MEMORANDUM

Agenda Item No. 8(K)(2)

TO: Honorable Chairman Oliver G. Gilbert, III and Members, Board of County Commissioners

DATE: June 21, 2023

FROM: Geri Bonzon-Keenan
County Attorney

SUBJECT: Resolution approving a loan to Centennial Management Corporation, or related entity, in an amount not to exceed $1,110,789.00 of documentary stamp surtax program (surtax) funds, for development of the Cordova Estates Housing Development; authorizing the County Mayor to execute a conditional loan commitment and standard shell contracts, standard shell loan documents, amendments and other documents or agreements necessary to accomplish the purposes of this resolution; and authorizing the County Mayor to subordinate or modify the terms of contracts, amendments and loan documents, and to exercise the termination, waiver, acceleration and other provisions therein

RESCINDED BY RESOLUTION NO. R-1021-25 AT THE BOARD OF COUNTY COMMISSIONER'S MEETING OF OCTOBER 21, 2025

Resolution No. R-521-23

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 Kionne L. McGhee.

For

Geri Bonzon-Keenan
County Attorney

GBK/gh

Memorandum

MIAMI-DADE COUNTY

Date: June 21, 2023

To: Honorable Chairman Oliver G. Gilbert, III
and Members, Board of County Commissioners

From: Daniella Levine Cava
Mayor

Daniella Levine Cava

Subject: Allocate $1,110,789.00 in Prepaid Documentary Stamp Surtax (Surtax) Loan Funds to Centennial Management Corporation, or Related Entity, for Development of the Cordova Estates Affordable Housing Project

---

Executive Summary

The purpose of this item is to seek approval of the Board of County Commissioners (Board) to loan $1,110,789.00 in Documentary Stamp Surtax Program (Surtax) funds from prepaid loans from a prior completed affordable housing project to Centennial Management Corporation or related entity (Centennial Management) for the development of the Cordova Estates affordable housing project. The project is a 190-unit development for households earning from 30% up to 70% Area Median Income (AMI).

Recommendations

It is recommended that the Board:

1. Allocate $1,110,789.00 of Surtax funds from prepaid loans from a prior completed affordable housing project to Centennial Management Corporation or related entity (Centennial Management) for the development of the Cordova Estates affordable housing project;
2. Authorize the County Mayor or County Mayor's designee to execute the conditional loan commitments, standard shell contracts, agreements, loan documents, and amendments necessary to accomplish the purposes set forth in this legislation; 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, amendments, and loan documents so long as such modifications are approved by the County Attorney's Office as to form and legal sufficiency and are not substantially inconsistent with this resolution, and to exercise termination, waiver, acceleration and other provisions in said agreements and documents.

Scope

Cordova Estates is a planned affordable housing development located at SW 336th Street and SW 172nd Avenue in Florida City, Florida, in Commission District 9, represented by Commissioner Kionne McGhee. Cordova Estates will consist of the new construction of 190 units in seven, 3-story garden-style buildings located in a residential neighborhood east of the Florida Turnpike and approximately one mile from the Florida Keys Outlet Marketplace.

The funds recommended for allocation in this item are from prepaid loans from a prior completed affordable housing project. The new loan will be subject to a full credit underwriting analysis, including subsidy layering review. The project must receive a favorable recommendation and show firm written financing commitments for the total development costs, all prior to the financial closing of the loan approved herein for the release of loaned funds. The loan shall be subject to those terms issued in accordance with Section 17-02 of the Code of Miami-Dade County, Florida, and as set forth in the FY 2021 Surtax Request for Applications (RFA), subject to change at the discretion of the County Mayor or County Mayor's designee based upon the credit underwriting analysis.

Delegation of Authority

Upon approval of this item, the County Mayor or the County Mayor's designee will be authorized to: (1) execute conditional loan commitments, standard shell contracts, agreements, loan documents, and amendments necessary to accomplish the purposes set forth in this legislation; (2) upon a determination that such actions are in the best interest of the County, to subordinate and/or modify the terms of contracts, amendments and loan documents so long as such modifications are approved by the County Attorney's Office as to form and legal sufficiency and are not substantially inconsistent with this resolution; and (3) to exercise termination, waiver, acceleration and other provisions in said agreements and documents.

Fiscal Impact/Funding Source

This item will not have a negative impact on the County's general fund. This item is allocating pre-paid Surtax funds to Centennial Management Corporation, or related entity, for the Cordova Estates affordable housing project.

Track Record/Monitor

The project will be monitored by James McCall, HCD Manager, Public Housing and Community Development Department (PHCD).

Background

Surtax funds in the amount of $1,250,000.00 were awarded to Country Club Villas, Ltd, a related company to Centennial Management Corp. through Resolution Nos. R-1331-99 and R-433-00, respectively, for the development of Country Club Villas, a 216-unit affordable housing project located at 18255 NW 73rd Ave, Hialeah, FL 33015. The maturity date of the loan was October 1, 2049, as summarized in Table 1, below.

Table 1.

Loan #	Project Name	Funding Source	Loan Amount	Maturity Date	Pay-Off Amount	Pay-Off Date
15995	Country Club Villas Ltd.	Surtax	$1,250,000.00	10/1/2049	$1,110,789.00	3/30/2022

The item recommends that the Board approve $1,110,789.00 of prepaid Surtax funds to support the development of the Cordova Estates affordable housing project. The prepaid loan program is designed to expedite the development of affordable housing projects by making those funds available again for new projects faster. On December 1, 2022, PHCD received a request from Country Club Villas, Ltd., to reserve $1,250,00.00 of the paid off Surtax funds from Country Club Villas for the Cordova Estates project (Attachment 1). Upon review of this request, PHCD determined that the prepaid amount from the Country Club Villas Surtax loan that is available for the Cordova Estates project is $1,110,789.00.

Upon approval of this item, a conditional loan commitment in substantially the form attached as Exhibit A to the resolution will be issued to Centennial Management Corporation, or related entity, for the development of the Cordova Estates affordable housing project.

Attachment

Morris Copeland
Chief Community Services Officer

Attachment 1

Country Club Villas Ltd

c/o Centennial Management Corp, 7735 NW 146th Street, Ste. 306, Miami Lakes, FL 33016
(305) 821-0330

December 1, 2022

Michael Liu, Director
Public Housing and Community Development Miami-Dade County
70 I NW 1st Court, 16th Floor
Miami, Florida 33136

Re: Country Club Villas SURTAX

Dear Mr. Liu:

This is to replace our July 20, 2022 letter in which we asked that, upon payoff, our $1,250,000 SURTAX funds be reserved for use as gap funding for Princeton Crossings.

Instead of reserving the funds for Princeton, we would like to reserve it for the following affordable housing development:

Cordova Estates (190 units)
On SW 336 St, west of intersection of SW 336 St and SW 172 Ave, Florida City
New Construction
Garden – 3 stories
Income averaging: 29 units @ 30%AMI., 76 units @ 60% AMI, 85 units at 70%AMI

Thank you for your consideration.

Sincerely,

Lewis Swezy,
President of GP
305-720-3350

MEMORANDUM

(Revised)

TO: Honorable Chairman Oliver G. Gilbert, III
and Members, Board of County Commissioners

DATE: June 21, 2023

FROM: Geri Bonzon-Keenan
County Attorney

SUBJECT: Agenda Item No. 8(K)(2)

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)(2)
6-21-23

RESOLUTION NO. R-521-23

RESOLUTION APPROVING A LOAN TO CENTENNIAL MANAGEMENT CORPORATION, OR RELATED ENTITY, IN AN AMOUNT NOT TO EXCEED $1,110,789.00 OF DOCUMENTARY STAMP SURTAX PROGRAM (SURTAX) FUNDS, FOR DEVELOPMENT OF THE CORDOVA ESTATES HOUSING DEVELOPMENT; AUTHORIZING THE COUNTY MAYOR OR COUNTY MAYOR'S DESIGNEE TO EXECUTE A CONDITIONAL LOAN COMMITMENT AND STANDARD SHELL CONTRACTS, STANDARD SHELL LOAN DOCUMENTS, AMENDMENTS AND OTHER DOCUMENTS OR AGREEMENTS NECESSARY TO ACCOMPLISH THE PURPOSES OF THIS RESOLUTION; AND AUTHORIZING THE COUNTY MAYOR OR COUNTY MAYOR'S DESIGNEE TO SUBORDINATE OR MODIFY THE TERMS OF CONTRACTS, AMENDMENTS AND LOAN DOCUMENTS, AND TO EXERCISE THE TERMINATION, WAIVER, ACCELERATION AND OTHER PROVISIONS THEREIN

WHEREAS, this Board desires to accomplish the purposes outlined in the accompanying memorandum, a copy of which is incorporated herein by reference,

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 recital and accompanying justification memorandum as if fully set forth herein.

Section 2. This Board authorizes, pursuant to the provisions of section 17-02 of the Code of Miami Dade County, Florida, a loan in the amount of $1,110,789.00 of Documentary Stamp Surtax Program (Surtax) program funds to Centennial Management Corp, or related entity, for the development of Cordova Estates, a planned new-construction, 190-unit, garden-style affordable housing development located in Commission District 9 at SW 336th Street and SW 172nd Avenue in Florida City, Florida.

Section 3. This Board authorizes the County Mayor or County Mayor's designee to execute a conditional loan commitment, in substantially the form attached hereto as Exhibit A and incorporated herein by reference, standard shell contracts, standard shell loan documents, amendments and other agreements and documents necessary to fulfill the purposes of this resolution.

Section 4. 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, amendments, and loan documents so long as such modifications are approved by the County Attorney's Office and are not substantially inconsistent with this resolution, and exercise the termination, waiver, acceleration, or other provisions set forth therein.

The foregoing resolution was offered by Commissioner **Danielle Cohen Higgins**, who moved its adoption. The motion was seconded by Commissioner **Marleine Bastien** and upon being put to a vote, the vote was as follows:

Oliver G. Gilbert, III, Chairman **absent**
Anthony Rodríguez, Vice Chairman **aye**

Marleine Bastien	**aye**	Juan Carlos Bermudez	**aye**
Kevin Marino Cabrera	**absent**	Sen. René García	**aye**
Roberto J. Gonzalez	**aye**	Keon Hardemon	**absent**
Danielle Cohen Higgins	**aye**	Eileen Higgins	**absent**
Kionne L. McGhee	**aye**	Raquel A. Regalado	**aye**
Micky Steinberg	**aye**		

The Chairperson thereupon declared this resolution duly passed and adopted this 21st day of June, 2023. 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

JUAN FERNANDEZ-BARQUIN, CLERK

Basia Pruna
By:________________________
Deputy Clerk

Approved by County Attorney as
to form and legal sufficiency.

Shannon D. Summerset-Williams

Miami-Dade County
Conditional Loan Commitment

Date

To: Centennial Management Corp, or related entity (the "Borrower")

Re: Cordova Estates affordable housing project
SW 336th Street and SW 172nd Avenue in Florida City, Florida ("the Property")

Dear Borrower:

We are pleased to advise you that on____________, 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 request submitted by Borrower and is subject to the following terms and conditions:

Borrower: Centennial Management Corp, or related entity

Project: Cordova Estates is a new construction, 190-unit, 3-story garden-style affordable housing community, to be developed at SW 336th Street and SW 172nd Avenue in Florida City, Florida, 33034, in Commission District 9. The development will serve 29 units up to 30 percent of area median income (AMI), 76 units up to 60 percent of AMI, and 85 units up to 70 percent of AMI, subject to income averaging as approved by Public Housing and Community Development.

Loan Amount: The loan shall be in an amount of not-to-exceed **$1,110,789.00** as approved by the BCC in Resolution_____________for the Cordova Estates affordable housing project, 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 2021 Surtax Request for Applications (RFA) for repaid loan funds. Those terms are **0%** interest during construction - years 1 and 2-and **.75%** interest-only payments for years 3–30 from development cash flow. 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 2021 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 is 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.
13. This loan is conditioned on the repayment of the Country Club Villas Surtax loan in the amount of $1,250,000.00.
14. Pursuant to the Miami-Dade Board of County Commissioners’ Resolution No. R-34-15, Developers, 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; requiring the developer advertise the information described in newspapers of general circulation.

This Conditional Loan Commitment <u>will expire in six (6) months</u> 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 ________________________________