DATE: AUGUST 21, 2020
TO: CITYWIDE AFFORDABLE HOUSING LOAN COMMITTEE
FROM: JOYCE SLEN, PROJECT MANAGER
RE: 180 JONES STREET - PRELIMINARY GAP REQUEST FOR MULTIFAMILY HOUSING PROGRAM (MHP) APPLICATION FINANCING PURPOSES

## SOURCES OF FUNDS:

AHF - Inclusionary
180 Jones Funds
Total
\$ 1,250,000 (AHP Bridge Loan)
\$ 13,950,000
\$ 15,200,000

## Summary of Request

180 Jones Associates, L.P., a partnership formed by Tenderloin Neighborhood Development Corporation (TNDC) or (the "Sponsor"), requests a preliminary gap loan commitment to support their application for the California Department of Housing and Community Development (HCD) Multifamily Housing Program (MHP) funds for 180 Jones. The preliminary gap request to MOHCD is for a total City contribution of up to $\$ 15,200,000$, including a construction period-only bridge loan of $\$ 1,250,000$, for the development of 70 studio units at 180 Jones (the "Project"). TNDC received Loan Committee approval on October 4, 2019 for a predevelopment loan in the amount of $\$ 2,500,000$. This memo updates Loan Committee on the project status, including the proposed development budget and estimated MOHCD gap contribution needed to complete the project. An updated proposed final budget and Loan Evaluation will be presented to Loan Committee in Summer 2021, prior to construction start (estimated to be October 2021) that will be based on the final hard cost bid estimate from the general contractor and final bids from the lender and investor.

## HCD-MHP

The Sponsor will submit an application to HCD for MHP funding in the amount of $\$ 14,698,479$. While the Project could qualify for the maximum MHP award of $\$ 20 \mathrm{MM}$, TNDC reduced their MHP ask per MOHCD's request to allow more projects to be funded this MHP round, which includes another project located in San Francisco and sponsored by MOHCD. The MHP application is due September 15, 2020. Should the Project not receive an MHP award this round, TNDC will re-apply to the next MHP round in early 2021.

MHP provides permanent financing for affordable new construction, rehabilitation, and preservation of permanent and transitional rental housing for households with incomes at or below the state's $60 \%$ Area Median Income (AMI). HCD released a Notice of Funding Availability (NOFA) on July 20, 2020 with approximately $\$ 175 M M$ in Round 3 funds (the " 2020 MHP NOFA"). Funding for this NOFA is provided by the Veterans and Affordable Housing Bond Act of 2018 (Proposition 1).

The 2020 MHP NOFA states projects must receive a minimum point score of 90 points to be considered for a funding award, and outlines a maximum scoring of 115 points, with a bonus point offered to fully formed Borrower entities, bringing the maximum possible score to 116 points. The program will be highly competitive, and the tie-breaker for awarding funds is solely based on a project's average AMI of MHP Assisted units. This funding round prioritizes extremely low-income housing in its design and seeks to award a higher level of funding to High Resource areas. Of the \$175MM available in the 2020 MHP NOFA, Round 3, $\$ 52.5 \mathrm{MM}$ (or 20\%) is available for projects in Northern California.

In the 2019 MHP NOFA, Round 2, approximately $\$ 310.4 \mathrm{MM}$ was awarded to projects, of which $\$ 112.85 \mathrm{MM}$ (or $36 \%$ ) went towards projects in the Northern California region. In that round, the minimum score for funded projects was 115.8 points, with a maximum tiebreaker score of .4728814 for projects in the Northern California region.

TNDC will submit the Project's MHP application as a supportive housing project. The Project meets all requirements of that eligibility category and will achieve the maximum score of 116 points, with a tiebreaker score of 0.2042 , suggesting the application will be competitive based off the previous round's competition. While likely not as competitive as a $100 \%$ supportive housing project in terms of the tiebreaker, the development team has structured the project in such a way as to still be highly competitive. See Section 7 - Project Operations.

To obtain the maximum 20 points under the "Leverage of Other Funds" section in the MHP scoring criteria, a funding commitment from the local jurisdiction is required. Since the Citywide Affordable Housing Loan Committee recently reviewed and approved the initial predevelopment loan request last fall, there are updates to the unit mix and total development budget. This memo serves as an update on the proposed total development costs for the MHP application, which is due on September 15, 2020.

## Update on Project Status

## 1. BACKGROUND

TNDC was selected in June 2019 to develop, manage, and provide services to 180 Jones under their response to the 180 Jones Developer Request for Qualifications (RFQ), issued on March 15, 2019. TNDC received Loan Committee approval for a predevelopment loan on October 4, 2019.

The affordable housing development at 180 Jones was born out of the Tenderloin community's effort to negotiate a community benefits agreement with a nearby market rate developer. The community's initial goal was for the Site to provide "step up housing" for longtime Tenderloin Single Room Occupancy (SRO) residents, many of whom are extremely low-income, have experienced homelessness at some point in their lives, but are now working and ready to transition to living in an apartment with their own bathroom and kitchen. The community's affordability goals for 180 Jones are to have at least $40 \%$ of the available units for unsubsidized extremely low-income (ELI) adults currently living in Tenderloin-based SRO Hotels. TNDC's current program proposes 19\% of total units unsubsidized at 40\% Area Median Income, ("MOHCD AMI"), and $30 \%$ of total units at $80 \%$ MOHCD AMI, necessary for the project's long-term financial feasibility. Given the income targeting and required expenses to operate the building and cash flow through year 15, the Project is unable to leverage any permanent debt. TNDC is assessing ways to meet the community's project affordability goals through implementing operational efficiencies and seeking Project Based Vouchers (PBV) from the Veterans Affairs (VA), administered through the San Francisco Housing Authority (SFHA). Should PBVs become available for the Project, the Sponsor
will reduce the number of LOSP referrals and increase the number of deeply affordable, unsubsidized units.

The Project presented to Loan Committee last fall initially proposed 72 studios (including a manager's unit), with 36 units ( $50 \%$ of total units) set aside for individuals experiencing homelessness to be supported by the Local Operating Subsidy Program (LOSP). In order to qualify for expedited project review under SB-35, the Project team needed to reduce the unit count by two. See Section 4 Development Plan for more information. The Project now includes 70 total studio units comprised of one unrestricted manager's unit, 35 LOSP units, and 34 unsubsidized units at 40\% MOHCD AMI and 80\% MOHCD AMI. The Project's average MOHCD AMI for the unsubsidized units is $59.2 \%$. The proposed nine story building will be built on a small, 4,743 square foot lot, with ground floor service space, office space, and back of the house operations space (transformer room, trash room, etc.). See Section 4 Development Plan.

The updated budget in this memorandum reflects the same sources as the initial predevelopment request. Sources and uses are discussed in greater detail in Section 6 - Financing Plan. The Project’s proposed unit mix and income breakdown enables the Project to be significantly more competitive for MHP. See Section 7 - Project Operations for more information.

## 2. SITE

No update in this section.

## 3. OTHER ENTITLEMENT ISSUES

## Community Outreach

As a loan condition to TNDC's predevelopment loan, the Sponsor was required to provide a community outreach plan. In December 2019, TNDC provided a community outreach plan for the period of June 2019 through construction completion. The plan identified key community stakeholders that were previously engaged with, and described the team's community outreach strategy and overall timeline. This loan condition is now complete, and TNDC is now implementing the plan.

Prop I noticing for the Project was completed on November 4, 2019.

## 4. DEVELOPMENT PLAN

## Entitlements

Per the streamlining allowed under SB35, the Project is exempt from CEQA Review.
TNDC submitted a site permit application in March 2020, and is expecting Department of Building Inspection (DBI) and Fire Department sign off by August 30, 2020. In addition, the Sponsor submitted an application for ministerial approvals from the Planning Department through SB 35. The Planning Department issued Notice of Final Approval on July 17, 2020 (Planning Record No. 2020-003840PRJ). To obtain the maximum 15 points in the "Project Readiness" section of the MHP scoring criteria, all necessary land use approvals or entitlements necessary prior to issuance of a building permit, including any required discretionary approvals, such as site plan review or design review are required. ${ }^{1}$ The

[^0]Project's site permit approval will be provided as evidence of meeting this requirement. The Sponsor is on track to receive site permit approval by August 30, 2020.

## Design

The Sponsor submitted a Schematic Design for MOHCD review in January 2020. MOHCD provided comments and approved the Schematic Design in February 2020. The Sponsor is now underway with Design Development, designing under the following square footage assumptions:

| Avg. Unit SF by type | Studio: 335 sf |
| :--- | :--- |
| Residential SF | $23,454 \mathrm{sf}$ |
| Circulation SF | $12,662 \mathrm{sf}$ |
| Parking Garage SF | - |
| Common Area SF | $1,121 \mathrm{sf}$ |
| Management offices and back of house SF | $2,183 \mathrm{sf}$ |
| Building Total SF | $\mathbf{3 9 , 4 2 0} \mathbf{~ s f}$ |

## Construction Specialist's Evaluation

The last time the committee reviewed this Project was for predevelopment funds in October of 2019, the analysis for which was based on a concept proposal and courtesy estimate. Since that time the team has completed the Schematic Design phase. The Project is currently under Site Permit review as an initial pilot to the Electronic Plan review program (EPR) with an anticipated issuance by August 30, 2020. The proposed development at 180 Jones Street is situated on a 4,743 square foot lot (APN: 0343/014) at the corner of Jones Street and Turk Street in San Francisco's Tenderloin neighborhood (Supervisorial District 6: Haney). The parcel is regular shaped and rectangular with its longest frontage on Jones Street and is slightly sloped downward toward the southeast.

The Schematic Design shows 9 floors of Type I-B construction containing 70 studio units of affordable housing. This is a reduction of the original 72-unit concept due to requirements under SB 35 where the Project was not eligible for the waiver allowing for a reduction in bike parking. The Schematic Design estimate for the building's gross square footage is approximately 39,420 square feet. The Schematic Design calls for 4,512 square feet of ground floor space to be dedicated to resident services, management offices and other office uses. Another 450 square feet is dedicated to utilities and trash. 805 square feet will be used as common space with another 989 square feet of the ground floor total will be provided as courtyard space. The building lobby fronts onto Jones Street. The units are suggested in four differing studio configurations; Unit A is designed as a 299 square foot studio with a private bathroom and open layout. Unit B is configured in the same style but provides 314 square feet of living space. Unit C is designed as a 365 square foot studio, again with a private bathroom and open layout. Unit D is designed as a 304 square foot studio with a similar layout. The layout repeats on floors 2-9 and stacks in 3 separate blocks to provide some design efficiency.

The team received a Schematic Design cost estimate from Cahill Contractors, the firm competitively selected by the TNDC in December of 2019. The team is currently working through a value engineering (VE) list which totals $\$ 814,000$. The development team is still working on which VE items to accept from this list and working to price another reduction due to the reconfiguration and alignment of the bay windows. They expect to complete this assessment by the end of August 2020. The current hard costs of
\$38,792,788 (\$554,183 /unit ; \$984 /square foot) includes full contingences and accounts for escalation from the general contractor through to construction start in September of 2021. Staff acknowledges that the per square foot number, though down $\$ 34$ / square foot from the concept evaluated for predevelopment funding, is high when compared to the predevelopment pipeline. The per unit cost is also above the average for the predevelopment pipeline by about $\$ 12 \mathrm{k} /$ unit. The high per square foot costs are mainly attributable to the very tight site and mid-rise nature of the building. Staff is currently working with the development team to re-examine the escalation factors and other costs given the current climate for construction pricing. This SD pricing exercise took place before the current crisis and the team expects a reduction in escalation when Cahill prices the Design Development set of drawings in mid to late October of 2020, a point in time that will be more reflective of the current downturn in market conditions and pricing. The team is currently carrying $3.8 \%$ for escalation to the start of construction. It is important to note that escalation is down on a national basis ${ }^{2}$ and we are seeking the same relief on 180 Jones.

Cost containment strategies presented by the developer include, regular subcontractor engagement and input (28 subs provide input for the SD pricing), analysis of early bid trades vs. testing the market by way of tradition subcontractor bidding of various scopes (MEP/Structural Concrete / Metal Framing, etc.,) examination of the use of design assist for earlier Building Information Modeling (BIM) coordination, and continued vetting of the VE list.

The team is very close to receiving the Site Permit for the project (now expected August 30, 2020) and will be submitting the first addenda in December 2020 / January 2021.

## Micro-Commercial space

After further analysis and input from the Project's Architect, TNDC determined a micro-commercial space on the ground floor of the small parcel is infeasible, due to the required back of the house operation space (transformer room, trash room, etc.) on the ground floor. This is acceptable to MOHCD.

## 5. DEVELOPMENT TEAM

The Contract Monitoring Division (CMD) set a 20\% LBE/SBE goal for the Project in both professional services and the subcontractor participation. Since predevelopment loan approval, the following team members have been procured:

| Consultant Type | Name | SBE/LBE | Outstanding <br> Procurement <br> Issues |
| :--- | :--- | :--- | :--- |
| Architect | Van Meter Williams Pollak <br> (VMWP) | $\mathrm{Y}^{*}$ | N |
| Construction Manager/Owner's <br> Representative | Waypoint Consulting | N | N |
| General Contractor | Cahill Contractors | N | N |
| Geotechnical | Rockridge Geotechnical | N | N |
| Environmental | AEW | Y | N |

[^1]| Market Study | Novogradac | N | N |
| :--- | :--- | :--- | :--- |
| Green/Title 24 Consultant | Bright Green Strategies | N | N |

*VMWP is a SF certified SBE for CAD services and have calculated $25 \%$ of their services are CAD-related.

## 6. FINANCING PLAN

## Updated Sources and Uses Summary

| Predevelopment Sources | Amount | Terms | Status |
| :---: | :---: | :---: | :---: |
| MOHCD | $\$ 2,500,000$ | 3 yrs @ 3\% Res Rec | Committed |
| TNDC | $\$ 527,492$ | Line of Credit | Committed |
| Total | $\$ 3,027,492$ |  |  |


| Predevelopment Uses | Amount | Per Unit | Per SF |
| :---: | :---: | :---: | :---: |
| Architecture \& Engineering | $\$ 1,799,259$ | $\$ 25,704$ | $\$ 46$ |
| Soft Costs | $\$ 728,233$ | $\$ 10,403$ | $\$ 18$ |
| Developer Fee | $\$ 500,000$ | $\$ 7,143$ | $\$ 13$ |
| Total | $\$ 3,027,492$ | $\$ 43,250$ | $\$ 77$ |


| Permanent Sources | Amount | Terms | Status |
| :---: | :---: | :---: | :---: |
| MOHCD - GAP | $\$ 13,950,000$ | 57 yrs @ 0-3\% / Res Rec | This Request |
| HCD - MHP | $\$ 14,698,479$ | 55 yrs @ $3.0 \% / 0.42 \% ~ \& ~$ <br> Res Rec | Not Committed |
| AHP Bridge Loan* | $\$ 1,250,000$ | 55 yrs @ 0\% / Deferred | MOHCD bridge <br> loan included in <br> this Request |
| Tax Credit Equity | $\$ 19,550,994$ | $\$ 0.950$ per Credit | Not Committed |
| General Partner Equity | $\$ 4,183,774$ |  | Committed |
| Deferred Developer Fee | $\$ 305,783$ |  | Committed |
| Total | $\$ 53,939,029$ |  |  |


| Permanent Uses | Amount | Per Unit | Per SF |
| :---: | :---: | :---: | :---: |
| Acquisition | $\$ 100,000$ | $\$ 1,429$ | $\$ 3$ |
| Hard Costs | $\$ 38,792,788$ | $\$ 554,183$ | $\$ 984$ |
| Soft Costs | $\$ 7,808,665$ | $\$ 111,552$ | $\$ 198$ |
| Reserves | $\$ 548,019$ | $\$ 7,829$ | $\$ 14$ |
| Developer Fee | $\$ 6,689,558$ | $\$ 95,565$ | $\$ 170$ |
| Total | $\mathbf{\$ 5 3 , 9 3 9 , 0 2 9}$ | $\$ 770,558$ | $\$ 1,368$ |

*MOHCD’s gap loan will include the \$1.25MM AHP Bridge Loan, totaling MOHCD’s gap loan to \$15.2MM.

The current financing schedule is consistent with the last presented to Loan Committee. However, tax credit pricing is reduced, mirroring the current down turn in the market from the COVID-19 pandemic. The reductions in financing assumptions are covered by the larger MHP ask, with no impact to MOHCD's gap. The assumptions around the remaining sources have remained largely unchanged.

## Sources Narrative

1) MOHCD Loan $(\mathbf{\$ 1 3 , 9 5 0 , 0 0 0})$ - The 180 Jones Fund will be the source for MOHCD's loan on this project at $\$ 13,950,000$ or $\$ 199,286 /$ unit. These are funds paid to the City to meet inclusionary requirements for the housing built at 950-974 Market Street.
2) HCD-MHP ( $\mathbf{\$ 1 4 , 6 9 8 , 4 7 9 )}$ - TNDC will apply for $\$ 14,698,479$ in MHP funds, or $\$ 209,978 /$ unit under the 2020 MHP NOFA, Round 3, by September 15, 2020. The Sponsor is on track to receive site permit approval by August 30, 2020, to maximize Project Readiness points under the MHP scoring criteria.
3) MOHCD - AHP Bridge Loan ( $\mathbf{\$ 1 , 2 5 0 , 0 0 0 )}$ - TNDC will apply for AHP financing in 2022 during construction to maximize the 10 points in the Project Readiness section. Based off the Project's AHP self-score, the Project is competitive for a request of $\$ 1.25 \mathrm{MM}$ or $\$ 17,857 /$ unit. The lowest approved score from the latest 2020 AHP round is 72.68 , deeming the Project's self-score of 74.01 competitive for the $\$ 1.25 \mathrm{MM}$ AHP request.
4) $\mathbf{4 \%}$ Tax Credit Equity ( $\mathbf{\$ 1 9 , 5 5 0 , 9 9 4}$ ) - TNDC is now assuming an equity pricing at $\$ 0.950$ per credit (from $\$ 1.00$ per credit at initial predevelopment in October 2019), which is consistent with the current credit market impacted by the COVID-19 pandemic.
5) General Partner Contribution (\$4,183,774) - The General Partner Contribution is consistent with MOHCD Developer Fee Policy of a minimum of $\$ 500,000$, and maximizes the amount of tax credit equity that can be generated by this use of funds.
6) Deferred Developer Fee $\mathbf{( \$ 3 0 5 , 7 8 3})$ - TNDC will take the maximum MOHCD allowable deferred developer fee on the non-LOSP units and generate tax credit equity by this use of funds.

## Uses Evaluation

|  | Development Budget |  |
| :---: | :---: | :---: |
| Underwriting Standard | Meets <br> Standard? <br> (Y/N) | Notes |
| Hard Cost per unit are within standards | Y | \$554,183/unit |
| Construction Hard Cost Contingency is at <br> least 5\% (new construction) or 15\% <br> (rehab) | Y | Hard Cost Contingency is 5.5\%, but <br> $\$ 1,679,275$ is 5.0\% of \$33,585,492 <br> (subtotal of Construction Costs in <br> proforma) in total hard costs. |
| Architecture and Engineering Fees are | Y | Total Architectural \& Design fees is <br> \$1,547,560, which is within UG. |


| Construction Management Fees are <br> within standards | Y | CM is sized at $\$ 200,000$ <br> (24 months for predev and 24 months for <br> construction) and meets UG standard for <br> predev and construction period. |
| :---: | :---: | :---: |
| Developer Fee is within standards, see <br> also disbursement chart below | N | Total Cash Developer fee: $\$ 2,200,000$ <br> Deferred fee: $\$ 305,783$ <br> GP equity: $\$ 4,183,774$ <br> Total fee: $\$ 6,689,558$ |
| Soft Cost Contingency is $10 \%$ per <br> standards | N | The Sponsor requests a waiver to increase <br> fee as a way to increase equity in the <br> project. See paragraph below. |
| Capitalized Operating Reserves are a <br> minimum of 3 months Cost Contingency is $7.9 \%$ |  |  |

## Residential Developer Fee

| Amount of Developer Fee allocated as <br> Project Management (PM) Fee available <br> during predevelopment and construction: | $\$ 1,100,000$ |  |
| :--- | :---: | :---: |
| Amount of Developer Fee allocated as <br> PM Fee available at risk (the "At-Risk <br> Fee"): | $\$ 1,100,000$ |  |
| Amount of Developer Fee allocated as <br> General Partner Equity: | $\$ 4,183,774$ | This amount exceeds MOHCD minimum <br> general partner equity requirement of <br> $\$ 500 \mathrm{~K}$ to be recontributed to the Project. |
| Amount of Developer Fee allocated as <br> Deferred Developer Fee: | $\$ 305,783$ | This amount is equal to the deferred <br> developer fee shown on the 20-year cash <br> flow. |
| Total Developer Fee |  | $\$ 6,689,558$ |

The Project's development budget includes TCAC's maximum developer fee of $15 \%$ eligible basis, at a total of $\$ 6,689,558$. This amount exceeds MOHCD's Developer Fee Policy of a maximum total fee that may be included in basis -- lesser of $\$ 4 \mathrm{MM}$ or $10 \%$ of eligible basis. MOHCD staff recommends Loan Committee waive this policy to allow for the total developer fee to increase tax credit equity and lower MOHCD's gap loan by approximately $\$ 1,029,697$ ( $\$ 6,689,558$ total developer fee - $\$ 4 \mathrm{MM}$ maximum policy allows = \$2,689,558 x 3.10\% tax rate x \$0.950 tax credit pricing x 130\% QCT/DDA boost x 10 years). MOHCD staff recommends granting this waiver request. This waiver request does not result in an increase in cash-out developer fee paid to the Sponsors or a waiver of that part of the policy.

| Developer Fee Disbursement Schedule |  |  |
| :--- | :---: | :---: |
| Payment Milestone | \% of Project <br> Mgmt Fee | Amount |
| PM Fee: At closing of initial pre-development financing | $15 \%$ | $\$ 165,000$ |
| Close at predevelopment financing | $4.5 \%$ | $\$ 50,000$ (disbursed) |


| Submission and approval of community outreach plan | $4.5 \%$ | $\$ 50,000$ (disbursed) |
| :--- | ---: | :---: |
| MOHCD approves 100\% SD Set (site permit) | $6 \%$ | $\$ 65,000$ (disbursed) |
| PM Fee: Predevelopment | $35 \%$ | $\$ 385,000$ |
| Receipt of project entitlements (SB35 Entitlement Letter <br> from the Planning Department) | $8 \%$ | $\$ 85,000$ |
| Site Permit Approval | $18 \%$ | $\$ 200,000$ |
| Submission of joint CDLAC and TCAC application and <br> submission of HCD funding application | $9 \%$ | $\$ 100,000$ |
| PM Fee: Construction Close | $20 \%$ | $\$ 220,000$ |
| PM Fee: During or at End of Construction | $20 \%$ | $\$ 220,000$ |
| PM Fee: At Project Close Out | $10 \%$ | $\$ 110,000$ |
| Total Project Management Fee | $\mathbf{1 0 0 \%}$ | $\mathbf{\$ 1 , 1 0 0 , 0 0 0}$ |
| At Risk: 95\% Leased up and Draft Cost Certification | $\$ 220,000$ |  |
| At Risk: Permanent Loan Closing/Conversion (Final Cost <br> Certification Audit) | $50 \%$ | $\$ 550,000$ |
| At Risk: Project Close Out (Placed-In-Service application; <br> 100\% lease-up; City approval of sponsor's project <br> completion report and documents; and City acceptance of <br> final cost certification.) | $30 \%$ | $\$ 330,000$ |
| Total At Risk | Total Cash Developer Fee | $\mathbf{\$ 2 , 2 0 0 , 0 0 0}$ |

## 7. PROJECT OPERATIONS

## Income \& Unit Mix

| Unit Type | Proposed <br> Number <br> of Units | Proposed <br> Avg. Sq. <br> Feet | Max. <br> Rent | Max <br> MOHCD <br> \% AMI | Proposed <br> TCAC \% <br> AMI <br> (per MHP) | Rent or <br> Operating <br> Subsidies |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| studio | 35 | 325 | $\$ 250$ | $25 \%$ | $15 \%$ | LOSP |  |
| studio | 13 | 325 | $\$ 837$ | $40 \%$ | $35 \%$ |  |  |
| studio | 21 | 325 | $\$ 1,700$ | $80 \%$ | $80 \%$ |  |  |
| studio (manager's unit) | 1 | 325 |  |  |  |  |  |
| Total Units | 70 |  |  |  |  |  |  |

The table shows the unit mix in TCAC AMIs and MOHCD AMIs. The TCAC AMI unit mix will be presented in the MHP application per the NOFA requirements. Based on the proposed unit mix, the MHP tie-breaker is 0.2042 . The tie-breaker is calculated by taking the average TCAC AMI for all units restricted at 60\% TCAC AMI or below. Units highlighted in blue will be MHP Assisted Units and under the MHP Regulatory Agreement. To support project feasibility and to have a more competitive tiebreaker, TNDC is proposing the following TCAC restrictions:

- 35 LOSP units (or $\mathbf{5 0 \%}$ of total units) restricted at $\mathbf{1 5 \%}$ TCAC AMI are more deeply targeted compared to other LOSP projects. However, HSH and MOHCD are in support of TNDC's proposal to restrict LOSP units to 15\% TCAC AMI for MHP competitiveness. The units will serve adults at this income level coming through the Coordinated Entry System (CES), paying
approximately $\$ 250$ a month for rent. MOHCD will restrict the 35 LOSP units to $25 \%$ MOHCD AMI. Based off 2020 AMIs, the maximum monthly studio rent at $15 \%$ TCAC AMI (\$457) is less than $25 \%$ MOHCD AMI (\$560). Restricting LOSP units at 15\% TCAC AMI further improves the Project's estimated tie-breaker score.
- 14 units (or $20 \%$ of total units) restricted at $35 \%$ TCAC AMI and MOHCD will restrict these units at $40 \%$ MOHCD AMI. Based off 2020 AMIs, the maximum monthly studio rent at $35 \%$ TCAC AMI $(\$ 1,065)$ is more than $40 \%$ MOHCD AMI (\$896). TNDC ran an analysis comparing the $40 \%$ MOHCD AMI rents and $35 \%$ TCAC rents in the past 10 years and confirmed $40 \%$ MOHCD AMI rents have always been below the $35 \%$ TCAC rent limit. TNDC is confident they will be able to remain in long-term compliance with the proposed income restrictions. The 14 units will be considered MHP Assisted Units and calculated in the Project's tiebreaker score.
- 20 units (or $\mathbf{2 9 \%}$ of total units) restricted at $\mathbf{8 0 \%}$ TCAC AMI, will be excluded from the MHP tie-breaker calculation and not considered MHP Assisted Units. MOHCD will restrict these units to $80 \%$ MOHCD AMI.

Considering the prevalent studio options in the Tenderloin neighborhood and that $50 \%$ of the total units are set aside for formerly homeless adults, both MOHCD and TNDC are concerned about the marketability of these higher income units. By the Project's gap loan request, TNDC will need to provide a marketing and lease up plan demonstrating the $80 \%$ MOHCD AMI units are 20\% below market and how the Sponsor will mitigate potential COVID-19 impacts on the lease up of these units. TNDC is currently conducting a market study with Novogradac on the marketability of the $80 \%$ MOHCD AMI units. As an additional loan condition, staff recommends the Sponsor work with community members to seek tenant-based rental subsidies from programs like the Q Foundation to help meet the community's affordability goals for 180 Jones.

The MOHCD AMIs represent how MOHCD will restrict the Project, what rents will be charged, and how the project will be underwritten. The Project will enable households at a range of income levels to be housed, with an average MOHCD AMI for the unsubsidized units at 59.2\%.

## Annual Operating Budget

The operating budget includes an updated staffing plan as follows:

| Position | \# of Positions |
| :---: | :---: |
| Property Manager | 1.0 FTE |
| Assistant General Manager | 0.6 FTE |
| Custodian | 1.0 FTE |
| Maintenance III | 1.0 FTE |
| Assistant Facilities Manager | 0.02 FTE |
| Desk Clerk (19.2 hrs/day) | 3.6 FTE |
| TOTAL | 7.22 FTE |

The operating budget assumes LOSP funds pay $75 \%$ of the desk clerk salaries, consistent with what was proposed at the predevelopment request and what HSH has agreed to on other LOSP projects with TNDC. The Sponsor reduced site staff salaries by reducing the $24 / 7$ desk clerk from 4.6 FTE to 3.6 FTE, while increasing the Assistant General Manager from 0.5 FTE to 0.6 FTE. The front desk clerk will be present when the 0.6 FTE Assistant General manager is not on site. The reduction in front desk coverage will be conditioned on HSH approval at the Project's gap loan request.

|  | Operating Proforma |  |
| :---: | :---: | :---: |
| Underwriting Standard | Meets <br> Standard? <br> (Y/N) | Notes |
| Debt Service Coverage Ratio stays <br> above 1:1 through Year 17 | N/A | There is no permanent mortgage on this project. |
| Vacancy meets TCAC Standards | Y |  |
| Annual Income Growth is increased <br> at 2.5\% per year | Y Vacancy is 5\%. |  |


| Replacement Reserve Deposits <br> meet or exceed TCAC minimum <br> standards | Y | Replacement Reserves are \$500 PUPA, per <br> HCD standards. |
| :---: | :---: | :---: |
| Limited Partnership Asset <br> Management Fee meets standards | Y | $\$ 5,000 /$ year. |

## 8. SUPPORT SERVICES

## Services Plan

The draft support services plan and services budget for the MHP application was submitted to MOHCD and HSH on July 30, 2020. MOHCD, HSH, and TNDC met on August 4, 2020 to review and answer HSH's questions on the services plan and budget. For the MHP application, MOHCD will request the Controller's Office to provide a LOSP Commitment Letter and HSH will sign the application’s Supportive Services Verification Sheet and provide a Services Funding Commitment Letter to TNDC.

The HSH contract will initially fund up to approximately $\$ 7,581$ per household, for the 35 LOSP units in the first year of operations, for a total of $\$ 265,338$. The overall resident services staff assigned to the site is 2.29 FTE. Case management ratio is provided at $1: 18$, slightly higher than MHP's requirement of 1:20 case management ratio for Supportive Housing - Chronically Homeless units. Positions are as follows:

| Onsite Staff |  |
| :--- | :---: |
| Position | FTE |
| Social Worker | 1.0 FTE |
| Social Worker/Site Supervisor | 1.0 FTE |
| Roving/Offsite | FTE |
| Position | 0.03 FTE |
| Sr. Director of Tenant \& Community Services | 0.07 FTE |
| Director of Supportive Housing Services | 0.14 FTE |
| Program Manager - SRO/Single Adult Portfolio | 0.02 FTE |
| Quality Assurance Manager | 0.03 FTE |
| Admin Coordinator | $\mathbf{2 . 2 9 ~ F T E ~}$ |
| Total Services Staff |  |

## Services Budget

Annual TNDC services expenses are estimated to total $\$ 265,338$ per year. This will be funded by an HSH contract. The budget is estimated in the table below:

| Expenditure | HSH <br> Contract | Total | Per Unit |
| :--- | :---: | :---: | :---: |
| Salaries | $\$ 176,794$ | $\$ 176,794$ | $\$ 5,051$ |


| Benefits | $\$ 18,576$ | $\$ 18,576$ | $\$ 531$ |
| :--- | :---: | :---: | :---: |
| Operating <br> Expenses | $\$ 42,247$ | $\$ 42,247$ | $\$ 1,207$ |
| Indirect Costs | $\$ 27,721$ | $\$ 27,721$ | $\$ 792$ |
| Total | $\mathbf{\$ 2 6 5 , 3 3 8}$ | $\mathbf{\$ 2 6 5 , 3 3 8}$ | $\mathbf{\$ 7 , 5 8 1}$ |

## 9. NEXT STEPS

Pending approval from Loan Committee, TNDC will submit an application to HCD by September 15, 2020 requesting $\$ 14,698,479$ in funding. MOHCD will be providing a commitment letter per the Loan Committee's recommendation on this preliminary gap request. As the project nears commencement of construction and the status of a MHP award is known, MOHCD staff will bring a final gap request to Loan Committee in summer 2021.

## STAFF RECCOMENDATION

Staff recommends approval of the commitment letter to HCD for the MHP application.

## Status of Previous Loan Conditions:

- Sponsor must explore: using a different construction type (such as timber), reducing the buildings size, using the Pueblo Structural System, using prefabricated technologies that provide cost savings and provide overall analysis to MOHCD for review.
- Status: Completed.
- Sponsor to implement cost containment strategies that meets the goal of the total development costs excluding land to be less than $\$ 600 \mathrm{~K}$ per unit.
- Status: In Process. Condition will remain as part of final gap loan approval.
- TNDC to continue and work with MOHCD and SFHA to assess the availability for VASH rental assistance subsidies for the project.
- Status: In Process. As of early August SFHA and Veteran's Affairs (VA) have indicated that Project Based Vouchers (PBVs) are not currently a feasible option for the Project, but may be reconsidered at a later date. Condition will remain as part of final gap loan approval.


## By December 31, 2019:

- Sponsor must provide a community outreach plan for the period of June 2019 through construction completion. The plan should identify key community stakeholders that will be outreached to, describe the team's community outreach strategy and overall timeline.
- Status: Completed.
- Sponsor must provide the construction manager RFQ for MOHCD review and approval.
- Status: Completed.
- Sponsor must provide the general contractor RFQ for MOHCD review and approval.
- Status: Completed.
- Sponsor must provide the contract for Construction Management for MOHCD review and approval.
- Status: Completed.
- Sponsor must submit a preliminary services plan and budget covering the LOSP households for HSH and MOHCD review and approval.
- Status: Completed.

By March 31, 2020:

- Sponsor must submit application to the Planning Department for SB35 and Site Permit review.
- Status: Completed.
- Sponsor must research additional funding sources to MHP, specifically HCD’s Infill Infrastructure Grant (IIG) and provide analysis to MOHCD for review.
- Status: Completed. Sponsor provided financing analysis of HCD Transit Oriented Development in May 2020.
- Sponsor must research alternate funding sources to MHP, such as Housing for Healthy California (HHC) or No Place Like Home (NPLH) and provide analysis to MOHCD for review.
- Status: Completed. Sponsor provided financing analysis of HCD Transit Oriented Development in May 2020.
- Sponsor must assess ways to meet the community's project affordability goals of $40 \%$ of total units for ELI households through ways like potential operational efficiencies (i.e. reducing front desk clerk to evenings, overnight, and weekends), maximizing revenue (Continuum of Care rental subsidy, mix of $40-50 \%$ MOHCD AMI units), commercial income, and leveraging debt.
- Status: In Process. Sponsor proposed to reduce 24 hour front desk clerk in this preliminary gap request, but the proposal will need to be approved by HSH at the final gap loan approval. The Sponsor is also working with MOHCD, SFHA, and the VA to determine if VASH is a feasible option for the Project. Condition will remain as part of final gap loan approval.
- Sponsor must provide analysis of whether micro-commercial space or office for neighborhood service provider is viable.
- Status: Completed.

By June 30, 2020:

- Sponsor must provide MOHCD with financial analysis that result in a competitive MHP application and tiebreaker analysis for the second to next available round of funding.
- Status: Completed.
- Sponsor must provide an updated services plan and budget covering the LOSP households for HSH and MOHCD review prior to MOHCD's preliminary gap loan commitment, both items required for the MHP competitive application.
- Status: Completed.
- Sponsor must provide a marketing and lease up plan demonstrating the 80\% MOHCD AMI units are $20 \%$ below market and how the Sponsor will mitigate potential COVID-19 impacts on the lease up of these units.
- Status: In Process. Sponsor is conducting a market study for the 80\% MOHCD AMI units. Condition will remain as part of final gap loan approval.


## Prior to Gap Loan Request:

- Sponsor must identify and implement cost containment strategies for construction and present them at the various cost estimates with narrative analysis of the pricing from the general contractor.
- Status: In Process. The Sponsor provided the Project team's Cost Containment Strategies narrative and the Project's Value Engineering and Add Alternates Matrix to MOHCD. Condition will remain as part of final gap loan approval.
- Sponsor must work with MOHCD staff to reduce Operating Expenses to be further in line with LOSP comparable and underwriting guidelines.
- Status: In Process. Condition will remain as part of final gap loan approval.
- Sponsor must submit an updated services plan and budget for HSH and MOHCD Review and approval, prior to final gap request.
- Status: In Process. Condition will remain as part of final gap loan approval.
- Should the project have a commercial space, Sponsor must provide a commercial analysis on the viability, final lease terms, commercial development proforma, and tenant improvement plan at least 6 months before gap request.
- Status: N/A. TNDC determined a micro-commercial space is not feasible for the ground floor due to the small footprint of the parcel.
- Sponsor must provide the equity investor Request for Proposal (RFP) for MOHCD review and approval before finalizing and releasing the RFP.
- Status: Not yet completed. Condition will remain as part of final gap loan approval.
- Sponsor must provide all lender and investor RFP responses prior to selections for MOHCD review and approval.
- Status: Not yet completed. Condition will remain as part of final gap loan approval.
- Sponsor must notify MOHCD of the developer's lender and investor selection for MOHCD review and approval.
- Status: Not yet completed. Condition will remain as part of final gap loan approval.
- Sponsor must provide raw financial data from the developer or financial consultant prior to the selected lender and investors for MOHCD review and approval.
- Status: Not yet completed. Condition will remain as part of final gap loan approval.
- Sponsor must provide all Letters of Intents for MOHCD review and approval.
- Status: Not yet completed. Condition will remain as part of final gap loan approval.
- Sponsor must provide True Debt and capital accounts test analysis before returning to MOHCD for final gap request.
- Status: Not yet completed. Condition will remain as part of final gap loan approval.
- Sponsor must work with community members to seek a tenant-based rental subsidy from programs like the Q Foundation to help meet the community's affordability goals for 180 Jones.
- Status: Not yet completed. Condition will remain as part of final gap loan approval.


## LOAN COMMITTEE MODIFICATIONS

## Chavez, Rosanna (MYR)

From: Shaw, Eric (MYR)
Sent: Friday, August 21, 2020 11:39 AM
To:
Subject:
Chavez, Rosanna (MYR)
180 Jones Loan Committee

Approve

Eric D. Shaw
Director

Mayor's Office of Housing and Community Development
City and County of San Francisco
1 South Van Ness Avenue, 5th Floor

## Chavez, Rosanna (MYR)

| From: | Menjivar, Salvador (HOM) |
| :--- | :--- |
| Sent: | Thursday, August 27, 2020 10:44 AM |
| To: | Chavez, Rosanna (MYR) |
| Cc: | Shaw, Eric (MYR) |
| Subject: | RE: Citywide Affordable Housing Loan Committee - Friday, August 21, 2020, 11:00 a.m. |

Hi Rosanna,

I approve the loan to 180 Jones st. for the MHP gap financing.

Best,

Salvador


Salvador Menjivar
Director of Housing
Pronouns: He/Him
San Francisco Department of Homelessness and Supportive Housing salvador.menjivar1@sfgov.org | 415-308-2843

Learn: hsh.sfgov.org | Follow: @SF_HSH \| Like: @SanFranciscoHSH

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From: Chavez, Rosanna (MYR) [rosanna.chavez@sfgov.org](mailto:rosanna.chavez@sfgov.org)
Sent: Friday, August 21, 2020 11:32 AM
To: Menjivar, Salvador (HOM) [salvador.menjivar1@sfgov.org](mailto:salvador.menjivar1@sfgov.org)
Subject: FW: Citywide Affordable Housing Loan Committee - Friday, August 21, 2020, 11:00 a.m.

Hello Salvador,

Please find Loan Committee Agenda and materials.

Thank you,

Rosie Chavez

Assistant Housing Loan Administrator
Mayor's Office of Housing and Community Development
1 South Van Ness, 5th Floor, San Francisco, CA 94103

From: Chavez, Rosanna (MYR)
Sent: Monday, August 17, 2020 1:49 PM

## Chavez, Rosanna (MYR)

| From: | Oerth, Sally (CII) |
| :--- | :--- |
| Sent: | Friday, August 21, 2020 11:14 AM |
| To: | Chavez, Rosanna (MYR) |
| Cc: | Shaw, Eric (MYR); Slen, Joyce (MYR) |
| Subject: | 8/21/20 Loan Committee: 180 Jones Preliminary Gap Request |

On behalf of Nadia Sesay, I approve the preliminary gap request for 180 Jones St presented at the 8/21/20 Loan Committee.

Sally Oerth
Deputy Director
Office of Community Investment and Infrastructure
Sent from Mail for Windows 10

## Chavez, Rosanna (MYR)

| From: | Van Degna, Anna (CON) |
| :--- | :--- |
| Sent: | Friday, August 21, 2020 11:16 AM |
| To: | Chavez, Rosanna (MYR) |
| Cc: | Shaw, Eric (MYR) |
| Subject: | 180 Jones project |

approved

Anna Van Degna
Public Finance Director
Controller's Office
City \& County of San Francisco
Ph. (415)-554-5956

## LOAN COMMITTEE RECOMMENDATION

Approval indicates approval with modifications, when so determined by the Committee.
[ ] APPROVE. [ ] DISAPPROVE. [ ] TAKE NO ACTION.

Eric D. Shaw, Director
Mayor's Office of Housing and Community Development
[ ] APPROVE. [ ] DISAPPROVE. [ ] TAKE NO ACTION.

Salvador Menjivar, Director of Housing
Department of Homelessness and Supportive Housing
[ ] APPROVE. [ ] DISAPPROVE. [ ] TAKE NO ACTION.

Nadia Sesay, Executive Director
Office of Community Investment and Infrastructure
[ ] APPROVE. [ ] DISAPPROVE. [ ] TAKE NO ACTION.

Anna Van Degna, Director
Controller’s Office of Public Finance

Attachments: Attachment A - Updated Project Milestones/Schedule
Attachment B - Updated Sources and Uses
Attachment C - Updated $1^{\text {st }}$ Year Operating Budget and 20-Year Cashflow
Attachment D - Updated New Construction Cost Comparison Chart
Attachment E - October 4, 2019 Predevelopment Loan Evaluation

Attachment A: Project Milestones and Schedule

| No. | Performance Milestone | Estimated or Actual Date | Contractual Deadline |
| :---: | :---: | :---: | :---: |
| A. | Prop I Noticing (if applicable) | October 2019 |  |
| 1 | Acquisition/Predev Financing Commitment | October 2019 |  |
| 2. | Site Acquisition | February 2019 | - |
| 3. | Development Team Selection |  |  |
| a. | Architect | August 2019 |  |
| b. | General Contractor | January 2020 |  |
| c. | Owner's Representative | December 2019 |  |
| d. | Property Manager | June 2019 |  |
| e. | Service Provider | June 2019 |  |
| 4. | Design |  |  |
| a. | Submittal of Schematic Design \& Cost Estimate | May 2020 | - |
| b. | Submittal of Design Development \& Cost Estimate | October 2020 |  |
| c. | Submittal of 50\% CD Set \& Cost Estimate | January 2021 |  |
| d. | Submittal of Pre-Bid Set \& Cost Estimate (90\% CDs) | $\begin{gathered} \text { April } 2021(90 \% \\ \text { CD) } \end{gathered}$ |  |
| 5. | Environ Review/Land-Use Entitlements |  |  |
| a. | CEQA Environ Review Submission | N/A (SB35) |  |
| b. | NEPA Environ Review Submission | TBD |  |
| c. | CUP/PUD/Variances Submission | N/A |  |
| 6. | Permits |  |  |
| a. | Building / Site Permit Application Submitted | March 2020 |  |
| b. | Addendum \#1 Submitted | January 2021 |  |
| c. | Addendum \#2 Submitted | March 2021 |  |
| 7. | Request for Bids Issued | February 2021 |  |
| 8. | Service Plan Submission |  |  |
| a. | Preliminary | N/A |  |
| b. | Interim | July 2020 |  |
| c. | Update | N/A |  |
| 9. | Additional City Financing |  |  |
| a. | Predevelopment Financing Application \#2 | N/A |  |
| b. | Gap Financing Application | August 2020 |  |


| 10. | Other Financing |  |  |
| :---: | :--- | :---: | :--- |
| a. | MHP Application | $\underline{\text { September 2020 }}$ |  |
| b. | Construction Financing RFP | $\underline{\text { April 2021 }}$ |  |
| c. | AHP Application | $\underline{\text { March 2022 }}$ |  |
| d. | CDLAC Application | $\underline{\text { March 2021 }}$ |  |
| e. | TCAC Application | $\underline{\text { March 2021 }}$ |  |
| f. | HUD 202 or 811 Application | $\underline{\text { N/A }}$ |  |
| g. | Other Financing Application | $\underline{\text { N/A }}$ |  |
| 11. | Closing | $\underline{\text { October 2021 }}$ |  |
| a. | Construction Closing | $\underline{\text { January 2024 }}$ |  |
| b. | Permanent Financing Closing | $\underline{\text { September 2021 }}$ | $\underline{\text { November 2021 }}$ |
| 12. | Construction | $\underline{\text { April 2023 }}$ | - |
| a. | Notice to Proceed |  |  |
| b. | Temporary Certificate of Occupancy/Cert of | $\underline{\text { August 2022 }}$ | - |
| Substantial Completion | $\underline{\text { November 2022 }}$ |  |  |
| a. | Marketing/Rent-up | $\underline{\text { July 2023 }}$ | - |
| b. | Commence Marketing | $\underline{\text { January 2025 }}$ |  |
| c. | 95\% Occupancy | $\underline{\text { May 2024 }}$ |  |
| 14. | Cost Certification/8609 |  |  |
| 15. | Close Out MOH/OCII Loan(s) |  |  |

## Attachment B: Updated Sources and Uses

See attached.


Attachment C: Updated 1st Year Operating Budget and 20-Year Cashflow

See attached.








180 Jones




Attachment D: Updated New Construction Cost Comparison Chart

See attached.





| PROJECTS IN PREDEVELOPMENT |  | Acquisition |  |  | Construction |  |  | Soft Costs |  |  | Total Development Cost (Incl. Land) |  |  | Subsidy |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Project Name | ${ }_{\substack{\text { Star Date } \\ \text { (anticipated) }}}^{\text {a }}$ | Accunuit | Acqlibr | Ac¢lols sat. | costunit | Constr8 | Consss, 4 te | sotumit | Soutbr | sotrsq.t6 | ${ }^{\text {coioss Tocmunit }}$ | Gioss Tcicirr | Gross Tocisq.f6 | Subsisis/ unit | Leveraging |
|  |  | ${ }_{962}$ | ${ }^{62}$ |  | $\frac{786,000}{\substack{55,396}}$ | $\begin{gathered} \frac{393000}{} \\ \substack{350,083} \\ \hline \end{gathered}$ | ${ }_{\substack{59 \\ 512}}^{\substack{\text { be }}}$ |  |  |  |  | ${ }_{4}^{4717.63}$ | ${ }_{6} 6$ |  | $\frac{40,096}{62645}$ |
| $\frac{\text { BPOY }}{4 t \text { and }}$ Fosom | ${ }_{\text {Nocre21 }}^{\text {Noc.21 }}$ | ${ }_{1} .901$ | ${ }^{1344}$ | ${ }^{16}$ | - $\frac{6892922}{714032}$ | ${ }_{\text {a }}^{\text {418,388 }}$ | ${ }_{\substack{518 \\ 805}}$ |  |  |  |  | $\frac{540.999}{664369}$ |  | ${ }_{\substack{232777 \\ 22383}}^{\text {20, }}$ |  |
|  | jum-21 | ${ }_{\text {a }}^{193}$ | 391 |  | ${ }_{\text {525,412 }}$ | 525,41 | ${ }_{\text {cien }}^{69}$ | ${ }_{\text {227,93 }}$ 20, | ${ }_{\text {20, }}^{220,73^{3}}$ |  | ${ }_{\text {70, }}^{790565}$ |  |  | $\xrightarrow{\text { 3532797 }}$ | ${ }_{\text {S5,76 }}$ |
|  | ${ }_{\text {Alus }}^{\text {Ald }}$ |  |  |  | ${ }^{\frac{452839}{674,48}}$ | $\xrightarrow{\substack{32383 \\ 39,51}}$ | ${ }_{5}^{5636}$ |  | ${ }_{\text {20, }}^{9.5564}$ |  |  |  | ${ }_{7}^{975}$ | ${ }_{\substack{222,751 \\ 20,50}}^{\text {20, }}$ |  |
| ${ }^{\text {and }}$ | Average | $\xrightarrow{1.099}$ | ${ }^{1,0,89} 1$ | $\xrightarrow{1,029}$ |  |  | ${ }_{623}^{172}$ | ${ }^{1054,959}$ | ${ }_{\text {148,765 }}{ }^{14,40}$ |  |  |  | $\xrightarrow{1.080} 8$ |  |  |


| All Projects: | AVERAGE] | 58,772 | 36,831 | 655 | 540,540 | 344,910 | 533 | 161,633 / ${ }^{\text {s }}$ | ${ }_{\text {106,134 }}{ }^{\text {S }}$ | 181/s | 752,046 5 | 482,497 ${ }^{\text {S }}$ | ${ }^{748}$ \| ${ }^{\text {S }}$ | 257,129 | 66.6\% |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |







Attachment E: October 4, 2019 Predevelopment Loan Evaluation

See attached.

## Citywide Affordable Housing Loan Committee

# San Francisco Mayor's Office of Housing and Community Development Department of Homelessness and Supportive Housing Office of Community Investment and Infrastructure 

180 Jones Street \$2,500,000 Predevelopment Request

Evaluation of Request for:
Loan Committee Date:
Prepared By:
Source of Funds Recommended:

NOFA/PROGRAM/RFP:

Total Previous City Funds Committed:
Applicant/Sponsor Name:
\$2,500,000
October 4, 2019
Joyce Slen
\$1,500,000-180 Jones Funds
\$1,000,000 - AHF Inclusionary
180 Jones Request For Qualifications issued March 15, 2019
\$0
Tenderloin Neighborhood Development Corporation (TNDC)

## EXECUTIVE SUMMARY

## Sponsor Information:

| Project Name: | 180 Jones | Sponsor(s): | Tenderloin Neighborhood <br> Development Corporation <br> (TNDC) |
| :--- | :--- | :--- | :--- |
| Project Address (w/ cross St): | 180 Jones Street, 94102 <br> (Jones Street/Turk Street) | Ultimate Borrower <br> Entity: | 180 Jones Associates, L.P. |

## Project Summary:

Tenderloin Neighborhood Development Corporation ("TNDC") requests $\$ 2.5$ million to finance predevelopment costs for a proposed new construction affordable rental housing development located at 180 Jones Street ("the Site"), a cityowned corner parcel at the intersection of Jones and Turk. TNDC was selected to develop the Site through the 180 Jones Request for Qualifications (RFQ) issued on March 15, 2019. The RFQ did not require respondents to provide a conceptual design, and therefore this request is based on a preliminary concept that is expected to be further refined during the initial design phases.

The current concept for 180 Jones is a 9-story building with 72 studio units built on the small, 4,743 sf lot. The unit breakdown includes 1 manager's unit, 36 units set-aside for formerly homeless adults ( $50 \%$ of total units), subsidized by the Local Operating Subsidy Program (LOSP), and 35 units for adults with incomes ranging between $40 \%-80 \%$ Unadjusted Median Income, ("MOHCD AMI"), averaging to no more than $60 \%$ MOHCD AMI. Proposed permanent financing includes tax-exempt bonds, 4\% Low-Income Housing Tax Credits, General Partner Equity, Deferred Developer Fee, Federal Home Loan Bank Affordable Housing Program (AHP) funds, and a State of California, Multifamily Housing Program (MHP) loan. Construction start is expected in September 2021, with construction completion in June 2023.

## Project Description:

| Construction Type: | Type I |
| :--- | :--- |
| Number of Stories: | 9 |
| Number of Units: | 72 |
| Total Residential Area: | 23,400 SF |
| Total Commercial Area: | TBD |
| Total Building Area: | 33,500 SF |
| Land Owner: | City and County of San <br> Francisco |
| Total Development Cost <br> (TDC): | $\$ 47,748,866$ |
| TDC/unit: | $\$ 663,179$ |
| Loan Amount Requested: | $\$ 2,500,000$ |
| HOME Funds? | None |

Project Type: New Construction
Lot Size (acres and sf): $\quad 0.11$ acres / 4,743 SF
Architect: Van Meter Williams Pollak LLP

General Contractor: TBD
Property Manager: TNDC
Supervisor and District: Supervisor Haney (D6)

Total Acquisition Cost: $\$ 10$

TDC less land cost/unit: $\quad \$ 663,179$
Request Amount / unit: \$34,722
Parking? None

## PRINCIPAL DEVELOPMENT ISSUES

1. High Construction Cost and Total Development Cost - Given 180 Jones is a tremendously small urban infill site of 4,743 square feet, the project presents a significantly high preliminary construction cost estimate on a per square foot basis and high projected total development cost on a per unit basis. MOHCD recommends TNDC explore a different construction type than Type I (concrete), which may provide cost savings. See Section 4.3 Construction Supervisor/Construction Specialist’s evaluation and Section 11.3 Recommended conditions prior to financing gap.
2. Community's Affordability Goals - The community's affordability goals for 180 Jones are to have at least $40 \%$ of the available units for unsubsidized extremely low-income (ELI) adults currently living in Tenderloin-based Single Room Occupancy (SRO) Hotels. TNDC's conceptual program proposes only $21 \%$ of the total units for unsubsidized ELI households and $28 \%$ of the total units at $80 \%$ MOHCD AMI, necessary for project feasibility. As a loan condition, staff recommends TNDC assess ways to meet the community's project affordability goals through implementing operational efficiencies (i.e. reducing front desk clerk to evenings, overnight, and weekends), reducing operating costs, maximizing revenue (Continuum of Care rental subsidy, mix of 40-50\% MOHCD AMI units), commercial income, and leveraging debt. See Section 1.1 Project History Leading to This Request, 3.1 Community Support, Section 7.2 Income, and Section 11.3 Recommended conditions prior to financing gap.
3. Potential Micro-Commercial Space - Through the community outreach process, TNDC will evaluate the opportunity to build a micro-commercial space or a small office space for a community organization. Due to the small parcel footprint, ground floor program space is already modest in size, ranging from 450-1,300 SF. Should a micro-commercial space be available at 180 Jones, TNDC will need to provide a commercial analysis as a loan condition prior to a gap request. See Section 4.3 Construction Supervisor/Construction Specialist's evaluation, Section 4.4 Commercial Space, and Section 11.3 Recommended conditions prior to financing gap.
4. Marketability of $80 \%$ AMI units - TNDC proposes at least 20 units ( $28 \%$ of total units) be leased at 80\% MOHCD AMI. Considering the prevalent studio options in the Tenderloin neighborhood and that $50 \%$ of the total units are set aside for formerly homeless adults, both MOHCD and TNDC are concerned about the marketability of these higher income units. As a loan condition , TNDC will need to provide a marketing and lease up plan, specifically for the $80 \%$ MOHCD AMI units, to demonstrate that these are $20 \%$ below market by June 30 , 2020. TNDC must also research if marketability for the higher income units increase with more ELI units than the current project proposal. See Section 7.2 Income and Section 11.3 Recommended conditions prior to financing gap.
5. Services Plan and Budget - TNDC has proposed that Department of Homelessness and Supportive Housing (HSH) fund 2.0 FTE Social Workers -- one social worker servicing the formerly homeless adults, with the second social worker to serve the unsubsidized ELI adults and the remaining residents of the building. It is not typical for HSH to fund services for non-homeless households, so this arrangement will need to be approved by HSH in predevelopment. A loan condition requires a services plan and budget to be reviewed, and approved by MOHCD and HSH. See Section 8 Services Plan and Section 11.3 Recommended conditions prior to financing gap.
6. Operating Budget and LOSP Subsidy - The initial operating budget projections are slightly high on a per unit basis given the project size and will need to be further refined during predevelopment. See Section 7.3 Annual Operating Expenses Evaluation and Section 11.3 Recommended conditions prior to financing gap.

## SOURCES AND USES SUMMARY

| Predevelopment <br> Sources | Amount | Terms | Status |
| :---: | :---: | :---: | :---: |
| MOHCD | $\$ 2,500,000$ | 3 yrs @ 3\% Res Rec | This Request |
| TNDC | $\$ 527,492$ |  | Committed |
| Total | $\$ 3,027,492$ |  |  |


| Predevelopment <br> Uses | Amount | Per Unit | Per SF |
| :---: | :---: | :---: | :---: |
|  <br> Engineering | $\$ 1,799,259$ | $\$ 24,990$ | $\$ 54$ |
| Soft Costs | $\$ 728,233$ | $\$ 10,114$ | $\$ 22$ |
| Developer Fee | $\$ 500,000$ | $\$ 6,944$ | $\$ 15$ |
| Total | $\$ 3,027,492$ | $\$ 42,049$ | $\$ \mathbf{9 0}$ |


| Permanent <br> Sources | Amount | Terms | Status |
| :---: | :---: | :---: | :---: |
| MOHCD - GAP | $\$ 13,950,000$ | 57 yrs @ 0-3\% / Res <br> Rec | Not Committed |
| AHP | $\$ 1,278,000$ | $0 \%$ | Not Committed |
| HCD MHP | $\$ 10,599,199$ | 55 yrs @ 3\% | Not Committed |
| Tax Credit Equity | $\$ 19,179,841$ | $\$ 1.00$ | Not Committed |
| GP Equity | $\$ 2,470,913$ |  | Not Committed |
| Deferred <br> Developer Fee | $\$ 270,913$ |  | Not Committed |
| Total | $\$ 47,748,866$ |  |  |


| Permanent <br> Uses | Amount | Per Unit | Per SF |
| :---: | :---: | :---: | :---: |
| Hard Costs | $\$ 34,109,171$ | $\$ 473,738$ | $\$ 1,018$ |
| Soft Costs | $\$ 8,697,869$ | $\$ 120,804$ | $\$ 260$ |
| Developer Fee | $\$ 4,941,826$ | $\$ 68,636$ | $\$ 148$ |
| Total | $\$ 47,748,866$ | $\$ \mathbf{6 6 3 , 1 7 9}$ | $\mathbf{\$ 1 , 4 2 5}$ |

## 1. BACKGROUND

### 1.1. Project History Leading to This Request.

In 2017, the City and the developer of 950-974 Market Street reached an agreement in which the 950-974 Market Street project could satisfy its inclusionary housing requirements by transferring the Site to MOHCD and paying a total amount of \$13,950,000 into the 180 Jones Fund. Ordinance No. 49-17 helped establish the 180 Jones Fund to facilitate the construction of an affordable housing project with a minimum 60 efficiency units at the Site, made affordable to low-income households. Of the $\$ 13,950,000, \$ 1,500,000$ was paid to the City with the land transfer in February 2019. The remaining $\$ 12,450,000$ will be paid upon achievement of Temporary Certificate of Occupancy at 950 Market Street, currently estimated for early 2021.

Community advocates and organizations were instrumental in negotiating the 180 Jones land dedication. The community's initial goals for the Site was to provide "step up housing" for longtime Tenderloin SRO residents, many of whom are extremely low-income, have experienced homelessness at some point in their lives, but are now working and ready to transition to living in an apartment with their own bathroom and kitchen.

Initial project assumptions of the City presumed the development of at least 60 efficiency units, with half of the available units for ELI households and the other half made available to homeless Veterans, supported by the U.S. Department of Housing and Urban Development-Veterans Affairs Supportive Housing (HUD-VASH) program. However, since the time of the agreement, MOHCD has determined it is unlikely that secure project-based VASH rental assistance will be available for this Site. However, TNDC will continue to work with MOHCD and the San Francisco Housing Authority (SFHA) to assess the viability for VASH rental assistance subsidies for the project.
1.2. Borrower/Grantee Profile. (See Attachment B for Borrower Org Chart; See Attachment C for Developer Resume and Attachment D for Asset Management Analysis)

TNDC created 180 Jones Associates, L.P. which will be the ultimate borrower and have leasehold interest to the site. TNDC was founded in 1981 with the acquisition of a single property and a commitment to creating permanently affordable homes for low-income San Franciscans. Over its 37-year history, TNDC has developed, owned, and managed 3,674 units, with another 263 under construction and 1,129 in predevelopment, totaling 5,066 units in total.
TNDC’s in-house Property Management, Tenant Services, Asset Management, Accounting, and Community Organizing teams will ensure the Project's transition from development and construction into leasing and stabilized operations.

The following staff members assigned to 180 Jones are:

1) Nick Wilder (Project Manager) - 45\% of his workload.
2) Jacob Goldstein (Assistant Project Manager) - 45\% of his workload.
3) Sarah White (Associate Director of Housing Development) - 20\% of her workload.
4) Katie Lamont (Director of Housing Development) - $5 \%$ of her workload.
2. SITE (See Attachment E for Site map with amenities)

| Site Description |  |
| :---: | :---: |
| Zoning: | RC-4 - Residential-Commercial, High-Density and the North of Market Residential Special Use District (SUD) zoning district, with an 80-T-120-T height limit. <br> The Site is located in the newly established Compton's Transgender, Lesbian, Gay and Bisexual (TLGB) District. <br> Block 0343, Lot 014 |
| Maximum units allowed by current zoning ( $\mathrm{N} / \mathrm{A}$ if rehab): | Maximum housing density is not controlled by the size of the lot, but by limitations on the physical envelope allowed by the Planning Code, including height limits, setbacks and open space requirements. Height \& Bulk district zoning was at 80-T-120-T height limit, 120 ft . building height. |
| Number of units added or removed (rehab only, if applicable): | N/A |
| Seismic (if applicable): | Seismic Zone 4; PML SUL N/SA |
| Soil type: | Earth Mechanics Consulting Engineers (EMCE) completed a Geotechnical Investigation Report dated January 15, 2005. The report indicates that bedrock exists about 40 feet below ground surface and that the soil is generally loose to medium density dune sand with the water table about 10 feet below ground surface. The site is suitable for a mat slab foundation, but may encounter ground water, so the developer should be prepared for dewatering. The foundation may require a more robust design e.g. drilled piers, this will be sorted out by the project's engineer of record as the building's design begins to advance. <br> Overall, the report states toxic soil/earthquake debris is present on site. An updated geotechnical report and site mitigation plan will be prepared during predevelopment. In addition, to identify locations of contaminated soil and inform pricing for excavation and soil off haul, further soils testing will be conducted. |
| Environmental Review: | Phase I Environmental Report (completed on January 31, 2019) by Innovated \& Creative Environmental Solutions (ICES). <br> ICES's assessment of the site revealed no evidence of adverse environmental conditions associated with the Site and recommends no further investigations for the Site at this time. |
| Adjacent uses (North): | Antonia Manor is a 103 -unit SRO affordable senior apartment building managed by TNDC. |
| Adjacent uses (South): | Lyric Hotel is a 58-unit low-income affordable apartment building managed by the John Stewart Company. |


| Adjacent uses (East): | Tenderloin Family Housing is an affordable family apartment <br> building managed by Chinatown Community Development <br> Center. |
| :--- | :--- |
| Adjacent uses (West): | Turk Street Garage. |
| Neighborhood Amenities within 0.5 <br> miles: | Radam's Produce Market, Battambang Market, and G\& H <br> Liquor \& Grocery are 0.1 miles away, with a food bank called <br> San Francisco City Impact Rescue Mission within a block <br> from the Site. Places of worships within a block are a local <br> mosque called AlSabeel Masjid Noor Al-Islam and a <br> Christian Church called City Impact. The Boys \& Girls Clubs <br> of San Francisco - Tenderloin Clubhouse, Shin Yu-ang <br> Central YMCA, and TNDC’s Tenderloon After-School <br> Program are 0.1 miles away. The San Francisco Police <br> Department Station and Father Alfred E. Boeddeker Park are <br> one block away. |
| Public Transportation within 0.5 <br> miles: | Civic Center and Powell Station Bart are both 0.3 miles away. <br> Muni lines 0.5 miles are: 6, 9, 9R, 21, 27, 31, 38, 38R, 14, K, <br> L, M, N, T. |
| Article 34: | Required and will be obtained in October 2019. |
| Article 38: | Not exempt - The Site is located in an area with elevated <br> pollutant concentrations. Sensitive use buildings, as defined in <br> the Applicability section of the Ordinance, must comply with <br> Health Code Article 38. |
| Accessibility: | Project will meet the minimum requirements of the California <br> Building Code Chapter 11(B). |
| Green Building: | Progect will meet the minimum TCAC Green Building <br> requirements and the City’s Green Building Code. |
| Recycled Water: | Exempt - see https://www.sfwater.org/index.aspx?page=687 |
| Storm Water Management: | The Site is not located in the Storm Water Management Map, <br> but under the Maher Ordinance. |

2.1. Zoning.

See above.
2.2. Probable Maximum Loss.

N/A, new construction.
2.3. Local/Federal Environmental Review.

Exempt from CEQA Review, per the streamlining allowed by SB35. However, TNDC will complete a NEPA, with hopes to apply for the Continuum of Care - Shelter Plus Care, a federally funded rental subsidy that will help subsidize the formerly homeless adults at the site and supplant the LOSP subsidy, reducing the need for City subsidy.
2.4. Environmental Issues.
2.4.1. Phase I/II Site Assessment Status and Results.

Phase I Environmental Site Assessment by Innovated \& Creative Environmental Solutions dated January 31, 2019 revealed no evidence of adverse environmental conditions associated with the Site and recommends no further investigations for the Site at this time.

### 2.4.2. Potential/Known Hazards. <br> No known environmental hazards.

2.5. Adjacent uses and neighborhood amenities.

The immediate neighborhood is comprised of mixed-use buildings, with upper floor residential units and ground floor commercial spaces. A number of small businesses including restaurants, grocery stores, non-profit office spaces, and parking garages are near the site. Specifically for the formerly homeless adults, a nearby food bank, services and open space are in a 3-block radius of the Site: San Francisco City Impact Rescue Mission, Geo Re-Entry Services, Salvation Army Kroc Community Center, Hospitality House, and Father Alfred E. Boeddeker Park.
2.6. Green Building.

The current project design goal is for the building to have $100 \%$ electric power. Green features will be determined during predevelopment, but meet the minimum TCAC Green Building Requirements and the City's Green Building Code.

## 3. OTHER ENTITLEMENTS ISSUES

### 3.1. Community Support.

The overall community outreach process for 180 Jones is fundamental to helping refine the building's program when it comes to a micro-commercial space, the final unit count, and affordability levels.

180 Jones was born out of the Tenderloin community's efforts to negotiate a community benefit agreement in order to secure the site for affordable housing. The community's affordability goals for 180 Jones are to have at least $40 \%$ of the available units as "step up housing" for unsubsidized ELI individuals currently living in Tenderloin SRO Hotels. This goal informed MOHCD to construct the Developer RFQ, in which states the City expects the selected developer to endeavor offering at least half of the available units to ELI individuals.

TNDC has recently met and held meetings with the Central City SRO Collaborative and the Tenderloin People's Congress. In TNDC's latest meetings with community members and groups, TNDC has and will continue to explain the balance between providing the desired $40 \%$ MOHCD AMI units and the higher income units necessary for project feasibility. The community continues to advocate for the initial affordability goals intended for 180 Jones. With this knowledge, TNDC has shared with MOHCD that they will continue to think of creative options in order to provide as many $40 \%$ MOHCD AMI units at the project, such as: keeping operating costs to a minimum, maximizing revenue (Continuum of Care rental subsidy, mix of 40-50\% MOHCD AMI units), commercial income, and leveraging debt.

TNDC's community outreach strategy for 180 Jones will draw upon TNDC's deep networks within the Tenderloin, with an approach to:

- Give the neighborhood an opportunity to consider designs and provide feedback through a series of community meetings to present and talk about design, programming, and rent structuring.
- Focus initial meetings as listening sessions, providing an opportunity for the team to solicit feedback about affordability levels, and what works well and what is missing from the community. TNDC will also work with the community to develop a plan for the microcommercial or office space and develop partnerships with neighborhood service providers.
- Plan subsequent meetings to focus on sharing the design evolution with the community, to discuss the feedback received and transparently describe how TNDC's team was or was not able to incorporate feedback into the development scope.
- Address any opposition to the proposed development, with TNDC arranging one-on-one sessions to hear from concerned residents and work on solutions when possible, and providing transparent information in an effort to resolve opposition.
- Walk the neighborhood to meet with local business owners and surrounding neighbors, ensuring information sharing through flyers, mailings, online information.
- Use social media, mailing, and emailing contact lists to share project updates and Frequently Asked Questions (FAQ) about the project.
- Embrace ideas from the community for the project, and incorporate them into our scope of work where feasible.

In addition to walking the neighborhood and talking to people, TNDC has long and deeply rooted relationships with the Tenderloin People's Congress, A Better District Six, Tenderloin Leadership Academy, and Market Street for the Masses. TNDC will consult these organizations when developing 180 Jones. TNDC will continue to build upon the work it is already doing with its neighbors and the momentum that created the 950 Market Community Benefit Agreement.

## 4. DEVELOPMENT PLAN

4.1. Site Control.

The Site is owned by the City since February 2019, when it was transferred from the developer of 950 Market Street.

### 4.1.1. Proposed Property Ownership Structure

At construction closing, MOHCD will transfer the property through a 75-year initial term ground lease agreement (with an option to extend up to 99-years) to 180 Jones Associates, L.P. The City's execution of a long-term ground lease for the MOHCD Parcel is subject to approval by the City's Board of Supervisors.

- Annual rent shall be set at $10 \%$ of the fair market appraised value, re-determined on the 15th anniversary date of ground lease and every 15 years thereafter.
- Payment shall consist of an annual Base Rent of $\$ 15,000$, collected annually regardless of cash flow and considered a project expense.
- Residual Rent of $10 \%$ of the appraised unrestricted value of the Site. Residual Rent will only be collected to the extent that cash flow is available and does not accrue.
4.2. Proposed Design.

In its early phase, the conceptual design for 180 Jones is a 9-story Type I concrete building. A 9story building maximizes the density of the site, while fitting under the 75 -foot, ground to top floor mid-rise requirement stated in the San Francisco Fire Code. Remaining as a mid-rise construction type prevents the need for significant fire related infrastructure required for highrise construction, ultimately saving costs.

180 Jones is on the corner of Turk and Jones Street, which, at present, suffers from a lack of street activation. To activate the corner and provide eyes on the street, early design concepts place the community room or lobby at the corner. Floors 2-9 will be residential floors, with all studio units, designed to provide independence for former SRO residents, with their own kitchens and bathrooms. With a single unit type, all units will stack across all 8 residential floors, creating a cost efficient design. A laundry room located on the second floor will open to a small courtyard. The project team is set to meet with the Planning Department this Fall to collaborate
on design concepts and materials that will complement the Tenderloin's unique and historic architecture.

Project amenities include:

- A community room with a kitchen;
- Front desk clerk area;
- Property management and social worker offices;
- Back of the house infrastructure such as maintenance area and trash room;
- Outdoor courtyard;
- Laundry room on the second floor; and
- Roof top open space on the ninth floor, if permitted by San Francisco Fire Code.

| Avg. Unit SF by type | Studio: 325 sf avg. |
| :--- | :--- |
| Residential SF | $23,400 \mathrm{sf}$ |
| Circulation SF | $6,400 \mathrm{sf}$ |
| Parking Garage SF | - |
| Common Area SF | 2,000 sf |
| Management offices and back of house SF | 1,700 sf |
| Building Total SF | $\mathbf{3 3 , 5 0 0 ~ s f}$ |

4.3. Construction Supervisor/Construction Specialist's evaluation

The proposed development at 180 Jones Street is situated on a 4,743 square foot lot (APN: 0343/014) at the corner of Jones Street and Turk Street in San Francisco’s Tenderloin neighborhood (Supervisorial District 6). The parcel is regular shaped and rectangular with its longest frontage on Jones Street and is slightly sloped downward toward the southeast.

A preliminary concept design has been provided and the development team has presented a general idea of the building's program, which was accompanied by a courtesy cost estimate from a local general contractor. The developer plans for 9 floors of Type IB construction containing 72 studio units of affordable housing. The current estimate for the building's gross square footage is approximately 33,500 square feet. The current plan calls for 1,300 square feet of ground floor space to be dedicated to resident services, management offices and other office uses. Another 450 square feet is dedicated to utilities and trash. 700 square feet will be used as common space with another 560 square feet provided as courtyard space. The building lobby seemingly fronts onto Jones Street. The units are suggested in two differing studio configurations; Unit A is designed as a 350 square foot studio with a private bathroom and open layout while Unit B is configured in the same style but provides 328 square feet of living space. The floor layout seemingly repeats on floors 2-9 and stacks in 3 separate blocks to provide some design efficiency.

As mentioned, the costs for the project are based off of courtesy review performed by a local general contractor with expertise in the field. The hard costs for the project, including contingencies, are estimated to be $\$ 34,109,171$, which translates to $\$ 473 \mathrm{k}$ per unit or $\$ 1,018$ per square foot. The per square foot cost is high due to the site's space constraints, construction type. The developer presents a conservative approach that accounts for what they expect will be extraordinary structural costs, given the soil type at 180 Jones. Moreover, the current design is realizing some efficiency by providing two additional floors, which is approximately the same total hard costs as comparable to similar projects in the MOHCD portfolio. Though the project is
higher on a cost per square foot basis when compared to the MOHCD portfolio, the team expects to bring these costs down with the schematic design and accompanying cost estimate when more details are available.

MOHCD is looking for the development team to explore: using a different construction type (such as timber), reducing the building's size, using the Pueblo Structural System, and using prefabricated technologies that provide cost savings. The geotechnical investigation indicates that bedrock exists about 40 feet below ground surface and that the soil is generally loose to medium density dune sand with the water table about 10 feet below ground surface. The site is suitable for a mat slab foundation, but may encounter ground water and the developer should be prepared for dewatering. The foundation may require a more robust design e.g. drilled piers, this will be sorted out by the project's engineer of record as the building's design begins to advance. The project is within the Maher Ordinance zone and as such a soil handling and Site Mitigation Plan will need to be created for demolition and earthwork.

MOHCD seeks a schematic design set of drawings and the accompanying cost estimate prepared by a general contractor in December of 2019. MOHCD expects a list of suggested value engineering items at that time and will review the design and cost estimate, provide feedback, and deliver comments on both the design and budget.
4.4. Commercial Space.

TNDC must evaluate whether it is viable to locate a micro-commercial space on the ground floor, and seeks community input on this and other alternatives such as an office space for a neighborhood service provider.
4.5. Service Space.

TNDC is proposing two office spaces for services on the ground floor.
4.6. Target Population.

The site will offer 72 studio units, including a manager's unit. $50 \%$ of the total units are targeted to serve formerly homeless adults referred through the Coordinated Entry System, administered by HSH. The remaining 36 studio units will be for adults with incomes ranging between $40 \%$ 80\% MOHCD AMI, averaging to no more than 60\% MOHCD AMI.
4.7. Marketing \& Occupancy Preferences.

MOHCD's marketing policies and procedures will be applied to all units.
4.8. Relocation.

Not applicable as this project is new construction.
5. DEVELOPMENT TEAM

| Development Team |  |  |  |
| ---: | :--- | :--- | :--- |
| Consultant Type | Name | SBE/LBE | Outstanding <br> Procurement <br> Issues |
| Architect | Van Meter Pollak LLP | Will be using a SBE for <br> CAD drawing services, <br> which is 20\% of their fee | N |
| JV/other Architect | TBD | SBE | N |
| General Contractor | TBD | TBD | TBD |


| Owner's Rep/Construction <br> Manager | TBD | TBD | TBD |
| ---: | :--- | :--- | :--- |
| Financial Consultant | California Housing <br> Partnership Corporation | N | N |
| Surveyor \& Civil Engineer | Luk \& Associates | Y - SBE | N |
| Legal | Gubb \& Barshay | N | N |

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 (this project and historical for the project).

None. Project costs reimbursable under this loan will be allowed as of the date of issuance of the RFQ, March 15, 2019.
6.1.1.Predevelopment Sources Evaluation.

The predevelopment budget is sized to take the project through to construction closing, totaling $\$ 3,027,492$. MOHCD will fund $\$ 2,500,000$ and TNDC will include an additional $\$ 527,492$, which will be reimbursed at MOHCD gap.
6.1.2. Predevelopment Uses Evaluation:

| Predevelopment Budget |  |  |
| :---: | :---: | :---: |
| Underwriting Standard | $\begin{array}{c}\text { Meets } \\ \text { Standard? } \\ \text { (Y/N) }\end{array}$ | N/A | \(\left.\begin{array}{c}The site is owned by the City and there is <br>

no attributable acquisition cost.\end{array}\right]\) Notes

### 6.2. Proposed Permanent Financing. <br> This request is for predevelopment. The permanent financing being presented is to demonstrate the project's overall feasibility and not intended for Loan Committee approval at this time.

6.2.1. Permanent Sources Evaluation Narrative.

TNDC is proposing the following permanent financing:

1) MOHCD Loan ( $\mathbf{\$ 1 3 , 9 5 0 , 0 0 0}$ ) - The 180 Jones Fund will be the source for MOHCD's loan on this project at $\$ 13,950,000$ or $\$ 193,750$ per unit.
2) Federal Home Loan Bank of San Francisco (FHLB-SF) Affordable Housing Program (AHP) $\mathbf{( \$ 1 , 2 7 8 , 0 0 0 )}$ - TNDC will apply for AHP financing in 2021 and if not awarded, will apply again during expected construction in 2022. Based off the project's AHP self-score, the project is competitive for a request of $\$ 1,278,000$ or \$18,000 per unit.
3) MHP ( $\mathbf{\$ 1 0 , 5 9 9 , 1 9 9 )}$ - TNDC will apply for Round 3 of MHP funding, with an expected deadline submission date of August 2020. The most recent MHP NOFA, issued this June, has $\$ 76.5$ million to allocate to Northern California projects, with $\$ 480.8$ million of funds requested, demonstrating MHP funds to be highly competitive. TNDC will need to obtain site permit approval before submission of the application to meet threshold requirements for readiness.

Should TNDC not receive a MHP award, the project will have an estimated \$10.6 million or $\$ 147,222$ per unit gap. As a loan condition prior to gap request, TNDC will provide financial analysis for a competitive MHP application and tiebreaker analysis before applying. Additionally, staff recommends TNDC research alternate and additional state funding sources to MHP. See Section 11.3 Recommended conditions prior to financing gap.
4) 4\% Tax Credit Equity $\mathbf{( \$ 1 9 , 1 7 9 , 8 4 1 ) ~ - ~ T N D C ~ i s ~ a s s u m i n g ~ e q u i t y ~ p r i c i n g ~ a t ~} \$ 1.00$ per credit, which is consistent with the current credit market.
5) General Partner Contribution $\mathbf{( \$ 2 , 4 7 0 , 9 1 3 )}$ - The General Partner Contribution is consistent with MOHCD Developer Fee Policy of a minimum of $\$ 500,000$.
6) Deferred Developer Fee $(\mathbf{\$ 2 7 0 , 9 1 3})$ - TNDC will take the maximum MOHCD allowable deferred developer fee on the non-LOSP units and contribute the fee to the Project.
6.2.2. Permanent Uses Evaluation:

| Development Budget |  |  |  |
| :---: | :---: | :---: | :---: |
| Underwriting Standard | Meets <br> Standard? <br> $(\mathbf{Y} / \mathbf{N})$ | Notes |  |
| Hard Cost per unit are within standards | $\mathbf{N}$ | $\$ 473,322 / \mathrm{unit}$ |  |


| Construction Hard Cost Contingency is at <br> least 5\% (new construction) or 15\% <br> (rehab) | Y | Hard Cost Contingency is $5 \%$ |
| :---: | :---: | :---: |
| Architecture and Engineering Fees are <br> within standards | Y | Total Architectural \& Design fees is <br> $\$ 1,910,351$, which is within UG. |
| Construction Management Fees are <br> within standards | Y | CM is sized at $\$ 200,000$ <br> (24 months for predev and 24 months for <br> construction) and meets UG standard for <br> predev and construction period. |
| Developer Fee is within standards, see <br> also disbursement chart below | Y | Total Cash Developer fee: $\$ 2,200,000$ <br> Deferred fee: $\$ 270,913$ <br> GP equity: $\$ 2,470,913$ <br> Total fee: $\$ 4,941,826$ |
| Soft Cost Contingency is 10\% per <br> standards | Y | Soft Cost Contingency is 9.7\% |
| Capitalized Operating Reserves are a <br> minimum of 3 months | Y | Capitalized Operating Reserve is a |
| minimum of 3 months. |  |  |

The below meets MOHCD's proposed Developer Fee Policy.

| Residential Developer Fee |  |  |
| :--- | :---: | :---: |
| Amount of Developer Fee allocated as <br> Project Management (PM) Fee <br> available during predevelopment and <br> construction: | $\$ 1,100,000$ |  |
| Amount of Developer Fee allocated as <br> PM Fee available at risk (the "At-Risk <br> Fee"): | $\$ 1,100,000$ |  |
| Amount of Developer Fee allocated as <br> General Partner Equity: | $\$ 2,470,913$ | This amount exceeds MOHCD minimum <br> general partner equity requirement of <br> \$500K to be recontributed to the Project. |
| Amount of Developer Fee allocated as <br> Deferred Developer Fee: | $\$ 270,913$ | This amount is equal to the deferred <br> developer fee shown on the 20-year cash <br> flow. |
| Total Residential Developer Fee |  |  |
| $\mathbf{\$ 4 , 9 4 1 , 8 2 6}$ |  |  |


| Developer Fee Disbursement Schedule |  |  |
| :--- | ---: | :---: |
| Payment Milestone | \% Project Mgmt <br> Fee | Amount |
| PM Fee: At closing of initial pre-development <br> financing | $15 \%$ | $\$ 165,000$ |
| Close at predevelopment financing | $4.5 \%$ | $\$ 50,000$ |
| Submission and approval of community outreach <br> plan | $4.5 \%$ | $\$ 50,000$ |
| MOHCD approves 100\% SD Set (site permit) | $6 \%$ | $\$ 65,000$ |


| PM Fee: Predevelopment | $35 \%$ | $\$ 385,000$ |
| :--- | :---: | :---: |
| Receipt of project entitlements (SB35 Entitlement <br> Letter from the Planning Department) |  | $8 \%$ |
| Site Permit Approval |  | $18 \%$ |
| Submission of joint CDLAC and TCAC <br> application and submission of HCD funding <br> application | $9 \%$ | $\$ 200,000$ |
| PM Fee: Construction Close | $20 \%$ | $\$ 100,000$ |
| PM Fee: During or at End of Construction | $20 \%$ | $\$ 220,000$ |
| PM Fee: At Project Close Out | $10 \%$ | $\$ 220,000$ |
| Total Project Management Fee | $\mathbf{1 0 0 \%}$ | $\mathbf{\$ 1 1 0 , 0 0 0}$ |
| At Risk: 95\% Leased up and Draft Cost <br> Certification | $20 \%$ | $\$ 220,000$ |
| At Risk: Permanent Loan Closing/Conversion <br> (Final Cost Certification Audit) | $50 \%$ | $\$ 550,000$ |
| At Risk: Project Close Out (Placed-In-Service <br> application; $100 \%$ lease-up; City approval of <br> sponsor’s project completion report and <br> documents; and City acceptance of final cost <br> ertification.) | $30 \%$ | $\$ 330,000$ |
| Total At Risk | Total Cash | $\mathbf{\$ 2 , 2 0 0 , 0 0 0}$ |

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

Please note that the annual operating budget presented is to demonstrate the project's overall feasibility, but not intended for Loan Committee approval at this time.
7.2. Income.

| Unit <br> Type | Unit <br> Count | $\begin{gathered} \text { SF } \\ \text { Avg } \end{gathered}$ | Maximum <br> Gross <br> Rent | $\begin{aligned} & \text { Maximum \% } \\ & \text { MOHCD } \\ & \text { AMI } \end{aligned}$ | Target \% <br> MOHCD <br> AMI | Rent or Operating Subsidies |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| studio | 36 | 325 | \$250 | 25\% | 25\% | LOSP |
| studio | 15 | 325 | \$863 | 40\% | 40\% |  |
| studio | 20 | 325 | \$1,724 | 80\% | 80\% |  |
| studio |  |  |  |  |  |  |
| (manager's unit) | 1 |  |  |  |  |  |
| TOTAL UNITS | 72 |  |  |  |  |  |

TNDC is proposing to restrict the 36 formerly homeless units ( $50 \%$ of total units) at $25 \%$ MOHCD AMI in effort to deepen the affordability and be competitive for MHP financing. This income restriction will be conditioned on project feasibility, MOHCD and HSH approval. Furthermore, TNDC's current program proposes 15 units ( $21 \%$ of total units) to be for unsubsidized ELI households, only half of the community's affordability goals of $40 \%$ of the total units at $40 \%$ MOHCD AMI. As a loan condition, TNDC will need to do further analysis to increase the number of $40 \%$ MOHCD AMI units through creative ways like keeping operating
costs to a minimum, maximizing revenue (Continuum of Care rental subsidy, mix of 40-50\% MOHCD AMI units), commercial income, and leveraging debt.

TNDC also proposes 20 units ( $28 \%$ of total units) be leased at $80 \%$ MOHCD AMI. Considering the prevalent studio options in the Tenderloin neighborhood and $50 \%$ of the total units set aside for formerly homeless adults, both MOHCD and TNDC are concerned about the marketability of these higher income units. TNDC should conduct a market analysis on the 80\% MOHCD AMI to demonstrate that these units are $20 \%$ below market rate and provide MOHCD a robust marketing and lease up plan. TNDC should also research if marketability for the higher income units increase with more ELI units than the current project proposal.
7.3. Annual Operating Expenses Evaluation.

The preliminary operating budget includes a staffing plan of the following:

- 1.0 FTE Property Manager
- 0.5 FTE Assistance General Manager
- 4.2 FTE desk clerks
- 1.0 FTE Janitor and Maintenance staff, and
- 0.03 FTE Assistant Facilities Manager.

The preliminary operating budget is $\$ 13,438$ per unit per annum ("PUPA"), slightly high for a project of this size, compared to the overall LOSP portfolio. TNDC should consider the following to achieve operational efficiencies and reduce operating costs:

- Eliminate the part-time Assistant General Manager given the small size of the project, and the plan to have 24 -hour desk clerk coverage;
- If current staffing plan retains, reduce front desk clerk to evenings, overnight, and weekends since staff will be on site during business hours. This will be conditioned on HSH approval; and
- Float Property Management staff from nearby TNDC properties. TNDC is managing Antonia Manor across the street from the Site, allowing flexibility to achieve higher operational efficiencies.

|  | Operating Proforma |  |  |
| :---: | :---: | :---: | :---: |
| Underwriting Standard | Meets <br> Standard? <br> (Y/N) | Notes |  |
| Debt Service Coverage Ratio stays <br> above 1:1 through Year 17 | N/A | There is no permanent mortgage on this project. |  |
| Vacancy meets TCAC Standards | Y |  |  |
| Annual Income Growth is increased <br> at 2.5\% per year | Y | Vacancy is 5\%. |  |
| Annual Operating Expenses are <br> increased at 3.5\% per year | Y | Income escalation factor is 2.5\% |  |
| Base year operating expenses per <br> unit are reasonable per comparables | $\mathbf{N}$ | Total Operating Expenses are \$13,438 per unit, <br> which are high due to the 24- hour desk clerk, <br> with 75\% of the desk clerk paid by the LOSP <br> units, as seen on similar size LOSP projects. |  |


| Property Management Fee is at allowable HUD Maximum | Y | Total Property Management Fee is $\$ 56,160$ or \$780 PUPA. |
| :---: | :---: | :---: |
| Property Management staffing level is reasonable per comparables | Y | Staffing includes 8.13 FTE total, including the following: <br> - 1 FTE General Manager <br> - 0.5 FTE Assistant GM <br> - 4.2 FTE Desk Clerk (24/7) <br> - 1 FTE janitor <br> - 1 FTE Maintenance <br> - 0.03 FTE Assistant Facilities Manager |
| Asset Management and Partnership Management Fees meet standards | Y | Reflects a 2023 operating start Annual AM Fee is $\$ 24,280 / \mathrm{yr}$ Annual PM Fee is $\$ 24,270 / \mathrm{yr}$ <br> Maximum Total Project Sponsor AM and PM fee in 2023 is $\$ 48,550$, per MOHCD's Operating Fees Policy. |
| Replacement Reserve Deposits meet or exceed TCAC minimum standards | Y | Replacement Reserves are $\$ 500$ PUPA, per HCD standard. |
| Limited Partnership Asset Management Fee meets standards | Y | \$5,000 per year. |

## 8. SUPPORT SERVICES

### 8.1. Services Plan.

A Support Services Plan is not yet developed. TNDC will be the service provider at 180 Jones and will enter into a services contract funded by HSH. TNDC is proposing 2.0 FTE Social Workers, one social worker servicing formerly homeless adults, with plan for the second social worker to serve to the single adults at $40 \%$ MOHCD AMI ("step up units") as well as the remaining residents who are not receiving rental subsidy. TNDC anticipates that single adults who have previously lived in a SRO, experienced mental health issues or homelessness, will need support services. It is not typical for HSH to fund services for non-homeless households, so this proposal will need to be approved by HSH in predevelopment. If not approved, TNDC plans to have a part time social worker shared with a nearby TNDC building and have an office space at 180 Jones.

180 Jones will have two offices for two social workers, one serving the formerly homeless adults and one serving the rest of the adults on site. Completion and an interim update of the services plan and budget are conditions of ongoing disbursements during predevelopment.
8.2. Service Budget.

The Services Budget is not yet developed, and approval of a preliminary services budget is a condition of ongoing disbursements during predevelopment.
8.3. HSH Assessment of Service Plan and Budget.

HSH will review and assess the Services Plan and Budget once submitted, and will remain involved during the predevelopment phase as the formerly homeless adults programming and
model is developed.

## 9. THRESHOLD ELIGIBILITY REQUIREMENTS

Minimum threshold eligibility requirements were defined in the competitive developer RFQ issued on March 15, 2019:

Minimum experience must be demonstrated by identifying specific Qualifying Projects in which team members have participated, as further described below.

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

- New construction
- Type I construction type (not a requirement for Minimum Property Manager and Service Provision Experience)
- At least 60 units in size
- Studios or multi-family residential
- Formerly homeless residents, only if part of Respondent's proposed target population
- Financed by use of Low-Income Housing Tax Credits
a. Minimum Development Experience: The proposed Developer must have completed within the past eight years at least one Qualifying Project located in San Francisco. For joint venture Developer teams, the experience of the lead entity may suffice for the joint-venture partnership. Furthermore, a Respondent can qualify for development experience by contracting with a development consultant for comprehensive project management services. Finally, if formerly homeless residents are part of the proposed target population, the requirement to have served formerly homeless residents may be satisfied in a non-Type I building. In such a case, the proposed Developer must provide evidence of having completed a Type I affordable housing building, and separately, an affordable housing building that serves formerly homeless residents.
b. Minimum Ownership Experience: The proposed Owner must have owned at least one Qualifying Project for at least five years prior to the Submittal Deadline of this RFQ. For purposes of this requirement, the member of the general partner of the tax credit partnership that will own the completed project is the proposed "Owner."
c. Minimum Property Management Experience: The proposed Property Manager must have managed at least one Qualifying Project for at least 24 months. Please note that Type I construction in the Qualifying Project definition is not required for the Minimum Property Manager Experience.
d. Minimum Service Provision Experience: The proposed service provider(s) must have at least 36 months experience providing services to the proposed target population within a Qualifying Project. Please note that Type I construction in the Qualifying Project definition is not required for the Minimum Service Provision Experience.


## 10. RANKING CRITERIA

The developer met the minimum threshold eligibility requirements and was selected as the highest scoring team from the competitive RFQ process. The table below demonstrates the scoring from the selection panel and ranking criteria for selection:

| Category | Possible Points | TNDC |
| :--- | :---: | :---: |
| EXPERIENCE (subtotal): | 50 | 49.5 |
| Developer | 15 | 15 |


| Owner | 5 | 4.5 |
| :--- | :---: | :---: |
| Property Manager | 15 | 15 |
| Service Provider/s VISION (subtotal): | $\mathbf{1 5}$ | 15 |
|  | $\mathbf{5 0}$ | $\mathbf{4 2}$ |
| Program Concept | 15 | 12 |
| Community Engagement Strategy | 15 | 12 |
| Services Delivery Strategy | 10 | 8 |
| Finance and Cost Containment Approach | 10 | 10 |
| TOTAL POSSIBLE POINTS |  | $\mathbf{1 0 0}$ |
| $\mathbf{y y}$ | $\mathbf{9 1 . 5}$ |  |

## 11. STAFF RECOMMENDATIONS

11.1. Proposed Loan/Grant Terms

| Financial Description of Proposed Loan | $\$ 2,500,000$ |
| :--- | :--- |
| Loan Amount: | 3 Years (rolled into 57 year loan at construction <br> closing) |
| Loan Term: | 2022 |
| Loan Maturity Date: | Deferred interest |
| Loan Repayment Type: | $0-3 \%$ at a rate that may be adjusted at the discretion <br> of the MOHCD Director to attain financial feasibility <br> for the project (pending true debt analysis). |
| Loan Interest Rate: |  |

11.2. Recommended disbursement conditions/schedule

Prior to initial predevelopment disbursement:

- Sponsor must provide evidence of Limited Partnership formation.
11.3. Recommended conditions prior to financing gap
- Sponsor must explore: using a different construction type (such as timber), reducing the buildings size, using the Pueblo Structural System, using prefabricated technologies that provide cost savings and provide overall analysis to MOHCD for review.
- Sponsor to implement cost containment strategies that meets the goal of the total development costs excluding land to be less than $\$ 600 \mathrm{~K}$ per unit.
- TNDC to continue and work with MOHCD and SFHA to assess the availability for VASH rental assistance subsidies for the project.

By December 31, 2019

- Sponsor must provide a community outreach plan for the period of June 2019 through construction completion. The plan should identify key community stakeholders that will be outreached to, describe the team's community outreach strategy and overall timeline.
- Sponsor must provide the construction manager RFQ for MOHCD review and approval.
- Sponsor must provide the general contractor RFQ for MOHCD review and approval.
- Sponsor must provide the contract for Construction Management for MOHCD review and approval.
- Sponsor must submit a preliminary services plan and budget covering the LOSP households for HSH and MOHCD review and approval.

By March 31, 2020

- Sponsor must submit application to the Planning Department for SB35 and Site Permit review.
- Sponsor must research additional funding sources to MHP, specifically HCD's Infill Infrastructure Grant (IIG) and provide analysis to MOHCD for review.
- Sponsor must research alternate funding sources to MHP, such as Housing for Healthy California (HHC) or No Place Like Home (NPLH) and provide analysis to MOHCD for review.
- Sponsor must assess ways to meet the community's project affordability goals of $40 \%$ of total units for ELI households through ways like potential operational efficiencies (i.e. reducing front desk clerk to evenings, overnight, and weekends), maximizing revenue (Continuum of Care rental subsidy, mix of 40-50\% MOHCD AMI units), commercial income, and leveraging debt.
- Sponsor must provide analysis of whether micro-commercial space or office for neighborhood service provider is viable.

By June 30, 2020:

- Sponsor must provide MOHCD with financial analysis that result in a competitive MHP application and tiebreaker analysis for the second to next available round of funding.
- Sponsor must provide an updated services plan and budget covering the LOSP households for HSH and MOHCD review prior to MOHCD's preliminary gap loan commitment, both items required for the MHP competitive application.
- Sponsor must provide a marketing and lease up plan, specifically for the $80 \%$ MOHCD AMI units, to demonstrate that these are $20 \%$ below market. Sponsor must also research if marketability for the higher income units increase with more ELI units than the current project proposal.


## Prior to Gap Loan Request:

- Sponsor must identify and implement cost containment strategies for construction and present them at the various cost estimates with narrative analysis of the pricing from the general contractor.
- Sponsor must work with MOHCD staff to reduce Operating Expenses to be further in line with LOSP comparable and underwriting guidelines.
- Sponsor must submit an updated services plan and budget for HSH and MOHCD Review and approval, prior to final gap request.
- Should the project have a commercial space, Sponsor must provide a commercial analysis on the viability, final lease terms, commercial development proforma, and tenant improvement plan at least 6 months before gap request.
- Sponsor must provide the equity investor Request for Proposal (RFP) for MOHCD review and approval before finalizing and releasing the RFP.
- Sponsor must provide all lender and investor RFP responses prior to selections for MOHCD review and approval.
- Sponsor must notify MOHCD of the developer's lender and investor selection for MOHCD review and approval.
- Sponsor must provide raw financial data from the developer or financial consultant prior to the selected lender and investors for MOHCD review and approval.
- Sponsor must provide all Letters of Intents for MOHCD review and approval.
- Sponsor must provide True Debt and capital accounts test analysis before returning to MOHCD for final gap request.


## 12. LOAN COMMITTEE MODIFICATIONS

## LOAN COMMITTEE RECOMMENDATION

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


Daniel Adams, Acting Director
Mayor's Office of Housing and Community Development
[V] APPROVE. [ ] DISAPPROVE. [ ] TAKE NO ACTION.


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

[ ] DISAPPROVE.
[ ] TAKE NO ACTION.


Date:


Office of Community Investment and Infrastructure

Attachments: A. Project Milestones/Schedule
B. Borrower Org Chart
C. Developer Resumes
D. Asset Management Analysis of Sponsor
E. Site Map with amenities
F. Elevations and Floor Plans
G. Comparison of City Investment in Other Housing Developments
H. Sources and Uses
I. Development Budget
J. $1^{\text {st }}$ Year Operating Budget
K. Commercial Operating Budget
L. 20-year Operating Proforma

## Attachment A: Project Milestones and Schedule

| No. | Performance Milestone | Estimated or Actual Date | Contractual Deadline |
| :---: | :---: | :---: | :---: |
| A. | Prop I Noticing (if applicable) | October 2019 |  |
| 1 | Acquisition/Predev Financing Commitment | October 2019 |  |
| 2. | Site Acquisition | February 2019 |  |
| 3. | Development Team Selection |  |  |
| a. | Architect | August 2019 |  |
| b. | General Contractor | December 2019 |  |
| c. | Owner's Representative | October 2019 |  |
| d. | Property Manager | June 2019 |  |
| e. | Service Provider | June 2019 |  |
| 4. | Design |  |  |
| a. | Submittal of Schematic Design \& Cost Estimate | February 2020 |  |
| b. | Submittal of Design Development \& Cost Estimate | July 2020 |  |
| c. | Submittal of 35\% CD Set \& Cost Estimate | September 2020 |  |
| d. | Submittal of Pre-Bid Set \& Cost Estimate (75\%-80\% CDs) | $\begin{array}{r} \text { March } 2021 \\ \underline{(70 \% \mathrm{CD})} \\ \hline \end{array}$ |  |
| 5. | Environ Review/Land-Use Entitlements |  |  |
| a. | CEQA Environ Review Submission | N/A (SB35) |  |
| b. | NEPA Environ Review Submission | TBD |  |
| c. | CUP/PUD/Variances Submission | N/A |  |
| 6. | Permits |  |  |
| a. | Building / Site Permit Application Submitted | January 2020 | July 2020 |
| b. | Addendum \#1 Submitted | January 2021 |  |
| c. | Addendum \#2 Submitted | March 2021 |  |
| 7. | Request for Bids Issued | June 2021 |  |
| 8. | Service Plan Submission |  |  |
| a. | Preliminary | December 2019 |  |
| b. | Interim | July 2020 |  |
| c. | Update | N/A |  |


| 9. | Additional City Financing |  |  |
| :---: | :---: | :---: | :---: |
| a. | Predevelopment Financing Application \#2 | TBD |  |
| b. | Gap Financing Application | May 2021 |  |
| 10. | Other Financing |  |  |
| a. | MHP Application | August 2020 |  |
| b. | Construction Financing RFP | March 2021 |  |
| c. | AHP Application | March 2021 |  |
| d. | CDLAC Application | March 2021 |  |
| e. | TCAC Application | March 2021 |  |
| f. | HUD 202 or 811 Application | N/A |  |
| g . | Other Financing Application | N/A |  |
| 11. | Closing |  |  |
| a. | Construction Closing | September 2021 |  |
| b. | Permanent Financing Closing | May 2024 |  |
| 12. | Construction |  |  |
| a. | Notice to Proceed | September 2021 |  |
| b. | Temporary Certificate of Occupancy/Cert of Substantial Completion | May 2023 | - |
| 13. | Marketing/Rent-up |  |  |
| a. | Marketing Plan Submission | November 2022 |  |
| b. | Commence Marketing | April 2023 |  |
| c. | 95\% Occupancy | December 2023 |  |
| 14. | Cost Certification/8609 | September 2024 |  |
| 15. | Close Out MOH/OCII Loan(s) | May 2024 |  |

## Attachment B: Borrower Org Chart

## 180 Jones <br> Ownership Structure until 9/6/2019



- Upon development commencement 180 Jones Associates, L.P. will become the leaseholder of the land and owner of improvements
** Upon admission of a tax credit investor as the Limited Partner, Taylor Family Housing, Inc. will withdraw as the Initial Limited Partner.

Taylor Family Housing, Inc., EIN: 94-3403318, a 501(c)(3) tax-exempt, nonprofit public-benefit corporation.

## Attachment C: Developer Resume

## Developer Experience

Since 1981, TNDC has been serving the Tenderloin community; our organization is deeplv committed to providing affordable homes and services for San Francisco residents with the lowest of incomes. TNDC began with the purchase of a single SRO and a desire to protect the neighborhood from speculative real estate and gentrification pressures as the hotel and financial districts began encroaching on the neighborhood. Since that first building purchase over 38 years ago, TNDC has grown its portfolio to 41 buildings; 26 are located in the Tenderloin.

## DEVELOPER EXPERIENCE AND CAPACITY

TNDC is a community developer operating at scale. Though we once were an organization focused on older buildings in the Tenderloin, today we are looked upon as a developer with great capacity, with a stable balance sheet, a conservative nature, strong leadership, and a very bright future.

We've developed, own and manage 3,674 units, with another 263 under construction and 1,129 in predevelopment (5,066 in total). The proposed target population for 180 Jones is single adults, including adults experiencing homelessness. This is a population TNDC knows and understands well- we own, manage, and provide services to 21 buildings comprised of SROs or studios, have over 2,900 SRO, studio and 1 BR units that serve this population, and nearly 900 units that serve formerly homeless households Over the past 15 years, TNDC has developed six Type I buildings, with another five in predevelopment. TNDC has the reputation, capacity, deep community roots, and vison to implement 180 Jones on time and on budget, creating a truly impactful project for Tenderloin residents.

## OWNERSHIP EXPERIENCE AND CAPACITY

As an owner, TNDC has demonstrated its ability to asset-manage not only a large portfolio, but to successfully asset manage through difficult situations, including a) a building fire at Franciscan Towers, forcing an evacuation of over 100 residents and subsequent rebuilding, b) a 5-property RAD portfolio acquisition from the San Francisco Housing Authority, and c) the acquisition of Citizen’s Housing entire San Francisco portfolio. Through it all, our ownership expertise has grown, and we continue to grow this department in lock-step with the portfolio.

## PROPERTY MANAGEMENT

Central to our mission is TNDC's property management expertise. Comprised of more than 300 employees - serves over 5,000 residents across 3,674 units, all of which are located in San Francisco; nearly 900 of these units have a permanent supportive housing component.

## SERVICE PROVIDER

TNDC's Tenant and Community Services team has provided culturally responsive support services to its tenants since 1996. Currently, TNDC’s 35 Social Workers meet with 2000 TNDC tenants annually, to provide one-on-one individualized support services. These services include for example; Intakes and Assessments, Case Management, Supportive Counselling, Individualized Service Planning, Crisis Intervention, Mediation, Housing Stabilization and Eviction Prevention.

## Attachment D: Asset Management Evaluation of Project Sponsor

TNDC has 42 projects in its portfolio, with an additional 17 projects in the pipeline including recapitalization. The average units per project ranges from 75-120.

There are three full-time employees. The department is headed by the Senior Asset Manager with two Asset Managers reporting to the Senior Asset Manager, who reports to the CFO. Each of the three employees in the Asset Management Department have a set number of projects in the portfolio. Each is responsible for developing asset management plans for each property, as well as managing the needs and requests of the partner and/or lender in each of the properties, examining opportunities related to the rental structure/operating subsidies, and developing, when necessary, partner exit strategies and/or resyndication and refinancing strategies for those projects that are approaching Year 15.

Members of the Asset Management Department work closely with other TNDC departments. Each project in development in the Housing Development Department has a multidisciplinary "interdepartmental team" to help inform rehab or new construction scopes in which one or more members of asset management participates. Additionally, TNDC has a Recapitalizaion Workgroup, in which all members of the Asset Management Department attend in order to update senior staff members and the Housing Development Department about asset management plans, partner exit strategies and other asset management related activities, challenges and opportunities.

## Attachment E: Site Map with amenities



## Attachment F: Elevations and Floor Plans



SECTION: 9-STORY BUILDING 70-80 UNITS


GROUND LEVEL PLAN


UPPER LEVEL PLAN 70-80 UNITS


TYP UNIT PLAN

UNIT A: 350 SF


UNIT B: $\mathbf{3 2 8} \mathbf{~ S F}$


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







[^2]
## Attachment H: Sources and Uses



## Attachment I: Development Budget



## Attachment J: 1 $^{\text {st }}$ Year Operating Budget




## Attachment K: Commercial Operating Budget

| 180 Jones ${ }^{\text {Total } \# \text { Units: }}$ | Losp Priject | Business Year | Year 1 | Year 2 | Year 3 | Year 4 | Year 5 | Year 6 | Year 7 | Year 8 | Year 9 <br> 2031 | Year 10 | Year 11 | Year 12 | Year 13 | Year 14 | Year 15 2037 | Year 16 | Year 17 | Year 18 | Year 19 | Year 20 2042 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| commercial mcome |  | ${ }_{\text {commens }}$ Busines Year |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
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| Commecial Space 4 | - ${ }^{256}$ |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Commecial s seae $5^{\text {Come come }}$ | ${ }_{\text {2.5\% }}^{2.5 \%}$ |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
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| Vacancy Loss - Commercial <br> EFFECTIVE GROSS INCOME | na | 隹 |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
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| Taxes and Lienses Su-Toaluwies |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
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| Operating Reserve Deposit |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Other Required Reserve 1 Deposit |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Total commercial operating expenses |  |  |  | . |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 |  |
| DEBT SERVICE/MUST PAY PAYMENTS ("hard debt"lamortized loans) Hard Debt - First Lender |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Hard Debt - Second LendeHard Debt - Secon Lende <br> Hard Debt - Third Lender |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Hacd Dent - Fount lender Total haro debi service |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Cash flow ( Nol minus debt service) |  |  | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 | 1 |  |
| Replacement reserveruvnnc balavce |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
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| Operating Reserve Starting Balance |  |  |  | . | . |  | . | . |  |  | . |  |  |  |  | $\square$ |  |  | . |  |  |  |
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| Other Reserve 1 Deposits |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Other Reserve 1 Withdrawals |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Other Required Reserve 1 Running Bala <br> OTHER RESERVE 2 - RUNNING BALANCE |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
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Attachment L: 20-year Operating Proforma

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[^0]:    ${ }^{1}$ https://www.hcd.ca.gov/grants-funding/active-funding/mhp/docs/Round-1-MHP-Final-Guidelines.pdf

[^1]:    ${ }^{2} 2020$ 2Q Cost Report: Construction Starts Drop as Global Pandemic Continues, Alisa Zevin July 1, 2020. https://www.enr.com/articles/49652-2q-cost-report-construction-starts-drop-as-global-pandemiccontinues

[^2]:    

