

Innovative Partnerships to Leverage Land for More Housing

Nina Janopaul David Bowers Christopher Kennedy Carmen Romero Jeremy Striffler

MODERATOR

February 20, 2024

Lucille and Bruce Terwilliger Place

A Partnership with APAH and American Legion Post 139





APAH's Vision, Mission, & Values

Vision Statement: Everyone deserves a place to call home - a

foundation to live their dreams.

Mission Statement: We exist to provide quality affordable housing and resident-centered programming to help our residents make the most of their home.

Values:

Excellence | Integrity

Collaboration | Innovation

Compassion | Impact | Racial Equity

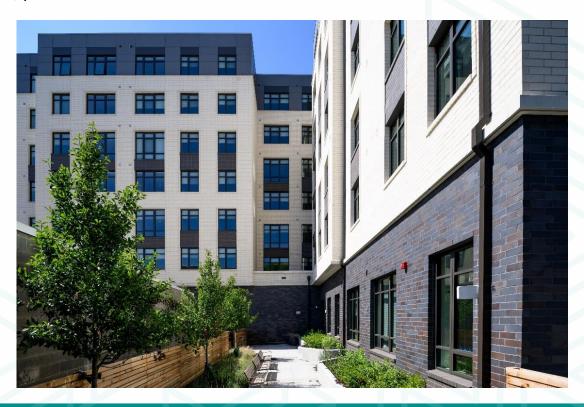




A 100-Year History Ready for Transformation

- 1.3-acre site in the heart of Arlington
- **1950s facility** in urgent need of costly repairs and upgrades
- · Aging and declining membership
- Commitment to reimagining facilities and programming to meet the needs of the next generation of veterans
- 160 affordable units walkable to VA Square metro station, groceries, parks and schools
- New 6,000 SF condo for the Legion Post
- 50% of units have a veterans' preference





Special GLUP Study Plus



A New Vision for the Site







PERSPECTIVE 1 - Compassison with and without balconies



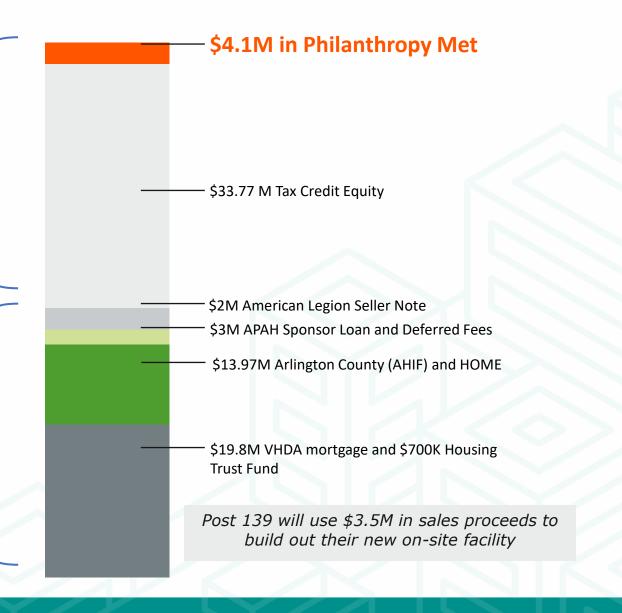
3445 WASHINGTON BLVD | ARLINGTON, VIRGINIA

Financing Our Vision

Equity \$37.9M

Total Project Capitalization = \$77.4
Million

Debt \$39.5M



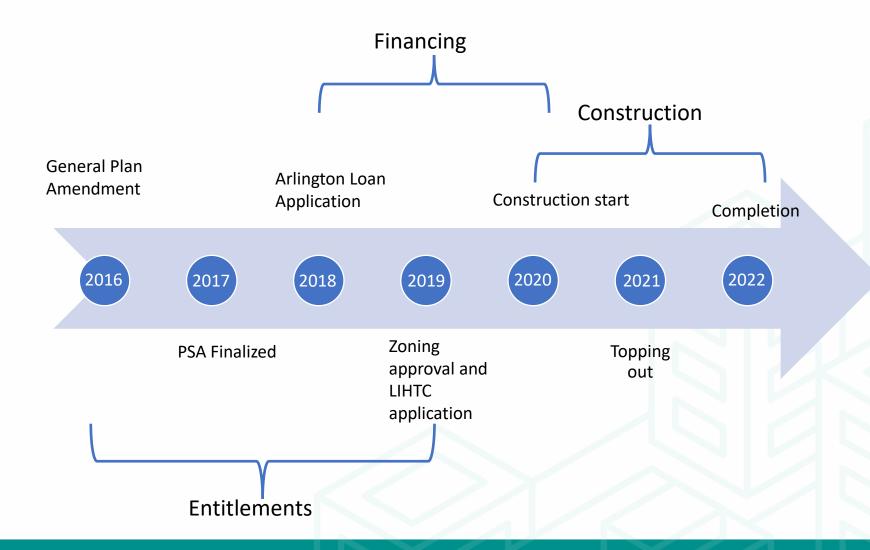


Sources & Uses (including \$2.1 Amazon funds)

| | | 9% LIHTC | 4% LIHTC | Amo | erican Legion | Total |
|-------------------------------------|--|--------------------|-------------------|-----|---------------|-------------------|
| Sources of | f Funds | 50.00% | 50.00% | | 3.52% | |
| | Permanent Tax Exempt Bonds | | \$ 200,000 | | | \$ 200,000 |
| | Virginia Housing Taxable | \$ 4,500,000 | | | | \$ 4,500,000 |
| | American Legion - Seller Note | \$ 2,000,000 | \$ - | | | \$ 2,000,000 |
| | REACH Plus | \$ 1,430,000 | \$ 9,710,000 | | | \$ 11,140,000 |
| | REACH | \$ 2,000,000 | \$ 2,000,000 | | | \$ 4,000,000 |
| | AHIF | \$ 5,790,000 | \$ 5,730,000 | | | \$ 11,520,000 |
| | Construction Loan (Capital One) | \$ 26,295,000 | | | | \$ 26,295,000 |
| | Construction Loan Repayment | \$ (26,295,000) | | | | \$ (26,295,000 |
| | Virginia Housing Bridge Bond | , | \$ 7,250,000 | | | \$ 7,250,000 |
| | Virginia Housing Bridge Bond Repayment | | \$ (7,250,000) |) | | \$ (7,250,000 |
| | Tax Credit Equity (9%) | \$ 21,222,378 | | | | \$ 21,222,378 |
| | Tax Credit Equity (4%) | | \$ 12,542,043 | | | \$ 12,542,043 |
| | Capital Campaign | \$ 2,425,000 | \$ 1,689,490 | | | \$ 4,114,490 |
| | Deferred Developer Fee | \$ 530,000 | \$ 670,000 | | | \$ 1,200,000 |
| | VA HTF | | \$ 700,000 | | | \$ 700,000 |
| | HOME | \$ - | \$ 2,445,000 | | | \$ 2,445,000 |
| | Amazon REACH Funds | | \$ 2,100,000 | | | \$ 2,100,000 |
| | APAH Sponsor Loan | | \$ 1,800,000 | | | \$ 1,800,000 |
| | American Legion - Sales Proceeds Used | | | | | |
| | For Construction of Cold Dark Shell | | | \$ | 2,575,000 | \$ 2,575,000 |
| Total Sour | ces | \$ 39,897,378 | \$ 39,586,533 | \$ | 2,575,000 | \$ 82,058,911 |
| | | 00/ 1 11170 | 40/ 1 11170 | A | | |
| | | 9% LIHTC | 4% LIHTC | Ame | erican Legion | Total |
| Uses of Fu | | 50.00% | 50.00% | | 3.52% | 0.050.450 |
| Acquisition | | \$ 5,350,606 | 3,705,544 | | - | \$ 9,056,150 |
| | on Subtotal | \$ 23,629,107 | 23,629,107 | | 2,422,326 | \$ 49,680,540 |
| Soft Cost Subtotal | | \$ 5,162,349 | \$ 5,125,614 | | 143,218 | \$ 10,431,181 |
| | Cost Subtotal | \$ 1,810,317 | \$ 1,248,945 | \$ | - | \$ 3,059,262 |
| Developer | Fee and Reserves | | | | | |
| | Debt Service & Operating Reserves | \$ 519,794 | \$ 594,955 | | | \$ 1,114,748 |
| | Deficit Funding During Lease Up | \$ 125,000 | \$ 125,000 | | | \$ 250,000 |
| | Limited Partner Asset Managmenet Reserve | \$ 89,500 | \$ 89,500 | | | \$ 179,000 |
| | Amazon Interest Reserve Fund | \$ - | \$ 2,100,000 | | | \$ 2,100,000 |
| | Developer Fee | \$ 3,200,000 | \$ 2,800,000 | | | \$ 6,000,000 |
| | Working Capital | \$ 10,706 | \$ 16,868 | \$ | 9,456 | \$ 37,030 |
| Developer Fee and Reserves Subtotal | | \$ 3,944,999 | \$ 5,877,323 | \$ | 9,456 | \$ 9,831,778 |
| Total Uses | | \$ 39,897,378 | \$ 39,586,533 | \$ | 2,575,000 | \$ 82,058,911 |



Project Timeline





4% | 9% | Condo Split

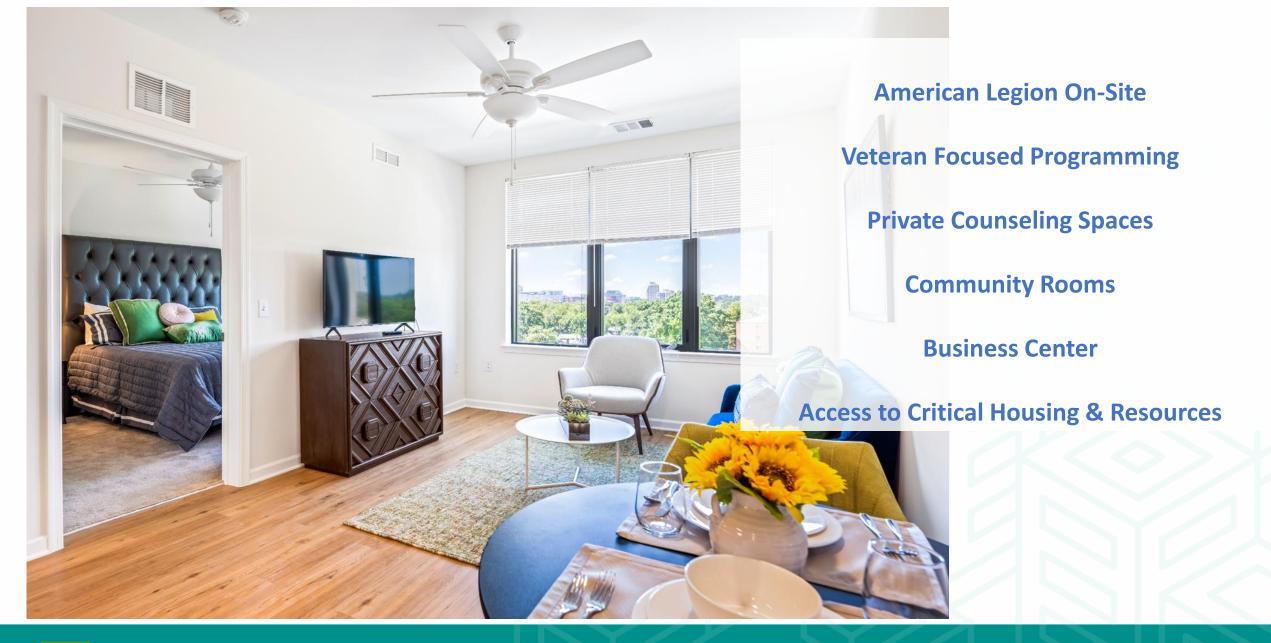
UNIT MIX

| UNIT TYPE | UNIT COUNT |
|----------------|---------------|
| POST WEST NINE | 80 |
| POST EAST FOUR | 80 |

AMERICAN LEGION GROSS AREA

| LEVEL | AREA |
|--------------|--------------|
| GARAGE LEVEL | 26,722.31 SF |
| GROUND LEVEL | 6,409.97 SF |





Apartment Mix and Affordability

| Size | Units @ 80% AMI | Units @ 60% AMI | Units @ 50% AMI | Units @ 30% AMI | Total |
|-----------|--------------------|--------------------|--------------------|--------------------|-------|
| 1 Bedroom | 0 | 16 | 21 | 11 | 48 |
| 2 Bedroom | 9 | 24 | 40 | 14 | 87 |
| 3 Bedroom | 9 | 12 | 3 | 1 | 25 |
| Total | 18 | 52 | 64 | 26 | 160 |



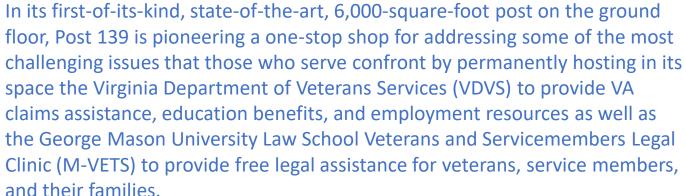
- Be patient and think big.
- The power of non-profit partners
- Legalizing density is crucial for affordable housing
- Parking flexibility is a game changer
- For mixed-use properties, consider support needed for non-housing partner postconstruction





A New American Legion Post 139





Special Thanks to our **Partners**







































Beyond the Classroom

Repurposing District Land to Address Workforce Housing Needs

Jeremy Striffler
Director of Real Estate
Austin Independent School District
realestate@austinisd.org



AUSTIN ISD OVERVIEW

73,384

Students

10,943

Employees

7th

Largest Employer

116

Schools

2,200+

Acres of Land

\$944M

Annual Recapture Payment

Source: Austin ISD



AUSTIN ISD SALARIES vs. MEDIAN FAMILY INCOME

| MEDIAN FAMILY INCOME | | < 60% (\$49,080) | | <80% (\$65,450) | | <100% (\$85,600) | | <120% (\$102,750) | |
|----------------------|--------|---------------------|--------------------|--------------------|-------|---------------------|-------|----------------------|--------|
| Position | Total | # | % | # | % | # | % | # | % |
| Administrator | 729 | 2 | 0.3% | 4 | 0.5% | 237 | 32.5% | 465 | 63.8% |
| Professional | 728 | 22 | 3.0% | 172 | 23.6% | 691 | 94.9% | 728 | 100.0% |
| Classified | 3,821 | 2,977 | <mark>77.9%</mark> | 3,614 | 94.6% | 3,799 | 99.4% | 3,815 | 99.8% |
| Teacher | 5,260 | 787 | 15.0% | 4,479 | 85.2% | 5,244 | 99.7% | 5,260 | 100.0% |
| Librarian | 101 | 2 | 2.0% | 90 | 89.1% | 100 | 99.0% | 100 | 99.0% |
| TOTAL | 10,639 | 3,788 | 35.6% | 8,269 | 77.7% | 9,971 | 93.7% | 10,268 | 96.5% |

Source: Austin ISD and Department of Housing & Urban Development, June 2023



REPURPOSING PROCESS





DEVELOPMENT GOALS

- Retain ownership of the land.
- Build a new facility for the Alternative Learning Center onsite.
- Provide mixed income housing sensitive to the neighborhood.
 - All housing units below 120% MFI
 - At least half of the units below 80% MFI
 - A portion of units in the 30%-60% MFI range
- Offer pedestrian friendly site amenities.
- Make connections to public transit.
- Incorporate green space and preserve heritage trees.

PROJECT REQUIREMENTS

- Prioritize District teachers, staff and families.
- Include family-sized units.
- Support sustainability by adhering to green building standards.
- Encourage the involvement of Historically Underutilized Businesses in construction and financing.
- Ensure fair and equitable treatment of construction workers.
- Engage the community throughout the process.



CONCEPTUAL DEVELOPMENT PROGRAM

PROPOSED UNIT MIX BY BUILDING

| | BUILDING A | BUILDING B | TOTAL |
|------------|---------------|---------------|-------|
| 1- Bedroom | 140 | 162 | 302 |
| 2- Bedroom | 86 | 98 | 184 |
| 3- Bedroom | 15 | 18 | 33 |
| Total | 241 | 278 | 519 |

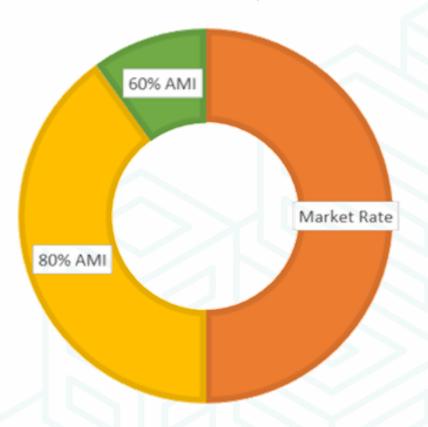
PROPOSED INCOME MIX BY BUILDING

| | BUILDING A | BUILDING B | TOTAL |
|-------------|---------------|---------------|-------|
| 60% AMFI | 25 | 28 | 53 |
| 80% AMFI | 96 | 111 | 207 |
| Market Rate | 120 | 139 | 259 |

FINANCING MODEL

- Long-term ground lease
- Privately/conventionally capitalized
 - No federal funding / LIHTC
 - No bond elections
- Public Facility Corporation
 - Property-tax exemption
 - Sales tax savings
- Market rate units and tax exemption subsidize half of the units as rent/income restricted

PFC AFFORDABILITY REQUIREMENTS



WHAT'S NEXT?

"I bought a house outside of Austin because I could not afford to live in Austin. I drive 2-3 hours/day to work."

"unable to live in the area that I teach, which causes extremely long commute and less work satisfaction."

"Staff can't afford to live in Austin plus the price of gas is high for commuting."

"I can pay the house payment, but taxes are making us think of leaving."

"Currently renting due to the lack of houses that are affordable for our budget. Having daycare expenses and a constant raise in rent, makes it extremely hard to continue to live in the city of Austin."

"Rising property taxes are pushing us out of our central Austin neighborhood that we have lived in for 27 years."



Overview of Redevelopment Project

ULI Housing Opportunity Conference | February 20, 2024







Why

- Mission | 116 Years
- Aging Facilities | \$\$'s
- Land | Generational Duty

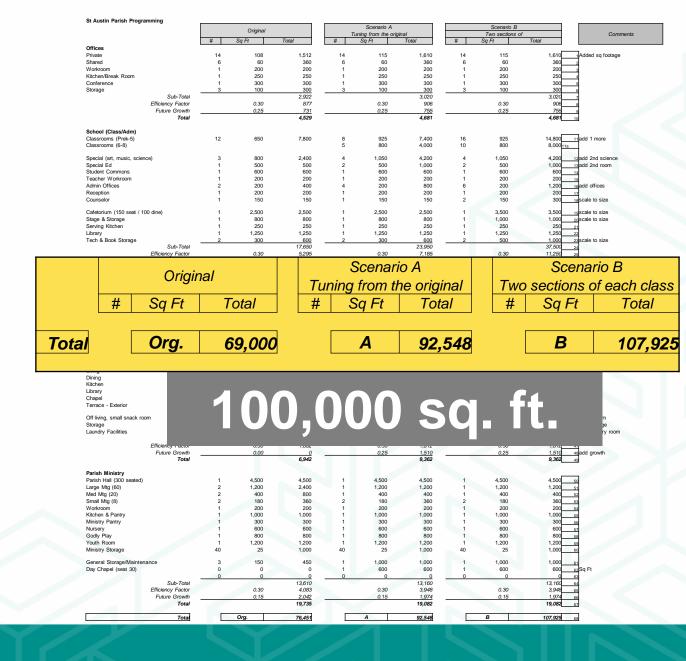
What

- Church remains
- Ministries stay on site
- Land lease, no land sale



QUESTION:

Would a private developer be interested in *leasing a portion of our* land, which would generate enough third party revenues, to help us pay for new or aging facilities and provide an ongoing revenue stream for future generations.





BUSINESS

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| CLOSING FIGURES FO | R THURSDAY, M | RUSSELL 2000 Close: 1,576.62 | -7,69 ▼ |
|----------------------------|----------------|---------------------------------|---------|
| DOW Close: 24,873.66 | +115.54 🛦 | 10-YEAR NOTE | +.01 🛦 |
| S&P 500 Close: 2,747.33 | -2.15 V | CRUDE OIL | +.23 |
| NASDAQ Close: 7,481.74 | -15.07 ▼ | Close: 61.19 | |

St. Austin seeks redevelopment ideas

Guadalupe St. landmark wants proposals for 2 acres of its property.

By Shonda Novak

snovak@statesman.com

St. Austin Catholic Parish – a landmark for decades on Guadalupe Street - is seeking proposals for "a prime Central Austin redevelopment opportunity" to add commercial uses on part of its land across from the University of Texas campus.

The parish has hired commercial real estate firm CBRE to solicit proposals from developers interested in leasing about

two acres of its property at 2026 Guadalupe St. for new uses that could coexist with the parish's existing uses, which include a church and rectory built in 1953.

St. Austin will retain the church and related improvements, while making the rest of the campus available for redevelopment for both market uses and other parish ministries, parish officials said. Proposals are due to CBRE by May 15, with the selection of a development team expected by the

"This is a rare opportunity for a developer to reimagine a vertically mixed-use project, anchored by a spiritual community and market uses on a dynamic site across the street from a world-class university campus," said Eric DeJernett, a senior vice president with CBRE.

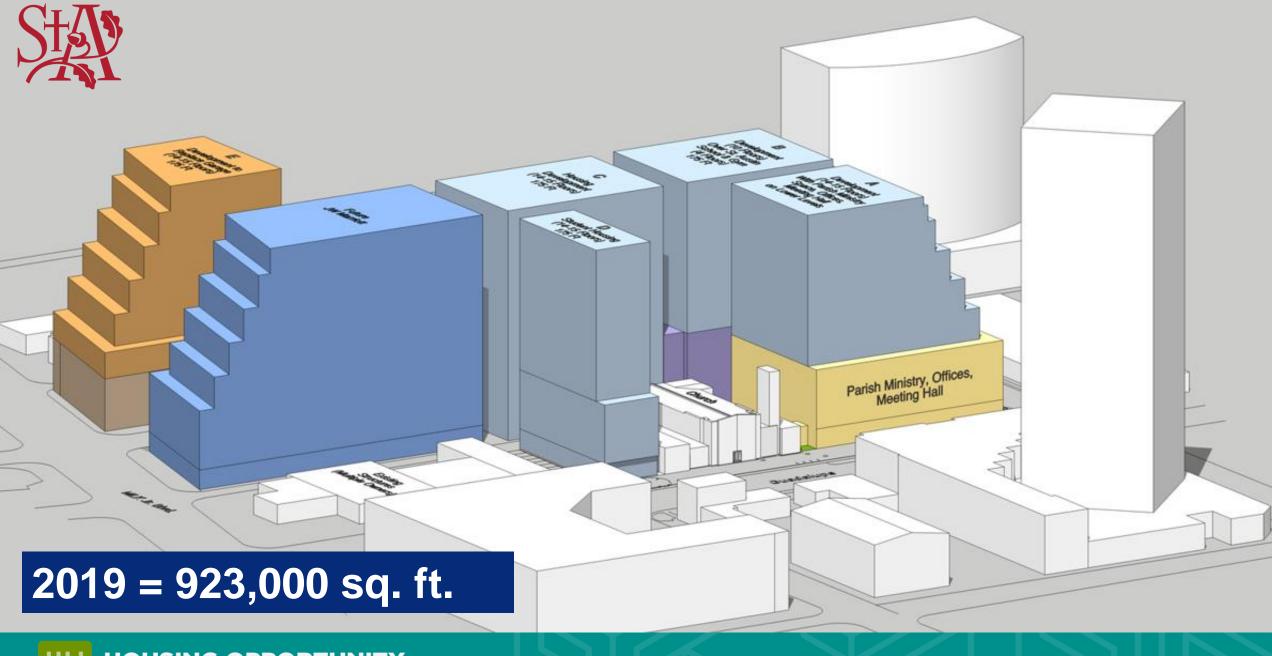
St. Austin is seeing extensive development in areas near its site. Its own property could include a substantial amount of new building under a zon-

sity, mixed-use development, which has been flourishing in the West Campus area since then, DeJernett said.

"Given the location across from UT, the new Graduate School of Business and close proximity to the Capitol complex and new Dell hospital, we are expecting a range of possible uses for the property," DeJernett said.

DeJernett said the obvious uses are "high-quality student hous-

St. Austin continued on B7









KEY TERMS

- 99 year ground lease no revenue sharing
- Separate financing both ready at close
- Provided property liens (not on Church building)
- Paid Greystar for development services; GMP
- | Yours, Mine, Ours limited HOA scope
- St. Austin mission focus

| Cost | Description |
|----------|---|
| \$32.59M | Greystar Hensel-Phelps Construction Budget |
| \$1.05M | Furniture Fixtures & Equipment (FF&E) |
| \$7.5M | Costs and Fees (Developer, Architects, Legal, etc.) |
| \$41.1M | Greystar Contracted Guaranteed Maximum Price (GMP) |

Stall

As of March 1, 2022

Sources of Funds

| Bank Loan (tax exempt note) | | 30,000,000 |
|---|----|------------|
| Diocese Bond Purchases (taxable bonds) | | 9,000,000 |
| Total Amount Borrowed | | 39,000,000 |
| St. Austin (\$5.0M lump + Sept - Feb lease) | | 5,251,410 |
| St. Austin (at March 1st closing) | \$ | 650,000 |
| Total Sources | \$ | 44,901,410 |

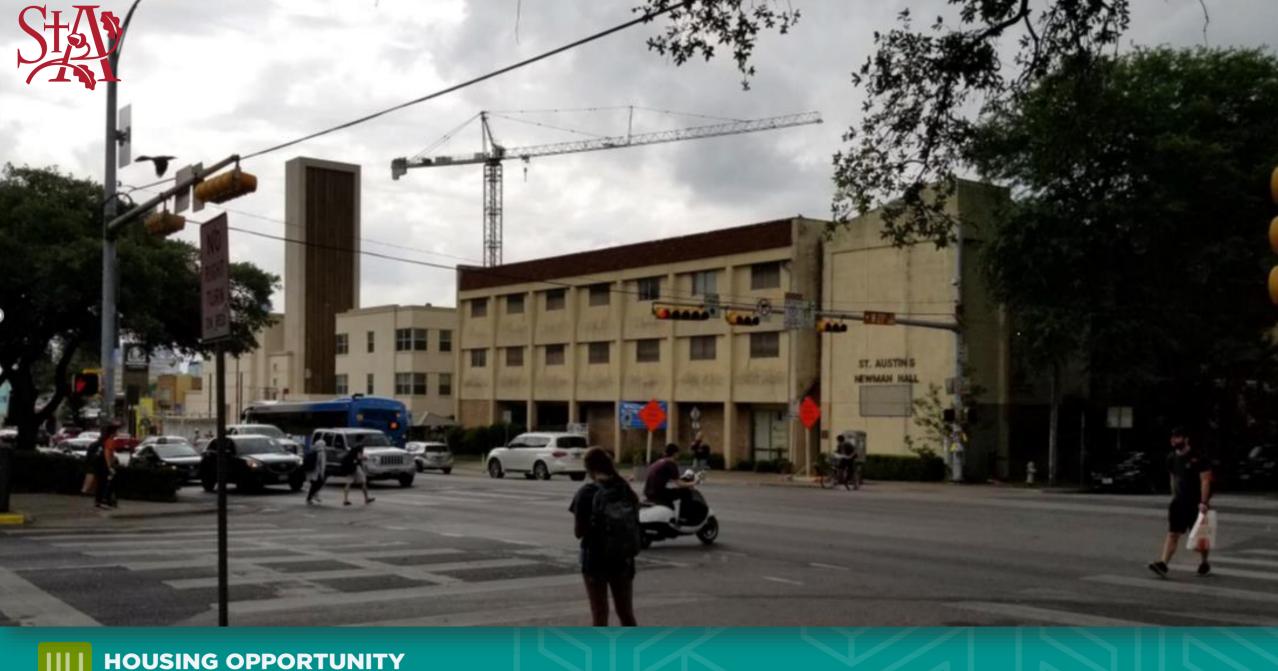
Uses of Funds

| Total Uses | | 44,901,410 |
|---|----|------------|
| Contingency | | 12,392 |
| Cost of Issuance (bond fees, legal, etc.) | | 875,272 |
| Rev Fund - To fund shortfall in lease | \$ | 2,450,000 |
| Rev Fund - Minimum 3 months | \$ | 449,746 |
| Greystar Project Construction | \$ | 41,114,000 |
| | | |



Bottom Line . . of the \$44.9M

88% (\$39.6M) paid by ground lease | 12% (\$5.5M) paid by St. Austin



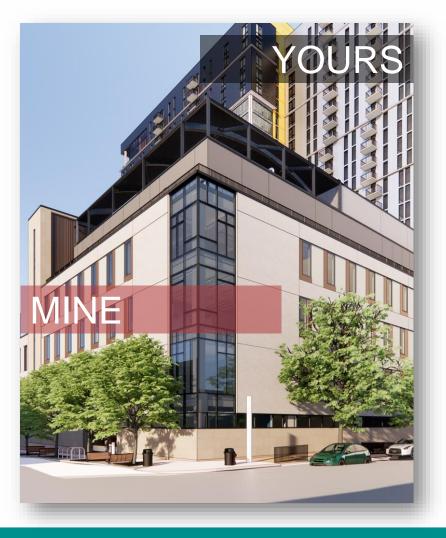
HOUSING OPPORTUNITY CONFERENCE

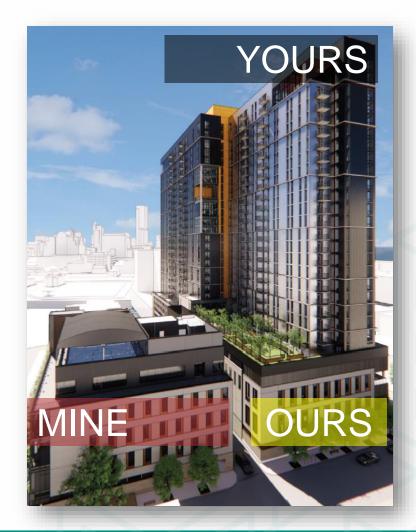


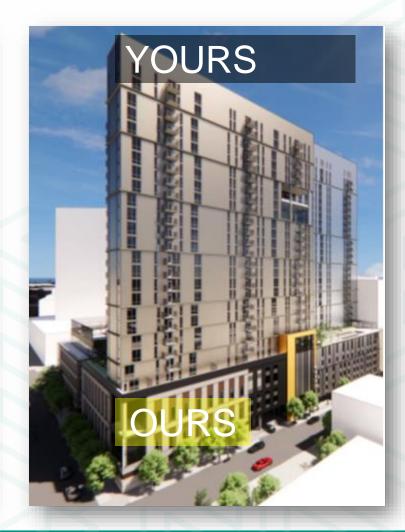














WINS

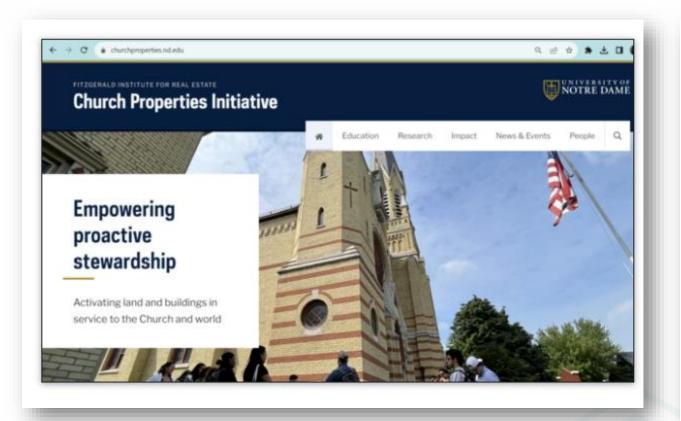
- | Our mission priorities + Affordable Housing
- | Control appetite . . . everybody wins!
- | Accountability + Partnership = 99 years

OPPORTUNITIES

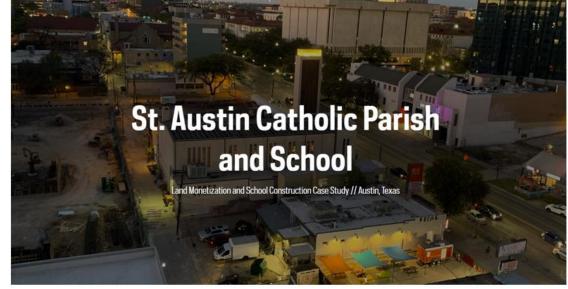
- | Avoid pandemic & supply chain issues
- | Financing fire drill = market study
- | Change management with staff ongoing





















Enterprise

Faith-Based Development Initiative

"Innovative Partnerships to Leverage Land for More Housing" Panel

ULI Housing Opportunity Conference February 20, 2024

Presented by David Bowers
VP/Market Leader and Sr. Advisor
Faith-Based Development Initiative
dbowers@enterprisecommunity.org



Who is Enterprise

- Enterprise is a national nonprofit whose mission is to make home and community places of pride, power and belonging.
- We support community development organizations on the ground, aggregate and invest capital for impact, advance housing policy at every level of government, and build and manage communities ourselves.
- Since 1982, we have invested \$64 billion and created 951,000 homes across all 50 states, the
 District of Columbia and Puerto Rico.
- Own and operate over 13,000 affordable homes in the Mid-Atlantic.





Foundation for FBDI

Origin ⁻

- Started by Enterprise's Mid-Atlantic office in 2006, with input from NYC office
- Original co-conveners/strategic advisors included:
 - East of the River Clergy-Police-Community Partnership
 - Georgetown University
 - Wesley Seminary

Goals

- Get new units of affordable housing and community facilities developed.
- Expand equitable procurement opportunities for BIPOC vendors
- Strengthen **neighborhood anchor institutions** as HOWs partner in the development process
- Aim to "Build an Enterprise program while nurturing a national movement."

Why

NEEDS: In the U.S...

- 20% of renters pay more than 50% of their income for housing.
- 600,000+ experience homelessness
- 13M+ live in a food desert.
- Half live in a child-care desert.

POTENTIAL:

- Houses of worship own significant real estate.
- 800 vacant parcels owned by houses of worship in five jurisdictions in the DC Metro area, 43,000-109,000 new housing units could be built (2019 Urban Institute)

What We Do: Through Multi-Year Cohorts

Trainings

- Overview of the development process via 20-hour Enterprise branded FBDI curriculum
- Aim is to make senior clergy and lay leaders "comfortably conversant"

Capital

- Grants for early predevelopment expenses, including Market
 Studies/Feasibility Analysis
- Access to Enterprise products

What We Do

Peer Learning

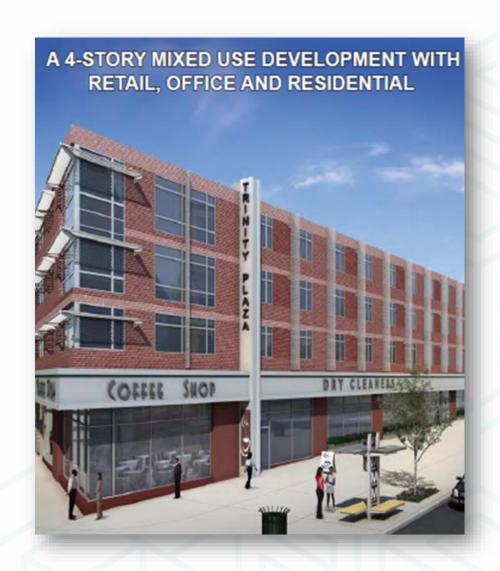
"Iron Sharpens Iron" peer learning exchanges for senior clergy

• Information on Industry Professionals

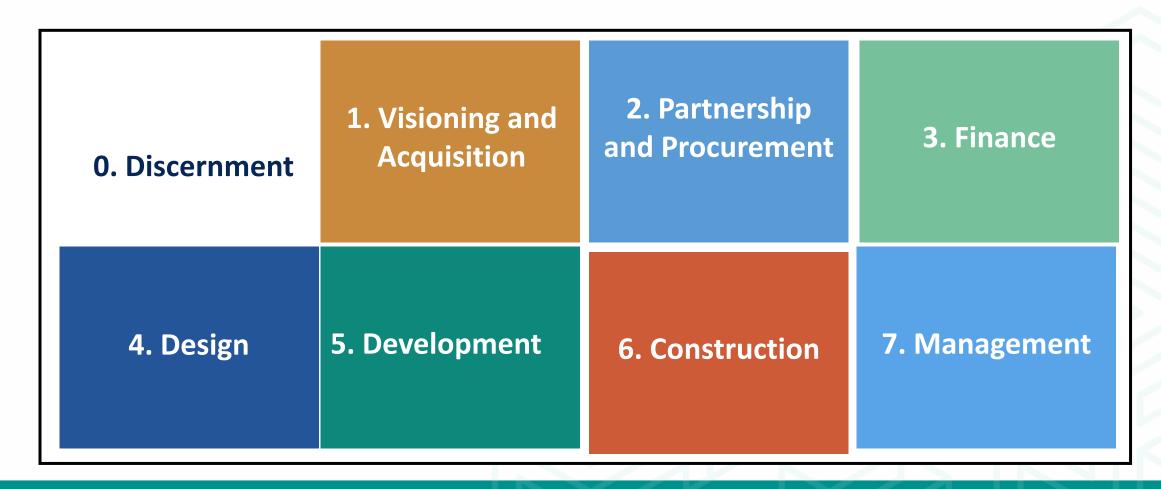
Resource directories of various industry professionals: consultants, developers, lawyers.

Faith-Based Development Guide

The Faith-Based Development Guide | Enterprise Community Partners



7 Steps of Faith-Based Development



Some Questions to Consider Before Developing

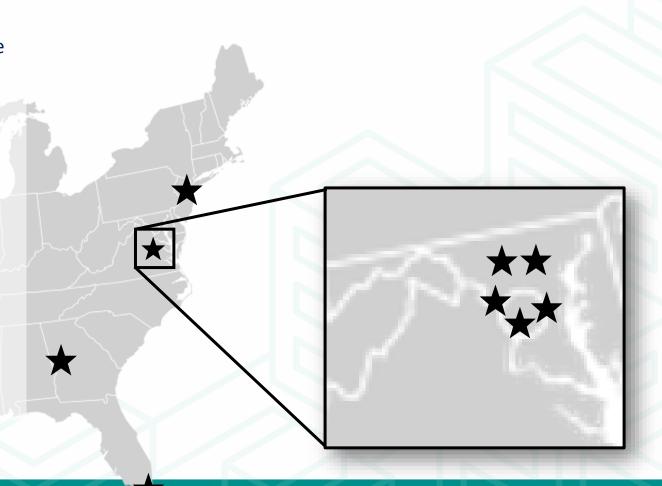
- 1. Do you have site control of the land to develop your vision?
- 2. Do you want to maintain ownership/site control over the long term?
- 3. What are your short/long term financial goals? Do you expect cash flow from the development; are you willing to subsidize the project or break even?
- 4. Are you willing to contribute any portion of the land value to the transaction?
- 5. What type of housing/community facilities will you develop? What are the targeted market(s) and targeted impacts?
- 6. Do you have an economic empowerment interest/racial equity goals? (ex: creating jobs for local community members as part of the development? Support minority owned businesses?)
- 7. Do you expect to have an active role in the development?
- 8. Do you have a separate entity for development?
- 9. Is there a development team and/or main point of contact in place?
- 10. Do you have a real estate attorney?



Where We Work



- Multi-Year Cohorts Active/Funded in the Following Markets:
 - Atlanta (15)
 - Baltimore City (12)
 - Miami (15)
 - New York City (15)
 - Seattle (15)
 - Washington, D.C. (29)
 - Prince George's County, MD (7)
 - Montgomery County, MD (7)
- 2. Multi-Year Cohorts Pending Funding Approval from Local Governments
 - Baltimore County, MD (7)



8,000+
UNITS IN THE
PROJECTED PIPELINE

1,500+
UNITS PRODUCED/PRESERVED

HEALTH CLINIC

- Raised \$13M+ to support FBDI programs across the country
- Granted \$6M+ to faith-based development organizations
- \$125+ million in loans (Enterprise Community Loan Fund and Bellwether Enterprise)
- \$86+ million in tax credit equity (Housing Credit Investments)
- Hosted 160+ training sessions and 65 networking luncheons for more than 450 houses of worship and faith-based organizations.
- Policy wins/government support in Miami, Seattle, Washington State, Washington, D.C., Prince George's County, MD.



Lessons Learned

- Unfamiliarity with development process and fear of the unknown often **leads to no** action by houses of worship.
- Nonprofit entities often needs extensive technical assistance
- Connection to intellectual capital is critical
 - (i.e. government officials, developers, legal, etc.)
 - Assist from "go or no-go decisions," to completing the development
 - Houses of worship need their own real estate/land use lawyer
- **Timelines** for faith community and developers are different.
 - Developers need to slow down, HOW need to speed up.
- At times, mistrust and lack of appreciation by both HOW and developers of what valueadd the other brings to the table.
- All sides be clear up front: What's In It For Me?
- Clergy leader needs to
 - cast the vision,
 - gain buy-in from membership, and
 - delegate day-to-day management (authority, not responsibility)



Support Government/Philanthropy Can Provide

Capital to support Cohort types of program management/operations, catalytic early predevelopment costs, subsidy capital

Alameda County, CA, New York City, New York Office of Attorney General, Prince George's County, MD, Washington, D.C.

Bank of America, Capital One, Wells Fargo Foundation
Arthur M. Blank Foundation, Greater Washington Community
Foundation, Trinity Church Wall Street

Enact policies that facilitate development of land owned by houses of worship (California, Seattle, Washington State)

Government provide land (Miami)

Gilliam Place

Development Partners

- Arlington Presbyterian Church
- APAH

Development Overview

- 173 units (including 15 accessible)
- Ground floor commercial and civic space
- Opened November 2019

Enterprise Support

- \$10,000 early pre-development grant
- \$31 million LIHTC equity
- Training and technical assistance



Plaza West

Development Partners: Bible Way Church; Golden Rule Plaza Inc.; Mission First Housing Development Corporation; Henson Development Company

Development Overview

50 two- and three-bedroom units provide affordable housing for grandparents raising grandchildren and serves families making 30-60% of area median income.

173 units provide affordable housing for individuals and families making less than 60% of area median income, with eleven units set aside for permanent affordable housing for Department of Behavioral Health Consumers. Opened 2018.

Enterprise's support:

- \$32 million LIHTC equity
- \$750,000 Predevelopment loan
- \$61,000 in grants



The Israel Manor Life Learning Center & Senior Residences

Development Partners

- Israel Manor, Inc., Israel Baptist Church
- District Development Group
- Mission First Housing Group

Development Overview

- 32,000 sq. ft. community facility, with Unity Health Care, a community health provider as the anchor tenant
- 47 units for low/moderate income seniors
- Opened May 2015

Enterprise Support

- \$10,000 early pre-development grant
- \$500,000 acquisition loan
- Training and technical assistance



Trinity Plaza

Development Partners

- Far SW-SE Community Development Corporation, Living Word Church
- Mission First Housing Group

Development Overview

- 49 residential rental units targeted at residents making under 50% AMI
- 6,118 square feet of ground floor retail and office space.
 Pharmacy and a day care as tenants
- Opened May 2015

Enterprise Support

- Grant support totaling \$35,500
- \$625,000 Acquisition Loan
- Training and technical assistance



Lessons from Nehemiah

Compelled and bothered by the need. Neh. 1:3-4 and 2:2-3

Pray Neh. 1:4-11

Must be moved, not touched. Neh. 2:4-5

Government support is okay. Neh. 2:7-8

Must survey the need Neh. 2:11-15

Cast vision and get people engaged to build. Neh. 2:17-18

Public/private partnerships – various people with various gifts/talents will help get the project completed.

Neh. 3

There will be naysayers. Neh. 2:10, 19; 4:1-2, 7-

11; 5:1. (internal and

external)

Remember who you are working for. Neh. 4:13-16

"The man saw a need, rose up, captured a vision, laid a plan, and mobilized other to join him in his cause. In a nutshell, that's the story of Nehemiah, a classic case study in leadership." John Maxwell Leadership Bible.



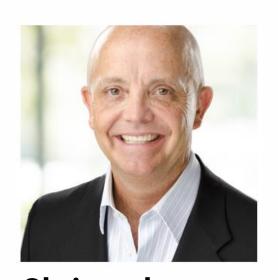


Nina
Janopaul
Principal
Capital Strategies
Consulting
njanopaul@gmail.com



David
Bowers

VP/Market Leader
and
Sr. Advisor Faith-Based
Development Initiative
dbowers@enterprisecommunity.org



Christopher Kennedy Founding Partner Emmaus Projects 512-797-0099 ckennedy@emmausprojects.com



Carmen Romero President and CEO Arlington Partnership for Affordable Housing cromero@apah.org



Jeremy Striffler Director of Real Estate Austin Independent School District realestate@austinisd.org

