

**PALM BEACH COUNTY  
BOARD OF COUNTY COMMISSIONERS**

**AGENDA ITEM SUMMARY**

**Meeting Date:** April 2, 2013 ☐ Consent ☒ Regular  
☐ Ordinance ☐ Public Hearing

**Department:** Department of Economic Sustainability

**Submitted For:** Housing Finance Authority of Palm Beach County

**I. EXECUTIVE BRIEF**

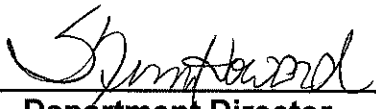
**Motion and Title: Staff recommends motion to adopt:** a Resolution of the Board of County Commissioners of Palm Beach County, Florida; approving the issuance of not exceeding \$16,400,000 Housing Finance Authority of Palm Beach County, Florida, Multifamily Housing Revenue Bonds (Palms West Project) the proceeds of which are to be used for the purpose of financing the acquisition, rehabilitation and/or equipping of a not to exceed 290 unit multifamily rental housing development to be known as Palms West; approving GA Housing LLC or other tax exempt investment fund sponsored by Red Stone Partners as the Purchaser of said Bonds and approving RBC Capital Markets, LLC as the Placement Agent with respect to the Bonds, within the meaning of Palm Beach County Code Section 2-190; and providing an effective date.


**Summary:** These Bonds are being issued to finance the cost of acquiring and rehabilitating a property by the name of Palms West, an existing 290 unit multifamily rental housing facility located at 1551 Quail Drive in unincorporated Palm Beach County. The Borrower is SP West Palm LP and the developer is Southport Development, Inc. These units will be rented to qualified persons and families as required by Section 147(f) of the Internal Revenue Code of 1986, as amended (Code). The Bonds will be payable solely from revenues derived from the Borrower and/or other collateral provided by or on behalf of the Borrower. Bryant Miller Olive is Bond Counsel to the Housing Finance Authority of Palm Beach County, Florida (Authority) with respect to the Bonds. The Authority will deliver the Bonds directly to GA Housing, LLC, or an affiliate thereof, as the purchaser thereof. RBC Capital Markets, LLC, will be the placement agent with respect to the Bonds. The Authority was established by the Board of County Commissioners (Board) in 1979 in accordance with Part IV of Chapter 159, Florida Statutes (Act). Section 2-190 of the Palm Beach County Code requires that all bonds of the Authority and the purchaser of such bonds must be submitted to and approved by the Board. **This funding is projected to create 637 jobs and have a five (5) year Economic Sustainability Impact of \$52.7 Million. Neither the taxing power nor the faith and credit of the County nor any County funds are pledged to pay the principal, redemption premium, if any, or interest on the Bonds.** (HFA of PBC) District 7 (PFK)

**Background and Justification:** The adoption of this Resolution by the Board would constitute the approval required under Section 147(f) of the Code and the approval of GA Housing, LLC, or an affiliate thereof, as the purchaser thereof, and of RBC Capital Markets, LLC, as the placement agent for the Bonds, as required by Section 2-190 of the Palm Beach County Code.

**Attachments:**

1. Resolution
2. Proof of Publication of TEFRA Notice

**Recommended By:**  3-20-13  
Department Director Date

**Approved By:**  3-27-13  
Assistant County Administrator Date

## II. FISCAL IMPACT ANALYSIS

### A. Five Year Summary of Fiscal Impact:

Fiscal Years	2013	2014	2015	2016	2017
Capital Expenditures					
Operating Costs					
External Revenues					
Program Income					
In-Kind Match (County)					
NET FISCAL IMPACT	*				

# ADDITIONAL FTE POSITIONS (Cumulative)					
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Is Item Included In Current Budget? Yes \_\_\_\_\_ No X

Budget Account No.:

### B. Recommended Sources of Funds/Summary of Fiscal Impact:

\* All costs to be borne by the Housing Finance Authority. No fiscal impact to Palm Beach County.

### C. Departmental Fiscal Review:

N/A

## III. REVIEW COMMENTS

### A. OFMB Fiscal and/or Contract Development and Control Comments:

OFMB [Signature] 3/21/2013 [Signature] 3/26/13  
Contract Development and Control  
3-26-13 B Wheeler

### B. Legal Sufficiency:

[Signature]  
Assistant County Attorney

### C. Other Department Review:

\_\_\_\_\_  
Department Director

(THIS SUMMARY IS NOT TO BE USED AS A BASIS FOR PAYMENT)

RESOLUTION NO. R2013 - \_\_\_\_\_

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF PALM BEACH COUNTY, FLORIDA; APPROVING THE ISSUANCE OF NOT EXCEEDING \$16,400,000 HOUSING FINANCE AUTHORITY OF PALM BEACH COUNTY, FLORIDA, MULTIFAMILY HOUSING REVENUE BONDS (PALMS WEST PROJECT) THE PROCEEDS OF WHICH ARE TO BE USED FOR THE PURPOSE OF FINANCING THE ACQUISITION, REHABILITATION AND/OR EQUIPPING OF A NOT TO EXCEED 290 UNIT MULTIFAMILY RENTAL HOUSING DEVELOPMENT TO BE KNOWN AS PALMS WEST; APPROVING GA HOUSING LLC OR OTHER TAX EXEMPT INVESTMENT FUND SPONSORED BY RED STONE PARTNERS AS THE PURCHASER OF SAID BONDS AND APPROVING RBC CAPITAL MARKETS, LLC AS THE PLACEMENT AGENT WITH RESPECT TO THE BONDS, WITHIN THE MEANING OF PALM BEACH COUNTY CODE SECTION 2-190; AND PROVIDING AN EFFECTIVE DATE.

**WHEREAS**, the Housing Finance Authority of Palm Beach County, Florida (the "Authority") was created pursuant to Part IV, Chapter 159, Florida Statutes (the "Act") and Article V, Division 3, Sections 2-181 et seq., Palm Beach County Code of Ordinances (the "Ordinance"); and

**WHEREAS**, the Board of County Commissioners of Palm Beach County, Florida (the "Board"), has heretofore adopted Resolution No. 79-1150 declaring its need for the Authority to function in order to alleviate the shortage of housing and capital investment in housing within Palm Beach County, Florida (the "County"); and

**WHEREAS**, the Borrower (as defined below) has made application to the Authority to issue its bonds (herein, the "Bonds") for the purpose of financing all or a portion of the costs of acquisition, rehabilitation and/or equipping of a not to exceed 290 unit rental housing development to be known as Palms West, to be located at 1551 Quail Drive, West Palm Beach, Florida 33409, in unincorporated Palm Beach County, Florida (the "Project"), to be occupied by persons of low or moderate income as required within the meaning of Section 142(d) of the Internal Revenue Code of 1986, as amended (the "Code"); and

**WHEREAS**, the Bonds shall be limited obligations of the Authority payable from the revenues derived from the operation of the Project and/or other collateral provided by or on behalf of SP West Palm LP, a Florida limited liability company, or an affiliate thereof (the "Borrower") and the payment of such Bonds will be secured by a note and mortgage executed by the Borrower and/or such collateral; and

**WHEREAS**, the Authority held a properly noticed public hearing pursuant to the provisions of Section 147(f) of the Code on March 18, 2013, regarding the proposed issuance of its multifamily housing revenue bonds (Palms West Project), in the principal amount of not exceeding \$16,400,000; and

**WHEREAS**, the Bonds shall not be a debt of the Authority, the County, the State of Florida (the "State"), nor any other political subdivision thereof; and neither the Authority, the County, the State nor any other political subdivision thereof shall be liable thereon; and

**WHEREAS**, the Authority has requested that the Board approve the issuance of the Bonds within the meaning of Section 147(f) of the Code; and

**WHEREAS**, the Bonds will be issued by the Authority and purchased by GA Housing LLC or other tax exempt investment fund sponsored by Red Stone Financial Partners (the "Purchaser"), and the proceeds thereof will be used to finance all or a portion of the costs of the Project to be rented to qualified persons and families as required by the Act and the Code in Palm Beach County, Florida; and

**WHEREAS**, RBC Capital Markets, LLC will be the placement agent for the Bonds (the "Placement Agent"); and

**WHEREAS**, the Authority has requested that the Board approve the issuance of the Bonds and the execution and delivery of the Bonds as required by the Ordinance.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF PALM BEACH COUNTY, FLORIDA;**

1. That the above recitals are hereby adopted by the Board as the findings of the County and are incorporated herein.
2. That the issuance of the Bonds is approved within the meaning of Section 147(f) of the Code.
3. That the issuance of the Bonds, the private placement of the Bonds with the Purchaser and the Placement Agent serving as placement agent for the Bonds are approved within the meaning of the Ordinance.
4. That the Mayor and the Clerk are authorized to execute this Resolution on behalf of Palm Beach County, Florida.
5. That this Resolution shall take effect upon adoption.

The foregoing Resolution was offered by Commissioner \_\_\_\_\_, who moved its adoption. The motion was seconded by Commissioner \_\_\_\_\_, and being put to a vote, the vote was as follows:

STEVEN L. ABRAMS, Mayor	-
PRISCILLA A. TAYLOR, Vice Mayor	-
HAL R. VALECHE	-
PAULETTE BURDICK	-
SHELLEY VANA	-
MARY LOU BERGER	-
JESS R. SANTAMARIA	-

The Mayor thereupon declared the Resolution duly passed and adopted this 2nd day of April, 2013.

**PALM BEACH COUNTY, FLORIDA, BY ITS  
BOARD OF COUNTY COMMISSIONERS**

**APPROVED AS TO FORM AND  
LEGAL SELF SUFFICIENCY**

**ATTEST:  
SHARON R. BOCK, CLERK & COMPTROLLER**

By: \_\_\_\_\_  
Assistant County Attorney

By: \_\_\_\_\_  
Deputy Clerk

The Palm Beach Post  
REAL NEWS STARTS HERE  
Palm Beach Daily News

STATE OF FLORIDA  
COUNTY OF PALM BEACH

Before the undersigned authority personally appeared Nadia Vagedes, who on oath says that she is Call Center Legal Advertising Representative of The Palm Beach Post, a daily and Sunday newspaper, published at West Palm Beach in Palm Beach County, Florida; that the attached copy of advertising for a Notice in the matter NOTICE OF PUBLIC HEARING CONCERNING THE was published in said newspaper in the issues of 03/01/2013. Affiant further says that the said The Post is a newspaper published at West Palm Beach, in said Palm Beach County, Florida, and that the said newspaper has heretofore been continuously published in said Palm Beach County, Florida, daily and Sunday and has been entered as second class mail matter at the post office in West Palm Beach, in said Palm Beach County, Florida, for a period of one year next preceding the first publication of the attached copy of advertisement; and affiant further says that she/he has neither paid nor promised any person, firm or corporation any discount rebate, commission or refund for the purpose of securing this advertisement for publication in the said newspaper. Also published in Martin and St. Lucie Counties.

NOTICE OF PUBLIC HEARING CONCERNING THE ISSUANCE, FROM TIME TO TIME, BY THE HOUSING FINANCE AUTHORITY OF PALM BEACH COUNTY, FLORIDA, OF NOT EXCEEDING \$16,400,000 OF ITS MULTIFAMILY HOUSING REVENUE BONDS (PALM BEACH COUNTY HOUSING REVENUE BONDS) (THE "BONDS"). The Bonds are hereby given that on March 18, 2013, at 9:00 a.m., or as soon thereafter as possible, the Executive Director of the Housing Finance Authority of Palm Beach County, Florida (the "Authority"), will conduct a public hearing at 100 Australian Avenue, Suite 810, Conference Room 4.134 West Palm Beach, Florida 33409 for the purpose of giving interested persons an opportunity to be heard concerning the proposed issuance by the Authority of its Multifamily Housing Revenue Bonds (Palms West Project) (the "Project"), in an amount not to exceed \$16,400,000. The Bonds will be issued from time to time, to finance the Project to be made by the Authority to 19 West Palm Beach, LP, a Florida limited partnership, or its successor or assign therein, collectively, the "Borrower". The proceeds from the Bonds will be used by the Borrower to finance the acquisition, rehabilitation and leasing of an existing 290-unit multifamily rental housing development now known as Live Oak Plantation and Coast Woods at Live Oak Plantation, and to be located 7200 West 1st, which units will be available for rental to qualified tenants. The Project is located at 7200 West 1st, West Palm Beach, Florida 33411, in unincorporated Palm Beach County. The Project will be owned and operated by, or on behalf of, the Borrower. For further information regarding the Project or the Borrower, contact Mr. Scott Seldinger at 56 West Palm Beach, LP / Southport Development, Inc. at (772) 565-3660. The Authority previously conducted a public hearing regarding the Bonds on February 8, 2012, but inadvertently stated an incorrect address for the Project. The Bonds will mature no later than forty (40) years from their date of issuance and will be payable from the revenues of the Project and/or from other sources as shall be acceptable to the Authority. The Bonds will not constitute an independent of the Authority, Palm Beach County, Florida, the State of Florida (the "State") or any other political subdivision of the State within the meaning of any constitutional or statutory limitation or restriction. The Authority has no lending power. At such meeting, persons will be given an opportunity to express their views, both orally and through written statements which are submitted to the Authority on or before the public hearing. Written statements may be submitted to David Brant, Executive Director, Housing Finance Authority of Palm Beach County, Florida, at facsimile (561) 232-3457 or e-mail: dbrant@hfa.org, on behalf of the Authority should any person desire to express any objection made by the Authority, he will read a record of the proceedings and may need to assure that a verbatim record of the proceedings is made, which record must include testimony and evidence upon which the appeal may be based in accordance with the Americans with Disabilities Act, the Americans with Disabilities Act, persons with disabilities needing special assistance accommodations to participate in the proceedings should contact Mr. David M. Brant, no later than five (5) days prior to the hearing at telephone number (561) 232-3457. For assistance, if hearing impaired, telephone the Florida Relay Service Number at (800) 955-8771 (TDD) or (800) 955-8771 (VOIC) for assistance. This Notice is published pursuant to the requirements of Section 147.01 of the Internal Revenue Code of 1986, as amended, and Treasury Regulations Section 147.01. HOUSING FINANCE AUTHORITY OF PALM BEACH COUNTY, FLORIDA.  
P.B. The Palm Beach Post  
3/1/13 #5562

Signed

*Monica Brackman*

Sworn to and subscribed before 03/13/2013.  
Who is personally known to me.



MONICA BRACKMAN, Notary Public  
In and for the State of Ohio  
My Commission Expires September 30, 2014