

BEFORE THE

CALIFORNIA FAIR POLITICAL PRACTICES COMMISSION

In the Matter of:

CAROLINE TOROSIS,

City Councilmember / Mayor,

City of Santa Monica,

Respondent.

SWORN COMPLAINT

Violations of Political Reform Act

Gov. Code §§ 87100, 87103, 87105

FPPC Regs. 18702.1, 18702.3, 18704

I. INTRODUCTION

This sworn complaint is submitted by Mid-Wilshire Neighbors and Santa Monica Neighbors, pursuant to California Government Code section 83115 and FPPC Regulation 18360 et seq.¹

Complainants seek investigation and enforcement action against Respondent Caroline Torosis for violations of the Political Reform Act arising from her participation in the City Council's December 17, 2024 vote approving Development and Disposition Agreements with Hollywood Community Housing Corporation ("HCHC") for properties located at 1217 Euclid Street, 1211-1217 Fourteenth Street, and 1402 Wilshire Boulevard, Santa Monica, CA 90404.

This case presents compelling evidence of an undisclosed conflict of interest:

First, Respondent made the motion to approve the HCHC agreement while employed by Los Angeles County Supervisor Holly Mitchell's office—an office that HCHC publicly identifies as its "Government Partner" for multiple developments.²

Second, Los Angeles County Counsel has confirmed that records of communications between Respondent and HCHC are "**voluminous**"—demonstrating extensive, ongoing contact with an applicant whose success advanced the institutional interests of Respondent's employer.³

Third, sworn deposition testimony establishes that HCHC Executive Director Sarah Letts contacted **all seven Santa Monica City Council members** on February 7, 2024—before HCHC was selected as the developer—to "engage in a conversation" and "answer any questions" about the project.^{4,5}

Fourth, at the December 17, 2024 meeting, Respondent publicly stated she had "**known [Letts's] track record across So Cal**"—evidencing a pre-existing professional relationship that was never disclosed.⁷

Taken together, these facts establish that Respondent had a financial interest in the HCHC decision through her

¹Gov. Code § 83115; FPPC Reg. 18360 et seq.

²Hollywood Community Housing Corporation, About HCHC - Government Partners, available at <https://hollywoodhousing.org/about-hchc/> (listing "Los Angeles County Supervisor Holly J. Mitchell" as a Government Partner).

³Los Angeles County Counsel, Response to California Public Records Act Request #R000386-110625, dated December 31, 2025 (stating "Because the records were voluminous, we would produce non-exempt, responsive records on a rolling basis as they become available.").

⁴Deposition of Sarah Letts, July 7, 2025, First Legal Depositions, p. 63, lines 10-13 ("[A]ll councilmembers, is that your recollection?" "Seven councilmembers.").

⁵Letts Deposition, p. 63, lines 6-9 ("What was your intention in sending the February 7th emails to the councilmembers?" "To -- to engage in a conversation, to hear their feedback, to answer any questions that they had.").

⁶Letts Deposition, p. 63, lines 14-18 ("And those emails were sent and the invitation was made by you prior to the -- the Council deciding who the developer was going to be of the project?" "That's correct.").

⁷Santa Monica City Council Meeting, December 17, 2024, Video Recording, Timestamp 5:44:04 (Torosis to Letts: "The project's fantastic um and just having known your track record across so cal I feel confident in that so thank you."); Timestamp 5:49:01 (Letts: "We work all over LA county").

employer's formal partnership with the applicant, maintained extensive undisclosed communications with the applicant, received pre-selection lobbying along with all Council members, and made the motion approving a \$13.5 million public contract without any disclosure or recusal.

II. PARTIES

A. Complainants

Mid-Wilshire Neighbors is a collective of residents who live within 2 blocks of the proposed development sites. Santa Monica Neighbors is a 501(c)(4) organization dedicated to government accountability and transparency. Complainants have standing because their members are directly affected by the governmental decision at issue and have a direct interest in ensuring lawful governmental decision-making.

B. Respondent

Name: Caroline Torosis, Esq.

Title: City Councilmember / Mayor

Agency: City of Santa Monica

Address: 1685 Main Street, Santa Monica, CA 90401

Email: Caroline.Torosis@santamonica.gov

Outside Employment (Source of Conflict):

Employer: Los Angeles County, Office of Supervisor Holly J. Mitchell⁸

Title: Policy Director, Economic Empowerment, Human Services, and Cultural Affairs

Additional Title: Senior Deputy, Workforce Development and Economic Opportunity

III. BASIS FOR DISQUALIFYING CONFLICT OF INTEREST

A. HCHC's Formal Partnership with Supervisor Mitchell's Office

According to Hollywood Community Housing Corporation's own public website, the Office of Los Angeles County Supervisor Holly J. Mitchell is specifically identified as a "**Government Partner**" for HCHC developments.⁹

The HCHC website lists its Government Partners as:

1. Housing Opportunities for Persons with AIDS (HOPWA) Program
2. **Los Angeles County Supervisor Holly J. Mitchell**
3. U.S. Department of Housing and Urban Development (HUD)

This formal partnership relationship means that Respondent's employer—Supervisor Mitchell's office—has direct institutional interests in HCHC's success and expansion. Decisions that benefit HCHC advance the housing and economic opportunity goals of Supervisor Mitchell's office, potentially affecting Respondent's professional standing, responsibilities, and career advancement.

⁸Los Angeles County, Office of Supervisor Holly J. Mitchell, Team Roster, available at <https://mitchell.lacounty.gov/teammitchell/> (listing Caroline Torosis as Policy Director).

⁹Hollywood Community Housing Corporation, About HCHC - Government Partners, available at <https://hollywoodhousing.org/about-hchc/> (listing "Los Angeles County Supervisor Holly J. Mitchell" as a Government Partner).

B. "Voluminous" Undisclosed Communications with HCHC

On November 6, 2025, a California Public Records Act request was submitted to Los Angeles County seeking "all correspondence between Caroline Torosis and Hollywood Community Housing Corporation" for the period January 1, 2023 through November 6, 2025.

On December 31, 2025, Los Angeles County Counsel responded to PRA Request #R000386-110625, stating:

*"Because the records were voluminous, we would produce non-exempt, responsive records on a rolling basis as they become available."*¹⁰

The County's characterization of responsive records as "voluminous" is significant. It indicates that Respondent maintained extensive, ongoing communications with HCHC throughout the period when the Santa Monica HCHC project was under active consideration by the City Council. Despite this extensive communication, Respondent made no disclosure on the record of any relationship with HCHC prior to participating in—and indeed making the motion on—the December 17, 2024 vote.

C. Evidence of Prior Relationship – December 17, 2024 Statements

At the December 17, 2024 City Council meeting, Respondent made statements indicating familiarity with HCHC and its Executive Director:

Timestamp 5:44:04 – Torosis to Letts: "The project's fantastic um and just having known your track record across so cal I feel confident in that so thank you."¹¹

Timestamp 5:49:01 – Letts response: "We work all over LA county."¹²

Respondent's statement that she had "known [Letts's] track record" across Southern California demonstrates a pre-existing professional relationship—consistent with her employment in an office that partners with HCHC and the "voluminous" communications documented in the LA County PRA response. None of this was disclosed on the record prior to participation.

¹⁰Los Angeles County Counsel, Response to California Public Records Act Request #R000386-110625, dated December 31, 2025 (stating "Because the records were voluminous, we would produce non-exempt, responsive records on a rolling basis as they become available.").

¹¹Santa Monica City Council Meeting, December 17, 2024, Video Recording, Timestamp 5:44:04 (Torosis to Letts: "The project's fantastic um and just having known your track record across so cal I feel confident in that so thank you."); Timestamp 5:49:01 (Letts: "We work all over LA county").

¹²Santa Monica City Council Meeting, December 17, 2024, Video Recording, Timestamp 5:44:04 (Torosis to Letts: "The project's fantastic um and just having known your track record across so cal I feel confident in that so thank you."); Timestamp 5:49:01 (Letts: "We work all over LA county").

IV. SWORN DEPOSITION TESTIMONY – PRE-SELECTION LOBBYING

On July 7, 2025, Sarah Letts gave sworn deposition testimony establishing that she personally contacted **all seven Santa Monica City Council members**—including Respondent—on February 7, 2024, **before the Council selected HCHC as the developer**.¹³¹⁴

When asked about her intent, Letts stated:

Q: "What was your intention in sending the February 7th emails to the councilmembers?"

A: "To -- to engage in a conversation, to hear their feedback, to answer any questions that they had."¹⁵

Significance: This testimony establishes that all Council members, including Respondent, were the subjects of a coordinated pre-selection lobbying campaign by HCHC. Combined with the "voluminous" communications between Respondent and HCHC documented in the LA County PRA response, this evidence demonstrates extensive pre-decision coordination that was never disclosed.

V. STATEMENT OF VIOLATIONS

A. FIRST CAUSE OF ACTION: Undisclosed Conflict of Interest

Statutory Basis: Government Code sections 87100, 87103; FPPC Regulations 18700, 18702.1, 18702.3

Government Code section 87103(c) defines a "financial interest" to include any "source of income" providing \$500 or more within the prior 12 months.¹⁶ Respondent's employment with Los Angeles County, through Supervisor Mitchell's office, clearly exceeds this threshold.

Under the "nexus test" of FPPC Regulation 18702.3, a financial effect on a nonprofit source of income is material if the decision will "achieve, defeat, aid, or hinder a purpose or goal of the source."¹⁷

Supervisor Mitchell's office, as HCHC's government partner, shares HCHC's goals of expanding affordable housing. City of Santa Monica approval of HCHC's development directly advances those shared goals, creating a material nexus between the governmental decision and Respondent's source of income.

The existence of "voluminous" communications between Respondent and HCHC, as documented in the LA County PRA response, further demonstrates the depth of Respondent's involvement with an entity whose interests were directly affected by her vote.

B. SECOND CAUSE OF ACTION: Failure to Disclose

¹³Deposition of Sarah Letts, July 7, 2025, First Legal Depositions, p. 63, lines 10-13 ("[A]ll councilmembers, is that your recollection?" "Seven councilmembers.").

¹⁴Letts Deposition, p. 63, lines 14-18 ("And those emails were sent and the invitation was made by you prior to the -- the Council deciding who the developer was going to be of the project?" "That's correct.").

¹⁵Letts Deposition, p. 63, lines 6-9 ("What was your intention in sending the February 7th emails to the councilmembers?" "To -- to engage in a conversation, to hear their feedback, to answer any questions that they had.").

¹⁶Gov. Code § 87103(c) (defining "financial interest" to include "[a]ny source of income... aggregating five hundred dollars (\$500) or more in value provided or promised to... the public official within 12 months prior to the time when the decision is made").

¹⁷FPPC Reg. 18702.3(a)(1) ("A financial effect on a... nonprofit organization, that is a source of income is material if the decision may result in the achievement of, or detriment to, a purpose or goal of the entity or organization.").

Statutory Basis: Government Code section 87105; FPPC Regulation 18707

Government Code section 87105 requires that when a conflict exists, the official must "publicly identify the financial interest in detail sufficient to be understood by the public" immediately prior to consideration of the matter.¹⁸

Respondent made no disclosure on the record of:

1. Her employer's formal partnership with HCHC;
2. The voluminous communications between herself and HCHC documented in the LA County PRA response;
3. Any preexisting professional relationship with HCHC or its representatives;
4. Any basis for her statement that she had "known [Letts's] track record across So Cal."

C. THIRD CAUSE OF ACTION: Improper Participation – Making the Motion

Statutory Basis: Government Code section 87100; FPPC Regulation 18704

Under FPPC Regulation 18704, "participation in a governmental decision" includes making a motion.¹⁹ Making a motion is one of the most significant forms of participation because it initiates and frames the official action.

Respondent made the motion to approve the HCHC Development and Disposition Agreement.²⁰ This motion was seconded by Councilmember Jesse Zwick, who has since been determined by this Commission to have a disqualifying conflict on housing production decisions due to his Housing Action Coalition employment.²¹

The fact that **both the maker (Torosis) and seconder (Zwick) of the motion had conflicts** is significant—it demonstrates the approval was driven by conflicted officials rather than merit-based evaluation by impartial decision-makers. Under *Petrovich v. City of Sacramento*, participation by a single conflicted decision-maker is sufficient to invalidate a quasi-judicial action.²²

¹⁸Gov. Code § 87105(a) ("When a public official determines that he or she has a disqualifying conflict of interest... the official shall publicly identify the financial interest that gives rise to the conflict of interest...").

¹⁹FPPC Reg. 18704(a) ("Participation in a governmental decision' includes: voting on a matter; making, participating in making, or using an official position to influence a decision...").

²⁰Santa Monica City Council Meeting, December 17, 2024, Official Minutes, Agenda Item 11A (recording that Councilmember Torosis made the motion and Councilmember Zwick seconded), Timestamp 5:50:24.

²¹FPPC Advice Letter A-25-153 (December 8, 2025), ruling that Councilmember Zwick has a disqualifying conflict on housing production decisions due to his Housing Action Coalition employment.

²²*Petrovich v. City of Sacramento* (2001) 91 Cal.App.4th 527, 538 (holding participation by single conflicted decision-maker sufficient to invalidate quasi-judicial action).

VI. DOCUMENTARY EVIDENCE

The following documentary evidence is attached hereto and incorporated by reference:

Exhibit	Description
A	Supervisor Holly Mitchell Team Roster (showing Torosis employment) http://mitchell.lacounty.gov/teammitchell/
B	HCHC Government Partners Page (listing Supervisor Mitchell) https://hollywoodhousing.org/about-hchc/
C	LA County PRA Response #R000386-110625 (December 31, 2025) – "Voluminous" Records
D	Deposition of Sarah Letts (July 7, 2025) – pp. 61-63
E	December 17, 2024 City Council Meeting Video (Timestamps 5:44:04, 5:49:01, 5:50:24) https://www.youtube.com/watch?v=ruqkt-efZPA
F	December 17, 2024 City Council Meeting Minutes and Staff Report https://santamonicacityca.iqm2.com/Citizens/Detail_LegiFile.aspx?Frame=&MeetingID=1421&MediaPosition=&ID=6695&CssClass=
G	FPPC Advice Letter A-25-153 (December 8, 2025) – Establishing Zwick Conflict https://www.fppc.ca.gov/content/dam/fppc/documents/advice-letters/2025/Final A-25-153.pdf

Note: Yellow highlighting indicates critical evidence (LA County PRA response and Letts deposition).

VII. REQUESTED RELIEF

Complainants respectfully request that the Commission:

1. Accept this sworn complaint and open a formal investigation;
2. Issue findings regarding whether Respondent violated the Political Reform Act;
3. Impose appropriate administrative penalties pursuant to Government Code section 83116;
4. **Subpoena and interview under oath the voluminous records identified in LA County PRA Response #R000386-110625** to determine the full scope of Respondent's communications with HCHC;
5. Determine that the December 17, 2024 vote was legally compromised by Respondent's conflicted participation;
6. Refer this matter to the California Attorney General for civil enforcement action, including potential invalidation of the Development Agreement pursuant to Government Code section 91001;
7. Advise the City of Santa Monica that the December 17, 2024 approval is legally defective and should be rescinded, with any subsequent vote conducted only by non-conflicted Council members.

VIII. RELATED COMPLAINT

Complainants are simultaneously filing a separate sworn complaint regarding Councilmember Jesse Zwick's participation in the same December 17, 2024 vote. Councilmember Zwick seconded the motion that Respondent made. Zwick has been determined by FPPC Advice Letter A-25-153 to have a disqualifying conflict on housing production decisions. Additionally, California Public Records Act responses document Zwick's ex parte communications with HCHC's Executive Director Sarah Letts during pending proceedings.

The Commission should consider these complaints together in assessing the integrity of the December 17, 2024 decision.

Exhibit. A

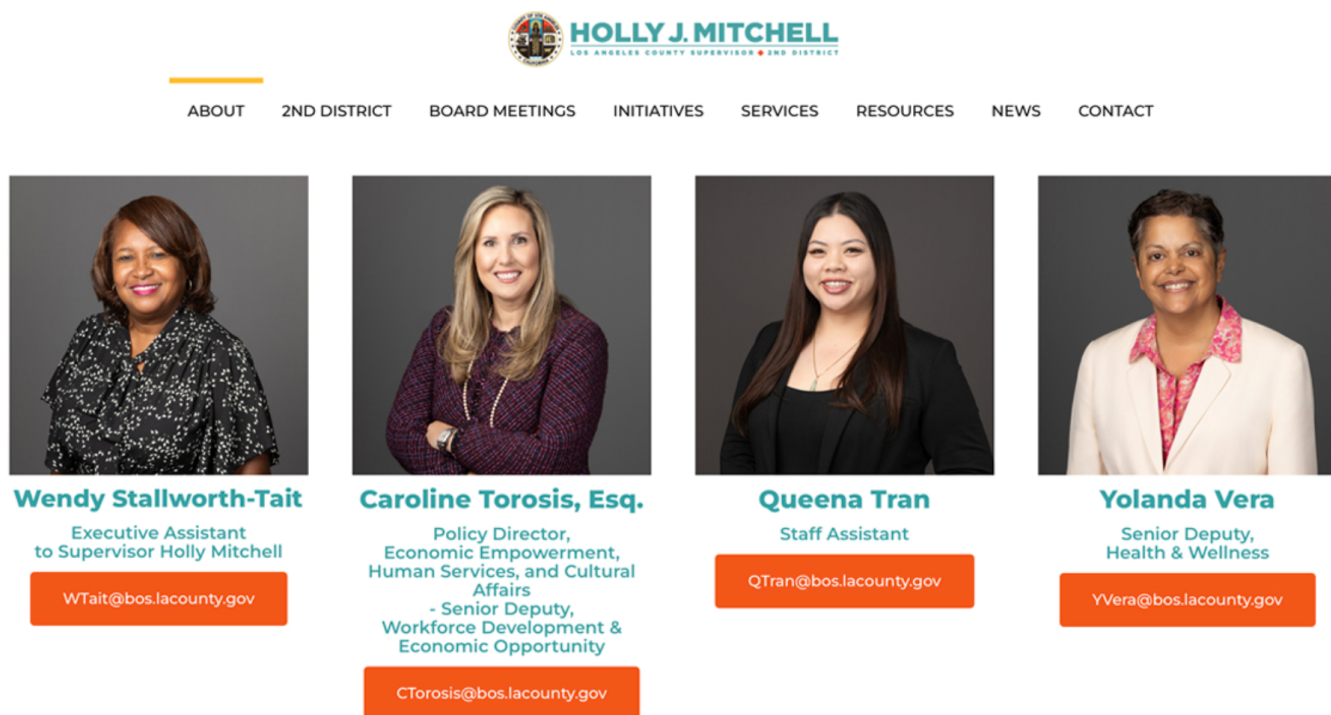


Exhibit. B



HOME ABOUT OUR WORK GET HOUSING FOR RESI

Government Partners

Housing Opportunities for Persons with AIDS (HOPWA) Program

Los Angeles County Supervisor Holly J. Mitchell

U.S. Department of Housing and Urban Development (HUD)

EXHIBIT C



County of Los Angeles
Dawyn R. Harrison
County Counsel

December 31, 2025



VIA EMAIL

Anonymous Requestor
GOV QA Reference No: PRA Request #R000386-110625

Re: Public Records Act Request Dated November 6, 2025

Dear Requestor:

This letter is in response to your November 6, 2025, e-mail requesting copies of records pursuant to the California Public Records Act, California Government Code sections 7920.000-7930.215.¹ Specifically, you requested the following from January 1, 2023, to November 6, 2025:

[1] [A]ll correspondence: Between Caroling [sic] Torosis and Hollywood Community Housing Corporation (HCHC) project.

Emails (from official and personal accounts used for county business)
Text messages (SMS)
Messages sent via messaging applications including WhatsApp, Signal, Telegram, or any other platform
Direct messages via social media platforms
Calendars and meeting schedules
Meeting notes and memoranda

¹ All statutory references below are to the California Government Code unless otherwise specified.

HOA.105728340.1

648 Kenneth Hahn Hall of Administration
500 West Temple Street
Los Angeles, California 90012-2713

TEL 213.808.8731
TDD 213.633.0901

Anonymous Requestor
December 31, 2025
Page 4

On December 1, 2025, we advised you the search and review process was ongoing. Because the records were voluminous, we would produce non-exempt, responsive records on a rolling basis as they become available. We advised we would update you on or before December 31, 2025.

The search and review process is ongoing. We will continue to search for, collect, and appropriately examine potentially responsive records. We will continue to update you on the status every 30 days. We anticipate providing you with an update on or before January 30, 2026.

Please note that this response is on behalf of the Executive Office of the Board of Supervisors. Please note that the County reserves its right to assert all applicable privileges, doctrines, and exemptions.

Very truly yours,

DAWYN R. HARRISON
County Counsel

By

A handwritten signature in black ink, appearing to read 'Shante Sylvester'.

SHANTE SYLVESTER
Senior Deputy County Counsel
Board Liaison Division

SS:mse

EXHIBIT D

19 Can you compare your email to
20 Mr. De -- Councilmember De la Torre on C5 with your email
21 to Councilmember Zwick on C1. They're both dated
22 February 7th.

23 A That's true.

24 Q And do you note that they're -- that they're
25 timed within five minutes of each other -- well, six

First Legal Depositions - Calendar@firstlegal.com
855.348.4997

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SARAH LETTS

July 07, 2025

1 minutes?

2 A Yes.

3 Q Did you send similar emails to the other
4 councilmembers?

5 A I did.

6 Q What was your intention in sending the
7 February 7th emails to the councilmembers?

8 A To -- to engage in a conversation, to hear
9 their feedback, to answer any questions that they had.

10 Q Just to be clear that -- those emails sent to
11 the other -- and I'm going to ask, all councilmembers, is
12 that your recollection?

13 A Seven councilmembers.

14 Q Okay. And those emails were sent and the
15 invitation was made by you prior to the -- the Council
16 deciding who the developer was going to be of the
17 project?

18 A That's correct.

19 Q Did anyone ever tell you that that may have had
20 Brown Act ramifications?

21 MS. PASTER: Objection; calls for a legal

EXHIBIT D

21 Q The email below that is also between you and
22 Jesse Zwick, do you see that, dated February 7th?

23 A Yes.

24 Q And you're introducing yourself to
25 Councilmember Zwick to talk about your project; is that

First Legal Depositions - Calendar@firstlegal.com
855.348.4997

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SARAH LETTS

July 07, 2025

1 right?

2 A Yes.

3 Q Let's look at C3.

4 Do you see that?

5 A We accepted, yes.

6 Q Do you know what "Accepted: Santa Monica
7 Wilshire Sites" means?

8 A I think I sent him a meeting invite, and he
9 accepted the meeting invite.

IX. DECLARATION UNDER PENALTY OF PERJURY

We, the undersigned, declare under penalty of perjury under the laws of the State of California that:

1. We have personal knowledge of the facts stated herein or have reviewed documentary evidence supporting the allegations;
2. We are authorized to file this complaint on behalf of our respective organizations;
3. The foregoing is true and correct to the best of our knowledge and belief.

Executed on **JANUARY 26** , 2026, at Santa Monica, California.

MID-WILSHIRE NEIGHBORS

Trevor Nichols

Esther Chun

Giacomo Valentini

Clara Seneca

Jay Johnson

Emily Gutierrez

SANTA MONICA NEIGHBORS

Santa Monica Neighbors

Contact Information for Service:

Mid-Wilshire Neighbors / Santa Monica Neighbors

Email: smdemandsafetyfirst@gmail.com

Email: keepsmsafe@gmail.com