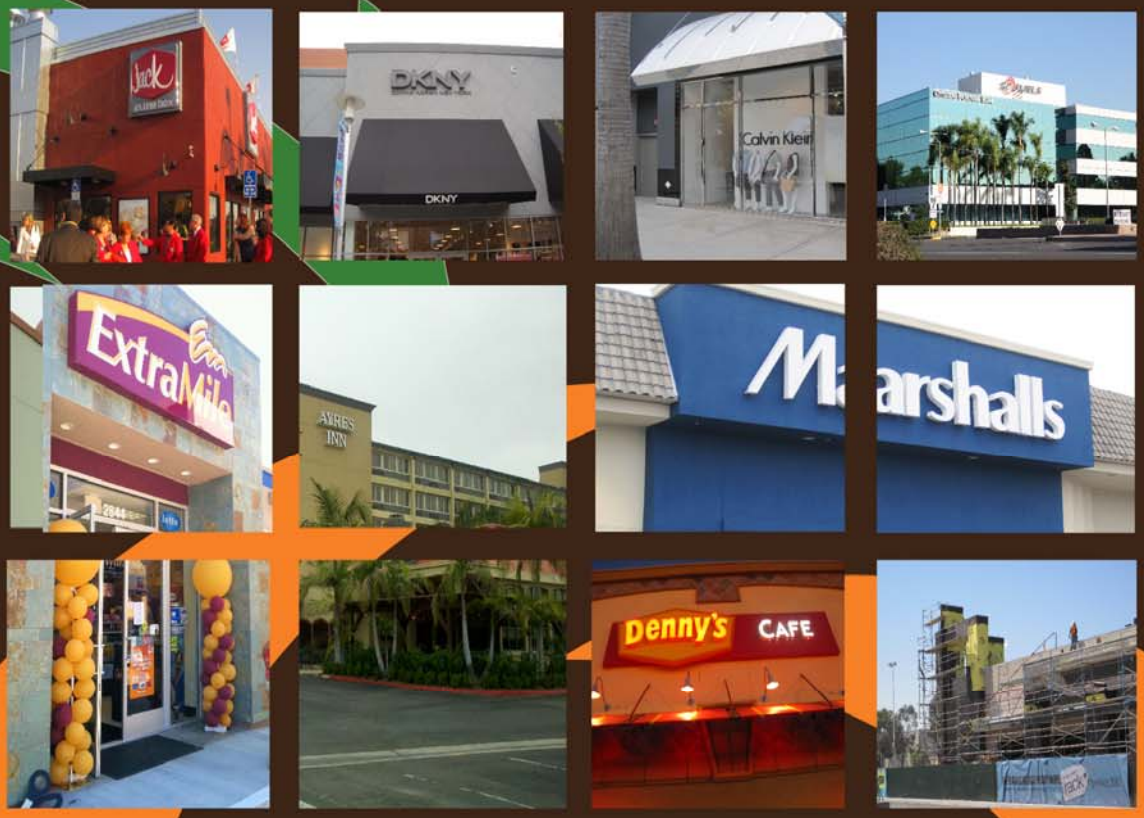
Orange

Redevelopment Agency



Annual Report
Fiscal Year 2010 - 2011

Orange Redevelopment Agency
A component unit of the City of Orange, California

Orange Redevelopment Agency
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ORANGE REDEVELOPMENT AGENCY

Orange, California

ANNUAL REPORT

FY 2010-11

Submitted By:
John W. Sibley, Executive Director
James E. Reichert, Assistant Executive Director

Executive Director's Message

It is my pleasure to present to the Board of Directors and the citizens of Orange the Annual Report of the Orange Redevelopment Agency for FY 2010-11.

A large part of the fiscal year was consumed by activity at the state level, where two bills were ultimately enacted and became law that could drastically impact the future of redevelopment agencies across the state. These laws are currently being challenged in the California Supreme Court, but the outcome will likely not be known until January 2012.

Prior to the passage of these laws, however, a number of projects were either completed or initiated by the Orange Redevelopment Agency during FY 2010-11. In the area of public infrastructure and community facilities, a preferred alternative was selected in regards to construction of a parking structure that will serve Metrolink rail commuters and the surrounding area. Property was acquired on Cypress Street to be developed with retail uses that will generate revenue needed to maintain the parking structure. Work commenced on critical improvements needed at the Tustin/Meats and Tustin/Chapman intersections. Construction commenced on a major widening of Main Street between La Veta and Chapman. Construction also commenced on a public road that will provide direct access to The Block from the Garden Grove Freeway. Several public infrastructure improvements were installed as part of CHOC's expansion and renovation. Several streets in the industrial portion of the project area were renovated and rehabilitated. Finally, a Cooperation Agreement was approved with the City that will provide significant redevelopment funds for several capital improvement and community facilities projects over the next five years.

In the area of business development, a Hotel Rehabilitation Loan Program was established and assistance provided to Ayres Hotel to upgrade its facility at Chapman and State College. Construction commenced on the preservation of the historic Vineland Hotel property on West Chapman that will house a Wahoo's Fish Tacos restaurant and additional retail uses. Plans were processed to construct a new parking structure on property at 4000 Metropolitan Drive. Tenant improvement plans were processed to relocate several hundred CalOptima employees to office space on City Parkway West. Plans were processed for Stadium Nissan to expand and upgrade its facility on Katella. Denny's opened the nation's first Denny's Café at Chapman and Yorba. Marshall's department store opened in commercial space at Chapman and Main formerly occupied by Circuit City. Several new tenants were added to The Block. La Veta Surgical Center relocated to new facilities on South Parker Street. Construction neared completion on the Orange Gateway commercial retail project on Chapman near the Santa Ana Freeway. The Old Towne Farmers and Artisans Market opened on the site of the former Villa Park Orchards packing house on North Cypress Street. And, Jersey Mike's, the Bite Market, H. Salt Fish and Chips, and Cibola Systems participated in the Small Business Assistance program.

In the area of affordable housing, plans and funding commitments were approved for Serrano Woods, a 63-unit apartment project that will provide affordable rental housing to eligible households located east from the intersection of Tustin and Meats. Several households also participated in the Home Improvement loan and grant program.

These and other projects are described in more detail in the following report. Agency staff appreciates the support shown for its activities by the Board of Directors, and will continue in the coming fiscal year to respond to, create and aggressively pursue economic development and redevelopment opportunities if allowed by state law.

John W. Sibley
Executive Director
Orange Redevelopment Agency

Redevelopment Activities

State Legislation Affecting Redevelopment

In June 2011, the Governor signed into law two pieces of legislation that could have a dramatic impact on the future of redevelopment agencies across the state. Assembly Bill X1 26 completely eliminates redevelopment agencies effective October 1, 2011, while Assembly Bill X1 27 allows cities to continue their redevelopment agencies upon agreeing to participate in an Alternative Voluntary Redevelopment Program and make specified annual payments to the County Auditor Controller for distribution to other taxing entities. The two laws are currently being challenged in the California Supreme Court as being unconstitutional. The Court is expected to render a decision in January 2012.

Expansion of Children's Hospital of Orange County

Children's Hospital of Orange County ("CHOC") has undertaken a multi-year expansion and renovation of its facilities generally located at the northeast corner of South Main Street and La Veta Avenue. In December 2010, the Agency Board approved an Acquisition Agreement that provides for $1.3 million in financial assistance to CHOC for construction of certain public improvements in conjunction with the hospital expansion. The Agency will acquire those public improvements related to the project and benefiting the surrounding redevelopment project area. The public improvements generally include street light upgrades and traffic signal repairs at Main and La Veta, installation of new curb and gutter along portions of Main Street and La Veta Avenue, installation of new landscaping and street trees along parkway areas, installation of a new 12" water main, fire hydrant and related work on the north and south side of La Veta Avenue, and pavement replacement and associated striping on La Veta Avenue.

Proposed Metrolink Parking Structures at the Orange Transportation Center

In November 2009, the Agency Board approved a Preferred Alternative for two parking structures located on Agency owned property in the vicinity of the Orange Depot train station in Old Towne. The parking structures are intended to provide additional parking for Metrolink train riders as part of a planned service expansion estimated to be complete by the year 2030. In FY 2010-11, an architectural design team was assembled to develop

concepts for the parking structures project, which included potential retail and residential components. After careful consideration of both sites, it was determined that the Lemon Street site provided the best opportunity for transit parking combined with potential retail uses, and the West Chapman site was no longer considered. Completion of the design phase and environmental review for the Lemon Street Parking Structure is planned for Summer 2012, with construction anticipated to begin in early 2013. Funding for the project is anticipated to be provided through a combination of sources including the Orange County Transportation Authority ("OCTA"), State and Federal transportation agencies, the Orange Redevelopment Agency, and private developers.

123-129 North Cypress Street Property Acquisition

In February 2011, the Agency took action to acquire two parcels totaling 14,520 square feet that became available on North Cypress Street directly west from the planned retail portion of the Metrolink parking structure project. The acquisition allows for greater square footage and increased flexibility in planning for the proposed retail uses, and creates the opportunity to implement the Depot-Plaza pedestrian connection linking the historic Old Towne Plaza area to the Santa Fe Depot Area. Income that will ultimately be derived from the sale of the retail property to a private developer will help offset annual maintenance costs of the parking structure.

Tustin and Meats Intersection Improvement Project

The Agency approved a Cooperation Agreement with the City in September 2010 to provide $1.5 million in redevelopment funds for needed improvements at the intersection of Tustin Street and Meats Avenue. Improvements include relocation of existing utility lines, construction of additional left and right turn lanes, and construction of a bus turnout. Construction is scheduled for completion in Fall 2011.

Tustin and Chapman Intersection Improvement Project

The Agency approved a Cooperation Agreement in March 2010 to provide $2.5 million in redevelopment funds toward property acquisition of 1800 and 1710 East Chapman Avenue. The additional right-of-way was necessary to undertake project improvements at the intersection of Tustin Street and Chapman Avenue. Construction of the improvements began this fiscal year and include: widening of Chapman Avenue to provide three through travel lanes; dedicating a right turn lane from northbound Tustin Street to eastbound Chapman Avenue, dual left turn lanes for all approaches; and construction of bus turn-out lanes at the southwest and southeast corners of the intersection. Construction is scheduled for completion in Fall 2011. At the completion of the project, ownership of a remnant parcel located at the southeast corner of Tustin and Chapman will be transferred to the Agency, which has initiated discussions regarding potential reuse with the lessee of the adjoining parcel.

Main Street Widening Project

The Agency approved a Cooperation Agreement in October 2010 to provide $2 million in redevelopment funds to undertake the Main Street widening project. Construction began in FY 2010-11 on street widening improvements that include: adding an additional southbound and northbound through lane from Culver Avenue to 300 feet south from Chapman Avenue, and restriping within the existing road right of way to add a northbound through lane between La Veta Avenue and Culver Avenue, for a total of six lanes. Construction is scheduled for completion in Winter 2011.

Industrial Street Rehabilitation Project (Phase II)

The Agency initiated this capital project to undertake certain street rehabilitation projects in the City's industrial area. In July 2009, Phase I of the Industrial Street Rehabilitation Project focused on Cypress Street reconstruction from Walnut to Collins, Grove Avenue Rehabilitation from Main Street to Batavia Street, Lemon Street Rehabilitation from Hoover Avenue to Collins Avenue, and Emerson Avenue Rehabilitation from Glassell Street to East End. In June 2010, the Agency approved a Cooperation Agreement to provide $985,000 in redevelopment funds to undertake Phase II of the Industrial Street Rehabilitation Project. The streets in the city's industrial area identified for improvements include portions of Shelly Court, Alvarez Avenue, Angus Avenue, Trenton Avenue, Poplar Street, Southern Avenue, and Pacific Street. The street improvements were completed in FY 2010-11, and included installation of ADA compliant access ramps, removal and replacement of existing pavement, asphalt concrete overlays, removal of failed sections of curb and gutter, and reconstruction of driveways and sidewalks.

Other Capital Improvement Projects

The Agency approved a Cooperation Agreement with the City to provide up to $23 million in redevelopment funds for several capital improvement projects that will be undertaken within the next five years. These projects include several street, water system, sewer/storm drain system, and traffic signalization improvements; and construction/renovation of several community facilities.

Establishment of Hotel Rehabilitation Loan Program and Ayres Inn Rehabilitation

In September 2010, the Agency approved creation of a Hotel Rehabilitation Loan Program to assist in the retention, attraction and expansion of hospitality uses seeking to upgrade existing and/or construct new facilities in the Orange Merged and Amended Redevelopment Project Area. A $600,000 performance-based loan was subsequently approved to allow the owners of the Ayres Inn located at the northwest corner of Chapman Avenue and State College Boulevard to undertake needed improvements including renovating the façade of the restaurant, adding a new trash enclosure, construction of a new pool, spa and pool equipment building, landscaping and painting the exterior of the hotel.

Rehabilitation of the Historic Vineland Hotel by 234 West Chapman Avenue LLC.

234 West Chapman Avenue LLC received City approvals and entitlements to rehabilitate and restore the historic Vineland Hotel property on West Chapman Avenue that will include a new Wahoo's Restaurant and additional retail space. Subsequently, in a coordinated effort with the Community Development Department/Planning and Building Divisions, further structural and site assessment work was completed of the historic building that revealed the need to install a temporary structural system to shore-up the existing roof, second floor and exterior walls prior to the start of any interior demolition or construction work. As a result, an amendment to an original Loan Agreement was approved extending the term of the loan, and a new loan in the amount of $500,000 was approved to perform certain seismic related work at the property. The restaurant and retail space is scheduled for completion in early calendar year 2012.

Small Business Assistance Program

Since its inception in 2006, the Small Business Assistance Program has been very successful, with loans totaling close to $1.4 million provided to 21 businesses located in the Orange Merged and Amended Redevelopment Project Area. During FY 2010-11, the following loans were approved: signage and grease interceptor loan for Jersey Mike's restaurant at the Tuskatella Center at the northwest corner of Tustin and Katella; Old Towne Retail loan for The Bite Market on North Glassell Street; grease interceptor loan for H. Salt Fish and Chips restaurant on North Tustin Street; and a landscape improvement loan for Cibola Systems at West Almond Avenue and Cypress Street.

Water Street Property

Following issuance of a Request for Proposals, the Agency entered into an Exclusive Negotiation Agreement ("ENA") with BPS Water, LLC to acquire Agency-owned property at the northwest corner of Almond Avenue and Water Street. The intent is to demolish the former Orange County Fire Authority building improvements on the property and consolidate it with certain Chapman Avenue properties in order to redevelop the larger site with a new medical office. In April 2011, the Developer was unsuccessful in its negotiations to acquire the Chapman properties resulting in a reconsideration of the proposed medical office building to be developed solely on the Agency-owned parcel. The Agency Board approved a modification of the ENA in May 2011 providing for the modification to the proposed development. The Developer continues to finalize tenant negotiations and process planning entitlements under the modified development.

Expansion of the Block at Orange

Simon Mills continued to transition The Block at Orange to becoming Orange County's only premium outlet center. Several new tenants opened during FY 2010-11, including Tommy Hilfiger, Calvin Klein, Perry Ellis, Original Penguin and Levi's Outlet Store. Construction also began on a new 35,000 square foot building that will be leased by Nordstrom Rack, which is scheduled to open in Spring 2012. Construction also began on a new public roadway to be named Designer Drive that will provide direct access to the center from the Garden Grove Freeway, which is anticipated for completion in Fall 2011. Plans are underway by the ownership to rebrand the new outlet concept including a name change for the center that will more accurately reflect the evolution taking place.

Reposition of 4000 Metropolitan Drive

Greenlaw Partners acquired a four-story, 180,464 square foot office building on Metropolitan Drive in January 2011. Plans were immediately processed to construct a 54,278 square foot parking structure with 573 spaces to replace surface parking spaces that had been lost when the Garden Grove Freeway was widened several years ago. The plans for the new parking structure increased the marketability of the property resulting in successful lease negotiations of the remaining office space. At the end of the fiscal year, extensive improvement plans were also being prepared for two new tenants that will occupy three floors of the building in Spring of 2012.

CalOptima

CalOptima is an integrated health care system that administers health insurance programs for Orange County children, low income households, and persons with disabilities. With expanded services anticipated in future years, CalOptima acquired a 10-story office building at 500 City Parkway West in January 2011 Plans were processed to relocate approximately 400 employees from offices near La Veta Avenue and Main Street to these new offices near The Block. The company is relocating to expanded space to accommodate an expected increase in its workforce.

Denny's Café

Denny's Restaurant opened its first prototype Denny's Café in the nation at the Rusty Leaf Shopping Center located at the southeast corner of East Chapman Avenue and Yorba Street. The restaurant provides an abbreviated version of the Denny's menu and offers diners the same family restaurant experience in a fast-casual format. The Agency facilitated expedited entitlement assistance working in collaboration with the Community Development and Public Works Departments to achieve the November 2010 opening.

Relocation of Standard Register

Standard Register is a provider of business documents. It integrates business process workflow, material sciences, and manufacturing/print supply chain management to help customers optimize their business performance. The Agency, in cooperation with the Community Development Department, provided expedited entitlement assistance in the areas of plan check, building permit and building inspections to meet the move-in dates of Standard Register. In FY 2010-11, the company relocated its western regional operations from Buena Park to an 11,000 square foot facility at 1951 North Main Street in Orange.

Expansion of Stadium Nissan

Stadium Nissan processed plans to modernize and expand the auto dealership located on Katella Avenue, between Batavia Street and Main Street. Plans include construction of a new showroom, construction of additional service bays, and upgraded signage, lighting and landscaping to meet new corporate requirements.

Old Towne Farmer's Market

Old Towne Orange Farmers and Artisans Market opened at the former Villa Park Orchards property at the northwest corner of Palm Avenue and Cypress Street. Founded and run by longtime Orange residents, the market's primary mission is to cultivate a healthy community through family friendly and community based educational programs in collaboration with likeminded organizations. Emphasis is placed on wholesome nutrition, sustainable practices, health and fitness, and strengthening neighborhood and community relationships.

New Marshall's Store

Marshall's department store opened in a 25,000 square foot building at the northwest corner of West Chapman Avenue and Main Street formerly occupied by Circuit City. The new store marks Marshall's 11th location in the Orange County region and created over 80 new jobs at its first Orange location. Marshall's offers off-price family apparel and home fashion products, and is the second largest such retailer in the United States.

Expansion of La Veta Surgical Center

With 23 years of successful operations in the City of Orange, La Veta Surgical Center relocated and expanded to a new, state of the art facility at Orange Financial Plaza at 681 South Parker Street in the City of Orange. La Veta Surgical Center is one of Orange County's first freestanding outpatient surgery centers, having begun operations from its facility on Batavia Street in 1988. Services are offered in a number of medical areas including general, orthopedic, oral/maxillofacial, and vascular surgery; gynecology; ophthalmology; podiatry, urology, pediatric and pain management. The center employs 150 physicians and 50 support staff. The Agency worked closely with the La Veta Surgical Center team to expedite its transition to the new location, minimizing impacts of its services to the community.

Tuskatella Shopping Center

A major renovation of the Tuskatella shopping center located at the northwest corner of Tustin Street and Katella Avenue was completed this fiscal year that dramatically improved its visual appeal and marketability. Several new tenants were added, including Jersey Mike's Subs and Five Guys Burgers. In April 2010, the Design Review Committee approved entitlements to allow for demolition of an existing 2,681 square foot building previously occupied by a flower shop located at the corner of Tustin and Katella. Construction of a new 3,000 square foot building with a 435 square foot patio area is slated to begin late Summer 2011.

Orange Gateway Center

In FY 2009-10, the Agency approved an Owner Participation Agreement to sell two agency-owned parcels fronting on Chapman Avenue near the Santa Ana Freeway to the adjoining property owner, ATC Development. The parcels were needed by the developer to allow increased access to its property. In exchange, a portion of the developer's property was acquired by the Agency for a future water well site. Construction of a Jack-In-The-Box restaurant and 7,000 square foot inline retail center neared completion at the end of FY 2010-11.

Avila's El Ranchito Restaurant

In May 2011, the owners of Avila's El Ranchito Restaurant acquired the former PJ's Abbey Restaurant, located in an historic and renovated church building at the northwest corner of Orange Street and Almond Avenue. The Orange location is the eleventh in a chain owned and operated by the Avila family, which has been in the restaurant business for over 40 years. The sale of the PJ's Abbey property resulted in the prepayment of a previously approved Agency rehabilitation loan.

Yorba Park

In FY 2009-10, the Agency utilized provisions of California Community Redevelopment Law (known as the Polanco Act) to begin the process of conducting a comprehensive environmental assessment and potential remediation of Yorba Park, which sits on a former County landfill located at the southwest corner of East Chapman Avenue and Yorba Street. The work effort continued through FY 2010-11. Results of the assessment will provide valuable information to staff, elected officials, and the community that will help guide future land use decisions on the property.

Housing Activities

Citrus Grove Apartments

In FY 2008-09, the City and Redevelopment Agency entered into an Affordable Housing Loan Agreement with Citrus Grove, L.P. - a partnership of Orange Housing Development Corporation and C&C Development., Co. LLC. The 57-unit Citrus Grove Apartments, which consist of 39 two-bedroom units and 18 three-bedroom units, were completed in FY 2010-11. In return for financial assistance from the City and the Agency, 56 of the units will be affordable for 55 years for Extremely Low to Low Income families.

Serrano Woods Apartments

In FY 2010-11, the City and Redevelopment Agency committed funds for Serrano Woods, a proposed affordable apartment complex to be developed by a partnership of Orange Housing Development Corporation and C&C Development, Co. LLC. The 63-unit project would consist of 42 two-bedroom units and 21 three-bedroom units. In return for financial assistance from the City and Agency, 62 of the units would be affordable for 55 years for Extremely Low to Low Income families. Approval and execution of the Affordable Housing Loan Agreement are scheduled to occur in the second quarter of FY 2011-12.

Additional Housing Programs

Home Improvement Program

The Home Improvement Program offers grants and zero percent loans to Very Low and Low Income owner/occupants of single-family homes and mobile homes. The Program is funded by the City with federal Community Development Block Grant funds and by the Agency with Housing Set-Aside funds. Eleven households were assisted through the Program during FY 2010-11. Six households received loans, two households received grants, and three households received combination loans/grants.

Mobile Home Park Rental Assistance Program

The Agency continued to fund its Mobile Home Park Rental Assistance Program with Housing Set-Aside funds to provide affordable housing. The program, which is being phased out through attrition, provided monthly housing cost subsidies to one Very Low Income senior during FY 2010-11.

Housing Reporting Requirements

The following information is provided for the reporting period of July 1, 2010 through June 30, 2011 pursuant to California Health and Safety Code reporting requirements. All information pertains to this reporting period except the second item regarding displacement. [Section 33080]

No households were relocated as a part of an Agency project. [Section 33080.4(a)(1)] and Section 33080.4(a)(3)]

It is anticipated that no households will be displaced or moved from their dwelling units as part of a redevelopment project of the Agency during FY 2011-12. [Section 33080.4(a)(2)]

A portion of planning and general administrative costs related to housing programs and activities were charged to the Low and Moderate Income Housing Fund. These expenses were necessary for the production, improvement, or preservation of Low and Moderate Income housing. [33334.3(d)]

No dwelling units were destroyed or removed from the affordable housing market as part of an Agency project. [Section 33413(a)]

There were no new or substantially rehabilitated dwelling units developed by the Agency. [Section 33413(b)]

There were no new affordable units or substantially rehabilitated dwelling units developed within the project area by public or private entities or persons other than the Agency. [Section 33414(b)(2)]

All Agency-assisted projects are monitored annually to ensure that long-term affordability is maintained. Annual reports, which are submitted by owners and managers of affordable units, are on file with the Agency. [Section 33418]

FISCAL STATEMENT

ORANGE MERGED AND AMENDED REDEVELOPMENT PROJECT AREA

Year Ended June 30, 2011
(Fund 987)

Beginning Balance		$ 21,660,977
Revenue:		
80% of Tax Increment Receipts		21,564,002
Interest Earned		271,371
Expenditures:		
Debt Service (100% of 2008 Bonds Series A, 80% of others)		(6,040,992)
Pass-Throughs		
School Districts & Dept. of Education – Sec. 33401 & Sec. 33607.5	(3,518,953)	
Community College Districts – Sec. 33401 & Sec. 33607.5	(476,264)	
Other Agencies – Sec. 33401 & Sec. 33607.5	(1,880,378)	
Total Pass-Throughs		(5,875,595)
Supplemental Education Revenue Augmentation Funds (SERAF)		(1,678,909)
Other Costs		(236,508)
Transfers for Project Costs		(9,264,576)
Remaining Balance		**$ 20,399,770**

Outstanding Indebtedness Balance at June 30, 2011 is $717,383,519
Beginning Total Indebtedness Obligations (including Debt Service, Pass-Throughs, Other Costs, and Transfers for Project Costs) for Fiscal Year 2010-11 was $31,063,082
Total Debt Service for Fiscal Year 2010-11 was $7,039,799
Total Tax Increment Generated/Received for Fiscal Year 2010-11 was $26,955,003

LOW AND MODERATE INCOME HOUSING FUNDS

Year Ended June 30, 2011

Beginning Balance	$ 44,609,963	
Revenue:		
20% of Tax Increment Receipts	5,391,001	
Interest Earned	397,721	
Miscellaneous Other	7,293	
Expenditures:		
Planning & Administration Costs	(1,030,042)	*
20% of Debt Service	(998,807)	
On- and Off-Site Improvements	0	
Remaining Balance (includes $20,861,896 in reserves for loans receivable and $787,027 in reserves for debt service)	**$ 48,377,129**	**

* Agency Housing Fund expenditures are more specifically set forth in the reporting schedules prepared for the State Department of Housing and Community Development and are also included in the Agency's report to the State Controller prepared by the Agency in accordance with California Health & Safety Code Section 33080.

** Current calculations demonstrate no excess surplus, as defined by statute, in the project area housing fund.

AGENCY-OWNED PROPERTY REPORT

ORANGE MERGED AND AMENDED REDEVELOPMENT PROJECT AREA

Fiscal Year 2010-11

Purchase Year	Assessor Parcel No.	Site Address and Location	Lot Size (SF)	Status
FY 1988-89	039-170-01	186 N. Atchison Street. Atchison between Chapman Ave. & Maple Ave.	68,600	City Park & Leased Building
FY 1988-89	039-304-02	No site address Southeast corner of Palm Dr. & Palm Ave.	12,000	Vacant Parcel.
FY 1988-89	039-312-01	No site address Palm Dr. between Maple Ave. & Palm Ave.	8,800	Portion of Community Garden
FY 1988-89	390-381-22	174 S. Orange Street. Orange St. between Almond Ave. & Chapman Ave.	6,600	Former Fire Prevention Office building
FY 1991-92	390-382-05	230 E. Chapman Avenue. Southwest corner of Chapman Ave. & Grand St.	15,000	Agency administrative offices
FY 1991-92	390-382-08	148 S. Grand Street. Grand St. between Almond Ave. & Chapman Ave.	7,900	Public Parking Lot
FY 1998-99	390-663-09	190 S. Olive Street. Northwest corner of Almond Ave. & Olive St.	7,900	Public parking lot near senior center
FY 2002-03	390-452-05	170-180 S. Water Street. Water St. between Almond Ave. & Chapman Ave.	87,000	Vacant buildings
FY 2002-03	390-483-35	No address Chapman Ave., 135 feet west of Tustin St.	3,000	Future Chapman Ave. Right-of-Way
FY 2004-05	232-061-04	215-218 State College Blvd.	108,900	Former OCTA Remnant Parcel
FY 2005-06	039-253-23	307 E. Chapman Avenue. Northwest corner of E. Chapman Ave. & Grand St.	18,261	Royer Building
FY 2007-08	039-172-01	Northwest corner of Chapman Ave. & Lemon St.	5,700	Lemon St. Public Parking Lot
FY 2007-08	039-172-16	Northwest corner of Chapman Ave. & Lemon St.	6,501	Lemon St. Public Parking Lot
FY 2007-08	039-172-17	Northwest corner of Chapman Ave. & Lemon St.	64,408	Lemon St. Public Parking Lot
FY 2007-08	390-382-09	South Grand between Chapman and Almond Avenues	7,841	Former City Parking Lot
FY 2007-08	none	No address. Northwest corner of State College Blvd/Chapman Ave.	19,672	Vacant remnant parcel (near Ayres Hotel)
FY 2007-08	390-382-07	124-142 S. Grand Street. Grand St. between Almond Ave. & Chapman Ave.	7,841	South Grand Apartments
FY 2008-09	None	No address. Northwest corner of State College Blvd/Anaheim Way	29,380	Vacant remnant parcel

FY 2009-10	390-381-15	South Orange Street between Chapman and Almond Avenues	24,045	South Orange Parking Lot
FY 2009-10	390-381-16	South Orange Street between Chapman and Almond Avenues	5,704	South Orange Parking Lot
FY 2009-10	390-381-17	South Orange Street between Chapman and Almond Avenues	5,832	South Orange Parking Lot
FY 2009-10	390-381-18	124. S. Orange. South Orange Street between Chapman and Almond Avenues	5,861	South Orange Parking Lot
FY 2010-11	039-172-08 039-172-09	123-129 N. Cypress Street	14,520	Vacant buildings
FY 2010-11	386-451-37	West side of Orange Transportation Center between Palm and Chapman Avenue	110,642	West Chapman Parking Lot
FY 2010-11	386-463-16	West side of Orange Transportation Center between Palm and Chapman Avenue	91,350	West Chapman Parking Lot
FY 2010-11	039-174-01	193. N. Olive. North Olive between Maple and Chapman Avenues	11,016	North Olive Parking Lot
FY 2010-11	039-174-25	153 N. Olive. North Olive between Maple and Chapman Avenues	15,326	North Olive Parking Lot
FY 2010-11	039-251-17	North Orange between Maple and Chapman Avenues	8,703	North Orange Parking Lot
FY 2010-11	039-251-28	North Orange between Maple and Chapman Avenues	29,947	North Orange Parking Lot

AGENCY LOAN STATUS REPORT

Pursuant to Health and Safety Code Section 33080.1(e), in FY 1999-2000 the Redevelopment Agency made a $225,000, 6% loan to Orange Cask, Inc. ("OCI") for the purpose of constructing certain interior improvements to the Santa Fe Depot in order to open and operate a Cask n' Cleaver restaurant. OCI did not comply with terms of the loan, which ultimately went into default. A Court judgment was rendered in favor of the redevelopment agency; however, the City is evaluating whether there is any chance of recouping all or any portion of the amounts owing to the Agency in light of the fact that OCI is a single purpose entity with no other apparent assets from which to collect.

AGENCY TIME LIMITS

The Redevelopment Plan for the Orange Merged and Amended Redevelopment Project Area sets forth time limitations with regard to collecting tax increment revenue, incurring bonded debt, plan effectiveness, and the use of eminent domain. The following information outlines the time limits contained for each of the project areas. Please note that time limitation reflect individual dates of Tustin Street, Southwest, Northwest Project Areas and the subsequent amendment areas. Since the project areas and amendment areas were established at different times, each area contains separate time limits.

(A) The time limits for the commencement of eminent domain proceedings to acquire property within the each part of the Orange Merged and Amended Redevelopment Project Area (the "Project Area") is as follows:

Redevelopment Project Area	Time Limit Expiration Date
Tustin Street Original Redevelopment Project Area	November 27, 2013 in FY 2013-14
Tustin Street Amendment No.1 Redevelopment Project Area	November 27, 2013 in FY 2013-14
Southwest Original Redevelopment Project Area	November 27, 2013 in FY 2013-14
Southwest Amendment No. 1 Redevelopment Project Area	November 27, 2013 in FY 2013-14
Southwest Amendment No. 2 Redevelopment Project Area	November 27, 2013 in FY 2013-14
Southwest Amendment No. 3 Redevelopment Project Area	July 9, 2008 in FY 2009-10
Northwest Redevelopment Project Area	November 27, 2013 in FY 2013-14

The City Council of the City of Orange, by Ordinance No. 11-07 adopted on May 8, 2007, modified, amended and described the Orange Redevelopment Agency's eminent domain program for the Project Area, providing that the Agency shall not exercise the power of eminent domain to acquire any private real property within the Project Area if ownership of the property will be transferred to a private party or private entity for the purposes of redevelopment, economic development or any other private use.

(B) The time limits for the establishment of loans, advances, and indebtedness to finance the redevelopment of each part of the Project Area.

Except as otherwise provided or as otherwise permitted by law, the Agency shall not establish or incur loans, advances, or indebtedness to finance, in whole or in part, the Merged Project beyond the dates for the areas as follows:

Redevelopment Project Area	Time Limit Expiration Date
Tustin Street Original Redevelopment Project Area	December 6, 2013 in FY 2013-14
Tustin Street Amendment No.1 Redevelopment Project Area	June 21, 2018 in FY 2017-18
Southwest Original Redevelopment Project Area	November 20, 2014 in FY 2014-15
Southwest Amendment No. 1 Redevelopment Project Area	July 15, 2016 in FY 2016-17
Southwest Amendment No. 2 Redevelopment Project Area	July 15, 2018 in FY 2018-19
Southwest Amendment No. 3 Redevelopment Project Area	July 9, 2016 in FY 2016-17
Northwest Redevelopment Project Area	June 28, 2018 in FY 2017-18

Loans, advances, or indebtedness may be repaid over a period of time longer than these time limits as provided herein. These limits, however, shall not prevent the Agency from incurring debt to be paid from the Housing Fund established pursuant to Section 33334.3 of the Redevelopment Law and Section 537 of the Redevelopment Plan, or establishing more debt in order to fulfill the Agency's obligation under Health and Safety Code Section 33413 and Sections 533 and 534 of the Redevelopment Plan. These limits shall not prevent the Agency from refinancing, refunding, or restructuring indebtedness after the time limits if the indebtedness is not increased and the time during which the indebtedness is to be repaid is not extended beyond the time limits to repay indebtedness required by this section and the time limits contained in Section 1003.

Provided, however, that the time limits established herein above may be extended in a manner provided by law.

(C) The time limits for the effectiveness of the Redevelopment Plan in each part of the Project Area is as follows:

Except for the non-discrimination and non-segregation provisions which shall run in perpetuity, and the affordable housing covenants imposed by the Agency, which shall continue in effect for a period as may be determined and specified by the Agency, and except as provided herein, or as otherwise permitted by law, the provisions of the Redevelopment Plan shall be effective, and the provisions of other documents formulated pursuant to the Redevelopment Plan shall be effective for the time periods indicated below; provided however, that subject to the limitations and exceptions set forth in Sections 1002 and 1003 of the Redevelopment Plan, the Agency may issue bonds and incur obligations pursuant to the Redevelopment Plan which extend beyond the termination dates below, and in such event, the Redevelopment Plan shall continue in effect for the purpose of repaying such bonds or other obligations until the dates of retirement of such bonds or other obligations.

Redevelopment Project Area	Time Limit Expiration Date
Tustin Street Original Redevelopment Project Area	December 6, 2024 in FY 2024-25
Tustin Street Amendment No.1 Redevelopment Project Area	June 21, 2029 in FY 2028-29
Southwest Original Redevelopment Project Area	November 20, 2025 in FY 2025-26.
Southwest Amendment No. 1 Redevelopment Project Area	July 15, 2027 in FY 2027-28
Southwest Amendment No. 2 Redevelopment Project Area	July 5, 2029 in FY 2029-30
Southwest Amendment No. 3 Redevelopment Project Area	July 9, 2027 in FY 2027-28
Northwest Redevelopment Project Area	June 28, 2029 in FY 2028-29

After the time limit on the effectiveness of the Redevelopment Plan has expired, the Agency shall have no authority to act pursuant to the Redevelopment Plan except to pay previously incurred indebtedness and to enforce existing covenants or contracts. However, if the Agency has not completed its housing obligations pursuant to Health and Safety Code Section 33413, the Agency shall retain its authority to implement requirements under said Section 33413, including the ability to incur and pay indebtedness for that purpose, and shall use this authority to complete these housing obligations as soon as is reasonably possible.

(D) The time limits on the receipt of tax increment and upon the repayment of indebtedness with the proceeds of property taxes for each part of the Project Area is as follows:

Except as provided herein, or as permitted by law, the Agency may not receive, and shall not repay indebtedness with the proceeds from property taxes received pursuant to Health and Safety Code Section 33670 and Section 702 of the Redevelopment Plan beyond the following dates for the areas indicated, except to repay debt to be paid from the Housing Fund established pursuant to Health and Safety Code Section 33334.3 and Section 537 of the Redevelopment Plan, or debt established in order to fulfill the Agency's obligations under Health and Safety Code Section 33413 and Sections 533 and 534 of the Redevelopment Plan:

Redevelopment Project Area	Time Limit Expiration Date
Tustin Street Original Redevelopment Project Area	December 5, 2034 in FY 2034-35
Tustin Street Amendment No.1 Redevelopment Project Area	June 21, 2039 in FY 2038-39
Southwest Original Redevelopment Project Area	November 20, 2035 in FY 2035-36
Southwest Amendment No. 1 Redevelopment Project Area	July 15, 2037 in FY 2037-38
Southwest Amendment No. 2 Redevelopment Project Area	July 5, 2039 in FY 2039-40
Southwest Amendment No. 3 Redevelopment Project Area	July 9, 2042 in FY 2042-43
Northwest Redevelopment Project Area	June 28, 2039 in FY 2038-39

These limitations shall not affect the validity of any bond, indebtedness, or other obligations, including any mitigation agreement entered into pursuant to Section 33401 of the Redevelopment Law, authorized by the City Council or the Agency pursuant to the Redevelopment Law, prior to January 1, 1994, or the right of the Agency to receive taxes pursuant to Section 33670 of the Redevelopment Law to pay the bonds, indebtedness or other obligation.