

BCC Mtg. Date: December 3, 2019

2019 - 08 - 07
RESOLUTION

WHEREAS, the **ORANGE COUNTY HOUSING FINANCE AUTHORITY** (the “Authority”) was created pursuant to Ordinance 78-18, codified in the Code of Orange County at Section 2-151 *et seq*; and

WHEREAS, the Tax Equity and Fiscal Responsibility Act of 1982 (“TEFRA”) has created a requirement that all industrial development bonds issued after December 31, 1982, for the purpose of financing multifamily housing developments require approval by the Authority, and each governmental unit having jurisdiction over the area in which the bond financed facility is located; and

WHEREAS, such approval is to be given after a public hearing for which reasonable notice has been given; and

WHEREAS, the Authority is contemplating the issuance of up to \$50,000,001 Orange County Housing Finance Authority Multifamily Housing Revenue Bonds, Series [to be designated] (Orlando Senior New Construction) (the “Bonds”), the proceeds of which would finance the acquisition, construction and equipping of a residential rental project to be owned by Orlando Leased Housing Associates XIII, LLLP, a Florida limited partnership, for senior citizens (62 years and older) of low, middle and moderate income (the “Project”).

PROJECT/LOCATION

NUMBER OF UNITS

Orlando Senior New Construction
Intersection of East Colonial Drive and S.R. -
417, in Orlando, Orange County, Florida 32825

346

WHEREAS, a public hearing was held at 11:00 A.M. on November 7, 2019, with regard to financing this qualified housing development, at the place and time described in the Notice of Public Hearing attached hereto as Exhibit A, which Notice was published at least 7 days in advance of the hearing date in a newspaper of general circulation in Orange County; and

WHEREAS, the Authority has presented the issue in the aggregate principal amount set forth above for approval to the Board of County Commissioners of Orange County;

THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF ORANGE COUNTY:

SECTION 1. Authority. This Resolution is adopted pursuant to the Constitution of the State of Florida, Chapters 125 and 166, Florida Statutes, and other applicable provisions of law.

SECTION 2. Findings. The Board hereby finds, determines and declares as follows:

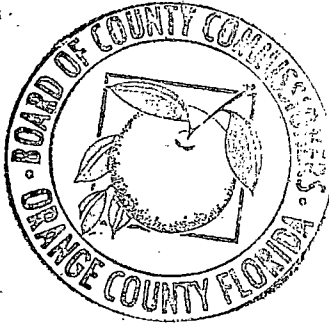
The Board is the elected legislative body of Orange County and has jurisdiction over the Project located in Orlando, Orange County, Florida.

SECTION 3. Approval. For the purpose of Section 147(f) of the Internal Revenue Code of 1986, as amended (the “Code”), the Board hereby approves the issuance of the Bonds to finance the Project, acknowledging, however, that the Bonds will not be issued until the Authority gives its final approval to the issuance of the Bonds.

SECTION 4. Limited Approval. The approval given herein shall be solely for the purpose of satisfying the requirements of Section 147(f) of the Code and shall not be construed as (i) an endorsement of the creditworthiness of the Borrower or the financial viability of the Project, (ii) a recommendation to any prospective purchaser to purchase the Bonds, (iii) an evaluation of the likelihood of the repayment of the debt service on the Bonds, or (iv) approval of any rezoning application or approval or acquiescence to the alteration of existing zoning or land use or approval for any regulatory permit relating to the Project, or creating any vested right with respect to any land use regulations, and the Board shall not be construed by virtue of its adoption of this Resolution to have made any such endorsement, finding or recommendation or to have waived, or be estopped from asserting, any rights or responsibilities it may have in that regard. Further, the approval by the Board of the issuance of the Bonds by the Authority shall not be construed to obligate the County to incur any liability, pecuniary or otherwise, in connection with either the issuance of the Bonds or the acquisition, rehabilitation and equipping of the Project, and the Authority shall so provide in the financing documents setting forth the details of the Bonds.

SECTION 5. Effective Date. This Resolution shall become effective immediately upon its passage.

PASSED AND ADOPTED this 3rd day of December, 2019.



ORANGE COUNTY, FLORIDA

By: Board of County Commissioners

By: *Jerry L. Demings*
Jerry L. Demings
Orange County Mayor

Attest: Phil Diamond, CPA, Orange
County Comptroller as Clerk of the
Board of County Commissioners

By: *Neelva Perry*
for Deputy Clerk

EXHIBIT A
NOTICE OF PUBLIC HEARING
ORANGE COUNTY HOUSING FINANCE AUTHORITY
RESIDENTIAL RENTAL PROJECT

Notice is hereby given that the Orange County Housing Finance Authority (the "Authority") will conduct a public hearing concerning the proposed issuance by the Authority of its not to exceed \$50,000,001 Multifamily Housing Revenue Bonds, Series [to be designated] (Orlando Senior New Construction) (the "Bonds"). The proceeds of the Bonds would be used to finance the acquisition, construction and equipping of the following residential rental project:

<u>PROJECT/LOCATION</u>	<u>DESCRIPTION OF PROJECT/NO. OF UNITS</u>	<u>OWNER</u>
Orlando Senior New Construction Intersection of East Colonial Drive and S.R. - 417, in Orlando, Orange County, Florida 32825	Approximately 346 units on approximately 10.59 acres, and related amenities	Orlando Leased Housing Associates XIII, LLLP, a Florida limited liability limited partnership

The public hearing will be held at the following time and location:

<u>TIME</u>	<u>LOCATION</u>
11:00 A.M. Thursday, November 7, 2019	Orange County Administration Center 3 rd Floor, Conference Room Legal "A" 201 South Rosalind Avenue Orlando, Florida 32801

Interested persons are invited to submit written comments or present oral comments at the hearing regarding the proposed issuance of the Bonds. Written comments should be received by the Authority on or before Monday, November 4, 2019. Oral comments will be limited to no more than 3 minutes per person. Written comments or notice of intent to present oral comments should be directed to:

Orange County Housing Finance Authority
 2211 E. Hillcrest Street
 Orlando, Florida 32803
 Attention: Executive Director

SECTION 286.0105, FLORIDA STATUTES, STATES THAT IF A PERSON DECIDES TO APPEAL ANY DECISION MADE BY A BOARD, AGENCY, OR COMMISSION WITH RESPECT TO ANY MATTER CONSIDERED AT A MEETING OR HEARING, SUCH PERSON WILL NEED A RECORD OF THE PROCEEDINGS. AND THAT, FOR SUCH PURPOSE, MAY NEED TO ENSURE THAT A VERBATIM RECORD OF THE PROCEEDINGS IS MADE, WHICH RECORD INCLUDES THE TESTIMONY AND EVIDENCE UPON WHICH THE APPEAL IS TO BE BASED.

ATTACHMENT 'A'

**Project Description
and Location Map**

Project Description

Site Information

- Property Name: Orlando Senior New Construction [To Be Determined]
- Address: E. Colonial Dr. & SR-417, Orlando, FL 32825 [To Be Determined]
- Year of Close: 2020
- Units: 346 [To Be Determined]
- Number of Buildings: 1
- Acreage: Approximately 10.59
- Budget: \$135,061/unit; \$46,730,979 total
- Construction Type: Mid-rise, 5-story stick frame
- Current Zoning: C-1 & A-2; retail commercial district and farmland rural district

Unit Bedroom Mix – Current

Unit Type	Number of Units	Expected Stabilized Rent
One Bedroom /One Bathroom	195	\$818
Two Bedroom/Two Bathroom	111	\$982
Three Bedroom/Two Bathroom	40	\$1,134
Total:	346	

Potential Common Area Amenities

- Salon
- Clubroom
- Library
- Fitness Center
- Theatre Room
- Pool
- Pergola
- Grills
- Wet Retention Ponds

Potential Unit Amenities

- Fully Equipped Kitchens
- Programmable Thermostat
- Central Air



Elected Officials:

State Representative

County Commissioner

State Senate

School Board Representative

US Representative

Orange County Property Appraiser

Carlos Guillermo Smith

Mayra Uribe

Linda Stewart

Johanna López

Stephanie Murphy

Rick Singh

ATTACHMENT 'B'

Related Financials

Financing Plan

The Orlando Senior development will be financed through a Freddie Mac Tax Exempt Loan (TEL) for a first mortgage, construction mortgage, 4% low-income housing tax credit equity, and a tax credit equity bridge loan. The total tax exempt bond issuance request is \$46,000,000.

Permanent 1st Mortgage (Tax-Exempt)

The loan will be a Freddie Mac Tax Exempt Loan and is expected to be in the amount of approximately \$38,000,000. The expected terms are as follows:

Amortization	35 Years
Term	15 Years
Interest Rate	4.19% + 0.15% Issuer Fee
DSCR	1.15
LTV	Not Applicable (DSCR Constrained)

Tax-Exempt Bonds

In order to meet the 50% test and qualify for federal 4% low-income housing tax credits, the Borrower requests that the Authority issues not in excess of \$46,000,000 in tax-exempt bonds to finance a portion of the costs of developing the project.

Construction Loan (Tax-Exempt)

This loan, in the approximate amount of \$38,000,000, will be used to finance construction period costs associated with the new construction of the apartment community. The source of repayment for this loan will be permanent Freddie TEL conversion. The lender for this loan is TBD.

Tax Credit Equity Bridge Loan (Taxable & Tax Exempt)

This loan, in the approximate amount of \$22,646,356, will be used to bridge the tax credit equity received after closing. The source of repayment for this loan will be future tax credit equity installments. The lender for this loan is TBD.

Federal LIHTC Equity

In conjunction with our application for tax-exempt bonds, we will be applying for an allocation of 4% federal low-income housing tax credits from the Florida Housing Finance Corporation. The estimated amount of tax credit equity is \$28,388,603. Tax credit equity will be invested into the project in installments, some of which will occur after construction. The equity investor is TBD.

Term sheets are not yet available for the First Mortgage, Equity Bridge Loan, and Tax Credit Equity but will be when received.

Fees to Applicant

Orlando Leased Housing Development XIII, LLC, the developer an affiliate of the applicant, anticipates receiving a developer fee in the approximate amount of \$11,652,177. The developer fee will be paid out in the following amounts and time frame:

- Approximately \$334,649 will be paid at closing.
- Approximately \$621,491 will be paid through equity installments.
- The remaining deferred developer fee of \$10,696,037 will be paid from available cash flow.

Dominium Florida Management Services, LLC, will collect a management fee for managing the Orlando Senior development. The fee will not exceed 5% of gross collected income each year and is currently anticipated to be 3% plus a \$60 per unit compliance monitoring fee.

One item to note is that in accordance with Rule Chapter 67-21, Dominion Construction & Architectural Services, LLC ("DCAS") intends to enter into a joint venture agreement with another to-be-determined licensed general contractor to complete the construction. DCAS is a general contractor currently licensed or registered, as applicable, in three states and plans to be licensed in Florida prior to commencement of construction at the property. DCAS will receive a fee of approximately 7% of hard construction costs.

Orlando Senior

1620 Constantine Street, Orlando

SOURCE AND USE SUMMARY

<u>Sources of Funds:</u>	Construction		Permanent	
	<i>Total</i>	<i>Per Unit</i>	<i>Total</i>	<i>Per Unit</i>
1st Mortgage - Tax Exempt	\$ 50,000,001	\$ 144,509	\$ 38,000,000	\$ 109,827
Taxable Construction	10,825,314	31,287	-	-
Low Income Tax Credit Equity	4,254,543	12,296	28,363,622	81,976
Imputed Expenses	-	-	206,975	598
Borrower Cash (Credit)	-	-	14,112,103	40,786
Total Source of Funds	\$ 65,079,858	\$ 188,092	\$ 80,682,700	\$ 233,187
<u>Uses of Funds:</u>	<i>Total</i>	<i>Per Unit</i>	<i>Total</i>	<i>Per Unit</i>
Acquisition Costs	\$ 3,100,000	\$ 8,960	\$ 3,100,000	\$ 8,960
Construction Costs	52,115,133	150,622	55,172,300	159,458
Imputed Expenses	-	-	206,975	598
Cash Accounts	4,892,060	14,139	5,754,526	16,632
Professional Services	1,794,242	5,186	1,794,242	5,186
Equity Bridge Financing Costs	126,190	365	126,190	365
Freddie TEL & OCHFA Fees	1,889,829	5,462	1,889,829	5,462
Closing Costs	356,900	1,032	356,900	1,032
Tax Credit Fees	578,652	1,672	578,652	1,672
Developer Fee	226,853	656	11,703,087	33,824
Total Use of Funds	\$ 65,079,858	\$ 188,092	\$ 80,682,700	\$ 233,187

ATTACHMENT 'C'

Proforma

Orlando Senior
1620 Constantine Street, Orlando
PRO FORMA

Unit Description	2019 Rents	Number of Units	2020 Rents	Monthly Income	Annual Income
Unit Mix					
One Bedroom - One Bathroom - 60%	\$ 781	195	\$ 818	\$ 159,510	\$ 1,914,120
Two Bedroom - Two Bathroom - 60%	937	111	982	109,002	1,308,024
Three Bedroom - Two Bathroom - 60%	1,083	40	1,134	45,360	544,320
Total/Average	\$ 866	346	\$ 907	\$ 313,872	\$ 3,766,464

Income	Per Unit	Total
Gross Potential Income	\$ 10,886	\$ 3,766,464
Apartment Vacancy Expense	(544)	(188,323)
Total Rental Income	\$ 10,341	\$ 3,578,141
Other Income		
Carports / Garages	\$ 84	\$ 28,960
Interior Storage Lockers	67	23,168
Subtotal Other Income	\$ 151	\$ 52,128
Cable, Satellite, and Utilities Revenue	\$ 50	\$ 17,300
W/D Income	502	173,761
Tenant Charges	100	34,600
Subtotal Other Income	\$ 652	\$ 225,661
Effective Gross Income	\$ 11,144	\$ 3,855,930
Expenses		
Operating Costs		
Marketing	\$ 50	\$ 17,300
Administrative	150	51,900
Insurance	794	274,724
Payroll	1,050	363,300
Utilities	1,000	346,000
Repairs, Maintenance, and Turnover	500	173,000
Total Operating Costs	\$ 3,544	\$ 1,226,224
Operating Costs Less Utilities	\$ 2,544	\$ 880,224
Non-Operating Costs		
Management Fee	\$ 279	\$ 96,398
Property Tax		
Replacement Reserves	250	86,500
Total Non-Operating Costs	\$ 529	\$ 182,898
Total Expenses	\$ 4,073	\$ 1,409,122
Net Operating Income	\$ 7,072	\$ 2,446,808

Oriando Senior
15 Year Proforma

	2021	2022	2023	2024	2025	2026	2027	2028	2029	2030	2031	2032	2033	2034	2035	2036	2037
	Lease Up / Construction		1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Rental Income																	
Units Potential Income	\$ 3,813,545	\$ 3,908,883	\$ 3,998,361	\$ 4,098,130	\$ 4,200,779	\$ 4,305,798	\$ 4,413,443	\$ 4,523,779	\$ 4,636,873	\$ 4,752,795	\$ 4,871,615	\$ 4,993,406	\$ 5,118,341	\$ 5,246,197	\$ 5,377,352	\$ 5,511,785	\$ 5,649,580
Less: Vacancy	(3,813,545)	(333,249)	(199,919)	(102,458)	(105,019)	(107,643)	(110,336)	(113,094)	(115,922)	(118,828)	(121,790)	(124,835)	(127,956)	(131,155)	(134,434)	(137,792)	(141,240)
Gross Operating Income	\$ -	\$ 3,775,635	\$ 3,798,443	\$ 3,995,682	\$ 4,095,759	\$ 4,198,155	\$ 4,303,107	\$ 4,410,685	\$ 4,520,952	\$ 4,633,975	\$ 4,749,825	\$ 4,868,570	\$ 4,990,285	\$ 5,115,042	\$ 5,242,918	\$ 5,373,991	\$ 5,508,341
Other Income																	
Carpets / Outages	-	25,702	28,960	29,684	30,426	31,187	31,967	32,766	33,585	34,425	35,285	36,167	37,072	37,998	38,948	39,922	40,920
Interior Storage Lockers	-	20,562	23,168	23,747	24,341	24,950	25,573	26,213	26,868	27,540	28,228	28,934	29,657	30,399	31,159	31,938	32,736
Cable, Satellite, and Utilities Revenue	-	14,683	15,959	16,338	16,767	17,186	17,616	18,056	18,508	18,971	19,445	19,931	20,429	20,940	21,463	22,000	22,550
W/D Income	-	147,480	160,295	164,302	168,410	172,620	176,935	181,359	185,893	190,540	195,304	200,186	205,191	210,321	215,579	220,968	226,492
Tenant Charges	-	29,367	31,919	33,716	33,534	34,373	35,232	36,113	37,016	37,941	38,889	39,862	40,858	41,880	42,927	44,000	45,100
Total Other Income	\$ -	\$ 237,794	\$ 260,301	\$ 266,808	\$ 273,479	\$ 280,316	\$ 287,323	\$ 294,506	\$ 301,869	\$ 309,416	\$ 317,151	\$ 325,080	\$ 333,207	\$ 341,537	\$ 350,076	\$ 358,828	\$ 367,794
Effective Gross Income	\$ -	\$ 3,613,428	\$ 4,058,744	\$ 4,262,671	\$ 4,369,238	\$ 4,478,469	\$ 4,590,430	\$ 4,705,191	\$ 4,822,821	\$ 4,943,391	\$ 5,066,976	\$ 5,193,650	\$ 5,323,492	\$ 5,456,579	\$ 5,592,994	\$ 5,732,818	\$ 5,876,139
Expenses																	
Total Operating Expenses	\$ -	\$ 1,272,591	\$ 1,301,721	\$ 1,334,364	\$ 1,367,621	\$ 1,401,812	\$ 1,436,857	\$ 1,472,778	\$ 1,509,598	\$ 1,547,338	\$ 1,586,021	\$ 1,625,672	\$ 1,666,315	\$ 1,707,971	\$ 1,750,671	\$ 1,794,437	\$ 1,839,298
Management Fee	-	90,336	101,469	106,567	109,231	111,962	114,761	117,630	120,571	123,585	126,674	129,841	133,087	136,414	139,825	143,320	146,901
Property Taxes	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Replacement Reserves	-	86,500	86,500	86,500	86,500	86,500	86,500	86,500	86,500	86,500	86,500	86,500	86,500	86,500	86,500	86,500	86,500
Total Expenses	\$ -	\$ 1,449,426	\$ 1,489,690	\$ 1,527,331	\$ 1,563,352	\$ 1,600,273	\$ 1,646,768	\$ 1,683,558	\$ 1,725,318	\$ 1,766,072	\$ 1,807,846	\$ 1,850,178	\$ 1,904,066	\$ 1,949,051	\$ 1,995,160	\$ 2,042,423	\$ 2,101,333
Net Operating Income	\$ -	\$ 2,164,002	\$ 2,569,054	\$ 2,735,340	\$ 2,805,886	\$ 2,878,195	\$ 2,943,663	\$ 3,019,633	\$ 3,097,303	\$ 3,177,319	\$ 3,259,131	\$ 3,333,473	\$ 3,419,426	\$ 3,507,528	\$ 3,597,833	\$ 3,690,396	\$ 3,774,806
Debt Service																	
Construction Mortgage	\$ 1,860,317	\$ 1,686,532	\$ 3,903,473	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
First Mortgage	-	-	1,647,680	1,647,680	2,184,240	2,184,240	2,184,240	2,184,240	2,184,240	2,184,240	2,184,240	2,184,240	2,184,240	2,184,240	2,184,240	2,184,240	2,184,240
Reserve Draw	(1,860,317)	(1,686,532)	(3,903,473)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Debt Service	\$ -	\$ -	\$ 1,647,680	\$ 1,647,680	\$ 2,184,240	\$ 2,184,240	\$ 2,184,240	\$ 2,184,240	\$ 2,184,240	\$ 2,184,240	\$ 2,184,240	\$ 2,184,240	\$ 2,184,240	\$ 2,184,240	\$ 2,184,240	\$ 2,184,240	\$ 2,184,240
Cash Flow after Debt Service	\$ -	\$ 2,164,002	\$ 921,374	\$ 1,087,660	\$ 621,645	\$ 693,955	\$ 759,423	\$ 835,393	\$ 913,263	\$ 993,079	\$ 1,074,890	\$ 1,149,232	\$ 1,235,186	\$ 1,323,288	\$ 1,413,593	\$ 1,506,155	\$ 1,590,565

ATTACHMENT "D"

**Financial Advisor's
Summary of Sales Method**

MEMORANDUM

TO:	W.D. Morris, Executive Director
FROM:	David Jones, CSG Advisors
SUBJECT:	Orange County Housing Finance Authority Multifamily Housing Revenue Bonds / (Tax-Exempt Loans) (Orlando Senior New Construction)
DATE:	October 23, 2019

CSG Advisors serves as Financial Advisor to the Orange County Housing Finance Authority in connection with multifamily debt issues. In that capacity we are asked to comment on proposed multifamily debt issues under certain circumstances prior to submitting the TEFRA approval request to Orange County.

Summary Description

The applicant for Orlando Senior New Construction is Orlando Leased Housing Associates XIII, LLLP, an affiliate of Dominion. The primary contacts for Orlando Leased Housing Associates XIII, LLLP is Owen Metz, Vice President, located in Plymouth, Minnesota. Dominion is a Minneapolis-based owner, developer and manager of over 30,000 owned or managed units across 22 states including Florida. Dominion serves as developer for Landon Pointe Apartments a 276-unit property located in Orange County that closed in the fall of 2017, as well as Chapel Trace Apartments, a 312-unit property also located in Orange County that closed earlier this year.

Orlando Senior New Construction is located at East Colonial Drive and State Route 417, Orlando on an approximate 10.59-acre property. The new construction affordable rental community is planned to consist of a total of 346 apartment units. The sponsors have proposed that Orange County Housing Finance Authority issue up to \$50,000,001 of multifamily housing revenue bonds. The bond proceeds along with other sources described below will be used by the applicant for the purchase and new construction of Orlando Senior New Construction.

In accordance with the tax exempt bond requirements, a minimum of 40% of the rental units will be set aside for rental to persons or families with household incomes of 60% or less of the Area Median Income. For purposes of the Orange County application, 100% of the units will be set aside at household incomes of 60%. It is expected that 195 units will be 1 bedroom / 1 bath, 111 units with 2 bedrooms / 2 baths, and 40 units with 3 bedrooms / 2 baths.

Proposed Debt Structure

The multifamily mortgage revenue bonds (or tax-exempt loan) are proposed to be issued in the not-to-exceed amount of \$50,000,001. Such bonds are anticipated to be interest only at a fixed rate of interest during construction, then amortize over a 35-year period with a 15-year term after conversion to permanent financing. Such bonds will be secured by a first mortgage loan with term to match the bonds. The bonds are expected to be privately placed (currently expected to originate as a tax-exempt loans and purchased by Freddie Mac), and are not expected to be rated by any rating agency. The bonds will meet all of the underwriting requirements of the Orange County Housing Finance Authority for such unrated bonds.

In addition to net proceeds of the bonds, the sources of funds for this development during construction anticipate the following financing sources: (a) Federal Tax Credit equity in the amount of \$4,254,543, and (b) a taxable construction loan of \$10,825,314. Such sources during construction will provide funding for the proposed financing plan including total acquisition, rehabilitation, financing and other development costs currently expected to total approximately \$65,079,858. After conversion to permanent financing and the receipt of additional Federal Tax Credit equity, it is anticipated that the Federal Tax Credit equity will increase to \$28,363,622, and a portion of the bonds will be repaid leaving a permanent conventional loan of \$38,000,000.

Method of Bond Sale

The Applicant has designated RBC Capital Markets as its bond underwriter/placement agent subject to the approval of Orange County Housing Finance Authority.

The bonds are anticipated to be issued as fully registered bonds, with minimum denominations pursuant to the bond issuance requirements of the Orange County Housing Finance Authority. The bonds are currently not expected to be rated, such that in addition to large minimum denominations, the bonds would bear a legend restricting subsequent transfers to investors who make certain written representations that they are a sophisticated investor (a “qualified institutional buyer” or “accredited investor”), and other representations indicating their understanding of the business matters and information necessary to make an informed decision to invest in the bonds.

Equity

The tax credits are anticipated to be purchased by a tax credit syndicator (to be determined) in return for at least a 99% limited partnership interest in the property.

Credit Underwriting

Pursuant to Orange County Housing Finance Authority’s policy, the proposed financing will be subject to credit underwriting by a third party firm qualified in affordable housing real estate

Orange County Housing Finance Authority
Multifamily Housing Revenue Bonds
(Orlando Senior New Construction)

underwriting and loan servicing. A credit underwriting report acceptable to the Orange County Housing Finance Authority will be required prior to authorizing the issuance of the bonds.

Investment of Proceeds

To the extent bond proceeds will be available to be drawn down during construction, the Orange County Housing Finance Authority will require such proceeds be invested pursuant to its investment policy. If applicable, CSG Advisors will oversee competitive bidding of any investment agreements.

ATTACHEMENT 'E'

**OCHFA Staff Report of the
Board of Directors meeting of 11/06/2019**



W.D. MORRIS
EXECUTIVE DIRECTOR

DISCUSSION ITEM

BOARD OF DIRECTORS

MERCEDES MCCALL
CHAIRWOMAN

VERNICE ATKINS-BRADLEY
VICE CHAIRWOMAN

SASCHA RIZZO
BOARD MEMBER

CURTIS HUNTER
BOARD MEMBER

ALBERT HANKS
BOARD MEMBER

MEMORANDUM

TO:	OCHFA Board of Directors
FROM:	W.D. Morris, Executive Director <i>[Signature]</i>
DATE:	October 21, 2019
RE:	CONSIDER APPROVAL OF THE REIMBURSEMENT RESOLUTION FOR MULTI-FAMILY TAX-EXEMPT BONDS APPLICATION, SUBMITTED BY DOMINIUM DEVELOPMENT FOR THE PROPOSED ORLANDO SENIOR NEW CONSTRUCTION APARTMENTS, NOT-TO-EXCEED \$50,000,001. NOVEMBER 6, 2019 REGULAR BOARD OF DIRECTORS' MEETING

BACKGROUND

On September 10, 2019, the Authority received the Orlando Senior New Construction Apartments proposal under the 2019 Open Cycle Allocation Process. The Open Cycle process allows developers to submit Multi-Family proposals for the Authority's consideration throughout the year, or as long as Volume Cap Allocation remains available. Subsequent to Board approval, staff will engage Professionals and proceed with the underwriting process.

The applicant for Orlando Senior New Construction Apartments is Orlando Leased Housing Associates XIII, LLP; and the General Partner is Orlando Leased Housing Associates XIII, LLLP. The investment banker is RBC Capital Markets and Trustee is U.S. Bank.

CURRENT

The proposal involves the development of, a 346-unit community. The community will offer one, two and three bedroom units. The proposed development is located at the intersection of East Colonial Drive and SR 417 in Orlando. The proposed development will consist of one hundred ninety-five (195) 1-bd/1-ba; one hundred eleven (111) 2-bd/2-ba; and forty (40) 3-bd/2-ba – with rents ranging from \$818-\$1,134 per month. This proposed development is a senior independent living community, with 100% of the units restricted to age 62+. The community will have a Set-Aside of 60% AMI or income averaging. It is designed to be a rent-to-market, where the partnership will pay all utilities.

The Multi-Family Mortgage Revenue Bond (MMRB) (or tax-exempt loan) are proposed to be issued in the not-to-exceed amount of \$50,000,001. The bonds are to be interest only, at a fixed rate during construction, then amortized over a 35-year period with a 15-year term after conversion to permanent financing. The bonds will be secured by a first mortgage loan with term-to-match the bonds. The bonds will be privately placed (Freddie Mac TEL Loan) Multi-Family Direct Purchase, tax-exempt loan, an unrated product. The structure will be required to comply with all the requirements of OCHFA Unrated Bond Policy.

The net proceeds of the bonds sources for this transaction, during construction, are as follows: (1) 4% Housing Tax Credit Equity in the amount of \$4,254,543; and (2) a taxable construction loan of \$10,825,314. The sources during construction will provide funding for the proposed financing plan, including land acquisition, development, construction and total development cost estimated at \$65,079,858. At conversion, a portion of the bonds will be repaid leaving a permanent loan of \$38MM. After conversion to permanent financing, the total tax-credit proceeds are estimated to be \$28,363,622. The proposed development debt coverage ratio is 1.11, exceeding the Authority's minimum threshold criteria of 1.10.

Additionally, the site is currently zoned as "C-1", Retail Commercial District and "A-2", Farmland Rural District. The comprehensive plan future land use map designates this site for commercial use. A rezoning to PD (Planned Development) requires a large scale comprehensive plan amendments, which is an involved process. Enclosed for your review are copies of the Proformas Analysis, Reimbursement Resolution 2019-03 and supporting information.

ACTION REQUESTED

Board approval of the Reimbursement Resolution 2019-03 for Multi-Family Tax-Exempt Bonds for the proposed Orlando Senior New Construction Apartments, not-to-exceed \$50,000,001; authorization for staff and Bond Counsel to take the required steps to proceed with the process, and with subsequent submission to the Division of Bond Financing.

PROFORMA ANALYSIS

ORLANDO SENIOR NEW CONSTRUCTION

10-Oct-2019

SOURCES:

CONSTRUCTION	PERMANENT	
\$ 50,000,001.00	\$ 38,000,000.00	Bonds/Tax Exempt
\$ 10,825,314.00		Construction Loan
\$ 4,254,543.00	\$ 28,363,622.00	LIHTC Equity
	\$ 206,975.00	Imputed Expenses
	\$ 14,112,103.00	Borrower Cash (credit)
\$ 65,079,858.00	\$ 80,682,700.00	TOTAL SOURCES

DEBT SERVICE CALCULATION:

1) The first mortgage will be financed as follows:

\$38,000,000.00	Freddie TEL Loan
4.34%	Rate
15.00	Term - Years
\$2,113,089.65	Debt Service/Yearly
\$176,090.80	Debt Service/Monthly
35	Amortization

USES: (TOTAL DEVELOPMENT COSTS)

\$ 3,100,000.00	\$ 3,100,000.00	Acquisition Cost
\$ 52,115,133.00	\$ 55,172,300.00	Construction
	\$ 206,975.00	Imputed Expenses
\$ 4,892,060.00	\$ 5,754,526.00	Cash
\$ 1,794,242.00	\$ 1,794,242.00	Professional Services
\$ 126,190.00	\$ 126,190.00	Equity Bridge Financing Costs
\$ 1,889,829.00	\$ 1,889,829.00	Freddie TEL & OCHFA Fees
\$ 356,900.00	\$ 356,900.00	Closing Costs
\$ 578,652.00	\$ 578,652.00	Tax Credit Fees
\$ 226,852.00	\$ 11,703,086.00	Developers Fee
\$ 65,079,858.00	\$ 80,682,700.00	TOTAL USES

VARIANCE:

Income Analysis:

*Set-Asides: 100% @ 60% Area Median Income				
Unit/Type: Bd/ Ba	Number of Units	Net Rent	Monthly Income	Annual Income
1BD/1BA	195	\$ 818.00	\$159,510.00	\$ 1,914,120.00
2BD2/BA	111	\$ 982.00	\$109,002.00	\$ 1,308,024.00
3BD/2BA	40	\$ 1,134.00	\$45,360.00	\$ 544,320.00

TOTAL	346	\$ 2,934.00	\$313,872.00	\$ 3,766,464.00
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GROSS INCOME \$3,766,464.00

OTHER INCOME \$188,323.20

\$3,954,787.20

Less 5% Vacancy+0% COLLECTION LOSS (\$197,739.36)

EFFECTIVE GROSS INCOME \$3,757,047.84

TOTAL EXPENSES \$ 1,409,122.00

NET OPERATING INCOME \$2,347,925.84

ANNUAL DEBT SVC PYMTS \$ 2,113,089.00

DEBT COVERAGE RATIO 1.11

ATTACHMENT 'F'

**Proof of Publication of
TEFRA Public Hearing Notice**

**NOTICE OF PUBLIC HEARING
ORANGE COUNTY HOUSING FINANCE AUTHORITY
RESIDENTIAL RENTAL PROJECT**

Notice is hereby given that the Orange County Housing Finance Authority (the "Authority") will conduct a public hearing concerning the proposed issuance by the Authority of its not to exceed \$50,000,001 Multifamily Housing Revenue Bonds, Series [to be designated] (Orlando Senior New Construction) (the "Bonds"). The proceeds of the Bonds would be used to finance the acquisition, construction and equipping of the following residential rental project:

<u>PROJECT/LOCATION</u>	<u>DESCRIPTION OF PROJECT/NO. OF UNITS</u>	<u>OWNER</u>
Orlando Senior New Construction Intersection of East Colonial Drive and S.R. - 417, in Orlando, Orange County, Florida 32825	Approximately 346 units on approximately 10.59 acres, and related amenities	Orlando Leased Housing Associates XIII, LLLP, a Florida limited liability limited partnership

The public hearing will be held at the following time and location:

<u>TIME</u>	<u>LOCATION</u>
11:00 A.M. Thursday, November 7, 2019	Orange County Administration Center 3 rd Floor, Conference Room Legal "A" 201 South Rosalind Avenue Orlando, Florida 32801

Interested persons are invited to submit written comments or present oral comments at the hearing regarding the proposed issuance of the Bonds. Written comments should be received by the Authority on or before Monday, November 4, 2019. Oral comments will be limited to no more than 3 minutes per person. Written comments or notice of intent to present oral comments should be directed to:

Orange County Housing Finance Authority
2211 E. Hillcrest Street
Orlando, Florida 32803
Attention: Executive Director

SECTION 286.0105, FLORIDA STATUTES, STATES THAT IF A PERSON DECIDES TO APPEAL ANY DECISION MADE BY A BOARD, AGENCY, OR COMMISSION WITH RESPECT TO ANY MATTER CONSIDERED AT A MEETING OR HEARING, SUCH PERSON WILL NEED A RECORD OF THE PROCEEDINGS, AND THAT, FOR SUCH PURPOSE, MAY NEED TO ENSURE THAT A VERBATIM RECORD OF THE PROCEEDINGS IS MADE, WHICH RECORD INCLUDES THE TESTIMONY AND EVIDENCE UPON WHICH THE APPEAL IS TO BE BASED.

Orlando Sentinel

Published Daily
ORANGE County, Florida



State Of Illinois
County Of Cook

Before the undersigned authority personally appeared Blaine Rogers, who on oath says that he or she is an Advertising Representative of the ORLANDO SENTINEL, a DAILY newspaper published at the ORLANDO SENTINEL in ORANGE County, Florida; that the attached copy of advertisement, being a Legal Notice in the matter of 11200-Misc. Legal, 46760753 was published in said newspaper in the issues of Oct 30, 2019.

Affiant further says that the said ORLANDO SENTINEL is a newspaper Published in said ORANGE County, Florida, and that the said newspaper has heretofore been continuously published in said ORANGE County, Florida, each day and has been entered as periodicals matter at the post office in ORANGE County, Florida, in said ORANGE County, Florida, for a period of one year next preceding the first publication of the attached copy of advertisement; and affiant further says that he or she has neither paid nor promised any person, firm or corporation any discount, rebate, commission or refund for the purpose of securing this advertisement for publication in the said newspaper.

Blaine Rogers

Signature of Affiant

Name of Affiant

Sworn to and subscribed before me on this 30 day of October, 2019, by above Affiant, who is personally known to me (X) or who has produced identification ().

Signature of Notary Public



Name of Notary, Typed, Printed, or Stamped

Sold To:
Orange County Housing Finance Authority - CU00425690
2211 Hillcrest St
Orlando, FL, 32803

Bill To:
Orange County Housing Finance Authority - CU00425690
2211 Hillcrest St
Orlando, FL, 32803

6494694

NOTICE OF PUBLIC HEARING ORANGE COUNTY HOUSING FINANCE AUTHORITY RESIDENTIAL RENTAL PROJECT

Notice is hereby given that the Orange County Housing Finance Authority (the "Authority") will conduct a public hearing concerning the proposed issuance by the Authority of its not to exceed \$50,000,001 Multifamily Housing Revenue Bonds, Series [to be designated] (Orlando Senior New Construction) (the "Bonds"). The proceeds of the Bonds would be used to finance the acquisition, construction and equipping of the following residential rental project:

PROJECT/LOCATION
Orlando Senior New Construction
Intersection of East Colonial Drive and S.R. - 417, in Orlando, Orange County, Florida 32825
DESCRIPTION OF PROJECT/NO. OF UNITS
Approximately 346 units on approximately 10.59 acres, and related amenities
OWNER
Orlando Leased Housing Associates XIII, LLLP, a Florida limited liability limited partnership

The public hearing will be held at the following time and location:

TIME
11:00 A.M.
Thursday, November 7, 2019
LOCATION
Orange County Administration Center
3rd Floor, Conference Room Legal "A"
201 South Rosalind Avenue
Orlando, Florida 32801

Interested persons are invited to submit written comments or present oral comments at the hearing regarding the proposed issuance of the Bonds. Written comments should be received by the Authority on or before Monday, November 4, 2019. Oral comments will be limited to no more than 3 minutes per person. Written comments or notice of intent to present oral comments should be directed to: Orange County Housing Finance Authority
2211 E. Hillcrest Street
Orlando, Florida 32803
Attention: Executive Director

SECTION 286.0105, FLORIDA STATUTES, STATES THAT IF A PERSON DECIDES TO APPEAL ANY DECISION MADE BY A BOARD, AGENCY, OR COMMISSION WITH RESPECT TO ANY MATTER CONSIDERED AT A MEETING OR HEARING, SUCH PERSON WILL NEED A RECORD OF THE PROCEEDINGS, AND THAT, FOR SUCH PURPOSE, MAY NEED TO ENSURE THAT A VERBATIM RECORD OF THE PROCEEDINGS IS MADE, WHICH RECORD INCLUDES THE TESTIMONY AND EVIDENCE UPON WHICH THE APPEAL IS TO BE BASED.

056494694

10/30/2019

6494694

Meeting Notice



Board Name: Orange County Housing Finance Authority
TEFRA Public Hearing Meeting for Orlando
Senior New Construction Development

Date: Thursday, November 7, 2019

Location: Third Floor Conference Room Legal "A"
Orange County Administration Center

Time: 11:00 AM - 11:30 AM

TEFRA (Tax Equity and Fiscal Responsibility Act) public hearing meeting for the proposed Issuance of Multi Family Housing Revenue Bonds to finance the acquisition, construction and equipping of a residential rental project: Orlando Senior New Construction Development.

Section 286.0105, Florida Statutes states that if a person decides to appeal any decision made by a board, agency, or commission with respect to any matter considered at a meeting or hearing, he or she will need a record of the proceedings, and that, for such purpose, he may need to ensure that a verbatim record of the proceedings is made, which record includes the testimony and evidence upon which the appeal is to be based.

In accordance with the Americans with Disabilities Act (ADA), if any person with a disability as defined by the ADA needs special accommodation to participate in this proceeding, then not later than two business days prior to the proceeding, he or she should contact the Orange County Communications Division at (407) 836-3111.

Para mayor información en español, por favor llame al (407) 836-3111.

10/31/19
10/31/19
A handwritten signature in black ink, appearing to be "S. J.", written over the printed name field.

ATTACHMENT 'G'

TEFRA Public Hearing Minutes



ORANGE COUNTY
HOUSING FINANCE AUTHORITY

W.D. MORRIS
EXECUTIVE DIRECTOR

MEMORANDUM

BOARD OF DIRECTORS

MERCEDES MCCALL
CHAIRMAN

VERNICE ATKINS-BRADLEY
VICE CHAIRMAN

SASCHA RIZZO
BOARD MEMBER

CURTIS HUNTER
BOARD MEMBER

ALBERT HANKS
BOARD MEMBER

TO: **FILE**
FROM: Mildred Guzman, Multi Family Program Administrator
DATE: November 7, 2019
RE: TEFRA Hearing Meeting Minutes for Multi-family Housing Mortgage Revenue Tax Exempt Bonds – Orlando Senior New Construction Apartments

On Thursday, November 7, 2019, at 11:00 A.M. a TEFRA (Tax Equity and Fiscal Responsibility Act of 1982) Public Hearing was conducted in Orange County at the Orange County Administration Center, 3rd floor, OMB Conference Room.

The meeting was presided over by Mildred Guzman, Multi-Family Program Administrator. Also present at the meeting was Mr. Frantz Dutes, Director of Programs Operations, OCHFA, Ms. Danielle Philippe, OC Fiscal & Business Services, Mr. Barry Skinner, OC Deputy Comptroller, and Mr. W.D. Morris, Executive Director, OCHFA.

The purpose of the hearing was to receive public comments regarding the issuance by the Orange County Housing Finance Authority of Multi Family Housing Mortgage Revenue Tax Exempt Bonds to finance the acquisition and construction of a proposed multifamily rental development in Orange County as follows:

<u>PROJECT/LOCATION</u>	<u>DESCRIPTION/ NO. OF UNITS</u>	<u>OWNER</u>	<u>AMOUNT</u>
Orlando Senior New Construction Intersection of East Colonial Drive and S.R. - 417, in Orlando, Orange County, Florida 32825	Approximately 346 units on approximately 10.59 acres, and related amenities	Orlando Leased Housing Associates XIII, LLLP, a Florida limited liability limited partnership	\$50,000,001

No comments, oral or written, were presented during or before the hearing. The meeting adjourned at 11:30 AM.