Meeting Minutes
ARIZONA INDUSTRIAL DEVELOPMENT AUTHORITY
BOARD OF DIRECTORS MEETING

Location: In-Person Meeting at CO+HOOTS
221 East Indianola Avenue, Phoenix, Arizona 85012
In the "Classroom"

Date and Time: Thursday, November 16, 2023
4:00 p.m.

Board Members Present (Appearing in Person):
Ken Burns
Marcel Dabdoub
Lea Márquez Peterson
Robin Romano

Board Members Absent:
David Castillo

Staff Present (In Person):
Dirk Swift, Executive Director
Dan Dialessi, Chief Financial Officer
Pat Ray, Cathedral Rock Issuer Services, Bond Program Manager

Meeting Facilitator:
Kelly McGuire – Kutak Rock LLP

Presenters:
Katrina Bywater – Pacific Retirement Services
Cole Froemming – Lincoln Avenue Capital
Steve Hastings – Foundation for Senior Living
Ron Mehl – Dominium, Inc.
Owen Metz – Dominium, Inc.
Ian Schwickert – Real Estate Equities, LLC
Kevin Sturgeon – Roers Companies
Jessica Zaiger – Polsinelli

Actions:

1. **Call to Order:**

The meeting was called to order by Robin Romano, President of the Board of the Arizona Industrial Development Authority (AZIDA), at 4:00 p.m. Board members Ken Burns, Marcel Dabdoub, Lea Márquez Peterson and Robin Romano participated in person. Board member David Castillo was absent. Roll was called by Kelly McGuire, as meeting facilitator, and a quorum was declared present.

2. **Adoption of Minutes of the October 19, 2023, AZIDA Board Meeting**

Board member **Ken Burns** moved to adopt the minutes of the October 19, 2023, AZIDA Board Meeting. Board member **Lea Márquez Peterson** seconded the motion.

By a vote of 4 ayes, 0 opposed and 0 abstentions, the motion passed.

3. **Agenda Items Considered:**

Presentation, Discussion & Adoption
Approval of Resolution No. 2023-38 – Authorizing final approval to the issuance of not-to-exceed $45,000,000 of Revenue and Refunding Bonds (Mirabella at ASU Project), in one or more tax-exempt and/or taxable series, for the benefit of Mirabella at ASU, Inc.

Katrina Bywater of Pacific Retirement Services described the project to the Board, sharing that Mirabella at ASU is an Arizona nonprofit corporation that owns and operates the project, which is a continuing care or "life plan" retirement community in Tempe, Arizona. The community is located on an approximately 1.9-acre site on the ASU campus and consists of a 20-story building which includes four distinct components to facilitate aging in place. There are 238 independent living apartments, 17 assisted living apartments, 28 memory care suites, and 21 skilled nursing beds. The community's location affords easy access to ASU campus amenities such as the art museum, music building and education lecture hall. There are multiple dining venues and a wellness and fitness center staffed with professional personal trainers specializing in exercise programs for the elderly. The community includes approximately 10,000 square feet of multipurpose classroom space which residents are free to use in collaboration with ASU and for the integration of ASU with the students and residents of the community. The first independent living units opened in December 2020. The assisted living, memory care and skilled nursing facilities opened in July 2021. Occupancy levels, as of September 30, 2023, consisted of 69% for independent living, 82% for assisting living, 40% for memory care, and 38% for skilled nursing. The community currently serves 195 seniors and employs 200 employees.

Ms. Bywater noted that the community was originally financed in 2017 with $157,000,000 in short-term debt and approximately $82,000,000 in long-term bonds issued by the City of Tempe IDA. Under the current financing, the short-term bonds are required to be paid off by September 2025. The total current outstanding short-term debt is approximately $38,000,000.

Ms. Bywater further shared that due to unpredictable disruptions from the COVID-19 pandemic, the community has not been able to achieve the originally projected expectations for reaching stabilized occupancy. Additionally, challenges related to a high-profile litigation led to further delays in fill-up. Upon reaching mutual agreement in spring 2023, the community has seen improved marketing velocity.

Because the 2017 short-term bonds anticipated quicker fill than achieved, the Borrower is seeking to refinance the short-term debt and fund capital expenditures. The refinance will extend the maturity and amend the covenant terms in the current bond documents so the community can attain the future bond requirements with the extended time to meet stabilized occupancy. The majority bondholder, who owns approximately 85% of the short-term bonds, supports the refinancing. The plan of finance includes conservative assumption projections that show that all 2023 bonds will be paid off within 3 years. The performance of the property over the last six months has been very strong with marketing and velocity improvements that have led to an increase in occupancy in all levels of care. Since the litigation has been settled, they have made significant progress in filling the community. Ms. Bywater then offered to entertain questions from the Board.

Ken Burns asked if there is a specific level to be achieved to reach stabilized occupancy. Ms. Bywater stated there is an industry standard for stabilized occupancy, typically 90%. She noted that the community has consistently missed a marketing covenant included in the existing bond documents and they are looking to revise those covenants in this refinancing. Another restriction under the current financing documents is a requirement to use all of the initial entrance fees to pay down short-term debt. One of the refinancing allowances will provide liquidity by using a certain percentage of entrance fees rather than 100%. This will help stabilize the liquidity for the remainder of the fill period until they can pay off the short-term debt. Mr. Burns then asked if there is a target date to reach 90% occupancy. Ms. Bywater stated that 90% occupancy is expected to be achieved once they are able to pay off the short-term debt around 2026. She also emphasized that this expectation was based on very conservative move-in assumptions.

Marcel Dabdoub asked whether this is a loan modification to modify the terms and extend the maturity of an existing loan or a request for additional financing. Jessica Zaiger, counsel to the applicant, explained they intend to refinance and redeem in full approximately $34,000,000 in currently outstanding 2017B-1 and 2017B-2 bonds, with the proceeds of the new 2023 bonds being requested. The refinancing effects certain modifications to the documents with bondholder consent. Those bondholders and some of the current bondholders are consenting to the covenant changes so it's both a refinancing and a modification.

Mr. Dabdoub then asked that since the majority of the bondholders consent to the covenant changes, if there are any issues with the minority bondholders. Ms. Zaiger responded that the terms of the 2023 bonds were designed with the cooperation of the majority bondholders to make sure they received the support needed for the refinancing. They expect the rest of the funds needed to refinance the outstanding 2017B bonds in full to come largely from the other short-term bondholders.

Robin Romano asked for an explanation regarding the bonds being purchased only by qualified institutional buyers or accredited investors. Ms. McGuire responded that this restriction is common in most unrated financings and the terms are defined under the Securities Act.

Board member **Ken Burns** then motioned to approve Resolution No. 2023-38, as presented. Board member **Marcel Dabdoub** seconded the motion.

By a vote of 4 ayes, 0 opposed and 0 abstentions, the motion passed.

Presentation, Discussion & Adoption
Approval of Resolution No. 2023-39 – Authorizing preliminary approval of not-to-exceed $4,000,000 of multifamily housing revenue bonds, notes or other obligations, to be issued in one or more tax-exempt and/or taxable series, to assist in financing a qualified residential rental facility for senior occupancy in Lake Havasu City, Arizona, for the benefit of FSL Becket House Apartments Limited Partnership.

Steve Hastings with the Foundation for Senior Living ("FSL") provided an update on the project to the Board. FSL is requesting financing for Becket House, located in Lake Havasu City, Arizona. Phase one was built in 1982. Fifty units of affordable housing were added and FSL put a tax credit overlay on the project approximately 15 years ago, bringing the total number of units to 100. The project is fully occupied. The property pays all utilities making it very easy for prospective residents to budget and move in. FSL is requesting $4,000,000 to refinance the currently outstanding bonds, pay a $1,000,000 loan from FSL Corp., and provide approximately $500,000 for redevelopment fees to reposition the property for success for the next 15 to 30 years.

Ms. Romano stated that it is always good to finance this type of successful property.

Board member **Marcel Dabdoub** then motioned to approve Resolution No. 2023-39, as presented. Board member **Ken Burns** seconded the motion.

By a vote of 4 ayes, 0 opposed and 0 abstentions, the motion passed.

Presentation, Discussion & Adoption
Approval of Resolution No. 2023-40 – Approving an amendment to Resolution 2023-16, which granted preliminary approval to the issuance of multifamily housing revenue bonds, notes or other obligations, to be issued to finance a qualified residential rental facility for general occupancy to be located in Maricopa, Arizona, to authorize an increase of the authorized aggregate principal amount to not-to-exceed $75,000,000, and to grant an extension of preliminary approval, for the benefit of Gunsmoke Ranch GP LLC.

Cole Froemming of Lincoln Avenue Capital ("LAC") gave an update to the Board. He noted that the project is a 271-unit single family build-to-rent affordable housing community to be located in the City of Maricopa. The community will consist of a mix of two- and three-bedroom units along with a broad amenity package to include a clubhouse, pool, fitness room, private backyards, in-unit washers and dryers, and various active and passive outdoor spaces throughout. LAC is requesting an amendment of their preliminary approval to increase the not-to-exceed amount to $75,000,000 to meet the 50% test under Section 42, as well as requesting an extension of preliminary approval. Currently, the necessary zoning is in place and LAC expects final site plan approval from the City of Maricopa within the coming weeks. Mr. Froemming further shared that LAC expects to request building permits in early 2024, with a closing target date of June 2024.

Robin Romano asked for confirmation that the primary reason for the increase is due to rising construction costs and interest rates. Mr. Froemming stated that was correct and that since the size of the project has increased from 258 to 271 units, they are seeing continued pressures on construction pricing. Ms. Romano mentioned that it is a rarity to have solar incorporated into a project and to include 20 electrical vehicle charging stations.

Board member **Marcel Dabdoub** then motioned to approve Resolution No. 2023-40, as presented. Board member **Ken Burns** seconded the motion.

By a vote of 4 ayes, 0 opposed and 0 abstentions, the motion passed.

Presentation, Discussion & Adoption
Approval of Resolution No. 2023-41 – Authorizing preliminary approval of not-to-exceed $55,000,000 of multifamily housing revenue bonds, notes or other obligations to be issued in one or more tax-exempt and/or taxable series, to assist in financing a qualified residential rental facility to be located in San Tan Valley, Arizona, for the benefit of San Tan Valley AH I, LLLP.

Ian Schwickert of Real Estate Equities, LLC ("REE"), presented the project to the Board. He shared that REE is seeking preliminary approval of not-to-exceed $55,000,000 of multifamily housing revenue bonds for the development of low-income housing within the unincorporated area of Pinal County in San Tan Valley. The requested amount is sufficient to meet the 50% test based on project costs. The proposed development is located at the southeast corner of East Bella Vista Road and North Gantzel Road in San Tan Valley. The proposed development will consist of 252 low-income housing units, which will include a mix of one-, two-, three- and four-bedroom units. In addition, the property will include a centralized clubhouse amenity area for resident use with a pool, activity area, fitness center, playground, dog run, grilling area, and many other activity areas. The property will be built to a market rate standard, as the Board has seen before in its previous REE developments, Copa Flats in Maricopa and Agave House in Casa Grande. The project is expected to close in mid-2024, at which time construction will begin. Mr. Schwickert thanked the Board for its continued support and partnership.

Ken Burns noted that it is great to see housing in the Southeast Valley, as it is a fast-growing area.

Robin Romano noted that the project is located between two large, single-family residential areas and asked if there have been any issues associated with the location of the project from the nearby neighborhoods, especially considering the project is multifamily housing with four-bedroom floor plans. Mr. Schwickert explained that REE has had multiple conversations with the surrounding subdivisions and there seems to be a positive rapport regarding this project. The project has been designed to provide ample space between it and the neighborhoods from both a design and space standpoint. At this time, there seem to be no issues and they hope that this continues going forward.

Board member **Lea Márquez Peterson** then motioned to approve Resolution No. 2023-41, as presented. Board member **Marcel Dabdoub** seconded the motion.

By a vote of 4 ayes, 0 opposed and 0 abstentions, the motion passed.

Presentation, Discussion & Adoption
Approval of Resolution No. 2023-42 – Authorizing preliminary approval of not-to-exceed $66,500,000 of multifamily housing revenue bonds, notes or other obligations to be issued in one or more tax-exempt and/or taxable series, to assist in financing a qualified residential rental project to be located in Surprise, Arizona, for the benefit of Surprise AH I, LLLP.

Ian Schwickert of Real Estate Equities, LLC ("REE"), presented the project to the Board. He shared that REE is requesting preliminary approval of not-to-exceed $66,500,000 of multifamily housing revenue bonds for a low-income housing development within the city of Surprise in Maricopa County. This amount is sufficient to meet the 50% test based on project cost. The proposed development is generally located southeast of Grand Avenue, otherwise known as Highway 60, and North Rio Rancho Boulevard. The proposed development will consist of approximately 300 low-income housing units which will include a mix of one-, two-, three- and four-bedroom units. In addition, the property will have a centralized clubhouse amenity area that includes a pool, multiple activity areas, fitness center, playground, dog run, grilling areas, and club room for tenant use. The property will be built to a market rate standard. The project is expected to close within the next year, at which time construction will begin. Mr. Schwickert thanked the AZIDA for its continued support and partnership.

Robin Romano asked what kind of research was done to determine the market demand for this type of housing in the area. Mr. Schwickert responded that they held multiple preliminary meetings with the City of Surprise and have also performed multiple demographic and rent studies within the area. In those discussions with the City, they are seeing that a number of residents would like to move to Surprise, however, the inventory of both single family home rentals and market rate apartment rentals is limited. Knowing the population is growing and extending outside of the main Phoenix-Mesa-Scottsdale area, the site in Surprise was chosen.

Board member **Marcel Dabdoub** then motioned to approve Resolution No. 2023-42, as presented. Board member **Ken Burns** seconded the motion.

By a vote of 4 ayes, 0 opposed and 0 abstentions, the motion passed.

Presentation, Discussion & Adoption
Approval of Resolution No. 2023-43 – Authorizing preliminary approval of not-to-exceed $54,000,000 of multifamily housing revenue bonds, notes or other obligations to be issued in one or more tax-exempt and/or taxable series, to assist in financing a qualified residential rental facility to be located in Casa Grande, Arizona, for the benefit of Roers Casa Grande Apartments Owner II LLC.

Kevin Sturgeon of Roers Companies ("Roers") presented the project to the Board. He stated that Roers is seeking preliminary approval of a general occupancy, family type project located just south of the somewhat new community center off of Peart Road in Casa Grande. The project is anticipated to consist of approximately 216 one-, two-, three- and four-bedroom units, all of which would be at the 60% AMI level, in various three-story walk-up style buildings, a standalone clubhouse and a centralized global community area. The site is already properly zoned, has received preliminary PUD site plan approval and is in the process of submitting the major site plan for final approval. Roers expects site plan approvals within the next few months and anticipates closing in summer 2024.

Board member **Lea Márquez Peterson** then motioned to approve Resolution No. 2023-43, as presented. Board member **Marcel Dabdoub** seconded the motion.

By a vote of 4 ayes, 0 opposed and 0 abstentions, the motion passed.

Presentation, Discussion & Adoption
Approval of Resolution No. 2023-44 – Authorizing preliminary approval of not-to-exceed $42,000,000 of multifamily housing revenue bonds, notes or other obligations to be issued in one or more tax-exempt and/or taxable series, to assist in financing a qualified residential rental facility for senior occupancy to be located in Casa Grande, Arizona, for the benefit of Roers Casa Grande Senior Apartments Owner II LLC.

Kevin Sturgeon of Roers Companies ("Roers") presented the project to the Board. This proposed project is essentially adjacent to the project previously discussed and will serve low- and moderate-income seniors. This active adult community is anticipated to consist of approximately 200 one- and two-bedroom units, set aside at the 60% AMI level, with various indoor and external amenities for tenant use. Roers anticipates closing on the financing for the senior project in summer 2024.

Board member **Ken Burns** then motioned to approve Resolution No. 2023-44, as presented. Board member **Lea Márquez Peterson** seconded the motion.

By a vote of 4 ayes, 0 opposed and 0 abstentions, the motion passed.

Presentation, Discussion & Adoption
Approval of Resolution No. 2023-45 – Authorizing preliminary approval of not-to-exceed $51,000,000 of multifamily housing revenue bonds, notes or other obligations to be issued in one or more tax-exempt and/or taxable series, to assist in financing a qualified residential rental facility to be located in Phoenix, Arizona, for the benefit of a tax credit limited liability company or partnership to be formed by Roers Companies LLC.

Kevin Sturgeon of Roers Companies ("Roers") presented the project to the Board. He shared that the proposed project will be located near West Dobbins Road, east of Loop 202, in Phoenix, Arizona. The project is anticipated to consist of 200 one-, two-, three- and four-bedroom units, all of which would be at the 60% AMI level, contained in garden-style type residential buildings with a clubhouse and amenity areas for the tenants. Roers anticipates closing the financing for this project in the third quarter of 2024.

Ken Burns commented that he is happy to see this type of project in a corridor of enhanced employment within the City of Phoenix border.

Board member **Marcel Dabdoub** then motioned to approve Resolution No. 2023-45, as presented. Board member **Lea Márquez Peterson** seconded the motion.

By a vote of 4 ayes, 0 opposed and 0 abstentions, the motion passed.

Presentation, Discussion & Adoption
Approval of Resolution No. 2023-46 – Authorizing preliminary approval of not-to-exceed $50,000,000 of multifamily housing revenue bonds, notes or other obligations to be issued in one or more tax-exempt and/or taxable series, in an aggregate principal amount, to assist in financing a qualified residential rental facility to be located in Maricopa, Arizona, for the benefit of a tax credit limited liability company or partnership to be formed by Roers Companies LLC.

Kevin Sturgeon of Roers Companies ("Roers") presented the project to the Board. He shared that the proposed project will be located in the City of Maricopa, just north of the Maricopa-Casa Grande highway and the Stonegate area. The project is anticipated to consist of 225 one-, two-, three- and four-bedroom units, all at the 60% AMI level. This project is zoned for family use. Roers is working through the permitting process now and is looking to close the financing in late summer or early third quarter of 2024.

Robin Romano asked if there have been any issues with the surrounding residential subdivisions in the area. Mr. Sturgeon stated that Roers is working through that process with the City of Maricopa now and they intend to include the proper setbacks required by the City and intend to push any setbacks further than those required by code. Mr. Sturgeon noted it is too early for conversations with the surrounding neighborhoods but there has been positive support from the City and the City Manager for this project.

Board member **Lea Márquez Peterson** then motioned to approve Resolution No. 2023-46, as presented. Board member **Marcel Dabdoub** seconded the motion.

By a vote of 4 ayes, 0 opposed and 0 abstentions, the motion passed.

Presentation, Discussion & Adoption
Approval of Resolution No. 2023-47 – Approving an amendment to Resolution 2022-53, which granted preliminary approval to the issuance of multifamily housing revenue bonds, notes or other obligations, to be issued to finance a qualified residential rental facility for senior occupancy to be located in Chandler, Arizona, to authorize an increase of the authorized aggregate principal amount to not-to-exceed $106,000,000, and to grant an extension of preliminary approval, for the benefit of Chandler Leased Housing Associates II, Limited Partnership.

Owen Metz of Dominium first distributed a map to the Board members showing the Dominium projects already financed, or submitted to be financed, with AZIDA. He gave the Board an overview of Dominium's work in Arizona and noted that recently completed projects include a senior new construction facility in Mesa, a family new construction community in south Phoenix, and the renovation of an existing affordable housing project in Tolleson. Projects currently under construction include a family occupancy project in Marana, just north of Tucson, adjacent senior/family communities located near the Desert

Sky Mall in Phoenix, and 657 units of new construction in Goodyear, near Loop 303. He continued by sharing that Dominium has a good breadth of areas and type of product across the Valley. Closed and under construction projects total almost 2,200 apartment homes, adding a significant amount to the area housing supply. Mr. Metz further observed that if approved, the projects considered by the board at this meeting will add another 1,500 units to the area housing supply and will bring the total units developed by Dominium to nearly 3,700 apartment homes.

Mr. Metz then gave an update on the Chandler Senior project (subject of the agenda item), reminding the Board that it is a proposed 282-unit senior apartment community located on a county island surrounded by Chandler. All of the projects on the agenda are requesting preliminary approval to potentially request carryforward volume cap in December to ensure the ability to issue the related bonds in 2024, when entitlements are secured. He noted, however, that he may not submit an application for carryforward volume cap for the Chandler Senior project this year as the entitlements are still up in the air, but Dominium wants to have initial approvals in place for when the entitlement issues are settled. He continued by sharing that the entitlement process has been contentious; however, he believes Dominium is building support and working with a lot of community members who are supportive of the project, despite some opposition to affordable housing. Mr. Metz further noted that Dominium had originally proposed both single family and senior communities at the site, but based on feedback from the community regarding schools, crime, drugs and other misconceptions, Dominium has decided to no longer pursue development of the family project and will focus on the senior community. Consequently, the project site will be divided to use 10 acres for the senior community and 12 acres for light industrial use.

Mr. Metz then shared that generally Dominium is requesting approval for bond amounts in excess of the amount of bonds that may actually be needed to ensure Dominium can bridge all of the construction debt and tax credit investor activity and remain flexible as capital markets and costs change.

Marcel Dabdoub asked how approving bond amounts significantly higher than expected amounts impacts the AZIDA. Mr. Dialessi explained that the AZIDA does not provide the capital, that comes from capital markets. Ms. McGuire added that, at this stage of the process, it is better to ask for more [authorization] rather than less to reduce the number of times the applicant comes before the Board. There is no cost to the applicant and no commitment from AZIDA.

Board member **Ken Burns** then motioned to approve Resolution No. 2023-47, as presented. Board member **Marcel Dabdoub** seconded the motion.

By a vote of 4 ayes, 0 opposed and 0 abstentions, the motion passed.

Presentation, Discussion & Adoption
Approval of Resolution No. 2023-48 – Approving an amendment to Resolution 2020-57, which granted preliminary approval to the issuance of multifamily housing revenue bonds, notes or other obligations, to be issued to finance a qualified residential rental facility to be located in Surprise, Arizona, to authorize an increase of the authorized aggregate

principal amount to not-to-exceed $160,000,000, and to grant an extension of preliminary approval, for the benefit of Surprise Leased Housing Associates I, LLLP,

and

Presentation, Discussion & Adoption
Approval of Resolution No. 2023-49 – Approving an amendment to Resolution 2020-56, which granted preliminary approval to the issuance of multifamily housing revenue bonds, notes or other obligations, to be issued to finance a qualified residential rental facility for senior occupancy to be located in Surprise, Arizona, to authorize an increase of the authorized aggregate principal amount to not-to-exceed $87,000,000, and to grant an extension of preliminary approval, for the benefit of Surprise Leased Housing Associates II, LLLP.

Agenda items 12 and 13 (considering Resolutions 2023-48 and 2023-49) are related "sister" projects and were considered together.

Owen Metz of Dominium gave an update on both proposed projects to the Board. He reminded the Board that the family, general occupancy, non-senior project is expected to consist of 388 apartment homes with a mix of one, two, three and four bedrooms and be located at the southwest corner of Cotton Lane and Waddell Road, just off the Loop 303, in a fast growing area of Surprise, Arizona. Mr. Metz shared that the site is fully entitled but despite that fact, there had been some community pushback resulting in a lawsuit. The state superior court rejected the lawsuit, and it is currently on appeal. He summarized the lawsuit as area residents being unhappy with the site plan approval, therefore, they tried to initiate a referendum. However, site plan approval is an administrative approval, not a legislative act, so it is not referable. So far, all related legal proceedings have been decided in Dominium's favor. Further, Dominium has received final approval of its full site plan from the City and will be requesting permits soon and looking to secure finance partners.

The senior apartment community is located adjacent to the family community and will consist of 211 units. Both communities are part of a larger 40-acre site. Approximately 12 acres is designated for commercial use, and the communities will be part of a mixed-use development when complete.

Dominium is confident that both communities will lease up quickly as there is a huge demand in the market for these types of housing.

Marcel Dabdoub asked about the basis for the lawsuit, since the project has been zoned since 2008 and has the right entitlements. Mr. Metz explained that because there was a city council action, there was a belief that it was a legislative act and referrable. A group collected signatures and tried to refer the site plan approval and undo the zoning from 2008. He further stated that the court quickly denied the lawsuit because challenges to the zoning and the legislative decision of the council should have been done at that time.

Robin Romano then asked the identity of the group upset with the original approvals. Mr. Metz noted that it is a group of homeowners in the area.

Board member **Marcel Dabdoub** then motioned to approve Resolution No. 2023-48, as presented. Board member **Lea Márquez Peterson** seconded the motion.

By a vote of 4 ayes, 0 opposed and 0 abstentions, the motion passed.

Board member **Ken Burns** then motioned to approve Resolution No. 2023-49, as presented. Board member **Lea Márquez Peterson** seconded the motion.

By a vote of 4 ayes, 0 opposed and 0 abstentions, the motion passed.

Presentation, Discussion & Adoption
Approval of Resolution No. 2023-50 – Authorizing preliminary approval of not-to-exceed $145,000,000 of multifamily housing revenue bonds, notes or other obligations to be issued in one or more tax-exempt and/or taxable series, to assist in financing a qualified residential rental facility to be located in Goodyear, Arizona, for the benefit of Goodyear Leased Housing Associates IV, Limited Partnership.

Owen Metz of Dominium presented the project to the board. He shared that the project is located on roughly 14 acres adjacent to the Cleveland Guardians and Cincinnati Reds spring training facility near the Goodyear airport and Ballpark Village. The site is currently owned by the industrial group of Lincoln Property and was initially planned to be industrial buildout, but the City of Goodyear has indicated it prefers they use the site for multifamily housing. Consequently, Dominium has worked with the landowner to rezone the site. As there are no density limits, Dominium is proposing 400 apartment homes in two 4-story buildings for primarily workforce housing. The units consist of one, two and three bedrooms, with the majority being one- and two-bedroom units. Dominium has submitted the site plan for approval by the City of Goodyear. The site is fully entitled, there is no subjective zoning, and it is located in an opportunity zone around the Goodyear Airpark.

Robin Romano asked about the desire of potential residents to live near the spring training facility and the airport. Mr. Metz explained there is a significant rent advantage. He also shared that the location, generally, is designated as an opportunity zone to facilitate development around the airport. The project will be built adjacent to the flight path, not right under it.

Marcel Dabdoub asked for the definition of workforce housing. Mr. Metz explained that the project is 60% AMI, with smaller apartment homes, higher density, generally serving singles or a parent with a child. He noted that "workforce housing," "attainable housing," and "affordable housing" are terms that are often used interchangeably in the industry to refer to low-income housing.

Board member **Marcel Dabdoub** then motioned to approve Resolution No. 2023-50, as presented. Board member **Ken Burns** seconded the motion.

By a vote of 4 ayes, 0 opposed and 0 abstentions, the motion passed.

Presentation, Discussion & Adoption
Approval of Resolution No. 2023-51 – Authorizing preliminary approval of not-to-exceed $54,800,000 of multifamily housing revenue bonds, notes or other obligations to be issued in one or more tax-exempt and/or taxable series, to assist in financing a qualified residential rental facility to be located in Maricopa, Arizona, for the benefit of Maricopa Leased Housing Associates I, LLLP.

Ron Mehl of Dominium presented the project to the Board. He shared that the project is a new build-to-rent development serving families below 60% AMI, to be located on a 19-acre parcel of land in Maricopa, Arizona. The site is zoned and is proposed to be 214 units made up of 25 two-bedroom units, 95 three-bedroom units and 94 four-bedroom units. The project will provide 220 covered and 267 uncovered parking spaces. Similar to many build-to-rent projects, this project will have many amenities akin to single family homes to help meet consumer demand. The homes will have individual private backyards, as well as large outdoor play areas with community courtyards to foster a better sense of community. Mr. Mehl noted that the added space of three- and four-bedroom units suits the needs of the growing households being seen in Maricopa.

Marcel Dabdoub asked if it was common to see build-to-rent product in the affordable housing space, at 60% AMI. Mr. Mehl answered that it was. Mr. Dabdoub then asked if it was common to see all ground floor units within the build-to-rent product, which is presumably more expensive to develop on a per square foot basis. He said it was good to see these types of projects as there are a lot of families with pets that need access to affordable housing units with a backyard. Mr. Mehl explained that it has become more common to see the build-to-rent product geared for families. The proposed project will be made up of two-story duplexes, with the ground floor being a common living area and kitchen with the bedrooms on the second floor. They are seeing the construction costs on these projects being a bit less than the cost of three-story walkups, primarily because they use single-family subcontractors, which is a different contractor base than for multifamily.

Robin Romano agreed with Mr. Dabdoub that it was wonderful to see this type of product for 60% AMI and especially with four-bedroom units, since there is a very big need for this product.

Board member **Marcel Dabdoub** then motioned to approve Resolution No. 2023-51, as presented. Board member **Lea Márquez Peterson** seconded the motion.

By a vote of 4 ayes, 0 opposed and 0 abstentions, the motion passed.

4. **Executive Director's, Chief Financial Officer's and/or Program Manager's Reports**

Dirk Swift informed the board that, due to the length of the agenda, there are no staff reports this month.

5. **Call to the Public**

Kelly McGuire announced a call to the public for comments.

No members of the public appeared in person or by telephone to comment.

6. **Announcements**

Ms. Romano announced that the next meeting of the Arizona Industrial Development Authority is scheduled to be held on Thursday, December 14, 2023, in the same location, at 4:00 p.m., but noted that people should consult the AZIDA website for any changes to meeting details.

7. **Adjournment**

Board member **Ken Burns** motioned for adjournment of the AZIDA Board Meeting at 5:20 p.m. Board member **Lea Márquez Peterson** seconded.

By a vote of 4 ayes, 0 opposed and 0 abstentions, the motion passed.

[*Remainder of page left blank; signature page follows*]

Approval: The undersigned hereby certifies that the Board of Directors of the Arizona Industrial Development Authority formally adopted these Minutes on the date shown below.

Robin Romano, President	December 14, 2023 Date of Board Action