

LETTER OF INTENT
To Determine the Feasibility of a Development
On Land Owned by King County
For Community Benefits Related to
Communities of Opportunity

1. PURPOSE

This letter of intent (LOI) expresses the shared intent of the White Center Community Development Association (WCCDA), Southwest Youth and Family Services (SWYFS), the White Center Food Bank (WCFB), Capitol Hill Housing (CHH) and the King County Department of Community and Human Services (KCDCHS) (together the PARTIES) to work together and with other potential community partners to assess the feasibility and elements of a development project (the PROJECT) on county-owned land, commonly known as King County Public Health located at 10821 8th Ave SW in White Center (the SITE), for the benefit of the White Center community, in accordance with desired results, goals and indicators being developed with the White Center CDA through the Communities of Opportunity initiative and to establish a development partnership and agreement to pursue the development of the SITE. This Letter of Intent covers the feasibility period (FEASIBILITY) up to and inclusive of the creation of the development agreement should the PARTIES agree to move forward with the PROJECT.

This letter of intent covers the predevelopment period of the project commencing July 21, 2016 and ending upon execution of the development agreement. However, if the PARTIES have not executed the development agreement within 12 months after execution of this LOI, then this LOI expires unless the PARTIES agree to a signed addendum to extend.

This Letter of Intent is nonbinding and constitutes an indication of intent only and creates no liability or obligation of any nature whatsoever among the parties hereto with respect to any contemplated transaction or any other matter or action described or referred herein.

2. BACKGROUND

- **Communities of Opportunity (COO) commitment and partnerships.** In March 2014, King County and the Seattle Foundation co-founded Communities of Opportunity, an initiative designed to improve health, social, racial and economic equity in King County. A significant funding element of COO is place-based investments, through which five-year *backbone* grants were awarded competitively to three places in King County experiencing significant disparities in health and well-being outcomes.

White Center was one of the communities awarded such COO funding by King County and the Seattle Foundation through the White Center CDA and its table of partners, including SWYFS and the White Center Food Bank, and numerous others. The COO White Center table is flexible and may continue to add more partners as the work in White Center progresses. In addition to backbone funding to support the capacity of the White Center CDA and its partners to engage in community-centered work towards improved outcomes, COO will have implementation funds available to the place-based sites to implement strategies that have been developed through a co-design process between the sites and staff of the COO founders, much of which is intended to leverage other funding sources.

- **WC Community Resource Center.** The White Center Community Resource Center is proposed as a vital new service center and programming site for several front-line community organizations addressing

urgent and emerging needs among families and individuals throughout White Center and neighboring communities.

The PROJECT vision addresses a number of strategies of the White Center COO results-based accountability framework, including:

- Greater stability for community-based organizations and anchors through ownership of community resource space;
- Reduction of displacement of residents and reduction of housing cost burden through increased affordable housing options;
- Safer and more sustainable built environment, including safer and stronger connections to abutting open space and potential for increased beneficial use of open space for physical activity, community gardens and urban agriculture, increasing food access and healthy food access and consumption;
- Potential for a business incubator hub within the community resource space and increased ties to job creation.

The PARTIES envision an opportunity to fully realize the potential of the SITE to include a broader range of essential programs and purposes, such as:

- Expanded and improved space for the WCFB, thereby making it possible to address a growing demand for healthy, culturally appropriate food;
- Expanded programming space for SWYFS including space for counseling, education, parenting classes, early learning services, community meeting rooms and more;
- Central coordinating space for WCCDA including program and office space and meeting rooms for community forums, trainings, gatherings and listening sessions;
- Housing for families and individuals operated by CHH;
- Additional space for other community organizations and purposes possibly including health care.

Additionally, the PARTIES envision an exciting opportunity to address the growing needs among low-income community residents, especially immigrant and refugees, while also realizing Communities of Opportunity goals and aspirations to create opportunities to thrive in place and improve health and well-being outcomes for a thriving, vibrant White Center.

- **Other.** It is understood by the parties that the PROJECT site is located in an area of unincorporated King County which is being considered for annexation by the City of Seattle. The question could be presented to the voters of the North Highline area as early as 2017. It is uncertain how this might impact zoning and other aspects of the development Project.

3. INITIAL PARTNERS

- **White Center CDA.** The mission of the WCCDA is to promote a vibrant neighborhood and high quality of life for White Center residents and stakeholders through the development of authentic leadership opportunities and community-led, neighborhood initiatives. This is accomplished through WCCDA's three lines of business: neighborhood revitalization, family development, and community building.

The WCCDA will occupy offices and other facilities at the PROJECT.

- **Southwest Youth and Family Services.** The mission of SWYFS is to partner with youth and families to transform their futures. SWYFS strengthens communities in southwest Seattle and King County in which

culturally and economically diverse families, youth, and children thrive and prosper. In partnership with families, schools, and communities, SWYFS promotes healthy family functioning, early childhood learning, student academic success, and youth development.

SWYFS occupies a portion of the SITE and will locate services and offices in the PROJECT.

- **White Center Food Bank.** The mission of the WCFB is to minimize hunger while nourishing community, nurturing self-reliance, and embracing our rich cultural diversity. Current programs include multiple distributions for the general public which include daytime, evening and weekend hours; emergency food bags for homeless clients or those with special dietary needs; seniors-only food distributions; Mobile Food Bank Program for seniors and disabled clients; a Baby Pantry for diapers, formula, baby foods and equipment; community demonstration gardens and P-patches, cultural foods buying program, grocery rescues and cooking demonstrations and nutrition lessons.

WCFB currently occupies a portion of the SITE which houses their primary food bank facility, baby pantry, offices and food storage. The PROJECT will provide new facilities for their operations.

- **Capitol Hill Housing.** CHH builds vibrant and engaged communities through affordable housing and community development. CHH owns and manages 48 affordable properties throughout the Seattle area. Since 1976, CHH has served low- and moderate-income residents and has worked to improve neighborhoods for all.

CHH partnered with WCCDA and DNDA to develop, own and operate Unity Village, a 30 unit affordable housing project in White Center. This project opened in 2011. CHH developed 12th Avenue Arts in 2014 which provides a potential model for the PROJECT. 12th Avenue Arts contains affordable housing, community office, affordable arts and retail space and utilized traditional debt, LIHTC, NMTC, public funding and a capital campaign for financing.

CHH will be the developer of the entire PROJECT working in partnership with the PARTIES, including the housing component, and will likely own and operate the housing unless the exploration of the PARTIES regarding shared ownership potential yields a different model of ownership in the long run.

- **King County Department of Community and Human Services.** The King County Department of Community and Human Services (DCHS) administers and manages a wide range of funded programs and service systems to assist the county's most vulnerable residents and strengthen its communities. These include services for older adults, developmental disabilities, housing and community development, homeless housing and services – including shelter, behavioral health prevention and treatment, veterans' services, women's program services (survivors of domestic violence and sexual assault), education and employment programs, and youth and family services.

King County will continue to own the land at the SITE.

4. OBJECTIVES

- Determine feasibility of the PROJECT ensuring that the indicator measures and strategies of the COO Results Based Accountability framework are met. FEASIBILITY will include (but not be limited to) the following elements:
 - Phase I environmental audit

- Title search
 - Site survey
 - Predevelop design
 - Hazmat survey
 - Market study
 - Study and begin rezone process
 - Draft formal development agreement
 - Explore capital campaign feasibility
 - Community outreach and engagement
 - Fund raising
 - Financial modeling
- Execute a formal development agreement between the PARTIES and others as appropriate inclusive of any necessary transfer of property rights between the PARTIES.
 - The PARTIES understand that the County may determine that a temporary use for the SITE is necessary. The County agrees that any temporary use shall not unnecessarily impede the advancement of the PROJECT, as contained in this LOI, and in accordance with a development agreement for the PROJECT, if such is executed.

5. RESPONSIBILITIES

Note that the rate at which the following responsibilities can be achieved depends on funding applied for through the Wells Fargo Foundation. Should this funding not be awarded, the PARTIES will need to seek additional funding sources. The PARTIES agree to the following statement of responsibilities:

White Center CDA, Southwest Youth and Family Services, and White Center Food Bank

Roles: Local Sponsors (Note that the term “Local Sponsor” implies an ownership role the details of which will require a great deal of conversation over the next several months)

Responsibilities:

- Local sponsor and community leader for project
- Early Design Development: Participate in design process to ensure project design & housing program aligns with project vision & goals.
- Grant writing and fund raising to support feasibility work
- Participate in all significant meetings with feasibility consultants and contractors
- WCCDA: Convene regular meetings of the parties
- Oversee all outreach and communication (print, online, meetings) to the greater White Center neighborhood about the project including:
 - Early program and design charrettes
- Coordinate and provide translation and/or interpretation services at all public meetings about the project
- Generate stakeholder support for project in White Center.
- Lead White Center neighborhood tours & provide neighborhood information
- Identify qualified local and minority contractors and consultants and explore apprenticeship opportunities for youth/young adults from White Center
- Support the work of the Development Manager

- Work with partners to advance a feasible project concept that reflects the Communities of Opportunity results framework.

King County Department of Community and Human Services

Roles: Land owner

Responsibilities:

- Assist in attaining a rezone of the property
- Identify gap funding sources within the County and work with partners to identify additional funding sources from external sources.
- Attend regular meetings of the PARTIES
- Participate in all significant meetings with feasibility consultants and contractors
- Act in good faith to work with applicable King County departments and staff and to move the PROJECT forward in a timely manner.
- Support the work of the Development Manager
- Work with partners to advance a feasible project concept that reflects the Communities of Opportunity results framework.

Capitol Hill Housing

Roles: Development Manager & Housing Sponsor

Responsibilities:

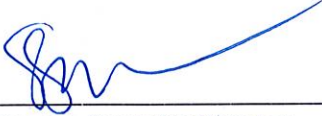
- Maintain project calendar
- Attend regular meetings and report to the PARTIES
- Take and distribute meeting minutes
- Hire consultants and perform work listed above in 4. *Objectives*
- Commit staff to move the project forward
- Research and prepare to start rezoning efforts
- Write and manage predevelopment grants and loans
- Help in molding project sponsor's goals into an achievable project
- Draft a development agreement

Notwithstanding the above responsibilities, all parties agree to the following:

- Work together transparently and in good faith
- Engage with each other and with other community members and partners, as applicable, in joint planning and design work that will further clarify the project's scope and elements;
- Work together to authentically engage community members in meaningful participation in the design and planning for the project;
- Work proactively to leverage resources applicable to the project;
- Each party will do what they do best to maintain efficiencies and prevent duplication of effort;
- King County DCHS agrees to work proactively with other relevant King County departments towards attainment of shared goals of the partners for the project;
- Commit to strong communications between the partners.

6. SIGNATURES

For White Center CDA:



Sili Savusa, Executive Director

For Capitol Hill Housing:



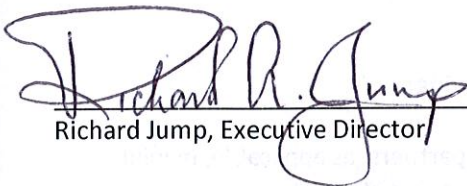
Jill Fleming, Acting CEO

For Southwest Youth and Family Services:



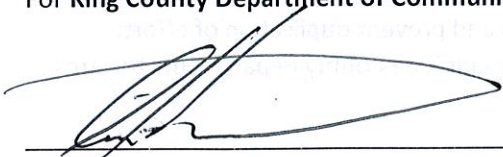
Steve Daschle, Executive Director

For White Center Food Bank:



Richard Jump, Executive Director

For King County Department of Community and Human Services:



Adrienne Quinn, Director

**ADDENDUM to
LETTER OF INTENT**

To Determine the Feasibility of a Development
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1. In July 2016 the White Center Community Development Association (WCCDA), Southwest Youth and Family Services (SWYFS), the White Center Food Bank (WCFB), Capitol Hill Housing (CHH) and the King County Department of Community and Human Services (KCDCHS) (together the PARTIES) entered into a Letter of Intent (LOI) to work together and with other potential community partners to assess the feasibility and elements of a development project (the PROJECT) on county-owned land, commonly known as the former King County Public Health Center located at 10821 8th Ave SW in White Center (the SITE). The Project, as conceived by the White Center Communities of Opportunity partners, is to be for the benefit of the White Center community, in accordance with desired results, goals and indicators developed through the Communities of Opportunity Initiative. At this juncture, the parties find that they need additional time to conduct a robust community engagement process and to conduct due diligence concerning the potential of the property before executing a development partnership and agreement for the SITE. This LOI covers the feasibility period (FEASIBILITY) up to and inclusive of the creation of the development agreement should the PARTIES agree to move forward with the PROJECT.
2. The PARTIES now mutually desire and agree to amend the LOI as follows:


Extend the LOI for a period of 12 months to July 21, 2018, or upon execution of a development agreement.

3. SIGNATURES

For White Center CDA:




Sili Savusa, Executive Director




Date

For Capitol Hill Housing:



Jill Fleming, Senior Vice President-
CHRISTOPHER PERSONS, CEO



Date

For Southwest Youth and Family Services:



Steve Daschle, Executive Director

7-21-17

Date

For White Center Food Bank:



Angela Beard, Executive Director

7/21/17

Date

For King County Department of Community and Human Services:



Adrienne Quirn, Director

7/17/17

Date

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1. In July 2016 the White Center Community Development Association (WCCDA), Southwest Youth and Family Services (SWYFS), the White Center Food Bank (WCFB), Capitol Hill Housing (CHH) and the King County Department of Community and Human Services (KCDCHS) (together the PARTIES) entered into a Letter of Intent (LOI) to work together and with other potential community partners to assess the feasibility and elements of a development project (the PROJECT) on county-owned land, commonly known as King County Public Health located at 10821 8th Ave SW in White Center (the SITE), for the benefit of the White Center community, in accordance with desired results, goals and indicators being developed with the White Center CDA through the Communities of Opportunity initiative and to establish a development partnership and agreement to pursue the development of the SITE. This LOI covers the feasibility period (FEASIBILITY) up to and inclusive of the creation of the development agreement should the PARTIES agree to move forward with the PROJECT. In July 2017 the PARTIES mutually agreed to extend the LOI for a period of 12 months to July 21, 2018, or upon execution of a development agreement. In early 2018 the White Center Food Bank notified the PARTIES that it was withdrawing from the collaboration and would no longer be a party to the development of the PROJECT.

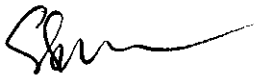
2. Whereas the PARTIES have been meeting regularly and making good progress on FEASIBILITY activities including but not limited to fundraising, due diligence, site analysis and planning, and community engagement, continued work is necessary to obtain a rezone of the SITE and progress to development. The existing leases on the SITE expire in March of 2020, and the housing portion of the PROJECT is expected to be submitted for public funding in the Fall of 2019.

3. The PARTIES now mutually desire and agree to amend the LOI as follows:

Extend the LOI for a period of 18 months to December 31, 2019, or upon execution of a development agreement.

4. SIGNATURES

For White Center CDA:

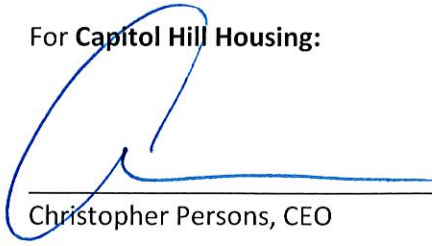


Sili Savusa, Executive Director

7-20-18

Date

For **Capitol Hill Housing:**



Christopher Persons, CEO

7.30.18
Date

For **Southwest Youth and Family Services:**



Steve Daschle, Executive Director

7-20-18
Date

For **King County Department of Community and Human Services:**



Adrienne Quinn, Director

7-24-18
Date