



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).



PROPERTY ASSESSED CLEAN ENERGY (“PACE”) SUMMARY AND RECOMMENDATIONS

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|-----------|---|
| Action | Approve Resolutions and Related Items for the Collection of PACE Property Tax Assessments by Counties |
| Purpose: | Property Assessed Clean Energy (“PACE”) |
| Activity: | PACE Financing and Refinancing of Energy Efficiency, Water Efficiency, Renewable Energy Generation and Seismic Improvements |
| Meeting: | August 10, 2018 |

Background:

Property Assessed Clean Energy (“PACE”) programs help local economies and the environment by providing financing for energy and water efficient improvements and renewable energy systems. Communities with PACE programs have increased construction activity, created jobs, lowered utility bills and reduced greenhouse gas emissions. Property owners repay the financing through their property tax bill over the useful life of the installed products.

Discussion:

PACE property tax assessments are added to the property owner’s tax bills for collection by the county where the property is located. Some counties require annual authorizations by the Board of the taxing district in order to place the assessments on the tax roll. The CMFA Board is being asked to approve the following items for the respective counties.

- | | |
|--------------------------|--|
| 1. County of Tulare | Compliance Certification and Hold Harmless Statement |
| 2. County of Tulare | Resolution |
| 3. County of Yuba | Resolution |
| 4. County of Sutter | Resolution |
| 5. County of Solano | Resolution |
| 6. County of Riverside | Resolution |
| 7. County of San Joaquin | Resolution |

The above listed items have been reviewed by Jones Hall.

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve the above listed county resolutions and related items.



THE CROSSROADS SCHOOL FOR ARTS AND SCIENCES PROJECT SUMMARY AND RECOMMENDATIONS

Applicant: Crossroads School for Arts and Sciences

Action: Amending Resolution

Amount: \$32,000,000

Purpose: Finance and Refinance Educational Facilities Located in the City of Santa Monica, Los Angeles County, California

Activity: Educational Facilities

Meeting: August 10, 2018

Amendment – August 28, 2015 Amending Resolution:

The first Amended Resolution for The Crossroads School for Arts and Sciences was approved August 24, 2015. The the Borrower and the Purchaser have proposed execution and delivery of a Second Amendment to the Trust Indenture and Supplement to Bond Documents (the “Indenture Amendment”) and a Federal Tax Matters Certificate (the “Tax Certificate”).

Background:

Crossroads School provides a unique K-12 program built on a progressive, developmental model of education. Crossroads was founded in 1971 by Paul Cummins, along with a small group of teachers and parents, who wanted to provide a new approach to learning in a nonprofit, coeducational college preparatory day school.

As a college preparatory school, they believe in the importance of academic success, yet not at the expense of a child’s emotional or social well-being. While students need to be challenged, they feel that it is crucial to develop and deliver curriculum that is appropriate for the age and ability of each grade level. This is what they mean when they describe themselves as a “developmental” school.

Crossroads recognizes that there are many ways to learn. Integral to their identity as a progressive school is the notion that their teachers must design instruction that incorporates a variety of learning styles. Equally important is their belief that the curriculum should have meaning and interest for the student. It is, therefore, necessary to create inquiry-based lessons that explore and

build upon the students' knowledge base. In order to accomplish these objectives, teachers must know their students intimately. Therefore, relationship is the key to their educational model. In short, teachers at Crossroads are expected to know their students as individuals, determine how they learn best, and teach accordingly. Additionally, they view education as a work in progress. They constantly review what they do and how they do it with an eye to what needs to be refined, changed, or retained, always committed to the importance of offering a most relevant and meaningful educational experience.

Since their inception, Crossroads' commitment to all forms of diversity has made it possible for them to be racially, economically, geographically, and culturally inclusive. Even in the earliest days, Crossroads made a major commitment to community service and soon developed a comprehensive program that served as inspiration for many other schools. In the 1990s they developed a different facet of community service we called "institutional community service" and created a separate non-profit foundation, the Crossroads Community Outreach Foundation, so that the School could model the values expected of our students.

The Project:

The Bonds were to be issued for the purposes of making a loan to The Crossroads School for Arts and Sciences, a nonprofit public benefit corporation described in Section 501(c)(3) of the Code, in order to (1) refund the California Municipal Finance Authority Revenue Bonds (The Crossroads School for Arts and Sciences) Series 2010, the proceeds of which were used to finance or refinance the acquisition, construction, renovation, improvement and equipping of educational facilities and related properties owned or leased by the Borrower located at 1715 Olympic Boulevard (and generally along Olympic Boulevard between 17th and 18th Street), 1728 21st Street, 1730 21st Street, 1732 21st Street, 1734 21st Street, 1748 21st Street and 1753 21st Street (and generally along 21st Street between Olympic Boulevard and Michigan Avenue), all in Santa Monica, County of Los Angeles, California 90404, and (2) finance or refinance the acquisition, construction, renovation, improvement and equipping of educational facilities and related properties located at 1701 21st Street, 1704 22nd Street, 1728 22nd Street, 1728 21st Street, 1730 21st Street, 1732 21st Street, 1713-15 20th Street, 1729 and 1731 20th Street, all in Santa Monica, County of Los Angeles, California 90404. The Project is owned and operated by the Borrower.

The Borrower and the Purchaser have proposed amending the Series 2015 Bonds for the purposes of changing the mandatory sinking fund redemption schedules from annual payments to monthly payment.

The City of Santa Monica:

The City of Santa Monica is a member of the CMFA and held a TEFRA hearing March 17, 2015. Upon closing, The City of Santa Monica received \$10,333 as part of CMFA's sharing of Issuance Fees.

Original Proposed Financing:

Sources of Funds:

| | |
|------------------|---------------|
| Tax-Exempt Bond: | \$ 32,000,000 |
| Total Sources: | \$ 32,000,000 |

Uses of Funds:

| | |
|------------------------------|---------------|
| Series 2010 Bonds Refunding: | \$ 14,000,000 |
| Series 2015 Bonds: | \$ 17,800,000 |
| Cost of Issuance: | \$ 200,000 |
| Total Uses: | \$ 32,000,000 |

Original Terms of Transaction:

| | |
|------------------|-------------------|
| Amount: | \$32,000,000 |
| Maturity: | April 2040 |
| Collateral: | Deed of Trust |
| Bond Purchasers: | Private Placement |
| Closed: | April 2015 |

Public Benefit:

Each division of the Crossroads School for Arts and Sciences tries to serve the greater community by manifesting itself in a way that is developmentally appropriate for the age and stage of an elementary, middle and or upper school student. With the completion of the facilities, they believe that community service activities provide students with an invaluable opportunity to see themselves in the larger context of the greater community, which they live and to experience the benefit and fulfillment of that connection.

Finance Team:

| | |
|--------------------|---|
| Purchaser: | U.S. Bank National Association |
| Purchaser Counsel: | Nixon Peabody, LLP |
| Bond Counsel: | Gillmore & Bell, P.C. |
| Borrower Counsel: | Glaser, Weil, Fink, Jacobs, Howard & Shapiro, LLP |
| Issuer Counsel: | Jones Hall, APLC |
| Trustee: | U.S. Bank, NA |
| Trustee Counsel: | Dorsey & Whitney LLP |

Recommendation:

The Executive Director recommends that the CMFA Board of Directors adopt an Amending Resolution for The Crossroads School educational facility located in the City of Santa Monica, Los Angeles County, California.



GARDEN CITY SPECIAL NEEDS HOUSING PROJECT SUMMARY AND RECOMMENDATIONS

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|------------|---|
| Applicant: | Castillo Cypress LLC |
| Action: | Initial Resolution |
| Amount: | \$7,000,000 |
| Purpose: | Finance Affordable Multi-Family Rental Housing Facilities Located in the City of Oxnard, Ventura County, California |
| Activity: | Affordable Housing |
| Meeting: | August 10, 2018 |

Background:

In addition to his 26-year career in real estate, Lorenzo Castillo has been involved in property development since 2003. In 2003, Mr. Castillo developed two condominium units in Oxnard and purchased and rehabilitated 10 single family homes in Arizona for resale. That same year, Mr. Castillo became involved in an LLC that developed a 16-unit condominium project located at Pleasant Valley Road and Saviers Road in Oxnard; however, selling his interest in the project in 2004 after it was fully entitled. In 2007, Mr. Castillo established and began managing of two recovery homes in Oxnard. He started Castillo Cypress LLC in 2016, purchasing the Garden City Labor Camp using an SBA loan. In addition to developing the 30 affordable rental units for special needs households at Garden City, Mr. Castillo recently purchased a 20-unit motel in Santa Paula, which will be remodeled and expanded with approximately 28 new permanent supportive housing units.

Castillo Cypress LLC has recruited Illuminas Consulting to lend their expertise. A Southern California-based consulting group, Illuminas Consulting specializes in real estate economics and finance, including both market rate and affordable multifamily housing development. The firm's three principals have a combined 60+ years in working with real estate modeling, analysis, and transactions, including direct development experience and project management. The group has worked with development types ranging from affordable and special needs housing to market rate multifamily residential, mixed-use and transit-oriented projects, master-planned communities, hotels, retail commercial, and public facilities.

The Project:

The Garden City Special Needs Housing Project is the new construction of a 30-unit affordable housing multifamily project. The project will be located on 1.15 acres in the City of Oxnard. The units will be restricted to households earning as low as 50% to 60% of area median income (AMI). The project will include 24 studio units, 5 one-bedroom units, and a manager's unit. The supportive housing apartments will be deed restricted to serve special needs populations, as defined in California Health and Safety Code Section 51312, including individuals who have special needs related to mental health, physical disabilities, developmental disabilities and risk of homelessness. This financing will create 29 units of affordable housing in the City of Oxnard for the next 55 years.

The City of Oxnard:

The City of Oxnard is a member of the CMFA and held a TEFRA hearing on July 17, 2018. Upon closing, the City is expected to receive approximately \$3,125 as part of the CMFA's sharing of Issuance Fees.

Proposed Construction Financing:

Sources of Funds:

| | |
|----------------------|-------------------|
| Tax-Exempt Bond: | \$ 5,250,000 |
| PACE Equity: | \$ 1,200,000 |
| Private Bridge Loan: | \$ 1,817,625 |
| Developer Equity: | <u>\$ 300,000</u> |
| Total Sources: | \$ 8,567,625 |

Uses of Funds:

| | |
|------------------------------|-------------------|
| Land Acquisition: | \$ 1,701,203 |
| New Construction: | \$ 5,168,922 |
| Architectural & Engineering: | \$ 229,800 |
| Legal & Professional: | \$ 75,200 |
| Permits & Fees: | \$ 600,000 |
| Interest Reserves: | \$ 367,500 |
| Cost of Issuance: | <u>\$ 425,000</u> |
| Total Uses: | \$ 8,567,625 |

Terms of Transaction:

| | |
|--------------------|---------------------------|
| Amount: | \$7,00,000 |
| Maturity: | 17 years |
| Collateral: | Deed of Trust on property |
| Bond Purchasers: | Private Placement |
| Estimated Closing: | January 2019 |

Public Benefit:

A total of 29 households will to be able to enjoy high quality, independent, affordable housing in the City of Oxnard, California for the next 55 years.

Percent of Restricted Rental Units in the Project: 100%
21% (6 Units) restricted to 50% or less of area median income households and;
79% (23 Units) restricted to 60% or less of area median income households.
Unit Mix: Studio & 1-bedrooms
Term of Restriction: 55 years

Finance Team:

| | |
|-------------------|---------------------|
| Lender: | TBD |
| Bond Counsel: | Jones Hall APLC |
| Issuer Counsel: | Jones Hall APLC |
| Lender Counsel: | TBD |
| Borrower Counsel: | Barbara Macri-Ortiz |

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve an Initial Resolution of \$7,000,000 for Garden City Special Needs affordable multi-family housing facility located in the City of Oxnard, Ventura County, California.

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

*Other Costs: These are costs that are categorized by CDLAC as “Other Costs” they may include the following; Accounting/Reimbursable, Appraisals, Audit Costs, Capital Needs Assessment, Contingency, Demolition & Environmental Remediation, Environmental Audit, Furnishings, Inspections, Insurance, Investor Due Diligence, Local Development Impact Fees, Marketing, Market Study, Operating Reserves, Permit Processing Fees, Prevailing Wage Monitoring, Relocation, Seismic, Syndication Consultants, TCAC App/Allocation/Monitoring Fees.



LAS VENTANAS APARTMENTS SUMMARY AND RECOMMENDATIONS

Applicant: AMCAL Enterprises, Inc.

Action: Initial Resolution

Amount: \$45,000,000

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

Activity: Affordable Housing

Meeting: August 10, 2018

Background:

AMCAL strives to develop high-quality, service and amenity-enriched housing for families and individuals at all ranges of the economic spectrum, from special needs to homeownership. Further, it is their mission to seize advantage of their vertically integrated companies: Development, Construction and Asset Management, to ensure that the developments are created in the most economically and ecologically efficient manner. It is their commitment to continue to deliver the highest quality possible at each and every community developed by AMCAL.

AMCAL is one of the most active and financially strong affordable housing developers in the state. AMCAL has completed 70 affordable apartment and workforce condominium developments with 6,500 restricted units throughout California since 1998. All affordable apartments were funded by 4% or 9% tax credits and reserved for very low and low-income households (30-60% of the County's Area Median Income).

The Project:

The Las Ventanas Apartments project is a new construction project that will create 102 newly constructed apartments in the City of Long Beach. Located on the corner of two major boulevards and across from Metro's Pacific Coast Highway Blue Line station, Las Ventanas will be a transformative affordable housing project for the Long Beach community. The mixed-use building will be 100% affordable, targeted to a family population earning up to 80% of Area Median Income. Las Ventanas will transform a key Long Beach transit corridor, providing a catalyst for neighborhood revitalization as well as needed affordable housing for the community.

Las Ventanas will replace an obsolete retail building and parking lot with high density, transit-oriented development. Reduced parking spaces combined with bicycle parking and easy transit access will provide an abundance of mobility options. AMCAL will build to LEED Silver certification. Over 3,800 square feet of ground floor retail and public art will activate the pedestrian environment and offer new services to local residents, transit riders and visitors to the area. This financing will create 102 units of affordable housing in the City of Long Beach for the next 55 years.

The City of Long Beach:

The City of Long Beach is a member of the CMFA and has been asked to hold a TEFRA hearing. Upon closing, the City is expected to receive approximately \$15,512 as part of the CMFA's sharing of Issuance Fees.

Proposed Financing:

Sources of Funds:

| | |
|-------------------------|---------------------|
| Tax-Exempt Bond: | \$ 38,073,606 |
| Deferred Developer Fee: | \$ 2,380,000 |
| Long Beach CIC Loan: | \$ 3,750,000 |
| CalHFA/ SHNP MHSA Loan: | \$ 1,500,000 |
| Long Beach Fee Waiver: | \$ 565,881 |
| LACDC NOFA 23B: | \$ 500,000 |
| Equity: | <u>\$ 2,685,723</u> |
| Total Sources: | \$ 49,455,210 |

Uses of Funds:

| | |
|------------------------------|-------------------|
| Land Acquisition: | \$ 3,750,000 |
| New Construction: | \$ 29,817,324 |
| Architectural & Engineering: | \$ 2,335,909 |
| Legal & Professional: | \$ 4,177,446 |
| Developer Fees: | \$ 3,500,000 |
| Contingency: | \$ 1,257,225 |
| Building Impact Fees: | \$ 2,794,163 |
| Reserves: | \$ 1,362,688 |
| Costs of Issuance: | <u>\$ 460,455</u> |
| Total Uses: | \$ 49,455,210 |

Terms of Transaction:

| | |
|--------------------|---------------------------|
| Amount: | \$45,000,000 |
| Maturity: | 17 years |
| Collateral: | Deed of Trust on property |
| Bond Purchasers: | Private Placement |
| Estimated Closing: | February 2019 |

Public Benefit:

A total of 102 households be able to enjoy high quality, independent, affordable housing in the City of Long Beach, California for the next 55 years. The project will also provide on-site resident services.

Percent of Restricted Rental Units in the Project: 100%

16% (16 Units) restricted to 20% or less of area median income households; and

11% (11 Units) restricted to 30% or less of area median income households; and

14% (14 Units) restricted to 35% or less of area median income households; and

10% (10 Units) restricted to 40% or less of area median income households; and

27% (28 Units) restricted to 60% or less of area median income households; and

22% (23 Units) restricted to 80% or less of area median income households

Unit Mix: Studio, 1-, 2- and 3-bedroom units

Term of Restriction: 55 years

Finance Team:

Lender: TBD

Bond Counsel: Orrick, Herrington & Sutcliffe LLP

Issuer Counsel: Jones Hall, APLC

Lender Counsel: TBD

Borrower Counsel: Bocarsly Emden Cowan Esmail & Arndt LLP

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve an Initial Resolution of \$45,000,000 for the Las Ventanas Apartments affordable multi-family housing facility located in the City of Long Beach, Los Angeles County, California.

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

*Other Costs: These are costs that are categorized by CDLAC as “Other Costs” they may include the following; Accounting/Reimbursable, Appraisals, Audit Costs, Capital Needs Assessment, Contingency, Demolition & Environmental Remediation, Environmental Audit, Furnishings, Inspections, Insurance, Investor Due Diligence, Local Development Impact Fees, Marketing, Market Study, Operating Reserves, Permit Processing Fees, Prevailing Wage Monitoring, Relocation, Seismic, Syndication Consultants, TCAC App/Allocation/Monitoring Fees.



STONEGATE VILLAGE APARTMENTS SUMMARY AND RECOMMENDATIONS

Applicant: Self-Help Enterprises

Action: Initial Resolution

Amount: \$20,000,000

Purpose: Finance Affordable Multi-Family Rental Housing Facilities Located in the City of Patterson, Stanislaus County, California

Activity: Affordable Housing

Meeting: August 10, 2018

Background:

Self-Help Enterprises (“SHE”) is a private, non-profit, 501(c)(3) tax exempt corporation established under the laws of the State of California in order to improve the living conditions and community standards of low-income families in an eight-county rural area of California’s San Joaquin Valley. The primary emphasis of the organization has continuously been the creation of new affordable housing opportunities and the preservation and improvement of existing housing.

SHE has completed construction on over 6,200 new single-family homes. These homes were all built under the mutual self-help method of construction with homeowners providing over 70 percent of construction labor requirements. SHE located or developed the lots, assisted families in obtaining affordable financing, and provided technical resources and construction supervision during construction of these new homes. The first program of its kind, SHE has, in its 51-year history, served as a prototype for dozens of similar programs scattered throughout the rural United States.

SHE has rehabilitated over 6,361 homes in low-income neighborhoods in the eight-county area of the San Joaquin Valley. A key element of SHE efforts in this area has been the assistance to local communities in competing for scarce resources and successfully implementing rehabilitation programs. SHE has developed and operates 1,347 rental housing units. SHE has also assisted numerous Housing Authorities and other entities in the development of multi-family housing units in the eight-county service area. SHE owns and operates all of the rental units long-term and provides on-site resident services such as computer training, after school program, Zumba and obesity prevention services, and other community-based programs designed to empower residents to be healthy and financially secure.

In addition to housing SHE has assisted in the development of over 600 water and wastewater projects, providing over 29,845 families with potable drinking water and clean, non-hazardous wastewater systems. SHE has assisted numerous communities in the creation and management of local community districts that maintain these public facilities in accordance with public health regulations.

The Project:

The Stonegate Village Apartments is the new construction of a 66-unit affordable housing multifamily project. The project will be located at the Northeast corner of Walnut Avenue and North 1st Street in Patterson, CA. The units will be restricted to households earning 60% or less of area median income (AMI). The project will include 22 one-bedroom units, 22 two-bedroom units, and 21 three-bedroom units, a centrally located community building and a laundry facility. The project includes 100% solar PV to offset common area and resident loads, and water conservation/efficiency measures. This financing will create 65 units of affordable housing in the City of Patterson for the next 55 years.

The City of Patterson:

The City of Patterson will need to become a member of the CMFA and will be asked to hold a TEFRA hearing. Upon closing, the City is expected to receive approximately \$10,000 as part of the CMFA's sharing of Issuance Fees.

Proposed Construction Financing:

Sources of Funds:

| | |
|------------------|-------------------|
| Tax-Exempt Bond: | \$ 16,000,000 |
| Sponsor Loan: | \$ 900,000 |
| Valley Air Loan: | \$ 429,489 |
| NHTF: | \$ 2,000,000 |
| Equity: | <u>\$ 882,061</u> |
| Total Sources: | \$ 20,211,550 |

Uses of Funds:

| | |
|------------------------------|-------------------|
| Land Acquisition: | \$ 335,000 |
| New Construction: | \$ 14,804,092 |
| Architectural & Engineering: | \$ 800,000 |
| Legal & Professional Fees: | \$ 150,000 |
| Reserves: | \$ 199,457 |
| Financing Costs/ Dev Fee: | \$ 3,580,058 |
| Costs of Issuance: | <u>\$ 342,943</u> |
| Total Uses: | \$ 20,211,550 |

Terms of Transaction:

| | |
|--------------------|---------------------------|
| Amount: | \$20,00,000 |
| Maturity: | 17 years |
| Collateral: | Deed of Trust on property |
| Bond Purchasers: | Private Placement |
| Estimated Closing: | February 2019 |

Public Benefit:

A total of 65 households will to be able to enjoy high quality, independent, affordable housing in the City of Patterson, California for the next 55 years.

Percent of Restricted Rental Units in the Project: 100%
22% (14 Units) restricted to 30% or less of area median income households and;
46% (30 Units) restricted to 45% or less of area median income households and;
32% (21 Units) restricted to 50% or less of area median income households.
Unit Mix: 1-, 2- & 3-bedrooms
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 and Barshay, LLP |
| Financial Advisor: | Community Economics, Inc. |

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve an Initial Resolution of \$20,000,000 for Stonegate Village Apartments affordable multi-family housing facility located in the City of Patterson, Stanislaus County, California.

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

*Other Costs: These are costs that are categorized by CDLAC as “Other Costs” they may include the following; Accounting/Reimbursable, Appraisals, Audit Costs, Capital Needs Assessment, Contingency, Demolition & Environmental Remediation, Environmental Audit, Furnishings, Inspections, Insurance, Investor Due Diligence, Local Development Impact Fees, Marketing, Market Study, Operating Reserves, Permit Processing Fees, Prevailing Wage Monitoring, Relocation, Seismic, Syndication Consultants, TCAC App/Allocation/Monitoring Fees.



BROOKLYN BASIN FAMILY SENIOR HOUSING 2 APARTMENTS SUMMARY AND RECOMMENDATIONS

Applicant: MidPen Housing Corporation

Action: Initial Resolution

Amount: \$50,000,000

Purpose: Finance Affordable Multi-Family Rental Housing
Facilities Located in the City of Oakland, Alameda
County, California

Activity: Affordable Housing

Meeting: August 10, 2018

Amendment – February 23, 2018 Initial Resolution:

The Initial Resolution for Brooklyn Basin Family Senior Housing 2 Apartments was previously approved at the February 23, 2018 meeting with an address of 101 10th Avenue in the City of Oakland, California. The Amending Resolution will revise the address to 280 Eighth Avenue, Oakland, California.

Background:

MidPen Housing Corporation (“MidPen”) is one of the nation’s leading non-profit developers, owners and managers of high-quality affordable housing. MidPen has developed over 100 communities and 6,600 homes for low-income families, seniors and special needs individuals throughout Northern California over the last 40 years.

MidPen’s developments are award winning and nationally recognized. MidPen has extensive experience in site acquisition and planning, entitlements, community outreach, design, and construction management. The organization has a solid track record in securing both public and private funding and proven expertise in positioning projects for long-term financial sustainability. In addition, MidPen provides comprehensive on-site services and programs to help residents advance. These services are delivered through the organization’s staff and a network of over 300 service provider partners.

The CMFA has facilitated over 10 Mid-Peninsula Housing Coalition projects.

The Project:

The Brooklyn Basin Senior Housing Project 2 Apartments is the new construction of a 110-unit affordable housing project for seniors. MidPen was selected by the City of Oakland and master developer Zarsion-OHP I, LLC (ZOHP), an entity managed by Signature Development Group, to be its affordable housing partner at Brooklyn Basin, a planned 3,100-unit development that will transform a 62-acre former industrial site on the Oakland Estuary into a vibrant mixed-use neighborhood with many on-site amenities including public parks, trails, and waterfront access.

Brooklyn Basin Senior Housing Project 2 is the second project of a multi-phase affordable housing development located on a .74-acre site. This project will consist of 110 senior units including 106 one-bedroom and 4 two-bedroom units including an unrestricted manager's unit. This project will be owned by Brooklyn Basin Associates II, L.P. which is a MidPen affiliate.

Brooklyn Basin Senior Housing Project 2 will consist of an above grade two-story concrete podium garage with wrap around units followed by 4-stories of wood frame construction. The parking garage will have approximately 83 spaces along with utility rooms and bike storage. On-site community amenities will include elevators, a community room with kitchen, laundry facilities, craft room, computer room, on-site manager's office and resident services offices. Outdoor amenities will include a landscaped podium courtyard. This financing will create 110 units of new affordable housing for the City of Oakland for 55 years.

The City of Oakland

The City of Oakland is a member of the CMFA and has agreed to hold a TEFRA hearing on August 29, 2018. Upon closing, the City is expected to receive approximately \$14,582 as part of the CMFA's sharing of Issuance Fees.

Proposed Construction Financing:

Sources of Funds:

| | |
|------------------------------|---------------|
| Tax-Exempt Bond: | \$ 32,497,000 |
| City of Oakland: | \$ 9,170,000 |
| OHA Funds – City of Oakland: | \$ 268,000 |
| Deferred Developer Fee: | \$ 4,367,000 |
| City Land Value: | \$ 5,500,000 |
| LIH Tax Credit Equity: | \$ 2,134,000 |
| Total Sources: | \$ 53,936,000 |

Uses of Funds:

| | |
|-------------------------------|---------------|
| Land Acquisition: | \$ 5,500,000 |
| New Construction: | \$ 39,187,000 |
| Architectural & Engineering: | \$ 1,820,000 |
| Legal & Professional: | \$ 135,000 |
| Construction Interest & Fees: | \$ 2,167,000 |
| Other Project Costs*: | \$ 4,597,000 |
| Developer Fee: | \$ 400,000 |
| Costs of Issuance: | \$ 130,000 |
| Total Uses: | \$ 53,936,000 |

Terms of Transaction:

| | |
|--------------------|---------------------------|
| Amount: | \$50,000,000 |
| Maturity: | 17 years |
| Collateral: | Deed of Trust on property |
| Bond Purchasers: | Private Placement |
| Estimated Closing: | January 2019 |

Public Benefit:

A total of 109 households will be able to enjoy high quality, independent, affordable housing in the City of Oakland, California for the next 55 years.

Percent of Restricted Rental Units in the Project: 100%

- 10% (11 Units) restricted to 30% or less of area median income households and;
- 20% (22 Units) restricted to 40% or less of area median income households and;
- 41% (45 Units) restricted to 50% or less of area median income households and;
- 29% (31 Units) restricted to 60% or less of area median income households.

Unit Mix: 1- and 2-bedrooms
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 and Barshay LLP |
| Financial Advisor: | California Housing Partnership Corporation |

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve an Initial Resolution of \$50,000,000 for Brooklyn Basin Senior Housing 2 Apartments affordable senior housing facility located in the City of Oakland, Alameda County, California.

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

*Other Costs: These are costs that are categorized by CDLAC as “Other Costs” they may include the following; Accounting/Reimbursable, Appraisals, Audit Costs, Capital Needs Assessment, Contingency, Demolition & Environmental Remediation, Environmental Audit, Furnishings, Inspections, Insurance, Investor Due Diligence, Local Development Impact Fees, Marketing, Market Study, Operating Reserves, Permit Processing Fees, Prevailing Wage Monitoring, Relocation, Seismic, Syndication Consultants, TCAC App/Allocation/Monitoring Fees.



ORANGE COUNTY CIVIC CENTER INFRASTRUCTURE IMPROVEMENT PROGRAM – PHASE II PROJECT SUMMARY AND RECOMMENDATIONS

| | |
|-------------------|--|
| Applicant: | Capital Facilities Development Corporation/ Griffin Structures, Inc. |
| Action: | Initial Resolution |
| Amount: | \$200,000,000 |
| Purpose: | Finance a Project for the County of Orange, California. |
| Activity: | County Building Financing |
| Meeting: | August 10, 2018 |

Background:

Orange County (the “County”) is bordered on the north by Los Angeles and San Bernardino Counties, on the east by Riverside County, on the southeast by San Diego County, and on the west and southwest by the Pacific Ocean. The County encompasses 789 square miles, has a population of over 3 million and approximately 42 miles of ocean shoreline provide beaches, marinas, and other recreational areas for use by residents and visitors.

The County is a charter county divided into five supervisorial districts on the basis of population. The County is governed by an elected five-member Board of Supervisors with each Supervisor serving a four-year term. A Supervisor cannot serve more than two consecutive terms, however, there is no limitation on the total number of terms. The Chairman and Vice Chairman positions are elected annually by and from the members of the Board of Supervisors.

The County provides a wide range of services to its residents, including police, medical and health services, senior citizen assistance, library services, airport service, roads, solid waste management, harbors, beaches and parks, lifeguard services, and a variety of public assistance programs.

The Capital Facilities Development Corporation (“Corporation”) is a nonprofit public-benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public purposes. The Corporation was formed for the benefit of the County by helping to facilitate financings or other transactions for the benefit of the County, or otherwise assist the County, and thereby lessen the burdens of government within the meaning of Section 1.501(c)(3)-1(d)(2) of the Treasury Regulations of the United States of

America. In addition, the Corporation is organized exclusively for the promotion of social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code, specifically by engaging in the public and charitable purpose of lessening the burdens of government of the County. The Corporation is currently governed by a three-member Board of Directors consisting of the County's Executive Officer, Chief Real Estate Officer of and Director of Public Works.

Griffin Structures, Inc. is a California-based, award-winning, development, program, design and construction management organization providing strategic project delivery solutions to public, non-profit, and private sector clients since 1981.

Griffin Structures has successfully completed over 150 projects for the public sector. The Developer's experience includes administration complexes, police, fire and public safety facilities, city halls, libraries, community/senior centers, parking structures, corporation yards, parks and trail systems, zoos, non-profit facilities, commercial buildings, and related infrastructure.

The Project:

The Project is Phase II of the County's Civic Center Infrastructure Improvement Program. The Phase II Project will consist of a new office building that includes administrative offices of the County, a hearing room for Board and department meetings, and two levels of below-grade secured employee parking. Griffin and its team were selected by the County in 2011 following a competitive public procurement process to deliver the Project under a P3 lease-leaseback arrangement. The County will lease the land underlying the Project to a special purpose public benefit corporation which will design and construct the improvements and lease the facility back to the County of Orange. Phase I of the Civic Center Improvement program is currently under construction and was financed through the CMFA in 2017.

The Phase II Project consists of approximately 254,234 Gross Square Feet ("GSF") over 6 floors, and two levels of below-grade secured employee parking (approximately 152,346 GSF) for up to 350 vehicles. Approximately 80% of the floor plan for the building is open space. The building is being structurally and seismically designed and enhanced to meet 150% of building code requirements and will satisfy "essential facility standards".

The Corporation, will facilitate the development of the Project by entering into a ground lease and a facility lease of the real property on which the Project is to be located with the County, and obtaining needed financing for the acquisition, construction, equipping and development of the Project.

The Authority will loan the proceeds of the Bonds to the Capital Facilities Development Corporation (the "Corporation") pursuant to a Loan Agreement, by and between the Authority and the Corporation, that the Corporation will use for the purpose of (i) financing the Project to be leased to the County, (ii) paying capitalized interest on the Bonds, and (iii) paying certain expenses incurred in connection with the issuance of the Bonds.

The County of Orange:

The County of Orange is a member of the CMFA and is scheduled to hold a public hearing on September 25, 2018 and a second public hearing and approval of ordinance on October 17, 2018.

Proposed Financing:

Sources of Funds:

| | |
|------------------------------------|---------------------|
| Tax-Exempt Bond: | \$ 190,000,000 |
| Original Issue Premium: | \$ 21,000,000 |
| Interest Earnings on Project Fund: | <u>\$ 9,000,000</u> |
| Total Sources: | \$ 220,000,000 |

Uses of Funds:

| | |
|-------------------|----------------------|
| New Construction: | \$ 183,383,000 |
| CAPI and COI: | <u>\$ 36,617,000</u> |
| Total Uses: | \$ 220,000,000 |

Terms of Transaction:

| | |
|--------------------|--------------------------------------|
| Amount: | \$200,000,000 |
| Maturity: | December 2048 |
| Collateral: | Gross Revenue Pledge |
| Bond Purchasers: | Public Offering |
| Expected Rating: | Aa2/AA (Moody's, S&P Global Ratings) |
| Estimated Closing: | December 2018 |

Public Benefit:

The new facility will provide a state-of-the-art office building and related parking structure that will improve the long term operating and maintenance costs for the County of Orange and assist with the County's planned Civic Center Master Plan to relocate core functions in adjacent facilities. The Project will be Phase II of the County's Civic Center Master Plan.

Finance Team:

| | |
|-------------------------|--|
| Lessee: | Orange County |
| Special Purpose Entity: | Capital Facilities Development Corporation |
| Transaction Counsel: | Orrick, Herrington & Sutcliffe |
| Underwriter: | Citigroup Global Markets |
| Underwriter's Counsel: | Norton Rose Fulbright US LLP |
| Special Counsel: | Stradling Yocca Carlson & Rauth |
| Developer: | Griffin Structures, Inc. |
| Issuer's Counsel: | Jones Hall, APLC |
| Lessee Advisor: | KNN Public Finance |
| Trustee: | Zions Bank, A Division of ZB, National Association |

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve a Final Resolution of \$200,000,000 of lease revenue bonds for the County of Orange, located in the City of Santa Ana, County of Orange, California.



LYTTON GARDENS 1 APARTMENTS SUMMARY AND RECOMMENDATIONS

| | |
|------------|--|
| Applicant: | Covia Affordable Communities |
| Action: | Initial Resolution |
| Amount: | \$75,000,000 |
| Purpose: | Finance Affordable Multi-Family Rental Housing Facility Located in the City of Palo Alto, Santa Clara County, California |
| Activity: | Affordable Housing |
| Meeting: | August 10, 2018 |

Background:

In over 50 years as a nonprofit, public benefit organization, Covia Affordable Communities has made a continuous commitment grounded in their Episcopal heritage and values. They believe in helping individuals fortify their own well-being by building strong and engaging communities, connecting people with the services and relationships they need to thrive, and providing compassionate support. Covia promotes positive aging by cultivating healthy and engaged communities with a continuum of innovative services that actively support intellectual, physical, emotional, spiritual, and social well-being. They believe aging should be a positive experience, which is why they strive to support well-being every step of the way. As an organization, they help seniors get the most out of life wherever they live, in a way that reflects individuality and choice.

Covia Affordable Communities (formerly Episcopal Senior Communities) offers eight affordable retirement communities for seniors with limited incomes. These communities—two in San Francisco, one in Oakland, one in Santa Rosa, three in Palo Alto and one in San Jose—are attractive, secure and conveniently located to a variety of services in the area. Each community offers a menu of amenities and recreational opportunities unique to its location.

The Project:

The Lytton Gardens 1 Apartments project is the acquisition/rehabilitation of a multi-family senior housing development located at 656 Lytton Avenue, Palo Alto, CA. The project consists of 218 restricted rental units and 2 manager units. Amenities and services for the project will include

laundry facilities, Wi-Fi, optional meal programs, library, fitness room, a gift shop and beauty shop, activities programs, local transportation, and health and wellness programs. This financing will preserve 218 units of affordable housing in the City of Palo Alto for the next 55 years.

The City of Palo Alto:

The City of Palo Alto is a member of the CMFA and will be asked to hold a TEFRA hearing. Upon closing, the City is expected to receive approximately \$21,667 as part of the CMFA's sharing of Issuance Fees.

Proposed Financing:

Sources of Funds:

| | |
|-------------------------|---------------------|
| Tax-Exempt Bond: | \$ 60,110,000 |
| Seller Carryback: | \$ 52,721,017 |
| Income from Operations: | \$ 3,875,890 |
| Existing Reserves: | \$ 4,077,794 |
| Equity: | <u>\$ 6,439,525</u> |
| Total Sources: | \$ 127,224,226 |

Uses of Funds:

| | |
|------------------------------|---------------------|
| Land Acquisition: | \$ 11,532,000 |
| Building Acquisition: | \$ 63,468,000 |
| Rehabilitation: | \$ 33,009,728 |
| Architectural & Engineering: | \$ 1,546,311 |
| Legal & Professional: | \$ 145,000 |
| Relocation: | \$ 4,840,000 |
| Construction Loan Interest: | \$ 3,700,532 |
| Developer Fee: | \$ 3,680,000 |
| Other Costs*: | \$ 2,992,121 |
| Costs of Issuance: | <u>\$ 1,310,534</u> |
| Total Uses: | \$ 127,224,226 |

Terms of Transaction:

| | |
|--------------------|---------------------------|
| Amount: | \$75,000,000 |
| Maturity: | 17 years |
| Collateral: | Deed of Trust on property |
| Bond Purchasers: | Private Placement |
| Estimated Closing: | December 2018 |

Public Benefit:

A total of 218 senior households will be able to enjoy high quality, independent, affordable housing in the City of Palo Alto, California for the next 55 years. The project will also provide on-site resident services.

Percent of Restricted Rental Units in the Project: 100%
12% (26 Units) restricted to 35% or less of area median income households; and
4% (8 Units) restricted to 40% or less of area median income households; and
84% (184 Units) restricted to 60% or less of area median income households
Unit Mix: Studio, 1-, 2- and 3-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 and Barshay LLP |
| Financial Advisor: | Community Economics, Inc. |

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve an Initial Resolution of \$75,000,000 for the Lytton Gardens 1 Apartments affordable multi-family housing facility located in the City of Palo Alto, Santa Clara County, California.

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

*Other Costs: These are costs that are categorized by CDLAC as “Other Costs” they may include the following; Accounting/Reimbursable, Appraisals, Audit Costs, Capital Needs Assessment, Contingency, Demolition & Environmental Remediation, Environmental Audit, Furnishings, Inspections, Insurance, Investor Due Diligence, Local Development Impact Fees, Marketing, Market Study, Operating Reserves, Permit Processing Fees, Prevailing Wage Monitoring, Relocation, Seismic, Syndication Consultants, TCAC App/Allocation/Monitoring Fees.



COBBLESTONE VILLAGE APARTMENTS SUMMARY AND RECOMMENDATIONS

| | |
|------------|---|
| Applicant: | National Community Renaissance |
| Action: | Final Resolution |
| Amount: | \$8,000,000 |
| Purpose: | Finance an Affordable Multi-Family Rental Housing Facility Located in the City of Escondido, San Diego County, California |
| Activity: | Affordable Housing |
| Meeting: | August 10, 2018 |

Background:

Great feats are seldom the work of one, but the endeavor of many. National Community Renaissance (“National CORE”) understands that affecting prosperity, security, revitalization, and growth requires a concerted collaboration and is the result of shared ambitions. Part of that process is a commitment to go beyond bricks and mortar; to create healthy communities that thrive and prosper for many generations to come.

National CORE is a nonprofit affordable housing developer that builds and manages affordable housing communities. They enrich their rental properties with services proven to make a positive impact such as senior wellness initiatives, afterschool programs, and low-cost/free preschool.

At National CORE, they support families and seniors by providing housing communities that are affordable, safe and good quality. They enhance neighborhood stability through long-term management and maintenance, as well as services such as senior wellness, afterschool programs and preschool.

National CORE created the Hope Through Housing Foundation (“Hope”) in order to provide high quality services for seniors and children. Hope strives to meet or exceed nationally recognized benchmarks and best practices for senior and youth programs. It evaluates its program delivery and publishes the results on its website, www.hthf.org, every year.

National CORE has participated in approximately 100 projects, totaling over 8,000 units.

The Project:

The Cobblestone Village Apartments project is the acquisition/rehabilitation of a multi-family housing development located at 360 E. Washington Avenue in Escondido, CA. The project consists of 43 restricted rental units and 1 restricted manager unit. The project has 44 three-bedroom units. The renovations will include building exterior and interior upgrades. Building exterior renovations will consist of reroofing and a fresh coat of paint. Individual apartment units will be updated with replacement of countertops and cabinetry, replacement of flooring and windows, new refrigerators, ranges, range hoods and dishwashers. Lastly, common onsite area renovations will consist of parking lot upgrades, site fencing, playground improvements and replacing/upgrading building systems as necessary. This financing will preserve 44 units of affordable housing in the City of Escondido for the next 55 years.

The City of Escondido:

The City of Escondido is a member of the CMFA and held a TEFRA hearing on December 20, 2017. Upon closing, the City is expected to receive approximately \$3,593 as part of the CMFA's sharing of Issuance Fees.

Proposed Financing:

| Sources of Funds: | <u>Construction</u> | <u>Permanent</u> |
|-----------------------------|---------------------|------------------|
| Tax-Exempt Bond Proceeds: | \$ 7,000,000 | \$ 2,176,000 |
| LIH Tax Credit Equity: | \$ 0 | \$ 3,419,818 |
| Developer Equity: | \$ 0 | \$ 400,000 |
| Deferred Developer Fee: | \$ 0 | \$ 154,181 |
| City of Escondido: | \$ 2,795,652 | \$ 3,078,284 |
| Seller Carryback Loan: | \$ 0 | \$ 400,000 |
| HCD MHP Funds: | \$ 1,815,190 | \$ 1,815,190 |
| Net Income from Operations: | \$ 0 | \$ 167,368 |
| Total Sources: | \$ 11,610,842 | \$ 11,610,841 |

Uses of Funds:

| | |
|---------------------------------|---------------|
| Land Cost/Acquisition: | \$ 6,080,000 |
| Rehabilitation: | \$ 2,501,681 |
| Relocation: | \$ 44,000 |
| Contractor Overhead & Profit: | \$ 184,796 |
| Architectural Fees: | \$ 100,000 |
| Survey and Engineering: | \$ 52,000 |
| Construction Interest and Fees: | \$ 612,848 |
| Legal Fees: | \$ 135,000 |
| Reserves: | \$ 114,000 |
| Appraisal: | \$ 5,000 |
| Hard Cost Contingency: | \$ 268,648 |
| Other Soft Costs*: | \$ 248,640 |
| Developer Costs: | \$ 1,264,228 |
| Total Uses: | \$ 11,610,841 |

Terms of Transaction:

| | |
|--------------------|---------------------------|
| Amount: | \$8,000,000 |
| Maturity: | 17 years |
| Collateral: | Deed of Trust on property |
| Bond Purchasers: | Private Placement |
| Estimated Closing: | August 2018 |

Public Benefit:

A total of 44 low income households will continue to be able to enjoy high quality, independent, affordable housing in the City of Escondido for another 55 years.

Percent of Restricted Rental Units in the Project: 100%
32% (14 Units) restricted to 50% or less of area median income households; and
68% (30 Units) restricted to 60% or less of area median income households.
Unit Mix: 3-bedroom units
Term of Restriction: 55 years

Finance Team:

| | |
|-------------------|-------------------------------------|
| Lender: | Pacific Western Bank |
| Bond Counsel: | Orrick, Herrington & Sutcliffe, LLP |
| Issuer Counsel: | Jones Hall, APLC |
| Lender Counsel: | Kutak Rock LLP |
| Borrower Counsel: | Gubb & Barshay LLP |

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve a Final Resolution of \$8,000,000 for Cobblestone Village Apartments affordable multi-family housing facility located in the City of Escondido, San Diego County, California.

*Other Costs: These are costs that are categorized by CDLAC as “Other Costs” they may include the following; Accounting/Reimbursable, Appraisals, Audit Costs, Capital Needs Assessment, Contingency, Demolition & Environmental Remediation, Environmental Audit, Furnishings, Inspections, Insurance, Investor Due Diligence, Local Development Impact Fees, Marketing, Market Study, Operating Reserves, Permit Processing Fees, Prevailing Wage Monitoring, Relocation, Seismic, Syndication Consultants, TCAC App/Allocation/Monitoring Fees.

**The information mandated by California Government Code Section 5852.1, including the true interest cost, finance charge, amount of proceeds received from the sale, and the total payment amount to final maturity is attached to this report.



ONE CHURCH STREET APARTMENTS SUMMARY AND RECOMMENDATIONS

Applicant: BRIDGE Housing Corporation

Action: Final Resolution

Amount: \$30,000,000

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

Activity: Affordable Housing

Meeting: August 10, 2018

Background:

BRIDGE Housing Corporation (“BRIDGE”) is one of the country’s premier developers of affordable housing and master planned developments. Their mission is to produce large volumes of high-quality homes for seniors and families of very low, low and moderate-incomes. Since beginning active operations in 1983, BRIDGE has participated in the development of over 13,000 housing units in over 80 California communities, valued at more than \$3 billion. BRIDGE Property Management Company has had the management capacity to maintain quality standards and community responsiveness in nearly 8,000 rental units.

BRIDGE builds a range of housing types that both fit comfortably into their surroundings and act as a catalyst for revitalizing and strengthening neighborhoods. BRIDGE not only specializes in bringing affordable housing to all income levels, but it also works to develop housing for all age levels. BRIDGE has been a leader in providing high-quality affordable housing for seniors, helping to enhance the lives of all members of a community. The vast majority of the homes built by BRIDGE are affordable to families who earn approximately \$15,000 - \$50,000. The remainder is primarily affordable to households with moderate incomes. Approximately 78% of BRIDGE units are rentals; the balance of which is comprised of for-sale units affordable to first time homebuyers. BRIDGE is known for creating award winning affordable homes that not only depict the character of the community, but also display the same quality of design and construction as market rate housing.

The CMFA has facilitated over 10 BRIDGE projects.

The Project:

The One Church Street Apartments project is an acquisition/rehabilitation of a 93-unit multi-family affordable housing project that was completed in 2002 by BRIDGE Housing for residents earning between 50% and 60% of area median income. The property is centrally located in San Francisco in the amenity-rich Duboce Triangle neighborhood. The project site is approximately 1.3 acres and occupies an entire city block bounded by Hermann Street to the north, Church Street to the west, Webster Street to the east, and Duboce Avenue to the south. The project consists of two buildings of 4-5 stories of wood frame connected by a landscaped courtyard built atop a concrete podium garage containing 94 parking spaces. The exterior walls are comprised of painted stucco. Residents enjoy several amenities in the building in addition to the landscaped courtyard, including a community room and laundry rooms on each floor. The building includes one-, two-, and three-bedroom units and is serviced by two elevators. This financing will create 92 units of affordable housing for the City of San Francisco for 55 years.

The City and County of San Francisco:

The City and County of San Francisco are members of the CMFA and held the TEFRA hearing and approved the resolution on December 12, 2017. Upon closing, the City and County are expected to receive approximately \$8,859 as part of the CMFA's sharing of Issuance Fees.

Proposed Financing:

Sources of Funds:

| | |
|---|---------------------|
| Tax-Exempt Bond Proceeds A: | \$ 14,150,000 |
| Tax-Exempt Bond Proceeds B: | \$ 15,350,000 |
| Recast MOHCD Loans: | \$ 12,927,684 |
| Deferred Developer Fee: | \$ 950,000 |
| GP Capital (Short Term Repairs): | \$ 800,000 |
| GP Capital (Recontributed Developer Fee): | \$ 2,008,577 |
| Seller Carryback Loan: | <u>\$ 3,776,761</u> |
| Total Sources: | \$ 49,963,022 |

Uses of Funds:

| | |
|----------------------------|---------------------|
| Acquisition/Land Purchase: | \$ 25,625,000 |
| Construction: | \$ 13,428,571 |
| Hard Cost Contingency: | \$ 2,159,314 |
| Developer Fee: | \$ 4,000,000 |
| Soft Costs: | <u>\$ 4,750,000</u> |
| Total Uses: | \$ 49,963,022 |

Terms of Transaction:

| | |
|--------------------|--|
| Amount: | \$30,000,000 |
| Maturity: | A Bonds 30 years B Bonds 2 years |
| Collateral: | A Bonds - Deed of Trust on property B Bonds - Cash Collateralized |
| Offering: | Public |
| Bond Purchasers: | Institutional and Retail Investors |
| Expected Rating: | AA+ S&P Global Ratings |
| Estimated Closing: | August 2018 |

Public Benefit:

A total of 92 families will continue to enjoy high quality, independent, affordable housing in the City of San Francisco, California.

Percent of Restricted Rental Units in the Project: 100%
68% (63 Units) restricted to 50% or less of area median income households; and
32% (29 Units) restricted to 60% or less of area median income households
Unit Mix: One-, two- and three-bedrooms
Term of Restriction: 55 years

Finance Team:

| | |
|----------------------|--|
| Underwriter: | Stifel, Nicolaus & Company |
| Lender: | PGIM Real Estate Finance |
| Bond Counsel: | Orrick, Herrington & Sutcliffe, LLP |
| Co Bond Counsel: | Amira Jackmon |
| Issuer Counsel: | Jones Hall, APLC |
| Underwriter Counsel: | Tiber Hudson LLC |
| Lender Counsel: | Cassin & Cassin LLP |
| Borrower Counsel: | Lubin Olson & Niewiadomski, LLP |
| Financial Advisor: | California Housing Partnership Corporation |

Recommendation:

The Executive Director recommends that the CMFA Board of Directors approve a Final Resolution of \$30,000,000 for One Church Street Apartments affordable multi-family housing facility located in the City and County of San Francisco, California.

*Other Costs: These are costs that are categorized by CDLAC as “Other Costs” they may include the following; Accounting/Reimbursable, Appraisals, Audit Costs, Capital Needs Assessment, Contingency, Demolition & Environmental Remediation, Environmental Audit, Furnishings, Inspections, Insurance, Investor Due Diligence, Local Development Impact Fees, Marketing, Market Study, Operating Reserves, Permit Processing Fees, Prevailing Wage Monitoring, Relocation, Seismic, Syndication Consultants, TCAC App/Allocation/Monitoring Fees.

**The information mandated by California Government Code Section 5852.1, including the true interest cost, finance charge, amount of proceeds received from the sale, and the total payment amount to final maturity is attached to this report.



INFORMATIONAL ITEMS FOR THE CMFA SUMMARY AND RECOMMENDATIONS

Item: Administrative Issues; A., B., C., D., E., F., G., H., I.

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. Audits Update
- I. 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).

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
 - ix. Governmental entities, if the donation will supplant governmental funds
2. A staff report must be provided to the Board at least 24 hours before donations are recommended or approved. Funds will not be disbursed on a cash advance basis.
3. CFSC staff may publicize donations in order to leverage the benefits to CMFA and CFSC of this unique charitable giving program. CFSC staff, and not board members, should be the point of contact with municipal staff, elected officials, recipient and press in coordinating and publicizing all donations to avoid even the appearance that board members are serving their personal or financial interests in recommending 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, Victims of Abuse, Neglect or Crime, Disabled Veterans
5. Staff will distribute and process all charitable grants.

| Name | Nominated | Page # |
|---|------------------|---------------|
| American Family Housing | 08/10/2018 | 2 |
| Bay Area Children's Theater | 08/10/2018 | 3 |
| Amazing Surf Adventures | 07/20/2018 | 1 |
| Boys & Girls Club of the Redwoods | 07/20/2018 | 4 |
| Classics for Kids, Inc. | 07/20/2018 | 8 |
| Family Dynamics Resource Center | 07/20/2018 | 10 |
| Injured Marine Semper Fi Fund | 07/20/2018 | 11 |
| One Safe Place | 07/20/2018 | 12 |
| Stanford Youth Solutions | 07/20/2018 | 15 |
| The Child Abuse Prevention Center | 07/20/2018 | 16 |
| Training Employment and Community Help, Inc. | 07/20/2018 | 17 |
| California Association of Food Banks | 06/29/2018 | 5 |
| California Veterans Assistance Foundation, Inc. | 06/29/2018 | 6 |
| Cancer Angels of San Diego | 06/29/2018 | 7 |
| Oscar De La Hoya Foundation | 06/29/2018 | 14 |
| Desert Hot Springs Microloan, Inc. | 02/02/2018 | 9 |
| Orange County Rescue Mission, Inc. | 10/06/2017 | 13 |

Index of Charities

| Name | List Date | Page # |
|---|-----------|--------|
| Amazing Surf Adventures | 7/20/2018 | 1 |
| American Family Housing | 8/10/2018 | 2 |
| Bay Area Children's Theater | 8/10/2018 | 3 |
| Boys & Girls Club of the Redwoods | 7/20/2018 | 4 |
| California Association of Food Banks | 6/29/2018 | 5 |
| California Veterans Assistance Foundation, Inc. | 6/29/2018 | 6 |
| Cancer Angels of San Diego | 6/29/2018 | 7 |
| Classics for Kids, Inc. | 7/20/2018 | 8 |
| Desert Hot Springs Microloan, Inc. | 2/2/2018 | 9 |
| Family Dynamics Resource Center | 7/20/2018 | 10 |
| Injured Marine Semper Fi Fund | 7/20/2018 | 11 |
| One Safe Place | 7/20/2018 | 12 |
| Orange County Rescue Mission, Inc. | 10/6/2017 | 13 |
| Oscar De La Hoya Foundation | 6/29/2018 | 14 |
| Stanford Youth Solutions | 7/20/2018 | 15 |
| The Child Abuse Prevention Center | 7/20/2018 | 16 |
| Training Employment and Community Help, Inc. | 7/20/2018 | 17 |

Amazing Surf Adventures
PO Box 1581
San Luis Obispo , CA 93401 County San Luis Obispo
amazingsurfadventures.org/programs/operation-surf-4-veterans/
FEIN 26-3661313 Founded: 2008

Previous Donation: ☐ Yes ☒ No

List Date 7/20/2018

Mission:

Operation Surf 4 Veterans is a 6-month, locally-focused program that provides wounded vets with an opportunity to bond through surfing, keep each other motivated, and move forward in life with a new perspective. At the end of the program, veterans graduate with a new sense of community, plus a new wetsuit and a surfboard to call their own.

Veterans pay nothing to participate in Operation Surf 4 Veterans; all expenses are taken care of through generous financial and in-kind contributions from our sponsors and donors.

This program currently takes place in San Luis Obispo, CA, but there are plans underway to expand it to additional locations in the future.

Impact:

Any donation would be restricted to Operation Surf 4 Veterans

Financial Information: IRS Form 990 for FY 2017

| Revenues: | Amount | % | Notes |
|-------------------------|------------------|---------------|-------|
| Government/Earned | | | |
| Contributions | 305,049 | 100.0% | |
| Other | 4 | 0.0% | |
| Total Revenue: | <u>\$305,053</u> | <u>100.0%</u> | |
| Expenses: | | | |
| Program | \$224,944 | 83.1% | |
| Administration | 45,699 | 16.9% | |
| Fund Raising | | | |
| Total Expenses: | <u>\$270,643</u> | <u>100.0%</u> | |
| Excess/(Deficit) of | | | |
| Revenues Over Expenses: | <u>\$34,410</u> | | |
| Net Assets: | <u>\$104,152</u> | | |

BOD: Van Curaza; Brent Edwards; Mike Harvison; Richard Martin; Carolyn O'Connell; David Hergenroeder; Eric Thiesmeyer; Dana Ainsworth; Amanda Curaza

American Family Housing

15161 Jackson St.

Midway , CA 92655

County

Orange

afhusa.org

FEIN

33-0071782

Founded: 1985

Previous Donation: ☐ Yes ☒ No

List Date 8/10/2018

Mission:

What began as one home in Santa Ana and a food distribution project in Westminster has consistently expanded over time. Founder Jim Miller, an accountant, started his commitment to bettering the lives of others as a concerned citizen using his own money to pay the rent for an elderly homeless woman from his church and to feed the homeless in a local park. From modest beginnings that included renting one single-family home in Santa Ana for homeless mentally ill adults and operating a small food distribution project in Westminster, AFH's work serving homeless and low-income families with their basic needs of shelter, food, and clothing has never strayed far from the roots established by its caring founder. American Family Housing is a nonprofit organization that provides a continuum of housing and services to ensure long term housing stability. AFH operates in Los Angeles, Orange, and San Bernardino continually expanding housing and services each year to meet the needs of communities.

Impact:

A donation would assist the organization in the furtherance of their mission

Financial Information:

IRS Form 990 for FY 2016

| Revenues: | Amount | % | Notes |
|---|--------------------|---------------|-------|
| Government/Earned | \$3,741,841 | 84.8% | |
| Contributions | 648,143 | 14.7% | |
| Other | <u>22,329</u> | <u>0.5%</u> | |
| Total Revenue: | <u>\$4,412,313</u> | <u>100.0%</u> | |
| Expenses: | | | |
| Program | \$2,996,385 | 77.3% | |
| Administration | 777,450 | 20.1% | |
| Fund Raising | <u>101,663</u> | <u>2.6%</u> | |
| Total Expenses: | <u>\$3,875,498</u> | <u>100.0%</u> | |
| Excess/(Deficit) of Revenues Over Expenses: | <u>\$536,815</u> | | |
| Net Assets: | <u>\$4,808,933</u> | | |

BOD: Tom Burnham; Craig A. Barbarosh; Father Bill Barman; Mark Hoover; William Odell; Pastor Rosie Wilkins; Ernesto Maldonado; Mike Murphy; Javier F. Gutierrez; Michael S. Aimola; Lauren Ellermeyer; Mark D. Whalen; Nimish Patel; Glenn Williams

Bay Area Children's Theater

6114 La Salle Ave #431

Oakland , CA 94611

County

bactheatre.org

FEIN

55-0871317

Founded: 2004

Previous Donation: ☒ Yes ☐ No 10,000 9/15/2017 List Date 8/10/2018

Mission:

We founded BACT in 2004 to enrich children's lives, inspire their imagination, and introduce them to lifelong enjoyment of theatre. Today, we serve more than 90,000 children and adults each year with:

Professional productions specially designed to engage young audiences

Theatre education for students in more than 10 East Bay communities

Our goal in all we do is to bring high-quality artistic experiences to the families of the Bay Area.

Impact:

A donation would assist them in the furtherance of their mission in schools in Oakland, Richmond and Berkeley.

Financial Information: IRS Form 990 for FY 2017

| Revenues: | Amount | % | Notes |
|---|--------------------|---------------|-------|
| Government/Earned | \$2,558,925 | 88.2% | |
| Contributions | 340,521 | 11.7% | |
| Other | <u>2,715</u> | <u>0.1%</u> | |
| Total Revenue: | <u>\$2,902,161</u> | <u>100.0%</u> | |
| Expenses: | | | |
| Program | \$2,394,846 | 83.1% | |
| Administration | 377,802 | 13.1% | |
| Fund Raising | <u>109,061</u> | <u>3.8%</u> | |
| Total Expenses: | <u>\$2,881,709</u> | <u>100.0%</u> | |
| Excess/(Deficit) of Revenues Over Expenses: | <u>\$20,452</u> | | |
| Net Assets: | <u>(\$110,154)</u> | | |

BOD: Marcia Linn; Paul Sugarman; Carolyn Heywood; Vivian Auslander; Holly Below; Steve Giacomo; Andrew Leavitt; Robin MacGilivray; Risa Nye; Micki Miller; Suzie Shepard; Mary Heki; Sandra Weingart; Victoria Larson; Aldoria Clotney; Chuck Kapelke; Gemma Bulos

Boys & Girls Club of the Redwoods

3117 Prospect Ave

Eureka , CA

95503

County

Siskiyou

N/A

FEIN

94-2184464

Founded: 1975

Previous Donation: ☐ Yes ☒ No

List Date 7/20/2018

Mission:

WE EMPOWER YOUTH TO REACH THEIR FULL POTENTIAL AS RESPONSIBLE, CARING AND PRODUCTIVE CITIZENS THROUGH PROFESSIONALLY LED PROGRAMS AND ACTIVITIES THAT ARE FUN, POSITIVE, AND RELEVANT, IN A SAFE, SUPPORTIVE AND HEALTHY ENVIRONMENT.

Impact:

A donation would assist the organization in the furtherance of their mission

Financial Information:

IRS Form 990 for FY 2016

| Revenues: | Amount | % | Notes |
|---|------------------|---------------|-------|
| Government/Earned | \$218,684 | 24.3% | |
| Contributions | 680,028 | 75.6% | |
| Other | <u>979</u> | <u>0.1%</u> | |
| Total Revenue: | <u>\$899,691</u> | <u>100.0%</u> | |
| Expenses: | | | |
| Program | \$584,872 | 68.6% | |
| Administration | 257,771 | 30.2% | |
| Fund Raising | <u>9,781</u> | <u>1.1%</u> | |
| Total Expenses: | <u>\$852,424</u> | <u>100.0%</u> | |
| Excess/(Deficit) of Revenues Over Expenses: | <u>\$47,267</u> | | |
| Net Assets: | <u>\$964,810</u> | | |

BOD: Rodney Strom; Christine Chappell; Mark Wetzell; Wendy Kerr; Dylan Sacco; Chris Miller; Dale Warmuth; Chris Kerrigan; David Wells; Phillip Smith-Hanes; Phillip Nicklas; Dave Smith; Anita Beers; Dennis Hunter; Susan Strom; Lyn Scott De Carvahlo

California Association of Food Banks

1624 Franklin Street, Suite 722

Oakland , CA 94612

County

Alameda

www.cafoodbanks.org

FEIN

68-0392816

Founded: 1985

Previous Donation: ☒ Yes ☐ No 50,000 6/8/2018 List Date 6/29/2018

Mission:

California Association of Food Banks (CAFB) is a membership organization of 41 food banks from throughout the state with a shared mission to build a well-nourished California and a firm commitment to providing cutting-edge leadership in the anti-hunger community.

Our major programs include Farm to Family, which works with growers and packers to provide fresh produce to food banks; statewide programs for food stamp outreach and enrollment; robust state and federal advocacy efforts; produce education; and member services that offer assistance with special projects as well as technical support.

Impact:

A donation would assist the organization in their mission of ending hunger in California

Financial Information:

IRS Form 990 for FY 2014

| Revenues: | Amount | % | Notes |
|---|---------------------|---------------|--|
| Government/Earned | \$15,821,306 | 91.7% | Please see the attached listing of individual food banks that are a member of this coalition. If you wish to donate to one of them specifically, Please indicate in your resolution. |
| Contributions | 1,425,440 | 8.3% | |
| Other | <u>10,700</u> | <u>0.1%</u> | |
| Total Revenue: | <u>\$17,257,446</u> | <u>100.0%</u> | |
| Expenses: | | | |
| Program | \$15,963,692 | 96.3% | |
| Administration | 522,948 | 3.2% | |
| Fund Raising | <u>89,752</u> | <u>0.5%</u> | |
| Total Expenses: | <u>\$16,576,392</u> | <u>100.0%</u> | |
| Excess/(Deficit) of Revenues Over Expenses: | <u>\$681,054</u> | | |
| Net Assets: | <u>\$2,898,444</u> | | |

BOD: Andy Souza; Nicole Suydam; Lisa Houston; James Floros; Kathy Jackson; David Goodman; Anne Holcomb; Michael Flood; Larry Sly; Dave Martinez; Tom Tenorio; Shirley King; Mark Lowry; Kevin Sanchez; Al Brislain; Sara Griffen; Patricia L. Nickols-Butler;

California Veterans Assistance Foundation, Inc.

1400 Easton Drive, Suite 102

Bakersfield , CA 93309

County

Kern

www.cavaf.org

FEIN

30-0186044

Founded: 2003

Previous Donation: ☒ Yes ☐ No 10,000 10/31/2014 List Date 6/29/2018

Mission:

Mission Statement: To serve veterans and other individuals and their families who are homeless, at risk and low income. To restore and improve lives by alleviating homelessness through information, advocacy, and service.

Donations and grants help CVAF provide an ever-growing number of veterans with much-needed services. Sadly we are not able to help every veteran that applies for help at this time. Donations of all kinds help us to widen the pool of resources we can provide and increase the number of people we can help directly.

Impact:

A donation would be used to assist the program.

Financial Information:

IRS Form 990 for FY 2016

| Revenues: | Amount | % | Notes |
|---|--------------------|---------------|-------|
| Government/Earned | \$1,729,159 | 88.0% | |
| Contributions | 217,258 | 11.1% | |
| Other | <u>19,239</u> | <u>1.0%</u> | |
| Total Revenue: | <u>\$1,965,656</u> | <u>100.0%</u> | |
| Expenses: | | | |
| Program | \$1,991,927 | 91.4% | |
| Administration | 108,846 | 5.0% | |
| Fund Raising | <u>79,078</u> | <u>3.6%</u> | |
| Total Expenses: | <u>\$2,179,851</u> | <u>100.0%</u> | |
| Excess/(Deficit) of Revenues Over Expenses: | <u>(\$214,195)</u> | | |
| Net Assets: | <u>\$1,563,411</u> | | |

BOD: Robert R. Piaro; Deborah Johnson; Smoki Francisco; Tim Maples; Michael Hikel

Cancer Angels of San Diego

1915 Aston Ave.

Carlsbad , CA 92008

County

San Diego

cancerangelsofsandiego.com

FEIN

26-1099989

Founded: 2007

Previous Donation: ☒ Yes ☐ No 15,000 3/18/2016 List Date 6/29/2018

Mission:

We are an all volunteer, non-profit organization in which over 90% of the revenues go directly to help the person in need, the stage IV cancer patient.

Why Help Cancer Angels of San Diego (CASD)?

Unlike the larger, national organizations who primarily fund research and education, CASD is community focused and provides direct relief for patients in San Diego County with any type of Stage IV cancer who are struggling with severe financial difficulties.

Impact:

A donation would assist the organization in the furtherance of their mission

Financial Information:

IRS Form 990-EZ for FY 2017

| Revenues: | Amount | % | Notes |
|-------------------------|-----------------|---------------|-------|
| Government/Earned | | | |
| Contributions | 62,048 | 100.0% | |
| Other | | | |
| Total Revenue: | <u>\$62,048</u> | <u>100.0%</u> | |
| Expenses: | | | |
| Program | \$56,698 | 100.0% | |
| Administration | | | |
| Fund Raising | | | |
| Total Expenses: | <u>\$56,698</u> | <u>100.0%</u> | |
| Excess/(Deficit) of | | | |
| Revenues Over Expenses: | <u>\$5,350</u> | | |
| Net Assets: | <u>\$35,428</u> | | |

BOD: Bruce Beutler; Fred Frumin; John Evans; Kiptyn Locke; Earl Beutler; Pat Hall

Classics for Kids, Inc.

3740 Fourth Avenue

San Diego , CA 92103

County

San Diego

<http://classicsforkids.com/>

FEIN

33-0706949

Founded: 1994

Previous Donation: ☐ Yes ☒ No

List Date 7/20/2018

Mission:

Classics 4 Kids provides critical music education through culturally diverse professional orchestra concerts, in-school workshops and programming at local hospitals and community events. Our mission is to further academic advancement, personal growth and creativity.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information:

IRS Form 990 for FY 2017

| Revenues: | Amount | % | Notes |
|---|------------------|---------------|-------|
| Government/Earned | \$185,386 | 49.7% | |
| Contributions | 187,807 | 50.3% | |
| Other | | | |
| Total Revenue: | <u>\$373,193</u> | <u>100.0%</u> | |
| Expenses: | | | |
| Program | \$280,242 | 81.2% | |
| Administration | 27,333 | 7.9% | |
| Fund Raising | <u>37,598</u> | <u>10.9%</u> | |
| Total Expenses: | <u>\$345,173</u> | <u>100.0%</u> | |
| Excess/(Deficit) of Revenues Over Expenses: | <u>\$28,020</u> | | |
| Net Assets: | <u>\$58,787</u> | | |

BOD: Marc Duggan; Angela Wang; Susan Roth; John Rush; Kevin Fannan; Gaston Guerrero

Desert Hot Springs Microloan, Inc.

66860 3rd Street

Desert Hot Springs , CA 92240 County Riverside

deserthotspringsmicroloan.com

FEIN 47-4516575 Founded: 2015

Previous Donation: ☒ Yes ☐ No 20,000 2/3/2017 List Date 2/2/2018

Mission:

Our goal is to provide low/no interest loans to start-ups and small businesses needing capital to expand. Our staff is totally volunteer with as close to 100% of all donated money as possible used for loans. Our administration costs have been donated by our volunteers to this point.

Desert Hot Springs is one of the poorest communities in California. We are a bedroom community that provides housing for many of the low wage workers who provide the labor force for the western Coachella Valley. Desert Hot Springs Microloan, Inc.' goal is to kickstart the creation of small businesses in Desert Hot Springs.

Impact:

A donation would be used to assist in the start up of the program

Financial Information: IRS Form 990-EZ for FY 2017

| Revenues: | Amount | % | Notes |
|-------------------------|-----------------|---------------|-------|
| Government/Earned | | | |
| Contributions | 20,110 | 100.0% | |
| Other | | | |
| Total Revenue: | <u>\$20,110</u> | <u>100.0%</u> | |
| Expenses: | | | |
| Program | \$195 | 100.0% | |
| Administration | | | |
| Fund Raising | | | |
| Total Expenses: | <u>\$195</u> | <u>100.0%</u> | |
| Excess/(Deficit) of | | | |
| Revenues Over Expenses: | <u>\$19,915</u> | | |
| Net Assets: | <u>\$49,805</u> | | |

BOD: Amando Rodriguez; Reggie Bickford; Carmen Valles; Kephyan Sheppard; Anayeli Zavala

Family Dynamics Resource Center

PO Box 990207

Redding , CA 96099

County

Shasta

familydynamics.info

FEIN

90-0633321

Founded: 2013

Previous Donation: ☐ Yes ☒ No

List Date 7/20/2018

Mission:

Reduce incidences of child maltreatment through positive parent education and interventions; to help strengthen the bonds between parents and children.

Treatment of Trauma & Mental Illness

Marriage / Family Counseling & Relationship Education

Provide low cost family activities to help educate and initiate "easy to do" fun activities for kids.

Volunteer awareness education with community agencies networking.

Screen for immediate family needs and risk factors.

Impact:

A donation would assist the organization in the furtherance of their mission

Financial Information:

IRS Form 990 for FY 2016

| Revenues: | Amount | % | Notes |
|-------------------------|------------------|---------------|-------|
| Government/Earned | \$309,250 | 100.0% | |
| Contributions | | | |
| Other | | | |
| Total Revenue: | <u>\$309,250</u> | <u>100.0%</u> | |
| Expenses: | | | |
| Program | \$264,593 | 100.0% | |
| Administration | | | |
| Fund Raising | | | |
| Total Expenses: | <u>\$264,593</u> | <u>100.0%</u> | |
| Excess/(Deficit) of | | | |
| Revenues Over Expenses: | <u>\$44,657</u> | | |
| Net Assets: | <u>\$70,957</u> | | |

BOD: Sandra Wilson; Romi Uribe; Marlene Gerboth; Treva Forrister

Injured Marine Semper Fi Fund

Box 555193

Camp Pendleton , CA 92055 County San Diego

www.semperfifund.org

FEIN 26-0086305 Founded: 2004

Previous Donation: ☐ Yes ☒ No

List Date 7/20/2018

Mission:

The Semper Fi Fund provides assistance to post-9/11 combat wounded, critically ill and catastrophically injured members of all branches of the U.S. Armed Forces, and their families, ensuring that they have the resources they need during their recovery and transition back to their communities.

We work to ensure that no one is left behind. We achieve this through three inter-related programs that address body, mind and spirit to encompass all aspects of recovery and transition - Family Support Program, Transition Program and Wellness Program.

Impact:

A donation would assist the organization in the furtherance of their mission

Financial Information: IRS Form 990 for FY 2017

| Revenues: | Amount | % | Notes |
|-------------------------|---------------------|---------------|-------|
| Government/Earned | | | |
| Contributions | 35,818,940 | 98.9% | |
| Other | <u>408,857</u> | <u>1.1%</u> | |
| Total Revenue: | <u>\$36,227,797</u> | <u>100.0%</u> | |
| Expenses: | | | |
| Program | \$29,424,862 | 91.8% | |
| Administration | 1,782,913 | 5.6% | |
| Fund Raising | <u>840,988</u> | <u>2.6%</u> | |
| Total Expenses: | <u>\$32,048,763</u> | <u>100.0%</u> | |
| Excess/(Deficit) of | | | |
| Revenues Over Expenses: | <u>\$4,179,034</u> | | |
| Net Assets: | <u>\$22,501,314</u> | | |

BOD: Gen James Amos USMC Ret; Annette Conway; Robert Bowlin; Wendy Lethin; Karen Guenther; Bonnie Amos; John Campbell; Edward Kim Foley III; Carlton Kent; John Sattler; James Weiskopt; James Wright; Tom Benoit; Susan Rocco; Sonria Saylor

One Safe Place

PO Box 991060

Redding , CA 96099

County

Shasta

www.shastawomensrefuge.org

FEIN

94-2663045

Founded: 1983

Previous Donation: ☐ Yes ☒ No

List Date 7/20/2018

Mission:

TO HELP END DOMESTIC VIOLENCE AND SEXUAL ASSAULT IN SHASTA COUNTY WE ARE COMMITTED TO PROVIDING VICTIMS OF DOMESTIC VIOLENCE AND SEXUAL ASSAULT WITH THE RESOURCES NEEDED FOR SAFETY, HEALING, AND PREVENTION OF FURTHER VICTIMIZATION WE WORK WITH OUR COMMUNITY TO PROMOTE AND PARTICIPATE IN INTERVENTION, EDUCATION AND ADVOCACY TO PREVENT RELATIONAL, FAMILY, AND SEXUAL VIOLENCE

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information:

IRS Form 990 for FY 2017

| Revenues: | Amount | % | Notes |
|---|--------------------|---------------|-------|
| Government/Earned | \$800,833 | 43.3% | |
| Contributions | 1,051,435 | 56.8% | |
| Other | (632) | -0.0% | |
| Total Revenue: | <u>\$1,851,636</u> | <u>100.0%</u> | |
| Expenses: | | | |
| Program | \$1,645,349 | 74.3% | |
| Administration | 365,859 | 16.5% | |
| Fund Raising | <u>203,163</u> | <u>9.2%</u> | |
| Total Expenses: | <u>\$2,214,371</u> | <u>100.0%</u> | |
| Excess/(Deficit) of Revenues Over Expenses: | <u>(\$362,735)</u> | | |
| Net Assets: | <u>\$3,078,362</u> | | |

BOD: Jean Blankenship; Sandie Mornson; Barbara Harrison; Kristy Lanham; Joe Chimenti; Jay Farquhar; Jennifer Scarborough; Francie Sullivan; Matt Moseley; Jan Skipitis; Joseph Bowers; Christopher Haedrich; Stephen Campbell; Charles Menoher; Brent Weaver

Orange County Rescue Mission, Inc.

1 Hope Drive

Tustin , CA 92782

County

Orange

www.rescuemission.org

FEIN

95-2479552

Founded: 1965

Previous Donation: ☐ Yes ☒ No

List Date 10/6/2017

Mission:

OUR MISSION

To minister the love of Jesus Christ to the Least, the Last, and the Lost of our Community through the provision of assistance in the areas of guidance, counseling, education, job training, shelter, food, clothing, health care and independent living communities.

OUR PHILOSOPHY

To operate in a dynamic, entrepreneurial manner, expecting to grow and expand numerically, programmatically, and geographically. We seek to be constantly challenged with fresh vision and well-prepared strategies that originate with the President and the senior professional staff, and that are refined, confirmed, and approved by the Board of Directors.

Impact:

A donation would assist the organization in the furtherance of their mission.

Financial Information:

IRS Form 990 for FY 2015

| Revenues: | Amount | % | Notes |
|---|---------------------|---------------|--|
| Government/Earned | \$285,514 | 1.9% | Serves all. No attendance at any religious service is required but is available. |
| Contributions | 14,536,346 | 97.6% | |
| Other | <u>67,784</u> | <u>0.5%</u> | |
| Total Revenue: | <u>\$14,889,644</u> | <u>100.0%</u> | |
| Expenses: | | | |
| Program | \$7,480,830 | 69.8% | |
| Administration | 1,085,002 | 10.1% | |
| Fund Raising | <u>2,144,241</u> | <u>20.0%</u> | |
| Total Expenses: | <u>\$10,710,073</u> | <u>100.0%</u> | |
| Excess/(Deficit) of Revenues Over Expenses: | <u>\$4,179,571</u> | | |
| Net Assets: | <u>\$45,133,696</u> | | |

BOD: Steve Callahan; Mark Conzelman; Ralph Duff; Christopher Ferebee; William Guard; Bart Hansen; Jackie Nowlin; Joe Olmans; Jim Palmer

Oscar De La Hoya Foundation

626 Wilshire Blvd

Los Angeles , CA

90017

County

Los Angeles

FEIN

95-4586767

Founded: 1998

Previous Donation:

☒ Yes

☐ No

70,000

10/27/2017

List Date

6/29/2018

Mission:

To provide scholarships and other benefits to the underprivileged youth.

Impact:

A donation would be used to provide equipment and other items for gyms.

Financial Information:

IRS Form 990-PF for FY 2016

| Revenues: | Amount | % | Notes |
|---|------------------|---------------|--|
| Government/Earned | | | A donation would was made in October 2017. |
| Contributions | 342,956 | 99.1% | |
| Other | <u>2,946</u> | <u>0.9%</u> | |
| Total Revenue: | <u>\$345,902</u> | <u>100.0%</u> | |
| Expenses: | | | |
| Program | \$311,060 | 100.0% | |
| Administration | | | |
| Fund Raising | | | |
| Total Expenses: | <u>\$311,060</u> | <u>100.0%</u> | |
| Excess/(Deficit) of Revenues Over Expenses: | <u>\$34,842</u> | | |
| Net Assets: | <u>\$303,434</u> | | |

BOD: Oscar De La Hoya; Glenn Dryfoos; Emanuel Brefin; Armando Gaytan; Raul Gutierrez

Stanford Youth Solutions
8912 Volunteer Lane
Sacramento , CA 95826 County Sacramento
www.youthsolutions.org

FEIN 68-0065690 Founded: 1988

Previous Donation: ☒ Yes ☐ No 30,000 6/23/2017 List Date 7/20/2018

Mission:

Stanford Youth Solutions empowers youth and families to solve serious challenges that threaten their ability to stay together. We provide intensive, individualized programs that are proven effective for young people and families in difficult circumstances. They become stable and capable through our research-based, individualized approach.

Mission: Inspiring sustainable change for young people and their families and empowering them to solve serious challenges together.

Vision: We envision a community where every young person has strong and permanent connections to family and the opportunity to develop as a healthy and productive young adult.

Values: Accountability, Empowerment, Excellence, Innovation, Integrity, Partnership

Impact:

Stanford Youth Solutions is working to establish a special program targeted to Yolo County, which will focus services on an area of high need.

Financial Information: IRS Form 990 for FY 2016

| Revenues: | Amount | % | Notes |
|---|---------------------|---------------|-------|
| Government/Earned | \$10,776,443 | 94.8% | |
| Contributions | 522,205 | 4.6% | |
| Other | <u>63,807</u> | <u>0.6%</u> | |
| Total Revenue: | <u>\$11,362,455</u> | <u>100.0%</u> | |
| Expenses: | | | |
| Program | \$9,312,691 | 82.8% | |
| Administration | 1,503,881 | 13.4% | |
| Fund Raising | <u>423,924</u> | <u>3.8%</u> | |
| Total Expenses: | <u>\$11,240,496</u> | <u>100.0%</u> | |
| Excess/(Deficit) of Revenues Over Expenses: | <u>\$121,959</u> | | |
| Net Assets: | <u>\$10,582,609</u> | | |

BOD: Eileen M. Diepenbrock; Geraldine Jimenez; Greg Patton; Bob McKenzie; Jennifer Goode; Stacey Divine; Alberto Caton; Jonathan Nelson; Mark Roese; Mike Gazda; Suzanne Brehm; Leonard R. Simpson; John Oehmke

The Child Abuse Prevention Center

4700 Roseville Road

North Highlands , CA 95660

County

Sacramento

www.thecapcenter.org

FEIN

94-2833431

Founded: 1982

Previous Donation: ☐ Yes ☒ No

List Date 7/20/2018

Mission:

For nearly 40 years, The Child Abuse Prevention Center has been a state, national and international service, training, advocacy and resource center dedicated to protecting children and building healthy families. Known as the CAP Center and located in Sacramento, California, it is home to five unique agencies. Each agency takes a different but complementary approach to preventing child abuse by providing an array of programs to build strong families and keep children safe.

Impact:

A donation would assist the organization in the furtherance of their mission

Financial Information:

IRS Form 990 for FY 2016

| Revenues: | Amount | % | Notes |
|---|--------------------|---------------|-------|
| Government/Earned | \$5,776,401 | 97.0% | |
| Contributions | 176,294 | 3.0% | |
| Other | <u>4,517</u> | <u>0.1%</u> | |
| Total Revenue: | <u>\$5,957,212</u> | <u>100.0%</u> | |
| Expenses: | | | |
| Program | \$5,689,454 | 93.4% | |
| Administration | 388,243 | 6.4% | |
| Fund Raising | <u>11,321</u> | <u>0.2%</u> | |
| Total Expenses: | <u>\$6,089,018</u> | <u>100.0%</u> | |
| Excess/(Deficit) of Revenues Over Expenses: | <u>(\$131,806)</u> | | |
| Net Assets: | <u>\$2,994,536</u> | | |

BOD: Nicole Sayers; Austin Bishop; Ken Blomsterberg; Judie Boehmer; Daniel Falco; Diane Galati; Rachel Falsette; Tamar Garrett; Monica Perez; Tony Harris; plus 8 additional

Training Employment and Community Help, Inc.

112 E. 2nd St

Alturas , CA 96101

County

Modoc

www.teachinc.org

FEIN

94-2578204

Founded: 1993

Previous Donation: ☒ Yes ☐ No 5,000 8/4/2017 List Date 7/20/2018

Mission:

T.E.A.C.H., Inc. is a broad based, multi-purpose non-profit 501(c)3 organization that was established in 1979. We administer a wide variety of programs funded by grants Federal, State and private funding sources. T.E.A.C.H. provides services to the entire population of Modoc County, not just the low income. Many programs are subcontracted T.E.A.C.H. from other county agencies.

Modoc Crisis Center provides services to victims of domestic violence and sexual assault. We offer crisis intervention, advocacy, accompaniment, and shelter. If you have an emergency or need information and help obtaining a temporary Domestic Violence Restraining order contact us 24 hours a day, 7 days a week.

Impact:

A donation would assist the program in the furtherance of their mission.

Financial Information:

IRS Form 990 for FY 2016

| Revenues: | Amount | % | Notes |
|---|--------------------|---------------|-------|
| Government/Earned | \$2,572,510 | 99.5% | |
| Contributions | 14,023 | 0.5% | |
| Other | | | |
| Total Revenue: | <u>\$2,586,533</u> | <u>100.0%</u> | |
| Expenses: | | | |
| Program | \$2,075,804 | 89.3% | |
| Administration | 248,255 | 10.7% | |
| Fund Raising | | | |
| Total Expenses: | <u>\$2,324,059</u> | <u>100.0%</u> | |
| Excess/(Deficit) of Revenues Over Expenses: | <u>\$262,474</u> | | |
| Net Assets: | <u>\$679,552</u> | | |

BOD: Lt. Mark Monanty; Leta Bethel; Margaret Forrest; Alan Cain; Sean Curtis; Ike Richardson

Donations as of 7/20/2018

