MEMORANDUM

Agenda Item No. 8(K)(4)

TO: Honorable Chairman Jose "Pepe" Diaz and Members, Board of County Commissioners

DATE: May 4, 2021

FROM: Geri Bonzon-Keenan, County Attorney

SUBJECT: Resolution authorizing the County Mayor to award up to $39,344,631.54 in Documentary Stamp Surtax and State Housing Initiatives Partnership funds and $5,510,828.46 in Home Investment Partnerships Program funds for purposes of developing affordable multi-family rental housing and providing homebuyer education and counseling services; and authorizing the County Mayor to execute amendments, shell contracts, loan documents and other transactional documents necessary to accomplish the purposes set forth herein, to shift funds and funding sources awarded to a project to any new entities created for the purpose of carrying out a project necessary to fulfill the objectives of the above programs, to subordinate and/or modify the terms of the contracts, agreements, amendments and loan documents, and to exercise termination, waiver, acceleration and other provisions

Resolution No. R-430-21

The accompanying resolution was prepared by the Public Housing and Community Development Department and placed on the agenda at the request of Prime Sponsor Commissioner Jean Monestime.

Gerald Sanchez for
Geri Bonzon-Keenan
County Attorney

GBK/uw

Memorandum MIAMI-DADE COUNTY

Date: May 4, 2021

To: Honorable Chairman Jose "Pepe" Diaz
and Members, Board of County Commissioners

From: Daniella Levine Cava
Mayor
Daniella Levine Cava

Subject: FY 2020 Documentary Stamp Surtax, State Housing Initiatives Partnership and Home Investment Partnerships Program Award Recommendations for Multi-Family Rental Housing Developments and Homebuyer Education and Counseling Services

---

Recommendation

It is recommended that the Board of County Commissioners (Board):

1. Approve the proposed funding recommendations in an amount up to $44,855,460.00 for the FY 2020 Request for Applications (RFA) for the Documentary Stamp Surtax (Surtax), State Housing Initiatives Partnership (SHIP) and Home Investment Partnerships Program (HOME) programs identified in Exhibits A and C. Activities recommended for funding include multi-family rental countywide developments, public housing developments, elderly developments, and small developments, and homebuyer education and counseling services;
2. Authorize the County Mayor or County Mayor's designee to award funds to the applicants identified in Exhibits A and C and to execute all letters of commitment, contracts, agreements, and amendments pursuant to the proposed Surtax, SHIP and HOME funding recommendations, and to shift funds and funding sources awarded to a project to any new entities created for the purpose of carrying out a project necessary to fulfill the objectives of the above programs; and
3. Authorize the County Mayor or County Mayor's designee, upon a determination that such actions are in the best interest of the County, to subordinate and/or modify the terms of contracts, agreements, amendments and loan documents so long as such modifications are approved by the County Attorney's Office as to legal form and sufficiency and are not substantially inconsistent with this resolution and to exercise the termination, waiver, acceleration, or other provisions set forth therein.

Scope

This item recommends funding for new construction of affordable rental housing in multiple locations county-wide and recommends funding for homebuyer education and counseling services. The item has a countywide impact to residents of all 13 Commission districts. Exhibits A and C contain the scores for each application and proposed funding recommendations.

Delegation of Authority

This item requests a delegation of authority to authorize the County Mayor or the County Mayor's designee to execute all letters of commitment, contracts, agreements, subordinations, modifications and amendments pursuant to the proposed Surtax, SHIP and HOME funding recommendations, and to shift funds and funding sources awarded to a project to any new entities created for the purpose of carrying out a project necessary to fulfill the objectives of the above programs. Additionally, the County Mayor or the County Mayor's designee may subordinate and/or modify the terms of contracts, agreements, amendments and loan documents.

Fiscal Impact/Funding Source

The award of Surtax, SHIP and HOME funds will not have a negative fiscal impact on the County's General Fund. Table 1 summarizes the proposed use of FY 2020 Surtax, SHIP and HOME funding for those applications that met minimum threshold and were forwarded for scoring by the evaluation/selection committee.

Table 1: FY 2020 PROPOSED SURTAX/SHIP/HOME FUNDING ALLOCATIONS			
Categories	**Amount Requested**	**Amount Available**	**Amount Recommended**
Multi-Family Rental Countywide Developments; Multi-Family Workforce Housing Developments; Multi-Family Elderly Housing Developments; Small Developments; Public Housing Developments	$75,306,526.18	$43,805,460.00	$43,805,460.00
Homebuyer Education and Counseling Services	$1,050,000.00	$1,050,000.00	$1,050,000.00
Total			**$44,855,460.00**

Track Record/Monitor

Michael Liu, Director, Public Housing and Community Development Department (Department), will monitor all Surtax, SHIP and HOME activities. The Department will continue to monitor the projects to ensure compliance with State and County guidelines and policies.

Background

The FY 2020 Housing RFA was made available on June 15, 2020, with a due date of July 31, 2020. The public was advised of the application process through notice postings via the Department's website and through the Department's developers email distribution list. Prior to the issuance of the RFA, the Department solicited comments on a draft version from the public via two virtual developer roundtable meetings held on March 6, 2020 and May 15, 2020. Proposals that met the threshold requirements were reviewed and scored by an evaluation/selection committee appointed by the Mayor. Additionally, technical assistance was provided to the committee by both the Department and AmeriNat, one of the County's credit underwriting consultants that was procured through a Request for Price Quotes.

The FY 2020 Surtax/SHIP/HOME and Homebuyer Education and Counseling RFAs was issued with a total of $32,900,000.00 in available funding. This amount included $32,000,000.00 of funding for housing development categories and $900,000.00 for homebuyer education and counseling services. The Department augmented amounts published in the FY 2020 Surtax/SHIP/HOME RFA with an additional $11,294,631.54 in Surtax/SHIP funding and an additional $510,828.46 in HOME funding to fund all applicants that met the RFA criteria, ensuring a wide range of housing is made available throughout the County.

Surtax, SHIP and HOME funds in the FY 2020 RFA are targeted for those projects requiring "gap" financing for developments. The eligible funding categories in the RFA included multi-family rental countywide, multi-family workforce housing developments, small developments, elderly housing developments, and public housing developments and homebuyer education and counseling services. The total combined requested Surtax, SHIP and HOME funds for all 32 applications was $76,356,526.18.

A total of 25 housing development applications were received. However, only 12 of the 25 applications met the established threshold requirements as detailed in the RFA and at the developer's roundtable meetings. The 12 applications that met the threshold requirements were forwarded to the evaluation/selection committee for scoring, as detailed in Exhibit A. One of the 12 scored applications, Metro Grande III, submitted by Cornerstone Group Partners, LLC, did not meet the minimum scoring criteria of 70 base points before the addition of bonus points. The remaining 11 applications are recommended for full funding of the requested gap amounts.

Exhibit B lists the 13 housing development applications that did not meet the RFA's threshold requirements set forth in the RFA and therefore, were not forwarded to the evaluation/selection committee for scoring. All applicants were given the opportunity to review their applications and discuss the evaluation results with Department staff from January 5 through January 8, 2021.

Funding recommendations for affordable housing developments are subject to a full credit underwriting analysis and subsidy layering review, which shall be completed with a favorable recommendation, prior to contract negotiations and execution. Upon approval of this item and successful completion of underwriting, PHCD will issue a conditional loan commitment included and identified as Exhibit D.

A total of seven Homebuyer Education and Counseling applications were received. All seven applications met the threshold requirements specified in the RFA, and were scored by the evaluation/selection committee. The scores for each application, and the service area covered by the activity location for each application are detailed in Exhibit C. Of the 7 applications, all are recommended for up to $150,000.00 in SHIP funding as detailed in Exhibit C. The Department augmented amounts published in the FY 2020 Homebuyer Education and Counseling RFA with an additional $150,000.00 in SHIP and/or other funding sources available.

A due diligence review is required pursuant to Resolution No. R-630-13 to make efficient and transparent use of funds for much needed services to the County's residents. The required review was conducted and there are no findings to report for the entities that are recommended for funding.

Morris Copeland
Chief Community Services Officer

MEMORANDUM
(Revised)

TO: Honorable Chairman Jose "Pepe" Diaz and Members, Board of County Commissioners

DATE: May 4, 2021

FROM: Geri Bonzon-Keenan
County Attorney

SUBJECT: Agenda Item No. 8(K)(4)

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. 8(K)(4)
5-4-21

RESOLUTION NO. R-430-21

RESOLUTION AUTHORIZING THE COUNTY MAYOR OR THE COUNTY MAYOR'S DESIGNEE TO AWARD UP TO $39,344,631.54 IN DOCUMENTARY STAMP SURTAX AND STATE HOUSING INITIATIVES PARTNERSHIP FUNDS AND $5,510,828.46 IN HOME INVESTMENT PARTNERSHIPS PROGRAM FUNDS FOR PURPOSES OF DEVELOPING AFFORDABLE MULTI-FAMILY RENTAL HOUSING AND PROVIDING HOMEBUYER EDUCATION AND COUNSELING SERVICES; AND AUTHORIZING THE COUNTY MAYOR OR COUNTY MAYOR'S DESIGNEE TO EXECUTE AMENDMENTS, SHELL CONTRACTS, LOAN DOCUMENTS AND OTHER TRANSACTIONAL DOCUMENTS NECESSARY TO ACCOMPLISH THE PURPOSES SET FORTH HEREIN, TO SHIFT FUNDS AND FUNDING SOURCES AWARDED TO A PROJECT TO ANY NEW ENTITIES CREATED FOR THE PURPOSE OF CARRYING OUT A PROJECT NECESSARY TO FULFILL THE OBJECTIVES OF THE ABOVE PROGRAMS, TO SUBORDINATE AND/OR MODIFY THE TERMS OF THE CONTRACTS, AGREEMENTS, AMENDMENTS AND LOAN DOCUMENTS, AND TO EXERCISE TERMINATION, WAIVER, ACCELERATION AND OTHER PROVISIONS

WHEREAS, this Board desires to accomplish the purposes outlined in the accompanying memorandum,

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

Section 1. This Board ratifies and adopts the matters set forth in the accompanying justification memorandum as fully set forth herein.

Section 2. This Board authorizes the County Mayor or the County Mayor's designee to award up to $39,344,631.54 in Documentary Stamp Surtax funds and State Housing Initiatives Partnership funds, and $5,510,828.46 in Home Investment Partnerships Program funds as identified in Exhibits A and C, which are attached hereto and incorporated herein by reference. A list of applicants that did not meet threshold requirements to receive funding are identified in Exhibit B, which is attached hereto and incorporated herein by reference.

Section 3. This Board authorizes the County Mayor or County Mayor's designee to execute all standard shell contracts, amendments, standard shell documents and other agreements necessary to accomplish the purposes of this resolution and to exercise the cancellation and other provisions contained therein, and to shift funds and funding sources awarded to a project to any new entities created for the purpose of carrying out a project necessary to fulfill the objectives of the above programs. This Board further authorizes the County Mayor or the County Mayor's designee to issue conditional loan commitment letters, in generally the form attached hereto as Exhibit D, and incorporated herein by reference. This Board further authorizes the County Mayor or County Mayor's designee, upon a determination that such actions are in the best interest of the County, to subordinate and/or modify the terms of contracts, agreements, amendments and documents so long as such modifications are approved by the County Attorney's Office as to legal form and sufficiency and are not substantially inconsistent with this resolution and to exercise the termination, waiver, acceleration, or other provisions set forth therein.

The foregoing resolution was offered by Commissioner **Sally A. Heyman**, who moved its adoption. The motion was seconded by Commissioner **Rebeca Sosa** and upon being put to a vote, the vote was as follows:

Jose 'Pepe' Diaz, Chairman **aye**
Oliver G. Gilbert, III, Vice-Chairman **aye**

Sen. René García	**aye**	Keon Hardemon	**absent**
Sally A. Heyman	**aye**	Danielle Cohen Higgins	**aye**
Eileen Higgins	**aye**	Joe A. Martinez	**aye**
Kionne L. McGhee	**aye**	Jean Monestime	**aye**
Raquel A. Regalado	**aye**	Rebeca Sosa	**aye**
Sen. Javier D. Souto	**aye**		

The Chairperson thereupon declared the resolution duly passed and adopted this 4th day of May, 2021. 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: **Melissa Adames**
Deputy Clerk

Approved by County Attorney as
to form and legal sufficiency.

Shannon Summerset-Williams
Brenda Kuhns Neuman

EXHIBIT A - FY 2020 SURTAX/SHIP/HOME FUNDING RECOMMENDATIONS

Binder #	Agency/Entity/ Organization Name	Legal Name	Activity Title/ Development Name	Activity Location	Development Type	Comm. Dist.	# of Units	Score	Surtax/SHIP Funding Requested	HOME Funding Requested	Total Funding Recommended
MULTI-FAMILY RENTAL - COUNTYWIDE											
20-15	Atlantic Pacific Communities, LLC.	Northside Property III, Ltd.	**Northside Transit Village 3**	3160 NW 79th Street, Miami, FL 33147	High Rise New Construction	2	200	**143**	**$6,000,000**	**$2,000,000**	**$8,000,000**
20-03	Atlantic Pacific Communities, LLC.	Brownsville Village Ltd.	**Brownsville Transit Village V**	NW 29th Avenue and NW 51st Terrace Miami, FL 33142	High Rise New Construction	3	120	**127.8**	**$4,800,000**		**$4,800,000**
20-21	Related Urban Development Group (RUDG, LLC)	Brisas Del Este Apartments, LLC.	**Brisas Del Este Apartments**	3000 NW 18th Avenue, Miami, FL 33142	High Rise New Construction	3	161	**125**	**$489,171.54**	**$3,510,828.46**	**$4,000,000**
20-04	Carrfour Supportive Housing, Inc.	Carrfour Supportive Housing, Inc.	**Northside Commons**	8301 NW 27th Avenue, Miami, FL 33147	High Rise New Construction	2	80	**116**	**$575,000**		**$575,000**
20-17	POAH Cutler Manor II, LLC.	POAH Cutler Manor II, LLC.	**Cutler Manor II**	SE side of SW 216th Street and SW 119th Avenue, Miami, FL 33170	Mid Rise Townhomes/ New Construction	9	113	**113**	**$1,282,460**		**$1,282,460**
20-14	New Urban Development, LLC.	The Villages Apartments, LLC.	**The Villages Apartments, Phase II**	NW 69th Street and NW 10th Avenue, Miami, FL 33150	High Rise New Construction	3	120	**105.6 Tie Break Win**	**$4,788,000**		**$4,788,000**
20-25	SMA II Developers LLC.	Superior Manor Phase II, LLC.	**Superior Manor II**	2349 NW 51st St. Miami, FL 33142	High Rise New Construction	3	76	**105.6**	**$3,030,000**		**$3,030,000**
20-02	New Urban Development, LLC.	2901 Wynwood, LLC.	**View 29**	2901 NW 2nd Avenue; 167, 175, 181 NW 29th street, Miami. FL 33127	High Rise New Construction	3	116	**88.6**	**$5,780,000.00**		**$5,780,000.00**
Total Recommended Funding (Surtax/SHIP/HOME) - Multi-Family County Wide:									**$26,744,631.54**	**$5,510,828.46**	**$32,255,460.00**

Binder #	Agency/Entity/ Organization Name	Legal Name	Activity Title/ Development Name	Activity Location	Development Type	Comm. Dist.	# of Units	Score	Surtax/SHIP Funding Requested	HOME Funding Requested	Total Funding Recommended
SMALL DEVELOPMENTS											
20-10	Housing Authority of the City of Miami Beach	Housing Authority of the City of Miami Beach	**Eleven44**	1144 Marseille Drive Miami Beach, FL 33141	Mid-Rise New Construction	4	22	**96**	**$1,300,000**		**$1,300,000**
Total Recommended Funding (Surtax/SHIP/HOME) - Small Developments:									**$1,300,000**		**$1,300,000**
MULTI-FAMILY RENTAL - ELDERLY HOUSING											
20-22	New Urban Development, LLC.	Serenity Grove, LLC.	**Serenity Grove**	18330 NW 12th Avenue, Miami Gardens, FL 33169	Elderly Mid-Rise New Construction	1	150	**84.6**	**$3,750,000**		**$3,750,000**
Total Recommended Funding (Surtax/SHIP/HOME) - Multi-Family Elderly Housing:									**$3,750,000**		**$3,750,000**
MULTI-FAMILY RENTAL - PUBLIC HOUSING											
20-08	Atlantic Pacific Communities, LLC.	Culmer Apartments, Ltd.	**Culmer Apartments**	South side of NW 10th Street and NW 5th Avenue; both the SW and SE intersections of NW 6th Street and NW 4th Court, Miami, FL 33136	Public Housing/RAD conversion New Construction	3	239	**130.6**	**$6,500,000**		**$6,500,000**
Total Recommended Funding (Surtax/SHIP/HOME) - Multi Family Public Housing:									**$6,500,000**		**$6,500,000**
Total Recommended Funding (Surtax/SHIP/HOME) all categories:									**$38,294,631.54**	**$5,510,828.46**	**$43,805,460.00**

FY 2020 SURTAX/SHIP/HOME RFA THRESHOLD ANALYSIS Exhibit B

	Binder #	Activity Title/ Development Name	Leveraging	Organizational Capacity	Financial Capacity	Track Record	Site Control	Subsidy per Unit	Green Cert	Resp Contractor Affidavit	Due Diligence	Funding Cap	TDC limits	Application Funding Request Cap	DSC Ratio	Credit Underwriting Recommendation
	MULTI-FAMILY RENTAL - COUNTYWIDE															
1	20-01	Island Gate Garden Apartment	NO	YES	YES	YES	YES	YES	NO	YES	YES	YES	YES	YES	1.54	NO
2	20-05	Magnolia Elderly Phase I	NO	YES	YES	YES	YES	YES	NO	YES	YES	YES	YES	YES	5.44	NO
3	20-06	Palm Villas Apartments	NO	YES	YES	YES	YES	YES	YES	YES	YES	NO	YES	NO	3.67	NO
4	20-16	Pinnacle Gardens	NO	YES	YES	YES	YES	YES	YES	YES	YES	YES	YES	YES	1.17	NO
5	20-18	Quail Roost Transit Village I	NO	YES	YES	YES	YES	YES	YES	YES	YES	YES	YES	YES	1.34	NO
6	20-19	Wynwood View Apartments	NO	YES	NO	YES	YES	YES	NO	YES	YES	YES	YES	YES	1.35	NO
7	20-20	Wynwood View Apartments	NO	YES	NO	YES	YES	YES	NO	YES	YES	YES	YES	YES	1.35	NO
8	20-24	Stadium Tower Apartments	NO	YES	YES	YES	YES	YES	YES	YES	YES	YES	YES	YES	1.10	NO
9	20-26	Edison Towers Apartments	NO	YES	YES	YES	YES	YES	NO	NA	YES	YES	YES	YES	2.03	NO

	Binder #	Activity Title/ Development Name	Leveraging	Organizational Capacity	Financial Capacity	Track Record	Site Control	Subsidy per Unit	Green Cert	Resp Contractor Affidavit	Due Diligence	Funding Cap	TDC limits	Application Funding Request Cap	DSC Ratio	Credit Underwriting Recommendation
10	20-12	Keystone Havana Club	NO	YES	NO	YES	YES	YES	NO	YES	YES	YES	YES	YES	**	NO
11	20-09	3685 Grand	NO	YES	YES	YES	YES	YES	YES	NA	YES	YES	NO	YES	1.23	NO
12	20-11	Casa de Rosita Townhomes	NO	NO	NO	YES	NO	**	NO	NA	YES	**	**	**	**	NO
13	20-07	Li'l Abner II Apartments	NO	YES	YES	YES	NO	YES	YES	YES	YES	YES	YES	YES	1.50	NO
14	20-13	Metro Grande III	YES	YES	YES	YES	YES	YES	YES	YES	YES	YES	YES	YES	1.56	Did not meet minimum scoring criteria
15	20-23	Slate Miami	YES	YES	YES	YES	YES	YES	NO	YES	YES	YES	YES	YES	1.12	NO

Exhibit C

FY2020 HOMEBUYER EDUCATION AND COUNSELING FUNDING RECOMMENDATIONS

Binder #	Agency/Organization Name	Activity Title	Activity Location	Funding Requested	Funding Recommended	Score
HOMEBUYER EDUCATION AND COUNSELING						
20-36	Trinity Empowerment Consortium, Inc.	Homebuyer Education and Counseling 2020	11885 SW 216th Street, Suite A Front, Goulds, FL 33170	$150,000	$150,000	100
20-32	Neighborhood Housing Services of South Florida	WOW Housing Miami-Dade	300 NW 12th Avenue, Miami, FL 33128	$150,000	$150,000	98
20-30	Centro Campesino Farmworker Center	Homebuyer Education and Counseling 2020	35801 SW 186 Ave, Florida City, FL 33034	$150,000	$150,000	97
20-33	NID-HCA Florida Felton dba Experts Resource Community Center, Inc.	Homebuyer Education and Counseling 2020	610 NW 186 Street, Suite 202, Miami Gardens, FL 33169	$150,000	$150,000	97
20-35	Real Estate Education and Community Housing Inc.	Homebuyer Education and Counseling 2020	2224 NW 82 Avenue, Doral, FL 33122	$150,000	$150,000	95
20-31	Housing Foundation of America, Inc.	Homebuyer Education and Counseling 2020	16201 NW 95th Avenue, Suite 214, Miami, FL 33157	$150,000	$150,000	92
20-34	Opa Locka Community Development Corp.	Housing and Counseling Services 2020	490 Opa Locka Blvd., Suite 20, Opa Locka, FL 33054	$150,000	$150,000	82
			Total Funding Requested:	**$1,050,000**		
			Total Homebuyer Education and Counseling Available Funding:	**$1,050,000**		
			Total Funding Recommended:		**$1,050,000**	

Exhibit D

Miami-Dade County
Conditional Loan Commitment

Date

To: _________________ (the "Borrower")

Re: _________________ (Project Name/the "Property")

Type: _________________

Dear Borrower:

We are pleased to advise you that on ________ **2021**, the Board of County Commissioners (BCC) approved a Conditional Loan Commitment for development activity at the above-listed property (the "Property"). The loan is conditionally committed for the payment of hard construction cost as a portion of the development costs to construct the affordable housing units on the Property. This Conditional Loan Commitment is made based upon the application submitted by Borrower and is subject to the following terms and conditions:

Borrower: _____________, or related entity

Project: _____________, a __-unit, ____ style affordable housing community located at ____ in Miami-Dade County, FL _____, in Commission District _________. The development which will serve households with incomes at and below __% of area median income ("AMI"). See the conditions below regarding applicable AMI for residents based upon the source of funds for the Loan.

Loan Amount: The loan shall be in an amount of not-to-exceed **$________** as approved by the BCC in Resolution **No. R- -21** for **$________** and includes all terms and conditions of such BCC approval, including project scope, activity type and, for federal funds, national objective to be achieved (the "Loan"). The loan amount may be decreased as determined by the Mayor or the Mayor's designee, based upon Underwriting (defined below) and information and documentation provided by Borrower.

Conditions: The Loan is conditioned upon the terms, conditions and requirements set forth below (the "Conditions"). The County shall not issue a final unconditional loan commitment, enter into a funding contract, close on the Loan or disburse the Loan funds until all the Conditions are met.

Collateral: Upon satisfaction of the Conditions, Miami-Dade County (County) and Borrower will enter into a funding contract and loan agreement. The Loan shall be evidenced by a promissory note and secured by a construction/permanent mortgage with assignment of leases and rents, a collateral assignment of leases and rents, a collateral assignment of construction documents, a rental regulatory agreement (where applicable), and any other security or collateral as deemed appropriate by the Mayor or Mayor's designee, in his or her sole discretion, with approval of the County Attorney's Office. Borrower shall additionally be required to provide the County with an environmental indemnification agreement, a UCC-1, title affidavit, partnership affidavit (if applicable), corporate resolution approving the loan documents, opinion of counsel, certification of borrower to borrower's counsel, and title policy making the County an insured. The Collateral shall be determined based upon financial feasibility and subsidy layering underwriting to be performed by County staff in an internal process and by an independent underwriter and paid for by Borrower ("Underwriting") following review of a current title search. Additional forms of security may be required if liens, encumbrances, restrictions or covenants exist on the Property which the Mayor or Mayor's designee determines, in his or her sole discretion, threaten the County's Collateral. The Mayor or Mayor's designee shall determine, in his or her sole discretion and in consultation with the County Attorney's Office, whether the Collateral provided by Borrower is sufficient to close and disburse the Loan.

Interest Rate: Loan terms, including the interest rate, are those set forth in the FY 2020 Surtax/SHIP/HOME Request for Applications (RFA) for Multi-family rental projects. Those terms are **0%** interest during construction - years 1 and 2-and ___ **%** interest-only payments for years 3–30 from development cash flow, with another ___**%** interest accruing and due at maturity. Full principal is due at maturity; and as modified prior to closing by the Mayor or Mayor's designee in accordance with the results of Underwriting.

Repayable: There will be no penalty for prepayment of the Loan (payment of Loan balance before the end of the repayment term). Repayment terms are those set forth in the FY 2020 Surtax/SHIP/HOME RFA for repaid loan funds in accordance with Section 17-02 of the Code. All terms may be modified prior to closing by the Mayor or Mayor's designee in accordance with the results of Underwriting. The prepayment of any Loan shall not affect the term of affordability set forth in the Rental Regulatory Agreement or in any of the other Loan Documents.

Term: The Loan will be for 30 years, or as may be established prior to closing by the Mayor or Mayor's designee in accordance with the results of Underwriting.

Conditions:

1. Underwriting, as explained above, shall include financial feasibility review, subsidy layering review, and credit review. Underwriting is performed to protect the County's scarce affordable housing funds and is performed to ensure that the Project has sufficient financing to be completed timely and that the Project is not over-subsidized, meaning the Loan is not needed or the Loan Amount is too high. The County reserves the right to reduce the Loan Amount subject to Underwriting. The County further reserves the right to refuse to issue a final, unconditional loan commitment to Borrower or to enter into a contract for the Loan or to close on the Loan in the event that Underwriting determines that the project is financially unfeasible or otherwise is unfeasible. The costs of Underwriting are to be paid by Borrower.
2. Borrower must prove control of the Property through purchase or lease, as evidenced by a deed or lease and recorded memorandum of lease in Borrower's name. Absence of any threat of foreclosure, taking by eminent domain, or pending bankruptcy are additionally required.
3. Borrower must provide the County with written financing commitments showing committed financing for the entire Development Cost of the Project, including any gaps between the Loan and the overall costs to develop the Project. The Development Cost of the Project means the total cost of completing the entire Project, from acquisition to the issuance of Certificate of Occupancy, including but not limited to the costs for acquisition, design and planning, zoning and variances, financing costs, legal costs, construction, and permitting. In the event of a dispute as to what amount constitutes the actual Development Cost, Borrower and County will use the amount determined by Underwriting to be the Development Cost.
4. Conformance of the Project with the County legislation approving the Loan.

5. Complete plans and specifications of the Project.
6. Payment and performance bond in the amount of the entire construction budget or otherwise in conformance with applicable law. Where a payment and performance bond are not required by law, the Mayor or Mayor's designee may alternatively accept – at the Mayor or Mayor's designee's sole discretion – a letter of credit in an amount acceptable to the Mayor or Mayor's designee.
7. Appraisal of the Property showing that the value of the Project and Property, when completed, exceeds the total amount of debt from all sources to be secured by the Project, unless waived by the Mayor or Mayor's designee.
8. A Phase I environmental report requiring no further action.
9. Such other conditions which are customary and reasonable for a loan of this nature, such as adhering to all Federal, State and local regulations, ordinances, codes and standards.
10. Meeting all requirements of the State Housing Initiatives Partnership ("SHIP"), Documentary Surtax or Home Investment Partnerships Program ("HOME") program, as applicable, and County resolutions and ordinances governing affordable housing development.
11. Compliance with Resolution No. R-346-15, establishing a maximum total development cost per unit; and, where applicable, Resolution No. R-343-15, establishing a maximum amount of total development costs that may be paid with Documentary Surtax funds.
12. The Loan, if SHIP or Surtax funds, may only be used for the development of affordable housing for residents with household incomes not greater than 140% of AMI. The Loan, if HOME or CDBG funds, may only be used for the development of affordable housing for residents with household incomes not greater than 80% of AMI.

This Conditional Loan Commitment will expire in six (6) months if not extended by Miami-Dade County. An extension of this Conditional Loan Commitment may be granted at the sole and absolute discretion of Miami-Dade County. Any extension granted will be contingent upon compliance with and in accordance with Resolution No. R-232-14, as applicable and must be signed by the Mayor or Mayor's Designee to be valid. If the loan does not close prior to the expiration or extension of this Conditional Loan Commitment, the funds will be subject to recapture and allocated to other projects. This Conditional Loan Commitment is not assignable. This Conditional Loan Commitment is the sole and complete agreement between the parties as to the terms of the Loan described herein. The terms of this Conditional Loan Commitment may only be changed in writing in a document signed by the Mayor or the Mayor's designee. No representations, written or verbal, of Miami-Dade County employees, or others purporting to act on behalf of Miami-Dade County, may change the terms of this Commitment.

Miami-Dade County wishes to thank you for your proposal and the opportunity to provide financing for this development, and we look forward to closing this transaction.

Sincerely,

Miami-Dade County

____
Daniella Levine Cava, Mayor

Date: ____________________

c: Morris Copeland, Chief Community Services Officer

Approved as to Form and Legal Sufficiency

____
Assistant County Attorney

Date ______________________________