



Louisiana Housing
Corporation

Board of Directors

Agenda Item #7

Resolution accepting the proposal of Sterling Bank or such other purchaser as may be designated by the Taxpayer for the purchase of a not to exceed Twenty-Five Million Dollars (\$25,000,000) Multifamily Housing Governmental Notes (The Reveal Project, located at 13707 to 13777 Chef Menteur Highway, New Orleans, LA 70129); fixing the parameter terms of said notes and otherwise providing with respect to said notes; and providing for other matters in connection with the foregoing.

May 6, 2020

The Reveal

New Orleans, Louisiana

Orleans Parish

Construction Type: New Construction / Multi Family	Total Development Costs: \$38,533,815.00
Developer Contact:	Total Cost / Sq. Ft: \$224.56
Carlen Williams - Commonwealth Dev. Corp. 14 Office Park Circle, Ste. 112 Birmingham, AL 35223	Total Cost /Unit: \$256,892.10
Buildings / Units: 2 / 150	

Narrative

The Reveal Project is a 150 unit new construction development with 100% PBVs from HANO located in New Orleans, LA. The project will consist of 24 one-bedroom units, 26 two-bedroom units, 42 three-bedroom units and 48 four-bedroom units and will target Special Needs Households and Individuals with Children. The project was initially approved in September 2019 from the 2018 Piggyback Funding Round. The project is now requesting approval of a Material Change in sources and uses due to significant design and construction changes to the project as required by the City of New Orleans.

THE REVEAL NEW ORLEANS, LOUISIANA

Reason for Requested Approval

Requesting approval of:

- Material Change in increased costs due to significant design and construction changes to the project as required by the City of New Orleans.
- \$219,184.00 increase in 4% credits for a total of \$1,552,792 in Low Income Housing Tax Credits.

Project History and Previous Board Action

Final approval of sale of Mortgage Revenue Bonds at the December 2019 Board Meeting
 Awarded \$1,333,608.00 in LIHTCs and Mortgage Revenue Bonds approved at the September 2019 Board Meeting
 Awarded \$4,218,900 in CDBG funds from the 2019 Piggyback Funding Round

Development Team

Developer - Carlen Williams - Commonwealth Development Corp.
 Accountant - Little & Associates, LLC
 Syndicator - Raymond James Tax Credit Funds, Inc.
 Architect - M+A Design
 Management Company - Commonwealth Management Corp.

Reprocessing Involves the Following Changes:

Construction Costs	Amount
Hard Costs	\$26,148,673.00
Soft Costs	\$9,801,671.00
Construction Contingency	\$2,600,803.00
Land	\$885,000.00
Developer Fee	\$5,184,397.00
Reserves	(\$3,255,504.00)
Community Facility	(\$300,000.00)
Extraordinary Site Costs	(\$2,531,225.00)

Development Costs	Approved	Reprocessing	Increase/Decrease
Total Development Costs	\$33,090,148.00	\$44,620,544.00	\$11,530,396.00
Exclusions from TDC	(\$693,000.00)	(\$3,555,504.00)	(\$2,862,504.00)
Extraordinary Site Costs	\$0.00	(\$2,531,225.00)	(\$2,531,225.00)
Total	\$32,397,148.00	\$38,533,815.00	\$6,136,667.00
Total Cost/Unit	\$215,980.99	\$256,892.10	\$40,911.11
Total Cost/SF	\$188.79	\$224.56	\$35.77
		\$0.00	

*Excluded from TDC - Reserves, Community Fac. & Extraordinary Site Costs Max TDC Limit \$284,518

Develop. Specs	Approved	Reprocess	Incr/Decr
Total Units	150	150	0
Total Buildings	2	2	0
Total Square Feet	171600	171600	0

Funding Sources	Approved	Reprocessing	Increase/Decrease
Permanent First Mortgage	\$15,636,362.00	\$23,598,000.00	\$7,961,638.00
Tax Credit Equity	\$12,668,011.00	\$14,750,053.00	\$2,082,042.00
LHC CDBG Loan	\$4,218,900.00	\$4,218,900.00	\$0.00
Deferred Developer Fee	\$566,875.00	\$653,591.00	\$86,716.00
City of New Orleans HOME Funds	\$0.00	\$1,400,000.00	\$1,400,000.00
Total	\$33,090,148.00	\$44,620,544.00	\$11,530,396.00

Unit Mix

0 BR	1 BR	2 BR	3 BR	4 BR
	24	36	42	48

2018 Application

The Reveal Reveal Reprocessing April, 2020

Total Development Cost		\$ 44,620,544.00	
Less:	Acquisition	(885,000.00)	Land
	Developer Fee	(5,184,397.00)	
	Reserves:	(3,255,504.00)	
	Builder Profit/OH IOI	<u>0.00</u>	
Developer Fee Base		35,295,643.00	
Developer Fee Rehab	15%	\$ 5,294,346.45	
Developer Fee Acquisition	5%	<u>\$ -</u>	<i>applies only rehab not land</i>
Total Allowable Developer Fee		\$ 5,294,346.45	

11.62% of the total development cost

The following resolution was offered by Board Member _____ and seconded by Board Member _____:

RESOLUTION

A resolution accepting the proposal of Sterling Bank or such other purchaser as may be designated by the Taxpayer for the purchase of a not to exceed Twenty-Five Million Dollars (\$25,000,000) Multifamily Housing Governmental Notes (The Reveal Project, located at 13707 to 13777 Chef Menteur Highway, New Orleans, LA 70129); fixing the parameter terms of said notes and otherwise providing with respect to said notes; and providing for other matters in connection with the foregoing.

WHEREAS, the Board of Directors (the “**Board**”) of the Louisiana Housing Corporation (the “**LHC** or the “**Corporation**”) on September 11, 2019, adopted a resolution approving and authorizing the issuance of not exceeding Twenty-Five Million Dollars (\$25,000,000) of Louisiana Housing Corporation Multifamily Housing Governmental Notes (The Reveal Project) in one or more series and authorized the publication of a Notice of Intention to Sell at Private Sale (the “**Notice**”) in connection therewith; and

WHEREAS, said Notes are being issued and designated as a “Louisiana Housing Corporation Multifamily Housing Governmental Notes (The Reveal Project)” in the aggregate principal amount not to exceed Twenty-Five Million Dollars (\$25,000,000) (the “**Notes**”) for the purpose of providing funds to (i) pay the cost for the acquisition, construction, and/or equipping of a multifamily housing facility serving low and moderate income rehabilitation households in New Orleans, Orleans Parish (the “**Project**”), (ii) fund such reserve accounts as may be required and (iii) pay the costs of issuance associated with the Notes; and

WHEREAS, as set forth in said resolution, the Notice of Sale was published in “*The Advocate*” and in the “*The Daily Journal of Commerce*” for an amount not to exceed Twenty-Five Million Dollars (\$25,000,000); and

WHEREAS, in accordance with the aforesaid resolution adopted by the LHC on September 11, 2019, the sale of the Notes was scheduled for May 6, 2020; and

WHEREAS, the LHC did meet on May 6, 2020, at 10:00 a.m., Louisiana time, for the purpose of receiving and considering the proposal of Sterling Bank or such other purchaser (the “**Purchaser**”) as may be designated by Reveal New Orleans, LLC, a Louisiana limited liability company (the “**Taxpayer**”), and taking action with respect to the parameter sale of a not exceeding Twenty-Five Million Dollars (\$25,000,000) of the Notes pursuant thereto;

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the LHC, acting as the governing authority of said LHC, that:

SECTION 1. The parameter written terms submitted this day by Sterling Bank or such other purchaser as may be designated by the Taxpayer, for the purchase of the Notes designated “Louisiana Housing Corporation Multifamily Housing Governmental Notes (The Reveal Project)” in on more series in the aggregate principal amount not exceeding Twenty-Five Million Dollars (\$25,000,000), at an interest rate not exceeding 12% per annum, and for a maturity not exceeding 40 years, authorized under and pursuant to the provisions of a Funding Loan Agreement (the “**Funding Loan Agreement**”), by and between the LHC, the Purchaser, and Hancock Whitney Bank, as Fiscal Agent (the “**Fiscal Agent**”), and the LHC be, and the same are hereby awarded to the Purchaser; provided, however, that the sale and delivery of the Notes are conditioned upon approval by the State Bond Commission and compliance with any and all approvals and/or certifications required by the Louisiana Attorney General. The sale of the Notes in accordance with said Funding Loan Agreement is hereby authorized and approved. The Chairman, Executive Director and/or Secretary of the Corporation are hereby authorized and directed for, on behalf of and in the name of the LHC, to execute, deliver and approve such instruments, documents and certificates as may be required, necessary, convenient or appropriate to the financing described herein, including, but not limited to, the following described documents for the Notes on file with the LHC (collectively, the “Issuer Documents”):

- (i) Funding Loan Agreement,
- (ii) Project Loan Agreement,
- (iii) Tax Regulatory Agreement and No Arbitrage Certificate, and
- (iv) Land Use Restriction Agreement.

The aforesaid officers are additionally authorized to approve any changes in the aforementioned documents provided such changes are in accordance with Chapter 3-G of Title 40 of the Louisiana Revised Statutes of 1950, as amended, and with the approval of Counsel to

the LHC or Bond Counsel. As provided in the resolution adopted by the LHC on September 11, 2019, the costs of financing the Project will be paid out of the proceeds from the sale of the Notes, in one or more series, which shall be special, limited obligations of the LHC, payable solely out of the revenues derived by the LHC with respect to the Project for which financing is made available, and the Notes and the interest thereon shall never constitute the debt or indebtedness of the LHC, the State of Louisiana (the “State”), or any political subdivision thereof within the meaning of any provision or limitation of the Constitution or statutes of the State, nor shall the same give rise to a pecuniary liability of the LHC or the State or any political subdivision thereof or a charge against their general credit or taxing power, and such limitation shall be plainly stated on the face of the Notes.

SECTION 2. Hancock Whitney Bank has been designated by the Taxpayer or LHC as Fiscal Agent and Paying Agent with respect to the Notes in accordance with the provisions of the Funding Loan Agreement.

SECTION 3. In order to accomplish the sale of the Notes in accordance with the terms of this resolution, either the Chairman, Executive Director and/or Secretary of the Corporation, are hereby authorized and directed to execute and deliver, for and on behalf of the LHC, the Issuer Documents in substantially the forms thereof which are now before this LHC and filed with the Secretary of this Board of Directors with such revisions or changes as may be approved by Bond Counsel.

SECTION 4. The Notes will be dated, will be in the denominations and will have all the terms set forth in the Funding Loan Agreement. The Notes are limited obligations of the Corporation and will be payable solely out of the income, revenues and receipts derived from the

Project and funds and accounts held under and pursuant to the Funding Loan Agreement and pledged therefor.

SECTION 5. The Notes shall be subject to repayment in accordance with the Funding Loan Agreement.

SECTION 6. The Chairman, Executive Director and/or Secretary of the Corporation are hereby approved, authorized and directed to execute and deliver or cause to be executed and delivered all documents required to be executed on behalf of the LHC and delivered to effect delivery of the Notes to the Purchaser or deemed by any of them necessary or advisable to implement this resolution or the Funding Loan Agreement, or to facilitate the sale of the Notes.

By virtue of LHC's application for, acceptance and utilization of the benefits of the Louisiana State Bond Commission's approval(s) resolved and set forth herein, it resolves that it understands and agrees that such approval(s) are expressly conditioned upon, and it further resolves that it understands, agrees and binds itself, its successors and assigns to, full and continuing compliance with the "State Bond Commission Policy on Approval of Proposed Use of Swaps, or other forms of Derivative Products Hedges, Etc.", adopted by the Commission on July 20, 2006, as to the borrowing(s) and other matter(s) subject to the approval(s), including subsequent application and approval under said Policy of the implementation or use of any swap(s) or other product(s) or enhancement(s) covered thereby.

SECTION 7. The Chairman, Executive Director and/or Secretary of the Corporation shall cause to be executed for and on behalf of the LHC the aforementioned Notes in accordance with the Funding Loan Agreement, and shall effect the delivery thereof to the Purchaser in accordance with the Funding Loan Agreement. The Chairman, Executive Director and/or Secretary of the Corporation of the LHC shall receive from the Purchaser for the account of the

LHC the purchase price of the Notes and shall deposit the same with the Fiscal Agent under the Funding Loan Agreement in accordance with the provisions thereof.

SECTION 8. This resolution replaces and supersedes in its entirety the resolution adopted by this Board on December 11, 2019 relating to the sale of bonds for the Project.

SECTION 9. This resolution shall take effect immediately.

This resolution having been submitted to a vote, the vote thereon was as follows:

YEAS:

NAYS:

ABSENT:

ABSTAIN:

And the resolution was declared adopted on this, the 6th day of May, 2020.

Chairman

Secretary

STATE OF LOUISIANA

PARISH OF EAST BATON ROUGE

I, the undersigned Secretary of the Board of Directors of the Louisiana Housing Corporation (the “LHC”), do hereby certify that the foregoing five (5) pages constitute a true and correct copy of a resolution adopted by said Board of Directors on May 6, 2020, entitled: “A resolution accepting the proposal of Sterling Bank or such other purchaser as may be designated by the Taxpayer for the purchase of a not to exceed Twenty-Five Million Dollars (\$25,000,000) Multifamily Housing Notes (The Reveal Project); fixing the parameter terms of said Notes and otherwise providing with respect to said Notes; and providing for other matters in connection with the foregoing.”

IN FAITH WHEREOF, witness my official signature and the impress of the official seal of the LHC on this, the 6th day of May, 2020.

Secretary

(SEAL)