NOTICE OF SPECIAL MEETING

Tuesday, January 22, 2019

6:00 p.m.

BOARD OF DIRECTORS OF SILVERCREST, INC.

Date: January 18, 2019

To: Adrian Jones, Chair
Stacy Sablan, Vice Chair
Caine Christensen, Director
Mary Castro, Director

From: Preston Prince, Director

Subject: Notice of Special Board Meeting

NOTICE IS HEREBY GIVEN that a meeting of the Board of Directors of Silvercrest, Inc., will be held at 6:00 p.m. on Tuesday, January 22, 2019 at the Fresno Housing Authority Offices.

AGENDA

1. Call to Order/Approval of the Agenda 1
2. Appointment of Directors
3. Election of Officers
4. Consideration of the minutes of December 18, 2018 2
5. Consideration of Funding Application Submission – Kingsburg Seniors Project
6. Adjournment

Preston Prince, Director
There was a duly noticed special meeting of the Board of Directors of the Silvercrest, Inc. on Tuesday, December 18, 2018 at the offices of the Fresno Housing Authority, 1331 Fulton Street, Fresno, CA 93721.

1. The meeting was called to order by Director Sablan at 7:50 p.m., and upon roll call, Directors/Officers present and absent were as follows:

   **PRESENT:**  Adrian Jones, Chair  
   Stacy Sablan, Vice Chair  
   Preston Prince, Secretary/Treasurer/Director  
   Caine Christensen, Director

   **ABSENT:**  Mary Castro, Director

**Approval of Agenda**

Upon motion by Director Jones, seconded by Directors Christensen, and with unanimous vote, the agenda was approved as posted.

*MOTION PASSED: 4-0*

2. **Approval of the minutes of October 23, 2018**

   Upon motion by Directors Jones, seconded by Directors Christensen by and by unanimous vote, the October 23, 2018 minutes were approved.

*MOTION PASSED: 4-0*

3. **Consideration of the 2019 Limited Partnership Property Budgets**

   Upon motion by Directors Jones seconded by Directors Christensen, and with unanimous vote, the 2019 LP Property Budgets were approved.
MOTION PASSED: 4-0

4. Adjournment

There being no further business to be considered by the Board of Directors for Silvercrest, Inc., the meeting was adjourned at approximately 7:51 p.m.

_____________________________________
Preston Prince, Secretary
To: The Board of Directors of Silvercrest, Inc.  
Date: January 18, 2019  
Board Meeting: January 22, 2019  
From: Preston Prince  
Secretary/Director  
Agenda Item: 5  
Subject: Authorization to Submit Funding Applications for the Kingsburg Seniors Housing Project (APN: 396-020-017)

BACKGROUND:

The City of Kingsburg (“City”) is the owner of a vacant property located at the southwest corner of Sierra Street and Madsen Avenue in the City of Kingsburg (APN: 396-020-017). The City of Kingsburg initially acquired the property with former Redevelopment Agency funds with the intent to develop affordable housing. The subject property is an approximately 4.8 acre parcel of vacant land and a prime location to build affordable Senior Housing. The City and Fresno Housing Authority (FH) staff have been discussing a potential partnership to develop the subject site.

At the September 2018 Fresno Housing Authority (FH) Board meeting, the board approved entering into a Development Agreement (DA) with the City of Kingsburg. The DA provides “site control” for up to two-years in order to complete due diligence and secure financing. At the end of the two-year term, if the project is not feasible or we are not successful in securing financing, the DA would expire and the property is retained by the City of Kingsburg.

The project is located on the southwest corner of Madsen Avenue and Sierra Street in Kingsburg, CA (APN: 396-020-017). FH staff currently envisions the project as new construction of 47 units, there will be (38) one-bedroom units, (8) two-bedroom units, and (1) three-bedroom manager’s unit. Of the (47) units, (41) of the units will be rent restricted for qualified incomes ranging from 30% to 80% of the area median income, and (5) units will be market rate units. There will also be approximately 3,650 square feet of community space.

In anticipation of a Low-Income Housing Tax Credit (“LIHTC”) application to the California Tax Credit Allocation Committee (“CTCAC”), staff has been evaluating potential sources of gap financing that would increase the competitiveness of an LIHTC application. Current proposed gap funding sources include the California Housing Finance Agency (“CalHFA”) small loan and subordinate loan programs, as well as the Federal Home Loan Bank’s Affordable Housing Program (“AHP”) funds.

In order to procure potential financing to facilitate the development, it is necessary for the Board of Directors to adopt the attached resolutions that will allow for the approvals required to submit various funding applications.
**RECOMMENDATION:**

It is recommended that the Board of Directors of Silvercrest, Inc. adopt the attached resolution authorizing the necessary actions needed to move forward with funding application submissions for the Kingsburg Seniors housing project (APN 396-020-017), and authorize Preston Prince, Secretary/Director, and/or his designee, to negotiate and execute documents in connection with the approved actions.

1. Authorize Silvercrest, Inc. to enter into a Memorandum of Understanding with the Housing Authority of Fresno County, CA, to co-develop the project.

2. Authorize Silvercrest, Inc. to enter into a Partnership Agreement with the Housing Authority of Fresno County, CA, wherein the Authority would act as the Administrative General Partner (AGP) and Silvercrest, Inc. would act as the Managing General Partner (MGP); and to execute such documents as are necessary for such purpose.

3. Authorize the undertaking of all actions necessary to develop the Project, and assemble various financing sources, which may include, but are not limited to: (a) submission of an application for California Housing Finance Agency (CalHFA) funding, (b) submission of an Affordable Housing Program (AHP) application to the Federal Home Loan Bank of San Francisco, (c) submission of an application for County of Fresno HOME funds, and (d) other grants, operating subsidies and/or private loans and such other sources identified by the Secretary/Director.

4. Authorize Preston Prince, Secretary/Director, the Treasurer, and/or their designee to execute documents on behalf of Silvercrest, Inc., and in the name of the Managing General Partner, on its own behalf; and as managing general partner of the Partnership; and

5. Provide for other matters related thereto.
BEFORE THE BOARD OF
SILVERCREST, INC.

RESOLUTION NO. ___

RESOLUTION AUTHORIZING THE SUBMISSION OF FUNDING APPLICATIONS
FOR THE KINGSBURG SENIORS HOUSING PROJECT (APN: 396-020-017) AND
OTHER MATTERS RELATED THERETO

At a duly constituted meeting of the Board of Directors of Silvercrest, Inc., a California nonprofit public benefit corporation (the “Corporation”) held on January 22, 2019, the following resolution is adopted:

WHEREAS, the goals of the Corporation include financing of the development and provision of affordable housing units within Fresno County boundaries; and,

WHEREAS, the Corporation desires to support housing opportunities for low and moderate income households within a variety of neighborhoods; and,

WHEREAS, the City of Kingsburg owns said property located on the southwest corner of Sierra Street and Madsen Avenue in the City of Kingsburg, (APN: 396-020-017) (“the Property”), and consists of approximately 4.8 acres of vacant land; and

WHEREAS, a project concept and architectural plan envisions up to 41 low income units, 5 market rate units, 1 manager’s unit and 3,650 square feet of community space; and,

WHEREAS, the Corporation desires to submit funding applications for the project, including but not limited to the Affordable Housing and Sustainable Communities program, the California Tax Credit Allocation Committee’s LIHTC tax credit program, the California Debt Limit Allocation Committee’s bond program, the County of Fresno HOME program, the Federal Home Loan Bank’s Affordable Housing Program, California Housing Finance Agency’s CalHFA loan program, HCD’s Infill Infrastructure Grant program, and/or HCD’s No Place Like Home program, among others; and,

WHEREAS, the Corporation intends to submit immediate applications to the San Francisco Federal Home Loan Bank’s Affordable Housing Program (in a request totaling $410,000); and to the California Housing Finance Agency (in a soft financing request up to $820,000 and a permanent financing loan up to $1,500,000), among other applications; and,

WHEREAS, funding applications may require the creation of a limited partnership and/or limited liability corporation to formalize the partnership between the Housing Authority of Fresno County, California and Silvercrest, Inc.;
NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Corporation does hereby authorize Preston Prince, the Secretary/Director, the Treasurer, and/or their designee (each an “Authorized Officer” and collectively, “Authorized Officers”), to adopt the attached resolutions:

1. Authorize Silvercrest, Inc. to enter into a Memorandum of Understanding with the Housing Authority of Fresno County, CA, to co-develop the project.

2. Authorize Silvercrest, Inc. to enter into a Partnership Agreement with the Housing Authority of Fresno County, CA, wherein the Authority would act as the Administrative General Partner (AGP) and Silvercrest, Inc. would act as the Managing General Partner (MGP); and to execute such documents as are necessary for such purpose.

3. Authorize the undertaking of all actions necessary to develop the Project, and assemble various financing sources, which may include, but are not limited to: (a) submission of an application for California Housing Finance Agency (CalHFA) funding, (b) submission of an Affordable Housing Program (AHP) application to the Federal Home Loan Bank of San Francisco, (c) submission of an application for County of Fresno HOME funds, and (d) other grants, operating subsidies and/or private loans and such other sources identified by the Secretary/Director.

4. Authorize Preston Prince, Secretary/Director, the Treasurer, and/or their designee to execute documents on behalf of Silvercrest, Inc., and in the name of the Managing General Partner, on its own behalf; and as managing general partner of the Partnership; and

5. Provide for other matters related thereto.

PASSED AND ADOPTED this 22nd day of January 2019.

AYES:
NAYS:
ABSTAIN:
ABSENT:
CERTIFICATE

I, the undersigned, the duly appointed Secretary of Silvercrest, Inc. (the “Corporation”), as keeper of the records of the Corporation, CERTIFY:

1. That the attached Resolution ______ (the “Resolution”) is a true and correct copy of the resolution of the Board of Directors of the Corporation, as adopted at a meeting of the Corporation held on the 22nd day of January 2019, and duly recorded in the minute books of the Corporation.

2. That such meeting was duly convened and held in all respects in accordance with law, and, to the extent required by law, due and proper notice of such meeting was given; that a quorum was present throughout the meeting and a majority of the members of the Board of Directors of the Corporation present at the meeting voted in the proper manner for the adoption of the Resolution; that all other requirements and proceedings incident to the proper adoption of the Resolution have been duly fulfilled, carried out and otherwise observed, and that I am authorized to execute this Certificate.

IN WITNESS WHEREOF, I have hereunto set my hand this 22nd day of January 2019.

SILVERCREST, INC.

_________________________________,

Preston Prince, Secretary