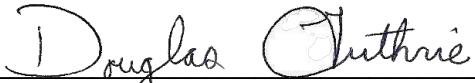
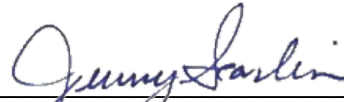


Report of the President & CEO

March 31, 2022

RESOLUTION TO AUTHORIZE THE HOUSING AUTHORITY OF THE CITY OF LOS ANGELES TO SUBMIT AN APPLICATION TO THE CALIFORNIA DEPARTMENT OF TRANSPORTATION ON ITS OWN BEHALF AS WELL AS IN COLLABORATION WITH THE CITY OF LOS ANGELES TO FURTHER THE GOAL OF EXPANDING OPTIONS FOR AFFORDABLE PERMANENT HOUSING SOLUTIONS IN THE CITY OF LOS ANGELES AND TO AUTHORIZE THE PRESIDENT AND CEO, OR DESIGNEE, TO PROCURE AND COMMIT RESOURCES, EXECUTE RELATED DOCUMENTS AND AGREEMENTS AND TO UNDERTAKE VARIOUS ACTIONS IN CONNECTION THEREWITH


 Douglas Guthrie
 President & Chief Executive Officer


 Jenny Scanlin
 Chief Development Officer

Purpose: To allow the President and CEO, or his designee, on behalf of the Housing Authority of the City of Los Angeles (“HACLA”) to negotiate and execute a Professional Services and Asset Management Agreement with the City of Los Angeles (“City”), through the Los Angeles Housing Department (“LAHD”) and the Los Angeles Department of Recreation and Parks (“RAP”), to facilitate HACLA’s purchase of State Route 710 properties on behalf of the City, subject to legal review and approval as to form and to prepare one or more applications to the California Department of Transportation (“Caltrans”) for HACLA or the City’s interest. None of the authorizations requested remove the requirement for all acquisitions to be brought before the Board of Commissioners (“Board”) for future consideration.

Regarding: Approval of this Resolution is consistent with Resolutions 9588, 9589 and 9590 adopted by the Board of Commissioners on April 23, 2020 approving the revised Acquisition and Disposition of Real Property Policy (the “Acquisition Policy”); authorizing internal resources up to \$6 million for the Acquisition Program to be used for due diligence, closing costs, minor property repairs and equity for acquisition; establishing a revolving line of credit up with City National Bank (amended by Resolution 9625); and providing authority to accept grants from private and public sources to facilitate property acquisition.

Issues: After six decades, plans to extend the 710 Freeway were officially terminated with Caltrans’ certification of the final environmental impact report on the freeway in 2018 and subsequent 2019 legislation that prevented the freeway extension. Today, the community of El Sereno along with the cities of South Pasadena and Pasadena are presented with a unique opportunity as Caltrans is preparing to sell hundreds of properties. In El Sereno, Caltrans owns 261 parcels along a 1.75-mile stretch of Sheffield Avenue, Stockbridge Avenue, Lowell Avenue, Maycrest Avenue, Shelley Street, Berkshire Ave, Allan Street, Norwich Ave and Poplar Boulevard Streets, 76 of which are considered vacant (see Attachment 2, Map of Caltrans Properties).

In 2021, the State of California passed Senate Bill 51 (SB 51) which created a disposition process for all property types owned by Caltrans along the abandoned 710 freeway path. SB51 prioritizes existing leaseholders for the opportunity to purchase their own home,

with lowered pricing for households who income-qualify. The balance of non-leased properties has an established prioritization order for disposition which emphasizes opportunities for reuse of the homes as affordable rental or ownership housing and historic preservation. Caltrans published draft regulations in the fall of 2021 and issued final regulations for the State Route 710 Sales Program (Title 21, Division 2, Chapter 9.5, Section 1475) in January 2022.

In anticipation of this significant movement to relinquish state control of these Caltrans properties, the City of Los Angeles, through Council District 14, hired Gruen Associates to develop the 710/El Sereno Neighborhood Vision Project (“Vision Plan”). The architects, nonprofit partners, and the City through its Planning, Recreation and Parks, and Housing departments worked with residents and homeowners in El Sereno to study the 76 vacant property sites with the goal of determining how best to serve the neighborhood and the City’s larger need for housing. The Vision Plan promotes the preservation of this neighborhood with an intention to build out and improve community open space, use the commercial corridors for higher-density housing, and allow Accessory Dwelling Units (“ADUs”) and bungalow courts to be constructed where parcels in the neighborhood are large enough. The City hopes to improve streetscapes and create improved walkability and neighborhood connection over time through longer-term capital investment.

HACLA has a historic presence in the El Sereno neighborhood, with the redeveloping Rose Hill Courts public housing site just west of the Vision Plan area and several multi-family apartments in HACLA’s Asset Management portfolio located close by. In June 2020, HACLA expanded its role in this community after entering into an emergency Right of Way Property Management Lease (“Master Lease”) with Caltrans for a three-year term as a response to the need to move as many unhoused families as possible off the streets during the COVID-19 pandemic. The Master Lease has provided HACLA access to twenty-six (26) properties in El Sereno for use as temporary shelter and transitional housing (the “Master Lease Properties”); with the opportunity to add eighteen (18) more properties (the “Additional Properties”, and together with the Master Lease Properties, the “HACLA State Route 710 Properties”). The properties captured under the Master Lease are part of the 76 vacant properties included in the Vision Plan study, and their disposition will be governed by the recently adopted Caltrans State Route 710 Sales Program.

HACLA

Acquisitions

Under the Caltrans State Route 710 Sales Program, HACLA is considered a “Housing Related Entity”, which qualifies HACLA to submit a bid to acquire and manage one or more of the Caltrans vacant properties as long-term affordable housing. As a current leaseholder, HACLA is also expecting to be provided priority for purchase of the properties currently held under HACLA’s emergency Master Lease with Caltrans. The Asset Management department, which currently runs the transitional housing program, has evaluated those 26 homes and believes that purchasing them would be aligned with the Objectives and Selection Criteria set forth in the Acquisition Policy. The Asset Management Department has also evaluated an additional eighteen (18) homes within the Caltrans properties and generally believes the HACLA State Route 710 Properties could all serve to further the Acquisition Policy, if acquired. Upon acquiring the properties, HACLA would place an income restriction on the properties and would make the units available to households who income-qualify through a fair and equitable leasing process. Additionally, to the extent permitted by law, HACLA will focus marketing efforts on households with tenant-based Section 8 Housing Choice vouchers who are searching for units in Los Angeles, consistent with Object #4 of the Acquisition Policy.

This resolution will authorize HACLA to submit competitive bids to purchase up to 44 properties to create a sustainable and affordable rental housing program for the HACLA State Route 710 Properties within HACLA's Asset Management portfolio. Under the zoning of the City of Los Angeles, there is an opportunity to add between one (1) and three (3) housing units to each of the properties on average, either through ADUs or bungalows. HACLA will work with the City, architects, manufacturers and contractors to develop an expedient and affordable approach to incorporating these additional housing units on each lot purchased within a period of up to five years from acquisition.

The Caltrans State Route 710 Sales Program allows the El Sereno properties to be sold for their original purchase price if the sites are used for affordable housing to low- and moderate-income households for at least fifty-five (55) years. Based on information shared by Caltrans, the average purchase price per parcel is approximately \$30,000. HACLA anticipates that the properties will need rehabilitation to meet Section 8 Housing Quality Standards and to be consistent with the level of finishes within HACLA's Asset Management portfolio, which is estimated to cost between \$25,000 and \$125,000 per property. The build out of ADU's, including permitting and design, is estimated to cost between \$125,000 and \$275,000 per site, depending on the limitations of the property and the number of units that would be added. The most expensive immediate cost would be security and management prior to occupancy. HACLA staff estimates that it may cost up to \$200,000 per month to secure up to forty-four (44) vacant properties in order to prevent illegal occupancies, damage, or destruction of property. Although some properties will be immediately ready to occupy, staff anticipates that the majority will need rehabilitation, which can take six to twelve months depending on permitting and the extent of work. The management of these assets in the first year may cost HACLA over \$2 million. Although this initial management cost appears high, given the reduced acquisition pricing, the total cost to acquisition, rehabilitation and pre-leasing activities are expected to net an average cost to the Authority of about \$200,000 per unit. Spread across the final number of units created with ADU's and new construction, this number is estimated to shrink further.

HACLA will use its existing contracts with third party management companies to initiate on-site management. Any additional contract services that are needed will be procured and executed in accordance with all applicable state and federal requirements and HACLA's Procurement Policy.

*City
Partnership*

On March 3, 2022, the City of Los Angeles ("City") adopted a motion (CF20-1552) which directed the Chief Legislative Analyst ("CLA"), LAHD, HACLA, and RAP to develop a financing and acquisition plan to purchase property in the El Sereno neighborhood from Caltrans along the proposed State Route 710 corridor extension. The Council file report recommended the City enter into a professional services agreement with HACLA to allow HACLA to purchase the vacant properties on its own behalf or on behalf of 1) LAHD, who will develop mixed-use affordable housing; 2) RAP, who will expand/develop new park space; and 3) affordable housing nonprofit providers, who will be selected to receive parcels. The Professional Services Agreement will provide a fee to HACLA for its management of the acquisition and disposition process, including the oversight of a procurement process for non-profit partners to be managed by HACLA as well as cover all third-party costs directly associated with acquisition of sites on behalf of the City, which could include but is not limited to completing all due diligence and escrow requirements on the City's behalf and making purchase deposits. The City is initiating this effort by

setting aside \$2,500,000 in this fiscal year and will continue to review the need for additional funds as the process begins to take further shape.

HACLA and the City will also enter into an Asset Management Agreement allowing HACLA or any of its instrumentalities to temporarily operate properties acquired on behalf of the City or by the City in relation to the State Route 710 properties. This provides flexibility to the City to acquire sites early, utilize HACLA to secure and manage properties on its behalf, and manage post-acquisition contracts for additional studies, and conduct all necessary environmental, architectural, and permitting work. HACLA will charge a monthly fee for service for such Asset Management activities and invoice the City for all third-party maintenance, management and oversight costs, including any related insurance coverage.

HACLA will be responsible for preparing applications to the State on behalf of itself and the City for up to 76 properties total, negotiating the purchase agreements with the State, engaging third party consultants to conduct all due diligence, reviewing title reports and completing ALTA surveys, leading CEQA review and working with LAHD on any NEPA requirements, closing on the purchasing of the properties, temporarily holding and securing properties, and transferring properties to LAHD, RAP, and nonprofit partners as directed by the City.

The resolution adopted in connection with this report is intended to provide the authorities and approvals necessary to allow HACLA to submit applications for these acquisitions and to enter into the Professional Services and Asset Management Agreements with the City. Specific property acquisitions will be brought to the Board for approval in future meetings contingent on acceptance of all terms of purchase as set forth in purchase and sale agreements. Properties being purchased for the City will also receive any required City approvals prior to purchase.

Vision Plan: Place Strategy #2: Increase functionality and effectiveness of the Asset Management portfolio. This broad strategy includes identifying opportunities to develop the Asset Management portfolio to provide affordable housing opportunities, collect fees for asset management services, and ensure the portfolio is stable and productive.

Place Strategy #3 - Improve and expand Section 8 program, policies, and efficiencies. This strategy involves the acquisition of property for the purpose of a larger variety of readily available housing units that are anticipated to serve Section 8 Voucher participants.

Place Strategy #4 – Steward efforts to reduce or eliminate homelessness. With a specific focus on housing for at risk or unhoused individuals, HACLA's acquisition participation creates additional permanent housing solutions for residents most in need.

Funding: The Chief Administrative Officer confirms the following funding to be available to cover the potential purchase and management of State Route 710 Caltrans properties in El Sereno.

Source of Funds: Proceeds of \$6,000,000 from the Non-Public Housing Portfolio have been previously authorized and are available for the Authority's Acquisition Program. HACLA will use these funds to cover acquisition and closing costs for HACLA properties. Costs fronted on behalf of the City will not count against this authorized amount since it is anticipated that the City will reimburse HACLA within the same fiscal year for all expenditures on their behalf.

As part of this Board action, staff is requesting an additional \$500,000 be set aside for due diligence and minor lease up and rehabilitation costs for the properties HACLA desires to purchase. Budget for securing the sites, major rehabilitation and new construction is not being requested at this time and will be considered in future Board actions, as needed.

Additionally, HACLA has established a Revolving Line of Credit with City National Bank (the "LOC"). Draws from the LOC will be used to finance the purchase, rehabilitation, and development costs of the HACLA acquisitions, as well as certain due diligence and closing costs related thereto. Draws on the LOC will be repaid with permanent financing proceeds from the issuance of bonds or conventional long-term debt upon the occupancy and stabilization of the properties. Any cash equity HACLA contributes for project costs will be converted to soft debt that will be repaid from cash flow after all hard debt service and operating, capital, and reserve expenses are paid.

Budget and Program Impact: Properties will be underwritten to ensure that ongoing operations, capital investments, and debt service of acquired assets can be covered with available local subsidies, and rental income (including Section 8 rent from households with vouchers).

HACLA will receive fees under the Professional Services Agreement and Asset Management Agreement. The fees will be negotiated between HACLA and the City and are projected to cover HACLA's staff time and other costs that HACLA may incur in order to manage the acquisition and disposition of the City Caltrans properties.

Environmental Review: The Board's adoption of the attached resolution is not a project within the meaning of the California Environmental Quality Act ("CEQA"). (Pub. Resources Code, § 21065; State CEQA Guidelines, § 15378(a).) Specifically, the resolution authorizes the President & CEO, or his designee, to proceed with acquisition of the State Route 710 properties but does not authorize a specific development project on any of the sites. Moreover, future use of the sites is expressly conditioned upon future CEQA compliance. (State CEQA Guidelines, § 15004(b)(2)(A) & 15004(b)(4)(A).) Once the sites are acquired, HACLA staff will bring back for Board consideration a development proposal for the State Route 710 properties (State CEQA Guidelines, § 15004(b)(4)) along with the necessary CEQA review, including (if applicable) consideration of any feasible mitigation measures and alternatives (including the No Project alternative). (State CEQA Guidelines, § 15004(b)(4)(C).) The Board's adoption of the attached resolution does not bind HACLA, LAHD, RAP or the City to a definite course of action before CEQA compliance, and when conducting future environmental review, HACLA retains discretion to deny the project. (State CEQA Guidelines, § 15004(b)(4)(B)&(D).)

NEPA: HACLA has confirmed with outside legal counsel that this resolution would not trigger review under the National Environmental Protection Act ("NEPA").

Section 3: Not Applicable

Attachments:

Attachment 1: Resolution
Attachment 2: Maps of Caltrans Properties

ATTACHMENT 1

RESOLUTION

RESOLUTION NO. _____

RESOLUTION TO AUTHORIZE THE HOUSING AUTHORITY OF THE CITY OF LOS ANGELES TO FACILITATE THE PURCHASE FROM THE CALIFORNIA DEPARTMENT OF TRANSPORTATION OF ALL SURPLUS RESIDENTIAL PROPERTIES FOR STATE ROUTE 710 LOCATED WITHN THE CITY OF LOS ANGELES, BOTH ON ITS OWN BEHALF AND ON BEHALF OF THE CITY OF LOS ANGELES, AND TO AUTHORIZE THE PRESIDENT AND CEO, OR DESIGNEE, TO EXECUTE RELATED DOCUMENTS AND AGREEMENTS, INCLUDING A PROFESSIONAL SERVICES AND ASSET MANAGEMENT AGREEMENT WITH THE CITY OF LOS ANGELES, TO PROCURE SERVICES TO PROVIDE FOR THE ACQUISITION, REHABILITATION, DEVELOPMENT, AND MANAGENT OF THE PROPERTIES, AND TO UNDERTAKE VARIOUS ACTIONS IN CONNECTION THEREWITH

WHEREAS, the Housing Authority of the City of Los Angeles (“HACLA”) is authorized to acquire and dispose of real property and enter into contracts and agreements related thereto pursuant to the California Health and Safety Code Section 34200 *et seq.* and particularly with respect to Section 34315;

WHEREAS, HACLA has adopted by Resolution 9639, on October 22, 2020, an Acquisition and Disposition of Real Property Policy (the “Policy”) to institute a revised and updated real property acquisition program (“Acquisition Program”) and to revise and restate its Prior Policy to reflect HACLA’s Build HOPE Vision Plan goals and to provide for the disposition of real property;

WHEREAS, the State of California through the California Department of Transportation (“Caltrans”) purchased properties within the City of Los Angeles between the 1960s and the 1990s in order to provide for the construction of an extension of State Route 710 (the “State Route 710 Properties”);

WHEREAS, Caltrans in 2018 canceled the plan to construct the extension of State Route 710, and the California Legislature adopted legislation in 2021 that set forth a process for the disposition of the State Route 710 Properties;

WHEREAS, in June 2020, HACLA entered into an emergency Right of Way Property Management Lease with Caltrans for a three-year term as a response to the need to move as many unhoused families as possible off the streets during the COVID-19 pandemic, which provided HACLA access to a minimum of twenty-six (26) properties in El Sereno for use as temporary shelter and transitional housing (the “Master Lease Properties”);

WHEREAS, the California Department of Transportation (Caltrans) has indicated that it is preparing to sell approximately 261 occupied and vacant properties at various prices, depending on the buyer and the original purchase price, in accordance with SB51 and the Caltrans State Route 710 Sales Program;

WHEREAS, SB51 provides priorities for the order in which the State Route 710 Properties will be offered for sale, which priority includes HACLA and the City of Los Angeles as housing-related entities;

WHEREAS, HACLA has identified that acquiring the twenty-six (26) Master Lease Properties, together with an additional eighteen (18) properties within the State Route 710 Properties, would be consistent with the Objectives and Selection Criteria of HACLA’s Acquisition and Disposition of Real Property Policy;

WHEREAS, HACLA desires to submit one or more applications to Caltrans for the acquisition of the State Route 710 Properties, both on its own behalf and on behalf of the City of Los Angeles;

WHEREAS, the Chief Legislative Analyst of the City of Los Angeles submitted a report to the Los Angeles City Council on March 3, 2022, recommending that the City of Los Angeles (“City”) enter into a Professional Services and Asset Management Agreement with the City to facilitate the purchase of the State Route 710 Properties by HACLA on its own behalf and on behalf of the City, and that the City provide to HACLA all financial resources necessary to facilitate such purchase and asset management on behalf of the City;

WHEREAS, HACLA and its staff, along with legal counsel, will review the terms and all other programmatic requirements made available by Caltrans prior to submitting application and intend to only submit applications that include terms and conditions with which HACLA and/or the City of Los Angeles can reasonably comply;

WHEREAS, the Board desires to expedite the procurement of any services that may be required in order to successfully acquire and entitle properties by delegating to the President and CEO, or designee, the authority to procure and execute contracts for any needed services in compliance with all applicable state and federal procurement requirements and HACLA’s Procurement Policy;

WHEREAS, HACLA is uniquely positioned with over eighty years of experience in the acquisition, development, and management of affordable properties in the City of Los Angeles and desires to acquire certain of the State Route 710 Properties in a manner that is fiscally sound;

WHEREAS, staff will return to the Board for approval of all final terms of all property acquisitions before the close of escrow; and

WHEREAS, the President and CEO shall ensure compliance with any requirements, provisions, and restrictions set forth in Caltrans’s disposition program and will ensure such activities are aligned with the mission of HACLA.

NOW, THEREFORE, BE IT RESOLVED the recitals hereinabove set forth are true and correct, and this Board so finds. This Resolution is being adopted pursuant to the powers granted the Authority by Chapter 1 of Part 2 of Division 24 of the California Health and Safety Code.

BE IT FURTHER RESOLVED that the Board hereby finds and determines that adoption of this resolution is not a project within the meaning of the California Environmental Quality Act (“CEQA”). (Pub. Resources Code, § 21065; State CEQA Guidelines, § 15378(a).) Specifically, the Board hereby finds and determines that this resolution authorizes acquisition of the State Route 710 properties but does not authorize a specific development project on any of the acquired properties; future use of the properties is expressly conditioned upon future CEQA compliance. (State CEQA Guidelines, § 15004(b)(2)(A) & 15004(b)(4)(A).) The Board further finds and determines that once the sites are acquired, the Board will consider at a future date any development proposal for the State Route 710 properties (State CEQA Guidelines, § 15004(b)(4)), along with the necessary CEQA review, including (if applicable) consideration of any feasible mitigation measures and alternatives (including the No Project alternative). (State CEQA Guidelines, § 15004(b)(4)(C).) The Board’s adoption of the attached resolution does not bind HACLA, LAHD, RAP or the City to a definite course of action before CEQA compliance, and when conducting future environmental review, HACLA retains discretion to deny the project. (State CEQA Guidelines, § 15004(b)(4)(B)&(D).) For these reasons, the Board’s adoption of this resolution is not a project within the meaning of CEQA and no further environmental review is required at this time.

BE IT FURTHER RESOLVED that the Board hereby authorizes and directs the submittal of applications to Caltrans, both on its own behalf and in collaboration with the City of Los Angeles, to purchase the State Route 710 Properties in response to the planned disposition of the properties by Caltrans.

BE IT FURTHER RESOLVED that if any application for acquisition is approved, the President and CEO, or his designee, is hereby authorized and directed to enter into, execute, and deliver one or more Purchase and Sale Agreements and/or Standard Agreements, both on its own behalf and/or in collaboration with the City of Los Angeles, which Agreements in a total aggregate amount shall not to exceed \$4,000,000, and any and all other documents required or deemed necessary or appropriate to secure the properties from Caltrans and has authorized the use of the Acquisition Fund and Line of Credit for HACLA purchases and an additional \$500,000 for due diligence and lease up services.

BE IT FURTHER RESOLVED that HACLA and its Board acknowledge and agree that HACLA shall be subject to the terms and conditions specified in any Agreement entered into with the State of California for these acquisitions. Any and all activities, expenditures, information, and timelines represented in the applications will be enforceable through the Standard Agreements and funds are to be used for the allowable expenditures and activities identified in the Standard Agreements.

BE IT FURTHER RESOLVED that Douglas Guthrie, as President and CEO of HACLA, or his designee, is authorized to execute all applications and related certificates for the acquisition of the State Route 710 properties on behalf of HACLA, as long as all contracts and agreements have been approved by legal counsel.

BE IT FURTHER RESOLVED that the President and CEO, or his designee, is authorized to enter into a Professional Services Agreement and Asset Management Agreement with the City of Los Angeles, with the review and concurrence of HACLA legal counsel, to collaborate with the City and apply jointly or on behalf of the City for the acquisition of the State Route 710 properties, and to accept funding from the City as available in line with all terms and conditions for costs of acquisition, rehabilitation or operations as specified in such Professional Services Agreement and Asset Management Agreement.

BE IT FURTHER RESOLVED that the President and CEO, or his designee, is authorized take any actions and execute any related documents, agreements or contracts as authorized by and consistent with this resolution and the Policy and as approved by legal counsel.

BE IT FURTHER RESOLVED that the Board authorizes the President & CEO, or designee, to award and execute contracts for services required in accordance with all state and federal procurement requirements and HACLA's Procurement Policy.

BE IT FURTHER RESOLVED The "Designated Officers" of HACLA referred to herein are as follows:

Name	Title
Douglas Guthrie	President and Chief Executive Officer
Marlene Garza	Chief Administrative Officer
Jenny Scanlin	Chief Strategic Development Officer
Margarita Lares	Chief Programs Officer

BE IT FURTHER RESOLVED that the Board hereby directs the President & CEQA, or his designee, to prepare, execute and file with the Los Angeles County Clerk of the Board a Notice of Exemption within five (5) working days of the adoption of this resolution.

BE IT FURTHER RESOLVED that the location of documents comprising the record of proceedings for this resolution is located at 2600 Wilshire Blvd, Los Angeles, CA 90057 and the custodian of records is Tiffany Prescott.

BE IT FURTHER RESOLVED that this Resolution shall take effect immediately and the undersigned Cielo Castro, Chairperson of the Board of Commissioners, does hereby attest and certify that the foregoing is a true and full copy of a resolution of the governing body adopted at a duly convened meeting on the date above-mentioned, and that the resolution has not been altered, amended or repealed.

APPROVED AS TO FORM:

HOUSING AUTHORITY OF THE
CITY OF LOS ANGELES

By: _____
JAMES JOHNSON, General Counsel

By: _____
CIELO CASTRO, Chairperson

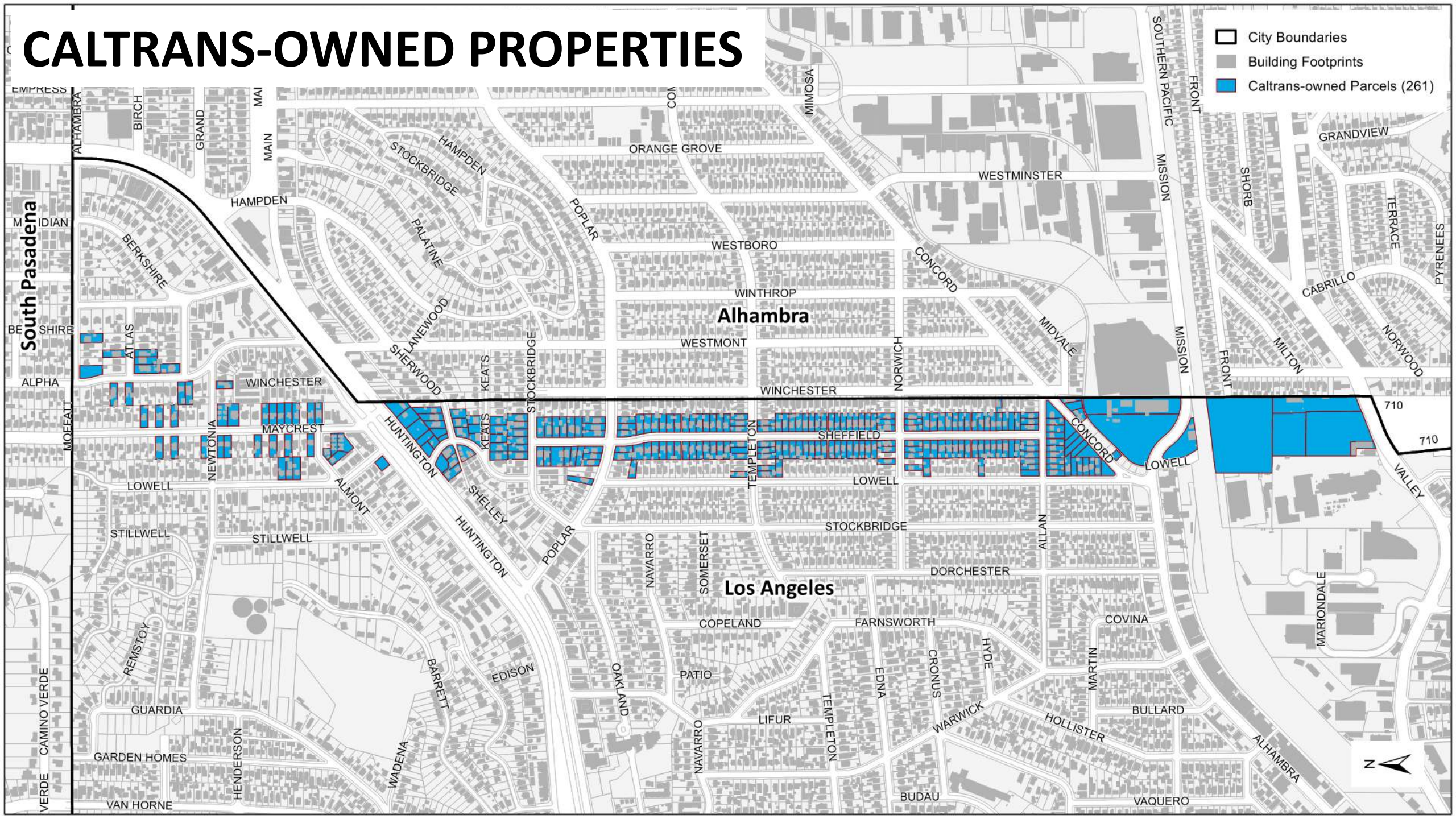
DATE ADOPTED: _____

VOTES: AYES: _____ NAYES: _____ ABSTAIN: _____ ABSENT: _____

ATTACHMENT 2

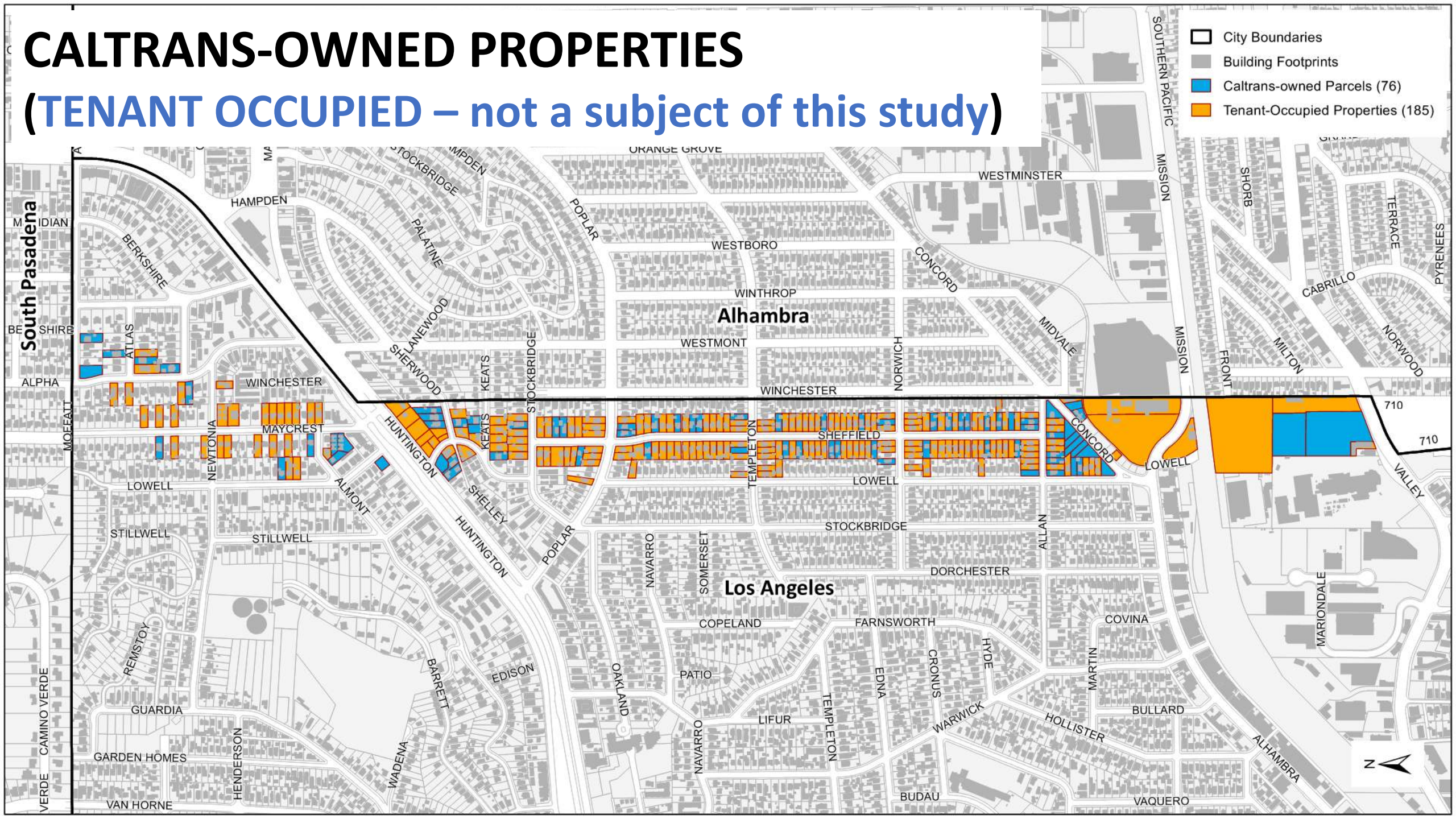
MAPS OF CALTRANS PROPERTIES

CALTRANS-OWNED PROPERTIES



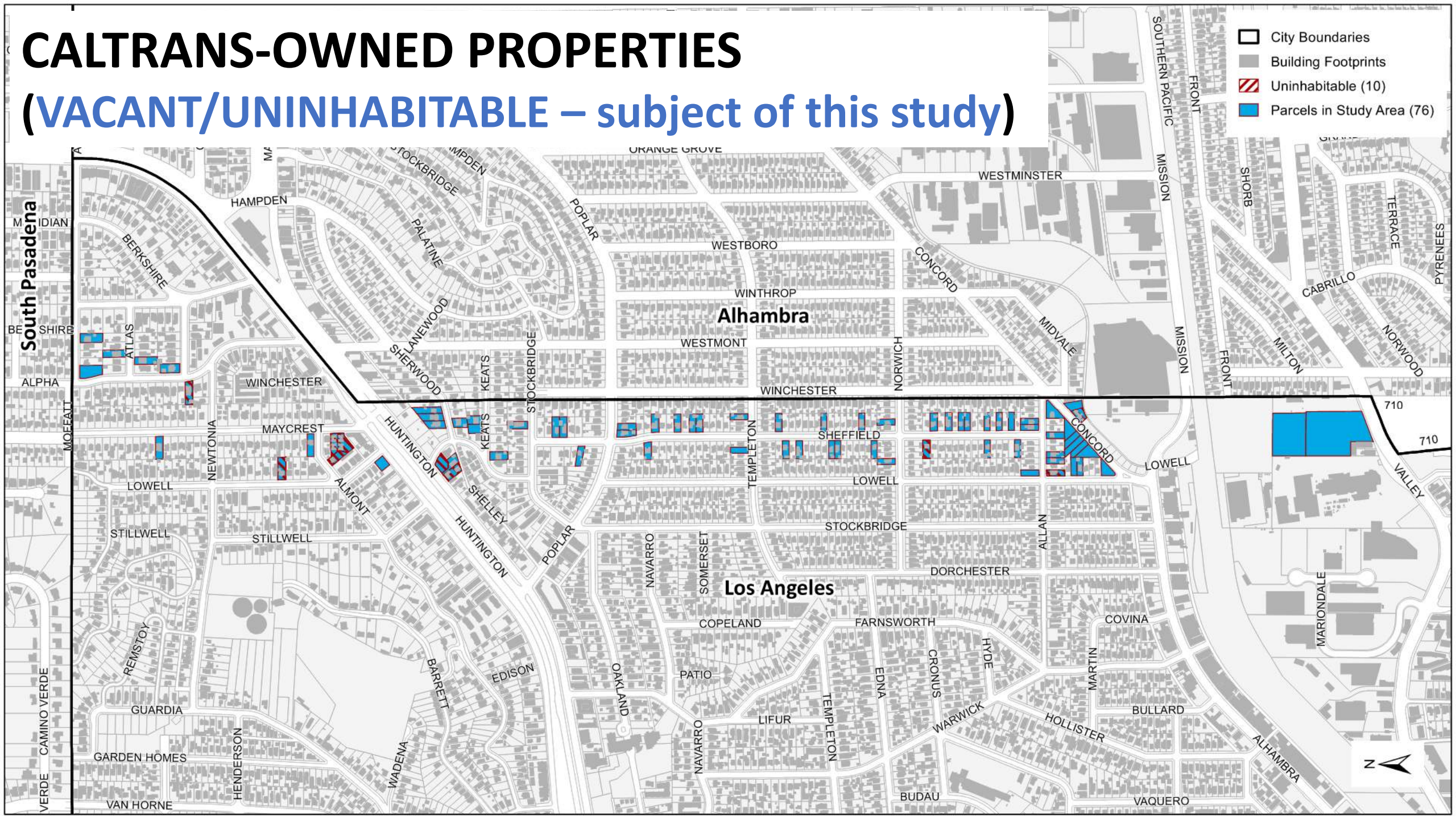
CALTRANS-OWNED PROPERTIES

(TENANT OCCUPIED – not a subject of this study)



CALTRANS-OWNED PROPERTIES

(VACANT/UNINHABITABLE – subject of this study)



CALTRANS-OWNED PROPERTIES (PROPOSED OPPORTUNITIES)

