



January 25, 2011

Bill McGonagle, Administrator
Boston Housing Authority
52 Chauncy Street
Boston, MA 02111

Dear Mr. McGonagle:

As President & CEO of Associated Early Care and Education, Inc. ("Associated," or AECE), BHA's lead partner for the proposed new Learning Center at Bromley Heath, I am providing this letter to confirm Associated's strong commitment -- both programmatic and financial -- to the successful development and ongoing operational sustainability of the Learning Center. We whole-heartedly support BHA's application to the U.S. Department of Housing and Urban Development for \$5 million in Capital Fund Education and Training Community Facilities funding to support this project. As the main provider of early care and education at Bromley Heath for over 50 years, our Board of Directors, staff and donors are fully and enthusiastically committed to providing the specific funds and services noted below, both for the five years of this project and for many more years -- and generations -- to come.

95 Berkeley Street
Suite 306
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Board of Directors

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Wayne Ysaguirre
President & CEO

Associated as Provider and Leader in the Field

As the largest and oldest non-profit early education provider in New England, Associated currently enrolls over 1,200 children in its six Centers and network of over 150 Family Child Care Providers. Associated's Centers are fully accredited by the National Association for the Education of Young Children (NAEYC) and regularly receive the highest scores for environment and program quality. As a leader in the field, Associated is the top state-wide provider of technical assistance and training to other programs seeking accreditation, and our quality assurance staff has trained hundreds of providers throughout the Commonwealth in how to implement new research-based child assessment tools.

Associated's Commitments as Developer/Manager

Highly-Qualified Team. To develop the new Learning Center, Associated has assembled a team with unparalleled experience in both facilities development and management, as well as the design of state-of-the-art, indoor and outdoor learning environments. This team will be fully engaged through all phases of design and construction, working closely with residents, the Tenant Management Corporation and strategic partners.

Capital Contribution. Associated will provide [REDACTED] of its own resources (i.e., company cash and contributions) toward the sources of funding for the facility's development. That amount includes [REDACTED] in committed pledges from Associated's Board of Directors (current and former), of which [REDACTED] has already been received. Associated guarantees all pledged funds. To date, Associated has spent [REDACTED] on pre-development capitalized soft costs.



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Services Provided

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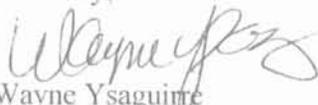
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Again, we are extremely excited to join with the Boston Housing Authority and the Tenant Management Corporation in making this significant and lasting investment in the children, families, and community of Bromley Heath.

Sincerely,


Wayne Ysaguire
President & CEO

December 22, 2010

Bill McGonagle
Administrator
Boston Housing Authority
52 Chauncy Street
Boston, MA 02111-2375

Dear Mr. McGonagle,

On behalf of United Way of Massachusetts Bay and Merrimack Valley, I am writing to: 1) endorse the application of The Boston Housing Authority, and its lead partner Associated Early Care and Education, to the U.S. Department of Housing & Urban Development for its Capital Fund Education and Training Community Facilities (CFCE) program; and 2) confirm United Way's commitment to provide both capital and operating support to the development of the Learning Center at Bromley Heath.

United Way of Massachusetts Bay and Merrimack Valley is advancing the common good in our region by providing help today in ways that strengthen tomorrow. Our work ensures that children are ready to learn when they enter school, stay engaged in learning and graduate able to compete, and are nurtured by families that have the financial stability to support both their basic needs and future success.

United Way is pleased to partner with Associated Early Care and Education in the creation, development and continuing support of this innovative "campus of care and education" at Bromley Heath. Specifically:

1. We believe that the early education program at Bromley Heath will be the showcase of excellence in early learning not only for Boston and our region, but for the nation as well. We are particularly encouraged that Associated has created the Quality Improvement Institute (QII), which will use the new Learning Center at Bromley Heath as its demonstration and training site, in conjunction with Thrive in Five, the City-wide early learning initiative co-managed by United Way and the City of Boston.
2. We support the emphasis on "enrolling families," as well as children, in the Learning Center, and that the programming for parents and adults at Bromley Heath recognizes what all our research has shown – that family stabilization and support is critical for children to be both academically and socio-emotionally ready for school.
3. We also share your focus on family and child wellness as essential to comprehensive early education. Along with many of our United Way affiliates, we welcome your partnership in reducing childhood obesity and promoting healthier life styles through your Healthy Cooking, Healthy Eating program. Your partnership with the neighboring Martha Elliot Health Center ensures that the families of Bromley Heath will have access to the best healthcare in Boston.

As both a partner and champion of this project, United Way commits [REDACTED] toward the total cost of the new Learning Center at Bromley Heath.



**United Way
of Massachusetts Bay
and Merrimack Valley**

Chairman of the Board
Myra H. Kraft

Michael K. Durkin
President and Chief Executive Officer
AnsIn Executive Leadership Chair

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Currently, the United Way provides an annual allocation to Associated of [REDACTED] which is a performance-based allocation, contingent upon their continuing to achieve measurable outcomes. Per our current agreement, this allocation will continue through 2013, and we fully expect, given their outstanding record with United Way, that this allocation will continue through the five years of this project partnership, contingent on United Way's ability to raise these funds.

The total value in operating support, therefore, is [REDACTED] x five years = [REDACTED]

Congratulations on an outstanding project. We applaud your thoughtful and comprehensive approach to the education and development of children and families at Bromley Heath and its surrounding neighborhoods.

Sincerely,



Michael K. Durkin
President and CEO

Howard J. Diamond
Senior Vice President
Relationship Manager

Healthcare and Non Profit Division
28 State Street
MS 1420
Boston, MA 02109
Telephone: 617 994 7026
Facsimile: 617 523 7752
howard.diamond@citizensbank.com

January 4, 2011

Mr. Wayne Ysaguirre
President & CEO
Associated Early Care and Education, Inc.
95 Berkeley Street, Suite 306
Boston, MA 02116

Dear Wayne:

I am pleased to inform you that RBS Citizens, N.A. (the "Bank") has approved a [REDACTED] Term Loan for Associated Early Care and Education, Inc., a Massachusetts corporation (the "Borrower") to support the construction of The Learning Center at Bromley Heath in conjunction with the Boston Housing Authority. The terms of our approval are as follows:

Borrower: Associated Early Care and Education, Inc.

Facility: Term Loan (the "Loan")

Purpose: To partially finance the construction of The Learning Center at Bromley Heath (The "Project")

Amount: [REDACTED]

Maturity: Five years from closing

Interest Rate: Floating at one-month LIBOR plus 3.0%, with an indicative rate of 3.26% as of today (subject to market fluctuations) for the first 18 months of the loan (the "Drawdown Period"), then converting to a fixed rate based on Citizens Bank's internal Cost of Funds for a 5 year term, 25 year amortization loan plus 3.0%, with an indicative rate of 6.18% as of today (subject to change prior to rate set). Prepayments will be allowed prior to the end of the Drawdown Period. After the fixed rate is set, amounts prepaid prior to maturity will be subject to a prepayment penalty of 3% in the first year following rate set, 2% in the second year and 1% in the third year.

Repayment: Interest only for 18 months from closing, then even monthly interest and principal payments based on a 282 month (25 years less the interest only period) amortization schedule. Based on the indicative rate of 6.18%, monthly payments during the amortization period would be approximately [REDACTED] with a bullet payment of approximately [REDACTED] due at maturity.

Commitment Fee: [REDACTED] of which [REDACTED] is due upon signing this commitment, [REDACTED] is due upon awarding of the HUD grant, and the remaining [REDACTED] is due at closing.

Security: First priority mortgage on the property located at 33 Bickford Street, Jamaica Plain, MA. Cross collateralized to all other mortgages held by the Bank.

Financial Reporting Requirements:

The Borrower shall deliver to the Bank:

- i.) Annual audited financial statements in form and substance acceptable to the Bank within 150 days of Borrower's year end prepared by a certified public accountant acceptable to Bank;
- ii.) Annual certificate of covenant compliance within 150 days of Borrower's fiscal year end;
- iii.) Quarterly management prepared financial statements, in form and substance acceptable to Bank, prepared by Borrower within forty-five (45) days of each quarter end (excluding the fiscal year end);
- iv.) Quarterly certificate of covenant compliance within 45 days of Borrower's quarter end;
- v.) Annual Budget within 60 days of prior fiscal year end.

Financial Covenants: The Borrower must comply with the following financial covenants during the course of the loan, and must be in pro forma compliance with the covenants at closing:

- i.) Minimum debt service coverage of 1.25x, defined as the Change in Unrestricted Net Assets, plus Depreciation and Amortization, plus Interest Expense, less Non Cash Gains, plus Non Cash Losses, less Unfinanced Capital Expenditures, divided by the sum of Interest Expense plus Current Portion of Long Term Debt, tested quarterly on a trailing four-quarter basis;
- ii.) Maximum Leverage of 1.25x, defined as Total Unrestricted Fund Liabilities divided by Unrestricted Net Assets, tested quarterly.

Additional Provisions:

In addition to, and without in any way limiting the generality of the terms of this letter, the Loan will be subject to the following additional provisions:

- i.) Prior to the closing, there shall not have occurred, in the opinion of the Bank, any material adverse change in the Borrower's business operations or financial condition.
- ii.) The Borrower will not be permitted to incur, create, assume, become or be liable in any manner with respect to or permit to exist any indebtedness or liability without approval of the Bank, except indebtedness to the Bank and indebtedness with respect to trade obligations incurred in the ordinary course of business, except as provided by the Loan Agreement;
- iii.) The Borrower will not be permitted to incur, create, assume or suffer to exist any mortgage, pledge, lien, charge or other encumbrance on any of its assets without the prior written consent of the Bank, except as provided by the Loan Agreement;
- iv.) Borrower will maintain its primary depository accounts with the Bank;
- v.) An Event of Default will occur under the Loan Agreement upon the occurrence of an event of default under any other obligations by and between the Bank and Borrower;
- vi.) Adherence to the Bank's construction monitoring process and procedures;
- vii.) All loan documentation and related closing documents will be in form and substance satisfactory to the Bank with such provisions as the Bank may reasonably require to protect its interests. The Borrower shall pay all costs and expenses incidental to this commitment letter and the Loan;
- viii.) Borrower will provide the Bank copies of insurance policies or other satisfactory evidence of hazard, property and liability insurance in form, substance and amounts

and issued by such companies as shall be satisfactory to Bank. Such policies shall name the Bank as mortgagee, loss payee and/or additional insured, as shall be required by the Bank.

Conditions Precedent to Closing:

- i.) This commitment is subject to the receipt of a capital grant from HUD from the Capital Fund Education and Training Community Facilities Program in the amount of \$5,000,000, or such other amount that the bank, in its sole judgment, considers sufficient when combined with other resources to fund the Project.
- ii.) This commitment is subject to additional due diligence including, but not limited to an appraisal of the property as is and the project as completed, environmental reports, flood determination, receipt and review of additional financial and other information regarding the operations of the Borrower and the Project, review of construction plans and other information on the Project, and any other due diligence required by the Bank.

This commitment is not assignable without the prior written consent of the Bank.

The terms of this commitment letter may not be waived, modified or in any way changed by implication, correspondence or otherwise unless such waiver, modification or change is made in the form of an amendment to this commitment letter in writing and signed by all parties. Please be informed that the terms and conditions presented herein do not purport to include all of the conditions, covenants, representations, warranties, defaults and other provisions which will be contained in the loan documentation for this transaction.

This letter shall be governed and construed in accordance with the laws of the Commonwealth of Massachusetts. If the foregoing is acceptable, please sign and return one copy of this letter by January 31, 2011, after which date, if not signed and received by the Bank, the commitment contained herein will be considered null and void. This loan, as described above, must be closed by June 30, 2012.

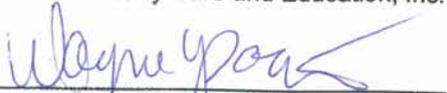
RBS CITIZENS, N.A.



Name: Howard J. Diamond
Title: Senior Vice President
Healthcare and Non Profit Division

The terms and conditions of this commitment are approved and accepted as stated herein without amendment or modification as of January 4, 2011.

BORROWER:
Associated Early Care and Education, Inc.



Name: Wayne Ysaquirre
Title: President & CEO



January 25, 2011

Bill McGonagle, Administrator
Boston Housing Authority
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Boston, MA 02111

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Suite 306
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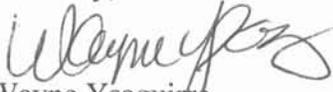
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**United Way
of Massachusetts Bay
and Merrimack Valley**

Chairman of the Board

Myra H. Kraft

Michael K. Durkin

President and Chief Executive Officer

Ansini Executive Leadership Chair

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Sincerely,



Michael K. Durkin
President and CEO



FAMILY
SERVICE
OF GREATER BOSTON

Helping families *be* families. Since 1835.

December 22, 2010

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tty 617-824-5800

Bill McGonagle, Administrator
Boston Housing Authority
52 Chauncy Street
Boston, MA 02111-2375

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On behalf of Family Service of Greater Boston, I am writing to 1) endorse the application of the Boston Housing Authority and its lead partner, Associated Early Care and Education, for funding from the U.S. Department of Housing & Urban Development under the Capital Fund Education and Training Community Facilities Program to develop the Learning Center at Bromley Heath; and 2) confirm Family Service's continuing commitment to provide healthy child development and family support mental health services to Associated, including an expansion of services to the new Learning Center.

Agency Profile. Family Service, founded in 1835, is one of New England's leading social welfare agencies, offering a range of programs focused on improving the lives of at-risk children, youth and families by disrupting cycles of intergenerational family dysfunction. Targeting urban Boston residents struggling with the emotional, psychological, physical and economic effects of poverty, abuse, violence and parental neglect, our service goals include prevention and harm reduction; peer and family education; building social-emotional competency; parenting education; behavioral health/trauma services; and case management to prevent and alleviate factors which could lead to family/community crisis. For additional information about Family Service, please access www.fsgb.org.

Strong Start: Healthy Child Development. Three years ago, we developed our *Strong Start* initiative, a healthy child development model that seeks to strengthen emotional resiliency and competency of low-income children and their families. Motivation for the initiative derived from our clinical experience and intimate understanding of the social impact of the socio-economic challenges confronted by many children and families living in urban Boston. The numbers are compelling. Nearly half of Boston's 40,000 children, ages 0-5, live in the inner city communities of Roxbury, Dorchester, Jamaica Plain and Mattapan supported by Family Service and Associated, and they typically are enrolled in the most resource-starved early education centers. An overwhelming number of these children reside in neighborhoods characterized by high crime and violence, poverty, and family dysfunction, and many have limited access to quality health care, including early screening and immunizations. With these youngsters spending a large portion of each week in daycare, teachers must deal with the trauma produced by exposure to community or family dysfunction; manage noncompliant behavior in



classrooms; and work with parents to maintain behavioral expectations at home.

Strong Start services significantly upgrade centers' capacity to deal with the mental health needs of their children by creating a comprehensive clinical and teacher training service delivered by site-based early education mental health specialists able to maximize the effectiveness of clinical assessments, child therapy, professional training and consultation, and parenting skill building.

Associated-Family Service Partnership. In 2009, Family Service entered an agreement with Associated to launch *Strong Start* in two of its six centers. One of the sites is located across the street from Family Service headquarters in the Bromley-Heath housing development—the largest overseen by the Boston Housing Authority—a physical proximity that has enhanced integration between the delivery of *Strong Start* and other Family Service clinical services to area residents and Associated families. This is also the location where the proposed Learning Center at Bromley Heath project will be developed.

I worked closely with Associated CEO Wayne Ysaguirre in planning our *Strong Start* alliance to assure mutual understanding of program goals and objectives and to build a flexible collaborative model that could expand as program needs and resources allowed. There has been a shared commitment. We have found the two organizational cultures to be compatible, and have been most pleased with the quality of the relationship and the results to date. The collaboration with Associated has been highly interactive and very productive. We have regular consultations, as do key managers, about program services and specific issues that arise, and there continues to be commitment to common goals. In most respects, the relationship reflects the collaborative dynamic we imagined when conceiving *Strong Start*—*i.e.*, marrying Family Service's early childhood mental health clinical capacity with the mental health clinical needs of urban early education programs. Associated understands the value of utilizing outside expertise and maintains an environment that welcomes our therapeutic intervention.

In addition to our onsite *Strong Start* work with children, therapists from our Center for Behavioral Health (CBH) clinic, and a dedicated team from our Center for Family-Based Services (FBS) provide in-home therapeutic services for children and their families referred because notable family dysfunction has been identified. An example of collateral services we are able to offer is our *Helping Fathers Be Fathers* program, a life and parenting skills development initiative designed to promote responsible fatherhood among multi-challenged, urban minority men and to reconnect them with their children. This is a compelling need in an urban setting where as many as 75% of households are headed by single parents, overwhelming female. In addition, we are able to provide medication management in both the CBH clinic and in FBS, as well as ongoing case management services. Indeed, the impact of *Strong Start* is amplified by Family Service's deep clinical capacity and programming strength which comprise a palette of targeted, integrated services for children and their families—*e.g.*, parenting support/skills groups; mental health and substance abuse evaluation/counseling; in-home family stabilization and reunification services; child abuse/neglect prevention and intervention services; parenting assessments; trauma evaluations and treatment services; and engagement of young fathers.

Expanded Services for the Learning Center at Bromley Heath. To support the Learning Center at Bromley Heath, Family Service is committed to providing access to two FTE clinicians to join two staff from Associated's Family Development Department to form a multi-disciplinary team of four professionals dedicated to comprehensive support for the children and families served by the Center. This team would be housed at the new Center to provide the services outlined above. The onsite team would also have direct and continuous access to our Center for Family Based Services located adjacent to

the Bromley Heath housing development, thereby creating a true campus of care and education for Bromley Heath residents. We will also work with Associated to recruit Bromley Heath residents to work as parent aides.

The monetary value of the two FTEs for our *Strong Start* services is [REDACTED] for the initial year. In addition, we value our administrative support, including the program director, supervisors, educational psychologist, and collateral clinical support from other agency programs at [REDACTED] for the first year. Using a 3.5% annual index, we project the total value of the Family Service investment over five years at [REDACTED]

Program Outcome Measurement. Among the outcomes projected for our *Strong Start* program at the Learning Center, we expect:

- Direct clinical intervention with children to address troubling and disruptive behaviors, resulting in a more compatible environment for children's cognitive and intellectual development and a higher potential for school readiness.
- Teacher training to enhance teachers' capacity to address class management and behavioral issues and to equip teachers to work sensitively with children exposed to trauma and other dysfunctional issues.
- Given the Learning Center's proximity to Family Service clinical offices, families will be able to easily access needed child or child/parent therapy, thereby increasing the chance for therapeutic benefits to carry over from school to family homes.
- Family Service-facilitated parenting education and skill-building workshops to encourage more insightful and self-aware parenting.

We have made a major commitment to program evaluation by developing an outcomes measurement system that not only gauges the effects of individual services, but also assesses the comprehensive impact of our programs as they relate to specific goals. In maintaining our assessment system, we work with Social Science Research & Evaluation, Inc., of Lexington, MA, to assure specified goals and objectives for each program; identify appropriate measurement instruments; and devise methodologies for collecting, analyzing and reporting program data. The result is a disparate, but full range of measures—from highly standardized tools to participant-constructed inventories—with which to evaluate effectiveness. Currently, for use in *Strong Start* and other child and family programs, they include:

- Client Problem Severity Rating: Parent, child, and family functioning outcome measure
- Child & Adolescent Needs and Strengths Survey (CANS)
- BASC-2 (Behavior Assessment System for Children, Second Edition)
- Ages and Stages Questionnaires & Ages & Stages Questionnaires: Social-Emotional
- Family-based Services Family Assessment
- Trauma Survey: Outcome measure for trauma treatment of children and adolescents
- Effective Black Parenting & Los Ninos Bien Educados pre-/post-surveys: outcome measurement for parenting groups

Of particular note, we are planning to acquire *Efforts To Outcomes*, a web-based, state-of-the-art outcomes measurement system that would enable more comprehensive, integrated impact analysis. ETO measures correlation between client services and the outcomes produced. It is highly adaptable, a desirable feature for a multi-service organization, like Family Service, which must track thousands of clients and report progress and outcome data to multiple public and private funders that typically use different reporting formats. ETO will enable flexibility and longer term impact analysis of children's progression.

A Long-Term Investment. We believe that the broad sweep of the Learning Center concept is a powerful commitment to building the level of community infrastructure so essential to shaping a stronger, enduring foundation for child and family development in Boston's inner city. Indeed, we conceived *Strong Start's* collaborative model because of a fundamental belief that, ultimately, successful intervention/prevention to advance healthy development of larger numbers of the community's youngest children and to stabilize their families will increase the potential for meaningfully diminishing the population of troubled adolescent and teenage youth whose destructive behavior is at the center of much of the crime and violence that now plagues urban Boston. The Associated-Family Service partnership—by collaboratively addressing one agency's needs with the resources of the other—offers a compelling community model for competent and efficient early education and social service program delivery.

We look forward to expanding our services to Associated and to being integrally engaged in the high value Learning Center at Bromley Heath initiative.

Sincerely,

A handwritten signature in black ink that reads "Randal Rucker". The signature is written in a cursive, flowing style.

Randal Rucker
Chief Executive Officer