



EXECUTIVE SUMMARY

HOUSING COMMISSION EXECUTIVE SUMMARY SHEET

MEETING DATE: May 6, 2021

HCR21-050

SUBJECT: Ventana al Sur Apartments Modification of Preliminary Bond Authorization and Tax Equity and Fiscal Responsibility Act Hearing

COUNCIL DISTRICT(S): 8

ORIGINATING DEPARTMENT: Real Estate Division

CONTACT/PHONE NUMBER: Colin Miller (619) 578-7429

REQUESTED ACTION:

Approve a proposed revision of the tax-exempt Multifamily Housing Revenue Bonds issuance amount included in the initial steps to increase the previously approved \$25,000,000 bond amount to a \$35,000,000 bond amount, as requested by 4132 Beyer L.P., a California limited partnership formed by the co-developers Metropolitan Area Advisory Committee on Anti-Poverty of San Diego County Inc. (MAAC) and Kingdom Development Inc. (Kingdom), to facilitate the acquisition and new construction of the Ventana al Sur Apartments at 4132 Beyer Boulevard, San Diego, 92173 (Ventana), which will consist of 100 affordable rental housing units that will remain affordable for 55 years, including 75 units for low-income seniors and 25 units for seniors age 65 and older experiencing chronic homelessness in the City of San Diego, who meet certain income criteria, and who are identified as most appropriate for permanent supportive housing as determined by assessments conducted through the Coordinated Entry System), and one unrestricted manager's unit.

EXECUTIVE SUMMARY OF KEY FACTORS:

- Ventana is a proposed 101-unit, four-story, new construction, affordable rental housing development to be located at 4132 Beyer Boulevard in the San Ysidro Community Planning Area and San Ysidro Historic Village Specific Plan.
- On February 7, 2020, the San Diego Housing Commission (Housing Commission) Board of Commissioners (Board) approved a residual receipts loan of up to \$4,400,000 and certain preliminary actions to apply for up to \$25,000,000 in tax-exempt Multifamily Housing Revenue Bonds for Ventana (Report No. HCR20-009).
- The co-developers are requesting that the Housing Commission approve increasing the previously approved \$25,000,000 tax-exempt bond amount to a \$35,000,000 tax-exempt bond amount. Increased tax-credit equity proceeds will partly offset increased project construction costs.
- Tenant supportive services will be provided by St. Vincent de Paul Inc. (SVDP) and by MAAC.
- Ventana has an estimated total development cost of \$57,337,762 (\$567,701/unit).
- Staff recommends that the Housing Commission:
 - Issue a bond inducement resolution for up to \$35 million in tax-exempt Multifamily Housing Revenue Bonds.
 - Authorize an application to the California Debt Limit Allocation Committee.
 - Approve Quint & Thimmig LLP as Bond Counsel and Ross Financial as Bond Financial Advisor.
 - Hold a Tax Equity and Fiscal Responsibility Act (TEFRA) public hearing.



REPORT

DATE ISSUED: April 29, 2021

REPORT NO: HCR21-050

ATTENTION: Chair and Members of the San Diego Housing Commission
For the Agenda of May 6, 2021

SUBJECT: Ventana al Sur Apartments Modification of Preliminary Bond Authorization and Tax Equity and Fiscal Responsibility Act Hearing

COUNCIL DISTRICT: 8

REQUESTED ACTION

Preliminary Bond Authorization and Tax Equity and Fiscal Responsibility Act (TEFRA) hearings are scheduled to be heard by the San Diego Housing Commission (Housing Commission) Board of Commissioners on May 6, 2021, at 9 a.m. Any two members of the Housing Authority of the City of San Diego (Housing Authority) or San Diego City Council (City Council) may request that these hearings not take place and instead be heard by the Housing Authority and City Council by giving notice to the Housing Commission's President & Chief Executive Officer, or designee, within seven days of the date of this notice.

Approve a proposed revision of the tax-exempt Multifamily Housing Revenue Bonds issuance amount included in the initial steps to increase the previously approved \$25,000,000 bond amount to a \$35,000,000 bond amount, as requested by 4132 Beyer L.P., a California limited partnership formed by the co-developers Metropolitan Area Advisory Committee on Anti-Poverty of San Diego County Inc. (MAAC) and Kingdom Development Inc. (Kingdom), to facilitate the acquisition and new construction of the Ventana al Sur Apartments at 4132 Beyer Boulevard, San Diego, 92173, which will consist of 100 rental housing units that will remain affordable for 55 years, including 75 units for low-income seniors and 25 units for seniors age 65 and older experiencing chronic homelessness in the City of San Diego with a serious mental illness, who meet certain income criteria, and who are identified as most appropriate for permanent supportive housing as determined by assessments conducted through the Coordinated Entry System), and one unrestricted manager's unit.

STAFF RECOMMENDATIONS

That the San Diego Housing Commission (Housing Commission) take the following actions as described in this report:

- 1) Take the initial steps to issue Housing Authority of the City of San Diego tax-exempt Multifamily Housing Revenue Bonds to facilitate the acquisition and new construction of Ventana al Sur Apartments (Ventana) at 4132 Beyer Boulevard, San Diego, 92173, in the San Ysidro neighborhood, which will consist of 100 rental housing units that will remain affordable for 55 years, including 75 units for low-income seniors and 25 units for seniors age 65 and older experiencing chronic homelessness in the City of San Diego with a serious mental illness, who meet certain income criteria, and who are identified as most appropriate for permanent supportive

housing as determined by assessments conducted through the Coordinated Entry System, and one unrestricted manager's unit.

- a. Issue a bond inducement resolution (Declaration of Official Intent) for up to \$35,000,000 in tax-exempt Multifamily Housing Revenue Bonds supporting the development of Ventana by 4132 Beyer L.P.;
 - b. Authorize an application (and subsequent applications, if necessary) to the California Debt Limit Allocation Committee (CDLAC) for an allocation of authority to issue tax-exempt private activity bonds in an amount up to \$35,000,000 for Ventana; and
 - c. Approve the financing team of Quint & Thimmig LLP as Bond Counsel and Ross Financial as Bond Financial Advisor;
- 2) Authorize the President & CEO, or designee, to execute any and all documents that are necessary to effectuate the transaction and implement these approvals in a form approved by General Counsel and Bond Counsel and to take such actions as are necessary, convenient, and/or appropriate to implement these approvals upon advice of General Counsel and Bond Counsel.

The Housing Commission's February 7, 2020, approved loan terms require the Ventana loan to close by August 7, 2021 (within 18 months from the February 7, 2020, Housing Commission loan approval date). Housing Commission staff recommend not extending the loan terms at this time. Should the project receive an award of bonds and tax credits, as well as reduce project costs, staff will recommend appropriate action to the President and CEO, who is authorized via the approved Term Sheet, to adjust the term to December 31, 2021.

- 3) Hold a Tax Equity and Fiscal Responsibility Act (TEFRA) public hearing and adopt a resolution approving the issuance of tax-exempt Multifamily Housing Revenue Bonds in an amount up to \$35,000,000 to facilitate the development of Ventana.

SUMMARY

A Development Summary is at Attachment 1.

Table 1 –Development Details

Address	4132 Beyer Boulevard, San Diego, 92173
Council District	8
Community Plan Area	San Ysidro Community Planning Area and San Ysidro Historic Village Specific Plan
Development Type	New construction
Construction Type	Type V (stucco with wood frame)
Parking Type	64 parking spaces (surface parking under a podium deck)
Housing Type	Multifamily (one building with a four stories structure)
Lot Size	Two parcels totaling approximately 1.31 acres, 57,064 square feet
Units	101
Density	77.1 dwelling units per acre (101 units ÷ 1.31 acres)
Unit Mix	100 affordable units: 80 one-bedrooms, 20 two-bedrooms. Plus one unrestricted manager's unit.
Gross Building Area	70,411 square feet
Net Rentable Area	66,013 square feet

Project Based Housing Vouchers	25 federal Project-Based Housing Vouchers (PBV)
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The Development

Ventana is a proposed 101-unit, four-story, new construction, affordable rental housing development to be located at 4132 Beyer Boulevard in the San Ysidro Community Planning Area and San Ysidro Historic Village Specific Plan (Attachment 2 – Site Map). The new development will provide 100 affordable rental units (and one manager’s unit), including 80 one-bedroom units (each approximately 500 square feet) and 20 two-bedroom units (each approximately 750 square feet). Site amenities will include: a community room, a recreational courtyard and plaza, a laundry room, and a walking trail. Unit amenities will include: Energy Star appliances (including refrigerator and range), balconies and storage space. Security features will include gated restricted entry into the property. For Ventana, approximately 4,100 square feet of commercial space is proposed. However, neither the Housing Commission’s loan funds nor the Multifamily Housing Revenue Bond proceeds can be used for commercial space financing nor for furnishings.

Background

In response to the Housing Commission’s Fiscal Year (FY) 2019 Permanent Supportive Housing Notice of Funding Availability (NOFA), the co-developers submitted a request for a loan and rental housing vouchers. On April 19, 2019, Housing Commission staff provided a preliminary recommended award for an up to \$4,400,000 residual receipts loan and 25 federal Project-Based Housing Vouchers for the Ventana development. On February 7, 2020, the Housing Commission Board of Commissioners approved a residual receipts loan of up to \$4,400,000 and certain preliminary actions to apply to CDLAC for up to \$25,000,000 in tax-exempt Multifamily Housing Revenue Bonds for Ventana (Report No. HCR20-009 “Loan Recommendation and Preliminary Bond Authorization for Ventana al Sur”).

Developers’ Request

The co-developers are requesting that the Housing Commission approve increasing the previously approved \$25,000,000 tax-exempt bond amount to a \$35,000,000 tax-exempt bond amount.

The co-developers cite two major factors for the requested bonds amount increase:

- 1) On December 21, 2020, the California Tax Credit Allocation Committee (CTCAC) approved a new regulation (§103276(c)(2)(E)) that allows for a 5 percent higher eligible basis multiplication factor, and
- 2) On December 21, 2020, CDLAC adopted a developer fee regulation change (§ 5170) for projects that benefit Black and Indigenous People of Color (BIPOC). Ventana qualifies as a BIPOC project by having a CEO and 51 percent of its Board as BIPOC. The developer proposes contributing back, as equity, approximately 56 percent portion of the developer fee which equates to \$5,187,768.

Increased tax-credit equity proceeds will partly offset increased project construction costs. The co-developers propose to apply for and obtain a CDLAC allocation of authority to issue up to \$35,000,000 of tax-exempt Multifamily Housing Revenue Bonds, a CTCAC approval for 4 percent tax credits, and third-party financing as described in this report. The developer proposes to relocate the existing tenant, demolish the existing structure, and construct 100 affordable apartment units and one manager’s unit.

Housing First

The proposed Ventana development will provide 25 affordable units of permanent supportive housing for seniors age 65 and older experiencing homelessness in the City of San Diego, including those with a serious mental illness, who meet certain income criteria, and who are identified as most appropriate for

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permanent supportive housing as determined by assessments conducted through the Coordinated Entry System. Federal Project-Based Housing Vouchers (PBV) would be used to subsidize these units.

The development is supported by HOUSING FIRST – SAN DIEGO, the Housing Commission's homelessness action plan. In the last six years, this action plan has created approximately 9,000 housing solutions for individuals and families experiencing homelessness or at risk of homelessness in the City of San Diego.

The Housing First model emphasizes providing permanent housing as quickly as possible, with supportive services as needed, as a primary strategy to stabilize tenants and address homelessness. When a person experiencing homelessness moves into permanent housing, case management and wraparound services will be provided by a residential homeless service provider. The Housing Commission has partnered with the Regional Task Force on the Homeless to enable homeless service providers in the City of San Diego (City) to participate in a Coordinated Entry System (CES) and utilize a single regional data management repository, the Homeless Management Information System (HMIS). Organizations serving individuals and families experiencing homelessness in the region share this single system, which enables the more efficient delivery of housing and critical services to San Diegans experiencing homelessness. The database allows homeless housing providers to screen individuals experiencing homelessness for the most appropriate housing options based on who is most in need. The developer and service provider will participate in the CES and maintain client data in the HMIS as required by the Housing Commission.

The Property

The property includes two separate existing parcels (1.31 acres). The land parcels are 4132 Beyer Boulevard, on the eastern side of North Lane. These are improved with one existing, unrestricted single-family home that is planned to be demolished during site preparation. On March 5, 2018, 4132 Beyer L.P. acquired the property. Adjacent to the site's east is the La Bodeguita Market. Located to the west and to the north are residential housing. To the south and across Beyer Boulevard are residential housing and Our Lady of Mount Carmel School. Bus service is located .4 miles away at the corner of Cottonwood Road and Seaward Avenue. The property is located approximately 476 feet from the Beyer Boulevard Trolley Station.

Appraisal

On February 20, 2020, the property was appraised by Kinetic Valuation Group Inc. at \$4,600,000.

Prevailing Wages

Ventana proposes to use U.S. Department of Housing and Urban Development (HUD) federal Project Based Housing Vouchers, which will require the project to pay Davis-Bacon prevailing wages. The proposed use of State Housing and Community Development Multifamily Housing Program (MHP) funds will require payment of state prevailing wages. The higher of the federal or state prevailing wages will apply.

Project Sustainability

Ventana will be built under the Leadership in Energy and Environmental Design (LEED) certified green building rating system. The proposed LEED certification level is undetermined at this time. Ventana will comply with the CTCAC minimum energy efficiency construction standards for new construction. The development's planned features will include a solar component.

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Accessibility

CTCAC requires the completed development to have wheelchair accessibility in 10 percent of the units, with an additional 4 percent accessible to residents with visual and/or hearing impairment. The completed development will be 100 percent accessible for visitors. The development will include Universal Design features.

Relocation

The co-developers plan to demolish an existing, on-site, single-family unit. Permanent relocation of the existing tenant is necessary. As required under the NOFA, the co-developers will engage a third-party relocation consultant to coordinate a relocation plan, manage the relocation process, and assist with the tenant's relocation. The co-developers' pro forma currently budgets \$55,000 for relocation costs.

Development Team

The co-developers are the nonprofit MAAC and the nonprofit Kingdom. Founded in 1965, MAAC offers a variety of services for low-income persons, including operating comprehensive housing communities that offer supportive services. As one of the region's largest nonprofit social services providers, MAAC's various programs assist approximately more than 35,000 people each year. MAAC has developed nearly 1,000 units of affordable housing in San Diego County. Kingdom is acting as MAAC's financial consultant. Founded in 2015, Kingdom has developed approximately 1,957 rental units. The proposed borrower will be 4132 Beyer Boulevard L.P., which will include MAAC as its Managing General Partner, Kingdom as the Administrative General Partner, and a to-be-determined tax credit investor limited partner. An organization chart is at Attachment 3.

MAAC has developed affordable housing developments utilizing Housing Commission loans, including the 144-unit Mercado Apartments and the 300-unit Hillside View Apartments, also known as President John Adams Manor. MAAC's previous Housing Commission loans are in full compliance. Kingdom's founder has assisted property owners to develop approximately 30 affordable housing communities, including work on Hillside Views Apartments. Based upon their past experience and past performance, Housing Commission staff has determined that the co-developers have the requisite capacity to successfully complete the proposed Ventana development.

Supportive Services

The development's tenant supportive services will be provided by St. Vincent de Paul Inc. (SVDP) and by MAAC. Since 1950, Father Joe's Villages has delivered assistance to persons experiencing homelessness. Using evidence-based practices, Father Joe's Villages' experienced staff will provide case management, life skills, and access to mental health services, plus substance use services.

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Table 2 Development Team Summary

ROLE	FIRM/CONTACT
Owner/borrower Tax Credit Investor/Limited Partner	4132 Beyer L.P CREA
Co-developers	MAAC and Kingdom
Architect	Rodriguez & Associates
General Contractor	To be selected
Relocation Consultant	To be selected
Property Management	Barker Management & MAAC
Tenant Services Provider	SVDP and MAAC
Construction/Permanent Lender	Boston Capital Financial LLC

Property Management

Ventana will be managed by Barker Management Incorporated (BMI) and by MAAC. BMI was formed in 1972 and specializes in the management of affordable housing, including housing for seniors and for special needs tenants. It manages a portfolio of approximately 10,000 units with rental properties in California and Nevada.

FINANCING STRUCTURE

Ventana's proposed financing will include a combination of sources, including 4 percent tax credits, tax-exempt Multifamily Housing Revenue Bond financing, a State Department of Housing and Community Development loan and a Housing Commission residual receipts loan. The Housing Commission requires affordable housing developers to pursue all viable sources of funding to reduce the financing gap and amount of Housing Commission subsidy required. The developer's current pro forma is included as Attachment 4 and is summarized below.

Table 3 – Ventana Estimated Permanent Sources and Uses

Permanent Financing Sources	Amounts	Permanent Financing Uses	Amounts	Per Unit
Bond financed permanent loan	\$3,613,773	Property acquisition	\$2,836,302	\$28,082
Housing & Community Development Multifamily Housing Program (MHP) Loan	\$20,000,000	Construction	\$36,080,921	\$357,237
Housing Commission proposed loan	\$4,400,000	Financing costs	\$3,051,316	\$30,211
4 percent (CTCAC) tax credit equity	\$22,949,275	Local permits & fees and studies	\$3,425,000	\$33,911
Deferred developer fee	\$1,030,564	Other soft costs	\$1,325,653	\$13,125
Operating income	\$156,382	Relocation costs	\$55,000	\$545
General partner equity contribution	\$5,187,768	Developer fee	\$9,187,768	\$90,968
		Reserves	\$875,802	\$8,671
		Contingency	\$500,000	\$4,950
Total Development Cost	\$57,337,762	Total Development Cost (TDC)	\$57,337,762	\$567,701

The proposed Housing Commission residual receipts loan will be funded with up to \$4,400,000 from the City's Affordable Housing Fund (Inclusionary Housing funds). The total amount of funding sources shall not exceed \$4,400,000. A final determination of Housing Commission funding sources will be made by the Housing Commission's President & CEO, or designee, contingent upon budget availability.

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Developer Fee

\$9,187,768 – Gross Developer Fee

-1,030,564 – Deferred Developer Fee

-5,187,768 – Minus General Partner Equity Contribution

\$2,969,436 – Net Cash Developer Fee (paid from development sources)

On April 25, 2017, the Housing Authority approved the “Request for Approval of Updated Developer Fees” (HAR 17-011). That report approved certain developer fee guidelines for multifamily loans and bonds issuances. That report at Attachment 1 states: “Developer Fee [for] 4% tax credits, in project costs: 15% eligible basis....” The proposed developer’s fee is in conformance with the Housing Commission’s fee guidelines.

Development Cost Key Performance Indicators

Housing Commission staff has identified development cost performance indicators that were used to evaluate the proposed development and make a funding recommendation. The key performance indicators in Table 4 are commonly used by real estate industry professionals and affordable housing developers.

Table 4 - Key Performance Indicators

Development Cost Per Unit	$\$57,337,762 \div 101 \text{ units} =$	\$567,701
Housing Commission Subsidy Per Unit	$\$4,400,000 \div 101 \text{ units} =$	\$43,564
Land Cost Per Unit	$\$2,836,302 \div 101 \text{ units} =$	\$28,082
Gross Building Square Foot Hard Cost	$\$36,080,921 \div 70,411 \text{ sq. ft.} =$	\$512
Net Rentable Square Foot Hard Cost	$\$36,080,921 \div 66,013 \text{ sq. ft.} =$	\$547

Project Comparison Chart

Multiple factors and variables influence the cost of developing multifamily affordable housing, including but not limited to project location, site conditions, environmental factors, land use approval process, community involvement, construction type, design requirements/constraints, economies of scale, City fees, developer experience and capacity, and the mission and goals of the organization developing the project. Similar construction-type developments (completed or approved) over previous recent years are listed in Table 5. These developments are similar in terms of new construction, target population and construction type and are provided as a comparison to Ventana.

Table 5 - Comparable Development Projects

Project Name	Year	Units	Total Development Cost	Cost Per Unit	HC Subsidy Per Unit	Gross Hard Cost Per Sq. Ft.
Subject – Ventana al Sur	2021	101	\$57,337,762 (with prev.wage)	\$567,701	\$43,564	\$512
The Helm	2020	78	\$36,459,757 (with prev. wage)	\$467,433	\$54,487	\$389
Trinity Apartments	2020	74	\$30,563,070	\$413,014	\$9,640	\$410
The Post 310	2020	43	25,549,123 (with prev. wage)	\$594,166	\$67,047	\$398

Proposed Housing Bonds

The Housing Commission utilizes the Housing Authority’s tax-exempt borrowing status to pass on lower interest rate financing (and make 4 percent low-income housing tax credits available) to developers of affordable rental housing. The Housing Authority’s ability to issue bonds is limited under the U.S. Internal Revenue Code. To issue bonds for a development, the Housing Authority must first submit an application to CDLAC for a bond allocation. Prior to submitting applications to CDLAC, developments are brought before the Housing Commission. Bond inducement resolutions must be obtained prior to CDLAC application submittal. A Tax Equity and Fiscal Responsibility Act (TEFRA) resolution must be secured no later than 30 days after application submittal. These actions do not obligate the Housing Authority to issue bonds.

The developer will be seeking a CDLAC bond allocation of approximately \$35,000,000. The developer proposes to issue the bonds through a tax-exempt private placement bond issuance. The bonds will meet all requirements of the Housing Commission’s Multifamily Housing Revenue Bond Program policy and will fully comply with the City’s ordinance on bond disclosure. The bond amount that is ultimately issued will be based upon development costs, revenues, and interest rates prevailing at the time of bond issuance.

The developer proposes that the bonds will be used for acquisition, construction, and permanent financing. Housing Commission staff will return later to both the Housing Commission and Housing Authority for approval of the final bond amount. A general description of the Multifamily Housing Revenue Bond Program and the actions that must be taken by the Housing Authority and by the City Council to initiate and finalize proposed financings are described in Attachment 5.

Staff recommends assigning Quint & Thimmig LLP as the Bond Counsel and Ross Financial as the Financial Advisor to work on the development. The proposed financing team members have been selected in accordance with the existing policy for the issuance of bonds. Financial Advisors and Bond Counsels are selected in accordance with the Housing Commission’s Bond Policy.

AFFORDABLE HOUSING IMPACT

Under the proposed bond financing, the Ventana development will serve seniors age 65 and older with incomes from 20 percent to 50 percent of San Diego’s Area Median Income (AMI), including 25 units for seniors experiencing chronic homelessness and seniors experiencing homelessness with a serious mental illness in the City of San Diego, who meet certain income criteria, and who are identified as most

appropriate for permanent supportive housing as determined by assessments conducted through the Coordinated Entry System. On April 19, 2019, Housing Commission staff provided a preliminary award for 25 federal Project-Based Housing Vouchers (PBVs) for the proposed development. That approval will be contingent upon a National Environmental Policy Act clearance, a subsidy layering review, and execution of an Agreement to Enter into Housing Assistance Payment. Under this PBV program, the tenants' rent portion is determined by using the applicable minimum rent or a calculated amount based on their income level, whichever is higher, with the remainder being federally subsidized up to a gross rent level approved by the Housing Commission. The Housing Assistance Payment provides a rental subsidy for the project's residents.

Under the proposed loan, the Ventana development will be subject to a Housing Commission Declaration of Covenants and Restrictions, in addition to applicable tax credit and bond regulatory agreements that will restrict affordability of 100 units for 55 years. Under the proposed loan and bond financing, Ventana will have 100 units restricted to households with incomes ranging from 20 percent of AMI (income estimated at \$17,100/year) to 50 percent of AMI (\$46,200/year) for a one-bedroom unit two-person household) and 20 percent of AMI (estimated at \$19,250/year) to 40 percent of AMI (\$41,600 for a two-bedroom, three-person household). The remaining one unit will be an unrestricted manager's unit. Table 6 summarizes the affordability:

Table 6 Ventana Affordability and Monthly Estimated Rent Table

Unit Type	AMI	Units	Gross CTCAC Rents
1-bedrooms	20%	20	\$404
1-bedrooms	30%	20	\$606
1-bedrooms	40%	10	\$809
1-bedrooms	50%	30	\$1,011
Subtotal One Bedroom Units	--	80	
2-bedroom	20%	5	\$433
2-bedrooms	40%	15	\$866
Subtotal Two Bedroom Units	--	20	--
2-bedroom Managers Unit	-	1	--
Total Units		101	

The tax credit restricted units and/or the Housing Commission-restricted units may be counted against the same specific units. The more stringent of the funding sources affordability/rent restrictions will take precedence during the term of their applicability.

FISCAL CONSIDERATIONS

The proposed funding sources and uses approved by this proposed action were included in the Housing Authority-approved Fiscal Year (FY) 2021 Housing Commission Budget.

Estimated funding sources approved by this action will be as follows:

Estimated bond issuance fee – \$87,500 (0.0025 issuance fee x \$35,000,000)

Estimated funding uses approved by this action will be as follows:

Program Administration - \$87,500

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Approving this action will further grant the President & CEO, or designee, the authority to substitute the above funding sources with other available funding sources so long as the total Housing Commission loan amount does not exceed the approved total loan amount, should the operational need arise or should such actions be to the benefit of the Housing Commission.

Development Schedule

Milestones	Estimated Dates
<ul style="list-style-type: none">• CDLAC bond application & CTCAC tax credit application• CDLAC & CTCAC allocation meetings• Housing Commission final bond authorization• Housing Authority final bond authorization• Estimated bond issuance and escrow/loan closing• Estimated start of construction work• Estimated completion of construction work	<ul style="list-style-type: none">• May 13, 2021• August 11, 2021• October 15, 2021• November 2, 2021• November 2021• November 2021• December 2022

COMMUNITY PARTICIPATION and PUBLIC OUTREACH EFFORTS

The proposed development is located in the San Ysidro neighborhood. On June 18, 2018, and again on August 20, 2018, MAAC's Ventana development (then called Beyer Boulevard) was presented to the San Ysidro Community Planning Group (SYCPG). On August 23, 2018, the SYCPG Chairman's letter confirmed that, by unanimous vote, the group supported MAAC's development proposal. That letter states, "this development will provide much needed affordable housing and quality services for our community and fits well with the neighborhood as we see it evolving."

KEY STAKEHOLDERS & PROJECTED IMPACTS

Stakeholders include MAAC and Kingdom as the developer, the Housing Commission as a proposed lender, the State of California as a proposed lender, the San Ysidro neighborhood and the low income tenant occupants. The development is anticipated to have a positive impact on the community as it will contribute to the quality of the surrounding neighborhood, contribute to a better quality of life for the tenants, and create 100 affordable rental homes for very low income seniors, including 25 units for seniors age 65 and older experiencing homelessness in the City of San Diego with a serious mental illness, who meet certain income criteria, and who are identified as most appropriate for permanent supportive housing as determined by assessments conducted through the Coordinated Entry System.

STATEMENT for PUBLIC DISCLOSURE

The developers' Disclosure Statements are at Attachment 6 and Attachment 7.

ENVIRONMENTAL REVIEW

On July 30, 2019, the City of San Diego, as Lead Agency, through the Development Services Department, issued an Environmental Determination that this activity is not a project under CEQA as there are no discretionary approvals associated with this action. Federal funds constitute a portion of this project making the project subject to U.S. Department of Housing and Urban Development under 24 CFR Part 58 of the National Environmental Policy Act (NEPA). The Housing Commission received final NEPA clearance and authorizations to grant funds on June 21, 2019.

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Respectfully submitted,

Colin Miller

Colin Miller

Vice President, Multifamily Housing Finance
Real Estate Division

Approved by,

Jeff Davis

Jeff Davis

Deputy Chief Executive Officer
San Diego Housing Commission

Attachments:

1. Development Summary
2. Site Map
3. Organization Chart
4. Developer's Project Pro Forma
5. Multifamily Housing Revenue Bond Program
6. MAAC - Developer's Disclosure Statement
7. Kingdom – Developer's Disclosure Statement

Docket materials are available in the "Governance & Legislative Affairs" section of the San Diego Housing Commission website at www.sdhc.org.

ATTACHMENT 1 – DEVELOPMENT SUMMARY

Table 1 –Development Details

Address	4132 Beyer Boulevard, San Diego, 92173
Council District	8
Community Plan Area	San Ysidro Community Planning Area and San Ysidro Historic Village Specific Plan
Development Type	New construction
Construction Type	Type V (stucco with wood frame)
Parking Type	64 parking spaces (surface parking under a podium deck)
Housing Type	Multifamily (one building with a four stories structure)
Lot Size	Two parcels totaling approximately 1.31 acres, 57,064 square feet
Units	101
Density	77.1 dwelling units per acre (101 units ÷ 1.31 acres)
Unit Mix	100 affordable units: 80 one-bedrooms, 20 two-bedrooms. Plus one unrestricted manager's unit.
Gross Building Area	70,411 square feet
Net Rentable Area	66,013 square feet
Project Based Housing Vouchers	25 federal Project-Based Housing Vouchers (PBV)

Table 2 Development Team Summary

ROLE	FIRM/CONTACT
Owner/borrower	4132 Beyer L.P
Tax Credit Investor/Limited Partner	CREA
Co-developers	MAAC and Kingdom
Architect	Rodriguez & Associates
General Contractor	To be selected
Relocation Consultant	To be selected
Property Management	Barker Management & MAAC
Tenant Services Provider	SVDP and MAAC
Construction/Permanent Lender	Boston Capital Financial LLC

Table 3 – Ventana Estimated Permanent Sources and Uses

Permanent Financing Sources	Amounts	Permanent Financing Uses	Amounts	Per Unit
Bond financed permanent loan	\$3,613,773	Property acquisition	\$2,836,302	\$28,082
Housing & Community Development Multifamily Housing Program (MHP) Loan	20,000,000	Construction	36,080,921	357,237
Housing Commission proposed loan	4,400,000	Financing costs	3,051,316	30,211
4 percent (CTCAC) tax credit equity	22,949,275	Local permits & fees and studies	3,425,000	33,911
Deferred developer fee	1,030,564	Other soft costs	1,325,653	13,125
Operating income	156,382	Relocation costs	55,000	545
General partner equity contribution	5,187,768	Developer fee	9,187,768	90,968
		Reserves	875,802	8,671
		Contingency	\$500,000	\$4,950
Total Development Cost	\$57,337,762	Total Development Cost (TDC)	\$57,337,762	\$567,701

Table 4 - Key Performance Indicators

Development Cost Per Unit	$\$57,337,762 \div 101 \text{ units} =$	\$567,701
Housing Commission Subsidy Per Unit	$\$4,400,000 \div 101 \text{ units} =$	\$43,564
Land Cost Per Unit	$\$2,836,302 \div 101 \text{ units} =$	\$28,082
Gross Building Square Foot Hard Cost	$\$36,080,921 \div 70,411 \text{ sq. ft.} =$	\$512
Net Rentable Square Foot Hard Cost	$\$36,080,921 \div 66,013 \text{ sq. ft.} =$	\$547

Table 5 - Comparable Development Projects

Project Name	Year	Units	Total Development Cost	Cost Per Unit	HC Subsidy Per Unit	Gross Hard Cost Per Sq. Ft.
Subject – Ventana al Sur	2021	101	\$60,432,512 (with prev.wage)	\$567,701	\$43,564	\$512
East Block Family	2020	77	\$40,562,897 (with prev. wage)	\$520,037	\$0	\$355
Ulric Street	2019	96	\$46,427,114 (with prev. wage)	\$483,616	\$72,917	\$264
Keeler Court	2019	71	\$35,692,466 (with prev. wage)	\$502,711	\$0	\$262

-Page 2 of 3-

Table 6 Ventana Affordability and Monthly Estimated Rent Table

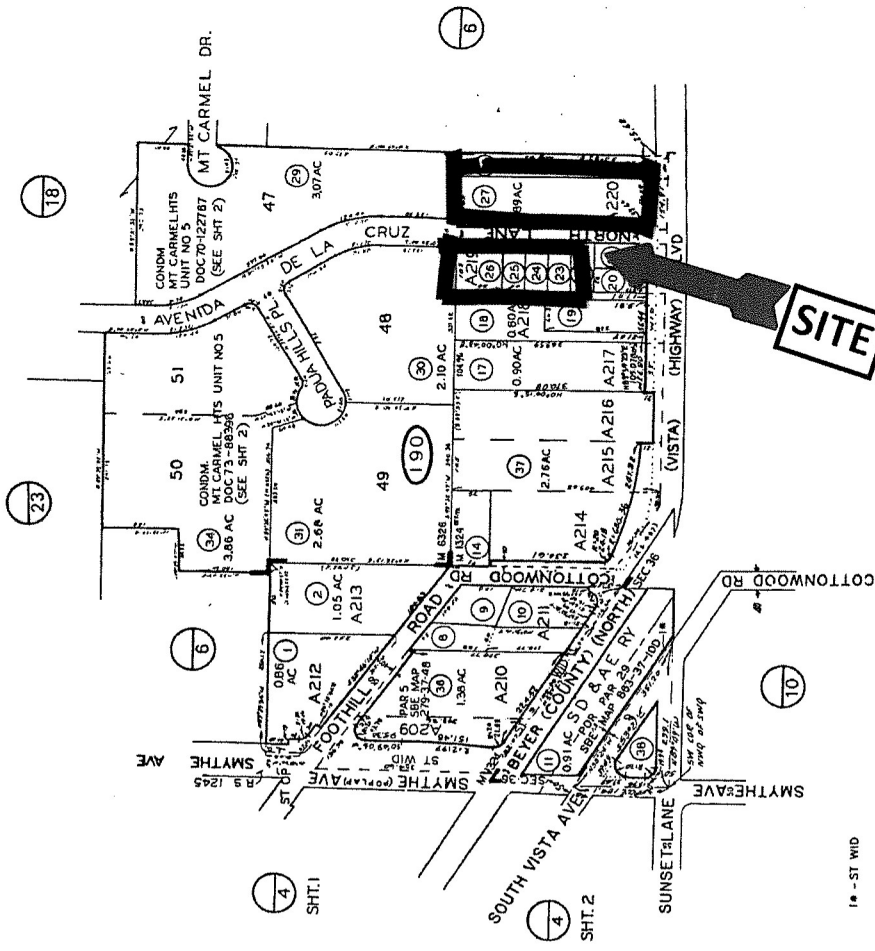
Unit Type	AMI	Units	Gross CTCAC Rents
1-bedrooms	20%	20	\$404
1-bedrooms	30%	20	\$606

1-bedrooms	40%	10	\$809
1-bedrooms	50%	30	\$1,011
Subtotal One Bedroom Units	--	80	
2-bedroom	20%	5	\$433
2-bedrooms	40%	15	\$866
Subtotal Two Bedroom Units	--	20	--
2-bedroom Managers Unit	-	1	--
Total Units		101	

ATTACHMENT 2 - SITE MAP

638-19
SHT 1 OF 2
1"=200'

CHANGES	8/16/2001	SH	✓
OLD NEW CUT			
13	35	15	1601
14	12	22	1603
15	12	22	1603
16	12	22	1603
17	12	22	1603
18	12	22	1603
19	12	22	1603
20	12	22	1603
21	12	22	1603
22	12	22	1603
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94	12	22	1603
95	12	22	1603
96	12	22	1603
97	12	22	1603
98	12	22	1603
99	12	22	1603
100	12	22	1603



MAP 6326 - MT CAMEL HTS UNIT NO. 5
MAP 1324 - LITTLE LANDERS ADD NO 4 - SAN YSIDRO
SEC 36 - T18S-R2W-POR SW1/4
ROS 10223, 11377, 15490

THE MAP WAS PREPARED FOR ASSESSMENT PURPOSES ONLY. NO LIABILITY IS ASSUMED FOR THE ACCURACY OF THE DATA SHOWN. ASSESSOR'S PARCELS MAY NOT CORRELATE WITH LOCAL SUBDIVISION OR BUILDING ORDINANCES.

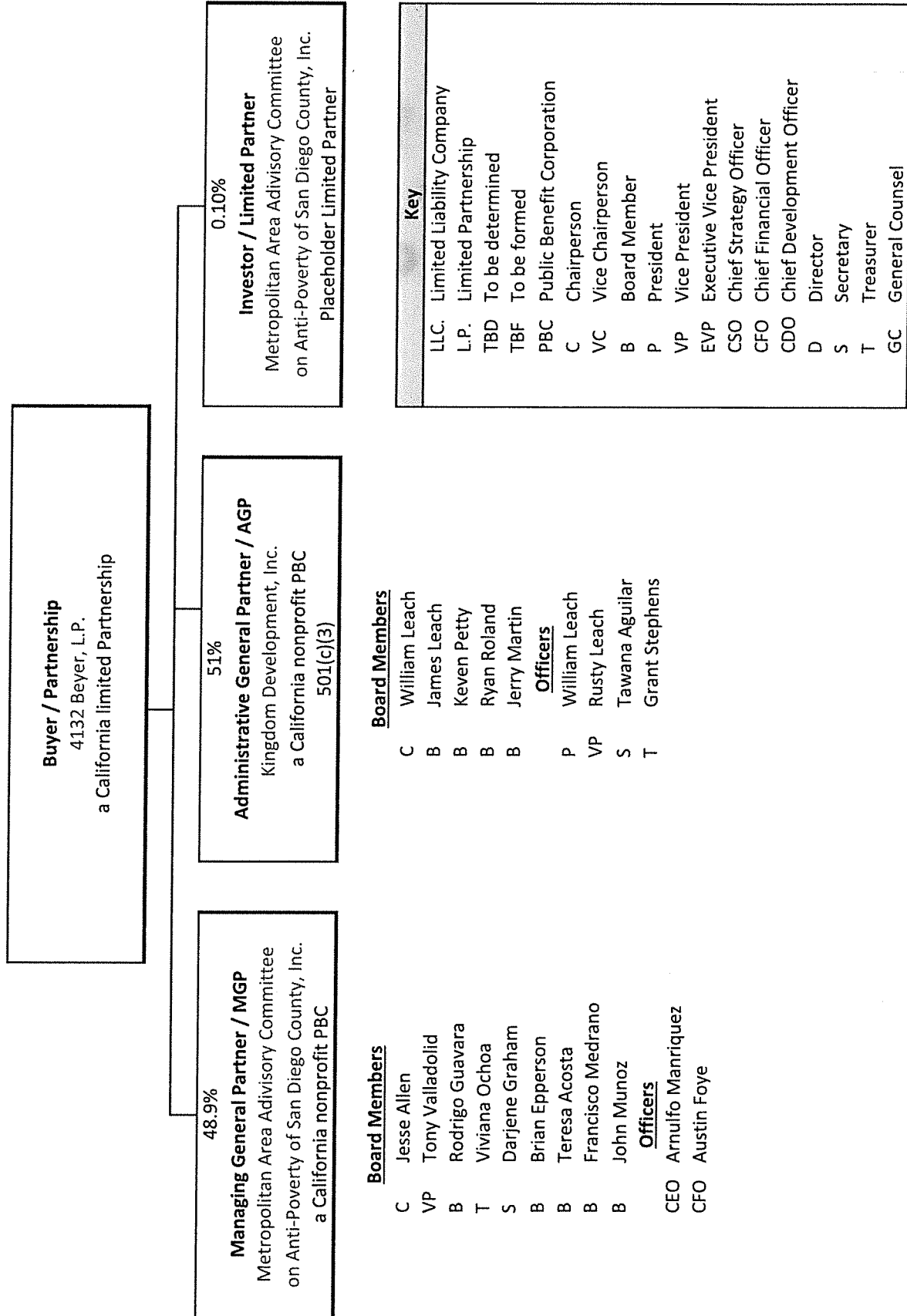
SAN DIEGO COUNTY
ASSESSOR'S MAP
BOOK 638 PAGE 19
SHT. 1 OF 2

08

638-19

ATTACHMENT 3 – ORGANIZATION CHART

Organizational Chart - 8/16/2019



ATTACHMENT 4 – DEVELOPER’S PROJECT PRO FORMA

100 units plus 1 mgr. unit	TE Bonds + 4% Credits
New Construction	Non-Rural
Non-PW Senior project	QCT-Yes DDA-No

Permanent Sources				
Source	Amount	Rate	Amm.	/ Unit
Perm Bond Proceeds	\$3,613,773	4.00%	35	\$35,780
Tax Credit Proceeds	22,949,275	NA	NA	227,221
SDHC Loan	4,400,000	3.00%	RR	43,564
MHP Loan	20,000,000	3.00%	RR	198,020
GP Contribution	5,187,768	NA	NA	51,364
Interest Income	0	NA	NA	0
Operating Income	156,382	NA	NA	1,548
Deferred Developer Fee	1,030,564	6.00%	NA	10,204

Permanent Uses		
Uses	Amount	Per Unit
Land Costs	\$2,836,302	\$28,082
Permits, Fees, & Studies	3,425,000	33,911
Direct Construction Costs	34,362,782	340,226
Contingency	2,218,139	21,962
Developer Fee	9,187,768	90,968
Indirect Construction Costs	1,185,653	11,739
Rent-Up Costs	195,000	1,931
Reserves	875,802	8,671
Financing Costs	3,051,316	30,211

	\$57,337,762	\$567,701
--	--------------	-----------

	\$57,337,762	\$567,701
--	--------------	-----------

Source Pay in Schedule			
Source	Amount	Date	Notes
Perm Bond Proceeds	\$3,613,773	Sep-23	Convert
Tax Credit Proceeds	4,589,855	Oct-21	Close
Tax Credit Proceeds	13,419,565	May-23	Lease up
Tax Credit Proceeds	4,589,855	Sep-23	Convert
Tax Credit Proceeds	350,000	Dec-23	8609s
SDHC Loan	4,400,000	Sep-23	Convert
MHP Loan	20,000,000	Sep-23	Convert
GP Contribution	5,187,768	Dec-23	8609s

Construction Sources		
Source	Amount	Per Unit
Tax Credit Proceeds	4,589,855	\$45,444.11
Construction Loan	43,550,667	431,194.72
Deferred Costs	9,197,240	91,061.78

Totals	57,337,762	\$567,700.61
--------	------------	--------------

Bedroom Mix/Average Rent			
Bedrooms	Quantity	% of Units	Avg. Rent
0			
1	80	80%	719.18
2	20	20%	824.00
3			
4+			

Rent Schedule					
Calculation	Quantity	Bedrooms	AMI	Rent	Util.
MGR	1	2	100%	\$0	\$0
TCAC	20	1	20%	367	66
TCAC	20	1	30%	584	66
TCAC	10	1	40%	800	66
TCAC	30	1	50%	1,017	66
TCAC	5	2	20%	434	86
TCAC	15	2	40%	954	86

Operating Expenses		
Expenses	Amount	Per Unit
Management	65,666	\$650
Administration	38,312	379
Salaries & Benefits	232,360	2,301
Maintenance	81,805	810
Utilities	85,694	848
Insurance	15,973	158
Taxes	5,050	50
Services	138,324	1,370
Reserves	50,500	500
	0	0
Totals	\$713,684	\$7,066

50% Test	
Eligible Basis	52,031,858
Land & Demo Costs	2,250,000
Aggregate Basis	54,281,858
Tax Exempt Bond Request	29,855,022
50% Test Percentage	55.00%

Assumptions		Assumptions	
CDLAC Tiebreaker	245,195	Con. Length	18
Site (acres)	1.31	CL Closing:	10/1/21
Debt Cov. Ratio	1.15	Est. Completion	4/1/23
Vacancy Factor	5.0%	Con. Loan	43,550,667
		Con. Int. Rate	4.00%

USES, EXPENSES AND CREDIT	Kingdom Development Inc.	VENTANA AL SUR
100 units plus 1 mgr. unit		TE Bonds + 4% Credits
New Construction		Non-Rural
Non-PW Senior project		QCT-Yes DDA-No

Development Uses				
Description	Amount	NC. Basis	Acq. Basis	Per Unit
Acquisition Cost	\$2,200,000	\$0	\$0	\$21,782
Appraisals	10,000	0	0	99
Real Estate Taxes	90,000	29,700	0	891
Holding Costs	10,000	10,000	0	99
Acquisition Loan Fee & Interest	526,302	0	0	5,211
Building Fees & Permits	250,000	250,000	0	2,475
Impact Fees	1,915,000	1,915,000	0	18,960
Architectural & Engineering	1,260,000	1,260,000	0	12,475
Demolition	50,000	0	0	495
Off-Site Improvements	1,285,000	1,285,000	0	12,723
Onsite Improvements	1,405,000	1,405,000	0	13,911
Podium Parking	3,818,550	3,818,550	0	37,807
Service Space Construction	1,333,544	1,333,544	0	13,203
Residential Construction	21,625,348	21,625,348	0	214,112
General Conditions	1,771,047	1,771,047	0	17,535
Contractor's Overhead & Profit	2,361,395	2,361,395	0	23,380
Performance Bond	712,898	712,898	0	7,058
Construction Contingency	1,718,139	1,718,139	0	17,011
Developer Fee	9,187,768	9,187,768	0	90,968
Financial Consultant	250,000	250,000	0	2,475
Construction Manager	250,000	250,000	0	2,475
Builders Risk Insurance	356,449	356,449	0	3,529
3rd Party Reports	50,000	50,000	0	495
Accounting	80,000	60,000	0	792
Legal Fees	125,000	55,000	0	1,238
Relocation	55,000	0	0	545
Market Study	19,204	19,204	0	190
Project Contingency	500,000	400,000	0	4,950
Marketing & Advertising	50,000	0	0	495
Supportive services reserves	215,000	0	0	2,129
Capitalized Operating Reserve	502,545	0	0	4,976
Transition Reserve	158,257	0	0	1,567
Common Area Furnishings	145,000	145,000	0	1,436
Construction Period Interest	2,049,040	1,340,995	0	20,288
Construction Loan Fees	560,843	384,321	0	5,553
Permanent Loan Fees	36,138	0	0	358
TCAC Fees	71,166	0	0	705
CDLAC Fees	16,130	0	0	160
Bond Issuance Costs	218,000	0	0	2,158
Title and Recording	100,000	37,500	0	990
Totals	\$57,337,762	\$52,031,858	\$0	\$567,701

Operating Expenses		
Description	Amount	Per Unit
Property Management	\$65,666	\$650
Marketing	4,989	49
Audit	12,112	120
Legal	6,321	63
Office Expenses	9,890	98
On-site Manager	80,000	792
Assistant Manager	40,000	396
Maintenance Personnel	40,110	397
Janitorial Personnel	20,000	198
Payroll Taxes	30,000	297
Insurance	22,250	220
Supplies	2,450	24
Repairs Contract	37,370	370
Pest Control	9,250	92
Grounds Contract	19,580	194
Interior Painting	4,980	49
Elevator	8,175	81
Trash Removal	13,432	133
Electricity	25,672	254
Water & Sewer	26,199	259
Gas	20,391	202
Property & Liability Ins.	15,973	158
Real Estate Taxes	5,050	50
Transit Related Expenses	1,499	15
Social Services	20,175	200
Supportive Services	109,850	1,088
Replacement Reserves	50,500	500
Clubhouse Expenses	6,800	67
Software	5,000	50
Total	\$713,684	\$7,066

Tax Credit Calculation			
	4% Federal	Acq. Fed.	State
Eligible Basis	52,031,858	0	
Excluded	0	0	
Unadjusted	52,031,858	0	52,031,858
Basis Limit	91,153,336		
Boost	130%	100%	
Adjusted	67,641,416	0	
Applicable	100.0%	100.0%	100.0%
Qualified	67,641,416	0	52,031,858
Reduction	0	0	15,235,208
Adj. Qualified	67,641,416	0	
Rate Factor	4.00%	4.00%	30.00%
Annual Credits	2,705,657	0	
Federal Credits	27,056,560	State Credits	374,349
Credit Price	0.84		0.85
Proceeds	22,631,110		318,165
Total	\$22,949,275		

ATTACHMENT 5
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 and 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 San Diego Housing Commission (Housing Commission) 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. This process does not make the Housing Commission nor City financially or legally liable for the bonds or for the project.

[Note: Members of the Housing Commission may be asked to take two actions at this stage in the bond process---one for TEFRA hearing and one for the Inducement Resolution.

- 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 Commission 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.

ATTACHMENT 6
MAAC - DEVELOPER'S DISCLOSURE STATEMENT

**DEVELOPERS/CONSULTANTS/SELLERS/CONTRACTORS/
ENTITY SEEKING GRANT/BORROWERS
(Collectively referred to as "CONTRACTOR" herein)
Statement for Public Disclosure**

1. Name of CONTRACTOR: Metropolitan Area Advisory Committee on Anti-Poverty of San Diego County Inc.
("MAAC")
2. Address and Zip Code: 1355 Third Ave, Chula Vista, CA 91911
3. Telephone Number: 619-426-3595
4. Name of Principal Contact for CONTRACTOR: Isabel St.Germain Singh
5. Federal Identification Number or Social Security Number of CONTRACTOR: 95-2457354
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)

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

ATTACHMENT: Articles of Incorporation & 2 Amendments (3 files)

ATTACHMENT: IRS Determination Letter (2019)

☐ 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:

June 14, 1965

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.

- 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.
- 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%. (Attach extra sheet if necessary)

Name and Address		Position Title (if any) and percent of interest or description of character and extent of interest
Name:	Jesse Q. Allen	Board Chairperson
Address:	1078 Vega Way, San Marcos, CA 92078	Interest: 0%
Name:	Rodrigo Guevara	Board Vice Chair
Address:	4508 New Hampshire St. San Diego, CA 92116	Interest: 0%
Name:	Viviana Ochoa	Board Treasurer
Address:	8477 Denton Street La Mesa, CA 91942	Interest: 0%
Name:	Darjene Graham	Board Secretary
Address:	812 Daybreak Place Vista, CA 92084	Interest: 0%
Name:	Rebecca Chaney	Board Member
Address:	611 Norwynn Lane Fallbrook, CA 92028	Interest: 0%
Name:	Teresa Acosta	Board Member
Address:	7185 Estrella de Mar Road, Unit B Carlsbad, CA 92009	Interest: 0%
Name:	Francisco Medrano	Board Member
Address:	7798 Starling Dr, Unit 315 San Diego CA 92123	Interest: 0%
Name:	John Muñoz	Board Member
Address:	2065 Diamond, San Diego, CA 92109	Interest: 0%
Name:	Gustavo Perez	Board Member
Address:	1443 Avenida La Posta Encinitas, CA 92024	Interest: 0%
Name:	Shreya Sasaki	Board Member
Address:	13558 Arroyo Dale Lane San Diego, CA 92130	Interest: 0%
Name:	Jeffrey Dziedzic	Board Member
Address:	16953 New Rochelle Way, Unit 60 San Diego, CA 92127	Interest: 0%

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.

NO.

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. Board Members Rebecca Chaney, Teresa Acosta, and Francisco Medrano will all be leaving the board of directors within the next 12 months. The board then goes to a screening of applicants to fill the vacant positions.

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):

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:

N/A

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. YES.

Name and Address		Relationship to CONTRACTOR
Name:	Seniors on Broadway LP	MAAC is the general partner of the LP
Address:	1355 3 rd Ave, Chula Vista, CA 91911	Commonality: MAAC Board of Directors & Execs
Name:	Mercado Apartments LP / MAAC Mercado LLC	MAAC is the general partner of the LP, and the sole member of LLC (which is the limited partner of the LP)
Address:	1355 3 rd Ave, Chula Vista, CA 91911	Commonality: MAAC Board of Directors & Execs
Name:	Mercado 2019 LP / Mercado MGP 2019 LLC	MAAC is the general partner of the LP, and the sole member of the LLC (the limited partner of the LP)
Address:	1355 3 rd Ave, Chula Vista, CA 91911	Commonality: MAAC Board of Directors & Execs
Name:	5471 Bayview Heights LP / MAAC Bayview Heights LLC	MAAC is manager of the LLC, which is the general partner of the LP.
Address:	1355 3 rd Ave, Chula Vista, CA 91911	Commonality: MAAC Board of Directors & Execs
Name:	MAAC San Martin de Porres LLC	MAAC is sole member of the LLC
Address:	1355 3 rd Ave, Chula Vista, CA 91911	Commonality: MAAC Board of Directors & Execs
Name:	Carlsbad Laurel Tree Apartments LP	MAAC is general partner of the LP
Address:	1355 3 rd Ave, Chula Vista, CA 91911	Commonality: MAAC Board of Directors & Execs
Name:	4132 Beyer LP	MAAC is general partner of the LP
Address:	1355 3 rd Ave, Chula Vista, CA 91911	Commonality: MAAC Board of Directors & Execs

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.

ATTACHMENT: MAAC Statement of Financial Position 2019-06-30

Statements reflecting financial condition for period 24 months prior to date of the above-referenced report are included in the attached audited 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:

Ventana al Sur Apartments has a projected total development cost of \$49,757,579 (\$492,649/unit). Financing will include a combination of tax-exempt bonds, federal 4% tax credits, San Diego Housing Commission Loan, California Department of Housing & Community Development MHP Loan and deferred developer fees..

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

a. In banks/savings and loans:

Name: East West Bank

Address: 19540 Jamboree Rd, Ste 150, Irvine, CA 92612

Amount: \$ 500,000

b. By loans from affiliated or associated corporations or firms: N/A.

Name:

Address:

Amount: \$

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

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

Name and Address	Contact Name
Name: East West Bank	Maureen Finn
Address: 19540 Jamboree Rd, Ste 150	
Irvine, CA 92612	
Name: California Bank & Trust	Jacob Richards
Address: 4320 La Jolla Village Dr, Ste 130	
San Diego, CA 92122	
Name: Red Stone Equity Partners	Matt Grosz
Address: 5800 Armada Dr, Ste 235	
Carlsbad, CA 92008	

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.

N/A

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. N/A

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: NONE / 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: N/A

- 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:

N/A

- 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

List each project, including location, nature of work performed, name, address of the owner of the project, bonding companies involved, amount of contract, date of commencement of project, date of completion, state whether any change orders were sought, amount of change orders, was litigation commenced concerning the project, including a designation of where, when and the outcome of the litigation. (Attach extra sheet if necessary): N/A

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

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

22. Provide a detailed and complete statement regarding equipment, experience, financial capacity, and other resource 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: N/A

23. Does any member of the governing body of the San Diego Housing Commission ("SDHC"), 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 SDHC, 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

☒ No

If yes, explain:

N/A

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 hereto and hereby made a part hereof as follows: NONE.

25. Is the proposed CONTRACTOR, and/or are any of the proposed subcontractors, currently involved in any construction-related litigation?

☐ Yes

☒ No

If yes, explain:

N/A

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

ATTACHMENT: Certificate of Liability Insurance (MAAC) 2019-07-02

NOTE: This attachment applies to items a. through f.

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:

- ☒ Comprehensive Form
- ☒ Owned
- ☒ Hired
- ☒ Non-Owned

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

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

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

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

COVERAGE TYPE: Abuse Liability: \$1M/\$2M

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 SDHC setting forth the provisions of this nondiscrimination clause.
28. The CONTRACTOR warrants and certifies that it will not without prior written consent of the SDHC, engage in any business pursuits that are adverse, hostile or take incompatible positions to the interests of the SDHC, 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 SDHC, 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 SDHC 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 state: **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?
- ☐ Yes ☒ No
- If yes, please explain, in detail: **N/A**
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:

Government Agency	License Description	License Number	Date Issued (Original)	Status (Current)	Revocation (Yes/No)
-------------------	---------------------	----------------	------------------------	------------------	---------------------

None.					
-------	--	--	--	--	--

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 SDHC.

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 SDHC.

MAAC is proposing to develop MAAC's own project using tax-exempt bond funding. The experience of the development team and consultants will help to ensure timely performance and completion of the project. The developer has a dedicated staff to ensure compliance with program requirements and timely achievement of project goals and outcomes. The general contractor has over 30 years of experience, much of it constructing and rehabilitating affordable housing.

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

Date	Entity Involved (i.e. City SDHC, etc)	Status (Current, delinquent, repaid, etc.)	Dollar Amount
11/2007	SDHC	Repaid 2015	670,000
11/2007	SDHC	Repaid 2015	799,957
1/2007	SDHC	Repaid 2015	799,370
6/2004	County of San Diego HCD	Current	356,000
6/2004	County of SDRA	Current	1,000,000
5/1995	City of San Diego (successor agency to)	Current	1,425,000
5/1995	City of San Diego (success agency to)	Current	1,998,440

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:

NONE.

37. Within the last five years, has the proposed CONTRACTOR, and/or have any of the proposed subcontractors, had revocation or suspension of a CONTRACTOR's License?

☐ Yes

☒ No

If yes, explain:

NONE.

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

N/A. Developer is not proposing to perform general contracting duties; general contractor will be a third party.

39. Give a brief statement regarding 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.

MAAC has developed, owned, and managed affordable housing communities since 1994. MAAC's own portfolio includes six affordable housing communities (over 700 units) in San Diego County. Over the years, MAAC and its team have formed lasting relationships within the community and industry that enable it to be successful in funding, building, and operating its communities. MAAC's development team has decades of combined experience in their respective fields bringing thousands of affordable housing to market. Most recently, in 2019, MAAC began the renovation of 300 units at Hillside Views which is expected to complete early 2020.

40. Give the name and experience of the proposed Construction Superintendent.

Name	Experience
Chance Hudson Project Superintendent Sun Country Builders	<u>Summary of Qualifications</u> <ul style="list-style-type: none">• Detail oriented, efficient manager of schedules and timelines, great relationships with owners, subs, and site personnel.• Eight years of construction management experience, all managing the renovation of affordable multi-family apartments. <u>Employment History</u> <p><u>2015-Present Sun Country Builders / Project Superintendent / Vista, CA</u></p> <ul style="list-style-type: none">• Led the construction and rehab of both interior and exterior scopes.• Obtained building permits and scheduled inspections.• Effectively created hourly production schedules.• Made all field decisions through clear and professional communication between owners, architects, and property management.• Create for approval all RFI's, IFD's and other work orders / change orders.• Responsible for the following daily / weekly reports: Daily Construction Report, 3 week look ahead, Site Sub list report, Site Super Inspection Report, Time Cards for all SCB personnel.• Responsible for the overall site safety and safety of the work performed by all contractors on site which includes ensuring all PPE is worn and all procedures are followed daily. <u>Successful projects:</u> <ul style="list-style-type: none">• Vista Las Flores – Carlsbad, CA Complete interior renovation of 28 unit apartment complex with addition of solar PV.

- **Cypress Cove Apartments** - 260 N. Midway Escondido, CA
200 unit full interior rehab, new roof sheathing, hot mop roofing system, framing and stucco repairs throughout site, installation of new soccer field, solar PV and solar thermal hot water system. Correction of construction defects resulting from the work of another contractor. Work involved correction of challenging water intrusion issues.
- **Cedar Nettleton Apartments** - Vista, CA
68 unit full interior rehab, new flat roof.
- **Beautiful Light Inn Apartments** - San Bernardino, CA
100 unit full interior rehab, new shingle, and TPO roof.
- **Manzanita Apartments** - Escondido, CA
60 unit rehab of kitchen cabinets and flooring.

2008-2011 – Portrait Homes / Project Superintendent / Corona, CA

- Led the construction and rehab of both interior and exterior scopes.
- Obtained building permits and scheduled inspections.
- Effectively created hourly production schedules.
- Made all field decisions through clear and professional communication between owners,

Successful Projects:

- **Country Club Apartments** 100 unit rehab Oceanside, Ca
- **Village Green Apartments** 150 unit rehab San Diego, Ca
- **Vista Grande** 68 unit rehab with new construction of community bldg. San Diego, Ca
- **740 Olive St.** 300 unit / 12 story rehab Downtown LA

2002-2008 – Lowe’s Home Improvement / Operations Manager / Corona, Lake Elsinore, Temecula

- Held positions as an Assistant Store Manager and Sales Manager
- Responsible for the budgets, special order/commercial/installed sales, along with the overall appearance of the store.
 - Outside vendor relations and sales.

1996-2000 – United States Marine Corps / SGT of Marines, E-5 / Saudi Arabia 2 years. Camp Pendleton, Japan, Kenya

Education, Qualifications and Certificates

• United States Marine Corps	• Microsoft Project
• Escambia HS Pensacola, FL / HS diploma	• OSHA 10 & OSHA 30
• SMART SAFETY Scaffold Course	• First Aid / CPR

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 ("SDHC"), 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 SDHC, 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 SDHC, 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 SDHC, 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 26 day of December, 20 19, at San Diego, California.

CONTRACTOR

By: _____

Signature

President & CEO

Title

CERTIFICATION

The CONTRACTOR, METROPOLITAN AREA ADVISORY COMMITTEE ON ANTI-POVERTY OF SAN DIEGO COUNTY, INC., 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: *Arnulfo Manriquez* By: _____
Title: PRESIDENT & CEO Title: _____
Dated: 12.26.19 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.

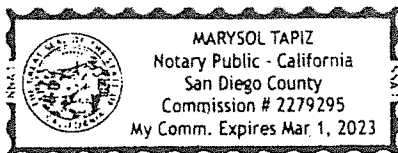
JURAT

State of California

County of San Diego

Subscribed and sworn to (or ~~affirmed~~) before me on this 26th day of December, 2019

by Arnulfo Manriquez personally known to me or proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.



Marysol Tapiz
Signature of Notary

SEAL

Marysol Tapiz
Comm. # 2279295
Exp. 03/01/2023

MAAC, REO and AFFILIATES
STATEMENT OF FINANCIAL POSITION (Unaudited)
AS OF JUNE 30, 2019

		<u>CURRENT YEAR BALANCE</u>	<u>SENIORS ON BROADWAY</u>	<u>5471 BAYVIEW HEIGHTS LP</u>	<u>TOTAL MAAC & AFFILIATES</u>
Current assets					
Cash & Cash Equivalents	1	5,267,181	53,834	50,811	5,371,825
Restricted Cash	1A	9,623,952	-	2,008,411	11,632,364
Accounts Receivable (Net)	3	7,783,113	1,001	55,014	7,839,128
Prepaid Expenses	4	377,455	2,750	8,051	388,256
Other Current Assets & Deposits	5	309,866	11,391	4,093	325,352
Total Current assets		23,361,567	68,975	2,126,382	25,556,925
Restricted Cash -Reserves	2	2,910,480	136,276	1,020,406	4,067,162
Property & Equipment (Net) (Includes CIP)	6	6,961,060	8,190,220	21,987,357	37,138,637
Investment in Rental Property	7	26,968,344	-	-	26,968,344
Investment in Other Entities	8	9,831,129	-	-	9,831,129
Total Other assets	9	1,950,430	38,300	120,122	2,108,852
Long Term Receivables		25,639,906	-	29,050,001	54,689,907
Bonds Collateral Held by Trustees		-	-	-	-
Total assets		97,622,917	8,433,771	54,304,268	160,360,955
Current Liabilities					
Accounts Payable	10	324,926	87,153	1,160,606	1,572,686
Other AP and Accrued Payables	11	1,245,606	225	60,563	1,306,393
Accrued Payroll and Related Expenses	12	1,374,479	2,765	9,558	1,386,802
Current Portion Long Term Debt	13	576,790	-	-	576,790
Taxes Payable	14	185,728	-	-	185,728
Deferred Revenue and Cash Advances	15	170,150	434	13,403	183,986
Total Current liabilities		3,877,679	90,577	1,244,130	5,212,386
Long term liabilities					
Long Term Debt	16	21,172,719	7,017,316	81,327,133	109,517,168
Accrued Interest Long Term Debt	17	5,736,624	1,398,478	79,401	7,214,502
Other Liabilities	18	223,382	24,665	5,626,528	5,874,575
Total Long Term Liabilities		27,132,724	8,440,459	87,033,062	122,606,245
Total Liabilities		31,010,403	8,531,036	88,277,192	127,818,631
Net Assets					
Fund Balance	19	66,804,590	161,166.99	(34,433,589)	32,532,168
Changes From Activities	20	(192,077)	(258,432)	460,666	10,156
Total Net Assets		66,612,513	(97,265)	(33,972,923)	32,542,325
Total Liabilities & Net Assets		97,622,917	8,433,771	54,304,268	160,360,955



COMMISSION

ATTACHMENT 7
KINGDOM - DEVELOPER'S DISCLOSURE STATEMENT

Real Estate Department

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

1. Name of CONTRACTOR: Kingdom Development
2. Address and Zip Code: 6451 Box Springs Blvd., Riverside, CA 92507
3. Telephone Number: 951-538-6244
4. Name of Principal Contact for CONTRACTOR: William Leach
5. Federal Identification Number or Social Security Number of CONTRACTOR:
32-0483333
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)

X 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:

4/26/2016

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.
- 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.
- 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
-------------------------------------	--

(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.

No.

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.

No.

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 _____

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:

Attached

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.

Attached

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:

We anticipate the following sources: Perm bond proceeds, Tax credit proceeds, SDHC Loan, MHP loan, Deferred developer fee

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

- a. Name, Address & Zip Code of Bank/Savings & Loan: TBD

Amount: \$ 17,616,335 Equity

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

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

Amount: \$ 49,757,579

- 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:

Mike Hemmens- Citibank

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:

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

Not Applicable.

- a. Name and addresses of such contractor or builder:

N/A

- 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 ___X___ 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: \$ 100M+

-

General description of such work:

Completed New Construction on the Following:

- a. New Construction homeless project in Escondido
 - a. Solutions Escondido Apartments
 - b. 32 Units
- b. Historic Rehab project in Tacoma, WA
 - a. The Winthrop
 - b. 190 Units
- c. Rehabilitation project in Anaheim
 - a. Pebble Cove
 - b. 111 Units
- d. Rehabilitation project in Garden Grove
 - a. Sycamore Canyon
 - b. 78 Units
- e. Highrise Rehab in Long Beach
 - a. City View
 - b. 296 Units

List each project, including location, nature of work performed, name, address of the owner of the project, bonding companies involved, amount of contract, date of commencement of project, date of completion, state whether any change orders were sought, amount of change orders, was litigation commenced concerning the project, including a designation of where, when and the outcome of the litigation.

- 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>
N/A			

- 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:

N/A

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 ☒ 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 hereto 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 ☒ No

If yes, explain:

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: See Certificates Attached.

- 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:

- ☐ Comprehensive Form
- ☐ Owned
- ☐ Hired
- ☐ Non-Owned

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

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

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

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

-
-
-
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
N/A

Date

Resolution

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:

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:

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

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.
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.
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:

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

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:

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:

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

Name: Karen Youel- Housing Manager

Address: 201 N Broadway, Escondido, CA 92025

Phone: 760-839-4518

Project Name and Description: Solutions Escondido- 32 Homeless units

Name: Margery Pierce- Neighborhood Services

Address: 321 N. Nevada St., Oceanside, CA 92054

Phone: 760-435-3360

Project Name and Description: North Coast Terrace- 31 Homeless Units

Name: Andy Nogal

Address: 201 S. Anaheim Blvd, Anaheim, CA 92805

Phone: 714-765-4368

Project Name and Description: Pebble Cove- 86 Rehab Units

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.
William Leach, President of Kingdom Development, has over 15 years experience in the industry.

40. Give the name and experience of the proposed Construction Superintendent.
TBD

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).

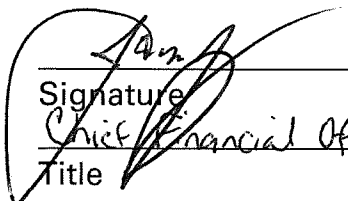
CONTRACTOR represents and warrants to the COMMISSION, the AUTHORITY and the CITY that by providing the information requested herein and waiving any and all privileges available under the Evidence Code of the State of California, State and Federal Law, (to the extent of this disclosure that the information 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 26 day of December, 2019, at San Diego, California.

CONTRACTOR

By:



Signature

Chief Financial Officer

Title

CERTIFICATION

The CONTRACTOR, Kingdom Development, Inc., 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: [Signature]
Title: Chief Financial Officer
Dated: 12-26-19

By: _____
Title: _____
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 Riverside

Subscribed and sworn to before me this 26 day of December, 2019.

California Loose Certificate Attached

Signature of Notary

Name of Notary

SEAL

JURAT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California

County of Riverside

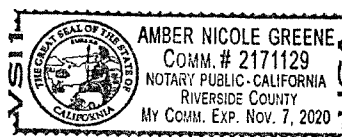
Subscribed and sworn to (or affirmed) before me on this 26 day of December,
20 19, by James Vernigan

proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

[Signature]

Signature

(Seal)



OPTIONAL INFORMATION

DESCRIPTION OF THE ATTACHED DOCUMENT

Certification
(Title or description of attached document)

(Title or description of attached document continued)

Number of Pages 2 ^{of} 17 Document Date 12/26/19

Additional information

INSTRUCTIONS

The wording of all Jurats completed in California after January 1, 2015 must be in the form as set forth within this Jurat. There are no exceptions. If a Jurat to be completed does not follow this form, the notary must correct the verbiage by using a jurat stamp containing the correct wording or attaching a separate jurat form such as this one with does contain the proper wording. In addition, the notary must require an oath or affirmation from the document signer regarding the truthfulness of the contents of the document. The document must be signed AFTER the oath or affirmation. If the document was previously signed, it must be re-signed in front of the notary public during the jurat process.

- State and county information must be the state and county where the document signer(s) personally appeared before the notary public.
- Date of notarization must be the date the signer(s) personally appeared which must also be the same date the jurat process is completed.
- Print the name(s) of the document signer(s) who personally appear at the time of notarization.
- Signature of the notary public must match the signature on file with the office of the county clerk.
- The notary seal impression must be clear and photographically reproducible. Impression must not cover text or lines. If seal impression smudges, re-seal if a sufficient area permits, otherwise complete a different jurat form.
 - ❖ Additional information is not required but could help to ensure this jurat is not misused or attached to a different document.
 - ❖ Indicate title or type of attached document, number of pages and date.
- Securely attach this document to the signed document with a staple.

ARTICLES OF INCORPORATION
OF
Kingdom Development, Inc.

FILED *mk*
Secretary of State
State of California

DEC 29 2015

Article I

ICC

The name of the corporation is Kingdom Development, Inc.

Article II

- A. This corporation is a nonprofit Public Benefit Corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes.
- B. The specific and exempt purpose of this corporation is to charitably assist people in need with improving their welfare and/or living conditions, including through (i) the fostering of low income housing; (ii) indirectly or directly developing, promoting, financing, constructing, owning, leasing, acquiring, transferring, managing, operating and/or rehabilitating senior housing intended to relieve stress on the elderly and/or low income housing; (iii) providing service to, and/or consulting for or with, persons who are indirectly or directly developing, promoting, financing, constructing, owning, managing operating and/or rehabilitating senior housing intended to relieve stress on the elderly and/or low income housing; and/or (iv) providing services to people who reside in senior or low income housing.

Article III

The name and address in the State of California of this Corporation's initial agent for service of process is:

William Leach, 8140 Northpark Dr., Riverside, CA 92508

Article IV

The initial corporate street address is:

8140 Northpark Dr., Riverside, CA 92508

The initial corporate mailing address is:

8140 Northpark Dr., Riverside, CA 92508


Article V

- A. This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code.
- B. Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
- C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

Article VI.

- A. The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, the assets remaining after the payment, or provision for payment of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501 (c) (3) of the Internal Revenue Code.
- B. Personal Liability of all directors of the corporation to the corporation for monetary damages of breach of duty of care and other duties as a director is hereby eliminated to the extent allowed by the California Nonprofit Corporation Law. To the fullest extent provided by California law, the private property of the directors shall be non-assessable and shall not be subject to the payment of any corporate debts, nor shall the directors of the corporation become individually or corporately liable or responsible for any debts or liabilities of the corporation.

Dated: December 28, 2015


William D. Leach, Incorporator



I hereby certify that the foregoing
transcript of 2 page(s)
is a full, true and correct copy of the
original record in the custody of the
California Secretary of State's office.

JAN 6 - 2016 *Am*

Date: _____

Alex Padilla

ALEX PADILLA, Secretary of State

State of California

Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME:

KINGDOM DEVELOPMENT, INC.

FILE NUMBER: C3857671
FORMATION DATE: 12/29/2015
TYPE: DOMESTIC NONPROFIT CORPORATION
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

I, ALEX PADILLA, Secretary of State of the State of California,
hereby certify:

The records of this office indicate the entity is authorized to
exercise all of its powers, rights and privileges in the State of
California.

No information is available from this office regarding the financial
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate
and affix the Great Seal of the State of
California this day of July 22, 2019.

ALEX PADILLA
Secretary of State



1300 I Street
P. O. Box 903447
Sacramento, CA 94203-4470
Telephone: (916) 445-2021 Ext. 4
Fax: (916) 444-3651
E-Mail Address: Registration@doj.ca.gov

September 27, 2016

KINGDOM DEVELOPMENT, INC.
8140 NORTH PARK DR.
RIVERSIDE, CA 92058

CT FILE NUMBER: **CT0242555**

RE: CONFIRMATION OF REGISTRATION WITH THE ATTORNEY GENERAL'S
REGISTRY OF CHARITABLE TRUSTS

The captioned **entity is now registered** with the Registry of Charitable Trusts and has been assigned the registration ("CT") number set forth above.

The RRF-1 must be filed annually four months and 15 days after the end of the organization's accounting period. If an extension was requested from IRS, please file the RRF-1 with the completed IRS informational return together with a copy of all extension requests.

The organization's address of record is used for any necessary contact. Please advise us, in writing, of any address change.

If the captioned organization contracts with a commercial fundraiser for charitable purposes or fundraising counsel, that entity must also register and file annual reports with the Registry.

All forms and instructions are available on our website at <http://ag.ca.gov/charities>.

Directors of nonprofit corporations are required to adhere to the provisions of the California Nonprofit Corporation Law (Corporations Code section 5000, et seq.).

Trustees for charitable purposes are required to adhere to the provisions of California Probate Code (commencing with section 15000).

Your directors should adhere to the provisions of the Nonprofit Corporation Law, particularly Corporations Code sections 5230-5260 relating to standards of conduct, investments, examination by the Attorney General, and compliance with the Internal Revenue Code. The code should be available in a local library.

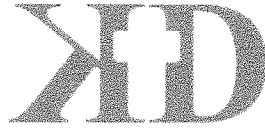
Charitable trustees should be aware of and adhere to the statutory requirements relating to obligations and duties of trustees as set forth in California Probate Code section 15000, et seq.

Sincerely,

Registry of Charitable Trusts

For

KAMALA D. HARRIS
Attorney General



Kingdom Development believes that everyone deserves a loving family and safe place to live.

#EndFamilylessness

Board of Directors

Kingdom's board of directors is a pragmatic group of public servants, dedicated to using their talents to love their neighbors. Comprised of pastors, law enforcement officers, military veterans, and business administrators, the board exemplifies delivering hope, protecting the community, defending the weak, and converting plans into action.

William Leach is an **Affordable Housing Developer** with 13 years' experience. William has a Bachelor's Degree from Southern Illinois University in Workforce Education and an MBA from University of Southern California. William also served in the United States Army for 10 years.

Keven Petty has been an **Assemblies of God Pastor** for 19 years. Keven has a Bachelor's Degree in Pastoral Studies and a Master's Degree in Church Leadership from Vanguard University, Costa Mesa, CA. Keven currently serves his community as a Pastor in Rialto, CA.

Ryan Roland, has been a **California Highway Patrolman** for 4 years. Ryan has a Bachelor's Degree in Kinesiology from Cal State Long Beach and has served his community as a lifeguard and Sports Medicine Trainer for youth programs. Ryan also provides passion and perspective, having aged out of foster care from the County of San Diego.

Jim Leach is a retired **County Administrator**, serving the Riverside County Department of Social Service for over 20 years. Jim has a Bachelor's Degree in Bible from Central Bible College and a Master's in Public Administration from Cal State San Bernardino. Jim also served as a US Marine for 5 years and currently serves as a Pastor in Jasper, Oregon.

Jerry Martin has been a **Law Enforcement Officer** for over 8 years. Jerry acts as an Officer Safety Trainer and Drug Recognition Expert. Jerry also serves his community as a tennis, softball, Jujitsu, and soccer coach to the youth in his community.

Advisory Committee

Caleb Roope, President of The Pacific Companies, an experienced developer of affordable housing, market rate housing, and charter schools

Josh Hamilton, Vice President of Lending for Century Housing., a Community Development Financial Institution, having financed over 25,000 affordable units

Thomas Hodgin, President of TAH Consulting, a General Contractor having built over 1,000 affordable housing units in the past 11 years

Peter Barker, President of Barker Management Inc., a property management company, currently managing approximately 10,000 affordable housing units

Kingdom Development, Inc.
a California nonprofit public benefit corporation

Officers

Vice President
Rusty
Leach

President
William
Leach

Secretary
Mallory
Drohan

Directors

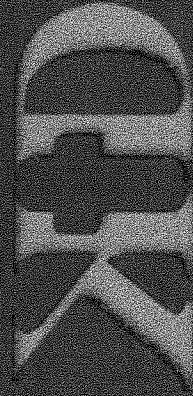
James
Leach

William
Leach

Jerry
Martin

Keven
Petty

Ryan
Roland



Run Date: 12/26/2019

Kingdom

User: Krista Bain

Income Statement**For Month and Year Ending 12/26/2019**

	<u>Month To Date</u>	<u>Year To Date</u>
Income		
Revenue Consulting	\$60,000.00	\$971,624.38
Revenue Partnership Fees	\$0.00	\$12,318.39
Revenue Donations	\$0.00	\$25,250.00
Revenue Interest	\$0.00	\$5,550.99
Total Income	\$60,000.00	\$1,014,743.76
Cost of Sales		
Supplies	\$579.33	\$11,528.64
Total Cost of Sales	\$579.33	\$11,528.64
Gross Margin	\$59,420.67	\$1,003,215.12
General and Administrative Costs		
Mileage	\$161.62	\$2,550.58
Bank Charges	\$15.00	\$136.00
Charitable Contributions	\$0.00	\$41,130.93
Program Expenses	\$732.58	\$767.39
Corporate Meals	\$1,658.06	\$24,562.77
Education	\$0.00	\$14,335.10
Hardware and Software	\$558.84	\$21,649.18
Events	\$1,128.08	\$9,030.77
Insurance	\$0.00	\$4,294.00
Professional Fees	\$0.00	\$5,228.00
Phone	\$0.00	\$100.00
Medical	\$0.00	\$550.00
Marketing Media	\$0.00	\$0.00
Payroll Wages	\$39,409.74	\$416,660.48
Payroll Taxes	\$13,770.16	\$179,661.36
Payroll Service	\$68.00	\$712.00
Rent and Utilities	\$0.00	\$35.00
Printing and Shipping	\$69.16	\$1,734.18
Taxes and Filing Fees	\$0.00	\$2,051.51
Corporate Travel	\$133.96	\$6,035.35
Marketing Travel	\$561.19	\$11,341.62
Marketing Meals	\$305.44	\$1,634.70
Total General and Administrative	\$58,571.83	\$744,200.92
Other Income (Expense)		
Dividends Income	\$0.00	\$0.00
Depreciation	\$0.00	\$0.00
Other Misc. Costs	\$0.00	\$0.00
Total Other Income (Expense)	\$0.00	\$0.00

	Month To Date	Year To Date
Net Income	\$848.84	\$259,014.20

Run Date: 12/26/2019

Kingdom

User: Krista Bain

Balance Sheet Summary

As of Monday, December 31, 2018

ASSETS

Current Assets

Cash and Short Term Investments	\$570,629.46
Accounts Receivable - Net	\$213,910.85
Other Current Assets	\$1,490,154.17

Total Current Assets	<u>\$2,274,694.48</u>
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Long Term Assets

Fixed Assets - Net	\$18,471.11
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Total Long Term Assets	<u>\$18,471.11</u>
-------------------------------	---------------------------

Total Assets	<u>\$2,293,165.59</u>
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LIABILITIES AND STOCKHOLDER'S EQUITY

Current Liabilities

Accounts Payable	\$17,925.42
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Total Current Liabilities	<u>\$17,925.42</u>
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Long Term Liabilities	<u>\$178,259.90</u>
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Total Liabilities	<u>\$196,185.32</u>
--------------------------	----------------------------

Equity

Equity	\$249,453.97
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Total Equity	<u>\$249,453.97</u>
---------------------	----------------------------

Total Liabilities and Equity	<u>\$445,639.29</u>
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Run Date: 12/26/2019

Kingdom

User: Krista Bain

Balance Sheet Summary

As of Thursday, December 26, 2019

ASSETS

Current Assets

Cash and Short Term Investments	\$779,982.58
Accounts Receivable - Net	\$193,910.85
Other Current Assets	\$1,827,338.23

Total Current Assets	<u>\$2,801,231.66</u>
-----------------------------	------------------------------

Long Term Assets

Fixed Assets - Net	\$18,471.11
--------------------	-------------

Total Long Term Assets	<u>\$18,471.11</u>
-------------------------------	---------------------------

Total Assets	<u><u>\$2,819,702.77</u></u>
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LIABILITIES AND STOCKHOLDER'S EQUITY

Current Liabilities

Accounts Payable	\$76.65
Other Current Liabilities	\$250,000.00

Total Current Liabilities	<u>\$250,076.65</u>
----------------------------------	----------------------------

Long Term Liabilities	<u>\$213,631.65</u>
------------------------------	----------------------------

Total Liabilities	<u>\$463,708.30</u>
--------------------------	----------------------------

Equity

Equity	\$249,453.97
Current Year Earnings	\$259,014.20
Retained Earnings	\$1,847,526.30

Total Equity	<u>\$2,355,994.47</u>
---------------------	------------------------------

Total Liabilities and Equity	<u><u>\$2,819,702.77</u></u>
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Run Date: 12/26/2019

Kingdom

User: Krista Bain

Income Statement**For Month and Year Ending 12/31/2018**

	<u>Month To Date</u>	<u>Year To Date</u>
Income		
Revenue Consulting	\$1,568,396.93	\$911,432.28
Revenue Development	\$4,720.67	\$0.00
Revenue Software	\$16,100.00	\$0.00
Revenue Partnership Fees	\$40,000.00	\$20,000.00
Revenue Donations	\$22,130.00	\$22,130.00
Revenue Interest	\$33,933.10	\$21,499.06
Total Income	\$1,685,280.70	\$975,061.34
Cost of Sales		
Supplies	\$20,835.62	\$6,161.86
Total Cost of Sales	\$20,835.62	\$6,161.86
Gross Margin	\$1,664,445.08	\$968,899.48
General and Administrative Costs		
Non Collectable Advances	\$1,012.58	\$425.19
Bank Charges	\$387.05	\$154.05
Charitable Contributions	\$56,100.90	\$24,883.27
Corporate Meals	\$16,734.43	\$10,215.38
Education	\$38,250.74	\$18,415.67
Hardware and Software	\$16,031.25	\$6,979.87
Events	\$14,061.59	\$7,378.55
Insurance	\$4,714.94	\$4,189.94
Interest Expense	\$26,592.31	\$16,092.31
Professional Fees	\$15,236.25	\$2,573.75
Janitorial	\$2,366.80	\$820.00
Payroll Wages	\$517,558.90	\$235,389.30
Payroll Taxes	\$144,107.55	\$122,928.85
Payroll Service	\$484.00	\$484.00
Rent and Utilities	\$14,128.55	\$2,533.21
Repairs and Improvements	\$3,211.28	\$419.04
Printing and Shipping	\$1,140.16	\$322.61
Taxes and Filing Fees	\$3,366.98	\$54.99
Corporate Travel	\$23,776.19	\$15,357.88
Marketing Travel	\$26,601.86	\$11,273.49
Marketing Meals	\$2,245.68	\$1,127.01
Total General and Administrative	\$928,109.99	\$482,018.36
Other Income (Expense)		
Dividends Income	\$0.00	\$0.00
Depreciation	\$1,360,645.18	\$1,360,645.18
Other Misc. Costs	\$0.00	\$0.00
Total Other Income (Expense)	\$1,360,645.18	\$1,360,645.18

	<u>Month To Date</u>	<u>Year To Date</u>
Net Income	<u>\$2,096,980.27</u>	<u>\$1,847,526.30</u>