Compliance monitoring to ensure compliance with affordable housing and loan agreements Property maintenance at Housing Successor-owned properties Capped at \$200,000 adjusted annually for inflation or 5% of the statutory value of real property owned by the housing successor and the value of loans and grants receivable from the HAT (“Portfolio”), whichever is greater.
Homeless Prevention and Rapid Rehousing Solutions	\$250,000 maximum per fiscal year	Services for individuals and families who are homeless or would be homeless but for this assistance, including: <ul style="list-style-type: none"> Contributions toward the construction of local or regional homeless shelters Housing relocation and stabilization services including housing search, mediation, or outreach to property owners Short-term or medium-term rental assistance Security or utility deposits Utility payments Moving cost assistance Credit repair Case management Other appropriate activities for homelessness prevention and rapid rehousing of persons who have become homeless.
Affordable Housing Development	No spending limit, but must comply with income and age targets	“Development” includes: <ul style="list-style-type: none"> New construction Acquisition and rehabilitation Substantial rehabilitation Acquisition of long-term affordability covenants on multifamily units Preservation of at-risk units whose affordable rent restrictions would otherwise expire over the next five years

Housing Asset Fund Expenditure Requirements
Health and Safety Code Section 34176.1

Expense Category	Limits	Allowable Uses
	<i>Income Targets</i>	<p>Every five years (currently FYE 2020-2024), Housing Asset Funds must meet income targets:</p> <ul style="list-style-type: none"> • At least 30% on extremely low income rental households (up to 30% AMI or “Area Median Income”) • No more than 20% on low income households (60-80% AMI) <p>Moderate and above moderate income households may not be assisted (above 80% AMI).</p> <p>Failure to comply with the extremely low income requirement in any five-year compliance period will result in having to ensure that 50 percent of remaining funds be spent on extremely low income rental units until in compliance.</p> <p>Exceeding the expenditure limit for low households earning between 60-80% AMI in any five-year reporting period will result in not being able to expend any funds on these income categories until in compliance.</p>
	<i>Age Targets</i>	<p>For the prior ten years (resets every year), a maximum of 50% of deed-restricted rental housing units assisted by the Housing Successor or its host jurisdiction may be restricted to seniors.</p> <p>If a housing successor fails to comply, Housing Asset Funds may not be spent on deed-restricted rental housing restricted to seniors until in compliance.</p>