

**THE CALIFORNIA DEBT LIMIT ALLOCATION COMMITTEE**  
**September 17, 2014**  
**Staff Report**  
***REQUEST FOR A QUALIFIED PRIVATE ACTIVITY BOND ALLOCATION FOR A***  
***QUALIFIED RESIDENTIAL RENTAL PROJECT***

*Prepared by: Brian Clark*

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**Applicant:** City & County of San Francisco

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**Allocation Amount Requested:**  
**Tax-exempt:** \$32,500,000

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**Project Information:**  
**Name:** Alice Griffith Phase 1 Apartments  
**Project Address:** 2600 Arelious Walker Drive  
**Project City, County, Zip Code:** San Francisco, San Francisco, 94124

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**Project Sponsor Information:**  
**Name:** Alice Griffith Phase 1, LP (Alice Griffith Phase 1 MBS GP, Inc. & SFHDC Alice Griffith I)  
**Principals:** Kevin J. McCormack, Hillary B. Zimmerman, Kim Hartmann & Daniel Falcon, Jr. for Alice Griffith Phase 1 MBS GP, Inc.; Shirley Hamilton, Eddie Walker, Eve Combs & Christine D. Johnson for SFHDC Alice Griffith I  
**Property Management Company:** McCormack Baron Ragan Management Services, Inc.

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**Project Financing Information:**  
**Bond Counsel:** Stradling, Yocca, Carlson & Rauth  
**Underwriter:** Not Applicable  
**Credit Enhancement Provider:** Not Applicable  
**Private Placement Purchaser:** Citibank, NA  
**TEFRA Adoption Date:** June 17, 2014

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**Description of Proposed Project:**  
**State Ceiling Pool:** General  
**Total Number of Units:** 92, plus 1 manager unit  
**Type:** New Construction  
**Type of Units:** Family

The Project, located on 1.244 acres in San Francisco's Bayview area, is Phase 1 of the redevelopment of the Alice Griffith housing project and surrounding area that will take place over 6 financing phases and cover 7 city blocks. Phase 1 will consist of a five-story U-shaped elevator-served building and a three-story I-shaped building surrounding a central courtyard. Phase 1 will contain 21 one-bedroom, 50 two-bedroom, 7 three-bedroom and 11 four-bedroom units (89 total units) at 50% AMI. There will also be a single one bedroom manager's unit and, additionally, a one-bedroom unit, a two-bedroom unit and a four-bedroom unit that will be subject to HUD RAD rent limits and reserved for existing over-income tenants with return rights. Unit amenities will include refrigerator, stove, dishwasher, microwave, hall closet, central heat, carpeting and window coverings. The 2-bedroom accessible, 3-bedroom and 4-bedroom units will also have washers/dryers. Phase 1 will have 50 parking and 40 bicycle spaces, management/leasing office, computer room, tot lot, green space and will house the Alice Griffith Opportunities Center. Construction of Phase 1 is scheduled to begin in January 2015 and last approximately 22 months.

**Description of Public Benefits:**

**Percent of Restricted Rental Units in the Project:** 97%  
97% (89 units) restricted to 50% or less of area median income households.  
**Unit Mix:** 1, 2, 3 & 4 bedrooms

There are no service amenities.

**Term of Restrictions:**

**Income and Rent Restrictions:** 55 years

**Details of Project Financing:**

<b>Estimated Total Development Cost:</b>	\$ 66,331,185	
<b>Estimated Hard Costs per Unit:</b>	\$ 481,925	(\$44,337,096 /92 units)
<b>Estimated per Unit Cost:</b>	\$ 720,991	(\$66,331,185 /92 units)
<b>Allocation per Unit:</b>	\$ 353,261	(\$32,500,000 /92 units)
<b>Allocation per Restricted Rental Unit:</b>	\$ 365,169	(\$32,500,000 /89 restricted units)

The Project has total costs that appear high for the geographic area in which it is located. According to the Project sponsor, the high cost is due to: the high cost of the San Francisco construction market, including permits and local development impact fees that add approximately \$1,518,000 in Project costs and the required payment of prevailing wages; the need to drive support piles due to poor soil quality adding approximately \$1,087,624 in Project costs; a HUD RAD construction contingency increase from 5% to 10% adding approximately \$2,080,948 in Project costs; and offsite and infrastructure improvements necessary to integrate the Project site into the community, including new sewer & water lines, streets, sidewalks and lighting, that add approximately \$4,999,924 in Project costs.

<b>Sources of Funds:</b>	Construction	Permanent
Tax-Exempt Bond Proceeds	\$ 32,500,000	\$ 0
Developer Equity	\$ 500,000	\$ 500,000
LIH Tax Credit Equity	\$ 5,377,200	\$ 26,886,000
Direct & Indirect Public Funds	\$ 19,153,985	\$ 30,145,185
Other (Ground Value)	\$ 3,800,000	\$ 3,800,000
Other (Lennar Loan)	\$ 5,000,000	\$ 5,000,000
<b>Total Sources</b>	<b>\$ 66,331,185</b>	<b>\$ 66,331,185</b>

<b>Uses of Funds:</b>	
Acquisition/Land Purchase	\$ 3,800,000
On & Off Site Costs	\$ 5,000,000
Hard Construction Costs	\$ 39,337,096
Contractor P&P Bonds/Insurance	\$ 655,343
Building Permits, Impact Fees	\$ 1,959,000
Developer's Construction Contingency	\$ 4,162,000
Architect & Engineering Fees	\$ 1,807,290
Contractor Overhead & Profit	\$ 1,624,425
Developer Fee	\$ 2,500,000
Cost of Issuance	\$ 617,125
Capitalized Interest	\$ 1,625,000
Other Soft Costs (Marketing, etc.)	\$ 3,243,906
<b>Total Uses</b>	<b>\$ 66,331,185</b>

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**Description of Financial Structure and Bond Issuance:**

The proposed financial structure will be a private placement transaction provided by Citibank, NA ("Bank"). The Bank will provide a construction loan in the amount \$32,500,000 for a term of 30 months. The bonds will be interest-only with an interest rate option of: a variable rate equal to the SIFMA Municipal Swap Index plus a spread of 2.25%, for an all-in rate of 2.29%; or a fixed rate equal to the 3-year MMD rate plus 2.75%, for an all-in rate of 3.36%. The loan proceeds will be drawn down on a monthly basis, will be secured with a first deed of trust and will be recourse to the borrower. The construction loan will be paid off using OCII and HUD/MOHCD CNI loans, each having 57 year terms at 0% interest, and annual payments based on a share of surplus cash. There will be no permanent tax-exempt debt on the proposed Project.

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**Analyst Comments:**

Not Applicable

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**Legal Questionnaire:**

The Staff has reviewed the Applicant's responses to the questions contained in the Legal Status portion of the application. No information was disclosed to question the financial viability or legal integrity of the Applicant.

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**Total Points:** 87.5 out of 130  
[See Attachment A]

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**Recommendation:**

Staff recommends that the Committee approve \$32,500,000 in tax exempt bond allocation.

**ATTACHMENT A**

**EVALUATION SCORING:**

Point Criteria	Maximum Points Allowed for Non-Mixed Income Projects	Maximum Points Allowed for Mixed Income Projects	Points Scored
Federally Assisted At-Risk Project or HOPE VI Project	20	20	0
Exceeding Minimum Income Restrictions:	35	15	35
Exceeding Minimum Rent Restrictions [Allowed if 10 pts not awarded above in Federally Assisted At-Risk Project or HOPE VI Project]	[10]	[10]	10
Gross Rents	5	5	5
Large Family Units	5	5	0
Leveraging	10	10	10
Community Revitalization Area	15	15	0
Site Amenities	10	10	7.5
Service Amenities	10	10	0
New Construction	10	10	10
Sustainable Building Methods	10	10	10
Negative Points	-10	-10	0
<b>Total Points</b>	<b>130</b>	<b>100</b>	<b>87.5</b>

The criteria for which points are awarded will also be incorporated into the Resolution transferring Allocation to the Applicant as well as the appropriate bond documents and loan and finance agreements.