

FLORIDA HOUSING FINANCE CORPORATION
Board Meeting
December 14, 2018
Consent Items



ELDERLY HOUSING COMMUNITY LOAN (EHCL)

Consent

I. ELDERLY HOUSING COMMUNITY LOAN (EHCL)

A. Request Approval of RFA Waiver for Change of Applicant Entity for Campus Towers (2016-350E)

Development Name: Campus Towers	Location: Duval County
Applicant/Borrower: Edward Waters College Senior Citizens Home, Inc.	Set-Aside: 100% @ 50% AMI
Developer/Principal: Edward Waters College Senior Citizens Home, Inc./ Pamela Prier	Demographic/Number of Units: Elderly/192
Requested Amount: EHCL \$750,000	Development Category/Type: Rehabilitation/Garden Apartments

1. Background/Present Situation

- a) On September 15, 2016, Florida Housing Finance Corporation issued a Request for Applications (RFA) 2016-108 for Elderly Housing Community Loan (EHCL) funding to be used to provide life-safety, building preservation, health, sanitation, or security-related repairs or improvements to Developments currently serving Elderly residents aged 62 or older.
- b) On December 9, 2016, the Board approved the final scores and recommendations for the RFA, and directed staff to proceed with all necessary credit underwriting activities. On December 19, 2016, staff issued a preliminary commitment letter and an invitation to enter credit underwriting to the Applicant, with a firm loan commitment issuance deadline of September 27, 2017. Subsequently, the Board approved multiple extensions of the firm loan commitment issuance deadline to December 27, 2018.
- c) On November 2, 2018, the Board approved the final credit underwriting report and direct staff to proceed with issuance of a firm commitment and closing activities. On November 5, 2018, staff issued a firm commitment letter to the Applicant, with a loan closing deadline of March 5, 2019.
- d) On November 15, 2018, staff received a request for approval to change the name of the Applicant Entity and from Edward Waters College Senior Citizens Home, Inc. to Campus Towers Senior Living, Inc. (“CTSL”) and a change to the Board of Directors members of CTSL ([Exhibit A](#)). The change in the name of the Applicant Entity is to avoid confusion between the Applicant Entity name and the nearby Edward Waters College (“College”). There has never been any legal affiliation between the College and the Applicant Entity and the College has requested the change. Furthermore, F.D. Richardson, Jr. was removed from the Board of Directors and Pamela Prier was added as the Vice President/Vice Chair of Edward Waters College Senior Citizens Home, Inc. The changes to the Board of Directors members are due to normal procedural changes for the nonprofit Board of Director members. The Board of Director changes are for an individual director and have no direct ownership in the Development. The RFA states that Applicant Entity shall be the borrowing entity for the EHCL loan and cannot be changed in any way until after the EHCL loan closing. Therefore, the change of the Applicant Entity and the Board of Directors require an RFA waiver.

ELDERLY HOUSING COMMUNITY LOAN (EHCL)

Consent

2. **Recommendation**

- a) Approve the request for RFA waiver for change of Applicant Entity.

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II. HOUSING CREDITS

- A. Request Approval of RFA Waiver for the IRS Form 8821 Requirement for all Non-Profit Partner Board Members and Officers; Developer Principal Change; and RFA Waiver to Allow a Change in the Applicant Entity Prior to Issuance of the Carryover Allocation Agreement for Clermont Ridge Senior Villas (RFA 2017-111/2018-112C)

Development Name: Clermont Ridge Senior Villas	Location: Lake County
Applicant/Borrower: Clermont Ridge, Ltd.	Set-Asides: 10% @ 40% AMI and 90% @ 60% AMI
Developers/Principals: Blue Communities III LLC/New Beginnings Housing, Inc./Shawn Wilson	Demographic/Number of Units: Elderly Non-ALF/70
Requested Amounts: \$1,250,000 Housing Credits (HC)	Development Category/Type: New Construction/Garden Apartments

1. Background/Present Situation

- a) Clermont Ridge, Ltd. (“Applicant”) applied for and was awarded funding from Request for Applications (RFA) 2017-111 for Housing Credit Financing for Affordable Housing Developments Located in Medium and Small Counties. The funds are being utilized to finance the construction of a 70-unit Elderly Non-ALF development in Lake County. On September 19, 2018, staff issued an invitation to the Applicant to enter credit underwriting.
- b) As part of initial due diligence, and as required in the RFA, the IRS Tax Information Authorization Form 8821 is collected for all Financial Beneficiaries and Natural Person Principals disclosed on the Principals of the Applicant and Developer Disclosure Form.
- c) On November 6, 2018, Florida Housing received a letter from the Applicant requesting an RFA waiver from the requirement that all natural person principals disclosed on the Principals of the Applicant and Developer Disclosure Form provide an IRS Form 8821. The letter is provided as [Exhibit A](#). The Applicant purports that the board members/officers of the non-profit, Provident Housing Solutions, Inc., formerly known as New Beginnings Housing, Inc., will not receive any financial benefit from the Development and therefore, should not be required to submit IRS Form 8821.

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- d) Additionally, the Applicant has requested approval of changes to the two Co-Developers, the General Partner, and the Non-Investor Limited Partner.
- e) Blue Sky Communities III, LLC, the Co-Developer, will change to Blue CR Developer, LLC and Blue Sky Communities, LLC will become the sole member. There will be no changes to the remaining principals.
- f) New Beginnings Housing, Inc., the General Partner and Co-Developer, will change to Provident Housing Solutions, Inc. The principals will remain the same.
- g) Blue Sky SLP II, LLC, the Non-Investor Limited Partner will change to Blue Sky Clermont ALP, LLC. The principals will remain the same.
- h) Current and proposed organizational charts are provided as [Exhibit B](#).
- i) Per the RFA, the Principals of each Developer identified in the Application, including all co-Developers, may be changed only by written request of an Applicant to Corporation staff and approval of the Board after the Applicant has been invited to enter credit underwriting.
- j) In addition, the RFA states that the Applicant cannot be changed in any way (materially or non-materially) until after the Carryover Allocation Agreement has been fully executed by all parties.
- k) Staff has reviewed this request and finds that the development meets all other requirements of the RFA.

2. Recommendation

- a) Approve the proposed RFA waiver, exempting the non-profit board members/officers from having to submit the IRS Form 8821, provided each board member/officer submit an Affidavit certifying that they have not, nor will they receive any direct or indirect financial benefit from the Development in any way. Approve the proposed Developer Principal changes. Approve the proposed RFA waiver to allow a change in the Applicant entity prior to issuance of the Carryover Allocation Agreement.

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- B. Request Approval of RFA Waiver for the IRS Form 8821 Requirement for all Non-Profit Partner Board Members and Officers; Developer Principal Change; and RFA Waiver to Allow a Change in the Applicant Entity Prior to Issuance of the Carryover Allocation Agreement for Sailboat Bend Apartments II (RFA 2017-113/2018-284C)**

Development Name: Sailboat Bend Apartments II	Location: Broward County
Applicant/Borrower: Sailboat Bend II, Ltd.	Set-Asides: 10% @ 28% AMI and 81% @ 60% AMI
Developers/Principals: APC Sailboat Bend II Development/Kenneth Naylor, LLC/HEF-Dixie Court Development, LLC/Nicholas Tranakas/Kenneth Naylor	Demographic/Number of Units: Elderly Non-ALF/110
Requested Amounts: \$2,561,000 Housing Credits (HC)	Development Category/Type: New Construction/High-Rise

1. Background/Present Situation

- a) Sailboat Bend II, Ltd. (“Applicant”) applied for and was awarded funding from Request for Applications (RFA) 2017-113 for Housing Credit Financing for Affordable Housing Developments Located in Broward, Duval, Hillsborough, Orange, Palm Beach, and Pinellas Counties. The funds are being utilized to finance the construction of a 110-unit Elderly Non-ALF development in Broward County. On September 19, 2018, staff issued an invitation to the Applicant to enter credit underwriting.
- b) As part of initial due diligence, and as required in the RFA, the IRS Tax Information Authorization Form 8821 is collected for all Financial Beneficiaries and Natural Person Principals disclosed on the Principals of the Applicant and Developer Disclosure Form.
- c) On September 26, 2018, Florida Housing received a letter from the Applicant requesting an RFA waiver from the requirement that all natural person principals disclosed on the Principals of the Applicant and Developer Disclosure Form provide an IRS Form 8821. The letter is provided as [Exhibit C](#). The Applicant purports that the board members/officers of the non-profit entity, Housing Enterprises of Fort Lauderdale, Florida, Inc. (the sole shareholder of the General Partner and Co-Developer), the Board of Managers of HEF-Dixie Court Development, LLC (the Co-Developer and pass through entity of the non-profit), and the board members/officers of HEF Sailboat Bend II, Inc. (the Co-General Partner of the Applicant and the pass through entity of the non-profit) will not receive any financial benefit from the Development and therefore, should not be required to submit IRS Form 8821.
- d) Additionally, the Applicant has requested approval to amend the name of the aforementioned non-profit entity, Housing Enterprises of Fort Lauderdale Florida, Inc. (the sole shareholder of the General Partner of the Applicant and the sole member of the Co-Developer) to Housing Enterprises of Florida, Inc. The Applicant has also requested to change the name of the Co-Developer from HEF-Dixie Court Development, LLC to HEF Development LLC. Furthermore, Liz Jackson was removed from the Board of Directors for Housing Enterprises of Florida, Inc. and HEF Development, LLC. Michael Tadros was added as the vice president and treasurer of Housing Enterprises of Florida, Inc. in both the Applicant and Co-Developer organizational charts. Current and proposed

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organizational charts of the Applicant and Co-Developer are provided as exhibits [D](#), [E](#), [F](#), and [G](#).

- e) Per the RFA, the Principals of each Developer identified in the Application, including all Co-Developers, may be changed only by written request of an Applicant to Corporation staff and approval of the Board after the Applicant has been invited to credit underwriting. In addition, the RFA states that the Applicant cannot be changed in any way (materially or non-materially) until after the Carryover Allocation Agreement has been executed by all parties.
- f) Staff has reviewed this request and finds that the development meets all other requirements of the RFA.

2. **Recommendation**

- a) Approve the proposed RFA waiver, exempting the non-profit board members/officers from having to submit the IRS Form 8821, provided each board member/officer submit an Affidavit certifying that they have not, nor will they receive any direct or indirect financial benefit from the Development in any way. Approve the proposed Developer Principal Change. Approve the proposed RFA waiver to allow a change in the Applicant entity prior to issuance of the Carryover Allocation Agreement.

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Consent

- C. **Request Approval of RFA Waiver for the IRS Form 8821 Requirement for all Non-Profit Partner Board Members and Officers and Approval of Developer Principal Change for Eagle Ridge (RFA 2017-113/2018-304C)**

Development Name: Eagle Ridge	Location: Pinellas County
Applicant/Borrower: Eagle Ridge Apartments, LLLP	Set-Asides: 10% @ 40% AMI and 90% @ 60% AMI
Developers/Principals: Norstar Development USA, LP/Tarpon Springs Development, LLC/Richard Higgins	Demographic/Number of Units: Family/71
Requested Amounts: \$1,660,000 Housing Credits (HC)	Development Category/Type: New Construction/Garden

1. **Background/Present Situation**

- a) Eagle Ridge Apartments, LLLP (“Applicant”) applied for and was awarded funding from Request for Applications (RFA) 2017-113 for Housing Credit Financing for Affordable Housing Developments Located in Broward, Duval, Hillsborough, Orange, Palm Beach, and Pinellas Counties. The funds are being utilized to finance the construction of a 71-unit Family development in Pinellas County. On August 2, 2018, staff issued an invitation to the Applicant to enter credit underwriting.
- b) As part of initial due diligence, and as required in the RFA, the IRS Tax Information Authorization Form 8821 is collected for all Financial Beneficiaries and Natural Person Principals disclosed on the Principals of the Applicant and Developer Disclosure Form.
- c) On November 8, 2018, Florida Housing received a letter from the Applicant requesting an RFA waiver from the requirement that all natural person principals disclosed on the Principals of the Applicant and Developer Disclosure Form provide an IRS Form 8821. The letter as well as the Affidavits are provided as Exhibit H. The Applicant purports that the officers and/or commissioners of the non-profit entity, Tarpon Springs Housing Authority, will not receive any financial benefit from the Development and therefore, should not be required to submit IRS Form 8821.
- d) Within the above-mentioned letter, the Applicant also requested approval to amend the name of a Principal of the Co-Developer entity, Norstar Investment USA, Inc. (the sole shareholder of the 1% Managing General Partner of the Co-Developer). The entity was incorrectly identified on the application and should be changed to Norstar USA, Ltd. The remaining Principals are unchanged and Richard L. Higgins continues to meet the experience requirement for the Developer. Current and proposed organizational charts of the Co-Developer are also included in [Exhibit H](#).

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Consent

- e) Per the RFA, the Principals of each Developer identified in the Application, including all Co-Developers, may be changed only by written request of an Applicant to Corporation staff and approval of the Board after the Applicant has been invited to credit underwriting.
- f) Staff has reviewed this request and finds that the development meets all other requirements of the RFA.

2. **Recommendation**

- a) Approve the proposed RFA waiver, exempting the non-profit board members/officers from having to submit the IRS Form 8821, provided each board member/officer submit an Affidavit certifying that they have not, nor will they receive any direct or indirect financial benefit from the Development in any way. Approve the proposed Developer Principal Change.

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Consent

D. Request Approval of RFA Waiver for the IRS Form 8821 Requirement for all Non-Profit Partner Board Members and Officers for The Palms of Deerfield Apartments (RFA 2017-114/2018-070C)

Development Name: The Palms of Deerfield Apartments	Location: Broward County
Applicant/Borrower: The Palms of Deerfield Apartments, LLLP	Set-Asides: 20% @ 28% AMI and 80% @ 60% AMI
Developers/Principals: Deerfield Beach Family Empowerment, Inc./SHAG Development, LLC/Carol Gardner/Darren Smith	Demographic/Number of Units: Preservation/Elderly Non-ALF/100
Requested Amounts: \$1,124,217 Housing Credits (HC)	Development Category/Type: Acquisition & Preservation/Mid-Rise 5-6 Stories

1. Background/Present Situation

- a) The Palms of Deerfield Apartments, LLLP (“Applicant”) applied for and was awarded funding from Request for Applications (RFA) 2017-114 for Housing Credit Financing for the Preservation of Existing Affordable Multifamily Housing Developments. The funds are being utilized to finance the construction of a 100-unit Elderly Non-ALF development in Broward County. On August 2, 2018, staff issued an invitation to the Applicant to enter credit underwriting.
- b) As part of initial due diligence, and as required in the RFA, the IRS Tax Information Authorization Form 8821 is collected for all Financial Beneficiaries and Natural Person Principals disclosed on the Principals of the Applicant and Developer Disclosure Form.
- c) On September 25, 2018, Florida Housing received a letter from the Applicant requesting an RFA waiver from the requirement that all natural person principals disclosed on the Principals of the Applicant and Developer Disclosure Form provide an IRS Form 8821. The letter is provided as [Exhibit I](#). The Applicant purports that the officers and/or commissioners of the non-profit entity, Deerfield Beach Family Empowerment, Inc., will not receive any financial benefit from the Development and therefore, should not be required to submit IRS Form 8821.

2. Recommendation

- a) Approve the proposed RFA waiver, exempting the non-profit board members/officers from having to submit the IRS Form 8821, provided each board member/officer submit an Affidavit certifying that they have not, nor will they receive any direct or indirect financial benefit from the Development in any way.

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- E. Request Approval of Developer Principal Change; Approval of RFA Waiver to Allow a Change in the Applicant Entity Prior to Issuance of the Carryover Allocation Agreement; and Approval of RFA Waiver for the IRS Form 8821 Requirement for all Non-Profit Partner Board Members and Officers for Cocoa Sunrise Terrace (RFA 2017-114/2018-075C)**

Development Name: Cocoa Sunrise Terrace	Location: Brevard County
Applicant/Borrower: Cocoa Sunrise, LLLP	Set-Asides: 20% @ 35% AMI and 74% @ 60% AMI
Developers/Principals: CHA Real Estate, Inc./SHAG Development, LLC/Carol Gardner/Darren Smith	Demographic/Number of Units: Family/183
Requested Amounts: \$1,510,000 Housing Credits (HC)	Development Category/Type: Acquisition & Preservation/Duplexes

1. Background/Present Situation

- a) Cocoa Sunrise, LLLP (“Applicant”) applied for and was awarded funding from Request for Applications (RFA) 2017-114 for Housing Credit Financing for the Preservation of Existing Affordable Multifamily Housing Developments. The funds are being utilized to finance the acquisition and preservation of a 183-unit Family development in Brevard County. On July 30, 2018, staff issued an invitation to the Applicant to enter credit underwriting.
- b) As part of initial due diligence, and as required in the RFA, the IRS Tax Information Authorization Form 8821 is collected for all Financial Beneficiaries and Natural Person Principals disclosed on the Principals of the Applicant and Developer Disclosure Form.
- c) On October 1, 2018, Florida Housing received a letter from the Applicant requesting an RFA waiver from the requirement that all natural person principals disclosed on the Principals of the Applicant and Developer Disclosure Form provide an IRS Form 8821. The letter is provided as [Exhibit J](#). The Applicant purports that the officers/board members of the non-profit entity, CHA Real Estate, Inc., will not receive any financial benefit from the Development and therefore, should not be required to submit IRS Form 8821.
- d) Additionally, the Applicant requested approval of the substitution of a member of the board of CHA Real Estate, Inc., the sole member of the General Partner of the Applicant and the Co-Developer. Current and proposed organizational charts of the Developer and Applicant entities are provided as exhibits [K](#), [L](#), [M](#), and [N](#).
- e) Per the RFA, the Principals of each Developer identified in the Application, including all co-Developers, may be changed only by written request of an Applicant to Corporation staff and approval of the Board after the Applicant has been invited to enter credit underwriting. Furthermore, the RFA states that the Applicant cannot be changed in any way (materially or non-materially) until after the Carryover Allocation Agreement is in effect.
- f) Staff has reviewed this request and finds that the development meets all other requirements of the RFA.

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Consent

2. **Recommendation**

- a) Approve the proposed RFA waiver, exempting the non-profit board members/officers from having to submit the IRS Form 8821, provided each board member/officer submit an Affidavit certifying that they have not, nor will they receive any direct or indirect financial benefit from the Development in any way. Approve the proposed RFA waiver to allow a change in the Applicant Entity prior to issuance of the Carryover Allocation Agreement. Approve the proposed Developer Principal change.

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F. Request Approval of Developer Principal Change and Approval of RFA Waiver to Allow a Change in the Applicant Entity Prior to Issuance of the Carryover Allocation Agreement for The Boulevard at West River (RFA 2017-113/2018-283C)

Development Name: The Boulevard at West River	Location: Hillsborough County
Applicant/Borrower: WRDG T3A, LP	Set-Asides: 10% @ 40% AMI and 70% @ 60% AMI
Developers/Principals: WRDG T3A Developer, LLC/Albert Milo Jr./Jerome Bryant	Demographic/Number of Units: Family/118
Requested Amounts: \$2,110,000 Housing Credits (HC)	Development Category/Type: New Construction/High-Rise

1. Background/Present Situation

- a) WRDG T3A, LP (“Applicant”) applied for and was awarded funding from Request for Applications (RFA) 2017-113 for Housing Credit Financing for Affordable Housing Developments Located in Broward, Duval, Hillsborough, Orange, Palm Beach, and Pinellas Counties. The funds are being utilized to finance the construction of a 118-unit Family development in Hillsborough County. On August 2, 2018, staff issued an invitation to the Applicant to enter credit underwriting.
- b) On September 28, 2018, staff received a letter from the Applicant requesting a structure change of the Applicant and Developer entities. The letter is provided as [Exhibit O](#). Current and proposed organizational charts are provided as exhibits [P](#), [Q](#), [R](#), and [S](#).
- c) Regarding the structure of the Applicant, the Applicant proposes to remove Ben Wacksman as a director of Tampa Housing Authority Development Corp., the sole member/manager of the General Partner (THA T3A, LLC).
- d) Regarding the structure of the Developer, the Applicant proposes to remove Ben Wacksman as a director of the Housing Authority of the City of Tampa, Florida (50% Member).
- e) Per the RFA, the Principals of each Developer identified in the Application, including all co-Developers, may be changed only by written request of an Applicant to Corporation staff and approval of the Board after the Applicant has been invited to enter credit underwriting. In addition, the RFA states that the Applicant entity cannot be changed in any way (materially or non-materially) until after the Carryover Allocation Agreement is in effect. Staff has reviewed this request and finds that the development meets all other requirements of the RFA.

2. Recommendation

- a) Approve the proposed Developer Principal change. Approve the proposed RFA waiver to allow a change in the Applicant entity prior to issuance of the Carryover Allocation Agreement.

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- G. **Request Approval of Developer Principal Change; Approval of RFA Waiver to Allow a Change in the Applicant Entity Prior to Issuance of the Carryover Allocation Agreement and Request Approval of RFA Waiver for the IRS Form 8821 Requirement for all Non-Profit Partner Board Members and Officers for Hogan Creek (RFA 2017-114/2018-074C)**

Development Name: Hogan Creek	Location: Duval County
Applicant/Borrower: Hogan Creek Redevelopment Partners, LLC	Set-Asides: 20% @ 33% AMI and 80% @ 60% AMI
Developers/Principals: Jacksonville Redevelopment Partners, LLC/Jax Urban Initiatives Development, LLC/Joseph Chambers	Demographic/Number of Units: Preservation/Elderly Non-ALF/183
Requested Amounts: \$1,660,000 Housing Credits (HC)	Development Category/Type: Acquisition & Preservation/High Rise

1. **Background/Present Situation**

- a) Hogan Creek Redevelopment Partners, LLC (“Applicant”) applied for and was awarded funding from Request for Applications (RFA) 2017-114 for Housing Credit Financing for the Preservation of Existing Affordable Multifamily Housing Developments. The funds are being utilized to finance the acquisition and preservation of a 183-unit Elderly Non-ALF development in Duval County. On July 30, 2018, staff issued an invitation to the Applicant to enter credit underwriting.
- b) As part of initial due diligence, and as required in the RFA, the IRS Tax Information Authorization Form 8821 is collected for all Financial Beneficiaries and Natural Person Principals disclosed on the Principals of the Applicant and Developer Disclosure Form.
- c) On November 9, 2018, Florida Housing received a letter from the Applicant requesting an RFA waiver from the requirement that all natural person principals disclosed on the Principals of the Applicant and Developer Disclosure Form provide an IRS Form 8821. The letter is provided as [Exhibit T](#). The Applicant purports that the board members of the non-profit entity, Jacksonville Housing Authority, will not receive any financial benefit from the Development and therefore, should not be required to submit IRS Form 8821.
- d) Within the above-noted letter, the Applicant also requested to remove Tihyrn Mickens as a board member of The Jacksonville Housing Authority, to be replaced by Harriett Brock. This affects both the Applicant and Developer organizational structures. The current and proposed organizational charts are included as [Exhibit U](#). The Developer experience requirement continues to be met by Mark E. Gardner.
- e) The RFA states that the Principals of each Developer identified in the Application, including all co-Developers, may be changed only by written request of an Applicant to Corporation Staff and approval of the Board after the Applicant has been invited to enter credit underwriting. The RFA goes on to say that the Applicant entity cannot be changed in any way (materially or non-materially) until after the Carryover Allocation Agreement is in effect.

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- f) Staff has reviewed this request and finds that the development meets all other requirements of the RFA.

2. Recommendation

- a) Approve the proposed RFA waiver, exempting the non-profit board members/officers from having to submit the IRS Form 8821, provided each board member/officer submit an Affidavit certifying that they have not, nor will they receive any direct or indirect financial benefit from the Development in any way. Approve the proposed RFA waiver to allow a change in the Applicant entity prior to issuance of the Carryover Allocation Agreement. Approve the proposed Developer Principal change.

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H. Request Approval of Developer Principal Change; Approval of RFA Waiver to Allow a Change in the Applicant Entity Prior to Issuance of the Carryover Allocation Agreement; and Approval of RFA Waiver for the IRS Form 8821 Requirement for all Non-Profit Partner Board Members and Officers for Lofts on Lemon (RFA 2017-111/2018-151C)

Development Name: Lofts on Lemon	Location: Sarasota County
Applicant/Borrower: Lofts on Lemon Development Partners, LLC	Set-Asides: 10% @ 33% AMI and 90% @ 60% AMI
Developers/Principals: Gardner Capital Development Florida, LLC/SHA Affordable Development, LLC/DB Development Florida, LLC/Joseph Chambers	Demographic/Number of Units: Family/76
Requested Amounts: \$1,510,000 Housing Credits (HC)	Development Category/Type: New Construction/Mid-Rise 5-6 Stories

1. Background/Present Situation

- a) Lofts on Lemon Development Partners, LLC (“Applicant”) applied for and was awarded funding from Request for Applications (RFA) 2017-111 for Housing Credit Financing for Affordable Housing Developments Located in Medium and Small Counties. The funds are being utilized to finance the construction of a 76-unit Family development in Sarasota County. On September 19, 2018, staff issued an invitation to the Applicant to enter credit underwriting.
- b) As part of initial due diligence, and as required in the RFA, the IRS Tax Information Authorization Form 8821 is collected for all Financial Beneficiaries and Natural Person Principals disclosed on the Principals of the Applicant and Developer Disclosure Form.
- c) On November 14, 2018, Florida Housing received a letter from the Applicant requesting an RFA waiver from the requirement that all natural person principals disclosed on the Principals of the Applicant and Developer Disclosure Form provide an IRS Form 8821. The letter is provided as [Exhibit V](#). The Applicant purports that the board members of the non-profit entity, Sarasota Housing Authority, will not receive any financial benefit from the Development and therefore, should not be required to submit IRS Form 8821.
- d) Within the above-mentioned letter, the Applicant also requested approval of the removal of one of their board members (Veavie Delaughter) of the Sarasota Housing Authority from both the Owner and Developer organizational structures. The original and proposed organizational charts are provided as [Exhibit W](#).

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- e) Per the RFA, the Principals of each Developer identified in the Application, including all Co-Developers, may be changed only by written request of an Applicant to Corporation Staff and approval of the Board after the Applicant has been invited to enter credit underwriting.
- f) In addition, the RFA states that the Applicant cannot be changed in any way (materially or non-materially) until after the Carryover Allocation Agreement is in effect.
- g) Staff has reviewed this request and finds that the development meets all other requirements of the RFA.

2. **Recommendation**

- a) Approve the proposed RFA waiver, exempting the non-profit board members/officers from having to submit the IRS Form 8821, provided each board member/officer submit an Affidavit certifying that they have not, nor will they receive any direct or indirect financial benefit from the Development in any way. Approve the proposed Developer Principal Change. Approve the proposed RFA waiver to allow a change in the Applicant entity prior to issuance of the Carryover Allocation Agreement.

HOUSING CREDITS

Consent

I. Request Approval to Exceed the 20% Subcontractor Limitation for Pinnacle at Peacefield (RFA 2016-113/2017-211C/2018-357C)

Development Name: Pinnacle at Peacefield	Location: Broward County
Applicant/Borrower: Pinnacle at Peacefield, Ltd.	Set Aside(s): 10% @ 30% AMI and 90% @ 60% AMI
Developer/Principal: Pinnacle Housing Group, LLC/David Deutch	Demographic/Number of units: Elderly Non-ALF/120 units
Requested Amounts: \$2,561,000 Housing Credits	Development Category/Type: New Construction/Garden

1. Background/Present Situation

- a) Pinnacle at Peacefield, Ltd. ("Applicant") applied for and was awarded funding from Request for Applications (RFA) 2016-113 for Housing Credit Financing for Affordable Housing Developments located in Broward, Duval, Hillsborough, Orange, Palm Beach and Pinellas Counties. The funds are being utilized to finance the construction of a 120-unit Elderly Non-ALF development in Broward County. On September 27, 2017, staff issued an invitation to the Applicant to enter credit underwriting.
- b) The Applicant is seeking Florida Housing Finance Corporation's ("Florida Housing") Board of Directors ("Board") approval to allow one subcontract to exceed the 20% limitation in Rule 67-48.0072(17)(f), F.A.C. See [Exhibit X](#) for Applicant's request.
- c) Pursuant to Rule 67-48.0072(17)(f), F.A.C., the General Contractor must meet the following conditions:

Ensure that not more than 20 percent of the construction cost is subcontracted to any one entity, with the exception of a subcontractor contracted to deliver the building shell of a building of at least five (5) stories which may not have more than 31 percent of the construction cost in a subcontract, *unless otherwise approved by the Board for a specific Development*. With regard to said approval, the Board shall consider the facts and circumstances of each Applicant's request, inclusive of construction costs and the General Contractor's fees. (Emphasis Added)
- d) At the request of Florida Housing staff, First Housing reviewed the Applicant's request, Rule Chapter 67-48, bids received, and the proposed schedule of values. After review and analysis, First Housing, in conjunction with the Construction Consultant, On Solid Ground, LLC, found the proposed cost to be appropriate for the proposed scope of work. First Housing recommends that Florida Housing approve the General Contractor's use of a subcontractor which will provide work at a cost which exceeds 20% of the total construction cost for the Development. See [Exhibit Y](#) for First Housing's recommendation.

2. Recommendation

- a) Approve the request to exceed the 20% subcontractor limitation.

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J. Request Approval of Developer Principal Change for Harper's Pointe (RFA 2017-111/2018-105C)

Development Name: Harper's Pointe	Location: Alachua County
Applicant/Borrower: Harper's Pointe, L.P.	Set-Asides: 10% @ 33% AMI and 90% @ 60% AMI
Developers/Principals: JES Dev Co, Inc./Jeffrey W. Smith	Demographic/Number of Units: Elderly Non-ALF/66
Requested Amounts: \$1,015,000 Housing Credits (HC)	Development Category/Type: New Construction/Garden

1. Background/Present Situation

- a) Harper's Pointe, L.P. ("Applicant") applied for and was awarded funding from Request for Applications (RFA) 2017-111 for Housing Credit Financing for Affordable Housing Developments Located in Medium and Small Counties. The funds are being utilized to finance the construction of a 66-unit Elderly Non-ALF development in Alachua County. On September 19, 2018, staff issued an invitation to the Applicant to enter credit underwriting.
- b) On November 7, 2018, Florida Housing received a change of a Developer Principal. The letter is provided as [Exhibit Z](#). Jeffrey Walker Smith will replace Jeffrey E Smith as Director and President of the Developer, JES Dev Co, Inc. The original and proposed organizational charts are provided as Exhibits [AA](#) and [AB](#). William A Markel will continue to provide the developer experience for Harper's Pointe.
- c) Per the RFA, the Principals of each Developer identified in the Application, including all Co-Developers, may be changed only by written request of an Applicant to Corporation staff and approval of the Board after the Applicant has been invited to credit underwriting.
- d) Staff has reviewed this request and finds that the development meets all of the requirements of RFA 2017-111.

2. Recommendation

- a) Approve the proposed Developer Principal Change.

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III. LEGAL

A. In re: Resolution 2018-044, Signature Authority (Bond Documents)

1. Background

- a) During the ordinary course of business, situations arise wherein an authorized signature is needed by the Corporation to affect bond transactions. By a series of resolutions, the Board has previously delegated signature authority to the Executive Director, Chief Financial Officer, and Comptroller to execute corporation bonds and related documents, and has designated certain additional Corporation staff as Assistant Secretaries of the Corporation for purposes of attesting signatures on bond documents.

2. Present Situation

- a) Draft Resolution 2018-02 ([Exhibit A](#)) adds Jesus “Jesse” Leon, Director of Multifamily Development, as an Assistant Secretary for the purpose of providing attestations and certifications of all documents necessary to effectuate the issuance of Bonds and the closing of the transactions.

3. Recommendation

- a) Staff recommends that the Board adopt Resolution 2018-044 delegating signature authority as described.

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B. In Re: SP HK Apartments, LLC - FHFC Case No. 2018-074VW

Development Name: (“Development”):	Hickory Knoll
Developer/Principal: (“Developer”):	Southport Development, Inc. David Page
Number of Units: 96	Location: Marion County
Type: Acquisition/Rehabilitation Garden Apartments	Set Asides: 10% at 45% AMI 90% at 60% AMI
Demographics: Family	SAIL: \$3,150,000 ELI: \$304,800 MMRB \$7,000,000 4% HC \$482,642

1. Background

- a) SP HK Apartments, LLC, was selected to receive SAIL funding used in conjunction with Multifamily Mortgage Revenue Bonds (MMRB) and non-competitive housing credits (HC) under RFA 2015-112 to assist in the acquisition and rehabilitation of garden apartments serving low-income families in Marion County, Florida. On October 2, 2018, Florida Housing received a “Petition for Waiver of Rule 67-21.003(8) to Decrease the Total Set-Aside Percentage” (the “Petition”). On October 9, 2018, Petitioner filed “Amended Petition for Waiver of Rules 67-48.004(3)(j) and 67-21.003(8)(j) to Decrease Total Set-Aside Percentage.” A copy of the Amended Petition is attached as [Exhibit B](#).

2. Present Situation

- a) Rule 67-48.004(3), Fla. Admin. Code, prohibits an Applicant from changing certain items identified in the Application. It provides, in relevant part:
 - (3) For the SAIL, HOME and Housing Credit Programs, notwithstanding any other provision of these rules, the following items as identified by the Applicant in the Application must be maintained and cannot be changed by the Applicant after the applicable submission, unless provided otherwise below:

- (j) For the SAIL and HC Programs, the Total Set-Aside Percentage as stated in the last row of the total set-aside breakdown chart for the program(s) applied for in the Set-Aside Commitment section of the Application. Notwithstanding the foregoing, the Total Set-Aside Percentage may be increased after the Applicant has been invited to enter credit underwriting, subject to written request of an Applicant to Corporation staff and approval of the Corporation.

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- b) Similarly, Rule 67-21.003(8)(j), Fla. Admin. Code, prohibits an Applicant for MMRB or non-competitive HC from changing certain items in the application.

(3) Notwithstanding any other provision of these rules, there are certain items that must be included in the Application and cannot be revised, corrected or supplemented after the Application is deemed complete. Those items are as follows:

(j) The Total Set-Aside Percentage as stated in the last row of the total set-aside breakdown chart for the program(s) applied for in the Set-Aside Commitment section of the Application; notwithstanding the foregoing, the Total Set-Aside Percentage may be increased after the Applicant has been invited to enter credit underwriting, subject to written request of an Applicant to Corporation staff and approval of the Corporation.

- c) Petitioner seeks a waiver that will allow it to reduce the Total Set-Aside Percentage from 100% to 97%. This would have the effect of allowing 2 out of 96 units to be rented to tenants with income exceeding 60% of AMI.
- d) Petitioner is seeking this waiver because two units that were occupied at the closing of the SAIL and Bond loans do not comply with the tenant income requirements because the total household incomes exceed 60% of AMI. Petitioner states that this was discovered only after the submission of the response to the RFA. Guidelines from the Department of Housing and Urban Development (HUD) have the effect of preventing Petitioner from terminating the tenancies of these HUD-assisted tenants. Unless the waiver is granted, Petitioner will be out of compliance with its Total Set-Aside Percentage yet will be prohibited from coming into compliance.
- e) On October 3, 2018, Notice of the Petition was published in the Florida Administrative Register in Volume 44, Number 193. To date, Florida Housing has received no comments concerning the Petition.
- f) Section 120.542(2), Florida Statutes provides in pertinent part:
- Variances and waivers shall be granted when the person subject to the rule demonstrates that the purpose of the underlying statute will be or has been achieved by other means by the person and when application of a rule would create a substantial hardship or would violate principles of fairness.
- g) Granting the requested waivers would not have any impact on other participants in funding programs administered by Florida Housing, nor would it have a detrimental impact on Florida Housing. Petitioner has demonstrated that the

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waivers are needed because of circumstances beyond its control, and that it would violate principles of fairness if the waivers are not granted.

- h) Petitioner has also demonstrated that the purpose of the underlying statute, which is to “encourage development of low-income housing in the state” (§420.5099, Fla. Stat.), would still be achieved if the waivers are granted.

3. Recommendation

- a) Staff recommends the Board **GRANT** Petitioner’s request for a waiver of Rules 67-48.004(3)(j) and 67-21.003(8)(j), Fla. Admin. Code, reducing the Total Set-Aside Percentage from 100% to 97%, so that Petitioner will be able to continue renting two units to tenants with incomes over 60% AMI.

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C. In Re: Trinity Towers East Preservation Associates, LLLP - FHFC Case No. 2018-078VW

Development Name: (“Development”):	Trinity Towers East
Developer/Principal: (“Developer”):	Preservation of Affordable Housing LLC / Rodger Brown
Number of Units: 156	Location: Brevard County
Type: High-Rise	Set Asides: HC: 90% at 60% AMI Bonds: 85% at 60% AMI SAIL: 10% @ 35% AMI and 75% at 60% AMI
Demographics: Elderly Non-ALF	SAIL: \$4,018,404 ELI: \$889,600 4% HC: \$484,584 MMRB: \$9,450,000

1. Background

- a) Petitioner was selected to receive SAIL, 4% Non-Competitive Housing Tax Credits (4% HC), and Tax Exempt Bond financing under RFA 2015-112 to assist in the acquisition and rehabilitation of a Development serving low-income elderly tenants in Melbourne, Florida. On October 9, 2018, Florida Housing received a Petition for Waiver of Rule 67-21.003(8)(j) F.A.C., to allow a reduction in Total Set-Aside Percentage for the 4% HC from 90% to 85%. A copy of the Petition is attached as [Exhibit C](#).

2. Present Situation

- a) Rule 67-21.003(8)(j) provides that certain items must be included in the application and cannot be revised, corrected or supplemented after the application is submitted. Those items include the following:

The Total Set-Aside Percentage as stated in the last row of the total set-aside breakdown chart for the program(s) applied for in the Set-Aside Commitment Section of the Application . . .

- b) Petitioner was previously granted a waiver of the above Rule (as well as Rule 67-48.004(3)(j)) to permit it to amend its application to decrease the total set-aside percentage for the SAIL loan and Tax-Exempt Bonds from 90% to 85%. Petitioner now requests a waiver of the above Rule to permit it to amend its application to decrease the total set-aside percentage for the 4% HC from 90% to 85% in order to be consistent with the set-asides required for the SAIL and Bonds. This would allow some 23 current tenants to continue to remain in their units even though they have incomes greater than 60% of AMI. If the waiver is not granted, 8 of the current tenants could be required to be relocated.
- c) Had Petitioner selected an 85% total set-aside in its original Application, it would have still been eligible to receive the 4% HC.
- d) On October 16, 2018, Notice of the Petition was published in the Florida Administrative Register in Volume 44, Number 202. To date, Florida Housing has received no comments concerning the Petition.

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- e) Section 120.542(2), Florida Statutes provides in pertinent part:

Variances and waivers shall be granted when the person subject to the rule demonstrates that the purpose of the underlying statute will be or has been achieved by other means by the person and when application of a rule would create a substantial hardship or would violate principles of fairness.

- f) Granting the requested waiver would not have any impact on other participants in funding programs administered by Florida Housing, nor would it have a detrimental impact on Florida Housing. Petitioner has demonstrated that the waiver is needed in order to efficiently serve low-income seniors and Persons with Disabling Conditions, and that it would suffer a substantial hardship if the waiver is not granted. Petitioner has also demonstrated that the purpose of the underlying statute, which is to “encourage development of low-income housing in the state” (§420.5099, Fla. Stat.), would still be achieved if the waiver is granted.

3. Recommendation

- a) Staff recommends the Board **GRANT** Petitioner’s request for a waiver of the above Rules to permit a reduction in the Development’s set-aside percentage for the 4% Non-Competitive Housing Credits from 90% @ 60% AMI to 85% @ 60% AMI.

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D. In Re: In The Pines, Inc. - FHFC Case No. 2018-079VW (2000-025S)

Development Name: (“Development”):	In The Pines South
Developer/Principal: (“Developer”):	In The Pines, Inc.
Number of Units: 40	Location: Palm Beach
Type: Garden Apartments	Set Asides: 15% @ 25% AMI 65% @ 50% AMI 20% @ 60% AMI
Demographics: Family, Farmworker/Fishworker	Funding: SAIL \$1,346,710

1. Background

- a) In The Pines, Inc., (“Petitioner”) successfully applied for a competitive award of State Apartment Incentive Loan (“SAIL”) funding to assist in financing the development known as In the Pines South (the “Development”).
- b) On October 18, 2018, Florida Housing received a Petition for Waiver/Variance of Rule 67-48.010, Florida Administrative Code from Petitioner. A copy of the Petition is attached as [Exhibit D](#). On November 4, 2018, Florida Housing received an amended Petition for Waiver/Variance of Rule 67-48.010, Florida Administrative Code, a copy of which is attached as [Exhibit E](#).

2. Present Situation

- a) Petitioner requests waiver of Rule 67-48.010(7) (2000), Fla. Admin. Code, which provides:
 - (7) If, in its Application, the Applicant agrees to a Very Low-Income set-aside for a term longer than that required by law, the deferred SAIL interest due pursuant to this Rule Chapter shall be forgiven in an amount equal to the amount of interest due pursuant to Fla. Admin. Code Ann. R. 67-48.01, multiplied by .05 multiplied by the number of years, not to exceed 15, that such set-aside for Very Low-Income persons or households was extended beyond that required by law.
 - (a) The amount of interest to be forgiven shall be determined upon maturity of the Note.
 - (b) Only interest which is in excess of the base interest rates specified in Fla. Admin. Code Ann. R. 67-48.010 shall be eligible for forgiveness.
- b) Petitioner requests a waiver of the above Rule to allow it to continue operating the Development. Petitioner has designated 80% of its units for Farm Workers. The term of the SAIL loan commenced on or about March 28, 2002 and matured on August 31, 2018. Petitioner asserts that the Development does not generate sufficient cash flow to pay the deferred interest under the SAIL loan. Further, Petitioner asserts that it is currently working with Florida Housing staff to renegotiate the SAIL loan that will forgive all deferred interest on the SAIL loan and to extend payment of the outstanding principal balance of the SAIL loan over an additional 15 years at an interest rate of 0%, with principal payments based on available cash flow for the first five years, with payments capped at \$36,000 per year while the first mortgage is being paid off. Thereafter and

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during the remaining 10-year term of the loan, minimum monthly principal payments of \$3,000 will be required. Additionally, Petitioner asserts that the Florida Legislature recognized the hardship caused by requiring low income developments to pay the deferred interest and revised the SAIL statute to reduce the interest rate on affordable housing for low income developments.

- c) Petitioner asserts that granting the waiver will allow Petitioner to continue to operate the affordable housing Development and will facilitate a loan restructure wherein the principal balance of the loan will amortize.
- d) On October 17, 2018, the Notice of Petition was published in the Florida Administrative Register in Volume 44, Number 203. To date, Florida Housing has received no comments concerning the Petition.
- e) Section 120.542(2), Florida Statutes provides in pertinent part:

Variances and waivers shall be granted when the person subject to the rule demonstrates that the purpose of the underlying statute will be or has been achieved by other means by the person and when application of a rule would create a substantial hardship or would violate principles of fairness.
- f) Granting the requested waiver does not impact other participants in funding programs administered by Florida Housing, nor does it detrimentally impact Florida Housing or the Development. Petitioner has demonstrated that strict application of the above Rule under these circumstances would constitute a substantial hardship and violate the principles of fairness. Petitioner has also demonstrated that the purpose of the underlying statute, which is to “encourage development of low-income housing in the state” (§420.5099, Fla. Stat.), would still be achieved if the waiver is granted.

3. **Recommendation**

- a) Staff recommends the Board GRANT Petitioner’s request for a waiver of the above Rule to forgive all deferred interest on the SAIL loan and to extend payment of the outstanding principal balance of the SAIL loan over an additional 15 years.

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E. Notice of Proposed Rule for Chapter 67-52, F.A.C.

1. Background/Present Situation

- a) Chapter 67-52, entitled Corporation Clerk, contains some outdated references and procedures regarding the filing of documents with the Corporation. Staff proposes to amend the rule specify an email address for the Corporation Clerk; to specifically reference the Uniform Rules to avoid any uncertainty as to when documents may be filed; to eliminate the need to submit paper copies of documents along with electronic copies; to specify a fee for preparing records on appeal that is consistent with what other lower tribunals charge; and to make other clarifying changes. A copy of the Notice of Proposed Rule is attached as [Exhibit F](#).
- b) A Notice of Proposed Rule Development was published in the Florida Administrative Register on August 13, 2018.

2. Recommendation

- a) Authorize staff to proceed with publishing a Notice of Proposed Rule for Chapter 67-52, F.A.C.

MULTIFAMILY BONDS

Consent

IV. MULTIFAMILY BONDS

A. Request Approval of Developer Principal Change and RFA Waiver for Change of Applicant Entity for Suncrest Court (2016-378BS)

Development Name: Suncrest Court	Location: Broward County
Applicant/Borrower: Suncrest Court Redevelopment, LLC	Set-Aside(s): 10% @ 30% AMI (MMRB, SAIL, ELI, and 4% HC) 90% @ 60% AMI (MMRB, SAIL, and 4% HC)
Developer/Principal: HEF-Dixie Court Development, LLC/Tam A. English	Demographic/Number of Units: Family/116
Requested Amounts: \$15,250,000 Multifamily Mortgage Revenue Bonds (MMRB) \$6,500,000 State Incentive Apartment Loan (SAIL) \$600,000 Extremely Low Income (ELI) \$1,042,000 Housing Credits (4% HC)	Development Category/Type: New Construction/Garden

1. Background/Present Situation

- a) On September 19, 2016, Florida Housing Finance Corporation issued a Request for Applications (RFA) 2016-109 for SAIL Financing of Affordable Multifamily Housing Developments to be used in Conjunction with Tax-Exempt Bond Financing and Non-Competitive Housing Credits.
- b) On December 9, 2016, the Board approved the final scores and recommendations for the RFA, and directed staff to proceed with all necessary credit underwriting activities.
- c) On March 24, 2017, the Board approved the Final Order(s) allowing staff to proceed with invitations to credit underwriting and preliminary awards.
- d) On July 28, 2017, the Board approved the request of a waiver of the RFA to allow for (i) a change in the Principals of the Applicant, (ii) a change in one of the two Developer entities listed in the Application, and (iii) a change in the Management Company listed in the Application to remove Pinnacle Housing Group (PHG) and its principals to allow this Development to move forward with its allocation.
- e) On August 7, 2017, staff issued a preliminary commitment and invitation to enter credit underwriting to the Applicant. The Board approved two firm loan commitment issuance deadline extension requests extending the deadline from May 8, 2018 to December 7, 2019.
- f) On October 8, 2018, staff received a letter from the Applicant requesting an RFA waiver to amend the name of the non-profit entity, Housing Enterprises of Fort Lauderdale Florida, Inc. (the sole shareholder of the General Partner of the Applicant and the Developer) to Housing Enterprises of Florida, Inc. Furthermore, Liz Jackson was removed from the Board of Directors and Michael Tadros was added as the vice president and treasurer of Housing Enterprises of Fort Lauderdale Florida, Inc. in both the Applicant and Developer

MULTIFAMILY BONDS

Consent

organizational charts. Lastly, the Applicant requests to change the name of the Developer from HEF-Dixie Court Development, LLC to HEF Development LLC. Current and proposed organizational charts of the Applicant and Developer are provided as Exhibits [A](#) and [B](#).

- g) Per the RFA, the Principals of each Developer identified in the Application, including all Co-Developers, may be changed only by written request of an Applicant to Corporation staff and approval of the Board after the Applicant has been invited to credit underwriting. In addition, the RFA states that the Applicant entity cannot be changed in any way (materially or non-materially) until after the closing of the loans.

2. **Recommendation**

- a) Approve the Developer Principal change and the RFA waiver to allow a change in the Applicant entity prior to closing of the loans.

MULTIFAMILY BONDS

Consent

B. Request Approval of a Loan Closing Deadline Extension and a RFA Waiver for Change of Applicant Entity for Twin Lakes Estates Phase II (2016-369BS)

Development Name: Twin Lakes Estates Phase II fka Lake Beulah View	Location: Polk County
Applicant/Borrower: Lake Beulah, Ltd.	Set Aside(s): 100% @ 60% AMI (MMRB, and HC) 10% @ 40% AMI (SAIL and ELI) 90% @ 60% AMI (SAIL)
Developer/Principal: HTG Lake Beulah Developer, LLC and Polk County Housing Developers, Inc. / Matthew Rieger	Demographic/Number of units: Family / 132
Requested Amounts: \$11,100,000 Multifamily Mortgage Revenue Bonds (MMRB) \$6,000,000 State Apartment Incentive Loan (SAIL) \$600,000 Extremely Low Income (ELI) \$875,090 Housing Credits (4% HC)	Development Category/Type: New Construction / Garden Apartments

1. Background/Present Situation

- a) On September 19, 2016, Florida Housing Finance Corporation issued a Request for Applications (RFA) 2016-109 for SAIL Financing of Affordable Multifamily Housing Developments to be Used in Conjunction with Tax-Exempt Bond Financing and Non-Competitive Housing Credits.
- b) On December 9, 2016, the Board approved the final scores and recommendations for RFA 2016-109 and directed staff to proceed with all necessary credit underwriting activities.
- c) On March 24, 2017, the Board approved the Final Order(s) allowing staff to proceed with invitations to credit underwriting and preliminary awards.
- d) On March 31, 2017, staff issued an invitation to enter credit underwriting to the Applicant.
- e) On July 27, 2018, the Board approved the credit underwriting report and directed to staff to proceed with loan closing activities.
- f) On August 27, 2018, staff received a letter from the Applicant requesting a change to the co-general partner of the Applicant from LHA West Lake, LLC to LHA Twin Lakes II, LLC ([Exhibit C](#)). The sole owner/member of the existing and proposed co-general partner is Lakeland-Polk Housing Corporation and therefore no change of ownership will result from the requested change to the co-general partner of the Applicant.
- g) Per the RFA, the Applicant entity shall be the recipient of the 4% HC, and the borrowing entity for the SAIL loan, and if applicable, the MMRB loan, and cannot be changed in any way until after the closing of the loans. The lender and investor are requesting the change because LHA West Lake, LLC is the sole general partner in Twin Lakes Estates Phase I and cannot serve as co-general partner in Twin Lakes Estates Phase II due to the lender and investor's single

MULTIFAMILY BONDS

Consent

purpose entity requirements. Absent the RFA waiver the lender or investors may be unwilling to close, which will jeopardize the feasibility of the project.

- h) On November 8, 2018, staff received a request from the Applicant to extend the January 8, 2019 loan closing deadline to April 29, 2019 ([Exhibit D](#)), which will allow additional time obtain HUD approvals. Staff has reviewed this request and finds that it meets all requirements of the RFA.

2. **Recommendation**

- a) Approve the request for RFA waiver to allow the change to the co-general partner as described above and approve the request to extend the loan closing deadline from January 28, 2019 to April 29, 2019, subject to payment of the required non-refundable extension fee of one percent of the loan amount, pursuant to the requirements of the RFA.

MULTIFAMILY BONDS

Consent

C. Request Approval of Credit Underwriting Report for The Palms at Town Center (2018-059BS)

Development Name: The Palms at Town Center	Location: Flagler County
Applicant/Borrower: HTG Palms, LLC	Set Aside(s): 5% @ 40% AMI (MMRB) 40% @ 60% AMI (MMRB) 36% @ 30% AMI (SAIL and 4% HC) 9% @ 60% AMI (SAIL and 4%HC) 55% @ 80% AMI (SAIL and 4% HC)
Developer/Principal: HTG Palms Developer, LLC / Matthew Rieger	Demographic/Number of units: Family / 88
Requested Amounts: \$9,000,000 Multifamily Mortgage Revenue Bonds (MMRB) \$8,500,000 State Apartment Incentive Loan (SAIL) \$695,388 Housing Credits (4% HC)	Development Category/Type: New Construction / Garden Apartments

1. Background/Present Situation

- a) On August 22, 2017, Florida Housing Finance Corporation issued a Request for Applications (RFA) 2017-107 for SAIL Financing for the Construction of Workforce Housing.
- b) On December 8, 2017, the Board approved the final scores and recommendations for RFA 2017-107 and directed staff to proceed with all necessary credit underwriting activities.
- c) On December 22, 2017, formal written protests and petitions for administrative hearings were filed. However, on February 27, 2018 they were voluntarily dismissed.
- d) On March 21, 2018, staff issued an invitation to enter credit underwriting to the Applicant.
- e) Staff received a final credit underwriting report with a positive recommendation for MMRB and SAIL funding ([Exhibit E](#)). Staff has reviewed this report and finds that the development meets all of the requirements of RFA 2017-107.

2. Recommendation

- a) Approve the final credit underwriting report and direct staff to proceed with the closing activities, subject to further approvals and verifications by the Credit Underwriter, Bond Counsel, Special Counsel, and the appropriate Florida Housing staff.

MULTIFAMILY BONDS

Consent

D. Request Approval of Credit Underwriting Report for Choctaw Village (2018-019BS)

Development Name: Choctaw Village	Location: Okaloosa County
Applicant/Borrower: SP Village LLC	Set Aside(s): 100% @ 60% AMI (MMRN and 4% HC) 10% @ 33% AMI (ELI and SAIL) 90% @ 60% AMI (SAIL)
Developer/Principal: Southport Development, Inc. / J. David Page	Demographic/Number of units: Family / 48
Requested Amounts: \$5,000,000 Multifamily Mortgage Revenue Note (MMRN) \$2,500,000 State Apartment Incentive Loan (SAIL) \$396,300 Extremely Low Income (ELI) \$327,492 Housing Credits (4% HC)	Development Category/Type: Acquisition and Rehabilitation / Garden Apartments

1. Background/Present Situation

- a) On August 31, 2017, Florida Housing Finance Corporation issued a Request for Applications (RFA) 2017-108 for SAIL Financing of Affordable Multifamily Housing Developments to be Used in Conjunction with Tax-Exempt Bond Financing and Non-Competitive Housing Credits.
- b) On December 8, 2017, the Board approved the final scores and recommendations for RFA 2017-108 and directed staff to proceed with all necessary credit underwriting activities.
- c) On April 30, 2018, staff issued an at risk opportunity to enter credit underwriting to the Applicant.
- d) On May 4, 2018, the Board approved the Final Order allowing staff to proceed with invitations to credit underwriting and closing activities.
- e) Staff received a final credit underwriting report with a positive recommendation for MMRN, SAIL, and ELI Funding ([Exhibit F](#)). Staff has reviewed this report and finds that the development meets all of the requirements of RFA 2017-108.

2. Recommendation

- a) Approve the final credit underwriting report and direct staff to proceed with the closing activities, subject to further approvals and verifications by the Credit Underwriter, Bond Counsel, Special Counsel, and the appropriate Florida Housing Staff.

MULTIFAMILY BONDS

Consent

E. Request Approval of the Method of Sale Recommendation from Florida Housing’s Independent Registered Municipal Advisor and Assignment of a Recommended Professional

1. Background

- a) Pursuant to staff’s request for approval to issue bonds/notes to finance the construction/rehabilitation of the proposed Developments referenced below, the final credit underwriting reports are being presented to the Board for approval simultaneously with this request to assign the appropriate professionals for the transactions and approval of the recommended methods of sale. Brief descriptions of the Developments are detailed below, along with staff’s recommendations.
- b) Pursuant to Rule 67-21.0045, F.A.C., staff has requested a review of the proposed financing structure by the Independent Registered Municipal Advisor (IRMA) in order to make a recommendation to the Board for the methods of bond/note sale for the developments. Caine Mitter and Associates Incorporated has prepared an analysis and recommendation for the method of bond/note sale for the Developments. The recommendation letters are attached as Exhibits G and H.

2. Present Situation

- a) Florida Housing staff, the Credit Underwriter, and the IRMA have reviewed the financial structures for the proposed Developments.

3. Recommendation

- a) Approve the assignment of the recommended professionals and the Independent Registered Municipal Advisor’s recommendation for the method of bond/note sale, as shown in the chart below, for the proposed Developments.

Development Name	Location of Development	Number of Units	Method of Bond Sale	Recommended Professional	Exhibit
The Palms at Town Center	Flagler County	88	Negotiated Private Placement	RBC Capital Markets, LLC	Exhibit G
Choctaw Village	Okaloosa County	48	Negotiated Note Placement	RBC Capital Markets, LLC	Exhibit H

MULTIFAMILY PROGRAMS

Consent

V. MULTIFAMILY PROGRAMS

A. Request Approval of RFA Waiver for the IRS Form 8821 Requirement for all Non-Profit Partner Board Members and Officers for Warley Park (RFA 2017-103/2017-258CSN)

Development Name: Warley Park	Location: Seminole County
Applicant/Borrower: Warley Park, Ltd.	Set-Asides: 10% @ 40% AMI and 90% @ 60% AMI
Developers/Principals: Warley Park Development, LLC/Step Up Developer, LLC/Jonathan Wolf	Demographic/Number of Units: Homeless/85
Requested Amounts: \$1,510,000 Housing Credits (HC) \$2,825,000 SAIL \$1,307,714.48 NHTF	Development Category/Type: New Construction/Garden

1. Background/Present Situation

- a) Warley Park, Ltd. (“Applicant”) applied for and was awarded funding from Request for Applications (RFA) 2017-103 for Housing Credit and SAIL Financing to Develop Housing in Medium and Large Counties for Homeless Households and Persons with Disabling Conditions. The funds are being utilized to finance the construction of an 85-unit Homeless development in Seminole County.
- b) On October 30, 2017, staff issued an invitation to the Applicant to enter credit underwriting. On December 13, 2017, staff issued a Preliminary Allocation for \$1,510,000 in Housing Credits and the Carryover Allocation Agreement was fully executed on December 20, 2017.
- c) As part of initial due diligence, and as required in the RFA, the IRS Tax Information Authorization Form 8821 is collected for all Financial Beneficiaries and Natural Person Principals disclosed on the Principals of the Applicant and Developer Disclosure Form.
- d) On September 25, 2018, Florida Housing received a letter from the Applicant requesting an RFA waiver from the requirement that all natural person principals disclosed on the Principals of the Applicant and Developer Disclosure Form provide an IRS Form 8821. The letter is provided as [Exhibit A](#). The Applicant purports that the board members/officers of the non-profit entity, Step Up on Second Street, Inc., will not receive any financial benefit from the Development and therefore, should not be required to submit IRS Form 8821.

MULTIFAMILY PROGRAMS

Consent

2. **Recommendation**

- a) Approve the proposed RFA waiver, exempting the non-profit board members/officers from having to submit the IRS Form 8821, provided each board member/officer submit an Affidavit certifying that they have not, nor will they receive any direct or indirect financial benefit from the Development in any way.

MULTIFAMILY PROGRAMS

Consent

B. Request Approval of Developer Principal Change for Woodwinds (RFA 2016-102/2016-326CS)

Development Name: Woodwinds	Location: Lake County
Applicant/Borrower: Woodwinds Clermont, LLC	Set-Asides: 15% @ 40% AMI and 85% @ 60% AMI
Developers/Principals: Blue Sky Clermont Developer, LLC/NB Woodwinds Developer, LLC/Shawn Wilson	Demographic/Number of Units: Homeless/96
Requested Amounts: \$1,510,000 Housing Credits (HC) \$4,000,000 SAIL	Development Category/Type: New Construction/Garden

1. Background/Present Situation

- a) Woodwinds Clermont, LLC (“Applicant”) applied for and was awarded funding from Request for Applications (RFA) 2016-102 for Housing Credit and SAIL Financing for Homeless Housing Developments Located in Medium and Large Counties. The funds are being utilized to finance the construction of a 96-unit Homeless development in Lake County.
- b) On July 1, 2016, staff issued a preliminary commitment letter and an invitation to the Applicant to enter credit underwriting. Subsequently, staff issued a Preliminary Allocation for \$1,510,000 in Housing Credits on December 8, 2016, and the Carryover Allocation Agreement was executed on December 20, 2016.
- c) On February 3, 2017, the Board approved a Co-Developer change, adding Blue Sky Communities III, LLC as the sole member of Blue Sky Clermont Developer, LLC and replacing Sembler Provision Fund Generation Skipping Trust #4 with Sembler Provision Fund Generation Skipping Trust #5 as the 50% member of Weedon Enterprises II, LLC.
- d) On July 9, 2018, staff received a request from the Applicant for a further structure change of the Co-Developer, Blue Sky Clermont Developer, LLC. Current and proposed Developer structures are provided within [Exhibit B](#).
- e) Regarding the structure of the Co-Developer, the Applicant proposes to replace Blue Sky Communities III, LLC (the sole member of the Co-Developer) with Blue Sky Communities, LLC. The ownership interest of Blue Sky Communities, LLC will remain the same except that Weedon Enterprises II, LLC (66.5% member) will be replaced with Weedon Enterprises, LLC (61.5% member). Furthermore, Scott Macdonald (5% member) will now be a 10% member.
- f) Per the RFA, the Principals of each Developer identified in the Application, including all co-Developers, may be changed only by written request of an Applicant to Corporation staff and approval of the Board after the Applicant has been invited to enter credit underwriting. Staff has reviewed this request and finds that the development meets all of the requirements of RFA 2016-102.

MULTIFAMILY PROGRAMS

Consent

- g) At the request of Florida Housing staff, AmeriNat reviewed the Applicant's request and found that the proposed member entity change does not have a materially adverse impact on the transaction. AmeriNat recommends that Florida Housing approve the replacement of the sole member of the Developer entity. See Exhibit B for AmeriNat's recommendation.

2. **Recommendation**

- a) Approve the request to allow for the change in Principals of the Developer as referenced above.

MULTIFAMILY PROGRAMS

Consent

C. **Request Approval of Credit Underwriting Report for Royal Cottage (RFA 2016-107/2016-413G)**

Development Name: Royal Cottage	Location: Citrus County
Applicant/Borrower: Citrus County Association for Retarded Citizens, Inc.	Set-Asides: 33% @ 45% AMI and 67% @ 60% AMI
Developers/Principals: N/A	Demographic/Number of Units: Persons with Developmental Disabilities/6 Residents
Requested Amounts: \$410,986 Grant Funding	Development Category/Type: New Construction/Community Residential Home

1. **Background/Present Situation**

- a) On October 26, 2016, Florida Housing Finance Corporation issued a Request for Applications (RFA) 2016-107 for Financing to Build or Rehabilitate Smaller Permanent Supportive Housing Properties for Persons with Developmental Disabilities.
- b) On February 3, 2017, the Board approved the final scores and recommendations and directed staff to proceed with all necessary credit underwriting activities.
- c) On February 14, 2017, staff issued a Letter of Preliminary Award and subsequently, on April 28, 2017, staff issued an invitation to enter credit underwriting to Citrus County Association for Retarded Citizens, Inc.
- d) On November 14, 2018, staff received a positive recommendation for a grant amount of \$410,986 to be allocated to the Development ([Exhibit C](#)).

2. **Recommendation**

- a) Approve the final credit underwriting report and direct staff to proceed with issuance of a firm commitment and closing activities.

MULTIFAMILY PROGRAMS

Consent

D. Request Approval of Firm Loan Commitment Issuance Extension for Marty’s Place (2018-307CS)

Development Name: Marty’s Place	Location: Monroe County
Applicant/Borrower: Marty’s Place Associates, Ltd.	Set-Asides: 10% @ 25% AMI and 90% @ 60% AMI
Developers/Principals: AH Housing Services, LLC/Ambar3, LLC - John D. Rood	Demographic/Number of Units: Family/47
Requested Amounts: SAIL \$2,200,000; Annual 9% HC \$1,300,000	Development Category/Type: New Construction/Garden Apartments

1. Background/Present Situation

- a) On January 17, 2018, Florida Housing Finance Corporation issued a Request for Application (RFA) 2018-107 for Housing Credit and SAIL Financing for Affordable Housing for Hurricane Recovery in Monroe County.
- b) On March 16, 2018, the Board approved the final scores and recommendations for the RFA, and directed staff to proceed with all necessary credit underwriting activities. On March 28, 2018, staff issued an invitation to enter credit underwriting to the Applicant which states that the SAIL loan must close within 9 months from the date of acceptance into credit underwriting, giving them a closing deadline of January 4, 2019.
- c) On June 15, 2018, Florida Housing Board of Directors approved an RFA waiver that required that all natural person principals disclosed on the Principals of the Applicant and Developer Disclosure Form provide an 8821.
- d) On October 22, 2018, Florida Housing staff received a request from the Applicant to extend the firm loan commitment deadline six months from January 4, 2019 to July 4, 2019 ([Exhibit D](#)), which will allow additional time to finalize site plan changes and complete the credit underwriting process. Staff has reviewed this request and finds that it meets all requirements of the RFA.

2. Recommendation

- a) Approve the request to extend the firm loan commitment issuance deadline from January 4, 2019 to July 4, 2019, subject to payment of the required non-refundable extension fee of one percent of the loan amount, pursuant to the requirements of the RFA.

MULTIFAMILY PROGRAMS

Consent

E. Request Approval of Credit Underwriting Report for Warley Park (2017-258CSN)

Development Name: Warley Park	Location: Seminole County
Applicant/Borrower: Warley Park, Ltd.	Set-Aside(s): 10% @ 40% AMI & 90% @ 60% AMI (SAIL/HC), 10% @ 22% AMI (NHTF)
Developer/Principal: Warley Park Developer, LLC; Step Up Developer, LLC / Jonathan L. Wolf	Demographic/Number of Units: Homeless/Persons with Disabling Condition/85
Requested Amounts: SAIL \$2,825,000; NHTF \$1,307,714.48 Annual 9% HC \$1,510,000.	Development Category/Type: New Construction/Garden

1. Background/Present Situation

- a) On March 22, 2017, Florida Housing Finance Corporation issued a Request for Applications (RFA) 2017-103 for Housing Credit and SAIL Financing to Develop Housing in Medium and Large Counties for Homeless Households and Persons with a Disabling Condition. National Housing Trust Fund (NHTF) funding was also awarded to the proposed Developments selected for funding.
- b) On June 16, 2017, the Board approved the final scores and recommendations for the RFA, and directed staff to proceed with all necessary credit underwriting activities. Staff issued an invitation to enter credit underwriting at risk to the Applicant on October 30, 2017, which states that the SAIL and NHTF loans must close within 12 months of the date of the invitation to enter credit underwriting, giving them a closing dealing of October 30, 2018.
- c) On December 8, 2017, the Board approved the Final Order resolving all pending litigation pertaining to the RFA, allowing staff to proceed with all necessary credit underwriting activities.
- d) On March 16, 2018, the Board approved an RFA waiver exempting the non-profit board members from having to submit the IRS form 8821.
- e) On November 2, 2018, the Board approved a request to extend the loan closing deadline from October 30, 2018 to April 30, 2019.
- f) On November 29, 2018, staff received a final credit underwriting report with a positive recommendation for funding ([Exhibit E](#)). Staff has reviewed this report and finds that it meets all requirements of the RFA.

2. Recommendation

- a) Approve the final credit underwriting report and direct staff to proceed with issuance of a firm commitment and closing activities.

MULTIFAMILY PROGRAMS

Consent

F. Request Approval of Credit Underwriting Report for Redding Redevelopment (2016-042C / 2017-290V)

Development Name: Redding Redevelopment	Location: Seminole County
Applicant/Borrower: Redding Redevelopment Partners, LLC	Set-Aside(s): 10% @ 40%, 90% @ 60% AMI
Developer/Principal: Sanford Redevelopment Partners, LLC; SHA Development, LLC / Joseph Chambers	Demographic/Number of Units: Elderly/90
Requested Amounts: Viability Loan \$1,000,000 Annual 9% HC \$1,510,000	Development Category/Type: New Construction/Garden

1. Background/Present Situation

- a) On September 3, 2015, Florida Housing Finance Corporation issued a Request for Applications (RFA) 2015-106 for Housing Credit Financing for Affordable Housing Developments Located in Medium and Small Counties
- b) On January 29, 2016, the Board approved the final scores and recommendations for the RFA, and directed staff to proceed with all necessary credit underwriting activities.
- c) On March 18, 2016, the Board adopted the Stipulation for Dismissal and approved the Final Order. Furthermore, on May 6, 2016, the Board adopted the Findings of Fact of the Recommended Order, the Conclusions of Law of the Recommended Order, and the Recommendation of the Recommended Order, and approved the Final Order which resulted in Redding Redevelopment being funded. Staff issued an invitation to enter credit underwriting to the Applicant on May 6, 2016.
- d) On August 7, 2017, Florida Housing Finance Corporation issued a Request for Applications (RFA) 2017-109 for Development Viability Loan Funding for Developments experiencing a significant reduction in Housing Credit equity as a result of changing market conditions.
- e) On September 22, 2017, the Board approved the final scores and recommendations for the RFA, and directed staff to proceed with all necessary credit underwriting activities. Staff issued a notice of preliminary award to the Applicant on October 3, 2017.
- f) On November 29, 2018, staff received a final credit underwriting report with a positive recommendation for Housing Credits and Viability Loan funding ([Exhibit F](#)). Staff has reviewed this report and finds that it meets all requirements of the RFA.

2. Recommendation

- a) Approve the final credit underwriting report, and direct staff to proceed with issuance of a firm commitment and closing activities.

MULTIFAMILY PROGRAMS

Consent

G. Request Approval of Credit Underwriting Report for Wards Creek Group Home (RFA 2017-101/2017-269G)

Development Name: Wards Creek Group Home	Location: St. Johns County
Applicant/Borrower: The ARC of the St. John's Inc.	Set-Asides: 33% @ 40% AMI and 67% @ 60% AMI
Developers/Principals: N/A	Demographic/Number of Units: Persons with Developmental Disabilities/6 Residents
Requested Amounts: \$417,000 Grant Funding	Development Category/Type: New Construction/Community Residential Home

1. Background/Present Situation

- a) On April 4, 2017, Florida Housing Finance Corporation issued a Request for Applications (RFA) 2017-106 for Financing to Build or Rehabilitate Smaller Permanent Supportive Housing Properties for Persons with Developmental Disabilities.
- b) On June 16, 2017, the Board approved the final scores and recommendations and directed staff to proceed with all necessary credit underwriting activities.
- c) On June 27, 2017, staff issued a Letter of Preliminary Award and subsequently, on September 27, 2017, staff issued an invitation to enter credit underwriting to The ARC of the St. John's Inc.
- d) On November 14, 2018, staff received a positive recommendation for a grant amount of \$417,000 to be allocated to the Development ([Exhibit G](#)).

2. Recommendation

- a) Approve the final credit underwriting report and direct staff to proceed with issuance of a firm commitment and closing activities.

PREDEVELOPMENT LOAN PROGRAM (PLP)

Consent

VI. PREDEVELOPMENT LOAN PROGRAM (PLP)

A. Request Approval of Second PLP Loan Extension for REVA Development Corporation, a not-for-profit entity, for Boulevard Art Lofts (2014-002P-09)

DEVELOPMENT NAME (“Development”):	Boulevard Art Lofts
APPLICANT/DEVELOPER (“Developer”):	REVA Development Corporation
CO-DEVELOPER:	N/A
NUMBER OF UNITS:	45
LOCATION (“County”):	Broward County
TYPE:	Family
MINIMUM SET ASIDE:	20% @ 50% AMI
PLP LOAN AMOUNT:	\$500,000
ADDITIONAL COMMENTS: Original loan was for \$670,000 which included \$170,000 in acquisition costs that are no longer needed by the applicant.	

1. Background

- a) To access PLP funding and upon receipt of an organization’s basic information to Florida Housing, the organization is invited to participate in the program. Florida Housing staff then assigns a technical assistance provider from a pool of providers under contract with Florida Housing to assist the applicant to create a development plan and budget, which is brought to the Board as part of a request for approval of a PLP loan.
- b) On March 14, 2014, Florida Housing received a PLP Application from the Developer for the Pompano Terrace Artisan Village. The development has since been renamed Boulevard Art Lofts.
- c) On February 18, 2015, the Developer closed on the non-site acquisition portion of the PLP loan.
- d) On October 27, 2017, the Board approved a one year extension on the loan maturity, eliminating the site acquisition portion of the loan and reducing the total loan from \$670,000 to \$500,000. The new maturity date was February 18, 2019.

PREDEVELOPMENT LOAN PROGRAM (PLP)

Consent

2. Present Situation

- a) The Technical Assistance Provider has submitted a letter ([Exhibit A](#)) and revised development plan and is recommending an additional one-year extension to the maturity date of the Loan. The reasons, as outlined in the letter, include working to secure a new site for the development that will be donated by the city of Pompano Beach.
- b) Staff has reviewed the request and revised the timeline for the development and is supporting the extension request. This is the final extension permitted under the PLP rule.

3. Recommendation

- a) Approve the PLP Loan maturity extension to REVA Development Corporation for Boulevard Art Lofts, as recommended by the TAP, and allow staff to revise closing documents.

PREDEVELOPMENT LOAN PROGRAM (PLP)

Consent

B. Request Approval of PLP Loan for Independence Landing, Inc., a not-for-profit entity, for Independence Landing (2018-003P-09)

DEVELOPMENT NAME (“Development”):	Independence Landing
APPLICANT/DEVELOPER (“Developer”):	Independence Landing, Inc.
CO-DEVELOPER:	Southport Financial Services, Inc.
NUMBER OF UNITS:	50
LOCATION (“County”):	Leon County
TYPE:	Persons with Developmental Disabilities
MINIMUM SET ASIDE:	20% @ 50% AMI
PLP LOAN AMOUNT:	\$500,000
ADDITIONAL COMMENTS:	

1. Background

- a) To access PLP funding and upon receipt of an organization’s basic information to Florida Housing, the organization is invited to participate in the program. Florida Housing staff then assigns a technical assistance provider from a pool of providers under contract with Florida Housing to assist the applicant to create a development plan and budget, which is brought to the Board as part of a request for approval of a PLP loan.
- b) On May 11, 2018, the Developer submitted a PLP application for Independence Landing.
- c) On May 14, 2018, Florida Housing issued an Invitation to Participate in the PLP to the Developer.

2. Present Situation

- a) On November 16, 2018, staff received a development plan and a letter ([Exhibit B](#)) from our technical assistance provider (TAP) recommending approval of the PLP Loan in the amount of \$500,000.
- b) Staff has reviewed the Development Plan and determined that all budget items are PLP eligible.

3. Recommendation

- a) Approve the PLP Loan in the amount of \$500,000 to Independence Landing, Inc. for Independence Landing and allow staff to commence with the loan closing process.

PREDEVELOPMENT LOAN PROGRAM (PLP)

Consent

C. Request Approval of PLP Loan for Contemporary Housing Solutions of Florida, Inc., a not-for-profit entity, for Carr Landing (2018-006P-09)

DEVELOPMENT NAME (“Development”):	Carr Landing
APPLICANT/DEVELOPER (“Developer”):	Contemporary Housing Solutions of Florida, Inc.
CO-DEVELOPER:	
NUMBER OF UNITS:	88
LOCATION (“County”):	Manatee County
TYPE:	Family
MINIMUM SET ASIDE:	20% @ 50% AMI
PLP LOAN AMOUNT:	\$468,076
ADDITIONAL COMMENTS:	

1. Background

- a) To access PLP funding and upon receipt of an organization’s basic information to Florida Housing, the organization is invited to participate in the program. Florida Housing staff then assigns a technical assistance provider from a pool of providers under contract with Florida Housing to assist the applicant to create a development plan and budget, which is brought to the Board as part of a request for approval of a PLP loan.
- b) On September 12, 2018, the Developer submitted a PLP application for Carr Landing.
- c) On September 18, 2018, Florida Housing issued an Invitation to Participate in the PLP to the Developer.

2. Present Situation

- a) On November 20, 2018, staff received a development plan and a letter ([Exhibit C](#)) from our technical assistance provider (TAP) recommending approval of the PLP Loan in the amount of \$468,076.
- b) Staff has reviewed the Development Plan and determined that all budget items are PLP eligible.

3. Recommendation

- a) Approve the PLP Loan in the amount of \$468,076 to Contemporary Housing Solutions of Florida, Inc., for Carr Landing and allow staff to commence with the loan closing process.

STATE APARTMENT INCENTIVE LOAN PROGRAM (SAIL)

Consent

VII. STATE APARTMENT INCENTIVE LOAN PROGRAM (SAIL)

A. Request Approval of Firm Loan Commitment Issuance Extension for Woodland Grove (2018-044BS)

Development Name: Woodland Grove	Location: Miami-Dade County
Applicant/Borrower: Woodland Grove Apartments LLC	Set-Aside(s): 10% @ 28%, 90% @ 60% AMI
Developer/Principal: RS Development Corp / Lewis Swezy	Demographic/Number of Units: Family/190
Requested Amounts: MMRB \$27,500,000, SAIL \$7,000,000 ELI \$600,000, NHTF \$1,047,895.88 Annual 4% HC \$1,847,162	Development Category/Type: New Construction/Garden

1. Background/Present Situation

- a) On August 31, 2017, Florida Housing Finance Corporation issued a Request for Applications (RFA) 2017-108 for SAIL Financing of Affordable Multifamily Housing Developments to be used in Conjunction with Tax-Exempt Bond Financing and Non-Competitive Housing Credits.
- b) On December 8, 2017, the Board approved the final scores and recommendations for the RFA, and directed staff to proceed with all necessary credit underwriting activities.
- c) On May 4, 2018, the Board approved the Final Order resolving all pending litigation pertaining to the RFA, allowing staff to proceed with all necessary credit underwriting activities. Staff issued a preliminary commitment letter and invitation to enter credit underwriting to the Applicant on May 4, 2018, which states that the firm loan commitment must be issued within 9 months of the acceptance to enter credit underwriting. The acceptance was acknowledged on May 9, 2018, giving them a firm loan commitment issuance deadline of February 9, 2019. Applicants may request one (1) extension of up to 6 months to secure a firm loan commitment.
- d) On November 9, 2018, staff received a request from the Applicant to extend the February 9, 2019 firm loan commitment issuance deadline to August 9, 2019 ([Exhibit A](#)), which will allow additional time to secure subordinate financing and complete the credit underwriting process. Staff has reviewed this request and finds that it meets all requirements of the RFA.

2. Recommendation

- a) Approve the request to extend the firm loan commitment issuance deadline from February 9, 2019 to August 9, 2019, subject to payment of the required non-refundable extension fee of one percent of the loan amount, pursuant to the requirements of the RFA.

STATE APARTMENT INCENTIVE LOAN PROGRAM (SAIL)

Consent

B. Request Approval of Loan Closing Deadline Extension for Redland Crossings (2017-163BS)

Development Name: Redland Crossings	Location: Miami-Dade County
Applicant/Borrower: Redland Crossings, LLC	Set-Aside(s): 5% @ 28%, 40% @ 60% & 55% @ 80% AMI
Developer/Principal: RS Development Corp / Lewis Swezy	Demographic/Number of Units: Family/134
Requested Amounts: MMRB \$14,500,000, SAIL \$7,488,000 Annual 9% HC \$476,841	Development Category/Type: New Construction/Garden

1. Background/Present Situation

- a) On October 21, 2016, Florida Housing Finance Corporation issued a Request for Applications (RFA) 2016-112 for SAIL Financing for the Construction of Workforce Housing in Miami-Dade County and Monroe County.
- b) On February 3, 2017, the Board approved the final scores and recommendations for the RFA, and directed staff to proceed with all necessary credit underwriting activities.
- c) On April 24, 2017, staff issued a preliminary commitment letter and an invitation to enter credit underwriting to the Applicant. The acceptance was acknowledged on April 26, 2017, giving them a firm loan commitment issuance deadline of January 26, 2018.
- d) On December 8, 2018, the Board approved a request to extend the firm loan commitment deadline from January 26, 2018 to July 26, 2018.
- e) On June 15, 2018, the Board approved the final credit underwriting report and directed staff to proceed with closing activities. On June 18, 2018, staff issued a firm commitment to the Applicant which states the loan must close within 180 calendar days of the firm commitment, giving them a loan closing a deadline of December 17, 2018. Applicants may request one (1) extension of up to 90 days to close the loan.
- f) On November 9, 2018, staff received a request from the Applicant to extend the December 17, 2018 loan closing deadline to March 18, 2019 ([Exhibit B](#)), which will allow additional time to provide the required loan closing documentation. Staff has reviewed this request and finds that it meets all requirements of the RFA.

2. Recommendation

- a) Approve the request to extend the loan closing deadline from December 17, 2018 to March 18, 2019, subject to payment of the required non-refundable extension fee of one percent of the loan amount, pursuant to the requirements of the RFA.

STATE APARTMENT INCENTIVE LOAN PROGRAM (SAIL)

Consent

C. Request Approval of Firm Loan Commitment Issuance Extension for Edison Gardens (2018-054S)

Development Name: Edison Gardens	Location: Miami-Dade County
Applicant/Borrower: Tacolcy Edison Gardens, LLC	Set-Aside(s): 40% at 60% AMI (HC) & 5% @ 28% AMI (ELI) 55% @ 80% AMI Workforce Housing
Developer/Principal: Tacolcy Economic Development Corporation, Inc.; SHAG Edison Gardens LLC/Carol Gardner/Darren Smith	Demographic/Number of Units: Family/200
Requested Amounts: SAIL \$8,500,000 Annual 4% HC: \$722,479	Development Category/Type: New Construction/High Rise

1. Background/Present Situation

- a) On August 22, 2017, Florida Housing Finance Corporation issued a Request for Applications (RFA) 2017-107 for SAIL Financing for The Construction of Workforce Housing.
- b) On December 8, 2017, the Board approved the final scores and recommendations for the RFA, and directed staff to proceed with all necessary credit underwriting activities.
- c) On March 21, 2018, staff issued a preliminary commitment letter and an invitation to enter credit underwriting to Tacolcy Edison Gardens, LLC which states that the firm loan commitment must be issued within 9 months of the acceptance to enter credit underwriting. The acceptance was acknowledged on March 23, 2018, giving them a firm loan commitment issuance deadline of December 23, 2018. Applicants may request one (1) extension of up to 6 months to secure a firm loan commitment.
- d) On November 9, 2018, staff received a request from the Applicant to extend the December 23, 2018 firm loan commitment issuance deadline to June 23, 2019 ([Exhibit C](#)) which will allow additional time to finalize the Plans and Specifications on both the renovation and new construction aspects of the development and complete the credit underwriting process. Staff has reviewed this request and finds that it meets all requirements of the RFA.

2. Recommendation

- a) Approve the request to extend the firm loan commitment issuance deadline from December 23, 2018 to June 23, 2019, subject to payment of the required non-refundable extension fee of one percent of the loan amount, pursuant to the requirements of the RFA.

STATE APARTMENT INCENTIVE LOAN PROGRAM (SAIL)

Consent

D. Request Approval of Firm Loan Commitment Issuance Extension for Residences at Marathon Key (2018-305CS)

Development Name: Residences at Marathon Key	Location: Monroe
Applicant/Borrower: Marathon Key Housing Partners, LP	Set-Aside(s): 10% @ 25% AMI & 90% @ 60% AMI
Developer/Principal: Nurock Development Partners, Inc./Robert G. Hoskins	Demographic/Number of Units: Family/55
Requested Amounts: SAIL \$5,400,000 Annual 9% HC \$1,300,000	Development Category/Type: New Construction/Garden Apartments

1. Background/Present Situation

- a) On January 17, 2018, Florida Housing Finance Corporation issued a Request for Applications (RFA) 2018-107 for Housing Credit and SAIL Financing for Affordable Housing for Hurricane Recovery in Monroe County.
- b) On March 16, 2018, the Board approved the final scores and recommendations for the RFA, and directed staff to proceed with all necessary credit underwriting activities.
- c) On March 28, 2018, staff issued a preliminary commitment letter and an invitation to enter credit underwriting to Marathon Key Housing Partners, LP, which states that the firm loan commitment must be issued within 9 months of the acceptance to enter credit underwriting. The acceptance was acknowledged on March 29, 2018, giving them a firm loan commitment issuance deadline of December 31, 2018. Applicants may request one (1) extension of up to 6 months to secure a firm loan commitment.
- d) On July 27, 2018, the Board approved a Rule waiver to change Development Type from Townhouses to Garden Apartments.
- e) On November 16, 2018, staff received a request from the Applicant to extend the December 31, 2018 firm loan commitment issuance deadline to June 30, 2019 ([Exhibit D](#)), which will allow additional time to complete the permitting process and complete the credit underwriting process. Staff has reviewed this request and finds that it meets all requirements of the RFA.

2. Recommendation

- a) Approve the request to extend the firm loan commitment issuance deadline from December 31, 2018 to June 30, 2019, subject to payment of the required non-refundable extension fee of one percent of the loan amount, pursuant to the requirements of the RFA.

STATE APARTMENT INCENTIVE LOAN PROGRAM (SAIL)

Consent

E. Request Approval of Firm Loan Commitment Issuance Extension for Residences at Crystal Cove (2018-306CS)

Development Name: Residences at Crystal Cove	Location: Monroe
Applicant/Borrower: Crystal Cove Housing Partners, LP	Set-Aside(s): 10% @ 25% AMI and 90% @ 60% AMI
Developer/Principal: Nurock Development Partners, Inc./Robert G. Hoskins	Demographic/Number of Units: Family/46
Requested Amounts: SAIL \$4,600,000 Annual 9% HC \$1,300,000	Development Category/Type: New Construction/Garden Apartments

1. Background/Present Situation

- a) On January 17, 2018, Florida Housing Finance Corporation issued a Request for Applications (RFA) 2018-107 for Housing Credit and SAIL Financing for Affordable Housing for Hurricane Recovery in Monroe County.
- b) On March 16, 2018, the Board approved the final scores and recommendations for the RFA, and directed staff to proceed with all necessary credit underwriting activities.
- c) On March 28, 2018, staff issued a preliminary commitment letter and an invitation to enter credit underwriting to Crystal Cove Housing Partners, LP, which states that the firm loan commitment must be issued within 9 months of the acceptance to enter credit underwriting. The acceptance was acknowledged on March 29, 2018, giving them a firm loan commitment issuance deadline of December 31, 2018. Applicants may request one (1) extension of up to 6 months to secure a firm loan commitment.
- d) On November 16, 2018, staff received a request from the Applicant to extend the December 31, 2018 firm loan commitment issuance deadline to June 30, 2019 ([Exhibit E](#)), which will allow additional time to complete the permitting process and complete the credit underwriting process. Staff has reviewed this request and finds that it meets all requirements of the RFA.

2. Recommendation

- a) Approve the request to extend the firm loan commitment issuance deadline from December 31, 2018 to June 30, 2019, subject to payment of the required non-refundable extension fee of one percent of the loan amount, pursuant to the requirements of the RFA.

STATE APARTMENT INCENTIVE LOAN PROGRAM (SAIL)

Consent

F. Request Approval of Firm Loan Commitment Issuance Extension for Northside Transit Village II (2018-047BS)

Development Name: Northside Transit Village II	Location: Miami – Dade County
Applicant/Borrower: Northside Property II, Ltd.	Set-Aside(s): 10% @ 28%, 90% @ 60%
Developer/Principal: APC Northside Property II Development LLC. / Liz Wong	Demographic/Number of Units: Elderly/180
Requested Amounts: SAIL \$7,000,000, ELI \$600,000 NHTF \$1,047,895.89 Annual 4% HC \$1,435,399 MMRB \$20,000,000	Development Category/Type: New Construction/High Rise

1. Background/Present Situation

- a) On August 31, 2017, Florida Housing Finance Corporation issued a Request for Applications (RFA) 2017-108 for SAIL Financing of Affordable Multifamily Housing Developments to be used in Conjunction with Tax-Exempt Bond Financing and Non-Competitive Housing Credits.
- b) On December 8, 2017, the Board approved the final scores and recommendations for the RFA, and directed staff to proceed with all necessary credit underwriting activities.
- c) On May 4, 2018, the Board approved the Final Order resolving all pending litigation pertaining to the RFA, allowing staff to proceed with all necessary credit underwriting activities. Staff issued a preliminary commitment letter and invitation to enter credit underwriting to Northside Transit Village II, which states that the firm loan commitment must be issued within 9 months of the acceptance to enter credit underwriting. The acceptance was acknowledged on May 4, 2018, giving them a firm loan commitment issuance deadline of February 4, 2019. Applicants may request one (1) extension of up to 6 months to secure a firm loan commitment.
- d) On October 16, 2018 staff received a request from the Applicant to extend the February 4, 2019 firm loan commitment issuance deadline to August 4, 2019 ([Exhibit F](#)), which will allow additional time to complete the entitlement and permitting process. Staff has reviewed this request and finds that it meets all requirements of the RFA.

2. Recommendation

- a) Approve the request to extend the firm loan commitment issuance deadline from February 4, 2018 to August 4, 2019, subject to payment of the required non-refundable extension fee of one percent of the loan amount, pursuant to the requirements of the RFA.

SPECIAL ASSETS

Consent

VIII. SPECIAL ASSETS

A. Request Approval of SAIL Loan Renegotiation for In the Pines Inc., a Florida non-profit corporation, for In the Pines South (2000-025S)

Development Name: In the Pines South (“Development”)	Location: Palm Beach County
Developer/Principal: In the Pines, Inc. (“Developer”/ “Borrower”)	Set-Aside: 15% @ 25%, 20% @ 60%, 65% @ 50%; LURA: 50 years
Number of Units: 40	Allocated Amount: SAIL - \$1,346,710
Demographics: Family; 80% Farmworker	Servicer – First Housing Development Corporation

1. Background

- a) During the 2000 funding cycle, Florida Housing Finance Corporation (“Florida Housing”) awarded a State Apartment Incentive Loan (“SAIL”) in the amount of \$1,346,710 to In The Pines Inc., a Florida non-profit corporation (“Borrower”), for the development of a 40-unit apartment complex in Palm Beach County, Florida. The loan closed on March 28, 2002, and matured on August 31, 2018.

2. Present Situation

- a) The Borrower has requested that the SAIL loan be extended for fifteen years and renegotiated from a 3% interest rate cash flow loan to a 0% interest rate loan with principal payments based on available cash flow for the first five years of the extended term, capped at \$36,000 per year; thereafter, monthly principal payments of \$3,000 will be required for the remaining extended term of the loan. The Borrower has agreed to an extension of the SAIL Land Use Restriction Agreement (“LURA”) term equal to the extension of the SAIL loan term (15 years).
- b) The Borrower has also submitted a Petition for Rule Waiver for the forgiveness of all deferred interest, which is being presented for recommendation by Legal staff.
- c) Staff received a credit underwriting report ([Exhibit A](#)) from First Housing Development Corporation with a positive recommendation for approval of the renegotiation and extension of the SAIL loan and SAIL LURA.

3. Recommendation

- a) Approve the renegotiation and extension of the SAIL loan and SAIL LURA, subject to the conditions provided in the credit underwriter’s report, further approvals and verifications by the credit underwriter, counsel, and appropriate Florida Housing staff, and direct staff to proceed with loan document modification activities, as needed.

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Consent

B. Request Approval of Partial Release of Land for EHDOC Pepper Towers Limited Partnership, a Florida Limited Partnership, for Mildred and Claude Pepper Towers Apartments (2009-092C / 2010-026CX / 2011-007CX)

Development Name: Mildred and Claude Pepper Towers Apartments (“Development”)	Location: Miami-Dade County
Developer/Principal: Elderly Housing Development and Operations Corporation (“Developer”); EHDOC Pepper Towers Limited Partnership (“Borrower”)	Set-Aside: 10% @ 33%, 90% @ 60% AMI; EUA 50 years
Number of Units: 150	Allocated Amount: TCEP - \$2,300,000; HC - \$1,392,512
Demographics: Elderly	Servicer: AmeriNat

1. Background

- a) During the 2010 funding cycle, Florida Housing Finance Corporation (“Florida Housing”) awarded a Tax Credit Exchange Program (“TCEP”) loan in the amount of \$2,300,000 to EHDOC Pepper Towers Limited Partnership, a Florida limited partnership (“Borrower”), for the development of a 150-unit apartment complex in Miami-Dade County, Florida. The loan closed on December 8, 2010. The development also received Low Income Housing Tax Credits in the amount of \$1,392,512.

2. Present Situation

- a) The Borrower requests approval of the Board to release approximately 1.17 acres of vacant land from the Development and to modify the legal description of the loan documents so the vacant land can be used for the new construction of additional affordable senior housing units.
- b) Staff received a credit underwriting report ([Exhibit B](#)) from AmeriNat with a positive recommendation for the partial release of land, and the modification of the legal description.

3. Recommendation

- a) Approve the partial release of land, and the modification of the legal description in the loan documents, subject to the conditions provided in the credit underwriter’s report, further approvals and verifications by the credit underwriter, counsel, and appropriate Florida Housing staff, and direct staff to proceed with loan document modification activities, as needed.

SPECIAL ASSETS

Consent

C. Request Approval to Transfer Land for Northwest Properties I, Ltd., a Florida Limited Partnership, for Northwest Gardens I Apartments fka Alan Apartments (2009-057X)

Development Name: Northwest Gardens I Apartments (“Development”)	Location: Broward County
Developer/Principal: Housing Authority of the City of Fort Lauderdale (“Developer”)/ Northwest Properties I, Ltd. (“Borrower”)	Set-Aside: TCEP: 40% @ 60% AMI; ELIHA: 20% @ 28%, 80% @ 60% TCEP: 15 years; ELIHA: 50 years
Number of Units: 143	Allocated Amount: TCEP \$18,232,500
Demographics: Family	Servicer: Seltzer Management Group

1. Background

- a) During the 2009 funding cycle, Florida Housing Finance Corporation (“Florida Housing”) awarded a Tax Credit Exchange Program (“TCEP”) loan in the amount of \$18,232,500 to Northwest Properties I, Ltd., a Florida limited partnership (“Borrower”), for the development of a 143-unit apartment complex in Broward County, Florida. The loan was closed on June 3, 2010. A 2008 allocation of low-income housing tax credits were returned.

2. Present Situation

- a) The Borrower requests consent from the Board to transfer land currently titled in the name of the Borrower to the Developer. Thereafter, the Developer will lease the land back to the Borrower, which will allow the Development to benefit from exemption from ad valorem real estate taxation.
- b) Staff has received a credit underwriting report ([Exhibit C](#)) from Seltzer Management Group with a positive recommendation for approval of the land transfer.

3. Recommendation

- a) Approve the land transfer subject to the conditions provided in the credit underwriter’s report, further approvals and verifications by the credit underwriter, counsel, and appropriate Florida Housing staff, and direct staff to proceed with loan document modification activities, as needed.

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Consent

D. Request Approval to Transfer the General Partner Interest for Sea Grape Apartments, Ltd., a Florida Limited Partnership, for Sea Grape Apartments (2006-077CS)

Development Name: Sea Grape (“Development”)	Location: Monroe County
Developer/Principal: Sea Grape Development, LLC (“Developer”)/ Sea Grape Apartments, Ltd. (“Borrower”)	Set-Aside: LURA 1st 15 years 21% @ 30%, 19% @ 45%, 60% @ 60%, Years 16+ 100% @ 60%; HC 100% @ 60% AMI; LURA: 50 years; EUA: 50 years
Number of Units: 56	Allocated Amount: SAIL \$1,854,549; HC \$1,435,000
Demographics: Family	Servicer: AmeriNat

1. Background

- a) During the 2006 funding cycle, Florida Housing Finance Corporation (“FHFC”) awarded a State Apartment Incentive Loan (“SAIL”) in the original amount of \$1,854,549 to Sea Grape Apartments, Ltd., a Florida limited partnership (“Borrower”), for the development of a 56-unit apartment complex in Monroe County, Florida. The SAIL loan closed on October 31, 2008 and matures on December 18, 2038. The Development received a 2006 allocation of low-income housing tax credits (“HC”) of \$1,435,000.
- b) In October 2016, FHFC was notified that TCG Sea Grape, LLC, a Florida limited liability corporation (“Original GP”), had been replaced with GC Leasing, Inc., a Florida corporation (“Current GP”), an affiliate of Wells Fargo Affordable Housing Community Development Corporation.

2. Present Situation

- a) The Borrower requests approval to transfer the general partner interest from Current GP, to an affiliate of Atlantic Pacific Companies (“APC”), specifically APC Sea Grape I, LLC, a Florida limited liability corporation.
- b) The Borrower also requests the release of the existing guarantors with the substitution of new guarantors affiliated with APC.
- c) Staff received a credit underwriting report from AmeriNat ([Exhibit D](#)) providing a positive recommendation for approval of the transfer of general partner interest, and the release and substitution of the guarantors.

3. Recommendation

- a) Approve the transfer of the general partner interest, and the release and substitution of guarantors, subject to the conditions provided in the credit underwriter’s report, further approvals and verifications by the credit underwriter, counsel, and appropriate Florida Housing staff, and direct staff to proceed with loan document modification activities, as needed.

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Consent

E. Request Approval to Transfer the General Partner Interest for Sea Grape II, Ltd., a Florida Limited Partnership, for Sea Grape II Apartments (2007-126CS)

Development Name: Sea Grape II (“Development”)	Location: Monroe County
Developer/Principal: Sea Grape II Development, LLC (“Developer”)/ Sea Grape II, Ltd. (“Borrower”)	Set-Aside: LURA 1st 15 years 20% @ 30%, 17% @ 45%, 63% @ 60%, Years 16+ 90% @ 60%; SUPP 10% @ 30%; HC 20% @ 30%, 80% @ 60% AMI; LURA & EUA: 30 years; SUPP 15 years
Number of Units: 28	Allocated Amount: SAIL \$991,033; SUPP \$255,000; HC \$700,000
Demographics: Family	Servicer: AmeriNat

1. Background

- a) During the 2007 funding cycle, Florida Housing Finance Corporation (“FHFC”) awarded a State Apartment Incentive Loan (“SAIL”) in the original amount of \$991,033 and a Supplemental SAIL Loan (“SUPP”) in the amount of \$255,000 to Sea Grape II, Ltd., a Florida limited partnership (“Borrower”), for the development of a 28-unit apartment complex in Monroe County, Florida. The SAIL loan closed on February 4, 2009 and matures on February 4, 2039. The SUPP loan closed on February 4, 2009 and matures on February 4, 2024. The Development also received a 2007 allocation of low-income housing tax credits (“HC”) of \$700,000.
- b) In October 2016, FHFC was notified that CDG Sea Grape II, LLC, a Florida limited liability corporation (“Original GP”), had been replaced with GC Leasing, Inc., a Florida corporation (“Current GP”), an affiliate of Wells Fargo Affordable Housing Community Development Corporation.

2. Present Situation

- a) The Borrower requests approval to transfer the general partner interest from Current GP, to an affiliate of Atlantic Pacific Companies (“APC”), specifically APC Sea Grape II, LLC, a Florida limited liability corporation.
- b) The Borrower also requests the release of the existing guarantors with the substitution of new guarantors affiliated with APC.
- c) Staff received a credit underwriting report from AmeriNat ([Exhibit D](#)) providing a positive recommendation for approval of the transfer of general partner interest, and the release and substitution of the guarantors.

3. Recommendation

- a) Approve the transfer of the general partner interest, and the release and substitution of guarantors, subject to the conditions provided in the credit underwriter’s report, further approvals and verifications by the credit underwriter, counsel, and appropriate Florida Housing staff, and direct staff to proceed with loan document modification activities, as needed.

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Consent

- F. **Request Approval of Change in Ownership Structure in Stenstrom Road Senior Village Associates, Ltd., a Florida Limited Partnership, for Chatham Pointe Senior Apartments aka Stenstrom Road Senior Village (RFA 2009-03/2010-004CT/2009-026CT)**

Development Name: Chatham Pointe Senior Apartments aka Stenstrom Road Senior Village (“Development”)	Location: Hardee County
Developer/Principal: Judd K. Roth (“Developer”)/ Stenstrom Road Senior Village Associates, Ltd. (“Borrower”)	Set-Aside: TCAP/HOME & HC 10% @ 45%; 90% @ 60% AMI; LURA: 50 years; EUA: 50 years
Number of Units: 67	Allocated Amount: TCAP \$4,045,368; HOME \$115,900; HC \$1,070,000
Demographics: Elderly	Servicer: Seltzer Management Group, Inc.

1. Background

- a) During the 2009 funding cycle, Florida Housing Finance Corporation (“Florida Housing”) awarded funds from the Tax Credit Assistance Program (“TCAP”) in the amount of \$4,045,368 and from the HOME Investment Partnership Program (“HOME”) in the amount of \$115,900 to Stenstrom Road Senior Village Associates, Ltd. (“Borrower”), a Florida limited partnership, for the development of a 67-unit property in Hardee County, Florida. The TCAP loan closed on June 7, 2010 and matures on February 16, 2027. The HOME loan closed on June 7, 2010 and matures on February 16, 2032. The Development also received a 2009 allocation of low-income housing tax credits (“HC”) of \$1,070,000.

2. Present Situation

- a) The Borrower requests approval for the withdrawal of the co-general partner, AHSF LLC, and the conversion of the general partner (“GP”) interests of Stenstrom Road Senior Village GP, LLC, managing GP, to that of a Class B Limited Partner. AHSF GP LLC will be admitted as the new and sole general partner of the partnership. The intended purpose of the ownership restructure is to allow the Borrower to qualify for ad valorem real estate tax exemption.
- b) The Class B Limited Partner will retain its rights, roles, and responsibilities as the managing general partner, including operational and financial decisions, and the right to remove and replace the general partner for any reason. All current guarantors will remain in place.
- c) Staff received a credit underwriting report ([Exhibit E](#)) from Seltzer Management Group with a positive recommendation for approval of the change in ownership structure.

3. Recommendation

- a) Approve the change in ownership structure, subject to the conditions provided in the credit underwriter’s report, further approvals and verifications by the credit underwriter, counsel, and appropriate Florida Housing staff, and direct staff to proceed with loan document modification activities, as needed.

SPECIAL ASSETS

Consent

G. Request Approval of SAIL Loan Modification and Loan Workout for Thornwood Terrace of Lake City, Ltd., a Florida Limited Partnership, for Thornwood Terrace Apartments (2000-089CS)

Development Name: Thornwood Terrace (“Development”)	Location: Columbia County
Developer/Principal: Hallmark Companies (“Developer”); Thornwood Terrace of Lake City, Ltd. (“Borrower”)	Set-Aside: SAIL & HC 17.86% @ 35% & 82.14% @ 60% AMI; LURA & EUA: 51 years
Number of Units: 29	Allocated Amount: SAIL - \$455,000; HC \$79,130
Demographics: Elderly	Servicer: Seltzer Management Group

1. Background

- a) During the 2000 State Apartment Incentive Loan Program Cycle (“SAIL”), Florida Housing (“FHFC”) awarded a \$455,000 construction/permanent loan to Thornwood Terrace of Lake City, Ltd., a Florida limited partnership (“Borrower”), for the development of a 29-unit development in Columbia County. The SAIL loan closed on June 1, 2001, and originally matured on December 1, 2017. The Board previously approved an extension to December 1, 2018. The Development also received a 2000 allocation of low-income housing tax credits (“HC”) of \$79,130.

2. Present Situation

- a) The Borrower requests that the SAIL loan interest rate be renegotiated from a 9% interest rate to a 3% interest rate in accordance with section 420.5087, FS and as stated in Rule 67-48. The Borrower has agreed to pay all accrued and outstanding 3% interest on the current SAIL note for the loan to be modified to the 3% interest rate. The Borrower will pay all 3% accrued interest over five years.
- b) The Borrower has also requested that the SAIL loan be restructured as an amortizing loan with monthly interest and principal payments at a 1% interest rate until the balance is repaid over a term of 30 years. The Borrower has agreed to extend the LURA’s affordability term for an additional 30 years beyond the current 51 years.
- c) Staff has reviewed the 2014 - 2017 audited financial statements and other financial reports as well as Program and Occupancy reports of the Development and recommends the proposed restructure.

3. Recommendation

- a) Approve the renegotiation of the SAIL loan terms from a 9% interest rate to a 3% interest rate along with payment of all accrued 3% base interest and further modify and extend the terms with interest rate at 1% interest for 30 years, with monthly amortization of principal and interest and extension of the LURA for an additional 30 years, subject to further approvals and verifications by counsel and appropriate Florida Housing staff and direct staff to proceed with loan document modification activities, as needed.

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Consent

H. Request Approval of the Extension of the SAIL Loan for Del Prado Acquisition, LLC, a Florida Limited Liability Company, for Del Prado Gardens (98S-009/97L-029)

Development Name: Del Prado Gardens (“Development”)	Location: Miami-Dade County
Developer/Principal: Carrfour Supportive Housing, Inc. (“Developer”); Del Prado Acquisition, LLC, (“Borrower”)	Set-Aside: SAIL 50% @ 50% & 40% @ 60% AMI; HC 15% @ 35%, 35% @ 50% and 50% @ 60% AMI; LURA: 53 years; EUA: 50 years
Number of Units: 32	Allocated Amount: SAIL - \$332,592 Housing Credits: \$168,577
Demographics: Family	Servicer – Seltzer Management Group

1. Background

a) During the 1996-97 State Apartment Incentive Loan (“SAIL”) Cycle X(a), Florida Housing awarded a \$332,592 construction/permanent loan to Del Prado Acquisition, LLC., a Florida limited liability company (“Borrower”), for the construction of a 32-unit development in Miami-Dade County. The SAIL loan closed on November 24, 1998, and originally matured on November 23, 2014. The Board previously approved extensions to November 23, 2018. The Development also received a 1997 allocation of low-income housing tax credits of \$168,577.

2. Present Situation

a) The Borrower has requested approval of an additional extension of the SAIL loan, at its current terms, to allow time for refinancing of the Development. The Borrower has received a firm commitment for a HUD 221(d)(4) loan of which proceeds will be used to rehabilitate the Development and pay off the SAIL loan. The Borrower needs the additional time to complete the refinancing. The Borrower has agreed to an additional one-year extension of the SAIL Land Use Restriction Agreement (“LURA”) term (adding one year to the current 54 years).

3. Recommendation

a) Approve the extension of the SAIL loan, at its current terms, to June 30, 2019, extension of the LURA for an additional year, and direct staff to proceed with loan document modification activities, as needed.

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Consent

I. Request Approval of the Extension of the HOME Loan for Mira Verde Limited Partnership, a Florida Limited Partnership, for Mira Verde (97HR-006/97L-067)

Development Name: Mira Verde (“Development”)	Location: Hendry County
Developer/Principal: Richman Group (“Developer”); Mira Verde Limited Partnership (“Borrower”)	Set-Aside: HOME 26% @ 50%, 74% @ 60% AMI; HC 15% @ 35% & 85% @ 60% AMI LURA & EUA: 51 years
Number of Units: 140	Allocated Amount: HOME \$1,360,000; HC \$975,000
Demographics: Farmworker/Family	Servicer: First Housing Development Corporation

1. Background

- a) During the 1997 funding cycle, Florida Housing Finance Corporation awarded a \$1,360,000 Home Investment Partnership Program Loan (“HOME”) to Mira Verde Limited Partnership, a Florida limited partnership (“Borrower”), for the construction of a 140-unit development in Hendry County. The HOME loan closed on December 17, 1997 and originally matured on December 17, 2017. The loan was subsequently extended to a maturity date of December 17, 2018. The Development also received a 1997 allocation of low-income housing tax credits (“HC”) of \$975,000.

2. Present Situation

- a) The Borrower has requested approval to extend the HOME loan, at its current terms, to September 24, 2019, to allow time for the refinancing of the Development. The Borrower has agreed to pay the loan extension fee, and to an extension of the affordability period under the Land Use Restriction Agreement (“LURA”) to be equal to the loan extension (adding nine months to the current 51 years).

3. Recommendation

- a) Approve the extension of the HOME loan at its current terms, to September 24, 2019, extension of the LURA for an additional nine months, and direct staff to proceed with loan document modification activities, as needed.

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J. Request Approval of Temporary Farmworker Demographic Waiver for River Trace Homes (fka Manatee Pond) (96S-019/93L-088)

Development Name: River Trace Homes (“Development”)	Location: Manatee County
Developer/Principal: Dominion LLC (“Developer”); Bradenton Leased Housing Associates III, LLLP (“Borrower”)	Set-Aside: SAIL 20%@50%, 80%@60% AMI; HC 100%@60% AMI LURA & EUA: 30 years
Number of Units: 40	Allocated Amount: SAIL \$660,000; HC \$353,071
Demographics: Farmworker/Family	Servicer: Seltzer Management Group

1. Background

- a) During the 1995/1996 funding cycle, Florida Housing Finance Corporation awarded a \$660,000 State Apartment Incentive Loan (“SAIL”) to Manatee Pond, Ltd., a Florida limited partnership (“Original Borrower”), for the construction of a 40-unit development in Manatee County. The SAIL loan closed on February 6, 1996 and was satisfied on August 29, 2016. The Development also received a 1993 allocation of low-income housing tax credits (“HC”) of \$353,071.
- b) On June 28, 2017, the Original Borrower transferred ownership of the Development to the current owner/Borrower.

2. Present Situation

- a) On August 20, 2018, the Borrower submitted a formal request to permanently waive the Farmworker set-aside requirement from 40% to 0%, along with the Development’s marketing efforts. The Borrower claims over the years that the lack of Farmworker population is due to the economic recession from 2008, a continued reduction in farm production and employment, changes in Farmworker immigration, and hurricane damage over the last several years.
- b) Due to the devastating impact of Hurricane Irma on September 10, 2017, the USDA officially designated 19 counties in Florida as a primary disaster area plus another 25 counties as contiguous disaster areas. Manatee County is considered one of the contiguous counties. The impacts include the lack of crops available for harvesting and significant increases in the deadly greening disease of citrus trees. Farmers in Manatee County and the immediate areas have reported significant crop losses and sales across the various farming industry sectors with significant repairs needed to land, structures, and equipment.
- c) The marketing efforts undertaken by Management over the last year included distributing flyers to several major employers in the immediate area as well as to popular destination retailers such as grocery stores and salons. In addition to the flyers, quarterly radio ads in Spanish were purchased with Staff confirming airing dates and times with the station’s Account Executive. Various online marketing campaigns and listings were ongoing throughout the year. To boost Farmworker occupancy levels, Management has implemented waiving all application fees in addition to a resident referral discount. Despite the

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Developer's continued marketing efforts, the Development has been unable to meet the Farmworker requirement over the last year.

- d) Staff's analysis shows a temporary Farmworker set-aside waiver for three years is warranted due to the hurricane effects on the local farming community and the time it will take the industry to reestablish itself.

3. Recommendation

- a) Approve a temporary waiver request for the Farmworker set-aside requirement from 40% to 0% for a period of three years, subject to the development continuing to ensure Farmworkers receive priority for housing during the waiver period and direct staff to proceed with document modification activities, as needed.