

**BEFORE THE STATE OF FLORIDA
FLORIDA HOUSING FINANCE CORPORATION**

BLUE BROADWAY, LLC

Petitioner,

v.

FLORIDA HOUSING FINANCE
CORPORATION,

Respondent.

FHFC Case No. 2017-032BP
Application No. 2017-212C
RFA 2016-113

**FORMAL WRITTEN PROTEST AND
PETITION FOR ADMINISTRATIVE HEARING**

Petitioner, BLUE BROADWAY, LLC ("Blue Broadway"), pursuant to sections 120.57(3), Florida Statutes ("F.S."), and Rules 28-110 and 67-60, Florida Administrative Code ("FAC") hereby files this Formal Written Protest and Petition for Administrative Hearing regarding the scoring decisions of Respondent, FLORIDA HOUSING FINANCE CORPORATION ("Florida Housing") to award funding to Applicants in response to RFA 2016-113 Housing Credit Financing for Affordable Housing Developments located in Broward, Duval, Hillsborough, Orange, Palm Beach and Pinellas Counties ("RFA"). In support Blue Broadway provides as follows:

1. Blue Broadway is a Florida limited corporation in the business of providing affordable housing. Blue Broadway is located at 5300 West Cypress, Suite 200, Tampa, Florida 33607. For the purposes of this proceeding, Blue Broadway's phone number is that of its undersigned attorneys.

2. Florida Housing is the allocating agency for the State of Florida that was granted the authority to issue the RFA for the purpose of providing much needed affordable housing. Florida Housing's address is 227 North Bronough Street, Suite 500, Tallahassee, Florida 32301.

3. On October 28, 2016, Florida Housing issued the RFA to award an estimated \$14,669,052 of competitive Low Income Housing Tax Credits ("Tax Credits") for proposed developments in Broward, Duval, Hillsborough, Orange, Palm Beach and Pinellas Counties. The RFA was subsequently modified on November 10, 2016, at which time the due date for applications to be submitted was moved from December 8, to December 30, 2016.

4. Through the issuance of the RFA, Florida Housing sought to solicit proposals from qualified applicants that would commit to construct and/or rehabilitate housing in accordance with the terms and conditions of the RFA, applicable laws, rules, and regulations.

5. On December 30, 2016, Blue Broadway submitted an Application (assigned application number 2017-212C) in response to the RFA which included information concerning a 144 unit apartment complex in Hillsborough County, Florida named Preserve at Sabal Park. Through the Application, Blue Broadway requested \$2,110,000 in Tax Credit funding assistance for the project which has an overall development cost of \$25,880,697. Blue Broadway satisfied all requirements of the RFA. Florida Housing received 43 applications in response to the RFA.

6. As the Owner and Developer of a project seeking funding from the sources being allocated through the RFA, Blue Broadway is substantially affected by the evaluation and scoring of the responses to the RFA. The results of this and related proceedings may affect Blue Broadway's ability to obtain funding through the RFA.

7. Consistent with the primary mission and goal of the RFA, the Preserve at Sabal Park Development will provide much needed affordable housing providing apartments for lease at reduced and affordable rents. Without the funds provided by the RFA, Blue Broadway will be unable to proceed with the Development. Accordingly Blue Broadway's substantial interests are affected by the decisions made by Florida Housing.

8. At Section Four the RFA lists those items which must be included in a response to the RFA as found in Exhibit A. Included in these items at Section Four (A) is information concerning the Applicant and the Developer and the Development. The total points available for the RFA were 33.

9. The RFA at Section Five describes the evaluation process as follows:

SECTION FIVE EVALUATION PROCESS

Committee members shall independently evaluate and score their assigned portions of the submitted Applications, consulting with non-committee Corporation staff and legal counsel as necessary and appropriate.

The Corporation will reject any competitive Application submittal and no action will be taken to score the Application if any of the following submission requirements are not met: (i) the Complete Online Submission Package is submitted online by the Application Deadline, (ii) the required number of hard copies are submitted by the Application Deadline, (iii) the Applicant's hard copy submission is contained in a sealed package, (iv) the required Application fee is submitted as of the Application Deadline, (v) the Application Withdrawal Cash Deposit or the Letter of Credit, as selected by the Applicant, is submitted as of the Application Deadline, (vi) the Applicant Certification and Acknowledgement form, containing an original signature, is included in the Application labeled "Original Hard Copy" as of the Application Deadline, or (vii) the proposed Development is not eligible to apply for funding under this RFA because it meets the criteria outlined in subsection 67-48.023(1), F.A.C., and does not meet one of the stated exceptions.

An Application will be deemed ineligible to be considered for funding if, as of close of business the day before the Committee meets to make a recommendation to the Board, there are any financial obligations for which an Applicant or Developer or Principal, Affiliate or Financial Beneficiary of the Applicant or Developer is in arrears to the Corporation or any agent or assignee of the Corporation as reflected on the most recently published Past Due Report posted to the Corporation's Website under the link Property Owners & Managers/Past Due Reports (also accessible by clicking here), but not more recently than five (5) business days prior to the date the Committee meets to make a recommendation to the Board.

10. Applications will be scored based on the following Mandatory and Point items:

Mandatory Items	Point Items	Maximum Points
Demographic Commitment	General Development Experience	5
Name of Applicant	Proximity to Transit and Community Services	18
Evidence Applicant is a legally formed entity	Local Government Contributions:	
Principals of the Applicant and Developer(s)	a. Local Government Contribution	5
Disclosure Form		
Contact Person	or	or
Name of Each Developer	b. Local Government Areas of Opportunity Funding	10
Evidence that each Developer entity is a legally formed entity		
Name of Management Company		
Prior General Management Company Experience Chart		
Name of Proposed Development		
County identified		
Address of Development Site		
Development Category		
Estimated qualified basis in Rehabilitation Expenses per set-aside unit (if Development Category of Rehabilitation or Acquisition and Rehabilitation)		
Development Type		
Total Number of Units		
Number of new construction units and/or rehabilitation units		
Occupancy status of any existing units		
Status of Site Plan/Plat Approval		
Appropriate Zoning		
Availability of Electricity		
Availability of Water		
Availability of Sewer		
Availability of Roads		
Unit Mix		
Surveyor Certification Form		
Minimum Set-Aside Selection		
Total Set-Aside Breakdown Chart		
Evidence of Site Control		
Selection of Minimum Green Building Features (if Rehabilitation or Acquisition/Rehabilitation Development Category)		
Commitment to achieve Green Certification Program (if New Construction, Redevelopment, or Acquisition/Redevelopment Development Category)		
Selection of Minimum Resident Programs (if Family or Elderly Non-ALF Demographic Commitment)		
Applicant Housing Credit Request Amount		
Financing Information, including the Development Cost Pro Forma (listing expenses or uses) and Construction/Rehab. Analysis and Permanent Analysis (listing sources) – Sources must equal or exceed uses		
Total Possible Points		33

The Committee shall conduct at least one public meeting during which the Committee members may discuss their evaluations, select Applicants to be considered for award, and make any adjustments deemed necessary to best serve the interests of the Corporation's mission. The Committee will list the Applications deemed eligible for funding in order from highest total score to lowest total score, applying the funding selection criteria outlined in Section Four B above, and develop a recommendation or series of recommendations to the Board.

The Board may use the Applications, the Committee's scoring, any other information or recommendation provided by the Committee or staff, and any other information the Board deems relevant in its selection of Applicants to whom to award funding. Notwithstanding an award by the Board pursuant to this RFA, funding will be subject to a positive recommendation from the Credit Underwriter based on criteria outlined in the credit underwriting provisions in Rule Chapter 67-48, F.A.C.

11. On April 24, 2017, the designated Review Committee met and considered the Applications responding to the RFA. At the meeting the Review Committee orally listed and manually input the scores for each section of each RFA Response and ultimately made recommendations to the Board of Directors for their consideration. The Review Committee consisted of Florida Housing staff. During the meeting, the Review Committee announced that The Blue Broadway Application was eligible however not selected for funding. Rather Application 2017-230C was selected for funding in Hillsborough County with Blue Broadway being next on the list of eligible applications in Hillsborough County.

12. On May 5, 2017, Florida Housing's Board of Directors accepted the Review Committee's ranking and funding. (See Exhibit A)

13. On May 10, 2017, Blue Broadway timely filed its Notice of Intent to Protest. This Formal Written Protest is being timely filed and Florida Housing has waived the bid protest bond requirement for the RFA. As a Developer of affordable housing in need of supplemental funding, Blue Broadway's substantial interests are affected by Florida Housing's decision not to award the necessary funding pursuant to the RFA. In this action Blue Broadway is challenging the scoring of Application #2017-230C.

14. The scoring issues in this challenge as to Application 2017-230C, concern a) the failure to adequately identify the Principals of the Developer entity as required by the RFA, and b) the failure to demonstrate General Developer Experience as required by the RFA.

IDENTIFICATION OF PRINCIPALS

15. Historically Florida Housing has required Applicants to identify the Applicant, Developers, and all affiliates of proposed Developments. Among the purposes for this requirement is to ensure that no Applicant, Developer or affiliate is presently behind in any payments to Florida Housing, or in violation of any other relevant Florida Housing regulations.

16. In 2016, Florida Housing modified and strengthened this aspect of its RFA process as it relates to Principal Disclosure. The new procedure involves an extensive set of Instructions, as well as a customized Microsoft Excel spreadsheet that allows the applicant to enter each name of each Applicant and each Developer in the proper format. Once all the information is entered, the spreadsheet becomes the Principals Disclosure Form and it must be included in the application. The new procedure also includes the ability for an Applicant to obtain approval before the RFA Due Date by submitting the Principal Disclosure Form in advance for Florida Housing's review.

17. The RFA at Section Four (3)(d) requires the disclosure of information as follows:

3.d. Principals Disclosure for the Applicant and for each Developer.

The Application must include a properly completed Principals of the Applicant and Developer(s) Disclosure Form (Form Rev. 08-16) ("Principals Disclosure Form") that was uploaded as outlined in Section Three above. **The Principals Disclosure form must identify the Principals of the Applicant and Developer(s) as of the Application Deadline and must include, for each applicable organizational structure, ONLY the types of Principals required by subsection 67-48.002(93), F.A.C.** A Principals Disclosure Form that includes, for any organizational structure, any type of entity that is not specifically included in the Rule definition of Principals, will not be accepted by the

Corporation to meet the Mandatory requirement to provide the Principals of the Applicant and Developer(s) Disclosure Form.

(emphasis added)

18. At Rule 67.48.002(93), F.A.C. Principal is defined in relevant part as follows:

(b) With respect to a Developer that is:

3. A limited liability company, at the first principal disclosure level, any manager or member of the Developer limited liability company, and, with respect to any manager or member of the Developer limited liability company that is:

a. A corporation, at the second principal disclosure level, any officer, director or shareholder of the corporation,

b. A limited partnership, at the second principal disclosure level, any general partner or limited partner of the limited partnership, or

c. A limited liability company, at the second principal disclosure level, any manager or member of the limited liability company.

19. As provided at (b)(3) above, every Applicant must list all officers of any Corporation which is a member of a Developer who is a limited liability company.

20. In response to this RFA and Rule requirement the Developer identified in Application 2017-230C is WRDG Boulevard LLC, a limited liability company.

As shown on the Principal Disclosure Form, included in the Application a managing member of the Developer is Banc of America Community Development Corporation (“BOFACDC”). (See Exhibit B)

21. Pursuant to the Annual Report filed on March 31, 2016, with the Florida Secretary of State, Division of Corporations, there are four Officers of BOFACDC:

- a. James W. Feild, President;
- b. Joni Pesta, Treasurer;
- c. Jason Pritchard, Senior Vice President;
- d. Nathan A. Barth, Secretary.

22. The Principal Disclosure Form submitted by the Applicant fails to list Jason Pritchard or Nathan A. Barth. The Applicant did list James Feild and Joni Pesta, along with fifty six other individuals that it claims are officers of BOFACDC. The additional individuals do not appear on Florida Division of Corporations Annual Report. (See Exhibit C)

23. Although Florida Housing provided pre-approval of the Principals Disclosure Form, the pre-approval process does not include a verification of accuracy. The pre-approval only assures that the Form has been completed properly, using the information provided.

24. The Principals Disclosure Form submitted by the Applicant fails to include all required Principals and should be rejected.

DEVELOPER EXPERIENCE

25. At Section Four 4(a)(3), Applicants may earn 5 points by having the requisite experience in the field of affordable housing development.

26. Specifically the section reads as follows:

(3) General Development Experience (5 Points):

To be eligible to be awarded 5 points for General Development Experience, the Prior General Development Experience chart must meet the requirements of (a) below.

(a) At least one Principal, which must be a natural person, of the Developer entity, or if more than one Developer entity, at least one Principal, which must be a natural person, of at least one of the Developer entities, must meet the General Development Experience requirements in (i) and (ii) below.

(i) General Development Experience:

A Principal, which must be a natural person, of each experienced Developer entity must have, since January 1, 1996, completed at least three (3) affordable rental housing developments, at least one (1) of which was a Housing Credit development completed since January 1, 2006. At least one (1) of the three (3) completed developments must consist of a total number of units no less than 50 percent of

the total number of units in the proposed Development. For purposes of this provision, completed for each of the three (3) developments means (A) that the temporary or final certificate of occupancy has been issued for at least one (1) unit in one of the residential apartment buildings within the development, or (B) that at least one (1) IRS Form 8609 has been issued for one of the residential apartment buildings within the development. As used in this section, an affordable rental housing development, including a Housing Credit development that contains multiple buildings, is a single development regardless of the number of buildings within the development for which an IRS Form 8609 has been issued.

If the experience of a natural person Principal for a Developer entity listed in this Application was acquired from a previous affordable housing Developer entity, the natural person Principal must have also been a Principal of that previous Developer entity as the term Principal was defined by the Corporation at that time.

(ii) Prior General Development Experience Chart:

The Applicant must provide, as **Attachment 4** to Exhibit A, a prior experience chart for each natural person Principal intending to meet the minimum general development experience reflecting the required information for the three (3) completed affordable rental housing developments, one (1) of which must be a Housing Credit development.

Each prior experience chart must include the following information:

Prior General Development Experience Chart				
Name of Principal, which must be a natural person, with the Required Experience:				
Name of Developer Entity (for the proposed Development) for which the above individual is a Principal:				
Name of Development	Location (City & State)	Affordable Housing Program that Provided Financing (e.g., Housing Credits, Tax-Exempt Bonds, HOME, SAIL, etc.)	Total Number of Units	Year

(emphasis added)

27. At Attachment 4, the Applicant listed Eileen M. Pope (“Pope”) as its Principal with the required Developer Experience. The Applicant listed only three Developments at

Attachment 4 as support for its Developer Experience. In order to earn the 5 points, the RFA requires the Principal to have completed at least three affordable housing Developments. A review of the public record shows that Ms. Pope however was not a Principal of the Developer entity on at least one of the three listed Developments. (See Exhibit D)

28. Based on information obtained to date Ms. Pope was not a “Principal” of the Developer entity of First Ward Place - Phase 1 (“FW1”) which is one of the listed Developments at Attachment 4. Nationsbank Community Development Corporation (“NBCDC”) was the identified Developer of FW1. According to records maintained by the North Carolina Secretary of State Ms. Pope was not a listed Principal of NBCDC in either 1997, 1998, or 1999.

29. Additionally, according to Ms. Pope’s LinkedIn profile (which she presumably authored herself), she was not affiliated in any way with NBCDC in the year listed on Attachment 4, which was 1998. At that time she was a staff member the of Charlotte Housing Authority. Furthermore, the profile does specifically reference First Ward Place, and Ms. Pope’s role is described as being a staff member of the Charlotte Housing Authority and “directly involved as the Program Manager” (See Exhibit E).

30. While the experience Ms. Pope may have gained during this time period is valuable, and while she may have been an important member of the team, her position does not meet the minimum test to be deemed a “Principal of that previous Developer entity.” The five points awarded to the Applicant should be rescinded, resulting in a final score of 28 points.

31. Material issues to be resolved:

- a. Whether the review of Application #2017-230C was inconsistent with the RFA requirements.
- b. Whether Application #2017-230C submitted acceptable information regarding the Principals for its Developer.

- c. Whether Florida Housing review and actions taken concerning Application #2017-230C was arbitrary or capricious, clearly erroneous and contrary to competition.
- d. Whether Application #2017-230C has demonstrated acceptable General Developer Experience.

WHEREFORE, Blue Broadway requests a hearing and entry of an order determining that Florida Housing's review and scoring Application #2017-230C was contrary to the RFA specifications and to Florida Housing's governing statutes, rules and policies to such an extent as to be arbitrary, capricious, contrary to competition, and clearly erroneous.

Respectfully submitted,

/s/ Michael P. Donaldson
MICHAEL P. DONALDSON
Florida Bar No. 0802761
CARLTON FIELDS JORDEN BURT, P.A.
Post Office Drawer 190
215 S. Monroe St., Suite 500
Tallahassee, Florida 32302
Email: mdonaldson@carltonfields.com
Telephone: 850/224-1585
Facsimile: 850/222-0398

Attorney for Petitioner

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that the original and a copy of the foregoing has been filed by E-Mail and Hand Delivery to Kate Flemming, Corporation Clerk, Florida Housing Finance Corporation, 227 N. Bronough Street, Suite 5000, Tallahassee, FL 32301, this 22nd day of May 2017.

/s/ Michael P. Donaldson
MICHAEL P. DONALDSON

RFA 2016-113 Recommendations

Page 1 of 1

Total HC Available for RFA	14,669,052.00
Total HC Allocated	14,312,000.00
Total HC Remaining	357,052.00

Application Number	Name of Development	County	Name of Contact Person	Name of Developers	HC Funding Amount	Total Points	Development Category Funding Preference	Per Unit Construction Funding Preference	Leveraging Classification	75 Units or more Total Unit Preference	Florida Job Creation Preference	Lottery Number
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Broward County Application

2017-211C	Pinnacle at Peacefield	Broward	David O. Deutch	Pinnacle Housing Group, LLC*	2,561,000.00	33	Y	Y	A	Y	Y	2
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Duval County Application

2017-235C	Lofts at LaVilla on Monroe	Duval	James R. Hoover	TVC Development, Inc.	1,660,000.00	33	Y	Y	A	Y	Y	21
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Hillsborough County Application

2017-230C	The Boulevard at West River	Hillsborough	Eileen M Pope	WRDG Boulevard, LLC	2,110,000.00	33	Y	Y	A	Y	Y	10
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Orange County Application

2017-200C	Parramore Oaks	Orange	Paula M Rhodes	InVictus Development, LLC;	2,110,000.00	33	Y	Y	B	Y	Y	11
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Palm Beach County Application

2017-229C	Georgian Gardens Apartments	Palm Beach	Alberto Milo, Jr.	Georgian Gardens Apartments	1,650,000.00	33	Y	Y	A	Y	Y	9
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Pinellas County Application

2017-201C	Heritage Oaks	Pinellas	Brian D Evjen	Norstar Development USA, LP; PCHA	1,660,000.00	33	Y	Y	A	Y	Y	15
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2nd Broward County Application

2017-241C	Saratoga Crossings	Broward	Elizabeth Wong	APC Saratoga Crossings I	2,561,000.00	33	Y	Y	A	Y	Y	38
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*Currently suspended pursuant to Fla. Admin. Code R. 67-48.002

On May 5, 2017, the Board of Directors of Florida Housing Finance Corporation approved the Review Committee's motion and staff recommendation to select the above Applications for funding and invite the Applicant to enter credit underwriting.

Any unsuccessful Applicant may file a notice of protest and a formal written protest in accordance with Section 120.57(3), Fla. Stat., Rule Chapter 28-110, F.A.C., and Rule 67-60.009, F.A.C. Failure to file a protest within the time prescribed in Section 120.57(3), Fla. Stat., shall constitute a waiver of proceedings under Chapter 120, Fla. Stat.

EXHIBIT A

Principal Disclosures for Applicant

APPROVED for HOUSING CREDIT APPLICATION
FHCC Advance Review 10.17.16

Select the organizational structure for the Applicant entity:

The Applicant is a: Limited Partnership

Provide the name of the Applicant Limited Partnership:

West River Phase 2, LP**First Principal Disclosure Level:**[Click here for Assistance with Completing the Entries for the First Level Principal Disclosure for the Applicant](#)

First Level Entity #	Select Type of Principal of Applicant	Enter Name of First Level Principal	Select organizational structure of First Level Principal identified
1.	General Partner	THA West River Phase 2, LLC	Limited Liability Company
2.	Non-Investor LP	Housing Authority of the City of Tampa, Florida	Non Profit Corporation
3.	Investor LP	Housing Authority of the City of Tampa, Florida	Non Profit Corporation

Second Principal Disclosure Level:

West River Phase 2, LP

[Click here for Assistance with Completing the Entries for the Second Level Principal Disclosure for the Applicant](#)Select the corresponding First
Level Principal Entity # from
above for which the Second
Level Principal is being
identifiedSecond Level
Entity #Select the type of Principal
being associated with the
corresponding First Level
Principal Entity

Enter Name of Second Level Principal

Select organizational structure
of Second Level Principal
identified

1. (THA West River Phase 2, LLC)	1.A.	Managing Member	Tampa Housing Authority Development Corp.	Non Profit Corporation
2. (Housing Authority of the City of	2.A.	Executive Director	Ryans, Jerome D.	Natural Person
2. (Housing Authority of the City of	2.B.	Director	Harvey, Hazel	Natural Person
2. (Housing Authority of the City of	2.C.	Director	Johnson Velez, Susan	Natural Person
2. (Housing Authority of the City of	2.D.	Director	Clear, James A.	Natural Person
2. (Housing Authority of the City of	2.E.	Director	Johnson Griffin, Billi	Natural Person
2. (Housing Authority of the City of	2.F.	Director	Padgett, Robin E.	Natural Person
2. (Housing Authority of the City of	2.G.	Director	Simmons, Bemetra L.	Natural Person
2. (Housing Authority of the City of	2.H.	Director	Wacksman, Ben	Natural Person
2. (Housing Authority of the City of	2.I.	Officer	Moore, Leroy	Natural Person
2. (Housing Authority of the City of	2.J.	Officer	Begazo McCourtly, Susi	Natural Person

Third Principal Disclosure Level:

West River Phase 2, LP

[Click here for Assistance with Completing the Entries for the Third Level Principal Disclosure for the Applicant](#)Select the corresponding Second Level Principal
Entity # from above for which the Third Level
Principal is being identifiedSelect the type of Principal
being associated with the
corresponding Second Level
Principal EntityEnter Name of Third Level Principal
who must be a Natural PersonThe organizational structure of
Third Level Principal identified
Must Be a Natural Person

(Tampa Housing Authority Development Corp.)	Executive Director	Jerome D. Ryans	Natural Person
(Tampa Housing Authority Development Corp.)	Officer	Moore, Leroy	Natural Person
(Tampa Housing Authority Development Corp.)	Officer	Begazo McCourtly, Susi	Natural Person
(Tampa Housing Authority Development Corp.)	Director	Harvey, Hazel	Natural Person
(Tampa Housing Authority Development Corp.)	Director	Johnson Velez, Susan	Natural Person
(Tampa Housing Authority Development Corp.)	Director	Clear, James A.	Natural Person
(Tampa Housing Authority Development Corp.)	Director	Johnson Griffin, Billi	Natural Person
(Tampa Housing Authority Development Corp.)	Director	Padgett, Robin E.	Natural Person
(Tampa Housing Authority Development Corp.)	Director	Simmons, Bemetra L.	Natural Person
(Tampa Housing Authority Development Corp.)	Director	Wacksman, Ben	Natural Person

Principal Disclosures for the DeveloperAPPROVED for HOUSING CREDIT APPLICATION
FHFC Advance Review 10.17.16

How many Developers are part of this Application structure?

1

Select the organizational structure for the Developer entity:

The Developer is a: Limited Liability Company

Provide the name of the Developer Limited Liability Company:

WRDG Boulevard, LLC

First Principal Disclosure Level:

WRDG Boulevard, LLC

[Click here for Assistance with Completing the Entries for the First Level Principal Disclosure for a Developer.](#)

First Level Entity #	Select Type of Principal of Developer	Enter Name of First Level Principal	Select organizational structure of First Level Principal identified
1.	Managing Member	Bank of America Community Development Corporation	For Profit Corporation
2.	Member	Housing Authority of the City of Tampa, Florida	Non Profit Corporation

Second Principal Disclosure Level:

WRDG Boulevard, LLC

[Click here for Assistance with Completing the Entries for the Second Level Principal Disclosure for a Developer.](#)Select the corresponding First
Level Principal Entity # from
above for which the Second
Level Principal is being
identified

Second Level Entity #	Select the type of Principal being associated with the corresponding First Level Principal Entity	Enter Name of Second Level Principal	Select organizational structure of Second Level Principal identified
1. (Bank of America Community De	1.A. Director	Field, James W.	Natural Person
1. (Bank of America Community De	1.B. Director	Barry, Maria F.	Natural Person
1. (Bank of America Community De	1.C. Director	Tracey, Brian K.	Natural Person
1. (Bank of America Community De	1.D. Officer	Field, James W.	Natural Person
1. (Bank of America Community De	1.E. Officer	Pitlyk, Paul R.	Natural Person
1. (Bank of America Community De	1.F. Officer	Pesta, Joni	Natural Person
1. (Bank of America Community De	1.G. Officer	Adams, Tonya L.	Natural Person
1. (Bank of America Community De	1.H. Officer	Baldon, Nicole	Natural Person
1. (Bank of America Community De	1.I. Officer	Barrett, Stephanie	Natural Person
1. (Bank of America Community De	1.J. Officer	Barry, Maria F.	Natural Person
1. (Bank of America Community De	1.K. Officer	Bashein, Iris Y.	Natural Person
1. (Bank of America Community De	1.L. Officer	Sender, Regina S.	Natural Person
1. (Bank of America Community De	1.M. Officer	Brusloff, Amy	Natural Person
1. (Bank of America Community De	1.N. Officer	Burke, Joanne K.	Natural Person
1. (Bank of America Community De	1.O. Officer	Clarke, Michael E.	Natural Person
1. (Bank of America Community De	1.P. Officer	Cook, Franklin D.	Natural Person
1. (Bank of America Community De	1.Q. Officer	Devyn, Daniel E.	Natural Person
1. (Bank of America Community De	1.R. Officer	Greene, Susan Valerie	Natural Person
1. (Bank of America Community De	1.S. Officer	Keenan, Laura A.	Natural Person
1. (Bank of America Community De	1.T. Officer	Kessler, Susan G.	Natural Person
1. (Bank of America Community De	1.U. Officer	Laird, Kimberly D.	Natural Person
1. (Bank of America Community De	1.V. Officer	Leahy, Susan M.	Natural Person
1. (Bank of America Community De	1.W. Officer	Letendre, Daniel	Natural Person
1. (Bank of America Community De	1.X. Officer	Maimone, Kim M.	Natural Person
1. (Bank of America Community De	1.Y. Officer	McCain, Todd	Natural Person
1. (Bank of America Community De	1.Z. Officer	McNicholas, Jr., James M.	Natural Person
1. (Bank of America Community De	1.AA. Officer	Moro, Susan	Natural Person
1. (Bank of America Community De	1.AB. Officer	Nightingale, Mark C.	Natural Person
1. (Bank of America Community De	1.AC. Officer	Panno, John	Natural Person
1. (Bank of America Community De	1.AD. Officer	Parker, Debra C.	Natural Person
1. (Bank of America Community De	1.AE. Officer	Perry, Maurice L.	Natural Person
1. (Bank of America Community De	1.AF. Officer	Pope, Eileen M.	Natural Person
1. (Bank of America Community De	1.AG. Officer	Robinson, Claudia B.	Natural Person
1. (Bank of America Community De	1.AH. Officer	Roop, Brian L.	Natural Person

Barth
and
Pritchard
should
be listed
here:

Principal Disclosures for the DeveloperAPPROVED for HOUSING CREDIT APPLICATION
FHFC Advance Review 10.17.16Or
here:

1. (Bank of America Community De	1.AI.	Officer	Sheehan, Laura E.	Natural Person
1. (Bank of America Community De	1.AJ.	Officer	Shirley, Ekaterina A.	Natural Person
1. (Bank of America Community De	1.AK.	Officer	Silvernail, Cassandra	Natural Person
1. (Bank of America Community De	1.AL.	Officer	Siu, Joseph	Natural Person
1. (Bank of America Community De	1.AM.	Officer	Smith, Darren W.	Natural Person
1. (Bank of America Community De	1.AN.	Officer	Smith, Leigh Ann	Natural Person
1. (Bank of America Community De	1.AO.	Officer	Thompson, Mary A.	Natural Person
1. (Bank of America Community De	1.AP.	Officer	Tracey, Brian K.	Natural Person
1. (Bank of America Community De	1.AQ.	Officer	Votta, Marianne	Natural Person
1. (Bank of America Community De	1.AR.	Officer	West, Larry D.	Natural Person
1. (Bank of America Community De	1.AS.	Officer	Winstead, Susan C.	Natural Person
1. (Bank of America Community De	1.AT.	Officer	Campbell, John Paul	Natural Person
1. (Bank of America Community De	1.AU.	Officer	Carpenter, Casey M.	Natural Person
1. (Bank of America Community De	1.AV.	Officer	DiPreta, Diana J.	Natural Person
1. (Bank of America Community De	1.AW.	Officer	Heide, Brian L.	Natural Person
1. (Bank of America Community De	1.AX.	Officer	McCloy, Nicole V.	Natural Person
1. (Bank of America Community De	1.AY.	Officer	McDaniel, Susan S.	Natural Person
1. (Bank of America Community De	1.AZ.	Officer	Whitello, Michelle Leigh	Natural Person
1. (Bank of America Community De	1.BA.	Officer	Nunez, Charlotte	Natural Person
1. (Bank of America Community De	1.BB.	Officer	Pool, John M.	Natural Person
1. (Bank of America Community De	1.BC.	Officer	Veneracion, Joseph B.	Natural Person
1. (Bank of America Community De	1.BD.	Officer	White, Carolyn Y.	Natural Person
1. (Bank of America Community De	1.BE.	Officer	Kazic Andretta, Milica	Natural Person
1. (Bank of America Community De	1.BF.	Officer	Misenas, Tanya L.	Natural Person
<Select a #>	<Select an option>	ADDITIONAL ROOM NEEDED TO COMPLETE DISCLOSURE LEVEL		<Select an option>
<Select a #>	<Select an option>	TWO PLEASE SEE BELOW FOR THE CONTINUANCE THE NAMES		<Select an option>

Principal Disclosures for the DeveloperAPPROVED for HOUSING CREDIT APPLICATION
FHFC Advance Review 10.17.16

Select the organizational structure for the Developer entity:

The Developer is a: Limited Liability Company

Provide the name of the Developer Limited Liability Company:

WRDG Boulevard, LLC CONTINUED**First Principal Disclosure Level:**

WRDG Boulevard, LLC -- CONTINUED

[Click here for Assistance with Completing the Entries for the First Level Principal Disclosure for a Developer.](#)

<u>First Level Entity #</u>	<u>Select Type of Principal of Developer</u>	<u>Enter Name of First Level Principal</u>	<u>Select organizational structure of First Level Principal identified</u>
1.	<Select an option>	CONTINUED	<Select an option>
2.	Managing Member	Bank of America Community Development Corporation	For Profit Corporation
3.	Member	Housing Authority of the City of Tampa, Florida	Non Profit Corporation

Second Principal Disclosure Level:

WRDG Boulevard, LLC -- CONTINUED

[Click here for Assistance with Completing the Entries for the Second Level Principal Disclosure for a Developer.](#)

<u>Select the corresponding First Level Principal Entity # from above for which the Second Level Principal is being</u>	<u>Second Level Entity #</u>	<u>Select the type of Principal being associated with the corresponding First Level Principal Entity</u>	<u>Enter Name of Second Level Principal</u>	<u>Select organizational structure of Second Level Principal identified</u>
<Select a #>		<Select an option>	CONTINUED	<Select an option>
2. (Bank of America Community De	2.A.	Officer	Roschbaum, Benjamin E.	Natural Person
2. (Bank of America Community De	2.B.	Officer	Sankov, Oleksiy	Natural Person
2. (Bank of America Community De	2.C.	Officer	Trumble, Laurie H.	Natural Person
2. (Bank of America Community De	2.D.	Shareholder	Bank of America, N.A	For Profit Corporation
3. (Housing Authority of the City of	3.A.	Officer	Ryans, Jerome D.	Natural Person
3. (Housing Authority of the City of	3.B.	Director	Harvey, Hazel	Natural Person
3. (Housing Authority of the City of	3.C.	Director	Johnson Velez, Susan	Natural Person
3. (Housing Authority of the City of	3.D.	Director	Cloar, James A.	Natural Person
3. (Housing Authority of the City of	3.E.	Director	Johnson-Griffin, Bill	Natural Person
3. (Housing Authority of the City of	3.F.	Director	Padgett, Rubin E	Natural Person
3. (Housing Authority of the City of	3.G.	Director	Simmons, Bemetra L.	Natural Person
3. (Housing Authority of the City of	3.H.	Director	Wacksman, Ben	Natural Person
3. (Housing Authority of the City of	3.I.	Officer	Moore, Leroy	Natural Person
3. (Housing Authority of the City of	3.J.	Officer	Begazo McCourt, Susi	Natural Person

Or
here:

2016 FOREIGN PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# F94000005727

Entity Name: BANC OF AMERICA COMMUNITY DEVELOPMENT CORPORATION

Current Principal Place of Business:

214 NORTH TRYON STREET NC1-027-20-05
CHARLOTTE, NC 28255

Current Mailing Address:

150 N COLLEGE ST; NC1-028-17-06
CHARLOTTE, NC 28255

FEI Number: 56-1762616

Certificate of Status Desired: No

Name and Address of Current Registered Agent:

CT CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL 33224 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Electronic Signature of Registered Agent

Date

Officer/Director Detail :

Title D/P
Name FEILD, JAMES W
Address 150 N COLLEGE ST; NC1-028-17-06
City-State-Zip: CHARLOTTE NC 28255

Title SEC
Name BARTH, NATHAN A
Address 150 N COLLEGE ST; NC1-028-17-06
City-State-Zip: CHARLOTTE NC 28255

Title SVP
Name PRITCHARD, JASON
Address 150 N COLLEGE ST; NC1-028-17-06
City-State-Zip: CHARLOTTE NC 28255

Title TREA
Name PESTA, JONI
Address 150 N COLLEGE ST; NC1-028-17-06
City-State-Zip: CHARLOTTE NC 28255

I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with all other like empowered.

SIGNATURE: JASON PRITCHARD

SVP

03/31/2016

Electronic Signature of Signing Officer/Director Detail

Date

EXHIBIT C

Attachment 4

Prior General Development Experience Chart				
Name of Principal, which must be a natural person, with the Required Experience: Eileen M. Pope				
Name of Developer Entity (for the proposed Development) for which the above individual is a Principal: WRDG Boulevard, LLC				
Name of Development	Location (City & State)	Affordable Housing Program that Provided Financing	Total Number of Units	Year Completed
Sycamore Green Apartments	Charlotte, NC	MMRB and 4%	190	2003
First Ward Place – Phase I	Charlotte, NC	9% Housing Credits	174	1998
The Reed at Encore	Tampa, FL	9% Housing Credits	158	2016

EXHIBIT D



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Eileen M. Pope

Senior Vice President at Bank of America

Bank of America • St. John's University, New York

Charlotte, North Carolina Area • 359

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Senior Vice President, Senior Development Officer for Bank of America. Eileen has been with Bank of America since 2002 working in various roles within Bank of America Community Development Corporation, developing affordable and mixed income housing communities. In her current role she functions as the lead real estate developer for the United States southeast region, leading all new multi-family development opportunities for front-end commitments, strategic planning for the development of public/private partnerships, financial structuring, selecting the development team, overseeing the development and creating and implementing back-end strategies.

Prior to BACDC, Ms. Pope was both the Hope IV Program Manager and Regional Asset Manager, for four years, for the Charlotte Housing Authority (CHA), where she was directly involved as the Program Manager in the development of a nationally recognized HUD award winning development known as First Ward Place in Charlotte, NC. First Ward Place is a mixed income HOPE VI development which was funded in part with over \$50,000,000 in HOPE VI and LIHTC equity. Prior to this, Ms. Pope spent six years with the City of New York, as both the Director of the NYC Housing Preservation and Development Emergency Repair Program and, Director of Systems Development with the NYC Human Resources Administration Office of Financial Management.

Ms. Pope has over 30 years of executive management experience, including 20 years in affordable housing and community development in both financial institution and government environments. She has special expertise in assembling complex financing to develop affordable housing utilizing multi-family revenue bonds, low income housing tax credits and other government subsidies and grants as well as private sources of financing. She has outstanding community relations experience and skill set.

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ORLANDOENCORE! Downtown
Tempe District

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Highlights

16 Mutual Connections



6 Mutual Groups

Contact and Personal Info

Eileen M.'s Profile

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Earn Your MBA from OHIO Online
Ranked a Best Value Program.



Clients for Real Estate
Get new prospects through Google
AdWords. Increase Your ROI. Get
\$100 Free!



Online MBA from UDayton
Complete your MBA online in as
as one year from the Univ. of Da

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Senior Vice President at Bank of
America



James Feild • 2nd
SVP Community Development
Banking/Real Estate Development
Executive

Paul Jamison

Team Leader Military Police at U.S.
transitioning into a new career in
the civilian workforce.

Carrie Roberts Octavio • 3rd
Asset Manager at Boston Financial
Investment Management



Ellen Rogers • 2nd
Market Executive, Southeast Region
SVP, Bank of America Merrill Lynch

Kim Maimone • 3rd
Business Support Manager at Bank
of America

Joseph Brown
construction at Joe Browns

Joni Pesta
...

Susan Leahy
Senior Vice President/Team Lead
Bank of America Merrill Lynch

Terri Brown
Administrative Assistant at Bank
of America

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Experience

Senior Vice President

Bank of America

Jul 2002 - Present • 14 yrs 11 mos

Charlotte, NC

Real Estate developer for Bank of America Community Development Corporation (BACDC), experienced leaders in the community development industry with the expertise and scope to deliver innovative and full-service development solutions. BACDC has successfully developed or rehabilitated more than 27,000 affordable housing and mixed-income rental units in 15 major cities in the Bank of America's franchise. Additionally, BACDC has developed some 3,000 for sale homes in its history.

See less

Education

St. John's University, New York

BS, Communications Arts and Sciences/Business Management

1978 - 1982

Mingle School of Real Estate, Charlotte, NC

Real Estate Development

2002

Featured Skills & Endorsements

Real Estate Econo... 16

Endorsed by Leroy Moore (mutual connection)

Endorsed by 3 of Eileen M.'s colleagues at Bank of America

Real Estate 15

Endorsed by Tami Fossum, who is highly skilled at this

Endorsed by 2 of Eileen M.'s colleagues at Bank of America

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