

AGENDA

Palm Beach County Housing Finance Authority

FRIDAY, SEPTEMBER 13, 2024

9:00 A.M.

**Palm Beach County Airport Center
Complex**

100 Australian Avenue

1st Floor (#1-470) Training Room

West Palm Beach, FL 33406

TABLE OF CONTENTS

Agenda – September 13, 2024 regular meeting

Executive Director - Report on agenda items

Agenda attachments:	TAB
Consent _____	1
Old Business _____	2
New Business _____	3



Meeting Agenda

September 13, 2024

PBC Airport Center – First Floor Training Room 1-470
100 Australian Avenue, West Palm Beach, FL 33406

Housing Finance Authority of Palm Beach County

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



Chairperson

Tracy L. Caruso

Vice Chair

Chricht B. Mixon

Secretary

Laurie S. Dubow

Clark D. Bennett

Gary P. Eliopoulos

Robin B. Henderson

Tony "Bobby" Smith

Executive Director

David M. Brandt

dbrandt@pbc.gov

(561) 233-3652

Administrative Assistant

Jennifer M. Hamilton

jhamilto@pbc.gov

(561) 233-3656

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I. Call to Order

- a. Roll call and establishment of quorum

II. Public comment on Agenda Items

III. Agenda Approval

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

IV. Consent Agenda

- a. Minutes of June 14, 2024 regular meeting and public hearing on July 19, 2024
- b. Multifamily occupancy reports for May and June 2024
- c. GF Requisition 6-2024

V. Old Business

- a. "Waterview Apartments at Mangonia Park" – multifamily project - new inducement Resolution R-2024-08
- b. "Lakeshore Apartments" – multifamily project - new inducement Resolution R-2024-09

VI. New Business

- a. Presentation of loan request by Habitat for Humanity of Greater Palm Beach County
- b. Approval of FY 2024-2025 general fund budget – Resolution R-2024-10
- c. Approval of one year accounting services engagement
- d. Consider Sadowski Education Effort contribution
- e. Approval of Program goals, objectives and performance standards pursuant to Section 189.0694, F.S.

VII. Other matters

- a. Matters of Authority members
- b. Matters of the Executive Director and Professionals
- c. Matters of the Public
- d. Next meeting date: 9:00 a.m., Friday, October 11, 2024
PBC Airport Center, First Floor - Rm. 1-470

VIII. Adjournment

To: Housing Finance Authority

From: Executive Director

RE: September 13, 2024 regular meeting

Dated: September 6, 2024

V. “Old Business” matters:

**Item (a.) “Waterview Apartments at Mangonia Park” – multifamily project –
new inducement Resolution R-2024-08**

At the May 10, 2024 meeting the HFA board heard a presentation by representatives of owner/developer entity for Waterview, including Nathan Rich and his entities Rich Global LLC and Sun Foundation, Inc., Dan Walesky of Royal Building Group, LLC as project manager, and Joe Glucksman of McCurdy Senior Housing Corp, for the proposed construction of a 140-unit affordable apartment project for seniors on W. Tiffany Drive in Mangonia Park. They had proposed that ND FLEX Partners, LLLP, an existing entity of Rich Global, would be the project owner developer but subsequent to the HFA approval of the inducement resolution for \$25M their tax credit equity advisor recommended they should use a newly formed entity of Rich Global. This entity is Waterview Partners, LLLP, and the only substantive change is that the Palm Beach County Housing Authority will not have an ownership interest but will remain as operating manager of the facility upon completion. General counsel Skip Miller is of the opinion that a new inducement resolution naming this entity would be a better solution than an amendment to the prior inducement resolution.

Staff recommends a motion: to approve the execution of inducement Resolution R-2024-08 declaring preliminary approval for the issuance of not exceeding \$25,000,000 multifamily housing revenue bonds for “Waterview Apartments at Mangonia Park”.

**Item (b.) “Lakeshore Apartments” – multifamily project – new inducement
Resolution R-2024-09**

At the June 14, 2024 meeting the HFA board heard a presentation from Todd Fabbri of The Richman Group of Florida for the acquisition and substantial rehabilitation of the existing 192-unit affordable apartment project for families located on N. Congress Avenue in the City of West Palm Beach. The application for bond financing had listed Lakeshore Apartments, LLC as the purchaser but subsequent to the HFA approval of the inducement resolution for \$26M they advised of a change to a new entity Richman Lakeshore, LLC., and additionally requested a small increase in authorized bond issuance amount to \$28.6M as additional cushion in meeting the 50% test required for the 4% low income housing tax credit.

Staff recommends a motion: to approve the execution of inducement Resolution R-2024-09 declaring preliminary approval for the issuance of not exceeding \$28,600,000 multifamily housing revenue bonds for “Lakeshore Apartments”.

VI. “New Business” matters:

**Item (a.) Presentation of a loan request by Habitat for Humanity of Greater
Palm Beach County**

Included in the agenda materials is \$2.2M loan request dated August 28 from Jennifer Thomason, CEO of the not-for-profit Habitat for Humanity of Great Palm Beach County, Inc. (“HFH”).

Background on HFH: Per their audited financial statements for June 30, 2023 HFH resulted from the merger in January 1, 2023 of the respective northern and southern Habitat affiliates of Palm Beach County the former founded in 1986 and the latter in 1991. Their primary mission is the construction of homes for families making between 30% and 80% of area median income for PBC and funded primarily through donations and volunteer services, gifts and grants as well as revenue from the operation of their ReStore and Thrift program. Homes are sold to families that demonstrate a need for better housing, ability to make (zero interest) mortgage payments, and a willingness to work in partnership with HFH. As of 2023 a little over \$8M of HFH \$25M of total assets consisted of these 30-year interest free mortgage loans.

Previous HFA loans to the north and south entities prior to the merger include revolving construction loans all at an interest rate of 1%. Loans to the northern affiliate began with a \$400K loan in 2011 that was fully repaid in 2014, and a reservation of \$750K made in 2020 for construction of homes in the Glades. They successfully completed the Glades homes without the need for this funding. The first loan with the southern affiliate was a \$500K line made in late 2013 for home construction and repaid by the end of 2015, an infill lot loan of \$500K in 2017 ending in 2020, and then a \$1M long-term loan also at 1% interest made in late 2020 of which \$875K has been drawn down with repayment of principal over 30-years from home buyer mortgage repayments and interest paid by HFH. Collateral for these loans were/are an assignment of home buyer mortgages with aggregate outstanding balances of not less than the outstanding loan balance.

Request: HFH initially submitted back in mid-July an unsolicited to the HFA to provide a \$2.2M loan to repay and replace two existing lines/letters of credit with First Horizon Bank ("Bank") in Palm Beach totaling \$2.65M which had a maturity date of August 29, and a third line \$750k line with Valley National Bank that matures on February 1, 2025 with a current outstanding balance of \$392K. They are in the process of extending both of the First Horizon LOC's at the current outstanding balance of \$1.851M. The two lines were entered into with the north affiliate in 2014 and were renewed annually, and the third in December 2022 by the south affiliate. All three are collateralized by 30-year 0% mortgage loans on homes constructed and sold by HFH. The interest rate on the First Horizon lines are LIBOR (monthly 5.3% today) plus 250 basis points, and the one with Valley is at prime (8.5% today). They are requesting funding from the HFA at 1%. The interest savings would be invested in their mission including the construction of 18 homes over the next two years in Lake Worth Beach, Lantana, Pahokee and South Bay.

Discussion of terms: The initial request in July asked for an interest rate of 1% but did not include any discussion of repayment. A subsequent letter proposed repayment over 30 years just like the original \$1M loan back in 2020. I advised that while it would be up to the HFA board to determine whether to proceed with a loan including the amount as well as terms, that I thought an additional \$2.2M of debt with HFH for 30-years would tie up too much the HFA's current liquid surplus. In their most recent request they have proposed a 5-year balloon loan with monthly payments \$8,000 that would reduce the outstanding balance to around \$1.8M in five years. However they anticipate repaying the entire loan amount in less than 5 years from annual grant sources. Their cash flow projection for FY 2024/25 shows this monthly repayment amount, with repayment of unpaid balance coming from the sale of mortgage loans from their portfolio.

To move forward the HFA would need at a minimum to determine the amount of the loan, maturity, interest rate and collateralization at the August 9 meeting. If the HFA were

to commit to this funding the source would be partially from the \$10M of fund balance reserved for revolving construction lending which presently has commitments for funding totaling \$8.8M. This balance of \$1.2M together with current unallocated surplus of approximately \$1.5M would more than sufficient for a max loan of \$2.2M.

Item (b.) Approval of Fiscal Year 2024/2025 general fund budget and fund allocations

In accordance with Ch. 189 F.S., a tentative budget is to be posted to the HFA’s website at least 2 days prior to board consideration; the budget outlined below was considered at the June 14 meeting and posted to the HFA website on July 17.

PROPOSED GENERAL FUND BUDGET FOR FY 2024/25

Operating Revenues:

MF bond issue annual fee income	\$ 719,500	
SF loan origination income	<u>1,000</u>	
Total Operating Income		\$ 720,500

Operating Expenses:

Contract Services	\$ 435,000	
Accounting & auditing services	55,000	
Legal services	35,000	
Other expenses	<u>50,000</u>	
Total Operating Expense		<u>\$ 575,000</u>

Income/(Loss) from Operations: \$ 145,500

Non-Operating Revenue/(Expenses)

Interest income	\$ 300,000
Funding of down payment assistance second mortgages	(50,000)

Projected Change in Net Position \$ 395,500

In addition to the General Fund budget the Authority has three programmatic “Funds”: the “Revolving Loan Fund” for making short-term construction/rehab type loans; “DPA Second Mortgage Fund” to provide second mortgages in connection with the “Own a Home Opportunity” single family mortgage program; and the “Single Family Loan Purchase Fund” for the purpose of acquiring single family mortgage loans or mortgage

backed securities originated under a single family mortgage program. The total allocations amount the three Funds plus “Unallocated Surplus” is approximately equal to the current Net Position of the HFA.

Fund allocations listed by size:

1. Revolving Loan Fund - \$10M
2. Down Payment Assistance Second Mortgage Fund - \$3M
3. Single Family Loan Purchase Fund - \$2.43M
4. Unallocated surplus – approximately \$1.5M

Staff recommends a motion to 1) approve Resolution R-2024-10 approving a general fund budget for FY 2024/2025 in accordance with Ch. 189.016 F.S. and 2) confirm the Fund allocations shown above.

Item (c.) Extension of accounting services engagement

The firm of Weinstein Zugman, LLC (“WZ”) has serves as the HFA’s accountants. The HFA conducted a RFQ for accounting services in 2022 and received no responses. WZ was willing to continue the engagement following the RFQ but only on a year-to-year basis. Included in the agenda materials is the engagement letter for accounting services dated August 1, 2024 to prepare statements of the general fund for the fiscal year ending September 30, 2024. This letter is substantively the same as last years but in an updated format, and an increase in the not-to-exceed fee to \$16,000 to \$18,000. Because the fee is more than \$10K the engagement letter is required to be approved by the Board of County Commissioners; this approval is tentatively scheduled for October 22.

Staff recommends a motion to approve the accounting services engagement with Weinstein Zugman, LLC for the preparation of financial statements for the fiscal year ending September 30, 2024 with a fee of not exceeding \$18,000.

Item (d.) Consider Sadowski Education Effort (SEE) contribution for FY 2024/25

The FL ALFHA board is again requesting a \$20K SEE contribution towards the 2025 legislative session. The letter states that last year’s budget resulted in near record appropriation for housing. Sadowski funding was down to \$408M vs \$511M in the prior year due to low documentary stamp collections while the appropriation of general

revenue was up slightly to \$330M vs \$310M last year.

The Authority contributed the FL ALHFA requested \$15K contribution for FY 2016/17 but reduced that amount to \$5K for FY 2017/18, made a \$7.5K contribution for FY 2018/19, then \$10K for the next three fiscal years, and \$15K in 2022/23 and \$20K for 2023/24.

Staff recommends a motion to: authorize a FY 2024/25 general fund SEE contribution in an amount to be determined by the HFA board.

Item (e.) Establish “Program Goals, Objectives and Performance Standards” per new requirements of Section 189.0694 Florida Statutes

Chapter 189, Florida Statutes, is titled the “Uniform Special District Accountability Act” and in general sets forth guidelines for disclosure of the status and activities of both independent as well as dependent special districts such as housing finance authorities (i.e. HFA board members are appointed by the county commission). These guidelines include the holding of and notice of meetings, required reports, budgets and financial audits. State legislation in 2015 required for the first time that special districts maintain an official website. The HFA’s website had been in existence since late 2008 and was updated in 2015 to include or add those items required by the 2015 statute. A new addition to Chapter 189 was approved in the 2024 legislative session adding performance measures and standards: “Beginning October 1, 2024...each special district must establish goals and objectives for each program and activity undertaken by the district, as well as performance measures and standards to determine of the district’s goals and objectives are being achieved. By December 1 of each year thereafter, each special district must publish an annual report on the district’s website describing the goals and objectives achieved...as well as the performance measures and standards used...to make such determination...and any goals or objectives the district failed to achieve.”

This new requirement wasn’t noticed by FL ALHFA until about a week ago, and as of this date I’m not aware of any local HFA that has formalized or adopted goals, objective and performance standards. That said I would like to get at least an outline of these considered and approved by the HFA prior to October 1. Once a general template can be formulated we’ll review and amend/update our initial goals, objectives and performance standards as needed. The proposed “Goals, Objectives and Performance Measures” would initial track the HFA four current programs which are: 1) single family homeownership first mortgage program with the Lee County HFA which is combined with HFA funded down payment and closing cost assistance soft second mortgage; 2) issuance of tax exempt housing revenue bonds for single family mortgage loan origination for first-time homebuyers or mortgage credit certificates, and for the construction of or acquisition and substantial rehabilitation of affordable multifamily rental housing projects; 3) short-term revolving loans or lending facilities to not-for-profit or public entities/agencies for

new construction or rehabilitation of affordable housing, and 4) a single family project category that includes special programs/projects such as a commitment for very deep homeowner down payment assistance for a PBC backed new home project and long-term funding for Habitat for Humanity.

Goals, Objectives and Performance Measures for the FY beginning October 1, 2024

I. Single family home ownership “Own A Home Opportunity Program” with the Lee County Housing Finance Authority

Goals: Increase home loan originations over previous year and explore niche funding opportunities

Objectives: Increase public awareness, lender participation and explore targeted or alternative loan tools not customarily utilized/provided by the Florida Housing Finance Corporation first time homebuyer program

Performance measures: Quantify any increase from prior fiscal year in the number of loans originated, number of originating lenders added to or the increase in number of existing lenders actually utilizing the program, and confirm the availability and utilization of new loan products or new/increased utilization by targeted demographic

II. Issuance of Tax Exempt Housing Revenue Bonds

Goals: Utilize all available regional private activity bond allocation for the issuance of housing revenue bonds to fund affordable rental housing or home ownership opportunities

Objectives: Assure that projects are approved for and timely submit regional private activity bond allocation filings as well as year-end application for unused allocation as well as conversion to carryforward after year end. Prioritize projects first for those with PBC GO bond proceeds award, then those with a Florida Housing SAIL award, then other significant PBC or other local government funding awards, then to acquisition/substantial rehabilitation projects, and lastly for single family housing revenue bond or mortgage credit certificate issuance.

Performance measures: Confirm allocations were received for all projects receiving an inducement resolution and in accordance with ranking criteria; confirm unused private activity bond allocation was carried forward after calendar year end, insure authorization of single family bond or mortgage credit certificate issuance is in place if private activity bond allocation not needed in the foreseeable future.

III. Construction Loan Program

Goals: Fund construction and rehabilitation loan requests from not-for-profit and governmental entities for the development of affordable housing projects

Objectives: Reserve sufficient surplus net assets to be able to fully fund construction and rehabilitation loan requests, evaluate loan terms and purposes to better address the funding needs of this developer community while considering loan risk

Performance measures: Monitor and gather feedback from this developer community to determine the adequacy of the program to meet their specific needs.

IV. Single family Loan Purchase Program

Goals: Fund special single family home ownership mortgage opportunities

Objectives: Originate deep subsidy second mortgages for special select projects receiving substantial development assistance from PBC government; originate a loan to acquire from a lender (for example Habitat for Humanity) through assignment of existing mortgages that will in turn allow the lender to construct and take back mortgages on homes sold to moderate, middle and lesser income families

Performance measures: Establish parameters for considering any future transfer of undesignated HFA surplus to fund this program.

Staff recommends a motion to: approve the above referenced HFA program and activity “Goals, Objectives and Performance Measures” for fiscal year 2024/25 to be revised and amended from time to time as determined by the HFA board.

Tab 1

IV. Consent Items - attachments

- a.** Minutes of June 14, 2024 regular meeting and public hearing on July 19, 2024
- b.** Multifamily occupancy report for May and June 2024
- c.** General Fund Requisition 6-2024

HOUSING FINANCE AUTHORITY
OF PALM BEACH COUNTY
MEETING MINUTES

Meeting Date & Time:

9:00 AM, Friday June 14, 2024

Location:

PBC Airport Center
100 Australian Avenue
1st Floor, Room # 1-470
West Palm Beach

Attendance in person:

Todd Fabbri, The Richman Group of FL

Attendance via web/phone:

Tim Wranovix, Raymond James
Annetta Jenkins, Riviera Beach CDC

Staff & professionals in person:

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

I. Call to Order

Roll call and establishment of quorum

The Chair called the meeting to order at 9:26 a.m.

The Executive Director (“ED”) stated that Mr. Eliopoulos believed he had COVID and would not be attending the meeting, Mr. Smith has experienced a fall at home keeping him immobile, and that Mr. Bennett planned to be at the meeting but would arrive late.

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

ED stated that the four members (4) members present constituted a quorum to conduct a meeting. General counsel Skip Miller (“GC”) stated that Mr. Smith could participate and vote on items as long he was not in person due to a medical reason.

II. Public comment on Agenda Items

None

III. Agenda Approval

Mrs. Caruso moved approval of the agenda. The motion was seconded by Ms. Mixon and unanimously passed by a vote of 5-0.

IV. Consent Agenda

Ms. Mixon moved approval of the Consent Agenda items. The motion was

seconded by Mrs. Dubow and unanimously passed by a vote of 5-0.

The ED advised that the July meeting date falls during the FL AHLFA conference. He secured the conference room for July 19 in the event there needs to be a meeting. He added that conference is fully booked and registration was cut off as of the end of May.

V. Presentation on 2024 legislative session

State Representative Mike Caruso, District 87, gave a presentation on legislation passed during the 2024 session. He stated that the governor has just this past week signed the \$116.5B budget the biggest portion of which at \$46B goes to Health and Human Services, then \$32B for education, \$14B for infrastructure, \$8B for agriculture, \$7B for criminal justice, and \$4B for “Moving Florida Forward” to complete previously started road projects. One of the bills he worked long on for the last six years was getting the tax on commercial leases reduced from seven percent, which included the one percent PBC surtax, down to two percent. He mentioned the various upcoming state sales tax holidays, and the significant special appropriations for PBC of close to \$50M for among others the Palm Beach Atlantic public policy center and other public safety and resiliency projects. He also discussed the problem with rising costs of property insurance premiums which he indicated three of every four dollars of pay-out had gone to legal fees. As a result of last year’s emergency session the number of lawsuits have been reduced by two thirds and rather than just Citizens there are now nine companies writing policies. He would like to continue to look at is depreciating roofs and reserving for replacement as part of monthly payment as well has requiring an option in policies to exclude personal property.

Mrs. Dubow stated that one of the problems in the real estate market is the cost of insurance and the impact of high monthly premiums on mortgage loan underwriting, and questioned whether adding a reserve payment would hurt home buyers. Mr. Caruso stated that he thought a savings account would be better than spending a similar amount on insurance, and a homeowner would get it back on a sale. He added that legislation was passed allowing for a constitutional amendment to raise the homestead exemption from \$50K to \$75K which will be on the ballot in November. Many changes were made with regards to homeowner

associations such as mandating reserves, engineering studies and repairs of the properties. Regarding housing legislation a bill was passed to expedite and incentivize affordable housing zoning and permitting, increase density and reduce parking spaces. Another \$100M was included in the budget for the Florida Hometown Hero program. He also discussed the legislation to address homelessness that mandates counties and cities to provide shelter facilities and health care. Approximately \$400M was budgeted for affordable housing for SAIL and SHIP programs, and he anticipates continued efforts for workforce housing in the next session.

The ED mentioned there was legislation passed, through the efforts of the Sadowski Education Effort, changing the rules for private activity bond allocation beginning in 2025. Now all of the private activity bond allocation going to various regions in the state will be used exclusively for affordable housing whereas currently there are some other private activity uses under the federal tax code that had the potential to use several hundred millions of allocation.

Mr. Caruso ended his presentation asking that if anybody has ideas for public policy legislation he would be happy to entertain it and bring it in front of the Speaker of the House and Senate President.

No action was taken

VI. Old Business

Item (a.) “Villas at Solana” – Riviera Beach Community Development Corporation – final loan approval – Resolution R-2024-06

The ED stated that the board had previously given preliminary approval for a loan to the Riviera Beach Community Development Corporation (“RBCDC”) and their special purpose entity for a for-sale housing project known as “Villas at Solana”. The board authorized staff to prepare forms of documents and a resolution to consider for approval at this meeting. The Chair pointed out a blank in the agenda backup materials for the amount of the anticipated CHDO loan from Palm Beach County (“PBC”) which the Board of County Commission is expected to award in August in the amount of \$720K. Together with the initial HOME fund award approximately \$1M will be made available by PBC for development of the project and will remain invested in the form of a home buyer down payment subsidy. The

HFA loan funding will only be for amounts that are directly reimbursable by PBC. RBCDC anticipates closing on the initial HOME award by the end of June.

The ED advised staff's recommendation for **a motion to approve Resolution R-2024-06 for a not to exceed one million dollar line of credit in connection with the "Villages at Solana" townhomes project. Ms. Mixon moved approval of staff's recommendation. The motion was seconded by Mrs. Caruso and unanimously passed by a vote of 5-0.**

VII. New Business

Item (a.) "Lakeshore Apartments" – multifamily bond application presentation and inducement approval – Resolution R-2024-07

The ED the discussion of this item by stating that Mr. Todd Fabbri of the Richman Group of FL will make a presentation of their application seeking preliminary approval of the issuance of not to exceed \$26M of bonds for the acquisition and rehabilitation of Lake Shore Apartments. He added that Mr. Fabbri and Richman receiving an inducement resolution for a proposed new construction project, Residences at Lake Worth Beach, which due to certain constraints of PBC under a RFP for Workforce Housing funding, caused the eliminate of the affordable portion of the project and will no longer require tax exempt bond financing.

Mr. Fabbri began by stating that the property is located at 4660 N Congress Avenue in West Palm Beach near the HCA hospital. There are 192 units all at 80% or less of area median income, constructed in 2005 and financed with Florida Housing tax exempt bonds and SAIL funds. It is now in need of substantial rehab including new roofs, exterior stucco repairs and painting, landscaping, and complete rehab of all units including HVAC, appliances and cabinets, flooring, lighting, plumbing and electric fixtures. They are requesting \$26M in tax exempt bond financing which will then allow for 4% low income housing tax credit equity. He indicated they would like to start on this as soon as possible and believe it's realistic to have a closing and start of construction by the end of the year. He indicated that they will continue to provide all the same amenities and features that are there now and have been for the past twenty years. They are projecting construction rehab costs of roughly \$7.83M.

The Chair asked if they anticipate the need to relocate residents during

rehabilitation of units. Mr. Fabbri stated that they have been looking at this following more inspection of individual units and now anticipate relocating families with the assistance of an outside consultant. They are working through all of the logistics but expect to have storage containers for residents to move their valuables and will then stay temporarily in a hotel. Mrs. Dubow asked if he knew how long people will be in the hotels to which Mr. Fabbri stated that he couldn't give a timeframe at this point but probably two weeks at most. They will be stressing with their contractor to make sure all the necessary materials are on-hand onsite before moving a resident out of their unit. The Chair asked if the units had a washer and dryer to which Mr. Fabbri stated there are common area washers and dryers in the clubhouse but each unit has washer and dryer hookups. Residents can bring in a washer and dryer or they can lease a washer and dryer.

The ED advised that the HFA has sufficient bond allocation carryforward for this project in addition to those that have recently received inducement resolutions as well and the anticipated initial pipeline of projects under consideration by PBC for GO bond subsidy funding.

The ED stated that staff's recommendation is a motion to approve the execution of inducement Resolution R-2024-07 declaring preliminary approval for the issuance of not exceeding \$26M Multifamily Housing Revenue Bonds for "Lakeshore Apartments". Mrs. Caruso moved approval of staff's recommendation. The motion was seconded by Ms. Mixon and unanimously approved by a vote of 5-0.

Item (b.) Consideration of preliminary FY 2024-2025 general fund budget

The ED stated that each year the HFA is required to post a preliminary general fund budget on our website before adopting a final budget prior to September 30. He advised that revenue projections from multifamily bonds are based on closed transactions while other revenue as well as expense numbers are based on current year to date actual. He recommended that the amount of surplus funds reservations remain at \$10M for the revolving loan fund, \$3M for the down payment assistance second mortgage fund, and \$2.43M for the single family loan purchase fund.

Staff's recommendation for a motion to approve the preliminary fund allocations and posting the preliminary general fund budget for fiscal year 2024-2025 in accordance with Chapter 189.016 was made by Ms. Mixon. The motion was seconded by Mrs. Dubow and unanimously approved by a vote 5-0.

VIII. Other matters

a. Matters of Authority members

None

b. Matters of the Executive Director and Professionals

GC Miller reminded everyone that at the last meeting the HFA nominated Mrs. Caruso to be the new chair. Her term will start upon BCC approval which is anticipated in July.

c. Matters of the Public

None

d. Next meeting date

The Chair announced the next meeting at 9:00 a.m., Friday, July 19, 2024, PBC Airport Center, First Floor Rm. 1-470.

IX. Adjournment

Ms. Mixon moved to adjourn the meeting at 10:32 a.m. The motion was seconded by Mrs. Caruso and unanimously passed by a vote of 5-0.

Respectfully submitted,

Executive Director

Secretary/Assistant Secretary

HOUSING FINANCE AUTHORITY
OF PALM BEACH COUNTY
MINUTES

TEFRA Public Hearings - Date & Time:

9:00 A.M., Friday, July 19, 2024

Location:

PBC Airport Center
100 Australian Avenue
1st Floor, Room 1-470
West Palm Beach

Staff and professionals:

David Brandt, executive director
Jennifer Hamilton, administrative assistant

Others in attendance:

None

I. TEFRA hearing

The Executive Director (ED) opened the public hearing at 9:00 pm concerning the issuance of a not-to-exceed \$26M of bonds for the “Lake Shore

Apartments” rental apartment project including the project owner, and purpose of the bond loan, and the number of units and location of the project. He further added that that the notice of the public hearing had been published in the Palm Beach Post on July 5, 2024. The ED advised that neither he nor the Authority office had received any written, verbal or electronic comment from the public on the project since publication of the notice. There was no one from the public in attendance. The ED closed the public hearing at 9:22 pm. The meeting was recorded on WebEx and was paused from approximately 9:05 am to 9:21 am in case anyone from the public showed up late.

Respectfully submitted,

Executive Director

Housing Finance Authority of Palm Beach County
 Summary of Monthly Project Bond Program Reports
 Preliminary May 2024

	Project:	Date	Per Rent Roll		Number of		Total	Total	Current	Last	2024
		Report	or FHFC Recap:		TICs included:						
		was	New	Annual	# of	# of					
	received	Move-in's	renewal	IC's (1)	AR's (1)	units	Units	occup.	occup.	occup.	
1)	Azalea Place n/k/a Lake Mangonia) (#)(@)	6/15/24	2	5	2	3	150	138	92.0%	90.0%	90.3%
2)	Brenton At Abbey Park	6/17/24	2	n.a.	2	n.a.	160	159	99.4%	98.8%	99.4%
3)	Christian Manor (2)(#)(@)	6/17/24	14	n.a.	14	n.a.	200	196	98.0%	85.0%	82.4%
4)	Colonial Lakes	6/14/24	0	n.a.	0	n.a.	120	119	99.2%	100.0%	99.8%
5)	Courts at Village Square (#)	6/18/24	0	n.a.	0	n.a.	84	82	97.6%	97.6%	98.3%
6)	El Cid (2)(#)	6/12/24	0	n.a.	0	n.a.	73	72	98.6%	98.6%	98.4%
7)	Gould House (2)(#)	6/9/24	1	n.a.	1	n.a.	101	100	99.0%	99.0%	98.0%
8)	Heron Estates Senior (2)(#)	6/14/24	0	n.a.	0	n.a.	101	100	99.0%	99.0%	99.4%
9)	Island Cove (partial #)	6/11/24	0	n.a.	0	n.a.	60	60	100.0%	100.0%	99.0%
10)	La Joya Villages	5/28/24	0	n.a.	0	n.a.	55	55	100.0%	100.0%	100.0%
11)	Lake Delray (2)(#)	6/18/24	1	n.a.	1	n.a.	404	392	97.0%	98.5%	98.2%
12)	Lake Worth Towers (2)	6/7/24	0	n.a.	0	n.a.	195	158	81.0%	81.0%	82.1%
13)	Lakeside Commons (partial #)	6/14/24	1	n.a.	1	n.a.	99	98	99.0%	98.0%	96.8%
14)	Malibu Bay	6/14/24	0	n.a.	0	n.a.	264	255	96.6%	97.7%	98.1%
15)	Mallards Landing	6/14/24	0	n.a.	0	n.a.	163	163	100.0%	100.0%	99.9%
16)	New South Bay Villas (#)	6/17/25	0	n.a.	0	n.a.	131	118	90.1%	93.1%	91.0%
17)	Palm Gardens	5/31/24	0	2	0	2	80	80	100.0%	100.0%	100.0%
18)	Palms West	6/14/24	2	n.a.	2	n.a.	290	287	99.0%	100.0%	98.9%
19)	Paul Lawrence Dunbar Senior (2)(@)(#)	6/14/24	0	n.a.	0	n.a.	99	93	93.9%	94.9%	94.9%
20)	Pine Run Villas	6/12/24	1	n.a.	1	n.a.	63	63	100.0%	100.0%	100.0%
21)	Pinnacle Palms (2)(@)	6/12/24	1	n.a.	1	n.a.	152	150	98.7%	98.0%	98.3%
22)	Royal Palm Place (2)(#)	6/14/24	1	n.a.	1	n.a.	125	122	97.6%	100.0%	97.8%
23)	St. Andrews Residences (2)(#)	6/17/24	1	n.a.	1	n.a.	177	172	97.2%	96.6%	96.9%
24)	St. James Residences (2)(#)	6/17/24	1	n.a.	1	n.a.	148	143	96.6%	96.6%	96.5%
25)	Westgate Plaza (2)(#)	6/7/24	1	n.a.	1	n.a.	80	77	96.3%	97.5%	97.3%
26)	Woodlake (@)	6/15/24	2	n.a.	2	n.a.	224	223	99.6%	99.1%	98.7%
	Totals		31	7	31	5	3,798	3,675	97.1%	96.9%	96.6%
(1)	"IC's" are initial move-in "Tenant Income Certification" forms and "AR's" are annual recertification forms provided.										
(2)	Elderly/seniors only										
(@)	Bonds have been redeemed in whole but Qualified Project Period still in effect. (#) HAP contract.										

Housing Finance Authority of Palm Beach County
 Summary of Monthly Project Bond Program Reports
 Preliminary May 2024

		2023	2022	2021	2020	2023	2022	2021	2020	2023	2022	2021	2020
	Project:	ave.	ave.	ave.	ave.	monthly	monthly	monthly	monthly	monthly	monthly	monthly	monthly
		occup.	occup.	occup.	occup.	high	high	high	high	low	low	low	low
1)	Azalea Place (d/b/a Palm Grove)	95.3%	99.3%	97.5%	99.2%	98%	100%	100%	100%	93%	97%	95%	98%
2)	Brenton At Abbey Park	99.0%	99.2%	98.5%	97.7%	100%	100%	100%	100%	97%	97%	98%	94%
3)	Christian Manor (1)	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.
4)	Colonial Lakes	99.7%	97.8%	97.8%	98.2%	98%	100%	100%	100%	100%	95%	97%	95%
5)	Courts at Village Square	97.7%	99.1%	99.0%	98.0%	99%	100%	100%	100%	96%	98%	95%	95%
6)	El Cid	95.4%	96.5%	99.3%	99.5%	97%	99%	100%	100%	90%	96%	99%	97%
7)	Gould House	98.3%	98.3%	89.2%	n.a.	100%	100%	96%	n.a.	96%	96%	86%	n.a.
8)	Heron Estates Senior	99.9%	98.9%	99.0%	98.6%	100%	100%	100%	100%	99%	97%	97%	96%
9)	Island Cove (2)	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.
10)	La Joya Villages	99.8%	100.0%	99.8%	98.2%	100%	100%	100%	100%	98%	100%	98%	96%
11)	Lake Delray	98.6%	97.5%	97.9%	97.5%	99%	99%	99%	99%	97%	97%	97%	97%
12)	Lake Worth Towers (3)	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.
13)	Lakeside Commons	96.4%	n.a.	n.a.	n.a.	99%	n.a.	n.a.	n.a.	95%	n.a.	n.a.	n.a.
14)	Malibu Bay	96.4%	96.5%	98.5%	98.0%	98%	98%	99%	99%	93%	94%	98%	96%
15)	Mallards Landing	98.7%	98.4%	98.3%	98.1%	100%	100%	100%	100%	94%	95%	97%	90%
16)	New South Bay Villas	86.6%	95.9%	96.8%	96.7%	92%	99%	99%	100%	79%	91%	92%	90%
17)	Palm Gardens	99.0%	98.9%	98.6%	98.2%	100%	100%	100%	100%	98%	96%	96%	96%
18)	Palms West	95.7%	97.3%	95.9%	98.1%	98%	100%	99%	99%	94%	95%	93%	96%
19)	Paul Lawrence Dunbar Senior	97.1%	98.7%	99.7%	98.7%	99%	100%	100%	100%	95%	97%	99%	97%
20)	Pine Run Villas	100.0%	99.2%	99.7%	99.9%	100%	100%	100%	100%	100%	97%	98%	98%
21)	Pinnacle Palms	98.7%	98.5%	98.5%	98.3%	99%	100%	100%	100%	97%	97%	97%	97%
22)	Royal Palm Place	98.4%	99.5%	98.4%	99.3%	99%	100%	100%	100%	98%	98%	98%	98%
23)	St. Andrews Residences	97.7%	n.a.	n.a.	n.a.	99%	n.a.	n.a.	n.a.	96%	n.a.	n.a.	n.a.
24)	St. James Residences	97.7%	n.a.	n.a.	n.a.	99%	n.a.	n.a.	n.a.	97%	n.a.	n.a.	n.a.
25)	Westgate Plaza	98.0%	98.9%	97.7%	98.4%	100%	100%	100%	100%	96%	98%	95%	96%
26)	Woodlake	98.1%	97.9%	98.0%	97.1%	99%	99%	100%	100%	96%	96%	95%	92%
	Totals (4)	97.5%	98.3%	97.9%	98.3%								
(1)	Rehab completed by February 2024												
(2)	Construction completed by end of December 2023												
(3)	Rehab expected to be completed July 31, 2024		(4)	Sum of the averages of each project									

Housing Finance Authority of Palm Beach County
 Summary of Monthly Project Bond Program Reports
 Preliminary May 2024

			2023	2022	2021	2020
	Project:	Location:	occup.	occup.	occup.	occup.
			turn	turn	turn	turn
			over	over	over	over
1)	Azalea Place (d/b/a Palm Grove)	Australian Ave. south of 25st Street, WPB	7%	5%	9%	9%
2)	Brenton At Abbey Park	Forest Hill Blvd. west of Haverhill, WPB	15%	11%	19%	n.a.
3)	Christian Manor	325 Executive Center Dr., WPB	n.a.	n.a.	n.a.	n.a.
4)	Colonial Lakes	Lake Worth Rd. west of Haverhill Rd., Greenacres	6%	16%	21%	30%
5)	Courts at Village Square	NE corner of SW8th Street & Auburn Ave., Del. Bch.	6%	4%	5%	2%
6)	El Cid	315 Almeria Rd., WPB E. of US 1 and S. of Belved.	19%	11%	1%	n.a.
7)	Gould House	21000 R.&B, Coleman Blvd., BR W of 441 bet. Glades	13%	13%	n.a.	n.a.
8)	Heron Estates Senior	2003 W. 17th Street off Congress Ave, Riviera Beach	2%	10%	12%	n.a.
9)	Island Cove	1100 NW 4th Ave south of Atlantic and east I95 Delray	n.a.	n.a.	n.a.	n.a.
10)	La Joya Villages	6th Ave S. just east of US 1, Lake Worth	16%	5%	16%	9%
11)	Lake Delray	Lindell Blvd. east of I-95/south of Linton Blvd. Del. Bch	9%	9%	9%	20%
12)	Lake Worth Towers	1500 Lucerne Ave. east of I-95, Lake Worth Beach	n.a.	n.a.	n.a.	n.a.
13)	Lakeside Commons	Executive Center Dr. south of PB Lake Blvd. WPB	3%	n.a.	n.a.	n.a.
14)	Malibu Bay	Executive Center Dr. south of PB Lake Blvd. WPB	12%	13%	21%	31%
15)	Mallards Landing	1598 Quail Drive off of Westgate Ave., WPB	15%	8%	12%	n.a.
16)	New South Bay Villas	MLK and Palm Beach Road, City of South Bay	24%	11%	23%	n.a.
17)	Palm Gardens	4th Ave N. south of 10 Ave. N., Lake Worth	15%	11%	14%	14%
18)	Palms West	1551 Quail Drive off Westgate Ave, suburban WPB	15%	10%	16%	28%
19)	Paul Lawrence Dunbar Senior	906 Grant St, corner of Division and Grant, WPB	9%	7%	10%	n.a.
20)	Pine Run Villas	6th Ave S./Melaleuca west of Haverhill Rd. Lk. Worth	3%	19%	13%	14%
21)	Pinnacle Palms	Executive Center Dr. south of Congress Ave. WPB	14%	17%	14%	20%
22)	Royal Palm Place	808&906-17th St & 805&811-15th St, WPB	6%	4%	3%	n.a.
23)	St. Andrews Residences	208 Fern St., downtown WPB	6%	n.a.	n.a.	n.a.
24)	St. James Residences	400 S. Olive, downtown WPB	7%	n.a.	n.a.	n.a.
25)	Westgate Plaza	Quail Drive and Westgate Ave., suburban WPB	9%	10%	6%	4%
26)	Woodlake	N. Jog Rd. south of Okeechobee Blvd., WPB	12%	19%	15%	20%
		Totals (7)	11%	11%	13%	17%

Housing Finance Authority of Palm Beach County
 Summary of Monthly Project Bond Program Reports
 Preliminary May 2024

										Qualified					
Most restrictive tenant set aside requirements per HFA bond or other subordinate/HTC financing						Approx. QPP start date				Project Period end (approximate)					
100% HAP contract	1)	Azalea Place (d/b/a Palm Grove)		Apr-00		QPP for term of HAP									
4% @ 30% & 96% @ 60% AMI	2)	Brenton At Abbey Park		late 2020		2034									
105 units with vouchers	3)	Christian Manor		early 2023		QPP for term of vouchers									
25% @ 30%, 30% @ 50% AMI	4)	Colonial Lakes		May-13		2028									
100% HAP contract	5)	Courts at Village Square (fka Village Square Elder)		Jan-18		QPP for term of HAP									
100% HAP contract	6)	El Cid		late 2020		QPP for term of HAP									
100% HAP contract	7)	Gould House		early 2021		QPP for term of HAP									
50% HAP contract/10% @ 33% AMI	8)	Heron Estates Senior		Oct-20		QPP for term of HAP									
41% @ 30% & 59% @ ave.60% AMI	9)	Island Cove		Jul-23		QPP for term of HAP									
25% @ 50% AMI per NSP2	10)	La Joya Villages		Feb-15		2030									
100% @ 60% AMI; 50% HAP	11)	Lake Delray		Dec-16		QPP end 11/30/2031									
100% HAP contract	12)	Lake Worth Towers		Jan-24		QPP for term of HAP									
12% @ 30%; 88% @ 60%	13)	Lakeside Commons		Apr-23		QPP for term of HAP									
100% @ 60% AMI	14)	Malibu Bay		Aug-20		2020 QPP started 8/28/20									
100% @ 60% AMI	15)	Mallards Landing		Jan-20		2035									
HAP contract all but 1 unit	16)	New South Bay Villas		Apr-17		QPP for term of HAP									
17% @ 30% and 83% @ 60% AMI	17)	Palm Gardens		Nov-08		15-years from issuance is 2023									
2% @ 50% and 98% @ 60% AMI	18)	Palms West		Sep-13		2028									
100% HAP contract	19)	Paul Lawrence Dunbar Senior		Oct-17		QPP for term of HAP									
25% @ 30%/30% @ 50%/45% @ 60%	20)	Pine Run Villas		Oct-13		2028									
100% @ 60% AMI	21)	Pinnacle Palms (1)		Jul-05		QPP ends not sooner than July 1, 2022									
100% HAP contract	22)	Royal Palm Place		Dec-18		QPP for term of HAP									
100% HAP contract	23)	St. Andrews Residences		Dec-22		QPP for min. of 30 years or term of HAP									
100% @ 60% AMI	24)	St. James Residences		Dec-22		QPP for min. of 30 years or term of HAP									
100% HAP contract	25)	Westgate Plaza		Nov-12		QPP for term of HAP									
100% @ 60% AMI	26)	Woodlake		Nov-13		2028									
	(1)	PBC LURA has 60% @ 55+; FHFC has 80% @ 55+ w/no tenant under 18.													
	(2)	PBC LURA amended to 100% @ 55+ from 60+, and no tenant under 18.													

Housing Finance Authority of Palm Beach County
 Summary of Monthly Project Bond Program Reports
 Preliminary June 2024

	Project:	Date	Per Rent Roll		Number of		Total	Total	Current	Last	2024
		Report	or FHFC Recap:		TICs included:						
		was	New	Annual	# of	# of					
	received	Move-in's	renewal	IC's (1)	AR's (1)	units	Units	occup.	occup.	occup.	
1)	Azalea Place n/k/a Lake Mangonia) (#)(@)	7/15/24	4	5	4	1	150	141	94.0%	92.0%	90.9%
2)	Brenton At Abbey Park	7/2/24	1	n.a.	1	n.a.	160	159	99.4%	99.4%	99.4%
3)	Christian Manor (2)(#)(@)	7/30/24	5	n.a.	5	n.a.	200	187	93.5%	98.0%	84.3%
4)	Colonial Lakes	7/23/24	1	n.a.	1	n.a.	120	120	100.0%	99.2%	99.9%
5)	Courts at Village Square (#)	7/3/24	2	n.a.	0	n.a.	84	83	98.8%	97.6%	98.4%
6)	El Cid (2)(#)	7/15/24	1	n.a.	1	n.a.	73	72	98.6%	98.6%	98.4%
7)	Gould House (2)(#)	7/9/24	0	n.a.	0	n.a.	101	100	99.0%	99.0%	98.2%
8)	Heron Estates Senior (2)(#)	7/15/24	1	n.a.	1	n.a.	101	101	100.0%	99.0%	99.5%
9)	Island Cove (partial #)	7/10/24	2	n.a.	2	n.a.	60	59	98.3%	100.0%	100.0%
10)	La Joya Villages	7/9/24	1	n.a.	1	n.a.	55	55	100.0%	100.0%	100.0%
11)	Lake Delray (2)(#)	7/12/24	5	n.a.	5	n.a.	404	394	97.5%	97.0%	98.1%
12)	Lake Worth Towers (2)	7/5/24	4	n.a.	4	n.a.	195	161	82.6%	81.0%	82.1%
13)	Lakeside Commons (partial #)	7/19/24	0	n.a.	0	n.a.	99	98	99.0%	99.0%	97.1%
14)	Malibu Bay	7/15/24	3	n.a.	3	n.a.	264	259	98.1%	96.6%	98.1%
15)	Mallards Landing	7/10/24	2	n.a.	2	n.a.	163	162	99.4%	100.0%	99.8%
16)	New South Bay Villas (#)	7/11/24	4	n.a.	4	n.a.	131	120	91.6%	90.1%	91.1%
17)	Palm Gardens	7/1/24	0	9	0	9	80	80	100.0%	100.0%	100.0%
18)	Palms West	7/11/24	5	n.a.	5	n.a.	290	287	99.0%	99.0%	98.9%
19)	Paul Lawrence Dunbar Senior (2)(@)(#)	7/16/24	0	n.a.	0	n.a.	99	93	93.9%	93.9%	94.8%
20)	Pine Run Villas	7/15/24	0	n.a.	0	n.a.	63	63	100.0%	100.0%	100.0%
21)	Pinnacle Palms (2)(@)	7/15/24	1	n.a.	1	n.a.	152	150	98.7%	98.7%	98.4%
22)	Royal Palm Place (2)(#)	7/16/24	1	n.a.	1	n.a.	125	123	98.4%	97.6%	97.9%
23)	St. Andrews Residences (2)(#)	7/16/24	2	n.a.	2	n.a.	177	172	97.2%	97.2%	97.0%
24)	St. James Residences (2)(#)	7/16/24	0	n.a.	0	n.a.	148	141	95.3%	96.6%	96.3%
25)	Westgate Plaza (2)(#)	7/10/24	1	n.a.	1	n.a.	80	78	97.5%	96.3%	97.3%
26)	Woodlake (@)	7/10/24	3	n.a.	3	n.a.	224	224	100.0%	99.6%	98.9%
	Totals		49	14	47	10	3,798	3,682	97.3%	97.1%	96.7%
(1)	"IC's" are initial move-in "Tenant Income Certification" forms and "AR's" are annual recertification forms provided.										
(2)	Elderly/seniors only										
(@)	Bonds have been redeemed in whole but Qualified Project Period still in effect. (#) HAP contract.										

Housing Finance Authority of Palm Beach County
 Summary of Monthly Project Bond Program Reports
 Preliminary June 2024

		2023	2022	2021	2020	2023	2022	2021	2020	2023	2022	2021	2020
	Project:	ave.	ave.	ave.	ave.	monthly	monthly	monthly	monthly	monthly	monthly	monthly	monthly
		occup.	occup.	occup.	occup.	high	high	high	high	low	low	low	low
1)	Azalea Place (d/b/a Palm Grove)	95.3%	99.3%	97.5%	99.2%	98%	100%	100%	100%	93%	97%	95%	98%
2)	Brenton At Abbey Park	99.0%	99.2%	98.5%	97.7%	100%	100%	100%	100%	97%	97%	98%	94%
3)	Christian Manor (1)	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.
4)	Colonial Lakes	99.7%	97.8%	97.8%	98.2%	98%	100%	100%	100%	100%	95%	97%	95%
5)	Courts at Village Square	97.7%	99.1%	99.0%	98.0%	99%	100%	100%	100%	96%	98%	95%	95%
6)	El Cid	95.4%	96.5%	99.3%	99.5%	97%	99%	100%	100%	90%	96%	99%	97%
7)	Gould House	98.3%	98.3%	89.2%	n.a.	100%	100%	96%	n.a.	96%	96%	86%	n.a.
8)	Heron Estates Senior	99.9%	98.9%	99.0%	98.6%	100%	100%	100%	100%	99%	97%	97%	96%
9)	Island Cove (2)	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.
10)	La Joya Villages	99.8%	100.0%	99.8%	98.2%	100%	100%	100%	100%	98%	100%	98%	96%
11)	Lake Delray	98.6%	97.5%	97.9%	97.5%	99%	99%	99%	99%	97%	97%	97%	97%
12)	Lake Worth Towers (3)	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.
13)	Lakeside Commons	96.4%	n.a.	n.a.	n.a.	99%	n.a.	n.a.	n.a.	95%	n.a.	n.a.	n.a.
14)	Malibu Bay	96.4%	96.5%	98.5%	98.0%	98%	98%	99%	99%	93%	94%	98%	96%
15)	Mallards Landing	98.7%	98.4%	98.3%	98.1%	100%	100%	100%	100%	94%	95%	97%	90%
16)	New South Bay Villas	86.6%	95.9%	96.8%	96.7%	92%	99%	99%	100%	79%	91%	92%	90%
17)	Palm Gardens	99.0%	98.9%	98.6%	98.2%	100%	100%	100%	100%	98%	96%	96%	96%
18)	Palms West	95.7%	97.3%	95.9%	98.1%	98%	100%	99%	99%	94%	95%	93%	96%
19)	Paul Lawrence Dunbar Senior	97.1%	98.7%	99.7%	98.7%	99%	100%	100%	100%	95%	97%	99%	97%
20)	Pine Run Villas	100.0%	99.2%	99.7%	99.9%	100%	100%	100%	100%	100%	97%	98%	98%
21)	Pinnacle Palms	98.7%	98.5%	98.5%	98.3%	99%	100%	100%	100%	97%	97%	97%	97%
22)	Royal Palm Place	98.4%	99.5%	98.4%	99.3%	99%	100%	100%	100%	98%	98%	98%	98%
23)	St. Andrews Residences	97.7%	n.a.	n.a.	n.a.	99%	n.a.	n.a.	n.a.	96%	n.a.	n.a.	n.a.
24)	St. James Residences	97.7%	n.a.	n.a.	n.a.	99%	n.a.	n.a.	n.a.	97%	n.a.	n.a.	n.a.
25)	Westgate Plaza	98.0%	98.9%	97.7%	98.4%	100%	100%	100%	100%	96%	98%	95%	96%
26)	Woodlake	98.1%	97.9%	98.0%	97.1%	99%	99%	100%	100%	96%	96%	95%	92%
	Totals (4)	97.5%	98.3%	97.9%	98.3%								
(1)	Rehab completed by February 2024												
(2)	Construction completed by end of December 2023												
(3)	Rehab expected to be completed July 31, 2024		(4)	Sum of the averages of each project									

Housing Finance Authority of Palm Beach County
 Summary of Monthly Project Bond Program Reports
 Preliminary June 2024

			2023	2022	2021	2020
	Project:	Location:	occup.	occup.	occup.	occup.
			turn	turn	turn	turn
			over	over	over	over
1)	Azalea Place (d/b/a Palm Grove)	Australian Ave. south of 25st Street, WPB	7%	5%	9%	9%
2)	Brenton At Abbey Park	Forest Hill Blvd. west of Haverhill, WPB	15%	11%	19%	n.a.
3)	Christian Manor	325 Executive Center Dr., WPB	n.a.	n.a.	n.a.	n.a.
4)	Colonial Lakes	Lake Worth Rd. west of Haverhill Rd., Greenacres	6%	16%	21%	30%
5)	Courts at Village Square	NE corner of SW8th Street & Auburn Ave., Del. Bch.	6%	4%	5%	2%
6)	El Cid	315 Almeria Rd., WPB E. of US 1 and S. of Belved.	19%	11%	1%	n.a.
7)	Gould House	21000 R.&B, Coleman Blvd., BR W of 441 bet. Glades	13%	13%	n.a.	n.a.
8)	Heron Estates Senior	2003 W. 17th Street off Congress Ave, Riviera Beach	2%	10%	12%	n.a.
9)	Island Cove	1100 NW 4th Ave south of Atlantic and east I95 Delray	n.a.	n.a.	n.a.	n.a.
10)	La Joya Villages	6th Ave S. just east of US 1, Lake Worth	16%	5%	16%	9%
11)	Lake Delray	Lindell Blvd. east of I-95/south of Linton Blvd. Del. Bch	9%	9%	9%	20%
12)	Lake Worth Towers	1500 Lucerne Ave. east of I-95, Lake Worth Beach	n.a.	n.a.	n.a.	n.a.
13)	Lakeside Commons	Executive Center Dr. south of PB Lake Blvd. WPB	3%	n.a.	n.a.	n.a.
14)	Malibu Bay	Executive Center Dr. south of PB Lake Blvd. WPB	12%	13%	21%	31%
15)	Mallards Landing	1598 Quail Drive off of Westgate Ave., WPB	15%	8%	12%	n.a.
16)	New South Bay Villas	MLK and Palm Beach Road, City of South Bay	24%	11%	23%	n.a.
17)	Palm Gardens	4th Ave N. south of 10 Ave. N., Lake Worth	15%	11%	14%	14%
18)	Palms West	1551 Quail Drive off Westgate Ave, suburban WPB	15%	10%	16%	28%
19)	Paul Lawrence Dunbar Senior	906 Grant St, corner of Division and Grant, WPB	9%	7%	10%	n.a.
20)	Pine Run Villas	6th Ave S./Melaleuca west of Haverhill Rd. Lk. Worth	3%	19%	13%	14%
21)	Pinnacle Palms	Executive Center Dr. south of Congress Ave. WPB	14%	17%	14%	20%
22)	Royal Palm Place	808&906-17th St & 805&811-15th St, WPB	6%	4%	3%	n.a.
23)	St. Andrews Residences	208 Fern St., downtown WPB	6%	n.a.	n.a.	n.a.
24)	St. James Residences	400 S. Olive, downtown WPB	7%	n.a.	n.a.	n.a.
25)	Westgate Plaza	Quail Drive and Westgate Ave., suburban WPB	9%	10%	6%	4%
26)	Woodlake	N. Jog Rd. south of Okeechobee Blvd., WPB	12%	19%	15%	20%
		Totals (7)	11%	11%	13%	17%

Housing Finance Authority of Palm Beach County
 Summary of Monthly Project Bond Program Reports
 Preliminary June 2024

						Qualified			
Most restrictive tenant set aside requirements per HFA bond or other subordinate/HTC financing				Approx. QPP start date		Project Period end (approximate)			
100% HAP contract	1)	Azalea Place (d/b/a Palm Grove)		Apr-00		QPP for term of HAP			
4% @ 30% & 96% @ 60% AMI	2)	Brenton At Abbey Park		late 2020		2034			
105 units with vouchers	3)	Christian Manor		early 2023		QPP for term of vouchers			
25% @ 30%, 30% @ 50% AMI	4)	Colonial Lakes		May-13		2028			
100% HAP contract	5)	Courts at Village Square (fka Village Square Elder)		Jan-18		QPP for term of HAP			
100% HAP contract	6)	El Cid		late 2020		QPP for term of HAP			
100% HAP contract	7)	Gould House		early 2021		QPP for term of HAP			
50% HAP contract/10% @ 33% AMI	8)	Heron Estates Senior		Oct-20		QPP for term of HAP			
41% @ 30% & 59% @ ave.60% AMI	9)	Island Cove		Jul-23		QPP for term of HAP			
25% @ 50% AMI per NSP2	10)	La Joya Villages		Feb-15		2030			
100% @ 60% AMI; 50% HAP	11)	Lake Delray		Dec-16		QPP end 11/30/2031			
100% HAP contract	12)	Lake Worth Towers		Jan-24		QPP for term of HAP			
12% @ 30%; 88% @ 60%	13)	Lakeside Commons		Apr-23		QPP for term of HAP			
100% @ 60% AMI	14)	Malibu Bay		Aug-20		2020 QPP started 8/28/20			
100% @ 60% AMI	15)	Mallards Landing		Jan-20		2035			
HAP contract all but 1 unit	16)	New South Bay Villas		Apr-17		QPP for term of HAP			
17% @ 30% and 83% @ 60% AMI	17)	Palm Gardens		Nov-08		15-years from issuance is 2023			
2% @ 50% and 98% @ 60% AMI	18)	Palms West		Sep-13		2028			
100% HAP contract	19)	Paul Lawrence Dunbar Senior		Oct-17		QPP for term of HAP			
25% @ 30%/30% @ 50%/45% @ 60%	20)	Pine Run Villas		Oct-13		2028			
100% @ 60% AMI	21)	Pinnacle Palms (1)		Jul-05		QPP ends not sooner than July 1, 2022			
100% HAP contract	22)	Royal Palm Place		Dec-18		QPP for term of HAP			
100% HAP contract	23)	St. Andrews Residences		Dec-22		QPP for min. of 30 years or term of HAP			
100% @ 60% AMI	24)	St. James Residences		Dec-22		QPP for min. of 30 years or term of HAP			
100% HAP contract	25)	Westgate Plaza		Nov-12		QPP for term of HAP			
100% @ 60% AMI	26)	Woodlake		Nov-13		2028			
	(1)	PBC LURA has 60% @ 55+; FHFC has 80% @ 55+ w/no tenant under 18.							
	(2)	PBC LURA amended to 100% @ 55+ from 60+, and no tenant under 18.							



**Housing Finance Authority
of Palm Beach County**

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



Chairperson

Bobby "Tony" Smith

Vice Chair

Robin B. Henderson

Secretary

Tracy L. Caruso

Clark D. Bennett

Laurie S. Dubow

Chricht B. Mixon

Charles V. St. Lawrence

Executive Director

David M. Brandt

dbrandt@pbcgov.org

(561) 233-3652

Administrative Assistant

Jennifer M. Hamilton

jhamilto@pbcgov.org

(561) 233-3656

*"An Equal Opportunity
Affirmative Action Employer"*

Official Electronic Letterhead

Date: August 8, 2024

To: Sandra Swenson
U.S. Bank Corporate Trust

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

Re: General Fund Disbursement #6-2024

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

<u>PAYEE</u>	<u>AMOUNT</u>
Palm Beach County Board of County Commissioners (May & June)	\$ 56,298.47
David M. Brandt (FL ALHFA conf. exp.)	1,398.63
Greenspoon Marder (May, June & July)	<u>4,100.10</u>
Total General Fund Disbursement:	\$ 61,797.20

Approved at the board meeting of September 13, 2024

CC: Amanda Kumar, US Bank

Tab 2

V. Old Business - attachments

- a. “Waterview Apartments at Mangonia Park” – approval of new inducement resolution
 - i. Resolution R-2024-08
- b. “Lakeshore Apartments” – approval of new inducement resolution
 - ii. Resolution R-2024-09

RESOLUTION NO. R-2024-08

A RESOLUTION OF THE HOUSING FINANCE AUTHORITY OF PALM BEACH COUNTY (THE “AUTHORITY”) DECLARING THE AUTHORITY’S PRELIMINARY INTENT TO ISSUE ITS NOT TO EXCEED \$25,000,000 MULTIFAMILY HOUSING REVENUE BONDS, NOTES OR OTHER EVIDENCES OF INDEBTEDNESS (IN ANY EVENT REFERRED TO HEREIN AS THE “BONDS”) WHICH MAY BE ISSUED IN ONE OR MORE SERIES TO OBTAIN FUNDS TO BE LOANED TO WATERVIEW PARTNERS, LLLP (THE “BORROWER”), ITS SUCCESSORS OR ASSIGNS, FOR THE FINANCING OF THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF A QUALIFYING HOUSING DEVELOPMENT IN THE TOWN OF MANGONIA PARK, PALM BEACH COUNTY, FLORIDA TO BE KNOWN AS WATERVIEW APARTMENTS AT MANGONIA PARK; INDICATING THE AUTHORITY’S OFFICIAL INTENT TO USE A PORTION OF THE PROCEEDS OF SUCH BONDS TO REIMBURSE CERTAIN EXPENDITURES PAID OR INCURRED PRIOR TO THE DATE OF ISSUANCE THEREOF; APPROVING THE FORM OF AND AUTHORIZING THE EXECUTION OF A MEMORANDUM OF AGREEMENT; AUTHORIZING VALIDATION OF THE BONDS, IF SO REQUIRED; PROVIDING CERTAIN OTHER DETAILS WITH RESPECT THERETO; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, pursuant to the provisions of the Florida Constitution, Part IV of Chapter 159, Florida Statutes, as amended and supplemented, and other applicable provisions of law (the “Act”) and the policies of the Housing Finance Authority of Palm Beach County, Florida (the “Authority”), ND Flex Partners, LLLP (together with its successors or assigns, the “Borrower”), has submitted a request to the Authority requesting that the Authority issue, pursuant to the provisions of the Act, multifamily housing revenue bonds, notes or other evidences of indebtedness to finance the costs of the acquisition, construction and equipping of an approximately 140 unit multifamily rental housing facility for the elderly to be known as Waterview Apartments at Mangonia Park, to be located on the northwest corner of the intersection of Tiffany Drive and W. Tiffany Drive, in the Town of Mangonia Park, Palm Beach County, Florida 33407 (the “Project”), to be rented to qualified persons and families as required by the Act and the Internal Revenue Code of 1986, as amended (the “Code”) in Palm Beach County, Florida; and

WHEREAS, the Authority had previously, by the adoption of Resolution No. R-2024-04 on May 10, 2024, declared its official intent to issue, in one or more series, its multifamily housing revenue bonds in the initial aggregate principal amount of not exceeding \$25,000,000, for the benefit of ND Flex Partners, LLLP (the “Prior Borrower”); and

WHEREAS, the Prior Borrower has indicated to the Authority that it no longer desires to undertake the Project; and

WHEREAS, the Authority now desires, as requested by the Borrower, to declare its official intent to issue, in one or more series, its Multifamily Housing Revenue Bonds in the initial aggregate principal amount of not exceeding \$25,000,000 (or such other debt instrument as may be allowed by the Act and approved by Bond Counsel and the Authority's counsel, herein, the "Bonds") pursuant to the limitations and conditions set forth in this Resolution and in subsequent resolutions and other instruments of the Authority, which amount the Borrower has represented will, together with other available funds of the Borrower, be sufficient to finance the acquisition, construction and equipping of the Project; and

WHEREAS, the Bonds will be secured by amounts payable under the terms of a loan or financing agreement between the Authority and the Borrower providing for payments in amounts or other collateral sufficient to pay and secure the principal of, premium, if any, and interest on the Bonds as the same become due and payable, and/or such other security as shall be acceptable to the Authority; and

WHEREAS, it is intended by the Authority that the interest on the Bonds will be excludable from gross income for federal income tax purposes; and

WHEREAS, the action taken by this Resolution does not constitute final approval of the financing of the costs of the Project or of the issuance of the Bonds and is not an absolute commitment by the Authority to issue the Bonds; and

WHEREAS, the Authority's approval of the financing of the costs of the Project will be effected in accordance with applicable law and regulations and the financial terms, security for the repayment of the Bonds, restrictions on transferability, if applicable, and other matters will be determined and/or approved by subsequent proceedings of the Authority and by other appropriate regulatory bodies as may be required by applicable law and regulations, including but not limited to, approval by the Board of County Commissioners of Palm Beach County, Florida of certain matters relating thereto; and

WHEREAS, the Authority has been informed by the Borrower that it has and anticipates that it will incur certain capital expenditures relating to the Project prior to the issuance of the Bonds by the Authority; and

WHEREAS, such capital expenditures will be paid from the Borrower's own money or from the proceeds of a taxable financing; and

WHEREAS, the Code and applicable regulations (the "Regulations") require the Authority to declare its official intent to allow the Borrower to be reimbursed for certain capital expenditures incurred by the Borrower in connection with the Project prior to the issuance of the Bonds from a portion of the proceeds of the Bonds, when and if the Bonds are issued; and

WHEREAS, it is intended by the Authority that this Resolution constitutes such official intent with respect to the reimbursement, from proceeds of the Bonds, of those certain capital

expenditures the Borrower has and will incur prior to the issuance of the Bonds as provided in Section 4 and 5 herein.

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

SECTION 1. The recitals set forth above are adopted by the Authority as the findings of the Authority and are incorporated herein.

SECTION 2. The Authority is authorized and empowered by the Act and Article V, Division 3, Sections 2-181 et seq., Palm Beach County Code of Ordinances (the “Ordinance”) to adopt this Resolution and, subject to subsequent proceedings of the Authority, to enter into transactions such as those contemplated by the Borrower in connection with the financing of the costs of the Project through the issuance of the Bonds in one or more series, and to fully perform the obligations of the Authority to be undertaken in connection with the financing of the costs of the Project through the issuance of the Bonds in order to assist in alleviating the shortage of housing and of capital to finance the construction of affordable housing in Palm Beach County, Florida, and this Resolution is adopted and such actions are to be taken pursuant to the provisions of the Act and the Ordinance.

SECTION 3. The statements contained in this Resolution with respect to the reimbursement of the capital expenditures referred to in this Resolution are intended to be the Authority’s statements of official intent as required by, and in conformance with, the provisions of Section 1.150-2(e) of the Regulations. The expression of official intent set forth herein is made in reliance upon the representation of the Borrower that it reasonably expects to pay with its own funds or incur expenses in connection with the Project prior to the issuance of the Bonds and to be reimbursed for those expenses from the proceeds of the Bonds.

SECTION 4. All of the capital expenditures to be reimbursed in connection with the Project pursuant to this Resolution from proceeds of the Bonds that are issued as tax exempt obligations, will be for costs that (a) are properly chargeable to the capital account of the Borrower under general income tax principles, (b) constitute non-recurring working capital expenditures (of a type not customarily payable from current revenues), or (c) are costs of issuing the Bonds and will meet the requirements of the Code in that such capital expenditures have been or will be incurred on and after the date that is sixty (60) days before the date of adoption of this Resolution.

SECTION 5. The Authority reasonably expects to use a portion of the proceeds of the Bonds, when and if issued, to reimburse the Borrower for the capital expenditures contemplated under this Resolution made prior to not earlier than sixty (60) days prior to the adoption of this Resolution, and no funds from sources other than the “reimbursement bond issue” (as such term has the meaning assigned to it under the Regulations) portion of the bonds are, or are reasonably expected to be, reserved, allocated on a long term basis, or otherwise set aside by the Authority pursuant to the Authority’s policies to pay for such capital expenditures.

SECTION 6. The Authority will direct the Borrower, upon receipt of the proceeds of the Bonds (or within thirty (30) days thereafter), to allocate in writing the amount of proceeds of

the Bonds (i.e., the reimbursement bond issue) used to reimburse the costs of the Project (herein, the "Prior Expenditures"). Such allocation will be accomplished within the later of (a) eighteen months from the earliest date such Prior Expenditures were incurred or (b) the date the construction and equipping of the Project is substantially completed (but in no event later than three (3) years after the first Prior Expenditure was made).

SECTION 7. The maximum principal amount of Bonds expected to be issued for the financing of the costs of the acquisition, construction and equipping of the Project through the issuance of the Bonds is \$25,000,000.

SECTION 8. The adoption of this Resolution does not in any way entitle or create any rights in or for Borrower other than as set forth herein and the terms of this Resolution shall not constitute final approval of the financing of the costs of the Project or authorization for the Authority to issue the Bonds; such approval and authorization shall be considered by the Authority by other appropriate regulatory bodies in subsequent proceedings as required by applicable law and regulations and shall be contingent upon, among other things:

(A) The execution by the Borrower of a loan or financing agreement with the Authority in a form and substance and on terms acceptable to the Authority, including adequate provision being made for the operation, repair and maintenance of the Project at the expense of the Borrower and for the payment of the principal of, premium, if any, and interest on the Bonds and reserves, if any, therefor;

(B) The Authority's final determination that the proposal of the Borrower otherwise complies with all of the provisions of the Act and the policies of the Authority; and

(C) Unless waived by the Authority, in compliance with the Authority's policies and guidelines, either (i) the provision by the Borrower of credit enhancement to secure the Bonds and a rating acceptable to the Authority from rating agencies acceptable to the Authority, obtained by the Borrower with respect to the Bonds, or (ii) the private placement of the Bonds with an institutional investor acceptable to the Authority.

SECTION 9. Attached hereto as Exhibit A is the form of Memorandum of Agreement to be entered into by and between the Authority and the Borrower (the "Agreement"). The Borrower's agreement to enter into and perform under the Agreement shall be a condition precedent for the General Counsel to the Authority, Bond Counsel and the Executive Director of the Authority to take any actions with respect to the preparation of any documents to be used in connection with the financing of the costs of the Project through the issuance of the Bonds. The Agreement, in the form attached hereto as Exhibit A, is hereby approved. The Chairperson or, in the Chairperson's absence, any other member of the Authority, is hereby authorized to execute and deliver the Agreement, the execution thereof by the Authority being conclusive evidence of the approval of the form of such Agreement.

SECTION 10. IT IS EXPRESSLY STATED AND AGREED THAT THE ADOPTION OF THIS RESOLUTION IS NOT A GUARANTY, EXPRESS OR IMPLIED, THAT THE AUTHORITY SHALL APPROVE THE ISSUANCE OF THE BONDS FOR THE FINANCING OF THE COSTS OF THE PROJECT. THIS RESOLUTION IS

QUALIFIED IN ITS ENTIRETY BY THE PROVISIONS OF THE ACT AND THE ORDINANCE, OR ANY SUBSEQUENTLY ENACTED OR EFFECTIVE LEGISLATION CONCERNING A STATE VOLUME CEILING ON MULTIFAMILY HOUSING BONDS. THE BORROWER SHALL HOLD THE AUTHORITY AND ITS PAST, PRESENT AND FUTURE MEMBERS, OFFICERS, STAFF, ATTORNEYS, FINANCIAL ADVISORS, AND EMPLOYEES HARMLESS FROM ANY LIABILITY OR CLAIM BASED UPON THE FAILURE OF THE AUTHORITY TO CLOSE THE TRANSACTION AND ISSUE THE BONDS OR FROM ANY OTHER CAUSE OF ACTION ARISING FROM THE ADOPTION OF THIS RESOLUTION, THE PROCESSING OF THE FINANCING OF THE COSTS OF THE PROJECT THROUGH THE ISSUANCE OF THE BONDS EXCEPT FOR THE GROSS NEGLIGENCE OR WILLFUL AND WANTON MISCONDUCT OF THE AUTHORITY.

SECTION 11. To the extent deemed necessary by Bond Counsel to the Authority or by General Counsel to the Authority, General Counsel and/or Bond Counsel to the Authority are authorized to institute appropriate proceedings for the validation of the Bonds pursuant to Chapter 75, Florida Statutes.

SECTION 12. The Authority has no jurisdiction regarding zoning and land use matters and the adoption of the Resolution is not intended to express any opinion regarding same.

SECTION 13. All resolutions or parts thereof, of the Authority in conflict herewith are, to the extent of such conflict, hereby modified to the extent of such conflict.

SECTION 14. This Resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED this 13th day of September, 2024.

HOUSING FINANCE AUTHORITY OF PALM BEACH COUNTY, FLORIDA

By: _____
Chairperson / Vice Chairperson

ATTEST:

[Assistant] Secretary

EXHIBIT A
FORM OF MEMORANDUM OF AGREEMENT

RESOLUTION NO. R-2024-09

A RESOLUTION OF THE HOUSING FINANCE AUTHORITY OF PALM BEACH COUNTY (THE “AUTHORITY”) DECLARING THE AUTHORITY’S PRELIMINARY INTENT TO ISSUE ITS NOT TO EXCEED \$28,600,000 MULTIFAMILY HOUSING REVENUE BONDS, NOTES OR OTHER EVIDENCES OF INDEBTEDNESS (IN ANY EVENT REFERRED TO HEREIN AS THE “BONDS”) WHICH MAY BE ISSUED IN ONE OR MORE SERIES TO OBTAIN FUNDS TO BE LOANED TO RICHMAN LAKESHORE, LLC (THE “BORROWER”), ITS SUCCESSORS OR ASSIGNS, FOR THE FINANCING OF THE ACQUISITION, REHABILITATION AND EQUIPPING OF A QUALIFYING HOUSING DEVELOPMENT IN THE CITY OF WEST PALM BEACH, PALM BEACH COUNTY, FLORIDA KNOWN AS LAKE SHORE APARTMENTS; INDICATING THE AUTHORITY’S OFFICIAL INTENT TO USE A PORTION OF THE PROCEEDS OF SUCH BONDS TO REIMBURSE CERTAIN EXPENDITURES PAID OR INCURRED PRIOR TO THE DATE OF ISSUANCE THEREOF; APPROVING THE FORM OF AND AUTHORIZING THE EXECUTION OF A MEMORANDUM OF AGREEMENT; AUTHORIZING VALIDATION OF THE BONDS, IF SO REQUIRED; PROVIDING CERTAIN OTHER DETAILS WITH RESPECT THERETO; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, pursuant to the provisions of the Florida Constitution, Part IV of Chapter 159, Florida Statutes, as amended and supplemented, and other applicable provisions of law (the “Act”) and the policies of the Housing Finance Authority of Palm Beach County, Florida (the “Authority”), Richman Lakeshore, LLC (together with its successors or assigns, the “Borrower”), has submitted a request to the Authority requesting that the Authority issue, pursuant to the provisions of the Act, multifamily housing revenue bonds, notes or other evidences of indebtedness to finance the costs of the acquisition, rehabilitation and equipping of an approximately 192 unit multifamily rental housing facility known as Lake Shore Apartments, located at 4660 N. Congress Avenue, in the City of West Palm Beach, Palm Beach County, Florida 33407 (the “Project”), to be rented to qualified persons and families as required by the Act and the Internal Revenue Code of 1986, as amended (the “Code”) in Palm Beach County, Florida; and

WHEREAS, the Authority had previously, by the adoption of Resolution No. R-2024-07 on June 14, 2024, declared its official intent to issue, in one or more series, its multifamily housing revenue bonds in the initial aggregate principal amount of not exceeding \$26,000,000, for the benefit of Lakeshore Apartments, LLC (the “Prior Borrower”); and

WHEREAS, the Prior Borrower has indicated to the Authority that it no longer desires to undertake the Project; and

WHEREAS, Authority now desires, as requested by the Borrower, to declare its official intent to issue, in one or more series, its Multifamily Housing Revenue Bonds in the initial aggregate principal amount of not exceeding \$28,600,000 (or such other debt instrument as may be allowed by the Act and approved by Bond Counsel and the Authority's counsel, herein, the "Bonds") pursuant to the limitations and conditions set forth in this Resolution and in subsequent resolutions and other instruments of the Authority, which amount the Borrower has represented will, together with other available funds of the Borrower, be sufficient to finance the acquisition, rehabilitation and equipping of the Project; and

WHEREAS, the Bonds will be secured by amounts payable under the terms of a loan or financing agreement between the Authority and the Borrower providing for payments in amounts or other collateral sufficient to pay and secure the principal of, premium, if any, and interest on the Bonds as the same become due and payable, and/or such other security as shall be acceptable to the Authority; and

WHEREAS, it is intended by the Authority that the interest on the Bonds will be excludable from gross income for federal income tax purposes; and

WHEREAS, the action taken by this Resolution does not constitute final approval of the financing of the costs of the Project or of the issuance of the Bonds and is not an absolute commitment by the Authority to issue the Bonds; and

WHEREAS, the Authority's approval of the financing of the costs of the Project will be effected in accordance with applicable law and regulations and the financial terms, security for the repayment of the Bonds, restrictions on transferability, if applicable, and other matters will be determined and/or approved by subsequent proceedings of the Authority and by other appropriate regulatory bodies as may be required by applicable law and regulations, including but not limited to, approval by the Board of County Commissioners of Palm Beach County, Florida of certain matters relating thereto; and

WHEREAS, the Authority has been informed by the Borrower that it has and anticipates that it will incur certain capital expenditures relating to the Project prior to the issuance of the Bonds by the Authority; and

WHEREAS, such capital expenditures will be paid from the Borrower's own money or from the proceeds of a taxable financing; and

WHEREAS, the Code and applicable regulations (the "Regulations") require the Authority to declare its official intent to allow the Borrower to be reimbursed for certain capital expenditures incurred by the Borrower in connection with the Project prior to the issuance of the Bonds from a portion of the proceeds of the Bonds, when and if the Bonds are issued; and

WHEREAS, it is intended by the Authority that this Resolution constitutes such official intent with respect to the reimbursement, from proceeds of the Bonds, of those certain capital expenditures the Borrower has and will incur prior to the issuance of the Bonds as provided in Section 4 and 5 herein.

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

SECTION 1. The recitals set forth above are adopted by the Authority as the findings of the Authority and are incorporated herein.

SECTION 2. The Authority is authorized and empowered by the Act and Article V, Division 3, Sections 2-181 et seq., Palm Beach County Code of Ordinances (the “Ordinance”) to adopt this Resolution and, subject to subsequent proceedings of the Authority, to enter into transactions such as those contemplated by the Borrower in connection with the financing of the costs of the Project through the issuance of the Bonds in one or more series, and to fully perform the obligations of the Authority to be undertaken in connection with the financing of the costs of the Project through the issuance of the Bonds in order to assist in alleviating the shortage of housing and of capital to finance the construction and rehabilitation of affordable housing in Palm Beach County, Florida, and this Resolution is adopted and such actions are to be taken pursuant to the provisions of the Act and the Ordinance.

SECTION 3. The statements contained in this Resolution with respect to the reimbursement of the capital expenditures referred to in this Resolution are intended to be the Authority’s statements of official intent as required by, and in conformance with, the provisions of Section 1.150-2(e) of the Regulations. The expression of official intent set forth herein is made in reliance upon the representation of the Borrower that it reasonably expects to pay with its own funds or incur expenses in connection with the Project prior to the issuance of the Bonds and to be reimbursed for those expenses from the proceeds of the Bonds.

SECTION 4. All of the capital expenditures to be reimbursed in connection with the Project pursuant to this Resolution from proceeds of the Bonds that are issued as tax exempt obligations, will be for costs that (a) are properly chargeable to the capital account of the Borrower under general income tax principles, (b) constitute non-recurring working capital expenditures (of a type not customarily payable from current revenues), or (c) are costs of issuing the Bonds and will meet the requirements of the Code in that such capital expenditures have been or will be incurred on and after the date that is sixty (60) days before the date of adoption of this Resolution.

SECTION 5. The Authority reasonably expects to use a portion of the proceeds of the Bonds, when and if issued, to reimburse the Borrower for the capital expenditures contemplated under this Resolution made prior to not earlier than sixty (60) days prior to the adoption of this Resolution, and no funds from sources other than the “reimbursement bond issue” (as such term has the meaning assigned to it under the Regulations) portion of the bonds are, or are reasonably expected to be, reserved, allocated on a long term basis, or otherwise set aside by the Authority pursuant to the Authority’s policies to pay for such capital expenditures.

SECTION 6. The Authority will direct the Borrower, upon receipt of the proceeds of the Bonds (or within thirty (30) days thereafter), to allocate in writing the amount of proceeds of the Bonds (i.e., the reimbursement bond issue) used to reimburse the costs of the Project (herein, the “Prior Expenditures”). Such allocation will be accomplished within the later of (a) eighteen months from the earliest date such Prior Expenditures were incurred or (b) the date the

rehabilitation and equipping of the Project is substantially completed (but in no event later than three (3) years after the first Prior Expenditure was made).

SECTION 7. The maximum principal amount of Bonds expected to be issued for the financing of the costs of the acquisition, rehabilitation and equipping of the Project through the issuance of the Bonds is \$28,600,000.

SECTION 8. The adoption of this Resolution does not in any way entitle or create any rights in or for Borrower other than as set forth herein and the terms of this Resolution shall not constitute final approval of the financing of the costs of the Project or authorization for the Authority to issue the Bonds; such approval and authorization shall be considered by the Authority by other appropriate regulatory bodies in subsequent proceedings as required by applicable law and regulations and shall be contingent upon, among other things:

(A) The execution by the Borrower of a loan or financing agreement with the Authority in a form and substance and on terms acceptable to the Authority, including adequate provision being made for the operation, repair and maintenance of the Project at the expense of the Borrower and for the payment of the principal of, premium, if any, and interest on the Bonds and reserves, if any, therefor;

(B) The Authority's final determination that the proposal of the Borrower otherwise complies with all of the provisions of the Act and the policies of the Authority; and

(C) Unless waived by the Authority, in compliance with the Authority's policies and guidelines, either (i) the provision by the Borrower of credit enhancement to secure the Bonds and a rating acceptable to the Authority from rating agencies acceptable to the Authority, obtained by the Borrower with respect to the Bonds, or (ii) the private placement of the Bonds with an institutional investor acceptable to the Authority.

SECTION 9. Attached hereto as Exhibit A is the form of Memorandum of Agreement to be entered into by and between the Authority and the Borrower (the "Agreement"). The Borrower's agreement to enter into and perform under the Agreement shall be a condition precedent for the General Counsel to the Authority, Bond Counsel and the Executive Director of the Authority to take any actions with respect to the preparation of any documents to be used in connection with the financing of the costs of the Project through the issuance of the Bonds. The Agreement, in the form attached hereto as Exhibit A, is hereby approved. The Chairperson or, in the Chairperson's absence, any other member of the Authority, is hereby authorized to execute and deliver the Agreement, the execution thereof by the Authority being conclusive evidence of the approval of the form of such Agreement.

SECTION 10. IT IS EXPRESSLY STATED AND AGREED THAT THE ADOPTION OF THIS RESOLUTION IS NOT A GUARANTY, EXPRESS OR IMPLIED, THAT THE AUTHORITY SHALL APPROVE THE ISSUANCE OF THE BONDS FOR THE FINANCING OF THE COSTS OF THE PROJECT. THIS RESOLUTION IS QUALIFIED IN ITS ENTIRETY BY THE PROVISIONS OF THE ACT AND THE ORDINANCE, OR ANY SUBSEQUENTLY ENACTED OR EFFECTIVE LEGISLATION CONCERNING A STATE VOLUME CEILING ON MULTIFAMILY HOUSING BONDS.

THE BORROWER SHALL HOLD THE AUTHORITY AND ITS PAST, PRESENT AND FUTURE MEMBERS, OFFICERS, STAFF, ATTORNEYS, FINANCIAL ADVISORS, AND EMPLOYEES HARMLESS FROM ANY LIABILITY OR CLAIM BASED UPON THE FAILURE OF THE AUTHORITY TO CLOSE THE TRANSACTION AND ISSUE THE BONDS OR FROM ANY OTHER CAUSE OF ACTION ARISING FROM THE ADOPTION OF THIS RESOLUTION, THE PROCESSING OF THE FINANCING OF THE COSTS OF THE PROJECT THROUGH THE ISSUANCE OF THE BONDS EXCEPT FOR THE GROSS NEGLIGENCE OR WILLFUL AND WANTON MISCONDUCT OF THE AUTHORITY.

SECTION 11. To the extent deemed necessary by Bond Counsel to the Authority or by General Counsel to the Authority, General Counsel and/or Bond Counsel to the Authority are authorized to institute appropriate proceedings for the validation of the Bonds pursuant to Chapter 75, Florida Statutes.

SECTION 12. The Authority has no jurisdiction regarding zoning and land use matters and the adoption of the Resolution is not intended to express any opinion regarding same.

SECTION 13. All resolutions or parts thereof, of the Authority in conflict herewith are, to the extent of such conflict, hereby modified to the extent of such conflict.

SECTION 14. This Resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED this 13th day of September, 2024.

HOUSING FINANCE AUTHORITY OF PALM BEACH COUNTY, FLORIDA

By: _____
Chairperson / Vice Chairperson

ATTEST:

[Assistant] Secretary

EXHIBIT A
FORM OF MEMORANDUM OF AGREEMENT

Tab 3

VI. New Business - attachments

- a. Presentation of loan request by Habitat for Humanity of Greater Palm Beach County
 - i. Loan request letter from HFHGPBC
 - ii. HFHCPBC FY 2024/25 cash flow projection
- b. Approval of FY 2024-25 general fund budget
 - i. Resolution R-2024-10
- c. Approval of one year accounting services engagement
 - i. Weinstein Zugman engagement letter
- d. Consider Sadowski Education Effort contribution
 - i. Letter from FL ALHFA
- e. Approval of Program goals, objectives and performance standards pursuant to Section 189.0694, F.S.

Unsolicited Loan Proposal
Habitat for Humanity of Greater Palm Beach
181 SE 5th Ave.
Delray Beach, FL 33483

August 28, 2024

Housing Finance Authority of Palm Beach County
100 Australian Avenue, Suite 410
West Palm Beach, FL 33406

Dear Members of the Palm Beach Housing Finance Authority,

I hope this letter finds you well. On behalf of Habitat for Humanity of Greater Palm Beach, I am honored to present a proposal for a \$2.2 million loan, this loan will be fully collateralized by our existing mortgages—a lifeline that will directly support our mission to provide affordable, life-changing housing for low-income families in the Greater Palm Beach area.

Purpose of the Loan

This loan will empower us to build 18 additional homes over the next two years in the Lake Worth Beach, Lantana, South Bay and Pahokee areas. These homes will not just be structures; they will be the foundation for stability, hope, and opportunity for families who otherwise would never know the security of owning a home. The impact on their lives, and the broader community, will be profound.

Financial Benefits

By granting this loan at an interest rate of 1%, the Palm Beach Housing Finance Authority will enable us to achieve critical financial milestones:

1. **Reduction of High-Interest Debt:** We are currently burdened by several lines of credit with interest rates as high as 7.9%. This loan would allow us to close these high-interest lines, dramatically reducing our interest expenses. Specifically:
 - \$1 million line of credit established on 4/4/2014 (First Horizon f/n/a Iberia Bank) – NPBC Affiliate (Current Remaining Balance \$487,000.00)
 - \$1.65 million line of credit established on 8/13/2014 (First Horizon f/n/a Iberia Bank) – NPBC Affiliate (Current Remaining Balance \$1,364,000.00)
 - \$750,000 line of credit established on 12/7/2022 (Valley National Bank) – SPBC Affiliate (Current Remaining Balance \$392,000.00)
2. **Increased Monthly Capital:** Lowering our interest rate from 7.9% to 1% will free up significant monthly capital. This freed capital will be reinvested directly into our mission, enabling us to build more homes, reach more families, and strengthen our community.
3. **Enhanced Financial Stability:** With reduced financial pressure, we can plan and execute our projects with greater efficiency and confidence, ensuring that we continue to meet the urgent housing needs of our community.

Reason for Increased Borrowing

The increased borrowing between 2016 and 2023 was driven by a necessary merger between our South Palm Beach and North Palm Beach County affiliates. These lines of credit, established by the North affiliate prior to the merger in January 2023, became even more essential during the peak of COVID-19. During this challenging period, our income from donations plummeted, and banks were not purchasing mortgages. We had no choice but to rely on these lines to sustain our operations and continue serving our community.

Loan Repayment Details

We propose to repay the \$2.2 million loan over a 5-year period, with a monthly payment of \$8,000.00. At the end of the 5-year term, the remaining balance will be due in full. This structure allows us to significantly reduce our current interest expenses and allocate more resources to our core mission of building affordable homes.

Impact on the Community

This loan will have a transformative impact on our community:

1. **Economic Stability:** Affordable housing provides a pathway for low-income families to achieve economic stability, building wealth through homeownership.
2. **Community Development:** Each home built contributes to the vibrancy and sustainability of our neighborhoods.
3. **Family Well-Being:** Safe, affordable housing is the cornerstone of well-being, leading to better health, educational outcomes, and overall quality of life.

Conclusion

This loan is more than just a financial transaction; it is an investment in the future of our community. With your support, Habitat for Humanity of Greater Palm Beach can continue to make a lasting and positive impact on countless families. We are eager to discuss this proposal further and explore how, together, we can build a brighter future for our community.

Thank you for your time and consideration.

Warm regards,

Jennifer Thomason
Chief Executive Officer
Habitat for Humanity of Greater Palm Beach

Habitat for Humanity of Greater Palm Beach County, Inc.
Cash Flow Projection - Pro Forma with New Housing Finance Authority Loan Facility
July 2024 thru June 2025

	PROJECTED	PROJECTED	PROJECTED	PROJECTED	PROJECTED	PROJECTED	PROJECTED	PROJECTED	PROJECTED	PROJECTED	PROJECTED	PROJECTED	PROJECTED
	Jul 2024	Aug 2024	Sep 2024	Oct 2024	Nov 2024	Dec 2024	Jan 2025	Feb 2025	March 2025	April 2025	May 2025	June 2025	TOTAL
Beginning Cash Balance:	\$ 769,139	\$ 1,034,524	\$ 957,419	\$ 1,343,536	\$ 831,988	\$ 495,994	\$ 789,206	\$ 1,422,024	\$ 1,807,108	\$ 1,435,114	\$ 1,629,896	\$ 1,443,258	\$ 769,139
Inflows:													
Donations and Sponsorships	122,800	142,800	142,800	141,800	174,800	213,300	198,300	128,300	129,967	54,667	29,667	47,300	1,526,500
Grants and CCTCP	500,000	85,000	445,000	125,000	215,000	739,700	791,333	633,333	83,333	548,333	58,333	338,333	4,562,700
ReStore Sales (Net)	442,265	460,969	416,572	343,947	387,984	374,951	399,835	366,101	385,917	397,934	364,263	338,600	4,679,338
ReStore Builders Club Memberships	8,775	8,775	8,775	8,775	8,775	8,775	8,775	8,775	8,775	8,775	8,775	8,775	105,300
Mortgage Payments Received	77,256	78,061	78,256	78,256	78,867	78,867	79,478	79,478	79,478	79,478	80,728	81,145	949,348
Third Party Financed Home Sales	-	-	-	-	-	-	-	-	-	-	-	250,000	250,000
Rent, Ground Lease and Late Fee Income	667	667	667	667	667	667	667	667	666	666	666	666	8,000
Other Inflows	-	-	-	-	-	-	-	-	-	-	-	-	-
Subtotal	1,151,763	776,272	1,092,070	698,445	866,093	1,416,260	1,478,388	1,216,654	688,136	1,089,853	542,432	1,064,819	12,081,186
Release of Restriction on NSP Cash	-	-	200,000	-	-	-	150,000	-	-	-	150,000	-	500,000
Mortgage Sales	-	-	200,000	250,000	-	100,000	-	209,000	-	100,000	-	141,000	1,000,000
Line of Credit Draws/Payoffs (net)	-	-	(200,000)	(200,000)	-	-	-	-	-	-	-	-	(400,000)
Subtotal	-	-	200,000	50,000	-	100,000	150,000	209,000	-	100,000	150,000	141,000	1,100,000
Total Inflows:	\$ 1,151,763	\$ 776,272	\$ 1,292,070	\$ 748,445	\$ 866,093	\$ 1,516,260	\$ 1,628,388	\$ 1,425,654	\$ 688,136	\$ 1,189,853	\$ 692,432	\$ 1,205,819	\$ 13,181,186
Outflows:													
Payroll and Related Expenses	433,683	433,683	433,683	433,683	391,778	391,778	391,778	391,778	391,778	391,778	391,778	391,778	4,868,953
Debt/Securitization Payments	48,854	48,854	48,854	48,854	48,854	48,854	48,854	48,854	48,854	48,854	48,854	48,854	586,253
Estimated Reduction in Debt/Securitization Payments	-	-	-	-	(14,000)	(14,000)	(14,000)	(14,000)	(14,000)	(14,000)	(14,000)	(14,000)	(112,000)
Rent Payments	89,590	89,590	88,705	78,705	69,705	69,705	64,355	64,355	64,355	64,355	64,355	64,355	872,130
Home Repairs Program Expenses	50,417	35,417	50,417	77,083	92,083	77,083	77,083	52,083	67,083	52,083	52,083	52,083	735,000
Construction Expenses*	63,833	63,833	63,833	428,667	438,667	411,167	252,500	322,500	281,600	255,000	150,000	120,000	2,851,600
Closing Costs	25,000	7,000	-	18,000	-	18,000	-	-	-	22,000	11,000	11,000	112,000
Insurance Payments	-	-	45,461	-	-	45,461	-	-	45,461	-	-	45,461	181,842
All other Outflows	175,000	175,000	175,000	175,000	175,000	175,000	175,000	175,000	175,000	175,000	175,000	175,060	2,100,060
Total Outflows:	886,378	853,378	905,953	1,259,993	1,202,087	1,223,047	995,570	1,040,570	1,060,131	995,070	879,070	894,591	12,195,839
Ending Cash Balance:	\$ 1,034,524	\$ 957,419	\$ 1,343,536	\$ 831,988	\$ 495,994	\$ 789,206	\$ 1,422,024	\$ 1,807,108	\$ 1,435,114	\$ 1,629,896	\$ 1,443,258	\$ 1,754,486	\$ 1,754,486
Net Change in Cash	\$ 265,385	\$ (77,106)	\$ 386,117	\$ (511,548)	\$ (335,994)	\$ 293,213	\$ 632,818	\$ 385,084	\$ (371,995)	\$ 194,783	\$ (186,638)	\$ 311,228	\$ 985,347

*The construction build schedule for FY 24/25 includes construction work on 21 homes.

RESOLUTION R-2024-10 OF THE HOUSING FINANCE AUTHORITY OF PALM BEACH COUNTY, FLORIDA (THE "AUTHORITY") ADOPTING A GENERAL FUND OPERATING BUDGET FOR FISCAL YEAR 2024/2025 PURSUANT TO FLORIDA LAW AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Authority is a dependent special district as defined in Section 189.403, Florida Statutes, subject to the financial reporting and budgeting requirements set forth in Chapter 189, Florida Statutes; and

WHEREAS, pursuant to Section 189.418(3), Florida Statutes, the Authority is required to adopt a budget by resolution each fiscal year; and

WHEREAS, the Authority's Executive Director has heretofore prepared and posted to the Authority's website on July 19, 2024 a proposed operating budget for Fiscal Year 2024/2025 (the "2024/25 Budget"), in which the total amount of revenues available, including amounts carried over from prior fiscal years, equals the total of appropriations for expenditures and reserves; and

WHEREAS, the Authority has considered the proposed 2024/25 Budget.

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

SECTION 1. The recitals set forth above are adopted by the Authority as the findings of the Authority and are incorporated herein.

SECTION 2. The 2024/25 Budget provided by the Authority's Executive Director, including authorization for any Palm Beach County employee ATB increase, is attached hereto as **Exhibit A** is hereby approved.

SECTION 3. The Executive Director is hereby authorized to file a copy of the 2024/25 Budget with the Clerk of the Board of County Commissioners of Palm Beach County, Florida.

SECTION 4. This Resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED this 13th day of September, 2024.

HOUSING FINANCE AUTHORITY OF PALM BEACH COUNTY, FLORIDA

By: _____
Tracy Caruso, Chairperson

ATTEST:

Secretary/Assistant Secretary

EXHIBIT A

GENERAL FUND BUDGET FOR FY 2024/25

Operating Revenues:

MF bond issue annual fee income	\$ 719,500	
SF loan origination income	<u>1,000</u>	
Total Operating Income		\$ 720,500

Operating Expenses:

Contract Services	\$ 435,000	
Accounting & auditing services	55,000	
Legal fees	35,000	
Other expenses	<u>50,000</u>	
Total Operating Expense		<u>575,000</u>

Income/(Loss) from Operations: 145,500

Non-Operating Revenue/(Expenses)

Interest income	300,000
Down payment assistance second mortgages	(50,000)

Increase/(Decrease) in Net Position \$ 395,500



August 1, 2024

Housing Finance Authority of
Palm Beach County, Florida (“HFA”) (“Authority”)
West Palm Beach, Florida

We are pleased to confirm our acceptance and understanding of the services we are to provide for the HFA, for the year ended September 30, 2024.

You have requested that we perform the following services:

- 1) We will provide you with the following bookkeeping services:
 - a. Analyze and record all transactions reported by the custodian for the general fund and propose standard adjusting entries.
 - b. Review detailed general ledgers and related accounting records for the general fund.

In order to facilitate the work of your independent auditors, we will prepare the following schedules for the general fund to assist the Authority’s auditors in the performance of their audit procedures.

- a. Prepare preliminary trial balances by fund.
- b. Prepare lead schedules for cash and investments by fund and investment type.
- c. Prepare a detailed listing of transactions by type:

Interest on investments
Purchases of investments
Sale of investments
Transfers between funds by type
Expenditures by type

Assist in preparing Management’s Discussion and Analysis.

- 2) We will prepare the financial statements of the Authority which comprise the statement of net assets and related statement of revenues, expenses, and changes in net assets and cash flows for the year ended September 30, 2024, and the related notes to the financial statements, and perform a compilation engagement with respect to those financial statements.

The objective of the preparation and compilation portion of our engagement is to—

- prepare financial statements in accordance with accounting principles generally accepted in the United States of America based on information provided by you and
- apply accounting and financial reporting expertise to assist you in the presentation of financial statements without undertaking to obtain or provide any assurance that there are no material modifications that should be made to the financial statements in order for them to be in accordance with accounting principles generally accepted in the United States of America.

We will conduct our compilation engagement in accordance with the Statements on Standards for Accounting and Review Services (SSARS) promulgated by the Accounting and Review Services Committee of the AICPA and comply with applicable professional standards, including the AICPA's *Code of Professional Conduct*, and its ethical principles of integrity, objectivity, professional competence, and due care, when performing the bookkeeping services, preparing the financial statements, and performing the compilation engagement.

We are not required to, and will not, verify the accuracy or completeness of the information you will provide to us for the engagement or otherwise gather evidence for the purpose of expressing an opinion or a conclusion. Accordingly, we will not express an opinion, conclusion, nor provide any assurance on the financial statements.

Our engagement cannot be relied upon to identify or disclose any financial statement misstatements, including those caused by fraud or error, or to identify or disclose any wrongdoing within the entity or noncompliance with laws and regulations.

We, in our sole professional judgment, reserve the right to refuse to perform any procedure or take any action that could be construed as assuming management responsibilities.

The financial statement preparation and compilation portion of the engagement to be performed is conducted on the basis that you acknowledge and understand that our role is to prepare financial statements in accordance with accounting principles generally accepted in the United States of America and assist you in the presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America. You have the following overall responsibilities that are fundamental to our undertaking the engagement in accordance with SSARS:

- a) The selection of accounting principles generally accepted in the United States of America as the financial reporting framework to be applied in the preparation of the financial statements.
- b) The preparation and fair presentation of financial statements in accordance with accounting principles generally accepted in the United States of America and the inclusion of all informative disclosures that are appropriate for accounting principles generally accepted in the United States of America.

- c) The design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the financial statements that are free from material misstatement, whether due to fraud or error.
- d) The prevention and detection of fraud.
- e) To ensure that the Authority complies with the laws and regulations applicable to its activities.
- f) The accuracy and completeness of the records, documents, explanations, and other information, including significant judgments, you provide to us for the engagement.
- g) To provide us with—
 - access to all information of which you are aware is relevant to the preparation and fair presentation of the financial statements, such as records, documentation, and other matters.
 - additional information that we may request from you for the purpose of the compilation engagement.
 - unrestricted access to persons within the Authority of whom we determine it necessary to make inquiries.

As part of our engagement, we will issue a compilation report that will state that we did not audit or review the financial statements and that, accordingly, we do not express an opinion, a conclusion, nor provide any assurance on them. There may be circumstances in which the report differs from the expected form and content. If, for any reason, we are unable to complete the compilation of your financial statements, we will not issue a report on such statements as a result of this engagement.

We are not independent with respect to the Authority and will disclose that we are not independent in our compilation report.

You agree to include our accountant's compilation report in any document containing financial statements that indicates that we have performed a compilation engagement on such financial statements and, prior to the inclusion of the report, to obtain our permission to do so.

Other Relevant Information

You are responsible for all management decisions and responsibilities and for designating an individual with suitable skill, knowledge, and experience to oversee our bookkeeping and financial statement preparation services. You are responsible for evaluating the adequacy and results of the services performed and accepting responsibility for such services.

Michael Preville is the engagement partner and is responsible for supervising the engagement and signing the report or authorizing another individual to sign it.

Housing Finance Authority of
Palm Beach County, Florida
August 1, 2024
Page Four

If during the course of our engagement we encounter circumstances, which we believe may create a conflict of interest or conflict with the ethical standards of our profession, we will inform you of our concerns. If these concerns cannot be adequately addressed to our satisfaction, or we are compelled to do so by the professional standards of our profession, we may withdraw from the engagement. Additionally, we reserve the right to withdraw from the engagement should we encounter circumstances, which conflict with the ethical standards of our firm. In either event, you agree to compensate us for our services to the date of the withdrawal.

Our fees for these services will be based on the actual time spent at our standard hourly rates, plus travel and other out-of-pocket costs such as report production, postage, etc. Our standard hourly rates vary according to the degree of responsibility involved and the experience level of the personnel assigned to the engagement.

We estimate that our fees for these services should not exceed \$18,000. The amount of the fee is reliant upon the time required for the transition of the recordkeeping to the Authority including the amount of assistance needed, and the correctness and accuracy of the final product produced by the Authority. The fee estimate is also based on anticipated cooperation from your personnel and the assumption that unexpected circumstances will not be encountered during the work performed. If significant additional time is necessary, we will discuss it with you and arrive at a new fee estimate before we incur the additional costs.

Other Matters

In connection with this engagement, we may communicate with you or others via e-mail transmission. We take reasonable measures to secure your confidential information in our e-mail transmissions, including password protecting tax returns and other confidential documents. However, as e-mails can be intercepted and read, disclosed, or otherwise used or communicated by an unintended third party, or may not be delivered to each of the parties to whom they are directed and only to such parties, we cannot guarantee or warrant that e-mails from us will be properly delivered and read only by the addressee. Therefore, we specifically disclaim and waive any liability or responsibility whatsoever for the interception or unintentional disclosure of e-mail transmissions or for the unauthorized use or failed delivery of emails transmitted by us in connection with the performance of this engagement. In that regard, you agree that we shall have no liability for any loss or damage to any person or entity resulting from the use of mail transmission, including any consequential, incidental, direct, indirect, or special damages, such as loss of sales or anticipated profits, or disclosure or communication of confidential or proprietary information.

Housing Finance Authority of
Palm Beach County, Florida
August 1, 2024
Page Five

We appreciate the opportunity to be of service to you and believe this letter accurately summarizes the significant terms of our engagement. If you have any questions, please let us know. If you acknowledge and agree with the terms of our engagement as described in this letter, please sign the enclosed copy and return it to us.

Sincerely,

Weinstein Zugman, LLC

Weinstein Zugman, LLC

Acknowledged by:

Housing Finance Authority of
Palm Beach County, Florida

Chairman

Date

David Brandt

From: Mark Hendrickson <mark@thehendricksoncompany.com>
Sent: Saturday, August 31, 2024 1:26 PM
To: Mark Hendrickson
Cc: sleigh@comcast.net
Subject: SEE Contributions
Attachments: SEE Support Letter 7-31-24.pdf

This Message Is From an External Sender

This message came from outside your organization.

Executive Directors and Administrators

Thanks to early SEE contributors, all at \$20,000
HFA of Hillsborough County
Lee County HFA
HFA of Manatee County
Miami-Dade HFA

Still waiting to hear back from all of the rest of you. Please work to get the SEE contributions approved and paid. Let me know when your HFA decides on its level of contribution.

Thanks, and I've attached the letter from Florida ALHFA President Kathryn Driver on SEE.

Mark Hendrickson
1404 Alban Avenue
Tallahassee, FL 32301
850.671.5601
mark@thehendricksoncompany.com



BOARD OF DIRECTORS

PRESIDENT
KATHRYN DRIVER
PINELLAS COUNTY HFA

VICE PRESIDENT
ANGELA A. ABBOTT
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BOARD MEMBER
JIM RYAN
CLAY COUNTY HFA

DIRECTORS
MARK HENDRICKSON
SUSAN LEIGH

July 31, 2024

Florida ALHFA Members:

Re: Contribution to Sadowski Education Effort for 2025 Legislative Session

First, many thanks to all of our HFAs who contributed to the Sadowski Education Effort (SEE) these last several years. The effort has been extremely effective, but the educational effort isn't over. It's time for everyone to again make their annual contribution to the Sadowski Education Effort.

This year, SEE was the leader in the effort that resulted one of the highest appropriation for housing ever-- \$408 million of Sadowski funds, \$330 million of general revenue, and \$184 million for homeless programs, member projects and the Live Local SAIL Tax Donation Program.

As discussed throughout the recent Florida ALHFA Educational Conference we need to keep the education effort moving forward. We will have new legislators that need to know about affordable housing, and we must work to keep affordable housing at the forefront of the upcoming legislative session.

The 2025 Legislative Session begins in March, but committee meetings begin well before then. That means our work begins now. We already have engaged our lobbying and communications team and they have begun work.

Even if your budget system does not permit a contribution until after your fiscal year begins on October 1, we need your pledge now. And of course, contributions received in August and September are optimal.

In our previous correspondence, it was stated that with term limits, there is continual turnover in the legislature - new legislators must be educated on the value of housing finance authorities and state housing programs. Therefore, **it is essential that the educational efforts be an ongoing project.**

To that end, Florida ALHFA has pledged an additional \$20,000 to the SEE. Florida ALHFA strongly urges its members to actively participate in the legislative process and **provide financial support in this educational effort in the amount of \$20,000.**

What has the value of the SEE been? Without SEE, the **Housing Trust Funds would no longer exist, there would be no dedicated revenue for housing, and housing programs would have**

received no funds. In the last nine years, over \$3.5 Billion was appropriated for housing due to SEE. Highlights of our educational effort:

- Full funding of Sadowski by the legislature this year
- Appropriations for housing every year since FY 2014-15

Many HFAs received reimbursement for DPA loans far exceeding their SEE contributions. Additionally, SAIL and SHIP assist our programs. SAIL allows bond deals to work that otherwise would not be financially feasible and SHIP is another source of DPA for our programs. From a purely economic investment perspective, an HFA receives returns for its annual SEE contributions by closing only a few DPA loans or one SAIL-Bond deal.

Given these long and hard-fought victories, why is additional education needed? As stated above, continued turnover in the legislature makes this effort necessary. Florida ALHFA has positioned itself to be more effective. We will continue to have an effective lobbying and public relations effort in place led by former Senate President Ken Pruitt and Bascom Communications. However, it will not be achieved if we are on the sideline watching the action. Every year that we have a strong SEE presence, our long-term position is improved. We need to deliver our message that adequate housing funding means jobs for Florida's economy and enhances our ability to fulfill our mission of providing housing finance to first-time homebuyers and the provisions for affordable rental housing for our workforce. It is also essential to our mission of supporting neighborhood stabilization and revitalization.

The Sadowski Coalition expects to retain full-time services and pay its expenses with a \$285,000 budget. We are asking you to support this effort with a contribution of \$20,000. The fiscal agent for these funds continues to be Florida ALHFA. However, contributions at any level are needed and appreciated, depending upon the resources of your HFA.

Please ensure checks are made payable to: "Sadowski Education Effort" and mailed to:

Sadowski Education Effort
1404 Alban Avenue
Tallahassee, Florida 32301

An invoice can be sent to you upon request. When you contribute, please notify us by email at mark@thehendricksoncompany.com

Upon becoming a supporter of the Sadowski Education Effort, you will be included in regular updates, by email and telephone, and your input in regard to the SEE strategies will be welcomed. A copy of the 2024 SEE Fundraising and Expenditures Report is available upon request.

Timeline: Contributions or Pledges to the Sadowski Education Effort should be received no later than September 30, 2024.

Thank you,



Kathryn Driver
President
Florida ALHFA