



REGULAR MEETING AGENDA

Date: 3/3/2021

Time: 6:30 p.m.

Regular Meeting Location: [Zoom.us/join](https://zoom.us/join) – ID #997-7506-7654

NOVEL CORONAVIRUS, COVID-19, EMERGENCY ADVISORY NOTICE

On March 19, 2020, the Governor ordered a statewide stay-at-home order calling on all individuals living in the State of California to stay at home or at their place of residence to slow the spread of the COVID-19 virus. Additionally, the Governor has temporarily suspended certain requirements of the Brown Act. For the duration of the shelter in place order, the following public meeting protocols will apply.

Teleconference meeting: All members of the Housing Commission, city staff, applicants, and members of the public will be participating by teleconference. To promote social distancing while allowing essential governmental functions to continue, the Governor has temporarily waived portions of the open meetings act and rules pertaining to teleconference meetings. This meeting is conducted in compliance with the Governor's Executive Order N-25-20 issued March 12, 2020, and supplemental Executive Order N-29-20 issued March 17, 2020.

- How to participate in the meeting
 - Access the meeting real-time online at:
[Zoom.us/join](https://zoom.us/join) – Regular Meeting ID #997-7506-7654
 - Access the regular meeting real-time via telephone (listen only mode) at:
(669) 900-6833 Regular Meeting ID 997-7506-7654

Subject to Change: Given the current public health emergency and the rapidly evolving federal, state, county and local orders, the format of this meeting may be altered or the meeting may be canceled. You may check on the status of the meeting by visiting the City's website www.menlopark.org. The instructions for logging on to the webinar and/or the access code is subject to change. If you have difficulty accessing the webinar, please check the latest online edition of the posted agenda for updated information (menlopark.org/agenda).

Regular Session ([Zoom.us/join](https://zoom.us/join) – ID# 997-7506-7654)

- Call to Order**
- Roll Call**
- Public Comment**

Under "Public Comment," the public may address the Commission on any subject not listed on the agenda. Each speaker may address the Commission once under Public Comment for a limit of three minutes. The Commission cannot act on items not listed on the agenda and, therefore, the Commission cannot respond to non-agenda issues brought up under Public Comment other than to provide general information.

D. Regular Business

- D1. Approve minutes for the Housing Commission regular meeting on February 3, 2021 ([Attachment](#))
- D2. Recommendation of a below market rate housing agreement term sheet with Richard Mielbye for 3723 Haven Avenue ([Staff Report 21-004-HC](#))
- D3. Recommend City Council accept the 2020 housing element annual progress report (APR) ([Staff Report 21-005-HC](#))
- D4. Recommendation for the Housing Commission to recommend \$4.8 million from the Below Market Rate (BMR) housing fund to two Notice of Funding Availability (NOFA) 2020 applicants to support affordable housing activities ([Staff Report 21-006-HC](#))

E. Reports and Announcements

- E1. Ad hoc subcommittee reports
- E2. Commissioner updates
- E3. Recommend future agenda items
- E4. Staff updates and announcements

F. Adjournment

At every Regular Meeting of the Commission, in addition to the Public Comment period where the public shall have the right to address the Commission on any matters of public interest not listed on the agenda, members of the public have the right to directly address the Commission on any item listed on the agenda at a time designated by the Chair, either before or during the Commission's consideration of the item.

At every Special Meeting of the Commission, members of the public have the right to directly address the Commission on any item listed on the agenda at a time designated by the Chair, either before or during consideration of the item. For appeal hearings, appellant and applicant shall each have 10 minutes for presentations.

If you challenge any of the items listed on this agenda in court, you may be limited to raising only those issues you or someone else raised at the public hearing described in this notice, or in written correspondence delivered to the City of Menlo Park at, or prior to, the public hearing.

Any writing that is distributed to a majority of the Commission by any person in connection with an agenda item is a public record (subject to any exemption under the Public Records Act) and is available by request by emailing the city clerk at jaherren@menlopark.org. Persons with disabilities, who require auxiliary aids or services in attending or participating in Commission meetings, may call the City Clerk's Office at 650-330-6620.

Agendas are posted in accordance with Government Code §54954.2(a) or §54956. Members of the public can view electronic agendas and staff reports by accessing the City website at menlopark.org/agenda and can receive email notification of agenda and staff report postings by subscribing to the "Notify Me" service at menlopark.org/notifyme. Agendas and staff reports may also be obtained by contacting City Clerk at 650-330-6620. (Posted: 2/25/2021)



REGULAR MEETING MINUTES – DRAFT

Date: 2/3/2021

Time: 6:30 p.m.

Regular Meeting Location: Zoom.us/join – ID #997-7506-7654

A. Call To Order

Chair Grove called the meeting to order at 6:33 p.m.

B. Roll Call

Present: Bigelow, Conroy, Grove, Horst, McPherson, Merriman, Pimentel

Absent: None

Staff: Deputy Community Development Director Rhonda Coffman,
Management Analyst II Mike Noce, Senior Planner Tom Smith,
Associate Planner Ori Paz, Contract Planner Payal Bhagat

C. Public Comment

- Julie Shanson spoke about low income households who experience changes in income.

D. Regular Business

- D1. Approve minutes for the Housing Commission regular meeting on November 4, 2020 and special meeting on November 18, 2020

ACTION: Motion and second (McPherson/Horst), to approve the Housing Commission regular meeting minutes on November 4, 2020 and special meeting minutes on November 18, 2020, passed unanimously.

- D2. Recommendation of a below market rate housing agreement term sheet with Waymo for 950 O'Brien Drive (Staff Report 21-001-HC)

Associate Planner Ori Paz introduced the item.

ACTION: Motion and second (Merriman/Bigelow), to approve the below market rate term sheet with Waymo for 950 O'Brien Drive, passed unanimously.

- D3. Recommendation of a below market rate housing agreement term sheet with Greystar for the Menlo Uptown Project (Staff Report 21-002-HC)

Senior Planner Tom Smith introduced the item.

- Kim Novello asked questions regarding public outreach for below market rate (BMR) programs related to whether housing needs of current Menlo Park residents are being met and information on unit size and design style of the project.
- Julie Shanson shared concerns about the structure of the proposed community amenity being

satisfied with a community land trust and spoke about the importance of family oriented housing with two and three bedroom units.

- Pam Jones spoke in favor of the community land trust with local residents included in board positions and inquired about the possibility for a Menlo Park specific land trust.
- Corey Smith, Housing Action Coalition representative, spoke in favor of the Greystar proposal and that a rental and ownership development paired with a community land trust amenity will great help the community.
- Joshua To, Valley Community Land Trust representative, spoke in favor of the project and increasing affordable housing.
- Diane Dittmar, Valley Community Land Trust board member, spoke in favor of the project and shared how the land trust can help the community and assist households facing potential displacement.

ACTION: Motion and second (Merriman/Bigelow) to recommend the approval of the Below Market Rate Housing Fund – Notice of Funding Availability, passed 5-1-1 (McPherson against, Conroy abstaining).

D4. Recommendation of a below market rate housing agreement term sheet with SP Menlo, LLC for 111 Independence Drive (Staff Report 21-003-HC)

Contract Planner Payal Bhagat introduced the item.

- Kim Novello spoke about the need for increased information about housing for families and how proximity to schools should be considered.
- Pam Jones spoke in favor of the building design and location especially that transportation and shopping are nearby and the affordability of the project.

ACTION: Motion and second (Merriman/Horst) to recommend the approval of the Below Market Rate Housing Fund – Notice of Funding Availability, passed 6-0-1 (Conroy abstaining).

D5. Information update on the notice of funding availability (NOFA) submissions received on or prior to January 22, 2021

Deputy Community Development Director Rhonda Coffman introduced the item.

- Kate Comfort Harr, HIP Housing representative, spoke about the proposal submitted to acquire 6 – 8 Coleman Place and convert 14 existing market rate units into affordable, low income units.
- Kim Novello spoke in favor of housing west of highway 101 and shared concerns over different types of development.

E. Reports and Announcements

E1. Ad hoc subcommittee reports (10 minutes):

None.

E2. Commissioner updates

Commissioner Conroy reported out on that the San Mateo County one day homeless count has been postponed.

Chair Grove reported out information regarding the history of residential segregation and invited interested parties to contact her for more information.

E3. Recommended future agenda items.

The Commission suggested future agenda items:

- NOFA presentations
- Health equity related to housing decisions
- Information related to the housing element

E4. Staff updates and announcements

Management Analyst II Mike Noce provided updates on:

- HouseKeys was selected as the new BMR administrator and their contract with the City beginning on February 1. Staff is working closely with HouseKeys to ensure a smooth transition and no interruptions in service to our BMR participants.
- A single-family home that is part of the BMR ownership portfolio located at 555 Hamilton Avenue is being purchased by the City. Staff is expecting the purchase to be completed in March, and will work with BMR administrator, HouseKeys, to find a new buyer as soon as possible using the City's existing BMR ownership waitlist.

F. Adjournment

Chair Grove adjourned the meeting at 10:17 p.m.

Mike Noce, Management Analyst II, Community Development

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STAFF REPORT

Housing Commission

Meeting Date: 3/3/2021
Staff Report Number: 21-004-HC

Regular Business: **Recommendation of a Below Market Rate Housing Agreement Term Sheet with Richard Mielbye for 3723 Haven Avenue**

Recommendation

Staff recommends that the Housing Commission recommend approval of the draft Below Market Rate (BMR) Housing Agreement Term Sheet (“Term Sheet”) to the Planning Commission for a proposed hotel at 3723 Haven Avenue. The proposed hotel would contain 163 rooms and comprise 58,027 square feet overall, including three stories of podium parking, five levels of hotel rooms, and a ground floor lobby space and coffee shop, as described in the draft Term Sheet (Attachment A).

Policy Issues

BMR Housing proposals and terms are reviewed individually. The Housing Commission should consider whether the BMR Housing proposal and terms are in compliance with the BMR Housing Program Guidelines and the BMR Housing Ordinance.

Background

Site location

The project site consists of one O-B (Office, Bonus) zoned parcel with a total lot area of approximately 33,192 square feet (0.762 acres). The project site currently contains a one-story office building, approximately 13,681 square feet in size. The existing building would be demolished as part of the redevelopment of the site. A location map is provided as Attachment B.

For purposes of this staff report, Haven Avenue (at the project site) is considered to have a north-south orientation, and all compass directions referenced will use this orientation. The project site is located to the west of the intersection of Marsh Road/Bayfront Expressway (State Route 84) and Haven Avenue, specifically near a bend in the road where Haven Avenue transitions from an east-west to a north-south orientation. East of the intersection, Haven Avenue intersects with Bayfront Expressway. Generally, Haven Avenue is an east-west street, running parallel to US 101. The project site is bounded by Haven Avenue to the east, and other properties in the other directions. The parcels to the west of the project site are located in the R-4-S (AHO) (High Density Residential, Special – Affordable Housing Overlay) zoning district and contain 540 multi-family dwelling units, one parcel to the south (3715 Haven Avenue) is located in the O-B zoning district and contains professional offices, and parcels to the north are located in the M-2 (General Industrial) zoning district and include warehousing uses and an animal kennel. Slightly further north of the M-2 properties, wetlands connect to the San Francisco Bay.

Analysis

Project description

The applicant is proposing to demolish existing onsite office building and construct a new eight-story, 163-room hotel with three levels of podium parking and five floors of hotel rooms. In the O-B zoning district, hotels are conditional uses and require use permit review and approval by the Planning Commission when not located on a parcel identified as O-H (Office, Hotel) on the adopted Zoning Map. There would also be a ground floor coffee shop that would be open to the public and a fourth floor bar and lounge area, which would include an outdoor rooftop garden and would be publically accessible (regardless of coffee shop and bar/lounge patronage) from 6:00 am to 10:00 pm.

The proposal includes a request for architectural control to construct the hotel building; a use permit to construct the hotel in the O-B zoning district; a heritage tree removal permit to remove two on-site heritage ash trees, one heritage Monterey pine tree, two non-heritage little leaf linden street trees, and one non-heritage maple street tree; and environmental review. The applicant's BMR proposal letter and select sheets from the project plans are included as Attachments C and D, respectively. The Planning Commission will take final action on all requested entitlements for the proposed project.

BMR Housing Program & related requirements

The applicant is required to comply with Chapter 16.96 of City's Municipal Code ("BMR Ordinance"), and with the BMR Housing Program Guidelines adopted by the City Council to implement the BMR Ordinance ("BMR Guidelines"), since the project includes more than 10,000 square feet of net new non-residential development. At this time, the Housing Commission should review the draft Term Sheet and provide guidance to staff, the applicant, and the Planning Commission. The draft Term Sheet would be used to inform the BMR Agreement, which would subsequently be reviewed by the Planning Commission.

The BMR Guidelines strongly recommends that qualifying commercial developments provide on-site BMR units. However, residential use of the property is not allowed in the O-B zoning district and consequently would not be consistent with the Office General Plan Land Use Designation. The subject site is located near a bend in Haven Avenue, and adjacent buildings are occupied by a combination of commercial and multi-family residential uses. The property owner does not own any sites zoned for residential uses. Based on the project zoning and land use, staff has found that development of BMR units on-site in accordance with the requirements of the BMR Ordinance and Guidelines is not feasible.

The applicant would be required to pay the applicable in-lieu fee prior to issuance of the building permit for this project. The in-lieu fee would be calculated as set forth in the table below (Table 1). The applicable fee for the project would be based upon the per square foot fee in effect at the time of payment and the proposed square footages within Group A and Group B at the time of payment.

Table 1: BMR Requirements and Applicant Proposal

Fee per square foot	Square feet	Component fees
---------------------	-------------	----------------

Existing Building - Office	\$19.61	13,681	(\$268,284.41)
Existing Building - Non-Office	\$10.64	0	\$0.00
Proposed Building - Office	\$19.61	0	\$617,407.28
Proposed Building - Non-Office	\$10.64	58,027	\$0.00
BMR In-Lieu Fee Option			\$349,122.87

Correspondence

At the time of the preparation of this staff report, staff has not received any correspondence regarding the draft BMR Housing Agreement Term Sheet. Any correspondence received prior to the Housing Commission meeting will be disclosed during the review of this project at the meeting.

Conclusion

Given that the residential use of O-B-zoned properties is not permitted under current zoning regulations, staff recommends that the Housing Commission recommend approval of the terms stated in the draft BMR Housing Agreement Term Sheet to allow for the payment of the applicable in-lieu fees prior to issuance of a building permit for the project.

Impact on City Resources

The project sponsor is required to pay Planning, Building, and Public Works permit fees, based on the City’s Master Fee Schedule, to fully cover the cost of staff time spent on the review of the project. BMR in-lieu fees are paid prior to issuance of a building permit and deposited to the BMR Housing Fund.

Environmental Review

The proposed project will be evaluated with respect to compliance with the California Environmental Quality Act (CEQA) as part of the Planning Commission final action. BMR direction is not a project under CEQA, so environmental review is not required by the Housing Commission.

Public Notice

Public Notification was achieved by posting the agenda, with the agenda items being listed, at least 72 hours prior to the meeting. Public notification also consisted of courtesy notification by mail of owners and occupants within a 300-foot radius of the subject property.

Attachments

- A. Proposed BMR Term Sheet
- B. Location Map
- C. 3723 Haven Avenue BMR Proposal
- D. Excerpts of Project Plans

Report prepared by:
Matt Pruter, Associate Planner

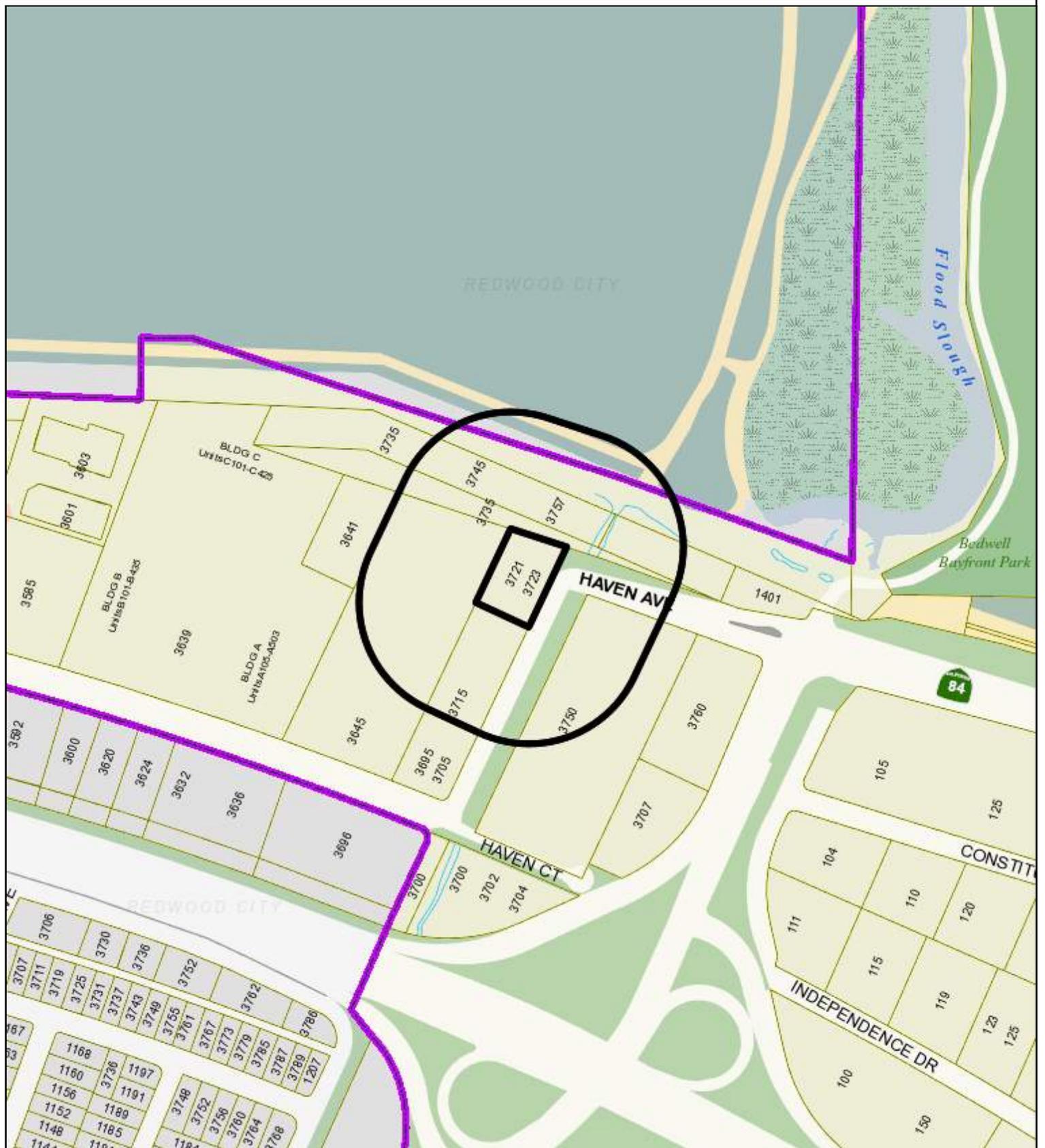
Report reviewed by:
Rhonda Coffman, Deputy Community Development Director, Housing

3723 Haven Avenue**Draft Below Market Rate (BMR) Housing Agreement Term Sheet**

1. Applicant owns property known as Assessor's Parcel Number 055-170-350 ("Property"), more commonly known as 3723 Haven Avenue, Menlo Park;
2. Applicant is requesting architectural control to expand an existing office building to create additional office space on the first floor. The subject building is greater than 10,000 square feet in gross floor and therefore, Applicant is required to comply with Chapter 16.96 of City's Municipal Code ("BMR Ordinance") and with the Below Market Rate Housing Program Guidelines ("Guidelines") adopted by the City Council to implement the BMR Ordinance;
3. Property is located within the O-B (Office, Bonus) zoning district and the Office land use designation in the City of Menlo Park;
 - a. Property's General Plan land use and zoning designations do not permit residential uses;
4. Applicant does not own any other sites within the City that are zoned for residential land uses; and
5. Consistent with other recent BMR Housing Agreements, Applicant is permitted to satisfy the BMR housing requirement for the proposed project by delivering one off-site unit, combining resources with other applicants to deliver an off-site unit, or by payment of an in lieu fee;
 - a. The BMR in lieu fee is estimated at \$349,122.87;
 - b. Therefore, prior to final issuance of the building permit, the Applicant will need to pay the in lieu fee, which would be adjusted based on the existing and proposed square footages at the time of building permit issuance. The applicable fee per square foot is adjusted annually on July 1. The table in Item 6 below shows the proposed in lieu fee and its calculation.

6. The table below provides the estimated in lieu fee:

BMR In Lieu Fee Calculation			
	Fee per square foot	Square feet	Component fees
Existing Building - Office	\$19.61	13,681	(\$268,284.41)
Existing Building - Non-Office	\$10.64	0	\$0.00
Proposed Building - Office	\$19.61	0	\$617,407.28
Proposed Building - Non-Office	\$10.64	58,027	\$0.00
BMR In-Lieu Fee Option			\$349,122.87



City of Menlo Park
 Location Map
 3723 Haven Avenue



Mr. Matthew A. Pruter

Associate Planner
City of Menlo Park, CA
City Hall - 1st Floor
701 Laurel St.

**RE: Below Market Rate Housing Program (BMR)
Commercial Development Proposal for: PLN2019-00098 - 3723 Haven Avenue**

Mr. Pruter,

We are pleased to offer the following proposal for the Moxy Hotel project to be located at 3727 Haven Avenue in Menlo Park, regarding the Below market rate housing program. The site is approximately 33,192 sf. The setbacks from Haven Ave. are between 5ft- 25ft, per ordinance, however per a private real estate agreement with the neighboring properties a 20ft setback is enforced. In addition to the set back the site has 40 ft powerline easement along the SE side and an 20ft EVA (Emergency Vehicle Access) along the North side. All of these elements reduce the usable area to 25,271 sf. The site also has an open space requirement of 30% of the site further reducing the buildable area. The project as proposed is also near the height limit per ordinance as well.

The site has only one vehicle access point as well and we feel that requiring residents and hotel guests to use the same entry would be confusing and dangerous. In addition, the hotel parking is 100% valet and attended by hotel staff.

In summary, due to the limitations and operations listed above we do not feel it is feasible or advisable to construct below market rate housing on this site. In lieu of constructing the housing units we are proposing the following fees adjusted per the cities tables and offsets for existing structures.

Existing Credits (Existing Gross Floor Area and Land Uses)				
	2020-2021 Rate	Existing gross floor area	dollar amount (credits)	BMR units (unit/sf calculation)
Group A	\$ 19.61	13,681.00	\$ 268,284.41	0.66
Group B	\$ 10.64	-	\$ -	-
Total		13,681.00	\$ 268,284.41	0.66
Proposed Project Commercial Components				
	Current Rate	Proposed gross floor area	dollar amount	BMR units (unit/sf calculation)
Group A	\$ 19.61	-	\$ -	-
Group B	\$ 10.64	58,027.00	\$ 617,407.28	1.54
Total		58,027.00	\$ 617,407.28	1.54
Proposed Commercial Linkage Fee				
			payment	units
Commercial Linkage Fee (Proposed project net credits)			\$ 349,122.87	
BMR Unit Equivalency Calculation				1
Factors for unit conversion				
Group A	20,600 sf per unit			
Group B	37,800 sf per unit			

We feel that this approach is fair and takes into account the increase in additional square footage for the proposed hotel and provides a fair credit for the existing structure and additional sums toward the city building market rate housing throughout the community.

Sincerely,

Richard A. Mielbye,
as representative for
FPG Development Group, LLC

MENLO PARK, CA - HOTEL PROPOSAL

SEPTEMBER 15, 2020

COVER SHEET

0.0



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- 2.1 Second Floor Structural Grid
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- 17.0 Streetscape Section
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- 23.2 Material Board Samples **

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- SHEET C2.1 HORIZONTAL CONTROL PLAN
- SHEET 3.1 GRADING PLAN
- SHEET C4.1 UTILITY PLAN
- SHEET C5.1 STORMWATER CONTROL PLAN
- SHEET C6.1 FIRE TRUCK EXHIBIT

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- L0.1 COVER SHEET
- L0.2 PLANTING NOTES
- L1.1 TREE REMOVAL PLAN
- L1.2 TREE INVENTORY
- L2.1 GROUND LVL SITE PLAN
- L2.2 LEVEL 4 SITE PLAN
- L3.1 PLANT PALETTE
- L4.1 PLANTING DETAILS
- L4.2 CONSTRUCTION DETAILS

ZONING SUMMARY

3723 HAVEN AVENUE
MENLO PARK, CA

LAND USE O-B (OFFICE-BONUS)
HEIGHT LIMIT 110 FEET (for Hotels)
MAX FAR = 1.75 FOR HOTEL
ALLOWABLE AREA = 58,086 SF

Existing Office = 13,681sf

SETBACKS:

5 FT AT STREET, 25 FT MAX

20 FEET FROM ROW PER
PRIVATE EASEMENT ON TITLE

FIRE LANE = 15 TO 30 FEET
(20 FEET REQUESTED)

POWERLINE EASEMENT ZONE
40 FEET WIDE ALONG SOUTH END
OF SITE

+11.00 DFE PER FEMA
+0'-0" FFE

SITE AREA = 33,192 SF

EASEMENT AREA 5,730 SF
FIRE LANE AREA 2,266 SF
BUILDABLE AREA 25,271 SF

PARKING REQUIREMENTS

MIN .75 SPACES PER GUEST ROOM
MAX 1.1 SPACES PER GUEST ROOM
163 GUEST ROOMS PROVIDED
123 SPACES MINIMUM
117 PROVIDED

*ALSO SEE WALKER PARKING CONSULTANTS
REPORT PROVIDED FOR TRAFFIC/PARKING
DEMAND

OPEN SPACE REQUIRED 30% =9958 SF
PUBLIC OPEN SPACE = 1/2 OF 30% = 4979 SF

LANDSCAPE REQUIRED
40% ALONG HAVEN AVENUE FRONTAGE

FENESTRATION REQUIRED
50% FLOOR TO CEILING ALONG
HAVEN AVENUE FRONTAGE

GROSS BUILDING AREA SUMMARY:

FLOOR1 = 5,231 SF
FLOOR 2 = 896 SF
FLOOR 3 = 896 SF
FLOOR 4 = 10,188 SF
FLOOR 5 = 10,204 SF
FLOOR 6 = 10,204 SF
FLOOR 7 = 10,204 SF
FLOOR 8 = 10,204 SF

TOTAL GROSS =58,027 SF (58,086 GSF ALLOWED)

KEYS PER FLOOR

4TH FLOOR 15 KEYS
5TH FLOOR 37 KEYS
6TH FLOOR 37 KEYS
7TH FLOOR 37 KEYS
8TH FLOOR 37 KEYS

TOTAL 163 KEYS

PARKING SUMMARY

1ST FLOOR 49 STALLS
2ND FLOOR 37 STALLS
3RD FLOOR 39 STALLS

TOTAL 125 STALLS PROVIDED

123 STALLS MINIMUM REQUIRED

5 ACCESSIBLE STALLS PROVIDED (EVCA)
19 ELECTRIC VEHICLE CHARGING STALLS
43 PARKING STACKER STALLS (SEE 11.6)

PROJECT CONTACTS:

Ken Martin, Executive Vice President, RK-Hospitality Development
kmartin@rk-hd.com Phone: 913-515-5473

Chris Coonan, Design Director, Coonan & Bonds
Chris@CoonanFirm.com www.Coonanfirm.com Phone: 949-520-0006

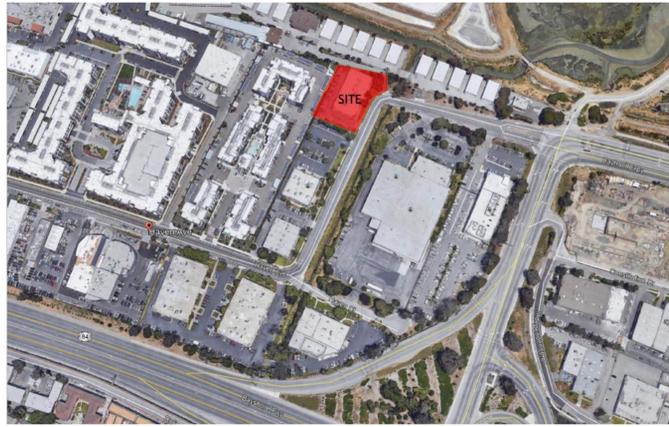
Al Shaghghi, Principal, AMS Associates Civil Engineers Al@Amsassociates.us 925-943-2777

Rick Mielbye, President, FPG Development, RMielbye@fpg-corp.com

Erik Gellerman, Sr. Assoc., David Gates Landscape Architects, erik@d gates.com 925-730-8176

Material Board Samples 23.1 and 23.2 not bound into drawing set, but provided as exhibit boards

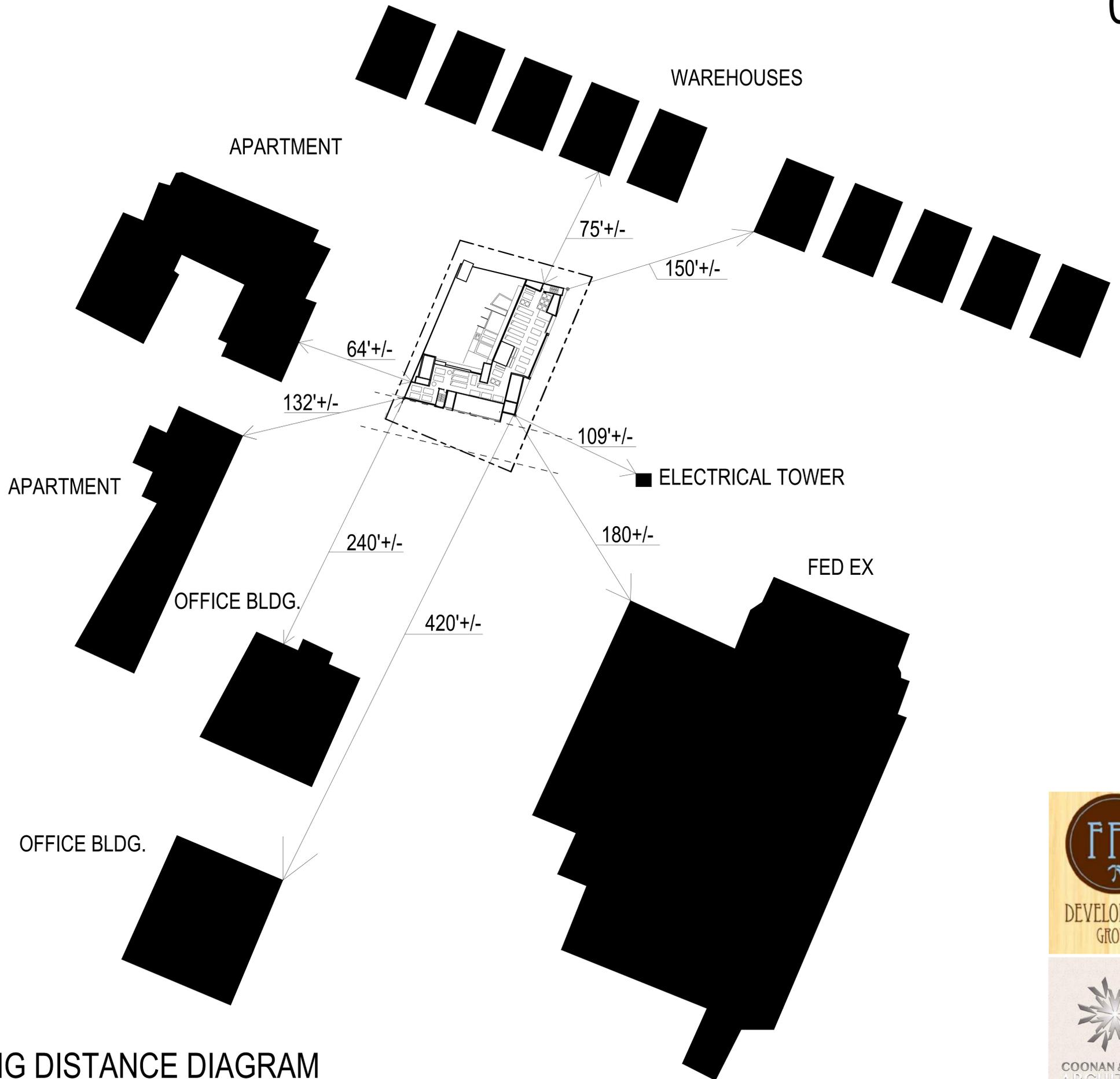




AERIAL SITE PLAN



PERSPECTIVE AERIAL LOOKING NORTH



NEIGHBORING BUILDING DISTANCE DIAGRAM

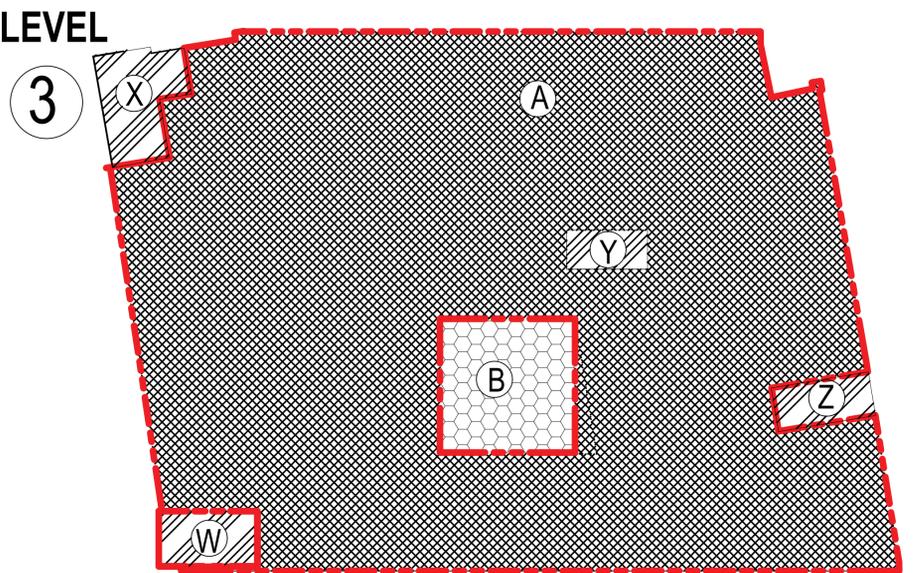




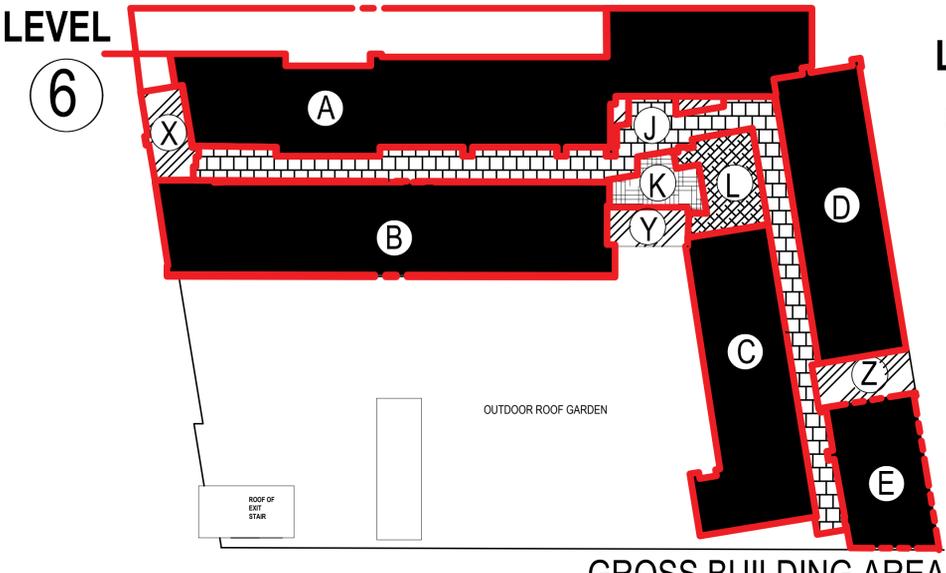
+11.00 DFE PER FEMA
+0'-0" FFE

Streetscape Elevation Along Haven Avenue (no breaklines)

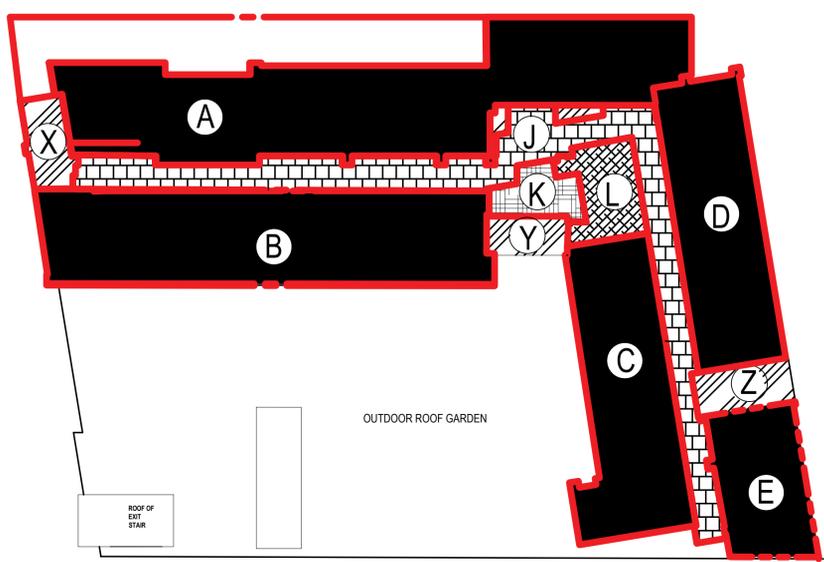




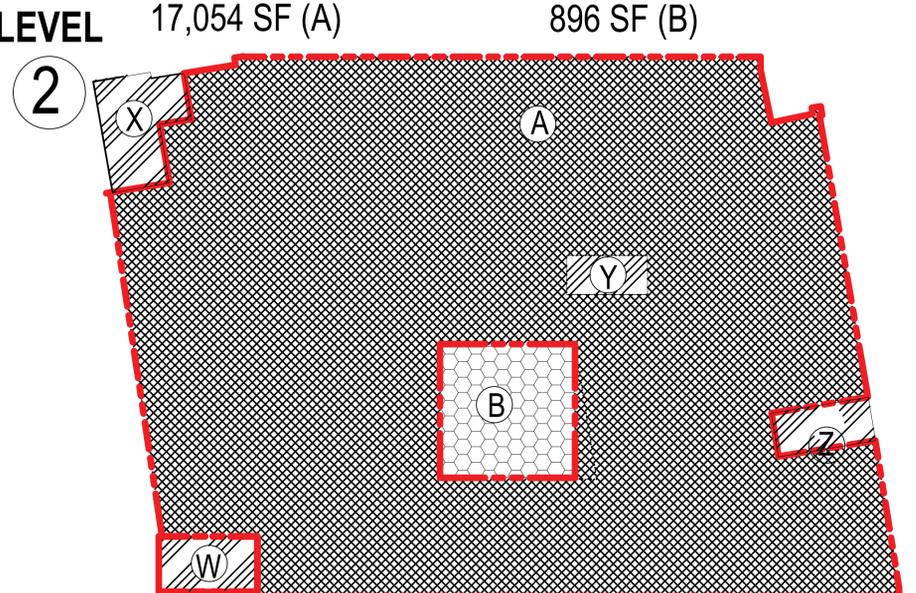
LEVEL 3
GROSS PARKING AREA 17,054 SF (A)
GROSS BUILDING AREA 896 SF (B)



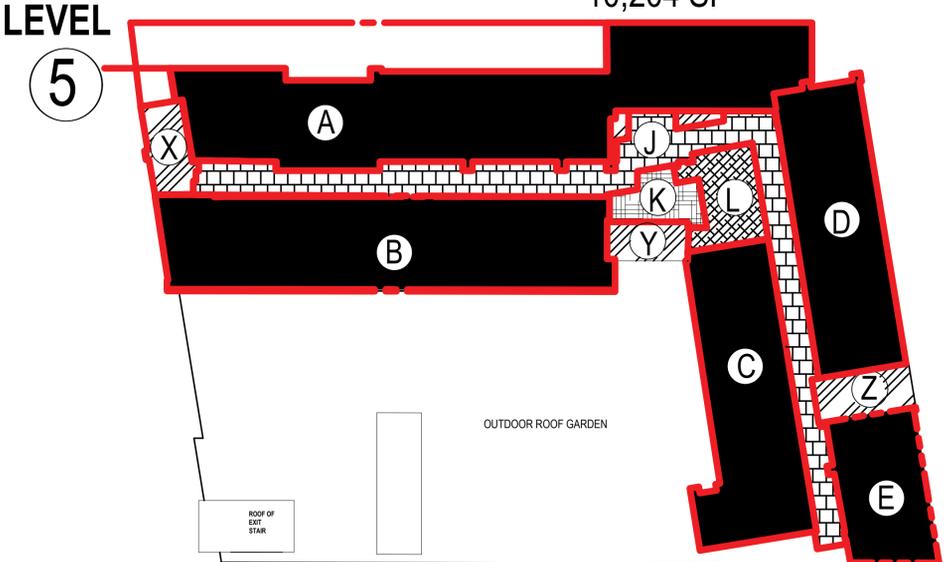
LEVEL 6
GROSS BUILDING AREA 10,204 SF



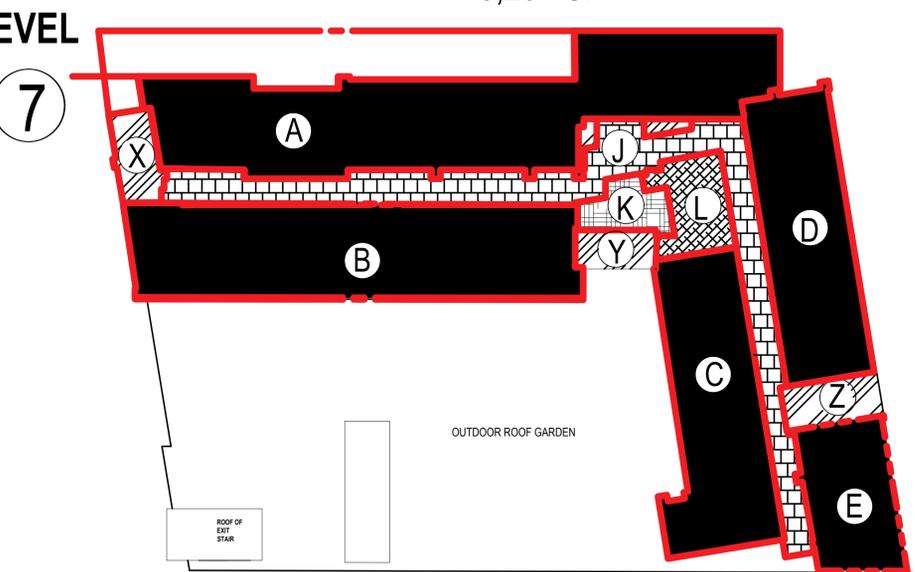
LEVEL 8
GROSS BUILDING AREA 10,204 SF



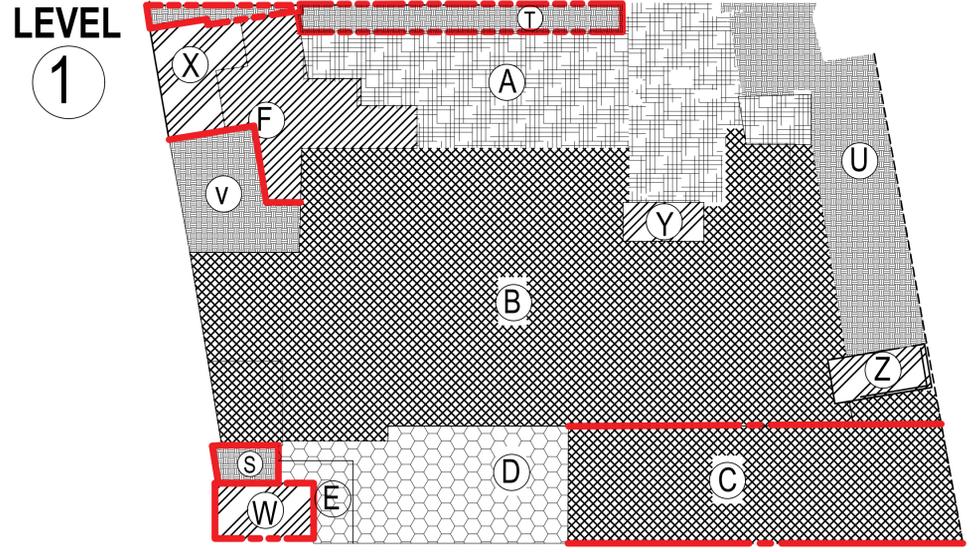
LEVEL 2
GROSS PARKING AREA 17,054 SF (A)
GROSS BUILDING AREA 896 SF (B)



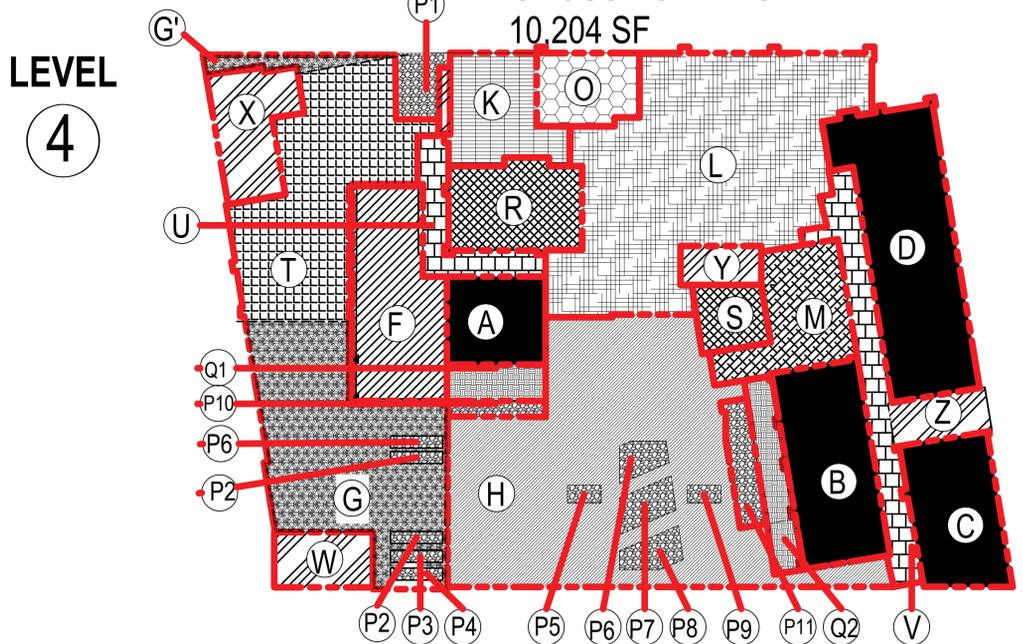
LEVEL 5
GROSS BUILDING AREA 10,204 SF



LEVEL 7
GROSS BUILDING AREA 10,204 SF



LEVEL 1
GROSS PARKING AREA 9,986 SF (B,C)
GROSS BUILDING AREA 5,231 SF (F,D,E,A,W,X,Y,Z)

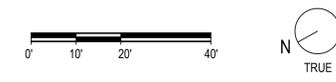


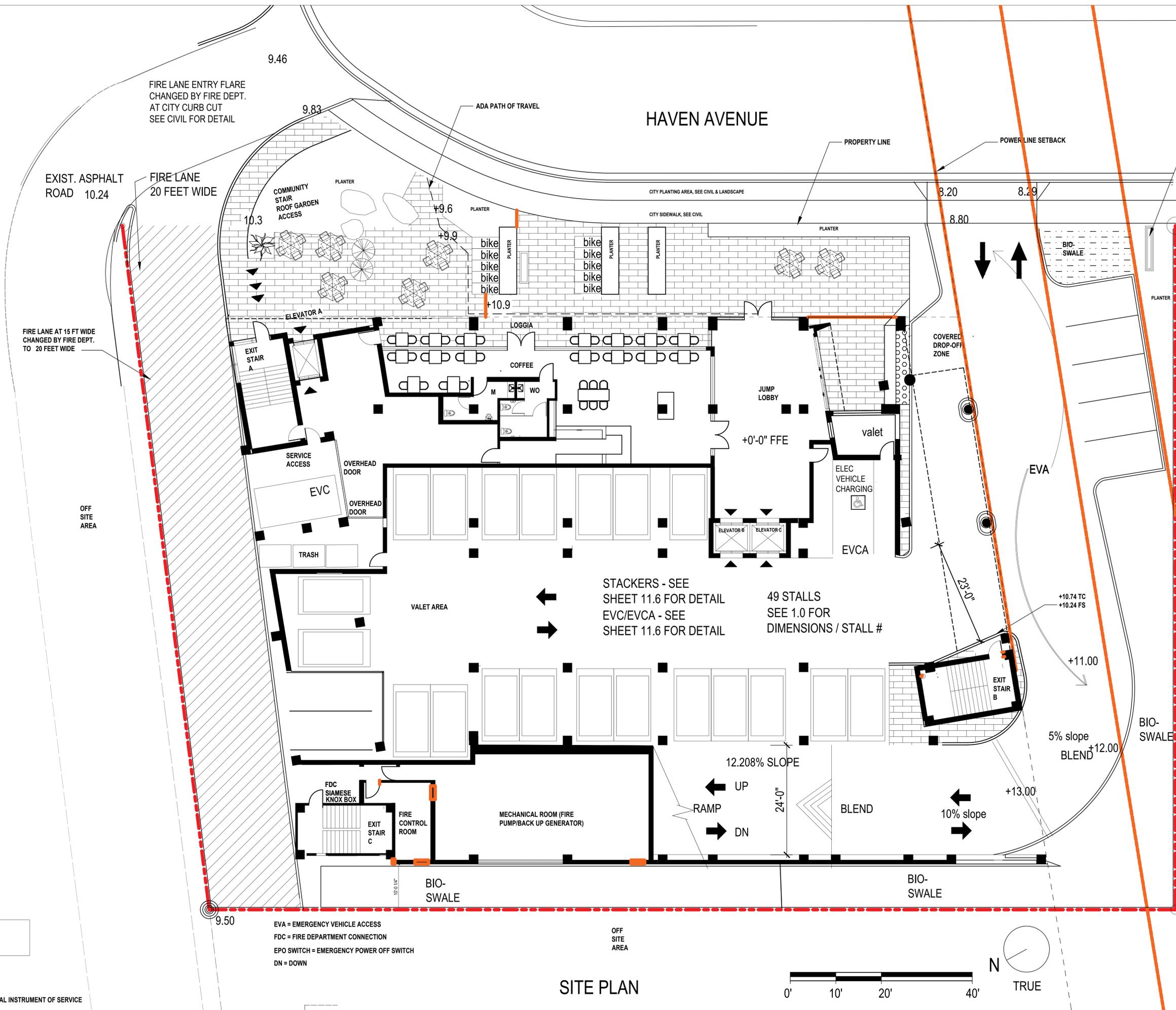
LEVEL 4
GROSS BUILDING AREA 10,188 SF

GROSS BUILDING AREA SUMMARY:

FLOOR 1 = 5,231 SF	KEYS PER FLOOR
FLOOR 2 = 896 SF	
FLOOR 3 = 896 SF	
FLOOR 4 = 10,188 SF	
FLOOR 5 = 10,204 SF	
FLOOR 6 = 10,204 SF	
FLOOR 7 = 10,204 SF	
FLOOR 8 = 10,204 SF	
TOTAL GROSS = 58,027 SF (58,086 GSF ALLOWED)	TOTAL 163 KEYS

GROSS AREA SUMMARY
SEE SHEETS 1.2, 2.2, 3.2, 4.2, 5.2, 6.2, 7.2, 8.2 FOR DETAIL ON UNIQUE POLYGONS & OCCUPANCY
SEE SHEET 11.9 FOR OPEN SPACE SUMMARY





- GENERAL NOTES:**
- SEE CIVIL GRADING PLAN FOR SPOT ELEVATIONS
 - SEE CIVIL HORIZONTAL CONTROL PLAN FOR CURB GEOMETRY
 - SEE CIVIL GRADING PLAN FOR BIO SWALE LOCATIONS
 - SEE 11.1 FOR LANDSCAPE/HARDSCAPE AREA
 - SEE 1.0 FOR DIMENSIONS & STALL NUMBERS
 - SEE LANDSCAPE DRAWINGS FOR EXISTING TREES & NEW PLANTINGS
 - SEE 2.0, 3.0 FOR ADDITIONAL PARKING
 - SEE 11.9 FOR OPEN SPACE
- SITE AREA = 33,192 SF**

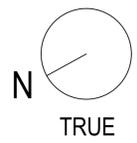
EASEMENT AREA 5,730 SF
FIRE LANE AREA 2,266 SF
BUILDABLE AREA 25,271 SF

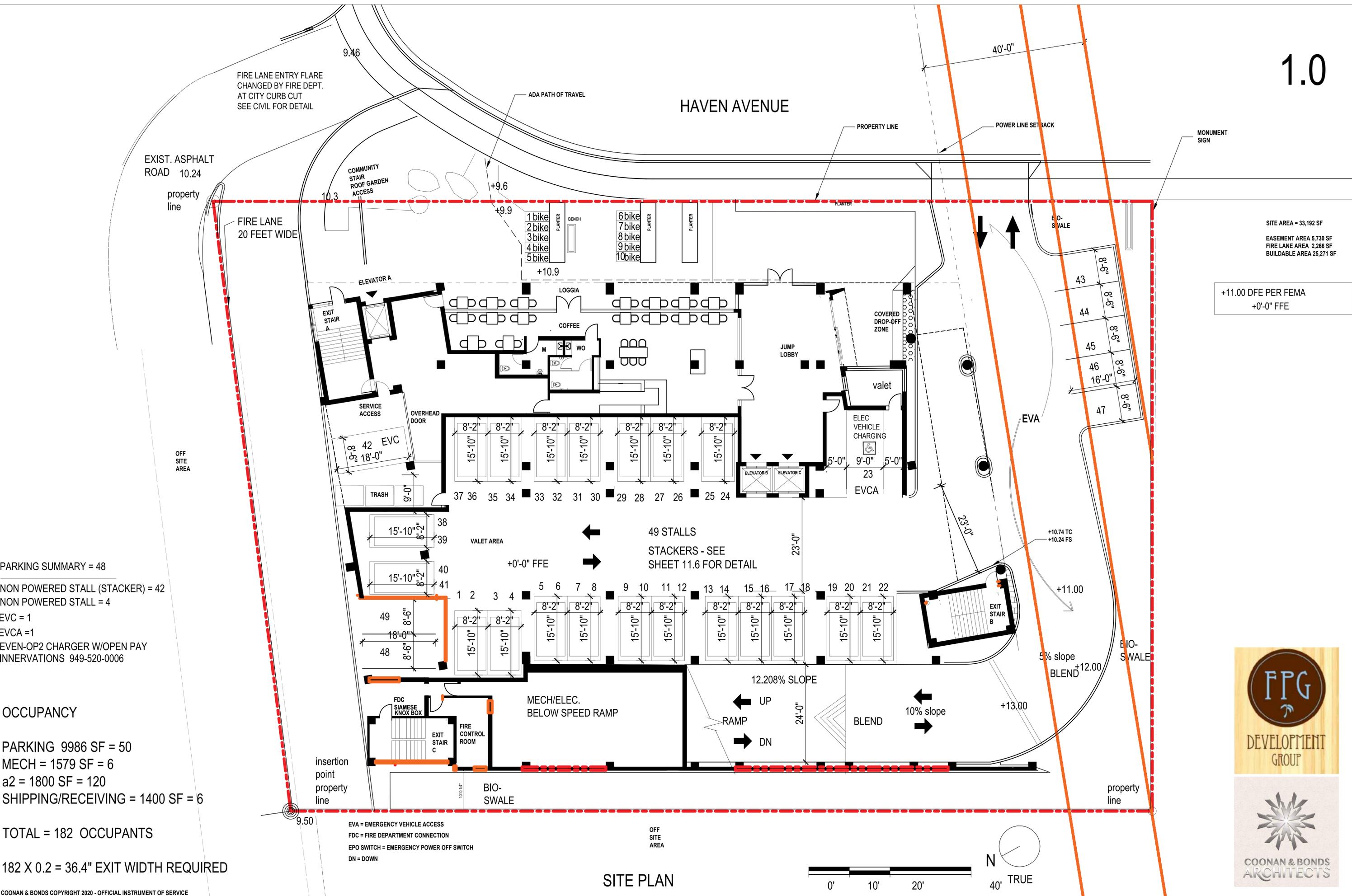


+11.00 DFE PER FEMA
 +0'-0" FFE

EVA = EMERGENCY VEHICLE ACCESS
 FDC = FIRE DEPARTMENT CONNECTION
 EPO SWITCH = EMERGENCY POWER OFF SWITCH
 DN = DOWN

SITE PLAN





PARKING SUMMARY = 48
 NON POWERED STALL (STACKER) = 42
 NON POWERED STALL = 4
 EVC = 1
 EVCA = 1
 EVEN-OP2 CHARGER W/OPEN PAY
 INNERVATIONS 949-520-0006

OCCUPANCY
 PARKING 9986 SF = 50
 MECH = 1579 SF = 6
 a2 = 1800 SF = 120
 SHIPPING/RECEIVING = 1400 SF = 6

TOTAL = 182 OCCUPANTS
 182 X 0.2 = 36.4" EXIT WIDTH REQUIRED

SITE AREA = 33,192 SF
 EASEMENT AREA 5,730 SF
 FIRE LANE AREA 2,266 SF
 BUILDABLE AREA 25,271 SF

+11.00 DFE PER FEMA
 +0'-0" FFE

EVA = EMERGENCY VEHICLE ACCESS
 FDC = FIRE DEPARTMENT CONNECTION
 EPO SWITCH = EMERGENCY POWER OFF SWITCH
 DN = DOWN

SITE PLAN

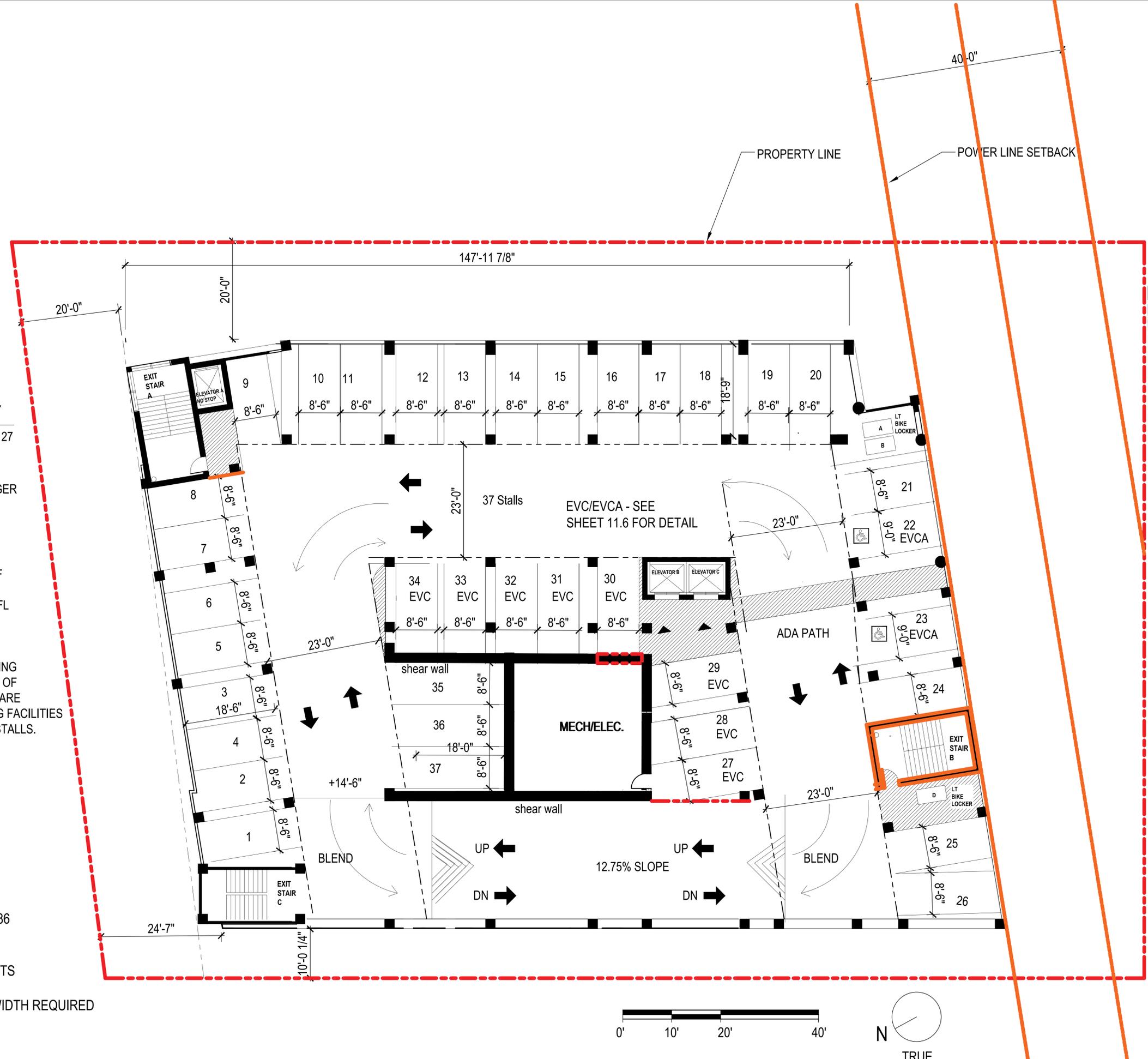


PARKING SUMMARY = 37
 NON POWERED STALL = 27
 EVC = 8
 EVCA = 2
 EVEN-OP2C-BL-D CHARGER
 INNERVATIONS

PARKING AREA
 2ND FLOOR = 19,316 GSF
 MECHANICAL = 1061 SF/FL
 PARKING = 18,255 SF

PER MENLO PARK PARKING
 ORDINANCE, A MINIMUM OF
 5 ADA PARKING STALLS ARE
 REQUIRED FOR PARKING FACILITIES
 BETWEEN 101 AND 150 STALLS.

OCCUPANCY
 PARKING 17,054 SF = 86
 MECH = 1061 SF = 4
 TOTAL = 90 OCCUPANTS
 90 X 0.3 = 27.0" EXIT WIDTH REQUIRED



PARKING FLOOR PLAN LEVEL 3



PARKING SUMMARY = 39
 NON POWERED STALL = 27
 EVC = 10
 EVCA = 2
 EVEN-OP2C-BL-D CHARGER
 INNERVATIONS

PARKING AREA
 2ND FLOOR = 19,316 GSF
 MECHANICAL = 1061 SF/FL
 PARKING = 18,255 SF

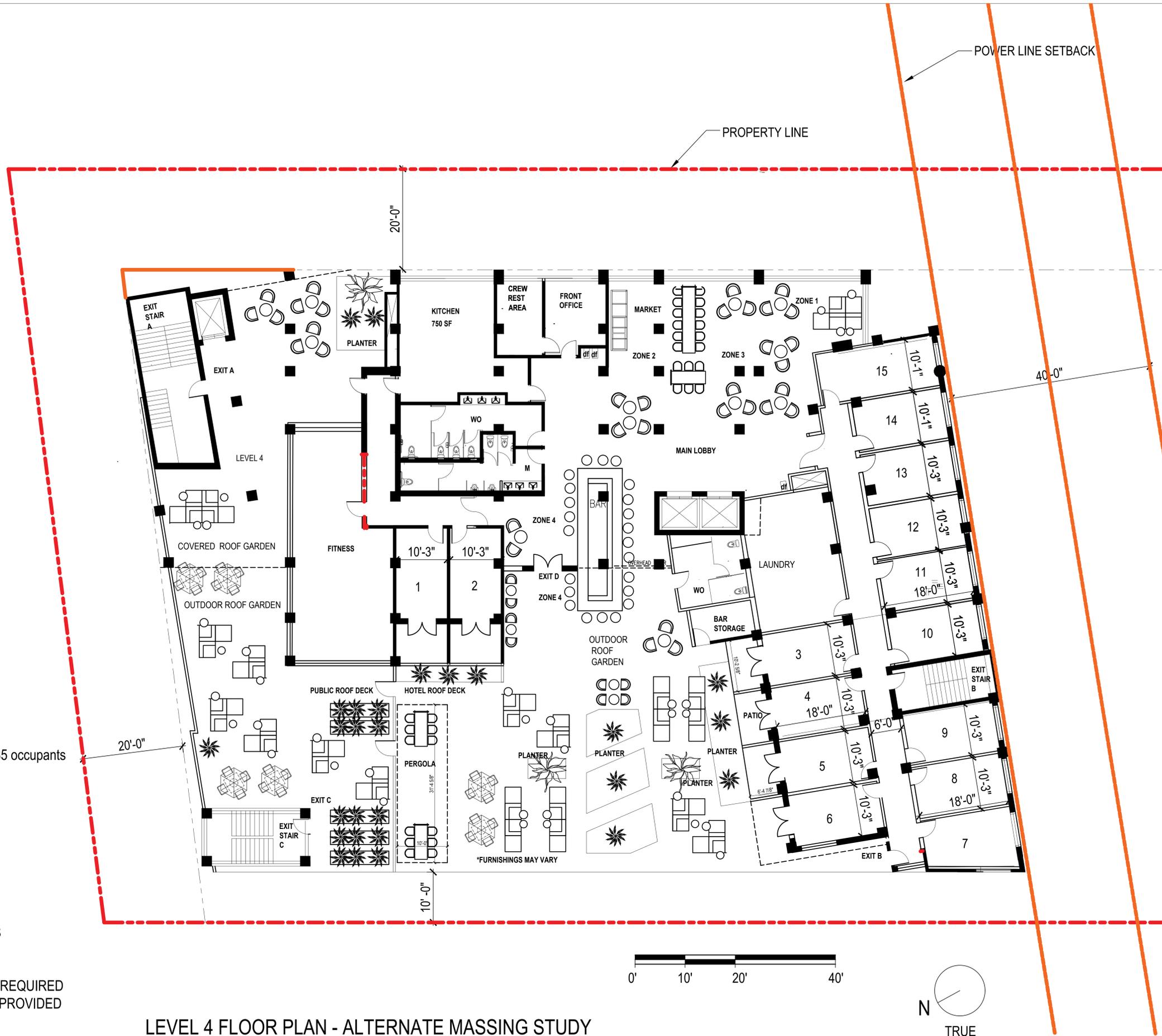
PER MENLO PARK PARKING
 ORDINANCE, A MINIMUM OF
 5 ADA PARKING STALLS ARE
 REQUIRED FOR PARKING FACILITIES
 BETWEEN 101 AND 150 STALLS.

OCCUPANCY
 PARKING 17,054 SF = 86
 MECH = 1061 SF = 4
 TOTAL = 90 OCCUPANTS
 90 X 0.3 = 27.0" EXIT WIDTH REQUIRED



PARKING FLOOR PLAN LEVEL 3





OCCUPANCY
 A2= 9079 (.80net)=7263 SF = 485 occupants
 B=689 SF = 9
 EX.=916 SF = 20
 KIT = 632 SF = 4
 R = 3303 SF = 17
 MECH = 599 SF = 3
 A2 (GL/RR) = 808 SF = 54

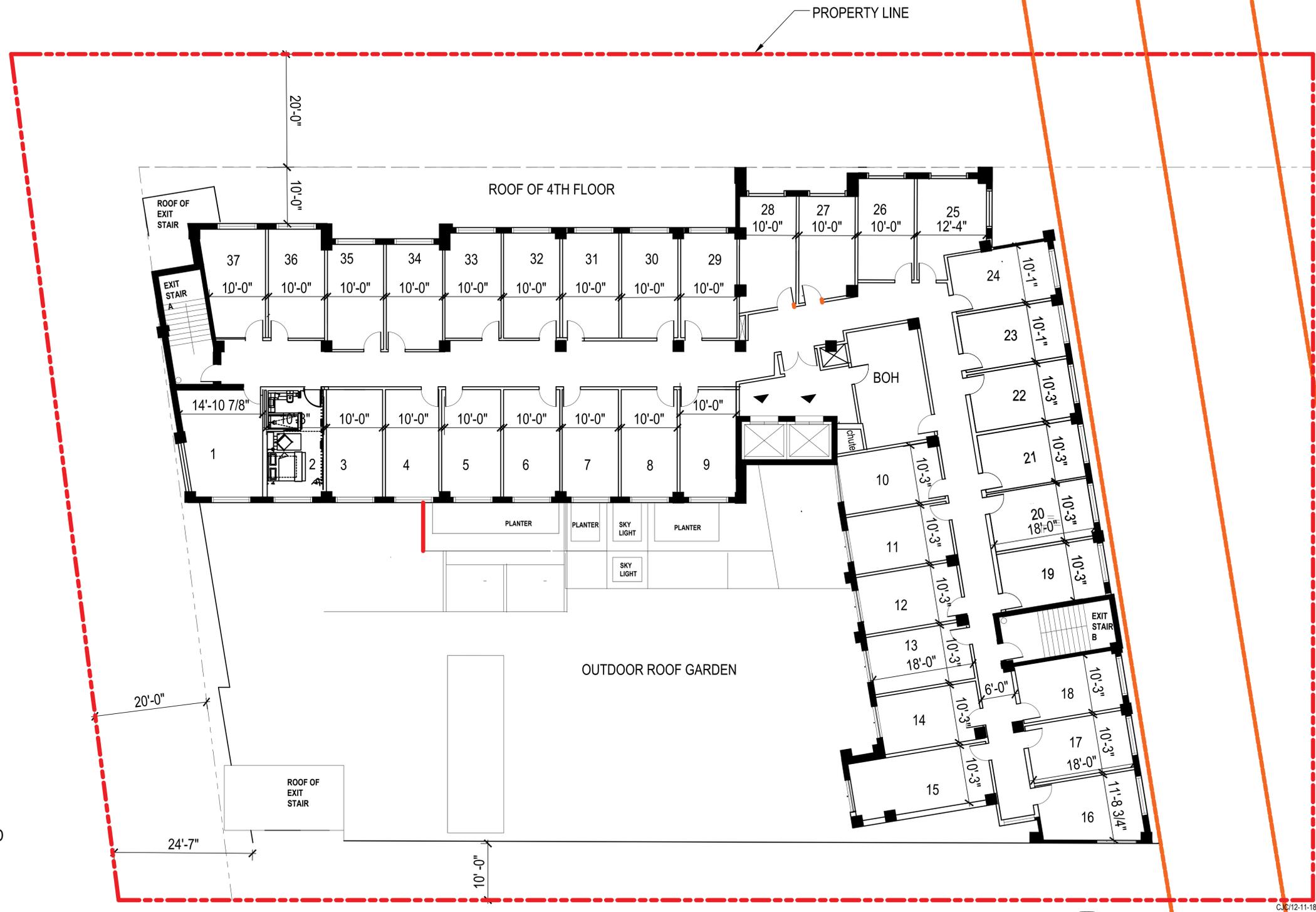
TOTAL = 592 OCCUPANTS

SQUARE FOOTAGE INCLUDES
 EXTERIOR AREAS & PATIOS

592 X 0.3 = 177.6" EXIT WIDTH REQUIRED
 180" EXIT WIDTH PROVIDED

LEVEL 4 FLOOR PLAN - ALTERNATE MASSING STUDY





OCCUPANCY

R = 9,874 SF = 50
 R = 200sf/occ
 MECH = 330 SF = 2
 M=300 sf/occ

TOTAL = 52 OCCUPANTS

52X 0.3 = 15.6" EXIT WIDTH REQUIRED

LEVEL 5 FLOOR PLAN



C:\2012-11-18





OCCUPANCY

R = 9,874 SF = 50

R = 200sf/occ

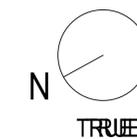
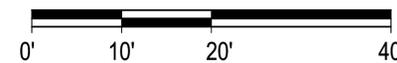
MECH = 330 SF = 2

M=300 sf/occ

TOTAL = 52 OCCUPANTS

52X 0.3 = 15.6" EXIT WIDTH REQUIRED

LEVEL 6 FLOOR PLAN





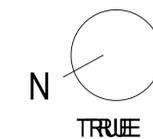
OCCUPANCY

R = 9,874 SF = 50
 R = 200sf/occ
 MECH = 330 SF = 2
 M=300 sf/occ

TOTAL = 52 OCCUPANTS

52X 0.3 = 15.6" EXIT WIDTH REQUIRED

LEVEL 7 FLOOR PLAN



CJC/12-11-18





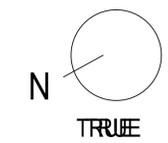
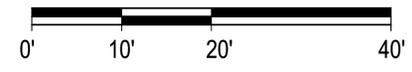
OCCUPANCY

R = 9,874 SF = 50
 R = 200sf/occ
 MECH = 330 SF = 2
 M=300 sf/occ

TOTAL = 52 OCCUPANTS

52X 0.3 = 15.6" EXIT WIDTH REQUIRED

LEVEL 8 FLOOR PLAN



CJC/12-11-18



HAVEN AVENUE

EXIST. ASPHALT ROAD 10.24
FIRE LANE 20 FEET WIDE

F1
POWER LINE SETBACK
PROPERTY LINE
MONUMENT SIGN

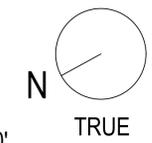
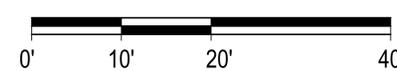
SITE AREA = 33,192 SF
EASEMENT AREA 5,730 SF
FIRE LANE AREA 2,266 SF
BUILDABLE AREA 25,271 SF

FIRE LANE AT 15 FT WIDE
CHANGED BY FIRE DEPT.
TO 20 FEET WIDE

-  1ST FLOOR INTERIOR
4251 SF
-  1ST FLOOR
PARKING GARAGE
10,108 SF
-  MECHANICAL
1,722 SF
-  2ND FLOOR OVERHANG
2,363 SF

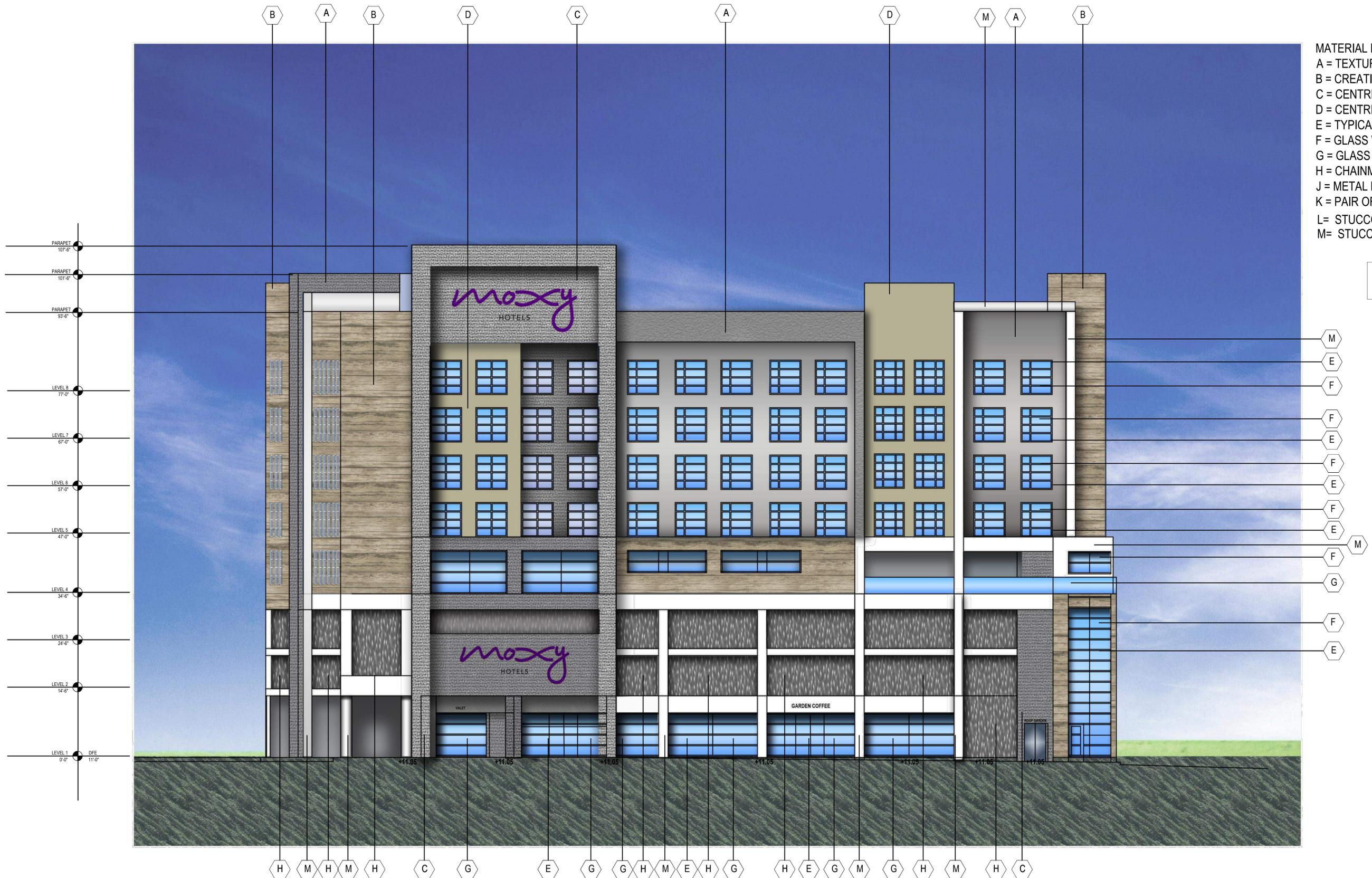


BUILDING COVERAGE DIAGRAM



- MATERIAL KEYNOTES**
- A = TEXTURE STUCCO REFLECTIVE
 - B = CREATIVE MINES FAUX WOOD
 - C = CENTRIA METAL PANEL (HORIZONTAL)
 - D = CENTRIA METAL PANEL (VERTICAL)
 - E = TYPICAL BLACK METAL WINDOW FRAME
 - F = GLASS WINDOW
 - G = GLASS RAILING
 - H = CHAINMAIL SCREEN MATERIAL
 - J = METAL LOUVER SUNSCREEN
 - K = PAIR OF DOORS FOR BALCONY ACCESS, TYP.
 - L = STUCCO FORMS WITH METALLIC PAINT
 - M = STUCCO (WHITE)

+11.00 DFE PER FEMA
+0'-0" FFE



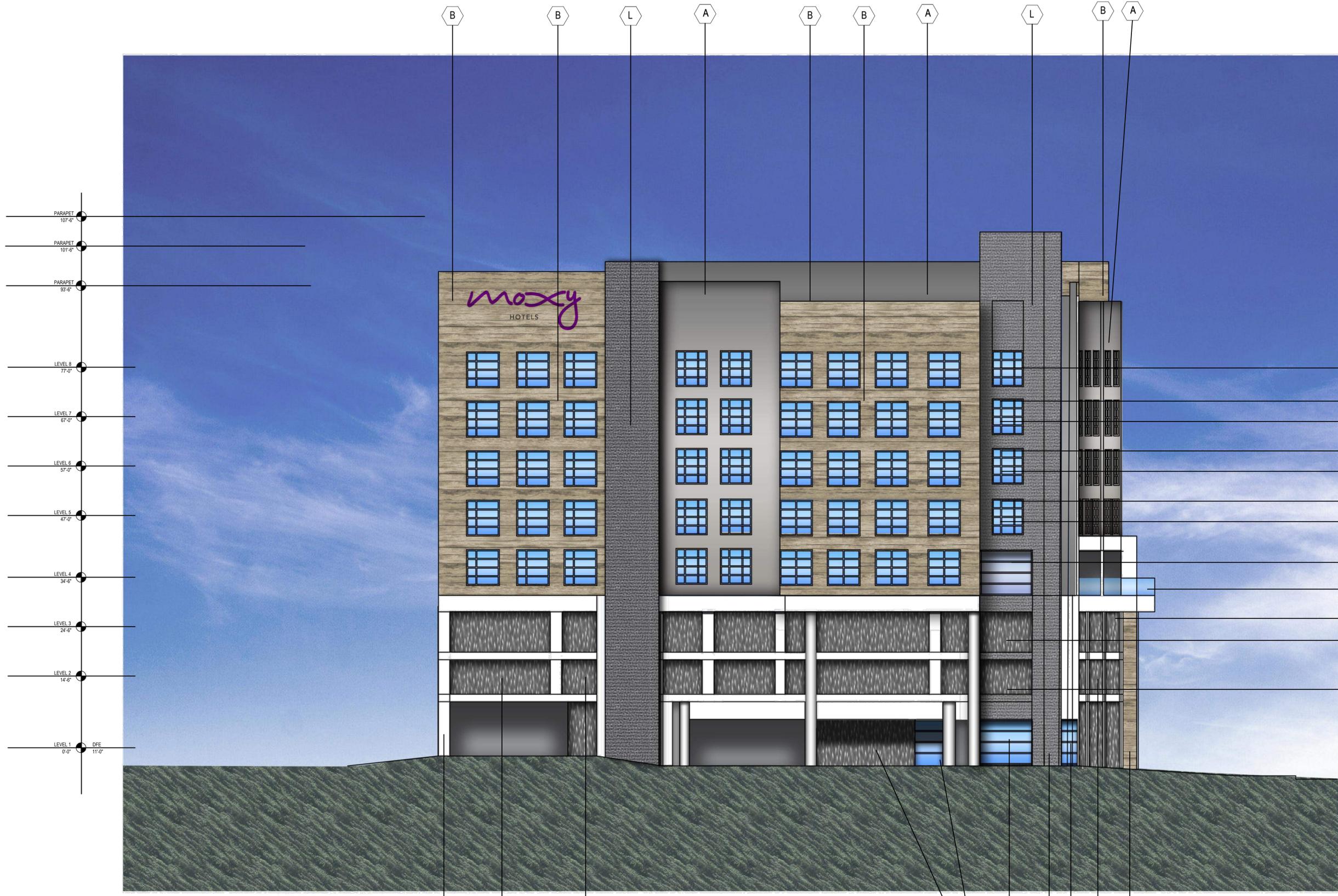
SEE CIVIL GRADING PLAN
FOR SPOT ELEVATIONS

+11.05 = GRADE ELEVATION ALONG ENTIRE FRONT ELEVATION

A
12.0

FRONT (EAST) ELEVATION





- MATERIAL KEYNOTES**
- A = TEXTURE STUCCO REFLECTIVE
 - B = CREATIVE MINES FAUX WOOD
 - C = CENTRIA METAL PANEL (HORIZONTAL)
 - D = CENTRIA METAL PANEL (VERTICAL)
 - E = TYPICAL BLACK METAL WINDOW FRAME
 - F = GLASS WINDOW
 - G = GLASS RAILING
 - H = CHAINMAIL SCREEN MATERIAL
 - J = METAL LOUVER SUNSCREEN
 - K = PAIR OF DOORS FOR BALCONY ACCESS, TYP.
 - L = STUCCO FORMS WITH METALLIC PAINT
 - M = STUCCO (WHITE)

+11.00 DFE PER FEMA
+0'-0" FFE

- PARAPET 101'-6"
- PARAPET 101'-6"
- PARAPET 93'-6"
- LEVEL 8 77'-4"
- LEVEL 7 67'-0"
- LEVEL 6 57'-0"
- LEVEL 5 47'-0"
- LEVEL 4 34'-6"
- LEVEL 3 20'-6"
- LEVEL 2 14'-6"
- LEVEL 1 9'-0" DFE 11'-0"

- F
- E
- F
- E
- F
- E
- F
- F
- G
- F
- H
- H

- M
- H
- H
- A
- H
- F
- F
- C
- F
- H
- B

13.0

SOUTH ELEVATION

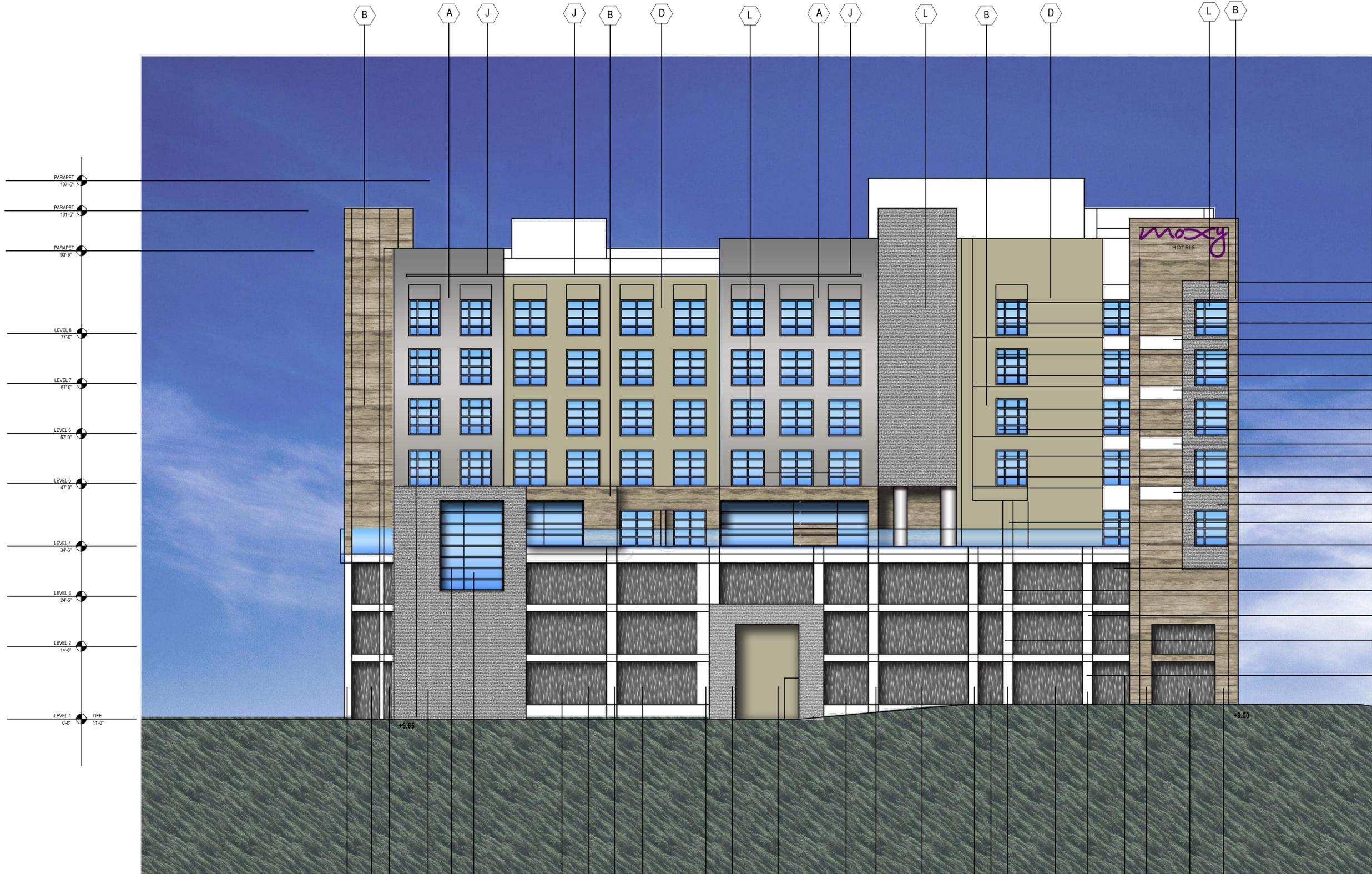


SEE CIVIL GRADING PLAN FOR SPOT ELEVATIONS
GRADES ALONG ELEVATION VARY BETWEEN +11.41 & +10.00

FPG
DEVELOPMENT GROUP
COONAN & BONDS ARCHITECTS

- MATERIAL KEYNOTES**
- A = TEXTURE STUCCO REFLECTIVE
 - B = CREATIVE MINES FAUX WOOD
 - C = CENTRIA METAL PANEL (HORIZONTAL)
 - D = CENTRIA METAL PANEL (VERTICAL)
 - E = TYPICAL BLACK METAL WINDOW FRAME
 - F = GLASS WINDOW
 - G = GLASS RAILING
 - H = CHAINMAIL SCREEN MATERIAL
 - J = METAL LOUVER SUNSCREEN
 - K = PAIR OF DOORS FOR BALCONY ACCESS, TYP.
 - L = STUCCO FORMS WITH METALLIC PAINT
 - M = STUCCO (WHITE)

+11.00 DFE PER FEMA
+0'-0" FFE



- L
- E
- F
- M
- E
- F
- M
- E
- F
- M
- L
- F
- G
- F
- H
- M
- H
- M

- M
- H
- H
- C
- E
- F
- M
- H
- M
- H
- M
- C
- D
- H
- M
- H
- M
- H
- M
- H
- B
- H
- B

REAR (WEST) ELEVATION

A
14.0



SEE CIVIL GRADING PLAN
FOR SPOT ELEVATIONS

GRADES ALONG ELEVATION VARY BETWEEN +9.00 & +9.65

FPG
DEVELOPMENT
GROUP

COONAN & BONDS
ARCHITECTS

15.0

- MATERIAL KEYNOTES
- A = TEXTURE STUCCO REFLECTIVE
 - B = CREATIVE MINES FAUX WOOD
 - C = CENTRIA METAL PANEL (HORIZONTAL)
 - D = CENTRIA METAL PANEL (VERTICAL)
 - E = TYPICAL BLACK METAL WINDOW FRAME
 - F = GLASS WINDOW
 - G = GLASS RAILING
 - H = CHAINMAIL SCREEN MATERIAL
 - J = METAL LOUVER SUNSCREEN
 - K = PAIR OF DOORS FOR BALCONY ACCESS, TYP.
 - L = STUCCO FORMS WITH METALLIC PAINT
 - M = STUCCO (WHITE)

+11.00 DFE PER FEMA
+0'-0" FFE

- PARAPET 107'-6"
- PARAPET 101'-6"
- PARAPET 93'-6"
- LEVEL 8 77'-0"
- LEVEL 7 67'-0"
- LEVEL 6 57'-0"
- LEVEL 5 47'-0"
- LEVEL 4 34'-6"
- LEVEL 3 24'-6"
- LEVEL 2 14'-6"
- LEVEL 10F 0'-0"
- DFE 11'-0"



- E
- F
- E
- F
- E
- F
- E
- F
- E
- F
- G
- H
- M
- H
- H

- +11.05
- +10.45
- +10.30
- +10.16
- +10.00
- +9.65
- G
- E
- F
- B
- M
- M
- H
- M
- H
- M
- D
- H

A
15.0
NORTH ELEVATION



SEE CIVIL GRADING PLAN
FOR SPOT ELEVATIONS
GRADES ALONG ELEVATION VARY BETWEEN +11.05 & +9.65



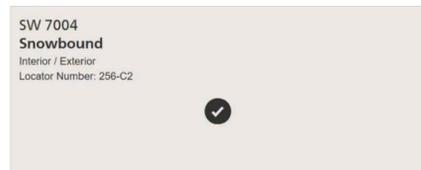


All you need to know about Kaynemaile mesh.

Kaynemaile's polycarbonate mesh is a patented, world-leading innovation. With over 60 years of polycarbonate material science and research to call on, we know our mesh stands out. We've undertaken extensive laboratory and field tests to ensure our product range works and we keep testing it everyday. We think the benefits of our product are extraordinary.

- Fire Performance:** Kaynemaile mesh is made from a polycarbonate resin that is self-extinguishing and has a high glass transition temperature. It is also resistant to fire and flame spread.
- UV Resistance:** Kaynemaile mesh is made from a polycarbonate resin that is resistant to UV radiation. It is also resistant to yellowing and discoloration.
- Impact Resistance:** Kaynemaile mesh is made from a polycarbonate resin that is highly impact resistant. It is also resistant to cracking and shattering.
- Light Transmission:** Kaynemaile mesh is made from a polycarbonate resin that is highly light transmitting. It is also resistant to glare and heat.
- Weather Protection:** Kaynemaile mesh is made from a polycarbonate resin that is highly weather resistant. It is also resistant to rain, snow, and hail.
- Simple Attachment System:** Kaynemaile mesh is made from a polycarbonate resin that is easy to install. It is also resistant to vibration and movement.

**A = SMOOTH FINISH TEXTURE
COLOR TO MATCH
SHERWIN WILLIAMS
SNOWBOUND**



WWW.SHERWIN-WILLIAMS.COM

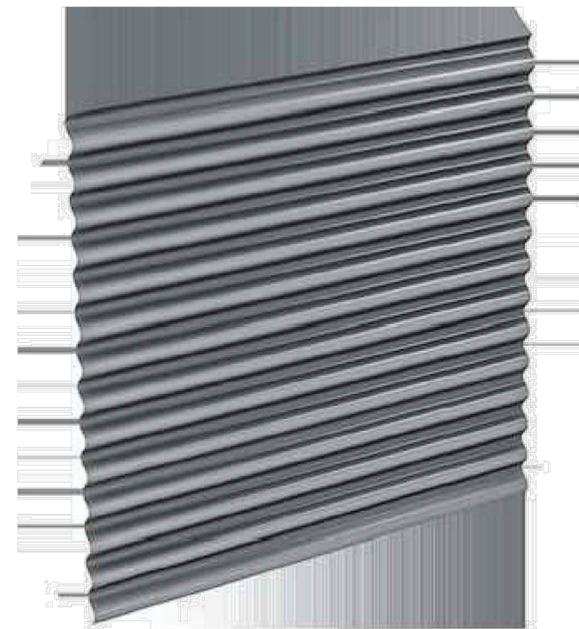


23.0
L: stucco forms to simulate centria panels
metallic paint to match silver and gray

**D = CENTRIA PANEL
VERTICAL - GRAY VELVET**

9947
Gray Velvet

9946
Silversmith

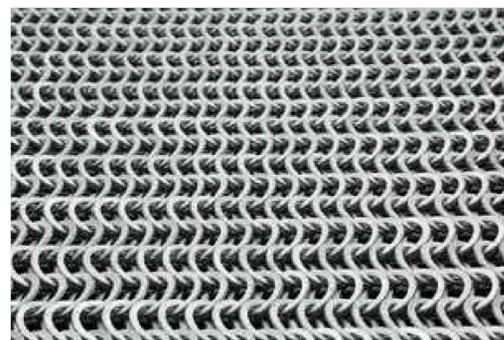


**C = CENTRIA PANEL
HORIZONTAL-
SILVERSMITH**



**F = VIRACON INSULATING
GLASS - CRYSTAL BLUE**

WWW.VIRACON.COM



**H = KAYNEMAILE "CHAINMAIL" PARKING GARAGE SCREENING MATERIAL
SILVER COLOR - ARCHITECTURAL MESH**



**J= METAL LOUVER SUNSHADE
CENTRIA OR SIMILAR**



WWW.CENTRIA.COM



B = CREATIVE MINES FAUX WOOD

WWW.CREATIVEMINES.US

G = GLASS RAILINGS



K = METAL PAIR OF BALCONY DOORS



**E/F = GLASS WINDOW, BLACK
FRAMES, HORIZ. MULLIONS**

Material Board Images

MATERIAL KEYNOTES

- A = WHITE STUCCO
- B = CREATIVE MINES FAUX WOOD
- C = CENTRIA METAL PANEL (HORIZONTAL)
- D = CENTRIA METAL PANEL (VERTICAL)
- E = TYPICAL BLACK METAL WINDOW FRAME
- F = GLASS WINDOW
- G = GLASS RAILING
- H = CHAINMAIL SCREEN MATERIAL
- J = METAL LOUVER SUNSCREEN
- K = PAIR OF DOORS FOR BALCONY ACCESS, TYP.
- L = STUCCO FORMS WITH METALLIC PAINT TO MATCH CENTRIA





STAFF REPORT

City Council

Meeting Date:

3/3/2021

Staff Report Number:

21-005-HC

Regular Business:

Recommend City Council accept the 2020 housing element annual progress report (APR)

Recommendation

Staff recommends the Housing Commission review and recommend that the City Council accept the 2020 housing element APR (Attachment A).

Policy Issues

California Government Code Section 65400 requires the preparation and submittal of the annual progress report to the state Housing and Community Development Department (HCD) and Governor's Office of Planning and Research (OPR.) The annual progress report documents past housing-related activities and may identify the timing of upcoming activities, but does not authorize the implementation of programs or expenditure of funds.

Background

Every city and county in California is required to prepare an annual report on the status and progress of implementing the jurisdiction's adopted housing element for the 2015-2023 (Attachment B) planning period the general plan using forms and definitions adopted by the HCD. The APR is due by April 1 each year for the calendar year immediately preceding the April 1 reporting deadline. Therefore, this year's report evaluates the status of the implementation programs and housing production for the period between January 1 and December 31, 2020.

Analysis

The 2020 APR includes a status update of the housing element's implementation programs and an inventory of housing applications and production in the City for the 2020 calendar year. This staff report highlights several key accomplishments in 2020 and work items that will be continued in 2021 in more detail below. The APR is a document that reflects on the past year's efforts, and is not intended to establish work priorities for staff. Through the City Council's annual goal setting session, priorities are set for the upcoming year.

Milestones

The following sections outline multiple activities and accomplishments the City of Menlo Park embarked on during the 2020 APR reporting period.

Funding agreements

One of the primary purposes of the below market rate (BMR) housing program is to increase the supply and assist in the development of housing that is affordable to very low-, low-, and moderate income households. Compliance with the City's BMR program can be met with the development of affordable

units, the payment of in-lieu fees, or a combination of the two. The BMR housing fund is comprised primarily of commercial development in-lieu fees. Payment of BMR fees typically occurs before building permit issuance for a project, unless specific provisions are included as part of the BMR agreement.

Program H1.H (Utilize the City's Below Market Rate Housing Fund) requires the City to administer and advertise at least every two years the availability of funds in the BMR Housing Fund. The objective of the Notice of Funding Availability (NOFA) is to support the acquisition, rehabilitation, preservation or new construction of housing that will provide long-term affordability. The funding is intended to fill the financing gap between projected total development costs and other available funding sources.

In 2019, the City Council approved the funding of \$6.7 million (Resolution No. 6489) for a 100 percent affordable, 141-unit project owned by MidPen Housing located on the 1300 block of Willow Road. Once the redeveloped site is completed the project will result in 58 net new BMR units. In 2020, MidPen Housing requested an increase in funding of approximately \$2.63 million to provide final gap financing for the project. The City Council approved the additional funding (Resolution No. 6587) in September 2020, which brought the City's total contribution for site redevelopment to approximately \$9.331 million. This total is separate from an existing City loan provided to MidPen Housing related to the initial purchase of the property in 1987.

On November 18, 2020, a NOFA of approximately \$10 million from the BMR housing fund was released to support the preservation or production of permanent affordable housing. The City received three proposals before the January 23, 2021 deadline. All applications were received from nonprofit housing organizations with a strong track record of assisting residents in Menlo Park and throughout San Mateo County. The proposals are diverse and include property acquisition for affordable housing conversion, a home rehabilitation program and construction of BMR ownership units. Detailed information for each proposal will be included in the 2021 APR.

Homeless Outreach Team

In 2020, city staff has continued to lead and support the Menlo Park Homeless Outreach Team (Team), which consists of staff from the Housing Division, Police Department and community based organizations that provide homeless outreach and support services. City staff work closely with community based organizations and the San Mateo County Human Services Agency to coordinate outreach and referral services, with the goal of ending homelessness in Menlo Park. The Team meets regularly to discuss case management, strategize coordinated outreach and intervention, streamline resources and prepare action plans for homeless individuals. In early 2020, the City Council formed a subcommittee to address high risk health and safety concerns at a large homeless encampment populated by approximately 60 individuals in an area called the Ravenswood Triangle. This effort involved multijurisdictional agencies coordinating an intensive effort to conduct outreach, remove debris and eventually the encampment over the course of several months. The population was reduced to 6 individuals at the time of the encampment removal in early 2021. The City continued to support HEART, HIP Housing and other community based organizations to support efforts to reduce homelessness and increase housing stability.

Senate Bill 2 (SB 2) planning grant program (PGP)

In December 2019, the City submitted an SB 2 planning grant application to the State of California Housing and Community Development Department (HCD). The purpose of the PGP is to provide financial and technical assistance to local governments to update planning documents in an effort to increase housing production. The primary use of funds, identified in the application, included utilizing awarded funds to encourage the building of accessory dwelling units (ADU) and evaluating housing incentives and other tools for housing production in the El Camino Real/Downtown specific plan area, which assist the City in reaching its Regional Housing Needs Assessment/Allocation (RHNA.) In 2020, the City was

awarded \$160,000 to fund identified projects, which is the maximum a jurisdiction can receive. As required by HCD, the City executed a standard agreement that entitles the City to reimburse up to the grant amount approved for meeting deliverables outlined in the City’s application.

Local Early Action Planning (LEAP) grant program

The LEAP grant program, established by HCD, provides one-time grant funding to cities and counties to update their planning documents and implement process improvements that will facilitate the acceleration of housing production and help local governments prepare for their 6th cycle RHNA much like the SB2 grant. By prioritizing planning activities that accelerate housing production, the State’s funding is expected to assist in helping jurisdictions increase affordable housing and reduce homelessness. In December 2020, the City was awarded the maximum grant amount of \$150,000, which will be used to support work on the City’s Housing Element update for the RHNA 6 cycle.

Housing production

As part of HCD’s SB 35 Statewide determination summary, Menlo Park is one of only 28 jurisdictions in California that has met its pro-rated lower (very- and low) and above-moderate income RHNA for the previous reporting period. This means that Menlo Park is not currently subject to SB 35 (Housing Accountability and Affordability Act), which was passed in 2017 and became effective January 1, 2018, and created a streamlined approval process for housing when a city is not meeting its RHNA.

In 2020, the City issued building permits for 256 net new dwelling units, which is approximately a 31 percent increase over the 2019 total (196 units). Of those units, approximately 83 percent can be attributed to the 500 El Camino Real/Middle Plaza project (215 units) and 11 percent can be attributed to the development under construction at 1540 El Camino Real (27 units). A majority of the remaining six percent of the building permits were for accessory dwelling units (ADU) (13 units), and only one net new single-family detached unit was issued a building permit as part of a new two-unit development in the R-2 district. The data shows a 225 percent increase in ADU building permits over the 2019 ADU building permits. The sharp increase is likely due to new state ADU laws becoming effective on January 1, 2020, which intended to streamline the approval of ADUs by relaxing applicable zoning requirements. The City Council passed an urgency ordinance on February 25, 2020, which updated the City’s existing ADU laws to comply with the state laws. While Table A2 of the APR form includes data on new housing units that have either received entitlements, a building permit, or a certificate of occupancy that was issued during the reporting period, only building permits are used for the purposes of determining progress toward RHNA (fields 7, 8 and 9.)

In total, the City Council and Planning Commission entitled 24 net new residential units in 2020. A total of 38 new units were entitled, however, several of these projects included demolition of existing units. At this time, building permits have not been issued for these units. The number of units that are entitled in the year was a new reporting category beginning with the 2018 APR form and helps provide a more complete picture of housing in a jurisdiction. The approved 2020 projects include 14 multi-family residential units, five ADUs, and five net new single-family dwelling units.

The APR form also includes a list of residential development applications that were submitted and also deemed complete in the calendar year. While a number of large housing projects or mixed-use developments are currently on file, they are not listed in Table A2 because they were not deemed complete in the same year. Current housing proposals of 100 dwelling units or more are listed below and indicate whether the application was submitted under Senate Bill 330 (SB 330) streamline guidelines.

Property address	Number of proposed units	SB 330

111 Independence Drive	105	No
115 Independence Drive (Menlo Portal)	320	Yes
123 Independence Drive (Sobrato)	383	Yes
165 Jefferson Drive (Menlo Flats)	138	Yes
141 Jefferson Drive (Menlo Uptown)	483	Yes
Willow Village (Facebook)	1735	No

While the City’s housing production during the first five years of the planning period has exceeded the City’s regional housing needs assessment of 655 units, the City continues to seek opportunities to increase housing production and will strive to meet its numbers for affordable housing. A key component of the general plan update adopted in December 2016 was the planning for an additional 4,500 units in the City. Since the adoption of the general plan update, the City has received multiple development applications for residential or mixed use developments in the Bayfront Area that total nearly 3,200 units. All of the proposed projects, with 20 or more units, would be subject to the City’s 15 percent BMR requirement, which is estimated to produce 473 BMR units.

Looking ahead

On August 18, 2020, the City Council unanimously supported the initiation of the housing element as one of its top five project priorities for fiscal year (FY) 2020-21. On November 10, 2020, the City Council amended the FY 2020-21 budget by \$1.69 million for the housing element. In March 2021, an interview panel comprised of two City Councilmembers, two Planning Commissioners, one Housing Commissioner and two staff members will interview and assess consultant firms who will eventually, after City Council approval, lead the City’s 2023-2031 housing element update process. The robust and complex nature of the housing element will consist of many components including public engagement, site identification to meet the City’s anticipated 3,000 unit allocation, and the preparation of an environmental justice element, fiscal impact analysis and environmental impact report. Upon the selection of the lead consultant, the process will begin promptly to ensure the City meets the January 2023 deadline.

Despite adverse challenges felt across the City of Menlo Park during the COVID-19 pandemic, staff have strived to provide and uphold outstanding service to the community. The focus on housing production, preservation and protection continues to remain as a high priority. Staff will be furthering work on 2020-initiated programs, including initiatives outlined and awarded in the SB2 and LEAP grants as well as supporting homeless services and housing stability. Staff will closely follow City Council’s 2021 goal setting and work plan, which currently include projects such as housing security and homelessness in Menlo Park.

Impact on City Resources

There are no impacts to City resources besides the preparation of the report. Program implementation may have impacts to staffing resources and/or projects/priorities and will be considered as part of the City’s annual Capital Improvement Plan and budget process.

Environmental Review

The housing element annual report is not considered a project. Implementation of housing programs may be subject to the California Environmental Quality Act (CEQA), and each program will be evaluated on a case-by-case basis.

Public Notice

Public notification was achieved by posting the agenda, with the agenda items being listed, at least 72 hours prior to the meeting.

Attachments

- A. 2020 housing element annual progress report
- B. Hyperlink – Adopted housing element for the 2015-2023 planning period:
menlopark.org/DocumentCenter/View/4329/Adopted-Housing-Element-2015-2023?bidId=

Report prepared by:

Michael Noce, Management Analyst II

Christopher Turner, Assistant Planner

Report reviewed by:

Deanna Chow, Assistant Community Development Director

Rhonda Coffman, Deputy Community Development Director, Housing

Jurisdiction	Menlo Park	
Reporting Year	2020	(Jan. 1 - Dec. 31)

ANNUAL ELEMENT PROGRESS REPORT
Housing Element Implementation
 (CCR Title 25 §6202)

This table is auto-populated once you enter your jurisdiction name and current year data. Past year information comes from previous APRs.
 Please contact HCD if your data is different than the material supplied here

Table B													
Regional Housing Needs Allocation Progress													
Permitted Units Issued by Affordability													
		1	2								3	4	
Income Level		RHNA Allocation by Income Level	2015	2016	2017	2018	2019	2020	2021	2022	2023	Total Units to Date (all years)	Total Remaining RHNA by Income Level
Very Low	Deed Restricted	233	84	42								148	85
	Non-Deed Restricted		1	3	8	9	1						
Low	Deed Restricted	129	20		2	1	14	13				80	49
	Non-Deed Restricted		2	4	4	5	2	13					
Moderate	Deed Restricted	143										11	132
	Non-Deed Restricted				1	3	7						
Above Moderate		150	712	17	20	26	172	230				1177	
Total RHNA		655											
Total Units			819	66	35	44	196	256				1416	266

Note: units serving extremely low-income households are included in the very low-income permitted units totals
 Cells in grey contain auto-calculation formulas

ANNUAL ELEMENT PROGRESS REPORT

Housing Element Implementation

(CCR Title 25 §6202)

Jurisdiction	Menlo Park		
Reporting Year	2020	(Jan. 1 - Dec. 31)	
Table D			
Program Implementation Status pursuant to GC Section 65583			
Housing Programs Progress Report			
Describe progress of all programs including local efforts to remove governmental constraints to the maintenance, improvement, and development of housing as identified in the housing element.			
1	2	3	4
Name of Program	Objective	Timeframe in H.E	Status of Program Implementation
H1.A Establish City Staff Work Priorities for Implementing Housing Element Programs	Establish staff priorities for implementing Housing Element Programs	Annually	This will be done annually as part of the annual Housing Element review.
H1.B Review the Housing Element Annually	Review and monitor Housing Element implementation; conduct public review with the Housing Commission, Planning Commission and City Council, and submit Annual Report to HCD	Annually	Annual review for the 2019 calendar year was accepted by the City Council on March 26, 2020 and submitted to HCD for review. Using forms provided by HCD, the 2020 annual review was completed by staff between January to February 2021, and public reviews were conducted by the Housing Commission, Planning Commission and City Council in March 2021.
H1.C Publicize Fair Housing Laws and Respond to Discrimination Complaints	Obtain and distribute materials (see Program H1.D)	Ongoing	Materials were available at the 1st floor counter located at Menlo Park City Hall and on the City's website. In 2020, fair housing and legal services referrals were provided by phone, email and in person. Fair housing and legal services information was updated and available on the City website.
H1.D Provide Information on Housing Programs	Obtain and distribute materials at public locations; conduct staff training	Annually	During the COVID-19 pandemic, staff primarily directed the public to the City's website in addition to assisting patrons via phone or email. Prior to the pandemic, materials were available at the 1st floor counter located at Menlo Park City Hall. In 2020, the Housing Commission conducted nine public meetings. Three meetings, during the months of January, February & March, were held in person; the remaining were virtual meetings as a result of the pandemic.

<p>H1.E Undertake Community Outreach When Implementing Housing Element Programs</p>	<p>Conduct community outreach and distribute materials (see Programs H1.C and 1H.D)</p>	<p>Consistent with program timelines</p>	<p>In 2020, materials and information were primarily available on the City's Web site. Housing Commission meetings are conducted monthly. The public may opt-in for an available email subscription to receive Housing Commission agendas and general updates. Additional public outreach is conducted based on program type. In 2020, the Housing Commission conducted nine public meetings. Agendas and notices are posted at City Hall and on the City's website.</p>
<p>H1.F Work with the San Mateo County Department of Housing</p>	<p>Coordinate with County efforts to maintain and support affordable housing</p>	<p>Ongoing</p>	<p>Continued participation and coordination has occurred as part of the countywide 21 Elements organization. Working with the County Department of Housing and other jurisdictions on housing-related topics such as accessory dwelling units and short-term rentals, and coordination in implementing Housing Element programs. The City continues to participate in the Home for All Learning Network and Community Convenings, all efforts that aim to support affordable housing.</p>
<p>H1.G Adopt an Anti-Discrimination Ordinance</p>	<p>Undertake Municipal Code amendment and ensure effective implementation of anti-discrimination policies and enforcement as needed</p>	<p>2016</p>	<p>Completed. On August 6, 2018, the City Council approved the Anti-Discrimination ordinance. The City will be considering additional ordinances to address housing challenges as part of its ongoing discussion about housing supply, affordable housing and displacement.</p>
<p>H1.H Utilize the City's Below Market Rate (BMR) Housing Fund</p>	<p>Accumulate and distribute funds for housing affordable to extremely low, very low, low and moderate income households</p>	<p>Ongoing</p>	<p>On September 15, 2020, City Council approved an increase in funding to MidPen Housing's 1300 Willow Road project to reach a total of \$9.331 million. This project was approved for \$6.7 million from the BMR housing fund in March 2019. On November 18, 2020, a Notice of Funding Availability (NOFA) of approximately \$10 million in BMR housing funds was released to support the preservation or production of permanent affordable housing. Qualified developers of affordable housing were permitted to submit proposals prior to the submission due date of January 22, 2021. The City received three proposals prior to the submission deadline. Proposals are under review, staff will describe the distribution of funds in the next annual progress report.</p>

<p>H1.I Work with Non-Profits on Housing</p>	<p>Maintain a working relationship with non-profit housing sponsors</p>	<p>Ongoing</p>	<p>The tenant relocation assistance ordinance was passed by City Council in 2019. In addition, the Council approved the establishment of a community housing fund to be administered by local nonprofit, Samaritan House. In 2020, Samaritan House, with support from the City, has continued to offer financial assistance to lower income tenants experiencing hardships and/or potential displacement. The City has continued to assist MidPen Housing as they finalized funding sources for their 1300 Willow Road project, including the completion of their Affordable Housing and Sustainable Communities (AHSC) grant application preparation and submittal in early 2020. In September 2020, The City increased it's funding commitment by \$2.631 million for the 1300 Willow Road project to help MidPen Housing reach 100% funding. As part of the NOFA released in November 2020, the City intends to continue its support of strong partnerships with local non-profit housing organizations.</p>
<p>H1.J Update the Housing Element</p>	<p>Assure consistency with SB375 and Housing Element law</p>	<p>2023</p>	<p>Completed. The City Council adopted the 2015-2023 Housing Element on April 1, 2014, and was certified by HCD on April 16, 2014. The City was awarded both SB2 and a LEAP grant to assist with the preparation of the Housing Element for the RHNA 6 cycle. In December 2020, the City issued an RFQ for consultant services to preapre the Housing Element Update. The City continues to collaborate and participate in 21 Elements as part of the Housing Element Update process.</p>
<p>H1.K Address Rent Conflicts</p>	<p>Resolve rent conflicts as they arise</p>	<p>Ongoing</p>	<p>In November 2019, the City Council passed an urgency ordinance to enact state law AB 1482 locally prior to the January 1, 2020 effective date, enacting rent increase and just cause protections. Throughout 2020, the City has continued to be an informational resource for local tenants unfamiliar with new state laws. Informative material is available on the City's website, including contact information for free legal services.</p>
<p>H1.L Update Priority Procedures for Providing Water Service to Affordable Housing Developments</p>	<p>Comply with Government Code Section 65589.7</p>	<p>2015 and 2020 (as part of Urban Water Management Plan updates)</p>	<p>Program completed in February 2014. No additional work on this program is needed at this time.</p>

<p>H1.M Lobby for Changes to State Housing Element Requirements</p>	<p>Work with other San Mateo County jurisdictions and lobby for modifications to Housing Element law (coordinate with Program H1.B)</p>	<p>Ongoing</p>	<p>In 2020, the City Council and staff have attended various meetings, mostly digitally, with legislators and other jurisdictions to provide input on proposed legislation. The City continues to participate with the 21 Elements to review, discuss, analyze and provide comment on various housing and planning related legislation.</p>
<p>H2.A Adopt Ordinance for "At Risk" Units</p>	<p>Protect existing affordable housing</p>	<p>2016</p>	<p>There are no "at risk" subsidized affordable units in Menlo Park at the current time. "At risk" units are those that appear to be in danger of conversion from subsidized housing units to market rents. In 2021, the City plans to exercise its right to purchase a BMR ownership unit, which had a sales term of only 90 days for the City to find a new, qualified BMR owner. The City's purchase will preserve the unit and allow the City to identify and sell the unit to a new BMR buyer outside the original 90 day sales term; new purchase agreements include an update resale term that gives the City 180 days to find a qualified buyer for potential resales.</p>
<p>H2.B Promote Energy Efficient/Renewable Programs</p>	<p>50 or more homes and businesses participating in a program</p>	<p>Establish policy and programs by 2017; Participation rate by 2022</p>	<p>As of 2021, 98% of residents and businesses are served by Peninsula Clean Energy (PCE) that provides greenhouse gas free (fossil fuel free) electricity to their homes and businesses. With the ECOplus service, at least 50% of the electricity provided by PCE comes from renewable sources, such as solar and wind, and none comes from coal and natural gas. Only 1.62% opted out of the program and went back to PG&E. Menlo Park continued to participate in regional energy efficiency/renewable energy regional programs, such as Home Energy Renovation Opportunity (HERO), GRID Alternatives, and Bay Area Regional Energy Network (BayREN). In 2018 and 2019 GRID Alternatives installed 14 solar arrays in the Belle Haven neighborhood. Within the past two years, the City Council approved a couple of progressive initiatives to capitalize on the greenhouse gas free electricity provided by PCE by: 1) Adopting an all-electric reach code requirement for all new construction (2019). 2) Adopted a 2030 climate action plan with the bold goal to reach carbon neutrality (zero emissions) by 2030. One of the first actions is to explore policy or program options to convert 95 percent of existing buildings to all-electric by 2030 (adopted 2020).</p>

H2.C Amend the Zoning Ordinance to Protect Existing Housing	Protect existing rental housing as part of infill implementation and other Zoning Ordinance changes	Consider as part of the City's General Plan Update (2014-2017)	The zoning ordinance efforts during the General Plan process focused on the creation of new housing in an area that previously did not allow residential uses. Staff recognizes that potential ordinance changes to limit the loss of residential units or the conversion of units can be strategies to maintain the City's housing stock. This is an ongoing item staff will evaluate along with other housing priorities.
H2.D Assist in Implementing Housing Rehabilitation Programs	Apply to the County for CDBG funds to provide loans to rehabilitate very low and low income housing (20 loans from 2015-2023)	2015-2023	The County has temporarily stopped administering the CDBG rehabilitation loan program, except in emergency situations. The City continues to service existing loans in the portfolio.
H3.A Zone for Emergency Shelter for the Homeless	Amend the Zoning Ordinance	2014; concurrent with RHNA 5 Housing Element Update	Completed. Ordinance adopted on April 29, 2014. Ordinance identifies the location of the overlay to allow an emergency shelter for the homeless for up to 16 beds as a use by right and includes standards consistent with State law as established in SB2.
H3.B Zone for Transitional and Supportive Housing	Amend the Zoning Ordinance	2014; concurrent with RHNA 5 Housing Element Update	Completed. Ordinance adopted on April 29, 2014 to update the definitions of transitional and supportive housing to be consistent with State law and adds transitional, supportive housing and small (6 or fewer) residential care facilities as part of the definition of a "dwelling" in the Zoning Ordinance so these uses are treated the same way as other residential uses as required by State law under SB2.
H3.C Adopt Procedures for Reasonable Accommodation	Amend the Zoning Ordinance and/or modify administrative procedures; create public handout	2014; concurrent with RHNA 5 Housing Element Update	Completed. Ordinance adopted April 29, 2014 to establish procedures, criteria and findings for enabling individuals with disabilities to make improvements and overcome barriers to their housing.
H3.D Encourage Rental Housing Assistance Programs	Provide assistance at current Section 8 funding levels to assist 220 extremely low and very low-income households per year (assumes continued funding of program)	2015-2023	There are approximately 248 housing vouchers issued for incorporated Menlo Park, which assist a total of 521 individuals. Of the total, 157 households include elderly or disabled persons and 86 are households with children.

<p>H3.E Investigate Possible Multi-Jurisdictional Emergency Shelter</p>	<p>Coordinate in the construction of homeless facility (if determined feasible)</p>	<p>Longer term program as the opportunity arises</p>	<p>There are no plans for a specific facility at this time.</p>
<p>H3.F Assist in Providing Housing for Persons Living with Disabilities</p>	<p>Provide housing and services for disabled persons</p>	<p>Ongoing</p>	<p>Continued participation and coordination has occurred as part of the countywide 21 Elements organization. Working with the County Department of Housing and other jurisdictions on housing-related topics such as accessory dwelling units and short-term rentals. Participation in the County's Home For All initiative has continued and aims to identify housing needs for all sectors of the community. The City also supports the activities of local non-profit housing providers, such as HIP Housing, whom provide services for disabled persons.</p>
<p>H3.G Develop Incentives for Special Needs Housing</p>	<p>Amend the Zoning Ordinance to provide opportunities for housing and adequate support services for seniors and people living with disabilities</p>	<p>Consider as part of the City's General Plan Update (2014-2017)</p>	<p>The City's Affordable Housing Overlay (AHO), which was established in 2013, was applied to MidPen's 90-unit affordable, senior housing development. Along with financial incentives, the AHO provides density bonuses and a parking reduction for senior housing.</p>
<p>H3.H Continue Support for Countywide Homeless Programs</p>	<p>Support housing and services for the homeless and at-risk persons and families</p>	<p>Ongoing</p>	<p>In 2020, city staff has continued to lead and support the Menlo Park Homeless Outreach Team (Team), which consists of staff from the Housing Division, Police Department and community based organizations that provide homeless outreach and support services. City staff work closely with community based organizations and the San Mateo County Human Services Agency to coordinate outreach and referral services, with the goal of ending homelessness in Menlo Park. The Team meets regularly to discuss case management, strategize coordinated outreach and intervention, streamline resources and prepare action plans for homeless individuals. In early 2020 the City Council formed a subcommittee to address high risk health and safety concerns at a large homeless encampment populated by approximately 60 individuals in an area called the Ravenswood Triangle. This effort involved multijurisdictional agencies coordinating an intensive effort to conduct outreach, remove debris and eventually the encampment over the course of several months. The population was reduced to 6 individuals at the time of the encampment removal in early 2021. The City continued to support HEART, HIP Housing and other community based organizations to support efforts to reduce homelessness and increase housing stability.</p>

<p>H3.I Work with the Department of Veterans Affairs on Homeless Issues</p>	<p>Coordination in addressing the needs of the homeless</p>	<p>2014; ongoing thereafter</p>	<p>The Veteran Affairs Medical Center in Menlo Park awarded a project proposal to local non-profit housing developer, MidPen Housing. The City held initial meetings to assist in the support the project. As opportunities arise, staff will continue to work with the VA and non-profit housing partners.</p>
<p>H4.A Modify R-2 Zoning to Maximize Unit Potential</p>	<p>Amend the Zoning Ordinance to minimize underutilization of R-2 development potential</p>	<p>Consider as part of the City's General Plan Update (2014-2017)</p>	<p>Staff plan to revisit modifications to the R-2 in the future and assess the utilization of the allowed density for this zoning district.</p>
<p>H4.B Implement Inclusionary Housing Regulations</p>	<p>Implement requirements to assist in providing housing affordable to extremely low, very low, low and moderate income households in Menlo Park</p>	<p>Ongoing</p>	<p>On September 15, 2020, the City Council received an Inclusionary Housing Feasibility Analysis completed by BAE Urban Economics, Inc. and approved a resolution establishing a process for determining the affordable in-lieu fee for rental housing projects not providing some or all of their inclusionary housing requirements. This study also tested the feasibility of adding additional affordable housing requirements for new rental projects and provided analysis to inform the City's decisionmaking processes related to setting BMR in-lieu fees.</p>
<p>H4.C Modify BMR Guidelines</p>	<p>Amend the Zoning Ordinance to require affordable units in market rate developments</p>	<p>2015</p>	<p>The last revision to the BMR housing program guidelines was approved by Menlo Park City Council in 2018. As part of the Housing Commission's work plan, they will be evaluated changes to the BMR Guidelines. Staff expects there to be a revision in 2021.</p>

<p>H4.D Update the BMR Fee Nexus Study</p>	<p>Update to fees consistent with the nexus of potential impacts on affordable housing need</p>	<p>2015</p>	<p>BAE Urban Economics, Inc. completed their study known as the Inclusionary Housing Feasibility Analysis in 2020. The City commissioned BAE to study the following four scenarios: 1) Providing low income rental units (i.e., units affordable to households with incomes equal to or less than 80 percent of the Area Median Income or AMI) in compliance with the City's existing BMR Housing Program; 2) Providing 20 percent of units as low-income units; 3) Adding a small number of units reserved for households with moderate incomes (defined in this analysis as households with incomes equal to 120 percent of AMI) addition to meeting a 15 percent low-income requirement; and 4) Payment of an in-lieu fee that represents the "point of indifference," or the fee that would be equivalent in cost to providing affordable units on site, from the perspective of a developer. The City Council adopted a resolution establishing a process for determining the in-lieu fee for rental housing, which would be done on a case-by-case basis.</p>
<p>H4.E Modify Second Dwelling Unit Development Standards and Permit Process</p>	<p>Achieve Housing Element target for new second units (40 new secondary dwelling units between 2015-2023, with 5 per year) — 18 very low, 18 low and 4 moderate income second units.</p>	<p>2014; ongoing thereafter</p>	<p>In 2020, 13 building permits were issued for new secondary units. Given changes in state law effective January 1, 2020, an urgency ordinance was passed by City Council on February 25, 2020 to ensure the City's ordinance complies with state law. The assessment of additional adjustments to City regulations will be studied with the use of SB 2 funding grant.</p>
<p>H4.F Establish a Process and Standards to Allow the Conversion of Accessory Buildings and Structures to a Secondary Dwelling Unit</p>	<p>Adopt procedures and requirements to allow conversion of accessory structures and buildings (15 new secondary dwelling units — 6 very low income, 6 low income and 3 moderate income units)</p>	<p>2014; review the effectiveness of the ordinance in 2015</p>	<p>Of the 13 building permits issued for ADUs in 2020, six were for conversions of existing accessory buildings. In this case, a conversion may include complete demolition of the existing accessory building and reconstruction of the ADU in the same footprint. Given changes in state law effective January 1, 2020, an urgency ordinance was passed by City Council on February 25, 2020 to ensure the City's ordinance complies with state law. In 2019, the City submitted an SB 2 planning grant application for consideration, with a accessory dwelling unit ordinance amendment and secondary applicant navigation tools identified as the primary activities to be funded and implemented if awarded funds.</p>

<p>H4.G Implement First-Time Homebuyer Program</p>	<p>Provide referrals</p>	<p>2015-2023</p>	<p>The City is referring first time homebuyers to HEART of San Mateo County for down payment assistance since BMR funds are no longer available for this program. Information is available on the City's Housing webpage per Housing Programs H1.C and H1.D. The City continues to maintain a BMR ownership waitlist for other potential BMR unit sale and resale opportunities as they occur.</p>
<p>H4.H Work with Non-Profits and Property Owners on Housing Opportunity Sites</p>	<p>Identify incentives and procedures to facilitate development of housing affordable to extremely low, very low, low and moderate income households on higher density housing sites</p>	<p>Ongoing</p>	<p>On September 15, 2020, City Council approved an increase in funding to MidPen Housing's 1300 Willow Road project to reach a total of \$9.331 million. In March 2019, the City Council approved the abandonment of City owned right-of-way, which allows for a greater number of units for extremely low and very low income households to be developed on the 1300 Willow Road site. The City will continue to identify partnership opportunities that further the development of affordable units in Menlo Park.</p>
<p>H4.I Create Multi-Family and Residential Mixed Use Design Guidelines</p>	<p>Adopt design guidelines for multi-family and mixed use housing developments</p>	<p>Consider as part of the City's General Plan Update (2014-2017)</p>	<p>As part of the General Plan and M-2 Area Zoning Update, the City Council adopted the new R-MU (Residential Mixed Use) zoning district. The proposed zoning district includes design standards, which include a number of provisions addressing building modulation, height variation, site design, and open space requirements.</p>
<p>H4.J Consider Surplus City Owned Land for Housing</p>	<p>Identify opportunities for housing as they arise</p>	<p>Consider as part of the City's General Plan Update (2014-2017)</p>	<p>The City currently does not have surplus City-owned property available for housing, but could consider housing as opportunities arise.</p>
<p>H4.K Work with the Fire District</p>	<p>Undertake local amendments to the State Fire Code and approve City Council Resolution ratifying the Fire District's local amendments</p>	<p>2014 (in progress)</p>	<p>There have been no changes or updates to report during the 2020 reporting year. Menlo Park Fire District developed a draft ordinance to the 2019 Fire Code, which was approved by their board of directors in October 2019. The City Council approved a resolution ratifying the Fire District's amendments to the Fire Code in December 2019.</p>

<p>H4.L Coordinate with School Districts to Link Housing with School District Planning Activities</p>	<p>Coordinate and consider school districts long-range planning, resources and capacity in planning for housing</p>	<p>Ongoing with Housing Element program implementation. Consider as part of the City's General Plan Update (2014-2017)</p>	<p>City staff have continued to be in contact with local school districts to share information on new residential development proposals. Staff have also been participating in the Home for All effort to convene school districts throughout the county to help identify development opportunities and to support the process.</p>
<p>H4.M Review the Subdivision Ordinance</p>	<p>Modify the Subdivision Ordinance as needed</p>	<p>Consider as part of the City's General Plan Update (2014-2017)</p>	<p>No activity to date.</p>
<p>H4.N Create Opportunities for Mixed Use Development</p>	<p>Conduct study and establish regulations to allow housing in commercial zones</p>	<p>Consider as part of the City's General Plan Update (2014-2017)</p>	<p>As part of the General Plan and M-2 Area Update approval in December 2016, the Council adopted zoning amendments to the C-2-B zoning district to allow residential uses to create mixed-use opportunities in key areas along the Willow Road Corridor and created the R-MU zoning district. A number of properties that were previously zoned for commercial and industrial uses were rezoned with the new zoning district to create opportunities for higher density housing and mixed use developments. Consideration of the amended C-2-B and the new R-MU zoning districts will continue on an as-needed basis.</p>
<p>H4.O Review Transportation Impact Analysis Guidelines</p>	<p>Modify Transportation Impact Analysis (TIA) guidelines</p>	<p>Consider as part of the City's General Plan Update (2014-2017)</p>	<p>In December 2016, the City Council adopted a new Circulation Element, recognizing that work on the Transportation Master Plan (TMP) was a high priority. A consultant team was hired in 2017 to lead the TMP effort and an 11-member city-led Oversight and Outreach Committee (OOC) was formed to help guide the process. In 2019, the City Council added update of the TIA guidelines to their work plan. In early 2020, the City Council provided feedback on the approach to modify the TIA guidelines. An updated version of the TIA Guidelines was adopted by City Council on June 16, 2020. On November 17, the City Council adopted the Transportation Master Plan.</p>

<p>H4.P Update Parking Stall and Driveway Design Guidelines</p>	<p>Modify Parking Stall and Driveway Design Guidelines</p>	<p>2014</p>	<p>In 2017, the City began a preliminary review of the parking stall and driveway design guidelines. Review of these guidelines is still underway.</p>
<p>H4.Q Achieve Long-Term Viability of Affordable Housing</p>	<p>Establish project management and other ongoing project coordination needs</p>	<p>As developments are proposed and ongoing thereafter</p>	<p>The City continues to contract the administration and retain the records of the ownership unit waiting list and rental interest list. In coordination with the owners, developers and/or property managers of BMR units, the City oversees marketing plans and tenant onboarding practices in addition to assisting with outreach to the BMR lists.</p>
<p>H4.R Modify Overnight Parking Requirements to include the R-4-S Zoning District</p>	<p>Modify Section 11.24.050 [Night Parking Prohibited] of the Municipal Code as needed</p>	<p>2014</p>	<p>In October 2015, the City Council approved the removal of on-street parking along the north side of Haven Avenue as part of the Haven Avenue Streetscape Project. Identified as housing opportunity sites in the Housing Element, two parcels along Haven Avenue were redeveloped with 540 multi-family residential units. The objective of the Haven Avenue Streetscape Project is to provide a direct connection for bicyclists and pedestrians between the Bay Trail and the City of Redwood City's bikeway and sidewalk network by constructing sidewalks and bicycle facilities along Haven Avenue. The removal of on-street parking is helping facilitate the enhanced multi-modal improvements along this corridor. Bike lanes along a portion of Haven Avenue have been installed. The City is working with Caltrans to complete the remaining portion by 2022-2023.</p>
<p>H4.S Explore Creation of a Transportation Management Association</p>	<p>Explore creation of a Transportation Management Association</p>	<p>Consider as part of the City's General Plan Update (2014-2017)</p>	<p>In April 2019, the City released a joint RFP with the City of Foster City to solicit bids from prospective firms to assist with TMA Feasibility Studies. Two independent contracts were awarded to Steer Group to conduct the studies, with the City of Menlo Park awarding Steer Group's contract in July 2019. The initial phase of work included data collection and analysis, along with stakeholder outreach and surveying. A progress report of the work conducted so far was presented to the City Council on February 25, 2020. On July 16, 2020, an options analysis was presented to the City Council and direction was given to further investigate the citywide and subregional TMA options. Although the original completion date of the feasibility study was July 2020, it has been pushed back to account for the COVID-19 pandemic changing commute patterns, along with the operational start of a subregional TMA, Manzanita Works, in November 2020. Now accounting for these latest regional updates, Steer Group will conduct a detailed analysis on the two options to identify how to structure a potential TMA. A draft Final Report is expected to be shared with the City Council and the Complete Streets Commission in April 2021. The Final Report and recommendation is anticipated to be presented to City Council in May 2021 for approval.</p>

<p>H4.T Explore Pedestrian and Bicycle Improvements</p>	<p>Coordinate with Redwood City on potential pedestrian and bicycle improvements</p>	<p>Consider as part of the City's General Plan Update (2014-2017)</p>	<p>In November 2020, the City adopted the Transportation Master Plan that now serves as an update to the City's previous Sidewalk Master Plan and Comprehensive Bicycle Development Plan. The City was awarded a grant from the San Mateo County Transportation Authority (Measure A funds) to implement the Haven Avenue bicycle/pedestrian improvements. The improvements include new facilities to a key corridor that connects Menlo Park, San Mateo County and Redwood City. The project area includes Haven Avenue between Marsh Road and the Redwood City boundary, an area where several properties were recently rezoned to higher density housing. Through work on the Transportation Master Plan, improvements in the area has been identified. In addition, as part of the Menlo Gateway hotel and office project, pedestrian and bicycle improvements will be implemented. Bike lanes along a portion of Haven Avenue have been installed. The City is working with Caltrans to complete the remaining portion by 2022-2023. The City will be completing multiple grant funded bicycle/pedestrian improvements by winter 2021. These improvements include: new sidewalk facilities on Pierce Road, Coleman Avenue, and Oak Grove Avenue, and new bicycle facilities on San Mateo Drive and Ringwood Avenue. The City will be commencing the design and construction of a new sidewalk on the north side of Sharon Road between Altechul Ave and Alameda de los Pulgones.</p>
<p>H1.E Undertake Community Outreach When Implementing Housing Element Programs</p>	<p>Conduct community outreach and distribute materials (see Programs H1.C and 1H.D)</p>	<p>Consistent with program timelines</p>	<p>Housing Commission meetings are conducted monthly. In 2020, the Housing Commission conducted nine meetings. Agendas and notices are posted at City Hall and on the City's website. Email notifications are also sent to interested parties. Additional outreach to is performed to targeted populations depending on program needs.</p>
<p>H1.I Work with Non-Profits on Housing</p>	<p>Maintain a working relationship with non-profit housing sponsors</p>	<p>Ongoing</p>	<p>As part of the 2020 NOFA, the City expects to continue it's support of non-profit housing organizations via \$10 million in available funding. In the past, the City worked closely with MidPen Housing on multiple projects that have preserved and/or increased affordable housing in Menlo Park. The City will continue to undertake outreach to non-profit housing sponsors throughout the 2015-2023 Housing Element period. Annual funding and support is provided to HIP Housing and the Housing Leadership Council.</p>

Jurisdiction	Menlo Park	
Reporting Period	2020	(Jan. 1 - Dec. 31)

ANNUAL ELEMENT PROGRESS REPORT
Housing Element Implementation
 (CCR Title 25 §6202)

Note: "+" indicates an optional field
 Cells in grey contain auto-calculation formulas

Table F

Units Rehabilitated, Preserved and Acquired for Alternative Adequate Sites pursuant to Government Code section 65583.1(c)

Please note this table is optional: The jurisdiction can use this table to report units that have been substantially rehabilitated, converted from non-affordable to affordable by acquisition, and preserved, including mobilehome park preservation, consistent with the standards set forth in Government Code section 65583.1, subdivision (c). Please note, motel, hotel, hostel rooms or other structures that are converted from non-residential to residential units pursuant to Government Code section 65583.1(c)(1)(D) are considered net-new housing units and must be reported in Table A2 and not reported in Table F.

Activity Type	Units that Do Not Count Towards RHNA ⁺ Listed for Informational Purposes Only				Units that Count Towards RHNA ⁺ Note - Because the statutory requirements severely limit what can be counted, please contact HCD to receive the password that will enable you to populate these fields.				The description should adequately document how each unit complies with subsection (c) of Government Code Section 65583.1 ⁺
	Extremely Low-Income ⁺	Very Low-Income ⁺	Low-Income ⁺	TOTAL UNITS ⁺	Extremely Low-Income ⁺	Very Low-Income ⁺	Low-Income ⁺	TOTAL UNITS ⁺	
Rehabilitation Activity									
Preservation of Units At-Risk									
Acquisition of Units									
Mobilehome Park Preservation									
Total Units by Income									



STAFF REPORT

Housing Commission

Meeting Date:

3/4/2020

Staff Report Number:

21-006-CC

Regular Business:

Recommendation for the Housing Commission to recommend \$4.8 million from the Below Market Rate (BMR) housing fund to two Notice of Funding Availability (NOFA) 2020 applicants to support affordable housing activities

Recommendation

Staff recommends the Housing Commission:

1. Recommend an additional \$300,000 from the BMR Housing Fund be allocated to the 2020 BMR housing fund NOFA, to increase the total funds available from \$10 million to \$10.3 million to fully fund eligible applications received by the City
2. Recommend \$1.2 million from the BMR housing fund to Habitat for Humanity Greater San Francisco (HGSF) to support affordable housing preservation through rehabilitation of existing homeowner units.
3. Recommend \$3.6 million from the BMR housing fund to MidPen Housing, Inc. (MidPen) to support development of new affordable ownership housing.

Policy Issues

The Housing Commission makes BMR funding recommendation and the City Council retains sole discretion to award available monies from the BMR housing fund collected in accordance with Menlo Park Municipal Code Chapter 16.96. As an impact fee, the City's use of the BMR housing in-lieu fee funds is subject to state laws governing impact fees, California Government Code §§ 66000- 66025 (the "Mitigation Fee Act"), as amended by Assembly Bill (AB) 518 and Senate Bill (SB) 1693, which require that impact fees be expended or encumbered within five years of collection.

Background

On November 18, 2020, NOFA of approximately \$10 million from the BMR housing fund was released to support the preservation or production of permanent affordable housing. Project eligibility requirements are outlined in the NOFA application document (Attachment A) Qualified projects include the preservation of existing affordable housing, acquisition or new construction of permanent affordable rental or ownership housing for extremely low, very low or low income households. Funding is intended to fill the financing gap between the projected total project costs and other available funding sources.

As defined in section 13.3 of the City of Menlo Park BMR Guidelines, eligible uses of the BMR housing fund include permanent financing or assistance with other costs associated with the production or preservation of very low, low or moderate income housing. The City's BMR housing fund is a separate special fund, with no impact to the City's general fund. Revenue contributed to the BMR housing fund is primarily derived from development fees. Due to the high costs associated with housing production and preservation in the Bay Area, local affordable housing developers will utilize multiple funding sources to ensure proposed projects

have adequate resources to advance.

Analysis

The City received the following three applications shown in table 1 in response to the NOFA:

Table 1: NOFA applications			
Organization	Type of activity	Description	Amount requested
HIP Housing Development Corporation (HHDC)	Preservation/Acquisition	Acquisition of a 14 unit apartment building for conversion to deed restricted BMR rental housing (6-8 Coleman Ave)	\$5,500,000
Habitat for Humanity Greater San Francisco (HGSF)	Homeownership preservation	Rehabilitation of existing housing owned by lower income seniors and families (Belle Haven)	\$1,200,000
MidPen Housing, Inc. (MidPen)	New construction	Development of 12 new BMR ownership townhouses, partner with community land trust (335 Pierce Rd)	\$3,600,000
Total requested			\$10,300,000

In response to the NOFA, one of the applicants, HHDC, identified an apartment building for sale shortly after the NOFA was issued. Based on the need to secure this rare purchase opportunity HHDC placed an offer with the intention of requesting BMR housing funds through the submittal of an application. Due to the purchase contract and escrow deadlines, City staff expedited the review of the HHDC application and on February 23, 2021 the City Council authorized \$5.5 million of the \$10 million available through the NOFA. A more detailed analysis is included in the City Council staff report, which includes the HHDC application is in Attachment B of this report.

HGSF submitted an application proposing the completion of 20 home rehabilitation projects for long-time low-income homeowners in Menlo Park’s Belle Haven neighborhood through their Homeownership Preservation Program. The rehabs, which are valued at \$40,000-\$75,000 per home, will be completed over a three-year period, and targeted towards very low-income homeowners at or below 50% of Area Median Income (AMI). Homeowners will be eligible through HGSF for a deferred loan, at 0% interest. The loan will be payable over a 30-year term or payable only if the home is sold or transferred. In instances where loans are repaid, all funds will be directly recycled for new rehab loans for other high-need low-income homeowners in the Belle Haven neighborhood. Habitat will self-perform rehabs using their own construction experts and selected, vetted subcontractors. To identify and engage very low-income homeowners in Belle Haven at greatest risk of displacement or harm due to the conditions of their homes, HGSF will employ an outreach specialist and work closely with public and private agencies and organizations that serve the neighborhood and its residents.

HGSF will provide follow-up supports to all homeowners, including estate planning, to ensure that homeowners can remain in their homes, preserve equity, and keep the home in the family over time. HGSF

will also engage homeowners in limited sweat equity, giving homeowners opportunities to contribute in a variety of ways, including construction, recruitment of church or family networks as volunteers, or through cooking meals for construction crews. Additional detailed information on the HGSA application is included in Attachment C to this staff report.

MidPen submitted an application proposing the development and sale of townhomes, affordable to low-income, first-time homebuyers at 335 Pierce Road, located in the Belle Haven neighborhood of Menlo Park. Funding from the NOFA will be used to finance the gap between total development costs and the public subsidy needed to make the townhomes affordable for low-income buyers. The bulk of the NOFA funds will specifically cover the cost of land. In 2015, MidPen purchased the 335 Pierce Road site, a 14,949SF lot comprised of two parcels: a vacant lot and an occupied 4-plex. As currently envisioned, the site is proposed to be redeveloped into 12 two-bedroom BMR for-sale homes affordable to families earning 80% of Area Median Income (AMI), or up to \$125,280 annually for a three-person household. This proposal includes formation of a Community Land Trust (CLT) that would be centered in Belle Haven and include representation from Belle Haven residents. Through extensive community outreach in the past – on Sequoia Belle Haven, Gateway Family, and 335 Pierce Road – MidPen has learned that there is strong interest in affordable homeownership for Belle Haven residents and a desire for local control over any new development occurring in Belle Haven. Additional detailed information on the HGSA application is included in Attachment C to this staff report.

BMR housing funds

A summary of the BMR housing fund balance is provided in the following table. At the start of the 2020-21 fiscal year, staff calculated approximately \$12.8 million in available BMR housing funds. As previously stated, City staff released the 2020 NOFA with available funding up to \$10 million. By retaining a portion of the fund balance, the City maintains an appropriate reserve for all activities outlined in the BMR housing program guidelines. If the Housing Commission chooses to recommend funding the two applicants at the full amount of each request, an additional \$300,000 would be needed from the BMR housing fund.

The HHDC application was awarded \$5.5 million and the total of the two combined NOFA proposals total \$4.8 million, for a total of \$10.3 million.

Table 2: BMR housing fund balance summary as of February 2021

Notes payable	2019-20	2020-21
Adjusted available balance	\$21,741,831	\$17,212,791
1317-1385 Willow Road (approved)	(\$9,331,000)	-
1105 and 1141 Willow Road (approved)	(\$635,502)	-
Assets (BMR in-lieu fees, interest, etc.)	\$5,437,462	-
2020 NOFA	-	(\$10,000,000)
2020 NOFA additional funds	-	(\$300,000)
Estimated ending balance	\$17,212,791	\$6,912,971

Summary

Funding is being recommended for these projects as they were successful in addressing the City’s affordable housing needs and priorities, and were determined to meet the eligibility requirements as identified in the NOFA. Eligible projects include preservation of existing affordable housing, acquisition or

new construction of permanent affordable rental or ownership housing for extremely low, very low and low income households. The proposals were also reviewed for consistency with the Housing Element and the City's General Plan.

If approved for funding, these projects will ensure more affordable housing opportunities will become available in Menlo Park, increase BMR housing stock and preserve existing housing that is affordable to the current lower income homeowners. The various types of housing activities proposed also allow the city to support a variety of affordable housing options for lower income households. Both HGSF and MidPen are mission driven non-profit affordable housing organizations with strong track records and many successful affordable housing projects in their portfolios. The proposed projects meet the city's requirements, as outlined in the NOFA eligibility requirements and the BMR Guidelines.

The recommendation of funding for these projects also helps achieve the high priority goals identified in the Housing Commission work plan, including the overarching priority of producing more affordable housing in Menlo Park (west of 101, west of Middle field, west of ECR) and the following specific goals:

- Look into community land trust (CLT) in greater detail to consider additional opportunities for affordable housing preservation (develop expertise) – by overseeing MidPen's partnership with a CLT the City and the Housing Commission will gain experience and develop expertise.
- Develop programs or processes with a CLT to produce affordable housing.
- NOFA open to programs: to achieve foreclosure prevention, community stability, improved health and equity.

In addition to City Council priorities, Housing Element programs and community input, the work plan development included consideration of the Y-Plan study housing recommendations, which included homeownership housing preservation and BMR ownership opportunities.

Impact on City Resources

There is no impact on the City's general fund. The \$4.8 million of funds recommended would come from the BMR housing fund to support these affordable housing activities in accordance with the requirements of the 2020 NOFA and BMR Guidelines.

Environmental Review

This action is not a project within the meaning of the California Environmental Quality Act (CEQA) Guidelines §§ 15378 and 15061(b)(3) as it will not result in any direct or indirect physical change in the environment. Any projects awarded funding will be conditional upon successful entitlement and required environmental reviews.

Public Notice

Public notification was achieved by posting the agenda, with the agenda items being listed, at least 72 hours prior to the meeting.

Attachments

A: Hyperlink – NOFA application: menlopark.org/DocumentCenter/View/26780/2020-Notice-of-Funding-

Staff Report #: 21-006-HC

[Availability-application-packet](#)

B. Hyperlink – City Council staff report for HHDC: menlopark.org/DocumentCenter/View/27427/K1-20210223-CC-BMR-agree-with-HIP

C. HGSF NOFA application packet dated January 22, 2021

D. MidPen NOFA application packet dated January 22, 2021

Report prepared by:

Rhonda Coffman, Deputy Community Development Director – Housing

2020 NOTICE OF FUNDING AVAILABILITY APPLICATION

Community Development – Housing Division
701 Laurel St., Menlo Park, CA 9402
tel 650-330-6614

Project applicant			
Organization/Agency: Habitat for Humanity Greater San Francisco (HGSF)			
Primary contact person: Maureen Sedonaen			
Phone: 415-625-1001		Email: msedonaen@habitatgsf.org	
Address: 500 Washington Street, Suite 250		City: San Francisco	State: CA Zip: 94111
<p>1. What is the role of the applicant in the project (check all that apply):</p> <p><input type="checkbox"/> Ownership entity</p> <p><input type="checkbox"/> Managing partner or managing member</p> <p><input type="checkbox"/> Sponsoring organization</p> <p><input checked="" type="checkbox"/> Developer</p> <p><input checked="" type="checkbox"/> Other (describe): HGSF will self-perform all rehabs and serve as the lender.</p> <p>2. Applicant legal status:</p> <p><input type="checkbox"/> General partnership</p> <p><input type="checkbox"/> Joint venture</p> <p><input type="checkbox"/> Limited partnership corporation</p> <p><input checked="" type="checkbox"/> Nonprofit organization</p> <p><input type="checkbox"/> Other (please specify):</p> <p>3. Organization status:</p> <p><input checked="" type="checkbox"/> Currently exists</p> <p><input type="checkbox"/> To be formed (estimated date):</p> <p>4. Name(s) of individuals who are/will be general partner(s) or principal owner(s):</p> <p style="padding-left: 40px;">This project will be solely completed and overseen by Habitat for Humanity Greater San Francisco.</p> <p>If the applicant is a joint venture, a joint venture agreement is required that clearly describes the roles and responsibilities of each partner, who is the lead partner or if the responsibilities are approximately equally split between the partners.</p>			
Project detail			
Project name: Homeownership Preservation Program			
Project address: Belle Haven Neighborhood		City: Menlo Park	State: CA Zip: 94025
Assessor's parcel number: N/A			

Project type (check all that apply):
 Families
 Seniors
 Special needs
 Other (please describe):

Project activity (check all that apply):
 Acquisition
 Rehabilitation
 New construction
 Preservation
 Mixed-income
 Mixed-use
 Other (please specify):

Land area: Belle Haven	Number of residential buildings: 20 single family homes
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Number of units: 20 single family homes	Residential total floor area: N/A
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Number of stories: N/A	Number of elevators: N/A
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Number of community rooms: N/A	Community room(s) total floor area: N/A
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Commercial/office uses (please specify): N/A

Commercial total floor area: N/A	Office total floor area: N/A
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Other uses (please specify): N/A

Total parking spaces: N/A	Parking type(s): N/A
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Residential parking spaces: N/A	Residential parking ratio: N/A
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Guest parking spaces: N/A

Commercial parking spaces: N/A	Commercial parking ratio: N/A
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Office parking spaces: N/A	Office parking ratio: N/A
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Income categories

City BMR funds may only fund units serving extremely low, very low or low income households at or below 80 percent of the area median income (AMI). Inclusions of units for homeless households are encouraged.

Category	Number of single family homes	Percentage of single family homes
0 to 30 percent AMI – Extremely low		
31 to 50 percent AMI – Very low	20 single family homes	100%
51 to 80 percent AMI – Low		
81 to 120 percent AMI – Moderate		
Unrestricted		
TOTAL	20	100%

Unit amenities
Provide a brief list of unit amenities (e.g. air conditioning, laundry in unit, balconies, etc.): N/A
Project narrative (please use additional sheets of paper as needed)
<p>1. Project description: Provide a brief narrative summary of the proposed project including location, project type (e.g. new versus rehab), target population and any unique project characteristics.</p> <p><u>Overview</u></p> <p>Through our Homeownership Preservation Program, Habitat for Humanity Greater San Francisco (HGSF) proposes to complete 20 home rehabs for long-time low-income homeowners in Menlo Park’s Belle Haven neighborhood. Our Homeownership Preservation Program puts Belle Haven homeowners at the center of housing preservation and urgently responds to the ever-increasing disparities in Menlo Park. The rehabs, which are valued at \$40,000-\$75,000 per home, will be completed over a three-year period, and targeted towards very low-income homeowners at or below 50% of Area Median Income (AMI). Homeowners will be eligible through Habitat Greater San Francisco for deferred loan, at 0% interest. The loan will be payable over a 30-year term or payable only if the home is sold or transferred. In instances where loans are repaid, all funds will be directly recycled for new rehab loans for other high-need low-income homeowners in the Belle Haven neighborhood. Habitat will self-perform rehabs using Habitat’s own staff construction experts and selected, vetted subcontractors. To identify and engage very low-income homeowners in Belle Haven at greatest risk of displacement or harm due to the conditions of their homes, HGSF will employ an outreach specialist and work closely with public and private agencies and organizations that serve this neighborhood and its residents. Recognizing that many long-term homeowners in this predominantly African American and Latinx neighborhood have a deep distrust of lenders and contractors, our staff will provide a hands-on, respect-based approach to guide homeowners through each and every step in the process in order to ensure trust and confidence in the repair, the schedule, and the loan terms. We will also provide follow-up supports to all homeowners, including estate planning, to ensure that homeowners can remain in their homes, preserve equity, and keep the home in the family over time. Habitat will also engage homeowners in limited sweat equity, giving homeowners opportunities to contribute in a variety of ways, including construction, recruitment of church or family networks as volunteers, or through cooking meals for construction crews.</p> <p><u>Application Steps and Loan Origination</u></p> <p>Applicants will submit an application in which they provide initial income data, describe repair and rehab needs, and confirm they own a home in the Belle Haven neighborhood. Staff in our in our Homeownership Services Department will work closely with applicants to gather documents to verify income and program eligibility including supporting documentation necessary to determine income requirements and other eligibility requirements. These basic requirements are that they have owned their home for at least 10 years, have current homeowner’s insurance, are up to date on mortgage & property tax payments, & meet total household income eligibility requirements. Once eligibility is determined, applicants will be assessed based on need, urgency, and available funding. Once an application is approved, HGSF’s in-house repair assessor will perform a detailed home assessment to determine the scope and budget for the rehab.</p> <p>HGSF will offer a 0% interest deferred loan for owner-occupied rehabilitations, payable at sale or transfer of home, when the home ceases to be owner-occupied or at the loan maturity date of 30 years. While a deed restriction is not appropriate for existing homeownership, the loan will be secured by a deed of trust. HGSF’s experience is that existing homeowners are likely to remain indefinitely in their homes as a result of the repair or rehab and that the deferred loan terms with a deed of trust incentivizes permanence. In the event a homeowner does sell the home at some point, <i>all funds can be recouped for use with another eligible household.</i></p> <p>Loan servicing for this portfolio will be managed by AmeriNat Community Services (AmeriNat), a longtime partner to HGSF and a mortgage servicer with Headquarters in Minnesota. AmeriNat has serviced all HGSF mortgages since 2016. AmeriNat will monitor tax and insurance services, process demands, reconvey deeds of trust, manage the bankruptcy and foreclosure process, maintain records, and manage any delinquency. The resulting payoff will be</p>

made payable to HGSF and deposited into specific Belle Haven Home Rehab reuse account. HGSF's staff accountant is the main point of contact for regular correspondence with AmeriNat.

For approved applicants, HGSF's Homeownership Services Department will secure an agreement with the borrower stating the rules, intentions, the rehabilitation loan estimate and terms, and other appropriate disclosures. Next, HGSF's Construction Department will self-perform the work utilizing paid Habitat staff, volunteers, and qualified sub-contractors as needed. After the work is complete, Habitat will obtain any required inspections and then complete a walk through with the client. At this time, the Homeownership Development Department, which includes our Loan Origination Officer, will work to complete and originate the loan, whose terms are based on the original repair agreement signed by the client.

HGSF's Construction Department will self-perform as the General Contractor utilizing in-house expertise. Our staff are trusted by homeowners to perform the work with care and respect and bring a unique understanding of circumstances and challenges of performing complex work in the homes of low and very low-income homeowners (often elderly). For every job, we will keep detailed records of labor and materials costs, using a unique job code to track materials, purchases, and time by job. At the end of the rehabilitation, we will generate a detailed report that reflects these costs; this cost report will be used by our Homeownership Services team to originate a loan. The loan will be no more than the final cost of labor and materials specific to that job.

When an HGSF loan reaches maturity, or the home is no longer owner-occupied or otherwise transferred or sold, repayments are placed into dedicated Belle Haven Home Rehab account from which they can only be reused for eligible rehabilitations. The payment is recorded as a refundable advance and the funds are used for a loan for a new borrower.

2. **Project design:** Provide a description of the project's architectural and site plan concepts and how these concepts address the opportunities and limitations of the site and location.

This project will target owner-occupied single-family homes of low-income households in Menlo Park's Belle Haven neighborhood. With a range of \$40,000 - \$75,000 per home, rehabilitation focus will be case by case. However, given previous experience, we anticipate that areas for rehabilitation will focus on the external building shell, including the roof, windows, insulation, stairs and decks and electrical and plumbing which allows us to address issues related to mold, rot or critical damage. Rehabs will focus on keeping homeowners healthy, warm, safe, and dry and allowing them to remain in their homes and no longer have the stress and fear of ongoing expensive and very unhealthy deferred maintenance.

3. **Green building features:** Describe the green building features that will be incorporated into the project.

Our proposed program reflects our commitment to using green building practices. Our home assessments consider basic weatherization, heating and the comfort needs of homeowners. Roof repairs not only address water intrusion, but they can also help families take advantage of adding solar energy panels through other community sponsored programs. We will work with all clients -- including but not limited to those who receive roof replacements or repairs -- to refer them to local solar providers like GRID Alternatives that serve low-income populations, another longtime partner of HGSF. After our work a client's home will be better insulated, have less air intrusion, and will often be more comfortable and affordable, all increasingly essential features as our climate warms.

4. On-site amenities: Describe any on-site amenities including any project characteristics that address the special needs of the population you intend to serve.

HGSF is committed to ensuring long term stability for homeowners. A client services specialist will organize specific supports to all homeowners, including estate planning, to ensure that homeowners can remain in their homes, preserve equity, and keep the home in the family over time.

5. Neighborhood off-site amenities: Describe the property location, neighborhood transportation options, and local services and amenities that are within 1/4 mile and 1/2 mile of the site.

The project will target owner-occupied homes of low and very low-income homeowners in the traditionally working class, low – income Menlo Park neighborhood of Belle Haven.

6. Potential development obstacles: Are there any known issues or circumstances that may delay or create challenges for the project? If yes, list issues below including an outline of steps that will be taken and the time needed to resolve these issues.

COVID-related impacts: If the virus persists, and restrictions remain in place into the fall of 2021, our timeline may be impacted. Given our current experience in East Palo Alto, homeowners are very reluctant to proceed with repairs due to concerns about transmission, and may choose not to apply, or may require us to delay interior assessments and interior work.

Unclear title: HGSF policy requires a clean title in order to proceed with improvements. If unclear title cannot be addressed by homeowners in a timely fashion, HGSF will not proceed but will allow the homeowner to reapply when the matter is corrected. While very uncommon, we have encountered situations in which a surviving adult has inherited a home without establishing a trust, and therefore would need to go through probate. In situations like the aforementioned, HGSF would not proceed with this applicant and may request they re-apply after clean title is achieved.

Code violations and unpermitted garage conversions: HGSF works frequently with code enforcement departments across our service area, and on occasion has completed repairs based on referrals from code enforcement employees. Depending on the violation or the presence of an unpermitted garage conversation, HGSF would need to analyze costs associated with bringing the project up to code within budget and scope constraints. HGSF will support the homeowners in the path through this remediation.

Site information (please use additional sheets of paper as needed)

Site control is required. Evidence should also be submitted demonstrating that the entity that has site control is the same entity applying for funds. Please include the site control document with the application.

What type of site control does the applicant currently hold?

The HGSF Home Preservation Program performs critical home repairs for low-income homeowners in San Francisco and San Mateo Counties. To be eligible, homeowners must appear on title and live in their homes as their primary residence. HGSF does not maintain site control over these private residences.

For this reason, we have placed N/A for the site control questions below.

Will site acquisition be a purchase or long-term lease?

N/A

What is the purchase price of the land? For proposed leaseholds, indicate the amount of the annual lease payment and the basis for determining that amount:

N/A

What is the current County-assessed value of the site?

N/A

Who is the current property owner and what is their address and contact information?

N/A

Total square footage of site:

N/A

Existing uses on the site and the approximate square footage of all structures:

N/A

Planned use of on-site existing structures:

- Demolish
- Rehabilitate
- Other (describe):

<p>Provide the square footage, date built and number of stories for each on-site building to be retained as part of this project:</p> <p>N/A</p>
<p>Provide a brief description of the condition of any buildings to be rehabilitated:</p> <p>N/A</p>
<p>Describe unique site features (heritage trees, parcel shape, etc.)</p> <p>N/A</p>
<p>Identify problem site conditions (high noise levels, ingress/egress issues, etc.)</p> <p>N/A</p>
<p>Floodplain</p>
<p>Is the site in a floodplain? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>HGSF recognizes that some home rehabs in Belle Haven neighborhood may be in a floodplain. Due to the multi-site nature of this program, the floodplain status will be site dependent. We can provide floodplain information for individual homes once identified.</p>
<p>If yes, type of flood plain and number of years:</p>
<p>List any maps referenced:</p> <p>We will use the FEMA Flood Map Service Center to identify floodplains: https://msc.fema.gov/portal/home</p>

Describe adjoining land uses
West: N/A
East: N/A
North: N/A
South: N/A
Zoning
What is the current zoning of the project site? N/A
Is the proposed project consistent with the existing zoning of the site? <input type="checkbox"/> Yes <input type="checkbox"/> No Explain: N/A
Indicate any discretionary review permits required for the project (e.g. planned community permits, design review permits, rezoning, etc.) Most rehabs require routine building department permits for specific activities like re-roofs, electrical or plumbing work. Depending on the specific replacement, there may be a need for planning review for cladding and window replacements in-kind. If a rehab included addressing a previously unpermitted garage conversion, there may be a set of associated permits, along with architectural drawings.
If rezoning is required identify the requested zoning district for the project:
Community priorities (please use additional sheets of paper as needed)
Explain how this project meets the objectives of the project priorities identified in this NOFA and the goals and objectives of the <u>City's Housing Element and General Plan</u> : Our proposal strongly aligns with several of the NOFA's priorities, including preserving affordable housing and improving blighted neighborhoods. With an investment that can serve 20 households at the cost of building or acquiring just two homes and being able to complete these projects within three years, we can certainly spend these funds expeditiously, another important City priority. Moreover, our proposal also conforms closely with the City's existing Housing Element H2 Goal to rehabilitate viable older housing, preserve existing housing stock, and maintain stability of residential neighborhoods. Our plan also aligns with recommendations in the Facebook-commissioned UC Berkeley Center for Community Innovation's January 2020 report titled <i>Investment and Disinvestment as Neighbors: A Study of Baseline Housing Conditions in the Bay Area Peninsula</i> . In this report, authors cited the importance of community stabilization and housing preservation more generally, suggested loan funds as a housing stabilization, and lifted up YPLAN recommendations that highlighted home repair assistance as strategy for community stabilization in Belle Haven, East Palo Alto, and North Fair Oaks (see pg. 66 or L-3.82 in the 8/11/2020 staff report to the Menlo Park City Council)

Project funding (please use additional sheets of paper as needed)	
City funds requested: \$1,200,000	Funds per assisted unit: \$60,000
Total project cost: \$1,310,000	Cost per assisted unit: \$65,500
How will the requested City funding be used?	
<p>City funding will be used exclusively for direct materials and labor costs, administrative overhead, and permits and fees associated with rehabs. HGSF private philanthropy, in-kind contribution of labor, and corporate sponsorships will cover costs associated with marketing, underwriting and closing.</p>	
Assess the chances of the project securing required funding and steps that will be taken to make the project competitive.	
<p>HGSF is confident it can secure the additional funding necessary to cover full costs of 20 home rehabs and their associated loans. We have an expert team of fundraisers with specific expertise in individual donor fundraising and hundreds of consistent donors who give generously each year. We've successfully secured corporate sponsorships for specific home repairs in Bayview Hunter's Point and East Palo Alto, and corporations are frequently seeking these kinds of opportunities. Given Belle Haven's proximity to local tech businesses, we are confident we can attract sponsors each year.</p>	
What is the self-scored 9 percent tax credit tiebreaker score for the project if applicable?	
N/A	
Developer experience (please use additional sheets of paper as needed)	
<p>Applicants may be nonprofit or for-profit affordable housing developers or owners who have affordable housing experience in the nine-county Bay Area (San Mateo, San Francisco, Marin, Sonoma, Napa, Solano, Contra Costa, Alameda and Santa Clara) and a successful track record of at least two years of ownership of at least two affordable, deed-restricted housing projects within the nine-county Bay Area in which 100 percent of the units, are targeted to those at or below 80 percent AMI. Joint venture partnerships are allowed assuming at least one member of the partnership meets the minimum experience requirement. Previous development/ownership experience must include projects that contain at least 10 units.</p>	
Years of experience: HGSF has over 30 years' experience as an affordable housing developer and has been performing critical home repairs for low-income homeowners since 2011.	
Number of projects: 204 rehabs and repairs completed for 185 total homes	
Number of projects in San Mateo County: 97 Repairs of 86 homes	
Average size of projects: All projects are repairs or rehabs of single-family homes. In FY20, the average home repair cost of labor and materials was approximately \$25,000	
Number of units placed in service: 468 individuals benefitted from these home repairs.	
Please describe two projects completed in the last 10 years that are similar to the proposed project and provide photographs of each project:	
Project 1 - name of project: Callier Residence	
Location: Bayview Hunter's Point neighborhood of San Francisco	
Number of units: one, 875 square foot single family home	
Type of development (senior, family, etc.): This is home to a female head of household and her two children, a teen and young adult	
Name of project manager: Dawn Adams	
Number of stories: two	

Unit types (studio, 1 bedroom, etc.): 3-bedroom single family home

Type of construction: single family home

Project amenities: HGSF performed a roof replacement, painted the exterior, repaired interior stairs and several doors, completed electrical work, and removed moldy carpets. An old gas heater was also removed and capped for safety reasons. The total materials and labor cost of the project was \$53,000.

Entitlement date: Repairs began on July 19, 2019.
Occupancy date: Work was completed on October 26th, 2019.
Funding sources: HGSF Private Philanthropy
Project 2 - name of project: White Residence
Location: East Palo Alto
Number of units: one 1100 square foot single family home
Type of development (senior, family, etc.): Home jointly owned by husband-wife couple.
Name of project manager: Dawn Adams
Number of stories: single
Unit types (studio, 1 bedroom, etc.): 3-bedroom single family home
Type of construction: single family home
Project amenities: HGSF replaced the roof and two windows, installed grab bars and insulation in exterior walls, painted the home exterior, and removed debris. The female homeowner grew up in East Palo Alto and her husband grew up in Belle Haven. The total materials and labor cost of the White Project was \$27,750.
Entitlement date: Repairs began on October 21, 2018.
Occupancy date: Work was completed on January 4, 2019.
Funding sources: HGSF Private Philanthropy

Personnel				
List the names of key members of the applicant's development team, their titles, responsibilities, and years of experience in affordable housing.				
Project Staff	Name	Role in proposed project	Years of housing development experience	Years with this developer
Project Manager	Matt Rosen, Chief Program Officer	Oversee Homeownership Preservation program, including strategy, funding, & outreach, and collaborate on budget.	3	1
Director of Real Estate Development	Doug Fowler, Senior Project Manager	Oversee real estate development process including site acquisition, pre-development, funding, and building permits,	13	2
Executive Director	Maureen Sedonaen, CEO	Provide organization-wide leadership, engaging with various stakeholders and ensuring organization fulfills its mission.	4	4
Chief Financial Officer	Jen Wilds	Oversee organization-wide finances and provide counsel on budget.	10	4
Other- VP Construction	Erin Colton	Oversee all repairs work, strategize on program goal, and collaborate on budget.	19	18
Other- Client Services Manager	Jessi Bailey	Responsible for all communication with homeowners, screen applications, schedule home evaluations, consult with all team members to complete repairs.	2	2
Other- General Superintendent	Dawn Adams	Manage all site work, perform pre- and post-home evaluations, establish scope of work, schedule repairs, sign construction contract, supervises foremen/on-site staff, holds primary relationship with homeowner.	21	21

Indicate which of the following development team members have been selected and identify them if different from applicant.	
Developer: Habitat for Humanity Greater San Francisco	Architect(s): N/A
Engineer(s): N/A	General contractor: Habitat for Humanity Greater San Francisco
Attorney(s) and/or tax professionals Karen Tiedemann, Goldfarb & Lipman, LLP	
Property management agent N/A	
Financial and other consultant(s) N/A	
Investor(s): N/A	
List all other participants and affiliates (people, businesses, and organizations) proposing to participate in the project.	
Name	Address
GRID Alternatives	https://gridalternatives.org/ 1171 Ocean Avenue, Suite 200, Oakland, CA
Acterra, Action for a Healthy Planet	https://www.acterra.org/ 3921 East Bayshore Road, Suite 208, Palo Alto, CA
Project WeHOPE	https://www.wehope.org/ 1854 Bay Road, East Palo Alto, CA
Describe how the property will be managed including the number of staff, locations and management office hours. Because this is a repair of a private home, HGSF will have no management responsibilities.	
If the project will be managed by an agency other than the project applicant describe the project applicant's role in the ongoing management of the project and resolution of management issues. Because this is a repair of a private home, HGSF will have no management responsibilities.	

Applicant certification

I certify that the information submitted in this application and all supporting materials is true, accurate and complete to the best of my knowledge. I acknowledge that if facts and or information herein are found to be misrepresented it shall constitute grounds for disqualification of my proposal. I further certify that the following statements are true except if I have indicated otherwise on this certification:

I have not sold any of the projects listed on the 10 Year Projects list

No mortgage on a project listed by me has ever been in default

Government, or foreclosed, nor has mortgage relief by the mortgagee been given

I have not experienced defaults or noncompliance under any contract or regulatory agreement nor issued IRS Form 8823 on any Low-Income Housing Tax Credit (LIHTC) project on the 10 Year Projects list

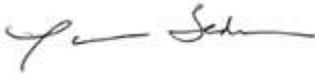
To the best of my knowledge there are no unresolved findings raised as a result of Agencies' audits, management reviews or other investigations concerning me or my projects for the past 10 years

I have not been suspended, been barred or otherwise restricted by any state agency from participating in the LIHTC program or other affordable housing programs

I have not failed to use state funds or LIHTC allocated to me in any state

I have checked each deletion, if any, and have attached a true and accurate signed statement, if applicable; to explain the facts and circumstances that I think help to qualify me as a responsible principal for participation in this NOFA.

Applicant name(s): Habitat for Humanity Greater San Francisco

Signature: 

Date:

01/22/2021

Print name and title: Maureen Sedonaen, CEO

This application and all supporting material are regarded as public records under the California Public Records Act.

Applicant supporting material
In addition to submitting a complete application, the following additional supporting material must be provided with the application:
1. Cover letter: Provide a brief summary of the proposed project and discuss your agency's qualifications and why your proposal should be selected for funding.
2. Community outreach plan: Include the plan for conducting community outreach to neighbors of the proposed development and interested community groups. The outreach plan should describe how the developer intends to build support for the project and address community concerns. The outreach plan should also discuss any anticipated community concerns and how they would be handled.
3. Site control documents: <u>Site control is required. Please include the site control document as well as documentation demonstrating that the entity that has site control is the same entity applying for funds.</u>
4. Development schedule: Include a detailed project schedule identifying all major milestones. The schedule must include major milestones for the development approval process such as purchase of the property, community outreach process, financing, applications, approvals, closings, project construction and lease up. Projects with schedules projecting completion within three years will be given priority.
5. Experience (owner/developer and property manager): Please provide resumes for the owner/developer and property manager. The resume should include a list of affordable housing projects owned/developed and managed. Please include the following: name of project, address, number of units, target population, project PIS date and years under ownership/management.
6. Experience and references (staff): Provide resumes and project experience for all key staff working on the project including but not limited to: principals, project manager, project staff and financial officer. Indicate the level of experience of the project manager with projects similar to the proposal. Provide at least three references from City or County staff involved with projects completed in the last six years.
7. Financial proforma: Please provide detailed financial information for the proposed project including permanent and construction fund sources, detailed permanent development budget, unit affordability mix/rent schedule, operating budget and 30-year cash flow. If the project will use tax credits, please provide the tax credit calculations.
8. Photos: Attach recent clearly labeled photos of the project site and surrounding area.
9. Board of directors: Provide a listing of the board of directors including the city of residence.

January 20, 2021

Rhonda Coffman
Deputy Community Development Director- Housing
701 Laurel Street
Menlo Park, CA 94025

Dear Rhonda,

Thank you for the opportunity to respond to Menlo Park's NOFA published November 2020. Habitat for Humanity Greater San Francisco (HGSF) has over 30 years' experience building affordable homes and we are proud to have constructed affordable homes for hundreds of local families. We remain the leading provider of affordable homeownership opportunities in San Mateo, Marin, and San Francisco counties serving households in the 40-80% AMI range. Since 2011, we expanded our work from purely home production into rehabilitation and rehabs with the launch of the Homeownership Preservation Program.

Preserving affordable home ownership is an important, and ever growing, part of our mission. The Homeownership Preservation Program focuses on vulnerable neighborhoods and communities with a concentration of low-income homeowners of color, particularly seniors, whose financial circumstances and deferred maintenance place them in both physical danger and at risk of displacement from their homes. In the last ten years we have completed 204 repairs at 184 homes in Bayview Hunter's Point, East Palo Alto, and the 2018 addition of Menlo Park's Belle Haven neighborhood.

Since our start in Belle Haven in 2018, we have connected with a diverse cross section of homeowners and community stakeholders. As you know, the last several years have surfaced significant need and through our experience and meaningful community partnerships we are answering the call by low-income homeowners, especially African American and Latino Households, for major repairs and rehabs that address acute safety issues and enable elderly homeowners to age in place and remain in communities that they have been a part of for decades.

Homeowners we serve face difficult choices – continue to live in unhealthy, poorly insulated homes which have structural problems, leaking roofs, and other dangers, or be forced to sell their homes and leave the region, where they are separated from the deep community and family networks they have built over decades. The community suffers a loss as well, losing civically engaged residents with long histories and relationships that are the bedrock of a thriving community. As such, we strongly believe this work fits squarely within the framework of Preservation of Affordable Housing.

Our proposal strongly aligns with several of the NOFA's priorities, including preserving affordable housing and improving blighted neighborhoods. The Homeownership Preservation Program puts Belle Haven homeowners at the center and urgently responds to the ever-increasing disparities in Menlo Park.

We appreciate the opportunity to expand the impact through our program with Menlo Park and look forward to the prospect of partnering with the City to continue this much needed work. Please let me know if you have any questions or if I can provide any additional information.

Thank you for your consideration.

Sincerely,

A handwritten signature in black ink, appearing to read "Maureen Sedonaen". The signature is fluid and cursive, with a long horizontal stroke at the end.

Maureen Sedonaen, CEO

ATTACHMENT 2: COMMUNITY OUTREACH PLAN

To ensure equitable awareness of this opportunity to qualified low and very low-income homeowners, HGSF will conduct both direct outreach and partner with existing agencies that serve residents in the neighborhood. A dedicated outreach specialist will draw on existing relationships with homeowners, target specific homes, and conduct a mailing using a radius pull to ensure complete coverage of the physical announcement for potential homeowners. The outreach specialist will also engage public and private agencies that engage homeowners, including the local library, Belle Haven Senior Center, Menlo Park Church of God, Tongan United Methodist Church, and other local faith institutions, the Building Division of the Menlo Park Community Development Department, Project Sentinel, Hello Housing, Housing Leadership Council of San Mateo, Rebuilding Together Peninsula, Grid Alternatives, Acterra, Soup, and the Construction Academy at Job Train. All written materials will be available in English and Spanish. HGSF will also host at least one in-person information session in the neighborhood. Spanish translators will be provided. All community outreach activities will happen yearly, in the summer and fall, and timed to raise awareness of the application window and application deadline and provide adequate time for interested homeowners to receive phone or face-to-face assistance in completing the initial application.

Our extensive experience with long-time, low-income homeowners in East Palo Alto and, since our 2018 invitation by neighborhood School and Church leaders to offer our repair services, in Belle Haven, has taught us that many have deep distrust of entities offering loan products or services and have well-founded fears of being taken advantage by unscrupulous lenders or contractors. Our outreach strategy is designed to anticipate these concerns, break down barriers, demystify processes, and truly support homeowners to apply through what is most often a complex and often intimidating process.

ATTACHMENT 3: SITE CONTROL

The HGSF Homeownership Preservation Program performs critical home repairs for low-income homeowners in San Francisco and San Mateo Counties. To be eligible, homeowners must appear on title and live in their homes as their primary residence. HGSF does not maintain site control over these private residences.

ATTACHMENT 4: DEVELOPMENT SCHEDULE

Development Activities	FY22												FY23												FY24																	
	Jul	Aug	Sept	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sept	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sept	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun						
Homeowner Outreach	█									█																																
Open Application Period				█									█																													
Applicant Review & Qualification							█									█																										
Home Assessments & loan agreements							█									█																										
Repair and Rehab Activities										█									█																							
Estate Planning Workshops													█																													
Rehab Completion Targets by year	5 rehabs												7 rehabs												8 rehabs																	

Homeowner Outreach: takes place each summer and fall. Includes direct outreach to homeowners through flyers and home visits, community meeting, and partnerships with local agencies

Open Application Period: Each fall. Two month window in which HGSF accepts applications from Belle Haven Homeowners

Applicant Review and Qualification: Fall and winter each year. Paper and physical assessment to determine need, urgency, and eligibility

Home Assessment and loan agreements: Winter of each year Development of scope of work, budget, loan terms, and completion of loan agreement with

Repair and Rehab Activities: completion of identified home rehabs by in-house team, subs, and volunteers

Estate Planning Workshops: Held yearly in early summer for current or former home rehab clients

ATTACHMENTS 5 & 6: EXPERIENCE AND REFERENCES

Habitat for Humanity Greater San Francisco (HGSF), a 501(c)(3) organization and one of approximately 1,100+ registered U.S. affiliates of Habitat for Humanity International, was formed in August 2008 through the merger of Peninsula Habitat for Humanity and Habitat for Humanity San Francisco. Prior to the merger, Peninsula Habitat had served the community since 1989 and Habitat San Francisco had served the community since 1992. We are proud to have provided homeownership opportunities for 240+ local families in the past 30 years. We remain the only provider of affordable homeownership opportunities in Marin, San Mateo, and San Francisco counties serving households in the 40-80% AMI range.

Our most recent projects include:

- 7555 Mission Street, Daly City
 - 36 two and three-bedroom condominium homes
 - **Completed in 2013**
- Habitat Terrace, San Francisco
 - 28 two and three-bedroom townhomes
 - **Completed in 2016**
- Mt. Burdell Place, Novato
 - 10 three-bedroom single family homes
 - **Completed in 2017**
- 612 Jefferson Ave, Redwood City
 - 20 one, two, and three-bedroom condominium homes
 - **Under construction, to be completed in 2021**
- Geneva Village, Daly City
 - 6 three-bedroom townhomes
 - **Under construction, to be completed in 2021**
- 36 Amber Drive, San Francisco
 - 8 two, three, and four-bedroom condominium homes
 - **Pre-development, to be completed in 2022**

Starting in 2011, HGSF expanded its work from production into preservation with the launch of the Homeownership Preservation Program, where HGSF has provided repair and rehab assistance to over 200 low-income homeowners in targeted neighborhoods in our three-county service area. In FY2016, HGSF made a major shift in our repair work towards larger, more critical, and more expensive repairs including replacements of roofs. Our average repair cost reflects this increase, growing from \$5,821 in 2016 to \$25,586 in 2020, including projects that exceed \$50,000 in labor and materials. Having completed 153 repairs across three communities over this same four-year period, HGSF's ability to manage and complex multiple repairs simultaneously is evident.

HGSF maintains significant cash reserves – set by the board at a minimum of 6 months of operating expenses – and employs a team of fund development experts that successfully raise millions in individual, corporate, and foundation dollars each year in addition to government support secured by our Real Estate Development Team.

Our Vice President of Construction and Lead Superintendent have over 35 years of combined construction experience at HGSF, including more than 18 years of collective experience assessing and leading the repairs and renovations of owner-occupied homes in San Francisco and San Mateo Counties. Our team is highly trained and experienced in renovation and repair work. The team follows OSHA safety standards, the EPA’s Lead Safe renovation practices, and has implemented new COVID-19 safety protocols to ensure our team members and clients are safe and secure while renovations are underway. HGSF holds an active general contractor’s license and follows all state and local requirements to undertake renovation projects. Three employees on staff are Qualified Loan Officers, having successfully completed the rigorous certificate program of Habitat for Humanity International. We’ve underwritten and originated over 290 mortgages since our inception, and since 2016 have partnered with AmeriNat to ensure high-quality mortgage servicing of 144 mortgages. In service to our shared equity model, we’ve re-purchased, renovated, and re-sold dozens of Habitat homes, successfully keeping this housing stock affordable for new first-time homebuyers.

We compile, monitor, and analyze client needs, applicant information, rehab costs, along with loan qualification and origination, servicing, demographic, and impact data using *Salesforce* and its third-party *Homekeeper* app, a HUD-approved system used by hundreds of counseling agencies, Habitat affiliates, other affordable homeownership programs and land trusts across the US. HGSF also maintains confidential and secure information for all applicants and borrowers and uses encrypted email for these purposes.

Our Volunteer Services team works closely with our construction leads to engage thousands of individuals each year in volunteer labor on both new construction and home rehabilitation. We also work with several dozen “regular volunteers” each year who work side by side with our paid construction team to provide their specialized construction skills for more complex new build and renovation activities. HGSF recently built a formal partnership with a local young adult construction training program – Success Centers -- to engage cohorts of young adults in a three-month YouthBuild pre-apprentice experience on our new construction builds, and potentially rehab work in the next program year. We also are in communication and often recruit from Job Train in Menlo Park through their construction academy program.

HGSF Homeownership Preservation Team

Maureen Sedonaen - Chief Executive Officer

In August 2016, Maureen Sedonaen became Habitat for Humanity Greater San Francisco's Chief Executive Officer. Sedonaen brings 30 years of leadership experience and as CEO, Sedonaen's first priority has been to execute the organization's ambitious growth plans to double homebuilding and repair efforts. Prior to Habitat, Sedonaen has served as a consultant and advisor for various nonprofits, government initiatives, and other businesses. Previously, Sedonaen was the President and CEO of Goodwill San Francisco, overseeing all administrative, policy, and fiduciary functions of the social enterprise. Before joining Goodwill San Francisco, Sedonaen worked for Revolution Foods as Regional Vice President, overseeing business development and operations. Sedonaen also founded and served as President and CEO for The Youth Leadership Institute for 20 years. She serves on the Board of Directors of The Marin Community Foundation, The Center for Volunteer and Non-Profit Leadership, and Youth Leadership Institute. Sedonaen was named one of San Francisco Business Times, "Most Influential Women in Bay Area Business" in 2015 and 2019. Sedonaen has an MBA in Strategic Leadership from Dominican University.

Jen Wilds - Chief Financial Officer

With more than 20 years of finance and operations experience Jen Wilds is responsible for fiscal management and strategy at Habitat Greater San Francisco. Prior to Habitat Greater San Francisco, Wilds served as Vice President of Finance at Hotel Tonight, leading finance, accounting, and IT functions. Previously, Wilds served as the Senior Vice President of Finance for CBS Interactive. In her role, Wilds led a team responsible for forecasting, budgeting, and pricing for more than 35 online brands. Before CBS Interactive, Wilds began her career as an Analyst for Capital One Financial Corporation in their Marketing & Analysis and Operations groups. Wilds has a BS in Mechanical Engineering from Harvard College and an MBA from the Stanford Graduate School of Business.

Matt Rosen – Chief Program Officer

Joining Habitat Greater San Francisco in 2019, Matt Rosen brings over 20 years' experience in the nonprofit world working with the community. As former Executive Director of Foster Youth in Action, Rosen tripled the number of partner organizations and doubled revenue in under three years. Rosen's expertise in strategic planning allows for the continued expansion of the Homeownership Preservation Program and growth in funding for this much needed work. Rosen holds a Master's in Urban Planning and Master's in Social Work from University of Michigan- Ann Arbor.

Erin Colton - Vice President of Construction

With over 17 years of construction experience with Habitat Greater San Francisco, Erin Colton is one of the most senior team members at HGSF. As a former AmeriCorps and current VP of Construction, Colton has worked on over a dozen multi-family home developments for Habitat, building over 100 homes for families. Representative projects include:

- Mount Burdell Place 10 single-family homes, Novato
- Habitat Terrace, 28 single-family homes, San Francisco
- 7555 Mission St., 36 units, Daly city
- Whitney Young Circle, 7 units, San Francisco
- DeLong Terrace, 12 units on 4 parcels, San Francisco
- 1009 Mission St., 8 units, San Francisco

Dawn Adams - Construction Superintendent

Dawn Adams has been with Habitat since 2002 and has been involved with the construction of affordable housing developments ranging in size and scope during her Habitat tenure. Starting as an AmeriCorps Construction Crew Leader, Adams has grown along with the affiliate. Adams has managed high-density new construction projects ranging from 2 to 36 units and manages Habitat's Home Preservation program. Adams' role includes supporting our clients, regular volunteers, and construction staff throughout the process of delivering new construction, critical home repairs, community facility repairs, and other related construction activities. Dawn is a resident and active community member in East Palo Alto.

Angelica Resendez – Senior Director of Homeownership Services

Angelica Resendez has an extensive background working in nonprofits. She joined Habitat in 2014 and is an expert in conflict resolution, helping Habitat homeowners navigate the intricacies of homeownership and working together as an HOA. Resendez develops the strategic plan and manages the budget for the Homeownership Development Department, fosters relationships with multi-faceted partners, from credit unions to faith-based communities, and oversees the Homeowner Selection Committee. Holding a BA in Spanish Literature from University of San Francisco, Resendez is fluent in written and spoken Spanish and leads Habitat's Spanish language home buyer education workshops.

Jessi Bailey - Client Services Manager

As Habitat's Client Services Manager, Jessi Bailey manages outreach and processes applications for home repair clients. Baily oversees compliance with applicable home repair contracts and manages community partnerships and client relationships in the Home Preservation Program's three communities. Coming from a background supporting the CA State Assembly and the US House of Representatives, Bailey has worked in nonprofit since 2017, supervising volunteers, maintaining databases, and building partnerships. Bailey holds a BA in Politics from Saint Mary's College of California and is a candidate for a Master of Nonprofit Administration from University of San Francisco, School of Management.

HGSF References

Raymond Hodges
Director, San Mateo County Housing & Community Development
rhodges@smchousing.org
(650) 802-3389

Alin Lancaster
Housing Leadership Manager, City of Redwood City
Alancaster@redwoodcity.org
650-780-7299

Betsy Zobell
Housing and Community Development Supervisor, City of Daly City
Bzobell@dalycity.org
650-991-8255

Pastor Paul Bains
Founder/President/CEO, Project WeHOPE
Pbains7@projectwehope.com
650-779-4632

Glenn Morton
Code Enforcement Officer, City of East Palo Alto
Gmorton@cityofepa.org
650-575-3836

MAUREEN SEDONAEN

415.425.4864 | msedonaen@gmail.com

PROFILE

Creative, collaborative, and innovative, results-oriented leader. Thrives in very fast paced, growth-oriented environments as a highly effective leader in both the non-profit and private sectors. Entrepreneurial and politically savvy leading mission inspired results in highly competitive social impact organizations. Extensive background in thought leadership, strategic planning, fund raising, business development, and in leveraging alliances, collaborations, and partnerships with multi-sector leaders across business, government, philanthropy, and community-based organizations. Effective at integrating best practices and evidence-based strategies and outcomes. An engaging leader who is charismatic and reflective with a high level of people skills and a great sense of humor. Fueled by a passion for social impact and achieving results.

PROFESSIONAL EXPERIENCE

HABITAT FOR HUMANITY, GREATER SAN FRANCISCO

Habitat for Humanity Greater San Francisco builds and preserves homeownership opportunities for low-income families within San Mateo, San Francisco, and Marin Counties. Since 1989, we have built 248 homes within the tri-county area.

Chief Executive Officer

August 2016-Present

Providing organizational leadership and strategy for an amazing and iconic brand. As the leading non-profit Home Ownership organization, Habitat GSF serves a unique niche providing opportunities for first time buyers and creating sustainability for longtime homeowners by providing critical repairs to support them retaining a family asset. Habitat's robust program offerings include community and corporate engagement and volunteer programs, critical home repairs for long time, vulnerable homeowners, real estate development, new build construction and mortgage lending. Supporting a highly professional team and volunteer Board of Directors, the CEO ensures fiduciary, policy and strategic alignment with organizational mission, resources and philanthropic allocations, investments, and strategic plan.

- Dynamic Senior Executive for \$25 million annual revenue overseeing multi-business lines of construction, real estate development, lending, volunteer services and across a 3 County Region in the SF Bay Area.
- Lead the re-building of the Real Estate pipeline from 28 homes to 300 over a 3- year period.
- Staff to highly diverse, 19-member Board of Directors representing a broad swath of community leaders from Finance, Retail, Technology, Philanthropy, Law, and Wealth Management.
- Chief ambassador to community building strong, multi-sector relationships with key stakeholders' in business, non-profits, and governmental agencies.
- Built regional business partnerships and strategic leveraging to development opportunities and raising significant capital through philanthropic, business, and financial institutional partnerships.
- Led development and implementation of new three-year strategic plan through multi-stakeholder engagement, data, and best practice analysis and reprioritization of organizational structure.
- Serves in leadership roles on national, state, and local committees for Board of Habitat California and US Council for Habitat International.

MAUREEN SEDONAEN, CONSULTANT

February 2016 – August 2016

Senior Advisor and Consultant for Social Impact Non-profit and Private Sector Business, Foundations, and Government

Served as a strategic thought partner, consultant, and advisor for several innovative and impact driven organizations, foundations, and government initiatives bringing to bear my deep industry knowledge and a 30-year network of relationships and leadership. Supported organizations to integrate technology and evidence based best practices, lessons learned, and critical insights for building collaborative, complex multi-sector partnerships. Provided coaching and writing expansive fund development plans, as well as business plans and leveraged resource development plans. Provided excellent facilitation, meeting and convening planning and interim executive management. Provided design and architecture for strategic planning, organizational impact, and evaluation plans, and analyzing and program development, design and high-level strategy for organizations.

MAUREEN SEDONAEN

GOODWILL, San Francisco-San Mateo-Marin

June 2013- March 2016

Founded in 1916, SF Goodwill is an autonomous not-for-profit social enterprise with 21 retail stores, an online business, donations sites, and three warehouses with critical reuse/recycling operations that provide contextual workplace learning for thousands of low-income individuals each year to disrupt poverty and transform lives through the power of work.

President and CEO

- Dynamic Senior Executive for \$42 million annual revenue overseeing multi-business line embedded social enterprise in SF Bay Area. Accountable for successfully leading, developing, growing, and improving Goodwill San Francisco, San Mateo, Marin's (GWSF) business lines, supply chain, culture, operations/logistics, and support departments across the enterprise.
- Accountabilities included Retail business (with 21 retail store locations), 33 donation sites across three county region, three warehouses, transportation (fleet of 21 trucks and 10 other vehicles), computer de-manufacturing and refurbishing businesses, aftermarket businesses (including recycling, upcycling, reuse, and landfill diversion), manufacture and sale of innovative textile collection system and online sales. Accountable for P&L in all areas of responsibility.
- Oversaw the \$65 million sale of HQ and built plan for decentralization and implementation of five separate business units and move of over 500 staff.
- Staff to highly diverse, 19-member Board of Directors representing a broad swath of community leaders from Finance, Retail, Technology, Philanthropy, Law, and Wealth Management.
- Represented the enterprise to the community, and built strong, multi-sector relationships with key stakeholders' in business, non-profits, and governmental agencies.
- Built regional business partnerships and strategic leveraging to grow, support, and engage 200 non-profits and small and large businesses.
- Served as main driver and chief architect of innovation initiatives that brought local and national acclaim.
- Rebuilt and restructured 75% of leadership team with key focus on organizational and core business competencies and higher standards.
- Led development and implementation of new three-year strategic plan through multi-stakeholder engagement, data, and best practice analysis and reprioritization of organizational structure.
- Served on national, state, and local committees for Goodwill International, Sustainability and Innovation, and Disruption and California Council of Executives Public Policy Committee.

REVOLUTION FOODS

JUNE 2011-JUNE 2016

Founded in 2006 and a certified B Corp, Revolution Foods has served over 60 million healthy meals in the last 10 years. It has revolutionized the school lunch line by providing 1 million healthy, affordable, and fresh-prepared meals to students across the nation every week. Two-thirds of these children are in low-income households.

Regional Vice President

- Provided vision, leadership, and accountability for largest and fastest growing market (Northern California) of one of the fastest growing social impact businesses, bringing healthy food to children in America.
- Responsible for results of complex operations, business development, and sales across organization serving 50,000 meals daily and servicing over 270 accounts in region.
- Led market growth of \$7 million with estimated growth of 72% while raising gross margin by 5% over 2 years.
- Managed a leadership team and oversight of over 200+ employees and partnerships with over 350 schools and community organizations.
- Built workforce development initiatives and partnerships with local and regional non-profits, creating over 50 jobs for difficult to place employees at Revolution Foods.

MAUREEN SEDONAEN

REVOLUTION FOODS *continued*

- Primary responsibility for \$18 million P&L accountability and results.
- Expanded role to statewide and national business development and large school district liaison, resulting invitations from five major urban public schools for potential partnerships.
- Secured largest contract in company with large urban school district valued at \$27 million.
- Built strong local and regional presence, and brand recognition and value through “Our Own Back Yard Campaign” engaging civic leaders, business, non-profit, schools, and community in several multi-stakeholder collaborations, programs, and initiatives.
- Keynote speaker and company representative in many Social Enterprise, Social Impact, and Impact Investing arenas across the U.S.
- Leadership team member and leader in internal company initiatives and design for culture building, strategy, structure, and leadership cultivation.
- Led statewide sales and business development for large school districts.

DOMINICAN UNIVERSITY

Fall and Spring 2014 - 2015

The Dominican MBA’s comprehensive curriculum combines an interdisciplinary set of core business courses with forward-looking specializations in leadership, sustainability or global business, and resume-building experiential learning opportunities.

Adjunct Professor, Green MBA Program

- Instructor for Capstone Business Course and Social Enterprise classes for MBA students.
- Guest lecturer: Haas Business School-UC Berkeley, University of San Francisco, Business School, UC Davis Business School, Stanford Education School, Sonoma State B School, SF State B-School.

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THE YOUTH LEADERSHIP INSTITUTE

1991 - 2011

Over the past 25 years, YLI has worked with 80,000 youth across 200 communities in the U.S. These leaders have conducted research and led campaigns that have led to 100 policy victories. YLI works toward the goal of ensuring that all youth have equal access to, and help build, healthy community environments.

Founder, President and CEO

- Provided vision, leadership, and oversight for national Institute, providing community-based programs and a social enterprise consulting business that provides national research, evaluation, and training in the U.S. and abroad.

- Led fund development efforts raising over \$20 million and building strong reserves from earned income and investment.
- Lead consultant to National and International Consulting and Technical Assistance Social Enterprise to over 35 states.
- Provided innovative ideas and built successful youth adult partnerships across the organizational structures and implementation of Institute.
- Built strong relationships with executives at foundations and corporations committed to social impact.
- Recruited and managed national Board members from top-tiered companies and industries.
- Managed and supported national Board of Directors and executive level staff.
- Led a staff of 35 in 4 offices across California.
- Development and oversight of national philanthropy model program raised and disseminated over \$3 million in grants to youth-led community projects.
- Developed intellectual property, frameworks, curricula, and content used by local, state, national, and international organizations.
- Provided top-level strategy design to nationally and internationally recognized and replicated programs.
- Served as highly sought after keynote speaker, organizational and field expert, and organizational spokesperson.
- Lead author on several journal articles, book chapters, and thought pieces in numerous publications.

MAUREEN SEDONAEN

EDUCATION

M.B.A., Strategic Leadership, Dominican University - 2008 Academic Scholar

B.A., Psychology, California State University, Chico, 1983

PROFESSIONAL DEVELOPMENT / EDUCATION / FELLOWSHIPS

Harwood Institute for Public Innovation, 2015

Harvard Business School; Strategic Perspectives in Nonprofit Management, 2006

Leadership California Class of 2006: Women Leaders in California, 2006

Fellow Robert Wood Johnson Foundation, Boston University, 1997

Leadership San Francisco-San Francisco Chamber of Commerce, 1997

MAUREEN SEDONAEN

BOARD AND COMMUNITY SERVICE

Marin Community Foundation Trustee www.marincf.org, 2016-present

Habitat California, Vice President www.habitat.ca.org 2017-present

Habitat for Humanity International US Council 2020-present

Youth Leadership Institute Board Member <http://www.yli.org>, 2015-present

Center for Volunteer and Non-Profit Leadership Board Member www.cvnl.org, 2013-2020

AWARDS / HONORS / DISTINCTIONS

Most Influential Women in Business - San Francisco Business Times, 2015 & 2019

Inductee Marin Women's Hall of Fame, 2011

California Friday Night Live Partnership - Visionary Leadership Award, 2009

CEO of the Year: Center for Volunteer and Non-Profit Leadership, 2008

Innovative Leadership Award - Governor's Office of California, 2006

JENNIFER CATHLEEN WILDS

650.281.4777 jewildsca@gmail.com

Summary

Seasoned finance executive with over 20 years of experience in Finance, Strategy, Business Development and Operations roles, primarily in Consumer Internet Media Brands and Non-Profit Construction Management. Demonstrated ability to drive growth and productivity in the context of highly complex business models, whether global or local. Accomplished in deal negotiations and valuation. Talented at change management, strategic planning, workforce planning and career development. Excellent management, leadership, and interpersonal skills.

Professional Experience

HABITAT FOR HUMANITY GREATER SAN FRANCISCO

2016-present

San Francisco, CA

Chief Financial Officer

- Lead an 8-person Finance, Human Resources & Operations Team that supports a 50-person team.
- Responsible for treasury management, payroll, audit and tax for a \$26 million net asset base non-profit residential home construction business.
- Manage Human Resources, IT, Insurance and Safety operations, transitioning company to PEO from multiple broker relationships.
- Manage Salesforce database operations for Habitat's donor relations, volunteer services, and homeowner development departments.
- Executed over \$4 million of note sales and securitizations to provide capital for future housing development.
- Managed Homeowner Development department charged with first-time homeowner education, sweat equity management, and multiple complex home sales.

HOTEL TONIGHT, INC.

2014-2015

San Francisco, CA

Vice President, Finance

- Led an 11-person Finance & Operations Team (Accounting & Tax, FP&A, Payments, Fraud, and Employee Experience) that supported a 175-person team in 6 countries.
- Improved variable cost structure by 38% from its 2014 peak by revamping Customer Incentives strategy and execution, addressing credit card chargebacks, and automating a costly production process.
- Created an FP&A function and work closely with General Managers, department heads, and the COO to create aggressive yet achievable targets and manage business performance to/above forecast.
- Implemented Sift Science and created a Trust & Safety team to fight consumer credit card fraud; reduced our credit card chargeback rate by 86% from peak 2014 levels.
- Built a three-person Accounting & Tax team to drive to a 10-day close. Transitioned to new Audit partners and onboarded new international bookkeeping vendors, tax consultants, and payment processors. Led successful transition from QuickBooks to NetSuite.
- Transitioned the company from TriNet and developed in-house HR expertise, resulting in cost savings and more control over employee benefit costs.
- Managed Investor and Board relations.

CBS CORPORATION, INC./CNET NETWORKS, INC.

2000-2013

San Francisco, CA

Vice President, Finance

Senior Vice President, Finance

2012-2013

CBS Interactive Division (San Francisco, CA)

- Led a 90-person Global Finance organization in six countries responsible for all Accounting Operations and Financial Planning & Analysis for the 3,000-employee Interactive Division of the CBS Corporation. Direct reports included Controller and VP, FP&A.
- Worked closely with business unit General Managers, Sales teams, and the SVP of Strategy and Corporate Development to create and optimize revenue partnerships and advertising relationships and identify opportunities for strategic investments.

- Partnered with CBS Corporate Finance staff on valuations, mergers and acquisitions, and intercompany finance. Rationalized cost structure and scaled resources across multiple brands and platforms.
- Collaborated with the CTO on modernization of our technical infrastructure, design of proprietary revenue systems, renegotiation of key contracts, and capital management.
- Managed the Pricing and Inventory team responsible for Yield Management of over \$400M in online ad sales.
- Worked with Facilities groups to drive efficiency on leases and real estate management.
- Reported directly to the Division CFO.

Vice President, Financial Planning & Analysis

2008-2011 CBS Interactive Division (San Francisco, CA)

- Led a staff of 20 in San Francisco, New York and Ft. Lauderdale charged with forecasting, budgeting, strategic planning and analysis of all branded websites, online content distribution, and mobile applications for the CBS Interactive Division's domestic operations. Worked closely with General Managers of multiple online brands to drive and support strategic and financial goals.
- Managed the annual budgeting process for the entire Division, including capital expenditure planning. Produced weekly forecasts and executive dashboards to track performance against financial goals with high levels of accuracy.
- Collaborated with the Human Resources group on workforce and succession planning. Supported CBSCNET post-acquisition reorganization and integration in 2008-2009, resulting in high 8-figure cash operating savings in 2009.
- Developed and administered Sales commissions plan.
- Informed external financial reporting and supported board and corporate presentations.
- Reported directly to the Division CFO.

Vice President, FP&A and Business Development

2006-2008 CNET Technology Business Unit (CNET.com, Download.com, News.com)

- Led business development, financial planning and analysis, and search engine marketing for CNET, the flagship brand of CNET Networks (later acquired by the CBS Corporation), then a \$165MM business.
- Led a 7-person Business Development/Partner Management team charged with distributing CNET's trusted editorial content, price comparison tools, and software download modules to strategic partners such as CNN, the New York Times, and Best Buy.
- Managed a 3-person Finance, Planning & Analysis group that forecasted, optimized and reported revenue, operating expense, and capital expense for the 700-employee group. Led the budgeting and strategic planning process each year, and set and reported on team goals for the business unit. Was responsible for forecasting and revenue reconciliation of all lines of business, and set all display media rate card pricing.
- Managed a multi-million-dollar Search Engine Marketing campaign through Google, Yahoo, and other smaller search engines. Led a 5-person team in optimization of campaigns, including managing to ROI thresholds, improving performance through better landing pages and creative materials.
- Managed a \$12MM annual barter marketing budget.

Director, Business Planning

2002-2006 Shopping Services & Advice

- Advised product managers on product development, sales strategy, and resource allocation for group of product review and price comparison websites. Translated product goals into concrete strategic and financial plans and ensured that revenue and cost targets were met.
- Built accurate, complex revenue forecast models for multi-million dollar business lines and communicated financial performance to senior management.
- Directed analysis on various aspects of business lines and counseled product and sales teams on the viability of both new and existing partnerships.
- Continuously identified revenue initiatives to encourage both top- and bottom-line growth.
- Managed a staff of 6 search engine marketing professionals, 3 financial planning managers, and one product development analyst.

Manager, Product Marketing

2000-2002 Consumer Properties Group

- Developed and managed an opt-in email business. Oversaw content generation, response analysis, vendor management, and sales coordination.
- Evaluated new business opportunities for gaming enthusiast website (GameSpot.com).

SMITHKLINE BEECHAM PHARMACEUTICALS

Philadelphia, PA

Marketing Intern

Summer 1999 Anti-Infectives Product Management Group

CAPITAL ONE FINANCIAL CORPORATION, INC.

Richmond, VA

Analyst

1997-1998 Production Services, Operations Analysis Group

- Led \$10 million statement redesign project, resulting in increased flexibility and richer marketing opportunities.
- Identified and evaluated process improvement opportunities within credit card operations, resulting in cost savings of over \$1 million.

1995-1997 Account Management, Relationship Marketing Group

- Designed, implemented, and analyzed marketing campaigns for targeted marketing of add-on products to cardholders through direct mail, statement inserts, and telemarketing.
- Forecasted and reported revenues for \$34MM business line.
- Designed and implemented risk management and retention strategies.
- Introduced five new products to cardholders, coordinating fulfillment, quality assurance, customer service, and billing.
- Managed strategic partnerships with three outside companies.

Other Experience

HABITAT FOR HUMANITY, GREATER SAN FRANCISCO

San Francisco, CA

2007- 2013 *Board Member*

- Current Audit Committee Member
- Former Executive Committee Member, Audit Committee Chair and Board Development Chair
- Ad hoc projects included annual retreat planning, compensation analysis and financial planning for the 2008 merger between San Francisco and Peninsula chapters.

Education

STANFORD UNIVERSITY GRADUATE SCHOOL OF BUSINESS

Palo Alto, CA

MBA 2000

HARVARD UNIVERSITY

Cambridge, MA

Engineering Sciences S.B., 1995

Matt Rosen

2738 Mathews Street, Berkeley, CA 94702 * matthewdrosen@gmail.com * (415) 342 - 1267

Professional Experience

Chief Program Officer

Habitat for Humanity Greater San Francisco

2019 to Present

- Direct Volunteer Services, Home Preservation, Homeowner Development, and Measurement and Learning Departments
- Manage a team of eight, including three direct reports
- Lead strategic processes focusing on increasing impact, building new programs, and improving service quality
- Raise private and government funds to expand our home preservation work

Executive Director

Foster Youth in Action

2014 to 2019

- Lead national nonprofit organization focused on building a movement of foster youth-led organizations pushing for changes in the foster care system
- Tripled number of partner organizations and doubled revenue in under three years
- Oversee the growth of fee-for-service training and consulting to partners and other clients
- Manage and direct all aspects of the organization including finance, fund development, board development, and programs
- Guide board through new strategy development to drive greater organizational visibility and impact

Consultant, nonprofits and local government

2014

- Retained by United Playaz to design and facilitate a strategic planning process to improve youth services coordination, quality, and impact for an emerging SOMA community collaborative
- Raise funds for a San Francisco neighborhood transportation equity initiative
- Provide coaching and supervision services to Goodwill Industries of SF to ensure high quality products and experiences for University of Michigan MSW summer interns

Youth Leadership Institute – San Francisco - 1998-2014

Vice President of Programs

2011 to 2014

- Oversee all youth leadership programs, a staff of 22, and a \$2.1 million programs budget across YLI's San Francisco, San Mateo County, Central Valley and Marin County offices
- Drive organizational change process to improve programs impact and consistency across its four sites -- created a new programs framework, professional development strategy and internal communication approach; strengthened staff collaboration across program areas to build a stronger learning culture
- Establish & manage relations with high-level partners, funders, policy makers & community groups
- Manage the implementation and monitoring of contracts and grants and completion of deliverables
- Hire, supervise, develop and evaluate performance of four senior staff
- Secure more than \$1.65 million in foundation and government grants and contracts
- Design and lead interactive trainings that build staff and community partners' skills in supporting youth-led policy change; conducting action research; and fostering youth leadership

Professional Experience, Continued

Senior Director, San Francisco Programs

2008 to 2011

- Provide overall direction and leadership for the organization's San Francisco portfolio of programs and campaigns
- Managed \$500,000 department budget, supervised four employees, and oversee execution of services and deliverables for local government and foundation contracts.
- Led successful change management process with 9 community-based youth services providers and agency leaders to shift practices and programs in line with the SF Department of Public Health's new prevention strategy
- Created programs responsive to policy & community needs, reflect evidence, best practice & innovation
- Designed and managed evaluation processes including tool design, data collection, and analysis - used results to make program improvements
- Directed & co-authored curricula in the areas of 1) youth-led policy change; 2) young engagement in changing alcohol advertising practices; and 3) youth led community change processes

Senior Director, Marin Programs

2007 to 2008

- Provided leadership and program oversight of YLI's Marin County programs, including the Marin County Youth Commission, the Marin Youth Grants Board, youth-led underage drinking policy campaigns, and a student-led school food improvement campaign in two school districts
- Hired and supervised a new team of three program delivery staff
- Managed \$200,000 in local government and foundation grants towards achieving deliverables
- Led expansion of YLI work into Food Justice arena
- Strengthened partnerships with key funders and other stakeholders

Senior Director of Research and Program Development

2004 to 2007

- Managed research and new civic engagement initiatives at YLI
- Drove a strategic partnership with the Jefferson Union High School District to improve student voice and participation in high school decision-making, and organized a district-wide team of students to conduct student assessments, fund student participation pilots, and successfully push the District's School Board to change practices based on our research findings
- Advised, consulted and trained more than 20 community foundations, nonprofit groups and regional and national philanthropic institutions in planning, implementing and evaluating youth philanthropy programs

Director of Youth Philanthropy

1998 to 2004

- Established, managed & oversaw multiple youth-to-youth grant making initiatives, including *Youth Initiated Projects*, San Francisco's first youth philanthropy program
- Raised \$900,000 to support youth civic engagement programs
- Design & manage grant making systems including RFP development, grant seeker assistance, proposal review, contract development and contract management, & evaluation
- Initiated and co-led community-based process to establish the first allocation plan for the San Francisco Department of Children, Youth and Families *Youth-Led Projects Set-Aside* in partnership with youth, the SF Youth Commission, and youth group stakeholders
- Authored first-of-its kind report on state of youth grant making for The James Irvine Foundation, generating important contracts and projects for organization

Professional Experience, Continued

Assistant Program Officer

Corporation for Supportive Housing - Brighton, MI

1996 to 1998

- Assisted nonprofit developers to develop plans for supportive housing for the homeless
- Raised \$60,000 in foundation grants to sustain programs and operations
- Underwrote \$100,000 in pre-development and capacity building funds for housing nonprofits
- Assisted nonprofits in preparing development budgets and proformas

Project Coordinator

University of Michigan-Detroit Community Outreach Partnership Center – Ann Arbor and Detroit, MI

Spring and Summer 1996

- Increased information access by researchers and Detroit community groups through the development of a neighborhood planning information guide
- Collaborated with the Detroit Planning Department staff to improve access to city parcel databases

Course Planner and Instructor

University of Michigan Dual Degree Program in Social Work and Urban Planning – Ann Arbor

1995 to 1996

- Conceived of designed a new graduate course: Community Based Planning in Detroit
- Co-taught course with Urban Planning and Social Work Faculty

Education

Master of Urban Planning: 1996

University of Michigan - Ann Arbor

Master of Social Work: 1996

University of Michigan - Ann Arbor

Bachelor of Science: Environmental Policy and Behavior, 1992

University of Michigan - Ann Arbor

Selected Publications and Reports

Rosen, M. and Gennari, A. (2018). *Youth Organizing: A Strategy for Healing and child welfare system change*. Berkeley: Foster Youth in Action.

Rosen, M. (2012). *Friday Night Live Guide to Engaging Youth in Policy Change*. Visalia: California Friday Night Live Partnership.

Rosen, M. (2009). *Young people as Program Evaluators: Lessons from a Youth-Led Evaluation of San Francisco's Mayor's Youth Education and Employment Program*. San Francisco: Department of Children, Youth and their Families (DCYF) and Youth Leadership Institute.

Rosen, M. (2006). *Beyond Youth Grantmaking: Youth Participation in Community and Public Foundations*. San Francisco: Youth Leadership Institute.

Libby, M., Rosen, M., & Sedonaen, M. (2005). Building youth–adult partnerships for community change: Lessons from the Youth Leadership Institute. *Journal of Community Psychology*, 33(1), 111-120.

Rosen, M., & Sedonaen, M. (2001). *Changing the Face of Giving: An Assessment of Youth Philanthropy*. San Francisco: The James Irvine Foundation.

Erin Colton resume

2001-02 AmeriCorps member CNCS Habitat for Humanity Northern VA

- Worked with staff and volunteers to complete construction of 9 2-story townhomes
- Expedited tools and materials
- Coordinated volunteer work

2002-03 AmeriCorps member CNCS Habitat for Humanity San Francisco

- Worked with staff and volunteers on construction of 3 single-family homes and a 5-story multi-family building
- Managed volunteer crews on all aspects of construction from frame to finish

2003-10 Site Manager Habitat for Humanity San Francisco

- Managed volunteers to rehab a group home and construct 19 new single family homes.
- Responsible for layout, ordering materials and scheduling inspections
- Responsible for training and supervision of AmeriCorps members and volunteers
- Responsible for maintaining a safe worksite

2010-2014 Construction Manager Habitat for Humanity Greater San Francisco

- Assisted the Superintendent and acted as lead carpenter on 36 unit condominium project and 28 unit townhome development
- Responsible for all layout, material take-offs, and quality control
- Provided training and supervision to AmeriCorps members and volunteers
- Responsible for maintaining a safe worksite

2014-2016 Superintendent Habitat for Humanity Greater San Francisco

- Responsible for all aspects of constructing a 10 unit single family home subdivision
- Coordinated and supervised engineering subcontractor on the installation of all underground utilities
- Supervised staff, AmeriCorps and volunteers in home construction
- Priced and procured materials
- Created and managed project schedule
- Implemented safety program

2016-present Vice President of Construction Habitat for Humanity Greater San Francisco

- Provide leadership and oversight of new homebuilding and neighborhood revitalization
- Oversee all phases of construction from preliminary design and development to the finished home
- Oversee criteria, develop scopes of work, selection and coordination of subcontractors working on various phases in multiple projects.

- Establish budgets for all projects and track expenditures through construction
- Ensure that all work meets current code requirements and design criteria
- Formulate critical path construction schedules and update as necessary.
- Implement the safety program across all Habitat Greater San Francisco developments and neighborhood projects.
- Collaborate with other departments to ensure successful coordination of volunteers and partner families with construction work

Accreditations/ Certifications

B-General Contractors License #973072	CA Contractors State License Board	2012
Certified Green Building Professional	Build it Green	2009
OSHA Competent Person	Habitat for Humanity International	2015

Angélica Reséndez

(650) 576-9484 | Angelica.Resendez@gmail.com

Employment History:

Habitat for Humanity Greater San Francisco, San Francisco, CA

2014 - Present

A nonprofit whose mission is to provide local families with a springboard to secure, stable futures through affordable homeownership, financial literacy and neighborhood revitalization.

Senior Director of Homeownership Services

2016-Present

- Develop overall strategic plan and manage overall budget for the department that addresses how Habitat contributes to educational, civic engagement, and financial outcomes with current and potential homeowners in the region
- Build, strengthen and manage relationships with stakeholders, including volunteers, homeowners, board members and community partners to achieve greater impact
- Support Habitat's vision of building homes by managing high-quality financial education programming, establishing homeownership selection criteria and policies and growing post-purchase support to homeowners. Increased number of clients for financial education and course completion by 45%; increased homeowner engagement by 60%
- Build lasting and multi-faceted partnerships with credit unions, nonprofits, corporations, faith-based communities, and government agencies, serving as their key point of contact by managing the relationship and the portfolio of work between organizations
- Identify and develop framework for diversity, equity and inclusion as related to talent recruitment, hiring and employee engagement and retention
- Advocate and spokesperson for Habitat for Humanity Greater San Francisco broadly and for the homeownership program specifically at both the local and state level, including television broadcasting
- Oversee the Homeowner Selection Committee, a group of community volunteers, board members and staff; responsible for redefining the group's structure, purpose, opportunities for engagement and outcomes

Homeowner Development Manager

2014-2016

- Recruited, hired and trained program staff; responsible for growing team by more than 50%
- Created and led a supportive team environment that relied on collaboration to ensure high quality program delivery, which included cross-functional training in order to achieve outcomes
- Identified, measured and shared key program outcomes to ensure that programming was effective, efficient and differentiated through focus groups, surveys, client stories, pre/posttests; tracked outcomes in Homekeeper (Salesforce database)
- Managed partnerships with local businesses for in-kind donations
- Implemented changes to processes and systems to improve the client experience including updating financial literacy curriculum and increasing offerings and increasing accessibility to the homeownership program
- Served as point person to effectively resolve conflict and open the lines of communication between Habitat and its stakeholders, including homeowners, clients and volunteers
- Oversaw outreach strategies in Marin, San Francisco and San Mateo counties via website, social media, community events, television programming, email and print communication

Peninsula Conflict Resolution Center, San Mateo, CA

2007 - 2014

A nonprofit that focuses on empowering youth, strengthening families and engaging communities.

Director of Strengthening Families Initiative

2012-2014

- Developed, managed and maintained partnerships between schools and community-based organizations, small businesses, corporations and faith-based organizations to support family engagement within San Mateo County schools K-12
- Designed creative fundraising ideas and raised \$30k for the school, maintained databases and increased family participation by 90% amongst Latino immigrant parents to promote inclusion, involvement, and education
- Implemented a strengths-based, inclusive, authentic framework for family engagement that was sustainable, relevant to the community being served, and led by parents
- Provided supervision, coaching and mentoring to a team of five

- Sought grants, drafted proposals and managed grants to foundations, corporations, and individuals; drafted reports to funders on the success of the project activities
- Recruited, trained and managed parent and community volunteers for community/school-wide events including workshops, school meetings, and community programs
- Collected and utilized data via surveys and focus groups to inform and measure program improvement and modifications

School Program Manager

2011-2012

- Led a team of four that provided youth development and leadership building to socially and academically vulnerable students; developed and refined curriculum and program offerings
- Collaborated with school administration to provide professional development trainings and consultative support to staff
- Drafted proposals and managed grants to foundations, corporations, and individuals; wrote reports to funders on the success of the project activities; secured funding for additional programming
- Facilitated conflict resolution between youth, teachers, parents and staff

Training Program Associate

2010-2011

- Developed and implemented culturally appropriate and relevant curriculum related to conflict resolution, family engagement, the school system and leadership development for families in K-3
- Coordinated and implemented training for parents, faculty and community partners in preschool sites throughout San Mateo County
- Convened and facilitated dialogues centered on relationship and community building between parents, school staff and administration

Lead Family Engagement Specialist

2007-2010

- Developed and implemented family engagement strategies focused on increasing families' comfort and confidence in the school system
- Created opportunities to increase family engagement within the school and community centered on relationship building, civic engagement and leadership development
- Facilitated dialogue and provided coaching to staff and parents related to communication and conflict resolution to create a more welcoming, collaborative and inclusive school environment
- Managed up to 150 parent and community school volunteers
- Served as liaison between community and school partnerships for in-kind donations, programs and services

Community Leadership/Certifications

- Housing Leadership Council of San Mateo County (Board Member)
- Conflict Resolution/Mediation- 40 hours by Community Boards of San Francisco, CA
- Facilitation Training- 16 hours by the Peninsula Conflict Resolution Center
- Member of Next Generation Leaders of Color (NGLC) program through CompassPoint

Education

- B.A., University of San Francisco, Spanish Literature

Skills

- Fluent in Spanish, written and spoken
- Proficient in Microsoft Office Suite
- G Suite (Google Applications)
- Database: Salesforce (Homekeeper) and FileMaker Pro
- Website management: HubSpot for Wordpress
- Social Media: Facebook, Instagram and LinkedIn

Jessi Bailey

msjessibailey@gmail.com | (510) 388-5049
linkedin.com/in/jessi-bailey-2a7b53a6/

EDUCATION

UNIVERSITY OF SAN FRANCISCO, SCHOOL OF MANAGEMENT
Master of Nonprofit Administration

Expected May 2021

SAINT MARY'S COLLEGE OF CALIFORNIA
Bachelor of Arts, Politics

May 2015

EXPERIENCE

HABITAT FOR HUMANITY GREATER SAN FRANCISCO

Client Services Manager

July 2020 - Present

- Manages outreach and processes incoming applications for new homes and repairs
- Oversees compliance with applicable home repair contracts, including submission of project proposals, invoices, and reports
- Ensures homeownership applications are processed fairly and consistently per Habitat's underwriting process and requirements, in addition to any local/state/federal regulations.
- Screens applicants for any given application cycle by running credit reports, running background checks, evaluating income, and communicating with third party lenders
- Maintains all home repair client and homeowner files in hard copies and electronically; including entering sensitive and confidential data into internal database

Senior Program Coordinator, Neighborhood Revitalization

September 2018 - July 2020

- Managed all inquiries, applications, contracts, liens, and surveys for home repair and community facility repair
- Managed project submissions, reimbursement and reporting related to the Community Block Development Grant with the County of San Mateo
- Managed community partnerships and client relationships in San Francisco's Bayview neighborhood, the city of East Palo Alto, and the Belle Haven neighborhood of Menlo Park

Program Coordinator, Volunteer Services

April 2018 – September 2018

- Deepened corporate volunteer engagement through execution of communication plan and continuous relationship building
- Lead the development of outreach and recruitment strategies for different volunteer constituencies
- Mentored, guided, and collaborated with Volunteer Outreach AmeriCorps
- Leveraged Salesforce and volunteer data to guide decisions and strategy for volunteer recruitment, retention, and recognition

AMERICAN RED CROSS

Volunteer Engagement Representative

March 2017 – April 2018

- Managed 75+ regular volunteers and 500+ semi-regular volunteers within Donor Ambassador and Transportation Specialist programs over 7 counties
- Built the San Francisco Transportation program from the ground up, through fostering collaborative partnerships with Transportation, Logistics and Hospital Services departments
- Managed the Summer Youth Corps program for Alameda and Contra Costa Counties
- Facilitated volunteer supervision training, new volunteer orientations, and volunteer team management training for staff and volunteers

UNITED STATES HOUSE OF REPRESENTATIVES

Executive Assistant and Schedule to Congressman Mark DeSaulnier

June 2016 – March 2017

- Maintained the Congressman's schedule and travel plans as well as the entire staff in the District Office and any visiting Members of Congress
- Assisted the District Director in management of the District Office and was solely responsible for all correspondence on behalf of the Congressman
- Coordinated 20+ town halls, various forums, and all constituent/community stakeholder meetings within the Congressional District

CALIFORNIA STATE ASSEMBLY

Field Representative to Assemblymember Kansen Chu

September 2015 – June 2016

- Established and maintained relationships with local, state and federal agencies around the following areas: housing, homelessness, human services, labor, education, and veterans
- Planned and executed 30+ community health fairs, community stakeholder recognition events, town halls, and press conferences
- Performed constituent casework and served as a liaison between the constituent and city, county, state and federal agencies

SKILLS

- Qualified Loan Originator
- Familiarity with lending procedures, including local, state and federal laws and regulations
- Awareness of and sensitivity to cultural & socioeconomic characteristics of diverse populations
- Excellent written and oral communication skills
- Proficiency with Salesforce Lightning
- Proficiency with HomeKeeper App in Salesforce
- Proficiency with MS Suite
- Excellent organizational and prioritization skills
- Excellent case management skills

ATTACHMENT 7: FINANCIAL PROFORMA

Sources and Uses					
	FY22	FY23	FY24	Total	
Sources					
City of Menlo Park Housing Funds	\$ 300,000	\$ 420,000	\$ 480,000	\$ 1,200,000	
Private Philanthropy	\$ 8,000	\$ 10,000	\$ 10,000	\$ 28,000	
In-kind Labor (Volunteer Construction Labor)	\$ 13,500	\$ 16,500	\$ 17,000	\$ 47,000	
Foundation Support	\$ -	\$ -	\$ -	\$ -	
Corporate Sponsorships	\$ 6,000	\$ 12,000	\$ 17,000	\$ 35,000	
<i>Total Sources</i>	<i>\$ 327,500</i>	<i>\$ 458,500</i>	<i>\$ 524,000</i>	<i>\$ 1,310,000</i>	
total homes repaired per year	5	7	8	20	
Uses					
Home Repair and Rehab Costs (Materials and Labor)	\$ 245,625	\$ 343,875	\$ 393,000	\$ 982,500	
Permits and Fees	\$ 13,100	\$ 18,340	\$ 20,960	\$ 52,400	
Outreach and marketing	\$ 14,738	\$ 20,633	\$ 23,580	\$ 58,950	
Eligibility, underwriting, and closing costs	\$ 21,288	\$ 29,803	\$ 34,060	\$ 85,150	
Habitat Greater San Francisco Administrative Costs	\$ 32,750	\$ 45,850	\$ 52,400	\$ 131,000	
<i>Total Uses</i>	<i>\$ 327,500</i>	<i>\$ 458,500</i>	<i>\$ 524,000</i>	<i>\$ 1,310,000</i>	

ATTACHMENTS 8: PHOTOS

Project 1 Exterior Before



Project 1 Exterior In Progress



Project 1 Back Room Before



Project 1 Back Room In Progress



Project 2 Roof Before



Project 2 Roof After



Project 2 Exterior Before



Project 2 Exterior After



**HABITAT FOR HUMANITY GREATER SAN FRANCISCO
BOARD OF DIRECTORS CONTACT LIST
Fiscal Year 2021: July 2020– June 2021**

<u>NAME</u>	<u>COMPANY/ORG</u>	<u>CITY</u>
Hilary Billings, Board Chair <i>Executive Committee (Chair)</i> <i>Governance Committee</i> <i>Comp Committee</i> July 2016-June 2022	Brand Strategist Advisor, Billings Brand Development, Inc.	San Francisco
Sam Allen <i>Comp Committee (Chair)</i> <i>Executive Committee</i> <i>Governance Committee</i> July 2019 – June 2022	COO, Salesforce.org	Redwood City
Heidi Hansen <i>Programs Committee</i> July 2019 – June 2022	Principal Heidi Hansen Architect	San Francisco
Rob Hollister <i>RED-Finance Committee(Chair)</i> <i>Fund Development Committee</i> July 2016 – June 2022	President of Real Estate, The Sobrato Organization	Woodside
Will Hu <i>RED – Finance Committee</i> <i>Audit Committee</i> July 2018 – June 2021	SVP Acquisitions, WhyHotel	San Francisco
Karen Jackson July 2020 – June 2023	Vice President – Customer Experience, Prologis	Tiburon

**HABITAT FOR HUMANITY GREATER SAN FRANCISCO
BOARD OF DIRECTORS CONTACT LIST
Fiscal Year 2021: July 2020– June 2021**

<u>NAME</u>	<u>COMPANY/ORG</u>	<u>CITY</u>
David Kremer <u>Board Secretary</u> <i>Governance Committee (Chair)</i> <i>Executive Committee</i> <i>Programs Committee</i> <i>Comp Committee</i> July 2018 – June 2021	Partner, Shartsis Friese, LLP	San Francisco
Jeffrey Lee <i>Fund Development Committee</i> <i>Programs Committee</i> July 2020 – June 2023	Managing Director Northern Light Venture Capital	Atherton
Andrew Pearl <i>RED-Finance Committee</i> <i>Programs Committee</i> <i>Comp Committee</i> July 2019 - June 2022	Vice President, Division Manager Swinerton	San Francisco
Dameon Philpotts <u>Board Treasurer</u> <i>RED-Finance Committee(Chair)</i> <i>Executive Committee</i> July 2017- June 2023	Director, Credit Risk, First Republic Bank	San Francisco
Tamsen Plume <u>Vice Chair</u> <i>Executive Committee</i> <i>Governance Committee</i> <i>RED-Finance Committee</i> July 2017- June 2023	Partner, Holland & Knight LLP	San Francisco

**HABITAT FOR HUMANITY GREATER SAN FRANCISCO
BOARD OF DIRECTORS CONTACT LIST
Fiscal Year 2021: July 2020– June 2021**

<u>NAME</u>	<u>COMPANY/ORG</u>	<u>CITY</u>
Ken Preston <i>Programs Committee (Chair)</i> <i>Audit Committee</i> June 2018- June 2021	Partner Bregante + Company LLP (retired)	San Francisco
Nick Raby <i>Executive Committee</i> <i>Fund Development Committee</i> July 2017- June 2023	Director of Corporate Real Estate, North America, Facebook	Menlo Park
Carl Shannon <i>RED-Finance Committee</i> <i>Audit Committee</i> July 2016 – June 2022	Senior Managing Director, Tishman Speyer	San Anselmo
Mark J. Tortorich <i>RED-Finance Committee</i> <i>Fund Development Committee</i> (Chair) July 2018 – June 2021	Vice President National Facilities Services (NFS) Kaiser Permanente	Half Moon Bay
Nancy Turner <i>Fund Development Committee</i> <i>Programs Committee</i> <i>Audit Committee</i> July 2020 – June 2023	Vice President Jordan Park	Mill Valley
Vanessa Washington <i>Audit Committee (Chair)</i> <i>Governance Committee</i> <i>Comp Committee</i> July 2018 – June 2021	Senior Executive Vice President, Bank of the West	Piedmont

HABITAT FOR HUMANITY GREATER SAN FRANCISCO
BOARD OF DIRECTORS CONTACT LIST
Fiscal Year 2021: July 2020– June 2021

<u>NAME</u>	<u>COMPANY/ORG</u>	<u>CITY</u>
John Young, HYP Co-Chair <i>Habitat Young Professionals,</i> <i>Co-Chair</i> <i>Programs Committee</i> July 2019 – June 2021	CEO Eureka Investment Fund	San Jose

CONFIDENTIAL

City of Menlo Park
Notice of Funding Availability (NOFA)
2021 NOFA Application



335 Pierce Road
(APN# 062-013-170 and APN# 062-013-230)
Menlo Park, CA 94025

January 22, 2021

Submitted by: MidPen Housing Corporation



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Building Communities. Changing Lives.

January 22, 2021

Ms. Rhonda L. Coffman
City of Menlo Park
Community Development – Housing Division
701 Laurel St.
Menlo Park, CA 90425

Dear Ms. Coffman,

Through extensive community outreach over many years in connection with developing Sequoia Belle Haven and Gateway Family, we have heard a lot of interest from the Belle Haven community about affordable homeownership. For this reason, we are excited to submit this response to the City of Menlo Park’s NOFA to redevelop 335 Pierce Road in Belle Haven as an affordable for-sale homeownership development serving households at or below 80% of Area Median Income (AMI). We see this as an opportunity to leverage MidPen’s expertise in the development of affordable housing to advance affordable ownership in Belle Haven while also creating a scalable model for homeownership. MidPen has the expertise to entitle, finance, and manage the ground-up construction of ownership townhomes at 335 Pierce Road.

Homeownership is singularly the most important wealth-building opportunity for families and one of the few paths to building generational wealth and financial security. We believe that this proposal presents a unique opportunity to provide the benefits of homeownership to the Belle Haven community through an affordable, limited equity homeownership model. Homeowners at 335 Pierce Road will earn equity during their tenure of their ownership, an opportunity that will not only benefit the first buyers but also be available in perpetuity to future purchasers of these homes.

Our proposed project maximizes the potential public benefit of a compact infill site through the delivery of 12 affordable two-bedroom townhomes for low-income families (earning up to 80% AMI). We have crafted an efficient financing strategy that includes a City housing contribution of \$3.6 million in total or \$300,000 per home.

In addition, as suggested in the Facebook Housing Study that went to Council on August 30, 2020, we propose the City take the first step to explore the feasibility of Community Land Trust models. Specifically, Y-PLAN recommended that Community Land Trust models should be studied as a mitigation for community disinvestment. Our proposal includes exploring the feasibility of forming a CLT that is representative of the neighborhood and would work to develop the capacity needed to support homeowners. MidPen would work with Belle Haven leaders and civic organizations to establish the CLT with direct representation from Belle Haven residents on the CLT Board. MidPen would work collaboratively with the community every step



of the way to realize three goals: creating affordable homeownership, building local capacity and control over community assets, and strengthening the community through investment in affordable homeownership.

As the premier affordable housing developer in San Mateo County, we have an exceptional track record of partnering with cities and local community organizations to produce housing that meets the community’s vision and becomes part of the community fabric. For this pilot development we will also work to grow community capacity through a CLT model that will ensure long-term community control and affordability. A CLT can offer support to affordable ownership projects by evaluating initial home pricing, providing buyer outreach and education, and overseeing ongoing affordability resale restrictions and ground lease compliance. The technical capacity created via the CLT to support the full lifecycle of affordable homes, from development to purchase and resale, can also be used in future ownership projects.

Since our founding in 1970, MidPen has developed or rehabilitated over 8,500 affordable homes, with more than 4,000 homes in active development. Some prominent examples of our experience in Menlo Park are the new construction community Sequoia Belle Haven, as well as Gateway Family and Willow Terrace, which we acquired and rehabilitated in the 1980s. These properties continue to be outstanding examples of quality affordable homes and Gateway Family will soon be transformed through the replacement of its existing units with 140 newly-built homes, resulting in the addition of 58 net new homes to Menlo Park’s affordable housing stock.

We look forward to working with the City to redevelop 335 Pierce Road to increase the supply of affordable homeownership opportunities for Menlo Park residents.

Sincerely,

DocuSigned by:

44296B7BFAAD4D5...

Jan M. Lindenthal
Chief Real Estate Development Officer

2020 NOTICE OF FUNDING AVAILABILITY APPLICATION

Community Development – Housing Division
 701 Laurel St., Menlo Park, CA 94025
 tel 650-330-6614

Project applicant			
Organization/Agency: MidPen Housing Corporation			
Primary contact person: Jan M. Lindenthal			
Phone: 650-356-2919	Email: jlindenthal@midpen-housing.org		
Address: 303 Vintage Park Drive, Ste #250	City: Foster City	State: CA	Zip: 94404
<p>1. What is the role of the applicant in the project (check all that apply):</p> <ul style="list-style-type: none"> <input type="checkbox"/> Ownership entity <input type="checkbox"/> Managing partner or managing member <input type="checkbox"/> Sponsoring organization <input checked="" type="checkbox"/> Developer <input type="checkbox"/> Other (describe): <p>2. Applicant legal status:</p> <ul style="list-style-type: none"> <input type="checkbox"/> General partnership <input type="checkbox"/> Joint venture <input type="checkbox"/> Limited partnership corporation <input checked="" type="checkbox"/> Nonprofit organization <input type="checkbox"/> Other (please specify): <p>3. Organization status:</p> <ul style="list-style-type: none"> <input checked="" type="checkbox"/> Currently exists <input type="checkbox"/> To be formed (estimated date): <p>4. Name(s) of individuals who are/will be general partner(s) or principal owner(s):</p> <p>A wholly controlled affiliate of MidPen Housing Corporation is the General Partner in a Limited Partnership which is the owner of the property for the purpose of redevelopment. A Community Land Trust will be the future land owner and low-income households selected through the City's BMR Housing Program will be the future homeowners of the BMR homes.</p> <p>If the applicant is a joint venture, a joint venture agreement is required that clearly describes the roles and responsibilities of each partner, who is the lead partner or if the responsibilities are approximately equally split between the partners.</p>			
Project detail			
Project name: 335 Pierce Road			
Project address: 335 Pierce Road	City: Menlo Park	State: CA	Zip: 94025
Assessor's parcel number: 062-013-170 and 062-013-230			

Project type (check all that apply): <input checked="" type="checkbox"/> Families <input type="checkbox"/> Seniors <input type="checkbox"/> Special needs <input checked="" type="checkbox"/> Other (please describe): BMR ownership townhomes which will be added to the City's affordable ownership housing stock.										
Project activity (check all that apply): <input type="checkbox"/> Acquisition <input type="checkbox"/> Rehabilitation <input checked="" type="checkbox"/> New construction <input type="checkbox"/> Preservation <input type="checkbox"/> Mixed-income <input type="checkbox"/> Mixed-use <input type="checkbox"/> Other (please specify):										
Land area: 14,949 SF					Number of residential buildings: 12					
Number of units: 12					Residential total floor area: approx. 12,096 SF					
Number of stories: 3					Number of elevators: 0					
Number of community rooms: 0					Community room(s) total floor area: N/A					
Commercial/office uses (please specify): None planned										
Commercial total floor area: 0					Office total floor area: 0					
Other uses (please specify): None										
Total parking spaces: 24					Parking type(s): Attached spaces / carports					
Residential parking spaces: 24					Residential parking ratio: 2.0 spaces : 1 unit					
Guest parking spaces: 0										
Commercial parking spaces: 0					Commercial parking ratio: N/A					
Office parking spaces: 0					Office parking ratio: N/A					
Income categories										
City BMR funds may only fund units serving extremely low, very low or low income households at or below 80 percent of the area median income (AMI). Inclusions of units for homeless households are encouraged.										
Category	Number of units					Percentage of units				
	Studio	1 bd	2 bd	3 bd	4 bd	Studio	1 bd	2 bd	3 bd	4 bd
0 to 30 percent AMI – Extremely low										
31 to 50 percent AMI – Very low										
51 to 80 percent AMI – Low			12					100%		
81 to 120 percent AMI – Moderate										
Unrestricted										
TOTAL			12					100%		

Unit amenities

Provide a brief list of unit amenities (e.g. air conditioning, laundry in unit, balconies, etc.):

All units are proposed to be two-bedroom townhomes with one bathroom. Kitchens will be fully equipped with a refrigerator, range, sink with garbage disposal, and storage cabinets included. The finishes and appliances MidPen uses in its developments are selected for their durability, livability and energy-efficiency, based on our years of Property Management experience at our 100+ properties. Washer and dryer hookups are provided within each townhome unit.

Project narrative (please use additional sheets of paper as needed)

1. Project description: Provide a brief narrative summary of the proposed project including location, project type (e.g. new versus rehab), target population and any unique project characteristics.

Please see attachment.

2. Project design: Provide a description of the project's architectural and site plan concepts and how these concepts address the opportunities and limitations of the site and location.

Please see attachment.

3. Green building features: Describe the green building features that will be incorporated into the project.

Please see attachment.

4. On-site amenities: Describe any on-site amenities including any project characteristics that address the special needs of the population you intend to serve.

Please see attachment.

5. Neighborhood off-site amenities: Describe the property location, neighborhood transportation options, and local services and amenities that are within 1/4 mile and 1/2 mile of the site.

Please see attachment.

6. Potential development obstacles: Are there any known issues or circumstances that may delay or create challenges for the project? If yes, list issues below including an outline of steps that will be taken and the time needed to resolve these issues.

Please see attachment.

Site information (please use additional sheets of paper as needed)

Site control is required. Evidence should also be submitted demonstrating that the entity that has site control is the same entity applying for funds. Please include the site control document with the application.

What type of site control does the applicant currently hold?

MidPen is the fee simple owner of both parcels.

Will site acquisition be a purchase or long-term lease?

The development site has been acquired through purchases of the two properties.

What is the purchase price of the land? For proposed leaseholds, indicate the amount of the annual lease payment and the basis for determining that amount:

The purchase price in 2015 was \$2,780,000 in total for the 2 parcels that comprise the 335 Pierce Road site.

What is the current County-assessed value of the site?

\$2,879,265

Who is the current property owner and what is their address and contact information?

Owner: MP 335 Pierce LLC. Address: 303 Vintage Park Dr, Ste 250, Foster City CA 94404. Contact: Jan Lindenthal, 650-356-2919.

Total square footage of site: 14,949 square feet (0.34 acres)

Existing uses on the site and the approximate square footage of all structures:

There is an existing 4-plex (3,327 sq.ft.) and vacant lot occupying the two parcels.

Planned use of on-site existing structures:

Demolish

Rehabilitate

Other (describe):

Provide the square footage, date built and number of stories for each on-site building to be retained as part of this project:

No on-site buildings will be retained in the proposed 335 Pierce Road project.

Provide a brief description of the condition of any buildings to be rehabilitated:

N/A as no rehabilitation of existing buildings is proposed.

Describe unique site features (heritage trees, parcel shape, etc.)

The parcel shape of the 335 Pierce Road site is a parallelogram as opposed to the more standard rectangular lot shape. Second, MidPen needs to further investigate whether an adjacent building is encroaching on the southeast boundary of the 335 Pierce Road vacant parcel (MidPen will need to commission a survey to confirm this condition). Neither of these unique site conditions pose a significant challenge to developing the property with 12 townhomes.

Identify problem site conditions (high noise levels, ingress/egress issues, etc.)

None.

Floodplain

Is the site in a floodplain? Yes No

If yes, type of flood plain and number of years:

List any maps referenced:

FEMA's National Flood Hazard Layer (NFHL) database, map number 06081C0306F effective 4/5/2019

Describe adjoining land uses

West: Multifamily housing

East: Single Family housing

North: Duplex and Single Family housing

South: Duplex housing and Highway 101

Zoning

What is the current zoning of the project site? R-3 (Multifamily)

Is the proposed project consistent with the existing zoning of the site? Yes No

Explain:

The proposed 335 Pierce Road project exceeds the density allowed under R-3 zoning (3,333 SF per unit) and MidPen will work with the City to rezone the property and/or utilize the City's Affordable Housing Overlay (AHO) or State density bonus. The existing 4-plex is on a small (4,800 SF) lot, and therefore is also a nonconforming structure that exceeds the allowed density. We believe there are multiple viable paths to achieve our proposed density for making this affordable ownership project feasible. For example, rezoning the site to R-4-S (AHO) is one pathway. We are hopeful that MidPen can work with the City to brainstorm creative solutions that will bring much-needed ownership affordable housing to the Belle Haven neighborhood.

Indicate any discretionary review permits required for the project (e.g. planned community permits, design review permits, rezoning, etc.)

The 335 Pierce Road project will likely require a rezoning and Planning Commission architectural/design reviews. MidPen will work with the City to determine what permits are required for the project.

If rezoning is required identify the requested zoning district for the project: TBD with the City

Community priorities (please use additional sheets of paper as needed)

Explain how this project meets the objectives of the project priorities identified in this NOFA and the goals and objectives of the City's Housing Element and General Plan:

Please see attachment.

Project funding (please use additional sheets of paper as needed)	
City funds requested: \$3,600,000	Funds per assisted unit: \$300,000
Total project cost: \$11,237,897	Cost per assisted unit: \$936,491
How will the requested City funding be used? City funding will be used to cover the gap between total development cost and total home sales proceeds at 80% of AMI with a majority of the City funds covering the land acquisition and holding costs.	
Assess the chances of the project securing required funding and steps that will be taken to make the project competitive. Please see attachment.	
What is the self-scored 9 percent tax credit tiebreaker score for the project if applicable? N/A	
Developer experience (please use additional sheets of paper as needed)	
Applicants may be nonprofit or for-profit affordable housing developers or owners who have affordable housing experience in the nine-county Bay Area (San Mateo, San Francisco, Marin, Sonoma, Napa, Solano, Contra Costa, Alameda and Santa Clara) and a successful track record of at least two years of ownership of at least two affordable, deed-restricted housing projects within the nine-county Bay Area in which 100 percent of the units, are targeted to those at or below 80 percent AMI. Joint venture partnerships are allowed assuming at least one member of the partnership meets the minimum experience requirement. Previous development/ownership experience must include projects that contain at least 10 units.	
Years of experience: 50	
Number of projects: 144	
Number of projects in San Mateo County: 38	
Average size of projects: 64 units	
Number of units placed in service: over 8,500	
Please describe two projects completed in the last 10 years that are similar to the proposed project and provide photographs of each project:	
Project 1 - name of project: Please see attachment for full information and photos of Sequoia Belle Haven.	
Location:	
Number of units:	
Type of development (senior, family, etc.):	
Name of project manager:	
Number of stories:	
Unit types (studio, 1 bedroom, etc.):	
Type of construction:	
Project amenities:	

Entitlement date:				
Occupancy date:				
Funding sources:				
Project 2 - name of project: Please see attachment for full information and photos of Serenity Senior.				
Location:				
Number of units:				
Type of development (senior, family, etc.):				
Name of project manager:				
Number of stories:				
Unit types (studio, 1 bedroom, etc.):				
Type of construction:				
Project amenities:				
Entitlement date:				
Occupancy date:				
Funding sources:				
Personnel				
List the names of key members of the applicant's development team, their titles, responsibilities and years of experience in affordable housing.				
Project Staff	Name	Role in proposed project	Years of housing development experience	Years with this developer
Project Manager	Bianca Neumann	Day-to-day project management	14	2
Director of Real Estate Development	Jan Lindenthal	Executive Oversight	30	11
Executive Director	Matthew Franklin	Executive Oversight	26	12
Chief Financial Officer	Mick Vergura	Executive Oversight	20+	2
Other	Felix AuYeung	Lead the exploration & support of ownership pilot	15+	5
Other	Alice Talcott	Lead & advise on project financing strategy	20+	8

Indicate which of the following development team members have been selected and identify them if different from applicant.

Developer:	Architect(s):
------------	---------------

Engineer(s):	General contractor:
--------------	---------------------

Attorney(s) and/or tax professionals

Property management agent

Financial and other consultant(s)

Investor(s):

List all other participants and affiliates (people, businesses and organizations) proposing to participate in the project.

Name	Address

Describe how the property will be managed including the number of staff, locations and management office hours.

[N/A - This property will not have active, on-site property management.](#)

If the project will be managed by an agency other than the project applicant describe the project applicant's role in the ongoing management of the project and resolution of management issues.

[Please see attachment.](#)

Applicant certification

I certify that the information submitted in this application and all supporting materials is true, accurate and complete to the best of my knowledge. I acknowledge that if facts and or information herein are found to be misrepresented it shall constitute grounds for disqualification of my proposal. I further certify that the following statements are true except if I have indicated otherwise on this certification:

- I have not sold any of the projects listed on the 10 Year Projects list
- No mortgage on a project listed by me has ever been in default
- Government, or foreclosed, nor has mortgage relief by the mortgagee been given
- I have not experienced defaults or noncompliance under any contract or regulatory agreement nor issued IRS Form 8823 on any Low Income Housing Tax Credit (LIHTC) project on the 10 Year Projects list
- To the best of my knowledge there are no unresolved findings raised as a result of Agencies' audits, management reviews or other investigations concerning me or my projects for the past 10 years
- I have not been suspended, been barred or otherwise restricted by any state agency from participating in the LIHTC program or other affordable housing programs
- I have not failed to use state funds or LIHTC allocated to me in any state

I have checked each deletion, if any, and have attached a true and accurate signed statement, if applicable; to explain the facts and circumstances that I think help to qualify me as a responsible principal for participation in this NOFA.

Applicant name(s): **MidPen Housing Corporation**

Signature:

DocuSigned by:
Jan Lindenthal

Date: **1/21/2021**

Print name and title: **Jan M. Lindenthal, Chief Real Estate Development Officer**

This application and all supporting material are regarded as public records under the California Public Records Act.

APPLICATION ATTACHMENTS

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Project Narrative – 1. Project Description

Provide a brief narrative summary of the proposed project including location, project type (e.g. new versus rehab), target population and any unique project characteristics.

MidPen proposes the development and sale of townhomes, affordable to low-income, first-time homebuyers at 335 Pierce Road, located in the Belle Haven neighborhood of Menlo Park. Funding from the NOFA will be used to finance the gap between total development costs and the public subsidy needed to make the townhomes affordable for low-income buyers. The bulk of the NOFA funds will specifically cover the cost of land. In 2015, MidPen purchased the 335 Pierce Road site, a 14,949 SF lot comprised of two parcels: a vacant lot and an occupied 4-plex. As currently envisioned, the site is proposed to be redeveloped into 12 two-bedroom BMR for-sale homes affordable to families earning 80% of Area Median Income (AMI), or up to \$125,280 annually for a three-person household.

This proposal includes formation of a Community Land Trust (CLT) that would be centered in Belle Haven and include representation from Belle Haven residents. Through extensive community outreach in the past – on Sequoia Belle Haven, Gateway Family, and 335 Pierce Road – MidPen has learned that there is strong interest in affordable homeownership for Belle Haven residents and a desire for local control over any new development occurring in Belle Haven.

There are numerous benefits to using a Community Land Trust for affordable homeownership. First, as outlined in the Y-PLAN's housing study on investment and disinvestment in Menlo Park, CLTs can act as a vehicle to curb disinvestment by ensuring community ownership over key assets. Second, CLTs expand affordability through community ownership of property, reducing the initial and long-term costs to the homeowners. Specifically, a CLT increases the homes' affordability by reducing the tax liability for homeowners, since the homeowners will only be taxed on the improvements and the land is tax-exempt under a land trust. We believe 335 Pierce presents a unique opportunity to implement a Community Land Trust model in Belle Haven.

To form the CLT, MidPen will collaborate with Belle Haven leaders and civic organizations to explore formation and governance of the land trust. Through this collaboration with the community, MidPen will seek to realize the following goals: creation of affordable homeownership opportunities, build local non-profit capacity, and strengthen the community through reinvestment in and local control of community assets.

This affordable homeownership model will provide an opportunity for homeowners to build equity while ensuring that the 12 completed homes remain permanently affordable for future

Belle Haven homebuyers with the underlying land owned and controlled by a Belle Haven led Community Land Trust.

Homeownership is singularly the most important wealth-building opportunity for families and one of the few paths to building generational wealth and financial security. It is also an opportunity that has been systematically denied to communities of color through exclusionary zoning, redlining practices, and predatory lending.

Black residents comprise 4.5% of Menlo Park's total population and over 75% of Menlo Park's Black residents live in the Belle Haven neighborhood (U.S. Census). According to U.S. Census data, Belle Haven has lower rates of owner-occupied housing (more renters), higher density, and lower incomes than the rest of Menlo Park.

The sustained gap in homeownership rates between Black and white Americans has been thoroughly studied, quantified, and discussed, particularly because the ownership gap plays an enormous role in limiting economic mobility: since 2001, Black homeownership rates have seen the most dramatic drop of any racial or ethnic group, declining 5% (compared to a 1% decline for white families). The homeownership rate of Black millennials stands at 13% (compared to 37% for white millennials) and in the past 15 years, Black homeownership rates have declined to levels not seen since the 1960s, when private sector race-based discrimination was legal (Pew Research Center).

The proposed affordable for-sale townhomes (assuming a 5% down payment, taxes, insurance, and a 30-year mortgage at 4% interest rate) would sell for \$636,500 (35% below current market prices), resulting in a monthly mortgage payment of \$2,900, affordable to families earning less than 80% AMI. Assuming limited equity gain on the value of the improvements at 2% annually, at the end of 7 years the owner of this townhome would accrue \$89,000 in equity, creating a rare opportunity for wealth building for low-income households in Belle Haven.

In San Mateo County, the need for low-income housing is extreme. 80% of AMI for a family of four is \$139,200 per year. The average rent for a two-bedroom apartment is \$4,405 per month (Apartment List, Q3 2020). In order for that \$4,405 average rent to be affordable (defined as consuming no more than 30% of a household's income), a household needs to make over \$176,000 annually, which is above the median income in San Mateo County of \$174,000. The for-sale market is further out of reach for low-income families, with the median home price in San Mateo County at over \$1.7 million (Compass, Q3 2020). At this price, purchasing a home requires buyers to support a monthly mortgage payment of over \$6,000—requiring a household income of about \$210,000 annually if buyers are to spend no more than 35% of their household income on housing costs.

Homes located in Belle Haven are slightly more affordable than homes on the west side of Menlo Park, averaging about \$1 million for a two-bedroom home (Redfin, Q4 2020). At this price, purchasing a two-bedroom home in Belle Haven results in a monthly mortgage payment of over \$4,200 — still requiring a household income of about \$150,000 annually if buyers are to spend no more than 35% of their income on housing costs (on top of saving for the \$200,000 down payment). These calculations and statistics demonstrate how frustratingly out of reach homeownership and its benefits remain for low-income households in San Mateo County. The 335 Pierce Road affordable homeownership opportunity provides low-income, first-time homebuyers with access to the advantages of ownership and wealth building.

Furthermore, each home built will be *permanently* affordable, which means these 12 homes will continue to provide affordable homeownership opportunities for future purchasers. These homes will not require future investment. Upon resale, the regulatory agreement will ensure that the home can be sold to another income-qualified family, allowing expansion of the program. Providing permanently affordable homeownership opportunities does more than provide buyers with affordable homes: it gives the homeowners a healthy and stable pathway to build wealth, while also strengthening the community fabric of the Belle Haven neighborhood by preventing displacement of low income residents and through direct control of community assets by the Belle Haven led CLT.

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Project Narrative – 2. Project Design

Provide a description of the project’s architectural and site plan concepts and how these concepts address the opportunities and limitations of the site and location.

Project Overview:

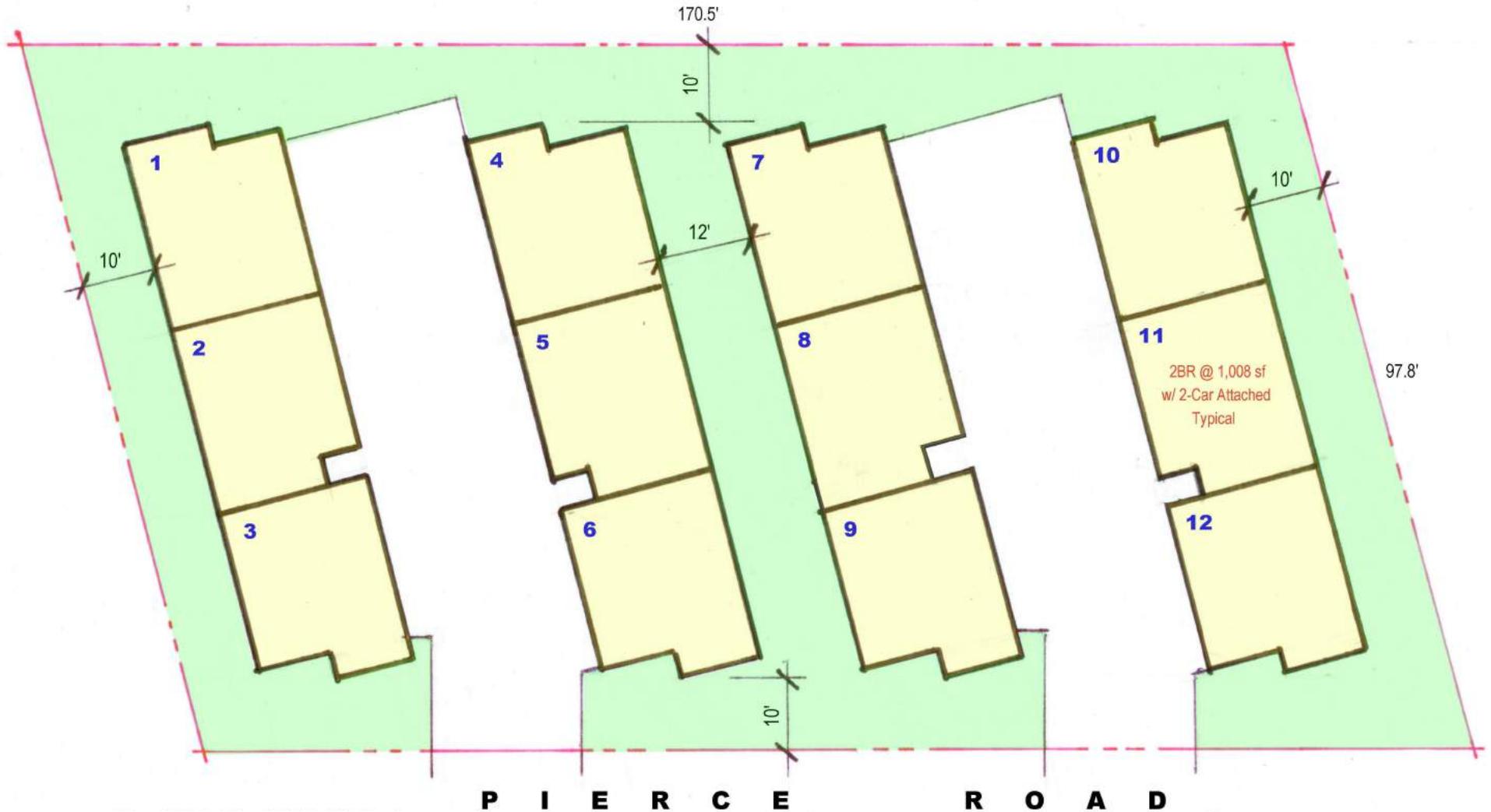
- 12 Residential Homes
- 3-story buildings
- Type V-A Wood Construction
- 24 Carport Parking Spaces
- In-Unit Laundry

The development is designed to fit into the neighborhood fabric while maximizing the use of the site to support affordable ownership homes. The conceptual design for 335 Pierce Road consists of two access pathways to twelve 3-story (wood construction) townhomes. By locating the on-site parking in attached carports, cars will be less visible to pedestrians and more of the site can be reserved for landscaped yards and human-scaled building features. Our Preliminary Concept Plan (see attached on the following page) maximizes the individual townhome lot sizes so that the shared common areas overseen by the Community Land Trust (CLT) are minimized.

The community around 335 Pierce Road is largely characterized by low and medium density residential structures. However, Pierce Road is also adjacent to the Highway 101, presenting a site opportunity to break from the two-story pattern of adjacent sites. 335 Pierce Road can utilize the 35-foot zoned height limit with minimal impact to nearby residences, since the site only has 6 directly adjacent neighbors. The new 3-story buildings provide both a buffer and transition from Highway 101 to the rest of the residential neighborhood. During the entitlements phase, MidPen will do extensive community engagement with neighboring residents and community stakeholders to seek their input on the architectural character of the development.

Prior to commencing the construction of these affordable homes, MidPen will ensure the existing residents are safely and successfully relocated. MidPen will also investigate whether the relocated 335 Pierce Road residents can receive a preference to purchase the new homes created, provided that the former residents are in a position to purchase the townhomes.

Preliminary Concept Plan



Number of Units Proposed = 12 du
 Density Proposed = 32.4 u/a
 Lot Coverage = 6,132 sf = 38%
 FAR = 12 x 1,008 sf = 12,096 sf = 75%
 Landscape = 6,065 sf = 37%
 Paving = 4,000 sf = 25%
 Building Height = 35'

Project Narrative – 3. Green Building Features:

Describe the green building features that will be incorporated into the project.

The redevelopment of 335 Pierce Road will allow MidPen to construct a new housing development that is fully compliant with the current California Energy Code, as well as MidPen's internal Building Guidelines for energy-efficient housing.

MidPen employs a rigorous design and predevelopment process that ensures efficiency of design, cost-effective construction, and aggressive green building standards. Green building is not something we do as a response to a fad but rather is integral to our planning and design approach. All of our buildings are designed to meet high standards for energy efficiency, low water usage, and healthy indoor air quality. If funding permits, we will install solar PV panels for each home.

335 Pierce Road is an infill development, well-served by transit and services. In addition to this sustainable approach of increasing density in a well-located infill site, green building design and materials will be incorporated into the project. Energy-efficient and water-saving systems, fixtures, and appliances will be included in the individual townhomes. MidPen will evaluate design decisions such as planning to build all-electric homes, using no-VOC paints, and planting drought-resistant landscaping, to provide healthy and quality homes for the future homeowners and to promote the homes' operational longevity.

We have a strong track record of sustainability in San Mateo County, where MidPen has won three Sustainable San Mateo County awards for Half Moon Village, Peninsula Station, and 636 El Camino. Our commitment to sustainable development is also demonstrated at Edwina Benner Plaza in Sunnyvale, where MidPen piloted state-of-the-art equipment to maximize solar generation of on-site electricity and pioneered the use of an all-electric water heating system that is four times more efficient than gas boilers. Four of Edwina Benner Plaza's six awards were granted based on the development's exemplary sustainable design. MidPen will bring the same green design philosophy to the redevelopment of 335 Pierce Road.

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Project Narrative - 4. On-Site Amenities:

Describe any on-site amenities including any project characteristics that address the special needs of the population you intend to serve.

335 Pierce will serve low-income families from the Menlo Park community, with a proposed preference for households who live or work in Belle Haven, modeled after the neighborhood-based preference MidPen is currently implementing at our Gateway Family project. Such a local preference could be administered by the CLT to ensure that Belle Haven residents have maximum opportunity to participate in the homeownership program at 335 Pierce Road. We also expect that the new homes will comply with the City's BMR Program requirements including applicant qualification and resale restrictions. All applicants will receive homebuyer education and/or counseling from approved local organizations.

The Pierce Road townhomes will be under separate ownership by different homebuyers and no management services will be provided by MidPen since MidPen's role is limited to that of the developer only.

If 335 Pierce Road is awarded funds by the City, MidPen will continue to refine the ownership and management structure with input from the City and through partnership with the Belle Haven community and other local organizations interested in helping to launch and govern the Community Land Trust.

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Project Narrative – 5. Neighborhood Off-Site Amenities

Describe the property location, neighborhood transportation options, and local services and amenities that are within 1/4 mile and 1/2 mile of the site.

Situated at the northwestern corner of the Belle Haven Neighborhood, 335 Pierce Road is close to several amenities including the Menlo Park Library (Belle Haven Branch), Menlo Park Senior Citizens Center, Belle Haven Elementary School, two Boys and Girls Club locations, and Flood Park. The site is also located on the same block as the Line 281 bus stop at the corner of Market Place and Del Norte Ave.



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Project Narrative – 6. Potential Development Obstacles

Are there any known issues or circumstances that may delay or create challenges for the project? If yes, list issues below including an outline of steps that will be taken and the time needed to resolve these issues.

As detailed in the following Zoning section of this NOFA response, one potential obstacle to the redevelopment of 335 Pierce Road and the construction of 12 new ownership homes is the required rezoning of this site to accommodate the necessary number of units that would make an affordable homeownership development feasible at 335 Pierce Road. By way of comparison, the existing 4-plex was built on a 4,800 SF lot, at 36 units per acre, and we are seeking to build 12 homes on a 14,949 SF lot, or 35 units per acre, in our proposal. The existing use appears to be non-conforming to the current R-3 zoning. As a result, a general plan amendment and rezoning would be required to develop the site for the 12 homes we are proposing. We are open to completing the rezoning of 335 Pierce Road as part of the City's Housing Element update process using the Affordable Housing Overlay designation which the City successfully implemented during its last Housing Element update cycle. We look forward to cooperating with the City to evaluate all possible pathways that 335 Pierce Road can take to obtain rezoning approval.

Second, to assemble the financing required for the 335 Pierce townhomes, MidPen intends to leverage City NOFA funds to obtain additional funding from outside sources, such as County AHF, HCD's CalHOME program or the Federal Home Loan Bank of San Francisco, to secure additional funding that could deepen the affordability of the new townhomes. However, with the proposed \$3,600,000 in funding from the City of Menlo Park, 100% of the homes are already priced for low-income families at 80% of AMI. Therefore, the commitment of funding from the City is the only commitment necessary to proceed with development of this project. Additional sources would only serve to deepen the affordability of these homes, making them available to households at lower income levels.

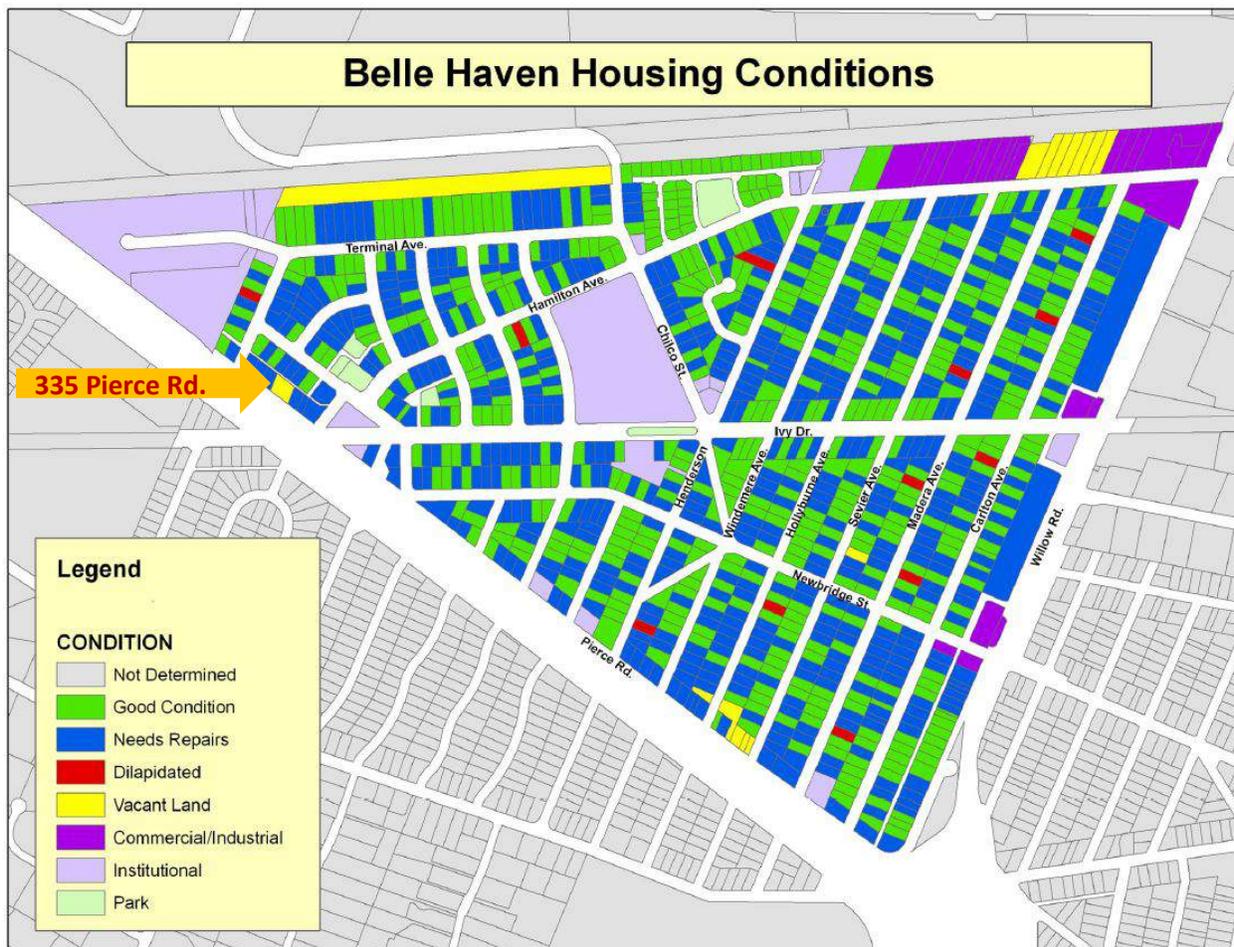
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Community Priorities

Explain how this project meets the objectives of the project priorities identified in this NOFA and the goals and objectives of the City’s Housing Element and General Plan:

Housing Element:

One of the overarching goals of the City of Menlo Park’s Housing Element is to encourage the construction of new affordable housing to expand the City’s stock of affordable housing. In particular, the Housing Element calls out the Belle Haven community as a primary area to target housing rehabilitation and notes opportunity sites in this neighborhood for new development. MidPen was able to purchase the naturally-occurring affordable apartments at 335 Pierce Road, taking it off the speculative market and preventing the displacement of the current residents. The Housing Element identifies the 335 Pierce Road properties as housing that “Needs Repairs” and one of the few “Vacant Land” parcels in Belle Haven, posing a valuable opportunity to enhance the Pierce Road block (see map below from the City’s 2015-2023 Housing Element). Redeveloping the 335 Pierce property into 12 affordable townhomes will directly support one of the Housing Element’s identified solutions: Work with Non-Profits and Property Owners on Housing Opportunity Sites.



The Housing Element named several specific purposes for its 2015 update, including:

- Provide a variety of housing opportunities
- Address affordable housing needs

The 335 Pierce Road redevelopment aligns with the Housing Element's key goals to build new housing, use land efficiently to meet housing needs for a variety of income levels, and blend well-designed new housing into the neighborhood fabric.

General Plan:

MidPen proposes to demolish the existing 4-plex and elevate the vacant lot to a new highest and best use, simultaneously expanding the City's affordable ownership housing supply. There are currently 132 households on the City's BMR ownership waiting list. We believe this number is not reflective of the true demand for affordable homeownership in Menlo Park because this waiting list was not actively marketed during the past 7 years due to few available opportunities for purchasing an affordable BMR home.

One goal of the General Plan's Land Use Element is to maintain and enhance the character, variety, and stability of Menlo Park's residential neighborhoods; MidPen would exemplify this goal by ensuring our project is compatible with its neighborhood while also bringing a variety of housing types to this area of Belle Haven, which is dominated by older multifamily buildings or Single Family Residences.

Furthermore, one of the City's nine guiding principles is Citywide Equity and this principle specifically highlights the need to promote affordability that limits the displacement of current residents. Adding 12 homes to the City's stock of BMR ownership homes will help applicants who live or work in Menlo Park to remain in their community and bring stability to families who might otherwise have relocated. Eligible buyers under the City's BMR Housing Program must live or work in Menlo Park, thus these 12 townhomes will directly combat the displacement of existing community members.

NOFA Project Priorities:

Our proposal for 335 Pierce Road meets almost all the NOFA's stated priorities. The townhomes will remain affordable for at least 55 years, and since the land is proposed to be owned by a Community Land Trust, the homes will remain affordable in perpetuity. This project would provide the dual benefit of developing affordable ownership units and substantially upgrading an unimproved lot that is currently sitting vacant in the middle of a residential neighborhood. In addition, as is the case with all MidPen communities, the proposed development will also incorporate contemporary green building practices and materials to ensure energy efficiency and low utility costs for the new homeowners.

The 335 Pierce townhomes will provide 2-bedroom homes targeted for low-income families. Situated near the northwest corner of the greater Belle Haven neighborhood, the 300 block of Pierce Road is located near the Menlo Park Senior Center, Belle Haven Elementary School and the Boys & Girls Club, making it an ideal location for new construction of affordable housing and a pivotal point in a neighborhood that is rapidly changing and experiencing resident displacement due to market forces.

MidPen has a long and successful track record of building affordable housing in Menlo Park, and has worked extensively with the community during the design and development of our projects.

Community Preferences:

In December 2017, MidPen and the City held a community outreach meeting to seek input on desired uses for the 335 Pierce Road parcels. We worked closely with community leaders, local residents, and the Belle Haven Neighborhood Association. At this meeting, the top priorities we heard for 335 Pierce Road included:

- Strong support for long-term, affordable homeownership
- Mixed concern about height: 2-story or 3-story height was generally preferred.

Additional detail on MidPen’s previous community engagement meeting regarding 335 Pierce Road can be found in Supporting Material #2. We look forward to listening to and understanding the Belle Haven community’s vision and feedback on MidPen’s homeownership proposal for 335 Pierce Road. MidPen will then make every effort to incorporate the community’s input on the design and affordability of the 335 Pierce Road townhomes, or will transparently communicate “why” if we cannot include a desired element due to its effects on the project’s feasibility. We are committed to thoughtful and transparent engagement that helps our project reflect the community’s vision and win strong stakeholder support.

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Project Funding

Assess the chances of the project securing required funding and steps that will be taken to make the project competitive.

The 335 Pierce Road project will consist of 12 two-bedroom for-sale townhomes sold at \$636,500 to households at 80% AMI (\$125,280 annual income). The project's total development cost is \$11,237,897 (\$936,491 PDU), which includes the land cost of \$3.2MM (purchase price, interest, and property taxes), and general development costs. The land cost was based on the economic value of the existing 4-plex on-site, a highly desirable investment product in the Bay Area real estate market. Had MidPen not acquired the property in 2015, the new owner would likely have increased rents, displacing the existing four families who call 335 Pierce Road home. The total development cost will be funded by the townhome purchase prices and Menlo Park NOFA funds.

The home price of \$636,500 was set using the following assumptions:

- 5% down payment (\$31,825)
- 4.0% fixed rate 30-year mortgage
- No more than 35% of income spent on housing costs
- Household size: # of bedrooms + 1 person (3-person household for a 2-bedroom)
- Property taxes levied only on improvements (land is held by CLT)

Home prices were estimated based on what is affordable for a 3-person household at 80% AMI minus property taxes, utilities, insurance, and common area maintenance fees (these additional costs also count toward the maximum 35% of income spent on housing). The 335 Pierce Road townhomes will have a monthly mortgage payment of about \$2,900. The home price is not fixed, and we would work with the City and community to make any adjustments in the purchase price by changing the assumptions listed above. These assumptions do not change the monthly mortgage payment. Still, they affect the final purchase price, the down payment, the gap between project total development cost and sales prices, and the homeowner's annual equity.

Below are some additional factors that can deepen the homes' affordability levels or reduce the needed gap financing:

- **Increased Density:** Allows the land cost to be spread across a greater number of units, thus reducing the land cost per home. If the project size were increased by 4 homes to 16 townhomes and all assumptions were held equal, the project's financing gap decreases by nearly \$1.1MM. Alternatively, if the project size increased to 16 homes while all public funding amounts were held constant, the homebuyers' eligible income levels could lower to 75% AMI (\$117,450 annually).
- **Downpayment Assistance:** Serves households at lower AMI levels by reducing the principal mortgage amount and therefore reducing the required monthly payment. If down payment

assistance can help buyers cover a 20% down payment, these buyers can further reduce their monthly liability through lower interest rates that do not include Private Mortgage Insurance (PMI). PMI is required for mortgages that have down payments of less than 20%. Alternatively, down payment assistance can also be used to increase the sales price and lower the project financing gap while holding the monthly mortgage payment constant.

- **Increase Funding Sources:** Additional funding beyond the project's current gap (between the cumulative purchase prices for the homes and the total development cost) could be used to serve households at lower AMI levels. An additional \$1MM in funding could support homes priced at 70% AMI, creating the ability to serve households between 60% and 80% of AMI.
- **Waving or Reducing Impact Fees:** Reduces the total development cost and reduces the gap financing needed. Impact fees add approximately \$20,000 in cost per home. Excluding these fees could reduce the funding gap by roughly \$220,000.

Total Development Cost

The total development cost of \$11,237,897 (\$936,491 PDU), includes:

• Land and Acquisition Costs (includes holding cost)	\$3,269,715
• Relocation	\$10,000
• Hard Costs	\$5,944,860
• Architecture and Engineering	\$510,000
• Soft Costs	\$1,083,322
• Developer Fee	\$420,000

MidPen acquired the site in 2015 for approximately \$2.78MM. Since the acquisition, the property has incurred additional expenses, including maintenance, interest, and property taxes.

Funding Sources

The funding sources for the project include:

• Sales Proceeds:	\$7,637,897
• Menlo Park NOFA:	\$3,600,000

The City NOFA funds will cover the costs associated with the land acquisition, holding costs and the additional funding needed to offer the townhomes to households at 80% AMI.

There are additional resources available if the City or Belle Haven community wish to explore deepening the affordability. Possible sources include but are not limited to:

San Mateo County Affordable Housing Funds (AHF): Funds are awarded through a competitive process annually. Funding for homeownership projects is available at a maximum of \$100,000 per home for households at or below 120% of AMI (as of Round 8). MidPen has been very successful in competing for County AHF resources, securing awards in every round since the program was first started in 2012. In 2020, we received four awards totaling \$13.7 million.

We believe that should the project require any additional funding to lower home prices or income qualifications, the County would support a request for this project.

Federal Home Loan Bank of San Francisco – Affordable Housing Program Grant (AHP): Funds are awarded annually through a competitive application process to member banks who partner with developers and community organizations sponsoring affordable housing projects. Funds are available for homeownership developments serving households at or below 80% AMI. In the past five years, MidPen has secured 14 AHP awards totaling \$12.1MM. MidPen has a 30-year track record with the AHP grant program and has secured nearly 50 awards since 1990.

CalHome Program: A competitive State program that funds Local Public Agencies or non-profit corporations to develop and support affordable homeownership. This program can make construction loans to non-profit corporations for developing new homeownership projects. MidPen has not previously pursued CalHome funding but has had tremendous success in accessing other State funding sources. CalHome currently has no funding, but if the program is re-funded, the 335 Pierce Road project will score well on readiness, target population criteria, and for the technical assistance provided by the CLT.

Tech Company Funds: Google, Facebook, and Apple have all launched new housing funds. MidPen has been participating in conversations on the use of such housing funding with Facebook and Google. In the Facebook Housing Study that went to Council in August 2020, Facebook suggested that the City of Menlo Park take the step of exploring the feasibility of Community Land Trust models. Facebook's collaboration with local students through Y-PLAN provided further support that Community Land Trust models should be studied as mitigation for disinvestment from the Belle Haven neighborhood, which gives us confidence that Facebook would be willing to fund the CLT development at a minimum.

MidPen sees a clear path to fund and develop these 12 affordable ownership homes successfully. There are a number of tools at our disposal to ensure that the project can be fully funded to complete this pilot project to offer homeownership opportunities for low-income households in the Belle Haven neighborhood.

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Developer Experience – Project 1

Sequoia Belle Haven

See attached one-pager for additional project details and photos.

Project Name:	Sequoia Belle Haven
Location:	Menlo Park, CA
Number of Units:	90
Type of Development:	Senior
Project Manager:	Nesreen Kawar
Number of Stories:	3
Unit Types:	1 - 2 bedrooms
Type of Construction:	Type V Wood
Project Amenities:	Community Room with kitchen, Computer Lab, Fitness Center, Courtyard, Outdoor Walking Path
Entitlement Date:	June 2013
Occupancy Date:	April 2017
Funding Sources:	<ul style="list-style-type: none"> • City of Menlo Park • County of San Mateo • Housing Authority of the County of San Mateo (HACSM) • California Tax Credit Allocation Committee (CTCAC) • U.S. Department of Housing and Urban Development • Federal Home Loan Bank of San Francisco (FHLB) • Wells Fargo Bank



SEQUOIA BELLE HAVEN

SENIOR HOUSING

Menlo Park, CA



MidPen
HOUSING



Sequoia Belle Haven represents the first phase of the revitalization of Gateway Apartments in Menlo Park. Originally developed in the 1960s, Gateway included 130 units on two city blocks serving both seniors and families. MidPen acquired the community in 1987 and invested in a light rehab at that time. Then in 2016, the housing on one of the blocks underwent a significant redevelopment and was renamed Sequoia Belle Haven. The new community provides 90 new affordable apartments for the original senior population from Gateway as well as new senior residents.

The opportunity to increase the number of affordable units from 48 to 90, for a net of 42 additional affordable apartments, was made possible in 2013 when the City of Menlo Park rezoned Sequoia Belle Haven's site for higher density. The design of the



community supports the goal of healthy living, with a continuous pathway connecting outdoor gathering spaces, common spaces, and protected courtyards. The community employs several green features, such as photovoltaic solar panels, high-efficiency windows and solar hot water systems, Energy Star appliances, and drought-tolerant landscaping. Sequoia Belle Haven also includes: a community room for large gatherings, a lounge, a computer lab, an exercise room, and two laundry rooms.

Through a network of service providers, MidPen Services will coordinate onsite programs designed to help residents live healthy, independent lives.

Developer	MidPen Housing Corp.		
Property Management	MidPen Property Management Corp.		
Development Type	New construction		
Construction Type	Type V - 2 & 3 Stories, elevator-served		
Site Area:	2.91 acres		
Density:	30.9 units / acre		
Parking Ratio:	.87 : 1 – 78 spaces		
Development Profile	Type	No.	Size Units (sf)
	1 BR	86	539 - 636
	2 BR	4	739
	TOTAL	90	
Amenities	Community room with kitchen; computer lab; fitness center; courtyard area; outdoor walking path; lounge with pool table; shuffleboard		
Services Offered	Health & Wellness Programming:		
	<ul style="list-style-type: none"> • Educational workshops • Computer literacy workshops • Life skills development • Nutrition classes • Group exercise classes • Health fairs/health screens • "Brown Bag" food assistance programs 		
	Social Programming:		
	<ul style="list-style-type: none"> • Arts and crafts • Holiday celebrations • Other social events 		
	Connection to Community Resources		
Resident Profile	Seniors earning up to 50% of the Area Median Income		
Funders	• City of Menlo Park		
	• County of San Mateo Department of Housing		
	• Housing Authority of the County of San Mateo		
	• California Tax Credit Allocation Committee		
	• US Department of Housing and Urban Development		
	• Federal Home Loan Bank of San Francisco		
	• Wells Fargo Bank		
Architect	Mithun, Inc.		
Contractor	Devcon Construction, Inc.		

Sequoia Belle Haven | 1221 Willow Road, Menlo Park, CA 94025

For more information contact: MidPen Housing

303 Vintage Park Drive, Suite 250 | Foster City, CA 94404 | Tel: 650.356.2900 | email: info@midpen-housing.org



Developer Experience – Project 2

Serenity Senior Apartments

See attached one-pager for additional project details and photos.

Project Name:	Serenity Senior Apartments
Location:	East Palo Alto, CA
Number of Units:	41
Type of Development:	Senior
Project Manager:	Nesreen Kawar
Number of Stories:	4
Unit Types:	1 - 2 bedrooms
Type of Construction:	Type V Wood
Project Amenities:	Community Room, Computer Lab, Community Garden, BBQ Area
Entitlement Date:	March 2015
Occupancy Date:	September 2017
Funding Sources:	<ul style="list-style-type: none"> • City of East Palo Alto • County of San Mateo Department of Housing • Housing Authority of the County of San Mateo • California Tax Credit Allocation Committee • US Department of Housing and Urban Development • National Equity Fund • Federal Home Loan Bank of San Francisco • HEART of San Mateo County • Silicon Valley Bank • Boston Private Bank & Trust Company • California Community Reinvestment Corporation



SERENITY SENIOR APARTMENTS

SENIOR HOUSING

East Palo Alto, CA



Serenity Senior Apartments is a response to the tremendous need for affordable housing for seniors in San Mateo County. The result of a visionary partnership between the City of East Palo Alto and co-developers MidPen Housing and EPA CAN DO, the community provides 41 affordable rental homes to very-low and extremely low income seniors in the heart of East Palo Alto. Serenity Senior Apartments welcomed residents in fall 2017.

Serenity Senior Apartments adds vitality and strength to University Avenue, the City's main thoroughfare. The site is well serviced by public transportation, and is proximate to many amenities, including local shopping centers, as well as community services like the public library, supermarkets, pharmacies and the local community



senior center. This combination of addressing community need while simultaneously improving the neighborhood, was at the core of EPA CAN DO's initial vision for the development, and was a driving factor in the partnership with MidPen.

The community offers a continuum of care to address the high costs of living and health care for seniors with fixed incomes. Service providers offer a range of health care services and other supportive programs that residents can access. MidPen Services provide additional onsite services – all designed to help the senior residents live healthy, independent lives.

Developer	MidPen Housing Corp. & EPA CAN DO		
Property Management	MidPen Property Management Corp.		
Development Type	New construction, 3- and 4-story		
Construction Type	Wood-frame construction with surface and tuck under parking		
Site Area:	.75 acres		
Density:	54.6 units / acre		
Parking Ratio:	.88 : 1 – 36 spaces		
Development Profile	Type	No.	Size Units (sf)
	1 BR	36	530
	2 BR	5	750 - 840
	TOTAL	41	
Amenities	Community room with kitchen; computer lab; laundry room; property management and services offices; community garden; BBQ area		
Services Offered	Health & Wellness Programming:		
	<ul style="list-style-type: none"> • Educational workshops • Group exercise classes • Health fairs/health screens • "Brown Bag" food assistance programs 		
Services Offered	Social Programming:		
	<ul style="list-style-type: none"> • Bingo nights • Holiday celebrations • Other social events 		
Resident Profile	Connection to Community Resources		
	Seniors earning up to 60% of the Area Median Income		
Funders	• City of East Palo Alto		
	• County of San Mateo Department of Housing		
	• Housing Authority of the County of San Mateo		
	• California Tax Credit Allocation Committee		
	• US Department of Housing and Urban Development		
	• National Equity Fund		
	• Federal Home Loan Bank of San Francisco		
Architect	• HEART of San Mateo County		
	• Silicon Valley Bank		
	• Boston Private Bank & Trust Company		
	• California Community Reinvestment Corporation		
Contractor	L&D Construction		

Serenity Senior Apartments | 2358 University Avenue, East Palo Alto, CA 94303

For more information contact: MidPen Housing

303 Vintage Park Drive, Suite 250 | Foster City, CA 94404 | Tel: 650.356.2900 | email: info@midpen-housing.org



Personnel – Project Management:

If the project will be managed by an agency other than the project applicant describe the project applicant’s role in the ongoing management of the project and resolution of management issues.

MidPen will help the City and Belle Haven community establish a Community Land Trust (CLT) and thereafter MidPen will not be involved in the ongoing management or any issue resolutions at the 335 Pierce Road townhomes.

We propose to collaborate with Belle Haven leaders and civic organizations to form the CLT that will own the underlying land and assume the role of overseeing the maintenance of the common areas (i.e. shared drive). The CLT may also provide continuity and stewardship for the resale of the homes, as well as assist in the establishment and implementation of local preferences, marketing, homebuyer selection criteria and providing support and services to the 335 Pierce Road townhomes throughout the various development stages.

During the marketing and sales of the homes, the CLT can provide:

- outreach and marketing support
- pre-purchase homebuyer education
- assistance in homebuyer selection
- oversight on buyer qualifications
- guidance in approval and execution of regulatory documents
- assistance to buyers in acquiring home financing
- management of escrow process

In the post-purchase phase, the CLT can:

- oversee the ongoing affordability restrictions
- monitor compliance with the Ground Lease
- collect ground lease fees
- provide ongoing housing education and service referrals to owners
- manage stewardship of the units including resales, calculating resale prices, educating buyers, and executing the required documentation and reporting.

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SUPPORTING MATERIALS

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Supporting Material #2: Community Outreach Plan

Stakeholder Engagement

Authentic community engagement is foundational to MidPen’s development approach. Through our experience leading detailed resident engagement efforts we have learned that thoughtful and transparent community outreach is vital to proactively address community concerns and ensure that Belle Haven residents can directly shape the vision for this new development.

MidPen has deep and recent experience in community engagement: our 30+ community meetings over the last 18 months have led to the approval of 2,500+ new homes and advanced these projects into the financing stage! At 335 Pierce Road, we will prioritize consistent engagement with current residents and neighbors to ensure all voices are heard and have a seat at the table in the planning for the new townhomes.

We intend to develop this proposal collaboratively with Belle Haven leaders and civic organizations as we explore formation of a CLT. In addition, our proposal intentionally leaves open the opportunity for community involvement in an iterative design process. We understand the community includes, but is not limited to, the following stakeholder groups:

- Existing 335 Pierce Road residents
- Neighbors living near the project site
- Belle Haven Action Network and other Belle Haven based civic and faith-based organizations
- City of Menlo Park

MidPen is prepared to work in deep collaboration with these stakeholders. Our community outreach plan includes the following steps:

1. Consult with Belle Haven leaders and community stakeholders to develop the Community Outreach Plan and establish a working group that will lead the exploration and possible formation of a Belle Haven led CLT.
2. Consult with City of Menlo Park regarding our Community Outreach Plan.
3. Schedule regular meetings with existing residents and stakeholders. These meetings will be used to keep residents informed of important milestones as the project progresses.
4. Invite neighbors living within 300-500 feet of 335 Pierce Road to community Workshops to share what they wish to see included in the redevelopment.
 - a. To bolster meeting attendance, MidPen will mail invitations and circulate meeting information among local community organizations like Belle Haven Action.
 - b. All these meetings will provide needed language services, including document translation and live language interpretation, as needed.

The goal of the community Workshops is to understand our neighborhood, the future homeowners and their needs.

WORKSHOP 1: vision and values

Workshop 1 will be a meeting where we collect feedback to get a sense of the community's priorities related to the vision and values for the redevelopment of the 335 Pierce Road site. The session will include interactive exercises that focus on details of the site plan and a presentation of different options for affordability levels and home prices.

Together we will review multiple examples for site and building design and get "votes" on look and feel of the buildings. We will present the pros and cons of various design configurations and building components. At this point, we also provide a broad overview of constraints – both in the built environment and in the realm of financing/economic viability. If we cannot incorporate a specific component, we will be clear about "why". It is key for stakeholders to understand the thought process behind the program and design options so that we are all on the same page moving forward. At the end of the workshop, we ask attendees to present their vision to the rest of the group so all ideas have a voice.

WORKSHOP 2: recommendations and responses

This workshop will provide stakeholders a "preferred scenario" based on input from various small group meetings with stakeholders and from Workshop 1. Beyond providing a synopsis of what our team heard throughout the process and how the preferred scenario meets various objectives, MidPen will use the meeting to make sure we stay in step with the community.

We may be at a good place after just two workshops. Alternatively, we may uncover that more meetings are needed and we are open to modifying and expanding this community outreach process as needed so that our project reflects the community's vision and wins strong community support.

Previous 335 Pierce Road Outreach Efforts

On December 6, 2017, the City of Menlo Park and MidPen Housing hosted a community engagement meeting focused on 335 Pierce Road and 1283 Willow Road that was attended by community stakeholders, MidPen Housing, the City of Menlo Park, and the architect. The City and MidPen wanted to invite community input into the early stages of planning and development for 335 Pierce Road. We discussed potential resident populations, the scenario of homeownership units, as well as design and heights. Feedback that we received on 335 Pierce Road from this 2017 open house included:

- Strong support for long-term, affordable homeownership at 335 Pierce Road
- Mixed concern about building heights (2-story or 3-story was generally preferred over 4-story)
- Traffic can be an issue on Pierce Road and its surrounding streets
- Mixed feedback on whether the home prices and mortgage payments are too high or low

We look forward to returning to the Belle Haven community with this new homeownership proposal of 12 homes, further exploring site design, and incorporating community feedback into a refined and cohesive development proposal that reflects the community's vision.

Relocation of Existing Residents

MidPen is well-versed in State and Federal Relocation laws and has completed numerous projects involving relocation of low-income residents, including Sequoia Belle Haven in Menlo Park. As a result,

MidPen goes to great lengths to both inform and educate residents about the moving process and hires a professional relocation specialist to assist residents before and during their moves. MidPen and our relocation specialist will meet individually with residents to answer questions and provide updated information regarding the schedule and timeline for moving.

MidPen's Gateway Family project could include a preference for 335 Pierce Road residents who qualify under the Gateway Family preferences approved by City Council. To the extent that Pierce Road residents are positioned to purchase the new townhomes created at 335 Pierce Road, MidPen will work with the City to understand whether a preference for these former residents can be implemented on the new townhomes.

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Supporting Material #3: Site Control Documents

Included in the following attachments, these documents below demonstrate MidPen Housing Corporation's site control as well as the fact that the entity holding site control is the same entity applying for funds.

- A. MidPen Affiliated Entities Ownership Certification Letter
- B. Filed LLC-1 for MP 335 Pierce LLC
- C. MP 335 Pierce LLC Operating Agreement
- D. Grant Deed to Mid-Peninsula Half Moon Bay, Inc. for APN 062-013-170
- E. Deed of Trust with Assignment of Rents to Mid-Peninsula Half Moon Bay, Inc. for APN 062-013-170
- F. Grant Deed to MP 335 Pierce LLC for APN 062-013-170
- G. Assignment and Assumption of Loan to MP 335 Pierce LLC for APN 062-013-170
- H. Grant Deed to Mid-Peninsula Half Moon Bay, Inc. for APN 062-013-230
- I. Deed of Trust to Mid-Peninsula Half Moon Bay, Inc. for APN 062-013-230
- J. Grant Deed to MP 335 Pierce LLC for APN 062-013-230
- K. Assignment and Assumption of Loan to MP 335 Pierce LLC for APN 062-013-230

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January 22, 2021

Rhonda L. Coffman
City of Menlo Park
Community Development – Housing Division
701 Laurel Street
Menlo Park, CA 90425

RE: 335 Pierce Road

Dear Ms. Coffman:

MidPen Housing Corporation, a 501(c)(3) non-profit corporation, or one of its wholly-controlled, non-profit affiliates, will be the lead entity in all aspects of the development of the 335 Pierce Road redevelopment.

MP 335 Pierce LLC owns the 335 Pierce Road property (APNs 062-013-170 and 062-013-230). MP 335 Pierce LLC is a California limited liability company with a sole member and manager, Mid-Peninsula Half Moon Bay, Inc., a non-profit affiliate that is wholly controlled by MidPen Housing Corporation. MidPen Housing Corporation will be the developer of this 335 Pierce Road redevelopment project.

Sincerely,

DocuSigned by:

44296B7BFAAD4D5...

Jan M. Lindenthal
Chief Real Estate Development Officer
MidPen Housing Corporation

LLC-1

Articles of Organization of a Limited Liability Company (LLC)

201533710148

To form a limited liability company in California, you can fill out this form, and submit for filing along with:

- A \$70 filing fee.
- A separate, non-refundable \$15 service fee also must be included, if you drop off the completed form.

Important! LLCs in California may have to pay a minimum \$800 yearly tax to the California Franchise Tax Board. For more information, go to https://www.ftb.ca.gov.

LLCs may not provide "professional services," as defined by California Corporations Code sections 13401(a) and 13401.3.

Note: Before submitting the completed form, you should consult with a private attorney for advice about your specific business needs.

FILED Secretary of State State of California

NOV 25 2015

This Space For Office Use Only

For questions about this form, go to www.sos.ca.gov/business/be/filing-tips.htm.

LLC Name (List the proposed LLC name exactly as it is to appear on the records of the California Secretary of State.)

1 MP 335 Pierce LLC

Proposed LLC Name

The name must include: LLC, L.L.C., Limited Liability Company, Limited Liability Co., Ltd. Liability Co. or Ltd. Liability Company; and may not include: bank, trust, trustee, incorporated, inc., corporation, or corp., insurer, or insurance company. For general entity name requirements and restrictions, go to www.sos.ca.gov/business/be/name-availability.htm.

Purpose

2 The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the California Revised Uniform Limited Liability Company Act.

LLC Addresses

3 a. 303 Vintage Park Drive, Suite 250 Foster City CA 94404
Initial Street Address of Designated Office in CA - Do not list a P.O. Box City (no abbreviations) State Zip

b. Initial Mailing Address of LLC, if different from 3a City (no abbreviations) State Zip

Service of Process (List a California resident or a California registered corporate agent that agrees to be your initial agent to accept service of process in case your LLC is sued. You may list any adult who lives in California. You may not list an LLC as the agent. Do not list an address if the agent is a California registered corporate agent as the address for service of process is already on file.)

4 a. Matthew O. Franklin

Agent's Name

b. 303 Vintage Park Drive, Suite 250 Foster City CA 94404
Agent's Street Address (if agent is not a corporation) - Do not list a P.O. Box City (no abbreviations) State Zip

Management (Check only one.)

5 The LLC will be managed by:

- [x] One Manager [] More Than One Manager [] All Limited Liability Company Member(s)

This form must be signed by each organizer. If you need more space, attach extra pages that are 1-sided and on standard letter-sized paper (8 1/2" x 11"). All attachments are made part of these articles of organization.

By: Jan Lindenthal, Assistant Secretary of Mid-Peninsula Half Moon Bay Inc.

Organizer - Sign Here

Print your name here

Make check/money order payable to: Secretary of State
Upon filing, we will return one (1) uncertified copy of your filed document for free, and will certify the copy upon request and payment of a \$5 certification fee.

By Mail Secretary of State Business Entities, P.O. Box 944228 Sacramento, CA 94244-2280

Drop-Off Secretary of State 1500 11th Street., 3rd Floor Sacramento, CA 95814

ATTACHMENT
TO LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION
(LLC-1)
MP 335 PIERCE LLC (the "Company")

Additional Information:

Each member of this Company shall be a "Qualified Organization" which shall mean an organization that is exempt under Section 501(c)(3) of the Internal Revenue Code or under Section 23701(d) of the California Revenue and Taxation Code and that qualifies for exemption under Section 214 of the California Revenue and Taxation Code. Each "Qualifying Organization" shall have a valid, unrevoked letter from the Internal Revenue Service or the Franchise Tax Board, stating that it qualifies as an exempt organization under Section 501(3) of the Internal Revenue Code or under Section 23701(d) of the California Revenue and Taxation Code.

Each member is prohibited from transferring, directly or indirectly, its member interest to any person or entity which is not a Qualified Organization.

The Company is organized and operated exclusively for charitable purposes as specified in Section 214 of the California Revenue and Taxation Code and to further the following specific charitable purposes of its members: (1) to provide housing for low income persons, where no adequate housing exists for such groups; and (2) to serve as a general partner in a limited partnership which owns and operates housing for the benefit of low income persons who are in need of affordable, decent, safe and sanitary housing and related services. Any amendments to the articles of organization shall be consistent with the exempt purposes as specified in Section 214 of the California Revenue and Taxation Code.

All real and personal property owned by the Company shall be owned by and in the name of the Company and is irrevocably dedicated to charitable purposes as set forth in Sections 214 or 214.01 of the California Revenue and Taxation Code. No member shall have any ownership interest in such property in its individual name or right.

No distribution shall be made to any member which ceases to be a Qualified Organization.

Upon dissolution of the Company, all assets of the Company shall be distributed to an entity organized and operated exclusively for charitable purposes, as specified in Section 214 of the California Revenue and Taxation Code, and which has established tax-exempt status under Section 501(c)(3) of the Internal Revenue Code, or under Section 23701(d) of the Revenue and Taxation Code.

To the fullest extent permitted by law, for the purpose of qualifying for the Welfare Exemption under the rules of the California Board of Equalization, this limited liability company is prohibited from merging or converting into a for-profit entity.

201533710148



I hereby certify that the foregoing transcript of 2 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

DEC 03 2015 *imc*

Date: _____

Alex Padilla

ALEX PADILLA, Secretary of State

**OPERATING AGREEMENT
FOR
MP 335 PIERCE LLC**

The undersigned, the sole member of the company, does hereby enter into this contract and operating agreement for operation of the above named limited liability company, hereinafter referred to as the "Company."

**I
Contract and Intent of the Parties**

This operating agreement ("Agreement") is a contract between its parties (the member and the Company) and is enforceable against any party who violates its terms. All members must sign this operating agreement as a condition precedent of membership.

It is the specific intent of the parties to this Agreement to form a limited liability company that is to be treated as a disregarded entity until additional members, if any, gain membership and then the intent is that the entity be classified as a partnership for federal income tax purposes.

**II
Members**

Each member of this Company shall be a "Qualified Organization" which shall mean an organization that is exempt under Section 501(c)(3) of the Internal Revenue Code or under Section 23701(d) of the California Revenue and Taxation Code and that qualifies for exemption under Section 214 of the California Revenue and Taxation Code. Each "Qualifying Organization" shall have a valid, unrevoked letter from the Internal Revenue Service or the Franchise Tax Board, stating that it qualifies as an exempt organization under section 501(3) of the Internal Revenue Code or under section 23701(d) of the California Revenue and Taxation Code.

Each member is prohibited from transferring, directly or indirectly, its member interest to any person or entity which is not a Qualified Organization.

**III
Office**

The principal office of the Company in California is located at 303 Vintage Park Drive, Suite 250, Foster City, CA 94404, Attn: President. The Company may have such other offices, either within or without the state as the members may designate or as the business of the Company may require. The registered office of the Company as required by the Act to be maintained in the State of California may be, but need not be, identical with the principal office, if within the State of California, and may be changed from time to time by the members.

IV Purpose

The Company is formed for the purpose of operating exclusively for one or more exempt purposes as specified in section 214 of the California Revenue and Taxation Code pursuant to the provisions of the California Revised Limited Liability Company Act, Corporations Code 17701.01 – 17713.13, as the same may be amended from time to time (the “Act”) upon the terms and conditions contained in this Agreement. The rights and obligations of the members are as provided in the Act, except as provided herein.

The Company is organized and operated exclusively to further the following specific charitable purposes of its members: (1) to provide housing for low income persons, where no adequate housing exists for such groups; and (2) to serve as a general partner in a limited partnership which owns and operates housing for the benefit of low income persons who are in need of affordable, decent, safe and sanitary housing and related services.

V Duration of the Company

The Company shall commence on the date of the filing of the articles of organization with the Office of the California Secretary of State and shall exist in perpetuity unless otherwise dissolved pursuant to the terms of this Agreement.

VI Limitation of Company Activities

Notwithstanding any other provision of this Agreement, the Company is organized and operated exclusively to further exempt purposes as specified in Section 214 of the California Revenue and Taxation Code. Any amendments to this Agreement and the articles of organization shall be consistent with the exempt purposes as specified in Section 214 of the California Revenue and Taxation Code.

VII Dedication of Property

All real and personal property owned by the Company shall be owned by and in the name of the Company and is irrevocably dedicated to one or more exempt purposes as set forth in Sections 214 or 214.01 of the California Revenue and Taxation Code. No member shall have any ownership interest in such property in its individual name or right. Each member’s interest in the Company shall be personal property.

VIII
Allocation of Profits and Losses

The sole member has a 100% interest in capital, profits and losses. With only one member, the entity does not have standing for federal partnership tax treatment, but rather is treated as a disregarded entity. Therefore, the sole member treats the profits and losses for federal income tax purposes on the member's tax returns. Notwithstanding anything to the contrary, no distribution shall be made to any member which ceases to be a Qualified Organization.

IX
Capital Contributions

The Company shall have a single member, Mid-Peninsula Half Moon Bay, Inc., a California nonprofit public benefit corporation and Qualified Organization, which shall own 100% of the beneficial interest in the business and Company and shall make such capital contributions as it determines.

X
Rights and Duties of the Parties

This entity is to be managed by the sole member.

XI
Costs and Expenses

The member shall determine the compensation and expenses payable by the Company. The member may act in any capacity and serve with or without compensation.

XII
Indemnification

The member may indemnify any member, manager, employee or agent against expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him/her in connection with action, suit or proceeding, if the member determines that it acted in good faith in a manner reasonably believed to be in the best interest of the Company. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere or its equivalent, will not in itself create a presumption that the person did or did not act in good faith and in a manner which he/she reasonably believed to be in the best interest of the Company and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

XIII
Banking

All funds of the Company shall be deposited in its name in such checking account or accounts as shall be designated by the member. All withdrawals therefrom are to be made upon written bank instruments which must be signed by member.

XIV
Books

The Company books shall be maintained at the Company offices located at 303 Vintage Park Drive, Suite 250, Foster City, CA 94404, to be retained by the entity. The books shall be kept on a calendar year basis, and shall be closed and balanced at the end of each tax year. The Company hereby covenants and agrees to cause all known business transactions pertaining to the purpose of the Company, to be entered properly and completely into the books. The Company is to furnish copies of annual financial statements to the member to enable it to prepare its annual tax returns in a timely manner.

XV
Insurance

During the course of the term for which this Company is formed, the Company shall carry liability insurance in such amounts as are deemed appropriate by the member.

XVI
Voluntary Termination

If the Company is dissolved the member shall proceed with reasonable promptness to liquidate the Company. The assets of the Company shall be distributed in the following order:

A. To pay or provide for the payment of all Company liabilities to creditors other than members, and liquidating expenses and obligations; and

B. To an entity organized and operated exclusively for exempt purposes, as specified in Section 214 of the California Revenue and Taxation Code, and which has established tax-exempt status under Section 501(c)(3) of the Internal Revenue Code, or under Section 23701(d) of the California Revenue and Taxation Code.

XVII
Distributions

Prior to dissolution and at least annually as income is received by the Company, its accounts determined and tax returns filed, the member shall determine funds available for distribution. Upon liquidation, a reasonable reserve as determined by the member in amount shall be established to cover follow-on or subsequent complaint and warranty construction

requirements, if any. Liquidation of the Company need not be delayed provided that such amounts are properly escrowed and arrangement made for performance of such services as may be required in the interest of the Company. Escrows, reserves or liquidating accounts may be established as escrows or otherwise, which activity need not unduly delay the termination of the Company for all other purposes.

XVIII
Foreign Qualification

Management shall not permit the Company to engage in any business outside the State of California unless and until the Company has complied with the requirements necessary to qualify the Company as a foreign limited liability company in the jurisdiction in which the Company shall conduct business.

XIX
Merger

Management shall not permit the Company to merge or combine with, or convert into an entity organized for the private gain of any person.

IN WITNESS WHEREOF, the sole member has executed this operating agreement effective as of November 23, 2015.

Mid-Peninsula Half Moon Bay, Inc.,
a California nonprofit public benefit corporation

By: 
Jan Lindenthal, Assistant Secretary

14
RECORDING REQUESTED BY:

Old Republic Title Company

Escrow No.: 1117015911
APN: 062-013-170, JPN 62-1-013-3-A & 62-1-013-18

When Recorded Mail Document and Tax Statements to:

Mid-Peninsula Half Moon Bay, Inc., a California
nonprofit public benefit corp
303 Vintage Park Dr., Ste. 250
Foster City, CA 94404

2015-127831

OLD REPUBLIC TITLE COMPANY
8:00 am 12/04/15 DE Fee: 21.00
Count of Pages 3 MP
Recorded in Official Records
County of San Mateo
Mark Church
Assessor-County Clerk-Recorder



SPACE ABOVE THIS LINE IS FOR RECORDER'S USE

Grant Deed

The undersigned grantor(s) declare(s):
Documentary Transfer Tax is \$1,606.00
 (X) computed on full value of property conveyed, or
 () computed on full value less of liens and encumbrances remaining at time of sale.
 () Unincorporated area: (X) City of Menlo Park

FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged,
Jose L. Martinez, Trustee of The J. Martinez Revocable Trust dated 11/8/14

hereby GRANT(S) to
Mid-Peninsula Half Moon Bay, Inc., a California nonprofit public benefit corp
that property in City of Menlo Park, San Mateo County, State of California, described as:
See "Exhibit A" attached hereto and made a part hereof.

Date: October 28, 2015

The J. Martinez Revocable Trust dated 11/8/14

By: 
Jose L. Martinez, Trustee

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of CA
County of SAN MATEO

On 21ST NOVEMBER, 2015 before me, PEGGY W. WU NOTARY PUBLIC a Notary Public, personally appeared JOSE L. MARTINEZ, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.
Signature: *Peggy W. Wu*

Name: PEGGY W. WU NOTARY PUBLIC
(Typed or Printed)

(Seal)

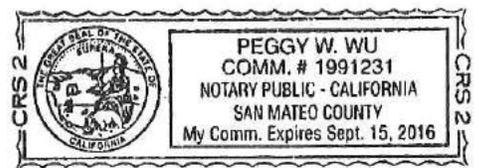


EXHIBIT A

The land referred to is situated in the County of San Mateo, City of Menlo Park, State of California, and is described as follows:

PARCEL ONE:

LOTS 5 and 6, BLOCK 4, as delineated upon that certain Map entitled "BLOCKS 1 TO 17, BELLE HAVEN CITY, SAN MATEO COUNTY, CALIFORNIA", filed for record in the Office of the Recorder of the County of San Mateo, State of California, on October 11th, 1930 in Book 18 of Maps, at Pages 43, 44 and 45.

EXCEPTING THEREFROM: the Southwesterly 26.50 feet of said Lots, as described in Deeds to the State of California, recorded November 12, 1953 in Book 2497 of Official Records at Page 670 (File No. 18588-L), Records of San Mateo county, California, as to Lot 5, recorded November 14, 1955 in Book 2914 of Official Records at Page 303 (File No. 3483-N), as to Lot 6, Records of San Mateo County, California.

PARCEL TWO:

The Southwesterly 1/2 of a 20 foot wide "Alley" lying adjacent to the Lots described in Parcel One above, as said alley was abandoned by Resolution #2704 of the City Council of Menlo Park, recorded November 5, 1974, in Book 6737 of Official Records at Page 418 (File No. 1082-AI), Records of San Mateo County, California.

A.P.N. 062-013-170

J.P.N. 62-1-013-3-A. & J.P.N. 62-1-013-18.

Recorded at the Request of
Old Republic Title Company-
Oakland

117015911

2015-127832

OLD REPUBLIC TITLE COMPANY
8:00 am 12/04/15 DT AS Fee: 45.00
Count of Pages 6
Recorded in Official Records
County of San Mateo
Mark Church
Assessor-County Clerk-Recorder



When recorded mail to:

MidPen Housing Corporation
303 Vintage Park, Drive, Suite 250
Foster City, CA 94404

DEED OF TRUST WITH ASSIGNMENT OF RENTS

This DEED OF TRUST, made this 19th day of October, 2015, between

MID-PENINSULA HALF MOON BAY, INC., a California nonprofit public benefit corporation

herein called **TRUSTOR**,

whose address is 303 Vintage Park Drive, Suite 250, Foster City, CA 94404.

OLD REPUBLIC TITLE COMPANY, herein called **TRUSTEE**, and

MIDPEN HOUSING CORPORATION, a California nonprofit public benefit corporation,

herein called **BENEFICIARY**.

Trustor irrevocably grants, transfers and assigns to Trustee in Trust, with Power of Sale that property in Menlo Park in the County of San Mateo, State of CALIFORNIA, described as follows (the "Property"):

SEE **EXHIBIT A** ATTACHED HERETO AND BY REFERENCE MADE A PART HEREOF

Together with the rents, issues and profits thereof, subject, however, to the right, power and authority hereinafter given to and conferred upon Beneficiary to collect and apply such rents, issues and profits.

FOR THE PURPOSE OF SECURING (1) payment of the sum of **\$1,520,000** with interest thereon according to the terms of a promissory note or notes of even date herewith made by TRUSTOR, payable to order of BENEFICIARY, and extensions or renewals thereof; (2) the performance of each agreement of TRUSTOR incorporated by reference or contained herein or reciting it is so secured; (3) payment of additional sums and interest thereon which may hereafter be loaned to Trustor, or its successors or assigns, when evidenced by a promissory note or notes reciting that they are secured by this Deed of Trust.

A. To protect the security of this Deed of Trust, and with respect to the property above described, Trustor agrees:

(1) To keep said property in good condition and repair; not to remove or demolish any building thereon; to complete or restore promptly and in good and workmanlike manner any building which may be constructed, damaged or destroyed thereon and to pay when due all claims for labor performed and materials furnished therefor; to comply with all laws affecting said property or requiring any alterations or improvements to be made thereon; not to commit or permit waste thereof; not to commit, suffer or permit any act upon said property in violation of the law; to cultivate, irrigate, fertilize, fumigate, prune and do all other acts which from the character or use of said property may be reasonably necessary, the specific enumerations herein not excluding the general.

(2) To provide, maintain and deliver to Beneficiary fire insurance satisfactory to and with loss payable to Beneficiary. The amount collected under any fire or other insurance policy may be applied by Beneficiary upon any indebtedness secured hereby and in such order as beneficiary may determine, or at option of Beneficiary the entire amount so collected or any part thereof may be released to Trustor. Such application or release shall not cure or waive any default or notice of default hereunder or invalidate any act done pursuant to such notice.

(3) To appear in and defend any action or proceeding purporting to affect the security hereof or the rights or powers of Beneficiary or Trustee; and to pay all costs and expenses, including cost of evidence of title and attorney's fees in a reasonable sum, in any action or proceeding in which Beneficiary or Trustee may appear, and in any suit brought by Beneficiary to foreclose this Deed of Trust.

(4) To pay: at least ten days before delinquency all taxes and assessments affecting said property, including assessments on appurtenant water stock; when due, all encumbrances, charges and liens, with interest, on said property or any part thereof, which appear to be prior or superior hereto; all costs, fees and expenses of this Trust.

Should Trustor fail to make any payment or to do any act as herein provided, then Beneficiary or Trustee, but without obligation so to do and without notice to or demand upon Trustor and without releasing Trustor from any obligation hereof, may: make or do the same in such manner and to such extent as either may deem necessary to protect the security hereof, Beneficiary or Trustee being authorized to enter upon said property for such purposes; appear in and defend any action or proceeding purporting to affect the security hereof or the rights or powers of Beneficiary or Trustee; pay, purchase, contest or compromise any encumbrance, charge, or lien which in the judgment of either appears to be prior or superior hereto; and, in exercising any such powers, pay necessary expenses, employ counsel and pay his or her reasonable fees.

(5) To pay immediately and without demand all sums so expended by Beneficiary or Trustee, with interest from date of expenditure at the amount allowed by law in effect at the date hereof, and to pay for any statement provided for by law in effect at the date hereof regarding the obligation secured hereby, any amount demanded by the Beneficiary not to exceed the maximum allowed by law at the time when said statement is demanded.

(6) That any award of damages in connection with any condemnation for public use of or injury to said property or any part thereof is hereby assigned and shall be paid to Beneficiary who may apply or release such moneys received by him or her in the same manner and with the same effect as above provided for disposition or proceeds of fire or other insurance.

(7) That by accepting payment of any sum secured hereby after its due date, Beneficiary does not waive his or her right either to require prompt payment when due of all other sums so secured or to declare default for failure so to pay.

(8) That at any time or from time to time, without liability therefor and without notice, upon written request of Beneficiary and presentation of this Deed and said note for endorsement, and without affecting the personal liability or any person for payment of the indebtedness secured hereby, Trustee may: reconvey any part of said property; consent to making of any map or plat thereof; join in granting any easement thereon; or join in any extension agreement or any agreement subordinating the lien or charge hereof.

(9) That upon written request of Beneficiary stating that all sums secured hereby have been paid, and upon surrender of this Deed and said note to Trustee for cancellation and retention or other disposition as Trustee in its sole discretion may choose and upon payment of its fees, Trustee shall reconvey, without warranty, the property then held hereunder. The recitals in such reconveyance of any matters or facts shall be conclusive proof of the truthfulness thereof. The Grantee in such reconveyance may be described as "the person or persons legally entitled thereto."

(10) That as additional security, Trustor hereby gives to and confers upon Beneficiary the right, power and authority, during the continuance of these Trusts, to collect the rents, issues and profits of said property, reserving unto Trustor the right, prior to any default by Trustor in payment of any indebtedness secured hereby or in performance of any agreement hereunder, to collect and retain such rents, issues and profits as they become due and payable. Upon any such default, Beneficiary may at any time without notice, either in person, by agent, or by a receiver to be appointed by a court, and without regard to the adequacy of any security for the indebtedness hereby secured, enter upon and take possession of said property or any part thereof, in his or her own name sue for or otherwise collect such rents, issues, and profits, including those past due and unpaid, and apply the same, less costs and expenses of operation and collection, including reasonable attorney's fees, upon any indebtedness secured hereby, and in such order as Beneficiary may determine. The entering upon and taking possession of said property, the collection of such rents, issues and profits and the application thereof as aforesaid, shall not cure or waive any default or notice of default hereunder or invalidate any act done pursuant to such notice.

(11) That upon default by Trustor in payment of any indebtedness secured hereby or in performance of any agreement hereunder, Beneficiary may declare all sums secured hereby immediately due and payable by delivery to Trustee of written declaration of default and demand for sale and of written notice of default and of election to cause to be sold said property, which notice Trustee shall cause to be filed for record. Beneficiary also shall deposit with Trustee this Deed, said note and all documents evidencing expenditures secured hereby.

After the lapse of such time as may then be required by law following the recordation of said notice of default, and notice of sale having been given as then required by law, Trustee without demand on Trustor, shall sell said property at the time and place fixed by it in said notice of sale, either as a whole or in separate parcels, and in such order as it may determine, at public auction to the highest bidder for cash in lawful money of the United States, payable at time of sale. Trustee may postpone sale of all or any portion of said property by public announcement at such time and place of sale, and from time to time thereafter may postpone such sale by public announcement at the time fixed by the preceding postponement. Trustee shall deliver to such purchaser its deed conveying the property so sold, but without any covenant or warranty, express or implied. The recitals in such deed of any matters or facts shall be conclusive proof of the truthfulness thereof. Any person, including Trustor, Trustee, or Beneficiary as hereinafter defined, may purchase at such sale.

After deducting all costs, fees and expenses of Trustee and of this Trust, including cost of evidence of title in connection with sale, Trustee shall apply the proceeds of sale to payment of: all sums expended under the terms hereof, not then repaid, with accrued interest at the amount allowed by law in effect at the date hereof; all other sums then secured hereby; and the remainder, if any, to the person or persons legally entitled thereto.

(12) Beneficiary, or any successor in ownership of any indebtedness secured hereby, may from time to time, by instrument in writing, substitute a successor or successors to any Trustee named herein or acting hereunder, which instrument, executed by the Beneficiary and duly acknowledged and recorded in the office of the recorder of the county or counties where said property is situated, shall be conclusive proof of proper substitution of such successor Trustee or Trustees, who shall, without conveyance from the Trustee predecessor, succeed to all its title, estate, rights, powers and duties. Said instrument must contain the name of the original Trustor, Trustee and Beneficiary hereunder, the book and page where this Deed is recorded and the name and address of the new Trustee.

(13) That this Deed applies to, inures to the benefit of, and binds all parties hereto, their heirs, legatees, devisees, administrators, executors, successors, and assigns. The term Beneficiary shall mean the owner and holder, including pledgees, of the note secured hereby, whether or not named as Beneficiary herein. In this Deed, whenever the context so requires, the masculine gender includes the feminine and/or the neuter, and the singular number includes the plural.

(14) The Trustee accepts this Trust when this Deed, duly executed and acknowledged, is made a public record as provided by law. Trustee is not obliged to notify any party hereto of pending sale under any other Deed of Trust or of any action or proceeding in which Trustor, Beneficiary or Trustee shall be a party unless brought by Trustee.

(15) Beneficiary may charge for a statement regarding the obligation secured hereby, provided the charge thereof does not exceed the maximum allowed by laws.

The undersigned Trustor, requests that a copy of any notice of default and any notice of sale hereunder be mailed to him or her at his or her address hereinbefore set forth.

Trustor:

MID-PENINSULA HALF MOON BAY, INC.,
a California nonprofit public benefit corporation

By: [Signature]
Name: Matthew O. Franklin
Its: Assistant Secretary

[SIGNATURE MUST BE NOTARIZED]

**See Attached
Certificate**

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California)

County of _____)

On _____ before me, _____, Notary Public, a Notary Public in and for said State, personally appeared, _____, who proved to me the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her their authorized capacity(ies), and that by his/her/their signature (s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under penalty of perjury under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature _____

ACKNOWLEDGMENT

California All-Purpose Acknowledgment

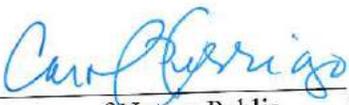
A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

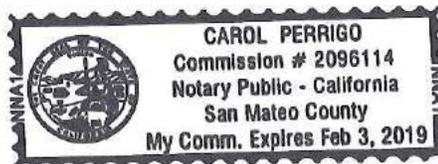
STATE OF CALIFORNIA }
COUNTY OF SAN MATEO } SS.

On October 21, 2015 before me, Carol Perrigo, Notary Public, personally appeared Matthew O. Franklin, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under **PENALTY OF PERJURY** under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.


Signature of Notary Public *LS*





Attached Loose Certificate, Acknowledgment for document:

335 Pierce Road - Deed of Trust with Assignment of Rents

EXHIBIT A
LEGAL DESCRIPTION

The land in the County of San Mateo, City of Menlo Park, State of California, and is described as follows:

PARCEL ONE:

LOTS 5 and 6, BLOCK 4, as delineated upon that certain Map entitled "BLOCKS 1 TO 17, BELLE HAVEN CITY, SAN MATEO COUNTY, CALIFORNIA", filed for record in the Office of the Recorder of the County of San Mateo, State of California, on October 11th, 1930 in Book 18 of Maps, at Pages 43, 44 and 45.

EXCEPTING THEREFROM: the Southwesterly 26.50 feet of said Lots, as described in Deeds to the State of California, recorded November 12, 1953 in Book 2497 of Official Records at Page 670 (File No. 18588-L), Records of San Mateo county, California, as to Lot 5, recorded November 14, 1955 in Book 2914 of Official Records at Page 303 (File No. 3483-N), as to Lot 6, Records of San Mateo County, California.

PARCEL TWO:

The Southwesterly 1/2 of a 20 foot wide "Alley" lying adjacent to the Lots described in Parcel One above, as said alley was abandoned by Resolution #2704 of the City Council of Menlo Park, recorded November 5, 1974, in Book 6737 of Official Records at Page 418 (File No. 1082-AI), Records of San Mateo County, California.

A.P.N. 062-013-170 J.P.N. 62-1-013-3-A. & J.P.N. 62-1-013-18.

Recorded at the Request of
Old Republic Title Company-
Oakland

1117015911

**RECORDING REQUESTED BY AND
WHEN RECORDED MAIL TO:**

MP 335 Pierce LLC
c/o MidPen Housing Corporation
303 Vintage Park Drive, Suite 250
Foster City, CA 94404
Attn: Jan Lindenthal

2016-016555

OLD REPUBLIC TITLE COMPANY
8:00 am 02/25/16 DE Fee: 21.00
Count of Pages 3
Recorded in Official Records
County of San Mateo
Mark Church
Assessor-County Clerk-Recorder



SPACE ABOVE THIS LINE FOR RECORDER'S USE

A.P.N. 062-013-170

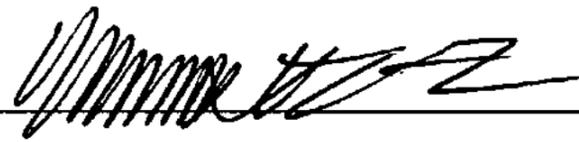
Not tax due Pursuant to RPT 11925(d) - Grantor & Grantee are comprised of the same parties & their interest remains the same immediately following recording

GRANT DEED

FOR VALUABLE CONSIDERATION, receipt of which is hereby acknowledged, **MID-PENINSULA HALF MOON BAY, INC.,** a California non-profit public benefit corporation, hereby GRANT(S) to **MP 335 PIERCE LLC**, a California limited liability company, that certain real property in the City of Menlo Park, County of San Mateo, State of California, more particularly described in Exhibit A, attached hereto and made a part hereof.

Dated: February 23, 2016

MID-PENINSULA HALF MOON BAY, INC., a
California non-profit public benefit corporation

By: 

Name: Matthew O. Franklin

Its: President/Assistant Secretary

Mail Tax Statements To: Same Address as Above.

3P

ACKNOWLEDGMENT

California All-Purpose Acknowledgment

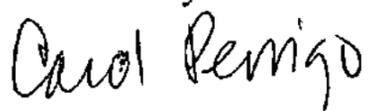
A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

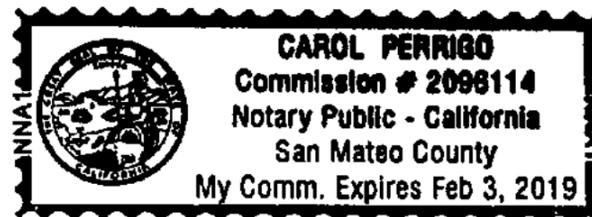
STATE OF CALIFORNIA }
COUNTY OF SAN MATEO } SS.

On February 23, 2016 before me, Carol Perrigo, Notary Public, personally appeared Matthew O. Franklin, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under **PENALTY OF PERJURY** under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.


Signature of Notary Public *LS*




Attached Loose Certificate, Acknowledgment for document:

335 Pierce LLC - Grant Deed

EXHIBIT A

The land referred to is situated in the County of San Mateo, City of Menlo Park, State of California, and is described as follows:

PARCEL ONE:

LOTS 5 and 6, BLOCK 4, as delineated upon that certain Map entitled "BLOCKS 1 TO 17, BELLE HAVEN CITY, SAN MATEO COUNTY, CALIFORNIA", filed for record in the Office of the Recorder of the County of San Mateo, State of California, on October 11th, 1930 in Book 18 of Maps, at Pages 43, 44 and 45.

EXCEPTING THEREFROM: the Southwesterly 26.50 feet of said Lots, as described in Deeds to the State of California, recorded November 12, 1953 in Book 2497 of Official Records at Page 670 (File No. 18588-L), Records of San Mateo county, California, as to Lot 5, recorded November 14, 1955 in Book 2914 of Official Records at Page 303 (File No. 3483-N), as to Lot 6, Records of San Mateo County, California.

PARCEL TWO:

The Southwesterly 1/2 of a 20 foot wide "Alley" lying adjacent to the Lots described in Parcel One above, as said alley was abandoned by Resolution #2704 of the City Council of Menlo Park, recorded November 5, 1974, in Book 6737 of Official Records at Page 418 (File No. 1082-AI), Records of San Mateo County, California.

A.P.N. 062-013-170

J.P.N. 62-1-013-3-A. & J.P.N. 62-1-013-18.

Recorded at the Request of
Old Republic Title Company-
Oakland

1170 Fall

2016-016556

OLD REPUBLIC TITLE COMPANY
8:00 am 02/25/16 AS Fee: 27.00
Count of Pages 5
Recorded in Official Records
County of San Mateo
Mark Church
Assessor-County Clerk-Recorder

RECORDING REQUESTED BY:

MP 335 Pierce, LLC

AND WHEN RECORDED MAIL TO:

MP 335 Pierce, LLC
c/o MidPen Housing Corporation
303 Vintage Park Drive, Suite 250
Foster City, CA 94404



SPACE ABOVE THIS LINE FOR RECORDER'S USE

SP

ASSIGNMENT AND ASSUMPTION OF LOAN DOCUMENTS

This Assignment and Assumption of Loan Documents (this "Assignment") is made and entered into as of February 23, 2016 (the "Effective Date"), by and between Mid-Peninsula Half Moon Bay, Inc., a California non-profit public benefit corporation (the "Assignor"), and MP 335 Pierce, LLC, a California limited liability company (the "Company"), with reference to the following facts:

Recitals

- A. Assignor is the borrower under that certain Promissory Note dated October 19, 2015 in the original principal amount of \$1,520,000 (the "Note") in favor of MidPen Housing Corporation, a California non-profit public benefit corporation ("Lender"), and the trustor under that certain Deed of Trust with Assignment of Rents dated October 19, 2015, and recorded December 4, 2015, in the Official Records of San Mateo County, California, as Document No. 2015-127832 (the "Deed of Trust") against certain real property in the City of Menlo Park, County of San Mateo, State of California, commonly known as 335 Pierce Road (A.P.N. 062-013-170), more particularly described in Exhibit A. The Deed of Trust secures the Note. Together, the Note and the Deed of Trust are referred to as the "Loan Documents".
- B. Concurrently with the recordation of this Assignment, Assignor has transferred and conveyed to Assignee the Property in consideration for the sole membership interest in Assignee.
- C. Assignor desires to assign to Assignee all of Assignor's right, title, and interest in and to the Loan Documents, and Assignee desires to accept such assignment and to assume the obligations of Assignor under the Loan Documents, on the terms and conditions set forth below.

AGREEMENT

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee agree as follows:

- I. Assignor hereby sells, transfers, conveys, and assigns to Assignee all of Assignor's right, title, and interest in and to the Loan Documents, and the foregoing shall be without recourse or warranty of any kind, express or implied.

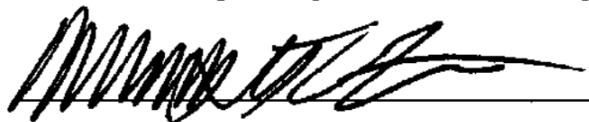
- II. Subject to Section I, above, Assignee accepts this Assignment, and Assignee agrees to: (A) be bound by all the terms and provisions of the Loan Documents, (B) assume any and all liabilities under the Loan Documents, and (C) perform, pay, and discharge in full when due, all of Assignor's liabilities and obligations related to, or otherwise associated with, the Loan Documents.

- III. This Assignment shall be governed by and construed in accordance with the laws of the State of California. This Assignment constitutes the entire agreement among the parties relating to the subject hereof and supersedes all prior understandings between the parties relating to the subject hereof whether written or oral. No waiver of any rights or remedies by any party to this Assignment shall constitute a waiver of any future or other right or remedy by that party. If any provision of this Assignment shall be held to be invalid, void or unenforceable, the remainder of this Assignment shall remain in full force and effect without being affected, impaired, or invalidated thereby. Time is of the essence in this Assignment. This Assignment may be signed in two or more counterparts, each of which shall be deemed an original but all of which shall together constitute one and the same instrument.

IN WITNESS WHEREOF, the parties execute this Assignment as of the Effective Date.

Assignor:

MID-PENINSULA HALF MOON BAY, INC.,
A California non-profit public benefit corporation

By: 

Name: Matthew O. Franklin

Its: President/Assistant Secretary

Assignee:

MP 335 PIERCE LLC, a
California limited liability company

By: Mid-Peninsula Half Moon Bay, Inc.,

By: 

Name: Matthew O. Franklin

Its: President/Assistant Secretary

CONSENT OF LENDER AND RELEASE

MidPen Housing Corporation, a California corporation (“**Lender**”) hereby consents to the foregoing Assignment and Assumption of Loan Documents between Mid-Peninsula Half Moon Bay, Inc., a California corporation, and MP 335 Pierce, LLC, a California limited liability company, in connection with the loan in the original principal amount of One Million Five Hundred Twenty Thousand Dollars (\$1,520,000.00) (the “**Loan**”) evidenced by that certain Promissory Note dated October 19, 2015, secured by that certain Deed of Trust with Assignment of Rents of even date encumbering the real property commonly known as 335 Pierce Road, Menlo Park, CA (the “**Property**”). Lender hereby releases Mid-Peninsula Half Moon Bay, Inc. from any liability for repayment of the principal and interest under the Loan Documents, as defined in the Assignment and Assumption of Loan Documents, and all other obligations under the Loan Documents.

Lender:

MidPen Housing Corporation, a
California corporation

By: 
Name: Matthew O. Franklin
Its: President/Assistant Secretary

EXHIBIT A

The land referred to is situated in the County of San Mateo, City of Menlo Park, State of California, and is described as follows:

PARCEL ONE:

LOTS 5 and 6, BLOCK 4, as delineated upon that certain Map entitled "BLOCKS 1 TO 17, BELLE HAVEN CITY, SAN MATEO COUNTY, CALIFORNIA", filed for record in the Office of the Recorder of the County of San Mateo, State of California, on October 11th, 1930 in Book 18 of Maps, at Pages 43, 44 and 45.

EXCEPTING THEREFROM: the Southwesterly 26.50 feet of said Lots, as described in Deeds to the State of California, recorded November 12, 1953 in Book 2497 of Official Records at Page 670 (File No. 18588-L), Records of San Mateo county, California, as to Lot 5, recorded November 14, 1955 in Book 2914 of Official Records at Page 303 (File No. 3483-N), as to Lot 6, Records of San Mateo County, California.

PARCEL TWO:

The Southwesterly 1/2 of a 20 foot wide "Alley" lying adjacent to the Lots described in Parcel One above, as said alley was abandoned by Resolution #2704 of the City Council of Menlo Park, recorded November 5, 1974, in Book 6737 of Official Records at Page 418 (File No. 1082-AI), Records of San Mateo County, California.

A.P.N. 062-013-170

J.P.N. 62-1-013-3-A. & J.P.N. 62-1-013-18.

ACKNOWLEDGMENT

California All-Purpose Acknowledgment

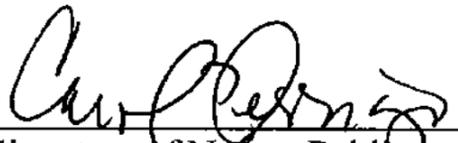
A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

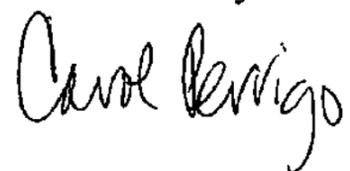
STATE OF CALIFORNIA }
COUNTY OF SAN MATEO } SS.

On February 23, 2016 before me, Carol Perrigo, Notary Public, personally appeared Matthew O. Franklin, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under **PENALTY OF PERJURY** under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature of Notary Public *LS*




Attached Loose Certificate, Acknowledgment for document:

335 Pierce LLC - Assignment & Assumption of Loan Documents

RECORDING REQUESTED BY:

Old Republic Title Company

Escrow No.: 1117016116
APN: 062-013-230

When Recorded Mail Document and Tax Statements to:

Mid-Peninsula Half Moon Bay, Inc., a California
nonprofit public benefit corpor
303 Vintage Park Drive, Suite 250
Foster City, CA 94404

2016-005221

12:08 pm 01/21/16 DE Fee: 24.00
Count of Pages 4 MP
Recorded in Official Records
County of San Mateo
Mark Church
Assessor-County Clerk-Recorder



SPACE ABOVE THIS LINE IS FOR RECORDER'S USE

Grant Deed

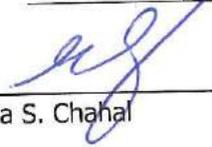
49

The undersigned grantor(s) declare(s):
Documentary Transfer Tax is \$1,320.00
 (X) computed on full value of property conveyed, or
 () computed on full value less of liens and encumbrances remaining at time of sale.
 () Unincorporated area: (X) City of Menlo Park

FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged,
Gulzara S. Chahal

hereby GRANT(S) to
Mid-Peninsula Half Moon Bay, Inc., a California nonprofit public benefit corporation
that property in City of Menlo Park, San Mateo County, State of California, described as:
See "Exhibit A" attached hereto and made a part hereof.

Date: December 08, 2015



Gulzara S. Chahal



A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California
County of Santa Clara

On December 21, 2015 before me, Susan J. Goulet a Notary Public, personally appeared Gulzara S. Chahal who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature: *Susan J. Goulet*
Name: Susan J. Goulet
(Typed or Printed)

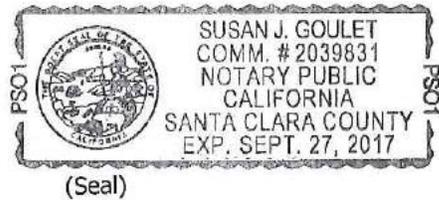


EXHIBIT A

The land referred to is situated in the County of San Mateo, City of Menlo Park, State of California, and is described as follows:

Parcel One:

Lots 7 and 8, Block 4, as shown on that certain Map entitled, "Blocks 1 to 17 Belle Haven City, San Mateo County, California", filed in the Office of the Recorder of the County of San Mateo, State of California on October 11, 1930 in Book 18 of Maps at Pages 43, 44 and 45.

EXCEPTING THEREFROM that certain Parcel of Land described as Parcel 2 in that certain Deed from Mildred R. Howard to State of California dated May 11, 1954 and Recorded October 27, 1954 in Book 2676 of Official Records at Page 560, Records of San Mateo County, California.

Parcel Two:

Portion of Amador Avenue as shown on the certain Map entitled, "Blocks 1 to 17 Belle Haven City, San Mateo County, California", filed in the Office of the Recorder of the County of San Mateo, State of California on October 11, 1930 in Book 18 of Maps at Pages 43, 44 and 45, and as abandoned by Resolution No. 1319 of City Council of the City of Menlo Park, Recorded in Book 3307 of Official Records at Page 285, being more particularly described as follows:

Beginning at the most Easterly corner of Lot 8 in Block 4 as shown on said Map above mentioned, thence from said point of beginning along the Southeasterly line of Lot 8, S. 21° 43' W. 82.27 feet to the intersection thereof with the Northwesterly line of Frontage Road of Bayshore Freeway; thence along last mentioned Line S. 53° 40' E. 25.84 feet to the center line of said Amador Avenue abandoned; thence along said center line N. 21° 43' E. 82.27 feet to the intersection thereof with the Southeasterly prolongation of the Northeasterly line of said Lot 8; thence along said last mentioned line N. 53° 40' W. 25.84 feet to the point of beginning.

Parcel Three:

Portion of the 20 feet alley lying Northerly and adjacent to the property hereinabove described as abandoned by Resolution 2704 of the City County of Menlo Park, Recorded November 15, 1974 in Book 6737, Page 418 Official Records, said property being 10 feet in width.

Parcel Four:

Portion of Amador Avenue and a portion of the 20 foot Alley, as shown on that certain Map entitled, "Blocks 1 to 17 Belle Haven City, San Mateo County, California", filed in the Office of the Recorder of the County of San Mateo, State of California on October 11, 1930 in Book 18 of Maps at Pages 43, 44 and 45, as said portion of Amador Avenue was abandoned by Resolution No. 1319 of the City Council of the City of Menlo Park, Recorded in Book 3307 of Official Records of San Mateo County at Page 285 (97395-P), and as said portion of the 20 foot Alley was abandoned by Resolution 2704 of the City County of Menlo Park, Recorded November 15,

1974 in Book 6737, Page 418 Official Records, said property being 10 feet in width, being more particularly described as follows:

Beginning at the most Northerly corner of Lot 1 in Block 9 as shown on the above mentioned Map; thence from said point of beginning along the Northwesterly line of said Lot 1; South $21^{\circ} 43'$ West 82.27 feet to the intersection thereof with the Northeasterly line of Frontage Road of Bayshore Freeway; thence along said last mentioned line North $53^{\circ} 40'$ West 25.84 feet to the center line of said Amador Avenue abandoned; thence along said center line North $21^{\circ} 43'$ East to the intersection thereof with the center line of the abandoned alley adjacent to the Blocks 4 and 9, as shown on the above mentioned Map; thence South $53^{\circ} 40'$ East along said center line of abandoned alley to the Northeasterly prolongation of said Northeasterly line of Lot 1, thence South $21^{\circ} 43'$ West along said prolongation to the point of beginning.

APN: 062-013-230

JPN: 062-001-013-04, 09, 15 and 16

117A0611P



Recording requested by
and when recorded mail to:

MidPen Housing Corporation
303 Vintage Park Drive, Ste 250
Foster City, CA 94404
Attn: Felix AuYeung

SPACE ABOVE THIS LINE FOR RECORDER'S USE

8

DEED OF TRUST WITH ASSIGNMENT OF RENTS
(This Deed of Trust contains an acceleration clause)

This DEED OF TRUST made as of January 4, 2016, between **Mid-Peninsula Half Moon Bay, Inc., a California non-profit public benefit corporation**, herein called TRUSTOR, whose address is 303 Vintage Park Drive, Suite 250, Foster City, California, 94404, **OLD REPUBLIC TITLE COMPANY**, a California corporation, herein called TRUSTEE, and **MidPen Housing Corporation, a California non-profit public benefit corporation**, herein called BENEFICIARY.

WITNESSETH: That Trustor grants to Trustee in Trust, with Power of Sale, that property in the City of Menlo Park, County of San Mateo, State of California (the "Property"), more particularly described in Exhibit A, attached hereto and made a part hereof.

together with the rents, issues and profits thereof, subject, however, to the right, power and authority hereinafter given to and conferred upon Beneficiary to collect and apply such rents, issues and profits, for the purpose of securing (1) payment of the sum of \$1,260,000, or so much thereof has been advanced by Beneficiary to Trustor and remains outstanding, with interest thereon according to the terms of a promissory note or notes of even date herewith made by Trustor, payable to order of Beneficiary, and extensions or renewals thereof, (2) the performance of each agreement of Trustor incorporated by reference or contained herein and (3) payment of additional sums and interest thereon which may hereafter be loaned to Trustor, or his successors or assigns, when evidenced by a promissory note or notes reciting that they are secured by this Deed of Trust.

To protect the security of this Deed of Trust, and with respect to the property above described, Trustor expressly makes each and all of the agreements, and adopts and agrees to perform and be bound by each and all of the terms and provisions set forth in subdivision A, and it is mutually agreed that each and all of the terms and provisions set forth in subdivision B of the fictitious deed of trust recorded in Orange County August 17, 1964, and in all other counties August 18, 1964, in the book and at the page of Official Records in the office of the county recorder of the county where said property is located, noted below opposite the name of such county, namely:

COUNTY	BOOK	PAGE	COUNTY	BOOK	PAGE	COUNTY	BOOK	PAGE	COUNTY	BOOK	PAGE
Alameda	1288	556	Kings	858	713	Placer	1028	378	Sierra	38	187
Alpine	3	130-31	Lake	437	110	Plumas	166	1307	Siskiyou	506	762
Amador	133	438	Lassen	192	367	Riverside	3778	347	Solano	1287	621
Butte	1330	513	Los Angeles	T-3878	874	Sacramento	5039	124	Sonoma	2067	427
Calaveras	185	338	Madera	911	136	San Benito	300	405	Stanislaus	1970	56
Colusa	323	391	Marin	1849	122	San Bernardino	6213	768	Sutter	655	585
Contra Costa	4684	1	Mariposa	90	453	San Francisco	A-804	596	Tehama	457	183
Del Norte	101	549	Mendocino	667	99	San Joaquin	2855	283	Trinity	108	595
El Dorado	704	635	Merced	1660	753	San Luis Obispo	1311	137	Tulare	2530	108
Fresno	5052	623	Modoc	191	93	San Mateo	4778	175	Tuolumne	177	160
Glenn	469	76	Mono	69	302	Santa Barbara	2065	881	Ventura	2607	237
Humboldt	801	83	Monterey	357	239	Santa Clara	6626	664	Yolo	769	16
Imperial	1189	701	Napa	704	742	Santa Cruz	1638	607	Yuba	398	693
Inyo	165	672	Nevada	363	94	Shasta	800	633			

shall inure to and bind the parties hereto, with respect to the property above described. Said agreements, terms and provisions contained in said subdivisions A and B, (identical in all counties, and printed on pages 3 and 4 hereof) are by the within reference thereto, incorporated herein and made a part of this Deed of Trust for all purposes as fully as if set forth at length herein, and Beneficiary may charge for a statement regarding the obligation secured hereby, provided the charge therefor does not exceed the maximum allowed by law.

If the trustor shall sell, convey or alienate said property, or any part thereof, or any interest therein, or shall be divested of his title or any interest therein in any manner or way, whether voluntarily or involuntarily, without the written consent of the beneficiary being first had and obtained, beneficiary shall have the right, at its option, except as prohibited by law, to declare any indebtedness or obligations secured hereby, irrespective of the maturity date specified in any note evidencing the same immediately due and payable. Alienation shall include, but shall not be limited to, the creation of a lien or other encumbrance on said property or any part thereof.

The undersigned Trustor, requests that a copy of any notice of default and any notice of sale hereunder be mailed to him at his address hereinbefore set forth.

Signature of Trustor:

Mid-Peninsula Half Moon Bay, Inc., a California nonprofit public benefit corporation

By: 

Name: Matthew O. Franklin
Title: President/Assistant Secretary

TO BE NOTARIALY ACKNOWLEDGED

ACKNOWLEDGMENT

California All-Purpose Acknowledgment

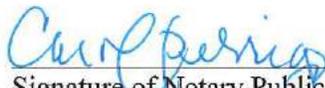
A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA }
COUNTY OF SAN MATEO } SS.

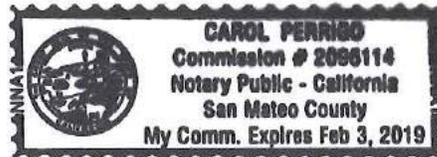
On December 16, 2015 before me, Carol Perrigo, Notary Public, personally appeared Matthew O. Franklin, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under **PENALTY OF PERJURY** under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.


Signature of Notary Public LS

Carol Perrigo



Exp 2/3/19
Comm # 2096114

Attached Loose Certificate, Acknowledgment for document:

335 Pierce Road Vacant Lot - Deed of Trust with Assignment of Rents

DO NOT RECORD

The following is a copy of Subdivisions A and B of the fictitious Deed of Trust recorded in each county in California as stated in the foregoing Deed of Trust and incorporated by reference in said Deed of Trust as being a part thereof as if set forth at length therein.

A. To protect the security of this Deed of Trust, Trustor agrees:

(1) To keep said property in good condition and repair; not to remove or demolish any building thereon; to complete or restore promptly and in good and workmanlike manner any building which may be constructed, damaged or destroyed thereon and to pay when due all claims for labor performed and materials furnished therefor; to comply with all laws affecting said property or requiring any alterations or improvements to be made thereon; not to commit or permit waste thereof; not to commit, suffer or permit any act upon said property in violation of law; to cultivate, irrigate, fertilize, fumigate, prune and do all other acts which from the character or use of said property may be reasonably necessary, the specific enumerations herein not excluding the general.

(2) To provide, maintain and deliver to Beneficiary fire insurance satisfactory to and with loss payable to Beneficiary. The amount collected under any fire or other insurance policy may be applied by Beneficiary upon any indebtedness secured hereby and in such order as Beneficiary may determine, or at option of Beneficiary the entire amount so collected or any part thereof may be released to Trustor. Such application or release shall not cure or waive any default or notice of default hereunder or invalidate any act done pursuant to such notice.

(3) To appear in and defend any action or proceeding purporting to affect the security hereof or the rights or powers of Beneficiary or Trustee; and to pay all costs and expenses, including cost of evidence of title and attorney's fees in a reasonable sum, in any such action or proceeding in which Beneficiary or Trustee may appear, and in any suit brought by Beneficiary to foreclose this Deed.

(4) To pay: at least ten days before delinquency all taxes and assessments affecting said property, including assessments on appurtenant water stock; when due, all encumbrances, charges and liens, with interest, on said property or any part thereof, which appear to be prior or superior hereto; all costs, fees and expenses of this Trust.

Should Trustor fail to make any payment or to do any act as herein provided, then Beneficiary or Trustee, but without obligation so to do and without notice to or demand upon Trustor and without releasing Trustor from any obligation hereof, may: make or do the same in such manner and to such extent as either may deem necessary to protect the security hereof, Beneficiary or Trustee being authorized to enter upon said property for such purposes; appear in and defend any action or proceeding purporting to affect the security hereof or the rights or powers of Beneficiary or Trustee; pay, purchase, contest or compromise any encumbrance, charge or lien which in the judgment of either appears to be prior or superior hereto; and, in exercising any such powers, pay necessary expenses, employ counsel and pay his reasonable fees.

(5) To pay immediately and without demand all sums so expended by Beneficiary or Trustee, with interest from date of expenditure at the amount allowed by law in effect at the date hereof, and to pay for any statement provided for by law in effect at the date hereof regarding the obligation secured hereby any amount demanded by the Beneficiary not to exceed the maximum allowed by law at the time when said statement is demanded.

B. It is mutually agreed:

(1) That any award of damages in connection with any condemnation for public use of or injury to said property or any part thereof is hereby assigned and shall be paid to Beneficiary who may apply or release such monies received by him in the same manner and with the same effect as above provided for disposition of proceeds of fire or other insurance.

(2) That by accepting payment of any sum secured hereby after its due date, Beneficiary does not waive his right either to require prompt payment when due of all other sums so secured or to declare default for failure so to pay.

(3) That at any time or from time to time, without liability therefor and without notice, upon written request of Beneficiary and presentation of this Deed and said note for endorsement, and without affecting the personal liability of any person for payment of the indebtedness secured hereby, Trustee may: reconvey any part of said property; consent to the making of any map or plat thereof; join in granting any easement thereon; or join in any extension agreement or any agreement subordinating the lien or charge hereof.

(4) That upon written request of Beneficiary stating that all sums secured hereby have been paid, and upon surrender of this Deed and said note to Trustee for cancellation and retention or other disposition as Trustee in its sole discretion may choose and upon payment of its fees, Trustee shall reconvey, without warranty, the property then held hereunder. The recitals in such reconveyance of any matters or facts shall be conclusive proof of the truthfulness thereof. The Grantee in such reconveyance may be described as "the person or persons legally entitled thereto."

(5) That as additional security, Trustor hereby gives to and confers upon Beneficiary the right, power and authority, during the continuance of these Trusts, to collect the rents, issues and profits of said property, reserving unto Trustor the right, prior to any default by Trustor in payment of any indebtedness secured hereby or in performance of any agreement hereunder, to collect and retain such rents, issues and profits as they become due and payable. Upon any such default, Beneficiary may at any time without notice, either in person, by agent, or by a receiver to be appointed by a court, and without regard to the adequacy of any security for the indebtedness hereby secured, enter upon and take possession of said property or any part thereof, in his own name sue for or otherwise collect such rents, issues, and profits, including those past due and unpaid, and apply the same, less costs and expenses of operation and collection, including reasonable attorney's fees, upon any indebtedness secured hereby, and in such order as Beneficiary may determine. The entering upon and taking possession of said property, the collection of such rents, issues and profits and the application thereof as aforesaid, shall not cure or waive any default or notice of default hereunder or invalidate any act done pursuant to such notice.

(6) That upon default by Trustor in payment of any indebtedness secured hereby or in performance of any agreement hereunder Beneficiary may declare all sums secured hereby immediately due and payable by delivery to Trustee of written declaration of default and demand for sale and of written notice of default and of election to cause to be sold said property, which notice Trustee shall cause to be filed for record. Beneficiary also shall deposit with Trustee this Deed, said note and all documents evidencing expenditures secured hereby.

After the lapse of such time as may then be required by law following the recordation of said notice of default, and notice of sale having been given as then required bylaw, Trustee, without demand on Trustor, shall sell said property at the time and place fixed by it in said notice of sale, either as a whole or in separate parcels, and in such order as it may determine, at public auction to the highest bidder for cash in lawful money of the United States, payable at time of sale. Trustee may postpone sale of all or any portion of said property by public announcement at such time and place of sale, and from time to time thereafter may postpone such sale by public announcement at the time fixed by the preceding postponement. Trustee shall deliver to such purchaser its deed conveying the property so sold, but without any, covenant or warranty, express or implied. The recitals in such deed of any matters or facts shall be conclusive proof of the truthfulness thereof. Any person, including Trustor, Trustee, or Beneficiary as hereinafter defined, may purchase at such sale.

After deducting all costs, fees and expenses of Trustee and of this Trust, including cost of evidence of title in connection with sale, Trustee shall apply the proceeds of sale to payment of: all sums expended under the terms hereof, not then repaid, with accrued interest at the amount allowed by law in effect at the date hereof; all other sums then secured hereby; and the remainder, if any, to the person or persons legally entitled thereto.

(7) Beneficiary, or any successor in ownership of any indebtedness secured hereby, may from time to time, by instrument in writing, substitute a successor or successors to any Trustee named herein or acting hereunder, which instrument, executed by the Beneficiary and, duly acknowledged and recorded in the office of the recorder of the county or counties where said property is situated, shall be conclusive proof of proper substitution of such successor Trustee or Trustees, who shall, without conveyance from the Trustee predecessor, succeed to all its title, estate, rights, powers and duties. Said instrument must contain the name of the original Trustor, Trustee and Beneficiary hereunder, the book and page where this Deed is recorded and the name and address of the new Trustee.

(8) That this Deed applies to, inures to the benefit of, and binds all parties hereto, their heirs, legatees, devisees, administrators, executors, successors and assigns. The term Beneficiary shall mean the owner and holder, including pledgees, of the note secured hereby, whether or not named as Beneficiary herein. In this Deed, whenever the context so requires, the masculine gender includes the feminine and/or neuter, and the singular number includes the plural.

(9) That Trustee accepts this Trust when this Deed, duly executed and acknowledged, is made a public record as provided by law. Trustee is not obligated to notify any party hereto of pending sale under any other Deed of Trust or of any action or proceeding in which Trustor, Beneficiary or Trustee shall be a party unless brought by Trustee.

DO NOT RECORD

REQUEST FOR FULL RECONVEYANCE

TO OLD REPUBLIC TITLE, TRUSTEE:

The undersigned is the legal owner and holder of the note or notes, and of all other indebtedness secured by the foregoing Deed of Trust. Said note or notes, together with all other indebtedness secured by said Deed of Trust, have been fully paid and satisfied; and you are hereby requested and directed on payment to you of any sums owing to you under the terms of said Deed of Trust, to cancel said note or notes above mentioned, and all other evidences of indebtedness secured by said Deed of Trust delivered to you herewith, together with the said Deed of Trust, and to reconvey, without warranty, to the parties designated by the terms of said Deed of Trust, all the estate now held by you under the same.

Dated: _____

Please mail Deed of Trust,
Note and Reconveyance to _____

Do not lose or destroy this Deed of Trust OR THE NOTE which it secures. Both must be delivered to the Trustee for cancellation before reconveyance will be made.

Exhibit A
Legal Description

EXHIBIT A

The land referred to is situated in the County of San Mateo, City of Menlo Park, State of California, and is described as follows:

Parcel One:

Lots 7 and 8, Block 4, as shown on that certain Map entitled, "Blocks 1 to 17 Belle Haven City, San Mateo County, California", filed in the Office of the Recorder of the County of San Mateo, State of California on October 11, 1930 in Book 18 of Maps at Pages 43, 44 and 45.

EXCEPTING THEREFROM that certain Parcel of Land described as Parcel 2 in that certain Deed from Mildred R. Howard to State of California dated May 11, 1954 and Recorded October 27, 1954 in Book 2676 of Official Records at Page 560, Records of San Mateo County, California.

Parcel Two:

Portion of Amador Avenue as shown on the certain Map entitled, "Blocks 1 to 17 Belle Haven City, San Mateo County, California", filed in the Office of the Recorder of the County of San Mateo, State of California on October 11, 1930 in Book 18 of Maps at Pages 43, 44 and 45, and as abandoned by Resolution No. 1319 of City Council of the City of Menlo Park, Recorded in Book 3307 of Official Records at Page 285, being more particularly described as follows:

Beginning at the most Easterly corner of Lot 8 in Block 4 as shown on said Map above mentioned, thence from said point of beginning along the Southeasterly line of Lot 8, S. 21° 43' W. 82.27 feet to the intersection thereof with the Northwesterly line of Frontage Road of Bayshore Freeway; thence along last mentioned line S. 53° 40' E. 25.84 feet to the center line of said Amador Avenue abandoned; thence along said center line N. 21° 43' E. 82.27 feet to the intersection thereof with the Southeasterly prolongation of the Northeasterly line of said Lot 8; thence along said last mentioned line N. 53° 40' W. 25.84 feet to the point of beginning.

Parcel Three:

Portion of the 20 foot alley lying Northerly and adjacent to the property hereinabove described as abandoned by Resolution 2704 of the City Council of Menlo Park, Recorded November 15, 1974 in Book 6737, Page 418 Official Records, said property being 10 feet in width.

Parcel Four:

Portion of Amador Avenue and a portion of the 20 foot Alley, as shown on that certain Map entitled, "Blocks 1 to 17 Belle Haven City, San Mateo County, California", filed in the Office of the Recorder of the County of San Mateo, State of California on October 11, 1930 in Book 18 of Maps at Pages 43, 44 and 45, as said portion of Amador Avenue was abandoned by Resolution No. 1319 of the City Council of the City of Menlo Park, Recorded in Book 3307 of Official Records of San Mateo County at Page 285 (97395-P), and as said portion of the 20 foot Alley was abandoned by Resolution 2704 of the City Council of Menlo Park, Recorded November 15,

1974 In Book 6737, Page 418 Official Records, said property being 10 feet in width, being more particularly described as follows:

Beginning at the most Northerly corner of Lot 1 in Block 9 as shown on the above mentioned Map; thence from said point of beginning along the Northwesterly line of said Lot 1; South $21^{\circ} 43'$ West 82.27 feet to the intersection thereof with the Northeasterly line of Frontage Road of Bayshore Freeway; thence along said last mentioned line North $53^{\circ} 40'$ West 25.84 feet to the center line of said Amador Avenue abandoned; thence along said center line North $21^{\circ} 43'$ East to the intersection thereof with the center line of the abandoned alley adjacent to the Blocks 4 and 9, as shown on the above mentioned Map; thence South $53^{\circ} 40'$ East along said center line of abandoned alley to the Northeasterly prolongation of said Northeasterly line of Lot 1, thence South $21^{\circ} 43'$ West along said prolongation to the point of beginning.

APN: 062-013-230

JPN: 062-001-013-04, 09, 15 and 16

11/20/16

**RECORDING REQUESTED BY AND
WHEN RECORDED MAIL TO:**

MP 335 Pierce LLC
c/o MidPen Housing Corporation
303 Vintage Park Drive, Suite 250
Foster City, CA 94404
Attn: Jan Lindenthal

CERTIFIED A TRUE COPY OF THE ORIGINAL
RECORDED IN THE OFFICIAL RECORDS OF SAN
MATEO COUNTY ON **February 25, 2016**
Under Recorder's Serial No. **2016-016557**
Old Republic Title Company
By: _____

SPACE ABOVE THIS LINE FOR RECORDER'S USE

A.P.N. 062-013-230

*Not a due pursuant to R&T 11925(d) - Grantor & Grantee are comprised of the
same parties & their interests*

Remain the same (immediately following recording).

GRANT DEED

FOR VALUABLE CONSIDERATION, receipt of which is hereby acknowledged, **MID-PENINSULA HALF MOON BAY, INC.,** a California non-profit public benefit corporation, hereby GRANT(S) to **MP 335 PIERCE LLC,** a California limited liability company, that certain real property in the City of Menlo Park, County of San Mateo, State of California, more particularly described in Exhibit A, attached hereto and made a part hereof.

Dated: FEBRUARY 23, 2016

MID-PENINSULA HALF MOON BAY, INC., a
California non-profit public benefit corporation

By: _____

Name: MATTHEW O. FRANKLIN

Its: PRESIDENT / ASST. SECRETARY

Mail Tax Statements To: Same Address as Above.

ACKNOWLEDGMENT

California All-Purpose Acknowledgment

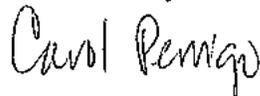
A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA }
COUNTY OF SAN MATEO } SS.

On February 23, 2016 before me, Carol Perrigo, Notary Public, personally appeared Matthew O. Franklin, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under **PENALTY OF PERJURY** under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.


Signature of Notary Public LS




Attached Loose Certificate, Acknowledgment for document:

335 Pierce LLC - Grant Deed

EXHIBIT A

The land referred to is situated in the County of San Mateo, City of Menlo Park, State of California, and is described as follows:

Parcel One:

Lots 7 and 8, Block 4, as shown on that certain Map entitled, "Blocks 1 to 17 Belle Haven City, San Mateo County, California", filed in the Office of the Recorder of the County of San Mateo, State of California on October 11, 1930 in Book 18 of Maps at Pages 43, 44 and 45.

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Parcel Three:

Portion of the 20 feet alley lying Northerly and adjacent to the property hereinabove described as abandoned by Resolution 2704 of the City County of Menlo Park, Recorded November 15, 1974 in Book 6737, Page 418 Official Records, said property being 10 feet in width.

Parcel Four:

Portion of Amador Avenue and a portion of the 20 foot Alley, as shown on that certain Map entitled, "Blocks 1 to 17 Belle Haven City, San Mateo County, California", filed in the Office of the Recorder of the County of San Mateo, State of California on October 11, 1930 in Book 18 of Maps at Pages 43, 44 and 45, as said portion of Amador Avenue was abandoned by Resolution No. 1319 of the City Council of the City of Menlo Park, Recorded in Book 3307 of Official Records of San Mateo County at Page 285 (97395-P), and as said portion of the 20 foot Alley was abandoned by Resolution 2704 of the City County of Menlo Park, Recorded November 15,

1974 in Book 6737, Page 418 Official Records, said property being 10 feet in width, being more particularly described as follows:

Beginning at the most Northerly corner of Lot 1 in Block 9 as shown on the above mentioned Map; thence from said point of beginning along the Northwesterly line of said Lot 1; South 21° 43' West 82.27 feet to the intersection thereof with the Northeasterly line of Frontage Road of Bayshore Freeway; thence along said last mentioned line North 53° 40' West 25.84 feet to the center line of said Amador Avenue abandoned; thence along said center line North 21° 43' East to the intersection thereof with the center line of the abandoned alley adjacent to the Blocks 4 and 9, as shown on the above mentioned Map; thence South 53° 40' East along said center line of abandoned alley to the Northeasterly prolongation of said Northeasterly line of Lot 1, thence South 21° 43' West along said prolongation to the point of beginning.

APN: 062-013-230

JPN: 062-001-013-04, 09, 15 and 16

Recorded at the Request of
Old Republic Title Company-
Oakland

11/20/16

RECORDING REQUESTED BY:

MP 335 Pierce LLC

AND WHEN RECORDED MAIL TO:

MP 335 Pierce LLC
c/o MidPen Housing Corporation
303 Vintage Park Drive, Suite 250
Foster City, CA 94404

CERTIFIED A TRUE COPY OF THE ORIGINAL
RECORDED IN THE OFFICIAL RECORDS OF SAN
MATEO COUNTY ON **February 25, 2016**

Under Recorder's Serial No. **2016-016558**

Old Republic Title Company

By: 

SPACE ABOVE THIS LINE FOR RECORDER'S USE

ASSIGNMENT AND ASSUMPTION OF LOAN DOCUMENTS

This Assignment and Assumption of Loan Documents (this "Assignment") is made and entered into as of February 23, 2016 (the "Effective Date"), by and between Mid-Peninsula Half Moon Bay, Inc., a California non-profit public benefit corporation (the "Assignor"), and MP 335 Pierce LLC, a California limited liability company (the "Company"), with reference to the following facts:

Recitals

- A. Assignor is the borrower under that certain Promissory Note dated January 4, 2016 in the original principal amount of \$1,260,000 (the "Note") in favor of MidPen Housing Corporation, a California non-profit public benefit corporation ("Lender"), and the trustor under that certain Deed of Trust with Assignment of Rents dated January 4, 2016, and recorded January 21, 2016, in the Official Records of San Mateo County, California, as Document No. 2016-5222 (the "Deed of Trust") against certain real property in the City of Menlo Park, County of San Mateo, State of California, commonly known as A.P.N. 062-013-230, more particularly described in Exhibit A. The Deed of Trust secures the Note. Together, the Note and the Deed of Trust are referred to as the "Loan Documents".
- B. Concurrently with the recordation of this Assignment, Assignor has transferred and conveyed to Assignee the Property in consideration for the sole membership interest in Assignee.
- C. Assignor desires to assign to Assignee all of Assignor's right, title, and interest in and to the Loan Documents, and Assignee desires to accept such assignment and to assume the obligations of Assignor under the Loan Documents, on the terms and conditions set forth below.

AGREEMENT

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee agree as follows:

- I. Assignor hereby sells, transfers, conveys, and assigns to Assignee all of Assignor's right, title, and interest in and to the Loan Documents, and the foregoing shall be without recourse or warranty of any kind, express or implied.

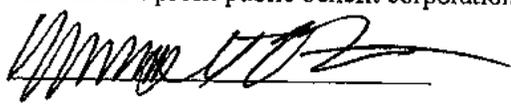
- II. Subject to Section I, above, Assignee accepts this Assignment, and Assignee agrees to: (A) be bound by all the terms and provisions of the Loan Documents, (B) assume any and all liabilities under the Loan Documents, and (C) perform, pay, and discharge in full when due, all of Assignor's liabilities and obligations related to, or otherwise associated with, the Loan Documents.

- III. This Assignment shall be governed by and construed in accordance with the laws of the State of California. This Assignment constitutes the entire agreement among the parties relating to the subject hereof and supersedes all prior understandings between the parties relating to the subject hereof whether written or oral. No waiver of any rights or remedies by any party to this Assignment shall constitute a waiver of any future or other right or remedy by that party. If any provision of this Assignment shall be held to be invalid, void or unenforceable, the remainder of this Assignment shall remain in full force and effect without being affected, impaired, or invalidated thereby. Time is of the essence in this Assignment. This Assignment may be signed in two or more counterparts, each of which shall be deemed an original but all of which shall together constitute one and the same instrument.

IN WITNESS WHEREOF, the parties execute this Assignment as of the Effective Date.

Assignor:

MID-PENINSULA HALF MOON BAY, INC.,
A California non-profit public benefit corporation

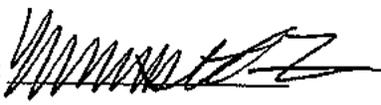
By: 

Name: Matthew O. Franklin

Its: President/Assistant Secretary

MP 335 PIERCE LLC, a
California limited liability company

By: Mid-Peninsula Half Moon Bay, Inc.,

By: 

Name: Matthew O. Franklin

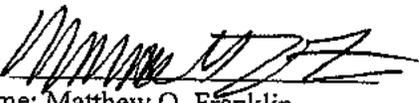
Its: President/Assistant Secretary

CONSENT OF LENDER AND RELEASE

MidPen Housing Corporation, a California corporation (“**Lender**”) hereby consents to the foregoing Assignment and Assumption of Loan Documents between Mid-Peninsula Half Moon Bay, Inc., a California corporation, and MP 335 Pierce, LLC, a California limited liability company, in connection with the loan in the original principal amount of One Million Two Hundred Sixty Thousand Dollars (\$1,260,000.00) (the “**Loan**”) evidenced by that certain Promissory Note dated January 4, 2016, secured by that certain Deed of Trust with Assignment of Rents of even date encumbering the real property commonly known as APN 062-013-230, in Menlo Park, CA (the “**Property**”). Lender hereby releases Mid-Peninsula Half Moon Bay, Inc. from any liability for repayment of the principal and interest under the Loan Documents, as defined in the Assignment and Assumption of Loan Documents, and all other obligations under the Loan Documents.

Lender:

MidPen Housing Corporation, a
California corporation

By: 
Name: Matthew O. Franklin _____
Its: _ President/Assistant Secretary _

ACKNOWLEDGMENT

California All-Purpose Acknowledgment

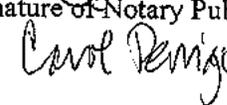
A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA }
COUNTY OF SAN MATEO } SS.

On February 23, 2016 before me, Carol Perrigo, Notary Public, personally appeared Matthew O. Franklin, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under **PENALTY OF PERJURY** under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.


Signature of Notary Public LS




Attached Loose Certificate, Acknowledgment for document:

335 Pierce LLC - Assignment & Assumption of Loan Documents

EXHIBIT A

The land referred to is situated in the County of San Mateo, City of Menlo Park, State of California, and is described as follows:

Parcel One:

Lots 7 and 8, Block 4, as shown on that certain Map entitled, "Blocks 1 to 17 Belle Haven City, San Mateo County, California", filed in the Office of the Recorder of the County of San Mateo, State of California on October 11, 1930 in Book 18 of Maps at Pages 43, 44 and 45.

EXCEPTING THEREFROM that certain Parcel of Land described as Parcel 2 in that certain Deed from Mildred R. Howard to State of California dated May 11, 1954 and Recorded October 27, 1954 in Book 2676 of Official Records at Page 560, Records of San Mateo County, California.

Parcel Two:

Portion of Amador Avenue as shown on the certain Map entitled, "Blocks 1 to 17 Belle Haven City, San Mateo County, California", filed in the Office of the Recorder of the County of San Mateo, State of California on October 11, 1930 in Book 18 of Maps at Pages 43, 44 and 45, and as abandoned by Resolution No. 1319 of City Council of the City of Menlo Park, Recorded in Book 3307 of Official Records at Page 285, being more particularly described as follows:

Beginning at the most Easterly corner of Lot 8 in Block 4 as shown on said Map above mentioned, thence from said point of beginning along the Southeasterly line of Lot 8, S. 21° 43' W. 82.27 feet to the intersection thereof with the Northwesterly line of Frontage Road of Bayshore Freeway; thence along last mentioned Line S. 53° 40' E. 25.84 feet to the center line of said Amador Avenue abandoned; thence along said center line N. 21° 43' E. 82.27 feet to the intersection thereof with the Southeasterly prolongation of the Northeasterly line of said Lot 8; thence along said last mentioned line N. 53° 40' W. 25.84 feet to the point of beginning.

Parcel Three:

Portion of the 20 feet alley lying Northerly and adjacent to the property hereinabove described as abandoned by Resolution 2704 of the City County of Menlo Park, Recorded November 15, 1974 in Book 6737, Page 418 Official Records, said property being 10 feet in width.

Parcel Four:

Portion of Amador Avenue and a portion of the 20 foot Alley, as shown on that certain Map entitled, "Blocks 1 to 17 Belle Haven City, San Mateo County, California", filed in the Office of the Recorder of the County of San Mateo, State of California on October 11, 1930 in Book 18 of Maps at Pages 43, 44 and 45, as said portion of Amador Avenue was abandoned by Resolution No. 1319 of the City Council of the City of Menlo Park, Recorded in Book 3307 of Official Records of San Mateo County at Page 285 (97395-P), and as said portion of the 20 foot Alley was abandoned by Resolution 2704 of the City County of Menlo Park, Recorded November 15,

1974 in Book 6737, Page 418 Official Records, said property being 10 feet in width, being more particularly described as follows:

Beginning at the most Northerly corner of Lot 1 in Block 9 as shown on the above mentioned Map; thence from said point of beginning along the Northwesterly line of said Lot 1; South 21° 43' West 82.27 feet to the intersection thereof with the Northeasterly line of Frontage Road of Bayshore Freeway; thence along said last mentioned line North 53° 40' West 25.84 feet to the center line of said Amador Avenue abandoned; thence along said center line North 21° 43' East to the intersection thereof with the center line of the abandoned alley adjacent to the Blocks 4 and 9, as shown on the above mentioned Map; thence South 53° 40' East along said center line of abandoned alley to the Northeasterly prolongation of said Northeasterly line of Lot 1, thence South 21° 43' West along said prolongation to the point of beginning.

APN: 062-013-230

JPN: 062-001-013-04, 09, 15 and 16

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Supporting Material #4: Development Schedule

Project Schedule
 335 Pierce Road - Affordable Ownership Townhomes

Predevelopment	
Meetings with City Staff and Elected Officials (regarding proposed project vision)	March 2021
Meetings with Community Groups	April-June 2021
Community Meetings with Neighbors	August 2021-November 2021
Initiate CLT Formation Process*	August 2021
Land Takeout (Funding from NOFA)	December 2021
Entitlements	
Submit Development Application	December 2021
Development Application Approved	December 2022
Building Permit Submittal	March 2023
Pull Building Permits	September 2023
Financing and Construction	
Close Financing and Start Construction	September 2023
Marketing & Sales	March 2024
End Construction	November 2024

**CLT formation may take 12 to 18 months and can be completed in parallel with the entitlements process.*

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Supporting Material #5: Experience of Developer

MidPen Housing is one of the nation's leading non-profit developers, owners, and managers of high-quality affordable housing. In the 50 years since MidPen was founded, we have developed over 100 communities and over 8,500 homes for low-income families, seniors, and special needs individuals throughout Northern California. Our developments are award-winning and nationally recognized.

Core Expertise

- **Real Estate Development:** We have extensive experience in site acquisition and planning, entitlements, community outreach, design and construction management.
- **Financing:** MidPen holds a solid track record in securing both public and private funding and proven expertise in positioning projects for long-term financial sustainability.

MidPen will be responsible for the entitlements, community outreach, finance, and construction processes for 335 Pierce Road. The properties will be offered for sale and the land is to be held and managed by a Community Land Trust (CLT).

In the past five years, MidPen Housing has completed a total of 19 communities throughout Northern California, with 41 more in various development stages. A large majority of these projects were completed on time and within budget. From construction contract to cost certification, our construction costs have a variant of less than 1%, reflecting MidPen's well-established processes for project development. The results are projects delivered on time and within budget.

Our focus on cost and quality control pervades every step in our development process (design, procurement, construction, operations). Our Values Analysis (VA) process consists of four all-day meetings at each of the design development phases. At these meetings, we evaluate the design's efficiency and strategize methods to streamline the design. These VA meetings include the development team, architect, construction manager, and any critical partners and staff.

Additionally, the Lifecycle Milestone Process is a series of formal check-ins at critical points in each project's lifecycle that solicits inter-departmental expertise from across the organization. These Milestone meetings ensure all departmental targets are met and that projects are on track according to the goals of MidPen's three branches: Resident Services, Property Management, and Development. This forum is used to communicate, share information, and get expert feedback from our various partners in the development cycle, ensuring fewer change orders, efficiently developed projects, and projects that can be sustainably operated long-term.

MidPen strongly believes in meeting people where they live. We will exercise many outreach methods (including but not limited to Direct Mail, Community Advertising, and Online presence), anchored by local partners such as Belle Haven Action Network in addition to local churches, community centers, and senior centers. We recognize that building community support is an iterative process with multiple cycles of interactive input and design refinement.

MidPen is committed to building community support for the redevelopment of 335 Pierce Road. In the past 18 months we have held over 30 community meetings, resulting in 2,500+ new homes fully approved and ready for financing.

Lastly, MidPen has the staff capacity and experience to develop 335 Pierce Road efficiently and successfully. Executive and project staff dedicated to the project include:

Executive Team:

- Matthew Franklin, President & Chief Executive Officer
- Jan M. Lindenthal, Chief Real Estate Development Officer

Development Team:

- Bianca Neumann, Project Manager
- Alice Talcott, Vice President of Housing Finance
- Lillian Lew-Hailer, Vice President of Housing Development
- Felix AuYeung, Vice President of Business Development

Please see the following pages for MidPen fact sheets demonstrating our strong record of successfully developing new affordable homes as well as a list of affordable projects that we have developed and now own and manage.

2020



24,608

Year-to-Date (January - November)
work orders completed



53

Promotions

118

Number of
employees hired

Hello Housing

\$1 Million

in new ADU program
funding secured for South
San Francisco

99.4%

Collected Rents



More than 500 tons of food distributed

HELLO HOUSING (MIDPEN AFFILIATE)

65

Remote interview sessions
conducted with homeowners

28

Site visits completed
with homeowners

138

Homeowner Applications
reviewed

87 projects, valued at \$6.35 million

Projects completed

400

Number of Chromebooks
donated to residents

4,375

Recertifications
Completed:
Year to Date
(from June to Nov)

\$500,000

awarded in micro-grants

\$73,000

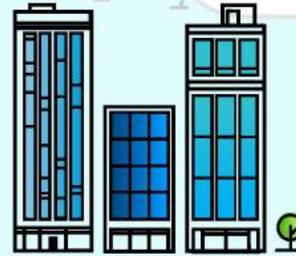
Awarded in RTAP Scholarships

7

Awards Received

600

Number of residents who
completed MidPen's Summer Program



20,000+

Number of conversations with residents
for support during COVID

90%

maintained or improved
their reading levels

716

hours volunteered

326

volunteers engaged

384

Year-To-Date
(from June 2020) Move Ins

\$1.8M

Estimated tax returns for residents
through Earned Income Tax Credits



211

units
completed



355

units under
construction



2,518

units entitled



Backgrounder/Fact Sheet

MidPen Housing was founded in 1970 by a small but influential coalition of Silicon Valley entrepreneurs, Stanford University faculty and other community leaders who were concerned over the lack of affordable housing on the San Francisco Bay Area peninsula. Since then, MidPen has greatly expanded its reach and is one of Northern California’s leading non-profit developers and managers of affordable rental housing with a robust and diverse portfolio.

Mission

To provide safe, affordable housing of high quality to those in need; to establish stability and opportunity in the lives of residents; and to foster diverse communities that allow people from all ethnic, social and economic backgrounds to live in dignity, harmony and mutual respect.

Organization

MidPen consists of several distinct corporations working closely together to promote and achieve the MidPen mission. The three primary corporations include:

MidPen Housing Corporation drives all of the development efforts including property acquisition, planning, design, construction, historic renovation and existing property rehabilitation. It also houses all administrative functions: Finance, HR and IT.

MidPen Property Management Corporation provides professional property management for our own communities.

MidPen Services Corporation provides an innovative delivery model that brings high quality services directly to our communities in order to help our residents advance, which includes: computer and vocational training, academically-based after school programs for youth, financial capabilities classes, health and wellness programs and community referrals.

Key Facts

- > Developed or rehabbed over 8,500 affordable homes
- > An additional 3,811 affordable homes are in construction, entitlements or pre-development
- > Manage 106 properties with a total of 7,501 units providing homes for more than 17,500 Northern California residents
- > Manage assets, primarily of real estate, worth over \$1.5 billion
- > Invest \$7.3 million annually in resident services and partner with over 200 service providers
- > 63% of our units house families; 26% house seniors; 4% house single adults (in SRO housing) and 7% serve people with supportive housing needs
- > Work in 11 counties: Alameda, Contra Costa, Monterey, Napa, San Benito, San Mateo, Santa Clara, Santa Cruz, Solano, Sonoma, and Yuba
- > Have received over 135 industry awards and honors for our work
- > Employ over 500 people



List of MidPen Affordable Housing Projects

Property Name	Address	City	County	Residential Units	Occupancy Type	PIS Date	Year Acquired	Years Under Ownership/Management
168 Pacific	168 Pacific	Pacifica	San Mateo	9	Family	2016	2016	5
335 Pierce	335 Pierce	Menlo Park	San Mateo	4	Family	2016	2016	5
636 El Camino A	636 El Camino Real	South San Francisco	San Mateo	62	Family	2012	2011	9
636 El Camino B	636 El Camino Real	South San Francisco	San Mateo	47	Family	2012	2011	9
Alma Point	710 Foster Square Blvd.	Foster City	San Mateo	66	Senior	2016	2014	5
Aptos Blue	3200 Aptos Rancho Road	Aptos	Santa Cruz	40	Family	2014	2010	7
Arbor Park	899 North King Road	San Jose	Santa Clara	75	Family	2001	2000	20
Aster Park	1059 Reed Ave	Sunnyvale	Santa Clara	95	Family	1975	1974	46
Avelina	221 Bryant Commons	Fremont	Alameda	41	Senior	2001	1998	20
Baker Park	4748 Campbell Avenue	San Jose	Santa Clara	98	Family	1995	1992	26
Bay Oaks	2400 Gloria Way	East Palo Alto	San Mateo	38	Family	1996	1995	25
Carroll Inn	174 Carroll Street	Sunnyvale	Santa Clara	122	SRO	1994	1994	27
Century Village	41299 Paseo Parkway	Fremont	Alameda	100	Family	2013	2012	8
City Center Plaza	950 Main Street	Redwood City	San Mateo	81	Family	2017	2016	4
Colma Ridge	85 Reiner St.	Colma	San Mateo	20	Special Needs	1999	1996	22
Country Hills	124 Rancho Drive	San Jose	Santa Clara	152	Family	2002	1991	19
Crescent Terrace	130 Crescent Avenue	Sunnyvale	Santa Clara	48	Senior	1986	1985	35
Cynara Court	10860 Merritt Street	Castroville	Monterey	58	Family	2011	2006	10
Delaware Pacific	1990 S. Delaware Street	San Mateo	San Mateo	60	Family	2013	2007	8
Dent Commons	5363 Dent Avenue	San Jose	Santa Clara	23	Family	1989	1997	24
DeVries Place	163 N. Main St.	Milpitas	Santa Clara	103	Senior	2008	2006	13
Donner Lofts	156 E. St. John Street	San Jose	Santa Clara	102	SRO	2016	2011	5
Edwina Benner Plaza	460 Persian Drive	Sunnyvale	Santa Clara	66	Family	2018	2016	3
Eight Trees	183 Acalanes Drive	Sunnyvale	Santa Clara	24	Family	1964	2016	5
Emerald Hill	101 Civic Center Drive	Scotts Valley	Santa Cruz	46	Family	1999	1996	22
Fair Oaks Plaza	690 South Fair Oaks Avenue	Sunnyvale	Santa Clara	124	Senior	2011	2010	10
Farm	3210 Cunnison Lane	Soquel	Santa Cruz	39	Family	1993	1991	28
Fetters	17310 Sonoma Highway	Sonoma	Sonoma	60	Family	2017	2015	4
Fountains	2005 San Ramon Avenue	Mountain View	Santa Clara	124	Senior	1989	1988	32
Garden Street	1278, 1288, 1290 Garden Street	East Palo Alto	San Mateo	3	Family	1991	2017	4
Garland Plaza	662 Garland Avenue	Sunnyvale	Santa Clara	20	Family	2013	2012	8
Gateway	1121-1385 Willow Rd	Menlo Park	San Mateo	82	Family	1987	1987	34
Geil Street	11300 Geil Street	Castroville	Monterey	11	Family	1962	2015	6
Ginzton Terrace	375 Oaktree Drive	Mountain View	Santa Clara	107	Senior	1993	1991	28
Girasol	1710 Alum Rock Road	San Jose	Santa Clara	60	Senior	1998	N/A	23
Greenridge	1565 El Camino Real	South San Francisco	San Mateo	34	Family	1999	1998	22
Half Moon Village I	801 Arnold Way	Half Moon Bay	San Mateo	45	Senior	2014	2012	7
Half Moon Village II	1-6 Bloom Lane	Half Moon Bay	San Mateo	115	Senior	2015	2014	6
Hillsdale Townhouses	1626-1656 Hillsdale Ave	San Jose	Santa Clara	48	Family	2009	2008	12
Homeport	5030 Union Ave	San Jose	Santa Clara	15	Special Needs	1991	1990	30
Homestead Park	1601 Tenaka Pl	Sunnyvale	Santa Clara	211	Family	2002	2001	19
Horizons	825 Old County Rd	Belmont	San Mateo	24	Special Needs	1993	1992	28
Italian Gardens	1525 Almaden Expressway	San Jose	Santa Clara	148	Family	2001	1998	20
Jardines del Valle	76 Murphy Rd.	Watsonville	Santa Cruz	18	Family	1997	1995	24
Jardines Paloma Blanca	132 N. Jackson Ave.	San Jose	Santa Clara	43	Senior	1995	N/A	26
Jessie Street	314 Jessie St.	Santa Cruz	Santa Cruz	14	Special Needs	1992	1999	22
Kottinger Gardens I	240 Kottinger Drive	Pleasanton	Alameda	131	Senior	2018	2016	3
Kottinger Gardens II	240 Kottinger Drive	Pleasanton	Alameda	54	Senior	2019		2
Laguna Commons	41152 Fremont Blvd.	Fremont	Alameda	64	Family	2016	2012	5
Las Golondrinas	77 Kentucky Place	San Jose	Santa Clara	50	Senior	2004	N/A	17
Laureola Oaks	907 East San Carlos Ave.	San Carlos	San Mateo	16	Family	1994	1992	27
Le Beaulieu	10092 Bianchi Way	Cupertino	Santa Clara	27	Special Needs	1984	1984	37
Los Gatos Four Plex	221-227 Nicholson Avenue	Los Gatos	Santa Clara	4	Senior	1988	1981	33
Main Street Park I	1101 Main St.	Half Moon Bay	San Mateo	36	Family	2014	2014	7
Main Street Park II	1131 Main St.	Half Moon Bay	San Mateo	28	Family	2001	2000	20
Main Street Village	3515 Main Street	Fremont	Alameda	64	Family	2011	2008	10
Manzanita Place	17500 Reynolds Street and 17900 Kearny Street	East Garrison	Monterey	66	Family	2013	2009	8
Maryce Freelen Place	2230 Latham Street	Mountain View	Santa Clara	74	Family	1997	1992	24
Marymead	612 E. 17th Street	Marysville	Yuba	68	Family	2009	2007	12
Milagro	2850 Rose Avenue	San Jose	Santa Clara	15	Special Needs	1993	1992	28
Mission Gateway	33155 Mission Blvd.	Union City	Alameda	121	Family	2006	2004	15
Monte Vista Terrace	1101 Grant Road	Mountain View	Santa Clara	150	Senior	2005	2005	16
Moonridge I	2001 Miramontes Rd.	Half Moon Bay	San Mateo	80	Family	1999	1996	22
Moonridge II	2002 Miramontes Rd.	Half Moon Bay	San Mateo	80	Family	2001	2000	20
Morse Court	825 Morse Avenue	Sunnyvale	Santa Clara	35	Family	1983	2003	18
Mosaic Gardens	3752, 3762, and 3770 Rollison Road	Redwood City	San Mateo	55	Family	2016	2016	5
Moulton Plaza	1601 Tenaka Place	Sunnyvale	Santa Clara	66	Family	2006	2004	15
Onizuka Crossing	620 E. Maude Avenue	Sunnyvale	Santa Clara	58	Family	2016	2013	5
Open Doors	634 West Parr Avenue	Los Gatos	Santa Clara	64	Family	1993	1991	28
Oroysom Village	43280 Bryant Terrace	Fremont	Alameda	60	Family	1999	1997	22
Page Mill Court	2700 Ash Street	Palo Alto	Santa Clara	24	Special Needs	1998	1997	23
Palms	844, 858, 870, 886, 898, 910 Sharmon Palms Lane	Campbell	Santa Clara	24	Family	1992	1991	29
Palo Alto Gardens	650 San Antonio Road	Palo Alto	Santa Clara	156	Family	1999	1999	22
Parkhurst Terrace	100A Parkhurst Circle	Aptos	Santa Cruz	68	Family	2007	2005	14

List of MidPen Affordable Housing Projects

Paulson Park I	90 Sierra Vista Avenue	Mountain View	Santa Clara	149	Senior	1999	1998	22
Paulson Park II	111 Montebello Avenue	Mountain View	Santa Clara	104	Senior	2008	2007	13
Peninsula Station	2901 South El Camino Real	San Mateo	San Mateo	68	Family	2010	2006	11
Pickering Place	20 W. Pickering Ave.	Fremont	Alameda	43	Family	1997	1994	24
Pippin Orchards	56 Atkinson Lane	Watsonville	Santa Cruz	46	Family	2018	2016	3
Redwood Court	635 Spruce St	Redwood City	San Mateo	27	Family	1983	2003	18
Riverwood Grove	2150 Tasman Dr.	Santa Clara	Santa Clara	71	Family	2003	2001	18
Riverwood Place	5090 Lick Mill Blvd.	Santa Clara	Santa Clara	148	SRO	2003	2001	18
Rotary Bridgeway	4145 Bay St.	Fremont	Alameda	18	Family	2005	2004	16
Runnymede Gardens	2301 Cooley Avenue	East Palo Alto	San Mateo	78	Senior	2001	2001	20
San Andreas	295 San Andreas Rd.	Watsonville	Santa Cruz	43	Family	2001	2000	20
San Pedro Commons	101 A St.	Colma	San Mateo	74	Senior	2001	1999	20
San Veron Park	807 San Veron Road	Mountain View	Santa Clara	32	Family	1970	1970	51
Santa Familia	4984 Severance Drive	San Jose	Santa Clara	79	Family	1993	1991	28
Saratoga Court	18855 Cox Avenue	Saratoga	Santa Clara	20	Senior	1984	1989	32
Schapiro Knolls	33 Minto Road	Watsonville	Santa Cruz	88	Family	2013	2007	8
Sequoia Belle Haven	1221 Willow Road	Menlo Park	San Mateo	90	Senior	2017	2016	4
Serenity Senior	2358 University Avenue	East Palo Alto	San Mateo	41	Senior	2017	2013	4
Sharmon Palms	964, 952, 949, 961, 975, 989, 739, 751, 775 Sharmon Palms Lane	Campbell	Santa Clara	36	Family	1989	1989	32
Sharmon Palms Lane	964, 952, 949, 961, 975, 989, 739, 751, 775, 844, 858, 870, 886, 898, 910 Sharmon Palms Lane	Campbell	Santa Clara	60	Family	2014	2014	7
Shorebreeze	460 N. Shoreline Boulevard	Mountain View	Santa Clara	120	Family	1997	1997	24
St. Matthew	215 E 2nd Ave	San Mateo	San Mateo	56	SRO	1998	1996	23
St. Matthew Retail	215 E 2nd Ave	San Mateo	San Mateo	0	Commercial	1998	1997	23
St. Stephens	2500 Soquel Avenue	Santa Cruz	Santa Cruz	40	Senior	2017	2014	4
Station Center Garage	34800 11th Street	Union City	Alameda	0	Other	2012	2010	9
Station Center I	34888 11th Street	Union City	Alameda	100	Family	2011	2010	10
Station Center II	34888 11th Street	Union City	Alameda	57	Family	2012	2011	9
Stevenson Terrace	39605 Stevenson Place	Fremont	Alameda	80	Family		2015	6
Sundial	224 Grand Ave.	South San Francisco	San Mateo	11	SRO	1983	1988	33
Sunny Meadows	200 Ross Avenue	Freedom	Santa Cruz	200	Family	2013	2012	8
Sunset Creek	840 E. Travis Blvd.	Fairfield	Solano	76	Family	1995	1993	26
Sweeney Lane	6800 Mission Street	Daly City	San Mateo	52	Family	2017	2015	4
Tice Oaks	2150 Tice Valley Blvd.	Walnut Creek	Contra Costa	91	Senior	2001	2001	20
Timberwood	3903 Seven Trees Boulevard	San Jose	Santa Clara	286	Family	2005	2005	16
Tyrella Gardens	449 Tyrella Avenue	Mountain View	Santa Clara	56	Family	2003	2003	18
Van Buren	669 Van Buren Street	Monterey	Monterey	19	Senior	2018	2017	3
Via del Mar	124 West Beach St.	Watsonville	Santa Cruz	40	Family	2005	2004	16
Villas del Paraiso	340 A Paraiso Drive	Watsonville	Santa Cruz	51	Family	2005	2000	16
Vineyard Crossings	202-265 Tapestry Lane	American Canyon	Napa	145	Family	2007	2006	14
Vineyard Place	36-40 Corvina Way	American Canyon	Napa	1	Family	2006	2006	15
Vista Meadows	108 East Park Street	Hollister	San Benito	72	Senior	2011	2008	10
Vivente I	2400 Enborg Lane	San Jose	Santa Clara	29	Special Needs	1989	1989	32
Vivente II	5347 Dent Avenue	San Jose	Santa Clara	29	Special Needs	1988	1987	33
Willow Court	1105 & 1141 Willow Road	Menlo Park	San Mateo	6	Family	1992	1991	29
Willow Gardens	344,364,383,395 Susie Way;990, 986, 982 Brusco Way;986 Nora Way;976 Sandra Court	South San Francisco	San Mateo	36	Family	1989	1999	22
Willow Terrace	1115, 1121, 1125, 1139, 1143 Willow Road	Menlo Park	San Mateo	31	Family	1986	1982	35
Woodlands Newell	1761 & 1767 Woodland Avenue and 44 & 48 Newell Road	East Palo Alto	San Mateo	49	Family	2013	2013	8

Supporting Material #6: Staff Experience and References

DEVELOPMENT TEAM RESUMES

MidPen Executive Team

Matthew O. Franklin, President and CEO

Matt Franklin is a nationally recognized leader in the field of affordable housing. He has dedicated his career to producing high-quality affordable housing that improves the lives of low-income working families and seniors while enhancing the economic vitality of the regions where they live. With a unique combination of public and private sector experience, Matt has held senior positions at the federal, state and local levels. These include Deputy Chief of Staff for the U.S. Department of Housing and Urban Development (HUD) under President Clinton; Director of California's Department of Housing and Community Development where he was the lead housing policy advisory to the Governor; and Director for the San Francisco Mayor's Office of Housing where he championed innovative housing programs that have become national models. Matt currently leads MidPen Housing, one of the nation's largest non-profit developers and owners of affordable housing with real estate assets totaling over \$1 billion. In the seven years that Matt has served as President, MidPen's housing production has doubled and new and innovative investors have been secured. As a board member for the National Housing Trust, the Housing Partnership Network, and former board chair for the Non-Profit Housing Association of Northern California, Matt helps drive legislation to advance affordable housing policy and funding. Matt has a Masters in Public Policy from the John F. Kennedy School of Government at Harvard University and a Bachelors in Political Science from Colgate University. He also attended the London School of Economics and Political Sciences.

Jan M. Lindenthal, Chief Real Estate Development Officer

Jan is MidPen's Chief Real Estate Development Officer and has over 20 years of experience in community development and affordable housing. Prior to MidPen, Jan was Vice President of Development and Construction at South County Housing where she oversaw production of more than 1,600 affordable homes including both rental and for-sale homes at nearly 30 properties, several of which won national awards of excellence. Jan was responsible for South County's homeownership program which included not only constructing affordable homes for purchase through South County's self-help program, but also the marketing and sales of these homes by providing homeownership preparation programs to ensure low income residents were prepared and ready to seize opportunities to own their own home and build wealth. She previously held key roles at the Santa Clara County Housing Authority and the Central New York Planning and Development Board. Currently, she serves on the boards of SV@Home and Build It Green. Jan has a Master's degree from Tufts University Center for Public Service and a bachelor's from Hamilton College.

Mick Vergura, Chief Financial Officer

Mick joined MidPen in February 2019 with over two decades of experience in finance, capital strategy and corporate management for both for-profit and non-profit companies. As Chief Financial Officer, Mick oversees MidPen's finance, accounting, asset management and legal teams and has the overall responsibility to steward the organization's \$1.5 billion in real estate assets. During his tenure as CFO and Senior Vice President of The Community Builders, Inc., a non-profit affordable housing developer in Boston, Mick developed a passion to bring affordable housing to all.

MidPen Development Team

Alice Talcott, Vice President of Housing Finance

Alice provides strategic direction on the funding of MidPen's development and portfolio projects. She has over 20 years of experience in affordable housing development and is an expert in the financing and structuring of rental housing projects. Prior to MidPen, Alice worked for 14 years at Community Economics, where she assisted non-profit developers in the financing and structuring of over 9,000 units of affordable housing in California and Hawaii, including negotiating over \$825 million in investor equity for 90 projects. Her experience also includes six years at the Mayor's Office of Housing in San Francisco. She has been an active advocate on statewide housing issues, and has served on the board of the Non Profit Housing Association of Northern California (NPH). She is a frequent presenter at the Housing California and NPH conferences on housing finance issues. Alice received a B.A. in Political Science from Washington University in St. Louis and a Masters of City Planning from University of California, Berkeley.

Lillian Lew-Hailer, Vice President of Housing Development

Lilli puts her passion for creating vibrant, sustainable, and inclusive communities to good use in her role at MidPen Housing where she supports the Development Department in making strategic and well informed design and construction decisions, oversees the monthly department training programs, and guides staff on internal procedures and interdepartmental work. Her work at MidPen includes new construction, acquisition, rehab, major redevelopment, and supportive housing for families, seniors, and individuals with special needs. Prior to MidPen, Lilli held positions at New Boston Fund, Inc. and BRIDGE Housing, and spent two years teaching high school in Japan. Lilli has an M.S. in City Planning from MIT and a B.A. in Visual and Environmental Studies from Harvard University.

Felix AuYeung, Vice President of Business Development

Felix is responsible for launching new developments at MidPen Housing, which tasks include site identification, property acquisition, project conceptualization, financial feasibility analysis, and building strong relationships with our partners and the communities of the proposed developments. Prior to MidPen, Felix was a senior manager of business development and senior project manager at another non-profit housing development organization, where he completed four Low-Income Housing Tax Credit (LIHTC) housing developments from start to finish and initiated another 550 units of future pipeline developments. Felix is the author of a HUD-sponsored research paper titled: "Rent-to-Own Programs: Path to Home Ownership for Low-Income Renters and Tool for Community Development," published in 2009. He started his affordable housing career 16 years ago as a Program Specialist for the City of Santa Rosa's Department of Economic Development and Housing. Felix holds a Master's in International Development from the University of Pittsburgh's Graduate School of Public and International Affairs and a Master of Science from the Massachusetts Institute of Technology's Department of Mechanical Engineering. He earned his Bachelor of Science degree in mechanical engineering with a minor in Peace and Conflict Studies from the University of California at Berkeley. He has strong interest in community development and green buildings, and is a Build It Green Certified Green Building Professional. He serves on the Board of East Bay Housing Organizations (EBHO).

Bianca Neumann, Project Manager

Bianca is a Senior Business Development Manager at MidPen Housing, where her role includes responding to request for proposals and qualifications, site acquisitions, building community partnerships, and project management. She leads the organization's efforts to form a Community Land Trust and develop a business plan for affordable homeownership. Bianca has 14 years of affordable housing experience including, monitoring and compliance, on-site property management, public advocacy, banking, and government. She spent two years at the Mayor's Office of Housing in San Francisco and ten years in New York City in various roles including, five at New York City's Office of Housing Preservation and Development (HPD). While working for the City of New York, she worked on the formation of a City Community Land Trusts, and developed underwriting standards for the City's affordable homeownership programs. Bianca attended San Francisco State University, where she received a B.A. in Political Science.

REFERENCES

Trudi Ryan

City of Sunnyvale
Community Development Director
456 W. Olive. Avenue
Sunnyvale, CA 94086
(408) 730-7444
tryan@sunnyvale.ca.gov

Recent Experience with MidPen: Edwina Benner (affordable family housing) and Onizuka Crossing (affordable family housing)

Ray Hodges

County of San Mateo
Director of Department of Housing
264 Harbor Blvd.
Belmont, CA 94002
(650) 802-3389
rhodges@smchousing.org

Recent Experience with MidPen: Alma Point at Foster Square (affordable senior housing) and Serenity Senior (affordable senior housing)

Betsy ZoBell

City of Daly City
Housing and Community Development Supervisor
333 90th Street
Daly City, CA 94015
(650) 991-8068
bzobell@dalycity.org

Recent Experience with MidPen: Sweeney Lane Apartments (affordable family housing)

Duane Bay

EPA CAN DO
Executive Director
2369 University Avenue
East Palo Alto, California 94303
(650) 473-9838
dbay@epacando.org

Recent Experience with MidPen: Serenity Senior Apartments (affordable senior housing)

Supporting Material #7: Financial Proforma

335 Pierce Road			
PROJECT SUMMARY			
SITE, BUILDING AND UNIT DETAILS			
LAND			
	Acreage	0.34	acres
	Density	35.43	units/acre
	# of Stories	3	
# of Buildings		12	
UNIT MIX			
	<u>Unit Type</u>	<u># Units</u>	<u>Sales Price</u>
	2-Bedroom	12	636,491
	Total Unit Count	12	
<i>Average Affordability & Price</i>		80.0%	\$ 636,491
FINANCING ASSUMPTIONS			
Mortgage Rate		4.00%	
Construction Rate		4.00%	
Land Cost	\$	2,847,500	\$237,292 DU
Surplus/(Gap)	\$	0	\$0 DU
SOURCES			
CONSTRUCTION SOURCES			per unit
Construction Loan	\$	7,637,897	\$ 636,491
Menlo Park NOFA	\$	3,600,000	\$ 300,000
	total	\$ 11,237,897	\$ 936,491
PERMANENT SOURCES			per unit
Sales Takeout	\$	7,637,897	\$ 636,491.43
Menlo Park NOFA	\$	3,600,000	\$ 300,000
	total	\$ 11,237,897	\$ 936,491
USES			
ACQUISITION			per unit
Acquisition	\$	3,269,715	\$ 272,476
Relocation	\$	10,000	\$ 833
Hard Cost	\$	5,944,860	\$ 495,405
Architecture and Engineering	\$	510,000	\$ 42,500
Other Soft Cost	\$	1,083,322	\$ 90,277
Developer Fee (5%)	\$	420,000	\$ 35,000
TOTAL DEVELOPMENT COSTS	\$	11,237,897	\$ 936,491
<i>TCD w/o DF</i>	\$	10,817,897	\$ 901,491

335 Pierce Road

Page Notes:

Supportable Mortgage

Affordability						
Affordable Rent Calculations: CALIFORNIA TAX CREDIT ALLOCATION COMMITTEE						
COUNTY:	SAN MATEO	Mort. Rate	Insurance	Taxes	Downpayment	
Effective: April 1, 2020		4.00%	3.5%	0.80%	5.0%	
TCAC	1 Person HH	2 Person HH	3 Person HH	4 Person HH	5 Person HH	6 Person HH
HH Income Limit	\$ 121,800	\$ 139,200	\$ 156,600	\$ 174,000	\$ 188,000	\$ 201,900
Max Payment	\$ 3,553	\$ 4,060	\$ 4,568	\$ 5,075	\$ 5,483	\$ 5,889

Utility Estimate						
Effective Date:						
Notes:						
	Tenants Pay?	One Bdrm	Two Bdrm	Three Bdrm	Four Bdrm	Note
Cooking: Gas		3	5	6	8	
Cooking: Electric	x	6	9	12	15	
Electric (other)	x	18	28	41	53	
Heating: Gas		18	20	22	24	
Heating: Electric	x	16	20	25	29	
Air Conditioning						
Hot Water: Gas	x	7	10	14	17	
Hot Water: Electric						
Water	x	68	85	104	123	
Sewer						
Garbage						
HOA	X	\$ 67	\$ 92	\$ 108	\$ 133	\$1 per sf annually
TOTAL		182	244	304	370	

	80% AMI	90% AMI	100% AMI	110% AMI	120% AMI	Total
One Bdrm	0	0	0	0	0	0
Two Bdrm	12	0	0	0	0	12
Three Bdrm	0	0	0	0	0	0
Four Bdrm	0	0	0	0	0	0
Total	12	-	-	-	-	12
%	100%	0%	0%	0%	0%	100%
Avg. Affordability						80%

BRs	AMI Level	Household Size	Total # of Units	Max. Housing Payment	Utility Allowance	Home Insurance	Property Taxes	Affordable Monthly Mort.	Mortgage	Down Payment	Silent 2nd Mort.	Sales Price	Mortgage Takeout
One Bdrm	80%	2	2	\$ 3,248	\$ (182)	\$ (91)	\$ (380)	\$ 2,596	\$ 543,674	\$ 28,614		\$ 572,289	\$ -
One Bdrm	90%	2	2	\$ 3,654	\$ (182)	\$ (103)	\$ (430)	\$ 2,939	\$ 615,660	\$ 32,403		\$ 648,063	\$ -
One Bdrm	100%	2	2	\$ 4,060	\$ (182)	\$ (115)	\$ (481)	\$ 3,283	\$ 687,645	\$ 36,192		\$ 723,837	\$ -
One Bdrm	110%	2	2	\$ 4,466	\$ (182)	\$ (127)	\$ (531)	\$ 3,627	\$ 759,631	\$ 39,981		\$ 799,611	\$ -
One Bdrm	120%	2	0	\$ 4,872	\$ (182)	\$ (139)	\$ (581)	\$ 3,970	\$ 831,616	\$ 43,769		\$ 875,386	\$ -
Two Bdrm	80%	3	12	\$ 3,654	\$ (244)	\$ (101)	\$ (423)	\$ 2,887	\$ 604,667	\$ 31,825		\$ 636,491	\$ 7,637,897
Two Bdrm	90%	3	0	\$ 4,111	\$ (244)	\$ (115)	\$ (479)	\$ 3,273	\$ 685,651	\$ 36,087		\$ 721,737	\$ -
Two Bdrm	100%	3	0	\$ 4,568	\$ (244)	\$ (128)	\$ (536)	\$ 3,660	\$ 766,634	\$ 40,349		\$ 806,984	\$ -
Two Bdrm	110%	3	0	\$ 5,024	\$ (244)	\$ (142)	\$ (592)	\$ 4,047	\$ 847,618	\$ 44,611		\$ 892,230	\$ -
Two Bdrm	120%	3	0	\$ 5,481	\$ (244)	\$ (155)	\$ (649)	\$ 4,433	\$ 928,602	\$ 48,874		\$ 977,476	\$ -
Three Bdrm	80%	4	4	\$ 4,060	\$ (304)	\$ (111)	\$ (465)	\$ 3,179	\$ 665,896	\$ 35,047		\$ 700,943	\$ -
Three Bdrm	90%	4	0	\$ 4,568	\$ (304)	\$ (126)	\$ (528)	\$ 3,609	\$ 755,878	\$ 39,783		\$ 795,661	\$ -
Three Bdrm	100%	4	0	\$ 5,075	\$ (304)	\$ (141)	\$ (591)	\$ 4,038	\$ 845,860	\$ 44,519		\$ 890,379	\$ -
Three Bdrm	110%	4	0	\$ 5,583	\$ (304)	\$ (156)	\$ (654)	\$ 4,468	\$ 935,842	\$ 49,255		\$ 985,097	\$ -
Three Bdrm	120%	4	0	\$ 6,090	\$ (304)	\$ (171)	\$ (717)	\$ 4,897	\$ 1,025,824	\$ 53,991		\$ 1,079,814	\$ -
Four Bdrm	80%	5	0	\$ 4,387	\$ (370)	\$ (119)	\$ (498)	\$ 3,400	\$ 712,113	\$ 37,480		\$ 749,593	\$ -
Four Bdrm	90%	5	0	\$ 4,935	\$ (370)	\$ (135)	\$ (566)	\$ 3,864	\$ 809,335	\$ 42,597		\$ 851,932	\$ -
Four Bdrm	100%	5	0	\$ 5,483	\$ (370)	\$ (151)	\$ (633)	\$ 4,328	\$ 906,557	\$ 47,714		\$ 954,271	\$ -
Four Bdrm	110%	5	0	\$ 6,032	\$ (370)	\$ (168)	\$ (701)	\$ 4,792	\$ 1,003,779	\$ 52,830		\$ 1,056,609	\$ -
Four Bdrm	120%	5	0	\$ 6,580	\$ (370)	\$ (184)	\$ (769)	\$ 5,256	\$ 1,101,001	\$ 57,947		\$ 1,158,948	\$ -
12													\$ 7,637,897

335 Pierce Road

SQUARE FOOTAGE, HARD COST and IMPACT FEES

Site Area (acres)	0.34		
Site Area SF	14,754		
Density	35.43		
Number of Buildings	12		
Number of Stories	3		
Land Price per Unit	0		
Land Price per SF	0		
Buildings:			
UNITS	# Units	SF	Total SF
1Bd	-	800	-
2Bd	12	1,100	13,200
3Bd	-	1,300	-
4 Bd/2Ba:	-	1,600	-
Total Leasable SF	12		13,200
COMMON AREAS TOTAL			
Other (Specify)	-		
Other (Specify)	-		
Total Common	-		
Total Residential	13,200		
Construction Loan Term			
Construction Period (months)	13		
Lease up Period	3		
Stabilization Period	0		
Total Development Period	16		

HARD COST ESTIMATE:	Total Residential Cost	SF	Per SF	Per Unit
Demolition & Remediation	\$ 50,000	14,754	\$ 3.39	\$ 4,167
Off-Site Work	\$ 10,000	n/a	n/a	\$ 833
Site Work	\$ 150,000	14,754	\$ 10.17	\$ 12,500
Residential Structures	\$ 4,290,000	13,200	\$ 325.00	\$ 357,500
Photovoltaic System	\$ 26,400	13,200	\$ 2.00	\$ 2,200
RESIDENTIAL SUBTOTAL	\$ 4,526,400	13,200	\$ 343	\$ 377,200
ESCALATORS		% of Total		
Cost Escalator	\$ 407,376	9.00%	\$ 33,948	\$ 33,948
Total Site Work and Structures	\$ 4,933,776		\$ 373.77	\$ 411,148
General Requirements	\$ 246,689	5.00%	\$ 18.69	\$ 20,557
Contractor Overhead and Profit	\$ 266,794	5.00%	\$ 20.21	\$ 22,233
General Liability Insurance & Bond	\$ 106,718	2.00%	\$ 8.08	\$ 8,893
Contractor's Contingency	\$ 155,414	3.00%	\$ 11.77	\$ 12,951
Total Contract Amount	\$ 5,709,390		\$ 432.53	\$ 475,783
<i>Owner's Contingency</i>	\$ 285,470	5.00%	\$ 21.63	\$ 23,789
TOTAL HARD COSTS	\$ 5,994,860		\$ 454.16	\$ 499,572

PERMITS AND IMPACT FEES:				
Building Valuation	SF	Cost per SF	Valuation	Building Type
Residential Building	13,200	\$0	\$0	-
Garage	0	\$0	\$0	-
Total Valuation	13,200		\$0	
Permit Fees	Calculation	Unit	Total	Per SF
Enter- Specific Permit Fee	\$ 3,000	Per Building	\$ 36,000	\$ 2.73
Enter- Specific Permit Fee	\$ -	Per SF	\$ -	\$ -
Enter- Specific Permit Fee	\$ -	Per Building	\$ -	\$ -
Enter- Specific Permit Fee	\$ -	Per Project	0	\$ -
Enter- Specific Permit Fee	\$ -		0	\$ -
Enter- Specific Permit Fee	\$ -		0	\$ -
Permit Fees Contingency	10%		\$ 3,600	0
Total Permit Fees			\$ 39,600	\$ 3.00
Impact Fees	Calculation		Total	Per SF
Enter- Specific Impact Fee	\$ 2,847	Per DU	\$ 34,164	\$ 2.59
Enter- Specific Impact Fee	\$ 4,993	Per DU	\$ 59,916	\$ 4.54
Enter- Specific Impact Fee	\$ 1,775	Per DU	\$ 21,300	\$ 1.61
Enter- Specific Impact Fee	\$ 5,014	Per DU	\$ 60,168	\$ 4.56
Enter- Specific Impact Fee	\$ 2,251	Per DU	\$ 27,012	\$ 2.05
Enter- Specific Impact Fee	\$ 566,298	Per Project	0	\$ -
Impact Fees Contingency	10%		\$ 20,256	\$ 1.53
Total Impact Fees			\$ 222,816	\$ 16.88
Fee Total + Contingency			\$ 262,416	\$ 19.88

335 Pierce Road

SOURCES AND USES

Construction Period Sources	Lender	Rate	Loan Term	Amount
Construction Loan		4.00%	16 months	\$ 7,637,897
Menlo Park NOFA	TBD			\$ 3,600,000
Total Sources				\$ 11,237,897
Total Development Costs				\$ 11,237,897
SURPLUS / (GAP)				\$ -

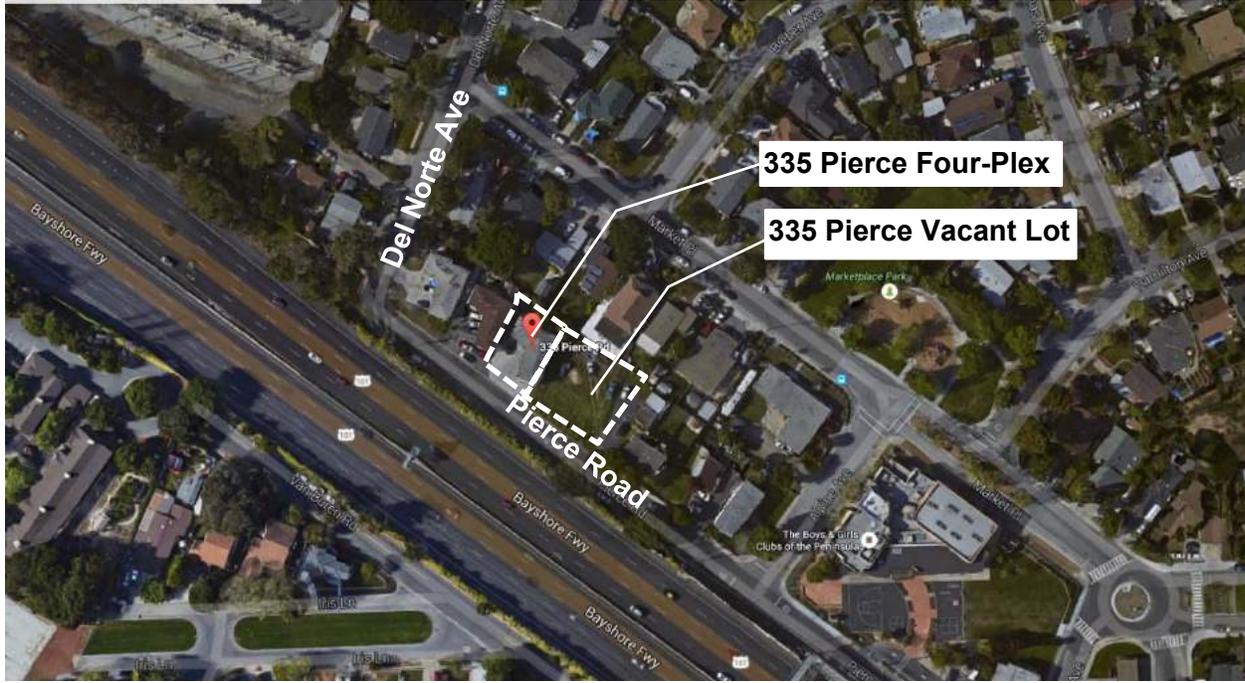
Permanent Sources	Lender	Rate	Amortization Period	Amount
Sales Takeout	TBD	0	0	\$ 7,637,897
Menlo Park NOFA				\$ 3,600,000
			Total Sources	\$ 11,237,897
			Total Development Costs	\$ 11,237,897
			SURPLUS / (DEFICIT)	\$ 0
			PDU	\$ 936,491

Uses of Funds	Total Cost	Allocate	Notes
Direct Land Cost	\$ 2,780,000	Manual	
Accrued Intrest	\$ 341,075		
Taxes (During Hold)	\$ 81,140	Current & Future Hold	
Existing Improvements Value	\$ -	Unit #	
Title & Escrow -- Land Closing	\$ 7,500	Sq. Ft.	
Legal - Acquisition and Condo Map	\$ 10,000	Unit #	
Demolition and Land Remediation	\$ 50,000	Unit #	
Holding Costs		Unit #	
TOTAL LAND COST/ ACQUISITION COST	\$ 3,269,715		
Relocation	Total Cost	Allocate	Notes
Temp Relocation Budget	\$ 10,000	Unit #	
Perm Relocation Budget	\$ -	Unit #	
Relocation Consultant Fee	\$ -	Unit #	
TOTAL RELOCATION EXPENSES	\$ 10,000		
Hard Costs	Total Cost	Allocate	Notes
Off-Site Improvements	\$ 10,000	Calc	
Site Work	\$ 150,000	Calc	
Residential Structures	\$ 4,290,000	Calc	
Photovoltaic System	\$ 26,400	Calc	
Construction Cost Escalation	\$ 407,376	Calc	
TOTAL SITE WORK AND STRUCTURES	\$ 4,883,776		
General Requirements	\$ 246,689	Calc	
Contractor Overhead and Profit	\$ 266,794	Calc	
General Liability Insurance and Bond	\$ 106,718	Calc	
Contractor's Contingency	\$ 155,414	Calc	
Owner Hard Cost Contingency	\$ 285,470	Calc	
TOTAL NEW CONSTRUCTION COSTS	\$ 5,944,860		
Architecture and Engineering	Total Cost	Allocate	Notes
Architecture Design	\$ 325,000	Unit #	
Architecture Construction Admin	\$ 30,000	Unit #	
TOTAL ARCHITECTURE	\$ 355,000		
Civil, Survey, SWPPP	\$ 40,000	Unit #	
Geotech (report and testing)	\$ 50,000	Unit #	
Materials Testing	\$ 25,000	Unit #	
CEQA, NEPA (inc. phase 1 and 2)	\$ -	Unit #	
VE/Const Estimating	\$ 20,000	Unit #	
Joint Trench	\$ 10,000	Unit #	
Waterproofing	\$ 10,000	Unit #	
Energy Consultant/HERS Rater	\$ -	Unit #	
Construction Management	\$ -	Unit #	
Other	\$ -	Unit #	
TOTAL ENGINEERING	\$ 155,000		
TOTAL ARCHITECTURE AND ENGINEERING	\$ 510,000		
Construction Interest & Fees	Total Cost	Allocate	Calculation Details & Notes
Construction Loan Interest	\$ 122,206	Calc	40% Utilization Rate
Origination Fees / Application Fees	\$ 57,284	Calc	0.75% Origination Fee
Lender Expenses (incl site visits, not legal)	\$ 10,000	Unit #	
Taxes (During Construction)	\$ 8,114	Unit #	Until Land Trust can take ownership
Insurance (Builders' Risk, General Liability)	\$ 59,949	Calc	1.00% % of Hard cost
TOTAL CONSTRUCTION FINANCING	\$ 257,553		
Legal Fees	Total Cost	Allocate	Notes
Const. Lender Legal Paid by Applicant	\$ 40,000	Unit #	
Legal Fees -- General Consulting	\$ 60,000	Unit #	
Legal Fees -- Const. Loan Closing	\$ 25,000	Unit #	
Legal Fees -- Perm Loan Closing	\$ -	Unit #	
Legal Fees - Syndication	\$ -	Unit #	
TOTAL LEGAL	\$ 125,000		
Other Project Costs	Total Cost	Allocate	Calculation Details & Notes
Appraisal Cost	\$ -	Unit #	
Impact Fees	\$ 222,816	Calc	
Waived Impact Fees	\$ -	Manual	
Permit Processing Fees	\$ 39,600	Calc	Overwrite based on Fee structure
Marketing	\$ 20,000	Unit #	
Market Study	\$ -	Unit #	
Prevailing Wage Monitor	\$ -	Unit #	
Audit	\$ 20,000	Unit #	
Accounting Fees - Operating	\$ -	Unit #	
Other: Broker	\$ 204,000	Unit #	
Capitalized Defect Reserve	\$ 120,000	Unit #	
Soft Cost Contingency	\$ 74,353	Calc	% of Soft Cost
TOTAL OTHER COSTS	\$ 700,769	\$ 1,593,322	
SUBTOTAL PROJECT COSTS	\$ 10,817,897		
Developer Costs	Total Cost	Allocate	Calculation Details & Notes
Developer Overhead/Profit	\$ 420,000	Calc	Fixed Fee
TOTAL PROJECT COSTS	\$ 11,237,897		

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Supporting Material #8: Photos

Aerial/Site



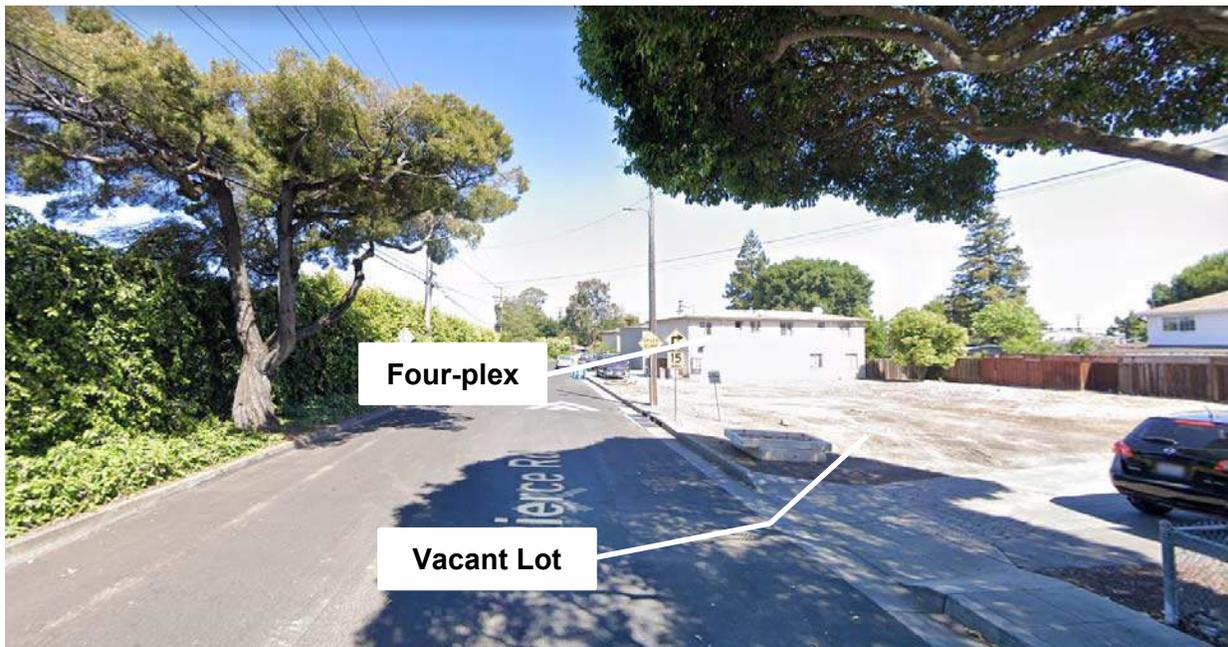
335 Pierce (Subject Property)



Pierce Road: Looking Southeast



Pierce Road: Looking Northwest



Supporting Material #9: Board of Directors

**MIDPEN HOUSING CORPORATION
BOARD MEMBERS
2021**

Kim Le – Chairperson
San Jose, CA 95133

Jennifer Martinez – Director
San Mateo, CA 94401

Eric Harrison – Vice-Chairperson
Oakland, CA 94612

Fay Sien Goon – Director
Saratoga, CA 95070

Gina Diaz – Secretary
San Francisco, CA 94107

Daniel Seubert – Treasurer
Palo Alto, CA 94306

Mark Battey – Director
Half Moon Bay, CA 94019

Monique Moyer - Director
San Mateo, CA 94403

Renee McDonnell – Director
San Francisco, CA 94111

Terry Freeman – Director
Woodside, CA 94062

Enrique Torres – Director
Redwood City, CA 94065

Jessica Garcia-Kohl – Director
San Jose, CA 95112

Elisa de Laet (Jagerson) – Director
Redwood City, CA 94065

Beth Bartlett – Director
Portola Valley, CA 94028

Jennifer (Jenny) Hicks – Director
Oakland, CA 94603