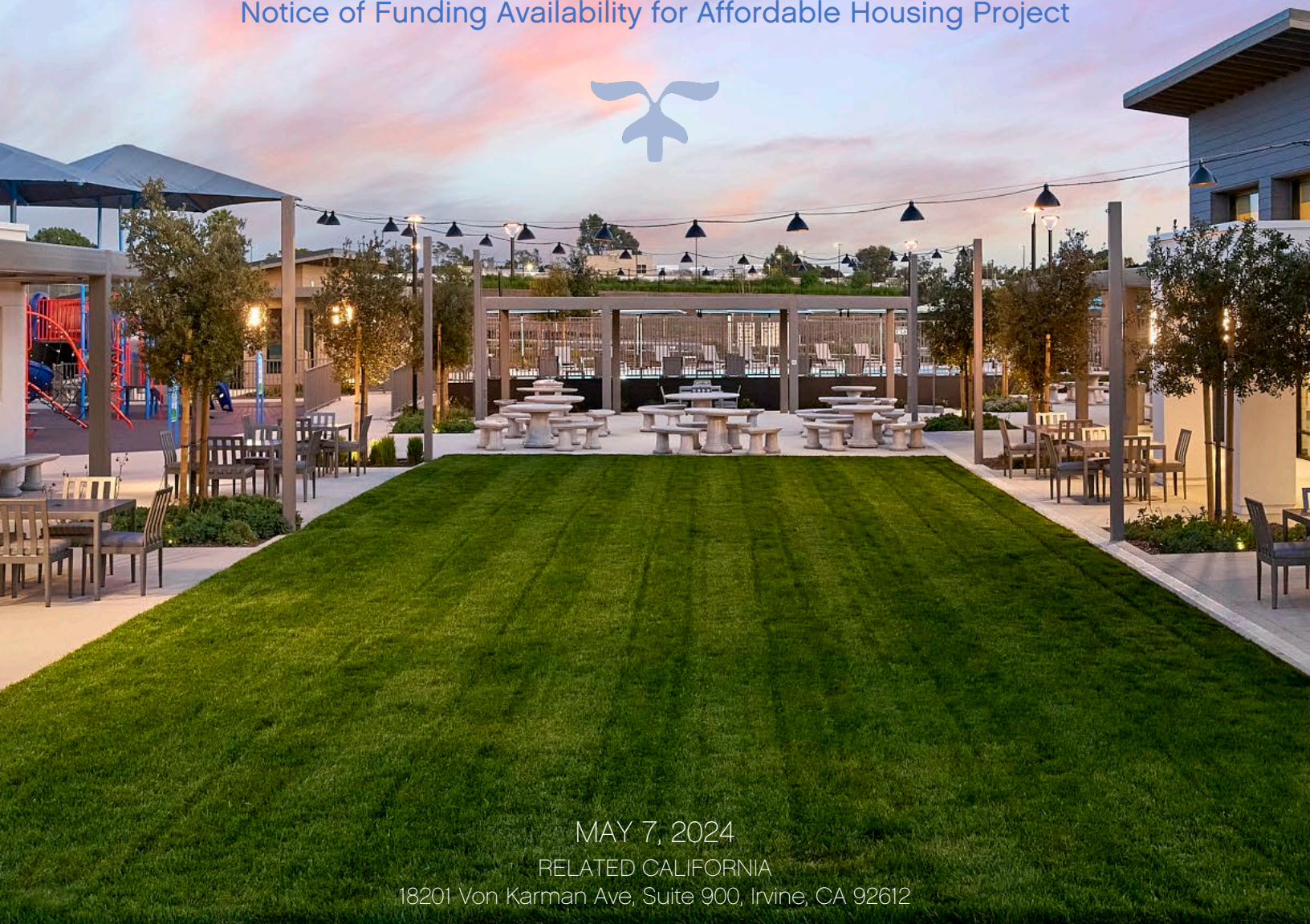




CITY OF LAGUNA BEACH

Notice of Funding Availability for Affordable Housing Project



MAY 7, 2024

RELATED CALIFORNIA

18201 Von Karman Ave, Suite 900, Irvine, CA 92612

 **RELATED**



May 7, 2024

Ms. Jennifer Savage
Housing Program Coordinator
City of Laguna Beach, Office of the City Manager
505 Forest Avenue
Laguna Beach, CA 92651

RE: City of Laguna Beach Notice of Funding Availability for Affordable Housing Development
Letter of Interest

Dear Ms. Savage:

Related California ("Related"), in partnership with the Neighborhood Congregational Church ("NCC"), is pleased to submit our application in response to the City of Laguna Beach's Notice of Funding Availability that was released on April 10, 2024. Related and NCC have formed a dynamic team with decades of experience in the City of Laguna Beach.

Since 1989, Related has undertaken a range of transformational developments from best in class luxury high rise residential properties to the redevelopment of obsolete public housing, spanning a broad spectrum of urban infill, affordable, mixed-income and market rate multi-family developments. Related is the state's most prominent developer of affordable and mixed-income housing. We are a full-service development company with a 34-year track record with over 20,700 residential units completed or under construction, and more than 4,600 affordable units in pre-development in our Southern California, Northern California and Portland pipeline. Related is experienced in utilizing the full range of federal, state and local funding sources, including low income housing tax credits (both 4% and 9%), AHP, AHSC, IIG, MHP, VHHP, HOME, CDBG, HOPWA, MHSA, LA County Affordable Housing Funds, and Orange County affordable housing funds. We have a long history of community partnerships, having collaborated with more than 40 municipalities and over 30 nonprofit organizations throughout California.

We work closely with our city, county, nonprofit, and church partners to effectively leverage their housing resources and achieve other extraordinary community goals.

NCC has been part of the fabric of the Laguna Beach community for 80 years. They have been on a several year journey of exploring how to better use their Laguna Beach property for the benefit of the community. So, they are reimagining their site to accommodate affordable housing. NCC is deeply committed to stimulating the exploration of spirituality, social justice and equity in Laguna Beach, so they are envisioning a spiritual center with affordable housing.

Related and NCC recognize the critical importance of this development to the City, local businesses and residents of Laguna Beach. Related completed Alice Court in 2004 on a City-owned site in Laguna Beach with funding from both the City of Laguna Beach and the County of Orange. NCC has a strong pulse on the community's needs. Our team is highly-qualified and best positioned to meet the City's vision for the completion of a high-quality, affordable housing development for individuals and families that promotes the community character of Laguna Beach.

Related is excited to continue our partnership with Riverside Charitable Corporation ("RCC"), a 501(c)(3) nonprofit public benefit corporation, who will serve as the Managing General Partner. For the past 35 years, RCC has been guided by compassionate people committed to providing those who are unable to afford the necessities of life with exemplary, social-service-enriched affordable housing. Related and RCC have partnered on five affordable housing developments in Orange County, totaling more than 760 affordable housing units.

The Related development team will be responsible for the project management. The development team will include Liane Takano, Executive Vice President and Randy Mai, Vice President of Development, who bring more than 30 years of combined experience developing and financing affordable housing across California.

Randy Mai is the designated primary contact for this submission:

Randy Mai
Vice President, Development
Related California
18201 Von Karman Avenue, Suite 900
Irvine, CA 92612
Randy.Mai@related.com
949.660.7272

We look forward to the opportunity of working with you to bring high-quality affordable housing to the City of Laguna Beach.

Sincerely,



William A. Witte
Related California
Chairman/CEO

TABLE OF CONTENTS

| | |
|---|----|
| STATEMENT OF QUALIFICATIONS..... | 4 |
| OVERVIEW OF DEVELOPMENT ENTITY..... | 5 |
| DESCRIPTION OF EQUITY PARTNERS..... | 6 |
| DEVELOPMENT TEAM MEMBER BIOGRAPHIES..... | 7 |
| PROFILES OF RECENT RELEVANT PROJECTS..... | 12 |
| FINANCIAL CAPACITY AND ABILITY TO UNDERTAKE PROPOSED PROJECT..... | 29 |
| Ability to Obtain Project Financing..... | 30 |
| Mixed-Use Development Experience and Financing..... | 30 |
| Financing and Legislation..... | 31 |
| Current Relationships with Major Lending Institutions..... | 31 |
| Banking Relationships..... | 32 |
| Ability to Obtain Entitlements..... | 33 |
| Effectiveness to Manage Development and Construction Process..... | 33 |
| CONCEPTUAL PROJECT PROPOSAL..... | 34 |
| PROJECT DESCRIPTION/NARRATIVE..... | 35 |
| DESIGN CONCEPT..... | 36 |
| COMMUNITY'S HOUSING NEEDS AND CITY'S GOALS..... | 38 |
| Community Housing Needs..... | 38 |
| City's Goals..... | 39 |
| PROJECT'S PROPOSED FUNDING MECHANISMS..... | 40 |
| SCHEDULE..... | 41 |

STATEMENT OF QUALIFICATIONS

OVERVIEW OF DEVELOPMENT ENTITY

The Related Companies of California, LLC (“Related”) was founded in 1989. Related is a fully-integrated real estate firm with a 34-year track record of developing, owning, and operating top-quality affordable housing, mixed-income housing, and mixed-use developments across California. Currently, Related has more than 20,700 residences completed or under construction and more than 4,600 affordable and 7,200 market rate units in predevelopment in its San Francisco, Los Angeles and Irvine offices.

Nearly all of Related’s projects have been financed with government sources such as Low/Mod set-asides, NSP funds, CDBG funds, Project-Based Vouchers, HOME funds, MHSA funds, AHSC funds, AHP funds, and low-income housing tax credits. Related is well versed in leveraging public funding sources and navigating the regulatory complexities that come with them. Related’s fully integrated development team includes in-house capabilities for all stages of the development process including planning, entitlements, architecture, finance, construction and property management.

In Orange County, Related established itself as a leader in affordable housing beginning in 1998 with the completion of Paseo Village in Anaheim. Since then, Related has worked closely with local municipalities and neighboring communities to develop 29 affordable projects in Orange County totaling more than 2,900 affordable units.

Prior to submitting for tax credits, Related will form a TBD Single Purpose Entity/limited partnership (the “Partnership”). The Partnership will be owned by Related. Additionally, the organizational setup will involve an affiliate of Related serving as the Administrative General Partner. The Managing General Partner will be Riverside Charitable Corporation, a California nonprofit public benefit corporation. The Investor Limited Partner will be selected and incorporated at a later time. The Partnership will maintain ownership of the Project from acquisition through construction, and continue throughout the full term of the low-income use period.

DESCRIPTION OF EQUITY PARTNERS

The proposed Project has not secured Low-Income Housing Tax Credits. As such, the Project does not have a tax credit equity investor. However, once the Project is entitled and secures financing, Related will select the appropriate tax credit equity investor for the Project.

Please refer to FINANCIAL CAPACITY AND ABILITY TO UNDERTAKE PROPOSED PROJECT for a list of references.

Aside from TBD financial partners, this transformational Project involves Neighborhood Congregational Church (NCC) of Laguna Beach. NCC has selected Related as the Developer for the reimagining of their property to integrate affordable housing and the church. With the support of NCC, the Project will be the first of its kind in the Laguna Beach community.

DEVELOPMENT TEAM MEMBER BIOGRAPHIES



WILLIAM A. WITTE
RELATED CALIFORNIA
Chairman/CEO

Mr. Witte is Chairman and Chief Executive Officer of Related California. For the past 35 years, and since the founding of Related California, he has been responsible for the strategic direction of the company, overall management of the firm, pursuit of new development opportunities, and oversight of planning, financing and construction of a development portfolio of more than 20,700 residential units, completed or under construction, totaling more than \$10.3 billion in assets.

Prior to founding Related California in 1989, Mr. Witte served as Deputy Mayor for Housing and Neighborhoods under Mayor Art Agnos where he oversaw all housing, development and redevelopment activities for the City of San Francisco. He was Director of Housing and Economic Development under Mayor Dianne Feinstein and served as an appointed Commissioner of the San Francisco Housing Authority.

Mr. Witte previously served as Executive Assistant to Assistant Secretary for housing/Federal Housing Commissioner Lawrence B. Simons at HUD in Washington, as Legislative Director for the National Association of Housing and Redevelopment Officials and with the Philadelphia Office of Housing and Community Development.

Mr. Witte graduated from the University of Pennsylvania with a Master in City Planning and a bachelor's degree in Urban Studies. He is Chairman Emeritus of the Lusk Center for Real Estate Advisory Board at the University of Southern California and until recently a member of the Board of Overseers of the Graduate School of Design at University of Pennsylvania. Mr. Witte serves on the Advisory Boards of the Fisher Center for Real Estate and Urban Economics Policy at the Haas School of Business at University of California at Berkeley and the Orange County Human Relations Community Partners. In addition, Mr. Witte sits on the board of Shelter Partnership in Los Angeles.



FRANK CARDONE
RELATED CALIFORNIA
President

As President of Related California Affordable and Chief Operating Officer of Related California, Mr. Cardone leads the company's affordable housing development division and oversees Related California's day to day operations. He oversees an integrated development team that encompasses all aspects of the development process, including acquisition, planning and design, deal structuring, entitlements, public and private financing, construction, and asset management.

For the past 29 years, Mr. Cardone has been responsible for the development of more than 15,500 units of affordable housing throughout California and played a leading role in building the company's substantial affordable portfolio. He currently oversees a pipeline of more than 4,500 affordable units under construction and in predevelopment.

Prior to joining Related California, Mr. Cardone was a Senior Project Manager for M. David Paul & Associates, a Santa Monica based residential and commercial development company, and a Development Project Manager/Vice President for Calmark Development Corporation, a multifamily housing development company.

Mr. Cardone's technical background includes civil engineering consulting on geotechnical and foundation engineering, environmental and hazardous waste investigation, and overall general civil engineering issues. Mr. Cardone holds a Master in Civil Engineering from Stanford University and a bachelor's degree in Civil Engineering from Loyola Marymount University.



LIANE TAKANO
RELATED CALIFORNIA
Executive Vice President

As Executive Vice President for Related California, Ms. Takano leads Related's affordable residential development and strategy throughout Southern California. She is currently overseeing a \$1 billion pipeline of more than 3,000 affordable family, senior and permanent supportive housing units. Her responsibilities encompass all aspects of the development process, including acquisition, entitlements, finance, design, construction, leasing, and marketing. She directs multiple project development teams and is responsible for the daily operating efficiency of these pipeline developments.

Since joining Related in 2005, Ms. Takano has played a lead role in the growth of the affordable pipeline in Southern California and has successfully managed the completion of 24 family, senior, and permanent supportive housing tax credit financed developments. She is directly responsible for the development of more than 2,300 affordable family, senior and permanent supportive housing units, including the Gold Nugget-awarded developments located in Irvine: Solaira at Pavilion Park, Luminaira, Espaira, Luxaira at Parasol Park, and Montaira.

Ms. Takano holds a bachelor's degree in Business Administration, with an emphasis in Real Estate Finance, and a minor in Web Technologies and Applications from the University of Southern California. In 2006, she served as the Nisei Week Queen in Los Angeles' Little Tokyo, representing the Japanese American community at numerous international and national events.



RANDY MAI
RELATED CALIFORNIA
Vice President, Development

As Vice President of Development for Related California, Mr. Mai is responsible for managing all aspects of design, financing and construction of more than 1,100 affordable housing units in Southern California. Since joining Related in 2014, he has successfully secured over \$500 million in financing and managed the development of 201 family units at Paradise Creek in National City and 288 family and senior units at Bloomington Grove in Bloomington.

Prior to joining Related, Mr. Mai was a consultant for Genesis LA Economic Growth Corporation and a researcher at East Los Angeles Community Corporation (ELACC). He served as the Financial Analyst on the winning team in the Bank of America Merrill Lynch Low Income Housing Challenge and received a fellowship from the United States Department of Education.

Mr. Mai holds a Master in Urban and Regional Planning and a bachelor's degree in Asian American Studies from the University of California, Los Angeles. He is a member of the Urban Land Institute, regularly serves as a mentor for the UCLA Ziman Center for Real Estate, and a guest lecturer at the UCLA Luskin School of Public Affairs.



NOAH FISCHER
RELATED CALIFORNIA
Development Associate

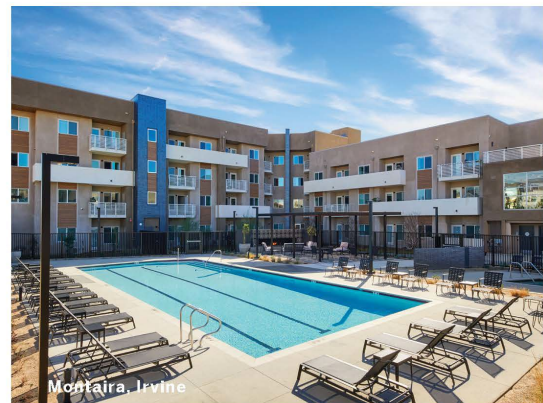
As Development Associate for Related California, Mr. Fischer is responsible for supporting and assisting in all aspects of project management, including the acquisition, design, financing, construction, leasing, and marketing of more than 300 affordable units throughout Southern California.

Mr. Fischer comes to Related with a background in affordable housing finance and a passion for advancing housing equity. Prior to joining Related, Mr. Fischer was a Research Analyst at National Multifamily Housing Council where he examined national economic data to provide insights on apartment industry conditions. As a Neighborhood Impact Researcher at The Community Builders, Inc. in Boston, Mr. Fischer developed the methodology, defined metrics and captured data on local economic conditions and their impact on housing affordability, and synthesized data on New Market Tax Credit developments to determine economic results. Mr. Fischer holds a Master of Public Policy from the University of Chicago, Harris School of Public Policy, and a Bachelor of Arts from Boston University.

PROFILES OF RECENT RELEVANT PROJECTS

RELATED CALIFORNIA DEVELOPMENTS

Affordable housing laid the company's foundation, and our affordable portfolio ranges from the redevelopment of obsolete public housing to affordable family, senior, intergenerational, workforce and permanent supportive housing. The next few pages highlight seven example developments that are representative of the award-winning developments we build.



BELAIRA

Affordable, Family Development
144 Affordable Apartments



LOCATION

386 Abacus
Irvine, CA 92618

DEVELOPMENT

Completion Date: 02/2024

Belaira is the second affordable family community developed in collaboration with FivePoint and Riverside Charitable Corporation. This is Related's sixth affordable development in Great Park Neighborhoods.

FINANCING SOURCES

Tax Credit Equity: \$28,495,232
Permanent Financing:
\$15,890,000
Residual Receipts Loan
(Heritage Fields El Toro):
\$15,627,102
Deferred Developer Fee:
\$1,900,000
Accrued Interest on Residual
Receipts Loan (Heritage Fields
El Toro Residual Receipts Loan)
\$555,000
GP Equity: \$100

Total: \$62,467,434

FUNDING SOURCES

4% tax credits

Located on 6.45 acres in the master planned community of Great Park Neighborhoods in Irvine, Belaira embodies the seamless integration of an affordable family development within a market rate master planned community. The development includes a community center, leasing office, pool storage building, maintenance building, and three laundry buildings.

- Belaira offers amenities not typically found in affordable communities, such as a parlor with book-sharing library, community kitchen, lounge, and flex space designated for social services activities. Outdoor amenities include a swimming pool, tot lot, picnic and barbeque areas, dog run with dog wash station, and central green space.
- Onsite services are provided by LifeSTEPS.

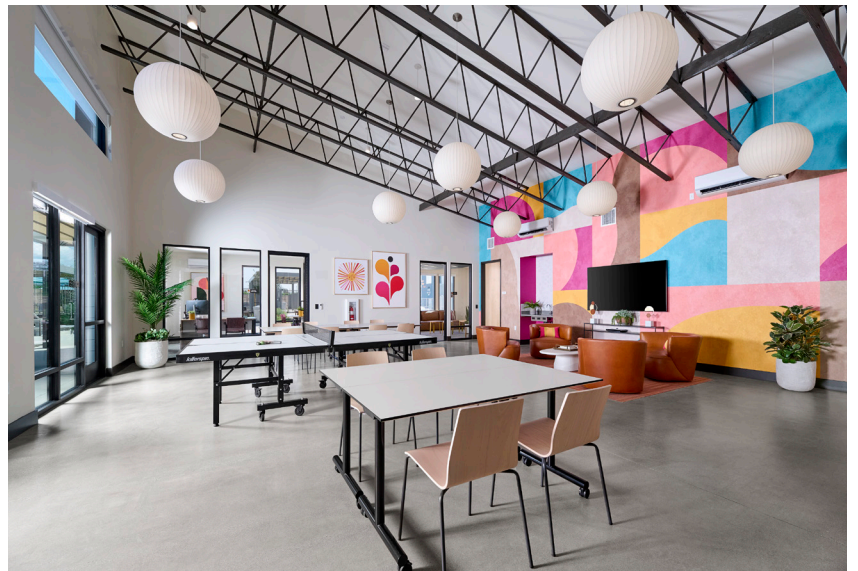
KEY FEATURES & AWARDS

-GreenPoint Rated Silver
-2024 Family Housing Award, Large Development, The Kennedy Commission

PUBLIC AGENCY REFERENCE:

City of Irvine

Keri Bullock, Acting Housing Manager
1 Civic Center Plaza
Irvine, CA 92606
949.724.6430
kbullock@cityofirvine.org



| INCOME | 1 BR | 2 BR | 3 BR | TOTAL |
|-------------------|-----------------------|-----------------------|-----------------------|--------------|
| 30% AMI | 4 | 7 | 4 | 15 |
| 50% AMI | 29 | 37 | 26 | 92 |
| 60% AMI | 7 | 18 | 10 | 35 |
| Manager's | | 2 | | 2 |
| Total | 40 | 64 | 40 | 144 |
| Rent Range | \$726- \$1,533 | \$859- \$1,828 | \$982- \$2,101 | |

DEVELOPER

Related California, FivePoint, Riverside Charitable Corporation

ARCHITECT

KTGY

GENERAL CONTRACTOR

Portrait Construction

MUNICIPAL PARTNER

N/A

PROPERTY MANAGEMENT

Related Management Company

SOCIAL SERVICES PROVIDER

LifeSTEPS

ROSE HILL COURTS PH I

**Affordable, Family Development
89 Affordable Apartments**



LOCATION

4466 Florizel Street
Los Angeles, CA 90032

Rose Hill Courts is the redevelopment of an existing 100-unit public housing project originally constructed in 1942 by the Housing Authority of the City of Los Angeles (HACLA).

DEVELOPMENT

PH I Completion Date: 1/2024

FINANCING SOURCES

Tax Credit Equity: \$15,990,326
Union Bank Loan: \$15,540,000
HACLA Loan: \$12,890,353
AHSC: \$12,000,000
IIG: \$3,519,300
MGP Capital Contribution:
\$2,000,000
Deferred Developer
Fee: \$1,300,000

Total: \$63,239,979

Through an RFQ process, HACLA selected Related California as their development partner to redevelop the aging site into 185 multifamily units, 174 parking spaces and a management office and community building.

The redevelopment will be completed in two phases. Phase I includes 89 units geared toward current residents of Rose Hill Courts. Phase II will include 96 new units geared toward large families (replacing eight buildings consisting of 80 units). All units will be deeply affordable and supported by regular Section 8 Project Based Vouchers or the Rental Assistance Demonstration (RAD) vouchers. Phase II will include a 6,336-square-foot community building with management and social services offices and a community meeting space. There will also be a "central park" green space, creating a park-like setting for residents.

FUNDING SOURCES

4% tax credits

- The redevelopment secured state funding for creating one mile of bikeway paths that connect to the existing bicycle network, new sidewalks and the purchase of 8 new electric DASH buses.

KEY FEATURES

-GreenPoint Rated Gold

PUBLIC AGENCY REFERENCE:

Housing Authority of the City of Los Angeles

Doug Guthrie, President/CEO
2600 Wilshire Boulevard, 3rd Floor
Los Angeles, CA 90057
213.252.1815
douglas.guthrie@hacla.org



| INCOME | 1 BR | 2 BR | 3 BR | 4 BR | TOTAL |
|-------------------|-----------------------|-----------------------|-----------------------|-------------------------|-----------|
| 30% AMI | 12 | 8 | 2 | | 22 |
| 40% AMI | 13 | 1 | 2 | 2 | 18 |
| 50% AMI | 13 | 9 | | | 22 |
| 60% AMI | 13 | | 1 | 1 | 15 |
| 80% AMI | | 4 | 3 | | 7 |
| Workforce | | 3 | | 1 | |
| Manager's | | 1 | | | 4 |
| Total | 51 | 26 | 8 | 4 | 89 |
| Rent Range | \$659- \$1,842 | \$790- \$2,209 | \$908- \$2,546 | \$1,004- \$2,833 | |

DEVELOPER
Related California, HACLA

ARCHITECT
BSB Design

GENERAL CONTRACTOR
R.D. Olson Construction

MUNICIPAL PARTNER
HACLA

PROPERTY MANAGEMENT
Related Management Company

SOCIAL SERVICES PROVIDER
Project Access

PRADO

**Affordable, Permanent Supportive, Family Development
50 Affordable Apartments (8 are Permanent Supportive Housing Units)**



LOCATION

16790 S. Harbor Boulevard
Fountain Valley, CA 92708

Prado is the first affordable development located in the City of Fountain Valley in almost two decades.

DEVELOPMENT

Completion Date: 01/2021

FINANCING SOURCES

Tax Credit Equity: \$16,474,024
CCRC Permanent Loan:
\$4,253,000

City of Fountain Valley
Development Loan: \$1,660,423
City of Fountain Valley
Acquisition Loan: \$6,199,056
GP Equity: \$100
8 PBVs

Total: \$28,586,603

FUNDING SOURCES

9% tax credits

Located on a 1.96-acre empty parking lot on the Eastern border of the City of Fountain Valley, Prado is a 50-unit affordable development for extremely-low and very-low income families, targeting 30% to 60% Area Median Income (AMI.) Eight units have been designated as Permanent Supportive Housing (PSH) for veterans who are homeless or at risk of homelessness.

- The development is comprised of four residential buildings and one community building with property management and social services offices.
- The onsite amenities include a multi-purpose room, tot lot, barbeque and picnic area, community laundry, plus plenty of outdoor spaces, including a separate area for teen fitness and recreation.
-

KEY FEATURES & AWARDS

- GreenPoint Rated Silver
- 2023 Affordable Housing Award, Family Development, Kennedy Commission
- 2022 Best Affordable Housing Community Under 30 du/acre, PCBC Gold Nugget Merit Award

PUBLIC AGENCY REFERENCE:

City of Fountain Valley

Maggie Le, City Manager
10200 Slater Avenue
Fountain Valley, CA 92708
714.593.4410
maggie.le@fountainvalley.org



| INCOME | 1 BR | 2 BR | 3 BR | TOTAL |
|-------------------|-----------------------|-----------------------|-----------------------|--------------|
| 30% AMI | 9 | 2 | 2 | 13 |
| 50% AMI | 12 | 10 | 10 | 32 |
| 60% AMI | 2 | 1 | 1 | 4 |
| Manager's | | 1 | | 1 |
| Total | 23 | 14 | 13 | 50 |
| Rent Range | \$685- \$1,533 | \$752- \$1,828 | \$821- \$2,101 | |

DEVELOPER

Related California

ARCHITECT

DNA Design and Architecture

GENERAL CONTRACTOR

R.D. Olson Construction

MUNICIPAL PARTNER

City of Fountain Valley,
Orange County Housing
Authority

**PROPERTY
MANAGEMENT**

Related Management
Company

**SOCIAL SERVICES
PROVIDER**

LifeSTEPS, HUD, Veteran's
Affairs

HERMOSA VILLAGE RESYNDICATION PH II

**Affordable, Family Development
112 Affordable Apartments**



LOCATION

1515 S. Calle del Mar
Anaheim, CA 92802

Formerly the Jeffrey-Lynne neighborhood, Hermosa Village is a 20.78-acre master planned development that consists of 4 phases of low-income housing tax credit financed

DEVELOPMENT

Completion Date: 12/2021

FINANCING SOURCES

Tax Credit Equity: \$8,639,623
Permanent Loan: \$15,423,000
Anaheim Housing Authority
Loan: \$6,965,651
Seller Note: \$2,931,144
Existing Reserve: \$134,459
NOI During Construction:
\$1,562,235
Deferred Developer Fee:
\$380,000
GP Equity: \$100

Total: \$36,036,212

FUNDING SOURCES

4% tax credits and tax exempt
bonds

Hermosa Village Phase II is the resyndication and rehabilitation of 112 residential units and twenty-three (23) two-story buildings. Located on an approximately 4.13-acre site across various parcels, the amenities include property management offices, laundry facilities, trash enclosures, vehicular and pedestrian ingress and egress, and social services for all residents.

- In 2004, Related California, in partnership with the City of Anaheim, the Anaheim Housing Authority and the former Anaheim Redevelopment Agency, acquired and renovated the Phase II properties. In 2020, Related California began another resyndication and renovation for the Phase II properties which improved the existing amenities and added new features such as an aquaponics garden for residents. The renovation was completed in 2021.

KEY FEATURES

-GreenPoint Rated

PUBLIC AGENCY REFERENCE:

Anaheim Housing Authority
Andy Nogal, Deputy Director
201 S. Anaheim Boulevard, Suite #1003
Anaheim, CA 92805
714.765.4368
anogal@anaheim.net



| INCOME | 1 BR | 2 BR | 3 BR | TOTAL |
|-------------------|-----------------------|-----------------------|---------------------|--------------|
| 30% AMI | 2 | 7 | 4 | 13 |
| 40% AMI | 2 | 10 | 5 | 17 |
| 50% AMI | 9 | 33 | 29 | 71 |
| 60% AMI | 1 | 4 | 5 | 10 |
| Manager's | | 1 | | 1 |
| Total | 14 | 55 | 43 | 112 |
| Rent Range | \$737- \$1,573 | \$899- \$1,891 | \$1,045-2191 | |

DEVELOPER

Related California

ARCHITECT

BSB Design (Withee Malcolm Architects)

GENERAL CONTRACTOR

Portrait Construction

MUNICIPAL PARTNER

City of Anaheim, Anaheim Housing Authority

PROPERTY MANAGEMENT

Related Management Company

SOCIAL SERVICES PROVIDER

Project Access

BLOOMINGTON GROVE PH III

Mixed-Use, Affordable, Family Development
98 Affordable Family Apartments
8,500 Sq. Ft. Public Park Community Center



LOCATION

17906 Valley Boulevard
Bloomington, CA 92316

DEVELOPMENT

PH III Completion Date:
11/2021

FINANCING SOURCES

Tax Credit Equity: \$25,404,683
US Bank Permanent Loan:
\$1,564,000
County Residual Receipts
Loan: \$4,135,454
County HOME Loan: \$2,705,438
Co-GP Capital Contribution
(County Grant): \$8,700,000
SNHP/MHSA Loan (CalHFA):
\$1,574,810
Community Building (& TI's)
Cost Reimbursement (County of
SB): \$2,100,000
GP Equity: \$100

Total: \$46,184,485

FUNDING SOURCES

4% tax credits

The first County-sponsored all-in-one capital improvement development with a public library, community center, senior center, public park, public park community center, and extensive sewer and water infrastructure improvements.

Bloomington Grove Phase III is part of a decade-long, multi-phase public-private partnership with the County of San Bernardino. The 13.4-acre site includes the new 6,597 square foot Bloomington Public Library, a new public park, and public community center, plus 287 affordable housing units for seniors (Lillian Court) and families (Bloomington Grove), built over three phases.

- Phase III consists of 98 units located across 8 residential buildings. There is a 1,799 square foot community building with computer lab, laundry area, two tot lots, barbecue areas, and an 8,500 square foot public park community center that will provide facilities and services for the adjacent Ayala Park located to the north of Bloomington III.
- Thirteen, 1-bedroom units and seven, 2-bedroom units will accommodate residents with special needs that will be referred through the coordinated entry system managed by the County of San Bernardino through the Department of Behavioral Health (10 MHSA units) and the Inland Empire Health Plan (10 IEHP units.)

KEY FEATURES & AWARDS

-GreenPoint Rated Gold
-2023 Best Affordable Housing Community Under 30 du/acre, PCBC Gold Nugget Merit Award

PUBLIC AGENCY REFERENCE:

County of San Bernardino

Rebecca Sanabria, Housing Development Manager
560 East Hospitality Lane,
Suite 200 San Bernardino, CA 92415
909.382.3995
rebecca.sanabria@chd.sbcounty.gov



| INCOME | 1 BR | 2 BR | 3 BR | TOTAL |
|-------------------|--------------|-----------------------|-----------------------|--------------|
| 30% AMI | 13 | 7 | 3 | 23 |
| 40% AMI | | 9 | 6 | 15 |
| 50% AMI | | 7 | 3 | 10 |
| 60% AMI | | 35 | 14 | 49 |
| Manager's | | 1 | | 1 |
| Total | 13 | 59 | 26 | 98 |
| Rent Range | \$700 | \$700- \$1,051 | \$525- \$1,212 | |

DEVELOPER

Related California, LaBarge Industries

ARCHITECT

Withee Malcolm Architects, LLP

GENERAL CONTRACTOR

Portrait Construction, Inc.

MUNICIPAL PARTNER

County of San Bernardino

PROPERTY MANAGEMENT

The John Stewart Company

SOCIAL SERVICES PROVIDER

PATH Ventures, Boys & Girls Club of Fontana

MONTAIRA

Affordable, Senior Development
165 Affordable Apartments



LOCATION

1103 Hamal
Irvine, CA 92618

DEVELOPMENT

Completion Date: 11/2020

Montaira is the third affordable senior community developed in collaboration with FivePoint and Riverside Charitable Corporation. This is Related's fifth affordable development in Great Park Neighborhoods.

FINANCING SOURCES

Tax Credit Equity: \$17,466,019
Union Bank Permanent Loan: \$16,250,000
Heritage Fields El Toro Residual Receipts Loan: \$7,358,934
Heritage Fields El Toro Residual Receipts Loan (Accrued Interest): \$191,018
Deferred Developer Fee: \$1,800,000
GP Equity: \$100

Total: \$43,066,071

FUNDING SOURCES

4% tax credits

Located on 5.12 acres in the master planned community of Great Park Neighborhoods in Irvine, Montaira is a 165-unit affordable development designed for low-income seniors. There is a leasing and social services center reflecting the needs of the senior residents.

- The development has an abundance of amenities not typically found in affordable communities, such as outdoor courtyards with barbecue areas and fire pits, fitness center with cardio area and yoga studio, tech room, community garden with aquaponics system, saltwater swimming pool and spa, putting green, movie theater and dog park with dog washing station for the senior residents to nurture and groom their canine companions.
- Onsite services are provided by LifeSTEPS.

KEY FEATURES & AWARDS

-GreenPoint Rated Silver
-2021 Affordable Housing Award, Large Development, The Kennedy Commission
-2021 SAGE Award, Best 55+ Affordable Rental Community, Building Industry Association SC Council on SAGE
-2021 Best Affordable Housing Senior Housing Community, PCBC Gold Nugget Merit Award



| INCOME | STUDIO | 1 BR | 2 BR | TOTAL |
|-------------------|-------------------------|-------------------------|-------------------------|------------|
| 50% AMI | 22 | 73 | 22 | 117 |
| 60% AMI | 0 | 38 | 8 | 46 |
| Manager's | | | 1 | 1 |
| Total | 22 | 111 | 32 | 165 |
| Rent Range | \$1,048- \$1,437 | \$1,197- \$1,533 | \$1,327- \$1,828 | |

PUBLIC AGENCY REFERENCE:
City of Irvine
 Keri Bullock, Acting Housing Manager
 1 Civic Center Plaza
 Irvine, CA 92606
 949.724.6430
 kbullock@cityofirvine.org

DEVELOPER
 Related California, FivePoint,
 Riverside Charitable
 Corporation

ARCHITECT
 KTGy

GENERAL CONTRACTOR
 Portrait Construction

MUNICIPAL PARTNER
 N/A

PROPERTY MANAGEMENT
 Related Management
 Company

SOCIAL SERVICES PROVIDER
 LifeSTEPS

EMPORIA PLACE

Affordable, Family Development
75 Affordable Apartments



LOCATION

220 S. Fern Avenue
Ontario, CA 91762

Emporia Place is the second affordable development in Ontario and a critical piece in the revitalization of downtown Ontario.

DEVELOPMENT

Completion Date: 08/2020

FINANCING SOURCES

Tax Credit Equity: \$16,673,953
Permanent Loan: \$735,000
Ontario Housing Authority Loan:
\$15,943,654
GP Equity: \$100

Total: \$33,352,707

FUNDING SOURCES

9% tax credits

Located on 2.81 acres, formerly the site of the Casa Blanca Hotel, Developer's Row and Ocean-to-Ocean Highway, Emporia Place is an affordable community of 75 apartments for low and very low-income families. The development consists of 10 residential structures. A public walk that runs through the center of the development highlights the historic events of the City of Ontario from the 1800's through the 21st century. These highlights are displayed on signage panels and sculpted into the concrete of the public walk.

- There is an approximately 4,000 square foot community building complete with community room and kitchen, management offices, a social services activity space, splash pad, tot lot for small children, and a dedicated space for teenagers.
- Onsite services are provided by LifeSTEPS and include adult educational, health and wellness classes and after school programs for children. LifeSTEPS with engAGE provides after-school arts programs for children.

KEY FEATURES

-GreenPoint Rated Gold

PUBLIC AGENCY REFERENCE:

City of Ontario

Katryna Gonzalez, Housing Director
208 W. Emporia Avenue
Ontario, CA 91762
909.395.2322
kgonzalez@ontarioca.gov



| INCOME | 1 BR | 2 BR | 3 BR | 4 BR | TOTAL |
|-------------------|-----------------------|-----------------------|-----------------------|----------|-----------|
| 30% AMI | 1 | 4 | 2 | 1 | 8 |
| 40% AMI | 2 | 7 | 3 | | 12 |
| 50% AMI | 6 | 16 | 7 | 1 | 30 |
| 60% AMI | 4 | 11 | 8 | 1 | 24 |
| Manager's | | 1 | | | 1 |
| Total | 13 | 39 | 20 | 3 | 75 |
| Rent Range | \$685- \$1,533 | \$752- \$1,828 | \$821- \$2,101 | | |

DEVELOPER

Related California,
LaBarge Industries

ARCHITECT

Danielian Associates

GENERAL CONTRACTOR

Portrait Construction, Inc.

MUNICIPAL PARTNER

City of Ontario

**PROPERTY
MANAGEMENT**

The John Stewart Company

**SOCIAL SERVICES
PROVIDER**

LifeSTEPS

LUXAIRA

Affordable, Senior Development
157 Affordable Apartments



LOCATION

1105 Hamal
Irvine, CA 92618

DEVELOPMENT

Completion Date: 03/2018

FINANCING SOURCES

Tax Credit Equity: \$16,156,020
Union Bank Permanent Loan:
\$12,690,000
Heritage Fields El Toro Residual
Receipts Loan: \$5,867,635
Deferred Developer Fee:
\$2,030,000
GP Equity: \$100
NOI: \$6,246

Total: \$36,750,001

FUNDING SOURCES

4% tax credits

Luxaira is the second affordable senior community developed in collaboration with FivePoint and Riverside Charitable Corporation. This is Related's fourth affordable development in Great Park Neighborhoods.

Located within the Great Park Neighborhoods on 4.94 acres, Luxaira embodies the seamless integration of an 157-unit affordable senior development within a market rate master planned community. The development consists of two residential buildings plus a leasing and social services center complete with on-site services reflecting the interest and needs of the senior residents, including social activities, educational classes and preventive health screenings. Residents enjoy first-rate amenities including an outdoor pavilion, saltwater swimming pool, spa, barbecue area, two rooftop decks, two dog parks, on-site parking and complimentary Wi-Fi in common areas. Luxaira is in close proximity to the Orange County Great Park and connects to nearby neighborhoods through miles of trails.

- Successful senior development focused on 'mind and body' with amenities such as a quilting workroom, art studio, demonstration kitchen, fitness center, yoga studio and community garden.

KEY FEATURES & AWARDS

- GreenPoint Rated Gold
- 2018 Affordable Housing Award, The Kennedy Commission
- 2018 Best Architectural Design Multifamily Community, Building Industry Association
- 2018 Best Affordable Housing Senior Community Under 30 du/acre, PCBC Gold Nugget Grand Award



| INCOME | STUDIO | 1 BR | 2 BR | TOTAL |
|-------------------|-------------------------|-------------------------|-------------------------|------------|
| 50% AMI | 12 | 81 | 5 | 98 |
| 60% AMI | | 43 | 15 | 58 |
| Manager's | | | 1 | 1 |
| Total | 12 | 124 | 21 | 157 |
| Rent Range | \$1,048- \$1,437 | \$1,197- \$1,533 | \$1,327- \$1,828 | |

DEVELOPER

Related California, FivePoint, Riverside Charitable Corporation

ARCHITECT

William Hezmalhalch Architects, Inc.

GENERAL CONTRACTOR

Portrait Construction, Inc.

MUNICIPAL PARTNER

City of Irvine

PROPERTY MANAGEMENT

Related Management Company

SOCIAL SERVICES PROVIDER

LifeSTEPS

PUBLIC AGENCY REFERENCE:

City of Irvine

Keri Bullock, Acting Housing Manager
 1 Civic Center Plaza
 Irvine, CA 92606
 949.724.6430
 kbullock@cityofirvine.org

FINANCIAL CAPACITY AND ABILITY TO UNDERTAKE PROPOSED PROJECT

In the last 34+ years, Related has demonstrated its capability to secure project financing, offer essential guarantees for project completion, and cultivate long-lasting relationships with key lending and investing institutions. These partnerships enable us to maximize investment leverage for our local agency partners. Our consistent success in accessing diverse funding sources at the federal, state, and local levels underscores this ability.

- Nearly all of our projects have been financed with government sources of funding, including but not limited to:
 - Low-Income Housing Tax Credits (4% and 9%)
 - Tax-Exempt Bond Financing
 - Affordable Housing Program (“AHP”)
 - Community Development Block Grants (“CDBG”)
 - Project-Based Section 8
 - HUD HOME Investment Partnerships Program
 - HUD Rental Assistance Demonstration (“RAD”)
 - HUD Housing Opportunities for Persons With AIDS Program (“HOPWA”)
 - HCD Affordable Housing and Sustainable Communities (“AHSC”)
 - HCD Infill Infrastructure Grant (“IIG”)
 - HCD Multifamily Housing Program (“MHP”)
 - HCD Transit Oriented Development Housing Program (“TOD”)
 - HCD Veterans Housing and Homelessness Prevention Program (“VHHP”)
 - California Housing Accelerator
 - Mental Health Services Act (“MHSA”)
 - Orange County Housing Finance Trust
 - Orange County Permanent Supportive Housing Funds
- Our strength in leveraging public funding sources and ability to expertly navigate regulatory complexities as they arise;
- Our insightful and nuanced understanding of regulation updates and the impact of current events on the tax credit industry;
- Our success obtaining tax credit awards, including 9% and 4% tax credits. We are the largest developer of affordable and mixed-income housing in

California, and consistently receive tax credit allocations of at least 6 developments annually.

- We have closed financing and completed construction on more than 100 tax credit financed developments with Low- Income Housing Tax Credits totaling over 15,000 units. Even during the recession, Related was able to close 5 projects and complete seven developments totaling 892 units of new construction and rehabilitated affordable housing units during the 2010 calendar year.
- During the COVID pandemic, Related received funding and closed financing on 6 developments in California and 3 in Portland, and started construction on more than 700 affordable units, creating the most robust pipeline in our history.
- In 2021, Related California received more than \$12 million in competitive Infill Infrastructure Grant (IIG) funds for more than 451 units of affordable housing in South Lake Tahoe, San Diego and Los Angeles.
- In 2022, Related received \$21 million in Accelerator funds for 81 residential units in San Diego.
- In 2023, Related received more than \$9 million in HCD SuperNOFA funds for developments in Sacramento, South Lake Tahoe and Echo Park.

Ability to Obtain Project Financing

Related was founded on affordable housing and is today one of the largest developers and preservationists of affordable housing in the nation. Related is among the largest developers of affordable housing on the West Coast and is the largest mixed-income housing developer with 34 years of experience developing housing utilizing both 4% and 9% Low Income Housing Tax Credits. Related has developed a proven track record for developing financially secured projects.

Mixed-Use Development Experience and Financing

Related has extensive experience developing lively and dynamic mixed-use environments that include affordable housing, community-oriented commercial space, open space, parking and retail space. We have completed more than 4,300 residential units in 35 mixed-use developments. We have another 650 residential units in 7 mixed-use developments in predevelopment. In conjunction with our public partners, Related has built and helped finance public parks, community centers, childcare facilities and transportation amenities.

Financing and Legislation

Obtaining financing may be a challenge and can potentially delay a project. Related excels in navigating the complexities of the various financing sources available to affordable housing. Ann Silverberg, CEO of Related California's Northern California and Northwest Divisions, is Chair of the Board of Directors of the California Housing Consortium and Co-Chair of California State Treasurer Ma's California Debt Limit Allocation Committee/ Tax Credit Allocation Committee Working Group, so we have firsthand knowledge of public policy and financing at the state government level.

As the most prominent developer of mixed-income and affordable housing in California, we stay up to date on legislation and the impact it has on our development pipeline. As laws continue to change, we are well-versed in navigating how the new legislation affects each of our affordable developments, so that we can pivot and find alternative paths and creative solutions, if necessary. With such a high volume of housing production laws over the years, we've built a developer toolkit and constantly use it. Our partners regularly turn to us as a resource for development advice, including statewide legislation updates, building in today's challenging climate, and navigating the complexities of today's financing structures, as they recognize the importance of having a partner with this mastery.

Current Relationships with Major Lending Institutions

As can be verified through contacting our financial references, Related prides itself in its ability to obtain the best financial resources through its credibility and capability. Related has a proven track record of working successfully with numerous local jurisdictions as well as lenders/investors on a variety of challenging affordable housing opportunities. Our 34-year track record, experience, and financial strength gives us unparalleled access to capital, significant purchasing and negotiating leverage, allows us to secure financing on the best available terms, and weather market cycles.

Banking Relationships

Related relishes longstanding with the largest and most active providers of real estate debt and equity capital, and has recently secured debt financings with Wells Fargo, JP Morgan, Bank of America, Deutsche Bank, Fannie Mae, Freddie Mac, Bank of China, U.S. Bank, and Citibank, among others.

Related maintains robust partnerships with financial institutions, public sector agencies, and government officials. Below are some references and preferred investors/lenders who have previously extended financing to Related, aligning with the anticipated funding needs for the proposed development.

U.S. BANK, NATIONAL ASSOCIATION

Joshua Evju • Vice President, Relationship Manager

300 Pringle Avenue, Suite 200

Walnut Creek, CA 94956

Tel: (925) 947-2491

Email: joshua.evju@usbank.com

U.S. BANCORP COMMUNITY DEVELOPMENT CORPORATION

Sebastian Glowacki • Vice President

950 17th Street, Third Floor

Denver, CO 80202

Tel: (303) 349-4132

Email: sebastian.glowacki@usbank.com

CITI COMMUNITY CAPITAL

Bryan Barker • Managing Director

One Market Street, 40th Floor

San Francisco, CA 94111

Tel: (415) 627-6484

Email: bryan.barker@citi.com

Ability to Obtain Entitlements

With a strong and diversified team, Related has the capacity and ability to obtain entitlements for even the most complex of development sites. We are a fully integrated company with unique access to in-house professionals experienced in architecture/design, planning/entitlements, finance, construction and property management. Our 100% success rate in obtaining entitlements for our affordable housing developments provides our partners with the peace of mind that Related has the capacity and ability to obtain entitlements.

Effectiveness to Manage Development and Construction Process

Comprehensive understanding of the construction process and scheduling is one of the hallmarks of the Related team. To ensure effective management of the construction process and schedule, Related's formula for success involves a proactive approach and the application of the following standard protocol on all developments:

- **During Predevelopment-** Regular design meetings with the consultants that include general contractor input; regular updates to construction costs and schedules that are reviewed and discussed with the contractor.
- **During Construction-** Regular owner, architect, and contractor site meetings (Typical agenda items include: review of meeting minutes, outstanding issues, schedule, 3-week look ahead, RFIs, submittals, and potential change orders).

CONCEPTUAL PROJECT PROPOSAL

PROJECT DESCRIPTION/NARRATIVE

NCC Laguna Affordable (the 'Project') is a mixed-use 100% affordable housing and church project located at 340 St Ann's Dr, Laguna Beach, CA 92651. Neighborhood Congregational Church ("NCC") will significantly reduce its footprint to accommodate affordable housing units to address community needs, but will remain on site.

The Project will consist of seventy-two (72) affordable apartments, including one manager's unit, offering a variety of layouts including studios, 1-, 2-, and 3-bedroom units. Furthermore, the Project will incorporate a newly constructed spiritual center intended as the future home of the Neighborhood Congregational Church.

The Project will feature a podium structure with parking for both the affordable housing and church components. Above the podium, the Project will not exceed three floors in height.

Amenities for residents will include an approximately 1,200 square foot community room and tot lot, along with an approximately 1,200 square foot leasing office, providing on-site property management support for residents living within the community.

DESIGN CONCEPT

NCC AFFORDABLE FAMILY HOUSING LAGUNA BEACH, CALIFORNIA

PROJECT TABULATIONS

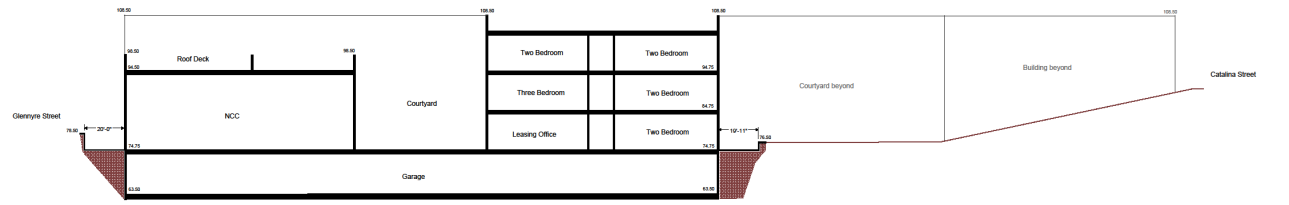
| | |
|----------------|------------|
| SITE AREA | 1.2 ACRES |
| LBP LOT SIZE | 37,514 SF |
| R2 LOT SIZE | 16,188 SF |
| | |
| DWELLING UNITS | |
| STUDIO | 4 |
| ONE BEDROOM | 30 |
| TWO BEDROOM | 19 |
| THREE BEDROOM | 19 |
| TOTAL | 72 |
| | |
| PARKING | 108 STALLS |



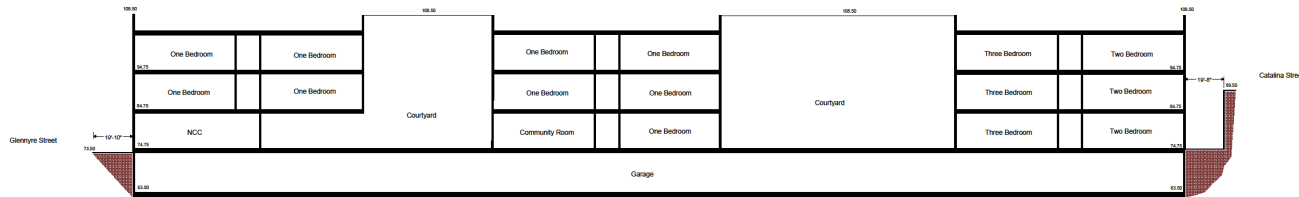
SITE AND COMPOSITE PODIUM LEVEL PLAN



NCC AFFORDABLE FAMILY HOUSING
LAGUNA BEACH, CALIFORNIA



C



B



A



CROSS SECTIONS (Applying SB4)

COMMUNITY HOUSING NEEDS AND CITY'S GOALS

Community Housing Needs

With support from the Neighborhood Congregational Church (“NCC”) in reimagining the existing property, the Project will effectively address multiple housing needs listed in the City’s Housing Element Update for 2021 -2029 (“Housing Element”) for several reasons:

1. **Housing Need Resulting from Housing Cost Burden:** The number of cost-burden renters correlates to the scarcity of affordable housing in Laguna Beach. As discussed in the Housing Element, “[d]ue to the scarcity of developable land...some households are willing to pay more for housing.” NCC’s site and location provide a unique opportunity to (1) address the City’s limited resources of developable land and (2) reimagine NCC’s site to include affordable housing and the spiritual center.
2. **Housing Need Resulting from Overcrowding:** While overcrowding is less prevalent in Laguna Beach than the rest of Orange County, the Project plays a pivotal role in alleviating overcrowding. The Project offers rent-restricted affordable housing with appropriate occupancy standards.
3. **Housing Needs of Special Needs Groups:** The Project is intended to address the housing needs of three of the special needs groups as identified in the Housing Element: large households, persons with disabilities, and homeless persons. Large family and homeless households will benefit from the robust resident services and appropriate case management support. Additionally, the Project will be designed to meet accessibility requirements. Related intends to pursue funding and resources from the state (e.g., tax credits, tax-exempt bonds, and other affordable housing sources administered through the state), Orange County, Orange County Housing Authority, and Orange County Housing Finance Trust to support the construction and long-term livelihood of the Project’s vulnerable populations.

City's Goals

The Project will address two of the three Housing Goals outlined in the City's Housing Element as outlined in the NOFA.

1. **Goal 2:** Provide and maintain housing diversity and affordability.

This Project will substantially contribute to the City's limited affordable housing inventory, and thereby help in diversifying housing options and affordability for residents. With the City's RHNA allocation determined to be 394 units, this Project alone (comprising 72 units) would provide more than 18% of that required allocation. In addition, the Project will serve extremely low, very-low and low-income households.

2. **Goal 3:** Enhance housing opportunity and accessibility, and prevent housing discrimination.

By adding 72 units of affordable housing, the Project will increase housing accessibility for lower income families. The proposed unit mix will cater to individuals as well as large families ensuring that all residents have access to the various services and experiences that Laguna Beach has to offer.

PROJECT'S PROPOSED FUNDING MECHANISMS

While the Project has not secured additional financing, it intends to utilize the following funding sources:

1. Laguna Beach Local Housing Trust Fund
2. Orange County Permanent Supportive Housing NOFA Funds
3. California Department of Housing and Community Development Affordable Housing & Sustainable Communities Funds
4. Orange County Housing Finance Trust Funds
5. 4% Tax Credits & Tax-Exempt Bonds

SCHEDULE

