**CALIFORNIA TAX CREDIT ALLOCATION COMMITTEE**
**Project Staff Report**
**Tax-Exempt Bond Project**
**January 16, 2019**

Bernal Gateway Apartments, located at 3101 Mission Street and 141-143 Precita Avenue in San Francisco, requested and is being recommended for a reservation of $1,409,595 in annual federal tax credits to finance the acquisition and rehabilitation of 54 units of housing serving tenants with rents affordable to households earning 35-55% of area median income (AMI). The project will be developed by Bernal Gateway 2, LP and is located in Senate District 11 and Assembly District 17.

Bernal Gateway Apartments is a re-syndication of an existing Low Income Housing Tax Credit (LIHTC) project, Bernal Gateway Apartments (CA-98-188). See **Resyndication and Resyndication Transfer Event** below for additional information. The project will be receiving rental assistance in the form of HUD Section 8 Project-based Vouchers.

| | |
|---|---|
| **Project Number** | CA-19-413 |
| | |
| **Project Name** | Bernal Gateway Apartments |
| Site Address: | 3101 Mission Street, 141-143 Precita Avenue |
| | San Francisco, CA 94110 County: San Francisco |
| Census Tract: | 252.00 |

| **Tax Credit Amounts** | **Federal/Annual** | **State/Total** |
|---|---|---|
| Requested: | $1,409,595 | $0 |
| Recommended: | $1,409,595 | $0 |

**Applicant Information**

| | |
|---|---|
| Applicant: | Bernal Gateway 2, LP |
| Contact: | Gina Dacus |
| Address: | 515 Cortland Ave<br>San Francisco, CA 94110 |
| Phone: | 415-206-2140 |
| Email: | gdacus@bhnc.org |

| | |
|---|---|
| General Partner(s) or Principal Owner(s): | RPBG, LLC<br>Devine Bernal, LLC |
| General Partner Type: | Joint Venture |
| Parent Company(ies): | Bernal Heights Housing Corporation and<br>Hunters Point Affordable Housing, Inc.<br>Devine & Gong, Inc. |
| Developer: | Bernal Gateway 2, LP |
| Investor/Consultant: | Enterprise Community |
| Management Agent: | Caritas Management Corporation |

**Project Information**

| | |
|---|---|
| Construction Type: | Acquisition & Rehabilitation |
| Total # Residential Buildings: | 3 |
| Total # of Units: | 55 |
| No. / % of Low Income Units: | 54 100.00% |
| Federal Set-Aside Elected: | 40%/60% |
| Federal Subsidy: | Tax-Exempt / HUD Section 8 Project Based Vouchers (31 units - 51%) |

**Bond Information**

| | |
|---|---|
| Issuer: | City and County of San Francisco - Mayor's Office of Housing |
| Expected Date of Issuance: | December 12, 2018 |

**Information**

| | |
|---|---|
| Housing Type: | Non-Targeted |
| Geographic Area: | San Francisco County |
| TCAC Project Analyst: | Marlene McDonough |

**55-Year Use / Affordability**

| Aggregate Targeting Number of Units | | Percentage of Affordable Units |
|---|---|---|
| At or Below 50% AMI: | 42 | 78% |
| At or Below 60% AMI: | 12 | 22% |

**Unit Mix**

| | |
|---|---|
| 9 | 1-Bedroom Units |
| 29 | 2-Bedroom Units |
| 13 | 3-Bedroom Units |
| 4 | 4-Bedroom Units |
| 55 | Total Units |

| | Unit Type & Number | 2018 Rents Targeted % of Area Median Income | 2018 Rents Actual % of Area Median Income | Proposed Rent (including utilities) |
|---|---|---|---|---|
| 1 | 1 Bedroom | 55% | 55% | $1,512 |
| 3 | 1 Bedroom | 35% | 35% | $962 |
| 2 | 1 Bedroom | 35% | 35% | $962 |
| 3 | 1 Bedroom | 35% | 35% | $962 |
| 4 | 2 Bedrooms | 55% | 55% | $1,815 |
| 8 | 2 Bedrooms | 35% | 35% | $1,155 |
| 7 | 2 Bedrooms | 35% | 35% | $1,155 |
| 10 | 2 Bedrooms | 35% | 35% | $1,155 |
| 5 | 3 Bedrooms | 55% | 55% | $2,096 |
| 3 | 3 Bedrooms | 35% | 35% | $1,334 |
| 3 | 3 Bedrooms | 35% | 35% | $1,334 |
| 1 | 3 Bedrooms | 35% | 35% | $1,334 |
| 2 | 4 Bedrooms | 55% | 55% | $2,338 |
| 1 | 4 Bedrooms | 35% | 35% | $1,488 |
| 1 | 4 Bedrooms | 35% | 35% | $1,488 |
| 1 | 3 Bedrooms | Manager’s Unit | Manager’s Unit | $0 |

TCAC-confirmed Projected Lifetime Rent Benefit: $100,552,980

| **Project Cost Summary at Application** | |
|---|---|
| Land and Acquisition | $31,363,030 |
| Construction Costs | $0 |
| Rehabilitation Costs | $5,161,359 |
| Construction Contingency | $516,136 |
| Relocation | $810,000 |
| Architectural/Engineering | $281,000 |
| Const. Interest, Perm. Financing | $1,756,967 |
| Legal Fees, Appraisals | $301,500 |
| Reserves | $1,798,422 |
| Other Costs | $490,342 |
| Developer Fee | $5,263,643 |
| Commercial Costs | $0 |
| **Total** | **$47,742,399** |

**Residential**

| | |
|---|---|
| Construction Cost Per Square Foot: | $91 |
| Per Unit Cost: | $868,044 |
| True Cash Per Unit Cost*: | $534,854 |

**Construction Financing**

| Source | Amount |
|---|---|
| Capital One | $23,500,000 |
| Seller Carryback Loan | $15,776,743 |
| Deferred Costs | $5,046,233 |
| General Partner Equity | $906,530 |
| General Partner Capital | $100 |
| Tax Credit Equity | $2,512,793 |

**Permanent Financing**

| Source | Amount |
|---|---|
| Bellweather Enterprise | $14,869,947 |
| Seller Carryback Loan | $15,776,743 |
| Deferred Developer Fee | $2,367,337 |
| General Partner Capital | $100 |
| Contributed Developer Fee | $396,306 |
| General Partner Equity | $906,530 |
| Tax Credit Equity | $13,425,436 |
| **TOTAL** | **$47,742,399** |

*Less Fee Waivers, Seller Carryback Loans, and Deferred Developer Fee

**Determination of Credit Amount(s)**

| | |
|---|---|
| Requested Eligible Basis (Rehabilitation): | $9,174,318 |
| 130% High Cost Adjustment: | Yes |
| Requested Eligible Basis (Acquisition): | $31,180,278 |
| Applicable Fraction: | 100.00% |
| Qualified Basis (Rehabilitation): | $11,926,613 |
| Qualified Basis (Acquisition): | $31,180,278 |
| Applicable Rate: | 3.27% |
| Maximum Annual Federal Credit, Rehabilitation: | $390,000 |
| Maximum Annual Federal Credit, Acquisition: | $1,019,595 |
| Total Maximum Annual Federal Credit: | $1,409,595 |
| Approved Developer Fee (in Project Cost & Eligible Basis): | $5,263,643 |
| Investor/Consultant: | Enterprise Community |
| Federal Tax Credit Factor: | $0.95243 |

Except as allowed for projects basing cost on assumed third party debt, the “as if vacant” land value and the existing improvement value established at application for all projects, as well as the eligible basis amount derived from those values, shall not increase during all subsequent reviews including the placed in service review, for the purpose of determining the final award of Tax Credits. The sum of the third party debt encumbering the property may increase during subsequent reviews to reflect the actual amount.

**Eligible Basis and Basis Limit**

| | |
|---|---|
| Requested Unadjusted Eligible Basis: | $40,354,596 |
| Actual Eligible Basis: | $40,354,596 |
| Unadjusted Threshold Basis Limit: | $30,813,820 |
| Total Adjusted Threshold Basis Limit: | $87,511,249 |

**Adjustments to Basis Limit**

Required to Pay State or Federal Prevailing Wages/Financed by labor-affiliated organization employing construction workers paid at least state or federal prevailing wages

95% of Upper Floor Units are Elevator-Serviced

55-Year Use/Affordability Restriction – 2% for Each 1% of Low-Income and Market Rate Units are Income Targeted at 35% AMI or Below: 154%

**Cost Analysis and Line Item Review**

Staff analysis of project costs to determine reasonableness found all fees to be within TCAC's underwriting guidelines and TCAC limitations. Annual operating expenses exceed the minimum operating expenses established in the Regulations, and the project pro forma shows a positive cash flow from year one. Staff has calculated federal tax credits based on 3.27% of the qualified basis. Applicants are cautioned to consider the expected federal rate when negotiating with investors. TCAC's financial evaluation at project completion will determine the final allocation.

**Significant Information / Additional Conditions**

Development costs are approximately $534,854 per unit. The high costs are a result of prevailing wage requirements, city, state and federal hiring and contracting requirements, increasing labor costs, high acquisition costs, and a high hard cost contingency.

**Resyndication and Resyndication Transfer Event**

Prior to closing, the applicant or its assignee shall obtain TCAC's consent to assign and assume the existing Regulatory Agreement (CA-98-188). To be eligible for a new award of tax credits, the owner must provide documentation with the Form 8609 request (the placed in service submission) that the acquisition date and the placed in service date both occurred after the existing federal 15 year compliance period was completed.

The newly resyndicated project shall continue to meet the rents and income targeting levels in the existing regulatory agreement(s) and any deeper targeting levels in the new regulatory agreement(s) for the duration of the new regulatory agreement(s). Existing households determined to be income-qualified for purposes of IRC §42 credit during the 15-year compliance period are concurrently income-qualified households for purposes of the extended use agreement. As a result, any household determined to be income qualified at the time of move-in under the existing regulatory agreement (CA-98-188) is a qualified low-income household for the subsequent allocation (existing household eligibility is "grandfathered").

The project is a resyndication occurring concurrently with a Transfer Event with distribution of Net Project Equity. The rehabilitation scope of work shall include all of the Short Term Work in the amount of $624,808. There is a general partner equity contribution of at least $624,808, allowing the applicant to receive eligible basis for the entire Short Term Work amount.

**Local Reviewing Agency**

The Local Reviewing Agency has not yet completed a site review of this project. Any negative comments in the LRA report will cause this staff report to be revised to reflect such comments.

**Standard Conditions**

If applicant is receiving tax-exempt bond financing from other than CalHFA, the applicant shall apply for a bond allocation from the California Debt Limit Allocation Committee’s next scheduled meeting, if not previously granted an allocation; shall have received an allocation from CDLAC; and, shall issue bonds within time limits specified by CDLAC.

The applicant anticipates financing more than 50% of the project aggregate basis with tax-exempt bond proceeds as calculated by the project tax professional. Therefore, the federal credit reserved for this project will not count against the annual ceiling.

The IRS has advised TCAC that the amount of tax-exempt bonds issued, equivalent to at least 50% of aggregate basis, must remain in place through the first year of the credit period or until eligible basis is finally determined.

TCAC makes the preliminary reservation only for the project specified above in the form presented, and involving the parties referred to in the application. No changes in the development team or the project as presented will be permitted without the express approval of TCAC.

The applicant must pay TCAC a reservation fee calculated in accordance with regulation. Additionally, TCAC requires the project owner to pay a monitoring fee before issuance of tax forms.

As project costs are preliminary estimates only, staff recommends that a reservation be made in the amount of federal credit and state credit shown above on condition that the final project costs be supported by itemized lender approved costs and certified costs after the buildings are placed in service.

All unexpended funds in reserve accounts established for the project must remain with the project to be used for the benefit of the property and/or its residents, except for the portion of any accounts funded with deferred developer fees.

All fees charged to the project must be within TCAC limitations. Fees in excess of these limitations will not be considered when determining the amount of credit when the project is placed-in-service.

The applicant/owner shall be subject to underwriting criteria set forth in Section 10327 of the regulations through the final feasibility analysis performed by TCAC at placed-in-service.

Credit awards are contingent upon applicant's acceptance of any revised total project cost, qualified basis and tax credit amount determined by TCAC in its final feasibility analysis.

**CDLAC Additional Conditions**

The applicant/owner is required to provide the tenants with the following service amenities free of charge for a minimum of fifteen (15) years in accordance with the bond allocation from CDLAC. These services may be changed to meet the needs of the tenants upon prior approval from CDLAC and written notification

- Contract with a full time equivalent bona fide service coordinator / social worker for a minimum number of hours per year on-site

The applicant/owner is required to complete the following sustainable building methods in accordance with the bond allocation from CDLAC and provide the applicable certifications and documentation when the TCAC placed-in-service application is submitted:

- The project commits to a parking ratio equivalent of 1 parking stall or less per SRO and 1-bedroom restricted rental units, and 1.5 parking stall or less per 2-bedroom and larger restricted rental units.