

MEMORANDUM

Agenda Item No. 5(B)

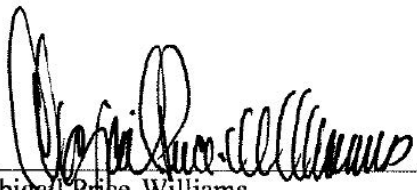
TO: Honorable Chairwoman Audrey M. Edmonson and Members, Board of County Commissioners

DATE: July 8, 2020

FROM: Abigail Price-Williams
County Attorney

SUBJECT: Resolution revising the inventory list of real property, after a public hearing, to include one County-owned property located at 16345 NW 25th Avenue, Miami Gardens, Florida (Folio No. 34-2115-000-0030) in accordance with section 125.379(1), Florida Statutes; authorizing conveyance of the property, in accordance with section 125.379(2), Florida Statutes, to YWCA-MG LLC, a Florida limited liability company, whose sole member is the YWCA South Florida, Inc., a Florida not-for-profit corporation, at a price of \$10.00, for development of affordable and workforce rental or homeownership housing for very low, low- or moderate-income households in accordance with applicable laws governing Community Development Block Grant Program; authorizing Chairperson or Vice-Chairperson of the Board to execute a County deed; and authorizing County Mayor to take all action necessary to effectuate the conveyance, to enforce the provisions set forth in such County deed, to ensure placement of appropriate signage, to execute a rental regulatory agreement if applicable, and enforce the provisions therein, and delegating certain authority regarding same

The accompanying resolution was prepared and placed on the agenda at the request of Prime Sponsor Commissioner Barbara J. Jordan.



Abigail Price-Williams
County Attorney

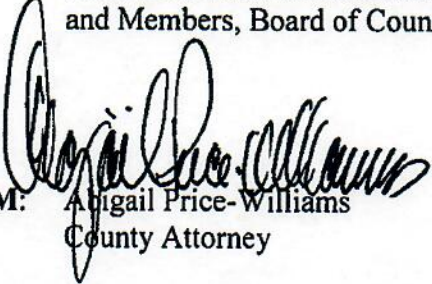
APW/lmp



MEMORANDUM
(Revised)

TO: Honorable Chairwoman Audrey M. Edmonson
and Members, Board of County Commissioners

DATE: July 8, 2020

FROM: 
Abigail Price-Williams
County Attorney

SUBJECT: Agenda Item No. 5(B)

Please note any items checked.

- "3-Day Rule" for committees applicable if raised
- 6 weeks required between first reading and public hearing
- 4 weeks notification to municipal officials required prior to public hearing
- Decreases revenues or increases expenditures without balancing budget
- Budget required
- Statement of fiscal impact required
- Statement of social equity required
- Ordinance creating a new board requires detailed County Mayor's report for public hearing
- No committee review
- Applicable legislation requires more than a majority vote (i.e., 2/3's present ____, 2/3 membership ____, 3/5's ____, unanimous ____, CDMP 7 vote requirement per 2-116.1(3)(h) or (4)(c) ____, CDMP 2/3 vote requirement per 2-116.1(3)(h) or (4)(c) ____, or CDMP 9 vote requirement per 2-116.1(4)(c)(2) ____) to approve
- Current information regarding funding source, index code and available balance, and available capacity (if debt is contemplated) required

Approved _____ Mayor
Veto _____
Override _____

Agenda Item No. 5(B)

7-8-20

RESOLUTION NO. _____

RESOLUTION REVISING THE INVENTORY LIST OF REAL PROPERTY, AFTER A PUBLIC HEARING, TO INCLUDE ONE COUNTY-OWNED PROPERTY LOCATED AT 16345 NW 25TH AVENUE, MIAMI GARDENS, FLORIDA (FOLIO NO. 34-2115-000-0030) IN ACCORDANCE WITH SECTION 125.379(1), FLORIDA STATUTES; AUTHORIZING CONVEYANCE OF THE PROPERTY, IN ACCORDANCE WITH SECTION 125.379(2), FLORIDA STATUTES, TO YWCA-MG LLC, A FLORIDA LIMITED LIABILITY COMPANY, WHOSE SOLE MEMBER IS THE YWCA SOUTH FLORIDA, INC., A FLORIDA NOT-FOR-PROFIT CORPORATION, AT A PRICE OF \$10.00, FOR DEVELOPMENT OF AFFORDABLE AND WORKFORCE RENTAL OR HOMEOWNERSHIP HOUSING FOR VERY LOW, LOW- OR MODERATE-INCOME HOUSEHOLDS IN ACCORDANCE WITH APPLICABLE LAWS GOVERNING COMMUNITY DEVELOPMENT BLOCK GRANT PROGRAM; AUTHORIZING CHAIRPERSON OR VICE-CHAIRPERSON OF THE BOARD TO EXECUTE A COUNTY DEED; AND AUTHORIZING COUNTY MAYOR OR MAYOR'S DESIGNEE TO TAKE ALL ACTION NECESSARY TO EFFECTUATE THE CONVEYANCE, TO ENFORCE THE PROVISIONS SET FORTH IN SUCH COUNTY DEED, TO ENSURE PLACEMENT OF APPROPRIATE SIGNAGE, TO EXECUTE A RENTAL REGULATORY AGREEMENT, IF APPLICABLE, AND ENFORCE THE PROVISIONS THEREIN, AND DELEGATING CERTAIN AUTHORITY REGARDING SAME

WHEREAS, YWCA-MG LLC, a Florida limited liability company ("YWCA-MG"), whose sole member is the YWCA South Florida, Inc. ("YWCA"), is a Florida not-for-profit corporation that is dedicated to eliminating racism, empowering women and promoting peace, justice, freedom, and dignity for all; and

WHEREAS, YWCA is one of the oldest and largest women's organizations in the nation, serving over 2 million women, girls, and their families; and

WHEREAS, YWCA has been at the forefront of the most pressing social movements for more than 160 years, including the voting rights, civil rights, affordable housing pay equity, violence prevention, and health care reform movements; and

WHEREAS, YWCA combines programming and advocacy in order to generate institutional change in three key areas: racial justice and civil rights, empowerment and economic advancement of women and girls, and health and safety of women and girls; and

WHEREAS, more than one year ago, YWCA submitted a proposal, which is attached hereto as Attachment “A” and incorporated herein by reference, to the County Commissioner of District 1, in which it requests that the County consider conveying a County-owned property located at 20201 NW 37th Avenue in Miami Gardens (Folio No. 34-1133-001-0010); and

WHEREAS, YWCA proposed to construct workforce/affordable rental housing to be rented or sold to very-low, low- and moderate income households, as these terms are defined in section 420.004, Florida Statutes, and in accordance with section 125.379, Florida Statutes; and

WHEREAS, YWCA also proposed that in addition to the workforce/affordable rental or homeownership housing, the project will also include some supporting community space for youth and family programs, support services for economic empowerment and service coordination, which will provide needed social services to the residents living in the project and others in the community; and

WHEREAS, however, through a recent title search, it was recently discovered that the property could not be conveyed to the YWCA for the purposes mentioned herein because the property was designated in September 2008, by the Miami-Dade Historic Preservation Board as the Harwood Acres Archeological Zone after prehistoric human remains were discovered on the property; and

WHEREAS, YWCA has expressed the desire to move forward with its plans of creating more affordable housing and supportive services in District 1 as long as an alternate site could be located for the development; and

WHEREAS, the County's Internal Services Department has identified an alternate County-owned property located at 16345 NW 25th Avenue in Miami Gardens (Folio No. 34-2115-000-0030) ("Property"), which should be suitable for the development proposed by YWCA; and

WHEREAS, accordingly, on May 28, 2020, YWCA submitted a updated proposal, which is attached hereto as Attachment "B" and incorporated herein by reference, to the County Commissioner of District 1, in which it requests that the County consider conveying the Property to the YWCA for the purpose of developing such property with affordable and workforce housing in accordance with section 125.379, Florida Statutes, and the federal laws and regulations governing the Community Development Block Grant ("CDBG") program; and

WHEREAS, the Property is more fully described on the Miami-Dade Property Appraiser's website, which is attached hereto as Attachment "C" and incorporated herein by reference; and

WHEREAS, the 2019 market value of the Property as set forth on the Miami-Dade County Property Appraiser's website is \$715,037.00; and

WHEREAS, YWCA, through YWCA-MG, will partner with an experienced housing developer, such as Atlantic Pacific Communities ("APC"), which is a fourth-generation family-operated real estate company that provides high quality housing to serve every income level; and

WHEREAS, APC has developed and managed over 14,640 housing units located in Miami-Dade County; and

WHEREAS, as an experienced developer, this Board has awarded contracts to APC for the development of such housing projects as Quail Roost Transit Village on County-owned property; and

WHEREAS, if APC is not selected as the YWCA-MG partner, YWCA has represented that a similar organization with the requisite knowledge and experience in developing housing units will be selected by the YWCA; and

WHEREAS, YWCA further proposes that this Board amend Resolution No. R-1204-17 to modify the allocation of \$524,811.61 from the Building Better Communities General Obligation Bond Program Project No. 249 – “Preservation of Affordable Housing Units and Expansion of Homeownership” funds (“Bond Funds”) to YWCA to change the project location, previously located at 3468 NW 199 Street and 3450 NW 199 Street, to the address of the Property to allow for the expenditure of such funds by the YWCA for the development of the project on the Property; and

WHEREAS, concurrent with this resolution, this Board is considering a separate resolution to transfer the Bond Funds for the purposes set forth herein; and

WHEREAS, on June 4, 2019, this Board adopted Resolution No. R-625-19, which directed the County Mayor or the County Mayor’s designee to plan an affordable and workforce housing summit to be held on October 7, 2019 for the purpose of developing an action plan to ensure that a minimum of 10,000 affordable and workforce housing units are acquired, constructed or rehabilitated through one or more of the County’s affordable housing programs; and

WHEREAS, this Board believes that the development of the Property will not only provide much needed affordable and workforce housing in the Miami Gardens area, but the development of the Property by YWCA-MG and its selected developer partner will assist the

County in reaching its goal of providing 10,000 affordable and workforce housing units to the residents of Miami-Dade County; and

WHEREAS, accordingly, this Board believes that the conveyance of the Property to YWCA-MG is in the best interest of the County and the residents of Miami-Dade County; and

WHEREAS, in accordance with Administrative Order No. 8-4, Miami-Dade Internal Services Department has announced the availability of the Property to all County departments to determine if they are interested in the Property, but no County department has expressed an interest in it; and

WHEREAS, in accordance with Resolution Nos. R-376-11 and R-333-15, background information concerning the Property is attached hereto in Attachment “D” and incorporated herein by reference; and

WHEREAS, this Board has reviewed the information in Attachment “D” and this Board is satisfied; and

WHEREAS section 125.379(1), Florida Statutes, requires each county to prepare an inventory list at least every three years of all real property that are appropriate for use as affordable housing and further allows the governing body of the County to revise the inventory list upon conclusion of a public hearing held before the governing body; and

WHEREAS, as described in Attachment “D,” the Property was previously declared surplus by this Board upon the adoption of Resolution No. R-237-18 for the purpose of leasing the Property to The Center for Family and Child Enrichment, Inc. (“CFCE”) and to The Association of Retarded Citizens, South Florida, Inc. (“ARC”), which was to have the Property developed for their use to provide services to children in foster care or who are chronic runaways or have several

emotional disturbances, and to provide therapeutic, education and recreational programs for infants and children with disabilities, respectively; and

WHEREAS, however, the Property was never developed for the purposes set forth in Resolution No. R-237-18 and remains vacant as other property located at 3468 and 3450 NW 199th Street is instead being used for the development of the facilities for CFCE and the ARC for the provision of their community services; and

WHEREAS, this Board desires to revise the County's inventory list of affordable housing sites as required by section 125.379(1), Florida Statutes to include the Property, and also finds that the Property is appropriate for use as affordable housing; and

WHEREAS, subject to a reverter, the Property will be conveyed to the YWCA-MG, which shall cause the Property to be developed as an affordable and workforce rental or homeownership development to be rented or sold to very-low, low- and moderate income households whose incomes do not exceed 120 percent of area median income and some supporting community space for youth and family programs, support services for economic empowerment and service coordination, within 60 months of the recording of the deed, unless such time is extended at the discretion of this Board; and

WHEREAS, the conveyance of the Property will also be subject to the execution and recording of a rental regulatory agreement, if applicable, approved by the County in its sole discretion, at or before the time of the issuance of the certificate of occupancy, but no later than the financial closing on the project; and

WHEREAS, further, CDBG funds have been used by the County to fund activities associated with the Property; and

WHEREAS, accordingly, the conveyance of the Property is also subject to the YWCA-MG complying with the requirements prescribed by the laws and regulations governing the CDBG program, including, but not limited to, renting or selling at least 51 percent of the units to households whose incomes do not exceed 80 percent of area median income as published by the United States Department of Housing and Urban Development for Miami-Dade County; and

WHEREAS, this Board adopted Resolution No. R-407-19, which requires the County Mayor or the County Mayor's designee to provide written notice to the public no less than four weeks prior to consideration by this Board, or any Committee of this Board, of any proposed conveyance or lease of County-owned property without competitive bidding under section 125.379, Florida Statutes; and

WHEREAS, in an effort to provide the public with sufficient notice, on June 3, 2020, the YWCA, at its sole cost, posted a sign on the Property that complies with the requirements of Resolution No. R-407-19,

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA, that:

Section 1. The foregoing recitals are incorporated in this resolution and are approved.

Section 2. This Board, after a public hearing, revises the Affordable Housing Inventory List to include the Property in accordance with section 125.379(1), Florida Statutes.

Section 3. Pursuant to section 125.379(2), Florida Statutes, this Board hereby approves the conveyance of the Property, for a price of \$10.00, to YWCA-MG LLC, a Florida limited liability company ("YWCA-MG"), whose sole member is the YWCA South Florida, Inc., a Florida not-for-profit corporation. YWCA-MG shall cause the Property to be developed within 60 months of the recording of the County Deed executed in accordance with section 4 below, unless extended

at the sole discretion of this Board. The Property shall be developed as an affordable and workforce rental or homeownership development to be rented or sold to very-low, low- and moderate income households, as these terms are defined in section 420.004, Florida Statutes, and whose incomes do not exceed 120 percent of area median income, in accordance with section 125.379, Florida Statutes, the federal laws and regulations governing the Community Development Block Grant program, and the terms of a rental regulatory agreement, if applicable, approved by the County and recorded in the Public Records of Miami-Dade County as set forth in section 6 of this resolution. The Property shall further be developed with some supporting community space for youth and family programs, support services for economic empowerment and service coordination.

Section 4. Pursuant to section 125.411, Florida Statutes, this Board authorizes the Chairperson or Vice-Chairperson of the Board to execute the County Deed, in substantially the form attached hereto as Attachment “E” and incorporated herein by reference.

Section 5. This Board authorizes the County Mayor or the County Mayor’s designee to take all actions necessary to effectuate the conveyance of the Property, including termination of any existing permits, and to exercise any and all rights set forth in the County Deed not reserved by this Board, including, but not limited to, exercising the County’s option to enforce its reversionary interest after conducting due diligence. In the event the County Mayor or the County Mayor’s designee should exercise the County’s reversionary interest, then the County Mayor or the County Mayor’s designee shall execute and record an instrument approved by the County Attorney’s Office in the Public Records of Miami-Dade County and provide a copy of such instrument to the Property Appraiser. This Board further authorizes the County Mayor or the County Mayor’s designee to receive on behalf of the County from YWCA-MG, after conducting

all due diligence, including but not limited to, title searches and environmental reviews, a deed which conveys the Property back to the County, in whole or in part, in the event YWCA-MG is unable or fails to comply with the deed restrictions set forth in the County Deed. Upon the receipt of a deed from YWCA-MG, the County Mayor or the County Mayor's designee shall record such deed in the Public Records of Miami-Dade County. Notwithstanding the foregoing, any extensions beyond the 60-month period to construct the project described herein shall be subject to this Board's approval.

Section 6. This Board authorizes the County Mayor or County Mayor's designee to execute on behalf of the County a rental regulatory agreement, if applicable, with YWCA-MG following approval by the County Attorney's Office, in generally the form attached hereto as Attachment "F" and incorporated herein. The County Mayor or County Mayor's designee is delegated the authority to negotiate rents for each of the units constructed on the Property with YWCA-MG; however such rents shall be based upon no more than 120 percent of area median income as determined for Miami-Dade County by the United States Department of Housing and Urban Development and subject to the requirements of the CDBG program. The County Mayor or County Mayor's designee is further authorized to take all steps necessary to enforce the terms of the rental regulatory agreement. This Board directs the County Mayor or County Mayor's designee or YWCA-MG to record the rental regulatory agreement in the Public Records of Miami-Dade County at or before the time of the issuance of the certificate of occupancy, but no later than the financial closing on the project and, in accordance with Resolution No. R-791-14, provide the Miami-Dade County Property Appraiser with a copy of the rental regulatory agreement.

Section 7. This Board further directs the County Mayor or the County Mayor's designee to: (i) provide copies of the County Deed to the Property Appraiser's Office; (ii) ensure that proper signage is placed on the Property identifying the County's name and the name of the district commissioner; and (iii) appoint staff to monitor compliance with the terms of the conveyance.

Section 8. This Board directs the County Mayor or the County Mayor's designee, pursuant to Resolution No. R-974-09, to record in the public record the County Deed, covenants, and reverters creating or reserving a real property interest in favor of the County and to provide a copy of such recorded instruments to the Clerk of the Board within 30 days of execution and final acceptance. This Board directs the Clerk of the Board, pursuant to Resolution No. R-974-09, to attach and permanently store a recorded copy of any instrument provided in accordance herewith together with this resolution.

The Prime Sponsor of the foregoing resolution is Commissioner Barbara J. Jordan. It was offered by Commissioner _____, who moved its adoption. The motion was seconded by Commissioner _____ and upon being put to a vote, the vote was as follows:

Audrey M. Edmonson, Chairwoman	
Rebeca Sosa, Vice Chairwoman	
Esteban L. Bovo, Jr.	Daniella Levine Cava
Jose "Pepe" Diaz	Sally A. Heyman
Eileen Higgins	Barbara J. Jordan
Joe A. Martinez	Jean Monestime
Dennis C. Moss	Sen. Javier D. Souto
Xavier L. Suarez	

The Chairperson thereupon declared this resolution duly passed and adopted this 8th day July, 2020. This resolution shall become effective upon the earlier of (1) 10 days after the date of its adoption unless vetoed by the County Mayor, and if vetoed, shall become effective only upon an override by this Board, or (2) approval by the County Mayor of this resolution and the filing of this approval with the Clerk of the Board.

MIAMI-DADE COUNTY, FLORIDA
BY ITS BOARD OF
COUNTY COMMISSIONERS

HARVEY RUVIN, CLERK

By: _____
Deputy Clerk

Approved by County Attorney as
to form and legal sufficiency.



Terrence A. Smith



March 31, 2020

Commissioner Barbara Jordan
District 1 Office
2780 N.W. 167th Street
Miami Gardens, FL 33054

Re: Proposal for Miami Gardens Workforce/Affordable Housing Development

Commissioner Jordan:

YWCA – Greater Miami-Dade, Inc. (YWCA) is pleased to submit this proposal for the Miami-Dade County owned property at 20201 NW 37 AVE Miami Gardens, FL 33056-1755 (Folio # 34-1133-001-0010). The proposed project is the new construction of Workforce/Affordable Housing with some supporting community space for youth and family programs, support services for economic empowerment and service coordination. YWCA is formally requesting the land be conveyed to an affiliated entity, YWCA-MG LLC, for a nominal amount for the enclosed development plan.

YWCA is also requesting the simultaneous transfer of \$524,811.61 available Building Better Communities General Obligation Bond Program Project No. 249 - "Preservation of Affordable Housing Units And Expansion of Home Ownership" funds from our previously proposed senior affordable housing project to this project to fund necessary predevelopment and other costs.

The YWCA will partner with an experienced housing developer, such as Atlantic Pacific Communities (APC), our first choice for a development partner. APC is a fourth-generation family-operated real estate company that provides high quality housing to serve every income level. It has a 125-year track record in purchasing, developing, constructing, leasing, and managing residential and commercial properties; owns \$2B of multifamily real estate; employs 1,379 persons full-time (683 in Miami-Dade County); manages 41,219 units (with over 14,640 located in Miami-Dade County); and does business in South Florida and elsewhere around the country.

Thank you in advance for your support in seeking approval from the Board of County Commissioners for the conveyance of the land to YWCA – Greater Miami-Dade, Inc. or an affiliated entity. Please, let me know if you need anything more and I look forward to your consideration.

Sincerely,

Kerry-Ann Royes

Kerry-Ann Royes, MBA
President & CEO

TABLE OF CONTENTS

- I. Project Plan & Design**
 - A. Project Description & Timeline
 - B. Conceptual Design
 - C. Development Team
 - D. Contact Information
- II. Financial Plan**
 - A. Target Resident Incomes
 - B. Financing
- III. Attachments**
 - 1. Site Location Map: Miami-Dade Property Appraiser Webpage
 - 2. APC Background, References, Detailed list of completed projects
 - 3. Management Entity & Experience

I. Project Plan & Design
A. Project Description & Timeline

YWCA – Greater Miami-Dade, Inc. (YWCA) is pleased to submit this proposal for the Miami-Dade County owned property at 20201 NW 37 AVE Miami Gardens, FL 33056-1755 (Folio # 34-1133-001-0010). The proposed project is the new construction of up to 300 units of Workforce/Affordable Housing to serve income levels up to 120% Area Median Income (AMI) and some supporting community space for youth and family programs, support services for economic empowerment and service coordination. YWCA is formally requesting the land be conveyed to an affiliated entity, YWCA-MG LLC, for a nominal amount for this development plan. In order to ensure that we can secure equity investment and lenders for the project, we're requesting that the reversion language in the deed allow that in the event of reversion of the property to the County, any equity investor or lender interests in the project existing at the time will remain in place in the improvements thereon.

YWCA is also requesting the simultaneous transfer of \$524,811.61 available Building Better Communities General Obligation Bond Program Project No. 249 - "Preservation of Affordable Housing Units And Expansion of Home Ownership" funds from our previously proposed senior affordable housing project to this project to fund necessary predevelopment and other costs.

We will incorporate services and “connect” the residents to our YWCA campuses in Miami-Dade, particularly, our Intergenerational Building at 3450 NW 199 Street, Miami Gardens. Consistent with our mission, we see the proposed development as an opportunity to assist women and families to have access to quality housing that is affordable to a range of income levels. We envision it serving to transition them to an improved quality of life, both while they're residents of our development and if, and when, they choose and are able to transition to homeownership in the neighborhood or elsewhere.

YWCA is requesting a 60-month completion timeframe from the date of recording of the deed based on the following projected steps:

- Year 1: Site assessment and use/zoning approval
- Year 2: Secure financing and complete architectural
- Year 3-5: Close on financing, build and occupy

B. Conceptual Design

The conceptual design will be compatible with the surrounding neighborhood. The scale is likely to have graduated levels and not likely to exceed three-four stories with appropriate buffers for the neighboring homes. We'll explore what of the existing landscape is appropriate to retain and incorporate into the overall design concept.

C. Development Team

YWCA of Greater Miami-Dade, Inc. is dedicated to eliminating racism, empowering women and promoting peace, justice, freedom, and dignity for all. We are one of the oldest and largest women’s organizations in the nation, serving over 2 million women, girls, and their families. YWCA has been at the forefront of the most pressing social movements for more than 160 years — from voting rights to civil rights, from affordable housing to pay equity, from violence prevention to health care reform. Today, we combine programming and advocacy in order to generate institutional change in three key areas: racial justice and civil rights, empowerment and economic advancement of women and girls, and health and safety of women and girls.

YWCA of Greater Miami-Dade, Inc. has been at the forefront of changing the lives of women in Miami by disrupting systems of social injustices by:

- Building the resilience of young people through enrichment programs that provide academic support, leadership development, and skill-building to navigate the 21st-century environment.
- Delivering access to high-quality early education (preschools) to ensure children of color enter school at or above the level of their peers.
- Empowering women and their families through economic security, entrepreneurship, and college and career readiness programs.
- Mobilize young women to action in support of the YW movement through volunteerism, fundraising, and activities that foster personal and professional development.
- Providing breast and cervical cancer screenings to mitigate the prevalence and disproportionately high fatality rate of women of color from these cancers.

YWCA leadership is overseen by Kerry-Ann Royes MBA, President/CEO. With over 24 years in the social sector, Ms. Royes focus’ on community development through social determinants of health such as employment, housing, and education. YWCA’s Leadership Team comprises of industry expertise in finance, human resources, communications and programs for community development.

YWCA has engaged a team of legal and development consultants with years of experience. Shahrzad Emami is the Director of the Affordable Housing and Community Development practice group at Legal Services of Greater Miami, Inc. Her practice focuses on the representation of non-profit developers and other organizations that are developing or preserving affordable housing and community-based facilities. She received her J.D./LL.M. in Real Property Development from University of Miami School of Law in 2007. Steve Graziani is a development consultant for the YWCA. Mr. Graziani has over 30 years of experience in the financing and development of affordable housing for low-income families and other community development projects, providing consulting services for the past twenty-five years, on both direct project implementation and broader funding and policy issues, primarily in South Florida.

YWCA will work with an experienced real estate developer, such as Atlantic Pacific Communities, our current first-choice partner in this project. **Atlantic|Pacific Communities, LLC**, headquartered in Miami, is the developer subsidiary of Atlantic|Pacific Companies, a fourth-generation family-operated real estate company that provides high quality housing to serve every income level. A|P Companies has a 125-year track record in purchasing, developing, constructing, leasing, and managing residential and commercial properties; owns \$2B of multifamily real estate; employs 1,379 persons full-time (683 in the Miami-Dade County); manages 41,219 units (with over 14,640 located in Miami-Dade County); and does business in South Florida, Georgia, North Carolina, Washington DC, Maryland, Texas and California. A|P Companies corporate headquarters is located in Bay Harbor Islands in Miami-Dade County, with additional offices in the City of Miami, Boca Raton, Atlanta, and San Diego. For additional information on Atlantic|Pacific Companies and the A|P team, please visit our website at www.apcompanies.com. In the last six years, A|P Communities has developed and built (or has in underwriting) 35 affordable housing developments in Florida, Texas, Maryland and Washington DC, with over 4,130 units and \$1.25 billion in total development costs. A|P has been consistently ranked in Affordable Housing Finance magazine's "Top 50 Affordable Housing Developers" in the country, and in April 2019, was again ranked largest Florida-based affordable housing developer in the U.S.

D. Contact Information

Kerry-Ann Royes, MBA | President & CEO
YWCA - Greater Miami-Dade, Inc.
351 NW 5th Street, Miami, FL 33128
T: 305.377.9922 x202; E: karoyes@ywca-miami.org

II. Financial Plan

A. Target Resident Incomes

Targeted incomes for the proposed development will be up to 120% AMI. We anticipate rents affordable to a range of incomes up to workforce housing. We hope to see our residents' incomes and living standard improve while in our development, transitioning from affordable to workforce housing and, perhaps, ultimately to homeownership in the neighborhood or elsewhere.

B. Financing

Given current area and target incomes and achievable rents, financing will need to be a mix of private and public sources. Likely sources include Bond Financing (Freddie/Fannie or other), State SAIL, and County gap financing of Surtax and/or other sources.

III. Attachments

1. Site Location Map: Miami-Dade Property Appraiser Webpage
2. APC Background, References, Detailed list of completed projects
3. Management Entity & Experience



May 28th, 2020

Commissioner Barbara Jordan
District 1 Office
2780 N.W. 167th Street
Miami Gardens, FL 33054

Re: Proposal for Miami Gardens Workforce/Affordable Housing Development

Commissioner Jordan:

YWCA – South Florida, Inc. (YWCA) is pleased to submit this proposal for the Miami-Dade County owned property at 16345 NW 25 Avenue Miami Gardens, FL 33054-0000 (Folio # 34-2115-000-0030). The proposed project is the new construction of Workforce/Affordable Housing with some supporting community space for youth and family programs, support services for economic empowerment and service coordination. YWCA is formally requesting the land be conveyed to an affiliated entity, YWCA-MG LLC, for a nominal amount for the enclosed development plan.

YWCA is also requesting the simultaneous transfer of \$524,811.61 available Building Better Communities General Obligation Bond Program Project No. 249 - "Preservation of Affordable Housing Units And Expansion of Home Ownership" funds from our previously proposed senior affordable housing project to this project to fund necessary predevelopment and other costs.

The YWCA will partner with an experienced housing developer, such as Atlantic Pacific Communities (APC), our first choice for a development partner. APC is a fourth-generation family-operated real estate company that provides high quality housing to serve every income level. It has a 125-year track record in purchasing, developing, constructing, leasing, and managing residential and commercial properties; owns \$2B of multifamily real estate; employs 1,379 persons full-time (683 in Miami-Dade County); manages 41,219 units (with over 14,640 located in Miami-Dade County); and does business in South Florida and elsewhere around the country.

Thank you in advance for your support in seeking approval from the Board of County Commissioners for the conveyance of the land to YWCA – South Florida, Inc. or an affiliated entity. Please, let me know if you need anything more and I look forward to your consideration.

Sincerely,

Kerry-Ann Royes

Kerry-Ann Royes, MBA
President & CEO

TABLE OF CONTENTS

- I. Project Plan & Design**
 - A. Project Description & Timeline
 - B. Conceptual Design
 - C. Development Team
 - D. Contact Information
- II. Financial Plan**
 - A. Target Resident Incomes
 - B. Financing
- III. Attachments**
 - 1. Site Location Map: Miami-Dade Property Appraiser Webpage
 - 2. APC Background, References, Detailed list of completed projects
 - 3. Management Entity & Experience

I. Project Plan & Design
A. Project Description & Timeline

YWCA – South Florida, Inc. (YWCA) is pleased to submit this proposal for the Miami-Dade County owned property at 16345 NW 25 Avenue Miami Gardens, FL 33054-0000 (Folio # 34-2115-000-0030). The proposed project is the new construction of up to 150 units of Workforce/Affordable Housing to serve income levels up to 120% Area Median Income (AMI) and some supporting community space for youth and family programs, support services for economic empowerment and service coordination. YWCA is formally requesting the land be conveyed to an affiliated entity, YWCA-MG LLC, for a nominal amount for this development plan. In order to ensure that we can secure equity investment and lenders for the project, we're requesting that the reversion language in the deed allow that in the event of reversion of the property to the County, any equity investor or lender interests in the project existing at the time will remain in place in the improvements thereon.

YWCA is also requesting the simultaneous transfer of \$524,811.61 available Building Better Communities General Obligation Bond Program Project No. 249 - "Preservation of Affordable Housing Units And Expansion of Home Ownership" funds from our previously proposed senior affordable housing project to this project to fund necessary predevelopment and other costs.

We will incorporate services and “connect” the residents to our YWCA campuses in Miami-Dade, particularly, our Intergenerational Building at 3450 NW 199 Street, Miami Gardens. Consistent with our mission, we see the proposed development as an opportunity to assist women and families to have access to quality housing that is affordable to a range of income levels. We envision it serving to transition them to an improved quality of life, both while they're residents of our development and if, and when, they choose and are able to transition to homeownership in the neighborhood or elsewhere.

YWCA is requesting a 60-month completion timeframe from the date of recording of the deed based on the following projected steps:

- Year 1-2: Site assessment and use/zoning approval
- Year 2-3: Secure financing and complete architectural
- Year 4-5: Close on financing, build and occupy

B. Conceptual Design

The conceptual design will be compatible with the surrounding neighborhood. The scale is likely to have graduated levels and not likely to exceed three-four stories with appropriate buffers for the neighboring homes. We'll explore what of the existing landscape is appropriate to retain and incorporate into the overall design concept.

C. Development Team

YWCA of South Florida, Inc. is dedicated to eliminating racism, empowering women and promoting peace, justice, freedom, and dignity for all. We are one of the oldest and largest women’s organizations in the nation, serving over 2 million women, girls, and their families. YWCA has been at the forefront of the most pressing social movements for more than 160 years — from voting rights to civil rights, from affordable housing to pay equity, from violence prevention to health care reform. Today, we combine programming and advocacy in order to generate institutional change in three key areas: racial justice and civil rights, empowerment and economic advancement of women and girls, and health and safety of women and girls.

YWCA of South Florida, Inc. has been at the forefront of changing the lives of women in Miami by disrupting systems of social injustices by:

- Building the resilience of young people through enrichment programs that provide academic support, leadership development, and skill-building to navigate the 21st-century environment.
- Delivering access to high-quality early education (preschools) to ensure children of color enter school at or above the level of their peers.
- Empowering women and their families through economic security, entrepreneurship, and college and career readiness programs.
- Mobilize young women to action in support of the YW movement through volunteerism, fundraising, and activities that foster personal and professional development.
- Providing breast and cervical cancer screenings to mitigate the prevalence and disproportionately high fatality rate of women of color from these cancers.

YWCA leadership is overseen by Kerry-Ann Royes MBA, President/CEO. With over 24 years in the social sector, Ms. Royes focus’ on community development through social determinants of health such as employment, housing, and education. YWCA’s Leadership Team comprises of industry expertise in finance, human resources, communications and programs for community development.

YWCA has engaged a team of legal and development consultants with years of experience. Shahrzad Emami is the Director of the Affordable Housing and Community Development practice group at Legal Services of Greater Miami, Inc. Her practice focuses on the representation of non-profit developers and other organizations that are developing or preserving affordable housing and community-based facilities. She received her J.D./LL.M. in Real Property Development from University of Miami School of Law in 2007. Steve Graziani is a development consultant for the YWCA. Mr. Graziani has over 30 years of experience in the financing and development of affordable housing for low-income families and other community development projects, providing consulting services for the past twenty-five years, on both direct project implementation and broader funding and policy issues, primarily in South Florida.

YWCA will work with an experienced real estate developer, such as Atlantic Pacific Communities, our current first-choice partner in this project. **Atlantic|Pacific Communities, LLC**, headquartered in Miami, is the developer subsidiary of Atlantic|Pacific Companies, a fourth-generation family-operated real estate company that provides high quality housing to serve every income level. A|P Companies has a 125-year track record in purchasing, developing, constructing, leasing, and managing residential and commercial properties; owns \$2B of multifamily real estate; employs 1,379 persons full-time (683 in the Miami-Dade County); manages 41,219 units (with over 14,640 located in Miami-Dade County); and does business in South Florida, Georgia, North Carolina, Washington DC, Maryland, Texas and California. A|P Companies corporate headquarters is located in Bay Harbor Islands in Miami-Dade County, with additional offices in the City of Miami, Boca Raton, Atlanta, and San Diego. For additional information on Atlantic|Pacific Companies and the A|P team, please visit our website at www.apcompanies.com. In the last six years, A|P Communities has developed and built (or has in underwriting) 35 affordable housing developments in Florida, Texas, Maryland and Washington DC, with over 4,130 units and \$1.25 billion in total development costs. A|P has been consistently ranked in Affordable Housing Finance magazine's "Top 50 Affordable Housing Developers" in the country, and in April 2019, was again ranked largest Florida-based affordable housing developer in the U.S.

D. Contact Information

Kerry-Ann Royes, MBA | President & CEO
YWCA - South Florida, Inc.
351 NW 5th Street, Miami, FL 33128
T: 305.377.9922 x202; E: karoyes@ywca-miami.org

II. Financial Plan

A. Target Resident Incomes

Targeted incomes for the proposed development will be up to 120% AMI. We anticipate rents affordable to a range of incomes up to workforce housing. We hope to see our residents' incomes and living standard improve while in our development, transitioning from affordable to workforce housing and, perhaps, ultimately to homeownership in the neighborhood or elsewhere.

B. Financing

Given achievable rents in the neighborhood which are in the affordable housing range, the development will likely need to be financed via the LIHTC program administered by Florida Housing Finance Corporation (FHFC). Possible sources of funding include 9% LIHTC equity, or 4% LIHTC equity paired with FHFC or Miami Dade HFA Bonds, FHFC SAIL, and County Surtax/HOME/GOB and/or other sources.

III. Attachments

1. Site Location Map: Miami-Dade Property Appraiser Webpage
2. APC Background, References, Detailed list of completed projects
3. Management Entity & Experience

Description

Atlantic | Pacific Communities, LLC, headquartered in Miami, is the developer subsidiary of Atlantic | Pacific Companies, a fourth-generation family-operated real estate company that provides high quality housing **to serve every income level**. A | P Companies has a 125-year track record in purchasing, developing, constructing, leasing, and managing residential and commercial properties; owns **\$2B** of multifamily real estate; employs 1,379 persons full-time (683 in the Miami-Dade County); manages 41,219 units (with over 14,640 located in Miami-Dade County); and does business in South Florida, Georgia, North Carolina, Washington DC, Maryland, Texas and California.

A | P Companies corporate headquarters is located in Bay Harbor Islands in Miami-Dade County, with additional offices in the City of Miami, Boca Raton, Atlanta, and San Diego. For additional information on Atlantic | Pacific Companies and the A | P team, please visit our website at www.apcompanies.com.

In the last six years, A | P Communities has developed and built (or has in underwriting) 35 affordable housing developments in Florida, Texas, Maryland and Washington DC, with over 4,130 units and \$1.25 billion in total development costs. A | P has been consistently ranked in Affordable Housing Finance magazine's "**Top 50 Affordable Housing Developers**" in the country; and in April 2019, we were again ranked the largest Florida-based developer of affordable housing in the US.

Our team understands the scope of work and services to be provided and is committed to implementing a safe, high quality, mixed-income development plan for the YWCA. Our team has the capacity and required skills to undertake all of the responsibilities set forth including (but not limited to) planning, design, financing (public and private), adherence to local and state rules and regulations, construction, construction management, marketing/lease-up, compliance and asset management.

A | P's ability to successfully tailor the development plan to the unique requirements of each stakeholder has been pivotal to our continued success. Our team's strengths include:

- Significant experience working with not-for-profits and municipalities to transform neighborhoods around the country through innovative urban planning, master planning, economic development and other community revitalization initiatives, including **mixed-income and mixed-use developments**.
- Demonstrated development, rehabilitation, and construction management expertise. **Individuals in A | P's leadership team bring over 20 years of mixed-income housing experience, and to date have closed on over 100 affordable and workforce developments, with more than \$2.6 billion in capital and built over 11,860 apartments in communities ranging from standalone 22-unit buildings to phased neighborhood redevelopments totaling 1,145 units.**
- Expertise in providing financially sound development plans by leveraging a variety of local, state and national financing sources, including assembling financing for mixed-financed and mixed-income housing, with nearly **\$60M in Miami-Dade County SURTAX loans awarded to date**.
- Industry leading experience in developing environmentally sustainable communities and numerous LEED certified developments across the country, including the **first LEED ND (Neighborhood Development) in the southeast U.S.**
- A proven track record of partnering with residents and neighborhood groups to employ low-income and Section 3 residents and/or certified subcontractors and contracting with local businesses, Disadvantaged Business Enterprise ("DBE"), Small Business Enterprise ("SBE"), Minority

Business Enterprise (“MBE”), **Woman Business Enterprise (“WBE”)** and Labor Surplus Area (“LSA”) firms.

- Significant property management experience consisting of over **41,200 multifamily units under management** across 159 properties, of which **over 17,000 units are owned**, as well as 500,000 square feet of commercial/retail space.

Our experience in housing development across the income spectrum has prompted us to establish and implement a work model that maximizes quality control. Each development is directly managed by a team of A|P Communities staff and consistently monitored by executives from A|P Companies, our in-house general contractor, A|P Community Builders, and management company, A|P Community Management. This multi-disciplinary approach ensures reliable execution of complex developments that meet all construction, regulatory, and operational quality requirements. Development managers at A|P Communities work hand in hand construction and management staff to ensure successful planning and operation of the properties from the pre-development design stage through conversion and stabilization.

Development Experience

Locally-based with local experience: Headquartered in Miami, A|P has extensive experience working in Miami-Dade County and with multiple municipalities’ permitting agencies, processes, and codes, such as Miami 21. In Miami-Dade County alone, A|P key staff has developed 34 apartment communities with over 3,890 units built or under development. Many of these developments leveraged Miami-Dade County funds and/or land to either revitalize existing communities or establish new neighborhoods. These properties range from garden-style to mid-rise to high-rise buildings, and serve residents ranging from the extremely low end to the workforce end of the income spectrum.

Workforce Housing Highlights: A|P develops multifamily communities for the workforce population, defined as housing that is affordable for households whose incomes are within 60 to 140% of the Area Median Income (“AMI”). Below are several examples of mixed-income and workforce housing developed or under development by A|P in Florida. Together these developments comprise over 2,900 units of workforce housing developed across the nation.

- Cresta Bella, San Diego, CA: Garden-style development with 368 apartment homes and amenities completed in 2012. Market rents are between 60-140% AMI.
- Atlantic Doral, Doral, FL: Garden-style development with 360 apartment homes and amenities completed in November 2013. Market rents are between 100-140% AMI.
- Atlantic Tradition, Port St. Lucie: Garden-style development with 252 apartment homes and amenities completed in March 2015. Market rents are below 120% AMI.
- Atlantic Delray Beach, Delray Beach, FL: Garden-style development with 346 apartment homes and amenities completed in April 2018. Market rents are between 80-100% AMI.
- Atlantic Cypress Creek, Cypress Creek, FL: Garden-style development with 420 apartment homes and amenities completed in May 2018. Market rents are below 80% AMI.
- Grande Palms at Tradition, Port St. Lucie, FL: Garden-style development with 300 apartment homes and amenities currently under construction and expected to be 100% complete in September 2020. Market rents are below 120% AMI.
- Pacific Village, San Diego, CA: Garden-style development with 276 apartment homes and amenities currently under construction. Market rents will range from 60-140% AMI. For more details on this development, please refer to Exhibit A.
- Block 45, Miami, FL: High-rise development with 616 apartment homes and amenities currently under predevelopment. Market rents will range from 60-140% AMI.

Affordable Housing Highlights: In addition to the Workforce Housing developments described above, affordable housing developments completed in the last two years are listed below; for a complete list of similar developments please refer to Exhibit B.

- ✓ Northside Transit Village IV, Unincorporated Miami-Dade County (FHFC 9% LIHTC, County Surtax): 120 new units for seniors at the Northside Metrorail Station under a long term ground lease agreement with Miami-Dade County Public Housing & Community Development and Miami-Dade Transit, in partnership with local non-profit **93rd Street Community Development Corporation**.
- ✓ Saratoga Crossings, Dania Beach, Broward County (FHFC 9% LIHTC, City Loan, County HOME): Completed in December 2019 - 128 new family units to replace obsolete public housing units in partnership with the **Dania Beach Housing Authority**.
- ✓ Saratoga Crossings II, Dania Beach, Broward County (FHFC 9% LIHTC, County HOME): Completed in December 2019 - 44 new elderly units supporting the local government revitalization efforts of the **Dania Beach Housing Authority**, the Dania Beach CRA and the City.
- ✓ Marian Towers, Sunny Isles Beach, Miami-Dade County (FHFC 9% LIHTC): Substantial rehabilitation of a 220-unit elderly high-rise owned by **Catholic Health Services**. The units were completed in 2019.
- ✓ St. Elizabeth Gardens, Pompano Beach, Broward County (FHFC 9% LIHTC): Substantial rehabilitation of a 153-unit elderly development owned by **Catholic Health Services**. The units were completed in 2019.
- ✓ St. Andrew Tower II, Coral Springs, Broward County (FHFC 9% LIHTC): Substantial rehabilitation of a 219-unit elderly development owned by **Catholic Health Services**. The units were completed in 2018. The second phase also consisting of 219 units is currently undergoing rehabilitation.
- ✓ The Terraces At Arboretum, Houston, Fort Bend County (9% LIHTC): Completed in December 2019 - 112 new **mixed-income** family units with 14 market rate units and the balance at or below 60% of the Area Median Income ("AMI") in partnership with Adalia Development, a **Historically Underutilized Business** ("HUB") enterprise.
- ✓ The Bristol, San Antonio, Bexar County (9% LIHTC): Completed in November 2019 - 96 new **mixed-income** family units with 9 market rate units and the balance at or below 60% AMI in partnership with Adalia Development.
- ✓ Pathways at Goodrich Place, Austin, Travis County (9% LIHTC): A partnership with the **Housing Authority of the City of Austin** to redevelop an existing public housing site, demolish 40 units and build 120 new **mixed-income, mixed-finance** family units with 10 market rate units and the balance at or below 60% AMI and 42 RAD units. This was the housing authority's first time winning competitive tax credits in its 80-year history; and also marked the 100,000th public housing unit converted through the RAD program. This development is scheduled to be complete in January 2020.

More detailed project descriptions for the four developments listed below can be found in Exhibit A.

1. Island Living Apartments, City of Miami: 70 units, mixed-use affordable housing TOD in Overtown. The Southeast Overtown/Park West CRA granted \$9M and the site to A | P Communities to build affordable housing. Gap financing was provided from the County from the Surtax program via a competitive RFA.
2. Northside Transit Village, Unincorporated Miami-Dade County: A master planned, mixed-use, phased affordable housing TOD adjacent to the Northside Metrorail Station in Miami-Dade County with 100 units completed to date, 120 units to be completed in February 2020, and 180 units scheduled to start construction in February 2020 for a total of 400 affordable apartment homes and amenities. Various gap financing sources was provided by the County including Surtax, GOB, Home and NSP3 program loans.

3. **Audrey M. Edmonson Transit Village, City of Miami: A master planned, mixed-use, phased affordable housing TOD with 176 affordable apartment homes, retail, parking, black box theater with gallery/art space, a bus transfer station and parking. Various gap financing sources was been provided by the County including Surtax and GOB program loans.**
4. Washington Square, City of Miami: 89 affordable units on three separate parcels **consisting of 67 new apartments in one residential building; the substantial rehabilitation of a 22-unit public housing site, Green Turnkey Plaza; and a single-family home.**

Working with Nonprofits: A|P Communities believes in fostering partnerships with nonprofits so that not only does the nonprofit partner share in the economic benefits, but it also obtains a new level of expertise and empowerment. In addition to providing quality, affordable housing, it is just as important to provide solutions and opportunities for a better quality of life for our residents. Attracting businesses, creating jobs, returning profitability and prosperity to an area and its residents – these are all integral parts of sustainable development plans A|P Communities helps to create. The A|P team brings over 20 years of experience managing development activities for new construction, redevelopment and preservation of workforce and affordable housing. **Our experience includes 29 apartment communities in partnership with nonprofits in the last six years alone, see chart below.**

Development Name	Non-Profit Partner	City, ST	Total Units
Northside Transit Village I, II & IV	93rd Street Community Development Corp.	Mami, FL	400
Audrey M. Edmonson Transit Village	BAME Community Development Corp.	Mami, FL	176
St. Andrew Tower I & II	Catholic Health Services, Inc.	Coral Springs, FL	438
St. Elizabeth Gardens	Catholic Health Services, Inc.	Pompano Beach, FL	153
Marian Towers	Catholic Health Services, Inc.	Miami Beach, FL	220
Saratoga Crossings I & II	Dania Beach Housing Authority	Dania Beach, FL	172
The Studio At Thinkeast	Housing Authority of the City of Austin	Austin, TX	182
Pathways At Goodrich Place	Housing Authority of the City of Austin	Austin, TX	120
Northwest Gardens I-IV	Housing Authority of the City of Fort Lauderdale	Fort Lauderdale, FL	759
Poinciana Crossing	Housing Authority of the City of Fort Lauderdale	Fort Lauderdale, FL	113
Sailboat Bend I & II	Housing Authority of the City of Fort Lauderdale	Fort Lauderdale, FL	215
Suncrest Court	Housing Authority of the City of Fort Lauderdale	Fort Lauderdale, FL	116
Residences At Dr. King Boulevard	Martin Luther King Economic Development Corp.	Mami, FL	120
The Arbor at Wayforest	Harris County Housing Authority	Houston, TX	192
The Village at Casa Familia	Casa Familia, Inc.	Mami, FL	50
Providence Place	Progressive National Baptist Convention	Washington DC	100
The Woodlands At Reid Temple	Reid Temple African Methodist Episcopal	Glenn Dale, MD	252
*Partnerships created in the last 6 years			
		Total Funded	3,778
In the Pipeline	Non-Profit Partner	City, ST	Total Units
Casa Sant'Angelo Apartments	Catholic Health Services, Inc.	Mramar, FL	113
Brownsville Transit Village III	Mount Sinai Community Development Corporation	Mami, FL	120
Saratoga Crossings III	Dania Beach Housing Authority	Dania Beach, FL	75
		<i>Sub-total</i>	308
		Total	4,086

Partnership With HACFL: Our partners experience ease navigating through complex, regulatory-heavy transactions, which has resulted in multiple, long-term, repeat partnerships. Wherever possible, A|P structures developments that provide nonprofits and housing authorities with revenue streams. In Fort Lauderdale, our ability to optimize financing for multiple deals yielded several million dollars of land lease

payments to the Housing Authority of the City of Fort Lauderdale, which allowed them to extend their mission by reinvesting these dollars in their target neighborhoods.

The Northwest Gardens Neighborhood redevelopment is a case example of a complex, master plan implementation that transformed one of the most impoverished, drug- and crime-ridden neighborhoods in the country into a safe, stable, aesthetic, environmentally-friendly, and walkable community. Northwest Gardens ("NWG") was completed in partnership with the Housing Authority of the City of Fort Lauderdale ("HACFL"). The fifth phase is an **Affordable Housing Finance magazine Readers' Choice finalist in the Public Housing Redevelopment and Best Overall Development categories** (see: https://www.housingfinance.com/developments/senior-housing-marks-final-chapter-of-fort-lauderdale-redevelopment_o), which affirms our ability to make the most of scarce resources.

The success of our first development with the HACFL, Dixie Court Apartments, resulted in a long-term partnership to redevelop HACFL's entire portfolio of aging public housing stock. All in all, more than 70 acres and dozens of blocks throughout Fort Lauderdale have been transformed in partnership with the HACFL, the City, the County, and the CRA resulting in more than 1,470 affordable apartments in total. A|P team members served as development managers on all five phases of Northwest Gardens, this master planned community, totaling 759 apartment homes, were financed with Florida Housing Finance Corporation Low-Income Housing Tax Credits.

Partnership with CHS: Catholic Health Services ("CHS"), a ministry of the Catholic Archdiocese of Miami, and A|P Communities began a partnership in 2015 to redevelop four CHS communities with over 700 apartments for seniors with limited financial resources. A|P Communities competitively procured 9% housing tax credits for all four developments and completed the rehabilitation of three of the four properties within 4 years, with the remaining property currently under construction. Due to this successful track record, CHS has invited us to co-develop a new property for seniors in Miramar, which is currently in predevelopment.

Partnership with BAME: BAME Development Corporation of South Florida, Inc., is an affiliate of the Greater Bethel A.M.E. Church, the oldest Black Church in Miami. The 501(c)(3) non-profit is a co-general partner and co-developer on both phases of Audrey Edmonson Transit Village. Construction on Phase I was completed in 2015. Phase II with 100 units targeted to the active senior demographic, was awarded 9% LIHTC in 2015 and was completed in 2017.

For references, please refer to Exhibit E.

Finance Experience

A|P Communities has a strong background in financial analysis and extensive experience with housing developments that incorporate Low-Income Housing Tax Credits (“LIHTC”), HUD program loans and operating subsidies, and other forms of affordable and workforce housing financing. **A|P is uniquely adept at securing LIHTC and scarce subsidies in competitive solicitations, developing innovative financing strategies, raising capital at favorable terms, and closing deals with multiple sources of financing.** The team also analyzes loan programs such as the Freddie Mac Tax-Exempt Loan (“TEL”) structure and the FHA 221(d)(4) guaranteed by HUD as feasible alternatives. We also conduct due diligence to see if a site is located in an Opportunity Zone (the subject property in Miami Gardens is not located in an Opportunity Zone), Brownfield or CRA for potential sources. In addition, A|P uses conservative assumptions in its Sources and Uses models, for example by adding a cushion to interest rates and construction costs, and using today’s rents versus likely higher rents that will be in place at the time of financial closing. This methodology combined with our deep knowledge and experience allows A|P to navigate the turbulent LIHTC equity and debt markets which are reacting to uncertainty on interest rates and tax reform, and President Trump’s economic policies to reduce the US trade deficit.

Prior to and throughout the process of securing financing for a development, our team strategizes to ensure our sites rank competitively according to the requirements and scoring criteria for the various funding applications. A|P staff attends and participates in rule-making workshops and the application workshops hosted by various funding agencies in order to ensure that we are well-informed on the different types of funding available, and to stay abreast of any proposed changes to the regulations and rules. Before proceeding with any proposed development, we determine the types of funding for which the development will be eligible, and we structure the design and financing accordingly, in order to ensure we will be competitive across all the selected funding applications. Our financial optimization may entail modifying the number of units, the construction type, funding request amounts, target demographic, pairing financing to improve leveraging, or assembling scattered sites to ensure that our developments are competitive.

Every single competitive Request for Application submitted for Surtax (as well as Home) funds to Miami-Dade Public Housing & Community Development has been awarded and approved by the Board of County Commissioners. A list of all A|P contracts, including long-term ground leases and financing agreements with Miami-Dade County is included in Exhibit C.

Below is a brief summary of A|P staff’s track record to date procuring financing for affordable developments:

- Financed over **12,680** units of affordable multi-family housing using low-income housing tax credits in Florida, Texas, North and South Carolina, Maryland and Washington DC.
- Procured over **\$1.3 billion** in Low-Income Housing Tax Credits.
- Closed nearly a **\$1 billion** in numerous federal, state, local and city subsidies including HUD HOME, CDBG, NHTF, HHAG loans and operating subsidies, TCEP and TCAP loans, Federal Home Loan Bank AHP, Florida SHIP-SAIL loans and hurricane/disaster recovery loans, tax incremental financing and Brownfield incentives.

Pipeline

The A|P team successfully competed for 9% and 4% LIHTC, SAIL, NHTF and CDBG-DR program funding from the Florida Housing Finance Corporation and gap financing from local municipalities such as Miami-Dade County SURTAX, HOME and GOB program loans. Below are a few examples of our most recent awards scheduled to close and start construction in 2020.

- ✓ Northside Transit Village II, Unincorporated Miami-Dade County (FHFC SAIL, SAIL ELI, NHTF, Tax-exempt bonds, 4% LIHTC, County Surtax and HOME): 180 new units for seniors at the Northside Metro-rail Station under a long term ground lease agreement with Miami-Dade County Public Housing & Community Development and Miami-Dade Transit, in partnership with local non-profit **93rd Street**

Community Development Corporation. The project is currently in underwriting and scheduled to close in the 1st quarter 2020. There are 120 units scheduled to be completed in February 2020. Upon completion there will be a total of 400 quality affordable apartment homes at the Northside Metrorail Station developed and built by A|P.

- ✓ Residences at Dr. King Boulevard, Miami, Miami-Dade County (FHFC 9% LIHTC, County Surtax and Home, City GOB loan): 120 new **mixed-income** units with 12 market rate units and the balance at or below 80% AMI on land competitively procured from the City of Miami in partnership with local non-profit, **Martin Luther King Economic Development Corporation**. Construction will commence in the first quarter of 2020.
- ✓ The Village of Casa Familia, Unincorporated Miami-Dade County (FHFC 9% LIHTC, FHFC Grant, County Surtax and GOB): A partnership with local non-profit, **Casa Familia, Inc.**, to develop 50 new affordable apartment homes for adults with Intellectual or Developmental Disabilities, in a campus-style community with amenities and supportive services on county-owned land in Kendall. The project is currently in underwriting and scheduled to close in the 3rd quarter 2020.
- ✓ Poinciana Crossing, Fort Lauderdale, Broward County (FHFC 9% LIHTC, County Home): 113 new **mixed-income** units with 8 market rate units and the balance at or below 80% AMI in partnership with the **Housing Authority of the City of Fort Lauderdale**. **This will be our 14th development with this Housing Authority**. Construction will commence in the third quarter of 2020.

Developments in the pipeline include two Workforce developments recommended for CDBG-DR funding and approved at the December 13, 2019, Florida Housing Finance Corporation Board meeting. The CDBG-DR program funds, for Workforce households at or below 80% AMI, will help alleviate the workforce housing need in areas impacted by Hurricane Irma and deemed as a priority by the State.

- ✓ Brownsville Transit Village V, Unincorporated Miami-Dade County (FHFC CDBG-DR, tax-exempt bonds, 4% LIHTC): 120 new units at or below 80% AMI on a site under a long term ground lease agreement with St. Agnes Housing Corporation on county-owned land by the Brownsville Metro-rail Station, in partnership with local non-profit **Mount Sinai Community Development Corporation**. Gap financing will be requested via Miami-Dade County's new "rolling" Surtax application, approved by the Board of County Commissioners via Ordinance 29-7 for Transit Oriented Developments on county-owned land. It would not compete in the yearly Surtax RFA.
- ✓ Saratoga Crossings III, Dania Beach, Broward County (FHFC CDBG-DR, tax-exempt bonds, 4% LIHTC): 75 new units at or below 80% AMI in partnership with the **Dania Beach Housing Authority**. This will be our 3rd development with this Housing Authority.

A|P also currently has the number one ranked FHFC SAIL application, Culmer Apartments (FHFC SAIL, SAIL ELI and NHTF loans, tax-exempt bonds, 4% LIHTC). This first phase of the proposed multi-phased planned development would replace the county's obsolete public housing units at Culmer Place and Culmer Gardens in Overtown with 239 affordable/workforce units. This development would not compete in the yearly Surtax RFA, as gap financing will be requested via Miami-Dade County's new "rolling" Surtax application as approved via Ordinance 29-7 for public housing developments.

Financial Capabilities

An affiliate of A|P would serve as the Developer and would be responsible for directing and coordinating the development team and for ensuring the timely and cost-effective completion of all development services for the proposed multi-family development. In addition, A|P principals would provide all construction, operating, and compliance guarantees.

A|P and its Principals have the financial capacity and the resources to undertake large scale development efforts and are able to meet significant net worth and liquidity requirements due to their very strong financial standing. A|P Companies has a proven track record with over \$2 billion in real

References

Developer: Atlantic | Pacific Communities

Juana Mejia, V.P. of Housing Development
& Operations
Catholic Health Services
11410 N. Kendall Drive, Suite 306
Miami, FL 33176
Phone: (305) 757-2824 X 22
Email: jmejia@chsfla.com

Deborah Dorsett, Executive Director
Greater Miami Services Corps
810 NW 28th Street
Miami, Florida 33127
Phone: (305) 638-4672 ext. 237
Email: ddorsett@gmscmiami.com

Tam English, Executive Director
Housing Authority of the City of Fort
Lauderdale
437 SW 4 Avenue Fort Lauderdale, FL 33315
Phone: (954) 525-6444
Email: tenglish@hacfl.com

Anne Castro, Executive Director
Dania Beach Housing Authority
4101 Ravenswood Road, Suite 320
Fort Lauderdale, FL 33312
Phone: (954) 920-9662
Email: acastro@daniabeachhousing.org

Neal Deaton, Sr. Vice President
Wells Fargo Community Lending &
Investment
301 South College Street
Charlotte, NC 28288
Phone: (704) 383-9524
Email: Neal.Deaton@wellsfargo.com

Michael J. Marra
Wells Fargo Bank, N.A.
350 East Las Olas Boulevard, 19th Floor, Fort
Lauderdale, FL 33301
Phone: (954) 712-3687
Email: Michael.marra@wellsfargo.com

Management Agent: Atlantic | Pacific Community Management

Wells Fargo Bank
Phone: 704-715-6516
401 S. Tryon Street, 8th Floor
Charlotte, NC 28202

Real Page
Phone: 877-325-7243
PO Box 1407
Birmingham, AL 35246-5575
Ref: A/C A16020000590

Waste Management
Phone: 813-621-3053
PO Box 105453
Atlanta, GA 30348-5453
Ref: A/C 15-73433-43004

HD Supply
Phone: 858-831-2000
PO Box 509058
San Diego, CA 92150
Ref: A/C 1450812

Development Name	Project Address	# of Units	Type & Source of Finance & Subsidy	Capital Raised	Market	Set-Asides AMI%	Year Built
1 AMBER GARDEN <i>APC acquired GP interest in 2020 Developed by APC key staff</i>	1320 NW 24th Street Miami, FL 33142 Miami-Dade County	110	Neighborhood Lending Partners of SO Florida, Inc. County SURTAX Loan City HOME Loan 9% Housing Credits, Wachovia	\$ 4,150,000 \$ 3,825,000 \$ 675,015 \$ 17,283,365	Elderly	15 units @ 30% AMI 95 units @ 60% AMI	2008
2 SEA GRAPE <i>Florida Keys (Middle Keys) APC acquired GP interest in 2020 Developed by APC key staff</i>	1001 & 1003 70th St Ocean Marathon, FL 33050 Monroe County	56	Neighborhood Lending Partners of So. Florida, Inc. Florida Housing SAIL Loan 9% Housing Credits, Wachovia Bank	\$ 2,400,000 \$ 1,854,549 \$ 12,196,280	Family	12 units @ 30% 44 units @ 60%	2009
3 SEA GRAPE II <i>Florida Keys (Middle Keys) APC acquired GP interest in 2020 Developed by APC key staff</i>	1001 & 1003 70th St Ocean Marathon, FL 33050 Monroe County	28	Neighborhood Lending Partners of So. Florida, Inc. Florida Housing SAIL Loan FHFC Supplemental Loan 9% Housing Credits, Wachovia Bank	\$ 320,022 \$ 991,033 \$ 255,000 \$ 5,914,409	Family	6 units @ 30% 5 units @ 45% 17 units @ 60%	2009
4 WASHINGTON SQUARE <i>Public Housing site, Green Turnkey: Miami-Dade Public Housing & Community Development</i>	1146 & 1500 NW 7 Court Miami, FL Miami-Dade County	89	Bank of America Construction Loan County SURTAX Loan 9% Housing Credits, Bank of America	\$ 18,229,061 \$ 175,000 \$ 24,370,000	Elderly	9 units @ 28% AMI 80 units @ 60% AMI	2014
5 NORTHSIDE TRANSIT VILLAGE I <i>On the Northside Metrorail Station Mixed-use development.</i>	3101 NW 77th Street Unincorp. Miami, FL 33147 Miami-Dade County	100	Wells Fargo Bank (MFRB Miami-Dade HFA) General Obligation Bonds-Building Better Communities County NSP3 Loan County SURTAX Loan 4% Housing Credits, Wells Fargo	\$ 15,500,000 \$ 4,000,000 \$ 7,500,000 \$ 2,750,000 \$ 11,482,920	Family	23 units @ 33% AMI 7 units @ 50% AMI 70 units @ 60% AMI	2015
6 SAILBOAT BEND (Rehabilitation) <i>Partnership with the Housing Authority of the City of Fort Lauderdale</i>	425 SW 4th Avenue Fort Lauderdale, FL Broward County	105	Wells Fargo Construction Loan County HOME Loan HACFL Loan 9% Housing Credits, Wells Fargo Bank NA	\$ 6,500,000 \$ 125,000 \$ 900,000 \$ 9,345,023	Elderly	21 units @ 28% AMI 84 units @ 60% AMI	2015
7 EASTBROOKE APARTMENT HOMES AT BEULAH CROSSING <i>Partnership with UrbanMatters</i>	323 62nd Street NE Washington DC 20019	39	Wells Fargo Bank (MFRB Washington DC) DHCD HPTF Loan 4% Housing Credits, Wells Fargo Bank NA	\$ 4,850,000 \$ 3,000,000 \$ 3,895,673	Family	39 units @ 60% AMI	2015
8 AUDREY M. EDMONSON TRANSIT <i>(fka Seventh Avenue Transit Village) Mixed-use development Partnership with BAME Community Development Corporation, a non-profit</i>	6101 NW 7th Avenue Miami, FL Miami-Dade County	76	Wells Fargo Bank (MFRB Miami-Dade HFA) General Obligation Bonds-Building Better Communities County SURTAX Loan City of Miami HOME Loan General Obligation Bonds-Cultural Arts Federal Transit Administration Grant 4% Housing Credits, Wells Fargo NA	\$ 20,000,000 \$ 10,592,000 \$ 1,400,000 \$ 1,500,000 \$ 5,000,000 \$ 3,000,000 \$ 15,278,762	Family	12 Units @ 30% 14 units @ 50% 64 units @ 60%	2015
9 ISLAND LIVING APARTMENTS <i>Partnership with Palmetto Homes of Miami, Inc.</i>	1201 NW 3 rd Avenue Miami, FL Miami-Dade County	70	Wells Fargo Bank (MFRB Miami-Dade HFA) Southeast Overtown/ Park West CRA County SURTAX Loan 4% Housing Credits, Wells Fargo Bank NA	\$ 12,400,000 \$ 9,000,000 \$ 1,400,000 \$ 10,293,618	Family	11 units @ 33% 59 units @ 60% AMI	2016
10 ARBOR AT CENTERBROOK <i>Partnership with Dharma Development, a Historically Underutilized Business</i>	13905 Oak Meadows Live Oak, TX 78148 Bexar County	80	Community Bank of Texas Construction Loan Housing Authority of Bexar County 9% Housing Credits, Wells Fargo Bank NA	\$ 7,000,000 \$ 160,000 \$ 11,150,294	Family	8 units @ 30% AMI 40 units @ 50% AMI 32 units @ 60% AMI	2016

Development Name	Project Address	# of Units	Type & Source of Finance & Subsidy	Capital Raised	Market	Set-Asides AMI%	Year Built
11 NORTHWEST GARDENS V (New) & SUNNYREACH ACRES (Rehabilitation) <i>Partnership with the Housing Authority of the City of Fort Lauderdale</i>	700 NW 12th Avenue Fort Lauderdale, FL Broward County	200	Bank of America (MFRB Broward HFA) FHFC SAIL Loan FHFC SAIL ELI Loan HACFL Loan 4% Housing Credits, Bank of America	\$ 14,000,000 \$ 4,960,000 \$ 1,500,000 \$ 3,500,000 \$ 11,103,028	Elderly	20 units @ 30% AMI 180 units @ 60% AMI	2017
12 VISTA POINTE AT WILD PINE <i>Partnership with A&E Housing Enterprises, a Historically Underutilized Business</i>	11580 Wild Pine San Antonio ETJ, TX 78253 Bexar County	108	Wells Fargo Construction Loan Bexar County PHA Loan 9% Housing Credits, Wells Fargo Bank NA	\$ 14,000,000 \$ 1,620,000 \$ 16,948,305	Family	11 units @ 30% AMI 44 units @ 50% AMI 53 units @ 60% AMI	2017
13 SEVENTH AVENUE TRANSIT VILLAGE II <i>Partnership with BAME Community Development Corporation, a non-profit</i>	NW 7th Ave. & NW 62nd St. Miami, FL Miami-Dade County	100	Wells Fargo Construction Loan 9% Housing Credits, Wells Fargo Bank NA	\$ 15,100,000 \$ 28,168,180	Family	10 units @ 33% AMI 90 units @ 60% AMI	2017
14 ST. ANDREW TOWER II <i>Preservation Partnership with Catholic Health Services</i>	NW 99th Ave. & NW 26th St. Coral Springs, FL Broward County	219	Wells Fargo Construction Loan Catholic Health Services Seller Note 9% Housing Credits, Wells Fargo Bank NA	\$ 16,000,000 \$ 300,000 \$ 19,088,091	Elderly	44 units @ 33% AMI 175 units @ 60% AMI	2017
15 THE STUDIO AT THINKEAST <i>Partnership with the Housing Authority of the City of Austin</i>	1143 Shady Lane Austin, TX 78721 Travis County	182	Citi Community (MFRB Austin Housing Authority) 4% Housing Credits, Wells Fargo Bank NA	\$ 21,800,000 \$ 11,204,889	Family	180 units @ 60% AMI	2018
16 LAUREL GLEN <i>Partnership with Adalia Development, a Historically Underutilized Business</i>	11043 W Loop 1604 N San Antonio, TX 78254 Bexar County	81	Community Bank of Texas Construction Loan 9% Housing Credits, Wells Fargo Bank NA	\$ 12,000,000 \$ 15,305,234	Family	8 units @ 30% AMI 29 units @ 50% AMI 34 units @ 60% AMI 10 units @ MKT	2018
17 THE TERRACES AT ARBORETUM <i>Partnership with Adalia Development, a Historically Underutilized Business Under Construction</i>	15928 Old Richmond Road Houston, TX 77498 Fort Bend County	112	Community Bank of Texas Construction Loan 9% Housing Credits, Wells Fargo Bank NA	\$ 14,500,000 \$ 15,223,478	Family	10 units @ 30% AMI 40 units @ 50% AMI 48 units @ 60% AMI 14 units @ MKT	2019
18 THE BRISTOL <i>Partnership with Adalia Development, a Historically Underutilized Business</i>	7810 Old Texel Road San Antonio, TX 78250 Bexar County	96	Wells Fargo Construction Loan 9% Housing Credits, Wells Fargo Bank NA	\$ 13,100,000 \$ 15,148,485	Family	9 units @ 30% AMI 35 units @ 50% AMI 43 units @ 60% AMI 9 units @ MKT	2019
19 SARATOGA CROSSINGS <i>Partnership with the Dania Beach Housing Authority</i>	1105 West Dania Beach Blvd. Dania Beach, FL Broward County	128	Wells Fargo Construction Loan DBHA Lessor Note City of Dania Beach Loan Broward County HOME Loan 9% Housing Credits, Wells Fargo Bank NA	\$ 24,000,000 \$ 1,250,000 \$ 437,000 \$ 200,000 \$ 25,351,365	Family	13 units @ 30% AMI 115 units @ 60% AMI	2019
20 SARATOGA CROSSINGS II <i>Partnership with the Dania Beach Housing Authority</i>	705 West Dania Beach Blvd. Dania Beach, FL Broward County	44	Wells Fargo Construction Loan DBHA Lessor Note Broward County HOME Loan 9% Housing Credits, Wells Fargo Bank NA	\$ 8,000,000 \$ 400,000 \$ 100,000 \$ 9,162,084	Elderly	5 units @ 30% AMI 35 units @ 60% AMI 4 units @ MKT	2019
21 PATHWAYS AT GOODRICH PLACE <i>Partnership with the Housing Authority of the City of Austin Construction completion 1st Qtr 2020</i>	2126 Goodrich Avenue Austin, TX 78704 Travis County	120	Community Bank of Texas Construction Loan 9% Housing Credits, Wells Fargo Bank NA	\$ 19,000,000 \$ 14,359,628	Family	11 units @ 30% AMI 44 units @ 50% AMI 55 units @ 60% AMI 10 units @ MKT	2020

Development Name	Project Address	# of Units	Type & Source of Finance & Subsidy	Capital Raised	Market	Set-Asides AMI%	Year Built
22	NORTHSIDE TRANSIT VILLAGE IV <i>On the Northside Metrorail Station Partnership with 93rd St. CDC, a non-profit Construction completion 1st Qtr 2020</i>	120	Neighborhood Lending Partners Construction Loan Wells Fargo Bridge Loan County SURTAX Loan 9% Housing Credits, Wells Fargo Bank NA	\$ 3,670,000 \$ 21,500,000 \$ 2,500,000 \$ 25,991,551	Elderly	12 units @ 30% AMI 108 units @ 60% AMI	2020
23	MARIAN TOWERS <i>Preservation Partnership with Catholic Health Services Rehab completion 1st Qtr 2020</i>	220	Wells Fargo Construction Loan 9% Housing Credits, Wells Fargo Bank NA	\$ 22,000,000 \$ 16,764,323	Elderly	44 units @ 30% AMI 176 units @ 60% AMI	2020
24	ST. ELIZABETH GARDENS <i>Partnership with Catholic Health Services Rehab completion 1st Qtr 2020</i>	155	Neighborhood Lending Partners Construction Loan Wells Fargo Bridge Loan Catholic Health Services Seller Note 9% Housing Credits, Wells Fargo Bank NA	\$ 3,775,000 \$ 11,200,000 \$ 6,030,000 \$ 11,463,639	Elderly	31 units @ 30% AMI 120 units @ 60% AMI 3 units @ MKT	2020
25	ST ANDREW TOWER I <i>Partnership with Catholic Health Services Rehab completion 1st Qtr 2020</i>	219	Wells Fargo Construction Loan Seller Note 9% Housing Credits, Wells Fargo Bank NA	\$ 22,025,000 \$ 7,500,000 \$ 16,515,348	Elderly	44 units @ 28% AMI 175 units @ 60% AMI	2020
26	THE WOODLANDS AT REID TEMPLE <i>Partnership with Reid Temple AME Church and UrbanMatters Under Construction</i>	252	PNC Bank (MFRB Maryland DHCD) CDA Rental Housing Works County HOME Loan State HOME Loan Lessor Note 4% Housing Credits, PNC Bank	\$ 32,850,000 \$ 2,500,000 \$ 618,490 \$ 2,000,000 \$ 2,520,000 \$ 17,676,069	Elderly	252 Units @ 60% AMI	2021
27	PROVIDENCE PLACE <i>Partnership with Progressive National Baptist Convention and UrbanMatters Under Construction</i>	93	Wells Fargo Loan (MFRB Washington DC) DMPED Loan PNBC Ground Lease Loan 4% Housing Credits, Wells Fargo Bank NA	\$ 19,700,000 \$ 10,390,000 \$ 1,400,000 \$ 13,658,887	Family	35 units @ 30% AMI 58 units @ 60% AMI	2021
28	SAILBOAT BEND APARTMENTS II <i>Partnership with the Housing Authority of the City of Fort Lauderdale Under Construction</i>	110	Bank of America Construction Loan HACFL Loan City of Fort Lauderdale Loan Broward County Loan 9% Housing Credits, Bank of America	\$ 25,500,000 \$ 4,300,000 \$ 783,250 \$ 124,000 \$ 25,351,365	Elderly	11 units @ 28% AMI 90 units @ 60% AMI 9 units @ MKT	2021
29	SUNCREST COURT <i>Partnership with the Housing Authority of the City of Fort Lauderdale Under Construction</i>	116	Wells Fargo Construction Loan (MFRB FHFC) FHFC SAIL Loan FHFC SAIL-ELI Loan HACFL Loan Broward County HFA Grant 4% Housing Credits, Wells Fargo Bank NA	\$ 15,250,000 \$ 6,500,000 \$ 600,000 \$ 7,000,000 \$ 100,000 \$ 10,158,000	Family	12 units @ 30% AMI 104 units @ 60% AMI	2021
TOTAL UNITS BUILT OR UNDER CONSTRUCTION		3,428	TOTAL CAPITAL FUNDS	\$ 1,007,406,713			

Development Name	Project Address	# of Units	Type & Source of Finance & Subsidy	Capital Raised	Market	Set-Asides AMI%	Year Built	
IN CREDIT UNDERWRITING / PRE-DEVELOPMENT								
30	NORTHSIDE TRANSIT VILLAGE II <i>On the Northside Metrorail Station Partnership with 93rd St. CDC, a non-profit Construction Finance Closing 1st Qtr 2020</i>	NW 32 Ave. & NW 78 St. Unincorp. Miami, FL 33147 Miami-Dade County	180	Wells Fargo Construction Loan (MFRB FHFC) FHFC SAIL Loan FHFC SAIL-ELI Loan FHFC NHTF Loan County SURTAX Loan County HOME Loan 4% Housing Credits, Wells Fargo Bank NA	\$ 20,000,000 \$ 7,000,000 \$ 600,000 \$ 1,047,896 \$ 7,200,000 \$ 453,547 \$ 16,619,244	Elderly	18 units @ 28% AMI 162 units @ 60% AMI	2021
31	RESIDENCES AT DR. KING BOULEVARD <i>Partnership with Martin Luther King Economic Development Corp, a non-profit Construction Finance Closing 1st Qtr 2020</i>	NW 62 St. & NW 15 Ave. Miami, FL Miami-Dade County	120	Citi Community Bank Construction Loan County SURTAX Loan County HOME Loan City of Miami Forever Bond Program Loan 9% Housing Credits, Wells Fargo Bank NA	\$ 19,282,200 \$ 2,053,447 \$ 1,790,057 \$ 2,000,000 \$ 24,480,055	Family	12 units @ 28% AMI 12 units @ 30% AMI 84 units @ 60% AMI 12 units @ MKT	2021
32	POINCIANA CROSSING <i>Partnership with the Housing Authority of the City of Fort Lauderdale</i>	SW 1st Ave & SW 18th Street Fort Lauderdale, FL Broward County	113	Construction Loan Broward County Loan 9% Housing Credits	\$ 24,000,000 \$ 125,000 \$ 28,817,118	Family	18 units @ 30% AMI 60 units @ 60% AMI 27 units @ 80% AMI	2021
33	THE VILLAGE OF CASA FAMILIA <i>Partnership with Casa Familia, a non-profit In credit underwriting</i>	On SW 84 St & SW 109 Ave Unincorporated Miami, FL Miami-Dade County	50	Construction Loan FHFC Grant 9% Housing Credits	\$ 9,450,000 \$ 4,000,000 \$ 14,998,500	Intellectual Developmental Disability	8 units @ 28% AMI 35 units @ 60% AMI 7 units @ MKT	2021
34	THE LEGACY AT PIEDMONT <i>Partnership with BMAT, a Historically Underutilized Business. In credit underwriting.</i>	826 E. Highland Blvd San Antonio, TX Bexar County	49	Construction Loan San Antonio CDBG Loan 9% Housing Credits	\$ 11,182,012 \$ 650,000 \$ 12,088,246	Elderly	10 units @ 30% AMI 39 units @ 60% AMI	2021
35	THE ARBOR AT WAYFOREST <i>Partnership with the Harris County Housing Authority. In pre-development.</i>	8933 Interchange Drive Houston, TX 77054 Harris County	192	Construction Loan (MFRB HCHA) Harris County CDBG-DR Loan 4% Housing Credits	\$ 17,500,000 \$ 9,520,000 \$ 12,631,388	Family	16 units @ 30% AMI 22 units @ 50% AMI 154 units @ 60% AMI	2022
TOTAL UNITS IN PRE-DEVELOPMENT		704	TOTAL CONSTRUCTION SOURCES	\$ 247,488,710				
TOTAL UNITS		4,132	TOTAL CAPITAL RAISED	\$ 1,254,895,423				
IN THE PIPELINE								
36	BROWNSVILLE TRANSIT VILLAGE V* <i>On the Brownsville Metrorail Station Partnership with Mount Sinai Community Development Corporation, a non-profit</i>	NW 29 Avenue & NW 51 Terrace Miami, FL 33142 Miami-Dade County	120	Construction Loan (MFRB FHFC) FHFC CDBG-DR Development Loan 4% Housing Credits	\$ 12,350,000 \$ 3,900,000 \$ 8,440,049	Workforce	18 units @ 30% AMI 75 units @ 60% AMI 27 units @ 80% AMI	2022
37	SARATOGA CROSSINGS III* <i>Partnership with the Dania Beach Housing Authority</i>	840-850 W Dania Beach Blvd Dania Beach, FL Broward County	75	Construction Loan (MFRB FHFC) FHFC CDBG-DR Development Loan FHFC CDBG-DR Land Acquisition Funding 4% Housing Credits	\$ 12,800,000 \$ 3,100,000 \$ 2,399,990 \$ 7,342,413	Workforce	12 units @ 30% AMI 45 units @ 60% AMI 18 units @ 80% AMI	2022
38	CASA SANT'ANGELO APARTMENTS+ <i>Partnership with Catholic Health Services</i>	16800 Miramar Parkway Miramar, FL Broward County	113	Construction Loan Broward County Loan 9% Housing Credits	\$ 20,500,000 \$ 125,000 \$ 29,105,289	Elderly	17 units @ 30% AMI 70 units @ 60% AMI 1 units @ 70% AMI 25 units @ 80% AMI	2022

Development Name	Project Address	# of Units	Type & Source of Finance & Subsidy	Capital Raised	Market	Set-Asides AMI%	Year Built
39 CULMER APARTMENTS+ <i>Public Housing Site: Culmer Place</i> <i>Miami-Dade Public Housing & Community Development</i>	NW 10 Street & NW 5 Avenue Miami, FL Miami-Dade County	239	Construction Loan (MRFB FHFC) FHFC SAIL Loan FHFC SAIL ELI Loan 4% Housing Credits	\$ 33,500,000 \$ 7,000,000 \$ 600,000 \$ 21,670,817	Family	37 units @ 30% AMI 6 units @ 40% AMI 5 units @ 50% AMI 127 units @ 60% AMI 64 units @ 80% AMI	2022
TOTAL UNITS IN THE PIPELINE		547	TOTAL CONSTRUCTION SOURCES	\$ 162,833,558			

* Florida Housing Finance Corporation (FHFC) board approved the funding recommendations on December 13, 2019.

+ Based on internal rankings of the Applicant List issued by FHFC.



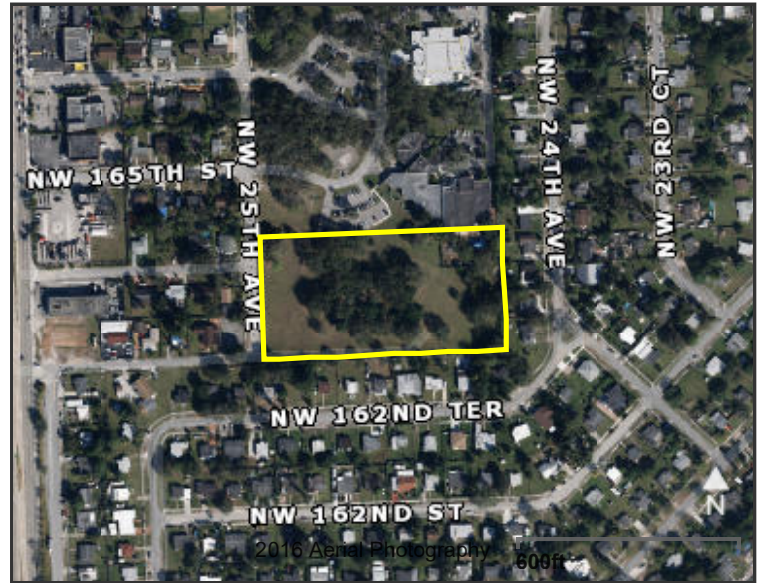
OFFICE OF THE PROPERTY APPRAISER

Detailed Report

ATTACHMENT C

Generated On : 5/11/2020

Property Information	
Folio:	34-2115-000-0030
Property Address:	16345 NW 25 AVE Miami Gardens, FL 33054-0000
Owner	MIAMI-DADE COUNTY OCED
Mailing Address	701 NW 1 CT 14TH FLOOR MIAMI, FL 33136
PA Primary Zone	0100 SINGLE FAMILY - GENERAL
Primary Land Use	8047 VACANT GOVERNMENTAL : DADE COUNTY
Beds / Baths / Half	0 / 0 / 0
Floors	0
Living Units	0
Actual Area	0 Sq.Ft
Living Area	0 Sq.Ft
Adjusted Area	0 Sq.Ft
Lot Size	213,444 Sq.Ft
Year Built	0



Assessment Information			
Year	2019	2018	2017
Land Value	\$715,037	\$715,037	\$715,037
Building Value	\$0	\$0	\$0
XF Value	\$0	\$0	\$0
Market Value	\$715,037	\$715,037	\$715,037
Assessed Value	\$601,565	\$546,878	\$497,162

Benefits Information				
Benefit	Type	2019	2018	2017
Non-Homestead Cap	Assessment Reduction	\$113,472	\$168,159	\$217,875
County	Exemption	\$601,565	\$546,878	\$497,162

Note: Not all benefits are applicable to all Taxable Values (i.e. County, School Board, City, Regional).

Taxable Value Information			
	2019	2018	2017
County			
Exemption Value	\$601,565	\$546,878	\$497,162
Taxable Value	\$0	\$0	\$0
School Board			
Exemption Value	\$715,037	\$715,037	\$715,037
Taxable Value	\$0	\$0	\$0
City			
Exemption Value	\$601,565	\$546,878	\$497,162
Taxable Value	\$0	\$0	\$0
Regional			
Exemption Value	\$601,565	\$546,878	\$497,162
Taxable Value	\$0	\$0	\$0

The Office of the Property Appraiser is continually editing and updating the tax roll. This website may not reflect the most current information on record. The Property Appraiser and Miami-Dade County assumes no liability, see full disclaimer and User Agreement at <http://www.miamidade.gov/info/disclaimer.asp>

Version:



OFFICE OF THE PROPERTY APPRAISER

Generated On : 5/11/2020

Property Information

Folio: 34-2115-000-0030

Property Address: 16345 NW 25 AVE

Roll Year 2019 Land, Building and Extra-Feature Details

Land Information					
Land Use	Muni Zone	PA Zone	Unit Type	Units	Calc Value
GENERAL	R-1	0100	Square Ft.	213,444.00	\$715,037

Building Information						
Building Number	Sub Area	Year Built	Actual Sq.Ft.	Living Sq.Ft.	Adj Sq.Ft.	Calc Value

Extra Features			
Description	Year Built	Units	Calc Value

The Office of the Property Appraiser is continually editing and updating the tax roll. This website may not reflect the most current information on record. The Property Appraiser and Miami-Dade County assumes no liability, see full disclaimer and User Agreement at <http://www.miamidade.gov/info/disclaimer.asp>

Version:



OFFICE OF THE PROPERTY APPRAISER

Generated On : 5/11/2020

Property Information

Folio: 34-2115-000-0030

Property Address: 16345 NW 25 AVE

Roll Year 2018 Land, Building and Extra-Feature Details

Land Information					
Land Use	Muni Zone	PA Zone	Unit Type	Units	Calc Value
GENERAL	R-1	0100	Square Ft.	213,444.00	\$715,037

Building Information						
Building Number	Sub Area	Year Built	Actual Sq.Ft.	Living Sq.Ft.	Adj Sq.Ft.	Calc Value

Extra Features			
Description	Year Built	Units	Calc Value

The Office of the Property Appraiser is continually editing and updating the tax roll. This website may not reflect the most current information on record. The Property Appraiser and Miami-Dade County assumes no liability, see full disclaimer and User Agreement at <http://www.miamidade.gov/info/disclaimer.asp>

Version:



OFFICE OF THE PROPERTY APPRAISER

Generated On : 5/11/2020

Property Information

Folio: 34-2115-000-0030

Property Address: 16345 NW 25 AVE Miami Gardens, FL 33054-0000

Roll Year 2017 Land, Building and Extra-Feature Details

Land Information					
Land Use	Muni Zone	PA Zone	Unit Type	Units	Calc Value
GENERAL	R-1	0100	Square Ft.	213,444.00	\$715,037

Building Information						
Building Number	Sub Area	Year Built	Actual Sq.Ft.	Living Sq.Ft.	Adj Sq.Ft.	Calc Value

Extra Features			
Description	Year Built	Units	Calc Value

The Office of the Property Appraiser is continually editing and updating the tax roll. This website may not reflect the most current information on record. The Property Appraiser and Miami-Dade County assumes no liability, see full disclaimer and User Agreement at <http://www.miamidade.gov/info/disclaimer.asp>

Version:



OFFICE OF THE PROPERTY APPRAISER

Generated On : 5/11/2020

Property Information

Folio: 34-2115-000-0030

Property Address: 16345 NW 25 AVE

Full Legal Description
15 52 41 4.90 AC
S1/4 OF E1/2 OF NW1/4 OF NW1/4
LESS W25FT FOR ST
LOT SIZE 213444 SQUARE FEET
F/A/U 30-2115-000-0030

Sales Information			
Previous Sale	Price	OR Book-Page	Qualification Description

The Office of the Property Appraiser is continually editing and updating the tax roll. This website may not reflect the most current information on record. The Property Appraiser and Miami-Dade County assumes no liability, see full disclaimer and User Agreement at <http://www.miamidade.gov/info/disclaimer.asp>

Version:

Attachment "D"

LOT INFORMATION IN ACCORDANCE WITH RESOLUTION R-376-11 AND R-333-15 YWCA OF SOUTH FLORIDA, INC.

FOLIO	ANNUAL TAX REVENUE GENERATED	LOT SIZE	COMM DISTRICT	2019 MARKET VALUE	LEGAL DESCRIPTION	ZONING	ANNUAL COST TO MAINTAIN	ADDRESS	CIRCULATED TO COUNTY DEPARTMENTS	SURPLUS	DEED TYPE
342115000030	\$17,293.46	213,444 SQ FT	1	\$715,037	The S ¼ of the E ½ of the NW ¼ of the NW ¼ of Section 15, Township 52 South, Range 41 East, lying and being in Miami-Dade County, Florida, less the West 25 feet for street right-of-way.	R-1	\$14,112.00	16345 NW 25 AVE	YES 8/25/2017	YES RESOLUTION R-237-18	SPECIAL WARRANTY DEED 2/25/1982

ATTACHMENT "E"

Instrument prepared by and returned to:
Terrence A. Smith
Assistant County Attorney
Miami-Dade County Attorney's Office
111 N.W. 1st Street, Suite 2810
Miami, Florida 33128

Folio No: See Exhibit "A" attached.

COUNTY DEED

THIS COUNTY DEED (the "Deed"), made this _____ day of _____, 2020 by MIAMI-DADE COUNTY, a political subdivision of the State of Florida (hereinafter "County"), whose address is: Stephen P. Clark Center, 111 N.W. 1st Street, Miami, Florida 33128-1963, and YWCA-MG LLC, a Florida limited liability company, whose sole member is the YWCA SOUTH FLORIDA, INC., a Florida not-for-profit corporation ("YWCA"), whose address is 351 N.W. 5th Street, Miami, Florida 33128, its successors and assigns.

WITNESSETH that the County, for and in consideration of the sum of Ten Dollars and No/100 (\$10.00) to it in hand paid by YWCA, receipt whereof is hereby acknowledged, has granted, bargained, and sold to YWCA, their successors and assigns forever, the following described land lying and being in Miami-Dade County, Florida (hereinafter the "Property"):

As legally described in Exhibit "A" attached hereto and made a part hereof

THIS CONVEYANCE IS SUBJECT TO all zoning, rules, regulations and ordinances and other prohibitions imposed by any governmental authority with jurisdiction over the Property; existing public purpose utility and government easements and rights of way and other matters of record; taxes for the year of closing and subsequent years and the following restrictions (collectively the "deed restrictions"):

1. That the Property is being sold with a restriction requiring the development of the Property as affordable and workforce housing as set forth in section 125.379, Florida Statutes, to be rented or sold to very-low, low and moderate income households (as these terms are defined in section 420.0004, Florida Statutes), each of whose incomes do not exceed 120% of area median income ("Qualified Renters"). In addition to the affordable and workforce housing, the Property may also be developed with some supporting community space for youth and family programs, support services for economic empowerment and service coordination.

2. That in accordance with the federal Community Development Block Grant ("CDBG") program, which program requirements are set forth in 24 Code of Federal Regulations, Part 570, a minimum of 51% of the housing constructed on the Property shall be set aside for households whose income do not exceed of 80% of area median income ("AMI") for the County as reported by the United States Department of Housing and Urban Development ("HUD").
3. That at financial closing YWCA shall execute and record in the Public Records of Miami-Dade County a rental regulatory agreement, in a form approved by the County in its sole discretion, governing the rental of such housing which shall be a restrictive covenant as to the Property.
4. That the Property shall be developed within sixty (60) months of the recording of this Deed, as evidenced by the issuance of a final Certificate of Occupancy. Notwithstanding the foregoing restriction contained in this Paragraph 4, the County may, in its sole discretion, waive this requirement upon the Miami-Dade County Board of County Commissioners finding it necessary to extend the timeframe in which YWCA must complete the housing required herein. In order for such waiver by the County to be effective, it shall:
 - a. Be given by the County Mayor or the County Mayor's designee prior to the event of the reverter; and
 - b. Be evidenced by the preparation and recordation in the public records of Miami-Dade County, of a letter executed by the County Mayor or the County Mayor's designee granting such waiver and specifying the new time frame in which the YWCA must complete the housing. The letter by the County shall be conclusive evidence upon which any party may rely that the condition of the reverter has been extended to such date as specified in said waiver. If no waiver is recorded and a certificate of occupancy is not issued within sixty (60) months from the date of this Deed, any party may rely upon the fact that the reverter has occurred and that title has reverted to the County.
5. That YWCA shall not assign or transfer its interest in the Property or in this Deed absent consent of the Miami-Dade County Board of County Commissioners, with the exception of: any such assignment, transfer, or leasehold interest to an entity owned or controlled by YWCA South Florida, Inc., or any subsidiary or affiliate thereof.
6. That YWCA shall pay real estate taxes and assessments on the Property or any part thereof when due. YWCA shall not suffer any levy or attachment to be made, or any material or mechanic's lien, or any unauthorized encumbrance or lien to attach, provided, however, that YWCA may encumber the Property with:

- a. Any leasehold interest in accordance with paragraph 6 or mortgages including any leasehold mortgage(s) in favor of any institutional or government lender or any investor or for the purpose of financing any hard costs or soft costs relating to the construction of the Project in an amount(s) not to exceed the value of the Dwelling Units, landscaping, and other site improvements, all as provided in a site plan to be provided by YWCA (together, the "Improvements") as determined by an appraiser selected by YWCA; and
- b. Any mortgage(s) or leasehold mortgages in favor of any institutional lender or investor refinancing any mortgage of the character described in clause a) hereof, in an amount(s) not to exceed the value of the Improvements") as determined by an appraiser selected by YWCA.
- c. Any mortgage(s) or leasehold mortgages in favor of any lender that may go into default, lis pendens, foreclosure, deed in lieu of foreclosure, certificate of title or tax deed issued by the government or through court order.

Notwithstanding the foregoing, the deed restrictions set forth herein, including but not limited to the rental regulatory agreement, remain enforceable and in full force and effect, and can only be extinguished by the County. The deed restrictions, including the rental regulatory agreement, shall continue to run with the land notwithstanding the encumbrances permitted under this paragraph or any change in ownership, and shall apply to the "successors heirs and assigns" of YWCA.

7. The recordation, together with any mortgage purporting to meet the requirements of Paragraph 6(a) or 5(b) above, of a statement of value by a Member of the American Institute of Real Estate Appraisers (MAI) (or member of any similar or successor organization) selected by YWCA, stating the value of the Property is equal to or greater than the amount of such mortgages(s), shall constitute conclusive evidence that such mortgage meets such requirements, and that the right of any reverter hereunder shall be subject to and limited by, and shall not defeat, render invalid, or limit in any way, the lien of such mortgage, subject to the deed restrictions. For purposes of this paragraph an "institutional lender" shall mean any bank, savings and loan association, insurance company, foundation or other charitable entity, real estate or mortgage investment trust, pension funds, the Federal National Mortgage Association, agency of the United States Government or other governmental agency. In any event, the term "Institutional lender" shall be deemed to include Miami-Dade County and its respective successors and assigns.
8. If in the sole discretion of the County, if (a) YWCA ceases to exist prior to rental of the Dwelling Units to the Qualified Renters; (b) YWCA fails to rent the Dwelling Units within the rent limits described herein; (c) YWCA fails to close on its financing for the project contemplated herein within three (3) years of the date this Deed is recorded; (d) YWCA fails to construct the project contemplated herein within 60 months of the recording of this Deed; or (e) any other term of this Deed or deed restriction is not complied with,

YWCA shall correct or cure the default/violation within sixty (60) days of notification of the default by the County as determined in the sole discretion of the County. If YWCA fails to remedy such default within sixty (60) days, title to the subject Property shall revert to the County, at the option of the County upon written notice of such failure to remedy the default. Notwithstanding the foregoing, the County agrees, but shall have no obligation, to give any mortgagee or the YWCA's investor member(s) or partners, as applicable, notice of any default under this Deed, and such persons shall be extended an opportunity to cure such default, which cure period shall be a period of sixty (60) calendar days longer than the period to cure which is otherwise extended to YWCA. In the event of such reverter, YWCA shall immediately deed the Property back to the County, and the County shall have the right to immediate possession of such properties, with any and all improvements thereon, at no cost to the County. The effectiveness of such reverter shall take place immediately upon notice being provided by the County, regardless of the deed back to the County by YWCA. The County retains such reversionary interest in the Property, which right may be exercised by the County, at the option of the County, in accordance with this Deed. Upon such reversion, the County may file a Notice of Reversion evidencing same in the public records of Miami Dade County. Should the Property revert back to the County in accordance with this paragraph all leasehold interests, mortgages, and other encumbrances shall remain.

9. All conditions and deed restrictions set forth herein shall run with the land for a period of thirty years from the date of recordation of this Deed, and shall be binding on any subsequent successors, assigns, transferees, and lessees, of any interest, in whole or in part, in the Property.
10. Upon receiving proof of compliance with all of the Deed restrictions listed above, to be determined in the County's sole discretion, the County shall furnish YWCA with an appropriate instrument acknowledging satisfaction with all deed restrictions listed above. Such satisfaction of deed restrictions shall be in a form recordable in the Office of the Clerk of the Circuit Court of Miami-Dade County, Florida.

This grant conveys only the interest of the Miami-Dade County and its Board of County Commissioners in the Property herein described and shall not be deemed to warrant the title or to represent any state of facts concerning the same.

IN WITNESS WHEREOF Miami-Dade County has caused these presents to be executed in its name by its Board of County Commissioners acting by the Chairperson of the Board, the day and year aforesaid.

(OFFICIAL SEAL)

ATTEST:
HARVEY RUVIN, CLERK

MIAMI-DADE COUNTY, FLORIDA
BY ITS BOARD OF
COUNTY COMMISSIONERS

By: _____
Deputy Clerk

By: _____
Audrey M. Edmonson, Chairwoman

Approved for legal sufficiency:

By: _____
Terrence A. Smith
Assistant County Attorney

The foregoing was authorized by Resolution No. _____ approved by the Board of County Commissioners of Miami-Dade County, Florida, on the ___ day of _____, 2020.

IN WITNESS WHEREOF, YWCA-MG LLC, a Florida limited liability company, whose sole member is the YWCA SOUTH FLORIDA, INC., a Florida not-for-profit corporation, a Florida not-for-profit corporation, has caused this document to be executed by their respective and duly authorized representative on this 8th day of June, 2020, and it is hereby approved and accepted.

[Signature]
Witness/Attest

By: [Signature]
Name: KERRY ANN ROYES
Title: President/CEO

[Signature]
Witness/Attest

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

THE FOREGOING INSTRUMENT was acknowledged before me by means of physical presence or online notarization this 8th day of June, 2020 by KERRY ANN ROYES as CEO, on behalf of YWCA-MG LLC, a Florida limited liability company, whose sole member is the YWCA SOUTH FLORIDA, INC., a Florida not-for-profit corporation. S/he is personally known to me or has produced a Florida Driver's License No. N/A as identification.

[Signature]
Notary Public
State of Florida at Large

My Commission Expires:

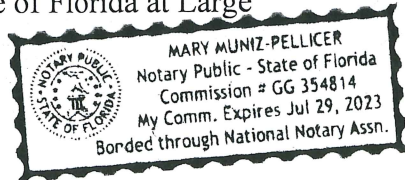


EXHIBIT A

FOLIO NUMBER

LEGAL DESCRIPTIONS

34-2115-000-0030	The S $\frac{1}{4}$ of the E $\frac{1}{2}$ of the NW $\frac{1}{4}$ of the NW $\frac{1}{4}$ of Section 15, Township 52 South, Range 41 East, lying and being in Miami-Dade County, Florida, less the West 25 feet for street right-of-way
------------------	--

EXHIBIT B
CDBG REPORTING FORM



PUBLIC HOUSING AND COMMUNITY DEVELOPMENT

GENERAL CDBG INTAKE ELIGIBILITY FORM

LIMITED INCOME (LMI) LIMITED CLIENTELE (LMC) / LIMITED JOBS (LMJ) / LIMITED HOUSING (LMH)

NAME:		PHONE:	
ADDRESS:		ZIP:	

Gender: Male Female **Ethnicity:** Hispanic Not Hispanic

Race (Please check the race category which applies to you):

<input type="checkbox"/> White	<input type="checkbox"/> Black/African American	<input type="checkbox"/> American Indian/Alaskan Native
<input type="checkbox"/> Asian	<input type="checkbox"/> Black/African American & White	<input type="checkbox"/> American Indian/Alaskan Native & White
<input type="checkbox"/> Asian & White	<input type="checkbox"/> Native Hawaiian/Other Pacific Islander	<input type="checkbox"/> Other: Multi Racial
<input type="checkbox"/> American Indian or Alaskan Native & Black/African American		

List Yourself and all Other Persons Occupying Home	Relationship	Gender	Age	Employed?
1.	Self			<input type="checkbox"/> Yes <input type="checkbox"/> No
2.				<input type="checkbox"/> Yes <input type="checkbox"/> No
3.				<input type="checkbox"/> Yes <input type="checkbox"/> No
4.				<input type="checkbox"/> Yes <input type="checkbox"/> No
5.				<input type="checkbox"/> Yes <input type="checkbox"/> No
6.				<input type="checkbox"/> Yes <input type="checkbox"/> No
7.				<input type="checkbox"/> Yes <input type="checkbox"/> No
8.				<input type="checkbox"/> Yes <input type="checkbox"/> No

INCOME VERIFICATION DATA

The assistance you receive is determined in part by the size of your household and your income. All income and assets will require verification before eligibility will be granted. Income includes all money coming into the household from all persons over 18 years old. Wages, salaries, tips, commissions; Self-employment income; Retirement, Survivor, or Disability pensions; Social Security or Railroad retirement; Supplemental Security Income, Aid to Families with Dependent Children (AFDC), Temporary Assistance to Needy Families (TANF), Food Stamps, or other public assistance, or public welfare programs; Interest, dividends, net rental income, or income from estates or trusts; and any other sources of income received regularly, including Veterans' (VA) payments, unemployment compensation, alimony, and child support must be disclosed.

Household Member	Source of Income	Gross Monthly Amount Received
1.		\$
2.		\$
3.		\$
4.		\$
5.		\$

Income Eligibility Acceptable Documentation: Copy of Pay Stubs (from previous employer), Aid to Families with Dependent Children (AFDC) or Temporary Assistance to Needy Families (TANF) Official Printout/letter, Food Stamp Official Printout/letter, Letter confirming amount of unemployment benefits received, proof of child support or alimony, proof of SSA/SSI or Veteran's Benefits, or proof of retirement income. **MUST ATTACH A COPY OF DOCUMENTS - NO EXCEPTIONS.**

I, the undersigned applicant, do hereby authorize _____ (Name of Agency) to verify my personal records, including wages, pensions, and investments. It is understood that this authorization is granted for the sole purpose of certifying my eligibility for federal financial assistance, and that all information acquired in this regard will remain confidential.

BY MY SIGNATURE, I ACKNOWLEDGE THAT ALL INFORMATION I HAVE PROVIDED IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE. I AM AWARE THAT IF I MAKE ANY WILLFUL FALSE STATEMENT IN THIS CERTIFICATION OR ANY OTHER DOCUMENTATION THAT I PROVIDE FOR PROGRAM ELIGIBILITY, I MAY BE PUNISHED WITH FINES OR IMPRISONMENT OF UP TO FIVE (5) YEARS, OR BOTH, UNDER SECTION 1001 OF TITLE 18, UNITED STATES CODE, AND I ALSO MAY BE SUBJECT TO CIVIL AND/OR ADMINISTRATIVE PENALTIES AND SANCTIONS.

Signature of Applicant

Date





**PUBLIC HOUSING AND COMMUNITY DEVELOPMENT
GENERAL CDBG INTAKE ELIGIBILITY FORM**

CDBG INCOME ELIGIBILITY	24 CFR 570.208	
Activity classified under family size and income	24 CFR 570.208(a)(2)(i)(B)	24 CFR 570.506(b)(3)(iii)
Activity is classified based on income eligibility requirements that restrict it exclusively to low- and moderate-income persons	24 CFR 570.208(a)(2)(i)(C)	24 CFR 570.506(b)(3)(iii)

DEFINITIONS / 24 CFR 570.3

Family means all persons living in the same household who are related by birth, marriage or adoption.

Household means all the persons who occupy a housing unit. The occupants may be a single family, one person living alone, two or more families living together, or any other group of related or unrelated persons who share living arrangements.

Income. For the purpose of determining whether a family or household is low- and moderate-income under subpart C of this part, grantees may select any of the three definitions listed below for each activity, except that integrally related activities of the same type and qualifying under the same paragraph of 570.208(a) shall use the same definition of income. The option to choose a definition does not apply to activities that qualify under 570.208(a)(1) (Area benefit activities), except when the recipient carries out a survey under 570.208(a)(1)(vi). Activities qualifying under 570.208(a)(1) generally must use the area income data supplied to recipients by HUD. The **three definitions** are as follows:

(i) Annual income as defined under the Section 8 Housing Assistance Payments program at 24 CFR 813.106 (except that if the CDBG assistance being provided is homeowner rehabilitation under 570.202, the value of the homeowner's primary residence may be excluded from any calculation of Net Family Assets); or

Estimate the annual income of a family or household by projecting the prevailing rate of income of each person at the time assistance is provided for the individual, family, or household (as applicable).

Estimated annual income shall include income from all family or household members, as applicable. Income or asset enhancement derived from the CDBG-assisted activity shall not be considered in calculating estimated annual income.

Low- and moderate-income household means a household having an income equal to or less than the Section 8 low-income limit established by HUD.

Low- and moderate-income person means a member of a family having an income equal to or less than the Section 8 low-income limit established by HUD. Unrelated individuals will be considered as one-person families for this purpose.

Low-income household means a household having an income equal to or less than the Section 8 very low-income limit established by HUD.

Low-income person means a member of a family that has an income equal to or less than the Section 8 very low-income limit established by HUD. Unrelated individuals shall be considered as one-person families for this purpose.

INSTRUCTIONS FOR IMPLEMENTING AGENCY

You must first seek third party verification. This is a verification that is received directly from the source of income. The request can be by mail, fax, or email. It must be clearly evidenced that it was received from the source.

FY 2019 INCOME LIMITS Effective April 24, 2019

Area Median Income (AMI): \$54,900				Please check the appropriate family size and income.			
✓	Family Size	✓	Extremely Low (30% of Median)	✓	Very Low (50% of Median)	✓	Low (80% of Median)
<input type="checkbox"/>	1	<input type="checkbox"/>	\$17,800	<input type="checkbox"/>	\$29,650	<input type="checkbox"/>	\$47,450
<input type="checkbox"/>	2	<input type="checkbox"/>	\$20,350	<input type="checkbox"/>	\$33,900	<input type="checkbox"/>	\$54,200
<input type="checkbox"/>	3	<input type="checkbox"/>	\$22,900	<input type="checkbox"/>	\$38,150	<input type="checkbox"/>	\$61,000
<input type="checkbox"/>	4	<input type="checkbox"/>	\$25,750	<input type="checkbox"/>	\$42,350	<input type="checkbox"/>	\$67,750
<input type="checkbox"/>	5	<input type="checkbox"/>	\$30,170	<input type="checkbox"/>	\$45,750	<input type="checkbox"/>	\$73,200
<input type="checkbox"/>	6	<input type="checkbox"/>	\$34,590	<input type="checkbox"/>	\$49,150	<input type="checkbox"/>	\$78,600
<input type="checkbox"/>	7	<input type="checkbox"/>	\$39,010	<input type="checkbox"/>	\$52,550	<input type="checkbox"/>	\$84,050
<input type="checkbox"/>	8	<input type="checkbox"/>	\$43,430	<input type="checkbox"/>	\$55,950	<input type="checkbox"/>	\$89,450

Warning: Title 18, US Code Section 1001, states that a person who knowingly and willingly makes false or fraudulent statements to any Department or Agency of the United States is guilty of a felony. State law may also provide penalties for false or fraudulent statements.



This material is available in an accessible format upon request.

CD/17/51712/V3

ATTACHMENT “F”

This Instrument Was Prepared By:
Terrence A. Smith
Assistant County Attorney
111 N.W. 1st Street, Suite 2810
Miami, Florida 33128

Record and Return to:

MIAMI-DADE COUNTY
RENTAL REGULATORY AGREEMENT

WHEREAS, pursuant to Resolution No. _____ adopted by the Miami-Dade County Board of County Commissioners, on _____, **MIAMI-DADE COUNTY**, a political subdivision of the State of Florida (hereinafter referred to as the “County”), whose address is 111 N.W. 1st Street, Miami, Florida 33128, is authorized to convey certain properties to **YWCA-MG LLC**, a Florida limited liability company, whose sole member is the **YWCA SOUTH FLORIDA, INC.**, a Florida not-for-profit corporation, its heirs, successors and assigns (hereinafter referred to as the “Owner”), whose address _____ for the purposes outlined in that certain County Deed, dated _____, 2020 and recorded in Official Records Book _____, Page _____ of the Public Records of Miami-Dade County, Florida, executed simultaneously with this Rental Regulatory Agreement (the “Agreement”); and

WHEREAS, in connection with receipt of the County Deed, the Owner agrees to maintain the rents at certain prescribed rates, as set forth in this Agreement,

NOW, THEREFORE, for and in consideration of Ten dollars (\$10.00), the promises and covenants contained in this Agreement and for other good and valuable consideration received and acknowledged this ____ day of _____, 20____, the Owner and the County hereby agree as follows:

PROPERTY ADDRESS:

LEGAL DESCRIPTION

OF PROPERTY: The real property legally described and attached hereto in Exhibit A and located in Miami-Dade County (hereinafter referred to as the "Property")

DWELLING UNITS: _____ units

WITNESSETH:

- I. Owner agrees with respect to the Property for the period beginning on the date of recordation of the Loan Documents, and ending on the last day of the thirtieth (30th) year after the year in which the Project is completed, that:
- a) Regardless of any maximum rent allowed, all the units must have rents which are equal to or less than _____% of annual incomes for households at _____% of median income adjusted for family size, minus tenant-paid utilities. Accordingly, the maximum initial approved rental rates for this property are indicated in Exhibit B attached hereto.
 - b) This Agreement shall be a recorded restrictive covenant on the Property, and all buildings and other improvements constructed or to be constructed thereon (collectively, the "Project"). The subject matter of this Agreement and the covenants set forth herein touch and concern the Property. It is the intent of the parties that this Agreement and the covenants set forth herein run with the Property. This Agreement shall be binding on the Property, the Project, and all portions thereof, and upon any purchaser, grantee, transferee, owner or lessee or any portion thereof, and on the heirs, executors, administrators, devisees, successors and assigns of any purchaser, grantee, owner or lessee and on any other person or entity having any right, title or interest in the Property, the Project, or any portion thereof, for the length of time that this Agreement shall be in force. Owner hereby makes and declares these restrictive covenants which shall run with the title to said Property and be binding on the Owner and its successors in interest, if any, for the period stated in the preamble above, without regard to payment or satisfaction of any debt owed by Owner to the County or the expiration of any Contract between the Owner and the County.
 - c) The above rentals will include the following services to each unit: **[INSERT TERMS]**
 - d) Owner agrees that upon any violation of the provisions of this agreement, the County, through its agent, the County may give written notice thereof to the Owner, by registered mail, at the address stated in this agreement, or such other address or addresses as may subsequently be designated by the Owner in writing to the County, and in the event Owner does not cure such default (or take measures reasonably satisfactory to the County to cure such default), within thirty (30) days after the date of notice, or within such further time as the County may determine is necessary for correction, the County may, without further notice, declare a default under the Mortgage and/or this Agreement, and effective upon the date of such default, the County may:

- i) Declare the whole indebtedness under the Note evidencing the Loan immediately due and payable and then proceed with foreclosure of the Mortgage;
- ii) Apply to any court, County, State or Federal, for any specific performance of this agreement; for an injunction against the violation of this agreement; or for such relief as may be appropriate since the injury to the County arising from a default remaining uncured under any of the terms of this agreement would be irreparable, and the amount of damage would be difficult to ascertain.

Notwithstanding the foregoing, the County hereby agrees that any cure of any default made or tendered by the Owner's investor limited partner/managing member, _____, shall be deemed to be a cure by Owner and shall be accepted or rejected on the same basis as if made or tendered by Owner. Copies of all notices which are sent to Owner under the terms of this Agreement shall also be sent to _____.

- e) Owner further agrees that it will, during the term of this Agreement: furnish each resident at the time of initial occupancy, a written notice that the rents to be charged for the purposes and services included in the rents are approved by the County pursuant to this Agreement; that they will maintain a file copy of such notice with a signed acknowledgment of receipt by each resident; and, that such notices will be made available for inspection by the County during regular business hours.
- f) Owner agrees that the unit shall meet the energy efficiency standards promulgated by the Secretary of the United States Department of Housing and Urban Development (hereafter "HUD").
- g) Owner agrees that all residential tenant leases of the Units shall (a) be for an initial term of not less than one year, (b) be renewed at the end of each term except for good cause or mutual agreement of Owner and residential tenant.

II. The County and Owner agree that rents may increase as median income increases as published by HUD. Any other adjustments to rents will be made only if the County (and HUD if applicable), in their sole and absolute discretion, find any adjustments necessary to support the continued financial viability of the project and only by an amount that the County (and HUD if applicable) determine is necessary to maintain continued financial viability of the project.

Owner will provide documentation to justify a rental increase request not attributable to increases in median income. Within thirty (30) days of receipt of such documentation, the County will approve or deny, as the case may be, in its sole and absolute discretion, all or a portion of the rental increase in excess of the amount that is directly proportional to the most recent increase in Median Annual Income. In no event, however, will any increase directly proportional to an increase in Median Annual Income be denied.

III. Except as otherwise noted, all parties expressly acknowledge that the County shall perform all actions required to be taken by Miami-Dade County pursuant to Paragraphs 4, 5, 6 and 7, hereof for the purpose of monitoring and implementing all the actions required under this Agreement.

In addition, thirty (30) days prior to the effective date of any rental increase, the Owner shall furnish the County with notification provided to tenants advising them of the increase.

I. Occupancy Reports.

The Owner shall, on an annual basis, furnish PHCD with an occupancy report, which provides the following information:

- A) At the end date of each reporting period, a list of all occupied apartments to include but not limited to the following:
 - 1. Composition of each resident family,
 - 2. Families moving into, already living in, or who have recently lived in Public Housing; or the Section 8 Rental Certificate, Rental Voucher, or Moderate Rehabilitation Programs,
 - 3. Income requirements,
 - 4. Eligibility factors, e.g. credit history, criminal background, etc.
 - 5. Demographic information to include racial and ethnic makeup of the tenants, and
 - 6. Steps taken to make the Property accessible to the disabled, including but not limited to the steps taken by the Owner to comply with all applicable laws and regulations such as the federal, state and local fair housing laws, the Americans with Disabilities Act and the Uniform Federal Accessibility Standards requirements.
- B) A list of all vacant apartments, as of the end date of the reporting period.
- C) The total number of vacancies that occurred during the reporting period.
- D) The total number of units that were re-rented during the reporting period, stating family size and income.
- E) The Owner shall upon written request of PHCD allow representatives of PHCD to review and copy any and all of tenant files, including but not limited to executed leases and tenant income information.

II. Inspections

Pursuant to 42 U.S.C. § 12755, the Owner shall maintain the Property in compliance with all applicable federal housing quality standards, receipt of which is acknowledged by the Owner, and contained in Sec. 17-1, et seq., Code of Miami-Dade County, pertaining to minimum housing standards (collectively, "Housing Standards").

- A) PHCD shall annually inspect the Property, including all dwelling units and common areas, to determine if the Property is being maintained in compliance with federal

Housing Quality Standards and any applicable Miami-Dade County Minimum Housing Codes. Annual inspections shall be at the rates and for the activities noted in the Rental Regulatory Agreement, Compliance, and Monitoring Unit Per Unit Cost Schedule attached as Exhibit C . Should the Owner be awarded funds through PHCD's request for application (RFA) process, said per unit cost in Exhibit C, shall be waived. The Owner will be furnished a copy of the results of the inspection within thirty (30) days, and will be given thirty (30) days from receipt to correct any deficiencies or violations of the property standards of the Miami-Dade County Minimum Housing Codes or Housing Standards.

- B) At other times, at the request of the Owner or of any tenant, PHCD may inspect any unit for violations to the property standards of any applicable Miami-Dade County Minimum Housing Codes or Housing Standards. The tenant and the Owner will be provided with the results of the inspection and the time and method of compliance and corrective action that must be taken.
- C) The dwelling units shall contain at least one bedroom of appropriate size for each two persons.

III. Lease Agreement, Selection Policy and Management Plan

Prior to initial rent-up and occupancy, the Owner will submit the following documents to PHCD:

- A) Proposed form of resident application.
- B) Proposed form of occupancy agreement.
- C) Applicant screening and tenant selection policies.
- D) Maintenance and management plan which shall include the following information:
 - 1. A schedule for the performance of routine maintenance such as up-keep of common areas, extermination services, etc.
 - 2. A schedule for the performance of non-routine maintenance such as painting and reconditioning of dwelling units, painting of building exteriors, etc.
 - 3. A list of equipment to be provided in each dwelling unit.
 - 4. A proposed schedule for replacement of dwelling equipment.
 - 5. A list of tenant services, if any, to be provided to residents.
- E) At any time (monthly, quarterly, annually), the Owner agrees that the County has the right to:
 - 1. Evaluate and test the Waiting List Policies.

2. Pull records to review and assess any and all abnormalities relative to the demographic mix. Ensure fair and equal access to the units were offered by the Owner and its agents.

The Owner agrees that the County has the right to refer eligible applicants for housing. The Owner shall not deny housing opportunities to eligible, qualified families, including those with Section 8 Housing Choice Vouchers, unless the Owner is able to demonstrate a good cause basis for denying the housing as determined by PHCD in its sole and absolute discretion.

Pursuant to the Miami-Dade Board of County Commissioners' Resolution No. R-34-15, the Owner, its agents and/or representatives, shall provide written notice to the County related to the availability of rental opportunities, including, but not limited to, the number of available units, bedroom size, and rental prices of such rental units at the start of any leasing activity, and after issuance of certificate of occupancy. The Owner, its agents and/or representatives shall also provide the County with the contact information for the Owner, its, agents and/or representatives.

IV. Affirmative Marketing Plan

- A) Owner shall forward to PHCD within fifteen (15) days of execution of this Agreement an Affirmative Marketing Program for PHCD's approval which incorporates the requirements as set forth by the County to attract and identify prospective renters or homebuyers (as applicable), regardless of sex, of all minority and majority groups, to the Project, particularly groups that are not likely to be aware of the Project. The Affirmative Marketing Program should include efforts designed to make such persons/groups aware of the available housing, including, but not limited to the following activities:
 1. Annually submit proof of advertising in a newspaper of general circulation, and newspapers representing significant minorities and non-English speaking persons in an effort to afford all ethnic groups the opportunity to obtain affordable housing; and
 2. The Owner shall provide proof of other special marketing efforts including advertising Multiple Listings Service (MLS) through a licensed real estate professional.
- B) The Affirmative Marketing Program shall be submitted to PHCD for approval at least every five (5) years and when there are significant changes in the demographics of the project or the local housing market area.

V. Financial Reports

- A) Annually, the Owner shall transmit to the County a certified annual operating statement showing project income, expenses, assets, liabilities, contracts, mortgage payments and deposits to any required reserve accounts (the "Operating Statement"). PHCD will review the Operating statement to insure conformance with all provisions contained in this Agreement.

- B) The Owner will create a reserve for maintenance to be funded \$300 per unit per year. This reserve may be combined with reserve accounts required by any other parties making loans to Owner and will be deemed satisfied by any deposits made by Owner in accordance with loan documents which contain a maintenance reserve requirement of at least \$300 per unit per year.

VI. Action By or Notice to the County

Unless specifically provided otherwise herein, any action to be taken by, approvals made by, or notices to or received by the County required by this Agreement shall be taken, made by, given or delivered to:

County Mayor
Miami-Dade County
111 NW 1st Street, 29th Floor
Miami, Florida 33128
Attn: County Mayor

Copy to:

Department of Public Housing and Community Development
701 N. W. 1 Court
14th Floor
Miami, Florida 33136
Attn: Director

Copy to:

Miami-Dade County Attorney's Office
111 N.W. 1 Street
Suite 2810
Miami, Florida 33128
Attn: Terrence A. Smith, Esq.

or any of their successor agencies or departments.

VII. Recourse:

In the event of a default by the Owner under this Agreement, Lender shall have all remedies available to it at law and equity.

VIII. Rights of Third Parties:

Except as provided herein, all conditions of the County hereunder are imposed solely and exclusively for the benefit of the County and its successors and assigns, and no other person shall have standing to require satisfaction of such conditions or be entitled to assume that the County will make advances in the absence of strict compliance with any or all conditions of County and no other person shall under any circumstances, be deemed to be a beneficiary of this Agreement or the loan documents associated with this Agreement, any provisions of which may be freely waived in whole or in part by the County at any time if, in their sole discretion, they deem it desirable to do so. In particular, the County make no representations and assume no duties or obligations as to third parties concerning the quality of the construction by the Owner of the Property or the absence therefrom of defects.

SIGNATURES APPEAR ON FOLLOWING PAGES

IN WITNESS WHEREOF, County and Owner have caused this Agreement to be executed on the date first above written.

By: _____
NAME AND TITLE

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

THE FOREGOING INSTRUMENT was acknowledged before me by means of physical presence or online notarization this _____ day of _____, 2020 by _____ as _____, on behalf of **YWCA-MG LLC**, a Florida limited liability company, whose sole member is the **YWCA SOUTH FLORIDA, INC.**, a Florida not-for-profit corporation. S/he is personally known to me or has produced a Florida Driver's License No. _____ as identification.

Notary Public
State of Florida at Large

My Commission Expires:

MIAMI-DADE COUNTY, FLORIDA

By: _____
COUNTY MAYOR OR DEPUTY MAYOR

ATTEST:

HARVEY RUVIN, CLERK

By: _____
DEPUTY CLERK

Approved as to form and legal sufficiency:

By: _____
Terrence A. Smith
Assistant County Attorney

EXHIBIT "A"

LEGAL DESCRIPTION

34-1133-001-0010	HARWOOD ACRES PB 52-83 ALL UNNUMBERED TRACT LESS BEG 975.48FTN & 1004FTE OF SW COR OF SEC TH N536.3FT M/L E TO E/L PB 52-83 S536.3FT M/L W TO POB
------------------	---

EXHIBIT B

Rents:

Number of Units	Type	Gross Rent	Utility	Net Rent

At the discretion of the County, up to twenty percent (20%) of the rental units, per project, may be designated for Housing Choice Voucher (Section 8) subsidy, either project-based or tenant-based. The Owner shall not deny housing opportunities to eligible, qualified Housing Choice Voucher (Section 8) applicants referred by the County, unless good cause is documented by the Owner and submitted to the County.

NOTE:

LOAN DOCUMENT INFORMATION TO BE PROVIDED FOLLOWING RECORDING OF MORTGAGE

Mortgage Document No: _____

Date Recorded: _____

Book Number: _____

Page Number: _____

County: MIAMI-DADE
State: FLORIDA

EXHIBIT C*

Public Housing and Community Development		
Rental Regulatory Agreement, Compliance, and Monitoring Unit		
Cost Per Unit*		
Fiscal Year 2019-2020		
Activity	Unit Cost**	Comments
Inspection	\$32.45	Housing Quality Standards Review
File Review	\$55.86	Eligibility, Income, and Rental Calculation Review
Administrative	\$32.78	Supervisory Oversight
Travel	\$5.74	Car and Public Transportation Pass
Overhead	\$8.59	Rent, Phone, Supplies
Total Per Unit Cost*	\$135.41	
**Cost shall increase at the rate of 3% each year.		
Examples:		
A: Cost to conduct a 10 Unit Review for a project would be \$1,354.14		
B: Cost to conduct a 30 Unit Review for a project would be \$4,062.42		

* *The Unit Cost in Exhibit C is a Fiscal Year 2019-20 sample for illustration purposes only. The applicable cost per unit schedule in each Rental Regulatory Agreement will match the amounts set for the respective fiscal year in which the Rental Regulatory Agreement is executed.*

** *The unit cost for each activity will increase by three percent each year.*