

October 2, 2009

Sent Via Mail and Email

Mr. Matt Josephs
NMTC Program Manager
Community Development Financial Institutions Fund
U.S. Department of Treasury
601 13th Street, N.W., Suite 200 South
Washington, CC 20005

Dear Matt:

Thank you for the opportunity to comment on the 2009 NMTC Allocation Application. We have worked with both the NMTC Coalition and the NMTC Working Group on their letters, but wanted to share one additional comment for consideration.

CDFI Fund Question 5 – Regarding Question 56 and Table F1 of the Application:

We believe that the Question and Table may not accurately capture all sources of compensation and profits in connection with NMTC transactions. Our concern is that CDEs created and controlled by NMTC Investors may not charge management fees, or charge much lower fees than CDEs unaffiliated with NMTC Investors. NMTC Investors earnings from NTMC transactions are driven by the after tax internal rate of return on NMTC investments. CDE management and compliance costs may be included within their internal rate of return requirements.

While we strongly believe applicants should be required to disclose their typical fee structure, we believe clarification on the variety of ways fees are included within NMTC transactions would be beneficial.

We appreciate the opportunity to comment on the 2009 NMTC Application and are very pleased with the NMTC Program. We have been able to finance larger, more impactful projects in highly distressed communities that we could not have done without New Markets Tax Credits.

Thank you for your time and consideration.

Warm regards,



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