

# LADF

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LOS ANGELES DEVELOPMENT FUND

**Meeting of the  
Governing Board of Directors of  
The Los Angeles Development Fund  
*and*  
LADF Management, Inc.**

**March 10, 2022**

**MEETING of the  
GOVERNING BOARD OF DIRECTORS of  
THE LOS ANGELES DEVELOPMENT FUND and LADF MANAGEMENT, INC.  
MARCH 10, 2022**

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- 2** Materials regarding Approval of Minutes for Board Meetings, Item A:
  - February 10, 2022 – Governing Board Meeting Minutes
- 3** Materials regarding Discussion Item A:
  - LADF Pipeline Report

# **Tab 1**

**AGENDA**

**MEETING of the  
GOVERNING BOARD OF DIRECTORS of  
THE LOS ANGELES DEVELOPMENT FUND and LADF MANAGEMENT, INC.**

**MEETING BY TELECONFERENCE (AUTHORIZED EXCEPTION TO THE BROWN ACT):**

To join via telephone, dial this number: (669) 900-6833 US

Meeting ID: 861 8606 3015

Thursday, March 10, 2022 | 2:30pm – 4:00pm

AGENDA ITEM	PRESENTER	TAB
<b>Welcome and Call to Order</b>	Carolyn Hull	
<b>Roll Call</b>	Sandra Rahimi	
<b>Findings to Continue Teleconference Meetings Pursuant to AB 361</b>	Carolyn Hull	
<p>The Governing Board of the Los Angeles Development Fund and of LADF Management, Inc. to consider a determination in accordance with AB 361 Section 3(e)(3) that, while the state of emergency due to the Covid-19 pandemic, as originally proclaimed by the Governor on March 4, 2020, remains active and/or state or local officials have imposed or recommended measures to promote social distancing, this legislative body has reconsidered the circumstances of the state of emergency and that the state of emergency continues to directly impact the ability of the members of these Boards, and the ability of the members of all of these Boards' advisory bodies, including, but not limited to, the Advisory Board of the Los Angeles Development Fund, as well as the public who might attend these meetings, to meet safely in person and/or state or local officials continue to impose or recommend measures to promote social distancing.</p>		
<b>1 Special Action Item(s):</b>	Carolyn Hull	
<ul style="list-style-type: none"> <li>a. That the Governing Board of the Los Angeles Development Fund and of LADF Management, Inc. here determine, in accordance with AB 361 Section 3(e)(3), that this legislative body has reconsidered the circumstances of the state of emergency and that the state of emergency continues to directly impact the ability of the members to meet safely in person, and/or state or local officials continue to impose or recommend measures to promote social distancing.</li> </ul>		
<b>2 Approval of Minutes for Board Meeting(s) on:</b>	Carolyn Hull	
<ul style="list-style-type: none"> <li>a. February 10, 2022 – Governing Board Meeting</li> </ul>		Tab 2
<b>3 Discussion Item(s):</b>	Sandra Rahimi	
<ul style="list-style-type: none"> <li>a. LADF Pipeline Update</li> </ul>		Tab 3
<b>4 Action Item(s):</b>	Carolyn Hull	
<ul style="list-style-type: none"> <li>a. Request for Approval of LADF staff to issue an RFP to identify a consulting firm to (1) identify neighborhoods and/or industries that LADF should prioritize in its NMTC investments and (2) design and operationalize a new loan program for LADF capital.</li> <li>b. Request for Approval of LADF staff to issue an RFP to identify steps needed for LADF to offer a pilot program of Strategic Asset Management to optimize the development of a small set of City-owned real estate assets. After presenting a report of the steps to LADF Governing and Advisory Boards and obtaining LADF Board input and consent, this consultant will operationalize the pilot program.</li> </ul>		
<b>Request for Future Agenda Items</b>	Carolyn Hull	
<b>Next Meeting Date and Time of Governing Board</b>	Carolyn Hull	
<ul style="list-style-type: none"> <li>a. Thursday, April 14, 2022, 2:30pm – 4:00pm (via Zoom)</li> </ul>		
<b>Public Comment</b>	Carolyn Hull	
<p><u>NOTE:</u> When it is time for public comment:</p> <p>If you joined by phone only. Please press *9 on your phone keypad to raise your hand to be acknowledged for Public Comment.</p> <p>If you joined by clicking on the meeting link and have joined us online, please click the participant icon at the bottom of your screen. This will launch a participant panel, where you will see the "raise hand" icon on the far right side. Please click "raise hand" to be acknowledged for Public Comment.</p>		
<b>Adjournment</b>	Carolyn Hull	

The LADF's Board Meetings are open to the public. Accommodations such as sign language interpretation and translation services can be provided upon 72 hours notice. Contact LADF @ (213) 808-8959.

**PUBLIC COMMENT AT LADF BOARD MEETINGS** – An opportunity for the public to address the Board will be provided at the conclusion of the agenda. Members of the public who wish to speak on any item are requested to identify themselves and indicate on which agenda item they wish to speak. The Board will provide an opportunity for the public to speak for a maximum of three (3) minutes, unless granted additional time at the discretion of the Board. Testimony shall be limited in content to matters which are listed on this Agenda and within the subject matter jurisdiction of the LADF. The Board may not take any action on matters discussed during the public testimony period that are not listed on the agenda.

# **Tab 2**

**LOS ANGELES DEVELOPMENT FUND**  
MINUTES OF THE MEETING OF THE GOVERNING BOARD OF LADF AND LADF MANAGEMENT, INC.  
THURSDAY FEB 10, 2022

**MEETING BY TELECONFERENCE (*AUTHORIZED EXCEPTION TO THE BROWN ACT*)**

**LADF STAFF PRESENT:**

- Sandra Rahimi

**WELCOME AND CALL TO ORDER** – Los Angeles Development Fund (LADF) Director Hull called the meeting to order at **3:03pm**.

**ROLL CALL**

The following Governing Board directors were present at the meeting:

- Director Hull (*Chairperson*)
- Director Chavez
- Director Esparza
- Director Kalfayan
- Director Sewill

A QUORUM WAS PRESENT

**1. Findings to Continue Teleconference Meetings Pursuant to AB 361**

The Governing Board of the Los Angeles Development Fund and of LADF Management, Inc. to consider a determination in accordance with AB 361 Section 3(e)(3) that, while the state of emergency due to the Covid-19 pandemic, as originally proclaimed by the Governor on March 4, 2020, remains active and/or state or local officials have imposed or recommended measures to promote social distancing, this legislative body has reconsidered the circumstances of the state of emergency and that the state of emergency continues to directly impact the ability of the members of these Boards, and the ability of the members of all of these Boards' advisory bodies, including, but not limited to, the Advisory Board of the Los Angeles Development Fund, as well as the public who might attend these meetings, to meet safely in person and/or state or local officials continue to impose or recommend measures to promote social distancing.

**Special Action Item(s):** That the Governing Board of the Los Angeles Development Fund and of LADF Management, Inc. here determine, in accordance with AB 361 Section 3(e)(3), that this legislative body has reconsidered the circumstances of the state of emergency and that the state of emergency continues to directly impact the ability of the members to meet safely in person, and/or state or local officials continue to impose or recommend measures to promote social distancing.

- Moved by Director Esparza. Seconded by Director Chavez.
- Roll Call: AYES: 5; NOS: 0; ABSENT: 0; ABSTAIN: 0; APPROVED.

**2. Approval of Minutes for Board Meeting(s) on:**

a. December 20, 2021 – Governing Board Meeting

- Moved by Director Esparza. Seconded by Director Chavez.
- Roll Call: AYES: 5; NOS: 0; ABSENT: 0; ABSTAIN: 0; APPROVED.

b. January 13, 2022 – Governing Board Meeting

- Moved by Director Esparza. Seconded by Director Kalfayan.
- Roll Call: AYES: 5; NOS: 0; ABSENT: 0; ABSTAIN: 0; APPROVED.

**3. DISCUSSION ITEMS**

➤ **DISCUSSION ITEM (A) – LADF PIPELINE REPORT**

- Sandra Rahimi presented an update and summary of pipeline projects.

**4. CLOSED SESSION – UPDATE EMPLOYEE COMPENSATION – [3:22 pm to 4:08pm]**

**REQUEST FOR FUTURE AGENDA ITEMS**

- Consideration of LADF providing NMTC allocation to the Shakespeare Theater project.

**NEXT MEETING DATE AND TIME**

- March 10, 2022 at 2:30pm

**PUBLIC COMMENT**

- None

**ADJOURNMENT**

- Meeting was adjourned at **4:08 pm**.

# **Tab 3**

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# LADF

LOS ANGELES DEVELOPMENT FUND

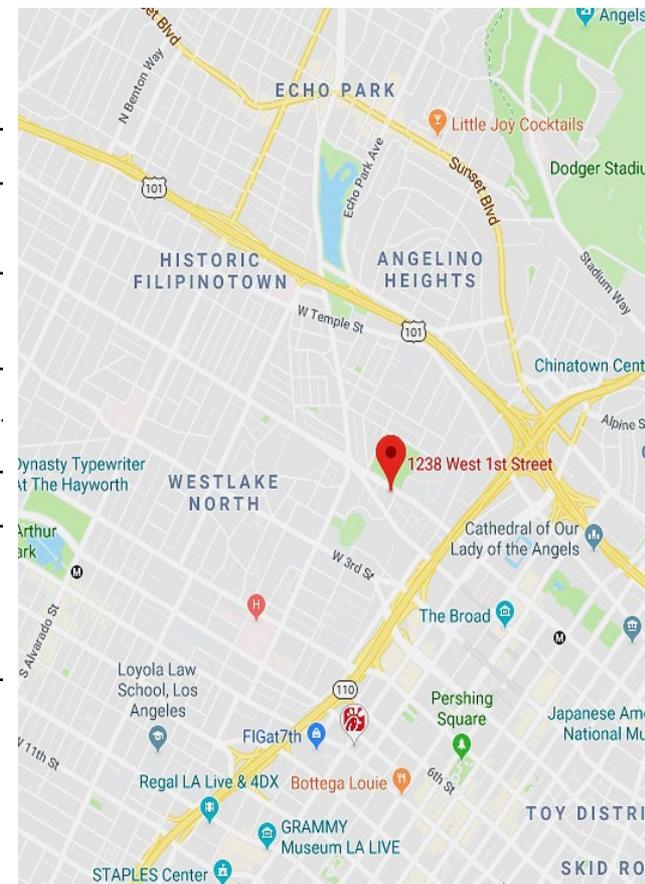
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## PIPELINE PROFILES

**LADF Board Meeting**  
**March 10, 2022**

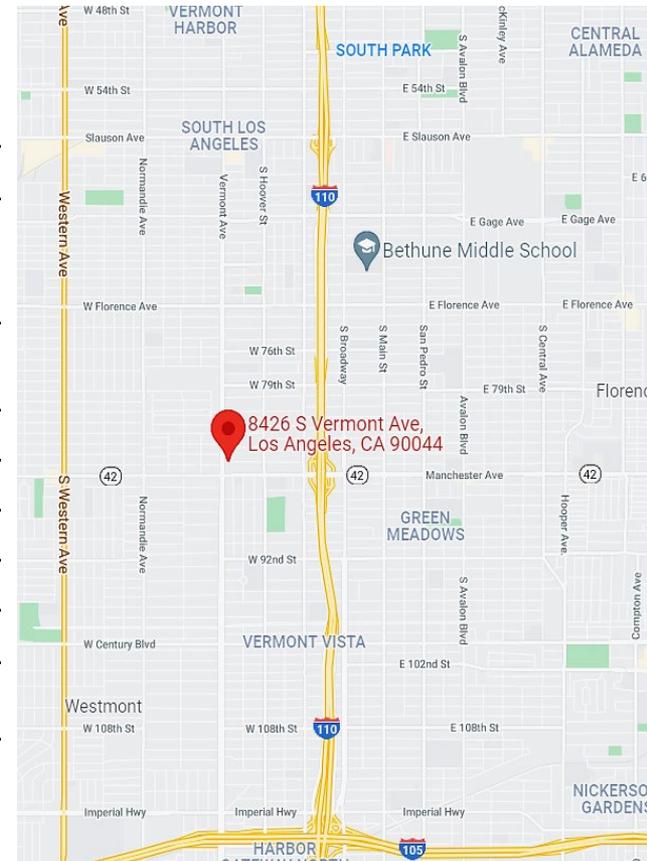
# SHAKESPEARE CENTER OF LOS ANGELES

<b>Developer:</b>	The Shakespeare Center of Los Angeles, Inc.		
<b>Project Type:</b>	Live Theater/Arts Facility, Substantial Rehabilitation		
<b>Description:</b>	Project will repurpose <b>22,000 SF</b> in the Westlake neighborhood of Los Angeles into a fully equipped convertible rental income generating sound stage, 300 seat theater, cultural and educational enrichment facility, as well as workforce training center. The sponsor's programs focus on employment and empowerment of poverty-threshold youth 15-24 and chronically unemployed and honorably discharged military veterans. The new community cultural facility will provide sponsor with the space and amenities to offer its programs year-round, enabling the expansion of the number of paid program participants.		
<b>Location:</b>	1238 W 1st Street, Los Angeles, CA 90026 (CD 1)		
<b>Census Tract Eligibility (2015-16):</b>	<ul style="list-style-type: none"> <li>➤ <b>33.2%</b> Poverty Rate (greater than 20% and 30%)</li> <li>➤ <b>47.8%</b> of Metro/State Median Income (less than 80% and 60%)</li> </ul>		
<b>Estimated TDC/ NMTC Allocation:</b>	TDC: \$ 11,400,000	Total QEI: \$ 10,000,000	LADF QEI: \$ 10,000,000
<b>Potential Sources of Funds:</b>	Capital Campaign (grants): \$ 8,500,000	<b>Lev. Loan Eligible</b>	
	NMTC Equity (\$0.75 / NMTC): \$ 2,900,000		
<b>Projected Closing:</b>	June 2022		
<b>Current Status:</b>	<ul style="list-style-type: none"> <li>➤ \$8.5 million in grants secured from State of CA and Ahmanson Foundation, \$3 million EDA grant applied for and pending currently (a portion of these grants require to be allocated to operations)</li> <li>➤ Construction commencement expected in Q3 2022</li> </ul>		
<b>Community Benefits/Impact:</b>	<ul style="list-style-type: none"> <li>➤ Job Creation: <b>99</b> Permanent (16 ret. / 83 new)</li> <li>➤ New jobs created for 120 youth and 40 veterans per year</li> <li>➤ Provide equally accessible cultural enrichment to 18,000 students and 2,000 veterans annually</li> <li>➤ Provide work-readiness training to the students</li> </ul>		



# VERMONT MANCHESTER

<b>Developer:</b>	Primestor Development, Inc.												
<b>Project Type:</b>	Retail and Office, New Construction												
<b>Description:</b>	<p>Development of a <b>63,653 SF</b> retail and pre-leased office development with a grocery store-anchored retail component (47,740 SF), new job training and innovation center to be sub-leased by Metro (15,913 SF), and public plaza and transit hub. Project is part of a transformative 160,000 SF mixed-use development on 4.2 acres of urban infill land with \$300 million total project cost. Project will transform and activate a blighted vacant lot in an area of South Los Angeles that has experienced chronic under-investment over the last 30 years.</p> <p>The other components of the master plan development include 180 units of affordable and senior housing by BRIDGE Housing (<i>not financed by NMTCs</i>) and the SEED School of Los Angeles County (<i>financed with NMTCs in 2021 including \$5.3 million NMTC Allocation invested by LADF</i>).</p>												
<b>Location:</b>	8426 S Vermont Ave, Los Angeles, CA 90044 (CD 8)												
<b>Census Tract Eligibility (2015-16):</b>	<ul style="list-style-type: none"> <li>➤ <b>47.2%</b> Poverty Rate (<i>greater than 20% and 30%</i>)</li> <li>➤ <b>43.3%</b> of Metro/State Median Income (<i>less than 80% and 60%</i>)</li> <li>➤ Two adjacent Census Tracts are <b>USDA-designated Food Deserts</b></li> </ul>												
<b>Estimated TDC &amp; NMTC Allocation:</b>	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 20%;">Budget:</td> <td style="width: 20%;">\$ 58,700,000</td> <td style="width: 20%;">Total QEI:</td> <td style="width: 20%;">\$ 40,000,000</td> </tr> <tr> <td></td> <td></td> <td>LADF QEI:</td> <td>\$ 10,000,000</td> </tr> </table>	Budget:	\$ 58,700,000	Total QEI:	\$ 40,000,000			LADF QEI:	\$ 10,000,000				
Budget:	\$ 58,700,000	Total QEI:	\$ 40,000,000										
		LADF QEI:	\$ 10,000,000										
<b>Potential Sources of Funds:</b>	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 20%;">Section 108 Loan:</td> <td style="width: 20%;">\$ 7,500,000</td> <td style="width: 20%;"><b>Lev. Loan Eligible</b></td> </tr> <tr> <td>Public Grant Funding Sources:</td> <td>\$ 22,500,000</td> <td><b>Lev. Loan Eligible</b></td> </tr> <tr> <td>Sponsor Equity:</td> <td>\$ 17,500,000</td> <td><b>Lev. Loan Eligible</b></td> </tr> <tr> <td>NMTC Equity (\$0.72 / NMTC):</td> <td>\$ 11,200,000</td> <td></td> </tr> </table>	Section 108 Loan:	\$ 7,500,000	<b>Lev. Loan Eligible</b>	Public Grant Funding Sources:	\$ 22,500,000	<b>Lev. Loan Eligible</b>	Sponsor Equity:	\$ 17,500,000	<b>Lev. Loan Eligible</b>	NMTC Equity (\$0.72 / NMTC):	\$ 11,200,000	
Section 108 Loan:	\$ 7,500,000	<b>Lev. Loan Eligible</b>											
Public Grant Funding Sources:	\$ 22,500,000	<b>Lev. Loan Eligible</b>											
Sponsor Equity:	\$ 17,500,000	<b>Lev. Loan Eligible</b>											
NMTC Equity (\$0.72 / NMTC):	\$ 11,200,000												
<b>Projected Closing:</b>	June 2022												
<b>Current Status:</b>	➤ Genesis LA is committing NMTC Allocation to the Project. Sponsor is working to secure remaining Allocation needed to fill the funding gap												
<b>Community Benefits/Impact:</b>	<ul style="list-style-type: none"> <li>➤ Job Creation: <b>145</b> Permanent – <b>730</b> Construction</li> <li>➤ Project will require <b>30% local hiring</b> by commercial tenants</li> <li>➤ Sponsor expects to have incubator retail spaces for <b>local businesses</b> with rents 75% subsidized relative to market rate.</li> </ul>												



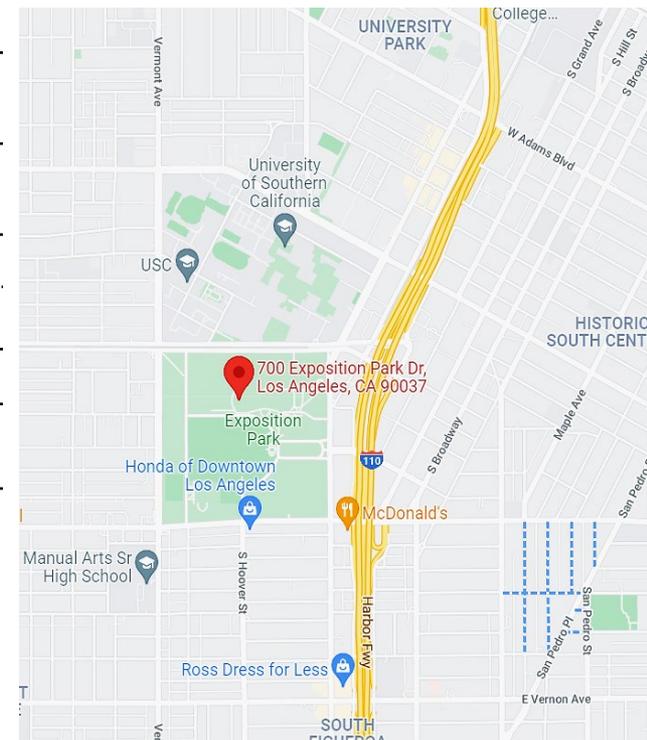
# THE BRINE PROJECT

<b>Developer:</b>	Decro Corporation		
<b>Project Type:</b>	Mixed-Use, Primarily New Construction		
<b>Description:</b>	Construction of a new mixed-use project on the site of a former pickle factory in the Lincoln Heights neighborhood of Los Angeles. The project will include the following uses: (1) <b>28,000 SF</b> community retail including a food court and (2) <b>4,000 SF</b> pediatric mental health clinic operated by Violence Intervention Program (VIP) to serve <b>180 children</b> (100% Low-Income Persons from the foster care system) per year. Additionally, project adds 97 affordable housing units, of which 49 will be permanent supportive housing for seniors, veterans, single-parent families, and transitional-aged youth ( <i>NOT financed by NMTCS</i> ).		
<b>Location:</b>	3000 N. Main Street, Los Angeles, CA 90031 (CD 15)		
<b>Census Tract Eligibility (2015-16):</b>	<ul style="list-style-type: none"> <li>➤ <b>36.6%</b> Poverty Rate (<i>greater than 20% and 30%</i>)</li> <li>➤ <b>42.4%</b> of Metro/State Median Income (<i>less than 80% and 60%</i>)</li> </ul>		
<b>Estimated TDC &amp; NMTC Allocation:</b>	Budget:	\$ 15,000,000	Total QEI: \$ 15,000,000 LADF QEI: \$ 10,000,000
<b>Potential Sources of Funds:</b>	Leverage Loan:	\$ 9,900,000	<b>Lev. Loan Eligible</b>
	Sponsor Equity:	\$ 800,000	<b>Lev. Loan Eligible</b>
	NMTC Equity (\$0.74 / NMTC):	\$ 4,300,000	
<b>Projected Closing:</b>	August 2022		
<b>Current Status:</b>	<ul style="list-style-type: none"> <li>➤ Design is complete and plans submitted for permit review</li> <li>➤ Sponsor expects to close LIHTC funding for supportive housing units by October 2021</li> </ul>		
<b>Community Benefits/Impact:</b>	<ul style="list-style-type: none"> <li>➤ Job Creation: <b>48</b> Permanent – <b>430</b> Construction</li> <li>➤ Health center in a <b>Medically Underserved Area</b></li> </ul>		



# SAMUEL OSCHIN AIR & SPACE CENTER

<b>Developer:</b>	California Science Center								
<b>Project Type:</b>	Museum/Education Center, New Construction								
<b>Description:</b>	The project will add a 200,000 SF aviation and space wing to the world class California Science Center, which is located in LA's historic Exposition Park. The museum will feature space shuttle Endeavour, which was acquired from NASA in 2012. The Center will include: 3 distinct galleries (air gallery, space gallery and shuttle gallery), 150 hands-on educational exhibits, 100 authentic artifacts (such as planes, satellites, and rockets, and 7 flight simulators), space shuttle Endeavour displayed vertically in launch position, The Concourse (a dynamic, central gathering space for special events as well as large-scale demonstrations and experiments), and a new Special Exhibits and Events Center that will host special exhibitions and events.								
<b>Location:</b>	700 Exposition Park Drive, Los Angeles, CA 90037 (CD 9)								
<b>Census Tract Eligibility (2015-16):</b>	<ul style="list-style-type: none"> <li>➤ <b>42.6%</b> Poverty Rate (<i>greater than 20% and 30%</i>)</li> <li>➤ <b>42.8%</b> of Metro/State Median Income (<i>less than 80% and 60%</i>)</li> </ul>								
<b>Estimated TDC &amp; NMTC Allocation:</b>	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 20%;">Budget:</td> <td style="width: 20%;">\$ 350,000,000</td> <td style="width: 20%;">Total QEI:</td> <td style="width: 20%;">\$ 30,000,000</td> </tr> <tr> <td></td> <td></td> <td>LADF QEI:</td> <td>\$ 10,000,000</td> </tr> </table>	Budget:	\$ 350,000,000	Total QEI:	\$ 30,000,000			LADF QEI:	\$ 10,000,000
Budget:	\$ 350,000,000	Total QEI:	\$ 30,000,000						
		LADF QEI:	\$ 10,000,000						
<b>Potential Sources of Funds:</b>	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 40%;">Capital Campaign:</td> <td style="width: 20%;">\$ 21,225,000</td> <td style="width: 40%; text-align: right;"><b>Lev. Loan Eligible</b></td> </tr> <tr style="border-top: 1px dotted black;"> <td>NMTC Equity (\$0.75 / NMTC):</td> <td>\$ 8,775,000</td> <td></td> </tr> </table>	Capital Campaign:	\$ 21,225,000	<b>Lev. Loan Eligible</b>	NMTC Equity (\$0.75 / NMTC):	\$ 8,775,000			
Capital Campaign:	\$ 21,225,000	<b>Lev. Loan Eligible</b>							
NMTC Equity (\$0.75 / NMTC):	\$ 8,775,000								
<b>Projected Closing:</b>	Q1 2023								
<b>Current Status:</b>	➤ Design is complete and plans submitted for review – approvals expected in early 2022								
<b>Community Benefits/Impact:</b>	<ul style="list-style-type: none"> <li>➤ Job Creation: <b>127</b> Permanent – <b>500</b> Construction</li> <li>➤ Free admission for 2 million visitors per year</li> <li>➤ 450,000 student visits per year, 43% from Title I schools</li> <li>➤ STEM training for 1,250 educators annually; impacting 20,000 students; 85% from Title I schools</li> <li>➤ Afterschool programs for middle and high school students – 100% are from Low Income Communities and 90% BIPOC</li> </ul>								



# GO FOR BROKE

<b>Developer:</b>	Little Tokyo Service Center		
<b>Project Type:</b>	Community Facility/Retail, New Construction		
<b>Description:</b>	<p>The project is the construction of the commercial component of the Go for Broke Apartments project, providing <b>40,000 SF</b> for legacy small businesses and nonprofit community organizations in the Little Tokyo neighborhood of Los Angeles. The project will include 30,000 SF of ground floor commercial/retail and community organization space and 10,000 SF ground floor space for a permanent space for the Go for Broke National Education Center ("GFBNEC"). GFBNEC is a nonprofit organization that provides educational programs about the history of the Japanese American veterans of World War II. The overall development plan also includes 248 affordable housing units, with supportive housing set-asides for homeless veterans (financed separately, not part of the NMTC project). The development will also include 20,000 SF of urban green spaces.</p>		
<b>Location:</b>	200 North Central Avenue, Los Angeles, CA 90012 (CD 14)		
<b>Census Tract Eligibility (2015-16):</b>	<ul style="list-style-type: none"> <li>➤ <b>45.2%</b> Poverty Rate (<i>greater than 20% and 30%</i>)</li> <li>➤ <b>38.3%</b> of Metro/State Median Income (<i>less than 80% and 60%</i>)</li> </ul>		
<b>Estimated TDC &amp; NMTC Allocation:</b>	Budget: \$ 26,200,000	Total QEI: \$ 24,000,000	LADF QEI: \$ 10,000,000
<b>Potential Sources of Funds:</b>	Term Loan:	\$ 17,000,000	<b>Lev. Loan Eligible</b>
	Sponsor Equity:	\$ 2,200,000	<b>Lev. Loan Eligible</b>
	NMTC Equity (\$0.75 / NMTC):	\$ 7,000,000	
<b>Projected Closing:</b>	2023		
<b>Current Status:</b>	➤ Design development is ongoing		
<b>Community Benefits/Impact:</b>	<ul style="list-style-type: none"> <li>➤ Job Creation: <i>Projected job creation not yet available</i></li> <li>➤ Bring community and retail space to this low-income community that will support Little Tokyo legacy small businesses and nonprofits</li> <li>➤ Project will add arts and cultural spaces</li> <li>➤ Sponsor and all tenants confirmed to date are minority-owned or minority-controlled businesses</li> </ul>		

