



AGENDA AND NOTICE OF THE SPECIAL MEETING OF THE
SAN GABRIEL VALLEY REGIONAL HOUSING TRUST FUND BOARD OF
DIRECTORS

TUESDAY, JANUARY 4, 2022 – 10:00 A.M.

Teleconference Meeting

Zoom Link: <https://us06web.zoom.us/j/86126823712>

Livestream Available at: <https://youtu.be/iaaw3On1heo>

Thank you for participating in today's meeting. The Board of Directors encourages public participation and invites you to share your views on agenda items.

MEETINGS: The Board of Directors agenda packet is available at the San Gabriel Valley Regional Housing Trust (SGVRHT) Office, 1000 South Fremont Avenue, Suite 10210, Alhambra, CA, and on the website, www.sgvrrht.org. Copies are available via email upon request (bacevedo@sgvrht.org). Documents distributed to a majority of the Board after the posting will be available for review in the SGVCOG office and on the SGVRHT website. Your attendance at this public meeting may result in the recording of your voice.

PUBLIC PARTICIPATION: Your participation is welcomed and invited at all Board of Directors meetings. Time is reserved at each regular meeting for those who wish to address the Board. SGVRHT requests that persons addressing the meeting refrain from making personal, slanderous, profane or disruptive remarks.

TO ADDRESS THE GOVERNING BOARD: At a regular meeting, the public may comment on any matter within the jurisdiction of the Board of Directors during the public comment period and may also comment on any agenda item at the time it is discussed. At a special meeting, the public may only comment on items that are on the agenda. Members of the public wishing to speak are asked to complete a comment card or simply rise to be recognized when the Chair asks for public comments to speak. We ask that members of the public state their name for the record and keep their remarks brief. There is a three-minute limit on all public comments. Proxies are not permitted, and individuals may not cede their comment time to other members of the public. **The Board of Directors may not discuss or vote on items not on the agenda.**

AGENDA ITEMS: The Agenda contains the regular order of business of the Board of Directors. Items on the Agenda have generally been reviewed and investigated by the staff in advance of the meeting so that the Board of Directors can be fully informed about a matter before making its decision.

CONSENT CALENDAR: Items listed on the Consent Calendar are considered to be routine and will be acted upon by one motion. There will be no separate discussion on these items unless a Board member or citizen so requests. In this event, the item will be removed from the Consent Calendar and considered after the Consent Calendar. If you would like an item on the Consent Calendar discussed, simply tell Staff or a member of the Board of Directors.

SGVRHT Officers

Chair
Jed Leano

Vice-Chair
Becky Shevlin

**Jurisdictional
Representatives**
Northeast Representative
Gary Boyer, Glendora

Northwest Representative
Becky Shevlin, Monrovia

Central Representative
Maria Morales, El Monte
(Delegate)
Emmanuel Estrada,
Baldwin Park (Alternate)

Southeast Representative
Patty Cortez, Covina

Southwest District
Adele Andrade-Stadler,
Alhambra

At-Large Representatives
Margaret Finlay, Duarte
Jed Leano, Claremont

**Housing/Homeless
Experts**
Carol Averell (Delegate)
Benita DeFrank (Delegate)
Alma Martinez (Alternate)

Members

Alhambra
Arcadia
Azusa
Baldwin Park
Claremont
Covina
Diamond Bar
Duarte
El Monte
Glendora
Irwindale
La Cañada Flintridge
La Verne
Monrovia
Montebello
Pasadena
Pomona
San Gabriel
South El Monte
South Pasadena
Temple City
West Covina



In compliance with the Americans with Disabilities Act, if you need special assistance to participate in this meeting, please contact the SGVCOG office at (626) 457-1800. Notification 48 hours prior to the meeting will enable the SGVCOG to make reasonable arrangement to ensure accessibility to this meeting.



MEETING MODIFICATIONS DUE TO THE STATE AND LOCAL STATE OF EMERGENCY RESULTING FROM THE THREAT OF COVID-19: On March 17, 2020, Governor Gavin Newsom issued Executive Order N-29-20 authorizing a local legislative body to hold public meetings via teleconferencing and allows for members of the public to observe and address the meeting telephonically or electronically to promote social distancing due to the state and local State of Emergency resulting from the threat of the Novel Coronavirus (COVID-19).

To follow the new Order issued by the Governor and ensure the safety of Board Members and staff for the purpose of limiting the risk of COVID-19, in-person public participation at the San Gabriel Valley Regional Housing Trust Board of Directors meeting scheduled for January 4, 2022 at 10:00 AM will not be allowed. To allow for public participation, the Executive Committee will conduct its meeting through Zoom Video Communications. To participate in the meeting, download Zoom on any phone or computer device and copy and paste the following link into your browser to access the live meeting: <https://us06web.zoom.us/j/86126823712>. You may also access the meeting via the livestream link on the front of the agenda page.

Submission of Public Comments: For those wishing to make public comments on agenda and non-agenda items you may submit comments via email or by phone.

- Email: Please submit via email your public comment to Brielle Acevedo at bacevedo@sgvrht.org at least 1 hour prior to the scheduled meeting time. Please indicate in the Subject Line of the email "FOR PUBLIC COMMENT." Emailed public comments will be part of the recorded meeting minutes but will not be read aloud. A copy of all public comments will be forwarded to the Committee.
- Zoom: Through Zoom, you may speak by using the web interface "Raise Hand" feature. Wait to be called upon by staff, and then you may provide verbal comments for up to 3 minutes. Public comment is taken at the beginning of the meeting for items not on the agenda. Public comment is also accepted at the beginning of each agenda item.

Any member of the public requiring a reasonable accommodation to participate in this meeting should contact Brielle Acevedo at least 48 hours prior to the meeting at (626) 209-9238 or at bacevedo@sgvrht.org.

PRELIMINARY BUSINESS

5 MINUTES

1. Call to Order
2. Pledge of Allegiance
3. Roll Call
4. Public Comment (*If necessary, the President may place reasonable time limits on all comments*)
5. Changes to Agenda Order: Identify emergency items arising after agenda posting and requiring action prior to next regular meeting.

CONSENT CALENDAR

5 MINUTES

6. Board of Directors Minutes- December 8, 2021 Meeting- Page 1
Recommended Action: Adopt Board of Directors minutes for the December 8, 2021 meeting.
7. Special Findings to Enable SGVRHT Board to continue to hold Teleconference meetings- Page 3
Recommended Action: Adopt Resolution 22-01 making specified findings to enable the SGVRHT Board of Directors to continue to hold meetings via teleconferencing

ACTION ITEMS

15 MINUTES

8. Pipeline Funding Allocation- Page 7
Recommended Action: Adopt Resolution 22-02 adopting pipeline scoring and authorizing the Executive Director to execute Letters of Intent to the following projects: 1. Vista Del Monte (Baldwin Park) \$500,000 2. 11730 Ramona (El Monte) \$1,520,000 3. Prisma Artist Lofts \$2,000,000 (Pomona)

UPDATE ITEMS

10 MINUTES

9. Chair's Report
10. Executive Director's Report
11. General Counsel's Report

ADJOURN

SGVRHT Board of Directors Unapproved Minutes

Date: December 8, 2021
Time: 11:00 AM
Location: Zoom Virtual Meeting

PRELIMINARY BUSINESS

1. Call to Order
Chair Leano called the meeting to order at 11:00 AM.
2. Pledge of Allegiance
3. Roll Call

A quorum was in attendance.

Members Present

Becky Shevlin, City of Monrovia
Jed Leano, At-Large Member
Carol Averell, City of Baldwin Park
Maria Morales, City of El Monte
Adele Andrade-Stadler, City of Alhambra
Gary Boyer, City of Glendora
Staff

M. Creter, Executive Director, SGVRHT
B. Acevedo, SGVRHT
D. DeBerry, General Counsel

4. Public Comment
There was no public comment.
5. Changes to Agenda Order
There were no changes to agenda order.

Members Absent

Margaret Finlay, City of Duarte
Patty Cortez, City of Covina
Benita DeFrank, Housing/
Homeless Expert

CONSENT CALENDAR

6. Board of Directors Minutes- September 8, 2021 Meeting
Recommended Action: Adopt Board of Directors minutes for the September 8, 2021 meeting.
7. Board of Directors Minutes- November 15, 2021 Meeting
Recommended Action: Adopt Board of Directors minutes for the November 15, 2021 meeting.
8. Special Findings to Enable SGVRHT Board to continue to hold Teleconference meetings
Recommended Action: Adopt Resolution 21-23 making specified findings to enable the SGVRHT Board of Directors to continue to hold meetings via teleconferencing

There was a motion to approve Consent Calendar Items 6, 7, and 8. (M/S: Andrade-Stadler, Morales).

[Motion Passed]

AYES:	Andrade-Stadler, Averell, Boyer, Leano, Morales
NOES:	

ABSTAIN:	
ABSENT:	Finlay, DeFrank, Cortez

ACTION ITEMS

9. Homeless Housing Pilot Funding Allocation
There was a motion to a adopt Resolution 21-24 authorizing the Executive Director to negotiate and enter into an Agreement with the City of Baldwin Park for up to \$1,250,000 to support the development of up to 50 beds of homeless housing (M/S: Shevlin/Boyer).

AYES:	Andrade-Stadler, Averell, Boyer, Leano, Morales, Shevlin
NOES:	
ABSTAIN:	
ABSENT:	Finlay, DeFrank, Cortez

UPDATE ITEMS

There were no update items.

GENERAL COUNSEL'S REPORT

There was no General Counsel Report

EXECUTIVE DIRECTOR'S REPORT

M. Creter shared an update from the Grand Opening of Esperanza Villa, the SGVRHT and SGVCOG funded tiny home bridge housing site in the City of Baldwin Park. She also shared a Spectrum News clip featuring an interview from a resident of Esperanza Villa.

CHAIR'S REPORT

There was no Chair's Report.

ADJOURN

Chair Leano adjourned the meeting at 11:29 AM.

REPORT

DATE: January 4, 2021

TO: SGVRHT Board of Directors

FROM: Marisa Creter, Executive Director

**RE: ADOPT RESOLUTION 22-01 MAKING SPECIFIED FINDINGS TO
ENABLE THE GOVERNING BOARD TO CONTINUE TO HOLD
MEETINGS VIA TELECONFERENCING**

RECOMMENDED ACTION

Adopt Resolution 22-01 making certain findings that the existence of a local and state of emergency in California caused by the ongoing COVID-19 pandemic continues to directly impact the ability of the SGVRHT to hold public meetings safely in person thereby necessitating an ability to continue holding meetings via teleconferencing.

BACKGROUND

Introduced by Assemblymember Robert Rivas (D-Hollister) on February 1, 2021, AB 361 codifies portions of Governor Gavin Newsom's existing Ralph M. Brown Act exemptions pertaining to teleconferencing if a local agency issues an emergency finding, and reissues it every 30 days, that it is unsafe to meet in person. Specifically, the Brown Act exemptions include requirements to provide a public teleconference location, to maintain a member quorum within the agency's jurisdiction and to provide for public comment at each teleconference location, such as a private residence. The legislation expires in December 2024. On September 16, 2021, California Governor Gavin Newsom signed AB 361 into law, effective immediately.

A local agency wishing to rely on the provisions of AB 361 must meet one of the following criteria:

1. The local agency holds a meeting during a proclaimed state of emergency, and state or local officials have imposed or recommended measures to promote social distancing; or
2. The local holds a meeting during a proclaimed state of emergency for the purpose of determining, by majority vote, whether as a result of the emergency, meeting in person would present imminent risks to the health or safety of attendees; or
3. The local agency holds a meeting during a proclaimed state of emergency and has determined, by majority vote, that, as a result of the emergency, meeting in person would present imminent risks to the health or safety of attendees.

On March 4, 2020, Governor Newsom proclaimed a State of Emergency in California due to the threat of COVID-19 and shortly thereafter issued Executive Order N-29-20 suspending certain Brown Act provisions relating to teleconferencing as public meetings

began to be held online.¹ However, this Executive Order expired on September 30, 2021, despite the State of Emergency remaining in place.

The threat that COVID-19 has presented continues to directly impact the ability of the SGVRHT to conduct Board of Directors meetings safely in person. Updated guidelines issued by the Centers for Disease Control and Los Angeles Department of Public Health in July and August 2021 advise governmental entities to refrain from conducting indoor meetings and consider moving operations outdoors, where feasible, to prevent transmission. SGVRHT staff finds it has been unable to find a suitable outdoor space with the requisite audio/visual capabilities at which the monthly Committee meetings can be held safely. Similarly, an indoor space with sufficient capacity to accommodate safe social distance practices among members, staff, and the public could not be identified

In order to continue to conduct meetings in a safe manner and to prevent unnecessary COVID-19 exposure to members, staff and the public, staff is recommending that the Board of Directors adopt Resolution 22-01 making certain findings in order to be able to continue teleconferencing for its meetings.

Prepared by: 
Brielle Acevedo
Principal Management Analyst

Approved by: 
Marisa Creter
Executive Director

ATTACHMENTS

Attachment A – Resolution 22-01

¹ Similarly, on March 4, 2020, the Los Angeles County Board of Supervisors and Los Angeles County Health Officer declared a local and health emergency due to the threat of COVID-19.

RESOLUTION NO. 22-01

**RESOLUTION OF THE SAN GABRIEL VALLEY REGIONAL HOUSING TRUST
(SGVRHT) MAKING SPECIFIED FINDINGS TO ENABLE THE BOARD OF
DIRECTORS TO CONTINUE TO HOLD MEETINGS VIA TELECONFERENCING**

WHEREAS, AB 361 (Rivas), and specifically Government Code section 54953 (“Section 54953”), authorizes local agencies to use teleconferencing without complying with the specified teleconferencing requirements imposed by the Ralph M. Brown Act when the legislative body of a local agency holds a meeting during a declared state of emergency and makes certain findings relating thereto; and

WHEREAS, Section 54953 allows for local agencies to teleconference if the legislative body finds, among other things, that state or local official continue to impose or recommend measures to promote social distancing or whether a state of emergency directly impacts the ability of the legislative body to meet safely and that meeting in person would present imminent risks to the health and safety of attendees; and

WHEREAS, on March 4, 2020, the Governor of California proclaimed a State of Emergency to exist in California as result of the threat of COVID-19, which state of emergency remains in place; and

WHEREAS, on March 4, 2020, the Los Angeles County Board of Supervisors and Los Angeles County Health Officer declared a local and health emergency as result of the threat of COVID-19, which emergency remains in place; and

WHEREAS, Los Angeles County and State health officials continue to recommend social distancing as a result of COVID-19; and

WHEREAS, due to the resurgence of COVID-19 reported cases and surge of the Delta variant statewide and in particular, in Los Angeles County, the California Department of Public Health’s Best Practice Guidance encourages all governmental entities to refrain from conducting indoor meetings and consider moving operations outdoors, where feasible, in order to prevent transmission; and

WHEREAS, SGVCOG’s inability to facilitate Governing Board and Committee meetings using a centralized outdoor space with audio/visual capabilities, as well as the lack of indoor capacity to accommodate safe social distance practices among members and joining staff makes it unsafe for its members and the public to meet safely in person; and

WHEREAS, teleconferencing meetings enables the SGVCOG to retain the ability to continue to conduct meetings in a safe manner that would reduce exposure to members and staff to COVID-19; and

WHEREAS, public access and participation remain a core value of the SGVCOG, and the SGVCOG has the capability to meet the requirements in Section 54953 to provide

the public with the ability to view, hear, and participate in such meetings in a manner that protects the statutory and constitutional rights of all persons to participate in such meetings; and

WHEREAS, as a condition of extending the use of the provisions to conduct remote teleconference meetings without compliance with specified Brown Act teleconference requirements, the SGVRHT must reconsider the circumstances of the state of emergency that exists, and the SGVRHT Board of Directors has done so.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors does hereby find the existence of a local and state of emergency in California caused by COVID-19 continues to directly impact the ability of the SGVRHT to hold public meetings safely in person and local and state health officials continue to recommend social distancing.

PASSED, APPROVED, and ADOPTED by the Board of Directors of the San Gabriel Valley Regional Housing Trust, on the 4th day of January 2022.

SAN GABRIEL VALLEY REGIONAL HOUSING TRUST

Jed Leano, Chair

Attest:

I, Marisa Creter, Executive Director and Secretary of the San Gabriel Valley Regional Housing Trust, do hereby certify that Resolution 22-01 was adopted at a meeting of the Governing Board held on the 4th day of January 2022, by the following vote:

AYES:	
NOES:	
ABSTAIN:	
ABSENT:	

Marisa Creter, Secretary

REPORT

DATE: January 4, 2022

TO: Board of Directors

FROM: Marisa Creter, Executive Director

RE: **Project Pipeline Capital Allocations**

RECOMMENDED ACTION

Adopt Resolution 22-02 adopting pipeline ranking and authorizing the Executive Director to issue letters of intent (LOIs) for the following projects:

- Vista del Monte (Baldwin Park)- \$500,000
- 11730 Ramona (El Monte)- \$1,560,000
- Prisma Artist Lofts (Pomona)- \$2,000,000

BACKGROUND

At its September 8, 2021 meeting, the San Gabriel Valley Regional Housing Trust (SGVRHT) Board of Directors adopted funding priorities for the \$20 million State Budget Earmark. \$8 million was allocated to Project Pipeline Capital and must be encumbered by June 2023. Evaluation criteria included:

1. Priority for Local Housing Trust Fund (LHTF) recommended projects if LHTF award is not received (Alhambra- Mariposa, Pomona- East Holt)
2. Readiness to close financing and begin construction within next 12 months
3. Projects with City funding
4. Per unit funding maximum of \$40,000 and overall funding request maximum of \$2,000,000

The SGVRHT scored highly on the LHTF program application, but has not received official award notification. It is not known when the LHTF awards will be announced, although we anticipate an update in the next few weeks. In accordance with evaluation criterion #1, \$1,000,000 is reserved for LHTF recommend projects in the event the SGVRHT is not awarded funding from the 2021 LHTF application. The projects currently on the SGVRHT Project Pipeline were evaluated based on evaluation criteria #2-4 and a threshold readiness to proceed score. A ranking of projects that are ready to proceed is shown in the chart below. The remaining pipeline projects did not meet the readiness to proceed threshold at this time.

Pipeline Ranking:

Rank	City	Project Name	City Funding	Readiness	Funding Recommendation	# of units
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REPORT

1	Baldwin Park	Vista del Monte	52 Project Based Vouchers	Mid 2022	\$500,000	53
2	El Monte	11730 Ramona	\$500,000 ¹	Mid 2022	\$1,560,000	39
3	Pomona*	Prisma Artist Lofts	\$2,625,000 ²	Late 2022	\$2,000,000	75
4	Claremont	Harrison Avenue	tbd ³	Late 2022	-	21
5	Alhambra*	Chapel	tbd ⁴	Late 2022	-	44
Total					\$4,060,000	

*SGVRHT intends to include these projects in its 2022 LHTF application provided the SGVRHT has enough eligible matching funds to submit an application. The minimum application is \$1 million.

An initial allocation of \$4,060,000 across three projects would support the development of 167 units for an average investment of \$24,072 per unit. As shown below, based on funding awards for these three projects, and a reservation of funds for 2021 LHTF projects, \$2.74M would remain available for additional pipeline projects. This amount would increase to \$3.74M if the SGVRHT is awarded 2021 LHTF funds.

Initial Pipeline Funding	\$8,000,000
<i>Funds reserved for 2021 LHTF (if needed)</i>	(\$1,000,000)
<i>Program Admin Funds</i>	(\$200,000)
<i>Recommended 1.4.22 Pipeline Awards</i>	(\$4,060,000)
Funds Remaining	\$2,740,000

A description of the projects recommended for funding at this time is below:

- Vista del Monte (Baldwin Park): 53-unit affordable housing project serving low-income families. The project received 53 project based vouchers from the Baldwin Park Housing Authority. Construction is anticipated to begin in Q2 2022 with an anticipated occupancy date of November 2023. The funding recommendation for this project is \$500,000.
- 11730 Ramona (El Monte): 39-unit affordable housing project for seniors. Construction is anticipated to begin in Q2 2022 with an anticipated occupancy date of December 2023. The funding recommendation for this project is \$1,560,000.
- Prisma Artist Lofts (Pomona): 75-unit affordable housing project for artists and families, including 15 live-work artist lofts. Construction is anticipated to begin in

¹ HOME funds

² City of Pomona Land Loan

³ Pending City Council approval

⁴ City owned land

Q4 2022 with an anticipated occupancy date of Q4 2023. The funding recommendation for this project is \$2,000,000.

DISCUSSION

Staff and the consultant team from Harris and Associates reviewed application materials that had been submitted to the SGVRHT for the projects and reached out to member cities and project developers to gather any updated information required to evaluate projects against the adopted evaluation criteria. The two highest ranking projects are applying to the Los Angeles County Development Authority (LACDA) in late January and a commitment from the SGVRHT will help them score higher and further leverage the SGVRHT's investment. The third highest ranking project is applying for 9% Tax Credits in March and a commitment from the SGVRHT will similarly assist in obtaining a higher score for leveraging local government funds.

Projects that are identified as 2022 LHTF eligible may receive LHTF funds in place of Project Pipeline Capital, which will allow the SGVRHT to support additional projects. SGVRHT intends to award the remaining Project Pipeline Capital funds on a rolling basis.

NEXT STEPS

Staff from Harris and Associates will be available during the staff presentation to provide additional insight on the recommended projects. Upon approval of the recommended project list by the Board, staff will issue LOIs for the recommended projects. Additional Project Pipeline Capital allocations will be made at future board meetings. Staff will continue to work with cities to identify LHTF eligible funding to support additional projects in the region. LHTF eligible funding includes land and funds that are not restricted for use for housing by State or Federal law. Matching funds are required to be on deposit or secured by a legally binding contract prior to submission of the LHTF application. The next application is anticipated in Summer 2022.

Prepared by: Brielle Acevedo
Brielle Acevedo
Principal Management Analyst

Approved by: Marisa Creter
Marisa Creter
Executive Director

ATTACHMENTS

Attachment A – Resolution 22-02 Adopting pipeline ranking and authorizing the Executive Director to issue Letters of Intent to awarded projects

RESOLUTION NO. 22-02

**RESOLUTION OF THE SAN GABRIEL VALLEY REGIONAL HOUSING TRUST
(TRUST) AUTHORIZING EXECUTIVE DIRECTOR TO ISSUE LETTERS OF INTENT
FOR RECOMMENDED PROJECTS**

WHEREAS, the San Gabriel Valley Regional Housing Trust (SGVRHT) Board of Directors allocated \$8 million to Project Pipeline Capital to support projects on the San Gabriel Valley Project Pipeline; and

WHEREAS, the SGVRHT Board adopted evaluation criteria to review projects for Project Pipeline Capital; and

WHEREAS, the SGVRHT evaluated Pipeline Projects for consideration for funding and ranked projects accordingly; and

WHEREAS, the SGVRHT also identified projects that may be eligible for Local Housing Trust Funds (LHTF) and reserves the right to swap Project Pipeline Capital for LHTF funds if awarded; and

WHEREAS, funding awards for the recommended projects would be designated with a Letter of Intent (LOI).

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors adopts the project pipeline ranking and authorizes the Executive Director to issue Letters of Intent (LOIs) to recommended projects, attached hereto and incorporated herein as Exhibit A.

PASSED AND ADOPTED by the Board of Directors of the San Gabriel Valley Regional Housing Trust, in the County of Los Angeles, State of California, on the 4th day of January 2022.

San Gabriel Valley Regional Housing Trust

Jed Leano, Chair

Attest:

I, Marisa Creter, Executive Director and Secretary of the Board of Directors of the San Gabriel Valley Regional Housing Trust, do hereby certify that the foregoing Resolution was adopted at a regular meeting of the Board of Directors held on the 4th day of January 2022, by the following vote:

AYES:	
NOES:	
ABSTAIN:	
ABSENT:	

Marisa Creter, Secretary

Exhibit A – Project Pipeline Capital Scoring

Rank	City	Project Name	City Funding	Readiness	Funding Recommendation	# of units
1	Baldwin Park	Vista del Monte	52 Project Based Vouchers	Mid 2022	\$500,000	53
2	El Monte	11730 Ramona	\$500,000	Mid 2022	\$1,520,000	38
3	Pomona*	Prisma Artist Loft	\$2,625,000	Late 2022	\$2,000,000	75
4	Claremont	Harrison Avenue	tbd	Late 2022	-	21
5	Alhambra*	Chapel	tbd	Late 2022	-	44
6	Covina	Navigation Center	\$1.7M	Late 2023	-	52 (beds)

*may be eligible for inclusion in the 2022 LHTF application provided the SGVRHT has enough eligible matching funds to submit an application. The minimum application is \$1 million.