



PROCEDURAL ITEMS FOR THE CMFA SUMMARY AND RECOMMENDATIONS

Items: A1, A2, A3

Action: Pursuant to the by-laws and procedures of CMFA, each meeting starts with the call to order and roll call (A1) and proceeds to a review and approval of the minutes from the prior meeting (A2). After the minutes have been reviewed and approved, time is set aside to allow for comments from the public (A3).



MINUTES

Regular Meeting of the Board of the California Municipal Finance Authority (the “Authority”)

Date: October 31, 2014

Time: 11:00 a.m.

City Hall, 200 S. Anaheim Blvd, 6th Floor, Anaheim, CA 92805
~~5105 Manzanita Avenue, Carmichael, CA 95608~~

In attendance at the Authority’s meeting were Board Members Bob Adams, Paula Connors, Justin McCarthy and Faye Watanabe comprising a quorum. Paula Connors served as chair. The meeting was called to order.

Executive Director, Edward Becker attended. John Stoecker, Lee McCormick and Ben Barker for Sierra Management Group L.L.C. attended as financial advisors to the Authority. Ron Lee of Jones Hall, APLC, attended as counsel to the Authority.

The minutes of the regular meetings of the Board on October 10, 2014, were approved as amended.
Motion by Adams; Seconded by McCarthy; Motion carries by unanimous roll call vote without abstentions.

There was no public comment.

The Executive Director reminded the Board that recommendations to the Board on agenda items were made on the respective staff reports provided and the Executive Director reiterated those recommendations.

The Board, by unanimous roll call vote, without abstentions, adopted an initial resolution (resolution 14-091) to issue up to \$50,000,000 in multi-family housing revenue bonds for Hawthorne Pacific Associates, a CA LP (Icon on Rosecrans Apartments), City of Hawthorne, County of Los Angeles.
Motion by Adams; Seconded by Watanabe; Motion carries.

The Board, by unanimous roll call vote, without abstentions, adopted a final resolution (resolution 14-092) to issue up to \$6,000,000 in multi-family housing revenue bonds for Madrone Village LP (Madrone Village Apartments), City of Petaluma, County of Sonoma.
Motion by Watanabe; Seconded by Adams; Motion carries.

The Board, by unanimous roll call vote, without abstentions, adopted a final resolution (resolution 14-093) to issue up to \$27,000,000 in multi-family housing revenue bonds for Vintage Aliso Viejo LP (Vintage Aliso Viejo Apartments), City of Aliso Viejo, County of Orange.
Motion by Watanabe; Seconded by McCarthy; Motion carries.

The Board, by unanimous roll call vote, without abstentions, adopted a final resolution (resolution 14-094) authorizing the issuance, sale and delivery of revenue bonds for up to a \$25,000,000 for Goodwill Industries of Sacramento Valley & Northern Nevada, Inc., City of Woodland, City of Elk Grove, County of El Dorado, County of Sacramento.
Motion by McCarthy; Seconded by Adams; Motion carries.

The Board, by unanimous roll call vote, without abstentions, adopted a resolution (resolution 14-095) approving the 2015 Regular Meeting Schedule.

Motion by Adams; Seconded by McCarthy; Motion carries.

The Board discussed and approved Sponsorship for the 2015 Housing California Conference.

Motion by Adams; Seconded by McCarthy; Motion carries.

Staff discussed Administrative Issues.

The meeting was adjourned.

Motion by Connors; Seconded by Adams; Motion carries by unanimous roll call vote without abstentions.



WASHINGTON VIEW APARTMENTS SUMMARY AND RECOMMENDATIONS

Applicant: Fallbrook Multifamily Investments

Action: Initial Resolution

Amount: \$12,000,000

Purpose: Finance Affordable Multi-Family Rental Housing Facility
Located in the City of Los Angeles, County of Los Angeles,
California

Activity: Affordable Multi-Family Housing

Meeting: November 21, 2014

Background:

Fallbrook Multifamily Investments, LLC ("FMI") is a real estate investment firm focusing nationwide on the development and preservation of affordable multifamily properties. Their mission is to develop, acquire, provide and preserve quality affordable housing while supplying exceptional management to their partners and tenants as well as delivering stable returns to investors.

FMI and its affiliates provide a wide range of services including: Acquisition; Asset Management, Development, Financing and Tax Credit-related advisory services.

All of FMI's investment properties are supported by federal and state programs such as the Low Income Housing Tax Credit (LIHTC) and HUD's project based Section 8 program, which provide much needed housing to qualifying tenants, operate at traditionally high occupancy rates, provide reliable income, and deliver predictable revenue growth.

Fallbrook Multifamily Investments is part of a larger organization that focuses on other aspects of the affordable housing industry. The parent company is Fallbrook Credit Finance. Fallbrook Credit Finance contains Fallbrook Capital, Fallbrook Multifamily and Fallbrook Energy. For nearly thirty years, many of America's largest corporations have trusted the founders of Fallbrook Capital, Craig Sheftell and Brandt Blanken, to advise them on over three billion dollars in tax equity investments. Fallbrook's M&A specialists have extensive experience raising capital and arranging sales and acquisitions across diverse industries.

The Project:

The Washington View Apartments is a new construction/ adapted reuse affordable multifamily apartment project. The 40 unit project consists of 15-units of new construction and 25 units that will be rehabilitated from an existing affordable multifamily apartment complex. Once the project is completed the developer will target to house veterans who are 55 years or older. This will allow the project to be awarded additional funds for providing housing to seniors who are veterans. The affordably will restrict incomes to no greater than 50-60% of the area median income. The project will be located at 720 W. Washington Blvd, Los Angeles, California. The scope of the work will include a community building, laundry rooms, leasing office, maintenance facilities, exercise rooms and a computer room. The project will be energy efficient by using Energy Star specifications. The property is close to amenities for daily needs such as grocery stores, pharmacy and transit services. The financing of this project will create 15 units and preserve 25 affordable units for 55 years.

The City of Los Angeles:

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

Proposed Construction Financing:

Sources of Funds:

Tax-Exempt Bond:	\$ 9,000,000
Seller Carry Back Note:	\$ 1,000,000
Federal Historic Tax Credit:	\$ 700,000
Solar Credits:	\$ 125,000
Equity:	<u>\$ 600,000</u>
Total Sources:	\$ 11,425,000

Uses of Funds:

Land Acquisition:	\$ 500,000
Building Acquisition:	\$ 5,000,000
Rehabilitation:	\$ 1,500,000
New Construction:	\$ 1,500,000
New Machinery & Equipment:	\$ 250,000
Architectural & Engineering:	\$ 200,000
Legal & Professional:	\$ 125,000
Financing:	\$ 450,000
Soft Cost:	\$ 700,000
Developer Fees:	<u>\$ 1,200,000</u>
Total Uses:	\$ 11,425,000

Terms of Transaction:

Amount:	\$12,000,000 (not to exceed)
Maturity:	17 years
Collateral:	Deed of Trust
Bond Purchasers:	Private Placement
Estimated Closing:	April 2015

Public Benefit:

A total of 40 households will be able to enjoy high quality, independent, affordable housing in the City of Los Angeles. The project will provide services such as health and wellness classes and onsite service coordinator. The construction of this project will provide affordable living in the City of Los Angeles for 55 years.

Percent of Restricted Rental Units in the Project: 100%
100% (40 Units) restricted to 60% or less of area median income households; and
Unit Mix: 1 bedroom units
Term of Restriction: 55 years

Finance Team:

Lender:	TBD
Bond Counsel:	Quint & Thimming, LLP
Issuer Counsel:	Jones Hall, APLC
Lender Counsel:	TBD
Borrower Counsel:	Michael Stein

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve an Initial Resolution of \$12,000,000 for Washington View Apartments affordable multi-family housing facility located in the City of Los Angeles, Los Angeles County, California.

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



VILLA LA ESPERANZA APARTMENTS SUMMARY AND RECOMMENDATIONS

Applicant: People's Self-help Housing Corporation

Action: Initial Resolution

Amount: \$24,000,000

Purpose: Finance Affordable Multi-Family Rental Housing Facility
Located in the City of Goleta, County of Santa Barbara,
California

Activity: Affordable Housing

Meeting: November 21, 2014

Background:

The Mission of Peoples' Self-Help Housing is to provide affordable housing and programs leading to self-sufficiency for low-income families, seniors and other special needs groups on California's Central Coast.

Peoples' Self-Help Housing ("PSHH") is a national award-winning non-profit organization that creates affordable housing and self-sufficiency programs on California's Central Coast; San Luis Obispo, Santa Barbara, and Ventura Counties.

In 1970 in San Luis Obispo, California, a small group of people and local community leaders were concerned about the lack of affordable housing available to low-income and special needs households. The group learned of a federally sponsored program available to non-profit sponsors to finance the construction of owner built low-income housing. The group incorporated to form Peoples' Self-Help Housing. Since then, the organization has built over 1,100 "sweat equity" and nearly 1,400 affordable rental units. They operate 30 affordable housing complexes in San Luis Obispo, Santa Barbara and Ventura counties. PSHH has helped over 1,150 first time home buyers build and purchase their first home (residents contribute over 2,000 hours of 'sweat equity' in building their home).

This is the CMFA's fourth project with Peoples Self Help Housing Corporation.

The Project:

The Villa La Esperanza Apartment project is an acquisition/ rehabilitation of an existing 75-unit project which will be creating 8 additional units of affordable multifamily rental housing. The project will include substantial rehabilitation which includes expansion of the community building and the conversion/ addition of 8 additional units. The rehabilitation aims to increase energy & water efficiency and will include a 20 year renewal of the HAP contract. This project was originally financed with a HUD 236 loan and 4% tax credits. This project is located at 131 South Kellogg, Goleta, California. Rents will be restricted to households with incomes no greater than 60% of the area median income.

The City of Goleta:

The City of Goleta will need to become a member of the CMFA and hold a TEFRA hearing. Upon closing, the City is expected to receive approximately \$13,166 as part of CMFA's sharing of Issuance Fees.

Proposed Construction Financing:

Sources of Funds:

Tax-Exempt Bond:	\$ 22,000,000
Seller Carryback Note:	\$ 1,099,980
Income from Operations:	\$ 608,000
Equity:	<u>\$ 6,593,744</u>
Total Sources:	\$ 30,301,724

Uses of Funds:

Land Acquisition:	\$ 9,720,000
Building Acquisition:	\$ 8,480,000
Rehabilitation:	\$ 5,549,463
Architectural & Engineering:	\$ 115,000
Legal & Professional:	\$ 232,500
Permits:	\$ 50,000
Relocation:	\$ 1,800,000
Finance, Interest & Reserves:	\$ 1,526,241
Developer Fee:	\$ 2,329,533
Cost of Issuance:	<u>\$ 498,987</u>
Total Uses:	\$ 30,301,724

Terms of Transaction:

Amount:	\$24,000,000
Maturity:	17 years
Collateral:	Deed of Trust on property
Bond Purchasers:	Private Placement
Estimated Closing:	March 2015

Public Benefit:

A total of 83 households will be able to enjoy high quality, independent, affordable housing in the City of Goleta. The project will include a community room with computer resources, community kitchen and manager's office. Additionally, there are community lounges, barbecue areas, tot lots, and open space. The rehabilitation of this project will provide affordable living in the City of Goleta for an additional 55 years.

Percent of Restricted Rental Units in the Project: 100%
36% (30 Units) restricted to 50% or less of area median income households; and
64% (53 Units) restricted to 60% or less of area median income households
Unit Mix: Studio, 1, 2, 3, 4 & 5 bedroom units
Term of Restriction: 55 years

Finance Team:

Lender:	TBD
Bond Counsel:	Jones Hall, APLC
Issuer Counsel:	Jones Hall, APLC
Lender Counsel:	TBD
Borrower Counsel:	Gubb & Barshay LLP
Financial Advisor:	Community Housing Partnership

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve an Initial Resolution of \$24,000,000 for Villa La Esperanza Apartments affordable multi-family housing facility located in the City of Goleta, Santa Barbara County, California.

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



VILLA GARCIA APARTMENTS SUMMARY AND RECOMMENDATIONS

Applicant:	Many Mansions
Action:	Initial Resolution
Amount:	\$12,000,000
Purpose:	Finance Affordable Multi-Family Rental Housing Facility Located in the City of Thousand Oaks, County of Ventura, California
Activity:	Affordable Housing
Meeting:	November 21, 2014

Background:

On August 24, 1979 Many Mansions was incorporated as a California nonprofit corporation. Many Mansions initially devoted itself to rental assistance. Over the next approximately eight years, Many Mansions ran the successful “Adopt-A-Family” program in which donors from the community would donate money to be used as rental assistance for families that needed help. However, Many Mansions had no control over this housing—its condition, its rental levels, its amenities. So during 1986-87, Many Mansions embarked upon its first development project. Many Mansions, along with the City of Thousand Oaks and the Conejo Future Foundation, developed Schillo Gardens. Financed through the federal tax credit program and with assistance from the City of Thousand Oaks, Schillo Gardens housed individuals and families who were low-income and whose rent would be set accordingly. Many Mansions has continued to grow its portfolio and develop affordable housing.

Their Children and Adult Service Programs have distinguished Many Mansions from other affordable housing providers. Many Mansions has led the fight to end homelessness, and its compassionate and supportive services have made it the ideal housing provider of the disabled.

The Project:

The Villa Garcia Apartment project is an acquisition/ rehabilitation of an existing 80-unit affordable multifamily rental housing facility. The project was built in 1998 and is a two-story

garden style building. The property has 40 one-bedroom, 20 two-bedroom and 20 three-bedroom townhouses. The project will include substantial rehabilitation to address replacement of major building systems, increase energy & water efficiency. The project will have free on-site after school programs, service coordinator and property managers. This project is located at 1379-1419 E. Thousand Oaks Blvd, Thousand Oaks, California. Rents will be restricted to households with incomes no greater than 60% of the area median income.

The City of Thousand Oaks:

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

Proposed Construction Financing:

Sources of Funds:

Tax-Exempt Bond:	\$ 8,683,358
General Partner Note:	\$ 5,704,175
Deferred Costs:	\$ 614,386
Reserves:	\$ 80,251
Deferred Developer Fee:	\$ 899,365
Equity:	\$ 511,144
Total Sources:	\$ 16,492,679

Uses of Funds:

Land Acquisition:	\$ 1,049,600
Building Acquisition:	\$ 9,446,400
Rehabilitation:	\$ 2,185,179
Architectural & Engineering:	\$ 150,000
Legal & Professional:	\$ 245,000
Contingencies/ Reserves:	\$ 652,170
Construction Period Expenses:	\$ 821,422
Perm. Fees:	\$ 37,500
Developer Fee:	\$ 1,885,127
Cost of Issuance:	\$ 20,281
Total Uses:	\$ 16,492,679

Terms of Transaction:

Amount:	\$12,000,000
Maturity:	17 years
Collateral:	Deed of Trust on property
Bond Purchasers:	Private Placement
Estimated Closing:	May 2015

Public Benefit:

A total of 80 households will be able to enjoy high quality, independent, affordable housing in the City of Thousand Oaks. The project will include a community room with computer resources, community kitchen and manager's office. Additionally, there are community lounges, barbecue areas, tot lots, and open space. The rehabilitation of this project will provide affordable living in the City of Thousand Oaks for an additional 55 years.

Percent of Restricted Rental Units in the Project: 100%
40% (32 Units) restricted to 50% or less of area median income households; and
60% (48 Units) restricted to 60% or less of area median income households
Unit Mix: 1, 2 & 3 bedroom units
Term of Restriction: 55 years

Finance Team:

Lender:	TBD
Bond Counsel:	Quint & Thimmig, LLP
Issuer Counsel:	Jones Hall, APLC
Lender Counsel:	TBD
Borrower Counsel:	Gubb & Barshay LLP

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve an Initial Resolution of \$12,000,000 for Villa Garcia Apartments affordable multi-family housing facility located in the City of Thousand Oaks, Ventura County, California.

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



3200 TEMPLE STREET APARTMENTS SUMMARY AND RECOMMENDATIONS

Applicant: Fallbrook Multifamily Investments

Action: Amended Resolution

Amount: \$15,000,000

Purpose: Finance Affordable Rental Housing Project Located in the City of Los Angeles, Los Angeles County, California

Activity: Affordable Senior Housing

Meeting: November 21, 2014

Background:

Fallbrook Multifamily Investments, LLC ("FMI") is a real estate investment firm focusing nationwide on the development and preservation of affordable multifamily properties. Their Mission is to develop, acquire, provide and preserve quality affordable housing while supplying exceptional management to their partners and tenants as well as delivering stable returns to their investors.

FMI and its affiliates provide a wide range of services including: Acquisition, Asset Management, Development, Financing, and Tax Credit-related advisory services.

All of FMI's investment properties are supported by federal and state programs such as the Low Income Housing Tax Credit (LIHTC) and HUD's project based Section 8 program, which provide much needed housing to qualifying tenants, operate at traditionally high occupancy rates, provide reliable income, and deliver predictable revenue growth.

Fallbrook Multifamily Investments is part of a larger organization that focuses on other aspects of the affordable housing industry. The parent company is Fallbrook Credit Finance. Fallbrook Credit Finance contains Fallbrook Capital, Fallbrook Multifamily and Fallbrook Energy. For nearly thirty years, many of America's largest corporations have trusted the founders of Fallbrook Capital, Craig Sheftell and Brandt Blanken, to advise them on over three billion dollars in tax equity investments. Fallbrook's M&A specialists have extensive experience raising capital and arranging sales and acquisitions across diverse industries.

The Project:

The 3200 Temple Street Apartments project is a new construction affordable rental housing project which will be one building consisting of 73-units. This project will have 80% market rate units and 20% affordable units. The 15 affordable units will have one, two and three bedrooms for seniors who earn at or below 50% of the area median income. The remaining 58 units will be designated for veterans. This new affordable community will have a beautifully landscaped courtyard, an outdoor recreation area and community room. The construction of this project will provide housing for 10 seniors for 55 years. The project is located at 3200 W. Temple Street, Los Angeles, CA.

This project was previously approved on August 8th with 49 market rate units and 10 affordable units. The developers zoning change request was granted to build on an adjacent parcel and therefore able to increase the unit count.

The City of Los Angeles:

The City of Los Angeles is a member of the CMFA and will need to hold a TEFRA hearing. Upon closing, the City is expected to receive approximately \$9,375 as part of CMFA's sharing of Issuance Fees.

Proposed Construction Financing:

Sources of Funds:

Tax-Exempt Bond:	\$ 11,180,000
Low Income Tax Credits:	\$ 505,000
Non-Profit Reimbursement:	\$ 400,000
Seller Carry Back:	\$ 500,000
Solar Credits:	\$ 116,000
Equity:	<u>\$ 450,000</u>
Total Sources:	\$ 13,151,000

Uses of Funds:

Land Acquisition:	\$ 2,975,000
New Construction:	\$ 7,904,000
Architectural & Engineering:	\$ 200,000
Legal & Professional:	\$ 96,000
Financing:	\$ 392,000
Soft Costs:	\$ 680,000
Developer Fee:	<u>\$ 904,000</u>
Total Uses:	\$ 13,151,000

Terms of Transaction:

Amount:	\$15,000,000 (not to exceed)
Maturity:	17 years
Collateral:	Deed of Trust
Bond Purchasers:	Private Placement
Estimated Closing:	June, 2015

Public Benefit:

A total of 15 senior households will be able to enjoy high quality, independent, affordable housing in the City of Los Angeles. Amenities will include a courtyard and an outdoor recreation area. The construction of this project will provide affordable living in the City of Los Angeles for 55 years.

Percent of Restricted Rental Units in the Project: 20%
20% (15 Units) restricted to 50% of area median income households
Unit Mix: 1, 2 and 3 bedroom units
Term of Restriction: 55 years

Finance Team:

Lender:	TBD
Bond Counsel:	Quint & Thimming LLP
Issuer Counsel:	Jones Hall, APLC
Lender Counsel:	TBD
Borrower Counsel:	Michael Stein, LLP

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve an Amended Resolution of \$15,000,000 for the 3200 Temple Street affordable housing project located in the City of Los Angeles, Los Angeles County, California.

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



RUDOLPH FOODS COMPANY SUMMARY AND RECOMMENDATIONS

Applicant: Rudolph Foods Company, Inc.

Action: Initial Resolution

Amount: \$10,000,000

Purpose: Finance an Industrial Project for Rudolph Foods Company, Inc. Located in the City of Beaumont, County of Riverside, CA.

Activity: Manufacturing

Meeting: November 21, 2014

Background:

Rudolph Foods Company ("Company") was incorporated on September 8, 1987 in the state of Ohio. The Company manufactures packages and distributes pork rind pellets and pork rinds, along with corn and wheat-based snack foods. The Company's primary production facility is in Lima, OH. The Company also has production facilities in Texas, Georgia, California, Mississippi, and Wapakoneta, OH, and distributes its products primarily to snack food distributors and retailers throughout the US and abroad, using its own labels as well as certain private labels. The Company also packages and distributes popcorn through its wholly-owned subsidiary, Gaslamp Popcorn, LLC, whose operations are located in Riverside, CA.

In 2005, the Company formed Rudolph Europa APS (Europa), a wholly-owned subsidiary located in Denmark. In 2006, the Company entered into a joint venture with several other foreign parties to build a production facility in Brazil to produce and sell pork rind products through Rudolph Foods do Brazil (Rudolph Brazil), a limited liability company headquartered in the City of Chapeco, Brazil.

The Project:

The proceeds of the Bonds will be used to: (1) finance the acquisition, rehabilitation, and equipping of an approximately 178,000-square foot food manufacturing facility located at 920 Fourth Street, Beaumont, California 92223; and (2) pay certain expenses incurred in connection with the issuance of the Bonds. The facilities are to be owned or operated by Rudolph Foods

Company, Inc. Rudolph is purchasing the new Beaumont facility to allow them to continue to grow which will lead to continued success and subsequent economic benefits to the public and the community.

City of Beaumont:

The City of Beaumont will need to become a member of the CMFA and hold a TEFRA hearing. Upon closing, the City is expected to receive up to \$6,250 as part of CMFA's sharing of Issuance Fees.

Proposed Financing:

Sources of Funds:

Tax-Exempt Bond Proceeds:	\$ 9,000,000
Total Sources:	\$ 9,000,000

Uses of Funds:

Land Acquisition:	\$ 375,000
Building Acquisition:	\$ 4,400,000
Rehabilitation:	\$ 2,250,000
New Machinery & Equipment:	\$ 1,850,000
Legal and Professional:	\$ 70,000
Cost of Issuance:	\$ 55,000
Total Uses:	\$ 9,000,000

Terms of Transaction:

Amount:	\$10,000,000
Rate:	Fixed
Collateral:	Security Interest, Equipment. Personal Guarantees.
Maturity:	2028
Bond Purchasers:	Private Placement
Estimated Closing:	January 2015

Public Benefit:

The City of Beaumont 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. A non-profit in the City of Beaumont will also benefit from the CMFA sharing of fees.

Finance Team:

Lender:	GE Government Finance, Inc.
Bond Counsel:	Jones Hall, APLC
Lender Counsel:	TBD
Issuer Counsel:	Jones Hall, APLC
Borrower Counsel:	TBD

Recommendation:

The Executive Director recommends that the CMFA Board of Directors adopt an initial resolution in the amount of \$10,000,000 to finance an industrial project for Rudolph Foods Company, Inc., located in the City of Beaumont, Riverside County, California.

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



ROTARY PLAZA APARTMENTS SUMMARY AND RECOMMENDATIONS

Applicant: American Baptist Homes of the West

Action: Final Resolution

Amount: \$35,000,000

Purpose: Finance Affordable Senior Rental Housing Project Located in the City of South San Francisco, San Mateo County, California

Activity: Senior Affordable Housing

Meeting: November 21, 2014

Background:

American Baptist Homes of the West ("ABHOW") started in 1949 as Pilgrim Haven Home Corporation with the establishment of Pilgrim Haven Retirement Community, now known as The Terraces at Los Altos, in Los Altos, Calif. The original purpose to provide quality housing and health care for retired American Baptist ministers and missionaries grew to include older persons regardless of occupation or religious affiliation.

From one community serving nine residents in 1949, ABHOW has expanded to 43 communities in four Western states. Their professional team has grown to over 2,000 and now serves more than 5,000 residents.

ABHOW communities offer a variety of services and programs for residents. The company was one of the first organizations in the U.S. to provide continuing care. Each of ABHOW's 11 continuing care retirement communities (CCRCs) provide at least three levels of care and services: residential living, assisted living and skilled nursing care.

ABHOW is one of the nation's most respected providers of affordable senior housing. In fact, ABHOW is the only company west of the Mississippi to receive the industry's most prestigious national designation. The company's 32 affordable senior communities are located in some of California and Washington's most desirable locales. Each community offers safe, supportive residential living, social and recreational activities, transportation and, in some communities, meal programs.

The Project:

The Rotary Plaza Apartments is an acquisition/ rehabilitation of an existing 100% affordable studio senior housing development consisting of two residential structures on a 3.10 acre plot in the City of South San Francisco. The two structures are referred to by "East" and "West." East is a three story-L shaped building containing 73 units. West is a four story T-shaped building containing 108 units. The building's common areas are located in West, which currently include a dining room, a commercial scale kitchen, and a game room. Outside there are three gardens and two parking lots. The property will have seismic upgrades, roof, parking lot refurbishment, ADA upgrades, new paint, electrical upgrades, heating and air conditioning. The property is located along the westerly line of Alida Way in the City of South San Francisco. Local area boundaries include Westborough Boulevard to the north; Interstate 380 on the south; Interstate 280 on the west; and the El Camino Real on the east. The area lies approximately one mile southwest of South San Francisco's downtown district of the city. Anticipated rehabilitation completion date is March 2016. The financing of this project will preserve the affordability of 179 units for another 55 years.

The City of San South San Francisco:

The City of South San Francisco is a member of the CMFA and held a TEFRA hearing on June 11, 2014. Upon closing, the City is expected to receive approximately \$15,000 as part of CMFA's sharing of Issuance Fees.

Proposed Financing:

Sources of Funds:	<u>Construction</u>	<u>Permanent</u>
Tax-Exempt Bond:	\$ 35,000,000	\$ 18,006,500
Developer Equity:	\$ 1,250,000	\$ 1,250,000
LIH Tax Credit Equity:	\$ 1,495,295	\$ 22,043,188
Income During Operations:	\$ 0	\$ 740,970
Seller Carryback:	\$ 20,740,000	\$ 20,740,000
Other (Deferred Costs):	<u>\$ 798,490</u>	<u>\$ 798,490</u>
Total Sources:	\$ 59,283,785	\$ 63,579,148

Uses of Funds:	
Acquisition/ Land Purchase:	\$ 31,990,000
Hard Construction Costs:	\$ 16,046,604
Architect & Engineering Fees:	\$ 869,386
Contractor Overhead & Profit:	\$ 2,335,698
Developer Fee:	\$ 2,500,000
Relocation:	\$ 1,400,000
Cost of Issuance:	\$ 1,288,359
Capitalized Interest:	\$ 2,172,917
Other Soft Costs (Marketing, etc.):	<u>\$ 4,976,184</u>
Total Uses:	\$ 63,579,148

Terms of Transaction:

Amount:	\$35,000,000
Maturity:	17 years
Collateral:	Deed of Trust
Bond Purchasers:	Private Placement
Estimated Closing:	December, 2014

Public Benefit:

A total of 179 senior households will be able to enjoy high quality, independent, affordable housing in the City of South San Francisco. Amenities at the complex will include crafts, TV viewing area, community room, on-site laundry rooms and billiard rooms. The acquisition/rehabilitation of this project will provide senior affordable living in the City of South San Francisco for another 55 years.

Percent of Restricted Rental Units in the Project: 100%
10% (18 Units) restricted to 50% of area median income households; and
90% (159 Units) restricted to 60% of area median income households
Unit Mix: studio
Term of Restriction: 55 years

Finance Team:

Lender:	Citibank, N.A.
Bond Counsel:	Jones Hall, APLC
Issuer Counsel:	Jones Hall, APLC
Lender Counsel:	Paul Hastings, LLP
Borrower Counsel:	Goldfarb & Lipman LLP
Financial Advisor:	Community Economics, Inc.

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve a Final Resolution of \$35,000,000 for the Rotary Plaza Apartments senior-affordable housing project located in the City of South San Francisco, San Mateo County, California.



MAPLE PARK 2 APARTMENTS SUMMARY AND RECOMMENDATIONS

Applicant:	Community Housing Improvement Program, Inc.
Action:	Final Resolution
Amount:	\$4,500,000
Purpose:	Finance Affordable Senior Rental Housing Project Located in the City of Live Oak, Sutter County, California
Activity:	Senior Affordable Housing
Meeting:	November 21, 2014

Background:

Chico Housing Improvement Program (“CHIP”) started out as a partnership between the CSU Chico and the City of Chico, founded in 1973 by Jim Jessee, Keith Hopkins, Bill Murphy and Kevin Campbell. In 1991 the articles were amended to change the name to Community Housing Improvement Program, Incorporated.

CHIP’s original purpose was the implementation of a plan to improve a small neighborhood south of campus through a housing rehab program. During CHIP’s first seven years, the only activity it carried out was housing rehab.

In 1980, CHIP diversified operations by becoming a USDA Self-Help Housing grantee, soon expanding to a six-county service area.

CHIP currently serves seven counties in California’s north central valley. Although CHIP no longer does rehabilitation, CHIP continues to build single-family self-help housing. In addition, CHIP builds affordable multi-family housing, manages the properties it builds as well as properties owned by others, provides housing and credit counseling, foreclosure counseling services and has raised money for water and sewer projects. CHIP has constructed more than 2000 units of housing in Northern California and the agency has been acknowledged as an innovator and leader, particularly on rural housing issues.

This is the 3rd project that the CMFA has participated in with CHIP.

The Project:

The Maple Park 2 Apartments project is a 35-unit new construction, three-story development serving low- and very low-income seniors 55 years old and greater. The bond proceeds would be used to finance the construction of the 35-unit multifamily housing development located at 9915 Maple Park, Live Oak, California. The project will include an elevator, laundry room, lounge, reading room and tuck under parking. The project will be an addition to Phase 1, where an existing 30 affordable units, most of which were duplexes, were demolished and replaced with new townhouses and duplexes that created 56 affordable family housing units. The complex includes one three-story elevator serviced building with a wood framed construction. There will be 32 one-bedroom units and 3 two-bedroom units (one designated for the on-site manager). 34 of the units will be restricted to households with incomes no greater than 60% of the Sutter County area median income. Construction is estimated to begin in January 2015 and completed by January 2016. The rehabilitation of this project will provide senior affordable living in Live Oak for 55 years.

The City of Live Oak:

The City of Live Oak is a member of the CMFA and will hold a TEFRA hearing on December 3, 2014. Upon closing, the City is expected to receive up to \$2,687 as part of CMFA's sharing of Issuance Fees.

Proposed Financing:

Sources of Funds:	<u>Construction</u>	<u>Permanent</u>
Tax-Exempt Bond:	\$ 4,300,000	\$ 550,000
LIH Tax Credit Equity:	\$ 305,084	\$ 3,050,838
Direct & Indirect Public Funds:	\$ 3,476,922	\$ 5,191,141
Other:	\$ 0	\$ 22,578
Other (Deferred Costs):	<u>\$ 732,551</u>	<u>\$ 0</u>
Total Sources:	\$ 8,814,557	\$ 8,814,557

Uses of Funds:	
Acquisition/ Land Purchase:	\$ 75,000
On & Off Site Costs:	\$ 297,405
Hard Construction Costs:	\$ 4,783,415
Architect & Engineering Fees:	\$ 659,051
Contractor Overhead & Profit:	\$ 249,197
Developer Fee:	\$ 750,000
Cost of Issuance:	\$ 227,396
Capitalized Interest:	\$ 221,077
Other Soft Costs (Marketing, etc.):	<u>\$ 1,552,016</u>
Total Uses:	\$ 8,814,557

Terms of Transaction:

Amount:	\$4,500,000
Maturity:	12 years
Collateral:	Deed of Trust on property
Bond Purchasers:	Private Placement
Estimated Closing:	December, 2014

Public Benefit:

A total of 35 senior households will be able to enjoy high quality, independent, affordable housing in the City of Live Oak. Amenities will include a laundry room, lounge, reading room and some tuck under parking. A service coordinator will provide appropriate onsite and offsite services. The construction of this project will provide senior affordable living in the City of Live Oak for 55 years.

Percent of Restricted Rental Units in the Project: 100%
74% (25 Units) restricted to 50% or less of area median income households.
26% (9 Units) restricted to 60% or less of area median income households.
Unit Mix: 1 & 2 bedroom units
Term of Restriction: 55 years

Finance Team:

Lender:	Wells Fargo Bank, N.A.
Bond Counsel:	Jones Hall, APLC
Issuer Counsel:	Jones Hall, APLC
Lender Counsel:	TBD
Borrower Counsel:	Gubb and Barshay LLP
Financial Advisor:	California Housing Partnership Corporation

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve a Final Resolution of \$4,500,000 for the Maple Park 2 Apartments affordable housing project located in the City of Live Oak, Sutter County, California.



BUCHANAN PARK APARTMENTS SUMMARY AND RECOMMENDATIONS

Applicant:	EAH Inc.
Action:	Final Resolution
Amount:	\$13,781,000
Purpose:	Finance Affordable Multi-Family Rental Housing Project Located in the City of San Francisco, San Francisco County, California
Activity:	Affordable Housing
Meeting:	November 21, 2014

Background:

EAH Housing (“EAH”) is a nonprofit corporation founded with the belief that attractive affordable housing is the cornerstone to sustainable, living communities. Established in 1968, EAH has become one of the largest and most respected nonprofit housing development and management organizations in the western United States. With a staff of over 400, EAH develops low-income housing, manages 97 properties in California and Hawaii, and plays a leadership role in local, regional and national housing advocacy efforts.

Starting from grass-roots origins in response to the death of Dr. Martin Luther King Jr., EAH now serves over 20,000 seniors, families, students, people with disabilities, frail elderly and the formerly homeless. Combining award winning design, innovative on-site services and a commitment to people, EAH reflects the distinctive personality of each community.

EAH is dedicated to building communities that enhance the surrounding neighborhoods. The organization has developed 83 properties with an aggregate value of more than \$1 billion, and manages 9,100 units in 49 municipalities in California and Hawaii. EAH has received multiple national awards for property management, eleven design awards and numerous commendations from legislators on the federal, state and local levels.

This is the 9th project that the CMFA has participated in with EAH.

The Project:

The Buchanan Park Apartments project is an acquisition/ rehabilitation constructed in the late 1970s and is located on 2.11 acres in San Francisco's Western Addison neighborhood. The project consists of a community building, a 49 space parking lot and two 3-story residential buildings and two 2-story townhome clusters housing 24 one-bedroom units, 24 two bedroom units, 19 three-bedroom units and a single three-bedroom manager's unit. Of the 67 tenant units, 63 will be affordable (7 units at 50% AMI and 56 at 60% AMI). A single three-bedroom unit and 3 two-bedroom units will not have income restrictions. All units have a patio/balcony, stove, garbage disposal and refrigerator. Community amenities include maintenance and leasing offices, laundry facility, security center, community room, kitchen and computer center. Rehabilitation will include replacing units' sliding glass doors, radiators, kitchen cabinets/countertops, flooring, interior repainting and patio/balcony repairs. Appliances, doors and plumbing fixtures will be replaced as needed. Rehabilitation will also include seismic/structural improvements, exterior painting, exterior LED lights, new security entrances, water intrusion repairs, solar hot water system, electrical upgrades, ADA accessibility upgrades to 4 units, parking lot repairs/ADA accessibility upgrades and upgrading of the fire alarm, emergency lighting and smoke/CO2 detectors. The rehabilitation and financing of this project will retain affordability of 67 affordable housing units in the City of San Francisco for another 55 years.

The City & County of San Francisco:

The City & County of San Francisco is a member of the CMFA and held a TEFRA hearing on June 17, 2014. Upon closing, the City & County is expected to receive approximately \$8,613 as part of CMFA's sharing of Issuance Fees.

Proposed Financing:

Sources of Funds:	<u>Construction</u>	<u>Permanent</u>
Tax-Exempt Bond:	\$ 13,781,000	\$ 6,105,600
LIH Tax Credit Equity:	\$ 969,084	\$ 9,690,840
Seller Carry-back Loan:	\$ 8,567,006	\$ 8,567,006
Deferred Interest:	\$ 393,185	\$ 393,185
Existing Reserves:	\$ 1,182,448	\$ 1,182,448
Income from Operations:	\$ 0	\$ 247,505
Total Sources:	\$ 24,892,723	\$ 26,186,584

Uses of Funds:	
Acquisition/ Land Purchase:	\$ 8,856,838
On & Off Site Costs:	\$ 156,108
Hard Construction Costs:	\$ 7,464,448
Architect & Engineering Fees:	\$ 440,903
Contractor Overhead & Profit:	\$ 1,229,403
Developer Fee:	\$ 2,500,000
Relocation:	\$ 959,428
Cost of Issuance:	\$ 395,716
Capitalized Interest:	\$ 832,230
Other Soft Costs (Marketing, etc.):	\$ 3,351,510
Total Uses:	\$ 26,186,584

Terms of Transaction:

Amount:	\$13,781,000
Maturity:	17 years
Collateral:	Deed of Trust
Bond Purchasers:	Private Placement
Estimated Closing:	December, 2014

Public Benefit:

A total of 68 households will continue to be able to enjoy high quality, independent, affordable housing in the City of San Francisco. Amenities will include a courtyard, fenced play area and an outdoor recreation area with a basketball court. Inside is a community room and computer lab with an instructor for adults and youth. The rehabilitation of this project will provide families affordable living in the San Francisco for 55 years.

Percent of Restricted Rental Units in the Project: 94%

- 10% (7 units) restricted to 50% or less of area median income households.
- 84% (56 Units) restricted to 60% of area median income households
- Unit Mix: 1, 2, & 3 bedroom units

Term of Restriction: 55 years

Finance Team:

Lender:	Citibank, NA
Bond Counsel:	Jones Hall, APLC
Issuer Counsel:	Jones Hall, APLC
Lender Counsel:	Eichner Norris & Neumann PLLC
Borrower Counsel:	Bocarsly Emden Cowan Esmail & Arndt LLP
Financial Advisor:	California Housing Partnership Corporation

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve a Final Resolution of \$13,781,000 for the Buchanan Park affordable housing project located in the City of San Francisco, San Francisco County, California.



STONEBRIDGE APARTMENTS SUMMARY AND RECOMMENDATIONS

Applicant: EAH, Inc.

Action: Final Resolution

Amount: \$7,703,071

Purpose: Finance Affordable Multi-Family Rental Housing Facility
Located in the City of St. Helena, Napa County, California

Activity: Affordable Housing

Meeting: November 21, 2014

Background:

EAH Housing ("EAH") is a nonprofit corporation founded with the belief that attractive affordable housing is the cornerstone to sustainable, living communities. Established in 1968, EAH has become one of the largest and most respected nonprofit housing development and management organizations in the western United States. With a staff of over 400, EAH develops low-income housing, manages 97 properties in California and Hawaii, and plays a leadership role in local, regional and national housing advocacy efforts.

Starting from grass-roots origins in response to the death of Dr. Martin Luther King Jr., EAH now serves over 20,000 seniors, families, students, people with disabilities, frail elderly and the formerly homeless. Combining award winning design, innovative on-site services and a commitment to people, EAH reflects the distinctive personality of each community.

EAH is dedicated to building communities that enhance the surrounding neighborhoods. The organization has developed 83 properties with an aggregate value of more than \$1 billion, and manages 9,100 units in 49 municipalities in California and Hawaii. EAH has received multiple national awards for property management, eleven design awards and numerous commendations from legislators on the federal, state and local levels.

This is the 8th project that the CMFA has participated in with EAH.

The Project:

The Stonebridge Apartments is an acquisition/ rehabilitation project located in the city of St. Helena, County of Napa. The property was originally built in the early 1990's by EAH under the Low Income Housing Tax Credit Program. The project consists of 80 rental units within ten two-story buildings. Of the 80 units, 78 will be restricted to households with income no greater than 60% of the area median income (AMI). 33 units will be restricted to at or below 50% AMI, 45 will be at or below 60% AMI and 2 will be for management and on- site staff, respectively. The Project will undergo rehabilitation to improve the residents' living environment, preserve affordability, and extend the useful life of the property. Rehabilitation will include: patio and balcony repairs, site accessibility improvements, HVAC and other interior upgrades. The unit configuration will be 1-, 2-, 3-, and 4-bedroom units. The financing and rehabilitation of this project will provide affordable housing for 78 families for 55 years. The project is located at 990 College Ave, St. Helena, California.

The City of St. Helena:

The City of St. Helena is a member of the CMFA and held a TEFRA hearing on June 10, 2014. Upon closing, the City is expected to receive approximately \$4,814 as part of CMFA's sharing of Issuance Fees.

Proposed Financing:

Sources of Funds:	<u>Construction</u>	<u>Permanent</u>
Tax-Exempt Bond:	\$ 7,703,071	\$ 1,891,000
Deferred Developer Fee:	\$ 661,415	\$ 661,415
LIH Tax Credit Equity:	\$ 418,524	\$ 5,231,553
Direct & Indirect Public Funds:	\$ 5,044,201	\$ 5,044,201
Seller Carry-back Loan:	\$ 1,025,745	\$ 1,025,745
General Partner Equity:	\$ 523	\$ 523
Seller Cash Loan:	\$ 0	\$ 1,940,421
Total Sources:	\$ 14,853,479	\$ 15,794,858

Uses of Funds:	
Acquisition/ Land Purchase:	\$ 8,022,086
On & Off Site Costs:	\$ 169,607
Hard Construction Costs:	\$ 2,828,858
Architect & Engineering Fees:	\$ 351,462
Contractor Overhead & Profit:	\$ 362,057
Developer Fee:	\$ 1,919,190
Relocation:	\$ 649,021
Cost of Issuance:	\$ 278,978
Capitalized Interest:	\$ 104,872
Other Soft Costs (Marketing, etc.):	\$ 1,108,727
Total Uses:	\$ 15,794,858

Public Benefit:

A total of 78 households will continue to be able to enjoy high quality, independent, affordable housing in the City of St. Helena. Amenities at the complex will include a common community kitchen, computer room, tot lot, basketball courts, gardens, bbq areas and community space. The rehabilitation of this project will now provide affordable living in the City of St. Helena for 55 years.

Percent of Restricted Rental Units in the Project: 100%
42% (33 Units) restricted to 50% of area median income households; and
58% (45 Units) restricted to 60% of area median income households.
Unit Mix: 1, 2, 3 & 4 bedroom units
Term of Restriction: 55 years

Finance Team:

Lender:	Silicon Valley Bank
Bond Counsel:	Jones Hall, APLC
Issuer Counsel:	Jones Hall, APLC
Lender Counsel:	Sheppard Mullin Richter & Hampton LLP
Borrower Counsel:	Bocarsly Emden Cowan Esmail & Arndt LLP
Financial Advisor:	Community Economics

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve a Final Resolution of \$ 7,703,071 for the Stonebridge affordable housing project located in the City of St. Helena, Napa County, California.



SAN YSIDRO HEALTH CENTER PROJECT SUMMARY AND RECOMMENDATIONS

Applicant:	Centro De Salud De La Comunidad De San Ysidro, Inc. dba. San Ysidro Health Center
Action:	Final Resolution
Amount:	\$9,000,000
Purpose:	Finance Healthcare Facilities located in the City of San Ysidro, County of San Diego, California
Activity:	Health Center
Meeting:	November 21, 2014

Background:

For 40 years, San Ysidro Health Center has been the leader in the provision of low-cost, high quality, comprehensive primary care services to residents of San Diego County's South Bay Region. Area residents who recognized the need for quality health services in their community began San Ysidro Health Center ("SYHC") as a voluntary program in August 1968 through a collaborative partnership with the University of California, San Diego School of Medicine. Medical services were initially provided from a small house on the property at 4004 Beyer Boulevard, where the current health center is located. SYHC incorporated as a non-profit 501(c)3 organization in 1971 and the original clinic was built the following year. The health center has grown steadily over the years driven by the community's need for essential health and social services. Today, SYHC maintains a beautiful 50,000 square foot medical center on the original clinic site in San Ysidro and has clinics in Chula Vista and National City that are strategically located to serve the medical needs of the entire South Bay Region.

SYHC has been recognized by Federal, State and Local entities as a leader in the creation and development of many of the more creative and successful forces in Health Care Prevention nationwide. Among these has been the leadership in the development of a locally managed care system, a comprehensive mental health program incorporated into the traditional primary care service matrix, and a series of joint and collaborative health education and promotion programs which have reached across the border into Mexico. These programs were among the first to acknowledge that the border is a porous one, that diseases and disease states do not stop at the check point, and that they must be addressed in a bi-national, cooperative manner.

The Project:

The proceeds of the loan will be used by Centro De Salud De La Comunidad De San Ysidro, Inc. (dba as San Ysidro Health Center) to (1) refinance the acquisition, construction and development of the Maternal & Child Health Center located at 4050 Beyer Boulevard, San Ysidro, California; (2) finance capital improvements and fixtures, furniture and equipment for the Senior Health Center, located at 3364 Beyer Boulevard, San Ysidro, California; and (3) pay certain expenses incurred in connection with the funding of the Loan.

The County of San Diego:

The County of San Diego is a member of the CMFA and will hold a TEFRA hearing on December 2, 2014. Upon closing, the County is expected to receive up to \$5,450 as part of CMFA's sharing of Issuance Fees.

Proposed Financing:

Sources of Funds:

Tax-Exempt Bonds:	\$ 8,175,000
Total Sources:	\$ 8,175,000

Uses of Funds:

Refinance Existing Debt:	\$ 7,253,406
Renovations to Existing Building:	\$ 711,101
Cost of Issuance:	\$ 210,494
Total Uses:	\$ 8,175,000

Terms of Transaction:

Amount:	\$9,000,000
Maturity:	December 2024
Collateral:	Deed of Trust
Bond Purchasers:	Private Placement
Estimated Closing:	December, 2014

Public Benefit:

The Mission of San Ysidro Health Center is to improve the health and well-being of their community's traditionally underserved and culturally diverse people. 69% of SYHC patients live at or below 100% of the Federal Poverty Level. 66% of patients receive Medi-Cal, Healthy Families or other eligibility benefits for individuals and families with incomes under 200% of the FPL. 11% of health center patients receive Medicare benefits. 20% of all patients, or 7,594 patients, are uninsured. Children, ages 5-14, make up the largest percentage of patients by age at 27%. Adults, 25-44, make up the next largest percentage of patients, accounting for 21% of the total patient population. While patients 65 and older comprise roughly 10% of SYHC's patient base, they account for nearly one-quarter of the health center's annual patient encounters.

Finance Team:

Placement Agent:	Zions Bank Public Finance
Lender:	California Bank & Trust
Bond Counsel:	Jones Hall, APLC
Issuer's Counsel:	Jones Hall, APLC
Lender Counsel:	Bryan Cave LLP
Borrower's Counsel:	SYHC General Counsel

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve a Final Resolution of \$9,000,000 for the San Ysidro Health Center located in San Diego County, California.



KIRKWOOD AT ORANGE SUMMARY AND RECOMMENDATIONS

Applicant:	be.group
Action:	Final Resolution
Amount:	\$4,250,000
Purpose:	Refinance a Healthcare Facility Located in the City of Orange, Orange County, California.
Activity:	Assisted Living
Meeting:	November 21, 2014

Background:

While officially established in 1955, the be.group's story began two decades earlier with a vision of creating better communities and services to make the lives of older adults more fulfilling. More than 65 years ago, a small group of individuals in Southern California made a bold commitment: to build an organization that would help older adults continue to lead rich, purposeful lives. What was originally Southern California Presbyterian Homes is now be.group. Over the decades they have expanded from one fledgling community in La Jolla to 36 communities serving thousands of older adults throughout the state. Faith-based in their roots, they remain committed to providing superior-quality communities and services for seniors of all backgrounds, ethnicities and spiritual beliefs. While what they do has evolved to meet the changing needs of new generations, they stay true to the ideals of their founders.

As one of the country's largest nonprofit providers of senior living communities, their dedicated, well-trained staff is dedicated to help their residents and clients discover new ways to embrace life's possibilities and new options for exploring their potential. Southern California Presbyterian Homes became be.group on April 26, 2011, to better reflect this mission. It's a name and a philosophy that they believe sums up everything they've been, everything they are today and everything they aspire to be in the future. Their vision, like the vision of their founders, begins and ends with the people they serve. They're here to help seniors be themselves.

The Project:

Kirkwood Assisted Living Residence has requested that the Authority issue and sell one or more tax-exempt obligations in the maximum principal amount of \$4,250,000 for the purpose of making a loan to the Borrower, to enable the Borrower to refinance the construction and

equipping of the assisted living complex known as Kirkwood at Orange, located at 1525 E. Taft Avenue in the City of Orange, California.

The City of Orange:

The City of Orange is expected to become a member of the CMFA and hold a TEFRA hearing on November 25, 2014. Upon closing, the city is expected to receive approximately \$2,833 as part of CMFA's sharing of Issuance Fees.

Proposed Financing:

Sources of Funds:

Tax-Exempt Bond:	\$ 3,911,000
Original Issue Discount:	\$ (19,555)
Other Source of Funds:	<u>\$ 609,955</u>
Total Sources:	\$ 4,501,400

Uses of Funds:

Refunding Prior Issuance:	\$ 4,320,605
Cost of Issuance:	<u>\$ 180,795</u>
Total Uses:	\$ 4,501,400

Terms of Transaction:

Amount:	\$4,250,000
Maturity:	May 2028
Collateral:	Deed of Trust on property.
Bond Purchasers:	Private Placement.
Estimated Closing:	December 2014

Public Benefit:

Kirkwood at Orange is a senior living community in Orange, California, offering assisted living and memory care. It's a quiet place filled with the scent of fresh coffee from their big country kitchen. Friends chat on their way to morning meditation on the shaded patio. Visiting grandkids eagerly await a treat in the '50s-style ice cream parlor. Shuttles take residents to the Plaza and the Olde Towne Orange Historic District (the largest of its kind in California), while others visit local antique shops. Residents are simply at home here, and they find peace of mind knowing friendly staff members are committed to meeting all their needs.

The facilities have a total of 37 senior housing units consisting of 27 studios and 10 one bedroom accommodations. The special needs/dementia area of the facilities have a total of 20 units consisting of 19 studios and 1 one bedroom accommodations. In addition to Kirkwood at Orange exemplary healthcare services, the Group works closely with the community to support community wellness.

Finance Team:

Lender:	First Republic Bank
Placement Agent:	Piper Jaffray & Co.
Bond Counsel:	Orrick, Herrington & Sutcliffe LLP
Underwriter's Counsel:	Hawkins Delafield & Wood LLP
Issuer's Counsel:	Jones Hall APLC
Borrower's Counsel:	be.group General Counsel
Financial Advisor:	W. J. Fawell Co.

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve a Final Resolution of \$4,250,000 for the Kirkwood at Orange assisted living facility located in the city of Orange, Orange County, CA.



SCRIPPS COLLEGE SUMMARY AND RECOMMENDATIONS

Applicant:	Scripps College
Action:	Final Resolution
Amount:	\$30,000,000
Purpose:	Finance and Refinance Educational and Administrative Facilities for Scripps College in Claremont, California.
Activity:	Private University
Meeting:	November 21, 2014

Background:

Founded in 1926 by journalist and philanthropist Ellen Browning Scripps, Scripps College is a nonprofit corporation exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code.

The College is an independent, liberal arts college for women with a distinctive interdisciplinary core curriculum offering instruction in the humanities, fine arts and the natural and social sciences. In fiscal year 2011-12, the College had an enrollment of approximately 954 students.

The Colleges Mission is to educate women to develop their intellect and talents through active participation in a community of scholars, so that as graduates they may contribute to society through public and private lives of leadership, service, integrity and creativity.

The College is a member of the Claremont Colleges, and much of student life revolves around the five colleges, or "5C's." Scripps College, Claremont McKenna College, Pomona College, Pitzer College and Harvey Mudd College all interact socially, share dining halls, libraries, and other facilities spread throughout the contiguous campuses. All five colleges are part of the Claremont University Consortium, which includes two graduate institutions.

The Project:

Proceeds from the bonds will be used to: (1) under a plan of financing and refinancing for the acquisition, construction, improvement and equipping of certain educational facilities, including related administrative facilities, site improvements, and parking, located in the City of Claremont, California including but not limited to (i) the purchase of approximately 11.47 acres of real property located in the City bounded by College Avenue and Foothill Boulevard, including reimbursement of any deposit, (ii) the purchase of a multifamily residence located at 709 College Avenue, Claremont, California, (iii) construction of an approximately 82 bed student residence hall, renovation of Denison library, construction of a dance building, construction of science classrooms all located on the Borrower's main campus at 1030 Columbia Avenue, Claremont, California, (iv) reimbursement of any costs of design or planning of educational facilities of the College, and (v) acquisition of the McAlister Building and the Art Building located on Columbia Avenue, Claremont, California (collectively, the "Project") to be owned and operated by the Borrower; (2) the refunding of all or a portion of the outstanding California Educational Facilities Revenue Bonds Series 1997, Series 2001 or Series 2007 issued to finance facilities on the Borrower's main campus; and (3) to pay costs of issuance and certain interest with respect to the Loan.

The remaining \$30,000,000 bond proceeds will be used to (i) to reimburse any costs of design or planning of a new residence hall, (ii) to fund the construction of a new residence hall, (iii) to renovate Lang and the area near the Grounds Department.

The City of Claremont

The City of Claremont is a member of the CMFA and held a TEFRA hearing on May 14, 2013 under a plan of finance. Upon closing, the City is expected to receive approximately \$10,000 as part of the CMFA's sharing of Issuance Fees.

Project Financing:

Sources of Funds:

Tax-Exempt Bond Proceeds:	\$ 30,000,000
Total Sources:	\$ 30,000,000

Uses of Funds:

New Residence Hall:	\$ 29,800,000
COI:	\$ 200,000
Total Uses:	\$ 30,000,000

Terms of Transaction:

Amount:	\$30,000,000
Maturity:	30 Years
Collateral:	Deed of Trust on Property
Bond Purchasers:	Private Placement
Estimated Closing:	December 2014

Public Benefit:

The mission of Scripps College is to educate women to develop their intellects and talents through active participation in a community of scholars, so that as graduates they may contribute to society through public and private lives of leadership, service, integrity, and creativity. The financing will improve the educational experience for the approximately 954 students.

Finance Team:

Lender:	First Republic Bank
Special Tax Counsel:	Squires Patton Boggs, LLP
Issuer Counsel:	Jones Hall, APLC
Borrower Counsel:	Squires Patton Boggs, LLP
Lender Counsel:	Hawkins, Delafield, & Wood, LLP

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve a final resolution of \$30,000,000 for Scripps College in the City of Claremont, County of Los Angeles, California.



CITY OF SAUSALITO SUMMARY AND RECOMMENDATIONS

Applicant: City of Sausalito

Action: Approve JPA Creation & Membership

Amount: \$6,750,000

Purpose: To Execute a Joint Exercise of Powers Agreement to create the Sausalito Financing Authority

Activity: Forming a JPA

Meeting: November 21, 2014

Background:

The CMFA has been requested by the City of Sausalito (the “City”) to join it in creating a new Joint Powers Authority to be called the Sausalito Financing Authority (“new JPA”). The new JPA would be a single purpose entity controlled by the City with the sole purpose of issuing bonds for the benefit of the City. The initial and immediate purpose of the JPA is to facilitate the issuance by the new JPA of the revenue bonds in order to finance sewer system improvements for the City.

The new JPA will be governed by a five-member Board which will consist of all members of the City Council. The officers of the new JPA will be staff members of the City. The CMFA and the City will be the only members and the new JPA will be limited to issuing bonds only for the City.

The Joint Exercise of Powers Agreement for the new JPA provides that the new JPA will not issue bonded indebtedness without the prior written approval of the CMFA, which will not be unreasonably withheld or delayed. The Resolution approving the new JPA Agreement also approves the first three bond issues of the new JPA.

The Project:

The revenue bonds will finance needed improvements to the City’s sewer system.

Liability Issues for CMFA:

By approving this transaction, CMFA will become a member of the new JPA, but will have no role in the proposed bond transaction. CMFA has no liability of any kind for the obligations of the new JPA. CMFA will have no ongoing responsibilities for the administration or operation of the new JPA or maintenance of the bonds. CMFA counsel fees, as well as a transaction fee, will be paid from proceeds of the bond financing. As mentioned above, the Joint Exercise of Powers Agreement for the new JPA provides that the new JPA will not issue bonds without the prior written approval of the CMFA, which will not be unreasonably withheld or delayed. The Resolution approving the new JPA Agreement also approves the first bond issues of the new JPA.

The firm of Quint & Thimmig LLP will serve as bond counsel for the transaction and is representing the City in the formation of the new JPA.

Terms of Transaction:

Amount:	\$6,750,000
Estimated Closing:	January 28, 2015

Public Benefit:

The improvements consist of necessary upgrades to the City's sewer system designed to ensure continued system reliability and meet current regulatory requirements and enforcement actions.

Finance Team:

City:	City of Sausalito
Financial Advisor:	NHA Advisors LLC
Underwriter:	TBD
Bond Counsel:	Quint & Thimmig LLP
CMFA Counsel:	Jones Hall, APLC

Recommendation:

The Executive Director recommends that the CMFA Board of Directors adopt a Resolution authorizing the execution of a Joint Exercise of Powers Agreement by and between the California Municipal Finance Authority and the City of Sausalito for the purpose of forming the new joint powers authority to be known as the Sausalito Financing Authority, and approving the initial bond issues of the Sanger Financing Authority.



REPRESENTATIVES OF SIERRA MANAGEMENT GROUP, LLC. SUMMARY AND RECOMMENDATIONS

Action: Representatives of Sierra Management Group, LLC.

Meeting: November 21, 2014

Background:

Section 8 of the Professional Services Agreement amongst Sierra Management Group, LLC ("SMG"), California Municipal Finance Authority ("CMFA") and California Foundation for Stronger Communities ("CFSC") require that Representative of Sierra identified to the CMFA and CFSC must be accepted as evidenced by an approving action of the Board of CMFA.

SMG has hired Travis Cooper to provide accounting, administrative and financial advisory support for the CMFA and CFSC.

Recommendation:

It is recommended that the CMFA Board of Directors approve Travis Cooper as a Representative of SMG.



INFORMATIONAL ITEMS FOR THE CMFA SUMMARY AND RECOMMENDATIONS

Item:	Administrative Issues; A., B., C., D., E., F., G., H.
Action:	Each meeting, the board has the opportunity to discuss, without taking any formal actions on items; A. Executive Director Report B. Marketing Update C. Membership Update D. Transaction Update E. Legislative Update F. Internal Policies and Procedures G. Legal Update H. PACE Update



PROCEDURAL ITEMS FOR THE CFSC SUMMARY AND RECOMMENDATIONS

Items: A1, A2, A3

Action: Pursuant to the by-laws and procedures of CFSC, each meeting starts with the call to order and roll call (A1) and proceeds to a review and approval of the minutes from the prior meeting (A2). After the minutes have been reviewed and approved, time is set aside to allow for comments from the public (A3).



MINUTES

Regular Meeting of the Board of the California Foundation for Stronger Communities (the “Foundation”)

Date: October 31, 2014

Time: 11:00 a.m.

City Hall, 200 S. Anaheim Blvd, 6th Floor, Anaheim, CA 92805
~~5105 Manzanita Avenue, Carmichael, CA 95608~~

In attendance at the Foundation’s meeting were Board Members Bob Adams, Paula Connors, Justin McCarthy and Faye Watanabe comprising a quorum. Justin McCarthy served as chair. The meeting was called to order.

Executive Director, Edward Becker attended. John Stoecker, Lee McCormick and Ben Barker for Sierra Management Group L.L.C. attended as financial advisors to the Foundation. Ron Lee of Jones Hall, APLC, attended as counsel to the Foundation.

The minutes of the regular meeting of the Board on October 10, 2014 were discussed and approved. Motion by Connors; Seconded by Adams; Motion carries by unanimous roll call vote without abstentions.

There was no public comment.

The Board, by unanimous roll call vote, approved a \$10,000 grant to the JB Brown Fund – Life Skills Training and Educational Programs, Inc. Motion by Adams; Seconded by Connors; Motion carries.

The Board, by unanimous roll call vote, approved a \$10,000 grant to the LifeSTEPS. Motion by Adams; Seconded by Connors; Motion carries.

The Board, by unanimous roll call vote, approved a \$20,000 grant to Stanford Youth Solutions. Motion by Connors; Seconded by Watanabe; Motion carries.

The Board, by unanimous roll call vote, approved a \$10,000 grant to Serve the People. Motion by Connors; Seconded by Watanabe; Motion carries.

The Board, by unanimous roll call vote, approved a \$10,000 grant to California Veterans Assistance Foundation. Motion by Watanabe; Seconded by Adams; Motion carries.

The Board, by unanimous roll call vote, approved a \$10,000 grant to California Veterans Support Foundation. Motion by Watanabe; Seconded by Adams; Motion carries.

The Board, by unanimous roll call vote, approved a \$10,000 grant to Celebration: Love Your Neighbor, Inc.

Motion by Watanabe; Seconded by Connors; Motion carries.

The Board, by unanimous roll call vote, approved a \$10,000 grant to Dana Point 5th Marine Regiment Support Group.

Motion by Watanabe; Seconded by Connors; Motion carries.

The Board, by unanimous roll call vote, approved a \$10,000 grant to Furnishing Hope, Inc.

Motion by Watanabe; Seconded by Adams; Motion carries.

The Board, by unanimous roll call vote, approved a \$10,000 grant to Martha's Village & Kitchen.

Motion by McCarthy; Seconded by Connors; Motion carries.

The Board, by unanimous roll call vote, approved a \$10,000 grant to the Oscar De La Hoya Foundation.

Motion by Watanabe; Seconded by Adams; Motion carries.

The Board, by unanimous roll call vote, without abstentions, adopted a resolution (resolution 14-004) approving the 2015 Regular Meeting Schedule.

Motion by Adams; Seconded by Connors; Motion carries.

The Board received the Executive Director's Report.

The meeting was adjourned.

Motion by Adams; Seconded by Watanabe; Motion carries by unanimous roll call vote without abstentions.

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 year. 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 individual 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. Targeted Populations: Youth, Seniors, Low/Moderate Income Individuals
5. Staff will distribute and process all charitable grants.
6. Charitable grants are not intended to supplant governmental funds.

Index of Charities

Name	List Date	Page #
29 Palms Community Food Pantry & Outreach Ministries, Inc.	6/26/2014	1
Brother Benno Foundation, Inc.	10/10/2014	2
CSULB Beach Fund	10/31/2014	3
Family Assistance Ministries	8/8/2014	4
Fiesta Educativa, Inc.	5/23/2014	5
Food on Foot	10/10/2014	6
iHOPE	5/2/2014	7
Kathy's House Inc.	5/23/2014	8
Laura's House	5/23/2014	9
National Veterans Transition Services, Inc.	6/13/2014	10
Operation Help a Hero	10/10/2014	11
Orange County Fine Arts, Inc.	6/13/2014	12
Placer Food Bank	8/8/2014	13
Project Angel Food	8/29/2014	14
Sacramento Housing Alliance	3/21/2014	15
Sacramento Loaves and Fishes	5/23/2014	16
Saint John's Shelter for Women and Children	8/8/2014	17
Sierra Child & Family Services	7/18/2014	18
Swords into Plowshares	6/13/2014	19
The Center for Social and Academic Advancement (CASA)	6/13/2014	20
The Children's Village of Sonoma County	10/10/2014	21
The Leukemia & Lymphoma Society	3/21/2014	22
Turrill Transitional Assistance Program, Inc.	6/13/2014	23
Veterans First	10/10/2014	24
VNW Circle of Care	6/26/2014	25
YMCA Montebello - Christmas at the Cannon	11/21/2014	26

29 Palms Community Food Pantry & Outreach Ministries, Inc.

PO Box 99, 6450 Star Dune Avenue

Twentynine Palms , CA 9277 County San Bernardino

FEIN

41-2137255

Founded: 2005

Previous Donation: ☐ Yes ☒ No

List Date 6/26/2014

Mission:

New Life Chapel fulfills a "short-term" need in the community by providing quality nonperishable food items to the hungry. Our volunteer staff of over 40 people assists our neighbors who range in age from their early 20s, to senior citizens. Families served come from the following communities in the Victor Valley; Adelanto, Apple Valley, Hesperia, Victorville, Oak Hills, Phelan and several who related that they were homeless. For Thanksgiving and Christmas, 200 boxes were provided to our neighbors so that they could prepare their Christmas meal. We also deliver food boxes to our neighbors who are "shut-ins" (51 families) and not able to come to the food pantry. Because of monetary and volunteer constraints, the food pantry is open on the last Saturday of the month from 9:00 a.m. - 11:00 a.m. serving an average of 100 (including 55 shut-ins) families. During the week, neighbors come to the church office to sign-up for assistance and may also receive groceries at that time.

Impact:

A donation would assist in assisting the needy of Twentynine Palms

Financial Information: IRS Form 990EZ for FY 2012

Revenues:	Amount	%	Notes
Government/Earned Contributions	33,656	100.0%	
Other			
Total Revenue:	<u>\$33,656</u>	<u>100.0%</u>	
Expenses:			
Program	\$23,395	100.0%	
Administration			
Fund Raising			
Total Expenses:	<u>\$23,395</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$10,261</u>		
Net Assets:	<u>\$20,268</u>		

BOD: Karen Brodie; Lon Cosgriff; Grace Lebda; Joseph Matoush; Dennis Hougard; Denise Perez; Krista McVery; Jamie Smith

Brother Benno Foundation, Inc.

3260 Production Avenue

Oceanside , CA 92058 County San Diego

www.brotherbenno.org

FEIN

33-0051575

Founded: 1983

Previous Donation: ☒ Yes ☐ No \$10,000 8/10/2012 List Date 10/10/2014

Mission:

Brother Benno's is committed to functioning with the very minimum amount of paid staff to accomplish our mission and to enlist the greatest number of volunteers to help with the same goal. Many of our administrative costs are covered by proceeds from our Thrift Store and furniture sales. We operate ten facilities. In addition to our main Center at 3260 Production Avenue in Oceanside, we have eight residences that provide housing for men and women in recovery from drug and alcohol abuse, for homeless women and women with children, and for our Servants of the Poor. We also operate a Thrift Shop at 3955 Mission Avenue in Oceanside. The majority of those we serve are working poor families, the disabled, and low-income senior citizens; a small percentage are the homeless.

We are a non-denominational organization that reaches out to those in need. We are all about love, and about building bridges instead of walls.

Impact:

A donation would be used as part of the purchase price for a Refrigerator Truck to transport food to the needy. The total cost of the truck is \$65,000 and they received a grant from SD County

Financial Information: IRS Form 990 for FY 2012

Revenues:	Amount	%	Notes
Government/Earned	\$389,392	16.5%	SD County granted \$10,000 for the truck. A donation would be designated "Refrigerator Truck Fund."
Contributions	1,920,822	81.6%	
Other	<u>42,699</u>	<u>1.8%</u>	
Total Revenue:	<u>\$2,352,913</u>	<u>100.0%</u>	
Expenses:			
Program	\$1,935,971	95.5%	Much of the earned revenue was from the thrift store.
Administration	27,862	1.4%	
Fund Raising	<u>63,763</u>	<u>3.1%</u>	
Total Expenses:	<u>\$2,027,596</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$325,317</u>		
Net Assets:	<u>\$3,081,498</u>		

BOD: Harold Kutler; Kay Kutler; Daniel Boone; John Blasier; Mary Robinson; Helen Parsons; William Sauer; Jim O'Connell; Abbot Charles Wright; Richard Shlemmer

CSULB Beach Fund
1250 Bellflower Boulevard, BH 387
Long Beach , CA 90840 County
www.csulb.edu

FEIN 93-1150363. Founded:

Previous Donation: ☐ Yes ☒ No

List Date 10/31/2014

Mission:

The Beach Fund secures consistent financial support for California State University, Long Beach from alumni, parents and friends. Though CSULB is a publicly supported institution, generous contributions to the Beach Fund allow us to address the ongoing, immediate needs of the university. Gifts to the Beach Fund enhance state support and lower student fees to provide all students with access to a quality education. Thanks to the many involved alumni, parents and students, the Beach fund ensures that every gift counts!

Giving to CSULB is about building the Beach Experience. The university remains focused as a student-centered learning environment, committed to providing high-value, low-cost education to all. By making a gift to the Beach Fund, you give the students of today and tomorrow the means to achieve their goals!

Impact:

A donation would assist their program as shown above.

Financial Information: From Financial Audit FY 2013 See Handout

Revenues:	Amount	%	Notes
Government/Earned			Any donation would be restricted to the Beach Fund.
Contributions			
Other			
Total Revenue:			
Expenses:			
Program			
Administration			
Fund Raising			
Total Expenses:			
Excess/(Deficit) of			
Revenues Over Expenses:			
Net Assets:	\$580,128,000		
BOD:	See website		

Family Assistance Ministries

1030 Calle Negocio

San Clemente , CA 92676

County

Orange

www.family-assistance.org

FEIN

33-0864870

Founded: 1999

Previous Donation: ☐ Yes ☒ No

List Date 8/8/2014

Mission:

The Gilchrist House is owned and operated by Family Assistance Ministries and offers transitional shelter for single women and women with children under 12 years of age. Residents may stay at the shelter for up to a year as they progress through the program. Residents must be clean and sober and must be employable. The Gilchrist House is a four-unit complex with 26-bed capacity. Residents are required to be clean and sober for 120 days prior to admission. Our program begins with a 30 day trial and can be extended up to 12 months. The program offers case management, life skills classes, budget counseling and referrals to job counseling and training, as well as debt counseling. The program is geared toward helping women without housing due to emergency situations such as loss of a job, spouse/partner, illness, death in family, past substance abuse, etc. become stabilized, return to work, and eventually enter permanent housing. Fees depend on ability to pay and length of stay.

Impact:

A donation would be used to assist the program

Financial Information: IRS Form 990 for FY 2013

Revenues:	Amount	%	Notes
Government/Earned			
Contributions	3,276,755	100.0%	
Other	4	0.0%	
Total Revenue:	<u>\$3,276,759</u>	<u>100.0%</u>	
Expenses:			
Program	\$3,078,105	93.9%	
Administration	186,698	5.7%	
Fund Raising	<u>14,113</u>	<u>0.4%</u>	
Total Expenses:	<u>\$3,278,916</u>	<u>100.0%</u>	
Excess/(Deficit) of			
Revenues Over Expenses:	<u>(\$2,157)</u>		
Net Assets:	<u>\$484,583</u>		

BOD: Andrew Donchak; Julie Puentes; Fred Meyer; William Maxwell; Al Beuerlein; Ken Caresio; Betsy Flint; Richard Guerrero; Bob Harnar; Rev. Jim King; Larry Leisenring; Vito Mastro; Nick Mastroni; Cyrus Mavalvala; Jan McKay; Avarelle Silver-Westrick

Fiesta Educativa, Inc.
161 S. Avenue 24 Suite 201
Los Angeles , CA 90031 County Los Angeles
<http://fiestaeducativa.org/>

FEIN 95-4055182 Founded: 1978

Previous Donation: ☐ Yes ☒ No

List Date 5/23/2014

Mission:

Fiesta Educativa was founded in California in 1978 to inform and assist Latino families in obtaining services and in caring for their children with special needs. Fiesta Educativa was formed by family members and professionals who recognized the need to provide assistance and advocacy to these Spanish-speaking families. Fiesta Educativa, a partnership of families, professionals, consumers, friends, and agencies embraces as its mission the goal of universal support towards the enhancement of the lives of persons with disabilities.

Impact:

A donation would assist them in working with families

Financial Information: IRS Form 990 for FY 2012

Revenues:	Amount	%	Notes
Government/Earned	\$501,306	74.4%	They have chapters in LA, Orange, San Diego, San Bernardino, Riverside and Sacramento Counties
Contributions	171,448	25.5%	
Other	<u>599</u>	<u>0.1%</u>	
Total Revenue:	<u>\$673,353</u>	<u>100.0%</u>	
Expenses:			
Program	\$615,321	90.4%	
Administration	63,670	9.4%	
Fund Raising	<u>1,498</u>	<u>0.2%</u>	
Total Expenses:	<u>\$680,489</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$7,136)</u>		
Net Assets:	<u>\$108,955</u>		
BOD: Gonzalo C. Centeno; Irma Tena; Rebecca Sapien-Melchor; Angie Rivera; Silvia Rodriguez; Lisa Delgado; Jose Melchor; Irene Martinez			

Food on Foot
9663 Santa Monica Blvd #743
Beverly Hills , CA 90210 County Los Angeles
www.foodonfoot.org

FEIN 31-1581053 Founded: 1996

Previous Donation: ☐ Yes ☒ No

List Date 10/10/2014

Mission:

Since March of 1996, Food on Foot has operated as a volunteer-based, non-profit organization providing hot, nutritious chicken dinners, snacks (fresh fruit, carrots, granola bars and bread), and drinks (bottled water and milk) to as many as 250 homeless and poor individuals and families each week. During our weekly meal service each Sunday in Hollywood, we also distribute gently used clothing and other essentials. Our target population includes individuals of all ages, from toddlers to seniors, as well as the disabled and blind. Work for Food is a 7-day-a-week community trash clean-up program designed to initiate the transition from life on the streets to involvement in the workforce by picking up trash in return for \$10 in food gift cards from local fast food restaurants and grocery stores.

Impact:

A donation would assist in the ongoing program

Financial Information: IRS Form 990 for FY 2012

Revenues:	Amount	%	Notes
Government/Earned Contributions	893,788	100.0%	
Other			
Total Revenue:	<u>\$893,788</u>	<u>100.0%</u>	
Expenses:			
Program	\$610,757	81.5%	
Administration	79,874	10.7%	
Fund Raising	<u>58,358</u>	<u>7.8%</u>	
Total Expenses:	<u>\$748,989</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$144,799</u>		
Net Assets:	<u>\$165,386</u>		

BOD: Tess Ayers; Jay Goldinger; Les Granow; Paul Marino; Christian Navarro; Melissa Neuhoﬀ; Elaine Richards

iHOPE

106 W. Canada

San Clemente , CA 92672

County

Orange

www.ihopeoc.org

FEIN

27-0197900

Founded: 2010

Previous Donation: ☐ Yes ☒ No

List Date 5/2/2014

Mission:

The organization's purpose is to improve the quality of life and health of low income families by providing basic services to the homeless and working poor in Orange County, CA. This will be done by helping them access basic wraparound services such as housing, medical, mental health, food, clothing, case management, counseling, tutoring at public agencies or through private resources, and by providing community leadership and involvement opportunities to obtain services for the families and to generate awareness of homelessness and poverty in Orange County.

Impact:

A donation would assist the organization in furthering their mission

Financial Information: IRS Form 990 for FY 2012

Revenues:	Amount	%	Notes
Government/Earned	\$19,930	6.5%	
Contributions	272,870	89.5%	
Other	<u>12,098</u>	<u>4.0%</u>	
Total Revenue:	<u>\$304,898</u>	<u>100.0%</u>	
Expenses:			
Program	\$112,495	47.8%	
Administration	122,882	52.2%	
Fund Raising			
Total Expenses:	<u>\$235,377</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$69,521</u>		
Net Assets:	<u>\$137,278</u>		

BOD: Ronald Dean Blake, Edmond M. Connor; Cathy Domenichini, Lana Fiore; Steve Hagy; Kathleen Kaiser; Paulette Kolbensschlag; Alan Moznnett; Rev Steve Sallot; Barbara Scheinman; Bob Sodergren; Max Wasinger; Jay Baird; Paul Bruce; Nancy McIntyre; Mike Harnetiaux

Kathy's House Inc.

P.O. Box 1466

San Juan Capistrano , CA 92693

County

Orange

www.kathyshousesjc.org

FEIN

33-0809761

Founded:

Previous Donation: ☐ Yes ☒ No

List Date 5/23/2014

Mission:

Kathy's House is a non-profit charitable organization which was founded on Christian principles. It's purpose is to provide shelter and other support to women and children in need.

Kathy's House has been in existence for over 16 years and has helped over 500 families get a fresh start in life and heal from the hurts of violence and alcohol or drug abuse. It is not a detox for recovering addictions. It is a long term program designed to help a woman with or without her children, get a fresh start in life and learn skills to help her accomplish healthy goals and behaviors for a successful and fulfilling life.

Impact:

A donation would assist their program

Financial Information:

IRS Form 990EZ for FY 2012

Revenues:	Amount	%	Notes
Government/Earned	\$35,948	31.2%	990EZ does not break out Admin due to the size of the program
Contributions	78,521	68.1%	
Other	<u>769</u>	<u>0.7%</u>	
Total Revenue:	<u>\$115,238</u>	<u>100.0%</u>	
Expenses:			
Program	\$96,125	100.0%	
Administration			
Fund Raising			
Total Expenses:	<u>\$96,125</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$19,113</u>		
Net Assets:	<u>\$215,064</u>		

BOD: Diana Spitz; Terry Barringer; Lisa Phillips; Barbara Niksch

Laura's House
 999 Corporate Drive #225
 Ladera Ranch , CA 92694 County Orange
 www.laurashouse.org

FEIN 33-0621826 Founded: 1995

Previous Donation: ☒ Yes ☐ No \$20,000 10/13/2009 List Date 5/23/2014

Mission:

When you support Laura's House you not only provide victims of domestic violence and their children with emergency shelter, you provide these families with the tools to build a new life. A life that is healthy, successful and free of violence. Laura's House is essential to improving the quality of life in Orange County, providing the services necessary to rebuild lives destroyed by violence. Laura's House provides direct services to more than 2,500 victims and their families each year through a 24-hour crisis hot line, emergency shelter, food and clothing, counseling, case management and legal services. Today, more than ever nonprofit organizations are facing severe financial challenges. As the economy has slowed and funding for services has been cut back, Laura's House depends on community support to help us meet the current needs of our clients, maintain our current level of quality services and grow our organization to meet our future needs.

Impact:

A donation would assist in the opening of a new home currently in the construction phase.

Financial Information: IRS Form 990 for FY 2012

Revenues:	Amount	%	Notes
Government/Earned	\$676,812	26.1%	The organization has a thrift store which accounts for the majority of the other revenues.
Contributions	1,491,988	57.4%	
Other	<u>429,028</u>	<u>16.5%</u>	
Total Revenue:	<u>\$2,597,828</u>	<u>100.0%</u>	
Expenses:			
Program	\$2,076,017	78.2%	
Administration	306,302	11.5%	
Fund Raising	<u>271,994</u>	<u>10.2%</u>	
Total Expenses:	<u>\$2,654,313</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$56,485)</u>		
Net Assets:	<u>\$5,465,073</u>		

BOD: Wayne Pinnell; Laura Khouri; Kurt Ross; Brent Chase; Eric Chamberlain; Laverne Friedmann; Sandy Jacobson; Jay Jaffin; Mike James; Linda Kearns; Dr. Jill Murray; Kerri Strunk; Rick Lutzky; Garrett Sleichter; Helen H. Timpe; Barry Villines; Dan Weeks; Matt West

National Veterans Transition Services, Inc.

4141 Camino Del Rio South

San Diego , CA 92108 County San Diego

www.nvtsti.org

FEIN

80-0597403

Founded: 2010

Previous Donation: ☒ Yes ☐ No \$20,000 3/15/2013 List Date 6/13/2014

Mission:

NVTSI is a San Diego-based 501 (c)(3) organization dedicated to assisting veterans in adjusting to civilian life and securing meaningful employment by combining best-practice performance social solutions and techniques. The organization was established by a group of retired high ranking Naval and Marine Corps officers and workforce development professionals who seek to fill a tremendous gap in the continuum of veteran services.

Our mission is to assist veterans in making a successful transition from military service to civilian life, with all veterans achieving, within their potential, their goals in the transition domains of employment and career, education, living situation, personal effectiveness/wellbeing, and community-life functioning.

Impact:

A donation would assist in continuing their program

Financial Information: IRS Form 990 for FY 2012

Revenues:	Amount	%	Notes
Government/Earned			
Contributions	1,116,406	100.0%	
Other	166	0.0%	
Total Revenue:	<u>\$1,116,572</u>	<u>100.0%</u>	
Expenses:			
Program	\$551,472	79.1%	
Administration	126,309	18.1%	
Fund Raising	19,250	2.8%	
Total Expenses:	<u>\$697,031</u>	<u>100.0%</u>	
Excess/(Deficit) of			
Revenues Over Expenses:	<u>\$419,541</u>		
Net Assets:	<u>\$487,712</u>		

BOD: Ronne Froman; Maurice Wilson; Mike Malone; Jeremy Glaser; Jim Wong; Maddy Kilkenny; Ben Moraga; Debra Molyneux; Morris Casuto

Operation Help a Hero

PO Box 80996

Rancho Santa Margarita , CA 92688

County

Orange

www.operationhelpahero.org

FEIN

27-1438256

Founded: 2001

Previous Donation: ☒ Yes ☐ No \$10,000 4/5/2013 List Date 10/10/2014

Mission:

Operation Christmas Spirit supports Camp Pendleton families, specifically with their holiday needs. Our efforts benefit:

~Deployed battalions (truckloads of toys and goodies)

~Struggling families (gift baskets filled with toys, gifts, gift cards and between \$300-\$500 per basket)

~Wounded Warriors (i-pods and i-tunes gift cards for the Wounded Warrior House and Balboa Naval Hospital)

~Camp Pendleton Unit Christmas Parties (goody bags and raffle prizes collected for unit Christmas Parties)

Impact:

A donation would assist them in their Christmas effort

Financial Information: IRS Form 990 for FY 2012

Revenues:	Amount	%	Notes
Government/Earned Contributions	741,012	100.0%	The mission listed is only for the Christmas season. They perform many other charitable deeds.
Other			
Total Revenue:	<u>\$741,012</u>	<u>100.0%</u>	
Expenses:			
Program	\$736,897	98.5%	
Administration	11,153	1.5%	
Fund Raising			
Total Expenses:	<u>\$748,050</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$7,038)</u>		
Net Assets:	<u>\$4,547</u>		

BOD: Cindy Farnum; Michele Chenault; Laura Hopper; Susan Zamore; Phil Chenault; Judy Wagner; Steve Wagner; Tom Tews; Shelly Nishimi; Connie Thompson; Christy Wrightson; Jacky Zillman; Stephanie Burris

Orange County Fine Arts, Inc.

3851 S. Bear Street, Suite B-15

Santa Ana , CA 92704

County

Orange

www.ocfinearts.org

FEIN

95-2512861

Founded: 1968

Previous Donation: ☐ Yes ☒ No

List Date 6/13/2014

Mission:

Art venues have an air of exclusivity, and often art workshops, artist demonstrations, and art classes come at high costs. Those issues coupled with reduced funding for art in our public schools lead to decreased exposure to the fine arts amongst the community at large. Orange County Fine Arts, Inc. (OCFA) is a small non-profit organization whose mission is to cultivate public interest in art and provide support of fine arts through arts education and scholarships for aspiring artists. OCFA boasts four galleries in two cities where artists of all ages hang and sell their artwork, and we open our workshop doors to art instructors of the community to teach art classes. Annually, OCFA participates in several events directed at or featuring children and young adults, including but not limited to the Imaginology Fair, the Imagination Celebration, the Arts Alive Festival in Mission Viejo, and the Irvine Global Village Festival. We pay particular attention to opening up the art world to the younger generations.

Impact:

A donation would assist in the organizations continuing operation.

Financial Information: IRS Form 990 for FY 2013

Revenues:	Amount	%	Notes
Government/Earned	\$116,666	78.4%	\$116,666 of income is from rental space fees
Contributions	25,258	17.0%	
Other	<u>6,866</u>	<u>4.6%</u>	
Total Revenue:	<u>\$148,790</u>	<u>100.0%</u>	
Expenses:			
Program	\$139,358	100.0%	
Administration			
Fund Raising			
Total Expenses:	<u>\$139,358</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$9,432</u>		
Net Assets:	<u>\$127,252</u>		

BOD: Ann Jones; Jeffrey Howe; Jila Hakimi; Marillyn Brame; Matt Olsen; Maureen MacDonald; Max Yamada; Mina Zivkovic; Nick Treadway; Russell McCall; Thomas Tom; Touraj Hakimi; Victoria Rivett; Laura Robinson; Vivian Kiani

Placer Food Bank
8184 Industrial Avenue
Roseville , CA 95678 County Placer
placerfoodbank.org

FEIN 94-1740316 Founded: 2008

Previous Donation: ☐ Yes ☒ No

List Date 8/8/2014

Mission:

Nearly 28,000 children in Placer, El Dorado and Nevada counties live in food insecure households, meaning they do not know with certainty where their next meal will come from.

Most of these children rely on the meals provided by national school meal programs as their primary source of food. When Monday arrives many of these children complain of stomach aches, dizziness, difficulty concentrating, or are simply absent from school. The Backpack Program was created to provide these children with nutritious, easy-to-prepare food for weekends and holidays when school is not in session. We assemble and distribute 615 packages of child-friendly snacks and meals each week to several high-need schools in the Roseville City and Auburn School Districts. The packages are distributed to the students on Friday afternoons, who then tuck them into their backpacks before they head home for the weekend.

Impact:

A donation would be given to the backpack program which is outlined above.

Financial Information: IRS Form 990 for FY 2013

Revenues:	Amount	%	Notes
Government/Earned	\$421,208	4.8%	
Contributions	8,418,932	95.2%	
Other	<u>5,390</u>	<u>0.1%</u>	
Total Revenue:	<u>\$8,845,530</u>	<u>100.0%</u>	
Expenses:			
Program	\$8,104,625	92.8%	
Administration	361,878	4.1%	
Fund Raising	<u>266,315</u>	<u>3.0%</u>	
Total Expenses:	<u>\$8,732,818</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$112,712</u>		
Net Assets:	<u>\$882,023</u>		

BOD: Dave Coburn; Brandon McKelvey; Jessie Chambers; Anne Chacon; Kyle Kjos; Lori Landberg; Jim Gabriel; Barry Brundage; Neeta Verma; Richard Quintana; Rich Peterson; Keith Ungerer

Project Angel Food

922 Vine Street

Los Angeles , CA 90038

County Los Angeles

www.angelfood.org

FEIN

95-4115863

Founded: 1989

Previous Donation: ☐ Yes ☒ No

List Date 8/29/2014

Mission:

Project Angel Food's mission is to nourish people debilitated by critical illnesses. We believe they should not also suffer the ravages of hunger and malnutrition, which can lead to catastrophic deterioration in their already fragile health.

We operate with the knowledge that food is medicine so we medically tailor our recipes and design our freshly-cooked meals to offer optimum benefits: overall improved health, efficacy of vital medications, prevention of secondary illnesses, optimum body weight and more.

Our client services and nutrition services teams assist clients in accessing other health resources and help them better understand the positive impact of healthy eating in their fight against disease and their overall life. We also provide a friendly ear during one of the most challenging experiences possible.

Impact:

A donation would assist in the furtherance of their mission

Financial Information: IRS Form 990 for FY 2013

Revenues:	Amount	%	Notes
Government/Earned	\$395,342	9.1%	
Contributions	3,900,116	90.1%	
Other	<u>32,391</u>	<u>0.7%</u>	
Total Revenue:	<u>\$4,327,849</u>	<u>100.0%</u>	
Expenses:			
Program	\$3,622,388	84.9%	
Administration	200,091	4.7%	
Fund Raising	<u>444,060</u>	<u>10.4%</u>	
Total Expenses:	<u>\$4,266,539</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$61,310</u>		
Net Assets:	<u>\$3,572,892</u>		

BOD: Robert Bauer; Liza Bernstein; Andre Dawson; Peter Helenek; Joe Mannis; Mark Margolis; Shannon Millard; Ardis Moe; Faye Moseley; Pauley Perrette; Bobby Ralston; Diana Rodriguez; Jonna Smith

Sacramento Housing Alliance

1800 21st Street, Suite 100

Sacramento , CA 95811 County Sacramento

www.sachousingalliance.org

FEIN

68-0252305

Founded: 1989

Previous Donation: ☐ Yes ☒ No

List Date 3/21/2014

Mission:

Our mission is to work for safe, decent, accessible, affordable housing and healthy communities for homeless and low-income people through advocacy, education, leadership development and civic engagement.

Affordable Housing: promote local, regional and state housing policies that increase the financing, production and preservation of safe, decent, accessible and affordable housing in healthy neighborhoods. This includes protecting and expanding programs and policies, while promoting new options, that increase affordable housing opportunities and improved neighborhoods. Key issues include inclusionary housing, transit-oriented development, preservation of affordable housing stock, and development of permanent supportive housing.

Impact:

A donation would assist in the continuance of their mission.

Financial Information: IRS Form 990 for FY 2012

Revenues:	Amount	%	Notes
Government/Earned	\$15,675	3.3%	
Contributions	457,825	96.3%	
Other	<u>1,705</u>	<u>0.4%</u>	
Total Revenue:	<u>\$475,205</u>	<u>100.0%</u>	
Expenses:			
Program	\$451,214	89.6%	
Administration	37,879	7.5%	
Fund Raising	<u>14,370</u>	<u>2.9%</u>	
Total Expenses:	<u>\$503,463</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$28,258)</u>		
Net Assets:	<u>\$354,421</u>		

BOD: Paul Ainger; Cathy Creswell; Stephan Daues; Paula Lomazzi; Joan Burke; Ken Cross; John Foley; Chris Jensen; Meea Kang; Stan Keasling; Rachel Iskow; Lisa Salaices; Tyrone Buckley; Karen Naungayan

Sacramento Loaves and Fishes

1351 North C. Street

Sacramento , CA 95811 County Sacramento

www.sacloaves.org

FEIN

68-0189897

Founded: 1983

Previous Donation: ☐ Yes ☒ No

List Date 5/23/2014

Mission:

Without passing judgment, and in a spirit of love and hospitality, Loaves & Fishes feeds the hungry and shelters the homeless. We provide an oasis of welcome, safety, and cleanliness for homeless men, women and children seeking survival services.

Founded in 1983, we are governed by a board of directors selected from Loaves & Fishes and from the community-at-large – people who have demonstrated compassion and concern about the needs of the homeless and the indigent poor.

We recognize the dignity and spiritual destiny of each person, and hope by our attitude of hospitality and love, to nourish not only the physical needs of those who come to Loaves & Fishes, but also their spiritual need for love, acceptance, respect, and friendship.

We serve each person with the belief that "as often as you did it for one of my least brothers and sisters, you did it for me." (Matthew 25:40)

Impact:

A donation would assist in providing food and shelter for the needy.

Financial Information: IRS Form 990 for FY 2012

Revenues:	Amount	%	Notes
Government/Earned	\$100,298	2.3%	Earned income is from Rent
Contributions	4,241,432	97.5%	
Other	<u>9,357</u>	<u>0.2%</u>	
Total Revenue:	<u>\$4,351,087</u>	<u>100.0%</u>	
Expenses:			
Program	\$3,883,236	89.2%	
Administration	231,776	5.3%	
Fund Raising	<u>239,820</u>	<u>5.5%</u>	
Total Expenses:	<u>\$4,354,832</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$3,745)</u>		
Net Assets:	<u>\$6,706,488</u>		

BOD: Norm Fadness; Chris Delany; Dorothy R. Smith; Don Fado; Gerrie Backerville; Karen Banker; Robert Pinkerton; Sue Supple; Ron Blubaugh; Glennah Trochet; Brother Mark Schroeder

Saint John's Shelter for Women and Children

2443 Fair Oaks Blvd #369

Sacramento , CA 95825 County Sacramento

saintjohnsprogram.org

FEIN

68-0132934

Founded: 1988

Previous Donation: ☐ Yes ☒ No

List Date 8/8/2014

Mission:

We provide more than shelter and food. We provide the ability to rise above devastating, negative elements and achieve job-readiness and self-sustainability. Entry into the program is limited, and each step is extremely rigorous. But those who see it through end up with rewarding, happy, and productive lives – for themselves, and for their children. An extraordinary change takes place over three distinct chapters.

Threshold: Can you take an honest look at your life and your choices and decide that something needs to change once and for all? Awakening: The real test of mettle begins here. Mothers dig down to the root causes of their homelessness and start making enormous life changes through comprehensive mental health services, GED attainment, and career education. Triumph: This is graduation. Those who make it here are ready for the real world. A real job. Real housing. And a real way to support a family.

Impact:

A donation would be used to assist the program

Financial Information: IRS Form 990 for FY 2012

Revenues:	Amount	%	Notes
Government/Earned	\$1,985,044	52.6%	
Contributions	1,785,436	47.4%	
Other			
Total Revenue:	<u>\$3,770,480</u>	<u>100.0%</u>	
Expenses:			
Program	\$2,672,048	80.1%	
Administration	401,519	12.0%	
Fund Raising	<u>263,083</u>	<u>7.9%</u>	
Total Expenses:	<u>\$3,336,650</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$433,830</u>		
Net Assets:	<u>\$1,270,996</u>		

BOD: John Crisan; Chet Hewitt; Connie Sanders Emerson; David Cloniger; Ted Bennett; Pete Halimi; Andrea Anderson; Rick Cwynar; Glenda Corcoran; Wendy Launchland; Kathy McKim

Sierra Child & Family Services

4250 Fowler Lane

Diamond Springs , CA 95619 County El Dorado

www.sierrachildandfamilyservices.org

FEIN

68-0166134

Founded: 1993

Previous Donation: ☒ Yes ☐ No \$10,000 11/18/2011 List Date 7/18/2014

Mission:

Sierra Child and Family Services provides residential, educational and community based programs for emotionally disturbed girls and boys in Northern California. The program includes a full continuum of care to ensure all children are served in the least restrictive environment possible.

The children at SCFS face a wide range of challenges, including histories of mental health disorders, learning disabilities, and in some cases, physical or sexual abuse and neglect. Our staff work with children and families as a team to bring an increased level of health and functioning to the entire unit, and to provide a better chance for a successful future. The components of our programs include: Residentially Based Services; A Non-Public School; Outpatient / Wraparound Services; Foster Family Agency; and Adoptions

Impact:

A donation would be used to further their programs.

Financial Information: IRS Form 990 for FY 2012

Revenues:	Amount	%	Notes
Government/Earned	\$3,446,235	99.7%	
Contributions	10,100	0.3%	
Other			
Total Revenue:	<u>\$3,456,335</u>	<u>100.0%</u>	
Expenses:			
Program	\$3,129,794	86.6%	
Administration	483,593	13.4%	
Fund Raising			
Total Expenses:	<u>\$3,613,387</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$157,052)</u>		
Net Assets:	<u>\$513,718</u>		

BOD: Leah Bielejeski; Michelle Vien; Brandon Dinon; Monica Carillo; Christa Courtney; Jennifer Baland; Laurie Heyman; Bill Hughes; Kathe Hughes

Swords into Plowshares
1060 Howard Street
San Francisco , CA 94103 County San Francisco
www.swords-to-plowshares.org

FEIN 94-2260626 Founded: 1976

Previous Donation: ☒ Yes ☐ No \$30,000 11/18/2011 List Date 6/13/2014

Mission:

At Swords to Plowshares, veterans work one-on-one with job counselors to address their individual needs, overcome obstacles to employment, and determine a long-term career plan. We developed "Career Pathways," a nationally acclaimed vocational training model, to create meaningful job opportunities for all veterans. The Career Pathways program trains military veterans for jobs in high-growth, high-wage industries, such as clean energy, green marketing, transportation and healthcare.

Impact:

A donation would assist in the operation of their program

Financial Information: IRS Form 990 for FY 2013

Revenues:	Amount	%	Notes
Government/Earned	\$6,851,502	58.8%	
Contributions	3,737,532	32.1%	
Other	<u>1,065,941</u>	<u>9.1%</u>	
Total Revenue:	<u>\$11,654,975</u>	<u>100.0%</u>	
Expenses:			
Program	\$8,732,195	85.7%	
Administration	1,091,978	10.7%	
Fund Raising	<u>359,234</u>	<u>3.5%</u>	
Total Expenses:	<u>\$10,183,407</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$1,471,568</u>		
Net Assets:	<u>\$6,054,231</u>		

BOD: Peter McCorkell; Stacey Sprenkel; Steven Plath; Ben Suncin; Evette Davis; Ian Sharpe; Javier Tenorio; Joannette Sorkin; Judy Kridle; Larry Rosenberger; Maceo May; Paul Cox; Rick Houlberg; Robert Trevorow; Steve Snyder; Townsend Walker

The Center for Social and Academic Advancement (CASA)

4704 Ramsay Avenue

San Diego , CA 92122 County San Diego

www.casasd.org

FEIN 33-0878736

Founded: 1999

Previous Donation: ☐ Yes ☒ No

List Date 6/13/2014

Mission:

The Center for Academic and Social Advancement (CASA) is a non-profit organization dedicated to inciting multi-level change in learners and their communities by connecting San Diego college students with underserved youth across San Diego county. We are committed to: Providing university students the real world experience working in local communities and learning by doing "theory in practice;" Preparing P-6th graders to imagine their fullest potential in future learning opportunities and beyond; Inspiring social citizenship (giving back to your community) in learners of all ages; Developing critical, innovative, and creative thinkers that will benefit San Diego county's future. Through collaborations with over twenty community groups and higher education entities such as the University of California, San Diego, CASA facilitates seven programs in five sites throughout San Diego County in order to serve hundreds of San Diego college students, children, and their families each year.

Impact:

A donation would be used for current needs.

Financial Information: IRS Form 990EZ for Fiscal Year 2012

Revenues:	Amount	%	Notes
Government/Earned Contributions	30,705	100.0%	Smaller programs usually do not have a separate breakout of "Admin" costs.
Other			
Total Revenue:	<u>\$30,705</u>	<u>100.0%</u>	
Expenses:			
Program	\$31,904	100.0%	
Administration			
Fund Raising			
Total Expenses:	<u>\$31,904</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>(\$1,199)</u>		
Net Assets:	<u>\$13,244</u>		

BOD: Jim Bliesner; Olivia Puentes Reynolds; Alma Vasquez; Berenice Badillo; M. Lourdes Duran; Kirby White

The Children's Village of Sonoma County

1321 Lia Lane

Santa Rosa , CA 95404 County Sonoma

www.thechildrensvillage.com

FEIN

68-0412763

Founded: 1999

Previous Donation: ☐ Yes ☒ No \$15,000 10/11/2013 List Date 10/10/2014

Mission:

The mission of The Children's Village of Sonoma County is to provide nurturing, stable family homes in a multi-generational, enriched environment for children and their siblings in foster care.

Our Goals:

Establish a family-like setting for children in foster care
Provide enrichment activities focusing on each child's interests and talents
Provide opportunity for sibling groups to grow up together
Maximize stability and minimize multiple placements
Prepare for successful transition to adulthood

Impact:

A donation would enhance their mission

Financial Information: IRS Form 990 for FY 2012

Revenues:	Amount	%	Notes
Government/Earned	\$1,716,949	78.0%	
Contributions	410,354	18.6%	
Other	<u>74,249</u>	<u>3.4%</u>	
Total Revenue:	<u>\$2,201,552</u>	<u>100.0%</u>	
Expenses:			
Program	\$1,717,478	80.3%	
Administration	340,315	15.9%	
Fund Raising	<u>81,247</u>	<u>3.8%</u>	
Total Expenses:	<u>\$2,139,040</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$62,512</u>		
Net Assets:	<u>\$3,549,544</u>		

BOD: Denise Perkins; Linda McBride; Chris Martindill; Tracy Knoll; George Elias; Tricia Dickinson; Mark Miller; Gene Del Secco; Eric McHenry; Kathy DeVillers; Melinda Moir; Gwendolyn Toney

The Leukemia & Lymphoma Society

60330W. Century Blvd

Los Angeles , CA 90045 County Los Angeles

www.lls.org/#/aboutlls/chapters/calso/

FEIN

13-5644916

Founded: 1949

Previous Donation: ☒ Yes ☐ No \$35,000 7/1/2011 List Date 3/21/2014

Mission:

The mission of The Leukemia & Lymphoma Society (LLS) is: Cure leukemia, lymphoma, Hodgkin's disease and myeloma, and improve the quality of life of patients and their families.

LLS is the world's largest voluntary health agency dedicated to blood cancer. LLS funds lifesaving blood cancer research around the world and provides free information and support services.

Our Key Priorities will ensure that: The Leukemia & Lymphoma Society helps blood cancer patients live better, longer lives.

Impact:

Any donation would be used to further the mission of the organization

Financial Information: IRS Form 990 for FY 2012

Revenues:	Amount	%	Notes
Government/Earned	\$14,969	0.0%	The financial info is for the overall national organization. Any donation would be restricted to the Los Angeles Chapter
Contributions	282,657,104	96.5%	
Other	<u>10,150,920</u>	<u>3.5%</u>	
Total Revenue:	<u>\$292,822,993</u>	<u>100.0%</u>	
Expenses:			
Program	\$222,923,399	81.8%	
Administration	2,221,223	0.8%	
Fund Raising	<u>47,258,877</u>	<u>17.3%</u>	
Total Expenses:	<u>\$272,403,499</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$20,419,494</u>		
Net Assets:	<u>\$114,048,779</u>		

BOD: James A. Beck; William G. Gehnke; Jorge L. Benigtez; Peter B. Brock; A Dana Callow Jr.; Elizabeth J. Clark; Jorge Cortes; James H. Davis; Bernard H. Garil; D. Gary Gilliland; Pamela Jo Haylock; Raanan Horowitz; Richard M. Jeanneret; Armand Keating; Joseph B. Kelley; Marie V. McDemmond; Rodman N. Myers; Steven T. Rosen; Kenneth M. Schwartz; Kathryn C. Vecellio; William M. Ward Jr.; Louise E. Warner; Matthew J. Winter

Turrill Transitional Assistance Program, Inc.

2102 N. Arrowhead Ave. Suite A

San Bernardino , CA 92405 County San Bernardino

www.t-t-ap.org

FEIN

71-1012997

Founded: 2006

Previous Donation: ☐ Yes ☒ No

List Date 6/13/2014

Mission:

Turrill staff and board members work in collaboration with the Veterans Administration Loma Linda Healthcare System (VALLHS) to provide a wrap-around of outpatient services. Turrill provides an evaluation of immediate physical and/or psychological need and transportation to services, temporary housing, which includes their own bed, bedding, hygiene kit, shower/bath facilities, food and phone. New residents work with their case manager **to become employed and/or enrolled in job training or higher education program after entering the rehabilitation program**. Our program staff works closely with numerous government agencies, employers, employment agencies and job training programs. **They help veterans prepare for employment by providing vocational counseling, and courses in job preparedness, dressing for success, resume writing, interview skills, job search skills and fiscal management skills**

Impact:

The organization is in the process of opening a new residential facility in San Bernardino and a donation would assist in this project.

Financial Information: IRS Form 990 for FY 2012

Revenues:	Amount	%	Notes
Government/Earned	\$264,485	47.2%	
Contributions	293,322	52.4%	
Other	<u>2,475</u>	<u>0.4%</u>	
Total Revenue:	<u>\$560,282</u>	<u>100.0%</u>	
Expenses:			
Program	\$299,357	80.0%	
Administration	59,588	15.9%	
Fund Raising	<u>15,019</u>	<u>4.0%</u>	
Total Expenses:	<u>\$373,964</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$186,318</u>		
Net Assets:	<u>\$217,351</u>		

BOD: Tom Kanavos; Danny Armil; Michael Stava; Paul Ricci; Scot Fisher; Patricia Cawunder; Laurie William-Armil; Margie Miller

Veterans First
888 W. Santa Ana Blvd, Suite 200

Santa Ana , CA 92701 County Orange

www.veteransfirstoc.org

FEIN 23-7143157 Founded: 1971

Previous Donation: ☒ Yes ☐ No \$20,000 12/7/2012 List Date 10/10/2014

Mission:

Veterans First is the only 501c(3) agency in Orange County that works to provide services exclusively to our region's homeless and at-risk veterans. Our organization provides a multitude of services including housing, meals, life coaching counseling, life skills, access to mental health counseling, benefit counseling, transportation, as well as job training and employment placement assistance. Veterans First works with many regional and national organizations such as the National Coalition of Homeless Veterans (NCHV), Vietnam Veterans of America (VVA), the American Legion, Elks Club, AMVETS, Veterans of Foreign Wars (VFW), Disabled American Veterans (DAV), Wounded Warrior Battalion – MCB Camp Pendleton, Soldiers Project and the Orange County Continuum of Care.

Impact:

A donation would be used for the furtherance of their mission

Financial Information: IRS Form 990 for FY 2012

Revenues:	Amount	%	Notes
Government/Earned	\$1,413,471	77.8%	
Contributions	294,277	16.2%	
Other	<u>109,333</u>	<u>6.0%</u>	
Total Revenue:	<u>\$1,817,081</u>	<u>100.0%</u>	
Expenses:			
Program	\$1,389,194	81.6%	
Administration	308,662	18.1%	
Fund Raising	<u>5,110</u>	<u>0.3%</u>	
Total Expenses:	<u>\$1,702,966</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$114,115</u>		
Net Assets:	<u>\$394,987</u>		

BOD: Alfonso Alvarez; Shari Sirois; Alex Diaz; William Smith; Deanne Tate; Guy Johnson

VNW Circle of Care

PO Box 218

Temecula , CA 92593 County Riverside

www.ecomallbiz.com/vnwcircleofcare/door/

FEIN 73-1691246 Founded: 2007

Previous Donation: ☐ Yes ☒ No List Date 6/26/2014

Mission:

We serve about 400 families each week with grocery distribution 9 times a week at different locations. Our focus is serving nutritious food items that are high in protein, fresh produce, fresh dairy and we have also for the past 12 years, had the ability to provide vitamins and supplements for adults & children. Our recipients choose the food items that they will bring home, as we want to be conscientious of dietary restriction that some people have. We serve all that say they need help, we do not have by-laws that restrict us demographically or geographically, we serve many families that do not qualify with the government agencies or non-profits. Circle of Care networks with other organizations and resources to address the many needs a family may have, we also partner with other organizations to share resources.

Impact:

A donation would assist in providing food for the needy

Financial Information: IRS Form 990EZ for FY 2013

Revenues:	Amount	%	Notes
Government/Earned			
Contributions	24,129	100.0%	
Other	2	0.0%	
Total Revenue:	<u>\$24,131</u>	<u>100.0%</u>	
Expenses:			
Program	\$22,388	100.0%	
Administration			
Fund Raising			
Total Expenses:	<u>\$22,388</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$1,743</u>		
Net Assets:	<u>\$10,110</u>		

BOD: Garland Gauthier; Charles Keim; Marcie Schumltz

YMCA Montebello - Christmas at the Cannon

2000 W Beverly Boulevard

Montebello , CA 90640 County Los Angeles

www.ymcala.org

FEIN

95-1644052

Founded: 1988

Previous Donation: ☒ Yes ☐ No \$10,000 11/1/2013 List Date 11/21/2014

Mission:

The Y is a powerful association of men, women, and children committed to bringing about lasting personal and social change. With a focus on nurturing the potential of every child and teen, improving the nation's health and well-being and providing opportunities to give back and support neighbors, the Y enables youth, adults, families and communities to be healthy, confident, connected and secure. The Y offers programs, services and initiatives focused on youth development, healthy living and social responsibility, according to the unique needs of the communities it engages. The Y is accessible to all people. Financial assistance is offered to individuals and families who cannot afford membership. The Y engages 9 million youth and 12 million adults in 10,000 communities across the U.S.

Impact:

A donation would go to the YMCA branch in Montebello for their dinner event

Financial Information: From IRS Form 990 for FY 2012

Revenues:	Amount	%	Notes
Government/Earned	\$63,948,208	71.3%	
Contributions	21,118,545	23.5%	
Other	<u>4,618,490</u>	<u>5.1%</u>	
Total Revenue:	<u>\$89,685,243</u>	<u>100.0%</u>	
Expenses:			
Program	\$67,912,962	84.7%	
Administration	8,655,018	10.8%	
Fund Raising	<u>3,584,971</u>	<u>4.5%</u>	
Total Expenses:	<u>\$80,152,951</u>	<u>100.0%</u>	
Excess/(Deficit) of Revenues Over Expenses:	<u>\$9,532,292</u>		
Net Assets:	<u>\$123,779,603</u>		

BOD: A. Hostrup; Alan Kreditor; Avedick B. Poladian; Bryan Palbaum; David S. Devito; James A. Collins; John B. Emerson; John E. Anderson; John F. Llewellyn; John Walden Jr.; L. Rosen; Mark B. Helm; Richard G. Newman; Robert J. Lowe; Stephen C. Meier and 20 more. See 990 for full list



PROCEDURAL ITEMS FOR THE CFPF SUMMARY AND RECOMMENDATIONS

Items: A1, A2, A3

Action: Pursuant to the by-laws and procedures of CFPF, each meeting starts with the call to order and roll call (A1) and proceeds to a review and approval of the minutes from the prior meeting (A2). After the minutes have been reviewed and approved, time is set aside to allow for comments from the public (A3).



MINUTES

Regular Meeting of the Board of the California Foundation for Public Facilities (the “Foundation”)

Date: October 31, 2014

Time: 11:00 a.m.

City Hall, 200 S. Anaheim Blvd, 6th Floor, Anaheim, CA 92805
~~5105 Manzanita Avenue, Carmichael, CA 95608~~

In attendance at the Foundation’s meeting were Board Members Bob Adams, Paula Connors, Justin McCarthy and Faye Watanabe comprising a quorum. Justin McCarthy served as chair. The meeting was called to order.

Executive Director, Edward Becker attended. John Stoecker, Lee McCormick and Ben Barker for Sierra Management Group L.L.C. attended as financial advisors to the Foundation. Ron Lee of Jones Hall, APLC, attended as counsel to the Foundation.

The minutes of the regular meeting of the Board on October 10, 2014, were approved.
Motion by Adams; Seconded by Connors; Motion carries by unanimous roll call vote without abstentions.

There was no public comment.

The Board, by unanimous roll call vote, without abstentions, adopted a resolution (resolution 14-004) approving the 2015 Regular Meeting Schedule.
Motion by Adams; Seconded by Connors; Motion carries.

The Board received the Executive Director Report.

The meeting was adjourned.
Motion by Watanabe; Seconded by Connors; Motion carries by unanimous roll call vote without abstentions.