

# **ANNUAL DISCLOSURE REPORT**

**YEAR ENDING JUNE 30, 2013**

## **CITY OF RIVERSIDE REDEVELOPMENT SUCCESSOR AGENCY**

**2004 ARLINGTON REDEVELOPMENT PROJECT**

**DATED APRIL 1, 2004**

**2004 SERIES A TAX ALLOCATION BONDS \$4,550,000**

**CUSIP NUMBERS: 769045PV1 through 769045PX7**

**2004 SERIES B (TAXABLE) TAX ALLOCATION BONDS \$2,975,000**

**CUSIP NUMBERS: 769045PY5**

Prepared by  
City of Riverside

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Finance Department  
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March 7, 2014

RIVERSIDE REDEVELOPMENT AGENCY  
CONTINUING DISCLOSURE INFORMATION -  
2004 ARLINGTON PROJECT AREA TAX ALLOCATION BONDS, SERIES A (TAX-EXEMPT)  
\$4,550,000 and SERIES B (TAXABLE) \$2,975,000

FISCAL YEAR ENDED JUNE 30, 2013

CONTINUING DISCLOSURE CERTIFICATE - SECTION 4 - Content of Annual Report.

(a) Attached are the audited financial statements of the City of Riverside Redevelopment Successor Agency for the year ended June 30, 2013.

(b) The principal amount of the Bonds outstanding at June 30, 2013:

2004 SERIES A ARLINGTON TAX ALLOCATION BONDS:	Outstanding	\$4,225,000
2004 SERIES B ARLINGTON TAX ALLOCATION BONDS:	Outstanding	\$2,140,000

(c) The reserve requirement of the 2004 Arlington Project Area Bonds is fully funded:

The Reserve is cash funded with balances at December 31, 2013 of:

2004 Series A	308,038
2004 Series B	201,240

Other Balances:

Redevelopment Fund A	\$ 40,307
Redevelopment Fund B	\$ 12,707

(d) Current project area information:

Bond coverage ratio: Attachment A

Top ten taxpayers: Attachment B

(e) Assessed value of the Project Area as reported by the County of Riverside: Attachment D

(f) The Successor Agency has not issued any debt payable from Tax Revenues in the former Redevelopment Project Area in the most recently completed fiscal year.

## CONTINUING DISCLOSURE CERTIFICATE - SECTION 5 - Reporting of Significant Events

There has been no occurrence of the following significant events with respect to the Redevelopment Agency of the City of Riverside Arlington Project Area; 2004 \$4,550,000 Series A Tax Allocation Bonds or the 2004 \$2,975,000 Series B (Taxable) Tax Allocation Bonds, except that relative to item #11, as previously disclosed, Standard and Poor's, Moody's, and Fitch have lowered their ratings of the insurer of the bonds, Radian Asset Assurance Inc., from AA, Aa3, and AA to B+, Ba1, and Withdrawn, respectively.

1. Delinquency in payment when due of any principal or interest with respect to the Bonds.
2. Non-payment related defaults.
3. Unscheduled draws on the debt service reserves reflecting financial difficulties
4. Unscheduled draws on the credit enhancements reflecting financial difficulties
5. Substitution of credit or liquidity providers, or their failure to perform.
6. Adverse tax opinions or events affecting the Tax-exempt status of the security.
7. Modifications to rights of security holders.
8. Bond calls.
9. Defeasances.
10. The release, substitution or sale of property securing repayment of the Bonds.
11. Rating changes.

**FORMER REDEVELOPMENT AGENCY FOR THE CITY OF RIVERSIDE  
ANNUAL STATEMENT OF PROJECTED REVENUES & EXPENSES  
FOR NON-HOUSING DEBT SERVICE CALCULATION  
FISCAL YEAR 2013/2014**

<b>Project Areas</b>	<b>Arlington</b>	<b>Casa Blanca</b>	<b>Eastside</b>	<b>Magnolia Center</b>	<b>Univ. Corr./ Syc. Cyn.</b>	<b>Downtown Airport Hunter Park Northside</b>	<b>La Sierra/ Arlanza</b>	<b>Totals</b>
Non-Housing Tax Increment (TI) Projected Revenues <sup>(1)</sup>	4,352,467	3,222,499	98,623	3,118,039	11,898,814	18,991,845	13,790,409	55,472,696
Less: Projected 20% Housing Set-Aside	870,493	644,500	19,725	623,608	2,379,763	3,798,369	2,758,082	11,094,539
Projected Superior Pass-Throughs <sup>(2)</sup>	348,197	-	-	-	-	4,558,043	-	4,906,240
Projected 80% of County Administration Fee	44,743	33,127	1,014	32,053	122,320	195,236	141,765	570,258
Projected TI Available for Bond Debt Service	3,089,033	2,544,872	77,884	2,462,378	9,396,731	10,440,197	10,890,562	38,901,659
Budgeted Non-Housing Bond Debt Service	1,722,079	1,852,778	23,835	1,204,528	2,705,340	4,774,607	3,015,111	15,298,278
Projected Excess TI	1,366,954	692,094	54,049	1,257,850	6,691,391	5,665,590	7,875,451	23,603,381
PROJECTED DEBT SERVICE COVERAGE RATIO	1.79	1.37	3.27	2.04	3.47	2.19	3.61	2.54

<sup>(1)</sup> Tax increment revenues are based on final FY 2012/13 assessed valuation reports provided by the Riverside County Auditor-Controller's Office.

<sup>(2)</sup> Superior pass throughs are based on the following estimated percentages after housing set-aside deduction:

Arlington 10% and Downtown/Airport 30%.

**FORMER REDEVELOPMENT AGENCY FOR THE CITY OF RIVERSIDE  
ANNUAL STATEMENT OF PROJECTED REVENUES & EXPENSES  
FOR HOUSING DEBT SERVICE CALCULATION  
FISCAL YEAR 2013/2014**

<b>Project Areas <sup>(1)</sup></b>	<b>Arlington</b>	<b>Casa Blanca</b>	<b>Magnolia Center</b>	<b>Univ. Corr./ Syc. Cyn.</b>	<b>Downtown Airport Hunter Park Northside</b>	<b>Totals</b>
Projected Housing Tax Increment (TI) Revenues <sup>(2)</sup>	870,493	644,500	623,608	2,379,763	3,798,369	8,316,733
Less: Projected of 20% County Administration Fee	11,186	8,282	8,013	30,580	48,809	106,870
Projected TI Available for Bond Debt Service	859,307	636,218	615,595	2,349,183	3,749,560	8,209,863
Budgeted Housing Bond Debt Service	282,868	398,061	161,299	802,037	1,120,434	2,764,699
Projected Excess TI	576,439	238,157	454,296	1,547,146	2,629,126	5,445,164
PROJECTED DEBT SERVICE COVERAGE RATIO	3.04	1.60	3.82	2.93	3.35	2.97

<sup>(1)</sup> Eastside, Hunter Park/Northside and La Sierra/Arlanza Project Areas are not included in these calculations because no housing bonds have been issued as of this date for these project areas.

<sup>(2)</sup> Tax increment revenues are based on final FY 2012/13 assessed valuation reports provided by the Riverside County Auditor-Controller's Office.

## Attachment B - Top Ten Taxpayers

### Project Area: Arlington

<b>Taxpayer</b>	<b>Description</b>	<b>AV for FYE 2013</b>
1. 3100 Van Buren Apts Investment	Residential	\$37,790,546
2. Riverside Properties	Commercial	\$35,497,501
3. Kienle& Kienle Investment	Commercial	\$22,407,916
4. Lowes	Home Improvement Store./Center	\$16,318,421
5. CTF5-Citrus Park LLC	Industrial	\$14,674,531
6. WalMart	Discount Store/Center	\$14,249,927
7. Aanesson Stonewood Apartments	Multi-Family Residential	\$13,953,344
8. 5700 Van Buren	Commercial	\$13,250,000
9. Davidson Enterprises	Commercial	\$11,590,832
10. REA Riverside General	Industrial	\$10,334,218

### Project Area: Casa Blanca

<b>Taxpayer</b>	<b>Description</b>	<b>AV for FYE 2013</b>
1. E R Carpenter Co Inc	Industrial Processing	\$29,374,592
2. Group Eight	Commercial	\$12,768,100
3. Home Depot USA	Retail – Home Improvement	\$12,544,663
4. Toyota of Riverside	Commercial	\$11,240,544
5. Nineway	Industrial	\$9,510,884
6. Malcom A Smith	Commercial	\$7,647,937
7. Arlington Heights Citrus	Agricultural Processing	\$7,454,443
8. Corona College Heights Orange	Unsecured	\$5,999,080
9. Stater Bros Markets	Commercial	\$5,165,591
10.Dabney Properties	Commercial	\$4,881,048

### Project Area: Magnolia Center

<b>Taxpayer</b>	<b>Description</b>	<b>AV for FYE 2013</b>
1. Vestar Riverside Plaza LLC	Shopping Center	\$69,554,331
2. Riverside Clinic Inv IV	Medical Clinic	\$37,647,989
3. Autozone West Inc	Commercial	\$21,425,639
4. Sears Roebuck & Company	Department Store	\$15,726,874
5. WPI Arcal	Commercial	\$13,760,215
6. Community Convalescent Center	Commercial	\$11,269,980
7. B H Central	Shopping Center	\$9,958,143
8. Westminster Arlington	Commercial	\$9,440,112
9. Von's Company Inc	Commercial	\$9,245,608
10. Arlington Square	Commercial	\$8,386,994

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1. State Street Bank & Trust Co	Food Distr. Facility	\$89,839,217
2. Pepsi/Bottling Group	Manufacturing	\$59,903,968
3. Edgemont Community Svc Dist	Industrial	\$59,032,844
4. Riverside Sycamore	Industrial	\$50,987,939
5. HSRE-PEP Riverside LLC	Commercial	\$44,972,195
6. Fresh & Easy Market Inc	Industrial	\$44,716,316
7. Riverside Partners	Residential	\$41,496,553
8. Riverside Village	Commercial	\$40,323,594
9. University Village Towers	Residential	\$38,578,290
10. Town Square Shopping Center	Commercial	\$37,079,040

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1. Riverside Healthcare Systems	Commercial	\$113,254,235
2. ROHR	Industrial	\$112,324,701
3. Press Enterprise Company	Commercial	\$50,937,373
4. Koll Per Riverside	Industrial	\$44,311,564
5. Columbia Business Center	Industrial	\$41,988,781
6. Carbonlite Industries LLC	Industrial	\$39,943,351
7. NNN Mission Square	Commercial	\$37,918,767
8. Historic Mission Inn	Commercial	\$28,111,051
9. MSP Market Street LLC	Industrial	\$25,900,000
10. Troy Coolidge	Commercial	\$25,851,808

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1. Red Robin International Inc	Commercial	\$141,205,341
2. La Sierra University	Residential	\$100,079,578
3. JSP Corona Pointe LLC	Residential	\$76,159,297
4. Tyler Mall Ltd Partnership	Commercial	\$49,279,019
5. Riverside Waterstone Owner	Residential	\$32,587,390
6. GRAE La Sierra	Commercial	\$30,033,287
7. Davenport Riverwalk Partners	Commercial	\$27,144,000
8. J C Penney Properties Inc	Commercial	\$26,263,786
9. Cambria of Heritage 55 LLC	Residential	\$25,910,056
10. Stremicks Heritage Foods LLC	Commercial	\$25,151,959

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Attachment D – Assessed Value of Project Areas For FY 2012/13

<b>Arlington</b>	\$ 854,529,974
<b>Casa Blanca</b>	\$ 327,430,731
<b>Downtown / Airport / Hunter Park / Northside*</b>	\$2,757,988,844
<b>La Sierra / Arlanza</b>	\$3,494,395,309
<b>Magnolia Center</b>	\$ 607,467,515
<b>University Corridor / Sycamore Canyon</b>	\$1,327,421,147

\*The Downtown/Airport and Hunter Park/Northside Project areas have merged, the assessed valuation is the total for the new merged Project area.