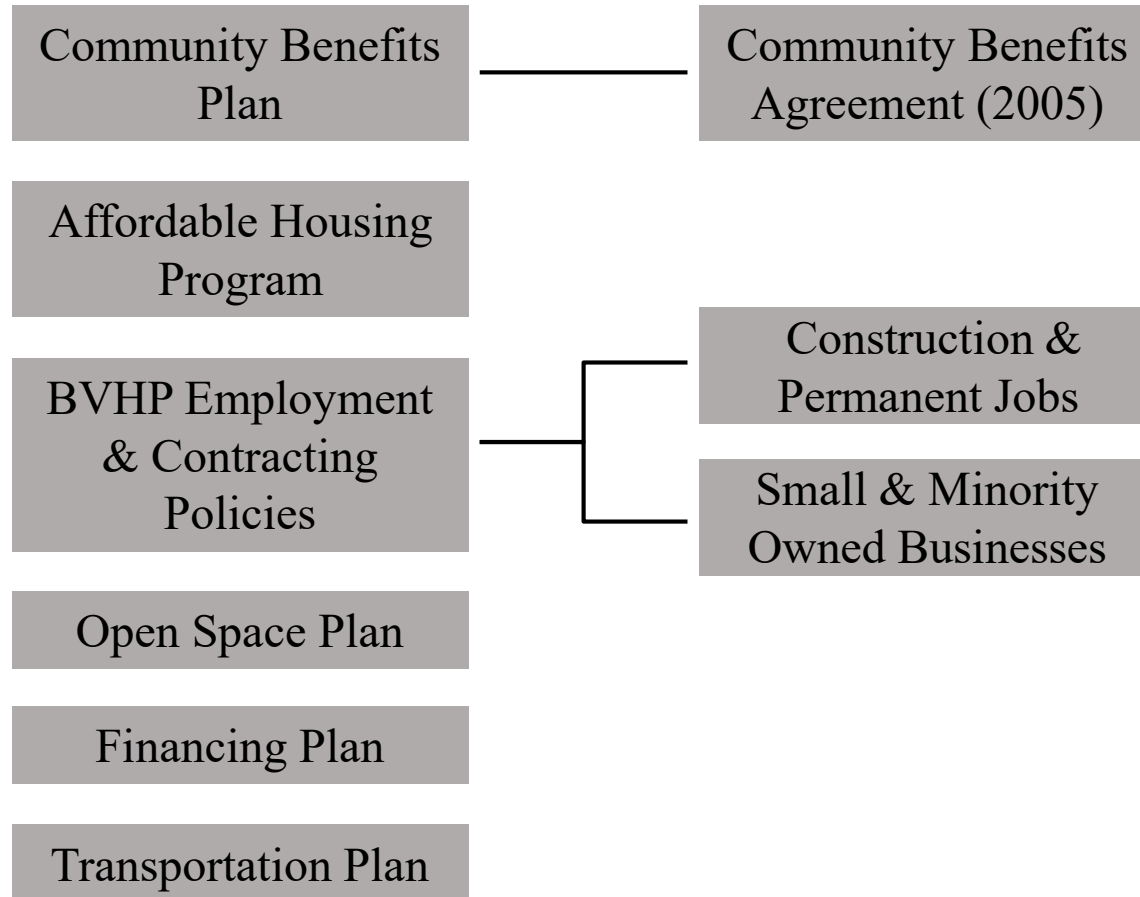


**HPS 1
Community
Benefits
Compliance
Report
Q1-Q4 2020**

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Phase 1: Disposition & Development Agreement



Parties:

OCII & HPS Development Co., LP

HPS Phase 1 DDA:

Entered into 2004

Phase 1 CBA:

Entered into 2005; amended 2009

CBA Overseen by:

- Commission on Community Investment and Infrastructure
- HPS Citizens Advisory Committee (CAC)
- Legacy Foundation

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Phase 1: Community Benefits

- Business Incubator Space Program *
- Community Benefits Fund*
- Community Builder Program *
- Community Facilities Parcels *
- Construction Assistance Program*
- Cultural/Historic Recognition Program
- Home Buyers Assistance Program
- Interim African Marketplace *
- Job Training & Employee Assistance
- Local Community Priority Leasing Program Reporting
- Outreach Program
- Small Business Assistance Program

*Denotes community benefits carried forward into Phase 2

Direct Expenditures and/or Payments To Date

From Inception thru Q4 2020

DDA – PHASE 1 & 2	
Community Benefits Fund	1,000,000
Community Health and Wellness Contributions	350,000
Construction Assistance Program	1,839,646
Education Improvement Fund	500,000
Interim African Marketplace	192,000
Job Training & Employee Assistance	3,400,578
Outreach Program (incl Homebuyer Assistance)*	1,075,242
Scholarship Fund	500,000
Small Business Assistance Program	11,742
DDA Subtotal:	\$8,538,488
CCBA	
Community First Housing Fund	5,698,000
Workforce Program Funding	2,075,000
Technical Assistance Funding	520,000
CCBA Subtotal:	8,293,000
Grand Total:	\$16,831,488

*Does not include contracts with outreach consultants

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Community Benefits Program Highlights

2020 Q1 – 2020 Q4

- Job training expenditures = \$263,500.00
- 294 units being built with community builders on Phase 1. 84 Units have been completed including Block 49 – Pacific Pointe. 77 units currently under construction at Block 52. 133 units to be constructed in the future at Block 48.
- Block 1 will construct an additional 224 units as a stand-alone Community Builder.
- \$2,905,000 in grants made through the Implementation Committee (“IC”) to date (does not include \$1.6M for purchase of 1676-1678 Newcomb (Community Benefit funds overseen by the IC are not included in the CBA between OCII and Developer. This is a separate Community Benefit fund)

Development Projects Underway

- HPSY Block 48 (Design Development and Permitting)
- HPSY Block 52 (Permitting and Construction Ongoing)
- Hillside Infrastructure (Construction Ongoing)
- HPSY Block 1 Community Builder/Third Party Developer (Design Development)

Development Projects Completed

- HPSY Blocks 50-51, Blocks 53-57 and Welcome Home Center
- HPSY 49
- HPSY Regional Parks - Innes Court/Park & Hillpoint Park Overlook
- HPSY Pocket Parks 9-16
- HPSY Galvez Overlook and Coleman Promenade
- Hilltop Streetscape

Phase 1: Housing Units

Block Numbers	Total Units	BMRs	Status
1	224	24	Design Development
48	404	56	Design Development/Permitting
49	60	59	Completed
50	25	3	Completed
51	63	6	Completed
52	77	9	Under Construction
53	93	9	Completed
54	66	7	Completed
55E/W	25/41	3	Completed
56A	36	3	Completed
57A/B	96	12	Completed

Status Report – Q1 2020 – Q4 2020

Phase 1 Program: Developer is required to provide a quarterly written status report to OCII and the Hunters Point Shipyard Citizen's Advisory Committee (CAC).

Phase 1 Update: Developer provided an update on the status of the Phase 1 Community Benefits at the March 9, 2020 & July 27, 2020 meetings of the CAC.

Phase 1: Contractor Assistance Program

- **Financial Assistance Program:** No services financial assistance services were offered in Q1 – Q4 2020.
- **Mentorship Program:** The Mentorship Protégé program has been administered by Renaissance Entrepreneurship Center since 2010. More information contained in next slide.
- **OCIP:** Due to limited insurance market capacity during this time, it was not feasible for Phase 1 Master Developer to purchase insurance policy. Consequently, Phase 1 Master Developer resorted to address GL limits by establishing them on a project-by-project basis via insurance requirements in licenses & permits to enter and VDDAs approved by OCII. We continue to maintain the program.

Phase 1: Contractor Assistance Program Mentorship Protégé Program

- Administered by Renaissance Entrepreneurship Center
- The Protégés received administrative support, project management and marketing services from Light Frame Construction and Big Mouth Productions.
- Nearly ninety percent (90%) of the clients are African American, of which sixty percent (60%) are low moderate income and twenty percent (20%) are extremely low-income. All of our clients either live or operate their businesses in District-10.

Phase 1: Community Builders Program

Block	Community Builder	Units
1	Tabernacle	224
48 – A	SFHDC	16
48 – F&J	Shiloh Full Gospel Church	80
48 – K	The Baines Group/ BHPMPSS	26
48 – O	Eagle Environmental Consulting	11
49	AMCAL/YCD	60
52	Al Norman/ Derek Smith	77
53	MDC/C. Churchwell LLC	12
54	BAMEC	12

Community Facilities Lots

Phase 1 Program: Developer will provide OCII developable lots for community facilities

- Phase 1: 1.2 acres

Update: Developer in compliance. OCII is facilitating discussions with SFUSD, SFPD, SFFD, SF Public Library and other service providers to determine future needs.

Job Training and Employee Assistance Program

YCD Job Training Grant - \$87,000.00

- During this reporting period, program participants were indentured into Local Unions 261, 67 and 22.

Larkin Street Youth - \$87,500.00

- Program participants are largely African American and Latina youth/young adults from 94124, 94134, and 94132.
- Students have received Mental Health First Aid certification and are learning violence prevention strategies and various career pathways.

Barrier Removal - \$26,000.00

- While not obligated, the barrier removal funding has become an important part of program delivery in D10. During Q1-Q4, barrier removal funds provided support for union dues/initiation fees, driver license reinstatement, commercial license permit fees, phlebotomy technician training, and clipper cards. Reports are attached.

Job Training and Employee Assistance Program: Young Community Developers (YCD)

YCD is uniquely qualified to execute this program as it is currently the primary job training organization in D10 and has currently providing educational services for GED/HS Diploma completion, and Career training & Certification completion classes. In addition, YCD also has a summer academic program for D10 youth. Not only does YCD receive resources for training from the City and County of SF, but also philanthropy and several other developers because of our training quality and reputation (Forest City, Bridge, Lennar, Union Bank, Wells Fargo, soon the Giants, Build Inc.). YCD is the sole training entity for the SFPUC SSIP Program careers (along with Labor).

While the math academy will be focused on adults, we see this experience as demonstrating that YCD is familiar with providing the structure necessary to assist the participants in completing the 12 week cycle.

Small Business Assistance Program

- Developer, through Contractor's Assistance Program currently publishes a directory of local suppliers. This document has not been shared with professional services consultants not using suppliers. Master Developer has since launched a suppliers website available to all contractors.
- Developer has revised its consultant and contractor contracts, adding language to make more explicit the requirement that contractors using supplies make 20% of their project related purchases from BVHP Area Small Businesses. The updated contracts are now being used by Land Development and will systematically implemented by other depts.
- Developer will institute supplier workshops through the CAP. Due to Covid-19 these workshops are being conducted virtually by the CAP. CAP is being administered by Tyche Business Solutions.

Cultural/Historic Recognition Program

Phase 1 Program: Integrate cultural features throughout the Shipyard and to provide opportunities for local artists to participate in the creation of public art.

Phase 1 Update: Developer to complete historic signage program.

OCII received federal grant funding to implement the Phase 1 program.

- Commission and installation of 9 commissioned artworks by OCII (complete)
- Installation of 500 square feet of youth tiles by Developer (complete)

Homebuyer Assistance Program

Phase 1 Program: Provide assistance to qualified home buyers, including:

- Down Payment Assistance
- First Time Buyer Financing Program
- Homeownership Counseling

Phase 1 Update: Obligation passed to Vertical Developers through VDDA's.

- The Down Payment Assistance and First Time Buyer Financing Programs have been working with lenders to provide financing.
- Between 2005 and Q2 2018, there were 71 first time homebuyer informational workshops with a total of 1385 attendees. No workshops were held in Q1-Q4 2020 due to no BMR available inventory and impacts from Covid-19. Workshops to resume in the latter half of 2021.

Outreach Program

- Developer has committed to have outreach activities through the office of Community Affairs. However, many outreach activities are executed and funded by other departments/teams, including the Construction Assistance Program), Entitlements Team, etc.
- Developer now engaging more community members to assist in this effort, and utilizing community blogs, as well as e-blast lists of existing entities and groups.
- Developer is now translating special notifications that are broadly distributed into Spanish, Chinese, and Samoan for both Phase 1 (required), and Phase 2 (not required).

Community Benefit Fund

Program Generally: Community Benefits Fund to be reinvested by OCII in the BVHP Community 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.

Phase 1 Program: Developer has already contributed \$1 million to the Community Benefit Fund.

- Legacy Foundation - Strategic Plan approved by OCII commission on 02/07/17
- First RFP/Disbursement – Legacy Fund committed \$25K to a Hacker Hub on 3rd Street (Urban Ed Academy)
- Legacy Fund is finalizing the qualifications for the College Living Expense Stipends, Homeownership Down Payment Assistance, and College Scholarships Administration – all part of the next round of community benefit expenditures.