

# AGENDA

## ADMINISTRATIVE COMMITTEE

Friday, January 11, 2013, 9:30 AM

Special Meeting with the MTC Planning Committee

### Location

MetroCenter, 101—8th Street, Auditorium, Oakland, CA

For additional information, please call:  
Fred Castro, (510) 464 7913

Agenda and attachments available at:  
[www.abag.ca.gov](http://www.abag.ca.gov)

*The ABAG Administrative Committee may act on any item on this agenda.*

1. **Call to Order/Confirm Quorum**
2. **Compensation Announcement**
3. **Consent Calendar**

#### **A. Approval of Minutes of December 14, 2012**

ABAG Administrative Committee/MTC Planning Committee ACTION

*Attachment: Minutes of December 14, 2012*

4. **Report on Regional Prosperity Plan: Assignment of Sub-Grant Project Selection and Funding Solicitation to the Plan Steering Committee**

ABAG Administrative Committee/MTC Planning Committee ACTION

Doug Johnson, MTC, and Sailaja Kurella, ABAG, will request the MTC Planning Committee and the ABAG Administrative Committee to delegate sub-grant project selection and funding solicitations for the Prosperity Plan to its Steering Committee with funding agreements to be approved by MTC's Administration Committee.

*Attachment: Bay Area Regional Prosperity Plan*

**5. Report on Regional Priority Development Area Planning (PDA) Program and the Transit Oriented Affordable Housing (TOAH) Fund**

Information

Ken Kirkey, MTC, and Miriam Chion, ABAG, will present an overview of the regional PDA Planning Program jointly administered by MTC/ABAG, as well as the investment results to date of the TOAH Fund.

*Attachment: Regional Priority Development Area Planning Program and the Transit Oriented Affordable Housing Fund*

**6. Public Comment/Other Business/Adjournment**



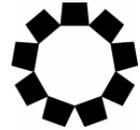
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Ezra Rapport  
Secretary-Treasurer

January 4, 2013

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Date



# CALL AND NOTICE

For additional information, please call:  
Fred Castro, (510) 464 7913

Agenda and attachments available at:  
[www.abag.ca.gov](http://www.abag.ca.gov)

## **CALL AND NOTICE OF SPECIAL MEETING OF THE ADMINISTRATIVE COMMITTEE OF THE ASSOCIATION OF BAY AREA GOVERNMENTS**

As Vice Chair of the Administrative Committee of the Association of Bay Area Governments (ABAG), I am calling a special meeting of the ABAG Administrative Committee for Friday, January 11, 2013, 9:30 AM, MetroCenter, Auditorium, 101 8<sup>th</sup> Street, Oakland, California. This will be a meeting with the MTC Planning Committee.

The business to be transacted will include:

**Approval of Minutes of December 14, 2012**

ABAG Administrative Committee/MTC Planning Committee ACTION

**Report on Regional Prosperity Plan: Assignment of Sub-Grant Project Selection and Funding Solicitation to the Plan Steering Committee**

ABAG Administrative Committee/MTC Planning Committee ACTION

**Report on Regional Priority Development Area Planning (PDA) Program and the Transit Oriented Affordable Housing (TOAH) Fund Information**

The ABAG Administrative Committee may act on any item on the agenda.

Members of the public shall be provided an opportunity to directly address the ABAG Administrative Committee concerning any item described in this notice before consideration of that item.

Call and Notice  
Administrative Committee  
January 11, 2013  
2

Agendas and materials will be posted and distributed for this meeting by ABAG staff in the normal course of business.



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Julie Pierce  
Vice Chair, Administrative Committee

January 4, 2013

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Date



METROPOLITAN  
TRANSPORTATION  
COMMISSION

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*Adrienne J. Tissier, Chair*  
San Mateo County

*Amy Rein Worth, Vice Chair*  
Cities of Contra Costa County

*Tom Azumbrado*  
U.S. Department of Housing  
and Urban Development

*Tom Bates*  
Cities of Alameda County

*David Campos*  
City and County of San Francisco

*Dave Cortese*  
Santa Clara County

*Bill Dodd*  
Napa County and Cities

*Dorene M. Giacopini*  
U.S. Department of Transportation

*Federal D. Glover*  
Contra Costa County

*Mark Green*  
Association of Bay Area Governments

*Scott Haggerty*  
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*Anne W. Halsted*  
San Francisco Bay Conservation  
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*Steve Kinsey*  
Marin County and Cities

*Sam Liccardo*  
Cities of Santa Clara County

*Jake Mackenzie*  
Sonoma County and Cities

*Kevin Mullin*  
Cities of San Mateo County

*Bijan Sartipi*  
State Business, Transportation  
and Housing Agency

*James P. Spering*  
Solano County and Cities

*Scott Wiener*  
San Francisco Mayor's Appointee

*Steve Heminger*  
Executive Director

*Ann Flemer*  
Deputy Executive Director, Policy

*Andrew B. Fremier*  
Deputy Executive Director, Operations

**MTC PLANNING COMMITTEE**  
**December 14, 2012**  
**MINUTES**

**ATTENDANCE**

Chair Spering called the MTC Planning Committee meeting to order at 9:30 a.m. Planning Committee members in attendance were: Commissioners Haggerty, Halsted, Liccardo, and Mackenzie. Commission Chair Tissier and Rein-Worth were present in their ex-officio voting member capacity. Other Commissioners present as ad hoc non-voting members of the Committee were Campos, Cortese, Dodd, and Wiener.

ABAG Administrative Committee members in attendance were: Luce, Cortese, Haggerty, Liccardo, Pierce, and Spering.

**CONSENT CALENDAR: a) Minutes of November 9, 2012; b) Authorize the Release for Public Review of the Transportation 2035 Conformity Redetermination Analysis**

Commissioner Mackenzie moved approval of the Consent Calendar, Commissioner Liccardo seconded. Motion passed unanimously.

**PLAN BAY AREA PUBLIC OUTREACH UPDATE**

Ms. Ellen Griffin, MTC staff, recommended a series of outreach activities in conjunction with final adoption of Plan Bay Area. She recommended holding public events in each of the nine Bay Area counties following a two-part format that includes both an "Open House" beginning at approximately 4p.m. and running until 6 p.m., followed by a formal public hearing that would run from approximately 6 p.m. to 8 p.m.

The Open House would include a series of information stations that correspond to the chapters of the draft Plan and, a "Comment Station" that will allow members of the public to enter their written comments directly into a computer, or offer oral comments that will be recorded, transcribed and included in the formal public comment record for the Plan.

At the formal public hearings those wishing to speak will be asked to fill out a request-to-speak card. A court reporter will be present to transcribe all oral comments. The hearings would be conducted in such a manner to help ensure that all who wish to speak have the opportunity to do so.

Ms. Griffin recommended the following additional activities to gather input: 1) a regionwide telephone poll; 2) community-based focus groups; 3) local elected official briefings; 4) updated OneBayArea web site; and, 5) Environmental Impact Report (EIR) public hearings.

She stated that staff will compile and analyze all comments received through all of these activities on the Draft Plan and Draft EIR and present a summary of the comments heard, along with responses, for MTC and ABAG consideration prior to adopting the final Plan.

In closing, Ms. Griffin summarized comments from MTC's Policy Advisory Council. The committee liked the many ways that people can comment on the Draft Plan, and especially liked the telephone poll. They encouraged more web-based options even possibly expanding the online comment tool to mirror the public workshop more. They liked the open comment booth at the public events that would allow people to comment at any time during the evening and they also want staff to be aware that they should be prepared to assist people with disabilities, and to think ahead and prepare materials in accessible formats.

Ms. Griffin recommended the committee's approval of the public participation strategies for Plan Bay Area.

Committee comments:

- Councilmember Pierce stressed the importance for elected officials to be present at the public hearings. She also requested that staff respond to all questions and comments heard within a matter of days – not weeks.

Chair Spring called for public comment.

Public Comment:

- Christopher Pareja expressed his support for holding meetings in the evening in all nine Bay Area counties, for televised coverage, and possible local radio and news outlets as well. He expressed his concern about the process for voting at the public workshops. He also would like to see some opposing feedback in a more structured format. He expressed concern about public comment being limited to 2 hours per county – that may not be enough time. The survey conducted by phone needs to have questions indicating what the ramifications of the Plan will be and give some specific detail for people to make an informed decision.
- Don Bahl expressed his concern that citizens feel discriminated against – no matter what they say as citizens it will not make a difference.
- Heather Gass expressed her concern on how upset the public is at what's going on. She stated that this has been going on way before SB375 was legislated, and the public has not been given any answers to their questions/comments.
- Roger Haynes concurred with Mr. Parejas' comments and that the previous visioning sessions were an absolute farce. He stated that the telephone survey is very biased in the way it's asking the questions, and asked staff to look at the wording and make it an even playing field.
- Searle Whitney, Plan Bay Area Myth.org, submitted a petition with 176 signatures from residents around the Bay Area. The petition requests a suspension of Plan Bay Area / One Bay Area until a more thorough disclosure of the methodologies used in determining the jobs, housing and carbon emissions data is made available. They find unacceptable the overall lack of transparency of funders, use of taxpayer dollars in promotion of the

project, lack of significant public input, and potential exploitation of loopholes in the current law.

- Jennifer Delany commented on the smart growth policies in Portland, Oregon, and stated that Portland's urban growth boundary does not allow for any building out – only up – and thus increases the city's population density. The transportation funds were not spent on improving roads, but only on the region's rail transit system and bicycle paths. Normal housing was made unaffordable so that the city planners could force people to move to the high density mixed-use family housing. The rising cost of Portland's sustainable planning outweighs any benefits.
- James Bennett expressed his concern that these meetings do not enjoy public support.
- Orlean Koehle stated that the best way to get everyone aware of this (Plan Bay Area) is to put this up for a vote. She stated that approximately \$2 billion in federal grants will be divided up between the nine counties around the Bay Area to promote and implement their One Bay Area vision and if all goes according to plan the money will be used to build high density low income stacked and packed mixed-use housing with living areas above shopping centers, with little space for backyards, few spaces for parking, very narrow roads, and lots of bicycle trails and nobody likes to live in such areas.
- Byrne Mathisen commented on the proposed vehicle per mile tax - traffic increases due to multiple households going to work, driving kids to school, etc. She noted that people who live in high-rise density dwellings spend their time in café's and restaurants and spend their money which is good for the community, but she likes to spend her time growing her own organic food in the garden.
- Charles Cagnon stated that the United States has already achieved 1990 levels in Green House Gas reduction, which is one of the principal goals of this plan. Having achieved that, it calls into question the entire legitimacy of why this is being done. He noted that not only is this plan misguided and wasteful, but it's harmful. The United States is currently reeling, because the government distorted real estate markets, and MTC has a 25 year plan to distort real estate markets.
- BJ Krupp stated that she did attend a visioning session discussing public health, and when she asked staff what the study was, where it was done, and the background of the study, staff just repeated the same three sentences that were listed in the discussion. She suggested having qualified staff that can provide real answers.
- Paul Magginiti, Greater East San Carlos Neighborhood Assn., commented on a housing project under development in San Carlos, with a developer who feels entitled to ignore his concerns, with SamTrans that seems intent on becoming a real estate empire, and a city staff that feels they're entitled to undermined his efforts to have his needs heard and met. He suggested that staff improve transportation and stay out of housing.
- Peter Singleton raised four assumptions that he thinks undermine the Plan that is being developed and need to be addressed before it becomes a valid plan: 1) ABAG and MTC are using assumptions of population growth that are wildly overstated; 2) The models assume that greater density equals decreased greenhouse gas emissions per capita. The empirical data shows the exact opposite; 3) The models assume that there is a vast unmet need and market demand for mixed-use commercial space and mixed-use residential. The empirical data falsifies that; and 4) This body was assigned by the State initially 5% decrease in greenhouse gas emissions per capita, and this body went back to the State and demanded that the State assign this region a 15% decrease in greenhouse gas emissions

per capita. Lastly, he urged the committee to please consider that the citizens that know about this do not like the plan, and these are the people whose interest you serve. Another concern is the assumption that the public must be persuaded to agree to this plan rather than the public should be consulted where then maybe the plan should be changed.

- Glenn Gelineau commented on the visioning sessions, and that the elected officials found them to be uncomfortable. What the committee members need to do is change their visioning sessions because the people who are affected by this plan are not happy. He noted that there is a conflict with special interest groups being funded by grant money from MTC and ABAG to help facilitate some of the visioning sessions. The future visioning sessions need to be held in the evening so everyone has the opportunity to be heard.

Committee comments:

- Commissioner Rein-Worth requested updated information to affirm the discussions on population assumptions, the GHG targets, etc. She also asked how the phone survey will be structured. Ms. Ellen Griffin stated that staff retains a pollster to draft the questions. She noted that in previous polls sponsored by MTC there have been a working group of commissioners to provide the survey, giving staff an acceptable margin of error, and then presents the results with the commissioners at a public meeting.
- Supervisor Luce stated that the planning process is at a stage where MTC/ABAG will be evaluating environmental impacts of a preferred alternative versus other alternatives, so the questions need to be targeted on that question.
- Commissioner Haggerty agreed that the MTC/ABAG Committee meetings should begin with the Pledge of Allegiance, and also suggested that the public events be scheduled to begin at 5 p.m. rather than 4 p.m. with the public hearings from 7 p.m. to 9 p.m. to accommodate everyone.
- Chair Spering asked if each county will have the option of holding the meetings at a later time. Ms. Griffin stated that staff will schedule meetings around the Elected Officials availability, and what's convenient for the public.

Commissioner Haggerty moved approval of staff's recommendation with the public events beginning at 5 p.m. Commissioner Mackenzie seconded. Motion passed unanimously.

Supervisor Luce asked for approval from the ABAG Administrative Committee. Commissioner Haggerty moved approval, Councilmember Pierce seconded. Motion passed unanimously.

**ONEBAYAREA GRANT (OBAG): Deadline Extension Requests for General Plan Housing Element Certification by the State Department of Housing and Community Development (HCD)**

Ms. Miriam Chion, ABAG, stated that ABAG staff has been working on an ongoing basis with HCD and local jurisdictions to coordinate and facilitate HCD certification of housing elements in the region as required by the One Bay Area Grant Program. As of December 7, 2012 there are 19 jurisdictions that have not obtained HCD certification. Seventeen have requested an extension by the November 1, 2012 deadline. Nearly all of the 19 jurisdictions anticipate having a certified housing element by June 2013. The rest have indicated that they will meet the January 31, 2014 deadline.

Ms. Chion noted the Albany, Mill Valley, and Millbrae have not yet sent a draft of their housing element to HCD for review, but have indicated that they would complete this step by December 31, 2012.

In closing, she stated that by June 30, 2013, each CMA must indicate whether any funding is to be held in reserve for a project in a jurisdiction that does not have a certified housing element at that time but has adopted a board resolution that commits resources to complete its housing element update by January 31, 2014.

Ms. Chion requested approval of the requests received from the 19 jurisdictions for an extension until January 31, 2014 to obtain housing element certification from HCD.

Committee comments:

- Commissioner Dodd mentioned that Napa County won a lawsuit on its Housing Certification and that they believe they have a certified housing element, and have complied with all of the rules and regulations. He noted that if HCD decides the housing element wasn't done right, but the court rules that it was, this committee should recognize that.
- Chair Sperring asked if the law requires staff to use HCD certification. Ms. Chion stated that for the approval of the housing elements, HCD certification is what staff is using for this process, but it's up to the committee to choose an alternative.
- Commissioner Mackenzie asked if ABAG had discussions with the City of Cotati. Ms. Chion stated that the Cotati City Council approved its housing element two days ago so it's going to HCD for certification in the next few days.

Public comment:

- Heather Gass expressed her opposition against the entire process and submitted the following documents to the committee: 1) Compact for a Sustainable Bay Area; 2) ICLEA Local Government for Sustainability Charter; 3) 1997 ICLEA Return of Organization Exempt From Income Tax Form.
- Parisa Fatehi-Weeks, Public Advocates, commended the requirement of an HCD-approved housing element as a condition of OBAG funding, which is a voluntary source of funding that cities can pursue. She stated that because funds will be held in reserve for jurisdictions that have not yet complied but are working on it, she asked what happens to the funding in reserve, and will there be a better backup designation in the case that a jurisdiction isn't able to come into compliance.
- Glenn Gelineau commented on the visioning sessions and requested that they facilitate the comments of the public and to heed some of those comments.

Chair Sperring asked for a motion to approve staff's recommendation. Commissioner Haggerty moved approval, Commissioner Mackenzie seconded. Motion passed unanimously.

Supervisor Luce requested that MTC create some sort of appeals process when there is a difference of opinion between HCD and what the courts decide. He stated that somehow HCD believes they are more intelligent than the judges who decide whether we are consistent with

state law. He commented on International Council for Local Environmental Initiatives (ICLEA) and stated that within their own Climate Action Plan, they do use ICLEA as a professional source as to how accounting is done – they provide technical input. He asked for a motion from the ABAG Administrative Committee to approve staff's recommendation. Councilmember Pierce moved approval, Commissioner Liccardo seconded. Motion passed unanimously.

**OTHER BUSINESS/PUBLIC COMMENT**

There being no other business, the meeting adjourned at 10:45 a.m. The Committee's next meeting is scheduled for Friday, January 11, 2013 at 10:45 a.m. in the Lawrence D. Dahms Auditorium, Joseph P. Bort MetroCenter, Oakland, CA.

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# BayArea Plan

TO: MTC Planning Committee, ABAG Administrative Committee

DATE: January 11, 2013

FR: Executive Director, MTC  
Executive Director, ABAG

W.I.

RE: Bay Area Regional Prosperity Plan: Assignment of Sub-Grant Project Selection and Funding Solicitations to the Plan Steering Committee

The Bay Area Regional Prosperity Plan (Prosperity Plan) is a three-year initiative funded by a \$5 million grant from the U.S. Department of Housing and Urban Development (HUD) to the Metropolitan Transportation Commission (MTC) and the Association of Bay Area Governments (ABAG). MTC will act as the fiscal sponsor for the project. The grant is funded through HUD's Sustainable Communities Partnership Program. The Prosperity Plan will build on local and regional planning efforts such as the FOCUS program and Plan Bay Area.

MTC and ABAG have formed the following committees and working groups to implement the Prosperity Plan, and engage local and regional stakeholders in developing the recommendations, consistent with MTC's grant application and approved work plan: (see Attachment 1)

- **Economic Prosperity Working Group (EPWG)** – is composed of non-profit and community-based organizations, labor and business groups, and economic development and workforce training agencies. The EPWG will provide oversight on the economic prosperity work plan, direct technical research and analysis, conduct additional outreach, and develop guidelines for pilot projects.
- **Housing Working Group (HWG)** – is composed of non-profit and community-based organizations, housing authority staff, and tenant rights groups. The HWG will provide oversight on the housing the workforce work plan, advise staff and consultants on technical research and analysis, conduct additional outreach, and develop guidelines for pilot projects.
- **Equity Collaborative (EC)** – is composed of non-profit and community-based organizations that represent under-represented and disadvantaged communities in the region. The EC will coordinate outreach, engagement and capacity-building activities that complement the work of the other two working groups.
- **Plan Steering Committee** (see Attachment 2) – is composed of MTC Commissioners, ABAG Board members, community-based organizations, philanthropic organizations, and co-chairs of the three working groups. The Committee will provide oversight on the overall project, develop recommendations on sub-grants and pilot projects for approval by MTC, oversee an extensive community engagement process, and explore future funding opportunities. The Committee will operate on a consensus-based model for decision-making.

The HUD grant includes more than \$3 million for funding small pilot projects across the region to demonstrate and test the concepts identified through the Prosperity Plan. This funding is designated as follows:

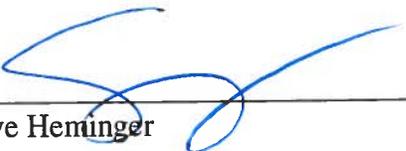
<i>Approved Work Plan</i>	<i>Funding</i>
<p>1. <b>Economic Opportunities Strategy</b>            Create a regional approach for expanding economic opportunities for low- and moderate-income workers in the Bay Area, and fund pilot projects to demonstrate successful approaches.</p>	<p>\$1.1 million in sub-grants for 6 to 8 pilot projects and \$480,000 for developing the regional strategy.</p>
<p>2. <b>Housing the Workforce Initiative</b>            Provide tools and resources for housing production and preservation in transit-served areas, support neighborhood stabilization in communities at risk of displacement, and fund pilot projects to demonstrate successful approaches.</p>	<p>\$1.2 million in sub-grants for 12 to 18 pilot projects and \$75,000 for developing a regional Fair Housing and Equity Assessment, as required by HUD.</p>
<p>3. <b>Equity Initiative</b>            In coordination with the other working groups, integrate equity principles in the development and implementation of the Prosperity Plan, and fund pilot projects to demonstrate successful approaches.</p>	<p>\$750,000 in sub-grants for 8 to 12 pilot projects.</p>

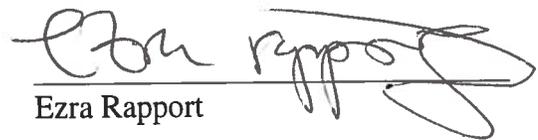
It is anticipated that while the working groups will develop principles for the sub-grants and funding solicitations, the Steering Committee will select the projects and recommend them to MTC for approval.

Recommended Action

Under the provisions of the HUD grant, project solicitation and sub-grant awards are to be conducted through a collaborative process with involvement of key partners and stakeholders. In compliance with these requirements and to ensure timely execution of project funding agreements, staff recommends that the MTC Planning Committee and the ABAG Administrative Committee delegate sub-grant project selection and funding solicitations for the Prosperity Plan to the Plan Steering Committee.

Recommendations from the Steering Committee would be presented to MTC's Administrative Committee for approval of funding agreements with project sponsors. Staff would continue to provide regular updates on project implementation to MTC's Planning Committee and ABAG's Administrative Committee.

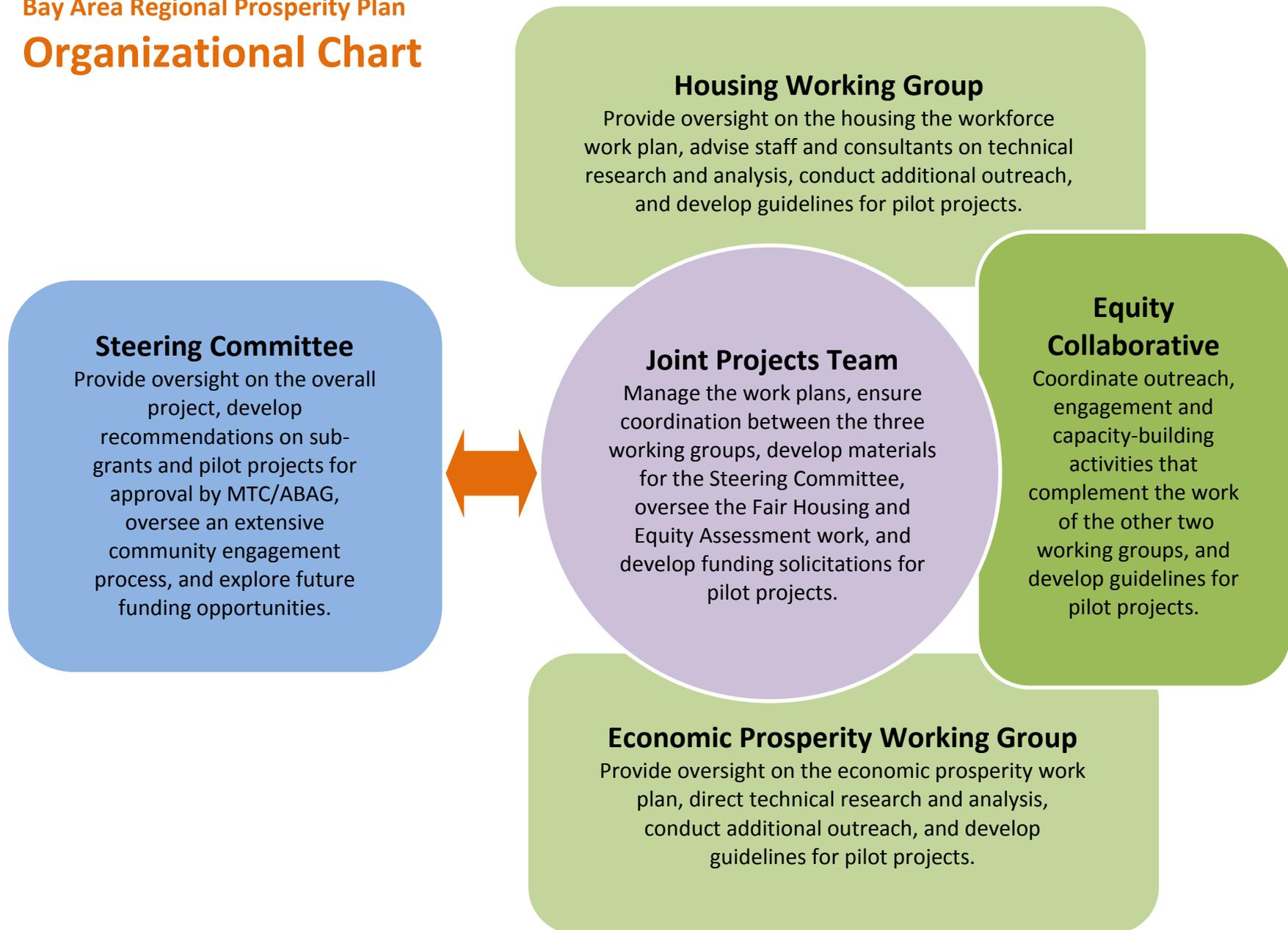
  
 \_\_\_\_\_  
 Steve Heminger

  
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 Ezra Rapport

Attachments

1. Prosperity Plan Steering Committee Roster
2. Prosperity Plan Organizational Chart

## Bay Area Regional Prosperity Plan Organizational Chart



## Attachment 2

Bay Area Regional Prosperity Plan  
**Steering Committee Roster**  
 September 2012 to August 2013

Seat		Name	Organization
1	ABAG	Scott Haggarty	Alameda County
2	ABAG	Julie Pierce	City of Clayton
3	ABAG	<i>TBD</i>	<i>TBD</i>
4	MTC	Dave Cortese	Santa Clara County
5	MTC	David Campos	City & County of San Francisco
6	MTC	Jim Spering	Solano County
7	Prosperity Co-Chair (CBO)	Cindy Chavez	Working Partnerships, USA
8	Prosperity Co-Chair (NGO)	Jim Wunderman	Bay Area Council
9	Prosperity Co-Chair (Public)	Laurel Prevetti	City of San Jose
10	Housing Co-Chair (CBO)	Peter Cohen	Council of Community Housing Organizations
11	Housing Co-Chair (NGO)	Evelyn Stivers	Non-Profit Housing Association of Northern California
12	Housing Co-Chair (Public)	Duane Bay	County of San Mateo
13	Equity Collaborative Co-Chair	Dawn Phillips	Just Cause, Causa Justa
14	Equity Collaborative Co-Chair	Belen Seara	Urban Habitat
15	Community Foundation	Kate White	San Francisco Foundation
16	City / County	Margot Lederer Prado	City of Oakland
17	<i>Great Communities Collaborative (GCC)<sup>i</sup></i>	<i>Seat Left Vacant</i>	<i>Seat Left Vacant</i>
18	<i>At-Large CBO</i>	<i>TBD</i>	<i>TBD</i>

<sup>i</sup> This seat left vacant since the GCC has four other member organizations participating on the Steering Committee

# BayArea Plan

TO: MTC Planning Committee, ABAG Administrative Committee

DATE: January 4, 2013

FR: Executive Director, MTC  
Executive Director, ABAG

W.I.

RE: Regional Priority Development Area Planning (PDA) Program and the Transit Oriented Affordable Housing (TOAH) Fund

At its November meeting, the Commission approved several clarifications for implementing its action to redirect \$20 million of the \$40 million Regional PDA Planning Program included in the OneBayArea Grant (OBAG) framework to the county Congestion Management Agencies (CMAs). Three options for the remaining \$20 million regional program were presented for preliminary feedback. The Commission directed staff to return in early 2013 to finalize the scope for the Regional Program following review with the Policy Advisory Council. In advance of this action now scheduled for your February meeting, several Commissioners requested additional information about the components of the Regional Program, which include the PDA Planning Grant Program, the Smart Growth Technical Assistance Program, and the Transit Oriented Affordable Housing (TOAH) Fund.

PDA Planning Grant Program: Launched in 2005 as the Station Area Planning Program, this program seeks to intensify land uses in and around transit stations and along corridors in PDAs throughout the region. Local jurisdictions are eligible to apply for up to \$750,000 to complete a comprehensive planning process, typically a specific plan and a programmatic Environmental Impact Report (EIR). New development projects are able to “tier off” of programmatic EIRs relative to a number of issues, sometimes significantly reducing the amount of time necessary to receive subsequent project approvals. Per the direction of MTC and ABAG, each full-scale planning effort includes eleven elements: a PDA profile, a community involvement strategy, land use alternatives analysis, market demand analysis, an affordable housing/anti-displacement strategy, multi-modal access and connectivity, pedestrian-friendly design standards, accessible design, parking analysis, infrastructure development/ budget and an implementation plan/financing strategy. MTC and ABAG planning staff jointly administered these grants by supporting local jurisdictions directly with project guidance and oversight.

PDA Planning grants continue to be a valuable tool to help jurisdictions realize Plan Bay Area land use goals. Completed plans have resulted in zoning for over 44,000 housing units, 60,000 new jobs and 24 million square feet of commercial development. Attachment 1 lists the 52 Regional Planning grants awarded to date. Following completion of these plans, jurisdictions are able to convert their Potential PDAs to Planned PDAs. In addition to the 99 Planned PDAs in the region, 70 Potential PDAs remain.

Smart Growth Technical Assistance: Launched in 2009, this program awards up to \$60,000 in consultant assistance to jurisdictions on a competitive basis to complete discrete short-term projects to address specific PDA implementation challenges. Such projects include parking policy/demand analysis, municipal financing mechanisms, development feasibility analysis, visualization, equitable

development analysis, civic engagement, infrastructure planning and design, station access and circulation, TOD-supportive zoning/form-based code, design guidelines, sustainability analysis and urban parks policies/financing strategies. Similar to the PDA Planning grants, MTC and ABAG planning staff jointly administer this program.

As shown in Attachment 2, 16 projects have been awarded to 13 jurisdictions totaling \$784,000 to date.

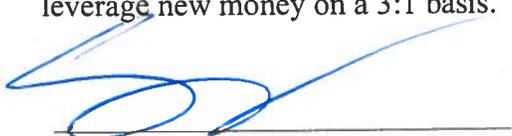
Transit Oriented Affordable Housing (TOAH) Fund: In 2011 MTC provided \$10 million as a seed investment for the TOAH fund. This investment leveraged an additional \$40 million in private capital from community development financial institutions, foundations, and private banks to create a \$50 million revolving loan fund for affordable housing developers for projects near transit in PDAs throughout the region. TOAH is managed by San Francisco-based Low Income Investment Fund (LIIF).

Loans can originate through the six local community development financial institutions who are partners in the Fund. Loan products available through the Fund include: predevelopment, acquisition, construction bridge, construction-to-mini-permanent, and leveraged loans. To date, the Fund has closed five loans totaling \$20 million (645 units). An additional four loans totaling \$19 million (460 units) are expected to be approved within the next three months. The remaining funding pipeline includes an additional 13 projects (\$24 million; 900 units). Attachment 3 summarizes the projects that have closed to date, a sample loan profile for the first loan closed by the fund is attached (Attachments 4a-e).

The TOAH Fund requires an exchange of federal transportation dollars for local funds because the transportation funds cannot be used directly for housing investment. Future investment in the Fund through the Regional PDA Planning program will require MTC to implement such an exchange.

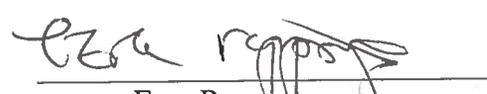
The TOAH Fund has been helpful in spurring investment in affordable housing as it provides an initial investment on the front end of the development financing equation. While funds will return to TOAH as loans are repaid, with the loss of redevelopment and other funding sources, the larger gap in financing for affordable housing/mixed use in today's environment is in construction and permanent financing. Looking ahead, MTC and ABAG will be focusing advocacy efforts to help address this gap.

Brian Prater, TOAH Fund manager through LIIF, will be available at your meeting to provide more complete information on the TOAH Fund and future plans for the Fund, including the opportunity to leverage new money on a 3:1 basis.



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Steve Heminger



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Ezra Rapport

- Attachments  
Attachment 1: Station Area/PDA Planning Program Summary  
Attachment 2: Technical Assistance Program Summary  
Attachment 3: TOAH Program Summary  
Attachments 4a-e: TOAH Loan Profiles (5)

## MTC-funded Station Area/PDA Plans - Program Summary

County	Jurisdiction	Station Area/PDA	Final Product	Grant Award	Completed	Housing (new units) Max	Commercial (new dev. in sq. ft.)	Potential Jobs*
Alameda	Alameda	Alameda Pt.	partial	221,000	X			
Ala	Alameda	Naval Air Station	partial	200,000	in progress			
Ala	Alameda County	E. 14th/Mission Blvd.	Specific Plan/EIR	400,000	in progress			
Ala	Berkeley	Downtown	partial	300,000	X			
Ala	Dublin	W. Dublin BART	EIR	200,000	X			
Ala	Fremont	City Center	Precise Plan/EIR	224,000	in progress			
Ala	Fremont	Warm Springs	Community Plan/EIR	276,000	in progress			
Ala	Fremont	Warm Springs Augmentation		300,000				
Ala	Newark	Newark	Specific Plan/EIR	544,000	in progress	2,500	230,000	550
Ala	Oakland	Lake Merritt	Specific Plan/EIR	720,000	in progress			
Ala	Oakland	Upper Broadway	partial	400,000	in progress			
Ala	Pleasanton	Pleasanton	partial	115,000	X			
Ala	San Leandro	Downtown	TOD Strategy/EIR	450,000	X			
Ala	San Leandro	San Leandro Blvd.	partial	175,000	X	3,430	839,000	2,662
Ala	San Leandro	Downtown	partial - infrastructure	75,000	X			
Ala	Union City	Union City	partial	125,000	X			
		<b>ALAMEDA COUNTY SUBTOTAL</b>		<b>4,725,000</b>		5,930	1,069,000	3,212
		percent of total \$ awarded		25%				
		applications submitted, not funded		5				
<b>Contra Costa</b>	Anitoch	Hillcrest	partial - infrastructure	120,000	X			
CC	Concord	North Concord	Master Plan/EIR	750,000	X	12,272	6,000,000	26,530
CC	Concord	Downtown	Specific Plan/EIR	480,000	in progress			
CC	Concord	Naval Weapons Station	partial	240,000	in progress			
CC	Lafayette	Downtown	EIR	150,000	X			
CC	Pittsburg	Railroad Ave.	Specific Plan/EIR	500,000	X	1,845	988,449	
CC	Pittsburg	Pittsburg/ BayPoint	Master Plan/EIR	350,000	X	1,168	146,362	1,300
CC	Richmond	S. Richmond PDA	Specific Plan/EIR	496,000	in progress			
CC	San Pablo	NA	Specific Plan/EIR	500,000	X	739	815,000	1,900
CC	Walnut Creek	Walnut Creek BART	Specific Plan/EIR	450,000	in progress			
		<b>CONTRA COSTA COUNTY SUBTOTAL</b>		<b>4,036,000</b>		16,024	7,949,811	29,730
		percent of total \$ awarded		22%				
		applications submitted, not funded		9				
<b>Marin</b>	Larkspur	Larkspur	Specific Plan/EIR	480,000	in progress			
Marin	San Rafael	Civic Center	Station Area Plan	140,000	X	620	280,000	
Marin	San Rafael	Downtown	partial	388,000	X			
		<b>MARIN COUNTY SUBTOTAL</b>		<b>1,008,000</b>		620	280,000	-00
		percent of total \$ awarded		5%				
		applications submitted, not funded		1				

County	Jurisdiction	Station Area/PDA	Final Product	Grant Award	Completed	Housing (new units) Max	Commercial (new dev. in sq. ft.)	Potential Jobs*
<b>Santa Clara</b>	Mtn. View	El Camino/San Antonio	Precise Plan/EIR	400,000	in progress			
SC	San Jose	Diridon	Specific Plan/EIR	750,000	in progress			
SC	Santa Clara	Santa Clara	Station Area Plan	600,000	X	2,250	4,200,000	11,800
SC	Sunnyvale	Lawrence	partial/EIR	450,000	in progress			
<b>SANTA CLARA COUNTY SUBTOTAL</b>				<b>2,200,000</b>		2,250	4,200,000	11,800
<b>percent of total \$ awarded</b>				12%				
<b>applications submitted, not funded</b>				2				
<b>San Francisco</b>	SF	Treasure Island	Mobility Mgmt Plan	500,000	in progress			
SF	SF	ENTrips	partial	750,000	X			
SF	SF	Market/Octavia	partial	160,000	X			
SF	SF	BiCounty	partial	200,000	X			
SF	SF	Central Corridor EIR plus Augmentation	EIR	400,000	in progress			
SF	SF			200,000				
SF	SF	Market St.	EIR	300,000	in progress			
<b>SAN FRANCISCO COUNTY SUBTOTAL</b>				<b>2,510,000</b>		0	0	0
<b>percent of total \$ awarded</b>				13%				
<b>applications submitted, not funded</b>				0				
<b>San Mateo</b>	East Palo Alto	East Palo Alto	Specific Pla/EIRn	360,000	X	835	1,500,000	3,801
SM	San Mateo	Hillsdale	Station Area Plan/EIR	400,000	X	750		
SM	San Mateo County	NA	Community Plan/EIR	446,000	X	3,024	545,000	1,127
SM	SSF	Caltrain Downtown	Specific Plan/EIR	600,000	in progress			
<b>SAN MATEO COUNTY SUBTOTAL</b>				<b>1,806,000</b>		4,609	2,045,000	4,928
<b>percent of total \$ awarded</b>				10%				
<b>applications submitted, not funded</b>				4				
<b>Solano</b>	Fairfield	Fairfield	Specific Plan/EIR	225,000	X	6,800	5,600,000	
<b>SOLANO COUNTY SUBTOTAL</b>				<b>225,000</b>		6,800	5,600,000	-00
<b>percent of total \$ awarded</b>				1%				
<b>applications submitted, not funded</b>				3				
<b>Sonoma</b>	Cloverdale	Downtown	Precise Plan/EIR	140,000	X	761	340,000	1,000
Son	Healdsburg	Healdsburg	EIR	160,000	in progress			
Son	Petaluma	Central and Corona	partial	240,000	in progress			
Son	Rohnert Park	Central Rohnert Park	Specific Plan/EIR	448,000	in progress			
Son	Santa Rosa	Downtown	Specific Plan/EIR	450,000	X	3,409	493,500	1,316
Son	Santa Rosa	Jennings	Specific Plan/EIR	400,000	X	2,941	1,650,000	5,923
Son	Windsor	Windsor	Specific Plan/EIR	300,000	X	1,230	759,100	2,160
<b>SONOMA COUNTY SUBTOTAL</b>				<b>2,138,000</b>		8,341	3,242,600	10,399
<b>percent of total \$ awarded</b>				11%				
<b>applications submitted, not funded</b>				0				
<b>REGIONAL TOTALS</b>				<b>18,648,000</b>		44,574	24,386,411	60,069

\* When not directly included in plans, jobs calculated as follows: retail - 1 job per 450 sq. ft., office - 1 job per 300 sq. ft., and R&D - 1 job per 1000 sq. ft.

Denotes jobs total included in plan

### Technical Assistance Program Summary

County	Jurisdiction	Project	Award
Ala	Berkeley	Downtown Berkeley Comprehensive Financing Plan	50,000
Ala	Oakland	Temescal Parking Demand and Pricing Study	60,000
Ala	Oakland	Oakland Residential Parking Survey - Telegraph Avenue	24,000
Ala	Oakland	Financial Feasibility of development contributions to public benefits	55,000
Ala	Oakland	Equitable Development Strategies for West Oakland	60,000
Ala	San Leandro	San Leandro Parking Management Plan	30,000
CC	El Cerrito	Del Norte Transit-Oriented Development Strategy	60,000
CC	Martinez	Downtown Martinez Infrastructure Study	25,000
Marin	Marin County	Multi-family design guidelines development and outreac	55,000
SC	VTA	Evaluation of Replacement Parking Requirements at TOD Sites	55,000
SM	East Palo Alto	Specific Plan Nexus Study and Impact Fee for public improvements	60,000
SM	San Mateo County	North Fair Oaks Community Plan Parking Study and Strategy	60,000
SM/SC	Sam Trans	Grand Boulevard Initiative Economic & Housing Opportunities Project	50,000
SM	San Carlos	TOD Ordinance & Form-Based Code	50,000
Sol	Suisun City	Development Feasibility Analysis	60,000
Son	Cloverdale	Feasible Design of Greenway Undercrossing/Caltrans Coordination	30,000
			<b>\$784,000</b>

Bay Area Transit Oriented Affordable Housing Fund LLC  
Portfolio Report  
as of November 30, 2012

Number	Borrower	Project Name	# of Units	# of Affordable Units	Location	PDA	Loan Amount	Loan Product	Originating CDFI	
<b>Closed</b>										
1	TNDC	Eddy & Taylor	153	152	San Francisco	City & County of San Francisco, Downtown Neighborhoods & Transit Rich Corridors	\$ 7,055,000	Acquisition	LIIF	
2	First Community Housing	Leigh Avenue Senior Apartments	64	63	San Jose	City of San Jose, Consolidated Area	\$ 2,992,000	Acquisition	Opportunity Fund	
3	East Bay Asian Local Development Corporation	West Grand Development	146	128	Oakland	City of Oakland: West Oakland	\$ 1,800,000	Acquisition	NCCLF	
<b>Subtotal</b>			<b>363</b>	<b>343</b>			<b>\$ 11,847,000</b>			
<b>Approved</b>										
1	TNDC	5th & Howard	172	59	San Francisco	City of San Francisco: Downtown Neighborhoods & Transit Rich Corridors	\$ 4,000,000	Acquisition	ECLF	
2	Mercy Housing California	Laguna Senior Housing	110	108	San Francisco	City & County of San Francisco: Better Neighborhoods - Balboa Park/Market & Octavia	\$ 4,460,000	Acquisition	NCCLF	
<b>Subtotal</b>			<b>282</b>	<b>167</b>			<b>\$ 8,460,000</b>			
<b>Pipeline</b>										
							(Estimated)			
1	AMCAL	West Dublin BART	160	71	Dublin	City of Dublin: West Dublin BART Station	\$ 4,685,625	Acquisition	LIIF	
2	AMG/Pacific	Hayward Mission	181	181	Hayward	City of Hayward: South Hayward BART	\$ 5,000,000	Acquisition	LIIF	
3	Satellite Housing	Harper Street	42	42	Berkeley	City of Berkeley: Adeline Street	\$ 500,000	Predevelopment	LISC	
4	EAH	San Leandro Senior	40	40	San Leandro	TBD	\$ 1,500,000	Acquisition - Predev	LISC	
5	Resources for Community Development	Ohlone Gardens	57	47	El Cerrito	City of El Cerrito: San Pablo Avenue	\$ 550,000	Predevelopment	LISC	
6	Resources for Community Development	Berellessa Palms	50	25	Martinez	TBD	\$ 250,000	Predevelopment	LISC	
7	Resources for Community Development	1701 Martin Luther King	26	TBD	Oakland	City of Oakland: Downtown & Jack London Square	\$ 1,050,000	Acquisition - Predev	LISC or CSH	
8	First Community Housing	Second Street Studios	134	87	San Jose	TBD	\$ 2,000,000	Acquisition	Enterprise	
9	Charities Housing	Monterey Road	99	99	San Jose	TBD	TBD	Construction Bridge	Opportunity Fund	
10	CORE Development	Sunol Court	90	90	San Jose	TBD	\$ 4,500,000	Acquisition - Predev	Opportunity Fund	
11	CORE Development	Fremont Family Apartments	40	60	Fremont	TBD	\$ 3,000,000	Acquisition - Predev	Opportunity Fund	
12	Satellite Housing	Salvation Army Downtown Oakland	60	0	Oakland	City of Oakland: Downtown & Jack London Square	\$ 1,000,000	Acquisition - Predev	CSH	
13	Bayview Hunters Point Multipurpose Senior Services	Third Street San Francisco	121	120	San Francisco	TBD	TBD	Acquisition - Predev	CSH	
14	Resources for Community Development	CCIH - Second Project Site	40	40	TBD	TBD	\$ 1,000,000	Acquisition - Predev	CSH	
15	Allied Housing/Mid-Pen	Laguna Commons	53	53	Fremont	TBD	TBD	Acquisition - Predev	CSH or Opportunity Fund	
<b>Subtotal</b>			<b>1193</b>	<b>955</b>			<b>\$ 25,035,625</b>			
<b>TOTAL</b>			<b>1838</b>	<b>1465</b>			<b>\$ 45,342,625</b>			

## Bay Area Transit Oriented Affordable Housing Fund Project Loan Profile



Architect: David Baker + Partners Architects

<b>Project Description</b>	
<p>Tenderloin Neighborhood Development Corporation (TNDC), through an affiliate, borrowed \$7.0MM for a site located in the Tenderloin neighborhood of San Francisco, two blocks from the Powell Street BART station. The site currently operates as a parking lot but TNDC plans to develop the land into a 14-story, 157,000 square foot affordable family housing building with an estimated 153 units, and 8,000 to 13,000 square feet of commercial space on the ground floor. TNDC is targeting the ground floor to be a full-service grocery store, the first of its kind in a community considered a “food desert”. The site is also located in a transit-rich neighborhood, less than two blocks from the Powel Street BART station and the Market Street transit corridor.</p>	
<b>Originating CDFI Lender:</b>	Low Income Investment Fund
<b>Project Name/Location:</b>	Eddy & Taylor Family Housing, 168-186 Eddy Street & 238 Taylor Street, San Francisco, California 94102
<b>Sponsor:</b>	TNDC, a 501(c)3 nonprofit housing developer based in San Francisco
<b>Loan Term Summary</b>	
Loan Amount:	\$7,055,000
Type:	Acquisition – Affordable Housing for Families, 8,000-13,000 square feet of commercial space for grocery store
Term:	7-year term

Affordability:	Borrower plans on developing a project with rents that are affordable to persons at 15-60% AMI, including some units for formerly homeless individuals and families.
Notable Features:	Plan for first full service grocery store in the Tenderloin

**Unit Mix**

AMI <30%	46
AMI 30-40%	59
AMI 40-50%	47
AMI 50-60%	0
AMI 60-80%	0
Total Affordable Units	152
Total Market Rate Units	1
Total Units	153
Total Supportive Units	31 (20% of total units)

**Rental Comparisons**

A market study has not been conducted for the subject property due to the lengthy time period between acquisition and development. In addition, the appraisal only considered the value of the undeveloped land. However, the developer provided some insight into comparable market rents in its development pro forma. In the third quarter of 2009 (the most recent data available at closing in summer 2011), the average rental rate for 2--bedrooms units in the San Francisco sub-market ranged between \$2,178 and \$2,544 per month. 2-bedrooms were analyzed because they are the largest part of the proposed unit mix at Eddy & Taylor. For comparison, proposed monthly 2-bedroom unit rents at Eddy & Taylor range from as low as \$337 for the formally homeless units up to \$1,227 for families at 50% of AMI.

**Quality of Transit**

The site is located in the City & County of San Francisco, Downtown Neighborhoods & Transit Rich Corridors, Priority Development Area (PDA). The subject site is well served by public transportation. The site is located 2 blocks (less than 0.2 miles) from the Powell Street BART station and the Market Street transit corridor. There are numerous bus lines and transit routes within a 3-block radius. The neighborhood also provides numerous amenities including parks, as well as services including community health clinics, schools and child care centers, and other social support services.

**Borrower Capacity and Development Team**

TNDC is a seminal nonprofit affordable housing developer that was established in 1981 to provide quality, permanent, affordable housing in the Tenderloin district of San Francisco and its adjacent neighborhoods. An anchor institution in the community, TNDC owns and operates 30

buildings serving 3,000 tenants. The vast majority of tenants have monthly incomes below \$1,000. These include seniors on fixed incomes, emancipated youth from the foster care system, families on tight budgets, people with HIV/AIDS, and formerly homeless individuals recovering from substance abuse or mental illness.

**Supportive Services**

The developer plans on setting aside 31 units for formally homeless individuals and families, including five studio, three 1-bedroom, eighteen 2-bedroom, and five 3-bedroom units. TNDC typically provides other support services at its development but the support services to be provided at the Eddy & Taylor Family Housing project have yet to be determined.

**Neighborhood Impact**

The project site is located on two parcels in the Tenderloin neighborhood in the northeast corner of Eddy Street and Taylor Street. The properties within the immediate vicinity of the property are primarily multi-story residential buildings with ground floor retail, a predominant amount of which are liquor stores. The surrounding blocks also contain commercial office, tourist hotels, and retail uses. In the neighborhood across Taylor Street to the west of the site is the Ritz Hotel (NOT related to the Ritz-Carlton), a five-story single-room occupancy (SRO) owned by TNDC, as well as a smaller apartment building and a senior community facility. Adjacent and to the east of the site is the William Penn Hotel, a four-story building owned by Chinatown CDC and a theater occupying ground floor retail space. Further eastward on Eddy Street are three more affordable hotels. Catty-corner from the site is TNDC's Franciscan Towers, which houses part of TNDC's offices and adjacent to it is TNDC's Curran House development. The Eddy & Taylor project will complement the existing housing stock in the neighborhood and will add much needed fresh food choices to the food desert that currently exists.

**"But" For Analysis**

The land was acquired by TNDC in late 2007 with financing support from the City of San Francisco and a commercial bank. The developer applied for but did not receive State HCD TOD financing in 2008 and was prepared to resubmit an application in 2009. However, the City notified the developer that it was unable to provide additional financial support at that time so development was put on pause. When the initial acquisition loan matured in early 2011, the commercial lender chose not to extend the loan. LIIF and the TOAH Fund stepped in to allow TNDC to maintain control of the property, giving TNDC and the City time to put together a financing and development package that makes sense for all parties involved. The City is extremely committed to the project and understands how important it is for TNDC to hold onto the property as an important community asset. The site is one of the last developable pieces of land in the Tenderloin. Without the TOAH Fund, the property would have had to been sold, potentially to a market rate developer and the community would have lost the opportunity to develop much needed housing to the homeless and working families as well as a neighborhood grocery store.

**Bay Area Transit Oriented Affordable Housing Fund  
Project Loan Profile**



Architect: OJK Architects and Partners

<b>Project Description</b>	
<p>First Community Housing (FCH), one of the pioneers in green building and sustainable development in the Bay Area, received a \$2,992,000 four-year loan to pay for the acquisition of a vacant parcel located at 1030 Leigh Avenue in San Jose. The project will be a mixed-use development with 64 one-bedroom units for seniors age 55 and over, affordable to households that earn at or below 35-60% of AMI. Thirty-five percent of the units are set aside for residents who receive in home services. There will also be 7,000 square feet of dental offices on the ground floor. In addition, the development will be LEED Gold certified, and includes several green features, including a green roof and photovoltaic panels.</p>	
<b>Originating CDFI Lender:</b>	Opportunity Fund
<b>Project Name/Location:</b>	Leigh Avenue Senior Apartments, 1030 Leigh Avenue, San Jose, California 95113
<b>Sponsor:</b>	First Community Housing, a 501(c)3 nonprofit housing developer based in San Jose
<b>Loan Term Summary</b>	
Loan Amount:	\$2,992,000
Type:	Acquisition – Affordable Housing for Seniors, 7,000 square feet of health/medical space
Term:	4-year term with a 1-year extension option.
Affordability:	Borrower plans on developing a project with rents that

	are affordable to persons at 35-60% AMI.
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Notable Features:	LEED Gold Certified Free Transit Passes for all Residents
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<b>Unit Mix</b>	
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AMI 30-40%	32
AMI 40-50%	32
AMI 50-60%	0
AMI 60-80%	0
Total Affordable Units	63
Total Market Rate Units	1
Total Units	64
Total Supportive Units	23 (35% of total units)

<b>Rental Comparisons</b>	
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A market study has not been conducted for the subject property. However, the appraisal provided several insights as to comparable rents. In the fourth quarter of 2010 (the most recent data available at closing in fall 2011), the average rental rate for one-bedroom/one-bathroom units at apartment complexes with less than 99-units, in the Santa Clara submarket, was \$1,228. The proposed rents for Leigh Avenue are as follows, with the percentage of market rent given in parenthesis after, 30% AMI units are \$550 (44% of market), 40% AMI units are \$750 (61% of market) and 60% AMI units are \$1,150 (89% of market). The supportive housing units will be restricted to 30% of AMI, but the developer is choosing to leave the affordability of the remaining units flexible, but under 60% of AMI. The Fruitdale Station apartment complex currently charges \$1,500 for rent for a one-bedroom/one-bathroom unit. This market-rate development is located across the street from the proposed Leigh Avenue site and has many of the same amenities.

<b>Quality of Transit</b>	
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The site is located in the City of San Jose, Consolidated Area Priority Development Area (PDA) on the southeast corner of Southwest Expressway and Leigh Avenue in San Jose. The subject property is located 0.4 miles from the Fruitdale/Southwest Expressway station of the Santa Clara Valley Transportation Authority (VTA) light rail system. The proposed tenants are only a five minute light rail ride from the San Jose Diridon transportation hub, servicing Caltrain, Amtrak, ACE and Santa Clara VTA. The Borrower plans to provide all residents with a free, annual VTA Eco-Pass providing bus and light rail transportation throughout Santa Clara County.

<b>Borrower Capacity and Development Team</b>	
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FCH is located in San Jose, and is organized and staffed to develop and construct multi-family affordable housing. Since 1986, FCH has created housing for more than 3,000 low-income residents in 15 affordable rental housing developments (over 1,200 units) throughout the San Francisco Bay region. FCH has become a pioneer in the affordable housing industry, by incorporating innovative, green features into their housing developments. The non-profit developer focuses on sustainable, affordable developments by incorporating green elements and

provides Santa Clara VTA Eco-Passes to all tenants in their housing developments. FCH has developed over 1,200 units for low-income households, with over 500 units in the pipeline.

### **Supportive Services**

The services to be provided to the special needs occupants will be provided by outside service providers such as IHSS (In Home Supportive Services). These services will be contracted in compliance with the, as yet undetermined, financing sources utilized in the final development budget. IHSS for the 23 chronically ill seniors will include services according to the IHSS recipient's ability to perform daily activities, and can include feeding, bathing, dressing, housekeeping, laundry, shopping, meal preparation and clean up, respiration, bowel & bladder care, moving in and out of bed, rubbing the skin (to prevent skin breakdown), accompaniment to medical appointments, paramedical services, and protective supervision. Please note that the commitment is for 23 units to have this service, but it does not preclude any other senior from obtaining these services.

### **Neighborhood Impact**

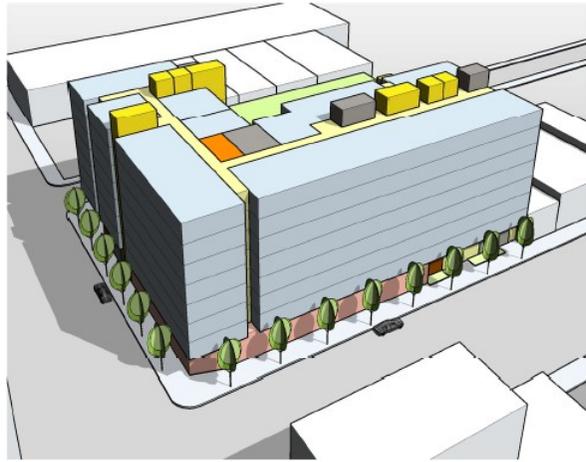
Immediately to the north of the project site is the Fruitdale Station apartment complex. This development was completed three years ago and was the first attempt to revitalize the neighborhood. The Leigh Avenue project will complement the market-rate Fruitdale Station development in this older area of San Jose. The land where this project will be built sits on a corner across the street from one of the city's light rail lines. There is an abandoned gas station across the street and there are several older retail and restaurant uses within a few blocks. The effect of this project will be to begin a process of revitalizing and adding a mixed-income component to the area. New residents who rely on public transit will need goods and services within walking distance which will help support businesses close by. There is a vacant site across the street that is likely to be redeveloped as well. It is reported that the owner is waiting to see what happens with the Leigh Avenue site before they decide where to go with their parcel.

### **"But" For Analysis**

The Borrower entered into a contract to purchase the property on July 1, 2008. Initially, the close of escrow was contingent upon receipt of the appropriate entitlements. The Borrower received the necessary entitlements in July of 2009, but due to the downturn in the economy and the resulting lack of funds available from the City of San Jose, the closing date was extended. The borrower planned to acquire the site by using funds from the City of San Jose Redevelopment Agency ("RDA"). Because of the economic downturn, the RDA cannot fund additional projects. The Borrower made monthly payments to the Seller totaling over \$300,000 to keep escrow open, and was forced to push back the close of escrow several times, at great cost.

The term of the TOAH Fund loan provides a significant hold period for First Community and the City to put together a feasible development project. In addition, the pricing from the TOAH Fund helps keep total development costs down in an environment of limited resources. Without the TOAH Fund, the developer wouldn't have been able to maintain control of the property, especially as the cost of land near transit begins to escalate.

**Bay Area Transit Oriented Affordable Housing Fund  
Project Loan Profile**



Architect: David Baker + Partners

<b>Project Description</b>	
<p>Tenderloin Neighborhood Development Corporation (TNDC) has requested a \$4,000,000 acquisition loan to maintain ownership of a site located at 5<sup>th</sup> &amp; Howard Streets in the south of Market area of San Francisco. The project is currently in the feasibility stage with TNDC assessing several scenarios for the development of the site. The most likely and preferred development option is a joint-venture partnership with a for-profit developer to build a 172 mixed-income rental housing project with 9,000 sq. ft. of ground floor retail space. Thirty-five percent of the total units would be affordable for households up to 55% of area median income. The San Francisco Mayor’s Office of Housing (MOH) fully supports the project, having provided \$4.73MM in soft debt for the acquisition which will stay in the project after the TOAH financing is repaid.</p>	
<b>Originating CDFI Lender:</b>	Enterprise Community Loan Fund (ECLF)
<b>Project Name/Location:</b>	5 <sup>th</sup> & Howard / 206-230 5 <sup>th</sup> Street and 909-921 Howard Street, San Francisco, CA
<b>Sponsor:</b>	Tenderloin Neighborhood Development Corporation (TNDC), a 501(c)3 nonprofit housing developer based in San Francisco
<b>Loan Term Summary</b>	
Loan Amount:	\$4,000,000
Type:	Acquisition
Term:	5 years (60 months)
Affordability:	Borrower plans on developing a project with 35% of units affordable to individuals and families between 50-55%AMI. The other 65% of units will be at market-rate.

Notable Features:	N/A
<b>Unit Mix</b>	
AMI 30-40%	0
AMI 40-50%	39
AMI 50-60%	20
AMI 60-80%	0
Total Affordable Units	59
Total Market Rate Units	113
Total Units	172
Total Supportive Units	0
<b>Rental Comparisons</b>	
A formal market study has not been completed for the project however TNDC is targeting families and individuals with incomes below 55% AMI for the affordable part of the project.	
<b>Quality of Transit</b>	
The project is located 0.3 miles from the Powell BART station that serves the wider Bay Area. Additionally, there are fifteen different Muni bus lines that are available within one block of the project site.	
<b>Borrower Capacity and Development Team</b>	
Established in 1981, TNDC's mission is to provide safe, affordable housing with support services for low-income people in the Tenderloin neighborhood of San Francisco and to be a leader in making the neighborhood a better place to live. An anchor institution in the community, TNDC owns and operates 30 buildings serving 3,000 tenants. The vast majority of tenants have monthly incomes below \$1,000. These include seniors on fixed incomes, emancipated youth from the foster care system, families on tight budgets, people living with HIV and AIDS, and formerly homeless individuals recovering from substance abuse or mental illness. TNDC is one of the largest and most well-regarded affordable housing developers in San Francisco.	
<b>Supportive Services</b>	
While no specific supportive services have been planned for the project, TNDC has several programs that it offers its tenants and the Tenderloin community as a whole, including the Tenderloin After-School Program (TASP), social work services, tenant activities throughout the year, and the Tenderloin People's Garden. TASP provides a safe drop-in space for children in the neighborhood and serves more than 250 youth ages 5 to 18. The community garden located near city hall has harvested over 2,500 lbs. of food distributed to 400 people since its inception in 2010.	
<b>Neighborhood Impact</b>	
The project is located in the South of Market (SOMA) area one block west of the Yerba Buena Gardens. This portion of SOMA is characterized by smaller light industrial and commercial buildings, large commercial buildings, hotels and residential uses. Over the past couple of years,	

several large tech corporations, such as Zynga, have moved their offices to the area, increasing the gentrification process that happened during the last business cycle. Additionally, because of the increased rental housing demand by high-paid tech company employees, rent prices in the area have increased dramatically over the last year. This project provides affordable housing to existing residents in a neighborhood that is becoming increasingly more expensive.

#### **“But” For Analysis**

TNDC acquired the site in 2009 and was in advanced negotiations with a for-profit developer to jointly develop a mixed-income apartment project (half of the units would have been affordable in this scenario). The partnership did not move forward because the for-profit organization’s leadership had a change in focus and also because of the lack of funding availability from the San Francisco Mayor’s Office of Housing (MOH). Around the same time in mid-2011, local government funding for affordable housing became increasingly scarce because the state of California dissolved local redevelopment agencies. This has made the funding environment for new affordable housing even more challenging. TNDC was able to access funds from the TOAH Fund to maintain its acquisition of the property in a highly-desired neighborhood close to several public transportation hubs, shopping, and entertainment centers. Had the TOAH Fund not been available, TNDC would not have been able to keep the land in order to eventually develop much-needed affordable housing in a neighborhood and city where affordable housing is scarce and rental/ownership costs are extraordinary high.

**Bay Area Transit Oriented Affordable Housing Fund  
Project Loan Profile**



Courtesy: Openhouse

<b>Project Description</b>	
<p>Mercy Housing California (MHC) has requested a \$4,460,000 loan to prepay a 99-year lease on a parcel located at 55 Laguna Street on a former University of California Extension Campus in San Francisco. MHC will be developing the site into 110 units of affordable senior housing that is welcoming to Lesbian, Gay, Bisexual, and Transgender (LGBT) seniors aged 55 years or older. Units will be rented to qualified tenants earning less than 50% of area median income (AMI). MHC is partnering with Openhouse, a nonprofit that provides housing and support services to older LGBT adults.</p> <p>The MHC development will be part of a larger development located on the 5.8 acre site owned by the UC Regents. The master development is entitled for up to 110 units of affordable senior housing, up to 330 market-rate units, 12,000 square feet of community facility space (such as a health center), 5,000 square feet of neighborhood serving space, and 42,000 square feet of public open space. Woods Partners out of Atlanta will be the developer of the market-rate units while MHC will develop the affordable units.</p>	
<b>Originating CDFI Lender:</b>	Northern California Community Loan Fund
<b>Project Name/Location:</b>	Mercy Laguna Senior Housing, 55 Laguna Street, San Francisco, CA 94102
<b>Sponsor:</b>	Mercy Housing California (MHC), a 501(c)3 nonprofit housing developer based in San Francisco and Openhouse, a 501(c)3 nonprofit social service organization based in San Francisco.

**Loan Term Summary**

Loan Amount:	\$4,460,000
Type:	Acquisition
Term:	25 months plus one-year extension option
Affordability:	Borrower plans on developing a project with rents that are affordable to seniors at or below 50% of AMI.
Notable Features:	Activity center for residents and community members

**Unit Mix**

AMI <30%	0
AMI 30-40%	4
AMI 40-50%	11
AMI 50-60%	24
AMI 60-80%	0
Total Affordable Units	110 (70 new construction units for which the breakdown is not yet available and 2 manager units)
Total Market Rate Units	0
Total Units	110
Total Supportive Units	unknown

**Rental Comparisons**

A formal market study has not been completed for the project; however, MHC is targeting seniors with incomes at or below 50% AMI.

**Quality of Transit**

The site is located in the City & County of San Francisco, Better Neighborhoods – Market & Octavia Priority Development Area (PDA). The project site is within 250 feet of a Muni light rail and bus station that services the F, 6 and 71 Muni transit lines along Market Street, a major transit corridor in the city.

**Borrower Capacity and Development Team**

The borrower is an affiliate of Mercy Housing California (MHC), a 501(c)3 nonprofit public benefit corporation. MHC was incorporated in 1988 as the California affiliate of Mercy Housing, Inc. (MHI), one of the country’s largest nonprofit developers of affordable housing. Since inception, MHC has completed 134 multifamily housing developments in California with 8,182 affordable housing units. In San Francisco alone, MHC has completed 39 developments. In addition, through an affiliate, Mercy Housing Management Group, MHC provides property management

services at 108 sites (7,062) in California.

### **Supportive Services**

The proposed project will be San Francisco's first and the country's largest affordable housing specifically welcoming to LGBT seniors. This project will include Openhouse service offices and an activity center for residents and LGBT seniors from across the city. Founded in 1998, Openhouse is building critically-needed housing, services and community programs to support the health and well-being of lesbian, gay, bisexual and transgender older adults.

### **Neighborhood Impact**

According to the 2010 census, 13.5% of the city of San Francisco's residents are 65 years of age or older (roughly 108,000 individuals). According to a 2006 survey conducted by Openhouse, 60% of LGBT adults aged 60 or older earned less than \$39,000 per year. Current Openhouse client demographics support these findings – in 2011, 83% of the 600 seniors served by the organization had incomes at or below 50% of AMI (\$37,400 per HUD's FY11 income limits). This project will create 110 units of affordable senior housing in an area of San Francisco that is quickly gentrifying. This project will be the first affordable housing development in San Francisco that is welcoming to LGBT seniors, and the creation of the Senior Activity Center will also enable Openhouse to serve the wider LGBT senior community.

### **"But" For Analysis**

In 2008, the affordable senior development project and market-rate housing received approval from the San Francisco Planning Commission. The original entitlement for the market-rate development included 330 units with no less than 50 below-market-rate (BMR) units. In August 2011, the San Francisco Planning Commission approved an agreement through which Wood Partners (WP) would pay the Mayor's Office of Housing \$6.3 million of in-lieu fees in exchange for a reduction in the BMR requirement to 32 units. MOH intended to use the in-lieu fees to finance the ground lease pre-payment for the Senior Development, however, it had until July 15, 2012 to find alternative financing sources.

MHC was able to secure a commitment from the TOAH Fund prior to July 15 and provide MOH with alternative financing, thereby preserving 18 BMR units in the market-rate development. Had the TOAH Fund not been available as an alternative source of financing, there would be fewer below-market rate units in this development and it might not have been able to secure the land lease from the UC Regents, leaving MHC and Openhouse without the opportunity to secure the parcel for 100% affordable senior housing for the senior LGBT community in San Francisco.

## Bay Area Transit Oriented Affordable Housing Fund Project Loan Profile



Architect: McLarand Vasquez Emsiek & Partners Inc. (MVE Studio)

<b>Project Description</b>	
<p>East Bay Asian Local Development Corporation (EBALDC), one of the seminal affordable housing developers in the East Bay, received a \$1,800,000 four-year loan to pay for the acquisition of three parcels of land located near the San Pablo Corridor in West Oakland. The West Grand project is envisioned as a three-phase development, corresponding to the three parcels to be purchased (A-C). The improvements of at least two of the three parcels will include affordable housing—up to 65 units each on Parcels A and C and up to 52 units on Parcel B (with Parcel B housing over ground floor commercial/retail or community facilities). The targeted affordability for Parcels A and C will be at or below 60% AMI. The tentative development program includes collaboration with the YMCA, currently a tenant on Parcel B, for a ground-floor community center with a childcare center. Uses for Parcel C present a wider range of options, from substantially all housing, with ground floor retail/commercial, to all commercial/retail.</p>	
<b>Originating CDFI Lender:</b>	Northern California Community Loan Fund (NCCLF)
<b>Project Name/Location:</b>	West Grand Development / 2101, 2116 and 2201 Brush Street, Oakland, California 94612
<b>Sponsor:</b>	East Bay Asian Local Development Corporation, a 501(c)3 nonprofit housing developer based in Oakland
<b>Loan Term Summary</b>	
Loan Amount:	\$1,800,000
Type:	Acquisition/Mini-Permanent – Affordable Family Housing
Term:	4-year term

Affordability:	Borrower plans on developing a project with rents that are affordable to families at or below 60% AMI.
Notable Features:	Child care center
<b>Unit Mix</b>	
AMI 30-40%	0
AMI 40-50%	0
AMI 50-60%	128
AMI 60-80%	0
Total Affordable Units	128
Total Market Rate Units	18
Total Units	146
Total Supportive Units	0 (% of total units)
<b>Rental Comparisons</b>	
A formal market study has not been completed for the project however EBALDC is targeting families with incomes at or below 60% AMI. More information from EBALDC is forthcoming.	
<b>Quality of Transit</b>	
The site is located in the City of Oakland: West Oakland Priority Development Area (PDA). The location is within a block of San Pablo Avenue, a major rapid transit corridor. AC Transit runs multiple bus lines down San Pablo Avenue, including a fixed Rapid bus stop at the corner of San Pablo and West Grand Avenue. The 19th Street BART station is within 0.5 miles from the subject property and the Greyhound Bus station is within walking distance of the three sites.	
<b>Borrower Capacity and Development Team</b>	
Established in 1975, EBALDC is a community development organization serving the East Bay community, particularly the low income and Asian and Pacific Islander population, through development of physical, human and economic assets for individuals and community organizations. The organization's primary geographic boundaries are Alameda and Contra Costa counties, although some of its programs also serve the residents of San Francisco County. Ninety-four percent of EBALDC's clients fall below 80% AMI, and 90% are people of color. To date, EBALDC has developed over 1,400 units of affordable rental housing in 17 developments (of which 5 are historic structures), over 125 first-time home-buyer units and over 250,000sf of commercial space for community organizations. In addition to development, EBALDC overseas property management for most of its housing properties as well as for over 200,000sf of commercial and nonprofit space.	
<b>Supportive Services</b>	
While the West Grand development won't target specific supportive services, EBALDC sponsors programs and activities that foster economic development for individuals, families, small businesses and neighborhoods across all of its properties. Program areas include: <ul style="list-style-type: none"> <li>- <u>Individual Development Accounts (IDA)</u>: This program assists adults and youth in building individual assets to invest in education, business or homeownership.</li> </ul>	

- Neighborhood Revitalization and Commercial Services: This program is focused on business development, merchant organizing, façade and streetscape improvements, job creation, community festivals, and technical assistance for businesses and residents of the East Lake/Lower San Antonio neighborhoods in Oakland.
- Social and Community Services: This program develops strategies to bridge gaps in local supportive service delivery for EBALDC residents and impacted communities. Activities include community and resident service planning engagement and organizing, particularly in relation to EBALDC housing development projects

In addition, a YMCA child care center is currently on the site and EBALDC hopes to incorporate the center into the development project.

### **Neighborhood Impact**

West Oakland remains an inner-city neighborhood and one of the poorest in Oakland and in Alameda County. A declining quality of life is evidenced in nearly every indicator over the past decade, including income, employment, housing, environment, health and education.

The San Pablo Corridor has long been a “pass-through” between downtown and points further north along San Pablo. As such, it has not been a focus for redevelopment or revitalization like downtown Oakland. Commercial vacancy is estimated to be 15-20% since the economic downturn. ‘Bad behavior’ as characterized by a local social service agency, is openly exhibited in some spots.

The West Grand project is part of EBALDC’s long-term plan for the revitalization of the San Pablo Avenue Corridor, in collaboration with efforts being undertaken by the City of Oakland and a group of community groups. The San Pablo Avenue Corridor reaches from just north of downtown Oakland to and into Emeryville. EBALDC is a founding member of the San Pablo Corridor Coalition. EBALDC’s affordable housing partners in the Corridor include Christian Church Homes and Satellite Housing, each an owner of affordable senior housing on San Pablo Avenue, and the Oakland Housing Authority, which owns 11 scattered site properties (subsidized through the Project Based Section 8 Program) as well as two HOPE VI sites in the Corridor. In addition, other collaborators with EBALDC in revitalizing the Corridor include St. Vincent de Paul, St. Mary’s Center, East Bay recovery Center, Mary Ann Wright Foundation, Attitudinal Healing Connection, the M. Robinson YMCA Center, Keep Oakland Beautiful and the Oakland Public Works Department.

EBALDC owns and operates Avalon senior housing (67 units), the anchor at the north end of the Corridor. It will be joined by the Hotel California (EBALDC acquired in 2010 and currently renovating to create 130 units). At the southern end of the Corridor, EBALDC owns and operates the San Pablo Hotel, with 144 rooms (1955 San Pablo Avenue, just south of I-980). It will be joined in 2013 by EBALDC’s new headquarters at 1825 San Pablo Avenue. The three parcels that comprise the subject property represent a critical part of EBALDC’s long-term plan because this will be the next step in moving up the Corridor to establish a critically important affordable housing and community development presence north of Interstate 980.

### **“But” For Analysis**

The subject property is close to the burgeoning Uptown neighborhood in downtown Oakland, which has seen market-rate rents increase significantly over the last two years, thereby increasing its attractiveness for a market-rate developer. Without the TOAH Fund, EBALDC might not have been able to hold onto the property for future development as part of its San Pablo Corridor plan and they stand to lose a fair amount of equity put into the acquisition.

The TOAH Fund provides very important patient capital that gives EBALDC and the City of Oakland a significant period of time to put together a feasible development plan for the three parcels. In addition, the low-cost financing from TOAH will help EBALDC keep total development costs as low as possible in a current economic environment that isn’t supportive of affordable housing development.