

THE BOARD OF SUPERVISORS OF CONTRA COSTA COUNTY, CALIFORNIA
and for Special Districts, Agencies and Authorities Governed by the Board

Adopted this Resolution on 07/09/2019 by the following vote:

AYE:

NO:

ABSENT:

ABSTAIN:

RECUSE:



Resolution No. 2019/469

In the matter of Approving a Transfer of Ownership of Hidden Cove Apartments:

WHEREAS, in May of 2003, the County of Contra Costa (the "County") issued its Multifamily Housing Revenue Bonds (Hidden Cove Apartments Project) 2003 Series A (the "2003 Bonds"), and the proceeds of the 2003 Bonds were used to provide financing for the Hidden Cove Apartments, located in the Bay Point area of the County (the "Project"); and

WHEREAS, Steadfast Hidden Cove, L.P., a California limited partnership, the current owner of the Project (the "Current Owner") now desires to sell the Project to Hidden Cove Apartments, LP, a California limited partnership (the "New Owner"), and the agreements related to the 2003 Bonds require the prior written consent of the County to such transfer after the submission of certain documents to the County specified in the Regulatory Agreement and Declaration of Restrictive Covenants, dated as of May 1, 2003 (the "2003 Bond Document"), between the County and the Current Owner; and

WHEREAS, representatives of the New Owner have provided information relative to the experience of the New Owner in respect of the ownership and operation of multifamily rental housing facilities similar to the Project, and have submitted to the County drafts of an Assignment and Assumption of Regulatory Agreement and Declaration of Restrictive Covenants (the "Assignment Agreement") and an opinion of counsel to the New Owner (the "Opinion"), as required by the 2003 Bond Document; and

WHEREAS, Department of Conservation and Development Staff have reviewed the information and documents provided on behalf of the New Owner, and have confirmed that the New Owner has experience in the ownership of multifamily rental housing facilities and that the Assignment Agreement and Opinion conform to the requirements of the 2003 Bond Document; and

WHEREAS, the Current Owner has indicated its intent to cause a redemption of all of the outstanding 2003 Bonds concurrently with the transfer of the Project to the New Owner; and

WHEREAS, the New Owner has agreed to pay all costs of the County in connection with the County's approval of the transfer of ownership of the Project; and

WHEREAS, the Board of Supervisors now desires to approve the sale and transfer of the ownership of the Project to the New Owner and to authorize the execution of documents related to such transfer, and otherwise to authorize County Staff to assist the Current Owner with the redemption of the 2003 Bonds;

NOW, THEREFORE, BE IT RESOLVED by the Board of Supervisors of the County of Contra Costa, as follow:

Section 1. The Board of Supervisors hereby approves the sale and transfer of the Project from the Current Owner to the New Owner, subject to the receipt by the Affordable Housing Program Manager of an Assignment Agreement executed by the parties thereto, an executed Opinion and an executed opinion of Bond Counsel as referenced in Section 12 of the 2003 Bond Document. The Director of the Department of Conservation and Development is hereby authorized and directed to execute and deliver the Assignment Agreement in the form on file with the Clerk of the Board, together with such changes as shall be approved by such officer, and the execution and delivery by the Director of the Department of Conservation and Development of the Assignment Agreement shall be conclusive evidence of the approval by the County of the sale and transfer of the Project to the New Owner.

Section 2. Quint & Thimmig LLP is hereby approved as Bond Counsel to the County with respect to the sale and transfer of ownership of the Project and the redemption of the 2003 Bonds; provided that the fees and expenses of Bond Counsel shall be paid by the New Owner.

Section 3. All actions heretofore taken by the officers and agents of the County with respect to the sale and transfer of ownership

of the Project as described in this Resolution are hereby approved, confirmed and ratified, and the proper officers of the County are hereby authorized and directed, for and in the name and on behalf of the County, to do any and all things and take any and all actions and execute any and all certificates, agreements and other documents which they, or any of them, may deem necessary or advisable in order to consummate the sale and transfer of the Project to the New Owner and the redemption of the 2003 Bonds.

Section 4. This Resolution shall take effect immediately upon its adoption.

I hereby certify that this is a true and correct copy of an action taken and entered on the minutes of the Board of Supervisors on the date shown.

Contact: Kristen Lackey 925-674-7793

ATTESTED: July 9, 2019

David J. Twa, County Administrator and Clerk of the Board of Supervisors

By: , Deputy

cc: