

COMMUNITY BENEFIT AGREEMENT 2013

MEMORANDUM OF UNDERSTANDING

(CCSF Business & Tax Regulations Code §906.3(c)(5))

between

CITY AND COUNTY OF SAN FRANCISCO CITY ADMINISTRATOR,

and

TWITTER, INC.

THIS COMMUNITY BENEFIT AGREEMENT 2013 MEMORANDUM OF UNDERSTANDING is made as of January 18, 2013 in the City and County of San Francisco, State of California, by and between **TWITTER, INC. ("Twitter")** and the **CITY AND COUNTY OF SAN FRANCISCO**, a municipal corporation ("City") acting by and through the City Administrator,

WITNESSETH:

WHEREAS, San Francisco Business and Tax Regulations Code Article 12-A ("Payroll Expense Tax Ordinance") establishes a Payroll Expense Tax within the City and County of San Francisco; and,

WHEREAS, Section 906.3 "Central Market Street and Tenderloin Area Payroll Expense Tax Exclusion" ("Section 906.3") of the Payroll Expense Tax Ordinance provides an exclusion from the Payroll Expense Tax for defined persons and businesses within the Central Market Street and Tenderloin Area, for certain periods of time; and,

WHEREAS, pursuant to Payroll Expense Tax Ordinance §902, a "person" or "business" is defined for this purpose by San Francisco Business and Tax Regulations Code Article 6, §6.2-5, and §6.2-15; and,

WHEREAS, in order for a person or business to qualify for the Central Market Street and Tenderloin Area Payroll Expense Tax Exclusion, Section 906.3 requires filing

of a timely application with the City's Office of Economic and Workforce Development ("OEWD") on a form that has been approved by OEWD and the City's Treasurer-Tax Collector; and,

WHEREAS, Section 906.3(c)(5) further provides that, as part of the application, a person or business with an annual payroll expense that exceeds one million dollars as defined, "shall enter into a binding Community Benefit Agreement with the City Administrator in order to be eligible for the payroll expense tax exclusion under this Section;" and

WHEREAS, Twitter submitted an initial application for Central Market Street and Tenderloin Area Payroll Expense Tax Exclusion to OEWD utilizing an application form approved by OEWD and must enter into a binding Community Benefit Agreement in 2013 with the City Administrator to be granted its payroll tax exclusion; and,

WHEREAS, on behalf of the City, the City Administrator wishes to enter into the Community Benefit Agreement with Twitter for this purpose; and,

WHEREAS, Twitter and the City Administrator have mutually agreed to the terms of Twitter Community Benefit Agreement 2013 that is attached and incorporated herein by reference as Appendix A; and,

WHEREAS, as set forth in this Community Benefit Agreement 2013, Twitter will seek to:

1. Create meaningful engagement in the community;
2. Support nonprofit capacity building in social media;
3. Support workforce development, equal benefits and labor standards
4. Establish a local nonprofit grants program
5. Improve educational outcomes for youth
6. Provide pro bono legal assistance
7. Support local arts and cultural groups
8. Support physical neighborhood improvements
9. Embrace digital inclusion to reverse the digital divide
10. Preserve affordable housing and tackle homelessness
11. Commit to local purchasing
12. Appoint a community liaison

WHEREAS, Twitter will expend commercially reasonable efforts to fulfill its responsibilities under this Community Benefit Agreement 2013; and,

WHEREAS, the Parties each acknowledge and understand that this Community Benefit Agreement is entered into and binding upon Twitter for calendar year 2013 pursuant to San Francisco Business and Tax Regulations Code §906.3, provided that

OEWD (as verified by the Treasurer-Tax Collector) finally determines that Twitter is eligible for the exclusion; and,

WHEREAS, the Parties each acknowledge and understand that, pursuant to Section 906.3(c)(5), Twitter may request that the City Administrator enter into other Community Benefit Agreements with Twitter in future years and that the City Administrator may require different or additional provisions in such future Agreements; and,

WHEREAS, the Parties wish to memorialize their agreement to the Twitter Community Benefit Agreement 2013 that is attached and incorporated herein by reference as Appendix A, by a Memorandum of Understanding:

NOW, THEREFORE, the Parties voluntarily enter into this Community Benefit Agreement 2013 Memorandum of Understanding and hereby adopt the Twitter Community Benefit Agreement 2013 that is attached and incorporated herein by reference as Appendix A, as Twitter's calendar year 2013 binding Community Benefit Agreement with the City Administrator under San Francisco Business and Tax Regulations Code §906.3(c)(5).

IN WITNESS WHEREOF, the parties hereto have caused this Twitter Community Benefit Agreement 2013 Memorandum of Understanding to be duly executed as of the date first specified herein.

CITY ADMINISTRATOR

TWITTER, INC.

By

NAOMI M. KELLY
CITY ADMINISTRATOR

ALEX MACGILLVRAY
GENERAL COUNSEL

-- Appendix A --

TWITTER COMMUNITY BENEFIT AGREEMENT 2013

Twitter, Inc. ("Twitter") will focus its efforts in establishing, as set forth in this community benefit agreement, those issues deemed the highest priority by the Central Market Street and Tenderloin Area Citizens Advisory Committee ("CAC," San Francisco Business and Tax Regulations Code §906.3-1), and the residents, small businesses, and the various community organizations advocating for the Central Market Street neighborhood and the Tenderloin. As defined in City Business Tax & Regulations Code section 906.3(b)(1): "The "Central Market Street and Tenderloin Area" means the area located in downtown San Francisco, generally including: parcels fronting the south side of Market Street from Eleventh Street to Sixth Street; a portion of parcels fronting the south side of Market Street from Sixth Street to Fifth Street (odd numbered addresses from 999 to 933 Market Street); parcels fronting the north side of Market Street from Van Ness Avenue to Eighth Street; 875 Stevenson Street; and parcels in the area bordered by: Ellis Street from Polk Street to Mason Street (south side only); Mason Street, from Ellis Street to Market Street (west side only); Market Street, from Mason Street to Charles J. Brenham Place (north side only); Charles J. Brenham Place, from Market Street to McAllister Street (east side only); McAllister Street, from Charles J. Brenham Place to Larkin Street (north side only); Larkin Street, from McAllister Street to Eddy Street (east side only); Eddy Street, from Larkin Street to Polk Street (north side only); and Polk Street from Eddy Street to Ellis Street (east side only)." Collectively called "mid-Market."

As Twitter enters its first Community Benefits Agreement, it believes that the highest priorities for the community are workforce development and job stability, creating equity and bridging the digital divide, and fostering an intimate and organic relationship with the numerous community organizations working to improve the Tenderloin and the mid-Market area.

In 2012, Twitter began partnering with nonprofit organizations in the Central Market and Tenderloin community. Organizations assisted by Twitter to date include Intersection for the Arts, the YMCA, Tenderloin Tech Lab, Central City Hospitality House, Project Homeless Connect, Tenderloin Neighborhood Development Corporation, St. Anthony's Dining Room, Hamilton Family Center, DeMarillac Academy, Glide Memorial, Tenderloin Community School, HOMEY, Larkin Street Youth Services, La Casa de las Madres, Project Open Hand, and KIPP Charter Schools. These groups and others may benefit in 2013 through the CBA that Twitter has developed.

In creating this Community Benefit Agreement with the City and County of San Francisco, an agreement included in the application process for the payroll expense tax exclusion in Central Market Street and Tenderloin area, Twitter would like to emphasize that its intention is to grow the Community Benefit Agreement each consecutive year that it takes advantage of the payroll tax exclusion. Therefore we have created a Community Benefit Agreement that is scalable, and as it grows, will not exhaust Twitter's resources so that it can continue to deliver an increasingly robust CBA.

Twitter believes it can fulfill its commitment to the community and honor the required Community Benefit Agreement in the following ways:

KEY FEATURE #1: Create meaningful engagement with the community

As a new neighbor in the Central Market and Tenderloin, Twitter is committed to meaningful engagement with the community. While financial support is part of this engagement, it is more important for employees to have direct and sustained engagement with the community.

- Twitter will encourage all employees to volunteer in the Central Market and Tenderloin neighborhoods. The company will sponsor two "Days for Good" in 2013 where employees will be encouraged and enabled by senior management to participate in volunteerism. Employees will be compensated for these community volunteer days as if they were usual work days.
- Twitter's community liaison and employees will select community-based organizations for volunteer days, consistent with the Citizens Advisory Committee framework, and will notify the City Administrator's Office of its selections. Areas of interest expressed by Twitter in year one include helping youth and seniors, bridging the digital divide, assisting with IT improvements at various nonprofits, supporting arts and cultural groups, and maintaining and improving neighborhood parks.
- Twitter will establish a localized website based on its successful www.hope140.org that chronicles its efforts in the Central Market and Tenderloin. This website will inform community members about Twitter's progress on its CBA as well as other community efforts it supports.
- Twitter will encourage employees to join Boards of Directors of local community nonprofits, to lend their fiscal and personal expertise to governance of local community based organizations.

KEY FEATURE #2: Support nonprofit capacity building in social media

Given the thousands of new employees coming to Central Market and the Tenderloin, nonprofits in the area are well positioned to gain financial support and volunteers through increased use of social media. However, producing an effective social media program may require capacity building and technical assistance. Twitter will assist local nonprofits in enhancing their social media program.

- Twitter employees will provide technical assistance and capacity building, as described below, to at least 15 nonprofit organizations in the Central Market and Tenderloin. These technical assistance and capacity building efforts will include training on how to best use social media, a review of existing social media utilization, if any, and recommendations on how to make social media more integral to the group's success.
- Twitter will offer \$60,000 worth of credit for Promoted Tweets to nonprofits in the Central Market and Tenderloin.

KEY FEATURE #3: Support workforce development

As good-paying jobs are created in the Central Market and Tenderloin, it is crucial that all people have access to economic growth. Since some San Franciscans face barriers to employment or lack required skills, the United States Department of Labor has funded TechSF, an initiative to train and place workers in these companies. Mayor Lee announced a commitment to creating 2,500 tech jobs for these individuals in the next five years. This Community Benefit Agreement helps support these goals as follows:

Training and hiring San Franciscans

Twitter will partner with the City and County of San Francisco to train and hire eligible and qualified San Franciscans through the First Source Hiring program, which works in conjunction with community-based organizations specializing in providing training and placement for jobs or internships.

- Twitter will participate in the TechSF initiative by attending at least one TechSF event in 2013, and maintaining regular contact with the City Administrator on its progress.

Assisting economically disadvantaged populations

Twitter will work with organizations that attempt to place hard to reach populations into employment, including youth, people with disabilities, women and girls, people of color, survivors of domestic violence, people receiving public assistance and returning veterans to deliver meaningful employment opportunities in 2013.

- Twitter employees will participate in at least two events per year targeted at economically disadvantaged individuals to share tips on how to gain employment with the company and similar firms.

KEY FEATURE #4: Establish a local nonprofit grant program

Twitter is interested in providing direct financial support to organizations whose work benefits the Central Market and Tenderloin neighborhood. These grants will be reviewed by a committee of Twitter employees, who will provide input on and assess applications from deserving organizations. It is assumed this program will grow each year of the Community Benefits Agreement.

- Twitter will establish a local nonprofit grant program to support nonprofits in the Central Market and Tenderloin, with a first year budget of at least \$60,000.
- Twitter will convene an internal review group, to examine proposals and make recommendations to senior management on grant awards.
- Decisions on which groups to fund shall be determined solely by Twitter and are not subject to protest or appeal.
- Financial grant awards between Twitter and nonprofit organizations will include benchmarks or metrics to assess progress toward achieving the objectives for which grants are awarded.

KEY FEATURE #5: Improve educational outcomes for youth

Twitter is committed to improving educational outcomes for youth, and ending disparities that impact young women and people of color. Twitter has already worked with groups focused on science, engineering, technology and math (STEM) for young women, partnering with groups such as Girls who Code, Black Girls Code and KIPP schools.

- Twitter will encourage employees to volunteer as tutors at local schools, including the Tenderloin Community School, Bessie Carmichael Elementary School and other independent schools in the Central Market and Tenderloin area.
- Twitter will donate computers and IT equipment to local schools and nonprofits serving youth, in an amount valued at no less than \$50,000.
- Twitter will partner with at least two organizations serving transitional age youth (aged 18-24) to provide opportunities for internships, mentoring, or matching grants for youth led programs.

KEY FEATURE #6: Provide pro bono legal assistance

Twitter has an experienced legal team that handles legal and regulatory issues for the company. These talented attorneys are interested in assisting through nonprofit pro bono legal counseling efforts to assist residents of Central Market and Tenderloin in resolving legal concerns.

- Twitter employees will partner with the Volunteer Legal Services Program of the Bar Association of San Francisco (VLSP) and volunteer with its Housing Negotiation Project and the Housing Advocacy Project.

KEY FEATURE #7: Support local arts and cultural groups

Twitter is committed to support local arts and cultural institutions in the area. Over the course of the first year of the Twitter CBA, Twitter's community liaison and interested employees will visit arts organizations to determine the best partnerships moving forward. In addition to providing grants through the local grant program, Twitter intends to partner with arts groups in the following ways:

- Twitter will purchase tickets for groups of employees to attend local performances at least four times in 2013.
- Twitter will encourage employees to attend local arts and cultural programming by making information on these opportunities available to employees.

KEY FEATURE #8: Support physical neighborhood improvements

Like every community, the Central Market and Tenderloin need neighborhood improvements to continually provide safe, clean spaces for people to work and play, and to move people and goods throughout the area. In year one of the CBA, Twitter will work with community members to improve the urban forest, make meaningful investments in open space, and support transportation improvements that benefit the entire community in the following ways:

- Twitter employees will participate in at least one street tree planting day in 2013, through a combination of employee volunteerism or direct contribution. This planting day may be combined with either of the two volunteer days.
- Twitter will make employees aware of the Department of Public Works' Community Clean Team event in District Six next year so they may participate.
- Twitter will participate in the public process to determine improvements to local transportation, including the process to renovate BART station entrances.
- If there is a "Sunday Streets" event in Central Market/Tenderloin, Twitter will make employees aware of it.
- Twitter will consult with the San Francisco Bicycle Coalition on ideas for improvements in the Central Market and Tenderloin that would benefit those who bicycle.

KEY FEATURE #9: Embrace digital inclusion to reverse the digital divide

It is essential that all neighborhood residents have access to technology. While many have devices that allow them the ability to access the Internet, there is a need for greater wireless access at community facilities, hardware for low-income residents, and training for all. Twitter is committed to embracing digital inclusion to reverse the digital divide in the following ways:

- Twitter, in concert with other CBA companies, will assist the Mayor's Office of Innovation in the City's effort to conduct an assessment of opportunities to

expand digital inclusion at nonprofit locations and in public rights of way in the local area, a process that will result in recommendations by the end of 2013.

- Twitter, in concert with other CBA companies, will engage with the Mayor's Office of Innovation and the City Administrator's office, to explore ways for implementing any of the recommendations contained in the City's assessment described above.

KEY FEATURE #10: Preserve affordable housing & tackle homelessness

A major issue in the Central Market and Tenderloin communities is preserving affordable housing stock, expanding opportunities for low and moderate income people to secure affordable housing, and ending homelessness.

- Twitter, in concert with other CBA companies, will work in partnership with the Office of the City Administrator as the City develops an online affordable housing database for Central Market and the Tenderloin that would provide information on vacancies, wait-list status updates, income qualifications and contact information for housing and shelter in the area.
- Twitter will inform employees about Project Homeless Connect's service days, which provide needed services to homeless individuals. These service days may be included in the two service days Twitter will provide to employees.
- In addition to the promoted Tweets credits, Twitter will choose and provide social media training to at least two community based housing organizations in the community so their residents and employees may better access social media.

KEY FEATURE #11: Commit to local purchasing

Keeping dollars in the local community is an important part of community benefits agreements. In making purchasing decisions, it is critical that Twitter source from local caterers, suppliers and restaurants where feasible.

- Twitter will commit to purchasing at least \$200,000 worth of goods and services from small businesses, local caterers, suppliers, and restaurants in the local community in 2013.

KEY FEATURE #12: Appoint a community liaison

It is imperative that community members have a single point of contact to submit requests, concerns or compliments to Twitter. This liaison will ensure that community voices are heard and that employees know which internal person to contact when they are interested in getting involved in the community.

- Twitter designates Jenna Sampson as the community liaison. Jenna can be reached at sf@twitter.com

Evaluation & Reporting

The legislation authorizing the Central Market and Tenderloin Payroll Tax Exclusion requires the City Administrator to report on an annual basis on the program's success. In addition, the Citizens' Advisory Committee is required to report to the Board of Supervisors on a regular basis. To meet these reporting requirements, it is necessary for Twitter to report on its progress in meeting the Community Benefits Agreement's goals and objectives.

- Twitter will report on its progress meeting goals and objectives in this CBA by reporting to the City Administrator once each quarter on which items have been completed, which have begun and are in progress, and which have not yet begun. A form will be provided for this report.
- Completion of at least 80% of items in the CBA will be deemed as successful, provided that a good faith effort was made to achieve all items.

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