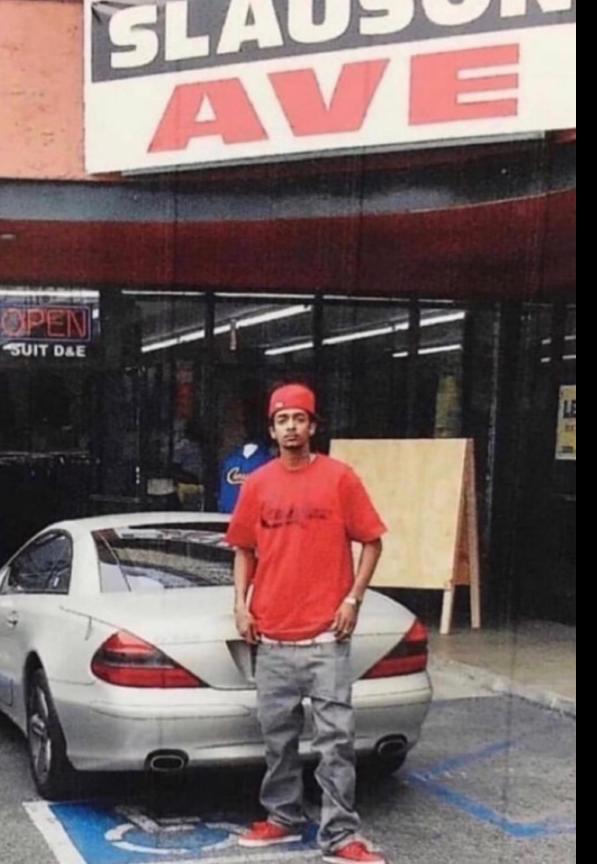


# **EXECUTIVE SUMMARY**

In 2017, rapper-entrepreneur Ermias "Nipsey Hussle" Asghedom and investment banker-turned-developer David Gross purchased the strip mall at the legendary corner of Crenshaw & Slauson for \$2.5 million in cash, converting a gentrification target into a community-owned asset. Within 18 months the duo launched Our Opportunity, an Opportunity-Zone-based cooperative fund, and opened Vector90, a 15,000 sq ft co-working and STEM hub upstairs. By Year 1 the site incubated 300+ entrepreneurs and hosted weekly youth coding classes while returning rental dividends to local shareholders. The case demonstrates how Black cultural capital, federal tax incentives, and cooperative finance can combine to anchor wealth in historically excluded neighborhoods.





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- 14. DIY Community-Co-op Toolkit (Quick-Start)





# 1. INTRODUCTION: CULTURE MEETS COMMERCE

Hip-hop has long preached owning the masters; Nipsey Hussle extended that mantra to **owning the block** that raised him. His philosophy—"I'm not in real estate for a flip; I'm in it for the soil"—positioned property as both a hedge against displacement and a platform for innovation. This study unpacks the mechanics behind the Marathon Plaza acquisition and distills an actionable framework for communities aiming to replicate the co-op approach.

# 2. NEIGHBORHOOD BASELINE: CRENSHAW BEFORE THE DEAL

Metric (2016)	Crenshaw & Slauson	LA County Avg.
Median Household Income	\$30 400	\$61 400
Unemployment Rate	12.8 %	4.9 %
Black Home-ownership	27 %	42 %
Light-Rail Proximity	0.3 mi to new Crenshaw/LAX Line	

Rising land values around the incoming Metro line triggered speculative purchases by outside investors classic pre-gentrification signals. Yet **0** % of parcels changing hands (2013-2016) listed a local resident on the title.



# ortunity thern Los fornia Angeles Beach 1 MILE South Los Angeles Cienega Blvd. **Hvde Park** Los Angeles

# 3. POLICY WINDOW: OPPORTUNITY ZONES EXPLAINED

Created under the 2017 *Tax Cuts & Jobs Act*, Opportunity Zones (OZ) defer and partially forgive capital-gains taxes for investors who deploy equity into qualified census tracts for ten years. Nearly all of South Central LA, including Marathon Plaza's tract, qualified. Nipsey and Gross leveraged OZ rules to:



Entice celebrity & VC partners with tax-advantaged returns;



Pool community investors under a single fund vehicle; and



Lock in a **10-year hold** that discouraged short-term flipping.





# 4. THE PLAYERS: NIPSEY HUSSLE, DAVID GROSS & OUR OPPORTUNITY

## **NIPSEY HUSSLE**

Grammy-nominated artist, tech angel (follow coin, STEM FUSE), vocal neighborhood investor.

## DAVID A. GROSS

Former ICM banker, founder of private-equity shop *DJ globals*; south LA native.

#### **OUR OPPORTUNITY FUND**

A cooperative OZ fund targeting \\$500 million to replicate the model in **50 majority-black cities**.

# 5. DEAL ANATOMY: ACQUIRING MARATHON PLAZA

- Purchase price: \$2,500,000 (all-cash, 60-day close)
- Capital stack:
  - 50 % equity celebrity & VC anchor partners (series A units)
  - 25 % equity local residents (series B units)
  - 25 % sweat-equity pool Nipsey & Gross holding company (management units)
- Debt: 0 (initial acquisition kept unleveraged to speed escrow)
- Title: Delaware LLC  $\rightarrow$  California foreign qualification  $\rightarrow$  OZ designation
- Deed restrictions: Right-of-first-refusal for community shareholders; anti-flip clause (sale requires ≥ 75 % resident vote).



## 6. CO-OP ARCHITECTURE: GOVERNANCE & TERMS

#### **OWNERSHIP SPLIT**



- COMMUNITY
  50% Community shareholders (≤ \$10K each | min. buy-in \$1 000)
- CELEBRITY/VC
  30% Celebrity/VC LPs
- **FOUNDERS**20% Founders & Management

#### **BOARD STRUCTURE (7 SEATS)**

- 1. Founder (rotates Nipsey  $\rightarrow$  heirs)
- 2. Resident reps (elected)
- 3. Tenant rep
- 4. Institutional LPs
- 5. Independent impact auditor

#### **DIVIDEND POLICY**

Target IRR: 12-15% after OZ tax benefits Payouts: 75% of net cash flow distributed quarterly; 25% retained for capital improvements & new acquisitions.

## **COMMUNITY PROTECTION CLAUSES**

- Cap on individual resident ownership (≤ 1% of fund) to avoid concentration
- Anti-predatory buyout guardrails (external offer triggers "community Match option" within 90 days)

# 7. PROGRAM ACTIVATION: VECTOR90 & MIXED-USE TENANCY

Floor	Sq Ft	Use	Anchor Partner
Ground	11 200	Retail: The Marathon Clothing, Boost Mobile, Master Burger, local brands	TMC, franchisees
Mezz.	_	Outdoor patio & pop-ups	_
2nd	15 000	<b>Vector90</b> co-working, podcast studio, 3D-printing lab, classroom	Google (LA), Plug In South LA

## **VECTOR90 IMPACT (YR 1):**

312

**470** 

\$1.8M

**ENTREPRENEURS** 

Served (63% Black, 28% Latinx)

YOUTH

Enrolled in weekly STEM labs

**SEED CAPITAL** 

Raised by member startups

**GOOGLE LA HACKATHON** 

and Forbes Cultural Leaders Summit hosted





# 8. ECONOMIC IMPACT ASSESSMENT (2017-2024)

#### PROPERTY VALUE

Plaza appraised value ↑ +38% (unleveraged equity gain)

#### **LOCAL DIVIDENDS**

Local rental recapture: **\$487k** distributed to 193 resident shareholders

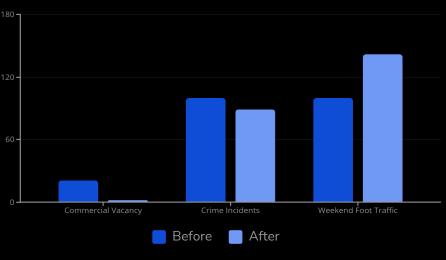
#### **JOB CREATION**

Job creation: **54 FTE** positions across retail & Vector90 staff

#### **TAX REVENUE**

Tax increment (property + sales) to City of LA: \\$312k

## 9. SOCIAL & CULTURAL IMPACT



Media sentiment: over **1,200 earned-media mentions** positioning South LA as an entrepreneur hub



## 10. SCALABILITY

Our Opportunity has assessed pilot corridors in:



ATLANTA
Auburn Ave.



CHICAGO 63rd & Indiana (Bronzeville)



NEW ORLEANS
Claiborne Corridor

Each market shares three prerequisites: (1) OZ designation; (2) high Black cultural footprint; (3) existing but undervalued retail strip older than 25 years.

## 11. RISKS & MITIGATION

Risk	Likelihood	Impact	Mitigation
Market downturn	Med.	High	Maintain 6-mo cash reserve; no > 60 % LTV debt
Mission drift post-founder	Med.	Med.	Enshrine bylaws; independent impact trustee
Resident liquidity crunch	High	Med.	Secondary trading window every Q2 via crowdfunding portal
Regulatory shifts (OZ sunset)	Low	Med.	Refinance via CDFI, maintain 10-yr hold regardless



# **KEY TAKEAWAY**

# OWNERSHIP BEATS SPONSORSHIP

Turning cultural relevance into land leverage locks wealth at the block level.



# 13. BIBLIOGRAPHY & FURTHER READING

- 1. Los Angeles Times, "With a new STEM center and a revolutionary marketing strategy ..." (2018).
- 2. U.S. IRS Notice 2019-27, Qualified Opportunity Funds.
- 3. Forbes, Zack O'Malley Greenburg, "Inside Nipsey Hussle's Opportunity-Zone Blueprint" (2019).
- 4. AIM2Flourish Case Study, "Building a Legacy and Community through Coworking" (2023).
- 5. AfroTech, "David Gross Continues to Honor Nipsey Hussle's Legacy ..." (2022).





# A. QUICK-START CHECKLIST (30-DAY SPRINT)





# **B. FEASIBILITY SELF-ASSESSMENT WORKSHEET**

QUESTION	YES/NO
Do we have at least one off-market broker lead?	
Can we raise 20 % of purchase price locally?	
Are ≥ 50 % of steering committee residents?	
Is there a local CDFI active in small-biz lending?	
Does zoning allow mixed-use or co-working?	

A score of ≥4 Yes = Green Light; else revisit strategy.

# C. TEAM ROLES & RESPONSIBILITIES

1

#### **MANAGING MEMBER**

Executes acquisition, oversees asset

2

## **COMMUNITY LIAISON**

Runs outreach, vote tabulation

3

#### **IMPACT AUDITOR**

Tracks KPIs quarterly

4

#### **ANCHOR TENANT OR CULTURAL PARTNER**

Drives brand equity & media



# D. FUNDING STRATEGIES



#### **OPPORTUNITY-ZONE EQUITY**

Defer CG tax; requires 10-yr hold.



#### **REG CF EQUITY CROWDFUND**

Raise up to \$5 M per year from non-accredited investors.



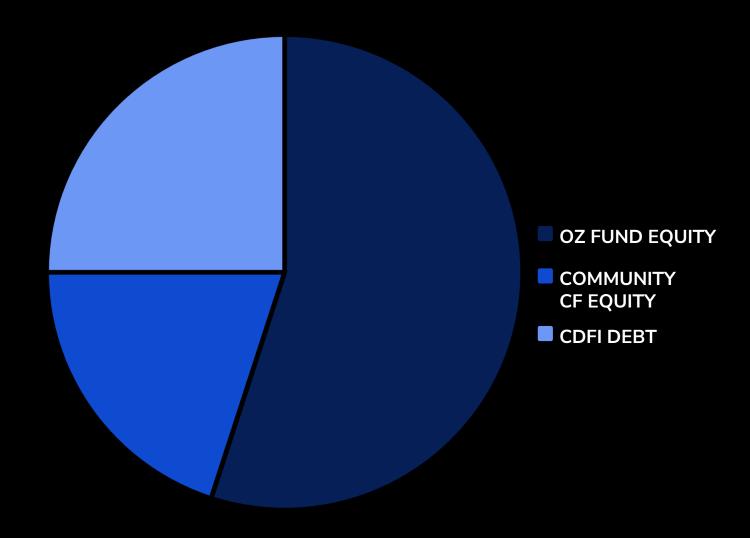
#### **CDFI SENIOR DEBT**

Loan-to-cost up to 65%; interest 5-6%.



## PROGRAM-RELATED INVESTMENTS (PRI)

Approach mission-aligned foundations.





# E. LEGAL STRUCTURES

MASTER LLC + SERIES LLC

(Keeps each asset ring-fenced)

#### **COOPERATIVE CORPORATION**

(Resident equity class)

#### **OPERATING AGREEMENT MUST INCLUDE:**

- Transfer restrictions;
- Community dividend formula;
- Mission-lock clause.

# F. DEAL DOCUMENTS (TEMPLATES)

1 LOI / OPTION AGREEMENT

2 EQUITY TERM SHEET (Editable .Docx)

3 SUBSCRIPTION AGREEMENT
For community investors

4 SAMPLE CAP-TABLE EXCEL (10-year view)



# G. COMMUNITY ENGAGEMENT PLAYBOOK

90-Day "Listen → Decide → Co-Design" cycle

## LISTEN

Host open-air visioning walk of the site

# REPORT

Schedule quarterly town-halls w/ financial dashboard



## DECIDE

Run survey (paper + SMS) collect top tenant wishes

## **CO-DESIGN**

Publish transparent budget on a public Google Sheet





# H. PROGRAMMATIC ACTIVATION MENU

Initiative	Cost (yr 1)	Impact Goal
Youth STEM Saturdays	\$45k	200 students served
Pitch-Night Micro-grants	\$20k	12 startups funded
Cultural Heritage Pop-Ups	\$10k	6 events, 1 500 attendees

# I. IMPACT MEASUREMENT DASHBOARD (CORE KPIS)



**JOBS CREATED** 

(FTE & PT)



YOUTH PROGRAM ENROLLMENT



**RENTAL DIVIDENDS** 

distributed locally



**NEW BUSINESS FORMATIONS** 

within 1 mi



**CRIME INCIDENTS** 

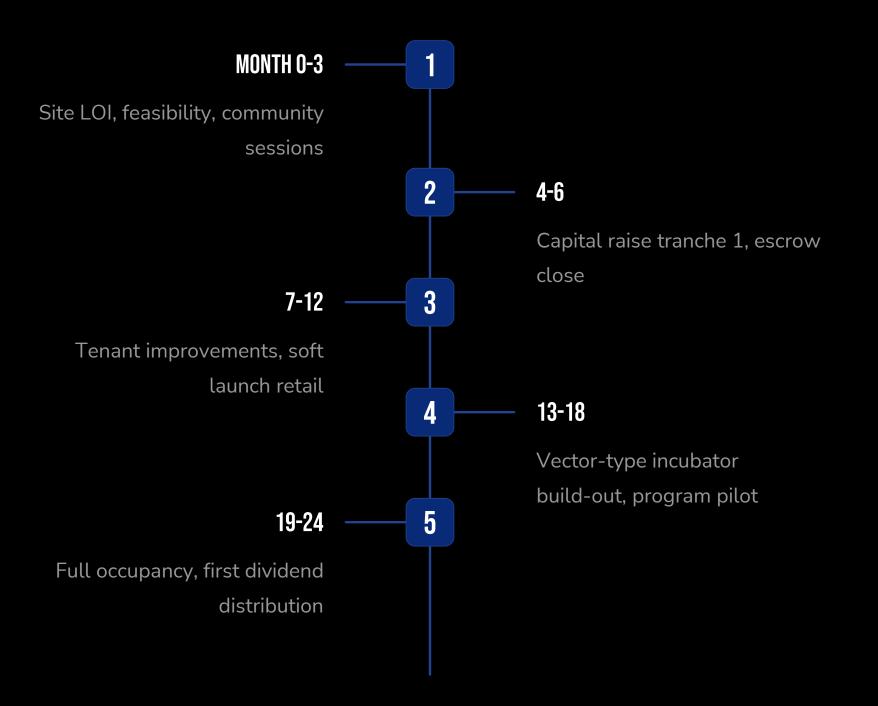
within 500 ft (monthly)

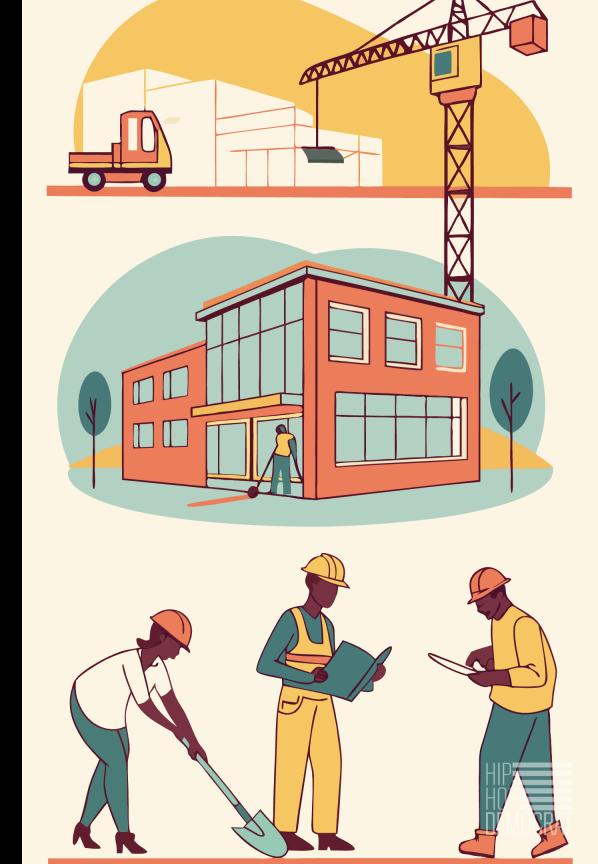
## J. RISK MATRIX & MITIGATION

See Section 11 table; adapt probabilities to local context.



# K. SAMPLE 24-MONTH TIMELINE





# L. RESOURCE LIBRARY (LINKS)



IRS OZ FAQ (latest edition)



CO-OP DEVELOPMENT CENTER
DIRECTORY
(USDA-funded)



KAUFFMAN-FASTTRAC
CURRICULUM
(entrepreneurship)



**OPPORTUNITY FINANCE NETWORK**CDFI locator



**SAMPLE OPERATING AGREEMENT** (Creative Commons-licensed)



# CALL TO ACTION

Ready to run the *marathon* in your own city? Download the editable templates package (LOI, cap-table, operating agreement)



# **CONTACT INFORMATION**

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