

REPORT FROM

OFFICE OF THE CITY ADMINISTRATIVE OFFICER

Date: August 27, 2014

CAO File No. 0220-00540-1104

Council File No. 13-0303-S5

Council District: Citywide

To: The Mayor
The Council

From: Miguel A. Santana, City Administrative Officer

Reference: Housing and Community Investment Department (HCID) Transmittal dated July 19, 2014; Received by the City Administrative Officer on August 12, 2014; Additional HCID request submitted August 15, 2014

Subject: **HOUSING AND COMMUNITY INVESTMENT DEPARTMENT REQUEST FOR AUTHORITY FOR VARIOUS ACTIONS REGARDING AFFORDABLE HOUSING TRUST FUND (AHTF) PROJECTS, THE RETROACTIVE EXPANSION OF THE SUPPORTIVE SERVICES RESERVE FUND, AND TO AMEND THE SELMA COMMUNITY HOUSING PROJECT LOAN AGREEMENT**

SUMMARY

The Housing and Community Investment Department (HCID) requests authority to make adjustments to the following Affordable Housing Trust Fund (AHTF) projects: Courtleigh Villas, South West View Apartments, Florence Mills, and Coronel Apartments. The Project Sponsor for Courtleigh Villas returned its AHTF funding commitment and HCID requests authority to reallocate those AHTF funds to South West View Apartments. The HCID also requests authority to amend two loan agreements between the former Community Redevelopment Agency (CRA/LA) and Hollywood Community Housing Corporation (HCHC), the borrower for the Florence Mills and Coronel Apartments housing projects. The Florence Mills loan agreement requires an amendment to include two parcels that comprise a portion of the housing development but were not included in the current version of the loan agreement. The amendment to the Coronel Apartments loan agreement is required to close an unanticipated funding gap and avoid implications for an Infill Infrastructure Grant from the California Department of Housing and Community Development (HCD) by allowing the entire CRA/LA acquisition/predevelopment loan amount to be converted to a permanent loan. This amendment will also add \$1,500,000 reallocated from the Camden Project as a funding source for the Coronel Apartments project.

Further, HCID requests authority to extend retroactively the Supportive Services Reserve Fund (SSRF) to include projects that were in predevelopment, construction or otherwise not completed at the time of the SSRF's implementation.

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Finally, HCID sent this Office an additional request relating to the Selma Community Housing Project after the release of the HCID transmittal dated July 19, 2014. The Department requests authority to receive, allocate, and expend undisbursed loan funds in the amount of \$3,145,289.19 from a prior CRA/LA loan to the Selma Community Housing Project, recently transferred to HCID as the Housing Successor to the CRA/LA. The HCID also requires authority to negotiate and execute amendments, subordination agreements, and other agreements relating to loan documents for the Selma Community Housing Project to fulfill the management responsibilities related to this housing asset.

There will be no impact to the General Fund as a result of these actions. This Office is in concurrence with the recommendations of the Department.

BACKGROUND

Courtleigh Villas and South West View Apartments

On August 1, 2013, the Mayor and Council approved a 2013 Round 1 AHTF commitment to Courtleigh Villas, a 23-unit permanent supportive housing project, in the amount of \$270,000 (\$212,500 in General Fund Permanent Supportive Housing Program and \$57,500 in HOME funds; C.F. 13-0303). The developer for Courtleigh Villas returned the \$270,000 AHTF commitment because the developer exceeded the cap on the number of projects per developer that are eligible for inclusion in the pipeline. The Mayor and Council approved the de-obligation of the \$57,500 in HOME funds allocated to Courtleigh Villas on March 1, 2014 (C.F. 13-0303). These HOME funds were reallocated to the LDK Senior Apartments Project for its nine percent Low Income Housing Tax Credit (LIHTC) application to the California Tax Credit Allocation Committee's (CTCAC) 2014 Round 1. The Courtleigh Villas project is located in Council District 11.

The South West View Apartments project was admitted to the AHTF Pipeline under the Initial Call for Projects held in July 2013 (C.F. 13-0303). The proposed project is a 64-unit permanent supportive housing development, with half of its units set aside for veterans who qualify for Section 8 project-based vouchers from the U.S. Department of Housing and Urban Development, and their partners, dependent children and caregivers. A separate building will accommodate seniors. The HCID requests that the \$212,500 in AHTF funds which had been allocated to the Courtleigh Villas project be reallocated to the South West View Apartments project. South West View will compete for an allocation of nine percent LIHTC funds in March 2015 and a key scoring criterion for nine percent LIHTC funds is the amount of public funding committed to the project. An AHTF commitment to South West View is necessary to give the project a competitive advantage for an award of nine percent LIHTC funds. The South West View project will also seek grant funds to support the project, and based on the amount of funds awarded, if any, HCID states that it may be necessary to allocate additional funds to the project. In that event, HCID will request Mayor and Council authority to do so. The South West View Apartments project is located in Council District 10.

Florence Mills

In March 2011, the CRA/LA received Mayor and Council approval to execute an acquisition and predevelopment loan agreement in the amount of \$3,100,000 for the Florence Mills project (C.F. 11-0356), which consisted of four parcels:

- Parcel 1: 3501 South Central Avenue
- Parcel 2: 3509 South Central Avenue
- Parcel 3: 1046 East 35th Street
- Parcel 4: 1041 East Martin Luther King Boulevard

The following two parcels were not included in the original CRA/LA loan agreement:

- Parcel 5: 1036 East 35th Street
- Parcel 6: 1037 East Martin Luther King Boulevard

The two parcels (Parcels 5 and 6) not included in the original CRA/LA loan agreement are adjacent to the four parcels in the original agreement. These parcels were later acquired by the developer, and the total of the six parcels comprises the entirety of the Florence Mills project.

The CRA/LA disbursed approximately \$1,600,000 to HCHC for the purchase of Parcels 1 and 2; however, funds could not be disbursed for the acquisition of Parcel 3 because the site had been improved with residential units and a Replacement Housing Plan had not been adopted when the loan agreement was approved. The HCID transmittal dated July 19, 2014 details the applicable California Redevelopment Law stipulations that required a Replacement Housing Plan after the removal of housing units from Parcel 3. The CRA/LA did not disburse funds for the acquisition of Parcel 4 due to ongoing negotiations with the seller at the time of the loan approval. The HCHC secured interim funding from the California Community Foundation Land Trust (CCFLT) in the amount of \$615,000 to purchase Parcel 3 and the adjacent Parcel 5.

After the statewide dissolution of the redevelopment agencies, the Florence Mills project was included in the list of housing assets to be transferred from the CRA/LA to HCID as the Housing Successor Agency. During this transition, HCHC continued negotiations with the seller of Parcel 4 and entered into negotiations with seller of the adjacent Parcel 6.

On November 29, 2012, the Governing Board of the Successor Agency to the CRA/LA (CRA/LA-DLA) adopted a resolution to approve a Replacement Housing Plan for the parcels comprising the Florence Mills project. In December 2013, after the adoption of the Replacement Housing Plan and the completion of the housing asset transfer, HCID received expenditure authority for the remaining \$1,500,000 in CRA loan proceeds for the Florence Mills project (C.F. 12-0049). On March 1, 2014 the Mayor and Council approved HCID's request to extend the term of the CRA loan to March 8, 2016 (C.F. 13-0303).

The negotiations between HCHC and the sellers of Parcels 4 and 6 have been finalized and the CCFLT loan for Parcels 3 and 5 is now due. Therefore, HCID requests that the Mayor and Council authorize the amendment of the CRA loan agreement with HCHC to: 1) add Parcels 5 and 6 to the project site and change the total number of project parcels to six; 2) use CRA loan proceeds to repay the CCFLT acquisition loan for Parcels 3 and 5; 3) use CRA loan proceeds to purchase Parcels 4 and 6; and, 4) modify the project budget, scope of development, schedule of performance and other supplemental documents to the loan agreement as needed. The \$1,500,000 in remaining CRA loan proceeds is sufficient to cover the costs of these transactions and any additional proceeds will be used to pay outstanding predevelopment expenses.

Coronel Apartments

On July 2, 2010 the Council authorized the CRA/LA to execute a loan agreement with HCHC in the amount of \$5,027,000 for acquisition and predevelopment costs for the Coronel Apartments Project. The predevelopment/acquisition loan from CRA had a maturity date two years from the date of execution with a one-year extension option. Additionally, the HCHC planned to seek an AHTF award of \$5,200,000, Affordable Housing Program (AHP) financing, conventional debt and tax equity. It was projected that the CRA/LA loan could be reduced by \$938,701 when converted to a permanent loan and it is for this reason that the original CRA loan documents included provisions regarding a reduced permanent loan amount. In September 2013, following the transfer of the Coronel project from CRA/LA to HCID, the Council granted HCID the authority to extend the CRA/LA loan agreement to September 29, 2015 (C.F. 13-1217).

During the past four years, the project sponsor was able to maintain the project's total development cost and obtain additional sources of financing that eliminated the need for AHTF funding. Specifically, the project sponsor received an Infill Infrastructure Grant (IIG) from the California Department of Housing and Community Development (HCD), City funding from the Camden project through a Council Motion (C.F. 13-1543-S1) and a larger than expected AHP award. The HCD will be releasing a Notice of Funding Availability (NOFA) this fall for the next round of Infill Infrastructure Grants. It may require that recipients of IIG funds in the previous round, which have not spent the funds, demonstrate that their project remains feasible and that the funds will be spent for the purpose that they were granted.

The HCHC initially expected to enter into an agreement with the Millennium Hollywood Project for \$2,400,000 in funding for the Coronel Apartments development. The deal was later placed on hold due to concerns regarding a potential earthquake fault near or on the site and the funds were never received by HCHC. The majority of the funding from the Millennium Hollywood Project has been replaced by the \$1,500,000 redirected from the Camden Project (C.F. 13-1543-S1); however, there is still a funding gap of approximately \$900,000 to complete the Coronel Project. The financing gap can be resolved if the entire CRA/LA loan amount is maintained after conversion to a permanent loan rather than having the loan amount reduced by \$938,701. Therefore, the Department requests that the CRA/LA loan agreement be amended to delete all references to a reduced loan amount at conversion to a permanent loan and that the amendment include the addition of the funds from the Camden Project as a funding source.

Supportive Services Reserve Fund

Permanent loans from the AHTF are generally repaid through a residual receipts note, which allows the borrower to repay principal and accrued interest when adequate cash flow from a project is available. The HCID receives its pro-rata share of the cash flow after allowable deductions such as debt service payments for senior loans and payments to the operating or replacement reserve accounts. The HCID received approval from the Mayor and Council to allow permanent supportive housing projects to increase the allowable deduction from their residual receipts for supportive services for tenants of vulnerable populations with multiple disabilities (C.F. 11-1920). This provision allowed funds to be deposited into an SSRF prior to the calculation of residual receipts as follows:

- \$4,000 per unit per year for units serving the chronically homeless
- \$2,250 per unit per year for units serving homeless individuals with special needs

Funds may only be drawn from the SSRF for the provision of supportive services coordination for the tenants of the project. Requests for the disbursement of these funds must be submitted by the project sponsor in writing to HCID for approval. Prior to the change in the 2012 Round 1 NOFA, project sponsors were allowed to deduct the following to pay for service coordination:

- \$800 per unit per year for units serving the chronically homeless
- \$400 per unit per year for homeless housing units

The availability of funds for supportive services is crucial to the successful operation of a permanent supportive housing project. It is therefore recommended that all permanent supportive housing projects in predevelopment, construction, or otherwise not completed prior to the 2012 Round 1 NOFA and establishment of the Supportive Housing Reserve Fund on December 7, 2011, be allowed to take the increased deduction retroactively and deposit the funds into an SSRF. A list of the projects eligible for the retroactive implementation of the Reserve Fund is included as part of the attached HCID transmittal dated July 19, 2014.

Selma Community Housing

On May 20, 2011 the CRA/LA received approval from the Council to execute a loan agreement with Selma Community Housing L.P. for a \$986,500 predevelopment loan to be increased and converted to a \$3,805,000 permanent loan (C.F. 11-0764). This CRA/LA housing asset has been transferred to HCID; however, the loan proceeds have not been fully disbursed to the developer. Without the balance of these loan funds, the project will have a large funding gap and will not be able to move forward until other funding is acquired to fill this gap. Therefore, the HCID requests authority to deposit the undisbursed loan amount of \$3,145,289.19 into the Low and Moderate Income Housing Fund, Affordable Housing Trust Fund Account and to receive, allocate, and expend the remaining funds for this project. The Department also requests authority to execute amendments, subordination agreements, and other agreements relating to the loan documents to enable HCID to fulfill the management responsibilities for this asset.

RECOMMENDATIONS

That the Council, subject to the approval of the Mayor:

1. Authorize the General Manager, Housing and Community Investment Department (HCID), or designee, to:

- a. Reallocate funds within the General Fund-Permanent Supportive Housing Fund (GF-PSHP) in the amount of \$212,500, as follows:

From:

<u>Project</u>	<u>Fund</u>	<u>Account</u>	<u>Account Name</u>	<u>Amount</u>
Courtleigh Villas	44G/43	43J441	GF-PSHP	\$212,500.00

To:

<u>Project</u>	<u>Fund</u>	<u>Account</u>	<u>Account Name</u>	<u>Amount</u>
South West View	44G/43	43J441	GF-PSHP	\$212,500.00

- b. Amend the loan agreement between the former Community Redevelopment Agency (CRA/LA) and the Hollywood Community Housing Corporation (HCHC) for the Florence Mills Project, to provide for the use of CRA/LA funds for the acquisition of two parcels (1036 East 35th Street, Los Angeles, CA 90011 and 1037 East Martin Luther King Boulevard, Los Angeles, CA 90011) not currently included in the CRA/LA loan agreement, subject to the approval of the City Attorney as to form;
- c. Amend the loan agreement between the CRA/LA and the HCHC for the Coronel Apartments Project to remove references to a reduced loan amount, to allow the full amount of the CRA/LA predevelopment/acquisition loan to be converted to a permanent loan, and to add \$1,500,000 from the Camden Project (approved via Council File 13-1543-S1) as a funding source, subject to the approval of the City Attorney as to form;
- d. Retroactively extend the Supportive Service Reserve Fund to Affordable Housing Trust Fund projects that were in predevelopment, construction, or otherwise not completed at the time of the Reserve Fund's implementation;
- e. Negotiate and execute amendments to the loan agreement between the CRA/LA and the Selma Community Housing Project, which are necessary to fulfill the management responsibilities related to this housing asset, subject to the approval of the City Attorney as to form;
- f. Execute a subordination agreement for the Selma Community Housing Project wherein the CRA/LA loan, deed of trust, and covenant are subordinated to the project's conventional construction and permanent loans, subject to the approval of the City Attorney as to form;

- g. Execute agreements or side letters allowing the transfer to and/or execution of the CRA/LA loan by a limited partnership for the Selma Community Housing Project to enable the admittance of a tax credit investor, subject to the approval of the City Attorney as to form; and,
- h. Prepare Controller instructions and any necessary technical adjustments consistent with Mayor and Council actions, subject to the approval of the City Administrative Officer, and authorize the Controller to implement the instructions.

2. Authorize the City Controller to:

- a. Expend funds upon the proper written demand of the General Manager, HCID, or designee, as follows:

<u>Project</u>	<u>Fund</u>	<u>Account</u>	<u>Account Name</u>	<u>Amount</u>
South West View	44G/43	43J441	GF-PSHP	\$212,500.00

- b. Appropriate and expend funds within Fund No. 55J, Low and Moderate Income Housing Fund, upon proper written demand of the General Manager, HCID, or designee, for the Selma Community Housing Project as follows:

<u>Project</u>	<u>Fund</u>	<u>Account</u>	<u>Account Name</u>	<u>Amount</u>
Selma Community Housing	55J	43K008	AHTF	\$3,145,289.19

FISCAL IMPACT STATEMENT

There is no impact to the General Fund. General Fund Permanent Supportive Housing Program funds will be reallocated between Affordable Housing Trust Fund projects for the development of permanent supportive housing.

MAS:MMR:NSC:02150012C

Attachment: HCID Transmittal dated July 19, 2014



Eric Garcetti, Mayor
Rushmore D. Cervantes, Interim General Manager

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CITY ADMINISTRATIVE OFFICER

Housing Development Bureau
1200 West 7th Street, 8th Floor, Los Angeles, CA 90017
tel 213.808.8638 | fax 213.808.8610
hcidla.lacity.org

July 19, 2014

The Honorable Eric Garcetti
Mayor, City of Los Angeles
Room 303, City Hall
200 N. Spring Street, Room 395
Los Angeles, CA 90012

Council File: C.F. # 13-0303
Council District: Citywide
Contact Person: Timothy Elliott / 213-808-8596
Manuel Bernal / 213-808-8901

Attention: Mandy Morales
Legislative Coordinator

COUNCIL TRANSMITTAL: LOS ANGELES HOUSING AND COMMUNITY INVESTMENT DEPARTMENT (HCIDLA) RECOMMENDATIONS FOR VARIOUS ACTIONS REGARDING AFFORDABLE HOUSING TRUST FUND (AHTF) PROJECTS AND THE RETROACTIVE EXPANSION OF THE SUPPORTIVE SERVICES RESERVE FUND

SUMMARY:

The General Manager of the Los Angeles Housing and Community Investment Department (HCIDLA) requests Mayor and City Council authority to make adjustments to the following Affordable Housing Trust Fund (AHTF) projects: Courtleigh Villas, South West View, Florence Mills, and Coronel Apartments. Approval is requested to reallocate AHTF funds from Courtleigh Villas to South West View because the project sponsor for Courtleigh Villas returned its AHTF funding commitment, making the funds available for South West View, a permanent supportive housing project that will compete for tax credits from the California Tax Credit Allocation Committee (CTCAC) in early 2015. In addition, Mayor and Council approval is requested to amend two loan agreements between the former Community Redevelopment Agency of the City of Los Angeles (CRA/LA) and Hollywood Community Housing Corporation (HCHC), the borrower for the Florence Mills and Coronel housing projects. The amendment to the Florence Mills loan agreement is required in order to include two parcels that will comprise a portion of the housing development but were excluded in the current version of the loan agreement, and the amendment to the Coronel Apartments loan agreement is necessary to close an unanticipated funding gap, by allowing the full CRA/LA acquisition/predevelopment loan amount to be converted to a permanent loan.

Lastly, HCIDLA requests authority to retroactively extend the Supportive Services Reserve Fund to include projects that were in predevelopment or construction (or otherwise not completed) at the time of

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the Reserve Fund's implementation, which became effective with the approval of the 2012 Round 1 Notice of Funding Availability (NOFA) on December 7, 2011.

RECOMMENDATIONS:

The General Manager, HCIDLA, requests that:

1. Your office schedule this transmittal at the next available meeting(s) of the appropriate City Council Committee(s) and forward it to City Council for consideration and approval immediately thereafter;
2. The City Council, subject to the approval of the Mayor, authorize the HCIDLA General Manager or designee to:

- A. Reallocate funds within the General Fund-Permanent Supportive Housing Fund (GF-PSHP) in the amount of \$212,500 as follows:

From:

<u>Project</u>	<u>Fund</u>	<u>Account</u>	<u>Account Name</u>	<u>Amount</u>
Courtleigh Villas	44G/43	43J441	GF-PSHP	\$212,500.00

To:

<u>Project</u>	<u>Fund</u>	<u>Account</u>	<u>Account Name</u>	<u>Amount</u>
South West View	44G/43	43J441	GF-PSHP	\$212,500.00

- B. Amend the loan agreement between the former Community Redevelopment Agency of the City of Los Angeles (CRA/LA) and Hollywood Community Housing Corporation for the Florence Mills project, to provide for the use of CRA/LA funds for the acquisition of two parcels (1036 East 35th Street, Los Angeles, California 90011 and 1037 East Martin Luther King Boulevard, Los Angeles, California 90011) not currently included in CRA/LA loan agreement, subject to approval as to form by the City Attorney;
- C. Amend the loan agreement between the former Community Redevelopment Agency of the City of Los Angeles (CRA/LA) and Hollywood Community Housing Corporation for the Coronel Apartments project, to remove references to a reduced loan amount, which would allow the full amount of the CRA/LA acquisition/predevelopment loan amount to be converted to a permanent loan, and to add \$1.5 million from the Camden project (previously approved via Council File 13-1543-S1) as a funding source, subject to approval as to form by the City Attorney;
- D. Retroactively extend the Supportive Service Reserve Fund to AHTF projects that were in predevelopment, construction, or otherwise not completed at the time of the Reserve Fund's implementation;

- E. Prepare Controller's Instructions and any necessary technical adjustment(s), consistent with Mayor and City Council actions, subject to the approval of the City Administrative Officer, and authorize the Controller to implement the instructions;

3. Authorize the City Controller to:

- A. Expend funds upon proper demand of the General Manager of HCIDLA as follows:

<u>Project</u>	<u>Fund</u>	<u>Account</u>	<u>Account Name</u>	<u>Amount</u>
South West View	44G/43	43J441	GF-PSHP	\$212,500.00

BACKGROUND:

Courtleigh Villas and South West View

On August 1, 2013, the Mayor and City Council approved a 2013 Round 1 AHTF commitment in the amount of \$270,000 (\$212,500 in GF-PSHP and \$57,500 in HOME funds) to Courtleigh Villas, a 23-unit permanent supportive housing project included in the June 20, 2013 HCIDLA report (C.F. 13-0303). On March 1, 2014, the Mayor and City Council approved the de-obligation of the entire \$57,500 in HOME funds, as detailed in the February 20, 2014 HCIDLA report (C.F. 13-0303). The developer had returned their AHTF commitment because they exceeded the cap on the number of projects per developer that are eligible for inclusion in the pipeline. The HOME funds from Courtleigh Villas were allocated to LDK Senior Apartments for its 9% Low Income Housing Tax Credit (LIHTC) application to CTCAC's 2014 Round 1.

South West View Apartments was admitted into the AHTF Pipeline under the Initial Call for Projects held in July 2013 (C.F. 13-0303). The proposed project is a 64-unit permanent supportive housing development, with 32 of the 64 units set aside for veterans who qualify for Section 8 project-based vouchers (HUD-VASH), and their partners, dependent children and caregivers. A separate 31-unit building will accommodate seniors. The project was initially intended to serve veterans exclusively, but was modified to target an intergenerational population after receiving input from the community. The South West View Apartments will provide veterans with an opportunity to live less than 10 miles away from the Veterans Affairs West Los Angeles Healthcare Center.

It is requested that the \$212,500 in AHTF funds currently committed to the Courtleigh Villas project be reallocated to South West View Apartments. In March of 2015, South West View is scheduled to compete with other projects throughout the state for 9% LIHTC. Because a key scoring component of the tax credit competition is the amount of public funding committed to the project, an AHTF commitment is necessary to give the project a competitive advantage. Upon further analysis by HCIDLA and as the March 2015 tax credit application deadline draws near, it may be necessary to allocate additional funds to the project. In that event, HCIDLA will request Mayor and Council authority to do so.

Florence Mills

The Florence Mills project received a loan from the former CRA/LA for the development of four parcels to provide 70 units of affordable housing. Subsequent to the execution of the CRA/LA loan, the developer assembled two additional sites, therefore a loan amendment is now required to incorporate all six parcels of the proposed development.

In March 2011, the former CRA/LA received Mayor and Council approval to execute an acquisition and predevelopment loan agreement in the amount of \$3,100,000 for the Florence Mills project (C.F. 11-0356), consisting of four parcels:

- Parcel 1: 3501 South Central Avenue
- Parcel 2: 3509 South Central Avenue
- Parcel 3: 1046 East 35th Street
- Parcel 4: 1041 East Martin Luther King Boulevard

The following two parcels were not included in original CRA/LA loan agreement:

- Parcel 5: 1036 East 35th Street
- Parcel 6: 1037 East Martin Luther King Boulevard

Upon execution of the loan agreement, the CRA/LA disbursed approximately \$1.6 million to HCHC for costs related to the purchase of Parcels 1 and 2, which were zoned for commercial uses. However, funds could not be disbursed for the acquisition of Parcel 3 because the site had been improved with residential units and at the time of the CRA/LA loan approval, a Replacement Housing Plan¹ had not been adopted. In addition, CRA/LA funds were not disbursed for Parcel 4 as negotiations with the seller were ongoing at the time of loan approval.

While awaiting adoption of a Replacement Housing Plan for Parcel 3, HCHC secured interim acquisition financing from the California Community Foundation Land Trust (CCFLT) to purchase Parcel 3, along with an adjacent parcel that was not part of the lot assembly identified in the CRA/LA loan (Parcel 5). The aggregate amount of the CCFLT loan for Parcels 3 and 5 was \$615,000.

¹ Pursuant to California Redevelopment Law (CA Health & Safety Code §33413), whenever housing units for low or moderate income individuals or families are destroyed or removed from the low- and moderate-income housing market as part of a redevelopment project that is subject to a written agreement with the redevelopment agency or where financial assistance has been provided by the agency, residential units equal to the number of those destroyed or removed must be developed.

Redevelopment Law further states that prior to the execution of an agreement for acquisition of real property or the execution of an owner participation agreement leading to the destruction or removal of residential units from the low- and moderate-income housing market, the agency must, by resolution, adopt a replacement housing plan. Units requiring replacement in accordance with Section 33413 cannot be destroyed or removed from the market until the agency has adopted a replacement housing plan by resolution.

After the elimination of redevelopment agencies statewide, the Florence Mills project was included in the list of housing assets to be transferred from the former CRA/LA to HCIDLA. During the transition period, HCHC continued negotiations with the seller of Parcel 4, and entered into negotiations with the seller of the adjacent parcel (Parcel 6). In November 2012, the successor agency to the CRA/LA (CRA/LA-DLA) presented a Replacement Housing Plan to its Governing Board and requested adoption of a resolution to approve the Plan; the resolution was adopted on November 29, 2012.

With the adoption of the Replacement Housing Plan and the housing asset transfer complete, in December 2013, HCIDLA received expenditure authority for the remaining \$1.5 million in CRA/LA loan proceeds (C.F. 12-0049), and in February 2014, the Mayor and Council approved HCIDLA's request to extend the term of the CRA/LA loan to March 8, 2016 (C.F. 13-0303).

Negotiations between HCHC and the sellers of Parcels 4 and 6 have been finalized, and the CCFLT loan on Parcels 3 and 5 is now due. Therefore, it is requested that the Mayor and Council authorize the amendment of the CRA/LA loan agreement with HCHC to: 1) add Parcels 5 and 6 to the project site, and change the total number of parcels in the project to six; 2) use CRA/LA loan proceeds to repay the CCFLT acquisition loan for Parcels 3 and 5; 3) use CRA/LA loan proceeds to purchase Parcels 4 and 6; and, 4) modify the project budget, scope of development, schedule of performance and other supplemental documents to the loan agreement as needed. The remaining \$1.5 million in CRA/LA loan proceeds are sufficient to cover the costs of these transactions and any additional proceeds will be used to pay outstanding predevelopment expenses.

A copy of the site plan for the Replacement Housing Plan (which includes all six parcels), and a description of each parcel is provided on the following page.

Parcel 5: 1036 E. 35th

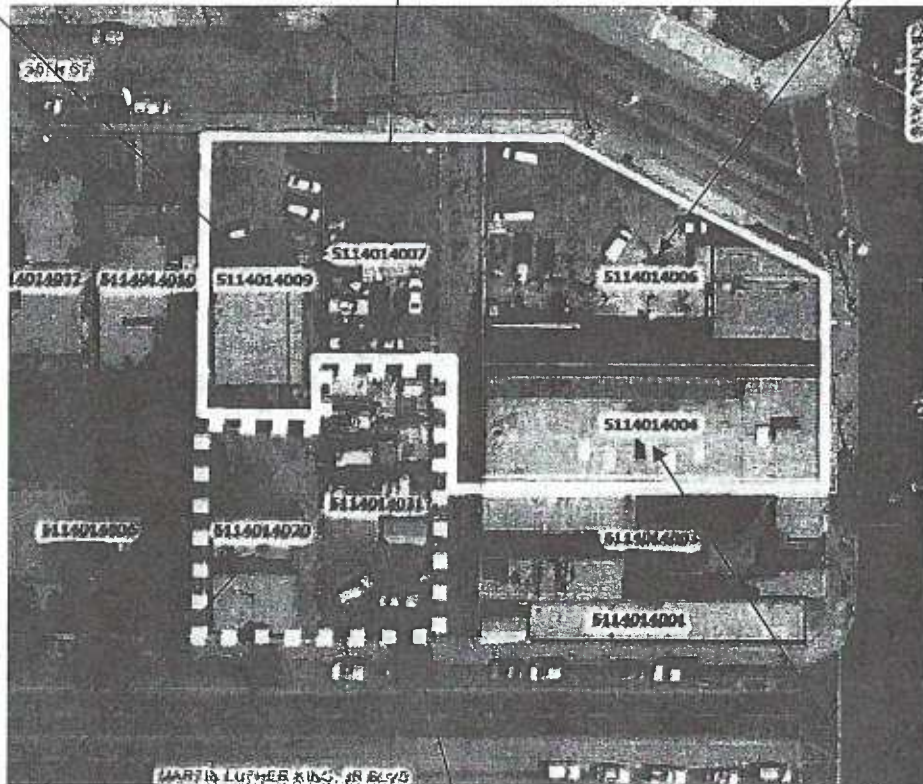
- Not included in CRA/LA original lot assembly; must be added to loan agreement.
- Eight (8) existing residential units to be removed, therefore adoption of Replacement Housing Plan was required.
- CFLT loan - \$440k

Parcel 3: 1046 E. 35th

- Included in CRA/LA original lot assembly.
- One (1) existing SFR to be removed, therefore Replacement Housing Plan was required.
- CFLT loan - \$175k

Parcel 1: 3501 S. Central

- Included in CRA/LA original lot assembly.
- No Replacement Housing Plan required.
- CRA/LA funds disbursed for acquisition.



Parcel 6: 1037 E. MLK

- Not included in CRA/LA original lot assembly; must be added to loan agreement.
- Three (3) existing residential units to be removed, therefore Replacement Housing Plan was required.
- HCHC to purchase w/CRA/LA loan proceeds.

Parcel 4: 1041 E. MLK

- Included in CRA/LA original lot assembly but no funds disbursed for acquisition of the site.
- No Replacement Housing Plan required.
- HCHC to purchase w/CRA/LA loan proceeds.

Parcel 2: 3509 S. Central

- Included in CRA/LA original lot assembly.
- No Replacement Housing Plan required.
- CRA/LA funds disbursed for acquisition.

Parcels acquired by HCHC
Parcels to be acquired by HCHC

Coronel Apartments

On July 2, 2010, the City Council authorized the former CRA/LA to execute an acquisition/predevelopment loan agreement with HCHC in the amount of \$5.027 million. The term of the loan was two years, subject to an extension by the CRA/LA of up to one additional year. Prior to the maturity of the loan, CRA/LA staff anticipated returning to Council for approval of the final project, including approval to convert the acquisition/predevelopment loan to a permanent loan (C.F. 10-1063).

To fund the project's development, HCHC planned to seek an AHTF award of \$5.2 million, and together with Affordable Housing Program (AHP) financing, conventional debt and tax credit equity, it was projected that the CRA/LA permanent loan could be reduced by \$938,701 at conversion; therefore, the original CRA/LA loan documents included provisions regarding a reduced permanent loan amount. In September 2013, after the transfer of the Coronel project from the former CRA/LA to HCIDLA was finalized, HCIDLA received Council authority to extend the CRA/LA loan agreement to September 29, 2015 (C.F. 13-1217).

The project sponsor has been able to maintain the project's total development cost over the past four years as it went through the housing asset transfer process. During that time, the sponsor obtained sources of financing that eliminated the need for AHTF funding, specifically, an Infill Infrastructure Grant from the California Department of Housing and Community Development, City funding from the Camden project via Council Motion (C.F. 13-1543-S1), and a larger than expected AHP award. However, changes in loan interest rates on conventional debt translated into a smaller first mortgage than was previously assumed. The financing gap can be addressed if the project is allowed to keep the entire CRA/LA amount intact after conversion to a permanent loan rather than having the loan reduced by \$938,701. Therefore, it is requested that the CRA/LA loan agreement be amended to delete all references to a reduced loan amount upon conversion to a permanent loan. In addition, it is requested that the amendment include the addition of the Camden funds as a source, as authority was not requested in the aforementioned Motion.

Supportive Services Reserve Fund

AHTF permanent loans are generally repaid through a residual receipts note, which allows the borrower to repay principal and accrued interest when adequate cash flow is available for distribution. HCIDLA receives its pro-rata share of the cash flow remaining after allowable deductions such as debt service payments on senior loans and payments to the operating and/or replacement reserves. Effective with the 2012 Round 1 Notice of Funding Availability (NOFA), HCIDLA received Mayor and Council approval to allow Permanent Supportive Housing projects to increase the allowable deduction from their residual receipts to pay for supportive services that serve tenants of vulnerable populations with multiple disabilities (C.F. #11-1920). The provision allowed funds to be deposited into a Supportive Services Reserve Fund prior to the residual receipts calculation as follows:

- \$4,000 per unit per year for the chronically homeless
- \$2,250 per unit per year for homeless with special needs

Funds may be drawn only for the purposes of providing supportive services coordination for the project's tenant population, and shall not be used to pay for other supportive services. Requests for disbursement must be submitted in writing and will be subject to HCIDLA approval. Prior to the change in the 2012 Round 1 NOFA, project sponsors were allowed to deduct the following amounts from cash flow to pay for service coordination: \$800 per unit, per year for units serving the chronically homeless and \$400 per unit, per year for homeless housing units.

Because supportive services are crucial to the successful operation of a permanent supportive housing project, it is essential that funds are available to ensure the smooth and ongoing provision of these services. Therefore, it is recommended that all Permanent Supportive Housing projects in predevelopment, construction, or otherwise not completed prior to the Mayor and Council approval of the 2012 Round 1 NOFA and establishment of the Supportive Housing Reserve Fund on December 7, 2011, be allowed to take the increased deduction and deposit the funds into a Supportive Services Reserve Fund. Attachment 1 lists the projects eligible for the retroactive implementation of the Reserve Fund.

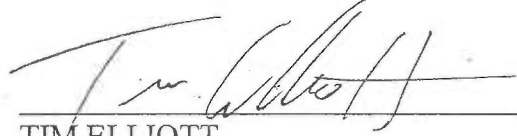
Fiscal Impact Statement

There is no impact to the General Fund. GF-PSHP funds will be reallocated between AHTF projects for the development of permanent supportive housing.

Prepared by:



LISA SHINSATO
Management Analyst



TIM ELLIOTT
Manager, Affordable Housing Trust Fund

Reviewed by:



MANUEL HORACIO BERNAL
Director, Finance and Development Division

Approved by:



HELMI HISSERICH
Assistant General Manager
Housing Development Bureau



for RUSHMORE D. CERVANTES
Interim General Manager

Projects Eligible to Retroactively Implement the Supportive Housing Reserve Fund

Project Name	Units	Unit Type	Construction Type	Commitment Date	Loan Execution Date	Completion Date*	Total AHTF
Vendome Palms	36	Special Needs	Rehab	7/23/2008	9/7/2010	12/12/2011	\$3,480,138
Glenoaks Gardens	61	Special Needs	New	8/12/2009	6/30/2010	12/19/2011	\$2,223,673
Parkview On The Park	80	Special Needs	Rehab	7/23/2008	7/22/2010	12/20/2011	\$6,000,000
Juanita Villas / AKA La Kretz Villas	49	Special Needs	New	8/12/2009	9/10/2010	12/28/2011	\$4,809,092
Villas At Gower **	70	Special Needs	New	3/27/2006	4/22/2010	2/14/2012	\$1,500,000
36th St. & Broadway Apts.	27	Special Needs	Rehab	3/17/2007	10/16/2009	2/24/2012	\$2,938,772
New Genesis	106	Special Needs	New	7/23/2008	5/26/2010	6/28/2012	\$5,587,486
Willis Avenue Apartments	42	Senior	New	7/2/2010	3/15/2011	8/6/2012	\$3,119,057
NoHo Senior Villas	49	Senior	New	7/2/2010	5/5/2011	10/22/2012	\$4,932,825
Osborne Place Apartments	64	Special Needs	New	7/2/2010	3/14/2011	11/5/2012	\$834,621
28th Street Apts. / FKA 28th St. YMCA	49	Special Needs	New	7/2/2010	3/14/2011	11/16/2012	\$2,945,181
Menlo Family Housing	60	Family	New	7/2/2010	5/1/2011	2/20/2013	\$6,309,887
Step Up On Vine	34	Special Needs	Rehab	10/31/2011	12/13/2011	4/3/2013	\$334,951
Star Apartments	102	Special Needs	New	3/9/2011	11/28/2011	11/12/2013	\$3,050,000
Gateways Apartments	108	Special Needs	New	3/9/2011	12/20/2011	11/25/2013	\$9,411,904
PWC Family Housing	45	Family	New	7/8/2011	3/6/2012	12/10/2013	\$3,406,936
Caroline Severance Manor	85	Special Needs	New	1/12/2012	5/10/2012	3/19/2014	\$891,000

*Eligibility based on date of completion. Eligible projects were in predevelopment or construction and completed after December 7, 2011 (the date of Mayor and Council approval of the initial implementation of the Supportive Housing Reserve Fund).