

RESOLUTION NO. OBSARDA2012-004

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE OVERSIGHT BOARD
OF THE SUCCESSOR AGENCY TO THE HIGHLAND REDEVELOPMENT AGENCY
APPROVING A DRAFT INITIAL RECOGNIZED OBLIGATION PAYMENT
SCHEDULE PURSUANT TO HEALTH AND SAFETY CODE SECTION 34177 AND
TAKING CERTAIN ACTIONS IN CONNECTION THEREWITH**

RECITALS:

A. AB X1 26 and AB X1 27 were signed by the Governor of California on June 29, 2011, making certain changes to the Community Redevelopment Law (Part 1 (commencing with Section 33000) of Division 24 of the California Health and Safety Code) (the "Redevelopment Law"), including adding Part 1.8 (commencing with Section 34161) ("Part 1.8") and Part 1.85 (commencing with Section 34170) ("Part 1.85").

B. The California Redevelopment Association and League of California Cities filed a lawsuit in the Supreme Court of California (*California Redevelopment Association, et al. v. Matosantos, et al.* (Case No. S194861)) alleging that AB X1 26 and AB X1 27 are unconstitutional. On December 29, 2011, the Supreme Court issued its opinion in the Matosantos case largely upholding AB X1 26, invalidating AB X1 27, and holding that AB X1 26 may be severed from AB X1 27 and enforced independently.

C. The Supreme Court generally revised the effective dates and deadlines for performance of obligations in Part 1.85 arising before May 1, 2012, to take effect four months later.

D. As a result of the Supreme Court's decision, the Highland Redevelopment Agency (the "Redevelopment Agency"), a redevelopment agency in the City of Highland (the "City"), created pursuant to the Redevelopment Law, was dissolved pursuant to Part 1.85 on February 1, 2012.

E. By its Resolution No. 2012-003, adopted on January 10, 2012, the City Council of the City made an election to serve as the successor agency for the Redevelopment Agency under Part 1.85 (the "Successor Agency").

F. By its Resolution No. 2012-003, adopted on January 10, 2012, the City Council, acting as the governing board for the Successor Agency, established rules and regulations applicable to the governance and operation of the Successor Agency, and pursuant to such resolution provided that the Successor Agency will be governed by a Board of Directors (the "Board") consisting of the members of the City Council of the City.

G. Health and Safety Code Section 34177(l), as modified by the California Supreme Court, provides that by March 1, 2012, the Successor Agency must prepare a draft initial Recognized Obligation Payment Schedule for the enforceable obligations of the former Redevelopment Agency, in accordance with the requirements of paragraph (l). The draft schedule must be reviewed and certified, as to its accuracy, by an external auditor designated at the county auditor-controller's direction pursuant to Health and Safety Code Section 34182. The certified Recognized Obligation Payment Schedule must be submitted to and approved by the oversight board. Finally, after approval by the oversight board, a copy of the approved Recognized Obligation Payment Schedule must be submitted to the county auditor-controller, the State Controller and the State Department of Finance ("DOF"), and be posted on the Successor Agency's web site. The first Recognized Obligation Payment Schedule submitted to the State Controller and the DOF will be for payments for the period of January 1, 2012 to June 30, 2012, inclusive.

H. Accordingly, the Board desires to adopt this Resolution approving a draft initial Recognized Obligation Payment Schedule in accordance with Paragraph G.

NOW, THEREFORE, THE BOARD OF DIRECTORS OF THE OVERSIGHT BOARD TO THE SUCCESSOR AGENCY OF THE HIGHLAND REDEVELOPMENT AGENCY, HEREBY FINDS, DETERMINES, RESOLVES, AND ORDERS AS FOLLOWS:

Section 1. The above recitals are true and correct and are a substantive part of this Resolution.

Section 2. This Resolution is adopted pursuant to Health and Safety Code Section 34177.

Section 3. The Board hereby approves the draft initial Recognized Obligation Payment Schedule substantially in the form attached as Exhibit A to this Resolution and incorporated herein by reference (the "ROPS"). The Executive Director of the Successor Agency, in consultation with the Successor Agency's legal counsel, may modify the ROPS as the Executive Director or the Successor Agency's legal counsel deems necessary or advisable.

Section 4. The Board hereby designates Chuck Dantuono, Director of Administrative Services as the official to whom the DOF may make requests for review in connection with the ROPS and who shall provide the DOF with the telephone number and e-mail contact information for the purpose of communicating with the DOF.

Section 5. The officers and staff of the Oversight Board to the Successor Agency are hereby authorized and directed, jointly and severally, to do any and all things which they may deem necessary or advisable to effectuate this Resolution, including submitting the certified Recognized Obligation Payment Schedule to the oversight board for approval, and any such actions previously taken by such officers are hereby ratified and confirmed.

PASSED, APPROVED AND ADOPTED this 10th day of April, 2012.


Chair

ATTEST:

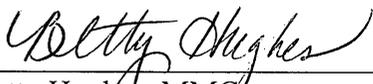

Betty Hughes, MMC
Secretary

EXHIBIT A

DRAFT INITIAL RECOGNIZED OBLIGATION PAYMENT SCHEDULE

RECOGNIZED OBLIGATION PAYMENT SCHEDULE

Per AB 26 - Section 34167 and 34169 (*)

Project Name / Debt Obligation	Payee	Description	Total Outstanding Debt or Obligation	Total Due During Fiscal Year	Payments by month						Total	Funding Source
					Jan	Feb	Mar	Apr	May	Jun		
1) Contract for construction	Various PTCs listed below	Police Station	8,586,049.00	2,459,303.21	500,580.77	500,580.77	500,580.77	500,580.77	0.00	0.00	\$2,002,323.08	Bond Proceeds-2007
2) Contract for construction	Bogh Engineering, Inc.	Police Station									\$ -	
3) Contract for construction	ASR Constructors, Inc.	Police Station									\$ -	
4) Contract for construction	Fisher, Inc.	Police Station									\$ -	
5) Contract for construction	MSL Development	Police Station									\$ -	
6) Contract for construction	KOB Towers, Inc.	Police Station									\$ -	
7) Contract for construction	Best Contracting Services, Inc.	Police Station									\$ -	
8) Contract for construction	Applied Roof Engineering, Inc.	Police Station									\$ -	
9) Contract for construction	Montgomery Hardware Co.	Police Station									\$ -	
10) Contract for construction	Glazoon Production, Inc.	Police Station									\$ -	
11) Contract for construction	Premier Wall Constructors, Inc.	Police Station									\$ -	
12) Contract for construction	Inland Pacific Tile	Police Station									\$ -	
13) Contract for construction	Alert Insulation Co., Inc.	Police Station									\$ -	
14) Contract for construction	Mike's Custom Flooring	Police Station									\$ -	
15) Contract for construction	J Kel Painting & Wallcoverings, Inc.	Police Station									\$ -	
16) Contract for construction	Robert L. Reeves	Police Station									\$ -	
17) Contract for construction	JPI Development & Group, Inc.	Police Station									\$ -	
18) Contract for construction	Cool Air Supply, Inc.	Police Station									\$ -	
19) Contract for construction	Barkley Andros Corp.	Police Station									\$ -	
20)											\$ -	
21)											\$ -	
22)											\$ -	
23)											\$ -	
24)											\$ -	
25)											\$ -	
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39)											\$ -	
40)											\$ -	
Totals - This Page			\$ 8,586,049.00	\$ 2,459,303.21	\$ 500,580.77	\$ 500,580.77	\$ 500,580.77	\$ 500,580.77	\$ -	\$ -	\$2,002,323.08	

The Recognized Obligation Payment Schedule (ROPS) must be prepared by the dissolving Agency by 3/1/12.

Name of Redevelopment Agency: Highland Redevelopment Agency
 Project Area(s): All

RECOGNIZED OBLIGATION PAYMENT SCHEDULE

Per AB 26 - Section 34167 and 34169 (*)

Project Name / Debt Obligation	Payee	Description	Total Outstanding Debt or Obligation	Total Due During Fiscal Year	Payments by month												Funding Source	
					Jan	Feb	Mar	Apr	May	Jun	Total							
1) Base Line, et al	ERSCI	sir06003	48,640.00	2,000.00	500.00	1,500.00											\$ 2,000.00	Bond Proceeds
2) Base Line, et al	City of Highland	sir06003-staff admin	3,500.00	3,500.00	0.00	700.00	700.00	700.00	700.00	700.00							\$ 3,500.00	Bond Proceeds
3) Greenspot Rd (SR 210 to Boulder)	PB Americas	sir07004	673,394.00	64,438.00	10,000.00	15,000.00	5,000.00	5,000.00	15,000.00	15,000.00	15,000.00	15,000.00	15,000.00	15,000.00	15,000.00	4,438.00	\$ 64,438.00	Bond Proceeds
4) Greenspot Rd (SR 210 to Boulder)	CDPC	sir07004	15,000.00	15,000.00		3,000.00	3,000.00	3,000.00	3,500.00	3,500.00	3,500.00	3,500.00	3,500.00	3,500.00	3,500.00	2,000.00	\$ 15,000.00	Bond Proceeds
5) Greenspot Rd (SR 210 to Boulder)	City of Highland	sir07004-staff admin	1,500.00	1,500.00	0.00	0.00	0.00	0.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	\$ 1,500.00	Bond Proceeds
6) Greenspot Rd Realignment	RWG	sir06001	13,622.00	12,350.00	1,700.00	3,550.00	3,550.00	3,550.00	3,550.00	3,550.00	3,550.00	3,550.00	3,550.00	3,550.00	3,550.00	500.00	\$ 12,350.00	Bond Proceeds
7) Greenspot Rd Realignment	Mamco	sir06001	469,358.00	128,900.00	10,000.00				118,900.00	118,900.00	118,900.00	118,900.00	118,900.00	118,900.00	118,900.00	500.00	\$ 128,900.00	Bond Proceeds
8) Greenspot Rd Realignment	ERSCI	sir06001	178,439.00	15,400.00	1,000.00	9,000.00	3,000.00	3,000.00	2,400.00	2,400.00	2,400.00	2,400.00	2,400.00	2,400.00	2,400.00	500.00	\$ 15,400.00	Bond Proceeds
9) Greenspot Rd Realignment	City of Highland	sir06001-staff admin	15,000.00	15,000.00	0.00	0.00	0.00	0.00	5,000.00	5,000.00	5,000.00	5,000.00	5,000.00	5,000.00	5,000.00	5,000.00	\$ 15,000.00	Bond Proceeds
10) Sterling Ave Storm Drain-WC	Willdan	sdr10001	6,000.00	6,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	\$ 6,000.00	Bond Proceeds
11) Sterling Ave Storm Drain-WC	ERSCI	sdr10001	39,949.00	10,000.00	2,000.00	1,600.00	1,600.00	1,600.00	1,600.00	1,600.00	1,600.00	1,600.00	1,600.00	1,600.00	1,600.00	1,600.00	\$ 10,000.00	Bond Proceeds
12) Sterling Ave Storm Drain-WC	City of Highland	sdr10001-staff admin	3,000.00	3,000.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	\$ 3,000.00	Bond Proceeds
13) Bruce/Crest/Hillview/Cunningham	Willdan	sir07009	5,100.00	5,100.00	1,700.00	1,700.00	1,700.00	1,700.00	1,700.00	1,700.00	1,700.00	1,700.00	1,700.00	1,700.00	1,700.00	500.00	\$ 5,100.00	Bond Proceeds
14) Bruce/Crest/Hillview/Cunningham	PB Americas	sir07009	171,027.00	21,960.00	6,000.00	7,980.00	7,980.00	7,980.00	7,980.00	7,980.00	7,980.00	7,980.00	7,980.00	7,980.00	7,980.00	7,980.00	\$ 21,960.00	Bond Proceeds
15) Bruce/Crest/Hillview/Cunningham	City of Highland	sir07009-staff admin	2,400.00	2,400.00	800.00	800.00	800.00	800.00	800.00	800.00	800.00	800.00	800.00	800.00	800.00	800.00	\$ 2,400.00	Bond Proceeds
16) Base Line Safety Imp	ERSCI	sir08002	2,000.00	2,000.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	\$ 2,000.00	Bond Proceeds
17) Base Line Safety Imp	Overland Pacific	sir08002	38,700.00	38,700.00	1,000.00	12,560.00	12,560.00	12,560.00	12,560.00	12,560.00	12,560.00	12,560.00	12,560.00	12,560.00	12,560.00	12,560.00	\$ 38,700.00	Bond Proceeds
18) Base Line Safety Imp	Comm Works Design Gp	sir08002	8,000.00	8,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	\$ 8,000.00	Bond Proceeds
19) Base Line Safety Imp	PB Americas	sir08002	2,000.00	2,000.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	\$ 2,000.00	Bond Proceeds
20) Base Line Safety Imp	HKA	sir08002	1,500.00	1,500.00	1,000.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	\$ 1,500.00	Bond Proceeds
21) Base Line Safety Imp	City of Highland	sir08002-staff admin	6,000.00	6,000.00	1,500.00	1,500.00	1,500.00	1,500.00	1,500.00	1,500.00	1,500.00	1,500.00	1,500.00	1,500.00	1,500.00	1,500.00	\$ 6,000.00	Bond Proceeds
22) Base Line Beautification	PB Americas	sir07003	133,671.00	9,000.00	4,500.00	4,500.00	4,500.00	4,500.00	4,500.00	4,500.00	4,500.00	4,500.00	4,500.00	4,500.00	4,500.00	4,500.00	\$ 9,000.00	Bond Proceeds
23) Base Line Beautification	Comm Works Design Gp	sir07003	1,500.00	1,500.00	750.00	750.00	750.00	750.00	750.00	750.00	750.00	750.00	750.00	750.00	750.00	750.00	\$ 1,500.00	Bond Proceeds
24) Base Line Beautification	Willdan	sir07003	2,000.00	2,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	\$ 2,000.00	Bond Proceeds
25) Base Line Beautification	City of Highland	sir07003-staff admin	1,000.00	1,000.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	\$ 1,000.00	Bond Proceeds
26) East Highlands Village St Imp	PB Americas	sir06002	113,826.00	9,777.00	1,500.00	1,655.00	1,655.00	1,655.00	1,655.00	1,655.00	1,655.00	1,655.00	1,655.00	1,655.00	1,655.00	1,655.00	\$ 9,777.00	Bond Proceeds
27) East Highlands Village St Imp	Willdan	sir06002	3,000.00	3,000.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	\$ 3,000.00	Bond Proceeds
28) East Highlands Village St Imp	City of Highland	sir06002-staff admin	3,000.00	3,000.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	\$ 3,000.00	Bond Proceeds
29) Base Line Pavement Rehab	ERSCI	dia09004	87,382.00	20,000.00	2,000.00	3,600.00	3,600.00	3,600.00	3,600.00	3,600.00	3,600.00	3,600.00	3,600.00	3,600.00	3,600.00	3,600.00	\$ 20,000.00	Bond Proceeds
30) Base Line Pavement Rehab	Willdan	dia09004	6,000.00	6,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	1,000.00	\$ 6,000.00	Bond Proceeds
31) Base Line Pavement Rehab	City of Highland	dia09004-staff admin	3,000.00	3,000.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	\$ 3,000.00	Bond Proceeds
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Totals - This Page			\$ 2,058,508.00	\$ 423,025.00	\$ 54,450.00	\$ 78,395.00	\$ 53,645.00	\$ 177,485.00	\$ 35,555.00	\$ 23,495.00	\$ 423,025.00						\$ 423,025.00	

The Recognized Obligation Payment Schedule (ROPS) must be prepared by the dissolving Agency by 3/1/12.

RECOGNIZED OBLIGATION PAYMENT SCHEDULE
Per AB 26 - Section 34167 and 34169 (*)

Project Name / Debt Obligation	Payee	Description	Total Outstanding Debt or Obligation	Total Due During Fiscal Year	Payments by month					Total	Funding Source
					Jan	Feb	Mar	Apr	May		
1) 2004A Bond Proceeds-construction contract	To be determined	Sterling Ave Storm Drain-WC	1,474,000.00	737,000.00						737,000.00	Bond Proceeds-2004A
2) 2004A Bond Proceeds-construction contract	To be determined	Bruce/Crest/Hilview/Cunningham	446,000.00	223,000.00						223,000.00	Bond Proceeds-2004A
3) 2004A Bond Proceeds-construction contract	To be determined	Hilview-St improvements	402,000.00	201,000.00						201,000.00	Bond Proceeds-2004A
4) 2004A Bond Proceeds-construction contract	To be determined	Cunningham-St widening	298,000.00	149,000.00						149,000.00	Bond Proceeds-2004A
5) 2004A Bond Proceeds-construction contract	To be determined	Base Line Safety Imp	260,000.00	130,000.00						130,000.00	Bond Proceeds-2004A
6) 2004A Bond Proceeds-construction contract	To be determined	Base Line Beautification	338,000.00	169,000.00						169,000.00	Bond Proceeds-2004A
7) 2004A Bond Proceeds-construction contract	To be determined	Base Line improvements	1,200,000.00	600,000.00						600,000.00	Bond Proceeds-2004A
8) 2007 Bond Proceeds-construction contract	To be determined	Joint Pavement Rehab	150,000.00	75,000.00						75,000.00	Bond Proceeds-2007
9) 2007 Bond Proceeds-construction contract	To be determined	Boulder Avenue bridge	1,032,000.00	516,000.00						516,000.00	Bond Proceeds-2007
10) 2007 Bond Proceeds-construction contract	To be determined	Greenspot Road bridge	5,382,000.00	2,691,000.00						2,691,000.00	Bond Proceeds-2007
11) 2007 Bond Proceeds-construction contract	To be determined	Palm/Alabama bridge	1,000,000.00	500,000.00						500,000.00	Bond Proceeds-2007
12) 2007 Bond Proceeds-construction contract	To be determined	East Highlands Village St Imp	424,000.00	212,000.00						212,000.00	Bond Proceeds-2007
13) 2007 Bond Proceeds-construction contract	To be determined	Greenspot Road widening	9,703,000.00	4,851,500.00						4,851,500.00	Bond Proceeds-2007
14) 2007 Bond Proceeds-construction contract	To be determined	Palm Ave improvements	467,000.00	233,500.00						233,500.00	Bond Proceeds-2007
15) 2007 Bond Proceeds-construction contract	To be determined	Base Line/Summerfall improvements	384,000.00	192,000.00						192,000.00	Bond Proceeds-2007
16) 2007 Bond Proceeds-construction contract	To be determined	Victoria/14th St signal	175,000.00	87,500.00						87,500.00	Bond Proceeds-2007
17) 2007 Bond Proceeds-construction contract	To be determined	Construction of Fire Station	3,900,000.00	1,950,000.00						1,950,000.00	Bond Proceeds-2007
18) 2004A Bond Proceeds	City of Highland	City staff admin for 2004A projects	220,900.00	110,450.00						110,450.00	Bond Proceeds-2004A
19) 2007 Bond Proceeds	City of Highland	City staff admin for 2007 projects	1,130,850.00	565,425.00						565,425.00	Bond Proceeds-2007
20) 2004A Bond Proceeds-housing program	To be determined	Housing programs	3,200,000.00	1,600,000.00						1,600,000.00	Bond Proceeds-2004A
21) Totals - This Page			\$ 19,847,850.00	\$ 9,923,925.00	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 9,923,925.00	\$ 9,923,925.00

The Recognized Obligation Payment Schedule (ROPS) must be prepared by the dissolving Agency by 3/1/12.

4/10/2012

RECOGNIZED OBLIGATION PAYMENT SCHEDULE

Per AB 26 - Section 34167 and 34169 (*)

Project Name / Debt Obligation	Payee	Description	Total Outstanding Debt or Obligation	Total Due During Fiscal Year	Payments by month						Total	Funding Source
					Jan	Feb	Mar	Apr	May	Jun		
1) Pass Through Agreement	San Bernardino County	Payments per former CRL 33401	5,308,139.00	805,000.00						805,000.00	\$ 805,000.00	Property Tax Trust Fund
2) Pass Through Agreement	San Bernardino Unified SD	Payments per former CRL 33401	4,780,622.08	725,000.00						725,000.00	\$ 725,000.00	Property Tax Trust Fund
3) Pass Through Agreement	Redlands Unified SD	Payments per former CRL 33401	230,788.65	35,000.00						35,000.00	\$ 35,000.00	Property Tax Trust Fund
4) Pass Through Agreement	SB Valley Muni Water Dist	Payments per former CRL 33401	4,714,682.46	715,000.00						715,000.00	\$ 715,000.00	Property Tax Trust Fund
5) Pass Through Agreement	SB Comm College District	Payments per former CRL 33401	824,245.19	125,000.00						125,000.00	\$ 125,000.00	Property Tax Trust Fund
6) Pass Through Agreement	SB Co. Superintendent	Payments per former CRL 33401	131,879.23	20,000.00						20,000.00	\$ 20,000.00	Property Tax Trust Fund
7) Pass Through Agreement	Co. Service Area 70/SL-1	Payments per former CRL 33401	9,890.94	1,500.00						1,500.00	\$ 1,500.00	Property Tax Trust Fund
8) Pass Through Agreement	East Valley Res. Cons	Payments per former CRL 33401	6,593.96	1,000.00						1,000.00	\$ 1,000.00	Property Tax Trust Fund
9) Pass Through Agreement	SB Valley Water District	Payments per former CRL 33401	6,593.96	1,000.00						1,000.00	\$ 1,000.00	Property Tax Trust Fund
10) Pass Through Agreement	Highland Fire Dept.	Payments per former CRL 33401	1,450,671.53	220,000.00						220,000.00	\$ 220,000.00	Property Tax Trust Fund
11) Low/Med Income Housing Fund	Highland RDA	Payments per former H&S-33334-2	60,863,201.00	1,426,404.00						1,426,404.00	\$ 1,426,404.00	Housing
12)											\$ -	
13)											\$ -	
14)											\$ -	
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24)											\$ -	
25)											\$ -	
26)											\$ -	
27)											\$ -	
28)											\$ -	
Totals - Other Obligations			\$ 17,464,107.00	\$ 2,648,500.00	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 2,648,500.00	\$ 2,648,500.00	

STATE OF CALIFORNIA)
COUNTY OF SAN BERNARDINO)
CITY OF HIGHLAND)

I, BETTY HUGHES, Secretary of the Oversight Board of the Successor Agency to the Highland Redevelopment Agency of the City of Highland, California, do hereby certify Oversight Board of the Successor Agency to the Redevelopment Agency Resolution No. OBSARDA2012-004 was duly and regularly adopted by the Oversight Board of the Successor Agency to the Highland Redevelopment Agency, Highland, California, at a special meeting thereof held on the 10th day of April, 2012, by the following vote:

AYES: Haller, Huff, Jaquess, McCallon, Saks, Sutorus

NOES: None

ABSTAIN: None

ABSENT: Peukert



BETTY HUGHES, MMC
SECRETARY