

2021- B - 09
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 \$44,100,000 in one or more series of Orange County Housing Finance Authority Multifamily Housing Revenue Bonds, Series [to be designated] (Parkwood Plaza Apartments) (the “Bonds”), the proceeds of which would finance the acquisition, construction and equipping of a residential rental project to be owned by Parkwood Plaza Apartments, Ltd., for persons who are of low, middle and moderate income (the “Project”).

PROJECT/LOCATION

NUMBER OF UNITS

Parkwood Plaza Apartments
3255 W Colonial Dr.
Orlando, FL 32808

324

WHEREAS, a public hearing was held at 10:45 A.M. on Tuesday, October 19, 2021, 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 and construction of the Project, and the Authority shall so provide in the financing documents setting forth the details of the Bonds.

[remainder of page intentionally left blank]

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

PASSED AND ADOPTED this 16th day of November, 2021.



ORANGE COUNTY, FLORIDA
By: Board of County Commissioners

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

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

By: *Katie Smith*
Deputy Clerk

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

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 \$44,100,000 Multifamily Housing Revenue Bonds, Series [to be designated] (Parkwood Plaza Apartments) (the "Bonds"). The proceeds of the Bonds would be used to finance the acquisition and rehabilitation of the residential rental project listed below for persons who are of low, middle and moderate income:

PROJECT/LOCATION	NO. OF UNITS	OWNER
<u>Parkwood Plaza Apartments</u> 3255 W Colonial Dr. Orlando, FL 32808	324	Parkwood Plaza Apartments, Ltd.

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

TIME AND DATE	LOCATION
10:45 A.M. Tuesday, October 19, 2021	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 Tuesday, October 12, 2021. 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**

PARKWOOD APARTMENTS – Orlando, FL

Detailed and accurate description of the proposed housing development, including property address, acreage, present zoning status, type of construction, number of units, unit bedroom mix, current rental rates (if appropriate), expected stabilized rental rates (specify any charges for premiums), and any amenities to be provided (include any charges for amenities).

Parkwood Apartments (the “Project”) is a proposed new construction multifamily development to be located at 3255 West Colonial Drive, Orlando, FL 32808 on an approximately 12.91-acre site. The present zoning status is AC-2/W. The Project will be comprised of 11 three-story, garden-style residential buildings and will have a total of 324 units (18 one-bedroom, 150 two-bedroom, 132 three-bedroom, and 24 four-bedroom units). 100 percent of units will be affordable to individuals and families making no more than 60% of area median income (“AMI”). The proposed unit mix and expected stabilized rental rates will be ranging from \$793 to \$1,208.

The Project will provide ample in-unit and onsite amenities. Proposed unit amenities include air conditioning, washer/dryer hook-ups, walk-in closets, kitchen islands, dishwashers, and balconies. It will also include a clubhouse, pool, playground, mailroom, leasing office, and 425 parking spaces at no additional charge to residents. The Project will have gates and controlled access. The Project is also conveniently located on West Colonial Drive, offering numerous options for dining and shopping - just 3 miles west of downtown Orlando, 8 miles north of the Universal Studio Resort and 17 miles northwest of the Orlando International Airport.

Parkwood Apartments - 3255 W Colonial Drive, Orlando, FL 32808



3255 W. Colonial Drive

Elected Officials:

County Commissioner	Victoria P. Siplin
State Senate	Randolph Bracy
US Representative	Val Demings
School Board Representative	Vicki-Elaine Felder
State Representative	Travaris L. "Tray" McCurdy
Orange County Property Appraiser	Amy Mercado

ATTACHMENT 'B'

Related Financials

EXHIBIT A

COMMITMENT TERMS

This Exhibit A is an integral part of, and establishes additional terms, conditions and requirements of, the Commitment to which this is annexed.

SUMMARY OF MORTGAGE LOAN TERMS

Project:	Parkwood Plaza, a 324-unit multifamily new construction project.
Maximum Tax-Exempt Loan Amount:	An amount estimated to be \$44,100,000. The permanent loan is expected to be \$37,620,000.
Number of Units:	324
Low-Income Units:	324 units @ 60% of AMI
Permanent Period Interest Rate:	4.00%
Financing Fee:	A fee, payable to CITI, equal to 1.00% of the amount of the Maximum Mortgage Loan Amount. This fee includes permanent lending services.
Conversion Fee:	\$10,000.
Guarantor(s):	Anticipated to be Lincoln Avenue Capital LLC
Outside Closing Date:	Q1 2022
Initial Construction Period:	36 months.
Outside Conversion Date	Q1 2025, subject to extension upon availability and satisfaction of such extension requirements.
Possible Extension Period(s):	6 months.
Permanent Loan Term:	17 years following Closing.
Amortization Period:	40 years.
Lockout Period:	10 years following Conversion.
Pre-payment Premium:	Yield maintenance until 6 months prior to maturity.
Loan Sizing Criteria:	<u>Maximum Loan to Value: 90%.</u> <u>Maximum Loan to Cost: 80%.</u> <u>Debt Service Coverage: 1.15 to 1.00.</u>
Required Reserves following	\$250/Unit/Year for Years 1-5. Thereafter, subject to

Conversion:	increases once every 5 Years, based upon a physical needs assessment
Approved Subordinate Financing:	The terms, conditions and documentation of the Approved Subordinate Financing, if any, including the form of subordination agreement subordinating the Approved Subordinate Financing to the Loan, are subject to the review and approval CITI in its sole discretion.
Payment and Performance Bonds:	Required from General Contractor.
Tax Credit Equity Provider:	\Must be acceptable to CITI in all respects.

Parkwood Apartments - Orlando, FL

Sources		
	Construction	Permanent
Citibank - Tax-Exempt Permanent Loan	\$ -	\$ 37,620,000
Orlando Affordable Impact Fee Reimbursements	516,780	516,780
Citibank - Tax-Exempt Bonds (Construction Loan)	44,100,000	-
Equity Bridge Loan	18,363,039	-
LIHTC Equity - 1st Installment	3,153,611	3,153,611
LIHTC Equity - 3rd Installment	-	22,075,274
LIHTC Equity - 4th Installment	-	6,307,221
GP and Class B LP Capital Contribution	850,000	850,000
Deferred Developer Fee	-	7,385,082
Total Sources	\$66,983,430	\$77,907,968
(GAP)/SURPLUS	-	-

Uses		
	Construction	Permanent
Acquisition	\$ 5,980,000	\$ 5,980,000
Construction	54,099,152	54,099,152
Project Soft Costs	1,528,300	1,528,300
Permanent Financing	197,500	197,500
Construction & Equity Bridge Fees and Interest	2,894,268	2,894,268
Tax Credit Fees	235,000	235,000
Bond Costs	1,015,250	1,015,250
Reserves	48,600	1,288,882
Developer Fees	985,360	10,669,616
Total Uses	\$66,983,430	\$77,907,968
(GAP)/SURPLUS	-	-

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	Developer Fee Pay-In:	30.00%
	Equity Pay-In:	10.00%
	Construction Schedule:	0.00%
	Construction Completion	0.00%
Period		0
Year		2022
Date		3/1/2022

Sources

LIHTC Equity	\$31,536,106	\$3,153,611
GP Capital Contribution	\$850,000	\$850,000
Citibank - Tax-Exempt Bonds (Construction Loan)	\$44,100,000	\$10,803,175
Equity Bridge Loan	\$18,363,039	-
Citibank - Tax-Exempt Permanent Loan	\$37,620,000	-
Excess Permanent Proceeds	\$516,780	-
Total Sources	\$132,985,926	\$14,806,785

Current Fee Payable

Uses

Acquisition:

Land Purchase Price	\$5,980,000	5,980,000
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Hard Costs:

Construction Hard Costs	\$44,530,806	
Solar Installation	-	
General Requirement	\$890,616	
Overhead	\$667,962	
Profit	\$890,616	
Hard Cost Contingency	\$2,349,000	
Impact Fees (Mobility, Park, Fire)	\$1,033,560	\$1,033,560
Impact Fees (School)	\$2,187,324	\$2,187,324
Residential Special Assessment @ CofO	-	-
Sewer Access Fee - Orlando	\$624,834	624,834
Water Access Fee - OUC	\$291,762	291,762
Builder's Risk Insurance - Included in Contract	-	-
Building/Construction Permits	\$170,972	\$170,972
GC P&P Bond	\$234,900	\$234,900
FF&E	\$226,800	

Project Soft Costs:

Architect	\$1,036,800	\$777,600
Civil Engineering	\$175,000	\$175,000
Accounting (Cost Certification/Audit)	\$15,000	\$15,000
Title	\$70,000	\$70,000
Survey	\$25,000	\$25,000
Appraisal	\$10,000	\$10,000
Market Study	\$6,500	\$6,500
Energy Efficiency Consultant	\$10,000	\$10,000
Historical Consultant	\$5,000	\$5,000

Accessibility Consultant	\$25,000	\$25,000
Geotech/Soils	\$15,000	\$15,000
Environmental	\$30,000	\$30,000
Interior Design	\$25,000	\$25,000
Land Use Attorney	\$10,000	\$10,000
Inspecting Architect	\$20,000	\$20,000
Relocation	-	-
Capitalized Bond Interest	-	-

FHFC Tax Credit Agency Issuance Costs

FHFC Application Fee	\$3,000	\$3,000
FHFC Administrative Fee	\$50,000	\$50,000
FHFC Compliance Monitoring Fee	\$162,000	\$162,000
FHFC Credit Underwriting and Appraisal Fee	\$20,000	\$20,000

Orange County Financing Issuance Costs

Bond Counsel	\$80,000	\$80,000
Bond Application Fee	\$44,100	\$44,100
Issuer Counsel	\$55,000	\$55,000
Special Counsel	\$45,000	\$45,000
Cost of Issuance	\$10,000	\$10,000
TEFRA FEE*	\$1,000	\$1,000
Bond Fees	\$727,650	\$727,650
Fiscal Agent	\$12,500	\$12,500
Placement Agent	\$40,000	\$40,000
Not Used	-	-

Permanent Financing Issuance Costs

Lender Counsel	\$30,000	\$30,000
Borrower Counsel	\$130,000	\$130,000
Fiscal Agent	\$15,000	\$15,000
Forward Fee	-	-
Origination Fee	-	-
Application/Conversion Fee	\$22,500	\$22,500

Construction Loan Costs and Reserve

Construction Loan Interest Reserve	\$1,949,456	\$ -
Lender Counsel	\$25,000	\$25,000
Origination Fee	\$441,000	\$441,000
Third Party Reports and Due Diligence	\$12,500	\$12,500

Equity Bridge Loan Costs and Reserve

Equity Bridge Loan Interest Reserve	\$313,589	-
Lender Counsel	\$15,000	\$15,000
Origination Fee	\$137,723	\$137,723
Third Party Reports and Due Diligence	-	-

Reserves and Escrows

RE Tax/Insurance Escrow (Months)	\$284,842	-
Operating Reserve (Months)	\$955,440	-
Lease-Up Reserve	-	-
Marketing Budget	\$48,600	-
Upfront Replacement Reserves	-	-

Soft Cost Contingency

Soft Cost Contingency	\$50,000	-
Construction Loan		
Repayment of Construction Loan	\$44,100,000	-
Equity Bridge Loan		
Repayment of Equity Bridge Loan	\$18,363,039	-
Developer Fee		
Developer Fee	\$3,284,534	\$985,360
Total Development Cost	\$ 132,985,926	\$ 14,806,785
		-

Parkwood Apartments - Orlando, FL

General Inputs

City (State) (10)	1
Simulation Date	3/1/2022
Credit Pricing	\$0.850
80% Test	85.5%
QCT or DDA Basis Boost?	Yes
Tax Credit Percentage	4.00%
Tax Exempt Bond Issuer	Orange County

Source

	Construction	Permanent	
Citibank - Tax-Exempt Permanent Loan	\$ -	\$ 37,620,000	80.0%
Orlando Affordable Impact Fee Reimbursements	516,780	516,780	
Citibank - Tax-Exempt Bonds (Construction Loan)	44,100,000	-	
Equity Bridge Loan	18,383,039	-	
LHFC Equity - 1st Installment	3,153,611	3,153,611	
LHFC Equity - 3rd Installment	-	22,073,274	
LHFC Equity - 4th Installment	-	6,307,221	
GP and Class B LP Capital Contribution	880,000	880,000	
Deferred Developer Fee	-	7,386,082	
Total Sources	\$77,907,988	\$77,907,988	
(SAP) (SAP) LBS	-	-	

Development Budget

Acquisition	Land		Purchase		Basis Calculations		Basis Calculations	
	\$	Per Unit	\$	Per Unit	%	\$	%	\$
Land Purchase Price	\$ 18,457	\$5,980,000	\$18,457	\$5,980,000	20%	\$1,188,000	0%	0
Hard Costs								
Construction Hard Costs		\$137,441		\$44,530,808			99.75%	\$44,422,266
Solar Installation		\$0		-			100%	-
General Requirement		2.00%		\$880,616			100%	\$880,616
Overhead		1.50%		\$667,962			100%	\$667,962
Profit		2.00%		\$880,616			100%	\$880,616
Hard Cost Contingency		5.00%		\$2,348,000			100%	\$2,348,000
Impact Fees (Mobility, Park, Fire)		-		\$1,033,980	0%	0	100%	\$1,033,980
Impact Fees (School)		-		\$2,187,324	0%	0	100%	\$2,187,324
Residential Special Assessment @ ColO		-		-	0%	0	100%	-
Water Access Fee - Orlando		-		\$824,834	0%	0	100%	\$824,834
Water Access Fee - OUC		-		\$291,762	0%	0	100%	\$291,762
Building/Construction Permits		-		\$170,972	0%	-	100%	\$170,972
GC P&P Bond		0.50%		\$234,900	0%	-	100%	\$234,900
FFAE		-		\$228,800	0%	0	100%	\$228,800
Total Hard Costs		\$168,873		\$44,998,182				
Project Soft Costs								
Architect		\$ 3,301		\$1,036,800	0%	-	100%	\$1,036,800
Civil Engineering		-		\$175,000	0%	-	100%	\$175,000
Accounting (Cost Certification/Audit)		-		\$15,000	0%	-	100%	\$15,000
Title		-		\$70,000	0%	-	100%	\$70,000
Survey		-		\$25,000	0%	-	100%	\$25,000
Appraisal		-		\$10,000	0%	-	100%	\$10,000
Market Study		-		\$6,500	0%	-	100%	\$6,500
Energy Efficiency Consultant		-		\$10,000	0%	-	100%	\$10,000
Historical Consultant		-		\$5,000	0%	-	100%	\$5,000
Accessibility Consultant		-		\$25,000	0%	-	100%	\$25,000
Geotech/Soils		-		\$15,000	0%	-	100%	\$15,000
Environmental		-		\$30,000	0%	-	100%	\$30,000
Interior Design		-		\$25,000	0%	-	100%	\$25,000
Land Use Attorney		-		\$10,000	0%	-	100%	\$10,000
Inspecting Architect		-		\$20,000	0%	-	100%	\$20,000
FHFC Tax Credit Agency Issuance Costs								
FHFC Application Fee		-		\$3,000	0%	-	0%	-
FHFC Administrative Fee		-		\$50,000	0%	-	0%	-
FHFC Compliance Monitoring Fee		-		\$162,000	0%	-	0%	-
FHFC Credit Underwriting and Appraisal Fee		-		\$20,000	0%	-	0%	-
Orange County Financing Issuance Costs								
Bond Counsel		-		\$80,000	0%	-	0%	-
Bond Application Fee		0.10%		\$44,100	0%	-	11.76%	\$5,188
Issuer Counsel		-		\$55,000	0%	-	0%	-
Special Counsel		-		\$45,000	0%	-	0%	-
Cost of Issuance		-		\$10,000	0%	-	0%	-
TEPRA FEE		-		\$1,000	0%	-	0%	-
Bond Fees		1.65%		\$727,850	0%	-	11.76%	\$85,606
Fiscal Agent		-		\$12,500	0%	-	0%	-
Placement Agent		-		\$40,000	0%	-	0%	-
Permanent Financing Issuance Costs								
Lender Counsel		-		\$30,000	0%	-	0%	-
Borrower Counsel		-		\$130,000	0%	-	60%	\$78,000
Fiscal Agent		-		\$15,000	0%	-	0%	-
Application/Conversion Fee		-		\$22,500	0%	-	0%	-
Construction Loan Costs and Reserve								
Construction Loan Interest Reserve		24 months		\$1,948,405	0%	-	99%	\$1,548,533
Lender Counsel		-		\$25,000	0%	-	100%	\$25,000
Origination Fee		1.00% of Loan		\$441,000	0%	-	100%	\$441,000
Third Party Reports and Due Diligence		-		\$12,500	0%	-	100%	\$12,500
Equity Bridge Loan Costs and Reserve								
Equity Bridge Loan Interest Reserve		22 months		\$313,580	0%	-	99%	\$214,120
Lender Counsel		-		\$15,000	0%	-	100%	\$15,000
Origination Fee		0.75% of Loan		\$137,723	0%	-	100%	\$137,723
Third Party Reports and Due Diligence		-		-	0%	-	100%	-
Reserves and Extras								
RE Tax Insurance Escrow (Months)		6		\$264,842	0%	-	0%	-
Operating Reserve (Months)		4		\$925,440	0%	-	0%	-
Marketing Budget		-		\$48,000	0%	-	0%	-
Soft Cost Contingency								
Soft Cost Contingency		15%		\$50,000	0%	-	100%	\$50,000
Total Soft Costs								
Total Acq. / Hard / Soft Costs								
				\$47,239,892				
Developer Fee								
Acquisition Fee		18%		\$215,280	100%	\$ 215,280	0%	-
Construction Fee		18%		\$10,454,336	0%	0	100%	\$ 10,454,336

Total Development Costs				\$57,199,888		\$57,199,888		\$57,199,888
Costs Paid				\$3,284,534				

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	80% Test	80% Test	80% Test
QCT/DDA Boost	100%	130%	
Qualified Units	100%	100%	
LP Ownership	98.99%	98.99%	
TC Percentage	4.00%	4.00%	
Annual Federal Credits	\$28,881	\$3,822,773	\$3,851,654
Pricing	\$0.850	\$0.850	
Federal Equity Proceeds	\$481,704	\$31,844,463	\$31,844,168
Basis Basis			
QCT/DDA Boost	100%	130%	
Qualified Units	100%	100%	
LP Ownership	100.00%	100.00%	
TC Percentage	4.00%	4.00%	
Annual Basis Credits			
Pricing			
Basis Equity Proceeds			

ATTACHMENT 'C'

Proforma

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 (Parkwood Apartments)
DATE:	September 9, 2021

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 Parkwood is Parkwood Plaza Apartments, Ltd. The primary contact person for Parkwood Plaza Apartments, Ltd is Jeremy Bronfman of Lincoln Avenue Capital located in Santa Monica, California. Lincoln Avenue Capital is one of the nation's fastest-growing developers, investors, and operators of affordable housing with a portfolio that includes more than 45 properties comprising more than 9,000 apartment units across multiple states including Florida.

Parkwood Apartments is a proposed new construction multifamily development to be located at 3255 W Colonial Drive, Orlando on an approximate 12.91-acre property. The new construction affordable rental community is planned to consist of a total of 324 apartment units. The sponsors have proposed that Orange County Housing Finance Authority issue up to \$44,100,000 of multifamily housing revenue bonds.

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 18 units will be 1 bedroom / 1 bath, 150 units with 2 bedrooms / 2 baths, 132 units with 3 bedrooms / 2 baths, and 24 units with 4 bedrooms / 2 baths.

Orange County Housing Finance Authority
Multifamily Housing Revenue Bonds
(Parkwood Apartments)

The tax-exempt mortgage revenue bonds are expected to be issued in the not-to-exceed amount of \$44,100,000. The bonds are expected to be privately placed with Citibank and are not expected to be rated by any rating agency. 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 will meet all of the underwriting requirements of the Orange County Housing Finance Authority for such unrated bonds.

The sources of funds for this development including permanent sources of funds anticipate the following financing sources:

- (a) Citibank first mortgage of \$44,100,000 paying down to \$37,620,000 after construction,
- (b) Federal tax credit equity in the amount of \$31,536,106,
 - a. (\$18,363,039 of which is an equity bridge loan during construction)
- (c) Deferred developer fees in the amount of \$7,385,082,
- (d) Orlando Affordable impact fee reimbursements of \$516,780, and
- (e) General partner and Class B limited partner capital contribution of \$850,000.

The proposed financing plan after converting to permanent financing anticipates acquisition and rehab costs, financing, construction interest and other development costs currently expected to total approximately \$77,907,968.

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 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 that 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 10/06/2021**



W.D. MORRIS
EXECUTIVE DIRECTOR

DISCUSSION ITEM

MEMORANDUM

BOARD OF DIRECTORS

MERCEDES MCCALL
CHAIR

VERNICE ATKINS-BRADLEY
VICE CHAIR

SASCHA RIZZO
BOARD MEMBER

CURTIS HUNTER
BOARD MEMBER

TO:	OCHFPA Board of Directors
FROM:	W.D. Morris, Executive Director <i>[Signature]</i>
DATE:	September 10, 2021
RE:	CONSIDER APPROVAL OF THE REIMBURSEMENT RESOLUTION FOR MULTI-FAMILY TAX-EXEMPT BONDS APPLICATION, SUBMITTED BY PARKWOOD PLAZA APARTMENTS, LTD, FOR NEW CONSTRUCTION OF THE PROPOSED PARKWOOD APARTMENTS, IN AN AMOUNT, NOT-TO-EXCEED \$44,100,000. OCTOBER 6, 2021 REGULAR BOARD OF DIRECTORS' MEETING

BACKGROUND

On August 12, 2021, the Authority received a proposal for the Parkwood Apartments under the 2021 Open Cycle Allocation Process, submitted by Parkwood Plaza Apartments, Ltd; Lincoln Avenue Capital Management, LLC. 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 investment banker/Placement Agent is RBC Capital Markets and Trustee will be US Bank.

CURRENT

The proposal is for the construction of a 324-unit community. The community will offer one, two, three and four bedroom units. The proposed development is located at 3255 W. Colonial Dr., Orlando – Orange County (Region 14). The proposed development will consist of eighteen (18) 1-bd/1-ba; one hundred fifty (150) 2-bd/2-ba; one hundred thirty-two (132) 3-bd/2-ba; and twenty-four (24) 4-bd/2-ba, with rents ranging from \$793 – \$1,208 per month. This proposed development will set-aside 100% of the units for families that earn 60% or less of the Area Median Income (AMI).

The Multi-Family Mortgage Revenue Bonds (or tax-exempt loan) are proposed to be issued in the not-to-exceed amount of \$44.1MM. The bonds will be a Private Placement via a direct purchase securitization of the bonds by Citibank. The structure involves tax-exempt bonds in the amount of an estimated \$44.1MM, with 4% Tax-Credits of approximately \$31.5MM. This structure also includes a Capital Contribution of approximately 850K, with a Deferred Developer Fee estimated at \$7.385MM. The debt coverage ratio for the proposed development is 1.18, which meets the Authority's minimum Threshold Criteria of 1.10. Staff utilized a conservative base approach in determining the debt coverage ratio.

Enclosed for your review are copies of the Pro forma Analysis, Reimbursement Resolution #2021-09 and supporting information.

<u>CONSTRUCTION SOURCES</u>	
\$ 44,100,000	OCHFA
\$ 18,363,039	Equity Bridge Loan
\$ 3,153,611	LIHTC Equity
\$ 850,000	GP Capital Contribution
\$ 516,780	Impact Fee Reimbursement
\$66,983,430.00	TOTAL SOURCES

ACTION REQUESTED

Board approval of the Reimbursement Resolution (#2021-09) for Multi-Family Tax-Exempt Bonds, for new construction of the proposed Parkwood Apartments, not-to-exceed \$44.1MM; 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.

RESOLUTION NO. 2021-09

A RESOLUTION DECLARING THE OFFICIAL INTENT OF THE ORANGE COUNTY HOUSING FINANCE AUTHORITY TO REIMBURSE ITSELF AND/OR PARKWOOD PLAZA APARTMENTS, LTD. FROM THE PROCEEDS OF DEBT FOR CERTAIN EXPENSES TO BE INCURRED WITH RESPECT TO A CERTAIN MULTIFAMILY HOUSING PROJECT; AND AUTHORIZING CERTAIN INCIDENTAL ACTIONS.

WHEREAS, in connection with the acquisition, construction and equipping of a certain multifamily housing residential rental facility described herein by the Orange County Housing Finance Authority (the "Issuer") through a loan to Parkwood Plaza Apartments, Ltd. (the "Owner"), the Issuer and the Owner expect to incur expenses for which the Issuer and/or the Owner will advance internal funds; and

WHEREAS, the Issuer intends to reimburse itself and the Owner for all or a portion of such expenses from the proceeds of debt to be issued by the Issuer and loaned to the Owner.

NOW, THEREFORE, BE IT RESOLVED BY THE ORANGE COUNTY HOUSING FINANCE AUTHORITY:

1. Findings. It is hereby found, ascertained, determined and resolved that:

(a) There is a shortage of low, middle and moderate housing available as rentals in Orange County, Florida;

(b) This shortage of housing cannot be relieved except through the encouragement of investment by private enterprise;

(c) The financing, acquisition, construction and equipping of rental housing for persons of low, middle, and moderate income in Orange County, Florida, constitutes a public purpose;

(d) A multifamily housing project consisting of 324 units, located at 3255 W Colonial Dr., Orlando, FL 32808, to be acquired, constructed and equipped by the Owner, to be known as Parkwood Plaza Apartments (the "Development"), will assist in alleviating the shortage of rental housing for residents of Orange County who are of low, middle and moderate income;

(e) The Owner has requested the Issuer to issue revenue bonds (the "Bonds") in an amount which, together with other available funds, will be sufficient to finance the cost of the acquisition, construction and equipping of the Development and to pay other costs and fees incidental to the issuance of the Bonds. The Bonds are to be secured by certain assets, revenues and moneys described in the trust indenture securing such bonds. By virtue of the provisions of Section 142 of the Internal Revenue Code of 1986, as amended (the "Code") and the Treasury regulations in effect thereunder or under the 1954 Code, the interest on the Bonds will be excludable from gross income for federal income tax purposes if certain criteria fixed by said provisions (the "Tax Requirements") are met;

(f) The Tax Requirements provide, among other things, that if, as in the case of the Development, the original use of a development commences (or the acquisition of a development occurs) on or after the date that obligations are issued to provide such development, an official intent with respect to such obligations must be adopted by the issuer of such obligations within 60 days after the commencement of the construction or acquisition of such development;

(g) The Owner has agreed or will agree (i) to make all units available for rental by members of the general public and (ii) not to rent any unit to the owner of the Development or to any person related (as defined in said Treasury regulations) to such owner.

2. **Declaration of Official Intent.** The Issuer hereby declares its official intent to reimburse itself and the Owner from the proceeds of tax-exempt debt to be incurred by the Issuer or the Owner, respectively, for expenses incurred with respect to the Development within 60 days prior to the date of this Resolution and subsequent to the date of this Resolution. This Resolution is intended as a declaration of official intent under Treasury Regulation § 1.150-2. The tax-exempt debt to be issued to finance the Development is expected not to exceed an aggregate principal amount of \$44,100,000.

3. **Further Authorization.** The Issuer hereby authorizes Staff, General Counsel and Bond Counsel to negotiate and prepare a plan of financing and to commence the structuring of a debt instrument or instruments to provide up to \$44,100,000 in tax-exempt financing for the Development in order to maintain rental units for persons who are of low, middle, or moderate income in a qualifying housing development, including reimbursement for qualified costs incurred pursuant to Treasury Regulation § 1.150-2. The financing of the qualifying housing development shall, however, be conditioned upon the following:

(a) The plan of financing for the Development shall include a rent schedule to be approved by the Issuer.

(b) The plan of financing shall include tenant age and income restriction provisions in compliance with section 142(d) of the Code.

(c) The Owner shall not discriminate in the use, occupancy or rental of the units against persons or families with children.

(d) Any non-revenue units for Owner use, such as models and manager apartments, must be financed at Owner's expense from other than Bond proceeds.

4. **Conditions.** In the event that the Issuer and the Owner are unable to reach an agreement with respect to the terms and details of the Bonds or the contracts therefor, or if other circumstances prevent the issuance of the Bonds, there shall be no resultant liability on either the Issuer or the Owner nor shall any third party have any rights against either the Issuer or the Owner by virtue of this resolution. The obligation of the Issuer to issue the Bonds pursuant to this Resolution is further conditioned upon the following:

(a) The information contained in the application of the Owner and now on file with the Issuer shall not change in any material respect. Any such material change shall be brought to the

attention of the Issuer immediately in writing for further consideration by the Issuer and its General Counsel and Bond Counsel.

(b) A public hearing shall have been conducted as required by Section 147(f) of the Code.

(c) Upon issuance and delivery of the Bonds there shall be delivered to the Issuer an opinion of Bond Counsel to the effect that the Bonds are valid and binding obligations of the Issuer and that interest on the Bonds is excludable from gross income for federal income tax purposes.

(d) The Bonds shall be issued and delivered within 12 months from the date of adoption of this Resolution, unless such date is extended by resolution of the Issuer.

5. Other Conditions. The Owner has agreed to comply with all land use restrictions relating to tax-exempt financing including but not limited to those promulgated pursuant to Section 142(d) of the Code. The Owner acknowledges that the adoption of this resolution in no way implies final approval of the proposed transaction, such transaction being subject to all policies, guidelines and procedures of the Issuer and a majority affirmative vote of its Board.

6. Incidental Action. Any member of the Issuer and General Counsel and Bond Counsel to the Issuer are hereby authorized to take such actions as may be necessary to carry out the purpose of this Resolution.

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7. **Effective Date.** This Resolution shall take effect immediately upon its adoption.

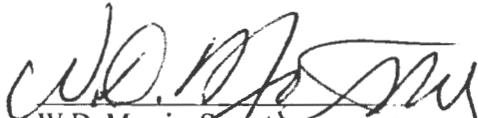
Passed this 6th day of October, 2021.

[SEAL]

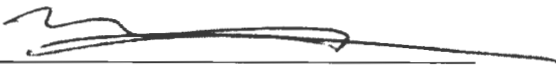
ORANGE COUNTY HOUSING FINANCE
AUTHORITY

By: 
Chair/Vice Chair

ATTEST:


W.D. Morris, Secretary

APPROVED AS TO LEGAL SUFFICIENCY:

By: 
Greenberg Traurig, P.A.
General Counsel

ATTACHMENT 'F'

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

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

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 \$44,100,000 Multifamily Housing Revenue Bonds, Series [to be designated] (Parkwood Plaza Apartments) (the "Bonds"). The proceeds of the Bonds would be used to finance the acquisition and rehabilitation of the residential rental project listed below for persons who are of low, middle and moderate income:

PROJECT/LOCATION	NO. OF UNITS	OWNER
<u>Parkwood Plaza Apartments</u> 3255 W Colonial Dr. Orlando, FL 32808	324	Parkwood Plaza Apartments, Ltd.

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

TIME AND DATE	LOCATION
10:45 A.M. Tuesday, October 19, 2021	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 Tuesday, October 12, 2021. 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.

**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 \$44,100,000 Multifamily Housing Revenue Bonds, Series [to be designated] (Parkwood Plaza Apartments) (the "Bonds"). The proceeds of the Bonds would be used to finance the acquisition and rehabilitation of the residential rental project listed below for persons who are of low, middle and moderate income:

PROJECT/LOCATION
Parkwood Plaza Apartments
3255 W Colonial Drive,
Orlando, Orange County,
Florida 32808

NO. OF UNITS
324

OWNER
Parkwood Plaza Apartments, Ltd.

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Meeting Notice



Board Name: Orange County Housing Finance Authority
TEFRA Public Hearing Meeting for
Parkwood Apartments

Date: Tuesday, October 19, 2021

Location: Orange County Administration Center,
3rd. Floor - Conference Room Legal 'A'
201 South Rosalind Avenue,
Orlando, Florida 32801

Time: 10:45 AM

TEFRA Hearing meeting for the proposed issuance of Multi-Family Housing Revenue Bonds for the acquisition and new construction of Parkwood Apartments, a proposed residential rental project in Orange County, Florida.

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.

Received 10/14/21
Posted 10/14/21
By SS

ATTACHMENT 'G'

TEFRA Public Hearing Minutes

OFFICIAL MEETING MINUTES

Project: Parkwood Apartments **Date:** October 19, 2021 **Time:** 10:45 a.m.
Location: Orange County Administration Bldg. 3rd Floor- Conf. Room Legal 'A' – 201 S. Rosalind Ave, Orlando, FL 32801

OCHFA STAFF

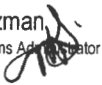
PRESENT

Frantz Dutes

Director Programs Operations

Mildred Guzman

Program Operations Administrator



OCHFA Professionals

PRESENT

BCC

PRESENT

Danielle Phillips

Orange County Fiscal & Business Services

Developer Representatives

PRESENT

MEETING OPENED: Mildred Guzman, Program Operations Administrator, began moderating the meeting at 10:45 a.m.

PURPOSE OF MEETING:

The TEFRA Public Hearing began by providing its purpose of receiving comments regarding Orange County Housing Finance Authority's (OCHFA/ the Authority), Multi-Family Housing Revenue Tax Exempt Bond issuance, not-to-exceed \$44,100,000, for the financing, acquisition, construction and equipping of a proposed project – Parkwood Apartments – a residential rental community, consisting of 324-units; to be located at 3255 W. Colonial Drive, Orlando, within Orange County, District 6.

PUBLIC COMMENT(s):

No comments, oral or written, were presented during or before the hearing.

ADJOURNMENT

There being no further comments, Mildred Guzman, Meeting Moderator, adjourned the meeting at 11:15 a.m.

