

# **AGENDA**

## **Palm Beach County Housing Finance Authority**

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**FRIDAY, APRIL 21, 2023**  
**9:00 A.M.**

**Palm Beach County Airport Center  
Complex  
100 Australian Avenue  
4th Floor (#4-790) Training Room  
West Palm Beach, FL 33406**

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# Meeting Agenda

April 21, 2023

PBC Airport Center – Fourth Floor Training Room 4-790  
100 Australian Avenue, West Palm Beach, FL 33406

## Housing Finance Authority of Palm Beach County

100 Australian Avenue, Suite 410  
West Palm Beach, FL 33406  
(561) 233-3656  
www.pbchfa.org



### Chairperson

Robin B. Henderson

### Vice Chair

Tracy L. Caruso

### Secretary

Chricht B. Mixon

Clark D. Bennett

Laurie S. Dubow

Gary P. Eliopoulos

Bobby "Tony" Smith

### Executive Director

David M. Brandt

dbrandt@pbcgov.org

(561) 233-3652

### Administrative Assistant

Jennifer M. Hamilton

jhamilto@pbcgov.org

(561) 233-3656

## I. Call to Order

- a. Roll call and establishment of quorum

## II. Public comment on Agenda Items

## III. Agenda Approval

- a. Additions, deletions, substitutions
- b. Adoption

## IV. Consent Agenda

- a. Minutes of March 10, 2023 meeting
- b. Multifamily occupancy report for January
- c. General Fund Requisitions #3-2023

## V. Old Business

- a. Revolving Loan with CLT PBC/CP for Davis Commons – Resolution R-2023-03

## VI. New Business

- a. "Lake Worth Towers" apartments – acceptance of CUR and approval of bond issuance Resolution R-2023-04
- b. Consider FL ALHFA conference sponsorship
- c. Consider HLC of PBC sponsorship

## VII. Other matters

- a. Matters of Authority members
- b. Matters of the Executive Director and Professionals
- c. Matters of the Public
- d. Next meeting date: 9:00 a.m., Friday, May 12, 2023  
PBC Airport Center, Fourth Floor - Rm. 4-790

## VIII. Adjournment

"An Equal Opportunity  
Affirmative Action Employer"

Official Electronic Letterhead

To: Housing Finance Authority

From: Executive Director

RE: April 21, 2023 regular meeting

Dated: April 14, 2023

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## **V. Old Business:**

### **Item (a.) Approval of Resolution No. R-03-2023 for a \$5.1M construction loan for the Community Land Trust of Palm Beach County and the Treasure Coast and Community Partners of South Florida “Davis Commons” for-sale townhomes project**

Included in the agenda back-up is a resolution to authorize a construction loan for the “Davis Commons” project being developed jointly by the Community Land Trust of Palm Beach County and the Treasure Coast (the “CLT”) with Community Partners of South Florida, Inc. (“CP”) in the amount of not exceeding \$5.1M to fund a portion of the cost of constructing 20 new for-sale townhomes. Cindee LaCourse-Blum of the CLT and Lynda Charles of CP will be attending the meeting virtually to answer questions.

Each of parties currently owns approximately one-half of the project site which is on Davis Road just north of Melaleuca Lane in unincorporated suburban Lake Worth. The site owned by the CLT was donated by PBC while the CP purchased the site they own with funding provided by NeighborWorks America. As previously discussed during the loan application presentation and preliminary approval by the HFA back in April of 2022 the properties are to be conveyed to a sole purpose development entity, Davis Commons, LLC. The CLT will be the sole member but the project will be jointly managed by the CLT and CP. If there is a mortgage loan on the project to CP for their contributed land is will be subordinated to the HFA’s construction loan, and that loan would be repaid after the HFA’s loan is repaid in full. When presented the project was expected to cost approximately \$7.1M, but as discussed at the September 2022 meeting, it is now \$7,581,833 so their loan request increased from \$4.6M to \$5.1M. An interest of rate of 2% for a 24-month term was discussed as well at this same meeting and incorporated into the final loan documents. Construction is anticipated to be completed within 12 months of loan closing. The CLT was awarded \$2M of SHIP funds from PBC with a stipulation that the homes be sold to first-time buyers at incomes of up 120% of Area Median Income

(approximately \$110K for a family of four). The SHIP loan draws are on a reimbursement basis so the initial funding under the HFA loan will be revolving until those funds are fully disbursed. The HFA loan will not close until all of the other funding sources are in place or have been expended, and no draws other than for SHIP reimbursement will be permitted until a 50% pre-sales test has been met. As of this date they have three (3) buyers who have been pre-approved.

“Davis Commons” is to consist of twenty (20) three bedroom, two and half bath townhomes with a one-car garage totaling approximately 1,650 square feet. The sales price has been set at \$272,400 which is approximately \$100K below total development cost and reflects the SHIP funding. The SHIP funding will be evidenced by a land declaration recorded by PBC on the project site. The sources and uses of funds for the project as summarized as follows:

<b><u>Sources:</u></b>	<b><u>Budget</u></b>	<b><u>Per Unit</u></b>
PBC SHIP (1)	\$ 1,900,000	\$ 100,000
JP Morgan grant	100,000	5,000
Community Partners	62,000	3,100
Impact fee credits	71,833	
Sale of units	<u>5,448,000</u>	<u>272,400</u>
Total:	\$ 7,581,833	\$ 380,500
<b><u>Uses:</u></b>		
CP land reimbursement	\$ 524,000	\$ 26,200
Hard cost & contingency (2)	5,184,000	259,200
Site dev. and soft costs	1,340,847	67,042
Developer fee	400,000	20,000
Sales closing costs	60,000	3,000
Surplus	<u>36,993</u>	<u>1,850</u>
Total	\$ 7,545,840	\$ 377,292

(1) Total of award of \$2M but \$100K to be used to “buy-out” one Workforce Housing unit.

(2) Hard construction cost contract at \$155/sq. foot.

Included in the agenda materials is Resolution No. R-2023-03 authorizing the construction loan, and the form of the construction loan agreement, note, and mortgage and CLT/CP guaranty. These exhibits have not been included with the agenda but are available upon request.

**Staff recommends a motion: for approval of Resolution No. R-2023-03 for a revolving construction loan in the amount of \$5.1M to Davis Commons, LLC for the development of the Davis Commons project.**

## **VI. “New Business” matters:**

### **Item (a.) Approval of Resolution No. R-2023-04 for the issuance of not to exceed \$30,000,000 Multifamily Housing Revenue Bonds, (M-TEBS – Lake Worth Towers), Series 2023**

Back in November of 2022 the HFA considered an application from Related Affordable (“Related”) requesting the consideration of the issuance of tax-exempt bonds for the acquisition and rehabilitation of the 195-unit “Lake Worth Towers” apartments located at 1500 Lucerne Avenue in Lake Worth Beach. David Pearson and Sam Sjoberg of Related made the virtual presentation on behalf of the developer.

**The project and the bonds:** The project is a single 11-story high-rise building constructed in the late 1960’s owned and operated by the not-for-profit Lake Worth Towers, Inc., an independent board whose members are in good standing with the Church of the Nazarene. The building has 82 studio apartments of 462 square feet, 92 1-bedroom units of 584 square feet and 21 2 bedroom 1-bath units of 745 square feet, all of which are rented to seniors only. Related is working with the Palm Beach County Housing Authority to obtain 112 project-based Section 8 vouchers from HUD and another 83 vouchers under the Housing Opportunity through Modernization Act so that all units will be covered by a HAP contract at closing. The HFA’s financing will not exceed \$30M of long-term tax-exempt bonds under the Fannie Mae M-TEBS program with an 18-year (35-year amortization) balloon first mortgage loan underwritten by Wells Fargo Multifamily Capital and to be serviced by Wells Fargo Bank, N.A. The bonds will be rated “Aaa” and publicly offered through an underwriting by RBC Capital Markets. The Fannie Mae MBS when issued shortly after closing will be the security for the bonds.

**Credit Underwriting Report:** The “Recommendation” section of the credit underwriting report (“CUR”) from Seltzer Management Group (“SMG”) dated April 12, 2023 is included in the agenda materials. The full CUR is available upon request. SMG recommends the issuance of \$29.6M of bonds subject to confirmation of certain items in the Capital Needs Assessment concerning cast iron pipes and electrical panels as well as ADA requirements, and receipt prior to bond closing of an executed HAP contract, executed construction contract and management contract. SMG will provide the HFA with a sign-off at closing indicating that these items have been addressed.

The table below lists the major players for this project:

Project owner/borrower:	Lake Worth Towers Preservation, LP with Rainbow Housing Assistance Corporation as GP and Lake Worth Towers Preservation Class B, LLC, Lake Worth Towers, Inc. and Wells Fargo Community Lending and Investment as limited partners
Developer:	Lake Worth Towers Developer, LLC whose principals are Related Affordable, LLC, Full Line, LLC, Wednesday Hill, LLC, and Slottsbacken, LLC
Guarantors:	Lake Worth Towers Preservation, LP, Lake Worth Towers Preservation Class B, Lake Worth Towers Developer, LLC, and The Related Companies LP
Equity syndicator/Investor:	Wells Fargo Community Lending and Investment/Wells Fargo Affordable Housing Community Development Corporation
Bond structure and underwriter:	Long-term collateralized Bonds publicly offered by RBC Capital Markets LLC; collateralized by a Fannie Mae MBS with a term of approximately 18 years with a 35-year mortgage loan amortization
Fannie Mae DUS mortgage lender/servicer	Wells Fargo Bank, NA
General contractor:	Legacy Construction Services, LLC
Management company:	PK Management, Inc.

The appraisal done as part of the CUR process determined a market value of \$43.7M and a rent restricted stabilized value of \$44.8M the latter providing a rent restricted LTV of 66.1%. With an all-in underwriting interest rate of 5.21% the debt service coverage ratio is 1.187. The “break-even” ratio (debt service + operating expense/gross revenue) is 86.8% on total debt service; ratios at or below 85% are considered very strong.

The following is a summary breakdown per the CUR of all permanent loan phase sources and uses of funds for the project which include the purchase price and rehab hard costs of \$130.7K and \$79.2K per unit, respectively:

<u>Uses of Funds:</u>		<u>Sources of Funds:</u>	
Purchase price	\$ 25,500,000	Low Income Housing Tax Credit equity	\$ 21,080,358
Construction costs & contingency	15,450,794	Fannie Mae first mortgage	29,600,000
Financing costs	2,655,164		
General development costs	2,223,682		
Operating reserve	1,035,471		
Developer fee	<u>7,601,907</u>	Deferred developer fee	<u>3,786,660</u>
Total Uses	\$ 54,467,018	Total Sources:	\$ 54,467,018

**Authorizing resolution:** Included in the agenda materials is Resolution R-2023-04, without exhibits, prepared by Steve Sanford of Greenberg Traurig as bond counsel. The Bonds offering document (“Official Statement”) was prepared by Bryant Miller Oliver. The resolution exhibits and Official Statement are available upon request. The resolution authorizes the issuance of a not-to-exceed \$30M bonds, the need for a negotiated sale of the bonds, the appointment of US Bank as trustee, and the approval of the forms of and execution of: the trust indenture, financing agreement, bond purchase agreement with RBC Capital Markets; the form of and distribution of the official statement for the sale of the bonds; the land use restriction agreement (“LURA”) and a new form of extended period LURA to evidence the 30-year affordability period requested by PBC and agreed to by the HFA; the fee guaranty and environmental indemnity agreement with the guarantors listed in the table above and acceptance of the Credit Underwriting Report. The Board of County Commission approved the results of the TEFRA hearing and the issuance of the bonds at their March 14, 2023 meeting. The closing is tentatively scheduled for May 15, 2023.

**Staff recommends a motion to approve Resolution No. R-2023-04 authorizing the issuance of not to exceed \$30,000,000 Multifamily Housing Revenue Bonds, (M-TEBS - Lake Worth Towers), Series 2023.**

#### **Item (b.) Consider FL ALHFA conference sponsorship**

The 2023 educational conference will be held in Sarasota on July 12-15. Included in the agenda backup materials is a letter from FL ALHFA co-executive director Susan Leigh together with a sponsorship form requesting continued participation on the part of the membership. The Authority has been a “Gold level” conference sponsor at a cost of \$2,500 since 2015.

**Staff recommends a motion to: approve the expenditure of \$2,500 from the FY 2022/23 general fund budget for a FL ALHFA sponsorship in connection with the 2023 conference.**

#### **Item (c.) Consider Housing Leadership Council of PBC sponsorship**

In my opinion the HLC is the preeminent affordable housing advocacy organization in Palm Beach County. Under the leadership of President & CEO Suzanne Cabrera and a very dedicated and knowledgeable board of directors and other affordable housing advocates, they have been the driving force behind the initial PBC Housing Summit back in 2017 and



five years of non-stop work to produce a PBC Housing Needs Assessment and Housing for All Plan with a central recommendation for a local dedicated funding source for affordable housing. That plan and promotion of it with the business community, governmental officials and affordable housing was essential in gaining the support for and passage of the referendum for the \$200M general obligation bond issue for affordable housing.

To recognize that effort and to raise funding for the HLC they will be holding an inaugural “Housing Heroes Luncheon” on May 10 for those individuals, organizations and governmental entities they believe have made a valuable contribution and demonstrated commitment to affordable housing in PBC. Commissioner Mack Bernard will be honored as the Housing Hero of the Year for his leadership in helping get the GO bond issue passed. Some of the sponsors of the Housing Heroes include local real estate developers and professionals, lenders and Realtors as well as the Delray Beach Housing Authority and the Riviera Beach CRA. The HFA has made contributions to the HLC in prior years including \$5,000 in both fiscal 2019 and 2020, and \$10,000 in 2021. As shown on the opportunities schedule a Gold Sponsor for \$2,500 will reserve one table for 10, Silver is \$1,000 for 4 persons, or Bronze at \$500 for 2 persons.

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## **Tab 1**

### **IV. Consent Items - attachments**

- a.** Minutes of March 10, 2023 regular meeting
- b.** Multifamily occupancy report for January
- c.** General Fund Requisition 3-2023

**HOUSING FINANCE AUTHORITY**  
**OF PALM BEACH COUNTY**  
**MEETING MINUTES**

**Meeting Date & Time:**

9:00 AM, Friday, March 10, 2023

**Location:**

PBC Airport Center  
100 Australian Avenue  
4<sup>th</sup> Floor, Room # 4-790  
West Palm Beach

**Attendance in person:**

Moises Ariza, MARCUM

**Attendance via web/phone:**

Dorritt Miller – PBC  
Suzanne Cabrera – HLC of PBC  
Rep. Mike Caruso  
Robert Reid – Bryant Miller Olive  
Tim Wranovix – Raymond James  
Cameron Hill – RBC Capital Markets  
Chandler Luger – RBC Capital Markets  
Carden Likes – Lincoln Avenue Capital  
David Garcia – Lincoln Avenue Capital

**Staff & professionals in person:**

David M. Brandt, Executive Director  
Jennifer Hamilton, Administrative Assistant  
Skip Miller, General Counsel, Greenspoon Marder

## **I. Call to Order**

### **a. Roll call and establishment of quorum**

Robin Henderson, Chairperson - present  
Tracy Caruso, Vice Chair – virtual - non-voting  
Chrichtet Mixon, Secretary – absent  
Clark Bennett – present  
Laurie Dubow – virtual - voting  
Gary Eliopoulos – present  
Bobby “Tony” Smith – present

The four (4) members present at the 9:00 a.m. roll call and therefor constituted a quorum. The Executive Director (ED) and general counsel (GC) advised that Mrs. Dubow was attending virtually for medical reasons and therefore could vote on matters but Mrs. Caruso being out of town would allow her to participate but not vote.

## **II. Public comment on agenda items**

None

## **III. Agenda Approval**

**Mr. Smith moved approval of the agenda. The motion was seconded by Mr. Eliopoulos and passed unanimously by a vote of 5-0.**

## **IV. Consent Agenda**

**Mr. Bennett moved approval of the consent agenda. The motion was seconded by Mr. Smith and passed unanimously by a vote of 5-0.**

## **V. Public Hearing**

### **Item (a.) “Everglades Townhomes”**

The ED advised that the due to the passage of more than a year and an increase in requested bond issuance size that another TEFRA public hearing was necessary for this project. The hearing results as well as the approval of issuance of the bonds is scheduled to go before the Board of County Commissioners on April 18. With that the ED opened the public hearing at 9:07 a.m. and he read the notice, which was published in the PBC and posted to the HFA’s website, into the minutes. He then added that he did not receive any comment from the public either electronically, in writing, or by telephone in response to the notice.

Mr. Bennett asked to confirm these were rentals and how many units total are in the project. The ED advised there are to be sixty rental units for families. He then stated that there was no one in attendance from the public to comment on the public hearing and therefor closed the public hearing at 9:12 a.m.

**No action was required.**

## **VI. Old Business**

### **Item (a). Update on status of multi-family bond projects**

The ED briefly discussed the status of the eight projects that have been induced by the Authority for bond financing as well as the amount of private activity bond allocation available which includes \$64M from 2021, \$79M carry forward from 2022, and \$87M of 2023 that is expected to be converted to carryforward after the end of this year. He stated that he was confident at least the first five on the list should end up closing in 2023. He added if there are no other new transactions that come up by year end there should be enough remaining carry forward allocation together with 2024 allocation to

finance the additional three projects in the pipeline. He said that the Boynton Bay, Village of Valor project and 375 Rosemary all have to go before the BoCC for bond issuance approval. In conclusion he added that a decision on committing bond allocation to 375 Rosemary should be held off until later in 2023 once PBC HED has had an opportunity to issue RFP's for the use of proceeds from the GO bond issue.

Mr. Smith and Mr. Bennett asked about the current project size and status of additional funding for Village of Valor to which the ED stated the project needs at least another \$2.5M of soft money "gap" funding from PBC which has yet to be considered by PBC HED. The ED also answered questions from board members on Coleman Park and Calusa Pointe II.

**No action was required**

## **VII. New Business**

### **Item (a). "Lakeside Commons" apartments – acceptance of CUR and approval of bond issuance Resolution R-2023-02**

The ED introduced for consideration Resolution R-2023-02 for the issuance of not to exceed \$17M multifamily housing revenue bonds series 2023 and a not to exceed \$3.5M multifamily housing revenue note series 2023 B for the Lakeside Commons Apartments. He indicated that representatives from Lincoln Avenue Capital were attending virtually to answer questions. He provide a brief description of the project and bonds before turning the presentation over to Bob Reid with Bryant Miller Oliver as bond counsel.

Mr. Reid stated that there are two series of bonds, one a \$17M short-term cash collateralized piece to fund a portion of the acquisition and rehabilitation, and a second piece which is a subordinate payment seller financing. He stated that this is a structure they've done in numerous local HFA's across the state but is the first time for the HFA so he just wanted to clarify that. He then briefly went through what the resolution authorizes including the issuance of the short-term bonds and the subordinate note, the various primary documents such as the trust indenture, loan agreement, land

use restriction agreement, fee guarantee, as well as a subordinate loan agreement, the subordinate note mortgage and assignment of that mortgage and note to the holder of the subordinate note, authorizes the negotiated sale of the bonds to the subordinate lender and the public sale of the short-term bonds cash collateralized bonds, and provides general authorization for other actions that are needed to close the transaction. The ED then added that the resolution also accepts the credit underwriting report, in this instance from Seltzer Management Group, which recommends the issuance of the \$17M of short-term bonds and the \$3.5M seller note.

**The ED stated it was staff's recommendation for a motion to approve Resolution R-2023-02 authorizing the issuance of not to exceed \$17M MF Housing Revenue Bonds Series 2023 and a \$3.5M dollar MF Revenue Note Series 2023-B for Lakeside Commons. Mr. Smith moved approval of staff's recommendation. The motion was seconded by Mr. Eliopoulos and passed unanimously by a vote of 5-0.**

**Item (b). Presentation and acceptance of September 30, 2022 audited financial statements**

Moises Ariza of MARCUM, LLC, made a presentation of the audited September 30, 2022 financials starting with the management discussion and analysis on income and expense, the balance sheet statement of net position, statement of cash flows and reconciliation, and then went through the more significant notes to the financials culminating with unrestricted position. He finished with a review of their compliance report and management letter. He advised that they issued a clean opinion on the financial statements.

**The ED stated that it was staff's recommendation to accept and file the September 30, 2022 general fund financial statements and audit report. Mr. Smith moved approval of staff's recommendation. The motion was seconded by Mr. Bennett and unanimously passed by a vote of 5-0.**

## **VIII. Other matters**

### **a. Matters of Authority members**

Mr. Bennett stated that one of the things that concerns him about the \$200M GO bond issue is that it was presented as a workforce housing for moderate and higher income first responders and teachers but nothing for low income workers. The ED replied that last year's Florida Housing "Home Town Hero's" program was limited to first responders and health care workers but the proposed 2023 housing bill is expected to greatly increase who may qualify for these loans. He added that while the GO bond doesn't preclude lower income buyers, the loans will be made to developers of new homes and must be repaid in full. Other subsidy funds will be needed to assist lower income households. GC Miller added that there's nothing in the documents authorizing the GO bond issue that restrict certain employment categories or what people do for a living. PBC is in the process of coming up with bond allocation criteria on how the funds will be used but the focus is on getting the most units into the ground as quickly as possible. The multifamily rental subsidy will be a subordinate loan to a developer in exchange for setting aside a certain number of units for affordable and workforce households. Due to the cost of construction rental housing is much more suitable for lower income than single family ownership.

He then gave an update on the status of the GO issue as far as timing. After the referendum was approved in November PBC filed a bond validation complaint in early December and the hearing was held in February. He was told the hearing went well but the judge had not signed the validation order. Once the judge signs the order there is a thirty day appeal period after which PBC would legally have the ability to issue the bonds. He suggested that an issuance of bonds sometime this summer would be his best guess.

Mr. Smith asked if there were any mechanism to allow community input as to the administration of the bond proceeds. GC Miller stated that he would talk to Johnathan Brown of HED, the department responsible for developing the allocation criteria, and who has stated that there will be a public forum on those recommendations. Mrs. Caruso stated her support of Mr. Smith's position. She also requested that the HFA board allow her to speak in support



of the “Live Local Act” when it goes before the House Ways and Means Committee.

GC Miller framed the motion to authorize Mrs. Caruso to speak in support of the “Live Local Act” on behalf of the HFA. Mr. Eliopoulos made such a motion. The motion was seconded by Mr. Smith and passed unanimously by a vote of 5-0.

#### **b. Matters of the Executive Director and Professionals**

The ED had two matters to mention in connection with the upcoming bond issues for Everglades Townhomes and Coleman Park. He stated that the developer of Everglades Townhomes asked if the present value of the first seventeen years of the on-going HFA fee could be paid up-front at closing at a suggest discount rate of 4%. The ED advised no action was required at this time but wanted to be sure there was no objection on the part of the HFA board for this option. There was discussion and questions but no action was requested nor taken on this matter. The ED stated that with Coleman Park because TD Bank is both the construction lender as well as the equity investor limited partner on the project, there is a substantial user issue under the Internal Revenue Code during the construction period that would preclude the on-going HFA fee for that period. In lieu of the annual fee during that period it was suggested by bond counsel that the up-front HFA closing fee be increased to one point. No action was requested nor taken on this matter.

GC Miller advised in connection with Coleman Park, while he does not anticipate any issues coming up with TD Bank as equity investor and construction lender on that transaction, that they are a client of his firm. In case at some point the relationship with them does become adverse he requested that the HFA approve a conflict waiver to allow the firm to continue to represent the HFA. He asked that if board was willing to do that he would draft the appropriate paperwork and have the ED approve it. **Mr. Smith moved for approval of a conflict waiver and authorize the ED to sign the paperwork. The motion was seconded by Mr. Bennett and passed unanimously by a vote of 5-0.**

Mr. Smith asked if the ED to prepare for the next meeting a memo on what a

housing authority does versus a housing finance authority. The ED acknowledged that he would do so and also reminded the board of the two upcoming educational conferences.

Mr. Bennett asked at this point if there was any other issue that needed to be voted on and hearing none left the meeting at 10:05am.

Suzanne Cabrera then gave an update on the “Live Local Act” proceeding through the legislative process. She stated this was the top priority of Senate President Passidomo. This legislation which passed in the Senate on the second day of the session would be in effect for ten years. Passage in its current form will provide \$711M for programs plus up to an additional \$100M from a new tax credit program to be paid to the Florida Housing. Hometown Heroes would no longer be coming out of Sadowski Funds. There is \$100M in there for projects that are already in the pipeline but need additional funding because of higher construction costs and interest rates. There would be \$17M in SHIP funds for PBC in the budget. She briefly went over some of the other provisions regarding density and zoning as well. **No action was taken or needed.**

**c. Matters of the Public**

None

**d. Next meeting date: Friday, April 21, 2023, PBC Airport Center, 4<sup>th</sup> floor conference room.**

## **IX. Adjournment**

**Mr. Smith moved adjournment of the meeting at 10:17 am. The motion was seconded by Mr. Eliopoulos and passed by a unanimous vote of 4-0.**

Rep. Mike Caruso added that Mrs. Cabrera did a great update on the bill and that he expected the House to pass it in a couple of weeks. He said he expects to see even more work on affordable housing in next year's session.

Respectfully submitted,

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**Executive Director**

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**Secretary/Assistant Secretary**

Housing Finance Authority of Palm Beach County  
Summary of Monthly Project Bond Program Reports  
Preliminary January 2023

		Date	Per Rent Roll		Number of							
	Project:	Report	or FHFC Recap:		TICs included:		Total	Total	Current	Last	2023	
		was	New	Annual	# of	# of	#	Occup.	months	months	average	
		received	Move-in's	renewal	IC's (1)	AR's (1)	units	Units	occup.	occup.	occup.	
1)	Azalea Place n/k/a Lake Mangonia) (#)(@)	4/4/23	0	12	0	0	150	147	98.0%	99.3%	99.3%	
2)	Brenton At Abbey Park	2/15/23	1	n.a.	1	n.a.	160	157	98.1%	99.4%	99.4%	
3)	Christian Manor (2)(3)(#)	3/8/23	0	n.a.	0	n.a.	100	100	100.0%	n.a.	100.0%	
4)	Colonial Lakes	2/14/23	1	n.a.	1	n.a.	120	120	100.0%	100.0%	100.0%	
5)	Courts at Village Square (#)	2/15/23	0	n.a.	0	n.a.	84	83	98.8%	100.0%	98.8%	
6)	El Cid (2)(#)	2/14/23	1	n.a.	1	n.a.	73	70	95.9%	95.9%	95.9%	
7)	Gould House (2)(#)	2/10/23	0	n.a.	0	n.a.	101	99	98.0%	98.0%	98.0%	
8)	Heron Estates Senior (2)(#)	2/15/23	0	n.a.	0	n.a.	101	101	100.0%	100.0%	100.0%	
9)	Indian Trace (@)	2/6/23	6	27	4	26	330	330	100.0%	98.2%	100.0%	
10)	Isand Cove	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	
11)	La Joya Villages	2/14/23	1	n.a.	1	n.a.	55	55	100.0%	100.0%	100.0%	
12)	Lake Delray (2)(#)	2/14/23	4	n.a.	4	n.a.	404	393	97.3%	96.5%	97.3%	
13)	Malibu Bay	2/9/23	0	n.a.	0	n.a.	264	247	93.6%	95.1%	93.6%	
14)	Mallards Landing	2/10/23	0	n.a.	0	n.a.	163	153	93.9%	94.5%	93.9%	
15)	New South Bay Villas (#)	2/7/23	0	n.a.	0	n.a.	131	116	88.5%	90.8%	88.5%	
16)	Palm Gardens	2/6/23	3	5	3	0	80	80	100.0%	96.3%	100.0%	
17)	Palms West	2/28/23	0	n.a.	0	n.a.	290	274	94.5%	95.2%	94.5%	
18)	Paul Lawrence Dunbar Senior (2)(@)(#)	2/16/23	1	n.a.	1	n.a.	99	97	98.0%	98.0%	98.0%	
19)	Pine Run Villas	2/10/23	1	n.a.	1	n.a.	63	63	100.0%	100.0%	100.0%	
20)	Pinnacle Palms (2)(@)	2/14/23	1	n.a.	1	n.a.	152	151	99.3%	99.3%	99.3%	
21)	Riverview House (2)(@)	2/13/23	2	11	2	11	160	157	98.1%	98.8%	98.1%	
22)	Royal Palm Place (2)(#)	2/15/23	0	n.a.	0	n.a.	125	124	99.2%	99.2%	99.2%	
23)	St. Andrews Residences (2)(#)	2/16/23	0	n.a.	0	n.a.	177	173	97.7%	98.9%	97.7%	
24)	St. James Residences (2)(#)	2/16/23	1	n.a.	1	n.a.	148	144	97.3%	96.6%	97.3%	
25)	Westgate Plaza (2)(#)	2/15/23	0	n.a.	0	n.a.	80	80	100.0%	100.0%	100.0%	
26)	Woodlake (@)	2/13/23	3	n.a.	2	n.a.	224	219	97.8%	97.8%	97.8%	
	Totals		26	55	23	37	3,834	3,733	97.8%	97.8%	97.9%	
(1)	"IC's" are initial move-in "Tenant Income Certification" forms and "AR's" are annual recertification forms provided.											
(2)	Elderly/seniors only											
(3)	To date 100 of 200 have been rehabbed and available for occupancy.											
(@)	Bonds have been redeemed in whole but Qualified Project Period still in effect.											
(#)	HAP contract.											

Housing Finance Authority of Palm Beach County  
Summary of Monthly Project Bond Program Reports  
Preliminary January 2023

	<b>Project:</b>	<b>2022</b>	<b>2021</b>	<b>2020</b>	<b>2019</b>	<b>2022</b>	<b>2021</b>	<b>2020</b>	<b>2019</b>	<b>2022</b>	<b>2021</b>	<b>2020</b>	<b>2019</b>
		<b>ave.</b>	<b>ave.</b>	<b>ave.</b>	<b>ave.</b>	<b>monthly</b>	<b>monthly</b>	<b>monthly</b>	<b>monthly</b>	<b>monthly</b>	<b>monthly</b>	<b>monthly</b>	<b>monthly</b>
		<b>occup.</b>	<b>occup.</b>	<b>occup.</b>	<b>occup.</b>	<b>high</b>	<b>high</b>	<b>high</b>	<b>high</b>	<b>low</b>	<b>low</b>	<b>low</b>	<b>low</b>
1)	Azalea Place (d/b/a Palm Grove)	99.3%	97.5%	99.2%	84.9%	100%	100%	100%	99%	97%	95%	98%	80%
2)	Brenton At Abbey Park	99.2%	98.5%	97.7%	n.a.	100%	100%	100%	n.a.	97%	98%	94%	n.a.
3)	Christian Manor (1)	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.
4)	Colonial Lakes	97.8%	97.8%	98.2%	99.2%	100%	100%	100%	100%	95%	97%	95%	98%
5)	Courts at Village Square	99.1%	99.0%	98.0%	98.8%	100%	100%	100%	100%	98%	95%	95%	98%
6)	El Cid	96.5%	99.3%	99.5%	n.a.	99%	100%	100%	n.a.	96%	99%	97%	n.a.
7)	Gould House	98.3%	89.2%	n.a.	n.a.	100%	96%	n.a.	n.a.	96%	86%	n.a.	n.a.
8)	Heron Estates Senior	98.9%	99.0%	98.6%	99.7%	100%	100%	100%	100%	97%	97%	96%	99%
9)	Indian Trace	97.7%	98.4%	98.2%	98.4%	99%	99%	99%	100%	96%	97%	97%	97%
10)	Island Cove (2)	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.
11)	La Joya Villages	100.0%	99.8%	98.2%	98.8%	100%	100%	100%	100%	100%	98%	96%	96%
12)	Lake Delray	97.5%	97.9%	97.5%	98.7%	99%	99%	99%	100%	97%	97%	97%	98%
13)	Malibu Bay	96.5%	98.5%	98.0%	95.3%	98%	99%	99%	99%	94%	98%	96%	93%
14)	Mallards Landing	98.4%	98.3%	98.1%	n.a.	100%	100%	100%	n.a.	95%	97%	90%	n.a.
15)	New South Bay Villas	95.9%	96.8%	96.7%	97.6%	99%	99%	100%	100%	91%	92%	90%	95%
16)	Palm Gardens	98.9%	98.6%	98.2%	98.2%	100%	100%	100%	100%	96%	96%	96%	94%
17)	Palms West	97.3%	95.9%	98.1%	99.1%	100%	99%	99%	100%	95%	93%	96%	98%
18)	Paul Lawrence Dunbar Senior	98.7%	99.7%	98.7%	99.4%	100%	100%	100%	100%	97%	99%	97%	98%
19)	Pine Run Villas	99.2%	99.7%	99.9%	99.6%	100%	100%	100%	100%	97%	98%	98%	98%
20)	Pinnacle Palms	98.5%	98.5%	98.3%	97.9%	100%	100%	100%	99%	97%	97%	97%	96%
21)	Riverview House	96.0%	97.3%	94.1%	94.7%	99%	100%	96%	98%	91%	94%	90%	91%
22)	Royal Palm Place	99.5%	98.4%	99.3%	99.5%	100%	100%	100%	100%	98%	98%	98%	98%
23)	St. Andrews Residences (3)	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.
24)	St. James Residences (4)	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.
25)	Westgate Plaza	98.9%	97.7%	98.4%	99.0%	100%	100%	100%	100%	98%	95%	96%	98%
26)	Woodlake	97.9%	98.0%	97.1%	98.6%	99%	100%	100%	100%	96%	95%	92%	97%
	Totals (5)	98.2%	97.9%	98.1%	97.6%								
(1)	Rehab expected to be completed by 2023												
(2)	Construction expected to be completed by June												
(3)	Rehab expected to be completed 12/2022												
(4)	Rehab expected to be completed 12/2022												
(5)	Sum of the averages of each project												

Housing Finance Authority of Palm Beach County  
Summary of Monthly Project Bond Program Reports  
Preliminary January 2023

			2022	2021	2020	2019
	Project:	Location:	occup.	occup.	occup.	occup.
			turn	turn	turn	turn
			over	over	over	over
1)	Azalea Place (d/b/a Palm Grove)	Australian Ave. south of 25st Street, WPB		9%	0%	7%
2)	Brenton At Abbey Park	Forest Hill Blvd. west of Haverhill, WPB	11%	19%	n.a.	n.a.
3)	Christian Manor	325 Executive Center Dr., WPB	n.a.	n.a.	n.a.	n.a.
4)	Colonial Lakes	Lake Worth Rd. west of Haverhill Rd., Greenacres	16%	21%	30%	18%
5)	Courts at Village Square	NE corner of SW8th Street & Auburn Ave., Del. Bch.	4%	5%	2%	n.a.
6)	El Cid	315 Almeria Rd., WPB E. of US 1 and S. of Belved.	11%	1%	n.a.	n.a.
7)	Gould House	21000 R.&B, Coleman Blvd., BR W of 441 bet. Glades	13%	n.a.	n.a.	n.a.
8)	Heron Estates Senior	2003 W. 17th Street off Congress Ave, Riviera Beach	10%	12%	n.a.	n.a.
9)	Indian Trace	N. Military Trail south of SR 710, Riviera Bch.	12%	22%	20%	31%
10)	Isand Cove		n.a.	n.a.	n.a.	n.a.
11)	La Joya Villages	6th Ave S. just east of US 1, Lake Worth	5%	16%	9%	7%
12)	Lake Delray	Lindell Blvd. east of I-95/south of Linton Blvd. Del. Bch	9%	9%	20%	5%
13)	Malibu Bay	Executive Center Dr. south of PB Lake Blvd. WPB	13%	21%	31%	25%
14)	Mallards Landing	1598 Quail Drive off of Westgate Ave., WPB	8%	12%	n.a.	n.a.
15)	New South Bay Villas	MLK and Palm Beach Road, City of South Bay	11%	23%	n.a.	n.a.
16)	Palm Gardens	4th Ave N. south of 10 Ave. N., Lake Worth		14%	14%	19%
17)	Palms West	1551 Quail Drive off Westgate Ave, suburban WPB	10%	16%	28%	11%
18)	Paul Lawrence Dunbar Senior	906 Grant St, corner of Division and Grant, WPB	7%	10%	n.a..	n.a..
19)	Pine Run Villas	6th Ave S./Melaleuca west of Haverhill Rd. Lk. Worth	19%	13%	14%	14%
20)	Pinnacle Palms	Executive Center Dr. south of Congress Ave. WPB	17%	14%	20%	15%
21)	Riverview House	Lake Worth Rd. east of S. Military Trail, Lake Worth	17%	26%	36%	28%
22)	Royal Palm Place	808&906-17th St & 805&811-15th St, WPB	4%	3%	n.a.	n.a.
23)	St. Andrews Residences	208 Fern St., downtown WPB	n.a.	n.a.	n.a.	n.a.
24)	St. James Residences	400 S. Olive, downtown WPB	n.a.	n.a.	n.a.	n.a.
25)	Westgate Plaza	Quail Drive and Westgate Ave., suburban WPB	10%	6%	4%	4%
26)	Woodlake	N. Jog Rd. south of Okeechobee Blvd., WPB	19%	15%	20%	18%
		Totals (7)	11%	14%	19%	16%

Housing Finance Authority of Palm Beach County  
Summary of Monthly Project Bond Program Reports  
Preliminary January 2023

							Qualified			
Most restrictive tenant set aside					Approx. QPP		Project			
requirements per HFA bond or					start		Period end			
other subordinate/HTC financing					date		(approximate)			
100% HAP contract	1)	Azalea Place (d/b/a Palm Grove)			Apr-00		QPP for term of HAP			
4% @ 30% & 96% @ 60% AMI	2)	Brenton At Abbey Park			late 2020		2034			
105 units with vouchers	3)	Christian Manor			early 2023		QPP for term of vouchers			
25% @ 30%, 30% @ 50% AMI	4)	Colonial Lakes			May-13		2028			
100% HAP contract	5)	Courts at Village Square (fka Village Square Elder			Jan-18		QPP for term of HAP			
100% HAP contract	6)	El Cid			late 2020		QPP for term of HAP			
100% HAP contract	7)	Gould House			early 2021		QPP for term of HAP			
50% HAP contract/10% @ 33% AMI	9)	Heron Estates Senior			Oct-20		QPP for term of HAP			
20% @ 50% & 80% @ 60% AMI	10)	Indian Trace			Apr-03		QPP ends 2/28/2024			
	10)	Island Cove					QPP ends -/-/----			
25% @ 50% AMI per NSP2	11)	La Joya Villages			Feb-15		2030			
100% @ 60% AMI; 50% HAP	12)	Lake Delray			Dec-16		QPP end 11/30/2031			
100% @ 60% AMI	13)	Malibu Bay			Aug-20		2020 QPP started 8/28/20			
100% @ 60% AMI	14)	Mallards Landing			Jan-20		2035			
HAP contract all but 1 unit	15)	New South Bay Villas			Apr-17		QPP for term of HAP			
17% @ 30% and 83% @ 60% AMI	16)	Palm Gardens			Nov-08		15-years from issuance is 2023			
2% @ 50% and 98% @ 60% AMI	17)	Palms West			Sep-13		2028			
100% HAP contract	18)	Paul Lawrence Dunbar Senior			Oct-17		QPP for term of HAP			
25% @ 30%/30% @ 50%/45% @ 60%	19)	Pine Run Villas			Oct-13		2028			
100% @ 60% AMI	20)	Pinnacle Palms (1)			Jul-05		QPP ends not sooner than July 1, 2022			
100% @ 60% AMI	21)	Riverview House (2)			Aug-01		15-years from issuance was 2016			
100% HAP contract	22)	Royal Palm Place			Dec-18		QPP for term of HAP			
100% HAP contract	23)	St. Andrews Residences			Dec-22		QPP for min. of 30 years or term of HAP			
100% @ 60% AMI	24)	St. James Residences			Dec-22		QPP for min. of 30 years or term of HAP			
100% HAP contract	25)	Westgate Plaza			Nov-12		QPP for term of HAP			
100% @ 60% AMI	26)	Woodlake			Nov-13		2028			
	(1)	PBC LURA has 60% @ 55+; FHFC has 80% @ 55+ w/no tenant under 18.								
	(2)	PBC LURA amended to 100% @ 55+ from 60+, and no tenant under 18.								



**Housing Finance Authority  
of Palm Beach County**

100 Australian Avenue, Suite 410  
West Palm Beach, FL 33406  
(561) 233-3656  
FAX: (561) 233-3657  
www.pbchfa.org



**Chairperson**

Bobby "Tony" Smith

**Vice Chair**

Robin B. Henderson

**Secretary**

Tracy L. Caruso

Clark D. Bennett

Laurie S. Dubow

Chricht B. Mixon

Charles V. St. Lawrence

**Executive Director**

David M. Brandt

dbrandt@pbcgov.org

(561) 233-3652

**Administrative Assistant**

Jennifer M. Hamilton

jhamilto@pbcgov.org

(561) 233-3656

*"An Equal Opportunity  
Affirmative Action Employer"*

Official Electronic Letterhead

**Date:** April 4, 2023

**To:** Sandra Swenson  
U.S. Bank Corporate Trust

**From:** David M. Brandt, Executive Director

**Re:** General Fund Disbursement #3-2023

The following invoices/reimbursement requests are hereby presented for your approval and payment, with support documentation attached.

<u>PAYEE</u>	<u>AMOUNT</u>
MARCUM (final audit billing)	\$ 9,926.40
Greenspoon Marder (Feb.)	<u>800.00</u>

**Total General Fund Disbursement: \$ 10,726.40**

Confirmed via email by Chairperson

CC: Amanda Kumar, US Bank



## Tab 2

### V.    Old Business - attachments

- a. Community Land Trust of PBC/Community Partners  
construction loan document approval
  - i. Resolution No. R-2023-03 w.o. exhibits (available upon  
request)

**RESOLUTION NO. 2023- 03**

**A RESOLUTION OF THE HOUSING FINANCE AUTHORITY OF PALM BEACH COUNTY, FLORIDA; APPROVING A LOAN TO DAVIS COMMONS, L.L.C. IN AN AMOUNT NOT TO EXCEED \$5,100,000, IN SUBSTANTIAL ACCORDANCE WITH A TERM SHEET RELATING TO SAID LOAN; APPROVING THE FORM OF AND AUTHORIZING ENTERING INTO A CONSTRUCTION LOAN AGREEMENT WITH DAVIS COMMONS, L.L.C.; AUTHORIZING ENTERING INTO OTHER LOAN DOCUMENTS CONSISTENT WITH THE TERM SHEET AND CONSTRUCTION LOAN AGREEMENT; AUTHORIZING THE PROPER OFFICERS OF THE AUTHORITY TO DO ALL THINGS NECESSARY OR ADVISABLE IN CONNECTION THEREWITH; AND PROVIDING AN EFFECTIVE DATE FOR THIS RESOLUTION.**

**WHEREAS**, the Board of County Commissioners of Palm Beach County, Florida (the “Board”), has heretofore enacted an ordinance, as amended, creating the Housing Finance Authority of Palm Beach County, Florida (the “**Authority**”), pursuant to the provisions of Part IV of Chapter 159, Florida Statutes, as amended and supplemented (the “**Act**”); and

**WHEREAS**, the Board has heretofore adopted a resolution declaring a need for the Authority to function in order to alleviate the shortage of housing and capital for investment in housing within Palm Beach County, Florida (the “**County**”); and

**WHEREAS**, the Community Land Trust of Palm Beach County and the Treasure Coast, Inc. and Community Partners of South Florida, Inc. (the “**Co-Developers**”) are partnering together to develop a 20 unit-for-sale townhome development on Davis Road in unincorporated Palm Beach County to be known as Davis Commons (the “**Project**”); and

**WHEREAS**, to that end, the Co-Developers formed a limited liability company called Davis Commons, L.L.C. (the “**Applicant**”) and previously submitted an application (the “**Application**”) to the Authority for a loan of the Authority’s Surplus Funds in an aggregate principal amount of not to exceed \$5,100,000 (the “**Loan**”) to finance a portion of the development of the Project, as described in the Application and in the Term Sheet attached as Exhibit “A” hereto;

**WHEREAS**, based upon the Application and subject to further review and analysis, the Authority has determined that the Project constitutes Eligible Housing within the meaning of the Authority's policies and procedures for the use of surplus funds ("**Surplus Fund Policy**"); and

**WHEREAS**, the Authority, at its regular meeting on March 18, 2022, approved the Application and gave conceptual approval for such Loan, and authorized the preparation of loan terms and documents for presentation to and final approval by the Authority; and

**WHEREAS**, the Authority wishes to approve, subject to the provisions of this Resolution, the Authority entering into certain agreements with the Applicant with respect to its consideration of the Applicant's request for a Loan from the Authority's Surplus Funds and the financing of the Project.

**NOW, THEREFORE, BE IT RESOLVED BY THE HOUSING FINANCE AUTHORITY OF PALM BEACH COUNTY, FLORIDA:**

**Section 1: Recitals.** The foregoing recitals stated above are hereby found by the Authority to be true and correct and incorporated into this Resolution.

**Section 2: Approval of Loan.** The Authority hereby approves the making of a loan to Applicant in an aggregate principal amount of not to exceed \$5,100,000 (the "**Loan**") to finance a portion of the Project, in substantial accordance with the Application and the Term Sheet attached as Exhibit "A" hereto (the "**Term Sheet**").

**Section 3: Approval and Execution of Construction Loan Agreement with Applicant.** The Authority is hereby authorized to enter into a Construction Loan Agreement with the Applicant in substantially the form attached as Exhibit "B" hereto (the "**Construction Loan Agreement**"). The Chairperson or, in the Chairperson's absence, any other member of the Authority, is hereby authorized to execute and deliver the Construction Loan Agreement, the execution thereof by the Authority being conclusive evidence of the approval of the form of such Construction Loan Agreement.

**Section 4: Approval of Loan Documents from Applicant.** As a condition to closing on the Loan, the Authority shall receive from the Applicant (a) a Mortgage Note in substantially the form attached as Exhibit "C" hereto (the "**Note**"), (b) a Mortgage and Security Agreement in substantially the form attached as Exhibit "D" hereto (the "**Mortgage**") and (c) a Guaranty Agreement from the Co-Developers in substantially the form attached as Exhibit "E" hereto (the "**Guaranty**"). The execution by the Chairperson or, in the Chairperson's absence, any other member of the Authority, of the Construction Loan Agreement, shall be conclusive evidence of the approval of the form of the Note, the Mortgage and the Guaranty.

**Section 5: Authority to Enter into Other Loan Documents.** The Authority is authorized to enter into such other loan documents with the Applicant as are usual and customary for a loan of this type, so long as such documents are consistent with the provisions of the Term Sheet and the Construction Loan Agreement. Such documents shall be in such form as may be approved by the Chairperson or other member of the Authority executing such documents, with the advice of the Executive Director and of the Authority and general counsel to the Authority, such execution and delivery to be conclusive evidence of the approval and authorization thereof by the Authority.

**Section 6: No Other Rights Conferred.** Except as herein otherwise expressly provided, nothing in this Resolution or in the agreements approved hereby, expressed or implied, is intended or shall be construed to confer upon any person or firm or corporation other than the Authority or the Applicant, any right, remedy or claim, legal or equitable, under and by reason of this Resolution or such agreements, or any other agreements to which the Authority is a party and which have been approved by the Authority or any provision thereof; this Resolution, such agreements and all of their respective provisions being intended to be and being for the sole and exclusive benefit of the Authority and the Applicant.

**Section 7: Severability.** In case any one or more of the provisions of this Resolution, or of agreements approved hereby or any other agreements to which the Authority is a party and which have been approved by the Authority, shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any of the other provisions of this Resolution or of such agreements.

**Section 8: Further Actions; Effectiveness of Approval.** The Chairperson, the Vice Chairperson, the Secretary of the Authority and the other members of the Authority, the Executive Director of the Authority, the Authority's general counsel, are hereby authorized and directed to do all acts and things required of them by the provisions of this Resolution, the agreements herein approved or any other agreements to which the Authority is a party and which have been approved by the Authority.

**Section 9: Headings Not Part of this Resolution.** Any headings preceding the texts of the several sections of this Resolution shall be solely for convenience of reference and shall not form a part of this Resolution, nor shall they affect its meaning, construction or effect.

**Section 10: Resolution Effective.** This Resolution shall take effect immediately upon its adoption.

**ADOPTED** this 21st day of April, 2023.

(SEAL)

**HOUSING FINANCE AUTHORITY OF  
PALM BEACH COUNTY, FLORIDA**

ATTEST:

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: Chairperson

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: Secretary

APPROVED AS TO FORM AND  
LEGAL SUFFICIENCY

By: \_\_\_\_\_  
Name: Morris G. (Skip) Miller, Esq.  
Title: Attorney

EXHIBIT "A"  
TERM SHEET

EXHIBIT "B"

FORM OF CONSTRUCTION LOAN AGREEMENT



EXHIBIT "C"

FORM OF MORTGAGE NOTE

EXHIBIT "D"

FORM OF MORTGAGE AND SECURITY AGREEMENT

EXHIBIT "E"

FORM OF GUARANTY AGREEMENT

## **Tab 3**

### **VI. New Business - attachments**

- a.** Lake Worth Towers
  - i. Recommendations section of Credit Underwriting Report
  - ii. Request from Related on guarantors
  - iii. Resolution R-2023-04 w.o. exhibits (available upon request)
- b.** Consider FL ALHFA conference sponsorship
  - i. Sponsorship commitment form
- c.** Consider HLC of PBC sponsorship
  - i. Housing Heroes Luncheon memo and commitment form

# **Housing Finance Authority of Palm Beach County**

## **Credit Underwriting Report**

**Tax Exempt Multifamily Housing Revenue Bond**

### **Lake Worth Towers**

Section A      Report Summary

Section B      Supporting Information and Schedules

---

*Prepared by*

***Seltzer Management Group, Inc.***

*Final Report*

*April 12, 2023*

**LAKE WORTH TOWERS**

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**Section A**  
**Report Summary**

## Recommendation

Seltzer Management Group, Inc. ("SMG" or "Seltzer") recommends that the Housing Finance Authority of Palm Beach County ("HFAPBC" or "Authority") issue Multifamily Mortgage Revenue Bonds ("MMRB") in the amount of \$29,600,000 for the Acquisition and Rehabilitation of Lake Worth Towers (the "Subject Development").

### DEVELOPMENT & SET-ASIDES

Development Name: Lake Worth Towers

Address: 1500 Lucerne Avenue

City: Lake Worth Beach Zip Code: 33460 County: Palm Beach County Size: Large

Development Category: Acquisition/Rehab Development Type: High Rise

Construction Type: Steel and Masonry

Demographic Commitment:

Primary: Elderly: 55+ or 62+ for 100% of the Units

Secondary: \_\_\_\_\_ for \_\_\_\_\_ of the Units

Unit Composition:

# of ELI Units: 118 ELI Units Are Restricted to 50% AMI, or less. Total # of units with PBRA? 195

# of Link Units: 0 Are the Link Units Demographically Restricted? No # of NHTF Units: 0

Bed Rooms	Bath Rooms	Units	Square Feet	AMI%	Low HOME Rents	High HOME Rents	Gross HC Rent	Utility Allow.	Net Restricted Rents	PBRA Contr Rents	Applicant Rents	Appraiser Rents	CU Rents	Annual Rental Income
0	1.0	55	462	50%			\$805	\$0	\$805	\$1,383	\$1,383	\$1,383	\$1,383	\$912,780
0	1.0	17	462	60%			\$966	\$0	\$966	\$1,383	\$1,383	\$1,383	\$1,383	\$282,132
0	1.0	10	462	80%			\$1,288	\$0	\$1,288	\$1,383	\$1,383	\$1,383	\$1,383	\$165,960
1	1.0	55	584	50%			\$862	\$0	\$862	\$1,691	\$1,691	\$1,691	\$1,691	\$1,116,060
1	1.0	27	584	60%			\$1,035	\$0	\$1,035	\$1,691	\$1,691	\$1,691	\$1,691	\$547,884
1	1.0	10	584	80%			\$1,380	\$0	\$1,380	\$1,691	\$1,691	\$1,691	\$1,691	\$202,920
2	1.0	8	745	50%			\$1,035	\$0	\$1,035	\$2,069	\$2,069	\$2,069	\$2,069	\$198,624
2	1.0	8	745	60%			\$1,242	\$0	\$1,242	\$2,069	\$2,069	\$2,069	\$2,069	\$198,624
2	1.0	5	745	80%			\$1,656	\$0	\$1,656	\$2,069	\$2,069	\$2,069	\$2,069	\$124,140
		195	107,257											\$3,749,124

Buildings: Residential - 1

Non-Residential - \_\_\_\_\_

Parking: Parking Spaces - 118

Accessible Spaces - 5

Set Asides:

Program	% of Units	# of Units	% AMI	Term (Years)
MMRB	40.00%	78	60%	30
4% HC	60.51%	118	50%	30
4% HC	26.67%	52	60%	30
4% HC	12.82%	25	80%	30



## MMRB CREDIT UNDERWRITING REPORT

SMG

Absorption Rate: 16 units per month for 12 months.

Occupancy Rate at Stabilization: Physical Occupancy 97.00% Economic Occupancy 96.50%  
 Occupancy Comments 98% Occupied as of 3/29/23

DDA: No QCT: Yes Multi-Phase Boost: No QAP Boost: No  
 Site Acreage: 2.57 Density: 75.8460 Flood Zone Designation: X  
 Zoning: Mixed Use - East (MU-E) Flood Insurance Required?: No

## DEVELOPMENT TEAM

Applicant/Borrower:	Lake Worth Towers Preservation, L.P.	% Ownership
General Partner	Rainbow Housing Assistance Corporation	0.0025%
Limited Partner	Lake Worth Towers Preservation Class B, LLC	0.0050%
Limited Partner	Lake Worth Towers, Inc.	0.0025%
Limited Partner	Wells Fargo Community Lending and Investment	99.99%
Construction Completion Guarantor(s):		
CC Guarantor 1:	Lake Worth Towers Preservation, L.P.	
CC Guarantor 2:	Rainbow Housing Assistance Corporation	
CC Guarantor 3:	The Related Companies, L.P.	
CC Guarantor 4:	Lake Worth Towers Preservation Class B, LLC	
CC Guarantor 5:	Lake Worth Towers, Inc.	
CC Guarantor 6:	Lake Worth Towers Developer, LLC	
Operating Deficit Guarantor(s):		
OD Guarantor 1:	Lake Worth Towers Preservation, L.P.	
OD Guarantor 2:	Rainbow Housing Assistance Corporation	
OD Guarantor 3:	The Related Companies, L.P.	
OD Guarantor 4:	Lake Worth Towers Preservation Class B, LLC	
OD Guarantor 5:	Lake Worth Towers, Inc.	
OD Guarantor 6:	Lake Worth Towers Developer, LLC	
Bond Purchaser	Public Offering	
Developer:	Lake Worth Towers Developer, LLC	
Principal 1	Related Affordable, LLC	
Principal 2	Full Line, LLC	
Principal 3	Wednesday Hill LLC	
Principal 4	Slottsbacken LLC	
General Contractor 1:	Legacy Construction Services, LLC	
Management Company:	PK Management, Inc.	
Syndicator:	Wells Fargo Community Lending and Investment	
Bond Issuer:	Housing Finance Authority of Palm Beach County	
Architect:	Granoff Architects	
Market Study Provider:	Apprise by Walker & Dunlop ("Apprise")	
Appraiser:	Apprise by Walker & Dunlop ("Apprise")	

PERMANENT FINANCING INFORMATION						
	1st Source	2nd Source	3rd Source	4th Source	5th Source	Other
Lender/Grantor	WFB / FNMA MTEB					
Amount	\$29,600,000					
Underwritten Interest Rate	5.21%					
Loan Term	18					
Amortization	35					
Market Rate/Market Financing LTV	67.7%					
Restricted Market Financing LTV	66.1%					
Loan to Cost - Cumulative	54.3%					
Debt Service Coverage	1.187					
Operating Deficit & Debt Service Reserves	\$842,471.00					
# of Months covered by the Reserves	7.3					

Deferred Developer Fee	\$3,786,460
As-Is Land Value	\$5,850,000
As-Is Value (Land & Building)	\$30,100,000
Market Rent/Market Financing Stabilized Value	\$43,700,000
Rent Restricted Market Financing Stabilized Value	\$44,800,000
Projected Net Operating Income (NOI) - Year 1	\$2,241,413
Projected Net Operating Income (NOI) - 15 Year	\$2,758,780
Year 15 Pro Forma Income Escalation Rate	2.00%
Year 15 Pro Forma Expense Escalation Rate	3.00%
Bond Structure	Public Offering
Housing Credit (HC) Syndication Price	\$0.95
HC Annual Allocation - Initial Award	\$2,058,425
HC Annual Allocation - Qualified in CUR	\$2,188,569
HC Annual Allocation - Equity Letter of Interest	\$2,219,207

CONSTRUCTION/PERMANENT SOURCES:				
Source	Lender	Construction	Permanent	Perm Loan/Unit
Regulated Mortgage Lender	WFB / FNMA MTEB	\$29,600,000	\$29,600,000	\$151,794.87
Net Operating Income	LWT Preservation LP	\$1,734,000	\$0	\$0.00
HC Equity	WFCLI	\$17,285,894	\$21,080,358	\$108,104.40
Deferred Developer	LWT Dev LLC	\$5,846,924	\$3,786,460	\$19,417.74
<b>TOTAL</b>		<b>\$54,466,818.00</b>	<b>\$54,466,818.00</b>	<b>\$279,317.02</b>

#### HFAPBC Financing Structure:

The Bonds are to be issued by the HFAPBC up to \$30,000,000 (currently projected to be \$29,600,000) and proceeds thereof will be used to acquire a loan made by Wells Fargo Bank, N.A. ("Wells Fargo") as the Fannie Mae DUS lender for the transaction. Proceeds from the Wells Fargo loan along with a capitalized interest deposit will be used to secure the bonds until a Fannie Mae Mortgage Backed Security (the Fannie Mae "MBS") is issued shortly after closing. Following delivery of the Fannie Mae MBS, all monthly payments of principal and interest thereon will be passed through to bondholders on the business day following receipt. Receipt of evidence that the bonds have been rated "Aaa" by Moody's will be a condition to closing of the issue.

The Bonds will initially be secured by cash collateral and/or eligible investments (consisting of U.S. Government obligations or money market funds secured by US government obligations) on deposit in the Trust Indenture until the Fannie Mae MBS is delivered to the Trustee. Thereafter, the primary security for the Bonds will be the Fannie Mae MBS and all payments of principal and interest (and prepayment premiums, if any) received by the Trustee in connection with the MBS. The Bonds will have a term of approximately [18 years] and an estimated weighted average maturity of 16 years. The interest rate on the bonds will be established on the date of pricing to be the lowest net interest cost available. As of April 3, 2023, the estimated rate would be approximately 4.375%.

#### Changes from the Application

COMPARISON CRITERIA	YES	NO
Does the level of experience of the current team equal or exceed that of the team described in the application?	X	
Are all funding sources the same as shown in the Application?	X	
Are all local government recommendations/contributions still in place at the level described in the Application?	X	
Is the Development feasible with all amenities/features listed in the Application?	X	
Do the site plans/architectural drawings account for all amenities/features listed in the Application?	X	
Does the Applicant have site control at or above the level indicated in the Application?	X	
Does the Applicant have adequate zoning as indicated in the Application?	X	

Has the Development been evaluated for feasibility using the total length of set-aside committed to in the Application?	X	
Have the Development costs remained equal to or less than those listed in the Application?		1
Is the Development feasible using the set-asides committed to in the Application?	X	
If the Development has committed to serve a special target group (e.g. elderly, large family, etc.), do the development and operating plans contain specific provisions for implementation?	X	
HOME ONLY: If points were given for match funds, is the match percentage the same as or greater than that indicated in the Application?	N/A	
HC ONLY: Is the rate of syndication the same as or greater than that shown in the Application?	X	
Is the Development in all other material respects the same as presented in the Application?		2

The following are explanations of each item checked "No" in the table above:

1. Changes in Development Costs Listed in Application:

- a. Development costs have increased by \$2,052,946 from \$52,413,872 in the application to \$54,466,818 primarily due to increases in construction costs, general development costs and financing costs.

2. Changes in Other Material Respects Listed in Application:

- a. The Applicant changed the set-aside election to utilize the Average Income Test. The set-asides will change from 195 units (100%) at 60% AMI or below to 118 units (60.51%) at 50% AMI or below, 52 units (26.67%) at 60% AMI or below, and 25 units (12.82%) at 80% AMI or below. Seltzer received a Market Study that supported the Average Income Test utilized herein.
- b. The Applicant changed General Contractors from Pyramid ETC Companies, LLC to Legacy Construction Services, LLC ("Legacy") and provided the required documentation (detailed in Section B of this report) supporting Legacy's ability to successfully serve as the General Contractor for the rehabilitation of the Subject Development.

Strengths:

1. Per the Market Study, dated March 29, 2023, Apprise by Walker & Dunlop ("Apprise") concludes that due to the Subject Development's senior tenant base, the property should be able to draw tenants from well outside its Primary Market Area ("PMA") as such projects are typically in high demand given the options for market-rate housing projects have significantly higher monetary barriers of entry. The weighted average occupancy rate is 98%.
2. Although the Borrower, Lake Worth Towers Preservation Class B, LLC, and Lake Worth Towers Developer, LLC are single purpose entities, the future GP, the principal of the Developer, the General

Contractor, and the Management Company have sufficient experience and financial resources to develop, construct, and operate the Subject Development.

Additional Information:

1. The Palm Beach County Housing Authority ("PBCHA") provided a letter dated March 3, 2023 confirming that PBCHA will be administering up to 112 project-based Section 8 vouchers ("PBV") provided directly by the Miami Field Office of Housing and Urban Development ("HUD") for the benefit of tenants at Lake Worth Towers. PBCHA indicated they would be willing and able to provide up to 83 additional vouchers pursuant to the Housing Opportunity through Modernization Act ("HOTMA"), above and beyond the 112 PBVs from HUD, for the benefit of the Property such that all 195 units will receive rental subsidy. The letter also confirmed the Housing Assistance Payments Contract (HAP contract) rents would be in place at the time of Closing.
2. To ensure that the Debt Service Coverage ("DSC") meets or exceeds a minimum DSC of 1.10 to 1.00, based on the projections/estimates and loan amounts in this report, the interest rate of the permanent period First Mortgage Loan may not exceed 5.72%. Following the rate lock of the permanent period First Mortgage Loan, the Servicer will review and confirm if the Subject Development is still able to support the proposed First Mortgage Loan amount of \$29,600,000, or if a further reduction to the loan amount is necessary. The Servicer's DSC confirmation is a condition to close.
3. The Key Zoning Assessments, LLC ("KZA") Zoning Report dated November 2, 2022 identified that the most recent lien search found an open lien for a code enforcement violation and a Fire Inspection Report revealed open fire code violations on file for the property. The Applicant provided an Inspection Report from the Palm Beach County Fire Rescue indicating that the code violations were cleared on March 2, 2023. Resolution of the lien will be noted as a Condition to Close.
4. The Subject Development contains one hundred thirteen (113) regular parking spaces and five (5) accessible spaces for a total of one hundred and eighteen (118) parking spaces. The KZA Zoning Report also notes six (6) off-site parking spaces available to the development.
5. The Subject Development has existing commercial space associated with a Café, a Salon, and a Rooftop space. The Applicant will be entering into new lease agreements with the Café and Salon. The existing lease agreement associated with the Rooftop tenant will be assigned to the Applicant. All costs associated with rehabilitation of the commercial space for the Salon, estimated by the Applicant to be \$25,000, were identified as ineligible costs for HC basis in this Report.
6. The Seller (Lake Worth Towers, Inc.) entered into a long term, 30-year agreement with American Tower whereby they manage the Rooftop space noted above and benefit from 80% of the revenue generated (building owner gets 20%). In consideration for this arrangement, American Tower paid Seller \$340,000. The Purchase and Sale Agreement contains an \$85,000 credit to be provided to Purchaser representing a proration of the \$340,000.
7. The United States is currently under a national emergency due to the spread of the virus known as COVID-19. The extent of the virus' impact to the overall economy is unknown. More specifically, it is unknown as to the magnitude and timeframe the residential rental market (e.g. absorption rates, vacancy rates, collection losses, appraised value, etc.) and the construction industry (e.g. construction schedules, construction costs, subcontractors, insurance, etc.) will be impacted. Recommendations

made by Seltzer in this report, in part, rely upon assumptions made by third-party reports that are unable to predict the impacts of the virus.

Waiver Requests: None

Issues and Concerns: None

Special Conditions:

1. Confirmation from On Solid Ground, Inc. ("OSG") that all recommended modifications to the plans and specifications in the Capital Needs Assessment as well as recommendations noted in the Plan and Cost Analysis Report detailed in Section B of this Report have been satisfactorily resolved and a Sign Off letter from OSG has been received. Of particular note:
  - Construction drawings must be updated to reflect Critical and Priority repairs related to cast iron sanitary lines and electrical panels
  - ADA/Section 504 accessibility requirements must be met for:
    - rear vestibule door and laundry room door
    - one front load washer and one front load dryer (must be in each laundry room)
    - efficiency, 1-bedroom and 2-bedroom doors (floor space on accessible route)
    - kitchen counters (accessibility width)
    - kitchen sinks and base cabinets (must be noted as are removable)
2. Receipt and satisfactory review of a signed and certified Site Plan approved by the Permitting Office.
3. Receipt and satisfactory review of executed HAP Contract reflecting rental rates for all 195 units that are consistent with the assumptions of this report. The rates noted in this report are based on the details provided in the March 3, 2023 letter from PBCHA specifying the rental rates that will be in effect at the time of Closing.
4. Receipt and satisfactory review of an executed Construction Contract consistent with the details listed in this report.
5. Receipt and satisfactory review of an executed Management Contract consistent with the assumptions of this report.
6. Review and satisfactory resolution of items identified in the Termite Inspection report dated March 28, 2023.
7. Review and satisfactory resolution of the lien associated with the code enforcement violation noted in the KZA Zoning Report dated November 2, 2022.

Mitigating Factors: Not Applicable

Recommendation:

SMG recommends HFAPBC issue MMRB in the amount of \$29,600,000. This recommendation is based upon the assumptions detailed in the Report Summary (Section A) and Supporting Information and Schedules (Section B). The reader is cautioned to refer to these sections for complete information.

This recommendation is only valid for six months from the date of the report.

Prepared by:



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Frank Sforza  
Credit Underwriter II

Reviewed by:



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Josh Scribner  
Credit Underwriting Manager



April 11, 2023

David Brandt  
Executive Director  
Housing Finance Authority of Palm Beach County  
100 Australian Avenue, Suite 410  
West Palm Beach, Florida 33406

RE: Waiver of General Partner Guarantor Requirement  
Lake Worth Towers, 1500 Lucerne Avenue, Lake Worth Beach (the "Project")  
LAKE WORTH TOWERS PRESERVATION, L.P. (the "Applicant")

Dear Mr. Brandt:

In connection with the Applicant's request for the Housing Finance Authority of Palm Beach County ("HFAPBC") to issue tax-exempt private activity bonds for the acquisition, rehabilitation, and affordable preservation of the Project, please consider this request for a waiver of HFAPBC's standard requirement that the general partner of the partnership be a guarantor for the Fee Payment Guarantee and the Environmental Indemnity (the HFAPBC Guaranties").

The General Partner of the Applicant is Rainbow Housing Assistance Corporation ("Rainbow"), a qualified 501c3 non-profit corporation. Rainbow is not providing any guaranties in connection with this transaction to the senior lender or servicer, Fannie Mae and Wells Fargo, respectively. Rather, The Related Companies, L.P. ("TRCLP") is the primary guarantor for the Project transaction.

Since 2013, the Rainbow Board of Directors has operated under a policy to prohibit the organization from providing any guaranties in order to minimize financial risk at all cost to sustain the mission and purpose of the organization. TRCLP has partnered with Rainbow on a number of recent tax-exempt bond/4% LIHTC projects in California, Texas, and most recently, in Florida. In all cases, TRCLP has provided the required guaranties and Rainbow has not been required to provide guaranties in connection with those transactions.

TRCLP is an affiliate of both the Class B Limited Partner of the Applicant and the Developer for the Project. As evidenced by the Credit Underwriting Report prepared by Seltzer Management Group, Inc., TRCLP has substantial net worth and liquidity to provide the necessary guaranties to the HFAPBC.

We request that the guarantors on the HFAPBC Guaranties be as follows;

- Lake Worth Towers Preservation, L.P. (the "Applicant")
- Lake Worth Towers Preservation Class B, LLC (the "Class B Limited Partner")
- Lake Worth Towers Developer, LLC (the "Developer")
- The Related Companies, L.P.

We appreciate your consideration of this waiver request.

Sincerely,

A blue ink signature of David Pearson, written in a cursive style.

David Pearson, Executive Vice President  
Related Affordable, LLC  
30 Hudson Yards, 72<sup>nd</sup> Floor  
New York, NY 10001  
[dpearson@related.com](mailto:dpearson@related.com)



**RESOLUTION NO. R-2023-04**

**A RESOLUTION OF THE HOUSING FINANCE AUTHORITY OF PALM BEACH COUNTY, FLORIDA (THE “AUTHORITY”), AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$30,000,000 HOUSING FINANCE AUTHORITY OF PALM BEACH COUNTY, FLORIDA, MULTIFAMILY HOUSING REVENUE BONDS (M-TEBS – LAKE WORTH TOWERS), SERIES 2023 (THE “BONDS”) AND PROVIDING FOR CERTAIN DETAILS THEREOF; DETERMINING THE NEED FOR A NEGOTIATED SALE OF THE BONDS; APPROVING THE FORM OF AND AUTHORIZING THE EXECUTION AND DELIVERY OF A BOND PURCHASE AGREEMENT WITH RESPECT TO THE PURCHASE AND SALE OF THE BONDS; APPROVING THE FORM OF A PRELIMINARY OFFICIAL STATEMENT AND AUTHORIZING ITS DISTRIBUTION IN CONNECTION WITH THE SALE OF THE BONDS AND AUTHORIZING THE EXECUTION AND DISTRIBUTION OF AN OFFICIAL STATEMENT; APPROVING THE FORM OF AND AUTHORIZING THE EXECUTION AND DELIVERY OF AN INDENTURE OF TRUST WITH U.S. BANK TRUST COMPANY, NATIONAL ASSOCIATION, AS TRUSTEE; APPROVING THE FORM OF AND AUTHORIZING THE EXECUTION AND DELIVERY OF A FINANCING AGREEMENT; APPROVING THE FORMS OF AND AUTHORIZING THE EXECUTION AND DELIVERY OF LAND USE RESTRICTION AGREEMENTS; APPROVING THE FORM AND AUTHORIZING THE EXECUTION AND DELIVERY OF A FEE GUARANTY AND ENVIRONMENTAL INDEMNITY AGREEMENT; APPOINTING THE TRUSTEE, REGISTRAR AND PAYING AGENT FOR THE BONDS; ACCEPTING THE CREDIT UNDERWRITING REPORT SUBJECT TO BORROWER’S WAIVER REQUEST REGARDING CERTAIN INDEMNITORS; PROVIDING FOR CERTAIN COVENANTS OF THE AUTHORITY AUTHORIZING THE PROPER OFFICERS OF THE AUTHORITY TO DO ALL THINGS NECESSARY OR ADVISABLE; AND PROVIDING AN EFFECTIVE DATE FOR THIS RESOLUTION.**

**WHEREAS**, the Board of County Commissioners of Palm Beach County, Florida (the “Board”), has heretofore enacted an ordinance, as amended, creating the Housing Finance Authority of Palm Beach County, Florida (the “Authority”), pursuant to the provisions of Part IV of Chapter 159, Florida Statutes, as amended and supplemented (the “Act”); and

**WHEREAS**, the Board has heretofore adopted a resolution declaring a need for the Authority to function in order to alleviate the shortage of housing and capital for investment in housing within Palm Beach County, Florida (the “County”); and

**WHEREAS**, the Authority, pursuant to the Act, may issue its Multifamily Housing Revenue Bonds (M-TEBS – Lake Worth Towers), Series 2023 in the aggregate principal amount of not exceeding THIRTY MILLION DOLLARS (\$30,000,000) (the “Bonds”); and

**WHEREAS**, the Authority shall enter into that certain Indenture of Trust expected to be dated as of May 1, 2023, with the herein defined Trustee (the “Indenture”) for the purpose of setting forth the terms, conditions, and covenants that are necessary to secure the Bonds and protect the rights of the registered owners of the Bonds and the Authority deems it advisable to enter into the Indenture with respect to the Bonds, in substantially the form attached hereto as Exhibit “A”; and

**WHEREAS**, the proceeds derived from the sale of the Bonds, together with other available money of the Borrower (as defined below), will be used to finance the acquisition, rehabilitation and equipping of a 195-unit multifamily senior housing development (the “Project”) located in the City of Lake Worth Beach in Palm Beach County, Florida (the “City”); and

**WHEREAS**, Lake Worth Towers Preservation, L.P., a Florida limited partnership (herein, the “Borrower”) has requested that the Authority issue the Bonds and, together with other moneys of the Borrower, finance the Project; and

**WHEREAS**, pursuant to the terms and provisions of that certain Financing Agreement expected to be dated as of May 1, 2023, by and among the Authority, the Trustee, Wells Fargo Bank, National Association, as lender (the “Lender”), and the Borrower (the “Financing Agreement”) substantially in the form attached hereto as Exhibit “B,” the Authority has agreed to use the proceeds of the Bonds to assist in financing the Project; and

**WHEREAS**, the Authority, the Borrower and the Trustee shall enter into that certain Land Use Restriction Agreement, expected to be dated as of May 1, 2023 to evidence certain restrictions

placed on the use and occupancy of the Project as required under the Act and the Internal Revenue Code of 1986, as amended (the “Bond LURA”) substantially in the form attached hereto as Exhibit “C-1”; and

**WHEREAS**, in light of additional restrictions regarding the Project requested by Palm Beach County, Florida (the “County”), namely 100% of the tenants shall have income not greater than 60% of the area median income of the County and such income restriction shall be for a term of thirty (30) years, the Authority and the Borrower shall enter into a second Land Use Restriction Agreement expected to be dated May 1, 2023 to evidence the additional restrictions requested by the County (the “Extended LURA”) substantially in the form attached hereto as Exhibit “C-2”; and

**WHEREAS**, the Lender has agreed to make a mortgage loan to the Borrower equal to the original principal amount of the Bonds (the “Mortgage Loan”) in the principal amount of Bonds. Upon satisfaction of certain conditions set forth in the Indenture, the Trustee will apply the proceeds of the Mortgage Loan to acquire a Guaranteed Mortgage Pass-Through Certificate backed by the Mortgage Loan and issued by Fannie Mae; and

**WHEREAS**, based upon the current market conditions, the complex nature of the financing and other factors, the Authority finds it is necessary and advisable to negotiate the sale of the Bonds pursuant to the terms and provisions of a Bond Purchase Agreement, substantially in the form attached hereto as Exhibit “D”; and

**WHEREAS**, in order to provide for the sale of the Bonds, the Authority wishes to approve the form of a Preliminary Official Statement substantially in the form attached hereto as Exhibit “E” and to authorize the distribution thereof in connection with the sale of the Bonds; and

**WHEREAS**, the Authority hereby authorizes the execution of such other documents deemed necessary and to be in acceptable form as determined by its Bond Counsel and counsel to the Authority; and

**WHEREAS**, prior to the execution and delivery of the Bond Purchase Agreement, the Authority will be provided with the disclosure statements required by Section 218.385, Florida Statutes by RBC Capital Markets, LLC, as underwriter (the “Underwriter”).

**NOW, THEREFORE, BE IT RESOLVED BY THE HOUSING FINANCE AUTHORITY OF PALM BEACH COUNTY, FLORIDA:**

**SECTION 1: Definitions.** That in addition to the terms herein defined in the above recitals, the words and terms referred to in Article I of the Indenture, unless a different meaning clearly appears from the context, shall have the same meanings in this resolution as in the Indenture.

**SECTION 2: Authorization of the Bonds.** That, for the purpose of providing funds to the Borrower in accordance with the terms of the Financing Agreement, there are hereby authorized to be issued by the Authority, its Multifamily Housing Revenue Bonds (M-TEBS – Lake Worth Towers), Series 2023, in the aggregate principal amount of not exceeding THIRTY MILLION DOLLARS (\$30,000,000) (the “Bonds”).

**SECTION 3: Security for the Bonds.** That the Bonds will be limited obligations of the Authority. The principal of, premium, if any, and interest on, the Bonds will be payable solely from the Trust Estate (as such term is defined in the Indenture). Neither the members of the Authority nor any person executing any of the Bonds shall be liable personally on any of the Bonds by reason of the issuance thereof. The Bonds will not be a debt of the County, the City, the State of Florida (the “State”) or any other political subdivision thereof, and neither the faith and credit

nor the taxing power of the County, the City, the State or any other political subdivision thereof will be pledged to the payment of the principal of, or premium, if any, or interest on any of the Bonds. The Authority has no taxing power.

**SECTION 4: Approval and Execution of the Indenture of Trust.** That the form of the Indenture of Trust relating to the Bonds (the “Indenture”) presented at this meeting (and attached hereto as Exhibit “A”) expected to be dated as of May 1, 2023, by and between the Authority and U.S. Bank Trust Company, National Association, as trustee (the “Trustee”) is hereby approved and adopted by the Authority, together with such changes, modifications and deletions as may be deemed necessary and appropriate. The Chairperson (or, in the absence of the Chairperson, the Vice Chairperson or any other member of the Authority in the absence of the Vice Chairperson) is hereby authorized to execute and deliver on behalf of the Authority, and the Secretary (or, in the absence of the Secretary, any Assistant Secretary) of the Authority is authorized to affix the Seal of the Authority and attest to the execution of the Indenture in the form presented to this meeting together with such changes, modifications and deletions as the officer of the Authority executing the same may deem necessary and appropriate with the advice of Bond Counsel and counsel to the Authority, such execution and delivery to be conclusive evidence of the approval and authorization thereof by the Authority.

**SECTION 5: Approval and Execution of the Financing Agreement.** That the form of the Financing Agreement, expected to be dated as of May 1, 2023, by and among the Authority, the Trustee, the Lender and the Borrower, in substantially the form presented at this meeting (and attached hereto as Exhibit “B”) is hereby approved and authorized by the Authority, together with such changes, modifications and deletions as may be deemed necessary and appropriate. The Chairperson (or, in the Chairperson’s absence, the Vice Chairperson or any other member of the

Authority in the absence of the Vice Chairperson) is hereby authorized to execute and deliver on behalf of the Authority, and the Secretary (or, in the absence of the Secretary, any Assistant Secretary) of the Authority is hereby authorized to affix the Seal of the Authority and attest to the execution of the Financing Agreement in the form presented to this meeting together with such changes, modifications and deletions as the officer of the Authority executing the same may deem necessary and appropriate with the advice of Bond Counsel and counsel to the Authority, such execution and delivery to be conclusive evidence of the approval and authorization thereof of the Authority.

**SECTION 6: Negotiated Sale of Bonds Authorized.** That, based on current market conditions, and the complex nature of the financing, the Authority hereby finds that it is necessary and in the best interest of the Authority that the Bonds be sold on a negotiated basis to the Underwriter.

**SECTION 7: Approval and Execution of the Land Use Restriction Agreements.** That the forms of the Bond LURA, by and among the Authority, the Trustee and the Borrower, and the Extended LURA, by and between the Authority and the Borrower, both relating to the Project in substantially the forms presented at this meeting (and attached hereto as Exhibits “C-1” and “C-2,” respectively), each expected to be dated as of May 1, 2023, are hereby approved and adopted by the Authority, together with such changes, modifications and deletions as may be deemed necessary and appropriate. The Chairperson (or, in the absence of the Chairperson, the Vice Chairperson or any other member of the Authority in the absence of the Vice Chairperson) is hereby authorized to execute and deliver on behalf of the Authority, and the Secretary (or, in the absence of the Secretary, any Assistant Secretary) of the Authority is hereby authorized to affix the Seal of the Authority and attest to the execution of the Bond LURA and Extended LURA both

relating to the Project in the forms presented to this meeting together with such changes, modifications and deletions as the officer of the Authority executing the same may deem necessary and appropriate with the advice of Bond Counsel and counsel to the Authority, such execution and delivery to be conclusive evidence of the approval and authorization thereof by the Authority.

**SECTION 8: Bond Purchase Contract.** That the Authority hereby agrees to sell the Bonds, pursuant to the terms and provisions of that certain Bond Purchase Agreement by and among the Authority, the Underwriter and the Borrower, substantially in the form attached hereto as Exhibit “D.” The Bond Purchase Agreement is hereby approved and authorized by the Authority, together with such changes, modifications and deletions as may be deemed necessary and appropriate. The Chairperson (or, in the absence of the Chairperson, the Vice Chairperson or any other member of the Authority in the absence of the Vice Chairperson) is hereby authorized to execute and deliver on behalf of the Authority, and, if so required, the Secretary (or, in the absence of the Secretary, any Assistant Secretary) of the Authority is hereby authorized to affix the Seal of the Authority and attest to the execution of the Bond Purchase Agreement in the form presented to this meeting together with such changes, modifications and deletions as the officer of the Authority executing the same may deem necessary and appropriate with the advice of Bond Counsel and counsel to the Authority, such execution and delivery to be conclusive evidence of the approval and authorization thereof by the Authority.

**SECTION 9: Details of the Bonds.** That the proceeds of the Bonds, together with the moneys received by the Trustee from the Borrower, shall be applied in accordance with the terms of the Indenture, the Bonds shall mature in the years and in the amounts, bear interest at such rate or rates, and be subject to redemption, all as provided in the Indenture. The execution of the Bond

Purchase Agreement and the Indenture shall constitute approval of such terms as set forth in this Section 9.

**SECTION 10: Appointment of Trustee, Registrar, and Paying Agent.** That U.S. Bank Trust Company, National Association, having its designated corporate trust office in Fort Lauderdale, Florida, is hereby appointed Trustee, Registrar and Paying Agent under the Indenture.

**SECTION 11: Approval of and Authorization of Use and Distribution of Preliminary Official Statement and Official Statement.** That the form of the Preliminary Official Statement (the “Preliminary Official Statement”) relating to the Bonds in substantially the form presented at this meeting (and attached hereto as Exhibit “E”) is hereby approved and the use and distribution of which is hereby authorized by the Authority, together with such changes, modification and deletions as may be deemed necessary and appropriate. The Chairperson, Vice Chairperson or the Executive Director is hereby authorized to deem the Preliminary Official Statement final as of its date. The Chairperson (or, in the absence of the Chairperson, the Vice Chairperson or any other member of the Authority in the absence of the Vice Chairperson) is hereby authorized to execute the final Official Statement (the “Official Statement”) in substantially the form of the Preliminary Official Statement, with such changes, insertions and omissions necessary to reflect the terms of the sale of the Bonds as provided in the Bond Purchase Agreement, with the advice of Bond Counsel and counsel to the Authority, and the distribution of the Official Statement in such form is hereby authorized.

**SECTION 12: Approval and Execution of Fee Guaranty and Environment Indemnity Agreement.** That the form of the Fee Guaranty and Environmental Indemnity Agreement relating to the Bonds (the “Indemnity Agreement”) in substantially the form presented at this meeting (and attached hereto as Exhibit “F”), expected to be dated as of May 1, 2023, by



and among the Authority, the Trustee, the Borrower and the other indemnitors named therein, is hereby approved and adopted by the Authority, together with such changes, modifications and deletions as may be deemed necessary and appropriate. The Chairperson (or, in the absence of the Chairperson, the Vice Chairperson or any other member of the Authority in the absence of the Vice Chairperson) is hereby authorized to execute and deliver on behalf of the Authority, and the Secretary (or, in the absence of the Secretary, any Assistant Secretary) of the Authority is hereby authorized to affix the Seal of the Authority and attest to the execution of the Indemnity Agreement in the form presented to this meeting together with such changes, modifications and deletions as the officer of the Authority executing the same may deem necessary and appropriate with the advice of Bond Counsel and counsel to the Authority, such execution and delivery to be conclusive evidence of the approval and authorization thereof by the Authority.

**SECTION 13: Credit Underwriting Report.** The Credit Underwriting Report with respect to the Project delivered to the Authority by Seltzer Management Group, Inc., in substantially final form, is hereby accepted and filed with the Authority, with the condition that any open or unresolved issues therein stated constituting closing conditions must be satisfied prior to the closing of the Bonds to the Authority's satisfaction, which satisfaction will be evidenced by the execution and delivery of the Indenture by the Authority. The Credit Underwriting Report is attached hereto as Exhibit G. Notwithstanding the guarantors named in the Credit Underwriting Report, the Borrower has requested in a letter attached hereto as Exhibit H that neither the general partner, namely Rainbow Housing Assistance Corporation, a non-profit corporation, or Lake Worth Towers, Inc. shall be a guarantor under the Credit Underwriting Report nor an indemnitor under the Indemnity Agreement. The adoption of this resolution in its present form will constitute approval of such request.

**SECTION 14: Agreement of Authority.** That all covenants, stipulations, obligations and agreements contained in this resolution and contained in the Indenture, the Financing Agreement and the other agreements to which the Authority is a party and which have been hereby approved by the Authority, shall be deemed to be the covenants, stipulations, obligations and agreements of the Authority and all such covenants, stipulations, obligations and agreements shall be binding upon the Authority.

**SECTION 15: No Other Rights Conferred.** That, except as herein otherwise expressly provided, nothing in this resolution or in the Indenture, expressed or implied, is intended or shall be construed to confer upon any person or firm or corporation other than the Authority, the registered owners of the Bonds issued under the provisions of this resolution and the Indenture, and the Trustee, any right, remedy or claim, legal or equitable, under and by reason of this resolution or any provision thereof or the Indenture or any provision thereof; this resolution, the Indenture and all of its provisions being intended to be and being for the sole and exclusive benefit of the Authority, the registered owners of the Bonds issued under the provisions of this resolution and the Indenture and the Trustee.

**SECTION 16: Severability.** That, in case any one or more of the provisions of this resolution, or of the Indenture, the Financing Agreement, the Bond LURA, the Extended LURA, the Indemnity Agreement, or of any of the Bonds issued hereunder shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect any of the other provisions of this resolution or of the Indenture, the Financing Agreement, the Bond LURA, the Extended LURA, the Indemnity Agreement or of said Bonds, but this resolution, the Indenture, the Financing Agreement, the Bond LURA, the Extended LURA, the Indemnity Agreement and said Bonds shall

be construed and enforced as if such illegal or invalid provision or provisions had not been contained therein.

**SECTION 17: Ancillary Documents.** That any ancillary documents relating to the Bonds or the security therefore (herein, the “Ancillary Documents”) in the forms that are approved by the Executive Director, counsel to the Authority and Bond Counsel are hereby approved and the Chairperson or, in the absence of the Chairperson, the Vice Chairperson or any other member of the Authority in the absence of a Vice Chairperson, is hereby authorized to execute and deliver such Ancillary Documents for which the Authority is a party on behalf of the Authority and the Secretary (or, in the absence of the Secretary, any Assistant Secretary) of the Authority is hereby authorized to affix the seal of the Authority (if required) and attest (if required) to the execution of any Ancillary Documents in the forms approved by the Executive Director, counsel to the Authority and Bond Counsel, together with such changes, modifications and deletions as the officer of the Authority executing the same may deem necessary and appropriate with the advice of Bond Counsel and counsel to the Authority, such execution and delivery to be conclusive evidence of the approval and authorization thereof of the Authority.

**SECTION 18: Further Actions.** That the Chairperson, the Vice Chairperson, the Secretary of the Authority and the other members of the Authority, the Executive Director of the Authority, the Authority’s counsel, Bond Counsel, or other agents of the Authority and the officers, agents and employees of the Trustee are hereby authorized and directed to do all acts and things required of them by the provisions of the Bonds, the Indenture, and the other documents herein approved and also to do all acts and things required of them by the provisions of this resolution, including, but not limited to, the execution of such other documents that may be required for the better securing of the Bonds or as a condition precedent for the issuance of the Bonds. The Trustee

is hereby authorized and directed to authenticate the Bonds and deliver them to the initial Bondholders in accordance with the Indenture and this resolution.

**SECTION 19: County Required Statements.** The County assumes no responsibility for monitoring compliance by the Borrower of applicable federal income tax, securities laws or other regulatory requirements.

The Borrower understands and agrees that it is responsible for monitoring its compliance with all applicable federal income tax, federal securities law and other regulatory requirements, retaining adequate records of such compliance, and retaining qualified counsel to respond to or assist the Authority and the County in responding to any audit, examination or inquiry of the Internal Revenue Service, the Securities and Exchange Commission or other regulatory body.

The Borrower assumes responsibility for monitoring compliance with applicable provisions of federal tax laws and U.S. Treasury Regulations relative to the Bonds, and shall retain adequate records of such compliance until at least three (3) years after the Bonds are retired.

In the event of any audit, examination or investigation by the Internal Revenue Service with respect to the tax-exempt status of the Bonds or any other related tax matters, the Borrower shall be responsible for retaining qualified counsel to respond to such audit.

**SECTION 20: Headings Not Part of this Resolution.** That any headings preceding the texts of the several sections of this resolution shall be solely for convenience of reference and shall not form a part of this resolution, nor shall they affect its meaning, construction or effect.

**SECTION 21: Resolution Effective.** That this resolution shall take effect immediately upon its adoption.

**ADOPTED** this 21<sup>st</sup> day of April, 2023.

(SEAL)

**HOUSING FINANCE AUTHORITY OF  
PALM BEACH COUNTY, FLORIDA**

ATTEST:

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: Chairperson/Vice Chairperson

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: Secretary/Assistant Secretary

APPROVED AS TO FORM AND  
LEGAL SUFFICIENCY

By: \_\_\_\_\_

Name: Morris "Skip" Miller, Esq.

Title: Attorney

## **EXHIBITS TO RESOLUTION**

Exhibit A	--	Trust Indenture
Exhibit B	--	Financing Agreement
Exhibit C-1 and C-2	--	Bond Land Use Restriction Agreement and Extended Land Use Restriction Agreement
Exhibit D	--	Bond Purchase Agreement
Exhibit E	--	Preliminary Official Statement
Exhibit F	--	Fee Guaranty and Environmental Indemnity Agreement
Exhibit G	--	Credit Underwriting Report
Exhibit H	--	Letter from Borrower requesting waiver of the inclusion of Rainbow Housing Assistance Corporation and Lake Worth Towers, Inc. as a guarantor named in the Credit Underwriting Report and indemnitor under the Indemnity Agreement

685729239v7

**2023 FLORIDA ALHFA EDUCATIONAL CONFERENCE**  
**July 12-15, 2023**  
**HFA SPONSORSHIP COMMITMENT FORM**

**SPONSORSHIP LEVELS AND BENEFITS**

**PLATINUM / HOST**

**\$5,000 Contribution**  
**Full-page ad in Conference Brochure**  
**Panel Participation**  
**In person Exhibit: Free**  
**Firm or HFA Logo on Florida ALHFA Website for 1 Year**

**RECEPTION**

**\$5,000 Contribution**  
**Full-page ad in Conference Brochure**  
**Panel Participation**  
**In person Exhibit: Free**  
**Firm or HFA Logo on Florida ALHFA Website for 1 Year**

**GOLD**

**\$2,500 Contribution**  
**One half Page in Conference Brochure**  
**In Person Exhibit: Free**  
**Firm or HFA Logo on Florida ALHFA Website for 1 Year**

**SPECIFIC EVENT SPONSORS:**

**Breakfast Sponsor \$2000**  
**Lunch Sponsor \$2500**  
**In Person Exhibit: \$500**  
**One half page in Conference Brochure**  
**Firm or HFA Logo on Florida ALHFA Website for 1 Year**

**SILVER**

**\$1,000 Contribution**  
**One quarter page in Conference Brochure**  
**In person Exhibit: \$700**  
**Firm or HFA Logo on Florida ALHFA Website for 1 Year**

**Sponsorship Level:**

☐ Platinum/ Host (\$5000)  
☐ Gold (\$2,500)  
☐ Silver (\$1,000)

**Other Sponsorship Opportunities**

☐ Reception Sponsor (\$5,000)  
☐ Lunch Sponsor (\$2,500)  
☐ Breakfast Sponsor (\$2000)

**Exhibit Space at Conference\***

☐ Free for Platinum, Gold Sponsors or Reception- please check if you will be using space  
☐ \$500 for Breakfast or Lunch Sponsors- please check if you will be using space  
☐ \$700 for Silver Sponsors- please check if you will be using space  
☐ \$1,500 for non-sponsors

**ALL SPONSORS MUST REMIT A CHECK WITHIN 30 DAYS OF VERBAL COMMITMENT**

**2023 FLORIDA ALHFA EDUCATIONAL CONFERENCE**  
**July 12-15, 2023**  
**HFA SPONSORSHIP COMMITMENT FORM**

**INFORMATION NEEDED FROM ALL SPONSORS:**

1. Official name to be used for all printed materials:  
\_\_\_\_\_
2. Contact to be used on Event Based Interactive Website:
  - a. Name: \_\_\_\_\_
  - b. Address: \_\_\_\_\_
  - c. Telephone: \_\_\_\_\_
  - d. Email: \_\_\_\_\_
  - e. Website: \_\_\_\_\_
3. Contact for Graphics/Logo or Standardized Ad:  
\_\_\_\_\_
4. Prepare to provide the following no later than **May 26, 2023**, via email:
  - a. Logo print ready in the following format (JPG or PDF)
  - b. After the agenda is finalized, if speaking, Photo of person which may be used on Event Based Interactive Website (JPG)
5. Authorized Signatory: \_\_\_\_\_

Return all forms and graphics to:  
Susan Leigh  
sleigh@comcast.net

Checks should be mailed to:  
Florida ALHFA  
1404 Alban Avenue  
Tallahassee, Florida 32301





**TO:** Housing Hero Luncheon Prospective Sponsors

**FROM:** Jack Weir, Chair, Housing Leadership Council  
Suzanne P. Cabrera, President & CEO, Housing Leadership Council

**Join us for a celebration of our progress in addressing the housing crisis in Palm Beach County**

In May of 2017, the County and the Housing Leadership Council (HLC) held a Housing Summit at the Convention Center and over 550 county and municipal leaders and representatives of the business community gathered to discuss housing issues and commit to solving the crisis. Now we will be celebrating our progress since that time with the Housing Hero luncheon event to be held on May 10, 2023.

*What has happened since 2017.....*

**Housing Steering Committee** – This dedicated group of over 100 widely varied County stakeholders continued to meet monthly after the Housing Summit to analyze obstacles to the production of access to workforce and affordable housing and propose solutions. This work led to the Housing For All Plan.

**Regional Housing Committees** – The Steering Committee initially appointed four regional committees representing the North, Central, South, and Western communities to meet and discuss specific challenges in their area and submit their findings and recommendations. These were then consolidated into a dozen recommendations to address the needs of the entire County.

**PBC Housing Needs Assessment** – In order to really understand the breadth of the housing crisis, the Housing Leadership Council commissioned FIU's Metropolitan Center to complete a Housing Needs Assessment, which was released in February 2021. One of the major findings showed a 20,000 net deficit in units between 2010-2019, demonstrating the severity of the supply/demand imbalance. A copy of the study can be found at the Housing Leadership Council's website.

**Housing For All Plan** – The Steering Committee developed the first comprehensive housing plan for the entire County. The four components of the plan include: Funding & Financing, Planning & Regulatory Reform, Neighborhood Revitalization & Community Development and Racial Equity. A copy of the Housing Plan can be found on the Housing Leadership Council's website.

**\$200M Housing Bond** – A central recommendation of the Plan was creation of a dedicated local funding source to help leverage private and public resources. County Commissioner Mack Bernard championed the effort to get this on the ballot on November 8, 2022. With help from the business community, led by the Economic Council, we were able to explain this ballot initiative to voters and why it would be so important to the community. The bond passed and will help provide gap funding for thousands of units.

We have to address the housing crisis in order to allow our current residents to afford housing, enable existing business to attract and retain workers, and recruit new businesses to keep Palm Beach County vital and thriving.

You can join our efforts and demonstrate your support by sponsoring and attending the Housing Heroes Luncheon on May 10, 2023. Details and sponsor information is included.



## INAUGURAL HOUSING HEROES LUNCHEON

Wednesday, May 10, 2023 | 11:30 a.m. – 1:30 p.m. | Hilton West Palm Beach  
600 Okeechobee Blvd, West Palm Beach, FL

Join us as we celebrate local heroes who've made an impact on housing in our community. Hosted by the Housing Leadership Council of Palm Beach County, the luncheon recognizes individuals, organizations, and municipalities who have demonstrated a commitment to the improvement of housing, as evidenced by their passion, their housing development projects or their advocacy for increased workforce and affordable housing in Palm Beach County.

Commissioner Mack Bernard will be honored as the Housing Hero of the Year for his invaluable work and support that helped pass the \$200 million Housing bond in November.

Other awards to be announced at the luncheon include:

- The For-Profit Developer Housing Hero
- The Not-for-Profit Developer Housing Hero
- The Impact Award

Don't miss this tribute to those who are helping to solve the housing crisis in Palm Beach County.

The Housing Leadership Council of Palm Beach County is a coalition of community leaders working to sustain the economic viability of the County by supporting housing opportunities for all residents through education, advocacy, and facilitating partnerships.



# INAUGURAL HOUSING HEROES LUNCHEON

## SPONSORSHIP OPPORTUNITIES

Wednesday, May 10, 2023 | 11:30 a.m. – 1:30 p.m. | Hilton West Palm Beach  
600 Okeechobee Blvd, West Palm Beach, FL

Join us as we celebrate local heroes who've made an impact on housing in our community. Your participation increases our ability to enhance housing initiatives and build capacity in Palm Beach County.

### Diamond Sponsor \$10,000

#### ONE OPPORTUNITY AVAILABLE

- Company name showcased as the "Presenting Sponsor"
- Recognition in the event marketing & PR including invitation, email, social media & press release
- Exclusive social media posts featuring company
- Company logo on event signage
- Company logo on HLCPBC website
- Company logo featured in event video
- Full-page ad in event program
- Speaking opportunity and presentation of award
- (1) Reserved table (includes 10 tickets to event - \$600 value)

### Emerald Sponsor \$7,500

#### ONE OPPORTUNITY AVAILABLE

- Recognition in the event marketing & PR including invitation, email, social media & press release
- Exclusive social media posts featuring company
- Company logo on event signage
- Company logo on HLCPBC website
- Company logo featured in event video
- Full-page ad in event program
- (1) Reserved table (includes 10 tickets to event - \$600 value)
- Presentation of award

### Platinum Sponsor \$5,000

#### TWO OPPORTUNITIES AVAILABLE

- Recognition in the event marketing & PR including invitation, email, social media & press release
- Exclusive social media posts featuring company
- Company logo on event signage
- Company logo on HLCPBC website
- Company logo featured in event video
- Recognition in event program
- (1) Reserved table (includes 10 tickets to event - \$600 value)
- Presentation of award

### Gold Sponsor \$2,500

#### UNLIMITED OPPORTUNITIES AVAILABLE

- Recognition in the event marketing & PR including email, social media & press release
- Company logo on event signage
- Company logo on HLCPBC website
- Recognition in event program
- (1) Reserved table (includes 10 tickets to event - \$600 value)

### Silver Sponsor \$1,000

#### UNLIMITED OPPORTUNITIES AVAILABLE

- Company logo on event signage
- Company logo on HLCPBC website
- Recognition in event program
- Receive (4) tickets to event

### Bronze Sponsor \$500

#### UNLIMITED OPPORTUNITIES AVAILABLE

- Company logo on event signage
- Recognition in event program
- Receive (2) tickets to event

# INAUGURAL HOUSING HEROES LUNCHEON

## SPONSORSHIP OPPORTUNITIES

Wednesday, May 10, 2023 | 11:30 a.m. – 1:30 p.m. | Hilton West Palm Beach  
600 Okeechobee Blvd, West Palm Beach, FL

Join us as we celebrate local heroes who've made an impact on housing in our community. Your participation increases our ability to enhance housing initiatives and build capacity in Palm Beach County.

**BUSINESS NAME**

**CONTACT NAME**

**ADDRESS**

**CITY**

**STATE**

**ZIP CODE**

**PHONE NUMBER**

**EMAIL**

**SPONSORSHIP LEVEL**

☐ \$10,000 – Diamond Sponsor

☐ \$7,500 – Emerald Sponsor

☐ \$5,000 – Platinum Sponsor

☐ \$2,500 – Gold Sponsor

☐ \$1,000 – Silver Sponsor

☐ \$500 – Bronze Sponsor

**TOTAL AMOUNT**

**LIST MY NAME / COMPANY IN PRINT RECOGNITION AS:**

**PAYMENT METHOD**

☐ Check enclosed (payable to Housing Leadership Council of Palm Beach County)

☐ Credit Card    ☐ American Express    ☐ VISA    ☐ MasterCard    ☐ Discover

**CARD NUMBER:**

**EXP. DATE**

**SECURITY CODE**

**WHO SHOULD BE THANKED IF DIFFERENT THAN ABOVE:**

**DONOR SIGNATURE & DATE**

\_\_\_\_\_ I will pay the additional 3% credit card transaction fee

I am unable to participate but please accept this donation \$ \_\_\_\_\_.

For more information, please contact:  
**Leslie Mandell**  
Director of Development & Communications  
561-307-2883  
lmandell@hlcpcb.org

**EMAIL COMPLETED FORM, HI RES LOGO (AS A PNG AND/OR EPS FILE) TO**  
Leslie Mandell at lmandell@hlcpcb.org

\*To gain the most visibility, please submit your sponsor form and logo as soon as possible

The Housing Leadership Council of Palm Beach County, Inc. is a 501(c)(3) non-profit organization. The fair market value of the luncheon is \$60. A copy of the official registration and financial information may be obtained from the Division of Consumer Services by calling toll free 1-800-435-7352 within the state. Registration does not imply endorsement, approval or recommendation. CH 85-8013812806C-8.

**Tab 4**

**VII. Other matters - attachments**

- a. Matters of Executive Director memo

To: Housing Finance Authority

From: Executive Director

RE: April 21, 2023 meeting - Matters of Executive Director

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### **FL ALHFA annual conferences for 2023**

FL ALHFA will again be in Sarasota July 12-15. Please let me know as soon as possible if you wish to have me register you for this conference.

### **2023 Florida legislative update**

The “Live Local Act” initially known as Senate Bill 102 was passed by the legislature and signed into law by the governor in late March. Per the attached summary from the Florida Housing Coalition (SEE) it will provide a record \$811M for affordable housing programs for the coming fiscal year, and redirects an additional \$150M annually for the next ten years to the State Housing Trust Fund for the SAIL program. It also creates a new affordable housing property tax exemption for developments of 70 or more units, and proscribes zoning, density and building height increases for affordable housing projects on commercial, industrial or mix-used areas.

### **Invitation to the PBC Housing Authority for an introduction/presentation**

As mentioned at the March meeting the executive director of the PBC Housing Authority, Carol Jones-Gilbert, will be briefing the HFA on their upcoming projects and programs at our April 21 meeting. The HFA board asked me to provide a contrast between the powers and programs of a public housing authority (“PHA”) and a county HFA.

Creation:

PHA’s in Florida are created pursuant to Ch. 421 FS by resolution declaring a need for a housing authority to function in the respective city, county, or two or more contiguous counties for a regional housing authority, due to “Insanitary (so dirty as to be a danger to health) or unsafe inhabited dwellings exist” or there is “a shortage

of safe or sanitary dwelling accommodations...available to persons of low income at rentals they can afford.” The PBCHA was created as a Special District of the State of Florida in 1969. The city PHA’s in PBC include Boca Raton, Delray Beach, Riviera Beach and West Palm Beach on the coast, and Belle Glade and Pahokee in western PBC.

HFA’s are created pursuant to Ch. 159, Part IV FS by resolution of a county commission declaring a need for a housing finance authority “...to alleviate a shortage of housing and capital for investment in housing..” for the benefit of persons or a family...determined by the HFA to be of low, moderate, or middle income.” The HFA of PBC was created as a dependent Special District of PBC in 1980.

#### Area of operation:

PHA’s area of operation for a city of more than 25,000 includes the city and an area within 10 miles from its boundaries, and for a county PHA all of the county excepting any city of more than 2,500. PHA’s are governed by a board consisting of five members appointed by the mayor and in the case of a county PHA by the governor.

HFA’s area of operation is the territorial boundaries of the county or origin and any outside area (i.e. another county) as approved by and per an interlocal agreement. HFA boards are appointed by the county commission of origin, and members may not be an officer or employee of the county.

#### Statutory powers:

The powers of a PHA generally are 1) to acquire, construct, reconstruct, improve, alter or repair, and to operate housing projects; 2) to furnish any housing project; 3) to lease or rent units in a housing project; 4) to investigate living and housing conditions within its area of operation and into the means and methods of improving such conditions, make studies and recommendations relating to reconstruction of slum areas and providing dwelling accommodations for persons of low income, and administer fair housing ordinances; 5) to conduct examinations and investigations and report its findings on unsafe and insanitary structures within its area of operation to the agencies charged with the duty of abating or requiring correction of nuisances or of demolishing unsafe and insanitary structures; and 6) to organize and create a for-profit or not-for-profit for the

purpose of holding an ownership interest in multifamily or single-family residential projects for persons with incomes up to 150% of area median income. PHA's also have a limited right to acquire real property by the exercise of eminent domain, and may issue debentures (either payable from revenues of project being financed, from one or more designated projects, and from the PHA's revenues generally) for any of its corporate purposes. PHA's may also borrow money or accept grants from the Federal Government to aid with any housing project.

The powers of a HFA generally include 1) to own real and personal property acquired through the use of surplus funds, or through public and private partnerships provided that the obligations of the HFA are limited to project revenues and no less than 50% of the units must be for very-low or low income persons or families; 2) to purchase loans (or make commitments to purchase) from lending institutions for the construction, purchase, reconstruction, or rehabilitation of a qualifying housing development (i.e. at least 60% of the units available to persons and families whose incomes do not exceed 150% of area median income); 3) to borrow money through the issuance of bonds for single-family housing and qualified housing developments (i.e. multifamily rental projects); 4) to make loans to lending institutions that use such proceeds to finance qualified housing projects; 5) to make deposits into an account with a lending institution to provide security for the lender to make loans to eligible persons to purchase single-family homes, or to developers for a qualifying housing development; 6) make loans directly to eligible persons for the purchase of single-family residences; 7) to own and operate a limited-purpose savings and loan association with a minimum capitalization of \$10M; 8) to use surplus funds make loans or grants to not-for-profit corporations for the development of affordable housing; 9) to issue mortgage credit certificates in lieu of single family mortgage revenue bonds.

#### Programs:

PHA's two major programs are the ownership and operation of both federally subsidized and non-subsidized rental housing facilities and the administration and management of the HUD Section 8 Certificate Program. According to web sources the PBCHA owns and operates six rental apartment complexes consisting of 495 project based subsidized units, 51 single family homes, 148 non-subsidized apartment units, and about 2,600 Section 8 tenant based vouchers. The latter can include VASH (veterans supportive housing), Mainstream (persons with disabilities), Emergency Housing (temporary program through ARPA), Housing Choice (monthly assistance for a home purchase) and Family Reunification (18-21 single parents aging out of foster care, those in risk of placement of children into out-of-home-care, risk of family separation or delay in discharge of children from out-of-home-care).



The Delray Beach, Riviera Beach and West Palm Beach PHA's have created not-for-profit entities that have partnered with for-profit developers in recent years to acquire or construct multifamily rental apartment projects financing primarily through the competitively awarded 9% housing tax credit issued through Florida Housing or with tax exempt private activity bonds issued by the HFA of PBC combined with automatic 4% housing tax credit.

HFA's have generally limited their programs to the issuance of tax exempt private activity revenue bonds, and loans using surplus funds. These are for home ownership for buyers below 140% of area median income and are either funded through single family revenue bonds proceeds, structured as taxable mortgage backed securities (i.e. participation in the Lee County HFA TBA "Own A Home Ownership Program") paired with down payment assistance second mortgages funded from HFA surplus funds, and from time to time the issuance of mortgage credit certificates. HFA's also issue tax exempt private activity multifamily housing revenue bonds for the new construction or acquisition and substantial rehabilitation of affordable rental housing projects. Surplus funds have been used in the 1980's to capitalize a S&L (Miami-Dade HFA), construct their administrative building (Broward HFA), but over the years have primarily been used to provide down payment assistance second mortgage for first-time homebuyers or revolving loan pools to not-for-profits to acquire lots and to construct or rehabilitate single family homes. Several HFA's have provided one-time or even annual assistance to special needs programs.