

PUBLIC MEETING NOTICE
Pursuant to Act 84 of 1986 - Sunshine Act

The monthly meeting of the Members of the Board of the Pennsylvania Housing Finance Agency will be held on **Thursday, July 14, 2016 at 10:30 a.m.** at the offices of the Agency, 211 North Front Street, Harrisburg, Pennsylvania. The purpose of this meeting is to conduct normal Agency business and to approve the issuance of certain Agency securities. Inquiries should be directed to the Secretary.

If you are a person with a disability and wish to attend this meeting and require an auxiliary aid, service or other accommodation to participate, please contact the Secretary by Tuesday, July 12, 2016 to discuss how the Pennsylvania Housing Finance Agency may best accommodate your needs.

Anyone wishing to be recognized by the Chair to address the Members of the Board at this meeting must contact the Secretary no later than Tuesday, July 12, 2016 either in writing or by telephone and detail the nature of their presentation.

Carrie M. Barnes
Secretary
Phone: 717.780.3911
TTY: 717.780.1869

PENNSYLVANIA HOUSING FINANCE AGENCY

THURSDAY, JULY 14, 2016

10:30 A.M.

A G E N D A

1. CALL TO ORDER AND ROLL CALL
2. APPROVAL OF THE MINUTES FROM THE JUNE 9, 2016 BOARD MEETING
3. PROGRAM AND DEVELOPMENT REVIEW COMMITTEE REPORT
 - A. Review and Approval of the Low Income Housing Tax Credit Process and Allocation of Resources - 2016
 - B. Requests for an Allocation of Tax-Exempt Bond Issuing Authority
 1. Courtyard Preservation, Philadelphia, Philadelphia County
 2. Parkview Knoll Apartments, Cumberland Township, Greene County
 3. Westminster Place at Ware Presbyterian Village, Borough of Oxford, Chester County
 - C. Other Business
4. HOMEOWNERSHIP CHOICE PROGRAM
5. POLICY COMMITTEE REPORT
 - A. 2016 Pennsylvania Housing Affordability and Rehabilitation Enhancement Fund (PHARE) – Amendment to Plan
 1. Realty Transfer Tax (RTT)
 2. National Housing Trust Action Plan
 - B. Other Business
6. APPROVAL OF ISSUANCE OF SINGLE FAMILY MORTGAGE REVENUE BONDS, SERIES 2016-121 and SERIES 2016-122
7. INVESTMENT BANKER REPORT
8. DEVELOPMENT STATUS REPORT
9. PHFA INVESTMENT REPORT

10. OTHER BUSINESS

11. ADJOURNMENT

Pennsylvania Housing Finance Agency
Meeting of the Board
June 9, 2016

Members Present:

Robin Wiessmann, Chair
Thomas B. Hagen, Vice Chair
Craig H. Alexander
Maria F. Coutts
Ronald F. Croushore
Lisa Watson (serving in the stead of
Ted Dallas, Secretary, Department
of Human Services)
Kathy Possinger (serving in the stead of
Dennis Davin, Secretary of Department
of Community and Economic Development)
*Noel Eisenstat
Lisa R. Gaffney
*Ross Nese
John Paone
*Keith Welks (serving in the stead of
Timothy Reese, State Treasurer)
Mark Schwartz

*On Telephone conference call

Others Present:

Brian A. Hudson, Executive Director
Rebecca L. Peace, Chief Counsel
William Fogarty, Director of Government Affairs
Carl Dudeck, Director of Housing Management
Holly Glauser, Director of Development
Bryce Marezki, Director of Strategic Policy & Planning
Kate Newton, Director of Homeownership Programs
Kim Boal, Director of Information Technology
Scott Elliott, Director of Communications
John Zapotocky, Director of Accounting
Clay Lambert, Business Policy Officer
Thomas Brzana, Director of Loan Servicing
Joseph Knopic, Director of Finance
Steve O'Neill, Assistant Counsel
Chris Anderson, Communications Officer
Stan Salwocki, Manager of Architecture and Engineering
Carla Falkenstein, Director of Western Region
Melissa Raffensperger, Government Affairs Associates
Nancy Twyman, Director of Eastern Region
Barbara Stephens, Senior Public Affairs Officer

Members Absent:

JoLynn Stoy, Associate Counsel
Jada Greenhowe, Assistant Counsel
Lori Toia, Director of HEMAP
Jordan Laird, Manager of Investments]
Brenda Bailey, Web/Application Developer
Renaë Hodges, Communications Officer
Christopher Broughton, Infrastructure Support Specialist
Elaine Artz, Senior Accountant
Paul Fatula, Financial Analyst
Charles Funk, Servicing Specialist
Denise Wolfgang, Senior Compliance Officer
Lisa Fulton, Servicing Officer
Emily Paul, Legal Intern
Kevin Wike, Manager of Software Application
Susan Jun, Bank of America/Merrill Lynch
George Jaeger, Bank of America/Merrill Lynch
Mitch Gallo, RBC
Michael Baumrin, RBC
Jim Stretz, GK Baum
Michael Judge, Bank of New York/Mellon
Cindy Daley, Housing Alliance
Phyllis Chamberlin, Housing Alliance
Robert Foggio, Jefferies
Alan Jaffe, Jefferies
Ben Laudermilch, Department of Human Services
Ralph Jones, US Bank
Terry McPoyle, US Bank
Greg Brunner, M & T Securities
Joe Task, Raymond James
Maggie A. Strawser, Assistant Secretary
Charlotte L. Nelson, Assistant Secretary
Carrie M. Barnes, Secretary

A meeting of the Members of the Board of the Pennsylvania Housing Finance Agency was held on Thursday, June 9, 2016 at 10:30 a.m. at the offices of the Pennsylvania Housing Finance Agency, 211 North Front Street, Harrisburg, Pennsylvania.

In compliance with the provisions of the Sunshine Act, notification of this meeting appeared in the Legal Notices Section of *The Patriot News* in Harrisburg, Dauphin County on May 29, 2016.

1. CALL TO ORDER AND ROLL CALL

The meeting was called to order by Chair Wiessmann at 10:40 a.m. The roll was called and a quorum was present.

2. **APPROVAL OF THE MINUTES FROM THE MAY 12, 2016 BOARD MEETING**

There were no additions or corrections to the minutes.

Mr. Hagen made a motion that the minutes from the May 12, 2016 Board meeting be approved as submitted. This motion was seconded by Mr. Croushore and was unanimously approved.

At this point in the meeting, Mr. Hudson requested the Chair's permission to introduce a number of PHFA staff who will be retiring at the end of this month.

Charles Funk (Servicing Specialist) with 14 years of service; Paul Fatula (Financial Analyst) with 16 years of service; Lisa Fulton (Servicing Officer) with 22 years of service; Kevin Wike (Manager of Software Application) with 30 years of service; Elaine Artz (Senior Accountant) with 31 years of service; Denise Wolfgang (Senior Compliance Officer) with 31 years of service; and Marcia Hess (Western Regional Customer Servicing Representative in the Pittsburgh Office) with 32 years of service. Mr. Hudson thanked all of the retirees for their years of service to PHFA. Board members offered their thanks also by way of applause.

Mr. Hudson also announced that Terry McPoyle is retiring from US Bank. Mr. McPoyle has been a Trust Administrator for over 30 years working with the Agency on its bond issues.

Mr. Hudson then introduced Phyllis Chamberlain, the new Executive Director of Housing Alliance of PA. He stated that he looks forward to a continuing good working relationship with the Housing Alliance. Ms. Chamberlain reiterated Mr. Hudson's statement in that she too hopes the relationship between the two organizations will continue to grow.

3. **JOINT HEMAP AND FINANCE COMMITTEES REPORT**

A. **HEMAP Budget for Fiscal Year Ending June 30, 2017**

Mr. Paone, as Chair of the HEMAP Committee, reported that the HEMAP and Finance Committees met jointly with staff regarding the HEMAP budget for fiscal year ending June 30, 2017.

Mr. Paone reported that the budget reflects a decrease of 20.1 percent over the current year and noted that the number of mortgage assistance applications continues to decline. Employees are being transferred to positions within the Agency as the workload continues to decrease in HEMAP. Currently, there are 21 staff persons in HEMAP.

Mr. Hudson noted that the mortgage assistance applications being received are now less than 300 per month. With approximately \$12,000,000 available, the HEMAP has sufficient funding to continue its program for the next several years.

Currently, the revenue generated by the program is greater than the disbursements. The Agency expects an additional \$5,000,000 to come to the program this July from the mortgage settlement fund and Mr. Hudson reported that basically the program is in good shape financially.

Mr. Hudson informed the Board that beginning in 2018, he will begin lobbying for an allocation of funds in the state budget to keep the program operational.

Mr. Paone reported that the HEMAP Committee recommends approval of the budget for fiscal year ending June 30, 2017.

Mr. Schwartz made the motion that the Board approve the HEMAP budget for fiscal year ending June 30, 2017 as presented. This motion was seconded by Mr. Croushore and was unanimously approved. (See Appendix 1 of these Minutes.)

B. PHFA Budget for Fiscal Year Ending June 30, 2017

Ms. Possinger, as Chair of the Finance Committee, reported that the committee met with staff regarding the PHFA budget for fiscal year ending June 30, 2017.

Ms. Possinger reported that the Agency budget reflects a slight increase of 7.3 percent over the current year's budget and includes the addition of five new staff positions. She reported that pension liability was discussed at the committee meeting to the satisfaction of the committee members. She noted the increase in the cost of advertising.

Mr. Hudson reported that the budget reflects costs associated with providing the funding for the Agency's expansion, but no construction costs are included.

Ms. Possinger made the motion that the Board approve the PHFA budget for fiscal year ending June 30, 2017 as presented. This motion was seconded by Mr. Paone and was unanimously approved. (See Appendix 2 of these Minutes.)

4. JOINT HEMAP AND AUDIT COMMITTEES REPORT

A. HEMAP Audit Planning Report

Mr. Paone, as Chair of the HEMAP Committee, reported that the HEMAP and Audit Committees met jointly with staff and the auditors for both the HEMAP and the Agency regarding the audit plans.

Mr. Hudson reported that Mitchell Titus, the auditor for the HEMAP reviewed its audit plan for the committee members. He reported that Mitchell Titus expects to have the audit completed by the end of September 2016.

Chair Wiessmann noted that Mitchell Titus did an excellent job of outlining their approach to the audit.

B. PHFA Audit Planning Report

Ms. Possinger, as Chair of the Audit Committee, reported that KPMG is the auditing firm for the Agency. KPMG reviewed their objectives and requirements with the committee in preparing the Agency's audit. It is expected that the Agency's audit should be completed by the end of this calendar year. KPMG expressed their appreciation of the staff in this endeavor.

5. INVESTMENT BANKER REPORT

Mr. Baumrin of RBC Capital Markets distributed an Investment Banker Report to the Board.

He reported that employment numbers during the month of May were below expectations and that the growth in the job market has also slowed down. Interest rates have been slowly rising.

Mr. Baumrin stated that the housing market continues to improve and housing prices have increased nationally while the number of homeowners in foreclosure continues to decline. He reported that more than 2,400,000 foreclosures will come off credit reports very soon, thus allowing those individuals to have access to homeownership once again. Generally speaking the housing market continues to rebound.

He reported that homeownership rates are down for those ages 35 and younger. The age group of 35 to 44 has seen the biggest decrease in homeownership numbers.

With respect to interest rates, RBC does not believe the interest rates will be increased in June by the Federal Reserve; however, either July or December are possibilities.

Mr. Schwartz asked where the Agency mortgage rates are at the present time. Mr. Hudson expects rates to be between 3 percent and 3-1/4 percent when the new bond issue money is available. This rate will be very attractive to prospective homeowners.

6. OTHER BUSINESS

A. PHFA's Updated Website

Mr. Elliott reported that Mr. Hudson charged him with the task of reviewing, improving and updating the Agency's website. The current website is 10 years old. Mr. Elliott reported that Ms. Bailey, PHFA's Web/Application Developer, has been working on the update for over a year. He briefly explained the changes to the website and the reasons for the changes. Basically, the web site is now more user friendly. He did a brief walk-through of the site and noted that Ms. Bailey will be monitoring the usage of the website and will be able to make changes as needed. Mr. Elliott noted that all work on this update has been performed in-house.

B. Updating Photographs of Board Members/Designees

Mr. Hudson reported that a photographer is available following the meeting to take photographs of any Board member or designee who would like to have their picture updated. Member's photos will be used in the Agency's new annual report.

C. GAO Report

Mr. Schwartz asked about the GAO report.

Mr. Hudson reported that this updated report recommends that the allocation of Low Income Housing Tax Credits be jointly shared with the Department of Housing and Urban Development. He reported that the National Council of State Housing Agencies is against any change in the manner in which the allocations are made.

Mr. Hudson noted that this issue was raised several years ago and no changes were made. It is expected that this effort will also not move forward. The general consensus of the Board was that this would be a disaster for the program. Mr. Hudson noted that a number of the states have already begun forward committing 2017 tax credits.

7. EXECUTIVE SESSION

Chair Wiessmann reported that no Executive Session is required at this meeting.

8. PERSONNEL COMMITTEE REPORT

Mr. Paone, as Chair of the Personnel Committee, reported that the committee met earlier in the week to discuss staff personnel issues including the maximum merit increase and the creation of five new staff positions.

Mr. Hudson reported that the committee was asked to consider retaining the three (3%) percent maximum merit increase for staff and also the addition of five new staff positions within the Agency - three in the Loan Servicing Division related to the Agency's current servicing portfolio, one in Information Technology and one in Human Resources.

Mr. Paone reported that the Committee recommends the Board's approval of Mr. Hudson's requests regarding Agency staff.

Mr. Hagen made the motion that the Board approve the maximum merit increase for Agency staff at three percent for the coming year and also authorize the addition of five staff positions. This motion was seconded by Ms. Possinger and was unanimously approved.

9. ADJOURNMENT

There being no further business to be discussed, a motion was made and seconded that the meeting be adjourned. The motion was unanimously approved. Chair Wiessmann adjourned the meeting of the Board at 11:45 a.m.

The next regularly scheduled meeting of the Members of the Board of the Pennsylvania Housing Finance Agency will be held on Thursday, July 14, 2016 at 10:30 a.m. at the offices of the Agency, 211 North Front Street, Harrisburg, Pennsylvania.

Respectfully submitted,



Carrie M. Barnes
Secretary

TAX-EXEMPT BOND ISSUE

Pennsylvania Housing Finance Agency
July 5, 2016

SUBJECT: Courtyard Preservation

Request for Tax-Exempt Bond Issuance
Tax-Exempt Bond/Tax Credit Development: TC2016-108, 470 units
City of Philadelphia, County of Philadelphia, Region 1
Development Officer: William G. Bailey, Jr.

TO: Members of the Board
Pennsylvania Housing Finance Agency

FROM: Brian A. Hudson
Executive Director 

Proposal Description

Courtyard Preservation is located at scattered sites in a mixed residential and commercial area in the Queen Village neighborhood of Philadelphia. This proposal is for the acquisition and moderate rehabilitation of one 25-story building containing 165 units for senior occupancy (62 and above) and non-elderly disabled, and 37 townhouse and duplex buildings containing 305 units for general occupancy. There are 120 one-bedroom units and 45 two-bedroom units in the hi-rise and 118 two-bedroom, 161 three-bedroom and 26 four-bedroom townhouse and duplex units. The structural system of the hi-rise building is masonry and steel with a brick exterior. The townhouse and duplex buildings are wood frame on slab construction with brick and vinyl siding exterior finish. The development contains a total of 503,666 square feet and approximately 13.81 acres of ground.

1. Construction Financing Plan

Construction financing will be provided in the approximate amounts of:

PHFA Conduit Tax-Exempt Bond – Red Capital, LLC	\$ 46,000,000
Southwark Plaza LP Seller Loan	13,420,257
Philadelphia Housing Authority Loan	23,181,743
Philadelphia Redevelopment Authority Loan	1,215,000
Deferred Developer Fee and Reserves	7,302,489
Acquired Reserves	398,798
Equity from the Sale of Tax Credits	<u>9,248,460</u>
Total Development Cost	\$100,766,747

2. Permanent Financing Plan

Permanent financing will be provided in the approximate amounts of:

FHA 221(d)(4) First Mortgage–Red Mortgage Capital, LLC	\$ 29,750,000
Southwark Plaza LP Seller Loan	13,420,257
Philadelphia Housing Authority Loan	23,181,743
Philadelphia Redevelopment Authority Loan	1,215,000
Acquired Reserves	398,798
Deferred Developer Fee	3,194,531
Equity from the Sale of Tax Credits	<u>29,606,418</u>
Total Development Cost	\$100,766,747

3. Development Costs

The Agency will be the conduit issuer of the tax-exempt bonds, which will be privately purchased by Red Capital, LLC. The bonds will be cash collateralized by the FHA 221(d)(4) loan and tax credit equity. The bond proceeds will be disbursed during construction and repaid following construction completion.

	<u>Total</u>	<u>Per Unit</u>	<u>Per Sq. Ft.</u>
Construction Cost	\$ 26,656,533	\$56,716	\$53
Replacement Cost	\$89,397,382	\$190,207	\$177
Total Replacement Costs & Reserves	\$93,339,247	\$198,594	\$185
Total Development Costs	\$100,766,747	\$214,397	\$200
Tax-Exempt Bond	\$46,000,000	\$97,872	\$91
Acquisition Costs	\$51,700,000	\$110,000	\$103

4. Leveraging of Other Resources

The owner anticipates that Riverside Capital, LLC will provide an equity contribution of \$29,606,418 from the proceeds of the syndication of federal Low Income Housing Tax Credits, with a net pay-in of \$1.07. The development anticipates qualifying for an allocation of Low Income Housing Tax Credits in the approximate amount of \$2,754,111. Developments financed with tax-exempt private activity bonds are generally eligible to claim a four percent (4%) credit allocation on the development's eligible basis.

5. Rental Estimates

Unit Type	No. of Units	Avg. Net Rentable Sq. Ft.	Projected Tenant Rent	Estimated Cost of Utilities	Rental Subsidy	Total Housing Expense
1BR	120	795	\$170	\$116	\$540	\$826
2BR	163	888	\$170	\$183	\$684	\$1,037
3BR	161	1131	\$170	\$221	\$895	\$1,286
4BR	26	1248	\$170	\$279	\$974	\$1,423
Total	470					

All units will receive rental assistance under the HUD Rental Assistance Demonstration Program "RAD" with a Project Based Section 8 Rental Assistance Contract. A contract with a term of at least 15 years will be signed at closing.

47 units will be available to tenants earning up to 20% of the area median income, 189 units will be available to tenants earning up to 50% of area median income and 234 units will be available to tenants earning up to 60% of area median income.

6. Relocation

Tenants may be temporarily relocated to vacant units in the development during renovations. A preliminary review of the rent roll indicates 27 tenants having incomes exceeding the tax credit program limits. Under the RAD Program they are permitted to remain in the development. The budget provides for the cost of temporary relocation as needed to complete unit renovations.

7. Supportive Services

A broad array of services will be provided to enable senior tenants to age in place and educational, job readiness, financial literacy and after school programs for the general occupancy tenants. Interstate Realty Management, Inc. will also establish linkages to a number of community service providers.

Development Team

1. Identification of Owner

The owner of this development will be Courtyard Preservation, LP, a Pennsylvania limited partnership, with Courtyard-Michaels LLC as its general partner.

2. Development Team Members

Sponsor:	The Michaels Development Company Milton R. Pratt Marlton, NJ
Owner:	Courtyard Preservation, LP Milton R. Pratt Marlton, NJ
Attorney:	Levine, Staller, Sklar, Chan & Brown, P.A. Art Brown Atlantic City, NJ
Architect:	Kitchen & Associates Geno Schiavo Philadelphia, PA
Contractor:	Prestige Builders LLC Russell Maynard Marlton, NJ
Management Agent:	Interstate Realty Management, Inc. Marc Getson Marlton, NJ
Service Provider:	Interstate Realty Management, Inc. Marc Getson Marlton, NJ

Site Description

The site is located in a mixed residential and commercial area in Queen Village neighborhood of Philadelphia. The site is bounded by Washington Avenue, Christian Street, 3rd Street and 5th Street.

Many neighborhood amenities are located within a few blocks of the site and the public transit bus is available on Washington Avenue providing easy access to additional services.

Conditions

Final bond issuance will be conditioned on:

1. Submission, review, and approval of all documentation necessary to secure construction and permanent loan financing of the project.
2. Evidence, satisfactory to the Agency, that all conditions and qualifications relating to Section 42 of the Internal Revenue Code of 1986, as amended, and all applicable requirements of the Agency's Tax Credit Program have been met.
3. Evidence, satisfactory to the Agency, that all conditions and qualifications relating to Sections 103 and 142 (and related sections) of the Internal Revenue Code of 1986, as amended, have been met.
4. Compliance with the timeframes and deadlines established by the Agency.
5. Evidence of the commitment of construction and permanent financing in amounts sufficient to ensure financial feasibility of the project.
6. Evidence of the commitment to serve low income tenants for a period of not less than 30 years, which will be included in the Restrictive Covenant Agreement.
7. Evidence of the satisfaction of accessibility requirements.
8. Contribution of equity in an amount sufficient to ensure the financial feasibility of the development.
9. Final underwriting of the application for tax-exempt bond financing and low income housing tax credits.
10. Evidence all requisite HUD approvals, including, but not limited to, final approval of the RAD Program Section 8 HAP Contract for a period of not less than 15 years.
11. Submission of two sets of complete full-size architectural plans and specifications at least 60 days prior to the construction/bond closing to allow sufficient time for Agency review and approval. Civil engineering, architectural, structural, HVAC, plumbing, and electrical drawings and specifications shall be submitted, as applicable. Agency comments and recommendations made during its review must be addressed and approved prior to the construction/bond closing.

PENNSYLVANIA HOUSING FINANCE AGENCY

RESOLUTION

**Authorizing the Issuance of \$54,000,000
Maximum Aggregate Principal Amount of
Special Limited Obligation Multifamily Housing Development Bonds
(Courtyard Preservation)**

Adopted: July 14, 2016

A RESOLUTION AUTHORIZING THE ISSUANCE OF
\$54,000,000 MAXIMUM AGGREGATE PRINCIPAL AMOUNT
SPECIAL LIMITED OBLIGATION
MULTIFAMILY HOUSING DEVELOPMENT BONDS
(Courtyard Preservation)

WHEREAS, the Housing Finance Agency Law, Act of December 3, 1959, P.L. 1688, as amended (35 P.S. Section 1680.101 *et seq.*) (the "**Act**"), determines and declares that the welfare of the Commonwealth of Pennsylvania (the "**Commonwealth**") is threatened by an inadequate supply of housing for persons and families of low and moderate income and the elderly; that the housing need for persons and families of low and moderate income and the elderly has not had economic expression in a market demand sufficient to encourage greater production of such housing by private industry due to high construction costs, a scarcity of financing and increased interest rates; that necessary governmental activities in urban renewal programs and under regulatory laws protecting health and safety face serious curtailment or interruption unless it becomes economically feasible for persons and families to acquire housing in place of the dwellings being eliminated by such activities; that the Commonwealth has a strong moral responsibility to assist in providing opportunity for the rental of relocation housing by persons and families displaced by necessary governmental activities and a general responsibility to eliminate conditions which prevent private industry from supplying housing to relieve the general shortage of housing; that private industry alone is unable to provide financing necessary for housing for persons and families of low and moderate income at a cost which such persons and families can afford; that the financing provided for in the Act will encourage greater expenditure of private capital for housing; and that there is a clear relationship between the provision of adequate, safe and sanitary housing and the advancement of public health and morals and the prevention of fire, accident and crime; and

WHEREAS, the Act empowers the Pennsylvania Housing Finance Agency (the "**Agency**") to make loans to eligible borrowers to provide for the construction, rehabilitation or permanent financing of such residential housing developments as in the judgment of the Agency have promise of supplying well planned, well designed apartment units which will provide housing for low and moderate income persons or families or the elderly and others in locations where there is a need for such housing and to purchase, service and sell such loans and to accept grants and subsidies from and to enter into agreements or other transactions with any federal agency or agency of the Commonwealth or other entity and to do all things necessary or convenient to carry out the powers granted by the Act; and

WHEREAS, the Agency is further authorized to issue and sell, subject to written approval by the Governor, bonds or notes in such principal amounts as, in the opinion of the Agency, are necessary to provide sufficient funds for achieving its corporate purposes; and

WHEREAS, the Agency has the power to invest any funds held in reserve or sinking funds and any funds not required for immediate disbursement in such investments as may be lawful for fiduciaries under any law of the Commonwealth, and the Agency may pledge reserve funds to the holders of bonds or notes which are issued pursuant to the Act and proceeds of loans created therefor by the Agency, all or any part of the assets acquired by the Agency pursuant to the Act, and any other lawfully available money to secure the payment of such bonds or notes; and

WHEREAS, the Act provides that bonds or notes issued by the Agency may be secured by a trust agreement by and between it and a trustee and that the resolution providing for the issuance of such bonds or notes or such trust agreement may contain such provisions for protecting and enforcing the rights and remedies of the bondholders or noteholders as may be reasonable and proper and not in violation of law, including covenants setting forth the duties of the Agency in relation to the custody, safeguarding and application of all moneys, may set forth the rights and remedies of the bondholders or noteholders and of the trustee, and may contain such other provisions as the Agency may deem reasonable and proper for the security of the bondholders or noteholders; and

WHEREAS, the Agency has determined to issue and secure the bonds in one or more series or subseries in accordance with, pursuant to and under this Resolution, a loan agreement and/or similar loan or financing agreements (such operative documents shall be referred to hereinafter collectively as the "**Agreement**"); and

WHEREAS, Courtyard Preservation, LP, a Pennsylvania limited partnership (the "**Borrower**") sponsored by the Michaels Development Company, Inc., a New Jersey corporation, has requested financing from the Agency in an amount not to exceed \$54,000,000 (the "**Bonds**") to fund a portion of the costs of acquiring and renovating one twenty-five story building for senior and non-elderly disabled occupancy and 38 townhouse buildings for general occupancy, known as the "Courtyard Preservation" project, comprised of 470 units in the Queen Village neighborhood of Philadelphia, Philadelphia County, Pennsylvania (the "**Project**"); and

WHEREAS, the Agency will lend the proceeds of the Bonds to the Borrower pursuant to the Agreement; and

WHEREAS, the Agency may use a portion of the proceeds of the Bonds to reimburse itself or the Borrower for original expenditures paid prior to the date of issuance of the Bonds; and

WHEREAS, this Resolution is intended, *inter alia*, to constitute a statement of "Official Intent" pursuant to Treasury Regulations §1.150-2, T.D. 8476 (the "**Treasury Regulations**"); and

WHEREAS, Red Capital, LLC or its affiliates (the "**Purchaser**"), or such successor entity as may be approved by the Agency, will purchase the Bonds from the Agency to provide funding for the Project and there have been prepared certain documents to evidence the transaction, including financing documentation relating to the Project.

NOW THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE BOARD OF THE PENNSYLVANIA HOUSING FINANCE AGENCY AS FOLLOWS:

**ARTICLE I
AUTHORITY AND DEFINITIONS**

Section 101. Authority for Resolution. This Resolution (hereinafter referred to as the "**Resolution**") is adopted pursuant to the authority granted to the Agency in the Act.

Section 102. Definitions. All terms which are used but not defined herein shall have the meanings ascribed to them in the Agreement.

ARTICLE II AUTHORIZATION OF BONDS

Section 201. Principal Amount and Designation. The Bonds are hereby authorized to be issued, in an aggregate principal amount not to exceed \$54,000,000. The Bonds shall carry the designation set forth in the Agreement. The Bonds shall be issued pursuant in all respects to the terms of this Resolution.

Section 202. Purposes. The Bonds are being issued as special and limited obligations of the Agency, payable solely out of the moneys derived pursuant to the Agreement and the notes evidencing the certain loan or loans to the Borrower. Proceeds of the Bonds shall be used for the payment of qualified costs associated with the acquisition, construction, renovation, equipping and/or improvement of the Project, and may be applied to certain costs of issuance; and which Project is in every respect intended to qualify as a "residential rental facility" under the exempt facility provisions of Section 142(d) of the Internal Revenue Code of 1986, as amended (the "**Code**").

Section 203. Conditions. This financing is subject to the fulfillment of all of the following conditions to the satisfaction of the Agency: (a) submission, review, and approval of all documentation necessary to secure construction and permanent loan financing of the Project; (b) satisfactory evidence that all conditions and qualifications relating to Section 42 of the Code and all applicable requirements of the Agency's Tax Credit Program have been met; (c) satisfactory evidence and Agency Counsel approval that all qualifications relating to Sections 103 and 142 (and related sections) of the Code have been met; (d) compliance with all timeframes and deadlines established by the Agency; (e) evidence of the commitment of construction and permanent financing in amounts sufficient to ensure financial feasibility of the Project; (f) evidence of the commitment to serve low income tenants for a period of not less than thirty (30) years, which will be included in the Restrictive Covenant Agreement; (g) evidence of the satisfaction of accessibility requirements; (h) contribution of equity in an amount sufficient to ensure the financial feasibility of the development; (i) final underwriting of the application for tax-exempt bond financing and low income housing tax credits; (j) evidence of all requisite HUD approvals, including, but not limited to, final approval of the RAD Program Section 8 HAP Contract for a period of not less than 15 years; and (k) submission of two sets of complete full size architectural plans and specifications at least 60 days prior to the commencement of construction to allow sufficient time for Agency review and approval; civil engineering, architectural, structural, HVAC, plumbing, and electrical drawings and specifications shall be submitted, as applicable; Agency comments and recommendations made during its review must be addressed and approved prior to the commencement of the loan closing.

Section 204. Date, Principal Amount, Maturity and Interest Rate. The Bonds shall be dated the date of issuance, except as may be otherwise provided in the Agreement or the Bonds. The maturity date, interest rate or rates (which may be fixed or variable), interest payment dates, place of payment and other terms of the Bonds shall be as provided in the Agreement as finally executed; provided, however, that the maximum aggregate principal amount of the Bonds shall not exceed \$54,000,000; the interest rate on the Bonds shall not exceed the lesser of eight percent (8%) per annum or such rate supported by the final underwriting; and the final maturity of the Bonds shall be no later than 36 months, or such date supported by the final underwriting (whichever is shorter).

Section 205. Payments. The Bonds shall bear interest from their dated date and shall be payable as set forth in the Bonds and the Agreement, until the date of maturity of the Bonds or redemption prior to maturity, as provided in the Agreement. All principal shall be due at maturity or redemption prior to maturity, as provided in the Agreement.

Section 206. Denominations, Numbers, Letters and Forms. The Bonds shall be issued as registered Bonds in \$5,000 minimum denominations and any multiple of \$1.00 in excess thereof, provided that for purposes of redeeming Bonds, the authorized denomination shall mean \$1.00. The Bonds shall be numbered consecutively, as appropriate. The Bonds shall be in substantially the form and tenor prescribed in the Agreement.

Section 207. Execution of Bonds. The Bonds shall be executed by the manual or facsimile signature of the Executive Director, Deputy Executive Director and Chief Counsel or Director of Finance and the seal of the Agency or a facsimile thereof shall be imprinted, impressed or otherwise reproduced on the Bonds and attested by the manual or facsimile signature of the Executive Director, Deputy Executive Director and Chief Counsel, Director of Finance or Secretary of the Agency. The Bonds shall be delivered to or on behalf of the Purchaser.

Section 208. Place of Payment. The principal payments, including payments upon redemption, of the Bonds shall be payable to the Purchaser, as bondholder, as provided in the Agreement.

Section 209. Redemption. The Bonds shall be subject to optional redemption, extraordinary optional redemption and mandatory redemption as provided in the Agreement.

Section 210. Execution of Requisite Agreements. Any of the Executive Director, Deputy Executive Director and Chief Counsel or Director of Finance of the Agency is hereby authorized to execute, for and on behalf of and in the name of the Agency, the Bonds and the Agreement, including a trust agreement if deemed appropriate, with such final terms and provisions as their counsel may deem advisable, provided that the Bonds shall contain such substantive terms and provisions materially consistent with this Resolution.

ARTICLE III BOND PROCEEDS AND PAYMENTS OF COSTS

Section 301. Bond Proceeds. Pursuant to the Agreement, upon receipt of the proceeds of the sale of the Bonds, such proceeds shall be advanced to the Borrower.

Section 302. Payments of Costs. At closing, the Borrower shall pay the costs, expenses and professional fees associated with the issuance of the Bonds.

ARTICLE IV SECURITY FOR THE BONDS

Section 401. Limited Obligation. The Bonds shall be special and limited obligations of the Agency, and shall be payable only from funds paid by or on behalf of Borrower for such purposes. The Bonds shall be secured by the collateral described in the Agreement as security for the Purchaser. The Bonds shall contain a statement therein to the effect that the obligations of the Agency on the Bonds are expressly limited to and are payable solely from the sources described in the Agreement.

Section 402. Credit of Commonwealth Not Pledged. The Bonds shall contain therein a statement to the effect that the Bonds shall be special and limited obligations of the Agency payable only from the sources provided in the Agreement, that neither the Commonwealth nor any political subdivision thereof shall be liable on the Bonds and that neither the faith and credit nor the taxing power of the Commonwealth or any political subdivision thereof is pledged to the payment of the principal of or the interest on the Bonds. Neither the members of the Board nor the officers of the Agency nor any person

executing the Bonds shall be liable personally on the Bonds or be subject to any personal liability or accountability by reason of the issuance thereof.

ARTICLE V MISCELLANEOUS

Section 501. Authorization of Officers. The Chairperson, Vice Chairperson, Executive Director, Director of Finance, Deputy Executive Director and Chief Counsel, Secretary and any Assistant Secretary of the Agency, and any other authorized officer of the Agency, are, and each of them hereby is, authorized and directed to execute and deliver any and all documents and instruments and to do and cause to be done any and all acts and things necessary or proper for carrying out the transactions contemplated by this Resolution, the Bonds and the Agreement as shall, with the advice of the Agency Counsel and Bond Counsel, be advisable.

Section 502. Covenant to Comply with Federal Tax Requirements. The Agency hereby covenants to comply, and to take appropriate steps to ensure that the Borrower complies, with all applicable requirements of the Code so that interest on the Bonds will be excluded from gross income of the holders thereof for federal income tax purposes, including all applicable requirements of the Code regarding the provision of funds for qualified residential rental properties, investment of proceeds, treatment of fund investment earnings, repayments or unused proceeds, restriction of earnings on reserve funds, and rebate and yield restrictions set forth in Section 148 of the Code. The Agency also covenants to make any required payment imposed by the United States to maintain compliance with said requirements from time to time as required by Section 148 of the Code (or by applicable subsequent Treasury Regulation.) The Agency shall require that Borrower contract for and fund the retention of qualified computation advisers to perform all applicable disclosure and federal tax compliance requirements.

Section 503. Official Intent. In accordance with Treasury Reg. §1.150-2, the Agency hereby confirms its intentions that a portion of the proceeds of the Bonds may be used to reimburse itself or the Borrower for qualifying expenditures paid prior to the date of issuance of the Bonds. All original expenditures to be reimbursed will be capital expenditures (as defined in Treas. Reg. Sec. 1.150-1(b)) and other amounts permitted to be reimbursed pursuant to Treas. Reg. Sec. 1.150-2(d)(3) and (f).

Section 504. Effective Date and Validity. This Resolution shall take effect immediately and shall remain in effect until specifically repealed.

TAX-EXEMPT BOND ISSUE

Pennsylvania Housing Finance Agency
July 5, 2016

SUBJECT: Parkview Knoll Apartments

Request for Tax-Exempt Bond Issuance

Tax-Exempt Bond/Tax Credit Development: PHFA No. TC2016-103, 75 units

Cumberland Township, County of Greene, Region 5

Development Officer: P. David Doray

TO: Members of the Board
Pennsylvania Housing Finance Agency

FROM: Brian A. Hudson
Executive Director



Proposal Description

Parkview Knoll Apartments is an existing 75 unit development located just outside Carmichaels, Pennsylvania. This proposal is for the acquisition and substantial rehabilitation of six two-story buildings for general occupancy. There are 20 one-bedroom, 45 two-bedroom and 10 three-bedroom units. The structural system is wood frame, with masonry and vinyl siding exterior finish. The development contains a total of 71,980 square feet, and is situated on approximately 7.94 acres of ground. The development also includes community space of 12,393 square feet.

1. Financing Plan

Construction financing will be provided in the approximate amounts of:

PHFA Conduit Tax-Exempt Bonds – Red Stone	\$4,000,000
HUD Mortgage Restructuring Notes	1,100,000
Greene County Act 13 Loan	100,000
PHARE Loan (uncommitted)	600,000
Interim Income	131,000
Deferred Developer Fee	27,530
Equity from Proceeds of Sale of Tax Credits	<u>2,286,750</u>
Total Development Cost	\$8,245,280

Permanent financing will be provided in the approximate amounts of:

PHFA Conduit Tax-Exempt Bonds – Red Stone	\$4,000,000
HUD Mortgage Restructuring Notes	1,100,000
Greene County Act 13 Loan	100,000
PHARE Loan (uncommitted)	600,000
Interim Income	131,000
Deferred Developer Fee	27,530
Equity from Proceeds of Sale of Tax Credits	<u>2,286,750</u>
Total Development Cost	\$8,245,280

2. Development Costs

The Agency will be the conduit issuer of the tax-exempt bonds, which will be privately placed with Red Stone Tax-Exempt Funding LLC (“Red Stone”). Red Stone will purchase the bonds at issuance and the proceeds will be lent to the limited partnership. After a 24 month interest only period an amount equal to the original amount of the bonds shall be subject to mandatory redemption, in part in monthly installments, sufficient to amortize the bonds fully over 35 years.

	<u>Total</u>	<u>Per Unit</u>	<u>Per Sq. Ft.</u>
Construction Cost	\$2,988,934	\$39,852	\$42
Replacement Cost	\$6,967,366	\$92,898	\$97
Total Replacement Costs & Reserves	\$7,316,888	\$97,559	\$102
Total Development Costs	\$8,245,280	\$109,937	\$115
Tax-exempt Bonds	\$4,000,000	\$53,333	\$56
Acquisition Costs	\$3,004,250	\$40,057	\$42

3. Leveraging of Other Resources

The owner anticipates that the Stratford Capitol Group will be providing an equity contribution of \$2,286,650 from the proceeds of the syndication of federal Low Income Housing Tax Credits, with a net pay-in of \$1.04. The development anticipates qualifying for an allocation of tax credits in the approximate amount of \$222,484. Developments financed with tax-exempt private activity bonds are generally eligible to claim a four percent (4%) credit allocation on the development’s eligible basis.

4. Rental Estimates

Unit Type	No. of Units	Avg. Net Rentable Sq. Ft.	Projected Tenant Rent (Avg.)	Estimated Cost of Utilities	Rental Subsidy (Avg.)	Total Housing Expense
1 BR	14	552	\$109	\$56	\$588	\$753
1 BR	6	567	\$290	\$56	\$407	\$753
2 BR	26	741	\$9	\$69	\$766	\$844
2 BR	19	742	\$306	\$69	\$469	\$844
3 BR	10	1,182	\$255	\$124	\$741	\$1,120
Total	75					

The property operates subject to a long-term Section 8 Housing Assistance Payments (“HAP”) Contract covering 100% of the units. Prior to closing it is anticipated that owners will provide a renewal or extension of the existing HAP Contract for a minimum term of 20 years.

5. Relocation

Renovations will be carried out without displacing tenants. With the exception of the four accessible units, all units will be renovated with tenants “in place” with renovations taking place during daytime hours of 8am to 5pm Monday through Friday. A hospitality suite will be created for tenants to use during the day while their units are being renovated. Residents of the four accessible units will be temporarily relocated for approximately 2 months due to more extensive renovations to bring these units to current ADA standards.

6. Supportive Services

A broad array of services will be provided to the tenants. Greene County Human Services has a well-established program of services which includes linkages to a number of community service providers.

Development Team

1. Identification of Owner

The sponsor and owner of this development is Parkview Knoll LP. Parkview Knoll GP, LLC is the sole general partner of the limited partnership. Ralph A. Falbo, Inc. is the Managing Member of Parkview Knoll GP, LLC.

2. Development Team Members

Sponsor/Owner:	Parkview Knoll LP Michael Polite Pittsburgh, PA
Attorney:	Berman Indictor LLP Steven P. Berman Philadelphia, PA
Architect:	Milton Ogot, Architect Milton Ogot Pittsburgh, PA
Contractor:	Mistick Construction Company Robert Mistick Pittsburgh, PA
Management Agent:	NDC Real Estate Management, Inc. Robert Easley Pittsburgh, PA

Site Description

The Parkview Knoll Apartments are located in a stable residential neighborhood in Cumberland Township which borders the borough of Carmichaels. The development was originally constructed in 1981. The site is fairly flat and is approximately 8 acres in size. All neighborhood amenities, including retail stores, pharmacies, medical facilities, schools and government services are in close proximity to the complex.

Conditions

Final bond issuance will be conditioned on:

1. Submission, review and approval of all documentation necessary to secure construction and permanent loan financing of the project.
2. Evidence, satisfactory to the Agency, that all conditions and qualifications relating to Section 42 of the Internal Revenue Code of 1986, as amended, and all applicable requirements of the Agency's Tax Credit Program have been met.
3. Evidence, satisfactory to the Agency, that all conditions and qualifications relating to Sections 103 and 142 (and related sections) of the Internal Revenue Code of 1986, as amended have been met.
4. Compliance with the timeframes and deadlines established by the Agency.
5. Evidence of the commitment of permanent financing in an amount sufficient to ensure financial feasibility of the project.
6. Evidence of the commitment to serve low income tenants for a period of not less than 30 years, which will be included in the Restrictive Covenant Agreement.
7. Evidence of the satisfaction of accessibility requirements.
8. Contribution of equity in an amount sufficient to ensure the financial feasibility of the development.
9. Submission, review and approval of the final terms and conditions for the syndication of the Low Income Housing Tax Credits.
10. Submission of two sets of complete full size architectural plans and specifications at least 60 days prior to the construction/bond closing to allow sufficient time for Agency review and approval. Civil engineering, architectural, structural, HVAC, plumbing, and electrical drawings and specifications shall be submitted, as applicable. Agency comments and recommendations made during its review must be addressed and approved prior to the construction/bond closing.

PENNSYLVANIA HOUSING FINANCE AGENCY

RESOLUTION

**Authorizing the Issuance of \$4,400,000
Maximum Aggregate Principal Amount of
Special Limited Obligation Multifamily Housing Development Bonds
(Parkview Knoll Apartments)**

Adopted: July 14, 2016

**A RESOLUTION AUTHORIZING THE ISSUANCE OF
\$4,400,000 MAXIMUM AGGREGATE PRINCIPAL AMOUNT
SPECIAL LIMITED OBLIGATION
MULTIFAMILY HOUSING DEVELOPMENT BONDS
(Parkview Knoll Apartments)**

WHEREAS, the Housing Finance Agency Law, Act of December 3, 1959, P.L. 1688, as amended (35 P.S. Section 1680.101 *et seq.*) (the "**Act**"), determines and declares that the welfare of the Commonwealth of Pennsylvania (the "**Commonwealth**") is threatened by an inadequate supply of housing for persons and families of low and moderate income and the elderly; that the housing need for persons and families of low and moderate income and the elderly has not had economic expression in a market demand sufficient to encourage greater production of such housing by private industry due to high construction costs, a scarcity of financing and increased interest rates; that necessary governmental activities in urban renewal programs and under regulatory laws protecting health and safety face serious curtailment or interruption unless it becomes economically feasible for persons and families to acquire housing in place of the dwellings being eliminated by such activities; that the Commonwealth has a strong moral responsibility to assist in providing opportunity for the rental of relocation housing by persons and families displaced by necessary governmental activities and a general responsibility to eliminate conditions which prevent private industry from supplying housing to relieve the general shortage of housing; that private industry alone is unable to provide financing necessary for housing for persons and families of low and moderate income at a cost which such persons and families can afford; that the financing provided for in the Act will encourage greater expenditure of private capital for housing; and that there is a clear relationship between the provision of adequate, safe and sanitary housing and the advancement of public health and morals and the prevention of fire, accident and crime; and

WHEREAS, the Act empowers the Pennsylvania Housing Finance Agency (the "**Agency**") to make loans to eligible borrowers to provide for the construction, rehabilitation or permanent financing of such residential housing developments as in the judgment of the Agency have promise of supplying well planned, well designed apartment units which will provide housing for low and moderate income persons or families or the elderly and others in locations where there is a need for such housing and to purchase, service and sell such loans and to accept grants and subsidies from and to enter into agreements or other transactions with any federal agency or agency of the Commonwealth or other entity and to do all things necessary or convenient to carry out the powers granted by the Act; and

WHEREAS, the Agency is further authorized to issue and sell, subject to written approval by the Governor, bonds or notes in such principal amounts as, in the opinion of the Agency, are necessary to provide sufficient funds for achieving its corporate purposes; and

WHEREAS, the Agency has the power to invest any funds held in reserve or sinking funds and any funds not required for immediate disbursement in such investments as may be lawful for fiduciaries under any law of the Commonwealth, and the Agency may pledge reserve funds to the holders of bonds or notes which are issued pursuant to the Act and proceeds of loans created therefor by the Agency, all or any part of the assets acquired by the Agency pursuant to the Act, and any other lawfully available money to secure the payment of such bonds or notes; and

WHEREAS, the Act provides that bonds or notes issued by the Agency may be secured by a trust agreement by and between it and a trustee and that the resolution providing for the issuance of such bonds or notes or such trust agreement may contain such provisions for protecting and enforcing the rights and remedies of the bondholders or noteholders as may be reasonable and proper and not in violation of law, including covenants setting forth the duties of the Agency in relation to the custody, safeguarding and application of all moneys, may set forth the rights and remedies of the bondholders or noteholders and of the trustee, and may contain such other provisions as the Agency may deem reasonable and proper for the security of the bondholders or noteholders; and

WHEREAS, the Agency has determined to issue and secure the bonds in one or more series or subseries in accordance with, pursuant to and under this Resolution, a loan agreement and/or similar loan or financing agreements (such operative documents shall be referred to hereinafter collectively as the "**Agreement**"); and

WHEREAS, Parkview Knoll LP, a Pennsylvania limited partnership (the "**Borrower**") sponsored by Ralph A. Falbo Inc., a Pennsylvania corporation, has requested financing from the Agency in an amount not to exceed \$4,400,000 (the "**Bonds**") to fund a portion of the costs of acquiring and renovating six two-story buildings for general occupancy, known as "Parkview Knoll Apartments", comprised of 75 units in Cumberland Township, Greene County, Pennsylvania (the "**Project**"); and

WHEREAS, the Agency will lend the proceeds of the Bonds to the Borrower pursuant to the Agreement; and

WHEREAS, the Agency may use a portion of the proceeds of the Bonds to reimburse itself or the Borrower for original expenditures paid prior to the date of issuance of the Bonds; and

WHEREAS, this Resolution is intended, *inter alia*, to constitute a statement of "Official Intent" pursuant to Treasury Regulations §1.150-2, T.D. 8476 (the "**Treasury Regulations**"); and

WHEREAS, Red Stone Tax-Exempt Funding LLC or its affiliates (the "**Purchaser**"), or such successor entity as may be approved by the Agency, will purchase the Bonds from the Agency to provide funding for the Project and there have been prepared certain documents to evidence the transaction, including financing documentation relating to the Project.

NOW THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE BOARD OF THE PENNSYLVANIA HOUSING FINANCE AGENCY AS FOLLOWS:

**ARTICLE I
AUTHORITY AND DEFINITIONS**

Section 101. Authority for Resolution. This Resolution (hereinafter referred to as the "**Resolution**") is adopted pursuant to the authority granted to the Agency in the Act.

Section 102. Definitions. All terms which are used but not defined herein shall have the meanings ascribed to them in the Agreement.

**ARTICLE II
AUTHORIZATION OF BONDS**

Section 201. Principal Amount and Designation. The Bonds are hereby authorized to be issued in one or more series or subseries, in an aggregate principal amount not to exceed \$4,400,000. The

Bonds shall carry the designation set forth in the Agreement. The Bonds shall be issued pursuant in all respects to the terms of this Resolution.

Section 202. Purposes. The Bonds are being issued as special and limited obligations of the Agency, payable solely out of the moneys derived pursuant to the Agreement and the notes evidencing the certain loan or loans to the Borrower. Proceeds of the Bonds shall be used for the payment of qualified costs associated with the acquisition, construction, renovation, equipping and/or improvement of the Project, and may be applied to certain costs of issuance; and which Project is in every respect intended to qualify as a "residential rental facility" under the exempt facility provisions of Section 142(d) of the Internal Revenue Code of 1986, as amended (the "**Code**").

Section 203. Conditions. This financing is subject to the fulfillment of all of the following conditions to the satisfaction of the Agency: (a) submission, review, and approval of all documentation necessary to secure construction and permanent loan financing of the Project; (b) satisfactory evidence that all conditions and qualifications relating to Section 42 of the Code and all applicable requirements of the Agency's Tax Credit Program have been met; (c) satisfactory evidence and Agency Counsel approval that all qualifications relating to Sections 103 and 142 (and related sections) of the Code have been met; (d) compliance with all timeframes and deadlines established by the Agency; (e) evidence of the commitment of construction and permanent financing in amounts sufficient to ensure financial feasibility of the Project; (f) evidence of the commitment to serve low income tenants for a period of not less than thirty (30) years, which will be included in the Restrictive Covenant Agreement; (g) evidence of the satisfaction of accessibility requirements; (h) contribution of equity in an amount sufficient to ensure the financial feasibility of the development; (i) submission, review and approval of the final terms and conditions for the syndication of the low income housing tax credits; and (j) submission of two sets of complete full size architectural plans and specifications at least 60 days prior to the commencement of construction to allow sufficient time for Agency review and approval. Civil engineering, architectural, structural, HVAC, plumbing, and electrical drawings and specifications shall be submitted, as applicable. Agency comments and recommendations made during its review must be addressed and approved prior to the commencement of the loan closing.

Section 204. Date, Principal Amount, Maturity and Interest Rate. The Bonds shall be dated the date of issuance, except as may be otherwise provided in the Agreement or the Bonds. The maturity date, interest rate or rates (which may be fixed or variable), interest payment dates, place of payment and other terms of the Bonds shall be as provided in the Agreement as finally executed; provided, however, that the maximum aggregate principal amount of the Bonds shall not exceed \$4,400,000; the interest rate on the Bonds shall not exceed the lesser of eight percent (8%) per annum or such rate supported by the final underwriting; and the final maturity of the Bonds shall be no later than 37 years, or such date supported by the final underwriting (whichever is shorter).

Section 205. Payments. The Bonds shall bear interest from their dated date and shall be payable as set forth in the Bonds and the Agreement, until the date of maturity of the Bonds or redemption prior to maturity, as provided in the Agreement. All principal shall be due at maturity or redemption prior to maturity, as provided in the Agreement.

Section 206. Denominations, Numbers, Letters and Forms. The Bonds shall be issued as registered Bonds in \$5,000 minimum denominations and any multiple of \$1.00 in excess thereof, provided that for purposes of redeeming Bonds, the authorized denomination shall mean \$1.00. The Bonds shall be numbered consecutively, as appropriate. The Bonds shall be in substantially the form and tenor prescribed in the Agreement.

Section 207. Execution of Bonds. The Bonds shall be executed by the manual or facsimile signature of the Executive Director, Deputy Executive Director and Chief Counsel or Director of Finance and the seal of the Agency or a facsimile thereof shall be imprinted, impressed or otherwise reproduced on the Bonds and attested by the manual or facsimile signature of the Executive Director, Deputy Executive Director and Chief Counsel, Director of Finance or Secretary of the Agency. The Bonds shall be delivered to or on behalf of the Purchaser.

Section 208. Place of Payment. The principal payments, including payments upon redemption, of the Bonds shall be payable to the Purchaser, as bondholder, as provided in the Agreement.

Section 209. Redemption. The Bonds shall be subject to optional redemption, extraordinary optional redemption and mandatory redemption as provided in the Agreement.

Section 210. Execution of Requisite Agreements. Any of the Executive Director, Deputy Executive Director and Chief Counsel or Director of Finance of the Agency is hereby authorized to execute, for and on behalf of and in the name of the Agency, the Bonds and the Agreement, including a trust agreement if deemed appropriate, with such final terms and provisions as their counsel may deem advisable, provided that the Bonds shall contain such substantive terms and provisions materially consistent with this Resolution.

ARTICLE III BOND PROCEEDS AND PAYMENTS OF COSTS

Section 301. Bond Proceeds. Pursuant to the Agreement, upon receipt of the proceeds of the sale of the Bonds, such proceeds shall be advanced to the Borrower.

Section 302. Payments of Costs. At closing, the Borrower shall pay the costs, expenses and professional fees associated with the issuance of the Bonds.

ARTICLE IV SECURITY FOR THE BONDS

Section 401. Limited Obligation. The Bonds shall be special and limited obligations of the Agency, and shall be payable only from funds paid by or on behalf of Borrower for such purposes. The Bonds shall be secured by the collateral described in the Agreement as security for the Purchaser. The Bonds shall contain a statement therein to the effect that the obligations of the Agency on the Bonds are expressly limited to and are payable solely from the sources described in the Agreement.

Section 402. Credit of Commonwealth Not Pledged. The Bonds shall contain therein a statement to the effect that the Bonds shall be special and limited obligations of the Agency payable only from the sources provided in the Agreement, that neither the Commonwealth nor any political subdivision thereof shall be liable on the Bonds and that neither the faith and credit nor the taxing power of the Commonwealth or any political subdivision thereof is pledged to the payment of the principal of or the interest on the Bonds. Neither the members of the Board nor the officers of the Agency nor any person executing the Bonds shall be liable personally on the Bonds or be subject to any personal liability or accountability by reason of the issuance thereof.

**ARTICLE V
MISCELLANEOUS**

Section 501. Authorization of Officers. The Chairperson, Vice Chairperson, Executive Director, Director of Finance, Deputy Executive Director and Chief Counsel, Secretary and any Assistant Secretary of the Agency, and any other authorized officer of the Agency, are, and each of them hereby is, authorized and directed to execute and deliver any and all documents and instruments and to do and cause to be done any and all acts and things necessary or proper for carrying out the transactions contemplated by this Resolution, the Bonds and the Agreement as shall, with the advice of the Agency Counsel and Bond Counsel, be advisable.

Section 502. Covenant to Comply with Federal Tax Requirements. The Agency hereby covenants to comply, and to take appropriate steps to ensure that the Borrower complies, with all applicable requirements of the Code so that interest on the Bonds will be excluded from gross income of the holders thereof for federal income tax purposes, including all applicable requirements of the Code regarding the provision of funds for qualified residential rental properties, investment of proceeds, treatment of fund investment earnings, repayments or unused proceeds, restriction of earnings on reserve funds, and rebate and yield restrictions set forth in Section 148 of the Code. The Agency also covenants to make any required payment imposed by the United States to maintain compliance with said requirements from time to time as required by Section 148 of the Code (or by applicable subsequent Treasury Regulation.) The Agency shall require that Borrower contract for and fund the retention of qualified computation advisers to perform all applicable disclosure and federal tax compliance requirements.

Section 503. Official Intent. In accordance with Treasury Reg. §1.150-2, the Agency hereby confirms its intentions that a portion of the proceeds of the Bonds may be used to reimburse itself or the Borrower for qualifying expenditures paid prior to the date of issuance of the Bonds. All original expenditures to be reimbursed will be capital expenditures (as defined in Treas. Reg. Sec. 1.150-1(b)) and other amounts permitted to be reimbursed pursuant to Treas. Reg. Sec. 1.150-2(d)(3) and (f).

Section 504. Effective Date and Validity. This Resolution shall take effect immediately and shall remain in effect until specifically repealed.

ALLOCATION OF TAX-EXEMPT BOND ISSUANCE AUTHORITY

Pennsylvania Housing Finance Agency
July 5, 2016

SUBJECT: Westminster Place at Ware Presbyterian Village

Request for an Allocation of Tax-Exempt Bond Issuance Authority
Tax Exempt Bond/Tax Credit Development: TC2016-104, 31 units
Borough of Oxford, Chester County, Region 1
Development Officer: William G. Bailey, Jr.

TO: Members of the Board
Pennsylvania Housing Finance Agency

FROM: Brian A. Hudson
Executive Director



Proposal Description

Westminster Place at Ware Presbyterian Village is located at 51 Lancaster Avenue in Oxford Borough, Chester County. This proposal is for the new construction of 31 units dispersed throughout a 61 unit three-story building divided into two condominium units for senior occupancy (55 and above). The 31 tax credit units will include 26 one-bedroom units and 5 two-bedroom units. All common areas, community space, land and site improvements will be common elements shared with the 30 market rate apartments in a condominium unit owned separately by a related entity. This is part of the ongoing expansion of an existing Presbyterian Senior Living ("PSL") Continuing Care Retirement Community ("CCRC"), Ware Presbyterian Village. The new construction building will be a wood frame structural system with masonry, fiber cement panels and vinyl siding exterior. The total building contains a total of 67,950 square feet. Our development contains 33,431 square feet and 51% share of the overall 3.14 acre site.

1. Financing Plan (Tax Credit Condominium Unit Only)

Construction financing will be provided in the approximate amounts of:

Tax-Exempt Bond – Lancaster County Redevelopment Authority – Series A - TD Bank	\$4,200,000
PSL Sponsor Loan	2,071,600
TD Bank Taxable Loan	1,100,000
Deferred Developer's Fee and Reserves	1,166,877
Equity from the Sale of Tax Credits	<u>184,386</u>
Total Development Cost	\$8,722,863

Permanent financing will be provided in the approximate amounts of:

Tax Exempt Bond – Lancaster County Redevelopment Authority – Series B - M & T Bank	\$1,600,000
PSL Sponsor Loan	4,752,007
Deferred Developer’s Fee	244,272
Equity from the Sale of Tax Credits	<u>2,126,584</u>
Total Development Cost	\$8,722,863

2. Development Costs

Construction financing will be provided by a limited obligation tax-exempt bond issued by Lancaster Housing and Redevelopment Authority and privately placed with TD Bank. The bond will be secured during construction by a first mortgage on the development property and with cash collateral from PSL.M & T Bank will privately purchase the \$1,600,000 Series B tax Exempt Bond.

	Total	Per Unit	Per Sq. Ft.
Construction Costs	\$ 5,845,357	\$ 188,560	\$ 175
Replacement Costs	\$ 7,171,826	\$ 231,349	\$ 215
Total Replacement Costs & Reserves	\$ 7,687,238	\$ 247,975	\$ 230
Total Development Costs	\$ 8,722,863	\$ 281,383	\$ 261
Tax Exempt Bonds-Construction Loan	\$ 4,200,000	\$ 135,484	\$ 126
Tax Exempt Bond- Permanent Loan	\$1,600,000	\$51,613	\$48
Acquisition Costs	\$ 476,946	\$ 15,854	\$ 14

3. Leveraging of Other Resources

The owner anticipates that Boston Financial Investment Management, L.P. will provide an equity contribution of \$2,126,584 from the proceeds of the syndication of federal Low Income Housing Tax Credits, with a net pay-in of \$0.94. The development anticipates qualifying for an allocation of tax credits in the approximate amount of \$209,557. Developments financed with tax-exempt private activity bonds are generally eligible to claim a four percent (4%) credit allocation on the development’s eligible basis.

4. Rental Estimates

Unit Type	No. of Units	Avg. Net Rentable Sq. Ft.	Projected Tenant Rent	Estimated Cost of Utilities	Rental Subsidy	Total Housing Expense
1BR	2	673	\$304	0	0	\$304
1BR	24	673	\$900	0	0	\$900
2BR	5	867	\$1085	0	0	\$1085
Total	31					

5. Supportive Services

Presbyterian Senior Living Housing Management Corporation, the service provider, has extensive experience in providing supportive service to seniors. A broad array of services will be provided to enable tenants to live independently and enhance the tenants' quality of life. Tenants will also have access to facilities and services provided to tenants of the CCRC.

Development Team

1. Identification of Owner

The owner of this development will be Westminster Place at Ware Presbyterian Village, L.P., a Pennsylvania limited partnership, with Westminster Place at Ware Presbyterian Village GP, Inc. as its general partner.

2. Development Team Members

Sponsor:	Presbyterian Senior Living Housing Management Corporation Jeffrey J. Davis Dillsburg, PA
Owner:	Westminster Place at Ware Presbyterian Village, L.P. Jeffrey J. Davis Dillsburg, PA
Attorney:	Nikolaus & Hohenadel, LLP Wanda Whare Lancaster, PA
Architect:	Noelker & Hull Associates, Inc. Michael G. Hull Lancaster, PA
Contractor:	Benchmark Construction Company, Inc. Jeffrey T. Sturla Brownstone, PA
Management Agent:	Presbyterian Senior Living Housing Management Corporation Diane Burfeindt Dillsburg, PA
Service Provider:	Presbyterian Senior Living Housing Management Corporation Nancy Pilkington Dillsburg, PA

Site Description

The site is located in a primarily residential are of the Borough of Oxford, Chester County, Pa. The site is gently sloping towards Lancaster Avenue where access to the site is located.

Most services can be accesses with a mile of the site and free van service will be provided for local grocery shopping. The Transportation Management Association of Chester County provides regularly scheduled fixed route bus service from Oxford to West Chester with stops at various shopping and medical facilities and with connections to SEPTA Bus Routes. This service is free for senior citizens.

Conditions

Final allocation of volume cap will be conditioned on:

1. Evidence, satisfactory to the Agency, that all conditions and qualifications relating to Section 42 of the Internal Revenue Code of 1986, as amended, and all applicable requirement of the Agency's Year 2016 Tax Credit Program have been met.
2. Evidence, satisfactory to the Agency and bond counsel, that all conditions and qualifications relating to tax exempt bond qualification in Sections 103 and 142 (and related sections) of the Internal Revenue Code of 1986, as amended have been met.
3. Compliance with the timeframes and deadlines established by the Agency.
4. Evidence of the commitment of construction and permanent financing in an amount sufficient to ensure financial feasibility of the tax credit project and the market rate project.
5. Evidence of the commitment to serve low income tenants for a period of not less than 30 years, which will be included in the Restrictive Covenant Agreement.
6. Evidence of the satisfaction of accessibility requirements.
7. Submission of two sets of complete full size architectural plans and specifications at least 60 days prior to the construction/bond closing to allow sufficient time for Agency review and approval. Civil engineering, architectural, structural, HVAC, plumbing, and electrical drawings and specifications shall be submitted, as applicable. Agency comments and recommendations made during its review must be addressed and approved prior to the construction/bond closing.

**RESOLUTION OF THE MEMBERS OF THE PENNSYLVANIA HOUSING FINANCE AGENCY
AUTHORIZING 2016 HOUSING RELATED BOND ALLOCATION
Westminster Place at Ware Presbyterian Village**

WHEREAS, the Pennsylvania Housing Finance Agency (the "Agency") exists and operates by virtue of and pursuant to the Housing Finance Agency Law, (1959, Dec. 3, P.L. 1688, as amended, 35 P.S. 1680.101, et seq.) (hereinafter, "the Act"); and

WHEREAS, private activity bond volume cap ("Volume Cap") is available to the Agency for the purpose of issuing housing bonds in accordance with the Internal Revenue Code of 1986, as amended (the "Code"), and with applicable laws and regulations in the Commonwealth; and

WHEREAS, the Agency issued its Year 2016 Multifamily Housing Application that includes a Request for Proposals for Volume Cap for Tax Exempt Bond Financing ("RFP") inviting developers of residential rental facilities to seek an allocation of Volume Cap in 2016; and

WHEREAS, Applicant, Presbyterian Senior Living Housing Management Corporation, has requested an allocation of Volume Cap for the new construction of thirty-one units of housing for occupancy by seniors, ages 55 and older, in the Borough of Oxford, Chester County; and

WHEREAS, the Agency has determined to provide a preliminary allocation of Year 2016 Volume Cap in an amount not to exceed \$6,500,000 for the issuance of private activity bonds by the Redevelopment Authority of the County of Lancaster, subject to satisfaction of certain conditions set forth below.

NOW THEREFORE, be it resolved by the members of the Pennsylvania Housing Finance Agency on this 14th day of July, 2016, as follows:

Section 1. Staff is hereby authorized to take all necessary actions to provide a conditional preliminary allocation of Year 2016 Volume Cap in an amount not to exceed \$6,500,000 (which includes a contingency amount) for the tax exempt bond financing of Westminster Place at Ware Presbyterian Village subject to the following conditions: a.) evidence, satisfactory to the Agency, that all conditions and qualifications relating to Section 42 of the Internal Revenue Code of 1986, as amended (the "Code"), and all applicable requirements of the Agency's Year 2016 Tax Credit Program have been met; b.) evidence, satisfactory to the Agency, that all conditions and qualifications relating to Sections 103 and 142 (and related sections) of the Code have been met; c.) compliance with the timeframes and deadlines established by the Agency; d.) evidence of the commitment of construction and permanent financing in amounts sufficient to ensure financial feasibility of the tax credit project and the market rate project; e.) evidence of the commitment to serve low income tenants for a period of not less than 30 years, which will be included in the Restrictive Covenant Agreement; f.) evidence of the satisfaction of accessibility requirements; and g.) submission of two sets of complete full size architectural plans and specifications at least 60 days prior to the construction/bond closing to allow sufficient time for Agency review and approval; civil engineering, architectural, structural, HVAC, plumbing, and electrical drawings and specifications shall be submitted, as applicable; and Agency comments and recommendations made during its review must be addressed and approved prior to the construction/bond closing

Section 2. The action taken by the Agency is hereby declared to be an affirmative official act of the Agency toward the issuance of private activity bonds to finance the above named project; provided that in no event shall this official act be construed as an acceptance of any liability on behalf of the Agency nor as an indication of final selection for financing or a commitment of Volume Cap.

Section 3. This resolution shall be effective immediately.

**Pennsylvania Housing Finance Agency
Memorandum**

July 14, 2016

To: Members of the Board
Pennsylvania Housing Finance Agency

From: Brian A. Hudson
Executive Director and CEO 

Re: Homeownership Choice Program

PHFA administered a program called the Homeownership Choice Program (HCP) from 2000 - 2008. The HCP family of programs evolved beyond the large scale home builder program to include numerous specified initiatives targeting various specific niches in core communities and filling a funding gap for urban infill projects of large scale, mixed use financing facilities (previously called "MUFFI"), targeted neighborhood revitalization funding ("NRI") and an aptly named Homeownership Construction Initiative ("HCI").

Final allocations for funding of new HCP programs and projects were concluded in 2008, but numerous projects and programs continued to be funded and completed after that time.

The Agency has continued to fund costs which met the goals of the program and which were incurred pursuant to loan agreements entered into prior to the program close out. As of today, there are several projects still finishing up their construction draws and cost certification process including Penn/North Fairmount (NRI) and Garrison Lane (HCP). (Total amounts being processed are less than \$60,000 in the aggregate.)

In 2014, the Agency passed a resolution formally recapturing and discontinuing all other remaining HCP projects. Since that time, two projects have requested additional funding subsequent to this close out resolution as follows:

Hunter School Homeownership Development (Owner- Norris Square Civic Association) had an HCP loan in the amount of \$2,150,000 for the construction of 48 townhomes. When the program closed and all funds were recaptured in 2014, there were funds remaining to be disbursed. The owner submitted a request seeking the final installment of \$220,746 and provided supporting documentation that all funds were spent on appropriate activities and all conditions of the loan were met.

Old Allentown Homeownership (Owner - Old Allentown Homeownership LLC, a Penrose affiliate) was originally awarded NRI funds in 2007 in the amount of \$1,900,000 for the construction of 40 homes. Due to changes in the market, the project size was reduced to finance 12 homes. The owner has now requested additional funding, in the form of a new NRI loan from the Agency to support the construction of five additional for-sale homes in the same neighborhood to augment the development. The amount requested is \$275,000, which would bring the total financing to \$995,000 (this includes a ten percent contingency to secure repayment through a long term investment purchased and held by the Agency).

Staff is supportive of these requests to finish up HCP commitments. A resolution is attached.

**RESOLUTION OF THE PENNSYLVANIA HOUSING FINANCE AGENCY
AUTHORIZING CERTAIN MATTERS RELATED TO
HOMEOWNERSHIP CHOICE PROGRAM**

WHEREAS, the Pennsylvania Housing Finance Agency (the "Agency") exists and operates pursuant to the Housing Finance Agency Law (35 P.S. Section 1680.101 *et seq.*) (the "Act") for the purposes ". . . of alleviating hardship which results from insufficient production of private homes and of rental housing for persons and families of low and moderate income, including the elderly . . . the deleterious effect of inadequate housing upon the general welfare of the Commonwealth . . . by broadening the market for private homes and for housing for persons and families of low and moderate income, through the provision of specialized financing secured by mortgages to corporations, individuals, joint ventures, partnerships, limited partnerships, trusts, cooperatives and condominiums... " and has the power under the Act "...to do all things necessary or convenient to carry out the purposes of the Act."

WHEREAS, the Agency administered its family of Homeownership Choice Programs ("HCP") from 2000-2008, using Agency reserves to finance homeownership activities in core communities and filling funding gaps for urban (and small urban) in-fill projects of large scale, mixed use facilities, and neighborhood revitalization through the issuance of competitive requests for proposals.

WHEREAS, the Agency discontinued the program and recaptured uncommitted funds in 2014.

WHEREAS, subsequent to the recapture, several requests for funding for property expenses incurred or to be incurred on behalf of previously approved HCP programs have been received.

WHEREAS, the requested amounts are comprised of the following:

Hunter School/Norris Square- final installment of \$220,746, which has been incurred and documented by invoices (original commitment and total final project cost \$2,150,000);

Old Allentown Homeownership- additional funding in an amount of \$275,000 to construct five additional for-sale homes (to add to the 12 homes previously constructed and sold in the neighborhood)(original commitment \$1,900,000; total final project cost \$995,000).

WHEREAS, staff has reviewed and determined that these expenditures are consistent with the original program goals, applications and funding commitments and will represent an end to the outstanding HCP program.

NOW, THEREFORE, be it resolved by the members of the Pennsylvania Housing Finance Agency on this 14th day of July, 2016, as follows:

Section 1. Staff is hereby authorized and directed to provide final disbursements and funding as outlined above for the two remaining HCP projects previously recaptured.

Section 2. This resolution shall take effect immediately.

Pennsylvania Housing Finance Agency
Memorandum

July 14, 2016

To: Members of the Board
Pennsylvania Housing Finance Agency

From: Brian A. Hudson
Executive Director



Re: 2016 Pennsylvania Housing Affordability and Rehabilitation Enhancement Fund/Realty Transfer Tax (PHARE/RTT)

In November 2010, the Pennsylvania Housing Affordability and Rehabilitation Enhancement Program ("PHARE", Act 105 of 2010) established a state housing trust fund. The fund can be used for a variety of purposes, including: providing dwellings for rent or purchase to low and moderate-income individuals or families; increasing the availability or quality of housing for elderly persons and accessible housing for persons with disabilities; preventing and reducing homelessness; development and rehabilitation of distressed neighborhoods; mortgage or rental assistance including housing counseling, foreclosure prevention and refinancing products; or providing loans or grants to low and moderate income owner occupants for repairs or improvements of their homes.

Funding allocated to projects may be used for predevelopment activities, acquisition of property, site preparation and construction, reconstruction and repair of existing structures, improvements and infrastructure. Funds may be used as a set aside for matching funds for counties that have established optional county affordable housing funds under 53 Pa. C.S. Ch. 60 (known as Act 137 "local trust funds").

In November 2015, Governor Wolf signed Act 58 of 2015 into law providing revenue from the Realty Transfer Tax (RTT) to the Pennsylvania Housing Affordability and Rehabilitation Enhancement Fund. These additional funds will expand the PHARE program to all 67 counties of the Commonwealth.

PHARE will receive an allocation of funds based on a formula using the 2014 year as a base. The formula makes revenue available to the fund equal to the lesser of forty percent (40%) of the difference between the total dollar amount of the Realty Transfer Tax imposed under section 1102-C of the Tax Reform Code of 1971 collected for the prior fiscal year and the total amount of RTT estimated for the fiscal year beginning July 1, 2014. The allocation to the fund will be capped at \$25 million annually. The Department of Revenue will certify the final figures on July 31st of each year. The Agency will publish an Amendment to the 2016 PHARE Plan and take public comment for the required 45 days.

PHARE/RTT funds will be provided to projects across the Commonwealth that adhere to local planning/zoning ordinances and include significant leveraging of local, state and national public/private, nonprofit and for-profit funds while addressing the underserved and unmet housing needs of individuals and families. Projects/programs will be expected to show the ability to be implemented rapidly as part of a larger local/county/regional housing, community development strategy.

Funding will be granted to programs/projects with priority given to those that affirmatively further fair housing and have all funds committed necessary to address the unmet housing needs of targeted communities/neighborhoods including veterans, persons with disabilities, families and youth. The Agency will seek to also prioritize projects/programs which embrace innovative approaches to community development issues and address the issue of blighted/abandoned property impacting communities including strategies for housing/redevelopment such as acquisition, demolition and rehabilitation. Preference may also be given to programs which create new opportunities for affordable homeownership including those that provide closing cost/down payment assistance, financial education/counseling or other forms of assistance to potential first-time homebuyers.

Applicants eligible to receive PHARE/RTT funds include units of local government (counties, cities, boroughs, townships, town and home rule municipalities), nonprofit organizations, for-profit corporations, and economic, community, and housing developments corporations.

The Request for Proposals (RFP) is expected to be opened in Fall, 2016 with applications due in late-Fall. Funding recommendations will be presented to the Board in March, 2017. Future RFPs may follow a different timeline depending on PHARE Plan revisions.

Amendment to 2016 PHARE Plan
***Pennsylvania Housing Affordability and Rehabilitation
Enhancement Fund/Realty Transfer Tax (PHARE/RTT)
(Act 58 of 2015)***

In November 2015, Governor Wolf signed Act 58 of 2015, which, in part, directs certain Realty Transfer Tax (RTT) receipts to the Pennsylvania Housing Affordability and Rehabilitation Enhancement Fund (PHARE, Act 105 of 2010). This new revenue source will expand the PHARE program to all 67 counties of the Commonwealth.

Under Act 58 (PHARE/RTT), PHFA's PHARE program will receive an allocation of funds based on a formula using the 2014 year as a base. (The annual amount available for the PHARE program will be equal to the lesser of forty percent (40%) of the difference between the total dollar amount of the Realty Transfer Tax imposed under section 1102-C of the Tax Reform Code of 1971 collected for the prior fiscal year and the total amount of RTT estimated for the fiscal year beginning July 1, 2014.) The PHARE/RTT fund will be capped at \$25 million annually. Funding allocations and reporting will be completed in accordance with PHARE (Act 105) legislative requirements.

Purpose

The PHARE/RTT Program will provide funds to projects/programs providing sustainable and comprehensive solutions to address housing and community development needs across the Commonwealth.

PHARE/RTT Priorities for Funding

These funds will be directed to address clearly articulated needs in communities based on the following priorities;

- 1) Preservation of the current stock of rental housing or the development/creation of new affordable rental housing to address unmet local need. This includes increased funding for the elderly in danger of losing their homes and rental assistance to help families remain in their residence.
- 2) Funding for projects/programs to address ongoing housing needs for reducing homelessness, including specific and targeted vulnerable populations (veterans, persons with disabilities, the re-entry population, families and youth).
- 3) Funding for comprehensive housing and redevelopment efforts that address blighted and abandoned properties impacting concerted community revitalization efforts, supported by clearly articulated community plans. This could include a variety of housing/redevelopment strategies such as acquisition, demolition, rehabilitation, site remediation, and other efforts.
- 4) Creating new opportunities for affordable homeownership. This may include closing cost/ down payment assistance, financial education/counseling or other forms of assistance to potential first-time homebuyers.

- 5) Other efforts that address unmet housing and community development needs. This could include projects and programs to assist persons living in manufactured communities, homeowners to remain in their homes through renovation/mortgage/utilities or other forms of housing services and assistance, addressing environmental conditions such as lead paint abatement, and emergency temporary housing needs resulting from disasters.

Priorities for Selection

PHARE/RTT (Act 58) awards will be directed to projects and programs based on the following criteria for selection:

- Projects/programs which are able to show significant leveraging of other funds (local, state and federal, public and private) to ensure maximum impact.
- Projects/programs that have all funding committed and can move rapidly to implementation and utilization.
- Projects/programs that embrace, partner with, and/or are incorporated into a larger local, county, or regional housing development plan.
- Projects/programs that satisfy local planning/zoning ordinances.
- Projects/programs that affirmatively further fair housing.
- Funding for rental housing projects (5 or more units) will adhere to PHFA's Development processes.
- Projects/programs that are specifically designed to address a clearly articulated need in a community or specific population.
- Projects/programs that embrace innovative approaches to statewide housing and community development issues address underserved and unmet housing needs across the Commonwealth and otherwise meet overall agency goals for tackling community redevelopment.

Application Process

In accordance with the PHARE program, the Agency will develop and publish a Request for Proposals (RFP) in the Fall, 2016 with applications due in late-Fall. It is expected that PHFA's Board will be presented with recommendations for funding in March, 2017. Future RFPs may follow a different timeline depending on anticipated PHARE Plan revisions.

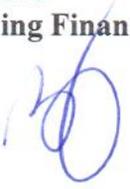
Applicants eligible to receive PHARE/RTT funds include units of local government (counties, cities, boroughs, townships, town and home rule municipalities), nonprofit and for-profit entities, and economic, community, and housing developments organizations in all 67 counties of the Commonwealth. All applicants are expected to satisfy the affordability requirements of the PHARE program and commit to a long term sustainable program to maintain affordability (which may be documented with restrictive covenants or other program documents), applicants must abide by prevailing wage where applicable, applicants must include documentation showing support from local public officials providing evidence that funds will be implemented as part of a sustainable, comprehensive community development effort. All funds will have expenditure deadlines and approved programs/projects must be commenced within one year of funding reward.

Additional requirements for application submission will be outlined in the annual RFP.

Date: July 7, 2016

Subject: PHFA Administration of
National Housing Trust Fund – FY 2016

To: Members of the Board
Pennsylvania Housing Finance Agency

From: Brian Hudson
Executive Director 

In May 2016, the Agency published an Action Plan for public comment which outlined PHFA's administration of funds being made available through the National Housing Trust Fund ("HTF"). As a reminder, the HTF was enacted as part of the Housing and Economic Recovery Act of 2008 ("HERA") to provide resources to develop, preserve and rehabilitate housing for very low income and extremely low income households. Funding for HTF is derived from Fannie Mae and Freddie Mac earnings. On January 30, 2015, the United States Department of Housing and Urban Development ("HUD") published interim guidance implementing the HTF including the administration of funds for eligible purposes (24 CFR Part 93.) On May 5, 2016, HUD issued a Notice of Fiscal Year 2016 Funding Awards. For FY 2016, Pennsylvania will receive \$3,862,285.

PHFA is the Commonwealth entity designated to administer the HTF pursuant to the Pennsylvania Housing and Rehabilitation Enhancement Program ("PHARE"). PHFA must publish and adopt an Action Plan to govern the administration of the HTF. This Action Plan must be disseminated in accordance with the parameters of the state PHARE process and must be incorporated into the DCED annual Consolidated Plan and Action Plan for 2016. PHFA published the Action Plan and DCED issued a Notice of a Substantial Amendment to the 2014-2018 Consolidated Plan and 2016 Action Plan covering the distribution of HTF funds for public comment on May 18, 2016. A public hearing was held on June 9, 2016.

As outlined in the attached Action Plan, in accordance with the requirements of the HTF, PHFA plans to target the available HTF funds to Extremely Low Income ("ELI") households in qualified rental housing. For 2016, we intend to offer these funds to developments which currently hold an award of Low Income Housing Tax Credits or other federal funding that increase the number of units set aside for ELI tenants (at or below 30% of area median income) in the proposal.

The final Action Plan will be submitted to HUD along with the DCED Substantial Amendment in August and we anticipate that applications for HTF funding will be accepted in the fall.

We are seeking your approval of the final Action Plan.

**NATIONAL HOUSING TRUST FUND ("HTF")
24 CFR PART 93
PHFA 2016 HTF ACTION PLAN**

The National Housing Trust Fund ("HTF") was enacted as part of the Housing and Economic Recovery Act of 2008 ("HERA") to provide resources to develop, preserve and rehabilitate housing for very low income and extremely low income households. Funding for the HTF is derived from Fannie Mae and Freddie Mac earnings. On January 30, 2015, the United States Department of Housing and Urban Development ("HUD") published interim guidance implementing the HTF including the administration of funds for eligible purposes as set forth in 24 CFR Part 93. On May 5, 2016, HUD issued a Notice of Fiscal Year 2016 Funding Awards. **For FY 2016, Pennsylvania will receive \$3,862,285.**

The Pennsylvania Housing Finance Agency ("PHFA") is the entity designated by law for the administration of the HTF in the Commonwealth of Pennsylvania (the "Commonwealth") pursuant to Act 105 of 2010, (the "Pennsylvania Housing and Rehabilitation Enhancement Program" or "PHARE"). Act 105 of 2010 establishes that all allocations distributed to and received by the Commonwealth pursuant to the HTF shall be administered consistent with PHARE and applicable federal law.

Additionally, the Department of Community and Economic Development ("DCED") prepares a Consolidated Plan every five years, and an annual Action Plan which sets forth the priorities and process for allocation of certain federal community development programs, including but not limited to, the Community Development Block Grant, Home Investment Partnerships Program, Emergency Solutions Grant, and Housing for Persons with AIDS.

In accordance with 24 CFR Section 91.220, PHFA must publish and adopt an Action Plan to govern the administration of the HTF. This Action Plan will be disseminated in accordance with the parameters of the state PHARE process and will be incorporated into the DCED Consolidated Plan and Action Plan (the "DCED Plans") for administration of federal funds.

Description of the Distribution of HTF Funds:

Rental Housing - PHFA will distribute at least 80% of the available HTF funds for use in qualified rental housing. Funds will be available for qualified projects being constructed or rehabilitated. Up to one third of the total amount of the HTF may be used to support operating costs.

For 2016, PHFA expects to provide funding to rental housing properties which are also supported through the federal Low Income Housing Tax Credit Program ("Tax Credit") and/or other federal funding sources. PHFA will follow many of the priorities and preferences set forth in the Tax Credit Allocation Plan for allocation of HTF resources for those properties that meet the eligibility criteria of 24 CFR Part 93.

Homebuyer Projects – In future funding years, PHFA may reserve up to 10% of the HTF funds to support homebuyer activities, including manufactured housing, in accordance with all requirements of 24 CFR Parts 91 and 93. In addition to property standards and household eligibility requirements, if PHFA proceeds with this program after public comments are received,

PHFA will develop and submit to HUD for approval a resale and recapture plan for any assistance provided to extremely low income (“ELI”) homebuyers. Depending on the amount of assistance provided per unit, the resale and recapture provisions will be in place between 10-30 years and will be monitored by the Agency. Assistance under this program will be based on household need and may be targeted geographically to leverage local community resources.

It is expected that up to 10% percent of the annual HTF grant (and program income received, if any) will be applied to fund administrative costs of the program incurred by PHFA.

Application Requirements:

PHFA will announce the availability of HTF funds by publishing a notice on its website and by distribution of an email to PHFA's development community list. Priority may be given to applications for developments which have received Tax Credits, have not been placed in service and increase the number of units set aside for ELI tenants in the proposal. Furthermore, applicants are encouraged and preference may be given to developments which include the maximum amount of ELI units as may be financially feasible.

Criteria for Selection – Eligible Recipients Must Meet the Commonwealth Housing Needs and HTF Priorities:

PHFA has identified its priority housing needs and has developed the Tax Credit Allocation Plan to specifically address those needs. Preferences will be given to projects which best meet the Tax Credit Allocation Plan. Additionally, developments must meet the site and neighborhood standards set forth 24 CFR 93.150.

Applicants must meet the Tax Credit Allocation Plan, PHARE and all requirements set forth in 24 CFR 93.2 to be eligible for funding under the Action Plan. Developments must also meet the property standards set forth in the Tax Credit Allocation Plan and in 24 CFR 93.301.

Furthermore, PHFA will prioritize funding based on geographic distribution, applicant capacity, inclusion of project-based rental assistance in the financing plan, leveraging of non-federal resources, serving lower income and special needs populations, proximity to transit, readiness to proceed, energy efficiency, affirmatively furthering fair housing and sustainability of the development.

Developments must Target Extremely Low-Income Tenants:

Qualified developments must be affordable to tenants whose incomes do not exceed 30% of the federal poverty line or 30% of the income of a family whose annual income equals 30% of the median area income for the area, as determined by HUD with adjustment for bedroom size.

Selected developments must follow tenant protection and selection procedures set forth in 24 CFR 93.303.

Maximum Development Subsidy Limit for Rental Housing Assisted with HTF Funds:

The Tax Credit Allocation Plan sets forth certain limitations on cost of developments receiving PHFA resources. Furthermore, PHFA has evaluated current costs of affordable housing units and local market conditions throughout the Commonwealth and the maximum per unit development award is aligned with Pennsylvania’s HOME program limits and are based on unit type:

0 BR	1BR	2BR	3BR	4BR
\$140,107	\$160,615	\$195,305	\$252,662	\$277,344

In 2016, PHFA anticipates providing HTF funds to approximately four developments or assisting 25 rental housing units among several properties throughout the Commonwealth based upon applications received and availability of resources.

Distribution of HTF funds through Applications from Eligible Recipients:

PHFA will select applicants submitted by eligible recipients as set forth in the Tax Credit Allocation Plan and 24 CFR 93.2. PHFA will not fund subgrantees.

Priority for Developments which include Project Based Rental Assistance for Extremely Low Income Families:

All developments will be evaluated based on the commitment of project based rental housing assistance as part of the overall funding. Projects will be evaluated for committed resources in the form of internal rent subsidy funding to support developments housing extremely low income tenants and other programs designed to provide direct assistance to targeted income eligible households.

Ability to Obligate HTF funds and Undertake Eligible Activities in a Timely Manner:

All projects will be reviewed to determine their ability to proceed. This review includes environmental clearances, local zoning process review, identification and commitment of all necessary financing to support the development budget, corporate authorization and formal action by governmental authorities. PHFA will determine ability to proceed and will prioritize funding for applicants who demonstrate commitments and financial feasibility and a timeframe consistent with timely completion of the development and meet HTF commitment and expenditure deadlines.

Affordability Period:

Projects supported with HTF funds will be required to enter into restrictive covenant agreements pledging to maintain the units assisted in the program for a 30 year period. This restrictive covenant agreement will be recorded in the real estate records of the county where the property is located. PHFA will monitor the projects for compliance through the affordability period.

Eligible Activities, Project Costs and Other Federal Requirements:

Eligible activities and project costs for new construction, substantial rehabilitation and preservation of qualified rental housing projects are set forth in 24 CFR Parts 93.200, 93.201 and 93.301 and shall be consistent with the activities, costs and standards set forth in the 2016 PHFA Multifamily Program Guidelines (which may be waived for developments consisting of less than 5 units). PHFA's construction standards for new construction and rehabilitation developments are available at www.phfa.org/mhp/technicalservices. Applications must specify the eligible activities to which HTF funds will be allocated which may include costs related to wiring the property for broadband infrastructure (re: HUD proposed rule dated May 18, 2016). Additionally, for rehabilitation developments of all projects with 26 or more total units, the useful life of systems must be determined through a capital needs assessment that determines the work to be performed and identifies the long-term physical needs of the project. If the remaining useful life of one or more major system is less than the applicable period of affordability, the systems(s) must be either included in the scope of work or a replacement reserve must be established and monthly deposits made to the reserve account to adequately repair or replace the systems as needed.

Further, selected developments must certify that housing units assisted with HTF will comply with HTF requirements, which include but are not limited to, nondiscrimination, fair housing, affirmative marketing, lead-based paint, environmental clearances, displacement and relocation.

All properties assisted with these funds will be required to enter into a covenant agreement which outlines all federal program requirements applicable to the NHT funds and allows Agency enforcement of all program provisions.

Pennsylvania Housing Finance Agency
Memorandum

Date: July 5, 2016

To: Members of
Pennsylvania Housing Finance Agency

From: Brian A. Hudson,
Executive Director & CEO



Re: Pennsylvania Housing Finance Agency
Single Family Mortgage Revenue Bonds,
Series 2016-121 and Series 2016-122

The Agency successfully sold its Single Family Mortgage Revenue Bonds, Series 2016-120 and will close this transaction later this month. Through this issuance, the Agency was able to refund certain of its outstanding bonds and achieve cost savings to support \$60M in new thirty year mortgages with interest rates of 3.25%.

Conditions in the bond market remain very attractive for refunding higher coupon debt and achieving savings. The Agency is currently exploring several other refundings to achieve cost savings to help lower interest rates on new mortgage loans. The attractive market may also enable financing structures that minimize tax compliance burdens in the overall financing program and may allow us to further reduce the amount of debt currently outstanding in the New Issue Bond Program with the United States Treasury.

Accordingly, we have already begun to structure the next transaction and expect to sell Series 2016-121 bonds before the September meeting. We are seeking to increase the size of the Series 2016-121 transaction to an amount not to exceed \$375,000,000. A new Series 2016-121 resolution is attached.

While market conditions continue to be advantageous, we are seeking authorization for the Series 2016-122 transaction as well so we can proceed apace as appropriate. In addition, the attached resolution authorizes staff to work on the Series 2016-122 transaction, also at a maximum principal amount of \$375,000,000.

RESOLUTION OF THE MEMBERS OF THE PENNSYLVANIA HOUSING
FINANCE AGENCY AUTHORIZING THE ISSUANCE OF
SINGLE FAMILY MORTGAGE REVENUE BONDS,
SERIES 2016-121

WHEREAS, pursuant to the Housing Finance Agency Law, 35 P.S. Section 1680.101 et seq., "the Agency has the power...as authorized from time to time by resolution of the members and subject to the written approval of the Governor to issue its negotiable bonds...and notes in such principal amount as... shall be necessary to provide sufficient funds for achieving its corporate purposes...at such price or prices as the Agency shall determine..."; and

WHEREAS, the Agency has determined to issue its Single Family Mortgage Revenue Bonds, Series 2016-121 in accordance with a Series Resolution to be attached hereto and made a part hereof; and

WHEREAS, pursuant to a resolution of the Agency adopted June 13, 1991 and entitled "RESOLUTION OF THE PENNSYLVANIA HOUSING FINANCE AGENCY DELEGATING TO THE FINANCE COMMITTEE CERTAIN SPECIFIC AUTHORITY RELATING TO AGENCY BOND ISSUES," the Agency has determined to delegate to the Finance Committee of the Board of the Agency, within the perimeters established herein, the authorization to negotiate the final terms of such series of bonds.

NOW, THEREFORE, be it resolved by the members of the Pennsylvania Housing Finance Agency on this 14th day of July, 2016 as follows:

Section 1. Adoption of the Series 2016-121 Resolution. The Series Resolution authorizing the issuance of the Agency's Single Family Mortgage Revenue Bonds, Series 2016-121 (the "Bonds") is hereby incorporated herein by reference and is adopted by the Agency.

Section 2. Delegation of Authorization to Negotiate Final Terms. (a) Subject to the provisions of this Section 2, the Finance Committee is hereby authorized and directed to negotiate, prepare or accept, execute, deliver and distribute, for and on behalf of the Agency and in the name thereof, a contract of purchase and/or agreement and memorandum of understanding, which outlines terms of final pricing, interest rates, tender and redemption provisions, bond maturities, payment of associated costs of issuance appropriate for the financing (including reasonable compensation for applicable structuring and fees related thereto), and such documents as may be necessary for the transaction, including offering and disclosure documents, an indenture and all other documents relating to the issuance of and investment mechanisms relating to the Bonds and related securities, which may include taxable, variable rate or fixed rate notes. At the time such final terms have been negotiated on behalf of the Agency, such final terms shall be incorporated into the Series 2016-121 Resolution, which, with such final terms so incorporated, shall constitute the Series Resolution of the Agency authorizing the issuance of the Bonds.

(b) The final terms of the Series 2016-121 Bonds shall be as negotiated by the Finance Committee, provided, however, as follows: (i) the principal amount of the Series 2016-121 Bonds shall not exceed \$375,000,000, (ii) the final maturity of the Series 2016-121 Bonds shall be no later than 2048, and (iii) the initial interest rate or rates on the Series 2016-121 Bonds shall be a rate or rates resulting in a net interest cost no higher than 8% per annum.

Section 3. The Executive Director, Deputy Executive Director and Chief Counsel or Director of Finance is authorized to enter into one or more guaranteed investment contracts, escrow deposit agreements or other investment instruments relating to the Bonds, to take all necessary actions and to make any necessary and appropriate amendments or adjustments to all or a relevant portion of any bonds issued under the Indenture and to secure substitute facilities and remarketing agreements for any of the Agency's outstanding variable rate demand obligations.

Section 4. This Resolution shall take effect immediately.

RESOLUTION OF THE MEMBERS OF THE PENNSYLVANIA HOUSING
FINANCE AGENCY AUTHORIZING THE ISSUANCE OF
SINGLE FAMILY MORTGAGE REVENUE BONDS,
SERIES 2016-122

WHEREAS, pursuant to the Housing Finance Agency Law, 35 P.S. Section 1680.101 et seq., "the Agency has the power...as authorized from time to time by resolution of the members and subject to the written approval of the Governor to issue its negotiable bonds...and notes in such principal amount as... shall be necessary to provide sufficient funds for achieving its corporate purposes...at such price or prices as the Agency shall determine..."; and

WHEREAS, the Agency has determined to issue its Single Family Mortgage Revenue Bonds, Series 2016-122 in accordance with a Series Resolution to be attached hereto and made a part hereof; and

WHEREAS, pursuant to a resolution of the Agency adopted June 13, 1991 and entitled "RESOLUTION OF THE PENNSYLVANIA HOUSING FINANCE AGENCY DELEGATING TO THE FINANCE COMMITTEE CERTAIN SPECIFIC AUTHORITY RELATING TO AGENCY BOND ISSUES," the Agency has determined to delegate to the Finance Committee of the Board of the Agency, within the perimeters established herein, the authorization to negotiate the final terms of such series of bonds.

NOW, THEREFORE, be it resolved by the members of the Pennsylvania Housing Finance Agency on this 14th day of July, 2016 as follows:

Section 1. Adoption of the Series 2016-122 Resolution. The Series Resolution authorizing the issuance of the Agency's Single Family Mortgage Revenue Bonds, Series 2016-122 (the "Bonds") is hereby incorporated herein by reference and is adopted by the Agency.

Section 2. Delegation of Authorization to Negotiate Final Terms. (a) Subject to the provisions of this Section 2, the Finance Committee is hereby authorized and directed to negotiate, prepare or accept, execute, deliver and distribute, for and on behalf of the Agency and in the name thereof, a contract of purchase and/or agreement and memorandum of understanding, which outlines terms of final pricing, interest rates, tender and redemption provisions, bond maturities, payment of associated costs of issuance appropriate for the financing (including reasonable compensation for applicable structuring and fees related thereto), and such documents as may be necessary for the transaction, including offering and disclosure documents, an indenture and all other documents relating to the issuance of and investment mechanisms relating to the Bonds and related securities, which may include taxable, variable rate or fixed rate notes. At the time such final terms have been negotiated on behalf of the Agency, such final terms shall be incorporated into the Series 2016-122 Resolution, which, with such final terms so incorporated, shall constitute the Series Resolution of the Agency authorizing the issuance of the Bonds.

(b) The final terms of the Series 2016-122 Bonds shall be as negotiated by the Finance Committee, provided, however, as follows: (i) the principal amount of the Series 2016-122 Bonds shall not exceed \$375,000,000, (ii) the final maturity of the Series 2016-122 Bonds shall be no later than 2048, and (iii) the initial interest rate or rates on the Series 2016-122 Bonds shall be a rate or rates resulting in a net interest cost no higher than 8% per annum.

Section 3. The Executive Director, Deputy Executive Director and Chief Counsel or Director of Finance is authorized to enter into one or more guaranteed investment contracts, escrow deposit agreements or other investment instruments relating to the Bonds, to take all necessary actions and to make any necessary and appropriate amendments or adjustments to all or a relevant portion of any bonds issued under the Indenture and to secure substitute facilities and remarketing agreements for any of the Agency's outstanding variable rate demand obligations.

Section 4. This Resolution shall take effect immediately.

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 1			
Bucks			
Bensalem			
ANDALUSIA SENIOR HOUSING O-0530	36	94%	12/18/1997
BENSALEM PRESBYTERIAN APTS O-0631	53	98%	01/05/2001
SOMERTON COURT SENIOR O-1233	60	98%	05/01/2013
Bristol			
SILVERLAKE PLAZA O-0042	15	93%	12/30/1991
Morrisville			
ROBERT MORRIS APARTMENTS O-0002	39	100%	08/01/1989
TOWPATH HOUSE APARTMENTS O-0337	17	100%	12/09/1994
COLEMAN COURT TOWNHOMES O-0672	5	100%	09/25/2001
Sellersville			
SELLERSVILLE COURT O-0900	20	100%	10/13/2006
PENN VILLA N-0051	23	N/A	06/01/2011
Chester			
Coatesville			
REGENCY PARK R-0547	125	98%	11/24/1980
WC ATKINSON O-0038	18	94%	12/02/1993
ELMWOOD GARDEN APARTMENTS O-0945	60	97%	03/27/2007
BRANDYWINE HEALTH & HOUSING O-1023	24	96%	03/24/2008
ROYMAR HALL APARTMENTS N-0042	24	100%	12/01/2010
Elverson			
HOPEWELL VILLAGE O-1127	71	99%	03/28/2011
Exton			
EAGLEVIEW SENIOR APARTMENTS O-0567	49	100%	04/09/1999
Kennett Square			
CEDAR WOODS APTS O-0747	75	99%	10/23/2002
Oxford			
OXFORD O-0298	22	91%	10/07/1994
OXFORD VILLAGE O-0613	50	96%	10/01/1999

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 1			
Chester			
Parkesburg			
PARKESBURG SCHOOL O-0370	35	N/A	10/27/1995
Phoenixville			
LIBERTY HOUSE O-0374	48	98%	10/29/1996
FRENCH CREEK MANOR O-0811	70	99%	10/31/2004
West Chester			
HICKMAN EXPANSION N-0038	60	98%	12/23/2010
Delaware			
Boothwyn			
PARK VIEW AT NAAMAN CREEK O-0532	79	100%	03/27/1998
Chester			
ROBERT H STINSON TOWER R-0322	150	100%	07/15/1978
WELLINGTON RIDGE II O-0716	54	100%	04/24/2002
PENTECOSTAL SQUARE O-1111	69	100%	06/05/2010
EDGEMONT SENIOR APARTMENTS N-0017	87	N/A	09/14/2010
DELAWARE COUNTY FAIRGROUNDS II O-1166	71	97%	10/27/2010
Glen Mills			
CONCORD POINTE O-0610	64	98%	07/05/2001
Lansdowne			
SIMPSON GARDENS O-0794	41	98%	06/07/2004
Sharon Hill			
SHARON HILL COMMONS O-0739	51	94%	05/30/2003
Montgomery			
Ambler			
AMBLER MANOR APARTMENTS O-0663	60	100%	12/14/2001
Collegeville			
STEPHANIE LANE O-0227	17	N/A	04/29/1994
Elkins Park			
PARK VIEW AT CHELTENHAM O-0894	74	100%	08/18/2006
509 ASHBOURNE ROAD N-0048	84	98%	10/28/2011

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 1			
Montgomery			
Harleysville			
PARK VIEW AT OAK CREST O-0632	99	100%	05/15/2001
Hatfield			
DERSTINE RUN N-0059	59	100%	06/10/2011
Lansdale			
OAKWOOD GARDENS R-0622	48	98%	03/24/1980
DOCK VILLAGE R-0476	100	98%	04/03/1981
SCHWENCKFELD MEWS O-1013	63	100%	08/01/2008
Limerick			
LIMERICK GREEN O-0600	80	99%	04/28/2000
Norristown			
RITTENHOUSE SCHOOL O-0325	48	96%	12/31/1996
Pennsburg			
PENNSBURG COMMONS O-0576	50	98%	09/06/2000
Pottstown			
JEFFERSON APARTMENTS O-0759	46	96%	05/25/2003
Red Hill			
VILLAS AT RED HILL O-0718	67	100%	06/25/2003
Royersford			
FREEDOM HOUSE O-0701	18	N/A	03/20/2002
Sanatoga			
ROLLING HILLS R-0061	232	100%	01/01/1976
Philadelphia			
Philadelphia			
REGENT STREET APARTMENTS I-0036	80	N/A	12/06/1988
PHILADELPHIA MR PROJECT O-0064	136	N/A	01/31/1990
FRANCISVILLE/RAINBOW PROJECT H-0038	20	100%	09/27/1990
VON LOUHR APARTMENTS H-0029	25	N/A	11/21/1990
ENON-TOLAND NEWHALL MANOR O-0147	26	N/A	11/26/1990
ENDOW-A-HOME PHASE I R-2005	1	N/A	06/14/1991

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 1			
Philadelphia			
Philadelphia			
DOROTHY LOVELL H-0002	24	92%	10/04/1991
ONE APM PLAZA O-0071	24	88%	11/26/1991
ALLEGHENY O-0135	60	100%	11/27/1991
DIAMOND ST APTS PHASE II O-0103	6	N/A	12/06/1991
WEST DIAMOND ST O-0077	15	N/A	12/06/1991
ALLEGHENY WEST O-0151	41	98%	12/13/1991
OGONTZ HALL O-0116	25	N/A	02/27/1992
ENDOW-A-HOME PHASE II R-2006	18	N/A	07/16/1992
SOMERSET APARTMENTS O-0172	24	N/A	10/05/1992
VILLAS DE HACE O-0179	24	100%	10/16/1992
FRANCISVILLE III O-0203	21	100%	11/20/1992
GREEN STREET O-0124	14	93%	11/25/1992
WESTMINSTER APARTMENTS O-0193	43	N/A	01/29/1993
HOPE HAVEN O-0267	10	N/A	10/07/1993
TURNING POINT O-0268	6	N/A	12/22/1993
ALLEGHENY WEST II O-0261	45	98%	12/22/1993
NORRIS STREET O-0244	21	100%	12/29/1993
MANSION COURT O-0236	30	50%	01/07/1994
KAIROS HOUSE O-0266	36	N/A	07/12/1994
JARDINES DE BORINQUEN O-0324	45	96%	09/16/1994
MODEL CITIES 6 O-0276	71	99%	10/12/1994
SARAH ALLEN HOMES O-0353	36	81%	11/30/1994
GRAYS FERRY O-0303	70	99%	12/06/1994

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 1			
Philadelphia			
Philadelphia			
VILLANUEVA TOWNHOUSES O-0305	30	N/A	12/23/1994
TASKER VILLAGE O-0280	28	96%	06/06/1995
OGONTZ III O-0359	15	N/A	07/14/1995
DIAMOND ST APTS PHASE III O-0395	28	N/A	03/01/1996
HOPE HAVEN II O-0387	10	N/A	03/28/1996
1515 FAIRMOUNT APARTMENTS O-0132	48	N/A	06/12/1996
IMANI HOMES O-0379	23	N/A	07/31/1996
JARDINES DE BORINQUEN II O-0414	45	N/A	08/29/1996
PCAH/HADDINGTON DEVELOPMENT O-0400	21	95%	04/04/1997
SOUTH 55TH STREET APARTMENTS O-0304	20	100%	06/13/1997
JAMESON COURT APARTMENTS O-0476	71	97%	07/15/1997
CECIL B MOORE VILLAGE O-0527	34	97%	10/10/1997
SARAH ALLEN PHASE IV O-0441	40	93%	02/02/1998
EASTWICK SECTION 811 HOUSING O-0588	24	N/A	12/11/1998
SIXTH & BERKS STREET O-0570	26	88%	06/17/1999
REED HOUSE O-0580	66	82%	07/15/1999
UNIVERSAL COURTS I O-0590	21	100%	10/19/1999
TAINO GARDENS O-0607	42	100%	12/14/1999
GUILD HOUSE WEST TWO O-0611	55	N/A	08/29/2000
SHARSWOOD APARTMENTS O-0614	70	97%	12/13/2000
KINGS HIGHWAY PHASE II O-0615	31	90%	03/05/2001
ROWAN HOMES I O-0565	8	100%	10/18/2001
FRANCISVILLE VILLAGE O-0673	42	100%	02/28/2002

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 1			
Philadelphia			
Philadelphia			
RAYMOND ROSEN APARTMENT L-2000	152	N/A	04/24/2002
INGLIS GARDENS AT EASTWICK II O-0725	18	N/A	06/07/2002
INTERIM HOUSE WEST O-0726	20	100%	10/14/2002
CENTER IN THE PARK SR HOUSING O-0713	70	97%	11/27/2002
BETHESDA AT SPRUCE STREET O-0729	16	100%	01/13/2003
ST IGNATIUS SENIOR HOUSING O-0755	67	99%	12/02/2003
MARTIN LUTHER KING HOPE VI II O-0715	46	98%	02/27/2004
MONUMENT MEWS O-0778	60	97%	09/21/2004
ANTHONY WAYNE SR HSG PH I O-0768	39	97%	12/27/2004
KATES PLACE O-0773	144	92%	02/08/2005
NEW COVENANT SENIOR HOUSING O-0769	56	98%	03/09/2005
CORAL STREET ARTS HOUSE O-0808	27	100%	10/01/2005
SUSQUEHANNA VILLAGE O-0904	53	100%	12/08/2006
SHARSWOOD TOWNHOMES PHASE II O-0891	59	100%	12/29/2006
CLOISTERS III O-0923	50	100%	02/01/2007
MARSHALL SHEPARD VILLAGE N-0009	80	N/A	11/29/2007
INGLIS APARTMENTS AT ELMWOOD O-0957	40	100%	12/21/2007
FREEDOM VILLAGE O-0867	16	94%	01/31/2008
ST ELIZABETHS RECOVERY RESIDNC O-0985	24	71%	10/31/2008
MARTHA A LANG SR CYBER VILLAGE O-1025	56	95%	12/23/2008
EVELYN SANDERS TOWNHOUSES PH I O-1053	40	93%	05/29/2009
SPRING GARDEN COMM REVTLZTN II O-1082	57	100%	06/22/2009
PENSDALE II O-1089	38	100%	12/08/2009

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 1			
Philadelphia			
Philadelphia			
WPRE N-0022	20	N/A	04/07/2010
HANCOCK MANOR O-1154	45	100%	05/31/2010
DIAMOND STREET INITIATIVE O-1115	49	98%	07/15/2010
FRANCISVILLE EAST N-0029	44	98%	08/24/2010
HELP PHILADELPHIA N-0040	63	92%	11/22/2010
ST JOHN THE EVANGELIST HOUSE O-1106	79	99%	12/14/2010
JANNIE'S PLACE N-0052	29	86%	01/07/2011
EVELYN SANDERS TOWNHOUSE PH II N-0045	31	94%	01/28/2011
TEMPLE I NORTH 16TH STREET N-0044	58	91%	02/14/2011
PRESSER SENIOR APARTMENTS N-0043	45	100%	03/09/2011
TEMPLE II N GRATZ N-0066	40	98%	05/25/2011
MANTUA PHASE II N-0050	51	100%	07/15/2011
NEW COURTLAND APT @ CLIVEDEN N-0046	62	97%	08/03/2011
NICETOWN COURT N-0061	37	97%	11/30/2011
VON LOUHR II O-1215	24	92%	11/30/2011
VILLANUEVA TOWNHOUSE O-1262	77	95%	05/08/2012
WESTMINSTER SENIOR APARTMENTS O-1253	41	90%	04/13/2013
MPB SCHOOL APARTMENTS O-1277	28	93%	08/01/2013
Region: 2			
Berks			
Fleetwood			
FLEETWOOD SENIOR HOUSING O-0316	33	100%	12/22/1994
Hamburg			
KNITTING MILL ON PEACH ALLEY O-1002	27	100%	09/24/2008
Leesport			
SOUTHGATE AT WEST RIDGE O-0748	45	100%	01/17/2003

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 2			
Berks			
Reading			
BNAI BRITH HOUSE OF READING R-0072	170	93%	06/13/1978
RIVER OAK APARTMENTS O-0021	72	100%	01/24/1990
PENNS COMMONS COURT O-0029	46	N/A	10/24/1991
JOHN F LUTZ APARTMENTS O-0388	39	97%	07/17/1996
EMMA LAZARUS PLACE O-0572	10	70%	11/12/1998
PENNS CROSSING O-0717	51	100%	04/30/2003
Womelsdorf			
HENNER APARTMENTS O-0956	27	100%	08/27/2007
Bradford			
Sayre			
HOPKINS COMMONS O-0431	11	91%	05/03/1996
HOPKINS COMMONS PHASE II O-0556	15	100%	11/05/1998
WILBUR O-0636	30	93%	07/10/2002
Towanda			
OAK RIDGE TOWNHOUSES O-1055	40	100%	12/31/2008
TOWANDA TERRACE O-1287	38	42%	12/31/2015
Carbon			
Jim Thorpe			
LEHIGH COAL & NAVIGATION BLDG. R-0434	27	100%	01/04/1979
Lehighton			
GYPSY HILL GARDENS R-0456	70	99%	10/01/1980
Lackawanna			
Jessup			
JESSUP SENIOR HOUSING O-1003	21	86%	07/07/2008
ST MICHAELS ON THE HILL O-1280	31	100%	04/30/2016
Scranton			
CROSS APARTMENTS H-0012	6	100%	12/01/1989
UNITED NEIGHBORHOOD HOUSING O-0061	16	N/A	04/26/1990

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 2			
Lackawanna			
Scranton			
GOODWILL NEIGHBORHOOD RESIDENC O-0488	36	94%	02/28/1998
DUNMORE SENIOR HOUSING O-0640	60	92%	02/22/2002
HARRIET BEECHER STOWE O-1062	18	100%	12/04/2009
Lehigh			
Allentown			
SOUTH SIXTH STREET REHAB II R-0609	49	100%	12/15/1980
COLOR CLINIC H-0013	12	92%	03/30/1990
GORDON STREET APARTMENTS O-0080	20	100%	12/18/1991
HAMILTON ST (627) O-0100	30	100%	03/13/1992
TENTH STREET N-0001	23	96%	02/28/1994
ALLENTOWN NATIONAL BANK O-0858	63	95%	05/01/2006
HART RENTAL PHASE II N-0010	79	100%	06/01/2007
GREYSTONE APARTMENTS N-0033	24	96%	12/09/2010
Bethlehem			
MILL APARTMENTS O-0045	45	98%	12/31/1990
PARK VIEW AT BETHLEHEM O-0669	114	100%	05/08/2002
Catasauqua			
CATASAUQUA APARTMENTS O-0018	36	94%	09/28/1990
Emmaus			
RIDGE MANOR II D-0004	30	90%	11/01/1989
Luzerne			
Edwardsville			
EDWARDSVILLE VILLAGE R-0111	251	100%	07/11/1975
Exeter			
EXETER SNR CITIZENS HOUSING O-0067	46	93%	09/01/1991
Glen Lyon			
KEN POLLOCK APTS O-0105	40	N/A	05/14/1990

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 2			
Luzerne			
Hazleton			
HAZLEWOOD R-0182	99	97%	06/01/1978
THOMAS COURT O-0914	20	100%	12/28/2006
Nanticoke			
ST STANISLAUS APARTMENTS N-0032	30	90%	12/29/2010
Pittston			
ST GABRIEL APARTMENTS O-0775	16	94%	01/28/2005
Plymouth			
ST VINCENT APARTMENTS O-0895	19	95%	05/02/2006
West Pittston			
OLD SCHOOL ON LUZERNE (THE) N-0083	22	100%	12/31/2015
Wilkes Barre			
ST JOHN APARTMENTS O-0756	24	96%	06/17/2003
Monroe			
East Stroudsburg			
EAGLE VALLEY APTS O-0642	20	N/A	09/12/2000
IVY RIDGE O-1227	35	100%	05/31/2012
Mount Pocono			
BELMONT KNOLL O-0737	39	97%	04/09/2003
KNOB CREST O-0853	41	100%	09/27/2007
LIMEKILN MANOR O-1183	40	100%	08/05/2010
Stroudsburg			
WHITE STONE COMMONS N-0036	72	N/A	09/20/2011
Northampton			
Bangor			
BANGOR ELDERLY R-0499	100	98%	01/20/1981
Bethlehem			
338 WYANDOTTE APARTMENTS H-0008	7	100%	09/15/1989
ATLANTIC STREET APARTMENTS O-0097	22	N/A	12/27/1991
NORTHAMPTON COUNTY O-0407	5	N/A	07/29/1996

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 2			
Northampton			
Bethlehem			
MORAVIAN HOUSE III O-0569	50	100%	11/24/1999
FRED B ROONEY BUILDING O-1011	150	100%	01/31/2008
BETHLEHEM YMCA O-0982	35	94%	11/11/2008
VHDC AP54 O-1276	51	98%	07/01/2013
Easton			
EASTON SENIOR CITIZENS HOUSING R-0510	97	100%	05/01/1979
FERRY STREET APARTMENTS O-0039	10	100%	11/30/1990
SOUTH THIRD STREET APARTMENTS O-0143	22	95%	04/16/1993
DELAWARE TERRACE-FAMILY RENTAL N-0035	56	98%	01/18/2011
Nazareth			
BELVIDERE APARTMENTS D-0023	20	95%	09/06/1989
Northampton			
MAIN STREET APARTMENTS O-0028	23	87%	09/14/1990
1801 NEWPORT AVENUE APARTMENTS O-0136	34	100%	09/01/1992
Wind Gap			
WIND GAP MANOR O-0545	26	100%	12/15/1999
Pike			
Matamoras			
DELAWARE RUN O-0492	36	100%	07/17/1997
Schuylkill			
Mahanoy City			
MAHANoy ELDERLY HOUSING R-0439	124	98%	11/09/1979
Tamaqua			
BERWICK HOUSE O-0111	13	92%	08/31/1992
ABC TAMAQUA HI-RISE O-0690	117	97%	12/12/2000
401 HAZLE O-0968	14	100%	09/26/2007
420 EAST BROAD O-1201	12	100%	07/20/2012

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 2			
Susquehanna			
Friendsville			
CHOCONUT CREEK APARTMENTS O-1077	24	96%	12/15/2011
Hallstead			
HALLSTEAD ELDERLY HOUSING O-0063	40	N/A	06/07/1991
EMERSON SOUTHGATE APARTMENTS O-1192	24	100%	10/20/2010
Montrose			
MONTROSE SQUARE R-0468	80	99%	06/04/1979
MEADOWS AT TIFFANY PINES O-1274	40	93%	12/16/2014
Tioga			
Liberty			
LIBERTY COTTAGES O-1236	11	100%	03/20/2012
Tioga			
KENNER COURT SRO O-0506	11	100%	01/02/1997
Wellsboro			
WELLSBORO SENIOR HOUSING O-0679	11	100%	11/16/2001
GREENWOOD GARDENS O-1254	40	98%	08/30/2013
Wyoming			
Factoryville			
WINOLA VIEW O-0744	24	100%	03/07/2003
MATHEWSON PARK APARTMENTS O-0801	15	100%	01/27/2005
Mehoopany Village			
SCHOOLHOUSE HILL APTS O-1256	20	90%	06/08/2013
Region: 3			
Adams			
Arendtsville			
MOUNTAIN HOUSE H-0041	7	100%	08/25/1989
Gettysburg			
GETTYSBURG SCATTERED SITE O-0093	16	100%	05/12/1993
VILLAS AT GETTYSBURG O-0750	49	100%	02/12/2004
CEDARFIELD APARTMENTS O-0869	32	97%	02/24/2006

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 3			
Adams			
Gettysburg			
MISTY RIDGE TERRACE O-1122	46	98%	08/30/2010
FAHNESTOCK HOUSE O-1252	26	88%	08/09/2012
MISTY RIDGE TERRACE TWNHMS O-1281	50	100%	07/30/2015
New Oxford			
OLD FRIENDS AT NEW OXFORD O-0824	50	100%	12/29/2005
Cumberland			
Carlisle			
MIDDLESEX APARTMENTS E-0501	19	N/A	08/01/1995
STEVENS AFFORDABLE HOUSING O-0503	17	100%	11/19/1997
HISTORIC MOLLY PITCHER PH II N-0081	8	100%	11/16/2015
Enola			
ENOLA COMMONS SENIOR APTS O-0792	50	92%	07/01/2004
Mechanicsburg			
AMERICAN HOUSE O-0371	16	100%	09/30/1996
ROTH VILLAGE O-0546	61	100%	04/28/1998
SILVER SPRING COURTYARDS O-0648	55	95%	02/22/2001
SILVER SPRING GARDENS O-0791	59	93%	06/02/2004
GENEVA GREENS APARTMENTS O-0889	64	100%	05/30/2006
New Cumberland			
NEW CUMBERLAND SR HOUSING N-0027	10	90%	01/25/2011
Shippensburg			
NEW VISIONS - SHIPPENSBURG O-0549	10	100%	08/04/1998
Dauphin			
Elizabethville			
GREENFIELD ESTATES O-0297	24	38%	01/22/1997
Halifax			
FAIRVIEW ESTATES O-0294	6	83%	11/26/1996
Harrisburg			
PHEASANT HILL ESTATES R-0305	171	99%	07/27/1979

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 3			
Dauphin			
Harrisburg			
HILL CAFE H-0049	27	100%	12/28/1990
ECUMENICAL COMMUNITY PH I & II O-0493	192	98%	02/27/1997
ECUMENICAL COMMUNITY PHASE III O-0605	170	91%	03/29/2001
PHEASANT HILL ESTATE II O-0641	48	100%	05/24/2001
ABE CRAMER BNAI BRITH APTS O-0702	195	90%	08/29/2001
COURT AT WASHINGTON SQUARE O-1279	100	98%	11/27/2012
Hershey			
WILLOW RIDGE O-0596	60	98%	09/29/1999
Highspire			
HIGHSPIRE SCHOOL O-0191	42	N/A	10/23/1992
Middletown			
INTERFAITH APARTMENTS R-0163	125	99%	07/27/1979
SPRINGWOOD GLEN @ GEORGETOWN V O-0650	58	100%	08/02/2001
Millersburg			
HILLSIDE HEIGHTS O-0293	24	58%	02/07/1997
Steelton			
FELTON BUILDING APARTMENTS N-0064	83	94%	05/01/2012
Franklin			
Chambersburg			
FRANKLIN RESIDENCES O-0146	15	N/A	11/28/1990
ORCHARD RUN APARTMENTS O-0467	48	100%	10/03/1996
ORCHARD RUN II O-0510	40	100%	09/11/1997
COTTAGE GREEN O-0649	51	100%	12/04/2003
SUNSET TERRACE TOWNHOUSES O-0932	40	100%	08/28/2008
CHAMBERSBURG FAMILY TOWNHOMES N-0018	40	100%	05/31/2010
CHAMBERSBURG SENIOR HOUSING O-1109	32	100%	09/30/2010

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 3			
Franklin			
Shippensburg			
RAYSTOWN CROSSING O-1145	50	100%	02/10/2011
Waynesboro			
NEW VISIONS O-0445	10	80%	10/24/1996
VALLEY TOWNHOUSES O-0798	22	100%	11/30/2005
WAYNE GARDENS O-1282	40	98%	05/31/2015
Lancaster			
Ephrata			
FRANKLIN APARTMENTS O-0022	41	N/A	04/11/1990
Lancaster			
LANCASTER ARMS R-0780	73	100%	08/15/1983
KING THEATRE O-0043	43	N/A	10/22/1990
UMBRELLA WORKS O-0242	83	N/A	12/30/1993
GAUDENZIA VANTAGE II O-0815	5	60%	07/19/2005
GOLDEN TRIANGLE APARTMENTS O-0934	58	98%	12/07/2006
COUNTRY CLUB APARTMENTS O-1083	95	99%	11/01/2008
DIAL APARTMENTS O-0991	40	100%	12/10/2008
PARK AVENUE APARTMENTS N-0031	24	100%	10/25/2010
GARDEN COURT N-0024	264	N/A	10/26/2010
Lititz			
BLOOMFIELD APARTMENTS O-0306	66	N/A	07/27/1994
WALNUT STREET APARTMENTS O-0825	18	94%	06/09/2005
LARKSPUR CROSSING TOWNHOMES O-0847	29	100%	07/21/2005
Mount Joy			
SASSAFRAS ALLEY O-0079	64	98%	01/08/1992
Mountville			
SUMMIT HILLS O-0479	60	95%	10/28/1997
MANOR HEIGHTS O-0884	70	99%	09/12/2006

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 3			
Lancaster			
Quarryville			
OAK BOTTOM VILLAGE II O-0092	56	N/A	09/04/1991
Lebanon			
Annville			
ANNVILLE ELDERLY HOUSING O-0591	22	91%	11/01/1999
Lebanon			
SIXTH & WILLOW STREETS O-0057	40	93%	01/10/1991
MAPLE TERRACE APARTMENTS E-0024	20	N/A	06/19/1996
OAK VIEW TERRACE O-0548	22	100%	12/08/1998
HILL TERRACE O-0635	20	95%	10/04/2001
DEER LAKE APARTMENTS O-0692	26	92%	05/02/2003
MIFFLIN MILLS TOWNHOMES N-0034	20	N/A	10/28/2009
Palmyra			
CHERRY PLACE O-0323	41	100%	05/08/1996
Perry			
Loysville			
PERLO RIDGE III O-0799	20	95%	11/16/2005
Newport			
NEWPORT SQUARE APARTMENTS O-0598	11	100%	06/22/2000
NEWPORT HOTEL SENIOR HOUSING O-0937	13	100%	08/31/2008
York			
Dillsburg			
WESTMINSTER PL @ CARROLL VLLG N-0028	35	97%	05/20/2011
HIGHLAND PARK N-0065	81	96%	11/30/2011
Dover			
VILLAGE COURT O-0795	60	98%	05/13/2004
Hanover			
HANOVER RESIDENCE O-0665	70	96%	01/15/2002
Red Lion			
YORK COMMONS O-0740	101	99%	10/06/2004

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 3			
York			
Stewartstown			
HOPEWELL COURTYARD N-0037	96	98%	10/05/2010
York			
CABLE HOUSE R-0470	83	96%	12/01/1980
HUDSON PARK O-0013	70	96%	10/15/1990
SOUTHEAST NEIGHBORHOOD REHAB O-0025	18	89%	09/17/1991
GEORGE STREET O-0131	36	97%	07/22/1992
DUTCH KITCHEN O-0165	59	97%	07/30/1993
WYNDAMERE O-0373	65	98%	11/11/1996
PARK VIEW AT TYLER RUN O-0460	80	95%	02/12/1997
PARK VIEW AT MANCHESTER HEIGHT O-0573	64	98%	12/03/1998
YORK YMCA SRO PROJECT O-0612	114	76%	04/30/1999
SPRINGWOOD OVERLOOK O-0790	84	99%	04/21/2004
HISTORIC FAIRMOUNT APARTMENTS O-0817	38	97%	11/08/2005
WAVERLY COURT APTS AT EASTGATE O-0861	46	100%	11/22/2005
HOMES AT THACKSTON PARK O-1278	39	100%	09/01/2013
Region: 4			
Bedford			
Bedford			
PENN BEDFORD APARTMENTS R-0888	49	98%	05/05/1983
Blair			
Altoona			
HARMONY HOUSE H-0035	12	100%	03/06/1989
LEXINGTON PARK O-0187	18	N/A	05/28/1993
Claysburg			
GREENFIELDS (THE) R-0706	58	93%	01/24/1981
Tyrone			
TYRONE ELDERLY R-0261	100	100%	10/18/1977

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 4			
Cambria			
Johnstown			
CHANDLER SCHOOL APARTMENTS O-0776	23	100%	02/10/2004
Northern Cambria			
CRAWFORD COMMONS O-0434	11	100%	12/20/1996
Centre			
Bellefonte			
TERRA SYLVAN O-0752	20	90%	02/25/2004
FOX HILL SENIOR APTS PHASE II O-1019	48	96%	11/11/2008
BEAVER HEIGHTS N-0056	40	100%	06/30/2011
GOVERNORS GATE APTS O-1291	66	100%	02/01/2015
Philipsburg			
WESTMINSTER PLACE @ WINDY HILL N-0030	36	100%	04/21/2010
State College			
LIMEROCK COURT O-1273	36	92%	12/31/2013
Clinton			
Lock Haven			
LOCK HAVEN COMMONS O-0517	24	79%	09/30/1997
OPERA HOUSE SENIOR APARTMENTS O-1132	20	100%	06/30/2010
Columbia			
Benton			
BENTON ELDERLY O-0793	11	100%	09/23/2003
Berwick			
SCHAIN BUILDING O-0302	24	88%	09/20/1995
MONROE ESTATES O-0896	24	96%	05/30/2006
CLOVER HILL ESTATES O-1139	24	100%	11/01/2010
ROSEWOOD APTS O-1241	86	100%	12/30/2011
Bloomsburg			
FRANKLIN PLACE O-0644	24	92%	12/22/2000
SCOTT ELDERLY O-0680	24	100%	08/14/2001
TENNY STREET APARTMENTS O-0950	21	100%	12/29/2006

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 4			
Columbia			
Bloomsburg			
TRINITY HOUSE N-0055	11	N/A	06/24/2011
Lycoming			
Montoursville			
MILL RACE COMMONS O-0809	32	100%	02/09/2005
PARKSIDE MANOR O-1060	28	86%	03/05/2009
Williamsport			
BERKSHIRE MANOR R-0638	20	90%	02/06/1981
GRIER STREET MANOR O-0156	30	73%	07/17/1992
LINN STREET MANOR E-0504	26	N/A	07/20/1995
ALMOND STREET COMMONS O-0675	24	96%	08/25/2000
GRACE STREET COMMONS O-0749	24	79%	01/10/2003
FAXON COMMONS O-0868	24	96%	01/27/2006
MEMORIAL HOMES N-0074	40	100%	12/22/2014
GROVE STREET COMMONS N-0079	32	84%	01/31/2016
Mifflin			
Lewistown			
MANN EDGE TERRACE O-1258	31	100%	12/31/2012
Montour			
Danville			
WELSH HEIGHTS O-0969	24	100%	09/11/2007
Northumberland			
Coal Township			
COAL TOWNSHIP R-0360	100	99%	06/21/1978
Dalmatia			
GEORGETOWN HEIGHTS O-0772	24	96%	02/20/2004
Mount Carmel			
WILLOW COURT O-0240	30	100%	05/10/1994
Northumberland			
QUEENS POINTE O-0789	24	88%	08/27/2004

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 4			
Northumberland			
Northumberland			
CANNERY POINT O-0989	24	88%	12/08/2010
Snyder			
Selinsgrove			
HIGH STREET MANOR O-0544	25	96%	07/22/1998
MARKET STREET MANOR O-0693	17	100%	08/03/2001
Somerset			
Rockwood			
ROCKWOOD SENIOR HOUSING O-0638	10	100%	01/01/2001
Somerset			
LAUREL VILLAGE R-0395	48	98%	02/04/1981
VILLAGE AT BRIERWOOD O-0602	11	91%	06/01/1999
VILLAGE AT BRIERWOOD II O-0917	20	95%	11/22/2006
VILLAGE AT BRIERWOOD III O-1103	20	90%	10/29/2009
VILLAGE AT BRIERWOOD IV O-1270	20	95%	10/17/2013
Stoystown			
HITE HOUSE O-0542	28	93%	04/20/1999
Union			
Lewisburg			
KELLY APARTMENTS R-0779	79	96%	01/29/1981
New Columbia			
WHITE DEER COMMONS O-0518	24	96%	09/03/1997
Region: 5			
Allegheny			
Braddock			
BRADDOCK SENIOR HOUSING O-1117	53	96%	03/16/2010
Bridgeville			
GOODWILL MANOR O-0446	48	98%	01/30/1997
Clairton			
SISTERS PLACE O-0478	16	88%	03/13/1997
CLAIRTON O-0779	44	100%	07/20/2004

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 5			
Allegheny			
Coraopolis			
WOODCREST RETIREMENT RESIDENCE O-1006	58	98%	06/26/2008
Duquesne			
HILLTOP APARTMENTS R-0108	149	92%	11/01/1975
ORCHARD PARK N-0085	44	100%	08/13/2015
GLENSHAW			
HEARTH BENEDICTINE PL-SHALER N-0070	20	75%	04/26/2013
Homestead			
HOMESTEAD APARTMENTS O-0708	60	100%	04/15/2002
ONE HOMESTEAD N-0077	51	100%	10/01/2015
McKeesport			
BAILIE AVENUE APARTMENTS E-0004	4	N/A	12/12/1995
Monroeville			
MONROE MEADOWS O-0677	48	94%	08/19/2002
Natrona Heights			
VILLAGE GREEN R-0527	99	96%	08/25/1983
PINE RIDGE HEIGHTS O-0587	40	98%	02/15/2001
Oakmont			
MUNROE TOWER R-0739	100	98%	02/05/1981
Pittsburgh			
SHIELDS BUILDING R-0018	29	93%	11/01/1975
CARSON TOWERS R-0422	132	95%	12/28/1978
ONE POINT BREEZE APTS O-0056	36	N/A	07/10/1989
DOROTHY DAY APARTMENTS O-0055	17	N/A	07/21/1989
WOMANSPACE EAST O-0026	16	N/A	05/10/1991
MELVIN COURT/CHURCHILL APTS O-0140	43	98%	10/22/1991
MEADOWS APARTMENTS O-0184	79	96%	04/28/1992
BRIGHTON PLACE O-0081	34	N/A	04/15/1993

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 5			
Allegheny			
Pittsburgh			
CRAWFORD SQUARE II O-0320	71	96%	06/13/1995
MILLIONES MANOR O-0300	39	97%	12/18/1995
WYLIE AVENUE TOWNHOMES O-0529	24	96%	12/04/1998
CRAWFORD SQUARE PHASE III O-0523	74	97%	09/14/1999
FARMERS MARKET APARTMENTS O-0659	75	99%	05/15/2000
SYCAMORE STREET APARTMENTS O-0582	20	95%	05/30/2000
SARAH STREET TOWNHOUSES O-0621	30	100%	12/04/2000
CARSON RETIREMENT RESIDENCE O-0629	68	99%	12/14/2000
NEW PENNLEY PLACE PHASE II O-0661	34	97%	11/28/2001
PENN MANOR O-0863	55	98%	11/15/2006
LIBERTY PARK PHASE I O-0909	124	100%	08/30/2007
SOJOURNER HOUSE MOMS O-0848	16	88%	12/02/2008
EAST LIBERTY PLACE-NORTH O-1036	54	98%	05/25/2010
SOUTH HILLS RETIREMENT RES O-1099	106	98%	11/30/2010
NORTH HILLS HIGHLANDS O-1118	60	100%	12/07/2010
NORTH HILLS HIGHLANDS II N-0053	37	97%	02/04/2011
OAK HILL APT PHSE II WADSWORTH N-0023	86	90%	06/16/2011
HOMEWOOD SENIOR APARTMENTS N-0071	41	100%	07/23/2014
UPTOWN LOFTS ON FIFTH N-0075	47	89%	01/31/2015
Tarentum			
TARENTUM SENIOR HOUSING O-0880	48	98%	11/24/2006
TARENTUM SENIOR HOUSING PH II N-0004	72	N/A	08/21/2007
Verona			
HULTON ARBORS R-0767	78	97%	12/21/1981

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 5			
Allegheny			
Wilkesburg			
CRESCENT APARTMENTS N-0058	27	N/A	11/23/2011
Armstrong			
Ford City			
VALLEY VIEW APARTMENTS O-0547	11	100%	05/29/1998
VALLEY VIEW II O-0637	11	91%	06/12/2000
VALLEY VIEW III O-0734	11	100%	04/19/2002
VALLEY VIEW IV O-0851	20	100%	06/28/2005
VALLEY VIEW V O-1169	20	100%	12/23/2009
Kittanning			
KITTANNING COTTAGES O-1207	24	100%	09/08/2011
Beaver			
Baden			
SISTERS OF ST JOSEPH O-1105	23	100%	12/08/2009
Beaver			
WESTBRIDGE APTS O-0609	24	100%	07/05/2000
FRIENDSHIP COMMONS N-0057	24	100%	03/09/2011
Beaver Falls			
PRV MANOR R-0910	35	100%	08/16/1982
New Brighton			
VALLEY VIEW GARDENS R-0487	120	99%	08/01/1979
Butler			
Butler			
UNDER OUR WING APARTMENTS O-0820	24	100%	10/03/2005
DESHON PLACE II O-1012	10	80%	10/14/2009
HISTORIC LAFAYETTE APARTMENTS O-1176	59	93%	10/10/2011
Chicora			
CHICORA COMMONS O-0595	27	96%	03/29/2000
Cranberry Twp			
ROLLING ROAD REGENCY APTS O-0766	50	100%	11/19/2004

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 5			
Butler			
Slippery Rock			
MADISON GROVE N-0011	50	100%	09/02/2010
Fayette			
Brownsville			
SIMPSON MANOR R-0312	126	97%	09/08/1977
Connellsville			
ROSE SQUARE O-0456	11	91%	02/04/1997
Uniontown			
UNIONTOWN SENIOR HOUSING O-0358	36	100%	10/24/1995
UNIONTOWN SENIOR HOUSING N-0049	36	97%	05/24/2011
Greene			
Waynesburg			
BRIDGE STREET COMMONS O-0108	30	N/A	08/13/1990
Indiana			
Homer City			
PARKWAY II O-0515	10	100%	04/15/1997
Indiana			
HOMESTEAD (THE) O-0450	24	83%	12/17/1996
GLEN OAKS SENIOR HOUSING O-0857	24	100%	08/31/2005
INDIANA FAMILY HOUSING O-0946	24	100%	06/01/2007
GLEN OAKS HOUSING II O-1101	10	100%	03/19/2009
ORCHARD HILL II O-1200	40	98%	10/01/2010
Robinson			
GARFIELD COURT O-0451	8	88%	01/05/1998
Saltsburg			
SCHOOLHOUSE SQUARE O-0335	24	96%	06/30/1994
Washington			
Bentleyville			
BENTLEYVILLE APARTMENTS R-0729	101	97%	10/29/1981
Brownsville			
OAKS (THE) O-0630	40	95%	01/14/2003

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 5			
Washington			
Canonsburg			
CANON HOUSE R-0169	104	99%	02/01/1978
CANON APARTMENTS O-0535	42	100%	05/21/1998
Charleroi			
CHAR HOUSE R-0170	104	97%	07/01/1979
Washington			
THOMAS CAMPBELL NORTH R-0103	75	97%	06/23/1978
Westmoreland			
Apollo			
ALLEGHENY POINTE N-0041	52	100%	08/27/2010
Greensburg			
WALKERS RIDGE O-0943	84	95%	10/07/2008
NEW SALEM ACRES N-0019	148	N/A	10/13/2009
Hunker			
HUNTINGDON VILLAGE R-0916	95	97%	08/02/1982
Latrobe			
WIMMERTON R-0118	100	99%	11/01/1975
Mt Pleasant			
MAPLE HILL RENTAL OFFICE R-0614	72	100%	11/04/1980
New Kensington			
RIDGE AVENUE SENIOR APARTMENTS O-0993	40	98%	05/22/2008
West Newton			
FILBERN MANOR R-0506	126	100%	04/16/1980
Region: 6			
Clarion			
Clarion			
DRAKE CROSSING N-0062	30	N/A	10/28/2010
Clearfield			
Clearfield			
DIMELING SENIOR RESIDENCE O-0634	33	97%	02/21/2001
Du Bois			
DUBOIS SENIOR APARTMENTS O-0190	39	100%	01/15/1993

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 6			
Crawford			
Cambridge Springs			
BARTLETT GARDENS R-0605	43	100%	01/12/1981
Meadville			
SHRYOCK SENIOR APARTMENTS O-0205	41	100%	04/29/1993
SNODGRASS BUILDING O-0507	11	100%	09/12/1997
Saegertown			
QUALITY LIVING CNTR OF CRAWFOR E-0506	66	N/A	07/20/1995
Titusville			
TITUSVILLE ELDERLY HOUSING R-0581	64	100%	08/28/1980
ELM STREET APARTMENTS O-0130	18	94%	04/06/1992
Elk			
Ridgway			
RIDGMONT SR COTTAGES O-1283	20	95%	11/01/2015
Saint Marys			
MARIEN STADT PLACE O-0961	24	96%	12/06/2007
Erie			
Edinboro			
EDINBORO FAMILY HOMES O-0939	29	100%	06/25/2007
HIGHLAND VILLAGE O-1275	37	97%	09/30/2014
Erie			
PENNSYLVANIAN R-0251	112	99%	07/20/1977
INDEPENDENCE HOUSE R-0431	12	100%	01/06/1979
VILLA MARIA I O-0536	41	98%	02/24/1998
VILLA MARIA II O-0575	30	90%	12/23/1998
WOODLANDS AT ZUCK PARK O-1230	30	100%	02/29/2012
ARNEMAN PLACE O-1259	50	100%	12/13/2013
Fairview			
CHESTNUT STREET APARTMENTS O-0746	45	98%	11/26/2002
FAIRVIEW FAMILY HOMES O-1108	25	96%	11/30/2010

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 6			
Jefferson			
Brookville			
VILLG @ LAURELBROOK LNDNG I O-0731	11	100%	11/12/2002
VILLG @ LAURELBROOK LNDNG II O-0882	11	100%	11/22/2005
VILLG @ LAURELBROOK LNDNG III O-1001	13	100%	01/17/2008
Punxsutawney			
MAHONING TOWERS R-0279	100	99%	01/03/1978
GRACE PLACE-PUNXSUTAWNEY O-1213	24	100%	12/22/2011
Lawrence			
Ellwood City			
DENNIS SCHILL MANOR R-0903	70	100%	12/15/1982
New Castle			
HILEMAN APARTMENTS R-0777	40	95%	05/28/1981
ALLIED HUMAN SERVICES O-0170	8	N/A	06/27/1991
LIGHTNER GREENE O-1144	50	100%	12/17/2010
Mercer			
Farrell			
WILLIAM A GARGANO TOWERS O-0412	36	89%	03/03/1997
LEGACY COMMONS O-0780	29	97%	07/29/2004
FARRELL HOMES O-1260	44	86%	03/31/2013
Greenville			
REYNOLDS WEST R-0772	100	67%	11/04/1981
Hermitage			
HERMITAGE SENIOR HOUSING O-0924	40	98%	11/01/2006
QUAKER MEADOW O-1074	40	93%	08/31/2011
Mercer			
MERCER SENIOR HOUSING O-0735	10	100%	02/06/2003
HERITAGE SQUARE II O-0852	10	100%	03/18/2005
Venango			
Oil City			
SENECA COURT O-0696	24	100%	12/20/2001

DEVELOPMENT STATUS REPORT

Development Name/Number	Units	% Occp.	Initial Occupancy Date
Region: 6			
Warren			
Warren			
ALLEGHENY POINT O-0814	24	96%	08/31/2005

PENNSYLVANIA HOUSING FINANCE AGENCY

Investment Report as of March 31, 2016

<u>Securities</u>	<u>Amount</u>	<u>Percent of Total</u>	<u>Estimated Market Value</u>
U.S. Government Direct Obligations	113,002,103	46.46%	124,595,817
U.S. Government Agency Obligations	130,241,959	53.54%	176,659,611
Total	<u>\$243,244,061</u>	<u>100.00%</u>	<u>\$301,255,429</u>

<u>Maturities</u>	<u>Amount</u>	<u>Percent of Total</u>	<u>Yield</u>
Due within 1 year	4,012,171	1.65%	0.526%
Due within 1 - 2 years	14,511,335	5.97%	0.973%
Due within 2 - 10 years	104,377,164	42.91%	1.899%
Due after 10 years	<u>120,343,392</u>	49.47%	5.224%
Total	<u>\$243,244,061</u>	<u>100.00%</u>	