

File No. 191126

Committee Item No. A

Board Item No. _____

COMMITTEE/BOARD OF SUPERVISORS

AGENDA PACKET CONTENTS LIST

Committee: Budget & Finance Committee

Date November 18, 2019

Board of Supervisors Meeting

Date _____

Cmte Board

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| <input type="checkbox"/> | <input type="checkbox"/> | Motion |
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| <input type="checkbox"/> | <input type="checkbox"/> | Ordinance |
| <input type="checkbox"/> | <input type="checkbox"/> | Legislative Digest |
| <input type="checkbox"/> | <input type="checkbox"/> | Budget and Legislative Analyst Report |
| <input type="checkbox"/> | <input type="checkbox"/> | Youth Commission Report |
| <input type="checkbox"/> | <input type="checkbox"/> | Introduction Form |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> | Department/Agency Cover Letter and/or Report |
| <input type="checkbox"/> | <input type="checkbox"/> | MOU |
| <input type="checkbox"/> | <input type="checkbox"/> | Grant Information Form |
| <input type="checkbox"/> | <input type="checkbox"/> | Grant Budget |
| <input type="checkbox"/> | <input type="checkbox"/> | Subcontract Budget |
| <input type="checkbox"/> | <input type="checkbox"/> | Contract/Agreement |
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| <input type="checkbox"/> | <input type="checkbox"/> | Award Letter |
| <input type="checkbox"/> | <input type="checkbox"/> | Application |
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OTHER (Use back side if additional space is needed)

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|-------------------------------------|--------------------------|----------------------------|
| <input checked="" type="checkbox"/> | <input type="checkbox"/> | <u>Project Description</u> |
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Completed by: Linda Wong Date November 14, 2019

Completed by: Linda Wong Date _____

1 [Multifamily Housing Revenue Bonds - 2340 San Jose Avenue (Balboa Park Upper Yard) -
2 Not to Exceed \$80,000,000]

3 **Resolution declaring the intent of the City and County of San Francisco ("City") to**
4 **reimburse certain expenditures from proceeds of future bonded indebtedness in an**
5 **aggregate principal amount not to exceed \$80,000,000; authorizing the Director of the**
6 **Mayor's Office of Housing and Community Development ("Director") to submit an**
7 **application and related documents to the California Debt Limit Allocation Committee**
8 **("CDLAC") to permit the issuance of residential mortgage revenue bonds in an**
9 **aggregate principal amount not to exceed \$80,000,000 for 2340 San Jose Avenue;**
10 **authorizing and directing the Director to direct the Controller's Office to hold in trust an**
11 **amount not to exceed \$100,000 in accordance with CDLAC procedures; authorizing the**
12 **Director to certify to CDLAC that the City has on deposit the required amount;**
13 **authorizing the Director to pay an amount equal to such deposit to the State of**
14 **California if the City fails to issue the residential mortgage revenue bonds; authorizing**
15 **and directing the execution of any documents necessary to implement this Resolution;**
16 **and ratifying and approving any action heretofore taken in connection with the Project,**
17 **as defined herein, and the Application, as defined herein.**

18
19 WHEREAS, The Board of Supervisors of the City and County of San Francisco ("Board
20 of Supervisors"), after careful study and consideration, has determined that there is a
21 shortage of safe and sanitary housing within the City and County of San Francisco ("City"),
22 particularly for low and moderate income persons, and that it is in the best interest of the
23 residents of the City and in furtherance of the health, safety, and welfare of the public for the
24 City to assist in the financing of multi-family rental housing units; and
25

1 WHEREAS, Acting under and pursuant to the powers reserved to the City under
2 Sections 3, 5, and 7 of Article XI of the Constitution of the State of California and Sections
3 1.101 and 9.107 of the Charter of the City and County of San Francisco, the City has enacted
4 the City and County of San Francisco Residential Mortgage Revenue Bond Law ("City Law"),
5 constituting Article I of Chapter 43 of the San Francisco Administrative Code, in order to
6 establish a procedure for the authorization, issuance and sale of residential mortgage revenue
7 bonds by the City for the purpose of providing funds to encourage the availability of adequate
8 housing and home finance for persons and families of low or moderate income, and to
9 develop viable communities by providing decent housing, enhanced living environments, and
10 increased economic opportunities for persons and families of low or moderate income; and

11 WHEREAS, In addition, pursuant to Division 31 of the Health and Safety Code of the
12 State of California, and particularly Chapter 7 of Part 5 thereof ("State Law"), the City is
13 empowered to issue and sell bonds for the purpose of making mortgage loans or otherwise
14 providing funds to finance the development and/or rehabilitation of multi-family rental housing
15 including units for lower income households and very low income households; and

16 WHEREAS, Balboa Park Housing Partners L.P., a California limited partnership (or an
17 affiliate thereof or successor thereto) (the "Borrower") desires to construct or rehabilitate a
18 131-unit affordable residential rental housing development located at 2340 San Jose Avenue
19 ("Project"); and

20 WHEREAS, The Borrower has requested that the City assist in the financing of the
21 Project through the issuance of one or more series of tax-exempt mortgage revenue bonds
22 ("Bonds"); and

23 WHEREAS, The City expects that proceeds of the Bonds will be used to pay certain
24 costs incurred in connection with the Project prior to the date of issuance of the Bonds; and

25 WHEREAS, The City intends to issue the Bonds in an amount not to exceed

1 \$80,000,000 and to loan the proceeds of the Bonds to the Borrower ("Loan") to finance the
2 costs of the Project; and

3 WHEREAS, The Bonds will be limited obligations, payable solely from pledged
4 security, including Project revenues, and will not constitute a debt of the City; and

5 WHEREAS, The Board of Supervisors has determined that the moneys advanced and
6 to be advanced to pay certain expenditures of the Project are or will be available only for a
7 temporary period and it is necessary to reimburse such expenditures with respect to the
8 Project from the proceeds of the Bonds; and

9 WHEREAS, Section 1.150-2 of the United States Treasury Regulations requires that
10 the Board of Supervisors declare its reasonable official intent to reimburse prior expenditures
11 for the Project with proceeds of the Bonds; and

12 WHEREAS, The Project is located wholly within the City; and

13 WHEREAS, Section 146 of the Code limits the amount of tax-exempt private activity
14 bonds, which include qualified mortgage bonds, that may be issued in any calendar year by
15 entities within a state and authorizes the legislature of each state to provide the method of
16 allocating authority to issue tax-exempt private activity bonds within the respective state; and

17 WHEREAS, Chapter 11.8 of Division 1 of Title 2 of the Government Code of the State
18 of California governs the allocation in the State of California of the state ceiling established by
19 Section 146 of the Code among governmental units in the State having the authority to issue
20 tax-exempt private activity bonds; and

21 WHEREAS, Section 8869.85(b) of the Government Code requires that a local agency
22 file an application for a portion of the state ceiling with or upon the direction of the California
23 Debt Allocation Committee ("CDLAC") prior to the issuance of tax-exempt private activity
24 bonds, including qualified mortgage bonds; and

25 WHEREAS, CDLAC procedures require an applicant for a portion of the state ceiling to

1 certify to CDLAC that applicant has on deposit an amount equal to one-half of one percent
2 (0.5%) of the amount of allocation requested not to exceed \$100,000; now, therefore, be it

3 RESOLVED, By the Board of Supervisors of the City and County of San Francisco, as
4 follows:

5 Section 1. The Board of Supervisors finds and determines that the foregoing recitals
6 are true and correct.

7 Section 2. The Board of Supervisors adopts this Resolution for purposes of
8 establishing compliance with the requirements of Section 1.150-2 of the United States
9 Treasury Regulations. This Resolution does not bind the Board of Supervisors to issue the
10 Bonds, approve the Loan or to make any expenditure, incur any indebtedness or proceed with
11 the Project.

12 Section 3. The Board of Supervisors hereby declares its official intent under United
13 States Treasury Regulations Section 1.150-2 to use proceeds of the Bonds to reimburse
14 expenditures incurred in connection with the Project. The Board of Supervisors hereby further
15 declares its intent to use such proceeds to reimburse the Borrower for actual expenditures
16 made by the Borrower on the Project.

17 Section 4. On the date of the expenditure to be reimbursed, all reimbursable costs of
18 the Project will be of a type properly chargeable to a capital account under general federal
19 income tax principles.

20 Section 5. The maximum principal amount of debt expected to be issued for the Project
21 is \$80,000,000.

22 Section 6. This resolution is neither an approval of the underlying credit issues of the
23 proposed Project nor an approval of the financial structure of the Bonds.

24 Section 7. The Board of Supervisors hereby authorizes the Director of the Mayor's
25 Office of Housing and Community Development, including any acting or interim director, or

1 such person's designee ("Director"), on behalf of the City, to submit an application
2 ("Application"), and such other documents as may be required, to CDLAC pursuant to
3 Government Code Section 8869.85 for an allocation for the Project of a portion of the state
4 ceiling for private activity bonds in a principal amount not to exceed \$80,000,000.

5 Section 9. An amount equal to one-half of one percent (0.5%) of the amount of the
6 CDLAC allocation requested for the Project, not to exceed \$100,000 ("Deposit"), is hereby
7 authorized to be held on deposit in connection with the Application and the applicable CDLAC
8 procedures, and the Director is authorized to certify to CDLAC that such funds are available.

9 Section 10. If the City receives a CDLAC allocation for the Project and the Bonds are
10 not issued, the Mayor's Office of Housing and Community Development is hereby authorized
11 to cause an amount equal to the Deposit to be paid to the State of California, if and to the
12 extent required by CDLAC.

13 Section 11. The officers and employees of the City, including the Director, are hereby
14 authorized and directed, jointly and severally, to do any and all things necessary or advisable
15 to consummate the receipt of an allocation from CDLAC and otherwise effectuate the
16 purposes of this Resolution, consistent with the documents cited herein and this Resolution,
17 and all actions previously taken by such officers and employees with respect to the Project,
18 consistent with the documents cited herein and this Resolution, including but not limited to the
19 submission of the application to CDLAC, are hereby ratified and approved.

20 ///

21 ///

22 ///

23 ///

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25 ///

1 Section 12. This Resolution shall take effect from and after its adoption by the Board and
2 approval by the Mayor.

3
4 APPROVED AS TO FORM:
5 DENNIS J. HERRERA
6 City Attorney

7 By: 

8 KENNETH DAVID ROUX
9 Deputy City Attorney

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Project Description
Multifamily Securities Program
City and County of San Francisco

Balboa Park Upper Yard

Overview

The funds described in the “Financing Structure” section below will be used to finance the development of Balboa Park Upper Yard, a 131--unit affordable multifamily housing project to be located at 2340 San Jose Avenue, San Francisco 94112 in the City and County of San Francisco (the “Project”).

Upon completion, the Project will include approximately 174,618 square feet of gross floor area, comprised of 163,827 square feet of residential unit area and 10,971 square feet of non-residential area. Non-residential spaces will include a family resource center, an early childhood education center, and 3 other community benefit commercial spaces designed for retail uses.

Total project costs to construct the new building will be approximately \$117,396,138, or \$896,154 per dwelling unit.

The residential unit distribution, which will include 1 two-bedroom superintendent unit, is:

<u>Unit type</u>	<u>Number of units</u>
Studio	7
1-Bedroom	47
2-Bedroom	62
3-Bedroom	15

Sixty-seven percent of the residential units will serve households earning less than 50 percent of the San Francisco County Area Median Income (AMI), while the balance of units will serve households earning less than 80 percent of TCAC AMI.

Residents

No residents will be displaced as the site is currently a vacant lot. Thirty-nine units will be set aside for voluntary relocatees from the Sunnydale HOPE SF off site. These units will be subsidized by a 20-year HAP contract with the San Francisco Housing Authority.

Site Description and Scope of Work

Address: 2340 San Jose Avenue, San Francisco, California, 94112
Block/Lot: 6973/039

Property amenities will include:

- New 131-unit affordable building for families directly neighboring the Balboa Park Bay Area Rapid Transit (BART) Station.
- The ground floor will include:
 - a 3,994-square-foot licensed early childhood education center with an outdoor activity area,
 - approximately 3,897 square feet of ground floor retail, and
 - 2,900 square feet for the Family Wellness Community Resources Center

Development and Management Team

Project Sponsors: Mission Housing Development Corporation and Related Companies of California, LLC
General Contractor: Cahill Contractors
Architect of Record: Mithun Architects
Property Manager: Carnitas Management Corporation

Project Ownership Structure

Borrower Entity: Balboa Park Housing Partners, L.P.
Managing General Partner: Mission Housing Development Corporation

An investor limited partner will own a 99.99% interest in the borrower entity.

Financing Structure

The following sources of capital financing are expected to be utilized:

- tax-exempt bonds issued by the City;
- 4% low income housing tax credits (LIHTC);
- State of California Affordable Housing and Sustainable Communities Funds
- Deferred developer fee;
- a conventional first mortgage; and
- soft debt from the City.

The sale of LIHTC will generate equity financing for the Project. The amount of private activity tax-exempt bonds used during construction will be sized specifically to meet the 50% of aggregate basis test required for the LIHTC.

Schedule

Financing is anticipated to close between December 2020 and January 2021, with construction commencing within 30 days closing. All construction is scheduled to be completed by October 2022.

Member, Board of Supervisors
District 1



City and County of San Francisco

Leg Clerk
Leg Rep
Leg Clerk

SANDRA LEE FEWER

李麗嫦 市參事

DATE: November 13, 2019

TO: Angela Calvillo
Clerk of the Board of Supervisors

FROM: Supervisor Sandra Lee Fewer
Chairperson

RE: Budget and Finance Committee
COMMITTEE REPORT

RECEIVED
BOARD OF SUPERVISORS
SAN FRANCISCO
2019 NOV 13 PM 3:21
AK

Pursuant to Board Rule 4.20, as Chair of the Budget and Finance Committee, I have deemed the following matters are of an urgent nature and request they be considered by the full Board on Tuesday, November 19, 2019, as Committee Reports:

**191005 Initiative Ordinance - Business and Tax Regulations, Administrative Codes -
Excise Tax on Keeping Commercial Property Vacant**

Motion ordering submitted to the voters, at an election to be held on March 3, 2020; an Ordinance amending the Business and Tax Regulations Code and Administrative Code to impose an excise tax on persons keeping ground floor commercial space in neighborhood commercial districts or neighborhood commercial transit districts vacant, to fund assistance to small businesses; increasing the City's appropriations limit by the amount collected under the tax for four years from March 3, 2020; and affirming the Planning Department's determination under the California Environmental Quality Act.

**191112 Multifamily Housing Revenue Bonds - 711 Eddy Street - Not to Exceed
\$84,840,000**

Resolution authorizing the issuance and delivery of multifamily housing revenue bonds in an aggregate principal amount not to exceed \$84,840,000, in one or more series or subseries, for the purpose of providing financing for the acquisition and rehabilitation of a 202-unit multifamily rental housing project known as "Eastern Park Apartments;" approving the form of and authorizing the execution of an indenture of trust providing the terms and conditions of and the authorization for the issuance of such bonds; approving the form of, and authorizing the execution of, a financing agreement providing the terms and conditions of the loans from the City to the borrower; approving the form of and authorizing the execution of a regulatory agreement and declaration of restrictive covenants; approving the form of and authorizing the execution of a bond purchase agreement; approving the form of an Official Statement for such bonds and authorizing the distribution thereof; authorizing the collection of certain fees; approving modifications, changes and additions to the documents; ratifying and approving any action heretofore taken in connection with the loans, the bonds and the Project; granting general

authority to City officials to take actions necessary to implement this Resolution, subject to the terms of this Resolution; and related matters, as defined herein.

191127 Multifamily Housing Revenue Bonds - 4840 Mission Street - Not to Exceed \$75,000,000

Resolution declaring the intent of the City and County of San Francisco ("City") to reimburse certain expenditures from proceeds of future bonded indebtedness in an aggregate principal amount not to exceed \$75,000,000; authorizing the Director of the Mayor's Office of Housing and Community Development ("Director") to submit an application and related documents to the California Debt Limit Allocation Committee ("CDLAC") to permit the issuance of residential mortgage revenue bonds in an aggregate principal amount not to exceed \$75,000,000 for 4840 Mission Street; authorizing and directing the Director to direct the Controller's Office to hold in trust an amount not to exceed \$100,000 in accordance with CDLAC procedures; authorizing the Director to certify to CDLAC that the City has on deposit the required amount; authorizing the Director to pay an amount equal to such deposit to the State of California if the City fails to issue the residential mortgage revenue bonds; authorizing and directing the execution of any documents necessary to implement this Resolution; and ratifying and approving any action heretofore taken in connection with the Project, as defined herein, and the Application, as defined herein.

191126 Multifamily Housing Revenue Bonds - 2340 San Jose Avenue (Balboa Park Upper Yard) - Not to Exceed \$80,000,000

Resolution declaring the intent of the City and County of San Francisco ("City") to reimburse certain expenditures from proceeds of future bonded indebtedness in an aggregate principal amount not to exceed \$80,000,000; authorizing the Director of the Mayor's Office of Housing and Community Development ("Director") to submit an application and related documents to the California Debt Limit Allocation Committee ("CDLAC") to permit the issuance of residential mortgage revenue bonds in an aggregate principal amount not to exceed \$80,000,000 for 2340 San Jose Avenue; authorizing and directing the Director to direct the Controller's Office to hold in trust an amount not to exceed \$100,000 in accordance with CDLAC procedures; authorizing the Director to certify to CDLAC that the City has on deposit the required amount; authorizing the Director to pay an amount equal to such deposit to the State of California if the City fails to issue the residential mortgage revenue bonds; authorizing and directing the execution of any documents necessary to implement this Resolution; and ratifying and approving any action heretofore taken in connection with the Project, as defined herein, and the Application, as defined herein.

191129 Multifamily Housing Revenue Bonds - 681 Florida Street - Not to Exceed \$55,972,500

Resolution declaring the intent of the City and County of San Francisco ("City") to reimburse certain expenditures from proceeds of future bonded indebtedness; authorizing the Director of the Mayor's Office of Housing and Community Development ("Director") to submit an application and related documents to the California Debt Limit Allocation Committee ("CDLAC") to permit the issuance of residential mortgage revenue bonds pursuant to a plan of financing in an aggregate principal amount not to exceed \$55,972,500 for 681 Florida Street; authorizing and directing the Director to direct the Controller's Office to hold in trust an amount not to exceed \$100,000 in accordance with CDLAC procedures; authorizing the Director to certify to CDLAC that the City has on deposit the required amount; authorizing the Director to pay an amount equal to such deposit to the State of California if the City fails to issue the residential mortgage revenue

bonds; approving, for purposes of the Internal Revenue Code of 1986, as amended, the issuance and sale of residential mortgage revenue bonds by the City in an aggregate principal amount not to exceed \$55,972,500; authorizing and directing the execution of any documents necessary to implement this Resolution; and ratifying and approving any action heretofore taken in connection with the Project, as defined herein, and the Application, as defined herein.

191128 Multifamily Housing Revenue Bonds - 190 Coleridge Street (Coleridge Park Homes) - Not to Exceed \$20,655,000

Resolution declaring the intent of the City and County of San Francisco ("City") to reimburse certain expenditures from proceeds of future bonded indebtedness in an aggregate principal amount not to exceed \$20,655,000; authorizing the Director of the Mayor's Office of Housing and Community Development ("Director") to submit an application and related documents to the California Debt Limit Allocation Committee ("CDLAC") to permit the issuance of residential mortgage revenue bonds in an aggregate principal amount not to exceed \$20,655,000 for 190 Coleridge Street (Coleridge Park Homes); authorizing and directing the Director to direct the Controller's Office to hold in trust an amount not to exceed \$100,000 in accordance with CDLAC procedures; authorizing the Director to certify to CDLAC that the City has on deposit the required amount; authorizing the Director to pay an amount equal to such deposit to the State of California if the City fails to issue the residential mortgage revenue bonds; authorizing and directing the execution of any documents necessary to implement this Resolution; and ratifying and approving any action heretofore taken in connection with the Project, as defined herein, and the Application, as defined herein.

These matters will be heard in the Budget and Finance Committee on Monday, November 18th at 12pm.



SLC

TO: Angela Calvillo, Clerk of the Board of Supervisors
FROM: Sophia Kittler
RE: Multifamily Housing Revenue Bonds – 2340 San Jose Avenue (Balboa
Park Upper Yard) - Not to Exceed \$80,000,000
DATE: Tuesday, November 5, 2019

Resolution declaring the intent of the City and County of San Francisco ("City") to reimburse certain expenditures from proceeds of future bonded indebtedness in an aggregate principal amount not to exceed \$80,000,000; authorizing the Director of the Mayor's Office of Housing and Community Development ("Director") to submit an application and related documents to the California Debt Limit Allocation Committee ("CDLAC") to permit the issuance of residential mortgage revenue bonds in an aggregate principal amount not to exceed \$80,000,000 for 2340 San Jose Avenue (San Francisco, California 94112); authorizing and directing the Director to direct the Controller's Office to hold in trust an amount not to exceed \$100,000 in accordance with CDLAC procedures; authorizing the Director to certify to CDLAC that the City has on deposit the required amount; authorizing the Director to pay an amount equal to such deposit to the State of California if the City fails to issue the residential mortgage revenue bonds; authorizing and directing the execution of any documents necessary to implement this Resolution; and ratifying and approving any action heretofore taken in connection with the Project, as defined herein, and the Application, as defined herein.

Please note that Supervisor Safai is a co-sponsor of this legislation.

Should you have any questions, please contact Sophia Kittler at 415-554-6153.

RECEIVED
BOARD OF SUPERVISORS
SAN FRANCISCO
2019 NOV -5 PM 3:37
SLC

**San Francisco Ethics Commission**

25 Van Ness Avenue, Suite 220, San Francisco, CA 94102

Phone: 415.252.3100 . Fax: 415.252.3112

ethics.commission@sfgov.org . www.sfethics.org

Received On:

File #:

191126

Bid/RFP #:

Notification of Contract Approval

SFEC Form 126(f)4

(S.F. Campaign and Governmental Conduct Code § 1.126(f)4)

A Public Document

Each City elective officer who approves a contract that has a total anticipated or actual value of \$100,000 or more must file this form with the Ethics Commission within five business days of approval by: (a) the City elective officer, (b) any board on which the City elective officer serves, or (c) the board of any state agency on which an appointee of the City elective officer serves. For more information, see: <https://sfethics.org/compliance/city-officers/contract-approval-city-officers>

1. FILING INFORMATION

TYPE OF FILING	DATE OF ORIGINAL FILING (for amendment only)
Original	
AMENDMENT DESCRIPTION – Explain reason for amendment	

2. CITY ELECTIVE OFFICE OR BOARD

OFFICE OR BOARD	NAME OF CITY ELECTIVE OFFICER
Board of Supervisors	Member

3. FILER'S CONTACT

NAME OF FILER'S CONTACT	TELEPHONE NUMBER
Angela Calvillo	415-554-5184
FULL DEPARTMENT NAME	EMAIL
Office of the Clerk of the Board	Board.of.Supervisors@sfgov.org

4. CONTRACTING DEPARTMENT CONTACT

NAME OF DEPARTMENTAL CONTACT	DEPARTMENT CONTACT TELEPHONE NUMBER
Sara Amaral	415-701-5614
FULL DEPARTMENT NAME	DEPARTMENT CONTACT EMAIL
MYR Mayor's Office of Housing and Community	sara.amaral@sfgov.org

5. CONTRACTOR	
NAME OF CONTRACTOR Balboa Park Housing Partners, LP	TELEPHONE NUMBER 415-653-3172
STREET ADDRESS (including City, State and Zip Code) 44 Montgomery Street, #1300, San Francisco CA 94104	EMAIL ASchorfhaar@related.com

6. CONTRACT		
DATE CONTRACT WAS APPROVED BY THE CITY ELECTIVE OFFICER(S)	ORIGINAL BID/RFP NUMBER	FILE NUMBER (If applicable) 191126
DESCRIPTION OF AMOUNT OF CONTRACT \$80,000,000 Bond		
NATURE OF THE CONTRACT (Please describe) Bond inducement for \$80,000,000 in order to construct a 130-unit affordable housing development on City land, adjacent to the Balboa Park BART Station		

7. COMMENTS
Balboa Park Housing Partners, Limited Partnership is made up of Related/Balboa Park Development Co., LLC, and Colosimo Apartments, Inc.

8. CONTRACT APPROVAL	
This contract was approved by:	
<input type="checkbox"/>	THE CITY ELECTIVE OFFICER(S) IDENTIFIED ON THIS FORM
<input checked="" type="checkbox"/>	A BOARD ON WHICH THE CITY ELECTIVE OFFICER(S) SERVES Board of Supervisors
<input type="checkbox"/>	THE BOARD OF A STATE AGENCY ON WHICH AN APPOINTEE OF THE CITY ELECTIVE OFFICER(S) IDENTIFIED ON THIS FORM SITS

9. AFFILIATES AND SUBCONTRACTORS

List the names of (A) members of the contractor's board of directors; (B) the contractor's principal officers, including chief executive officer, chief financial officer, chief operating officer, or other persons with similar titles; (C) any individual or entity who has an ownership interest of 10 percent or more in the contractor; and (D) any subcontractor listed in the bid or contract.

#	LAST NAME/ENTITY/SUBCONTRACTOR	FIRST NAME	TYPE
1	Moss	Sam	CEO
2	Bautista-Ong	Marizza	CFO
3	Contreras	Marica	COO
4	Cardone	Frank	other Principal officer
5	Silverberg	Anne	other Principal officer
6	Witte	William	other Principal officer
7	Arce	Josh	Board of Directors
8	Gonzales	Irving	Board of Directors
9	Gomez-Benitez	F.	Board of Directors
10	Ahn	Eddie	Board of Directors
11	Layman	John	Board of Directors
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9. AFFILIATES AND SUBCONTRACTORS

List the names of (A) members of the contractor's board of directors; (B) the contractor's principal officers, including chief executive officer, chief financial officer, chief operating officer, or other persons with similar titles; (C) any individual or entity who has an ownership interest of 10 percent or more in the contractor; and (D) any subcontractor listed in the bid or contract.

#	LAST NAME/ENTITY/SUBCONTRACTOR	FIRST NAME	TYPE
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9. AFFILIATES AND SUBCONTRACTORS

List the names of (A) members of the contractor's board of directors; (B) the contractor's principal officers, including chief executive officer, chief financial officer, chief operating officer, or other persons with similar titles; (C) any individual or entity who has an ownership interest of 10 percent or more in the contractor; and (D) any subcontractor listed in the bid or contract.

#	LAST NAME/ENTITY/SUBCONTRACTOR	FIRST NAME	TYPE
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☐ Check this box if you need to include additional names. Please submit a separate form with complete information. Select "Supplemental" for filing type.

10. VERIFICATION

I have used all reasonable diligence in preparing this statement. I have reviewed this statement and to the best of my knowledge the information I have provided here is true and complete.

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

SIGNATURE OF CITY ELECTIVE OFFICER OR BOARD SECRETARY OR CLERK

DATE SIGNED

BOS Clerk of the Board