

# **MEMORANDUM**

**To:** Kasey Dunlavy, Sandy City Economic Development Director

FROM: Jason Burningham, Lewis Young Robertson & Burningham, Inc.

**DATE:** August 23, 2022

**RE:** Response to Zions Public Finance, Inc RedSky HTRZ Analysis

The Sandy City Redevelopment Agency (the "Agency") has requested that Lewis Young Robertson & Burningham, Inc. ("LYRB") respond to the Zions Public Finance, Inc ("ZPFI") analysis regarding the RedSky HTRZ development application (the "Application"), which is proposed to be located within the Agency boundaries. LYRB, acting as financial advisor and consultant to the Agency, has been asked to draft a summary memorandum to address the questions posed by ZPFI.

## RedSky HTRZ Proposal and Gap Analysis (Application)

On July I, 2022, the Agency submitted the RedSky HTRZ Proposal and Gap Analysis (the "HTRZ Proposal and Gap Analysis", which in essence is the application for the creation of a Housing and Transit Reinvestment Zone) to the Governor's Office of Economic Opportunity. The HTRZ Proposal and Gap Analysis will be considered by a HTRZ Committee in an effort to determine the appropriate utilization of the HTRZ and the magnitude of participation deemed necessary for tax increment financing. The RedSky project development (the "Project") is a mixed-use development containing 164 residential units within I/3 mile of the South Jordan FrontRunner station.

As part of the vetting process, ZPFI was hired to act as the third-party reviewer for HTRZ applications submitted to the HTRZ committee. ZPFI returned with a determination that the Project could be financed without significant contribution of the HTRZ tax increment financing. The following three observations were the primary reasons that ZPFI determined the developer's pro forma model could support the project financing at a significantly reduced level of HTRZ participation in comparison to the HTRZ Proposal and Gap Analysis.

- I. Construction costs shown in Table 4 of the <u>HTRZ Proposal and Gap Analysis</u> sum to nearly \$3.3 million less than shown in the Table;
- 2. Rental vacancy rates used in the <u>HTRZ Proposal and Gap Analysis</u> were too high and not reflective of current vacancy rates in the residential marketplace; and
- 3. CAP rate used in the <u>HTRZ Proposal and Gap Analysis</u> is somewhat high given current market conditions.



#### **Construction Cost Differences in Table 4**

The aggregated construction amounts that sum to \$49.1 million, as provided are accurate. The table inadvertently excluded the construction contingency amount of \$3,279,139.80, which when included, provides accurate construction costs of \$49.1 million. The <a href="https://docs.org/html/>
HTRZ Proposal and Gap Analysis</a> conducted by LYRB accounted for a construction cost of \$49.1 million, which was not affected by the omission of the construction contingency in Table 4 of the application. Thus, for the purposes of addressing the "gap" and evaluating the appropriateness of a reasonable internal rate of return (IRR), the construction cost estimate of \$49.1 million was accurate and valid.

Moreover, continued supply chain difficulties and material price increases have contributed to even higher construction costs since the last estimate was provided by the developer. The Agency believes that in order to proceed with the Project and gain the desired benefits, public participation is required to help offset increased construction costs. **Exhibit A** contains updated hard construction site cost estimates from the developer's construction contractor, which indicates that an increase of \$3,968,354¹ has occurred since receiving the original cost estimates, as detailed in **Exhibit B** – Total Construction Cost. The increased cost of steel and framing materials has impacted the Project significantly, with steel representing 18.6% of the total cost estimate and framing material representing 19.35% of the total cost estimate. **Exhibit C** – Total Construction Cost details the original cost estimate and can be compared to **Exhibit B** to understand the cost differential. The total project cost increase is estimated to be closer to be \$4,191,982², once administration fees, architectural fees, and other soft costs are considered.

Lastly, increasing interest rates combined with increasing costs strain the ability of the developer to achieve the desired density of the Project. Public participation via tax increment financing in the amount of \$4.68 million would greatly increase the feasibility of achieving the desired density and associated benefits like increased housing supply in Sandy City and reduced road traffic. **Exhibit D** details a recent rate letter the developer received for a similar project in Provo, Utah, that in effect, lays out an 8.7% interest rate. For purposes of the <u>HTRZ Proposal and Gap Analysis</u>, LYRB is still showing the long-term financing using an interest rate of 4.75%, which is extremely conservative given current market conditions.

## **Rental Vacancy Rates**

In speaking with the developer and other multifamily residential owners and operators, the issue of vacancy rate has been significantly debated. Underwriting metrics used by most, if not all, lending institutions in the multifamily residential market has moved vacancy forecasts higher than what is currently being seen in the market. Due to general increases in interest rates, the underwriting perspective of lending institutions has become much more conservative and are now using higher vacancy metrics to underwrite loans in anticipation of rising interest rates. Rising interest rates will have an impact on residential tenant's ability to afford and maintain leases at current levels. Thus, we maintain that a 6.00% to 8.50% vacancy rate (including credit loss) is not uncommon or too pessimistic in the current interest

<sup>&</sup>lt;sup>2</sup> Cost Estimate differential is calculated by subtracting Exhibit C Total Costs from Exhibit B Total Costs. Certain line items such as Architectural Fees are influenced by the Total Construction Cost amount.



<sup>&</sup>lt;sup>1</sup> The construction cost difference is calculated by subtracting the Exhibit C Total Construction Costs from the Exhibit B Total Construction Costs.



rate environment. **Exhibit E** contains an appraisal document regarding a similar development the developer is working on that estimates a 6.0% vacancy rate. **Exhibit F** details the IRR if no HTRZ funds are approved with the previously used cap rate of 4.50%, 6.0% vacancy rate, and \$3.9 million of increased hard construction costs, results in an IRR of 9.48%, which is not sufficient for the developer to finish the Project, thus refuting ZPFI's assertion that a lower vacancy rate should be used in the pro forma and thus, would support a lower threshold of HTRZ tax increment financing. The cap rate is another important metric to analyze and address when trying to understand the "gap" criteria for the Project.

## **Cap Rate**

Due to current economic conditions and market trends, cap rates are rising across the board as interest rates rise. Due to the increased cost of borrowing, returns also must reflect higher expectations in order to maintain the same level of profitability and return. Additionally, future economic uncertainty such as inflation affect the cap rate, and as inflation rates continue to rise, it also forces an increase in cap rates. **Exhibit E** demonstrates that professional appraisal estimates substantiate a 4.50% cap rate on a similar development to the Project, of which the developer is also constructing.

The ZPFI analysis suggested that a 4.00% or 4.20% cap rate was adequate when considering the current HTRZ Proposal and Gap Analysis. In discussions with several lending institutions, LYRB found that none of the underwriting standards currently being used for these types of loans were evaluated at anything below 4.50% cap rates. As cap rates increase so do the perceived risks of the Project, which reduces the overall IRR to the developer. The reality is that the developer is subject to the lender's criteria and underwriting metrics used to underwrite the loan. In the case of the Project, the cap rate currently being contemplated is 4.50% but could easily be increased as interest rates rise, and overall economic risks are anticipated. The HTRZ Proposal and Gap Analysis thoughtfully contemplate the underwriting standards being applied to the general marketplace, as well as the specific application to the Project. These findings further demonstrate the critical need for the full \$4.68 million in public participation via tax increment and counter the ZPFI assertion that a lower cap rate lower than the 4.50% provided in the HTRZ Proposal and Gap Analysis should be sufficient.

## Conclusions & Findings Related to the RedSky HTRZ Application

Based on our comprehensive review of the current market conditions for multifamily housing projects and our in-depth discussions with the developer, underwriters and lending institutions, the Project is in need of maximum HTRZ tax increment participation. ZPFI has raised questions and concerns, which we believe are addressed sufficiently in the underwriting standards being applied to this type of project development. Using the appropriate assumptions based on the current marketplace measurements (vacancy rates and cap rates), understanding the sensitivity to increasing construction and material costs and interest rates; and recognizing the limitations on rental revenues achievable in the market, LYRB reaffirms that without the maximum HTRZ tax increment participation this project is not currently financially viable.

The <u>HTRZ Proposal and Gap Analysis</u> conducted by LYRB correctly uses these assumptions to assess public participation and validation of the needed \$4.68 million of tax increment. The ZPFI assertions that a lower vacancy rate and cap rate are not substantiated through additional research and analysis by LYRB.



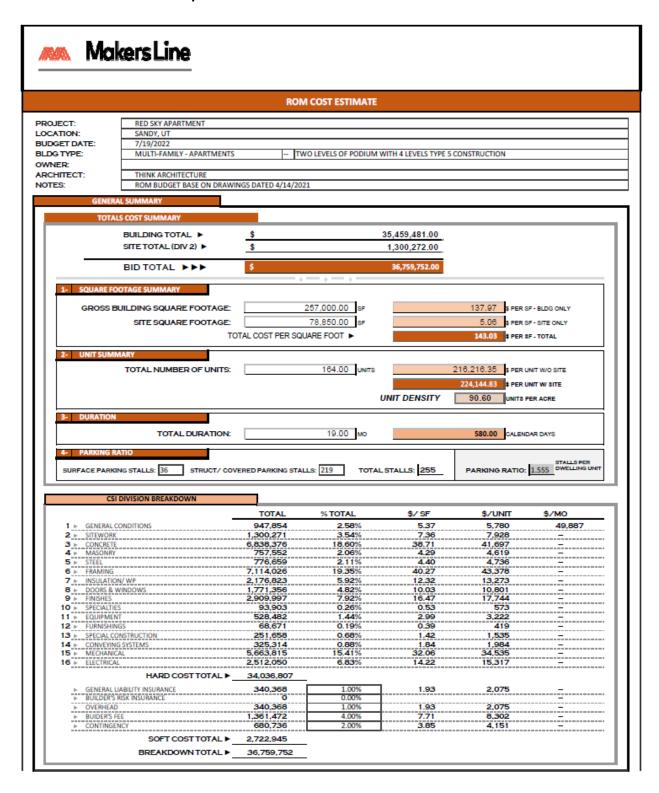


Even if the 8.50% vacancy rate in the <u>HTRZ Proposal and Gap Analysis</u> is unsubstantiated, a lower vacancy rate of 6% still negatively impacts the IRR to an unsuitable level. Without the HTRZ and related tax increment collected at 80% public participation for 25 years it will nearly be impossible to finance the project as currently contemplated due to a low IRR, and the substantial housing and environmental benefits would be lost.



### Exhibit A

## Updated Construction Costs Part I





## Exhibit A

# Updated Construction Costs Part 2

	TRADE BREAKDOWN					
Г		TOTAL	% TOTAL	\$/SF	\$/UNIT	NOTES
2A-S ⊳	*EARTHWORK/ UTILITIES	967,963	2.63%	12.28	N/A	No seo report, temp and final de-water excluded
2B-S ⊳	*ASPHALT PAVING	28,232	0.08%	0.36	N/A	No geo report, temp and final de-water excluded Patch Only
2C-S ⊳	*SITE CONCRETE	161,327	0.44%	2.05	N/A	
2D-S ⊳	*LANDSCAPING	110,484	0.30%	1.40	N/A	Includes pavers
2D-S ⊳	*FENCING	0	0.00%	0.00	N/A	
2E-S ⊳	*OTHER	32,265	0.09%	0.41	N/A	Grates and Amentities at ground level
	•	1,300,271	3.54%	16.49044214		
24 -	CAST IN DI ACE CONCRETE	6,506,843	17.70%	36.83	0.00	
3A ⊳ 3B ⊳		295,391	0.80%	1.67	0.00	2 ea PT Slabs
3C >	OTHER	36,142	0.10%	0.20	0.00	1 inch gypcrete over sound matt Anchor Bolts
	OTHER	6,838,376	18.60%	38.71	41,697	
4A ⊳ 4B ⊳		757,552	2.06%	0.00	4,619.22 0.00	Exterior as shown
46 ⊩	OTHER-CMU	-				
		757,552	2.06%	4.29	4,619	
5A ⊳	STRUCTURAL STEEL	67,109	0.18%	0.00	409.20	At Retail
5B ⊳	METAL FABRICATIONS	687,865	1.87%	0.00	4,194.30	Railings & stairs
5C ⊳	OTHER	21,685	0.06%	0.12	4,194.30 0.00	Railings & stairs Misc. metals
		776,659	2.11%	4.40	4,736	
64 -	P CARDENTRY - SUBCONTRACT	5,602,070	15.24%	31.71	0.00	Connectional Compiner Til Sport laint
6A ⊳ 6D ⊳	R. CARPENTRY - SUBCONTRACT FINISH CARPENTRY - LABOR	361,424	0.98%	2.05	0.00	Conventional Framing, TJI floor joist
		192,938				Product bear and area
6E ⊳ 6F ⊳	FINISH CARPENTRY - MATERIAL CABINETRY	612,368	0.52%	0.00	1,176.45 3,733.95	Standard base and case
6G ≽	COUNTERTOPS	327,155	0.89%	0.00	1,994.85	Imported Full Overlay Cabinets 2 cm Quartz Countertops
6G ⊳	OTHER	18,071	0.05%	0.10	0.00	2 cm deat a community
00 /	Office		19.35%	40.27		
		7,114,026	19.3376	40.27	43,378	
7A ⊳	WATERPROOFING	251,147	0.68%	1.42	0.00	Decks & plaza
78 ⊳	INSULATION	433,709	1.18%	2.46	0.00	Per Building and energy code
7C ⊳	STUCCO/ E.I.F.S.	909,062	2.47%	0.00	5,543.06	Exterior finish as shown
7D ⊳		67,109	0.18%	0.00	409.20	Wall Cap and Rain Gutters TPO
7E ⊳		465,465	1.27%	2.63	0.00	
7F ⊳	OTHER	50,332				Fire & general caulking
		2,176,823	5.92%	12.32	13,273	
8A ⊳	WOOD/STEEL DOORS/HW	1,006,632	2.74%	0.00	6,138.00	Standard door and hardware package
88 ⊳		394,264	1.07%	0.00	2,404.05	Vinvl
8C ⊳		271,068	0.74%	1.53	0.00	Vinyl Retail , townhomes & clubhouse
8D ⊳	OTHER	99,392	0.27%	0.56	0.00	Mirrors & traffic door
		1,771,356	4.82%	10.03	10,801	
	CVDCUM BOARD		E 469/	10.74		
9A ⊳ 9B ⊳	GYPSUM BOARD FLOOR COVERINGS	1,897,475 419,430	5.16%	10.74	2.557.50	IVI is unite cornet to bedrooms
9C ⊳		159,383	0.43%	0.00	971.85	LVT in units, carpet in bedrooms  Back Splash
9D ⊳		406,602	1.11%	2.30	0.00	
9E >	OTHER	27,107	0.07%	0.15	0.00	2 Tone
	· · · · ·	2,909,997	7.92%	16.47	17,744	
10A ⊳		18,071	0.05%	0.10	0.00	
10B ⊳		12,583	0.03%	0.00	76.73	
10C ⊳		12,650	0.03%	0.07	0.00	Allowance
10D ⊳	TOILET & BATH ACC.	50,599	0.14%	0:29	0.00	
		93,903	0.26%	0.53	573	
11A ⊳		528,482	1.44%	0.00	3,222.45	Stainless package
11B ⊳		0	0.00%	0.00	0.00	
		528,482	1.44%	2.99	3,222	
12A ⊳	WINDOW COVERINGS	68,671	0.19%	0.39	0.00	2 inch faux wood
	SPECIAL CONSTRUCTION	251,658	0.68%	0.00	1,534.50 0.00	Pool and plaza amenitites
	STRUCTURED PARKING	0	0.00%	0.00	0.00	
13B ⊳	OTHER	0			0.00	
		251,658	0.68%	1.42	1,535	
14A ⊳	CONVEYING SYSTEMS	325,314	0.88%	0.00	1,983.62	Elevator
	OTHER	0			0.00	Elevator
		325,314	0.88%	1.84	1,984	
15A ►	FIRE SPRINKLING	748,095	2.04%	0.00	4 561 56	NEPA System per Code
	PLUMBING	2,600,466	7.07%	0.00	15 856 50	Standard fighter package
	H.V.A.C.	2,315,254	6.30%	0.00	14,117,40	NFPA System per Code Standard feture package Fan colls
. O C P		2,313,234	0.30%	0.00		Fan cois
15D ►		5,663,815				
15D ⊳		5,003,815	15.41%	32.06	34,535	
15D ⊳						
	ELECTRICAL	2,512,050	6.83%	0.00	15,317.38	Standard fixture package
	ELECTRICAL OTHER		6.83% 0.00%	0.00	15,317.38 U.0U 15,317	Standard fixture package



# **Exhibit B**New Construction Cost Estimate Without HTRZ Support

		Costs				
LAND						\$ 5,059,349.00
CONSTRUCTION COSTS						
Construction (Incl Amenities)		\$ -		\$	30,309,752.00	
Structured Parking		\$ -		\$	6,450,000.00	
HTRZ FUNDS						
Amenities		Included		\$	-	
FFE		included		\$	-	
TOTAL CONSTRUCTION COSTS						\$ 36,759,752.00
CONSTRUCTION CONTINGENCY		10	0%			\$ 3,675,975.20
				_		
SOFT COSTS						
Architectural/Engineering Fees	1.0%			\$	367,597.52	
Structural	0.20%			\$	73,519.50	
Mechanical	0.20%			\$	73,519.50	
Electrical	0.15%			\$	55,139.63	
Civil	0.10%			\$	36,759.75	
Soils/Environmental/Survey's	2.5%			\$	25,000.00	
Borrower Legal				\$	75,000.00	
Taxes	1%			\$	50,593.49	
Insurance				\$	25,000.00	
Title & Recording				\$	20,000.00	
Impact Fees	4,000			\$	656,000.00	
Building Permits	0.35%			\$	128,659.13	
Plan Check	0.25%			\$	91,899.38	
Subpermits and Surcharge				\$	2,140.00	
Appraisal/Market Study				\$	10,000.00	
Marketing/Website				\$	20,000.00	
Working Capital	6.00			\$	918,000.00	
Administrative				\$	300,000.00	
Developer Fee	5.0%			\$	2,073,627.45	
Oringination	1.0%			\$	334,076.97	
Construction Interest	4.75%			\$	2,418,000.00	
TOTAL SOFT COSTS						\$ 7,754,532.33
TOTAL COSTS						\$ 53,249,608.53



# **Exhibit C**Original Cost Estimate without HTRZ Support

CONSTRUCTION COSTS		Costs			
Construction (Incl Amenities)   \$ - \$   26,341,398.00     Structured Parking   \$ - \$   6,450,000.00     HTRZ FUNDS   \$ - \$   6,450,000.00     Amenities   Included   \$ -     FFE   Included   \$ -     TOTAL CONSTRUCTION COSTS   \$     CONSTRUCTION CONTINGENCY   10%   \$     SOFT COSTS   \$     Architectural/Engineering Fees   1.0%   \$   327,913.98     Structural   0.20%   \$   65,582.80     Mechanical   0.20%   \$   65,582.80     Electrical   0.15%   \$   49,187.10     Civil   0.10%   \$   32,791.40     Soils/Environmental/Survey's   2.5%   \$   25,000.00     Borrower Legal   \$   76,000.00     Taxes   1%   \$   50,593.94     Insurance   \$   25,000.00     Title & Recording   \$   25,000.00     Impact Fees   4,000   \$   656,000.00     Title & Recording   \$   20,000.00     Impact Fees   4,000   \$   656,000.00     Building Permits   0.35%   \$   114,769.89     Plan Check   0.25%   \$   81,978.50     Subpermits and Surcharge   \$   2,140.00     Appraisal/Market Study   \$   10,000.00     Marketing/Website   \$   20,000.00     Morking Capital   6.00   \$   918,000.00     Administrative   \$   300,000.00     Developer Fee   5.0%   \$   2,336,077.40     Oringination   1.0%   \$   334,076.97     Construction Interest   4.75%   \$   2,418,000.00					\$ 5,059,393.55
Construction (Incl Amenities)   \$ - \$ 26,341,398.00     Structured Parking   \$ - \$ 6,450,000.00     HTRZ FUNDS   \$ - \$ 6,450,000.00     Amenities   Included   \$ - \$ - \$ 6,450,000.00     FFE   Included   \$ - \$ - \$ 6,450,000.00     CONSTRUCTION COSTS   \$ 5 0,000.00     CONSTRUCTION CONTINGENCY   10%   \$ 327,913.98     SOFT COSTS	ION COSTS				
Structured Parking		\$	- \$	26,341,398.00	
Amenities   Included   S   FFE   FFE   Included   S   FFE		\$	- \$		
FFE         included         \$           TOTAL CONSTRUCTION COSTS         \$         \$           CONSTRUCTION CONTINGENCY         10%         \$           SOFT COSTS           Architectural/Engineering Fees         1.0%         \$         327,913.98           Structural         0.20%         \$         65,582.80           Mechanical         0.20%         \$         65,582.80           Mechanical         0.20%         \$         65,582.80           Electrical         0.15%         \$         49,187.10           Civil         0.10%         \$         32,791.40           Soils/Environmental/Survey's         2.5%         \$         25,000.00           Borrower Legal         \$         75,000.00         \$           Taxes         1%         \$         50,593.94           Insurance         \$         25,000.00         \$           Taxes         1%         \$         50,593.94           Insurance         \$         25,000.00         \$           Title & Recording         \$         20,000.00         \$           Building Permits         0.35%         \$         114,769.89           Plan Check <td< td=""><td>Z FUNDS</td><td></td><td>\$</td><td>-</td><td></td></td<>	Z FUNDS		\$	-	
SOFT COSTS	nities	Included	\$	-	
SOFT COSTS		included	\$	-	
SOFT COSTS					32,791,398.00
Architectural/Engineering Fees 1.0% \$ 327,913.98 Structural 0.20% \$ 65,582.80 Mechanical 0.20% \$ 65,582.80 Electrical 0.15% \$ 49,187.10 Civil 0.10% \$ 32,791.40 Soils/Environmental/Survey's 2.5% \$ 25,000.00 Borrower Legal \$ 75,000.00 Taxes 196 \$ 25,000.00 Title & Recording \$ 20,000.00 Impact Fees 4,000 \$ 656,000.00 Building Permits 0.35% \$ 114,769.89 Plan Check 0.25% \$ 81,978.50 Subpermits and Surcharge \$ 2,140.00 Marketing/Website \$ 20,000.00 Marketing	ION CONTINGENCY		10%		\$ 3,279,139.80
Structural         0.20%         \$         65,582.80           Mechanical         0.20%         \$         65,582.80           Electrical         0.15%         \$         49,187.10           Civil         0.10%         \$         32,791.40           Soils/Environmental/Survey's         2.5%         \$         25,000.00           Borrower Legal         \$         75,000.00           Taxes         1%         \$         50,593.94           Insurance         \$         25,000.00           Title & Recording         \$         20,000.00           Impact Fees         4,000         \$         656,000.00           Building Permits         0.35%         \$         114,769.89           Plan Check         0.25%         \$         81,978.50           Subpermits and Surcharge         \$         2,140.00           Appraisal/Market Study         \$         10,000.00           Marketing/Website         \$         20,000.00           Working Capital         6.00         \$         918,000.00           Administrative         \$         300,000.00           Developer Fee         5.0%         \$         2,336,077.40           Oringination					
Mechanical         0.20%         \$ 65,582.80           Electrical         0.15%         \$ 49,187.10           Civil         0.10%         \$ 32,791.40           Soils/Environmental/Survey's         2.5%         \$ 25,000.00           Borrower Legal         \$ 75,000.00           Taxes         1%         \$ 50,593.94           Insurance         \$ 25,000.00           Title & Recording         \$ 20,000.00           Impact Fees         4,000         \$ 656,000.00           Building Permits         0.35%         \$ 114,769.89           Plan Check         0.25%         \$ 81,978.50           Subpermits and Surcharge         \$ 2,140.00           Appraisal/Market Study         \$ 10,000.00           Marketing/Website         \$ 20,000.00           Working Capital         6.00         \$ 918,000.00           Administrative         \$ 300,000.00           Developer Fee         5.0%         \$ 2,336,077.40           Oringination         1.0%         \$ 334,076.97           Construction Interest         4.75%         \$ 2,418,000.00	tectural/Engineering Fees	1.0%	\$	327,913.98	
Electrical         0.15%         \$ 49,187.10           Civil         0.10%         \$ 32,791.40           Soils/Environmental/Survey's         2.5%         \$ 25,000.00           Borrower Legal         \$ 75,000.00           Taxes         1%         \$ 50,593.94           Insurance         \$ 25,000.00           Title & Recording         \$ 20,000.00           Impact Fees         4,000         \$ 656,000.00           Building Permits         0.35%         \$ 114,769.89           Plan Check         0.25%         \$ 81,978.50           Subpermits and Surcharge         \$ 2,140.00           Appraisal/Market Study         \$ 10,000.00           Marketing/Website         \$ 20,000.00           Working Capital         6.00         \$ 918,000.00           Administrative         \$ 300,000.00           Developer Fee         5.0%         \$ 2,336,077.40           Oringination         1.0%         \$ 334,076.97           Construction Interest         4.75%         \$ 2,418,000.00	tural	0.20%	\$	65,582.80	
Civil         0.10%         \$         32,791.40           Soils/Environmental/Survey's         2.5%         \$         25,000.00           Borrower Legal         \$         75,000.00           Taxes         1%         \$         50,593.94           Insurance         \$         25,000.00           Title & Recording         \$         20,000.00           Impact Fees         4,000         \$         656,000.00           Building Permits         0.35%         \$         114,769.89           Plan Check         0.25%         \$         81,978.50           Subpermits and Surcharge         \$         2,140.00           Appraisal/Market Study         \$         10,000.00           Marketing/Website         \$         20,000.00           Working Capital         6.00         \$         918,000.00           Administrative         \$         300,000.00           Developer Fee         5.0%         \$         2,336,077.40           Oringination         1.0%         \$         334,076.97           Construction Interest         4.75%         \$         2,418,000.00	anical	0.20%	\$	65,582.80	
Soils/Environmental/Survey's         2.5%         \$ 25,000.00           Borrower Legal         \$ 75,000.00           Taxes         1%         \$ 50,593.94           Insurance         \$ 25,000.00           Title & Recording         \$ 20,000.00           Impact Fees         4,000         \$ 656,000.00           Building Permits         0.35%         \$ 114,769.89           Plan Check         0.25%         \$ 81,978.50           Subpermits and Surcharge         \$ 2,140.00           Appraisal/Market Study         \$ 10,000.00           Marketing/Website         \$ 20,000.00           Working Capital         6.00         \$ 918,000.00           Administrative         \$ 300,000.00           Developer Fee         5.0%         \$ 2,336,077.40           Oringination         1.0%         \$ 334,076.97           Construction Interest         4.75%         \$ 2,418,000.00	rical	0.15%	\$	49,187.10	
Borrower Legal		0.10%		32,791.40	
Taxes         1%         \$ 50,593.94           Insurance         \$ 25,000.00           Title & Recording         \$ 20,000.00           Impact Fees         4,000         \$ 656,000.00           Building Permits         0.35%         \$ 114,769.89           Plan Check         0.25%         \$ 81,978.50           Subpermits and Surcharge         \$ 2,140.00           Appraisal/Market Study         \$ 10,000.00           Marketing/Website         \$ 20,000.00           Working Capital         6.00         \$ 918,000.00           Administrative         \$ 300,000.00           Developer Fee         5.0%         \$ 2,336,077.40           Oringination         1.0%         \$ 334,076.97           Construction Interest         4.75%         \$ 2,418,000.00	/Environmental/Survey's	2.5%		*	
Insurance	wer Legal		\$	75,000.00	
Title & Recording       \$ 20,000.00         Impact Fees       4,000       \$ 656,000.00         Building Permits       0.35%       \$ 114,769.89         Plan Check       0.25%       \$ 81,978.50         Subpermits and Surcharge       \$ 2,140.00         Appraisal/Market Study       \$ 10,000.00         Marketing/Website       \$ 20,000.00         Working Capital       6.00       \$ 918,000.00         Administrative       \$ 300,000.00         Developer Fee       5.0%       \$ 2,336,077.40         Oringination       1.0%       \$ 334,076.97         Construction Interest       4.75%       \$ 2,418,000.00	\$	1%		50,593.94	
Impact Fees       4,000       \$ 656,000.00         Building Permits       0.35%       \$ 114,769.89         Plan Check       0.25%       \$ 81,978.50         Subpermits and Surcharge       \$ 2,140.00         Appraisal/Market Study       \$ 10,000.00         Marketing/Website       \$ 20,000.00         Working Capital       6.00       \$ 918,000.00         Administrative       \$ 300,000.00         Developer Fee       5.0%       \$ 2,336,077.40         Oringination       1.0%       \$ 334,076.97         Construction Interest       4.75%       \$ 2,418,000.00			\$	25,000.00	
Building Permits       0.35%       \$ 114,769.89         Plan Check       0.25%       \$ 81,978.50         Subpermits and Surcharge       \$ 2,140.00         Appraisal/Market Study       \$ 10,000.00         Marketing/Website       \$ 20,000.00         Working Capital       6.00       \$ 918,000.00         Administrative       \$ 300,000.00         Developer Fee       5.0%       \$ 2,336,077.40         Oringination       1.0%       \$ 334,076.97         Construction Interest       4.75%       \$ 2,418,000.00	& Recording		\$	20,000.00	
Plan Check       0.25%       \$ 81,978.50         Subpermits and Surcharge       \$ 2,140.00         Appraisal/Market Study       \$ 10,000.00         Marketing/Website       \$ 20,000.00         Working Capital       6.00       \$ 918,000.00         Administrative       \$ 300,000.00         Developer Fee       5.0%       \$ 2,336,077.40         Oringination       1.0%       \$ 334,076.97         Construction Interest       4.75%       \$ 2,418,000.00	ct Fees	4,000	\$	656,000.00	
Subpermits and Surcharge       \$ 2,140.00         Appraisal/Market Study       \$ 10,000.00         Marketing/Website       \$ 20,000.00         Working Capital       6.00       \$ 918,000.00         Administrative       \$ 300,000.00         Developer Fee       5.0%       \$ 2,336,077.40         Oringination       1.0%       \$ 334,076.97         Construction Interest       4.75%       \$ 2,418,000.00	ing Permits	0.35%	\$	114,769.89	
Appraisal/Market Study       \$ 10,000.00         Marketing/Website       \$ 20,000.00         Working Capital       6.00       \$ 918,000.00         Administrative       \$ 300,000.00         Developer Fee       5.0%       \$ 2,336,077.40         Oringination       1.0%       \$ 334,076.97         Construction Interest       4.75%       \$ 2,418,000.00	Check	0.25%	\$	81,978.50	
Marketing/Website         \$ 20,000.00           Working Capital         6.00         \$ 918,000.00           Administrative         \$ 300,000.00           Developer Fee         5.0%         \$ 2,336,077.40           Oringination         1.0%         \$ 334,076.97           Construction Interest         4.75%         \$ 2,418,000.00	ermits and Surcharge		\$	2,140.00	
Working Capital       6.00       \$ 918,000.00         Administrative       \$ 300,000.00         Developer Fee       5.0%       \$ 2,336,077.40         Oringination       1.0%       \$ 334,076.97         Construction Interest       4.75%       \$ 2,418,000.00	aisal/Market Study		\$	10,000.00	
Administrative       \$ 300,000.00         Developer Fee       5.0%       \$ 2,336,077.40         Oringination       1.0%       \$ 334,076.97         Construction Interest       4.75%       \$ 2,418,000.00	eting/Website		\$	20,000.00	
Developer Fee         5.0%         \$         2,336,077.40           Oringination         1.0%         \$         334,076.97           Construction Interest         4.75%         \$         2,418,000.00	ing Capital	6.00	\$	918,000.00	
Oringination         1.0%         \$ 334,076.97           Construction Interest         4.75%         \$ 2,418,000.00	nistrative		\$	300,000.00	
Construction Interest 4.75% \$ 2,418,000.00	oper Fee	5.0%	\$	2,336,077.40	
· · · · · · · · · · · · · · · · · · ·	ination	1.0%	\$	334,076.97	
TOTAL SOFT COSTS \$	truction Interest	4.75%	\$	2,418,000.00	
	COSTS				\$ 7,927,694.76
TOTAL COSTS \$ 4	STS				\$ 49,057,626.11



### **Exhibit D**

### Rate Letter



August 2, 2022

Mr. Christensen & Mr. Amberry Mac Development, LLC TBD Provo, Utah, 84606

RE: Blue Sky Apartments (the "Project")

TBD

Provo, Utah, 84606

Dear Mr. Christensen & Mr. Amberry:

This engagement letter (the "Engagement Letter") has been requested from Dwight Mortgage Trust LLC ("Lender") to evaluate financing (the "Loan") for a to be formed single-purpose entity ("Borrower"), that is a subsidiary of, and controlled by McKay Christensen and Todd Amberry ("Key Principals"), in the amount and under the terms, provisions and conditions approved by Lender. Borrower confirms that the Loan is not to be used primarily for personal, family, or household purposes. Borrower hereby authorizes Lender, Lender's affiliates and each of their employees to disclose any and all information submitted by Borrower with this Engagement Letter or in conjunction with the Loan to any party deemed reasonably necessary by Lender, Lender's affiliates or each of their employees.

PROPOSED LOAN AMOUNT: \$28,000,000.

\$0 in Initial Funding

 \$28,000,000 in delayed construction draws upon Sponsor funding 100% of cash equity in the transaction.

LOAN TO VALUE: Lesser of (i) Proposed Loan Amount, (ii) Up to 60% of the prospective "as-

stabilized" appraised market value of the Project based on HUD standards,

and (iii) 70% of total approved project costs.

PURPOSE: Construction of an approximately 207,098 gross square foot, 131-unit, class

A mixed-use development located at the Project, with subsequent bridge,

223(f) HUD, or agency permanent loan take-out.

INTEREST RATE: 6.45% spread over 1-month Term SOFR. Term SOFR shall not be less than

the greater of (a) 2.25% and (b) Term SOFR on the date of Loan closing.

TERM: 30 months with two 6-month extensions. Extension conditions will be set

forth in the Loan Documents and shall include a 0.50% extension fee.

AMORTIZATION: Interest-only during the initial term. During the second extension term,

Borrower will be required to make monthly principal payments based on a

25-year straight-line amortization schedule.

FINANCING FEE: 1% at closing.

FINANCIAL COVENANTS: As may be reasonably required by Lender in connection with Lender's due

diligence.

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## **Exhibit E**

# Vacancy and Cap Rate Estimates



PROPOSED 131 UNIT APARTMENTS SUMMARY OF SALIENT FACTS

#### **Income Summary**

Appraiser's Estimates	
Average Monthly Market Rent Rate	\$1,417 per unit
Average Monthly Contract Rent Rate	\$1,417 per unit
Stabilized Vacancy and Collection loss	6.0%
Expense Ratio	26.1%
Overall Capitalization Rate	4.50%

#### **Value Indications**

		<b>Prospective Upon</b>	<b>Prospective Upon</b>
Approach to Value	As Is	Completion	Stabilization
Land Only - Sales Comparison	\$4,930,000		
Cost	N/A	\$44,070,000	\$44,070,000
Sales Comparison	N/A	\$47,170,000	\$47,610,000
Income Capitalization	N/A	\$50,450,000	\$50,890,000
	Value Conclusions		

		<b>Prospective Upon</b>	<b>Prospective Upon</b>
Component	As Is	Completion	Stabilization
Value Type	Market Value	Market Value	Market Value
Property Rights Appraised	Fee Simple	Leased Fee	Leased Fee
Effective Date of Value	May 3, 2022	May 1, 2024	November 1, 2024
Value Conclusion	\$4,930,000	\$50,000,000	\$50,500,000
	\$37,634 per Unit	\$471.54 psf	\$476.26 psf



# **Exhibit F**IRR With New Costs & Without HTRZ Support

Cash Flow Analysis - 10 Year																		
	Base	Υ	ear 1		Year 2		Year 3		Year 4		Year 5		Year 6	Year 7	Year 8	Year 9		Year 10
Residential GSR		\$	-	\$	3,329,304	\$	3,429,183	\$	3,532,059	\$	3,638,020	\$	3,747,161	\$ 3,859,576	\$ 3,975,363	\$ 4,094,624	\$	4,217,463
Residential Vacancy			-		(2,164,048)		(291,481)		(211,924)		(218,281)		(224,830)	(231,575)	(238,522)	(245,677)		(253,048)
%					65.00%		8.50%		6.00%		6.00%		6.00%	6.00%	6.00%	6.00%		6.00%
Commercial GSR			-		56,000		57,680		59,410		61,193		63,028	64,919	66,867	68,873		70,939
Commercial Vacancy			-		(36,400)		(3,461)		(3,565)		(3,672)		(3,782)	(3,895)	(4,012)	(4,132)		(4,256)
<u>,</u>					65.00%		6.00%		6.00%		6.00%		6.00%	6.00%	6.00%	6.00%		6.00%
EGI		\$	-	\$	1,184,857	\$	3,191,922	\$	3,375,981	\$	3,477,260	\$	3,581,578	\$ 3,689,026	\$ 3,799,696	\$ 3,913,687	\$	4,031,098
Expenses			-		(487,769)		(1,025,000)		(1,055,750)		(1,087,423)		(1,120,045)	(1,153,647)	(1,188,256)	(1,223,904)		(1,260,621)
NOI		\$	-	\$	697,088	\$	2,166,922	\$	2,320,231	\$	2,389,838	\$	2,461,533	\$ 2,535,379	\$ 2,611,440	\$ 2,689,784	\$	2,770,477
Capex Reserve			-		(10,456)		(10,770)		(11,093)		(11,426)		(11,768)	(12,121)	(12,485)	(12,860)		(13,245)
Net Rent		\$	-	\$	686,631	\$	2,156,152	\$	2,220,836	\$	2,287,461	\$	2,356,085	\$ 2,426,768	\$ 2,499,571	\$ 2,574,558	\$	2,651,795
Debt Service			_		-		(1,765,917)		(1,765,917)		(1,765,917)		(1,765,917)	(1,765,917)	(1,765,917)	(1,765,917)		(1,765,917)
Net Cash From Sale		\$	-	\$	-	\$	- '	\$	- '		, , , ,		,	, , ,	,	, , , ,	\$	22,541,966
Before Tax Return	\$ (12,392,402.00)	\$	-	\$	686,631.00	\$	390,234.72	\$	454,918.72	\$	521,543.72	\$	590,167.72	\$ 660,850.72	\$ 733,653.72	\$ 808,640.72	\$2	3,427,843.94
IRR	9.484%				5.541%		3.149%		3.671%		4.209%		4.762%	5.333%	5.920%	6.525%		
Stabilized DSCR	1.23																	