

Citywide Affordable Housing Loan Committee

Mayor's Office of Housing and Community Development
Department of Homelessness and Supportive Housing
Office of Community Investment and Infrastructure
Controller's Office of Public Finance

**Golden Gate Avenue Phase I - Educator Housing
(750 Golden Gate)**

**Up to \$20,000,000 Gap Financing
And \$2,747,350 in IIG Funding for a total of
\$22,747,350 in Total Gap Financing**

Evaluation of Request for:	Gap Loan
Loan Committee Date:	September 20, 2024
Prepared By:	Ryan VanZuylen, Senior Project Manager
MOHCD Asset Manager:	Wesley Ellison-Labat
MOHCD Construction Manager:	Brendan Dwyer and Carrie Thomas
Sources and Amounts of New Funds Recommended:	\$17,000,000 – 2019 GO Bonds \$2,747,350 – IIG Funds
Sources and Amounts of Previous City Funds Committed:	\$2,600,000 – Housing Trust Funds \$400,000 – Affordable Housing Inclusionary Funds
NOFA/PROGRAM/RFP:	2023 Educator Housing NOFA
Applicant/Sponsor(s) Name:	MidPen Housing Corporation

EXECUTIVE SUMMARY

Sponsor Information:

Project Name:	Golden Gate Avenue Phase I - Educator Housing	Sponsor(s):	MidPen Housing Corporation (MidPen)
Project Address (w/ cross St):	750 Golden Gate Avenue (at Franklin), 94102	Ultimate Borrower Entity:	MP Golden Gate Avenue Associates, L.P.

Project Summary:

Golden Gate Avenue Phase I - Educator Housing will provide 75 new housing units with a preference for San Francisco Unified School District (“SFUSD”) and San Francisco Community College District (“SFCCD”) employees (the “Project”). The Project is one of three projects on two State-owned sites that comprise the San Francisco State Lands sites, the others being 850 Turk (applied for tax credits August 2024) and a future 750 Golden Gate Phase II. In May 2021, MidPen was selected by the State of California Department of General Services (“DGS”) and Department of Housing and Community Development (“HCD”) to develop Golden Gate Avenue (both Phase I and Phase II) and its sibling project 850 Turk Street. In total, the SF State Lands sites propose to deliver 263 affordable housing units.

This evaluation concerns only Phase I with 75 units including 7 studios, 33 one-bedrooms, 21 two-bedrooms (including 1 manager’s unit), and 14 three-bedrooms. To be more competitive for its CDLAC application, the Project is divided into two financing structures: a moderate-income portion for the 120% MOHCD AMI units and a LIHTC portion for the remaining units. The 75 units are divided into a 55-unit tax credit-financed component, including one manager’s unit, serving incomes between 40-90% MOHCD AMI (30-60% TCAC AMI) targeting non-teacher SFUSD/SFCCD staff households and a 20-unit non-tax credit, moderate-income component restricted at 120% SF AMI targeting teacher households.

On July 24, 2023, MidPen Housing Corporation (“MidPen” or the “Sponsor”) was awarded up to \$20 million by MOHCD to advance the development of a new affordable educator housing project at 750 Golden Gate Avenue Phase I through the 2023 Acquisition, Predevelopment and Construction Financing for New Affordable Educator Housing NOFA, dated February 24, 2023. To meet the August 14, 2023, deadline for the State’s Excess Sites Local Government Matching Grants (“LGMG”) program, MidPen needed a commitment letter for \$20 million from MOHCD. Loan Committee approved the preliminary gap commitment on August 4, 2023, and MOHCD provided a commitment letter based on the assumptions submitted for the Educator Housing NOFA. The Project was awarded LGMG funds in September 2023. On February 2, 2024, Loan Committee approved \$3 million in predevelopment funds.

The Project is fully entitled and was awarded tax credits in August 2024. Because of specific conditions surrounding this tax credit award, the Project must close on construction financing by December 16, 2024. Construction is projected to start by December 2024 and be completed by December 2026.

Project Description:

Construction Type:	Type I	Project Type:	New Construction
Number of Stories:	8	Lot Size (acres and sf):	.34 acres / 14,850 sf
Number of Units:	75	Architect:	David Baker Architects and Min Design Studio
Total Residential Area:	90,731 sf	General Contractor:	Cahill Contractors
Total Commercial Area:	0 sf	Property Manager:	MidPen Property Management Corporation
Total Building Area:	99,065 sf	Supervisor and District:	Sup. Stefani (2)

Land Owner:	State of California		
Total Development Cost (TDC):	\$79,962,559	Total Acquisition Cost:	\$0
TDC/unit:	\$1,066,167	TDC less land cost/unit:	\$1,066,167
Loan Amount Requested:	\$20,000,000	Request Amount / unit:	\$266,667
HOME Funds?	N	Parking?	Y* (25 spaces)

*State funding requires that the project includes parking for state EDD employees which cannot be used by residents.

PRINCIPAL DEVELOPMENT ISSUES

- **Higher Total Development Cost (“TDC”).** The previous predevelopment loan evaluation used pricing from November 2023 based on assumptions from a similar MidPen project at 850 Turk. Since then, 750 Golden Gate Phase 1 conducted a 50% DD pricing exercise and through design the Sponsor realized this Project had more structural requirements including more concrete, deeper excavation, and a revised shoring design. This, in addition to updated pricing from the 50% DD set, has led to \$7 million in increased hard costs since predevelopment budget in early 2024 but the MOHCD gap has not increased. See Sections 4.4 and 6.5.
- **Timeline to close and potential for additional costs.** Since the Project must close by December to maintain its DDA status for tax credits, the development team has moved through design and permitting much faster than most MOHCD projects. While the Project is at 70% CDs, the last pricing exercise is from 50% DDs in April 2024. There may be more costs once the draft GMP construction contract is finalized in October, but the Sponsor and MOHCD believe there is enough contingency and savings to offset any potential cost increases due to limited major design changes, downward pressure on subcontractor bid costs, potential decreases in loan interest rates, and value engineering savings. See Section 6.5.5.
- **Waivers:** The Sponsor is requesting waivers from MOHCD’s underwriting guidelines for higher hard cost contingency given the early design pricing estimate and higher developer fee given the complexity of the two financing structures and parcel divisions. See Sections 6.5.5 and 6.5.6.

SOURCES AND USES SUMMARY
TAX CREDIT PROJECT – 55 UNITS

Predevelopment Sources	Amount	Terms	Status
MOHCD Loan	\$3,000,000	55 yrs @ 3% / Res Rec	Committed
Sponsor Funds	\$366,707	0% paid back through equity @ closing	Committed

Permanent Sources	Amount	Terms	Status
MOHCD Loan	\$11,230,000	55 yrs @ 3% / Res Rec	This Request
Permanent Loan	\$6,606,000	35 yr amort @ 6.20% (17-year term)	Not Committed
Tax Credit Equity	\$29,167,209	\$0.96 pricing	Not Committed
HCD LGMG	\$7,333,333	Grant	Committed
HCD IIG	\$887,350	Grant	Committed
GP Equity	\$4,221,000		Committed
Deferred Dev Fee	\$1,500,000		Deferred
Total	\$60,944,892		

Permanent Uses	Amount	Per Unit	Per SF
Hard Costs	\$45,038,262	\$818,877	\$1,501
Soft Costs	\$8,006,630	\$145,575	\$267
Reserves	\$279,000	\$5,073	\$9
Developer Fee	\$7,621,000	\$138,564	\$254
Total	\$60,944,892	\$1,108,089	\$2,032

SOURCES AND USES SUMMARY
MODERATE INCOME PROJECT – 20 UNITS

Permanent Sources	Amount	Terms	Status
MOHCD Loan	\$8,770,000	55 yrs @ 3% / Res Rec	This Request
Permanent Loan	\$4,721,000	35 yr amort @ 5.95% (17-year term)	Not Committed
Sponsor Loan	\$1,000,000	20 yrs @ 5% / Res Rec	Committed
HCD LGMG	\$2,666,667	Grant	Committed
HCD IIG	\$1,860,000	Grant	Committed
Total	\$19,017,667		

Permanent Uses	Amount	Per Unit	Per SF
Hard Costs	\$15,853,667	\$792,683	\$792
Soft Costs	\$2,419,000	\$120,950	\$121
Reserves	\$145,000	\$7,250	\$7
Developer Fee	\$600,000	\$30,000	\$30
Total	\$19,017,667	\$950,883	\$950

1. BACKGROUND

1.1. Project History Leading to This Request.

On January 15, 2019, Governor Gavin Newsom signed Executive Order (“EO”) N-06-19 which allows housing production on excess state-owned properties (“Excess Sites”). The EO authorizes the Department of General Services (“DGS”) and Department of Housing and Community Development (“HCD”) to identify and

prioritize excess site properties for multifamily affordable housing projects with 50% of the units affordable at 80% HCD AMI or below.

In May 2021, the State of California through DGS and HCD selected MidPen to develop two State-owned sites in San Francisco located at 850 Turk and 750 Golden Gate Avenue. DGS required that parking be replaced for State employees on both sites. On February 24, 2023, MOHCD issued a NOFA for educator housing. MidPen applied for educator housing funds for the first phase of the 750 Golden Gate excess site. On July 24, 2023, MidPen was awarded up to \$20 million in MOHCD Educator Housing funding (2019 GO Bond funds) for the first phase of Golden Gate Avenue. In August 2023, MidPen applied for the State's Local Government Matching Grants (LGMG) Program as a State Excess Site and on September 18, 2023, was awarded \$10,000,000.

Under MidPen's proposal, the Golden Gate Avenue site will create a total of 171 homes in two phases. The 75-unit Educator Phase I Project consists of 7 studios, 33 one-bedrooms, 21 two-bedrooms (including 1 manager's unit), and 14 three-bedrooms. A future second phase consists of an additional 96 homes. This two-phase approach has been structured to best align the development with the current financing landscape (to secure tax credits) and community objectives. The Project is at 70% Construction Drawings (CDs) and received a CDLAC award in August 2024. The Sponsor expects to start construction in November 2024, complete construction in December 2026, and complete lease up May 2027.

The Golden Gate Avenue location's Difficult to Develop Area ("DDA") status, as determined by HUD, expired on 12/31/22. DDA status gives the project a 30% basis boost in both the 4% and 9% tax credit programs, which translates to approximately \$5MM in additional tax credit equity for Golden Gate Avenue Phase 1. TCAC issued a memo on 11/14/22 that allowed projects set to lose their DDA status in 2023 to maintain their eligibility for the basis boost if CDLAC received a complete application for the project by 12/16/22. The memo stated that CDLAC will allow up to 18 months (i.e. by 6/30/24) for applicants and sponsors to secure a CDLAC allocation and maintain the basis boost. In addition, the bonds must be issued within 730 days from the date the complete application was submitted (i.e. by 12/15/24). Subsequently in late 2023 when CDLAC was discussing changing the 4% application deadlines for 2024, the issue of the expiring DDA projects' deadline to secure a bond allocation was flagged to both TCAC and CDLAC staff. CDLAC adjusted the 6/30/24 deadline to allow applicants to the 1st 2024 bond round (due 4/23/24) to still be eligible for the basis boost if not awarded bonds until 8/7/24. The 12/16/24 deadline for bond issuance is a HUD requirement which cannot be adjusted. All said, the Project must close construction financing by 12/16/2024.

MidPen applied to CDLAC for Golden Gate Avenue Phase 1 by the 12/16/22 deadline with CMFA as the bond issuer and received a reservation letter from TCAC on 12/28/22. MidPen applied for 4% tax credits and bonds on April 23, 2024, with MOHCD as the bond issuer. The Project received a bond allocation in August 2024.

1.2. Applicable NOFA/RFQ/RFP. (See Attachment E for Threshold Eligibility Requirements and Ranking Criteria)

On February 24, 2023, MOHCD issued a \$32 million Notice of Funding Availability (NOFA) to develop affordable rental and homeowner housing for educators including acquiring, developing and constructing sites in San Francisco. MOHCD issued the NOFA to facilitate, economize and streamline the process to develop affordable housing for education employees. The NOFA aligned with MOHCD's ongoing racial equity work, 5-year Consolidated Plan and the City's Housing Element.

A selection panel of five staff with expertise in affordable housing finance and construction from MOHCD, SFUSD and SF OCII evaluated respondents. Five unique developer teams responded to the NOFA for rental housing (and two for homeowner housing) with four meeting minimum qualifications. This Project, Golden Gate Avenue Educator Housing Phase 1, met minimum threshold eligibility requirements and was the highest scoring Rental Developer Team with 87.8 points. MOHCD selected MidPen and awarded the Sponsor \$20 million on July 24, 2023, pending Loan Committee, Board of Supervisors, and Mayor approval.

1.3. Borrower/Grantee Profile. (See Attachment B for Borrower Org Chart; See Attachment C for Developer Resume and Attachment D for Asset Management Analysis)

1.3.1. Borrower. The Project is being financed as two projects with two unique ownership entities. The predevelopment loan Borrower is currently MP Golden Gate Avenue Associates, L.P. (Tax Credit Project). At closing, funds will be disbursed to two Borrowers including MP Golden Gate Avenue Associates, L.P. (Tax Credit Project) and MP GGA Moderate LLC (Moderate Income Project). A portion of the predevelopment loan will be assigned to MP GGA Moderate LLC (Moderate Income Project) at closing. MOHCD will draft and execute three loan agreements to three Borrowers: one to the LIHTC LP, one to the moderate LLC and one to Mid-Peninsula Hermanas, Inc. for IIG funds to the garage parcel.

Although 750 Golden Gate Avenue – Phase I Educator Housing is being financed as two projects with two ownership entities, architectural design, environmental review, and permitting will be completed as one project. The cost split between the two projects will be a pro rata share of the costs based on the unit split per project and parcel – the LIHTC parcel with 55 units and the moderate parcel with 20 units.

1.3.2. Joint Venture Partnership. The state originally selected both MidPen and Tishman Speyer to develop the two Excess Sites projects as an affordable LIHTC project (850 Turk) and a market rate project (750 Golden Gate). They were selected concurrently as part of a single joint application with the State. Tishman Speyer brought experience with Type I construction and buildings over five stories with which MidPen had limited experience. As the COVID pandemic affected the local economy and rents declined in the City, Tishman Speyer determined that a market rate development at Golden Gate Avenue was no longer feasible. MidPen and Tishman Speyer agreed to restructure the program so that Tishman Speyer will serve as a co-developer but will not be party to either projects' borrowing, ownership or Partnership entities. The parties have

entered into a Development and Co-Funding Agreement dated March 1, 2022, for the development of the Excess Sites. The Agreement outlines MidPen’s lead role as the Project developer and Tishman’s role as a development consultant, particularly in the areas of entitlement and cost containment for Type I buildings. Tishman Speyer has funded 20% of predevelopment costs across 750 Golden Gate Phases 1 and 2 and 850 Turk but is otherwise not involved with 750 Golden Gate Phase 1. The Project stopped drawing Tishman Speyer funds once it started drawing in MOHCD predevelopment funds.

1.3.3. Demographics of Board of Directors, Staff and People Served.

	Gender Identity	Race
MidPen Housing Corp Board	73% Female 17% Male	Asian: 27% African American: 13% White: 47% Hispanic or Latino: 13%
MidPen Housing Corp All Staff	58% Female 42% Male	Asian: 17% African American: 9% White: 23% Native Hawaiian/Other Pacific Islander: 1% Hispanic or Latino: 42% Not Specified: 8%
MidPen Housing Corp Dev Staff	78% Female 22% Male	Asian: 24% African American: 4% White: 41% Hispanic or Latino: 18% Not Specified: 13%

1.3.4 Racial Equity Vision. The principles of diversity, equity, inclusion, and belonging (“DEIB”) are core to the founding of MidPen and the Sponsor notes are integrated into all facets of the organization. In 2018, MidPen began work with The Winters Group, a globally recognized DEIB consultant, to formally create a culture of diversity, equity, inclusion, and belonging at MidPen. MidPen committed to changing hiring requirements to eliminate minimum educational requirements, modifying screening questions and other practices that could inadvertently screen out BIPOC applicants. MidPen is working to expand representation among senior leadership and committed to increasing BIPOC representation in senior leadership and Board of Directors. Based on this strategy, as of January 2021, MidPen’s Board of Directors is more than 50% BIPOC.

In addition, MidPen Housing formed its own Collective Voices for Equity Council (“the Council”) to embed, monitor, and celebrate DEIB principles at MidPen. The Council is comprised of MidPen staff throughout the organization; each member of the Council was selected through an extensive nomination and interview process because of their passion for both DEIB work and MidPen’s mission. Meeting monthly, the Council engages in intensive learning and intense conversations to

develop a solid framework to engage, educate, and ultimately embed DEIB into everything MidPen does internally and externally.

The Council's racial equity vision statement includes the following:

- To cultivate a diverse workforce that represents the communities MidPen serves
- To increase cultural appreciation among MidPen employees and throughout MidPen's communities
- To create an environment where every person feels valued, included, and that they belong
- To ensure that all MidPen employees and residents have equal opportunities to advance in their lives

1.3.5 Relevant Experience. MidPen is currently developing San Francisco's first educator housing development, known as Shirley Chisholm Village, located in the Sunset neighborhood, which is projected to finish construction in September 2024. MidPen is also developing 850 Turk, a MOHCD-funded project which is scheduled to start construction in April 2025. MidPen has developed and operated over 100 communities in the Bay Area with more than 8,700 rental units for working, low-income families, seniors, and special needs households since it was formed in 1970. Currently, MidPen has 797 units entitled and 321 units under construction. MidPen Housing also includes MidPen Property Management and MidPen Resident Services which will provide property management and Resident services once the project is in operations.

1.3.6 Project Management Capacity. Staff members assigned to 750 Golden Gate Avenue Phase I are:

Joanna Carman, Senior Vice President of Housing Development (12.5% of time dedicated to both Golden Gate Avenue projects) - Joanna oversees a team of project managers and associates, providing guidance and oversight throughout all phases of the development process, including site acquisition, entitlements, financing, and construction. Before joining MidPen, Joanna worked as an Associate Director at Eden Housing Inc., where she managed a portfolio of projects from feasibility through construction.

Lauren Fuhry, Project Manager (50% of time dedicated to both Golden Gate Avenue projects) - Lauren joined MidPen in 2020 and played an integral role in the predevelopment of the Shirley Chisholm Village project. Lauren currently manages Fair Haven commons, a recently completed 72-unit new construction project in Fairfield, and Washington Commons, a 50-unit new construction project in Petaluma, in addition to the Golden Gate Avenue projects.

Claire Kostohryz, Associate Project Manager (50% of time dedicated to both Golden Gate Avenue projects) - Claire joined MidPen in 2022 after working on Business Development at BRIDGE Housing for three years. Claire is also working on the construction and lease up of Kiku Crossing, a 225-unit affordable housing development in the City of San Mateo.

1.3.7 Past Performance. MOHCD’s Community Development team confirmed that there are no identifiable past performance issues. This will be MidPen’s second development in San Francisco.

1.3.7.1 City audits/performance plans. There are no performance issues associated with the Sponsor.

1.3.7.2 Marketing/lease-up/operations. There are no marketing or lease up performance issues. Lease up efforts related to MidPen’s first San Francisco project, Shirley Chisholm Village (“SCV”), are proceeding well. MOHCD’s leasing team notes that SCV started marketing in February 2024 and has met with the Sponsor monthly for over a year and finds them to be well prepared and properly staffed. The Sponsor has worked with SFUSD through the process as well.

MidPen has a total of 19,532 residents living at its properties and owns 8,784 units of affordable housing. The below chart represents the percentage of people currently living in MidPen owned and managed properties across 10 counties in the Bay Area, disaggregated by race.

Race
<u>Asian:</u> 15.67%
<u>African American:</u> 8.40%
<u>White:</u> 14.05%
<u>Native Hawaiian/Other Pacific Islander:</u> 0.74%
<u>Hispanic or Latino:</u> 46.64%
<u>Not Specified:</u> 10.94%
<u>Other:</u> 2.97%
<u>American Indian or Alaska Native:</u> 1.60%

In 2021, there were 14 evictions in MidPen’s 7,684-unit portfolio. Below is a chart of the number of evictions disaggregated by race.

Race
<u>Asian:</u> 0
<u>African American:</u> 2
<u>White:</u> 6
<u>Native Hawaiian/Other Pacific Islander :</u> 0
<u>Hispanic or Latino:</u> 0
<u>Not Specified:</u> 6
<u>Other:</u> 0
<u>American Indian or Alaska Native:</u> 0

2. SITE (See Attachment E for Site map with amenities)

Site Description	
Zoning:	NCT-3 (Moderate Scale Neighborhood Commercial Transit District)
Maximum units allowed by current	N/A - No residential density limit by lot area. Density restricted by physical envelope controls of height, bulk, setbacks, open space, exposure and other applicable controls

zoning (N/A if rehab):	of this and other Codes, as well as by applicable design guidelines, applicable elements and area plans of the General Plan, and design review by the Planning Department.
Seismic (if applicable):	Not within an area of Seismic Hazard for Landslide or Liquefaction
Soil type:	Soils at the Site are characterized as Class D, Urban Land, indicating clayey soils with very slow infiltration rates, a high-water table or are near to an impervious layer. The Environmental Database Resources, Inc. (EDR) report identifies the geology in the general area of the target property as Upper Mesozoic rocks from the Mesozoic era in the category of Eugeosynclinal Deposits.
Environmental Review:	Phase I – 12/3/2021 Phase II – 2/7/2022 CEQA Class 32 Exemption – 4/8/2022
Adjacent uses (North):	North (across Elm Street) - midrise commercial/residential buildings
Adjacent uses (South):	South (across Golden Gate) - public institution uses (Civic Center Secondary School), midrise residential building, including Mary Helen Rogers Senior Community to SE.
Adjacent uses (East):	East (across Franklin) - Opera Plaza, supports a variety of commercial uses (offices, restaurant, retail) and apartments.
Adjacent uses (West):	West (adjacent) - mid-rise commercial building
Neighborhood Amenities within 0.5 miles:	Parks: James P. Lang Athletic fields, Jefferson Square Park Medical Clinics: San Francisco Community Health Center Tenderloin, BAART Community Healthcare, North East Mid-Cal Services, CPMC Van Ness Campus Pharmacy: Walgreens Supermarket: Safeway Library: SF Public Library Main Branch
Public Transportation within 0.5 miles:	Muni: 38,19,5 BRT/Rail: 38R, 49, Muni Rail Lines at Van Ness
Article 34:	Article 34 authorization granted July 27, 2023.
Article 38:	Not Exempt. This location falls within the Exposure Zone Map Area. https://www.sfdph.org/dph/files/EHSdocs/AirQuality/AirPollutantExposureZoneMap.pdf
Accessibility:	12 units, or 15%, will be mobility accessible; 8 units, or 10%, will have Hearing and Visual Aid features; 75 units, or 100%, will be adaptable
Green Building:	The Project will meet at least minimum requirements for GreenPoint rating
Recycled Water:	Exempt
Storm Water Management:	Preliminary Stormwater Control Plan approved by SFPUC 4/1/24. Final SCP to be submitted in Q1 2025 along with Stormwater/Landscape Addendum.

2.1. Description.

The Golden Gate Avenue Phase I – Educator Housing Project is part of the full 0.68 acre 750 Golden Gate Avenue Site, which consists of four contiguous parcels under ownership of DGS. Most of it is currently used by the California Employment Development Department (EDD) for employee and public parking and will continue to

be used for parking until construction commences. 750 Golden Gate Phase I will utilize the western .34-acres of the Site that is already vacant.

The infill Site is generally rectangular and gently sloping from north to south, and the total Site is 0.68 acres, or 29,700 square feet. The Site is developed with two asphalt surface parking lots surrounded by a chain-link fence. There is a small existing structure for a parking lot attendant. The Site is bounded by Elm Street to the north, Franklin Street to the east, and Golden Gate Avenue to the south.

2.2. Zoning.

Since 750 Golden Gate Avenue is a State-owned site, DGS exercised State Sovereignty which allowed the Sponsor to bypass local planning and zoning ordinances. Both this Project's and 750 Golden Gate Avenue Phase II's CEQA process required a Class 32 Exemption which received State approval in April 2022. The CEQA approval serves as the Project approval, and there is no separate entitlement needed. While State Sovereignty allowed the team to bypass San Francisco planning and zoning requirements, the Sponsor worked to ensure that the design for the Project aligns with the SF Planning Code and fits in well with the neighborhood context. The design for the proposed building currently follows a contemporary architectural style and utilizes different materials, textures, and colors to increase the richness of the urban environment.

2.3. Probable Maximum Loss.

N/A

2.4. Local/Federal Environmental Review.

Since these are State-owned sites, DGS exercised State Sovereignty and issued a Class 32 CEQA Exemption in April 2022. The appeal period expired on May 13, 2022.

2.5. Environmental Issues.

- Phase I/II Site Assessment Status and Results.

Phase I assessment was completed on 12/3/2021. The assessment identified the presence of Recognized Environmental Conditions related to historic uses on Site (dry cleaner and gas station, with no evidence that gas tanks were removed from the Site). Specifically, potential contamination from historic uses poses a vapor intrusion risk.

Phase II assessment was completed on 2/17/22 and determined that the former use as a fueling station does not pose a threat to future uses on the Site; however, soil vapor sample results for chloroform and tetrachloroethene resulting from the historic dry cleaning use exceed residential Environmental Screening Levels (ESLs). Additional investigation was completed to determine if soil vapor contaminants require mitigation against vapor intrusion for future site uses. No vapor mitigation has been recommended, but as a proactive measure, a chemically treated vapor barrier will be installed on the Project's ground floor. Sampling showed soil detections of lead, arsenic, hexavalent chromium, and benzo(A)pyrene above residential soil ESLs. The found concentration may require

implementation of protective measures during construction (e.g., placement of clean soil for landscape areas, worker protection during construction, soil management procedures for offsite disposal). The Sponsor met with SF DPH in December 2023 prior to enrolling in the City's Maher program 12/22/23, and a construction soil management plan was approved by SF DPH in June 2024. The Golden Gate Avenue site was added to the Maher area map as of 1/1/24. The Sponsor budgeted \$150K for this soil management plan and associated environmental work.

- Potential/Known Hazards. The Soil Vapor Survey conducted during the Phase II assessment detected chemical contaminants (chloroform and tetrachloroethene) that could pose a vapor intrusion risk. Quantities of lead, arsenic, hexavalent chromium, and benzo(A)pyrene found on site will require protective measures during construction as outlined in the Dust Control Plan approved by SF DPH in August 2024.

3. COMMUNITY SUPPORT

3.1. Prior Outreach.

MidPen has identified key community stakeholders, including the Hayes Valley Neighborhood Association, District 5 Supervisor Dean Preston, and the facilities team at the Chinese American International School. In 2021, MidPen hosted one-on-one meetings with each stakeholder to identify known issues on the site and surrounding area as well as to understand any barriers to community engagement in the neighborhood. In 2022, the Site was located in District 5. However, the Site is now in District 2 and MidPen met with District 2 Supervisor Catherine Stefani in 2023 to discuss the project.

Working with David Baker Architects, a local design firm with a long track record of delivering high-quality housing in San Francisco, MidPen used information from these stakeholder meetings to tailor a unique community outreach program that could address local language needs, hit optimal times of day and week for increased community participation, and adhere to local customs or preferences regarding food, childcare, etc. In December 2021, MidPen held an initial community meeting and walking tour of the area to introduce the project and the development 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 2022 to engage with stakeholders, share high-level site planning progress, and collect feedback on ground floor programming and exterior building materials.

The Sponsor hosted an additional community meeting on June 12, 2024, to inform area residents about the building and future construction schedule. The Sponsor provided MOHCD with a full community outreach and communications plan in November 2023.

- #### 3.2. Future Outreach. Since general community outreach to date has been positive, MidPen will shift its focus of future resident outreach to SFUSD and SFCCD employees with whom MidPen has not yet engaged deeply. MidPen will continually update the Golden Gate project-specific website to ensure that neighbors can stay up to date on the project and an avenue to reach project staff to provide ongoing feedback.

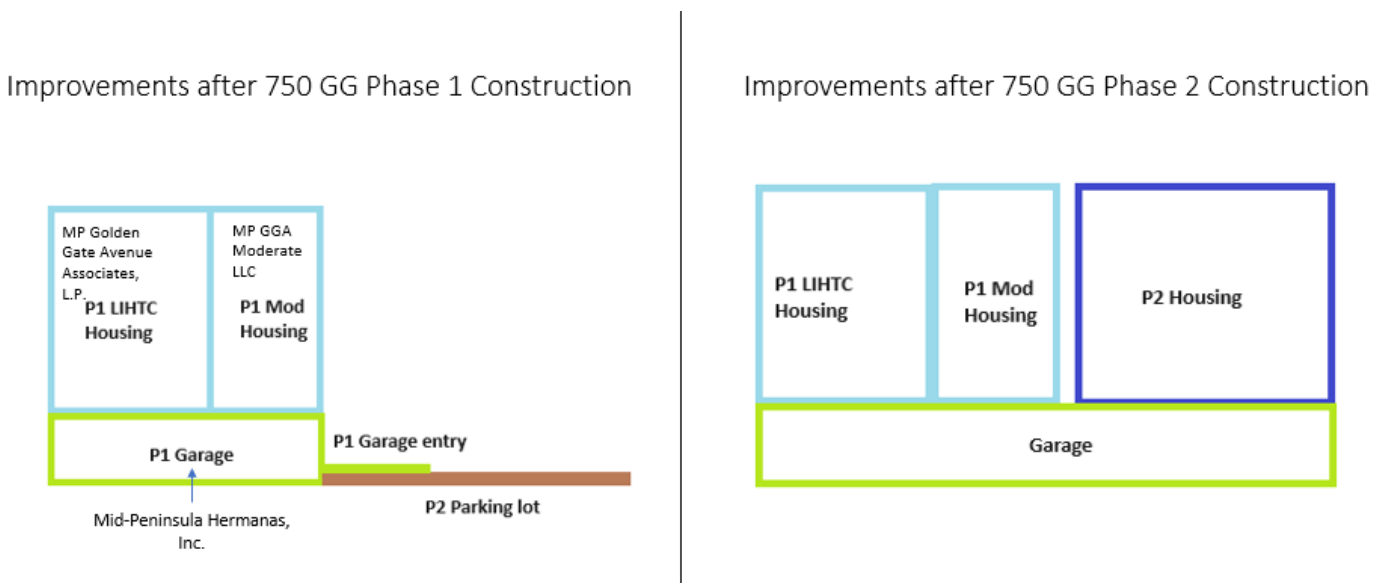
3.3. 1998 Proposition I Citizens' Right-To-Know. Chapter 79 of the City's Administrative Code requires public noticing (Prop I) for initial City-funding made to any new construction project. A Notice of Intent to Approve Funding for Affordable Housing Development was posted in November 2023.

4. DEVELOPMENT PLAN

4.1. Site Control. Lease Option Agreement with the State of California

4.1.1. MidPen has entered into an Option to Lease Agreement with the State of California which is the current owner of the Golden Gate Avenue site. The Option to Lease Agreement serves as current evidence of site control. A 99-year Ground Lease with the State will be executed at construction loan closing.

4.1.2. Proposed Property Ownership Structure

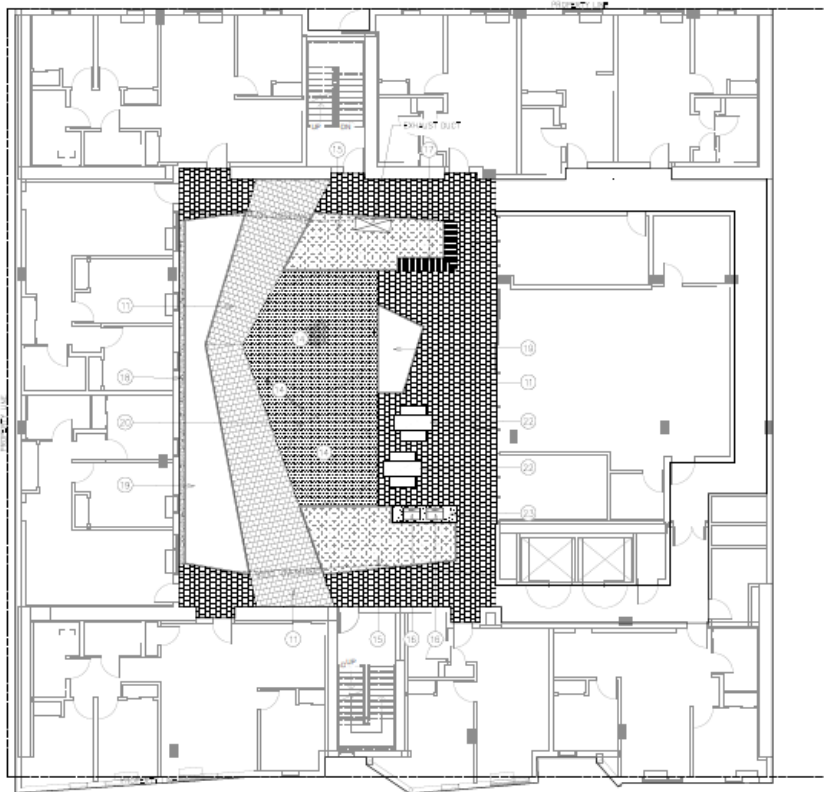


The State (DGS) will own the land and ground lease Phase 1 to MP Golden Gate Avenue Associates L.P. (tax credit residential project), MP GGA Moderate LLC (moderate-income residential project), and Mid-Peninsula Hermanas, Inc. (garage) for 99 years at \$1 per year. The L.P. and LLC will own the improvements. Due to State ownership, the City will not own the land as a ground lessor under a long-term ground lease structure. However, the land will be publicly owned by the State in perpetuity with long-term affordability provisions provided by the Excess Sites Program (EO N-06-19) which include a minimum 50% restricted affordable units consistent with Government Code 14671.2. The State will require its regulatory agreements to be recorded on title above MOHCD's Declaration of Restrictions.

The Sponsor will create separate air rights subdivisions for the tax credit and moderate-income parcels. After consulting with DPW Mapping, they submitted the draft Record of Survey ("ROS") in February 2024 and received approval on the ROS. DPW mapping also concurred that the parcels could be created through exempt conveyance by the State executing deeds to itself with the ROS attached to the deeds. The State executed the grant deeds in August 2024 and the new parcels will go on record (be created) in mid-September 2024. The four new parcels to be created are: one for the LIHTC parcel, one for the moderate parcel, one for the

parking parcel, and one for the future Golden Gate Avenue Phase 2 parcel. The ground leases for the Phase 1 parcels (LIHTC and moderate) and the garage parcel will record at construction closing in November 2024.

4.2. Proposed Design.



The Golden Gate Avenue – Phase I Educator Housing Project will be an 8-story, Type I building served by two elevators. The building design stays under 85 feet for cost effectiveness and maximizes livable area in a mid-rise building configuration. The ground floor primarily houses replacement parking for EDD (25 spaces in Golden Gate Avenue Phase I – Educator Housing) as well as common and amenity spaces for residents, while floors 2-8 will house mostly residential homes. Floor 2 will also include an outdoor landscaped courtyard sitting on top of the concrete podium. Shared indoor and outdoor amenities are incorporated to encourage socialization, promote wellness, and create a thriving and active family community.

Residential SF:	90,731
Parking SF*:	8,334
Building Total SF:	99,065

*While the parking garage is structurally integral to the Project, it will not be accessed or used by residents. EDD will lease the space back for their use.

Square footages by unit types are listed below:

Unit Type	TCAC Minimum	GGA Phase 1 (Avg)
Studio	None	352
1-BR	450	557
2-BR	600	772
3-BR	900	1089

4.3. Parking

All parking at the Project will be dedicated to California EDD employees. Per EDD preference, there will be a two-way entry drive provided for EDD staff and a total of 25 replacement parking spaces (eventually 66 total between Golden Gate Avenue Phases I and II). EDD approved the parking plan in early 2024. EDD will have maintenance and operations responsibility for the parking spaces and drive aisles via a lease back. Per the state’s requirement, MidPen will enter a 99-year ground lease with DGS for the entire property and then lease back the garage portion to EDD under a separate 99-year lease (\$1/year for each lease). The Sponsor will develop the parking but the State will operate and maintain it. MidPen will have no beneficial interest in the parking garage and is still negotiating the lease documents with the State entities with the intent to execute at construction closing. Regarding property taxes, the current plan is to prove that the State has beneficial ownership of the garages to negate property taxes. According to latest discussions with the San Francisco Assessor’s Office, ensuring that the terms of the ground lease and parking sublease match (both are 99 years), the garage will likely not be subject to property taxes. If the Assessor’s Office subsequently determines that taxes are required, then the State would be responsible to pay them. The Project team will share the draft ground lease and parking sublease, as well as a legal opinion that MidPen has no beneficial interest, with the Assessor’s Office in September 2024 to determine if property taxes will apply.

Funding for the parking at the Project will come entirely from the Infill Infrastructure Grant (IIG) award and the Local Government Matching Grant (LGMG) award (with 850 Turk and 750 Golden Gate Phase I both receiving LGMG awards). No MOHCD funds will be used to develop parking.

4.4. Construction Supervisor/Construction Representative's Evaluation

The design for Phase 1 of 750 Golden Gate is somewhat unique in MOHCD's portfolio as a relatively tall building (eight stories) given the low unit count (75). While the decision to divide the lot into two phases made sense for financing, it creates some inefficiencies across the Phase 1 and Phase 2 sites that would not have occurred if it were one single building (i.e. more elevators, stairs, trash chutes, etc.). The design is straightforward and efficient within the small footprint that was left for Phase 1 in the divided lot. The Type-I concrete structure became more costly than originally envisioned due to a code change that led to thicker walls with far more rebar than in the previous code cycle. Given the transit-rich downtown location, we would not typically expect to see a garage which would have allowed for more common areas to go to the ground floor and free up more room for units above. However, the garage is required by the State.

The design and permitting process was accelerated due to the December 2024 DDA-status tax credit deadline, resulting in less than one year between Site Permit submittal and the start of construction which may be unprecedented for a MOHCD new construction project. The permitting process has proceeded smoothly and MOHCD anticipates that the project team will be able to pull all required permits ahead of schedule, despite the accelerated timeline. Both Addenda 1 and 2 (Health/Maher and Shoring) have been approved and Addenda 3 (Foundation and Superstructure) is scheduled to be approved and pulled by early November. The quick design process led to fewer pricing exercises than MOHCD typically sees and the hard cost budget is appropriately carrying a higher contingency (roughly 9%) than is typically seen this close to construction (typically 5% if GMP is known at time of loan evaluation). Below is the timeline until final GMP:

- GC went out to bid August 1, 2024
- Bids due September 3, 2024
- GC reviews bids September 4 through October 1
- GC provides draft GMP to Sponsor October 1
- Final GMP November 5

All these factors contribute to this being a relatively expensive building compared to others in MOHCD/OCII's portfolio and pipeline, as it comes in with a construction cost that is 11% more expensive per unit, 17% more expensive per bedroom, and 36% more expensive per square foot.

4.5. Commercial Space. N/A

4.6. Service Space.

The Project is anticipated to provide an onsite office for Resident Services staff (268 sf) and a community room (1133 sf).

- 4.7. Interim Use. N/A. The site is currently a vacant and unused parking lot.
- 4.8. Infrastructure. Infrastructure will include demolition of the existing surface parking lot, trenching and utility work.
- 4.9. Communications Wiring and Internet Access. MidPen is designing the building following MOHCD’s Communications Systems Standards and Fiber to Housing Guidelines.
- 4.10. Public Art Component. The Sponsor will work with the design team, local artists, and the community to develop public art that engages the neighborhood and enhances the already vibrant ascetic. MOHCD determined the cost for public art to be roughly \$135,000.

MOHCD Committed	\$20,000,000
TDC	\$79,385,754
Hard Cost Total	\$53,352,442
Public Art Requirement Calculation	
1%	1%
Construction Cost	\$53,352,442
Percent funded by MOHCD (MOHCD Committed / TDC)	25.19%
Public Art Requirement	\$134,413

4.11. Marketing, Occupancy, and Lease-Up

This Project will be marketed to SFUSD and CCSF educators, other SFUSD and CCSF staff, and, if unleased units remain, then the general public. The 55 tax credit units, restricted to 40%-90% MOHCD AMI, are intended to prioritize SFUSD and CCSF paraeducators and the 20 moderate income units, restricted at 140% MOHCD AMI, are intended to prioritize SFUSD and CCSF educators. These preference priorities work in conjunction with other applicable preferences, as laid out in the table below.

MidPen is committed to conducting marketing and occupancy outreach for the Project in accordance with all applicable fair housing laws. MidPen will work with SFUSD, SFCCD and non-profit organizations to market this housing opportunity. Applications will be entered in the San Francisco DAHLIA lottery and subject to preferences as per City Ordinance. Below is the planned list of applicable preferences with Tier 1 for employees of SFUSD or SFCCD and Tier 2 for the general public.

Prospective Applicants:

Tier 1 – SFUSD/SFCCD Employees

Tier 2 – General public

Applicable Preferences:

Certificate of Occupancy Preference (COP)

Displaced Tenant Housing Preference (DTHP)

Neighborhood Resident Preference (NRHP)

Live or Work in San Francisco

	Certificate of Occupancy Preference (COP)	Displaced Tenant Housing Preference (DTHP)	Neighborhood Resident Preference (NRHP)	Live/Work
Tier 1	COP+SFUSD/SFCCD	DTHP+SFUSD/SFCCD	NRHP+SFUSD/SFCCD	SFUSD/SFCCD
Tier 2 /General Public	COP	DTHP	NRHP	General Public

MidPen will work with MOHCD, SFUSD and SFCCD to develop resident selection policies related to employment status, such as requirements if an SFUSD or SFCCD employee is within probationary period at intake, the status of a lease if an educator’s employment is terminated, and the status of a lease if an educator files for retirement. In collaboration with SFUSD and SFCCD, MidPen will develop a marketing plan to ensure that SFUSD/SFCCD educators and employees are aware of this housing opportunity. The Sponsor and MOHCD plan to use lessons learned from the lease up of Shirley Chisholm Village to manage this Project’s lease up and related requirements for tenant selection.

The rents of the moderate-income units are currently underwritten to be 13-23% below market. MidPen’s latest market study, dated 2/16/24, identifies the market rents to be the following:

Unit Size	Current Proposed Moderate-Income Unit Net Rent	Market Rent	Differential	120% AMI rent limit
One-Bedroom	\$2,499	\$3,231	-23%	\$3,598
Two-Bedroom	\$3,299	\$3,789	-13%	\$4,045

The Sponsor plans to acquire a new market study prior to lease up to revisit these rents and set them at an appropriate level for moderate income households.

4.12. Relocation. N/A

5. DEVELOPMENT TEAM

Development Team			
Consultant Type	Name	SBE/LBE	Outstanding Procurement Issues
Architect	David Baker Architects	N	N/A
Landscape Architect	Form/Work	N	N/A
JV/other Architect	Min Design Studio	Y	N/A
General Contractor	Cahill Contractors	N	N/A
Owner’s Rep/Construction Manager	Precision Construction Management Services, Inc.	N	N

Financial Consultant	California Housing Partnership	N	N
Legal	Gubb & Barshay	N	N
Property Manager	MidPen Property Management Corporation	N	N/A
Services Provider	MidPen Resident Services Corporation	N	N/A

5.1. Procurement Plan.

Prior to receiving an IIG award from the State in February 2022, the Project had not received any MOHCD funding and was therefore not subject to the City’s Contract Monitoring Division (CMD) requirements for Small Business Enterprise (SBE) and Local Business Enterprise (LBE) contracting. While MidPen maintained an internal goal of 20% SBE/LBE for all contracts, the IIG award triggers MOHCD’s SBE policy for this Project. CMD approved the Procurement Plan in October 2023, which outlines a commitment to meet or exceed 20% SBE program participation for professional services contracting and 20% SBE program participation for construction period services.

CMD permitted MidPen to retain Precision Construction Management Services, Inc., as the owner’s rep/construction manager as Precision was contracted to serve on the Project before it received the IIG award. David Baker Architects was selected via an RFP which closed on August 7, 2023, and Min Design Studio was selected as associate architect. MidPen conducted a General Contractor RFP in November and selected Cahill Contractors on December 1, 2023. Currently, 40% of pre-development contracts are executed with SBE/LBE firms. The Sponsor anticipates roughly 21% of construction period services will be SBE but will not have that number finalized until after Guaranteed Maximum Pricing in October 2024.

5.2. Opportunities for BIPOC-Led Organizations.

The Sponsor generally targets an internal goal of hiring 20% local and small businesses and prioritized hiring Minority Business Enterprises/Women-owned Business Enterprises consultants. Since 2018, the Sponsor has collected extensive data from vendors to certify them as small, minority, women, veteran, or disabled owned businesses, and is working to add new and diverse vendors to that pool. Currently 16% of the Sponsor’s vendors meet this designation. In addition to hiring women-, minority-, and veteran-owned businesses directly, the Sponsor has a strong track record of working with General Contractors to conduct outreach programs targeted toward local and small businesses. For example, the Sponsor teamed up with J.H. Fitzmaurice as the General Contractor for the Wood Street project in Oakland due to their strong local Union shop relationships and their successful track record in complying with labor requirements. On that project, J.H. Fitzmaurice will ensure that 25% of the work performed or purchased is provided by Small Local Business Enterprises (SLBE), out of the overall minimum 50% to be performed by certified Local Businesses Enterprises (LBE).

Finally, on the Paseo Estero and Foon Lok West projects in Oakland, the Sponsor worked closely with their General Contractor to engage and hire local and small

subcontractors, meeting the City of Oakland’s ambitious hiring goals. The General Contractor’s on-site management staff also monitored the subcontractor’s workforce each day and provided monthly certified payroll reports. Each subcontractor who could not supply at least 50% Oakland-based workforce would send in a “Job Request and Referral Form” indicating the number of local workers needed and their required skills. The Sponsor plans to implement a similar process for the Berryessa/North San Jose Transit Center. Foon Lok West is also being constructed under the County of Alameda’s Measure A1 Project Labor Agreement.

6. FINANCING PLAN (See Attachment F for Cost Comparison of City Investment in Other Housing Developments; See Attachment G and H for Sources and Uses)

6.1. Prior MOHCD/OCII Funding:

Loan Type/ Program	Loan Date	Loan Amount	Interest Rate	Maturity Date	Repayment Terms	Amount Drawn
Predevelopment	July 2, 2024	\$3,000,000	3%	57 years from recorded DOT	Residual Receipts	\$1,602,006

6.2. Disbursement Status. The last draw was July 30, 2024, and \$1,397,994 are remaining for disbursement.

6.3. Fulfillment of Loan Conditions. The loan conditions below are from the preliminary gap loan evaluation from August 2023.

1. The Sponsor will consult with SFUSD and SFCCD to incorporate their feedback into unit mix AMLs prior to CDLAC application.

Status: Complete.

2. The Sponsor will include MOHCD as necessary in negotiations with DGS for the EDD parking lease.

Status: Complete.

3. The Sponsor must provide MOHCD with information outlining cost containment, efficiencies and innovation strategies to reduce overall project costs and maximize efficiency of MOHCD gap loans. At 50% Design Drawings submittal in March 2024, the Sponsor will deliver to MOHCD new MOHCD and proformas for the LIHTC and moderate projects, VE logs, specific cost containment strategies, redlined design documents and any savings in the budget. Sponsor will submit the same items for 50% Construction Drawings in May 2024 and after going to bid in July 2024.

Status: Complete. Sponsor has provided budgets for design sets and will provide updated budget at GMP in October.

4. The Sponsor and MOHCD will update property management staffing levels if needed by the time the Project applies for Round 1 CDLAC in April.

Status: Complete.

5. Sponsor will continue to work with MOHCD to prepare temporary and permanent power applications. If it is decided that the Project must apply as WDT and the Sponsor still plans to apply for R1 CDLAC, Sponsor will provide detailed plan on how they will mitigate six-month delay, added costs and still start construction by the December 16, 2024, deadline.

Status: Complete. PGE and PUC approved Project's PGE retail application and the Sponsor does not anticipate any delays from power energization.

6. Sponsor will return to Loan Committee prior to final gap approval for IIG grant agreements approvals for three projects receiving IIG funds (Golden Gate Avenue Phases I and II and 850 Turk).

Status: Complete. After consulting with the City Attorney, MOHCD no longer requires separate IIG approvals. IIG amounts will be included in each project's (750 Golden Gate Phase 1, Phase 2 and 850 Turk) approval and loan documents.

7. As stated in the 2023 San Francisco Educator NOFA, to be eligible for the Education Employee occupancy priority for rental units, households that apply must include at least one current SFUSD or SFCCD employee at the time that the applicant submits the application (along with meeting other income requirements). Subject to fair housing law, applications to the building lottery or waitlist may also be accepted from households not employed by SFUSD or SFCCD, though consideration for any non-Education Employee applicant will only occur after unit has been offered to an eligible applicant from the lottery or waitlist.

Status: This is the current marketing and lease up plan and Sponsor will implement during lease up.

8. Sponsor must provide MOHCD with detailed monthly updates via the MOH Monthly Project Update, including on:
 1. Community outreach completed, and
 2. Outcomes achieved related to racial equity goals.

Status: Ongoing.

9. Sponsor must provide MOHCD with a services plan and proposed staffing levels that meet MOHCD underwriting standards prior to gap loan approval. Any changes to the current proposed staffing will need to be presented to MOHCD at least 90 days prior to gap loan approval.

Status: Complete.

8. Sponsor must: a) provide for MOHCD review of the Request for Proposals (RFP) for equity investors and lenders before it is finalized and distributed; b) provide for MOHCD review of all raw financial data from developer or financial consultant prior to selection; c) provide for MOHCD review and approval of all selected investors and lenders; and, d) provide for MOHCD review and approval of all Letters of Intent from financial partners.

Status: Complete.

9. Sponsor must provide initial draft marketing plan within 12 months of anticipated TCO, outlining the affirmative steps they will take to market the project to the City’s preference program participants, including COP Holders, Displaced Tenants, and Neighborhood Residents, as well as how the marketing is consistent with the Mayor’s Racial Equity statement and promotion of positive outcomes for African American San Franciscans.

Status: To be provided within 12 months of TCO.

10. Sponsor must provide quarterly updated response to any letters requesting corrective action.

Status: Ongoing.

6.4. Proposed Permanent Financing

6.4.1. Permanent Sources Evaluation Narrative. The Borrower proposes to use the following sources to permanently finance the project:

Tax Credit Project (55 units)

- Private mortgage (\$6,606,000): Lender Silicon Valley Bridge Bank, assuming 6.20% interest rate and 35-year amortization / 17-year term.
- 4% Tax Credit Equity (\$29,167,209): Investor National Equity Fund, Inc., assuming \$0.96 pricing and does not require state tax credits.
- HCD IIG Grant (\$887,350): Grant. The total IIG grant of \$8,091,600 for the Qualified Infill Area (QIA) was awarded on February 9, 2023, and is divided between 750 Golden Gate Phase I, 750 Golden Gate Phase II and 850 Turk. The City and the Sponsor will include IIG funds as part of the MOHCD loan agreements for each project. The breakdown of IIG across Excess Sites projects is as follows:

750 GG Phase 1	\$2,747,350
850 Turk	\$2,817,000
750 GG Phase 2	\$2,527,250
Total	\$8,091,600

LIHTC Project	\$887,350
Moderate Project	\$1,860,000
Total 750 GG Phase 1 IIG	\$2,747,350

The Sponsor intends to start drawing IIG funds with the first construction draws and will use LGMG funds to bridge funding until IIG reimbursements are issued.

- HCD Local Government Matching Grants (LGMG) Program (\$7,333,333): Grant. No additional affordable restrictions besides those provided by Excess Sites program.

- MOHCD Loan (up to \$11,230,000): 55-year term from conversion, 3% simple interest, residual receipts loan.
- General Partner Equity (\$4,221,000): Since developer fee and GP equity are counted as basis, the Sponsor plans to take basis on this \$4.2M contribution for more tax credit equity.
- Construction Loan (\$32,133,000): While not a permanent source, the assumed construction loan terms are 30 months with a 5.50% interest rate: swap indicative at 3.75%, spread at 1.55%, and cushion at 0.20%.

Moderate-Income Project (20 units)

- Private mortgage (\$4,721,000): Lender Silicon Valley Bank, 5.95% interest rate and 35-year amortization / 17-year term.
- HCD IIG Grant (\$1,860,000): Grant. The total IIG grant of \$8,091,600 for the Qualified Infill Area (QIA) was awarded on February 9, 2023, and is divided between 750 Golden Gate Phase I, 750 Golden Gate Phase II and 850 Turk. The breakdown of IIG across Excess Sites projects is as follows:

750 GG Phase 1	\$2,747,350
850 Turk	\$2,817,000
750 GG Phase 2	\$2,527,250
Total	\$8,091,600

LIHTC Project	\$887,350
Moderate Project	\$1,860,000
Total 750 GG Phase 1 IIG	\$2,747,350

The Sponsor intends to start drawing IIG funds with the first construction draws and will use LGMG funds to bridge funding until IIG reimbursements are issued.

- HCD Local Government Matching Grants (LGMG) Program (\$2,666,667): Grant. No additional affordable restrictions besides those provided by Excess Sites program.
- MOHCD Loan (up to \$8,770,000): 55-year term from conversion, 3% simple interest, residual receipts loan.
- Sponsor Loan (\$1,000,000): 20-year term paid through 90% residual receipts on the moderate project until loan is repaid. The Sponsor is requesting a waiver for the residual receipt split for the moderate project which MOHCD staff recommends given the Sponsor is utilizing its own capital and cannot exceed \$20 million in MOHCD funds. .
- Taxable Construction Loan (\$4,169,066): While not a permanent source, the assumed construction loan terms are 30 months with a 5.58% interest rate: swap indicative at 3.68%, spread at 1.70%, and cushion at 0.20%.

6.5.2 CDLAC Tax-Exempt Bond Application:

CDLAC Self-Score	
Opportunity Map Resource Level	Moderate Resource
TCAC Housing Type (new construction only)	Large Family
Bond Allocation Request Amount	\$32,133,000
Total Self-Score (out of 120 points)	119
Tiebreaker Score	116%

The Project received its CDLAC award in August 2024.

6.5.3 HOME Funds Narrative: N/A

6.5.4 Commercial Space Sources and Uses Narrative: N/A

6.5.5 Permanent Uses Evaluation:

Development Budget		
Underwriting Standard	Meets Standard? (Y/N)	Notes
Hard Cost per unit is within standards	N	\$818,877/unit for LIHTC project. \$792,683/unit for Moderate project. \$811,986/unit total which is 11% higher per unit than similar MOHCD projects. See Section 4.4.
Construction Hard Cost Contingency is at least 5% (new construction) or 15% (rehab)	N	Hard Cost Contingency is 9.5% for LIHTC project and 8.5% for moderate project. The Sponsor is holding extra contingency until GMP in October and requests a waiver from MOHCD Guidelines. See below.
Architecture and Engineering Fees are within standards	Y	Architecture and Engineering fees are \$2,193,500 for LIHTC and \$682,500 for moderate project (with \$250K joint trenching and enviro removed). Total fees are \$3,126,000. This is \$600K higher than predev due to shift from SD to 50% DD.
Construction Management Fees are within standards	Y	Total is \$200,000 (\$158K for LIHTC, \$42K for Moderate) which is within MOHCD Guidelines.
Developer Fee is within standards, see also disbursement chart below	N	Project management fee: \$1,250,000 At risk fee: \$1,250,000 Deferred fee: \$1,500,000 GP equity: \$4,221,000 Commercial fee: \$0

		<p>Total fee: \$8,221,000</p> <p>The Sponsor is requesting \$2.5M in cash out fee which is above MOHCD standards. Given the complexity of managing two projects (the tax credit and moderate) the Sponsor requests this increase for Loan Committee approval. See Section 6.5.6.</p>
<p>Consultant and legal fees are reasonable</p>	<p>Y</p>	<p>Consultant fees total \$150,000 for both projects and Borrower legal fees total \$355,000 for both projects. Consultant is charging fees for two projects (LIHTC and moderate) which adds to costs.</p> <p>Legal fees are also higher than other projects due to the complexity of two projects and multiple state funding sources and ground leases. The Sponsor is also holding \$75K budgeted for shoring negotiations with the SF Credit Union neighbor.</p>
<p>Entitlement fees are accurately estimated</p>	<p>Y</p>	<p>Entitlement fees are \$800,000.</p>
<p>Construction Loan interest is appropriately sized</p>	<p>Y</p>	<p><u>LIHTC</u>: 30 months at 5.50% (TE) with interest \$1,800,000</p> <p><u>Moderate</u>: 30 months at 5.58% (taxable) with interest \$252,159</p> <p>Total construction interest: \$2,052,159 See below for more detail.</p>
<p>Soft Cost Contingency is 5-10% per standards</p>	<p>Y</p>	<p>Soft Cost Contingency is 7.5% for both LIHTC and Moderate projects.</p>
<p>Capitalized Operating Reserves are a minimum of 3 months</p>	<p>Y</p>	<p>Capitalized Operating Reserve is equal to 3 months operating expenses and debt service.</p>

Hard costs: Total development costs rose by roughly \$10 million since the predevelopment loan evaluation in February 2024. Most of these costs can be attributed to \$7.5 million in increased hard costs. The Sponsor notes that the predevelopment budget used numbers from the GC RFP in November 2023 based on assumptions from 850 Turk and when design was conceptual. After completing more design work, the development team learned that the Project is subject to new building code and structural requirements that are substantially greater than 850 Turk assumptions. Not only did this require more concrete throughout the building, thicker walls, and more rebar, but also significantly increased the foundation thickness and created more intense shoring design with neighbor tie-backs (anchoring support system).

The current proforma reflects 50% DD pricing from April 2024 when the GC priced the building. Even with the increase in hard costs, the MOHCD gap remains the same due to more tax credit equity from additional LIHTC units, better loan interest rates and a Sponsor

loan. The Sponsor and MOHCD believe that even though pricing at such an early design stage does not provide the most accurate budget, the current budget is appropriate for the following reasons:

1. Budget is carrying higher than normal hard cost contingencies (see below) for a roughly \$1.3M cushion.
2. There have been limited major design changes that would significantly affect costs since the 50% DD pricing in April.
3. Hard costs are no longer escalating, and the construction slowdown has exerted downward pressure on subcontractor bids compared to April of this year which the Sponsor believes will lead to more competitive pricing (more bidders for the same scopes of work).
4. Construction and permanent loan rates have softened since early 2024 and may fall further by closing in November, which could allow the projects to leverage more debt.
5. A major unknown cost for PGE power became known in August and is included in the budget – the temporary power contract is \$400K and permanent power costs will be less than \$100K.
6. \$1.3M in VE changes were approved after the April 50% DD estimate that are incorporated in the 70% CD set which means if everything else is held constant then GMP may be \$1.3M lower (or at least help offset other potential cost increases).

Hard cost contingency: The Sponsor is holding an additional 4.5% hard cost contingency for the LIHTC project and 3.5% contingency for the moderate project above the 5% allowed by MOHCD’s Guidelines (totaling 9.5% and 8.5% respectively). The extra contingency is added given the aggressive design schedule and since GMP will not be finalized until mid-October 2024 after Loan Committee. Given how quickly the Project has moved through design (achieved 50% SD in December 2023 and 50% DD in April 2024 with a November 2024 closing date), the Sponsor would like to hold extra contingency in case there is scope gap or addenda permit comments are different than what was bid and the team will need to adapt while under construction. Any unused contingency at the time of construction close will be used to reduce the MOHCD gap or the Sponsor’s loan to the moderate project (and bring more residual receipts to MOHCD).

Construction Loan interest sizing:

	Construction Loan Rate	Construction Loan Amount	Utilization Rate	Construction loan period	Interest Amt
Moderate	5.58%	\$4,166,192	N/A - using draw schedule	30 months (22 construction / 8 lease up and stabilization)	\$252,159
Tax Credit	5.50%	\$32,133,000	N/A - using draw schedule		\$1,800,000
TOTAL		\$28,015,467			\$2,052,159

Construction loan interest is relatively lower compared to other projects due to the higher amount of soft debt (MOHCD, LGMG and IIG) and 10% tax credit equity at closing. The Sponsor does not anticipate drawing from construction debt until September 2025, ten months after closing.

6.5.6 Developer Fee Evaluation: The milestones for the payment of the developer fee to the sponsor are specified below.

Total Developer Fee:	\$8,221,000	
Project Management Fee Paid to Date:	\$550,000	
Amount of Remaining Project Management Fee:	\$700,000	
Amount of Fee at Risk (the "At Risk Fee"):	\$1,250,000	
Amount of Fee Deferred (the "Deferred Fee"):	\$1,500,000	
Amount of General Partner Equity Contribution (the "GP Equity"):	\$4,221,000	
Milestones for Disbursement of that portion of Developer Fee remaining and payable for Project Management	Amount Paid at Milestone	Percentage Project Management Fee
Construction close	\$270,000	21.6%*
Construction Completion	\$270,000	21.6%*
Project close-out. Placed in service application, 100% lease up, City acceptance of Cost Cert.	\$160,000	12.8%*
Milestones for Disbursement of that portion of Developer Fee defined as At Risk Fee		Percentage At Risk Fee
95% lease up and draft cost certification	\$250,000	20%
Permanent conversion	\$625,000	50%
Project close-out	\$375,000	30%

*Percentages here reflect \$2.5 million in total developer fee so milestones differ slightly from Developer Fee Policy. If MOHCD Loan Committee approves higher total developer fee then staff believe this milestone schedule should apply.

The Sponsor requests a waiver from MOHCD’s developer fee policy for \$300,000 in additional developer fee funds. The Sponsor notes that this Project creates significant added complexity and administrative management since there are two financing structures for residential development (to the LP and LLC) and another borrower for the garage. Predevelopment contracts are prorated between both residential borrowers and there will be two construction and architecture contracts, two construction loans, two permanent loans, three MOHCD loans, and three ground leases with the State. The Sponsor provided a formal request dated August 12, 2024, for Loan Committee’s consideration.

7. PROJECT OPERATIONS (See Attachment I and J for Operating Budget and Proforma)

7.1. Annual Operating Budget.

At \$11,761 PUPA including reserves for both tax credit and moderate projects, the Project’s annual operating costs per unit are considerably lower than other similar projects (average of \$16,178 PUPA). The Sponsor confirmed that they only will take a property management fee and not an above-the-line Sponsor Asset Management fee which reduces overall operating expenses. The Project has no rental subsidies and appropriately sizes the replacement reserve at \$500/unit/year according to

MOHCD’s Underwriting Guidelines. Services are also lower given the target population.

The utility and insurance numbers were estimated using comps from early 2024. The Sponsor notes that they do not have operational comps in San Francisco but conferred with other SF developers and incorporated feedback from those projects. The Sponsor will update utility and insurance costs again around the time of GMP (mid-October) and will provide updated numbers.

<u>Project Name</u>	<u>2024 Operating Expenses PUPA</u>
750 Golden Gate – Phase I	\$11,761
Transbay Block 6 (280 Beale)	\$13,591
Broadway Family Apartments	\$18,148
Church Street Apartments	\$13,331
SOMA Family Apts (8 th and Howard)	\$20,319
Golden Gate Apartments	\$18,716
Fell Street Apartments	\$12,961
AVERAGE	\$16,178

7.2. Annual Operating Expenses Evaluation.

Operating Proforma		
Underwriting Standard	Meets Standard? (Y/N)	Notes
Debt Service Coverage Ratio is minimum 1.1:1 in Year 1 and stays above 1:1 through Year 17	Y	LIHTC Project: DSCR is 1.15 at Year 1 and 1.29 at Year 16. Moderate Project: DSCR is 1.15 in Year 1 and 1.41 at Year 16.
Vacancy rate meets TCAC Standards	Y	Vacancy rate is 5%
Annual Income Growth is increased at 2.5% per year or 1% for LOSP tenant rents	Y	Income escalation factor is 2.5%
Annual Operating Expenses are increased at 3.5% per year	Y	Expenses escalation factor is 3.5%
Base year operating expenses per unit are reasonable per comparables	Y	Tax Credit PUPA: \$11,778 Mod PUPA: \$11,713 Combined total: \$11,761
Property Management Fee is at allowable HUD Maximum	Y	Total Property Management Fee is \$54,000 or \$60 PUPM

Property Management staffing level is reasonable per comparables	Y	Includes 1.0 FTE Property/Community Manager and 0.8 FTE maintenance tech. See below for more information.
Asset Management and Partnership Management Fees meet standards	N	Annual PM Fee is \$24,270/yr. MidPen proposes to forego its Sponsor AM fee to reduce operating expenses.
Replacement Reserve Deposits meet or exceed TCAC minimum standards	Y	Replacement Reserves are \$500 per unit per year
Includes Limited Partnership Asset Management Fee meets standards	Y	\$5,000 with no escalation.

Property Management Staffing. The Sponsor is proposing 1.0 FTE Property Manager for 75 units which MOHCD notes is lower than most projects. The Sponsor’s other San Francisco project, Shirley Chisholm Village, has a Property Manager and Assistant Property Manager for 135 units while this Project has 1.0 FTE Property Manager for 75 units. The Sponsor notes that in their experience with family units, the ratio of 1 Property Manager to 75 units has been sufficient and is their benchmark across their portfolio. They feel for a mixed income project that a single Property Manager position and 0.8 FTE maintenance technician is sufficient to fully service the property and MidPen’s maintenance team responds to after-hours emergency maintenance requests. MOHCD staff believe this level of property management is appropriate given the number of units and population.

7.3. Income Restrictions for All Sources.

UNIT SIZE		MAXIMUM INCOME LEVEL	
NON-LIHTC	No. of Units	MOHCD	TCAC
1 BR	14	120% MOHCD AMI	N/A
2 BR	6	120% MOHCD AMI	N/A
Sub-Total	20		
LIHTC			
Studio	2	40% MOHCD AMI	30% TCAC AMI
1 BR	2	40% MOHCD AMI	30% TCAC AMI
2 BR	2	40% MOHCD AMI	30% TCAC AMI
Sub-Total	6		
Studio	2	60% MOHCD AMI	40% TCAC AMI
1 BR	4	60% MOHCD AMI	40% TCAC AMI

3 BR	2	60% MOHCD AMI	30% TCAC AMI
Sub-Total	8		
Studio	3	70% MOHCD AMI	50% TCAC AMI
1 BR	4	70% MOHCD AMI	50% TCAC AMI
2 BR	4	70% MOHCD AMI	50% TCAC AMI
3 BR	2	70% MOHCD AMI	50% TCAC AMI
Sub-Total	13		
1 BR	9	90% MOHCD AMI	60% TCAC AMI
2 BR	8	90% MOHCD AMI	60% TCAC AMI
3 BR	10	90% MOHCD AMI	60% TCAC AMI
Sub-Total	27		
STAFF UNITS			
2 BR	1		
TOTAL	75		
PROJECT AVERAGE		87% MOHCD AMI	
AVERAGE FOR LIHTC UNITS ONLY		75% MOHCD AMI	51% TCAC AMI

The AMIs fall within the guidelines of the Educator NOFA with income requirements between 30%-140% MOHCD AMI with an overall average of 100% AMI. The 20-unit moderate component includes incomes designed at a single AMI band of 120% AMI but rents will be set between 13-23% below market rents to allow households earning 80%-120% SF AMI to qualify. The Sponsor believes this will support a successful lease up while maintaining long-term positive cash flow to support the conventional mortgage.

The income mix is designed using incomes from SFUSD and SFCCD. The Sponsor is proposing an income mix that balances the City’s goals of serving as many moderate-income households as possible, maintaining an average below 100% AMI, and creating a feasible financing strategy that balances a competitive tax credit application while maintaining the City gap request.

7.4. MOHCD Restrictions.

LIHTC Project:

Unit Size	No. of Units	Maximum Income Level
Studio	2	40% of Median Income
1BR	2	40% of Median Income
2BR	2	40% of Median Income
Studio	2	60% of Median Income
1BR	4	60% of Median Income
3BR	2	60% of Median Income
Studio	3	70% of Median Income
1BR	4	70% of Median Income
2BR	4	70% of Median Income
3BR	2	70% of Median Income
1BR	9	90% of Median Income
2BR	8	90% of Median Income
3BR	10	90% of Median Income
2BR	1	Manager's Unit

Moderate Project:

Unit Size	No. of Units	Maximum Income Level
1BR	14	120% of MOHCD Median Income
2BR	6	120% of MOHCD Median Income

8. SUPPORT SERVICES

8.1. Services Plan.

The services vision for this property will be modeled on the Sponsor's approach to their previous educator project at Shirley Chisholm Village (SCV). SCV is a 135-unit community consisting of a 35-unit LIHTC component and a 100-unit non-LIHTC component, serving low-income and moderate-income educators. The services programming at SCV has been shaped by SFUSD data and stakeholder input. MidPen Resident Services will provide onsite services available to all residents of SCV including but are not limited to: parent education, benefits acquisition, exercise and nutrition, health and wellness through lifestyle adjustments, financial literacy, asset management, and an After School Program for school-age youth living at the property. In addition, MidPen Services will provide residents interested in homeownership with referrals to homeownership education and counseling to support their step toward homeownership. The planned services at SCV were determined through discussions with SFUSD and focus groups with SFUSD educators who provided feedback. When the property is leased up, MidPen Services will further evaluate needs of the residents and develop services programming to

best serve their needs. MidPen utilizes needs assessments to understand residents’ needs and deliver tailored programs at each MidPen community resulting in higher resident impact and success.

For the services programming presented, MidPen anticipates one full-time Services Coordinator for 750 Golden Gate Phase I working directly with residents and coordinating any necessary support from other MidPen divisions. MidPen draws from extensive, success-proven, adaptable programming options, including a research-based academic after school program that goes beyond homework help and delivers capacity-building curricula. Results from MidPen’s regularly conducted needs assessments will drive program implementation as well as community partnership opportunities, to ensure that residents are provided opportunities through individual and family strengthening programs.

8.2. Services Budget. The services budget is sized at \$1,000 PUPY and funded through operating expenses for roughly 0.5 FTE services coordinator. This does not conform with MOHCD’s Underwriting Guidelines for staffing ratio for total units (1:148) but reflects the guidelines closer if only incorporating low-income units (1:110) which is typical for MOCHD projects with low-income and moderate units. The Sponsor plans to share staffing costs across 750 Golden Gate Phases I and II and 850 Turk once all are built. The 0.5 FTE for this project is for cost allocation purposes. 850 Turk and 750 Golden Gate Phase II will have slightly more units and will receive a slightly higher allocation of services staff time and costs:

	Units	Services FTE	Staff : Unit Ratio
Turk	91	1.0	1:82
GGA 1	74	0.5	1:110 (LIHTC units) 1:148 (total)
GGA 2	95	1.0	1:86
Total	260	2.5	1:104

8.3. HSH Assessment of Service Plan and Budget. N/A. There are no LOSP units in the project.

9. STAFF RECOMMENDATIONS

9.1. Proposed Loans’ Terms

Financial Description of Proposed Loan to LP (Tax Credit Project)	
Loan Amount:	\$11,230,000 (MOHCD) and \$887,350 (IIG)
Loan Term:	55 years from perm conversion
Loan Maturity Date:	2082
Loan Repayment Type:	Residual Receipts
Loan Interest Rate:	3% (MOHCD) and 0% (IIG)
Date Loan Committee approves prior expenses can be paid:	August 4, 2023

Financial Description of Proposed Loan to LLC (Moderate Income Project)	
Loan Amount:	\$8,770,000 (MOHCD) and \$1,860,000 (IIG)
Loan Term:	55 years from perm conversion
Loan Maturity Date:	2082
Loan Repayment Type:	Residual Receipts
Loan Interest Rate:	3% (MOHCD) and 0% (IIG)
Date Loan Committee approves prior expenses can be paid:	August 4, 2023

9.2. Recommended Loan Conditions

1. Sponsor will include MOHCD as necessary in negotiations with DGS and EDD for ground and parking leases.
2. Sponsor will provide MOHCD with final construction due diligence items within 20 days from closing (roughly November 6). These items include, but are not limited to, a subcontractor bid leveling analysis, final Guaranteed Maximum Price (GMP) and Schedule of Values (SOV), SOV qualifications, construction insurance documents and pricing (including GC insurance certificates, builder’s risk form, and Payment and Performance bond form), and a construction contract.
3. Sponsor will provide final MOHCD proformas for the tax credit and moderate projects no later than 30 days prior to closing. Hard cost contingency will be updated to 5% of hard cost per MOHCD UGs. Any savings from GMP or unused contingency at the time of construction close will be used to reduce the Sponsor’s loan to the moderate project (and bring more residual receipts to MOHCD) and/or reduce MOHCD’s gap loan prior to closing. Any reduction or elimination of the Sponsor’s loan will result in adjusting the residual receipts splits between City and Sponsor.
4. Sponsor will provide an updated operating budget and expenses (including property insurance and utilities) no later than 30 days prior to closing.
5. As stated in the 2023 San Francisco Educator NOFA, to be eligible for the Education Employee occupancy priority for rental units, households that apply must include at least one current SFUSD or SFCCD employee at the time that the applicant submits the application (along with meeting other income requirements). Subject to fair housing law, applications to the building lottery or waitlist may also be accepted from households not employed by SFUSD or SFCCD, though consideration for any non-Education Employee applicant will only occur after unit has been offered to an eligible applicant from the lottery or waitlist.
6. Sponsor must provide MOHCD with detailed monthly updates via the MOH Monthly Project Update, including on:
 1. Community outreach completed, and

2. Outcomes achieved related to racial equity goals.
7. Sponsor must provide initial draft marketing plan, including specific language marketing to SFUSD and SFCCD employees, within 12 months of anticipated TCO, outlining the affirmative steps they will take to market the project to the City's preference program participants, including COP Holders, Displaced Tenants, and Neighborhood Residents, as well as how the marketing is consistent with the Mayor's Racial Equity statement and promotion of positive outcomes for African American San Franciscans.
8. Sponsor must provide quarterly updated response to any letters requesting corrective action.
9. Once Sponsor loan is paid off and/or eliminated, the residual receipts splits for the moderate-income property will revert back to MOHCD policy.

10. LOAN COMMITTEE MODIFICATIONS

LOAN COMMITTEE RECOMMENDATION

Approval indicates approval with modifications, when so determined by the Committee.

APPROVE. DISAPPROVE. TAKE NO ACTION.

DocuSigned by:

Lydia Ely

Date: 9/20/2024 | 11:36 AM PDT

Lydia Ely for Daniel Adams, Director
Mayor's Office of Housing and Community Development

APPROVE. DISAPPROVE. TAKE NO ACTION.

DocuSigned by:

Salvador Menjivar

Date: 9/20/2024 | 11:31 AM PDT

Salvador Menjivar, Director of Housing
Department of Homelessness and Supportive Housing

APPROVE. DISAPPROVE. TAKE NO ACTION.

DocuSigned by:

Marc Slutzkin

Date: 9/20/2024 | 11:35 AM PDT

Marc Slutzkin for Thor Kaslofsky, Executive
Director
Office of Community Investment and Infrastructure

APPROVE. DISAPPROVE. TAKE NO ACTION.

DocuSigned by:

Vishal Trivedi

Date: 9/20/2024 | 2:12 PM PDT

Vishal Trivedi for Anna Van Degna, Director
Controller's Office of Public Finance

- Attachments:
- A. Project Milestones/Schedule
 - B. Borrower Org Chart
 - C. Staffing Resumes
 - D. Asset Management Analysis of Sponsor
 - E. Threshold Eligibility Requirements and Ranking Criteria
 - F. Site Map with amenities
 - G. Comparison of City Investment in Other Housing Developments
 - H. Predevelopment Budget
 - I. Development Budgets
 - J. 1st Year Operating Budgets
 - K. 20-year Operating Pro Formas

Attachment A: Project Milestones and Schedule

No.	Performance Milestone	Estimated or Actual Date	Notes
A.	Prop I Noticing (if applicable)	<u>November 2023</u>	
1	Acquisition/Predev Financing Commitment	<u>February 2024</u>	
2.	Site Acquisition	<u>December 2022</u>	
3.	Development Team Selection		
a.	Architect	<u>August 2023</u>	
b.	General Contractor	<u>December 2023</u>	
c.	Owner’s Representative	<u>March 2022</u>	
d.	Property Manager	<u>May 2021</u>	
e.	Service Provider	<u>May 2021</u>	
4.	Design		
a.	Submittal of Schematic Design & Cost Estimate	<u>January 2024</u>	
b.	Submittal of 50% Design Development & Cost Estimate	<u>March 2024</u>	
c.	Submittal of 50% CD Set & Cost Estimate	<u>May 2024</u>	
d.	Submittal of Pre-Bid Set & Cost Estimate (75%-80% CDs)	<u>August 2024</u>	
5.	Commercial Space	<u>N/A</u>	
a.	Commercial Space Plan Submission	<u>N/A</u>	
b.	LOI/s Executed	<u>N/A</u>	
6.	Environ Review/Land-Use Entitlements		
a.	SB 35 Application Submission	<u>N/A</u>	
b.	CEQA Environ Review Submission	<u>April 2022</u>	
c.	NEPA Environ Review Submission	<u>N/A</u>	
d.	CUP/PUD/Variances Submission	<u>N/A</u>	
7.	PG&E		
a.	Temp Power Application Submission	<u>February 2024</u>	
b.	Perm Power Application Submission	<u>February 2024</u>	
8.	Permits		

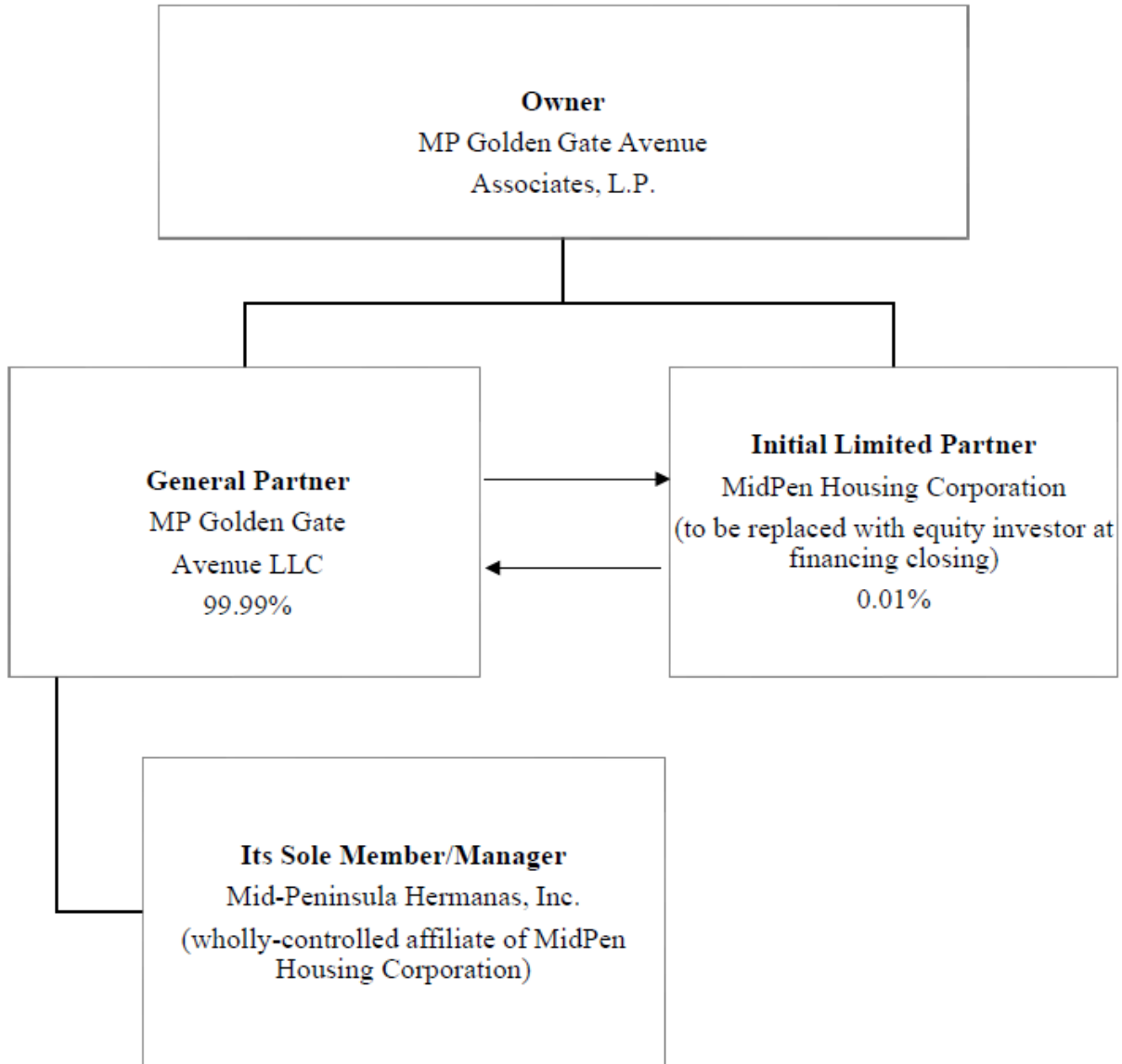
a.	Building / Site Permit Application Submitted	<u>January 2024</u>	
b.	Addendum #1 Submitted	<u>July 2024</u>	
c.	Addendum #2 Submitted	<u>July 2024</u>	
9.	Request for Bids Issued	<u>August 2024</u>	
10.	Service Plan Submission		
a.	Preliminary	<u>December 2023</u>	
b.	Final	<u>February 2024</u>	
11.	Additional City Financing		
a.	Preliminary Gap Financing Application	<u>N/A</u>	
b.	Gap Financing Application	<u>September 2024</u>	
12.	Other Financing		
a.	HCD Application	<u>August 14, 2023</u>	Local Government Matching Grant (LGMG)
b.	Construction Financing RFP	<u>May 2024</u>	
d.	CDLAC Application	<u>April 2024</u>	
e.	TCAC Application	<u>April 2024</u>	
f.	Other Financing Application	<u>N/A</u>	
g.	LOSP Funding Request	<u>N/A</u>	
13.	Closing		
a.	Construction Loan Closing	<u>December 2024</u>	
b.	Conversion of Construction Loan to Permanent Financing	<u>May 2027</u>	
14.	Construction		
a.	Notice to Proceed	<u>December 2024</u>	
b.	Temporary Certificate of Occupancy/Cert of Substantial Completion	<u>December 2026</u>	
15.	Marketing/Rent-up		
a.	Marketing Plan Submission	<u>December 2025</u>	
b.	Commence Marketing	<u>March 2026</u>	

c.	95% Occupancy	<u>March 2027</u>	
16.	Cost Certification/8609	<u>July 2027</u>	
17.	Close Out MOH/OCII Loan(s)	<u>July 2027</u>	

Attachment B: Borrower Org Chart

**750 Golden Gate Avenue
Organization Chart**

OWNER/BORROWER: MP Golden Gate Avenue Associates, L.P.
MANAGING GENERAL PARTNER: MP Golden Gate LLC
SOLE MEMBER/MANAGER: Mid-Peninsula Hermanas, Inc.
DEVELOPER: MidPen Housing Corporation



Attachment C: Staffing Resumes

As an organization MidPen's experience in San Francisco is relatively new, with our first San Francisco project, Shirley Chisholm Village currently in construction and projected to complete construction in the fall of 2024. The staff responsible for the development, financing, and construction of the Golden Gate Educator Phase project, however, each have extensive experience working on innovative and complex projects in San Francisco in coordination with SF MOHCD.

Joanna Carman, Senior Vice President of Housing Development (12.5% of time dedicated to both Golden Gate Avenue projects) - Joanna oversees a team of project managers and associates, providing guidance and oversight throughout all phases of the development process, including site acquisition, entitlements, financing, and construction. Before joining MidPen, Joanna worked as an Associate Director at Eden Housing Inc., where she managed a portfolio of projects from feasibility through construction.

Lauren Fuhry, Project Manager, joined MidPen in early 2020. Lauren currently works on Fair Haven Commons, a recently completed 72-unit new construction project in Fairfield and Washington Commons, a 50-unit new construction development in Petaluma. Lauren played an integral role in the pre-development of the Shirley Chisholm Village project. Prior to MidPen, Lauren worked in other industries as a Finance Manager and Operations Manager prior to joining MidPen. Before that, she worked as a research on sustainable building initiatives in affordable housing programs as part of Global Green USA.

Brandon Weaver, Project Associate, joined MidPen in 2023 after working on the Communications team for the San Francisco Mayor's Office of Housing and Community Development (MOHCD). There, he primarily worked on the San Francisco Cultural Districts Program, which is a place-making and place-keeping program that preserves, strengthens, and promotes cultural communities. Prior to that role, Brandon also served as a District Representative for California State Senator Dave Cortese, working across Santa Clara County. For the Senator, he acted as the district-level lead on housing issues, assisting residents with the state's "Housing Is Key" program, and implementation of new state housing laws. Brandon also works on the 80-unit Sherwood Oaks preservation and rehabilitation project in Marin County, which MidPen acquired in early 2023.

Attachment D: Asset Management Evaluation of Project Sponsor

MidPen’s Asset Management team consists of 13 experienced professionals, including Kyle Attenhofer, Vice President of Asset Management. MidPen’s diverse portfolio of over 110 affordable properties are divided amongst the Asset Managers by region. Asset Management Analysts support each Manager and their portfolio, which ranges in size from 25 to 35 properties.

Since MidPen is both the general partner and the sponsor developer throughout the lifecycle of each project, the Asset Managers each work closely with the Project Managers during the development/construction process on through the transition of the property to stabilized operations. The transition of the property to Asset Management is seamless due to the team’s involvement from inception and familiarity of the project history and structure. MidPen is fully capable of taking on new assets and has been growing the asset management team over the past years. Below is a table showing MidPen’s Asset Management staffing with job titles, FTEs, and status of each position.

Job Title	FTE	Status of Position
VP, Asset Management	1	Filled
Director of Asset Management	1	Filled
Associate Director of Asset Management and Real Estate Transactions	1	Filled
Senior Asset Manager	1	Filled
Asset Manager	2	Filled
Associate Asset Manager	1	Vacant
Lead Asset Management Analyst	1	Filled
Asset Management Analyst	3	Filled
Asset Manager, Real Estate Transactions	1	Vacant
Corporate Budget Manager	1	Filled
Total:	13	

Attachment E: Threshold Eligibility Requirements and Ranking Criteria**I. SELECTION PROCESS, MINIMUM CAPACITY AND EXPERIENCE REQUIREMENTS, SELECTION CRITERIA AND SCORING, AND SUBMITTAL REQUIREMENTS OVERVIEW****A. SELECTION PROCESS**

MOHCD staff will review all submittals for completeness and satisfaction of minimum experience and capacity requirements (see Section B below). If a submittal does not meet minimum experience and capacity requirements, the respondent may submit an appeal to MOHCD staff on technical grounds only.

A Selection Panel will be appointed by the Director of MOHCD composed of persons with expertise in the areas of development, affordable housing finance, affordable housing construction management, homeownership, community development, commercial space development, housing access/marketing, and public design/arts commission, as well as community representatives.

The Selection Panel will review all qualified responses (see Section C below) and may interview top-scoring applicants, at which time applicants will be asked to present and explain the major characteristics of their submittal, particularly as they relate to the Scoring Criteria, and respond to questions from the Selection Panel.

After interviews have been completed, the Selection Panel will determine the final ranking of all responses and present this ranking to the Director. The Selection Panel's scoring of each proposal will be done by consensus and will be final.

The Director will then select Project(s) for this funding pool and advise the Mayor of these selections. MOHCD and the selected applicants will enter into acquisition and predevelopment loan agreements with milestone requirements established in accordance with the terms of this NOFA. If MOHCD staff cannot enter into a loan agreement with a selected applicant that is in the best interest of the City, the MOHCD Director may terminate negotiations in his sole discretion. If the MOHCD Director

terminates negotiations with a selected applicant, the MOHCD Director reserves the right, in his sole discretion, to (1) negotiate with the next highest ranked Respondent, or (2) reject any and all other proposals, in whole or in part, prior to award, and (3) may re-advertise the NOFA for the full or partial funding amount under such terms the MOHCD Director deems to be in the City's best interest. MOHCD reserves the right to appoint additional parties to the selected applicant team should it be determined that the team lacks representation necessary to the achievement of the goals of the NOFA.

B. MINIMUM CAPACITY AND EXPERIENCE REQUIREMENTS - RENTAL

Only applicants who meet all of the following criteria will be considered eligible for selection and funding for rental housing under this NOFA.

1. Minimum Development Team Characteristics

The proposed applicant team must include the following.

- A nonprofit developer (or developers) with experience developing permanent affordable housing for low-income households or a for-profit developer working in partnership with a nonprofit developer, of which one of the joint venture partners must have experience developing affordable housing (the "Developer"); the development team must have demonstrated experience conducting effective community outreach and engagement.
- A property owner entity with experience owning housing for low-income communities.
- A property management entity with experience managing housing for low-income families with Housing First principles.
- A community-based, service-providing entity with experience providing culturally competent, and trauma-informed, services appropriate for Educators and their families.

2. Minimum Development Team Experience

Minimum experience must be demonstrated by identifying specific **Qualifying Projects** in which team members have participated, as further described below. The proposed Development Team must submit **Form E - Qualifying Project Form (Rental)**, to document how the Qualifying Project characteristics meet each of the experience categories below (developer, owner, property manager, service provider.)

To demonstrate the minimum required development team experience, each team should submit one project for each experience category. When appropriate, teams may submit the same project as evidence of experience across multiple experience categories, or may use different projects to demonstrate experience across categories. In all cases, no more than four (4) total Qualifying Projects should be submitted.

Qualifying Projects will not be scored; they are used to determine if the proposed Development Team meets the minimum development team experience required to develop the Site.

For Developer and Owner, a **Qualifying Project** must have all of the following characteristics.

- The project must be new construction (not a requirement for Minimum Service Provision Experience) in a construction type appropriate for the proposed site development (not a requirement for Minimum Property Manager and Service Provision Experience).
- The project must be financed in part with Low-Income Housing Tax Credits.

3. Minimum Developer And Owner Capacity Requirements

Minimum Developer Experience: The proposed Developer must have completed within the past ten years at least **one** Qualifying Project. The definition of “completed” is having received Temporary Certificate of Occupancy by the date of the issuance of the NOFA. For joint-venture Development partners, the experience of either entity may suffice for the joint-venture partnership. A Memorandum of Understanding between joint-venture Development partners must be submitted with the application.

Furthermore, a Respondent can qualify for development experience by contracting with a development consultant for comprehensive project management services. Project management services should include financial packaging, selection of other consultants, selection of construction contractor and property management agent, oversight of architectural design, construction management, and consultation on major aspects of the development process. The contract for development services must be submitted with the NOFA response and must be acceptable to MOHCD.

Minimum Ownership Experience: The proposed site owner must have owned at least **one** Qualifying Project for at least five (5) years prior to the submittal deadline of this NOFA. For purposes of this requirement, the managing general partner of the tax credit partnership intended to take ownership of the completed Project and to provide asset management for the Project is the proposed “Owner”.

In addition, each proposed Owner must provide evidence of experience with owning housing financed with Low Income Housing Tax credits. This experience does not have to be on the same project that satisfies the 5-year ownership requirement. If the Selected Developer entity is not the same entity as the proposed Owner, MOHCD reserves the right to require that certain members of the Selected Developer remain active in the ownership for whatever length of time MOHCD deems necessary to ensure operating and financial stability.

Minimum Property Manager Experience: The proposed property manager for the Project must have managed at least two Qualifying Projects, each for at least 36 months. In addition, the Property Manager must provide evidence of experience managing housing financed with Low Income Housing Tax credits and operating projects with a Housing First approach. The Property Manager must demonstrate effective strategies for working with service providers to collaborate on housing stability of residents.

Minimum Service Provision Requirements: The proposed service provider(s) must have at least 36 months’ experience providing supportive services within a Qualifying Project,

including case management and comprehensive services for low-income households in a residential setting. The proposed service provider(s) must demonstrate effective strategies for collaborating with property management on housing stability for residents. The proposed service provider(s) must have the infrastructure to supervise and train onsite staff and their supervisors.

Other Consultants: For any applicant team, the experience of key staff members or “other consultants” may be substituted for the experience of the organization as a whole as long as the staff member’s or consultant’s experience in other firms was substantive and involved responsibilities similar to what they are anticipated to perform as a member of the Respondent’s team.

Note Regarding Experience: For any applicant team member, the experience of key staff members may be substituted for the experience of the organization as a whole as long as the staff members’ experience in other firms was substantive and involved responsibilities similar to those that they are anticipated to perform during the proposed development of the Site. Any substitution should be clearly identified in Attachment E, Qualifying Project Form.

The proposed Developer and Owner must demonstrate the financial and staffing capacity to successfully complete the project and manage the asset in the long-term, as further described below.

- Financial Capacity: The proposed Developer (or Guarantor where another entity is providing required guarantees) must demonstrate its ability to obtain competitive financing, as evidenced by submitting the latest (2) years of either signed federal income tax returns (including schedules or attachments, if any); or audited financial statements (with management letters, if any). The proposed Developer must also submit **Form F – Financing Terms for Developer’s Qualifying Project** documenting the equity pricing and debt terms for the Qualifying Project submitted under Minimum Developer Experience.
- Staffing Capacity: The proposed Developer must document its capacity to successfully plan, design, and develop the Project, throughout the period of development, either through staff with appropriate experience and capacity, contracted services, or collaboration with other organizations. To document this, the proposed Developer must submit a written narrative **no more than one page** (in Times New Roman font, 12 font size, and 1-inch margins) to document the experience and capacity of key staff, their workloads, and the organizational structure for supporting staff. The proposed Developer must also submit **Form G – Projected Staffing Workload Form** to document the work assignments (existing or contemplated) associated with each staff person expected to work on the Project for Developer.

Asset Management Capacity: The proposed Owner must document its capacity to successfully manage real estate assets in compliance with City regulatory agreements and restrictions. To document this, the proposed Owner must submit a recent Real Estate Owned (REO) schedule, stating the number of projects and average number of units/project currently in Owner’s asset management portfolio,

proposed Owner's current asset management staffing (noting job titles), FTEs, and status of each position (filled/vacant), and proposed Owner's organizational chart.

C. MINIMUM PROPOSAL REQUIREMENTS

Eligible Proposals:

1. Must demonstrate *site control by applicant* as evidenced by appropriate documentation (Deed of Trust, Purchase Agreement, Option to Purchase Agreement.) The proposed purchase price must be reasonable in comparison to other sites in the neighborhood, and in comparison to, other affordable housing sites in the City, and must be supported by an appraisal as part of the application package.

2. Must include a description of proposed interim uses for the Site during the extended predevelopment period if the Project's expected construction start date is later than 2024. This should include a description of current structures and uses; what if any structures or amenities will be preserved; and the timeline, budget, and scope of planned interim uses. The budget should include a description of how security and other holding costs have been calculated.
3. Must include a description of site context: parcel history; current zoning; parcel configuration, including the need for potential parcel mergers; potential historic resources on the site or adjacent to it; and prior uses at the site that may have left environmental impacts. Applicant must include a map of neighboring amenities.
4. Must demonstrate ability for the project to make use of streamlined entitlements through SB 35 or another streamlining initiative.
5. Must demonstrate – through provision of specific examples of inputs used for estimating – that the project's total development budget, as well as its specific line items, are comparable to recent and similar projects, to industry standards and are compliant with funding source regulations, MOHCD policy and, in the case of rental projects, MOHCD's most recent underwriting guidelines. Cost per unit, per square foot (land area and building space), per bed or bedroom will be examined relative to total development cost, City subsidy, and construction cost.
6. Must propose the maximum use of available, non-local funds to achieve the highest reasonable financial leveraging of capital resources for the predevelopment, construction and permanent phase. The amount of City funds requested per unit and the actual or proposed level of funds to be leveraged from other sources will be examined.
7. Must include a community engagement plan that demonstrates the capacity to generate necessary neighborhood support for the proposed development. Include any evidence of support expressed to date for the project, as well as plans for community engagement going forward. This also needs to cover the entire development period, including interim use and construction work.
8. Proposals that include any displacement/relocation of residential and/or commercial tenants must include a full relocation plan and budget. Displacement or relocation that is required as a condition of site control is highly discouraged, though in some cases may be justified.
9. Must provide a construction cost estimate that reflects current construction costs and show escalation assumptions as a separate line item.
10. Must include a Services Plan and Budget that complies with MOHCD underwriting requirements.
11. Must provide concept-level drawings and/or diagrams that indicate the Project approximate height, bulk, site layout, unit count, and commercial/common space use, which can be printed on 8.5" x 11" paper, no more than two (2) pages. The purpose of these diagrams will be to confirm the anticipated unit yield at the site, and its conformance to existing zoning restrictions including any available density bonuses.
Note: This information does not constitute a formal design

submission. There is no reimbursement for costs related to this requirement.

12. Financial feasibility for rental projects: The project must demonstrate overall financial feasibility through inclusion of a Financing Plan. The financing plan must include a detailed Sources and Uses Budget that includes the following and uses the most current version of the MOHCD Underwriting Guidelines, available on the MOHCD website (<https://sfmohcd.org/housing-development-forms-documents>.) The project must be financially feasible, including realistic development and operating budget projections that conform to industry standards, including TCAC minimum standards. Each proposed financing source must be realistic, compatible with MOHCD and all other committed or proposed funding sources, and appropriate for the proposed housing. Applicant must demonstrate that there is a reasonable likelihood that all identified development sources will be secured in a timely manner.
 - a. Primary capital funding sources can include 4% low income housing tax credit equity with tax exempt bonds, City subsidy, and Federal Home Loan Bank Affordable Housing Program funds, and that may include any other funding sources developers deem applicable, such as State of California Department of Housing and Community Development (HCD) (for example, MHP and IIG) or CalHFA funds. Do not assume use of No Place Like Home funds. Do not assume access to Section 8 (Housing Choice Vouchers, Project Based Section 8, or Continuum of Care, for example.)
 - b. Rents set at affordability levels appropriate for the target population.
13. For rental projects, where possible must include the opportunity for the City to eventually own the land as ground lessor under a long-term ground lease structure or some other land dedication/ subdivision mechanism that will insure long-term affordable housing as the primary use of the land.
14. For rental projects, must budget for a supportive services and housing stabilization component that is appropriate for the needs of the anticipated tenant population, and within MOHCD's funding guidelines for the services contract.
15. For rental projects, must demonstrate competitiveness for State bond and tax credit funds administered by the California Debt Limit Allocation Committee.
16. For rental projects, must include an operating budget that includes all expenses necessary to properly operate and maintain the building. This budget should include a service coordinator/connector staff position(s), at 1:100, to assist the Educator households.
17. Financial feasibility for homeownership projects: The project must be financially feasible, including realistic development budget projections that conform to industry standards. Each proposed financing source must be realistic, compatible with MOHCD and all other committed or proposed funding sources, and appropriate for the proposed housing. Applicant must demonstrate that there is a reasonable likelihood that all identified development sources will be secured in a timely manner. Must demonstrate through provision of specific examples of inputs used for estimating - that the project's total development budget, as well as its specific line items, are

comparable to recent and similar projects, to industry standards and are compliant with funding source regulations, MOHCD policy and most recent underwriting guidelines. Cost per unit, per square foot (land area and building space), per bed or bedroom may be examined relative to total development cost, City subsidy and construction cost. Note: The most current version of the MOHCD Underwriting Guidelines is available on the MOHCD website: <https://sfmohcd.org/housing-development-forms-documents>.

The project must propose the maximum use of available, non-local funds (such as State of California Department of Housing and Community Development (HCD) (for example, CalHome) or Federal Home Loan Bank Loan funds) to achieve the highest reasonable financial leveraging of capital resources for the predevelopment, construction, and permanent phase. The amount of City funds requested per unit and the actual or proposed level of funds to be leveraged from other sources will be examined.

- 18. For homeownership projects, must include opportunity for MOHCD to maintain the affordability of each unit into perpetuity through the CC&Rs that will ensure owner occupied affordable housing as the primary use of the land, as well as a unit restriction to be recorded on title of an ownership unit upon transfer of the unit.

D. SELECTION CRITERIA AND SCORING

Responsive submittals include all the required information listed above, and a background and a vision statement articulating the application of best practices for the successful development of affordable housing and the achievement of desired outcomes and goals.

All applications that meet the Minimum Experience and Capacity Requirements listed in Section IV.B and IV.C will be scored and ranked according to the extent to which their Experience and Vision meets the following selection criteria:

	Category	Points
A.	EXPERIENCE:	40
i.	<p>Developer (12 pts)</p> <ul style="list-style-type: none"> ▶ Experience with the following: <ul style="list-style-type: none"> ○ Completing projects on time and on budget ○ Obtaining competitive financing terms ○ Developing proposed type of construction ○ Developing housing for low-income households, including Educators, as applicable ▶ Building community support through outreach ▶ Current staff capacity and experience to take on this 	
	project type	

<p>ii.</p>	<p>Owner (4 pts) - Rental</p> <ul style="list-style-type: none"> ▶ For rental projects, track record successfully owning housing financed with Low-Income Housing Tax Credits ▶ Effectiveness of current asset management structure and staffing, given portfolio size ▶ Capacity for assuming asset management of an expanded portfolio once the development is complete <p>Developer (4 pts) – Homeownership</p> <ul style="list-style-type: none"> ▶ Track record successfully managing condominium construction, subdivisions, sales, and the HOA formation and operation in compliance with state and local regulations ▶ HOA Experience with HOA documentation and budget creation, including obtaining approvals from the DRE; ▶ Residential Condominium Projects Experience; ▶ Proposed real estate transaction management staffing capacity. 	
<p>iii.</p>	<p>Property Manager (8 pts)</p> <ul style="list-style-type: none"> ▶ Experience managing property for low-income households, including Educators, if applicable ▶ Experience achieving high rates of housing retention ▶ Implements low barrier tenant selection policies consistent with Housing First principles ▶ Contributes to long-term sustainability of the development ▶ Achieves cost efficiencies in operations <p>Note: This is N/A for Homeownerships, 8 points moved to Developer.</p>	
<p>iv.</p>	<p>Service Providers (8 pts)</p> <ul style="list-style-type: none"> ▶ Experience providing access and delivering services to low-income households, including Educators, if applicable ▶ For rental projects, experience linking residents to the City’s safety net of services ▶ Works with property management to achieve high 	

	<p>rates of housing retention</p> <ul style="list-style-type: none"> ▶ Supports positive outcomes for residents around health and economic mobility ▶ If applicable, provides explanation for service contracts terminated prematurely within the last 5 years ▶ Capacity to attract and retain adequate staffing to take on this project <p>Note: This is N/A for Homeownership, 8 points moved to Developer.</p>	
<p>v.</p>	<p>Racial Equity (8 pts)</p> <ul style="list-style-type: none"> ▶ Experience providing housing to COP holders and neighborhood preference holders ▶ Uses innovative approaches to engagement with COP and neighborhood preference holders ▶ Demonstrates commitment to racially diverse project development teams ▶ Demonstrates experience with serving historically excluded communities of color ▶ Describes experience providing access and implementing effective service delivery strategies to historically excluded communities of color 	
B.	VISION:	60
<p>i.</p>	<p>Site and Project Concept (15 pts)</p> <ul style="list-style-type: none"> ▶ Proposes site whose location, size, configuration, and zoning support the development of affordable housing, including ability to maximize unit yield in a cost-effective construction type and make use of expedited entitlement processes. ▶ Describes vision for a development program at this site, while best achieving the project goals, and includes: <ul style="list-style-type: none"> ○ A residential program and other envisioned uses; ○ Indicates how the proposed uses and amenities will enhance the lives of the proposed target population and the surrounding neighborhood. ▶ Indicates populations served by the programs and 	

	<p>spaces.</p> <ul style="list-style-type: none"> ▶ Describes the interim use strategy, including contingencies for any construction start delays of over one (1) year 	
<p>ii.</p>	<p>Community Engagement Strategy (10 pts)</p> <ul style="list-style-type: none"> ▶ Describes community engagement strategy and includes: <ul style="list-style-type: none"> ○ The team’s philosophy on community engagement; ○ Process for establishing and/or building positive relationships with surrounding neighbors and the larger community; ○ Efforts designed to engage all interested community members—particularly BIPOC members of the target populations—and including monolingual non-English speaking community members; ○ How the Development Team intends to comply with the City’s Language Access Ordinance. ▶ Describes the Team’s approach to achieving entitlements for the project expeditiously and the approach to maintaining and building community relationships after entitlements have been achieved and the development is in operations. ▶ Indicates how particular community engagement strategy will address the historical exclusion of communities of color from quality housing, including but not limited to marketing to attract target populations. 	

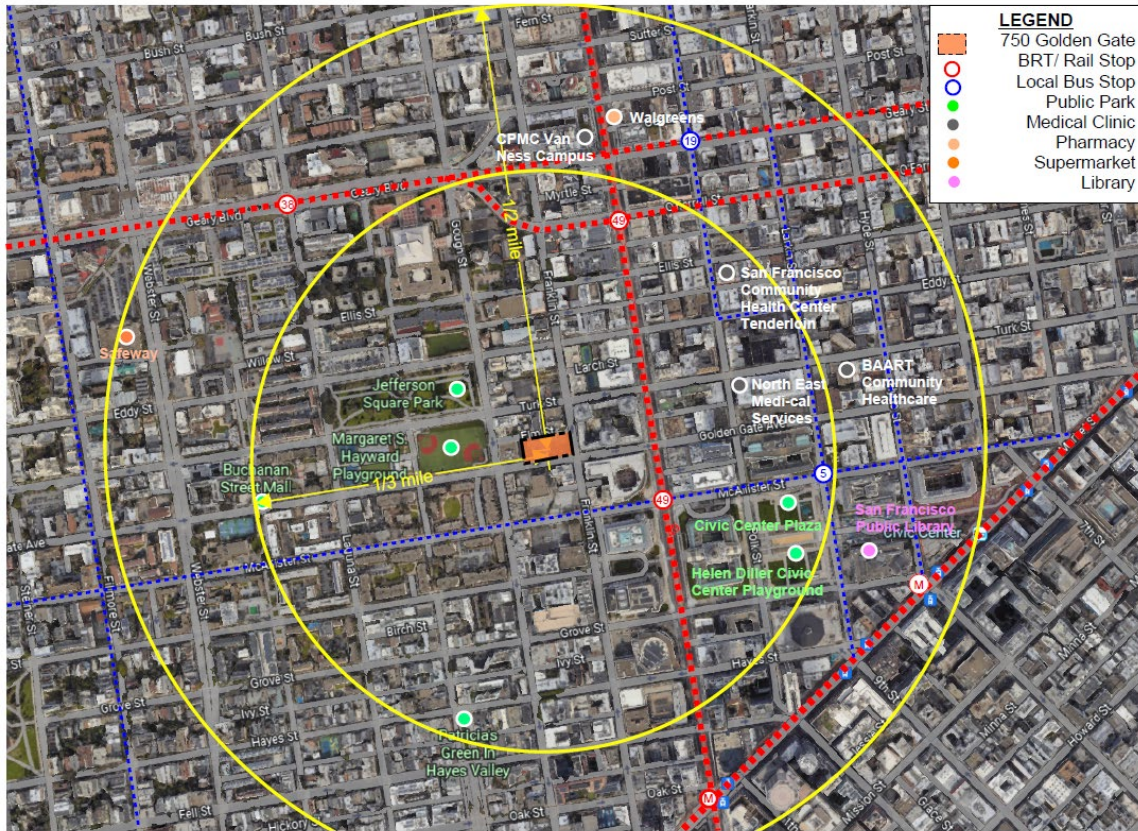
<p>iii.</p>	<p>Services Delivery Strategy (10 pts)</p> <ul style="list-style-type: none"> ▶ Describes the Development Team’s services delivery strategy and includes: <ul style="list-style-type: none"> ○ The overall service philosophy; ○ Model for providing services to Educators and their families (including case management ratio and provision of amenities such as front desk clerks, if applicable); ○ The services goals of the proposed vision. ▶ Provides a brief description of the desired outcome of the services to be provided and innovative approaches to services provision, including the strategy of engaging residents and encouraging access to services. ▶ Describes how services for residents will be coordinated with the existing network of services in the neighborhood and community. ▶ Describes strategies used to help BIPOC tenants overcome barriers to accessing supportive services and income that mitigate the effects of poverty and lead to improved self-sufficiency. <p>Note: This is N/A for Homeownership, 10 points moved to Site and Project Concept.</p>	
<p>iv.</p>	<p>Finance & Cost Containment Approach (15 pts)</p> <ul style="list-style-type: none"> ▶ Describes the Development Team’s financing approach to the project. ▶ Describes how project is strategically positioned to successfully compete for State funding resources, including funding from the CA Debt Limit Allocation Committee and Department of Housing and Community Development ▶ Includes the Team’s process for structuring the project and controlling development costs. ▶ Includes innovative strategies intended to minimize MOHCD’s projected capital gap financing. ▶ Describes any innovative (i.e. non-standard, routine or commonly used) direct or indirect cost-cutting strategies relevant to overall development, construction or operating expenses. ▶ Includes proforma financials. 	

	<ul style="list-style-type: none"> ▶ Includes project design concept to fact check the financials. <p>Additional - for Homeownership:</p> <ul style="list-style-type: none"> ▶ Describes how will successfully manage condominium real estate assets in compliance with federal, state and local regulations. 	
v.	<p>Racial Equity Strategy (10 pts)</p> <ul style="list-style-type: none"> ▶ Explains how vision aligns with the primary goals of this NOFA set forth in the Introduction and Project Expectations. ▶ Proposes a substantive partnership that increases opportunity/capacity for growth of Emerging Developers (smaller organizations). 	
TOTAL POSSIBLE POINTS		100

Projects must receive at least 70 points to proceed through the selection process.

Attachment F: Site Map with amenities

Map of Neighborhood Amenities - Golden Gate Educator Phase (750 Golden Gate Ave, San Francisco)



**Attachment G: Comparison of City Investment in Other Housing
Developments**

Affordable Multifamily Housing New Construction Cost Comparison - San Francisco

Updated 9/13/2024		Acquisition costs by Unit/Bed/SF			Construction by Unit/Bed/SF			Soft Costs By Unit/Bed/SF			Total Development Cost (Not including Land)			Subsidy	
	Acq/unit	Acq/BR	Acq/lot sq.ft	Const/unit	Const/BR	Const/ sq.ft ²	Soft/unit	Soft/BR	Soft/ sq.ft ²	TDC/unit	TDC/BR	TDC/ sq.ft ²	Subsidy / unit	Leveraging ⁷	
Delta of Subject and Comparable Projects	\$ (1,247)	\$ (724)	-6.895329657	\$ 86,502	\$ 69,684	\$ 231	\$ (196,850)	\$ (114,351)	\$ (177)	\$ (922,870)	\$ (536,098)	\$ (832)	\$ (260,936)	71.7%	
Delta Percentage	-100%	-100%	-100%	12%	17%	35%	-100%	-100%	-100%	-100%	-100%	-100%	-100%	100%	
SUBJECT PROJECT	\$ -	\$ -	\$ -	\$ 811,986	\$ 491,120	\$ 886	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	#DIV/0!	
Comparable Projects	Average: \$ 1,247	\$ 724	\$ 6.90	\$ 725,484	\$ 421,436	\$ 654	\$ 196,850	\$ 114,351	\$ 177	\$ 922,870	\$ 536,098	\$ 832	\$ 260,936	71.7%	

Costs **lower** than comparable average (within 10%) Costs **higher** than comparable average (within 10%)

	Average:	Building Square Footage				Total Project Costs				Total Dev. Cost w/acq costs	Local Subsidy	Notes on Financing (e.g., TCAC)	Building Type (e.g., Type II over Type I)	Stories	Comments (stage of design/pricing; date of LC; unusual conditions such as childcare center)	
		Lot sq.ft	Completion/ start date	# of Units	# of BR ¹	Res. ²	Non-Res.	Sq. ft.	Total sq. ft.							Acq. Cost ³
ALL PROJECTS	Average:	31,226		122	194	119,859	13,293	131,782	\$ 195,978	\$ 82,710,549	\$ 22,001,391	\$ 104,905,532	\$ 31,333,160			
Comparable Projects Completed (filtered)	Average:	14,725		85	128	72,051	17,970	90,021	\$0	\$52,361,069	\$9,988,632	\$62,349,701	\$23,298,215			
Comparable Projects Under Construction (filtered)	Average:	19,125		90	161	107,821	#DIV/0!	107,618	0	70,979,265	24,946,857	95,926,122	25,573,912			
Comparable Projects In Predevelopment (filtered)	Average:	12,073		80	149	77,411	6,663	84,073	\$316,653	\$60,932,595	\$15,064,371	\$76,133,216	\$17,405,719			
Total Comparable Projects	Average:	15,308		85	146	85,761	#DIV/0!	93,904	\$105,551	\$61,424,309	\$16,666,620	\$78,136,346	\$22,092,615			
750 Golden Gate		13,026		75	124	57,502	11,266	68,768	\$ -	\$60,898,929						Type I
Delta of Subject and Comp Project Averages		-2,282		-10	-22	-28,259	#DIV/0!	-25,136	(\$105,551)	(\$525,380)	(\$16,666,620)	(\$78,136,346)	(\$22,092,615)			
Delta Percentage		-15%		-11%	-15%	-33%	#DIV/0!	-27%	-100%	-1%	-100%	-100%	-100%			

PROJECTS COMPLETED										Building Square Footage			Total Project Costs			Total Dev. Cost w/acq costs	Local Subsidy ⁶	Notes on Financing	Building Type	Stories	Comments (stage of design/pricing; date of LC; unusual conditions such as childcare center)
Project Name	Address	Lot sq.ft	Compl. Date	# of Units	# of BR ¹	Res. ²	Non-Res.	Total	Acq. Cost ³	Constr. Cost ⁴	Soft Cost										
Mission Family Housing	1036 Mission	15,200	Oct-18	88	134	92,462	6,955	99,417	\$ -	\$ 48,890,415	\$ 6,583,453	\$ 55,473,868	\$ 17,704,400	2 HCD Loans (MHP & TOD)	Type IB	9					
490 South Van Ness	490 S. Van Ness Avenue	14,250	Apr-21	81	121	51,639	28,985	80,624	\$ -	\$ 55,831,722	\$ 13,393,811	\$ 69,225,533	\$ 28,892,030		Type IA	7 +	Over partial basement				

PROJECTS UNDER CONSTRUCTION										Building Square Footage			Total Project Costs			Total Dev. Cost w/acq costs	Local Subsidy ⁶	Notes on Financing	Building Type	Stories	Comments (stage of design/pricing; date of LC; unusual conditions such as childcare center)
Project Name	Address	Lot sq.ft	Compl. Date	# of Units	# of BR ¹	Res. ²	Non-Res.	Total	Acq. Cost ³	Constr. Cost ⁴	Soft Cost										
2550 Irving	2550 Irving Street	19,125	Dec-25	90	161	107,821		107,618	\$ -	\$ 70,979,265	\$ 24,946,857	\$ 95,926,122	\$ 25,573,912	4% LHFC; HCD - IG, MHP, AI	Type I	7					

PROJECTS IN PREDEVELOPMENT										Building Square Footage			Total Project Costs			Total Dev. Cost w/acq costs	Local Subsidy ⁶	Notes on Financing	Building Type	Stories	Comments (stage of design/pricing; date of LC; unusual conditions such as childcare center)
Project Name	Address	Lot sq.ft	Start Date (anticipated)	# of Units	# of BR ¹	Res. ²	Non-Res.	Total	Acq. Cost ³	Constr. Cost ⁴	Soft Cost										
160 Freelon	160 Freelon	13,091	Jun-25	85	154	91,944	10,282	102,226	\$ 20,000	\$ 75,256,791	\$ 19,236,327	\$ 94,513,118	\$ 20,077,591	4% Credits, MHP, AHP	Type IB	9					
750 Golden Gate Phase 1	750 Golden Gate	13,026	Nov-24	75	124	57,502	11,266	68,768	\$ -	\$ 53,352,452	\$ 10,098,121	\$ 63,450,573	\$ 20,000	2023 Educator NOFA	Type I	8	Conceptual Dec 2023				
850 Divisadero	850 Divisadero	12,500	Jun-26	95	178	93,215	2,800	96,015	\$ 525,000	\$ 70,182,875	\$ 17,944,865	\$ 88,652,540	\$ 33,235,439		Type I	9	Phase concept NPIFC 2023/24				
2205 Mission	2205 Mission	9,674	Jan-26	63	141	65,981	2,302	68,283	\$ 721,610	\$ 44,938,480	\$ 12,978,171	\$ 57,916,631	\$ 16,289,847	Cal Home, Prop A Educ, HCD	Type IB	9	Phase concept pre prep				

Attachment H: Predevelopment Budget

N/A

Attachment I: Development Budgets

Application Date: 9/20/2024 # Units: 55
 Project Name: Golden Gate Avenue Educator Housing (LIHTC) # Bedrooms: 122
 Project Address: 750 Golden Gate Ave # Beds:
 Project Sponsor: MidPen Housing Corporation

SOURCES	11,230,000	6,606,000	29,167,209	-	7,333,333	887,350	4,221,000	1,500,000	Total Sources	Comments
Name of Sources:	MOHCD/OCIL	Perm Loan	TC Equity	State Land Ground Lease	LGMG	IIG	GP Equity	Deferred Developer Fee	60,944,892	

USES

ACQUISITION										
Acquisition cost or value										0
Legal / Closing costs / Broker's Fee										0
Holding Costs										0
Transfer Tax										0
TOTAL ACQUISITION	0	0	0	0	0	0	0	0	0	0

CONSTRUCTION (HARD COSTS)

* Unit Construction/Rehab	2,052,370	3,928,500	18,623,709		7,333,333	887,350			32,825,262	Include FF&E
* Commercial Shell Construction	0								0	
* Demolition	109,000								109,000	
* Environmental Remediation	0								0	
* Onsite Improvements/Landscaping	1,702,000		250,000						1,952,000	earthwork, shoring, site concrete, asphalt paving and striping, landscape
* Offsite Improvements	342,000								342,000	
* Infrastructure Improvements	0								0	HOPE SF/OCIL costs for streets etc.
* Parking	0								0	
* GC Bond Premium/GC Insurance/GC Taxes	1,200,000		515,000						1,715,000	
* GC Overhead & Profit	90,000		871,000						961,000	
* GC General Conditions	378,000		2,848,000						3,226,000	
Sub-total Construction Costs	5,873,370	3,928,500	23,107,709	0	7,333,333	887,350	0	0	41,130,262	
Design Contingency (remove at DD)	0	0	0						0	5% up to \$30MM HC, 4% \$30-\$45MM, 3% \$45MM+
Bid Contingency (remove at bid)	0	0	0						0	5% up to \$30MM HC, 4% \$30-\$45MM, 3% \$45MM+
Plan Check Contingency (remove/reduce during Plan Review)	0	0	0						0	4% up to \$30MM HC, 3% \$30-\$45MM, 2% \$45MM+
Hard Cost Construction Contingency	500,000		3,408,000						3,908,000	5% new construction / 15% rehab
Sub-total Construction Contingencies	500,000	0	3,408,000	0	0	0	0	0	3,908,000	
TOTAL CONSTRUCTION COSTS	6,373,370	3,928,500	26,515,709	0	7,333,333	887,350	0	0	45,038,262	

SOFT COSTS

Architecture & Design										
Architect design fees	450,000		432,000						882,000	See MOHCD A&E Fee Guidelines: http://sfmohcd.org/documents-reports-and-forms
Design Subconsultants to the Architect (incl. Fees)	0								0	
Architect Construction Admin	260,000		396,000						656,000	
Reimbursables	9,500		500						10,000	
Additional Services	0								0	
Sub-total Architect Contract	719,500	0	828,500	0	0	0	0	0	1,548,000	
Other Third Party design consultants (not included under Architect contract)	450,000	55,000							505,000	Civil engineer, PV Engineering, Joint Trench, Waterproofing, Shoring, EBM, Foundation
Total Architecture & Design	1,169,500	55,000	828,500	0	0	0	0	0	2,053,000	
Engineering & Environmental Studies										
Survey	32,000		14,000						46,000	
Geotechnical studies	28,000		20,000						48,000	
Phase I & II Reports	145,000		48,000						193,000	
CEQA / Environmental Review consultants	4,000		41,000						45,000	
NEPA / 106 Review	0		0						0	
CNA/PNA (rehab only)	0								0	
Other environmental consultants	0								0	Name consultants & contract amounts
Total Engineering & Environmental Studies	207,000	0	121,000	0	0	0	0	0	328,000	
Financing Costs										
Construction Financing Costs										
Construction Loan Origination Fee	235,000								235,000	
Construction Loan Interest	0	1,804,000							1,804,000	
Title & Recording	30,000								30,000	
CDLAC & CDIAC fees	0								0	
Bond Issuer Fees	213,000	1,000							214,000	
Other Bond Cost of Issuance	0								0	
Other Lender Costs (MOHCD orig fee)	112,000								112,000	
Sub-total Const. Financing Costs	590,000	1,805,000	0	0	0	0	0	0	2,395,000	
Permanent Financing Costs										
Permanent Loan Origination Fee	0	0							0	
Credit Enhance. & Appl. Fee	0	0							0	
Title & Recording	0	13,000							13,000	
Sub-total Perm. Financing Costs	0	13,000	0	0	0	0	0	0	13,000	
Total Financing Costs	590,000	1,818,000	0	0	0	0	0	0	2,408,000	
Legal Costs										
Borrower Legal fees	200,000		60,000						260,000	
Land Use / CEQA Attorney fees	27,000		3,000						30,000	
Tax Credit Counsel	0								0	
Bond Counsel	150,000								150,000	
Construction Lender Counsel	90,000								90,000	
Permanent Lender Counsel		20,000							20,000	
Other Legal (specify)	0		0						0	
Total Legal Costs	467,000	83,000	0	0	0	0	0	0	550,000	
Other Development Costs										
Appraisal	3,000	5,000							8,000	
Market Study		27,000							27,000	
Insurance	180,000								180,000	
Property Taxes	0								0	
Accounting / Audit	0	10,000							10,000	
Organizational Costs	0								0	
Entitlement / Permit Fees	487,000		100,000						587,000	
Marketing / Rent-up	630	159,000							159,630	
Furnishings	0		143,000						143,000	\$2,000/unit; See MOHCD U/W Guidelines on: http://sfmohcd.org/documents-reports-and-forms
PG&E / Utility Fees	381,000		0						381,000	
TCAC App / Alloc / Monitor Fees	70,000								70,000	
Financial Consultant fees	48,500	51,500							100,000	
Construction Management fees / Owner's Rep	75,000		83,000						158,000	
Security during Construction	0								0	
Relocation	0								0	
Other (Lender expenses)	38,000		30,000						68,000	
Other (Art Commission)			103,000						103,000	
Other (Prevailing Wage Monitor & Special Inspections)	0		113,000						113,000	
Total Other Development Costs	1,283,130	252,500	572,000	0	0	0	0	0	2,107,630	
Soft Cost Contingency										
Contingency (Arch, Eng, Fin, Legal & Other Dev)	370,000	190,000	0						560,000	Should be either 10% or 5% of total soft costs.
TOTAL SOFT COSTS	4,086,630	2,398,500	1,621,500	0	0	0	0	0	8,006,630	7.5%

RESERVES

* Operating Reserves		279,000							279,000	
* Replacement Reserves									0	
* Tenant Improvements Reserves									0	
* Other (specify)									0	
* Other (specify)									0	
* Other (specify)									0	
TOTAL RESERVES	0	279,000	0	0	0	0	0	0	279,000	

DEVELOPER COSTS

Developer Fee - Cash-out Paid at Milestones	770,000		330,000						1,100,000	
Developer Fee - Cash-out At Risk			800,000						800,000	
Commercial Developer Fee									0	
Developer Fee - GP Equity (also show as source)							4,221,000		4,221,000	
Developer Fee - Deferred (also show as source)								1,500,000	1,500,000	Need MOHCD approval for this cost, N/A for most projects
Development Consultant Fees									0	
Other (specify)									0	
TOTAL DEVELOPER COSTS	770,000	0	1,130,000	0	0	0	4,221,000	1,500,000	7,621,000	

TOTAL DEVELOPMENT COST	11,230,000	6,606,000	29,167,209	0	7,333,333	887,350	4,221,000	1,500,000	60,944,892	
Development Cost/Unit by Source	204,182	120,109	530,313	0	133,333	16,134	76,745	27,273	1,108,089	
Development Cost/Unit as % of TDC by Source	18.4%	10.8%	47.9%	0.0%	12.0%	1.5%	6.9%	2.5%	100.0%	
Acquisition Cost/Unit by Source	0	0	0	0	0	0	0	0	0	
Construction Cost (inc Const Contingency)/Unit by Source	115,879	71,427	482,104	0	133,333	16,134	0	0	818,877	
Construction Cost (inc Const Contingency)/SF	95.20	58.68	396.07	0.00	109.54	13.25	0.00	0.00	672.75	
*Possible non-eligible GO Bond/COP Amount:	4,434,500									
City Subsidy/Unit	204,182									
Tax Credit Equity Pricing:	0.960									
Construction Bond Amount:	32,133,000									
Construction Loan Term (in months):	30 months									
Construction Loan Interest Rate (as %):	5.50%									

Application Date: 9/20/2024 # Units: 20
 Project Name: Golden Gate Avenue Phase 1 Educator Housing (I) # Bedrooms: 43
 Project Address: 750 Golden Gate Ave # Beds:
 Project Sponsor: MidPen Housing Corporation

SOURCES	8,770,000						4,721,000						2,666,667						1,860,000						1,000,000						-						-						-						Total Sources						Comments																																								
	Name of Sources:												MOHCD/OCII												Perm Loan												LGMG												IIG												Tranche C																																		
USES																																																																																															

ACQUISITION																																																
Acquisition cost or value	0																																															
Legal / Closing costs / Broker's Fee	0																																															
Holding Costs	0																																															
Transfer Tax	0																																															
TOTAL ACQUISITION	0																																															

CONSTRUCTION (HARD COSTS)																																																																																																								
* Unit Construction/Rehab	4,887,400		2,676,600		2,013,667		191,000		474,000																																																		10,242,667		Include FF&E																																											
* Commercial Shell Construction	0																																																																																																							
* Demolition	34,000																																																		0		34,000																																																			
Environmental Remediation	0																																																																																																							
* Onsite Improvements/Landscaping	459,000																																																		150,000																																																		609,000		earthwork, shoring, site concrete, asphalt paving and striping, landscape	
* Offsite Improvements	106,000																																																		0																																																		106,000			
* Infrastructure Improvements	0																																																		0																																																		0		HOPE SF/OCII costs for streets etc.	
Parking	0		433,000		1,250,000																																																		1,683,000																																																	
GC Bond Premium/GC Insurance/GC Taxes	400,000		128,000		0		74,000																																																		602,000		includes CCIP																																													
GC Overhead & Profit	120,000		176,000		0		41,000																																																		337,000		4.1%																																													
CG General Conditions	490,000		361,000		0		154,000																																																		1,005,000		6.9%																																													
Sub-total Construction Costs	6,496,400		3,341,600		2,446,667		1,860,000		474,000																																																		14,618,667																																													
Design Contingency (remove at DD)	0																																																																																																							
Bid Contingency (remove at bid)	0																																																																																																							
Plan Check Contingency (remove/reduce during Plan Review)	0																																																																																																							
Hard Cost Construction Contingency	550,000		166,000		0		526,000																																																		1,242,000		5% new construction / 15% rehab																																													
Sub-total Construction Contingencies	550,000		166,000		0		526,000																																																		1,242,000		8.5%																																													
TOTAL CONSTRUCTION COSTS	7,046,400		3,341,600		2,612,667		1,860,000		1,000,000																																																		15,860,667																																													

SOFT COSTS																																																												
Architecture & Design																																																												
Architect design fees	247,000		31,000																																																		278,000		See MOHCD A&E Fee Guidelines: http://sfmohcd.org/documents-reports-and-forms					
Design Subconsultants to the Architect (incl. Fees)	0																																																											
Architect Construction Admin	100,000		50,000		54,000																																																		204,000					
Reimbursables	5,000																																																		5,000									
Additional Services	0																																																											
Sub-total Architect Contract	352,000		81,000		54,000		0		0																																																		487,000	
Other Third Party design consultants (not included under Architect contract)	140,000		17,000																																																		157,000		Civil engineer, PV Engineering, Joint Trench, Waterproofing, Shoring, EBM, Foundation					
Total Architecture & Design	492,000		98,000		54,000		0		0																																																		644,000	
Engineering & Environmental Studies																																																												
Survey	9,000		5,000																																																		14,000							
Geotechnical studies	7,000		7,000																																																		14,000							
Phase I & II Reports	43,000		16,000																																																		59,000							
CEQA / Environmental Review consultants	0		14,000																																																		14,000							
NEPA / 106 Review	0																																																											
CNA/PNA (rehab only)	0																																																											
Other environmental consultants	0																																																											
Total Engineering & Environmental Studies	59,000		42,000		0		0		0																																																		101,000	
Financing Costs																																																												
Construction Financing Costs																																																												
Construction Loan Origination Fee	31,000																																																		31,000									
Construction Loan Interest	0		261,000																																																		261,000							
Title & Recording	30,000																																																		30,000									
CDLAC & CDIAC fees	0																																																											
Bond Issuer Fees	0																																																											
Other Bond Cost of Issuance	0																																																											
Other Lender Costs (MOHCD orig fee)	0		88,000																																																		88,000							
Sub-total Const. Financing Costs	61,000		349,000		0		0		0																																																		410,000	
Permanent Financing Costs																																																												
Permanent Loan Origination Fee	0																																																											
Credit Enhance. & Appl. Fee	0																																																											
Title & Recording	0		13,000																																																		13,000							
Sub-total Perm. Financing Costs	0		13,000		0		0		0																																																		13,000	
Total Financing Costs	61,000		362,000		0		0		0																																																		423,000	
Legal Costs																																																												
Borrower Legal fees	95,000																																																		95,000									
Land Use / CEQA Attorney fees	10,000																																																		10,000									
Tax Credit Counsel	0																																																											
Bond Counsel	0																																																											
Construction Lender Counsel	65,000																																																		65,000									
Permanent Lender Counsel	0		20,000																																																		20,000							
* Other Legal (specify)	0																																																											
Total Legal Costs	170,000		20,000		0		0		0																																																		190,000	
Other Development Costs																																																												
Appraisal	2,000																																																		2,000									
Market Study	8,000																																																		8,000									
Insurance	63,000																																																		63,000									
Property Taxes	0		125,000																																																		125,000							
Accounting / Audit	10,000																																																		10,000									
Organizational Costs	0																																																											
Entitlement / Permit Fees	213,000																																																		213,000									
Marketing / Rent-up	0		50,000																																																		50,000							
Furnishings	0		45,000																																																		45,000		\$2,000/unit. See MOHCD UW Guidelines on: http://sfmohcd.org/documents-reports-and-forms					
PGE / Utility Fees	135,000																																																		135,000									
TCAC App / Alloc / Monitor Fees	0																																																											
Financial Consultant fees	50,000																																																		50,000									
Construction Management fees / Owner's Rep	42,000																																																		42,000									
Security during Construction	0																																																											
Relocation	0																																																											
Other (Lender expenses)	68,000																																																		68,000									
Other (Art Commission)	0		32,000																																																		32,000							
Other (Prevailing Wage Monitor & Special Inspections)	0		42,000																																																		42,000							
Total Other Development Costs	591,000		304,000		0		0		0																																																		885,000	
Soft Cost Contingency																																																												
Contingency (Arch, Eng, Fin, Legal & Other Dev)	123,000		46,000																																																		169,000		Should be either 10% or 5% of total soft costs.					
TOTAL SOFT COSTS	1,486,000		872,000		54,000		0		0																																																		2,412,000	

RESERVES																																																						
* Operating Reserves	0		145,000																																																		145,000	
* Replacement Reserves	0																																																					
* Tenant Improvements Reserves	0																																																					
* Other (specify)	0																																																					
* Other (specify)	0																																																					
* Other (specify)	0																																																					
TOTAL RESERVES	0		145,000																																																		145,000	

DEVELOPER COSTS																																																												
Developer Fee - Cash-out Paid at Milestones	237,600		362,400																																																		600,000							
Developer Fee - Cash-out At Risk	0																																																											
Commercial Developer Fee	0																																																											
Developer Fee - GP Equity (also show as source)	0																																																											
Developer Fee - Deferred (also show as source)	0																																																											
Development Consultant Fees	0																																																											
Other (specify)	0																																																											
TOTAL DEVELOPER COSTS	237,600		362,400		0		0		0																																																		600,000	

TOTAL DEVELOPMENT COST	8,770,000						4,721,000						2,666,667						1,860,000						1,000,000						0						0						0						19,017,667																																															
Development Cost/Unit by Source	438,500												236,050												133,333												93,000												50,000												0												0												950,883											
Development Cost/Unit as % of TDC by Source	46.1%												24.8%												14.0%												9.8%												5.3%												0.0%												0.0%												100.0%											

Acquisition Cost/Unit by Source	0																																																											
Construction Cost (inc Const Contingency)/Unit By Source	352,320		167,080		130,633		93,000		50,000																																																		793,033	
Construction Cost (inc Const Contingency)/SF	243.29		115.37		90.21		64.22		34.53																																																		547.62	

*Possible non-eligible GO Bond/COP Amount: 5,599,400

City Subsidy/Unit: 438,500

Tax Credit Equity Pricing: N/A

Construction Bond Amount: N/A

Construction Loan Term (in months): 30 months

Construction Loan Interest Rate (as %): 5.58%

Total Soft Cost Contingency as % of Total Soft Costs	7.5%																																															

Attachment J: 1st Year Operating Budgets

Application Date: 9/20/2024
Total # Units: 55
Project Name: Golden Gate Avenue Educator Housing (LHFC)
Project Address: 750 Golden Gate Ave

Table with 2 columns: Total Income Variance, Total Expense Variance. Includes REF and REF symbols.

Fiscal Year of Operations (provide data assuming that Year 1 is a full year, i.e. 12 months of operations): 2026
Project Sponsor: MidPen Housing Corporation

Table with columns: INCOME, Total, Comments. Rows include Residential - Tenant Rents, Residential - Leases, Commercial Space, etc.

Table with columns: PUPA, PUPM, Most Current AMR. Rows include Residential - Tenant Rents, Residential - Leases, Commercial Space, etc.

Table with columns: Variance Amount, Variance (AMB), AMB's Field Name. Rows include Residential - Tenant Rents, Residential - Leases, Commercial Space, etc.

OPERATING EXPENSES

Table with columns: Management Fee, Asset Management Fee, Salaries/Benefits, Administration, Utilities, Taxes and Licenses, Insurance, Maintenance & Repair, Supportive Services, Commercial Expenses. Includes sub-totals and PUPA values.

Table with columns: PUPA, PUPM. Rows correspond to the Operating Expenses table.

Table with columns: Variance Amount, Variance (AMB), AMB's Field Name. Rows correspond to the Operating Expenses table.

RESERVES/GROUND LEASE BASE RENT/BOND FEES

Table with columns: Funded Lease Base Rent, Bond Maturity Fee, Replacement Reserve Deposits, etc. Includes sub-totals and PUPA values.

Table with columns: PUPA, PUPM. Rows correspond to the Reserves/Ground Lease Base Rent/Bond Fees table.

Table with columns: Variance Amount, Variance (AMB), AMB's Field Name. Rows correspond to the Reserves/Ground Lease Base Rent/Bond Fees table.

NET OPERATING INCOME (INCOME minus OP EXPENSES)

Table with columns: DEBT SERVICE (Mortgage Pay Payments), CASH FLOW (Net Cash Flow), AVAILABLE CASH FLOW. Includes sub-totals and PUPA values.

Table with columns: PUPA, PUPM. Rows correspond to the Net Operating Income table.

Table with columns: Variance Amount, Variance (AMB), AMB's Field Name. Rows correspond to the Net Operating Income table.

RESIDUAL RECEIPTS (CASH FLOW minus PAYMENTS)

Table with columns: Residual Receipts Calculation, Will Project Defer Developer Fee?, Max Deferred Developer Fee/Borrower % of Residual Receipts in 'Y 1'. Includes sub-totals and PUPA values.

Table with columns: PUPA, PUPM. Rows correspond to the Residual Receipts table.

Table with columns: Variance Amount, Variance (AMB), AMB's Field Name. Rows correspond to the Residual Receipts table.

SOFT DEBT LENDERS WITH RESIDUAL RECEIPTS OBLIGATIONS

Table with columns: MOCHDCI - Soft Debt Loans, MOCHDCI - Ground Lease Value on Land Area Costs, etc. Includes sub-totals and PUPA values.

Table with columns: PUPA, PUPM. Rows correspond to the Soft Debt Lenders table.

Table with columns: Variance Amount, Variance (AMB), AMB's Field Name. Rows correspond to the Soft Debt Lenders table.

MOCHDCI RESIDUAL RECEIPTS DEBT SERVICE

Table with columns: Residual Receipts Available to MOCHDCI, Non-MOCHDCI Residual Receipts Debt Service. Includes sub-totals and PUPA values.

Table with columns: PUPA, PUPM. Rows correspond to the MOCHDCI Residual Receipts table.

Table with columns: Variance Amount, Variance (AMB), AMB's Field Name. Rows correspond to the MOCHDCI Residual Receipts table.

REMAINDER (should be zero unless there are distributions below)

Table with columns: Owner Distribution/Incentive Management Fee, Other Distributions/Incentives. Includes sub-totals and PUPA values.

Table with columns: PUPA, PUPM. Rows correspond to the Remainder table.

Table with columns: Variance Amount, Variance (AMB), AMB's Field Name. Rows correspond to the Remainder table.

FINAL BALANCE (should be zero)

Table with columns: Final Balance. Includes sub-totals and PUPA values.

Table with columns: PUPA, PUPM. Rows correspond to the Final Balance table.

Table with columns: Variance Amount, Variance (AMB), AMB's Field Name. Rows correspond to the Final Balance table.

Attachment K: 20-year Operating Proformas

Golden Gate Avenue Educator Housing (LHIC) Total # Units: 55

Financial proforma table with columns for years 2020-2045 and rows for various income and expense categories including Rental Income, Operating Expenses, Debt Service, and Reserves.

