

The for-profit "**Citizens Land Bank**" ("**CLB**"), also referred to as the for-profit "Citizens Land Cooperative" ("CLC") and "Community Investment Corporation" ("CIC"), is one of several innovative credit financing vehicles aimed at realizing a free enterprise vision for re-humanizing the future of the American economy.

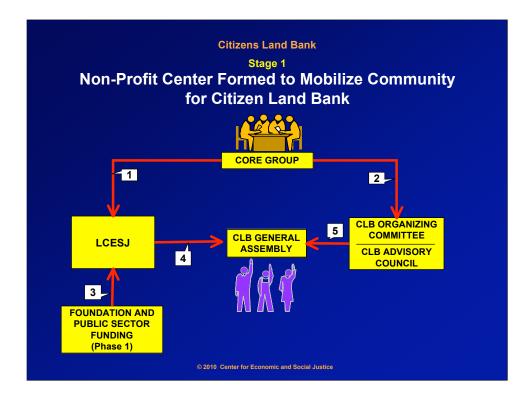
The CLB is a keystone of a new private sector strategy known as "Capital Homesteading," which recognizes the ownership of productive capital as a new right of citizenship and supplemental source of personal income.

The CLB is designed to finance livable and inspiring "new communities" in which every worker and resident would be afforded the right and the effective means to participate personally in capital ownership accumulations, profits and local decision-making. It functions just as the Rouse Corporation did in building Columbia, Maryland or the Reston Corporation did in building Reston, Virginia — but with a difference. The CLB turns community residents into its principal shareholders.

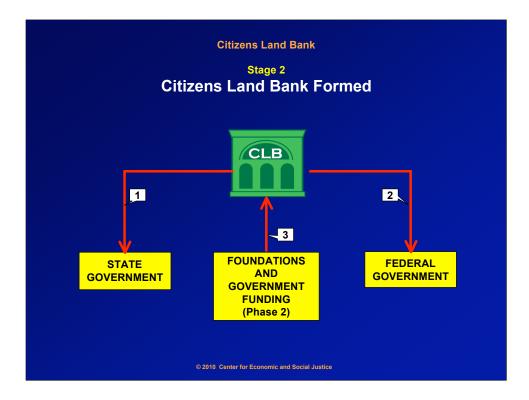
The CLB offers a planning framework for financing local infrastructure to increase land values and attract new worker-owned industries and entrepreneurial opportunities. It can also provide financing incentives for introducing and commercializing advanced technologies that can be owned by local workers, create new private sector jobs, and enhance the economic growth of the community within local, national and global markets.

Citizens Land Bank	
Stages of Implementation	
Stage 1	Non-Profit Center Formed to Mobilize Community for Citizen Land Bank
Stage 2	Citizens Land Bank Formed
Stage 3	Turnkey Developer Coordinates Development Planning
Stage 4	Turnkey Developer Negotiates Funding and Transfer of Sites to CLB
Stage 5	CLB Becomes Activated
Stage 6	Financing and Issuing of CLB Shares
Stage 7	Community Shareholders Earn Shares and Dividends from CLB Profits
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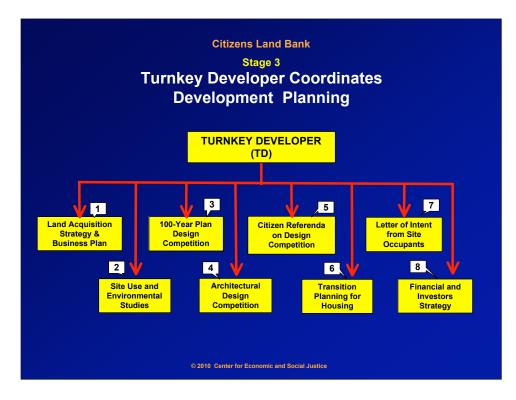
Outlined in the following diagrams is a national demonstration project for commercializing advanced technologies linked with broadbased ownership participation in land development among area residents and workers.



- Core leadership group organizes and incorporates a not-for-profit Local Center for Economic and Social Justice (LCESJ). The LCESJ would educate all members of the community on free enterprise principles of economic and social justice, economic empowerment goals, new sources and mechanisms for financing economic development, and personal benefits they would receive through organizing a Citizens Land Bank.
- 2. LCESJ organizes a volunteer CLB Organizing Committee consisting of a diverse group of community leaders, and a CLB Advisory Council made up of professionals and influential supporters outside the community. The two organizing bodies develop the initial vision, strategy, operational plan and tasks for forming a CLB and prioritizing initial projects, including broad-based citizen participation in the CLB planning process.
- LCESJ applies for and receives public sector and foundation funds to organize a non-partisan election for selecting neighborhood representatives to a CLB General Assembly. The General Assembly would structure the CLB's governance process, form committees to develop basic policies and goals, and facilitate formation of the CLB.
- 4. LCESJ organizes neighborhood or precinct elections to select representatives to a CLB General Assembly.
- 5. CLB Organizing Committee and Advisory Council provide volunteer assistance to CLB General Assembly and standing committees of CLB for mobilizing support and approving Citizen Shareholders Participation Plan, CLB bylaws, and initial sites to be developed by CLB.

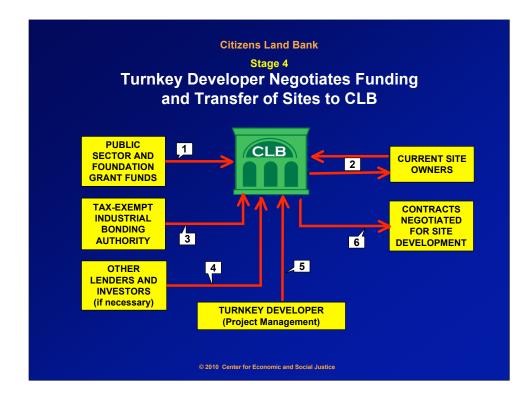


- CLB applies to the State Government for a charter as a for-profit, citizen-owned land planning and development entity. It would be empowered to acquire land by purchase or donation, to be delegated by government to exercise powers of eminent domain, to plan land uses, and to distribute shares and citizen dividends from land use and infrastructure fees. To encourage faster rates of local development, local governments would be encouraged to shift from property taxes to taxes on all forms of income above the poverty line that would be tied to growing personal incomes from wages, salaries and dividends that would result from the CLB growth model.
- 2. When chartered, the CLB would apply for and receive from the Federal Government comparable tax benefits for citizen-shareholders as current tax laws provide for worker-owners of an S-Corporation Employee Stock Ownership Plan ("S-Corp ESOP"). The CLB would also receive the same tax treatment as a 501(c)(3) corporation for receiving donations of land from government, private donors and foundations.
- 3. Front-end funding is provided to enable CLB to hire a qualified Turnkey Developer (TD) to plan, manage and arrange financing under CLB board approval for developing CLB land under a 100-year plan that will sustain maximum dividend incomes and ownership participation rights of all citizen-shareholders.

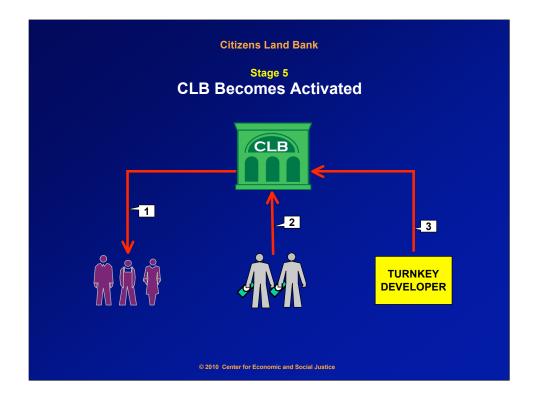


Subject to CLB Board approval, a TD develops:

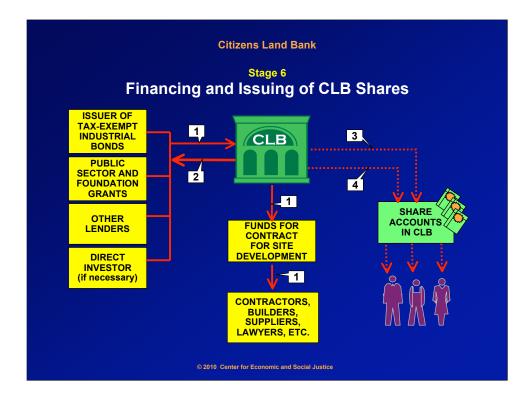
- 1. Land acquisition strategy, site appraisals, overall CLB business plan, and all aspects of project management, from initial concept through planning and development and site management.
- 2. Site use, environmental, economic and financial feasibility studies.
- 3. Design competition process for 100-year plan for comprehensive anticipatory and life-enhancing development that empowers all members of the community.
- 4. Architectural design competitions for basic community facilities and infrastructure to attract private sector and government users of space.
- 5. Plan for vote by citizens, following expert panel selection of top competitors in design competition.
- 6. Plan for meeting housing transition problems of citizens during development process.
- 7. Letters of intent negotiated with prospective occupants of sites.
- 8. Financial strategy and, if necessary, negotiations with outside partners and investors.



- CLB approves TD proposals for public sector and foundation grants to pay for planned acquisitions of land, and for recruiting and training a permanent CLB management team to handle all aspects of land and infrastructural development, real estate marketing, management and site maintenance, and supporting services to viable companies and users of the CLB sites.
- 2. CLB negotiates for cash-free transfers of government-held land and purchases of project lands from private owners.
- 3. CLB negotiates tax-exempt industrial bonds for infrastructure development.
- 4. CLB seeks and negotiates with other lenders and investors to close gaps in overall funding requirements.
- 5. TD, on behalf of CLB shareholders, provides overall project management.
- 6. Contracts negotiated with qualified bidders for site development.



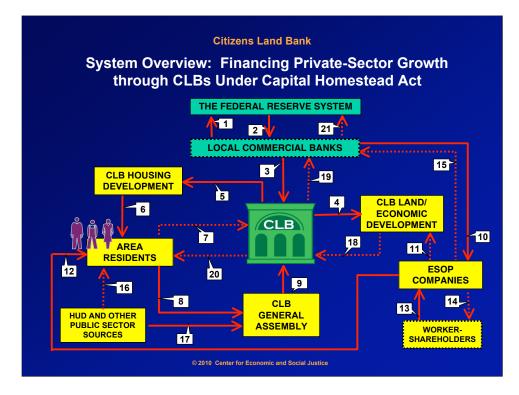
- Citizens acquire rights to participate as shareholders of CLB, with each man, woman and child who remains or becomes a permanent resident receiving a free, lifetime, non-transferable voting share in the CLB. The share would be voided upon death or change of permanent residence.
- Additional investment in CLB shares from outside investors if necessary, but subject to repurchase by CLB on agreed-upon formula price.
- 3. Overall development plan submitted for CLB board approval and CLB General Assembly.



- 1. Funds transferred for developing sites.
- 2. CLB guaranties loan repayment, pledging as collateral the land and other assets of the CLB.
- CLB issues free, non-transferable, full dividend payout, voting shares to tax-sheltered accounts within CLB for broad-based ownership by local citizens.
- Special CLB bonus shares awarded under the CLB's Community Participation Plan to citizens or public servants who make special contributions to improving the quality-of-life of the community.



- 1. Revenues received from long-term leases of CLB land, space and facilities rentals, extraction and infrastructure user fees, and maintenance contracts.
- CLB repays debt to bondholders and other lenders on CLB loans for land acquisition and infrastructure development. Lenders release CLB land and other assets pledged as collateral as loan is repaid.
- 3. Dividend withholding taxes provide public sector revenues lost by the exemption from property taxes on all property on land owned by the CLB.
- Citizen Dividends (CD) distributed monthly in cash to every CLB shareholder from land rentals and other CLB fees, after operating costs, CLB debt service payments, and dividend withholding taxes.
- 5. Community Shareholders receive annual CLB shareholder reports and summary of annual citizen dividends.



- 1. CLB's approved ownership-expanding loans are presented for Fed discounting (Sec. 13 of Federal Reserve Act).
- 2. Fed monetizes CLB's qualified bank loans for private-sector growth at fee of 1% or less.
- 3. Banks make low-cost loans to CLB for land, community facilities and infrastructure development.
- 4. CLB invests in land and infrastructure for industrial, commercial, agricultural and other development.
- 5. CLB invests in land and infrastructure for housing and community facilities.
- 6. CLB provides technical assistance to homeowners to obtain mortgage loans.
- 7. Citizens and businesses pay rentals to the CLB for long-term leases on land upon which their homes and improvements are situated. (Rentals would provide CLB dividends to all citizens.)
- 8. Citizens form CLB General Assembly and participate in community activities.
- 9. Community Participation Plan developed to enable citizens to "earn" bonus CLB shares.
- 10. Banks make low-cost loans to ESOP companies, repayable with tax-deductible profits.
- 11. ESOP companies lease land from CLB.
- 12. ESOP companies recruit, hire, train and offer ownership sharing opportunities to citizens.
- 13. Worker-owners participate in wealth creation through their labor and productive capital contributions.
- 14. Workers earn wages, dividends, bonuses and ESOP shares.
- 15. Companies pay off their ESOP loans with future pre-tax company profits and/or dividends.
- 16. Housing vouchers provided to low-income families for mortgage payments.
- 17. Grants approved for developing community participation plans.
- 18. CLB earns profits from long-term land leases, rentals, user and extraction fees, and maintenance and service contracts.
- 19. CLB pays off bank loans with future pre-tax profits.
- 20. CLB dividends are allocated as taxable incomes to citizens as CLB repays bank loans.
- 21. As CLB's bank loans are repaid, new money (created to finance expanded citizen ownership of private-sector growth assets) is cancelled or recycled for additional growth.