Summary. Capitol Station 65, LLC (the “Applicant”) requests approval of a grant in the amount not to exceed $550,000 to finance the remediation of a brownfield located at 424 N. 7th Street in Sacramento, to develop Township 9. The Applicant anticipates the Project will create 90 affordable rental housing units, including 71 at 50-60% Area Median Income (AMI), 14 at 40-50% AMI, 4 at less than or equal to 40% AMI, and a manager’s unit.

Applicant. Capitol Station 65 is a for-profit developer in Sacramento established April 4, 2000. It is a limited liability company between NVI, Inc, which is owned 100% by Nehemiah Corporation of America, and Invision Holdings, which is owned 60% by Ron Mellon and 40% by Steve Goodwin.

The principal stockholders of Capitol Station 65 LLC are NVI Inc. (70%), Invision Holdings (30%) total of (100%).

Legal Questionnaire. The Strategic Partner and staff have reviewed the Applicant’s responses to the questions contained in the Legal Status portion of the Application. No information was disclosed that raises questions concerning the financial viability or legal integrity of this applicant.

Brownfield Project Description. The subject property has been used as a cannery since the 1930s. In the 1990s, underground storage tanks were removed with a no further action letter issued by the oversight agency. However, the no further action letter was not based on a residential standard and recent tests indicate that the level of gasoline and benzene may have increased under the site since the no further action letter was issued.

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TOTAL ESTIMATED COST: $550,000

Oversight Agency. County of Sacramento Environmental Management Department.
Infill Development Project Description. The Infill Development Project is a 90-unit affordable housing project (including one manager’s unit) on Parcel 11C of the Township 9 master-planned community. The project will consist of 89 affordable apartments: 4 units at 30% AMI, 14 units at 50% AMI, and 71 units at 60% AMI. The project will be a five-story building containing one- and two-bedroom units over one level of underground parking.

Township 9 is a 65-acre, urban scale, mixed-use, transit-oriented master-planned neighborhood consisting of 2,350 dwelling units, 800,000 square feet of office, 150,000 square feet of ground floor retail, and more than 20 acres of open space north of Downtown Sacramento. An extension of Sacramento Regional Transit’s light rail line to the site is scheduled to be completed in 2010. Immediate access to the regional bicycle network is also provided via the Two Rivers/American River Bike Trail which borders the site to the north.

Juxtaposed to the large employment base in the area, there is virtually no housing in the District. The only existing housing is Dos Rios, a 100-unit public housing complex. Such being the case, the jobs-to-housing ratio in the District is extraordinarily high at more than 40 to 1, the highest in the Sacramento Region for an urban area. Development of housing at Township 9 will help to create a more balanced mix of jobs and housing and will create many opportunities for the use of alternative modes of transportation to the automobile—walking, bicycling, light rail transit, and bus transit.

Permits. The Applicant has not yet applied for the three permits which will be required to construct the project, which are the Final Map based on the approved Tentative Map, Planning Director’s Review for consistency with the Planned Unit Development (PUD), and a building permit.

Anticipated Timeline.
- Cleanup to Begin: Early 2009
- Cleanup to be Completed: Fall 2009
- Development to Begin: April 2009/Fall 2009
- Development to be Completed: March 2011

Local Government Support. Township 9 is consistent with the Richards Boulevard Area Plan, Richards Boulevard Redevelopment Project Area Plan, the City of Sacramento General Plan, and the Sacramento Regional Blueprint. The plan for Township 9 was developed with extensive community involvement that culminated with a land plan endorsed unanimously by the City Council and by leaders in the community, including the Save the American River Association which has lauded the project for its sensitivity to the natural environment of the American River.

Several letters of support have been received for the project including:

Local Community Support.
- Warren V. Truitt, President, SARA (Save the American River Association, Inc.) (A-1)
- Pat Fong Kushida, President/CE, Sacramento Asian Pacific Chamber of Commerce (A-2)
- Annemarie Vincent, Senior Policy Manager, Breathe California of Sacramento-Emigrant Trails (A-3)

- Azizza Davis Goines, President/CEO, Sacramento Black Chamber of Commerce (A-4)
- Walt Seifert, Executive Director, SABA (Sacramento Area Bicycle Advocates) (A-5)
- Mike McKeever, Executive Director, SACOG (Sacramento Area Council of Governments) (A-7)

Government Officials Support.

- Heather Fargo, Mayor, City of Sacramento Office of the Mayor (A-9)

Application Score. The project earned a score of 100 out of 120 points in the following categories:

(a) Readiness to Proceed. TOTAL - 30/40
   (1) Applicant has demonstrated that environmental review can be completed and all necessary entitlements can be received from the local jurisdiction within two years if receiving the award - 10/10. The Project EIR was certified in August, 2007.

   (2) Funding commitments are in place, or financing applications are under review, for the Infill Development Project -10/10. Funding commitments totaling full construction costs of $19.5 Million are committed or under review.

   (3) The Infill Development Project has local community and government support - 10/10. The Project has garnered many significant community support letters and a letter of support from Mayor of Sacramento Heather Fargo.

   (4) Cleanup Plan has been approved by Oversight Agency - 0/5.

   (5) Applicant has building permits, and all other governmental permits (i.e. encroachment, ROW, etc.) in place or under review - 0/5.

(b) Location within an Economically Distressed Community. TOTAL - 30/30. The Project is in a Redevelopment Project Area.

(c) Location within a Priority Development of a Local Governmental Entity. TOTAL - 10/10. The Project is considered a priority development area by the City and is consistent with SACOG’s Preferred Blueprint Scenario map and goals.

(d) Depth of Affordability. TOTAL - 5/10. 20% of the Project’s 90 units are restricted to residents at or below 50%AMI, which is above the 15% threshold for 5 points.

(e) Percentage of Affordability. TOTAL -15/15. 99% of the Project’s 90 units are Affordable, well above the 50% threshold for full 15 points.

(f) Utilization of Green Building Methods. TOTAL - 0/5.
(g) **Cleanup Plan for the Brownfield Infill Project does not require Ongoing Operation and Maintenance.** -TOTAL -10/10. The Project’s Cleanup Plan does not include any Ongoing Operation & Maintenance.

**Tie-Breaker.**
(a) Total Brownfield Infill Project Cleanup Plan Cost: **$550,000**
(b) Total number of residential housing units produced and/or promoted by Infill Development Project: 90 units
(c) Tie-breaker ratio [(a) / (b)]: $6,111/unit

**Financing Details.**
- Amount of Overall Financing to be Leveraged:
  - Total Project Cost = $19,502,243
  - Total CALReUSE Infill Grant Funding = $550,000
  - CALReUSE remediation funding is leveraged 35 to 1
- Sources of Financing for Brownfield Infill Project: CALReUSE
- Sources of Financing for Infill Development Project: Homebuilder Financing grant, Sacramento Housing and Redevelopment Agency loan, US Bank loan, Net Operating Income (NOI) during lease-up, Nehemiah Community Reinvestment Fund loan.

**Staff Recommendation.** Staff recommends approval of the attached Resolution for Capital Station 65 LLC and/or its affiliates for an amount not to exceed $550,000.
A RESOLUTION OF THE CALIFORNIA POLLUTION CONTROL FINANCING AUTHORITY APPROVING EXECUTION AND DELIVERY OF GRANT FUNDING FOR CAPITOL STATION 65 LLC
CALIFORNIA RECYCLE UNDERUTILIZED SITES REMEDIATION PROGRAM

November 19, 2008

WHEREAS, the California Pollution Control Financing Authority (the “Authority”), a public instrumentality of the State of California, is authorized by the Regulations adopted to implement and make specific the statutory provisions of the California Recycle Underutilized Sites (CALReUSE) Remediation Program;

WHEREAS, the statutory provisions of the CALReUSE Remediation Program authorize grant and loan funding for the purpose of brownfield cleanup that promotes infill residential and mixed-use development, consistent with regional and local land use plans;

WHEREAS, the Authority solicited applications for the CALReUSE Remediation Program and such applications were evaluated and scored pursuant to the Authority’s Regulations;

WHEREAS, Center for Creative Land Recycling has submitted an application for the CALReUSE Remediation Program for a grant in the amount of $550,000.00 for the Township 9 Project;

WHEREAS, the Strategic Partner Center for Creative Land Recycling has reviewed the application and determined to recommend Township 9 Project to the Authority for funding consideration;

WHEREAS, the Authority staff has reviewed the Strategic Partner’s recommendation and has determined to recommend the Township 9 Project for funding; and

WHEREAS, approval of a grant for the Capitol Station 65 LLC (“Applicant” and “Grantee”) by the Authority is now sought;

NOW THEREFORE BE IT RESOLVED by the California Pollution Control Financing Authority, as follows:

Section 1. Pursuant to the Regulations, the Authority hereby finds that the Township 9 Project (the “Project”) is eligible for financing and hereby approves the grant described in the staff summary for the Project described in the Applicant’s CALReUSE Infill Application to the Authority.

Section 2. The Executive Director is hereby authorized for and on behalf of the Authority to take all steps necessary with respect to the Applicant including notifying the Applicant that its Application has been approved for funding, preparing a commitment letter that contains the terms and conditions of funding for the Grantee, preparing and executing the final form of grant agreement and disbursing funds pursuant to the grant agreement and the Authority’s Regulations.
Section 3. The Executive Director is hereby authorized for and on behalf of the Authority to approve any changes in the Project described in Exhibit A of the grant agreement as the Executive Director shall deem appropriate and authorized under the Regulations (provided that the amount of the grant may not be increased above the amount approved by the Authority).

Section 4. The Executive Director is hereby authorized and directed, for and on behalf of the Authority, to draw money from the Proposition 1C (2006) funds allocated to this Program not to exceed those amounts approved by the Authority for the Project approved in Section 1. The Executive Director is further authorized and directed, for and on behalf of the Authority, to execute and deliver for the Project identified in Section 1 any and all documents necessary to complete the transfer of funds. The authority of the Executive Director is limited to payment of claims made by the Grantee in accordance with the Regulations and the grant Agreement.

Section 5. Any notice to the Applicant approved hereunder shall indicate that the Authority shall not be liable to the Applicant in any manner whatsoever should such funding not be completed for any reason whatsoever. Notice to the Applicant shall include a provision making it clear that continued funding under the program is not guaranteed but is entirely dependent upon funds being available to the CALReUSE Program and the Grantee continued compliance with the grant agreement and the regulations governing the CALReUSE Program.

Section 6. The Executive Director of the Authority is hereby authorized and directed, to do any and all things and to execute and deliver any and all documents which they deem necessary or advisable in order to effectuate the purposes of this Resolution and the transactions contemplated hereby, and which have heretofore been approved as to form by the Authority.
EXHIBIT A

TERM SHEET

Name of Project: Township 9

Maximum Amount of Grant: $550,000

Strategic Partner: Creative Center for Land Recycling

Grantee: Capitol Station 65 LLC

Financing Structure: Grant

Maximum Grant Term: Not to exceed 6 years from first draw on funds

Oversight Agency: County of Sacramento Environmental Management Department

Project Location: Township 9
424 North 7th Street, Suite 200
Sacramento, California 95814

Infill Development Description: The Infill Development Project is a 90-unit affordable housing project (including one manager’s unit) on Parcel 11C of the Township 9 master-planned community. The project will consist of 89 affordable apartments: 4 units at 30% AMI, 14 units at 50% AMI, and 71 units at 60% AMI.

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TOTAL ELIGIBLE BROWNFIELD INFILL COSTS: $550,000
Dear Mayor Fargo:

Township 9 is a project most worthy of the City’s support as it competes for Proposition 1C bond funding from the state.

As you know, SARA has been closely involved in this project. Through numerous meetings that successfully resolved some of our initial concerns, we came to appreciate a development team that genuinely cares about this community and is willing to bring the right type of project – not merely the most profitable one – to this important area. SARA looks forward to following the progress of Township 9 as it becomes a reality.

We believe this collaborative approach has helped to craft a model project for Sacramento that exemplifies smart growth while respecting the sensitive nature of the American River Parkway. The project’s assets of existing roads and infrastructure mean that a relatively modest investment will move this project a long way toward fruition. SARA understands the bond funding would also be used to make important improvements to the streets and parkland along the riverfront, providing new access for our citizens to enjoy what we think is the crown jewel of our community. We understand, and applaud, a condition of the bond funding provides that 15 percent of the units assisted by funding must be affordable.

Without bond funding, we are concerned that Township 9 could become a missed opportunity and that a less respectful project could be proposed in its place in the years ahead. This is the right project at the right time for this land.

While there are certainly more than one quality projects underway in our city, SARA urges you to make Township 9 one of your top priorities as our community pursues the significant opportunities provided by this bond funding.

Sincerely,

[Signature]
Warren V. Truitt
President, SARA

c. Lynn Jacobs, California Housing and Community Development Department
Members of Sacramento City Council
February 14, 2008

The Honorable Heather Fargo
Mayor, City of Sacramento
Sacramento City Hall
915 I Street, 5th Floor
Sacramento, CA 95814

Dear Mayor Fargo:

With the State of California moving quickly to distribute funding from the voter-approved infrastructure bonds of 2006, Sacramento has an opportunity to use these funds to generate economic activity, create jobs and further important development projects in our community.

In light of the challenges Sacramento faces with the City budget, the local housing market and the halt on development in North Natomas, the opportunity provided by this potential funding is even greater and the City must be vigilant in pursuing funding that is in the best interest of our entire community.

Among the City’s top priorities should be Township 9. In addition to being a national model for infill, transit-oriented development that enjoys broad community support, Township 9 is ready to begin construction. With a portion of the bond funding available to Sacramento, Township 9 can deliver all of its core infrastructure and an initial 850 housing units. Most significantly, bond funding would allow Township 9 to move ahead quickly and our community would see job creation and construction activity within months. In addition to the other attributes, this readiness will be attractive to state decision makers who have been urged by the Governor to release bond funding as a means of economic stimulus.

While the City has multiple priorities, the tangible, near-term benefits of state bond funding for Township 9 are compelling. On behalf of the Sacramento Asian-Pacific Chamber of Commerce, I urge you and members of the City Council to make this project a key part of our community’s pursuit of state bond dollars. Thank you for your consideration.

Sincerely,

Pat Fong Kashida
President/CE

cc: Lynn Jacobs, Director, California Housing and Community Development Department
    Members of Sacramento City Council

Attachment A
February 19, 2008

To Whom It May Concern:

Breathe California of Sacramento-Emigrant Trails supports the City’s plans to seek State funding through Proposition 1C for infrastructure costs of infill projects that rely on smart growth Blueprint principles.

We know that “smart” land use can make a difference to air quality. Blueprint development projects will make walkable, bikeable, transit-friendly communities, energy efficient land uses, green tree cover, open space and above all, healthy air quality, a reality in the City of Sacramento.

Currently, for example, both the Sacramento Rail Yard and Township 9 represents an infill project that will add residential, office and retail uses within close proximity to the urban core of the City, and will provide its residents with easy access to a future light rail station, as well as two existing bus lines, and bicycle connectivity. By providing this variety of transportation choices, each development will reduce the number of vehicle miles traveled per household. Fewer vehicle miles traveled will result in shortened commute times, reduced traffic congestion, lessened dependence on automobiles and reduced pollution from vehicle emissions.

Also consistent with smart growth principles, these types of developments will take advantage of an underutilized urban area and provide a compact development with a variety of housing options, including live-work units, townhomes, and low- and high-rise towers. Mixed-use development has proven to create active, vital neighborhoods and, by its very nature (e.g., overall design that creates a compact development pattern that encourages walking, biking, and public transit use which reduces trip number and length) mixed-use developments reduce potential consumption of fossil energy within the region, and thereby reduce potential emissions of greenhouse gases.

In light of these smart growth aspects of both the Rail Yard and Township 9 development projects, and their corresponding benefits to air quality, we enthusiastically support both projects for funding for infrastructure costs through Proposition 1C. We urge the City to continue its aggressive pursuit for all sources of funding for both projects.

Thank you for your consideration of these comments.

Sincerely,

[Signature]

Amanda Vinson, Senior Policy Manager
Breathe California of Sacramento-Emigrant Trails

cc: Lynn Jacobs, Director of Department of Housing and Community Development

MEMBERS OF SACRAMENTO CITY COUNCIL
Sacramento Black Chamber of Commerce
"TAKING CARE OF BUSINESS"

February 15, 2008

Mayor Heather Fargo
915 1 Street, 5th Floor
Sacramento, CA 95814

Dear Mayor Fargo:

The Sacramento Black Chamber of Commerce requests your support for Township 9 as a model project to receive funding under the Proposition 1C housing bond.

In this challenging time for our local economy and the city budget, the availability of Prop 1C funding to promote local development projects is much-needed and welcome. The Governor’s strategy is to disperse these funds quickly to create jobs and boost the economy. In our opinion, this goal can’t be met unless the projects that receive initial funding are ready to begin quickly.

Township 9 meets this basic readiness test. Our understanding is that bond funding would allow infrastructure work to begin very quickly on the project’s first phase, helping to create good-paying engineering and construction jobs. This initial work would lay the foundation for future economic development in this area, as it would allow work on the first round of residential construction, as well as deliver the necessary infrastructure for RT’s new Light Rail station at Richards Boulevard. In this context, we view Township 9 as a catalyst project for both the River District and Downtown.

In addition to being project ready, Township 9 represents the type of well-planned, urban infill development that is going to help define the future of growth in Sacramento. Its focus on transit and mix of residential, commercial and retail uses makes it both a model project for our community and precisely the type of project the State of California will be looking to fund through the Prop. 1C programs.

The city’s priority for the available bond funding should be getting the most bang for the buck. We believe funding Township 9 would provide a significant return on investment for Sacramento. Because its funding needs are relatively modest, backing Township would help realize this project and leave a substantial amount of funding available for the city to support other quality projects, thereby providing a wide array of community benefits.

Sincerely,

Antonio Davis Gates
President/CEO

CC: Lynn Jacobs, California Housing and Community Development Department
    Members of Sacramento City Council

2655 Del Monte Street, West Sacramento, California 95691 Phone: (916) 374-8365 Fax: (916) 374-8366

Attachment A
February 14, 2008

Mayor Heather Fargo
915 I Street, 5th Floor
Sacramento, CA 95814

Dear Mayor Fargo:

The Sacramento Area Bicycle Advocates (SABA) urges you and the City Council to seek the maximum funding available to Sacramento under Propositions 1B and 1C in a manner that benefits our entire community. We suggest the City's approach include projects where state funding will go the farthest and those that can come on-line within a short timeframe. We believe Township 9 meets these important criteria.

Township 9 is a landmark project for Sacramento. It will create an important linkage between downtown and the Richards Boulevard area and new access to the river. This linkage will benefit users of light rail, bus service, pedestrians and bicyclists alike. Through quality design, which has been recognized by the U.S. Green Building Council, and proximity to downtown, the project will encourage people to walk, bike and use transit.

The City can help make this project a reality by supporting Township 9 in the funding application process. Supporting Township 9 would provide the City with a project that is ready to begin construction, meaning the entire community can begin enjoying new trails and perks very soon.

Supporting Township 9 would be a sound investment for the City and the state. For a modest share of the funding available under the bonds, Township 9 could make all of the core improvements necessary to bring its initial phase on-line. Funding this phase would still leave additional monies available to fund other projects, allowing the City to move multiple projects along for the benefit of the community.

For these reasons, we urge you to support Township 9 during this process.
SABA is an award winning nonprofit organization with more than 1,400 members. We represent bicyclists. Our aim is more and safer trips by bike. We’re working for a future in which bicycling for everyday transportation is common because it is safe, convenient and desirable. Bicycling is the healthiest, cleanest, cheapest, quietest, most energy efficient and least congesting form of transportation.

Yours truly,

Walt Seifert
Executive Director

CC: Lynn Jacobs, California Housing and Community Development Department
MEMBERS OF THE SACRAMENTO CITY COUNCIL
February 13, 2008

Mayor Heather Fargo
City of Sacramento, City Hall
915 I Street, Fifth Floor
Sacramento, CA. 95814

Dear Mayor Fargo:

I am writing this letter on behalf of the Sacramento Area Council of Governments (SACOG) to express our continuing support for the Township 9 project, and to encourage the City to apply to the Housing and Community Development Department for funding of infrastructure costs under Proposition 1C. As the executive director of SACOG, I submitted to the City oral and written testimony in support of this project during the entitlement process. I understand that the project has now received its entitlements from the City and is ready to move forward, having drawn no lawsuits to challenge the City’s approvals.

Township 9 has the potential to be the first major transit-oriented development constructed in the City’s downtown area and will kick-start development in the Richards Boulevard area. I consider Township 9 a prime example of the type of master plan project SACOG advocates. Township 9 is consistent with the smart growth principles and objectives set forth in the Preferred Blueprint Scenario, and I believe its development will set an example for future development in the City.

The Blueprint calls for capturing a greater amount of regional employment, retail, and housing within or contiguous to the existing urban footprint to reduce urban sprawl and protect open space and agricultural land within the greater Sacramento region. The project meets this objective by providing higher density urban development with residential, office and retail uses in close proximity to the downtown urban center.

In particular, the project proposes development of approximately 2,350 residential units of various housing types, including apartments, condominiums, townhomes, and live/work units. These diverse housing types make the project ideal for any type of household including couples, small families, single working professionals, seniors and other family groups. The proposed project will locate these 2,350 residential units near approximately 839,628 square feet of office space and 146,194 square feet of retail/restaurant space.
This mix of uses will be located adjacent to the planned Downtown-Natomas-Airport (DNA) light rail line and the project includes densities of residential and office development that would support the feasibility of constructing this line. The proposed light rail line extension also provides a physical connection between the project area and the downtown center, allowing easy access for project residents to downtown employment and nightlife.

One of the City’s goals is to develop the downtown area, including the project area, as the urban core of the City. The Township 9 project is ready to begin development and its location near the downtown urban core and adjacent to the proposed light rail line extension promote the City’s goal of revitalizing the Central City as a viable living, working, shopping and cultural environment.

SACOG looks forward to seeing development of the Township 9 project progress. I therefore encourage the City to pursue State funding through Proposition 1C in order to make development of this project a reality.

Thank you for your consideration of these comments.

Sincerely,

Mike McKeever
Executive Director

cc: Lynn Jacobs, Director of Department of Housing and Community Development

MEMBERS OF THE SACRAMENTO CITY COUNCIL
RE: City of Sacramento’s letter of support for the Township 9 for Proposition 1C Infill Grant Funds

Dear Ms. Jacobs:

On behalf of the City of Sacramento, I would like to express our strong support for the Township 9 Development. On March 18, 2008, City Council identified Township 9 as the City’s top priority as a Qualified Infill Area for the first round of funding for the Proposition 1C Infill Infrastructure Grant Program. This 55-acre site, in the heart of the City’s River District, is owned by Capitol Station 85, LLC. When complete, Township 9 will result in a vibrant new neighborhood that links Downtown to the American River, transforming the site from an aging industrial area into a new exciting urban destination.

Township 9 has also been accepted to participate in the U.S. Green Building Council’s new LEED certification program for “Neighborhood Design” (LEED-ND). In its first phase, this sustainable mixed use development will include 42,000 square feet of retail and over 750 housing units, of which 139 units will be affordable to low, very low, and extremely low-income households. Ultimately, the development of Township 9 will result in 2,360 new housing units and almost one million square feet of retail and office development.

Furthermore, Township 9 will create a new transit-oriented community located within easy walking distance to the new Richards Boulevard light rail station which will provide direct service for employees and residents to Downtown as well as to the Sacramento Valley Station. In addition to light rail service to destinations throughout Sacramento County, the Sacramento Valley currently offers connections via Amtrak to the San Francisco Bay Area and beyond.

Finally, Township 9 will result in new public access to the American River and the American River Bike Trail. The waterfront will be developed with a wide range of public amenities including parks, open spaces, bike paths, and community facilities. As a result of all these features, we believe that Township 9 is an ideal candidate for Proposition 1C Infill Infrastructure Grant Program.

Sincerely,

HEATHER FARGO
MAYOR

OFFICE OF THE
MAYOR
CITY OF SACRAMENTO
HEATHER FARGO
CALIFORNIA

April 4, 2008

Lynn Jacobs, Director
Department of Housing
and Community Development
1800 Third Street
Sacramento, CA 95811

A-9