FLORIDA HOUSING FINANCE CORPORATION BEFORE THE STATE OF FLORIDA

HTG VILLAGE VIEW, LLC
Petitioner,

FHFC Case No. 2018-017BP RFA No. 2017-113 App. No. 2018-303C

VS.

FLORIDA HOUSING FINANCE CORPORATION.

Respondent.

FORMAL WRITTEN PROTEST AND PETITION FOR ADMINISTRATIVE HEARING

Petitioner, HTG Village View, LLC, (the "Petitioner" or "Village View"), pursuant to sections 120.57(1) and (3), Florida Statutes ("F.S.") and Rules 28-110 and 67-60, Florida Administrative Code ("FAC") hereby files this Formal Written Protest and Petition (the "Petition") regarding the scoring decisions of the Respondent, Florida Housing Finance Corporation ("Florida Housing" or the "Corporation") to award funding to responsive Applicants pursuant to RFA 2017-113-Housing Credit Financing for Affordable Housing Developments Located in Broward, Duval, Hillsborough, Orange, Palm Beach, and Pinellas Counties (hereinafter the "RFA")

Introduction

1. This Petition is filed pursuant to sections 120.57(1) and (3), Florida Statutes, Rules 28-110 and 67-60, Florida Administrative Code.

Parties

2. Petitioner is a Florida limited liability company in the business of providing affordable housing. Petitioner's address is 3225 Aviation Avenue, Sixth Floor, Coconut Grove, Florida

- 33133. Petitioner's address, telephone number and email address are those of its undersigned counsel for purposes of this proceeding.
- 3. The affected agency is Florida Housing Finance Corporation. Florida Housing's address is 227 North Bronough Street, Suite 5000, Tallahassee, Florida 32301-1329.

Notice

- 4. On October 6, 2017, Florida Housing issued the RFA.
- 5. On November 1, 2017 and November 29, 2017, the RFA was modified by Florida Housing and Notices of Modification of RFA 2017-113 were issued.
- 6. Applications in response to the RFA were due on or before December 28, 2017.
- 7. Florida Housing received approximately 33 applications in response to the RFA. Petitioners submitted an application in response to the RFA requesting an allocation of \$2,561,000.00 in Housing Credit funding for its proposed ninety-six (96) unit affordable housing development in Broward County, Florida. Petitioner's application satisfied all of the required elements of the RFA and is eligible for a funding award.
- 8. Petitioner's received notice of the preliminary RFA scoring and rankings through electronic posting on Friday, March 16, 2018 at 1:05 pm. A copy of the notices posted on the Corporation's website is attached hereto as Exhibit "A". Petitioner was deemed eligible for funding but was not among those recommended for funding.
- 9. On Wednesday, March 21, 2018 at 8:06 am, Petitioner timely submitted their Notice of Intent to Protest Florida Housing's intended decision. A copy of that Notice of Intent is attached hereto as Exhibit "B".
- 10. This Petition is timely filed in accordance with the provisions of section 120. 57(3) (b), Florida Statutes, and rules 28-110.004 and 67-60.009, Fla. Admin. Code.

Background

- 11. Florida Housing is a public corporation created by section 420.504, Florida Statutes, to administer the governmental function of financing or refinancing affordable housing and related facilities in Florida. Florida Housing's statutory authority and mandates are set forth in Part V of Chapter 420, Florida Statutes. See, Sections 420.501-420.55, Fla. Stat.
- 12. Chapter 67-60, Fla. Admin. Code, establishes the procedures by which the Corporation administers, "... the competitive solicitation processes to implement the provisions of the Housing Credit (HC) Program authorized by Section 42 of the IRC and Section 420.5099, F.S" See rule, 67-60.001(2), Fla. Admin. Code.

RFA 2017-113

- 13. Through the RFA process Florida Housing anticipated awarding up to an estimated \$14,601,863 of Housing Credits to proposed Developments located in Broward, Duval, Hillsborough, Orange, Palm Beach and Pinellas Counties. RFA at p. 2
- 14. Within the RFA the Corporation established a goal to fund (1) Application wherein the Applicant applied and qualified as a Non-Profit Applicant. RFA at p. 66
- 15. Review Committee members will independently evaluate and score their assigned portions of the submitted applications based on various mandatory and scored items. The maximum point total that an applicant can receive is 20 points. Failure to meet all submission items results in an application being deemed ineligible. RFA at p. 64.
- 16. The RFA provides that all eligible Applications will be ranked by sorting the Applications from the highest scoring Application to the lowest, with any scores that are tied separated as follows:

- 1) First, by the Application's eligibility for the Proximity Funding Preference (which is outlined in Section Four A.5.e of the RFA) with Applications that qualify for the preference listed above Applications that do not qualify for the preference;
- 2) Next, by the Application's eligibility for the Per Unit Construction Funding Preference which is outlined in Section Four A. 11.e of the RFA (with Applications that qualify for the preference listed above Applications that do not qualify for the preference);
- 2) Next, by the Application's eligibility for the Development Category Funding Preference which is outlined in Section Four A.4.b.(4) of the RFA (with Applications that qualify for the preference listed above Applications that do not qualify for the preference);
- 3) Next, by the Application's Leverage Classification, applying the Multipliers outlined in Item 3 of Exhibit C of the RFA (with Applications having the Classification of A listed above Applications having the Classification of B);
- 4) Next, by the Application's eligibility for the Florida Job Creation Funding Preference which is outlined in Item 4 of Exhibit C of the RFA (with Applications that qualify for the preference listed above Applications that do not qualify for the preference); and
- 5) And finally, by lottery number, resulting in the lowest lottery number receiving preference.

RFA at p. 66-67

- 17. The RFA mandates the Funding Selection Order (hereinafter "Selection Order"), as follows,
 - a. The highest ranking eligible Application will be selected for funding for proposed Developments located in each of the following counties for which an eligible Application was received: Broward, Duval, Hillsborough, Orange, Palm Beach, and Pinellas.
 - b. If funding remains after funding the highest ranking eligible Applications as outlined in a. above, and if none of the Applications selected for funding in a. above qualify for the Non-profit goal, the next Application selected for funding will be the highest ranking eligible unfunded Application wherein the Applicant applied and qualified as a Non-Profit Applicant, regardless of county. If the selected Application cannot be fully funded, it will be entitled to receive a Binding Commitment for the unfunded balance.
 - c. If funding remains after funding the highest ranking eligible Applications as outlined in a. above and at least one (1) of the selected Applications qualified for the Non-Profit goal, the next Application selected for funding will be the highest ranking eligible unfunded Application in Broward County. If the selected Application cannot be fully funded, it will be entitled to receive a Binding Commitment for the unfunded balance.

If funding remains after selecting the highest ranking eligible unfunded Broward County Application, or if there is no eligible unfunded Application located in Broward County, no additional Applications from any county will be selected for funding and any remaining funding will be distributed as approved by the Board.

See RFA at p.67

- 18. The selection process was carried out by the members of the Review Committee at a public meeting held on February 22, 2018.
- 19. The following applications were selected for funding by Review Committee members,
 - -2018-284C-Sailboat Bend Apartments II (Broward)
 - -2018-293C- Lofts at Jefferson Station (Duval)
 - -2018-283C- The Boulevard at West River (Hillsborough)
 - 2018-274C- Pendana at West Lakes Senior Residences (Orange)
 - 2018-286C- Ocean Breeze East (Palm Beach)
 - -2018-304C-Eagle Ridge (Pinellas)
 - -2018-279C- Marquis Apartments (Broward)

Of the seven (7) Applications selected for funding in response to the RFA, two sought funding for proposed Developments located in Broward County. Application No. 2018-284C, Sailboat Bend Apartments II, was selected as satisfying the Broward County/geographic goal and Application No. 2018-279C, Marquis Partners, Ltd., was selected as the second Broward County goal.

20. Marquis Partners, Ltd. ("Marquis Partners") should have been deemed ineligible and thus not selected for funding. HTG Village View, LLC, Application 2018-303C, the next highest ranked eligible Applicant in Broward County should have been selected.

Marquis Apartments

Ability to Proceed Form

21. The RFA requires that the Applicant demonstrate certain Ability to Proceed elements as of the Application Deadline. See RFA at 31. Failure to demonstrate required Availability to Proceed elements will lead to an application being deemed "ineligible" for funding. RFA at p. 63. One of the Availability to Proceed elements is electricity. The RFA provides as follows,

...The Applicant must demonstrate that as of the Application deadline electricity is available to the entire proposed Development site by providing as Attachment 11 to Exhibit A:

- (a) The properly completed and executed Florida Housing Finance Corporation Verification of Availability of Infrastructure-Electricity form (Form Rev. 08-16); or
- (b) A letter from the electricity service provider that contains the name of the **Development and Development location** and is dated within 12 months of the Application Deadline. The letter may not be signed by the Applicant, by any related parties of the Applicant, by any Principals or Financial Beneficiaries of the Applicant, or by any local elected officials.

RFA at p. 32. (Emphasis Supplied)²

- 22. Marquis Partners submitted a letter from Florida Power & Light ("FPL") to attempt to satisfy the required electricity Availability to Proceed element. The FPL letter did *not* contain the name of the Development, Marquis Apartments, as required by the RFA. A copy of the correspondence from FPL, dated November 10, 2017 is attached hereto as Exhibit "C".
- 23. Marquis Partners should have been deemed ineligible for funding for not complying with the RFA specifications.

¹ The Application Deadline is 11:00am, Eastern Time, on December 28, 2017. RFA at p. 2.

² As part of the modification to the RFA, Paragraph 3(b) was modified as follows,

A letter from the electricity service provider that is Development specific and contains the name of Development and

Development location and is dated within 12 months of the Application Deadline. RFA at p. 32.

Improper Entity Authorization

24. The RFA requires that each Applicant disclose sources of funding of the Development from Non-Corporation funding. RFA at p. 54-58.. If including Non-Corporation Funding Proposals, the RFA provides,

For funding, other than deferred Developer fee, to be counted as a source on Development Cost Pro Forma, the Applicant must provide documentation of all financing proposals from both the construction and the permanent lender(s), equity proposals from the syndicator, and other sources of funding.

(a) Financing Proposal

Financing proposal documentation, regardless of whether the documentation is in the form of a commitment, proposal, term sheet, or letter of intent, must meet the following criteria. Evidence for each funding source must be behind its own numbered attachment.

Each financing proposal shall contain:

- Amount of the construction loan, if applicable
- Amount of the permanent loan, if applicable
- Specific reference to the Applicant as the borrower or direct recipient;
- Signature of all parties, including acceptance by the Applicant.

RFA at p. 56. (Emphasis Supplied)

25. Marquis Partners submitted correspondence dated December 21, 2017 from JPMorgan Chase Bank, N.A., which included terms for a construction loan of approximately \$15,000,000.00 and a permanent loan in the amount of \$2,600,000.00. A copy of this correspondence is attached hereto as Exhibit "D". The correspondence identified the Borrower as Marquis Partners, Ltd. ³ The terms were *Agreed and Accepted* by the signature of Ms. Mara Mades, as follows,

Agreed and Accepted By: Cornerstone Marquis, LLC, a Florida limited liability company, a General Partner of Marquis Partners, Ltd.

³ The correspondence was addressed to Mara Mades, c/o Cornerstone Partners, LLC

By:_____ Mara Mades, Manager

- 26. Pursuant to the Florida Division of Corporations, Cornerstone Marquis, LLC is the General Partner of Marquis Partners, Ltd. The three managers of Cornerstone Marquis, LLC, however are identified as follows,
 - Jorge and Awilda Lopez
 - M3 Acquisitions, LLC
 - M.S. Mades Family Limited Partnership

Mara Mades is not a Manager of Cornerstone Marquis, LLC. A copy of the Division of Corporations, *Detail by Entity Name for Cornerstone Marquis*, *LLC*, is attached hereto as Exhibit "E". Thus, the Applicant, Marquis Partners, has failed to demonstrate acceptance of the terms of the construction and permanent loans resulting in a funding shortfall which renders the application ineligible. (RFA at p. 59)

Substantial Interests Affected

- 27. If Florida Housing had followed the specifications of the RFA, then HTG Village View rather than Marquis Partners, would have been selected as the second Broward County applicant. have
- 28. Petitioner is substantially affected by the evaluation and scoring of the responses to the RFA. The results of the scoring have affected Petitioners ability to obtain funding through the RFA. Consequently, Petitioners have standing to initiate and participate in this and related proceedings.
- 29. Petitioner is entitled to a Formal Administrative Hearing pursuant to Sections 120.57(1) and 120.57(3), Florida statutes, to resolve the issues set forth in this Petition.

Disputed Issues of Material Fact and Law

- 30. Disputed issues of material fact and law exist and entitle Petitioners to a Formal Administrative Hearing pursuant to Section 120.57(1), Florida Statutes. The disputed issues of material fact and law include, but are not limited to, the following:
 - a. Whether Florida Housing's proposed award of funding to Marquis Partners is consistent with the RFA;
 - b. Whether Florida Housing's proposed award of funding to Marquis Partners is clearly erroneous;
 - c. Whether Florida Housing's determination that Marquis Partners is an eligible Applicant is arbitrary and capricious;
 - d. Whether Florida Housing's determination that Marquis Partners is an eligible Applicant is clearly erroneous;
 - e. Whether the proposed award to Marquis Partners is arbitrary and capricious;
 - f. Whether Marquis has demonstrated electricity is available to the proposed Development Site;
 - g. Whether Mara Mades is a Manager of Cornerstone Marquis, LLC.
 - h. Whether the financing proposal submitted by Marquis Partners indicated acceptance of the terms as required by the RFA.
 - i. Such other issues as may be revealed during the protest process.

Statutes and Rules Entitling Relief

31. Petitioner is entitled to relief pursuant to Section 120.569 and 120.57, Florida Statutes, Chapters 28-106, 28-110, and 67-60, Florida Administrative Code.

Concise Statement of Ultimate Fact and Law, Including the Specific Facts Warranting Reversal of the Agency's Intended Award

- 32. Petitioner participated in the RFA process to compete for an award of Housing Credit funds based upon the delineated scoring and ranking criteria in the RFA. Marquis Apartments, which proposed development in Broward County, is ineligible for funding because its availability of electricity letter failed to include the name of the Development and its financing proposal from a noncorporation source failed to demonstrate acceptance by the applicant entity, resulting in a shortfall of construction funds.
- 33. Unless the score and ranking is corrected and the preliminary allocation revised, Petitioner will be excluded from funding and Marquis Apartments will be awarded Housing Credit funds contrary to the provisions of the RFA and Florida Housing's governing statutes and rules.
- 34. A correct application of the eligibility, scoring and ranking criteria will result in funding for the Petitioner.

Right to Amend the Petition

35. Petitioner reserves the right to amend this Petition if additional disputed issues of material fact are identified during the discovery process in this case.

WHEREFORE, pursuant to section 120.57(3), Florida Statutes, and rule 28-110.004. Florida Administrative Code, Petitioner's request the following relief:

- a) An opportunity to resolve this protest by mutual agreement within seven days of the filing of this Petition as provided by Section 120.57(3)(d)(1), Florida Statutes.
- b) If this protest cannot be resolved within seven days, that the matter be referred to the Division of Administrative Hearings for a formal hearing to be conducted before an Administrative Law Judge ("ALJ") pursuant to Section 120.57(1) and (3), Florida Statutes.

- c) The ALJ enter a Recommended Order determining that the Corporations should have deemed Marquis Apartments' application ineligible for funding pursuant to the terms of the RFA and award funding to the Petitioner.
- d) That the Corporation adopt the Recommended Order of the ALJ.
 Dated this 2nd day of April 2018.

Respectfully Submitted

Maureen M. Daughton, Esq. FBN 0655805 Maureen McCarthy Daughton, LLC 1725 Capital Circle NE, Ste 304 Tallahassee, Florida 32308

Counsel for HTG Village View, LLC

CERTIFICATE OF SERVICE

I CERTIFY that the original of this Formal Written Protest and Petition for Administrative hearing was filed by electronic mail and U.S. Mail with the Corporation Clerk and Hugh Brown, general Counsel, Florida Housing Finance Corporation, 227 North Bronough Street, Suite 5000, Tallahassee, Florida 32301, on this 2nd day of April 2018.

Maureen M. Daughton

RFA 2017-113 Board Approved Preliminary Awards

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2018-304C	Pinellas Coun	2018-286C	Palm Beach C	2018-2740	Orange County Application	2018-283C	Hillsborough	2018-293C	Duval County Application	2018-284C	Broward Cour	Application Number	Total HC Remaining	Total HC Allocated	Total HC Av
Eagle Ridge	Pinellas County Application	Ocean Breeze East	Palm Beach County Application	Pendana at West Lakes Senior Residences	ty Application	The Boulevard at West River	Hillsborough County Application	Lofts at Jefferson Station	Application	Sailboat Bend Apartments II	Broward County Application	Name of Development	maining	located	Total HC Available for RFA
Pinellas		Palm Beach		Orange		Hillsborough		Duval		Broward		County			
Richard Higgins		Lewis V Swezy		Eddy Moratin		Jerome D Ryans		James R. Hoover		Kenneth Naylor		Name of Authorized Principal Representative			
Norstar Development USA, LP; Tarpon Springs Development, LLC		RS Development Corp; Lewis Swezy		New Affordable Housing Partners, LLC; LIFT Orlando Community Development, LLC		WRDG T3A Developer, LLC		TVC Development,		Development, LLC; Development, LLC; Development, LLC		Name of Developers	/03,863.00	13,898,000.00	14,601,863.00
1,660,000.00		2,070,000.00		2,110,000.00		2,110,000.00		1,660,000.00		2,561,000.00		HC Funding Amount			
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B		Þ		А		Α		A		A		Leveraging Classification			
~		~		~		~		~		Y		Florida Job Creation Preference			
16		00		22		15		32		5		Lottery Number			

EXH A

2018-279C	Non-Profit App	Application Number
2018-279C Marquis Apartments	Non-Profit Application or 2nd Broward County Application	Name of Development
Broward	plication	County
Mara S. Mades		Name of Authorized Principal Representative
Cornerstone Group Partners, LLC		Name of Developers
1,727,000.00		HC Funding Arnount
z		, dN
20		Total Points
Y		Proximity Funding Preference
~		Per Unit Construction Funding Preference
Υ		Development Category Funding Preference
A		Leveraging Classification
~		Florida Job Creation Preference
9		Lottery Number

On March 16, 2018, the Board of Directors of Florida Housing Finance Corporation approved the Review Committee's motion and staff recommendation to select the above Applications for funding and invite the Applicants to enter credit underwriting.

Any unsuccessful Applicant may file a notice of protest and a formal written protest in accordance with Section 120.57(3), Fla. Stat., Rule Chapter 28-110, F.A.C., and Rule 67-60.009, F.A.C. Failure to file a protest within the time prescribed in Section 120.57(3), Fla. Stat., shall constitute a waiver of proceedings under Chapter 120, Fla. Stat.

RFA 2017-113 Board Approved Scoring Results

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Application Number	2018-296C	2018-297C	2018-299C	2018-300C	2018-302C	2018-303C	2018-304C	neligible Applications	2018-276C	2018-287C	2018-288C	2018-290C	2018-292C	2018-295C	2018-298C	2018-301C
Name of Development	City Edge	ETHANS WALK APARTMENTS	Sandpiper Court	Casa Sant'Angelo Apartments	Parramore Oaks Phase Two	Village View	Eagle Ridge	dications	Durham Place	Anchorage Apartments	Douglas Gardens IV	FOUR6 Skyway	Village of Valor	Heritage at Arbor Ridge	Residences at Barnett Park Orange	CHANDLERS CROSSING APARTMENTS
County	Hillsborough	Orange	Pinelias	Broward	Orange	Broward	Pinellas		Orange	Pinellas	Broward	Pinellas	Palm Beach	Orange	Orange	Orange
Name of Authorized Principal Representative	William T Fabbri	DEION R LOWERY	Domingo Sanchez	Kenneth Naylor	Paula McDonald Rhodes	Matthew A. Rieger	Richard Higgins		Jonathan L. Wolf	William T Fabbri	Matthew A. Rieger	Bowen A Arnold	Kathy S Makino- Leipsitz	Robert G Hoskins	Robert G Hoskins	DEION R LOWERY
Name of Developers	The Richman Group of Florida, Inc.; Corporation to	DRL EW DEVELOPMENT LLC	DDER Development, LLC	Casa Sant'Angelo Development, LLC	InVictus Development, LLC; ADC Communities, LLC; Royal	HTG Village View Developer, LLC	Norstar Development USA, LP; Tarpon Springs		Durham Place Developer, LLC	The Richman Group of Florida, Inc.	Douglas Gardens IV Developer, LLC	DDA Development, LLC	KSM Holdings Florida, LLC	NuRock Development Partners, Inc.	NuRock Development Partners, Inc.	S CROSSING Orange DEION R LOWERY DRL CC DEVELOPMENT LLC F 88 1,576,344.00 N N TS
Demo. Commitment	E, Non-ALF	E, Non-ALF	E, Non-ALF	E, Non-ALF	т	E, Non-ALF	TI		E, Non-ALF	E, Non-ALF	E, Non-ALF	E, Non-ALF	71	E, Non-ALF	ना	771
Total Units	120	88	64	113	88	96	71		116	87	120	80	157	8	97	88
HC Funding Amount	2,110,000.00	1,576,344.00	1,660,000.00	2,383,228.00	1,603,777.00	2,561,000.00	1,660,000.00		2,110,000.00	1,600,000.00	2,561,000.00	1,660,000.00	2,110,000.00	1,475,990.00	1,819,892.00	1,576,344.00
Eligible For Funding?	~	~	~	~	~	~	~	1	z	z	z	z	z	z	z	z
NP?	~	z	z	~	z	z	z		<	z	z	z	~	z	z	z
Total Points	20	15	15	15	15	15	20		15	15	20	20	15	15	15	15
Proximity Funding Preference	~	~	z	~	~	~	~		z	z	~	~	~	~	~	~
Per Unit Construction Funding Preference	~	~	~	~	~	~	~		~	~	~	~	~	~	<	~
Development Category Funding Preference	~	~	~	~	~	~	.<		~	~	~	~	~	~	~	~
Development Category	NC	NC	NC	NC	NC	NC	NC		NC	NC.	N.C	NC	NO.	NC	NC.	NC.
Total Corp Funding Per Set-Aside	130,960.67	115,717.98	137,987.50	115,808.01	143,894.44	120,633.77	151,036.62		117,505.17	136,974.71	117,187.09	126,160.00	104,050.38	137,414.67	139,737.69	115,717.98
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Leveraging Classification	>	>	В		i			- 1	1		1	1				
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On March 16, 2018, the Board of Directors of Florida Housing Finance Corporation approved the Review Committee's motion to adopt the scoring results above.

Any unsuccessful Applicant may file a notice of protest and a formal written protest in accordance with Section 120.57(3), Fla. Stat., Rule Chapter 28-110, F.A.C., and Rule 67-60.009, F.A.C. Failure to file a protest within the time prescribed in Section 120.57(3), Fla. Stat., shall constitute a waiver of proceedings under Chapter 120, Fla. Stat.

Maureen McCarthy Daughton, LLC

MMD LAW

Maureen McCarthy Daughton, LLC 1725 Capital Circle NE, Suite 304 Tallahassee, Florida 32308 T: (850) 345-3251

Mdaughton@mmd-lawfirm.com

www.mmd-lawfirm.com

Via Hand Delivery and Email March 21, 2018

Ms. Ana McGlamory CP, FCP, FRP (<u>Ana.McGlamory@Floridahousing.org</u>) Corporation Clerk Florida Housing Finance Corporation 227 North Bronough, Suite 5000 Tallahassee, Florida 32301

RE: Notice of Intent to Protest, Request for Applications (RFA) 2017-113 Proposed Funding Selections

Dear Corporation Clerk:

On behalf of Applicant, HTG Village View, LLC, Application No. 2018-303C, we hereby give notice of our intent to protest the Award Notice and Scoring and Ranking of RFA 2017-113 posted by Florida Housing Finance Corporation on March 16, 2018 at 1:05pm concerning Housing Credit Financing for Affordable Housing Developments located in Broward, Duval, Hillsborough, Orange, Palm Beach and Pinellas Counties (See Attached).

A formal written petition will be submitted within ten (10) days of this Notice as required by law.

Respectfully Submitted,

Maureen M. Daughton

cc: Hugh Brown, General Counsel

EXTB

RFA 2017-113 Board Approved Scoring Results

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2018-294C	2018-293C	2018-291C	2018-289C	2018-286C	2018-285C	2018-284C	2018-283C	2018-282C	2018-281C	2018-280C	2018-279C	2018-278C	2018-277C	2018-275C	2018-274C	2018-273C	2018-272C	Eligible Applications	Application Number
Birch Hollow	Lofts at Jefferson Station	Springfield Plaza	Heron Estates Family	Ocean Breeze East	Anderson Terrace Apartments	Sailboat Bend Apartments	The Boulevard at West River	Wadison Plaza	Madison Landing	Banyan Station	Marquis Apartments	Channel Side Apartments	Bristol Manor	Berkeley Landing	Pendana at West Lakes Senior Residences	Hawthorne Park	an Isles	ations	Name of Development
Orange	Duvai	Duval	Palm Beach	Palm Beach	Orange	Broward	Hillsborough	Orange	Orange	Palm Beach	Broward	Palm Beach	Orange	Palm Beach	Orange	Orange	Pinellas		County
Matthew A Rieger	James R. Hoover	Clifton E. Phillips	Matthew A Rieger	Lewis V Swezy	Matthew A Rieger	Kenneth Naylor	Jerome D Ryans	Patrick E Law	Patrick E Law	Matthew A Rieger	Mara S. Mades	William T Fabbri	Jonathan L. Wolf	Jonathan L. Wolf	Eddy Moratin	Jonathan L. Wolf	Joseph F. Chapman,		Name of Authorized Principal Representative
HTG Birch Hollow Developer,	TVC Development, Inc.	Roundstone Development,	HTG Heron Estates Family Developer, LLC	RS Development Corp; Lewis Swezy	HTG Anderson Terrace Developer, LLC	APC Sailboat Bend II Development, LLC; HEF-Dixie	WRDG T3A Developer, LLC	American Residential Communities, LLC	American Residential Communities, LLC	HTG Banyan Developer, LLC	Cornerstone Group Partners, LLC	The Richman Group of Florida, Inc.; BDG Channel	Bristol Manor Developer, LLC	Berkeley Landing Developer,	New Affordable Housing Partners, LLC; LIFT Orlando	Hawthorne Park Developer, LLC	Royal American Properties, LLC		Name of Developers
E, Non-ALF	71	т	7	73	71	E, Non-ALF	71	E, Non-ALF	E, Non-ALF	711	71	Ŧ	E, Non-ALF	E, Non-ALF	E, Non-ALF	E, Non-ALF	E, Non-ALF		Demo. Commitment
120	98	84	79	123	120	110	118	88	88	8	100	108	98	120	120	116	86		Total Units
1,625,000.00	1,660,000.00	1,660,000.00	1,541,751.00	2,070,000.00	1,625,000.00	2,561,000.00	2,110,000.00	2,110,000.00	2,110,000.00	2,050,000.00	1,727,000.00	2,100,000.00	2,110,000.00	2,110,000.00	2,110,000.00	2,110,000.00	1,660,000.00		HC Funding Amount
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N C	NC	NC	NC NC	NC.	NC	NC N	NC	NC	NC NC	NC.	NC.	NC	N.C	NC	NC	NC	NC C		Development Category
126,072.92	126,160.00	127,661.90	126,072.30	108,717.07	126,072.92	114,661.80	118,160.00	127,559.09	127,559.09	136,325.00	94,829.57	125,611.11	130,906.12	113,588.33	130,960.67	117,505.17	117,358.14		Total Corp Funding Per Set-Aside
Þ	Þ	Þ	Þ	Þ	A	A	Þ	Þ	A	В	Þ	Þ	A	Þ	Þ	Þ	A		Leveraging Classification
<	~	~	~	~	~	~	~	~	<	~	_<	,-<	~	~	~	· ~	<		Florida Job Creation Preference
18	32	25	10	∞	4	5	15	21	19	17	9	24	13	D	22	ω	12		Lottery Number

RFA 2017-113 Board Approved Scoring Results

	2018-296C	2018-297C	2018-299C	2018-300C	2018	2018	2018
Application Number	- 1				2018-302C	2018-303C	2018-304C
Name of Development	City Edge	ETHANS WALK APARTMENTS	Sandpiper Court	Casa Sant'Angelo Apartments	Parramore Oaks Phase Two	Village View	Eagle Ridge
County	Hillsborough	Orange	Pinellas	Broward	Orange	Broward	Pinellas
Name of Authorized Principal Representative	William T Fabbri	DEION R LOWERY	Domingo Sanchez	Kenneth Naylor	Paula McDonald Rhodes	Matthew A. Rieger	Richard Higgins
Name of Developers	The Richman Group of Florida, Inc.; Corporation to	DRL EW DEVELOPMENT LLC	DDER Development, LLC	Casa Sant'Angelo Development, LLC	InVictus Development, LLC; ADC Communities, LLC; Royal	HTG Village View Developer,	Norstar Development USA,
Demo. Commitment	E, Non-ALF	E, Non-ALF	E, Non-ALF	E, Non-ALF	71	E, Non-ALF	773
Total Units	120	88	64	113	89	96	71
HC Funding Amount	2,110,000.00	1,576,344.00	1,660,000.00	2,383,228.00	1,603,777.00 Y	2,561,000.00	1,660,000.00
Eligible For Funding?	~	~	~	~	~	~	~
NP?	<	z	z	<	z	z	z
Total Points Proximity Funding Preference	20 Y	15 Y	15 N	15 Y	1.5 Y	15 Y	20 Y
Per Unit Construction Funding Preference	~	~	~	<	~	~	~
Development Category Funding Preference	~	~	~	~	~	~	~
Development Category	NC	NC.	NC	NO.	NC C	NC	NC.
Total Corp Funding Per Set-Aside	130,960.67	115,717.98	137,987.50	115,808.01	143,894.44	120,633.77	151,036.62
Leveraging Classification	Þ	Þ	В	⊳	В	Þ	₩
Florida Job Creation Preference	~	~	~	~	_<	~	~
Lottery Number	20	7	33	30	14	Ъ	16

	Ineligible Applications	plications							\downarrow	+						-	\dashv	
	2018-276C	Durham Place	Orange	Jonathan L. Wolf	Durham Place Developer, LLC E, Non-ALF		116	2,110,000.00	Z	Y 15	2	~	~	NC	117,505.17		+	23
	2018-287C	Anchorage Apartments	Pinelias	William T Fabbri	The Richman Group of Florida, Inc.	E, Non-ALF	87	1,600,000.00	Z	N 15	Z	~	~	NC	136,974.71	-	<u> </u>	28
	2018-288C	Douglas Gardens IV	Broward	Matthew A. Rieger	Douglas Gardens IV Developer, LLC	E, Non-ALF	120	120 2,561,000.00	Z	2	20 Y	~	~	NC	117,187.09	_	H	31
	2018-290C	FOUR6 Skyway	Pinellas	Bowen A Arnold	DDA Development, LLC	E, Non-ALF	80	1,660,000.00	z	Z	20 Y	~	~	S.	126,160.00	-	<u> </u>	2
-	2018-292C	Village of Valor	Palm Beach	Kathy S Makino- Leipsitz	KSM Holdings Florida, LLC	п	157	2,110,000.00	z	 	15 Y	~	~	NO	104,050.38	~	-	29
	2018-295C	Heritage at Arbor Ridge	Orange	Robert G Hoskins	NuRock Development Partners, Inc.	E, Non-ALF	80	1,475,990.00	z	Z	15 Y	~	~	N _C	137,414.67	_	-	12
	2018-298C	Residences at Barnett Park Orange	Orange	Robert G Hoskins	NuRock Development Partners, Inc.	т	97	1,819,892.00	z	Z	15 Y	~	<	NC NC	139,737.69		+	27
	2018-301C	CHANDLERS CROSSING	Orange	DEION R LOWERY	DRL CC DEVELOPMENT LLC	т	88	1,576,344.00	z	z	15 Y	~	~	NC	115,717.98		-	26
		A ST A STATE OF THE PARTY OF TH						the manifest received	1	,								

On March 16, 2018, the Board of Directors of Florida Housing Finance Corporation approved the Review Committee's motion to adopt the scoring results above.

Any unsuccessful Applicant may file a notice of protest and a formal written protest in accordance with Section 120.57(3), Fla. Stat., Rule Chapter 28-110, F.A.C., and Rule 67-60.009, F.A.C. Failure to file a protest within the time prescribed in Section 120.57(3), Fla. Stat., shall constitute a waiver of proceedings under Chapter 120, Fla. Stat.

Total HC Ava	Total HC Available for RFA			14,601,863.00									
Total HC Allocated	ocated			13,898,000.00									
Total HC Remaining	maining			703,863.00									
Application Number	Name of Development	County	Name of Authorized Principal Representative	Name of Developers	HC Funding Amount	NP?	Total Points	Proximity Funding Preference	Per Unit Construction Funding Preference	Development Category Funding Preference	Leveraging Classification	Florida Job Creation Preference	Lottery Number
Broward County Application	v Application												
2018-284C	Sailboat Bend Apartments II	Broward	Kenneth Naylor	APC Sailboat Bend II Development, LLC; HEF-Dixie Court Development, LLC	2,561,000.00	~	20	٧	4	~	Α	٧	и
Duval County Application	Application												
2018-293C	Lofts at Jefferson Station	Duval	James R. Hoover	TVC Development, Inc.	1,660,000.00	z	20	~	~	~	А	~	32
Hillsborough C	Hillsborough County Application												
2018-283C	The Boulevard at West River	Hillsborough	Jerome D Ryans	Developer, LLC	2,110,000.00	z	20	~	~	Y	Α	~	15
Orange County Application	Application									8			
2018-274C	Pendana at West Lakes Senior	Orange	Eddy Moratin	New Affordable Housing Partners, LLC; LIFT Orlando	2,110,000.00	~	20	~	~	~	Α	<	22
	Residences	1		Community Development, LLC									
Palm Beach Co	Palm Beach County Application												
2018-286C	Ocean Breeze East	Palm Beach	Lewis V Swezy	RS Development Corp; Lewis Swezy	2,070,000.00	z	20	~	~	~	A	~	∞
Dinellas County Application	v Application												
2018-304C	Eagle Ridge	Pinellas	Richard Higgins	Norstar Development USA, LP; Tarpon Springs Development,	1,660,000.00	Z	20	~	~	~	₩	~	16

2018-279C N	Non-Profit Appl	Application Number
Marquis Apartments	Non-Profit Application or 2nd Broward County Application	Name of Development
Broward	plication	County
Mara S. Mades		Name of Authorized Principal Representative
Cornerstone Group Partners, LLC		Name of Developers
1,727,000.00		HC Funding Amount
z		NP?
20		Total Points
~		Proximity Funding Preference
Υ		Per Unit Construction Funding Preference
Y		Development Category Funding Preference
А		Leveraging Classification
~		Florida Job Creation Preference
9		Lottery

On March 16, 2018, the Board of Directors of Florida Housing Finance Corporation approved the Review Committee's motion and staff recommendation to select the above Applications for funding and invite the Applicants to enter credit underwriting.

Any unsuccessful Applicant may file a notice of protest and a formal written protest in accordance with Section 120.57(3), Fla. Stat., Rule Chapter 28-110, F.A.C., and Rule 67-60.009, F.A.C. Failure to file a protest within the time prescribed in Section 120.57(3), Fla. Stat., shall constitute a waiver of proceedings under Chapter 120, Fla. Stat.



November 10, 2017

Jasmine Baldwin 2601 S Biscayne Drive, Suite 725, Miami, Florida 33133

Re: Service Availability Letter for 100 Multifamily Apartments located at NW 9th ST, Northwest corner of NW 9th ST and Dr. B.J McCormick Avenue, Pompano Beach

Dear Jasmine:

This letter is to confirm that FPL at the present time has sufficient capacity to provide electrical service to the above captioned property. This service will be furnished in accordance with applicable rates and FPL practices. With sufficient lead time and the appropriate plans, FPL can design and install the necessary facilities.

It is imperative that the architect, electrical engineer, or developer contact Florida Power and Light during the planning stages and prior to plan submittal to avoid costly and unnecessary plan revisions.

Should FPL facilities need to be relocated or removed, then the applicant will pay for the total costs of any relocation, removal, or replacement of those FPL facilities as deemed necessary by FPL or requested by the applicant. Additionally the applicant will pay for any relocation costs associated with any relocation of FPL facilities due to turn lanes, de-acceleration lanes, road right-of-way vacations etc.

Should any FPL work require new easements, the applicant shall provide a new utility easement by recorded legal instrument that covers FPL facilities on the subject property.

FPL reserves the right to install equipment; maintain and/or place cable or conductor within the utility easement along the above-mentioned property.

It is understood that if any damages are incurred to FPL facilities during demolition or construction the applicant will be totally responsible for all charges incurred for repairing said damages.

Christina Kale

Customer Project Manager

954.956.2047

EXHC



December 21 2017

Ms. Mara Mades c/o Cornerstone Group Partners, LLC 2601 South Bayshore Drive, Suite 725 Miami, FL 33133

Re:

Marquis Apartments Pompano Beach, Florida

Dear Ms. Mades:

Thank you for considering JPMorgan Chase Bank, N.A. ("JPMorgan Chase" or "Lender") as a potential construction and permanent lender for the development of affordable rental housing to be known as Marquis Apartments and located in Pompano Beach, Florida. We have completed a preliminary review of the materials you have submitted, and the following is a brief outline of the terms that we propose to underwrite for credit approval. Of course, this letter is for discussion purposes only and does not represent a commitment by JPMorgan Chase to provide financing for the project nor an offer to commit, but is rather intended to serve as a basis for further discussion and negotiation should you wish to pursue the proposed transaction. Our interest and preliminary terms are subject to change as our due diligence and discussions with you continue. Such a commitment can only be made after due diligence materials are received, reviewed and approved and credit approval has been obtained.

Borrower:

Marquis Partners, Ltd.

Developer:

Cornerstone Group Partners, LLC

General Partner:

Cornerstone Marquis, LLC & PCC Community Development, LLC

Project:

Marquis Apartments will consist of a 100-unit affordable housing development targeted towards families and located in Pompano Beach,

Florida.

Construction Loan

Amount:

Approximately \$15,000,000; subject to final budget, sources and uses of

funds, and LIHTC equity pay-in schedule.

Initial Term:

24 months.

Interest Rate:

Libor + 225 bps (3.52% as of November 29, 2017).

Commitment Fee:

1% of the loan amount.

Extension Option:

One, conditional, six-month maturity extension.

JPMorgan Chase Bank, N.A. • 100 North Tampa Street, 33rd Floor, Tampa, FL 33602 Telephone: 813.483.8297 • tammy.haylock-moore@chase.com

EXHD

Extension Fee:

0.25% of the remaining loan commitment amount.

Collateral:

First mortgage; other typical pledges and assignments.

Guarantee:

Full payment and completion guarantees and environmental indemnity by a guarantor or guarantors/indemnitor(s) satisfactory to JPM organ Chase.

Developer Fee:

Assigned to Lender. Notwithstanding provisions of the LP or LLC Agreement, any payments of developer fee prior to permanent debt conversion are subject to Lender's prior approval and control.

Tax Credit Equity:

At least 15% must be paid in at closing. The identity of the equity investor and pay-in schedule for this transaction must be disclosed and acceptable to the Lender in its sole discretion.

Subordinate Liens:

Subordinate financing will be permitted subject to approval of terms by JPMorgan Chase and Impact.

Repayment:

Construction Loan will be repaid with principal reductions from equity funded at or subsequent to construction completion and the Permanent Loan.

Loan to Value:

Up to 80% including the value of the real estate and tax credits.

Contract Bonding:

100% Payment and Performance Bonds from "A" rated surety

Permanent Loan

Amount:

\$2,600,000 subject to final underwriting. Permanent Loan to be sold to Impact CIL, LLC ("Impact") in accordance with, and subject to satisfaction of, Impact's requirements.

Forward Commitment:

24 months plus one six-month option.

Fees:

Loan Fee: The greater of 0.75% of the perm loan or \$7,500, payable at Construction Loan closing.

Conversion Fee: \$10,000, payable at Permanent Loan closing.

Interest Rate:

The applicable interest rate for the Permanent Loan shall be locked at Construction Loan closing. Current indicative rate is 5.75%.

Please note that credit markets are volatile. Loan fees and interest rates are subject to adjustment prior to commitment.

Rate Lock:

Forward rate lock must be secured by a second lien subordinate note. The subordinate note is equal to the lesser of 3% of the Permanent Loan amount or Yield Maintenance Amount. At stabilization/conversion closing, the secured subordinate lien will be released. Security forfeited if loan does not

convert.

Term:

18 years.

Amortization:

30 years.

Collateral:

First mortgage; other typical pledges and assignments.

Guarantee:

After conversion, the Permanent Loan shall be non-recourse to the Borrower, except as to standard carve-outs for the Borrower, General

Partner, and Key Principals.

Loan to Value:

Up to 85% of the stabilized rent-restricted value.

Conversion Requirements:

 1.20x debt service coverage ratio (DSCR); 1.15x all-in DSCR including all loans requiring debt service payment. Commercial income will be excluded from DSCR analysis.

• 90% economic and physical occupancy for 90 days.

Prepayment Terms:

Prepayments are subject to yield maintenance, except for the last three years of the term. During the last three years, the prepayment fee will be 1% of the loan balance. There is no prepayment fee during the final 90 days of the term.

Escrows/Reserves:

Escrows required for property taxes, insurance, and replacement reserves. Minimum replacement reserve of \$300/unit/year or as required by Equity. Debt service reserve shall be funded with a minimum contribution of six months of debt service expense.

We appreciate the opportunity to discuss the possibility of providing construction and permanent financing for the proposed project with you. This letter of interest is for your and Florida Housing Finance Corporation's information and use only, and is not to be shown to or relied upon by other parties. Please note that JPMorgan Chase and its affiliates may be providing debt financing, equity capital or other services (including financial advisory services) to other companies in respect of which you may have conflicting interests regarding the transaction described herein or otherwise. JPMorgan Chase and its affiliates may share information about you in connection with the potential transaction or other possible transactions with you.

This letter, which expires July 31, 2018, serves as an outline of the principal terms of the proposed facility, and is subject to receipt and satisfactory review of all due diligence materials by Lender and to change as described above. Please note that JPMorgan Chase cannot extend any legally binding lending commitment until formal credit approval has been obtained and a commitment letter has been issued.

Sincerely,

JPMORGAN CHASE BANK, N.A.

Tammy Haylock-Moore, Authorized Officer

Agreed and Accepted By:

Cornerstone Marquis, LLC, a Florida limited liability company, a General Partner of Marquis Partners, Ltd.

Ву:

Mara. Mades, Manager



Department of State / Division of Corporations / Search Records / Detail By Document Number /

Detail by Entity Name

Florida Limited Liability Company CORNERSTONE MARQUIS, LLC

Filing Information

Document Number

L15000161533

FEI/EIN Number

47-5132046

Date Filed

09/22/2015

State

FL

Status

ACTIVE

Principal Address

2100 HOLLYWOOD BLVD. HOLLYWOOD, FL 33020

Mailing Address

2100 HOLLYWOOD BLVD. HOLLYWOOD, FL 33020

Registered Agent Name & Address

WOLFE, LEON J 2100 HOLLYWOOD BLVD. HOLLYWOOD, FL 33020

Authorized Person(s) Detail

Name & Address

Title MGR

LOPEZ, JORGE AND AWILDA TBE 2100 HOLLYWOOD BLVD. HOLLYWOOD, FL 33020

Title MGR

M3 ACQUISITIONS, LLC 2100 HOLLYWOOD BLVD. HOLLYWOOD, FL 33020

Title MGR

M.S. MADES FAMILY LIMITED PARTNERSHIP 2100 HOLLYWOOD BLVD. HOLLYWOOD. FL 33020

EXHE

Annual Reports

 Report Year
 Filed Date

 2016
 04/29/2016

 2017
 03/31/2017

 2018
 02/13/2018

Document Images

 02/13/2018 -- ANNUAL REPORT
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 03/31/2017 -- ANNUAL REPORT
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 04/29/2016 -- ANNUAL REPORT
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 09/22/2015 -- Florida Limited Liability.
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