

FLORIDA HOUSING FINANCE CORPORATION (CORPORATION)

ADVANCE REVIEW OF APPLICANT LISTS OF PRINCIPALS
FOR RFA 2019-118 – ELDERLY HOUSING COMMUNITY LOAN

Applicants responding to the upcoming RFA 2019-118 will be required to list the Principals for the Applicant (“List of Principals”) in accordance with the following instructions (“RFA Instructions”) and definitions (“RFA Definitions”). Due to circumstances unique to the EHCL program, the Corporation will not require disclosure of natural person Principals at the third Principal disclosure level in RFA 2019-118.

Principals for the Applicant.

All Applicants must provide a list, as Attachment 4 to Exhibit A, identifying the Principals for the Applicant, as follows:

- (1) For a Limited Partnership, provide a list identifying the following: the Principals of the Applicant as of the Application Deadline. This list must include warrant holders and/or option holders of the proposed Development.
- (2) For a Limited Liability Company, provide a list identifying the following: the Principals of the Applicant as of the Application Deadline. This list must include warrant holders and/or option holders of the proposed Development.
- (3) For all other entities, provide a list identifying the following: the Principals of the Applicant as of the Application Deadline.

For purposes of this RFA the term “Principal” is defined as follows:

- (1) With respect to an Applicant that is a corporation, any officer, director or shareholder of the Applicant corporation, and, with respect to any shareholder of the Applicant corporation that is:
 - (a) A corporation, any officer, director or shareholder of the corporation,
 - (b) A limited partnership, any general partner or limited partner of the limited partnership, or
 - (c) A limited liability company, any manager or member of the limited liability company;
- (2) With respect to an Applicant that is a limited partnership, any general partner or limited partner of the Applicant limited partnership, and, with respect to any general partner or limited partner of the Applicant limited partnership that is:
 - (a) A corporation, any officer, director or shareholder of the corporation,
 - (b) A limited partnership, any general partner or limited partner of the limited partnership, or
 - (c) A limited liability company, any manager or member of the limited liability company; and
- (3) With respect to an Applicant that is a limited liability company, any manager or member of the Applicant limited liability company, and, with respect to any manager or member of the Applicant limited liability company that is:
 - (a) A corporation, any officer, director or shareholder of the corporation,
 - (b) A limited partnership, any general partner or limited partner of the limited partnership, or
 - (c) A limited liability company, any manager or member of the limited liability company.

The Corporation will review an Applicant’s List of Principals for RFA 2019-118 subject to the following terms and conditions:

- (1) The Corporation’s review of an Applicant’s List of Principals will be subject to the same review standards as in the RFA.

- (2) An Applicant may submit its initial List of Principals and any corrected List of Principals for review to the Corporation by electronic mail (email) to FHFCAdvanceReview@floridahousing.org . An initial List of Principals and any corrected List of Principals submitted to the Corporation by any other means will not be reviewed under the Advance Review Process by the Corporation.
- (3) The Applicant's email transmittal must include the RFA number, a contact person and email address for purposes of any response by the Corporation.
- (4) Corporation staff will review the Applicant's List of Principals and notify the Applicant of any deficiency by email directed to the contact person at the email address provided by the Applicant. If the Applicant's contact email address is incomplete or if the Corporation's email is returned as undeliverable, the Corporation will make no further attempt to notify the Applicant.
- (5) The Corporation will only consider a corrected List of Principals that is transmitted to the email address as specified by the Corporation.
- (6) The Corporation shall notify the Applicant if the List of Principals is approved. As evidence of the Corporation's approval of a List of Principals (whether it be the Applicant's initial list, or a revised list submitted by the Applicant in response to a notice of deficiency issued by the Corporation), each page of the approved List of Principals shall be stamped approved by the Corporation for that purpose ("Stamped List of Principals"). The Stamped List of Principals shall be transmitted to the Applicant.
- (7) A Stamped List of Principals may be submitted by the Applicant in its Application for purposes of responding to RFA 2019-118 for which the Applicant is eligible. In such case, the Corporation will only review the Stamped List of Principals to the extent necessary to confirm that it consists entirely of materials approved by the Corporation; otherwise, the Corporation shall accept the Stamped List of Principals as meeting the applicable requirements of the RFA.
- (8) The courtesy Advance Review Process is an open, ongoing process and an Applicant may submit an initial Principals list or a corrected Principals list at any time. Applicants electing to participate in the Advance Review Process are responsible for submitting information to the Corporation in a timely manner in order to meet any applicable Application deadline and the Corporation will make every effort to review each Principals list submitted for review and respond to the Applicant's contact person within 14 Calendar Days of the date of the initial submission and/or corrected submission ("Corporation's Review Period"). However, as the Advance Review Process is provided as a courtesy by the Corporation, the Corporation is under no obligation to respond within any specific timeframe. It is the Applicant's sole responsibility to submit the required information in response to an RFA by the applicable Application deadline.

Advance review of an Applicant's List of Principals is optional with the Applicant and is not required in order to submit an Application in response to RFA 2019-118.

To assist the Applicant in developing its List of Principals, the Corporation has developed a decision tree chart as well as samples designed to illustrate the acceptable form for listing Principals. The chart and samples are attached for reference.

If an Applicant received a Stamped List of Principals from the Corporation as a result of the RFA Advance Review process for a previous RFA, such Stamped List of Principals may be submitted in the Applicant's RFA 2019-118 Application provided the information on the Stamped List of Principals is correct.

Principal Disclosures for Applicants

The Corporation is providing the following charts and examples to assist the Applicant in providing the required list identifying the Principals for the Applicant. The term Principals is defined in Rule Chapter 67-48, F.A.C.

For purposes of RFA 2019-118, only disclosure of the Principals of the Applicant is required.

a. Charts:

(1) For the Applicant:

(a) If the Applicant is a Limited Partnership:

Identify All General Partners	and	Identify All Limited Partners
-------------------------------	-----	-------------------------------

and

For each General Partner that is a Limited Partnership:	For each General Partner that is a Limited Liability Company:	For each General Partner that is a Corporation:
Identify each General Partner	Identify each Manager	Identify each Officer
and	and	and
Identify each Limited Partner	Identify each Member	Identify each Director
		and
		Identify each Shareholder

and

For each Limited Partner that is a Limited Partnership:	For each Limited Partner that is a Limited Liability Company:	For each Limited Partner that is a Corporation:
Identify each General Partner	Identify each Manager	Identify each Officer
and	and	and
Identify each Limited Partner	Identify each Member	Identify each Director
		and
		Identify each Shareholder

For any General Partner and/or Limited Partner that is a natural person (i.e., Samuel S. Smith), no further disclosure is required.

(b) If the Applicant is a Limited Liability Company:

Identify All Managers	and	Identify All Members
-----------------------	-----	----------------------

and

For each Manager that is a Limited Partnership:	For each Manager that is a Limited Liability Company:	For each Manager that is a Corporation:
Identify each General Partner	Identify each Manager	Identify each Officer
and	and	and
Identify each Limited Partner	Identify each Member	Identify each Director
		and
		Identify each Shareholder

and

For each Member that is a Limited Partnership:		For each Member that is a Limited Liability Company:		For each Member that is a Corporation:
Identify each General Partner		Identify each Manager		Identify each Officer
and		and		and
Identify each Limited Partner		Identify each Member		Identify each Director
				and
				Identify each Shareholder

For any Manager and/or Member that is a natural person (i.e., Samuel S. Smith), no further disclosure is required.

(c) If the Applicant is a Corporation:

Identify All Officers	and	Identify All Directors	and	Identify All Shareholders
-----------------------	-----	------------------------	-----	---------------------------

and

For each Shareholder that is a Limited Partnership:		for each Shareholder that is a Limited Liability Company:		For each Shareholder that is a Corporation:
Identify each General Partner		Identify each Manager		Identify each Officer
and		and		and
Identify each Limited Partner		Identify each Member		Identify each Director
				and
				Identify each Shareholder

For any Officer and/or Director and/or Shareholder that is a natural person (i.e., Samuel S. Smith), no further disclosure is required.

b. Examples:

➤ Example No. 1:

Applicant: Acme Properties, LLC

Sole Member/Manager: ABC, LLC

Manager: Amy Smith

Sole Member: Patty Jones

➤ Example No. 2:

Applicant: Acme Builders, LLC

Manager: Acme Management Co, Inc.

Officers: Peter Smith, President/CEO
Fred Jones, Vice President
Patty Jones, Vice President
Bob Brown, Secretary
Amy Smith, Treasurer

Directors: Peter Smith
Fred Jones
Patty Jones

Shareholders: Fred Jones
Patty Jones
Bob Brown
Amy Smith

Member: Adam Jones
Member: Amy Smith

➤ Example No. 3:

Applicant:

Acme Properties, Ltd.

Managing General Partner: ABC, Ltd.
General Partner: XYZ, Inc.
Limited Partner: Fred Jones

Co-General Partner: Acme Homes 3, LLC
Sole Manager/Member: Peter Smith

Co-General Partner: ABC, LLC
Manager: Adam Jones
Manager: Peter Smith
Member: XYZ, LLC
Member: Adam Jones
Member: Peter Smith

Limited Partner: Acme Homes Contractors, Inc.
Officers: Fred Jones, President
Bob Brown, Vice President
Patty Jones, Secretary/
Treasurer
Directors: Fred Jones
Bob Brown
Patty Jones

Shareholders: Fred Jones
Bob Brown
Peter Smith
Patty Jones
Adam Jones