



October 9, 2018

Mr. Kirk Pelser, Assistant City Manager
 Mr. Joaquin Wong, Sr. Project Manager
CITY OF POMONA
Vehicle Parking District
 505 South Garey Avenue
 Pomona, CA 91766

RE: Professional Services Agreement Letter Proposal
 Maya Theater and Parking Structure Implementation

Dear Mr. Pelser and Mr. Wong:

Pursuant to our conversation on October 9, 2018 this letter proposal provides for Tierra West Advisors, Inc. ("Tierra West") to continue advising and assisting the City of Pomona ("City") and Vehicle Parking District (VPD) with the Maya Theater and Parking Structure Implementation ("Maya Development"). The Maya Development consists of a mixed use project including: a theatre, retail and residential uses on Lot 7; Lot 6, an undeveloped VPD/City parcel; and the Gist Building and development of a 700 to 1000 stall parking structure at the location of Lot 10 ("Project Site").

While the project is viewed as catalytic to the growth and viability of the area, it also underscores the mounting urgency for more and efficient parking than currently exists. Tierra West is intimately familiar with the Maya Cinemas Group. Tierra West's longstanding experience with these types of projects and development proponents affords the City and VPD a unique opportunity and vantage point to support the City in developing the project structure and assist with development strategies that are both beneficial to the community and favorable for the City.

Tierra West is requesting the following:

1. Approve and issue a Purchase Order for \$25,000 for Tierra West to advise and provide consulting services to Maya Cinemas for completion of the Disposition and Development Agreement, parking structure negotiations, New Market Tax Credit financing, DDA requirements and due diligence, Union Pacific sale to the City of 1st Street, utility support, DDA approval by City Council and completion of the phased development.

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REAL ESTATE & DEVELOPMENT
 STRATEGISTS

Tierra West Advisors, Inc. ("Tierra West") is a real estate and financial advisory firm based in the City of Los Angeles. For the past 30+ years, the principals of Tierra West have provided economic development and real estate strategies to both public agencies and private entities. As a licensed California brokerage firm, we provide a comprehensive portfolio of real estate advisory services. Services range from dispositions and acquisitions, project and program management, land assemblage, market analysis, project conception, entitlement approvals, financial and economic feasibility, asset management, development agreement negotiations, public outreach, TOD, financing, marketing, leasing, and project close-out.

Current projects include local agency property management strategies, tax credit developments, economic analyses, market analysis, site analysis, transactional structuring, agreement negotiations, financial feasibility studies, city planning services, economic development strategies, feasibility studies, tax revenue analysis, financial evaluation of master plans and much more.

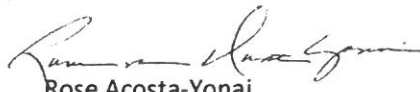
Tierra West is qualified to support the City and VPD on the described projects as a result of the firm's experience with public private partnerships (P3s), market analysis, project economic analysis, redevelopment planning, project area adoption, economic program development, housing analysis, transactional structuring, and fiscal analysis.

Please execute two (2) copies of this Professional Services Agreement Letter Amendment No. 1 and return one (1) fully executed copy to our office for our records. The 2nd copy is for your files.

Thank you for considering Tierra West for these services. Please do not hesitate to contact me if you have any questions or comments.

Respectfully,
Tierra West Advisors, Inc.


John Yonai
Principal


Rose Acosta-Yonai
Principal

Agreed and Accepted:
City of Pomona

Name

Date

