



F O U N D A T I O N

where children grow up healthy

August 22, 2011

32382

City of Long Beach

Mr. Patrick H. West, City Manager
c/o Ms. Shawna Stevens, Assistant Coordinator
2525 Grand Avenue
Long Beach, CA 90815

**Re: The Earl B. and Loraine H. Miller Foundation Grant
For Miller Family Health Education Center**

Dear Mr. West:

The Earl B. and Loraine H. Miller Foundation ("Foundation") has considered your request for a grant of funds from the Foundation for the purpose set forth in your grant application dated May 10, 2011, and received by the Foundation on May 10, 2011 "Application"). The Foundation has approved a grant of funds, in the **amount of, \$79,000** ("Grant") to be paid to the **City of Long Beach Department of Health and Human Service** in accordance with the payment schedule listed below. The payment(s) of the Grant by the Foundation is subject to your acceptance and performance of the following terms and conditions:

1. The City of Long Beach shall use the Grant solely for the purposes set forth in the Application and for no other purpose. This grant is for the period **(7/1/11 through 6/30/12)**. Any portion of the Grant not expended exclusively for the purposes set forth in the Application shall be returned to the Foundation unless prior written approval for use of the Grant for purposes other than as set forth in the Application is received by the City of Long Beach from the Foundation.
2. The grant payment schedule will be in **two installments** as follows:

First payment due upon signed receipt of contract in the amount of \$39,500.

Second payment due on or about February 29, 2012 in the amount of \$39,500.

The Earl B. and Loraine H. Miller Foundation
192 Marina Drive, Long Beach, California 90803
(562) 493-4711 • Fax (562) 493-4719 • www.eandlmillerfdn.com

"Health is a state of
complete physical, mental
and social well-being
and not merely the absence
of disease or infirmity."

Definition of health
World Health Organization

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3. The City of Long Beach will submit two reports to the Foundation on ***December 29, 2011 and a final report by April 30, 2012***. Each report shall include a detailed description of the Grant funds expended to the date of the report; the specific use of the expended Grant funds and a general update on the overall activities of the City of Long Beach.
4. The City of Long Beach shall immediately inform the Foundation of any (i) changes in its organization structure; (ii) changes or proposed changes in management and key staff members' (iii) activities that may affect the City of Long Beach's tax-exempt status under the Internal Revenue Code of 1986, as amended and applicable Treasury Regulations, rulings, etc.; (iv) changes in the City of Long Beach's tax exempt status; and (v) material change in the City of Long Beach's financial condition.
5. The City of Long Beach shall not spend any of the Grant funds to (i) carry on propaganda or otherwise attempt to influence legislation within the meaning of the Internal Revenue Code Section 4945(d)(1) and 4945(e); or (ii) influence the outcome of any specific public election or carry on, directly or indirectly, any voter registration drive within the meaning of Internal Revenue Code Section 4945(d)(2).
6. The City of Long Beach will provide the Foundation with a written receipt promptly upon delivery of each payment of the Grant funds.
7. All materials and/or other means of communication dealing with or describing the activities associated with the use of Grant funds by the City of Long Beach shall acknowledge the Foundation's support. Copies of all such printed materials shall be delivered to the Foundation within a reasonable time after publication.

By accepting the Grant and the terms set forth in this letter, the City of Long Beach confirms, that as of date of its acceptance of the terms and conditions of this letter, the City of Long Beach's tax-exempt status, as shown in the final or advance ruling or determination letter previously delivered to the Foundation, has not changed. In the event the City of Long Beach's tax exempt status changes during the term of this Grant or if the City of Long Beach fails to comply with the conditions set forth above, the Foundation reserves the right to terminate the Grant and recoup any previous payments made to the City of Long Beach pursuant to the Grant. The City of Long Beach further understands that by accepting the Grant and the terms and conditions of this letter, the Foundation is not in any manner obligated to provide any additional funds or support to the City of Long Beach.

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Please execute the enclosed copy of this letter and return it to the Foundation at your earliest convenience and retain the second copy for your files.

Very truly yours,

THE EARL B. AND LORAIN H. MILLER
FOUNDATION



Walter M. Florie, Jr.
President and Chief Executive Officer

The terms and conditions of the foregoing letter are hereby accepted by the
CITY OF LONG BEACH, the Grantee.

CITY OF LONG BEACH
(GRANTEE)

By:  Assistant City Manager

Title: City Manager

Date: 10.25.11

EXECUTED PURSUANT
TO SECTION 301 OF
THE CITY CHARTER.

APPROVED AS TO FORM

10/13, 2011
ROBERT E. SHANNON, City Attorney

By: 

DEPUTY CITY ATTORNEY