



LOGAN PLACE APARTMENTS SUMMARY AND RECOMMENDATIONS

Applicant:	Burbank Housing Development Corporation
Action:	Initial Resolution
Amount:	\$20,000,000 (Not to Exceed)
Purpose:	Finance Affordable Housing Located in the City of Petaluma, County of Sonoma, California
Activity:	Affordable Housing
Meeting:	September 23, 2011

Background:

Burbank Housing Development Corporation (“Burbank Housing”) is a nonprofit organization dedicated to increasing the supply of housing in Sonoma County, so that low-income people of all ages, backgrounds, and special needs will have a better opportunity to live in decent and affordable housing. Organized in 1980, Burbank provides qualified nonprofit housing development, ownership, and management services in Sonoma County.

Burbank Housing builds and manages family and senior rental housing and creates home ownership opportunities, largely through its mutual self-help program. Burbank Housing collaborates with service organizations to provide supportive housing for people with special needs, including people who are elderly, physically or mentally disabled, farm workers, or homeless.

This is the second project with Burbank Housing.

The Project:

Logan Place Apartments is a new construction project that will deliver 66 multifamily affordable rental units. The Logan Place design includes four (3) story buildings and one (4) story podium building. The unit mix includes: 6- studio, 12- one bedroom, 21- two bedroom and 27- three bedroom apartment units. There will be outdoor common areas, a turf area, tot-lot and a sports court. The tenants will enjoy a community building that houses the management offices, community room and laundry facilities. Rents will range from 30%- 50% of area median income.

The City of Petaluma:

The City of Petaluma is a member of the CMFA and held a TEFRA hearing September 19, 2011. Upon closing, the City is expected to receive up to \$12,500 as part of the CMFA's sharing of Issuance Fees.

Proposed Permanent Financing:

Sources of Funds:

Tax-Exempt Bond Proceeds:	\$ 1,689,506
City of Petaluma Funds:	\$ 5,150,000
State HOME:	\$ 4,000,000
MHP, deferred Dev. fee, GP Equity:	\$ 7,100,042
TC Equity:	<u>\$ 7,931,324</u>
Total Sources:	\$25,870,872

Uses of Funds:

Land Acquisition Cost:	\$ 2,208,833
New Construction:	\$15,839,453
Architectural & Engineering:	\$ 854,200
Legal and Professional:	\$ 85,000
Impact fees/planning/ permitting:	\$ 2,604,477
Financing Costs:	\$ 1,282,724
TC/ Bond & other fees:	\$ 401,134
Admin/ Developer Fee and Cap Res:	<u>\$ 2,595,051</u>
Total Uses:	\$25,870,872

Terms of Transaction:

Amount:	\$20,000,000 (not to exceed)
Maturity:	30 years.
Collateral:	Deed of Trust on property.
Bond Purchasers:	Private Placement.
Estimated Closing:	April 2012.

Public Benefit:

The Logan Place Apartments will provide 65 affordable apartments for low-income and very low income households. Petaluma low-income community has a serious need for affordable housing. This project will help supply the area with affordable housing for 55 years.

Percent of Restricted Rental Units in the Project: 100%

55% (36 units) restricted to 30% or less of area median income households; and
30% (19 units) restricted to 40% or less of area median income households; and
15% (10 units) restricted to 50% or less of area median income households; and
Unit Mix: Studio, 1, 2 and 3 bedrooms

Term of Restrictions: 55 years

Finance Team:

Lender:	TBD
Bond Counsel:	Orrick, Herrington and Sutcliff, LLP
Issuer Counsel:	Squire, Sanders & Dempsey LLP
Lender Counsel:	TBD
Borrower Counsel:	Gubb and Barshay
Borrower Consultant:	California Housing Partnership Corporation

Recommendation:

It is recommended that the CMFA Board of Directors approve an Initial Resolution of \$20,000,000 for the Logan Place affordable housing facility located in the City of Petaluma, County of Sonoma, California.

Note: This transaction is subject to review and final approval at the Final Resolution.



THE POST APARTMENTS SUMMARY AND RECOMMENDATIONS

Applicant:	Hitzke Development Corp.
Action:	Initial Resolution
Amount:	\$5,000,000 (Not to Exceed)
Purpose:	Finance Affordable Housing Located in the City of Imperial Beach, County of San Diego, California
Activity:	Senior Affordable Housing
Meeting:	September 23, 2011

Background:

Hitzke Development Corporation (“Hitzke”) is a relatively new developer in the San Diego County area. While the company itself is young, the founders and staff have extensive history of developing and managing housing projects throughout the San Diego and Inland Empire Counties. Hitzke has completed 5 projects within the last few years. The projects are a combination of Acquisition/ Rehabilitation, New Development as well as mixed use retail development.

Currently Hitzke is in the process of developing 3 new projects. These projects will all be very unique developments from mixed use space to high rise towers. The previous completed projects have all won awards and have been recognized as environmentally sustainable and forward thinking projects.

The Project:

The Post Affordable Housing Apartments will be an Acquisition/Rehabilitation project that is located at the northeast corner of Palm Avenue and Florence Street within the city of Imperial Beach. The Post will be a mixed-use, 30-unit senior affordable housing project with an approximately 4,000 square-foot American Legion Hall on the ground floor. The American Legion Hall will have a meeting hall, bar, kitchen and patio to serve its members. The Project will provide (29) one-bedroom senior affordable housing units affordable to very-low and low-income households and (1) two-bedroom manager unit. The Post will be 4 stories and approximately 40’ in height.

The City of Imperial Beach:

The City of Imperial Beach is a member of the CMFA and will need to hold a TEFRA hearing. Upon closing, the City is expected to receive up to \$3,125 as part of the CMFA's sharing of Issuance Fees.

Proposed Permanent Financing:

Sources of Funds:

Tax-Exempt Bond Proceeds:	\$1,625,000
IB Redevelopment Agency:	\$3,850,000
Solar Rebate:	\$ 50,000
Residual Income Prior to Completion:	\$ 25,752
Deferred Developer Fee:	<u>\$2,294,134</u>
Total Sources:	\$8,114,619

Uses of Funds:

Land Acquisition Cost:	\$ 755,000
New Construction:	\$3,684,600
Architectural & Engineering:	\$1,081,625
Legal and Professional:	\$ 425,000
Marketing/ Models/ Office:	\$ 155,000
Developer Fee:	\$ 752,507
Contingency:	\$ 318,981
Costs of Issuance:	<u>\$ 150,000</u>
Total Uses:	\$8,114,619

Terms of Transaction:

Amount:	\$5,000,000 (not to exceed)
Maturity:	30 years.
Collateral:	Deed of Trust on property.
Bond Purchasers:	Private Placement.
Estimated Closing:	March 2012.

Public Benefit:

The Post Apartments will provide 30 affordable apartments for low-income and very low income households. Imperial Beach's low-income community has a serious need for affordable housing. This project will help supply the area with affordable housing for 55 years.

Percent of Restricted Rental Units in the Project: 100%

48% (14 units) restricted to 50% or less of area median income households; and

52% (15 units) restricted to 60% or less of area median income households.

Unit Mix: 1 bedroom

Term of Restrictions: 55 years

Finance Team:

Lender:	TBD
Bond Counsel:	Quint & Thimmig
Issuer Counsel:	Squire, Sanders & Dempsey LLP
Lender Counsel:	TBD
Borrower Counsel:	Sheppard, Mullin, Richter, and Hampton LLP

Recommendation:

It is recommended that the CMFA Board of Directors approve an Initial Resolution of \$5,000,000 for The Post affordable housing facility located in the City of Imperial Beach, County of San Diego, California.

Note: This transaction is subject to review and final approval at the Final Resolution.



UNIVERSITY OF SAN DIEGO SUMMARY AND RECOMMENDATIONS

Applicant:	University of San Diego
Action:	Final Resolution
Amount:	\$46,000,000
Purpose:	Refinance the Acquisition, Improvement and Equipping of Property Located in the City of San Diego, San Diego County, California.
Activity:	Private University
Meeting:	September 23, 2011

Background:

The University of San Diego (the "University" or "USD") is a co-educational, residential, comprehensive Roman Catholic university chartered in 1949. The University's 180-acre campus is located in Linda Vista overlooking Mission Bay on the Pacific Ocean, 15 minutes from downtown San Diego. Accredited by the Western Association of Schools and Colleges since 1956, the University offers Bachelor's degrees in 39 areas of undergraduate study, 33 Master's degrees, three doctoral degrees, five Master of Laws degrees, and the Juris Doctorate. The University is a California nonprofit corporation and an exempt organization as described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

For the 2010-11 academic year, the University enrolled 5,320 full-time equivalent undergraduate students and 2,096 full-time equivalent graduate students. The University's total enrollment of undergraduate, graduate, and doctoral students has increased by 7.4% since fall 2006.

Governed by an independent Board of Trustees, the university has six academic divisions: the College of Arts and Sciences, School of Law, the School of Business Administration, the School of Leadership and Education Sciences, the Hahn School of Nursing and Health Science and the Joan B. Kroc School of Peace Studies. USD's values-based education offers students bachelor's, master's and doctoral degree programs.

The 180-acre campus now houses buildings that encompass more than two million square feet and provide educational, administrative, residential, athletic, dining and support services.

The Project:

Proceeds of the bonds will be used refinance (1) the current interest term maturity of the California Educational Facilities Authority Revenue Bonds (University of San Diego) Series 1999, the entire \$19,200,000 original principal amount of which will be outstanding after October 1, 2011 (the "Series 1999 Bonds") and (2) certain maturities of Certificates of Participation evidencing proportionate interests of the holders thereof in Installment Payments to be paid by the County of San Diego to the University evidencing principal in the amount of \$36,870,000, \$24,155,000 of which principal amount will be outstanding after October 1, 2011 (the "Series 2001 Certificates" and, together with the Series 1999 Bonds, the "Prior Obligations"), the proceeds of which financed the improvement and equipping of certain educational facilities and other appurtenant facilities located in the County of San Diego.

The County of San Diego:

The County of San Diego is a member of the CMFA and is expected to approve the financing on September 27, 2011. The County will receive approximately \$12,666 as part of CMFA's sharing of Issuance Fees.

Proposed Financing:

Sources of Funds:

Bond Proceeds:	\$ 46,000,000
Total Sources:	\$ 46,000,000

Uses of Funds:

Series 1999 Refunding:	\$ 20,650,000
Series 2001 Refunding:	\$ 25,000,000
Costs of Issuance:	\$ 350,000
Total Uses:	\$ 46,000,000

Terms of Transaction:

Amount:	\$46,000,000
Rate:	Fixed
Maturity:	October 2041
Rating:	A2 (Moody's)
Collateral:	Unsecured, general obligation
Bond Purchasers:	Institutional & Retail
Estimated Closing:	October 2011

Public Benefit:

The Project includes the refinancing of outstanding University indebtedness which financed improvements critical to the University's purpose including the construction and acquisition of buildings and equipment including the Jenny Craig Pavilion a multipurpose activity center and athletic arena, and a Science Center and the construction and acquisition of buildings and equipment, including improvements to the University's energy infrastructure and new student

housing facilities. These facilities further the University's mission to provide higher education to eligible students throughout the region and from which the University operates as a principal employer and locus of civic and academic activity.

Further, every year, in every part of the region, USD community projects serve people in need with a range of programs, such as:

- CASA (Center for Awareness, Service and Action) promotes cultural awareness and social consciousness by providing outreach opportunities and making lasting connections between USD and the community.
- Free specialized legal clinics staffed by USD law students offer legal assistance to lower-income individuals and families.
- The annual Thanksgiving House Project provides USD business students the opportunity to renovate the home of a deserving family in the nearby Linda Vista neighborhood.
- The Institute of College Initiatives hosts such college preparation programs as Upward Bound, Expanding Your Horizons, and Global Youth Leadership Connection.
- Service learning reflects USD's emphasis on social justice and ethical conduct. The Center for Community Service-Learning, founded in 1994, offers students a broad spectrum of service and educational opportunities. USD's standing as an innovator of university- community engagement has been recognized widely.

Finance Team:

Underwriter:	George K. Baum & Company
Underwriter Counsel:	Hogan Lovells US LLP
Bond Counsel:	Orrick Herrington & Sutcliffe LLP
Issuer Counsel:	Squire, Sanders & Dempsey LLP
Rating Agency:	Moody's Investor Service
Trustee:	Bank of New York Mellon
Trustee Counsel:	Davis Wright Tremaine LLP

Recommendation:

It is recommended that the CMFA Board of Directors adopt a Final Resolution authorizing the issuance, sale and delivery of up to \$46,000,000 of tax-exempt bonds to refinance the acquisition, improvement and equipping of educational facilities for the University of San Diego, located in the City of San Diego, San Diego County, California.



SOUTHWESTERN LAW SCHOOL SUMMARY AND RECOMMENDATIONS

Applicant:	Southwestern Law School
Action:	Final Resolution
Amount:	\$25,000,000
Purpose:	Finance Facilities for Southwestern Law School located in the City of Los Angeles, County of Los Angeles, California.
Activity:	Private Law School
Meeting:	September 23, 2011

Background:

Southwestern Law School is a California nonprofit public benefit corporation that owns and operates a graduate school of law. The School's campus is located in Los Angeles, California. With a long-standing emphasis on diversity, public service, and innovative programs, and a mid-city campus featuring a world-renowned Art Deco landmark, Southwestern Law School reflects the vibrancy of Los Angeles and provides an ideal setting for law study. Founded in 1911 as an independent, nonprofit, nonsectarian institution, Southwestern is fully approved by the ABA and is a member of the AALS. It is the only law school to offer four J.D. courses of study that differ in scheduling and instructional approach, including traditional full- and part-time programs as well as a unique two-year alternative curriculum. Southwestern's 10,000 alumni include prominent public officials - from members of Congress to mayors, and over 200 judges - as well as founders of major law firms and general counsels of multinational corporations. The law school has strong ties to the legal, business, and civic sectors, and its Biederman Entertainment and Media Law Institute is closely linked to the entertainment industry in Hollywood and internationally.

Enrollment for the 2010-11 academic year was 1,095 students, including 741 full-time day students and 354 evening and part-time day students. During the 2010-11 academic year, the School received 3,383 applications for the full-time program and 566 applications for the part-time program, for approximately 410 total spaces. There are currently 138 faculty at the School: 61 full-time and 77 adjunct or part-time.

The Project:

The proceeds of the bonds will be used for the design, development, construction and/or equipping of a new graduate law student housing facility, consisting of an approximately 103,000-square foot building containing approximately 133 dwelling units situated on 1.27 acres of land on the southwest corner of the School's campus, together with related parking, courtyard and other facilities. Residential apartments within the Project will provide a total of 67,552 square feet of living space, including 60 studios, 53 one-bedroom and 20 two-bedroom units. The average size of each residential unit is 507 square feet. Common area and study rooms will provide an additional 35,000 square feet of space. The residential apartments will accommodate up to 153 students, or approximately 15% of the School's total student body. The residential units will be leased on a 12-month basis. The Project is expected to achieve a Leadership in Energy and Environmental Design (LEED) gold rating upon completion.

City of Los Angeles:

The City of Los Angeles is a member of the CMFA and expected to hold a TEFRA hearing on October 4, 2011. The City will receive up to \$11,666 at closing, as part of CMFA's sharing of Issuance Fees for this project.

Proposed Financing:

Sources of Funds:

Tax-Exempt Bond Proceeds:	\$19,577,000
Line of Credit:	\$ 5,000,000
Equity:	<u>\$ 2,997,800</u>
Total Sources:	\$27,574,800

Uses of Funds:

New Construction:	\$20,543,000
New Machinery & Equipment:	\$ 632,000
Architectural & Engineering:	\$ 865,400
Legal & Professional:	\$ 100,000
Insurance:	\$ 85,100
Entitlements:	\$ 1,509,700
Mgt. Fee, Soft Costs & Contingency:	\$ 1,176,000
Capitalized Interest:	\$ 2,245,200
Cost of Issuance:	<u>\$ 418,200</u>
Total Uses:	\$27,574,800

Terms of Transaction:

Amount:	\$25,000,000
Rate:	Fixed Rate.
Maturity:	November 2041
Rating:	Moody's – Baa1
Collateral:	Unsecured, general obligation
Bond Purchasers:	Institutional & Retail Investors.
Estimated Closing:	November, 2011

Public Benefit:

Southwestern's Public Service Policy is designed to encourage students to perform at least 25 hours of pro bono public service each academic year, in addition to any public interest-related externship or legal clinic work.

The project will build on the school's solid foundation by enhancing its campus and provide safe housing for students in a LEED Gold certified facility.

Finance Team:

Underwriter:	Bank of America Merrill Lynch
Underwriter Counsel:	Fulbright & Jaworski LLP
Bond Counsel:	Orrick Herrington & Sutcliffe LLP
Borrower's Counsel:	McKenna Long & Aldridge LLP
Issuer Counsel:	Squire, Sanders & Dempsey LLP
Rating Agency:	Moody's Investors Services
Trustee:	U.S. Bank

Recommendation:

It is recommended that the CMFA Board of Directors approve the Final Resolution authorizing the issuance of up to \$25,000,000 of tax-exempt private activity bonds to finance and refinance educational facilities for Southwestern Law School located in the City of Los Angeles, Los Angeles County, California.



THE HELP GROUP SUMMARY AND RECOMMENDATIONS

Applicant:	The HELP Group
Action:	Final Resolution
Amount:	\$26,000,000
Purpose:	Finance and Refinance Healthcare Facilities located in the cities of Culver City and Los Angeles, County of Los Angeles, California
Activity:	Healthcare Facilities
Meeting:	September 23, 2011

Background:

The Help Group comprises seven affiliated California nonprofit public benefit corporations that provide a broad range of programs and services, including mental health, therapy, counseling, special education and residential programs. The Help Group serves children, adolescents, adults and families with special needs related to autism spectrum disorders, learning disabilities, ADHD, mental retardation, abuse and emotional problems. Programs are provided from one or more of four major campuses located in Culver City, Sherman Oaks, Valley Glen, and Van Nuys. The individual Help Group corporations participating in the 2009 Series A Bonds are The Help Group Child and Family Center, New School for Child Development, Project Six, Summit View School and The Help Group West (collectively, the “Corporations” or “The Help Group”). The other two corporations in The Help Group: Pacific Living Alternatives and New Opportunities for Living (the “Non-Participating Corporations”) will not be participating in the 2009 Series A Bonds. The Corporations are individually described below. The Corporations’ current primary service area is throughout Los Angeles County.

The Help Group began as a small speech and hearing center, incorporated in 1953, known as Children’s Speech and Hearing Center (now known as The Help Group Child and Family Center). In 1975 Children’s Speech and Hearing Center started a special education day school program as a pilot program. The pilot program was separately incorporated in 1978 as New School for Child Development. In 1980, Children’s Speech and Hearing Center developed another pilot program to address the residential treatment needs of disabled youth. This pilot program was separately incorporated as Project Six in 1981. In 1995, Summit View School was established to provide special education day school programs for children and adolescents with learning disabilities. In 1999, The Help Group West was established to acquire, develop and

operate the facility on the west side of Los Angeles to provide special education and therapy programs and services to young people with special needs and their families.

Each Corporation is an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, and is exempt from federal income tax under Section 501(a) of the Internal Revenue Code of 1986 pursuant to a determination letter from the Internal Revenue Service.

The Project:

New School for Child Development, Project Six, Summit View School, The Help Group Child and Family Center and The Help Group West (collectively doing business as The Help Group), each a nonprofit, public benefit corporation organized and existing under the laws of the State of California and an organization described in section 501(c)(3) of the Internal Revenue Code of 1986 (collectively, the “Corporations”), have requested the Authority to issue one or more series of revenue bonds in an aggregate principal amount not to exceed \$26,000,000 to:

- (a) provide for the current refunding of the outstanding the outstanding California Health Facilities Financing Authority Insured Health Facility Revenue Bonds (The H.E.L.P. Group), 1998 Series A, the proceeds of which were used to:
 - (i) refinance obligations incurred by the New School for Child Development and Project Six relating to the acquisition of the following facilities: (A) Corwin Group Home, 10055 Mason Avenue, Chatsworth, CA; (B) Lomita Group Home, 325 North Lomita, Burbank, CA; (C) Meyer Group Home, 1447 North Meyer Street, Burbank, CA; (D) Apartment Building I, 13110 Burbank Boulevard, Van Nuys, CA; (E) Apartment Building II, 13116 Burbank Boulevard, Van Nuys, CA; (F) Apartment Building III, 13120 Burbank Boulevard, Van Nuys, CA; (G) Apartment Buildings IV and V, 13100-06 Burbank Boulevard, Van Nuys, CA; (H) 5529 Ethel Avenue, Sherman Oaks, CA; (I) 5533 Ethel Avenue, Sherman Oaks, CA; and (J) 5543 Ethel Avenue, Sherman Oaks, CA,
 - (ii) acquire and renovate four buildings on approximately 2.4 acres of land at 6421-6455 Coldwater Canyon Avenue, Los Angeles (North Hollywood), CA, to accommodate special education and therapeutic facilities for children and adolescents with learning disabilities and related special needs, including classrooms, therapy offices and general administrative offices, to be owned and operated by Summit View School, and
 - (iii) refund the California Health Facilities Financing Authority Insured Health Facility Revenue Bonds (The H.E.L.P. Group), 1991 Series A, dated as of August 1, 1991, issued to finance the following projects: (A) construction of a two-story, approximately 24,000 square foot building, located at 13130 Burbank Boulevard, Sherman Oaks, CA, to house classrooms, therapy offices, and administrative offices, (B) remodeling of the existing main facility for school, therapy and/or administrative facilities, located at 13130 Burbank Boulevard, Sherman Oaks, CA, and (C) construction of an approximately 16,000 square feet school, therapy/administrative facility and a 6,000-plus square foot multi-purpose center, parking and storage facilities, located at 13130 Burbank Boulevard, Sherman Oaks, CA; and
- (b) provide for the current refunding of the outstanding California Health Facilities Financing Authority Insured Health Facility Revenue Bonds (The H.E.L.P. Group), 2000 Series A, the proceeds of which were used to:

- (i) acquire and renovate an approximately 61,000 square foot hospital located at 12101 Washington Boulevard, Culver City, California,
- (ii) acquire and renovate an approximately 23,000 square foot medical building located at 12099 Washington Boulevard, Culver City, California,
- (iii) acquire and renovate an approximately 20,100 square foot medical arts/pharmacy located at 12095 Washington Boulevard, Culver City, California, and
- (iv) acquire and renovate an approximately 4,000 square foot strip center located at 12163 Washington Boulevard, Culver City, California;

and all facilities are owned by the Corporations and used in connection with their non-public schools and mental health centers for children with learning disabilities.

Cities of Culver City and Los Angeles:

Both the City of Culver City and the City of Los Angeles are members of the CMFA. Both cities approved the financing. The two cities will share approximately \$9,000 at closing, as part of CMFA's sharing of Issuance Fees for this project.

Proposed Financing:

Sources of Funds:

Tax-Exempt Bond Proceeds:	\$24,120,000
Existing Insurance Reserve:	\$ 233,000
Cashout of Old Reserve Fund:	<u>\$ 2,753,000</u>
Total Sources:	\$27,106,000

Uses of Funds:

Redeem Previous Bonds:	\$23,325,000
Debt Service Reserve Fund:	\$ 2,359,000
Bond Ins:	\$ 940,000
UW Disc/ Misc/ Costs of Issuance:	<u>\$ 482,000</u>
Total Uses:	\$27,106,000

Terms of Transaction:

Amount:	\$26,000,000
Rate:	Fixed Rate.
Maturity:	April 2041
Rating:	A- (Standard & Poor's) based on CalMortgage
Credit Enhancement:	CalMortgage
Collateral:	CalMortgage, Deed of Trust
Bond Purchasers:	Institutional & Retail Investors.
Estimated Closing:	October 2011

Public Benefit:

With the funding of this transaction, The Help Group will be able to continue to provide needed services to its clients. The Help Group provides a broad range of programs and services, including mental health, therapy, counseling, special education and residential programs. The Help Group serves children, adolescents, adults and families with special needs related to autism spectrum disorders, learning disabilities, ADHD, mental retardation, abuse and emotional problems

Finance Team:

Underwriter:	Wulff, Hansen & Co.
Credit Enhancement Provider:	Office of Statewide Health Planning and Development (Cal-Mortgage)
Bond Counsel:	Quint & Thimmig, LLP
Disclosure Counsel:	Jennings, Strous & Salmon, P.L.C.
Borrower Counsel:	Jennings, Strous & Salmon, P.L.C.
Issuer Counsel:	Squire, Sanders & Dempsey LLP
Pricing Agent:	State Treasurers Office
Pricing Agent Counsel:	Orrick Herrington & Sutcliffe LLP
Trustee:	The Bank of New York Mellon
Trustee Counsel:	The Bank of New York Mellon
Rating Agency:	Standard & Poor's Rating Service

Recommendation:

It is recommended that the CMFA Board of Directors approve the Final Resolution for The HELP Group for the issuance, sale and delivery of up to \$26,000,000 of tax-exempt private activity bonds to finance and refinance facilities located in the cities of Culver City and Los Angeles, Los Angeles County California.



UTS BIOENERGY LLC SUMMARY AND RECOMMENDATIONS

Applicant: RP1 Fuel Cell, LLC and UTS SJ1-LLC

Action: Final Resolution

Amount: \$25,200,000

Purpose: Finance a Renewable Energy Projects for UTS BioEnergy Located in the City of San Jose, Santa Clara County and San Bernardino County, CA.

Activity: Exempt Facility

Meeting: September 23, 2011

Background:

In 1992, BioGas was founded by Adam Bürger together with 4 employees in Germany. The company soon began planning, development, production and installation of pump and mixing technology for agriculture and municipal sewage plants. During the past 25 years many trends have come and gone but their corporate and product philosophy has stayed the same. Best quality and expert consulting from the planning to the installation and service are binding values for them. BioGas puts strong emphasis on the development of environmentally compatible products.

With more than 1,500 equipped biogas plants, UTS Biogastechnik GmbH is one of the leading biogas companies in Germany. They take care of the planning, development, production, delivery and installation of components as well as the realization of large biogas plants as general contractor.

UTS BioEnergy LLC is a subsidy of BioGas and develops, owns and operates alternative energy projects in the Americas. The Company is dedicated to help solve the energy problem through advanced alternative energy technologies developed in America. The main focus is on biogas production and conversion to electricity and heat or pipeline quality methane.

The Project:

Originally commissioned in 1948, RP1 is a wastewater treatment facility that serves the Cities of Ontario, Rancho Cucamonga, Upland, Montclair, Fontana and an unincorporated area of San Bernardino County. RP1 has undergone several expansions to increase the design wastewater treatment capacity to the current 44.0 million gallons per day (mgd) and biosolids treatment capacity equivalent to a wastewater flow rate of 60.0 mgd. The project will utilize biogas produced as a byproduct of wastewater treatment to produce 2.8 MW of energy and waste heat at the Inland Empire Utilities Agency (IEUA) Regional Plant #1 (RP1). The electricity and heat will be utilized entirely by the treatment facility. The project has two major processes: 1) Biogas conditioning, and 2) Energy generation. Biogas will be treated to meet required specifications through a series of treatment processes, and will then be utilized by a fuel cell to produce clean and renewable electricity and heat.

The San Jose/Santa Clara Water Pollution Control Plant is one of the largest advanced wastewater treatment facilities in California. It treats and cleans the wastewater of over 1,500,000 people that live and work in the 300-square mile area encompassing San Jose, Santa Clara, Milpitas, Campbell, Cupertino, Los Gatos, Saratoga, and Monte Sereno. The Water Pollution Control Plant has the capacity to treat 167,000,000 gallons of wastewater per day. The project will utilize biogas produced as a byproduct of wastewater treatment to produce 1.4 MW of energy and waste heat at the San Jose Water Pollution Control Plant (WPCP). The electricity and heat will be utilized entirely by the treatment facility. The project has two major processes: 1) Biogas conditioning, and 2) Energy generation. Biogas will be treated to meet required specifications through a series of treatment processes, and will then be utilized by a fuel cell to produce clean and renewable electricity and heat.

UTS BioEnergy is planning to install a digester gas treatment and fuel cell system at the San Jose Water Pollution Control Plant. This facility will produce power from renewable anaerobic digester gas (ADG). This anaerobic digester gas is composed mostly of methane, hydrogen sulfide, oxygen, sulfur-based contaminants, and water vapor. The gas will be conditioned to meet strict standards before being used by the fuel cells to produce renewable electricity.

Digester gas treatment system:

The digester gas system passes the gas through the following stages:

- a. iron sponge scrubbers for hydrogen sulfide removal
- b. a gas compression/refrigerated drying system for moisture removal
- c. a regenerable activated carbon system for siloxane, volatile organic compound (VOC) and organic sulfur removal
- d. a non-regenerable conventional activated carbon in-line backup system with the same type of carbon as in c. but larger volume
- e. a final impregnated activated carbon guard system to remove small organic sulfur molecules that could escape the upstream activated carbon systems.

A major advantage of utilizing the regenerable system is that it significantly reduces the amount of activated carbon required. Traditional systems require large amounts of carbon which are replaced a few times a year, while this system has a very small amount of carbon that's regenerated and replaced about once a year. This innovative arrangement minimizes the system

capital and operational costs, while reducing both resource requirements and waste to landfills. UTS BioEnergy has taken an extra precaution in the design of these gas treatment systems by following this innovative treatment step with a redundant traditional activated carbon backup system.

City of San Jose and County of San Bernardino:

The City of San Jose and County of San Bernardino are members of the CMFA and held TEFRA hearings. The municipalities are expected to share approximately \$14,125 as part of CMFA's sharing of Issuance Fees.

Proposed Financing:

Sources of Funds:

Tax-Exempt Bond Proceeds:	\$25,200,000
Equity:	<u>\$ 4,814,867</u>
Total Sources:	\$30,014,867

Uses of Funds:

Construction Fund:	\$26,757,056
Capitalized Interest:	\$ 1,121,811
Debt Service Reserve Fund:	\$ 1,644,000
UW Discount:	\$ 252,000
Costs of Issuance:	<u>\$ 240,000</u>
Total Uses:	\$30,014,867

Terms of Transaction:

Amount:	\$25,200,000
Rate:	TBD
Collateral:	Leasehold Deed of Trust, Security in Equipment
Maturity:	December 2032
Bond Purchasers:	Private Placement
Estimated Closing:	October, 2011

Public Benefit:

This transaction will create new full-time jobs in addition to retaining their current full-time employees. Furthermore, the City of San Jose and the County of San Bernardino will enjoy an increase and diversification of the local tax base through salaries, wages, sales taxes, property taxes, and other local revenues generated through various vendors and businesses supporting the Borrower.

The SJ-1 and RP1 projects utilize fuel cell technology to reduce emissions and provide the host wastewater treatment plants with electricity and heat to use in their daily operations. Although

Fuel Cell technology is more expensive than traditional internal combustion engines, it is favorable to utilities and air quality regulators due to extremely low emission production. California's Self Generation Incentive Program (SGIP) and the Federal 1603 investor tax credit have helped these projects make financial sense.

Molten Carbonate Fuel Cells have been deployed successfully around the world for a number of years. Fuel Cells are advantageous in their ability to generate a significant quantity of power with very low emissions, are very efficient (approximately 47%), and further, distributed energy sources like Fuel Cells put the power where it's needed, enabling the smart grid.

Both projects will result in improved air quality, increased efficiency due to fuel cell technology, and cost savings to the consumer resulting from competitive electricity prices coupled with the utilization of waste heat.

Finance Team:

Placement Agent:	Stern Brothers & Co.
Placement Agent Counsel:	McGuire Woods, LLP
Bond Counsel:	Squire, Sanders & Dempsey, LLP
Issuer Counsel:	Squire, Sanders & Dempsey, LLP
Borrower Counsel:	DLA Piper LLP
Purchaser:	Alliance Bernstein, Columbia Management
Purchaser Counsel:	Greenberg Traurig, P.A.
Trustee:	Bank of New York Mellon
Trustee Counsel:	Davis Wright Termaine, LLP

Recommendation:

It is recommended that the CMFA Board of Directors adopt a Final Resolution in the amount of \$25,200,000 to finance the RP1 Fuel Cell, LLC and UTS SJ1-LLC projects located in the City of San Jose, Santa Clara County and San Bernardino County, California.



MERCY AUBURN SENIOR APARTMENTS SUMMARY AND RECOMMENDATIONS

Applicant:	Mercy Housing California
Action:	Initial Resolution
Amount:	\$12,000,000 (Not to Exceed)
Purpose:	Finance Affordable Housing Located in the City of Auburn, County of Placer, California
Activity:	Affordable Housing
Meeting:	September 23, 2011

Background:

For nearly 30 years, Mercy Housing has been committed to developing affordable, program-enriched housing for low-income families, seniors and people with special needs who lack the economic resources to access quality, safe housing opportunities. They create homes that enrich and improve the communities in which they are located. They develop every property with an unwavering commitment to quality and value. To build their communities, Mercy Housing works with public, private and government partners and developers. To date, Mercy Housing has participated in the development, preservation and/or financing of more than 38,000 affordable homes and an additional 9,300 homes are in the pre-development, construction or concept phase.

Mercy Housing is working to create a more humane world where poverty is alleviated, communities are healthy and all people can develop their full potential. They believe that affordable housing and supportive programs improve the economic status of residents, transform neighborhoods and stabilize lives.

Mercy Housing California is one of their largest business centers. With offices in Los Angeles, San Francisco and West Sacramento, Mercy Housing California offers affordable low-income housing programs to more than 23,000 people at more than 125 properties. Residents include families, people with special needs and seniors.

Many California residents struggle daily with the high cost of living. The average household income is more than \$48,400 – nearly \$5,000 more than the national average. The average annual income of a Mercy Housing California resident is \$19,525.

The Project:

Mercy Auburn Senior Apartments is a new construction project that will deliver 59, one bedroom senior multifamily affordable rental units. There will be outdoor common areas, a turf area, tot-lot and a sports court. The tenants will enjoy a community building that houses the management offices, community room, and library / computer lab. An on-site resident services coordinator will host an array of social, recreational, health and educational services on-site. Restricted Rents will be for those 50% or below of area median income.

The City of Auburn:

The City of Auburn will need to become a member of the CMFA and hold a TEFRA hearing. Upon closing, the City is expected to receive up to \$7,500 as part of the CMFA's sharing of Issuance Fees.

Proposed Permanent Financing:

Sources of Funds:

Tax-Exempt Bond Proceeds:	\$ 0
HUD 202:	\$ 6,073,600
State HOME:	\$ 4,463,564
AHP:	\$ 590,000
Deferred Dev. fee, GP Equity:	\$ 1,107,863
TC Equity:	<u>\$ 5,145,421</u>
Total Sources:	\$17,380,448

Uses of Funds:

Land Acquisition Cost:	\$ 0
New Construction:	\$ 9,736,230
Architectural & Engineering:	\$ 710,552
Legal and Professional:	\$ 95,000
Reserves, fees:	\$ 777,010
Financing Costs:	\$ 343,461
Development Fees:	\$ 2,082,863
All other Soft Costs:	\$ 3,429,915
COI:	<u>\$ 205,417</u>
Total Uses:	\$17,380,448

Terms of Transaction:

Amount:	\$12,000,000 (not to exceed)
Maturity:	30 years.
Collateral:	Deed of Trust on property.
Bond Purchasers:	Private Placement.
Estimated Closing:	April 2012.

Public Benefit:

The Mercy Auburn Senior Apartments will provide 59 affordable apartments for low-income seniors. Auburn's low-income senior community has a serious need for affordable housing. This project will help supply the area with affordable housing for 55 years.

Percent of Restricted Rental Units in the Project: 100%

100% (59 units) restricted to 50% or less of area median income households: and

Unit Mix: 1 bedrooms

Term of Restrictions: 55 years

Finance Team:

Bond Purchaser:	TBD
Bond Counsel:	Jones Hall
Purchaser Counsel:	TBD
Issuer Counsel:	Squire, Sanders & Dempsey LLP
Borrower Counsel:	Gubb & Barshay
Financial Advisor:	Community Economics

Recommendation:

It is recommended that the CMFA Board of Directors approve an Initial Resolution of \$12,000,000 for the Mercy Auburn Senior affordable housing facility located in the City of Auburn, County of Placer, California.

Note: This transaction is subject to review and final approval at the Final Resolution.



CREEKSIDE VILLAGE APARTMENTS SUMMARY AND RECOMMENDATIONS

Applicant:	Rural Communities Housing Development Corp.
Action:	Initial Resolution
Amount:	\$3,000,000 (Not to Exceed)
Purpose:	Finance Affordable Housing Located in the City of Ukiah, County of Mendocino, California
Activity:	Affordable Housing
Meeting:	September 23, 2011

Background:

Rural Communities Housing Development Corporation ("RCHDC") was officially incorporated as a charitable non-profit corporation in November 1975. Initially, RCHDC was involved in developing housing projects involving low-income families, and low income elderly. It has expanded into operating a self-help housing program serving Lake, Mendocino, and Humboldt Counties. It also has developed a property management capability within the organization.

RCHDC's mission is to "provide decent, affordable housing to low and moderate income persons." RCHDC's success in carrying out its mission is evidenced by the following:

- It has built over 300 self-help homes under its home ownership program.
- It has developed and built over 600 units of multi-family low-income housing for elderly and families.
- It manages over 800 units of multi-family low-income housing for both elderly and families.
- It has another 105 units of affordable housing in construction or in the development phase.
- It has another 160 units of affordable housing that it is currently acquiring and rehabbing to maintain as affordable for the long term.

RCHDC has an extensive history of developing and managing housing projects. Besides developing the units referred to above, it contracts with other non-profits in developing housing projects, and provides supportive services to its elderly projects.

The Project:

Creekside Village Apartments is a 44 unit Rehabilitation affordable family development currently owned and managed by RCHDC. The project is currently financed with a HUD 202 Loan and benefits from project based Section 8 Rental Assistance for all 44 Units. RCHDC proposes to transfer title to the project to Pine Gardes I, Inc. in conjunction with refinancing the existing HUD 202 loan using 501(c)(3) bonds to raise the necessary funds to complete some modest rehabilitation and to free up some equity for RCHDC to use in furthering its cause to preserve and create additional affordable housing in Northern California.

The tenants will enjoy a community building that house's the management offices, computer center, community room and laundry facilities.

The City of Ukiah:

The City of Ukiah will need to become a member of the CMFA and hold a TEFRA hearing. Upon closing, the City is expected to receive up to \$1,875 as part of the CMFA's sharing of Issuance Fees.

Proposed Permanent Financing:

Sources of Funds:

Tax-Exempt Bond Proceeds:	<u>\$2,400,000</u>
Total Sources:	\$2,400,000

Uses of Funds:

Rehabilitation:	\$ 440,000
Pay Off Existing HUD Loan:	\$1,412,000
New Reserves:	\$ 136,000
Net Proceeds for RCHDC:	\$ 377,000
Costs of Issuance:	<u>\$ 35,000</u>
Total Uses:	\$2,400,000

Terms of Transaction:

Amount:	\$3,000,000 (not to exceed)
Maturity:	30 years.
Collateral:	Deed of Trust on property.
Bond Purchasers:	Private Placement.
Estimated Closing:	January 2012.

Public Benefit:

The Creekside Village Apartments will continue to provide 44 affordable apartments for low-income and very low income households. Ukiah's low-income community has a serious need for affordable housing. This project will help supply the area with affordable housing for 55 years.

Percent of Restricted Rental Units in the Project: 100%

100% (44 units) restricted to 30% or less of area median income households.

Unit Mix: 1 and 2 bedrooms

Term of Restrictions: 55 years

Finance Team:

Lender:	Savings Bank of Mendocino County
Bond Counsel:	Quint & Thimmig
Issuer Counsel:	Squire, Sanders & Dempsey LLP
Lender Counsel:	Law Firm of Kathleen Johnson
Borrower Counsel:	Goldfarb & Lipman LLP

Recommendation:

It is recommended that the CMFA Board of Directors approve an Initial Resolution of \$3,000,000 for the Creekside Village affordable housing facility located in the City of Ukiah, County of Mendocino, California.

Note: This transaction is subject to review and final approval at the Final Resolution.



SUNSHINE MANOR APARTMENTS SUMMARY AND RECOMMENDATIONS

Applicant:	Rural Communities Housing Development Corp.
Action:	Initial Resolution
Amount:	\$2,000,000 (Not to Exceed)
Purpose:	Finance Affordable Housing Located in the City of Lakeport, County of Lake, California
Activity:	Affordable Housing
Meeting:	September 23, 2011

Background:

Rural Communities Housing Development Corporation ("RCHDC") was officially incorporated as a charitable non-profit corporation in November 1975. Initially, RCHDC was involved in developing housing projects involving low-income families, and low income elderly. It has expanded into operating a self-help housing program serving Lake, Mendocino, and Humboldt Counties. It also has developed a property management capability within the organization.

RCHDC's mission is to "provide decent, affordable housing to low and moderate income persons." RCHDC's success in carrying out its mission is evidenced by the following:

- It has built over 300 self-help homes under its home ownership program.
- It has developed and built over 600 units of multi-family low-income housing for elderly and families.
- It manages over 800 units of multi-family low-income housing for both elderly and families.
- It has another 105 units of affordable housing in construction or in the development phase.
- It has another 160 units of affordable housing that it is currently acquiring and rehabbing to maintain as affordable for the long term.

RCHDC has an extensive history of developing and managing housing projects. Besides developing the units referred to above, it contracts with other non-profits in developing housing projects, and provides supportive services to its elderly projects.

The Project:

Sunshine Manor Apartments is a 30 unit affordable family development Rehabilitation project currently owned and managed by RCHDC. The project is funded with a HUD 202 loan and benefits from project based Section 8 Rental Assistance for all 30 units. RCHDC proposes to transfer title to the project to Pine Gardens I, Inc. in conjunction with refinancing the existing HUD 202 loan using 501(c)(3) bonds to raise the necessary funds to complete some modest rehabilitation and to free up some equity for RCHDC to use in furthering its cause to preserve and create additional affordable housing in Northern California.

The tenants will enjoy a community building that houses the management offices, computer center, community room and laundry facilities.

The City of Lakeport:

The City of Lakeport will need to become a member of the CMFA and hold a TEFRA hearing. Upon closing, the City is expected to receive up to \$1,250 as part of the CMFA's sharing of Issuance Fees.

Proposed Permanent Financing:

Sources of Funds:

Tax-Exempt Bond Proceeds:	<u>\$1,300,000</u>
Total Sources:	\$1,300,000

Uses of Funds:

Rehabilitation:	\$ 300,000
Pay Off Existing HUD Loan:	\$ 547,500
New Reserves:	\$ 78,000
Net Proceeds for RCHDC:	\$ 339,500
Costs of Issuance:	<u>\$ 35,000</u>
Total Uses:	\$1,300,100

Terms of Transaction:

Amount:	\$2,000,000 (not to exceed)
Maturity:	30 years.
Collateral:	Deed of Trust on property.
Bond Purchasers:	Private Placement.
Estimated Closing:	January 2012.

Public Benefit:

The Sunshine Manor Apartments will continue to provide 30 affordable apartments for low-income and very low income households. Lakeport's low-income community has a serious need for affordable housing. This project will help supply the area with affordable housing for 55 years.

Percent of Restricted Rental Units in the Project: 100%

100% (30 units) restricted to 30% or less of area median income households.

Unit Mix: 1 and 2 bedrooms

Term of Restrictions: 55 years

Finance Team:

Lender:	Savings Bank of Mendocino County
Bond Counsel:	Quint & Thimmig
Issuer Counsel:	Squire, Sanders & Dempsey LLP
Lender Counsel:	Law Firm of Kathleen Johnson
Borrower Counsel:	Goldfarb & Lipman LLP

Recommendation:

It is recommended that the CMFA Board of Directors approve an Initial Resolution of \$2,000,000 for the Sunshine Manor affordable housing facility located in the City of Lakeport, County of Lake, California.

Note: This transaction is subject to review and final approval at the Final Resolution.



WALNUT VILLAGE APARTMENTS SUMMARY AND RECOMMENDATIONS

Applicant:	Rural Communities Housing Development Corp.
Action:	Initial Resolution
Amount:	\$3,000,000 (Not to Exceed)
Purpose:	Finance Affordable Housing Located in the City of Ukiah, County of Mendocino, California
Activity:	Affordable Housing
Meeting:	September 23, 2011

Background:

Rural Communities Housing Development Corporation ("RCHDC") was officially incorporated as a charitable non-profit corporation in November 1975. Initially, RCHDC was involved in developing housing projects involving low-income families, and low income elderly. It has expanded into operating a self-help housing program serving Lake, Mendocino, and Humboldt Counties. It also has developed a property management capability within the organization.

RCHDC's mission is to "provide decent, affordable housing to low and moderate income persons." RCHDC's success in carrying out its mission is evidenced by the following:

- It has built over 300 self-help homes under its home ownership program.
- It has developed and built over 600 units of multi-family low-income housing for elderly and families.
- It manages over 800 units of multi-family low-income housing for both elderly and families.
- It has another 105 units of affordable housing in construction or in the development phase.
- It has another 160 units of affordable housing that it is currently acquiring and rehabbing to maintain as affordable for the long term.

RCHDC has an extensive history of developing and managing housing projects. Besides developing the units referred to above, it contracts with other non-profits in developing housing projects, and provides supportive services to its elderly projects.

The Project:

Walnut Village Apartments is a 48 unit Rehabilitation affordable family development currently owned and managed by Rural Communities Housing Development Corporation (RCHDC). The project is currently financed with a HUD 202 Loan and benefits from project based Section 8 Rental Assistance for all 48 Units. RCHDC proposes to transfer title to the project to Pine Gardens I, Inc. in conjunction with refinancing the existing HUD 202 loan using 501(c)(3) bonds to raise the necessary funds to complete some modest rehabilitation and to free up some equity for RCHDC to use in furthering its cause to preserve and create additional affordable housing in Northern California.

The tenants will enjoy a community building that houses the management offices, computer center, community room and laundry facilities.

The City of Ukiah:

The City of Ukiah will need to become a member of the CMFA and hold a TEFRA hearing. Upon closing, the City is expected to receive up to \$1,875 as part of the CMFA's sharing of Issuance Fees.

Proposed Permanent Financing:

Sources of Funds:

Tax-Exempt Bond Proceeds:	<u>\$2,000,000</u>
Total Sources:	\$2,000,000

Uses of Funds:

Rehabilitation:	\$ 480,000
Pay Off Existing HUD Loan:	\$ 682,000
New Reserves:	\$ 114,000
Net Proceeds for RCHDC:	\$ 689,000
Costs of Issuance:	<u>\$ 35,000</u>
Total Uses:	\$2,000,000

Terms of Transaction:

Amount:	\$3,000,000 (not to exceed)
Maturity:	30 years.
Collateral:	Deed of Trust on property.
Bond Purchasers:	Private Placement.
Estimated Closing:	January 2012.

Public Benefit:

The Walnut Village Apartments will continue to provide 48 affordable apartments for low-income and very low income households. Ukiah's low-income community has a serious need for affordable housing. This project will help supply the area with affordable housing for 55 years.

Percent of Restricted Rental Units in the Project: 100%

100% (48 units) restricted to 30% or less of area median income households.

Unit Mix: 1 and 2 bedrooms

Term of Restrictions: 55 years

Finance Team:

Lender:	Savings Bank of Mendocino County
Bond Counsel:	Quint & Thimmig
Issuer Counsel:	Squire, Sanders & Dempsey LLP
Lender Counsel:	Law Firm of Kathleen Johnson
Borrower Counsel:	Goldfarb & Lipman LLP

Recommendation:

It is recommended that the CMFA Board of Directors approve an Initial Resolution of \$3,000,000 for the Walnut Village affordable housing facility located in the City of Ukiah, County of Mendocino, California.

Note: This transaction is subject to review and final approval at the Final Resolution.



CULVER CITY ROTARY PLAZA APARTMENTS SUMMARY AND RECOMMENDATIONS

Applicant:	Retirement Housing Foundation
Action:	Initial Resolution
Amount:	\$9,000,000 (Not to Exceed)
Purpose:	Finance Affordable Housing Located in the City of Culver City, County of Los Angeles, California
Activity:	Senior Affordable Housing
Meeting:	September 23, 2011

Background:

Retirement Housing Foundation ("RHF") is a non-profit organization of 157 communities in 24 states, Washington, D.C., Puerto Rico and the U.S. Virgin Islands.

They provide housing and services to more than 16,000 older adults, economically disadvantaged families and people with disabilities.

The Vision of RHF is a society in which all persons have quality, affordable housing thus reducing the difficult choices which would otherwise need to be made between the basic necessities of life.

The RHF Logo symbolizes a program that has grown from the very modest beginnings of a \$7,000 investment and the efforts of three United Church of Christ visionaries to what it is today, one of the largest organizations devoted to building and preserving affordable housing for the most vulnerable members of society.

The Project:

The Culver City Rotary Plaza apartment complex is a senior affordable housing facility that has been meeting the needs of low-income elderly residents in Culver City, California for 26 years. The four-story apartment building contains a total of 100 units, one of which is non-revenue. The units are a mixture of seventy six (76) single bedroom units and twenty four (24) studio residences. The typical size of a single bedroom unit is 518 square feet and studios averaging 405 square feet. Individual units come with: carpeting and window treatments, safety rails in

tub/showers, a full kitchen, smoke detectors, and heating and air conditioning. In addition to the unit amenities, residents also have access to an on-site laundry room, a patio area, lounge areas, free parking, a community room, and elevators. The improvements sit on a 74,571 square foot site with surface area for 26 parking spaces. The Culver City Rotary Plaza also provides residents with an on-site social services coordinator.

The property is currently a HUD 202 with a Section 8 HAP contract for 99 of the 100 units. The proposed financing will provide for approximately \$2.5 million in rehabilitation while maintaining the affordability of the units for the long term.

The City of Culver City:

The City of Culver City is a member of the CMFA and will need to hold a TEFRA hearing. Upon closing, the City is expected to receive up to \$5,625 as part of the CMFA's sharing of Issuance Fees.

Proposed Construction Financing:

Sources of Funds:

Tax-Exempt Bond Proceeds:	\$ 6,016,946
First Mortgage:	\$ 5,150,000
Construction int:	\$ 274,948
Reserves:	\$ 306,043
TC Equity:	<u>\$ 3,318,261</u>
Total Sources:	\$15,863,374

Uses of Funds:

Land Acquisition Cost:	\$ 5,110,000
Building Acquisition:	\$ 4,430,000
Rehabilitation:	\$ 2,533,080
Architectural & Engineering:	\$ 260,000
Legal and Professional:	\$ 175,000
Developer Fee:	\$ 1,217,481
Permitting, compliance, other	\$ 922,643
Relocation & reserves:	\$ 1,091,906
COI:	<u>\$ 123,264</u>
Total Uses:	\$15,863,374

Terms of Transaction:

Amount:	\$9,000,000 (not to exceed)
Maturity:	30 years.
Collateral:	Deed of Trust on property.
Bond Purchasers:	Private Placement.
Estimated Closing:	March 2012.

Public Benefit:

The Culver City Rotary Plaza Apartments will provide 69 affordable apartments for low-income seniors. Culver City's senior low-income community has a serious need for affordable housing. This project will continue to supply the area with affordable housing for 55 years.

Percent of Restricted Rental Units in the Project: 100%

30% (30 units) restricted to 50% or less of area median income households; and
70% (69 units) restricted to 60% or less of area median income households.

Unit Mix: Studio and 1 bedroom

Term of Restrictions: 55 years

Finance Team:

Bond Purchaser:	TBD
Bond Counsel:	Quint & Thimmig
Purchaser Counsel:	TBD
Issuer Counsel:	Squire, Sanders & Dempsey LLP
Borrower Counsel:	Nixon Peabody

Recommendation:

It is recommended that the CMFA Board of Directors approve an Initial Resolution of \$9,000,000 for the Culver City Rotary Plaza affordable housing facility located in the City of Culver City, County of Los Angeles, California.

Note: This transaction is subject to review and final approval at the Final Resolution.



CMFA Financings Enabled the Following Charitable Donations through the CFSC (2004-2011)

A Community of Friends -	\$ 10,000	Children's Day School -	\$ 6,333
A Place Called Home -	\$ 20,000	Children's Institute -	\$ 10,000
A Safe Place -	\$ 10,000	Chinatown Service Center -	\$ 5,000
ADONAI -	\$ 20,000	Clearwater Residential -	\$ 7,500
Alameda County -	\$ 8,503	Clinicas de Salud del Pueblo, Inc. -	\$ 15,000
All Peoples Christian Center -	\$ 10,000	Coalition for Responsible Comm. Dev. -	\$ 15,000
Alpha House -	\$ 10,000	Coastside Hope -	\$ 15,000
America Cares Foster Family Agency -	\$ 10,000	Comfort for Kids / Hospice of the East Bay -	\$ 20,000
America River Grange -	\$ 1,251	Community Gate Path -	\$ 12,796
Anaheim Community Foundation -	\$ 3,198	Concept 7 -	\$ 10,000
Anaheim Interfaith Shelter -	\$ 15,000	Contra Costa Food Bank -	\$ 13,707
Angel Flight Shelter -	\$ 30,000	Court Appointed Special Advocates of OC -	\$ 10,000
Arts Orange County -	\$ 10,000	Daniel Hernandez Youth -	\$ 20,000
Asian Pacific Community Fund -	\$ 15,000	Desert AIDS Project -	\$ 20,000
Asian Pacific Dispute & Resolution Center -	\$ 5,000	Desert ARC -	\$ 25,000
Asian Pacific Women's Center -	\$ 17,000	Desert Cancer Foundation -	\$ 20,000
Asian Women's Shelter -	\$ 10,000	Doors to Hope -	\$ 10,000
Bay Area Outreach & Recreation Program -	\$ 15,000	East Bay Children's Theater -	\$ 15,000
Bayfront Youth -	\$ 10,000	East Bay Zoological Society -	\$ 5,127
Bill Wilson Center -	\$ 20,000	Eden Youth and Family Center -	\$ 2,778
Borrego Community Health Foundation -	\$ 5,000	Eggelston Youth Center -	\$ 10,000
Boys & Girls Club of Coachella -	\$ 20,000	Eisenhower Medical Center	\$ 23,445
Boys & Girls Club of Redlands -	\$ 10,000	Elevate Your Game -	\$ 20,000
Boys & Girls Club of San Francisco -	\$ 15,000	Elmhurst Food Pantry -	\$ 2,778
Boys & Girls Club of South Coast Area -	\$ 10,000	EPIC -	\$ 5,000
Bridge Housing -	\$ 15,578	Family Crossroads -	\$ 15,000
Building Blocks for Kids -	\$ 15,000	Fish Food Bank -	\$ 10,000
Cabrillo Economic Development Corporation -	\$ 15,000	Fisher House -	\$ 35,000
California Family Life Center -	\$ 10,000	Food Bank of Contra Costa & Solano County -	\$ 15,000
California Youth Connection -	\$ 25,000	Food Bank of Monterey County -	\$ 10,000
Cameron House -	\$ 25,000	Food in Need of Distribution -	\$ 10,000
Camp Harmony -	\$ 20,000	Foundation at Fairplex (Big Yellow Bus) -	\$ 10,000
Cancer Angeles of San Diego -	\$ 30,000	Foundation for CSU San Bernardino -	\$ 8,521
Canyon Acres Children & Family Services -	\$ 10,000	Foundation for Children's Dental Health -	\$ 3,061
Casa Romantica -	\$ 5,000	Freedom Station -	\$ 15,000
Center for Land Based Learning -	\$ 10,000	Fresno County Economic Development Corp -	\$ 130
Center for the Pacific Asian Family -	\$ 1,000	Friends of Tulare County -	\$ 7,188
Chabad of California -	\$ 10,000	Furnishing Hope of Orange County -	\$ 25,000
Charles Drew University -	\$ 20,000	Gary Center -	\$ 20,000
Child Net -	\$ 30,000	George Mark House -	\$ 30,000



CMFA Financings Enabled the Following Charitable Donations through the CFSC (2004-2011)

Girl Scouts of Northern California -	\$ 10,000	Martha's Village and Kitchen -	\$ 15,000
Good Sheppard -	\$ 20,000	Mary Graham Children's Shelter Foundation -	\$ 2,589
Grace Land -	\$ 20,000	Meals on Wheels -	\$ 2,500
Greater Stockton Foundation -	\$ 796	Micke Grove Zoological Society -	\$ 2,589
Guardian Scholars -	\$ 20,000	Moral Values Program -	\$ 25,000
Healthy Neighborhoods Venture Fund -	\$ 14,171	Moss Beach Homes -	\$ 10,000
Hispanic Chamber of Commerce Edu. Fund -	\$ 10,000	Muzeo Foundation -	\$ 6,889
Homefront San Diego -	\$ 10,000	National CORE -	\$ 7,937
Hope Through Housing Foundation -	\$ 10,000	Napethian Homes -	\$ 10,000
Hope University -	\$ 25,000	Navy League of the U.S. San Diego Council -	\$ 65,000
Housing California -	\$ 20,000	New Image Emergency Shelter for the Homeless -	\$ 15,000
Imagine LA -	\$ 2,500	Niroga -	\$ 15,000
Industry Sheriffs Station YAL -	\$ 6,250	North Peninsula Food Pantry -	\$ 9,453
Inspire Life Skills Training, Inc. -	\$ 3,750	Nor Cal Vet Cemetery Endowment Fund -	\$ 1,913
Iraq Star -	\$ 20,000	Oak Grove -	\$ 10,000
IV Parks -	\$ 3,570	Oak View Park & Resource Center -	\$ 945
Jai Lao -	\$ 10,000	Olive Crest -	\$ 10,000
Joy Center -	\$ 40,000	Olive Crest Academy -	\$ 20,000
Kern Bridges Youth Homes -	\$ 10,000	Olive Crest Scholarship Fund -	\$ 20,000
Kern River Valley Senior Citizens -	\$ 10,000	Opera Noir -	\$ 10,000
Kettleman City Foundation -	\$ 4,253	Operation Gratitude -	\$ 20,000
Kids for the Bay -	\$ 10,000	Operation Homefront -	\$ 20,000
Kids Konected -	\$ 10,000	Operation Mend -	\$ 75,000
Kids Turn -	\$ 10,000	Operation Safehouse -	\$ 30,000
Kidsworks -	\$ 20,000	Pacific American Volunteer Association -	\$ 20,000
Koreatown Youth & Community Center -	\$ 5,000	Pacific Institute	\$ 1,866
Laborers of the Harvest -	\$ 9,000	People Who Care -	\$ 5,000
Laura's House -	\$ 20,000	Permission to Dream -	\$ 10,000
Lazarus Project -	\$ 15,000	Picture Me Happy -	\$ 5,000
Leukemia Lymphoma Society -	\$ 35,000	Pilipino Workers Center -	\$ 5,000
Lincoln Child Center -	\$ 10,000	Poverello House -	\$ 3,063
Lodi House -	\$ 10,000	Rainbow Family -	\$ 50,000
Long Beach Museum of Art -	\$ 30,000	Ramona Animal Shelter -	\$ 2,344
Los Angeles Arts High Foundation -	\$ 15,000	Retirement Housing Foundation -	\$ 15,000
Los Angeles Food Bank -	\$ 5,000	Richard Prado Senior Center -	\$ 10,000
Los Angeles Police Memorial Foundation -	\$ 15,000	Rob Dyrdek Foundation -	\$ 25,000
Los Angeles Regional Food Bank -	\$ 10,885	Rosemary Children -	\$ 10,000
Maitri -	\$ 25,000	Rural Communities Housing Dvlpmnt Corp -	\$ 15,000
Make A Wish Foundation of LA -	\$ 30,000	Rural Community Assistance Corporation -	\$ 15,000
Marjorie Mason Center -	\$ 15,000	Sacramento Child Advocates -	\$ 15,000



CMFA Financings Enabled the Following Charitable Donations through the CFSC (2004-2011)

San Francisco Food Bank -	\$ 10,000	The Harold Pump Foundation -	\$ 25,000
San Lorenzo Help Center -	\$ 2,779	The Restart Center -	\$ 10,000
San Pasqual Academy -	\$ 20,857	Ties for Adoption (Regents of UofC) -	\$ 18,500
Search to Involve Pilipino Americans -	\$ 5,000	Torrance Cultural Arts Center Foundation -	\$ 15,626
Senior Nutrition Services	\$ 15,000	Tri-County Independent Living -	\$ 10,000
Shelter From the Storm -	\$ 10,000	UC Riverside Pathways to Success -	\$ 20,000
Sky High Training -	\$ 15,000	UCLA Entrepreneurship Boot Camp -	\$ 20,000
Society for the Blind	\$ 15,000	UCLA Medical Student's Scholarship Fund -	\$ 10,000
Solano Community Foundation -	\$ 5,432	Unicorn Garden -	\$ 10,000
Solano Economic Development Corporation -	\$ 4,953	Union of Pan Asian Communities -	\$ 10,000
Sonrisas Community Dental Center -	\$ 15,000	United Way of Central County -	\$ 2,344
South Bay Children's Health Center -	\$ 70,000	United Way of Kern County Literacy Program -	\$ 9,000
South Bay Youth -	\$ 12,437	United Way of San Joaquin -	\$ 1,678
Southeast Asian Community Alliance -	\$ 5,000	Unity Counsel -	\$ 5,000
Southern California Indian Center -	\$ 10,000	USO Northern California -	\$ 5,000
SOVA -	\$ 20,000	Venice Community Housing -	\$ 10,000
SPUR -	\$ 4,623	Vernon Rotary Club -	\$ 6,250
St. Barnabas Senior Services -	\$ 15,000	Vista Del Mar -	\$ 20,000
St. Johns Child & Family Development Center -	\$ 13,000	Volunteer Center of Orange County -	\$ 10,000
St. Joseph's -	\$ 10,000	WEAVE -	\$ 10,000
Stable Hands -	\$ 12,500	West Marin Senior Services -	\$ 10,000
Stand Down 08 -	\$ 10,000	West Side Children's Center -	\$ 15,500
Stanislaus Foundation -	\$ 5,063	Wise and Healthy Aging -	\$ 15,000
Step Up on Second -	\$ 10,000	Woman Haven -	\$ 10,000
Susan G Komen Cure Foundation -	\$ 10,736	Wonder Inc. -	\$ 10,000
Tender Loving Canines -	\$ 20,000	YMCA San Diego Armed Services -	\$ 10,000
Thai Community Development Center -	\$ 10,000	YMCA San Francisco -	\$ 5,666
The City of Commerce Scholarship Program -	\$ 6,250	YMCA Youth & Community Outreach -	\$ 5,000

Total Donations 2004 - 2011: \$2,940,350

CHARITABLE GRANT RECOMMENDATION

Asian Rehabilitation Services
Bladder Exstrophy Research Foundation
Breathe California
Chapman College AmVets Legal Clinic
Community Health Action Network (CHAN)
Great Northern Corporation
High Sierra Resource Conservation & Development Council
Homeless Health Care Los Angeles
Jewish Family & Children's Services
Little Tokyo Service Center
Manzanita Services
Pasadena Senior Center
Rural Community Assistance Corporation
Share Our Strength
SFMade
SJB Child Development Centers
SPARK
St. John's Health Center*
Swords into Plowshares
The Gathering Inn
Volunteers of America

Listed for Over One Year

CHARITABLE GRANT GUIDELINES

Recipient: Board Members of the California Foundation for Stronger Communities

Purpose: To Provide an Outline of Charitable Grant Guidelines

CHARITABLE GUIDELINES:

1. Ensure charitable donations are directed towards organizations that:
 - a. Are in California communities.
 - b. Find it difficult to receive funding through other sources.
 - c. Have not received a charitable donation in the last three years. This is not meant to include those organizations that have enjoyed a fee reduction through a CMFA financing.
 - d. Do not require compliance monitoring by the CMFA or CFSC.
 - e. Are not in a category listed below:
 - i. individuals, including scholarship or fellowship assistance
 - ii. For-profit entities, including start-up businesses
 - iii. Political, labor, religious, or fraternal activities
 - iv. Endowments
 - v. Film or video projects, including documentaries
 - vi. Travel, including student trips or tours
 - vii. Promotional merchandise
 - viii. Organizations other than IRS 501(c)(3), 501(c)(6), governmental, or tribal entities
2. A staff report must be provided to the Board at least 24 hours before donations are recommended or approved. Funds will not be dispersed on a cash advance basis.
3. Coordinate donation with municipal staff, elected officials, recipient and press to ensure everyone on the team benefits from our partnership and unique give back. Furthermore, the widest dissemination of the donation will further the goals of the CMFA, and provide the greatest chance for leveraging these funds by inducing other donations.
4. Suggested categories the CMFA through the CFSC could direct funds are:
 - a. Health Care
 - b. Education
 - c. Human Services
 - d. Affordable Housing
 - e. Cultural
 - f. Subcategories:
 - i. Youth
 - ii. Seniors
 - iii. Low/Moderate Income Individuals
5. Staff will distribute and process all charitable grants.

CHARITABLE GRANT RECOMMENDATION

Recipient: **ASIAN REHABILITATION SERVICE** (1/14/2011)

Location: 1701 E. Washington Blvd. Los Angeles, CA 90021

Purpose: Provides vocational rehabilitation services and employment training services

Website: www.asianrehab.org

Revenue: \$3,013,541

MISSION/VISION:

Asian Rehabilitation Service, Inc. (ARS) believes in the uniqueness, worth, cultural integrity and right to human dignity for every person. It is our mission to provide vocational rehabilitation and other employment services by which individuals with disabilities can achieve their highest potential.

BACKGROUND:

Founded in 1972, ARS has a long history of providing quality commercial manufacturing assembly services and professional custodial services to our business and government customers.

Developing mutually beneficial partnerships with our customers has been crucial to our ongoing success. Customers receive quality business solutions to increase their bottom line, while simultaneously creating employment opportunities, building futures and promoting independence for individuals with disabilities.

ARS is CARF accredited for the following Community Employment Services programs:

- Job Development
- Job-Site Training
- Job Supports
- Organizational Employment Services

FISCAL IMPACT:

Donations will help fund the services provided and increases opportunities, build futures, and creates independence

BOARD OF DIRECTORS:

CHARITABLE GRANT RECOMMENDATION

Recipient: **BLADDER EXSTROPHY RESEARCH FOUNDATION (7/22/2011)**

Location: P.O. Box 13083, Newport Beach, CA 92694

Purpose: Provides Research and treatment for infants that are born deformed

Website: www.exstrophyresearch.org

Revenue: \$120,000

MISSION/VISION:

The Bladder Exstrophy Research Foundation is a non-profit 501(c)3 public charity dedicated to raising funds for research related to the cause and treatment of bladder exstrophy, a congenital birth defect. The Foundation also serves as a resource for information on current, ongoing and future research in this area.

BACKGROUND:

The Bladder Exstrophy Research Foundation (BERF) was established to help families that are dealing with their new-born deformities and cope with possible treatment options. Currently most specialist live and practice on the East Coast. The BERF helps educate doctors on how to treat Bladder Exstrophy. This allows the new-born children to receive treatment in their home area.

Bladder exstrophy is a rare, complex congenital birth defect that involves abnormalities of multiple body systems and organs including the lower abdominal wall, bladder, pelvis, genitalia, rectum and anus. The condition is thought to occur due to abnormal development of the cloacal membrane during early fetal growth. This malformation results in protrusion of the bladder through the lower abdominal wall.

Incidence rates for bladder exstrophy have been reported to occur in approximately one of every 30,000 live births, with an estimated 2:1 male to female ratio. Current methods for gathering and reporting such figures vary however, so actual occurrence may differ from that previously reported.

FISCAL IMPACT:

Donations will help provide treatment and research options to this foundation.

BOARD OF DIRECTORS:

Maegan F. Taussig - President & Founder

Joshua D. Taussig - Chief Financial Officer

Barbara L. Stone - Secretary

CHARITABLE GRANT RECOMMENDATION

Recipient: **BREATHE CALIFORNIA** (8/12/2011)

Location: 1469 Park Avenue, San Jose, CA 95126

Purpose: Provides primary and preventive health programs to low income families.

Website: <http://www.lungsrus.org/>

Revenue: \$598,720

MISSION/VISION:

As the local lung health leader, Breathe California of the Bay Area fights lung disease in all its forms and works with its communities to promote lung health.

BACKGROUND:

Since 1911, their grassroots non-profit organization has dedicated itself to helping all local residents breathe easier. Originally founded as the Tuberculosis Society and later working under three other names (including the American Lung Association of Santa Clara-San Benito Counties, 1970-2005), they have offered a wide array of services that address the most pressing lung health issues of our time. This includes programs to:

- teach kids how to manage their asthma;
- prevent teens from using tobacco;
- assist smokers who want to quit;
- offer support to local COPD & lung cancer patients;
- advocate for clean air policies; and
- support innovative lung disease research.

They believe the most significant impact on people's lives takes place through local interaction. Through education, political advocacy, cutting-edge research and patient services, we use a comprehensive approach to promote healthy lifestyles and reduce the impact of lung disease. With a committed core of volunteers and staff who hold hope, determination, action and vigilance as the cornerstones to creating change, they will continue their drive to ensure we can all breathe easier.

FISCAL IMPACT:

Donations will help provide support to fighting lung disease.

BOARD OF DIRECTORS:

Chairperson - Gerard Denny

Chair-Elect - Daryl L. Canham, Ed.D, MSN

Past-Chair - Hon. Rod Diridon, Sr.

Treasurer - Ted Mazzone

Secretary - Alan Goldsobel, MD

CHARITABLE GRANT RECOMMENDATION

Recipient: CHAPMAN COLLEGE AMVETS LEGAL CLINIC (9/23/2011)
Location: One University Drive, Orange, CA 92866
Purpose: Provides Free Legal Help to Veterans
Website: www.chapman.edu/militarylawinstitute/
Revenue: \$ -

MISSION/VISION:

Chapman's mission is to provide a personalized education of distinction that leads to inquiring ethical and productive lives as global citizens.

BACKGROUND:

In January 2009, Chapman University School of Law launched the AMVETS Legal Clinic, a pro-bono legal clinic for military service personnel unlike any other on the West Coast. The program provides experience to law students and free legal representation to veterans, service members and their families. In just two short years the clinic has had tremendous success and has made a huge impact in the lives of active duty service members and veterans. By Spring 2011, the AMVETS Legal Clinic, had assisted over 70 clients, had 90 students participate in the program and had recovered approx. \$4.6 million in compensation and benefits for active and retired military and their families.

The AMVETS Legal Clinic is the cornerstone of Chapman's new Law Institute; it is housed in the first floor of the law school building. As the name implies, the AMVETS Legal Clinic is a cooperative effort with AMVETS Department of California, a non-profit organization that is committed to veterans and community service.

FISCAL IMPACT:

Donations will be used to provide cover the cost of the colleges pro-bono legal counsel to veterans.

BOARD OF DIRECTORS:

CHARITABLE GRANT RECOMMENDATION

Recipient: **COMMUNITY HEALTH ACTION NETWORK (CHAN)**
(9/23/2011)

Location: 15000 – 7TH Street, Suite 208G, Victorville, CA 92395

Purpose: Provides Health Education and Promotion

Website:

Revenue: \$8,704

MISSION/VISION:

Our Mission is to provide health education/ promotion and health referral services to families in an effort to increase the awareness of health disparities for minorities in San Bernardino County.

BACKGROUND:

The purpose of this organization is to help reduce the incidence of diabetes, heart disease and stroke among at-risk populations. Since their inception, they have sponsored numerous programs and special events for at-risk families and youth, including health education workshops, health fairs, and campaigns with various volunteer health organization, public agencies and faith based agencies.

CHAN's Objectives:

- 250 parents will receive community resource and referral information
- Increased coordination and utilization of community resources
- Create strong families to improve family functioning
- Increased knowledge of the proper use and installation of car seats
- Increased access to free car seats for low income families

FISCAL IMPACT:

Donations will be used to provide infant car seats and program materials for low-income citizens.

BOARD OF DIRECTORS:

CHARITABLE GRANT RECOMMENDATION

Recipient: **Great Northern Corporation** (9/23/2011)
Location: P.O. Box 20, Weed, CA 96094
Purpose: Provides Community and Personal Assistance
Website: www.gnccorp.org
Revenue: \$800,000

MISSION/VISION:

Improve quality of life for rural communities and individuals through partnerships, technical assistance and resources.

BACKGROUND:

The Great Northern Corporation was incorporated 1982 and is located in the City of Weed, Siskiyou County. Great Northern Corporation is a small non-profit that makes a big difference in the lives of many residents in the northernmost counties of California. The agency is truly comprised of a very dedicated group of individuals trying to make a difference in the lives of the low-income residents that they serve. They run a number of different programs that try to pull groups together to bolster the small underserved communities of Northern California.

Programs Offered:

- Economic Development
- Access to capital
- Loan and portfolio management
- Housing Rehab
- Community Infrastructure
- Section 8 Assistance
- Home Energy and Weatherization Assistance
- HIV Assistance
- USDA Food Commodity and Emergency Food Pantry

FISCAL IMPACT:

Donations will either go towards a specific program or can go towards the general fund to help keep the non-profit running.

BOARD OF DIRECTORS:

Chairperson – Heather Weldon

Vice Chair – Robert Emnzies

Treasurer – Cathy Metro

Director - Susan Virh

Director – Vince Rening

CHARITABLE GRANT RECOMMENDATION

Recipient:	HIGH SIERRA RESOURCE CONSERVATION & DEVELOPMENT COUNCIL (9/23/2011)
Location:	560 Wall Street, Suite F, Auburn, CA 95603
Purpose:	Provides Regional Community and Personal Assistance
Website:	www.highsierrarcandd.org
Revenue:	\$146,000

MISSION/VISION:

The High Sierra RC&D Council will provide regional leadership and assistance to communities to strengthen the local economy, rural heritage, and the conservation and management of our natural resources.

BACKGROUND:

High Sierra Resource Conservation & Development Council (HSRCD) is a qualified non-profit that works throughout the foothills of Northern California (El Dorado, Placer, Nevada, Sierra, and Yuba Counties) helping develop viable communities and a sustainable economy. The organization is currently concentrating their efforts on CalFresh. CalFresh is California's name for the program formerly known as food stamps and nationally known as the Supplemental Nutrition Assistance Program (SNAP). The name CalFresh is a reflection of efforts to provide fresher, healthier food too low to moderate income residents.

This organization is in the process of setting up an Electronic Banking Transfer Service (EBTS) at the local Farmers Market (cost of the EBTS is \$35,000). This farmers market is strategically located near several affordable housing projects and elementary schools that have high utilization of free food program. The intent of this new program is to remove the social stigma associated with using vouchers by needy people. Secondly, the vouchers will get fresh food and vegetables into young kids in the area.

Also, the program has partnered with UC Cooperative Education Extension and First Five to provide a nutrition education. Those low income people participating in the program will be required to attend the free classes where they will learn about nutrition and diet, exercise and get creative ideas on food preparation. They hope that the education piece will lead to a lower incidence of obesity, diabetes, heart-related illnesses that are borne from poor eating habits.

FISCAL IMPACT:

Donations will either go towards a specific program or can go towards the general fund to help keep the non-profit running.

BOARD OF DIRECTORS:

Chairperson – William Bennett

Vice Chair – John Waskiweicz

Treasurer – Jeff Pylman

Director – Robert Wiswell

Director – John Taylor

CHARITABLE GRANT RECOMMENDATION

Recipient: **HOMELESS HEALTH CARE LOS ANGELES (2/4/2011)**

Location: 2330 Beverly Blvd., Los Angeles, CA 90057

Purpose: To Improve the Lives of the Homelessness

Website: www.housingca.org

Revenue: \$4,016,789

MISSION/VISION:

The mission of Homeless Health Care Los Angeles (HHCLA) is to improve the health of homeless people through direct services, education and advocacy.

BACKGROUND:

Since 1985, board members, the executive director, staff and volunteers of HHCLA have dedicated themselves to improving the health of Los Angeles' homeless. When they see expressions of hope and relief on the faces of those whom they serve, they know that they, as professional social workers, health care advocates, trainers, sponsors, and donors, are truly making an impact on this enormous social problem. For example:

- Their multicultural, multidisciplinary staff uses a comprehensive case management model to provide a unique and highly successful drug treatment and health services program.
- Their training and education department provides skill-building training for homeless service providers to increase their abilities to effectively assist homeless people and gain a basic understanding of and develop skills in health and safety, mental health substance abuse, case management, counseling and tuberculosis.
- Their advocacy work is focused on affecting policy that increases access to health care services, which goes hand in hand with our mission of improving the health of our community.

FISCAL IMPACT:

This charitable donation would increase the odds of helping the homeless regain control of their lives and transform themselves into productive citizens.

BOARD OF DIRECTORS:

Carol Prescott
Matt Humphreys
Brenda Goldstein
Gail Kennard
Samantha Martinez
Richard Browne
Brad Gwinn
John W. Tsuang
Michael Lehrer
Scott Fears
Mark Edwards
Jacqui Biery
Carl King
Lisa Kring
CJ Martinez
Marsha Temple
Lisa Kaminir
David Langness

CHARITABLE GRANT RECOMMENDATION

Recipient: **JEWISH FAMILY AND CHILDREN'S SERVICES** (Marin)
(6/10/2011)

Location: 2150 Post Street, San Francisco, CA 94115

Purpose: To Strengthen Individuals, Families and Community

Website: www.jfcs.org

Revenue: \$776,752

MISSION/VISION:

Strengthening individuals. Strengthening families. Strengthening Community. That's what Jewish Family and Children's Services is all about.

BACKGROUND:

Jewish Family and Children's Services is one of the oldest and largest family service institutions in the United States, founded in 1850 by immigrant pioneers who arrived in California during the Gold Rush and created an extended family to care for each other.

Today, they continue to be that extended family, serving 65,000 people annually with the highest quality, research-based social services designed to strengthen individuals, strengthen families, and strengthen community.

As the problem-solving center for residents of San Francisco, Marin, Sonoma, Santa Clara, and San Mateo counties, they are a lifeline for children, families, and older adults facing life transitions and personal crises.

FISCAL IMPACT:

This charitable donation would go towards the many programs that are provided. This specific write up is towards the Marin group that focuses on children's needs. .

BOARD OF DIRECTORS:

CHARITABLE GRANT RECOMMENDATION

Recipient: **LABORERS OF THE HARVEST** (9/2/2011)

Location: 201 ½ Harrison, St. Taft, CA 93268

Purpose: Provides Support Services

Website:

Revenue: \$29,410

MISSION/VISION:

BACKGROUND:

Laborers of The Harvest located at 201 1/2 Harrison St, Taft, CA 93268 are currently listed on Taft support services. This business is listed for Taft support services, alcohol, abuse, addiction, rehab, drug abuse, and drug treatment.

FISCAL IMPACT:

Donations continue to funding the outreach programs of the organization.

BOARD OF DIRECTORS:

CHARITABLE GRANT RECOMMENDATION

Recipient: **LITTLE TOKYO SERVICE CENTER** (1/14/2011)
Location: 231 E. Third St., Suite G-106, Los Angeles, CA 90013
Purpose: Helps improve the lives of families through cultural social services
Website: www.ltsc.org
Revenue: \$379,248

MISSION/VISION:

The mission of the Little Tokyo Service Center, a Community Development Corporation, is to meet the critical needs of people and build community.

- We improve the lives of Individuals and families through culturally sensitive social services.*
- We strengthen neighborhoods through housing and community development.*
- We promote the rich heritage of the ethnic community.*

BACKGROUND:

For over 29 years, the Little Tokyo Service Center, a Community Development Corporation (LTSC CDC), has been an important resource for the residents of a diverse community. Founded in 1979, LTSC CDC is a nonprofit charitable organization serving Asian and Pacific Islanders throughout Los Angeles County who are in need, especially those facing language or cultural gaps, financial need, or physical disabilities.

FISCAL IMPACT:

Donations continue to funding the outreach programs of the organization.

BOARD OF DIRECTORS:

Bill Watanabe – Executive Director

Erich Nakano – Deputy Director

Dean Matsubayashi – Director of Community Economic Development

Gayle Yamada – Director of Development

Scarlet Sy – Director of Finance

Mike Murase – Director of Service Programs

Yasuko Sakamoto – Director of Social Services

CHARITABLE GRANT RECOMMENDATION

Recipient: MANZANITA SERVICES (9/23/2011)
Location: 270 N. Pine St, Ukiah, CA 95482
Purpose: Serves Mendocino County's Mental Health Population
Website: www.manzanitaservices.org
Revenue: \$255,879

MISSION/VISION:

Manzanita Services is a non-profit organization which provides supportive services to people living with mental illness.

BACKGROUND:

Manzanita Services was founded in Mendocino County, California. This non-profit currently runs two peer support wellness and recovery resource centers in Mendocino County. These support centers serve those who are living with mental health challenges. The centers are based in Ukiah and Willits. Both locations have a serious underserved population of Mental Health Patients. In these areas it is extremely hard to find treatment or facilities that can take care of these patients. Numerous programs and treatments are available at both locations and the patients do not pay for the services that are rendered.

FISCAL IMPACT:

The donation will provide support to the two health facilities that they operate.

BOARD OF DIRECTORS:

CHARITABLE GRANT RECOMMENDATION

Recipient: PASADENA SENIOR CENTER (9/23/2011)
Location: 85 E. Holly St., Pasadena, CA 91103
Purpose: Provide Recreational, Educational and Wellness Activities
Website: www.pasadenaseniorcenter.org
Revenue: \$560,063

MISSION/VISION:

The Pasadena Senior Center is dedicated to helping seniors live meaningful lives of dignity, enjoyment and useful purpose. Through an array of educational, recreational and wellness activities, the Center improves and enriches the lives of more than 10,000 seniors yearly.

BACKGROUND:

The effort to start a center for Pasadena's seniors began in 1953 with Ed Bignell, the city's first full-time Director of Physical Education and Recreation. Bignell felt the city's older residents needed recreational services like those provided for the city's children and teens. It took him four years, but he finally convinced city leaders he was right.

The Pasadena Senior Center opened in May 1960 and was the first nonprofit senior center in Southern California and one of the first in the nation. Junior League members contributed thousands of hours to staff the new facility during its first ten years.

Today, they continue their high standards as seniors choose from a wide variety of programs and services designed for those, age 50 and over.

Open 364 days a year, they welcome all seniors regardless of race, creed, ethnicity, nationality or residency. Their board of directors, staff and volunteers are united in our mission - to improve and enrich the lives of seniors.

FISCAL IMPACT:

The donation will provide support to thier specific programs or the Food Bank that is run by this group.

BOARD OF DIRECTORS:

President - Abel R. Ramirez

Vice President - Angie Mont O'Brien

Treasurer - Carel Otte

Secretary - Jon Heimstra

Board Members -

Roger Adams

Dr. John Benton

Rica Duff

Eva Goetz

Dorothy Graff

Sandra Greenstein

Sharon Hawkins

Candace Kromer

Roberta Martinez

Diane Mgrublian

Ernestine Moore

Laura Morgan

Lani Ridley Pedrini

Adriane Rothstein

Sam Thomas

Chuck Waterman

Joe Zeronian

CHARITABLE GRANT RECOMMENDATION

Recipient: **RURAL COMMUNITY ASSISTANCE CORPORATION**
(4/29/2011) (Previously donated to on 3/09/07)

Location: 3120 Freeboard Drive, Suite 201, West Sacramento, CA 95691

Purpose: Assists Rural Communities Achieve Their Goals

Website: www.rcac.org

Revenue: \$15,639,715

MISSION/VISION:

Provides technical assistance, training and financing so rural communities achieve their goals and visions.

BACKGROUND:

Rural Community Assistance Corporation was founded in Sacramento, California on Oct. 1, 1978. Funding from The Rosenberg Foundation allowed RCAC to establish itself as a multi-state agency helping to build the capacity of other nonprofit agencies and create new agencies to serve low-income people living in rural communities in the western United States.

RCAC is committed to green initiatives in affordable housing development, environmental programs and lending, and in its organizational operations. They seek new partnerships and opportunities to advance comprehensive community development as they strive to become the provider of choice. As this year unfolds, RCAC will rise to a new level of accountability to their clients and funders to create opportunities in rural America.

FISCAL IMPACT:

The donation will provide support to the specific programs that are offered.

BOARD OF DIRECTORS:

Dr. Florine Raitano

Elizabeth Moore

Robert Rendon

Anita Gahimer Crow

Sandra Borbridge

Ann Harrington

Joe Herring

Nalani Fujimori Kaina

Vickie Kitseallyboy Oldman-John

David E. Provost

Jon Townsend

William H. Wiese, MD

Kirke Wilson

CHARITABLE GRANT RECOMMENDATION

Recipient: **SFMADE** (8/12/20011)

Location: The Tech Shop Building, 926 Howard, St. San Francisco, CA 94103

Purpose: Supports building up the manufacturing sector in San Francisco

Website: www.sjbcdc.org

Revenue: \$156,710

MISSION/VISION:

SFMade's mission is to build and support a vibrant manufacturing sector in San Francisco, that sustains companies producing locally-made products, encourages entrepreneurship and innovation, and creates employment opportunities for a diverse local workforce.

BACKGROUND:

Their vision is a more diverse and sustainable local economy, where companies who design and manufacture products locally thrive, in turn, creating quality jobs for people from all walks of life and contributing to the overall economic and social vibrancy of our City.

SFMade engages directly with entrepreneurs and growing small companies, all of whom are headquartered in and manufacture within San Francisco, offering industry-specific education, networking opportunities, and connecting these companies to powerful local resources. By building strong companies, SFMade helps sustain and create job opportunities for the City's low-income communities and individuals with less typical education, experience, or skills. We also work with manufacturers directly on workforce issues, including connecting companies to local hiring resources and job training programs and connecting their workers to relevant local resources and assistance.

In addition to working with manufacturers and their employees, SFMade engages with the larger San Francisco community, offering educational workshops, factory tours, and other programs designed to heighten the public awareness of manufacturing, the craftspeople they employ, and their collective role in the local economy. SFMade also collaborates with both the public and private sectors to define and enhance the local infrastructure -from access to capital to industrial land use policy -required to support a vibrant manufacturing sector. In our work, SFMade seeks to develop and share a model for manufacturing incubation that other major US cities can use to catalyze their own local manufacturing sectors.

FISCAL IMPACT:

The donation goes directly to placing people in manufacturing jobs and to further their services.

BOARD OF DIRECTORS:

Mark Dwight
Alicia Esterkamp Allbin
Maureen Futtner
Gary Groff
Rob Glen
Jeff Gustafson
Fritz Maytag
Robin McRoskey-Azevedo
Scott Smith
Kate Sofis

CHARITABLE GRANT RECOMMENDATION

Recipient: **SJB CHILD DEVELOPMENT CENTERS** (8/12/20011)

Location: 1400 Parkmoor Avenue, Ste. 220, San Jose, CA 95126

Purpose: Supports Child Care

Website: www.sjbcdc.org

Revenue: \$7,829,590

MISSION/VISION:

The mission of SJB Child Development Centers is to provide educational child care for children 0 to 12 years of age to strengthen and support families throughout Santa Clara County.

BACKGROUND:

Their mission stems from the vision of their organization's founders. Mr. Bill Williams, their former executive director, had a desire to help parents establish financial independence by creating a safe place where they could bring their children while they worked. He also set out to break the cycle of poverty by offering education-based child care so that the children at his center would have access to the same opportunities as those from more affluent families. San Juan Bautista Child Development Center was established with these goals in mind and quickly made a name for itself by being the first in Santa Clara County to offer toddler care, before and after school care and sick care services.

Today, SJB Child Development Centers is synonymous with excellence in child care and is the only provider in the county to hold all four licenses from California's Department of Social Services/Community Care Licensing (DSS/CCL) for Infant Care, Preschool, Extended Day Care and Sick Care. 95% of our clients are very low to moderate income and are served through 26 programs at 11 sites, all working to uphold Mr. Williams' vision of Building Better Tomorrows for Children and Families Today.

FISCAL IMPACT:

The donation will provide support to the specific programs that are offered.

BOARD OF DIRECTORS:

Officers

- Victor Hassan, Chair
Vandermade
- Gregg Nurnberg, Vice-Chair
Wells Fargo
- Nada Logan, Treasurer
Snap on Tools
- Andrea Rudominer, Secretary
Kaiser Permanente

Members

- Bud LoMonaco
LoMonaco & Company
- Deepa MacPherson
Stratford Schools
- Jackie Silveira
National Society of Hispanic MBA's
- Kevin Meza
Target Corp.
- Mattilon Smith Vanderhorst
County of Santa Clara, Retired

CHARITABLE GRANT RECOMMENDATION

Recipient: **SPARK** (7/1/2011)

Location: 10900 Wilshire Blvd., 5th Floor, Los Angeles, CA 90024

Purpose: To Provide Mentoring and Scholarship Programs to the Less Fortunate

Website: www.sparkprogram.org

Revenue: \$267,966

MISSION:

Spark's mission is to provide life-changing apprenticeships to youth in underserved communities across the United States.

BACKGROUND:

Founded in 2004 by teachers Chris Balme and Melia Dicker, Spark has always aspired to strengthen the community in two ways: by helping youth become motivated learners and connected community members, and by encouraging adults to nurture the next generation through mentoring and volunteerism.

Spark has grown rapidly since its inception. Enrollment grew by more than 50% year over year, and after five years, Spark expanded from the San Francisco Bay Area to Los Angeles in 2010 and Chicago in 2011, with plans to expand to the east coast by 2013.

In 2011, Spark will create its 1,000th apprenticeship. Studies of Spark's initial cohort of students reveal that over 98% are on track to graduate from high school on time. This is true for only 50-60% of their non-Spark peers in a similar demographic. 95% of Spark students report improvements in areas such as self confidence, motivation, goal-setting, and team work, and in skills such as financial literacy, public speaking, and networking/resourcefulness. In a focused survey from 2009, 97% of students responded that participating in Spark made them more interested in learning, and 77% reported being more interested in school.

FISCAL IMPACT:

The donations can sponsor specific students or the program as a whole. .

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CHARITABLE GRANT RECOMMENDATION

Recipient: **ST. JOHN'S HEALTH CENTER (UCLA COMMUNITY PARTNERSHIP)** (11/12/2010)

Location: 2121 Santa Monica Blvd., Santa Monica, CA 90404

Purpose: To Provide Low Cost Health-Care to the Less Fortunate

Website: www.stjohns.org

Revenue: \$16,837,394

MISSION:

We will in the spirit of the Sisters of Charity, reveal God's healing love by improving the health of the individuals and communities we serve, especially those who are poor and vulnerable.

BACKGROUND:

Embedded in the mission of Saint John's Health Center is their commitment to providing leading-edge medicine with unwavering compassion and personalized care. For more than 65 years, the physicians and employees of Saint John's Health Center have focused on their healing ministry.

Saint John's is a 233 bed Primary Care hospital that serves the Santa Monica. Saint John's provides a full spectrum of treatment and diagnostic services. In particular, they are committed to Saint John's four areas of excellence: Cancer Care, Cardiac Care, Orthopedics, Women's Health, and a wide array of Other Health Services. The dedication of their nurses and physicians in these and all areas of health care, and their attention to patient needs, along with the overall excellence of the Health Center's staff, have helped Saint John's set the standard for health care now and for years to come. They are in the process of constructing the Howard Keck Diagnostic and Treatment Center, a 275,000-square-foot, four-story treatment facility that will house a state-of-the-art Emergency Department, surgery rooms with the latest technologies, and imaging centers to meet both in and out-patient needs.

FISCAL IMPACT:

The donation will provide support to the specific programs that are offered.

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CHARITABLE GRANT RECOMMENDATION

Recipient: **SWORDS TO PLOWSHARES** (9/2/2011)
Location: 1060 Howard Street, San Francisco, CA 94103
Purpose: Veterans Rights Organization
Website: www.swords-to-plowshares.org
Revenue: \$6,339,769

MISSION:

War causes wounds and suffering that last beyond the battlefield. Our mission is to heal the wounds; restore dignity, hope and self-sufficiency to all veterans in need; and significantly reduce and prevent homelessness and poverty among veterans. Swords to Plowshares promotes and protects the rights of veterans through advocacy, public education and partnerships with local, state and national entities.

BACKGROUND:

Sword into Plowshares is a non-profit that assists veterans returning from combat transition to civilian life. The community-based organization was founded in 1974 and serves about 2000 returning veterans each year. Helping returning veterans become self-sufficient is one of their key service areas. Finding a job is one of the critical factors that will help a veteran transition into civilian life. Staff provides one on one career counseling to help veterans analyze their unique skill sets and how to incorporate those skills into a viable career. Other areas of significant support include transitional and permanent housing that is combined with comprehensive health care and benefit advocacy. Sword Case workers are position onsite at several non-profit housing projects in the bay area and provide ongoing casework support. In addition, special attention is provided to female veterans. This veteran population is often overlooked.

Lastly, the San Francisco-based non-profit works with community partners to help them understand the challenges veterans face. Sword offers specialized training for local police and emergency care personnel.

Sword is currently working on developing a project specifically to assist post-9/11 veterans. They are currently fundraising for a proposed project on Treasure Island to house and support returning young veterans and their families.

FISCAL IMPACT:

The donation will provide support to the specific programs that are offered.

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CHARITABLE GRANT RECOMMENDATION

Recipient: **THE GATHERING INN** (9/2/2011)
Location: 201 Berkeley Ave, Roseville, CA 95678
Purpose: Human Services/ Homeless Services/ Centers
Website: www.thegatheringinn.com
Revenue: \$628,549

MISSION/VISION:

To provide help to the homeless and underserved

BACKGROUND:

On a cold day in January 2004, a group of ministers in Placer County met to talk about a longstanding problem in the community—there was no safe and warm place for people to go if they lacked housing during the coldest months of the year. The ministers represented many different faiths, but felt united in their desire to help those who were suffering each night in the cold.

Together, the ministers imagined gathering those who were homeless into the warmth of their churches, to provide supper, overnight accommodations and hospitality. They discussed the nomadic model of care, which had been used successfully in many other parts of the country. It was a simple concept that appealed to them: the site of the hosting church would change from one night to the next.

Over the next year, the group began developing The Gathering Inn; working to design the operation, raise funds, purchase a bus, enroll 23 churches to serve overnight guests, develop an Advisory Board and receive 501 (c)(3) nonprofit status.

Today, The Gathering Inn provides a community-based response to people in need in south Placer County by offering hope, dignity and a secure place to rest at night, in addition to a wide range of services that help clients get back on their feet again.

FISCAL IMPACT:

Donations go towards the programs that they provide. The money can be given to the general fund, shelter, community health clinic or “clothing closet”.

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CHARITABLE GRANT RECOMMENDATION

Recipient: **VOLUNTEERS OF AMERICA** (10/26/2010)

Location: 3530 Camino Del Rio North, Suite 300, San Diego, CA 92108

Purpose: Provides Services to those in need to rebuild their lives.

Website: www.voa.org

Revenue: \$11,094,999

MISSION/VISION:

At Volunteers of America, we are more than a nonprofit organization. We are a ministry of service that includes nearly 16,000 paid, professional employees dedicated to helping those in need rebuild their lives and reach their full potential.

Through our thousands of human service programs, including housing and healthcare, Volunteers of America helps more than 2 million people in over 400 communities in 44 states. Since 1896, we have supported and empowered America's most vulnerable groups, including at-risk youth, the frail elderly, men and women returning from prison, homeless individuals and families, people with disabilities, and those recovering from addictions. Our work touches the mind, body, heart — and ultimately the spirit — of those we serve, integrating our deep compassion with highly effective programs and services.

BACKGROUND:

The name Volunteers of America was selected when the organization was founded 114 years ago. It signified that the organization was comprised of people voluntarily choosing to help others. Our services are delivered through a partnership of professional staff, volunteers and other community supporters.

When Maud and Ballington Booth thought of names for their new organization 113 years ago, one word remained prominent: "volunteer." In those days, a volunteer was anyone who was committed to a mission or cause. Since its earliest days, when Volunteers of America brought food, medicine and comfort to people not served by other charities, volunteering has been instrumental in every aspect of the organization's ministry of service.

FISCAL IMPACT:

Your gift may provide such basic human necessities as shelter and food and such life-renewing assistance as rehabilitation and counseling.

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