

OB RESOLUTION NO. \_\_\_\_\_

**A RESOLUTION OF THE OVERSIGHT BOARD TO THE SUCCESSOR AGENCY TO  
THE DISSOLVED OAKLEY REDEVELOPMENT AGENCY, APPROVING A  
RECOGNIZED OBLIGATIONS PAYMENT SCHEDULE  
FOR JANUARY THROUGH JUNE 2014**

**NOW, THEREFORE, BE IT RESOLVED** that the Oversight Board to the Successor Agency of the Oakley Redevelopment Agency, approves the attached Recognized Obligations Payment Schedule for January through June 2014 attached hereto as Exhibit A.

The foregoing resolution was adopted at a regular meeting of the Successor Agency Board, held on the 26<sup>th</sup> day of September 2013, by the following vote:

AYES: Romick, Abelson, Kratochvil, Michaelson, Swenson

NOES:

ABSTENTION:

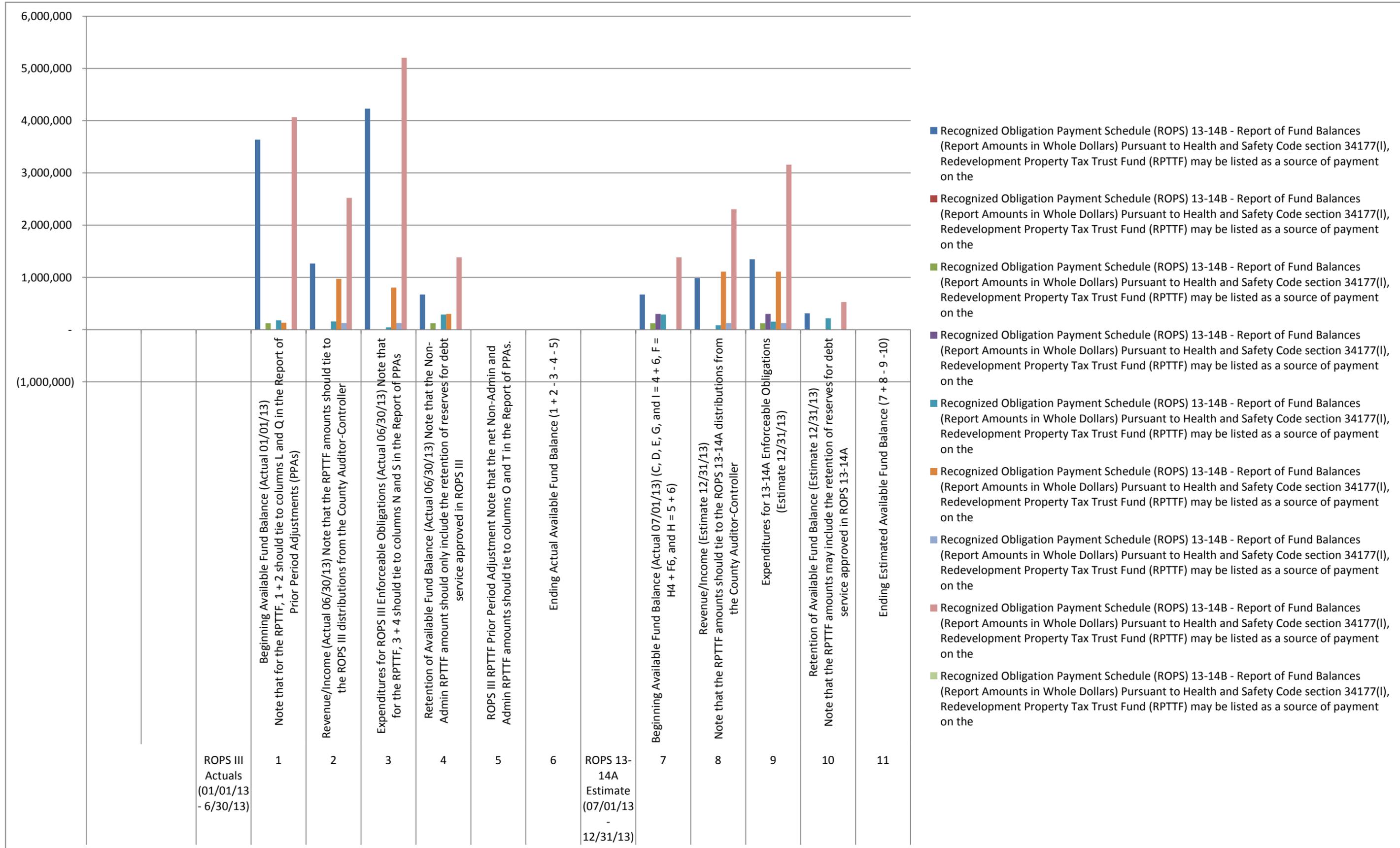
ABSENT: Connelley, Volta

APPROVED:   
Kevin Romick, Chair

ATTEST:   
Libby Vreonis, Secretary

Dated: 9-26-13





- Recognized Obligation Payment Schedule (ROPS) 13-14B - Report of Fund Balances (Report Amounts in Whole Dollars) Pursuant to Health and Safety Code section 34177(l), Redevelopment Property Tax Trust Fund (RPTTF) may be listed as a source of payment on the
- Recognized Obligation Payment Schedule (ROPS) 13-14B - Report of Fund Balances (Report Amounts in Whole Dollars) Pursuant to Health and Safety Code section 34177(l), Redevelopment Property Tax Trust Fund (RPTTF) may be listed as a source of payment on the
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**Recognized Obligation Payment Schedule (ROPS) 13-14B - Report of Fund Balances**  
(Report Amounts in Whole Dollars)

Pursuant to Health and Safety Code section 34177(l), Redevelopment Property Tax Trust Fund (RPTTF) may be listed as a source of payment on the ROPS, but only to the extent no other funding source is available or when payment from property tax revenues is required by an enforceable obligation.

A	B	C	D	E	F	G	H	I	J	K	
Fund Balance Information by ROPS Period		Fund Sources								Comments	
		Bond Proceeds		Reserve Balance		Other	RPTTF		Total		
		Bonds Issued on or before 12/31/10	Bonds Issued on or after 01/01/11	Review balances retained for approved enforceable obligations	RPTTF balances retained for bond reserves	Rent, Grants, Interest, Etc.	Non-Admin	Admin			
<b>ROPS III Actuals (01/01/13 - 6/30/13)</b>											
1	<b>Beginning Available Fund Balance (Actual 01/01/13)</b> Note that for the RPTTF, 1 + 2 should tie to columns L and Q in the Report of Prior Period Adjustments (PPAs)	3,635,763		121,956		175,867	132,238		\$ 4,065,824	It was difficult to define what the source of the available cash (fund) balances were, as we don't have separate accounting funds for this purpose. We based the amounts reported on the presumption that all other funds are used prior to using property taxes.	
2	<b>Revenue/Income (Actual 06/30/13)</b> Note that the RPTTF amounts should tie to the ROPS III distributions from the County Auditor-Controller	1,266,677				157,032	972,893	125,000	\$ 2,521,602		
3	<b>Expenditures for ROPS III Enforceable Obligations (Actual 06/30/13)</b> Note that for the RPTTF, 3 + 4 should tie to columns N and S in the Report of PPAs	4,229,309				44,881	805,131	125,000	\$ 5,204,321		
4	<b>Retention of Available Fund Balance (Actual 06/30/13)</b> Note that the Non-Admin RPTTF amount should only include the retention of reserves for debt service approved in ROPS III	673,131		121,956		288,018	300,000		\$ 1,383,105	Other Funds: Since we filed "notices of insufficient funds" with the County Auditor and they were approved each time, without exception; we have reflected full retention of the fund balances available in this line. <u>Bond Proceeds</u> : These are restricted funds and they are always retained - whether for projects completion or, ultimately, one day - for calling and retiring bonds, if funds are available.	
5	<b>ROPS III RPTTF Prior Period Adjustment</b> Note that the net Non-Admin and Admin RPTTF amounts should tie to columns O and T in the Report of PPAs.	No entry required						550	-	\$ 550	
6	<b>Ending Actual Available Fund Balance (1 + 2 - 3 - 4 - 5)</b>	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (550)		
<b>ROPS 13-14A Estimate (07/01/13 - 12/31/13)</b>											
7	<b>Beginning Available Fund Balance (Actual 07/01/13) (C, D, E, G, and I = 4 + 6, F = H4 + F6, and H = 5 + 6)</b>	\$ 673,131	\$ -	\$ 121,956	\$ 300,000	\$ 288,018	\$ 550	\$ -	\$ 1,383,105		
8	<b>Revenue/Income (Estimate 12/31/13)</b> Note that the RPTTF amounts should tie to the ROPS 13-14A distributions from the County Auditor-Controller	987,000				83,100	1,109,934	125,000	\$ 2,305,034		
9	<b>Expenditures for 13-14A Enforceable Obligations (Estimate 12/31/13)</b>	1,347,029		121,956	300,000	155,000	1,109,934	125,000	\$ 3,158,919		
10	<b>Retention of Available Fund Balance (Estimate 12/31/13)</b> Note that the RPTTF amounts may include the retention of reserves for debt service approved in ROPS 13-14A	313,102				216,118			\$ 529,220	Other Funds: Since we filed "notices of insufficient funds" with the County Auditor and they were approved each time, without exception; we have reflected full retention of the fund balances available in this line. <u>Bond Proceeds</u> : The Agency projects all bond proceeds will have been spent by 12/31/2013 (or be held pending 3rd party litigation). More proceeds are expected to become "available" following the Agency's receipt of a Finding of Completion, approval of a Property Management and Disposition Plan, and sale of certain properties that were originally purchased with bond proceeds.	
11	<b>Ending Estimated Available Fund Balance (7 + 8 - 9 - 10)</b>	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 550	\$ -	\$ -		

**Recognized Obligation Payment Schedule (ROPS ) 13-14B - ROPS Detail**  
**January 1, 2014 through June 30, 2014**  
 (Report Amounts in Whole Dollars)

A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P
Item #	Project Name / Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	Funding Source					Six-Month Total
										Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		
										Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	
1	2003 TABS DS	Bonds Issued On or Before 12/31/10	11/1/2003	9/1/2033	Wells Fargo Corporate Trust	Debt Service Payable in September and March of each year	Oakley	\$ 62,944,751 10,082,455	N	\$ 45,454	\$ -	\$ 45,000	\$ 1,140,300	\$ 125,000	\$ 1,355,754
2	2008 Tax Exempt TABS DS	Bonds Issued On or Before 12/31/10	5/1/2008	9/1/2038	Wells Fargo Corporate Trust	Debt Service Payable in September and March of each year	Oakley	44,230,658	N				587,130		\$ 587,130
3	Annual Trustee/Fiscal Agent Fees	Fees	11/1/2003	9/1/2033	Wells Fargo Corporate Trust	Annual Trustee Fes for 2003 Bonds	Oakley	50,000	N						\$ -
4	Annual Trustee/Fiscal Agent Fees	Fees	5/1/2008	9/1/2038	Wells Fargo Corporate Trust	Annual Trustee Fes for 2008 Bonds	Oakley	50,000	N				2,000		\$ 2,000
5	Continuing Disclosure Services	Fees	7/18/2005	9/1/2033	NBS Financial	Annual Continuing Disclosure Services for 2003 Bonds	Oakley	38,000	N				1,000		\$ 1,000
6	Continuing Disclosure Services	Fees	5/1/2008	9/1/2038	NBS Financial	Annual Continuing Disclosure Services for 2008 Bonds	Oakley	38,000	N				1,000		\$ 1,000
7	Data for Continuing Disclosures	Fees	1/1/2014	9/1/2038	Hindenliter, DeLamas (HdL)	Data for Continuing Disclosures (used for both the 2003 and 2008 Bonds)	Oakley	12,500	N				500		\$ 500
8	DS Payment on Interagency Obligation	Miscellaneous	8/14/2006	9/1/2039	City of Oakley	Payment of Impact Fees on Housing Project	Oakley	1,347,092	N						\$ -
9	Annual External Audit	Dissolution Audits	1/1/2014	9/1/2039	Current External Auditor is Maze and Associates	Required external audit of the SA pursuant to bond covenants/other requirements.	Oakley	125,000	N					2,000	\$ 2,000
10	Debt Service Reserve Fund	Reserves	1/1/2014	9/3/2014	Wells Fargo Corporate Trust	Set aside for debt service due in September	Oakley	350,000	N				350,000		\$ 350,000
11	SA Administrative Allowance	Admin Costs	1/1/2014	6/30/2014	City of Oakley	Administrative allowance, as prescribed	Oakley	123,000	N					123,000	\$ 123,000
12	Main Street Realignment - Downtown Parking	Litigation	2/11/2010	6/30/2014	Roy Cunha	This remains subject to the outcome of ongoing litigation related to valuation of property acquired for a project in the downtown. Based on the original appraisal of the property, the Agency already has made a deposit (\$487,000) with the State Treasurer's Condemnation Fund to compensate the property owner. Negotiations to settle failed, and in light of the RDAs dissolution, the City has withdrawn the case, opting instead to defer completion of the planned roadway connector and provide public parking on the Oakley Plaza site, where parking lot improvements are already an obligation. The City will still be liable for certain legal and other costs for the case, but any remainder will be returned by the State for use on the Oakley Plaza project.	Oakley	1	N	1					\$ 1
13	Property Common Area Maintenance and Property Taxes	Property Maintenance	1/1/2014	6/30/2014	Various contractors and utilities	Property taxes, mainenance and common area charges to operate owned properties purusant to existitng leases and obligation to maintain properties.	Oakley	200,000	N			20,000			\$ 20,000
14	Oakley Plaza Façade Improvement Project	Improvement/Infrastrcture	8/9/2011	6/30/2014	Sterling Architects	Oakley Plaza Façade Improvement Project Design	Oakley	-	Y						\$ -
15	Downtown Project	Third-Party Loans	8/9/2011	8/4/2005	Manuel's Five Star Restaurants	Loan pursuant to DDA for Downtown Restaurant project	Oakley	-	Y						\$ -

**Recognized Obligation Payment Schedule (ROPS ) 13-14B - ROPS Detail**  
**January 1, 2014 through June 30, 2014**  
 (Report Amounts in Whole Dollars)

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Item #	Project Name / Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	Funding Source					Six-Month Total
										Non-Redevelopment Property Tax Trust Fund (Non-RPTTF)			RPTTF		
										Bond Proceeds	Reserve Balance	Other Funds	Non-Admin	Admin	
16	Downtown Project	Third-Party Loans	8/9/2011	8/4/2005	Manuel's Five Star Restaurants	Loan pursuant to DDA for Downtown Restaurant project	Oakley	-	Y						\$ -
17	Downtown Project	Improvement/Infrastructure	8/9/2011	6/30/2014	Manuel's Five Star Restaurants/Ascent Builders	Construction of additional retail space attached to planned restaurant promised as part of DDAs for Downtown Restaurant projects.	Oakley	-	Y						\$ -
18	Downtown Project	Improvement/Infrastructure	8/9/2011	6/30/2014	TBD	CentroMart Façade and Building improvements represented as part of DDAs	Oakley	500,000	N						\$ -
19	Downtown Project	Improvement/Infrastructure	8/9/2011	6/30/2014	Bay Cities	Oakley Plaza Public Parking improvements represented as part of DDAs	Oakley	704,762	N						\$ -
20	Downtown Project	Improvement/Infrastructure	8/9/2011	6/30/2014	Goodland Landscape and Construction	Construction of Public Plaza represented as part of DDAs	Oakley	714,552	N						\$ -
21	Downtown Project	Improvement/Infrastructure	8/9/2011	6/30/2014	Bay Cities	Construction of Main Street Improvements represented as part of DDAs	Oakley	1	N						\$ -
22	Downtown Project	Project Management Costs	8/9/2011	6/30/2014	City of Oakley/Ascent Builders	Staff costs associated with loan advances and completing projects obligated by DDA's with Manuel's Five Star Restaurants and Campestre Corporation.	Oakley	-	Y						\$ -
23	Directional Sign Project	Improvement/Infrastructure	8/9/2011	6/30/2014	Ellis and Ellis Sign Systems	Costs for fabrication and installation of directional monument signs.	Oakley	51,878	N						\$ -
24	Main Street Frontage Improvements	Improvement/Infrastructure	2/1/2009	6/30/2014	TBD	Main Street frontage improvements to Conco Land Company proeprty on Main Street (APNs 037-100-048 and 037-100-049) pursuant to dedication agreement.	Oakley	880,000	N						\$ -
25	Housing Activities/Programs	Miscellaneous	2/1/2009	9/1/2039	City of Oakley	Joint Projects and Cooperation Agreement payment for housing activities/programs.	Oakley	2,660,000	N						\$ -
26	Downtown Project	Professional Services	8/10/2011	6/30/2014	Kahn Design Associates	Downtown Project Design	Oakley	38,982	N	38,982					\$ 38,982
27	Downtown Project	Professional Services	1/4/2012	6/30/2014	Leptien, Cronin, Cooper, Morris and Poore, Inc	Engineering and Design servic for Oakley Plaza Public Parking Improvements represented as part of Development and Disposition Agreements.	Oakley	-	N						\$ -
28	Downtown Project	Professional Services	7/12/2011	6/30/2014	Mark Thomas Engineering	Completion of Design Work for Downtown Main Street Project	Oakley	25,379	N						\$ -
29	Wayfinding Sign Project	Improvement/Infrastructure	6/15/2011	6/30/2014	Brandon Industries	Remainder of contract related to wayfinding sign project	Oakley	-	Y						\$ -
30	Sale of Oakley Plaza	Professional Services	6/18/2012	6/30/2014	Carlson Barbee & Gibson, Inc.	Engineering to complete new parcel map in order to facilitate sale of Oakley Plaza property.	Oakley	6,471	N	6,471					\$ 6,471
31	Contra Costa Auto Salvage	Remediation	11/12/2008	12/31/2013	State Department of Toxic Substances Control	Clean up oversight of contra costa auto salvage site clean up.	Oakley	-	Y						\$ -
32	Building Maintenance for unleased RE Owned	Property Maintenance	1/1/2014	6/30/2014	Various	Maintenance and other services/utilities directly related to unleased properties, until they are leased.	Oakley	250,000	N			25,000			\$ 25,000





**Recognized Obligation Payment Schedule 13-14B - Notes**

January 1, 2014 through June 30, 2014

Item #	Notes/Comments
1	Have updated total obligation amount to show remaining scheduled Principal and Interest in total. Note that if the bonds are repaid early, the interest amounts will be less.
2	Have updated total obligation amount to show remaining scheduled Principal and Interest in total. Note that if the bonds are repaid early, the interest amounts will be less.
3	
4	
5	
6	
7	
8	The amounts here are blank, as this is an obligation DOF previously denied, and we have not yet received a finding of completion or a court order overruling their determination. The Agency continues to disagree with DOF determination, and is pursuing approval through the appropriate process.
9	
10	
11	
12	This item shown @ \$1; but the actual amount will be determined by the Courts. The actual liability is likely to be far less than the ~\$487,000 on deposit in the State Condemnation Fund. We show the actual payment potentially in the Jan - June 2014 period, but it might actually happen sooner. We'll follow the Court's direction on how much and when to make any payment required. The Condemnation Fund deposit was from Bond Proceeds, and so any remainder refunded to the SA will be retasked to eliminating any remaining outstanding Bond project obligations. The contract date in February 2010 is the date the Agency Board first approved the related eminent domain action.
13	This item show @ \$200,000, calculated using a 5 year estimate. We don't really know how long the SA will ultimately own its property, or how much the property maintenance and management will cost; but the new ROPS form requires the amount field be completed, with a sum; and so the estimate we used is based upon a guess of completing the asset dispositions in 5 years.
14	The amounts here are blank, as this is an obligation DOF previously denied, and we have not yet received a finding of completion or a court order overruling their determination. The Agency successfully sold the property (pursuant to an agreement of sale from prior to passage of AB 1484) and the new owner is pursuing this project. It is no longer an obligation of the SA.
15	The amounts here are blank, as this is an obligation DOF previously denied, and we have not yet received a finding of completion or a court order overruling their determination. The Agency continues to disagree with DOF determination, and is pursuing approval through the appropriate process.
16	The amounts here are blank, as this is an obligation DOF previously denied, and we have not yet received a finding of completion or a court order overruling their determination. The Agency continues to disagree with DOF determination, and is pursuing approval through the appropriate process.
17	The amounts here are blank, as this is an obligation DOF previously denied, and we have not yet received a finding of completion or a court order overruling their determination. The Agency continues to disagree with DOF determination, and is pursuing approval through the appropriate process.
18	The amounts here are blank, as this is an obligation DOF previously denied, and we have not yet received a finding of completion or a court order overruling their determination. The Agency successfully sold the property (pursuant to an original agreement of sale from prior to passage of AB 1484) and expects close of escrow in early November 2013. Following close of escrow, this project will no longer be an obligation of the SA.
19	The amounts here are blank, as this is an obligation DOF previously denied, and we have not yet received a finding of completion or a court order overruling their determination. The Agency continues to disagree with DOF determination, and is pursuing approval through the appropriate process. Obligations outstanding include change orders, but do not include contract retention amounts, charged to the project but currently being held to ensure project completion.
20	The amounts here are blank, as this is an obligation DOF previously denied, and we have not yet received a finding of completion or a court order overruling their determination. The Agency continues to disagree with DOF determination, and is pursuing approval through the appropriate process.
21	The amounts here are blank, as this is an obligation DOF previously denied, and we have not yet received a finding of completion or a court order overruling their determination. The Agency continues to disagree with DOF determination, and is pursuing approval through the appropriate process. Obligations outstanding include change orders, but do not include contract retention amounts, charged to the project but currently being held to ensure project completion.
22	The amounts here are blank, as this is an obligation DOF previously denied, and we have not yet received a finding of completion or a court order overruling their determination. The Agency continues to disagree with DOF determination, and is pursuing approval through the appropriate process. Obligations outstanding do not include contract retention amounts, charged to the project but currently being held to ensure project completion.
23	The amounts here are blank, as this is an obligation DOF previously denied, and we have not yet received a finding of completion or a court order overruling their determination. The Agency continues to disagree with DOF determination, and is pursuing approval through the appropriate process.

**Recognized Obligation Payment Schedule 13-14B - Notes**

January 1, 2014 through June 30, 2014

Item #	Notes/Comments
24	The amounts here are blank, as this is an obligation DOF previously denied, and we have not yet received a finding of completion or a court order overruling their determination. The Agency continues to disagree with DOF determination, and is pursuing approval through the appropriate process. Obligation includes 10% for project management not previously included.
25	The amounts here are blank, as this is an obligation DOF previously denied, and we have not yet received a finding of completion or a court order overruling their determination. The Agency continues to disagree with DOF determination, and is pursuing approval through the appropriate process.
26	The amounts here are blank, as this is an obligation DOF previously denied, and we have not yet received a finding of completion or a court order overruling their determination. The Agency continues to disagree with DOF determination, and is pursuing approval through the appropriate process.
27	The amounts here are blank, as this is an obligation DOF previously denied, and we have not yet received a finding of completion or a court order overruling their determination. The Agency continues to disagree with DOF determination, and is pursuing approval through the appropriate process.
28	The amounts here are blank, as this is an obligation DOF previously denied, and we have not yet received a finding of completion or a court order overruling their determination. The Agency continues to disagree with DOF determination, and is pursuing approval through the appropriate process. The amount of the obligation remaining includes change orders.
29	
30	
31	The agreement expired some years ago, but DTSC found a billing error - and DOF approved its payment in the July - Dec 2013 ROPS.
32	This item show @ \$250,000, calculated using a 5 year estimate. We don't really know how long the SA will ultimately own its property, or how much the property maintenance and management will cost; but the new ROPS form requires the amount field be completed, with a sum; and so the estimate we used is based upon a guess of completing the asset dispositions in 5 years.
33	The amounts here are blank. While DOF did not originally object to the City making the loan, it subsequently denied the proposed repayment. The City offered the funds as a loan - not a gift; and since DOF denied including the loan repayment as an Enforceable Obligation on a ROPS, the City did not fund the loan.
34	This item is new the remaining amount DOF is requiring the SA pay the County Auditor for the LMIHF DDR; and is based on the LMIHF DDR MC Letter dated Aug 23, 2013. We paid a portion of the DDR obligation from funds that had been retained for that purpose. The \$466,020 were a clawback of funds the SA received and used towards meeting its obligations. Since the funds were already used elsewhere, the MC Letter created a new obligation the SA needs to meet when eligible funds become available. A payment plan has been submitted to DOF; although we have received no response to date.
35	Contract dates input are as follows: Execution Date - Date of engagement letter; End Date - End of this ROPS period.
36	Contract dates input are as follows: Execution Date - Date of DDA Agreements (Previously Denied by DOF); End Date - End of this ROPS period.
37	Contract dates input are as follows: Execution Date - Date of DDA Agreements (Previously Denied by DOF); End Date - End of this ROPS period.
38	Contract dates input are as follows: Execution Date - Date of DDA Agreements (Previously Denied by DOF); End Date - End of this ROPS period.
39	Contract dates input are as follows: Execution Date - Date of on demand service agreement. (Work performed here was to meet obligations under DDA Agreements (Previously Denied by DOF); End Date - End of this ROPS period.
40	Contract dates input are as follows: Execution Date - Date of DDA Agreements (Previously Denied by DOF); End Date - End of this ROPS period.