

TRANSMITTAL

To: **THE COUNCIL**

Date: **04/20/21**

From: **THE MAYOR**

TRANSMITTED FOR YOUR CONSIDERATION. PLEASE SEE ATTACHED.

A handwritten signature in blue ink, appearing to be 'Eric Garcetti', is written over the printed name.

(Ana Guerrero) for

ERIC GARCETTI
Mayor



Eric Garcetti, Mayor
Ann Sewill, General Manager

Housing Development Bureau
1200 West 7th Street, Los Angeles, CA 90017
tel 213.808.8638 | fax 213.808.8610
hcidla.lacity.org

April 15, 2021

Council File: 16-0600-S145
Council District: 10
Contact Persons: Eve Bachrach (213) 928-9055
Rick Tonthat (213) 808-8904

Honorable Eric Garcetti
Mayor, City of Los Angeles
Room 303, City Hall
200 North Spring Street
Los Angeles, CA 90012

Attention: Heleen Ramirez, Legislative Coordinator

**COUNCIL TRANSMITTAL: REQUEST FOR APPROVAL OF RECOMMENDATIONS
RELATIVE TO DISPOSITION OF THE CITY-OWNED PROPERTIES LOCATED AT 4600
WEST WASHINGTON BOULEVARD AND 4601 WEST WASHINGTON BOULEVARD FOR
THE DEVELOPMENT OF AFFORDABLE AND SUPPORTIVE HOUSING**

SUMMARY

The General Manager of the Los Angeles Housing + Community Investment Department (HCIDLA) respectfully requests that your office review and approve this transmittal and forward it to the City Council for further consideration. Through this transmittal, HCIDLA seeks approval, and requests authority to take recommended actions related to the disposition and development of property owned by the City of Los Angeles, with the purpose of maximizing the use of public land for the development of supportive housing.

HCIDLA received approval from the City Council and the Mayor to negotiate and execute a Disposition and Development Agreement (DDA) with Western Community Housing Corporation and Meta Housing Corporation, to build affordable housing on the City-owned property located at 4600 West Washington Boulevard and 4601 West Washington Boulevard. (C.F. No. 16-0600-S145). To assist HCIDLA in developing this affordable housing, HCIDLA is requesting City Council approval of actions recommended in this transmittal.

RECOMMENDATIONS

- I. That the Mayor review this transmittal and forward it to City Council for action;
- II. That the City Council, subject to the approval of the Mayor:
 - A. INSTRUCT the City Attorney to prepare all necessary documents, such as an implementation agreement to the Disposition and Development Agreement, for the development of affordable and supportive housing City-owned property located at 4600 West Washington Boulevard and 4601

West Washington Boulevard, to reflect the revised project terms in the Revised Key Terms and Conditions (Attachment A); and,

- B. AUTHORIZE the General Manager of HCIDLA, or designee, to negotiate and execute all ancillary documents required for the development of affordable and supportive housing at 4600 West Washington Boulevard and 4601 West Washington Boulevard, per the terms of the ground lease.

BACKGROUND

In response to the City's affordable housing crisis, and to meet the City's objective of creating new affordable housing, HCIDLA created a Public Land Development Program with the goal of developing publicly-owned land into affordable housing. This program oversees the disposition of properties transferred to HCIDLA from the former Community Redevelopment Agency of Los Angeles, the Los Angeles Department of Transportation (LADOT), as well as surplus land identified by the Office of the City Administrative Officer (CAO) as part of the Affordable Housing Opportunity Sites (AHOS) program, and leverages such properties for the creation of affordable or supportive housing across the City.

The properties at 4600 and 4601 West Washington are former Los Angeles Department of Transportation (LADOT) parking lots that were used exclusively by the patrons and employees of the Nate Holden Performing Arts Center, operated by the Department of Cultural Affairs (DCA) and located at 4718 West Washington Boulevard.

Proposed Supportive Housing Development - Washington Arts Collective (WAC)

Original Project Terms

On July 5, 2016, the City Council instructed the Department of General Services, with the assistance and cooperation of the Los Angeles Department of Transportation (LADOT) and HCIDLA, to develop an economic development plan for LADOT Lots 750 and 751 (C.F. No. 16-0739). The City Council and Mayor recommended the development of affordable housing on these parking lots.

On March 20, 2017, HCIDLA issued a Request for Proposal (RFP) to solicit bids for the development of affordable housing at 4600 West Washington Boulevard and 4601 West Washington Boulevard. As part of the RFP, proposers were asked to include in their plans full replacement parking for the nearby Nate Holden Performing Arts Center, a total of 81 parking spaces, so that the theatre may fulfill its 102 parking space requirement in order to operate per the terms of Department of Building and Safety (LADBS) Case No. ZA 98-0255(CUB). After a competitive RFP process, Western Community Housing and Meta Housing Corporation were selected to develop the site. On October 17, 2017, the selection was approved by the Mayor and City Council (C.F. No. 12-0049-S10).

LADOT subsequently concluded that the underutilized lots do not require replacement public parking, and that their involvement in the development process was not necessary. On March 1, 2019, the City Council and Mayor authorized LADOT to transfer jurisdiction of the parking lots to HCIDLA (C.F. No. 12-0049-S5). The Notices of Transfer of Jurisdiction and Control were recorded on July 10, 2019.

On March 20, 2019, the City Council authorized HCIDLA to negotiate and execute a DDA based on negotiated Key Terms and Conditions (C. F. No. 16-0600-S145). A DDA was executed on August 16, 2019 (City Contract No. C-133747). The original project terms included a total of 90 parking spaces, of which 46 were subterranean.

Revised Project Terms

The developer, Meta Housing Corporation, entered Escrow to acquire 1915 South Vineyard Avenue, which is adjacent to the 4600 Washington site. Meta plans to convert this site into a 26-space surface-level parking lot, to be fenced off and closed, except during events for the Nate Holden Performing Arts Center. These surface level parking spaces will replace the planned subterranean parking, and is expected to reduce the total development costs by over \$1 million.

The addition of 1915 South Vineyard to the project site will alter the original terms of the DDA. The unit mix and affordability levels have also changed since the DDA was executed, in response to funding availability and an opportunity to reduce development costs by acquiring an adjacent parcel. HCIDLA is seeking authority to amend the DDA via an Implementation Agreement. The primary changes to the DDA are:

1. The project site now includes a developer-owned parcel at 1915 South Vineyard Avenue. The alley that runs between 1915 South Vineyard and 4600 Washington will also be included in the project to facilitate the construction of all the required replacement parking. An alley vacation is currently underway, and the portion of the alley that reverts to the City when the vacation is complete will be included in the project site contemplated by the DDA.
2. A change in unit mix and affordability has been proposed. As the project was refined, the developer found they were able to accommodate more two- and three-bedroom units, and reduced the number of one-bedroom units accordingly. Additionally, the developer believes the project would have a better chance securing tax credits if more of the units were set aside for supportive housing.
3. A reduction parking by nine spaces, totaling 81 spaces (down from 90 spaces). This reduction still satisfies the parking requirements of the Nate Holden Performing Arts Center, and no additional residential parking is required per the Transit Oriented Community (TOC) Incentive Program.

In addition, HCIDLA has received approval to revise the Key Terms and Conditions for all projects in the Land Development pipeline (C.F. No. 21-0078). These revised key terms include the reduction of the base ground rent to \$1 per year and the removal of residual receipts rent. A fully revised and executed Key Terms and Conditions document can be found in Attachment A.

Land Disposition

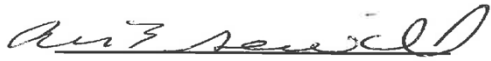
In accordance with the Housing Development Land Conveyance Policy approved by the City Council on November 8, 2017 (C.F. No. 17-0862), and per the agreed-upon terms and conditions, HCIDLA plans to ground lease its parcels, 4600 West Washington Boulevard and 4601 West Washington Boulevard, to Western Community Housing Corporation and Meta Housing Corporation or the related to-be-formed Limited Partnership. It is HCIDLA's general policy, that, where feasible, HCIDLA will execute long-term ground leases for the development of affordable housing projects on publicly-owned land.

HCIDLA therefore requests that the City Council instruct the City Attorney to prepare all ancillary documents required to develop affordable and supportive housing at 4600 West Washington Boulevard and 4601 West Washington Boulevard. Furthermore, HCIDLA requests that the City Council authorize the General Manager of HCIDLA, or designee, to negotiate and execute all other ancillary documents required for the development of affordable and supportive housing, per the terms of the ground lease.

FISCAL IMPACT

There is no fiscal impact to the General Fund.

Approved By:

A handwritten signature in black ink, appearing to read "Ann Sewill".

ANN SEWILL
General Manager
Housing+Community Investment Department

ATTACHMENT:

Amended Key Terms and Conditions

**4600-4615 W. Washington Boulevard
Disposition and Development Agreement
Key Terms and Conditions – Amended March 24, 2021**

1. Parties to the Agreement:

The Disposition and Development Agreement (“DDA”) for the Washington Arts Collective project shall be entered by and between the City of Los Angeles, a municipal corporation (“City”), and WAC LP, a California limited partnership (“Lessee”). The Developer will also be Meta and WCH. The City will be acting by and through the Los Angeles Housing and Community Investment Department (“HCIDLA”).

2. City Site Description:

The following parcels of land are currently owned by HCIDLA:

	Address	APN	Parcel Size (SF)	Legal Description
City Parcel 1	4600 W. Washington Blvd	5061-014-900	11,707	Attachment A
City Parcel 2	4615 W. Washington Blvd	5071-025-901	7,085	Attachment A
City Parcel 3	4609 W. Washington Blvd	5071-025-902	7,085	Attachment A
City Parcel 4	4601 W. Washington Blvd	5071-025-903	10,641	Attachment A
City Alley			864	
Total Site			37,382	

City Parcel 1 and the City Alley are located on the southside of Washington Boulevard (South Project) while City Parcels 2, 3 and 4 are located on the northside of Washington Boulevard (North Project).

3. Developer Site Description:

One parcel of land is owned by the Developer, and is adjacent to the City Site indicated above:

	Address	APN	Parcel Size (SF)	Legal Description
Developer Parcel 1	1915 Vineyard Avenue	5061-014-003	8,853	Attachment B
Half of Alley			862	
Total Site			9,715	

4. City Site History:

The City Sites were initially owned by LADOT as Free Parking Facilities, Lots 750 and 751. On March 20, 2017 HCIDLA issued a Request for Qualifications/Proposals (RFQ/P). On October 13, 2017 the Developer was selected by the City Council and an Exclusive Negotiation Agreement (“ENA”) was entered into by the parties. The Site is located in Council District 10. The Site is currently improved with surface parking spaces. LADOT transferred the sites to HCIDLA on July 10, 2019.

5. Development Plan Summary:

The Development Plan shall be implemented and completed as described below, subject to receipt by the Developer of approval by the City of all discretionary land use applications; and the receipt by Developer of the necessary enforceable financing commitments:

- a. Project Site Size: 37,382 square feet of Land Area.
- b. Gross Building Area:

	North Project	South Project	Total Project
Residential Living Area	28,794	14,214	43,008
Art Studios/ Rehearsal Space	3,220	1,159	4,379
Lobby / Offices	1,820	1,116	2,936
Common Area / Circulation	12,081	5,827	17,908
Parking	13,977	6,720	20,697
Gross Building Area	59,892	29,036	88,928

c. Unit Mix:

	North Project	South Project	Total Project
1-Bedroom Units	8	20	28
2-Bedroom Units	11	3	14
3-Bedroom Units	14	0	14
Total Units	33	23	56

PSH units consist of 25 one-bedroom units, 1 two-bedroom unit, and 2 two-bedroom units. PSH units are located in both the North and South projects.

d. Parking:

	North Project	South Project	Vineyard	Total Project
At-Grade	38	18	26	82
Total Parking Spaces	38	18	26	82

- e. Target Population: Homeless, chronically homeless individuals, and intergenerational mix families earning up to 60% of the AMI.
- f. ADA Requirements: A CASp will be retained for the Project, which will comply with all City requirements as listed in the draft HHH and managed pipeline regulations. At least 10% of the units comply with the Uniform Federal Accessibility Standards (UFAS) requirements for mobility accessibility and an additional 4% of the units comply with UFAS requirements for sensory accessibility.
- g. Amenities: Common areas on the first floors include a rear yard, art gallery, rehearsal space, art studios, and offices for the supportive service provider and property manager. The upper floors include community rooms, laundry rooms, shared courtyards and tot lots, and offices for supportive service provider. The 28 permanent supportive housing units will be furnished.

6. Ground Lease of the City Site:

The City agrees to ground lease to Developer and the Developer agrees to ground lease from the City, the lease hold interest in the City Site in accordance with the DDA. The Ground Lease will have a 99-year term.

7. Ground Rent for City Site:

The City agrees to ground lease the Site to Lessee and Lessee agrees to ground lease the Site for the following:

- a. A 99 year Ground Lease term consisting of a 55-year initial term (Initial Term), followed by four additional extension options of 11 years each.
- b. During the Initial Term, HCIDLA will charge an annual rent of \$1, with the option for the lessee to prepay the rent for the full Initial Term at closing. The Ground Lease Rent will be

reappraised and adjusted at the time of each extension, in compliance with State Law requirements for long term leases.

- c. There will be no annual residual ground lease rent charged.
- d. City Ground Lease will not be subordinated to the construction and permanent debt lenders of the Project.
- e. If the affordability restrictions are no longer in place, then the Project will pay a market rate ground lease rent based on a fair market rent appraisal at the time the affordability restrictions expire or are removed.

8. Developer Pro Forma:

Attached (“Attachment C”) is the current Developer Pro Forma for the Project.

9. Project Site Plan:

Attached (“Attachment D”) is the current Site Plan for the Project.

10. Labor Rates:

The Project will incur federal Davis Bacon and state prevailing wages as required by Project funding sources. It is assumed that the Project will not be required to enter into a Project Labor Agreement.

11. Developer Fee:

The total developer fee is currently estimated at approximately \$4,200,000, which is the maximum allowed under the TCAC and City underwriting guidelines. The Developer will defer approximately \$1,983,006 to be repaid with cash flow. The net cash to be received by the Developer is \$2,500,000, which is the maximum allowed by the City underwriting guidelines.

12. Social Services to be Provided at Project:

The Project will provide social services on-site. These services will be provided by a Los Angeles County authorized service provider. It is anticipated that LifeSTEPS will provide resident services. The service provider will provide following services:

- a. The TCAC required services, incorporated with arts programming will be provided to all units;
- b. Service coordination and case management will be provided to the 28 PSH households;
- c. Services will be tailored to formerly homeless individuals.

13. Minimum Reserves:

- a. Capitalized Operating Reserves – \$121,000.
- b. Capitalized Transition Reserves – \$0.
- c. Annual Replacement Reserves – \$500 per unit.

14. Subordination:

The following summarizes the agreed upon subordination assumption for the City’s affordability restrictions and ground lease:

Description	Subordination
City TOC Affordability Restrictions	Unsubordinated
City Land Affordability Restrictions	Unsubordinated
HHH Affordability Restrictions	Subordinated to TEB
City Ground Lease	Unsubordinated

15. Affordability Restrictions:

Commented [DH1]: Term Sheets now only including City Land affordability restrictions

With one unit set-aside for the on-site manager, the income and affordability requirements for the remaining units will be restricted for a minimum of 55 years from the Certificate of Occupancy (COO) by the following regulatory agreements:

a. City Land Restrictions (Per Health and Safety Code Definitions)

	Income Restriction	Rent Restriction	1-Bdrm Units	2-Bdrm Units	3-Bdrm Units	Total Units
Moderate Income HCD			28	14	14	55
Total Units			28	14	14	55

16. Financing Plan:

Description	Entity	Amount
Tax-Exempt Bonds	CDLAC/Issued by City of	
Construction	LA	\$18,820,000
Permanent		\$6,092,000
Taxable Loan	TBD Lender	
Construction		\$3,500,000
4% Federal Tax Credits	TCAC/TBD Investor	
Construction		\$1,235,817
Permanent		\$12,358,171
4% State Tax Credits	TCAC/TBD Investor	
Construction		\$220,050
Permanent		\$2,200,500
AHSC – AHD	HCD	\$5,102,500
IIG	HCD	\$1,574,330
HHH	HCID	\$2,097,200
No Place Like Home	LA County	\$5,102,500
Contributed Developer Fee	Developer	\$0
Deferred Developer Fee	Developer	
Construction		\$3,730,269
Permanent		\$1,983,006
Project-Based Section 8	HACLA or HACOLA	28 Vouchers

17. Milestones:

The Developer anticipates applying for the funds listed below or an alternative source(s) providing an equal amount of sources to the project by the following dates:

Action	Date
Submit Entitlement Package, CEQA	September 18, 2018
Project Based Vouchers Application / Award	December 2018 / January 2019
Site Plan & Design Approval / CEQA Approval	January 9, 2019
DDA Executed	August 2019
HHH Application / Award	March 2019 / November 2019
NPLH Application/ Award	June 2019 / October 2019
IIG Application/ Award	February 2020 / June 2020
AHSC Application / Award	February 2020 / July 2020
Project Based Vouchers Application / Award	August 2020 / November 2020
CDLAC / TCAC Application / Award	February 2021 / May 2021
Construction Commences / Completed	October 2021 / April 2023
Placed in Service Date	November 2023

[Signatures on the next page]

18. Agreement of Key Terms and Conditions:

This agreement of key terms and conditions is not a contract nor is it a guarantee of a funding commitment by the City. It is a worksheet that will be utilized to prepare the Disposition and Development Agreement, Ground Lease and associated City contractual documents.

HCIDLA
City of Los Angeles Housing and Community Investment Department

By: _____ Date: _____

Daniel Huynh
Assistant General Manager

LESSEE
WAC, L.P
a California limited partnership

By: _____ Date: _____

Kasey Burke
President of Meta Housing Corporation, Manager of Meta AGP Investments, LLC. Manager of WAC, LLC, its Administrative General Partner

By: _____ Date: _____

Graham Espley-Jones
President of Western Community Housing, Inc, Manager of WCH Affordable XXXVIII, LLC, its Managing General Partner

Attachment A	City Site Legal Description
Attachment B	Developer Site Legal Description
Attachment C	Developer Pro Forma
Attachment D	Site Plan

ATTACHMENT A

City Site Legal Description

All that certain real property situated in the County of Los Angeles, State of California, described as follows:

LOTS 39, 41 AND 43 IN BLOCK 1 OF ARLINGTON HEIGHTS TERRACE SUBDIVISION NO. 1, IN THE CITY OF LOS ANGELES, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 9 PAGE 166 OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

LOTS "A" AND "B" OF TRACT NO. 4416, IN THE CITY OF LOS ANGELES, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 48 PAGE 81 OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

TOGETHER WITH THAT PORTION OF THE NORTH ONE-HALF OF AN ALLEY TO BE VACATED, AS SHOWN ON TRACT NO. 4416, IN THE CITY OF LOS ANGELES, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 48 PAGES 81 TO 83 INCLUSIVE OF MAPS, LYING BETWEEN THE NORTHERLY PROLONGATION OF THE WESTERLY LINE AND EASTERLY LINE OF LOT "C" OF SAID TRACT NO. 4416, WHICH WOULD PASS BY OPERATION OF LAW UPON CONVEYANCE OF SAID LAND

NOTE: THIS COMPANY HAS PROVIDED SAID DESCRIPTION AS AN ACCOMMODATION FOR THE PURPOSE OF FACILITATING THIS REPORT. PURSUANT TO THE SUBDIVISION MAP ACT OF THE STATE OF CALIFORNIA, SAID DESCRIPTION MAY NOT BE AN INSURABLE PARCEL AND SHOULD NOT BE RELIED UPON TO CONVEY, FINANCE OR ENCUMBER SAID LAND UNTIL APPROVED BY THE APPROPRIATE GOVERNING AGENCY.

Assessor's Parcel Number: **5071-025-901, 5071-025-902, and 5071-025-903, 5061-014-900 and Portion of Alley**

ATTACHMENT B

Developer Site Legal Description

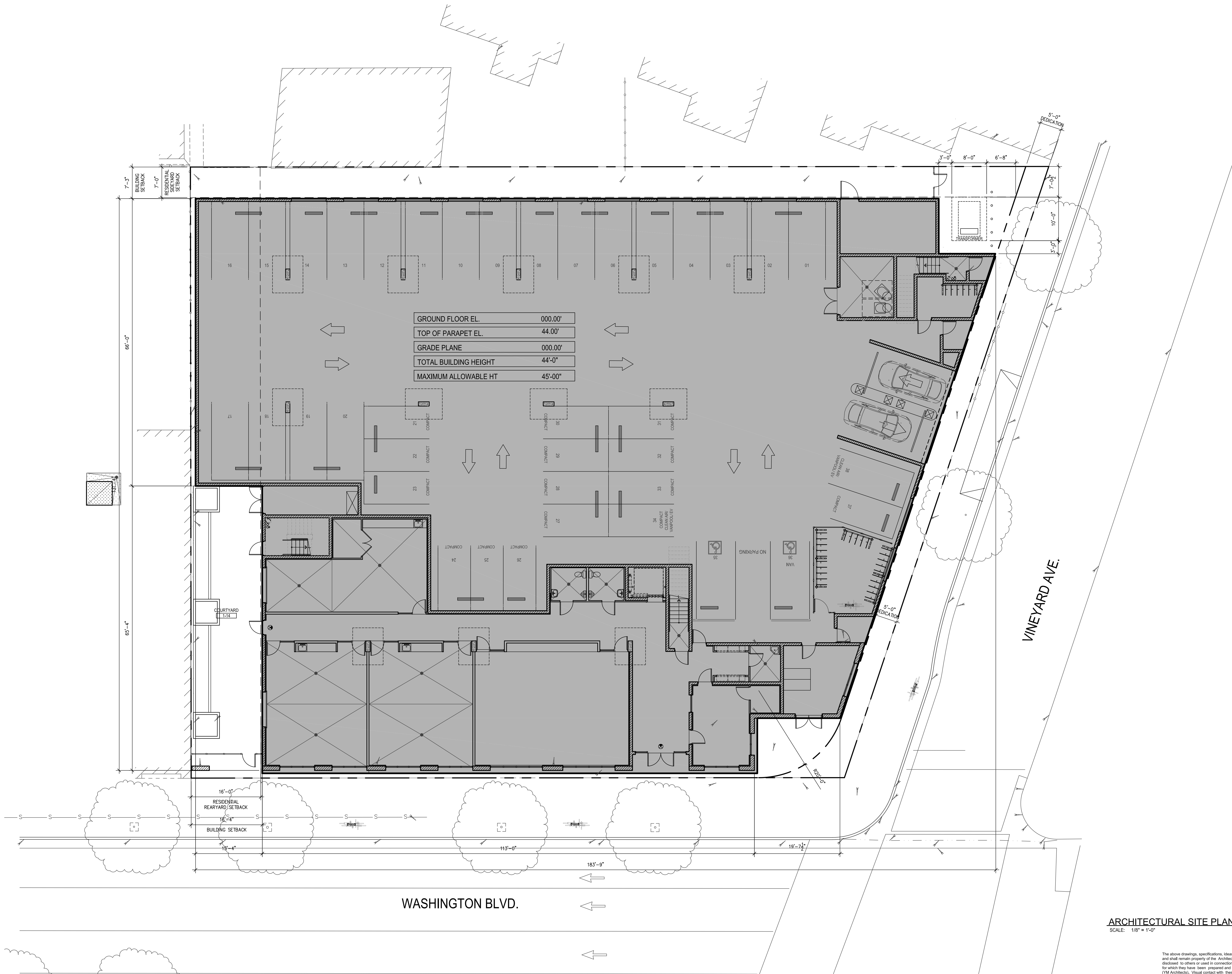
All that certain real property situated in the County of Los Angeles, State of California, described as follows:

LOT "C" OF TRACT NO. 4416, IN THE CITY OF LOS ANGELES, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 48, PAGE 81 ET SEQ. OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

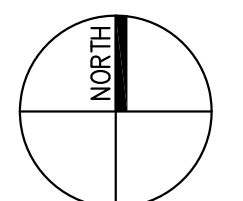
Assessor's Parcel Number: **5061-014-003**

ATTACHMENT D

Site Plan



ARCHITECTURAL SITE PLAN
SCALE: 1/8" = 1'-0"



DESIGN DEVELOPMENT SET - 12-17-2020

NO.	DATE	REVISIONS

PLOTTED	12/17/20
SCALE	AS NOTED
JOB no.	--

SHEET NO.
A-073

The above drawings, specifications, ideas, designs and arrangements represented thereby are and shall remain property of the Architect (Y&M Architects), and no part thereof shall be copied, disclosed, to others or used in connection with any other project other than the specific project for which they have been prepared and developed, without the written consent of the Architect (Y&M Architects). Visual contact with these drawings or specifications and constitute conclusive evidence of acceptance of these restrictions. Written dimensions on these drawings shall have precedence over scaled dimensions. Contractors shall verify and be responsible for all dimensions and conditions on the job, and this office must be notified of any variations from the dimensions and conditions shown by these drawings. Shop details must be submitted to this office for approval before proceeding with fabrication. 2020 ©

WASHINGTON ARTS COLLECTIVE-01

4601 - 4615 W. WASHINGTON BLVD., LOS ANGELES, CALIFORNIA 90033

Y&M Architects

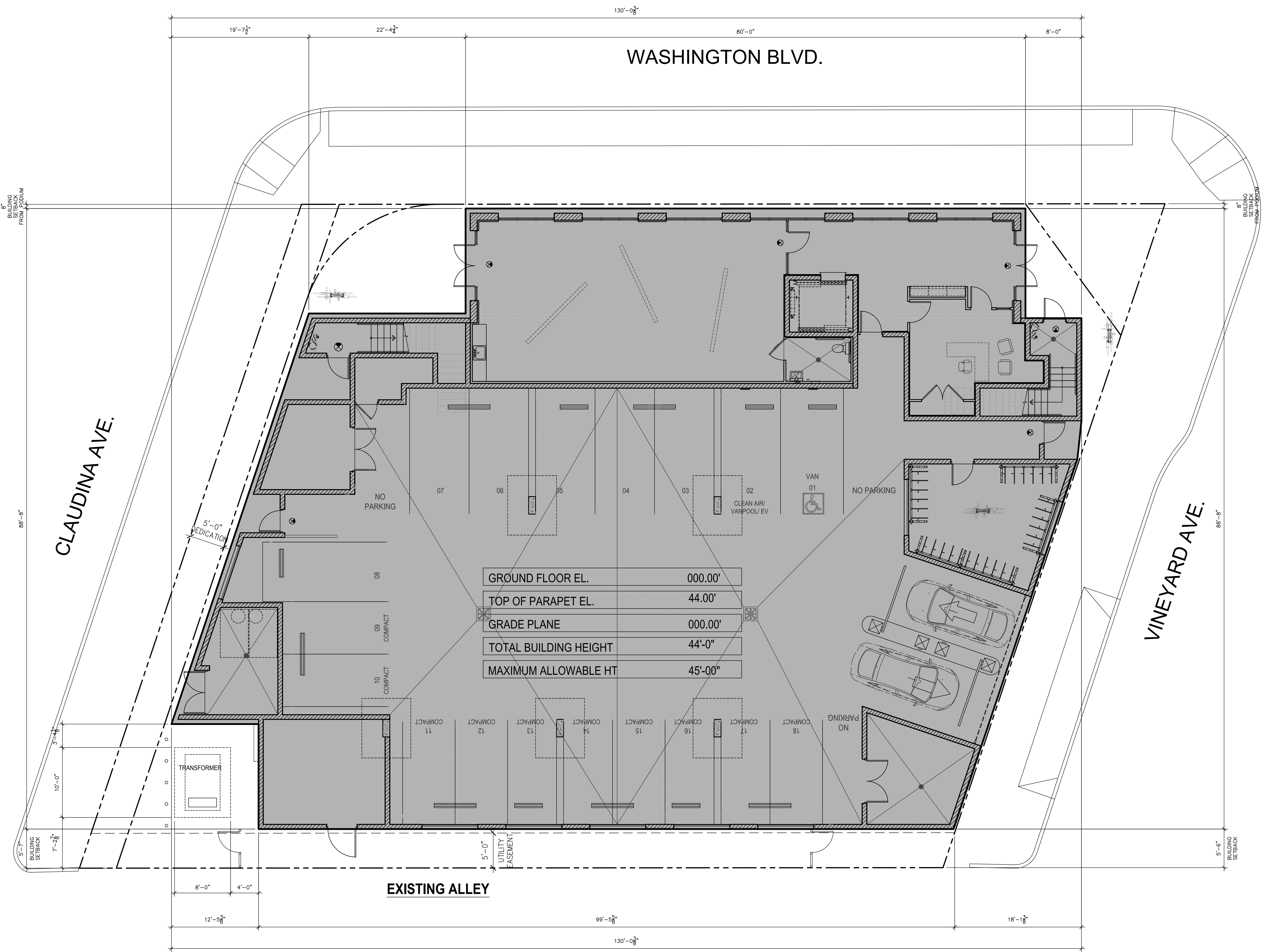
724 S. Spring Street #304, Los Angeles, CA 90014
Telephone: (213) 623-2107 www.ymarch.com

CONSULTANT

ARCHITECTURAL SITE PLAN

STAMP

11180 WEST OLIVE BOULEVARD, SUITE 600
LOS ANGELES, CALIFORNIA 90024 (310) 575-5848



WASHINGTON BLVD.

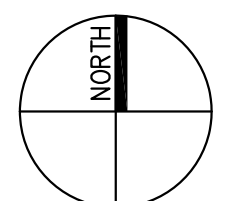
CLAUDINA AVE.

VINEYARD AVE.

GROUND FLOOR EL.	000.00'
TOP OF PARAPET EL.	44.00'
GRADE PLANE	000.00'
TOTAL BUILDING HEIGHT	44'-0"
MAXIMUM ALLOWABLE HT	45'-00"

ARCHITECTURAL SITE PLAN

SCALE: 3/16" = 1'-0"



DESIGN DEVELOPMENT SET - 12-17-2020

NO.	DATE	DESCRIPTION

PLOTTED	12/17/20
SCALE	AS NOTED
JOB no.	--

SHEET NO.
A-073

**WASHINGTON ARTS
COLLECTIVE-02**

4600 W. WASHINGTON BLVD. LOS ANGELES, CALIFORNIA 90033

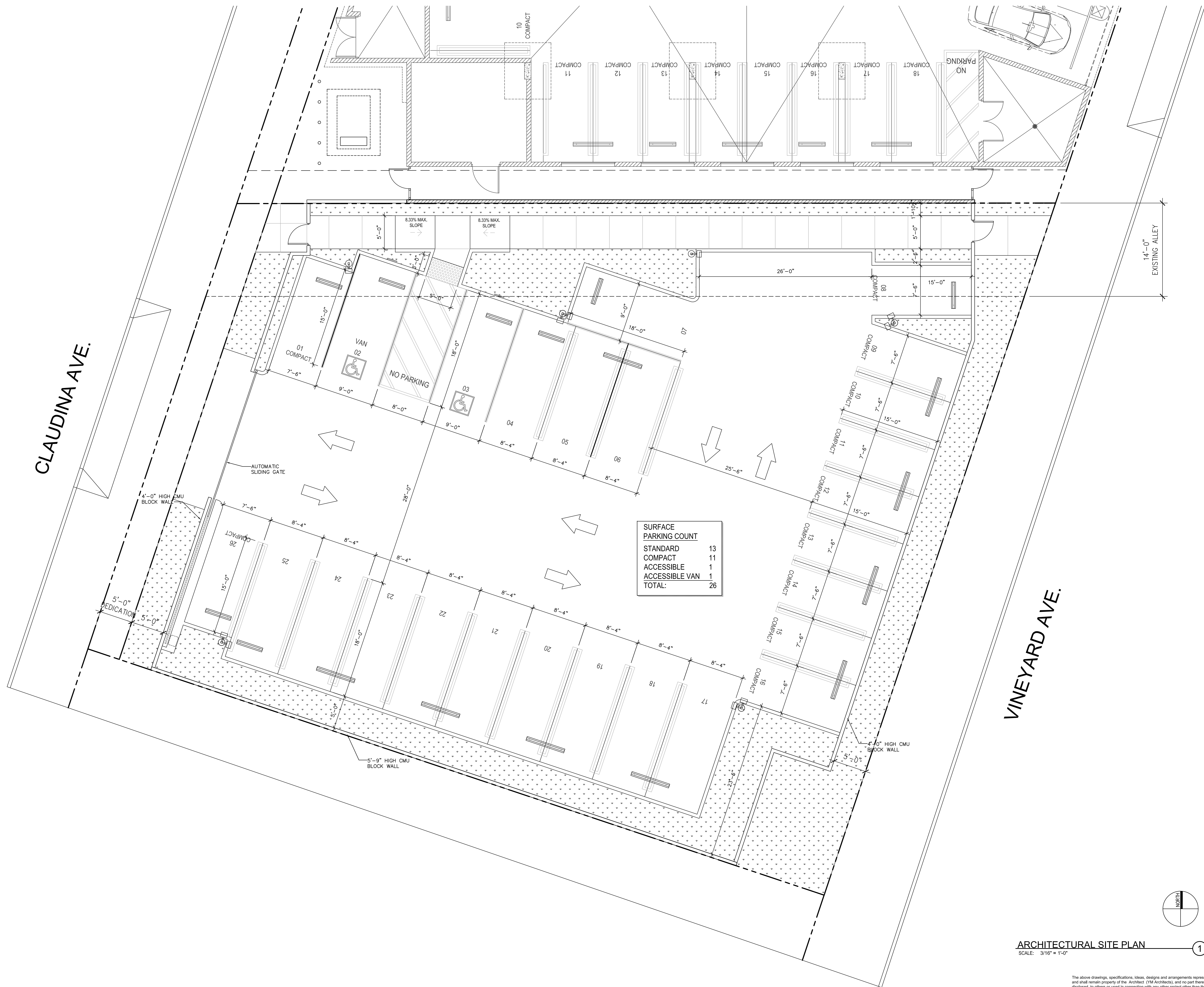
Y&M Architects

724 S. Spring Street #304, Los Angeles, CA 90014
Telephone: (213) 623-2107 www.ymarch.com

ARCHITECTURAL SITE PLAN

STAMP

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SURFACE PARKING COUNT	
STANDARD	13
COMPACT	11
ACCESSIBLE	1
ACCESSIBLE VAN	1
TOTAL:	26

CLAUDINA AVE.

VINEYARD AVE.

14'-0" EXISTING ALLEY

ARCHITECTURAL SITE PLAN
SCALE: 3/16" = 1'-0"

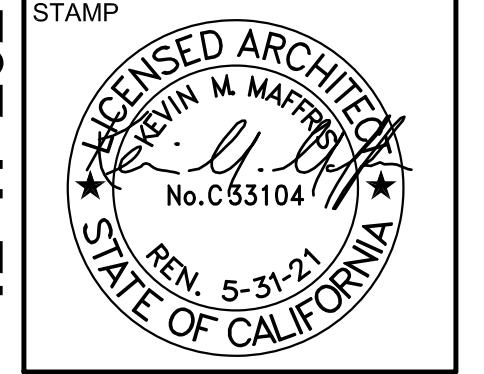
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WASHINGTON ARTS COLLECTIVE-03
1915 - 1919 VINEYARD AVENUE, LOS ANGELES, CALIFORNIA 90019

Y&M Architects
724 S. Spring Street #304, Los Angeles, CA 90014
Telephone: (213) 623-2107 www.ymatch.com

CONSULTANT

ARCHITECTURAL SITE PLAN
11180 WEST OLIVE BOULEVARD, SUITE 603
LOS ANGELES, CALIFORNIA 90024



NO.	DATE	REVISIONS

PLOTTED 12/17/20
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JOB no. --

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