



# SEGUIN PUBLIC FACILITY CORPORATION

## LILY SPRINGS APARTMENTS

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Partner  
Bracewell  
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# PFC Purpose

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- The Lightpath Company, LLC has proposed the construction of a 282 unit apartment project with an estimated cost of approximately \$57 million
- Principal purpose of PFC is to own the Project and lease it to the development partnership
- Insulates the City from any liability
- Allows for property to be tax exempt if 40% of units leased to people at or below 80% of area median income (currently \$88,500 for a family of 4) and 10% of the units leased to people at or below 60% of median income, adjusted for family size



# Developer Rights and Responsibility

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- Developer will assume all financial risks
- Developer will bring proprietary capital stack to Project
- They will guaranty construction completion, costs and operations
- They will set rent, budgets and policies subject to statutory rent restrictions
- They will manage day-to-day operations

# Benefits

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- Provides Workforce Housing

- Adjusted for family size and bedroom size
- Rents capped

• <u>Income</u>	<u>80%</u>	<u>60%</u>
– 1 person	\$49,520	\$37,140
– 2 people	\$56,640	\$42,480
– 3 people	\$63,760	\$47,820
– 4 people	\$70,800	\$53,100
• <u>Rent</u>	<u>80%</u>	<u>60%</u>
– 1 Bedroom	\$1,416	\$1,062
– 2 Bedroom	\$1,594	\$1,195

# Benefits (continued)

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- Enables Class A apartments
  - Current comparable rents don't allow financing for Class A project
  - Project would have a gap without PFC
  - With tax exemption, you can finance Class A
- Allows for input into:
  - Location
  - Design
- Provides housing for business recruitment/economic development

# Risks

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- If Project not successful:
  - Seguin PFC and School District won't make projected profits but will have no investment
  - Seguin PFC may be removed upon foreclosure and lose control, but then they pay taxes
  - Seguin PFC may get sued and have to defend even though it should have no liability; will have insurance and indemnity
  - Because Seguin PFC is a political body, it could have people show up at Council meetings

# Term Sheet

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- The Term Sheet addresses the terms for the development and financing of the project. It is not legally binding on either party however the parties agree that the definitive documents will reflect these terms. A summary of selected provisions follows.
  - **Lease**
    - The PFC will own the Project and enter into a 75-year lease
    - The rent will consist of (1) prepaid rent in an amount equivalent to the cost of the land, or contribution of the land; (2) \$25,000 per year administrative rent, adjusted annually for CPI beginning in the second year; (3) “Net Cash Flow Rent”; and (4) “Capital Event Rent”
  - **Net Cash Flow Rent**
    - Beginning in the fourth year, twenty-five percent (25%) of Annual Tax Savings
    - If insufficient cash flow, accrues to first sale
  - **Structuring Fee**
    - The PFC will receive a fee equal to \$500,000 at closing

# Term Sheet (continued)

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- ***Capital Event Rent***

- For the initial capital event, 15% of the balance of proceeds (after repayment of loans, 8% preferred return and capital contributions of equity partners)
- Likely to occur in year 4
- For subsequent capital events, 2% of the gross sales price

- ***Management***

- Lightpath will designate the property manager for the Project
- Subject to the PFC's approval unless Qualified Property Manager

- ***Project Financing***

- Lightpath will obtain a senior loan from a senior lender to the Tenant to be secured by a first-lien deed of trust on the Tenant's leasehold interest in the Project, and a lien on the PFC's fee interest in the Project
- Lightpath will also obtain one or more equity partners
- The partners will receive a 10% preferred return



# Term Sheet (continued)

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- ***Tax Exemption***
  - The PFC shall be responsible for obtaining a 100% property tax exemption for the Project and Lease
- ***Construction***
  - The Project must be built and maintained as a Class A apartment project
  - Needs assessment upon sale or every 10 years
  - To obtain a sales tax exemption for the Project, the PFC will either serve as the general contractor or as a joint-venturer in the general contractor
  - Tenant will pay the PFC 25% of the sales tax savings on all construction materials
- ***Developer Fee***
  - Lightpath will receive a developer fee in an amount not to exceed 5% of the total development costs of the Project
- ***Guaranties***
  - The PFC will not be required to provide any financial guaranties or investment with respect to the financing or construction of the Project

# Seguin - Structure

