



office of

COMMUNITY INVESTMENT
and INFRASTRUCTURE

450-002017-002

Agenda Item **No. 5 (c)**
Meeting of February 7, 2017

MEMORANDUM

TO: Community Investment and Infrastructure Commissioners

FROM: Nadia Sesay, Interim Executive Director

SUBJECT: Endorsing the Legacy Foundation for Bayview Hunters Point's Five-Year Strategic Plan programming \$ 1,500,000 to Invest in the Bayview Hunters Point Community for Neighborhood Building, Education and Workforce, and Homeownership Down Payment Assistance; Hunters Point Shipyard and Bayview Hunters Point Redevelopment Project Areas

EXECUTIVE SUMMARY

The Legacy Foundation for Bayview Hunters Point ("Legacy Foundation") was created by the Hunters Point Shipyard Phase 1 Disposition and Development Agreement ("Phase 1 DDA") to represent the interests of the greater Bayview Hunters Point ("BVHP") in advising the Office of Community Investment and Infrastructure ("OCII") on the programming of Community Facilities Parcels and the Community Benefits Fund. The Community Benefits Plan of the Candlestick Point and Hunters Point Shipyard Phase 2 Disposition and Development Agreement ("Phase 2 DDA") carried forward the Community Benefits Fund and the role of the Legacy Foundation. The Community Benefits Fund is supported through Phase 1 and Phase 2 Developer contributions, and currently has approximately \$1,500,000 in funds to be programmed to benefit the BVHP neighborhood, of which \$500,000 is set aside specifically for the purpose of the Legacy Bayview Lennar Scholarship and Will Bass Memorial Educational Travel Scholarship. The remaining approximately \$1,000,000 in the Community Benefits Fund can be expended on a vast array of programs that benefit low income families; eliminating blight; or meet other urgent community development needs of the BVHP area. The details of the Legacy Foundation's analysis of community needs and recommendation for programming the full \$1,500,000 are contained in the attached Five-Year Strategic Plan (Exhibit A).

Since 2007, the former San Francisco Redevelopment Agency ("Agency"), now, OCII, has worked with the Mayor's Hunters Point Shipyard Citizens Advisory Committee ("CAC") and the Legacy Foundation to develop a plan for disbursing the Developer's contributions to the Community Benefits Fund.

Edwin M. Lee
MAYOR

Nadia Sesay
INTERIM
EXECUTIVE DIRECTOR

Mara Rosales
CHAIR

Miguel Bustos
Marily Mondejar
Leah Pimentel
Darshan Singh
COMMISSIONERS

One S. Van Ness Ave.
5th Floor
San Francisco, CA
94103

415 749 2400

www.sfocii.org

The Legacy Foundation is an advisory body to OCII that is overseen by a Board of Directors. There are seven appointed directors, and the appointed directors may elect up to four additional directors for a maximum of eleven Directors. The Legacy Foundation Board has met regularly since early 2010 and conducts monthly public meetings. The Legacy Foundation completed an extensive two-year community engagement process to assess BVHP community needs and define investment areas. Through this process, the Legacy Foundation drafted a Five-Year Strategic Plan to allocate Community Benefits Funds to implement the programs designed to address the needs of the community. The information in the Legacy Foundation's Five-Year Strategic Plan includes details of the organization's history and future program goals; as well as a plan to achieve these goals utilizing the Request for Proposals ("RFP") or Notice of Funding Availability ("NOFA") process.

The Legacy Foundation is presenting its Five-Year Strategic Plan to the Commission on Community Investment and Infrastructure ("Commission"), and requesting that the Commission approve their Plan and direct OCII staff to implement the Five-Year Strategic Plan.

Staff has reviewed the Legacy Foundation for Bayview Hunters Point Five-Year Strategic Plan and finds that it meets the Community Benefits Fund goals as defined by the Phase 1 DDA and Phase 2 DDA. Staff recommends that the Commission approve the Five-Year Strategic Plan and direct staff to implement the plan consistent with OCII's Purchasing Policies.

BACKGROUND

Attachment 23 to the Phase 1 DDA between the Agency, now OCII, and HPS Development Co., LP ("Phase 1 Developer"), provides for the formation of a Quasi-Public Entity (now known as the "Legacy Foundation") responsible for ensuring that the Phase 1 Developer's contribution to the Community Benefits Fund is expended for the benefit of the Hunters Point Shipyard and the greater BVHP community. The Phase 1 DDA defined the Phase 1 Developer's contribution to a Community Benefits Fund ("Phase 1 Fund") and calls for the Legacy Foundation to analyze community needs and advise the OCII Commission on the use and distribution of the Phase 1 Fund. On June 3, 2010, the Agency, now OCII, and CP Development Co. LP ("Phase 2 Developer") entered into the Phase 2 DDA. The Phase 2 DDA Community Benefits Plan carried forward the Community Benefits Fund ("Phase 2 Fund") role of the Legacy Foundation.

OCII oversees the implementation of development at Candlestick Point and Hunters Point Shipyard. The Hunters Point Shipyard Phase 1 DDA governs the project known as Phase 1 of the Hunters Point Shipyard, which includes development of up to 1,600 homes and 26 acres of parks and open space on the Hilltop and Hillside sites. The Phase 2 DDA governs the project known as Candlestick Point and Phase 2 of the Hunters Point Shipyard (collectively, "Phase 2"), which includes development of up to 10,500 homes, 3 million square feet of research and development/office space, 635,000 square feet of regional-serving retail, 250,000 square feet of neighborhood-serving retail, and approximately 325 acres of parks and open space on the remainder of the Hunters Point Shipyard site as well as Candlestick Point.

Developer's Contribution to Phase 1 Community Benefits Fund

To date, the Phase 1 Developer has provided \$1,000,000 to the Phase 1 Fund to fulfill its commitments under the Phase 1 DDA. Contributions to the Phase 1 Fund were redefined in accordance with the Fifth Amendment to the Phase 1 DDA, adopted November 3, 2009. This amendment established a "Community Benefits Fund Advance" under which the Developer contributed \$1,000,000. Additional contributions to the Phase 1 Fund may occur after

proceeds from land sales repay defined development costs. No additional contributions to the Phase 1 Fund are anticipated at this time. The Developer provides annual reports to the Legacy Foundation, CAC, and OCII staff on the financial performance of Phase 1 to track this obligation.

The Phase 1 DDA also created Community Facilities Parcels. The purpose of the Phase 1 Community Facilities Parcels is to provide, preserve, and leverage local resources such as social services, education services, and other community services as determined by OCII in collaboration with the CAC and the Legacy Foundation. As guiding principles, the Phase 1 DDA says that the Community Facilities Parcels should be used in a manner that will enhance the overall quality of life of residents at the Shipyard and in the BVHP Area and support the creation of a vibrant new Shipyard neighborhood. To date, one Community Facilities Parcel has been developed and is the site of the OCII Site Office and Store House (a convenience store and coffee shop). It also serves as a community room, hosting CAC Sub-Committee and other community meetings. The building was funded through grants provided by the U.S. Department of Commerce, Economic Development Administration ("EDA"). The remaining 1.2 acres of Phase 1 Community Facilities Parcels remain un-programmed.

Developer's Contribution to Phase 2 Community Benefits Fund

The Phase 2 DDA provides that the Legacy Foundation will advise OCII as to the disbursement of the Phase 2 Scholarship Fund and the Phase 2 Fund. As outlined below, the Phase 2 Scholarship Fund and Phase 2 Fund have different funding mechanisms.

The Phase 2 Scholarship Fund goes towards funding the Lennar Bayview Scholarship Fund and the Will Bass Memorial Educational Travel Scholarship. The Will Bass Memorial Educational Travel Scholarship will annually award \$5,000 for educational travel to Africa or Asia to one African American student (18 to 25 years old) from BVHP. In accordance with the Phase 2 DDA, the Phase 2 Developer contributed the initial payment to the Phase 2 Scholarship Fund after the first Major Phase Approval (\$500,000), additional funds will be contributed by the Phase 2 Developer based on housing development milestones (\$300,000 per 1,000 Unit Credits). Unit Credits are obtained when the Phase 2 Developer executes an Assignment and Assumption Agreement with a Vertical Developer. The OCII Commission approved the first Major Phase for Candlestick Point in January 2014, and the Developer has accordingly provided \$500,000 in funding for the Phase 2 Scholarship Fund. It is anticipated that the 1,000 Unit Credit would occur in 2018.

The Phase 2 Fund also contains more discretionary funds provided by payments from each Vertical Developer of an amount equal to one-half of one percent (0.5%) of the sales price for each market rate housing unit. The Phase 2 Project calls for the development of 7,155 market rate units over the next 15 to 20 years. The first market-rate home sales in Phase 2 are anticipated to occur in 2020.

Per the Phase 2 DDA, the discretionary dollars in the Phase 2 Fund must be reinvested by OCII in the BVHP Area to benefit low- and moderate-income families; eliminate blight; and/or meet other community development needs of BVHP as determined by the Legacy Foundation. The uses of the Phase 2 Fund includes social services, affordable housing, education, the arts, public safety, assistance for senior citizens and other community services.

The Phase 2 DDA requires that disbursement from the Phase 2 Fund by OCII occur following consultation with the CAC and is subject to approval by the OCII Commission.

Finally, the Phase 2 DDA requires if, after receiving 5,250 Unit Credits, OCII determines funds are not needed for the expansion of the Southeast Health Center or the Center for Youth Wellness (a community health facility provided for under the Phase 2 DDA Community Health and Wellness provisions) the funds are to be reallocated to the Phase 2 Fund for programming related to the health and wellness of residents in BVHP, including respiratory illness prevention and treatment. At this time, the San Francisco Department of Public Health is continuing pre-development activities for the expansion of the Southeast Health Center, and additional funding for wellness programs is not anticipated for the Phase 2 Fund.

Legacy Foundation Strategic Planning Process

On July 19, 2005, the OCII Commission authorized a personal services contract with Urban Strategies Council to provide technical assistance and outreach services to the CAC and the BVHP community in connection with the formation of the Legacy Foundation. From 2005 – 2010, in association with Tides Foundation (a San Francisco community based organization), and with the assistance of consultant Carla Dartis, the Legacy Foundation held over 25 public meetings and composed reports that outlined the community's conclusions on an initial set of program investments for the Community Benefit Funds. The community input obtained during these meetings and the subsequent recommendations ultimately resulted in the Legacy Foundation's current Five-Year Strategic Plan.

DISCUSSION

Legacy Foundation's Mission

The Legacy Foundation's fundamental mission is to alleviate the impact of poverty in San Francisco's BVHP community. The Legacy Foundation's main purpose is to ensure that a designated portion of net proceeds from the Hunters Point Shipyard development will be used and invested for the benefit of the BVHP community. The entity is charged with making recommendations that guarantee the BVHP area and not just a few individuals, profit from the funds that are intended to be used to: (a) benefit low and moderate-income families, (b) eliminate blight, or (c) meet other urgent community development needs of the BVHP area.

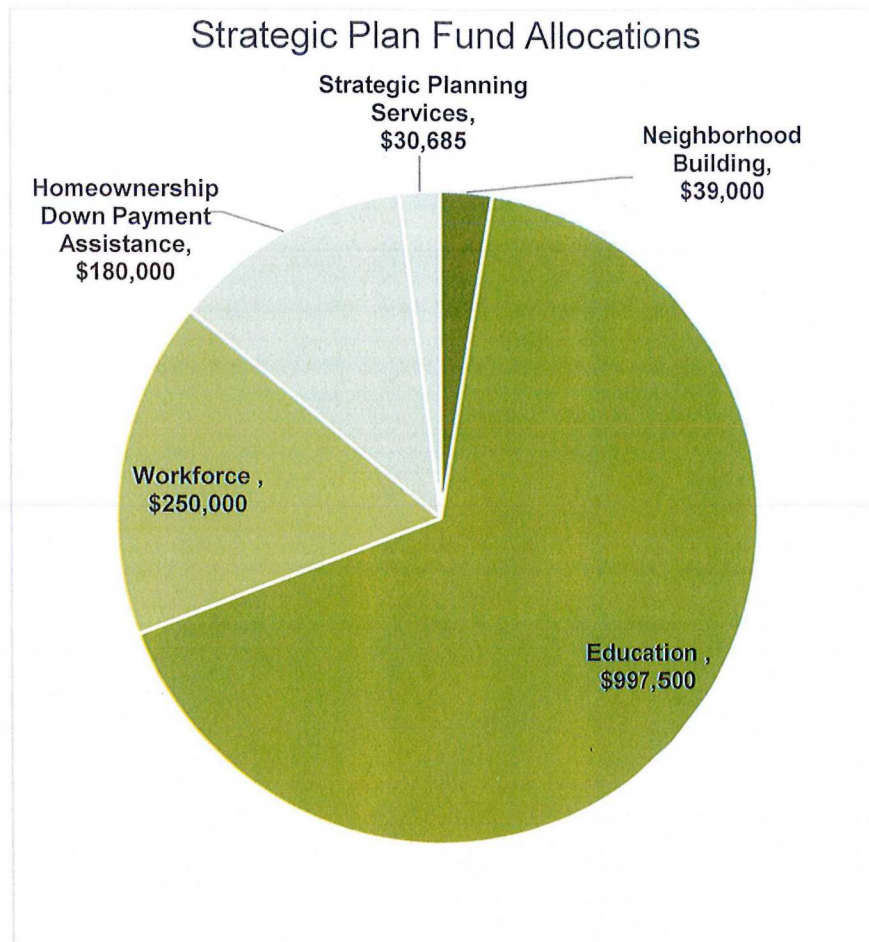
Currently, the Legacy Foundation Board is comprised of five members: Tedd Hunt (Chairperson), Dr. Veronica Hunnicutt, Pastor Josiah Bell, Carmen Kelly, and Lila Hussain.

Legacy Foundation's Strategic Plan Goals

In pursuing its mission and strategies, the Legacy Foundation has identified three areas of priority:

- 1) Community and neighborhood building,
- 2) Improving education and employment opportunities, and
- 3) Expanding homeownership opportunities.

The chart below details the five-year financial investment plan, as determined by the Legacy Foundation Board.



Community Building

In response to various social and economic challenges facing BVHP the Legacy Foundation supports investing in neighborhood and community building events that will bring together community members and stakeholders, as well as recognize community leaders and advocates. The Legacy Foundation will pursue this through two Neighborhood Building Strategies: 1) community dialogue summits and 2) recognition awards for community leaders.

The intent of the community dialogue events will be to bring together cutting edge thinkers, innovators, and funders with local community representatives (i.e. community leaders, elected officials, business owners, and engaged citizens) to expand the consideration of ideas and solutions to respond to the social and economic challenges that exist in the Bayview community. To every extent possible, the Legacy Foundation will partner with stakeholders from the community to develop the following to support the Community Dialogues as a neighborhood building opportunity.

The Legacy Foundation will also recognize "Community Heroes" and leaders. Community Heroes will be nominated through a community process and selected for their individual or group contributions, leadership, and exemplary efforts in creating life-changing improvements that aid in strengthening the BVHP Community.

The Legacy Foundation proposes spending a total of \$39,000 over 3 years in the Strategic Plan. Of which, \$8,000 per year for 3 years will be spent on community dialogues and \$5,000 per year for 3 years will be spent in recognition of Community Heroes.

Education & Workforce

The Legacy Foundation has determined that strengthening young people's academic achievements and skills will increase employability, a critical building block to eradicating poverty in BVHP. The Legacy Foundation has committed to providing resources to this priority on a multi-year basis through the following program strategies: 1) College Readiness & Career Skill Building Grants and 2) Tuition Assistance Scholarships.

College Readiness & Career Skill Building Grants

College Readiness and Career Skill Building grants will be made available to non-profit community based organizations that serve BVHP youth. The Legacy Foundation seeks to support non-profit community based organizations (this definition includes non-profit social enterprises, college and university-sponsored projects) that offer out-of-school time programs which may include project-based learning opportunities that are assisted by tutoring, mentorships, internships and instructional curriculum that is focused on building science, technology, engineering, arts and math and executive functions skills.

Specifically, the Legacy Foundation seeks to support 100 BVHP youth each year, for five years, through existing non-profit community based organizations that provide assistance to youth (age 11 to 18 years) and young adults (age 19 to 25 years).

The Legacy Foundation proposes spending a total of \$400,000 over 5 years in the Strategic Plan. \$80,000 per year over 5 years will be spent on College Readiness and Career Skill Building programs.

Scholarship and Tuition Assistance Resources

The Legacy Foundation believes that a well-educated, highly skilled workforce is a critical block in strengthening the economy and ensuring a higher quality of life in BVHP. For this reason, the Legacy Foundation will create opportunities through scholarship. The two types of scholarships available to eligible Bayview students include: (1) The Lennar Bayview Scholarship Fund, which will assist students to attend and graduate from accredited higher education institutions; and (2) The Legacy Will Bass Memorial Education Travel Scholarship, an annual travel scholarship providing an opportunity for one student to travel to Africa or Asia.

The Legacy Foundation's mission is to mobilize, through the Lennar Bayview Scholarship Fund, scholarships and educational support to make postsecondary education possible for all BVHP students, up to the age of 30, who wish to attend college.

The Legacy Foundation proposes spending a total of \$475,000 over 5 years in the Strategic Plan. \$95,000 per year over 5 years will be spent on Scholarship and Tuition Assistance.

Will Bass Memorial Educational Scholarship for Travel Abroad

The Legacy Foundation will collaborate with an existing travel abroad program to support eligible 94124 students on an educational trip to Africa or Asia. The Will Bass Memorial Scholarship was created in honor of Will G. Bass, Jr., a long term Bay Area Businessman known for his pioneering accomplishment as the first African American businessperson in the Bay Area to be substantially involved in trade with Russia, China, and South Africa. Will Bass was also a founding member of the 100 Black Men of the Bay Area, Inc., the San Francisco African American Chamber of Commerce, and the Oakland African American Chamber of Commerce.

This scholarship will be a multi-year pledge with the Legacy Foundation making annual grants of \$5,000 to the designated travel program(s) during the 5-year period covered by this Strategic Plan.

Workforce – Contractor Assistance and Mobilization

In addition to educational program investments and skill building, the Legacy Foundation supports investment in small local businesses and contractors that are committed to creating immediate work opportunities for local BVHP workers. The Contractor Mobilization Fund program will ensure full opportunities for participation by small contractors in projects involving high value contracts. The program will also provide contractors with guidance through the process for bidding and local hiring goals by providing one-on-one consultations and contractor-focused group workshops and seminars.

The Legacy Foundation will partner with NorCal, the existing Contractor Assistance fund program administrator, to manage the Contractors Assistance Program designed to support and strengthen the current contractor's mobilization fund for small contractors that would otherwise be unable to secure startup capital to perform work in Bayview. The funds would serve as matching dollars to help increase the total fund from \$500,000 to \$1,000,000. NorCal has secured additional pledges for matching funds to increase the size of the fund.

The Legacy Foundation recommends that \$250,000 be allocated toward the Contractors Assistance Mobilization program.

Homeownership

The Legacy Foundation has determined that successful homeownership is critical not only to the long-term prosperity of homeowners but also to the BVHP community itself. The housing and financial crises of the last several years have highlighted the need for promoting and supporting successful homeownership.

The Legacy Foundation Down Payment Assistance Fund will provide down payment assistance in the form of equity contributions that support residents in BVHP who meet the eligibility criteria and who are committed to purchasing and living in a home in BVHP. To qualify for grant assistance, interested residents will be required to participate in and complete housing counseling and education programs as established and prescribed by the Legacy Foundation's homeownership assistance partner or financial empowerment intermediary partner. Prior to accessing the grant from the Legacy Down Payment Assistance Fund, the resident must be pre-qualified by a mortgage lender or through the selected partner agency.

The Legacy Foundation will seek out community partners whose support services align with its goals to increase homeownership for low- and moderate-income BVHP households. The primary focus will be promoting affordable and accessible homebuyer financing, for qualifying low and moderate-income BVHP residents including grants to assist first time homebuyers with down payments.

The Legacy Foundation proposes spending a total of \$180,000 over 5 years in the Strategic Plan to support homeownership opportunities for eligible BVHP residents.

Table 1: Phase 1 Community Benefit Fund Allocation

ITEM	PHASE 1 FUND - PROGRAMS	PROPOSED ANNUAL BUDGET	TOTAL BUDGET (2016 – 2021)
NEIGHBORHOOD BUILDING			
1.	Community Dialogues	\$ 8,000/year for 3 years	\$ 24,000
2.	Recognition of Community Heroes	\$ 5,000/year for 3 years	\$ 15,000
		Neighborhood Building Subtotal:	\$ 39,000
EDUCATION & WORKFORCE			
1.	College Readiness and Career Skill Building	\$ 80,000/year for 5 years	\$ 400,000
2.	Scholarship Administration	\$ 4,500/year for 5 years	\$ 22,500
3.	College Living Expense Stipends	\$ 10,000/year for 5 years	\$ 50,000
4.	Construction/Contractor Assistance	\$ 250,000/year for 1 year	\$ 250,000
5.	Computer Tech Center	\$ 25,000/year for 1 year	\$ 25,000
		Education & Workforce Subtotal:	\$747,500
HOMEOWNERSHIP			
1.	Homeownership Down Payment Assistance	\$ 180,000/over 5 years	\$ 180,000
		Homeownership Subtotal:	\$ 180,000
PHASE 1 FUNDS TOTAL		\$ 442,500 per year	\$ 966,500

Table 2: Phase 2 Community Benefit Fund Allocation

ITEM	PHASE 2 FUND - PROGRAMS	PROPOSED ANNUAL BUDGET	TOTAL BUDGET (2016 – 2021)
1.	Legacy Bayview Lennar Scholarship	\$ 95,000/year for 5 years	\$ 475,000
2.	Legacy Will Bass Memorial Travel Scholarship	\$ 5,000/year for 5 years	\$ 25,000
PHASE 2 FUNDS TOTAL		\$ 100,000/year for 5 years	\$ 500,000

CITIZENS ADVISORY COMMITTEE REVIEW PROCESS

The Legacy Foundation presented the proposed Strategic Plan at a meeting of the CAC on January 9, 2017, and it was unanimously supported by the CAC at the same meeting.

NEXT STEPS

Upon authorization from the OCII Commission, OCII staff will, in furtherance of the Legacy Foundation's Strategic Plan, utilize a Notice of Funding Availability ("NOFA") or Request for Proposals ("RFP") framework to seek out qualified organizations to administer programs and funds described in the Strategic Plan. Each notice or request will require detail regarding the organization's expertise and experience, strategies with a time-line and budget, and contain conditions of accountability to achieve the priorities adopted by the Legacy Foundation. In accordance with OCII's Purchasing Policy, the OCII Commission will receive informational memorandums before staff publishes a NOFA or RFP. The OCII Commission will approve any contracts over \$50,000; the OCII Executive Director will approve contracts that are \$50,000 or under.

Each RFP or NOFA will describe the type of services required, as well as desired outcomes, and request responses from qualified proposers that lay out a comprehensive plan to perform the services, designated staff persons, and a detailed budget. If needed, proposers will be invited to participate in a formal interview to allow an interview panel (typically comprised of 3-5 people, with Legacy Foundation Board members being a majority) an opportunity to ask specific questions regarding the service provider's experience and to understand the service provider's qualifications and capabilities to perform the services requested. The panel will then make a recommendation to the full Legacy Board for the proposer deemed most qualified. The OCII Commission will finalize the process by approving contracts upon approval of the recommendation.

OCII and the Legacy Foundation will prioritize the award for the Contractors Mobilization Fund and a portion of the Education program, the Computer Tech Center, in Spring of 2017. OCII will focus on the release of RFPs or NOFAs seeking partnerships with existing organizations to administer tuition assistance and college living expense scholarships with a community based organization to receive funds to administer a college readiness program. By the end of 2017, the Legacy Foundation will issue RFP or NOFA seeking an existing organization that is familiar with the BVHP neighborhood and demographics, to provide homeownership down payment assistance to supplement existing down payment assistance programs. A separate procurement process will be conducted for each program.

CALIFORNIA ENVIRONMENTAL QUALITY ACT ("CEQA")

Commission approval of the Legacy Foundation's Five-Year Strategic Plan is statutorily exempt from CEQA because it is a planning study with recommendation for future action, pursuant to CEQA Guidelines, Section 15262.

STAFF RECOMMENDATION

Staff recommends approval of the Legacy Foundation's Five-Year Strategic Plan and that the Commission direct staff to take all necessary steps to effectuate the Strategic Plan in accordance with OCII's Purchasing Policy.

(Originated by Kasheica McKinney, Assistant Project Manager)



Nadia Sesay
Interim Executive Director

Attachment A: Legacy Foundation for Bayview Hunters Point Five Year Strategic Plan

Attachment B: Attachment 23 to the Phase 1 DDA



LEGACY FOUNDATION FOR BAYVIEW HUNTERS POINT 2017-2022 STRATEGIC PLAN

The Strategic Plan contains descriptions of investment goals and strategies that will guide the work of the Legacy Foundation during its first five years. The Strategic Plan's direction is supported by interviews with City agencies, community-based organizations, local philanthropies, research and strategic planning sessions conducted over a ten-year span, with emphasis on planning sessions from August 2014 through March 2015.

THE LEGACY FOUNDATION FOR BAYVIEW HUNTERS POINT

Helping to Lay the Foundation for the Future of the Bayview Hunters Point Community

February 7, 2017

Dear Commissioners of the Office of Community Investment and Infrastructure:

The Legacy Foundation for Bayview Hunters Point ("Legacy Foundation") seeks approval from the San Francisco Commission on Community Investment and Infrastructure ("OCII Commission") to carry out the strategic priorities set forth in this Strategic Plan for neighborhood building, education and workforce training, and homeownership initiatives.

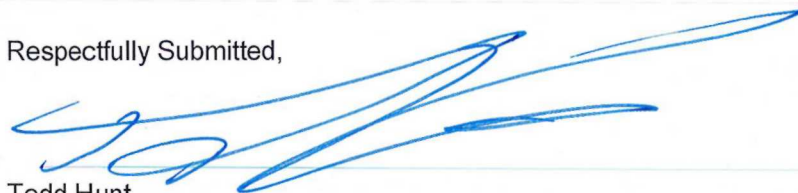
The Legacy Foundation will report annually on its progress, and seek ratification and ongoing approval from the OCII Commission, as required by the OCII's policies and the Disposition and Development Agreements that established the Legacy Foundation's mandate and resources to invest in the Bayview Hunters Point community.

Pursuant to these commitments, the Legacy Foundation requests the OCII Commission direct staff to implement the programs described in the Strategic Plan. The Legacy Foundation will monitor the progress of community based organizations and individuals that we support in order to achieve the outcomes described.

The Legacy Foundation thanks the OCII Commission for providing staff and administrative support that furthers the implementation of the community benefits associated with the Hunters Point Shipyard and Candlestick Point development.

The Legacy Foundation thanks Amabel Akwa-Asare and Kasheica McKinney for their impeccable staffing of our board development process including planning of this Strategic Plan. The Legacy Foundation also thanks the consulting firm of Carla Dartis for facilitating and conducting the due diligence that helped to produce this plan.

Respectfully Submitted,



Tedd Hunt
Chairperson, Legacy Foundation

2016 LEGACY FOUNDATION BOARD

Tedd Hunt

Chairperson

Pastor Joesiah Bell

Board Member

Carmen Kelly

Board Member

Dr. Veronica
Hunnicutt

Board Member

Lila Hussain

Board Member

Table of Contents

The Legacy Foundation for Bayview Hunters Point.....	1
Mission and Core Values	5
Vision of Change	6
Strategic Ambitions	7
Strategic Plan Implementation	8
Summary of Strategic Plan - Phase 1 Funds:	9
Summary of Strategic Plan - Phase 2 Funds:	10
Neighborhood Building.....	11
1) Community Dialogues.....	11
2) Recognition of Community Heroes	12
Education and Workforce Improvement	13
1) College Readiness & Career Skill Building Grants.....	14
2) Scholarship and Tuition Assistance Resources	16
3) The Will Bass Memorial Educational Scholarship for Study Abroad.....	16
4) Workforce - Contractor Assistance and Mobilization.....	16
5) Hacker Hub	17
Homeownership Down Payment Assistance.....	18
A Special Thank You.....	19

THE LEGACY FOUNDATION FOR BAYVIEW HUNTERS POINT

The Legacy Foundation for Bayview Hunters Point (“Legacy Foundation”) was established as part of the Bayview Hunters Point Shipyard Redevelopment Project to intentionally strengthen Bayview Hunters Point’s human development capacity as the neighborhood’s physical environment undergoes transformation. The Legacy Foundation’s recommendation to the Commission on Community Investment and Infrastructure (“OCII Commission”) on the use of the Community Benefit Funds is based on years of study and analysis of community needs, as well as community input. As used throughout this Strategic Plan, Bayview Hunters Point (“BVHP” or “BVHP Area”) includes the areas encompassed within the 94124, 94134 and 94107 zip codes.

The development program for Hunters Point Shipyard and Candlestick Point calls for more than 12,000 new homes (approximately 32% of which will be below market rate and will include the rebuilding of the Alice Griffith public housing development consistent with the City’s HOPE SF program), up to 3 million square feet of research and development space, and more than 350 acres of new parks in the southeast portion of San Francisco (together, the “Project”). The Project is a public-private partnership overseen by the former San Francisco Redevelopment Agency, now the Office of Community Investment and Infrastructure (“OCII”). The master developer for the Project is FivePoint.

The Legacy Foundation was created by the Hunters Point Shipyard Phase 1 Disposition and Development Agreement (“Phase 1 DDA”) between the former San Francisco Redevelopment Agency, now OCII, and HPS Development Co. LP, a subsidiary of FivePoint. The DDA went into effect December 2, 2003. The Phase 1 DDA led to the formation of the Legacy Foundation, called “BVHP Representative Entity” that, in collaboration with the Hunters Point Shipyard Citizens Advisory Committee (“HPS CAC”), is charged with analyzing community needs and making recommendations to the OCII Commission on the use of the Community Benefits Fund (“Phase 1 Fund”).¹

The Phase 1 DDA provided the following Key Principles for the Legacy Foundation:

- The governing body will have meaningful community representation, with members recruited and selected through an open and fair public process;
- As a quasi-public body, the Legacy Foundation will operate in conformance with all applicable laws and regulations governing conflicts of interest and open public meetings;
- The [Legacy Foundation] will be charged with making recommendations that ensure the BVHP Area and not just a few individuals benefit from the use of the [Phase 1 Fund];
- Transparency and public accountability will necessarily guide all operations and actions of the [Legacy Foundation];
- Use of funds will focus on building the capacity of existing community-based entities wherever possible; and
- Use of funds will be geared towards leveraging additional outside sources of funds to the maximum extent possible.

¹ Phase 1 DDA, Community Ownership, Financing & Benefits, § 2.1.

The Phase 1 DDA required that the Phase 1 Fund be used to Benefit low- and moderate-income families; eliminate blight; or meet other urgent community development needs of the BVHP Area.²

Additionally, the Phase 1 DDA lists the following Permitted Uses of funds recommended by the HPS CAC:

- Financial and technical assistance for non-profit and for-profit community organizations and enterprises in acquiring and/or developing properties in the Shipyard, including, without limitation, assistance with respect to developing the Community Facilities Parcels;
- Financial assistance for construction and operation of additional community facilities;
- Affordable housing assistance, including without limitation using such funds to effectively reduce the maximum income levels for purchase or rental of the Affordable Housing Units through down payment assistance and other subsidies;
- Small business loan programs, including establishing a revolving loan fund;
- Additional financial assistance for existing job training, education, hiring and contractor selection programs;
- Community-based financial services;
- Childcare, youth and senior programs;
- Cultural and arts related programs;
- Development of new programs or institutions required to implement the Redevelopment Plan;
- Enhancements to infrastructure systems;
- Enhancements to recreational and open space facilities and programs;
- Leveraging such funds through available methods, such as foundation funding; and
- Providing investments in Community Builders who undertake Vertical Development, either as a silent or an active partner.³

Contributions to the Phase 1 Fund were redefined in accordance with the Fifth Amendment to the Phase 1 DDA, adopted November 3, 2009. This amendment established a “Community Benefits Fund Advance” under which the Developer contributed one million dollars (\$1,000,000).⁴ Additional contributions to the Phase 1 Fund may occur after proceeds from land sales repay defined development costs.⁵ However, no additional contributions to the Phase 1 Fund are anticipated at this time.

The Phase 1 DDA also created Community Facilities Parcels. The purpose of the Phase 1 Community Facilities Parcels is to provide, preserve and leverage local resources such as social services, education services, and other community services as determined by OCII in collaboration with the HPS CAC and the Legacy Foundation.⁶ As guiding principles, the Phase 1 DDA says that the Community Facilities Parcels should be used in a manner that will enhance the overall quality of life of residents at the Shipyard and in the BVHP Area; and support the creation of a vibrant new Shipyard neighborhood.

The Phase 1 DDA Community Facilities Parcels originally contemplated six acres of land located on both Navy Parcels A and B. However, due to delays in transfers from the U.S. Navy, Phase 1 only

² Phase 1 DDA, Community Ownership, Financing & Benefits, § 3.

³ Phase 1 DDA, Community Ownership, Financing & Benefits, § 3.

⁴ Phase 1 DDA, 5th Amendment, § 1.

⁵ Phase 2 DDA, 5th Amendment, § 8.b.

⁶ Phase 1 DDA, Community Ownership, Financing & Benefits, § 1.

encompasses Navy Parcel A, and Navy Parcel B was incorporated into the second phase of development at the Shipyard.

To date, one Community Facilities Parcel has been developed and is the site of the OCII Site Office and Store House (a convenience store and coffee shop). It also serves as a community room, hosting HPS CAC Sub-Committee and other project-related meetings. The building was funded through grants provided by the U.S. Department of Commerce, Economic Development Administration (“EDA”). The remaining 1.2 acres of Phase 1 Community Facilities Parcels remain un-programmed.

On June 3, 2010, the former San Francisco Redevelopment Agency, now OCII, and CP Development Co. LP, a subsidiary of the Developer, entered into the Candlestick Point and Hunters Point Shipyard Phase 2 Disposition and Development Agreement (“Phase 2 DDA”). The Phase 2 DDA Community Benefits Plan also created a Community Benefits Fund (“Phase 2 Fund”) and calls for the Legacy Foundation to analyze community needs and make recommendations to the OCII Commission on the use of the Phase 2 Fund.⁷

The Phase 2 Fund is funded by payments from each Vertical Developer of an amount equal to one-half of one percent (0.5%) of the sales price for each market rate unit. The Phase 2 development program calls for the development of 7,155 market rate units over the next 15 to 20 years. The remaining 3,345 housing units called for under the development program will be provided at below-market rates. The first market-rate home sales in Phase 2 are anticipated to occur in 2020.

Per the Phase 2 DDA, the Phase 2 Fund must be reinvested by OCII in the Project Site and BVHP Area to benefit low- and moderate-income families; eliminate blight; and/or meet other community development needs of BVHP as determined by the Legacy Foundation, including those related to social services, affordable housing, education, the arts, public safety, assistance for senior citizens and other community services.⁸

The Phase 2 DDA requires that disbursement from the Phase 2 Fund by OCII occur following consultation with the HPS CAC and is subject to approval by the OCII Commission.

The Phase 2 DDA also created the “Lennar Bayview Scholarship Fund,” which is held as part of the Phase 2 Fund.⁹ The Lennar Bayview Scholarship Fund will be used:

To assist youth and adults up to age thirty (30) living in BVHP with the cost of tuition and/or educational materials for any course in support of any educational program that grants a diploma, degree or certificate of completion that is offered by a college, university, community college, technical or trade school recognized by any of the six regional higher education accreditors, including the Western Association of Schools and Colleges.

In addition, the Lennar Bayview Scholarship Fund will be used to fund “The Will Bass Memorial Educational Travel Scholarship” which will annually award Five Thousand Dollars (\$5,000) for educational travel to Africa or Asia to one African American student (18 to 25 years old) from BVHP.

⁷ Phase 2 DDA, Community Benefits Plan, § 6.

⁸ Phase 2 DDA, Community Benefits Plan, § 6.

⁹ Phase 2 DDA, Community Benefits Plan, § 1.1

Funds for Lennar Bayview Scholarship Fund are contributed by the Developer after the first Major Phase Approval for the Phase 2 Project (\$500,000), and then following housing development milestones (\$300,000 per 1,000 Unit Credits). The OCII Commission approved the first Major Phase for Candlestick Point in January 2014, and the Developer has accordingly provided \$500,000 in funding for the Lennar Bayview Scholarship Fund. It is anticipated that the 1,000 Unit Credit would occur in 2018.

Finally, the Phase 2 DDA requires if, after receiving 5,250 Unit Credits, OCII determines funds are not needed for the expansion of the Southeast Health Center or the Center for Youth Wellness (a community health facility provided for under the Phase 2 DDA Community Health and Wellness provisions) the funds be reallocated to the Phase 2 Fund for programming related to the health and wellness of residents in the Project Site and in BVHP, including respiratory illness prevention and treatment.¹⁰ At this time, the San Francisco Department of Public Health is continuing pre-development activities for the expansion of the Southeast Health Center, and additional funding for wellness programs is not anticipated for the Phase 2 Fund.

BOARD OF DIRECTORS

The Legacy Foundation is overseen by a Board of Directors. There are seven Appointed Directors, and the Appointed Directors may elect up to four additional directors for a maximum of eleven Directors. The following entities select the Appointed Directors:

- The San Francisco Mayor
- The San Francisco District 10 Supervisor
- The Office of Community Investment and Infrastructure
- The Hunters Point Shipyard Citizens Advisory Committee
- An at-large member (Bayview CAC).

Currently, the Board of Directors is comprised of six Appointed Members:

- Tedd Hunt (Chairperson), Member At-Large
- Pastor Josiah Bell, HPS CAC Representative
- Carmen Kelly, District 10 Supervisor Representative
- Dr. Veronica Hunnicutt, HPS CAC Representative
- Lila Hussain, OCII Representative
- Vacant, Mayor's Representative

The Board intends to fill the six remaining vacant Board seats, in accordance with the Legacy Foundation's bylaws, in early 2017. Each Director serves a staggered term of up to three years, not to exceed two consecutive terms.

WORKING GROUPS

The implementation plan for each program will be fully developed through Working Groups. Board members will work on one or more of the following four working groups: Executive, Education, Housing, and Communication.

¹⁰ Phase 2 DDA, Community Benefits Plan, § 2.



Executive Working Group

Raise awareness with and maintain relationships with leadership of community business organizations, elected officials and public agency directors, the public, and philanthropic donors and institutions about the Legacy Foundation efforts in Bayview.



Communications Working Group

Coordinate neighborhood building activities including community dialogues, as well as website and other communication vehicles to keep community informed in how to access the resources of the Legacy Foundation.



Education Working Group

Raise awareness of Scholarships and college readiness grants with community based organizations and institutions to recruit prospective recipients. Lead coordinator for outreach to Scholarship America and San Francisco State University.



Housing Working Group

Market Down Payment Assistance Program to community based organizations, individuals and realtors. Align outreach efforts with San Francisco Housing Development Corporation and other prospective funders to expand the resources available.

Mission and Core Values

The Legacy Foundation is driven by both its mission and its mandate; this plan articulates the Foundation's priorities and goals, and the strategies on how its mission will be affected. The Legacy Foundation is committed to building, strengthening, and maintaining the key elements of the Bayview Hunter's Point community, its residents living in San Francisco's BVHP community, District 10, and 94124 zip code, its partners, and its financial strength.

MISSION

The Legacy Foundation's fundamental mission is to alleviate the impact of poverty in San Francisco's Bayview Hunters Point community.

CORE VALUES

The Board of Directors has adopted the following core values to guide the Legacy Foundation's decision-making and relationships between board members, with partners, and the Bayview community:

- **Transparency** *We understand the need for openness, accountability and disclosure.*
- **Integrity** *We are honest and ethical.*
- **Respect** *We understand that people should be treated with deference.*
- **Accountability** *We use resources wisely; we take responsibility; we are transparent.*
- **Collaboration** *We work in partnership; we leverage resources.*
- **Community Impact and Empowerment** *We improve lives; and work to strengthen communities.*

As a discerning community body that puts the needs of Bayview Hunters Point's residents first, the Legacy Foundation is dedicated to building respectful relationships with individuals and organizations that are committed to tangible and beneficiary results that improve life in the Bayview, and consistently demonstrate that commitment.

In the words of the Board of Directors: "We will always lead as a trusted ally."

Vision of Change

The Legacy Foundation envisions a future where all residents in Bayview Hunters Point thrive; realizing their life potential and personal leadership in leading their own lives and supporting others to have successful and productive lives in and out of the Bayview Hunters Point Community.

The Foundation believes that by holding itself to high-standards and leveraging strong partnerships with public sector, community based and philanthropic organizations, businesses, individuals, and academic institutions to provide targeted assistance to critical opportunity gaps in Bayview Hunters Point – it can be an instrument in realizing this vision.

This kind of steadfast collective action is one of the Legacy Foundation's most effective tools in supporting a positive life outlook for many Bayview Hunters Point residents who continue to be impacted by the ill effects of discrimination, multi-generational poverty, and income inequality.

STRATEGIC AMBITIONS

In pursuing its mission and strategies, the Legacy Foundation will be clear about its strategic priorities for neighborhood building, improving education and employment opportunities, and expanding homeownership opportunities.

The Legacy Foundation will measure its progress in pursuing its mission and strategies through an overall system of strategy management and annual results reporting. This Strategic Plan will serve as a framework to further develop the Legacy Foundations operating plans. As a framework, the Strategic Plan identifies key strategic priorities, but is not intended to provide exhaustive details of the Legacy Foundation's activities for the next five years.

Over the next five years the focus of this Strategic Plan as conceptualized by the Board of Directors is to improve well-being outcomes in BVHP community. This bold and courageous decision is grounded in the commitment to achieve tangible, life-improving results where needs are great, compared to the amount of investment currently available.

The Legacy Foundation has identified three strategic goals on which to focus funding between now and 2021:

- (1) Neighborhood Building
- (2) Education & Workforce Improvement
- (3) Expanding Homeownership & Retention

The priorities and strategies of these three strategic goals are described in greater detail below.

STRATEGIC PLAN IMPLEMENTATION

Upon authorization from the OCII Commission, OCII staff will, in furtherance of the Legacy Foundation's Strategic Plan, utilize a Notice of Funding Availability ("NOFA") or Request for Proposals ("RFP") framework to seek out qualified organizations to administer programs and funds described in the Strategic Plan. Each notice or request will require detail regarding the organization's expertise and experience, strategies with a time-line and budget, and contain conditions of accountability to achieve the priorities adopted by the Legacy Foundation. In accordance with OCII's procurement policies, the OCII Commission will receive informational memorandums before staff publishes a NOFA or RFP, and the OCII Commission will approve any awards over \$50,000.

The RFP or NOFA announcement will generally require a 30-45-day process to search for service providers or consultants qualified to perform the services required to implement the Strategic Plan. The Legacy Foundation Board will present its expectations for the program, inform potential proposers of the Board's expectations, and define the project goal of the program. In turn, proposers will submit responses detailing how they will design and carry out the program.

Specifically, the RFP or NOFA will describe the type of services required, as well as desired outcomes, and request responses from qualified proposers that lay out a comprehensive plan to perform the services, designated staff persons, and a detailed budget. If needed, proposers will be invited to participate in a formal interview to allow an interview panel (typically comprised of 3-5 people, with Legacy Foundation board members being a majority) an opportunity to ask specific questions regarding the service provider's experience and to understand the service provider's qualifications and capabilities to perform the services requested. The panel will then make a recommendation to the full Legacy Board for the proposer deemed most qualified. The Legacy Board will then move forward with taking the recommendation to the OCII Commission. The RFP or NOFA will be advertised in local newspapers, business publications (both print and online), on the City's website, on OCII's website, as well as in various other media forums to widely circulate and publicize the opportunity.

SUMMARY OF STRATEGIC PLAN - PHASE 1 FUNDS:

The table below provides a summary of the Legacy Foundation's plan to allocate funds and accomplish their neighborhood investment goals in Phase 1.

STATUS	AMOUNT	NOTES
Original Fund Amount	\$1,000,000	Community Benefits Fund Advance services. ¹¹
Expenditures to Date	- \$30,685	Strategic Plan Research and Consulting
Amount Remaining	\$969,315	

The Legacy Foundation Strategic Plan proposes programming for the next 5 years as follows:

ITEM	PHASE 1 FUNDS - PROGRAMS	PROPOSED ANNUAL BUDGET	TOTAL BUDGET (2016 – 2021)
NEIGHBORHOOD BUILDING			
1.	Community Dialogues	\$ 8,000/year for 3 years	\$ 24,000
2.	Recognition of Community Heroes	\$ 5,000/year for 3 years	\$ 15,000
		Neighborhood Building Subtotal:	\$ 39,000
EDUCATION & WORKFORCE			
1.	College Readiness and Career Skill Building	\$ 80,000/year for 5	\$ 400,000
2.	Scholarship Administration	\$ 4,500/year for 5 years	\$ 22,500
3.	College Living Expense Stipends	\$ 10,000/year for 5	\$ 50,000
4.	Construction/Contractor Assistance	\$ 250,000/year for 1	\$ 250,000
5.	Hacker Hub	\$ 25,000/year for 1 year	\$ 25,000
		Education & Workforce Subtotal:	\$747,500
HOMEOWNERSHIP			
1.	Homeownership Down Payment Assistance	\$ 180,000/over 5 years	\$ 180,000
		Homeownership Subtotal:	\$ 180,000
PHASE 1 FUNDS TOTAL		\$ 442,500 per year	\$ 966,500

¹¹ Provided by Phase 1 Developer on December 2, 2013.

SUMMARY OF STRATEGIC PLAN - PHASE 2 FUNDS:

The table below provides a summary of the Legacy Foundation's plan to invest Phase 2 funds into education through scholarship and travel opportunities to improve the lives of BVHP students.

STATUS	AMOUNT	NOTES
Original Fund Amount	\$ 500,000	Lennar Bayview Scholarship Fund services. ¹²
Expenditures to Date	- \$0	
Amount Remaining	\$ 500,000	

The Legacy Foundation Strategic Plan proposes programming for the next 5 years as follows:

ITEM	PHASE 1 FUNDS - PROGRAMS	PROPOSED ANNUAL BUDGET	TOTAL BUDGET (2016 – 2021)
1.	Legacy Bayview Lennar	\$ 95,000/year	\$ 475,000
2.	Legacy Will Bass Memorial Travel Abroad Scholarship	\$ 5,000/year for 5 years	\$ 25,000
	PHASE 2 FUNDS TOTAL	\$ 100,000/year for 5 years	\$ 500,000

¹² Provided by Phase 2 Developer on March 1, 2014, after approval of first Major Phase in Phase 2.

NEIGHBORHOOD BUILDING

Neighborhood Building		
Source of Funds	Program	Amount
Phase 1	Community Dialogues	\$ 24,000 over 5 years
Phase 1	Recognizing Community Heroes	\$ 15,000 over 5 years
Total		\$39,000 over 5 years

Neighborhood Building Priorities:

- 1) Increasing community knowledge of innovations and trends that can positively affect community well-being in Bayview Hunters Point.
- 2) Lifting up solutions and innovations spearheaded by individuals in the Bayview Hunters Point that are positively impacting community life and mitigating suffering among the most vulnerable in the Bayview.

Neighborhood Building Program Strategies:

In response to the challenges facing Bayview Hunters Point and the many unsung talented residents and community leaders who recognize these challenges as life callings to pursue, the Legacy Foundation will pursue two Neighborhood Building Strategies:

- 1) Community Dialogues
- 2) Recognition of Community Heroes

1) COMMUNITY DIALOGUES

Program Description

Organize periodic Community Dialogues that bring together cutting edge thinkers, innovators, and funders with local change agents (i.e. community leaders, elected officials, business owners, and engaged citizens) to expand the consideration of ideas and solutions. To every extent possible, the Legacy Foundation will partner with stakeholders from the community to develop the following to support the Community Dialogues as a neighborhood building opportunity:

- Themes
- Agenda and desired outcomes
- Outreach (including marketing, invitations and participant recruitment)
- Event logistics

Implementation

Community Dialogues will be held every other year, starting in the first year of the Strategic Plan (2017); near the mid-point (2019) and in the final year of the plan (2021).

Per the OCII procurement procedures, the Legacy Foundation will solicit a minimum of three (3) quotes from qualified small businesses to provide the organizational and planning services required for the Community Dialogues event.

2) RECOGNITION OF COMMUNITY HEROES

Program Description

The Community Dialogues, or a comparable event, will serve as the venue to recognize and award recipients of Legacy Foundation's second neighborhood building strategy: Community Legacy Awards. The individual value of each Community Legacy Award Recipient will be recognized for their steadfast dedication and contributions to the Bayview Hunters Point community. Awards will be given at each event to be held in 2017, 2019, and 2021.

The Legacy Foundation will recognize Community Heroes who are nominated through a community process and selected for their individual or group contributions, leadership, and exemplary efforts in creating life changing improvements that aid in strengthening of the Bayview Hunters Point Community.

Implementation

The Legacy Foundation will model its selection process similar to programs such as the United Way Community Heroes and will seek the assistance of organization like Bayview Mobilization for Adolescent Growth in our Communities ("BMAGIC"), an initiative sponsored by the San Francisco Public Defender's Office, and other established organizations or non-profits, to help design a criteria-based nomination process. It is currently envisioned that nominations will come from individuals, faith groups, businesses, and community based organizations and include a rationale for said nomination. The Community Prize criteria will focus on recognizing "unsung" leaders who have demonstrated passion and commitment that translates into meaningful innovations in the Bayview Hunters Point community.

Education and Workforce Improvement

Education & Workforce Improvement		
Source of Funds	Program	Amount
Phase 1	College Readiness & Career Skill Building Grants	\$ 400,000 over 5 years
Phase 1	Scholarship Administration	\$22,500 over 5 years
Phase 1	College Living Expense Stipends	\$ 50,000 over 5 years
Phase 1	Contractor Assistance Program	\$ 250,000 over 1 years
Phase 1 Subtotal		\$ 722,500 over 5 years
Phase 2	Lennar BVHP Scholarship Program	\$475,000 over 5 years
Phase 2	Will Bass Memorial Travel Abroad Scholarship	\$ 25,000 over 5 years
Phase 2 Subtotal		\$ 500,000 over 5 years
Phase 1 and Phase 2 Total		\$ 1,222,500

The Legacy Foundation firmly believes that a well-educated, highly skilled workforce may be the most important ingredient in strengthening the economy and ensuring a higher quality of life in Bayview Hunters Point. Equitable education not only builds a skilled workforce, it also provides social, civic, and personal development. Unequal access to quality education contributes to achievement gaps across racial, ethnic, and economic lines and to the decline of student achievement. Creating skilled workers for an economy that is quickly changing will require strategic investments and better education and workforce development programs.

Today, more than 53% of the residents residing in neighborhoods similar to Bayview Hunters Point, who are over the age of 25, have a high school diploma or less; and about 25% have some college experience or an associate's degree. Approximately 18% of residents have obtained a bachelor's degree or higher; compared to roughly 43.9% for other areas in the surrounding city. In an effort to increase the number of post-secondary degree holders in Bayview Hunters Point the Legacy Foundation will provide competitive criteria-based scholarships.¹³

The two types of scholarships available to eligible Bayview students include:

- (1) The Lennar Bayview Scholarship Fund, which will assist students to attend and graduate from accredited higher education institutions; and
- (2) The Legacy Will Bass Memorial Education Travel Scholarship, an annual travel scholarship providing an opportunity for one student to travel to Africa or Asia.

Investing in a skilled workforce and increasing access to college are high priorities for the Legacy Foundation; because the majority of jobs in the San Francisco Bay Area will continue to require more than a high school diploma, education beyond high school is increasingly essential.

¹³ Campaign for College Opportunity "May 2015 | The State of Higher Education in California: Black Report"

EDUCATION AND WORKFORCE PRIORITIES:

- 1) Increase the rate of access by middle through high school age youth and young adults in building competency in executive functions and Science, Technology, Engineering, Art, and Math (“STEAM”) skills.
- 2) Increase improvements in grade point average (“GPA”) and test scores in math and reading and student attendance rates at middle and high schools.
- 3) Increase the high school graduation rates among public school students.
- 4) Increase the acceptance and completion rates among youth and young adult students in college/university and accredited vocational skills-building institutions.
- 5) Increase the awareness of career choices that lead to livable wages and sustainable careers in high growth employment sectors.
- 6) Increase the number of residents employed in growth sectors.
- 7) Increase the number of college-age Bayview Hunters Point students who successfully complete study abroad opportunities in Africa and Asia.

Education and Workforce Program Strategies

The Legacy Foundation has determined that strengthening young people’s academic achievements and skills will increase employability, a critical building block to eradicating poverty in Bayview Hunters Point. The Legacy Foundation has committed to providing resources to this priority on a multi-year basis through the following program strategies:

- 1) College Readiness & Career Skill Building Grants
- 2) Tuition Assistance Scholarships
- 3) Travel Scholarships to Asia and African
- 4) Contractor Assistance Program

1) COLLEGE READINESS & CAREER SKILL BUILDING GRANTS

Program Description

College Readiness & Career Skill Building grants will be made available to non-profit community based organizations that serve Bayview Hunters Point youth.

The Legacy Foundation seeks to support non-profit community based organizations (this definition includes non-profit social enterprises, college and university-sponsored projects) that offer out-of-school time programs which may include project-based learning opportunities that are assisted by tutoring, mentorships, internships and instructional curriculum that is focused on building Science, Technology, Engineering, Arts and Math and executive functions skills.

Specifically, the Legacy Foundation seeks to support 100 Bayview Hunters Point youth each year, for five years, through non-profit community based organizations that provide assistance to struggling, resilient youth (age 11 to 18 years) and young adults (age 19 to 25 years) that either:

- 1) Reside in Bayview Hunters Point; or

- 2) Attend public middle or high schools in Bayview Hunters Point.

Grantees will be required to track and provide annual reports regarding the number of clients served and improvements in skills as a condition of funding.

Implementation

Utilizing a Request for Proposals (“RFP”) framework, the Legacy Foundation will establish and oversee the grant making and management processes to award approximately \$80,000 in program grants to non-profit community based organizations annually, with a minimum of two-year cycles, to expand the capacity of these programs. Two RFP rounds are anticipated. The first round will be for a two-year period (2017 to 2019), and the second round (2019 to 2021).

Organizations will be asked to provide proposals and demonstrate their ability to successfully administer the following targeted programs and/or services to support at least 100 youth and young adults per year. Organizations will be asked to demonstrate their ability to assist students to:

- 1) Meet California A through G high school completion standards for graduation and/or upgraded General Education Development (“GED”) requirements and Common Core Standards established for middle to high school in STEAM fields.
- 2) Build executive-function, capacity-building skills (i.e. support in self-regulating emotions, ability to initiate and effectively adapt, stay on task through completion, self-organizing and the ability to organize others).
- 3) Create and strengthen relationships with adults and peers that are strength-based and confidence building in supporting the personal leadership of the youth and young adult and their ability to pursue sustainable employment and higher education.
- 4) Access technical assistance in completing applications for acceptance to college, university, and/or accredited vocational training programs providing training in skills demanded by high growth sectors.
- 5) Access workforce training and placement in high demand growth sectors.

In the course of preparing this Strategic Plan, the following programs were examined and found to have the program components desired by the Legacy Foundation: OldSkool Café, Success Center San Francisco, Visions of La Moda, UCSF’s High School Internship Program, YMCA – Bayview Hunters Point, Bayview Center for Art and Technology, Bay Area Video Coalition, MissionBits.Com, City College of San Francisco Health Education Department Community Mental Health Certificate Program, College Track, Bayview Association for Youth – 100% College Prep Institute, Hunters Point Family Foundation– Girls 2000, Urban Ed Academy, and Omega Boys Club. These groups do not represent the totality of programs to be invited to apply for support.

2) SCHOLARSHIP AND TUITION ASSISTANCE RESOURCES

Program Description

The Legacy Foundation's mission is to mobilize, through the Lennar Bayview Scholarship Fund, scholarships and educational support to make postsecondary education possible for all Bayview Hunters Point students, up to the age of 30, who wish to attend college. Our vision is to be leaders in providing scholarships and other financial support to students residing in the 94124 zip-code or BVHP community, to make the completion of education beyond high school a reality for all. Reducing the financial barriers that would otherwise prevent or inhibit qualified students from attending college will be a major focus of the Foundation.

Implementation

Utilizing a RFP or NOFA framework, the Legacy Foundation will partner with an established organization or company that will manage and administer the scholarship and tuition assistance programs, making available approximately \$475,000 in scholarships and tuition assistance grants over a five year period. The scholarships and tuition assistance grants will be awarded on an annual basis. Two RFP rounds are anticipated. The first round will be for a two-year period (2017 to 2019), and the second round (2019 to 2021).

3) THE WILL BASS MEMORIAL EDUCATIONAL SCHOLARSHIP FOR STUDY ABROAD

Program Description

The scholarship fund will be set up as a multi-year pledge (maximum annual installments of \$5,000) for educational Travel to Africa or Asia. It is anticipated that the funds will be marketed to eligible 94124 students to participate in existing college or university travel abroad programs.

Implementation

The Legacy Foundation will make annual grants of \$5,000 to the designated travel program during the period covered by this Strategic Plan to underwrite the scholarship. All proceeds will be awarded to the selected students. The Legacy Foundation may partner with one or multiple organizations over a five-year period to administer this annual scholarship.

4) WORKFORCE - CONTRACTOR ASSISTANCE AND MOBILIZATION

Program Description

In addition to educational program investments and skill building, the Legacy Foundation strongly supports investment in small local businesses and contractors that are committed to creating immediate work opportunities for local BVHP workers. The Contractor Mobilization Fund program will ensure full opportunities for participation by small contractors in projects involving high value contracts. The program will also provide contractors with guidance through the process for bidding and local hiring goals by providing one-on-one consultations and contractor-focused group workshops and seminars.

Implementation

The Legacy Foundation will partner with an existing service provider to support and strengthen the current contractor's mobilization fund for small contractors performing work in Bayview.

5) HACKER HUB

Program Description

The Legacy Foundation strongly supports providing opportunities for Bayview Hunters Point residents in the technology sector. The Hacker Hub create early opportunities for young residents to enter the STEM (Science, Technology, Engineering, Mathematics) workforce development pipeline, attracting girls and boys of color at an early age to STEM education and potential careers in computer coding and other technology fields.

Implementation

Utilizing a RFP or Notice of Funding Availability (“NOFA”) framework, the Legacy Foundation will partner with an established organization or company that will provide services that support BVHP Youth in exploring opportunities in the technology sector. One RFP round is anticipated in late 2017.

HOMEOWNERSHIP DOWN PAYMENT ASSISTANCE

Homeownership Assistance Grants		
Source of Funds	Program	Amount
Phase 1	Homeownership Assistance Grants	\$ 180,000 over 5 years
Total		\$ 180,000

Successful homeownership is critical not only to the long-term prosperity of homeowners but also to the Bayview Hunters Point community itself. The housing and financial crises of the last several years have highlighted the need for promoting and supporting successful homeownership.

The Legacy Foundation Down Payment Assistance Fund will provide down payment assistance in the form of equity contributions that support residents in 94124, who meet the eligibility criteria and who are committed to purchasing and living in a home in 94124. To qualify for grant assistance, interested residents will be required to participate in and complete housing counseling and education programs as established and prescribed by the Legacy Foundation's homeownership assistance partner or financial empowerment intermediary partner. Prior to accessing the grant from the Legacy Down Payment Assistance Fund, the resident must be pre-qualified by a mortgage lender or through the selected partner agency.

PROMOTE AND SUPPORT SUCCESSFUL HOMEOWNERSHIP AND ACCESSIBLE HOMEBUYER FINANCING

Program Description

The Legacy Foundation will seek out community partners whose support services align with the Foundation's goals to increase homeownership for low- and moderate-income Bayview Hunters Point households. The primary focus will be comprehensive homebuyer/homeowner support, including outreach, education, and counseling services; and promoting affordable and accessible homebuyer financing, including first mortgages and entry cost assistance, for qualifying low and moderate-income Bayview Hunters Point residents.

Implementation

Utilizing the RFP or NOFA framework, the Legacy Foundation will partner with a BVHP organization experienced in providing homeownership assistance and access to financial assistance for qualifying BVHP residents looking to purchase homes in the BVHP. The Legacy Board will work with the organization to help design program requirements and qualifications.

A SPECIAL THANK YOU...

The Legacy Foundation is grateful to the many participants who contributed to these planning efforts, including the Mayor's Office of Community and Housing and Development, San Francisco Office of Workforce and Economic Development, San Francisco Unified School District, San Francisco Public Utilities Commission, Department of Children Youth and Families, San Francisco Public Health Department, San Francisco City College, San Francisco State University, Stanford University, Tides Center and Tides Foundation, Community Initiatives, Pacific Foundation Services, District 10 Supervisor Malia Cohen and staff members, BMAGIC, OldSkool Café, College Track, Mission Bits, University of San Francisco, California Academy of Sciences, Exploratorium, the California Endowment Foundation, the California Wellness Foundation, the Bechtel Jr. Foundation, Haas Jr. Fund, the Bayview Community Foundation Fund, the San Francisco Foundation, Success Center San Francisco, YMCA of Bayview Hunters Point, and many more leaders from Bayview Hunters Point-based community based organizations.

This process would not have been the same without their input and we appreciate their generous contributions.

ATTACHMENT 23

COMMUNITY OWNERSHIP, FINANCING, AND BENEFITS

This Community Ownership, Financing and Benefits Program (“Enhanced Community Benefits Program”) is attached to and made a part of the Disposition and Development Agreement (the “Agreement”) for Hunters Point Shipyard, Phase 1. Capitalized terms not defined in this Enhanced Community Benefits Program have the meanings given to them in the Agreement.

Section 1. Community Facilities Parcels

Section 1.1 Uses and Selection. The Community Facilities Parcels (also known as the Community Facility Parcels) are comprised of a total of six (6) acres of land in Phase 1 of the Shipyard. The Community Facilities Parcels will be used to provide, preserve and leverage such critical local resources as social services, education and other community services as determined by the Agency in collaboration with the CAC and the BVHP Representative Entity. As guiding principles, these Community Facilities Parcels should be used in a manner that will (1) enhance the overall quality of life of residents at the Shipyard and in the greater Bayview Hunters Point Area (meaning areas encompassed within the 94124, 94134 and 94107 zip codes as of the Effective Date of the Agreement, defined herein as the “BVHP Area”) and (2) support the creation of a vibrant new Shipyard neighborhood.

Following approval of the DDA, the Agency and the Developer will work in collaboration with the CAC to undertake a planning process that will set forth, among other things, the range of acceptable uses for the Community Facilities Parcels on Parcel A-1. As set forth in Section 6.6(c)11 of the DDA, the development of a plan for such parcels will be a condition to the Close of Escrow on Parcel A-1.

Following approval of the DDA, the Agency and the Developer will work in collaboration with the CAC to undertake a planning process that will set forth, among other things, the range of acceptable uses for the Community Facilities Parcels on Parcel B-1. As set forth in Section 6.6(c)(11) of the DDA, the development of a plan for such parcels will be a condition to the Close of Escrow on Parcel B-1.

Section 1.2 Developer’s Community Facilities Parcels Obligations. In addition to its obligation to collaborate with the Agency and the CAC to develop and undertake a planning process as specified in Section 1.1, Developer is also responsible, in accordance with the DDA and the Infrastructure Plan, for providing the necessary Horizontal Improvements to Community Facility Parcels to create serviceable lots, including rough grading with positive slope(s) enabling drainage towards the street, and not across interior parcel lines. Community Facilities Parcels will be created with the construction of new street segments and finished with an approved streetscape. Wet and dry utilities construction will include extending these services to each parcel

appropriately sized for the expected land uses determined through the process set forth in Section 1.1, above.

Section 1.3. Development of Community Facilities Parcels. The Agency and the community view the Community Facilities Parcels as an integral long-term community benefit for the Bayview Hunters Point Area and the City as a whole. In light of the foregoing, the Agency will identify certain land use restrictions, based on land uses determined in consultation with the CAC as further described in Section 1.1, above, for the Community Facilities Parcels which shall ensure that such parcels shall be dedicated to community purposes in perpetuity. The development of the Community Facilities Parcels will be determined by the Agency as part of the collaborative planning process with the CAC and the BVHP Representative Entity, as set forth below.

Section 2. Establishment of a Quasi-Public Entity

Section 2.1. Initial Formation. The Agency's staff will work with the CAC and other community groups in the BVHP Area to develop a plan, subject to Commission approval, for establishing a quasi-public entity representing the BVHP Area (the "BVHP Representative Entity") that, in collaboration with the CAC, will be charged with analyzing community needs and making recommendations to the Agency Commission on the use of Agency's net land sale proceeds, as referenced in Section 3, to address those needs. It is anticipated that a portion of net land sale proceeds will be administered by this quasi-public entity. The Agency will work with the CAC to identify potential sources for pre-funding the BVHP Representative Entity, including without limitation, grants from governmental entities, private foundations or other sources.

Section 2.2. Key Principals. While further analysis and community input will be necessary to determine the precise nature (i.e., whether it is a community foundation, a public benefit corporation, etc.) and the role of the BVHP Representative Entity, as well as its relationship to the Agency, the BVHP Representative Entity will be formed according to the following key principles:

(a) The governing body will have meaningful community representation, with members recruited and selected through an open and fair public process;

(b) As a quasi-public body, the BVHP Representative Entity will operate in conformance with all applicable laws and regulations governing conflicts of interest and open public meetings;

(c) The BVHP Representative Entity will be charged with making recommendations that ensure the BVHP Area and not just a few individuals benefit from the use of the Agency's net land sale proceeds;

(d) Transparency and public accountability will necessarily guide all operations and actions of the BVHP Representative Entity;

(e) Use of funds will focus on building the capacity of existing community-based entities wherever possible; and

(f) Use of funds will be geared towards leveraging additional outside sources of funds to the maximum extent possible.

Section 3. Use of Agency Land Value and Agency Land Return

Section 3.1 Agency Account. The Agency shall establish and maintain a separate account or sub-account for the deposit of all net revenues (net of the Agency's administrative costs) received by the Agency under Attachments 25 and 26 of the DDA. One hundred percent (100%) of the net revenues shall be reinvested to benefit the BVHP Area ("Permitted Uses"), in consultation with the CAC and the BVHP Representative Entity and subject to Commission approval of each Community Benefits Budget (as described below), which Community Benefits will be separate from and in addition to any obligations of Lennar/BVHP to provide certain community benefits under the DDA. As set forth in Section 6.6(b)(7) of the DDA, the development of a plan for consultation with the CAC and the BVHP Representative Entity will be a condition to the Close of Escrow. Permitted Uses must: (a) benefit low- and moderate-income families; (b) eliminate blight; or (c) meet other urgent community development needs of the BVHP Area. The following activities have been suggested by the CAC as potential Permitted Uses:

(a) Financial and technical assistance for non-profit and for-profit community organizations and enterprises in acquiring and/or developing properties in the Shipyard, including, without limitation, assistance with respect to developing the Community Facilities Parcels;

(b) Financial assistance for construction and operation of additional community facilities;

(c) Affordable housing assistance, including without limitation using such funds to effectively reduce the maximum income levels for purchase or rental of the Affordable Housing Units through down payment assistance and other subsidies;

(d) Small business loan programs, including establishing a revolving loan fund;

(e) Additional financial assistance for existing job training, education, hiring and contractor selection programs;

(f) Community-based financial services;

(g) Childcare, youth and senior programs;

(h) Cultural and arts related programs;

- (i) Development of new programs or institutions required to implement the Redevelopment Plan;
- (j) Enhancements to infrastructure systems;
- (k) Enhancements to recreational and open space facilities and programs;
- (l) Leveraging such funds through available methods, such as CRA, COIN and foundation funding; and
- (m) Providing investments in Community Builders who undertake Vertical Development, either as a silent or an active partner.

As referenced in the Closing condition set forth in Section 6.6(c)(11), the Agency agrees to work with the CAC and the BVHP Representative Entity to develop and undertake a planning process by which the CAC and the BVHP Representative Entity will advise the Agency in the identification of Permitted Uses.

Section 3.2 Community Benefits Budget. Each fiscal year, Agency staff will prepare a budget detailing Permitted Uses for the following fiscal year ("Community Benefits Budget"), based on input from the CAC and BVHP Representative Entity, which will be presented to the Agency Commission for approval. Each Community Benefits Budget will set forth, among other things, the following items: (a) projected revenues for the upcoming fiscal year; (b) line item allocations to Permitted Uses, with projected schedules for payments; (c) expenditure priorities for selected Permitted Uses in the event that revenues are not sufficient to fund Permitted Uses fully; (d) cumulative receipts and disbursements; and (e) narrative discussion of the goals of each Permitted Use and progress made during the prior year towards the goals.

Section 3.3 Records and Reporting. The Agency shall maintain books and records of all receipts and disbursements related to the account in accordance with generally accepted accounting principles consistently applied, or in another auditable form (collectively, the "Records"). The Records shall be retained as "public" information. The Community Benefits Budget will be subject to annual audits, the results of which will be publicly disclosed.