



FILED
OFFICE OF THE CITY CLERK
OAKLAND

19 AUG 29 PM 4:24

AGENDA REPORT

TO: Sabrina B. Landreth
City Administrator

FROM: Mark Sawicki
Director, EWD

SUBJECT: ENA Term Extension for 95th and
International Blvd. and 3050
International Blvd.

DATE: August 19, 2019

City Administrator Approval

Date:

8/28/19

RECOMMENDATION

Staff Recommends That The City Council Adopt The Following Pieces of Legislation:

- 1) A Resolution Authorizing The City Administrator Or Her Designee To Enter Into An Amendment To An Exclusive Negotiation Agreement With Acts Community Development Corporation And The Related Companies of California, And/OR Affiliated Entities To Extend The Term For One Year With One Optional Six-Month Administrative Extension For The Potential Lease Disposition And Development Of A Mixed-Use Affordable Housing Project On Seven Contiguous City-Owned Parcels (APNs 044-4967-002, 044-4967-003, 044-4967-004-02, 044-4967-004-03, 044-4967-005, 044-4967-007-01, and 044-4967-009) Located At 95th Avenue And International Boulevard; And
- 2) A Resolution Authorizing The City Administrator or Her Designee To Enter Into An Amendment To An Exclusive Negotiation Agreement With Satellite Affordable Housing Associates And Native American Health Center And/OR Affiliated Entities To Extend The Term For One Year With One Optional Six-Month Administrative Extension For The Potential Lease Disposition And Development Of A Mixed-Use Affordable Housing And Community Health Center Project (APN 025-0719-00-701) Located At 3050 International Boulevard.

EXECUTIVE SUMMARY

95th and International Blvd.

On March 20, 2018, the City entered into an Exclusive Negotiation Agreement (ENA) with Acts Community Development Corporation in partnership with The Related Companies of California (Acts/Related) to develop affordable housing on city-owned land consisting of seven contiguous parcels on International Boulevard between 94th Avenue and 95th Avenue. The proposed 95th and International Boulevard Project (95th & Intl. Project) will be 100 percent affordable, with 55

Item: _____
CED Committee
September 10, 2019

units of housing targeted to extremely low- and very low-income households earning between 30 percent and 60 percent of the County of Alameda area median income (AMI) and ground floor retail space. The current ENA will expire on September 20, 2019, and Acts/Related has requested an extension to continue negotiations towards a lease disposition and development agreement (LDDA). Staff is seeking authorization to extend the ENA for a twelve-month period, with one optional six-month administrative extension to continue negotiations with the developer.

3050 International Blvd.

On March 20, 2018, the City also entered into an ENA with the Native American Health Center in partnership with Satellite Affordable Housing Associates (NAHC/SAHA) to develop affordable housing on a city-owned vacant 0.75-acre parcel located at 3050 International Boulevard (the former Melrose Ford site). The proposed 3050 International Boulevard Project (3050 Intl. Project) will include approximately 75 units of affordable housing targeted to working families earning less than 60 percent AMI and 14,000 square feet of community and clinic space operated by NAHC. The current ENA will expire on September 20, 2019, and NAHC/SAHA has requested an extension to continue negotiations towards an LDDA. Staff is seeking authorization to extend the ENA for a twelve-month period, with an optional six-month administrative extension to continue negotiations with the developer.

BACKGROUND / LEGISLATIVE HISTORY

95th and International Blvd.

In 2011, after significant engagement with the East Oakland community, the former Redevelopment Agency purchased seven contiguous parcels between 94th Avenue and 95th Avenue with frontage on International Boulevard pursuant to Resolution No. 2011-0056 C.M.S approved on July 5, 2011, for a total of \$1,227,038, including closing costs. The redevelopment agency demolished the buildings at a cost of \$500,000.

The 95th & Intl. Project site is comprised of the following seven City-owned parcels:

- 1) 9409 International Blvd. currently designated as Assessor's Parcel Number (APN) 044-4967-002;
- 2) 9415 International Blvd. currently designated as APN 044-4967-003;
- 3) 9423 International Blvd. currently designated as APN 044-4967-004-03;
- 4) 9431 International Blvd. currently designated as APN 044-4967-005;
- 5) 9437 International Blvd. currently designated as APN 044-4967-007-01;
- 6) 1361 95th Avenue currently designated as APN 044-4967-004-02; and
- 7) 95th Avenue with no street address currently designated as 044-4967-009

The 95th & Intl. Project site previously contained several separate, freestanding structures in poor and dilapidated condition that the former Redevelopment Agency demolished and cleared from the site. The combined site is approximately 28,800 square feet (0.66 acres) and zoned CN-3 (Neighborhood Commercial). It is currently vacant and secured with chain link fencing. The site is less than 1.5 miles from both Interstate 880 and Interstate 580 and is well-served by public transit including the Bus Rapid Transit (BRT) project currently under construction.

Pursuant to Resolution No. 87107 C.M.S. (**Attachment A**), the City entered into an ENA with Acts/Related on March 20, 2018, to develop a four-story mixed-use infill project at the site with approximately 55 affordable residential units and 2,400 square feet of retail space. The preliminary project proposal is outlined in **Attachment B**. The ENA had an original term of 12 months, with an option to extend for an additional six months. The developer exercised the extension option, and the ENA will expire on September 20, 2019.

The Related Companies of California (Related) and Acts Community Development Corporation (Acts) have formed a limited partnership of which an affiliate of Related is the Administrative General Partner and Acts is the Managing General Partner. Related is one of the largest developers of urban and affordable housing in California, having developed over 10,000 units of multifamily housing from San Francisco to San Diego, largely through public/private partnerships. Acts is an affiliate of Acts Full Gospel Church, a longstanding and respected institution in Oakland that has spearheaded many community improvement efforts in local underserved communities over the last 30 years. Acts and Related have a history of successful development in the community as the co-developers of Acts Cyrene at 94th and International, the affordable 59-unit mixed-use project located directly across the street from the 95th & Intl. Project.

3050 International Blvd.

Pursuant to Resolution No. 2010-0015 C.M.S., approved on February 16, 2010, the 3050 Intl. Project site was originally purchased in conjunction with a second parcel, the Derby parcel (not currently included in the 3050 Intl. Project site) for a total of \$3,250,000. The 3050 Intl. Project site is approximately 32,515 square feet (0.75 acres) and is located at the southeast corner of Derby Avenue and International Boulevard. The Assessor parcel number for the property is 025-0719-00-701 and it is zoned CC-2 (Community Commercial). The site is vacant and formerly contained one building with surface parking that was previously used by Melrose Ford as an automotive dealership and sale service facility. The dealership closed in March 2006 and vacated the property in July 2009. The redevelopment agency demolished the building at a cost of \$425,000.

The 3050 Intl. Project site is identified as a Transit Oriented Development (TOD) catalyst site and was originally acquired to pursue development consistent with the established revitalization goals and objectives for the Coliseum and Central City East (CCE) Project Areas. This site along with other sites in the area were purchased to address vacant blighted properties along International Boulevard.

Pursuant to Resolution No. 87108 C.M.S. (**Attachment C**), the City entered into an ENA with NAHC/SAHA on March 20, 2018 to develop a five-story 100 percent affordable mixed-use infill project with approximately 75 affordable residential units and 14,000 square feet of commercial space to be occupied by a health center and operated by NAHC. The preliminary project proposal is outlined in **Attachment D**. The ENA had an original term of 12-months, with an option to extend for an additional six months. The Developer exercised the option to extend the ENA for an additional six-months, and the ENA will expire on September 20, 2019.

NAHC is a non-profit, Federally Qualified Health Care Center that provides community wellness programs that relate to medical, dental, behavioral health, women, infant, and children in

Alameda County, San Francisco County, and Contra Costa County. In 2016, NAHC's Oakland/Fruitvale clinic served over 8,900 community members. NAHC has been in the Fruitvale area since 1976 at the Fruitvale Medical Building which is located across the street from the proposed site. NAHC recently redeveloped Seven Generations, a nearby property on 2920 International Boulevard, changing it from a retail warehouse property into an office and future clinic. NAHC also previously developed Seven Directions, a 36-unit affordable housing project with a ground floor health clinic in partnership with East Bay Asian Local Development Corporation (EBALDC).

SAHA is a non-profit housing development corporation and property management company with over 50 years of experience. SAHA specializes in creating infill housing and mixed-use developments throughout the Bay Area for working families, seniors, and people with special needs. SAHA's properties provide more than 3,000 residents in seven counties in Northern California with much needed affordable housing and services. In the immediate area, SAHA built and manages the Orchard on Foothill located at 2719 Foothill Boulevard which provides 65 units of housing to very low-income seniors, and is developing an affordable housing project at the corner of 23rd Avenue and International Blvd.

ANALYSIS / POLICY ALTERNATIVES

Staff recommends extending the ENAs with both Acts/Related and NAHC/SAHA. The development teams for both projects have expended considerable funding and resources, have been fully vetted, have proven track records, have a vested interest in the neighborhood, and have shown significant interest in bringing vibrant mixed-use developments to East Oakland.

Since March 20, 2018, staff and the development teams have worked in collaboration towards meeting the predevelopment performance benchmarks outlined in their respective ENAs, with both developers substantially performing in good faith to advance their respective timelines:

- The 95th & Intl. Project is currently entitled and the developers are negotiating the terms of their LDDA. In addition, the Acts/Related Team is working towards acquiring an 8th parcel to include in the project that will require additional time to complete. **Attachment E** outlines the activities of the Acts/Related Team in fulfilling the performance benchmarks of their ENA.
- The 3050 Intl. Project is currently in the planning, design, and California Environmental Quality Act (CEQA) review phase and working to obtain project entitlements. **Attachment F** outlines the activities of NAHC/SAHA as they continue to work towards fulfilling the performance benchmarks of the ENA. Staff anticipates NAHC/SAHA meeting the performance benchmarks of the 3050 Intl. Project ENA in the Fall of 2019, at which time project entitlements may be issued.

The Elmhurst and Fruitvale neighborhoods will benefit from the potential catalytic activities resulting from these projects. These two existing housing-pipeline projects will address the current affordable housing crisis in Oakland by bringing approximately 132 100 percent affordable units on-line. In addition, the 95th & Intl. Project will include 2,400 square feet of retail space, while the 3050 Intl. Project will include 14,000 square feet of community and health

center space operated by NAHC. Allowing the ENAs to expire would jeopardize the existing work both developers have successfully completed to date and risk delaying or losing these significant community benefits.

FISCAL IMPACT

Aside from required staff time, there is no fiscal impact on the City for the development and execution of an ENA extension. To cover the costs of staff time related to these projects and reasonable third-party expenses during the ENA process, the City has received a Project Expense Payment (PEP) of \$25,000 each for the 95th & Intl. Project and 3050 Intl. Project. All PEP funds have been accepted and appropriated into Miscellaneous Capital Projects (Fund 5999), Coliseum Redevelopment (Org 85242) and Coliseum (Program SC12). The 95th & International Development PEP has been appropriated to Project 1004696 for the administration and management of the 95th & Intl. Project, and will be appropriated in a project to be determined for the 3050 Intl. Project.

The Economic and Workforce Development Department (EWDD) is currently not planning to provide any funding for predevelopment costs on either of these two projects. However, it is anticipated that these projects will submit a request for City and County financing in the next affordable housing Notice of Funding Availability (NOFA). The deadline for the City's affordable housing NOFA is September 27, 2019, and Council action is expected sometime in January of 2020. Preliminary sources and uses indicate a need of approximately \$11.6 million (approximately \$211,000 per unit for 95th & Intl. Project) and \$11.9 million (approximately \$158,000 per unit for the 3050 Intl. Project), in City affordable housing subsidies. Both Acts/Related and NAHC/SAHA are expected to pay full market value for the land at each project site.

EWDD and the Housing & Community Development Department will review revised requests for funding to ensure they are reasonable and competitive for the level of affordability provided.

PUBLIC OUTREACH / INTEREST

95th and International Blvd.

As part of the performance benchmarks for the 95th & Intl. Project, Acts/Related conducted a series of community outreach forums to solicit public input and comments for the project. Additional information about the community meetings held with community stakeholders and residents is provided in ***Attachment E***.

The former Redevelopment Agency and the City have worked with the previous property owners and current development team for over a decade to realize the vision of a mixed-use affordable housing development with ground floor retail on both sides of International Boulevard between 94th Avenue and 95th Avenue. Since first embarking on the Act Cyrene Project in 2008, Related and Acts have established and continue to implement a community outreach strategy in this community.

3050 International Blvd.

As part of the performance benchmarks for the 3050 Intl. Project, NAHC/SAHA conducted a series of community outreach forums to solicit public input and comments for the project. Additional information about the community meetings held with community stakeholders and residents is provided in **Attachment F**.

The 3050 International property is included in the overall plan for the former Coliseum and Central City East (CCE) Redevelopment areas. The redevelopment plans were developed by working with the CCE Project Advisory Committee that represented residents, property owners, community groups, and tenants in the area. In conjunction with the work of the Coliseum and CCE area plans, staff started a community process to address catalyst areas as part of a TOD Plan to leverage the services of the planned BRT system and assess opportunities for developing TOD projects along International Boulevard. The community process for the TOD plan was completed in 2010 with three community workshops. The process included working with a Community Advisory Committee (CAC) specifically established for the TOD study. Area residents and other stakeholders participated in community workshops and staff identified eight TOD Catalyst Areas, and the area between 30th Avenue and Fruitvale Avenue where the project is located was an identified Catalyst Area in the Fruitvale sub-area.

COORDINATION

Economic and Workforce Development staff have coordinated meetings with the Bureau of Planning on the project entitlement work, and Housing and Community Development staff will provide information on sources of financing for the affordable housing. The Office of the City Attorney also assisted in preparation of the staff report and legislation, and will assist in preparing the Amendments to the respective ENAs to effectuate the extensions for both projects.

SUSTAINABLE OPPORTUNITIES

Economic: There are no direct economic impacts connected to the request to extend the respective terms of the existing ENAs with the developers for these two existing pipeline projects. However, continuing to develop both projects will create indirect positive economic impacts. The developers will be complying with the City's small and local contracting requirements for construction projects, which will create local construction jobs. Additionally, the projects would improve neighborhood conditions by replacing current vacant land with new infill mixed-use buildings and much needed affordable housing units. And finally, the projects will make the neighborhood area more attractive to current and prospective homeowners and businesses by adding additional services for residents and commuters traveling along one of Oakland's biggest commercial corridors.

Environmental: There are no direct environmental impacts connected to the request to extend the respective terms of the existing ENAs for these two projects. However, the two proposed mixed-use projects would remove vacant property from International Blvd., and add much needed affordable infill-housing and commercial development within two designated TOD

catalytic development areas of East Oakland. The developers of both projects will use their good faith efforts to design, develop and construct an environmentally sustainable project in conformance with the "Build It Green" commercial checklist.

Social Equity: There are no direct equity impacts connected to the request to extend the existing ENAs for these two projects. However, both affordable mixed-use projects would be a positive stimulus to these East-Oakland neighborhoods and would provide much needed affordable housing and commercial services to two designated TOD catalytic development areas of East Oakland.

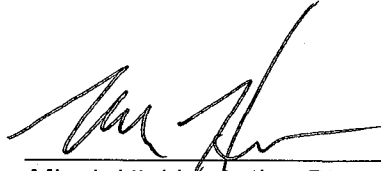
ACTION REQUESTED OF THE CITY COUNCIL

Staff recommends that City Council adopt the following two pieces of legislation:

- 1) A Resolution Authorizing The City Administrator Or Her Designee To Enter Into An Amendment To An Exclusive Negotiation Agreement With Acts Community Development Corporation and The Related Companies of California, and/or Affiliated Entities To Extend The Term For One Year With One Optional Six-Month Administrative Extension For The Potential Lease Disposition and Development Of A Mixed-Use Affordable Housing Project On Seven Contiguous City-Owned Parcels (APNs 044-4967-002, 044-4967-003, 044-4967-004-02, 044-4967-004-03, 044-4967-005, 044-4967-007-01, and 044-4967-009) Located At 95th Avenue and International Boulevard; and
- 2) A Resolution Authorizing The City Administrator or Her Designee To Enter Into An Amendment To An Exclusive Negotiation Agreement With Satellite Affordable Housing Associates and Native American Health Center and/or Affiliated Entities To Extend The Term For One Year With One Optional Six-Month Administrative Extension For The Potential Lease Disposition and Development Of A Mixed-Use Affordable Housing And Community Health Center Project (APN 025-0719-00-701) Located At 3050 International Boulevard.

For questions regarding this report, please contact Larry Gallegos, Area Manager at (510) 238-6174.

Respectfully submitted,



Micah Hinkle, Acting Director
Economic and Workforce Development

Reviewed by:
Alexa Jeffress, Division Manager
Larry Gallegos, Area Manager

Prepared by:
David Le, Urban Economic Analyst
Rupa Parikh, Urban Economic Analyst

Attachments (6):

- A: Resolution No. 87107 C.M.S
- B: 95th and International Blvd. Project Proposal
- C: Resolution No. 87108 C.M.S
- D: 3050 International Blvd. Project Proposal
- E: 95th Ave and International Blvd Pre-development ENA Benchmarks
- F: 3050 International Blvd Pre-development ENA Benchmarks

FILED
OFFICE OF THE CITY CLERK
OAKLAND

2018 MAR -1 PM 4:58

Approved as to Form and Legality

OAKLAND CITY COUNCIL


City Attorney

RESOLUTION NO. **87107** C.M.S.

Introduced by Councilmember _____

RESOLUTION AUTHORIZING THE RIGHT TO NEGOTIATE AND EXECUTE AN EXCLUSIVE NEGOTIATING AGREEMENT, WITHOUT ENGAGING IN A COMPETITIVE SOLICITATION PROCESS, WITH ACTS COMMUNITY DEVELOPMENT CORPORATION AND THE RELATED COMPANIES OF CALIFORNIA, AND OR AFFILIATED ENTITIES, FOR ONE YEAR WITH ONE OPTIONAL SIX-MONTH ADMINISTRATIVE EXTENSION FOR THE POTENTIAL LEASE DISPOSITION AND DEVELOPMENT OF A MIXED-USE AFFORDABLE HOUSING PROJECT ON SEVEN CONTIGUOUS CITY-OWNED PARCELS (APNS 044-4967-002, 044-4967-003, 044-4967-004-02, 044-4967-004-03, 044-4967-005, 044-4967-007-01, AND 044-4967-009) LOCATED AT 95TH AVENUE AND INTERNATIONAL BOULEVARD.

WHEREAS, the City owns 0.66-acre of land composed of seven contiguous parcels (APNs 044-4967-002, 044-4967-003, 044-4967-004-02, 044-4967-004-03, 044-4967-005, 044-4967-007-01, and 044-4967-009) with frontage on International Boulevard between 94th Avenue and 95th Avenue; and

WHEREAS, the Property was acquired for economic development and the proposed action furthers the City's use of the Property; and

WHEREAS, Acts Community Development Corporation in partnership with The Related Companies of California (the "Developer"), has submitted an unsolicited proposal to the City to develop a mixed-use affordable housing and retail project on the Property; and

WHEREAS, the City and the Developer are interested in entering into a period of preliminary study and exclusive negotiations over the proposed disposition of the Property for the project, with the understanding that this does not constitute a binding commitment on the part of the City to any project or developer for the Property; and

WHEREAS, the City shall require the Developer to pay a nonrefundable Project Expense Payment of \$25,000 to reimburse the City for third-party expenses; now, therefore, be it

RESOLVED: That the City hereby authorizes the City Administrator to negotiate and enter into an Exclusive Negotiating Agreement ("ENA") with Acts Community Development Corporation in partnership with Related California and/or related entities or affiliates approved by the City administrator, for the purposes of developing a project proposal for the City Council

review and approval, undertaking the necessary environmental review process, and negotiating the terms and conditions of a Lease or Disposition and Development Agreement; and be it

FURTHER RESOLVED: That the initial exclusive negotiating period will be for twelve (12) months from the date of this Resolution, with the option for the City Administrator to extend said period by an additional six months in her sole discretion; and be it

FURTHER RESOLVED: That the \$25,000 nonrefundable Project Expense Payment from Developer will be accepted and appropriated to Miscellaneous Capital Projects Fund 5999, and Project to be determined later; and be it

FURTHER RESOLVED: That the City Council finds and determines, after independent review and consideration, that this action is not subject to CEQA pursuant to Section 15262 (feasibility and planning studies), and Section 15601(b)(3)(general rule) of the CEQA Guidelines; and be it

FURTHER RESOLVED: That the City Administrator is further authorized to negotiate and enter into agreements and take whatever action is necessary with respect to the ENA and the Property consistent with the Resolution and its basic purposes.

IN COUNCIL, OAKLAND, CALIFORNIA, MAR 20, 2018

PASSED BY THE FOLLOWING VOTE:

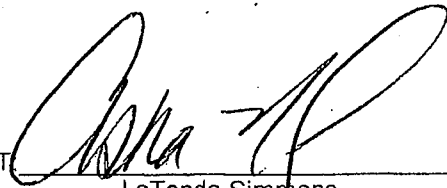
AYES - BROOKS, CAMPBELL WASHINGTON, GALLO, GIBSON McELHANEY,
GUILLEN, KALB, KAPLAN AND PRESIDENT REID - 8

NOES - 0

ABSENT - 0

ABSTENTION - 0

ATTEST



LaTonda Simmons
City Clerk and Clerk of the Council
of the City of Oakland, California



January 26, 2018

Larry Gallegos
Manager
Housing and Community Development
1 Frank H. Ogawa
Oakland, CA 94612

RE: **City Owned sites – 9409, 9415, 9417, 9419, 9423, 9431, 9437 International Boulevard and 1361 9th Avenue, Oakland, CA 94603 (the "City Owned Properties")**

Dear Larry,

On behalf of Acts Community Development Corporation and The Related Companies of California ("ACDC/Related Team"), attached is an updated project proposal for the City Owned Properties. The overall site footprint includes the acquisition of 9401 International Boulevard (corner of 95th and International), of which the ACDC/Related Team currently has site control. The plan for the combined site footprint of the City Owned Properties and 9401 International Boulevard includes approximately 57 units and 3,700 SF of retail/commercial space. We look forward to seeing this plan become the second phase of the 94th and International project, which recently completed construction and is 100% occupied.

We contemplate utilizing 9% low-income tax credits, local soft funds (City and County), and Project Based Section 8 subsidy from the Oakland Housing Authority. The ACDC/Related Team would propose to enter into a long term ground lease for the City Owned Properties, which would be financed by a seller carryback loan based on the value of the land. In addition, the ACDC/Related Team will also be researching the availability of AHP funds and AHSC funds.

We are looking to obtain site control as soon as possible to allow the development team to meet the threshold requirements per the City of Oakland Housing and Community Development Department's NOFA. The application for funding was submitted September 15, 2017.

Thank you for your continued support, and we look forward to making this project a reality in the near future.

Sincerely,

A handwritten signature in black ink, appearing to read "Saki S. Middleton".

Saki S. Middleton
Partner Acquisitions/Development

CC: Bishop Bob Jackson, Acts Full Gospel Church
Pastor Mark Claybrooks, Acts Community Development Corporation

PHASE II - 95th & INTERNATIONAL
PROPOSED MIXED-USE RESIDENTIAL PROJECT
OAKLAND, CA

January 26, 2018

ACTS COMMUNITY DEVELOPMENT CORPORATION



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- I. EXECUTIVE SUMMARY
- II. MASSING AND DENSITY STUDY
- III. TARGET POPULATION
- IV. PROFORMA

I. EXECUTIVE SUMMARY

The Related Companies of California ("Related") and Acts Community Development Corporation ("ACDC") plan to joint venture to develop the 95th and International project (the "Development"), a mixed-use family residential development in the City of Oakland.

OVERVIEW

The Development site is comprised of approximately 32,325 sq.ft. (0.74 acres), with frontage on International Blvd between 94th Avenue and 95th Avenue. The site is currently improved with a two-story existing building. The Development will have two components:

1) RETAIL/COMMERCIAL COMPONENT ("COMMERCIAL COMPONENT")

This component will have approximately 3,700 sq.ft. of retail/commercial space located on the ground floor of International Blvd. The retail space will be leased to either a regional and/or national tenant that will provide much needed neighborhood services for the community.

2) RESIDENTIAL RENTAL FAMILY COMPONENT ("FAMILY COMPONENT")

This component will have approximately 57 units of family housing comprised of one, two and three bedroom units.

EXPERIENCED DEVELOPER/OWNER

The Development will be owned and developed by ACDC and Related. Related is one of the largest developers of urban and affordable housing in the State. It has developed, or has under development, over 10,000 units of multifamily housing from San Francisco to San Diego, almost all of which have been or are being developed in some form of public/private partnership. ACDC's, which is led by Bishop Bob Jackson, mission is the development of affordable housing and revitalization of the City of Oakland's residential and neighborhood commercial districts. ACDC is an affiliate of Acts Full Gospel Church, one the City's largest churches. ACDC and Related are the co-developers of 94th and International, which is a 59-unit mixed project located directly across the street from the subject property.

PROPERTY MANAGEMENT

Related Management Company (RMC) was formed in 1974, an affiliate of Related and currently manages developments located in ten (10) states across the U.S. RMC maintains regional and district offices across the U.S. The Irvine, CA office for RMC will be responsible for the property management of the proposed project.

II. MASSING AND DENSITY STUDY

57-unit mixed-use concept

- 32,325 SF site (includes corner parcel)
- 76.8 units/acre
- 2,500 SF of leasing/management/community space
- 3,700 SF of retail/commercial space
- 38 open parking spaces (0.67 spaces/unit)
- 27 one-bdrm units
- 15 two-bdrm units
- 15 three-bdrm units

CONCEPT A: 57 Unit Mixed-Use Concept

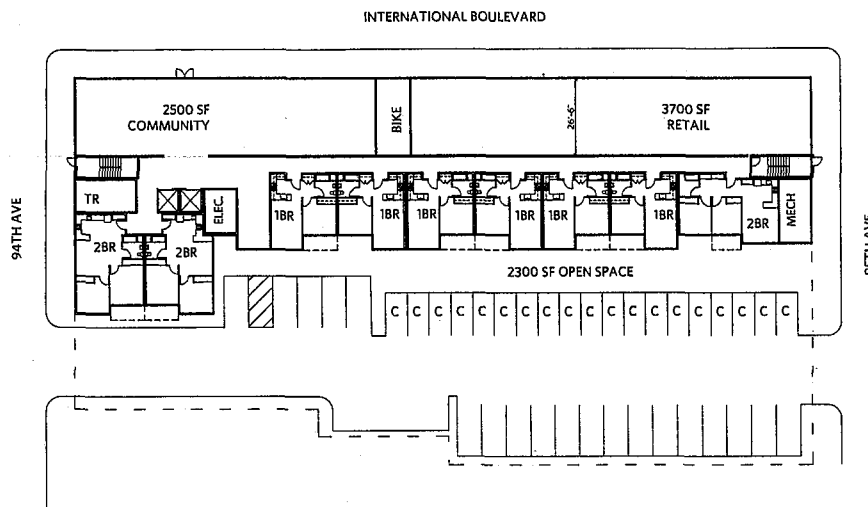
57 UNITS

Unit Mix
 27 one-bedroom (47.4%)
 15 two-bedroom (26.3%) - includes manager's unit
 15 three-bedroom (26.3%)
 57 units total

Parking Provided
 19 compact
 17 regular
 2 accessible
 38 total +1 Loading Berth

1 space per 2BR or 3BR
 0.30 space per 1BR

Open Space
 2350 sf common open space
 3100 sf balconies (balconies on all 57 units)

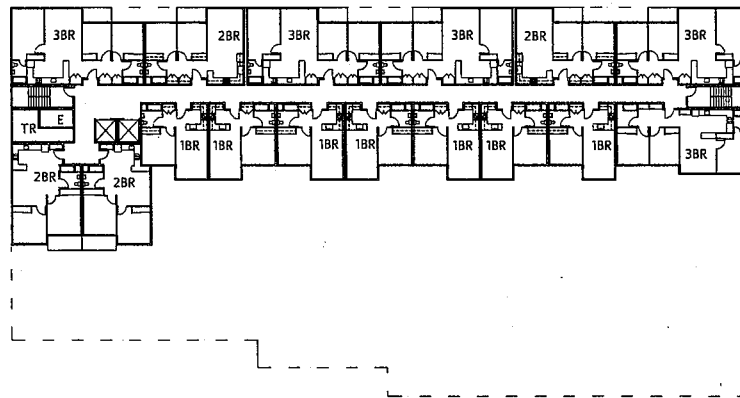


57 UNITS

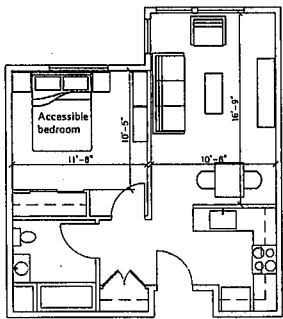
1BR: 560 sf 7 per floor
2BR: 822 sf 4 per floor
3BR: 1,127 sf 5 per floor

Total unit area per floor: 12,843 sf per floor

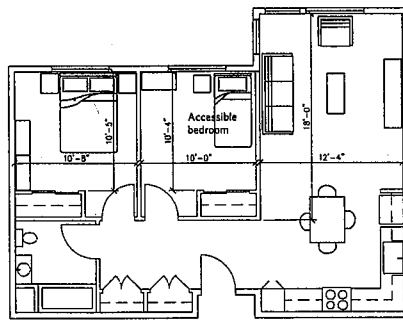
15,220 gsif per floor
Efficiency: 84%



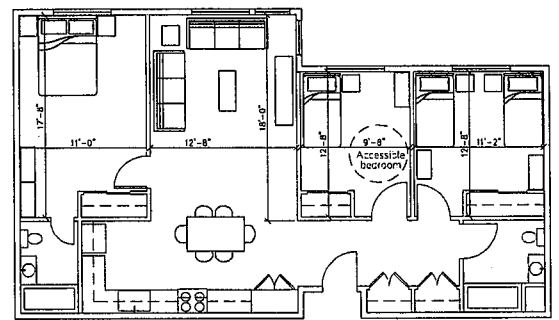
August 12, 2016



1 BEDROOM



2 BEDROOM



3 BEDROOM

III. TARGET POPULATION

The subject project will target households with incomes between 30% and 50% of the County of Alameda area median income. The following is a breakdown of rent levels and target household incomes for the project.

- A. One Bedroom Units - The one bedroom units will be marketed to seniors. The following are the target rent and income levels:

Net Rents: \$540 to \$931

Incomes: \$21,930 to \$41,750 annually

- B. Two Bedrooms Units - The two bedroom units will be marketed to families. The following are the target rent and income levels:

Net Rents: \$648 to \$1,117

Incomes: \$25,050 to \$52,150 annually

- C. Three Bedrooms Units - The three bedroom units will be marketed to families. The following are the target rent and income levels:

Net Rents: \$742 to \$1,285

Incomes: \$28,170 to \$60,500 annually

IV. PROFORMA

PROJECT SUMMARY

95th and International - 57 Units
Development Profoma 2011 V1.2 - ILP

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Project Data		Basis Calculations		
Project Type	Large Family	Total Eligible Basis	\$25,413,154	
County	Alameda	Adjusted Threshold Basis Limit	\$26,707,060	
Total Units	57	Total Eligible Basis as a % of Threshold Basis Limit	95.16%	
Parking Spaces	38			
Land Area	0.74 Acres			
Net Residential Area	44,355 SF			
Construction Months	14 Months			
Operating Economic Assumptions		Permanent Sources	Amount	Debt Service
Residential Vacancy Rate	5.0%	Tax Credit Equity	17,051,134	n/a
Retail Vacancy Rate	100.0%	Construction Loan	0	n/a
Income Inflator	2.5%	Permanent Financing	1,158,000	\$87,832
Expense Inflator	3.5%	Tranche B Loan	3,141,000	\$328,338
Property Tax Inflator	2.5%	City of Oakland RR Loan	6,640,000	n/a
Replacement Reserve Inflator	0.0%	Alameda 1 County RR Loan	2,846,151	n/a
CPI	3.0%	City of Oakland Seller Carryback Loan	1,150,000	n/a
		Total	\$31,986,285	\$416,170
Stabilized Cash Flow		Sources and Uses		
	Year 1	Total Permanent Sources	\$31,986,285	
Gross Scheduled Rent	\$619,572	Total Development Cost	31,986,286	
Laundry Income	4,104	Over/(Under)	(\$0)	
Other Income	441,300			
Vacancy & Collection	@ 5.00% (53,249)			
Retail Income	0			
Retail Vacancy	@ 100.00% 0			
Effective Gross Income	1,011,727			
Operating Expenses	(512,438)			
Net Operating Income	499,290			

FILED
OFFICE OF THE CITY CLERK
OAKLAND

2018 MAR -1 PM 4:44

Approved as to Form and Legality

OAKLAND CITY COUNCIL


City Attorney

RESOLUTION NO. ~~87108~~ 87108 E.M.S.

Introduced by Councilmember _____

RESOLUTION AUTHORIZING THE RIGHT TO NEGOTIATE AND EXECUTE AN EXCLUSIVE NEGOTIATING AGREEMENT, WITHOUT ENGAGING IN A COMPETITIVE SOLICITATION PROCESS, WITH SATELLITE AFFORDABLE HOUSING ASSOCIATES AND THE NATIVE AMERICAN HEALTH CENTER, AND OR AFFILIATED ENTITIES, FOR ONE YEAR WITH ONE OPTIONAL SIX-MONTH ADMINISTRATIVE EXTENSION FOR THE POTENTIAL LEASE DISPOSITION AND DEVELOPMENT OF A MIXED-USE AFFORDABLE HOUSING AND RETAIL PROJECT LOCATED AT 3050 INTERNATIONAL BOULEVARD

WHEREAS, the City owns a 0.75-acre parcel of land ("the Property") located at 3050 International Boulevard with APN 025-0719-007-01; and

WHEREAS, the Property was acquired for economic development and the proposed action furthers the City's use of the Property; and

WHEREAS, Native American Health Center in partnership with Satellite Affordable Housing Associates (the "Developer"), have submitted an unsolicited proposal to the City to develop a mixed-use affordable housing and retail project on the Property; and

WHEREAS, the City and the Developer are interested in entering a period of preliminary study and exclusive negotiations over the proposed disposition of the Property for their project, with the understanding that this does not constitute a binding commitment on the part of the City to any project or developer for the Property; and

WHEREAS, the City shall require the Developer to pay a nonrefundable Project Expense Payment of \$25,000 to reimburse the City for third-party expenses; now, therefore, be it

RESOLVED: That the City hereby authorizes the City Administrator to negotiate and enter into an Exclusive Negotiating Agreement ("ENA") with Native American Health Center in partnership with Satellite Affordable Housing Associates, or related entities or affiliates approved by the City administrator, for the purposes of developing a project proposal for the City Council review and approval, undertaking the necessary environmental review process, and negotiating the terms and conditions of a Lease or Disposition and Development Agreement; and be it

FURTHER RESOLVED: That the initial exclusive negotiating period will be for twelve (12) months from the date of this Resolution, with the option for the City Administrator to extend said period by an additional six months in her sole discretion; and be it

FURTHER RESOLVED: That the \$25,000 nonrefundable Project Expense Payment from Developer will be accepted and appropriated to Miscellaneous Capital Projects Fund 5999, and Project to be determined later; and be it

FURTHER RESOLVED: That the City Council finds and determines, after independent review and consideration, that this action is not subject to CEQA pursuant to Section 15262 (feasibility and planning studies), and Section 15601(b)(3)(general rule) of the CEQA Guidelines; and be it

FURTHER RESOLVED: That the City Administrator is further authorized to negotiate and enter into agreements and take whatever action is necessary with respect to the ENA and the Property consistent with the Resolution and its basic purposes.

IN COUNCIL, OAKLAND, CALIFORNIA, MAR 20, 2018

PASSED BY THE FOLLOWING VOTE:

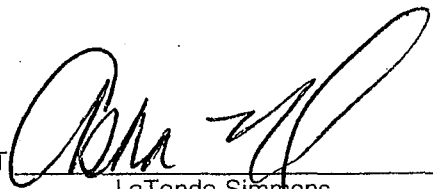
AYES - BROOKS, CAMPBELL WASHINGTON, GALLO, GIBSON McELHANEY,
GUILLEN, KALB, KAPLAN AND PRESIDENT REID - 8

NOES - 0

ABSENT - 0

ABSTENTION - 0

ATTEST


LaTonda Simmons
City Clerk and Clerk of the Council
of the City of Oakland, California

DEVELOPMENT PROPOSAL

3050 INTERNATIONAL BOULEVARD

Oakland CA 94601



submitted by

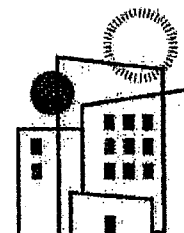
Native American Health Center

Satellite Affordable Housing Associates

September 11, 2017



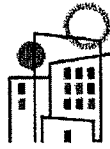
**NATIVE AMERICAN
HEALTH CENTER**



SAHA
SATELLITE
AFFORDABLE
HOUSING
ASSOCIATES



NATIVE AMERICAN HEALTH CENTER



SAHA
SATELLITE
AFFORDABLE
HOUSING
ASSOCIATES

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- Financing Plan Sources & Uses

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- Representative Project Profiles
- SAHA List of Projects
- SAHA Awards List

SECTION 1: COVER LETTER



September 11, 2017

**Mr. Larry Gallegos
Ms. Aliza Gallo
City of Oakland
250 Frank H. Ogawa Plaza Suite 3315
Oakland, CA 94612**

(via email lagallegos@oaklandnet.com and agallo@oaklandnet.com)

RE: Development Proposal for 3050 International Boulevard

Dear Mr. Gallegos and Ms. Gallo:

Native American Health Center (NAHC) and Satellite Affordable Housing Associates (SAHA) are pleased to present the attached proposal to create a vibrant, mixed-use community at 3050 International Boulevard. Our development concept includes 17,000 square feet of commercial space, anchored by a 7,000 square foot pharmacy, as well as 75 apartment homes, parking, and other amenities. All of the apartments will be affordable to working families earning 60 percent or less of the area median income. Rents will range from as low as \$318 per month up to \$1,556 depending on unit size and target affordability.

NAHC and SAHA will joint venture to carry out the proposed development. As a team, we bring NAHC's active presence in the neighborhood and vision for its future together with SAHA's expertise and successful track record in real estate development and property management.

NAHC is a non-profit Federally Qualified HealthCare Center that provides medical, dental, school-based, behavioral health, women infant & children and community wellness programs to its neighbors in Alameda County, San Francisco County and Contra Costa County. In calendar year 2016, NAHC's Oakland/Fruitvale clinic served over 8,900 unique community members with over 42,500 visits not counting its WIC and community wellness programs.



NAHC began serving community members in 1976 at the Fruitvale Medical Building, which is located directly across the street from the subject site. From its humble beginnings with a modest budget of a few hundred thousand dollars and a handful of employees, the agency currently works with an annual budget of almost \$30 million and over 260 employees; approximately 200 of which works within two blocks of the subject site. Over the past 40+ years, the agency has matured from being a tenant to becoming owner of multiple properties in San Francisco County and Alameda County. On International Blvd and within 2 blocks in both directions of the subject lot, NAHC is very proud of its portfolio of 3 properties comprising of over 52,000 square feet of commercial real estate and option control over 61,000 square feet of residential space allowing NAHC to provide services and stake its unwavering commitment to the community.

Consistent with its spirit of reinvesting in the neighborhood as evidenced by its recent redevelopment of the 2920 International Bodega property from a retail/warehouse property into an office/future clinical property, NAHC is excited to contribute to the continuous revitalization of the Fruitvale district by collaborating with SAHA in potentially developing 3050 International into the above-described project. The project concept is consistent with NAHC's vision for the neighborhood in providing the necessary affordable housing and services, which NAHC believes will contribute to the improvement of health and overall betterment of its neighbors in NAHC's home of Fruitvale.

SAHA is a nonprofit housing development corporation and property management company with over 50 years of experience in the field. SAHA specializes in creating infill housing and mixed use developments throughout the Bay Area for working families, seniors, and people with special needs. Our work is informed by our commitment to create a more just society that promotes the health, security, and personal development of all people regardless of their financial means.

SAHA's innovative properties provide more than 3,000 residents in seven counties in Northern California with much-needed affordable housing and services. With a commitment to high-quality design and responsive property management, we empower our residents to build better lives and



create healthier, safer neighborhoods. With 61 affordable communities completed in the Bay Area and a strong pipeline of new projects in development, SAHA is one of the most robust community-based nonprofit housing organizations in the region.

The attached submittal describes in detail our project concept and qualifications. We believe we are uniquely qualified to carry out the redevelopment of 3050 International Boulevard in a way that responds to current and future community needs; we look forward to working with you. Please direct any follow up questions and communications to Alan Wong either by email alanw@nativehealth.org or phone: 510-747-3042.

Sincerely,

Alan Wong, CFO

Native American Health Center

Enclosures:

cc: Eve Stewart, Martin Waukazoo

SECTION 2: PROJECT OVERVIEW

SECTION 2: PROJECT OVERVIEW

NAHC and SAHA envision a vibrant mixed-use development at 3050 International Boulevard that provides commercial space for the neighborhood as well as affordable residences for working families. The building will consist of commercial space and parking on the ground floor with 75 affordable apartments and associated amenities (community room, management & services offices) and a spacious garden located on the upper levels. The proposed building is a total of five floors (60' height) at a density of over 100 dwelling units (DU) per acre.

Commercial Component:

As shown on the enclosed concept drawings, the proposed building includes approximately 17,000 square feet of commercial space, primarily located on the ground floor. Approximately 40% of this commercial space has been contingently committed, as we have identified Dolphin Health Pharmacy as the potential anchor tenant. Dolphin Health Pharmacy, an Oakland based specialty pharmacy has expressed written interest in occupying 7,000 square feet. The remaining commercial space will offer much needed space for office, retail, or food/restaurant uses especially for smaller, local businesses that have struggled to find space in this tight and highly competitive real estate market. The building will provide ample parking for commercial tenants (39 spaces proposed); in addition, its location directly on the new Bus Rapid Transit (BRT) line encourages transit use and will help to ease parking congestion in the area.

Residential Component:

The Residential portion of the building will consist of approximately 75 affordable apartment homes and associated amenities located on floors 2-5 of the proposed building. A pedestrian entrance and secure lobby, and residential parking entrance will be located on Derby Avenue. Upstairs on the second floor are found the main activity areas including spacious community room, smaller craft/meeting room, property management offices, resident services coordination office, and on-site laundry. The community room and staff offices are within close proximity to each other and adjacent to the spacious podium-level open space. These adjacencies help to foster a strong community and sense of neighborliness among residents and also to facilitate indoor-outdoor activities such as gardening, farm-to-table cooking classes, community meals, and children's activities. As at all of our

buildings, SAHA will staff a Resident Services Coordinator on-site to assist residents in meeting their individual needs and to promote community-building at the property.

The apartments themselves will be a mix of studio, one-, two-, and three-bedroom apartments to accommodate a range of households and family sizes. All of the apartments will be income-restricted for households earning 60% or less of the area median income (AMI) which is a maximum of \$62,580 annually for a family of four. Proposed rental ranges are as follows:

Studio	\$318-\$683
1-Bedroom	\$344-\$1126
2-Bedroom	\$413-\$1351
3-Bedroom	\$471-\$1556

Please see attached **Table 1** for detailed unit mix and rents.

Residential parking will be accommodated in the parking garage with driveway access off of Derby Avenue. With the inclusion of parking lifts, 30 residential parking spaces can be accommodated in the garage.

Green Building & Sustainable Design:

Over the past 15 years, SAHA has made substantial investments in green building technologies at our housing developments and within our organization. Since 2003, the majority of SAHA's developments have incorporated renewable energy systems (photovoltaics and/or solar thermal) and we have recently upgraded our older buildings with PV systems using an incentive program from the State's California Solar Initiative. Our projects have been featured on the Build It Green Home tours and guidebook since 2005 and we have been called upon to set regional standards for green building through participation in pilot programs with Build It Green, HUD EnergyStar Midrise, and Bay-friendly Landscaping Coalition. We have set an internal goal of achieving a minimum of LEED Silver on all new construction projects and several of our newest developments have earned LEED Platinum accreditation.

At 3050 International Boulevard, sustainable design will be integrated into each design decision, from building orientation to material selection. We will manage indoor air quality by paying special attention to the sustainable elements of the heating, air conditioning, and water heating systems that are installed. Additional details that produce a more comfortable living space are efficient windows, increased ventilation, and avoiding the presence of Volatile Organic Compounds. Stormwater management will be integrated into the landscape design via bioswales; the use of drought tolerant landscape program will give the site a sustainable landscape identity. We will also work to implement virtual net-metering at the development to distribute savings from the property's photo-voltaic system back to tenants thereby directly reducing their individual electricity bills. We have successfully implemented net-metering at a recent development in the City of Sonoma. The overall goal for this project is to achieve a minimum LEED Silver certification.

Timeline for Development:

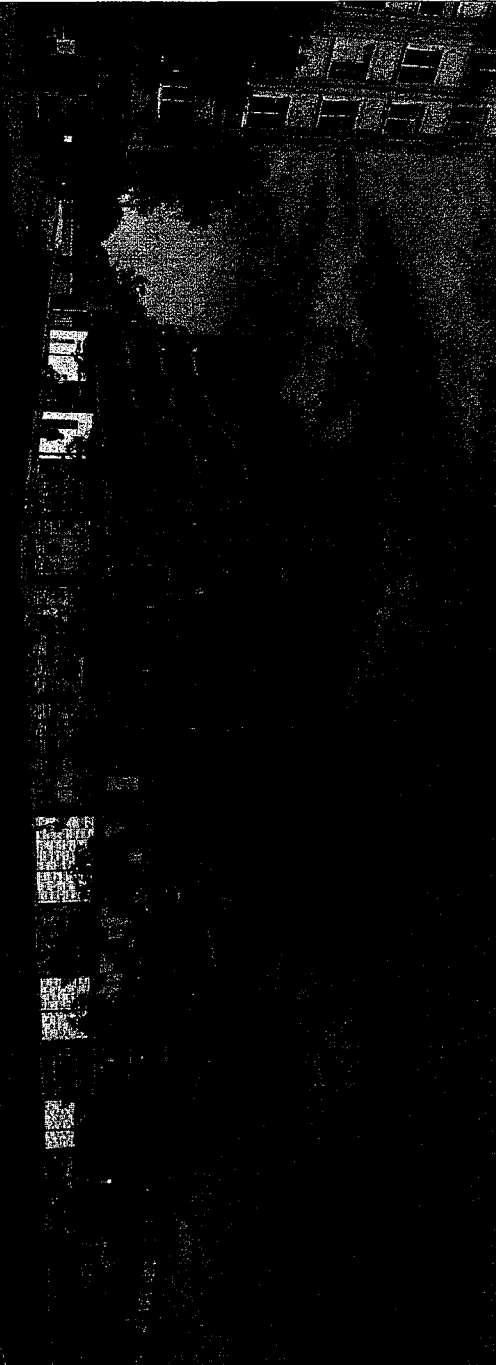
Please find below a detailed project schedule. We anticipate being able to complete the project in approximately four years. Below is an estimated schedule.

Negotiate Option to Ground Lease	Sept-Nov 2017
Execute Option to Ground Lease	Dec 2017
Begin Design & Community Engagement	Jan 2017
Planning Application Submittal	July 2018
Planning Approval	Jan 2019
Secure Project Funding	Jan-Dec 2019
Design Development, CDs/, Bldg Permit	Feb-Dec 2019
Exercise Option, Start Construction	Feb 2020
Complete Construction	Oct 2021

STREET VIEW

N

I



AO.1

DATE: 01/11/11

CONTRACT: 011111

STREET VIEW

3050 INTERNATIONAL BLVD.
OAKLAND, CA 94601



GUNKEL ARCHITECTURE
2298 SAN PABLO AVENUE
BERKELEY CA 94702
GUNKELARCHITECTURE.COM
PHONE: (510) 984 - 1112



FIRST FLOOR DIAGRAM



A.I.

DATE: 10/1/11

SCALE: 1/8" = 1'-0"

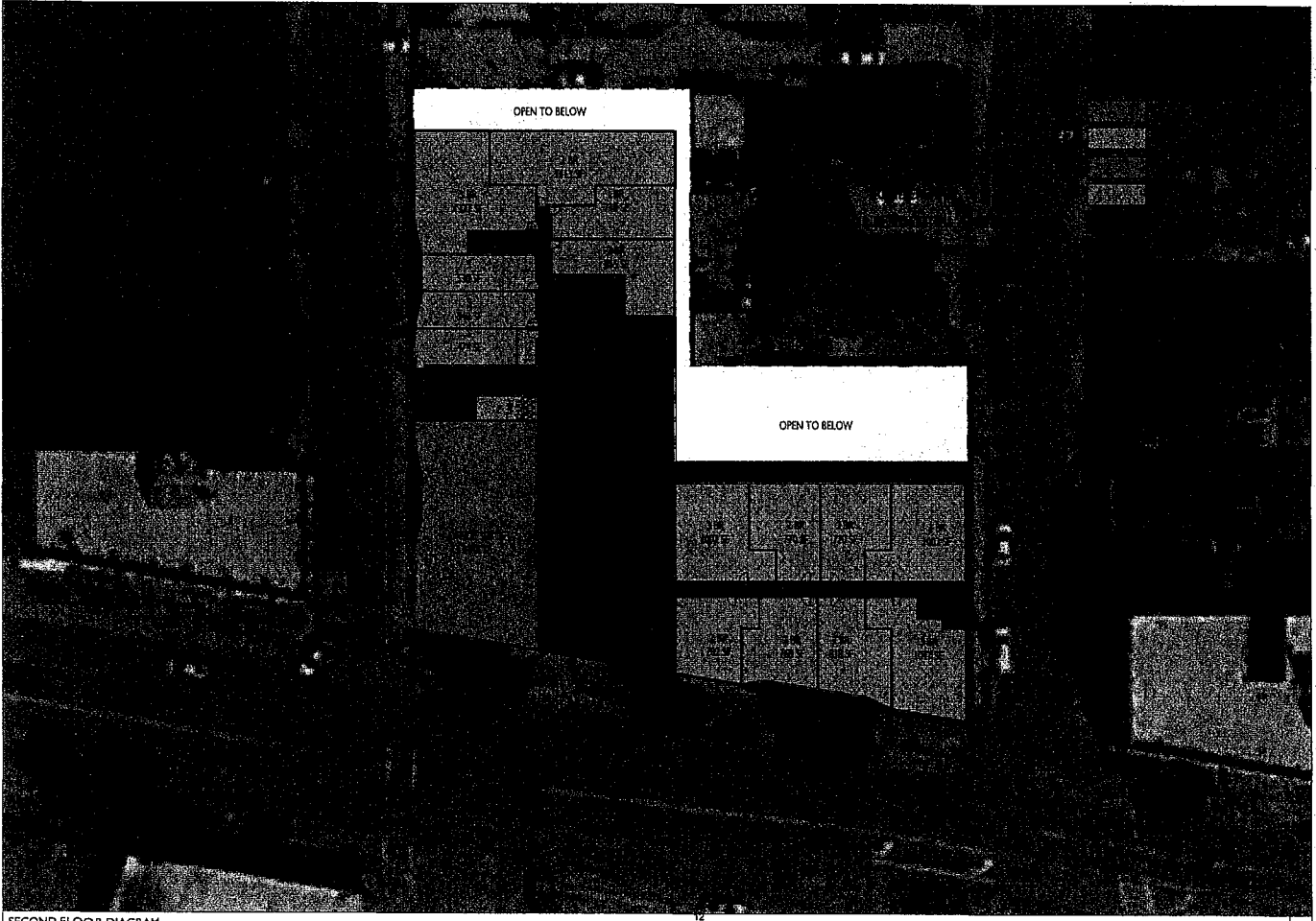
1ST FLOOR
DIAGRAM

3050 INTERNATIONAL BLVD.
OAKLAND, CA 94601



GUNKEL ARCHITECTURE
2295 SAN PABLO AVENUE
BERKELEY CA 94702
GUNKELARCHITECTURE.COM
PHONE: (510) 984 - 1112





SECOND FLOOR DIAGRAM

12



GUNKEL ARCHITECTURE
2295 SAN PABLO AVENUE
BERKELEY CA 94702
GUNKELARCHITECTURE.COM
PHONE: (510) 984 - 1112



3050 INTERNATIONAL BLVD.
OAKLAND, CA 94601

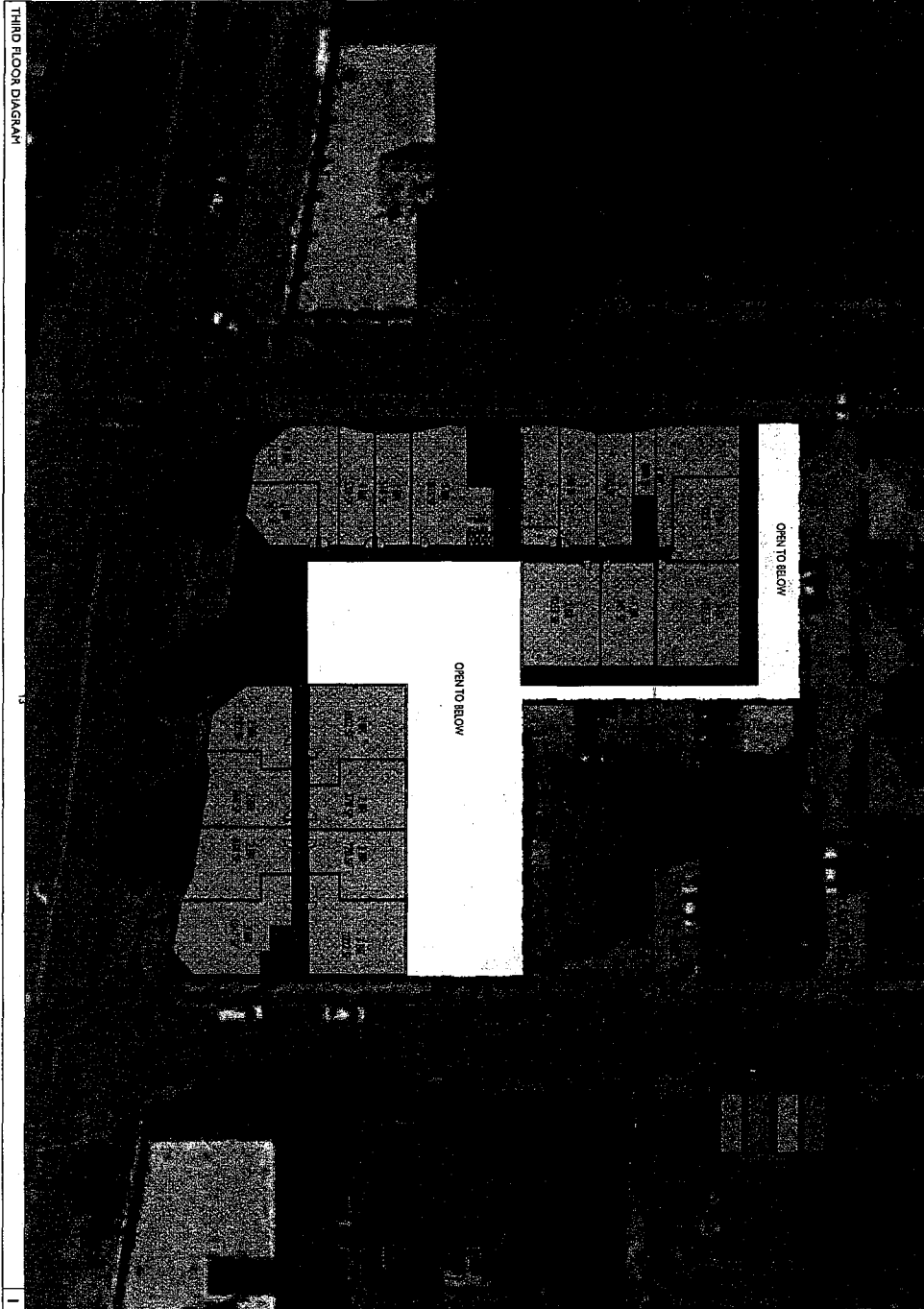
2ND FLOOR
DIAGRAM

SCHEMATIC DESIGN

DATE: 08/01/11

A1.2

THIRD FLOOR DIAGRAM



A1.3

DATE: 08/08/11

SCALE: 1/8" = 1'-0"

3RD FLOOR
DIAGRAM

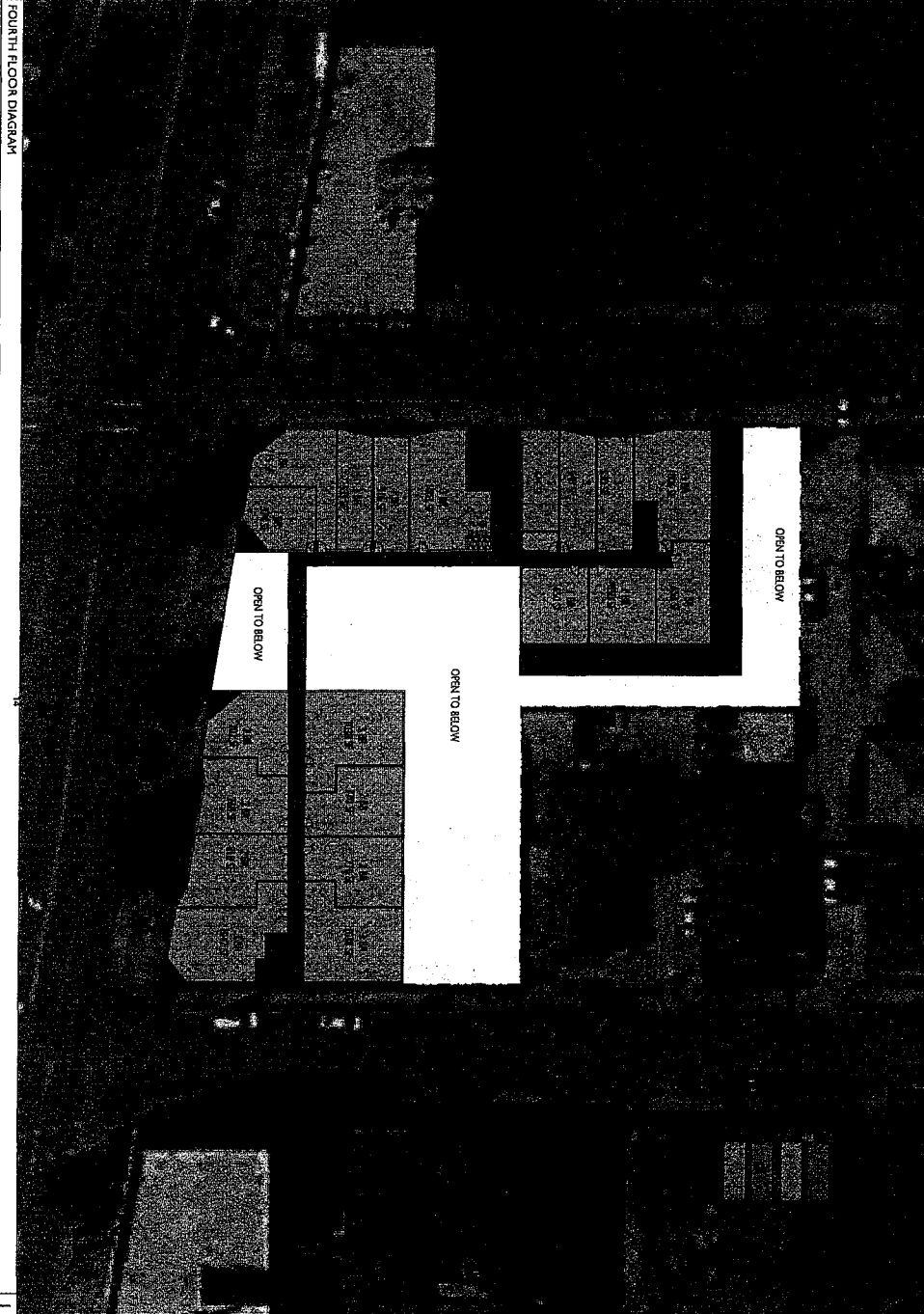
3050 INTERNATIONAL BLVD.
OAKLAND, CA 94601



GUNKEL ARCHITECTURE
2295 SAN PABLO AVENUE
BERKELEY CA 94702
GUNKELARCHITECTURE.COM
PHONE: (510) 984 • 1112



FOURTH FLOOR DIAGRAM



A1.4

4TH FLOOR
DIAGRAM

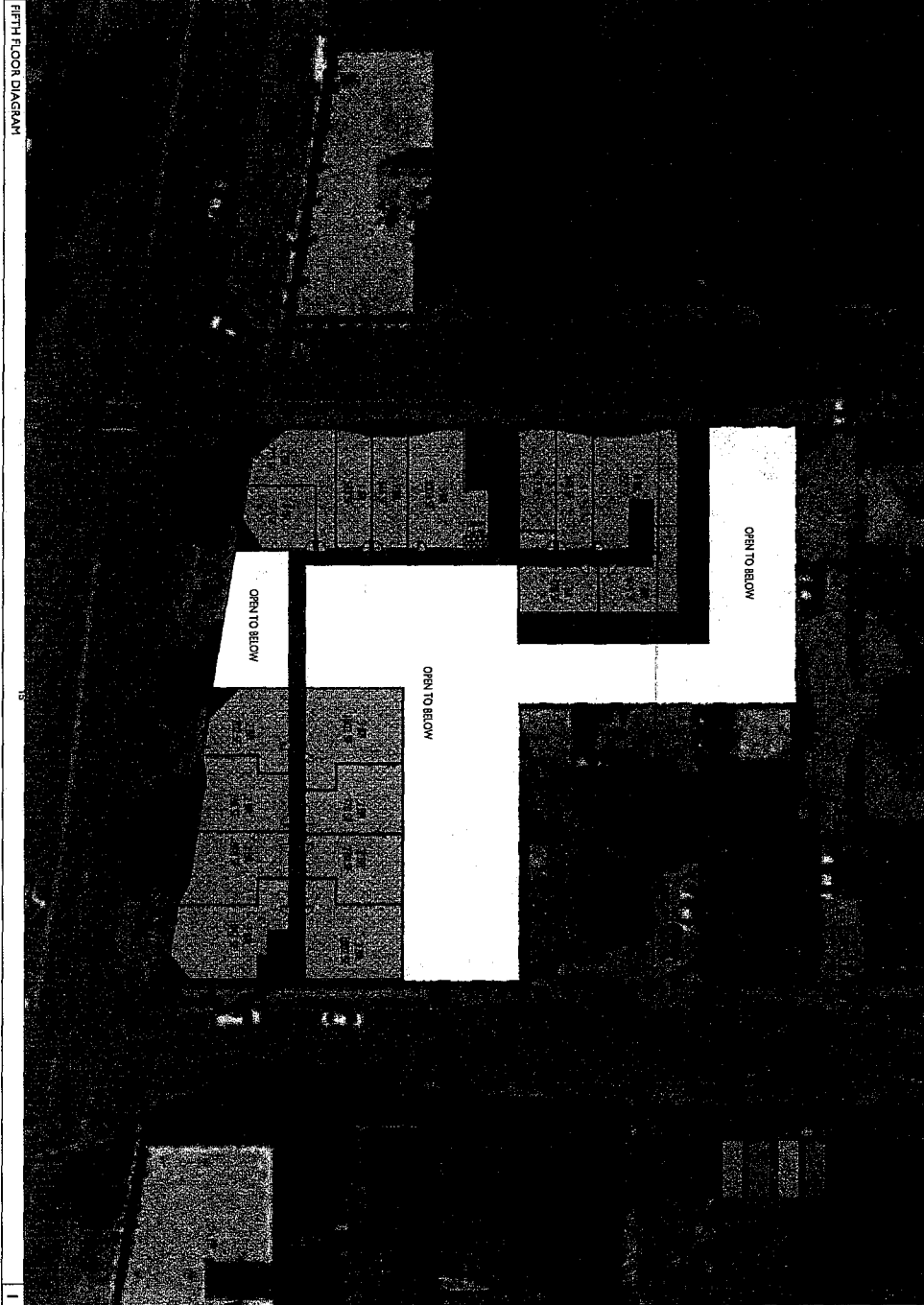
3050 INTERNATIONAL BLVD.
OAKLAND, CA 94601



GUNKEL ARCHITECTURE
2295 SAN PABLO AVENUE
BERKELEY CA 94702
GUNKELARCHITECTURE.COM
PHONE: (510) 984 - 1112



FIFTH FLOOR DIAGRAM



A1.5

SCHEMATIC DESIGN
DATE: 8/20/01

5TH FLOOR
DIAGRAM

**3050 INTERNATIONAL BLVD.
OAKLAND, CA 94601**



GUNKEL ARCHITECTURE
2295 SAN PABLO AVENUE
BERKELEY CA 94702
GUNKELARCHITECTURE.COM
PHONE: (510) 984 - 1112

AERIAL MASSING VIEW



A2.0

AERIAL
MASSING VIEW

3050 INTERNATIONAL BLVD.
OAKLAND, CA 94601



GUNKEL ARCHITECTURE
2295 SAN PABLO AVENUE
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SECTION 3: FINANCING PLAN

SECTION 3: FINANCING PLAN

SAHA has a strong reputation in the industry as an innovative and capable developer and is highly-regarded by financial partners. SAHA has an excellent record of securing long-term competitive subsidies from local, state, and federal sources as well as private equity and debt that are needed to provide low-income residents with permanently affordable housing.

The total development budget for 3050 International Boulevard is estimated at \$49 million. This total includes land costs as well as all hard and soft costs associated with the development of the parking garage and parking systems, the residences and the commercial space built out to a “warm vanilla shell” finish.¹ Please note that all construction costs assume prevailing wages, compliance with Section 3 federal hiring requirements, and City of Oakland’s local hire requirements.

Key items to note include:

- **Land Acquisition.** We propose to acquire a 99-year ground lease interest in the land for \$2.4 million (\$74 per square foot), to be provided as a lump sum payment. We propose entering into a five-year Option to Ground Lease Agreement with the City in order for NAHC/SAHA to establish site control during the entitlement process and predevelopment period. The option will be exercised and the ground lease executed no later than the start of construction.
- **9% LIHTC Program.** The financing plan includes the use of 9% low-income housing tax credits (LIHTC), which we project will generate over \$26 million in private equity proceeds. SAHA has used 9% tax credit to fund the majority of our new construction projects over the past 10 years. LIHTC is a program of the Internal Revenue Service (IRS) and is not subject to annual congressional approval.
- **City & County Funds.** In order to achieve rents affordable to low and extremely low income families, SAHA will work with the City of Oakland and Alameda County to secure deferred payment, low interest loans for the project. With the recent passage of voter initiatives to fund affordable housing (Oakland’s KK program and Alameda County’s A-1), the City and County have new resources to contribute to the creation of permanent affordable housing.
- **Private Debt.** The financing plan includes a private construction loan, to be provided by a major financial institution such as Citibank in the amount of approximately \$32 million. We

¹ A warm vanilla shell typically refers to a commercial building finished with ceilings, lighting, plumbing, heating and cooling (HVAC), interior walls (painted or unpainted), electrical outlets, elevators, rest rooms, and a concrete floor. A warm vanilla shell is ready for tenant improvements such as furniture, fixtures, and equipment (FFE) necessary to conduct business.

estimate the permanent mortgages, typically financed through the same institution providing the construction loan, to be in the amount of \$10.2 million.

Please note that an alternative financing plan, incorporating a relatively new State funding program known as the Affordable Housing & Sustainable Communities (AHSC) program, is also possible. AHSC, funded through California's cap & trade emissions market, debuted in 2015 and provides funding for transit-oriented affordable housing as well as transit-related improvements. SAHA was one of the few organizations in the State to secure funding for our projects during the program's first and second award rounds in 2015 and 2016. Because the AHSC funds require substantial coordination with local Public Works department and transit agencies, additional research is required to determine if AHSC funding would be appropriate for this project. Therefore, we chose to model our financing plan on 9% LIHTC funding; however, we will continue to explore the feasibility of incorporating AHSC funds at this project.

Financing Plan

Construction		Permanent	
Uses		Uses	
\$ 2,400,000	Land / Acquisition	\$ 2,400,000	Land / Acquisition
\$ 37,131,356	Construction Hard Costs	\$ 37,131,356	Construction Hard Costs
\$ 2,042,225	Architecture	\$ 2,042,225	Architecture
\$ 105,000	Survey & Engineering	\$ 105,000	Survey & Engineering
\$ 2,151,035	Construction Interest & Fees	\$ 2,151,035	Construction Interest & Fees
\$ -	Permanent Financing Costs	\$ 95,871	Permanent Financing Costs
\$ 70,000	Owner Legal	\$ 70,000	Owner Legal
\$ -	Reserves	\$ 1,003,032	Reserves
\$ 2,428,786	Other Costs	\$ 2,463,786	Other Costs
\$ 760,000	Developer Costs	\$ 1,460,000	Developer Costs
\$ 151,170	Syndication Costs	\$ 234,340	Syndication Costs
\$ 47,239,572	Total Uses	\$ 49,156,794	Total Uses
Sources		Sources	
\$ -	Perm Loan Tranche A	\$ 2,093,493	Perm Loan Tranche A
\$ -	Perm Loan Tranche B - Sec 8	\$ 4,893,620	Perm Loan Tranche B - Sec 8
\$ -	Commercial Loan	\$ 3,252,565	Commercial Loan
\$ 2,624,738	Federal Tax Credit Equity	\$ 26,247,375	Federal Tax Credit Equity
\$ 740,000	FHLB AHP	\$ 740,000	FHLB AHP
\$ 4,200,000	City of Oakland	\$ 4,200,000	City of Oakland
\$ 7,129,741	Alameda County A1	\$ 7,129,741	Alameda County A1
\$ 600,000	HOPWA - Alameda County	\$ 600,000	HOPWA - Alameda County
\$ 31,945,094	Construction Loan		
\$ 47,239,572	Total Sources	\$ 49,156,794	Total Sources

Unit Mix (Rent and Income Levels)

Bedrooms	AMI	Subsidy Description	Section 8	Total Units	Gross Rent	Utility Allowance	Net Rent	Proposed Rent	Annual Rental Income	FMR/ Contract Rents	Section 8 Payment	Annual Section 8 Income
0	20%		No	2	\$ 365	\$ 47	\$ 318	\$ 318	\$ 7,632			
0	30%		No	2	\$ 547	\$ 47	\$ 500	\$ 500	\$ 12,000			
0	40%			7	\$ 730	\$ 47	\$ 683	\$ 683	\$ 57,372			
1	20%	OHA	Yes	3	\$ 391	\$ 47	\$ 344	\$ 344	\$ 12,384	\$ 1,725	\$ 1,381	\$ 49,716
1	30%	OHA	Yes	1	\$ 586	\$ 47	\$ 539	\$ 539	\$ 6,468	\$ 1,725	\$ 1,186	\$ 14,232
1	40%		No	10	\$ 978	\$ 47	\$ 931	\$ 931	\$ 111,720			
1	50%		No	0	\$ 978	\$ 47	\$ 931	\$ 931	\$ -			
1	60%		No	2	\$ 1,173	\$ 47	\$ 1,126	\$ 1,126	\$ 94,584			
2	20%	OHA	Yes	9	\$ 469	\$ 56	\$ 413	\$ 413	\$ 39,648	\$ 2,175	\$ 1,762	\$ 169,152
2	30%	OHA	Yes	0	\$ 703	\$ 56	\$ 647	\$ 647	\$ -	\$ 2,175	\$ 1,528	\$ -
2	40%		No	0	\$ 703	\$ 56	\$ 647	\$ 647	\$ -			
2	40%		No	0	\$ 938	\$ 56	\$ 882	\$ 882	\$ -			
2	50%		No	6	\$ 1,173	\$ 56	\$ 1,117	\$ 1,117	\$ 80,424			
2	60%		No	8	\$ 1,407	\$ 56	\$ 1,351	\$ 1,351	\$ 129,696			
3	20%	OHA	Yes	2	\$ 542	\$ 71	\$ 471	\$ 471	\$ 11,304	\$ 3,020	\$ 2,549	\$ 61,176
3	30%	OHA	Yes	4	\$ 813	\$ 71	\$ 742	\$ 742	\$ 35,616	\$ 3,020	\$ 2,278	\$ 109,344
3	40%		No	0	\$ 813	\$ 71	\$ 742	\$ 742	\$ -			
3	40%	OHA	No	4	\$ 1,084	\$ 71	\$ 1,013	\$ 1,013	\$ 48,624			
3	50%			5	\$ 1,356	\$ 71	\$ 1,285	\$ 1,285	\$ 77,100			
3	60%			5	\$ 1,627	\$ 71	\$ 1,556	\$ 1,556	\$ 93,360			
3		Managers		1	\$ -							
Total:				75					\$ 817,932.			\$ 403,620

Square Footage of Units

Unit Type (# of bedrooms)	Count	Avg. square feet per unit type	Residential Area
0	11	450	4950
1	21	575	12075
2	22	850	18700
3	21	1050	22050
4	0	1200	0
Total:		75	57775

TCAC 9% Minimum square footages
200
500
750
1000
1200

SECTION 4: QUALIFICATIONS

SECTION 4: QUALIFICATIONS & EXPERIENCE

SAHA Housing Development will lead the development phase of this joint venture project between NAHC and SAHA. The SAHA Housing Development team is highly skilled in all phases of project development including site acquisition, managing design and entitlements, securing project financing, and overseeing construction completion. Satellite Affordable Housing Associates (SAHA) has developed a total of 61 affordable apartment communities throughout the Bay Area and own and manage over 40,000 square feet of commercial space. SAHA specializes in higher-density urban-infill developments. Each potential development site is evaluated closely to ensure it is located near quality-of-life amenities such as transit, schools, health clinics, parks, and shopping. On every project, the architectural team is carefully selected to ensure it has the right design aesthetic for the surrounding neighborhood as well as the appropriate experience. Representative, recent projects are highlighted on the following pages. In addition, a full project list documenting SAHA's legacy over the past 50 years, is included.

SAHA's development efforts will be overseen and implemented by Eve Stewart and the experienced members of her team. The following key staff members will be involved in the development of this project:

- **Eve Stewart**, Director of Housing & Real Estate Development. Eve will oversee all aspects of SAHA's work to develop 3050 International Boulevard and will be the primary point of contact during the acquisition and predevelopment phase.
- **Katie Fisher**, Project Manager. Katie will carry out day-to-day project management work including managing the design & entitlements process and securing construction and permanent financing for the project.
- **Ruben Farias**, Assistant Project Manager. Ruben will provide support to Jonathan and Eve on a variety of tasks (due diligence, community outreach, funding applications) during all phases of the project.

This joint venture will be NAHC's second mixed-use project partnership with a non-profit housing development agency. NAHC together with a different partner completed its flagship 7 Directions

Medical Clinic and Apartments almost 10 years ago and NAHC envisage that it will enjoy the same success for this contemplated project. The NAHC key staff member that will be working closely with SAHA will be Alan Wong.

- **Alan Wong CPA**, Chief Financial Officer. Alan will be working closely with SAHA on all phases of this project to ensure its successful completion. Prior to beginning his healthcare career, Alan spent over 20 years in real estate and has experience in private equity, development and brokerage.

SAHA References:**Norma Thompson, Manager**

City of Oakland Housing Dept.
250 Frank Ogawa Plaza
Oakland, CA 94612
Phone: 510. 238.7137
Email: NThompson@oaklandnet.com

Michelle Starratt, Deputy Director

Alameda County Housing & Comm. Dev't
224 W. Winton Ave., Room 108
Hayward, CA 94544-1215
Phone: 510.670.5207
Email: michelle.starratt@acgov.org

Paul Buddenhagen, Director

City of Berkeley Housing & Community Services
2180 Milvia Street
Berkeley, CA
Phone: 510.981.5426
Email: PBuddenhagen@cityofberkeley.info

Fiona Hsu, Manager

Silicon Valley Bank
555 Mission Street, Suite 900
San Francisco, CA 94105
Phone: 415. 764. 3125
Email: fhsu@svb.com

Lori Saito, Vice President

Community Lending & Investment
Wells Fargo Bank - Debt
45 Fremont Street, 9th Floor
San Francisco, CA 94105
Phone: 415.396.0965
Email: saitol@wellsfargo.com

Dan Wendle, Vice President

Raymond James Tax Credit Funds
Phone: 503.675.3933
Email: Dan.Wendle@RaymondJames.com

NAHC References:

Aliza Gallo
Economic Development Manager
City of Oakland
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Attachment E

Description of Financial and Legal Structure of Proposed Development Team	Completed
Copies of Balance Sheets and Income/Loss Statements from Prior 2 Years	Completed
Documents Related to Developer's Corporate, LLC or Partnership Status	Completed
Description of Developer's Project Team Experience	Completed
Written Statement Concerning Litigation that Might Impact Ability to Undertake and Complete Project	Completed
Meetings with City Officials to Present the Project and Solicit Feedback	Completed
Meetings with Community Stakeholders, Residents, and Organizations to Present the Project and Solicit Feedback	Completed
Provide Schematic Design Plans	Completed
Project Development Schedule	Completed
Project Pro Forma	Completed
List of Lenders and Investors for Financing of Project	Completed
Market Study Analysis Examining Demographics and Retail Demands for Area	Completed
Evidence of Retention of Environmental and Professional Design Consultants to Conduct CEQA Environmental Review	Completed
Project Description for Environmental Review Purposes	Completed
Evidence of Submission of All Necessary and Applicable Zoning Permit Applications and Other Land Use Permit Applications For the Project	Completed
Evidence of Completion by Developer Environmental and Professional Design Consultants of All Necessary Environmental Documentation	Completed
Evidence of Completion of CEQA Environmental Review	Completed
Submit All Necessary Zoning Permit Applications	Completed
Complete and Negotiate LDDA Termsheet	Currently being negotiated with PPD Staff, expected by October 2019

Attachment F

Financial and Legal Structure of Proposed Development Team	
Description of Financial and Legal Structure of Proposed Development Team	Submitted and accepted August 2018
Copies of Balance Sheets and Income/Loss Statements from Prior 2 Years	Submitted and accepted August 2018
Documents Related to Developer's Corporate, LLC or Partnership Status	Developer Team is finalizing partnership agreement in September 2019
Description of Developer's Project Team Experience	Submitted and accepted August 2018
Written Statement Concerning Litigation that Might Impact Ability to Undertake and Complete Project	Submitted and accepted August 2018
Meetings with City Officials to Present the Project and Solicit Feedback	
Meetings with City Officials to Present the Project and Solicit Feedback	Meetings held with PPD staff in March 2018, project pre-application meeting held in April 2019
Meetings with Community Stakeholders, Residents, and Organizations to Present the Project and Solicit Feedback	Community meetings held in August, September and October 2018
Provide Schematic Design Plans	Draft submitted April 2018, revisions ongoing
Project Development Schedule	
Project Development Schedule	Submitted and accepted March 2018
Project Pro Forma	Submitted June 2019, being reviewed by PPD Consultants
List of Lenders and Investors for Financing of Project	Submitted June 2019, being reviewed by PPD Consultants
Market Study Analysis Examining Demographics and Retail Demands for Area	Not applicable
Evidence of Retention of Environmental and Professional Design Consultants to Conduct CEQA Environmental Review	
Evidence of Retention of Environmental and Professional Design Consultants to Conduct CEQA Environmental Review	Submitted and accepted June 2018
Project Description for Environmental Review Purposes	Submitted and accepted June 2018
Evidence of Submission of All Necessary and Applicable Zoning Permit Applications and Other Land Use Permit Applications For the Project	Application submitted for design, zoning, and planning review August 2019
Evidence of Completion by Developer Environmental and Professional Design Consultants of All Necessary Environmental Documentation	Currently being reviewed, expected by October 2019
Evidence of Completion of CEQA Environmental Review	
Evidence of Completion of CEQA Environmental Review	Currently being reviewed by Planning and Building, DOT, and Fire expected by October 2019
Submit All Necessary Zoning Permit Applications	Currently being reviewed by Planning and Building, DOT, and Fire expected by October 2019
Complete and Negotiate LDDA Termsheet	Currently being negotiated with PPD Staff, expected by October 2019

FILED
OFFICE OF THE CITY CLERK
OAKLAND

19 AUG 29 PM 4:24

Approved as to Form and Legality



City Attorney's Office

OAKLAND CITY COUNCIL

RESOLUTION NO. _____ C.M.S.

RESOLUTION AUTHORIZING THE CITY ADMINISTRATOR OR HER DESIGNEE TO ENTER INTO AN AMENDMENT TO AN EXCLUSIVE NEGOTIATION AGREEMENT WITH ACTS COMMUNITY DEVELOPMENT CORPORATION AND THE RELATED COMPANIES OF CALIFORNIA, AND/OR AFFILIATED ENTITIES TO EXTEND THE TERM FOR ONE YEAR WITH ONE OPTIONAL SIX-MONTH ADMINISTRATIVE EXTENSION FOR THE POTENTIAL LEASE DISPOSITION AND DEVELOPMENT OF A MIXED-USE AFFORDABLE HOUSING PROJECT ON SEVEN CONTIGUOUS CITY-OWNED PARCELS (APNS 044-4967-002, 044-4967-003, 044-4967-004-02, 044-4967-004-03, 044-4967-005, 044-4967-007-01, AND 044-4967-009) LOCATED AT 95TH AVENUE AND INTERNATIONAL BOULEVARD

WHEREAS, the City owns a 0.66-acre parcel of land, comprised of seven contiguous parcels, located on International Boulevard between 94th Avenue and 95th Avenue, currently designated with Assessor's Parcel Numbers 044-4967-002; 044-4967-003; 044-4967-004-03; 044-4967-005; 044-4967-007-01; 044-4967-004-02; and 044-4967-009 (collectively, the "Property"); and

WHEREAS, City Council Resolution No. 87107 C.M.S., authorized the City of Oakland ("City") and Acts Community Development Corporation in partnership with The Related Companies of California (together the "Developer") to enter into an Exclusive Negotiation Agreement ("ENA") for the possible development of a mixed-use affordable housing project on the Property for a maximum term of 18 months; and

WHEREAS, on March 20, 2018, the City entered into a one-year ENA and later authorized a six-month administrative extension of the ENA with the Developer; and

WHEREAS, the Developer has completed predevelopment activity deliverables, including, but not limited to: physical site analysis, infrastructure cost assessments, concept plans, and environmental assessments, in coordination with Oakland Department of Transportation and Planning and Building Department staff; and

WHEREAS, the City and the Developer have been engaged in a period of preliminary study and exclusive negotiations for the proposed lease disposition of the Property for the project; and

WHEREAS, without any additional extensions, the ENA is currently set to expire on September 20, 2019; and

WHEREAS, the City desires to provide additional time to continue negotiations with the Developer; now, therefore, be it

RESOLVED: That the City Council hereby authorizes the City Administrator, or her designee, to negotiate and execute an amendment to the ENA with Acts Community Development Corporation in partnership with The Related Companies of California and/or affiliated entities to extend the current exclusive negotiating period for an additional twelve months with one six-month administrative option to extend the ENA; and be it

FURTHER RESOLVED: That the City Council finds and determines, after independent review and consideration, that this action is not subject to CEQA pursuant to Section 15262 (feasibility and planning studies), and Section 15061(b)(3)(general rule) of the CEQA Guidelines; and be it

FURTHER RESOLVED: That the City Administrator is further authorized to negotiate and enter into an amendment to the ENA and any other agreements and take whatever action is necessary with respect to the ENA and the Property consistent with this Resolution and its basic purposes.

IN COUNCIL, OAKLAND, CALIFORNIA,

PASSED BY THE FOLLOWING VOTE:

AYES - FORTUNATO BAS, GALLO, GIBSON MCELHANEY, KALB, REID, TAYLOR, THAO AND
PRESIDENT KAPLAN

NOES -

ABSENT -

ABSTENTION -

ATTEST: _____
LATONDA SIMMONS
City Clerk and Clerk of the Council of the
City of Oakland, California