

## Community Benefits Comparison Matrix

TYPE OF BENEFIT	SHIPYARD PHASE I <u>COMMUNITY BENEFITS PACKAGE (CBP1)</u>	COMBINED PROJECT <u>CORE COMMUNITY BENEFITS AGREEMENT (CCBA)</u>	CANDLESTICK POINT & HUNTERS POINT SHIPYARD PHASE 2 (1.13.10 DRAFT) <u>COMMUNITY BENEFITS PACKAGE (CBP2)</u>
<b>SUMMARY</b>	<p><b>Adopted:</b> December 2003, as amended (DDA)</p> <p><b>Between:</b> SFRA &amp; Lennar</p> <p><b>Current Status and Progress Report</b>            The initial estimate for the community fund was \$30 million. That amount is now estimated to be zero. SFRDA is currently negotiating with Lennar to buy out the community interest in land sales proceeds for \$1 Million. Lennar to provide quarterly status reports on community benefits.</p> <p><b>What are avenues for input in the process?</b>            The CAC is the oversight body for the Phase I Shipyard community benefits. Currently, SFRA has hired a design team that is working with the community on recommendations about how to develop the 1.2 acres of the Community Facilities Parcels. The CAC and SFRA are creating a nonprofit organization, the Shipyard Legacy Fund, that will be recruiting community members to serve on its board of directors</p> <p><b>Acreage and value</b></p> <ul style="list-style-type: none"> <li>• Acreage: 63 acres (Most of Parcel A, which totals 88 acres)</li> </ul>	<p><b>Adopted:</b> May 30, 2008</p> <p><b>Between:</b> Lennar &amp; Alliance for District 10 (AD10 = SFOP, ACORN and SF Labor Council)</p> <p><b>Current Status and Progress Report</b></p> <ul style="list-style-type: none"> <li>• Lennar has made first payment of \$500,000 into the workforce development fund</li> <li>• Parties forming the Implementation Committee composed of representatives of AD10, the PAC, the CAC, Lennar, and other mutually agreed upon community representatives. Parties are deciding on rules for the Implementation Committee, which will decide how funds are used</li> </ul> <p><b>What are avenues for input in the process?</b>            The Implementation Committee may conduct some public input process on how to use the money in the two funds created through the CCBA: a housing fund and a workforce development fund.</p> <p><b>Acreage and value</b></p> <ul style="list-style-type: none"> <li>• Acreage: 702 acres (Community First Housing Fund can be used throughout District 10)</li> <li>• \$35.8 million (est.), not including money for the Implementation Committee</li> </ul>	<p><b>Proposed:</b> Draft released to CAC Joint Subcommittees January 14, 2010, not yet adopted.</p> <p><b>Between:</b> SFRA &amp; Lennar</p> <p><b>Current Status and Progress Report</b>            The Candlestick Point &amp; Hunters Point Shipyard Phase 2 Community Benefits Package has not been finalized, but a draft was released to the CAC Joint Subcommittees.</p> <p><b>What are avenues for input in the process?</b></p> <ul style="list-style-type: none"> <li>• SFRA staff and Lennar</li> <li>• PAC and CAC</li> <li>• Planning Commission</li> <li>• SFRA Commission</li> <li>• Board of Supervisors</li> </ul> <p><b>Acreage and value</b></p> <ul style="list-style-type: none"> <li>• Acreage: 702 acres (Parcels B through E + Candlestick Point)</li> <li>• \$56.6 million, not counting the possible \$8.9 million match to the Workforce Development Fund by the City, and the contributions to the Community Benefits Fund from 0.5% of the sale price of market rate housing and 50% of net Project revenues after threshold rate of return</li> </ul>

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<b>HOUSING</b>			
<b>Affordable Housing</b>	<ol style="list-style-type: none"> <li>1. Provide 32-44% affordable housing (Agency responsible for rental/Lennar for for-sale)</li> <li>2. First-time homebuyers financing programs</li> <li>3. Down-payment Assistance</li> </ol>	<ol style="list-style-type: none"> <li>1. 32% of housing units built within the project are affordable, at a range of income levels;</li> <li>2. <b>Community First Housing Fund:</b> \$27.3 million in housing assistance funds targeted to District 10 residents, including down-payment assistance enabling additional units to be sold below market rates (\$27.3 million is proportionally tied to # of units built – \$5.46 million upon final DDA approval, and \$3.12 million annually for 7 years)</li> <li>3. Rebuilding of Alice Griffith during first stages of project housing construction</li> <li>4. Family size housing</li> <li>5. Prior to receiving Project Entitlements, Lennar must work with Lead Organizations, the City, the CAC, the PAC and the Agency to identify sites, funding, and developers to construct a portion of the Affordable Housing Units as Senior and Disabled Housing</li> </ol>	<ol style="list-style-type: none"> <li>1. <b>Community First Housing Fund</b> (\$28 .7 million, est.) (Covered by 2.2.1 in CCBA) – Section 4.0           <ul style="list-style-type: none"> <li>• Assist qualifying residents in the purchase of Housing Units in District 10, including those specifically designed for senior citizens</li> </ul> </li> </ol>
<b>JOBS, WORKFORCE DEVELOPMENT, SMALL BUSINESS</b>			
<b>Jobs and Local Hiring</b>	<ol style="list-style-type: none"> <li>1. CAC Local Hiring standard</li> </ol>	<ol style="list-style-type: none"> <li>1. All project employers participate in a state-of-the-art local hiring program;</li> <li>2. Union Card Check (majority sign up) in key industries within the project</li> <li>3. Living Wage (effective upon final DDA approval)</li> </ol>	

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<b>Workforce Development</b>	<p><b>1. Job Training and Employee Assistance Program</b>            Lennar is required to design local job training and employee assistance programs, to be funded by a <b>Job Training Fund</b> - \$225,000 initially at close of escrow, additional \$225K annually until “substantial completion of infrastructure.” Fund allocated through RFP process.</p>	<p><b>1. BVHP Workforce Development Fund</b> (\$8.5 million)            Developer to provide at least \$8.5 million in job training funds targeted to District 10 residents to be matched by the City of San Francisco</p> <ul style="list-style-type: none"> <li>• \$500K deposited; \$1.5 million due upon final approval of DDA, and \$1.08 million annually for six years.)</li> </ul>	<p><b>1. BVHP Workforce Development Fund</b> (\$8.9 million) - Section 7.01. Provide \$8.9 million in job training funds targeted to District 10 residents to be matched, if possible, by the City, bringing total commitment to at least \$17.8 million. (Covered by 3.1 in CCBA).</p>
<b>Small Business Development &amp; Opportunities</b>	<p><b>1. Community Builders</b></p> <ul style="list-style-type: none"> <li>• Program to enable BVHP Area Builders to build up to 30% of Phase I lots either independently or as a joint venture partner with Lennar.</li> </ul> <p><b>2. Construction Assistance</b></p> <ul style="list-style-type: none"> <li>• Owners Consolidated Insurance Program: allows qualified contractors to share Lennar’s insurance</li> <li>• Trucking Program: to reach construction industries not covered by CBP</li> <li>• Technical Assistance Program: to provide contractor liaison, development phase workshops, general construction industry community benefits workshops</li> <li>• Financial Assistance Program</li> <li>• MBE/WBE Mentorship Program</li> </ul> <p><b>3. Local Community Priority Leasing Program</b></p> <ul style="list-style-type: none"> <li>• Leasing plan with equitable distribution of BVHP Area Business leases throughout retail space (vertical developers to deliver priority leasing</li> </ul>		<p><b>1. Community Builders</b> (covered by Phase 1 CBP):</p> <ul style="list-style-type: none"> <li>• 500 units made available for development by or with the assistance of developers or builders locating in the BVHP Area or owned by BVHP Area residents – Section 5.01.a</li> <li>• Agency may provide a <b>Protégé program</b>, which would pair Community Builders with experienced developers and real estate professionals – Section 5.01.b</li> </ul> <p><b>2. Construction Assistance Program (\$2.5 million)</b> with \$250,000 per ye beginning at the start of construction (covered by Phase 1 CBP) – Section 5.02.a including:</p> <ul style="list-style-type: none"> <li>• <b>Technical Assistance</b> – Contractor assistant to assist contractors seeking contracts, provide assistance with respect to the bidding process and access the public benefits available to contractors – Section 5.02.c</li> <li>• <b>Contractor Workshops</b> – Lennar, Agency and City will together conduct workshops about the construction industry – Section 5.02.d</li> </ul>

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	<p>plan within 90 days of any retail development)</p> <p><b>4. Small Business Assistance</b></p> <ul style="list-style-type: none"> <li>• Create BVHP Small Businesses database</li> <li>• Use best efforts to purchase 20% from BVHP - SBs; require consultants/contractors to meet 20% goal</li> <li>• Host quarterly BVHP-SB networking workshop</li> <li>• Survey BVHP-SB quarterly for supply/service needs</li> </ul>		<ul style="list-style-type: none"> <li>• Trucking Program – to assist truckers in the BVHP Area to secure Project contracts – Section 5.02.e</li> </ul> <p><b>3. Insurance and Credit Support (\$1 million)</b> to assist contractors from the BVHP Area in obtaining insurance and credit support/ Beginning 60 days after each of the first 4 Major Phase Approvals – Section 5.02.b</p> <p><b>4. Community Real Estate Brokers Program</b> – Provide brokers and salespersons with offices in BVHP Area with first opportunity to preview and show units, invitations to marketing events, marketing materials and recognition and participation opportunities at homebuyer workshops – Section 5.03</p> <p><b>5. Agency will involve Community Partners</b> in the development of not less than 300 Agency Affordable Units – Section 5.01.c</p>
<b>COMMUNITY LAND, FUNDS, AND CULTURAL RESOURCES</b>			
<b>Community Parcels</b>	<p><b>1.</b> Six acres of land for community use</p> <ul style="list-style-type: none"> <li>• 1.2 acres in Phase I</li> <li>• At least 4.8 in Phase II</li> </ul>		<p><b>1.</b> At least <b>4.8 acres</b> of <b>Community Facilities Lots</b>. Use to be determined by Agency in consultation with Lennar, City, PAC and CAC - Section 3.0</p> <ul style="list-style-type: none"> <li>• Dedicated Land for an <b>Shipyard Artists Studios</b> to be renovated by the Agency – Section 3.c.i.1</li> <li>• Dedicated land for an <b>Arts Center</b>. Lennar, Agency and artists in consultation with PAC and CAC <b>(15,000 to 30,000 sq. ft.)</b> – Section 3.c.i.2</li> </ul>
<b>Community Funds</b>	<p><b>1.</b> Quasi-Public Entity (QPE) that will receive <b>60% of</b></p>		<p><b>1.</b> Agency will establish a <b>Community Benefits Fund</b></p>

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	<p>the net proceeds from the sale of the parcels on the Shipyard after the horizontal development is completed.</p>		<p>which will be reinvested in the Project Site and the BVHIP Area to benefit low- and moderate-income families; eliminate blight; and/or meet other community development needs – Section 6.0.          Deposited in the Fund will be:</p> <ul style="list-style-type: none"> <li>• 0.5% of the sale price of the initial sale of each Market Rate Housing Unit will be added to the Fund – Section 6.01 (<b>\$26 million estimate, over the life of the project</b> - based on current estimate of home values for the project) (covered by Phase CBP)</li> <li>• After Lennar has received the threshold rate of return, 50% of the net Project revenues will be deposited into the Fund – Section 6.02</li> </ul>
<p><b>Implementation Organization</b></p>	<p>1. Creation of Quasi Public Entity (QPE) to oversee Shipyard Legacy Fund</p>	<p>1. 7-member Implementation Committee with fiscal management by San Francisco Foundation (Lennar to provide \$75K annually for operations)</p>	
<p><b>Community Facilities</b></p>	<p>1. <b>International African Marketplace</b>            2. <b>Business Incubator</b></p> <ul style="list-style-type: none"> <li>• Development of business incubator on retail lot.</li> </ul>		<p>1. The Developer will provide 7.5% of the aggregate retail space for <b>Community Facilities Space</b> for the following uses – Section 3.0:</p> <ul style="list-style-type: none"> <li>• <b>International African Marketplace</b>, an African-themed, festive setting for the display and sale of arts, crafts, sculptures, fabrics and clothing, and books (covered by Phase 1 CBP) – Section 3.a.i.1</li> <li>• Space for <b>Library Services</b>, such as a library reading room and automated book pick-up and</li> </ul>

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			<p>drop-off kiosks - Section 3.a.i.2</p> <ol style="list-style-type: none"> <li>2. <b>Emerging Business Incubator</b> for emerging businesses and technologies (<b>260,000 gross sq. ft.</b>). Agency and City in consultation with PAC and CAC (covered by Phase 1 CBP) - Section 3.c.iii</li> <li>3. Developer will complete infrastructure on <b>Fire Station Lot (0.5 acre)</b> - Section 3.c.iv</li> <li>4. Agency will <b>maintain the Community Facilities</b> under its control as long as there is available tax increment to do so – Section 8.06</li> <li>5. Developer will construct approximately <b>336 acres</b> of passive and active <b>public open spaces</b>, portions of which will be used for - Section 3.c.ii:             <ul style="list-style-type: none"> <li>• A <b>venue for musical performances</b></li> <li>• An outdoor venue for an <b>African-themed marketplace</b> and marketplace for <b>farmer and antique markets</b></li> <li>• Park maintenance facilities</li> </ul> </li> </ol>
Cultural/Historical	<ol style="list-style-type: none"> <li>1. <b>Cultural/Historical Recognition Program</b> to recognize cultural and historical context of HPSY, integrate cultural features throughout HPSY and promote public art by local artists</li> </ol>		<ol style="list-style-type: none"> <li>1. Integrate opportunities for the <b>display of art</b> on the Project Site - Section 3.c.i.3</li> </ol>
<b>YOUTH DEVELOPMENT AND EDUCATION</b>			
Youth Development & Education			<ol style="list-style-type: none"> <li>1. <b>Education Improvement Fund</b> to support education enhancements within the BVHP area to be determined through a community-based process. Obligation begins 6 months after DDA is executed,</li> </ol>

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			with period payments thereafter ( <b>\$10 million</b> ) – Section 1.02 <b>2. Scholarship Fund</b> to assist youth and adults in the BVHP area with the cost of tuition, educational materials and an <b>Educational Travel Scholarship</b> . Obligation begins 6 months after DDA is executed, with period payments thereafter ( <b>\$3.5 million</b> ) – Section 1.01 •
<b>HEALTH AND ENVIRONMENT</b>			
Health Care			<b>1. Pediatric Wellness Center</b> focused on the health and well being of children, youth and their families, which may include the Southeast Health Center. Obligation begins 6 months after DDA is executed, with period payments thereafter ( <b>\$2.0 million</b> ) – Section 2.0
Environmental			
<b>TRANSPORTATION</b>			
Transportation			