BEFORE THE STATE OF FLORIDA FLORIDA HOUSING FINANCE CORPORATION

TALLMAN PINES HR, Ltd.

FHFC Case No: **2020**X 2021-007BP

RFA No. 2020-205 App. No. 2021-207BSN

Petitioner,

VS.

FLORIDA HOUSING FINANCE CORPORATION. Respondent.

RECEIVED

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FLORIDA HOUSING FINANCE CORPORATION

FORMAL WRITTEN PROTEST AND PETITION FOR ADMINISTRATIVE HEARING

Petitioner, Tallman Pines HR, Ltd., ("Petitioner" or "Tallman Pines"), pursuant to sections 120.57(1) and (3), Florida Statutes ("F.S.") and Rules 28-110 and 67-60, Florida Administrative Code ("FAC") hereby files this Formal Written Protest and Petition for Administrative Hearing (the "Petition") regarding the scoring decisions of the Respondent, Florida Housing Finance Corporation ("Florida Housing") to award funding to responsive Applicants pursuant to RFA 2020-205 Sail Financing of Affordable Multifamily Housing Developments to be Used in Conjunction with Tax-Exempt Bonds and Non-Competitive Housing Credits. (hereinafter the "RFA")

Introduction

1 This Petition is filed pursuant to sections 120.57(1) and (3), Florida Statutes, Rules 28-110 and 67-60, Florida Administrative Code.

Parties

- 2. Petitioner is a Florida limited company in the business of providing affordable housing. Petitioner's address is 3225 Aviation Avenue, 6th Floor, Coconut Grove, Florida 33133. Petitioner's address, telephone number and email address are those of its undersigned counsel for purposes of this proceeding.
- 3. The affected agency is Florida Housing Finance Corporation. Florida Housing's address is 227 North Bronough Street, Suite 5000, Tallahassee, Florida 32301-1329.

Notice

- 4. On October 15, 2020 Florida Housing issued the RFA.
- 5. On November 3, 2020 and again on November 9, 2020, the RFA was modified by Florida Housing.
- 6. Applications in response to the RFA were due on or before November 12, 2020.
- 7. Florida Housing received 90 applications in response to the RFA. Petitioner, applied in response to the RFA, requesting an allocation of \$2,770,000 in Sail Funding for its proposed seventy-five (75) unit affordable housing development in Broward County, Florida. Petitioner's application satisfied all the required elements of the RFA and is eligible for a funding award.
- 8. Petitioner received notice of the preliminary RFA scoring and rankings through electronic posting on Friday, January 22, 2021 at 2:55 pm. A copy of the notices posted on the Corporations website are attached hereto as Exhibit "A". Petitioner was deemed eligible for funding but was not among those recommended for funding.

- 9. On Wednesday, January 27, 2021 at 12:31 pm., Petitioner timely submitted their Notice of Intent to Protest Florida Housing's intended decision. A copy of that Notice of Intent is attached hereto as Exhibit "B".
- 10. This Petition is timely filed in accordance with the provisions of section 120.57(3) (b), Florida Statutes, and rules 28-110.004 and 67-60.009, Fla. Admin. Code.

Background

- 11. Florida Housing is a public corporation created by section 420.504, Florida Statutes, to administer the governmental function of financing or refinancing affordable housing and related facilities in Florida. Florida Housing's statutory authority and mandates are set forth in Part V of Chapter 420, Florida Statutes. See, Sections 420.501-420.55, Fla. Stat.
- 12. Florida Housing administers a competitive solicitation process to make and service mortgage loans for new construction or rehabilitation of affordable rental units under the State Apartment Incentive Loan (SAIL) Program and the Elderly Housing Community Loan (EHCL) Program. See Chapter 67-60, Fla. Admin. Code.

RFA 2020-205

- 13. Through the RFA process Florida Housing anticipated awarding an estimated \$88,959,045 of SAIL funding for proposed Developments in Small, Medium and Large Counties as defined by the RFA. (RFA at 23)
- 14. Appointed Review Committee members independently evaluated and scored their assigned portions of the submitted applications based on various mandatory and scored items. (RFA at 97) The maximum point total that an applicant can receive is 25 points. (RFA at 90) Failure to meet all eligibility items results in an application being deemed ineligible. (RFA at 85)

- 15. The RFA provides the following funding goals,
 - Two Elderly, New Construction Applications located in a Large County, with a
 preference for at least one Application that qualifies for the Veterans Preference.
 - Three Family, New Construction Applications located in a Large County with a preference that at least two Applications are from Self-Sourced Applicants.
 - One Elderly, New Construction, Application located in a Medium County, with a preference for Applications that qualify for the Veteran Preference.
 - Two Family, New Construction, Application located in a Medium County, with a
 preference that at least one Application is from a Self-Sourced Applicant.

(RFA at 92)

- 16. The RFA provides that the highest scoring Applications will be determined by first sorting together all eligible Applications from highest score to lowest score, with any scores that are tied separated in the following order:
 - a. By the Application's eligibility for the Per Unit Construction Funding Preference (which is outlined in Section Four A.11.d of the RFA) with Applications that qualify for the preference listed above Applications that do not qualify for the preference.
 - b. Next, by the Application's Leveraging Level number (which is outlined in item 3. of Exhibit C) with Applications that have a lower Leveraging Level number listed above Applications that have a higher Leveraging Level number.
 - c. By the Application's eligibility for the Proximity Funding Preference (which is outlined in Section Four A.5.e. of the RFA) with Applications that qualify for the preference listed above Applications that do not qualify for the preference.
 - d. By the Application's eligibility for the Grocery Store Funding Preference (which is outlined in Section Four A. 5. e. of the RFA) with Applications that qualify for the preference listed above that do not qualify for the preference);
 - e. Next, by the Application's eligibility for the Community Service Preference which is outlined in Section Four A.5.e of the RFA (with Applications that qualify for the preference listed above Applications that do not qualify for the preference);

- f. By the Application's eligibility for the Florida Job Creation Funding Preference which is outlined in item 4 of Exhibit C of the RFA (with Applications that qualify for the preference listed above Applications that do not qualify for the preference); and
- g. By lottery number, resulting in the lowest lottery number receiving preference.

(RFA at 93)

- 17. The RFA mandates the Funding Selection Process (hereinafter "Selection Process"), as follows,
 - a. Goal to fund seven Medium and Large County, New Construction Applications
 - (1) Goal to fund one New Construction Application located in Miami-Dade County and one New Construction Application located in Broward County.
 - (a) First Application

The first Application selected for funding will be the highest ranking eligible New Construction Application that is located in Miami-Dade County or Broward County, regardless of the Demographic Commitment, the Application's qualifications for the Veterans Preference, or the Applicants' status as a Self-Sourced Applicant or Non-Self-Sourced Applicant.

(b) Second Application

- If the first Application selected for funding was an Elderly Application located in Miami-Dade County, the second Application will be the highest-ranking Family Application located in Broward County, with a preference that it be a Self-Sourced Applicant located in Broward County.
- If the first Application selected for funding was an Elderly Application located in Broward County, the second Application will be the highest-ranking Family Application located in Miami-Dade County, with a preference that it be a Self-Sourced Application located in Miami-Dade County.

- If the first Application selected for funding was a Family Application located in Miami-Dade County, the second Application will be the highest- ranking Application located in Broward County that either (i) is an Elderly Application that qualifies for the Veterans Preference; or (ii) is a Family Application that qualifies as a Self-Sourced Application. If there are no eligible Elderly Applications that qualifies for the Veterans Preference or Family Application that qualifies as a Self-Sourced Applications located in Broward County, then the second Applications selected for funding will be the highest-ranking Application located in Broward County, regardless of the Demographic Commitment, the Applicant's qualifications for the Veterans Preference, or the Applicants' status as a Self-Sourced Applicant or Non-Self-Sourced Applicant.
- If the first Application selected for funding was a Family Application located in Broward County, the second Application will be the highest-ranking Application located in Miami-Dade County that either (i) is an Elderly Application that qualifies for the Veterans Preference; or (ii) is a Family Application that qualifies as a Self-Sourced Application. If there are no Elderly Applications that qualifies for the Veterans Preference or Family Application that qualifies as a Self-Sourced Applications located in Miami-Dade County, then the second Applications selected for funding will be the highest-ranking Application located in Miami-Dade County, regardless of the Demographic Commitment, the Applicant's qualifications for the Veterans Preference, or the Applicants' status as a Self-Sourced Applicant or Non-Self-Sourced Applicant.
- (2) Goal to fund two Elderly, Large County, New Construction Applications

This goal will be met under the following circumstances:

- (a) If neither of the Applications selected to meet the goal described in (1) above are Elderly Applications, the two highest-ranking eligible Elderly, Large County, New Construction Applications that meets the Veterans Preference will be selected for funding, subject to the County Award Tally and both Funding Tests. If the Goal could not be met because there were not enough eligible Applications that meets the Veterans Preference and this goal, the two highest-ranking eligible Elderly, Large County, New Construction Applications will be selected for funding, subject to the County Award Tally and both Funding Tests.
- (b) If one of the Applications selected to meet the goal described in (1) above is an Elderly Applications, the highest-ranking eligible Elderly,

Large County, New Construction Applications that meets the Veterans Preference will be selected for funding, subject to the County Award Tally and both Funding Tests. If the goal could not be met because there were no eligible unfunded Elderly, Large County, New Construction Applications that meets the Veterans Preference, the highest-ranking eligible Elderly, Large County, New Construction Application will be selected for funding, subject to the County Award Tally and both Funding Tests.

(3) Goal to Fund Three Family, Large County, new Construction Applications

This goal will be met under the following circumstances:

- (a) If one or both of the Applications selected to meet the goal described in (1) above is a Family Application, that Application(s) will count towards this goal. To meet this goal, the highest-ranking Family, Large County, New Construction Self-Sourced Application(s) will be selected, subject to the County Award Tally and both Funding Tests, until this goal is met. If the goal could not be met because there were not enough eligible unfunded Self-Sourced Applications that could meet this goal, then the highest-ranking Family, Large County, new Construction Non-Self-Sourced Application(s) will be selected, subject to the County Award Tally and both Funding Tests, until this goal is met.
- (4) Goal to Fund one Elderly, Medium County, New Construction Application

The Application selected for funding will be the highest-ranking eligible Elderly, Medium County, New Construction Application that meets the Veterans Preference, subject to the Funding Tests. If the goal could not be met because there were no eligible unfunded Elderly, Medium County, New Construction Applications that meets the Veterans Preference, the highest-ranking eligible Elderly, Medium County, New Construction Application will be selected for funding, subject to the Funding Tests.

(5) Goal to Fund two Family, Medium County, New Construction Applications

The first Application selected for funding will be the highest-ranking eligible Family, Medium County, New Construction Application from a Self-Sourced Applicant, subject to the County Award Tally and Funding Tests.

After the selection of the Application from a Self-Sourced Applicant or if there are no Applications from a Self-Sourced Applicant that can meet this goal, the additional Application(s) selected to meet this goal, will be the highest-ranking Family, Medium County, New Construction Application(s), regardless of whether the Application(s) is from a Self-Sourced Applicant, subject to the County Award Tally and both Funding Tests.

b. Family or Elderly (ALF or Non-ALF) Small County Applications

The highest ranking eligible unfunded Family or Elderly (ALF or Non-ALF) Small County Applications, regardless of the Development Category, the Application's qualifications for the Veterans Preference, or the Applicants' status as a Self-Sourced Applicant or Non-Self-Sourced Applicant, will be selected for funding, subject to the Geographic and Demographic Funding Tests and the County Award Tally.

If funding remains and none of the eligible unfunded Small County Applications can meet both of the Funding Tests, or if there are no eligible unfunded Small County Applications, the remaining Small County Geographic funding will be allocated to the Medium County Geographic Category and to the Large County Geographic Category on a pro-rata basis based on the geographic distribution adjusted to meet the requirements of Section 420.5087, F.S.

c. Family or Elderly (ALF or Non-ALF) Medium County Applications

(1) Self-Sourced Applications

First, the highest ranking eligible unfunded Family Medium County Self-Sourced Applications will be selected for funding, subject to the Geographic and Demographic Funding Tests and the County Award Tally. If funding remains and none of the eligible unfunded Family Medium County Self-Sourced Applications can meet both of the Funding Tests, no further Family Medium County Self-Sourced Applications will be selected for funding.

(2) One Application that meet the Veterans Preference

Next, the highest ranking eligible unfunded Elderly Medium County Application that meet the Veterans Preference will be selected for funding, subject to the Geographic and Demographic Funding Tests and the County Award Tally.

(3) Remaining Medium County Funding

If funding remains, the highest ranking eligible unfunded Family or Elderly (ALF or Non-ALF) Medium County Applications, regardless of the Development Category, will be selected for funding, subject to the Geographic and Demographic Funding Tests and the County Award Tally. If none of the eligible unfunded Medium County Applications can meet both of the Funding Tests, or if there are no eligible unfunded Medium County Applications, the remaining Medium County Geographic funding will be allocated to the Large County Geographic Category.

d. Family or Elderly (ALF or Non-ALF) Large County Applications

(1) Self-Sourced Applications

First, the highest ranking eligible unfunded Family Large County Self-Sourced Applications will be selected for funding, subject to the Geographic and Demographic Funding Tests and County Award Tally.

If funding remains and none of the eligible unfunded Family Large County Self Sourced Applications can meet both Funding Tests, all remaining Self-Sourced Applicant Family Funding and Non-Self-Sourced Applicant Family Funding will be merged ("Family Funding Merge"). No further Self-Sourced Applications will be funded.

(2) One Application that meet the Veterans Preference

Next, the highest ranking eligible unfunded Elderly Large County Application that meet the Veterans Preference will be selected for funding, subject to the Geographic and Demographic Funding Tests and the County Award Tally.

(3) Remaining Large County Funding

If funding remains, the highest ranking eligible unfunded Family or Elderly (ALF or Non-ALF) Large County Applications, regardless of the Development Category, will be selected for funding, subject to the Geographic and Demographic Funding Tests and the County Award Tally.

If funding remains and no eligible unfunded Large County Applications can meet the Funding Tests, then no further Applications will be selected for funding and the remaining funding will be distributed as approved by the Board.

(RFA at p.93-96)

18. The following applications were selected in the following order for funding by the Review Committee:

2021-221S-POAH Cutler Manor II, LLC (Large County/Miami-Dade/Family)

2021-199BSN- University Station II Ltd. (Large County/Broward/Family)

2021-216 Quiet Meadows, Ltd (Large County/Palm Beach/Elderly)

2021-252SN-Fulham Terrace (Large County/Hillsborough/Elderly)

2021-244BS-Princeton Crossings LLC (Large County/Miami-Dade/Family)

2021-246BS-MHP FLVII, LLLP (Medium County/Collier /Elderly)

2021-258S-Nathan Ridge, Ltd (Medium/Clay County/Family)

2021-222BS-St. Peter Claver Place, Ltd (Medium County/Lee/Elderly)

2021-209BS -Sweetwater Apartments. (Small County/Columbia)

2021-251BS- The Willows (Medium County/Saint Lucie)

2021-206BS-BDG Rosewood Pointe, LLC (Medium County/Osceola)

2021-255SN-Somerset Landings Ltd. (MediumCounty/PalmBeach)

2021-245BS-StadiumTowers (Large County/Miami-Dade)

2021-203BSN-BDG Fern Grove, LP (Large County/Orange))

2021-212BSN-Tallman Pines Phase I (Large County/Broward)

2021-269SN- Southwick Commons Ltd. (Large County/Orange)

2021-225S-Island Cove, LLC (Large County/Palm Beach)

Tallman Pines HR, Application 2021-207BSN, in Broward County was deemed eligible but unfunded. The scoring committee erroneously found POAH Cutler Manor II, LLC ("Cutler Manor") and Quiet Meadows, Ltd. ("Quiet Meadows") eligible for funding. Had Cutler Manor and Quiet Meadows been properly deemed ineligible then Tallman Pines would have been selected for funding under the "Family or Elderly (ALF or Non-ALF) Large County Applications", as the highest ranking eligible Elderly Large County Application that meets the

Veteran Preference, subject to the Geographic and Demographic Funding Tests and the County Award Tally.

Cutler Manor

Transit Services

- 19. The RFA provides that applicants, "...may earn proximity points based on the distance between the Development Location Point and the Bus or Rail Transit Services and the Community Services..." selected by the Applicant. (RFA at 24)
- 20. The Applicant chose a Public Bus Rapid Transit Stop in support of its Transit Service Points and indicated it was 0.10 of a mile from the Development Location Point¹ which would result in 6 proximity points.
- 21. As provided within the RFA, the relevant definition and instructions for Public Bus Rapid Transit Stop is as follows,

A fixed location at which passengers may access public transportation via bus. The Public Bus Rapid Transit Stop must service at least one bus that travels at some point during the route in either a lane or corridor that is exclusively used by buses, and the Public Bus Rapid Transit Stop must service at least one route that has scheduled stops at the Public Bus Transit Stop at least every 20 minutes during the times of 7am to 9am and also during the times of 4pm to 6pm Monday through Friday, excluding holidays, on a year-round basis.

Additionally, it must have either (i) been in existence and available for use by the general public as of the Application Deadline; or (ii) been in existence and available for use by the general public as of March 1, 2020 but is not available as of the Application Deadline because of temporary closures or service suspensions due to

¹ Development Location Point means a single point selected by the Applicant on the proposed Development site that is located within 100 feet of a residential building existing or to be constructed as part of the proposed Development. For a Development which consists of Scattered Sites, this means a single point on the site with the most units that is located within 100 feet of a residential building existing or to be constructed as part of the proposed Development. 64-48.002(34), F.A.C.

COVID-19 or other emergency suspension based on an official emergency declaration.

(RFA at 117)

- 22. Based upon the bus stop schedule published at the Miami-Dade County Transit Website and on the GO Miami-Dade Transit GIS Application, the route selected does not have scheduled stops every 20 minutes during the times of 7am to 9am and thus does not meet the definition of a Public Bus Rapid Transit Stop.
- 23. The RFA requires that all Large county applications achieve a minimum of 2 transit Points to qualify for the Minimum Transit Service Points that must be Achieved to be Eligible for Funding (RFA at 25) In the RFA, applications may earn proximity points based on the distance between its designated Development Location Point ("DLP") aid the selected Transit or Community Service. Since the applicant's selected Public Bus Rapid Transit Stop did not meet the definition needed to qualify, Cutler Manor is not entitled to any proximity points for its Transit Services and is ineligible for funding.

Quiet Meadows

Failure to meet Eligibility Requirements-Bond Request

- 24. The RFA requires that if Applicants are using County HFA- issued Tax-Exempt Bonds as a source of funding that they must, provide a letter from the entity issuing the Tax-Exempt bonds that among other things, "confirms that the Applicant has submitted an application for Tax-Exempt Bonds for the Development proposed in the RFA" (RFA at 68-69).
- 25. The letter submitted from Executive Director of the Housing Financing Authority of Palm Beach County confirms that *Quiet Meadows*, *LLC* has applied for Tax Exempt Bonds. Quiet Meadows, LLC, however, is not the applicant entity but rather the general partner of the Applicant

entity, Quiet Meadows, Ltd. A true and correct copy of the letter from the Housing Financing Authority of Palm Beach County is attached hereto as Exhibit C.

- 26. Quiet Meadows should be deemed ineligible for failing to satisfy an Eligibility items which requires applicants to provide *Applicants MMRB Request Amount (if Corporation-issued Bonds)* or Bond Request Amount and Other Required Information (if Non-Corporation-Issued Bonds) RFA at 87.
- 27. Additionally, since the letter failed to meet the requirements of the RFA, the tax-exempt bonds described within the letter should not be counted or included as source on the Development Cost Pro Forma leaving a construction funding shortfall.

Invalid Financing Proposal

- 28. The RFA requires that applicants provide documentation of all Non-Corporation Funding Proposals (RFA at 71).
- 29. Each financing proposal shall contain:
 - Amount of the construction loan is applicable.
 - Amount of the permanent loan, if applicable.
 - Specific reference to the Applicant as the borrower or direct recipient; and
 - Signature of lender.

(RFA at 72)

30. The Applicant included a letter from R4 Capital Funding which was addressed to Joseph Glucksman, McCurdy Senior Housing Corporation (the "R4 Capital letter") The R4 Capital letter fails to mention the Applicant, Quiet Meadows, Ltd., or make any specific reference to the

Applicant as the borrower or direct recipient. A true and correct copy of the R4 Capital Letter is attached hereto as Exhibit D.

31. The R4 Capital letter does not meet the mandatory requirements of the RFA thus the bonds described within the letter should not be counted or included as a source on the Development Cost Pro Forma resulting in a construction shortfall.

Invalid Equity Proposal

32. The RFA requires applicants to include a copy of the Housing Credit equity proposal within their application. The RFA provides in pertinent part,

For Purposes of this RFA, to be counted as a source, an equity proposal, must meet the requirements set out below:

- (ii) If syndicating/selling the Housing Credits, the Housing Credit equity proposal must meet the following criteria:
 - Be executed by the Equity provider;
 - Include specific reference to the Applicant as the beneficiary of the equity proceeds;
 - State the proposed amount of equity to be paid prior to construction completion;
 - State the anticipated Housing Credit Request Amount;
 - State the anticipated dollar amount of Housing Credit allocation to be purchased;
 and
 - State the anticipated total amount of equity to be provided.

(RFA at p. 67) (Emphasis supplied)

33. The Applicant submitted an equity letter from CREA addressed to Joseph Glucksman, McCurry Senior Housing Corporation. The letter fails to include a specific reference to the

Applicant as the beneficiary of the equity proceeds. ² A true and accurate copy of the correspondence is attached hereto as Exhibit E.

Substantial Interests Affected

- 34. If Cutler Manor and Quiet Reserve had been properly deemed ineligible, then Tallman Pines HR would have been selected for funding under the "Family or Elderly (ALF or Non-ALF) Large County Applications", as the highest ranking eligible Elderly Large County Application that meets the Veteran Preference.
- 35. Petitioner is substantially affected by the evaluation and scoring of the responses to the RFA. The results of the scoring have affected Petitioners ability to obtain funding through the RFA. Consequently, Petitioners have standing to initiate and participate in this and related proceedings.
- 36. Petitioner is entitled to a Formal Administrative Hearing pursuant to Sections 120.57(1) and 120.57(3), Florida statutes, to resolve the issues set forth in this Petition.

Disputed Issues of Material Fact and Law

- 37. Disputed issues of material fact and law exist and entitle Petitioners to a Formal Administrative Hearing pursuant to Section 120.57(1), Florida Statutes. The disputed issues of material fact and law include, but are not limited to, the following:
 - a. Whether Florida Housing's actions in determining Cutler Manor eligible for funding were arbitrary and capricious?
 - b. Whether Florida Housing's actions in determining Cutler Manor eligible elected for funding were contrary to competition?
 - c. Whether Florida Housing's actions in determining Cutler Manor eligible for funding were clearly erroneous?

² There is a reference to "Quiet Meadows Limited Partnership" however there is no mention of the Applicant, Quiet Meadows, Ltd., as the beneficiary of the equity proceeds.

- d. Whether Cutler Manor's identified bus stop meets the definition of Public Bus Rapid Transit Stop.
- e. Whether Florida Housing's actions in determining Quiet Meadows eligible for funding were arbitrary and capricious?
- f. Whether Florida Housing's actions in determining Quiet Meadows eligible for funding were contrary to competition?
- g. Whether Florida Housing's action in determining Quiet Meadows eligible for funding were contrary to competition?
- h. Whether Quiet Meadow's fails to meet an eligibility item by failing to provide Other Required Information if Non-Corporation-issued Bonds are used.
- i. Whether Quiet Meadow's Housing Credit Equity Proposal meets the requirements of the RFA.
- j. Such, other issues as may be revealed during the protest process.

Statutes and Rules Entitling Relief

Petitioner is entitled to relief pursuant to Section 120.569 and 120.57, Florida Statutes, Chapters 28-106, 28-110, and 67-60, Florida Administrative Code.

Concise Statement of Ultimate Fact and Law, Including the Specific Facts Warranting Reversal of the Agency's Intended Award

- 39. Petitioner participated in the RFA process to compete for an award of SAIL funds based upon the delineated scoring and ranking criteria in the RFA.
- 40. Unless the scoring and eligibility determination is corrected, and the preliminary allocation revised, Petitioner will be excluded from funding contrary to the provisions of the RFA and Florida Housing's governing statutes and rules.
- 41. A correct application of the eligibility, scoring and ranking criteria will result in funding for the Petitioner.

Right to Amend this Petition

42. Petitioner reserves the right to amend this Petition if additional disputed issues of material fact are identified during the discovery process in this case.

WHEREFORE, pursuant to section 120.57(3), Florida Statutes, and rule 28-110.004. Florida Administrative Code, Petitioner's request the following relief:

- a) An opportunity to resolve this protest by mutual agreement within seven days of the filing of this Petition as provided by Section 120.57(3)(d)(1), Florida Statutes.
- b) If this protest cannot be resolved within seven days, that the matter be referred to the Division of Administrative Hearings for a formal hearing to be conducted before an Administrative Law Judge ("ALJ") pursuant to Section 120.57(1) and (3), Florida Statutes.
- a) The ALJ enter a Recommended Order determining that the applications of Cutler Manor and Quiet Meadows should have been deemed ineligible for funding and award funding to Tallman Pines HR, Ltd.
- c) That the Corporation adopt the Recommended Order of the ALJ.

FILED AND SERVED this 8th day of February 2021.

Maureen McCarthy Daughton

FBN 655805

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2021-2255	2021-2695N	z	2021-203BSN	2021-245BS	7	2021-255SN	2021-206BS	2021-25185	Medium Cou	2021-209BS*	Small County	2021-22285	2021-2585	~	2021-24685	One Elderly	2021-244BS	2021-199BSN	2021-2215	Three Family	2021-252SN	2021-2165N	Two Elderit	Application Number	Non-Self-So	Elderly Den Self-Source	Family Den
Apartments	Commons	Tallman Pines - Phase i	Apartments	Stadium Towers	Application(s)	Somerset Landings	Rosewood Pointe	The Willows	Medium County Application(s)	Sweetwater Apartments Phase	Small County Application(s)	St. Peter Claver Place Phase I	Nathan Ridge	Medium County New Construction Applications	Cadenza at Hacienda Lakes	Medium County New Construction	Crossings		Cutler Manor II	ly Large County New	Fulham Terrace	Oulet Meadows	Two Elderly Large County New Construction Applications	Name of Development	Non-Self-Sourced Applicant Funding Balance	Elderly Demographic Funding Balance Available Self-Sourced Applicant Funding Balance	SAIL Funding Balance Available Family Demographic Funding Balance
Palm Beach	Orange	Broward	Orange	Miami-Dade		Seminole	Osceola	Saint Lucie		Columbia		Lee	Clay	New Construction	Collier	New Construction	Miami-Dade	Broward	Miami-Dade	ew Construction	Hillsborough	Pain Beach	w Construction	County	nding Balance	Balance Available	Balance Available
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Darren J. Smith	Jonathan L. Wolf	Matthew A. Rieger	Scott Zimmerman	Lewis V Swezy		Jonathan L. Wolf	Scott Zimmerman	Clifton E. Phillips		Matthew A. Rieger		Eric C. Miller	James R. Hoover	ations	Christopher L Shear	Application	Lewis V Swezy	Matthew A. Rieger	Aaron Gornstein	ations	Terry S. Cummins	Joseph Glucksman	tions	Name of Authorized Principal	MERGED	922,595.00	1,575,936.00
SHAG Island Cove, LLC; Defray Housing Group, Inc.	Southwick Commons Property Developer, LLC	HTG Tallman Villas Developer, LLC; Building Better Communities, Inc.	BDG Fern Grave Developer, LLC	RS Development Corp.; Lewis V. Swezy		Somerset Landings Developer, LLC; SHA Development, LLC	BDG Rosewood Pointe Developer, LLC	Roundstone Development, LLC		Sweetwater Apartments Developer, LLC; The Greater Lake City Community Development Corporation, Inc.		National Development of America, Inc.; St. Peter Claver Developer,Inc.; LCHA Developer LLC	TVC Development, Inc.		MHP FL VII Developer, LLC; CORE FL Developer VII LLC		RS Development Corp.; Lewis V. Swezy	University Station I Developer, LLC	Preservaton of Affordable Housing, LLC		s Fulham Terrace Developer, LLC	Quiet Meadows, LLC; McCordy Senior Housing Corporation - Managing Member; Palm Beach County Housing Authority - Member		Name of Developers	0	9 18 18	8 8
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600,000	600,000	600,000	600,000	600,000		000,000	600,000	600,000		408,800		600,000			600,000		600,000	600,000	600,000		600,000	600,000		ELI Request	ding will be 1	nty Funding I	small County Funding Balance
3,600,000	7,600,000	2,920,000	6,000,000	4,921,000		3,400,000	6,600,000	6,600,000		5,462,749		4,675,000	5,675,000		6,600,000		4,620,000	6,909,360	3,600,000		4,600,000	3,600,000		Total SAIL Request (SAIL + ELI)	NHTF Funding will be 100% allocated in accordance with Exhibit H	Medium County Funding Balance Available Large County Funding Balance Available	Balance Available
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54	195	80	138	149		84	192	136		84		136	192		160		150	216	113	Ì	116	132		Total Number of Units	Exhibit F	.575,936.00	
25	25	25	25	25		25	25	N		25		25	25		25		25	25	25	-	25	25		Total Points		ō	
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J	32	45 60	26	67	ı	80	15	16		22		n n	28	t	De	1	38	82	on .	-	18	72	-	Preference Lottery Number			

On January 22, 2021, the Board of Directors of Florida Housing Finance Corporation approxed the Review Committee's motion and staff recommendation to select the above Applications for funding and invite the Applicants to enter credit underwriting.

Any ensurers ful Applicant may file a notice of proceet and a formal written protest in accordance with Section 120.57/3), Fil. Stat., Rule Chapter 28-110, F.A.C., and Rule 67-50.009, F.A.C. Fallure to file a protest writin the time prescribed in Section 120.57/3), Fil. Stat., Shall constitute a waiver of proceedings under Chapter 120, Fil. Stat.

- Exhibit A

2021-2175N	2021-216SN	2021-214BSN	2021-213BSN	2021-212BSN	2021-21085	2021-209BS*	2021-2085N	2021-207BSN	2021-206BS	2021-205 BSN	2021-203BSN	2021-202BS	2021-201BSN	2021-200BSN	2021-199BSN	2021-198BSN	2021-197BSN	2021-13082	2021-195BSN	2021-194BSN	2021-193BSN	2021-192BSN	2021-191BSN	2021-190BSN
Autumn Ridge	Quiet Meadows	Osprey Pointe II	Villa Alexandria	Tallman Pines - Phase I	Cortez Pointe	Sweetwater Apartments Phase II	The Arbors at Valhalla Pond	Phase II	Rosewood Pointe	Twin Lakes Estates - Phase III	Apartments	Whispering Oaks	Gould Harbor	The Berkley	University Station	Apartments, Phase	Astoria on 9th	Cedar Cove	Cypress Ridge	Parc Tower	Island View	Orchid Lake	Grove Villas	The Grove
Palm Beach	Palm Beach	Pasco	Miami-Dade	Broward	Hernando	Columbia	Hillsborough	Broward	Osceola	Polk	Orange	Orange	Miami-Dade	Miami-Dade	Broward	Miami-Dade	Manatee	Manatee	Hernando	Miami-Dade	Palm Beach	Brevard	Pasco	Miami-Dade
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Margaret C Perez	Joseph Glucksman	Rieger			J. David Page	Matthew A. Rieger	J. David Page	Matthew A. Rieger	Scott Zimmerman	Matthew A. Rieger	Scott Zimmerman	J. David Page	Matthew A. Rieger	Matthew A. Rieger	Matthew A. Rieger	Matthew A. Rieger	Rieger	Shawn Wilson	Matthew A. Rieger	Matthew A. Rieger	Matthew A. Rieger	Matthew A. Rieger	Matthew A. Rieger	William T Fabbri
Landmark Development Corp.; Magnolia Affordable Development, Inc.	Quiet Meadows, LLC; McCurdy Sonior Housing Corporation - Managing Member; Palm Beach County Housing Authority - Member	HTG Osprey Pointe II Developer, LLC	HTG Villa Alexandria Developer, LLC	HTG Tallman Villas Developer, LLC; Building Better Communities, Inc.	Southport Development, Inc., a WA corporation doing business in FL as Southport Development Services, Inc.	Sweetwater Apartments II Developer, LLC; The Greater Lake City Community Development Corporation, Inc.	Southport Development, Inc., a WA corporation doing business in FL as Southport Development Services, Inc.	HTG Tallman HR Developer, LLC; Building Better Communities, Inc.	BDG Rosewood Pointe Developer, LLC	HTG Twin Lakes III Developer, LLC; Polk County Housing Developers, Inc.	BDG Fern Grove Developer, LLC	Southport Development, Inc., a WA corporation doing business in FL as Southport Development Services, Inc.	HTG The Berkley Developer, LLC	HTG Goulds Developer, LLC	University Station I Developer, LLC	AMC HTG 2 Developer, LLC	HTG Astoria Developer, LLC	Blue Sky Developer, LLC	HTG Cypress Developer, LLC	HTG Parc Tower Developer, LLC	HTG Island View Developer, LLC	HTG Orchid Lake Developer, LLC	HTG Grove Villas Developer, LLC	The Richman Group of Florida, Inc
NC	NC	NC	NC	NC	NO	NC	NC	NC	NC	NC	NC	N _C	N C	NC	NC	Z O	NC C	NC	NC	NC.	NC.	NC	NC	NC
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5,650,000	3,000,000	5,998,500	6,040,000	2,320,000	5,860,000	5,053,949	4,250,000	2,770,000	6,000,000	5,400,000	5,400,000	6,000,000	4,095,000	4,810,000	6,309,360	5,000,000	6,000,000	4,450,000	5,999,000	3,620,000	7,000,000	6,000,000	5,999,000	7,000,000
600,000	600,000	600,000	600,000	600,000	600,000	408,800	600,000	600,000	600,000	450,000	600,000	000,000	600,000	600,000	600,000	600,000	600,000	600,000	600,000	600,000	600,000	600,000	600,000	600,000
6,250,000	3,600,000	6,598,500	6,640,000	2,920,000	6,460,000	5,462,749	4,850,000	3,370,000	6,600,000	5,850,000	6,000,000	6,600,000	4,695,000	5,410,000	6,909,360	5,600,000	,61	5,050,000	6,599,000	4,220,000	7,600,000	6,600,000	6,599,000	7,600,000
		13,000,000	35,000,000	17,000,000	14,500,000	10,000,000		17,000,000	22,000,000	9,200,000	16,000,000	15,000,000	25,000,000	28,000,000	42,000,000	34,000,000	16,500,000	10,200,000	16,000,000	25,000,000	19,000,000	13,050,000	14,800,000	31,175,751
973,000 Y	1,328,132 Y	855,000	1,974,950	815,000	988,000	750,000	785,000	960,000	1,232,682	656,040	950,294	1,100,000	1,400,000	1,550,000	2,250,000	1,863,070	954,117	704,974	884,800	1,207,094	904,332	786,381	970,000	1,656,180
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	2021-246RS	2021-245BS	2021-24385	2021-242BS	021-240BSN	2021-239BSN	2021-238BSN	2021-237BSN	2021-236S	2021-235BSN	2021-2345	Z021-233BSN	2021-232BS	2021-231BSN	2021-230BSN	2021-229BS	E027-2273	3555 1202	2021-2253	2021-223BS	2021-22285	2021-2215	2021-220BSN	2021-219SN	2021-218SN	Application Number
Hacienda Lakes	Cadenza at	Stadium Towers	Liberty Renaissance	Arthur Mays Senior Residences	Quail Roost Transit Village IV		III Culmer Apartments	Apartments	Magnolia Family II	Hermosa Fort Myers at Evans	Locka	Vista Breeze	Parc	Waterview Preserve	Calusa Pointe	Misty Creek Preserve	Place	Villas at Academy	Apartments	Casa San Juan Diego	St. Peter Claver Place Phase I	Cutler Manor II	Oakwood Preserve	Coleman Park Renaissance	Citrus Gardens	Name of Development
coller	Control of the contro	Miami-Dade	Miami-Dade	Miami-Dade	Miami-Dade	Miami-Dade		Palm Beach	Leon	Lee	Miami-Dade	Miami-Dade	-	e Orange	Palm Beach	Saint Lucie	Seminole		Palm Beach	Collier	Lee	Miami-Dade	e Leon	Palm Beach	Pasco	County
3			-	F	-	-	E	-	Z	Ζ	-	-	F	F	F	3	3	3	-	3	3	-	3	-	3	County Size
L	Christopher L		1	Lewis V Swezy	Kenneth Naylor	Kenneth Naylor	Kenneth Naylor	Rieger	uley	Michael R. Allan	Robert G Hoskins	Kenneth Naylor	Alberto Milo, Jr.	Brett Green	J. David Page	J. David Page	Darren J. Smith	Darren J. Smith	Darren J. Smith	Eric C. Miller	Eric C. Miller	Aaron Gornstein	Rieger	Terri Murray	Brett Green	Name of Authorized Principal
Developer VII LLC	MHP FL VII Development LIC: CORF EI	RS Development Corp.; Lewis V. Swezy	RS Development Corp.; Lewis V. Swezy	RS Development Corp.; Lewis V. Swezy	Quail Roost IV Development, LLC	APC Culmer Development II, LLC	APC Culmer Development III, LLC	HTG Ridge Developer, LLC	New Affordable Housing Partners, LLC; Tallahassee Housing Economic Corporation	National Development of America, Inc.; Revital Development Group, LLC	NuRock Development Partners, Inc.	HACMB Development, LLC;	Residences at SoMi Parc Developer, LLC	Waterview Preserve Developer, LLC; Judd Roth Real Estate Development, Inc.	Southport Development, Inc., a WA corporation doing business in FL as Southport Development Services, Inc.	Southport Development, Inc., a WA corporation doing business in FL as Southport Development Services, Inc.	Developer, LLC	Development, LLC	Group, Inc. PDG Hillcreet Reserve 11C: WHHA	National Development of America, Inc.; CSJD Developer, Inc.; CCHA Developer, LLC	National Development of America, Inc.; St. Peter Claver Developer, Inc.; LCHA Developer, LLC	Preservaton of Affordable Housing, LLC	HTG Oakwood Developer, LLC	NRI Development Corp.; Neighborhood Renaissance, Inc.; Stone Soup Development, Inc.	Citrus Gardens Developer, LLC; Judd Roth Real Estate Development, Inc.	Name of Developers
NC	NO	NO.	NC	NO.	NC	NC	NC	NC	NC	NO	NC	NO.	NC	N C	NC	NC.	NC	NO	NC	NC	NC	NC	NC	NC.	NC.	Dev Category
NO	NC	N.	NC	NO	NO.	NC	NC	NC	NC	NC	NC	NC	NC	N N	NC	NO	NC.	NC	NC	NO.	NO.	NO	NO	NC	NC	NC/Redev or Rehab for goals?
ALF	7	-	ALF	E, Non- ALF	71	m	E, Non-	E, Non-		E, Non-	m	া	m	E, Non- ALF	п	'n	,	71	.70	71	- च	71	E, Non-	71	TI	Demo. Commitment
6,000,000	4,321,000	4,020,000	3,000,000	3,000,000	5,850,000	7,000,000	7,000,000	6,999,000	6,000,000	5,350,000	4,900,000	3,531,600	5,000,000	7,000,000	6,880,000	5,980,000	3,540,000	5,600,000	3,000,000	3,150,000	4,075,000	3,000,000	5,999,990	2,940,000	6,000,000	SAIL Request
600,000	600,000	600,000	600,000	600,000	600,000	600,000	600,000	600,000	600,000	600,000	600,000	600,000	600,000	600,000	600,000	600,000	514,400	394,200	000,000	600,000	600,000	600,000	600,000	571,300	600,000	ELI Request
6,600,000	4,921,000	4,620,000	3,600,000	3,600,000	6,450,000	7,600,000	7,600,000	7,599,000	6,600,000	5,950,000	5,500,000	4,131,600	5,600,000	7,600,000	7,480,000	6,580,000	4,054,400	5,994,200	3,600,000	3,750,000	4,675,000	3,600,000	6,599,990	3,511,300	6,600,000	Total SAIL Request (SAIL + ELI)
23,500,000	23,500,000	23,500,000	14,000,000	15,000,000	29,200,000	49,800,000	37,000,000	18,300,000	n/a	9,700,000		16,500,000	33,000,000	12,500,000	15,000,000	15,000,000				9,000,000	14,500,000		15,000,000			MMRB Request Amount
1,377,786 Y	1,377,786 Y	1,395,209 Y	876,808 Y	645,003	1,718,014	2,841,166	2,198,118	879,620	1,262,264	675,062	1,714,175	872,273	1,904,395	908,381	1,040,000	1,130,000	493,084	596,637	565,904	655,878	1,012,434	1,202,958	903,887	418,853	765,906	HC Request Amount
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160 2	149 2	150 2	98 2	108	200	240 :	188	120	160	112	180	109	171	128	140	144	60	80	54	80	136	113	120	42	108	Total Number of Units
25	25	25	25	25	25	25	25	25	25	25	25	25	25	25	25	25	25	25	25	25	25	25	20	20	25	Total Points
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2021-279SN	28/7-1702	2021-2735	2021-2728SN	2021-271BSN	2027.2700	2021-2706	2021-268BSN**	2021-26785	2021-266BSN	2021-265SN	2021-264BS	2021-2635	Z0Z1-262BSN	2021-260BS	2021-259BSN	2021-2585	2021-257BSN	2021-255SN	NC95C7-1707	2021-253BSN	2021-2525N	2021-251BS	2021-2505	C9547-1707	2021-248BS	2021-247BSN	Application Numbe
Apartments	Apartments	Phase	Park Ridge II The Villages	Royal Pointe	Metro Grande II		Bayside Breeze Southwick	Puerta del Sol	The Avalon	Dunedin Senior	Pinnacle Gardens	Oakhurst Trace	Sierra Bay	Aria Apartments	Douglas Gardens IV	Nathan Ridge	Flats at Baldwin Park	Somerset Landings	Princeton Grove	Arbor Park	Fulham Terrace	The Willows	Magnolia Senior	Palm	Cordova Estates Vista at Coconut	Village V	Name of Development
Hillsborough	Miami-Dade	Miami-Dade	Polk	Miami-Dade	Miami-Dade	9	Okaloosa	Miami-Dade	Hillsborough	Pinellas	Miami-Dade	Pinellas	Miami-Dade	Saint Lucie	Broward	Clay	Leon	Seminole	Okaloosa	Sarasota	Hillsborough	Saint Lucie	Leon	Miami-Dade	Miami-Dade	" Miami-Dade	County
- P	-	-	30 3	-	-	-		7	-	-	-	-	r	3	-	3	3	3	3	3	-	Z	3	F	-	-	County Size
Paula M Rhodes C	Carol A Gardner	Oliver L. Gross V	Rieger A.	cs	Mara S. Mades	ä		David O. Deutch	Shear		utch	J. David Page	Mara S. Mades	David O. Deutch	Christopher L Shear	James R. Hoover	Brett Green	Jonathan L Wolf	Rieger	Shear	Terry S. Cummins	Clifton E. Phillips	James S Graulery	Kenneth Naylor	Lewis V Swezy	Kenneth Naylor	Name of Authorized Principal
InVictus Development, LLC; ADC Communities II, LLC	Corporation, Inc.	Villages II Developers, LLC	HTG Park Ridge II Developer, LLC	Cornerstone Group Partners, LLC; Anvil Community Development Land Trust, LLC	Cornerstone Group Partners, LLC	llc .	Ine Michaels Development Company I, LP.; Bayside Development of Fort Walton, LLC Southwick Commons Property Developer	Pinnacle Communities, LLC	Developer VIII LLC	JIC Florida Development, LLC	Pinnacle Communities, LLC	Southport Development, Inc., a WA corporation doing business in FL as Southport Development Services, Inc.	Cornerstone Group Partners, LLC	Pinnacle Communities, LLC; Rural Neighborhoods, Incorporated	MHP Douglas Developer LLC; Douglas Gardens IV Developer, LLC	TVC Development, Inc.	Flats at Baldwin Park Developer, LLC; Judd Roth Real Estate Development, Inc.	Somerset Landings Developer, LLC; SHA Development, LLC	HTG Princeton Grove Developer, LLC	MHP FL X Developer, LLC	Fulham Terrace Developer, LLC	Roundstone Development, LLC	New Attordable Housing Partners, LLC; Tallahassee Housing Economic Corporation	Vista at Coconut Palm Development, LLC	RS Development Corp.; Lewis V. Swezy	Quail Roost V Development, LLC	Name of Developers
NC	æ	NC	NC	NC	NC N	NC	N C	N _C	NO.	NC.	NC	N.	N	N _C	N _C	NC	NC	Redev	NO.	NO	NO	NC	NC	N _C	N _C	NC	Dev Category
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6,615,000	4,500,000	4,800,000	5,999,500	3,264,000	3,600,000	7,000,000	4,760,000	5,450,000	6,610,714	4,970,000	3,250,000	6,960,000	3,000,000	6,000,000	6,710,714	5,675,000	6,000,000	2,800,000	6,000,000	5,810,714	4,000,000	6,000,000	4,900,000	3,744,000	5,168,000	5,070,000	SAIL Request
600,000	600,000	600,000	550,800	600,000	600,000	600,000	587,300	600,000	600,000	592,000	600,000	600,000	600,000	600,000	600,000		600,000	600,000	600,000	600,000	600,000	600,000	600,000	600,000	600,000	600,000	ELI Request
7,215,000	5,100,000	5,400,000	6,550,300	3,864,000	4,200,000	7,600,000	5,347,300	6,050,000	7,210,714	5,562,000	3,850,000	7,560,000	3,600,000	6,600,000	7,310,714	5,675,000	6,600,000	3,400,000	6,600,000	6,410,714	4,600,000	6,600,000	5,500,000	4,344,000	5,768,000	5,670,000	Total SAIL Request (SAIL + ELI)
N/A			12,900,000	14,000,000			9,250,000	28,000,000	17,500,000		17,000,000		15,000,000	14,000,000	31,750,000		11,900,000		12,400,000	15,000,000		13,000,000	n/a	20,400,000	30,000,000	20,000,000	MMRB Request Amount
706,685 Y	842,126 Y	1,329,842 Y	835,548 Y	811,578 Y	1,111,675 Y	2,131,814 Y	658,603	1,505,000	971,556	575,000	944,000	790,000	914,311	862,000	1,907,920	929,084	841,794	1,030,245	652,633	962,520	1,159,581	816,600	918,582	1,048,278	1,084,524	1,238,493	HC Request Amount
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2021-2775	2021-276BSN	2021-275BSN	2021-274BSN	2021-261BSN	2021-2568	2021-241BS	2021-228SN	2021-2245	2021-21585	2021-2115N	2021-204BSN	Ineligible Applications	Application Number
3611/3621 Cleveland Avenue	Orange on 14th Street	Hermosa North Fort Myers	Bethany Gardens Apartments	Elderly	Serenity Grove	Apartments	Senior	Housing	Apartments Phase	Rainbow Village	Barnett Villas	cations	Name of Development
Lee	Manatee	lee	Вау	Miami-Dade	Miami-Dade	Miami-Dade	Escambia	Escambia	Lee	Miami-Dade	Orange		County
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Marcia Davis	Janet M. Stringfellow	Michael R. Allan	Greg Hoss	Alberto Milo, Jr.	Oliver L Gross	Eugene Schneur	Scott Zimmerman	Jamie A Smarr	Scott Zimmerman	Matthew A.	Scott		Name of Authorized Principal
Fort Myers Developer, LLC; Southwest Florida Affordable Development, LLC	Gorman & Company, LLC	National Development of America, Inc.; Revital Development Group, LLC	Bethany Gardens Developer, LLC	Lincoln Gardens Elderly Developer, LLC	Serenity Grove Developers, LLC	Florida Wynwood Apartments, LLC	BDG Meadowbrook Commons Developer, LLC	NHPF Florida Developer, LLC; AHC Development, LLC	BDG Orchid Apartments Developer, LLC	RGC Phase Developer, LLC	BDG Barnett Villas Developer, LLC		Name of Developers
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^{*}SAIL Request was adjusted during scoring, which affected the Corporation Funding Per Set-Aside Amount
**SAIL ELI Request was adjusted during scoring.

On January 22, 2021, the Board of Directors of Florida Housing Finance Corporation approved the Review Committee's motion to adopt the scoring results above.

Any unsuccessful Applicant may file a notice of protest and a formal written protest in accordance with Section 120.57(3), Fla. Stat., Rule Chapter 28-110, F.A.C., and Rule 67-60.009, F.A.C. Failure to file a protest within the time prescribed in Section 120.57(3), Fla. Stat., shall constitute a waiver of

Maureen McCarthy Daughton, LLC

MMD LAW

Maureen McCarthy Daughton, LLC 1400 Village Square Blvd., Ste 3-231 Tallahassee, Florida 32312

T: (850) 345-8251

Mdaughton@mmd-lawfirm.com
www.mmd-lawfirm.com

Via Email January 27, 2021 RECEIVED

Ms. Ana McGlamory (<u>Ana.McGlamory@Floridahousing.org</u>) Corporation Clerk Florida Housing Finance Corporation 227 North Bronough, Suite 5000 Tallahassee, Florida 32301

FLORIDA HOUSING FINANCE CORPORATION

JAN 27 2021 12:31 PM

RE: Notice of Intent to Protest, Request for Applications (RFA) 2020-205 Proposed Funding Selections

Dear Corporation Clerk:

On behalf of Applicant, Tallman Pines HR, Ltd. Application No. 2021-207BSN, we hereby give notice of our intent to protest the Award Notice and Scoring and Ranking of RFA 2020-205 posted by Florida Housing Finance Corporation on January 22, 2021, at 2:55pm concerning Sail Financing of Affordable Multifamily Housing Developments to be Used in Conjunction with Tax-Exempt Bonds and Non-Competitive Housing Credits. (See Attached).

A formal written petition will be submitted within ten (10) days of this Notice as required by law.

Respectfully Submitted,

Maureen M. Daughton

Cc Hugh Brown, General Counsel

- Exhibit B

pplication Numb	•	TABC-LIBC-LIBA	Sen-Sourced	CIOETY Demo	Family Demo	BUIDON TIME	
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Same of Devel		Quiet Meadows, LLC, McCuldy Senior Housing Corporation - Managing Member; Palm Reach County Housing Authority - Member	ns Futham Terrace Developer, LLC			University Station I Developer,	RS Development Corp.; Lewis V.		MHP FL VII Developer, LLC; CORE FI Developer VII LLC		TVC Development, Inc.	National Development of America, Inc.; St. Peter Caver Developer, Inc.; LCHA Developer, ILC		Sweetwater Apartments II Developer, LLC; The Greater Luke City Community Divelopment Corporation, Inc.		Roundstone Development, LLC	BDG Rosewood Points Developer, LLC	Somerset Landungs Developer, LLC: SHA Development, LLC
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On January 22, 2021, the Board of Directors of Florida Housing Finance Corporation approved the Review Committee's motion to adopt the scoring results above.

Any unsuccessful Applicant may file a notice of protest and a formal written protest in accordance with Section 120.57(3), Fla. Stat., Sule Chapter 28-310, F.A.C., and Rule 67-60.009, F.A.C., Failure to file a protest within the time prescribed in Section 120.57(3), Fla. Stat., shall constitute a waiver of



Housing Finance Authority of Palm Beach County

100 Australian Avenue, Suite 410 West Palm Beach, FL 35406 (561) 233-3656 FAX: (561) 233-3657

www.pbchfa.org

Chairperson

Bobby "Tony" Smith

Vice Chair

Robin F. Henderson

Secretary

Patrick J. Franklin

Clark D. Bennett
Gary P. Eliopoulos
James H. Harper, Sr.
Charles V. St. Lawrence

Executive Director

David M. Brandt dbrandt@pbcgov.org (561) 233-3652

Administrative Assistant

Jennifer M. Hamilton Jhamilto@pbcgov.org (501) 233-3656

"An Equal Opportunity Affirmative Action Employer"

Official Electronic Lefferhead

November 6, 2020

Quiet Meadows, LLC c/o Mr. Joseph Glucksman McCurdy Senior Housing Corporation 306 SW 10th Street Belle Glade, FL 33430

Re: Florida Housing RFA 2020-205

Dear Mr. Glucksman:

This letter is provided in connection with your application to Florida Housing Finance Corporation's RFA 2020-205 for SAIL Financing of Affordable Multifamily Housing Developments to be used in conjunction with Tax-Exempt Bonds and Non-Competitive Housing Credits.

The Housing Finance Authority of Palm Beach County confirms the following items:

- A. Quiet Meadows, LLC. has submitted a complete application for Tax-Exempt Bonds for the Quiet Meadows development to be located at 350 SW 10th Street, Belle Glade, FL 33430.
- B. Quiet Meadows, LLC. has requested an initial amount of Tax-Exempt Bonds not to exceed \$19,000,000.
- C. Quiet Meadows, LLC. has not closed on the Tax-Exempt Bonds and will not close prior to the application deadline for FHFC RFA 2020-205.

Should you have questions or need further information regarding this matter, please do not hesitate to contact us.

Sincerely

David Brandt Executive Director

- Exhibit C



November 6, 2020

Joseph Glucksman McCurdy Senior Housing Corporation 306 SW 10th Street Belle Glade, FL 33430

RE: Quiet Meadows, Belle Glade, FL (the "Project")

Dear Mr. Glucksman:

Thank you for sending the information on Quiet Meadows. We have reviewed the development proposal and are extremely interested in providing construction period and permanent financing for this 132-unit community. R4CF will provide such mortgage capital through our direct purchase of tax-exempt bonds to be issued by Palm Beach County Housing Finance Authority.

We expressly acknowledge that the development will be subject to specific income limits and the 40-60 set aside. We have reviewed the underwriting criteria set forth in the Qualified Allocation Plan (QAP) and other special use restrictions that allow additional points under the 2019-2020 QAP, which were considered in our underwriting analysis.

It is our understanding that Quiet Meadows will consist of 132 one-bedroom units, providing affordable rental housing for family use, subject to various special use restrictions:

 The Property will be subject to certain LURAs based upon its receipt of LIHTC and/or other public subsidies. It is further anticipated that all of the Property's units will subject to contract-based Section 8 subsidies.

Based upon the information provided to us to date, R4CF expects the total bond financing on the property to be approximately \$19,000,000 during the development period, paid down to approximately \$15,000,000 at Stabilization. A summary of financing key terms is as follows:

- Interest Rate: The fixed rate of interest on the Bonds will be established approximately five business
 days prior to Closing based upon the 10-year Treasury Index, published by Thomson Reuters, plus a
 spread of 2.85%, subject to a bond interest floor of 3.75%.
 - As of November 5, 2020 the 10-year Treasury Index is 0.76% and the Bond Interest Rate would be 3.75%. Upon Closing, interest will be paid monthly.
- · Construction Period: 18 months
- IO period: The period prior to the Stabilization Date.
- Project Stabilization: 24 months
- Upon Stabilization, the Permanent Loan will be \$15,000,000.
- Term: 16 years
- Amortization: 35 years
- R4CF Origination Fee: 1.00%
- R4CF Construction Servicing: 0.50%
- Construction Inspection Fee; \$1,500/month

- Exhibit D

R4CF appreciates the opportunity to work with McCurdy Senior Housing Corporation on its affordable housing acquisitions and looks forward to executing this and other transactions with you.

Very truly yours, R4 CAPITAL FUNDING LLC

By:

James D. Spound

President

Please acknowledge receipt of this letter by signing below.

By: Joseph Glucksman



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727 329 5479 CREALIC COM

November 10, 2020

Joseph Glucksman McCurty Senior Housing Corporation 306 SW 10th St. Belle Glade, FL 33430

Re: Quiet Meadows (the "Project")

Dear Mr. Glucksman:

This letter of intent (this "Letter of Intent") summarizes the principal business terms under which a CREA, LLC ("CREA") entity (sometimes referred to herein as the "Limited Partner") will acquire an interest in Quiet Meadows Limited Partnership (the "Partnership") that will develop and operate the Project. The terms and conditions of the Limited Partner's investment in the Project are subject to the execution of a mutually agreed upon limited partnership agreement (the "Partnership Agreement") and CREA's Capital Committee approval. Capitalized terms not otherwise defined herein will have the meanings set forth in the Partnership Agreement.

1) Project Information and Assumptions

The Limited Partner's willingness to acquire an interest in the Partnership is based upon the following information and assumptions. CREA reserves the right to update and adjust this Letter of Intent to reflect any changes in the following information and assumptions discovered during the due diligence and underwriting review.

a) The Project, located in Belle Glade, Florida, County of Palm Beach, will have 132 senior units for rent. Within the Project, 132 units will be occupied in compliance with the Federal low-income housing tax credit ("LIHTC") requirements of Section 42 of the Internal Revenue Code (the "Code").

b) Participants

General Partner (0.010%):

Quiet Meadows , LLC

Limited Partner (99,989%):

CREA Quiet Meadows, LLC

Special Limited Partner (0.001%)

CREA SLP, LLC

Co-Developer:

McCurdy Senior Housing Corporation

Co-Developer:

Palm Beach County Housing Authority

General Contractor:

To-be-determined

Property Manager:

To-be-determined

Guarantors:

General Partner and Developer



c) Project Timeframe

Closing Date:

July 1, 2021

Construction Completion Date:

January 1, 2023

Qualified Occupancy Date:

July 1, 2023

Stabilized Operations Date:

October 1, 2023

d) Tax Credit Delivery and Pricing

The terms and conditions set forth in this Letter of Intent are based upon a financial model initially submitted to CREA. Prior to closing, CREA will underwrite your financial assumptions and prepare a final financial model which, if acceptable to the General Partner, will be attached to the fully executed Partnership Agreement (the "Financial Forecasts").

Federal Low Income Housing Tax Credits (the "Tax Credits") are expected to be generated by the Partnership and allocated to the partners.

"Projected Tax Credits" means Tax Credits from the Agency in an amount equal to:

\$664,066 (50%)

in 2023

\$1,328,132 (100%)

in 2024 through 2032

\$664,066 (50%)

in 2033

The Financial Forecasts will reflect equity amounts calculated as follows:

LIHTC Equity

2020 Federal LIHTC Request:

\$13,282,784

Limited Partner Interest

99.989%

Credit Price:

\$0.95

Total Federal Equity:

\$12,617,257

TOTAL LIMITED PARTNER EQUITY

\$12,617,257

CREA SLP, LLC Equity:

\$100

The Total Limited Partner Equity assumes an applicable percentage of 3.08% for the rehab and acquisition credits.

2) Limited Partner's Capital Contribution

a) The Limited Partner will make capital contributions ("Capital Contributions") to the Partnership in installments (each, an "Installment"), pursuant to the terms and conditions of the Partnership Agreement. Each Installment is subject to the Limited Partner's receipt of: (i) a satisfactory AIA forms and general contractor lien waivers (during construction), (ii) a current date down endorsement or title update, (iii) satisfactory evidence that the Project is In Balance, (iv) evidence that the conditions of all prior Installments have been satisfied, and (iv) the General Partner's certification that the representations and warranties contained in the Partnership Agreement are true and correct as of the date of the Installment. Each Installment will be made within ten (10) business days of the receipt and satisfaction of all items listed below. Installments will be made as follows:

- \$1,892,588 (15.00%). (the "First Installment"), will be funded upon the later to occur of the execution of the Partnership Agreement and satisfaction of the following conditions, as determined by the SLP:
 - a) the Limited Partner's admission to the Partnership;
 - b) receipt by the SLP of due diligence documentation customary to closing a LIHTC transaction;
 - c) closing of all Project sources and funding of those sources as required pursuant to the Financial Forecasts;
 - d) receipt of a fixed rate commitment for the Permanent Loan(s); and
 - e) receipt of any necessary building permits or approved will-issue letter; and
 - f) confirmation that all subsidy contracts will be in place prior to the funding of the First Installment and have a term extending at least one year beyond the end of the Compliance Period.
- \$5,046,903 (40.00%), (the "Second Installment"), will be funded upon the later to occur of January 1,
 2023 and satisfaction of the following conditions, as determined by the Limited Partner:
 - a) 98.00% lien-free completion of construction of the Project as certified by the architect (up to \$100,000 of liens may be bonded over);
- \$4,416,040 (35.00%), (the "Third Installment"), will be funded upon the later to occur of January 1, 2023 and satisfaction of the following conditions, as determined by the SLP:
 - a) Lien-free (up to \$100,000 of liens may be bonded over) Construction Completion of the Project sufficient for all residential rental units to be "placed in service" within the meaning of Section 42 of the Code;
 - the issuance of all required permanent certificates of occupancy permitting immediate occupancy of all residential rental units;
 - architect's substantial completion certification that the Project has been completed in accordance with the Plans and Specifications;
 - d) receipt of the accountant's draft Cost Certification and evidence that the "50% Test" has been met;
 - receipt by the SLP of satisfactory evidence that all environmental requirements have been met (if applicable), and
 - f) execution of a property management agreement if not required at closing.
- 4) \$630,863 (5.00%), (the "Fourth Installment"), will be funded upon the later to occur of October 1, 2023 and satisfaction of the following conditions, as determined by the SLP:
 - a) the achievement of Stabilized Operations (as defined below);
 - receipt and approval of the Limited Partner's third-party review of all of the first year's tenant files for compliance with the Code and State requirements;
 - c) receipt of the accountant's final Cost Certification and the final 50% Test;
 - d) payment in full of the Construction Loan and closing and funding of the Permanent Loans (which may occur simultaneously with the payment of this Fourth Installment).
 - e) receipt of the final as-built ALTA survey of the Project.

"Subilized Operations" means a 90 consecutive day period following Construction Completion upon which: (i) the Project has achieved Qualified Occupancy, (ii) the Project has maintained physical

- occupancy of at least 90%, (iii) closing and funding of the Permanent Loan has occurred, and (iv) the Project has satisfied the Debt Coverage Ratio Requirement.
- 5) \$630,863 (5.00%), (the "Fifth Installment"), will be funded upon the later to occur of January 1, 2024 and satisfaction of the following conditions, as determined by the SLP:
 - a) the IRS Form 8609 for all buildings;
 - b) receipt of the approved and recorded Restrictive Covenant; and
 - c) an executed copy of the Deferred Developer Fee Note; and
 - d) a copy of the filed 168(h) election (if applicable).
- b) All equity Installments during the construction period (including the Construction Completion installment) will be funded on a monthly draw basis. Concurrently with the date a construction draw request is made to a lender, or when an Installment is requested during the construction period, the General Partner will furnish to the SLP a copy of any documents submitted to a lender as part of a construction draw or as otherwise required herein.

3) Cash Flow Distributions

- a) Subject to any required approvals, Cash Flow generated through October 1, 2023, after the payment of any Asset Management Fee, will be available to pay Development Costs. After October 1, 2023, Cash Flow will be distributed in the following order and priority:
 - To pay any current and accrued but unpaid Asset Management Fee;
 - 2) To repay any unpaid loans made by the Limited Partner or the SLP;
 - 3) To the Limited Partner for any Tax Credit adjusters;
 - 4) To pay any DDF (plus any accrued interest), and then as a return of capital to the General Partner to the extent of any General Partner Capital Contribution required to pay DDF at the end of the Compliance Period:
 - 5) To the Operating Reserve Account until such account is equal to the initial Operating Reserve amount, and then to the Replacement Reserve Account to replenish expenditures not contemplated in the approved capital budget;
 - To the payment of any Cash Flow Loans;
 - To the payment of any discretionary General Partner loan;
 - 8) To the payment of Deferred Property Management Fees (if applicable)
 - 9) To the General Partner to repay any guaranty obligation treated as a loan;
 - 10) Of the balance, 10.00% to the Limited Partner; and
 - 11) The balance to the General Partner as an Incentive Management Fee (but not in excess of 12% of the gross revenues of the Partnership, less any related party fees) and, thereafter, as a distribution to the General Partner.
- b) Net Cash from Sale and Refinance will be distributed in the following order and priority:
 - 1) To repay any unpaid loans made by the Limited Partner or the SLP;
 - 2) To the Limited Partner for any Tax Credit adjusters;
 - Payment to the Limited Partner to cover the exit tax liability from the Limited Partner's negative capital account, if any;

- To pay any current and accrued but unpaid Asset Management Fee;
- 5) To pay any DDF plus any accrued interest;
- 6) To fund reserves for contingent or unforeseen liabilities or obligations of the Partnership to the extent deemed reasonable by the Limited Partner;
- To pay Deferred Property Management Fees;
- 8) To the payment of any debts and liabilities (including any unpaid fees) owed to the partners or affiliates by the Partnership for Partnership obligations; provided, however, that the foregoing debts and liabilities owed to the partners and their affiliates will be paid or repaid, as applicable, in the following order of priority, if and to the extent applicable; (i) unpaid discretionary loans and (ii) amounts treated as loans for guaranty obligations; and
- 9) After making the payments specified above, the balance of Net Cash from Sale and Refinance, if any, will be distributed 90.00% to the General Partner and 10.00% to the Limited Partner.

4) CREA Fees

- a) The Partnership will pay an annual Asset Management Fee of \$5,000, increasing by 3.00% per annum (the "AMF"), which AMF will be earned by the Asset Manager beginning on the date of the Partnership Agreement (with a pro-rata share of such fee earned for any partial calendar year). The first year's AMF will be paid at closing and the amount payable for the second year's AMF will be adjusted pro-rata.
- b) The Partnership will pay CREA a due diligence reimbursement of \$60,000 from the proceeds of the First Installment.

5) Other Matters

- a) The Partnership will establish the Operating Reserve in the amount of six months' underwritten Operating Expenses and must pay debt service. The Operating Reserve is currently estimated at \$752,952 which amount remains subject to final underwriting. The Operating Reserve will be funded evenly out of the proceeds of the Third Installment. The Operating Reserve will be held in the Operating Reserve Account at a bank selected by the Limited Partner, which account will require the prior written consent of the Limited Partner for withdrawals. The Operating Reserve will be used to fund Operating Deficits and will be replenished pursuant to Section 3. The Operating Reserve will be released in accordance with Section 3 at the end of the Compliance Period.
- b) The Partnership will establish and maintain an annual Replacement Reserve equal to the greater of: (1) the amount required by the Lender; and (2) \$300 per unit per annum escalating at 3,00% per annum, or such greater amount as CREA may reasonably require following its review of the construction documents. On the sixth and eleventh anniversary of Construction Completion, the SLP will have the right to require a physical needs assessment of the Project pursuant to which the amount reserved on a monthly basis may be increased.

(signature page follows)

Thank you for your consideration and we sincerely appreciate the opportunity to work with you.

Very truly yours,

CREA, LLC

Name: Mike Boyle

Title:

Senior Vice President

Agreed and Accepted:

By:

Developer

McCurdy Senior Housing Corporation