

NEW YORK STATE PUBLIC AUTHORITIES CONTROL BOARD

R E S O L U T I O N No. 24-HF-947

APPROVING A SPECIFIED PROJECT OF THE HOUSING FINANCE AGENCY
(Affordable Housing Revenue Bonds -
Innovative Urban Village Phase 1A)

WHEREAS, the New York State Public Authorities Control Board ("PACB"), created pursuant to Chapter 38, Laws of 1976, as amended, is empowered by section 51 of the Public Authorities Law to receive applications from designated public benefit corporations, including the Housing Finance Agency ("HFA"), for approval of the acquisition, rehabilitation, construction or financing of any project proposed by any such public benefit corporation; and

WHEREAS, the PACB has duly received an application from HFA for approval of the financing of the site acquisition and new construction of a 13-story building and a 15-story building located at 30 Inspiration Lane (FKA 12096 Flatlands Avenue), Brooklyn, NY, New York, to create a total of 385 revenue-generating residential units, of which approximately 78 units are expected to be set aside for households with income at or below 30% of Area Median Income adjusted for family size for the New York Metropolitan Fair Market Rate Area ("AMI"), 78 units are expected to be set aside for households with income at or below 40% of AMI, 78 units are expected to be set aside for households with income at or below 50% of AMI, 59 units are expected to be set aside for households with income at or below 60% of AMI, and 92 units are expected to be set aside for households with income at or below 80% of AMI, and of which

approximately 94 units will be supportive units, set aside for homeless individuals and families that are survivors of domestic violence, with supportive services funding from the Empire State Supportive Housing Initiative ("ESSHI") administered by the Office of Temporary and Disability Assistance, known as Innovative Urban Village Phase 1A (the "Project"), which is the first phase of the comprehensive redevelopment of the Christian Cultural Center's 10.5-acre East New York campus, to be partially financed through the issuance of bonds in an amount not to exceed \$139,030,000; and

WHEREAS, HFA intends to provide for the construction for the Project through the issuance of one or more series of fixed-rate or variable-rate, taxable or tax-exempt bonds in accordance with applicable provisions of the Internal Revenue Code of 1986, as amended, with a final maturity of not more than 50 years (the "Bonds"); and

WHEREAS, the Bonds will be issued under the Affordable Housing Revenue Bonds Bond Resolution, adopted by the HFA Members on August 22, 2007, as supplemented (the "Affordable Housing Resolution"); and

WHEREAS, the Loan (as defined below) and other collateral for the Bonds, and the loans and collateral financed or refinanced with proceeds of additional bonds, if any, issued under the Affordable Housing Resolution, may be pledged to secure all bonds outstanding from time to time under the Affordable Housing Resolution; and

WHEREAS, to the extent the Bonds are issued as tax-exempt bonds, such Bonds will require an allocation of the State's Private Activity Bond Cap; and

WHEREAS, HFA intends to award the Bonds by either negotiated sale or a private placement; and

WHEREAS, HFA expects to finance the Project through a mortgage loan (the "Loan") to IUV Phase 1 Owner, LLC and IUV Phase 1 LIHTC Owner, LLC, or another single-purpose entity controlled by Urban Living Alternatives, LLC, GO UCL, LLC, and Monadnock IUV LLC, in the maximum aggregate amount of \$139,030,000, with the Loan amortizing over not more than 50 years, and the developer is expected to be a joint venture between an affiliate of the Gotham Organization, Urban Living Alternatives, and an affiliate of Monadnock Development, LLC; and

WHEREAS, the total estimated development cost of the Project is approximately \$272,133,248 ("Total Development Cost"), anticipated to be funded from monies generated by the issuance of the Bonds, Federal Low Income Housing Tax Credit proceeds, federal brownfield cleanup tax credits, an HFA subsidy loan, a subsidy loan from the New York City Department of Housing Preservation and Development, deferred reserves, and a deferred developer fee; and

WHEREAS, the Loan will be secured by a letter of credit provided by Goldman Sachs, N.A., or another financial institution

acceptable to the Agency, during construction and by the SONYMA Mortgage Insurance Fund during the permanent loan period; and

WHEREAS, the letter of credit will have an initial term of sufficient length to cover the anticipated period of construction of the Project; and

WHEREAS, if upon final certification of costs of the Project it is determined that the costs of the Project that are eligible for tax-exempt reimbursement are lower than anticipated, requiring the redemption of tax-exempt Bonds previously issued, then HFA may redeem said amount of the tax-exempt Bonds and issue a like amount of taxable Bonds provided that the aggregate amount of Bonds outstanding at any time does not exceed \$139,030,000; and

WHEREAS, a copy of HFA's application has been duly filed with the Comptroller and he has had an opportunity to comment;

NOW, THEREFORE, BE IT RESOLVED, that PACB approves the Project identified below, in accordance with Section 51 of the Public Authorities Law:

Project Description
Innovative Urban Village Phase 1A

New construction of two buildings containing 386 affordable
residential units

(Kings County)

<u>Sources of Funds-Construction</u>	<u>Estimated Amount</u>
HFA First Mortgage (SHOP)	\$ 26,140,000
HFA Construction Loan	\$100,250,000
HFA SHOP	\$ 46,121,693
HPD ELLA	\$ 48,549,150
Tax Credit Equity: LIHTC	\$ 30,281,056
Brownfield Cleanup Program Tax Credits	\$ 7,033,250
Deferred Reserves	\$ 1,444,353
Deferred Developer Fee	\$ 12,313,746
Total Sources	\$272,133,248

<u>Sources of Funds-Permanent</u>	
HFA First Mortgage (SHOP)	\$ 26,140,000
HFA SHOP	\$ 48,549,150
HPD ELLA	\$ 48,549,150
Tax Credit Equity: LIHTC	\$115,402,459
Brownfield Cleanup Program Tax Credits	\$ 28,133,000
Deferred Developer Fee	\$ 5,359,489
Total Sources	\$272,133,248

<u>Uses of Funds</u>	
Project Cost	\$268,216,434
Cost of Issuance	\$ 2,852,576
Bond Issuance Fee	\$ 1,064,238
Total Uses	\$272,133,248

Maximum Amount of Bonds to be Issued:
Not to Exceed \$139,030,000 Outstanding At Any Time

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The resolution shall become effective upon:

1. A determination by HFA of the availability of Total Development Cost;
2. Receipt of a rating on the Bonds of not less than "A" from any nationally recognized rating agency from which a rating is requested; and
3. The award of Bonds at negotiated sale or private placement at a net interest cost not to exceed 7.50%.


Elizabeth R. Fine, Chair
Public Authorities Control Board


Kenneth Zebrowski, Member of the Board


Leroy Comrie, Member of the Board

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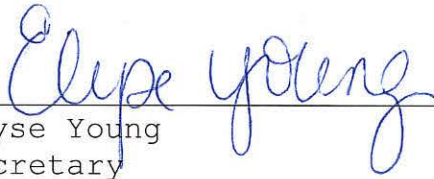
Date: February 21, 2024

CERTIFICATION

STATE OF NEW YORK
COUNTY OF ALBANY ss.

I, Elyse Young, Secretary of the New York State Public Authorities Control Board, do hereby certify that at a meeting of such Board, held on February 21, 2024, the attached resolution was duly adopted by the unanimous vote of the Members of the Board. The resolution attached is a true copy of the resolution and the certification of the determination made by such resolution and of the signatures thereto of each of the Members of the Board or their duly appointed representatives, the original of which is on file in my office. As of the date of this certification, such resolution has not been modified, superseded, amended or repealed and remains in full force and effect.

In witness thereof I have hereunto set my hand this 21st day of February 2024.



Elyse Young
Secretary

STATE OF NEW YORK
COUNTY OF ALBANY ss.

On this 21st day of February 2024, before me personally came Elyse Young to me known, who, being by me duly sworn, did depose and say that she is the Secretary of the New York State Public Authorities Control Board, that she executed the foregoing certification and that the contents thereof are true.



Ben Thapa
Notary Public, State of New York

BENJAMIN BIKRAM THAPA
NOTARY PUBLIC-STATE OF NEW YORK
No. 02TH6290854
Qualified in Rensselaer County
My Commission Expires 10-15-2025