

AGENDA

June 7, 2010

7:00 p.m.

Board Meeting

Antioch Area Public Facilities Financing Agency Community Facilities District No. 1989-1

MEETING LOCATION

Antioch Unified School District
School Services Building – Board Room
510 G Street, Antioch, CA 94509

Board Members

Terry Ramus, President (At-Large)
Diane Gibson-Gray, Vice-President (Board of Education)
Martha Parsons, Board Member (City Council)
Walter Ruehlig, Board Member (Board of Education)
Reggie Moore, Board Member (City Council)
Thomas McNell, Board Member (At-Large)
Larry Osorio, Board Member (At-Large)

Copies of this board agenda are located on the Internet at
www.antiochmelloroos.com

Pursuant to the Americans with Disability Act, persons with a disability who require a disability-related modification or accommodation in order to participate in a meeting, including auxiliary aides or services, may request such modification or accommodation from the CFD 89-1 board secretary at 925-776-2022. A notification 48 hours prior to the meeting will enable the staff to make reasonable arrangements to assure accessibility to the meeting.

Correspondence Address:

Antioch Unified School District
510 G Street
Antioch, California 94509

Attn: Denise Porterfield

SPEAKERS' RULES

Welcome to a meeting of the Antioch Area Public Facilities Financing Agency, Community Facilities District 1989-1(AAPFFA CFD 89-1). Your attendance is greatly appreciated.

The Board can only take action on items that are listed on the agenda. If you wish to speak to us about an item not on the agenda, the "Public Comments" section of the agenda is for you. We will take such comments at the beginning of the meeting and there is another opportunity at the end of the meeting.

If you wish to speak, either during "public comments" or during an agenda item, fill out a Speaker Request Form, indicate the item # and hand it to the Secretary. This will enable the Board to call upon you to speak at the appropriate time.

Each speaker is limited to not more than three minutes under Public Comments and three minutes on non-public hearing agenda items. No one may speak more than once on an agenda item or during "public comments."

After having heard from the public, the agenda item will be closed to the public. Deliberations will then be limited to members of the Board.

The "Consent Calendar" is a group of items which our staff thinks may be routine. These items are usually considered all together and approved without further discussion. If you are opposed to action which is recommended for an item on the "Consent Calendar", please fill out a speaker card, indicate the item # and we will pull that item from the "Consent Calendar" for separate consideration.

Terry Ramus
Board President

* * * * *

Should you wish to have an item on a future agenda, please contact Reggie Moore, Board President, at tlramus@diab.com or call Denise Porterfield, Board Secretary, at (925) 776-2022.

Antioch Area Public Facilities Financing Agency
Community Facilities District No. 1989-1

AGENDA

Board Meeting

June 7, 2010

1. **Opening** – Roll Call and Establishment of Quorum – Antioch Unified School District, School Services Building Board Room, 510 G Street, Antioch, CA 94509

2. **Flag Salute** – 7:00 p.m.

3. **Public Comments** - Public comments on non-agenda items relating to Mello-Roos issues (30-minute limit)

4. **Consent Calendar**
 - A. Minutes of April 5, 2010 Meeting (pp 1-2)
 - B. Invoices Dated June 7, 2010 (pp 3-24)
 - C. AAPFFA CFD 1989-1 Interim Financial Statement – Month Ending April 30, 2010 (pp 25-36)

Recommended Action: Approve Consent Calendar

5. **Regular Agenda**

None

6. **Public Comments** – Public comments on non-agenda items relating to Mello-Roos issues (30-minute limit)

7. **Late Communications**
 - A. Staff
 - B. Board

8. **Future Agenda Items from Board Members**

9. **Future Meetings:** August 2, 2010, October 4, 2010, and December 6, 2010

10. **Adjournment**

Antioch Area Public Facilities Financing Agency
Community Facilities District No. 1989-1

MINUTES

Board Meeting - April 5, 2010

DRAFT

1. **Opening**
The meeting was called to order by President Ramus at 7:00 p.m. Roll call was taken. Board members Gibson-Gray, McNell, Moore, Osorio, Parsons, Ramus and Ruehlig were present, and a quorum was established.
2. **Flag Salute**
The Pledge of Allegiance was led by Ms. Gibson Gray
3. **Public Comments** - Public comments on non-agenda items relating to Mello-Roos issues (30-minute limit) - none
4. **Consent Calendar**
 - A. Minutes of February 1, 2010 Meeting
 - B. Invoices Dated April 5, 2010
 - C. AAPFFA CFD 1989-1 Interim Financial Statement – Month Ending February 28, 2010
Request for Budget Amendments for Fiscal Year 2009-2010

Mrs. Merchant presented the board with revised invoices and requisition for Prewett Park, stating a requisition for the arts project was originally included that is to be paid by another assessment district. The revised copies reflect this correction.

A motion was made by Ms. Gibson-Gray and seconded by Mr. Osorio to approve the consent calendar with the revised documents. The motion carried unanimously.
5. **Regular Agenda**
None
6. **Public Comments** – Public comments on non-agenda items relating to Mello-Roos issues (30-minute limit) - none
7. **Late Communications**
 - A. Staff - none
 - B. Board - none
8. **Future Agenda Items from Board Members**
None

9. Future Meetings: June 7, 2010, August 2, 2010, October 4, 2010 , and December 6, 2010

10. Adjournment

A motion was made by Ms. Gibson-Gray, seconded by Ms. Parsons, to adjourn the meeting at 7:03 p.m. The motion carried unanimously.

Terry Ramus, President

Denise Porterfield, Secretary

ANTIOCH AREA PUBLIC FACILITIES FINANCING AGENCY

COMMUNITY FACILITY DISTRICT 1989-1

June 7, 2010

INVOICES SUBMITTED FOR APPROVAL

Req. No.	Fund	Payee	Description	Invoice Amount	Total Requisition
1080	Expense	City of Antioch	Administrative & Accounting Services Apr & May 2010	6,866.66	6,866.66
1081	Expense	Willdan Financial Services	Levy Management Services - Jan 2010 - Mar 2010	4,772.92	4,772.92
1082	Expense	Orrick Herrington & Sutcliffe	Legal Services - Jan 2010 - Apr 2010	196.41	196.41
1083	Expense	AUSD	Administrative services; copy fee, and postage Mar and Apr 2010	6,390.17	6,390.17
1084	Expense	Bank of New York Mellon	Fiscal Agent Fees - 2001 Series	3,180.00	3,180.00
2002-210	02 Const	AUSD	School Technology Project - architectural services and project management for projects	31,808.00	31,808.00
2002-209	02 Const	City of Antioch	Prewett Park Project-Project Mngr/staff salary; consultant services for Prewett Community Center Project such as program development; design; environmental studies, and construction costs for the months of Mar and Apr 2010	1,746,754.82	1,746,754.82
Total of all requisitions				\$	1,799,968.98

REQUISITION NO. 1080

Community Facilities District No. 1989-1
 Antioch Area Public Facilities Financing Agency
 County of Contra Costa, State of California
 (CFD 1989-1)

To the Fiscal Agent, The Bank of New York Trust Company, N.A.

On behalf of the Antioch Area Public Facilities Financing Agency (the "Agency"), and for the facilities, administrative services or expenses described below and which expenditures are authorized by the proceedings establishing CFD 1989-1, please pay the following:

PAYMENT TO:

City of Antioch
 P.O. Box 5007
 Antioch, CA 94531-5007

DESCRIPTION OF CHARGES: Admin. & acctg. for the month of April 2010 & May 2010
 Inv #AR128241 - \$3,433.33
 Inv #AR128383 - \$3,433.33

The sum of *\$ 6,866.66* *Dollars*
 (\$6,866.66) from the Expense acct. no. 402949

Bank Acct. No.	Requisition Amount	Description / Budget Acct No.	2009-10 Budget	Total Expended	Budget Balance
402949	6,866.66	Admin & Accounting 742-6300-63130	41,200	37,767	3,433

TOTAL: \$6,866.66

Dated: _____

 Terry Ramus, President
 or
 Diane Gibson-Gray, Vice-President

Countersigned by:

 Dawn Merchant, Controller

CITY OF ANTIOCH
 ATTN: A/R DEPT
 P.O. BOX 5007
 ANTIOCH, CA 94531-5007



INVOICE

Invoice Number: AR128241
 Invoice Date: 04/01/10
 Customer ID: C001006

Bill To: ANTIOCH AREA PUBLIC FACILITIES
 FINANCING AGENCY
 C/O CITY OF ANTIOCH
 FINANCE DEPT

Accounts Receivable Phone Nos.:
 General (925) 779-7000
 FAX (925) 779-7054
 Planning/
 Engineering (925) 779-7035

REFERENCE	DESCRIPTION	QUANTITY	UNIT PRICE	EXTENSION
100121046402	MONTHLY ADMIN AND ACCOUNTING APRIL 2010	1.00000	3,433.33	3,433.33

Invoices Are Due And Payable Upon Receipt

Sub Total	3,433.33
Sales Tax	0.00
Total Due	3,433.33

PLEASE RETURN THIS PORTION WITH YOUR PAYMENT

Please make checks payable to:
 CITY OF ANTIOCH

Customer ID: C001006
 Invoice Number: AR128241
 Invoice Date: 04/01/10

PAYMENT AMOUNT: _____

CITY OF ANTIOCH
 ATTN: A/R DEPT
 P.O. BOX 5007
 ANTIOCH, CA 94531-5007



INVOICE

Invoice Number: AR128383
 Invoice Date: 05/01/10
 Customer ID: C001006

Bill To: ANTIOCH AREA PUBLIC FACILITIES
 FINANCING AGENCY
 C/O CITY OF ANTIOCH
 FINANCE DEPT

Accounts Receivable Phone Nos.:
 General (925) 779-7000
 FAX (925) 779-7054
 Planning/
 Engineering (925) 779-7035

REFERENCE	DESCRIPTION	QUANTITY	UNIT PRICE	EXTENSION
100121046402	MONTHLY ADMIN AND ACCOUNTING MAY 2010	1.00000	3,433.33	3,433.33

Invoices Are Due And Payable Upon Receipt

Sub Total	3,433.33
Sales Tax	0.00
Total Due	3,433.33

PLEASE RETURN THIS PORTION WITH YOUR PAYMENT

Please make checks payable to:
 CITY OF ANTIOCH

Customer ID: C001006
 Invoice Number: AR128383
 Invoice Date: 05/01/10
 6

PAYMENT AMOUNT: _____

REQUISITION NO. 1081

Community Facilities District No. 1989-1
 Antioch Area Public Facilities Financing Agency
 County of Contra Costa, State of California
 (CFD 1989-1)

To the Fiscal Agent, The Bank of New York Trust Company, N.A.

On behalf of the Antioch Area Public Facilities Financing Agency (the "Agency"), and for the facilities, administrative services or expenses described below and which expenditures are authorized by the proceedings establishing CFD 1989-1, please pay the following:

PAYMENT TO:

Willdan Financial Services
 27368 Via Industria, Suite 110
 Temecula, CA 92590

DESCRIPTION OF CHARGES: 2009/10 Annual Levy - for period Jan 2010 through Mar 2010
 Inv #010-10443 - \$4,772.92

The sum of (\$4,772.92) from the *\$4,772.92* Expense acct. no. *Dollars* 402949

Bank Acct. No.	Requisition Amount	Description / Budget Acct No.	2009-10 Amended Budget	Total Expended	Budget Balance
462502	4,772.92	Levy Management 742-6300-63170	100,000	33,043	66,957

TOTAL: \$4,772.92

Dated: _____

 Terry Ramus, President
 or
 Diane Gibson-Gray, Vice-President

Countersigned by:

 Dawn Merchant, Controller

27368 Via Industria, Suite 110
Temecula, California 92590

Dawn Merchant
Finance Director
City of Antioch
PO Box 5007
Third and "H" Street
Antioch, CA 94531-5007

INVOICE # : 010-10443
INVOICE DATE: 04/19/10
PROJECT # : 6610003
PHASE # : 2010
TERMS: NET 30 DAYS

Description:

**ANTIOCH AREA PUBLIC FACILITIES FINANCE AGENCY
COMMUNITY FACILITIES DISTRICT ADMINISTRATION**

For the Period of January, 2010 through March 2010
This is invoice 3 of 4 for the preparation of the 2009/10 Annual Levy.

G/L Acct. Code	District(s)	Active Parcels	Quarterly Amount	Costs Advanced	Total Per District
742-6300-6310.0014	CFD No. 89-1	11,551	\$ 4,592.12	\$ 180.80	\$ 4,772.92
TOTAL		11,551	\$ 4,592.12	\$ 180.80	\$ 4,772.92

Costs Advanced Since Previous Billing

Copies: \$ -
Telephone: -
Postage: 15.72
Tape (County Assessor):
Travel:
Maps & Data: 165.08
Recording:
Outside Service: -
Total Costs Advanced : \$ 180.80

INVOICE TOTAL: \$ 4,772.92

DATE	AMOUNT	DESCRIPTION	INITIALS

RECEIVED
MAY 03 2010
CITY OF ANTIOCH
FINANCE DEPT.

REQUISITION NO. 1082

Community Facilities District No. 1989-1
Antioch Area Public Facilities Financing Agency
County of Contra Costa, State of California
(CFD 1989-1)

To the Fiscal Agent, The Bank of New York Trust Company, N.A.

On behalf of the Antioch Area Public Facilities Financing Agency (the "Agency"), and for the facilities, administrative services or expenses described below and which expenditures are authorized by the proceedings establishing CFD 1989-1, please pay the following:

PAYMENT TO:

Orrick, Herrington & Sutcliffe LLP
File 72887 P.O. Box 61000
San Francisco, CA 94161-2887

DESCRIPTION OF CHARGES: Legal services rendered for period: Jan 2010 - Apr 2010
Invoice #1248725 - \$196.41

The sum of (\$196.41) from the *\$196.41* Expense acct. no. *Dollars* 402949

Bank Acct. No.	Requisition Amount	Description / Budget Acct No.	2008-09 Budget	Total Expended	Budget Balance
462502	196.41	Legal Services 742-6300-63160	100,000	33,239	66,761

TOTAL: \$196.41

Dated: _____

Terry Ramus, President
or
Diane Gibson-Gray, Vice-President

Countersigned by:

Dawn Merchant, Controller



O R R I C K

Antioch Area Public FFA
PO Box 5007
Antioch, CA 94531-5007
Attn: Dawn Merchant

May 17, 2010
Client No. 41715
Invoice No. 1248725

Orrick Contact: Daniel C. Bort

FOR SERVICES RENDERED through April 30, 2010 in connection with the matters described on the attached pages:	\$	193.50
DISBURSEMENTS as per attached pages:		2.91
TOTAL CURRENT FEES & DISBURSEMENTS (Pay this Amount):	\$	196.41

Matter(s): 41715/2 - /6CFD 1989-1

DUE UPON RECEIPT

In order to ensure proper credit to your account,
please reference your **INVOICE** and **CLIENT** numbers on your remittance.
For inquiries, call: (304) 231-2701. Fax (304) 231-2501.

REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

REMITTANCE ADDRESS:
*Orrick, Herrington & Sutcliffe LLP
File 72887 P.O. Box 61000
San Francisco, CA 94161-2887
Reference: 41715/ Invoice: 1248725
E.I.N. 94-2952627*

OVERNIGHT DELIVERY:
*Orrick, Herrington & Sutcliffe LLP
c/o Bank of America, File #72887
1455 Market Street, 21st Floor
San Francisco, CA 94103
(415) 436-4300*

ELECTRONIC FUNDS TRANSFERS:
Wire Transfers Only:
*ABA Number 0260-0959-3
Bank of America
100 West 33rd Street, NY, NY 10001
Account of
Orrick, Herrington & Sutcliffe LLP
Account Number: 1499410382
Reference: 41715/ Invoice: 1248725
E.I.N. 94-2952627*

ELECTRONIC FUNDS TRANSFERS:
ACH Transfers Only:
*ABA Number 121-000358
Bank of America
San Francisco Main Branch
Account of
Orrick, Herrington & Sutcliffe LLP
Account Number: 1499410382
Reference: 41715/ Invoice: 1248725
E.I.N. 94-2952627*

RECEIVED
MAY 17 2010
CITY OF ANTIOCH
FINANCE DEPT.



O R R I C K

Antioch Area Public FFA
PO Box 5007
Antioch, CA 94531-5007
Attn: Dawn Merchant

May 17, 2010
Client No. 41715
Invoice No. 1248725

Orrick Contact: Daniel C. Bort

BILLING SUMMARY

Client: Antioch Area Public FFA
Matter: 2 - /6CFD 1989-1

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Daniel C. Bort	0.45	430.00	193.50
Total All Timekeepers	0.45	\$430.00	\$193.50

Disbursements			
Word Processing		2.91	
	Total Disbursements		\$2.91
	Total For This Matter		\$196.41

RECEIVED
MAY 17 2010
CITY OF ANTIOCH
FINANCE DEPT.



O R R I C K

Antioch Area Public FFA
PO Box 5007
Antioch, CA 94531-5007
Attn: Dawn Merchant

May 17, 2010
Client No. 41715
Invoice No. 1248725

Orrick Contact: Daniel C. Bort

For Legal Services Rendered Through April 30, 2010 in Connection With:

Matter: 2 - /6CFD 1989-1

01/28/10	D. Bort	Receive agenda from Sharon Houdashelt; respond that I will not be attending.	0.05
03/17/10	D. Bort	E-mail exchange with Dawn Merchant re S&P questions; e-mail from Marc Grijalva re same.	0.30
04/01/10	D. Bort	Receive agenda from Sharon Houdashelt; review; e-mail exchange with Sharon that I will not come; e-mail from Peter Miller to the same effect.	0.10
		Total Hours	0.45
		Total For Services	\$193.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Daniel C. Bort	0.45	430.00	193.50
Total All Timekeepers	0.45	\$430.00	\$193.50

Disbursements			
Word Processing		2.91	
	Total Disbursements		\$2.91
	Total For This Matter		\$196.41

RECEIVED
MAY 17 2010
CITY OF ANTIOCH
FINANCE DEPT.

REQUISITION NO. 1083

Community Facilities District No. 1989-1
 Antioch Area Public Facilities Financing Agency
 County of Contra Costa, State of California
 (CFD 1989-1)

To the Fiscal Agent, The Bank of New York Trust Company, N.A.

On behalf of the Antioch Area Public Facilities Financing Agency (the "Agency"), and for the facilities, administrative services or expenses described below and which expenditures are authorized by the proceedings establishing CFD 1989-1, please pay the following:

PAYMENT TO:

Antioch Unified School District
 510 G Street
 Antioch, CA 94509

DESCRIPTION OF CHARGES: Reimb-Staff Sec. III -Mar & Apr 2010 - \$6,333.34
 Reimb-Postage/Copier/Supplies: Mar & Apr 2010 - \$56.83
 Invoice # 10001212

The sum of \$ 6,390.17
 (\$6,390.17) from the Expense acct no. 402949 Dollars

Bank Acct No.	Requisition Amount	Description / Budget Acct No.	2009-10 Amended Budget	Total Expended	Budget Balance
402949	6,333.34	Administrative Svcs 7426300-63140	38,000	31,667	6,333
402949	56.83	Operating supplies/misc. 7426300-62200	1,500	432	1,068

TOTAL: \$6,390.17

Dated: _____

 Terry Ramus, President
 or
 Diane Gibson-Gray, Vice-President

Countersigned by:

 Dawn Merchant, Controller

SCHEDULE 1
INVOICE # 10001212
6/7/2010
OPERATING SUPPLIES
(01-0000-108)

DESCRIPTION	AMOUNT
POSTAGE	
POSTAGE CHARGES FOR MARCH 2010	0.00
POSTAGE CHARGES FOR APRIL 2010	18.07
COPIER	
COPIER CHARGES FOR MARCH 2010	0.00
COPIER CHARGES FOR APRIL 2010	38.76
TOTAL	\$ 56.83

REQUISITION NO. 1084

Community Facilities District No. 1989-1
 Antioch Area Public Facilities Financing Agency
 County of Contra Costa, State of California
 (CFD 1989-1)

To the Fiscal Agent, The Bank of New York Trust Company, N.A.

On behalf of the Antioch Area Public Facilities Financing Agency (the "Agency"), and for the facilities, administrative services or expenses described below and which expenditures are authorized by the proceedings establishing CFD 1989-1, please pay the following:

PAYMENT TO:

The Bank of New York Mellon
 Financial Control Billing Department
 PO Box 19445A
 Newark, NJ 07195-0445

DESCRIPTION OF CHARGES: Fiscal agent fees - 2001 Series - Inv#252-1472154 - \$3,180.00

The sum of \$3,180.00
 (\$3,180.00) from the 97 Redemption Acct no. 400183

Bank Acct No.	Requisition Amount	Description Budget Acct No.	2010-11 Budget	Total Expended	Budget Balance
400183	3,180.00	Fees-AAPFFA Bonds 7446300-83000	0	3,180	(3,180)

TOTAL: \$3,180.00

Dated: _____

 Terry Ramus, President
 or
 Diane Gibson-Gray, Vice-President

Countersigned by:

 Dawn Merchant, Controller



The Bank of New York Mellon
Trust Company, N.A.

INVOICE

000028 XBFRSD01

JOSEPHINE CASTRO
ATTN DAWN MERCHANT
P O BOX 5007
ANTIOCH, CA 94531-5007

Invoice Number: 252-1472154
Account Number: ANTIOCH2001
Invoice Date: 03-May-10
Cycle Date: 01-May-10
Administrator: Choua Vang
Center Name: San Francisco Muni
Phone Number: 415-263-2010
Currency: USD

ANTIOCH AREA PUBLIC FACILITIES FINANCING AGENCY SPECIAL TAX BONDS SERIES 2001 COMMUNITY
FACILITIES DISTRICT NO 1989-1 PROJECT

	<u>Quantity</u>	<u>Rate</u>	<u>Proration</u>	<u>Subtotal</u>	<u>Total</u>
<u>Flat</u>					
Administration Fee				2,500.00	
For the period: May 01, 2010 to April 30, 2011					
Dissemination Agent Fee				250.00	
For the period: May 01, 2010 to April 30, 2011					
DTC Fast Maintenance Fee - Flat				250.00	
For the period: May 01, 2010 to April 30, 2011					
<u>Expenses</u>					
Out of Pocket Expense**				180.00	

Invoice Total:	3,180.00
Satisfied To Date:	0.00
Balance Due	3,180.00

**Miscellaneous out-of-pocket expenses include postage, stationery, supplies, telephone, express mail, IRS forms, etc. (if applicable).
Terms: Payable upon receipt. Please reference the invoice and account number with your remittance.
Our Tax ID Number is 95-3571558. Please fax Taxpayer Certification requests to (315) 362-1220.

Check Payment Instructions:
The Bank of New York Mellon
Financial Control Billing Department
P.O. Box 19445A
Newark, NJ 07195-0445

Wire Payment Instructions:
The Bank of New York Mellon
ABA # 021000018
Account: GLA # 111-565
For further credit: TAS # 016760

Please enclose billing stub.

Please reference Invoice Number: 252-1472154

RECEIVED

MAY 10 2010

CITY OF ANTIOCH 17
FINANCE DEPT.

REQUISITION NO. 2002-210

Community Facilities District No. 1989-1
 Antioch Area Public Facilities Financing Agency
 County of Contra Costa, State of California
 (CFD 1989-1)

To the Fiscal Agent, The Bank of New York Trust Company, N.A.

On behalf of the Antioch Area Public Facilities Financing Agency (the "Agency"), and for the facilities, administrative services or expenses described below and which expenditures are authorized by the proceedings establishing CFD 1989-1, please pay the following:

PAYMENT TO:

Antioch Unified School District
 510 G Street - PO Box 768
 Antioch, CA 94509

DESCRIPTION OF CHARGES: School Technology Project #1 - \$31,808
 Inv # 10001213

The sum of \$ 31,808.00
 (\$31,808.00) from the 2002 Construction acct. no. 433038

Bank Acct No.	Requisition Amount	Description / Budget Acct No.	2009-10 Budget	Total Expended	Budget Balance
433038	31,808.00	Technology Project 7416300-72014	882,327	31,808	850,519

TOTAL: \$31,808.00

Dated: _____

 Terry Ramus, President
 or
 Diane Gibson-Gray, Vice-President

Countersigned by:

 Dawn Merchant, Controller

SCHEDULE 1
 6/7/2010
 SCHOOL TECHNOLOGY PROJECT
 PROGRESS BILLING # 1
 (21-0185-110)

VENDOR NAME	CATEGORY	FUND	DESCRIPTION	CHECK / REF #	PO#	AMOUNT
WILSON ARCHITECTURE INC*	I	CONSTRUCTION	ARCHITECTURAL SERVICES - PROJECTORS	893516	40347	27,500.00
WILSON ARCHITECTURE INC*	I	CONSTRUCTION	ARCHITECTURAL SERVICES - PROJECTORS	893516	40347	2,280.00
RGM & ASSOCIATES INC*	J	CONSTRUCTION	PROJECT MANAGEMENT - PROJECTORS	894389	40345	1,824.00
RGM & ASSOCIATES INC*	J	CONSTRUCTION	PROJECT MANAGEMENT - PROJECTORS	898889	40345	204.00
TOTAL						\$ 31,808.00

REQUISITION NO. 2002-211

Community Facilities District No. 1989-1
Antioch Area Public Facilities Financing Agency
County of Contra Costa, State of California
(CFD 1989-1)

To the Fiscal Agent, The Bank of New York Trust Company, N.A.

On behalf of the Antioch Area Public Facilities Financing Agency (the "Agency"), and for the facilities, administrative services or expenses described below and which expenditures are authorized by the proceedings establishing CFD 1989-1, please pay the following:

PAYMENT TO:

City of Antioch
PO Box 5007
Antioch, CA 94531-5007

DESCRIPTION OF CHARGES: Reimburse Prewett Park expenditures Mar 10 & Apr 10 - \$1,746,754.82
Invoice #: AR128316 & AR128449

The sum of \$ 1,746,754.82
(\$1,746,754.82) from the 2002 Construction acct. no. 433038

Bank Acct No.	Requisition Amount	Description / Budget Acct No.	2009-10 Budget	Total Expended	Budget Balance
433038	1,746,754.82	Prewett Park 7416300-79251	20,945,309	8,386,109	12,559,200

TOTAL: \$1,746,754.82

Dated: _____

Terry Ramus, President
or
Diane Gibson-Gray, Vice-President

Countersigned by:

Dawn Merchant, Controller

SCHEDULE 1
MARCH 2010 - APRIL 2010
PREWETT PARK COMMUNITY CENTER
INVOICE: AR128316 & AR128449

VENDOR NAME	DESCRIPTION	CHECK #	PO#	AMOUNT
City of Antioch	Project Mgr/Staff Salary-Mar 2010	N/A	N/A	\$ 12,451.13
Midstate Construction	Construction Costs	121437	P090647	595,003.00
Midstate Construction	Construction Costs	121438	P090647	66,111.00
Critical Solutions Inc	Building Construction	121278	P090625	43,559.36
DCM Geo Engineers	Soil testing & engineering services	121279	P100330	2,242.38
Noll and Tam	Design Services	121447	P080514	35,029.44
Noll and Tam	Design Services	121588	P080514	73,849.40
LSA Associates	Monitoring of Owl Habitat	121311	P100530	1,204.75
Pacheco Brothers	Landscape services	121327	P100502	3,312.00
AV NOW Inc	Audio System	121372	P100535	4,468.76
ICR Electric	Electrical Services	121557	P100161	172.76
	TOTAL EXPENDITURES - MAR 2010			\$ 837,403.98

VENDOR NAME	DESCRIPTION	CHECK #	PO#	AMOUNT
City of Antioch	Project Mgr/Staff Salary-Feb 2010	N/A	N/A	\$ 17,743.05
Midstate Construction	Construction Costs	121780	P090647	716,215.00
Midstate Construction	Construction Costs	121781	P090647	79,580.00
Delta Municipal Consulting	Code Compliance Inspection	121753	P090711	2,570.00
Delta Municipal Consulting	Code Compliance Inspection	122057	P090711	1,220.00
Critical Solutions Inc	Building Construction	121847	P090625	46,370.38
Noll and Tam	Design Services	122002	P080514	30,650.76
LSA Associates	Monitoring of Owl Habitat	121776	P100530	467.00
Pacheco Brothers	Landscape services	122098	P100502	2,188.00
Lavi Industries	Basic retractable post; 16-post transporter cart	121774	P100536	5,632.51
DTC Grip and Electric	Lighting equipment	121970	P100460	6,714.14
	TOTAL EXPENDITURES - APR 2010			\$ 909,350.84
	TOTAL EXPENDITURES: MAR - APR 2010			\$ 1,746,754.82

CITY OF ANTIOCH
 ATTN: A/R DEPT
 P.O. BOX 5007
 ANTIOCH, CA 94531-5007



INVOICE

Invoice Number: AR128316
 Invoice Date: 04/15/10
 Customer ID: C001006

Bill To: ANTIOCH AREA PUBLIC FACILITIES
 FINANCING AGENCY
 C/O CITY OF ANTIOCH
 FINANCE DEPT

Accounts Receivable Phone Nos. :
 General (925) 779-7000
 FAX (925) 779-7054
 Planning/
 Engineering (925) 779-7035

REFERENCE	DESCRIPTION	QUANTITY	UNIT PRICE	EXTENSION
312252045100	PROJECT MANAGER/STAFF SALARY MARCH 2010	1.00000	12,451.13	12,451.13
312759245100	PREWETT COMMUNITY PARK PROJECT CONSTRUCTION COST & CONSULTANT SERVICES MARCH 2010	1.00000	824952.85	824,952.85

Invoices Are Due And Payable Upon Receipt

Sub Total	837,403.98
Sales Tax	0.00
Total Due	837,403.98

PLEASE RETURN THIS PORTION WITH YOUR PAYMENT

Please make checks payable to:
 CITY OF ANTIOCH

Customer ID: C001006
 Invoice Number: AR128316
 Invoice Date: 04/15/10

PAYMENT AMOUNT: _____

CITY OF ANTIOCH
 ATTN: A/R DEPT
 P.O. BOX 5007
 ANTIOCH, CA 94531-5007



INVOICE

Invoice Number: AR128449
 Invoice Date: 05/05/10
 Customer ID: C001006

Bill To: ANTIOCH AREA PUBLIC FACILITIES
 FINANCING AGENCY
 C/O CITY OF ANTIOCH
 FINANCE DEPT

Accounts Receivable Phone Nos.:
 General (925) 779-7000
 FAX (925) 779-7054
 Planning/
 Engineering (925) 779-7035

REFERENCE	DESCRIPTION	QUANTITY	UNIT PRICE	EXTENSION
312252045100	PROJ MGR, STAFF SALARY 4/10	1.00000	17,743.05	17,743.05
312759245100	PREWETT PARK COMMUNITY PARK PROJECT CONSTRUCTION AND CONSULTANT SERVICES, 4/10	1.00000	891607.79	891,607.79

Invoices Are Due And Payable Upon Receipt

Sub Total	909,350.84
Sales Tax	0.00
Total Due	909,350.84

PLEASE RETURN THIS PORTION WITH YOUR PAYMENT

Please make checks payable to:

CITY OF ANTIOCH

Customer ID: C001006
 Invoice Number: AR128449
 Invoice Date: 05/05/10

PAYMENT AMOUNT: _____

To: Terry Ramus, President, CFD 1989-1

From: Dawn Merchant, Comptroller CFD 1989-1

Date: June 7, 2010

Re: AAPFFA CFD 1989-1 Interim Financial Statement – Month ending April 30, 2010

The preliminary monthly Statements of Revenues, Expenditures and Change in Fund Balance for the CFD funds through April 30, 2010 are submitted herewith. The numbers as presented in this report have not been audited and are intended solely for the internal use of the CFD management team. We believe the data as presented is accurate in all material aspects and hopefully will enable the reader to gain the maximum understanding of the Districts financial position.

The statements are presented in the following order:

Construction Fund Statement of Revenues, Expenditures and Change in Funds Available.
Construction Fund Detail

Redemption Fund Statement of Revenues, Expenditures and Change in Funds Available.
Redemption Fund Detail

Reserve Fund Statement of Revenues, Expenditures and Change in Funds Available.
Reserve Fund Detail

Admin. Exp. Fund Statement of Revenues, Expenditures and Change in Funds Available.
Administration Expense Fund Detail

C.F.D. Fund Statement of Revenues, Expenditures and Change in Funds Available.
C.F.D. Fund Detail

Fiscal Agent Cash and Investments

Enclosure

CONSTRUCTION FUND
STATEMENT OF REVENUES, EXPENDITURES
AND CHANGE IN FUNDS AVAILABLE

	ACTUAL 2008-09	AMENDED BUDGET 2009-10	ACTUAL 4/30/2010
REVENUES			
Investment Earnings	\$ 5,938	\$ 6,000	\$ 325
Total Revenue	5,938	6,000	325
EXPENDITURES			
School District Projects	141,508	882,699	372
City Projects	3,326,847	20,945,309	6,639,354
Total Expenditure	3,468,355	21,828,008	6,639,726
EXCESS (DEFICIENCY) OF REVENUE OVER EXPENDITURES	(3,462,418)	(21,822,008)	(6,639,401)
OTHER FINANCING SOURCES (USES)			
Operating Transfers In	5,000,000	15,330,000	5,330,000
Total Other Financing Sources (Uses)	5,000,000	15,330,000	5,330,000
EXCESS (DEFICIENCY) OF REVENUE AND OTHER SOURCES OVER EXPENDITURES AND OTHER USES	1,537,582	(6,492,008)	(1,309,401)
FUNDS AVAIL. BEG. OF YEAR	96,415	1,633,998	1,633,998
FUNDS AVAIL. END OF YEAR	\$ 1,633,998	\$ (4,858,010)	\$ 324,597

**CONSTRUCTION FUND DETAIL
FISCAL YEAR 2009-10**

REVENUES	ACTUAL 2008-09	AMENDED BUDGET 2009-10	ACTUAL 4/30/2010	BALANCE
Investment earnings	\$ 5,938	\$ 6,000	\$ 325	\$ 5,675
Total revenues	5,938	6,000	325	5,675
EXPENDITURES				
SCHOOL DISTRICT PROJECTS				
Dallas Ranch Middle School parity	2,225	-	-	-
Jack London Elementary School parity	25,651	-	-	-
Dallas Ranch Middle School	39,734	-	-	-
Carmen Dragon Elem (MES)	3,937	-	-	-
Support Services	69,961	372	372	-
School Technology Project	-	882,327	-	882,327
Total School District projects	141,508	882,699	372	882,327
CITY PROJECTS				
Prewett Park /Community Center	3,326,847	20,945,309	6,639,354	14,305,955
Total City projects	3,326,847	20,945,309	6,639,354	14,305,955
OTHER FINANCING SOURCES (USES)				
Transfer From CFD fund	5,000,000	15,000,000	5,000,000	10,000,000
Transfer From Redemption	-	330,000	330,000	-
Total other financing Sources (uses)	5,000,000	15,330,000	5,330,000	10,000,000
TOTAL EXPENDITURES	\$ 3,468,355	\$ 21,828,008	\$ 6,639,726	\$ 15,188,282

REDEMPTION FUND
STATEMENT OF REVENUES, EXPENDITURES
AND CHANGE IN FUNDS AVAILABLE

	ACTUAL 2008-09	AMENDED BUDGET 2009-10	ACTUAL 4/30/2010
REVENUES			
Taxes	\$14,672,091	\$ 14,620,000	\$ 13,975,321
Use of Money & Property	20,771	20,600	846
Total Revenue	14,692,862	14,640,600	13,976,167
EXPENDITURES			
Debt Payments	25,599,598	14,263,262	15,415,366
Total Expenditure	25,599,598	14,263,262	15,415,366
EXCESS (DEFICIENCY) OF REVENUE OVER EXPENDITURES	(10,906,736)	377,338	(1,439,199)
OTHER FINANCING SOURCES (USES)			
Operating Transfers In	1,330,279	-	1,275,612
Operating Transfers Out	-	(500,000)	(500,000)
Total Other Financing Sources (Uses)	1,330,279	(500,000)	775,612
EXCESS (DEFICIENCY) OF REVENUE AND OTHER SOURCES OVER EXPENDITURES AND OTHER USES	(9,576,457)	(122,662)	(663,586)
FUNDS AVAIL. BEG. OF YEAR	22,605,379	13,028,922	13,028,922
FUNDS AVAIL. END OF YEAR	\$13,028,922	\$ 12,906,260	\$ 12,365,336

REDEMPTION FUND DETAIL
FISCAL YEAR 2009-10

REVENUES	ACTUAL 2008-09	AMENDED BUDGET 2009-10	ACTUAL 4/30/2010	BALANCE
TAXES				
Special taxes - collected by county	\$14,605,958	\$ 14,600,000	\$ 13,904,649	695,351
Special taxes - supplemental	44,297	20,000	62,780	(42,780)
Special taxes - prepayments	21,836	-	7,892	(7,892)
Total taxes	14,672,091	14,620,000	13,975,321	644,679
USE OF MONEY & PROPERTY				
Investment earnings	20,771	20,600	846	19,754
Total use of money & property	20,771	20,600	846	19,754
OTHER FINANCING SOURCES				
Transfer from Reserve fund	1,330,279	-	1,275,612	(1,275,612)
Total other financing sources	1,330,279	-	1,275,612	(1,275,612)
TOTAL REVENUE	16,023,141	14,640,600	15,251,780	(611,180)
EXPENDITURES				
DEBT PAYMENTS & EXPENSES				
1998 Series bonds - principal	325,000	340,000	340,000	-
1998 Series bonds - interest	57,070	41,775	41,775	-
1999 Series bonds - principal	25,000	35,000	35,000	-
1999 Series bonds - interest	2,268	840	840	-
2001 Series bonds - principal	235,000	245,000	245,000	-
2001 Series bonds - interest	44,625	32,625	32,625	-
2002 Series bonds - principal	2,720,000	2,820,000	2,820,000	-
2002 Series bonds - interest	651,903	545,913	545,913	-
2003 Series bonds - interest	588,369	588,369	588,369	-
2005 Series bonds - principal	16,500,000	5,880,000	7,120,000	(1,240,000)
2005 Series bonds - interest	2,626,583	1,799,564	1,682,051	117,513
2006 Series bonds - principal	675,000	705,000	705,000	-
2006 Series bonds - interest	1,052,132	1,027,176	1,027,176	-
County collection fee	10,085	10,200	9,595	605
Arbitrage expense	26,255	-	-	-
Fiscal agent fees	25,959	26,500	19,672	6,828
2005 Series bonds - call premium	34,350	165,300	202,350	(37,050)
Total expenditures	25,599,598	14,263,262	15,415,366	(1,502,105)
OTHER FINANCING USES				
Transfer to Admin. Expense fund	-	170,000	170,000	-
Transfer to Construction fund	-	330,000	330,000	-
Total other financing uses	-	500,000	500,000	-
TOTAL EXPENDITURES	\$25,599,598	\$ 14,763,262	\$ 15,915,366	(1,502,105)

RESERVE FUND
STATEMENT OF REVENUES, EXPENDITURES
AND CHANGE IN FUNDS AVAILABLE

	ACTUAL 2008-09	AMENDED BUDGET 2009-10	ACTUAL 4/30/2010
REVENUES			
Use of Money & Property	\$ 300,931	\$ 300,000	\$ 164,755
Total Revenue	300,931	300,000	164,755
EXPENDITURES			
Transfer to Redemption Fund	1,330,279	-	1,275,612
Total Expenditure	1,330,279		1,275,612
EXCESS (DEFICIENCY) OF REVENUE OVER EXPENDITURES	(1,029,347)	300,000	(1,110,858)
FUNDS AVAIL. BEG. OF YEAR	11,994,187	10,964,839	10,964,839
FUNDS AVAIL. END OF YEAR	\$10,964,839 =====	\$ 11,264,839 =====	\$ 9,853,981 =====

RESERVE FUND DETAIL
FISCAL YEAR 2009-10

	ACTUAL 2008-09	AMENDED BUDGET 2009-10	ACTUAL 4/30/2010	BALANCE
REVENUES				
USE OF MONEY & PROPERTY				
Investment earnings	\$ 300,931	\$ 300,000	\$ 164,755	\$ 135,245
Total use of money & property	300,931	300,000	164,755	135,245
TOTAL REVENUE	300,931	300,000	164,755	135,245
EXPENDITURES				
OTHER FINANCING USES				
Transfer to Redemption Fund	1,330,279	-	1,275,612	(1,275,612)
Total other	1,330,279	-	1,275,612	(1,275,612)
TOTAL EXPENDITURES	\$ 1,330,279	\$ -	\$ 1,275,612	\$ (1,275,612)

ADMINISTRATION FUND
STATEMENT OF REVENUES, EXPENDITURES
AND CHANGE IN FUNDS AVAILABLE

	ACTUAL 2008-09	AMENDED BUDGET 2009-10	ACTUAL 4/30/2010
REVENUES			
Use of Money & Property	\$ 422	\$ 600	\$ 7
Total Revenue	422	600	7
EXPENDITURES			
Admin/Acctng/Tax Roll Expend	148,690	179,200	71,303
Other Expenditures	1,872	1,500	264
Total Expenditure	150,563	180,700	71,567
EXCESS (DEFICIENCY) OF REVENUE OVER EXPENDITURES	(150,141)	(180,100)	(71,560)
OTHER FINANCING SOURCES (USES)			
Operating Transfers In	-	170,000	170,000
Total Other Financing Sources (Uses)	-	170,000	170,000
EXCESS (DEFICIENCY) OF REVENUE AND OTHER SOURCES OVER EXPENDITURES AND OTHER USES	(150,141)	(10,100)	98,440
FUNDS AVAIL. BEG. OF YEAR	160,383	10,243	10,243
FUNDS AVAIL. END OF YEAR	\$ 10,243	\$143	\$ 108,683

ADMINISTRATION EXPENSE FUND DETAIL
FISCAL YEAR 2009-10

REVENUES	ACTUAL 2008-09	AMENDED BUDGET 2009-10	ACTUAL 4/30/2010	BALANCE
USE OF MONEY & PROPERTY:				
Investment earnings	\$ 422	\$ 600	\$ 7	\$ 593
Total use of money & property	422	600	7	593
OTHER FINANCING SOURCES				
Transfer from Redemption fund	-	170,000	170,000	-
Total other financing sources	-	170,000	170,000	
TOTAL REVENUE	422	170,600	170,007	593
EXPENDITURES				
ADMINISTRATION & ACCOUNTING				
City of Antioch	40,000	41,200	24,033	17,167
Antioch Unified School District	38,000	38,000	19,000	19,000
Professional services	70,690	100,000	28,270	71,730
Total accounting expenditures	148,690	179,200	71,303	107,897
OTHER EXPENDITURES				
AUSD-facility rental	848	-	-	-
Operating supplies/misc	1,025	1,500	264	1,236
Total other expenditures	1,872	1,500	264	1,236
TOTAL EXPENDITURES	\$ 150,563	\$ 180,700	\$ 71,567	\$ 109,133

COMMUNITY FACILITIES DISTRICT FUND
STATEMENT OF REVENUES, EXPENDITURES
AND CHANGE IN FUNDS AVAILABLE

	ACTUAL 2008-09	AMENDED BUDGET 2009-10	ACTUAL 4/30/2010
REVENUES			
Use of money & property	\$ 74,753	\$ 80,000	\$ 285
Total Revenue	74,753	80,000	285
EXCESS (DEFICIENCY) OF REVENUE OVER EXPENDITURES	74,753	80,000	285
OTHER FINANCING SOURCES (USES)			
Operating Transfers Out	(5,000,000)	(15,000,000)	(5,000,000)
Total Other Financing Sources (Uses)	(5,000,000)	(15,000,000)	(5,000,000)
EXCESS (DEFICIENCY) OF REVENUE AND OTHER SOURCES OVER EXPENDITURES AND OTHER USES	(4,925,247)	(14,920,000)	(4,999,715)
FUNDS AVAIL. BEG. OF YEAR	24,507,383	19,582,136	19,582,136
FUNDS AVAIL. END OF YEAR	\$19,582,136	\$ 4,662,136	\$ 14,582,420

COMMUNITY FACILITIES DISTRICT FUND DETAIL
FISCAL YEAR 2009-10

REVENUES	ACTUAL 2008-09	AMENDED BUDGET 2009-10	ACTUAL 4/30/2010	BALANCE
USE OF MONEY & PROPERTY:				
Investment earnings	\$ 74,753	\$ 80,000	\$ 285	\$ 79,715
Total use of money & property	74,753	80,000	285	79,715
TOTAL REVENUE	74,753	80,000	285	79,715
EXPENDITURES				
OTHER FINANCING USES				
Transfer to Construction Fund	5,000,000	15,000,000	5,000,000	10,000,000
Total other financing uses	5,000,000	15,000,000	5,000,000	10,000,000
TOTAL EXPENDITURES	\$ 5,000,000	\$ 15,000,000	\$ 5,000,000	\$ 10,000,000

AAPFFA CFD 1989-1
FISCAL AGENT CASH AND INVESTMENTS
as of
04/30/10

Fiscal Agent Account	Total Cost	Market Value	Shares or Par Value	Est. Annual Income	Yld-Mkt	% of Total Account	Maturity Date
2002 Construction							
Wells Fargo Treasury Plus Money Mkt	276,571	276,571	276,571	28	0.00%	85.20%	On demand
California Asset Management Program	48,025	48,025	48,025	82	0.17%	14.80%	On demand
	<u>324,596</u>	<u>324,596</u>	<u>324,596</u>	<u>109</u>	<u>0.17%</u>	<u>100.00%</u>	
1997 (was 1995) Expense							
Wells Fargo Treasury Plus Money Mkt	108,683	108,683	108,683	11	0.01%	100.00%	On demand
1997 (was 1995) CFD							
Dreyfus Cash Mgmt	14,582,420	14,582,420	14,582,420	-	0.00%	100.00%	On demand
1997 Redemption							
Wells Fargo Treasury Plus Money Mkt	12,364,943	12,364,943	12,364,943	1,236	0.00%	100.00%	On demand
2001 Redemption							
Fin Gty Ins Co Muni Bd Ins	1	1		-	0.00%	100.00%	On demand
2003 Redemption							
Wells Fargo Treasury Plus Money Mkt	11	11	11	-	0.00%	100.00%	On demand
1995 Reserve							
Wells Fargo Treasury Plus Money Mkt	987,640	987,640	987,640	99	0.00%	100.00%	On demand
1997 Reserve							
Wells Fargo Treasury Plus Money Mkt	420,792	420,792	420,792	42	0.01%	100.00%	On demand
1998 Reserve							
Federal National Mortgage Assn - disc	696,571	700,930	701,000	4,429	0.63%	90.74%	06/07/10
Wells Fargo Treasury Plus Money Mkt	71,542	71,542	71,542	7	0.00%	9.26%	On demand
	<u>768,113</u>	<u>772,472</u>	<u>772,542</u>	<u>4,436</u>	<u>0.57%</u>	<u>100.00%</u>	
1999 Reserve							
Federal National Mortgage Assn - disc	809,850	814,919	815,000	5,150	0.63%	75.86%	06/07/10
Wells Fargo Treasury Plus Money Mkt	259,378	259,378	259,378	26	0.00%	24.14%	On demand
	<u>1,069,228</u>	<u>1,074,297</u>	<u>1,074,378</u>	<u>5,176</u>	<u>0.48%</u>	<u>100.00%</u>	
2001 Reserve							
California Asset Management Program	2,143,308	2,143,308	2,143,308	3,644	0.17%	62.69%	On demand
Federal National Mortgage Assn	920,153	925,907	926,000	5,847	0.63%	26.91%	06/07/10
Wells Fargo Treasury Plus Money Mkt	355,542	355,542	355,542	36	0.00%	10.40%	On demand
	<u>3,419,002</u>	<u>3,424,757</u>	<u>3,424,849</u>	<u>9,526</u>	<u>0.28%</u>	<u>100.00%</u>	
2002 Reserve							
California Asset Management Program	454,321	454,321	454,321	772	0.17%	100.00%	On demand
2003 Reserve							
Federal National Mortgage Assn - disc	904,250	909,909	910,000	5,750	0.63%	33.29%	06/07/10
Wells Fargo Treasury Plus Money Mkt	1,823,605	1,823,605	1,823,605	182	0.00%	66.71%	On demand
	<u>2,727,855</u>	<u>2,733,514</u>	<u>2,733,605</u>	<u>5,933</u>	<u>0.21%</u>	<u>100.00%</u>	
1999 Rebate							
Wells Fargo Treasury Plus Money Mkt	381	381	381	0	0.01%	100.00%	On demand
Grand Totals	<u>\$37,227,987</u>	<u>\$37,248,829</u>	<u>\$37,249,163</u>	<u>\$27,342</u>	<u>0.07%</u>	<u>Avg maturity</u>	<u>36 is 4 days</u>