

NEW YORK STATE PUBLIC AUTHORITIES CONTROL BOARD

R E S O L U T I O N No. 25-HF-1008

APPROVING A SPECIFIED PROJECT OF THE HOUSING FINANCE AGENCY  
(Affordable Housing Revenue Bonds - Gardner's Lofts)

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, PACB has duly received an application from HFA for approval of the site acquisition and adaptive reuse of a vacant five-story historic mill structure in the City of Rochester, Monroe County, expected to create 87 revenue-generating affordable residential units, all of which are expected to be set aside for households with income at or below 60% of the Area Median Income adjusted for family size for the Rochester Metropolitan Statistical Area ("AMI"), with 45 of the units expected to be supportive housing units supported by an Empire State Supportive Housing Initiative ("ESSHI") award administered by the Office of Temporary and Disability Assistance ("OTDA"), known as Gardner's Lofts (the "Project"), to be partially financed 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") in an amount not to exceed \$38,550,000; 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 may require an allocation of the State's Private Activity Bond Cap; and

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

WHEREAS, HFA expects to finance the Project through a mortgage loan (the "Loan") to Lyell Avenue Lofts LLC, a single-purpose entity controlled by Winn Development Company LP, a for-profit entity, whose Chief Executive Officer is Gilbert J. Winn, and Soldier On, Inc., a 501(c)(3) not-for-profit entity, whose CEO is Bruce Buckley,

or another entity acceptable to HFA, where the legal owner is expected to be Lyell Avenue Lofts Housing Development Fund Corporation, a single-purpose New York not-for-profit corporation controlled by a board with members from Soldier On, Inc., in the maximum aggregate amount of \$38,550,000, with the Loan amortizing over not more than 50 years; and

WHEREAS, the total estimated development cost of the Project is \$72,436,917 ("Total Development Cost") comprising the requested bond financing, federal and state low-income housing tax credits, HFA subsidy loans, federal and state historic tax credits, Homeless Housing Assistance Program funds from OTDA, Restore New York Funds from Monroe County, Housing Revolving Loan Funds from the City of Rochester, deferred reserves and a deferred developer fee; and

WHEREAS, the Loan will be secured by supplemental security provided by Citibank, N.A., during construction and by the SONYMA Mortgage Insurance Fund during the permanent loan period; 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 \$38,550,000; and

WHEREAS, a copy of the 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:

(Continued on Next Page)

Project Description

Gardner's Lofts

The adaptive reuse of a vacant five-story historic mill structure to create a total of eighty-eight (88) affordable residential rental units

(Monroe County)

**SOURCES AND USES**

Sources of Funds - Construction

	<u>Estimated Amount</u>	
	<u>Total Project</u>	
HFA First Mortgage	\$	3,000,000
HFA Construction Loan	\$	32,045,000
HFA SHOP-NC	\$	8,120,189
HFA CEI	\$	2,640,000
HCR Accrued Interest during Construction	\$	542,023
Federal Low Income Housing Tax Credits	\$	4,965,372
State Low Income Housing Tax Credits	\$	414,959
Federal Historic Tax Credits	\$	2,338,421
State Historic Tax Credits	\$	1,717,328
HHAP	\$	6,160,000
Restore New York- Monroe County	\$	1,500,000
Housing Revolving Loan Funds- City of Rochester	\$	2,250,000
Deferred Reserves	\$	353,253
Deferred Developer Fee	\$	6,390,373
<b>Total Sources</b>	<b>\$</b>	<b>72,436,917</b>

Sources of Funds - Permanent

	<u>Estimated Amount</u>	
	<u>Total Project</u>	
HFA First Mortgage	\$	3,000,000
HFA SHOP-NC	\$	8,531,769
HFA CEI	\$	2,640,000
HCR Accrued Interest during Construction	\$	542,023
Federal Low Income Housing Tax Credits	\$	21,682,845
State Low Income Housing Tax Credits	\$	4,149,585
Federal Historic Tax Credits	\$	10,211,445
State Historic Tax Credits	\$	7,499,250
HHAP	\$	6,160,000
Restore New York- Monroe County	\$	1,500,000
Housing Revolving Loan Funds- City of Rochester	\$	2,500,000
Deferred Developer Fee	\$	4,020,000
<b>Total Sources</b>	<b>\$</b>	<b>72,436,917</b>

Uses of Funds

Project Cost	\$	71,496,019
Cost of Issuance	\$	818,118
Bond Issuance Fee	\$	122,780
<b>Total Uses</b>	<b>\$</b>	<b>72,436,917</b>

Maximum Amount of Bonds to be Issued:  
Not to Exceed \$38,550,000 Outstanding at Any Time

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The resolution shall become effective upon:


1. A determination by the 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% in the case of fixed-rate Bonds or an initial interest rate not to exceed 7.50% in the case of variable-rate Bonds.



Blake G. Washington, Chair  
Public Authorities Control Board



Steven Otis, Member of the Board



Leroy Comrie, Member of the Board

25-HF-1008


Date: May 28, 2025

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 May 28, 2025, 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 28th day of May 2025.

  
\_\_\_\_\_  
Elyse Young  
Secretary

STATE OF NEW YORK  
COUNTY OF ALBANY ss.

On this 28th day of May 2025, 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.

  
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Brittany N. Glenn  
Notary Public, State of New York  
No. 01GL6253075  
Qualified in Rensselaer County  
Commission Expires: 12/19/2027