NEW YORK CITY
HOUSING DEVELOPMENT
CORPORATION

# MEMORANDUM

**To:** The Chairperson and Members

**From:** Eric Enderlin
President

**Date:** September 12, 2017

**Re:** Multi-Family Housing Revenue Bonds, 2017 Series E and F; Multi-Family Housing Revenue Bonds (Insured Mortgage Loan Pass-Through), 2017 Series A; Approval of a Mortgage Loan; Purchase of HAC Loans

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I am pleased to recommend that the Members approve the issuance of the Corporation's Multi-Family Housing Revenue Bonds, 2017 Series E and 2017 Series F (the "2017 Series E Bonds" and the "2017 Series F Bonds," respectively, and collectively, the "Open Resolution Bonds"), and the issuance of the Corporation's Multi-Family Housing Revenue Bonds (Insured Mortgage Loan Pass-Through), 2017 Series A (the "2017 Pass-Through Bonds," and together with the "Open Resolution Bonds", the "Bonds") in an amount not expected to exceed $245,000,000 to finance the construction, acquisition, rehabilitation and/or permanent financing of certain projects and other activities as described herein.

Interest on the Open Resolution Bonds is expected to be exempt from Federal, state and local income tax, and such bonds will qualify as tax-exempt private activity bonds with an allocation of "recycled" volume cap in accordance with the Housing and Economic Recovery Act of 2008 ("HERA"). Interest on the Pass-Through Bonds is not expected to be exempt from Federal income tax, but is expected to be exempt from state and local income tax.

The proposed financing, including the proceeds from the sale of certain Open Resolution mortgage loans to the Multi-Family Housing Pass-Through Revenue Bonds, 2017 Series A Resolution (the "Pass-Through Resolution") and the Corporation's Multi-Family Secured Mortgage Revenue Bonds Bond Resolution, adopted by the Members on May 10, 2005 (the "Secured Resolution") (as presented in a separate memorandum seeking authorization for the issuance of bonds under the Secured Resolution) will replenish the unrestricted funds available to the Corporation, which will then be used to make new mortgage loans in furtherance of the Corporation's commitment to the Mayor's Housing New York plan.

The Members are further being asked to authorize the use of available funds of the Open Resolution, in an amount not to exceed $12,465,000, to finance the rehabilitation of one Mitchell Lama development.

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The Members are further being asked to authorize the use of the Corporation's unrestricted funds in an amount not to exceed $26,180,000 to purchase five (5) mortgage loans from its subsidiary, the New York City Housing Assistance Corporation ("HAC").

The anticipated interest rates, maturity dates and other relevant terms of the Bonds are described herein. The Authorizing Resolutions will authorize the 252nd through 254th Supplemental Resolutions for the issuance of Open Resolution Bonds and the Pass-Through Bonds.

Following is a background of the Open Resolution and the Bonds, the financing of certain preservation loans, the proposed uses of the Bonds and a description of their structure and security.

**Background and Status of the Open Resolution**

Under the Open Resolution, the Corporation has issued bonds (a) to finance or acquire mortgage loans for multi-family rental and cooperative housing developments throughout New York City, (b) to refund other bond issues of the Corporation, which had financed other multi-family developments, and (c) to acquire a 100% interest in City-owned mortgages. As of January 31, 2017, there were 935 mortgage loans (802 permanent loans and 133 construction loans) held under the Open Resolution with a total outstanding principal balance of approximately $5,228,202,401 including $4,045,549,078 in permanent loans and $1,182,653,323 in construction loans. These mortgage loans, together with funds in the Bond Proceeds Account and Debt Service Reserve Account, totaled $6,646,428,097 as of January 31, 2017. There are no material monetary defaults on any of the mortgage loans other than temporary financial difficulties with respect to certain developments which are in the process of being cured. As of January 31, 2017, there were $5,588,500,000 of Open Resolution bonds outstanding, not including bonds issued under the Federal New Issue Bond Program (NIBP). Subsequent to January 31, 2017, the Corporation issued $705,225,000 principal amount of Open Resolution bonds.

**Background on Pass-Through Bonds**

The 2017 Pass-Through Bonds are expected to be issued as pass-through obligations under the Open Resolution with a "one-way walled-off" structure as further described herein under the section "Security for the Pass-Through Bonds." The "pass-through" structure provides an alternative to the taxable structure utilized under the Corporation's Open Resolution and helps broaden the Corporation's traditional investor base. Approximately seven (7) seasoned mortgage loans (the "Pass-Through Mortgage Loans") that are insured by New York City Residential Mortgage Insurance Corporation ("REMIC") for a total principal balance of $72,241,631 are expected to be transferred from the Open Resolution to the Pass-Through Resolution to secure the issuance of the 2017 Series A Bonds. The proceeds of the Pass-Through Bonds, which are expected to be used to purchase these REMIC-insured loans from the Open Resolution, will subsequently be used to finance new mortgage loans under the Open Resolution.

The pass-through structure is expected to result in preferable pricing similar to the Corporation's first issuance of pass-through bonds in 2014 (the "2014 Pass-Through Bonds"). While the 2014

Pass-Through Bonds were issued separate from the Open Resolution, it is anticipated utilizing the "one-way walled off" structure for the 2017 Pass-Through Bonds will simplify the Corporation's continuing disclosure requirements by making such requirements consistent with those of the Open Resolution.

It is expected that many of the loans to be financed with the unrestricted funds generated by this financing will be financed under the revised Mitchell-Lama Restructuring Program (MLRP) as approved by the Members on May 26, 2017. The proposed structure will provide financing for future projects at a lower funding cost than if the Corporation were to issue traditional Open Resolution taxable long-term fixed rate bonds directly secured by and structured against the new mortgage loans. Utilizing pre-existing bond structures also reduces origination and issuance costs for the MLRP (historically, the Corporation has offered financing to most Mitchell Lama developments without charging the borrowers loan origination and cost of issuance fees).

For more information on the Pass-Through Loans, please see Attachment "C."

**Financing Stryker's Bay**

The Corporation expects to use available funds of the Open Resolution, in an amount not to exceed $12,465,000, to finance the rehabilitation of Stryker's Bay, a 234 unit Mitchell-Lama development in Manhattan.

The portion of the Open Resolution Bonds associated with the Mitchell Lama Restructuring Loan is expected to be designated Mitchell Lama Restructuring Bonds.

For more information on the Stryker's Bay development, please see Attachment "A."

**Purchase and Pledge of HAC Loans**

Subject to approval by the Members of HAC, the Corporation expects to use its unrestricted reserves to purchase five (5) mortgage loans (the "HAC Loans") with a total principal balance of approximately $32,405,241 at a purchase price not expected to exceed $26,180,000 based on present value calculation. The HAC loans will then be pledged to the Open Resolution to further strengthen the indenture cash flows for future financings.

**Proposed Uses for the 2017 Series E Bond Proceeds**

It is anticipated that the proceeds of the 2017 Series E Bonds, in an amount not expected to exceed $85,000,000, will be used to finance or reimburse the Corporation for amounts previously advanced from its unrestricted reserves for, all or a portion of certain subordinate loans by refunding certain outstanding bonds of the Corporation. The Members approved the making of senior and subordinate loans for all of the developments described in the chart below on October 7, 2015, June 5, 2017, March 17, 2017 and December 1, 2016. The Members are now being asked to approve the use of the 2017 Series E Bond proceeds for the financing of, or reimbursement for, the subordinate loans described in the chart below.

| Expected Series of Bonds | Development Name (Borough/Number of Units) | Expected Not to Exceed Subordinate Mortgage Loan Amount | Anticipated Amount Funded or Reimbursed from 2017 Series E | Anticipated Amount Funded from Other Sources | Subsidy Program |
|---|---|---|---|---|---|
| 2017 Series E | 1880 Boston Road[1] (Bronx/168) | $9,240,000 | $2,330,000 | $6,910,000 | ELLA/Section 8 |
| 2017 Series E | Fulton Houses[1,3] (Manhattan/160) | $10,735,000 | $500,000 | $10,235,000 | Mixed-Middle (M2) |
| 2017 Series E | PRC Fox Street[1] (Bronx/200) | $19,000,000 | $1,700,000 | $17,300,000 | Mix and Match |
| 2017 Series E | Story Avenue West[1] (Bronx/223) | $17,561,250 | $3,770,000 | $13,791,250 | Mix and Match |
| 2017 Series E | Villa Gardens[1] (Bronx/53) | $5,035,000 | $550,000 | $4,485,000 | Mixed-Middle (M2) |
| 2017 Series E | Bronx Commons[1] (Bronx/305) | $26,386,513 | $6,245,000 | $20,141,513 | Mix and Match |
| 2017 Series E | Jamaica Crossing Mid Rise[1] (Queens/130) | $8,450,000 | $3,935,000 | $4,515,000 | ELLA |
| 2017 Series E | Jamaica Crossing High Rise[2] (Queens/539) | $25,755,395 | $14,905,000 | $10,850,395 | Mixed-Middle (M2) |
| 2017 Series E | Compass 5[3] (Bronx/218) | $14,170,000 | $3,550,000 | $10,620,000 | ELLA |
| 2017 Series E | The Gilbert[3] (Manhattan/153) | $10,151,397 | $1,465,000 | $8,686,397 | Mix and Match |
| 2017 Series E | MLK Plaza[3] (Bronx/167) | $10,855,000 | $2,685,000 | $8,170,000 | ELLA |
| 2017 Series E | Morris II Apartments[3] (Bronx/154) | $10,010,000 | $3,900,000 | $6,110,000 | ELLA |
| 2017 Series E | Tree of Life[3] (Queens/174) | $12,760,000 | $1,835,000 | $10,925,000 | Mix and Match |
| 2017 Series E | Bedford Green House[4] (Bronx/118) | $6,960,000 | $1,050,000 | $5,910,000 | ELLA/Section 8 |
| 2017 Series E | Concourse Village West[4] (Bronx/265) | $20,889,000 | $10,310,000 | $10,579,000 | Mix and Match |
| 2017 Series E | Ingersoll Senior Apartments[4] (Brooklyn/146) | $8,030,000 | $2,910,000 | $5,120,000 | ELLA/Section 8 |
| 2017 Series E | 988 East 180th Street[4] (Bronx/163) | $10,595,000 | $4,015,000 | $6,580,000 | ELLA/Section 8 |
| 2017 Series E | Mill Brook Terrace[4] (Bronx/159) | $8,745,000 | $3,590,000 | $5,155,000 | ELLA/Section 8 |
| 2017 Series E | Westchester Mews[4] | $18,025,000 | $1,185,000 | $16,840,000 | Mix and Match |

| | | | | | |
|---|---|---|---|---|---|
| | (Bronx/206) | | | | |
| 2017 Series E | Lexington Gardens II[4] (Manhattan/400) | $31,400,000 | $2,855,000 | $28,545,000 | Mix and Match |
| 2017 Series E | Keith Plaza Sub Loan[5] (Bronx/311) | $3,000,000 | $3,000,000 | $0 | Mitchell Lama |
| TOTAL | | $287,753,555 | $76,285,000 | $211,468,555 | |

[1] This development received a senior position 2016 Series I Mortgage Loan from the Corporation in December 2016 that is pledged to the Open Resolution.
[2] This development received a senior position 2016 Series J Mortgage Loan in December 2016 that is pledged to the Open Resolution.
[3] This development received a senior position 2017 Series A Mortgage Loan from the Corporation in April 2017 that is pledged to the Open Resolution.
[4] This development received a senior position 2017 Series C Mortgage Loan from the Corporation in June 2017 that is pledged to the Open Resolution.
[5] This development received senior position 2015 Series E-1 Mortgage Loans from the Corporation in October 2015 that are pledged to the Open Resolution.

**Proposed Uses for the 2017 Series F Bond Proceeds**

It is anticipated that the 2017 Series F Bonds will be issued as a convertible option bond ("COB") to preserve tax-exempt "recycled" volume cap in excess of the amounts currently needed by the Corporation.

If issued, the proceeds of the 2017 Series F Bonds, in an amount expected not to exceed $80,000,000, are expected to provide first position construction and permanent financing for the new construction or acquisition and rehabilitation of certain developments, all of which are listed on Attachment "B" and which will reserve a minimum of 20% of the units for households earning no more than 50% of the AMI or 25% of the units for households earning no more than 60% of the AMI. The mortgage loans for these developments are expected to close in 2017 or 2018 at which point the 2017 Series F Bonds will be remarketed or refunded to match the terms of the applicable mortgage loans.

Most of the developments listed will not be funded from the 2017 Series F Bond proceeds but all will be eligible for such financing.

**Proposed Uses for the Pass-Through Bond Proceeds**

It is anticipated that the proceeds of the Pass-Through Bonds will be used to finance the acquisition of the Pass-Through Mortgage Loans, which are currently pledged to the Open Resolution with an approximate aggregate outstanding principal balance of $72,412,060 as of August 31, 2017. All of the Pass-Through Mortgage Loans are partially insured by REMIC.

For more information on the Pass-Through Mortgage Loans, please see Attachment "C."

**Structure of the Bonds**

The Bonds are expected to be issued in the modes described below, however, the Authorizing Resolution relating to the Bonds will provide that a senior officer of the Corporation may determine to combine supplemental resolutions or issue the Bonds in multiple issuances pursuant to the same resolution as long as the total amount of the Bonds issued does not exceed $245,000,000. The Corporation expects to designate the 2017 Series E Bonds and Pass-through Bonds as Sustainable Neighborhood Bonds.

**A. 2017 Series E Bonds**

It is anticipated that the 2017 Series E Bonds, in an amount not expected to exceed $85,000,000, will be issued as fixed rate tax-exempt bonds. The Members are asked to authorize a not-to-exceed true interest cost of 10% for fixed rate bonds; however, it is expected that the 2017 Series E Bonds will have a true interest cost that does not exceed 5% and an approximate final maturity of November 1, 2043.

**B. 2017 Series F Bonds**

The 2017 Series F Bonds are expected to be issued as a "recycled" private activity volume cap COB.

The Members are asked to authorize an expected not-to-exceed amount of $80,000,000 for 2017 Series F.

The 2017 Series F Bonds are expected to be issued as variable rate obligations initially in the Term Rate mode. The 2017 Series F Bonds will have an approximate final maturity of May 1, 2048. In the Term Rate mode, interest is reset at specific intervals. The first Term Rate Term will begin on the date of issuance and run through approximately January 15, 2018. The Members are asked to authorize a not-to-exceed true interest cost of 15% for the 2017 Series F Bonds; however, it is expected that the interest rate on the 2017 Series F Bonds will not exceed 2% during the series' first Term Rate Term.

The Corporation may direct that all or a portion of the 2017 Series F Bonds be converted from time to time to another interest rate mode (including to a fixed rate to maturity) at any time approximately from December 1, 2017 to and including January 15, 2018 and thereafter in accordance with any new term rate term.

The 2017 Series F Bonds or applicable portion thereof shall be subject to mandatory tender for purchase on any date on which such Bonds or such portion are to be converted to a different interest rate mode and on the last day of any Term Rate Term. It is expected that when mortgage loans are ready to close, a portion of such Bonds will be subject to mandatory tender and either converted to another interest rate mode through a remarketing or refunded for the financing of the applicable project. The Corporation will be obligated to pay the purchase price of those Bonds that are subject to mandatory tender for purchase and are not remarketed. No liquidity facility has been obtained to fund such obligation. However, the unexpended proceeds are expected to be available to pay the purchase price of any 2017 Series F Bonds that are subject to mandatory tender for purchase and are not remarketed. To provide assurances to the Bondholders that sufficient monies will be available to fund the purchase price for the 2017 Series F Bonds, the Corporation may covenant to maintain unencumbered cash or cash equivalents (U.S. Treasury Notes, STRIPS or Agencies) under the Open Resolution available to pay the purchase price of all un-remarketed 2017 Series F Bonds.

### C. The Pass-Through Bonds

The Pass-Through Bonds, in an amount not expected to exceed $80,000,000, will be issued as fixed rate bonds. The Members are asked to authorize a not-to-exceed interest rate of 10% for the Pass-Through Bonds; however, it is expected that the Pass-Through Bonds will have an interest rate that does not exceed 3.5% and an approximate final maturity of October 1, 2046. The Pass-Through Bonds will be priced based on an expected average life of the Pass-Through Mortgage Loans. The Corporation expects to designate the Pass-Through Bonds as Sustainable Neighborhood Bonds.

Under the Pass-Through Resolution, the Corporation is obligated to pay the bond debt service consisting of interest due monthly and principal due at maturity or prior redemption. All repayments and prepayments derived from the Pass-Through Mortgage Loans, including a payment of REMIC insurance, if any, will be passed through to the bondholders to redeem the Pass-Through Bonds on a monthly basis.

The Corporation expects to fund the debt service reserve fund from the Corporation's unrestricted reserves.

## Security for the Open Resolution Bonds

The 2017 Series E and 2017 Series F Bonds will be issued on a parity basis with all outstanding previous series of bonds issued under the Open Resolution from July 1993 to date, and the security for the bonds includes all of the collateral currently held under the Open Resolution. As of January 31, 2017, that collateral consisted of the following:

| TYPE OF COLLATERAL | # OF LOANS | AMOUNT | % OF TOTAL |
|---|---|---|---|
| FHA Insured Mortgage Loans | 16 | $ 48,914,660 | 0.74% |
| Fannie Mae/Freddie Mac Enhanced Mortgage Loans | 32 | 724,886,543 | 10.91% |
| GNMA Insured Mortgages | 2 | 19,430,871 | 0.29% |
| SONYMA Insured Mortgages | 47 | 516,151,645 | 7.77% |
| REMIC Partially Insured Mortgages | 191 | 1,082,886,711 | 16.29% |
| LOC Secured Mortgages | 11 | 57,404,052 | 0.86% |

| | | | |
|---|---|---|---|
| Uninsured Permanent Mortgages | 312 | 1,432,943,209 | 21.56% |
| Uninsured 2014 Series B Mortgages | 191 | 162,931,388 | 2.45% |
| Partially Funded Construction Loans Secured by LOC | 85 | 911,415,258 | 13.71% |
| Partially Funded Construction Loans Not Secured by LOC | 48 | 271,238,065 | 4.08% |
| Sub-Total* | 935 | 5,228,202,401 | 78.66% |
| Undisbursed Funds in Bond Proceeds Account[1] | | 1,305,948,152 | 19.65% |
| Debt Service Reserve Account[2] | | 112,277,544 | 1.69% |
| Total* | 935 | $6,646,428,097 | 100% |

* May not add due to rounding.
[1] Undisbursed Funds in Bond Proceeds Accounts are monies held by the trustee for construction financing of projects under the Open Resolution.
[2] Includes a payment obligation of $7,500,000 of the Corporation which constitutes a general obligation.

**Security for the Pass-Through Bonds**

The Pass-Through Bonds will be secured by the Pass-Through Mortgage Loans and the revenues derived therefrom, and a debt service reserve fund. The Pass-Through Mortgage Loans are expected to have a significantly higher interest rate than the interest on the Pass-Through Bonds. The anticipated excess interest will be collected in a special revenue account (the "Excess Revenue Fund"). Amounts in the Excess Revenue Fund in excess of a single month's debt service on the Mortgage Loans are expected to be deposited back to the Open Resolution semi-annually.

In addition, the Pass-Through Bonds are expected to be secured by the amount on deposit in the revenue account under the Open Resolution; however, the Pass-Through Mortgage Loans are "walled off" from the other mortgage loans and revenues of the Open Resolution and are not available to pay debt service on the regular Open Resolution bonds (the "one-way walled-off" structure). The "one-way walled-off" structure was first adopted for the Federal New Issue Bond Program. Based on this additional support from the Open Resolution, the Pass-Through Bonds are expected to be rated AA+ by S&P.

Furthermore, all of the Pass-Through Mortgage Loans are partially insured by REMIC.

**Risks and Risk Mitigation**

**2017 Series E Bonds**

The primary risk to the Corporation related to the 2017 Series E Bonds is repayment risk from the borrowers. This risk is mitigated through conservative underwriting incorporating low loan-to-value and substantial debt service coverage and income to expense ratios.

**2017 Series F Bonds**

The primary risk associated with the 2017 Series F Bonds is that the mortgage loan closings may not be able to take place. The Corporation believes that it has sufficiently mitigated this risk. The projects that are anticipated to close with funding from the proceeds of the 2017 Series F Bonds have been reviewed by Corporation staff, and are expected to be taken through the underwriting process, obtain credit enhancement and to satisfy all other matters relating to closing preparation. In addition, projects totaling at least $2,968,093,000 in projected development costs were or will be publicly noticed pursuant to Federal tax rules and may be financed using the tax-exempt bond proceeds issued by the Corporation in the event that replacement project(s) would be necessary.

Furthermore, the Corporation has the option to remarket the 2017 Series F Bonds at the end of their initial term into subsequent term rate terms.

**Pass-Through Bonds**

The primary risk associated with the Pass-Through Bonds is repayment risk from the borrowers. This risk is mitigated through conservative underwriting incorporating substantial debt service coverage and income to expense ratios, as well as low loan-to-value ratios. All of the Pass-Through Mortgage Loans are seasoned mortgage loans, currently in the Corporation's loan portfolio with a consistent payment history. The Corporation believes that there is a low risk of non-payment. In addition, all of the Pass-Through Mortgage Loans are partially insured by REMIC.

**Deposits and Fees**

With respect to developments financed with the 2017 Series E Bonds and other Open Resolution transactions completed by the Corporation, the Corporation will charge each borrower an annual servicing fee of at least 0.20% on the outstanding principal balance of each first permanent mortgage loan or other applicable fees.

**Ratings**

The 2017 Series E Bonds are expected to be rated AA+ by S&P and Aa2 by Moody's.

The 2017 Series F Bonds are expected to be rated A-1+ by S&P and Aa2/VMIG1 by Moody's.

The Pass-Through Bonds are expected to be rated AA+ by S&P.

**Underwriters for the Open Resolution Bonds**

It is anticipated that the Open Resolution Bonds will be underwritten by one or more of the following:

Citigroup Global Markets Inc. (*Expected Bookrunning Senior Manager for 2017 Series E)*
J. P. Morgan Securities LLC *(Expected Senior Manager for 2017 Series F; expected Co-Senior Manager for 2017 Series E)*
BAML
Morgan Stanley
Academy Securities

**Underwriters for the Pass-Through Bonds**

Jefferies LLC (*Expected Bookrunning Senior Manager)*
Barclays Capital Inc. *(Expected Co-Senior Manager*
RBC Capital Markets, LLC *(Expected Co-Senior Manager*

**Underwriters' Counsel**

Orrick, Herrington & Sutcliffe LLP

**Bond Trustee and Tender Agent**

Bank of New York Mellon

**Bond Counsel**

Hawkins Delafield & Wood LLP

**Action by the Members**

The Members are requested to approve an authorizing resolution that provides for (a) the adoption of Supplemental Resolutions to the Open Resolution providing for the issuance of the Open Resolution Bonds, (b) the adoption of the Pass-Through Resolution for the issuance of the Pass-Through Bonds, (c) the execution of bond purchase agreement(s) with the Underwriter(s) of the Bonds or a direct purchaser of any or all of the Bonds, (d) the use of the Corporation's unrestricted reserves to fund costs of issuance for the Bonds and to fund all or a portion of the debt service reserve account requirement in connection with any or all of the series of Bonds, as may be required, (e) the use of the Corporation's general obligation as a "Cash Equivalent" (under the Open Resolution) to satisfy the Debt Service Reserve Account requirement with respect to the Open Resolution Bonds, (f) the execution of amendments to the existing Participation Agreement with the City of New York relating to designating certain bonds financing mortgage loans as Mitchell-Lama Restructuring Bonds, and (g) the execution by the President or any authorized officer of the Corporation of any and all documents necessary to issue the Bonds and to make the mortgage loans relating to the Bonds.

The Members are requested to approve the making of a mortgage loan for one (1) Mitchell-Lama development from the Corporation's unrestricted funds in an amount not to exceed $12,465,000, and the execution by an Authorized Officer of the Corporation of mortgage-related documents and any other documents necessary to accomplish the financing.

The Members are requested to approve entering into a Purchase and Sale Agreement with the City of New York relating to the existing subordinate debt on one Mitchell Lama development in accordance with the Mitchell Lama Restructuring Program.

The Members are requested to authorize the use of the Corporation's unrestricted funds in an amount not to exceed $26,180,000 to purchase five (5) mortgage loans from its subsidiary, the New York City Housing Assistance Corporation ("HAC").

## Attachment "A"

**Strycker's Bay Apartments**
**New York, New York**

| | |
|---|---|
| **Project Location:** | 66 West 94th Street/689 Columbus Avenue |
| **HDC Program:** | Mitchell-Lama Restructuring |
| **Project Description:** | The project will consist of the moderate rehabilitation of two 20-story buildings located on the Upper West Side of Manhattan. The project includes 234 residential cooperatively owned homeownership units reserved for households earning at or below 125% AMI. |
| **Total Cooperative Units:** | 233 (plus 1 superintendent unit) |
| **Apartment Distribution:** | |

| Unit Size | No. of Units |
|---|---|
| Studio | 18 |
| 1 bedroom | 60 |
| 2 bedroom | 88 |
| 3 bedroom | 49 |
| 4 bedroom | 19 |
| Total Units* | 234 |

* Total Units are inclusive of one superintendent unit

| | |
|---|---|
| **Expected HDC Construction Financing Amount:** | $11,000,000 |
| **Expected HDC Permanent Financing Amount:** | $11,000,000 |
| **Expected HDC Subordinate Mortgage:** | $6,235,000 |
| **Expected Total Development Cost:** | $18,706,637 |
| **Owner:** | Strycker's Bay Apartments, Inc. |
| **Developer:** | Clayton Apartments, Inc., whose board members include: Gil Kunken (President), Hannah Hess (1st Vice President), Stevenson Estime (2nd Vice President), Kelee Davis-Browne (Treasurer), and Janis Jasper-Grey (Secretary) |
| **Investor Limited Partner:** | N/A |
| **Credit Enhancer:** | REMIC (Permanent) |

**Attachment "B"**

**2017 Series F COB Supplemental Loan List**

| Development Name | Borough | Rehab/NC | Units | Anticipated Initial Mortgage Loan Amount |
|---|---|---|---|---|
| The Barnett | Queens | NC | 220 | $70,000,000 |
| Livonia Phase II- Site 9 | Brooklyn | NC | 50 | $21,740,000 |
| Bronxview | Bronx | NC | 115 | $34,500,000 |
| 70-74 East 116th Street | Manhattan | Rehab | 23 | $2,100,000 |
| 2232 First Avenue | Manhattan | Rehab | 21 | $4,200,000 |
| La Cabana Apartments | Brooklyn | Rehab | 167 | $57,000,000 |
| 85 Commercial Street Apartments | Brooklyn | NC | 200 | $64,500,000 |
| Bridgeview III | Queens | Rehab | 172 | $20,000,000 |
| Bruckner Brook Apartments | Bronx | NC | 189 | $64,945,000 |
| 280 East 161st Street | Bronx | NC | 252 | $73,800,000 |
| VYSE I | Bronx | NC | 94 | $31,700,000 |
| Fort George Hill | Bronx | NC | 113 | $47,175,000 |
| 1575 St. John's Place | Brooklyn | NC | 145 | $40,500,000 |
| Essex Crossing- Site 4 | Manhattan | NC | 256 | $60,000,000 |
| Kent Village | Brooklyn | Rehab | 534 | $65,000,000 |
| Mount Hope Walton Apartments | Bronx | NC | 76 | $24,830,000 |
| 1618 Fulton Street | Brooklyn | NC | 96 | $32,365,000 |
| 985 Bruckner Boulevard | Bronx | NC | 212 | $70,735,000 |
| 1755 Watson Avenue | Bronx | NC | 301 | $87,080,000 |
| Dumont Commons | Brooklyn | NC | 188 | $57,000,000 |
| Atlantic Chestnut I | Brooklyn | NC | 404 | $148,608,000 |
| Van Cortlandt Grand | Bronx | NC | 153 | $39,750,000 |
| Friendset Apartments | Brooklyn | NC | 264 | $55,500,000 |
| Bedford Arms | Brooklyn | NC | 94 | $30,000,000 |
| Second Farms | Bronx | NC | 319 | $99,000,000 |
| St Francis | Bronx | NC | 100 | $27,000,000 |
| Victory Baptist | Bronx | NC | 95 | $26,000,000 |
| PRC Tiffany | Bronx | NC | 162 | $42,000,000 |
| Spring Creek 4B | Brooklyn | NC | 160 | $42,800,000 |
| Spring Creek 4B | Brooklyn | NC | 240 | $70,000,000 |
| Riverwalk 8 | Manhattan | NC | 343 | $80,000,000 |
| 112 East Clarke Place | Bronx | NC | 122 | $50,000,000 |
| Creston Parkview | Bronx | NC | 181 | $60,000,000 |
| Linden Terrace | Brooklyn | NC | 196 | $78,000,000 |
| 425 Grand Concourse | Bronx | NC | 289 | $80,000,000 |
| Banana Kelly DAMP/SIP Portfolio | Brooklyn | Rehab | 448 | $40,000,000 |
| 2111 White Plains Rd & 1300 Castle Hill Avenue | Bronx | NC | 159 | $60,000,000 |
| Enclave on 241st Street | Bronx | NC | 172 | $56,965,000 |
| 1080 Washington Avenue | Bronx | NC | 134 | $55,000,000 |

**Attachment "B"**

| | | | | |
|---|---|---|---|---|
| Coney Island- Phase I | Brooklyn | NC | 387 | $115,000,000 |
| Caton Flats | Brooklyn | NC | 251 | $90,000,000 |
| 600 East 156th Street | Bronx | NC | 175 | $48,000,000 |
| La Central- Building A and Building B | Bronx | NC | 496 | $180,300,000 |
| Compass 3 Apartments | Bronx | NC | 366 | $100,000,000 |
| 6309 Fourth Avenue Apartments | Brooklyn | NC | 84 | $35,000,000 |
| Mt Hope | Bronx | Rehab | 626 | $40,000,000 |
| Beach Green North Phase II | Queens | NC | 126 | $43,000,000 |
| Ebenezer Plaza | Brooklyn | NC | 314 | $112,000,000 |
| The Robeson & The Leroy | Manhattan | NC | 99 | $35,000,000 |
| Archer Green | Queens | NC | 387 | $100,000,000 |
| | | | **TOTAL** | **$2,968,093,000** |
| | | | | |

## Attachment "C"

| Project Name | Original Bond Series under the Open Resolution | Subsidy Program | Supple-mental Security | % of Loss Insured by REMIC | Original Loan Amount | Unpaid Principal Balance as of 8/31/17 |
|---|---|---|---|---|---|---|
| 65-60 Austin Street | 2008 Series F | New HOP | REMIC | 20% | 7,350,000 | 6,667,489 |
| Decatur Terrace | 2008 Series F | New HOP | REMIC | 20% | 11,220,000 | 10,444,098 |
| Genesis Cornerstone | 2008 Series K | New HOP | REMIC | 20% | 11,630,000 | 11,171,341 |
| 870 Jennings Street Apartments | 2008 Series K | New HOP | REMIC | 20% | 12,175,000 | 11,300,279 |
| Boricua Site D | 2008 Series K | New HOP | REMIC | 20% | 11,005,000 | 10,597,212 |
| Boricua Site F | 2008 Series K | New HOP | REMIC | 20% | 10,220,000 | 9,841,300 |
| Artimus Site 8 | 2008 Series F | New HOP | REMIC | 20% | 13,445,000 | 12,390,343 |
| **Total** | | | | | **77,045,000** | **72,412,060** |