



Southern California Logistics Airport Authority
Continuing Disclosure Report
For Year Ended June 30, 2018

February 13, 2019

Southern California Logistics Airport Authority (SCLAA)
14343 Civic Drive
Victorville, CA 92392

February 13, 2019

RE: Annual Continuing Disclosure Report for Fiscal Year Ended June 30, 2018

FOR: Senior Lien Pledge, Non-Housing Bonds:

SCLAA, Tax Allocation Parity Bonds, Series 2005A

SCLAA, Taxable Tax Allocation Revenue Parity Bonds, Series 2006

SCLAA, Tax Allocation Revenue Parity Bonds, Refunding Series 2006

SCLAA, Taxable Tax Allocation Revenue Parity Forward Bonds, 2006

Senior Housing Bonds:

SCLAA, Tax Allocation Revenue Parity Refunding Housing Bonds, 2006

SCLAA, Taxable Housing Set-Aside Revenue Parity Bonds, Series 2007

Junior Lien Subordinate Pledge, Non-Housing Bonds:

SCLAA, Taxable Subordinate Tax Allocation Revenue Bonds, Series 2006

Subordinate Pledge, Non-Housing Bonds:

SCLAA, Subordinate Tax Allocation Revenue Bonds, Series 2007

SCLAA, Subordinate Tax Allocation Revenue Bonds, Series 2008A

Disclaimer

The information contained herein is qualified in its entirety by specific information contained in the Official Statements relating to the bonds issued by Southern California Logistics Airport Authority ("SCLAA"). All such Official Statements and other related documents are incorporated herein by reference. In the event that any conflict exists between the statements herein and information contained in the Official Statements, then the information contained in the Official Statements shall apply.

Forward-Looking Statements

The Continuing Disclosure Report contains certain forward-looking statements, including certain plans, expectations, goals and projects, which are subject to numerous assumptions, risks and uncertainties. Actual results could differ materially from those contained in or implied by such statements for a variety of factors including: changes in economic conditions; success and timing of business strategies; the nature and extent of governmental actions and reforms; and outcomes of litigation involving budgetary matters of the State of California and tax increment revenue (as described and allowed under California Redevelopment Law and subject to agreements with overlapping taxing agencies).

Content of This Report

The following information is to be disseminated through the MSRB's Electronic Municipal Market Access system ("EMMA") to comply solely with those requirements of the Continuing Disclosure Agreements relating to the periodic updates of information relating to tax increment revenues and financing. This Report is not intended to be a complete Annual Report or to disclose any information other than as presented herein. The information consists of the following:

1. Financial statements for Southern California Logistics Airport Authority for fiscal year ended June 30, 2018 and Comprehensive Annual Financial Report for the City of Victorville for fiscal year ended June 30, 2018.
2. Report from Fiscal Consultant, RSG, Inc. completed in February 2019 relating to historic and projected tax increment revenues of the VVEDA Project Area, a portion of which revenues are pledged to secure the repayment of the bonds issued by SCLAA. This report provides an update of the tables presented in the section of the Official Statement entitled "Pledged Tax Revenues – Assessed Valuations and Tax Increment Revenues," "--Assessment Appeals History" and "--Largest Property Taxpayers."

The information contained herein has been approved for filing with the MSRB's Electronic Municipal Market Access system ("EMMA") by the Southern California Logistics Airport Authority, which as authorized and instructed the Bank of New York Mellon Global Corporate Trust to file this report in its capacity as the Disseminating Agent for the SCLAA bonds.



George N. Harris II
Disclosure Representative
Southern California Logistics Airport Authority

Continuing Disclosure Report

Victor Valley Redevelopment Project Area

February 13, 2019



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INTRODUCTION

RSG, Inc. (“RSG”) has prepared this Continuing Disclosure Report (“Report”) at the request of the Southern California Logistics Airport Authority (“SCLA” or “SCLAA”). It is our understanding that SCLA will employ this Report to substantiate the continuing viability of its nine (9) outstanding Tax Allocation Bonds (“Bonds”) issued since 2005. The Bonds include the following series:

- 2005A Tax Allocation Parity Bonds;
- 2006 Tax Allocation Revenue Parity Refunding Bonds;
- 2006 Taxable Tax Allocation Revenue Parity Bonds;
- 2006 Taxable Forward Tax Allocation Revenue Parity Bonds;
- 2006 Taxable Subordinate Tax Allocation Revenue Bonds;
- 2006 Housing Set-aside Revenue Refunding Bonds;
- 2007 Subordinate Tax Allocation Revenue Bonds;
- 2007 Taxable Housing Set-Aside Revenue Parity Bonds; and
- 2008A Subordinate Tax Allocation Revenue Bonds.

This Report outlines available tax increment generated within the Victor Valley Redevelopment Project Area (“Project Area”) as updated since the issuance of the Bonds. The Project Area includes three sub-areas.

- the Original Area;
- the Amendment IV Area; and
- the Amendment VIII Area.

SCLA is a Joint Powers Authority (“JPA”) that was originally comprised of the Victorville Redevelopment Agency and the City of Victorville. However, redevelopment agencies were dissolved pursuant to State law as of February 1, 2012. Following the dissolution of redevelopment, the JPA composition was changed to include just the City of Victorville and the Victorville Water District. SCLA is a successor in interest to the Victor Valley Economic Development Authority (“VVEDA”) with respect to all of the rights and obligations associated with the development of the properties comprising the former George Air Force Base.

The following tables update the information presented in the original Fiscal Consultant Report (“FCR”) prepared for the Bonds and the exhibit numbers correspond to the exhibits of the FCR:

| | |
|-----------------|--|
| Exhibits 3A-B: | Historic Assessed Valuation and Tax Increment Receipts |
| Exhibit 5A: | New Development |
| Exhibits 7A-I: | Top Ten Taxpayers |
| Exhibit 9: | Assessment Appeals |
| Exhibits 10A-O: | Tax Increment Revenue Projections |

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Projected assessed values and tax increment revenues presented in this Report are based upon the following assumptions:

1. Historical growth trends;
2. Trended growth in valuation as permitted by Article XIII A of the California Constitution ("Proposition 13");
3. Assessment, pass through calculation, and apportionment procedures of the County of San Bernardino ("County"); and
4. Guidelines related to Redevelopment dissolution provided by the California Department of Finance ("DOF") and related legislation.

RSG relies on established data sources, including, as described above, the County equalized assessment roll, appeals records, and pass through payment calculation methodology. *However, RSG cannot guarantee the accuracy of these third-party data sources.*

Furthermore, all tax increment revenue projections have been *conservatively* estimated to reduce the possibility of overstating future tax increment revenue. While precautions have been taken to confirm the accuracy of the data used in the formulation of these projections, it cannot be ensured that projected valuations will be realized. Actual values may be affected by future events and conditions that cannot be controlled or predicted with certainty.

DISSOLUTION OF REDEVELOPMENT AGENCIES

On December 29, 2011, the California Supreme Court upheld Assembly Bill ("AB") x1 26, which dissolved redevelopment agencies in California. VVEDA is a JPA comprised of city governments (not redevelopment agencies) with powers similar to redevelopment agencies under special legislation. As of the date of this Report, VVEDA is being treated as a former redevelopment agency/successor agency by DOF and is subject to all requirements pursuant to ABx1 26 and subsequent amending legislation AB 1484 and Senate Bill ("SB") 107 (collectively, "Dissolution Law"). VVEDA has complied, and will continue to comply, with the requirements prescribed in the Dissolution Law.

The action to dissolve redevelopment agencies created significant changes to how tax increment is collected and distributed to former redevelopment agencies. For each dissolved redevelopment agency, a successor agency was created to oversee payment of all valid debts, including bond indebtedness. However, unlike redevelopment agencies, successor agencies are not allocated all tax increment (now called "RPTTF") in a project area. Instead, successor agencies create two six-month schedules of debt annually called Recognized Obligation Payment Schedules ("ROPS"), and request funds in the amounts necessary to pay enforceable obligations. The actions of each successor agency are reviewed by and require approval from an oversight board and DOF.

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All tax increment amounts for VVEDA are now collected by the San Bernardino County Auditor-Controller ("Auditor-Controller") and distributed pursuant to Health and Safety Code ("HSC") Section 34183. Priority is given to County and State administration fees and affected taxing agency pass-through payments, followed by approved successor agency debts, including bond debt. However, taxing agency payments that were subordinated to bond issues remain subordinate. Additionally, Low- and Moderate-Income Housing Set Aside requirements no longer exist, and in fact are made illegal under Dissolution Law. Therefore, all remaining tax increment revenues generated within a redevelopment project area (housing and non-housing) can be used to satisfy bond debt obligations.

The Successor Agency to the Victor Valley Economic Development Authority ("Successor Agency") will continue to pay outstanding debt obligations (including tax allocation bonds) until they are fully retired. Any tax increment revenues remaining after administrative costs, taxing agency pass-through payments, and enforceable obligations are distributed to affected taxing entities within the project area. In the event there is not enough tax increment revenue to cover all approved enforceable obligations, payment of tax allocation bond debt is given the highest priority and is paid before any other approved enforceable obligation or debt.

Initially, the Successor Agency had a local oversight board. Starting July 1, 2018, local oversight boards were consolidated into Countywide oversight boards. The Successor Agency will do its best to secure approval from the San Bernardino Countywide Oversight Board ("SBCWOB") for payment on enforceable obligations, including the SCLA Bonds. However, it is unknown what challenges may arise from the SBCWOB's review.

Uneven Revenue Distribution

The Dissolution Law transferred the responsibility to calculate and determine the distribution of tax increment revenues from redevelopment agencies to county auditor-controllers. As a result, the Successor Agency receives tax increment revenue distributions from the Auditor-Controller twice per year, in January and June.

San Bernardino County collects tax increment up to the end of each fiscal year (June 30), and it takes time to calculate the correct distributions, so the distributions are uneven. The January distribution incorporates tax increment collected from the previous May to mid-December. The June distribution incorporates tax increment collected from mid-December to April.

Unfortunately for the Successor Agency, the larger (January) distribution is used to pay the smaller, interest-only debt service payments due June 1 of each year. The smaller (June) distribution is used, correspondingly, to pay the larger, principal and interest payments due December 1 of each year. Therefore, even when pledged tax increment exceeds the debt service obligations on an annual basis, there may be insufficient funds available for the December 1 payments. This had been an issue since the current system for revenue distribution to successor agencies began in FY 2012-13, following redevelopment dissolution.

In previous years, this imbalance led to insufficient revenues for the December 1 debt service payments. However, starting in Fiscal Year 2017-18, the Successor Agency began to receive sufficient revenues to cover each debt service payment with the corresponding period's

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revenues. SCLA received approximately \$9.3 million more in January 2018 than the total June 1, 2018, debt service payments. In June 2018, SCLA received approximately \$550,000 more than the total December 1, 2018, debt service payments.

Related to this, continued increasing revenues allowed the Successor Agency to cure defaults and fully replenish required bond reserves as of December 1, 2018. Furthermore, as a precaution, the Successor Agency requested, and received approval from DOF, to receive additional revenue in the January 2019 distribution to be set aside for the December 1, 2019 debt service payments. This revenue was received.

Pledged Revenues Definition

Prior to the June 2015 distribution, DOF approved the Successor Agency's requested estimate of tax increment pledged for the Bonds on each ROPS. However, in its determination letter for the June 2015 tax increment distribution (see Appendix 1 in the FY 2015-16 Continuing Disclosure Report), DOF denied the estimated amount of pledged tax increment for the Bonds. Instead, DOF approved the amount of debt service payments due for the non-housing Bonds on December 1, 2015, a slightly smaller amount. The actual amount of pledged tax increment available for distribution in June 2015 did not exceed either number. Although a default occurred on December 1, 2015, it was due to insufficient available tax increment revenues.

In an attempt to respond to DOF's changed approach, the Successor Agency, rather than listing an estimate of tax increment pledged for the Bonds as one item in its request for the January 2016 distribution, listed the June 1, 2016, debt service payment amount and the amounts needed to cure defaults and replenish required reserves as separate items. DOF denied the latter. The Successor Agency immediately filed a Meet and Confer request (the sole appeal process allowed by the Dissolution Law relating to DOF decisions on ROPS) and conducted the Meet and Confer with DOF on November 30, 2015.

The Successor Agency provided DOF staff with all bond documents at the Meet and Confer and walked DOF staff through the requirements of the bond indentures for the bond issues. After the Meet and Confer, DOF requested and promptly received additional information from the Successor Agency. However, on December 17, 2015, DOF transmitted a letter to the Successor Agency approving the requested amounts for debt service, defaults and reserve requirements, but stipulated that the obligations be paid only "from former tax increment generated from the George Air Force Base ("GAFB") Parcels," i.e., the SCLA Area (see Appendix 2 in the FY 2015-16 Continuing Disclosure Report). In this determination letter, DOF stated that "the SCLAA bond documents reference a pledge of funds from three other sources," but did not recognize that these other sources include the pledges of tax increment from the other VVEDA jurisdictions' portions of the Project Area.

As described previously, the June distributions are less than the December debt service obligations, so the defaults occurring on December 1, 2015, were not due to DOF's determination. The January distributions, meanwhile, are greater than the June debt service obligations. Following DOF's determination for the January 2016 distribution would result in drastic defaults and a missed opportunity to cure previous defaults and replenish reserves.

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Following DOF's December 17, 2015 determination letter, encouraged by DOF's promise to "continue to work with the [Successor] Agency to determine the sources of funding that should be used to fund the debt service," the Successor Agency explained that the "three other sources" include the pledges of tax increment from the other VVEDA jurisdictions (see Appendix 3 in the FY 2015-16 Continuing Disclosure Report).

Following these efforts, DOF and the Successor Agency, along with the latter's bond counsel and legal counsel, held a conference call on February 8, 2016. They discussed the tax increment distribution and potential ramifications of limiting tax increment distributed to the GAFB parcels, which is inconsistent with the Bonds' Indentures. The Successor Agency received an e-mail on February 9, 2016, from Justyn Howard, DOF's Program Budget Manager, (see Appendix 4 in the FY 2015-16 Continuing Disclosure Report) as a follow up to the conference call stating:

As stated on the call, from information provided to DOF last month, it is DOF's understanding that section 38 of the VVEDA JPA agreement authorizes SCLAA to pledge more former tax increment than generated only from the GAFB parcels. As such, the limitation of using only RPTTF generated in GAFB parcels for payment of ROPS line items 2, 18 and 19 [current debt service, default payments, and reserve replenishment], as stated on page one of the December 17, 2015 DOF ROPS determination letter, should be ignored.

The February 9, 2016, e-mail maintains the full amounts approved in the December 17, 2015, letter for the debt service, default payments, and reserve replenishment and allows the Successor Agency to use all the tax increment pledged for the Bonds to pay these items.

RPTTF Distribution Methodology

As it did in each of the previous 2 years, DOF issued an official determination letter on April 9, 2018, approving an RPTTF distribution of all available revenues up to the total of current debt service, defaults, and reserve replenishment needed. The amount approved, including for non-SCLA obligations, totaled approximately \$33.4 million (see Appendix 1 to this Report). VVEDA requested not only the current debt service payment, but also the outstanding amount of default payments and reserve requirements and the reserve for the December 1, 2019 payment on ROPS 18-19 (as well as amounts for other obligations), even though this amount exceeds the portion of tax increment that is legally pledged for the SCLA bonds in the ROPS 18-19 period.

The amount of RPTTF distributed by the County for ROPS 18-19A and 18-19B matched the DOF-approved amount of \$33,367,284 (\$16,564,499 + \$16,802,785, see Appendix 2 to this Report). This marks the third year using a distribution methodology that, though not ideal, allows the Successor Agency to allocate all pledged revenues to payment on the SCLA Bonds, including current debt service, defaults, and reserve replenishment.

The methodology is not ideal because it leaves VVEDA holding unpledged revenues that it cannot spend on the Bonds or, due to the Dissolution Law and DOF's determinations, distribute to the Jurisdictions. To avoid holding these extra revenues, VVEDA staff contacted

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the Auditor-Controller staff about modifying the residual RPTTF distribution timing in March of 2016. VVEDA staff and Auditor-Controller staff met on March 25, 2016, to discuss VVEDA's preferred alternative distribution.

VVEDA staff explained to the Auditor-Controller's staff that, without this distribution method being revised, VVEDA will have to hold these revenues that are residual for other Jurisdictions (which VVEDA cannot spend on the Bonds or other items) for up to three years until the prior period adjustments result in these funds being distributed by the Auditor-Controller as residual RPTTF. (For example, the January 2019 distribution included residual RPTTF resulting from Fiscal Year 2015-16 unpledged tax increment revenues held by VVEDA.) Auditor-Controller staff expressed concerns about the County's liability in using a modified RPTTF distribution methodology, receiving questions from bondholders themselves, and making an exception to the prescribed prior period adjustment process outlined in the HSC.

VVEDA staff requested that Auditor-Controller staff confer with the County's legal counsel about VVEDA's proposed modified distribution methodology and followed up by e-mail on April 18, 2016, with no response for several months. VVEDA transmitted a letter to the Auditor-Controller on August 8, 2016, outlining the issues about the distribution and prior period adjustments (see Appendix 3). On August 9, 2016, the Auditor-Controller's office responded that DOF would not revise the April 13 determination letter with the distribution amounts and that the Auditor-Controller is legally required to disburse RPTTF based on DOF's determination letters.

GENERAL ASSUMPTIONS IN THE REVENUE PROJECTIONS

Assessed Valuation

Exhibit 3A summarizes year-to-year changes in the Project Area's assessed values for the past five years (2014-15 through 2018-19) based upon the Auditor-Controller's annual assessed value reports. Between FY 2014-15 and FY 2018-19, Project Area total assessed values for the Original Area, Amendment IV Area, and Amendment VIII Area have increased by 24.1%.

The increase in value over the last five years is the result of a recovery from the latest economic downturn, especially evident in assessed value growth in FY 2015-16, FY 2016-17, and FY 2018-19, each of which exceeded 5%. During those three years, the Project Area assessed valuation increased an average of approximately \$488 million per year, compared to an average increase of approximately \$254 million in FY 2014-15 and FY 2017-18.

Since FY 2014-15, the Original Area, the Amendment IV, and the Amendment VIII areas experienced increases in assessed value of \$1.13 billion, \$5.7 million, and \$562.2 million (respectively).

Tax Increment Collection History

Exhibit 3A on the following pages presents a summary of tax increment revenue collections for FY 2014-15 through FY 2018-19.



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| | | 2014-15 | | | 2015-16 | | | % Growth of Combined Area Over Prior Year |
|--|--|--|-------------------|----------------------|-------------------|----------------------|----------------------|---|
| | | Original Area | Am. IV Area | Am. VIII Area | Am. IV Area | Am. VIII Area | Combined | |
| Assessed Valuations | | | | | | | | |
| Local Secured | | 4,365,252,808 | 87,882,052 | 2,076,677,241 | 88,292,763 | 2,236,262,847 | 6,955,505,425 | |
| Secured Utility | | 179,957,350 | - | 1,000 | - | 1,000 | 176,946,350 | |
| Unsecured | | 313,930,737 | 162,749 | 27,179,876 | 102,696 | 31,040,685 | 388,804,579 | |
| Total | | 4,859,140,895 | 88,044,801 | 2,103,858,117 | 88,395,459 | 2,267,304,532 | 7,501,256,354 | 6% |
| 1997-98 Base Year (Per Original & Annual A/C Reports) | | (1,783,833,921) | (24,956,814) | (1,990,232,379) | (24,956,814) | (1,990,232,379) | (3,799,023,114) | |
| Incremental Value | | 3,075,306,974 | 63,087,987 | 113,625,738 | 63,438,645 | 277,072,153 | 3,702,233,240 | |
| Est Increment @1%¹ | | 30,753,070 | 630,880 | 1,136,257 | 634,386 | 2,770,722 | 37,022,332 | |
| Actual Allocation Per County A/C² | | 30,753,077 | 630,879 | 1,136,257 | 634,385 | 2,770,714 | 37,024,636 | |
| Actual Revenue Received | | 32,155,428 | 608,444 | 1,627,383 | 553,611 | 3,154,718 | 39,321,864 | |
| Distribution of Revenue Received³ | | | | | | | | |
| Member Jurisdictions | | % of Total | | | | | | |
| Low Mod Housing Fund | | Incl. in Jurisd. Totals Below ^{3,4} | | | | | | |
| SCLA | | 10,490,052 | 30.8% | 11,596,268 | 29.8% | 11,596,268 | 29.8% | |
| Victorville | | 10,678,296 | 31.3% | 12,257,053 | 31.5% | 12,257,053 | 31.5% | |
| Apple Valley | | 334,336 | 1.0% | 1,050,614 | 2.7% | 1,050,614 | 2.7% | |
| Hesperia | | - | 0.0% | - | 0.0% | - | 0.0% | |
| County | | - | 0.0% | - | 0.0% | - | 0.0% | |
| Adelanto | | - | 0.0% | - | 0.0% | - | 0.0% | |
| Subtotal | | 21,502,683 | | 24,903,935 | | 24,903,935 | | |
| Administrative Cost Allowance | | 283,315 | 0.8% | 500,000 | 1.3% | 500,000 | 1.3% | |
| Pass Throughs to Affected Districts | | 9,316,823 | 27.4% | 10,672,178 | 27.4% | 10,672,178 | 27.4% | |
| Remaining Tax Increment ⁵ | | 2,982,155 | 8.8% | 2,885,192 | 7.4% | 2,885,192 | 7.4% | |
| Total | | 34,064,977 | 100.0% | 38,981,305 | 100.0% | 38,981,305 | 100.0% | |

(Exhibit 3A continued on next page)



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| | | 2016-17 | | | | 2017-18 | | | | % Growth of Combined Area Over Prior Year |
|--|---|----------------------|-------------------|----------------------|----------------------|----------------------|-------------------|----------------------|----------------------|---|
| | | Original Area | Am. IV Area | Am. VIII Area | Combined | Original Area | Am. IV Area | Am. VIII Area | Combined | |
| Assessed Valuations | | | | | | | | | | |
| Local Secured | | 5,030,034,855 | 86,110,477 | 2,362,566,063 | 7,478,713,395 | 5,283,609,272 | 85,172,424 | 2,493,073,318 | 7,861,855,014 | |
| Secured Utility | | 224,894,350 | - | 1,000 | 224,895,350 | 106,394,350 | - | 1,000 | 106,395,350 | |
| Unsecured | | 320,814,389 | 795,000 | 31,381,087 | 352,990,476 | 298,061,332 | 2,051,015 | 25,722,945 | 325,835,292 | |
| Total | | 5,575,743,594 | 86,905,477 | 2,393,950,150 | 8,056,599,221 | 5,688,064,954 | 87,223,439 | 2,518,797,263 | 8,294,085,656 | 3% |
| 1997-98 Base Year (Per Original & Annual A/C Reports) | | (1,783,833,921) | (24,956,814) | (1,990,232,379) | (3,799,023,114) | (1,783,833,921) | (24,956,814) | (1,990,232,379) | (3,799,023,114) | |
| Incremental Value | | 3,791,909,673 | 61,948,663 | 403,717,771 | 4,257,576,107 | 3,904,231,033 | 62,266,625 | 528,564,884 | 4,495,062,542 | |
| | Est Increment @1% ¹ | 37,919,097 | 619,487 | 4,037,178 | 42,575,761 | 39,042,310 | 622,666 | 5,285,649 | 44,950,625 | |
| | Actual Allocation Per County A/C ² | 34,881,005 | 619,486 | 4,037,175 | 39,537,666 | 39,042,315 | 622,666 | 5,285,646 | 44,950,627 | |
| | Actual Revenue Received | 39,976,292 | 695,285 | 4,609,076 | 45,280,653 | 42,801,814 | 741,098 | 5,772,088 | 49,314,999 | |
| Distribution of Revenue Received | | | | | | | | | | |
| <i>Member Jurisdictions</i> | | | | | | | | | | |
| Low Mod Housing Fund | | | | | | | | | | |
| SCLA ³ | | 12,160,860 | | | | 31,221,086 | | | 59.8% | |
| Victorville ⁶ | | 12,542,620 | | | | 1,068,141 | | | 2.0% | |
| Apple Valley | | 1,049,003 | | | | - | | | 0.0% | |
| Hesperia | | - | | | | - | | | 0.0% | |
| County | | - | | | | - | | | 0.0% | |
| Adelanto | | - | | | | - | | | 0.0% | |
| Subtotal | | 25,752,483 | | | | 32,289,227 | | | | |
| WVEDA Administrative Cost Allowance | | 500,000 | | | | 500,000 | | | 1.0% | |
| Pass Throughs to Affected Districts | | 11,191,356 | | | | 13,937,533 | | | 26.7% | |
| Remaining Tax Increment ⁵ | | 3,638,773 | | | | 5,453,261 | | | 10.5% | |
| Total | | 41,082,611 | | | | 52,190,021 | | | 100.0% | |

(Exhibit 3A continued on next page)



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| Historic Assessed Value and Tax Increment Revenue Receipts | | | | | Exhibit 3A continued |
|---|------------------------|---------------------|------------------------|------------------------|--|
| Southern California Logistics Airport Authority - VVEDA Project Area | | | | | |
| | 2018-19 | | | | % Growth of Combined Area Over Prior Year |
| | Original Area | Am. IV Area | Am. VIII Area | Combined | |
| Assessed Valuations | | | | | |
| Local Secured | 5,551,572,825 | 91,530,999 | 2,638,209,275 | 8,281,313,099 | |
| Secured Utility | 103,794,350 | - | 1,000 | 103,795,350 | |
| Unsecured | 338,345,717 | 2,240,562 | 27,799,888 | 368,386,167 | |
| Total | 5,993,712,892 | 93,771,561 | 2,666,010,163 | 8,753,494,616 | 6% |
| 1997-98 Base Year <i>(Per Original & Annual A/C Reports)</i> | <i>(1,783,833,921)</i> | <i>(24,956,814)</i> | <i>(1,990,232,379)</i> | <i>(3,799,023,114)</i> | |
| Incremental Value | 4,209,878,971 | 68,814,747 | 675,777,784 | 4,954,471,502 | |
| Est Increment @1% ¹ | 42,098,790 | 688,147 | 6,757,778 | 49,544,715 | |
| Actual Allocation Per County A/C ² | 42,098,792 | 688,148 | 6,757,774 | 49,544,714 | |
| Actual Revenue Received | N/A | N/A | N/A | - | |
| Distribution of Revenue Received | | | | | |
| <i>Member Jurisdictions</i> | | | | | |
| Low Mod Housing Fund | | | | | |
| SCLA ⁶ | | | | | |
| Victorville ⁶ | | | | | |
| Apple Valley | | | | | |
| Hesperia | | | | | |
| County | | | | | |
| Adelanto | | | | | |
| Subtotal | | | | | |
| <i>VVEDA Administrative Cost Allowance</i> | | | | | |
| <i>Pass Throughs to Affected Districts</i> | | | | | |
| <i>Remaining Tax Increment ⁵</i> | | | | | |
| Total | | | | | |

Source: San Bernardino County Auditor-Controller

Footnotes for Exhibit 3A:

1. "Est Increment @ 1%" is based on incremental assessed value for the entire Project Area presented on the San Bernardino County Auditor-Controller annual report "PI163 Agency Net Valuations Report."
2. Each year, San Bernardino County issues report "PI715R01 Redevelopment Agency Percentages" showing the tax increment for each Tax Rate Area. "Actual Allocation Per County A/C" shows the VVEDA Project Area tax increment based on this report. The actual revenue received by the VVEDA Agencies is based on this report rather than report PI163. The County indicates that the difference in these two reports is related to corrections made to the tax roll during the fiscal year.
In Fiscal Year 2016-17, the "Actual Allocation Per County" differs from the "Est Increment @ 1%" by \$3,038,092 because the County's PI715R01 report excludes the property tax allocation of the Oro Grange Cement Plant, in accordance with the assessment roll at the time. The omission was corrected and did not negatively affect property tax revenues.



CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

3. The dissolution of redevelopment agencies eliminated the requirement in the Community Redevelopment Law to set aside 20% of revenues for affordable housing (Housing Set Aside). As a result, the County Auditor-Controller now distributes all monies (housing and non-housing) to the Successor Agency for the Original, Amendment IV, and Amendment VIII areas. The amounts shown for all years in this table reflect this change in the law and include housing and non-housing monies distributed to the Successor Agency.
4. Beginning in Fiscal Year 2013-14, the "Distribution of Revenue Received" shows distributions of tax increment revenue based on the period from May 1 to April 30. This change was made to reflect the County's distribution methodology more accurately. It should be noted that an Administrative Cost Allowance and the State Department of Finance's Recognized Obligation Payment Schedule process further differentiate the new distribution methodology from the previous methodology. Differences between actual revenue received and distributions to member jurisdictions include the County administrative fees and distributions denied by the Department of Finance.
5. Remaining Tax Increment includes tax increment distributed to taxing entities as a result of the Department of Finance denying the distribution of tax increment to taxing entities without current enforceable obligations per the Dissolution Law.
6. Starting in Fiscal Year 2017-18, VVEDA began to show its distribution of property tax increment revenues differently in its distribution tables, to reflect more closely the flow of funds following the dissolution of redevelopment agencies. At the same time, VVEDA changed the distribution tables to group together revenues distributed to Victorville and SCLA for the SCLA Bonds and related costs.

CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

Exhibit 3B presents the historic assessed value for the Victorville and SCLA portions of the Project Area.

| Historic Assessed Value - Victorville and SCLA Only | | | | | | Exhibit 3B |
|--|----------------|----------------|----------------|----------------|----------------|-------------------|
| | 2014-15 | 2015-16 | 2016-17 | 2017-18 | 2018-19 | |
| Victorville | | | | | | |
| Total | 4,256,459,586 | 4,552,456,020 | 4,807,429,196 | 5,036,897,575 | 5,314,158,920 | |
| Base Year | 2,216,157,006 | 2,216,157,006 | 2,216,157,006 | 2,216,157,006 | 2,216,157,006 | |
| Increment | 2,040,302,580 | 2,336,299,014 | 2,591,272,190 | 2,820,740,569 | 3,235,463,224 | |
| SCLA | | | | | | |
| Total | 476,894,683 | 492,503,305 | 548,097,364 | 437,327,007 | 482,776,806 | |
| Base Year | 7,854,350 | 7,854,350 | 7,854,350 | 7,854,350 | 7,854,350 | |
| Increment | 469,040,333 | 484,648,955 | 540,243,014 | 429,472,657 | 475,339,698 | |

Source: San Bernardino County Auditor-Controller

Growth Assumptions

The assessed valuation forecast provided in the tax increment projections (shown in Exhibits 10A through 10C) estimate assessed value for years 2019-20 and beyond. These projections incorporate a growth rate of 2.00% for FY 2019-20, in accordance with the California CPI set by the State Board of Equalization and a 2.00% annual increase thereafter in the Project Area (except for the SCLA Original Area). This approach is conservative given that the State Board of Equalization inflation rates have returned to a consistent 2% annual level.

The growth assumptions were established by RSG to account for the following factors that affect future tax increment collections.

Article XIII A (Proposition 13) Inflationary Adjustments

As enacted by Proposition 13 in 1978, Article XIII A of the State Constitution limits annual inflationary adjustments to property assessed values to a maximum of 2% annually. Each year, the State Board of Equalization establishes this annual increase based on the statewide consumer price index for the previous year (October to October). Since Article XIII A's passage in 1978, there have been ten occurrences when the inflationary adjustment was less than 2%. This occurred in fiscal years 1983-84, 1995-96, 1996-97, 1999-00, 2004-05, 2010-11, 2011-12, 2014-15, 2015-16, and 2016-17; the inflationary adjustments for these fiscal years were 1.00%, 1.19%, 1.11%, 1.853%, 1.867%, -0.237% (deflation), 0.753%, 0.454%, 1.998%, and 1.525%, respectively. Meanwhile, the last three years have each had an inflationary growth factor of 2%.

County Administrative Charges

The County charges an administrative fee for disbursing property tax increment revenues to successor agencies. This fee is based on actual cost, prorated among redevelopment project areas based on their respective assessed values. The County's administrative charges vary from year to year, but for VVEDA have recently ranged between 0.79% and 1.44%.

CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

In the FY 2014-15 distributions, the County charged VVEDA \$467,362 in administrative charges, which was approximately 1.36% of the gross tax increment collected in that year. In FY 2015-16, the County charged VVEDA \$454,582 in administrative charges, approximately 1.15% of the gross tax increment collected in that year. The County charged \$602,138 in FY 2016-17, approximately 1.44% of the gross tax increment collected, and \$412,144 in FY 2017-18, approximately 0.79% of the gross tax increment collected.

Changes in Value Due to New Construction

Exhibit 5A presents a summary of finalized building permits for improvements that will result in an increase in the assessed value for the subject properties. The value of these improvements is anticipated to be reflected on the 2019-20 assessment roll. Exhibit 5A only covers the Victorville and SCLA portions of the Project Area and includes data for the entire 2018 calendar year.

| Building Permit Activity¹ | | | | | Exhibit 5A |
|---|------------------------------------|-----------------|--------------------|---------------|-------------------|
| Southern California Logistics Airport Authority - Victorville and SCLA Areas | | | | | |
| Month | Commercial & Industrial | | Residential | | |
| | # Permits | Valuation | # Permits | Valuation | |
| Jan 2018 | 1 | \$ 1,173,519 | 8 | \$ 2,079,999 | |
| Feb 2018 | 3 | 1,603,616 | 4 | 1,431,200 | |
| Mar 2018 | 2 | 124,334 | 6 | 1,832,961 | |
| Apr 2018 | 2 | 1,058,431 | 3 | 883,335 | |
| May 2018 | 2 | 295,993 | 7 | 2,074,744 | |
| Jun 2018 | 2 | 486,298 | 31 | 8,778,634 | |
| Jul 2018 | 2 | 316,521 | 27 | 8,221,765 | |
| Aug 2018 | 2 | 4,565,561 | 11 | 2,972,654 | |
| Sep 2018 | 0 | - | 31 | 8,926,862 | |
| Oct 2018 | 1 | 90,602 | 19 | 5,478,926 | |
| Nov 2018 | 1 | 51,215 | 25 | 6,955,894 | |
| Dec 2018 | 2 | 145,933 | 12 | 3,643,528 | |
| | 20 | \$ 9,912,023 | 184 | \$ 53,280,502 | |
| Total Value Added to 2019-20 | | \$63,192,526 | | | |
| Total VVEDA 2018-19 Value | | \$8,753,494,616 | | | |
| Percentage Increase | | 0.72% | | | |

¹ Excludes all permits less than \$50,000 in valuation

Sources: City of Victorville Development Department, San Bernardino County Auditor-Controller

An additional \$63.2 million in value is anticipated to be reflected on the 2019-20 assessment roll because of new construction in the Victorville and SCLA portions of the Project Area. This additional value represents an increase of 0.72% to the 2018-19 total assessed value of the Project Area. Among the additional value represented by these building permits, over 78% of the commercial and industrial value is related to new construction of, or tenant improvements for, a Wal-Mart, a tire store, a multi-tenant office/warehouse building, and restaurants, located

along Interstate 15 or U.S. Route 395. The residential permits are mostly single-family residential projects valued between \$200,000 and \$400,000. These projects are located in the Victorville and SCLA Areas, concentrated mostly in the Victorville Amendment VIII Area.

New development is assessed on both construction costs and market conditions. Because building permit value is generally lower than construction costs and sale prices, RSG conservatively utilized the total permit value of the improvements for the estimate of added value resulting from new development in the projection of future tax increment revenues.

TAXING AGENCY PAYMENTS

In addition to reviewing and applying the pass-through agreements and applicable sections of the HSC, RSG has used the County's pass-through calculation methodology since this methodology matches what is prescribed in the agreements and law, as well as since the County calculates and administers the pass-through distribution following the dissolution of redevelopment agencies.

Payments Required by the Amended Redevelopment Plan

Section 703 of the Amended Redevelopment Plan ("Plan") provides that the following taxing entities are excluded from the definition of "Tax Increment" pursuant to the Plan and therefore will receive 100% of their share of tax increment in the Original Area:

- Apple Valley Fire Protection District;
- Mojave Water Agency;
- Baldy Mesa County Water District;
- Mojave River County Water District;
- Apple Valley Park District; and
- Hesperia Park District.

The Baldy Mesa County Water District, the Mojave River County Water District, and the Apple Valley Park District have since been dissolved and their shares of Tax Increment have been shifted to the Victorville Water District, the Mojave Resource Conservation District, and the Town of Apple Valley, respectively.

The Plan also provides for the Cities of Victorville, Apple Valley, and Hesperia, as well as the County of San Bernardino to receive tax increment generated from application of their entities' tax rate to the portion of the Project Area within their jurisdiction that exceeds 5.2935%. The revenue generated by the first 5.2935% of the jurisdiction's tax rate was previously allocated to VVEDA, but is now included with residual revenue to be distributed to all taxing entities.

HSC Section 33401 Payments

Prior to 1994, HSC Section 33401 allowed redevelopment agencies to pay to any other entity collecting property taxes within the redevelopment project area a portion of tax increment revenues to alleviate any financial burden related to the redevelopment project.

VVEDA entered into such agreements with the following entities:

- County Superintendent of Schools;
- Adelanto Elementary School District;
- Victorville Elementary School District;
- Oro Grande Elementary School District;
- Victor Valley High School District;
- Apple Valley Unified School District;
- Hesperia Unified School District; and
- Victor Valley Community College District.

Pursuant to these agreements, the County Superintendent receives 100% of their share of tax increment revenue, and the other districts receive 32.5% of their share of tax increment revenue. Exhibit 6 presents a summary of the pass-through payments and tax increment distribution requirements.

CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

| | |
|--|------------------|
| Summary of Agreement Terms | Exhibit 6 |
| Southern California Logistics Airport Authority | |
| Pursuant to Section 703 of Plan | |
| <i>Taxing Entities excluded from Tax Increment definition:</i> | |
| Apple Valley Fire Protection District (WF01) | |
| Mojave Water Agency (WY20) | |
| Baldy Mesa County Water District (WW05) | |
| Mojave River County Water District (VW02) | |
| Apple Valley Park District (VP01) | |
| Hesperia Park District (VP02) | |
| <i>Jurisdiction Member Share [Section 703(b)(l)(a)]</i> | |
| Victorville - Portion of 1% share in excess of 5.2935% | |
| Apple Valley - same | |
| Hesperia - same | |
| County of San Bernardino - same | |
| Pursuant to School Pass Through Agreements | |
| Tax Increment excludes over-ride rates, unitary utility revenue, State subventions (Homeowner's exemptions) | |
| Low and moderate income housing set-aside is not deducted prior to calculation of payment | |
| Districts get 32.5% of their share (except the Superintendent of Schools)- may deposit into District Capital Fund held by VVEDA | |
| Superintendent of Schools gets 100% of its share | |
| If deposits are not made within 30 Days of receipt, interest rate of 1% per 30 day period | |
| Payments shall not be subordinate to VVEDA bonds & indebtedness | |
| Pursuant to JPA Agreement | |
| All George Air Force Base ("GAFB")-generated tax increment for use on GAFB with understanding that Victorville will set aside 20% thereof for low and moderate income housing | |
| 1997-98 & 1998-99 increment to be used on GAFB (no longer applicable) | |
| 20% of each member jurisdiction's tax increment allocated for low and moderate income housing and allocated to each Member to be used in its own portion of the project area (no longer dedicated to housing following Redevelopment dissolution, but still applied in pas through calculations) | |
| Remaining balance of each member jurisdictions' tax increment: | |
| 50% allocated for use in such Member's portion of the project area | |
| 50% allocated for use on GAFB parcels (SCLA) | |
| For Adelanto, 50% to SCLA and 25% to Adelanto; 25% to reimburse Authority and when paid off, this 25% goes to Adelanto (subject to the Department of Finance's approval following Redevelopment dissolution) | |

HSC Section 33607.5 Payments

The Amendment IV and Amendment VIII Areas are subject to statutory pass through payments required by HSC Section 33607.5. These payments are calculated in the tax increment projections included in Exhibits 10A through 10O.



Adjustments For Negative Increment Values

The Tax Increment Projections shown in Exhibits 10A through 10O use the Auditor-Controller Tax Rate Area (“TRA”) reports to allocate assessed values and increment values to member jurisdictions. In certain cases, when the assessed value of a TRA is below its base year value, it is the policy of the Auditor-Controller to shift the difference to another TRA within the same project area. The net effect is that the sum of the increments of all the TRAs in a project area will be equal to the gross increment of the project area also reported by the Auditor-Controller.

The projections in Exhibits 10A through 10O show the assessments by jurisdiction before adjustments but conservatively assume that negative increment value will not generate any pass-through payments. Therefore, pass through payments will not be generated from any Project Area sub-areas when they do not have positive increment revenue in a given year. This occurs in the Apple Valley portion of the Amendment VIII Area (Exhibit 10M).

TOP TEN TAXPAYERS

Utilizing the County's FY 2018-19 Secured and Unsecured Assessment Rolls, the top ten largest taxpayers within the Project Area have been identified and are listed on Exhibits 7A through 7I. These exhibits include the top ten taxpayers for the following areas:

- Entire VVEDA Project Area;
- Victorville and SCLA portions only;
- Amendment VIII Area only; and
- Each individual member jurisdiction's portion (with the Original Area and amendment areas combined for Adelanto, Apple Valley, Victorville, and San Bernardino County)

Each table is accompanied by a short description of the changes to the assessed value of the top ten taxpayers and the percentage of total assessed value.

CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

Total Project Area

The FY 2018-19 top ten taxpayers' total assessed value in Exhibit 7A (below) encompasses \$936.1 million, or 10.69% of the total Project Area assessed value (and 18.89% of *incremental* assessed value).

The FY 2018-19 top ten taxpayers' value is slightly lower than the FY 2017-18 top ten taxpayers' total assessed value, which was \$946.5 million of the total Project Area valuation (shown in Exhibit 7A in the FY 2017-18 Continuing Disclosure Report). As a percentage, the FY 2018-19 value (10.69%) is lower than that of FY 2017-18, 11.41%.

The lower assessed value for the top ten taxpayers and lower percentage of total assessed value are mostly due to a decrease in the value of Calportland Co.'s mining properties. Other notable trends include growth among most other top taxpayers' property values, strong overall property value growth, and the High Desert Power Trust ("HDPT") properties' assessed value continuing to decrease. All of these trends contribute to greater diversification and stability of the VVEDA Project Area's assessed value.

HDPT owns the High Desert Power Plant ("HDPP"). The HDPP is assessed by the State Board of Equalization ("SBE") and is considered unitary value. After the property's new owner provided the SBE with documentation justifying a significant value reduction, the HDPP's value decreased by \$118.5 million from FY 2016-17 to FY 2017-18. In contrast, the decrease from FY 2017-18 to FY 2018-19 was a much more modest \$2.6 million.

| 2018-19 Top Ten Secured & Unsecured Taxpayers | | | | | | Exhibit 7A |
|---|---|-------------------|---|---|------------------|-------------------|
| Victor Valley Redevelopment Agency - Combined | | | | | | |
| | Taxpayer | No. of Parcels | Land Use(s) | Assessed Value | % of Total | % of Increment |
| 1 | Calportland Co. | 39 | Industrial, Vacant Land, and Unsecured | \$ 286,609,605 | 3.27% | 5.78% |
| 2 | Stirling Capital Investments | 23 | Industrial and Vacant Land | 113,351,748 | 1.29% | 2.29% |
| 3 | The American Bottling Co. | 3 | Industrial and Unsecured | 110,405,257 | 1.26% | 2.23% |
| 4 | High Desert Power Trust | 3 | Industrial | 103,700,000 | 1.18% | 2.09% |
| 5 | Wal-Mart Stores, Inc. | 16 | Commercial and Vacant Land | 71,566,269 | 0.82% | 1.44% |
| 6 | Cemex Construction Materials Pacific | 25 | Industrial and Vacant Land | 70,223,927 | 0.80% | 1.42% |
| 7 | Apple Valley Ranchos Water Co. | 8 | Public Facilities and Vacant Land | 60,455,751 | 0.69% | 1.22% |
| 8 | Federal Express Co. | 2 | Unsecured | 43,821,887 | 0.50% | 0.88% |
| 9 | General Electric Co. | 4 | Airport Related, Industrial, and Unsecured | 39,824,756 | 0.45% | 0.80% |
| 10 | Victor Valley Hospital Real Estate, LLC | 5 | Hospital and Unsecured | 36,180,810 | 0.41% | 0.73% |
| Total | | 128 | | \$ 936,140,010 | 10.69% | 18.89% |
| | | | | Total Project Area Assessed Value | \$ 8,753,494,616 | |
| | | | | Incremental Project Area Assessed Value | \$ 4,954,471,502 | |

Sources: San Bernardino County Assessor Secured and Unsecured Tax Rolls; San Bernardino County Auditor-Controller Property Tax Publications; State Board of Equalization

CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

Combined Victorville and SCLA Areas

As shown in Exhibit 7B below, the FY 2018-19 top ten taxpayers in the Victorville and SCLA Areas combined represent \$622.6 million, or 10.74% of the combined areas' values.

The Victorville and SCLA areas combined rebounded in terms of the top ten taxpayers' assessed value, from \$605.6 million in FY 2017-18. Other taxpayers generally also saw significant increases in assessed value, resulting in a decrease of the top ten taxpayers' value as a percentage of the total area, from 11.06% in FY 2017-18 (shown in Exhibit 7B in the FY 2017-18 Continuing Disclosure Report).

It is important to note that the lease agreement between HDPT and SCLA requires that in the event that property taxes paid by HDPT (net of taxing agency payments as described in this Report) are lower than \$2,000,000 per fiscal year, HDPT must pay the difference of \$2,000,000 and the amount of property tax paid (according to County records). This calculation is performed each year and the payment by HDPT is pledged toward debt service on the Bonds.

This provision of the lease agreement protects the Bonds from the HDPP's depreciation. However, this additional amount payable by HDPT is limited to \$1 million per year. In FY 2018-19, the HDPP property has an assessed value of \$103.7 million. As in FY 2017-18, the HDPP property tax paid, net of pass through payments, is expected to equal less than \$800,000. Because the additional payment is limited to \$1,000,000, the reduced assessed value will result in a loss of approximately \$200,000 that would otherwise be available for the Bonds' debt service. This loss is already factored into this Report's tax increment revenue projections.

| 2018-19 Top Ten Secured & Unsecured Taxpayers | | | | | Exhibit 7B |
|---|-------------------|---|-------------------------|---------------|------------|
| Victor Valley Redevelopment Agency - Combined Victorville and SCLA Areas | | | | | |
| Taxpayer | No. of Parcels | Land Use(s) | Assessed Value | % of Total | |
| 1 Stirling Capital Investments | 23 | Industrial and Vacant Land | \$ 113,351,748 | 1.96% | |
| 2 The American Bottling Co. | 3 | Industrial and Unsecured | 110,405,257 | 1.90% | |
| 3 High Desert Power Trust | 3 | Industrial | 103,700,000 | 1.79% | |
| 4 Cemex Construction Materials Pacific | 9 | Industrial and Vacant Land | 69,553,047 | 1.20% | |
| 5 Wal-Mart Stores, Inc. | 14 | Commercial and Vacant Land | 57,643,251 | 0.99% | |
| 6 Federal Express Co. | 2 | Unsecured | 43,821,887 | 0.76% | |
| 7 General Electric Co. | 4 | Airport Related, Industrial, and Unsecured | 39,824,756 | 0.69% | |
| 8 Victor Valley Hospital Real Estate, LLC | 5 | Hospital and Unsecured | 36,180,810 | 0.62% | |
| 9 Plastipak Packaging, Inc. | 1 | Unsecured | 25,843,798 | 0.45% | |
| 10 Bear Valley Partners | 11 | Commercial | 22,277,221 | 0.38% | |
| Total | 75 | | \$ 622,601,775 | 10.74% | |
| Total Project Area Assessed Value | | | \$ 5,796,935,726 | | |
| <i>Sources: San Bernardino County Assessor Secured and Unsecured Tax Rolls; San Bernardino County Auditor-Controller Property Tax Publications; State Board of Equalization</i> | | | | | |

CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

Amendment VIII Added Area (Combined)

As shown in Exhibit 7C, the FY 2018-19 top ten taxpayers in the Amendment VIII area represent \$118.5 million of value, or 4.44% of the total Amendment VIII area's value. The value increased, while the percentage of the area's total assessed value decreased, from the FY 2017-18 figures (\$116.9 million and 4.64%, respectively, as shown in Exhibit 7C in the FY 2017-18 Continuing Disclosure Report). The area's total assessed value continues its fast growth trend, this time from approximately \$2.52 billion in FY 2017-18 to more than \$2.67 billion.

| 2018-19 Top Ten Secured & Unsecured Taxpayers | | | | Exhibit 7C |
|---|-------------------|--|-------------------------|---------------|
| Victor Valley Redevelopment Agency - Amendment VIII Added Area (Combined) | | | | |
| Taxpayer | No. of Parcels | Land Use(s) | Assessed Value | % of Total |
| 1 Wilmington Victorville, LLC | 2 | Commercial | \$ 20,319,342 | 0.76% |
| 2 VNF Properties | 4 | Commercial and Vacant Land | 19,127,365 | 0.72% |
| 3 NHP Sterling, LLC | 2 | Multi-Family Residential and Hospital | 18,818,492 | 0.71% |
| 4 KB Home Greater Los Angeles, Inc. | 106 | Single Family Residential and Vacant Land | 10,405,333 | 0.39% |
| 5 JSAK Victorville Partners, LP | 2 | Hotel and Vacant Land | 9,981,921 | 0.37% |
| 6 HD Development of Maryland, Inc. | 1 | Commercial | 8,634,532 | 0.32% |
| 7 Ryu Real Estate Holdings, LP | 3 | Commercial | 8,356,100 | 0.31% |
| 8 Wal-Mart Stores, Inc. | 11 | Vacant Land | 7,760,496 | 0.29% |
| 9 Leaton, Michael Guy | 6 | Commercial | 7,639,699 | 0.29% |
| 10 Prime A Investments, LLC | 297 | Vacant Land | 7,439,050 | 0.28% |
| Total | 434 | | \$ 118,482,330 | 4.44% |
| Total Project Area Assessed Value | | | \$ 2,666,010,163 | |
| <i>Sources: San Bernardino County Assessor Secured and Unsecured Tax Rolls; San Bernardino County Auditor-Controller Property Tax Publications; State Board of Equalization</i> | | | | |

CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

Victorville Area (Original, IV, VIII)

In the Victorville areas, the FY 2018-19 top ten taxpayers represent \$309.4 million of value, or 5.82% of the total Victorville area's value, shown in Exhibit 7D. The value is slightly higher and the percentage is slightly lower than in FY 2017-18, when the top ten taxpayers' assessed value of \$304.4 million contributed 6.04% to the area's total assessed value (shown in Exhibit 7D in the FY 2017-18 Continuing Disclosure Report). This combination of trends reflects continued diversified growth in assessed value.

| 2018-19 Top Ten Secured & Unsecured Taxpayers | | | | | Exhibit 7D |
|---|-------------------|--|-------------------------|---------------|------------|
| Victor Valley Redevelopment Agency - Victorville Area (Original, IV, VIII) | | | | | |
| Taxpayer | No. of Parcels | Land Use(s) | Assessed Value | % of Total | |
| 1 Cemex Construction Materials Pacific | 9 | Industrial and Vacant Land | \$ 69,553,047 | 1.31% | |
| 2 Wal-Mart Stores, Inc. | 16 | Commercial and Vacant Land | 66,262,607 | 1.25% | |
| 3 Victor Valley Hospital Real Estate, LLC | 5 | Hospital and Unsecured | 36,180,810 | 0.68% | |
| 4 Bear Valley Partners | 11 | Commercial | 22,277,221 | 0.42% | |
| 5 Riverton of the High Desert | 1 | Multi-Family Residential | 20,562,970 | 0.39% | |
| 6 Wilmington Victorville, LLC | 2 | Commercial | 20,319,342 | 0.38% | |
| 7 VNF Properties | 4 | Commercial and Vacant Land | 19,127,365 | 0.36% | |
| 8 NHP Sterling, LLC | 2 | Multi-Family Residential and Hospital | 18,818,492 | 0.35% | |
| 9 Victorian 124, LP | 1 | Multi-Family Residential | 18,445,050 | 0.35% | |
| 10 Colony Apartments Holding Company, LLC | 1 | Multi-Family Residential | 17,901,000 | 0.34% | |
| Total | 52 | | \$ 309,447,904 | 5.82% | |
| Total Project Area Assessed Value | | | \$ 5,314,158,920 | | |
| <i>Sources: San Bernardino County Assessor Secured and Unsecured Tax Rolls; San Bernardino County Auditor-Controller Property Tax Publications; State Board of Equalization</i> | | | | | |

CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

SCLA Original Area

In the SCLA area, the FY 2018-19 top ten taxpayers make up approximately \$456.8 million of the SCLA Original Area value, shown in Exhibit 7E, an approximately 9% increase from the top ten taxpayers' assessed value reported in Exhibit 7E in the FY 2017-18 Continuing Disclosure Report. This increase is primarily due to new unsecured property not previously in the project area. The percentage of value held by the FY 2018-19 top ten taxpayers, 94.63%, is slightly lower than the 95.53% reported in the FY 2017-18 Continuing Disclosure Report.

The SCLA Original Area continues to have a very non-diverse property tax base. Aside from the increase in value of \$43.6 million due to unsecured property owned by Federal Express, the Project Area's total assessed value increased by 0.4% from FY 2017-18. Furthermore, aside from HDPT, three of the top ten taxpayers in the SCLA Original Area in FY 2018-19 (Federal Express Co.; Plastipak Packaging, Inc.; and Southwest Airlines Co., Inc.) only have unsecured property value in the area, which can be relocated relatively easily and is therefore less stable than secured property value.

| 2018-19 Top Ten Secured & Unsecured Taxpayers | | | | | Exhibit 7E |
|--|----------------------------------|-------------------|---|----------------|---------------|
| Victor Valley Redevelopment Agency - SCLA Original Area | | | | | |
| | Taxpayer | No. of Parcels | Land Use(s) | Assessed Value | % of Total |
| 1 | Stirling Capital Investments | 22 | Industrial and Vacant Land | \$ 113,069,748 | 23.42% |
| 2 | The American Bottling Co. | 2 | Industrial and Unsecured | 110,310,853 | 22.85% |
| 3 | High Desert Power Trust | 3 | Industrial | 103,700,000 | 21.48% |
| 4 | Federal Express Co. | 2 | Unsecured | 43,821,887 | 9.08% |
| 5 | General Electric Co. | 4 | Airport Related, Industrial, and Unsecured | 39,824,756 | 8.25% |
| 6 | Plastipak Packaging, Inc. | 1 | Unsecured | 25,843,798 | 5.35% |
| 7 | International Aerospace Coatings | 5 | Airport Related, Industrial, and Unsecured | 10,758,059 | 2.23% |
| 8 | The Boeing Company, Inc | 3 | Airport Related, Industrial, and Unsecured | 4,706,428 | 0.97% |
| 9 | Southwest Airlines Co. Inc. | 1 | Unsecured | 2,456,766 | 0.51% |
| 10 | Vertical Peak Holdings LLC | 1 | Industrial | 2,339,947 | 0.48% |
| Total | | 44 | | \$ 456,832,242 | 94.63% |
| Total Project Area Assessed Value | | | | \$ 482,776,806 | |
| Sources: San Bernardino County Assessor Secured and Unsecured Tax Rolls; San Bernardino County Auditor-Controller Property Tax Publications; State Board of Equalization | | | | | |

CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

Hesperia Original Area

In the Hesperia area, the FY 2018-19 top ten taxpayers provided approximately \$9.2 million of value, or 3.15% of the area's total value, shown in Exhibit 7F. This represents an increase in value and a decrease in percentage of total value from FY 2017-18, when the top ten taxpayers provided \$9.0 million, or 3.32% of the area's total assessed value (shown in Exhibit 7F in the FY 2017-18 Continuing Disclosure Report). The prevalence of single-family residential property owners among the top ten taxpayers continues to reflect the project area's relative lack of commercial and industrial development, though several industrial and commercial property owners are on the top ten taxpayers list.

| 2018-19 Top Ten Secured & Unsecured Taxpayers | | | | | Exhibit 7F |
|--|------------------------|-------------------|---------------------------|-----------------------|-------------------|
| Victor Valley Redevelopment Agency - Hesperia Original Area | | | | | |
| | Taxpayer | No. of Parcels | Land Use(s) | Assessed Value | % of Total |
| 1 | RJG Properties LLC | 1 | Industrial | \$ 3,264,000 | 1.12% |
| 2 | Inland Group, LLC | 2 | Commercial | 1,362,095 | 0.47% |
| 3 | Dorghalli, Rami | 1 | Commercial | 811,696 | 0.28% |
| 4 | Petersen, Kyle William | 2 | Single Family Residential | 587,236 | 0.20% |
| 5 | Vergara, Norberto | 4 | Single Family Residential | 565,907 | 0.19% |
| 6 | Rodriguez, Sergio | 2 | Single Family Residential | 557,319 | 0.19% |
| 7 | Bigbee, Michael J. | 1 | Commercial | 529,731 | 0.18% |
| 8 | Lai, Paul | 2 | Single Family Residential | 519,302 | 0.18% |
| 9 | Lomeli, Daniel | 1 | Single Family Residential | 503,200 | 0.17% |
| 10 | Karle, Samuel D. III | 2 | Single Family Residential | 487,243 | 0.17% |
| Total | | 18 | | \$ 9,187,729 | 3.15% |
| Total Project Area Assessed Value | | | | \$ 291,460,724 | |
| <i>Sources: San Bernardino County Assessor Secured and Unsecured Tax Rolls; San Bernardino County Auditor-Controller Property Tax Publications</i> | | | | | |

CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

Apple Valley Area (Original, VIII)

The FY 2018-19 top ten taxpayers in the Apple Valley areas contributed approximately \$171.3 million of value, or 14.62% of the total assessed value in the Apple Valley areas, shown in Exhibit 7G. The top ten taxpayers' assessed value increased from last year. Meanwhile the percentage of total assessed value decreased due to a 5% increase in total assessed value for the second consecutive year. In FY 2017-18, the top ten taxpayers contributed \$164.9 million, or 14.81% of the total assessed value in the Apple Valley areas (shown in Exhibit 7G in the FY 2017-18 Continuing Disclosure Report).

| 2018-19 Top Ten Secured & Unsecured Taxpayers | | | | | Exhibit 7G |
|--|------------------------------------|-------------------|---|--|-------------------------|
| Victor Valley Redevelopment Agency - Apple Valley Area (Original, VIII) | | | | | |
| | Taxpayer | No. of Parcels | Land Use(s) | Assessed Value | % of Total |
| 1 | Apple Valley Ranchos Water Co. | 7 | Public Facilities and Vacant Land | \$ 60,454,762 | 5.16% |
| 2 | Lewis Group | 31 | Commercial, Vacant Land, and Unsecured | 26,383,277 | 2.25% |
| 3 | Target Corp. | 1 | Commercial | 21,027,400 | 1.79% |
| 4 | Wal-Mart Stores, Inc. | 3 | Commercial and Vacant Land | 15,257,473 | 1.30% |
| 5 | MHC Los Ranchos, LP | 3 | Mobile Home Park | 12,909,620 | 1.10% |
| 6 | Albertsons Stores Sub., LLC | 1 | Commercial | 7,900,000 | 0.67% |
| 7 | Lakritz Family Partnership | 5 | Medical Office | 7,445,506 | 0.64% |
| 8 | Corwin Medical Center, LP | 2 | Medical Office | 7,331,027 | 0.63% |
| 9 | FGFW IV, LLC | 1 | Vacant Land | 6,508,756 | 0.56% |
| 10 | Ross, Carl E. Living Trust 5/23/91 | 22 | Vacant Land | 6,081,485 | 0.52% |
| Total | | 76 | | \$ 171,299,306 | 14.62% |
| | | | | Total Project Area Assessed Value | \$ 1,171,702,033 |
| <i>Sources: San Bernardino County Assessor Secured and Unsecured Tax Rolls; San Bernardino County Auditor-Controller Property Tax Publications</i> | | | | | |

CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

San Bernardino County Area (Original, IV, VIII)

The FY 2018-19 top ten taxpayers in the San Bernardino County areas owned \$312.0 million of value, or 49.50% of the San Bernardino County areas' assessed value, as shown in Exhibit 7H. Both represent a slight decrease from last year. In FY 2017-18, the top ten taxpayers had \$336.1 million, or 54.20% of the total assessed value in the San Bernardino County areas (shown in Exhibit 7H in the FY 2017-18 Continuing Disclosure Report).

| 2018-19 Top Ten Secured & Unsecured Taxpayers | | | | Exhibit 7H | |
|---|-------------------------------------|-------------------|---|-----------------------|---------------|
| Victor Valley Redevelopment Agency - San Bernardino County Area (Original, IV, VIII) | | | | | |
| | Taxpayer | No. of Parcels | Land Use(s) | Assessed Value | % of Total |
| 1 | Calportland Co. | 29 | Industrial, Vacant Land, and Unsecured | \$ 285,619,348 | 45.32% |
| 2 | Cutting Edge Concrete SVCS, Inc. | 2 | Unsecured | 8,347,934 | 1.32% |
| 3 | Arakelian Enterprises, Inc. | 1 | Unsecured | 2,881,013 | 0.46% |
| 4 | Ross, Carl E. Living Trust 5/23/91 | 22 | Vacant Land | 2,732,500 | 0.43% |
| 5 | Professional Equities International | 16 | Vacant Land | 2,655,572 | 0.42% |
| 6 | Dr. Prem Reddy Family Foundation | 25 | Vacant Land | 2,443,900 | 0.39% |
| 7 | Seasons Land Corp. | 71 | Vacant Land | 2,128,723 | 0.34% |
| 8 | Grandis Land Holding, LLC | 1 | Industrial | 1,927,273 | 0.31% |
| 9 | Dora Land, Inc. | 17 | Vacant Land | 1,845,150 | 0.29% |
| 10 | Victorville 23 Red, LLC | 1 | Vacant Land | 1,385,292 | 0.22% |
| Total | | 185 | | \$ 311,966,705 | 49.50% |
| Total Project Area Assessed Value | | | | \$ 630,287,712 | |
| <i>Sources: San Bernardino County Assessor Secured and Unsecured Tax Rolls; San Bernardino County Auditor-Controller Property Tax Publications; State Board of Equalization</i> | | | | | |

CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

Adelanto Area (IV, VIII)

In Adelanto, the FY 2018-19 top ten taxpayers provided \$36.6 million of value, or 4.24% of the areas' total assessed value, shown in Exhibit 7I. Compared to FY 2017-18, the value held by the top ten taxpayers and the percentage of the Adelanto areas' total assessed value increased, mostly due to a large increase in the value of a truck storage property. Total assessed value increased from FY 2017-18. In that year, the top ten taxpayers' value was \$33.1 million, or 4.07% of the Adelanto Area's total assessed value (shown in Exhibit 7I in the FY 2017-18 Continuing Disclosure Report).

| 2018-19 Top Ten Secured & Unsecured Taxpayers | | | | | Exhibit 7I |
|--|---------------------------------|-------------------|---|-----------------------|-------------------|
| Victor Valley Redevelopment Agency - Adelanto Area (IV, VIII) | | | | | |
| | Taxpayer | No. of Parcels | Land Use(s) | Assessed Value | % of Total |
| 1 | Niaz, LLC | 1 | Industrial | \$ 5,911,645 | 0.68% |
| 2 | Adelanto Plaza, LLC | 2 | Commercial | 5,300,792 | 0.61% |
| 3 | Alden Road, LLC | 3 | Industrial and Vacant Land | 4,968,640 | 0.58% |
| 4 | Mojave and 395, LLC | 1 | Vacant Land | 3,780,000 | 0.44% |
| 5 | Mountain Quail Properties, Inc. | 18 | Single Family Residential | 3,364,132 | 0.39% |
| 6 | Adelanto Solar, LLC | 20 | Industrial, Vacant Land, and Unsecured | 3,020,776 | 0.35% |
| 7 | Mohrekes, Ozzie Trust 2/21/06 | 5 | Vacant Land | 2,820,000 | 0.33% |
| 8 | Lewis Group | 12 | Commercial, Vacant Land, and Unsecured | 2,813,200 | 0.33% |
| 9 | Gateway Plaza Group, LLC | 3 | Vacant Land | 2,357,300 | 0.27% |
| 10 | Mileski Living Trust | 11 | Vacant Land | 2,296,164 | 0.27% |
| Total | | 76 | | \$ 36,632,649 | 4.24% |
| Total Project Area Assessed Value | | | | \$ 863,108,421 | |
| <i>Sources: San Bernardino County Assessor Secured and Unsecured Tax Rolls; San Bernardino County Auditor-Controller Property Tax Publications</i> | | | | | |

ASSESSMENT APPEALS

Property taxpayers that wish to dispute the value of their property may file an assessment appeal with the County Clerk of the Board of Supervisors. Exhibit 9 summarizes the Project Area's assessment appeal history for the previous five years, including the current year, as of December 3, 2018.

CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

| Assessment Appeal History | | Southern California Logistics Airport Authority - WEDA Project Area | | | | | Exhibit 9 |
|---|-----------------|--|-----------------|-----------------|-----------------|-----------------|---------------------------|
| | 2013-14 | 2014-15 | 2015-16 | 2016-17 | 2017-18 | 2018-19* | 5-Year Total ¹ |
| Project Area Total Assessed Value | \$6,781,064,361 | \$7,051,043,813 | \$7,501,256,354 | \$8,056,599,221 | \$8,294,085,656 | \$8,753,494,616 | \$39,656,479,660 |
| All Appeals | | | | | | | |
| Total Number of Appeals ² | 323 | 276 | 233 | 301 | 128 | 39 | 1,261 |
| Total Requested Reduction of All Appeals | \$186,574,326 | \$250,610,487 | \$152,304,345 | \$414,502,686 | \$286,759,739 | \$50,396,057 | \$1,290,751,583 |
| Number of Withdrawn / Denied Appeals | 187 | 173 | 180 | 100 | 54 | 17 | 694 |
| Number of Stipulated (Successful) Appeals | 134 | 101 | 51 | 193 | 6 | 0 | 485 |
| Total Number of Finalized Appeals | 321 | 274 | 231 | 293 | 60 | 17 | 1,179 |
| Rate of Successful Appeals ³ | 41.7% | 36.9% | 22.1% | 65.9% | 10.0% | 0.0% | 41.1% |
| Number of Appeals Pending Decisions | 2 | 2 | 2 | 8 | 68 | 22 | 82 |
| Appeals With Stipulated (Successful) | | | | | | | |
| Requested Reduction Amount | \$56,481,233 | \$68,426,824 | \$22,279,891 | \$26,747,595 | \$5,354,680 | \$0 | \$179,290,223 |
| Granted Reduction Amount | \$34,185,089 | \$35,087,597 | \$10,189,491 | \$9,993,070 | \$2,883,420 | \$0 | \$92,338,667 |
| Total Granted Reduction Amount versus Requested Reduction Amount ⁴ | 60.5% | 51.3% | 45.7% | 37.4% | 53.8% | N/A | 51.5% |
| Granted Reduction As % of Total Assessed Value ⁵ | 0.5% | 0.5% | 0.1% | 0.1% | 0.0% | 0.0% | N/A |
| Appeals Pending Decision | | | | | | | |
| Total Assessed Value of Pending Appeals | \$3,610,156 | \$3,358,354 | \$2,939,359 | \$10,072,225 | \$189,952,785 | \$102,156,520 | \$209,932,879 |
| Requested Reduction Amount | \$2,860,156 | \$1,758,354 | \$1,489,359 | \$5,116,120 | \$73,193,765 | \$16,733,278 | \$84,417,754 |
| Requested Reduction As % of Project Area Assessed Value ⁶ | 0.0% | 0.0% | 0.0% | 0.1% | 0.9% | 0.2% | N/A |

* The number of appeals for 2018-19 may increase as the County Board of Appeals was still entering appeals into its database as of December 3, 2018.

¹ The 5-year total represents the five most recently complete years, 2013-14 to 2017-18.

² Total appeals filed from 2013 through 2018 - Appeals where the applicant requested a higher value than the current assessed value were excluded because of potential flaws in the data.

³ The number of stipulated appeals versus the total number of finalized appeals.

⁴ The total value of all granted reductions versus the total value of all requested reductions.

⁵ The granted reduction amount versus the total project area assessed value.

⁶ The pending requested reduction amount versus the total project area assessed value.

Sources: San Bernardino County Clerk of the Board, San Bernardino County Assessor's Office, and San Bernardino County Auditor-Controller



CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

Over the past five years, 485 of the 1,179 (41.1%) appeals filed and completely adjudicated in the VVEDA Project Area were granted. There are 22 unresolved appeals in the Project Area for FY 2018-19¹, 68 unresolved appeals for FY 2017-18, 8 unresolved appeals for FY 2016-17, and 2 unresolved appeals for each year prior to FY 2016-17. It is important to note that a high number of pending appeals in the two most recent fiscal years is the norm in other years and other counties. Typically, almost all appeals filed for a given fiscal year are resolved by the end of the third year thereafter. The Project Area currently has many fewer pending appeals than last year and previous recent years.

The unresolved appeals in FY 2017-18 create a potential loss of \$73.2 million (0.9% of the FY 2017-18 Project Area Assessed Value) if all of the requested reductions were fully granted. The pending appeals in FYs 2013-14 through 2016-17 could generate a total loss of \$11.2 million.

It is important to note that in every single year with a significant number of appeals completely adjudicated, the total granted reduction amount is less than 61% of the requested reduction amount in that year. Moreover, granted reductions have not exceeded 0.5% of total assessed value in any of the previous five years. The effect of successful tax appeals has not been included in the tax increment projections presented in Exhibits 10A through 10O because the outcome cannot be accurately predicted, either in terms of the number of appeals granted or the actual reduction in value, and the impact of appeals is consistently less than 1%.

Proposition 8 Decline in Value Appeal and Recovery

Proposition 8 (1978) amended Article XIII A allowing the Assessor to lower assessments of properties temporarily if there is a decline in value. Accordingly, Section 51(b) of the California Revenue and Taxation Code states that the Assessor may place a value on the tax roll lower than the compounded base assessment value, if the full cash value of real property has been reduced by damage, destruction, depreciation, obsolescence, removal of property, or other factors causing a decline in the value. Reductions in value pursuant to Section 51(b), commonly referred to as Proposition 8 appeals, can be achieved either by formal appeal or administratively by Assessor staff appraising the property. A reduced full cash value placed on the tax roll does not change the base assessment value. The future impact of a parcel subject to a Proposition 8 appeal is dependent upon a change in the conditions that caused the drop in value.

Following the economic decline of the Great Recession, the County Assessor decided to review automatically the property values of any home or condominium acquired after June 2001 and in May of 2009 notified those property owners whose property values had declined below market value that their property values were being temporarily reduced. This led to a strong decline in total assessed value.

¹ The San Bernardino County Clerk of the Board had not completed entering in the information for all appeals filed for the 2018-19 year into its database by the time this report was prepared. It is expected that the number of pending appeals will be higher in 2018-19 than is noted in Exhibit 9. Because this year was not complete, it is excluded from the 5-year totals.

CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

The number of appeals filed has declined since peaking in FYs 2010-11 and 2011-12. During the recovery from the Great Recession as property market values rise, the County Assessor can return assessed values up to the maximum allowed according to Article XIII A, which applies the appropriate annual inflation rates to the base assessment value. In effect, this allows property values to rise more quickly than 2% per year for a short period and likely accounts for some of the rapid value growth in recent years. Once property values are returned to their maximum allowed values, their further growth is limited by the Board of Equalization's inflation rates.

An increase in the number and value of appeals starting in FY 2016-17 suggests that values have risen enough to elicit action from more property owners who feel that their properties' actual values are less than assessed values. At this inflection point, appeals have not increased to the point that they are likely to affect revenues significantly yet. If values continue to rise at recent rates, it is possible that appeals will increase and therefore have a more notable effect on revenues. It should be noted, however, that 68% of the requested reduction of all FY 2016-17 appeals comes from a single appeal submitted by Calportland Co., which was denied.

Top Ten Taxpayer Pending Appeals

Victorville Area

One of the current top ten taxpayers in the Victorville portion of the Project Area filed one of the unresolved appeals shown in Exhibit 9.

- NHP Sterling, LLC filed one appeal requesting a total reduction of \$2.4 million in 2017.

The requested reduction is for 0.05% of the assessed value in the Victorville portion of the Project Area. If granted, the appeal would remove NHP Sterling, LLC from last year's list as the taxpayer was #8 on the top ten list and requested a 13% reduction in its properties' assessed value.

County Area

Two of the top ten taxpayers in the San Bernardino County portion of the Project Area filed four of the unresolved appeals from FYs 2016-17 and 2017-18 shown in Exhibit 9.

- Dr. Prem Reddy Family Foundation filed three appeals in 2017 to request a \$430,000 reduction of its \$2.4 million assessed value.
- Grandis Land Holding, LLC filed an unresolved appeal to request a \$1.1 million reduction in its FY 2016-17 assessed value.

If the appeals were granted, Dr. Prem Reddy Family Foundation would remain in the top ten taxpayers, while Grandis Land Holding, LLC—whose property was previously listed as owned by Sustainable Power Group—would drop from the list.

Apple Valley Area

None of the top ten taxpayers in the Apple Valley portion of the Project Area have filed any of the unresolved appeals shown in Exhibit 9.



SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

Adelanto Area

None of the top ten taxpayers in the Adelanto portion of the Project Area have filed any of the unresolved appeals shown in Exhibit 9.

Hesperia Area

None of the top ten taxpayers in the Hesperia portion of the Project Area have filed any of the unresolved appeals shown in Exhibit 9.

SCLA Area

One of the top ten taxpayers in the SCLA Area filed an unresolved appeal.

- The American Bottling Co., the second largest taxpayer in the SCLA Area, filed one pending appeal in 2017 for a reduction of \$11.2 million. This request represents 2.3% of the SCLA Area's current assessed value.

Even if the appeal were granted, The American Bottling Co. would remain in the SCLA Project Area's list of top ten taxpayers.

TAX INCREMENT REVENUE PROJECTIONS

Exhibits 10A through 10O present the tax increment revenue projections for the Project Area based upon the assumptions described in this Report.

As discussed earlier in this Report, the Low- and Moderate-Income Housing Set Aside requirements no longer exist and are made illegal under Dissolution Law. Therefore, all remaining tax increment revenues generated within a project area (housing and non-housing) can be used to satisfy outstanding bond debt obligations.

Exhibit 10A shows the debt coverage ratio related to the combined housing and non-housing bond debt service obligations. The tax increment revenue projections shown in Exhibit 10A also account for the ABx1 26 changes, showing both housing and non-housing bonds secured by a single stream of revenue. This change is only shown in Exhibit 10A.

As shown in prior years' continuing disclosure reports, Exhibits 10B and 10C reflect the debt service coverage ratios separately for the non-housing and housing pledge of tax increment revenue related to their respective bonds. In addition, Exhibits 10B through 10O reflect the Total Pledged Revenue as net of housing and pass through payments, the same methodology used in previously prepared continuing disclosure reports.

For the 2019-20 year, the SBE established the inflationary growth rate to be 2.00%. To estimate the revenue forecast conservatively, the following tables assume 2.00% growth for all future years. The one exception is in the SCLA Original Area, where the forecast assumes 0% growth. This is appropriate given that the HDPP depreciates in value and represents a large portion of the area's total value.

These projections are conservative with regard to value growth and assume that the revenues pledged for the Bonds are allowed to be used for that purpose.

The coverage ratio in the combined (housing and non-housing) projections is lowest in FY 2018-19 at 1.38 and increases after that. That same number is 1.25 for the non-housing bonds alone and 2.03 for the housing bonds alone. As mentioned previously, Dissolution Law allows all tax increment revenues generated within a redevelopment project area (housing and non-housing) to be used to satisfy bond debt obligations.

CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

| Exhibit 10A | | | | | | | | | | | | |
|---|-------------------------------|-----------------------|---|----------------------------------|--|--|---|---|---------------------------------------|---|--|--|
| Combined Housing and Non-Housing Tax Increment Projections | | | | | | | | | | | | |
| Southern California Logistics Airport Authority - WEDA Project Area (Including Amendment IV and VIII Areas) | | | | | | | | | | | | |
| Fiscal Year | Estimated Gross Tax Increment | Pass Through Payments | Net Revenue to Victorville ¹ | Net Revenue to SCLA ¹ | Net Revenue to Other Member Jurisdictions ¹ | Total Pledge Revenue (Victorville + SCLA) ¹ | Total Debt Obligations Non-Housing Bonds ² | Total Debt Service Obligations Housing Bonds ² | Coverage (using Total Pledge Revenue) | Remaining Revenue Net of Debt & Pass Thru Obligations | | |
| 2018-19 | 49,544,715 | (13,462,982) | 14,329,142 | 15,306,508 | 6,446,083 | 29,635,650 | 17,972,478 | 3,516,914 | 1.38 | 8,146,259 | | |
| 2019-20* | 51,792,954 | (14,175,544) | 15,064,072 | 15,849,523 | 6,703,815 | 30,913,594 | 17,961,065 | 3,519,266 | 1.44 | 9,433,263 | | |
| 2020-21 | 53,441,593 | (14,685,582) | 15,535,639 | 16,253,960 | 6,966,413 | 31,789,599 | 17,956,703 | 3,514,018 | 1.48 | 10,318,879 | | |
| 2021-22 | 55,135,844 | (15,210,113) | 16,021,989 | 16,669,395 | 7,234,348 | 32,691,384 | 17,946,988 | 3,516,116 | 1.52 | 11,228,279 | | |
| 2022-23 | 56,863,980 | (15,745,136) | 16,517,998 | 17,093,138 | 7,507,709 | 33,611,136 | 17,941,292 | 3,515,285 | 1.57 | 12,154,559 | | |
| 2023-24 | 58,626,679 | (16,290,859) | 17,023,870 | 17,525,356 | 7,786,595 | 34,549,226 | 17,929,891 | 3,510,968 | 1.61 | 13,108,367 | | |
| 2024-25 | 60,424,632 | (16,847,496) | 17,539,808 | 17,966,218 | 8,071,109 | 35,506,026 | 17,921,479 | 3,508,080 | 1.66 | 14,076,468 | | |
| 2025-26 | 62,258,544 | (17,415,266) | 18,066,021 | 18,415,898 | 8,361,359 | 36,481,919 | 17,915,868 | 3,506,953 | 1.70 | 15,059,109 | | |
| 2026-27 | 64,129,134 | (17,994,392) | 18,602,719 | 18,874,571 | 8,657,452 | 37,477,290 | 17,906,831 | 3,507,338 | 1.75 | 16,063,121 | | |
| 2027-28 | 66,037,136 | (18,585,786) | 19,150,116 | 19,342,075 | 8,959,159 | 38,492,191 | 17,893,539 | 3,504,100 | 1.80 | 17,094,552 | | |
| 2028-29 | 67,983,297 | (19,189,190) | 19,708,431 | 19,818,837 | 9,266,839 | 39,527,268 | 17,883,535 | 3,501,284 | 1.85 | 18,142,449 | | |
| 2029-30 | 69,968,382 | (19,804,662) | 20,277,884 | 20,305,136 | 9,580,702 | 40,583,019 | 17,875,410 | 3,498,596 | 1.90 | 19,209,013 | | |
| 2030-31 | 71,993,169 | (20,432,443) | 20,858,701 | 20,801,160 | 9,900,866 | 41,659,860 | 17,859,898 | 3,496,540 | 1.95 | 20,303,423 | | |
| 2031-32 | 74,058,452 | (21,072,780) | 21,451,112 | 21,307,104 | 10,227,456 | 42,758,216 | 17,836,344 | 3,499,725 | 2.00 | 21,422,147 | | |
| 2032-33 | 76,165,040 | (21,725,923) | 22,055,351 | 21,823,168 | 10,560,598 | 43,878,519 | 17,816,855 | 3,491,700 | 2.06 | 22,569,964 | | |
| 2033-34 | 78,313,760 | (22,392,130) | 22,671,656 | 22,349,552 | 10,900,421 | 45,021,209 | 17,797,313 | 3,487,264 | 2.12 | 23,736,632 | | |
| 2034-35 | 80,505,454 | (23,071,660) | 23,300,271 | 22,886,465 | 11,247,058 | 46,186,736 | 17,785,241 | 3,487,151 | 2.17 | 24,914,343 | | |
| 2035-36 | 82,740,982 | (23,767,596) | 23,941,320 | 23,432,708 | 11,599,358 | 47,374,028 | 17,763,843 | 3,485,960 | 2.23 | 26,124,226 | | |
| 2036-37 | 85,021,221 | (24,477,451) | 24,595,176 | 23,989,877 | 11,958,717 | 48,585,053 | 17,746,169 | 3,478,551 | 2.29 | 27,360,333 | | |
| 2037-38 | 87,347,065 | (25,201,502) | 25,262,097 | 24,558,188 | 12,325,277 | 49,820,285 | 17,724,790 | 3,474,648 | 2.35 | 28,620,848 | | |
| 2038-39 | 89,719,425 | (26,027,380) | 25,915,900 | 25,094,193 | 12,681,952 | 51,010,093 | 17,707,268 | 3,473,708 | 2.41 | 29,829,118 | | |
| 2039-40 | 92,139,233 | (26,869,776) | 26,582,769 | 25,640,919 | 13,045,769 | 52,223,688 | 17,681,444 | 3,465,468 | 2.47 | 31,076,777 | | |
| 2040-41 | 94,607,437 | (27,729,019) | 27,262,967 | 26,198,578 | 13,416,872 | 53,461,545 | 17,659,858 | 3,464,511 | 2.53 | 32,337,177 | | |
| 2041-42 | 97,125,005 | (28,605,448) | 27,956,761 | 26,767,391 | 13,795,405 | 54,724,152 | 17,634,709 | 3,460,298 | 2.59 | 33,629,146 | | |
| 2042-43 | 99,692,924 | (29,499,405) | 28,664,422 | 27,347,581 | 14,181,516 | 56,012,003 | 17,608,145 | 3,452,563 | 2.66 | 34,951,295 | | |
| 2043-44 | 102,312,201 | (30,411,241) | 29,385,356 | 27,939,374 | 14,576,231 | 57,324,730 | 17,582,060 | 3,450,765 | 2.73 | 36,291,905 | | |
| 2044-45 | 104,983,865 | (31,341,314) | 30,120,546 | 28,543,002 | 14,979,002 | 58,663,549 | 18,085,000 | - | 3.24 | 40,578,549 | | |
| 2045-46 | 107,708,961 | (32,289,988) | 30,870,440 | 29,158,704 | 15,389,829 | 60,029,144 | 18,085,000 | - | 3.32 | 41,944,144 | | |
| 2046-47 | 110,488,559 | (33,257,635) | 31,635,332 | 29,786,719 | 15,808,873 | 61,422,051 | 18,085,000 | - | 3.40 | 43,337,051 | | |
| 2047-48 | 113,323,750 | (34,244,636) | 32,415,521 | 30,427,295 | 16,236,297 | 62,842,816 | 18,085,000 | - | 3.47 | 44,757,816 | | |
| 2048-49 | 116,215,644 | (35,251,377) | 33,211,315 | 31,080,683 | 16,672,270 | 64,291,997 | 18,085,000 | - | 3.55 | 46,206,997 | | |
| 2049-50 | 119,165,376 | (36,278,252) | 34,023,024 | 31,747,138 | 17,116,962 | 65,770,161 | 18,085,000 | - | 3.64 | 47,685,161 | | |
| 2050-51 | 122,174,102 | (37,325,665) | 34,850,967 | 32,426,922 | 17,570,548 | 67,277,889 | 18,085,000 | - | 3.72 | 49,192,889 | | |

¹ Pursuant to ABx1 26, AB 1484, and SB 107, the Successor Agency is no longer required to set-aside tax increment for the low/mod housing fund therefore those monies, which are deposited into the Redevelopment Property Tax Trust Fund (RPTTF), are available and can be pledged to pay housing and non-housing bond debt service.

² Debt service payments are grouped by fiscal year and not bond year

* The State Board of Equalization has declared a 2.00% inflationary growth for the 2019-20 fiscal year.



CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

| Non-Housing Tax Increment Projections | | | | | | | | | | | | | Exhibit 10B |
|---|-------------------------------|---|-----------------------|---|--|--|---|--|---------------------------------------|--------------------------------------|--|--|-------------|
| Southern California Logistics Airport Authority - WEDA Project Area (Including Amendment IV and VIII Areas) | | | | | | | | | | | | | |
| Fiscal Year | Estimated Gross Tax Increment | Low & Moderate Income Housing Set-Aside 20% | Pass Through Payments | Non-Housing Revenue to Victorville ¹ | Non-Housing Revenue to SCLA ¹ | Non-Housing Revenue to Other Member Jurisdictions ¹ | Total Non-Housing Pledge Revenue (Victorville + SCLA) | Total Debt Service Obligations by Fiscal Year ² | Coverage (using Total Pledge Revenue) | Remaining Revenue After Debt Service | | | |
| 2018-19 | 49,544,715 | (9,908,943) | (13,462,982) | 8,146,286 | 14,356,664 | 3,669,838 | 22,502,952 | 17,972,478 | 1.25 | 4,530,474 | | | |
| 2019-20* | 51,792,954 | (10,358,591) | (14,175,544) | 8,547,431 | 14,899,678 | 3,811,710 | 23,447,109 | 17,961,065 | 1.31 | 5,486,044 | | | |
| 2020-21 | 53,441,593 | (10,688,319) | (14,685,582) | 8,807,309 | 15,304,115 | 3,956,269 | 24,111,424 | 17,956,703 | 1.34 | 6,154,722 | | | |
| 2021-22 | 55,135,844 | (11,027,169) | (15,210,113) | 9,075,249 | 15,719,550 | 4,103,763 | 24,794,799 | 17,946,988 | 1.38 | 6,847,811 | | | |
| 2022-23 | 56,863,980 | (11,372,796) | (15,745,136) | 9,348,513 | 16,143,293 | 4,254,243 | 25,491,806 | 17,941,292 | 1.42 | 7,550,514 | | | |
| 2023-24 | 58,626,679 | (11,725,336) | (16,290,859) | 9,627,212 | 16,575,511 | 4,407,762 | 26,202,723 | 17,929,891 | 1.46 | 8,272,832 | | | |
| 2024-25 | 60,424,632 | (12,084,926) | (16,847,496) | 9,911,459 | 17,016,373 | 4,564,378 | 26,927,832 | 17,921,479 | 1.50 | 9,006,353 | | | |
| 2025-26 | 62,258,544 | (12,451,709) | (17,415,266) | 10,201,367 | 17,466,063 | 4,724,149 | 27,667,420 | 17,915,858 | 1.54 | 9,751,563 | | | |
| 2026-27 | 64,129,134 | (12,825,827) | (17,994,392) | 10,497,054 | 17,924,726 | 4,887,135 | 28,421,780 | 17,906,831 | 1.59 | 10,514,949 | | | |
| 2027-28 | 66,037,136 | (13,207,427) | (18,585,786) | 10,798,636 | 18,392,230 | 5,053,057 | 29,190,866 | 17,893,539 | 1.63 | 11,297,327 | | | |
| 2028-29 | 67,983,297 | (13,596,659) | (19,189,190) | 11,106,234 | 18,868,992 | 5,222,222 | 29,975,252 | 17,883,535 | 1.68 | 12,091,691 | | | |
| 2029-30 | 69,968,382 | (13,993,676) | (19,804,662) | 11,419,969 | 19,355,291 | 5,394,784 | 30,775,260 | 17,875,410 | 1.72 | 12,899,850 | | | |
| 2030-31 | 71,993,169 | (14,398,634) | (20,432,443) | 11,739,966 | 19,851,315 | 5,570,811 | 31,591,281 | 17,859,898 | 1.77 | 13,731,384 | | | |
| 2031-32 | 74,058,452 | (14,811,690) | (21,072,780) | 12,066,352 | 20,357,259 | 5,750,370 | 32,423,611 | 17,836,344 | 1.82 | 14,587,267 | | | |
| 2032-33 | 76,165,040 | (15,233,008) | (21,725,923) | 12,399,255 | 20,873,323 | 5,933,531 | 33,272,577 | 17,816,855 | 1.87 | 15,455,722 | | | |
| 2033-34 | 78,313,760 | (15,662,752) | (22,392,130) | 12,738,806 | 21,399,708 | 6,120,365 | 34,138,513 | 17,797,313 | 1.92 | 16,341,201 | | | |
| 2034-35 | 80,505,454 | (16,101,091) | (23,071,660) | 13,085,139 | 21,936,620 | 6,310,944 | 35,021,759 | 17,785,241 | 1.97 | 17,236,518 | | | |
| 2035-36 | 82,740,982 | (16,548,196) | (23,767,596) | 13,438,269 | 22,482,863 | 6,504,057 | 35,921,133 | 17,763,843 | 2.02 | 18,157,290 | | | |
| 2036-37 | 85,021,221 | (17,004,244) | (24,477,451) | 13,798,455 | 23,040,032 | 6,701,040 | 36,838,486 | 17,746,169 | 2.08 | 19,092,318 | | | |
| 2037-38 | 87,347,065 | (17,469,413) | (25,201,502) | 14,165,837 | 23,608,343 | 6,901,969 | 37,774,180 | 17,724,790 | 2.13 | 20,049,390 | | | |
| 2038-39 | 89,719,425 | (17,943,885) | (26,027,380) | 14,514,117 | 24,144,348 | 7,089,694 | 38,658,466 | 17,707,268 | 2.18 | 20,951,198 | | | |
| 2039-40 | 92,139,233 | (18,427,847) | (26,869,776) | 14,869,358 | 24,691,074 | 7,281,178 | 39,560,432 | 17,681,444 | 2.24 | 21,878,988 | | | |
| 2040-41 | 94,607,437 | (18,921,487) | (27,729,019) | 15,231,701 | 25,248,733 | 7,476,496 | 40,480,434 | 17,659,858 | 2.29 | 22,820,577 | | | |
| 2041-42 | 97,125,005 | (19,425,001) | (28,605,448) | 15,601,286 | 25,817,546 | 7,675,724 | 41,418,832 | 17,634,709 | 2.35 | 23,784,124 | | | |
| 2042-43 | 99,692,924 | (19,938,585) | (29,499,405) | 15,978,259 | 26,397,736 | 7,878,939 | 42,375,995 | 17,608,145 | 2.41 | 24,767,850 | | | |
| 2043-44 | 102,312,201 | (20,462,440) | (30,411,241) | 16,362,381 | 26,989,529 | 8,086,611 | 43,351,910 | 17,582,060 | 2.47 | 25,769,850 | | | |
| 2044-45 | 104,983,865 | (20,996,773) | (31,341,314) | 16,754,113 | 27,593,158 | 8,298,508 | 44,347,270 | 18,085,000 | 2.45 | 26,262,270 | | | |
| 2045-46 | 107,708,961 | (21,541,792) | (32,289,988) | 17,153,679 | 28,208,859 | 8,514,643 | 45,362,538 | 18,085,000 | 2.51 | 27,277,538 | | | |
| 2046-47 | 110,488,559 | (22,097,712) | (33,257,635) | 17,561,237 | 28,836,875 | 8,735,101 | 46,398,111 | 18,085,000 | 2.57 | 28,313,111 | | | |
| 2047-48 | 113,323,750 | (22,664,750) | (34,244,636) | 17,976,636 | 29,477,450 | 8,959,968 | 47,454,396 | 18,085,000 | 2.62 | 29,369,396 | | | |
| 2048-49 | 116,215,644 | (23,243,129) | (35,251,377) | 18,400,968 | 30,130,838 | 9,189,332 | 48,531,806 | 18,085,000 | 2.68 | 30,446,806 | | | |
| 2049-50 | 119,165,376 | (23,833,075) | (36,278,252) | 18,833,472 | 30,797,293 | 9,423,284 | 49,630,765 | 18,085,000 | 2.74 | 31,545,765 | | | |
| 2050-51 | 122,174,102 | (24,434,820) | (37,325,665) | 19,274,625 | 31,477,077 | 9,661,914 | 50,751,702 | 18,085,000 | 2.81 | 32,666,702 | | | |

¹ Pursuant to ABx1 26, AB 1484, and SB 107, the Successor Agency is no longer required to set-aside tax increment for the low/mod housing fund therefore those monies, which are deposited into the Redevelopment Property Tax Trust Fund (RPTTF), are available and can be pledged to pay housing and non-housing bond debt service.

² Debt service payments are grouped by fiscal year and not bond year

* The State Board of Equalization has declared a 2.00% inflationary growth for the 2019-20 fiscal year.



FISCAL CONSULTANT REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

| Housing Set-Aside Tax Increment Projections | | | | | | | | | | Exhibit 10C |
|--|-------------------------------|-----------------------------|---|--------------------------------------|--|---|--|---------------------------------------|--------------------------------------|-------------|
| Southern California Logistics Airport Authority - WVEDA Project Area (Including Amendment IV and VIII Areas) | | | | | | | | | | |
| Fiscal Year | Estimated Gross Tax Increment | Total Housing Set-Aside 20% | Housing Revenue to Victorville ¹ | Housing Revenue to SCLA ¹ | Housing Revenue to Other Member Jurisdictions ² | Total Housing Pledge Revenue (Victorville + SCLA) | Total Debt Service Obligations by Fiscal Year ³ | Coverage (using Total Pledge Revenue) | Remaining Revenue After Debt Service | |
| 2018-19 | 49,544,715 | (9,908,943) | 6,182,853 | 949,845 | 2,776,245 | 7,132,698 | 3,516,914 | 2.03 | 3,615,785 | |
| 2019-20* | 51,792,954 | (10,358,591) | 6,516,641 | 949,845 | 2,892,105 | 7,466,486 | 3,519,266 | 2.12 | 3,947,219 | |
| 2020-21 | 53,441,593 | (10,688,319) | 6,728,330 | 949,845 | 3,010,144 | 7,678,175 | 3,514,018 | 2.19 | 4,164,157 | |
| 2021-22 | 55,135,844 | (11,027,169) | 6,946,740 | 949,845 | 3,130,584 | 7,896,585 | 3,516,116 | 2.25 | 4,380,468 | |
| 2022-23 | 56,863,980 | (11,372,796) | 7,169,485 | 949,845 | 3,253,466 | 8,119,330 | 3,515,285 | 2.31 | 4,604,045 | |
| 2023-24 | 58,626,679 | (11,725,336) | 7,396,658 | 949,845 | 3,378,833 | 8,346,503 | 3,510,968 | 2.38 | 4,835,535 | |
| 2024-25 | 60,424,632 | (12,084,926) | 7,628,350 | 949,845 | 3,506,732 | 8,578,194 | 3,508,080 | 2.45 | 5,070,114 | |
| 2025-26 | 62,258,544 | (12,451,709) | 7,864,654 | 949,845 | 3,637,210 | 8,814,499 | 3,506,953 | 2.51 | 5,307,546 | |
| 2026-27 | 64,129,134 | (12,825,827) | 8,105,665 | 949,845 | 3,770,317 | 9,055,510 | 3,507,338 | 2.58 | 5,548,173 | |
| 2027-28 | 66,037,136 | (13,207,427) | 8,351,480 | 949,845 | 3,906,102 | 9,301,325 | 3,504,100 | 2.65 | 5,797,225 | |
| 2028-29 | 67,983,297 | (13,596,659) | 8,602,197 | 949,845 | 4,044,618 | 9,552,042 | 3,501,284 | 2.73 | 6,050,758 | |
| 2029-30 | 69,968,382 | (13,993,676) | 8,857,914 | 949,845 | 4,185,917 | 9,807,759 | 3,498,596 | 2.80 | 6,309,163 | |
| 2030-31 | 71,993,169 | (14,398,634) | 9,118,734 | 949,845 | 4,330,054 | 10,068,579 | 3,496,540 | 2.88 | 6,572,039 | |
| 2031-32 | 74,058,452 | (14,811,690) | 9,384,760 | 949,845 | 4,477,085 | 10,334,605 | 3,499,725 | 2.95 | 6,834,880 | |
| 2032-33 | 76,165,040 | (15,233,008) | 9,656,096 | 949,845 | 4,627,067 | 10,605,941 | 3,491,700 | 3.04 | 7,114,241 | |
| 2033-34 | 78,313,760 | (15,662,752) | 9,932,850 | 949,845 | 4,780,057 | 10,882,695 | 3,487,264 | 3.12 | 7,395,432 | |
| 2034-35 | 80,505,454 | (16,101,091) | 10,215,132 | 949,845 | 4,936,114 | 11,164,977 | 3,487,151 | 3.20 | 7,677,825 | |
| 2035-36 | 82,740,982 | (16,548,196) | 10,503,051 | 949,845 | 5,095,301 | 11,452,896 | 3,485,960 | 3.29 | 7,966,936 | |
| 2036-37 | 85,021,221 | (17,004,244) | 10,796,722 | 949,845 | 5,257,678 | 11,746,567 | 3,478,551 | 3.38 | 8,268,015 | |
| 2037-38 | 87,347,065 | (17,469,413) | 11,096,260 | 949,845 | 5,423,308 | 12,046,105 | 3,474,648 | 3.47 | 8,571,457 | |
| 2038-39 | 89,719,425 | (17,943,885) | 11,401,783 | 949,845 | 5,592,257 | 12,351,628 | 3,473,708 | 3.56 | 8,877,920 | |
| 2039-40 | 92,139,233 | (18,427,847) | 11,713,411 | 949,845 | 5,764,591 | 12,663,256 | 3,465,468 | 3.65 | 9,197,788 | |
| 2040-41 | 94,607,437 | (18,921,487) | 12,031,266 | 949,845 | 5,940,376 | 12,981,111 | 3,464,511 | 3.75 | 9,516,600 | |
| 2041-42 | 97,125,005 | (19,425,001) | 12,355,475 | 949,845 | 6,119,681 | 13,305,320 | 3,460,298 | 3.85 | 9,845,022 | |
| 2042-43 | 99,692,924 | (19,938,585) | 12,686,163 | 949,845 | 6,302,577 | 13,636,008 | 3,452,563 | 3.95 | 10,183,445 | |
| 2043-44 | 102,312,201 | (20,462,440) | 13,022,975 | 949,845 | 6,489,620 | 13,972,820 | 3,450,765 | 4.05 | 10,522,055 | |

¹ Pursuant to ABx1 26, AB 1484, and SB 107, the Successor Agency is no longer required to set-aside tax increment for the low/mod housing fund therefore those monies, which are deposited into the Redevelopment Property Tax Trust Fund (RPTTF), are available and can be pledged to pay housing and non-housing bond debt service.

² Pursuant to ABx1 26, AB 1484, and SB 107, the Successor Agency cannot allocate property tax increment to member jurisdictions based on the Joint Powers Agreement alone. To receive tax increment, the member jurisdictions must have outstanding enforceable obligations, which is the case for Victorville/SCLA and the Town of Apple Valley only. Therefore, the "Housing Revenue to Other Member Jurisdictions" will actually be distributed to all taxing entities.

³ Debt service payments are grouped by fiscal year and not bond year

* The State Board of Equalization has declared a 2.00% inflationary growth for the 2019-20 fiscal year.



CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

| Exhibit 10D | | | | | | | | | | | |
|--|-------------------------|---------------------------|--|----------------------|----------------------------|----------------------------------|---|------------------------------|--|-------------------------|--|
| Tax Increment Projections | | | | | | | | | | | |
| Southern California Logistics Airport Authority - Victorville Area | | | | | | | | | | | |
| Fiscal Year | Secured Assessed Values | Unsecured Assessed Values | Increased Value Due to New Development | Total Assessed Value | Incremental Assessed Value | Estimated Gross Tax Increment 1% | Low & Moderate Income Housing Set-Aside 20% | Pass Through Payments 28.28% | Net Revenue to Member Jurisdiction 50% | Net Revenue to SCLA 50% | |
| BY | | | | 1,168,446,878 | | | | | | | |
| 2018-19 | 3,592,072,227 | 119,662,990 | | 3,711,735,217 | 2,543,288,339 | 25,432,883 | (5,086,577) | (7,191,150) | 6,577,579 | 6,577,579 | |
| 2019-20* | 3,663,913,672 | 119,662,990 | 23,218,553 | 3,806,795,215 | 2,638,348,337 | 26,383,483 | (5,276,697) | (7,459,932) | 6,823,427 | 6,823,427 | |
| 2020-21 | 3,760,410,498 | 119,662,990 | | 3,880,073,488 | 2,711,626,610 | 27,116,266 | (5,423,253) | (7,667,126) | 7,012,943 | 7,012,943 | |
| 2021-22 | 3,835,618,708 | 119,662,990 | | 3,955,281,698 | 2,786,834,820 | 27,868,348 | (5,573,670) | (7,879,778) | 7,207,451 | 7,207,451 | |
| 2022-23 | 3,912,331,082 | 119,662,990 | | 4,031,994,072 | 2,863,547,194 | 28,635,472 | (5,727,094) | (8,096,682) | 7,405,848 | 7,405,848 | |
| 2023-24 | 3,990,577,704 | 119,662,990 | | 4,110,240,694 | 2,941,793,816 | 29,417,938 | (5,883,588) | (8,317,924) | 7,608,213 | 7,608,213 | |
| 2024-25 | 4,070,389,258 | 119,662,990 | | 4,190,052,248 | 3,021,605,370 | 30,216,054 | (6,043,211) | (8,543,591) | 7,814,626 | 7,814,626 | |
| 2025-26 | 4,151,797,043 | 119,662,990 | | 4,271,460,033 | 3,103,013,155 | 31,030,132 | (6,206,026) | (8,773,772) | 8,025,167 | 8,025,167 | |
| 2026-27 | 4,234,832,984 | 119,662,990 | | 4,354,495,974 | 3,186,049,096 | 31,860,491 | (6,372,098) | (9,008,556) | 8,239,918 | 8,239,918 | |
| 2027-28 | 4,319,529,643 | 119,662,990 | | 4,439,192,633 | 3,270,745,755 | 32,707,458 | (6,541,492) | (9,248,036) | 8,458,965 | 8,458,965 | |
| 2028-29 | 4,405,920,236 | 119,662,990 | | 4,525,583,226 | 3,357,136,348 | 33,571,363 | (6,714,273) | (9,492,306) | 8,682,393 | 8,682,393 | |
| 2029-30 | 4,494,038,641 | 119,662,990 | | 4,613,701,631 | 3,445,254,753 | 34,452,548 | (6,890,510) | (9,741,460) | 8,910,289 | 8,910,289 | |
| 2030-31 | 4,583,919,414 | 119,662,990 | | 4,703,582,404 | 3,535,135,526 | 35,351,355 | (7,070,271) | (9,995,598) | 9,142,743 | 9,142,743 | |
| 2031-32 | 4,675,597,802 | 119,662,990 | | 4,795,260,792 | 3,626,813,914 | 36,268,139 | (7,253,628) | (10,254,819) | 9,379,846 | 9,379,846 | |
| 2032-33 | 4,769,109,758 | 119,662,990 | | 4,888,772,748 | 3,720,325,870 | 37,203,259 | (7,440,652) | (10,519,224) | 9,621,691 | 9,621,691 | |
| 2033-34 | 4,864,491,953 | 119,662,990 | | 4,984,154,943 | 3,815,708,065 | 38,157,081 | (7,631,416) | (10,788,917) | 9,868,374 | 9,868,374 | |
| 2034-35 | 4,961,781,792 | 119,662,990 | | 5,081,444,782 | 3,912,997,904 | 39,129,979 | (7,825,996) | (11,064,004) | 10,119,989 | 10,119,989 | |
| 2035-36 | 5,061,017,428 | 119,662,990 | | 5,180,680,418 | 4,012,233,540 | 40,122,335 | (8,024,467) | (11,344,593) | 10,376,637 | 10,376,637 | |
| 2036-37 | 5,162,237,777 | 119,662,990 | | 5,281,900,767 | 4,113,453,889 | 41,134,539 | (8,226,908) | (11,630,794) | 10,638,419 | 10,638,419 | |
| 2037-38 | 5,265,482,532 | 119,662,990 | | 5,385,145,522 | 4,216,698,644 | 42,166,986 | (8,433,397) | (11,922,719) | 10,905,435 | 10,905,435 | |
| 2038-39 | 5,370,792,183 | 119,662,990 | | 5,490,455,173 | 4,322,008,295 | 43,220,083 | (8,644,017) | (12,220,482) | 11,177,792 | 11,177,792 | |
| 2039-40 | 5,478,208,027 | 119,662,990 | | 5,597,871,017 | 4,429,424,139 | 44,294,241 | (8,858,848) | (12,524,200) | 11,455,597 | 11,455,597 | |
| 2040-41 | 5,587,772,187 | 119,662,990 | | 5,707,435,177 | 4,538,988,299 | 45,389,883 | (9,077,977) | (12,833,993) | 11,738,957 | 11,738,957 | |
| 2041-42 | 5,699,527,631 | 119,662,990 | | 5,819,190,621 | 4,650,743,743 | 46,507,437 | (9,301,487) | (13,149,981) | 12,027,984 | 12,027,984 | |
| 2042-43 | 5,813,518,184 | 119,662,990 | | 5,933,181,174 | 4,764,734,296 | 47,647,343 | (9,529,469) | (13,472,290) | 12,322,792 | 12,322,792 | |
| 2043-44 | 5,929,788,547 | 119,662,990 | | 6,049,451,537 | 4,881,004,659 | 48,810,047 | (9,762,009) | (13,801,044) | 12,623,496 | 12,623,496 | |
| 2044-45 | 6,048,384,318 | 119,662,990 | | 6,168,047,308 | 4,999,600,430 | 49,996,004 | (9,999,201) | (14,136,374) | 12,930,215 | 12,930,215 | |
| 2045-46 | 6,169,352,005 | 119,662,990 | | 6,289,014,995 | 5,120,568,117 | 51,205,681 | (10,241,136) | (14,478,410) | 13,243,067 | 13,243,067 | |
| 2046-47 | 6,292,739,045 | 119,662,990 | | 6,412,402,035 | 5,243,955,157 | 52,439,552 | (10,487,910) | (14,827,287) | 13,562,177 | 13,562,177 | |
| 2047-48 | 6,418,593,826 | 119,662,990 | | 6,538,256,816 | 5,369,809,938 | 53,698,099 | (10,739,620) | (15,183,142) | 13,887,669 | 13,887,669 | |
| 2048-49 | 6,546,965,702 | 119,662,990 | | 6,666,628,692 | 5,498,181,814 | 54,981,818 | (10,996,364) | (15,546,113) | 14,219,671 | 14,219,671 | |
| 2049-50 | 6,677,905,016 | 119,662,990 | | 6,797,588,006 | 5,629,121,128 | 56,291,211 | (11,258,242) | (15,916,344) | 14,558,312 | 14,558,312 | |
| 2050-51 | 6,811,463,116 | 119,662,990 | | 6,931,126,106 | 5,762,679,228 | 57,626,792 | (11,525,358) | (16,293,980) | 14,903,727 | 14,903,727 | |
| 2051-52 | 6,947,692,379 | 119,662,990 | | 7,067,355,369 | 5,898,908,491 | 58,989,085 | (11,797,817) | (16,679,168) | 15,256,050 | 15,256,050 | |

* The State Board of Equalization has declared a 2.00% inflationary growth for the 2019-20 fiscal year.



CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

| Exhibit 10E | | | | | | | | | |
|---|-------------------------|---------------------------|----------------------|----------------------------|----------------------------------|---|-----------------------|---------------------|--|
| Tax Increment Projections | | | | | | | | | |
| Southern California Logistics Airport Authority - SCLA Area | | | | | | | | | |
| Fiscal Year | Secured Assessed Values | Unsecured Assessed Values | Total Assessed Value | Incremental Assessed Value | Estimated Gross Tax Increment 1% | Low & Moderate Income Housing Set-Aside 20% | Pass Through Payments | Net Revenue to SCLA | |
| BY | | | 7,854,350 | | | | 26.51% | 100% | |
| 2018-19 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2019-20* | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2020-21 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2021-22 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2022-23 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2023-24 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2024-25 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2025-26 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2026-27 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2027-28 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2028-29 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2029-30 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2030-31 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2031-32 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2032-33 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2033-34 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2034-35 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2035-36 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2036-37 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2037-38 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2038-39 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2039-40 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2040-41 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2041-42 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2042-43 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2043-44 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2044-45 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2045-46 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2046-47 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2047-48 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2048-49 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2049-50 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2050-51 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |
| 2051-52 | 303,541,252 | 179,235,554 | 482,776,806 | 474,922,456 | 4,749,225 | (949,845) | (1,258,843) | 2,540,537 | |

* The State Board of Equalization has declared a 2.00% inflationary growth for the 2019-20 fiscal year.



CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

| Exhibit 10F | | | | | | | | | | | |
|--|-------------------------|---------------------------|----------------------|----------------------------|----------------------------------|---|------------------------------|--|-------------------------|--|--|
| Tax Increment Projections | | | | | | | | | | | |
| Southern California Logistics Airport Authority - San Bernardino County Area | | | | | | | | | | | |
| Fiscal Year | Secured Assessed Values | Unsecured Assessed Values | Total Assessed Value | Incremental Assessed Value | Estimated Gross Tax Increment 1% | Low & Moderate Income Housing Set-Aside 20% | Pass Through Payments 26.06% | Net Revenue to Member Jurisdiction 50% | Net Revenue to SCLA 50% | | |
| BY | | | 49,387,466 | | | | | | | | |
| 2018-19 | 336,552,793 | 12,860,836 | 349,413,629 | 300,026,163 | 3,000,262 | (600,052) | (781,806) | 809,202 | 809,202 | | |
| 2019-20* | 343,283,849 | 12,860,836 | 356,144,685 | 306,757,219 | 3,067,572 | (613,514) | (799,345) | 827,356 | 827,356 | | |
| 2020-21 | 350,149,526 | 12,860,836 | 363,010,362 | 313,622,896 | 3,136,229 | (627,246) | (817,236) | 845,874 | 845,874 | | |
| 2021-22 | 357,152,516 | 12,860,836 | 370,013,352 | 320,625,886 | 3,206,259 | (641,252) | (835,484) | 864,761 | 864,761 | | |
| 2022-23 | 364,295,567 | 12,860,836 | 377,156,403 | 327,768,937 | 3,277,689 | (655,538) | (854,098) | 884,027 | 884,027 | | |
| 2023-24 | 371,581,478 | 12,860,836 | 384,442,314 | 335,054,848 | 3,350,548 | (670,110) | (873,083) | 903,678 | 903,678 | | |
| 2024-25 | 379,013,108 | 12,860,836 | 391,873,944 | 342,486,478 | 3,424,865 | (684,973) | (892,448) | 923,722 | 923,722 | | |
| 2025-26 | 386,593,370 | 12,860,836 | 399,454,206 | 350,066,740 | 3,500,667 | (700,133) | (912,201) | 944,166 | 944,166 | | |
| 2026-27 | 394,325,237 | 12,860,836 | 407,186,073 | 357,798,607 | 3,577,986 | (715,597) | (932,349) | 965,020 | 965,020 | | |
| 2027-28 | 402,211,742 | 12,860,836 | 415,072,578 | 365,685,112 | 3,656,851 | (731,370) | (952,899) | 986,291 | 986,291 | | |
| 2028-29 | 410,255,977 | 12,860,836 | 423,116,813 | 373,729,347 | 3,737,293 | (747,459) | (973,861) | 1,007,987 | 1,007,987 | | |
| 2029-30 | 418,461,096 | 12,860,836 | 431,321,932 | 381,934,466 | 3,819,345 | (763,869) | (995,242) | 1,030,117 | 1,030,117 | | |
| 2030-31 | 426,830,318 | 12,860,836 | 439,691,154 | 390,303,688 | 3,903,307 | (780,607) | (1,017,050) | 1,052,690 | 1,052,690 | | |
| 2031-32 | 435,366,925 | 12,860,836 | 448,227,761 | 398,840,295 | 3,988,403 | (797,681) | (1,039,295) | 1,075,714 | 1,075,714 | | |
| 2032-33 | 444,074,263 | 12,860,836 | 456,935,099 | 407,547,633 | 4,075,476 | (815,095) | (1,061,984) | 1,099,198 | 1,099,198 | | |
| 2033-34 | 452,955,748 | 12,860,836 | 465,816,584 | 416,429,118 | 4,164,291 | (832,858) | (1,085,128) | 1,123,153 | 1,123,153 | | |
| 2034-35 | 462,014,863 | 12,860,836 | 474,875,699 | 425,488,233 | 4,254,882 | (850,976) | (1,108,734) | 1,147,586 | 1,147,586 | | |
| 2035-36 | 471,255,161 | 12,860,836 | 484,115,997 | 434,728,531 | 4,347,285 | (869,457) | (1,132,812) | 1,172,508 | 1,172,508 | | |
| 2036-37 | 480,680,264 | 12,860,836 | 493,541,100 | 444,153,634 | 4,441,536 | (888,307) | (1,157,372) | 1,197,929 | 1,197,929 | | |
| 2037-38 | 490,293,869 | 12,860,836 | 503,154,705 | 453,767,239 | 4,537,672 | (907,534) | (1,182,423) | 1,223,857 | 1,223,857 | | |
| 2038-39 | 500,099,746 | 12,860,836 | 512,960,582 | 463,573,116 | 4,635,731 | (927,146) | (1,207,975) | 1,250,305 | 1,250,305 | | |
| 2039-40 | 510,101,741 | 12,860,836 | 522,962,577 | 473,575,111 | 4,735,751 | (947,150) | (1,234,038) | 1,277,281 | 1,277,281 | | |
| 2040-41 | 520,303,776 | 12,860,836 | 533,164,612 | 483,777,146 | 4,837,771 | (967,554) | (1,260,623) | 1,304,797 | 1,304,797 | | |
| 2041-42 | 530,709,852 | 12,860,836 | 543,570,688 | 494,183,222 | 4,941,832 | (988,366) | (1,287,739) | 1,332,864 | 1,332,864 | | |
| 2042-43 | 541,324,049 | 12,860,836 | 554,184,885 | 504,797,419 | 5,047,974 | (1,009,595) | (1,315,397) | 1,361,491 | 1,361,491 | | |
| 2043-44 | 552,150,530 | 12,860,836 | 565,011,366 | 515,623,900 | 5,156,239 | (1,031,248) | (1,343,609) | 1,390,691 | 1,390,691 | | |
| 2044-45 | 563,193,540 | 12,860,836 | 576,054,376 | 526,666,910 | 5,266,669 | (1,053,334) | (1,372,384) | 1,420,475 | 1,420,475 | | |
| 2045-46 | 574,457,411 | 12,860,836 | 587,318,247 | 537,930,781 | 5,379,308 | (1,075,862) | (1,401,736) | 1,450,855 | 1,450,855 | | |
| 2046-47 | 585,946,559 | 12,860,836 | 598,807,395 | 549,419,929 | 5,494,199 | (1,098,840) | (1,431,674) | 1,481,843 | 1,481,843 | | |
| 2047-48 | 597,665,490 | 12,860,836 | 610,526,326 | 561,138,860 | 5,611,389 | (1,122,278) | (1,462,211) | 1,513,450 | 1,513,450 | | |
| 2048-49 | 609,618,800 | 12,860,836 | 622,479,636 | 573,092,170 | 5,730,922 | (1,146,184) | (1,493,359) | 1,545,689 | 1,545,689 | | |
| 2049-50 | 621,811,176 | 12,860,836 | 634,672,012 | 585,284,546 | 5,852,845 | (1,170,569) | (1,525,130) | 1,578,573 | 1,578,573 | | |
| 2050-51 | 634,247,400 | 12,860,836 | 647,108,236 | 597,720,770 | 5,977,208 | (1,195,442) | (1,557,536) | 1,612,115 | 1,612,115 | | |
| 2051-52 | 646,932,348 | 12,860,836 | 659,793,184 | 610,405,718 | 6,104,057 | (1,220,811) | (1,590,590) | 1,646,328 | 1,646,328 | | |

* The State Board of Equalization has declared a 2.00% inflationary growth for the 2019-20 fiscal year.



CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

| Exhibit 10G | | | | | | | | | | |
|---|-------------------------|---------------------------|----------------------|----------------------------|----------------------------------|---|------------------------------|--|-------------------------|--|
| Tax Increment Projections | | | | | | | | | | |
| Southern California Logistics Airport Authority - Apple Valley Area | | | | | | | | | | |
| Fiscal Year | Secured Assessed Values | Unsecured Assessed Values | Total Assessed Value | Incremental Assessed Value | Estimated Gross Tax Increment 1% | Low & Moderate Income Housing Set-Aside 20% | Pass Through Payments 27.24% | Net Revenue to Member Jurisdiction 50% | Net Revenue to SCLA 50% | |
| BY | | | 436,031,342 | | | | | | | |
| 2018-19 | 1,132,804,996 | 25,521,520 | 1,158,326,516 | 722,295,174 | 7,222,952 | (1,444,590) | (1,967,455) | 1,905,453 | 1,905,453 | |
| 2019-20* | 1,155,461,096 | 25,521,520 | 1,180,982,616 | 744,951,274 | 7,449,513 | (1,489,903) | (2,029,168) | 1,965,221 | 1,965,221 | |
| 2020-21 | 1,178,570,318 | 25,521,520 | 1,204,091,838 | 768,060,496 | 7,680,605 | (1,536,121) | (2,092,115) | 2,026,184 | 2,026,184 | |
| 2021-22 | 1,202,141,724 | 25,521,520 | 1,227,663,244 | 791,631,902 | 7,916,319 | (1,583,264) | (2,156,321) | 2,088,367 | 2,088,367 | |
| 2022-23 | 1,226,184,559 | 25,521,520 | 1,251,706,079 | 815,674,737 | 8,156,747 | (1,631,349) | (2,221,811) | 2,151,793 | 2,151,793 | |
| 2023-24 | 1,250,708,250 | 25,521,520 | 1,276,229,770 | 840,198,428 | 8,401,984 | (1,680,397) | (2,286,611) | 2,216,488 | 2,216,488 | |
| 2024-25 | 1,275,722,415 | 25,521,520 | 1,301,243,935 | 865,212,593 | 8,652,126 | (1,730,425) | (2,356,747) | 2,282,477 | 2,282,477 | |
| 2025-26 | 1,301,236,863 | 25,521,520 | 1,326,758,383 | 890,727,041 | 8,907,270 | (1,781,454) | (2,426,246) | 2,349,785 | 2,349,785 | |
| 2026-27 | 1,327,261,600 | 25,521,520 | 1,352,783,120 | 916,751,778 | 9,167,518 | (1,833,504) | (2,497,134) | 2,418,440 | 2,418,440 | |
| 2027-28 | 1,353,806,832 | 25,521,520 | 1,379,328,352 | 943,297,010 | 9,432,970 | (1,886,594) | (2,569,441) | 2,488,468 | 2,488,468 | |
| 2028-29 | 1,380,882,969 | 25,521,520 | 1,406,404,489 | 970,373,147 | 9,703,731 | (1,940,746) | (2,643,193) | 2,559,896 | 2,559,896 | |
| 2029-30 | 1,408,500,628 | 25,521,520 | 1,434,022,148 | 997,990,806 | 9,979,908 | (1,995,982) | (2,718,421) | 2,632,753 | 2,632,753 | |
| 2030-31 | 1,436,670,641 | 25,521,520 | 1,462,192,161 | 1,026,160,819 | 10,261,608 | (2,052,322) | (2,795,153) | 2,707,067 | 2,707,067 | |
| 2031-32 | 1,465,404,054 | 25,521,520 | 1,490,925,574 | 1,054,894,232 | 10,548,942 | (2,109,788) | (2,873,420) | 2,782,867 | 2,782,867 | |
| 2032-33 | 1,494,712,135 | 25,521,520 | 1,520,233,655 | 1,084,202,313 | 10,842,023 | (2,168,405) | (2,953,252) | 2,860,183 | 2,860,183 | |
| 2033-34 | 1,524,606,378 | 25,521,520 | 1,550,127,898 | 1,114,096,556 | 11,140,966 | (2,228,193) | (3,034,680) | 2,939,046 | 2,939,046 | |
| 2034-35 | 1,555,098,505 | 25,521,520 | 1,580,620,025 | 1,144,588,683 | 11,445,887 | (2,289,177) | (3,117,738) | 3,019,486 | 3,019,486 | |
| 2035-36 | 1,586,200,475 | 25,521,520 | 1,611,721,995 | 1,175,690,653 | 11,756,907 | (2,351,381) | (3,202,456) | 3,101,535 | 3,101,535 | |
| 2036-37 | 1,617,924,485 | 25,521,520 | 1,643,446,005 | 1,207,414,663 | 12,074,147 | (2,414,829) | (3,288,869) | 3,185,224 | 3,185,224 | |
| 2037-38 | 1,650,282,974 | 25,521,520 | 1,675,804,494 | 1,239,773,152 | 12,397,732 | (2,479,546) | (3,377,010) | 3,270,588 | 3,270,588 | |
| 2038-39 | 1,683,288,634 | 25,521,520 | 1,708,810,154 | 1,272,778,812 | 12,727,788 | (2,545,558) | (3,466,914) | 3,357,658 | 3,357,658 | |
| 2039-40 | 1,716,954,407 | 25,521,520 | 1,742,475,927 | 1,306,444,585 | 13,064,446 | (2,612,889) | (3,558,616) | 3,446,470 | 3,446,470 | |
| 2040-41 | 1,751,293,495 | 25,521,520 | 1,776,815,015 | 1,340,783,673 | 13,407,837 | (2,681,567) | (3,652,152) | 3,537,059 | 3,537,059 | |
| 2041-42 | 1,786,319,365 | 25,521,520 | 1,811,840,885 | 1,375,809,543 | 13,758,095 | (2,751,619) | (3,747,559) | 3,629,459 | 3,629,459 | |
| 2042-43 | 1,822,045,752 | 25,521,520 | 1,847,567,272 | 1,411,535,930 | 14,115,359 | (2,823,072) | (3,844,874) | 3,723,707 | 3,723,707 | |
| 2043-44 | 1,858,486,667 | 25,521,520 | 1,884,008,187 | 1,447,976,845 | 14,479,768 | (2,895,954) | (3,944,135) | 3,819,840 | 3,819,840 | |
| 2044-45 | 1,895,656,400 | 25,521,520 | 1,921,177,920 | 1,485,146,578 | 14,851,466 | (2,970,293) | (4,045,381) | 3,917,896 | 3,917,896 | |
| 2045-46 | 1,933,569,528 | 25,521,520 | 1,959,091,048 | 1,523,059,706 | 15,230,597 | (3,046,119) | (4,148,652) | 4,017,913 | 4,017,913 | |
| 2046-47 | 1,972,240,919 | 25,521,520 | 1,997,762,439 | 1,561,731,097 | 15,617,311 | (3,123,462) | (4,253,989) | 4,119,930 | 4,119,930 | |
| 2047-48 | 2,011,685,737 | 25,521,520 | 2,037,207,257 | 1,601,175,915 | 16,011,759 | (3,202,352) | (4,361,433) | 4,223,987 | 4,223,987 | |
| 2048-49 | 2,051,919,452 | 25,521,520 | 2,077,440,972 | 1,641,409,630 | 16,414,096 | (3,282,819) | (4,471,025) | 4,330,126 | 4,330,126 | |
| 2049-50 | 2,092,957,841 | 25,521,520 | 2,118,479,361 | 1,682,448,019 | 16,824,480 | (3,364,896) | (4,582,809) | 4,438,387 | 4,438,387 | |
| 2050-51 | 2,134,816,998 | 25,521,520 | 2,160,338,518 | 1,724,307,176 | 17,243,072 | (3,448,614) | (4,696,829) | 4,548,814 | 4,548,814 | |
| 2051-52 | 2,177,513,338 | 25,521,520 | 2,203,034,858 | 1,767,003,516 | 17,670,035 | (3,534,007) | (4,813,129) | 4,661,449 | 4,661,449 | |

* The State Board of Equalization has declared a 2.00% inflationary growth for the 2019-20 fiscal year.



CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

| Exhibit 10H | | | | | | | | | | |
|---|-------------------------|---------------------------|----------------------|----------------------------|----------------------------------|---|------------------------------|--|-------------------------|--|
| Tax Increment Projections | | | | | | | | | | |
| Southern California Logistics Airport Authority - Hesperia Area | | | | | | | | | | |
| Fiscal Year | Secured Assessed Values | Unsecured Assessed Values | Total Assessed Value | Incremental Assessed Value | Estimated Gross Tax Increment 1% | Low & Moderate Income Housing Set-Aside 20% | Pass Through Payments 30.16% | Net Revenue to Member Jurisdiction 50% | Net Revenue to SCLA 50% | |
| BY | | | 122,113,885 | | | | | | | |
| 2018-19 | 290,395,907 | 1,064,817 | 291,460,724 | 169,346,839 | 1,693,468 | (338,694) | (510,792) | 421,991 | 421,991 | |
| 2019-20* | 296,203,825 | 1,064,817 | 297,268,642 | 175,154,757 | 1,751,548 | (350,310) | (528,311) | 436,464 | 436,464 | |
| 2020-21 | 302,127,902 | 1,064,817 | 303,192,719 | 181,078,834 | 1,810,788 | (362,158) | (546,179) | 451,226 | 451,226 | |
| 2021-22 | 308,170,460 | 1,064,817 | 309,235,277 | 187,121,392 | 1,871,214 | (374,243) | (564,405) | 466,283 | 466,283 | |
| 2022-23 | 314,333,869 | 1,064,817 | 315,398,686 | 193,284,801 | 1,932,848 | (386,570) | (582,995) | 481,642 | 481,642 | |
| 2023-24 | 320,620,546 | 1,064,817 | 321,685,363 | 199,571,478 | 1,995,715 | (399,143) | (601,957) | 497,307 | 497,307 | |
| 2024-25 | 327,032,957 | 1,064,817 | 328,097,774 | 205,983,889 | 2,059,839 | (411,968) | (621,299) | 513,286 | 513,286 | |
| 2025-26 | 333,573,616 | 1,064,817 | 334,638,433 | 212,524,548 | 2,125,245 | (425,049) | (641,027) | 529,585 | 529,585 | |
| 2026-27 | 340,245,089 | 1,064,817 | 341,309,906 | 219,196,021 | 2,191,960 | (438,392) | (661,150) | 546,209 | 546,209 | |
| 2027-28 | 347,049,990 | 1,064,817 | 348,114,807 | 226,000,922 | 2,260,009 | (452,002) | (681,675) | 563,166 | 563,166 | |
| 2028-29 | 353,990,990 | 1,064,817 | 355,055,807 | 232,941,922 | 2,329,419 | (465,884) | (702,611) | 580,462 | 580,462 | |
| 2029-30 | 361,070,810 | 1,064,817 | 362,135,627 | 240,021,742 | 2,400,217 | (480,043) | (723,966) | 598,104 | 598,104 | |
| 2030-31 | 368,292,226 | 1,064,817 | 369,357,043 | 247,243,158 | 2,472,432 | (494,486) | (745,747) | 616,099 | 616,099 | |
| 2031-32 | 375,658,071 | 1,064,817 | 376,722,888 | 254,609,003 | 2,546,090 | (509,218) | (767,964) | 634,454 | 634,454 | |
| 2032-33 | 383,171,232 | 1,064,817 | 384,236,049 | 262,122,164 | 2,621,222 | (524,244) | (790,626) | 653,176 | 653,176 | |
| 2033-34 | 390,834,657 | 1,064,817 | 391,899,474 | 269,785,589 | 2,697,856 | (539,571) | (813,741) | 672,272 | 672,272 | |
| 2034-35 | 398,651,350 | 1,064,817 | 399,716,167 | 277,602,282 | 2,776,023 | (555,205) | (837,318) | 691,750 | 691,750 | |
| 2035-36 | 406,624,377 | 1,064,817 | 407,689,194 | 285,575,309 | 2,855,753 | (571,151) | (861,366) | 711,618 | 711,618 | |
| 2036-37 | 414,756,864 | 1,064,817 | 415,821,681 | 293,707,796 | 2,937,078 | (587,416) | (885,896) | 731,883 | 731,883 | |
| 2037-38 | 423,052,002 | 1,064,817 | 424,116,819 | 302,002,934 | 3,020,029 | (604,006) | (910,916) | 752,554 | 752,554 | |
| 2038-39 | 431,513,042 | 1,064,817 | 432,577,859 | 310,463,974 | 3,104,640 | (620,928) | (936,437) | 773,637 | 773,637 | |
| 2039-40 | 440,143,303 | 1,064,817 | 441,208,120 | 319,094,235 | 3,190,942 | (638,188) | (962,468) | 795,143 | 795,143 | |
| 2040-41 | 448,946,169 | 1,064,817 | 450,010,986 | 327,897,101 | 3,278,971 | (655,794) | (989,020) | 817,079 | 817,079 | |
| 2041-42 | 457,925,092 | 1,064,817 | 458,989,909 | 336,876,024 | 3,368,760 | (673,752) | (1,016,102) | 839,453 | 839,453 | |
| 2042-43 | 467,083,594 | 1,064,817 | 468,148,411 | 346,034,526 | 3,460,345 | (692,069) | (1,043,727) | 862,275 | 862,275 | |
| 2043-44 | 476,425,266 | 1,064,817 | 477,490,083 | 355,376,198 | 3,553,762 | (710,752) | (1,071,903) | 885,553 | 885,553 | |
| 2044-45 | 485,953,771 | 1,064,817 | 487,018,588 | 364,904,703 | 3,649,047 | (729,809) | (1,100,644) | 909,297 | 909,297 | |
| 2045-46 | 495,672,847 | 1,064,817 | 496,737,664 | 374,623,779 | 3,746,238 | (749,248) | (1,129,959) | 933,516 | 933,516 | |
| 2046-47 | 505,586,303 | 1,064,817 | 506,651,120 | 384,537,235 | 3,845,372 | (769,074) | (1,159,860) | 958,219 | 958,219 | |
| 2047-48 | 515,698,030 | 1,064,817 | 516,762,847 | 394,648,962 | 3,946,490 | (789,298) | (1,190,360) | 983,416 | 983,416 | |
| 2048-49 | 526,011,990 | 1,064,817 | 527,076,807 | 404,962,922 | 4,049,629 | (809,996) | (1,221,469) | 1,009,117 | 1,009,117 | |
| 2049-50 | 536,532,230 | 1,064,817 | 537,597,047 | 415,483,162 | 4,154,832 | (830,966) | (1,253,201) | 1,035,332 | 1,035,332 | |
| 2050-51 | 547,262,875 | 1,064,817 | 548,327,692 | 426,213,807 | 4,262,138 | (852,428) | (1,285,567) | 1,062,072 | 1,062,072 | |
| 2051-52 | 558,208,132 | 1,064,817 | 559,272,949 | 437,159,064 | 4,371,591 | (874,318) | (1,318,581) | 1,089,346 | 1,089,346 | |

* The State Board of Equalization has declared a 2.00% inflationary growth for the 2019-20 fiscal year.



CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

| Exhibit 101 | | | | | | | | | | | |
|--|-------------------------|---------------------------|----------------------|----------------------------|----------------------------------|---|---------------------------------|--|--|---------------------|-----|
| Tax Increment Projections | | | | | | | | | | | |
| Southern California Logistics Airport Authority - Adelanto Amendment IV Area | | | | | | | | | | | |
| Fiscal Year | Secured Assessed Values | Unsecured Assessed Values | Total Assessed Value | Incremental Assessed Value | Estimated Gross Tax Increment 1% | Low & Moderate Income Housing Set-Aside 20% | Statutory Pass Through Payments | Net Revenue To WVEDA Reimbursement 25% | Net Revenue to Member Jurisdiction 25% | Net Revenue to SCLA | 50% |
| BY | | | 14,452,309 | | | | | | | | |
| 2018-19 | 61,660,377 | 2,240,562 | 63,900,939 | 49,448,630 | 494,486 | (98,897) | (115,331) | 70,065 | 70,065 | 140,129 | |
| 2019-20* | 62,893,585 | 2,240,562 | 65,134,147 | 50,681,838 | 506,818 | (101,364) | (119,869) | 71,396 | 71,396 | 142,793 | |
| 2020-21 | 64,151,456 | 2,240,562 | 66,392,018 | 51,939,709 | 519,397 | (103,879) | (124,498) | 72,755 | 72,755 | 145,510 | |
| 2021-22 | 65,434,485 | 2,240,562 | 67,675,047 | 53,222,738 | 532,227 | (106,445) | (129,220) | 74,141 | 74,141 | 148,281 | |
| 2022-23 | 66,743,175 | 2,240,562 | 68,983,737 | 54,531,428 | 545,314 | (109,063) | (134,036) | 75,554 | 75,554 | 151,108 | |
| 2023-24 | 68,078,039 | 2,240,562 | 70,318,601 | 55,866,292 | 558,663 | (111,733) | (138,948) | 76,996 | 76,996 | 153,991 | |
| 2024-25 | 69,439,599 | 2,240,562 | 71,680,161 | 57,227,852 | 572,279 | (114,456) | (143,959) | 78,466 | 78,466 | 156,932 | |
| 2025-26 | 70,828,391 | 2,240,562 | 73,068,953 | 58,616,944 | 586,166 | (117,233) | (149,069) | 79,966 | 79,966 | 159,932 | |
| 2026-27 | 72,244,959 | 2,240,562 | 74,485,521 | 60,033,212 | 600,332 | (120,066) | (154,282) | 81,496 | 81,496 | 162,992 | |
| 2027-28 | 73,689,858 | 2,240,562 | 75,930,420 | 61,478,111 | 614,781 | (122,956) | (159,600) | 83,056 | 83,056 | 166,113 | |
| 2028-29 | 75,163,655 | 2,240,562 | 77,404,217 | 62,951,908 | 629,519 | (125,904) | (165,023) | 84,648 | 84,648 | 169,296 | |
| 2029-30 | 76,666,929 | 2,240,562 | 78,907,491 | 64,455,182 | 644,552 | (128,910) | (170,555) | 86,272 | 86,272 | 172,543 | |
| 2030-31 | 78,200,267 | 2,240,562 | 80,440,829 | 65,988,520 | 659,885 | (131,977) | (176,198) | 87,928 | 87,928 | 175,855 | |
| 2031-32 | 79,764,273 | 2,240,562 | 82,004,835 | 67,552,526 | 675,525 | (135,105) | (181,953) | 89,617 | 89,617 | 179,233 | |
| 2032-33 | 81,359,558 | 2,240,562 | 83,600,120 | 69,147,811 | 691,478 | (138,296) | (187,824) | 91,340 | 91,340 | 182,679 | |
| 2033-34 | 82,986,749 | 2,240,562 | 85,227,311 | 70,775,002 | 707,750 | (141,550) | (193,812) | 93,097 | 93,097 | 186,194 | |
| 2034-35 | 84,646,484 | 2,240,562 | 86,887,046 | 72,434,737 | 724,347 | (144,869) | (199,920) | 94,890 | 94,890 | 189,779 | |
| 2035-36 | 86,339,414 | 2,240,562 | 88,579,976 | 74,127,667 | 741,277 | (148,255) | (208,046) | 96,244 | 96,244 | 192,488 | |
| 2036-37 | 88,066,202 | 2,240,562 | 90,306,764 | 75,854,455 | 758,545 | (151,709) | (216,335) | 97,625 | 97,625 | 195,251 | |
| 2037-38 | 89,827,526 | 2,240,562 | 92,068,088 | 77,615,779 | 776,158 | (155,232) | (224,789) | 99,034 | 99,034 | 198,069 | |
| 2038-39 | 91,624,077 | 2,240,562 | 93,864,639 | 79,412,330 | 794,123 | (158,825) | (233,412) | 100,472 | 100,472 | 200,943 | |
| 2039-40 | 93,456,558 | 2,240,562 | 95,697,120 | 81,244,811 | 812,448 | (162,490) | (242,208) | 101,938 | 101,938 | 203,875 | |
| 2040-41 | 95,325,689 | 2,240,562 | 97,566,251 | 83,113,942 | 831,139 | (166,228) | (251,180) | 103,433 | 103,433 | 206,866 | |
| 2041-42 | 97,232,203 | 2,240,562 | 99,472,765 | 85,020,456 | 850,205 | (170,041) | (260,331) | 104,958 | 104,958 | 209,916 | |
| 2042-43 | 99,176,847 | 2,240,562 | 101,417,409 | 86,965,100 | 869,651 | (173,930) | (269,666) | 106,514 | 106,514 | 213,028 | |
| 2043-44 | 101,160,384 | 2,240,562 | 103,400,946 | 88,948,637 | 889,486 | (177,897) | (279,187) | 108,101 | 108,101 | 216,201 | |
| 2044-45 | 103,183,592 | 2,240,562 | 105,424,154 | 90,971,845 | 909,718 | (181,944) | (288,898) | 109,719 | 109,719 | 219,438 | |
| 2045-46 | 105,247,264 | 2,240,562 | 107,487,826 | 93,035,517 | 930,355 | (186,071) | (298,804) | 111,370 | 111,370 | 222,740 | |
| 2046-47 | 107,352,209 | 2,240,562 | 109,592,771 | 95,140,462 | 951,405 | (190,261) | (308,907) | 113,054 | 113,054 | 226,108 | |
| 2047-48 | 109,499,253 | 2,240,562 | 111,739,815 | 97,287,506 | 972,675 | (194,575) | (319,213) | 114,772 | 114,772 | 229,543 | |
| 2048-49 | 111,689,238 | 2,240,562 | 113,929,800 | 99,477,491 | 994,775 | (198,955) | (329,725) | 116,524 | 116,524 | 233,047 | |
| 2049-50 | 113,923,023 | 2,240,562 | 116,163,585 | 101,711,276 | 1,017,113 | (203,423) | (340,447) | 118,311 | 118,311 | 236,621 | |
| 2050-51 | 116,201,483 | 2,240,562 | 118,442,045 | 103,989,736 | 1,039,897 | (207,979) | (351,384) | 120,134 | 120,134 | 240,267 | |
| 2051-52 | 118,525,513 | 2,240,562 | 120,766,075 | 106,313,766 | 1,063,138 | (212,628) | (362,539) | 121,993 | 121,993 | 243,985 | |

* The State Board of Equalization has declared a 2.00% inflationary growth for the 2019-20 fiscal year.



CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

| Exhibit 10.J | | | | | | | | | | | |
|---|-------------------------|---------------------------|----------------------|----------------------------|----------------------------------|---|---------------------------------|--|-------------------------|--|--|
| Tax Increment Projections | | | | | | | | | | | |
| Southern California Logistics Airport Authority - San Bernardino County Amendment IV Area | | | | | | | | | | | |
| Fiscal Year | Secured Assessed Values | Unsecured Assessed Values | Total Assessed Value | Incremental Assessed Value | Estimated Gross Tax Increment 1% | Low & Moderate Income Housing Set-Aside 20% | Statutory Pass Through Payments | Net Revenue to Member Jurisdiction 50% | Net Revenue to SCLA 50% | | |
| BY | | | 9,132,464 | | | | | | | | |
| 2018-19 | 21,952,341 | - | 21,952,341 | 12,819,877 | 128,199 | (25,640) | (25,640) | 38,460 | 38,460 | | |
| 2019-20* | 22,391,388 | - | 22,391,388 | 13,258,924 | 132,589 | (26,518) | (26,518) | 39,777 | 39,777 | | |
| 2020-21 | 22,839,216 | - | 22,839,216 | 13,706,752 | 137,068 | (27,414) | (27,414) | 41,120 | 41,120 | | |
| 2021-22 | 23,296,000 | - | 23,296,000 | 14,163,536 | 141,635 | (28,327) | (28,327) | 42,491 | 42,491 | | |
| 2022-23 | 23,761,920 | - | 23,761,920 | 14,629,456 | 146,295 | (29,259) | (29,259) | 43,888 | 43,888 | | |
| 2023-24 | 24,237,158 | - | 24,237,158 | 15,104,694 | 151,047 | (30,209) | (30,209) | 45,314 | 45,314 | | |
| 2024-25 | 24,721,901 | - | 24,721,901 | 15,589,437 | 155,894 | (31,179) | (31,179) | 46,768 | 46,768 | | |
| 2025-26 | 25,216,339 | - | 25,216,339 | 16,083,875 | 160,839 | (32,168) | (32,168) | 48,252 | 48,252 | | |
| 2026-27 | 25,720,666 | - | 25,720,666 | 16,588,202 | 165,882 | (33,176) | (33,176) | 49,765 | 49,765 | | |
| 2027-28 | 26,235,080 | - | 26,235,080 | 17,102,616 | 171,026 | (34,205) | (34,892) | 50,965 | 50,965 | | |
| 2028-29 | 26,759,781 | - | 26,759,781 | 17,627,317 | 176,273 | (35,255) | (36,823) | 52,098 | 52,098 | | |
| 2029-30 | 27,294,977 | - | 27,294,977 | 18,162,513 | 181,625 | (36,325) | (38,792) | 53,254 | 53,254 | | |
| 2030-31 | 27,840,876 | - | 27,840,876 | 18,708,412 | 187,084 | (37,417) | (40,801) | 54,433 | 54,433 | | |
| 2031-32 | 28,397,694 | - | 28,397,694 | 19,265,230 | 192,652 | (38,530) | (42,850) | 55,636 | 55,636 | | |
| 2032-33 | 28,965,648 | - | 28,965,648 | 19,833,184 | 198,332 | (39,666) | (44,940) | 56,863 | 56,863 | | |
| 2033-34 | 29,544,961 | - | 29,544,961 | 20,412,497 | 204,125 | (40,825) | (47,072) | 58,114 | 58,114 | | |
| 2034-35 | 30,135,860 | - | 30,135,860 | 21,003,396 | 210,034 | (42,007) | (49,246) | 59,390 | 59,390 | | |
| 2035-36 | 30,738,577 | - | 30,738,577 | 21,606,113 | 216,061 | (43,212) | (52,140) | 60,355 | 60,355 | | |
| 2036-37 | 31,353,349 | - | 31,353,349 | 22,220,885 | 222,209 | (44,442) | (55,090) | 61,338 | 61,338 | | |
| 2037-38 | 31,980,416 | - | 31,980,416 | 22,847,952 | 228,480 | (45,696) | (58,100) | 62,342 | 62,342 | | |
| 2038-39 | 32,620,024 | - | 32,620,024 | 23,487,560 | 234,876 | (46,975) | (61,170) | 63,365 | 63,365 | | |
| 2039-40 | 33,272,424 | - | 33,272,424 | 24,139,960 | 241,400 | (48,280) | (64,302) | 64,409 | 64,409 | | |
| 2040-41 | 33,937,873 | - | 33,937,873 | 24,805,409 | 248,054 | (49,611) | (67,496) | 65,474 | 65,474 | | |
| 2041-42 | 34,616,630 | - | 34,616,630 | 25,484,166 | 254,842 | (50,968) | (70,754) | 66,560 | 66,560 | | |
| 2042-43 | 35,308,963 | - | 35,308,963 | 26,176,499 | 261,765 | (52,353) | (74,077) | 67,667 | 67,667 | | |
| 2043-44 | 36,015,142 | - | 36,015,142 | 26,882,678 | 268,827 | (53,765) | (77,467) | 68,797 | 68,797 | | |
| 2044-45 | 36,735,445 | - | 36,735,445 | 27,602,981 | 276,030 | (55,206) | (80,925) | 69,950 | 69,950 | | |
| 2045-46 | 37,470,154 | - | 37,470,154 | 28,337,690 | 283,377 | (56,675) | (84,451) | 71,125 | 71,125 | | |
| 2046-47 | 38,219,557 | - | 38,219,557 | 29,087,093 | 290,871 | (58,174) | (88,048) | 72,324 | 72,324 | | |
| 2047-48 | 38,983,948 | - | 38,983,948 | 29,851,484 | 298,515 | (59,703) | (91,717) | 73,547 | 73,547 | | |
| 2048-49 | 39,763,627 | - | 39,763,627 | 30,631,163 | 306,312 | (61,262) | (95,460) | 74,795 | 74,795 | | |
| 2049-50 | 40,558,900 | - | 40,558,900 | 31,426,436 | 314,264 | (62,853) | (99,277) | 76,067 | 76,067 | | |
| 2050-51 | 41,370,078 | - | 41,370,078 | 32,237,614 | 322,376 | (64,475) | (103,171) | 77,365 | 77,365 | | |
| 2051-52 | 42,197,479 | - | 42,197,479 | 33,065,015 | 330,650 | (66,130) | (107,142) | 78,689 | 78,689 | | |

* The State Board of Equalization has declared a 2.00% inflationary growth for the 2019-20 fiscal year.



CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

| Exhibit 10K | | | | | | | | | | |
|---|-------------------------|---------------------------|----------------------|----------------------------|----------------------------------|---|---------------------------------|--|-------------------------|--|
| Tax Increment Projections | | | | | | | | | | |
| Southern California Logistics Airport Authority - Victorville Amendment IV Area | | | | | | | | | | |
| Fiscal Year | Secured Assessed Values | Unsecured Assessed Values | Total Assessed Value | Incremental Assessed Value | Estimated Gross Tax Increment 1% | Low & Moderate Income Housing Set-Aside 20% | Statutory Pass Through Payments | Net Revenue to Member Jurisdiction 50% | Net Revenue to SCLA 50% | |
| BY | | | 1,372,041 | | | | | | | |
| 2018-19 | 7,918,281 | - | 7,918,281 | 6,546,240 | 65,462 | (13,092) | (13,092) | 19,639 | 19,639 | |
| 2019-20* | 8,076,647 | - | 8,076,647 | 6,704,606 | 67,046 | (13,409) | (13,409) | 20,114 | 20,114 | |
| 2020-21 | 8,238,180 | - | 8,238,180 | 6,866,139 | 68,661 | (13,732) | (13,966) | 20,482 | 20,482 | |
| 2021-22 | 8,402,943 | - | 8,402,943 | 7,030,902 | 70,309 | (14,062) | (14,572) | 20,838 | 20,838 | |
| 2022-23 | 8,571,002 | - | 8,571,002 | 7,198,961 | 71,990 | (14,398) | (15,190) | 21,201 | 21,201 | |
| 2023-24 | 8,742,422 | - | 8,742,422 | 7,370,381 | 73,704 | (14,741) | (15,821) | 21,571 | 21,571 | |
| 2024-25 | 8,917,270 | - | 8,917,270 | 7,545,229 | 75,452 | (15,090) | (16,465) | 21,949 | 21,949 | |
| 2025-26 | 9,095,616 | - | 9,095,616 | 7,723,575 | 77,236 | (15,447) | (17,121) | 22,334 | 22,334 | |
| 2026-27 | 9,277,528 | - | 9,277,528 | 7,905,487 | 79,055 | (15,811) | (17,790) | 22,727 | 22,727 | |
| 2027-28 | 9,463,079 | - | 9,463,079 | 8,091,038 | 80,910 | (16,182) | (18,473) | 23,128 | 23,128 | |
| 2028-29 | 9,652,340 | - | 9,652,340 | 8,280,299 | 82,803 | (16,561) | (19,170) | 23,536 | 23,536 | |
| 2029-30 | 9,845,387 | - | 9,845,387 | 8,473,346 | 84,733 | (16,947) | (19,880) | 23,953 | 23,953 | |
| 2030-31 | 10,042,295 | - | 10,042,295 | 8,670,254 | 86,703 | (17,341) | (20,605) | 24,379 | 24,379 | |
| 2031-32 | 10,243,141 | - | 10,243,141 | 8,871,100 | 88,711 | (17,742) | (21,344) | 24,813 | 24,813 | |
| 2032-33 | 10,448,004 | - | 10,448,004 | 9,075,963 | 90,760 | (18,152) | (22,098) | 25,255 | 25,255 | |
| 2033-34 | 10,656,964 | - | 10,656,964 | 9,284,923 | 92,849 | (18,570) | (22,867) | 25,706 | 25,706 | |
| 2034-35 | 10,870,103 | - | 10,870,103 | 9,498,062 | 94,981 | (18,996) | (23,651) | 26,167 | 26,167 | |
| 2035-36 | 11,087,505 | - | 11,087,505 | 9,715,464 | 97,155 | (19,431) | (24,695) | 26,515 | 26,515 | |
| 2036-37 | 11,309,255 | - | 11,309,255 | 9,937,214 | 99,372 | (19,874) | (25,759) | 26,869 | 26,869 | |
| 2037-38 | 11,535,440 | - | 11,535,440 | 10,163,399 | 101,634 | (20,327) | (26,845) | 27,231 | 27,231 | |
| 2038-39 | 11,766,149 | - | 11,766,149 | 10,394,108 | 103,941 | (20,788) | (27,952) | 27,600 | 27,600 | |
| 2039-40 | 12,001,472 | - | 12,001,472 | 10,629,431 | 106,294 | (21,259) | (29,082) | 27,977 | 27,977 | |
| 2040-41 | 12,241,501 | - | 12,241,501 | 10,869,460 | 108,695 | (21,739) | (30,234) | 28,361 | 28,361 | |
| 2041-42 | 12,486,331 | - | 12,486,331 | 11,114,290 | 111,143 | (22,229) | (31,409) | 28,753 | 28,753 | |
| 2042-43 | 12,736,058 | - | 12,736,058 | 11,364,017 | 113,640 | (22,728) | (32,608) | 29,152 | 29,152 | |
| 2043-44 | 12,990,779 | - | 12,990,779 | 11,618,738 | 116,187 | (23,237) | (33,830) | 29,560 | 29,560 | |
| 2044-45 | 13,250,595 | - | 13,250,595 | 11,878,554 | 118,786 | (23,757) | (35,077) | 29,976 | 29,976 | |
| 2045-46 | 13,515,607 | - | 13,515,607 | 12,143,566 | 121,436 | (24,287) | (36,349) | 30,400 | 30,400 | |
| 2046-47 | 13,785,919 | - | 13,785,919 | 12,413,878 | 124,139 | (24,828) | (37,647) | 30,832 | 30,832 | |
| 2047-48 | 14,061,637 | - | 14,061,637 | 12,689,596 | 126,896 | (25,379) | (38,970) | 31,273 | 31,273 | |
| 2048-49 | 14,342,870 | - | 14,342,870 | 12,970,829 | 129,708 | (25,942) | (40,320) | 31,723 | 31,723 | |
| 2049-50 | 14,629,727 | - | 14,629,727 | 13,257,686 | 132,577 | (26,515) | (41,697) | 32,182 | 32,182 | |
| 2050-51 | 14,922,322 | - | 14,922,322 | 13,550,281 | 135,503 | (27,101) | (43,102) | 32,650 | 32,650 | |
| 2051-52 | 15,220,768 | - | 15,220,768 | 13,848,727 | 138,487 | (27,697) | (44,534) | 33,128 | 33,128 | |

* The State Board of Equalization has declared a 2.00% inflationary growth for the 2019-20 fiscal year.



CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

| Exhibit 10L | | | | | | | | | | | | |
|--|-------------------------|---------------------------|----------------------|----------------------------|--|---|---------------------------------|---------------------------------------|--|-------------------------|--|--|
| Tax Increment Projections | | | | | | | | | | | | |
| Southern California Logistics Airport Authority - Adelanto Amendment VIII Area | | | | | | | | | | | | |
| Fiscal Year | Secured Assessed Values | Unsecured Assessed Values | Total Assessed Value | Incremental Assessed Value | Estimated Gross Tax Increment ¹ % | Low & Moderate Income Housing Set-Aside 20% | Statutory Pass Through Payments | Net Revenue To WEDA Reimbursement 25% | Net Revenue to Member Jurisdiction 25% | Net Revenue to SCLA 50% | | |
| BY | | | | | | | | | | | | |
| 2018-19 | 796,770,842 | 2,436,640 | 687,084,691 | 112,122,791 | 1,107,779 | (221,566) | (294,234) | 147,997 | 147,997 | 295,995 | | |
| 2019-20* | 812,706,259 | 2,436,640 | 799,207,482 | 128,056,208 | 1,267,244 | (253,449) | (352,917) | 165,220 | 165,220 | 330,439 | | |
| 2020-21 | 828,960,384 | 2,436,640 | 831,397,024 | 144,312,333 | 1,429,124 | (285,825) | (412,489) | 182,703 | 182,703 | 365,405 | | |
| 2021-22 | 845,539,592 | 2,436,640 | 847,976,232 | 160,891,541 | 1,594,847 | (318,969) | (473,475) | 200,601 | 200,601 | 401,201 | | |
| 2022-23 | 862,450,384 | 2,436,640 | 864,887,024 | 177,802,333 | 1,763,999 | (352,800) | (535,723) | 218,869 | 218,869 | 437,738 | | |
| 2023-24 | 879,699,391 | 2,436,640 | 882,136,031 | 195,051,340 | 1,936,632 | (387,326) | (598,252) | 237,513 | 237,513 | 475,027 | | |
| 2024-25 | 897,293,379 | 2,436,640 | 899,730,019 | 212,645,328 | 2,112,802 | (422,560) | (664,082) | 256,540 | 256,540 | 513,080 | | |
| 2025-26 | 915,239,247 | 2,436,640 | 917,675,887 | 230,591,196 | 2,292,570 | (458,514) | (730,237) | 275,955 | 275,955 | 551,910 | | |
| 2026-27 | 933,544,032 | 2,436,640 | 935,980,672 | 248,895,981 | 2,475,998 | (495,200) | (797,739) | 295,765 | 295,765 | 591,530 | | |
| 2027-28 | 952,214,912 | 2,436,640 | 954,651,552 | 267,566,861 | 2,663,153 | (532,631) | (866,611) | 315,978 | 315,978 | 631,955 | | |
| 2028-29 | 971,259,210 | 2,436,640 | 973,695,850 | 286,611,159 | 2,854,101 | (570,820) | (936,880) | 336,600 | 336,600 | 673,200 | | |
| 2029-30 | 990,684,395 | 2,436,640 | 993,121,035 | 306,036,344 | 3,048,913 | (609,783) | (1,008,571) | 357,640 | 357,640 | 715,280 | | |
| 2030-31 | 1,010,498,083 | 2,436,640 | 1,012,934,723 | 325,850,032 | 3,247,663 | (649,533) | (1,081,711) | 379,105 | 379,105 | 758,210 | | |
| 2031-32 | 1,030,708,044 | 2,436,640 | 1,033,144,684 | 346,059,993 | 3,450,425 | (690,085) | (1,156,327) | 401,003 | 401,003 | 802,006 | | |
| 2032-33 | 1,051,322,205 | 2,436,640 | 1,053,758,845 | 366,674,154 | 3,657,274 | (731,455) | (1,232,448) | 423,343 | 423,343 | 846,686 | | |
| 2033-34 | 1,072,348,649 | 2,436,640 | 1,074,785,289 | 387,700,598 | 3,868,291 | (773,658) | (1,310,102) | 446,133 | 446,133 | 892,265 | | |
| 2034-35 | 1,093,795,622 | 2,436,640 | 1,096,232,262 | 409,147,571 | 4,083,556 | (816,711) | (1,389,320) | 469,381 | 469,381 | 938,762 | | |
| 2035-36 | 1,115,671,535 | 2,436,640 | 1,118,108,175 | 431,023,484 | 4,303,151 | (860,630) | (1,470,131) | 493,097 | 493,097 | 986,195 | | |
| 2036-37 | 1,137,984,965 | 2,436,640 | 1,140,421,605 | 453,336,914 | 4,527,160 | (905,432) | (1,552,566) | 517,291 | 517,291 | 1,034,581 | | |
| 2037-38 | 1,160,744,665 | 2,436,640 | 1,163,181,305 | 476,086,614 | 4,755,671 | (951,134) | (1,636,658) | 541,970 | 541,970 | 1,083,939 | | |
| 2038-39 | 1,183,959,558 | 2,436,640 | 1,186,396,198 | 499,311,507 | 4,988,772 | (997,754) | (1,748,546) | 560,618 | 560,618 | 1,121,235 | | |
| 2039-40 | 1,207,638,749 | 2,436,640 | 1,210,075,389 | 522,990,698 | 5,226,552 | (1,045,310) | (1,862,681) | 579,640 | 579,640 | 1,159,280 | | |
| 2040-41 | 1,231,791,524 | 2,436,640 | 1,234,228,164 | 547,143,473 | 5,469,105 | (1,093,821) | (1,979,106) | 599,044 | 599,044 | 1,198,089 | | |
| 2041-42 | 1,256,427,354 | 2,436,640 | 1,258,863,994 | 571,779,303 | 5,716,524 | (1,143,305) | (2,097,867) | 618,838 | 618,838 | 1,237,676 | | |
| 2042-43 | 1,281,555,902 | 2,436,640 | 1,283,992,542 | 596,907,851 | 5,968,905 | (1,193,781) | (2,219,011) | 639,028 | 639,028 | 1,278,057 | | |
| 2043-44 | 1,307,187,020 | 2,436,640 | 1,309,623,660 | 622,538,969 | 6,225,390 | (1,245,078) | (2,342,123) | 659,547 | 659,547 | 1,319,094 | | |
| 2044-45 | 1,333,330,760 | 2,436,640 | 1,335,767,400 | 648,682,709 | 6,486,827 | (1,297,365) | (2,467,613) | 680,462 | 680,462 | 1,360,924 | | |
| 2045-46 | 1,359,997,375 | 2,436,640 | 1,362,434,015 | 675,349,324 | 6,753,493 | (1,350,699) | (2,595,613) | 701,795 | 701,795 | 1,403,591 | | |
| 2046-47 | 1,387,197,323 | 2,436,640 | 1,389,633,963 | 702,549,272 | 7,025,493 | (1,405,099) | (2,726,173) | 723,555 | 723,555 | 1,447,111 | | |
| 2047-48 | 1,414,941,269 | 2,436,640 | 1,417,377,909 | 730,293,218 | 7,302,932 | (1,460,586) | (2,859,343) | 745,751 | 745,751 | 1,491,501 | | |
| 2048-49 | 1,443,240,095 | 2,436,640 | 1,445,676,735 | 758,592,044 | 7,585,920 | (1,517,184) | (2,995,178) | 768,390 | 768,390 | 1,536,779 | | |
| 2049-50 | 1,472,104,896 | 2,436,640 | 1,474,541,536 | 787,456,845 | 7,874,568 | (1,574,914) | (3,133,729) | 791,481 | 791,481 | 1,582,963 | | |
| 2050-51 | 1,501,546,994 | 2,436,640 | 1,503,983,634 | 816,898,943 | 8,168,989 | (1,633,798) | (3,275,051) | 815,035 | 815,035 | 1,630,070 | | |
| 2051-52 | 1,531,577,934 | 2,436,640 | 1,534,014,574 | 846,929,883 | 8,469,299 | (1,693,860) | (3,419,199) | 839,060 | 839,060 | 1,678,120 | | |

¹ Receivable revenues are reduced in years in which other jurisdictions within Amendment Area VIII have negative incremental value. Therefore, each positively earning jurisdiction can receive only its proportionate share of receivable revenue, which means it will receive less than it would under normal circumstances where all jurisdictions have positive value over their respective base year values.

* The State Board of Equalization has declared a 2.00% inflationary growth for the 2019-20 fiscal year.



CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

| Tax Increment Projections | | | | | | | | | | Exhibit 10M |
|--|-------------------------|---------------------------|----------------------|----------------------------|---|---|---------------------------------|---------------------------------|-------------------------|-------------|
| Southern California Logistics Airport Authority - Apple Valley Amendment VIII Area | | | | | | | | | | |
| Fiscal Year | Secured Assessed Values | Unsecured Assessed Values | Total Assessed Value | Incremental Assessed Value | Estimated Gross Tax Increment ^{1&2} 1% | Low & Moderate Income Housing Set-Aside 20% | Statutory Pass Through Payments | Net Revenue to Jurisdiction 50% | Net Revenue to SCLA 50% | |
| BY | | | 21,579,852 | | | | | | | |
| 2018-19 | 13,375,517 | - | 13,375,517 | (8,204,335) | - | - | - | - | - | - |
| 2019-20* | 13,643,027 | - | 13,643,027 | (7,936,825) | - | - | - | - | - | - |
| 2020-21 | 13,915,888 | - | 13,915,888 | (7,663,964) | - | - | - | - | - | - |
| 2021-22 | 14,194,206 | - | 14,194,206 | (7,385,646) | - | - | - | - | - | - |
| 2022-23 | 14,478,090 | - | 14,478,090 | (7,101,762) | - | - | - | - | - | - |
| 2023-24 | 14,767,652 | - | 14,767,652 | (6,812,200) | - | - | - | - | - | - |
| 2024-25 | 15,063,005 | - | 15,063,005 | (6,516,847) | - | - | - | - | - | - |
| 2025-26 | 15,364,265 | - | 15,364,265 | (6,215,587) | - | - | - | - | - | - |
| 2026-27 | 15,671,550 | - | 15,671,550 | (5,908,302) | - | - | - | - | - | - |
| 2027-28 | 15,984,981 | - | 15,984,981 | (5,594,871) | - | - | - | - | - | - |
| 2028-29 | 16,304,681 | - | 16,304,681 | (5,275,171) | - | - | - | - | - | - |
| 2029-30 | 16,630,774 | - | 16,630,774 | (4,949,078) | - | - | - | - | - | - |
| 2030-31 | 16,963,390 | - | 16,963,390 | (4,616,462) | - | - | - | - | - | - |
| 2031-32 | 17,302,657 | - | 17,302,657 | (4,277,195) | - | - | - | - | - | - |
| 2032-33 | 17,648,711 | - | 17,648,711 | (3,931,141) | - | - | - | - | - | - |
| 2033-34 | 18,001,685 | - | 18,001,685 | (3,578,167) | - | - | - | - | - | - |
| 2034-35 | 18,361,719 | - | 18,361,719 | (3,218,133) | - | - | - | - | - | - |
| 2035-36 | 18,728,953 | - | 18,728,953 | (2,850,899) | - | - | - | - | - | - |
| 2036-37 | 19,103,532 | - | 19,103,532 | (2,476,320) | - | - | - | - | - | - |
| 2037-38 | 19,485,603 | - | 19,485,603 | (2,094,249) | - | - | - | - | - | - |
| 2038-39 | 19,875,315 | - | 19,875,315 | (1,704,537) | - | - | - | - | - | - |
| 2039-40 | 20,272,821 | - | 20,272,821 | (1,307,031) | - | - | - | - | - | - |
| 2040-41 | 20,678,277 | - | 20,678,277 | (901,575) | - | - | - | - | - | - |
| 2041-42 | 21,091,843 | - | 21,091,843 | (488,009) | - | - | - | - | - | - |
| 2042-43 | 21,513,680 | - | 21,513,680 | (66,172) | - | - | - | - | - | - |
| 2043-44 | 21,943,953 | - | 21,943,953 | 364,101 | 3,641 | (728) | (1,748) | 583 | 583 | - |
| 2044-45 | 22,382,832 | - | 22,382,832 | 802,960 | 8,030 | (1,606) | (3,854) | 1,285 | 1,285 | - |
| 2045-46 | 22,830,489 | - | 22,830,489 | 1,250,637 | 12,506 | (2,501) | (6,003) | 2,001 | 2,001 | - |
| 2046-47 | 23,287,099 | - | 23,287,099 | 1,707,247 | 17,072 | (3,414) | (8,195) | 2,732 | 2,732 | - |
| 2047-48 | 23,752,841 | - | 23,752,841 | 2,172,989 | 21,730 | (4,346) | (10,430) | 3,477 | 3,477 | - |
| 2048-49 | 24,227,898 | - | 24,227,898 | 2,648,046 | 26,480 | (5,296) | (12,711) | 4,237 | 4,237 | - |
| 2049-50 | 24,712,456 | - | 24,712,456 | 3,132,604 | 31,326 | (6,265) | (15,036) | 5,012 | 5,012 | - |
| 2050-51 | 25,206,705 | - | 25,206,705 | 3,626,853 | 36,269 | (7,254) | (17,409) | 5,803 | 5,803 | - |
| 2051-52 | 25,710,839 | - | 25,710,839 | 4,130,987 | 41,310 | (8,262) | (19,829) | 6,610 | 6,610 | - |

¹ Negative increment values are assumed not to incur pass through obligations

² Receivable revenues are reduced in years in which other jurisdictions within Amendment Area VIII have negative incremental value. Therefore, each positively earning jurisdiction can receive only its proportionate share of receivable revenue, which means it will receive less than it would under normal circumstances where all jurisdictions have positive value over their respective base year values.

* The State Board of Equalization has declared a 2.00% inflationary growth for the 2019-20 fiscal year.



CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

| Tax Increment Projections | | | | | | | | | | Exhibit 10N |
|---|-------------------------|---------------------------|----------------------|----------------------------|--|---|---------------------------------|--|-------------------------|-------------|
| Southern California Logistics Airport Authority - San Bernardino County Amendment VIII Area | | | | | | | | | | |
| Fiscal Year | Secured Assessed Values | Unsecured Assessed Values | Total Assessed Value | Incremental Assessed Value | Estimated Gross Tax Increment ¹ % | Low & Moderate Income Housing Set-Aside 20% | Statutory Pass Through Payments | Net Revenue to Member Jurisdiction 50% | Net Revenue to SCLA 50% | |
| BY | | | 235,229,749 | | | | | | | |
| 2018-19 | 255,081,627 | 3,840,115 | 258,921,742 | 23,691,993 | 234,078 | (46,816) | (70,045) | 58,609 | 58,609 | |
| 2019-20* | 260,183,260 | 3,840,115 | 264,023,375 | 28,793,626 | 284,937 | (56,987) | (88,761) | 69,595 | 69,595 | |
| 2020-21 | 265,386,925 | 3,840,115 | 269,227,040 | 33,997,291 | 336,675 | (67,335) | (107,800) | 80,770 | 80,770 | |
| 2021-22 | 270,694,663 | 3,840,115 | 274,534,778 | 39,305,029 | 389,613 | (77,923) | (127,282) | 92,205 | 92,205 | |
| 2022-23 | 276,108,556 | 3,840,115 | 279,948,671 | 44,718,922 | 443,662 | (88,732) | (147,171) | 103,879 | 103,879 | |
| 2023-24 | 281,630,728 | 3,840,115 | 285,470,843 | 50,241,094 | 498,835 | (99,767) | (167,475) | 115,797 | 115,797 | |
| 2024-25 | 287,263,342 | 3,840,115 | 291,103,457 | 55,873,708 | 555,150 | (111,030) | (188,199) | 127,961 | 127,961 | |
| 2025-26 | 293,008,609 | 3,840,115 | 296,848,724 | 61,618,975 | 612,625 | (122,525) | (209,350) | 140,375 | 140,375 | |
| 2026-27 | 298,868,781 | 3,840,115 | 302,708,896 | 67,479,147 | 671,277 | (134,255) | (230,934) | 153,044 | 153,044 | |
| 2027-28 | 304,846,157 | 3,840,115 | 308,686,272 | 73,456,523 | 731,129 | (146,226) | (252,959) | 165,972 | 165,972 | |
| 2028-29 | 310,943,080 | 3,840,115 | 314,783,195 | 79,553,446 | 792,201 | (158,440) | (275,434) | 179,163 | 179,163 | |
| 2029-30 | 317,161,942 | 3,840,115 | 321,002,057 | 85,772,308 | 854,514 | (170,903) | (298,365) | 192,623 | 192,623 | |
| 2030-31 | 323,505,180 | 3,840,115 | 327,345,295 | 92,115,546 | 918,092 | (183,618) | (321,762) | 206,356 | 206,356 | |
| 2031-32 | 329,975,284 | 3,840,115 | 333,815,399 | 98,585,650 | 982,958 | (196,592) | (345,632) | 220,367 | 220,367 | |
| 2032-33 | 336,574,790 | 3,840,115 | 340,414,905 | 105,185,156 | 1,049,136 | (209,827) | (369,986) | 234,661 | 234,661 | |
| 2033-34 | 343,306,285 | 3,840,115 | 347,146,400 | 111,916,651 | 1,116,651 | (223,330) | (394,831) | 249,245 | 249,245 | |
| 2034-35 | 350,172,411 | 3,840,115 | 354,012,526 | 118,782,777 | 1,185,528 | (237,106) | (420,178) | 264,122 | 264,122 | |
| 2035-36 | 357,175,859 | 3,840,115 | 361,015,974 | 125,786,225 | 1,255,795 | (251,159) | (446,036) | 279,300 | 279,300 | |
| 2036-37 | 364,319,377 | 3,840,115 | 368,159,492 | 132,929,743 | 1,327,477 | (265,495) | (472,415) | 294,783 | 294,783 | |
| 2037-38 | 371,605,764 | 3,840,115 | 375,445,879 | 140,216,130 | 1,400,602 | (280,120) | (499,325) | 310,578 | 310,578 | |
| 2038-39 | 379,037,879 | 3,840,115 | 382,877,994 | 147,648,245 | 1,475,198 | (295,040) | (535,132) | 322,513 | 322,513 | |
| 2039-40 | 386,618,637 | 3,840,115 | 390,458,752 | 155,229,003 | 1,551,294 | (310,259) | (571,658) | 334,689 | 334,689 | |
| 2040-41 | 394,351,010 | 3,840,115 | 398,191,125 | 162,961,376 | 1,628,920 | (325,784) | (608,918) | 347,109 | 347,109 | |
| 2041-42 | 402,238,030 | 3,840,115 | 406,078,145 | 170,848,396 | 1,708,105 | (341,621) | (646,927) | 359,779 | 359,779 | |
| 2042-43 | 410,282,791 | 3,840,115 | 414,122,906 | 178,893,157 | 1,788,880 | (357,776) | (685,699) | 372,703 | 372,703 | |
| 2043-44 | 418,488,446 | 3,840,115 | 422,328,561 | 187,098,812 | 1,870,988 | (374,198) | (725,111) | 385,840 | 385,840 | |
| 2044-45 | 426,858,215 | 3,840,115 | 430,698,330 | 195,468,581 | 1,954,686 | (390,937) | (765,286) | 399,232 | 399,232 | |
| 2045-46 | 435,395,380 | 3,840,115 | 439,235,495 | 204,005,746 | 2,040,057 | (408,011) | (806,264) | 412,891 | 412,891 | |
| 2046-47 | 444,103,287 | 3,840,115 | 447,943,402 | 212,713,653 | 2,127,137 | (425,427) | (848,062) | 426,824 | 426,824 | |
| 2047-48 | 452,985,353 | 3,840,115 | 456,825,468 | 221,595,719 | 2,215,957 | (443,191) | (890,696) | 441,035 | 441,035 | |
| 2048-49 | 462,045,060 | 3,840,115 | 465,885,175 | 230,655,426 | 2,306,554 | (461,311) | (934,182) | 455,530 | 455,530 | |
| 2049-50 | 471,285,961 | 3,840,115 | 475,126,076 | 239,896,327 | 2,398,963 | (479,793) | (978,539) | 470,316 | 470,316 | |
| 2050-51 | 480,711,680 | 3,840,115 | 484,551,795 | 249,322,046 | 2,493,220 | (498,644) | (1,023,782) | 485,397 | 485,397 | |
| 2051-52 | 490,325,914 | 3,840,115 | 494,166,029 | 258,936,280 | 2,589,363 | (517,873) | (1,069,931) | 500,780 | 500,780 | |

¹ Receivable revenues are reduced in years in which other jurisdictions within Amendment Area VIII have negative incremental value. Therefore, each positively earning jurisdiction can receive only its proportionate share of receivable revenue, which means it will receive less than it would under normal circumstances where all jurisdictions have positive value over their respective base year values.

* The State Board of Equalization has declared a 2.00% inflationary growth for the 2019-20 fiscal year.



CONTINUING DISCLOSURE REPORT

SOUTHERN CALIFORNIA LOGISTICS AIRPORT AUTHORITY

| Exhibit 100 | | | | | | | | | | | |
|---|-------------------------|---------------------------|--|----------------------|----------------------------|---|---|---------------------------------|--|-------------------------|--|
| Tax Increment Projections | | | | | | | | | | | |
| Southern California Logistics Airport Authority - Victorville Amendment VIII Area | | | | | | | | | | | |
| Fiscal Year | Secured Assessed Values | Unsecured Assessed Values | Increased Value Due to New Development | Total Assessed Value | Incremental Assessed Value | Estimated Gross Tax Increment ¹ 1% | Low & Moderate Income Housing Set-Aside 20% | Statutory Pass Through Payments | Net Revenue to Member Jurisdiction 50% | Net Revenue to SCLA 50% | |
| BY | | | | 1,046,338,087 | | | | | | | |
| 2016-19 | 1,572,982,289 | 21,523,133 | | 1,594,505,422 | 548,167,335 | 5,415,921 | (1,083,184) | (1,234,595) | 1,549,071 | 1,549,071 | |
| 2019-20* | 1,604,441,935 | 21,523,133 | 39,973,973 | 1,665,939,040 | 619,600,953 | 6,132,675 | (1,226,535) | (1,498,360) | 1,703,890 | 1,703,890 | |
| 2020-21 | 1,676,504,746 | 21,523,133 | | 1,698,027,879 | 651,689,792 | 6,456,723 | (1,291,345) | (1,617,610) | 1,773,884 | 1,773,884 | |
| 2021-22 | 1,710,034,841 | 21,523,133 | | 1,731,557,974 | 685,219,887 | 6,795,042 | (1,359,008) | (1,742,111) | 1,846,961 | 1,846,961 | |
| 2022-23 | 1,744,235,538 | 21,523,133 | | 1,765,758,671 | 719,420,584 | 7,139,965 | (1,427,993) | (1,869,043) | 1,921,465 | 1,921,465 | |
| 2023-24 | 1,779,120,249 | 21,523,133 | | 1,800,643,382 | 754,305,295 | 7,491,647 | (1,498,329) | (1,998,462) | 1,997,428 | 1,997,428 | |
| 2024-25 | 1,814,702,654 | 21,523,133 | | 1,836,225,787 | 789,887,700 | 7,850,242 | (1,570,048) | (2,130,425) | 2,074,884 | 2,074,884 | |
| 2025-26 | 1,850,986,707 | 21,523,133 | | 1,872,519,840 | 826,181,753 | 8,215,902 | (1,643,180) | (2,264,988) | 2,153,867 | 2,153,867 | |
| 2026-27 | 1,888,016,641 | 21,523,133 | | 1,909,539,774 | 863,201,687 | 8,588,781 | (1,717,756) | (2,402,207) | 2,234,409 | 2,234,409 | |
| 2027-28 | 1,925,776,974 | 21,523,133 | | 1,947,300,107 | 900,962,020 | 8,969,034 | (1,793,807) | (2,542,140) | 2,316,543 | 2,316,543 | |
| 2028-29 | 1,964,292,513 | 21,523,133 | | 1,985,815,646 | 939,477,559 | 9,356,818 | (1,871,364) | (2,684,845) | 2,400,305 | 2,400,305 | |
| 2029-30 | 2,003,578,363 | 21,523,133 | | 2,025,101,496 | 978,763,409 | 9,752,291 | (1,950,458) | (2,830,379) | 2,485,727 | 2,485,727 | |
| 2030-31 | 2,043,649,931 | 21,523,133 | | 2,065,173,064 | 1,018,834,977 | 10,155,614 | (2,031,123) | (2,978,802) | 2,572,845 | 2,572,845 | |
| 2031-32 | 2,084,522,929 | 21,523,133 | | 2,106,046,062 | 1,059,707,975 | 10,566,950 | (2,113,390) | (3,130,174) | 2,661,693 | 2,661,693 | |
| 2032-33 | 2,126,213,388 | 21,523,133 | | 2,147,736,521 | 1,101,398,434 | 10,986,463 | (2,197,293) | (3,284,554) | 2,752,308 | 2,752,308 | |
| 2033-34 | 2,168,737,655 | 21,523,133 | | 2,190,260,788 | 1,143,922,701 | 11,414,323 | (2,282,865) | (3,442,007) | 2,844,726 | 2,844,726 | |
| 2034-35 | 2,212,112,409 | 21,523,133 | | 2,233,635,542 | 1,187,297,455 | 11,850,698 | (2,370,140) | (3,602,593) | 2,938,983 | 2,938,983 | |
| 2035-36 | 2,256,354,657 | 21,523,133 | | 2,277,877,790 | 1,231,539,703 | 12,295,764 | (2,459,153) | (3,766,377) | 3,035,117 | 3,035,117 | |
| 2036-37 | 2,301,481,750 | 21,523,133 | | 2,323,004,883 | 1,276,666,796 | 12,749,698 | (2,549,940) | (3,933,425) | 3,133,167 | 3,133,167 | |
| 2037-38 | 2,347,511,385 | 21,523,133 | | 2,369,034,518 | 1,322,696,431 | 13,212,678 | (2,642,536) | (4,103,802) | 3,233,171 | 3,233,171 | |
| 2038-39 | 2,394,461,613 | 21,523,133 | | 2,415,984,746 | 1,369,646,659 | 13,684,890 | (2,736,976) | (4,330,463) | 3,308,724 | 3,308,724 | |
| 2039-40 | 2,442,350,845 | 21,523,133 | | 2,463,873,978 | 1,417,535,891 | 14,166,518 | (2,833,304) | (4,561,645) | 3,385,785 | 3,385,785 | |
| 2040-41 | 2,491,197,862 | 21,523,133 | | 2,512,720,995 | 1,466,382,908 | 14,657,755 | (2,931,551) | (4,797,438) | 3,464,383 | 3,464,383 | |
| 2041-42 | 2,541,021,819 | 21,523,133 | | 2,562,544,952 | 1,516,206,865 | 15,158,793 | (3,031,759) | (5,037,937) | 3,544,549 | 3,544,549 | |
| 2042-43 | 2,591,842,255 | 21,523,133 | | 2,613,365,388 | 1,567,027,301 | 15,669,830 | (3,133,966) | (5,283,235) | 3,626,315 | 3,626,315 | |
| 2043-44 | 2,643,679,100 | 21,523,133 | | 2,665,202,233 | 1,618,864,146 | 16,188,641 | (3,237,728) | (5,532,264) | 3,709,325 | 3,709,325 | |
| 2044-45 | 2,696,552,682 | 21,523,133 | | 2,718,075,815 | 1,671,737,728 | 16,717,377 | (3,343,475) | (5,786,057) | 3,793,922 | 3,793,922 | |
| 2045-46 | 2,750,483,736 | 21,523,133 | | 2,772,006,869 | 1,725,668,782 | 17,256,688 | (3,451,338) | (6,044,926) | 3,880,212 | 3,880,212 | |
| 2046-47 | 2,805,493,411 | 21,523,133 | | 2,827,016,544 | 1,780,678,457 | 17,806,785 | (3,561,357) | (6,308,973) | 3,968,228 | 3,968,228 | |
| 2047-48 | 2,861,603,279 | 21,523,133 | | 2,883,126,412 | 1,836,788,325 | 18,367,883 | (3,673,577) | (6,578,300) | 4,058,003 | 4,058,003 | |
| 2048-49 | 2,918,835,345 | 21,523,133 | | 2,940,368,478 | 1,894,020,391 | 18,940,204 | (3,788,041) | (6,853,014) | 4,149,575 | 4,149,575 | |
| 2049-50 | 2,977,212,052 | 21,523,133 | | 2,998,735,185 | 1,952,397,098 | 19,523,971 | (3,904,794) | (7,133,222) | 4,242,977 | 4,242,977 | |
| 2050-51 | 3,036,756,293 | 21,523,133 | | 3,058,279,426 | 2,011,941,339 | 20,119,413 | (4,023,883) | (7,419,034) | 4,338,248 | 4,338,248 | |
| 2051-52 | 3,097,491,418 | 21,523,133 | | 3,119,014,551 | 2,072,676,464 | 20,726,765 | (4,145,353) | (7,710,563) | 4,435,424 | 4,435,424 | |

¹ Receivable revenues are reduced in years in which other jurisdictions within Amendment Area VIII have negative incremental value. Therefore, each positively earning jurisdiction can receive only its proportionate share of receivable revenue, which means it will receive less than it would under normal circumstances where all jurisdictions have positive value over their respective base year values.

* The State Board of Equalization has declared a 2.00% inflationary growth for the 2019-20 fiscal year.



Appendix 1



April 9, 2018

Mr. Keith C. Metzler, Executive Director
Victor Valley Economic Development Authority
14343 Civic Drive
Victorville, CA 92392

Dear Mr. Metzler:

Subject: 2018-19 Annual Recognized Obligation Payment Schedule

Pursuant to Health and Safety Code (HSC) section 34177 (o) (1), the Victor Valley Successor Agency (Agency) submitted an annual Recognized Obligation Payment Schedule for the period of July 1, 2018 through June 30, 2019 (ROPS 18-19) to the California Department of Finance (Finance) on January 25, 2018. Finance has completed its review of the ROPS 18-19.

Based on a sample of line items reviewed and application of the law, Finance made the following determinations:

- Item No. 20 – Joint Powers Authority Agreement (JPA Agreement), Miscellaneous, Pass-Through Distributions to Victorville; total outstanding obligation amount of \$13,999,789, is not allowed. Finance continues to deny this item. The Agency claims this item represents accumulated operational shortfalls due to the City of Victorville (Victorville) pursuant to the JPA Agreement. However, the JPA Agreement does not obligate the Agency to reimburse Victorville for this type of costs. Therefore, this item is not an enforceable obligation and the requested amount of \$13,999,789 is ineligible for Redevelopment Property Tax Trust Fund (RPTTF) funding.
- Item No. 21 – JPA Agreement, Infrastructure, Pass-Through Distributions to Victorville; total outstanding obligation amount of \$21,120,815, is not allowed. Finance continues to deny this item. The Agency claims this item represents accumulated capital improvement expenditures due to Victorville pursuant to the JPA Agreement. However, the Agreement does not obligate the Agency to reimburse Victorville for expenses Victorville incurred. In addition, the Agreement does not specify the terms of repayment for expenses incurred by Victorville. Therefore, this item is not an enforceable obligation and the requested amount of \$21,120,815 is ineligible for RPTTF funding.
- Item No. 22 – JPA Agreement; total outstanding obligation amount of \$673,067, is not allowed. Finance continues to deny this item. It is our understanding this item represents amounts due to the Agency from the City of Adelanto (Adelanto) for its proportional share of start-up costs pursuant to the JPA Agreement. According to the JPA Agreement, the Agency was to use a portion of its tax increment it received to offset its own start-up costs. However, Finance determines this item to be an internal accounting issue and should be resolved internally. Therefore, this item is not an enforceable obligation and the requested amount of \$673,067 is ineligible for RPTTF funding.

- Item No. 23 – Cooperative Agreement for Street Improvements; total outstanding obligation amount of \$1,555,298, is not allowed. Finance continues to deny this item. It is our understanding this agreement entered into on April 23, 2003, is between Victorville and Adelanto; the former Redevelopment Agency is not a party to the contract. Therefore, this line item is not an enforceable obligation and the requested amount of \$1,555,298 is ineligible for RPTTF funding.
- Item No. 30 – Apple Valley Continuing Disclosure Costs; total requested amount of \$10,000. It is our understanding this item relates to continuing disclosure services regarding Apple Valley bonds issued for the Victor Valley Economic Development Authority (VVEDA) project area. The Agency provided a contract with Rosenow Spevacek Group, Inc., in the amount of \$2,000 with respect to these services.

However, it is our understanding the remaining \$8,000 is allocated for the City of Apple Valley staff to prepare various documentation for submission to the fiscal agent for continuing disclosure services. Payments for these types of services are considered a general administrative cost and the \$8,000 has been reclassified to Administrative RPTTF.

On the ROPS 18-19 form, the Agency reported cash balances and activity for the period July 1, 2015 through June 30, 2016 (ROPS 15-16). According to our review, the Agency has approximately \$1,777,255 in RPTTF unexpended from the ROPS 15-16 period, \$150,775 in Reserve Balances, and \$114,043 in Other Funds, totaling \$2,042,073, available to fund enforceable obligations on the ROPS 18-19. These unexpended RPTTF funds are considered Reserve Balances. HSC section 34177 (l) (1) (E) requires these balances to be used prior to requesting RPTTF. Therefore, with the Agency's concurrence, Finance has reclassified the funding source for the following item in the amounts specified below:

- Item No. 18 – Joint Powers Authority Agreement - Southern California Logistics Airport Authority Bond Defaults in the requested amount of \$6,682,884 is partially reclassified. This item does not require payment from property tax revenues. Therefore, Finance is approving RPTTF in the amount of \$4,640,811 and the use of \$1,928,030 (\$1,777,255 + \$150,775) in Reserve Balance and \$114,043 in Other Funds funding, totaling \$6,682,884.

Except for the items adjusted, Finance is not objecting to the remaining items listed on the ROPS 18-19. If the Agency disagrees with our determination with respect to any items on the ROPS 18-19, except items which are the subject of litigation disputing our previous or related determinations, the Agency may request a Meet and Confer within five business days of the date of this letter. The Meet and Confer process and guidelines are available on our website:

<http://dof.ca.gov/Programs/Redevelopment/Meet And Confer/>

The Agency's maximum approved RPTTF distribution for the reporting period is \$33,367,284 as summarized in the Approved RPTTF Distribution table on Page 4 (see Attachment).

Mr. Keith C. Metzler
April 9, 2018
Page 3

RPTTF distributions occur biannually, one distribution for the July 1, 2018 through December 31, 2018 period (ROPS A period) and one distribution for the January 1, 2019 through June 30, 2019 period (ROPS B period) based on Finance's approved amounts. Since this determination is for the entire ROPS 18-19 period, the Agency is authorized to receive up to the maximum approved RPTTF through the combined ROPS A and B period distributions.

Pursuant to HSC section 34186 (c), beginning October 1, 2018, the Agency will be required to report the estimated obligations versus actual payments (prior period adjustment) associated with the July 1, 2016 through June 30, 2017 period (ROPS 16-17) to the San Bernardino County Auditor-Controller for review. The Agency will report actual payments for ROPS 16-17 on ROPS 19-20. A prior period adjustment may be applied to the Agency's ROPS 19-20 RPTTF distribution. Therefore, the Agency should retain any unexpended RPTTF from the ROPS 16-17 period.

Absent a Meet and Confer, this is our final determination regarding the obligations listed on the ROPS 18-19. This determination only applies to items when funding was requested for the 12-month period. If a denial by Finance in a previous ROPS is currently the subject of litigation, the item will continue to be deemed denied until the matter is resolved.

The ROPS 18-19 form submitted by the Agency and this determination letter will be posted on our website:

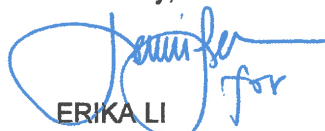
<http://dof.ca.gov/Programs/Redevelopment/ROPS/>

This determination is effective for the ROPS 18-19 period only and should not be conclusively relied upon for future ROPS periods. All items listed on a future ROPS are subject to review and may be denied even if not denied on this ROPS or a preceding ROPS. The only exception is for items that have received a Final and Conclusive determination from Finance pursuant to HSC section 34177.5 (i). Finance's review of Final and Conclusive items is limited to confirming the scheduled payments as required by the obligation.

The amount available from the RPTTF is the same as the amount of property tax increment available prior to the enactment of redevelopment dissolution law. Therefore, as a practical matter, the ability to fund the items on the ROPS with property tax increment is limited to the amount of funding available to the Agency in the RPTTF.

Please direct inquiries to Nichelle Jackson, Supervisor, or Michael Painter, Analyst, at (916) 322-2985.

Sincerely,


ERIKA LI
Program Budget Manager

cc: Mr. Kofi Antobam, Director of Finance, Apple Valley, Treasurer of VVEDA
Ms. Linda Santillano, Property Tax Manager, San Bernardino County

Attachment

| Approved RPTTF Distribution For the period of July 2018 through June 2019 | | | |
|--|----------------------|----------------------|-------------------------|
| | ROPS A Period | ROPS B Period | ROPS 18-19 Total |
| RPTTF Requested | \$ 42,857,534 | \$ 29,400,792 | \$ 72,258,326 |
| Administrative RPTTF Requested | 250,000 | 250,000 | 500,000 |
| Total RPTTF Requested | 43,107,534 | 29,650,792 | 72,758,326 |
| RPTTF Requested | 42,857,534 | 29,400,792 | 72,258,326 |
| <u>Adjustments</u> | | | |
| Item No. 18 | (2,042,073) | 0 | (2,042,073) |
| Item No. 20 | (6,999,895) | (6,999,894) | (13,999,789) |
| Item No. 21 | (10,560,408) | (10,560,407) | (21,120,815) |
| Item No. 22 | (336,534) | (336,533) | (673,067) |
| Item No. 23 | (777,649) | (777,649) | (1,555,298) |
| Item No. 30 | 0 | (8,000) | (8,000) |
| | (20,716,559) | (18,682,483) | (39,399,042) |
| RPTTF Authorized | 22,140,975 | 10,718,309 | 32,859,284 |
| Administrative RPTTF Requested | 250,000 | 250,000 | 500,000 |
| <u>Adjustment</u> | | | |
| Item No. 30 | 0 | 8,000 | 8,000 |
| Administrative RPTTF Authorized | 250,000 | 258,000 | 508,000 |
| Total RPTTF Approved for Distribution | \$ 22,390,975 | \$ 10,976,309 | \$ 33,367,284 |

Appendix 2

Allocation Period: July 2018 - December 2018

ROPS Redevelopment Property Tax Trust Fund (RPTTF) Allocation Cycle: 18-19A

County : San Bernardino

RS24

| Line # | Title of Former Redevelopment Agency: | VVEDA |
|--------|---|-------------------|
| 1 | RPTTF Deposits - Entering the deposits by source is optional. | |
| 2 | Secured & Unsecured Property Tax Increment (TI) | 21,683,202 |
| 3 | Supplemental & Unitary Property TI | 1,371,317 |
| 4 | Interest Earnings/Other | - |
| 5 | Penalty Assessments | |
| 6 | Total RPTTF Deposits (sum of lines 2 - 5) | 23,054,519 |
| 7 | Total RPTTF Balance Available to Fund CAC Administrative Costs and Passthroughs | 23,054,519 |
| 8 | RPTTF Distributions - Include all payments made pursuant to Health and Safety Code (H&S) Section 34183. Note that the following distributions are not necessary listed in the priority order required by H&S 34183. | |
| 9 | Administrative Distributions- | |
| 10 | Administrative Fees to CAC | 85,714 |
| 11 | SB 2557 Administration Fees | 224,973 |
| 12 | SCO Invoices for Audit and Oversight - Funding should only be allocated for this purpose when there is sufficient RPTTF to fully fund the approved enforceable obligations as shown on line 31. | - |
| 13 | Total Administrative Distributions (sum of lines 10 - 12) | 310,687 |
| 14 | Passthrough Distributions- | |
| 15 | City Passthrough Payments | 1,821,240 |
| 16 | County Passthrough Payments | 241,217 |
| 17 | Special District Passthrough Payments | 855,506 |
| 18 | K-12 School Passthrough Payments - Tax Portion | 91,739 |
| 19 | K-12 School Passthrough Payments - Facilities Portion | 2,381,542 |
| 20 | Community College Passthrough Payments - Tax Portion | 18,517 |
| 21 | Community College Passthrough Payments - Facilities Portion | 437,809 |
| 22 | County Office of Education - Tax Portion | 1,122 |
| 23 | County Office of Education - Facilities Portion | 199,300 |
| 24 | Education Revenue Augmentation Fund (ERAF) | 131,343 |
| 25 | Total Passthrough Distributions (sum of lines 15 - 24) | 6,179,334 |
| 26 | Total Administrative and Passthrough Distributions (sum of lines 13 and 25) | 6,490,020 |
| 27 | Total RPTTF Balance Available to Fund Successor Agency (SA) Enforceable Obligations (EOs) (line 6 - 26) | 16,564,499 |
| 28 | Finance Approved RPTTF for Distribution - Include the total RPTTF approved for SA non-admin and admin costs. Should the RPTTF be insufficient to fund all approved amounts during the "A" period of the annual ROPS, the "A" period shortfall amount will be funded during the "B" period if sufficient RPTTF is available. | |
| 29 | Non-Admin EOs | 22,140,975 |
| 30 | Admin EOs | 250,000 |
| 31 | Total Finance Approved RPTTF for Distribution (sum of lines 29 plus 30) | 22,390,975 |
| 32 | CAC Distributed ROPS RPTTF- | |
| 33 | Non-Admin EOs | 16,564,499 |
| 34 | Admin EOs | - |
| 35 | Insufficient RPTTF in "A" Period for Finance Approved RPTTF Funded in "B" Period (See line 35 in "A" ROPS) | 5,826,476 |
| 36 | Total CAC Distributed RPTTF for SA EOs (sum of lines 33, 34, and 35) | 16,564,499 |
| 37 | Pension Override/State Water Project Override Revenues pursuant to HSC 34183 (a) (1) (B) | - |
| 38 | Total ROPS Only RPTTF Balance Available for Distribution to ATEs (line 27 minus 36 minus 37) - | - |

Allocation Period: July 2018 - December 2018

ROPS Redevelopment Property Tax Trust Fund (RPTTF) Allocation Cycle: 18-19A

County : San Bernardino

RS24

| Line # | Title of Former Redevelopment Agency: | VVEDA |
|--------|---|-------|
| 39 | RPTTF Distributions to ATEs | |
| 40 | Cities | - |
| 41 | Counties | - |
| 42 | Special Districts | - |
| 43 | K-12 Schools | - |
| 44 | Community Colleges | - |
| 45 | County Office of Education | - |
| 46 | Total ERAF - Please break out the ERAF amounts into the following categories if possible. (sum of lines 47 - 49) | - |
| 47 | ERAF - K-12 | - |
| 48 | ERAF - Community Colleges | - |
| 49 | ERAF - County Offices of Education | - |
| 50 | Total RPTTF Distributions to ATEs (sum of lines 40 - 46) - Total residual distributions must equal the total residual balance as shown on line 38. | - |
| 51 | Total Residual Distributions to K-14 Schools (sum of lines 43 - 46): | - |
| 52 | Percentage of Residual Distributions to K-14 Schools | 0.0% |
| 53 | Comments: | |

Allocation Period: January 2019 - June 2019

ROPS Redevelopment Property Tax Trust Fund (RPTTF) Allocation Cycle: 18-19B

County : San Bernardino

RS24

| Line # | Title of Former Redevelopment Agency: | VVEDA |
|--------|---|-------------------|
| 1 | RPTTF Deposits - Entering the deposits by source is optional. | |
| 2 | Secured & Unsecured Property Tax Increment (TI) | 28,415,061 |
| 3 | Supplemental & Unitary Property TI | 1,538,009 |
| 4 | Interest Earnings/Other | - |
| 5 | Penalty Assessments | |
| 6 | Total RPTTF Deposits (sum of lines 2 - 5) | 29,953,070 |
| 7 | Total RPTTF Balance Available to Fund CAC Administrative Costs and Passthroughs | 29,953,070 |
| 8 | RPTTF Distributions - Include all payments made pursuant to Health and Safety Code (H&S) Section 34183. Note that the following distributions are not necessary listed in the priority order required by H&S 34183. | |
| 9 | Administrative Distributions- | |
| 10 | Administrative Fees to CAC | 224,233 |
| 11 | SB 2557 Administration Fees | - |
| 12 | SCO Invoices for Audit and Oversight - Funding should only be allocated for this purpose when there is sufficient RPTTF to fully fund the approved enforceable obligations as shown on line 31. | 13,791 |
| 13 | Total Administrative Distributions (sum of lines 10 - 12) | 238,024 |
| 14 | Passthrough Distributions- | |
| 15 | City Passthrough Payments | 2,331,186.90 |
| 16 | County Passthrough Payments | 314,218.38 |
| 17 | Special District Passthrough Payments | 1,104,033.13 |
| 18 | K-12 School Passthrough Payments - Tax Portion | 141,609.86 |
| 19 | K-12 School Passthrough Payments - Facilities Portion | 3,047,661.65 |
| 20 | Community College Passthrough Payments - Tax Portion | 28,441.37 |
| 21 | Community College Passthrough Payments - Facilities Portion | 559,539.89 |
| 22 | County Office of Education - Tax Portion | 1,723.25 |
| 23 | County Office of Education - Facilities Portion | 253,487.60 |
| 24 | Education Revenue Augmentation Fund (ERAF) | 201,747.24 |
| 25 | Total Passthrough Distributions (sum of lines 15 - 24) | 7,983,649 |
| 26 | Total Administrative and Passthrough Distributions (sum of lines 13 and 25) | 8,221,674 |
| 27 | Total RPTTF Balance Available to Fund Successor Agency (SA) Enforceable Obligations (EOs) (line 6 - 26) | 21,731,396 |
| 28 | Finance Approved RPTTF for Distribution - Include the total RPTTF approved for SA non-admin and admin costs. Should the RPTTF be insufficient to fund all approved amounts during the "A" period of the annual ROPS, the "A" period shortfall amount will be funded during the "B" period if sufficient RPTTF is available. | |
| 29 | Non-Admin EOs | 10,718,309 |
| 30 | Admin EOs | 258,000 |
| 31 | Total Finance Approved RPTTF for Distribution (sum of lines 29 plus 30) | 10,976,309 |
| 32 | CAC Distributed ROPS RPTTF- | |
| 33 | Non-Admin EOs | 16,294,785 |
| 34 | Admin EOs | 508,000 |
| 35 | Insufficient RPTTF in "A" Period for Finance Approved RPTTF Funded in "B" Period (See line 35 in "A" ROPS) | 5,826,476 |
| 36 | Total CAC Distributed RPTTF for SA EOs (sum of lines 33, 34, and 35) | 16,802,785 |
| 37 | Pension Override/State Water Project Override Revenues pursuant to HSC 34183 (a) (1) (B) | - |
| 38 | Total ROPS Only RPTTF Balance Available for Distribution to ATEs (line 27 minus 36 minus 37) - | 4,928,611 |

Allocation Period: January 2019 - June 2019

ROPS Redevelopment Property Tax Trust Fund (RPTTF) Allocation Cycle: 18-19B

County : San Bernardino

RS24

| Line # | Title of Former Redevelopment Agency: | VVEDA |
|--------|---|------------------|
| 39 | RPTTF Distributions to ATEs | |
| 40 | Cities | 343,772 |
| 41 | Counties | 893,480 |
| 42 | Special Districts | 346,247 |
| 43 | K-12 Schools | 1,632,311 |
| 44 | Community Colleges | 298,718 |
| 45 | County Office of Education | 7,947 |
| 46 | Total ERAF - Please break out the ERAF amounts into the following categories if possible. (sum of lines 47 - 49) | 1,406,136 |
| 47 | ERAF - K-12 | 981,674 |
| 48 | ERAF - Community Colleges | 213,146 |
| 49 | ERAF - County Offices of Education | 32,287 |
| 50 | Total RPTTF Distributions to ATEs (sum of lines 40 - 46) - Total residual distributions must equal the total residual balance as shown on line 38. | 4,928,611 |
| 51 | Total Residual Distributions to K-14 Schools (sum of lines 43 - 46): | 3,345,112 |
| 52 | Percentage of Residual Distributions to K-14 Schools | 67.9% |
| 53 | Comments: | |

Appendix 3

August 9, 2016

Via Electronic Mail

Linda Santillano, Property Tax Manager
San Bernardino County Auditor-Controller/Treasurer/Tax Collector
222 W. Hospitality Lane
San Bernardino, CA 92415

**SUBJECT: VICTOR VALLEY ECONOMIC DEVELOPMENT AUTHORITY RESIDUAL
RPTTF DISTRIBUTION**

Dear Ms. Santillano:

The Victor Valley Economic Development Authority ("VVEDA") and RSG staff met with San Bernardino County ("County") Auditor-Controller/Treasurer/Tax Collector ("Auditor-Controller") staff on March 25, 2016 to discuss a potential alternative Redevelopment Property Tax Trust Fund ("RPTTF") distribution methodology to ensure that the legal requirements pertaining to bond issues prior to redevelopment dissolution are met and that affected taxing entities could also receive the residual due to these entities on a more timely basis. Auditor-Controller staff expressed concerns about the County's liability in using a modified RPTTF distribution methodology, receiving questions from bondholders, and making an exception for VVEDA. VVEDA staff requested that Auditor-Controller staff confer with the County's legal counsel about the proposed alternative distribution methodology and followed up by e-mail on April 18, 2016, as well as by phone. We haven't received a response to date.

As quite a bit of time has gone by since our meeting, we wanted to memorialize, in detail, the chronology of VVEDA's efforts to adjust the distribution methodology in a way that would avoid VVEDA receiving funds it cannot spend and to benefit taxing entities by approximately \$1.5 million every six months. In fact, right now VVEDA is holding \$2,885,191.90 that is for the affected taxing entities from the previous two ROPS periods. Under the current method of distribution, we believe this amount won't be sent to the taxing entities until the next prior period adjustment is applied in approximately 34 months.

VVEDA staff requested the meeting referenced above after the California Department of Finance ("DOF") denied the distribution of RPTTF revenue to VVEDA member jurisdictions without outstanding debt service. VVEDA then met with DOF through the Meet and Confer appeals process and communicated to DOF that if it could not receive all of the VVEDA tax

increment to distribute to all member jurisdictions, then it would prefer to receive just the tax increment pledged to the Southern California Logistics Airport Authority ("SCLA") bonds, the Town of Apple Valley ("Apple Valley") bonds, and amounts needed for VVEDA administrative funding and for enforceable obligations approved in the future. This represents an alternative distribution methodology from the one currently in place. DOF directed VVEDA to discuss whether this preferred distribution could be applied with the Auditor-Controller.

Summary

VVEDA is legally bound by a joint powers agreement ("JPA Agreement") and also limited by DOF determinations regarding that JPA Agreement. Bonds were issued by SCLA prior to redevelopment dissolution that are secured by the City of Victorville ("Victorville") and SCLA portion of VVEDA's tax increment revenues. Some of these bonds are in default and in order to comply with the terms of the bond indenture, VVEDA was required to request the outstanding amount of default payments and reserve requirements on the Recognized Obligation Payment Schedule ("ROPS"), even though this amount exceeds the portion of tax increment that is legally pledged for the SCLA bonds. In response to this request, DOF authorized that all of VVEDA tax increment (not just the Victorville/SCLA share) be distributed to VVEDA, leaving no residual payments to the taxing entities. Table 1 identifies the amounts of the Victorville/SCLA share and the total VVEDA tax increment during the current and previous ROPS periods.

Table 1. VVEDA tax increment net of pass through payments

| ROPS period | 14-15B | 15-16A |
|--|------------|------------|
| VVEDA tax increment pledged to SCLA bonds (a.k.a., Victorville/SCLA share) | 13,230,890 | 10,622,431 |
| VVEDA tax increment not pledged to SCLA bonds | 2,469,443 | 1,966,363 |
| Total VVEDA tax increment | 15,700,333 | 12,588,794 |

The amounts of extra tax increment being held by VVEDA totals almost \$1.5 million from each biannual tax increment distribution. Given the current law, this amount will not be distributed to the taxing entities until the prior period adjustments have been complete, up to 3 years later. It is important to emphasize that the held funds are not pledged to the SCLA bonds.

VVEDA would like to have an alternative RPTTF distribution methodology applied. In the alternative methodology, there would be a distribution for the SCLA bonds that equals only the Victorville and SCLA share of the amount of taxes actually collected, as well as for Apple Valley's bonds from its share of the amount of taxes collected and amounts needed for VVEDA administrative funding and for enforceable obligations approved in the future. The held funds would be distributed to taxing entities immediately rather than being held for 3 years by VVEDA.

VVEDA staff has met with and attempted to coordinate with the Auditor-Controller to apply the alternative distribution methodology. However, to date VVEDA has not received a definitive

response from the Auditor-Controller about whether the alternative distribution methodology could be applied.

The Joint Powers Agreement Distribution Methodology

Victorville, the City of Adelanto ("Adelanto"), Apple Valley, the City of Hesperia ("Hesperia"), the County, and SCLA entered into a JPA Agreement to form VVEDA. The JPA Agreement, as amended, specifies the distribution of tax increment revenue among its member jurisdictions. Initially, each member jurisdiction was entitled to the tax increment revenue attributed to their portion of the VVEDA Redevelopment Project Area.

The member jurisdictions pledged the following portions of their tax increment revenue, net of their 20% affordable housing set-aside, to pay the SCLA bonds' debt service:

- Victorville, 100%¹,
- Adelanto, 50%,
- Apple Valley, 50%,
- Hesperia, 50%, and
- County, 50%.

Under the JPA Agreement, the member jurisdictions, aside from Victorville, receive the remaining 50% of their shares of tax increment revenue, as well as their 20% affordable housing set-aside. In addition to SCLA's bonds, Apple Valley issued bonds secured by their 50% tax increment revenue portion. The remaining member jurisdictions used their shares of tax increment revenue to support local economic development without issuing bonds. This tax increment revenue distribution was followed until the dissolution of redevelopment agencies with the Governor's approval of Assembly Bill x1 26 on June 28, 2011 and the California Supreme Court's upholding thereof on December 29, 2011.

Redevelopment Dissolution Changes

Following redevelopment dissolution, VVEDA is required to submit a ROPS identifying the distribution of tax increment (now known as "RPTTF") revenues for each six-month period. The ROPS is reviewed by an oversight board and DOF. Initially, DOF approved the JPA Agreement distribution on each ROPS. However, starting with the January to June 2015 ("14-15B") ROPS, DOF began to deny the requested RPTTF distribution to member jurisdictions aside from funds encumbered for the payment of bond debt service (and VVEDA's administrative funding), explaining that the distribution of unencumbered tax increment revenues under the JPA Agreement does not qualify as an enforceable obligation.

¹ SCLA is located within Victorville. The tax increment revenue associated with SCLA's area is included in this pledge of tax increment, which is sometimes referred to as the Victorville/SCLA share.

Because the amount of RPTTF to be distributed is not known when each ROPS is prepared, VVEDA requests (and DOF approves) the total amount needed for the Apple Valley and SCLA bonds, including current debt service, defaulted past years' debt service, and required reserve replenishment. The latter two are only needed for certain SCLA bonds as Apple Valley bonds are not in default and have their reserve requirement satisfied. Because of the defaults and reserve replenishment, the total approved RPTTF exceeds available RPTTF each ROPS period. The Auditor-Controller, tasked with distributing RPTTF following redevelopment dissolution, provides the lesser of available and approved RPTTF.

Although the RPTTF needed for the bonds exceeds the available RPTTF, VVEDA is not able to distribute all of the RPTTF received to Apple Valley and SCLA due to the JPA Agreement's distribution restrictions. The combination of DOF's denial of the complete JPA Agreement distribution and VVEDA's obligation to follow the JPA Agreement distribution results in remaining RPTTF that cannot be distributed to any of the member jurisdictions ("Residual RPTTF").

The Prior Period Adjustment

Until the July 2016 to June 2017 ("16-17") ROPS, each ROPS included a reconciliation between estimated obligations and actual payments for those obligations ("Prior Period Adjustment" or "PPA") for the ROPS period one year earlier. (For example, the January to June 2016 ("15-16B") ROPS included the PPA for the 14-15B period.) The PPA leads to a reduction in the following RPTTF distribution, essentially causing a return of approved and unspent funds to county auditor-controllers, who distribute the funds to taxing entities. Following the Governor's approval of Senate Bill 107 on September 22, 2015, the law changed such that the next PPA form will be submitted to county auditor-controller's commencing on October 1, 2018 and forwarded to DOF by February 1, 2019.

Although the law does not specify, it is likely that this PPA will be reduced from the following RPTTF distribution on June 1, 2019 and that the PPA for following years will continue to be processed on a 3-year delay. It appears that Residual RPTTF generated from the July 2015 to June 2016 period will be held by VVEDA until June 1, 2019, Residual RPTTF generated in the 16-17 period will be held by VVEDA until June 1, 2020, and so on.

Given that certain SCLA bonds are in default, the RPTTF distributions are closely watched by SCLA bondholders. Though the Residual RPTTF is not pledged to the SCLA bonds, VVEDA would prefer not to hold Residual RPTTF for 3 years while the SCLA bonds are in default to avoid attracting questions from bondholders. Instead, VVEDA would prefer to coordinate with the Auditor-Controller at the time of each RPTTF distribution so that VVEDA only receives RPTTF funds that can be distributed to Victorville/SCLA, to Apple Valley, for VVEDA's administrative funding, and for enforceable obligations approved in the future. The Residual RPTTF would then be distributed to taxing entities immediately.

Linda Santillano, Property Tax Manager
SAN BERNARDINO COUNTY AUDITOR-CONTROLLER/TREASURER/TAX COLLECTOR
August 8, 2016
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In addition to preventing VVEDA from holding funds while the SCLA bonds are in default, this modified approach would allow taxing entities to receive their share of Residual RPTTF three years sooner than if the PPA process were applied. In 15-16B, the Residual RPTTF equaled \$1,495,107. In the July to December 2016 period, the Residual RPTTF equaled \$1,390,085 (See Attachment 1 for both distribution tables.). VVEDA projects that the Residual RPTTF will continue at approximately \$3 million per year. If the Residual RPTTF is not distributed to taxing entities until June 1, 2019, VVEDA will be holding approximately \$10.5 million of RPTTF Residual at that time.

VVEDA's Attempt to Adjust the RPTTF Distribution Methodology

VVEDA staff contacted the Auditor-Controller staff about modifying the Residual RPTTF distribution timing in March of 2016. VVEDA staff and Auditor-Controller staff met on March 25, 2016 to discuss VVEDA's preferred alternative distribution. Auditor-Controller staff expressed concerns about the County's liability in using a modified RPTTF distribution methodology, receiving questions from bondholders themselves, and making an exception to the prescribed PPA process for VVEDA.

VVEDA staff requested that Auditor-Controller staff confer with the County's legal counsel about VVEDA's proposed modified distribution methodology and followed up by e-mail on April 18, 2016, as well as by phone, without response. If VVEDA is unable to secure approval for the modified RPTTF distribution methodology, it has no option other than to hold Residual RPTTF until the PPA process allows their distribution to taxing entities.

In advance, I want to thank you for your continued consideration of this matter and I will look forward to your response. In the meantime, I can be reached at 760-955-5032.

Sincerely,



Keith C. Metzler
Executive Director

cc: Marc Puckett, VVEDA Treasurer
Kofi Antobam, VVEDA Controller
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