

**Excess Sites
Local Government Matching Grants Program
Notice of Funding Availability (NOFA)
May 5, 2022**

Application Workbook

Rev. 5/5/2022 v1



**State of California
Governor Gavin Newsom**

**Lourdes M. Castro Ramirez, Secretary
Business, Consumer Services and Housing Agency**

**Gustavo Velasquez, Director
Department of Housing and Community Development**

**2020 West El Camino Avenue
Sacramento, CA 95833**

Email: ExcessSitesMatch@hcd.ca.gov

Website: <https://hcd.ca.gov/grants-funding/active-funding/lgmg.shtml>

IMPORTANT NOTICE: when opening this file, a yellow banner at the top may appear with a button that says "Enable Editing". It is essential that you click this box so that the macros are enabled. Enabling macros is necessary for full worksheet functionality. Macros may not work with Microsoft's Excel version for Apple.

General Instructions and Guidance

- Application workbook must be submitted electronically via email to ExcessSitesMatch@hcd.ca.gov with the subject line "[Applicant Name] Application Submission".
- Supporting documentation must be uploaded to a shared cloud folder with a direct link entered into cell O2 in the "Document Upload Checklist" tab.
- Applications must be on the Department's forms and cannot be altered or modified. Excel forms must be in Excel format, not a .pdf document.
- Additional instructions and guidance are given throughout the application in "red" text and in cell comments.
- NOFA section references are made with "\$" and the corresponding NOFA section number.

Program Timeline

- Applicants must submit all application materials no later than 11:59 p.m. Pacific Daylight Time on May 25, 2022.
- Anticipated award announcements on or before June 28, 2022.

Color-coding legend

- Yellow cells are for Applicant input. Failure to provide the information may disqualify your application from consideration or may negatively impact your point score.
- Required attachments are indicated in orange throughout the application. Failure to provide the required attachments and documentation may disqualify your application from consideration or may negatively impact your point score. Electronically attached files must use the naming convention in the application.
- Self score points awarded are in blue cells in the "Scoring" tab. These are automated calculations based on the inputs provided by the Applicant.
- Red-shaded cells indicate the Applicant has failed to meet a requirement of the Program. Point cells in the "Scoring" tab shaded in red indicate that the Applicant has failed to meet the minimum points required.

Contact Information

Please don't hesitate to contact us with any questions or if you need assistance in completing this application.

- For general LGMG NOFA and Program questions email: ExcessSitesMatch@hcd.ca.gov.
- Email ExcessSitesMatch@hcd.ca.gov with the subject line "Consultation" to schedule a consultation prior to application submission.
- If you discover application errors, please complete the "Application Support" tab and email the entire workbook to ExcessSitesMatch@hcd.ca.gov with the subject line "Application Support".

Disclosure of Application: Information provided in this application and attachments will become a public record available for review by the public, pursuant to the Public Records Act (Chapter 1473, Statutes of 1968). As such, any materials provided to the Department will be disclosable to any person making a request under this Act once award decisions have been made. The Department cautions Applicants to use discretion in providing information not specifically requested, including but not limited to, bank account numbers, personal phone numbers and home addresses. By providing this information to the Department, the Applicant is waiving any claim of confidentiality and consents to the Department's disclosure of submitted material upon request.

End of Document

Project Overview							5/5/2022 v1	
Pre-Application Qualification Requirements								
Is the Applicant a developer selected under the Executive Order No. N-06-19 Program to enter into a ground lease with the Department of General Services to develop Affordable housing on excess state-owned property?							Yes	
Is the project a housing development project proposed to HCD and DGS in response to a competitive Request for Proposal or, in the case of qualifications-based selection processes, Request for Qualifications for the implementation of EO-N-06-19?							Yes	
Has the Selected Project secured a contribution towards Total Project Costs from the Local Government?							Yes	
We certify that the construction of the Selected Project or the applicable phase has not commenced as of the application deadline set forth in the NOFA.							Yes	
We certify that the Program funds will be used for eligible activities pursuant to Section 203 of the Program Guidelines.							Yes	
We certify that the application is sufficiently complete to assess the feasibility of application and its compliance with Program requirements.							Yes	
We certify that the Program funds are necessary to support and/or accelerate production of the Selected Project, and that Selected Project is infeasible without Program funds, and other available funds, including funds previously awarded.							Yes	
Project Overview								
Project Name	850 Turk Street							
Project Address	850 Turk Street							
Project City	San Francisco	State	CA	Zip	94102			
Project County	San Francisco							
Assessor Parcel Numbers (APNs)				Census Tract(s)				
0744-006				160				
Project Description: Describe the Selected Project to be developed on the Excess Site, including TCAC housing type if applicable, target populations & programming, commercial/retail uses if any, and on-site amenities.								
In May 2021, the State of California through the Department of General Services (DGS) and Department of Housing and Community Development (HCD) selected MidPen to develop two State-owned sites in San Francisco. The SF State Lands Projects – 850 Turk Street and 750 Golden Gate Avenue – are currently designed to create approximately 262 total units of affordable housing and to provide 104 replacement parking spaces to be used by the State.								
The Turk Street site is a 0.433-acre parcel under ownership of the California Employment Development Department (EDD). The site currently serves a parking lot of EDD staff.								
The Project is currently designed as 91-units consisting of 28 studios, 14 one-bedrooms, 25 two-bedrooms and 28 three-bedrooms targeted to families and individuals between 30-60% AMI. In addition to the apartment units, the project provides extensive common space as well as office space for Property Managers and Resident Services providers. Common areas are								
Have you applied, do you plan to apply, or has the Selected Project been awarded other HCD program funds?								
Other HCD Program Name	NOFA Date	Project Name	Applicant Name	Contract Number (if applicable)	Application Status	Award Date/ Expected Award Date		
Multifamily Housing Program (MHP)	Apr-22	850 Turk Street	Pen Housing Corpora	N/A	Plan to apply	11/1/22		
Affordable Housing and Sustainable Communities Program (AHSC)	Oct-22	850 Turk Street	Pen Housing Corpora	N/A	Plan to apply	6/1/23		
Threshold Requirements								
Has the Applicant been selected by the Department and the Department of General Services to enter into a ground lease to develop Affordable housing on the excess-state owned property?							Yes	
At the time of the application, does the Selected Developer or its wholly controlled affiliate have site control of the proposed project property pursuant to UMR §8303 and §8316?							Yes	
Type of Site Control:		Date	Expires	Extensions Available		Total Land Area		
Exclusive Negotiating Agreement (ENA)		5/12/2022	5/12/2023	As agreed upon between State and MidPen		0.43 acres		
Provide details below for unusual site control special circumstances:								
Site Information								
Current Use		Is Site Improved?			Has Demolition Been Completed?			
EDD Parking Structure		Yes			No			
Applicant Information								
Applicant								
Entity name:	MidPen Housing Corporation			Organization type:	Corporation			
Address:	303 Vintage Park Dr Ste 250			City:	Foster City	State:	CA	
				Zip:	94404			
Auth Rep:	Jan Lindenthal	Title:	Assistant Secretary	Email:	jlindenthal@midpen-housing.org		Phone:	650-356-2919
Address:	303 Vintage Park Dr Ste 250			City:	Foster City	State:	CA	
				Zip:	94404			
Primary Contact:	Lisa Howlett	Title:	Project Manager	Email:	lhowlett@midpen-housing.org		Phone:	650-339-5721
Address:	1970 Broadway, Suite 100			City:	Oakland	State:	CA	
				Zip:	94612			
File Name	[Applicant Name] Cert & Legal			See Certifications & Legal worksheet.	Provided to HCD?	Yes		
File Name	[Applicant Name] Resolution			See Applicant Documents Worksheet.	Provided to HCD?	Yes		
File Name	[Applicant Name] Organizational Chart			See Applicant Documents Worksheet.	Provided to HCD?	Yes		
File Name	[Applicant Name] Signature Block			See Applicant Documents Worksheet.	Provided to HCD?	Yes		
File Name	[Applicant Name] Payee Data Record			See Applicant Documents Worksheet.	Provided to HCD?	Yes		
File Name	[Applicant Name] Article XXXIV			See Applicant Documents Worksheet.	Provided to HCD?	Yes		
Please complete only one of the following document subsections in accordance with the indicated organization type selected above.								
Corporation Organizational Documents								
File Name	[Applicant Name] Articles of Incorporation			See Applicant Documents Worksheet	Provided to HCD?	Yes		
File Name	[Applicant Name] Bylaws			See Applicant Documents Worksheet	Provided to HCD?	Yes		
File Name	[Applicant Name] Certificate of Amendment of Articles of Incorporation			See Applicant Documents Worksheet	Provided to HCD?	N/A		
File Name	[Applicant Name] Restated Articles of Incorporation			See Applicant Documents Worksheet	Provided to HCD?	N/A		
File Name	[Applicant Name] Statement of Information			See Applicant Documents Worksheet	Provided to HCD?	N/A		
File Name	[Applicant Name] Shareholder Agreements			See Applicant Documents Worksheet	Provided to HCD?			
Limited Liability Company Organizational Documents								
File Name	[Applicant Name] Articles of Organization			See Applicant Documents Worksheet	Provided to HCD?			
File Name	[Applicant Name] Certificate of Amendment			See Applicant Documents Worksheet	Provided to HCD?			
File Name	[Applicant Name] Restated Articles of Organization			See Applicant Documents Worksheet	Provided to HCD?			
File Name	[Applicant Name] Certificate of Correction			See Applicant Documents Worksheet	Provided to HCD?			
File Name	[Applicant Name] Statement of Information			See Applicant Documents Worksheet	Provided to HCD?			

Project Overview				5/5/2022 v1
File Name	[Applicant Name] Operating Agreement	See Applicant Documents Worksheet	Provided to HCD?	
Limited Partnership Organizational Documents				
File Name	[Applicant Name] Certificate of Limited Partnership	See Applicant Documents Worksheet	Provided to HCD?	
File Name	[Applicant Name] Amendment to Certificate of Limited Partnership	See Applicant Documents Worksheet	Provided to HCD?	
File Name	[Applicant Name] Certificate of Correction	See Applicant Documents Worksheet	Provided to HCD?	
File Name	[Applicant Name] Limited Partnership Agreement	See Applicant Documents Worksheet	Provided to HCD?	
Supporting Local Government				
Entity Name:	City and County of San Francisco		Organization Type:	City and County
Address:	1 South Van Ness Avenue #5	City:	San Francisco	State: CA Zip: 94103
Auth Rep:	N/A	Title:		Email: Phone:
Address:		City:		State Zip:
Primary Contact:	Robert Baca	Title:	Director	Email: robert.baca@sfgov.org Phone: (415) 701-5500
Address:	1 South Van Ness Avenue #5	City:	San Francisco	State: CA Zip: 94103
Documents only required if the supporting Local Government is a joint applicant.				
File Name	LG Cert & Legal	See Certifications & Legal worksheet.	Provided to HCD?	N/A
File Name	LG Resolution	See Applicant Documents worksheet.	Provided to HCD?	N/A
File Name	LG Payee Data Record	See Applicant Documents worksheet.	Provided to HCD?	N/A
Eligible Uses				
(a). Applicant agrees that Program funds will be used for the Predevelopment and Development Costs of the Selected Project?				Yes
Eligible Activities				
Eligible uses of funds must facilitate accelerated housing production and align with the goals of E.O. N-06-19. Select "Yes" for the predevelopment and development activities that are anticipated to be paid for with the Program funds.				
(a). Development and implementation of a community engagement plan or lease-up strategy.				X
(b). Construction and rehabilitation work.				X
(c). Offsite improvements, such as sewers, utilities and streets, directly related to, and required by the Selected Project.				X
(d). Onsite improvements related to the Selected Project.				X
(e). Architectural, appraisal, engineering, legal and other consulting costs and fees, which are directly related to the planning and execution of the Selected Project and which are incurred through third-party contracts.				X
(f). Development Costs of a residential unit reserved for an onsite manager, childcare facilities, and after-school care and social service facilities integrally linked to, and addressing the needs of the tenants of the Assisted Units.				X
(g). Development Costs of health care facilities integrally linked to, and addressing the needs of tenants of the Assisted Units, such as an adult health care center in a Selected Project with units restricted to the frail elderly.				
(h). A reasonable developer fee subject to developer fee restrictions included in awards from other HCD programs and further conditions as stated in Section 204(b) of the Guidelines.				X
(i). Rent-up costs.				X
(j). Carrying costs during construction, including insurance, construction financing fees and interest, taxes, and any other expenses necessary to hold the property while the Selected Project is under construction.				X
(k). Building permits and state and local fees.				X
(l). Capitalized operating and capitalized replacement reserves up to the amount of the initial deposit required by the Department pursuant to UMR Sections 8308(b) and 8309(b).				X
(m). Title insurance, recording and other related costs.				X
(n). Costs for items intended to ensure the completion of construction, such as contractor bond premiums.				X
(o). Environmental hazard reports, surveys, investigations and mitigation.				X
(p). Costs associated with preparing the site for construction of the Selected Project, including removal of existing improvements and site clearance.				X
(q). Any other Predevelopment of Development Cost that will support or accelerate delivery of the Selected Project (may require written approval from the Department).				X
Ineligible Activities				
We certify that Program funds are not used for costs that are not related directly to the eligible uses of funds.				Yes
We certify that Program funds are not used for costs that are associated exclusively with non-Restricted units, except for a manager's unit.				Yes
We certify that Program funds are not used for activities that are unrelated to accelerating production of the Selected Project.				Yes
We certify that other HCD funds are not being used to cover the costs of the predevelopment and development activities that Program funds are used for.				Yes

End of Document

Certifications & Legal Disclosure

A completed and signed Certification is required for each Applicant. Each Applicant must sign an individual Certification form. A completed and signed Legal Disclosure is also required for each Applicant. The electronic copy of the Certifications & Legal Disclosure should be uploaded to the shared cloud folder as detailed in the NOFA.

Resolutions

Applicant must submit a draft or executed resolution demonstrating the value, form, and date of the Local Government Contribution(s) for the Selected Project. Applicant is encouraged to use the Resolution Template provided on the LGMG website: <https://www.hcd.ca.gov/excess-sites-local-government-matching-grants>. Applicant may use their own resolution format as long as it contains ALL of the authorizations as in the Resolution Template. The person attesting to the resolution signing cannot be the same person authorized to execute the documents in the name of the Applicant. If more than one authorized signatory is identified, state whether both signatories are required or only one signatory is required to submit and execute Program docs. If the application is being signed by a designee of the authorized signatory, the Applicant must also submit a designee letter or other proof of signing authority.

Organizational Documents

Organizational documents are required for all Applicants who are Selected Developers. Submit organizational documents supporting the resolution submitted with the application.

Corporation organizational documents

Articles of Incorporation (Corp. Code §154, 200 and 202) as certified by the CA Secretary of State.
 Bylaws and any amendments thereto (Corp. Code §207(b), 211 and 212)
 Certificate of Amendment of Articles of Incorporation (Corp. Code §900-910 (general stock), §5810-5820 (public benefit and religious corporations), §7810-7820 (mutual benefit corporations), or §12500-12510 (general cooperative corporations)) as applicable.
 Restated Articles of Incorporation (Corp. Code §901, 906, 910 (general stock), §5811, 5815, 5819 (public benefit and religious corporations), §7811, 7815 and 7819 (mutual benefit corporations) and §12501, 12506 and 12510 (general cooperative corporations)) as applicable.
 Statement of Information (CA Secretary of State form SI-100 or SI-200)
 Shareholder Agreements (Corp. Code §186) if applicable.
 Certificate of Good Standing certified by Secretary of State.
[Any other CA Secretary of State filings applicable to revivals, conversions or mergers.](#)

Limited Liability Company organizational documents

Articles of Organization (CA Secretary of State form LLC-1)
 Certificate of Amendment (CA Secretary of State form LLC-2) if applicable.
 Restated Articles of Organization (CA Secretary of State form LLC-10) if applicable.
 Certificate of Correction (CA Secretary of State form LLC-11) if applicable.
 Statement of Information (CA Secretary of State form LLC-12 or LLC-12NC)
 Operating Agreement (Corp. Code §17707.02(s) and 17701.10.)
 Certificate of Good Standing certified by Secretary of State.
[Any other CA Secretary of State filings applicable to revivals, conversions or mergers.](#)

Limited Partnership organizational documents

Certificate of Limited Partnership (CA Secretary of State form LP-1)
 Amendment to Certificate of Limited Partnership (CA Secretary of State form LP-2) if applicable.
 Certificate of Correction (CA Secretary of State form LP-2) if applicable.
 Limited Partnership Agreement (CA Corp. Code §15901.02(x) and 15901.10)
 Certificate of Good Standing certified by Secretary of State.
[Any other CA Secretary of State filings applicable to revivals, conversions or mergers.](#)

Organizational Chart

The organizational chart must depict the organizational structure of the Applicant listed in the "Project Overview" tab in relation to the Selected Developer.

Enforceable Funding Commitment

Applicant must submit evidentiary documentation of Local Government Contributions for permanent financing, construction financing, or Rental Assistance.

Signature Block

Applicant must submit a Signature Block in a Microsoft Word Document that will be used in the HCD legal documents such as the Standard Agreement.

Payee Data Record STD-204

Applicant must submit the STD-204 Payee Data Record. Form is available on LGMG website.

Article XXXIV

Applicant must submit documentation that shows the project's compliance with or exemption from Article XXXIV. If subject to Article XXXIV, Applicant must provide an allocation letter from the Local Government showing authority for the project. If not subject to Article XXXIV, Applicant must provide an Article XXXIV opinion letter from the Applicant's legal counsel.

End of Document

Legislative Information and Development Team Contacts						5/5/2022 v1		
Legislative Information								
Congressperson Name(s)		District #	State Senator Name(s)		District #	State Assembly Member Name(s)	District #	
Nancy Pelosi		12	Scott Wiener		11	Matt Haney		17
Development Team Contacts								
Owner/Borrower Entity								
Legal Name MidPen Housing Corporation								
Address 303 Vintage Park Dr Ste 250								
		City	Foster City	State	CA	Zip	94404	
Auth Rep Name Jan Lindenthal		Title	Assistant Secretary	Email jlindenthal@midpen-housing.org		Phone 650-356-2919		
Contact Name Lisa Howlett		Title	Project Manager	Email lhowlett@midpen-housing.org		Phone 650-339-5721		
Address 1970 Broadway, Suite 100								
		City	Oakland	State	CA	Zip	94612	
Managing General Partner								
Legal Name TBD								
Address								
		City		State		Zip		
Auth Rep Name		Title		Email		Phone		
Contact Name		Title		Email		Phone		
Address								
		City		State		Zip		
Administrative General Partner (if applicable)								
Legal Name								
Address								
		City		State		Zip		
Auth Rep Name		Title		Email		Phone		
Contact Name		Title		Email		Phone		
Address								
		City		State		Zip		
Investor Limited Partner (if identified)								
Legal Name TBD								
Address								
		City		State		Zip		
Auth Rep Name (if identified)		Title		Email		Phone		
Contact Name		Title		Email		Phone		
Address								
		City		State		Zip		
Property Management Agent								
Company Name MidPen Property Management Company								
Contact Name Derrick Young		Email derrick.young@midpen-housing.org						
Phone 510-390-2154	Address 303 Vintage Park Dr Ste 250		City Foster City	State CA	Zip 94404			
Financial Consultant								
Company Name CHPC								
Contact Name Dave Kiddoo		Email dkiddoo@chpc.net						
Phone (510) 859-8097	Address 369 Pine Street, Suite 300		City San Francisco	State CA	Zip 94104			
Lead (primary) Service Provider								
Company Name Midpen Resident Services								
Contact Name Ann Goggins Gregory		Email ann.gregory@midpen-housing.org						
Phone 510-380-8922	Address 303 Vintage Park Dr Ste 250		City Foster City	State CA	Zip 94404			
Borrower Legal Counsel								
Company Name Gubb & Barshay								
Contact Name Evan Gross		Email egross@gubbandbarshay.com						
Phone 415.781.6600 ext. 6	Address 235 Montgomery Street, Suite 1110		City San Francisco	State CA	Zip 94104			
General Contractor								
Company Name TBD								
Contact Name		Email						
Phone	Address		City	State	Zip			
Architect								
Company Name David Baker Architects								
Contact Name Daniel Simons		Email danielsimons@dbarchitect.com						
Phone 415.799.4585	Address 461 Second Street #127		City San Francisco	State CA	Zip 94107			

End of Document

1. Describe how the Local Government Contribution and Program funds will support and accelerate housing production on the Excess Site.

The Local Government Contribution through fee waivers will reduce the Selected Project of Golden Gate and Turk Street Project's development costs by \$5,738,289. Of these \$1,236,960 is a direct reduction in the cost of developing 850 Turk Street (the Project). Any reduction in development costs will reduce the overall gap in required financing as well as aid the Project's competitiveness in future State funding applications, such as MHP and AHSC. An LGMG award will also improve project competitiveness in State funding applications since it can be used as committed leverage. The more competitive the Project is in securing financing means that MidPen is better equipped to accelerate housing production on the Excess Site and deliver much needed affordable housing to San Francisco.

MidPen is working closely with HCD and DGS to determine possible sources of funding to build the necessary replacement parking for EDD staff, which is a condition of developing the site. The Grant funding has been identified as a critical component to cover the cost of constructing the parking and obtaining the LGMG award will determine to what capacity the overall project can move forward.

2. Describe the community engagement plan and lease up strategy for the Affordable housing development on the Excess Site. Detail the role of an applicable Local Government and how you will obtain a commitment from them to support this strategy and plan.

Community Engagement: MidPen prides itself in taking a collaborative, authentic, and holistic approach to community engagement to deeply involve existing community members, stakeholders, and potential future residents. The goal of community engagement is to gain insights and inform the team on the development's size, scope, aesthetic, amenities, and any special populations to be served. We engage using a variety of formats, including in-person meetings, online, print, and video. The 850 Turk Street engagement plan includes building and hosting a project-specific website to direct community members to our materials, surveys and live/recorded presentations. Community engagement will be frequently analyzed and adjusted to ensure goals are being met. In the summer and fall of 2021, MidPen identified key stakeholders in the neighborhood and met with them in 1:1 meetings. We used these meetings to identify known issues on the site and surrounding area as well as to understand any particular barriers to community engagement in the neighborhood so we can tailor our approach accordingly, including language, best time of day/week for open house meetings, local customs or preferences around food served at meetings, etc.

MidPen, Tishman Speyer and David Baker Architects held an initial community meeting and walking tour of the area in December 2021 to introduce the project and our team and to collect feedback on components of the development that are important in the context of the surrounding neighborhood. A second in-person community meeting took place in May

3. Explain how the Selected Project contributes to the region's housing goals, including the creation of new permanent Affordable housing.

According to State RHNA requirements, San Francisco must create 32,000 very-low-income and low-income units, as well as 13,000 middle-income units by 2031. The City only produced 46% of its very low and low income units during the 2015-2022 Housing Element, which underscores both the critical need and difficulty in producing new units within this timeframe. The Selected Project of Turk Street and Golden Gate Avenue will collectively bring 262 permanent Affordable Housing Units to San Francisco and contributes to the region's inventory of affordable sites, which is especially important since according to the City's Draft Housing Needs Assessment, 62% of households are renting.

4. Describe uncommitted funding sources and the feasibility of securing such funding.

To finance the Turk Street project, our team intends to use a combination of a 4% tax credits and tax-exempt bonds, conventional permanent loans and State funds including the Excess Sites Local Government Matching Grants Program (LGMG), the Multifamily Housing Program (MHP), and Affordable Housing and Sustainable Communities Grant (AHSC). None of the aforementioned Sources have been committed, but our team is working to make the Project competitive. The Turk Street Project is well positioned for MHP and AHSC applications given the level of affordability, proximity to quality transit, neighborhood amenities, and proposed services levels, and we are confident we will put together a competitive application for bonds and tax credits. We are working closely with SFMOH to identify possible transit projects that could be partnered with the housing development. An award of LGMG funds will be our first source and can be leveraged to better compete in these other programs.

Certification & Legal Disclosure

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On behalf of the entity identified in the signature block below, I certify that:

- The information, statements and attachments included in this application are, to the best of my knowledge and belief, true and correct.
- I possess the legal authority to submit this application on behalf of the entity identified in the signature block.
- The following is a complete disclosure of all identities of interest - of all persons or entities, including affiliates, that will provide goods or services to the Selected Project or applicable phase either (a) in one or more capacity or (b) that qualify as a "Related Party" to any person or entity that will provide goods or services to the Selected Project. "Related Party" is defined in Section 10302 of the California Code of Regulations (CTCAC Regulations):

MidPen Housing Corporation

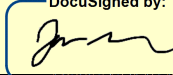
4. As of the date of application, the Selected Project, or the real property on which the Selected Project is proposed (Property) is not party to or the subject of any claim or action at the State or Federal appellate level.

5. I have disclosed and described below any claim or action undertaken which affects or potentially affects the feasibility of the Selected Project or applicable phase.

In addition, I acknowledge that all information in this application and attachments is public, and may be disclosed by the State.

Jan Lindenthal

Assistant Secretary

 DocuSigned by:

 44296B7BFAAD4D5...

5/24/2022 | 8:51:02 AM PDT

Printed Name

Title of Signatory

Signature

Date

Legal Disclosure

For purposes of the following questions, and with the exceptions noted below, the term "Applicant" shall include the Applicant and joint applicant (if applicable), and any subsidiary of the Applicant or joint applicant if the subsidiary is involved in (for example, as a guarantor) or will be benefited by the application or the Selected Project.

In addition to each of these entities themselves, the term "Applicant" shall also include the direct and indirect holders of more than ten percent (10%) of the ownership interests in the entity, as well as the officers, directors, principals and senior executives of the entity if the entity is a corporation, the general and limited partners of the entity if the entity is a partnership, and the members or managers of the entity if the entity is a limited liability company. For Selected Projects using tax-exempt bonds, it shall also include the individual who will be executing the bond purchase agreement.

The following questions must be responded to for each entity and person qualifying as an "Applicant," or "joint applicant" as defined above.

Explain all positive responses on a separate sheet and include with this questionnaire in the application.

Exceptions:

Public entity applicants without an ownership interest in the proposed project, including but not limited to cities, counties, and joint powers authorities with 100 or more members, are not required to respond to this questionnaire.

Members of the boards of directors of non-profit corporations, including officers of the boards, are also not required to respond. However, chief executive officers (Executive Directors, Chief Executive Officers, Presidents or their equivalent) must respond, as must chief financial officers (Treasurers, Chief Financial Officers, or their equivalent).

Civil Matters

- | | |
|---|-----|
| 1. Has the Applicant filed a bankruptcy or receivership case or had a bankruptcy or receivership action commenced against it, defaulted on a loan or been foreclosed against in past ten years? | No |
| 2. Is the Applicant currently a party to, or been notified that it may become a party to, any civil litigation that may materially and adversely affect (a) the financial condition of the applicant's business, or (b) the project that is the subject of the application? | No |
| 3. Have there been any administrative or civil settlements, decisions, or judgments against the Applicant within the past ten years that materially and adversely affected (a) the financial condition of the Applicant's business, or (b) the Selected Project that is the subject of the application? | No |
| 4. Is the Applicant currently subject to, or been notified that it may become subject to, any civil or administrative proceeding, examination, or investigation by a local, state or federal licensing or accreditation agency, a local, state or federal taxing authority, or a local, state or federal regulatory or enforcement agency? | Yes |
| 5. In the past ten years, has the Applicant been subject to any civil or administrative proceeding, examination, or investigation by a local, state or federal licensing or accreditation agency, a local, state or federal taxing authority, or a local, state or federal regulatory or enforcement agency that resulted in a settlement, decision, or judgment? | Yes |

Criminal Matters

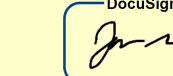
- | | |
|--|----|
| 6. Is the Applicant currently a party to, or the subject of, or been notified that it may become a party to or the subject of, any criminal litigation, proceeding, charge, complaint, examination or investigation, of any kind, involving, or that could result in, felony charges against the Applicant? | No |
| 7. Is the Applicant currently a party to, or the subject of, or been notified that it may become a party to or the subject of, any criminal litigation, proceeding, charge, complaint, examination or investigation, of any kind, involving, or that could result in, misdemeanor charges against the Applicant for matters relating to the conduct of the Applicant's business? | No |
| 8. Is the Applicant currently a party to, or the subject of, or been notified that it may become a party to or the subject of, any criminal litigation, proceeding, charge, complaint, examination or investigation, of any kind, involving, or that could result in, criminal charges (whether felony or misdemeanor) against the Applicant for any financial or fraud related crime? | No |
| 9. Is the Applicant currently a party to, or the subject of, or been notified that it may become a party to or the subject of, any criminal litigation, proceeding, charge, complaint, examination or investigation, of any kind, that could materially affect the financial condition of the Applicant's business? | No |
| 10. Within the past ten years, has the Applicant been convicted of any felony? | No |
| 11. Within the past ten years, has the Applicant been convicted of any misdemeanor related to the conduct of the Applicant's business? | No |
| 12. Within the past ten years, has the Applicant been convicted of any misdemeanor for any financial or fraud related crime? | No |

Please provide a letter of explanation if you responded "Yes" to any of the questions above.

File Name: Cert & Legal Explanation	Letter of explanation for any "Yes" answers or red shaded items above.	Uploaded to HCD?	Yes
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Jan Lindenthal

Assistant Secretary

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5/24/2022 | 8:51:02 AM PDT

Printed Name

Title of Signatory

Signature

Date

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Certification & Legal Disclosure

5/5/2022 v1

On behalf of the entity identified in the signature block below, I certify that:

1. The information, statements and attachments included in this application are, to the best of my knowledge and belief, true and correct.
2. I possess the legal authority to submit this application on behalf of the entity identified in the signature block.
3. The following is a complete disclosure of all identities of interest - of all persons or entities, including affiliates, that will provide goods or services to the Selected Project or applicable phase either (a) in one or more capacity or (b) that qualify as a "Related Party" to any person or entity that will provide goods or services to the Selected Project. "Related Party" is defined in Section 10302 of the California Code of Regulations (CTCAC Regulations):

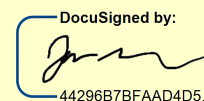
Mid-Peninsula Hermanas, Inc

4. As of the date of application, the Selected Project, or the real property on which the Selected Project is proposed (Property) is not party to or the subject of any claim or action at the State or Federal appellate level.

5. I have disclosed and described below any claim or action undertaken which affects or potentially affects the feasibility of the Selected Project or applicable phase. In addition, I acknowledge that all information in this application and attachments is public, and may be disclosed by the State.

Jan Lindenthal

Assistant Secretary

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Explain all positive responses on a separate sheet and include with this questionnaire in the application.**Exceptions:**

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Civil Matters

- | | |
|---|----|
| 1. Has the Applicant filed a bankruptcy or receivership case or had a bankruptcy or receivership action commenced against it, defaulted on a loan or been foreclosed against in past ten years? | No |
| 2. Is the Applicant currently a party to, or been notified that it may become a party to, any civil litigation that may materially and adversely affect (a) the financial condition of the applicant's business, or (b) the project that is the subject of the application? | No |
| 3. Have there been any administrative or civil settlements, decisions, or judgments against the Applicant within the past ten years that materially and adversely affected (a) the financial condition of the Applicant's business, or (b) the Selected Project that is the subject of the application? | No |
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Criminal Matters

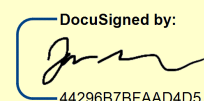
- | | |
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Please provide a letter of explanation if you responded "Yes" to any of the questions above.

File Name: Cert & Legal Explanation | Letter of explanation for any "Yes" answers or red shaded items above. | Uploaded to HCD? | N/A

Jan Lindenthal

Assistant Secretary

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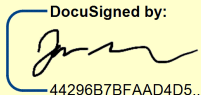
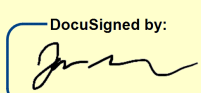
Printed Name

Title of Signatory

Signature

Date

End of Document

Certification & Legal Disclosure			5/5/2022 v1
<p>On behalf of the entity identified in the signature block below, I certify that:</p> <p>1. The information, statements and attachments included in this application are, to the best of my knowledge and belief, true and correct.</p> <p>2. I possess the legal authority to submit this application on behalf of the entity identified in the signature block.</p> <p>3. The following is a complete disclosure of all identities of interest - of all persons or entities, including affiliates, that will provide goods or services to the Selected Project or applicable phase either (a) in one or more capacity or (b) that qualify as a "Related Party" to any person or entity that will provide goods or services to the Selected Project. "Related Party" is defined in Section 10302 of the California Code of Regulations (CTCAC Regulations):</p> <p>MP Turk Street LLC</p>			
<p>4. As of the date of application, the Selected Project, or the real property on which the Selected Project is proposed (Property) is not party to or the subject of any claim or action at the State or Federal appellate level.</p>			
<p>5. I have disclosed and described below any claim or action undertaken which affects or potentially affects the feasibility of the Selected Project or applicable phase.</p> <p>In addition, I acknowledge that all information in this application and attachments is public, and may be disclosed by the State.</p>			
<div style="border: 1px solid black; padding: 5px; width: 100%;">Jan Lindenthal</div>	<div style="border: 1px solid black; padding: 5px; width: 100%;">Assistant Secretary of Mid-Peninsula Hermanas Inc Sole member of MP Turk Street LLC</div>	<div style="border: 1px solid black; padding: 5px; width: 100%;">  <small>DocuSigned by: 44296B7BFAAD4D5...</small> </div>	<div style="border: 1px solid black; padding: 5px; width: 100%;">5/24/2022 8:51:02 AM PDT</div>
Printed Name	Title of Signatory	Signature	Date
Legal Disclosure			
<p>For purposes of the following questions, and with the exceptions noted below, the term "Applicant" shall include the Applicant and joint applicant (if applicable), and any subsidiary of the Applicant or joint applicant if the subsidiary is involved in (for example, as a guarantor) or will be benefited by the application or the Selected Project.</p> <p>In addition to each of these entities themselves, the term "Applicant" shall also include the direct and indirect holders of more than ten percent (10%) of the ownership interests in the entity, as well as the officers, directors, principals and senior executives of the entity if the entity is a corporation, the general and limited partners of the entity if the entity is a partnership, and the members or managers of the entity if the entity is a limited liability company. For Selected Projects using tax-exempt bonds, it shall also include the individual who will be executing the bond purchase agreement.</p> <p>The following questions must be responded to for each entity and person qualifying as an "Applicant," or "joint applicant" as defined above.</p> <p>Explain all positive responses on a separate sheet and include with this questionnaire in the application.</p> <p>Exceptions:</p> <p>Public entity applicants without an ownership interest in the proposed project, including but not limited to cities, counties, and joint powers authorities with 100 or more members, are not required to respond to this questionnaire.</p> <p>Members of the boards of directors of non-profit corporations, including officers of the boards, are also not required to respond. However, chief executive officers (Executive Directors, Chief Executive Officers, Presidents or their equivalent) must respond, as must chief financial officers (Treasurers, Chief Financial Officers, or their equivalent).</p>			
Civil Matters			
1. Has the Applicant filed a bankruptcy or receivership case or had a bankruptcy or receivership action commenced against it, defaulted on a loan or been foreclosed against in past ten years?			No
2. Is the Applicant currently a party to, or been notified that it may become a party to, any civil litigation that may materially and adversely affect (a) the financial condition of the applicant's business, or (b) the project that is the subject of the application?			No
3. Have there been any administrative or civil settlements, decisions, or judgments against the Applicant within the past ten years that materially and adversely affected (a) the financial condition of the Applicant's business, or (b) the Selected Project that is the subject of the application?			No
4. Is the Applicant currently subject to, or been notified that it may become subject to, any civil or administrative proceeding, examination, or investigation by a local, state or federal licensing or accreditation agency, a local, state or federal taxing authority, or a local, state or federal regulatory or enforcement agency?			No
5. In the past ten years, has the Applicant been subject to any civil or administrative proceeding, examination, or investigation by a local, state or federal licensing or accreditation agency, a local, state or federal taxing authority, or a local, state or federal regulatory or enforcement agency that resulted in a settlement, decision, or judgment?			No
Criminal Matters			
6. Is the Applicant currently a party to, or the subject of, or been notified that it may become a party to or the subject of, any criminal litigation, proceeding, charge, complaint, examination or investigation, of any kind, involving, or that could result in, felony charges against the Applicant?			No
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10. Within the past ten years, has the Applicant been convicted of any felony?			No
11. Within the past ten years, has the Applicant been convicted of any misdemeanor related to the conduct of the Applicant's business?			No
12. Within the past ten years, has the Applicant been convicted of any misdemeanor for any financial or fraud related crime?			No
<p>Please provide a letter of explanation if you responded "Yes" to any of the questions above.</p>			
File Name:	Cert & Legal Explanation	Letter of explanation for any "Yes" answers or red shaded items above.	Uploaded to HCD? N/A
<div style="border: 1px solid black; padding: 5px; width: 100%;">Jan Lindenthal</div>	<div style="border: 1px solid black; padding: 5px; width: 100%;">Assistant Secretary of Mid-Peninsula Hermanas Inc Sole member of MP Turk Street LLC</div>	<div style="border: 1px solid black; padding: 5px; width: 100%;">  <small>DocuSigned by: 44296B7BFAAD4D5...</small> </div>	<div style="border: 1px solid black; padding: 5px; width: 100%;">5/24/2022 8:51:02 AM PDT</div>
Printed Name	Title of Signatory	Signature	Date

Certification & Legal Disclosure

5/5/2022 v1

On behalf of the entity identified in the signature block below, I certify that:

- The information, statements and attachments included in this application are, to the best of my knowledge and belief, true and correct.
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MP Turk Street Associates, L.P.

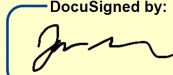
4. As of the date of application, the Selected Project, or the real property on which the Selected Project is proposed (Property) is not party to or the subject of any claim or action at the State or Federal appellate level.

5. I have disclosed and described below any claim or action undertaken which affects or potentially affects the feasibility of the Selected Project or applicable phase.

In addition, I acknowledge that all information in this application and attachments is public, and may be disclosed by the State.

Jan Lindenthal

Assistant Secretary of Mid-Peninsula
Hermanas, Inc sole member of MP Turk
Street LLC its General Partner

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5/24/2022 | 8:51:02 AM PDT

Printed Name

Title of Signatory

Signature

Date

Legal Disclosure

For purposes of the following questions, and with the exceptions noted below, the term "Applicant" shall include the Applicant and joint applicant (if applicable), and any subsidiary of the Applicant or joint applicant if the subsidiary is involved in (for example, as a guarantor) or will be benefited by the application or the Selected Project.

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Civil Matters

- | | |
|---|----|
| 1. Has the Applicant filed a bankruptcy or receivership case or had a bankruptcy or receivership action commenced against it, defaulted on a loan or been foreclosed against in past ten years? | No |
| 2. Is the Applicant currently a party to, or been notified that it may become a party to, any civil litigation that may materially and adversely affect (a) the financial condition of the applicant's business, or (b) the project that is the subject of the application? | No |
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Criminal Matters

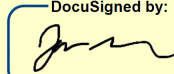
- | | |
|--|----|
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Please provide a letter of explanation if you responded "Yes" to any of the questions above.

File Name: Cert & Legal Explanation	Letter of explanation for any "Yes" answers or red shaded items above.	Uploaded to HCD?	N/A
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Jan Lindenthal

Assistant Secretary of Mid-Peninsula
Hermanas, Inc sole member of MP Turk
Street LLC its General Partner

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Printed Name

Title of Signatory

Signature

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Certification & Legal Disclosure

5/5/2022 v1

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MidPen Property Management Corporation

4. As of the date of application, the Selected Project, or the real property on which the Selected Project is proposed (Property) is not party to or the subject of any claim or action at the State or Federal appellate level.

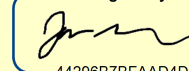
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Title of Signatory

Legal Disclosure

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Civil Matters

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|---|-----|
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Criminal Matters

- | | |
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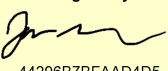
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File Name: Cert & Legal Explanation | Letter of explanation for any "Yes" answers or red shaded items above. | Uploaded to HCD? Yes

Jan Lindenthal

Assistant Secretary

DocuSigned by:



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Signature

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Date

Printed Name

Title of Signatory

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5/5/2022 v1

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- The following is a complete disclosure of all identities of interest - of all persons or entities, including affiliates, that will provide goods or services to the Selected Project or applicable phase either (a) in one or more capacity or (b) that qualify as a "Related Party" to any person or entity that will provide goods or services to the Selected Project. "Related Party" is defined in Section 10302 of the California Code of Regulations (CTCAC Regulations):

MidPen Resident Services Corporation

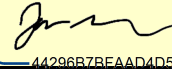
4. As of the date of application, the Selected Project, or the real property on which the Selected Project is proposed (Property) is not party to or the subject of any claim or action at the State or Federal appellate level.

5. I have disclosed and described below any claim or action undertaken which affects or potentially affects the feasibility of the Selected Project or applicable phase.

In addition, I acknowledge that all information in this application and attachments is public, and may be disclosed by the State.

Jan Lindenthal

Assistant Secretary

 DocuSigned by:

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5/24/2022 | 8:51:02 AM PDT

Printed Name

Title of Signatory

Signature

Date

Legal Disclosure

For purposes of the following questions, and with the exceptions noted below, the term "Applicant" shall include the Applicant and joint applicant (if applicable), and any subsidiary of the Applicant or joint applicant if the subsidiary is involved in (for example, as a guarantor) or will be benefited by the application or the Selected Project.

In addition to each of these entities themselves, the term "Applicant" shall also include the direct and indirect holders of more than ten percent (10%) of the ownership interests in the entity, as well as the officers, directors, principals and senior executives of the entity if the entity is a corporation, the general and limited partners of the entity if the entity is a partnership, and the members or managers of the entity if the entity is a limited liability company. For Selected Projects using tax-exempt bonds, it shall also include the individual who will be executing the bond purchase agreement.

The following questions must be responded to for each entity and person qualifying as an "Applicant," or "joint applicant" as defined above.

Explain all positive responses on a separate sheet and include with this questionnaire in the application.

Exceptions:

Public entity applicants without an ownership interest in the proposed project, including but not limited to cities, counties, and joint powers authorities with 100 or more members, are not required to respond to this questionnaire.

Members of the boards of directors of non-profit corporations, including officers of the boards, are also not required to respond. However, chief executive officers (Executive Directors, Chief Executive Officers, Presidents or their equivalent) must respond, as must chief financial officers (Treasurers, Chief Financial Officers, or their equivalent).

Civil Matters

- | | |
|---|----|
| 1. Has the Applicant filed a bankruptcy or receivership case or had a bankruptcy or receivership action commenced against it, defaulted on a loan or been foreclosed against in past ten years? | No |
| 2. Is the Applicant currently a party to, or been notified that it may become a party to, any civil litigation that may materially and adversely affect (a) the financial condition of the applicant's business, or (b) the project that is the subject of the application? | No |
| 3. Have there been any administrative or civil settlements, decisions, or judgments against the Applicant within the past ten years that materially and adversely affected (a) the financial condition of the Applicant's business, or (b) the Selected Project that is the subject of the application? | No |
| 4. Is the Applicant currently subject to, or been notified that it may become subject to, any civil or administrative proceeding, examination, or investigation by a local, state or federal licensing or accreditation agency, a local, state or federal taxing authority, or a local, state or federal regulatory or enforcement agency? | No |
| 5. In the past ten years, has the Applicant been subject to any civil or administrative proceeding, examination, or investigation by a local, state or federal licensing or accreditation agency, a local, state or federal taxing authority, or a local, state or federal regulatory or enforcement agency that resulted in a settlement, decision, or judgment? | No |

Criminal Matters

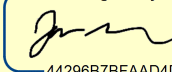
- | | |
|--|----|
| 6. Is the Applicant currently a party to, or the subject of, or been notified that it may become a party to or the subject of, any criminal litigation, proceeding, charge, complaint, examination or investigation, of any kind, involving, or that could result in, felony charges against the Applicant? | No |
| 7. Is the Applicant currently a party to, or the subject of, or been notified that it may become a party to or the subject of, any criminal litigation, proceeding, charge, complaint, examination or investigation, of any kind, involving, or that could result in, misdemeanor charges against the Applicant for matters relating to the conduct of the Applicant's business? | No |
| 8. Is the Applicant currently a party to, or the subject of, or been notified that it may become a party to or the subject of, any criminal litigation, proceeding, charge, complaint, examination or investigation, of any kind, involving, or that could result in, criminal charges (whether felony or misdemeanor) against the Applicant for any financial or fraud related crime? | No |
| 9. Is the Applicant currently a party to, or the subject of, or been notified that it may become a party to or the subject of, any criminal litigation, proceeding, charge, complaint, examination or investigation, of any kind, that could materially affect the financial condition of the Applicant's business? | No |
| 10. Within the past ten years, has the Applicant been convicted of any felony? | No |
| 11. Within the past ten years, has the Applicant been convicted of any misdemeanor related to the conduct of the Applicant's business? | No |
| 12. Within the past ten years, has the Applicant been convicted of any misdemeanor for any financial or fraud related crime? | No |

Please provide a letter of explanation if you responded "Yes" to any of the questions above.

File Name:	Cert & Legal Explanation	Letter of explanation for any "Yes" answers or red shaded items above.	Uploaded to HCD?	N/A
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Jan Lindenthal

Assistant Secretary

 DocuSigned by:

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5/24/2022 | 8:51:02 AM PDT

Printed Name

Title of Signatory

Signature

Date

End of Document

Cert & Legal Explanation
MIDPEN HOUSING CORPORATION

- 4) **Is the Applicant currently subject to, or been notified that it may become subject to, any civil or administrative proceeding, examination, or investigation by a local, state or federal licensing or accreditation agency, a local, state or federal taxing authority, or a local, state or federal regulatory or enforcement agency?**
- 5) **In the past ten years, has the Applicant been subject to any civil or administrative proceeding, examination, or investigation by a local, state or federal licensing or accreditation agency, a local, state or federal taxing authority, or a local, state or federal regulatory or enforcement agency that resulted in a settlement, decision, or judgment?**

The below information is in response to both questions 4 and 5.

MidPen Housing Corporation and its affiliates are the owner/developer/operator for over 8210 apartments at 133 properties and is, from time to time, the subject of fair housing and other tenant related complaints filed by residents or rental applicants with local, state or federal licensing or accreditation agencies, local, state or federal taxing authorities, or a local, state or federal regulatory or enforcement agencies such as the California Department of Fair Employment and Housing (“DFEH”) and the U.S. Department of Housing and Urban Development (“HUD”). The complaints are typically mediated or investigated by agency staff. Those complaints that are not dismissed by the regulatory agency may be resolved through voluntary conciliation or settlement agreements between the parties that may provide for a nominal cash payment to a complainant in the interest of settlement. MidPen Housing Corporation is currently aware of two DFEH/HUD related complaint. Information regarding this claim is referenced below. Such complaint will not materially and adversely affect the applicant or the project that is the subject of the application as such claims are either de minimis in value or covered and defended by MidPen Housing Corporation’s applicable insurance carrier.

- **Santacruz v. MidPen Housing Corporation et al.**
DFEH Case Number: 202201-15844513
DFEH is conducting its investigation.
- **Doss v. Moongate Plaza**
DFEH Case No. 09-22-8169-8
Hud Case Number:09-22-8169-8
DFEH is conducting its investigation

MidPen Housing Corporation as an employer is from time to time, the subject of employment related complaints filed by current or former employees with local, state or federal licensing or accreditation agency, a local, state or federal taxing authorities, or a local, state or federal regulatory or enforcement agencies such as the California Department of Fair Employment and Housing (“DFEH”) and the U.S. Equal Employment & Opportunity Commission (“EEOC”). The regulatory complaints are typically mediated or investigated by agency staff and if necessary an agency decision

Cert & Legal Explanation
MIDPEN HOUSING CORPORATION

is made regarding an employment related claim. Those complaints that are not dismissed by a regulatory agency, may be resolved through voluntary settlement agreements between the parties that may provide for a nominal cash payment to a complainant in the interest of settlement. Such reviews/complaints and/or settlements will not materially and adversely affect the applicant or the project that is the subject of the application as such claims are covered and defended by MidPen Housing Corporation's applicable insurance carrier. MidPen Housing Corporation is currently not aware of any employment related claims/lawsuits filed with any local, state or Federal regulatory or enforcement agency.

Cert & Legal Explanation
MIDPEN PROPERTY MANAGEMENT CORPORATION

- 4) Is the Applicant currently subject to, or been notified that it may become subject to, any civil or administrative proceeding, examination, or investigation by a local, state or federal licensing or accreditation agency, a local, state or federal taxing authority, or a local, state or federal regulatory or enforcement agency?**
- 5) In the past ten years, has the Applicant been subject to any civil or administrative proceeding, examination, or investigation by a local, state or federal licensing or accreditation agency, a local, state or federal taxing authority, or a local, state or federal regulatory or enforcement agency that resulted in a settlement, decision, or judgment?**

The below information is in response to both questions 4 and 5.

MidPen Property Management Corporation and its affiliates are the owner/developer/operator for over 8210 apartments at 133 properties and is, from time to time, the subject of fair housing and other tenant related complaints filed by residents or rental applicants with local, state or federal licensing or accreditation agencies, local, state or federal taxing authorities, or a local, state or federal regulatory or enforcement agencies such as the California Department of Fair Employment and Housing (“DFEH”) and the U.S. Department of Housing and Urban Development (“HUD”). The complaints are typically mediated or investigated by agency staff. Those complaints that are not dismissed by the regulatory agency may be resolved through voluntary conciliation or settlement agreements between the parties that may provide for a nominal cash payment to a complainant in the interest of settlement. MidPen Property Management Corporation is currently aware of 0 DFEH/HUD related complaint. Information regarding this claim is referenced below. Such complaint will not materially and adversely affect the applicant or the project that is the subject of the application as such claims are either de minimis in value or covered and defended by MidPen Property Management Corporation’s applicable insurance carrier.

MidPen Property Management Corporation as an employer is from time to time, the subject of employment related complaints filed by current or former employees with local, state or federal licensing or accreditation agency, a local, state or federal taxing authorities, or a local, state or federal regulatory or enforcement agencies such as the California Department of Fair Employment and Housing (“DFEH”) and the U.S. Equal Employment & Opportunity Commission (“EEOC”). The regulatory complaints are typically mediated or investigated by agency staff and if necessary an agency decision is made regarding an employment related claim. Those complaints that are not dismissed by a regulatory agency, may be resolved through voluntary settlement agreements between the parties that may provide for a nominal cash payment to a complainant in the interest of settlement. Such reviews/complaints and/or settlements will not materially and adversely affect the applicant or the project that is the subject of the application as such claims are covered and defended by MidPen Property Management Corporation’s applicable insurance carrier. MidPen Property Management Corporation is currently not aware of any employment related claims/lawsuits filed with any local, state or Federal regulatory or enforcement agency.

Environmental Review				5/5/2022 v1			
File Name	[Applicant Name] Auth to Use Grant Funds	For NEPA only, provide a copy of the HUD 7015.16 "Authority To Use Grant Funds" or clarify the current status of the issuance of the HUD form.	Uploaded to HCD?	N/A			
File Name	[Applicant Name] Environmental	Provide a copy of all environmental clearances or Notice of Exemption.	Uploaded to HCD?	Yes			
<p>TO THE APPLICANT: Submit this form to the agency or department of Local Government responsible for administration of the items listed. This form may be submitted to more than one agency or department, if necessary. Applicants need only submit one completed form per locality. If the NEPA Responsible Entity is not a Local Government, submit a copy of this form to the appropriate NEPA Responsible Entity. If an item is not required, include the reason why in the box provided.</p> <p>TO DGS, THE LOCAL JURISDICTION OR NEPA RESPONSIBLE ENTITY: The Applicant named in the "Project Overview" tab will submit an application to the State of California, Department of Housing and Community Development, requesting funding for the Selected Project named above under the Local Government Matching Grant Program (LGMG). Selected Projects will be evaluated based upon readiness. Please answer the following questions:</p>							
Environmental Review							
All Environmental Clearances (CEQA/NEPA) necessary to begin construction are:	Not Required for this Project	Has a Negative Declaration been issued?	Final Date of Public Comment Period	Date(s) EIR Certified / Notice of Determination filed	Date Appeal Period Ends	Have any appeals been filed?	
CEQA	N/A	No	N/A	N/A	5/13/22	No	
NEPA*	Not Required						
In the box below, explain why any items are not required and include documentation, if applicable:							
NEPA is not applicable or required since there is no HUD financing in the project. Notice of Exemption (NOE), State Clearinghouse (SCH) Number 2022040213 was posted 4/8/2022. The project qualified for Categorical Exemption Class 32-CEQA Section 15332 In-Fill Development because it is consistent with applicable objective general plan standards and criteria for multi-family residential development. The project is an allowable use in the City and County of San Francisco's land use and zoning designations and the project meets all criteria for Class 32.							
Signature Block for Environmental Review							
I certify that the information on this form is true and correct to the best of my knowledge.							
Date:	5/17/22	Signature of party completing form:		Daniel O'Brien			
Printed name of party completing form:							
Title of party completing form:	Supervising Environmental Planner		Agency and/or Dept. name:	DGS/RESD/PMDB			
Agency/Dept. Address	707 Third Street, 4th Fl	City	West Sacramento	State	CA	Zip	95605
Land Use Entitlements (indicate below the status of the following local approvals)							
This section only applies to Selected Projects located in jurisdictions where the state is not sovereign, and DGS is not the party completing this form.							
All necessary and discretionary public land use approvals except building permits and other ministerial approvals are:	Not Required for this Project	Selected Project is consistent with local planning documents & zoning ordinances	An Application has been submitted, accepted and deemed complete for processing.		Date Approved		
General Plan Amendment:	Not Required						
Site Plan Review:	Not Required						
Zoning Approval:	Not Required						
Conditional Use Permits:	Not Required						
Density Bonus:	Not Required						
Other Variances:							
Other Variances:							
Other Variances:							
Other Variances:							
Other Variances:							
Signature Block for Land Use Entitlements							
I certify that the information on this form is true and correct to the best of my knowledge.							
Date:		Signature of party completing form:		N/A			
Printed name of party completing form:							
Title of party completing form:			Agency and/or Dept. name:				
Agency/Dept. Address		City		State		Zip	
HCD requires an original, fully completed form with signatures.							

End of Document

Development Sources and Eligible Award Amount

5/5/2022 v1

Development Sources

Committed?	Lien No. (or NA)	Source and Program Name (in lien priority order)	Type of Local Government Contribution, if applicable	Permanent-Period Amount
No	1	Bank Perm Loan, if Any	Not Applicable	\$4,643,000
No	2	HCD MHP	Not Applicable	\$27,166,088
No	3	HCD AHSC	Not Applicable	\$3,976,286
Yes		Selected Project SF Fee Waiver	Local Government Contribution in the form of Local Fee Waivers	\$5,738,460
		Golden Gate SF Fee Waiver		-\$4,501,500
Yes	NA	GP Equity	Not Applicable	\$100
Yes	NA	Deferred Developer Fee	Not Applicable	\$0
NA	NA	Tax Credit Equity	Not Applicable	\$32,201,776
Total Sources before Eligible LGMG Award Amount				\$69,224,210
Eligible LGMG Award Amount				\$10,000,000
Total Sources including Eligible LGMG Award Amount				\$79,224,210
Total Uses (from Dev Budget Tab)				\$79,224,210
Remaining Surplus/(Gap)				\$0

Enforceable Funding Commitments Documentation

File Names EFC [Source1], EFC [Source2], etc.	See Applicant Documents	Provided to HCD?	Yes
--	-------------------------	------------------	-----

Eligible LGMG Award Amount

Total Sources which are Local Government Contribution, if applicable	
Local Government Contribution from a Local Funding Source	\$0
Local Government Contribution from an HCD-originated Funding Source	\$0
Local Government Contribution in the form of Local Fee Waivers	\$5,738,460
Local Government Contribution in the form of Land Donation	\$0
Sub-Total	\$5,738,460
Local Government Contribution in the form of Rental Assistance	\$0
Total Local Government Contribution	\$5,738,460
Maximum LGMG Award Per Selected Developer	\$10,000,000
Total Uses less Total Sources before Eligible LGMG Award	\$10,000,000
Eligible LGMG Award Amount	\$10,000,000
Requested LGMG Award Amount (if different from above)	\$10,000,000

Applicant Comments

MidPen responded to a single RFP that was for two independent SF State Lands sites – one on Turk Street and one on Golden Gate. The two projects together are considered a comprehensive “Selected Project” and the combined local fee waivers for both sites are included in the above Development Sources Table for a total of \$5,738,460 (\$1,236,960 for Turk Street and \$4,501,500 for Golden Gate Ave) in order to maximize our total committed Local Government Contribution. Since this application is solely for the Turk Street project, the costs provided in the Development Budget tab of the application exclude all Golden Gate Avenue project costs and do not include the \$4,501,500 of its Impact Fees. To balance the above Sources table with the Turk Street Project’s Uses, we have

End of Document

Local Government Contribution in the form of Rental Assistance Calculator

5/5/2022 v1

TO THE APPLICANT: Only complete this worksheet if the application includes an Enforceable Funding Commitment (EFCs) for Local Government Contribution in the form of Rental Assistance, as defined in the Program Guidelines. EFCs for Rental Assistance should be submitted to the Department with EFCs for other funding sources identified in the "Dev Sources & Elig. Award Amt" tab.

Unit Description	Studio	1-BR	2-BR	3-BR	4-BR
Number of Units with Rental Assistance by Unit Size	0	0	0	0	0
2022 HUD FMR					
CTCAC Rent Limit at 30% AMI					
Overhang by Unit Type	\$0	\$0	\$0	\$0	\$0
Total Monthly Overhang	\$0				
Assumed Amortization	35				
Select type LIHTC structure	9%/Taxable				
Assumed Annual Interest Rate	6.19%				
Assumed DSCR	1.15				
Approximate Additional Supportable Hard Perm Debt from Rental Assistance	\$0				

End of Document

Development Budget		5/5/2022 v1
		Total Project Costs
LAND COST/ACQUISITION		
Land Cost or Value		
Demolition		\$250,000
Legal		\$35,000
Land Lease Rent Prepayment		
Total Land Cost or Value		\$285,000
Existing Improvements Cost or Value		
Off-Site Improvements		\$750,000
Total Acquisition Cost		\$750,000
Total Land Cost / Acquisition Cost		\$1,035,000
Predevelopment Interest/Holding Cost		
Assumed, Accrued Interest on Existing Debt (Rehab/Acq)		
Excess Purchase Price Over Appraisal		
REHABILITATION		
Site Work		
Structures		
General Requirements		
Contractor Overhead		
Contractor Profit		
Prevailing Wages		
General Liability Insurance		
Other: (Specify)		
Other: (Specify)		
Other: (Specify)		
Other: (Specify)		
Total Rehabilitation Costs		\$0
Total Relocation Expenses		
NEW CONSTRUCTION		
Site Work		\$500,000
Structures		\$50,256,367
General Requirements		\$3,833,805
Contractor Overhead		\$718,839
Contractor Profit		\$718,839
Prevailing Wages		
General Liability Insurance		\$958,451
Other: Contractor Contingency		\$1,667,705
Other: (Specify)		
Other: (Specify)		
Other: (Specify)		
Total New Construction Costs		\$58,654,005
ARCHITECTURAL FEES		
Design		\$1,600,000

Supervision	\$660,000
Total Architectural Costs	\$2,260,000
Total Survey & Engineering	\$995,000
CONSTRUCTION INTEREST & FEES	
Construction Loan Interest	\$5,129,446
Origination Fee	\$470,635
Credit Enhancement/Application Fee	
Bond Premium	
Cost of Issuance	\$385,322
Title & Recording	\$60,000
Taxes	\$25,000
Insurance	\$622,219
Other: Lender Expenses (non-legal)	\$50,000
Other: (Specify)	
Other: (Specify)	
Total Construction Interest & Fees	\$6,742,622
PERMANENT FINANCING	
Loan Origination Fee	\$34,823
Credit Enhancement/Application Fee	
Title & Recording	\$15,000
Taxes	
Insurance	
Other: Lender Expenses	\$70,000
Other: (Specify)	
Total Permanent Financing Costs	\$119,823
Subtotals Forward	\$69,806,450
LEGAL FEES	
Legal Paid by Applicant	\$395,000
Other: (Specify)	
Total Attorney Costs	\$395,000
RESERVES	
Operating Reserve	\$387,880
Replacement Reserve	\$45,500
Transition Reserve	
Rent Reserve	
Other: (Specify)	
Other: (Specify)	
Other: (Specify)	
Total Reserve Costs	\$433,380
CONTINGENCY COSTS	
Construction Hard Cost Contingency	\$2,396,128
Soft Cost Contingency	\$386,970
Total Contingency Costs	\$2,783,098
OTHER PROJECT COSTS	
TCAC App/Allocation/Monitoring Fees	\$74,093
Environmental Audit	\$120,000
Local Development Impact Fees	\$2,213,689

Permit Processing Fees	\$546,000
Capital Fees	
Marketing	\$275,000
Furnishings	\$190,000
Market Study	\$30,000
Accounting/Reimbursable	\$20,000
Appraisal Costs	\$10,000
Other: Prevailing Wage Monitor	\$55,000
Other: Printing	\$2,500
Other: Syndication Consultant	\$70,000
Other: (Specify)	
Other: (Specify)	
Other: (Specify)	
Total Other Costs	\$3,606,282
SUBTOTAL PROJECT COST	\$77,024,210
<i>DEVELOPER COSTS</i>	
Developer Overhead/Profit	\$2,200,000
Consultant/Processing Agent	
Project Administration	
Broker Fees Paid to a Related Party	
Construction Oversight by Developer	
Other: (Specify)	
Total Developer Costs	\$2,200,000
TOTAL PROJECT COST	\$79,224,210

End of Document

All Units (enter Rental Assistance units below)						
AMI Level	Studio	1-bedroom	2-bedroom	3-bedroom	4-bedroom	Total
15%						-
20%						-
25%						-
30%	8	4	6	6		24
35%						-
40%	12	4	6	10		32
45%						-
50%	8	4	4	6		22
55%						-
60%		2	4	6		12
65%						-
70%						-
75%						-
80%						-
85%						-
90%						-
95%						-
100%						-
105%						-
110%						-
115%						-
120%						-
Manager			1			1
Total	28	14	21	28	-	91

Units Associated with Rental Assistance

AMI Level	Studio	1-bedroom	2-bedroom	3-bedroom	4-bedroom	Total
All Levels						-
Total	-	-	-	-	-	-

End of Document

Scoring				5/5/2022 v1		
525 Points Max (points in blue-shaded cells)			Total LGMG Program Funds Self Score		141	
Project Readiness - 50 Points Max						
Readiness points will be awarded as follows:						
(A) Applications will be awarded points based on the extent to which all necessary land use approvals are obtained prior to issuance of building permit, including any required discretionary approvals, such as site plan review or design review (50 points). If no, answer (B) below:					Yes	50
(B) For the Selected Project or applicable phase, we have submitted a complete application to the relevant local authorities for land use approval under a nondiscretionary local approval process, where the application has been neither approved or disapproved (40 points). If no, answer (C) below:					No	
(C) For the Selected Project or applicable phase, we have a letter signed by a planner employed by the jurisdiction where the Selected Project is located and certified by the American Institute of Certified Planners indicating that, in their opinion, the project meets all of the requirements for approval under a nondiscretionary local approval process, where an application has not been approved or disapproved by the local authorities (30 points).					No	
Provide a listing and status of all discretionary local land use approvals, excluding design review, required to complete the Selected Project or applicable phase that have been granted, submitted or to be applied for to the appropriate local agencies, or consistent with local planning documents. This information must match the info provided on the "Verification of the Status of Environmental Review and Land Use Entitlements" tab.						
Agency / Issuer	Land Use Approval Date	Approval Status	Approval Type	Comments		
File Name	Land Use Approval	Provide signed copies of "Land Use Verification" tab. Identify name of locality at beginning of document.			Uploaded to HCD?	N/A
Local Government Contribution as Percent of Total Project Cost - 300 Points Max						
Local Government Contribution as Percent of Total Project Cost: Applications will be awarded points based on the value of a Local Government Contribution(s) as a percentage of the project's Total Project Cost. Local Government Contribution(s) within the five below categories will be adjusted and summed to determine the full value of the Local Government Contribution(s) as a percent of the Total Project Cost.						
Total Project Cost	\$79,224,210	Local Government Contribution Amount	Percentage of Total Project Cost	Adjustment	Adjusted	91
(A) Local Government Contribution(s) from a Local Funding Source – Local Government Contributions from local funding sources, such as a city or county grants or residual receipts loans, will be awarded points as a percentage of TPC without adjustment.	\$0	0.00%		0.00%		
(B) Local Government Contribution(s) from an HCD-originated source– Local Government Contributions from HCD-originated sources will be awarded points as a percentage of TPC with a -50% adjustment. Examples of HCD-originated sources include, but are not limited to, No Place Like Home, the Permanent Local Housing Allocation, HOME, etc.	\$0	0.00%	-50%	0.00%		
(C) Local Government Contribution in the form of Local Fee Waivers – Local Government Contributions in the form of Local Fee Waivers, excluding school impact fees, will be awarded points as a percentage of TPC with a +25% adjustment.	\$5,738,460	7.24%	25%	9.05%		
(D) Local Government Contribution in the form of a Land Donation from a Local Government directly related to the development of the Selected Project or applicable phase and with documentation of the current appraised value of the property as supported by an independent third-party appraisal prepared by a Member Appraisal Institute-qualified appraiser within the last year (MAI) or DGS valuation will be awarded points as a percentage of TPC without adjustment.	\$0	0.00%		0.00%		
(E) Local Government Contribution in the form of Rental Assistance – Applications will be awarded points based on the value of additional supportable hard permanent debt generated by Rental Assistance awarded at time of application as percent of TPC without adjustment.	\$0	0.00%		0.00%		
				Combined, Adjusted % of TPC	9.05%	
				Multiplied by:	1,000	
Total Points for Local Government Contribution (300 pts max)					91	
Total Points for Project Readiness and Local Government Contributions					141	
"But For" Test						
To encourage Local Governments to help close remaining gaps in the capital stack, a point boost of up to 50% is available if the sum of committed Local Government Contribution is equal to the Total Project Cost less the sum of a) eligible Program award value, b) Tax Credit Equity, and c) all other committed sources. Selected Projects with a funding gap exceeding the sum of committed Local Government Contributions are not eligible for a point boost. Sources not "Committed" on the "Dev Sources & Elig. Award Amt" tab (A6:A16) will not be included in the calculations.						
Total Project Cost	\$79,224,210	Potential Point Boost Based on Eligible Program Award Value	Eligibility Threshold Must be 100% Sum of Committed Local Government Contributions as a Percentage of the Funding Gap	0%		
Eligible Program Award Value	\$10,000,000					
Tax Credit Equity	\$32,201,776					
All Other Committed Sources, except Local Government Contributions	\$100					
Funding Gap	(\$37,022,334)					

Scoring				5/5/2022 v1	
Sum of Committed Local Government Contribution	\$5,738,460	0%	15%		
				Total Score with "But For" Test	
				141	
Tie Breaker					
<p>In the event of tied point scores, the Department shall rank tied applications based on the lowest weighted average affordability of all units in the Selected Project or applicable phase, which shall be computed as follows:</p> <p>a. Multiplying each income limit applicable to the Selected Project or applicable phase by the number of units restricted at that income level.</p> <p>b. Adding the products calculated pursuant to the previous subsection.</p> <p>c. Dividing the sum calculated pursuant to the previous subsection by the number of all units in the Selected Project or applicable phase.</p>					
				Tie Breaker	
				42.44%	
End of Document					

Document Upload Checklist

5/5/2022 v1

Direct Link to Shared Cloud Folder for All Required Documents (e.g., Box.com):		https://housingcorp-my.sharepoint.com/:f:/g/personal/rebecca_barnes_midpen-housing_org/Eget-cB2N1ZAtjVRtIHUboBhL17X6my7eLTiHywgRpnXg?e=B2uNaG	
File Name:	[Applicant Name] Cert & Legal	Certification & Legal Disclosure	File uploaded? Yes
File Name:	[Applicant Name] Cert & Legal	Certification & Legal Explanation	File uploaded? Yes
File Name:	[Applicant Name] Disclosures	Additional Disclosure Documentation	File uploaded? N/A
File Name:	[Applicant Name] Resolution	Draft or Executed Local Government Resolution	File uploaded? Yes
File Name:	[Applicant Name] OrgChart	Organizational Chart	File uploaded? Yes
File Name:	[Applicant Name] OrgDoc1, OrgDoc2, etc.	Organizational Documents (See Applicant Documents)	File uploaded? Yes
File Name:	[Applicant Name] Signature Block	Signature Block (Upload in Microsoft Word Document)	File uploaded? Yes
File Name:	[Applicant Name] Payee Data Record	Payee Data Record STD-204	File uploaded? Yes
File Name:	[Applicant Name] Article XXXIV	Proof of Article XXXIV authority, or letter from Applicant's legal counsel explaining exemption	File uploaded? Yes
File Name:	[Applicant Name] Environmental	Copy of all environmental clearances or Notice of Exemption.	File uploaded? Yes
File Name:	[Applicant Name] Auth to Use Grant Funds	For NEPA only, a copy of the HUD 7015.16 "Authority To Use Grant Funds" or clarify the current status of the issuance of the HUD form.	File uploaded?
File Name:	[Local Government] Land Use Approval	Provide signed copies of Land Use Verification tab.	File uploaded?
File Name:	EFC [Source1], EFC [Source2], etc.	Enforceable Funding Commitments for all committed funding sources	File uploaded? Yes
File Name:	[Local Government] Cert & Legal	Local Government Cert & Legal (only needed for joint application)	File uploaded?
File Name:	[Local Government] Resolution	Local Government Resolution	File uploaded?
File Name:	[Local Government] Payee Data Record	Local Government Payee Data Record (only needed for joint application)	File uploaded?

End of Document

Application Development Team (ADT) Support Form

5/5/2022 v1

Please complete the "yellow" cells in the form below and email a copy to: ExcessSitesMatch@hcd.ca.gov. A member of the Application Development Team will respond to your request within two business days.

Full Name:		Date Requested:		Application Version Date:	
Organization:		Email:		Contact Phone:	
Justification:					

Issue #	Program Name &	Tab	Section	Cell#	Update/Comment	Urgency	ADT Status	Status Date
1	LGMG							
2	LGMG							
3	LGMG							
4	LGMG							
5	LGMG							
6	LGMG							
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24	LGMG							
25	LGMG							

End of Document



Attachments

Attachment 1: Project Budget (from Program Application)

Development Budget		5/5/2022 v1
		Total Project Costs
LAND COST/ACQUISITION		
Land Cost or Value		
Demolition		\$250,000
Legal		\$35,000
Land Lease Rent Prepayment		
Total Land Cost or Value		\$285,000
Existing Improvements Cost or Value		
Off-Site Improvements		\$750,000
Total Acquisition Cost		\$750,000
Total Land Cost / Acquisition Cost		\$1,035,000
Predevelopment Interest/Holding Cost		
Assumed, Accrued Interest on Existing Debt (Rehab/Acq)		
Excess Purchase Price Over Appraisal		
REHABILITATION		
Site Work		
Structures		
General Requirements		
Contractor Overhead		
Contractor Profit		
Prevailing Wages		
General Liability Insurance		
Other: (Specify)		
Other: (Specify)		
Other: (Specify)		
Other: (Specify)		
Total Rehabilitation Costs		\$0
Total Relocation Expenses		
NEW CONSTRUCTION		
Site Work		\$500,000
Structures		\$50,256,367
General Requirements		\$3,833,805
Contractor Overhead		\$718,839
Contractor Profit		\$718,839
Prevailing Wages		
General Liability Insurance		\$958,451
Other: Contractor Contingency		\$1,667,705
Other: (Specify)		
Other: (Specify)		
Other: (Specify)		
Total New Construction Costs		\$58,654,005

ARCHITECTURAL FEES	
Design	\$1,600,000
Supervision	\$660,000
Total Architectural Costs	\$2,260,000
Total Survey & Engineering	\$995,000
CONSTRUCTION INTEREST & FEES	
Construction Loan Interest	\$5,129,446
Origination Fee	\$470,635
Credit Enhancement/Application Fee	
Bond Premium	
Cost of Issuance	\$385,322
Title & Recording	\$60,000
Taxes	\$25,000
Insurance	\$622,219
Other: Lender Expenses (non-legal)	\$50,000
Other: (Specify)	
Other: (Specify)	
Total Construction Interest & Fees	\$6,742,622
PERMANENT FINANCING	
Loan Origination Fee	\$34,823
Credit Enhancement/Application Fee	
Title & Recording	\$15,000
Taxes	
Insurance	
Other: Lender Expenses	\$70,000
Other: (Specify)	
Total Permanent Financing Costs	\$119,823
Subtotals Forward	\$69,806,450
LEGAL FEES	
Legal Paid by Applicant	\$395,000
Other: (Specify)	
Total Attorney Costs	\$395,000
RESERVES	
Operating Reserve	\$387,880
Replacement Reserve	\$45,500
Transition Reserve	
Rent Reserve	
Other: (Specify)	
Other: (Specify)	
Other: (Specify)	
Total Reserve Costs	\$433,380

CONTINGENCY COSTS	
Construction Hard Cost Contingency	\$2,396,128
Soft Cost Contingency	\$386,970
Total Contingency Costs	\$2,783,098
OTHER PROJECT COSTS	
TCAC App/Allocation/Monitoring Fees	\$74,093
Environmental Audit	\$120,000
Local Development Impact Fees	\$2,213,689
Permit Processing Fees	\$546,000
Capital Fees	
Marketing	\$275,000
Furnishings	\$190,000
Market Study	\$30,000
Accounting/Reimbursable	\$20,000
Appraisal Costs	\$10,000
Other: Prevailing Wage Monitor	\$55,000
Other: Printing	\$2,500
Other: Syndication Consultant	\$70,000
Other: (Specify)	
Other: (Specify)	
Other: (Specify)	
Total Other Costs	\$3,606,282
SUBTOTAL PROJECT COST	\$77,024,210
DEVELOPER COSTS	
Developer Overhead/Profit	\$2,200,000
Consultant/Processing Agent	
Project Administration	
Broker Fees Paid to a Related Party	
Construction Oversight by Developer	
Other: (Specify)	
Total Developer Costs	\$2,200,000
TOTAL PROJECT COST	\$79,224,210

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