

OFFERING MEMORANDUM

Proposals Due: January 16, 2025

Monastery of the Angels



1977 Carmen Ave
Los Angeles, CA

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Background



Background on the Dominican Nuns

St. Dominic established the first community of cloistered Dominican nuns in 1206 in Prouille, France. Over the centuries, communities of Dominican nuns have spread throughout the world and are a great source of spiritual strength for the Order and local communities.

Free from the distractions of the world, the nuns dedicate themselves to a life of prayer and contemplations for the salvation of souls.

There are many autonomous Dominican monasteries of nuns around the world and North America. In 1934 the Dominican Nuns purchased the Giroux Estate in the Hollywood hills. From their hilltop the nuns had a spectacular view overlooking Hollywood and extending out to the Santa Catalina islands.

In silence one could enjoy watching the gorgeous Pacific evening sunsets. The main building was designed by noted architect Wallace Neff in the Spanish Colonial Revival style. Soon thereafter construction of the newly designed monastery began and for 90 years the Monastery of the Angels was well known as a spiritual oasis for all who came seeking the prayers of the nuns.



Guidance for Proposers

After celebrating over 100-years of faithfully praying for the needs of the people of the city of Hollywood and the surrounding community and world, the Dominican Nuns of the Monastery of the Angels have partnered with the Dominican Nuns of Menlo Park (<https://www.opnunsmenlo.org/>) to seek out a new future for this beautiful and sacred property. The Nuns are part of the world-wide Order of Preachers (aka the Dominicans) founded by St. Dominic in the 13th century. Though independent in their operations and civil structures, the Nuns belong to the same extended Dominican family and collaborate in their shared mission to preach the Gospel.

While the Nuns do not want to overly restrict the range of proposals submitted for consideration, the Nuns have dramatically decreased the anticipated property value in hopes that (1) a long-term ground lease might be considered which would increase the likelihood that the Nuns would retain ownership of the property while supporting a mission aligned use of the property or, alternatively, (2) by offering a discounted value to a new owner who may propose a use in alignment with the Four Dominican Pillars of Prayer, Study, Community and Service. The following is provided to assist Interested Parties in preparation of their proposals.

- DISCOUNTED PROPERTY VALUE - Fifteen Million Dollars (\$15,000,000)
- GROUND LEASE: Terms to include a) an annual market rate return on the Discounted Property Value, (b) a personal guarantor, (c) an agreement to not have annual payments contingent on the proposed projects success, and (d) not being subordinated to future debt.
- OTHER CONSIDERATIONS - To the extent the offer price or ground lease does not meet the Discounted Property Value, the proposer should provide a clear explanation for how the project's mission and/or alignment with the four Dominican Pillars of community, ministry (service), study, and prayer might justify said discount
- CONTINGENCIES - Any and all contingencies should be clearly detailed, with a preference for limiting said contingencies
- DEPOSIT STRUCTURE - To the extent contingencies exist and the feasibility period is extended, deposits should be significant, nonrefundable and released to the property owner throughout the proposed period.
- OUTSIDE DATE FOR CLOSE OF ESCROW or LEASE TRANSITIONS - There is a preference for a close of escrow or lesae transition period within 60-90 days, as opposed to a lengthier period
- EXPERIENCE - Demonstrated expertise and experience in the delivery of projects that compare to the proposed project
- FINANCIAL STRENGTH - Proof of the financial resources required to successfully execute a project this nature and scope

Selection Process

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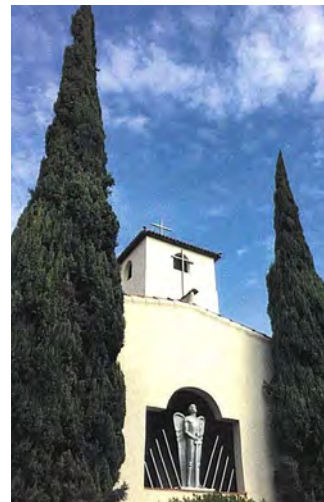
SELECTION PROCESS FOR SUBMITTALS

All Proposals will be reviewed by the leadership of the Dominican Nuns (the “Leadership”) with respect to the qualifications of the proposer and the alignment of the proposal with the stated preferences. In selecting a proposal, if any, the Leadership may consider a range of factors, including, but not limited to, the financial qualifications and terms offered; the experience, expertise and professional qualifications of the proposer team; the nature, scope and extent of impacts of the proposed use; overall benefit to the future of the Dominican Order and other appropriate criteria.

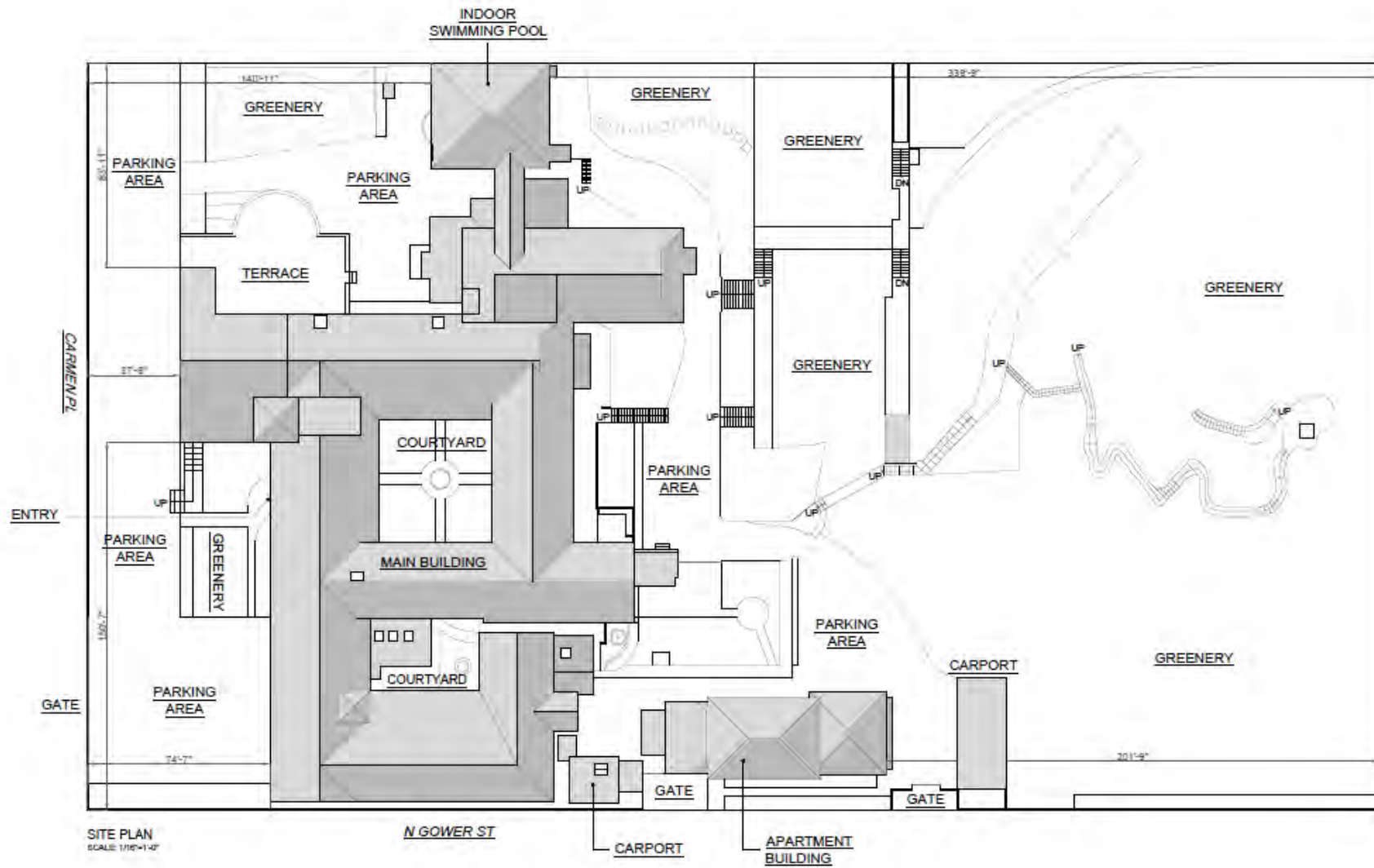
All proposals will be subject to review by legal counsel with respect to compliance with all applicable laws including, but not limited to, laws associated with the use or disposition of religious and/or nonprofit owned properties. All proposals must contain proposed material agreement terms and documentation of financial responsibility (detailed herein).

All inquiries associated with the Property, to garner assistance in a tour of the Property, and all proposals should be directed via email to: **Dominic D. Dutra** at ddutra@emmausgroup.com.

The Leadership reserves the right to accept proposals, or reject all proposals, at its sole discretion.

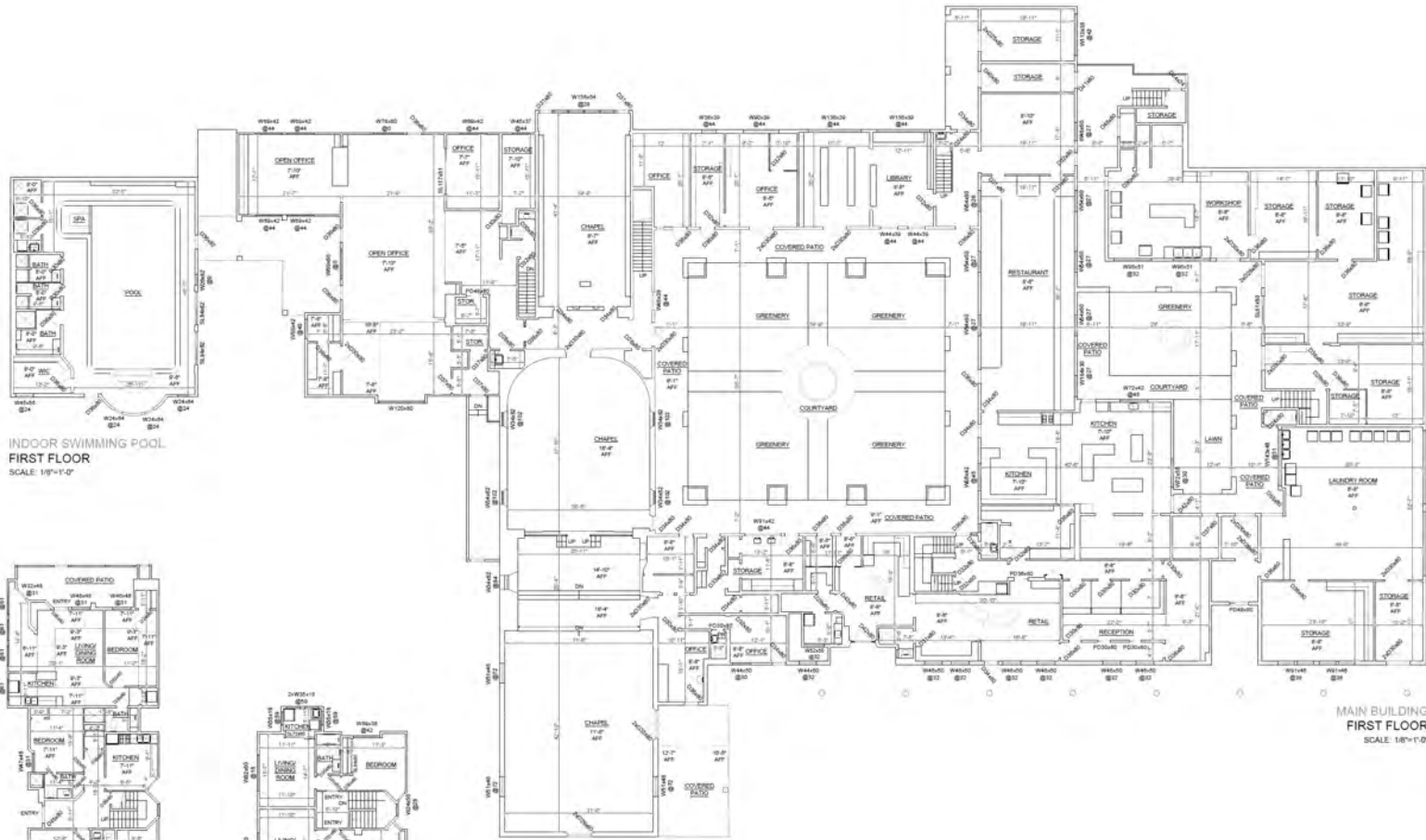


Site Plan



Floor Plan

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MAIN BUILDING
FIRST FLOOR
SCALE: 1/8"=1'-0"

INDOOR SWIMMING POOL
FIRST FLOOR
SCALE: 1/8"=1'-0"



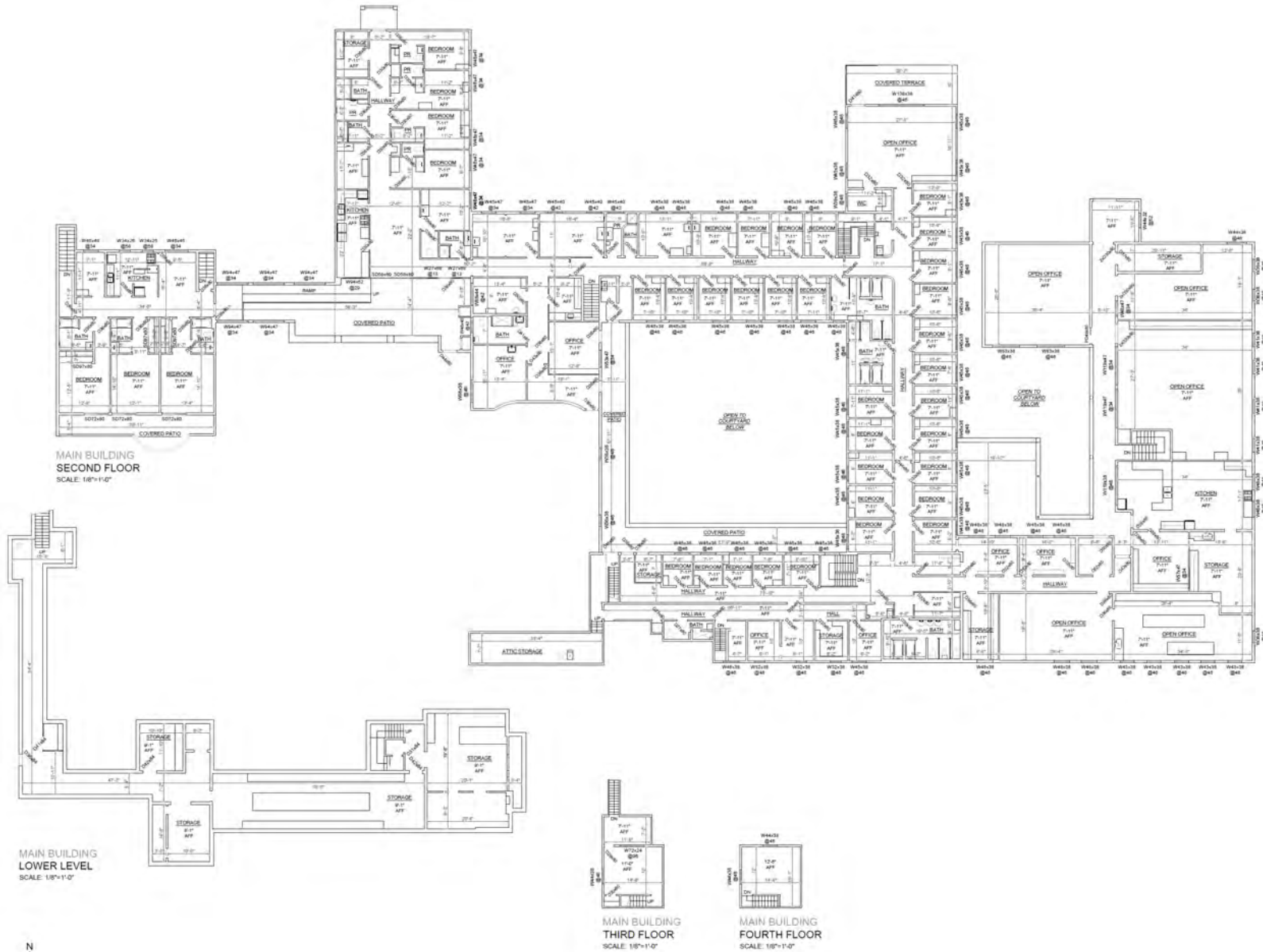
APARTMENT BUILDING
FIRST FLOOR
SCALE: 1/8"=1'-0"



APARTMENT BUILDING
SECOND FLOOR
SCALE: 1/8"=1'-0"



Floor Plan



General Plan & Zoning

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General Plan Land Use

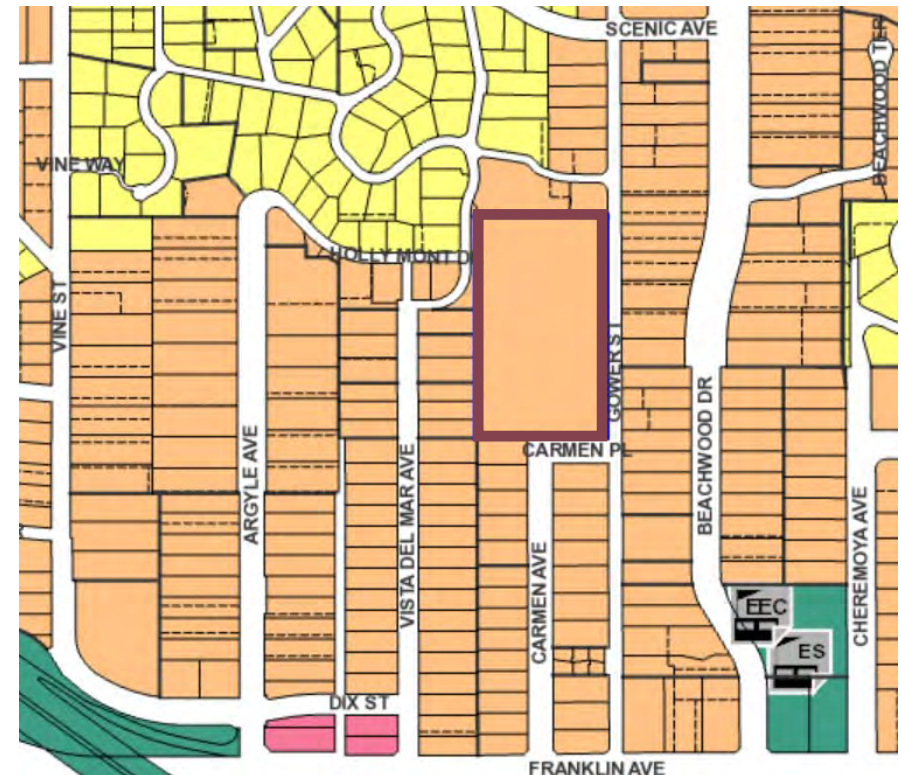
Low Medium II: 18-29 dwelling units/net acre

Zoning

- RD1.5-1XL
- SEC. 12.09.1. "RD" RESTRICTED DENSITY MULTIPLE DWELLING ZONE
- GENERALIZED SUMMARY OF ZONING REGULATIONS
- ZI-2427 Freeway Adjacent Advisory Notice for Sensitive Uses
- ZI-2452 Transit Priority Area in the City of Los Angeles
- Transit Oriented Communities Affordable Housing Incentive Program Guidelines (TOC Guidelines)

District

4th District
Councilmember: Nithya Raman



Religious Land Use

The land use provisions of the Religious Land Use and Institutionalized Persons Act of 2000 (RLUIPA), 42 U.S.C. §§ 2000cc, et seq., protect individuals, houses of worship, and other religious institutions from discrimination in zoning and landmarking laws (for information on RLUIPA's institutionalized persons provisions, please refer to the Civil Rights Division's Special Litigation Section).

Religious assemblies, especially smaller or unfamiliar ones, may be illegally discriminated against on the face of zoning codes and also in the highly individualized and discretionary processes of land use regulation. Zoning codes and landmarking laws may illegally exclude religious assemblies in places where they permit theaters, meeting halls, and other places where large groups of people assemble for secular purposes. Or the zoning codes or landmarking laws may permit religious assemblies only with individualized permission from the zoning board or landmarking commissions, and zoning boards or landmarking commission may use that authority in illegally discriminatory ways.

To address these concerns, RLUIPA prohibits zoning and landmarking laws that substantially burden the religious exercise of churches or other religious assemblies or institutions absent the least restrictive means of furthering a compelling governmental interest. This prohibition applies in any situation where: (i) the state or local government entity imposing the substantial burden receives federal funding; (ii) the substantial burden affects, or removal of the substantial burden would affect, interstate commerce; or (iii) the substantial burden arises from the state or local government's formal or informal procedures for making individualized assessments of a property's uses. In addition, RLUIPA prohibits zoning and landmarking laws that:

- (1) treat churches or other religious assemblies or institutions on less than equal terms with nonreligious assemblies or institutions;
- (2) discriminate against any assemblies or institutions on the basis of religion or religious denomination;
- (3) totally exclude religious assemblies from a jurisdiction; or
- (4) unreasonably limit religious assemblies, institutions, or structures within a jurisdiction.

The Department of Justice can investigate alleged RLUIPA violations and bring a lawsuit to enforce the statute. The Department can obtain injunctive, but not monetary, relief. Individuals, houses of worship, and other religious institutions can also bring a lawsuit in federal or state court to enforce RLUIPA.

SB 4

SB 4, the Affordable Housing on Faith Lands Act, provides a streamlined process for religious organizations and nonprofit colleges to develop affordable housing on their property.

Many of California's faith-based organizations and non-profit colleges are located on lands where multifamily housing is expressly prohibited by local zoning codes. In order to build homes on these lands, they must first rezone the land – a time-consuming and expensive proposition that can add years to the process of building the affordable homes Californians need.

The rezoning process also increases the risk and uncertainty for housing, since such applications are subject to an unlimited number of appeals and lawsuits from neighbors who may oppose housing on the site. This risk and uncertainty is a major driver of skyrocketing housing costs for all Californians.

SB 4 will make it legal for faith-based institutions and non-profit colleges to build affordable, multi-family homes on lands they own by streamlining the permitting process and overriding local zoning restrictions. The bill also guarantees “by-right” approval of new homes, as long as they are consistent with all objective building standards and comply with existing environmental protections. Finally, the bill will end the misuse of the California Environmental Quality Act, which is often invoked to block these types of homes.

SB 4 will help our state's construction workforce rise and thrive through the following provisions:

Construction workers on SB 4 projects will be paid prevailing wages on projects with over 10 homes.

On projects with at least 50 homes, contractors must offer apprentices employment and pay for health care for construction workers and their dependents.

The pro-worker provisions help create new opportunities for construction workers while enhancing the state's ability to grow the skilled workforce necessary to build the homes we need.

Any housing built under SB 4 must be deed-restricted affordable for a minimum of 55 years for rental properties, and 45 years for homes offered for ownership. Density and height restrictions must align with appropriate standards for affordable housing under existing housing element law.

Author: Wiener (D, SD 11)

Co-sponsors: Non-Profit Housing Association of Northern California (NPH), Southern California Association of Non-Profit Housing (SCANPH), Jewish Public Affairs Committee of California (JPAC), California Conference of Carpenters, Inner City Law Center

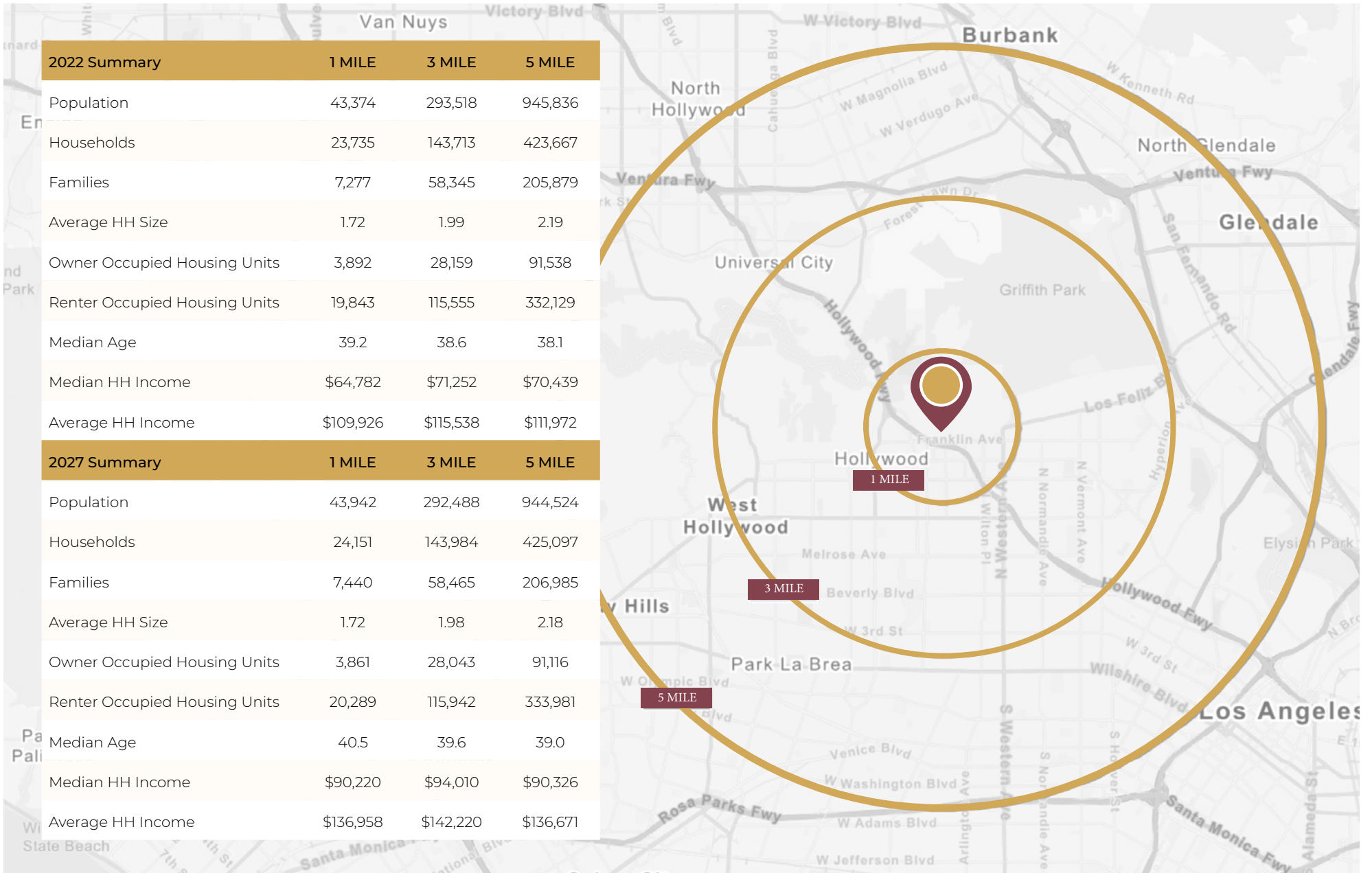
Hollywood, California

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Hollywood is a neighborhood in Los Angeles, California, most famous for its iconic film industry and studios. In 1886 when it was only an agricultural community, a real estate developer on his honeymoon, named H.J. Whitley, stood atop the hill in Hollywood looking over the valley. A Chinese man hauling wood passed by and Whitley asked him what he was doing. When the man, because of his accent, replied, "holly-wood", Whitley was inspired to name the area Hollywood. Whitley's town grew and in 1903 it became a municipality. In the early 1900s filmmakers began to make movies in Los Angeles, and in 1910 Hollywood merged with Los Angeles. Its first studio opened in 1911. As the film industry grew Hollywood gained the nickname Tinseltown, and today it is known as the most famous film industry center in the world.



Demographics



Proprietary Information

PROPRIETARY INFORMATION

All Proposals and any related documents received in response to this RFQ/P shall become the property of property owners without any restriction on usage and are non-returnable. Respondent may maintain a copy of any such material for their records. The property owners shall own the entire copyright of whatever nature or extent and in all media whatsoever to any documents (records) produced through the submittal.

Respondent acknowledges that all information submitted to the property owners in response to this RFQ shall become the property of the the property owners upon receipt and will not be returned. Any information deemed to be confidential by the Respondent should be clearly noted on the page or pages where such confidential information is contained; however, the property owners cannot guarantee that it will not be compelled to disclose all or part of said information.

All confidential information, which is clearly identified as such, shall to the extent permitted by law, be held in confidence and used only in the evaluation process for the RFQ/P, except as the property owners are otherwise permitted by written instructions from the Respondent. Respondent shall be solely responsible for protecting their own trade secrets or confidential information and will be responsible for all costs associated with protecting such information from disclosure. The property owners have no duty to defend proprietary information from any public records request.

Rights - Property Owner and Broker

RIGHTS OF THE PROPERTY OWNERS AND 3D STRATEGIES, INC.

In connection with this procurement process, including the receipt and evaluation of Responses and any eventual transaction, the property owners reserves to itself (at its sole discretion) all rights available to it under applicable law, including without limitation, with or without cause, and with or without notice, the right to:

- a. Cancel, withdraw, postpone, or extend this process in whole or in part, at any time prior to the execution of the transaction, without incurring any obligations or liabilities.
- b. Modify the schedule.
- c. Waive deficiencies, informalities and irregularities in a Response.
- d. Suspend and terminate the process or terminate evaluations of Responses received.
- e. Hold meetings and interviews, and conduct discussions and correspondence, with one or more of the Respondents to seek an improved understanding of any information contained in a Response.
- f. Seek or obtain, from any source, data that has the potential to improve the understanding and evaluation of the Response.
- g. Seek clarification from any Respondent to fully understand information provided in the Response and to help evaluate and rank the Respondents.
- h. Reject a Response containing exceptions, additions, qualifications or conditions not called for in the RFQ /P or otherwise not acceptable to the property owners
- i. Conduct an independent investigation of any information, including prior experience, included in a Response by contacting references, accessing public information, contacting independent parties, or any other means.
- j. Request additional information from a Respondent during the evaluation of its Response.



Dominic D. Dutra

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510.366.9931

DRE License #: 00963281

While the information contained herein has been provided in good faith and in an effort to provide prospective lessees, buyers and/or developers with relevant property data, it should not be considered a substitute for a thorough due diligence investigation.

The information contained herein has been obtained from sources we believe to be reliable; however, neither Dominic D. Dutra, 3D Strategies, Inc. and/or Emmaus Group (the "Broker") has not verified, and will not verify, any of the information contained herein, nor has the Broker conducted any conclusive investigation regarding these matters and makes no warranty or representation whatsoever regarding the accuracy or completeness of the information provided. All potential lessees, buyers and/or developers must take appropriate measures to verify all of the information set forth herein.

The Broker has not made any investigation, and makes no warranty or representation, with respect to the subject property, the future projected financial performance of the property, the property's development potential, the size and square footage of the property and improvements, the presence or absence of contaminating substances, PCBs or asbestos (or any other hazardous materials or substances), the compliance with Local, State and Federal regulations, or the physical condition of the improvements of the subject property.