

MOTION

VM Family LP, a California limited partnership, or another entity to be created by BRIDGE Housing Corporation or an affiliate thereof (Borrower) has requested that the Los Angeles County Development Authority (LACDA) issue one or more series of revenue bonds or notes, in an aggregate principal amount not to exceed \$75,000,000, for the acquisition, predevelopment, rehabilitation, and construction of a 118-unit multifamily rental housing project (Project) located at 8400-8500 South Vermont Avenue in Council District 8.

LACDA has requested that the City enter into an Interlocal Agreement to allow the County of Los Angeles (County) through the LACDA to issue revenue bonds or notes to finance the Project. The Interlocal Agreement further contains the proposed form of the City Accessibility Regulatory Agreement (Regulatory Agreement) to be entered into, by, and among the City, the Borrower, and the County. The Project is subject to compliance with these accessibility provisions through the Regulatory Agreement due to the City's joint application with the County for funds from the State of California's Affordable Housing Sustainable Communities Program. The LACDA will apply to the California Debt Limit Allocation Committee for an allocation of federal tax exempt volume cap for the purposes of financing the project.

The City is a conduit issuer and is required by federal law to review and approve all projects within its jurisdiction. The required public hearing will be conducted by the LACDA. The bond debt is payable solely from revenues or other funds provided by the Borrower. The City does not incur liability for repayment of the bonds and no City funds will be directed to this Project.

I THEREFORE MOVE that the City Council adopt the attached Resolution and Interlocal Agreement to allow the LACDA to issue bonds in an aggregate principal amount not to exceed \$75,000,000 to finance the acquisition, predevelopment, rehabilitation, and construction of a 118-unit multifamily rental housing project located at 8400-8500 South Vermont Avenue in Council District 8.

PRESENTED BY:



MARQUEECE HARRIS-DAWSON
Councilmember, 8th District

SECONDED BY:



FEB 15 2022

RESOLUTION
CITY OF LOS ANGELES

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF
LOS ANGELES APPROVING THE ISSUANCE OF REVENUE
BONDS OR NOTES BY THE LOS ANGELES COUNTY
DEVELOPMENT AUTHORITY IN AN AGGREGATE
PRINCIPAL AMOUNT NOT TO EXCEED \$75,000,000 TO
FINANCE A 118-UNIT MULTIFAMILY RENTAL HOUSING
DEVELOPMENT LOCATED WITHIN THE CITY OF
LOS ANGELES

WHEREAS, the Los Angeles County Development Authority (the "LACDA") has determined and is authorized to engage in a multifamily rental housing finance program pursuant to Chapter 1 of Part 2 of Division 24 of the Health and Safety Code of the State of California (the "Act"), and to issue revenue bonds or notes to finance the acquisition, construction, development and/or rehabilitation of multifamily rental housing in the County of Los Angeles (the "County"), all as provided for in the Act (the "Program"); and

WHEREAS, the provisions of Section 52086 of the Health and Safety Code of the State of California authorizes a county and one or more cities within the county to enter into agreements to join or cooperate with one another in the exercise jointly, or otherwise, of any or all of their powers for the purpose of financing multifamily rental housing development pursuant to the Act; and

WHEREAS, VM Family LP, a California limited partnership, or another entity to be created by BRIDGE Housing Corporation or an affiliate thereof (the "Borrower"), has requested that the LACDA issue one or more series of revenue bonds or notes in an aggregate principal amount not to exceed \$75,000,000, including but not limited to revenue bonds or notes issued as part of a plan to finance the Project described herein (the "Bonds") for the acquisition, predevelopment, construction, and equipping of a 118-unit multifamily rental housing facility (the "Project") to be owned and operated by the Borrower and located at 8400-8500 South Vermont Avenue, Los Angeles, California 90044 in the City of Los Angeles (the "City"); and

WHEREAS, the Project is part of a larger Vermont Manchester development which will consist of two (2) separately financed projects, Vermont Manchester Family Apartments and Vermont Manchester Senior Apartments; and

WHEREAS, the LACDA intends, in the exercise of its powers under the Act and the Program, to issue bonds or notes and make or acquire mortgage loans to finance the development of said Project; and

WHEREAS, the Project is subject to compliance with the accessibility provisions through a City Accessibility Regulatory Agreement due to the City's joint application with the County for

funds from the State of California's Affordable Housing Sustainable Communities Program for the Project; and

WHEREAS, the LACDA has requested the City enter into an Interlocal Cooperation Agreement (the "Interlocal Agreement") for the purposes of allowing the LACDA to issue the Bonds to finance the Project located within the City and County.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Los Angeles as follows:

1. The foregoing recitals are true and correct.
2. The City Council hereby approves the issuance of the Bonds for the Project by the LACDA under the Program and the Act. LACDA is the sole governmental agency responsible for the issuance of the Bonds to finance the Project. The City will have no responsibilities relating to the Program or the Project, this resolution shall not bind the City to any financial obligation or credit risk or allow any repayment recourse to the City and nothing herein shall be deemed to bind the City to make any expenditure or to incur any responsibility or indebtedness in relation to the Program or the revenue bonds or notes referred to above. This resolution shall not alter any term or condition of the agreements entered into by the LACDA with the developer of the Project. Nothing herein shall bind the City to any land use or other approval pertaining to the Project and the City expressly retains all discretionary authority with regard to review, consideration, imposition of conditions of approval and/or other discretionary action with regard thereto.
3. The proposed form of Interlocal Agreement by and between the City and the County, in substantially the form attached hereto, is hereby approved along with any additions or supplements which may, in the determination of a Designated Officer, be necessary to document the agreement to cooperate with the LACDA with respect to the LACDA's financing of the Project located within the City. The Interlocal Agreement also contains the proposed form of the City Accessibility Regulatory Agreement to be entered into by and among the City, the Borrower, and the County, as the owner of the property on which the Project is located. The Mayor of the City, the General Manager, any Acting General Manager, or any Interim General Manager, any Assistant General Manager, Acting Assistant General Manager, Interim Assistant General Manager, Executive Officer or the Acting Director or Director – Finance and Development Division of the Housing Development Bureau of the Los Angeles Housing Department (each hereinafter referred to as a "Designated Officer") are each hereby authorized and directed, for and in the name of and on behalf of the City, to execute and deliver the Interlocal Agreement, with such additions, changes or corrections as the Designated Officer executing the same may approve upon consultation with and approval by the City Attorney, such approval by the City Attorney to be conclusively evidenced by the execution and delivery of the Interlocal Agreement with such additions, changes or corrections.
4. In addition to the Designated Officers, any official of the City, including any official of the Los Angeles Housing Department, as shall be authorized in writing by the Mayor of the City, is hereby authorized for and on behalf of the City to execute and deliver any of the agreements, certificates and other documents authorized by this resolution.

5. Pursuant to the City Charter, all agreements to which the City is a party shall be subject to approval by the City Attorney as to form.

6. Each Designated Officer and other properly authorized officials of the City as specifically authorized under this resolution are hereby authorized, directed and empowered on behalf of the City and this Council to execute any other additional applications, certificates, agreements, documents or other instruments related to the Interlocal Agreement or any amendments or supplements thereto, subject to approval by the City Attorney as to form, or to do and to cause to be done any and all other acts and things as they may deem necessary or appropriate to carry out the purpose of the foregoing authorizations and to address any issues arising with respect to the Interlocal Agreement.

7. This resolution shall take effect immediately upon its passage and adoption.

[Remainder of page intentionally left blank]

I certify that the foregoing resolution was adopted by the Council of the City of Los Angeles at its meeting on _____, 20__.

By _____
Name _____
Title _____

INTERLOCAL COOPERATION AGREEMENT

THIS INTERLOCAL COOPERATION AGREEMENT (this "Agreement") is entered into as of [____], 2022, by and between the City of Los Angeles, a municipal corporation and charter city of the State of California ("City"), and the County of Los Angeles, a political subdivision of the State of California ("County"), pursuant to the provisions of Section 52086 of the Health and Safety Code of the State of California (the "Law") for the purpose of evidencing the agreement of City and County to cooperate with one another in the exercise of their powers pursuant to the provisions of Chapter 7 of Part 5 of Division 31 and Chapter 1 of Part 2 of Division 24 of the Health and Safety Code of the State of California, as amended (the "Act"), to permit County acting through the Los Angeles County Development Authority ("LACDA") to issue revenue bonds or notes for the purpose of financing the acquisition, construction and rehabilitation of multifamily rental housing located in the City of Los Angeles.

WHEREAS, VM Family LP (or a LACDA approved affiliate, assignee or designee, the "Borrower"), which is or shall be a limited partnership formed by BRIDGE Housing Corporation, has requested that LACDA issue its revenue bonds or notes pursuant to the Act for the purpose of financing the acquisition, construction, and equipping of Vermont Manchester Family Apartments, a multifamily residential rental housing project (the "Project") located at 8400-8500 South Vermont Avenue in the City of Los Angeles; and

WHEREAS, the Project is part of a larger Vermont Manchester development which will consist of two (2) separately financed projects, Vermont Manchester Family Apartments and Vermont Manchester Senior Apartments; and

WHEREAS, LACDA has applied or will apply to the California Debt Limit Allocation Committee for an allocation of federal tax exempt volume cap for purposes of financing the Project; and

WHEREAS, the Law authorizes a county and one or more cities within the county to enter into agreements to join or cooperate with one another in the exercise jointly, or otherwise, of any or all of their powers for the purpose of financing multifamily rental housing development pursuant to the Act; and

WHEREAS, the Project is located within the City of Los Angeles and the City of Los Angeles is located within the County of Los Angeles, therefore this Agreement is required by the Act; and

WHEREAS, there is not currently, nor will there be in the future, any City financing or financing commitments for the Project; and

WHEREAS, due to the City's joint application with the County for funds from the State of California's Affordable Housing Sustainable Communities Program for the Project, the Project is

subject to the provisions contained in the City's Accessibility Regulatory Agreement which requires compliance with the City's background check and accessibility requirements.

NOW, THEREFORE, City and County hereby agree, pursuant to the provisions of the Act, as follows:

Section 1. The recitals above are true and correct.

Section 2. LACDA shall issue its revenue bonds or notes (the "Bonds") in accordance with the Act in one or more series for the purpose of financing the Project. The City hereby consents to the issuance by LACDA of such Bonds and to the use of the proceeds of the Bonds to finance the acquisition, construction and equipping of the Project.

Section 3. The City, the County and LACDA agree to cooperate to facilitate the issuance of the Bonds and each shall take such actions as reasonably requested by any party hereto to permit the issuance of Bonds including, without limitation, taking such actions as are necessary to comply with the requirements of the Internal Revenue Code of 1986 (the "Code") with respect to the issuance of the Bonds. Without limiting the generality of the foregoing, the City acknowledges and the County certifies that the County acting through LACDA has noticed or will notice a public hearing, with respect to the issuance of the Bonds and the financing of the Project and such hearing shall be or has been conducted by LACDA. The County shall submit or has submitted the proposed issuance of Bonds by LACDA to finance the acquisition and construction of the Project to the Board of Supervisors for the County for consideration for approval pursuant to the requirements of Section 147(f) of the Code. The City consents, in accordance with any applicable California statutes, including the Act, to such action on the part of the County and LACDA; however, the City makes no representations with respect to the validity of such hearing or whether LACDA has taken all such actions necessary to comply with the requirements of the Code with respect to the noticing and issuance of the Bonds.

Section 4. Any Bonds issued under and pursuant to the terms of this Agreement shall be obligations solely of LACDA, and the City shall not be obligated thereon or with respect thereto. This Agreement shall not bind the City to any financial obligation or credit risk or allow any repayment recourse to the City and nothing herein shall be deemed to bind the City to make any expenditure or to incur indebtedness in relation to the Bonds or the Project.

Section 5. The City hereby agrees and acknowledges that the terms, conditions and provisions of any Bonds issued pursuant to this Agreement shall be determined in the sole and absolute discretion of LACDA and that no further review or approval thereof shall be required by the City; provided, LACDA shall, upon the issuance of the Bonds, cause the Borrower to pay all expenses of the City in connection with the Bonds and the Project and shall cause the Borrower to indemnify, hold harmless and defend the City and each of its officers, directors, agents, officials, employees, counsel, attorneys and members of the City's governing body, past, present and future, in the same manner as the indemnification by the Borrower of the County and LACDA.

Section 6. Nothing herein shall obligate the City to expend any funds or incur any expenses. Nothing herein shall be interpreted to obligate any payment of any kind by the County or LACDA to the City or by the City to the County or LACDA.

Section 7. Each of the County and the City represents and warrants that it has all necessary power and authority to enter into this Agreement, and that it has taken all such actions and received all such approvals as are necessary to authorize the execution and performance of this Agreement.

Section 8. This Agreement is entered into under and pursuant to the laws of the State of California and shall be effective immediately upon its execution and delivery by the parties hereto.

Section 9. This Agreement may be entered into in one or more counterparts, each of which shall be considered an original for all purposes.

Section 10. If any provision of this Agreement is, for any reason, unenforceable, such provision shall be void and of no further force and effect, and the remainder of this Agreement shall remain binding and enforceable against the parties hereto.

[Remainder of page intentionally left blank.]

This Agreement is entered into by the County and the City as of the date first set forth above.

CITY OF LOS ANGELES, as City

By: Los Angeles Housing Department

By _____

Name: Daniel Huynh

Title: Assistant General Manager

Approved as to form:

CITY OF LOS ANGELES

MICHAEL N. FEUER, City Attorney

Deputy/Assistant City Attorney

[Signature page to Vermont Manchester Family Interlocal Agreement]

**THE COUNTY OF LOS ANGELES, as
County**

**By: Los Angeles County Development
Authority**

**By: _____
Executive Director or Designee**

Print Name

APPROVED AS TO FORM:

COUNTY OF LOS ANGELES
Rodrigo A. Castro-Silva, County Counsel

**By: _____
Deputy**

[Signature page to Vermont Manchester Family Interlocal Agreement]