

BEFORE THE FLORIDA HOUSING FINANCE CORPORATION

DM REDEVELOPMENT, LTD.

Petitioner,

FHFC Case No.: 2023-016BP

vs.

RFA No.: 2022-202

Application No.: 2023-106C

FLORIDA HOUSING FINANCE CORPORATION,

Respondent.

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FORMAL WRITTEN PROTEST
AND PETITION FOR ADMINISTRATIVE HEARING

FLORIDA HOUSING
FINANCE CORPORATION

Petitioner, DM Redevelopment, Ltd. (“DM Redevelopment” or “Petitioner”), files this Formal Written Protest and Petition for Administrative Hearing (“Petition”) pursuant to section 120.57(3), Florida Statutes, and rules 67-60.009 and 28-110.004, Florida Administrative Code. This petition challenges the eligibility determinations, evaluations and proposed allocations set forth in the Notice of Intended Decision posted on January 27, 2023 by Respondent, Florida Housing Finance Corporation (“Florida Housing”), in response to Request for Applications 2022-202 Housing Credit Financing for Affordable Housing Developments Located in Broward, Duval, Hillsborough, Orange, Palm Beach, and Pinellas Counties (the “RFA”). In support, DM Redevelopment states:

I. Parties

1. DM Redevelopment is a legally formed entity qualified to do business in Florida. For purposes of this proceeding, DM Redevelopment’s address, telephone number, and email address are those of its undersigned counsel.

2. DM Redevelopment submitted an Application in response to the RFA, seeking an award of Housing Credit Financing for Affordable Housing Developments Located in Broward,

Duval, Hillsborough, Orange, Palm Beach, and Pinellas Counties (“Housing Credits”). Petitioner proposes to build a 95-unit garden apartment development in Palm Beach County.

3. Florida Housing is the agency affected by this Petition. Florida Housing’s address is 227 North Bronough Street, Suite 5000, Tallahassee, Florida 32301. Florida Housing’s file number for DM Redevelopment’s application is 2023-106C.

II. Notice

4. DM Redevelopment received notice of Florida Housing’s intended decision to award funding pursuant to the RFA on January 27, 2023, when Florida Housing’s Board of Directors approved the recommendation of its Review Committee. A copy of the notice posted on the Florida Housing website concerning the Board action is attached as **Exhibit 1**. Though its Application was deemed eligible for funding, DM Redevelopment was not among those selected for a preliminary award based on the sorting and selection criteria in the RFA. For the reasons set forth below, DM Redevelopment contends that its Application should have been selected for funding.

5. Petitioner timely filed a Notice of Intent to Protest, with attachments, on February 1, 2023. A copy of the notice is attached as **Exhibit 2**.

III. Background

6. Florida Housing is a public corporation created by section 420.504, Florida Statutes, to administer the governmental function of awarding various types of funding for affordable housing in Florida.

7. Florida Housing has the responsibility and authority to establish procedures for allocating and distributing various types of funding for affordable housing. In accordance with that authority, Florida Housing has adopted chapter 67-60, Florida Administrative Code, which

governs the competitive solicitation process for several programs. Chapter 67-48 also applies to this competitive solicitation for Housing Credits. In addition, chapter 67-53 governs compliance procedures. Applicants seeking an allocation of Housing Credits are required to comply with provisions of the RFA and each of the administrative rule chapters referenced in this paragraph. *See RFA, pg. 7 (§ Three F.3).*

8. The RFA was issued on November 14, 2022 and amended on November 18, 2022, November 29, 2022, and December 20, 2022. It anticipates the award of an estimated \$16,491,600 of Housing Credits to qualified Applicants who propose affordable, multifamily housing in Broward, Duval, Hillsborough, Orange, Palm Beach, and Pinellas Counties.

9. The RFA sets forth the information that must be submitted by an Applicant and provides a general description of the types of projects that will be eligible for funding. The RFA further outlines a detailed process for selecting developments for an allocation of Housing Credits. *See generally RFA, pgs. 7-81.*

10. Applicants are first required to meet certain mandatory eligibility requirements in order to be selected for funding. RFA, pgs. 74-77 (§ Five A.1). For example, Applicants must accurately complete a Principals Disclosure Form. RFA, pg. 11 (§ Four A.3.c.). In order to prove their readiness to proceed with the development, Applicants are also obligated to submit site control documentation. RFA, pgs. 38-39 (§ Four A.7.a.). Applicants must additionally earn a minimum number of “proximity points” based on the distance between the development and transit services or community services. RFA, pgs. 24-29 (§ Four A.5.e.).

11. Applications are further assigned a score. Applicants had the opportunity to earn a maximum of 15 points, as follows:

Point Items	Maximum Points
Submission of Principal Disclosure Form that is either (a) stamped "Approved" at least 14 Calendar Days prior to the Application Deadline; or (b) stamped "Received" by the Corporation at least 14 Calendar Days prior to the Application Deadline AND stamped "Approved" prior to the Application Deadline	5
Bookmarking Attachments prior to submission	5
Local Government Contribution Points	5
Total Possible Points	15

RFA, pg. 78 (§ Five A.2).

12. The RFA next explains the funding goal for Applications:

There is a goal to fund one Application in each of the six counties that qualifies as a Local Government Area of Opportunity, with a preference that each Application is a Priority I Application that qualifies for the Local Government Area of Opportunity Designation.

RFA, pg. 78 (§ Five B.1).

13. Because multiple Applicants from each of the six counties may achieve the maximum number of points and meet the mandatory eligibility requirements, the RFA also sets forth an Application Sorting Order:

a. Sorting Order when selecting Applications to meet the Local Government Areas of Opportunity Funding Goals

When selecting Applications to meet the goal described B.2. above, the highest scoring Applications will be determined by first sorting together all eligible Priority I Applications from highest score to lowest score, with any scores that are tied separated in the following order. This will then be repeated for Priority II Applications:

- (1) First, by the Application's eligibility for the Per Unit Construction Funding Preference which is outlined in Section Four A.10.e. of the RFA (with Applications that qualify for the preference listed above Applications that do not qualify for the preference);
- (2) Next, by the Application's eligibility for the Development Category Funding Preference which is outlined in Section Four A.4.b.(4) of the RFA (with

- Applications that qualify for the preference listed above Applications that do not qualify for the preference);
- (3) Next, by the Application's Leveraging Classification, applying the multipliers outlined in Item 3 of Exhibit C of the RFA (with Applications having the Classification of A listed above Applications having the Classification of B);
 - (4) Next, by the Application's eligibility for the Florida Job Creation Funding Preference which is outlined in Item 4 of Exhibit C of the RFA (with Applications that qualify for the preference listed above Applications that do not qualify for the preference);
 - (5) And finally, by lottery number, resulting in the lowest lottery number receiving preference.

b. Sorting Order after selecting Applications to meet the Local Government Areas of Opportunity Funding Goal

If any of the six counties were not credited with one award because there were no eligible Applications in the county that qualified for the goal, the highest scoring Priority I Applications within the county will be determined by first sorting together all eligible Priority I Applications from highest score to lowest score, with any scores that are tied separated in the following order. This will then be repeated for Priority II Applications:

- (1) First, by the Application's eligibility for the Per Unit Construction Funding Preference which is outlined in Section Four A.10.e. of the RFA (with Applications that qualify for the preference listed above Applications that do not qualify for the preference);
- (2) Next, by the Application's eligibility for the Development Category Funding Preference which is outlined in Section Four A.4.b.(4) of the RFA (with Applications that qualify for the preference listed above Applications that do not qualify for the preference);
- (3) Next, by the Application's Leveraging Classification, applying the multipliers outlined in Item 3 of Exhibit C of the RFA (with Applications having the Classification of A listed above Applications having the Classification of B);
- (4) Next, by the Application's eligibility for the Proximity Funding Preference (which is outlined in Section Four A.5.e. of the RFA) with Applications that qualify for the preference listed above Applications that do not qualify for the preference;

- (5) Next, by the Application's eligibility for the Florida Job Creation Funding Preference which is outlined in Item 4 of Exhibit C of the RFA (with Applications that qualify for the preference listed above Applications that do not qualify for the preference);
- (6) And finally, by lottery number, resulting in the lowest lottery number receiving preference.

RFA, pgs. 78-79 (§ Five B.2).

14. Finally, the RFA outlines the Funding Selection Process for eligible applicants. It provides as follows:

- a. The first six Applications selected for funding will be the highest-ranking eligible unfunded Priority I Applications that qualifies for the Local Government Area of Opportunity Goal in each of the six counties that can be fully funded.

If there are no eligible Priority I Applications that qualify for the Local Government Area of Opportunity Goal in any of the six counties, then the highest-ranking eligible Priority II Application that qualifies for the Local Government Area of Opportunity Goal in those counties without an award will be selected for funding, if the Application can be fully funded.

If any of the six counties were not credited with one award because there were no eligible Applications in the county that qualified for the goal, then the highest-ranking eligible Priority I Application in those counties without an award will be selected for funding, if the Application can be fully funded.

If any of the six counties were still not credited with one award because there were no eligible Applications in the county that qualified for the goal, nor were there any eligible Priority I Applications in the county, then the highest-ranking eligible Priority II Application in those counties without an award will be selected for funding, if the Application can be fully funded.

- b. No additional Applications from any county will be selected for funding and any remaining funding will be distributed as approved by the Board.

RFA, pg. 80 (§ Five B.4).

15. The Review Committee met on January 18, 2023 to score the Applications and select Applicants for funding. The Review Committee determined that all Applicants, including

DM Redevelopment, were eligible for funding. *See Exhibit 3* (RFA 2022-202 Application Scores).

16. The Review Committee also used the Funding Selection process to identify the highest-ranking Priority I Application that qualified for the Local Government Area of Opportunity Goal (“LGAO Goal”) in each of the six counties listed in the RFA. The Committee determined that Roseland Gardens, LLLP (“Roseland”) was the highest-ranked Priority I Applicant that satisfied the LGAO Goal in Palm Beach County. Accordingly, the Committee recommended that Roseland receive funding for its development, Southridge Phase I.

17. SP Palm Beach, LLC (“SP Palm Beach”) was found to be the second highest-ranked Priority I Applicant that met the LGAO Goal and proposed a development in Palm Beach County, named Calusa Pointe. DM Redevelopment was ranked third in line for this goal for its Palm Beach County development, The Residences at Martin Manor.

18. The Board approved the Committee’s recommendations at its meeting on January 27, 2023. *See Exhibit 1.*

IV. Substantial Interests Affected

19. DM Redevelopment’s substantial interests are affected because Roseland is not eligible for funding, and SP Palm Beach was erroneously designated as the second highest-ranked Palm Beach County Applicant that satisfied the funding goal. If Florida Housing had recognized

that Roseland was ineligible and SP Palm Beach was improperly ranked, DM Redevelopment would have been selected for an allocation of Housing Credits.

V. Errors in the Preliminary Awards and Determination of Eligibility

Roseland

A. Roseland is Ineligible Because it Failed to Disclose All Principals.

20. To be eligible for funding, an Applicant must provide a “Principals for Applicant and Developer(s) Disclosure Form” that “meets requirements.” RFA, pg. 74 (§ Five A.1.) (emphasis added). Those requirements are set out in Section Four of the RFA:

To meet eligibility requirements, the Principals Disclosure Form must identify, pursuant to subsections 67-48.002(94), 67-48.0075(8) and 67-48.0075(9), F.A.C., the Principals of the Applicant and Developer(s) as of the Application Deadline. A Principals Disclosure Form should not include, for any organizational structure, any type of entity that is not specifically included in the Rule definition of Principals. Per subsection 67-48.002(94), F.A.C., any Principal other than a natural person must be a legally formed entity as of the Application deadline.

For Housing Credits, the investor limited partner of an Applicant limited partnership or the investor member of an Applicant limited liability company (or a placeholder for the investor) must be identified on the Principal Disclosure Form.

RFA, pg. 12 (§ Four A.3.c.(1)) (emphasis added).

21. The definition of “Principal” in rule 67-48.002 provides:

(94) “Principal” has the meanings set forth below and any Principal other than a natural person must be a legally formed entity as of the Application deadline:

(a) For a corporation, each officer, director, executive director, and shareholder of the corporation.

(b) For a limited partnership, each general partner and each limited partner of the limited partnership.

(c) For a limited liability company, each manager and each member of the limited liability company.

(d) For a trust, each trustee of the trust and all beneficiaries of majority age (i.e.; 18 years of age) as of Application deadline.

(e) For a Public Housing Authority, each officer, director, commissioner, and executive director of the Authority.

Fla. Admin. Code R. 67-48.002(94) (emphasis added).

22. Rule 67-48.0075 further states:

(8) Unless otherwise stated in a competitive solicitation, disclosure of the Principals of the Applicant must comply with the following:

(a) The Applicant must disclose all of the Principals of the Applicant (first principal disclosure level). For Applicants seeking Housing Credits, the Housing Credit Syndicator/Housing Credit investor need only be disclosed at the first principal disclosure level and no other disclosure is required;

(b) The Applicant must disclose all of the Principals of all the entities identified in paragraph (a) above (second principal disclosure level);

(c) The Applicant must disclose all of the Principals of all of the entities identified in paragraph (b) above (third principal disclosure level). Unless the entity is a trust, all of the Principals must be natural persons; and

(d) If any of the entities identified in (c) above are a trust, the Applicant must disclose all of the Principals of the trust (fourth principal disclosure level), all of whom must be natural persons.

(9) Unless otherwise stated in a competitive solicitation, disclosure of the Principals of each Developer must comply with the following:

(a) The Applicant must disclose all of the Principals of the Developer (first principal disclosure level); and

(b) The Applicant must disclose all of the Principals of all the entities identified in paragraph (a) above (second principal disclosure level).

Fla. Admin. Code R. 67-48.0075(8)-(9) (emphasis added).

23. Roseland is ineligible for funding because it failed to accurately complete the Second Principal Disclosure Level for the Applicant, as mandated by the RFA and rule 67-48.0075(8). See **Exhibit 4** (Roseland's Principal Disclosures for the Applicant).

24. In its Principal Disclosures for the Applicant, Roseland identified Roseland Gardens, LLLP as the name of the Applicant entity. *Id.* In the First Principal Disclosure Level, Roseland properly identified three principals for Roseland Gardens, LLLP: one investor limited partner and two general partners, including WPBHA Roseland Gardens, LLC. *Id.*

25. In the Second Principal Disclosure Level, Roseland was required to further name the principals of all three partners of Roseland Gardens, LLLP. However, the Application neglects to make the required disclosure for general partner WPBHA Roseland Gardens, LLC.

26. The Application lists the “sole member” for WPBHA Roseland Gardens, LLC as Magnolia Affordable Development, Inc. *Id.* It does not identify the **manager** of WPBHA Roseland Gardens, LLC. This is an insufficient disclosure under rule 67-48.0075(8), which states that the definition of principal includes “**each manager** and each member” of a “limited liability company.” *See also* Fla. Admin. Code R. 67-60.006 (“The failure of an Applicant to supply required information in connection with any competitive solicitation pursuant to this rule chapter shall be grounds for a determination of nonresponsiveness”).

27. Florida Housing also offers guidance to assist Applicants in providing the required disclosures. *See Exhibit 5*, (Florida Housing’s Continuous Advance Review Process for Disclosure of Applicant and Developer Principals (rev 8-4-20)). There, Florida Housing plainly states that the Applicant must complete two steps when identifying the principals of a limited liability company: (1) “List the name of each Member and label each as Member”; and (2) “**List the name of each Manager and label each as Manager.**” *Id.* at pg. 5 (emphasis added). Because it did not list or label any manager of WPBHA Roseland Gardens, LLC, Roseland failed to fully satisfy both requirements.

28. This error requires Roseland to be deemed ineligible for an allocation of Housing Credits. RFA, pg. 71 (§ Five A.1.); *compare Exhibit 6* (Formal Written Protest and Petition for Administrative Hearing filed in *HTG Astoria, Ltd. v. Florida Housing Finance Corp.*, DOAH No. 21-0725) (alleging that an applicant granted funding had disclosed only the “sole member” of an LLC and had neglected to name the manager in its principal disclosure form) *with Exhibit 7* (Stipulation for Entry of Findings of Fact and Recommended Order in Favor of Petition filed in *HTG Astoria, Ltd. v. Florida Housing Finance Corp.*, DOAH No. 21-0725) (recognizing Florida Housing’s agreement that applicant was ineligible for funding).

29. At a minimum, Roseland should lose five points for its deficient Principal Disclosure Form—meaning it is no longer the highest-ranked Applicant proposing a development in Palm Beach County. Whether it is deemed ineligible or its score is reduced by 5 points, the preliminary funding award granted to Roseland must accordingly be revoked.

B. Roseland is Ineligible Because it Has Not Demonstrated its Readiness to Proceed.

30. Section Four A.7. of the RFA explains that Applicants must provide information showing a “Readiness to Proceed.” This includes documents demonstrating that the Applicant is a party to an eligible contract, a deed or certificate of title, or a lease governing the site where the development will be built. RFA, pgs. 38-40 (§ Four A.7.a.). If an Applicant provides a lease, the lease must “have the effect of assigning the owner’s right to lease the property for at least 50 years to the lessee.” RFA, pg. 39 (§ Four A.7.a.(3)(a)).

31. Here, the Applicant submitted a lease as proof of readiness to proceed. A copy is attached as **Exhibit 8**. However, the lease is missing an adequate legal description of the property in question. The lease provides that the “parcel of land” intended to be leased by the Owner is “more particularly described on Exhibit A.” *Id.* at pg. 1. Exhibit A is a mere satellite image. It

lacks any description (much less a *legal* description), address, or even a folio number. *Id.* at pg. 6.

32. Without a legal description of the land, Roseland’s lease cannot satisfy the RFA’s requirements. Florida law requires a lease to be “clear, definite, certain, and complete.” *Waveblast Watersports II Inc. v. Uh-Pompano, LLC*, 291 So. 3d 657, 660 (Fla. 4th DCA 2020) (quoting *Bay Club, Inc. v. Brickell Bay Club, Inc.*, 293 So. 2d 137, 138 (Fla. 3d DCA 1974)). Accordingly, a lease “must contain” certain terms, including “*a description of the demised realty.*” *Id.* (emphasis added). Because Roseland’s lease lacks any such description, it does not “have the effect of assigning the owner’s right to lease the property” to the lessee, as mandated by the RFA. RFA, pg. 39 (§ Four A.7.a.(3)(a)).

33. Even if the lease could somehow be found to transfer “the owner’s right to lease the property,” it would remain deficient under the RFA. *Id.* The lack of a description prevents Florida Housing—and all other Applicants—from determining the specific parcel of property that is subject to the lease. In the absence of this information, there is no way to assess whether the lease provides Roseland with control of the entire site where the development will be built. *See* RFA, pgs. 38-40 (§ Four A.7.a.); *accord* RFA, pgs. 40-42 (§ Four A.7.b.) (requiring Applicant to show appropriate zoning, availability of water and sewer, status of site plan and an environmental site assessment for the entire site). After all, the satellite image could represent only a portion of the site in question.

34. The satellite image further does not demonstrate a lack of legal issues with the property that prevent Roseland from being ready to proceed with the proposed development. For example, the satellite image contains a public right of way—Southridge Court—within the identified boundary for the development. *Compare Exhibit 8 with Exhibit 9* (Property Appraiser

Documentation). This public right of way is expressly excluded from the property appraiser's legal description of the site. **Exhibit 9**. Even assuming the satellite image correctly represents the entire development site, it is insufficient proof that Roseland has legal control of all land included within the picture.

35. The omission of a proper description thus contradicts Florida Housing's clear goals when awarding funds under the RFA. Florida Housing has recently taken action to prioritize Applicants who are further along in the development process: this year, for example, it required additional Ability to Proceed forms. *See* RFA, pgs. 40-41 (§ Four 7.b.). It would be contrary to Florida Housing's objectives to allow Roseland to submit a satellite image as evidence of its readiness to proceed with the proposed development. Because of this inadequacy, Roseland should be found ineligible for funding under the RFA. *See* RFA, pgs. 38-42 (§ Four A.7.).

SP Palm Beach

A. SP Palm Beach Failed to Earn the Required Number of Proximity Points.

36. The RFA allows Applicants to earn "proximity points." RFA, pgs. 24-27 (§ Four A.5.e.). Proximity points are based on the distance between the proposed development and transit services or community services. *Id.* Transit services encompass private transportation or public transit stops, while community services eligible for proximity points include grocery stores, medical facilities, pharmacies, and public schools. RFA, pgs. 26-27 (§ Four A.5.e.). Proximity point totals are calculated using the Transit and Community Service Scoring Charts, which identify the number of points an Applicant receives based on the number of miles between the Development's Location Point and each type of service. RFA, pgs. 114-116 (Exhibit C).

37. Applicants who attain at least 12.5 proximity points qualify for the Proximity Funding Preference. RFA, pg. 25 (§ Four A.5.e.). This improves an Applicant's chances of

receiving funding, since the Application Sorting Order requires Applicants who qualify for the preference to be ranked higher than Applicants who do not qualify. RFA, pg. 79 (§ Five B.2.b).

38. In its Application, SP Palm Beach claimed 13 total proximity points. **Exhibit 10**. SP Palm Beach first asserted that its proposed development will be 1.33 miles away from a pharmacy, K&M Drugs, located at 364 South Main Street, Belle Glade, FL 33430. *Id.* SP Palm Beach stated that it is entitled to 1.5 points for this community service. *Id.*

39. However, as of the Application Deadline, the address listed for K&M Drugs is inaccurate. The pharmacy no longer operates out of the storefront at 364 South Main Street—a sign in the window clearly indicates that K&M Drugs has relocated. **Exhibit 11** (June 2022 Google Map imagery). In addition, the pharmacy license for K&M Drugs clearly states the address for its new location. *See Exhibit 12* (K&M Drugs Pharmacy License). Because the Application failed to identify the correct location for K&M Drugs, SP Palm Beach has not shown that its development will be within 1.33 miles of a pharmacy. It must accordingly receive zero proximity points for this community service.

40. Importantly, SP Palm Beach cannot receive any proximity points for K&M Drugs' new location, which was mentioned nowhere in the Application. An Applicant is not eligible for proximity points for a service that was never referenced in the Application and established through evidence submitted only after Applications have been submitted. *See Houston Street Manor Ltd. P'ship v. Fla. Housing Fin. Corp.*, No. 15-3302BID, ¶¶ 18, 31 n.2 (Fla. DOAH Aug. 18, 2015) (Recommended Order) (concluding that an applicant could not earn proximity points for a transit service that was omitted from the application and discovered through evidence presented after bids had been opened), No. 2015-024BP (FHFC Sept. 18, 2015) (Final Order).

41. After revoking the 1.5 proximity points wrongly claimed for the pharmacy, SP Palm Beach is left with only 11.5 proximity points. **Exhibit 10**. This revised total falls below 12.5 points, rendering SP Palm Beach ineligible for the Proximity Funding Preference. RFA, pg. 25 (§ Four A.5.e.), pg. 70 (§ Five B.2.b.).

42. Without the advantage of the Proximity Funding Preference, SP Palm Beach is no longer the second highest-ranked Applicant proposing a development in Palm Beach County that meets the LGAO goal.¹

VI. Disputed Issues of Material Fact and Law

43. Disputed issues of material fact and law include the following:
- a. Whether Florida Housing’s Approved Scoring Results are contrary to the agency’s governing statutes, the agency’s rules of policies, or the solicitation specifications;
 - b. Whether Florida Housing’s Approved Scoring Results are clearly erroneous, contrary to competition, arbitrary, or capricious;
 - c. Whether Roseland’s Application meets the requirements of the RFA;
 - d. Whether Roseland should be deemed ineligible for submitting an inadequate Second Level Principal Disclosure for the Applicant;

¹ Questions could also be raised concerning whether SP Palm Beach was properly granted 5 Local Government Contribution points and deemed eligible for the Local Government Areas of Opportunity Designation and LGOA Funding Goal. To earn these qualifications, SP Palm Beach submitted a “Local Government Verification of Contribution - Loan Form (“Loan Form”). **Exhibit 13**. The Loan Form itself identifies the specific local officials that are authorized to sign the certification. *Id.* If the signatory does not hold one of the listed positions, he or she must have been “appointed” as the chief official staff member “responsible for such approvals.” *Id.* The signatory on SP Palm Beach’s Loan Form does not appear to be one of the authorized officials, and it is unclear whether he has been granted primary responsibility for issuing loan approvals.

- e. Whether Roseland should lose 5 points for submitting an inadequate Second Level Principal Disclosure for the Applicant;
- f. Whether Roseland should be found ineligible for failing to establish its readiness to proceed;
- g. Whether SP Palm Beach's Application meets the requirements of the RFA;
- h. Whether SP Palm Beach can receive any proximity points for K&M Drugs;
- i. Whether SP Palm Beach has achieved the Proximity Funding Preference;
- j. Whether Florida Housing's proposed award of funding to Roseland is clearly erroneous, arbitrary and capricious, or contrary to competition;
- k. Whether Florida Housing's ranking of SP Palm Beach is clearly erroneous, arbitrary and capricious, or contrary to competition.

VII. Statement of Ultimate Facts

44. The ultimate facts alleged are that Roseland is not eligible for funding and SP Palm Beach received an incorrect ranking. As a result of this determination, DM Redevelopment should be awarded Housing Credits as the highest-ranked Priority I Applicant that satisfies the LGAO Goal in Palm Beach County.

VIII. Right to Amend

45. Petitioner reserves the right to amend this petition if disputed issues of material fact or law become known during the course of discovery in this proceeding.

IX. Statutes and Rules that Entitle Petitioner to Relief

46. Statutes and rules entitling Petitioner to Relief are Part V of chapter 420, Florida Statutes; sections 120.569 and 120.57, Florida Statutes; Chapters 67-48, 67-60, 67-53, and rules 28-106 and 28-110, Florida Administrative Code.

X. Demand for Relief

47. Pursuant to section 120.57(3), Florida Statutes and Florida Administrative Code Rule 28-100.004, DM Redevelopment requests the following relief:

- a. Florida Housing schedule a meeting with Petitioner to discuss resolution of this protest within seven business days, as required by section 120.57(3)(d)1., Florida Statutes;
- b. If the matter cannot be resolved, that Florida Housing refer this petition to the Division of Administrative Hearings for assignment of an Administrative Law Judge (ALJ);
- c. The ALJ enter a Recommended Order holding Roseland ineligible for funding, determining that SP Palm Beach was not properly ranked, awarding funding to DM Redevelopment, and inviting DM Redevelopment to the credit underwriting process;
- d. That Florida Housing adopt the Recommended Order of the ALJ as a Final Order.

Respectfully submitted this 13th day of February, 2023.

/s/ Christopher B. Lunny

CHRISTOPHER B. LUNNY (FBN: 0008982)

E-mail: clunny@radeylaw.com

Secondary E-mail: kellis@radeylaw.com

MELISSA R. HEDRICK (FBN: 1010989)

E-mail: mhedrick@radeylaw.com

Secondary E-mail: mterry@radeylaw.com

Radey Law Firm

301 South Bronough Street, Suite 200

Tallahassee, Florida 32301

Telephone: (850) 425-6654

**COUNSEL FOR PETITIONER,
DM REDEVELOPMENT**

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that the foregoing Formal Written Protest and Petition for Formal Administrative Hearing has been filed by email to the Florida Housing Finance Corporation Clerk at CorporationClerk@floridahousing.org on this 13th day of February, 2023.

/s/ Christopher B. Lunny

CHRISTOPHER B. LUNNY

DM Redevelopment, Ltd. v. Florida Housing Finance Corporation

RFA NO.: 2022-202

Application No.: 2023-106C

EXHIBIT

1

RFA 2022-202 Board Approved Preliminary Awards

Total HC Available for RFA	16,491,600
Total HC Allocated	16,146,600
Total HC Remaining	345,000

Application Number	Name of Development	County	Name of Authorized Principal Representative	Developers	Demo	Total Units	HC Funding Amount	Eligible For Funding?	Priority Level	Qualifies for the Local Government Area of Opportunity	Total Points	Per Unit Construction Funding Preference	Development Category Funding Preference	Development Category	Total Corp Funding Per Set-Aside	Leveraging Classification	Proximity Funding Preference	Florida Job Creation Preference	Lottery Number
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One Broward County Applications

2023-114C	Residences at Beverly Park	Broward	Robert Hoskins	NuRock Development Partners, Inc.; R Howell Development, LLC; R Block Development, LLC	F	115	\$3,113,400	Y	1	Y	15	Y	Y	NC	\$152,966.16	A	Y	Y	1
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One Duval County Application

2023-107C	Madison Palms	Duval	James R. Hoover	TVC Development, Inc.	F	240	\$2,241,600	Y	1	Y	15	Y	Y	NC	\$171,856.00	A	Y	Y	5
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One Hillsborough County Application

2023-113C	Lake Bluetail	Hillsborough	Shawn Wilson	Blue LBT Developer, LLC	F	120	\$2,850,000	Y	1	Y	15	Y	Y	NC	\$158,068.13	A	Y	Y	4
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One Orange County Application

2023-112C	The Beacon at Creative Village - Phase II	Orange	Jay P. Brock	Atlantic Housing Partners II, L.L.C.	F	81	\$2,850,000	Y	1	Y	15	Y	Y	NC	\$243,982.80	B	N	Y	15
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One Palm Beach County Application

2023-115C	Southridge Phase I	Palm Beach	Darren Smith	SHAG Roseland Gardens Developer, LLC; Magnolia Affordable Development, Inc.	E, Non-ALF	125	\$2,850,000	Y	1	Y	15	Y	Y	NC	\$152,745.13	A	Y	Y	2
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One Pinellas County Application

2023-104C	Clearwater Gardens	Pinellas	Brett Green	Archway Clearwater Gardens Developer, LLC	F	81	\$2,241,600	Y	1	Y	15	Y	Y	NC	\$184,184.80	A	Y	Y	8
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On January 27, 2023, the Board of Directors of Florida Housing Finance Corporation approved the Review Committee’s motion and staff recommendation to select the above Applications for funding and invite the Applicants to enter credit underwriting.

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

Exhibit 1

DM Redevelopment, Ltd. v. Florida Housing Finance Corporation

RFA NO.: 2022-202

Application No.: 2023-106C

EXHIBIT

2



PHONE (850) 425-6694 FAX (850) 425-6694 WEB: WWW.RADEYLAW.COM
MAIL: POST OFFICE BOX 10967 | TALLAHASSEE, FL 32302 OFFICE 301 SOUTH BRONOUGH ST. | STE. 200 | TALLAHASSEE, FL 32301

February 1, 2023

Via Electronic Filing

Corporation Clerk
Florida Housing Finance Corporation
227 North Bronough Street
Suite 5000
Tallahassee, Florida 32301

Re: Notice of Intent to Protest, RFA 2022-202, Proposed Funding Selections

Dear Corporation Clerk:

Pursuant to section 120.57(3), Florida Statutes, rule chapters 28-106 and 28-110, and rule 67-60.009, Florida Administrative Code, Applicant No. 2023-106C, DM Redevelopment, Ltd., files this Notice of Intent to Protest the proposed funding selections adopted by the Florida Housing Finance Corporation ("FHFC") Board of Directors on January 27, 2023, concerning Request for Applications 2022-202, Housing Credit Financing for Affordable Housing Developments Located in Broward, Duval, Hillsborough, Orange, Palm Beach, and Pinellas Counties.

A copy of the Board's Approved Preliminary Awards, as posted on the FHFC website, is attached to this notice as **Exhibit A**. A copy of the Board's Approved Scoring Results, also posted on the FHFC website, is attached as **Exhibit B**. A formal written protest petition will be filed within 10 days of this notice, as required by law.

Sincerely,

Christopher Lunny

Exhibit 2

RFA 2022-202 Board Approved Preliminary Awards

Total HC Available for RFA	16,491,600
Total HC Allocated	16,146,600
Total HC Remaining	345,000

Application Number	Name of Development	County	Name of Authorized Principal Representative	Developers	Demo	Total Units	HC Funding Amount	Eligible For Funding?	Priority Level	Qualifies for the Local Government Area of Opportunity	Total Points	Per Unit Construction Funding Preference	Development Category Funding Preference	Development Category	Total Corp Funding Per Set-Aside	Leveraging Classification	Proximity Funding Preference	Florida Job Creation Preference	Lottery Number
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One Broward County Applications

2023-114C	Residences at Beverly Park	Broward	Robert Hoskins	NuRock Development Partners, Inc.; R Howell Development, LLC; R Block Development, LLC	F	115	\$3,113,400	Y	1	Y	15	Y	Y	NC	\$152,966.16	A	Y	Y	1
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One Duval County Application

2023-107C	Madison Palms	Duval	James R. Hoover	TVC Development, Inc.	F	240	\$2,241,600	Y	1	Y	15	Y	Y	NC	\$171,856.00	A	Y	Y	5
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One Hillsborough County Application

2023-113C	Lake Bluetail	Hillsborough	Shawn Wilson	Blue LBT Developer, LLC	F	120	\$2,850,000	Y	1	Y	15	Y	Y	NC	\$158,068.13	A	Y	Y	4
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One Orange County Application

2023-112C	The Beacon at Creative Village - Phase II	Orange	Jay P. Brock	Atlantic Housing Partners II, L.L.C.	F	81	\$2,850,000	Y	1	Y	15	Y	Y	NC	\$243,982.80	B	N	Y	15
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One Palm Beach County Application

2023-115C	Southridge Phase I	Palm Beach	Darren Smith	SHAG Roseland Gardens Developer, LLC; Magnolia Affordable Development, Inc.	E, Non-ALF	125	\$2,850,000	Y	1	Y	15	Y	Y	NC	\$152,745.13	A	Y	Y	2
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One Pinellas County Application

2023-104C	Clearwater Gardens	Pinellas	Brett Green	Archway Clearwater Gardens Developer, LLC	F	81	\$2,241,600	Y	1	Y	15	Y	Y	NC	\$184,184.80	A	Y	Y	8
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On January 27, 2023, the Board of Directors of Florida Housing Finance Corporation approved the Review Committee's motion and staff recommendation to select the above Applications for funding and invite the Applicants to enter credit underwriting.

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

RFA 2022-202 Board Approved Scoring Results

Application Number	Name of Development	County	Name of Authorized Principal Representative	Developers	Demo	Total Units	HC Funding Amount	Eligible For Funding?	Priority Level	Qualifies for the Local Government Area of Opportunity	Total Points	Per Unit Construction Funding Preference	Development Category Funding Preference	Development Category	Total Corp Funding Per Set-Aside	Leveraging Classification	Proximity Funding Preference	Florida Job Creation Preference	Lottery Number
2023-101C	Foxcroft Estates	Broward	David O. Deutch	Pinnacle Communities, LLC	F	84	\$3,030,000	Y	1	N	10	Y	Y	NC	\$211,264.59	A	Y	Y	6
2023-102C	Calusa Pointe	Palm Beach	J. David Page	Southport Development, Inc.,	E, Non-ALF	110	\$2,800,000	Y	1	Y	15	Y	Y	NC	\$194,727.27	A	Y	Y	3
2023-103C	Grand East Village	Orange	Matthew A. Rieger	HTG Grand East Developer, LLC	E, Non-ALF	92	\$2,700,000	Y	1	N	15	Y	Y	NC	\$243,000.00	B	Y	Y	11
2023-104C	Clearwater Gardens	Pinellas	Brett Green	Archway Clearwater Gardens Developer, LLC	F	81	\$2,241,600	Y	1	Y	15	Y	Y	NC	\$184,184.80	A	Y	Y	8
2023-105C	The Pantry Lofts	Broward	Oscar Sol	The Pantry Lofts GM Dev, LLC; The Pantry Lofts NP Dev,	E, Non-ALF	100	\$3,203,700	Y	1	Y	15	Y	Y	NC	\$181,013.15	A	Y	Y	10
2023-106C	The Residences at Martin Manor	Palm Beach	Kenneth Naylor	DM Redevelopment Developer, LLC	F	95	\$2,565,000	Y	1	Y	15	Y	Y	NC	\$180,882.40	A	Y	Y	7
2023-107C	Madison Palms	Duval	James R. Hoover	TVC Development, Inc.	F	240	\$2,241,600	Y	1	Y	15	Y	Y	NC	\$171,856.00	A	Y	Y	5
2023-108C	Tallman Pines - Phase I	Broward	Matthew A. Rieger	HTG Tallman Villas Developer, LLC; Building	F	80	\$2,500,000	Y	1	Y	15	Y	Y	NC	\$184,232.07	A	Y	Y	9
2023-109C	The Flats on Main Street	Pinellas	Brett Green	The Flats on Main Street Developer, LLC	F	63	\$2,020,000	Y	1	Y	15	Y	Y	NC	\$230,972.57	B	Y	Y	13
2023-110C	Flats on 4th	Pinellas	Brett Green	Flats on 4th Developer, LLC	F	64	\$1,925,000	Y	1	Y	15	Y	Y	NC	\$216,670.78	A	Y	Y	14
2023-111C	Grand Oaks	Pinellas	Brian Evjen	Newstar Development, LLC; Norstar Development USA,	F	80	\$2,241,600	Y	1	Y	15	Y	Y	NC	\$187,715.73	A	Y	Y	12
2023-112C	The Beacon at Creative Village - Phase II	Orange	Jay P. Brock	Atlantic Housing Partners II, LLC.	F	81	\$2,850,000	Y	1	Y	15	Y	Y	NC	\$243,982.80	B	N	Y	15
2023-113C	Lake Bluetail	Hillsborough	Shawn Wilson	Blue LBT Developer, LLC	F	120	\$2,850,000	Y	1	Y	15	Y	Y	NC	\$158,068.13	A	Y	Y	4
2023-114C	Residences at Beverly Park	Broward	Robert Hoskins	NuRock Development Partners, Inc.; R Howell	F	115	\$3,113,400	Y	1	Y	15	Y	Y	NC	\$152,966.16	A	Y	Y	1
2023-115C	Southridge Phase I	Palm Beach	Darren Smith	SHAG Roseland Gardens Developer, LLC; Magnolia	E, Non-ALF	125	\$2,850,000	Y	1	Y	15	Y	Y	NC	\$152,745.13	A	Y	Y	2

On January, 27, 2023, the Board of Directors of Florida Housing Finance Corporation approved the Review Committee's motion to adopt the scoring results above.

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DM Redevelopment, Ltd. v. Florida Housing Finance Corporation

RFA NO.: 2022-202

Application No.: 2023-106C

EXHIBIT

3

RFA 2022-202 Board Approved Scoring Results

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On January, 27, 2023, the Board of Directors of Florida Housing Finance Corporation approved the Review Committee's motion to adopt the scoring results above.

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Exhibit 3

DM Redevelopment, Ltd. v. Florida Housing Finance Corporation

RFA NO.: 2022-202

Application No.: 2023-106C

EXHIBIT

4

Principal Disclosures for the Applicant

APPROVED for HOUSING CREDITS
FHFC Advance Review
 Received 12.6.22; Approved 12.9.22

Select the organizational structure for the Applicant entity:

The Applicant is a: Limited Partnership

Provide the name of the Applicant Limited Partnership:

Roseland Gardens, LLLP

First Principal Disclosure Level:

[Click here for Assistance with Completing the Entries for the First Level Principal Disclosure for the Applicant](#)

First Level Entity #	Select Type of Principal of Applicant	Enter Name of First Level Principal	Select organizational structure of First Level Principal identified
1.	<u>General Partner</u>	<u>WPBHA Roseland Gardens, LLC</u>	<u>Limited Liability Company</u>
2.	<u>General Partner</u>	<u>SHAG Roseland Gardens, LLC</u>	<u>Limited Liability Company</u>
3.	<u>Investor LP</u>	<u>Smith, Darren</u>	<u>Natural Person</u>

Second Principal Disclosure Level:

Roseland Gardens, LLLP

[Click here for Assistance with Completing the Entries for the Second Level Principal Disclosure for the Applicant](#)

Select the corresponding First Level Principal Entity # from above for which the Second Level Principal is being identified

Second Level Entity #	Select the type of Principal being associated with the corresponding First Level Principal Entity	Enter Name of Second Level Principal	Select organizational structure of Second Level Principal identified
<u>1. (WPBHA Roseland Gardens, LLC)</u>	<u>1.A. Sole Member</u>	<u>Magnolia Affordable Development, Inc.*</u>	<u>Non-Profit Corporation</u>
<u>2. (SHAG Roseland Gardens, LLC)</u>	<u>2.A. Managing Member</u>	<u>Smith, Darren</u>	<u>Natural Person</u>
<u>2. (SHAG Roseland Gardens, LLC)</u>	<u>2.B. Managing Member</u>	<u>Henzy, Timothy</u>	<u>Natural Person</u>
<u><Select a #></u>	<u><Select an option></u>	<u>*Magnolia Affordable Development, Inc. is an</u>	<u><Select an option></u>
<u><Select a #></u>	<u><Select an option></u>	<u>Instrumentality of The West Palm Beach Housing</u>	<u><Select an option></u>
<u><Select a #></u>	<u><Select an option></u>	<u>Authority</u>	<u><Select an option></u>

Third Principal Disclosure Level:

Roseland Gardens, LLLP

[Click here for Assistance with Completing the Entries for the Third Level Principal Disclosure for the Applicant](#)

Select the corresponding Second Level Principal Entity # from above for which the Third Level Principal is being identified

Third Level Entity #	Select the type of Principal being associated with the corresponding Second Level Principal Entity	Enter Name of Third Level Principal who must be either a Natural Person or a Trust	The organizational structure of Third Level Principal identified. Must be either a Natural Person or a Trust
<u>1.A. (Magnolia Affordable Developme</u>	<u>1.A.(1) Executive Director</u>	<u>Odum, Linda</u>	<u>Natural Person</u>
<u>1.A. (Magnolia Affordable Developme</u>	<u>1.A.(2) Officer/Director</u>	<u>Smith-Barnes, Denise</u>	<u>Natural Person</u>
<u>1.A. (Magnolia Affordable Developme</u>	<u>1.A.(3) Officer/Director</u>	<u>Brown, Larry</u>	<u>Natural Person</u>

Exhibit 4

DM Redevelopment, Ltd. v. Florida Housing Finance Corporation

RFA NO.: 2022-202

Application No.: 2023-106C

EXHIBIT

5

FLORIDA HOUSING FINANCE CORPORATION (CORPORATION)

CONTINUOUS ADVANCE REVIEW PROCESS FOR DISCLOSURE OF APPLICANT AND DEVELOPER
PRINCIPALS

Applicants responding to the Non-Competitive Application and most of the upcoming RFAs issued by the Corporation will be required to complete the Principals of the Applicant and Developer(s) Disclosure Form (Form Rev. 05-2019), which is available on the Non-Competitive webpage and the webpage for each particular RFA. The Applicant must disclose on the form the Principals of the Applicant and each Developer, as required by the following instructions and the applicable program rule(s) (i.e., Rule Chapter 67-48, F.A.C., and/or Rule Chapter 67-21, F.A.C.).

To assist Applicants in meeting the Principals disclosure requirements, the Corporation offers a courtesy Advance Review Process. Under this process, the Corporation will review the Applicant's completed form and provide feedback. Applicants are not required to participate in the Advance Review Process in order to submit an Application in response to any RFA. This process is provided solely as a courtesy by the Corporation. The Advance Review Process Terms and Conditions are outlined in Item A below. Applicants may complete the form and submit it to the Corporation for review subject to the Disclosure Instructions outlined in Section B below and the Rule definitions outlined in Section C below. Sample charts and examples are provided in Section D below. In addition, the Corporation has provided Frequently Asked Questions (FAQ) on the Non-Competitive Application webpage and the webpage for each particular RFA, which may be updated from time to time.

A. Advance Review Process

The Corporation will review a completed Principals of the Applicant and Developer(s) Disclosure Form (Form Rev. 05-2019), hereunder referred to as the "Principals Disclosure Form", subject to the following terms and conditions:

1. The Corporation's review of a completed Principals Disclosure Form will be subject to the same review standards as in the Non-Competitive Application or RFA, as applicable.
2. An Applicant may submit its initial Principals Disclosure Form and any corrected Principals Disclosure Form, only in the form of an Excel file, for review to the Corporation by electronic mail (email) to FHFCAdvanceReview@floridahousing.org. An initial Principals Disclosure Form and any corrected Principals Disclosure Form submitted to the Corporation by any other means or in any form other than an Excel file will not be reviewed under the Advance Review Process by the Corporation.
3. The Applicant's email transmittal must include a contact person and email address for purposes of any response by the Corporation.
4. Corporation staff will review the Applicant's Principals Disclosure Form 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 an initial or corrected Principals Disclosure Form that is transmitted in the form of an Excel file to the email address as specified by the Corporation.
6. The Corporation shall notify the Applicant's contact person if the Principals Disclosure Form is approved. As evidence of the Corporation's approval of a Principals Disclosure Form (whether it be the Applicant's initial form submittal, or a revised form submitted by the Applicant in response to a notice of deficiency previously issued by the Corporation), the approved Principals Disclosure Form shall be stamped (a) with the date it was received by the Corporation and (b) the date it was approved by the Corporation, for that purpose ("Stamped Principals Disclosure Form"). The received and approval stamps will be inserted in the upper right-hand corner of each page of the Principals Disclosure Form for both the Applicant and the

Developer(s). The Stamped Principals Disclosure Form shall be transmitted via email to the Applicant's contact person. The approved Principals Disclosure form will be locked and no further changes can be made to the approved form by the Applicant.

7. At the time the Application to which the Principals Disclosure Form applies is submitted to the Corporation, the Applicant must upload the Excel form along with the Application and Development Cost Pro Forma. The Corporation will only review the Stamped Principals Disclosure Form uploaded with the Application submittal to the extent necessary to confirm that it consists entirely of materials approved by the Corporation and is for the Applicant and Developer(s) stated in the Application; otherwise, the Corporation shall accept the Stamped Principals Disclosure Form as meeting the applicable requirements of the applicable RFA.

In a case where the Applicant does not have a Stamped Principals Disclosure Form (i.e., the Applicant participated in the Advance Review Process but did not receive a Stamped Principals Disclosure Form, or the Applicant chose not to participate in the Advance Review Process), an Applicant must complete the Principals of the Applicant and Developer(s) Disclosure Form (Form Rev. 05-2019) and upload the form as part of its Application submittal.

8. The courtesy Advance Review Process is an open, ongoing process and an Applicant may submit an initial Principals Disclosure Form or a corrected Principals Disclosure Form 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. 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, and in accordance with any Advance Review deadline outlined in the RFA.

Once a Stamped Principals Disclosure Form is received by the Applicant, it may be included in future RFA submissions, provided (a) the information stated on the Stamped Principals Disclosure Form is correct for the particular Application submission and, (b) the correct version of the form is provided pursuant to the RFA instructions.

B. Disclosure Instructions - Principals for the Applicant and for each Developer

For each Request for Applications (RFA) requiring the disclosure of Applicant and Developer Principals, the Applicant must complete and upload the Principals of the Applicant and Developer(s) Disclosure Form (Form Rev. 05-2019) as a part of the RFA submission, identifying the Principals for the Applicant and the Principals for each Developer, as follows:

1. For a Limited Partnership, identify the following: (i) the Principals of the Applicant as of the Application Deadline and (ii) the Principals for each Developer 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, identify the following: (i) the Principals of the Applicant as of the Application Deadline and (ii) the Principals for each Developer as of the Application Deadline. This list must include warrant holders and/or option holders of the proposed Development.
3. For all other entities, identify the following: (i) the Principals of the Applicant as of the Application Deadline and (ii) the Principals for each Developer as of the Application Deadline.

C. Rule Definitions for Applicant, Developer and Principal

1. "Applicant" is defined as follows:

Subsection 67-48.002(9), F.A.C.: "Applicant" means any person or legal entity of the type and with the management and ownership structure described herein that is seeking a loan or funding from the Corporation by submitting an Application or responding to a competitive solicitation pursuant to Rule

Chapter 67-60, F.A.C., for one or more of the Corporation's programs. For purposes of Rules 67-48.0105, 67-48.0205 and 67-48.031, F.A.C., Applicant also includes any assigns or successors in interest of the Applicant. Unless otherwise stated in a competitive solicitation, as used herein, a 'legal entity' means a legally formed corporation, limited partnership or limited liability company.

Subsection 67-21.002(9), F.A.C.: "Applicant" means any person or legal entity of the type and with the management and ownership structure described herein that is seeking a loan or funding from the Corporation by submitting an Application or responding to a competitive solicitation pursuant to Rule Chapter 67-60, F.A.C., for one or more of the Corporation's programs. For purposes of Rule 67-21.031, F.A.C., Applicant also includes any assigns or successors in interest of the Applicant. Unless otherwise stated in a competitive solicitation, as used herein, a 'legal entity' means a legally formed corporation, limited partnership or limited liability company.

2. "Developer" is defined in subsections 67-48.002(28) and 67-21.002(30), F.A.C., as follows:

"Developer" means any individual, association, corporation, joint venturer, or partnership which possesses the requisite skill, experience, and credit worthiness to successfully produce affordable housing as required in the Application.

3. "Principal" is defined in subsections 67-48.002(93) and 67-21.002(85), F.A.C., as follows:

(94) "Principal" means:

- (a) For a corporation, each officer, director, executive director, and shareholder of the corporation.
- (b) For a limited partnership, each general partner and each limited partner of the limited partnership.
- (c) For a limited liability company, each manager and each member of the limited liability company.
- (d) For a trust, each trustee of the trust and all beneficiaries of majority age (i.e.; 18 years of age) as of Application deadline.
- (e) For a Public Housing Authority, each officer, director, commissioner, and executive director of the Authority.

D. Sample Charts and Examples

Disclosure requirements for the Applicant and each Developer are outlined in subsections 67-48.0075, and 67-21.0025, F.A.C., as follows:

- (8) Unless otherwise stated in a competitive solicitation, disclosure of the Principals of the Applicant must comply with the following:
- (a) The Applicant must disclose all of the Principals of the Applicant (first principal disclosure level). For Applicants seeking Housing Credits, the Housing Credit Syndicator/Housing Credit investor need only be disclosed at the first principal disclosure level and no other disclosure is required;
 - (b) The Applicant must disclose all of the Principals of all the entities identified in paragraph (a) above (second principal disclosure level);
 - (c) The Applicant must disclose all of the Principals of all of the entities identified in paragraph (b) above (third principal disclosure level). Unless the entity is a trust, all of the Principals must be natural persons; and
 - (d) If any of the entities identified in (c) above are a trust, the Applicant must disclose all of the Principals of the trust (fourth principal disclosure level), all of whom must be natural persons.
- (9) Unless otherwise stated in a competitive solicitation, disclosure of the Principals of each Developer must comply with the following:

- (a) The Applicant must disclose all of the Principals of the Developer (first principal disclosure level); and
- (b) The Applicant must disclose all of the Principals of all the entities identified in paragraph (a) above (second principal disclosure level).

To assist the Applicant in completing the Principals Disclosure Form, the Corporation has developed a decision tree chart as well as samples designed to illustrate the acceptable format for listing Principals for the Applicant and for each Developer. The chart and samples are set out below for easy reference.

1. Principal Disclosures for the Applicant and each Developer:

The Corporation is providing the following charts and examples to assist the Applicant in completing the required Principals Disclosure Form identifying the Principals for the Applicant and for each Developer. The terms Applicant, Developer and Principal are defined in Section C above and in Rules 67-48.002 and 67-21.002, F.A.C.

Section a.(1) below outlines the required information concerning the ownership structure for the Applicant entity. By the Third Principal Disclosure Level, all Principals of the Applicant entity, with the exception of a trust disclosed at the Third Principal Disclosure Level, must be natural persons (e.g., Samuel S. Smith). If a trust is disclosed at the Third Principal Disclosure Level, the Trustee and all Beneficiaries of majority age must be natural persons by the Fourth Principal Disclosure Level.

Section a.(2) below outlines the required information concerning the ownership structure of each Developer entity.

a. Charts:

(1) For the Applicant entity:

(a) Limited Partnership:

If the Applicant entity is a Limited Partnership, identify the Applicant Limited Partnership by name

and

(i) First Principal Disclosure Level:

List the Name of each General Partner of the Applicant Limited Partnership and label each as General Partner	and	List the name of each Limited Partner of the Applicant Limited Partnership and label each as either non-investor Limited Partner or investor Limited Partner (i.e., equity provider and/or placeholder), as applicable
--	-----	--

Note: For any General Partner and/or Limited Partner that is a natural person, no further disclosure is required. For any General Partner and/or Limited Partner that is **not** a natural person, a Second Principal Disclosure Level is required.

and

(ii) Second Principal Disclosure Level:

At the Second Principal Disclosure Level, the parties involved in each General Partner and Limited Partner entity can include a Limited Partnership, a Limited Liability Company, a Corporation, a Trust, a Public Housing Authority (PHA), and/or a natural person.

For each General Partner and Limited Partner of the Applicant that, at the First Principal Disclosure Level, is a Limited Partnership:	For each General Partner and Limited Partner of the Applicant that, at the First Principal Disclosure Level, is a Limited Liability Company:	For each General Partner and Limited Partner of the Applicant that, at the First Principal Disclosure Level, is a Corporation:	For each General Partner and Limited Partner of the Applicant that, at the First Principal Disclosure Level, is a Trust:	For each General Partner and Limited Partner of the Applicant that, at the First Principal Disclosure Level, is a PHA:
List the name of each General Partner and label each as General Partner	List the name of each Manager and label each as Manager	List the name of each Officer/Director and label each as Officer/Director	List the name of each Trustee (each of whom must be a natural person) and label each as Trustee	List the name of each Officer/Director and label each as Officer/Director
and	and	and	and	and
List the name of each Limited Partner and label each as Limited Partner	List the name of each Member and label each as Member	List the name of each Executive Director, and label each as Executive Director	List the name of each Beneficiary who has reached the age of majority (i.e., 18 years of age) as of Application deadline (each of whom must be a natural person) and label each as Beneficiary	List the name of each Executive Director, and label each as Executive Director
		and List the name of each Shareholder and label each as Shareholder		and/or List the name of each Executive Director, and label each as Executive Director and List the name of each Commissioner and label each as Commissioner

Note: For any General Partner, Limited Partner, Manager, Member, or Shareholder that is a natural person, no further disclosure is required. For any General Partner, Limited Partner, Manager, Member, or Shareholder that is **not** a natural person, a Third Principal Disclosure Level is required.

and

(iii) Third Principal Disclosure Level:

By the Third Principal Disclosure Level, the parties involved in each General Partner and Limited Partner entity must be natural persons and cannot involve any type of entity except a Trust.

For each General Partner and Limited Partner that, at the Second Principal Disclosure Level, is a Limited Partnership:	For each General Partner and Limited Partner that, at the Second Principal Disclosure Level, is a Limited Liability Company:	For each General Partner and Limited Partner that, at the Second Principal Disclosure Level, is a Corporation:	For each General Partner and Limited Partner that, at the Second Principal Disclosure Level, is a Trust:	For each General Partner and Limited Partner of the Applicant that, at the First Principal Disclosure Level, is a PHA:
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List the name of each General Partner and label each as General Partner	List the name of each Manager and label each as Manager	List the name of each Officer/Director and label each as Officer/Director	List the name of each Trustee (each of whom must be a natural person) and label each as Trustee	List the name of each Officer/Director and label each as Officer/Director
and	and	and	and	and

List the name of each Limited Partner and label each as Limited Partner	List the name of each Member and label each as Member	List the name of each Executive Director, and label each Executive Director	List the name of each Beneficiary who has reached the age of majority (i.e., 18 years of age) as of Application deadline (each of whom must be a natural person) and label each as Beneficiary	List the name of each Executive Director, and label each as Executive Director
		and		and/or
		List the name of each Shareholder and label each as Shareholder		List the name of each Executive Director, and label each as Executive Director
				and
				List the name of each Commissioner and label each as Commissioner

- (iv) If any Party involved in a General Partner or Limited Partner entity at the Third Principal Disclosure Level is a Trust, list the name of the Trustee and each Beneficiary (each of whom must be a natural person) at the Fourth Principal Disclosure Level.

By submitting this information to the Corporation, the Applicant is affirmatively stating that the parties disclosed in (i), (ii), (iii), and (iv) above constitute the entire ownership structure of the Applicant Limited Partnership entity.

- (b) Limited Liability Company:

If the Applicant entity is a Limited Liability Company, identify the Applicant Limited Liability Company by name

and

- (i) First Principal Disclosure Level:

List the name of each Manager of the Applicant Limited Liability Company and label each as either non-investor Manager or investor Manager (i.e., equity provider and/or placeholder), as applicable	and	List the name of each Member of the Applicant Limited Liability Company and label each as either non-investor Member or investor Member (i.e., equity provider and/or placeholder), as applicable
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Note: For any Manager and/or Member that is a natural person, no further disclosure is required. For any Manager and/or Member that is **not** a natural person, a Second Principal Disclosure Level is required.

and

(ii) Second Principal Disclosure Level:

At the Second Principal Disclosure Level, the parties involved in each Manager and Member entity can involve a Limited Partnership, a Limited Liability Company, a Corporation, Trust, PHA, and/or a natural person.

For each Manager and Member of the Applicant that, at the First Principal Disclosure Level, is a Limited Partnership:	For each Manager and Member of the Applicant that, at the First Principal Disclosure Level, is a Limited Liability Company:	For each Manager and Member of the Applicant that, at the First Principal Disclosure Level, is a Corporation:	For each Manager and Member of the Applicant that, at the First Principal Disclosure Level, is a Trust:	For each Manager and Member of the Applicant that, at the First Principal Disclosure Level, is a PHA:
List the name of each General Partner and label each as General Partner	List the name of each Manager and label each as Manager	List the name of each Officer/Director and label each as Officer/Director	List the name of each Trustee (each of whom must be a natural person) and label each as Trustee	List the name of each Officer/Director and label each as Officer/Director
and	and	and	and	and
List the name of each Limited Partner and label each as Limited Partner	List the name of each Member and label each as Member	List the name of each Executive Director, and label each as Executive Director	List the name of each Beneficiary who has reached the age of majority (i.e., 18 years of age) as of Application deadline (each of whom must be a natural person) and label each as Beneficiary	List the name of each Executive Director, and label each as Executive Director
		and List the name of each Shareholder and label each as Shareholder		and/or List the name of each Executive Director, and label each as Executive Director and List the name of each Commissioner and label each as Commissioner

Note: For any General Partner, Limited Partner, Manager, Member, or Shareholder that is a natural person, no further disclosure is required. For any General Partner, Limited Partner, Manager, Member, or Shareholder that is **not** a natural person, a Third Principal Disclosure Level is required.

and

(iii) Third Principal Disclosure Level:

By the Third Principal Disclosure Level, the parties involved in each Manager and Member entity must be natural persons and cannot involve any type of entity except a Trust.

For each Manager and Member that, at the Second Disclosure Level, is a Limited Partnership:	For each Manager and Member that, at the Second Disclosure Level, is a Limited Liability Company:	For each Manager and Member that, at the Second Disclosure Level, is a Corporation:	For each Manager and Member that, at the Second Disclosure Level, is a Trust:	For each Manager and Member of the Applicant that, at the Second Principal Disclosure Level, is a PHA:
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List the name of each General Partner and label each as General Partner	List the name of each Manager and label each as Manager	List the name of each Officer/Director and label each as Officer/Director	List the name of each Trustee (each of whom must be a natural person) and label each as Trustee	List the name of each Officer/Director and label each as Officer/Director
and	and	and	and	and
List the name of each Limited Partner and label each as Limited Partner	List the name of each Member and label each as Member	List the name of each Executive Director, and label each as Executive Director	List the name of each Beneficiary who has reached the age of majority (i.e., 18 years of age) as of Application deadline (each of whom must be a natural person) and label each as Beneficiary	List the name of each Executive Director, and label each as Executive Director
		and		and/or
		List the name of each Shareholder and label each as Shareholder		List the name of each Executive Director, and label each as Executive Director
				and
				List the name of each Commissioner and label each as Commissioner

- (iv) If any party involved in Manager or Member entity at the Third Principal Disclosure Level is a Trust, list the name of the Trustee and each Beneficiary (each of whom must be a natural person) at the Fourth Principal Disclosure Level.

By submitting this information to the Corporation, the Applicant is affirmatively stating that the parties disclosed in (i), (ii), (iii), and (iv) above constitute the entire ownership structure of the Applicant Limited Liability Company entity.

(c) Corporation:

If the Applicant entity is a Corporation, identify the Applicant Corporation by name

and

(i) First Principal Disclosure Level:

List the name of each Officer/Director of the Applicant Corporation and label each as Officer/Director	and	List the name of each Executive Director of the Applicant Corporation and label each as Executive Director	and	List the name of each Shareholder
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Note: For any Shareholder that is a natural person, no further disclosure is required. For any Shareholder that is **not** a natural person, a Second Principal Disclosure Level is required.

and

(ii) Second Principal Disclosure Level:

At the Second Principal Disclosure Level, the parties involved in each Shareholder entity can involve a Limited Partnership, a Limited Liability Company, a Corporation, a Trust, PHA, and/or a natural person.

For each Shareholder that, at the First Principal Disclosure Level, is a Limited Partnership:	For each Shareholder that, at the First Principal Disclosure Level, is a Limited Liability Company:	For each Shareholder that, at the First Principal Disclosure Level, is a Corporation:	For each Shareholder that, at the First Principal Disclosure Level, is a Trust:	For each Shareholder of the Applicant that, at the First Principal Disclosure Level, is a PHA:
List the name of each General Partner and label each as General Partner	List the name of each Manager and label each as Manager	List the name of each Officer/Director and label each as Officer/Director	List the name of each Trustee (each of whom must be a natural person) and label each as Trustee	List the name of each Officer/Director and label each as Officer/Director
and	and	and	and	and
List the name of each Limited Partner and label each as Limited Partner	List the name of each Member and label each as Member	List the name of each Executive Director, and label each as Executive Director	List the name of each Beneficiary who has reached the age of majority (i.e., 18 years of age) as of Application deadline (each of whom must be a natural person) and label each as Beneficiary	List the name of each Executive Director, and label each as Executive Director
		and List the name of each Shareholder and label each as Shareholder		and/or List the name of each Executive Director, and label each as Executive Director and List the name of each Commissioner and label each as Commissioner

Note: For any General Partner, Limited Partner, Manager, Member, and/or Shareholder that is a natural person, no further disclosure is required. For any General Partner, Limited Partner, Manager, Member, and/or Shareholder that is **not** a natural person, a Third Principal Disclosure Level is required.

and

(iii) Third Principal Disclosure Level:

By the Third Principal Disclosure Level, the parties involved in each Shareholder entity must be natural persons and cannot involve any type of entity except a Trust.

For each Shareholder entity that, at the Second Principal Disclosure Level, is a Limited Partnership:	For each Shareholder entity that, at the Second Principal Disclosure Level, is a Limited Liability Company:	For each Shareholder entity that, at the Second Principal Disclosure Level, is a Corporation:	For each Shareholder that, at the Second Principal Disclosure Level, is a Trust:	For each Shareholder of the Applicant that, at the Second Principal Disclosure Level, is a PHA:
List the name of each General Partner and label each as General Partner	List the name of each Manager and label each as Manager	List the name of each Officer/Director and label each as Officer/Director	List the name of each Trustee (each of whom must be a natural person) and label each as Trustee	List the name of each Officer/Director and label each as Officer/Director

and	and	and	and	and
List the name of each Limited Partner and label each as Limited Partner	List the name of each Member and label each as Member	List the name of each Executive Director, and label each as Executive Director	List the name of each Beneficiary who has reached the age of majority (i.e., 18 years of age) as of Application deadline (each of whom must be a natural person) and label each as Beneficiary	List the name of each Executive Director, and label each as Executive Director
		and		and/or
		List the name of each Shareholder and label each as Shareholder		List the name of each Executive Director, and label each as Executive Director and List the name of each Commissioner and label each as Commissioner

- (iv) If any party involved in a shareholder entity at the Third Principal Disclosure Level is a Trust, list the name of the Trustee and each Beneficiary (each of whom must be a natural person) at the Fourth Principal Disclosure Level.

By submitting this information to the Corporation, the Applicant is affirmatively stating that the parties disclosed in (i), (ii), (iii), and (iv) above constitute the entire ownership structure of the Applicant Corporation entity.

(2) For Each Developer entity:

For purposes of the Developer entities disclosed by the Second Principal Disclosure Level, there is no requirement that such parties be limited to natural persons.

- (a) If the Developer entity is a Limited Partnership, identify the Developer Limited Partnership entity by name

and

- (i) First Principal Disclosure Level:

List the Name of each General Partner of the Developer Limited Partnership and label each as a General Partner	and	List the name of each Limited Partner of the Developer Limited Partnership and label each as a Limited Partner
--	-----	--

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

and

- (ii) Second Principal Disclosure Level:

For each General Partner or Limited Partner of the Developer that is a Limited Partnership:	For each General Partner or Limited Partner of the Developer that is a Limited Liability Company:	For each General Partner or Limited Partner of the Developer that is a Corporation:	For each General Partner and Limited Partner of the Developer that is a PHA:
---	---	---	--

List the name of all General Partners and label each as General Partner	List the name of all Managers and label each as Manager	List the name of each Officer/Director and label each as Officer/Director	List the name of each Officer/Director and label each as Officer/Director
and	and	and	and
List the name of each Limited Partner and label each as Limited Partner	List the name of each Member and label each as Member	List the name of each Executive Director and label each as Executive Director	List the name of each Executive Director, and label each as Executive Director
		and	and/or
		List the name of each Shareholder and label each as Shareholder	List the name of each Executive Director, and label each as Executive Director and List the name of each Commissioner and label each as Commissioner

Note: For any General Partner, Limited Partner, Manager, Member and/or Shareholder that is a natural person (e.g., Samuel S. Smith), no further disclosure is required.

(b) If the Developer entity is a Limited Liability Company, identify the Developer Limited Liability Company by name

and

(i) First Principal Disclosure Level:

List the name of each Manager of the Developer Limited Liability Company and label each as a Manager	and	List the name of each Member of the Developer Limited Liability Company and label each as Member
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Note: For any Manager and/or Member that is a natural person (e.g., Samuel S. Smith), no further disclosure is required.

and

(ii) Second Principal Disclosure Level:

For each Manager and Member of the Developer that is a Limited Partnership:	For each Manager and Member of the Developer that is a Limited Liability Company:	For each Manager and Member of the Developer that is a Corporation:	For each Manager and Member of the Developer that is a PHA:
List the name of each General Partner and label each as General Partner	List the name of each Manager and label each as Manager	List the name of each Officer/Director and label each as Officer/Director	List the name of each Officer/Director and label each as Officer/Director
and	and	and	and
List the name of each Limited Partner and label each as Limited Partner	List the name of each Member and label each as Member	List the name of each Executive Director and label each as Executive Director	List the name of each Executive Director, and label each as Executive Director
		and	and/or
		List the name of each Shareholder and label each as Shareholder	List the name of each Executive Director, and label each as Executive Director and

	List the name of each Commissioner and label each as Commissioner
--	---

Note: For any General Partner, Limited Partner, Manager, Member and/or Shareholder that is a natural person (e.g., Samuel S. Smith), no further disclosure is required.

(c) If the Developer entity is a Corporation, identify the Developer Corporation by name
and

(i) First Principal Disclosure Level:

List the name of each Officer of the Developer Corporation	and	List the name of each Director of the Developer Corporation	and	List the name of each Shareholder of the Developer Corporation
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Note: For any Shareholder that is a natural person (e.g., Samuel S. Smith), no further disclosure is required
and

(ii) Second Principal Disclosure Level:

For each Shareholder of the Developer that is a Limited Partnership:	For each Shareholder of the Developer that is a Limited Liability Company:	For each Shareholder of the Developer that is a Corporation:	For each Shareholder of the Developer that is a PHA:
List the name of each General Partner and label each as General Partner	List the name of each Manager and label each as Manager	List the name of each Officer/Director and label each as Officer/Director	List the name of each Officer/Director and label each as Officer/Director
and	and	and	and
List the name of each Limited Partner and label each as Limited Partner	List the name of each Member and label each as Member	List the name of each Executive Director and label each as Executive Director	List the name of each Executive Director, and label each as Executive Director
		and	and/or
		List the name of each Shareholder and label each as Shareholder	List the name of each Executive Director, and label each as Executive Director and List the name of each Commissioner and label each as Commissioner

Note: For any General Partner, Limited Partner, Manager, Member and/or Shareholder that is a natural person (e.g., Samuel S. Smith), no further disclosure is required.

b. Examples are provided on the following pages, utilizing the Principals of the Applicant and Developer(s) Disclosure Form (Rev. 05-2019)

Principal Disclosures for the Applicant

Select the organizational structure for the Applicant entity:

The Applicant is a: Limited Liability Company

Provide the name of the Applicant Limited Liability Company:

Vineland Housing, LLC

% Ownership input features will not be made available until invitation to credit underwriting

First Principal Disclosure Level:

[Click here for Assistance with Completing the Entries for the First Level Principal Disclosure for the Applicant](#)

First Level Entity #	Select Type of Principal of Applicant	Enter Name of First Level Principal	Select organizational structure of First Level Principal identified	% Ownership of Applicant
1.	<u>Non-Investor Member</u>	<u>Vineland GP, LLC</u>	<u>Limited Liability Company</u>	
2.	<u>Investor Member</u>	<u>Spencer Development Corporation</u>	<u>For-Profit Corporation</u>	
3.	<u>Manager</u>	<u>Masters, Matthew S.</u>	<u>Natural Person</u>	

Second Principal Disclosure Level:

Vineland Housing, LLC

[Click here for Assistance with Completing the Entries for the Second Level Principal Disclosure for the Applicant](#)

Select the corresponding First Level Principal Entity # from above for which the Second Level Principal is being identified

Second Level Entity #	Select the type of Principal being associated with the corresponding First Level Principal Entity	Enter Name of Second Level Principal	Select organizational structure of Second Level Principal identified	Second Level Principal % Ownership of First Level Principal
1. (Vineland GP, LLC)	<u>I.A. Sole Member</u>	<u>Acme Development, Inc.</u>	<u>For-Profit Corporation</u>	

Third Principal Disclosure Level:

Vineland Housing, LLC

[Click here for Assistance with Completing the Entries for the Third Level Principal Disclosure for the Applicant](#)

Select the corresponding Second Level Principal Entity # from above for which the Third Level Principal is being identified

Third Level Entity #	Select the type of Principal being associated with the corresponding Second Level Principal Entity	Enter Name of Third Level Principal who must be either a Natural Person or a Trust	The organizational structure of Third Level Principal identified Must be either a Natural Person or a Trust	3rd Level Principal % Ownership of 2nd Level Principal
<u>1.A. (Acme Development, Inc.)</u>	<u>1.A.(1) Executive Director</u>	<u>Jones, Ira X., Jr.</u>	<u>Natural Person</u>	
<u>1.A. (Acme Development, Inc.)</u>	<u>1.A.(2) Officer/Director</u>	<u>Smith, Amy A.</u>	<u>Natural Person</u>	
<u>1.A. (Acme Development, Inc.)</u>	<u>1.A.(3) Officer/Director</u>	<u>Jones, Peter A.</u>	<u>Natural Person</u>	
<u>1.A. (Acme Development, Inc.)</u>	<u>1.A.(4) Officer/Director</u>	<u>Davis, Sam A.</u>	<u>Natural Person</u>	
<u>1.A. (Acme Development, Inc.)</u>	<u>1.A.(5) Shareholder</u>	<u>Brown, Bob A.</u>	<u>Natural Person</u>	
<u>1.A. (Acme Development, Inc.)</u>	<u>1.A.(6) Shareholder</u>	<u>Anderson, Jennifer S.</u>	<u>Natural Person</u>	
<u>1.A. (Acme Development, Inc.)</u>	<u>1.A.(7) Shareholder</u>	<u>Adam Hampton Family Trust</u>	<u>Trust</u>	

Fourth Principal Disclosure Level:

Vineland Housing, LLC

[Click here for Assistance with Completing the Entries for the Fourth Level Principal Disclosure for the Applicant](#)

Select the corresponding Third Level Principal Entity # from above for which the Fourth Level Principal is being identified

Select the type of Principal being associated with the corresponding Third Level Principal Entity

Enter Name of Fourth Level Principal who must be a Natural Person

The organizational structure of Fourth Level Principal identified Must Be a Natural Person

4th Level Principal % Ownership of 3rd Level Principal

<u>1.A.(7) (Adam Hampton Family Trust)</u>	<u>Trustee</u>	<u>Hampton, John</u>	<u>Natural Person</u>	
<u>1.A.(7) (Adam Hampton Family Trust)</u>	<u>Beneficiary</u>	<u>Hampton, Adam</u>	<u>Natural Person</u>	

Principal Disclosures for the Developer

How many Developers are part of this Application structure?

1

Select the organizational structure for the Developer entity:

The Developer is a: Limited Liability Company

Provide the name of the Developer Limited Liability Company:

Acme Developers, LLC

First Principal Disclosure Level:

Acme Developers, LLC

[Click here for Assistance with Completing the Entries for the First Level Principal Disclosure for a Developer](#)

First Level Entity #	Select Type of Principal of Developer	Enter Name of First Level Principal	Select organizational structure of First Level Principal identified
1.	<u>Manager</u>	<u>Acme Management, Inc.</u>	<u>For-Profit Corporation</u>
2.	<u>Member</u>	<u>Jones, Adam C.</u>	<u>Natural Person</u>

Second Principal Disclosure Level:

Acme Developers, LLC

[Click here for Assistance with Completing the Entries for the Second Level Principal Disclosure for a Developer](#)

Select the corresponding First Level Principal Entity # from above for which the Second Level Principal is being identified

Second Level Entity #	Select the type of Principal being associated with the corresponding First Level Principal Entity	Enter Name of Second Level Principal	Select organizational structure of Second Level Principal identified
<u>1. (Acme Management, Inc.)</u>	<u>Executive Director</u>	<u>Carr, Andy T.</u>	<u>Natural Person</u>
<u>1. (Acme Management, Inc.)</u>	<u>Officer/Director</u>	<u>Smith, Peter A.</u>	<u>Natural Person</u>
<u>1. (Acme Management, Inc.)</u>	<u>Officer/Director</u>	<u>Jones, Fred B.</u>	<u>Natural Person</u>
<u>1. (Acme Management, Inc.)</u>	<u>Officer/Director</u>	<u>Jones, Patty A.</u>	<u>Natural Person</u>
<u>1. (Acme Management, Inc.)</u>	<u>Officer/Director</u>	<u>Brown, Bobby L.</u>	<u>Natural Person</u>
<u>1. (Acme Management, Inc.)</u>	<u>Officer/Director</u>	<u>Smith, Amy S.</u>	<u>Natural Person</u>
<u>1. (Acme Management, Inc.)</u>	<u>Officer/Director</u>	<u>Taylor, Jeremy B.</u>	<u>Natural Person</u>
<u>1. (Acme Management, Inc.)</u>	<u>Officer/Director</u>	<u>Simpson, Pearl V.</u>	<u>Natural Person</u>
<u>1. (Acme Management, Inc.)</u>	<u>Shareholder</u>	<u>Anderson, Richard</u>	<u>Natural Person</u>
<u>1. (Acme Management, Inc.)</u>	<u>Shareholder</u>	<u>Taylor, Phillip F.</u>	<u>Natural Person</u>
<u>1. (Acme Management, Inc.)</u>	<u>Shareholder</u>	<u>Richardson, Albert L.</u>	<u>Natural Person</u>

Principal Disclosures for the Applicant

Select the organizational structure for the Applicant entity:

The Applicant is a: Limited Partnership

Provide the name of the Applicant Limited Partnership:

Acme Properties, LP

% Ownership input features will not be made available until invitation to credit underwriting

First Principal Disclosure Level:

[Click here for Assistance with Completing the Entries for the First Level Principal Disclosure for the Applicant](#)

First Level Entity #	Select Type of Principal of Applicant	Enter Name of First Level Principal	Select organizational structure of First Level Principal identified	% Ownership of Applicant
1.	General Partner	ABC, Ltd.	Limited Partnership	
2.	General Partner	Lakeshore Development, LLC	Limited Liability Company	
3.	General Partner	Smith, Peter S.	Natural Person	
4.	Investor LP	Acme Investments, LLC	Limited Liability Company	
5.	Non-Investor LP	Acme Homes 3, LLC	Limited Liability Company	

Second Principal Disclosure Level:

Acme Properties, LP

[Click here for Assistance with Completing the Entries for the Second Level Principal Disclosure for the Applicant](#)

Select the corresponding First Level Principal Entity # from above for which the Second Level Principal is being identified

Second Level Entity #	Select the type of Principal being associated with the corresponding First Level Principal Entity	Enter Name of Second Level Principal	Select organizational structure of Second Level Principal identified	Second Level Principal % Ownership of First Level Principal
1. (ABC, Ltd.)	General Partner	Jones, Adam T., Jr.	Natural Person	
1. (ABC, Ltd.)	General Partner	Smith, Peter S.	Natural Person	
1. (ABC, Ltd.)	Limited Partner	Helping Hands, Inc.	For-Profit Corporation	
2. (Lakeshore Development, LLC)	Managing Member	Lakeshore Housing Authority	Public Housing Authority	
5. (Acme Homes 3, LLC)	Manager	Smith, Adam N.	Natural Person	
5. (Acme Homes 3, LLC)	Member	Jones, Peter B.	Natural Person	
5. (Acme Homes 3, LLC)	Member	Peterson, Greg A.	Natural Person	

Third Principal Disclosure Level:

Acme Properties, LP

[Click here for Assistance with Completing the Entries for the Third Level Principal Disclosure for the Applicant](#)

Select the corresponding Second Level Principal Entity # from above for which the Third Level Principal is being identified

Third Level Entity #	Select the type of Principal being associated with the corresponding Second Level Principal Entity	Enter Name of Third Level Principal who must be either a Natural Person or a Trust	The organizational structure of Third Level Principal identified Must be either a Natural Person or a Trust	3rd Level Principal % Ownership of 2nd Level Principal
1.C. (Helping Hands, Inc.)	Executive Director	Davis, Sam A.	Natural Person	
1.C. (Helping Hands, Inc.)	Officer/Director	Jones, Fred L.	Natural Person	
1.C. (Helping Hands, Inc.)	Officer/Director	Jones, Patty L.	Natural Person	
1.C. (Helping Hands, Inc.)	Officer/Director	Jones, Peter A.	Natural Person	
1.C. (Helping Hands, Inc.)	Shareholder	Davis, Sam A.	Natural Person	
1.C. (Helping Hands, Inc.)	Shareholder	Jones, Peter A.	Natural Person	
1.C. (Helping Hands, Inc.)	Shareholder	Jones, Patty L.	Natural Person	
2.A. (Lakeshore Housing Authority)	Executive Director	Kirkland, Andrew S.	Natural Person	
2.A. (Lakeshore Housing Authority)	Commissioner	Rivers, Nancy B.	Natural Person	
2.A. (Lakeshore Housing Authority)	Commissioner	Little, Candy A.	Natural Person	
2.A. (Lakeshore Housing Authority)	Commissioner	Walters, Henry B.	Natural Person	

Principal Disclosures for the Developer

How many Developers are part of this Application structure?

1

Select the organizational structure for the Developer entity:

The Developer is a: Limited Partnership

Provide the name of the Developer Limited Partnership:

Acme Properties, Ltd.

First Principal Disclosure Level:

Acme Properties, Ltd.

[Click here for Assistance with Completing the Entries for the First Level Principal Disclosure for a Developer](#)

First Level Entity #	Select Type of Principal of Developer	Enter Name of First Level Principal	Select organizational structure of First Level Principal identified
1.	<u>General Partner</u>	<u>ABC, Ltd.</u>	<u>Limited Partnership</u>
2.	<u>General Partner</u>	<u>Acme Homes 3, LLC</u>	<u>Limited Liability Company</u>
3.	<u>Limited Partner</u>	<u>Johnson, Charles L.</u>	<u>Natural Person</u>

Second Principal Disclosure Level:

Acme Properties, Ltd.

[Click here for Assistance with Completing the Entries for the Second Level Principal Disclosure for a Developer](#)

Select the corresponding First Level Principal Entity # from above for which the Second Level Principal is being identified

Second Level Entity #	Select the type of Principal being associated with the corresponding First Level Principal Entity	Enter Name of Second Level Principal	Select organizational structure of Second Level Principal identified
<u>1. (ABC, Ltd.)</u>	<u>General Partner</u>	<u>Jones, Adam A., Jr.</u>	<u>Natural Person</u>
<u>1. (ABC, Ltd.)</u>	<u>General Partner</u>	<u>Smith, Peter A.</u>	<u>Natural Person</u>
<u>1. (ABC, Ltd.)</u>	<u>Limited Partner</u>	<u>Helping Hands, Inc.</u>	<u>For-Profit Corporation</u>
<u>2. (Acme Homes 3, LLC)</u>	<u>Sole Member</u>	<u>Smith, Peter L.</u>	<u>Natural Person</u>

Principal Disclosures for the Applicant

Select the organizational structure for the Applicant entity:

The Applicant is a: For-Profit Corporation

Provide the name of the Applicant For-Profit Corporation:

Americana, Inc.

% Ownership input features will not be made available until invitation to credit underwriting

First Principal Disclosure Level:

[Click here for Assistance with Completing the Entries for the First Level Principal Disclosure for the Applicant](#)

First Level Entity #	Select Type of Principal of Applicant	Enter Name of First Level Principal	Select organizational structure of First Level Principal identified	% Ownership of Applicant
1.	Executive Director	Davis, Sam A.	Natural Person	
2.	Officer/Director	Jones, Fred L.	Natural Person	
3.	Officer/Director	Brown, Bob A.	Natural Person	
4.	Officer/Director	Jones, Patty L.	Natural Person	
5.	Officer/Director	Jones, Peter A.	Natural Person	
6.	Officer/Director	Johnson, Ken V.	Natural Person	
7.	Officer/Director	Masters, James W.	Natural Person	
8.	Shareholder	Davis, Sam A.	Natural Person	
9.	Shareholder	Jones, Peter A.	Natural Person	
10.	Shareholder	United Building, LLC	Limited Liability Company	

Second Principal Disclosure Level:

Americana, Inc.

[Click here for Assistance with Completing the Entries for the Second Level Principal Disclosure for the Applicant](#)

Select the corresponding First Level Principal Entity # from above for which the Second Level Principal is being identified

Second Level Entity #	Select the type of Principal being associated with the corresponding First Level Principal Entity	Enter Name of Second Level Principal	Select organizational structure of Second Level Principal identified	Second Level Principal % Ownership of First Level Principal
10. (United Building, LLC)	10.A. Manager	Smith, Peter T.	Natural Person	
10. (United Building, LLC)	10.B. Member	Jones, Patty L., Tenant by the Entireties	Natural Person	
10. (United Building, LLC)	10.C. Member	Jones, Adam A., Tenant by the Entireties	Natural Person	

Principal Disclosures for the Developer

How many Developers are part of this Application structure?

1

Select the organizational structure for the Developer entity:

The Developer is a: For-Profit Corporation

Provide the name of the Developer For-Profit Corporation:

Lakeshore Development, Inc.

First Principal Disclosure Level:

Lakeshore Development, Inc.

[Click here for Assistance with Completing the Entries for the First Level Principal Disclosure for a Developer](#)

<u>First Level Entity #</u>	<u>Select Type of Principal of Developer</u>	<u>Enter Name of First Level Principal</u>	<u>Select organizational structure of First Level Principal identified</u>
1.	<u>Executive Director</u>	<u>Kirkland, Andrew S.</u>	<u>Natural Person</u>
2.	<u>Officer/Director</u>	<u>Rivers, Nancy B.</u>	<u>Natural Person</u>
3.	<u>Officer/Director</u>	<u>Little, Candy A.</u>	<u>Natural Person</u>
4.	<u>Shareholder</u>	<u>Kirkland, Andrew S.</u>	<u>Natural Person</u>
5.	<u>Shareholder</u>	<u>Rivers, Nancy B.</u>	<u>Natural Person</u>
6.	<u>Shareholder</u>	<u>Little, Candy A.</u>	<u>Natural Person</u>

DM Redevelopment, Ltd. v. Florida Housing Finance Corporation

RFA NO.: 2022-202

Application No.: 2023-106C

EXHIBIT

6

BEFORE THE STATE OF FLORIDA
FLORIDA HOUSING FINANCE CORPORATION

HTG ASTORIA, Ltd.

Petitioner,

vs.

FLORIDA HOUSING
FINANCE CORPORATION.

Respondent.

FHFC Case No: ~~2020~~ 2021-006BP

RFA No. 2020-205

App. No. 2021-197BSN

RECEIVED

FEB 8 2021 11:57AM

FLORIDA HOUSING
FINANCE CORPORATION

FORMAL WRITTEN PROTEST AND PETITION
FOR ADMINISTRATIVE HEARING

Petitioner, HTG Astoria, Ltd., ("Petitioner" or "HTG Astoria"), pursuant to sections 120.57(1) and (3), Florida Statutes ("F.S.") and Rules 28-110 and 67-60, Florida Administrative Code ("FAC") hereby files this Formal Written Protest and Petition for Administrative Hearing (the "Petition") regarding the scoring decisions of the Respondent, Florida Housing Finance Corporation ("Florida Housing") to award funding to responsive Applicants pursuant to *RFA 2020-205 Sail Financing of Affordable Multifamily Housing Developments to be Used in Conjunction with Tax-Exempt Bonds and Non-Competitive Housing Credits*. (hereinafter the "RFA")

Introduction

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

Exhibit 6

Parties

2. Petitioner is a Florida limited company in the business of providing affordable housing. Petitioner's address is 3225 Aviation Avenue, 6th Floor, Coconut Grove, Florida 33133.

Petitioner's address, telephone number and email address are those of its undersigned counsel for purposes of this proceeding.

3. The affected agency is Florida Housing Finance Corporation. Florida Housing's address is 227 North Bronough Street, Suite 5000, Tallahassee, Florida 32301-1329.

Notice

4. On October 15, 2020 Florida Housing issued the RFA.

5. On November 3, 2020 and again on November 9, 2020, the RFA was modified by Florida Housing.

6. Applications in response to the RFA were due on or before November 12, 2020.

7. Florida Housing received 90 applications in response to the RFA. Petitioner, applied in response to the RFA, requesting an allocation of \$6,000,000 in Sail Funding for its proposed one-hundred and twenty (120) unit affordable housing development in Manatee County, Florida. Petitioner's application satisfied all the required elements of the RFA and is eligible for a funding award.

8. Petitioner received notice of the preliminary RFA scoring and rankings through electronic posting on Friday, January 22, 2021 at 2:55 pm. A copy of the notices posted on the Corporations website are attached hereto as Exhibit "A". Petitioner was deemed eligible for funding but was not among those recommended for funding.

9. On Wednesday, January 27, 2021 at 12:31 pm., Petitioner timely submitted their Notice of Intent to Protest Florida Housing's intended decision. A copy of that Notice of Intent is attached hereto as Exhibit "B".

10. This Petition is timely filed in accordance with the provisions of section 120.57(3) (b), Florida Statutes, and rules 28-110.004 and 67-60.009, Fla. Admin. Code.

Background

11. Florida Housing is a public corporation created by section 420.504, Florida Statutes, to administer the governmental function of financing or refinancing affordable housing and related facilities in Florida. Florida Housing's statutory authority and mandates are set forth in Part V of Chapter 420, Florida Statutes. See, Sections 420.501-420.55, Fla. Stat.

12. Florida Housing administers a competitive solicitation process to make and service mortgage loans for new construction or rehabilitation of affordable rental units under the State Apartment Incentive Loan (SAIL) Program and the Elderly Housing Community Loan (EHCL) Program.. See Chapter 67-60, Fla. Admin. Code.

RFA 2020-205

13. Through the RFA process Florida Housing anticipated awarding an estimated \$88,959,045 of SAIL funding for proposed Developments in Small, Medium and Large Counties as defined by the RFA. (RFA at 23)

14. Appointed Review Committee members independently evaluated and scored their assigned portions of the submitted applications based on various mandatory and scored items. (RFA at 97) The maximum point total that an applicant can receive is 25 points. (RFA at 90) Failure to meet all eligibility items results in an application being deemed ineligible. (RFA at 85)

15. The RFA provides the following funding goals,

- Two Elderly, New Construction Applications located in a Large County, with a preference for at least one Application that qualifies for the Veterans Preference.
- Three Family, New Construction Applications located in a Large County with a preference that at least two Applications are from Self-Sourced Applicants.
- One Elderly, New Construction, Application located in a Medium County, with a preference for Applications that qualify for the Veteran Preference.
- Two Family, New Construction, Application located in a Medium County, with a preference that at least one Application is from a Self-Sourced Applicant.

(RFA at 92)

16. The RFA provides that the highest scoring Applications will be determined by first sorting together all eligible Applications from highest score to lowest score, with any scores that are tied separated in the following order:

- a. By the Application's eligibility for the Per Unit Construction Funding Preference (which is outlined in Section Four A.11.d of the RFA) with Applications that qualify for the preference listed above Applications that do not qualify for the preference.
- b. Next, by the Application's Leveraging Level number (which is outlined in item 3. of Exhibit C) with Applications that have a lower Leveraging Level number listed above Applications that have a higher Leveraging Level number.
- c. By the Application's eligibility for the Proximity Funding Preference (which is outlined in Section Four A.5.e. of the RFA) with Applications that qualify for the preference listed above Applications that do not qualify for the preference.
- d. By the Application's eligibility for the Grocery Store Funding Preference (which is outlined in Section Four A. 5. e. of the RFA) with Applications that qualify for the preference listed above that do not qualify for the preference);
- e. Next, by the Application's eligibility for the Community Service Preference which is outlined in Section Four A.5.e of the RFA (with Applications that qualify for the preference listed above Applications that do not qualify for the preference);

- f. By the Application's eligibility for the Florida Job Creation Funding Preference which is outlined in item 4 of Exhibit C of the RFA (with Applications that qualify for the preference listed above Applications that do not qualify for the preference); and
- g. By lottery number, resulting in the lowest lottery number receiving preference.

(RFA at 93)

17. The RFA mandates the Funding Selection Process (hereinafter "Selection Process"), as follows,

a. Goal to fund seven Medium and Large County, New Construction Applications

- (1) Goal to fund one New Construction Application located in Miami-Dade County and one New Construction Application located in Broward County.

(a) First Application

The first Application selected for funding will be the highest ranking eligible New Construction Application that is located in Miami-Dade County or Broward County, regardless of the Demographic Commitment, the Application's qualifications for the Veterans Preference, or the Applicants' status as a Self-Sourced Applicant or Non-Self-Sourced Applicant.

(b) Second Application

- If the first Application selected for funding was an Elderly Application located in Miami-Dade County, the second Application will be the highest-ranking Family Application located in Broward County, with a preference that it be a Self-Sourced Applicant located in Broward County.
- If the first Application selected for funding was an Elderly Application located in Broward County, the second Application will be the highest-ranking Family Application located in Miami-Dade County, with a preference that it be a Self-Sourced Application located in Miami-Dade County.

- If the first Application selected for funding was a Family Application located in Miami-Dade County, the second Application will be the highest- ranking Application located in Broward County that either (i) is an Elderly Application that qualifies for the Veterans Preference; or (ii) is a Family Application that qualifies as a Self - Sourced Application. If there are no eligible Elderly Applications that qualifies for the Veterans Preference or Family Application that qualifies as a Self-Sourced Applications located in Broward County, then the second Applications selected for funding will be the highest-ranking Application located in Broward County, regardless of the Demographic Commitment, the Applicant's qualifications for the Veterans Preference, or the Applicants' status as a Self-Sourced Applicant or Non-Self-Sourced Applicant.

- If the first Application selected for funding was a Family Application located in Broward County, the second Application will be the highest- ranking Application located in Miami-Dade County that either (i) is an Elderly Application that qualifies for the Veterans Preference; or (ii) is a Family Application that qualifies as a Self - Sourced Application. If there are no Elderly Applications that qualifies for the Veterans Preference or Family Application that qualifies as a Self-Sourced Applications located in Miami-Dade County, then the second Applications selected for funding will be the highest-ranking Application located in Miami-Dade County, regardless of the Demographic Commitment, the Applicant's qualifications for the Veterans Preference, or the Applicants' status as a Self-Sourced Applicant or Non-Self-Sourced Applicant.

(2) Goal to fund two Elderly, Large County, New Construction Applications

This goal will be met under the following circumstances:

(a) If neither of the Applications selected to meet the goal described in (1) above are Elderly Applications, the two highest-ranking eligible Elderly, Large County, New Construction Applications that meets the Veterans Preference will be selected for funding, subject to the County Award Tally and both Funding Tests. If the Goal could not be met because there were not enough eligible Applications that meets the Veterans Preference and this goal, the two highest-ranking eligible Elderly, Large County, New Construction Applications will be selected for funding, subject to the County Award Tally and both Funding Tests.

(b) If one of the Applications selected to meet the goal described in (1) above is an Elderly Applications, the highest-ranking eligible Elderly, Large County, New Construction Applications that meets the Veterans

Preference will be selected for funding, subject to the County Award Tally and both Funding Tests. If the goal could not be met because there were no eligible unfunded Elderly, Large County, New Construction Applications that meets the Veterans Preference, the highest-ranking eligible Elderly, Large County, New Construction Application will be selected for funding, subject to the County Award Tally and both Funding Tests.

(3) Goal to Fund Three Family, Large County, new Construction Applications

This goal will be met under the following circumstances:

(a) If one or both of the Applications selected to meet the goal described in (1) above is a Family Application, that Application(s) will count towards this goal. To meet this goal, the highest-ranking Family, Large County, New Construction Self-Sourced Application(s) will be selected, subject to the County Award Tally and both Funding Tests, until this goal is met. If the goal could not be met because there were not enough eligible unfunded Self-Sourced Applications that could meet this goal, then the highest-ranking Family, Large County, new Construction Non-Self-Sourced Application(s) will be selected, subject to the County Award Tally and both Funding Tests, until this goal is met.

(4) Goal to Fund one Elderly, Medium County, New Construction Application

The Application selected for funding will be the highest-ranking eligible Elderly, Medium County, New Construction Application that meets the Veterans Preference, subject to the Funding Tests. If the goal could not be met because there were no eligible unfunded Elderly, Medium County, New Construction Applications that meets the Veterans Preference, the highest-ranking eligible Elderly, Medium County, New Construction Application will be selected for funding, subject to the Funding Tests.

(5) Goal to Fund two Family, Medium County, New Construction Applications

The first Application selected for funding will be the highest-ranking eligible Family, Medium County, New Construction Application from a Self-Sourced Applicant, subject to the County Award Tally and Funding Tests.

After the selection of the Application from a Self-Sourced Applicant or if there are no Applications from a Self-Sourced Applicant that can meet this goal, the additional Application(s) selected to meet this goal, will be the

highest-ranking Family, Medium County, New Construction Application(s), regardless of whether the Application(s) is from a Self-Sourced Applicant, subject to the County Award Tally and both Funding Tests.

b. Family or Elderly (ALF or Non-ALF) Small County Applications

The highest ranking eligible unfunded Family or Elderly (ALF or Non-ALF) Small County Applications, regardless of the Development Category, the Application's qualifications for the Veterans Preference, or the Applicants' status as a Self-Sourced Applicant or Non-Self-Sourced Applicant, will be selected for funding, subject to the Geographic and Demographic Funding Tests and the County Award Tally.

If funding remains and none of the eligible unfunded Small County Applications can meet both of the Funding Tests, or if there are no eligible unfunded Small County Applications, the remaining Small County Geographic funding will be allocated to the Medium County Geographic Category and to the Large County Geographic Category on a pro-rata basis based on the geographic distribution adjusted to meet the requirements of Section 420.5087, F.S.

c. Family or Elderly (ALF or Non-ALF) Medium County Applications

(1) Self-Sourced Applications

First, the highest ranking eligible unfunded Family Medium County Self-Sourced Applications will be selected for funding, subject to the Geographic and Demographic Funding Tests and the County Award Tally. If funding remains and none of the eligible unfunded Family Medium County Self-Sourced Applications can meet both of the Funding Tests, no further Family Medium County Self-Sourced Applications will be selected for funding.

(2) One Application that meet the Veterans Preference

Next, the highest ranking eligible unfunded Elderly Medium County Application that meet the Veterans Preference will be selected for funding, subject to the Geographic and Demographic Funding Tests and the County Award Tally.

(3) Remaining Medium County Funding

If funding remains, the highest ranking eligible unfunded Family or Elderly (ALF or Non-ALF) Medium County Applications, regardless of the Development Category, will be selected for

funding, subject to the Geographic and Demographic Funding Tests and the County Award Tally. If none of the eligible unfunded Medium County Applications can meet both of the Funding Tests, or if there are no eligible unfunded Medium County Applications, the remaining Medium County Geographic funding will be allocated to the Large County Geographic Category.

d. Family or Elderly (ALF or Non-ALF) Large County Applications

(1) Self-Sourced Applications

First, the highest ranking eligible unfunded Family Large County Self-Sourced Applications will be selected for funding, subject to the Geographic and Demographic Funding Tests and County Award Tally.

If funding remains and none of the eligible unfunded Family Large County Self Sourced Applications can meet both Funding Tests, all remaining Self-Sourced Applicant Family Funding and Non-Self-Sourced Applicant Family Funding will be merged ("Family Funding Merge"). No further Self-Sourced Applications will be funded.

(2) One Application that meets the Veterans Preference

Next, the highest ranking eligible unfunded Elderly Large County Application that meet the Veterans Preference will be selected for funding, subject to the Geographic and Demographic Funding Tests and the County Award Tally.

(3) Remaining Large County Funding

If funding remains, the highest ranking eligible unfunded Family or Elderly (ALF or Non-ALF) Large County Applications, regardless of the Development Category, will be selected for funding, subject to the Geographic and Demographic Funding Tests and the County Award Tally.

If funding remains and no eligible unfunded Large County Applications can meet the Funding Tests, then no further Applications will be selected for funding and the remaining funding will be distributed as approved by the Board.

(RFA at p.93-96)

18. The following applications were selected in the following order for funding by the Review Committee:

- 2021-221S-POAH Cutler Manor II, LLC (Large County/Miami-Dade/Family)
- 2021-199BSN- University Station II Ltd. (Large County/Broward/Family)
- 2021-216 Quiet Meadows, Ltd (Large County/Palm Beach/Elderly)
- 2021-252SN-Fulham Terrace (Large County/Hillsborough/Elderly)
- 2021-244BS-Princeton Crossings LLC (Large County/Miami-Dade/Family)
- 2021-246BS-MHP FLVII, LLLP (Medium County/Collier /Elderly)
- 2021-258S-Nathan Ridge, Ltd (Medium/Clay County/Family)
- 2021-222BS-St. Peter Claver Place, Ltd (Medium County/Lee/Elderly)
- 2021-209BS -Sweetwater Apartments. (Small County/Columbia)
- 2021-251BS- RST The Willows, LP (Medium County/Saint Lucie)
- 2021-206BS- BDG Rosewood Pointe, LLC (Medium County/Osceola)
- 2021-255SN-Somerset Landings Ltd. (MediumCounty/PalmBeach)
- 2021-245BS-StadiumTowers (Large County/Miami-Dade)
- 2021-203BSN-BDG Fern Grove, LP (Large County/Orange))
- 2021-212BSN-Tallman Pines Phase I (Large County/Broward)
- 2021-269SN- Southwick Commons Ltd. (Large County/Orange)
- 2021-225S-Island Cove, LLC (Large County/Palm Beach)

HTG Astoria, Application 2021-197BSN, in Manatee County was deemed eligible but unfunded. The scoring committee erroneously found RST The Willows (the "Willows") eligible for funding. If the Willows had been properly deemed ineligible then HTG Astoria would have been selected for funding under the "Family or Elderly (ALF or Non-ALF) Medium County Applications" as the highest ranking eligible unfunded Elderly Medium County Application that meets the Veterans Preference, subject to the Geographic and Demographic Funding Tests and the County Award Tally.

The Willows
Principal Disclosure Form

19. The RFA provides as follows,

“to meet eligibility requirements, the Principals Disclosure Form must identify pursuant to subsections 67-48.002(94) ...F.A.C., the Principals of the Applicant and Developer(s) as of the Application Deadline. A Principals Disclosure Form should not include, for any organizational structure, any type of entity that is not specifically included in the Rule definition of Principal.

(RFA at 15)

20. The Applicant on their *Principal Disclosures for the Developer Form* identified the Developer as Roundstone Development, LLC. Pursuant to Rule 67-48.002(94),

(94) “Principal” means

(c) For a limited liability company, each manager and each member of the limited liability company.

21. At the Second Principal Disclosure level, the Applicant disclosed two member entities that are limited liability companies, Realty Advisors, LLC and Southmark RST, LLC. A true and correct copy of the Principal Disclosure for the Developer Form is attached hereto as Exhibit C.

22. At the Third Principal Disclosure level, Realty Advisors, LLC disclosed Realty Advisors, Inc. as the sole Member. Southmark RST, LLC disclosed Southmark Corporation as its sole Member. Neither Realty Advisors, LLC or Southmark RST, LLC disclosed a manager at the Third Principal Disclosure Level.

23. Upon information and belief, Gina H. Hay, is a Manager of Realty Advisors, LLC and was not disclosed by the Applicant entity. A true and correct copy of the Entity Information from the Nevada Corporate website is attached hereto as Exhibit D.

24. The Applicant should be deemed ineligible for failing to disclose managers on the *Principal Disclosure for Developer Form*.

Substantial Interests Affected

25. If the Willows had been properly deemed ineligible, then HTG Astoria would have been selected for funding under the "Family or Elderly (ALF or Non-ALF) Medium County Applications" as the highest ranking eligible unfunded Elderly Medium County Application that meets the Veterans Preference.

26. Petitioner is substantially affected by the evaluation and scoring of the responses to the RFA. The results of the scoring have affected Petitioners ability to obtain funding through the RFA. Consequently, Petitioners have standing to initiate and participate in this and related proceedings.

27. Petitioner is entitled to a Formal Administrative Hearing pursuant to Sections 120.57(1) and 120.57(3), Florida statutes, to resolve the issues set forth in this Petition.

Disputed Issues of Material Fact and Law

28. Disputed issues of material fact and law exist and entitle Petitioners to a Formal Administrative Hearing pursuant to Section 120.57(1), Florida Statutes. The disputed issues of material fact and law include, but are not limited to, the following:

- a. Whether Florida Housing's actions in determining Willows eligible for funding were arbitrary and capricious?
- b. Whether Florida Housing's actions in determining Willows eligible elected for funding were contrary to competition?

- c. Whether Florida Housing's actions in determining Willow eligible for funding were clearly erroneous?
- d. Whether the Willows failed to disclose a Principal of the Developer Entity on the *Principal Disclosure for Developer Form*?
- e. Such, other issues as may be revealed during the protest process.

Statutes and Rules Entitling Relief

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

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

30. Petitioner participated in the RFA process to compete for an award of SAIL funds based upon the delineated scoring and ranking criteria in the RFA.

31. Unless the scoring and eligibility determination is corrected, and the preliminary allocation revised, Petitioner will be excluded from funding contrary to the provisions of the RFA and Florida Housing's governing statutes and rules.

32. A correct application of the eligibility, scoring and ranking criteria will result in funding for the Petitioner.

Right to Amend this Petition

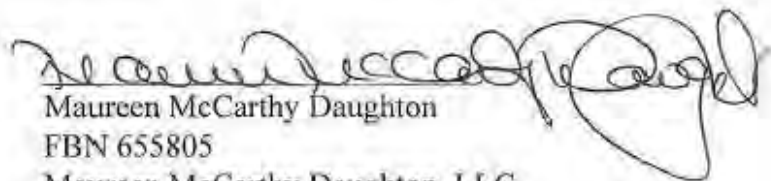
33. Petitioner reserves the right to amend this Petition if additional disputed issues of material fact are identified during the discovery process in this case.

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

- a) An opportunity to resolve this protest by mutual agreement within seven days of the filing of this Petition as provided by Section 120.57(3)(d)(1), Florida Statutes.

- b) If this protest cannot be resolved within seven days, that the matter be referred to the Division of Administrative Hearings for a formal hearing to be conducted before an Administrative Law Judge ("ALJ") pursuant to Section 120.57(1) and (3), Florida Statutes.
- c) The ALJ enter a Recommended Order determining that the applications of RST The Willows, LP should have been deemed ineligible for funding and award funding to HTG Astoria, LTD.
- d) That the Corporation adopt the Recommended Order of the ALJ.

FILED AND SERVED this 8th day of February 2021.



Maureen McCarthy Daughton
FBN 655805
Maureen McCarthy Daughton, LLC
1400 Village Square Blvd.
Ste 3-231
Tallahassee, Florida 32312
Mdaughton@mmd-lawfirm.com
(850)-345-8251

DM Redevelopment, Ltd. v. Florida Housing Finance Corporation

RFA NO.: 2022-202

Application No.: 2023-106C

EXHIBIT

7

**STATE OF FLORIDA
DIVISION OF ADMINISTRATIVE HEARINGS**

HTG ASTORIA, LTD.,

DOAH Case No. 21-0725BID

Petitioner,

v.

FLORIDA HOUSING FINANCE CORPORATION,

Respondent,

and

RST THE WILLOWS, LP,

Intervenor.

MHP FL VIII LLLP,

DOAH Case No. 21-0726BID

Petitioner,

v.

FLORIDA HOUSING FINANCE CORPORATION,

Respondent,

and

FULHAM TERRACE, LTD., BDG FERN GROVE,
LP, and QUIET MEADOWS, LTD,

Intervenors.

VISTA AT COCONUT PALM, LTD.,

DOAH Case No. 21-0727BID

Petitioner,

v.

FLORIDA HOUSING FINANCE CORPORATION,

Respondent,

and

UNIVERSITY STATION I, LLC, RESIDENCES
AT SOMI PARC, LLC, and BDG FERN GROVE, LP,

Intervenors.

RST THE WILLOWS, LP'S NOTICE OF FILING PROPOSED EXHIBIT

RST The Willows, LP, ("Willows") hereby gives notice of providing electronic and paper copy of RST The Willows, LP's exhibit to G. W. Chisenhall, Administrative Law Judge on March 26, 2021.

DATED this 26th day of March, 2021.

Respectfully submitted,

/s/ *Michael P. Donaldson*

Michael P. Donaldson
Florida Bar No. 0802761
CARLTON FIELDS, P.A.
Post Office Drawer 190
Tallahassee, Florida 32302
Email: mdonaldson@carltonfields.com
Add'l: rcbrown@carltonfields.com
Telephone: 850/224-1585
Facsimile: 850/222-0398

*Counsel for RST The Willows, LP and
Residences at SoMi Parc, LLC*

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a copy of the foregoing has been furnished by E-Mail this

26th day of March 2021 to:

Hugh Brown, General Counsel
Christopher McGuire, Assistant General Counsel
Betty Zachem, Assistant General Counsel
Florida Housing and Finance Corporation
227 North Bronough Street, Suite 5000
Tallahassee, Florida 32301
hugh.brown@floridahousing.org
chris.mcguire@floridahousing.org
Betty.Zachem@floridahousing.org
Add'l: ana.mcglamory@floridahousing.org

*Counsel for Respondent
Florida Housing Finance Corporation*

Maureen Daughton
Maureen McCarthy Daughton, LLC
1400 Village Square Blvd., Ste. 3-231
Tallahassee, Florida 32312
mداughton@mmd-lawfirm.com

*Counsel for HTG Astoria, Ltd. and University
Station, I, LLC*

Brittany Adams Long
Radey Law Firm
301 S. Bronough Street, Suite 200
Tallahassee, Florida 32301
balong@radeylaw.com
Add'l: lmcelroy@radeylaw.com

Counsel for Vista at Coconut Palm, Ltd.

Seann Frazier
Marc Ito
Parker, Hudson, Rainer & Dobbs, LLP
215 S. Monroe Street, Suite 750
Tallahassee, Florida 32301
sfrazier@phrd.com
mito@phrd.com
Add'l: sful@phrd.com

Counsel for MHP FL VIII, LLLP

Craig Varn
Amy Wells Brennan
Manson Bolves Donaldson & Varn
106 East College Avenue, Ste. 820
Tallahassee, FL 32301
cvarn@mansonbolves.com
abrennan@mansonbolves.com
Add'l: asmith@mansonbolves.com

Counsel for Fulham Terrace, Ltd.

Michael Glazer
Ausley McMullen
123 South Calhoun Street,
Tallahassee, Florida 32301
mglazer@ausley.com
Add'l: jmcvaney@ausley.com

Counsel for BDG Fern Grove LP

William Dean Hall, III
Daniel R. Russel
John L. Wharton
Dean Mead & Dunbar
106 East College Avenue, Suite 1200
Tallahassee, Florida 32301
whall@deanmead.com
drussell@deanmead.com
jwharton@deanmead.com

Counsel for Quiet Meadows, Ltd.

/s/ Michael P. Donaldson

Attorney

**BEFORE THE STATE OF FLORIDA
FLORIDA DIVISION OF ADMINISTRATIVE HEARINGS**

HTG ASTORIA, LTD.

DOAH CASE NO. 21-0725BID

Petitioner,

vs.

FLORIDA HOUSING FINANCE CORPORATION,

Respondent

and

RST THE WILLOWS, LP,

Intervenor.

_____ /
MHP FL VIII, LLP,

DOAH CASE NO. 21-0726BID

vs.

FLORIDA HOUSING FINANCE CORPORATION,

Respondent,

and

BDG FERN GROVE, LP,

Intervenor.

_____ /
VISTA AT COCONUT PALM, LTD,

DOAH CASE NO. 21-0727BID

Petitioner,

vs.

FLORIDA HOUSING FINANCE CORPORATION,

Respondent,

and

UNIVERSITY STATION I, LLC, RESIDENCES
AT SOMI PARC, LLC, AND BDG FERN
GROVE, LP,

Intervenors.

/

**STIPULATION FOR ENTRY OF FINDINGS OF FACT AND RECOMMENDED
ORDER IN FAVOR OF PETITIONER HTG ASTORIA, LTD**

Pursuant to Section 120.57(4), Florida Statutes, Petitioner, HTG Astoria, Ltd., (“HTG Astoria”), Intervenor, RST The Willows, LP (“RST Willows”), and Respondent, Florida Housing Finance Corporation (“Florida Housing”), hereby stipulate and agree as follows:

1. HTG Astoria (Application #2021-197BSN) and RST Willows (Application #2021-249BS) each submitted applications in Request for Applications 2020-205 SAIL Financing of Affordable Multifamily Housing Developments to be Used in Conjunction with Tax-Exempt Bonds and Non-Competitive Housing Credits (the “RFA”). Each application was scored as having satisfied eligibility requirements for funding. RST’s Application was preliminarily selected for funding and HTG Astoria’s Application was not.

2. HTG Astoria timely filed a Petition for Administrative Hearing challenging the eligibility and selection of RST Willows’ application for funding. In particular, HTG Astoria challenged Florida Housing’s determination that RST Willows satisfied the Principal Disclosure Requirements of the RFA.

AGREEMENT TO RESOLVE DISPUTE

3. As a result of factual information learned by the parties through discovery, the parties, in the interest of avoiding time, expense, and uncertainty of further litigation, agree to the following findings of fact and to resolve this litigation on the following terms:

a. RST Willows agrees to the designation of its application as ineligible for consideration for funding, and hereby waives the right to challenge that designation. RST Willows denies any wrongdoing or intentional misrepresentation, and neither HTG Astoria nor Florida Housing assert any wrongdoing or intentional misrepresentations by RST Willows.

b. Florida Housing agrees that RST Willows is ineligible for funding under RFA 2020-205.

c. Florida Housing agrees that this Stipulation does not constitute the withdrawal of an application by RST Willows, or by its Applicant, Developer, Principals of the Applicant or Developer, affiliate of the Applicant or Developer, or Financial Beneficiary of the Applicant or Developer, and shall not result in any point loss, preference loss, ineligibility determination, penalty, or negative impact of any kind against such entities or individuals in any pending or future Florida Housing program.

d. Florida Housing agrees that neither the submission of RST Willows' application nor this Stipulation shall impact in any way the ability of RST Willows, the Applicant and Developer entities identified in RST Willows' Application, or the Principals of the Applicant or Developer entities from submitting Applications in the future for other RFAs or funding programs and having those Applications considered for funding under the terms of those future RFAs or funding programs.

e. RST Willows agrees that the Application of HTG Astoria is eligible for funding and waives the right to challenge that factual finding and an Order ruling that the Application of HTG Astoria is eligible for funding. At the time of filing this Stipulation, there are no challenges to the eligibility of HTG Astoria and Florida Housing's position is that HTG Astoria is eligible for funding in RFA 2020-205.

f. Consistent with this Stipulation, the parties respectfully request that the Administrative Law Judge enter the following Finding of Fact into a Recommended Order providing that:

- i. the RST Willows application should be deemed ineligible for funding.

4. All parties shall be responsible for their own costs and attorneys' fees incurred in this matter.

RESPECTFULLY SUBMITTED this 22nd day of March, 2021.

/s/ Betty C. Zachem

Betty C. Zachem, Esq.
Florida Bar # 025821
Florida Housing Finance Corporation
227 North Bronough Street, Suite 5000
Tallahassee, Florida 32301
betty.zachem@floridahousing.org

*Counsel for Florida Housing
Finance Corporation*

/s/ Michael P. Donaldson

Michael P. Donaldson, Esq.
Florida Bar No. 0802761
CARLTON FIELDS, P.A.
Post Office Drawer 190
Tallahassee, Florida 32302
Email: mdonaldson@carltonfields.com
Add'l: rcbrown@carltonfields.com

*Counsel for RST The Willows, LP and
Residences at SoMi Parc, LLC*

/s/ Maureen M. Daughton

Maureen McCarthy Daughton, Esq.
Florida Bar # 655805
Maureen McCarthy Daughton, LLC
1400 Village Square Boulevard, Suite 3-231
Tallahassee, Florida 32312
mdaughton@mmd-lawfirm.com

Counsel for HTG Astoria

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a copy of the foregoing has been furnished by E-Mail this 22nd day of March 2021 to:

Hugh Brown, General Counsel
Christopher McGuire, Assistant General Counsel
Betty Zachem, Assistant General Counsel
Florida Housing and Finance Corporation
227 North Bronough Street, Suite 5000
Tallahassee, Florida 32301
hugh.brown@floridahousing.org
chris.mcguire@floridahousing.org
Betty.Zachem@floridahousing.org
Add'l: ana.mcglamory@floridahousing.org
Counsel for Respondent
Florida Housing Finance Corporation

Maureen Daughton
Maureen McCarthy Daughton, LLC
1400 Village Square Blvd., Ste. 3-231
Tallahassee, Florida 32312
mdaughton@mmd-lawfirm.com
Counsel for HTG Astoria, Ltd. and University
Station, I, LLC

Brittany Adams Long
Radey Law Firm
301 S. Bronough Street, Suite 200
Tallahassee, Florida 32301
balong@radeylaw.com
Add'l: lmcelroy@radeylaw.com
Counsel for Vista at Coconut Palm, Ltd.

William Hall
Daniel Russel
John Wharton
Dean Mead & Dunbar
106 East College Avenue, Suite 1200
Tallahassee, Florida 32301
whall@deanmead.com
drussell@deanmead.com
jwharton@deanmead.com
Counsel for Quiet Meadows, Ltd.

Seann Frazier
Marc Ito
Parker, Hudson, Rainer & Dobbs, LLP
215 S. Monroe Street, Suite 750
Tallahassee, Florida 32301
sfrazier@phrd.com
mito@phrd.com
Add'l: sful@phrd.com
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Craig Varn
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106 East College Avenue, Ste. 820
Tallahassee, FL 32301
cvarn@mansonbolves.com
abrennan@mansonbolves.com
Add'l: asmith@mansonbolves.com
Counsel for Fulham Terrace, Ltd.

Michael Glazer
Ausley McMullen
123 South Calhoun Street,
Tallahassee, Florida 32301
mglazer@ausley.com
Add'l: jmcvaney@ausley.com
Counsel for BDG Fern Grove LP

/s/ Michael P. Donaldson
Attorney

DM Redevelopment, Ltd. v. Florida Housing Finance Corporation

RFA NO.: 2022-202

Application No.: 2023-106C

EXHIBIT

8

OPTION TO ENTER INTO A GROUND LEASE AGREEMENT
Southridge Phase I

THIS OPTION TO ENTER INTO A GROUND LEASE AGREEMENT (the "Option") is made and entered into as of December 19, 2022, by and between West Palm Beach Housing Authority, a public body corporate and politic established pursuant to Chapter 421 of the Florida Statutes ("Owner"), and Roseland Gardens, LLLP, a Florida limited liability limited partnership ("Optionee").

WITNESSETH:

WHEREAS, Owner is the fee owner of that certain parcel of land more particularly described on Exhibit A attached hereto and incorporated herein (the "Land"); and

WHEREAS, the Land is encumbered by a Declaration of Trust and subject to Public Housing requirements administered by the U.S. Department of Housing and Urban Development ("HUD"); and

WHEREAS, in connection Optionee's application (the "Application") in response to RFA 2022-202 issued by Florida Housing Finance Corporation, as modified from time to time (the "RFA"), Optionee must demonstrate that it has site control over the Land where the development proposed in the Application (the "Development") will be located; and

WHEREAS, if this Option is exercised by Optionee, Owner and Optionee will enter into a ground lease for the Land under the terms and conditions described herein (the "Ground Lease").

NOW, THEREFORE, in consideration of ten dollars (\$10.00) and the mutual covenants set forth herein, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Owner and Optionee agree as follows:

1. **Option.** At any time on or before the later of December 31, 2023, or the one (1) year anniversary of the "Application Deadline" as described in the RFA (the "Option Period"), Optionee will have the right and option to enter into the Ground Lease. Optionee may exercise the option granted herein at any time during the Option Period by notifying Owner in writing at least thirty (30) days prior to the end of the Option Period that Optionee elects to exercise this Option.
2. **Terms and Conditions of Ground Lease.** Upon Optionee exercising this Option, the parties hereto will enter into the Ground Lease within fifteen (15) days thereafter or such later time as mutually agreed to by the parties hereto, containing the following material terms:
 - (a) The term shall be fifty (50) years, commencing on the closing date of the financing of the Development and ending fifty (50) years thereafter;
 - (b) The annual base rent shall be \$1.00 per year;

- (c) The capital lease payment shall be \$937,500, which shall be paid in the form of a secured note with simple interest at the rate equal to 3.92% and a fifty (50) year loan term;
 - (d) Title to the Development shall be good and marketable, and free and clear of all liens, charges, encumbrances, encroachments, easements, restrictions, leases, tenancies, occupancies or agreements or other matters unduly burdening the Development, other than the Ground Lease, any tenant leases in the normal course of business, any mortgages placed upon the Development in connection with the financing of the Development, any HUD Declaration of Restrictive Covenants, and any Florida Housing Finance Corporation Extended Low Income Housing Agreement; and
 - (e) The Ground Lease shall include any HUD required model language.
3. **Recording.** This Option shall not be recorded.
4. **Notices.** Any and all notices, elections, demands or communications permitted or required to be made under this Option shall be in writing, signed by the party giving such notice, and shall be delivered in person, sent by registered or certified mail or by overnight delivery, to the other party hereto, and addressed as set forth below. The date of personal delivery or the date of such mailing, as the case may be, shall be the date that such notice or election shall be deemed to have been given.

Owner: West Palm Beach Housing Authority
3700 Georgia Ave
West Palm Beach, FL 33405
Attn: Linda Odum, Executive Director
Email: Lodum@wpbha.org
Phone: (561) 655-8530 ext. 1104

With a copy to: Fox Rothschild LLP
500 Grant Street, Suite 2500
Pittsburgh, Pennsylvania 15219
Attn: Michael H. Syme, Esq.
Email: msyme@foxrothschild.com
Phone: (412) 391-2450

Optionee: Roseland Gardens, LLLP
1100 NW 4th Avenue
Delray Beach, FL 33444
Attn: Darren Smith
Email: dsmith@smithbenzy.com
Phone: (561) 859-8520

With a copy to: Shutts & Bowen LLP
200 S Biscayne Boulevard Suite 4100
Miami, FL 33131
Attn: Robert Cheng, Esq.
Email: RCheng@shutts.com
Phone: (305) 415-9083

5. **Choice of Law.** This Option shall be governed by and construed in accordance with the laws of the State of Florida.
6. **No Assignment.** Optionee shall not assign its interest in this Option without the prior written consent of Owner.
7. **Counterparts.** This Option may be executed in multiple original counterparts, each of which shall constitute an original document binding upon the party or parties signing the same. It shall not be necessary that all parties sign all counterparts and this Option shall be binding if each party shall have executed at least one counterpart.
8. **Authority to Sign.** Owner hereby represents and warrants to Optionee that the person signing this Option on behalf of Owner is authorized duly and validly to so sign. Optionee hereby warrants and represents to Owner that the person signing this Option on behalf of Optionee is authorized duly and validly to so sign.
9. **HUD Approval.** Notwithstanding any other provision of this Option, prior to execution of the Ground Lease, HUD's disposition approval under Section 18 or other pertinent statute must be obtained, and any residents residing in dwelling units on the Land, if any, must be relocated, as necessary and consistent with applicable relocation requirements, if required by HUD, and any HUD approved demolition actions on the Land must be completed. Further, notwithstanding any other provision of this Option, neither Owner nor Optionee shall have any obligation to lease the Land, and no transfer of a leasehold interest to Optionee may occur, unless and until HUD has provided a written notification that HUD has completed a Federally required environmental review and, subject to any other contingencies of that approval notification.

[SIGNATURE PAGES FOLLOW]

IN WITNESS WHEREOF, the parties herein have set their hands as of the day and year first above written.

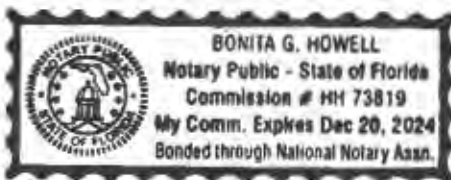
OWNER:


WEST PALM BEACH HOUSING AUTHORITY,
a public body corporate and politic established
pursuant to Chapter 421 of the Florida Statutes

By: 
Linda Odum, Executive Director

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by means of physical presence or online notarization, this 19th day of December, 2022, by Linda Odum, Executive Director of the West Palm Beach Housing Authority, a public body corporate and politic established pursuant to Chapter 421 of the Florida Statutes.




Notary Public, State of Florida
Bonita G. Howell
Print, Type or Stamp Name

Personally Known or Produced Identification _____
Type of Identification Produced _____

OPTIONEE:

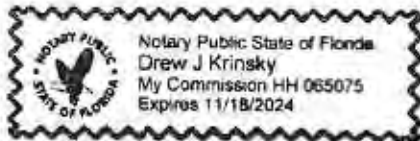
ROSELAND GARDENS, LLLP, a Florida limited liability limited partnership

By: SHAG Roseland Gardens, LLC, a Florida limited liability company, its co-general partner

By: *Darren Smith*
Name: Darren Smith
Title: Managing Member

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by means of physical presence or online notarization, this 19th day of December, 2022, by Darren Smith, Managing Member of SHAG Roseland Gardens, LLC, a Florida limited liability company, the co-general partner of Roseland Gardens, LLLP, a Florida limited liability limited partnership



Drew Krinsky
Notary Public, State of Florida
Drew Krinsky
Print, Type or Stamp Name

Personally Known or Produced Identification _____
Type of Identification Produced _____

Exhibit A



DM Redevelopment, Ltd. v. Florida Housing Finance Corporation

RFA NO.: 2022-202

Application No.: 2023-106C

EXHIBIT

9

- Classic PAPA
- MyPAPA
- Print This Page
- Save as PDF
- Print Property Summary
- 2022 Proposed Notice

- Property Detail
- Owner Information
- Sales Information
- Exemption Information
- Property Information
- Appraisals
- Assessed and Taxable Values
- Taxes

Filtered Property Detail

Property Detail

Location Address 3801 GEORGIA AVE
 Municipality WEST PALM BEACH
 Parcel Control Number 74-43-43-33-07-000-0141
 Subdivision BELVEDERE IN
 Official Records Book/Page /
 Sale Date
 Legal Description BELVEDERE S 183.6 FT OF E 1/2 OF LT 14 & E 1/2 OF LTS 15 & 16 (LESS ST R/W)

Show Full Map



Neighboring Sales Search

Owner Information

Change of Address

Owner(s)

WEST PALM BEACH HOUSING AUTH

Mailing Address

3700 GEORGIA AVE
 WEST PALM BEACH FL 33405 2176



DM Redevelopment, Ltd. v. Florida Housing Finance Corporation

RFA NO.: 2022-202

Application No.: 2023-106C

EXHIBIT

10

Exhibit A to RFA 2022-202 Housing Credit Financing For Affordable Housing Developments Located In Broward, Duval, Hillsborough, Orange, Palm Beach, And Pinellas Counties

**Section 4.A.5
Proximity, Mandatory Distance, and RECAP**

e. Proximity

(1) PHA or RD 515 Proximity Point Boost

(a) Does the proposed Development qualify for the PHA Proximity Point Boost?

No

If "Yes", provide the requirements by Attachment 9.

(b) Does the proposed Development qualify for the RD 515 Proximity Point Boost?

No

If "Yes", provide the requirements by Attachment 14.

(2) Transit Services

Applicants may select Private Transportation or provide the location information and distance for one of the remaining four Transit Services on which to base the Application's Transit Score.

(a) If the proposed Development will serve the Elderly (ALF or Non-ALF) Demographic Commitment, does the Applicant commit to provide Private Transportation?

No

(The proposed Development's Demographic Commitment is Elderly Non-ALF, which qualifies to select this option for 2 transit points.)

(b) Other Transit Services

Service	Latitude Coordinates	Longitude Coordinates	Distance*	Points awarded for Transit Type
Public Bus Stop 1	26.666519	-80.670747	0.17	4
Public Bus Stop 2	26.666186	-80.671222	0.17	
Public Bus Stop 3				
Public Bus Transfer Stop				
Public Bus Rapid Transit Stop				
Public Rail Station				

This area intentionally left blank.

Exhibit A to RFA 2022-202 Housing Credit Financing For Affordable Housing Developments Located In Broward, Duval, Hillsborough, Orange, Palm Beach, And Pinellas Counties

[3] Community Services

Up to **three** Community Services may be selected, for a maximum 4 points for each service.

Service	Service Name	Service Address	Distance*	Points awarded for Community Services
Grocery Store	Bowling Supermarket	1425 S Main St, Belle Glade, FL 33430	0.17	4.0
Medical Facility				
Pharmacy	K&M Drugs	364 S Main St, Belle Glade, FL 33430	1.33	1.5
Public School	Pioneer Park Elementary	39500 Pioneer Park Rd, Belle Glade, FL 33430	0.62	3.5

*Rounded up to the nearest hundredth of a mile. Distance between the coordinates of the Development Location Point and the coordinates of the service. The method used to determine the latitude and longitude coordinates must conform to Rule 5J-17, F.A.C., formerly 61G17-6, F.A.C. All calculations shall be based on "WGS 84" and be grid distances. The horizontal positions shall be collected to meet sub-meter accuracy (no autonomous hand-held GPS units shall be used).

f. Racially and Ethnically Concentrated Areas of Poverty (RECAP)

Is any part of the proposed Development located in a RECAP designated area?

No

Transit Service Points calculated based on the information entered above:

4

Community Service Points calculated based on the information entered above:

9

PHA or RD Proximity Boost points achieved?

0

Total Proximity Points calculated based on information entered above:

13

Does the information provided at question 11 indicate that the Local Government Area of Opportunity Designation?

Yes

Using the information entered above, does the Application meet the minimum Transit Point Requirement?

Yes - automatically

Using the information entered above, does the Application meet the minimum Proximity Point Requirement?

Yes - automatically

Using the information entered above, does the Application meet the Proximity Funding Preference?

Yes

DM Redevelopment, Ltd. v. Florida Housing Finance Corporation

RFA NO.: 2022-202

Application No.: 2023-106C

EXHIBIT

11

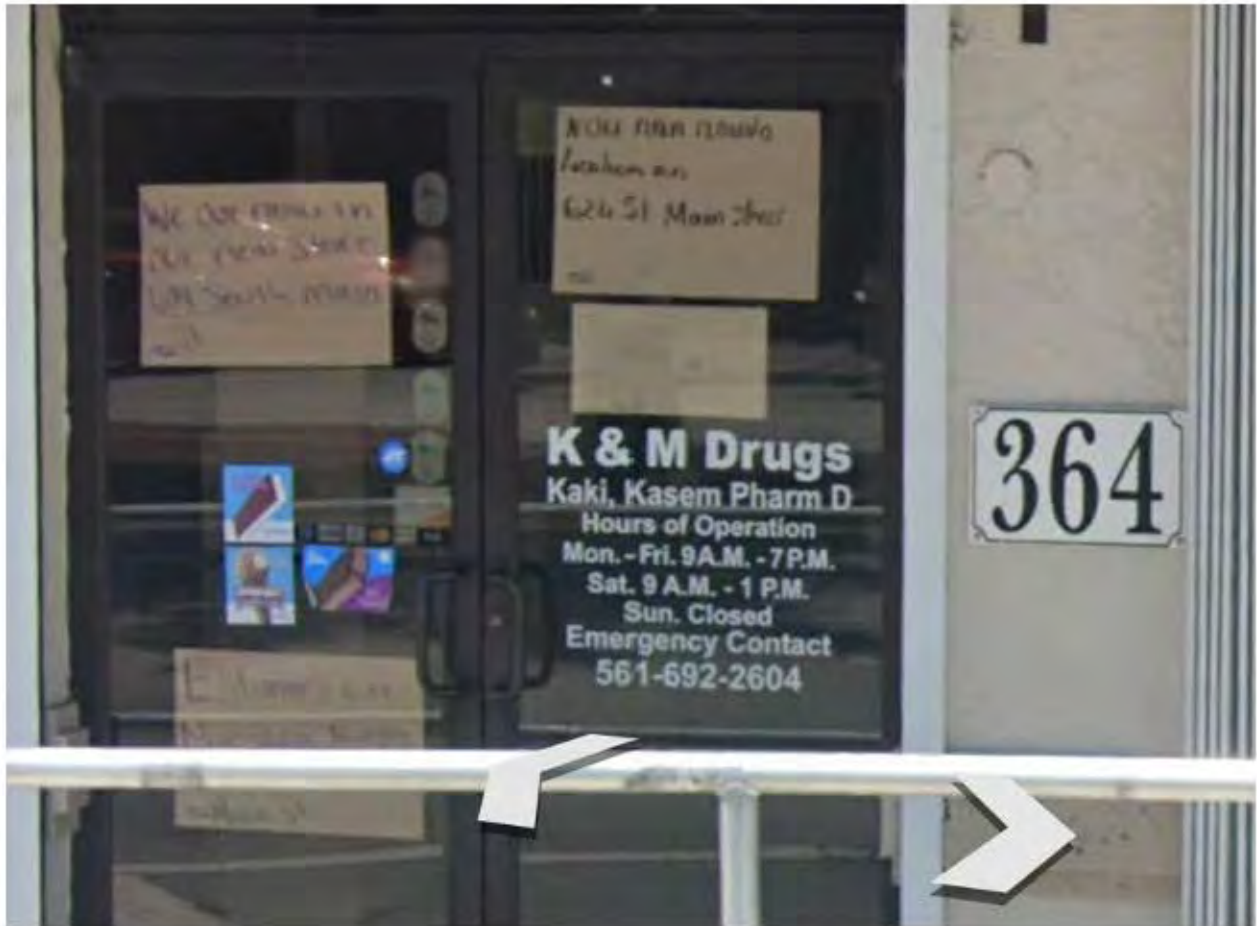


Exhibit 11



DM Redevelopment, Ltd. v. Florida Housing Finance Corporation

RFA NO.: 2022-202

Application No.: 2023-106C

EXHIBIT

12



Department of Health

License Verification

Printer Friendly Version

BELLE GLADE DRUGS, LLC K & M DRUGS

License Number: PH25925

Data As Of 2/7/2023

License Information	Secondary Locations	Discipline/Admin Action	Supervising Practitioners
---------------------	---------------------	-------------------------	---------------------------

Profession	Pharmacy
License	PH25925
License Status	CLEAR/
Qualifications	Schedule II & III Community Pharmacy
License Expiration Date	2/28/2025
License Original Issue Date	02/01/2012
Address of Record	624 S. Main Street, Suite 1 BELLE GLADE, FL 33430
Discipline on File	No
Public Complaint	No

For instructions on how to request a license certification of your Florida license to be sent to another state from the Florida Department of Health, please visit the License Certifications web page.



Exhibit 12

[Privacy Statement](#) | [Disclaimer](#) | [Email Advisory](#) | [Accessibility](#)

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DM Redevelopment, Ltd. v. Florida Housing Finance Corporation

RFA NO.: 2022-202

Application No.: 2023-106C

EXHIBIT

13

**FLORIDA HOUSING FINANCE CORPORATION
LOCAL GOVERNMENT VERIFICATION OF CONTRIBUTION – LOAN FORM**

Name of Development: Calusa Pointe

Development Location: 950 Feet southeast at the Southeast intersection of SR 80 and CR 827A, Belle Glade, Florida
(At a minimum, provide the address number, street name and city, and/or provide the street name, closest designated intersection and either the city (if located within a city) or county (if located in the unincorporated area of the county). If the Development consists of Scattered Sites, the Development Location stated above must reflect the Scattered Site where the Development Location Point is located.)

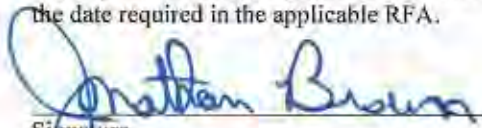
The City/County of Palm Beach, commits \$ 1,000,000.00 at face value, (which may be used as an FHFC Non-Corporation Funding Proposal in an Application for FHFC funding if it meets the required criteria) in the form of a reduced interest rate loan to the Applicant for its use solely for assisting the proposed Development referenced above.

Please note: In some competitive processes, Florida Housing will use the face value of the commitment minus the net present value of the commitment for scoring purposes. The net present value of the above-referenced loan, based on its payment stream, inclusive of a reduced interest rate and the designated discount rate (as stated in the applicable RFA) is: \$1,000,000.00.

No consideration or promise of consideration has been given with respect to the loan. For purposes of the foregoing, the promise of providing affordable housing does not constitute consideration. The commitment for this loan must be effective as of the Application Deadline for the applicable RFA, and is provided specifically with respect to the proposed Development.

CERTIFICATION

I certify that the foregoing information is true and correct and that this commitment is effective at least through the date required in the applicable RFA.


Signature

Jonathan Brown

Print or Type Name

Director, Housing & Economic Development

12/20/2022

Print or Type Title

Date Signed

NOTE TO LOCAL GOVERNMENT OFFICIAL: Additional information is set forth in the applicable Request for Application under which the Applicant is applying for funding for the above referenced Development.

This certification must be signed by the chief appointed official (staff) responsible for such approvals, Mayor, City Manager, County Manager /Administrator/Coordinator, Chairperson of the City Council/Commission or Chairperson of the Board of County Commissioners. If the contribution is from a Land Authority organized pursuant to Chapter 380.0663, Florida Statutes, this certification must be signed by the Chair of the Land Authority. One of the authorized persons named above may sign this form for certification of state, federal or Local Government funds initially obtained by or derived from a Local Government that is directly administered by an intermediary such as a housing finance authority, a community reinvestment corporation, or a state-certified Community Housing Development Organization (CHDO). Other signatories are not acceptable. The Applicant will not receive credit for this contribution if the certification is improperly signed. The amount of the contribution stated on this form must be a precise dollar amount and cannot include words such as estimated, up to, maximum of, not to exceed, etc.

If there are alterations made to this form that change the meaning of the form, the form will not be accepted.

(Form Rev. 07-2022)

Exhibit 13