



SAN DIEGO
HOUSING
COMMISSION

HOUSING AUTHORITY REPORT

DATE ISSUED: May 9, 2011

REPORT NO: HAR 11-028

ATTENTION: Members of the Housing Authority of the City of San Diego
For the Agenda of June 7, 2011

SUBJECT: Final Bond Authorization for Florida Street Apartments

COUNCIL DISTRICT: 3

REQUESTED ACTION:

Authorize the issuance of Housing Authority of the City of San Diego ("Housing Authority") multifamily housing revenue bonds to fund the construction of the Florida Street Apartments.

STAFF RECOMMENDATION:

Recommend that the Housing Authority authorize the issuance of up to \$16,833,000 in multifamily housing revenue bonds to fund construction of the Florida Street Apartments, located at 3783-3825 Florida Street, by Florida Street Housing Associates, L.P. ("Florida Street L.P.").

SUMMARY:

The Project

Florida Street is a new construction project to be located at 3783-3825 Florida Street in the North Park community of San Diego. It is designed as a four-story, wood-frame construction building over a concrete parking garage and podium deck.

The project will create a total of 83 affordable multifamily rental units including 24 one-bedroom, 33 two-bedroom (includes one manager unit), and 26 three-bedroom apartments. See Attachment 1 for a vicinity map.

Design features include two open courtyards which provide a variety of recreation opportunities to residents and it also maximizes natural light into each residential unit. Proposed sustainable measures include photovoltaic panels, hydronic heat and hot water from high-efficiency central boilers (with potential solar hot water pre-heat), low/no-VOC interior materials, and enhanced unit ventilation for air quality.

Background

On January 20, 2009, the San Diego Housing Authority ("Housing Authority") approved a loan to Florida Street Housing Associates, L.P. in the amount of \$4,900,000 for the acquisition of a one acre site located at 3783-3825 Florida Street within the North Park Redevelopment Project Area.

The Housing Authority approval allowed for the funding of the land acquisition loan prior to receipt of tax credit approval. Florida Street Housing Associates, L.P. closed on the Housing Commission loan and acquired the site on February 27, 2009. Per the executed Housing Commission loan agreement, if tax credit financing and construction financing are not closed within 36 months from the date of funding

of the Housing Commission loan (February 29, 2012 deadline), Florida Street Housing Associates, L.P. would be in default of the loan agreement and all principal and interest shall be due and payable immediately in a balloon payment. Since the property acquisition, Florida Street Housing Associates, L.P. applied for nine percent tax credits on June 9, 2009, and received a perfect competitive score, but did not have a high enough tiebreaker score to win an allocation of tax credits. In order to improve its chances to compete for tax credits by maximizing tiebreaker points, Florida Street L.P. requested that the Housing Commission grant an additional subsidy via a residual receipts loan in the amount of \$2,487,000 (for a combined acquisition, construction and permanent financing loan amount of \$7,387,000). This residual receipts loan was approved by the Housing Authority on March 16, 2010. Following the approval of the residual receipts loan, Florida Street Housing Associates, L.P. applied again for nine percent tax credits both on March 25, 2010, and July 7, 2010. Despite the perfect score, neither application was awarded the credits due to other competing projects in the San Diego area (Mercado del Estrella Apartments).

Florida Street Housing Associates, L.P. was not awarded nine percent tax credits on three separate applications, and therefore restructured the project to utilize tax-exempt housing revenue bonds and four percent tax credits. Because of decreased tax credit funding to the project as a result of switching to four percent tax credits, Florida Street L.P. requested additional Housing Commission and Redevelopment Agency funding. On March 8, 2011, the Housing Authority approved an additional \$700,000 loan to the project, bringing the total Housing Commission loan to \$8,087,000.

Housing Affordability:

Florida Street Apartments will provide 83 rental units, 82 of which will be affordable to low and very-low income families, with nine units restricted at 50 percent Area Median Income ("AMI") and 73 units restricted at 60 percent AMI. One two-bedroom unit will be reserved for an on-site manager and will not be income-restricted.

The following table illustrates the number of units, monthly affordable rent restriction levels, and comparable market rents:

Unit Type	Income Qualification	Number of Units	Restricted Rent (net of tenant utility allowance)	Market Rents
1-Br 1-Ba	50% AMI	3	\$727	\$1,118
1-Br 1-Ba	60% AMI	21	\$874	\$1,118
2-Br 1-Ba	50% AMI	3	\$836	\$1,380
2-Br 1-Ba	60% AMI	29	\$1,006	\$1,380
3-Br 2-Ba	50% AMI	3	\$929	\$1,560
3-Br 2-Ba	60% AMI	23	\$1,118	\$1,560
2-Br 2-Ba Manager Unit	N/A	1	non-restricted	

The units will be restricted to the lesser of California Redevelopment Law ("CRL") rents or California Tax Credit Allocation Committee ("TCAC") rents.

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The proposed project timeline is as follows:

Bond and TCAC four percent tax credit allocation date	May 18, 2011
Housing Authority Final Bond Approval	June 7, 2011
Finance Closing (bonds, tax credits, and HC financing)	June 24, 2011
Construction commencement	July 2011
Construction completion	October 2012

Development Team

The project will be developed and owned by Florida Street Housing Associates, L.P., a to-be-formed California limited partnership (a single asset limited partnership) consisting of 1) Another Nurturing Neighborhood LLC, as the Managing General Partner (an affiliated limited liability corporation formed by Community Housing Works), and 2) Union Bank as the tax credit investor limited partner. At the end of the 15-year tax credit compliance period, the Housing Commission will have an option to purchase the project.

Community Housing Works ("CHW") is a California tax-exempt non-profit corporation formed by the 2002 merger of Community Housing of North County (founded in 1988) and San Diego Neighborhood Housing Services (founded in 1982). CHW's mission is to revitalize neighborhoods through creation of affordable housing with services for residents. CHW currently owns and operates over 1,500 affordable housing units at 30 different projects in San Diego County. The Housing Commission has worked with CHW on a number of successful affordable housing projects including the 108-unit Las Serenas project completed in 2006 and the 67-unit Alabama Manor project completed in 2007.

Community Housing Works' and Another Nurturing Neighborhood's Statements for Public Disclosure and most recent financials are included as Attachment 2.

Financing Structure

The total development cost of the project is estimated to be approximately \$31,000,000. Financing sources include four percent tax credits, tax-exempt housing bonds, and local financing from the Housing Commission and the San Diego Redevelopment Agency in the form of residual receipts loans. The amount of bonds being requested (\$16,833,000) is slightly higher than the current estimate needed for construction (\$16,022,000). This allows for a contingency in the event that additional bonds are needed between this approval and the bond closing.

Estimated sources of funding are summarized in the following table:

FINANCING SOURCES

Construction Sources of Funding		Permanent Sources of Funding	
Housing Revenue Bonds (Union Bank)	\$16,022,000	Housing Revenue Bonds (Union Bank)	\$5,812,000
Housing Commission loan	\$6,820,329	Housing Commission loan	\$8,087,000
Housing Commission Deferred Interest	\$172,732	Housing Commission Deferred Interest	\$172,732
Redevelopment Agency	\$5,600,000	Redevelopment Agency	\$5,600,000
RDA Deferred Interest	\$141,800	RDA Deferred Interest	\$141,800
4% Tax Credit Equity	\$1,600,300	4% Tax Credit Equity	\$11,105,600
NOI during stabilization	\$100,000	NOI during Stabilization	\$100,000
Deferred Expenses	\$561,971		
Total Financed	\$31,019,132		\$31,019,132

Public Disclosure and Bond Authorization

The bonds will be sold through a private placement, purchased directly by Union Bank. Union Bank is a “qualified institutional buyer” within the meaning of the U.S. securities laws. At closing, it will sign an “Investor’s Letter” certifying, among other things, that it is buying the bonds for its own account and not for public distribution. Because the bonds are being sold through a private placement, an Official Statement will not be used. In addition, the bonds will not be subject to continuing disclosure requirements nor will they be credit enhanced or rated. When bonds are issued through a public offering, a third party trustee administers bond proceeds, collects project loan payments, makes bond debt service payments, and protects the interest of bondholders. Under the private placement structure for this transaction, Union Bank will act as both the bond owner’s representative (in lieu of a trustee) and as the bondholder/lender.

The transfer of the bonds by Union Bank or any subsequent bondholder will be restricted to transferees who would purchase all of the bonds (to maintain ownership by a single bondholder), and who would represent to the Authority that they are qualified institutional buyers or accredited investors who are buying the bonds for investment purposes and not for resale, and have made due investigation of the information they would deem material in connection with the purchase of the bonds.

The following documents will be executed on behalf of the Housing Authority: Indenture, Loan Agreement, Assignment of Deed of Trust, Regulatory Agreement, and other loan documents. At the time of docketing, bond documents in substantially final form will be presented to members of the Housing Authority. Any changes to the documents following Housing Authority approval require the consent of the City Attorney’s office and bond counsel.

The bonds will be issued pursuant to an Indenture between the Housing Authority and Union Bank (acting as the bond owner representative). Based upon instructions contained in the Indenture, the bond owner representative will disburse bond proceeds for eligible costs, collect project revenues and make payments to bondholders.

Under the terms of the Loan Agreement, the Housing Authority will loan the proceeds of the bonds to the borrower in order to develop the project. The Loan Agreement sets out the terms of repayment and the security for the loan, and the Housing Authority assigns its rights to receive repayments under the loan to the bond owner representative.

An Assignment of Deed of Trust and other Loan Documents, which assigns the Housing Authority's rights and responsibilities as the bond issuer to Union Bank, is signed by the Housing Authority and Union Bank. Rights and responsibilities that are assigned to Union Bank include the right to collect and enforce the collection of loan payments, monitor project construction and related budgets, and enforce insurance and other requirements. These rights will be used by Union Bank as bond owner representative to protect its financial interests as the bondholder.

The Regulatory Agreement will be recorded against the property in order to ensure the long-term use of the project as affordable housing. The Regulatory Agreement will also ensure that the project complies with all applicable federal and state laws.

Since the bonds will not be repaid using any City or Housing Authority revenues, it is not appropriate to provide any information about the City's finances. For a summary of the Housing Commission's Multifamily Bond Program and actions that must be taken by the Housing Authority and by the City Council to initiate and finalize bond financings, please see Attachment 3.

Staff has been working with The PFM Group, a Financial Advisor selected by the Housing Commission through a competitive Request for Proposal process, to perform due diligence concerning the proposed financing and to formulate a recommendation for the Housing Authority. After evaluating the terms of the proposed financing and the public benefits to be achieved, it is the Financial Advisor's recommendation that the bond issuance for the project be authorized assuming the project receives final approval from Union Bank's credit committee. The Financial Advisor's analysis and recommendation to proceed is included as Attachment 4.

Staff is also working with the City's Disclosure Practices Working Group to assure that the issuance of Housing Authority bonds is in conformance with the City's disclosure requirements.

FISCAL CONSIDERATIONS:

There are no fiscal impacts to the Housing Commission, City of San Diego, or Housing Authority associated with the requested bond action. The bonds will not constitute a debt of the City of San Diego. Neither the faith and credit nor the taxing power of the City or the Housing Authority would be pledged to the payment of the bonds; security for repayment of the bonds will be limited to the value of the property and its revenue sources. All costs of the bond financing, including compensation for staff efforts in preparing the bonds, will be borne by the project owner. The Housing Commission's issuer fee under the financing will be approximately \$38,716 (0.23 percent of the expected bond amount) or less if limited by the tax code.

On February 27, 2009, the Housing Commission funded \$4,900,000 for the purchase of the land by Florida Street Housing Associates LP. The Housing Authority has approved an additional \$3,187,000 for construction of this project for a total Housing Commission commitment of \$8,087,000.

PREVIOUS COUNCIL and/or COMMITTEE ACTION:

On May 13, 2011, the Housing Commission approved this item. On March 8, 2011, the Housing Authority and City Council approved the preliminary bond items and additional Housing Commission funding.

On March 16, 2010, the Housing Authority approved a \$2,487,000 residual receipts loan to Florida Street Housing Associates, L.P. as gap financing, in addition to the \$4,900,000 used by the developer to acquire the land.

On January 20, 2009, the Housing Authority approved the site acquisition loan to Florida Street Housing Associates, L.P. in the amount of \$4,900,000.

COMMUNITY PARTICIPATION AND PUBLIC OUTREACH EFFORTS:

On November 9, 2010, CHW met with the North Park Project Area Committee (PAC) regarding the status of the project and, at the meeting, the PAC unanimously recommended that the Redevelopment Agency expend additional funds to allow the project to proceed as a four percent tax credit deal. In addition, CHW also provided updates to adjacent residents, community leaders and representatives from the Coral Ridge Homeowner's Association regarding the status of the project.

On October 21, 2008, a development concept for the property was approved by the PAC. On June 3, 2009, the current multifamily entitlements were approved by the City Hearing Officer.

KEY STAKEHOLDERS AND PROJECTED IMPACTS:

Stakeholders include Community Housing Works as the nonprofit general partner, Union Bank as the bond purchaser and tax credit investor, and the community of North Park. Development of the property is expected to have a positive impact on the community because it will improve the quality of housing in the neighborhood and provide much-needed rental units affordable to low-income and very low-income families.

ENVIRONMENTAL REVIEW:

The City of San Diego previously evaluated the environmental impacts associated with this project in the Mitigated Negative Declaration (Project No. 89239, dated June 20, 2006) adopted on July 13, 2006, by Planning Commission Resolution No. 4103-PC and there is no change in circumstance, additional information, or project changes to warrant additional environmental review. Processing under the National Environmental Policy Act is not required as no federal funds are implicated in this action.

Respectfully submitted,



Ann E. Kern
Bond Project Manager
Real Estate Department

Approved by,



Carrol M. Vaughan
Executive Vice President &
Chief Operating Officer

- Attachments:
1. Location Map
 2. Developer's Statement for Public Disclosure *
 3. Multifamily Bond Program Summary
 4. Financial Advisor's Analysis

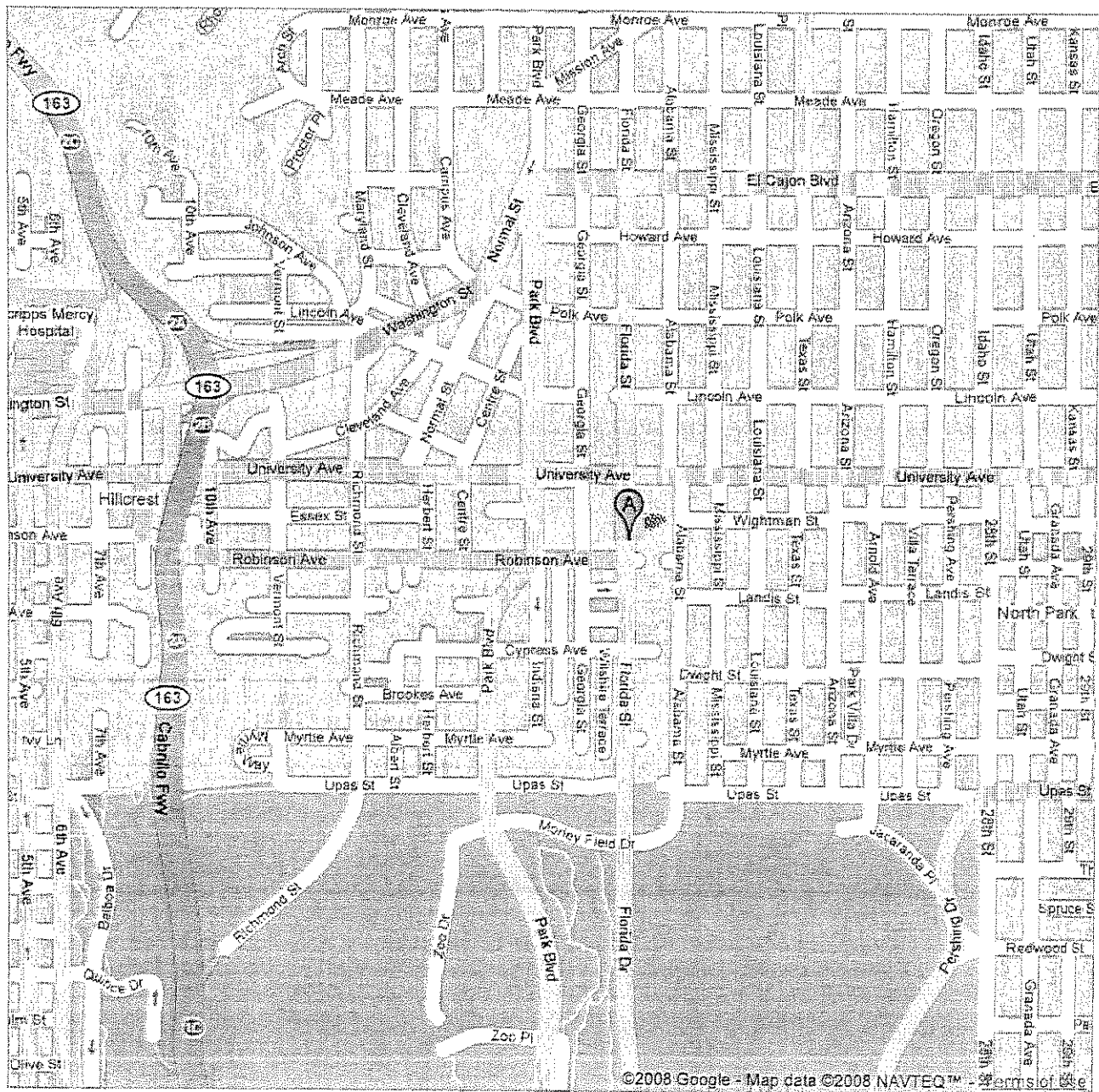
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Hard copies are available for review during business hours in the main lobby of the San Diego Housing Commission offices at 1122 Broadway, San Diego, CA 92101 and at the Office of the San Diego City Clerk, 202 C Street, San Diego, CA 92101. You may also review complete docket materials on the San Diego Housing Commission website at www.sdhc.org.

Address 3783 Florida St
San Diego, CA 92104



ATTACHMENT 2

DEVELOPERS/CONSULTANTS/SELLERS/CONTRACTORS/
ENTITY SEEKING GRANT/BORROWERS
(Collectively referred to as "CONTRACTOR" herein)
STATEMENT FOR PUBLIC DISCLOSURE

1. Name of CONTRACTOR: Florida Street Housing Associates, L.P.
2. Address and Zip Code: 1820 South Escondido Boulevard, Suite 101
Escondido, CA 92025
3. Telephone Number: (619) 282-6647
4. Name of Principal Contact for CONTRACTOR: Anne B. Wilson
5. Federal Identification Number or Social Security Number of CONTRACTOR: 26-3369357
6. If the CONTRACTOR is not an individual doing business under his own name, the CONTRACTOR has the status indicated below and is organized or operating under the laws of California as:

☐ A corporation (Attach Articles of Incorporation)³

☐ A nonprofit or charitable institution or corporation. (Attach copy of Articles of Incorporation and documentary evidence verifying current valid nonprofit or charitable status).

☒ A partnership known as:
(Name)
Check one

☐ General Partnership (Attach statement of General Partnership)

☒ Limited Partnership (Attach Certificate of Limited Partnership)

☐ A business association or a joint venture known as:
_____ (Attach joint venture or business association agreement)

☐ A Federal, State or local government or instrumentality thereof.

☐ Other (explain)

7. If the CONTRACTOR is not an individual or a government agency or instrumentality, give date of organization:
September 11, 2009

8. Provide names, addresses, telephone numbers, title of position (if any) and nature and extent of the interest of the current officers, principal members, shareholders, and investors of the CONTRACTOR, other than a government agency or instrumentality, as set forth below:
 - a. If the CONTRACTOR is a corporation, the officers, directors or trustees, and each stockholder owning more than 10% of any class of stock.
 - b. If the CONTRACTOR is a nonprofit or charitable institution or corporation, the members who constitute the board of trustees or board of directors or similar governing body.
Please Refer to Board of Directors Attachment
 - c. If the CONTRACTOR is a partnership, each partner, whether a general or limited, and either the percent of interest or a description of the character and extent of interest.
Please Refer to Limited Partnership Organizational Chart
 - d. If the CONTRACTOR is a business association or a joint venture, each participant and either the percent of interest or a description of the character and extent of interest.
 - e. If the CONTRACTOR is some other entity, the officers, the members of the governing body, and each person having an interest of more than 10%.

Name, Address and Zip Code _____	Position Title (if any) and percent of interest or description of character and extent of interest
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(Attach extra sheet if necessary)

9. Has the makeup as set forth in Item 8(a) through 8(e) changed within the last twelve (12) months. If yes, please explain in detail.
N/A

10. Is it anticipated that the makeup as set forth in Item 8(a) through 8(e) will change within the next twelve (12) months? If yes, please explain in detail.
Yes. Currently, Esperanza Housing and Community Development Corporation (EHCDC), a California Non-Profit Public Benefit Organization, is the Initial Limited Partner. The Limited Partnership Agreement will be amended to remove EHCDC and replace with an Equity Investor.

11. Provide name, address, telephone number, and nature and extent of interest of each person or entity (not named in response to Item 8) who has a beneficial interest in any of the shareholders or investors named in response to Item 8 which gives such person or entity more than a computed 10% interest in the CONTRACTOR (for example, more than 20% of the stock in a corporation which holds 50% of the stock of the CONTRACTOR or more than 50% of the stock in the corporation which holds 20% of the stock of the CONTRACTOR):

Name, Address and
Zip Code _____

Position Title (if any and
extent of interest

N/A

12. Names, addresses and telephone numbers (if not given above) of officers and directors or trustees of any corporation or firm listed under Item 8 or Item 11 above:

Please refer to Board of Directors' Attachment.

13. Is the CONTRACTOR a subsidiary of or affiliated with any other corporation or corporations, any other firm or any other business entity or entities of whatever nature? If yes, list each such corporation, firm or business entity by name and address, specify its relationship to the CONTRACTOR, and identify the officers and directors or trustees common to the CONTRACTOR and such other corporation, firm or business entity.

No

14. Provide the financial condition of the CONTRACTOR as of the date of the statement and for a period of twenty-four (24) months prior to the date of its statement as reflected in the attached financial statements, including, but not necessarily limited to, profit and loss statements and statements of financial position.

Please refer to attached financial statements for CHW/ Entity's General Partner

15. If funds for the development/project are to be obtained from sources other than the CONTRACTOR's own funds, provide a statement of the CONTRACTOR's plan for financing the development/project:

Most Recent Pro Forma has been delivered to SDHC in April 2011.

16. Provide sources and amount of cash available to CONTRACTOR to meet equity requirements of the proposed undertaking:

Union Bank has agreed (through a signed Letter of Intent) to be admitted to this Limited Partnership and provide equity in the approximate amount of \$10,000,000.

- a. In banks/savings and loans:

Name, Address & Zip Code of Bank/Savings & Loan:

Amount: \$

- b. By loans from affiliated or associated corporations or firms:

Name, Address & Zip Code of Bank/Savings & Loan:

Amount: \$

- c. By sale of readily salable assets/including marketable securities:

<u>Description</u>	<u>Market Value</u>	<u>Mortgages or Liens</u>
	\$	\$

17. Names and addresses of bank references, and name of contact at each reference:

Sally. A. Lang
Wells Fargo Bank
Community Lending Division
MAC E2231-053
2030 Main Street
Suite 570
Irvine, CA 92614
(949) 251-4345
Sally.A.Lang@wellsfargo.com

Johanna Gullick
Vice President
Union Bank of CA
1901 Ave. of the Stars
Los Angeles, CA 90067
(310) 551-8967
Johanna.Gullick@uboc.com

Todd Fabian
Acquisition Officer
California Equity FUnd
1055 Wilshire Blvd, 16th Floor
Los Angeles, CA 90017
(213) 240-3144
tfabian@lisenet.org

18. Has the CONTRACTOR or any of the CONTRACTOR's officers or principal members, shareholders or investors, or other interested parties been adjudged bankrupt, either voluntary or involuntary, within the past 10 years?
☐ Yes ☒ No

If yes, give date, place, and under what name.

19. Has the CONTRACTOR or anyone referred to above as "principals of the CONTRACTOR" been convicted of any felony within the past 10 years? ☐ Yes ☒ No

If yes, give for each case (1) date, (2) charge, (3) place, (4) court, and (5) action taken. Attach any explanation deemed necessary.

20. List undertakings (including, but not limited to, bid bonds, performance bonds, payment bonds and/or improvement bonds) comparable to size of the proposed project which have been completed by the CONTRACTOR including identification and brief description of each project, date of completion, and amount of bond, whether any legal action has been taken on the bond:

Action on Type Bond	Project Description	Date of Completion	Amount of Bond	Bond
N/A				

21. If the CONTRACTOR, or a parent corporation, a subsidiary, an affiliate, or a principal of the CONTRACTOR is to participate in the development as a construction contractor or builder, provide the following information:

N/A

a. Name and addresses of such contractor or builder:

- b. Has such contractor or builder within the last 10 years ever failed to qualify as a responsible bidder, refused to enter into a contract after an award has been made, or failed to complete a construction or development contract? ☐ Yes ☐ No

If yes, please explain, in detail, each such instance:

- c. Total amount of construction or development work performed by such contractor or builder during the last three (3) years: N/A

General description of such work: N/A

- d. Construction contracts or developments now being performed by such contractor or builder:

<u>Identification of Contract or Development</u>	<u>Location</u>	<u>Amount</u>	<u>Date to be Completed</u>
Florida St	San Diego	\$37 million	2013

- e. Outstanding construction-contract bids of such contractor or builder:

<u>Awarding Agency</u>	<u>Amount</u>	<u>Date Opened</u>
N/A		

22. Provide a detailed and complete statement respecting equipment, experience, financial capacity, and other resources available to such contractor or builder for the performance of the work involved in the proposed project, specifying particularly the qualifications of the personnel, the nature of the equipment, and the general experience of the contractor:

See Developer Qualifications and Technical Capacity included in SDHC NOFA

23. Does any member of the governing body of the San Diego Housing Commission ("COMMISSION"), Housing Authority of the City of San Diego ("AUTHORITY") or City of San Diego ("CITY"), to which the accompanying proposal is being made or any officer or employee of the COMMISSION, the AUTHORITY or the CITY who exercises any functions or responsibilities in connection with the carrying out of the project covered by the CONTRACTOR's proposal, have any direct or indirect personal financial interest in the CONTRACTOR or in the proposed contractor? ___ Yes X No

If yes, explain.

24. Statements and other evidence of the CONTRACTOR's qualifications and financial responsibility (other than the financial statement referred to in Item 8) are attached here to and hereby made a part hereof as follows:
25. Is the proposed CONTRACTOR, and/or are any of the proposed subcontractors, currently involved in any construction-related litigation? ___ Yes X No

26. State the name, address and telephone numbers of CONTRACTOR's insurance agent(s) and/or companies for the following coverages: List the amount of coverage (limits) currently existing in each category:

Cindy A. McCool, CPCU, ARM, CPIW
Account Manager
Arthur J. Gallagher Risk Management Services
Arthur J. Gallagher & Co. Insurance Brokers of CA, Inc.
One Market Plaza, Suite 200
San Francisco, CA 94105
CA License No. 0726293
415-536-4028
Fax-415-536-8499
cindy_mccool@aig.com

- a. General Liability, including Bodily Injury and Property Damage Insurance [Attach certificate of insurance showing the amount of coverage and coverage period(s)]

Check coverage(s) carried:

- ☒ Comprehensive Form
☒ Premises - Operations
☐ Explosion and Collapse Hazard
☐ Underground Hazard

- ☒ Products/Completed Operations Hazard
- ☒ Contractual Insurance
- ☐ Broad Form Property Damage
- ☐ Independent Contractors
- ☒ Personal Injury

Please refer to applicable Corporate Liability Insurance Certificates to be provided at a later date

- b. Automobile Public Liability/Property Damage [Attach certificate of insurance showing the amount of coverage and coverage period(s)]

Check coverage(s) carried:

- ☒ Comprehensive Form Business Auto Insurance
- ☒ Owned Schedules vehicle in company's name.
- ☒ Hired
- ☒ Non-Owned

- c. Workers Compensation [Attach certificate of insurance showing the amount of coverage and coverage period(s)]

Yes.

- d. Professional Liability (Errors and Omissions) [Attach certificate of insurance showing the amount of coverage and coverage period(s)]

NA

- e. Excess Liability [Attach certificate(s) of insurance showing the amount of coverage and coverage period(s)]

NA

- f. Other (Specify) [Attach certificate(s) of insurance showing the amount of coverage and coverage period(s)]

NA

27. CONTRACTOR warrants and certifies that it will not during the term of the PROJECT, GRANT, LOAN, CONTRACT, DEVELOPMENT and/or RENDITIONS OF SERVICES discriminate against any employee, person, or applicant for employment because of race, age, sexual orientation, marital status, color, religion, sex, handicap, or national origin. The CONTRACTOR will take affirmative action to ensure that applicants are employed, and that employees are treated during employment, without regard to their race, age, sexual orientation, marital status, color, religion, sex, handicap, or national origin. Such action shall include, but not be limited to the following: employment, upgrading, demotion or termination; rates of pay or other forms of compensation; and selection for training, including apprenticeship. The CONTRACTOR agrees to post in conspicuous places, available to employees and applicants for employment, notices to be provided by the COMMISSION setting forth the provisions of this nondiscrimination clause.

28. The CONTRACTOR warrants and certifies that it will not without prior written consent of the COMMISSION, engage in any business pursuits that are adverse, hostile or take incompatible positions to the interests of the COMMISSION, during the term of the PROJECT, DEVELOPMENT, LOAN, GRANT, CONTRACT and/or RENDITION OF SERVICES.

29. CONTRACTOR warrants and certifies that no member, commissioner, councilperson, officer, or employee of the COMMISSION, the AUTHORITY and/or the CITY, no member of the governing body of the locality in which the PROJECT is situated, no member of the government body in which the Commission was activated, and no other public official of such locality or localities who exercises any functions or responsibilities with respect to the assignment of work, has during his or her tenure, or will for one (1) year thereafter, have any interest, direct or indirect, in this PROJECT or the proceeds thereof.

30. List all citations, orders to cease and desist, stop work orders, complaints, judgments, fines, and penalties received by or imposed upon CONTRACTOR for safety violations from any and all government entities including but not limited to, the City of San Diego, County of San Diego, the State of California, the United States of America and any and all divisions and departments of said government entities for a period of five (5) years prior to the date of this statement. If none, please so state:

Government Entity
Making Complaint

Date

Resolution

None

31. Has the CONTRACTOR ever been disqualified, removed from or otherwise prevented from bidding on or completing a federal, state, or local government project because of a violation of law or a safety regulation. If so, please explain the circumstances in detail. If none, please so state:

Never

32. Please list all licenses obtained by the CONTRACTOR through the State of California and/or the United States of America which are required and/or will be utilized by the CONTRACTOR and/or are convenient to the performance of the PROJECT, DEVELOPMENT, LOAN, GRANT, CONTRACT, or RENDITION OF SERVICES. State the name of the governmental agency granting the license, type of license, date of grant, and the status of the license, together with a statement as to whether the License has ever been revoked:

<u>Governmental Agency</u>	<u>Description License</u>	<u>License Number</u>	<u>Date Issued (original)</u>	<u>Status (current)</u>	<u>Revocation (yes/no)</u>
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Please refer to attached copies of CHW Licenses.

33. Describe in detail any and all other facts, factors or conditions that may adversely affect CONTRACTOR's ability to perform or complete, in a timely manner, or at all, the PROJECT, CONTRACT, SALES of Real Property to, DEVELOPMENT, repayment of the LOAN, adherence to the conditions of the GRANT, or performance of consulting or other services under CONTRACT with the COMMISSION.

None

34. Describe in detail, any and all other facts, factors or conditions that may favorably affect CONTRACTOR's ability to perform or complete, in a timely manner, or at all, the PROJECT, CONTRACT, DEVELOPMENT, repayment of the LOAN, adherence to the conditions of the GRANT, or performance of consulting or other services under CONTRACT with the COMMISSION.

Community Housing Works, sole corporation within the Single Entity LLC, General Partner of the Limited Partnership, has a proud history of successful contract administration that will assure its successful completion of this project.

35. List all CONTRACTS with, DEVELOPMENTS for or with, LOANS with, PROJECTS with, GRANTS from, SALES of Real Property to, the COMMISSION, AUTHORITY and/or the CITY within the last five (5) years:

<u>Date</u>	Entity Involved (i.e., CITY, <u>COMMISSION, etc.</u>)	Status (Current, delinquent <u>repaid, etc.</u>)	Dollar
<u>Amount</u>			

See SDHC NOFA Attachments

36. Within the last five years, has the proposed CONTRACTOR, and/or have any of the proposed subcontractors, been the subject of a complaint filed with the Contractor's State License Board (CSLB)?
Yes ___ No

If yes, explain:

N/A, we are not a general contractor

37. Within the last five years, has the proposed CONTRACTOR, and/or have any of the proposed subcontractors, had a revocation or suspension of a CONTRACTOR's License?
___ Yes ___ No

If yes, explain:

N/A

38. List three local references who would be familiar with your previous construction project:

Name: Please refer to references included in SDHC NOFA

Address: In addition, the Summary of Projects in Attachments lists references for projects completed since 1999.

REFERENCES

Sally. A. Lang
Wells Fargo Bank
Community Lending Division
MAC E2231-053
2030 Main Street
Suite 570
Irvine, CA 92614
(949) 251-4345
Sally.A.Lang@wellsfargo.com

Todd Fabian
Acquisition Officer
California Equity FUND
1055 Wilshire Blvd, 16th Floor
Los Angeles, CA 90017
(213) 240-3144
tfabian@liscnet.org

Ed Quillivan
Vice President
Union Bank of CA
530 B Street, S 500
San Diego CA 92101
(619) 230-3256
Edward.Quinlivan@uboc.com

39. Give a brief statement respecting equipment, experience, financial capacity and other resources available to the Contractor for the performance of the work involved in the proposed project, specifying particularly the qualifications of the personnel, the nature of the equipment and the general experience of the Contractor.

N/A

40. Give the name and experience of the proposed Construction Superintendent.
N/A

CONSENT TO PUBLIC DISCLOSURE BY CONTRACTOR

By providing the "Personal Information", (if any) as defined in Section 1798.3(a) of the Civil Code of the State of California (to the extent that it is applicable, if at all), requested herein and by seeking a loan from, a grant from, a contract with, the sale of real estate to, the right to develop from, and/or any and all other entitlements from the SAN DIEGO HOUSING COMMISSION ("COMMISSION"), the HOUSING AUTHORITY OF THE CITY OF SAN DIEGO ("AUTHORITY") and/or the CITY OF SAN DIEGO ("CITY"), the CONTRACTOR consents to the disclosure of any and all "Personal Information" and of any and all other information contained in this Public Disclosure Statement. CONTRACTOR specifically, knowingly and intentionally waives any and all privileges and rights that may exist under State and/or Federal Law relating to the public disclosure of the information contained herein. With respect to "Personal Information", if any, contained herein, the CONTRACTOR, by executing this disclosure statement and providing the information requested, consents to its disclosure pursuant to the provisions of the Information Practices Act of 1977, Civil Code Section 1798.24(b). CONTRACTOR is aware that a disclosure of information contained herein will be made at a public meeting or meetings of the COMMISSION, the AUTHORITY, and/or the CITY at such times as the meetings may be scheduled. CONTRACTOR hereby consents to the disclosure of said "Personal Information", if any, more than thirty (30) days from the date of this statement at the duly scheduled meeting(s) of the COMMISSION, the AUTHORITY and/or the CITY. CONTRACTOR acknowledges that public disclosure of the information contained herein may be made pursuant to the provisions of Civil Code Section 1798.24(d).

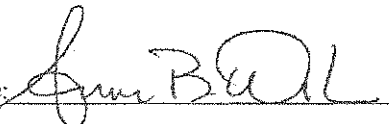
CONTRACTOR represents and warrants to the COMMISSION, the AUTHORITY and the CITY that by providing the information requested herein and waiving any and all privileges available under the Evidence Code of the State of California, State and Federal Law, (to the extent of this disclosure that the information being submitted herein), the information constitutes a "Public Record" subject to disclosure to members of the public in accordance with the provisions of California Government Section 6250 et seq.

CONTRACTOR specifically waives, by the production of the information disclosed herein, any and all rights that CONTRACTOR may have with respect to the information under the provisions of Government Code Section 6254 including its applicable subparagraphs, to the extent of the disclosure herein, as well as all rights of privacy, if any, under the State and Federal Law.

Executed this 21 day of April, 20 11, at San Diego, California.

CONTRACTOR

By:

Signature: 

Anne B. Wilson
Vice President

CERTIFICATION

The CONTRACTOR, Community HousingWorks, hereby certifies that this CONTRACTOR's Statement for Public Disclosure and the attached information/evidence of the CONTRACTOR's qualifications and financial responsibility, including financial statements, are true and correct to the best of CONTRACTOR's knowledge and belief.

By: _____

By: _____

Title: _____

Title: _____

Dated: _____

Dated: _____

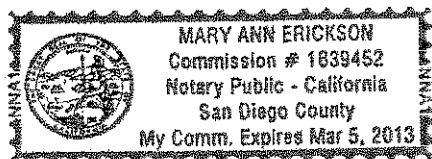
WARNING: 18 U.S.C. 1001 provides, among other things, that whoever knowingly and willingly makes or uses a document or writing containing any false, fictitious or fraudulent statement or entry, in any matter within the jurisdiction or any department or agency of the United States, shall be fined not more than \$10,000 or imprisoned for not more than five years, or both.

ATTEST:

State of California

County of San Diego

Subscribed and sworn to before me this 21st day of April, 20 11.



SEAL

Mary Ann Erickson
Signature of Notary
Mary Ann Erickson
Name of Notary

DISCLOSE.PUB

Turnagain Renaissance Housing Association, LP
Organization Chart

Florida Street Housing Associates, LP	
GP: Another Nurturing Neighborhood LLC (A Single Entity LLC) (99 % Interest)	Limited Partner: Equity Investor (1 % Interest)
Community HousingWorks	Currently Esperanza Housing and Community Development Corporation is the Initial Limited Partner. The Limited Partnership Agreement will be amended to remove Esperanza and replace with Equity Investor
Address: 1820 South Escondido Blvd, Suite 101, Escondido CA 92025	California Non-Profit Public Benefit Organization
President and CEO: Susan M. Reynolds Phone: (619) 282-6647	President: TBD

**COMMUNITY HOUSINGWORKS
ORGANIZATIONAL STAFFING CHART**

BOARD OF DIRECTORS					
Finance Committee		Wholly-owned Affiliate Corporations			
Resident Support Committee		Partially-Owned Affiliate Corporations			
HomeOwnership Committee		Limited Partnerships			
Asset Management Committee					
President/CEO Sue Reynolds					
Jon Schwarz - Chief Financial Officer					
Housing and Real Estate Development Anne Wilson - Vice President Projects Under Development Mary Jane Jagodzinski- Sr. Project Mgr. Dave Galtke - Sr. Project Manager Sochlati Yuthy - Project Manager Amber House - Assistant Project Mgr. Veronica Varnos - CCRH Intern	Asset Management Department Rosemary Strabawa-Vice President Properties Under Supervision Carolyn West - Assistant Asset Manager Amanda Paulsen- Administrative Specialist	Community Building Department Paul Heric-Christensen - Vice President Resident/Community Support Programs Carmen Amigon - Assistant Director CBC Heather Laird- Learning Communities Coordinator Jeannine Ayala - Financial Fitness Coordinator Selene Miranda - Los Rios CBC Olivia Miranda - CENTRO/Las Casillas CBC Mohamud Ahmed - Rendar Salaam CBC Jesse Stevenson- Parkview/Poway CBC Wendy Patterson-Mariel/Old Grove RSC Ruth Harbaugh-Solara RSC Arlissa Knudsen-Maglewood CBC Selba Duran - Orange Place CBC Leticia Haro - La Costa Paloma CBC Adrian Mendoza - Old Grove CBC Lorena Tamayo - Las Serenas CBC Anabel Sanchez - CBC Cedar/Nation Diana Flores-Fullbrook View & Turnagain CBC Modest Trappeser - Eucalyptus View CBC	Administration Department Wendy Wang - Vice President Accounting and Audits Marcella Salas - Project Accountant RLOU Haderlie - Accounting Assistant Judy Gaddy - Sr. Administrative Assistant Quang Nguyen - Accounting Assistant Vanessa Cuevas - Admin/Asst.	Homeownership Center Gabe Del Rio- Vice President Homebuyer and Education Programs Dee Sodano - Asst. HOC VP Judith Zuniga - Administrative Assistant Adelina Enriquez - Client Services Coord Cruz Penado - Director of Education Maria Rios - Loan Coordinator Ruth Anzaldo - HOC Assistant Juana Esparza, Estelle Fisher, & Francisco Gonzalez, HOC Assistants	Resource Development KJ Kolchen-Vice President Resource Dev., PR, Marketing Joy Jankowiak-Resource Dev. Asst.



State of California
Secretary of State

LP-1

File #

200825500004

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

SEP 03 2008

CERTIFICATE OF LIMITED PARTNERSHIP

A \$70.00 filing fee must accompany this form.

IMPORTANT - Read instructions before completing this form.

This Space For Filing Use Only

ENTITY NAME (End the name with the words "Limited Partnership" or the abbreviation "LP" or "L.P.")

1. NAME OF LIMITED PARTNERSHIP

FLORIDA STREET HOUSING ASSOCIATES, L.P.

INITIAL DESIGNATED OFFICE ADDRESS (Do not abbreviate the name of the city.)

2. ADDRESS OF INITIAL DESIGNATED OFFICE IN CALIFORNIA

CITY

STATE ZIP CODE

1820 SOUTH ESCONDIDO BLVD., SUITE 101

ESCONDIDO

CA 92025

INITIAL AGENT FOR SERVICE OF PROCESS (If the initial agent is an individual, the agent must reside in California and both items 3 and 4 must be completed. If the initial agent is a corporation, the agent must have on file with the California Secretary of State a certificate pursuant to Corporations Code section 1505 and item 3 must be completed (leave item 4 blank).)

3. NAME OF INITIAL AGENT FOR SERVICE OF PROCESS

SUSAN M. REYNOLDS

4. IF AN INDIVIDUAL, ADDRESS OF INITIAL AGENT FOR SERVICE OF PROCESS IN CA

CITY

STATE ZIP CODE

1820 SOUTH ESCONDIDO BLVD., SUITE 101

ESCONDIDO

CA 92025

GENERAL PARTNERS (Enter the names and addresses of all the general partners. Attach additional pages, if necessary.)

6a. NAME ANOTHER NURTURING
NEIGHBORHOOD LLC

ADDRESS

CITY

STATE ZIP CODE

1820 S. ESCONDIDO #101

ESCONDIDO

CA 92025

6b. NAME

ADDRESS

CITY

STATE ZIP CODE

ADDITIONAL INFORMATION

6. ADDITIONAL INFORMATION SET FORTH ON THE ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE A PART OF THIS CERTIFICATE.

EXECUTION (This certificate must be signed by all of the general partners. If additional signature space is necessary, the signatures may be made on an attachment to this certificate.)

7. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

August 25, 2008
DATE

Susan M. Reynolds
SIGNATURE OF GENERAL PARTNER

SUSAN M. REYNOLDS, PRESIDENT & CEO

SIGNATURE OF GENERAL PARTNER



ANOTHER NURTURING NEIGHBORHOOD LLC

TYPE OR PRINT NAME OF GENERAL PARTNER
BY: COMMUNITY HOUSINGWORKS, ITS MEMBER/MANAGER

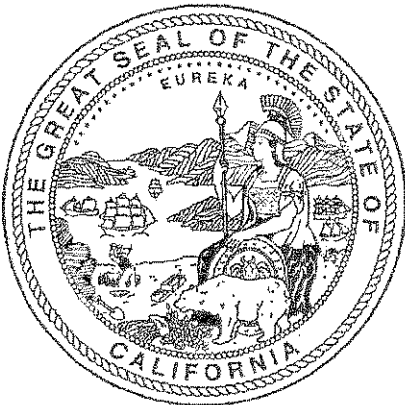
TYPE OR PRINT NAME OF GENERAL PARTNER



State of California
Secretary of State

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

SEP 11 2008

DEBRA BOWEN
Secretary of State

(Collectively referred to as "CONTRACTOR" herein)

- 1982

8. Provide names, addresses, telephone numbers, title of position (if any) and nature and extent of the interest of the current officers, principal members, shareholders, and investors of the CONTRACTOR, other than a government agency or instrumentality, as set forth below:
- If the CONTRACTOR is a corporation, the officers, directors or trustees, and each stockholder owning more than 10% of any class of stock.
 - If the CONTRACTOR is a nonprofit or charitable institution or corporation, the members who constitute the board of trustees or board of directors or similar governing body.
Please refer to Board of Directors attachment.
 - If the CONTRACTOR is a partnership, each partner, whether a general or limited, and either the percent of interest or a description of the character and extent of interest.
 - If the CONTRACTOR is a business association or a joint venture, each participant and either the percent of interest or a description of the character and extent of interest.
 - If the CONTRACTOR is some other entity, the officers, the members of the governing body, and each person having an interest of more than 10%.

Name, Address and Zip Code _____	Position Title (if any) and percent of interest or description of character and extent of interest
-------------------------------------	--

(Attach extra sheet if necessary)

9. Has the makeup as set forth in Item 8(a) through 8(e) changed within the last twelve (12) months. If yes, please explain in detail.
N/A
10. Is it anticipated that the makeup as set forth in Item 8(a) through 8(e) will change within the next twelve (12) months? If yes, please explain in detail.
N/A

11. Provide name, address, telephone number, and nature and extent of interest of each person or entity (not named in response to Item 8) who has a beneficial interest in any of the shareholders or investors named in response to Item 8 which gives such person or entity more than a computed 10% interest in the CONTRACTOR (for example, more than 20% of the stock in a corporation which holds 50% of the stock of the CONTRACTOR or more than 50% of the stock in the corporation which holds 20% of the stock of the CONTRACTOR):

Name, Address and
Zip Code _____

Position Title (if any and
extent of interest _____

N/A

12. Names, addresses and telephone numbers (if not given above) of officers and directors or trustees of any corporation or firm listed under Item 8 or Item 11 above:

Please refer to Board of Directors Attachment.

13. Is the CONTRACTOR a subsidiary of or affiliated with any other corporation or corporations, any other firm or any other business entity or entities of whatever nature? If yes, list each such corporation, firm or business entity by name and address, specify its relationship to the CONTRACTOR, and identify the officers and directors or trustees common to the CONTRACTOR and such other corporation, firm or business entity.

No.

14. Provide the financial condition of the CONTRACTOR as of the date of the statement and for a period of twenty-four (24) months prior to the date of its statement as reflected in the attached financial statements, including, but not necessarily limited to, profit and loss statements and statements of financial position.

Please refer to attached for most recent financial statements

15. If funds for the development/project are to be obtained from sources other than the CONTRACTOR's own funds, provide a statement of the CONTRACTOR's plan for financing the development/project:

Please see the preliminary pro-forma, including permanent financing plan for the land acquisition and new construction development, attached at the end of Tab 1 of this notebook.

16. Provide sources and amount of cash available to CONTRACTOR to meet equity requirements of the proposed undertaking:

Community HousingWorks will provide a complete list of these sources and the amount of cash available to meet proposed equity requirements at a later date.

- a. In banks/savings and loans:

Name, Address & Zip Code of Bank/Savings & Loan:

Amount: \$

- b. By loans from affiliated or associated corporations or firms:

Name, Address & Zip Code of Bank/Savings & Loan:

Amount: \$

- c. By sale of readily salable assets/including marketable securities:

<u>Description</u>	<u>Market Value</u>	<u>Mortgages or Liens</u>
	\$	\$

17. Names and addresses of bank references, and name of contact at each reference:

Sally. A. Lang
Wells Fargo Bank
Community Lending Division
MAC E2231-053
2030 Main Street
Suite 570
Irvine, CA 92614
(949) 251-4345
Sally.A.Lang@wellsfargo.com

Johanna Gullick
Vice President
Union Bank of CA
1901 Ave. of the Stars
Los Angeles, CA 90067
(310) 551-8967
Johanna.Gullick@uboc.com

Todd Fabian
Acquisition Officer
California Equity Fund
1055 Wilshire Blvd, 16th Floor
Los Angeles, CA 90017
(213) 240-3144
tfabian@fiscnet.org

18. Has the CONTRACTOR or any of the CONTRACTOR's officers or principal members, shareholders or investors, or other interested parties been adjudged bankrupt, either voluntary or involuntary, within the past 10 years?

___ Yes X No

If yes, give date, place, and under what name.

19. Has the CONTRACTOR or anyone referred to above as "principals of the CONTRACTOR" been convicted of any felony within the past 10 years? ___ Yes X No

If yes, give for each case (1) date, (2) charge, (3) place, (4) court, and (5) action taken. Attach any explanation deemed necessary.

20. List undertakings (including, but not limited to, bid bonds, performance bonds, payment bonds and/or improvement bonds) comparable to size of the proposed project which have been completed by the CONTRACTOR including identification and brief description of each project, date of completion, and amount of bond, whether any legal action has been taken on the bond:

Action on	Project	Date of	Amount of
<u>Type Bond</u>	<u>Description</u>	<u>Completion</u>	<u>Bond</u> <u>Bond</u>

N/A

21. If the CONTRACTOR, or a parent corporation, a subsidiary, an affiliate, or a principal of the CONTRACTOR is to participate in the development as a construction contractor or builder, provide the following information:

N/A

a. Name and addresses of such contractor or builder:

- b. Has such contractor or builder within the last 10 years ever failed to qualify as a responsible bidder, refused to enter into a contract after an award has been made, or failed to complete a construction or development contract? ___ Yes ___ No

If yes, please explain, in detail, each such instance:

- c. Total amount of construction or development work performed by such contractor or builder during the last three (3) years: Approximately \$30 million

General description of such work: Development of new construction and acquisition/rehab of affordable apartment homes

- d. Construction contracts or developments now being performed by such contractor or builder:

<u>Identification of Contract or Development</u>	<u>Location</u>	<u>Amount</u>	<u>Date to be Completed</u>
Florida St	San Diego	\$37 million	2013
El Norte	Escondido	\$14 million	2012

- e. Outstanding construction-contract bids of such contractor or builder:

<u>Awarding Agency</u>	<u>Amount</u>	<u>Date Opened</u>
------------------------	---------------	--------------------

N/A

22. Provide a detailed and complete statement respecting equipment, experience, financial capacity, and other resources available to such contractor or builder for the performance of the work involved in the proposed project, specifying particularly the qualifications of the personnel, the nature of the equipment, and the general experience of the contractor:

See attached Developer Qualifications and Technical Capacity.

23. Does any member of the governing body of the San Diego Housing Commission ("COMMISSION"), Housing Authority of the City of San Diego ("AUTHORITY") or City of San Diego ("CITY"), to which the accompanying proposal is being made or any officer or employee of the COMMISSION, the AUTHORITY or the CITY who exercises any functions or responsibilities in connection with the carrying out of the project covered by the CONTRACTOR's proposal, have any direct or indirect personal financial interest in the CONTRACTOR or in the proposed contractor? ___ Yes X No

If yes, explain.

24. Statements and other evidence of the CONTRACTOR's qualifications and financial responsibility (other than the financial statement referred to in Item 8) are attached here to and hereby made a part hereof as follows:

25. Is the proposed CONTRACTOR, and/or are any of the proposed subcontractors, currently involved in any construction-related litigation? ___ Yes X No

26. State the name, address and telephone numbers of CONTRACTOR's insurance agent(s) and/or companies for the following coverages: List the amount of coverage (limits) currently existing in each category:

- a. General Liability, including Bodily Injury and Property Damage Insurance [Attach certificate of insurance showing the amount of coverage and coverage period(s)]

Check coverage(s) carried:

- ☒ Comprehensive Form
- ☒ Premises - Operations
- ☐ Explosion and Collapse Hazard
- ☐ Underground Hazard
- ☒ Products/Completed Operations Hazard
- ☒ Contractual Insurance
- ☐ Broad Form Property Damage
- ☐ Independent Contractors
- ☒ Personal Injury

- b. Automobile Public Liability/Property Damage [Attach certificate of insurance showing the amount of coverage and coverage period(s)]

Check coverage(s) carried:

- | | |
|--|--------------------------------------|
| <input checked="" type="checkbox"/> Comprehensive Form | Business Auto Insurance |
| <input checked="" type="checkbox"/> Owned | Schedules vehicle in company's name. |
| <input checked="" type="checkbox"/> Hired | |
| <input checked="" type="checkbox"/> Non-Owned | |

- c. Workers Compensation [Attach certificate of insurance showing the amount of coverage and coverage period(s)]
Yes.
- d. Professional Liability (Errors and Omissions) [Attach certificate of insurance showing the amount of coverage and coverage period(s)]
NA
- e. Excess Liability [Attach certificate(s) of insurance showing the amount of coverage and coverage period(s)]
NA
- f. Other (Specify) [Attach certificate(s) of insurance showing the amount of coverage and coverage period(s)]
NA
27. CONTRACTOR warrants and certifies that it will not during the term of the PROJECT, GRANT, LOAN, CONTRACT, DEVELOPMENT and/or RENDITIONS OF SERVICES discriminate against any employee, person, or applicant for employment because of race, age, sexual orientation, marital status, color, religion, sex, handicap, or national origin. The CONTRACTOR will take affirmative action to ensure that applicants are employed, and that employees are treated during employment, without regard to their race, age, sexual orientation, marital status, color, religion, sex, handicap, or national origin. Such action shall include, but not be limited to the following: employment, upgrading, demotion or termination; rates of pay or other forms of compensation; and selection for training, including apprenticeship. The CONTRACTOR agrees to post in conspicuous places, available to employees and applicants for employment, notices to be provided by the COMMISSION setting forth the provisions of this nondiscrimination clause.
28. The CONTRACTOR warrants and certifies that it will not without prior written consent of the COMMISSION, engage in any business pursuits that are adverse, hostile or take incompatible positions to the interests of the COMMISSION, during the term of the PROJECT, DEVELOPMENT, LOAN, GRANT, CONTRACT and/or RENDITION OF SERVICES.
29. CONTRACTOR warrants and certifies that no member, commissioner, councilperson, officer, or employee of the COMMISSION, the AUTHORITY and/or the CITY, no member of the governing body of the locality in which the PROJECT is situated, no member of the government body in which the Commission was activated, and no other public official of such locality or localities who exercises any functions or responsibilities with respect to the assignment of work, has during his or her tenure, or will for one (1) year thereafter, have any interest, direct or indirect, in this PROJECT or the proceeds thereof.

30. List all citations, orders to cease and desist, stop work orders, complaints, judgments, fines, and penalties received by or imposed upon CONTRACTOR for safety violations from any and all government entities including but not limited to, the City of San Diego, County of San Diego, the State of California, the United States of America and any and all divisions and departments of said government entities for a period of five (5) years prior to the date of this statement. If none, please so state:

Government Entity
Making Complaint

Date

Resolution

None

31. Has the CONTRACTOR ever been disqualified, removed from or otherwise prevented from bidding on or completing a federal, state, or local government project because of a violation of law or a safety regulation. If so, please explain the circumstances in detail. If none, please so state:

Never

32. Please list all licenses obtained by the CONTRACTOR through the State of California and/or the United States of America which are required and/or will be utilized by the CONTRACTOR and/or are convenient to the performance of the PROJECT, DEVELOPMENT, LOAN, GRANT, CONTRACT, or RENDITION OF SERVICES. State the name of the governmental agency granting the license, type of license, date of grant, and the status of the license, together with a statement as to whether the License has ever been revoked:

<u>Governmental Agency</u>	<u>Description License</u>	<u>License Number</u>	<u>Date Issued (original)</u>	<u>Status (current)</u>	<u>Revocation (yes/no)</u>
----------------------------	----------------------------	-----------------------	-------------------------------	-------------------------	----------------------------

Please refer to attached copies of CHW Licenses.

33. Describe in detail any and all other facts, factors or conditions that may adversely affect CONTRACTOR's ability to perform or complete, in a timely manner, or at all, the PROJECT, CONTRACT, SALES of Real Property to, DEVELOPMENT, repayment of the LOAN, adherence to the conditions of the GRANT, or performance of consulting or other services under CONTRACT with the COMMISSION.

None

34. Describe in detail, any and all other facts, factors or conditions that may favorably affect CONTRACTOR's ability to perform or complete, in a timely manner, or at all, the PROJECT, CONTRACT, DEVELOPMENT, repayment of the LOAN, adherence to the conditions of the GRANT, or performance of consulting or other services under CONTRACT with the COMMISSION.

CHW has a proud history of successful contract administration that will assure its successful completion of this project.

35. List all CONTRACTS with, DEVELOPMENTS for or with, LOANS with, PROJECTS with, GRANTS from, SALES of Real Property to, the COMMISSION, AUTHORITY and/or the CITY within the last five (5) years:

<u>Date</u>	Entity Involved (i.e., CITY, <u>COMMISSION, etc.</u>)	Status (Current, delinquent <u>repaid, etc.</u>)	Dollar
<u>Amount</u>			

See Attachments

36. Within the last five years, has the proposed CONTRACTOR, and/or have any of the proposed subcontractors, been the subject of a complaint filed with the Contractor's State License Board (CSLB)?
Yes ___ No

If yes, explain:

N/A, we are not a general contractor

37. Within the last five years, has the proposed CONTRACTOR, and/or have any of the proposed subcontractors, had a revocation or suspension of a CONTRACTOR's License?
___ Yes ___ No

If yes, explain:

N/A

38. List three local references who would be familiar with your previous construction project:

Name: Please refer to attached references

Address: In addition, the Summary of Projects in Attachments lists references for projects completed since 1999.

REFERENCES

Sally. A. Lang
Wells Fargo Bank
Community Lending Division
MAC E2231-053
2030 Main Street
Suite 570
Irvine, CA 92614
(949) 251-4345
Sally.A.Lang@wellsfargo.com

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39. Give a brief statement respecting equipment, experience, financial capacity and other resources available to the Contractor for the performance of the work involved in the proposed project, specifying particularly the qualifications of the personnel, the nature of the equipment and the general experience of the Contractor.

N/A

40. Give the name and experience of the proposed Construction Superintendent.
N/A

CONSENT TO PUBLIC DISCLOSURE BY CONTRACTOR

By providing the "Personal Information", (if any) as defined in Section 1798.3(a) of the Civil Code of the State of California (to the extent that it is applicable, if at all), requested herein and by seeking a loan from, a grant from, a contract with, the sale of real estate to, the right to develop from, and/or any and all other entitlements from the SAN DIEGO HOUSING COMMISSION ("COMMISSION"), the HOUSING AUTHORITY OF THE CITY OF SAN DIEGO ("AUTHORITY") and/or the CITY OF SAN DIEGO ("CITY"), the CONTRACTOR consents to the disclosure of any and all "Personal Information" and of any and all other information contained in this Public Disclosure Statement. CONTRACTOR specifically, knowingly and intentionally waives any and all privileges and rights that may exist under State and/or Federal Law relating to the public disclosure of the information contained herein. With respect to "Personal Information", if any, contained herein, the CONTRACTOR, by executing this disclosure statement and providing the information requested, consents to its disclosure pursuant to the provisions of the Information Practices Act of 1977, Civil Code Section 1798.24(b). CONTRACTOR is aware that a disclosure of information contained herein will be made at a public meeting or meetings of the COMMISSION, the AUTHORITY, and/or the CITY at such times as the meetings may be scheduled. CONTRACTOR hereby consents to the disclosure of said "Personal Information", if any, more than thirty (30) days from the date of this statement at the duly scheduled meeting(s) of the COMMISSION, the AUTHORITY and/or the CITY. CONTRACTOR acknowledges that public disclosure of the information contained herein may be made pursuant to the provisions of Civil Code Section 1798.24(d).

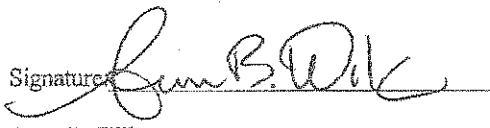
CONTRACTOR represents and warrants to the COMMISSION, the AUTHORITY and the CITY that by providing the information requested herein and waiving any and all privileges available under the Evidence Code of the State of California, State and Federal Law, (to the extent of this disclosure that the information being submitted herein), the information constitutes a "Public Record" subject to disclosure to members of the public in accordance with the provisions of California Government Section 6250 et seq.

CONTRACTOR specifically waives, by the production of the information disclosed herein, any and all rights that CONTRACTOR may have with respect to the information under the provisions of Government Code Section 6254 including its applicable subparagraphs, to the extent of the disclosure herein, as well as all rights of privacy, if any, under the State and Federal Law.

Executed this 21 day of April, 20 11, at San Diego, California.

CONTRACTOR

By:

Signature 
Anne B. Wilson
Senior Vice President

CERTIFICATION

The CONTRACTOR, Community HousingWorks, hereby certifies that this CONTRACTOR's Statement for Public Disclosure and the attached information/evidence of the CONTRACTOR's qualifications and financial responsibility, including financial statements, are true and correct to the best of CONTRACTOR's knowledge and belief.

By: _____

By: _____

Title: _____

Title: _____

Dated: _____

Dated: _____

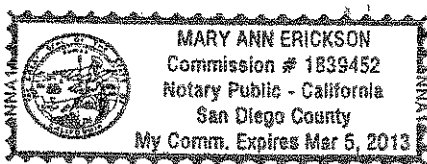
WARNING: 18 U.S.C. 1001 provides, among other things, that whoever knowingly and willingly makes or uses a document or writing containing any false, fictitious or fraudulent statement or entry, in any matter within the jurisdiction or any department or agency of the United States, shall be fined not more than \$10,000 or imprisoned for not more than five years, or both.

ATTEST:

State of California

County of San Diego

Subscribed and sworn to before me this 21st day of April, 2011.



SEAL

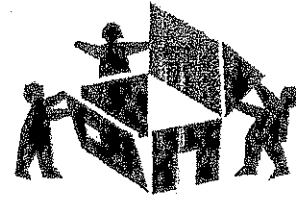
Mary Ann Erickson
Signature of Notary
Mary Ann Erickson
Name of Notary

DISCLOSE.PUB

Community HousingWorks
2008 Board of Directors List
9/22/2008

<p>Albert Graff 8561 Cliffridge Avenue La Jolla, CA 92037 858-452-3684 (h) deaconal@san.rr.com</p>	<p>Annie Stokes Secretary 4070 Kansas Street, #108 San Diego, CA 92104 619-584-7978 (h) annie20032003@sbcglobal.net</p>	<p>Christian F. Dick 10914 Ivy Hill Drive # 8 San Diego, CA 92131 619-549-2640 (c) cfDick@hotmail.com</p>
<p>Eddie Lopez 13414 Community Road, Apt. F625 Poway, CA 92064 619-251-4559 (w & c) 858-842-1768 (h) eddielopez23@yahoo.com</p>	<p>Greg Fitchitt Development Director, Westfield UTC 402 W. Broadway, Ste. 2050 San Diego, CA 92101 619-544-8134 (w) 310-892-9718 (c) 310-689-1237 (f) gffitchitt@us.westfield.com</p>	<p>Guadalupe R. Corona 3618 Knoxie Street San Diego, CA 92105 619-265-1131 (h) 619-847-8606 (c) lupecorona@sbcglobal.net</p>
<p>Josie Calderon 3462 Malito Drive Bonita, CA 91902 619-475-8524 (w) josiele@cox.net</p>	<p>June Collins (Dudek & Associates) Board Chair 605 Third Street Encinitas, CA 92024 760-942-5147 x. 4246 (w) 760-632-0164 (f) 760-436-7659 (h) jcollins@dudek.com</p>	<p>Karen Bucey Board Vice Chair 4269 Pepper Drive San Diego, CA 92105 619-446-5318 (w) 619-957-5818 (c) 619-521-9504 (h) Kbucey@cox.net</p>
	<p>Maxine Baker-Smith 4218 47th St Apt. #15 San Diego, CA 92115 619-584-5866 (w) 619-339-2221 (c) 619-584-7992 (f) gertrude92105@yahoo.com</p>	<p>Steve Siemers Treasurer 12961 Caminito En Flor Del Mar, CA 92014 760-471-3060 (w) 858-481-1073 (h) 760-471-0176 (f) 619-889-1073 (cell) SSIEMERS@calbt.com</p>
<p><u>Legal Counsel:</u> Dennis Doucette Luce, Forward, Hamilton & Scripps 11988 El Camino Real, Suite 200 San Diego, CA 92130 858-720-6322 (w) 858-523-4305 (f) ddoucette@luce.com</p>	<p><u>Management Consultant:</u> Donna Wright NeighborWorks America 2400 E. Katella, Suite 440 Anaheim, CA 92806 877-316-8913 (w) 714-940-0973 (f) dwright@nw.org</p>	
Changes are in BOLD & circled		

Community HousingWorks



2008 Board of Directors

June Collins, Chair

June Collins is an Environmental Planner and the Manager of the Environmental Sciences Division at Dudek and Associates, an Encinitas-based engineering and environmental consulting firm. Collins has gathered over 20 years of professional experience in the areas of planning and environmental analysis and has special expertise in master plans and resource protection issues. Her credentials include a Bachelors degree in Science from the University of Michigan and affiliations with the American Planning Association (AICP) and Association of Environmental Professionals (AEP). She has been a member of the board since 1998.

Karen Bucey, Co-Chair

Karen Bucey is an urban enthusiast, City Heights activist and urban planner. As Chair of the City Heights Redevelopment Area Project Area Committee, she has led community input into eight million dollars a year of public investment into San Diego's gateway immigrant community. Karen is a Development Services Department Planner at the City of San Diego, drawing on her past experience as a Senior Land Use and Environmental Planner for TRS Consultants. Professional affiliations include the American Planning Association (AICP) and Association of Environmental Professionals (AEP). Her other community involvements include a mayoral appointment to the San Diego Relocation Appeals Board, San Diego Downtown Rotary, San Diego's Pride Festival and the Azalea Park Neighborhood Association. She holds a degree from San Diego State University in Public Administration and City Planning. A volunteer with Community HousingWorks for over 10 years, Karen has served on the board since 2006.

Steve Siemers, Treasurer

Steve Siemers is a Vice President of California Bank and Trust and a long-time advocate for lender involvement in affordable home lending. In the mid-1990's he helped to create one of San Diego's first 100% home financing products, a 90% first mortgage product paired with Community HousingWorks' HOOP loan. His other board involvements include the local Cancer Institute. He has served on the board since 1996, through our co-founder San Diego Neighborhood Housing Services.

Annie Stokes, Secretary

Annie Stokes is a retired entrepreneur and human relations and marketing professional. Her primary business was marketing and promotional development focusing on recruiting, screening and training of employees. She is active in the community, as a member of La Jolla Republican Women, as a mayoral appointment to the San Diego HomeCare Advisory Committee, and as a part of various political campaigns. Her many prior affiliations include: Commissioner on the Bergen County Status of Women Board, Board member of the Urban League in New Brunswick, New Jersey, and of the National Association of Social Workers, Washington D.C. She is a graduate of Ramapo College of New Jersey with a Bachelor's degree in Social Work. She has served on the Board since 2002.

Albert Graff

Al Graff is a retired business executive who leads an active church and volunteer life. He is a deacon with the Diocese of San Diego serving principally the spiritual and temporal needs of the Latino community of St. James and St. Leo Catholic Churches. In addition, he is director of St. Leo's medical and dental programs, is the co-founder of Esperanza International, serves on the Board of the Community Resource Center and the Mexican American Educator Guidance Associates, and is a member of the San Dieguito Interfaith Ministerial Association. He has a Bachelor of Science degree in Mechanical Engineering from the University of California, Berkeley, CA. He was a founding member of the Esperanza Housing and Community Development Corporation Board, one of our founding organizations, and has served on the board since 1992.

Maxine Baker-Smith

Maxine Smith gave up her business "Maxine's Answering Service" in Baltimore and relocated to San Diego to be with her ill brother. Her long-time tenant advocacy and experience with developmentally disabled children led to a job at the Stein Education Center for the Special Challenge Children. Maxine also works for the City Heights Community Development Corporation as a Resident Service Coordinator working with over 200 tenants. While in Baltimore, Maxine worked as a cosmetologist, private duty nurse, Case Manager for the Department of Social Services, and substitute Special Education teacher. She served on the Department of Agricultural National Advisory Board for the WIC Program, and formed several committees such as the Freedom Tenant Association. Additionally, she created the Neighborhood-Clean-Block in association with the Afro-America Newspaper. In San Diego, she is strongly involved in her church, The Eagle Nest Christian Center, and was appointed Deaconess in 2004. Maxine has been a board member since 2002.

Guadalupe Rodriguez Corona

Guadalupe Corona is the Director of the United Front Multicultural Center at the University of San Diego. Corona is a passionate connector across San Diego's diverse communities, from her founding role in the Latina/o Unity Coalition, to numerous outreach efforts within the American Jewish Committee, the MLK Breakfast Committee, and the LGBT communities, to name only a few. Corona's leadership recognitions include awards from KPBS Hispanic Heroes, Metropolitan Magazine's 40 under 40, KSWB5 Unsung Heroes, and the Viejas Band of Kumeyaay Indians. Her involvements include the Hispanic Chamber of Commerce, San Diego MANA, Police Latino Advisory Board, and the National Society of Hispanic MBA's. Corona is a successful first time homebuyer, using Community HousingWorks' programs. Corona holds a Master's in Educational Leadership and is completing a Ph.D. She has served on the Board since 2006.

Karny Stefan

Karny Stefan possesses over fourteen years of fundraising, fundraising training, and non-profit management experience particularly in the areas of homelessness, underprivileged children and hospice care. Karny is the Chief Executive Officer at Walden Family Services. Karny currently serves as President of the board of Women 4 Change, Inc., and is a past Trustee for the Mail Boxes Etc. We Deliver Dreams Foundation. She serves on numerous development committees including: USD's Center for Families of Children with Special Needs, Nativity Prep Academy, La Cuna, and AFP's National Philanthropy Day. Karny holds a Bachelor of Arts from the University of Colorado at Denver, and a Masters in Public Administration from the University of Missouri at Kansas City, and is a LEAD San Diego graduate, Class of 2005. Karny has served on the board since 2006.

Christian Dick

Christian Dick is a real estate development professional, with a focus on delivering strategic results for customers. He is a Project Manager for Swinerton Construction Management. Holding a Master's in Business, Dick is also active in the Urban Land Institute and the Bishops School Alumni Association. He has served on the Board since 2007.

INDIVIDUALS SERVING IN AN ADVISORY CAPACITY

Dennis Doucette

Mr. Doucette is a corporate attorney and partner with Luce, Forward, Hamilton and Scripps LLP. He serves as General Counsel to Community HousingWorks and attends Board of Director meetings as a non-member volunteer. He is a resident of Del Mar, works with and serves on several nonprofit boards of directors, and graduated from the University of San Diego School of Law. Mr. Doucette and his law firm have worked with CHW since beginning with one of CHW's founding organizations, Esperanza Housing and Community Development Corporation, at its inception in 1991.

Tim Baker

Tim Baker is an experienced real estate development professional, with over 15 years of experience in development and finance. In his position as Senior Project Manager at American Property Enterprises, he oversees acquisition and entitlement for new construction residential projects. His prior experience includes eight years of completing affordable multifamily housing developments, at Community HousingWorks and at BRIDGE Housing, and seven years in commercial lending. Tim's involvement in affordable housing issues continues as a board member of the San Diego Housing Federation. He holds graduate City Planning and business degrees from UC Berkeley and University of San Diego, and is a proud Fighting Irishman from Notre Dame. Tim has served on the board since 2006.



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 4305 University Ave., Suite 550
 San Diego, CA 92105
 Phone: 619-282-6647
 Fax: 619-640-7119

Building Communities. Changing Lives.

Complex Name	Address	Apartments	Project Type	Funding Sources	PIS/Acq
1 Las Casitas Maple	1203 Maple Escondido, CA 92025	6	Court Program reuniting families after drug/alcohol rehab.	SHP, FESG	1990
2 Daybreak Grove/Sunrise Place	1245 E. Grand Avenue Escondido, CA 92025 & 1256 E. Washington Ave.	21	Family	LIHTC, City of Escondido, AHP, Citibank, RHCP	1993
3 15th Avenue Coop	444 W. 15th Avenue Escondido, CA 92025	16	Cooperative	AHP, Cit of Escondido, Citibank	1994
4 Esperanza Garden	920 Regal Road Encinitas, CA 92024	10	Family	LIHTC, HOME, City of Encinitas	1994
5 Van Dyke	3565 Van Dyke Avenue San Diego, CA 92105	14	Family	La Jolla Bank, San Diego Housing Commission	1995
6 Cedar	245 Cedar Road Vista, CA 92083	40	Family, transitional	LIHTC, City of Vista, HUD Support Housing; B of A, County HOME, AHP	1996
7 De Luz	1420 N. Pico Avenue Fallbrook, CA 92028	26	Senior	SD County, Washington Mutual	1996
8 Los Robles de Cortez	1475 Oak Drive Vista, CA 92084	76	Family	HUD 236, LIHPRHA Grant	1996
9 Poway Villas	13001 Bowron Road Poway, CA 92064	60	Family	HUD 236, LIHPRHA Grant	1996
10 Marisol	920 East Mission Road Fallbrook, CA 92028	22	HIV/AIDS housing	LIGTC, HUD Support Housing, City of Oceanside, City of SD HOME, HOPWA	1997
11 Orange Place	1115-1127 Tremont St Oceanside, CA 92054	32	Cooperative Housing	LIHTC, City of Escondido, HOME, B of A	1997
12 Nettleton	1500 Orange Avenue Escondido, CA 92023	28	Family, transitional	LIHTC, City of Vista, AHP, HUD Support Housing	1999
13 Haley Ranch Estates	160 Nettleton Road Vista, CA 92083	65	Family	Poway Redevelopment Agency	2000
14 Maplewood	13455 Poway Creek Rd Poway, CA 92064	79	Family, Domestic Violence Survivors	LIHTC/Edison, CHFA, SD County	2000
15 Bandar Salaam	12701-1272 Mapleview Street Lakeside, CA 92040	68	Family	LIHTC, AHP, City of San Diego HOME funds, LISC	2001
16 Eucalyptus View	3810 Winona Avenue San Diego, CA 92105	24	Cooperative Housing, Farmworker	LIHTC, LISC, City of Escondido, HOME/CDBG, JSFWHG	2001
17 Park View Terrace	1821 Escondido Blvd. Escondido, CA 92025	92	Family, Domestic Violence Survivors	LIHTC, AHP, B of A, City of Poway, SD Foundation	2002
18 Hillside Village	13250 Civic Center Drive Poway, CA 92064	71	Family, Developmentally Disabled, Victims of Domestic Violence	LIHTC, Poway Redevelopment Agency	2003
19 Old Grove	12979 Community Road Poway, CA 92064	56	Family, Farm worker, Disabled, HIV/AIDS housing	LIHTC, City of Oceanside, HOPWA, JSFWHG, CalHFA, MHP, AHP	2003
20 Fallbrook View	235 Via Pelicano Oceanside, CA 92057	80	Family, Farmworker	LIHTC, JSFWHG, County of San Diego, LIIF	2004
21 Las Casitas Washington	901 Alturas Fallbrook, CA 92028	8	Court Program reuniting families after drug/alcohol rehab.	SHP	2004
22 Solutions Family Center	805-811 Washington Avenue Escondido, CA 92025	33	Transitional Family Housing	County of SD, CDGE, SHP, City of Encinitas HOME, Carlsbad HOME, Oceanside HOME, San Marcos In Lieu Funds, Board of Supervisors Fund, AHP	2004
23 La Costa Paloma	722 W. California Avenue Vista, CA 92028	180	Family (large family) & Incisionary	LIHTC, Citibank, City of Carlsbad Bond	2005
24 Pine View Apartments	1963 Dove Lane Carlsbad, CA 92009	101	Family, disabled veterans	Citibank, LIIF, County of San Diego, GP Loan	2005
25 Las Serenas	1101 Alturas St., Fallbrook, CA 92028	108	Family	LIHTC, San Diego Housing Commission, GP Loan	2006
26 Alabama Manor	4316-4368 Delta Street San Diego CA	67	Senior	LIHTC, Wells Fargo, City of San Diego HOME, MHP	2007

27	SOLARA	3822-3826 Alabama St San Diego, CA 92104	56	Family	LIHTC, Poway Redevelopment Agency, County SD HOME, UBOC	2007
28	Turnagain Arms	13406 Community Road Poway, CA 92064	80	Family	LIHTC and Bond, UBOC and RED	2008
29	Oak Knoll Apartments	12509 Oak Knoll Road Poway, CA 92604	52	Family	LIHTC, Poway Redevelopment Agency, UBOC, B of A	2008
Total Completed Apartments			1571			

In Construction or Development

30	Florida Street (Arbor Crest N)	3783-3825 Florida Street, San Diego, CA 92104	83	Family	LIHTC, SDHC, RDA, UBOC	
31	El Norte	El Norte and Broadway, Escondido, CA 92024	36	Family	RDA, County ?	

Subtotal:	119
Apartment Homes Completed and in Pipeline Total:	1690
Since 2000, Apartment Homes Completed:	1220
Total Apartment Complexes owned 1989 to present*	29

* For about half, CHW is GP in Limited Partnerships

Financial Statements for Florida Street Housing Associates, L.P. and Community Housing Works are on file at the Housing Commission offices and are available for review upon request.

ATTACHMENT 3
HOUSING COMMISSION MULTIFAMILY
HOUSING REVENUE BOND PROGRAM
Summary

General Description: The multifamily housing bond program provides below-market financing (based on bond interest being exempt from income tax) for developers willing to set aside a percentage of project units as affordable housing. Multifamily housing revenue bonds are also known as “private activity” bonds because the projects are owned by private entities, often including nonprofit sponsors and for-profit investors.

Bond Issuer: Housing Authority of the City of San Diego. There is no direct legal liability to the City, the Housing Authority or the Housing Commission in connection with the issuance or repayment of bonds. There is no pledge of the City’s faith, credit or taxing power nor of the Housing Authority’s faith or credit. The bonds do not constitute a general obligation of the issuer because security for repayment of the bonds is limited to specific private revenue sources, such as project revenues. The developer is responsible for the payment of costs of issuance and all other costs under each financing.

Affordability: Minimum requirement is that at least 20% of the units are affordable at 50% of Area Median Income (AMI). Alternatively, a minimum of 10% of the units may be affordable at 50% AMI with an additional 30% of the units affordable at 60% AMI. The Housing Commission requires that the affordability restriction be in place for a minimum of 15 years. Due to the combined requirements of state, local, and federal funding sources, projects financed under the Bond Program are normally affordable for 30-55 years and often provide deeper affordability levels than the minimum levels required under the Bond Program.

Rating: Generally “AAA” or its equivalent with a minimum rating of “A” or, under conditions that meet IRS and Housing Commission requirements, bonds may be unrated for private placement with institutional investors (typically, large banks). Additional security is normally achieved through the provision of outside credit support (“credit enhancement”) by participating financial institutions that underwrite the project loans and guarantee the repayment of the bonds. The credit rating on the bonds reflects the credit quality of the credit enhancement provider.

Approval Process:

- **Inducement Resolution:** The bond process is initiated when the issuer (Housing Authority) adopts an “Inducement Resolution” to establish the date from which project costs may be reimbursable from bond proceeds (if bonds are later issued) and to authorize staff to work with the financing team to perform a due diligence process. The Inducement Resolution does not represent any commitment by the Housing Commission, Housing Authority, or the developer to proceed with the financing.
- **TEFRA Hearing and Resolution (Tax Equity and Fiscal Responsibility Act of 1982):** To assure that projects making use of tax-exempt financing meet

appropriate governmental purposes and provide reasonable public benefits, the IRS Code requires that a public hearing be held and that the issuance of bonds be approved by representatives of the governmental unit with jurisdiction over the area in which the project is located (City Council). This process does not make the City financially or legally liable for the bonds or for the project.

- **Application for Bond Allocation:** The issuance of these “private activity bonds” (bonds for projects owned by private developers, including projects with nonprofit sponsors and for-profit investors) requires an allocation of bond issuing authority from the State of California. To apply for an allocation, an application approved by the Housing Authority and supported by an adopted inducement resolution and by proof of credit enhancement (or bond rating) must be filed with the California Debt Limit Allocation Committee (CDLAC). In addition, evidence of a TEFRA hearing and approval must be submitted prior to the CDLAC meeting.
- **Final Bond Approval:** The Housing Authority retains absolute discretion over the issuance of bonds through adoption of a final resolution authorizing the issuance. Prior to final consideration of the proposed bond issuance, the project must comply with all applicable financing, affordability, and legal requirements and undergo all required planning procedures/reviews by local planning groups, etc.
- **Funding and Bond Administration:** All monies are held and accounted for by a third party trustee. The trustee disburses proceeds from bond sales to the developer in order to acquire and/or construct the housing project. Rental income used to make bond payments is collected from the developer by the trustee and disbursed to bond holders. If rents are insufficient to make bond payments, the trustee obtains funds from the credit enhancement provider. No monies are transferred through the Housing Commission or Housing Authority, and the trustee has no standing to ask the issuer for funds.

Bond Disclosure: The offering document (typically a Preliminary Offering Statement or bond placement memorandum) discloses relevant information regarding the project, the developer, and the credit enhancement provider. Since the Housing Authority is not responsible in any way for bond repayment, there are no financial statements or summaries about the Housing Authority or the City that are included as part of the offering document. The offering document includes a paragraph that states that the Housing Authority is a legal entity with the authority to issue multifamily housing bonds and that the Housing Commission acts on behalf of the Housing Authority to issue the bonds. The offering document also includes a paragraph that details that there is no pending or threatened litigation that would affect the validity of the bonds or curtail the ability of the Housing Authority to issue bonds. This is the extent of the disclosure required of the Housing Authority, Housing Commission, or the City. However, it is the obligation of members of the Housing Authority to disclose any material facts known about the project, not available to the general public, which might have an impact on the viability of the project.



The PFM Group
Public Financial Management, Inc.
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ATTACHMENT 4

April 20, 2011

Ms. Ann Kern
San Diego Housing Commission
1122 Broadway, Suite 300
San Diego, CA 92101

RE: Proposed actions relating to the proposed issuance of approximately \$16,025,000 Housing Authority of San Diego Multifamily Housing Revenue Bonds in connection with the acquisition and construction of the Florida Street Apartments.

Dear Ms. Kern:

You have asked Public Financial Management, Inc. ("PFM") to review the proposed financing and recommend whether, in our judgment, it is reasonable for the San Diego Housing Authority (the "Authority") to issue tax-exempt multifamily housing revenue bonds Series 2011-D (the "Bonds") for the acquisition and construction of the 83-unit Florida Street Apartments (the "Project") by Community Housing Works ("CHW" or the "Developer") in the North Park neighborhood of San Diego. In preparing this report we have reviewed financial projections and background information provided by the borrower and the San Diego Housing Commission (the "Commission").

The specific findings this report addresses are:

- Whether the issuance of the Bonds will achieve a public purpose by creating or preserving affordable housing.
- Whether the Authority will avoid undue financial risk in undertaking the financing.
- Whether the Project will be able to meet debt service payments after the proposed financing.

As described below, we find that all of the conditions are met and therefore recommend that the Authority authorize the issuance of the Bonds.

DESCRIPTION OF THE PROJECT

Florida Street Apartments is an 83-unit multifamily new construction project located at 3783-3825 Florida Street within the North Park neighborhood and its associated Redevelopment Project Area. The Project site is located in a neighborhood containing other multifamily apartments and condominiums. The site is also close to two major thoroughfares which provide residents access to extensive transit services as well as mixed use retail centers. The site previously contained 15 residential units in 8 buildings. As part of predevelopment 9 tenants were relocated pursuant to an approved relocation plan and the previous structures have since been demolished.

The Project will consist of one residential building, a four-story, Type V (wood-frame construction), over a parking garage and podium deck. The Project has a proposed density over 80 units per acre. Design features include two open courtyards which provide a variety of recreation opportunities to residents and maximizing natural light into each residential unit. The building is LEED-registered and will contain several energy efficient design features. Sustainable measures proposed include photovoltaic panels, hydronic heat and hot water from high-efficiency central boilers (with potential solar hot water pre-heat),



low/no-VOC interior materials, and enhanced unit ventilation for air quality. Construction of the Project is expected to begin in July 2011 and be completed in 14 months (October 2012).

THE BORROWER

The borrower and Project owner will be Florida Street Housing Associates LP a California limited partnership. The partnership will include CHW as managing general partner, responsible for the development and construction of the Project, and Union Bank as the tax credit investor and limited partner with a 99% partnership interest.

CHW is an established San Diego nonprofit that has long history of involvement in affordable multifamily housing development and ownership, homeownership promotion and service provision in the San Diego area. Since its inception over 20 years ago, CHW has developed over 1,500 rental units in 30 different projects, the majority of which are in San Diego neighborhoods or nearby communities. CHW currently owns and operates 25 affordable properties that include a wide variety of special needs populations including farm workers, homeless families, victims of domestic violence, senior citizens, the developmentally disabled and individuals with HIV/AIDS. Additionally CHW currently provides community services at 15 of its properties. CHW has completed 4 projects in the City of San Diego, including two with the Authority: the 108-unit Las Serenas project completed in 2006 and most recently the 67-unit Alabama Manor project completed in 2007.

THE FINANCING

It is currently anticipated that \$16,025,000 in conduit multifamily housing revenue bonds will initially be issued to support the construction financing of the Project. Proceeds of the Bonds will be used to make a loan to the Project which, together with other monies, will be used to acquire and construct the Project. Upon conversions to permanent financing a portion of the bonds will be paid down from other financing sources and the amount of outstanding bonds will be reduced to \$5,812,000 to align with the Project's estimated net operating income. The Series 2011-D Bonds will be issued as fixed rate bonds and purchased directly by a private institution. The developer has secured a commitment to purchase the bonds from Union Bank. The Bonds will have a 30-year amortization and will be repaid over a 17-year term. The Bonds will be privately placed in June.

The Project has an estimated total acquisition and development cost of \$31,019,132. In addition to the Bonds, the Project will also be financed with a residual receipts loan from the Commission (\$8,087,000), a residual receipts loan from the San Diego Redevelopment Agency (\$5,600,000), tax credits (\$10,005,600), an equity contribution from CHW via its developer fee (\$1,100,000), a deferral of both the Commission and SDRDA's interest during construction (\$314,532) and net operating income from stabilization (\$100,000). The financing is currently scheduled to close in late June. Sources and uses of funds are shown in Table 1 on the following page



TABLE 1
FLORIDA STREET APARTMENTS
SOURCES AND USES OF FUNDS

SOURCES OF FUNDS

Tax-Exempt Bond Proceeds	\$5,812,000
Redevelopment Agency Loan*	\$5,741,800
San Diego Housing Commission Loan*	\$8,259,732
Tax Credits and Equity Contribution	\$11,105,600
Net Operating Income During Stabilization	\$100,000
TOTAL SOURCES OF FUNDS	\$31,019,132

USES OF FUNDS

Acquisition Costs	\$5,157,029
New Construction	\$18,987,191
Architect & Engineering Fees	\$1,142,423
Developer Fee	\$2,500,000
Soft Costs, Financing Expenses and Bond Cost of Issuance	\$2,702,454
Capitalized Reserves	\$216,771
Tenant Relocation	\$313,264
TOTAL USES OF FUNDS	\$31,019,132

**Redevelopment and Commission Loans Include both the Original Loan amount and deferred interest during construction*

ACHIEVING PUBLIC PURPOSE

Through the proposed bond issuance, Florida Street Apartments will provide housing for low- and very-low income households for a minimum of 55 years. Under the requirements for bond financing and the various funding sources, the Project will restrict 11% of the units (9 in total) for households earning no greater than 50% of Area Median Income ("AMI") (\$35,350 for a family of four) and 89% of the units (73 in total) to households earning no greater than 60% of AMI (\$42,420 for a family of four) for 55 years. Maximum rents for the Project are summarized in the following table:

Type	Unit Size (sq. ft.)	AMI	Number of Units	Restricted Rent (net of utility allowance)	Market Rate**	Monthly Savings per unit
1 Bedroom	621	50%	3	\$727	\$1,118	\$391
1 Bedroom	621	60%	21	\$874	\$1,118	\$244
2 Bedroom	955	50%	3	836	\$1,380	\$544
2 Bedroom	955	60%	29	\$1,006	\$1,380	\$374
2 Bedroom	955	MGR*	1	\$0*	\$0*	\$0*
3 Bedroom	1,196	50%	3	\$929	\$1,560	\$631
3 Bedroom	1,196	60%	23	\$1,118	\$1,560	\$442
Total			83			\$30,834
Total Annual Savings						\$370,008

*Manager's unit is excluded from the savings calculation as the unit will not generate rental income



MEETING DEBT SERVICE AFTER THE FINANCING

As shown below in Table 2, the Project will have ample cash flow to meet debt service upon completion of construction and rent-up. Based upon the Developer's initial cash flow estimates, there would be \$519,661 of net operating income available for debt service in the first full year of stabilization (2014). This amount would provide bond debt service coverage of at least 1.19 times. By the fifth year, assuming a 2.5% annual increase in gross income and a 3.5% annual increase in expenses, debt service coverage would increase to 1.28 times.

TABLE 2
FLORIDA STREET APARTMENTS
ESTIMATED CASH FLOW

Principal Amount of Senior Bonds: \$5,812,000

	2014	2015	2016	2017	2018
Rental Income	\$ 1,017,652	\$ 1,043,093	\$ 1,069,171	\$ 1,095,900	\$ 1,123,298
Plus: Other Income	13,603	13,944	14,292	14,649	15,016
Less: Vacancy	(51,563)	(52,852)	(54,173)	(55,527)	(56,916)
Effective Gross Income*	\$ 979,693	\$ 1,004,185	\$ 1,029,290	\$ 1,055,022	\$ 1,081,398
Less: Operating Expenses*	(351,212)	(363,504)	(376,227)	(389,395)	(403,024)
Less: Management Fee	(42,678)	(44,171)	(45,717)	(47,317)	(48,974)
Less: Resident Services	(41,242)	(42,686)	(44,180)	(45,726)	(47,326)
Less: Replacement Reserves	(24,900)	(24,900)	(24,900)	(24,900)	(24,900)
Net Available Income	\$ 519,661	\$ 528,924	\$ 538,266	\$ 547,684	\$ 557,174
Less: Debt Service**	(435,986)	(435,986)	(435,986)	(435,986)	(435,986)
Cash Flow After Debt Service	\$ 83,675	\$ 92,938	\$ 102,280	\$ 111,698	\$ 121,188
Bond Debt Service Coverage***	1.19	1.21	1.23	1.26	1.28

* First stabilized year cash flow as estimated by owner, income assumed to increase at 2.5% per year and expenses assumed to increase at 3.5% per year

** Amortized over 30 years (17 year term loan) at a 6.30% underwriting rate; includes issuer fee (23 bps) and other annual fees (10 bps)

*** Calculated by dividing Net Available Income by Debt Service.

FINANCIAL RISKS

There will be no undue risk to the Authority. The Bonds will be placed with a sophisticated institutional buyer and are subject to restrictions consistent with the Commission's policy on unrated debt. The borrower has agreed to pay all costs of issuance for the financing and to indemnify the City, the Authority and the Commission regarding matters relating to the financing. It should be noted that the borrower will have no significant assets or sources of income other than the Project and is not required under most circumstances to make up any cash flow shortfalls.



CONCLUSION

Based upon our review, we recommend that the Authority proceed with the issuance of the Bonds. This recommendation is based upon the following findings:

- The Bonds would achieve a public purpose by providing 82 affordable units, with 9 units affordable at 50% or less of median income and 73 units affordable at 60% of median income for a term of 55 years.
- The borrower has agreed to indemnify the City, the Authority and the Commission regarding any matters relating to the financing. The borrower will pay all costs of the financing.
- Based upon estimates by the Developer that have been reviewed and confirmed by the bond purchaser, there are sufficient funds to complete the Project, and the Project provides adequate debt service coverage.

If there is any additional information you require concerning this matter, we will be glad to provide it as a supplement to this report.

Sincerely,
Public Financial Management, Inc.

A handwritten signature in dark ink, appearing to read "Robert T. Gamble".

Robert T. Gamble
Senior Managing Consultant