



Tuesday, May 20, 2014
21 Lodge Street 9:00 a.m.

CAPITALIZE ALBANY
CORPORATION

Capitalize Albany Corporation
Finance and Investment Committee Meeting
Agenda

1. Review of the minutes from the Finance & Investment Committee meeting of April 18, 2014
2. Historic Pastures Mansions LLC
3. Columbia 677 LLC Refinance

Draft have not been approved

**Capitalize Albany Corporation Finance & Investment Committee Meeting
MINUTES
April 18, 2014**

The meeting of the Capitalize Albany Corporation Finance & Investment Committee was held at 9:00 a.m., Friday, April 18, 2014 at 21 Lodge.

The following were in attendance:

Committee Members:

Anders Tomson

Jeff Sperry

Bob Curley

Other:

Staff:

Michael Yevoli, Erik Smith, Mark Opalka and Amy Gardner.

The regular meeting of the Capitalize Albany Corporation Finance & Investment Committee was called to order at 9:05 a.m.

Approval of Minutes for February 11, 2014 Finance & Investment Committee Meeting

The Committee reviewed the minutes of the February 11, 2014 meeting. John Harris made a motion for approval. Bob Curley seconded. The Committee agreed unanimously to approve the minutes.

Hugh Johnson Advisors Investment Update

Bob Hennes & Dan Nolan of Hugh Johnson Advisors reviewed the Portfolio Report and Short Term Investment Services Report as of 3/31/14 with the Committee. Mr. Hennes discussed in detail the Investment portfolio and the quarterly financial reports. Mr. Hennes advised the Board that the Corporation's Investment Policy remains appropriate and provides more flexibility for longer maturities. Mr. Hennes also advised the Committee that the Corporation is holding a Goldman Sachs Bond with an A- rating.

A motion was made to continue to hold the bond despite the A- rating by Jeff Sperry. Bob Curley seconded. A vote being taken the motion passed unanimously.

Quarterly Financial Report

Erik Smith reviewed the quarterly financial statements with the Committee and went over the highlights outlined in the memo distributed to the Committee prior to the meeting. The effect of the Impact Downtown Albany strategy on the budget was discussed.

Draft have not been approved

CFO Transition Discussion

The Committee discussed the resignation of the CFO, Erik Smith. Mr. Smith presented his plan for the transition of his duties following his departure. Mr. Smith advised the Board that the CEO, Mike Yevoli would like to fill the position within 45 days.

Other Business

None

There being no further business the Capitalize Albany Corporation Finance & Investment Committee meeting was adjourned at 10:10a.m.

TO: Capitalize Albany Corporation – Finance Committee
FROM: Capitalize Albany Corporation Staff
RE: Historic Pastures Mansions LLC
DATE: May 19, 2014

Applicant: Liberty Affordable Housing Inc. on behalf of Historic Pastures Mansions, LLC and Historic Pastures Mansions Housing Development Fund Company, Inc.

Applicant Request: Corporation will consider and approve 1) assumption of the outstanding loans and 2) subordination of loan position in exchange for a onetime principal payment reduction of \$100,000.

Proposed Project Description: The Historic Pastures Mansions LLC project (the “Project”) will entail the acquisition, renovation and preservation of three existing scattered site complexes. The existing complexes in question are Pastures Redevelopment, Mansions Rehab and Historic Pastures. All three complexes are of similar age and construction having been originally built in the mid 1800’s and converted to affordable housing in the early 1980’s. In addition to the existing 243 units within the Project, there are 3 vacant commercial suites that will be converted to one-bedroom apartments bringing the total units in the Project to 246.

Pastures Redevelopment has 101 units with a 100 unit Section 8 contract that expires in 2015. Mansion Rehab has 51 units with a 50 unit Section 8 Contract that expires in 2015. Historic Pastures has 93 units and no rental subsidies. Liberty Affordable Housing will ask HUD to terminate the existing Section 8 contracts for Pastures Redevelopment and Mansions Rehab and issue a new 20 year Section 8 contract for both Pastures Redevelopment and Mansions Rehab at the time of closing. The units in Pastures Redevelopment and Mansions Rehab will target households at or below 50% of AMI while Historic Pastures will target households at or below 60% of AMI.

Since the Project contains occupied units, the renovation may require the residents to be temporarily relocated while their unit is being worked on. Meetings are being held with the residents to inform them when their unit will be under construction, what type of work will be conducted and where they will be relocated to during the rehab process. All expenses related to the relocation will be borne by the Project. All residents will be given the opportunity to return to their original unit provided it is the proper size unit for their occupancy.

Proposed Project Timeline: Acquisition and construction financing closing is expected to occur by July/August 2014. Construction will commence soon thereafter and last for approximately 18 months. Project completion is expected in December 2015 with conversion to permanent financing 3 months later.

Proposed Project Sources and Uses:

| Sources of Funds - Permanent | | | | |
|--|--|---------------|------------|-------|
| HFA Mortgage | | \$ 8,850,000 | \$ 35,976 | 22.1% |
| HFA 2nd Mortgage GAP | | \$ 6,283,479 | \$ 25,543 | 15.7% |
| HFA 2nd Mortgage GAP interest | | \$ 262,500 | \$ 1,067 | 0.7% |
| LIHTC Equity Proceeds | | \$ 12,766,454 | \$ 51,896 | 31.8% |
| State Tax Credits | | \$ 1,500,000 | \$ 6,098 | 3.7% |
| City of Albany Home Funds | | \$ 400,000 | \$ 1,626 | 1.0% |
| NYSERDA | | \$ 162,800 | \$ 662 | 0.4% |
| Mortgage Restructuring Note | | \$ 1,784,491 | \$ 7,254 | 4.4% |
| Contingent Repayment Note | | \$ 827,345 | \$ 3,363 | 2.1% |
| Interest for Contingent Restructuring Note | | \$ 60,990 | \$ 248 | 0.2% |
| Albany LDC Note | | \$ 2,090,423 | \$ 8,498 | 5.2% |
| DHCR CIF | | \$ 750,000 | \$ 3,049 | 1.9% |
| HFA PIP Loan | | \$ 512,826 | \$ 2,085 | 1.3% |
| Cash Flow during construction | | \$ 360,000 | \$ 1,463 | 0.9% |
| Deferred Developers Fee | | \$ 2,750,000 | \$ 11,179 | 6.9% |
| Projects Existing Reserves | | \$ 754,508 | \$ 3,067 | 1.9% |
| TOTAL | | \$ 40,115,816 | \$ 163,074 | 100% |

| Uses of Funds | | | | |
|---|--|---------------|------------|-------|
| Land Cost | | \$ 607,500 | \$ 2,500 | 1.5% |
| Acquisition Cost | | \$ 14,029,717 | \$ 57,735 | 35.0% |
| Hard Costs | | \$ 14,197,050 | \$ 58,424 | 35.4% |
| Soft Costs | | \$ 5,569,573 | \$ 22,920 | 13.9% |
| Prefunded Replacement & Operating Reserve | | \$ 1,287,395 | \$ 5,298 | 3.2% |
| Developer's Fee | | \$ 4,424,581 | \$ 18,208 | 11.0% |
| TOTAL (including DSRF) | | \$ 40,115,816 | \$ 165,085 | 100% |

Applicant Capacity and Expertise: Liberty Affordable Housing (Liberty) is a 501(c)(3) not-for-profit developer headquartered in Rome, NY. Liberty was incorporated in 2002 and has a community-based volunteer Board of Directors with a mission to produce, protect and preserve affordable housing. Liberty is a Community Housing Development Organization (CHDO). A CHDO is a private, community-based not-for-profit organization with experience in providing low-income housing assistance and at least 1/3 of its governing board's membership are residents of low-income neighborhoods.

Since its inception, Liberty has shown the ability to complete projects it has undertaken by successfully closing on 3 new construction and 12 preservation projects for a total of 2,025 units of quality affordable housing. Liberty has also assumed an ownership interest in five additional properties bringing the overall total to 2,284 units.

Liberty has undertaken similar projects in the past and is the sole member of the managing member of each ownership entity. Through this controlling interest, Liberty has shown it possesses the skills necessary to own and operate subsidized low income housing under a

number of programs including: Low Income Housing Tax Credit (LIHTC), Section 8 and Rural Development 515. In nearly all of its projects, Liberty engages CRM Rental Management, Inc. (CRM) as the management agent.

Historic Pastures Mansions, LLC and Historic Pastures Mansions Housing Development Fund Company, Inc. have been formed for purposes of executing this project.

Existing Projects Backgrounds:

Both Pastures Redevelopment and Mansions Rehab have outstanding loans with Capitalize Albany Corporation (originally with Albany Local Development Corporation). The status of the loans is as follows: 1) total current principal owed is \$616,950 and total accrued interest is \$1,609,891. The loans were associated with two affordable housing projects in the early 1980s.

The outstanding loans have previously been written down by the Corporation.

Loan 1: Pastures Redevelopment Company

- Original Loan Date - June 22, 1982
- Original Loan Amount - \$323,645
- Current Principal Owed - \$316,950 (Principal payment of \$6,695 in April 1984)
- Current Accrued Interest as of April 30, 2014 - \$783,691
- Interest Rate - 9.0%
- Interest Accrual Per Day - \$79.24
- Total Due as of April 30, 2014 - \$1,100,641
- Maturity Date - June 22, 2024
- Notes:
 - Principal payments deferred to maturity
 - Interest payments due annually (non-payment is not a default) or if accrued due upon maturity
 - The loan is unsecured and there are no personal guarantees

Loan 2: Mansions Rehab Associates

- Original Loan Date - September 23, 1982
- Original Loan Amount - \$300,000
- Current Principal Owed - \$300,000
- Current Accrued Interest as of April 30, 2014 - \$826,200
- Interest Rate – 9.0%
- Interest Accrual Per Day - \$75.00
- Total Due as of April 30, 2014 - \$1,126,200
- Maturity Date – September 1, 2035
- Notes:
 - Principal payments deferred to maturity
 - Interest payments due annually (non-payment is not a default) or if accrued due upon maturity
 - The loan is unsecured and there are no personal guarantees

- In 2005, the Corporation was asked to subordinate as well as extend the maturity date of this loan as part of the existing project's restructuring of debt levels with HUD. The Corporation approved the request in exchange for a \$30,800 payment that satisfied the outstanding principal of a second outstanding loan with the Corporation and the existing project.

Other: The Applicant is also seeking a HOME loan from the Albany Community Development Agency (ACDA) and a PILOT agreement through the City of Albany Common Council. The Applicant's request for a HOME loan of \$400,000 was approved by the ACDA Board on May 13th. The Applicant's request for a PILOT will be introduced to the Common Council on May 19th.

Corporation Staff has been working to assist not only the Applicant, but both the Albany Community Development Agency and the City of Albany Common Council.

Recommendation: Corporation Staff is working with Corporation Counsel on the matter. Both have been in contact with the Applicant and are working to fully understand the project. A formal recommendation cannot be offered at this time, but it appears that the request will assist a project within the mission of the Corporation. The questions are 1) What is the appropriate amount of existing principal reduction? and 2) What is the appropriate structure of the assumption?

Historic Pastures Mansions Apartments
(f/k/a Pastures Redevelopment, Mansions Rehab and Historic Pastures Apartments)
68 Westerlo Street, Albany, NY 12202

Project Description

The Historic Pastures Mansions Apartments project involves the purchase, rehabilitation and preservation of three separate complexes that will be combined into one entity. Historic Pastures, Pastures Redevelopment and Mansions Rehab were all originally constructed in the mid 1800's and converted to apartments in the mid 1980's. The new complex will consist of 91 building and will be a mix of efficiency, one, two, three and four bedroom units.

Both Pastures Redevelopment and Mansion Rehab have Project Based Section 8 Contracts will house residents at or below 50% of AMI. Historic Pastures does not have a Section 8 Contract. The residents at Historic Pastures will be rented to residents at or below 60% of AMI.

No residents will be involuntarily displaced as a result of this transaction. There may be some temporary relocation of residents while their unit is being worked on but it will be at no cost to the resident and every effort will be made to return the resident to their original unit provided they are in the correct unit size for their family composition.

All the first mortgages on the three properties will be satisfied at the time of the closing. The second and third mortgages that resulted from the M2M restructuring in 2005 will be assumed by Liberty as will the New York Housing Finance Agency (HFA), Project Improvement Program loan from HFA.

As you can see form the attached Sources & Uses Statement, we have accessed a number of funding sources to make this a viable project. HFA, subject to board confirmation, has agreed to subordinate a Project Improvement Loan made to the prior owners and to contribute \$6,526,989 in soft money to the project along with an allocation of tax-exempt bonds, 4% LIHTC, State LIHTC and Community Investment Funds. We have achieved very competitive pricing for the 4% and State LIHTC. HUD will approve the Qualified Non-Profit Transfer that will allow Liberty to assume the soft debt that resulted from the HUD mandated restructuring in 2005.

Subject to HFA financing approval, Liberty will be paying \$100,000 toward a principal reduction on the existing Capitalize Albany Corporation loans (originally made by ALDC), a ½ percent fee to the City of Albany for the 10% of Shelter Rent Tax to be approved by the City at a future date. Liberty will also pay all recording fees in connection with the HOME and Capitalize Albany Corporation loan documents. Liberty will also pay legal fees up to an agreed upon maximum.

The PILOT and the assumption of the CAC loans are necessary to make the project viable and to show the City of Albany's commitment to the project. This is vital to obtaining HFA board approval.

If there are any questions concerning this project please contact either:

Tara M. Miller
Development Coordinator
Liberty Affordable Housing Inc.
315-334-9333 ext 4
Tara.Miller@Libertyaffordable.org

Arthur Loomis
Consultant to Liberty Affordable Housing Inc.
CRM Housing Development Inc
315-337-1401 ext 237
Arthur.Loomis@CRMhousing.com

Liberty's legal counsel is
John N. Vagianelis, Esq.
Mazzotta, Siegel & Vagianelis, P.C.
9 Washington Square
Albany, New York 12205
(518) 452-0941 (phone)
(518) 452-0417 (facsimile)
Fax: 315-424-8556
jvagianelis@msvlawfirm.com

HISTORIC PASTURES MANSIONS

ALBANY, NEW YORK

OWNER:

CONSTRUCTION MANAGER:

ARCHITECT:

HISTORIC PASTURES MANSIONS, LLC
PO BOX 549, ROME, NEW YORK 13442

CARKNER CONSTRUCTION, LLC
4542 MORGAN PLACE, LIVERPOOL, NEW YORK 13090

HARRIS A. SANDERS, ARCHITECTS, P.C.
252 WASHINGTON AVENUE, ALBANY, NEW YORK 12210

DRAWINGS

HISTORIC PASTURES

- A1

SOUTH FERRY STREET 51 & 53
- A2

SOUTH FERRY STREET 59 & 61
- A3

SOUTH FERRY STREET 63 & 65
- A4

SOUTH FERRY STREET 71
- A5

GREEN STREET 105 & 107
- A6

GREEN STREET 109 & 131
- A7

GREEN STREET 138 & 139
- A8

GREEN STREET 141 & 144
- A9

HERKIMER STREET 63 & 65
- A10

HERKIMER STREET 69 & 91
- A11

HERKIMER STREET 93 & 95
- A12

HERKIMER STREET 97 & 99
- A13

HERKIMER STREET 101 & 103
- A14

HERKIMER STREET 105 & MADISON AVENUE 94
- A15

WESTERLO STREET 48 & 52
- A16

WESTERLO STREET 64 & 66
- A17

WESTERLO STREET 71 & 73
- A18

WESTERLO STREET 74 & 75
- A19

WESTERLO STREET 76 & 77

PASTURES

- A1

GREEN STREET 113 & 115
- A2

GREEN STREET 117 & 118
- A3

GREEN STREET 119 & 120
- A4

GREEN STREET 121 & HERKIMER STREET 62
- A5

HERKIMER STREET 64 & 66
- A6

HERKIMER STREET 68 & 70
- A7

HERKIMER STREET 72 & 74
- A8

HERKIMER STREET 100 & 102
- A9

HERKIMER STREET 104 & MADISON AVENUE 98
- A10

MADISON AVENUE 98 ½ & 100
- A11

MADISON AVENUE 102 & 104
- A12

SOUTH FERRY STREET 75 & 77
- A13

SOUTH FERRY STREET 79 & 81
- A14

WESTERLO STREET 57 & 65
- A15

WESTERLO STREET 68 & 70

MANSIONS

- A1

SOUTH PEARL STREET 167-169 & 171
- A2

SOUTH PEARL STREET 175 & 181-183
- A3

SOUTH PEARL STREET 185-187 & 193
- A4

SOUTH PEARL STREET 195-197 & WESTERLO STREET 83
- A5

WESTERLO STREET 85-87 & 89
- A6

WESTERLO STREET 91 & 93
- A7

WESTERLO STREET 95





**Better Lives
through Better Housing®**



OUR MISSION:

To acquire and develop new
affordable housing and
substantially rehabilitate
existing housing to extend
its useful life and preserve
affordability for the long term



Our mission is more than a statement

At Liberty Affordable Housing our mission is more than a statement. We serve communities with the goal of improving how people live through the intelligent use of resources and a dedication to affordable and sustainable housing.

Liberty's business is to acquire and develop new affordable housing and substantially rehabilitate existing housing to extend its useful life and preserve its affordability for the long term.

Our employees have a great deal of experience in the areas of development and management; a team committed to the continued success of every project we undertake.

At Liberty Affordable Housing, we've been building a name for ourselves since 2002. We're particularly recognized for our innovation in the housing industry, and the ways in which our team of architects, contractors, legal counsel, and property management professionals meet the unique challenges of affordable housing projects.

A multitude of partners

We forge productive and mutually beneficial partnerships with numerous banks, equity syndicators, and special lenders such as NBT Bank, N.A., The Community Preservation Corporation, Great Lakes Capital Fund, First Sterling Financial, Inc., WNC & Associates, Inc., and Raymond James Tax Credit Funds, Inc.



Affordable Apartment Living



Mohawk Valley Apartments
— Clinton, NY



Kennedy Plaza Apartments — Utica, NY



Montcalm Apartments
— Queensbury, NY*



Park Drive Manor I — Rome, NY



Park Drive Manor II — Rome, NY

*Also affordable living for seniors

These partnerships stand ready to provide construction and permanent financing with minimal red tape.

We have been established as a Community Housing Development Organization or "CHDO." This provides us with more options for funding in the form of federal, state, and local government programs. A CHDO is a special nonprofit community-based service organization whose purpose is to develop and provide affordable housing.

We also have an excellent working relationship with the U.S. Department of Housing and Urban Development (HUD), and New York State Homes and Community Renewal (HCR), as well as a number of other federal and state agencies.

About the Liberty Eagle

We selected the eagle as our symbol because we believe "Achieving the American dream" begins with housing and that everyone is entitled to safe, clean, and quality affordable housing. In such housing, sensitivity and caring are just



as important as the right combination of bricks and mortar. Our primary objective is to always provide the best possible living arrangements for those whom we are privileged to serve. We also believe that neighborhoods and communities can be revitalized through our efforts. Liberty's core values are defined by its commitment to professionalism, integrity, quality management and long-term working relationships. Successful projects are assured when these values are the driving force.

Affordable Housing for Seniors



New York Mills Senior Center — *New York Mills, NY*



Clinton Manor — *Clinton, NY*



Golden Age Apartments
— *Norwich, NY*



Cedars Senior Living Community
— *Queensbury, NY*



Friendship House Apartments
— *Cortland, NY*



Thomas F. Kirkpatrick, Executive Director

Mr. Kirkpatrick is the former president of CRM Rental Management, Inc., which he co-founded in 1971 and guided through its development and growth into a premier real estate management firm.

Mr. Kirkpatrick founded Liberty Affordable Housing Inc. in 2002 to carry out his vision of providing quality housing to seniors and families – building on over 40 years of experience in the management and development of affordable housing. Under Mr. Kirkpatrick's leadership, Liberty has successfully closed on eleven projects with over 1,400 units of quality affordable housing.

Tara M. Miller, Development Coordinator

Ms. Miller joined Liberty in 2009 as a member of the development team. She is responsible for all aspects of the pre- and post-development process with a special emphasis on 4% Federal Low Income Housing Tax Credit (LIHTC). Ms. Miller is a 2009 graduate of the College of Saint Rose with a Bachelor of Science in Accounting.

Davis Yohe, Deputy Executive Director

Davis Yohe joined Liberty Affordable Housing Inc. in 2006 and brought with him a wealth of not-for-profit management and leadership experience.

Mr. Yohe is involved in all aspects of identifying potential projects, developing relationships, and promoting awareness of Liberty's capabilities. An active member of the Institute for Real Estate Management, Mr. Yohe has achieved the Accredited Residential Manager (ARM) credential.



Board of Directors

Jessica Scialdo, *President & Chair of the Board*
 Rev. Msgr. Walter Madej, *Vice President*
 Donald Cieri, *Secretary*
 John Bradley, *Treasurer*
 Timothy Birnie
 Patricia Caprio
 David Carello
 Elizabeth Chesebro
 Donald Davidson
 Brant Ford

Cindy LaFountain
 Virginia Medick
 James O'Brien
 Joel Plumley
 Celeste Pylman
 John Stevenson
 Ruth Tuttle
 John Brennan, *Counsel*
 Christopher Rauscher, *CPA*



Left to Right: Tara Miller, Davis Yohe, Julie Flynn

Julie A. Flynn, Director of Development

Ms. Flynn joined Liberty in 2005 and plays an intricate role in the development of each project by coordinating the development team, obtaining financing, and advancing each project through from concept to completion.

Proficient in the competitive 9% Federal Low Income Housing Tax Credit (LIHTC) program, Ms. Flynn has successfully developed over a dozen capital projects by leveraging LIHTC with various sources of public and private financing.

Do you have a complex or property that needs rehabilitation, or a new project to develop? We offer you building and management expertise. We develop manageable and sustainable housing with accountability and commitment to

community members; places that people are proud to call home.

Whether you're a property owner, a board member of a public housing authority, a local government representative,

or a decision-maker for economic development initiatives, we're ready to partner with you.



Liberty Affordable Housing Inc.

P.O. Box 549 • Rome, NY 13442

Phone: (315) 334-9333 • Fax: (315) 336-0371

www.libertyaffordable.org • info@LibertyAffordable.org



20120720



Liberty Affordable Housing Inc.

PO Box 549, Rome NY 13442

Telephone: 315-334-9333

Fax: 315-336-0371

Website: www.LibertyAffordable.org

*Better Lives
through
Better Housing®*

Liberty Affordable Housing Inc. (Liberty) is a 501(c)(3) not-for-profit developer headquartered in Rome, New York. Liberty was incorporated in 2002 and has a community-based volunteer Board of Directors with a mission to produce, protect and preserve affordable housing. Since its inception Liberty has shown the ability to complete projects it has undertaken by successfully closing on three new construction and twelve preservation projects, for a total of 2,025 units of quality affordable housing. Liberty has also assumed ownership interest in five additional properties bringing the overall total to 2,284.

Liberty is a Community Housing Development Organization (CHDO). A CHDO is a private, community-based, not-for-profit organization with experience in providing low-income housing assistance and at least one third of its governing board's membership are residents of low-income neighborhoods.

Liberty has completed the following projects and is the sole member of the managing member of each ownership entity. Through this controlling interest, Liberty has shown a commitment to owning and operating subsidized low income housing and possesses the skills necessary to operate this housing under a number of programs, including Low-Income Housing Tax Credit, Section 8 and Rural Development 515. In all but one of the following projects, Liberty engages CRM Rental Management, Inc. as the management agent. Liberty and CRM are accustomed to complying with and submitting the required governmental reports.

NEW CONSTRUCTION PROJECTS:

Cedars Senior Living Community

35 Evergreen Lane, Queensbury, NY 12804

Cedars Senior Living Community is 62 units of senior housing funded by the New York State Division of Housing and Community Renewal (DHCR)'s 2005 Unified Funding round. The funding combined Federal 9% Low Income Housing Tax Credits (9% LIHTC) with Housing Trust Funds. This project was new construction and includes one and two bedroom apartments, community room, laundry rooms and a commercial kitchen.

Cedars collaborated with the Warren County Office for the Aging to provide optional meals at a designated price, served five days a week in the dining room.

New York Mills Senior Center

320 Main Street, New York Mills, NY 13417

New York Mills Senior Center is 33 units of senior housing funded by NYS DHCR's 2005 Unified Funding round. The funding combined Federal 9% LIHTC with Housing Trust Funds. This project was new construction to replace a vacant dilapidated historic textile mill that had become a

Liberty Affordable Housing Inc.

community eyesore and public safety hazard. NY Mills consists of twenty nine 1-bedroom units and four 2-bedroom units with a community room, laundry room and rental office. A large community space on the ground floor is utilized by the Village of New York Mills senior citizens organization.

Liberty worked extensively with the NYS Office of Parks, Recreation and Historic Preservation (SHPO) on the design of the building to reflect the character and style of the old textile mill.

Moses Circle Senior Apartments

1007 Wicker Street, Ticonderoga, NY 12883

Moses Circle Senior Apartments is 31 units of senior affordable housing funded by NYS DHCR's 2011 Unified Funding round. The funding combined Federal 9% LIHTC with HOME Funds. This project was originally designed to be a conversion of a long vacant hospital building but ended up being new construction as the building was found to be structurally unsound. Moses Circle consists of thirty one 1-bedroom units, fifteen of which have Project Based Section 8, with a community room, laundry room, exercise room, computer lab and rental office.

PRESERVATION PROJECTS:

Friendship House Apartments

13 Leon Avenue, Cortland, NY 13045

Friendship House Apartments is 100 units of senior housing with project based Section 8. This project was funded through New York State Housing Finance Agency (HFA)'s Housing Opportunities for Preservation in the Empire State (HOPES) program and tax exempt bonds with 4% "as of right" Low Income Housing Tax Credits (4% LIHTC). The substantial rehab included new kitchens, baths, installation of a sprinkler system throughout the entire building, a full sized elevator, new community kitchen and new common area carpeting and painting. The apartments all received new Energy Star appliances, carpeting, windows, kitchens and baths.

Golden Age Apartments

33 Mechanic Street, Norwich, NY 13815

Golden Age Apartments is 101 units of senior housing with 76 units of Section 8. The preservation of Golden Age was funded through HFA's HOPES program, tax exempt bonds with 4% LIHTC and a HUD Section 236 decoupling. The substantial rehab included installation of two full sized elevators, accessible entrances and new common area carpeting and painting. The apartments all received new Energy Star appliances, carpeting, windows, kitchens and baths.

Park Drive Manor II

430 Park Drive, Rome, NY 13440

Park Drive Manor II is 168 units of family housing with a full project based Section 8 contract. This preservation project was funded through HFA's All Affordable program and tax exempt bonds with 4% LIHTC. The substantial rehab included new vinyl siding, landscaping, and repaved

Liberty Affordable Housing Inc.

parking areas. The apartments all received new Energy Star appliances, carpeting, windows, kitchens and baths.

Park Drive Manor One

100 Park Drive, Rome, NY 13440

Park Drive Manor One is 102 units of affordable family housing. This preservation project was funded through HFA's Mitchell-Lama Preservation program, tax exempt bonds with 4% LIHTC and a HUD Section 236 decoupling. The substantial rehabilitation included new vinyl siding, mansards, landscaping, and repaved parking areas. The apartments all received new Energy Star appliances, carpeting, windows, kitchens and baths.

Montcalm Apartments

220 Burke Drive, Queensbury, NY 12804

Montcalm Apartments is 227 units of family and senior housing. This preservation project was funded through HFA's All-Affordable program, tax exempt bonds with 4% LIHTC and a HUD Section 236 decoupling. The substantial rehabilitation included new vinyl siding, new windows and doors, roofs, and landscaping. The apartments all received new Energy Star appliances, carpeting, kitchens and baths.

Clinton Manor-Mohawk Valley Apartments

50-52 Franklin Ave, Clinton, NY 13323

Clinton Manor is 101 units of senior housing. Mohawk Valley is 39 units of family housing for persons with mobility impairment. Both projects were HUD Section 202's and were combined into one project after the purchase and rehabilitation. This preservation project was funded through HFA's All-Affordable program, tax exempt bonds with 4% LIHTC. This is the only project funded to-date through the Great Lakes Upstate Capital Fund. The substantial rehabilitation included new vinyl siding, new windows and doors, roofs, and landscaping. The apartments all received new Energy Star appliances, carpeting, kitchens and baths.

Kennedy Plaza

700 Cornelia Street, Utica, NY 13502

Kennedy Plaza was 303 units of family housing originally developed under New York's Mitchell-Lama program. Due to the size of the project and the amount of rehab required, Kennedy Plaza was subdivided into two parcels and separate applications were submitted for each parcel.

Kennedy Plaza Associates contains 88 units and was funded through DHCR's 2010 Unified Funding round. The funding also included a Federal Home Loan Bank grant, a Section 236 decoupling and a SONYMA insured mortgage from The Community Preservation Corporation.

Kennedy Plaza Tower originally contained 215 units. The unit count was reduced to 204 by combining 22 efficiency units to 11 one-bedroom ADA units. Kennedy Plaza Tower was funded

Liberty Affordable Housing Inc.

in 2010 through HFA's New Issue Bond Program with 4% LIHTC, a HUD Section 236 decoupling, a Federal Home Loan Bank grant, a Neighborhood Stabilization Funds grant, City of Utica HOME Funds and DHCR Weatherization Funds.

The substantial rehabilitation of both Kennedy Plaza Associates and Kennedy Plaza Tower included new elevators, windows and doors, roofs, and landscaping. A playground and furnished community room were added. The apartments all received new Energy Star appliances, flooring, kitchens and baths.

Greenway Apartments

8664 Oberon Drive, Baldwinsville, NY 13027

Greenway Apartments is 208 units of family housing. This preservation project was funded through HFA's Mitchell-Lama Preservation program utilizing tax exempt bonds with 4% LIHTC and a HUD Section 236 decoupling. The substantial rehabilitation included new windows and doors, roofs, vinyl siding and landscaping. The apartments all received new Energy Star appliances, flooring, kitchens and baths.

Colonial Square

200 Virginia Lane, Amsterdam, NY 12010

Colonial Square I is 100 units of family housing located at 200 Virginia Lane in the City of Amsterdam and was formerly known as Highland Gardens. Colonial Square II is 100 units of Family Housing located at 100 Charles Lane in the City of Amsterdam and was formerly known as Holland Gardens. The two projects are located on one contiguous site and were combined into one ownership entity for the purchase and rehabilitation. This preservation project was funded through HFA's tax exempt bond program with 4% LIHTC and DHCR's Weatherization funds. The substantial rehabilitation included new vinyl siding, new windows and doors, roofs, and landscaping. The apartments all received new Energy Star appliances, flooring, kitchens and baths. The rehab of Colonial Square Apartments was completed in January 2014.

Mariner Towers

186 Efner Street, Buffalo, NY 14201

Mariner Towers, formerly known as Maryner Towers, is a 292 unit family project that consists of 204 units in four seven-story tower buildings and 88 units in seventeen two-story townhome buildings. There is a mix of one, two and three bedroom apartments at the complex.

This preservation project was funded through HFA's Tax-Exempt Bonds program with 4% LIHTC, a HCR subsidy loan, a Home for Working Families grant, a Federal Home Loan Bank award, HOME Funds from the City of Buffalo and a seller's note.

The substantial rehabilitation included new kitchens, Energy Star appliances, baths, windows and doors, flooring, roofs, elevators, doors and masonry work. The rehab of Mariner Towers was completed in March 2014.

Liberty Affordable Housing Inc.

Mohawk Terrace Apartments

35 Wall Street, Amsterdam, NY 12010

Mohawk Terrace Apartments is 69 units of senior housing with 68 units of project based Section 8. This project was funded in 2013 using HFA tax exempt bonds with 4% LIHTC and a subsidy loan. The substantial rehabilitation will include new kitchens, Energy Star appliances, baths, windows and doors, flooring, roofs, elevators, doors and masonry work. The rehab of Mohawk Terrace Apartments is scheduled for completion in August 2014.

Other Projects

100 Chenango Place

100 Chenango Street, Binghamton, NY 13901

In 2010, Liberty Affordable Housing assumed the ownership of ABC Housing Development Fund Company, Inc. when the Liberty Board was substituted for the ABC Board. 100 Chenango Place is a 144 unit low income senior housing complex located in the City of Binghamton, Broome County, New York. The project was originally financed with an FHA insured Section 236 mortgage and has an eighty-three unit project based Section 8 contract. In 2011 Liberty was able to obtain a Weatherization grant through NYS HCR in order to complete some energy conservation related improvements.

Westbrook Apartments

141 East Street, Walton, NY 13853

Liberty Affordable Housing has a 1% General Partner interest in Walton Housing LP, the ownership entity for Westbrook Apartments. Westbrook is a 37 unit Rural Development 515 project with 15 units of Rental Assistance. Liberty assumed the General Partner role in 2009 and has been instrumental in stabilizing this project.

Camden Apartments

Masonic Avenue, Camden, NY 13316

In 2012, Liberty Affordable Housing assumed the ownership of Camden Apartments Co., Inc. when the Liberty Board was substituted for the Camden Board. Camden Apartments is a 40 unit low income senior housing complex located in the town of Camden, Oneida County, New York.

Millstream Apartments

Masonic Avenue, Camden, NY 13316

Liberty Affordable Housing holds the General Partner interest in Millstream Manor, LP, and the ownership entity for Millstream Apartments, an 18 unit Rural Development 515 project. Liberty assumed the General Partner role in 2012 and has been instrumental in stabilizing this project.

Liberty Affordable Housing Inc.

Peaceful Valley

19 Peaceful Valley Rd, North Creek, NY 12853

Peaceful Valley Apartments is a 20 unit family project funded through NYS DHCR. Liberty Affordable Housing holds the General Partner interest in the ownership entity, Peaceful Valley Townhouses L.P. Liberty assumed the General Partner role in 2013 after the original sponsor ran into difficulty, and has been instrumental in stabilizing this project.



76 Westerlo (Historic Pastures) with tarp to prevent water infiltration.



75 South Ferry Street (Pastures Redevelopment)



Original kitchen from 1983 at Pastures



Original kitchen from 1983 at Mansions.



Original bathroom from 1983 at Pastures.



Original bathtub at Mansions from 1983.



New kitchen



New bathroom

TO: Capitalize Albany Corporation – Finance Committee

FROM: Capitalize Albany Corporation Counsel

RE: Columbia 677 LLC

DATE: May 19, 2014

On December 18, 2002, Capitalize Albany Corporation (“CAC”) executed a ground lease agreement with Columbia Water St. Group, LLC (“Columbia Water”) for a term of 18 months for construction + 35 years post-construction. In addition to two \$100K payments during the first 18 months, rent was \$75K/yr for the first 25 years, then \$50K for years 26-35.

In July 2003, the Ground Lease was amended to provide for an additional rent payment of \$200K during 2003-04. In August 2003, Columbia Water (and CAC consented) assigned the Ground Lease to Columbia 677, LLC (“Columbia 677”). In February 2005, the Ground Lease was amended a second time to acknowledge certain pre-payment of rent by Columbia 677.

In 2005, Prudential Mortgage Capital Company LLC (“Prudential”) made a loan in the original principal amount of \$24,650,000 (“Mortgage”) to Columbia 677. The Mortgage is secured by, among other things, that certain Mortgage and Security Agreement dated May 12, 2005 (“Mortgage Security Agreement”). Pursuant to the terms of the Ground Lease, the Mortgage Security Agreement was executed by the Tenant, CAC and the City of Albany Industrial Development Agency.

Columbia is in the process of refinancing its Prudential Mortgage Loan with Liberty Bank (“New Lender”) in the amount of \$24,000,000. Pursuant to the terms of the Ground Lease, the New Lender requests CAC (and IDA and the Tenant) to execute the mortgage and security agreement.

CAC counsel is in process of reviewing the New Lender’s Mortgage documents to ensure the terms of the new mortgage do not impair CAC’s rights. CAC may not “unreasonably” withhold its consent for this refinance.