

**Minutes of the Regular Meeting of
the Members of MassHousing held
on
January 13, 2026**

The regular meeting of the Massachusetts Housing Finance Agency – doing business as MassHousing - was held on January 13, 2026. In accordance with Section 20 of An Act Extending Certain COVID-19 Measures Adopted During the State of Emergency, 2021 Mass. Acts 20, as amended, no Members were physically present and the meetings were conducted remotely through a publicly accessible Zoom meeting.

Participating remotely were the Members (by roll call):

Board Member	Present	Absent
Jeanne Pinado, Chair		X
Carolina Avellaneda, Co-Vice Chair	X	
Michael Glover, Co-Vice Chair	X	
Ed Augustus, <i>ex officio</i>	X	
Bran Shim*	X	
Herby Duverné	X	
Darnell Dunn	X	
Tom Flynn	X	
Carmen Panacopolous	x	

**Designee of Matthew Gorzkowicz, ex officio*

Carolina Avellaneda, acting as Chair, convened the meeting to order at 2:01 p.m.

The Chair indicated that the first order of business was the approval of the minutes of the previous meeting.

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: That the minutes of the Regular Meeting held on December 9, 2025 are hereby approved and placed on record.

Chief Executive’s Report

Chrystal Kornegay began her brief report with a summary of the 2025 Fourth Quarter activity, saying that twelve (12) deals were committed, and twenty-one (21) deals were closed for a total of \$435 million in debt. Ms. Kornegay stated that it was a big year for MassHousing; with a special shoutout to the Legal Department, as this was the most deals closed in December, and most of the

deals closed were at the end of December.

Ms. Kornegay then gave a brief status on the Third Floor Build Out; we needed more space for people and more space for meetings. There will be a large conference room space that can be divided into several smaller rooms; it is expected that the renovation will be completed in the Spring of 2026.

The next topic was announcing that MassHousing has its 60th birthday on September 8, 2026, with special events planned for the October Board Meeting, with different events planned to celebrate. Ms. Kornegay stated that as she gets more information she will let everyone know. There is also a planned update to the MassHousing website.

Accessory Dwelling Units (“ADU”) Presentation

Mounzer Aylouche presented a new MassHousing program for Accessory Dwelling Units (“ADU”) which will be coming soon, to address the housing shortage and rising housing costs. This program was made possible in August 2024 when Governor Healy signed legislation making ADUs a statewide solution to create critical rental stock and promote housing affordability. MassHousing is very well positioned to offer an ADU Mortgage Program, due to our relationships with community lenders and the ability to do loan servicing in-house.

Mr. Aylouche addressed some of the obstacles for homeowners seeking to build an ADU; such as owner preparedness and affordable financing. There is more need for homeowners to have information on building, permitting and financing ADUs. MassHousing’s program anticipates that borrowers would come after doing online pre-development work, and have paperwork ready to apply.

Additionally, Mr. Aylouche said that there is not enough data regarding ADUs on appraisals. The solution is to collaborate with the Massachusetts Board of Appraisers and area realtors, for benchmarking samples, and for accurate evaluation.

Mr. Aylouche then addressed financing. He noted that for homeowners, building an ADU is an expensive transaction, coming in around \$275 per square foot and that traditionally ADU financing relied on home equity lines of credit which are less available to low-moderate income owners. He then summarized the proposed criteria and guidelines for a new subordinate loan product in which part of the package would be structured as a 0% deferred loan. He noted that the Agency will use \$5 million out of the \$20 million designated in the Opportunity Fund to establish the program. Criteria will be as follows:

Mr. Aylouche concluded the presentation by saying that lender partner training will begin soon, with an intent to launch in late Spring followed by robust promotion in the summer. The program plans to start writing loans in Summer 2026.

The Chair commended Mr. Aylouche for the work, saying it was a good presentation, and asked if there were any questions.

Herby Duverné remarked that Mr. Aylouche did an excellent job and this presentation took 100% of his attention; he then asked regarding the costs of the loan and whether those costs could be folded into the loan. Mr. Aylouche responded, clarifying first, that the costs of the loan would include traditional loan costs such as the appraisal, closing costs, etc. The technical/pre-development expenses would not be included in the costs of the loan but it is expected that assistance for those costs or services will be available through other components of the Commonwealth's ADU initiative.

Ed Augustus added his appreciation for the ADU Program, he thought the MassHousing partnership with the technical assistance was excellent. He noted that there is a third leg to the Program, a design competition with Boston schools and local architects with cash prizes to the most acceptable plans, the most green design, with the intent of then making these designs free and downloadable so the Borrower can bring them to a contractor. This is going above and beyond to help the Borrower.

Loan Committee

900 Morrissey, Boston (Dorchester)

Mike Carthas presented a proposal for Commitment of a Tax-Exempt Supplemental Conduit Loan and Approval for the Use of Low-Income Housing Tax Credits, as presented in the attached Board package.

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: to approve the votes and findings as presented in the Board package that is attached and incorporated into the minutes of the meeting.

Residences at Quarry Hills, Milton

Brian Robinson presented a proposal for Commitment of Momentum Equity and Commitment of a Subordinate Loan, as presented in the attached Board package.

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: to approve the votes and findings as presented in the Board package that is attached and incorporated into the minutes of the meeting.

Devenscrest Village, Ayer

Tai Pope presented a proposal for Commitment of Workforce Housing Loan, as presented in the attached Board package.

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: to approve the votes and findings as presented in the Board package that is attached and incorporated into the minutes of the meeting.

PAC-10 Lofts, Phase One, Lawrence

Dan Staring presented a proposal for First Mortgage Modification; Approval of Level One Transfer of Ownership to New Managing Member; and Commitment of Asset Protection Loan, as presented in the attached Board package.

The Chair remarked that this was a really complicated restructuring, and without the hard work and diligence of all involved, it wouldn't have gotten to this point. She noted that there was a lot of discussion regarding this matter at Loan Committee, and that the MassHousing staff recommends the proposed actions.

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: to approve the votes and findings as presented in the Board package that is attached and incorporated into the minutes of the meeting.

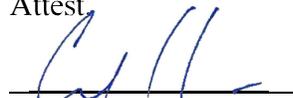
The Chair asked if there was any other old or new business for the Members' consideration.

There was none.

There being no other business to consider, the meeting adjourned at 2:44 p.m.

A true record.

Attest,



Colin M. McNiece

Secretary

Materials:

- Minutes of the Meeting of December 9, 2025
- CEO's Report, January 13, 2026
- Board Package, January 13, 2026

**Minutes of the Regular Meeting of
the Members of MassHousing held
on
December 9, 2025**

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Participating remotely were the Members (by roll call):

Board Member	Present	Absent
Jeanne Pinado, Chair	X	
Carolina Avellaneda, Co-Vice Chair	X	
Michael Glover, Co-Vice Chair	X	
Ed Augustus, <i>ex officio</i>	X	
Bran Shim*	X	
Herby Duverné	X	
Darnell Dunn	X	
Tom Flynn	X	
Carmen Panacopolous	X	

**Designee of Matthew Gorzkowicz, ex officio*

The Chair convened the meeting to order at 2:02 p.m.

The Chair indicated that the first order of business was the approval of the minutes of the previous meeting.

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present (Bran Shim abstaining, Ed Augustus not yet attending):

VOTED: That the minutes of the Regular Meeting held on November 12, 2025 are hereby approved and placed on record.

Ed Augustus joined the meeting.

Chief Executive’s Report

Chrystal Kornegay began her brief report by discussing MassHousing’s Pie in the Sky fundraiser. This year, MassHousing purchased 238 pies for staff members, an increase from last

year's total. Ms. Kornegay noted that the fundraiser was a great success, benefiting both MassHousing staff and Community Servings.

She then addressed MassHousing's recent rating action from Moody's. As a debt issuer, MassHousing is regularly reviewed by Moody's and S&P. The agency's rating with Moody's was revised from stable to a positive outlook based on several factors. Moody's may issue an updated issuer rating in the spring after completing its review of MassHousing's 2025 reports.

Chair Pinado asked whether the rating had changed. Ms. Kornegay responded that it had not, but that a change could be possible due to the positive outlook. Moody's report highlights factors that could influence the rating. Both Chair Pinado and Ms. Kornegay expressed confidence in the agency's current rating.

Volume Cap Report

Mark Teden and Rachel Madden presented a report on the 2026 Volume Cap and the impact of the 25% test. Mr. Teden outlined several projected benefits of the 25% test, including:

- Addressing a backlog of deals with HLC funding
- Enabling more expedient closings of deals awarded by EOHLIC
- Increasing the number of units financed annually from approximately 1,300 to 3,000
- Expanding the use of volume cap to support first-time homebuyers
- Allowing preservation transactions without EOHLIC subsidies to access volume cap

Mr. Teden acknowledged potential capacity challenges across the industry and among stakeholders but emphasized this represents an exciting opportunity for MassHousing and is expected to have a generally positive impact.

Chair Pinado asked about the difference between the projected total development cost for 2026 and the pipeline total development cost. Mr. Teden explained that MassHousing typically carries more deals in the pipeline to account for those that may fall out during the year. Chair Pinado followed up by asking whether the gap is tighter than usual. Mr. Teden responded that only three deals in the pipeline currently lack HLC awards, down from ten in 2025.

Chair Pinado then asked how this shift might affect staffing. Mr. Teden noted that as large, complex construction projects are completed, the nature of the work will shift toward new loan production. He added that while incremental staffing changes may be needed, a wholesale change is unlikely.

Carmen Panacopolous asked how rising construction costs might affect the volume cap and deals in the 2026 pipeline. Mr. Teden replied that every deal is subject to cost pressure and that MassHousing has identified which deals in the pipeline have funding gaps. He noted that stakeholders are aware of their inclusion in the 2026 pipeline and should have sufficient time to work with partners to identify additional resources to fill gaps.

Ms. Panacopolous followed up with a question about the shift from preservation to new production and its impact on staffing, specifically whether existing staff can handle both types of deals. Mr. Teden responded that MassHousing does not currently have specialists and that underwriters and originators are equipped to manage both deal types.

Rachel Madden continued the presentation by highlighting the benefits of the 25% test for MassHousing's single-family borrowers. She demonstrated its significant impact on individual borrowers and the single-family business line. The increased and recaptured volume cap will reduce mortgage interest rates by 0.55%, resulting in monthly savings of \$118 and total savings of \$42,365 over the life of the loan. Ms. Madden noted that these lower rates, combined with MassHousing's Mortgage Insurance Plus offering, positively support low- and moderate-income families in achieving homeownership.

Ms. Madden concluded by emphasizing the geographic, racial, and economic diversity of first-time homebuyers benefiting from these offerings in 2025. She noted that 51% of loans went to homeowners in Gateway Cities and 54% to BIPOC homeowners. Additionally, a significant number of loans were made to homebuyers with incomes under 60% of AMI.

Chair Pinado expressed her appreciation for the number of loans made to households under the 60% AMI threshold, noting that the general perception is that homeownership is out of reach for this group. Ms. Madden agreed and highlighted the role of the DPA program in supporting these borrowers.

Ms. Panacopolous then asked about the limits of the Mortgage Insurance Plus program, specifically whether it was a one-time use or could be used again. Ms. Madden explained that there is a six-month limit on MassHousing's coverage of the full mortgage and added that mortgage insurance premiums are covered by MassHousing for homebuyers under 60% AMI.

This concluded the report on Volume Cap.

Staffing Report

Jennifer Buss presented an update on the demographics of our staff. Ms. Buss highlighted that MassHousing was listed as an Energage Top Places to Work in the Financial Services Industry in 2025.

Ms. Buss reported that our gender distribution remains steady and the Agency has a balanced workforce with strong female representation, including in leadership roles. The Agency is ahead of external benchmarks on gender distribution which speaks to our ability to attract and retain women. Additionally, Ms. Buss reported that the level of ethnic diversity aligns with workforce trends and while leadership roles are less diverse, the Agency remains committed to creating a diverse leadership pipeline. Ms. Buss then reviewed the dispersion of age across the Agency, highlighting that MassHousing has a strong cohort of early and mid-career staff with a positive movement toward a more diverse workforce. The Agency has been seeing the expected retirement trends and is prioritizing training and succession planning to address the average tenure shift.

Ms. Buss concluded her presentation and opened the floor to questions.

Herby Duvern  asked if the ethnicity breakdown was available for the departure data. Ms. Buss

responded that it could be sent to him separately.

Mr. Duverné followed up with a question about succession planning. Ms. Buss responded that they are working on agency-wide succession planning. Chair Pinado added that there had been active succession planning in finance and audit.

Mr. Duverné concluded his questioning and thanked Ms. Buss for the great data.

Chair Pinado then called for a motion to recess the MassHousing meeting to conduct Votes Committing CCRI (Center for Community Recovery Innovations, Inc.) Funds.

Upon a motion duly made and seconded, by roll call vote, by all Members present, it was:

VOTED: to recess the MassHousing meeting and convene a meeting of CCRI.

Vote Committing CCRI Funds

Chair Pinado called the CCRI meeting to order. Nichole Mikshenas presented recommendations and votes for CCRI funds.

This cycle there were twelve applications received: six for consideration, one applicant withdrew, and two were not recommended. Three applicants are still working through getting their deals together. These are worthwhile projects but the applicants needed additional support so MassHousing is working with them to get their applications together for another round.

Ms. Mikshenas made recommendations for CCRI funds for the following organizations:

- Lowell House, INC D.B.A. Riverbend, Lowell
 - Request: \$100,000
 - City/Town: Lowell
 - Units Preserved: 10
 - Population: Women
 - Project scope includes: Exterior renovation, front porch update, kitchen renovation and roof repair

- Steppingstone, Inc., Fall River
 - Request: \$76,155
 - City/Town: Fall River
 - Units Preserved: 23
 - Population: Men
 - Project scope includes: Reconstruction of a back staircase, bathroom updates, a front deck renovation and an ADA compliance ramp replacement.

- Victory Programs, Inc., Brookline
 - Request: \$200,000
 - City/Town: Brookline

- Units Created: 10
 - Population: Families, Women & children
 - Project scope includes: Acquisition and renovation. Victory Programs has sought out additional funding from other stakeholders to help fund this project. Property will be very helpful in some addressing the needs of programs for children and families that were created with the closure of Long Island.
- GAAMHA, Inc., Gardner
 - Request: \$100,000
 - City/Town: Gardner
 - Units Preserved: 7 Units Created: 1
 - Population: Men
 - Project scope includes: Adding 1 more room, roof replacement, window replacement, a new electrical panel, mini splits, a bathroom renovation, and a new front porch.
- Casa Esperanza Inc., Boston
 - Request: \$100,000
 - City/Town: Boston
 - Units Preserved: 6
 - Population: Women & children
 - Project scope includes: Kitchen and bathroom renovations, HVAC updates, roof repairs and cosmetic upgrades
- Link House, Inc., Amesbury
 - Request: \$62,933
 - City/Town: Amesbury
 - Units Preserved: 25
 - Population: Men
 - Project scope includes: Kitchen/bathroom renovations, exterior updates, and a full fire escape replacement

Ms. Mikshenas concluded her presentation and there were no questions.

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: That the Center for Community Recovery Innovations, Inc. (“CCRI”), an affiliate of the Massachusetts Housing Finance Agency (the “Agency”), approve a grant in the amount of \$100,000 to Lowell House, INC D.B.A. Riverbend in Lowell, for the purposes described in the application, subject to the contingencies and requirements set forth in this recommendation.

FURTHER

VOTED: That CCRI approve a grant in the amount of \$76,155 Steppingstone, Inc., in Fall River, for the purposes described in the application, subject to the contingencies

and requirements set forth in this recommendation.

FURTHER

VOTED: That CCRI approve a grant in the amount of \$200,000 Victory Programs, Inc., in Brookline, for the purposes described in the application, subject to the contingencies and requirements set forth in this recommendation

FURTHER

VOTED: That CCRI approve a grant in the amount of \$100,000 GAAMHA, Inc., in Gardner, for the purposes described in the application, subject to the contingencies and requirements set forth in this recommendation

FURTHER

VOTED: That CCRI approve a grant in the amount of \$100,000 Casa Esperanza Inc., in Boston, for the purposes described in the application, subject to the contingencies and requirements set forth in this recommendation

FURTHER

VOTED: That CCRI approve a grant in the amount of \$62,933 Link House, Inc., in Amesbury, for the purposes described in the application, subject to the contingencies and requirements set forth in this recommendation

Noting that there was no other business requiring action or discussion, Chair Pinado adjourned the Center for Community Recovery Innovations, Inc. (CCRI) meeting and reconvened the meeting of MassHousing.

Loan Committee

Exchange Salem Four, Salem

Michael Carthas presented a proposal for Official Action Status, Commitment of Permanent Tax-Exempt Loan, Commitment of a Tax-Exempt Bridge Loan, Commitment of Workforce House Subordinate Loan, and Approval for the Use of Low-Income Housing Tax Credits for Exchange Salem Four, in Salem.

No questions

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: to approve the votes and findings as presented in the Board package that is attached and incorporated into the minutes of the meeting.

Exchange Salem Nine, Salem

Michael Carthas presented a proposal for Commitment of a Taxable Permanent Loan for Exchange Salem Nine, in Salem

No questions

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: to approve the votes and findings as presented in the Board package that is attached and incorporated into the minutes of the meeting.

Cambridge Blanchard I, Cambridge

Jeffrey Geller presented a proposal for Official Action Status, Commitment of a Tax-Exempt Conduit Loan, and Approval for the Use of Low-Income Housing Tax Credits for Cambridge Blanchard I, in Cambridge.

No questions

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: to approve the votes and findings as presented in the Board package that is attached and incorporated into the minutes of the meeting.

Ed August left the meeting.

Warren Hall, Boston (Brighton)

Jeffrey Geller presented a proposal for Official Action Status, Commitment of a Tax-Exempt Construction/Permanent Loan, Commitment of a Tax-Exempt Construction Equity Bridge Loan, Commitment of a Taxable Construction Equity Bridge Loan, Commitment of a Workforce Housing Loan, and Approval for the Use of Low-Income Housing Tax Credits for Warren Hall in Boston (Brighton).

Chair Pinado asked if the acquisition price include the commercial space?
Mr. Geller answered yes.

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: to approve the votes and findings as presented in the Board package that is attached and incorporated into the minutes of the meeting.

Bran Shim left the meeting.

Woodland Cove Phase III, Wareham

John Collins presented a proposal for Transfer of Interests for Woodland Cove Phase III in Wareham.

No Questions

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: to approve the votes and findings as presented in the Board package that is attached and incorporated into the minutes of the meeting.

There being no other business to consider, the meeting adjourned at 3:05 p.m.

A true record.

Attest:



Colin M. McNiece
Secretary

Materials:

- Minutes of the Meeting of November 12, 2025
- Board Package, December 9, 2025

**Minutes of the Regular Meeting
of the Members of MassHousing
held on
November 12, 2025**

The regular meeting of the Massachusetts Housing Finance Agency – doing business as MassHousing - was held on November 12, 2025. In accordance with Section 20 of An Act Extending Certain COVID-19 Measures Adopted During the State of Emergency, 2021 Mass. Acts 20, as amended, no Members were physically present and the meetings were conducted remotely through a publicly accessible Zoom meeting.

Participating remotely were the Members (by roll call):

Board Member	Present	Absent
Jeanne Pinado, Chair	X	
Carolina Avellaneda, Vice Chair	X	
Ed Augustus, <i>ex officio</i>	X	
Bran Shim*		X
Darnell Dunn	X	
Herby Duverné	X	
Tom Flynn	X	
Michael Glover	X	
Carmen Panacopolous	X	

**Designee of Matthew Gorzkowicz, ex officio*

The Chair convened the meeting to order at 2:00 p.m.

The Chair indicated that the first order of business was the approval of the minutes of the previous meeting.

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: That the minutes of the Regular Meeting held on October 14, 2025 are hereby approved and placed on record.

Chief Executive's Report

Chrystal Kornegay began her report by discussing the Opportunity Fund. Ms. Kornegay described the purpose of the Opportunity Fund and the principles that embody it. She explained how a few programs that have received designated opportunity funds had either reached their goals or been succeeded by new programs and therefore a need for consolidation and clean-up is recommended. She then described three proposals for new investment of Opportunity Fund money to finance the Workforce Housing program, Homeownership Initiatives, and a new preservation program.

First, Ms. Kornegay proposed the allocation of \$20 million to the Workforce Housing program. She explained that the goal of the Workforce Housing program is to create affordable mixed-income rental housing. This program has disbursed a total of \$189 million since 2016 with a total of 2,019 units. She noted that there are ten transactions in the pipeline proposing 729 units, of which 139 could be workforce housing units.

In response to Chair Pinado's question, Ms. Kornegay confirmed that the ten transactions represent a one-year pipeline.

Next, Ms. Kornegay proposed the allocation of \$20 million to a Homeownership Initiatives program. Homeownership Initiatives could include funds for Downpayment Assistance, to cover the MI Plus single premium for Workforce Advantage Program borrowers, and funds to enhance the agency's home improvement loan programs to support production of accessory dwelling units.

Finally, Ms. Kornegay proposed the allocation of \$20 million for the preservation of Naturally Occurring Affordable Housing ("NOAH") to mitigate the risk of losing affordable housing in the Commonwealth.

She concluded by noting the remaining undesignated funds will safeguard against the increasing uncertainty in the Agency's business, particularly with the federal government shutdown and the 2026 pipeline coming together in an environment with tariffs and cost escalations.

Ms. Panacopolous asked what kind of demand the Agency was seeing for ADUs. Ms. Kornegay explained that the Agency has heard a lot with respect to the barriers to ADU development and is early in program development working with the City and others to build out a program that minimizes some of those barriers.

Mr. Dunn noted that he is seeing ADUs advancing by-right now and that there is a lot of discussion with local banks that are seeing challenges with sitework and connecting to existing utilities.

Ms. Panacopolous inquired whether a rural focused program has been considered. Secretary Augustus explained that a number of discussions have been happening around a rural program. Ms. Kornegay shared that there has been a lot of feedback indicating that rural projects would require higher subsidy thresholds.

Ms. Kornegay then presented the several votes relating to the Opportunity Fund.

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: to approve the Votes and findings as presented in the Board package that is attached and incorporated into the minutes of the meeting.

Updated Commonwealth Builder Guidelines

Colin McNiece presented a vote to adopt the updated Commonwealth Builder Guidelines.

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: to approve the vote and findings as presented in the Board package that is attached and incorporated into the minutes of the meeting.

Creating a Support Fund within the Single Family Housing Revenue Bond Resolution

Rachel Madden presented a vote to adopt the One Hundred and Fifty-Second Supplemental Single Family Housing Revenue Bond Resolution for the purpose of creating a Support Fund within the Single Family Housing Revenue Bond Resolution.

Ms. Madden summarized the history of a prior amendment to the resolution that became effective in 2020 and allowed the Agency the option of taking an issuer fee out of the resolution. She explained that the Agency is authorized to transfer an issuer fee out of the resolution on semi-annual debt service payment dates of June 1 and December 1, but to date, has elected to retain such amounts within the Resolution to increase its wealth, improve asset parity ratio and allow the Agency to support DPA and other vital lending efforts. The creation of a sub-account allows additional optionality for the Agency to elect an issuer fee but rather than being restricted to each 6-month debt service payment date and have to take funds out of the resolution completely, leaving the money in a sub-account within the resolution where the Agency may use it, and any accruals, as part of a financing or withdraw it for other purposes, either of which may occur at any point in time.

In response to Ms. Avellaneda's question, Ms. Madden confirmed that if an issuer fee is not elected in each June and December, it cannot be made later.

Ms. Avellaneda further inquired whether the change needed to be presented to bondholders. Ms. Madden explained that it did not because the funds are no longer pledged to the bondholders. Stephanie Massey, one of the Agency's bond counsel for the single-family program, also stated that following the 2017 amendment, the funds are treated as Program Expense and no further bondholder action is necessary.

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: to approve the vote and findings as presented in the Board package that is attached and incorporated into the minutes of the meeting.

The Chairman asked if there was any other old or new business for the Members' consideration.

There was none.

There being no other business to consider, the meeting adjourned at 2:46 p.m.

A true record.

Attest.



Colin M. McNiece
Secretary

Materials:

- Minutes of the Meeting of October 14, 2025
- CEO's Report, November 12, 2025
- Board Package, November 12, 2025



Massachusetts Housing Finance Agency
One Beacon Street Boston, MA 02108

Tel: 617-854-1000 | Relay 711
Fax: 617-854-1091 | www.masshousing.com

Posted: December 4, 2025 @ 2:15 p.m.
Secretary of the Commonwealth, Regulations Division
Executive Office for Administration & Finance
masshousing.com

NOTICE

of a Meeting of the Members

The regular meeting of MassHousing and a special meeting of Center for Community Recovery Innovations, Inc. ("CCRI") will be held:

Date: **Tuesday, December 9, 2025**

Time: **2:00 p.m.**

Location: **See below**

In accordance with Section 20 of An Act Extending Certain COVID-19 Measures Adopted During the State of Emergency, 2021 Mass. Acts 20, as amended, this Meeting will not be conducted in a publicly accessible physical location. This meeting will instead be conducted through remote audio and video participation by the Members of MassHousing.

The public will be able to observe the Meeting online through the Zoom video/audio conference program.

The Zoom meeting link for this Meeting is: <https://masshousing.zoom.us/j/88103186714>

The Zoom meeting ID is: Meeting ID: 881 0318 6714

The Zoom Passcode is: 186357

Additional instructions for observing the meeting through Zoom are attached to this Notice.

Attention will be given to the following matters:

1. EXECUTIVE ACTIONS

- A. Call to Order
- B. Vote Approving the Minutes
 - Regular Meeting of November 12, 2025
- C. Chief Executive Officer's Report
- D. Volume Cap Report

Maura Healey, Governor
Kim Driscoll, Lt. Governor

Jeanne Pinado, Chair
Carolina Avellaneda, Vice Chair

Chrystal Kornegay,
Chief Executive Officer

- E. Staffing Update
- F. Votes Committing CCRI Funds
 - Lowell House, INC D.B.A. Riverbend, Lowell
 - Steppingstone, Inc., Fall River
 - Victory Programs, Inc., Brookline
 - GAAMHA, Inc., Gardner
 - Casa Esperanza Inc., Boston
 - Link House, Inc., Amesbury

2. LOAN COMMITTEE

- A. Exchange Salem Four, Salem
 - Official Action Status
 - Commitment of Permanent Tax-Exempt Loan
 - Commitment of a Tax-Exempt Bridge Loan
 - Commitment of Workforce House Subordinate Loan
 - Approval for the Use of Low-Income Housing Tax Credits
- B. Exchange Salem Nine, Salem
 - Commitment of a Taxable Permanent Loan
- C. Cambridge Blanchard I, Cambridge
 - Official Action Status
 - Commitment of a Tax-Exempt Conduit Loan
 - Approval for the Use of Low-Income Housing Tax Credits
- D. Warren Hall, Boston (Brighton)
 - Official Action Status
 - Commitment of a Tax-Exempt Construction/Permanent Loan
 - Commitment of a Tax-Exempt Construction Equity Bridge Loan
 - Commitment of a Taxable Construction Equity Bridge Loan
 - Commitment of a Workforce Housing Loan
 - Approval for the Use of Low-Income Housing Tax Credits
- E. Woodland Cove Phase III, Wareham
 - Transfer of Interests

Meeting Notices

In accordance with Section 20 of An Act Extending Certain COVID-19 Measures Adopted During the State of Emergency, 2021 Mass. Acts 20, as amended, this Meeting will not be conducted in a publicly accessible physical location. This meeting will instead be conducted through remote audio and video participation by the Members of MassHousing, and public observation will be available only through the Zoom audio/video conferencing program using the link and Meeting ID provided above. Instructions for joining the meeting through Zoom are attached.

Accessibility

If you need an accommodation to participate in a MassHousing meeting, event, or program, please call 617-854-1000 or email webinfo@masshousing.com. Please request accommodations as soon as possible but no later than 48 hours before a scheduled event so that we can have adequate time to accommodate your needs. [Click here to view our Accessibility statement.](#)

Steps to Join a Zoom Meeting

1. A Zoom meeting link will look like the following:

Join Zoom Meeting

<https://zoom.us/j/6881564212>

Meeting ID: 688 156 4212

One tap mobile

+13126266799,,6881564212# US (Chicago)

+16465588656,,6881564212# US (New York)

Dial by your location

+1 312 626 6799 US (Chicago)

+1 646 558 8656 US (New York)

+1 253 215 8782 US

+1 301 715 8592 US

+1 346 248 7799 US (Houston)

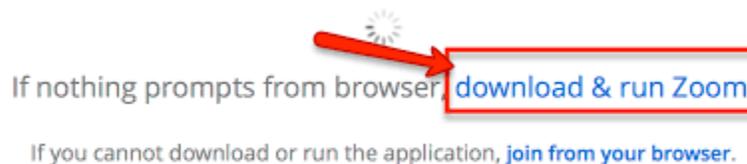
+1 669 900 9128 US (San Jose)

Meeting ID: 688 156 4212

Find your local number: <https://zoom.us/u/acgfl1ziEv>

2. Click the link below 'Join Zoom Meeting'.

NOTE: Simply calling a phone number without "joining the Zoom meeting" will not allow you to see the presentation. Clicking on the link will automatically download the Zoom program (Image below)



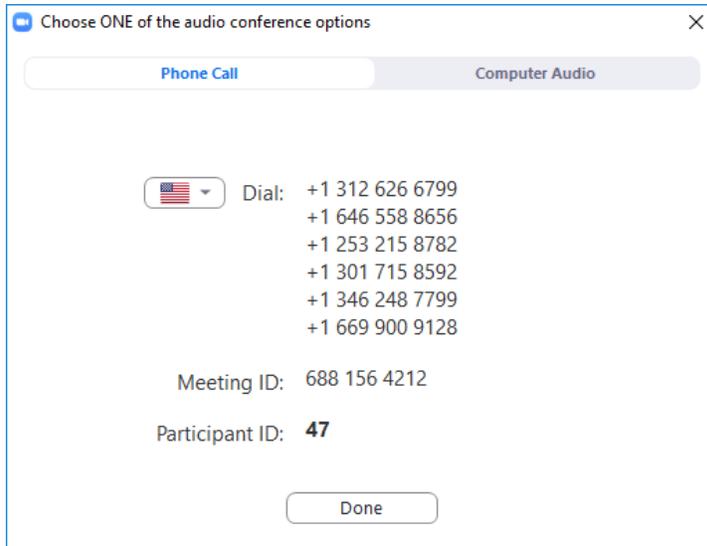
3. If Zoom does NOT automatically download and install. Click Download & run Zoom

NOTE: to see a video about this: <https://youtu.be/vFhAEoCF7jg>

Steps to Join a Zoom Meeting

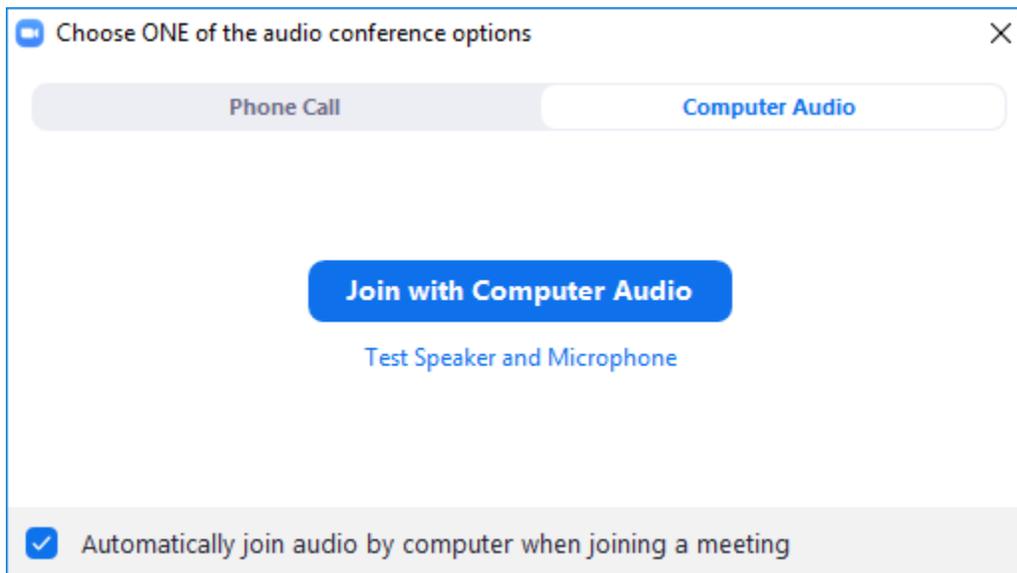
4. You will be provided with Audio Options.

NOTE: The numbers for your meeting may be different than the ones in this example.



5. Call one of the numbers provided and enter your Meeting ID and Participant ID when prompted.
6. If you have a headset or would like to use your computer audio, select the Computer Audio tab and Join with Computer Audio.

NOTE: Uncheck "Automatically join audio by computer" when joining a meeting.



7. All participants on the call will be muted. Please keep yourself on mute so that meeting can be as clear as possible.



Volume Cap

December 9, 2025

Presentation Summary

- **MassHousing CY2026 Volume Cap**
 - Impact of the “25 Test”
 - 2026 Volume Cap Breakdown
- **MassHousing CY2025 Volume Cap**
 - 2025 Volume Cap Breakdown
- **MassHousing Single Family
2025 Cap Analysis**

Impact of the “25% Test”

Projected Benefits

- Addresses backlog of deals with HLC funding awards waiting to access volume cap
- Allows **more expedient closing** of deals awarded by EOHLIC
- **Increases number of units** financed from approx. **1,300 to more than 3,000 annually**
- Opportunity to use a greater amount of volume cap to support the creation of **first-time homebuyers**
- Allows **preservation transactions** without EOHLIC subsidy to access volume cap

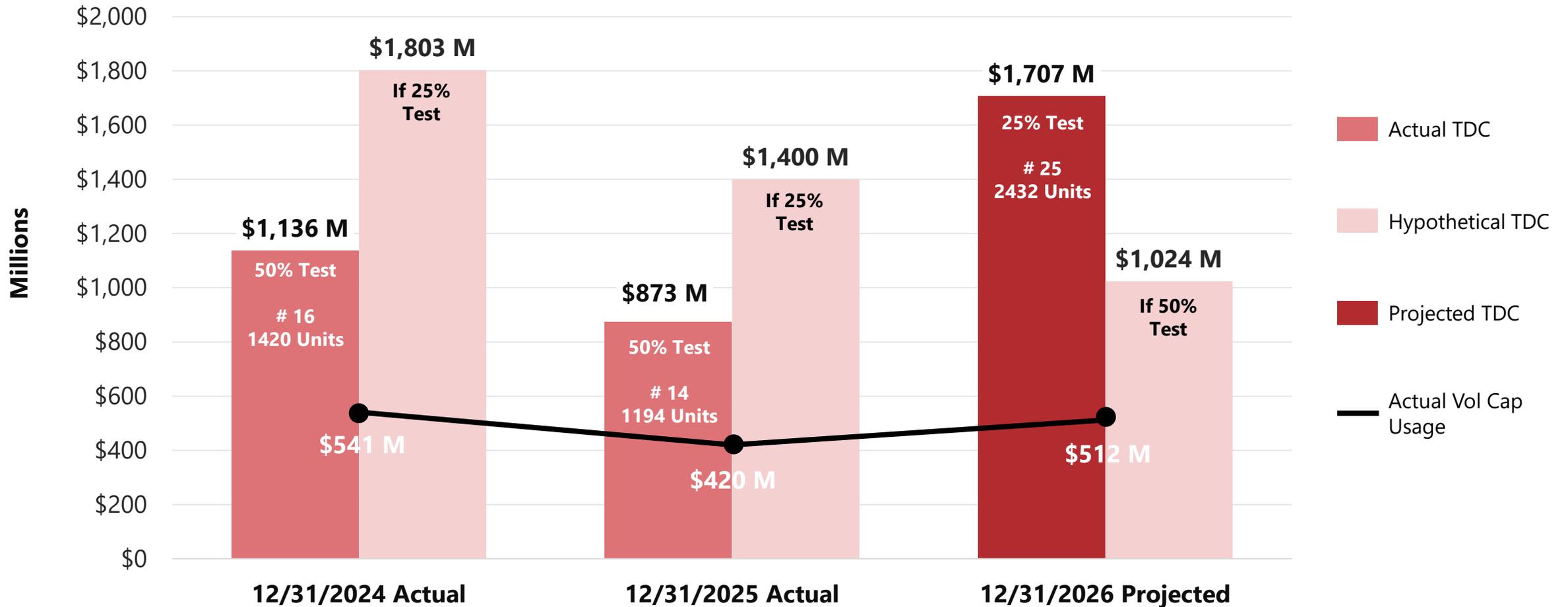
Other Factors

- Currently, LIHTC equity pricing is holding, which means **60% as much volume cap** triggers the **same amount of LIHTC equity**
- Increased access to volume cap is stretching capacity of all stakeholders (developers, architects, general contractors, et al.) to move more deals

25% Test Impact Broadly How it Works

	2025	2026
	50%	25%
Amount of Volume Cap	\$100,000,000	\$100,000,000
Eligible Basis Supported by VC	\$200,000,000	\$400,000,000
4% LIHTC Generated annually	\$8,000,000	\$16,000,000
Equity Raised over the 10-year period	\$80,000,000	\$160,000,000
# units @ \$700,000/unit	286	571

Increased Volume Cap Efficiency in CY2026



The numbers presented represent actual TDC in 2024 and 2025, projected TDC in 2026, and hypothetical TDC at either 25% or 50% to show the impact of the 25% test on TDC and the increased efficiency of volume cap allocation.



01

MassHousing CY2026 Volume Cap

2026 Multifamily Volume Cap Breakdown

Development	Deal Count	New Units	Preserved Units	Total Units	Volume Cap	Total Development Cost
EOHLC Awarded - New Production	15	1,157		1,157	\$244,676,000	\$833,214,731
EOHLC Awarded - Preservation	3		428	428	\$82,300,000	\$328,234,072
EOHLC Awarded - Preservation and Production	4	157	158	315	\$76,200,000	\$268,112,812
Non-EOHLC	9	42	1,254	1,296	\$172,700,000	\$576,020,071
State Land Disposition	2	133		133	\$35,800,000	\$119,521,749
Subtotal	33	1,489	1,840	3,329	\$611,676,000	\$2,125,103,435
Carried Forward from 2025	3	186	33	219	\$63,010,000	\$211,780,226
Total	36	1,675	1,873	3,548	\$674,686,000	\$2,336,883,661



02

MassHousing CY2025 Volume Cap

2025 Multifamily Volume Cap Breakdown

Development	Deal Count	New Units	Preserved Units	Replaced Units	Total Units	Volume Cap	Total Development Cost
EOHLC Awarded - New Production	8	437			437	\$172,950,000	\$372,500,123
EOHLC Awarded - Preservation	4		523		523	\$131,930,000	\$271,331,652
EOHLC Awarded - Preservation and Production	2	76		157	233	\$112,950,000	\$229,421,832
State Land Disposition	-					-	-
Volume Cap Increase (2025 Cap)	2					\$3,000,000	
Total	16	513	523	157	1,193	\$420,830,000	\$873,253,607
Carried Forward to 2026	3	186	33	0	219	\$63,010,000	\$211,780,226



03

MassHousing Single Family CY25 Volume Cap Analysis

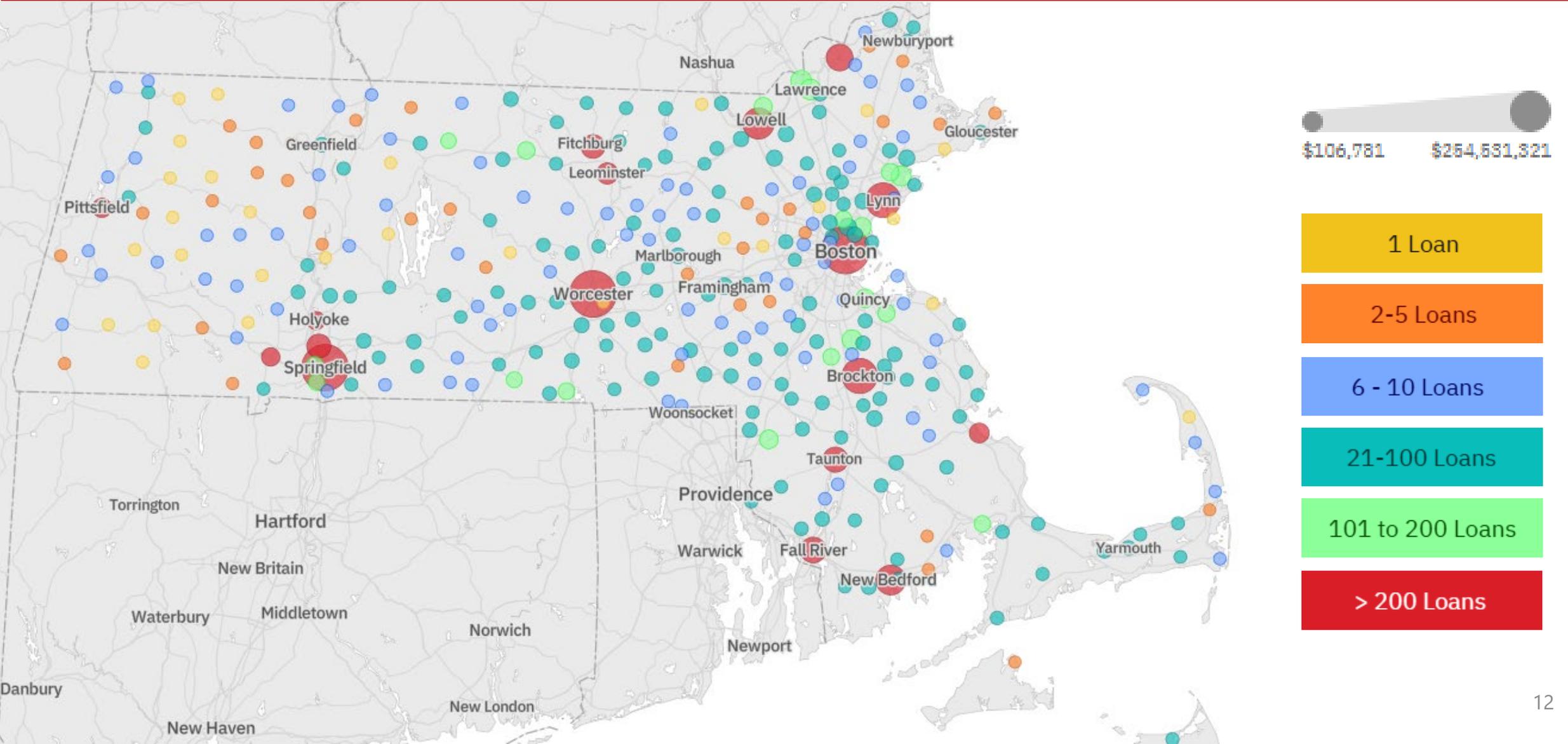
Benefits to borrowers

\$200M of Volume Cap in CY26 enables first-time homeowners to achieve significantly lower interest rates

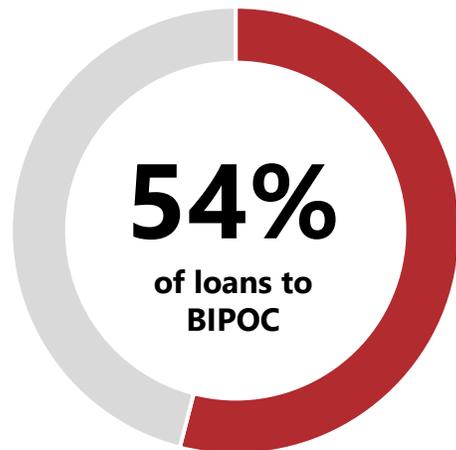
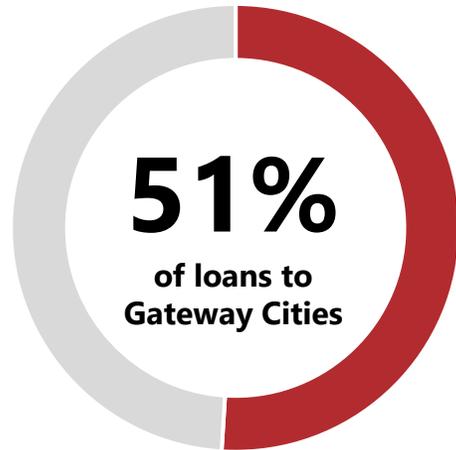
Assuming a \$325,000 loan	Without New Volume Cap	With \$200M of New Volume Cap
Blend	0% Volume Cap 100% Taxable	~50% New & Recaptured Volume Cap ~50% Taxable
Interest Rate	6.80%	6.25% -0.55%
Monthly Payment	\$2,119	\$2,001 -\$118
Benefit to borrowers over 30yrs		-\$42,365
Present Value Benefit to the Borrower Today		-\$19,113

- **With \$200M of New Volume Cap for MassHousing Single-Family** - coupled with other tools in MH's chest - would allow issuances to be roughly 50% tax exempt and 50% taxable debt
- \$200M of New Volume Cap towards Single-Family annual bond transactions **lowers a borrower's mortgage interest rate by .55%**
- This equates to a **mortgage payment that is \$118 less per month or a total of \$42,365 in savings** over the 30-year life of the loan

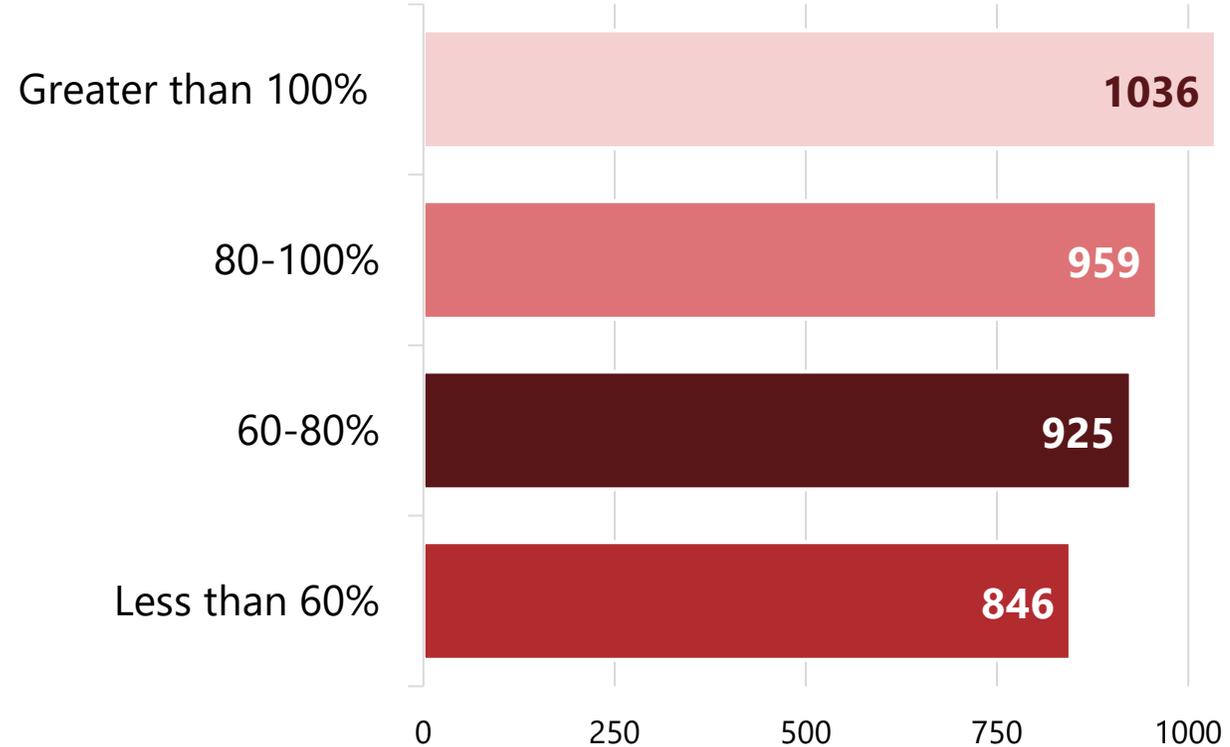
FY25 First Mortgages by Municipality



FY25 Single Family Highlights



Loan count by AMI



Thank You!

Questions? Comments?

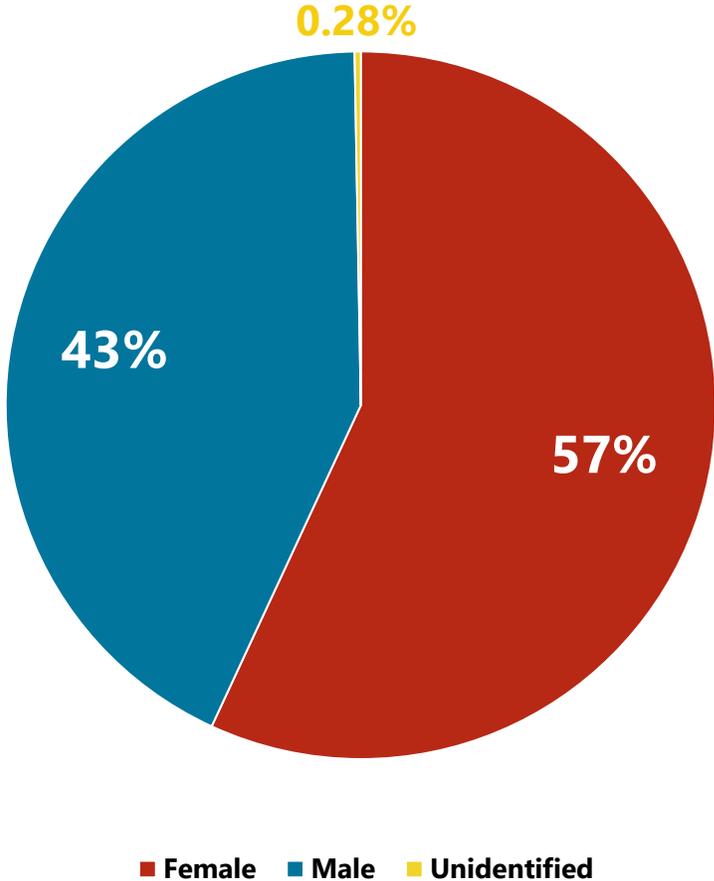
MassHousing's Demographics Update

December 9, 2025

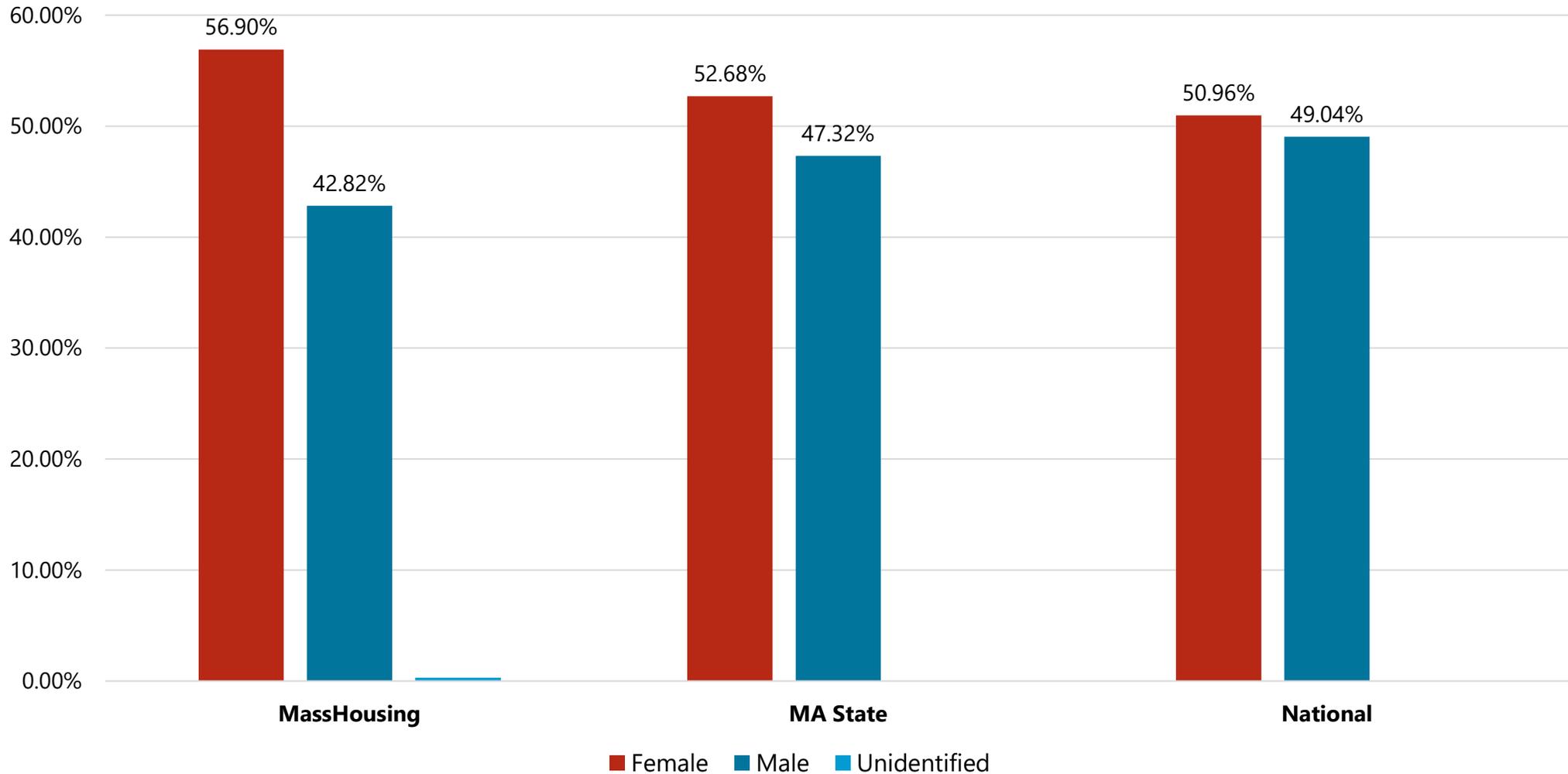


Overall Dispersion of Gender at the Organizational Level

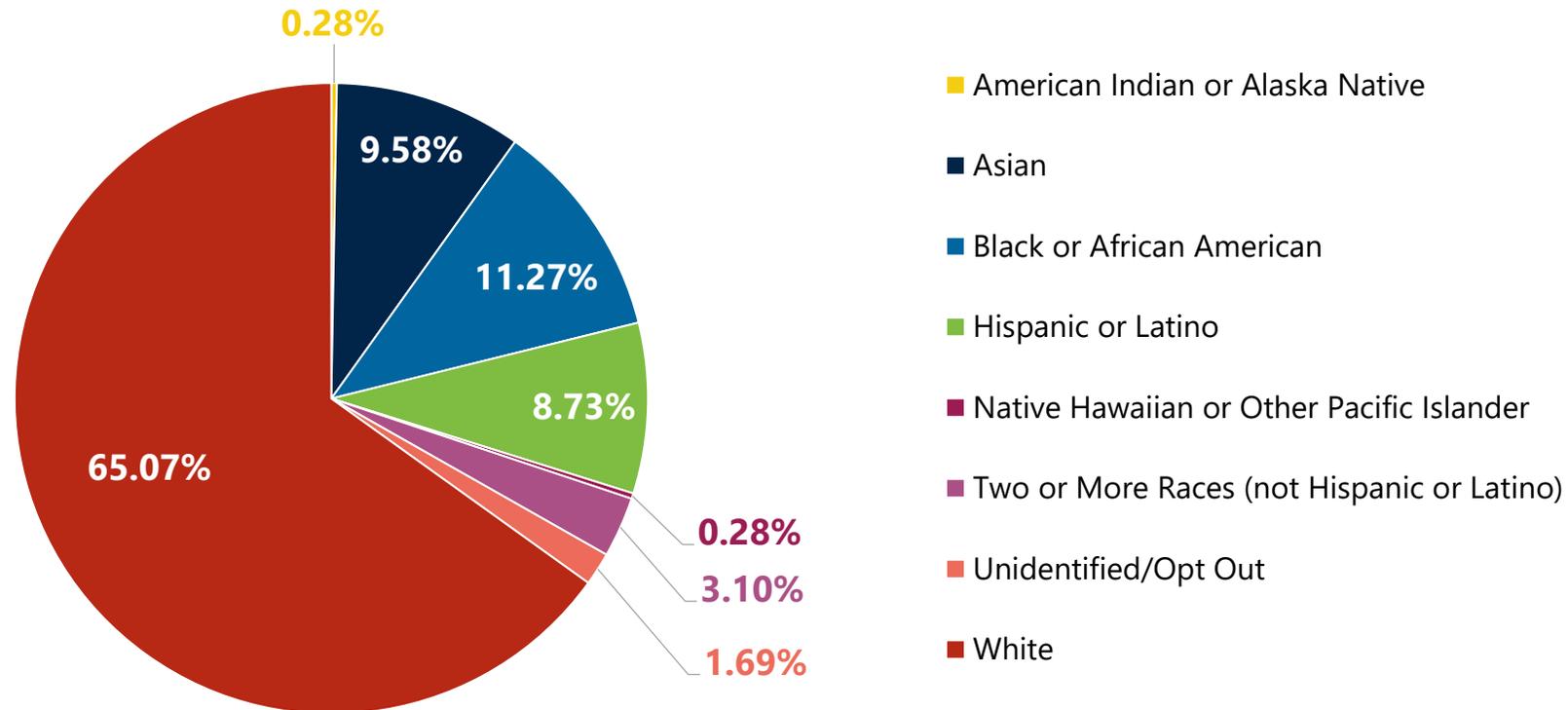
Gender	Count	Percentage
Female	202	56.90%
Male	152	42.82%
Unidentified	1	0.28%
TOTAL	355	100%



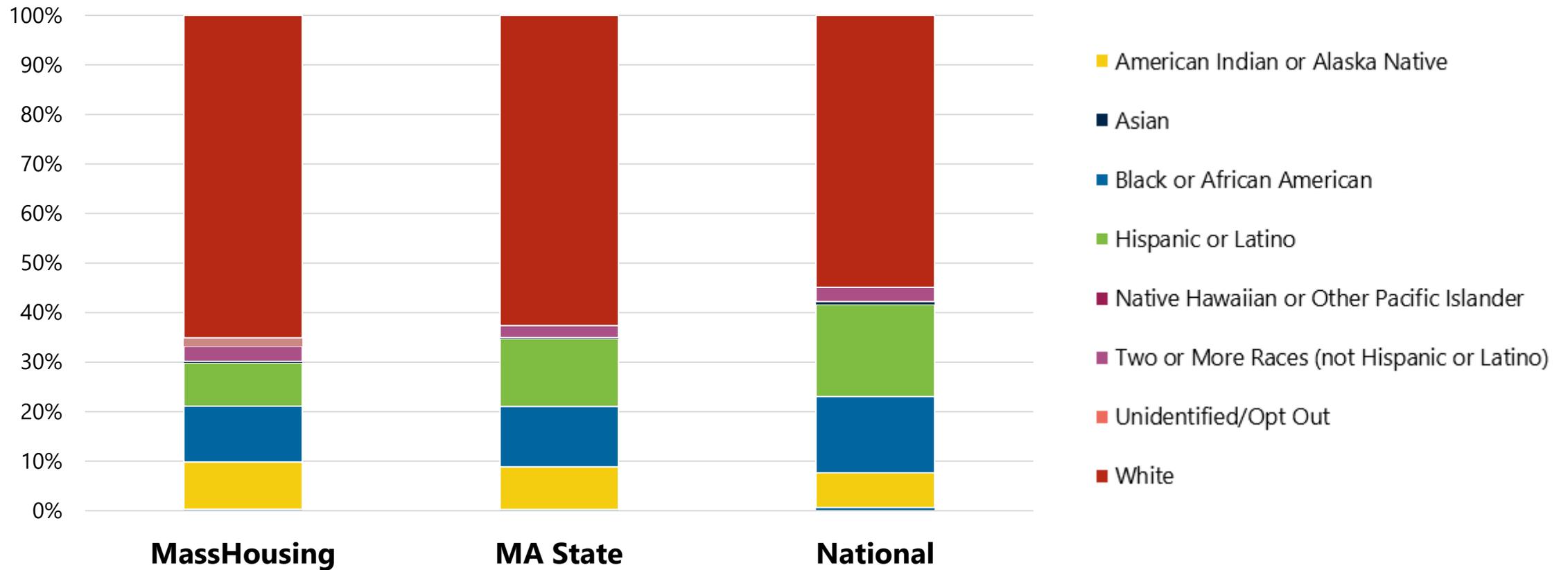
Overall Dispersion of Gender Comparison



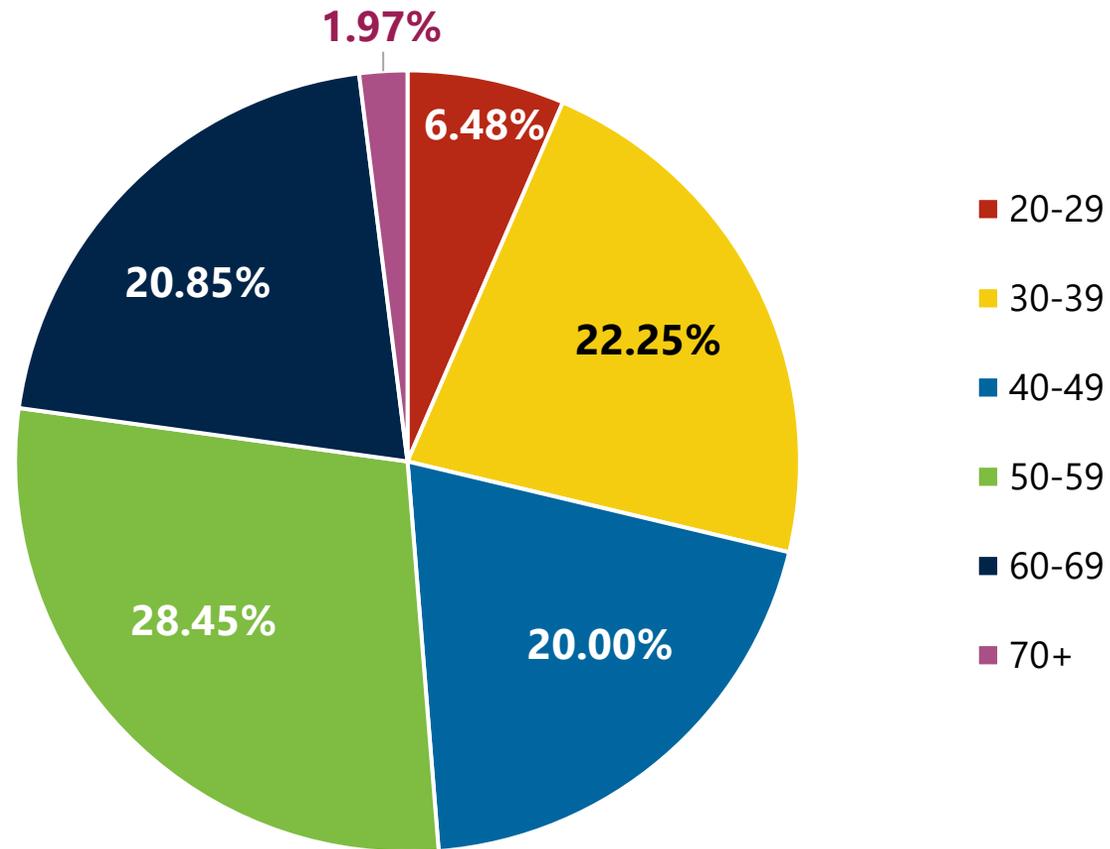
Overall Dispersion of Ethnicity at the Organizational Level



Overall Dispersion of Ethnicity Comparison

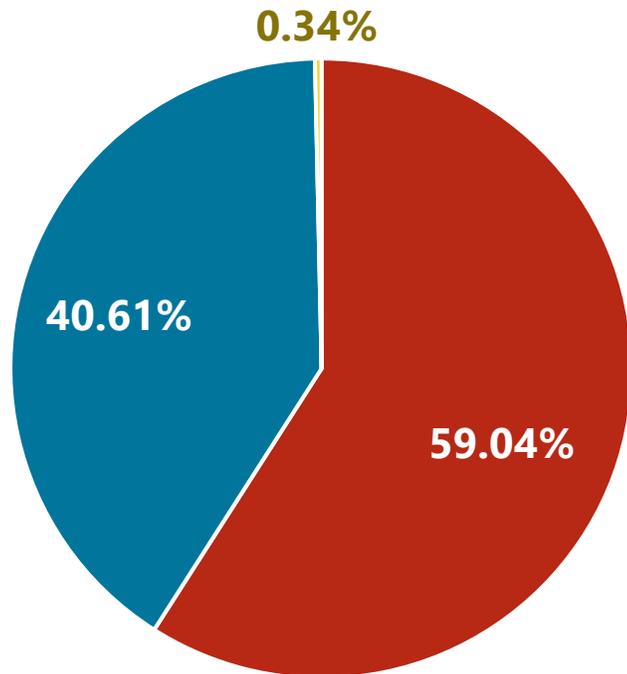


Overall Dispersion of Age at the Organizational Level



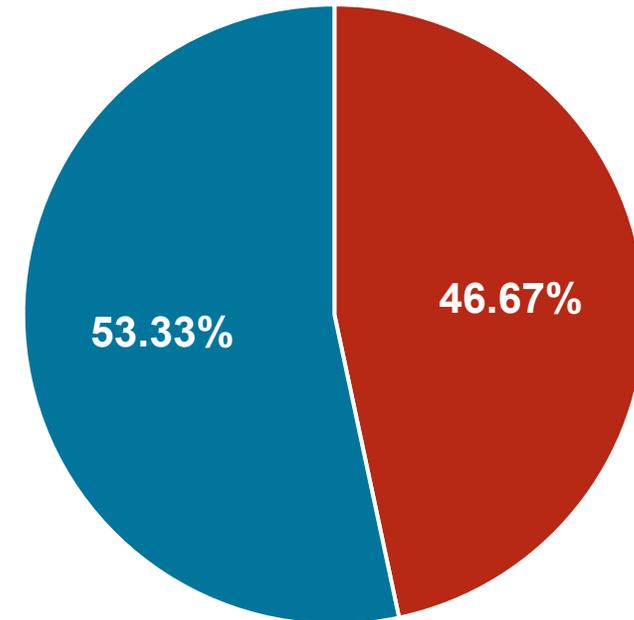
Dispersion of Gender *by Role Level*

Professional Staff Roles <D65 Bands



Female Male Unidentified

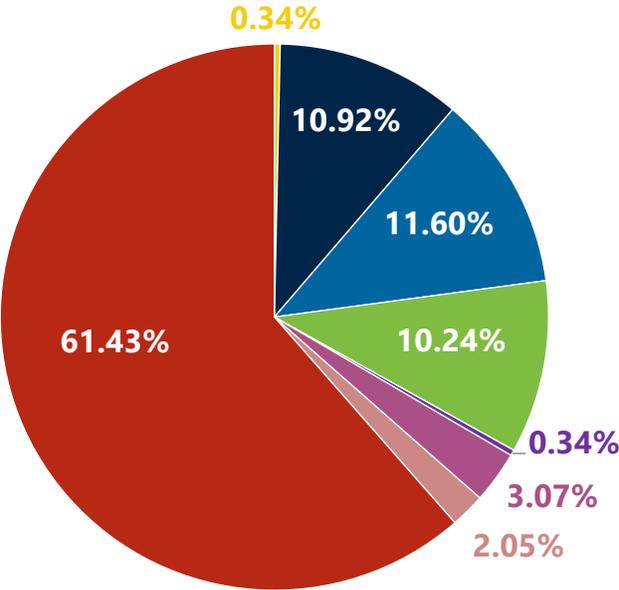
Leadership Staff Roles D65+ Bands



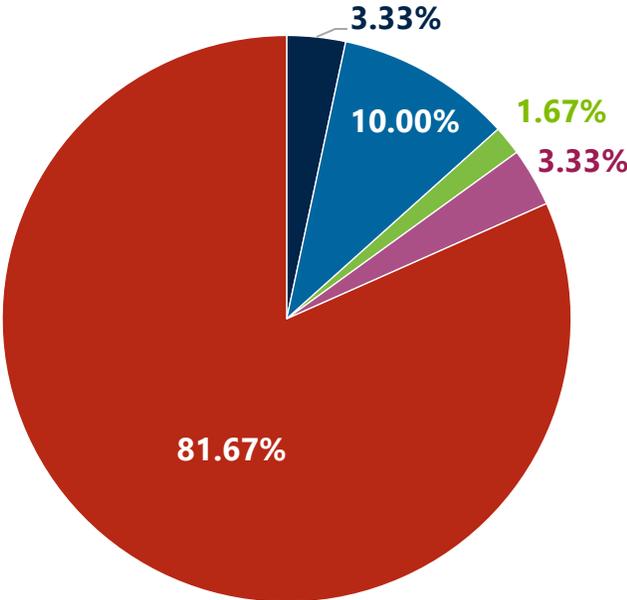
Female Male

Dispersion of Ethnicity *by Role Level*

Professional Staff Roles <D65 Bands



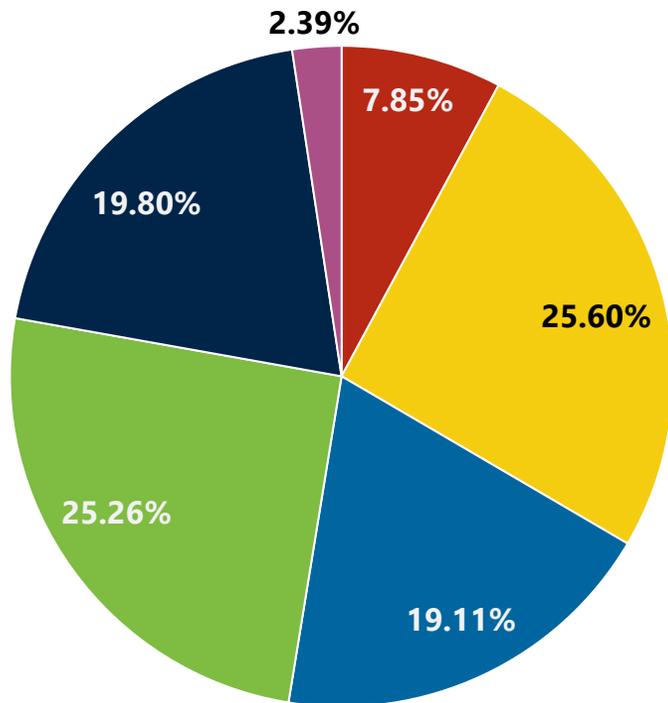
Leadership Staff Roles D65+ Bands



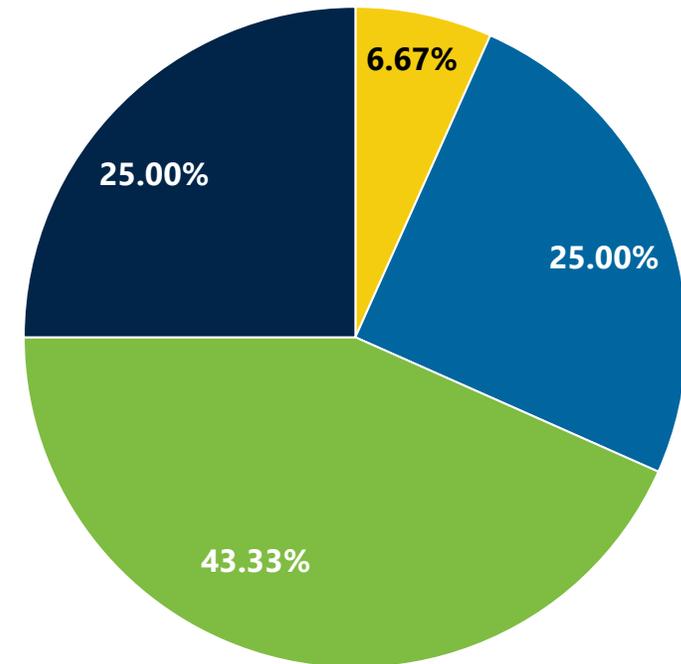
- American Indian or Alaska Native
- Asian
- Black or African American
- Hispanic or Latino
- Native Hawaiian or Other Pacific Islander
- Two or More Races (not Hispanic or Latino)
- Unidentified/Opt Out
- White

Dispersion of Age *by Role Level*

Professional Staff Roles <D65 Bands



Leadership Staff Roles D65+ Bands



■ 20-29 ■ 30-39 ■ 40-49 ■ 50-59 ■ 60-69 ■ 70+

Year Over Year Comparison (2020 – 2025)

Gender

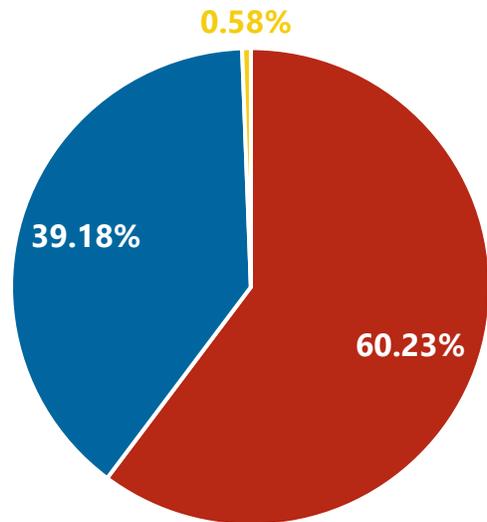
Year	Male	Female	Unidentified
2020	44.38%	55.63%	0.00%
2021	44.41%	55.59%	0.00%
2022	44.00%	56.00%	0.00%
2023	42.72%	57.28%	0.00%
2024	42.51%	57.49%	0.00%
2025	42.90%	56.82%	0.28%

Ethnicity

Year	White	Person of Color	Unidentified
2020	66.56%	33.44%	0.00%
2021	66.78%	33.22%	0.00%
2022	66.00%	34.00%	0.00%
2023	66.14%	33.86%	0.00%
2024	66.17%	32.63%	1.20%
2025	63.35%	34.94%	1.70%

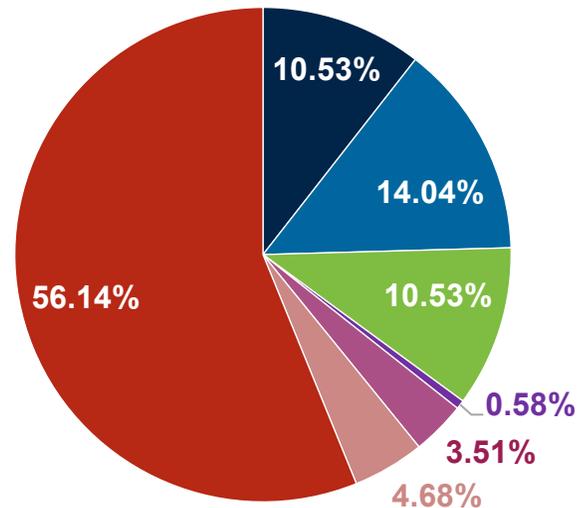
Recently Hired Employee Data (2020 – Present)

Gender



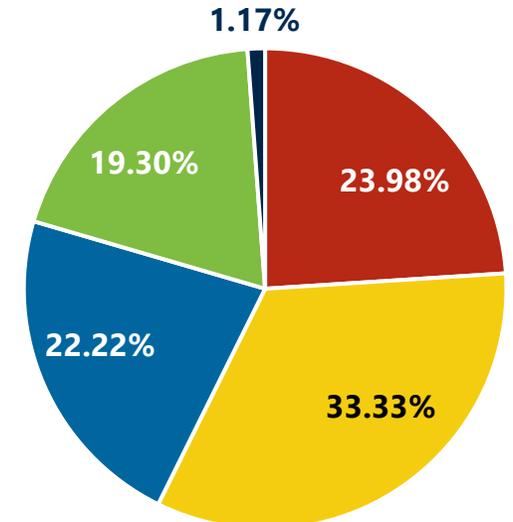
■ Female ■ Male ■ Unidentified

Ethnicity



■ American Indian or Alaska Native
 ■ Asian
 ■ Black or African American
 ■ Hispanic or Latino
 ■ Native Hawaiian or Other Pacific Islander
 ■ Two or More Races (not Hispanic or Latino)
 ■ Unidentified/Opt Out
 ■ White

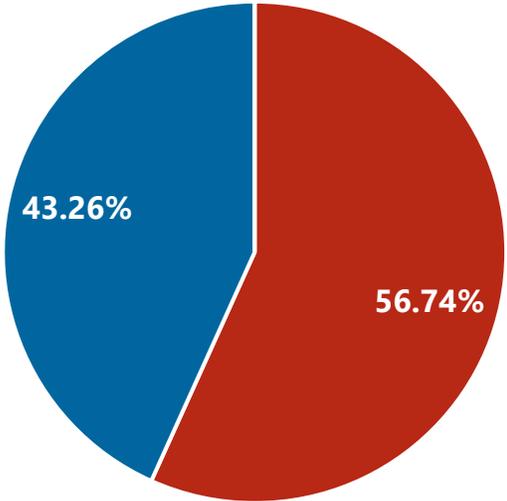
Age



■ 20-29 ■ 30-39 ■ 40-49 ■ 50-59 ■ 60-69 ■ 70+

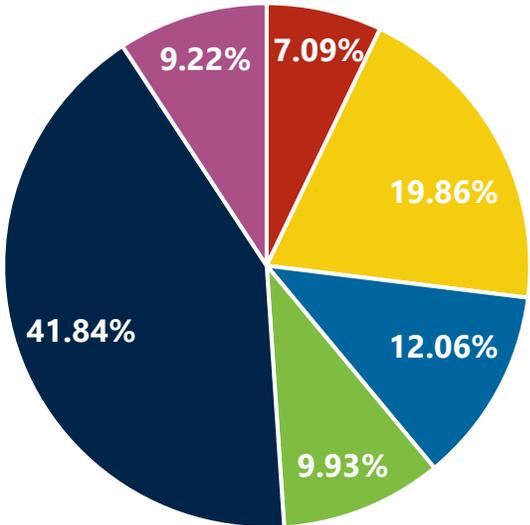
Recently Departed Employee Data (2020 – 2025)

Gender



Female Male Unidentified

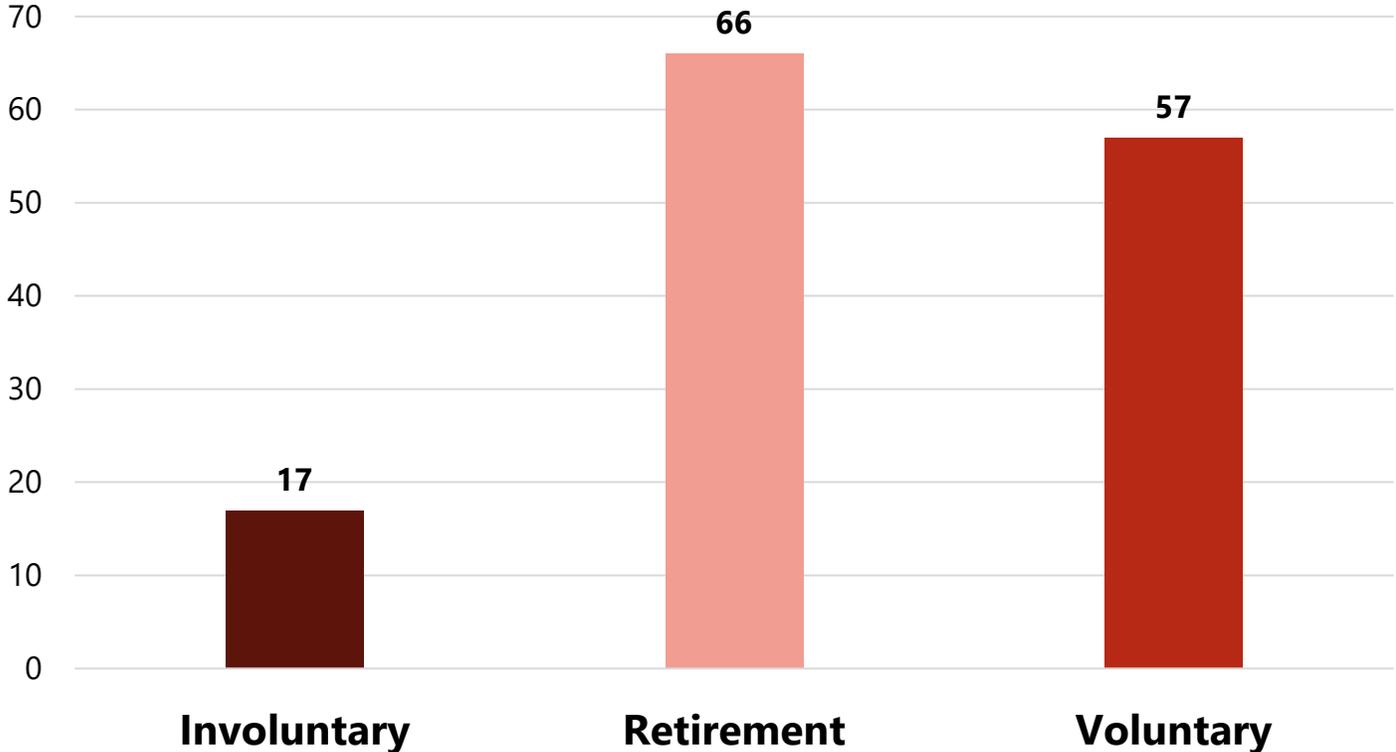
Age



20-29 30-39 40-49 50-59 60-69 70+

Recently Departed Employee Data (2020 – 2025)

Reason



Average tenure of the remaining workforce has decreased:

2020 – 13.5 Years

2025 – 12.0 Years

Questions?
Comments?

Thank You!



Therefore, staff propose the following votes to effectuate these funding decisions:

VOTED: That the Center for Community Recovery Innovations, Inc. (“CCRI”), an affiliate of the Massachusetts Housing Finance Agency (the “Agency”), approve a grant in the amount of \$100,000.00 to Lowell House, Inc., d.b.a. Riverbend, Lowell, for the purposes described in the application, subject to the contingencies and requirements set forth in this recommendation.

FURTHER VOTED: That CCRI approve a grant in the amount of \$76,155.00 to Steppingstone, Inc., Fall River for the purposes described in the application, subject to the contingencies and requirements set forth in this recommendation.

FURTHER VOTED: That CCRI approve a grant in the amount of \$200,000.00 to Victory Programs, Inc., Brookline, for the purposes described in the application, subject to the contingencies and requirements set forth in this recommendation.

FURTHER VOTED: That CCRI approve a grant in the amount of \$100,000.00 to GAAMHA, Inc., Gardner, for the purposes described in the application, subject to the contingencies and requirements set forth in this recommendation.

FURTHER VOTED: That CCRI approve a grant in the amount of \$100,000.00 to Casa Esperanza Inc., Boston, for the purposes described in the application, subject to the contingencies and requirements set forth in this recommendation.

FURTHER VOTED: That CCRI approve a grant in the amount of \$62,933.00 to Link House, Inc., Amesbury, for the purposes described in the application, subject to the contingencies and requirements set forth in this recommendation.



THE CENTER FOR COMMUNITY RECOVERY INNOVATIONS, INC.

Recommendations and Vote: FY26 Round 1

Presented to the CCRI Board of Directors
December 9, 2025

FY26 Applications

12 Full Applications received, 6 for consideration today.

• Lowell House, Inc., Lowell	\$100,000
• Steppingstone, Inc., Fall River	\$76,155
• Victory Programs, Inc., Boston	\$200,000
• GAAHMA, Inc., Gardner	\$100,000
• Casa Esperanza, Inc., Boston	\$100,000
• Link House Inc, Amesbury	\$62,933
Total:	\$639,088



CCRI

FY26 MH Staff Reviewers

Kelly Hetrick, Housing Stability

Jen Foley, Chief of Staff

Joe Bertolino, Rental Underwriting

Tom Farmer, Marketing & Communications

Nancy MacDonald, Government Affairs

Lily Lopez, Asset Management

Kayla Christopher, Marketing & Communications

Stephen Costa, Marketing & Communications

Lizzie Torres, Strategic Community Investments

Rachel Carlson, Strategic Community Investments

Elizabeth Valenta, AHTF

Libby Hayes, Housing Stability

Ryan Setzko, Rental Underwriting

Mike Busby, 40B

Kristina Tseng, AHTF

Beth DeFranzo, Finance

Christina Keophannga, Asset Management

Virginia Melendez, Homeownership

Paul Mulligan, Homeownership Quality Control



CCRI

Lowell House Inc.

Request: \$100,000

City/Town: Lowell

Units Preserved: 10

Population: Women

Past Awards:

65 Harvard Street, Lowell: \$75,000 in 2011

Lowell House: 8 awards totaling \$405,991 (2 Covid 19 Relief grants)



CCRI

Steppingstone Inc.

Request: \$76,155

City/Town: Fall River

Units Preserved: 23

Population: Men

Past Awards:

466 North Main Street, Fall River: \$23,845 in 2022



Steppingstone Inc.: 12 awards totaling \$394,932.00 (2 COVID relief grants)



Victory Programs Inc.

Request: \$200,000

City/Town: Boston

Units Created: 10

Population: Women & Families

Past Awards:

16 Willams Street, Brookline: \$0



Total Prior Awards: 9 totaling \$448,564 (1 COVID relief grant)



GAAHMA, Inc.

Request: \$100,000

City/Town: Gardner

Units Preserved: 7 Units Created: 1

Population: Men

Past Awards:

82 Graham Street, Gardner: 0

Total Prior Awards: 5 totaling \$350,000 (1 Covid Relief Grant)



CCRI

Casa Esperanza, Inc.

Request: \$100,000

City/Town: Boston

Units Preserved: 6

Population: Women & Families

Past Awards:

8 Dunmore Street, Boston: \$0

Total Prior Awards: 7 totaling \$306,652 (1 COVID relief grant)



Link House, Inc.

Request: \$62,933

City/Town: Amesbury

Units Preserved: 25

Population: Men



Past Awards:

39 High Street, Amesbury: \$27,750 in February 2021

Total Prior Awards: 4 totaling \$157,750 (1 COVID relief grant)



Grants to be voted on

• Lowell House, Inc., Lowell	\$100,000
• Steppingstone, Inc., Fall River	\$76,155
• Victory Programs, Inc., Boston	\$200,000
• GAAHMA, Inc., Gardner	\$100,000
• Casa Esperanza, Inc., Boston	\$100,000
• Link House Inc, Amesbury	\$62,933
Total:	\$639,088



CCRI

Loan Commitment Proposal | December 9, 2025

Exchange Salem Four

1. General Project Information	
Project Name	Exchange Salem Four
Project ID	23-019
Associated Projects	Exchange Salem Nine
Address(es)	252 Bridge Street, Salem, MA 01970
Sponsor	WinnDevelopment Company Limited Partnership
Transaction Type	Production (4%)
Funding Type	Forward Commitment of Permanent Loan
Execution Type	Portfolio (TE)
Credit Enhancement	HUD/FHA Risk-Sharing with 50% credit risk
Approval Type	Board
Total Rental Units	72
Affordability Mix	57 Affordable 15 Workforce

2. Recommended Actions

- Official Action Status
- Commitment of a Permanent Tax-Exempt Loan
- Commitment of a Tax-Exempt Bridge Loan
- Commitment of a Workforce Housing Subordinate Loan
- Approval for the Use of Low-Income Housing Tax Credits

3. Background

The proposed financing will support the new construction of The Exchange Salem (the “Building”), a 115-unit, five-story mixed-use and mixed-income building located in Salem. Exchange Salem Four (the “Development”), is a 72-unit condominium within the Building financed with tax-exempt bonds and 4% tax credits and is the subject of this commitment proposal. The Building will also include a so-called “9% twin” condominium that will be financed using the 9% LIHTC program.

The Building is a proposal by WinnDevelopment Company Limited Partnership (“Winn” or the “Sponsor”), and is the result of an RFP from the City to provide quality and energy-efficient affordable and mixed-income housing in Salem. Winn was awarded development rights under the RFP in 2020. In addition to The Exchange Salem, the Sponsor’s agreement with the city includes obligations relating to a homeownership project on a nearby parcel. See Section 13 for additional details on the homeownership component.

4. MassHousing Financing	
First Loan	
Type	Tax-Exempt Permanent Loan
Loan Amount	\$7,250,000
Interest Rate	30-Year MMD plus 237 basis points (bps) to be locked at Construction Loan Closing (processing rate of 6.82% assumed for underwriting)
Loan Term / Amortization	41 y / 40 y
Term of Fwd Commitment	30 months
Year 1 DSCR	1.30 projected (1.10 minimum)
LTV	TBD projected (90% maximum)
Tax-Exempt Equity Bridge Loan	
Type	Tax-Exempt Bridge Loan
Loan Amount	\$7,500,000
Interest Rate	5.17% projected
Loan Term/Amortization	12 mo / interest only
Junior Loan	
Type	Workforce Housing Loan (the “WFH Loan”)
Loan Amount	\$500,000
Interest Rate	0% projected
Loan Term/Amortization	Coterminous with the First Loan
Terms of Cash Flow Sharing	To the extent there is cashflow during operations, 50% will be split between MassHousing and the other subordinate lenders on a pari-passu basis, with MassHousing’s share being used to service principal on the WFH Loan.
Junior Loan	
Type	Capital Magnet Funds Loan (“CMF Loan”)
Loan Amount	\$1,000,000
Interest Rate	0% projected
Loan Term/Amortization	Coterminous with the First Loan
Terms of Cash Flow Sharing	None

5. Development Plan

Description of Site. The Building will be located on the Crescent Parcel, which is an approximately 42,000 square-foot vacant parcel at 252 Bridge Street in Salem (the “Site”). The Site borders the North River, sits adjacent to Salem’s Downtown core and the MBTA commuter rail station, and is located along the Salem Bike Path.

Description of Existing or Proposed Building. The Exchange Salem will transform an existing City-owned surface parking lot into a mixed-income residential community. The Exchange Salem will consist of a single, five-story building over a two-story podium. The basement and ground floor will include parking, the residential lobby, retail space, coworking space, and a fitness facility. The development plan includes the creation of courtyards and walkways to allow both pedestrians and cyclists to seamlessly connect between Bridge Street and the riverfront. This provides a significant improvement to the public realm through the creation of open space, improved circulation, and stronger pedestrian connections.

The Development will consist of 72 units, which includes 15 studio, 36 one-bedroom and 21 two-bedroom units. All 72 residential units for the Development will be located on floors two through four. All 43 residential units for the 9% project will be located on floors five and six.

The Exchange Salem is pursuing PHIUS CORE 2024 Certification, ensuring a high-performance, energy-efficient design. Other environmentally responsible design elements will include Energy Star certification, high-efficiency HVAC systems with smart controls, continuous insulation beyond energy code requirements, LED lighting, and solar-ready design.

Description of Affordability Mix. All 72 units will be subject to income restrictions with set-asides ranging from 30% of Area Median Income (“AMI”) to 110% of AMI.

Eleven (11) units will benefit from project-based rental assistance, of which three (3) will benefit from Project-Based Section 8 HAP contract and eight (8) will benefit from Project-Based MRVP. Fifteen (15) Workforce Housing units will be restricted to 110% of AMI.

Site Control. The Sponsor has a Purchase and Sale Agreement with the Salem Redevelopment Authority (the “SRA”). The Borrower will acquire the Development parcel as part of the Construction Closing as evidenced through a deed conveying fee simple title.

6. Borrower Team

Mortgagor Entity: Exchange Salem Four Limited Partnership

Exchange Salem Four Limited Partnership (“Borrower”) is a single-asset, sole-purpose limited partnership formed for the purposes of owning and operating the Development.

Developer / Sponsor: WinnDevelopment Company Limited Partnership

WinnDevelopment Company Limited Partnership, (“WinnDevelopment”) is a Massachusetts limited partnership, the sole general partner of which is WDP Manager Corp., a Massachusetts corporation wholly owned by the partners of the company. Founded in 1971 and comprised of a staff of 3,000, WinnCompanies (the parent company of WinnDevelopment) is an owner, developer and manager of multifamily communities and mixed-income properties, owning more than 100 properties in 11 states, including 15,600 apartments. The company’s development practice focuses on large-scale mixed-use and mixed-income multifamily properties, the acquisition and repositioning of properties, and the acquisition and adaptive reuse of historic structures.

The Agency’s most recent experiences with WinnDevelopment were on Newton Gardens, Somerhill, and Northern Heights in 2025.

General Partner / Managing Member: Exchange Salem Four GP LLC

A single-purpose entity formed for the purpose of being the general partner of the ownership entity

Construction Lender: Bank of America, N.A.

Bank of America is one of the world’s leading financial institutions, serving individual consumers, small and middle-market businesses, and large corporations with a full range of banking, investing asset management and other financial and risk management products and services.

Bank of America is also one of the largest lenders and investors in affordable, multifamily housing in the United States. Between 2005 and 2025, Bank of America financed over 200,000 affordable housing units in projects serving individuals, families and seniors.

Recent Agency transactions in which Bank of America N.A. was the construction lender and syndicator were Eva White Apartments and 41 LaGrange Street 4% and 9% in 2024.

Syndicator / Investor: Bank of America, N.A.

Management Company: Winn Managed Properties, LLC (d/b/a “WinnResidential”)

WinnResidential is the fifth largest multifamily property managers in the United States, as well as the largest manager of affordable and privatized military housing. The company manages over 100,000 units at more than 550 properties in 22 states and the District of Columbia, including more than 50,000 units of affordable housing.

The Agency’s most recent experiences with WinnResidential were on Newton Gardens, Somerhill, and Northern Heights in 2025.

Architect: Cube3

Headquartered in Lawrence, MA, with over 135 employees, Cube 3 provides services in over 26 states including campus, healthcare, retail, residential and corporate office space.

The Agency’s most recent experiences with Cube 3 were on The Pointe at Hills Farm 4% and 9% in 2023.

General Contractor: Windover Construction

Windover Construction is a Beverly, MA, based construction firm with extensive experience in modular construction and senior living projects. Windover has recently completed new construction multifamily projects in Bedford, Hampton, and Beverly.

The Agency’s most recent experience with Windover Construction was on Water Works II in 2022.

7. Summary of MassHousing-Sponsor Relationship			
	<i>Recorded</i>	<i>Committed</i>	<i>Total</i>
Number of Projects with MassHousing Debt	33	9	42
Total Units with MassHousing Debt	5,355	1,620	6,440
Outstanding MassHousing Principal Debt	\$776,571,780	\$189,606,400	\$966,178,180
Number of Projects with MassHousing Conduit Financing	3		
MassHousing Conduit Loans are Compliant with Program Rules	Yes		
Adverse Actions Against the Borrower Team	No		
Current on Obligations with MassHousing	Yes		
Property Management Affiliate	Yes, Winn Managed Properties, LLC manages properties in the Sponsor's portfolio and offers management services outside the portfolio		

MassHousing Staff	
Origination	Michael Carthas, Originator Sim Montrond, Analyst
Underwriting	Ryan Setzko, Underwriter Mitchell Printz, Underwriting Analyst
Asset Management	Lee Fiorenza, Portfolio Manager Patricia Dravinskis, Asset Manager

8. Unit Mix

Unit Size	Total Units	LIHTC Eligible						Workforce Housing	
		Section 8 PBV 30% AMI*		MRVP 30% AMI		LIHTC 60% AMI*		110% AMI	
		Count	Rent	Count	Rent	Count	Rent	Count	Rent
0 BR	15			3	\$2,212	9	\$1,665	3	\$2,055
1 BR	36			2	\$2,377	26	\$1,785	8	\$2,444
2 BR	21	3	\$3,110	3	\$2,827	11	\$2,142	4	\$2,970
Total	72	3		8		46		15	

* Rents net of utility allowances

Project-Based Rental Subsidy		
Type	Section 8	MRVP
Term	20 y	15 y
Administrator	Metro Housing	Metro Housing
Lesser of contract rents		

9. Operating Overview

Underwritten Operating Expenses	\$978,600 (approximately \$13,600 per unit)
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Basis of Operating Costs. Operating expenses assumptions are based on the review of comparable properties, borrower-proposed budget, and borrower-supporting documentation.

10. Project Costs

Core Residential Costs	
Base	\$38,460,956
Extraordinary	\$5,715,534
Total	\$44,176,490
Commercial, Site and Other Non-Residential Costs	
Commercial Costs	\$502,702
Site and Other Non-Residential Costs	\$3,470,471
Total	\$3,973,173
Total Development Cost	
Total	\$48,149,663

Project Construction Costs	
Total Construction Cost	\$32,580,380
Construction per Square Foot	\$362

Background on Extraordinary Residential Costs. Extraordinary costs related to the construction of the residential spaces are driven by the tight construction site, which necessitates the use of a tower crane and hydraulic elevators.

Background on Commercial, Site and Other Non-Residential Costs. Commercial, site and non-residential costs are primarily attributable to the construction of a new drainage outfall at the Site. Additional costs are related to the City-required publicly accessible courtyard, walkways, retail spaces, ramps, and curb cuts. Lastly, there are costs associated with flood mitigation efforts, which requires the construction of a two-story steel podium.

Background on Building Standards Costs. Building Standards costs are related to the building materials, installation and insulation required to meet the specialized energy code. These costs are included as Core Residential Costs and contribute to the total development costs

11. Sources and Uses

Sources of Funds	Total
MH Permanent Loan	\$7,250,000
MH Workforce Housing Loan	\$500,000
MH Capital Magnet Fund Loan	\$1,000,000
Federal LIHTC Equity	\$12,251,940
State LIHTC Loan	\$11,377,500
SRA Subordinate Seller Note	\$1,900,000
MassSave Energy Rebate	\$285,652
North Shore Home Consortium	\$475,096
EOHLC HOME, AHTF, TOD, FCF	\$5,131,500
EOHLC HSF, EOHLC Other Funds	\$7,410,000
Deferred Developer Fee	\$567,975
Total Sources	\$48,149,663

LIHTC Pricing	
Federal LIHTC	\$0.95
State LIHTC	\$0.82

Core Residential Uses of Funds	Total	
		<i>Per Unit</i>
Acquisition	\$1,641,808	\$22,803
Construction	\$28,264,668	\$392,565
Construction Contingency	\$1,978,527	\$27,480
General Development	\$8,309,558	\$115,411
Capitalized Reserves	\$820,413	\$11,395
Overhead	\$1,580,758	\$21,955
Fee	\$1,580,758	\$21,955
Total Residential Uses	\$44,176,490	\$613,562

Base Costs		Extraordinary Costs	
	<i>Per Unit</i>		<i>Per Unit</i>
\$1,641,808	\$22,803	-	-
\$24,421,875	\$339,193	\$3,842,793	\$53,372
\$1,709,531	\$23,743	\$268,996	\$3,736
\$7,220,992	\$100,292	\$1,088,566	\$15,119
\$714,268	\$9,920	\$106,145	\$1,474
\$1,376,240	\$19,114	\$204,518	\$2,841
\$1,376,240	\$19,114	\$204,518	\$2,841
\$38,460,956	\$534,180	\$5,715,534	\$79,382

Commercial Uses*	\$502,702
Site and Other Nonresidential Uses*	\$3,470,471
Total Uses	\$48,149,663

*Includes applicable hard costs, contingency, soft costs, overhead and fee

12. First Year Income and Expenses

Income		
Rental Income – Project-Based Rental Subsidy		\$360,748
Rental Income – Non-Rental Subsidy		\$1,397,508
Gross Potential Residential Income		
		\$1,758,256
Vacancy – Project-Based Rental Subsidy	3.0%	(\$10,822)
Vacancy – Non-Rental Subsidy	5.5%	(\$78,688)
Effective Gross Income		
		\$1,668,745

Expenses		
Residential Operating Expenses		\$978,559
Net Operating Income		
		\$690,185
Debt Service		(\$541,808)
Cash Flow		
		\$148,377

Debt Service Coverage 1.30

Residential Operating Expense Detail			<i>Per Unit</i>
Management Fee	5.0%	\$83,437	\$1,159
Administrative Costs		\$197,264	\$2,740
Maintenance Costs		\$219,278	\$3,046
Resident Services		\$3,130	\$43
Security		\$0	\$0
Utilities (water and sewer, hot water)		\$135,516	\$1,882
Insurance		\$134,609	\$1,870
Taxes		\$158,400	\$2,200
Replacement Reserves		\$28,800	\$400
Mortgage Insurance Premium		\$18,125	\$252
Total			\$13,591

Operating Expenses as a Percent of EGI 58.6%

13. Underwriting

1. **Loan Sizing.** The Sources and Uses in this commitment proposal reflect a Projected Loan amount of \$7,250,000, and the Votes below allow for an “Up To” Loan amount of \$8,700,000. The final loan amount will be set when the interest rate is locked at construction closing, such that MassHousing’s debt service coverage ratio and loan to value benchmarks will be met.

To the extent that the final loan amount is greater or less than \$7,250,000, MassHousing will confirm that other sources will be adjusted as necessary to maintain a balanced sources and uses.

2. **Capital Magnet Funds.** MassHousing is providing a \$1,000,000 subordinate loan that will be funded with Capital Magnet Funds (“CMF”). This is a non-amortizing loan due upon sale or refinancing of the Development. Approval of CMF loans is delegated to the Staff level, and therefore no votes associated with this loan are included in this package.
3. **Site Control.** The purchase and sale agreement between the SRA and Sponsor includes obligations relating to a homeownership project on an adjoining parcel. The terms of any requirements relating to the homeownership parcel as they relate to the rental project must be reviewed and accepted by MassHousing.
4. **Funding of Loans.** The Sponsor has requested, and this proposal contemplates structuring of the transaction with a modification to the Agency’s General Multifamily Loan Closing Standard 4.4.2, relating to achievement of stabilization as the threshold for funding of the Agency’s loans. Proposed for this transaction is funding of the Loans upon confirmation of construction completion and in advance of stabilized occupancy.

The permanent loan will be funded on an interest-only basis through the remainder of the lease-up and stabilization period. Upon achievement of stabilization, the permanent loan will commence amortization, and the Agency will obtain final endorsement for HUD Risk Share insurance. The need for a lease-up reserve and/or bridge loan guarantee will be evaluated prior to the recording and funding of the MassHousing loans.

5. **Commercial and Public Space.** The Development will contain three retail spaces totaling approximately 6,200 square feet, as conditions of the RFP and Chapter 91 license. There will be a fitness center and coworking space available both to residents and the public, as well as retail space that is anticipated to be used as a convenience store. These spaces will have separate security entrances from the residential space. No income or expenses related to the retail spaces are included in the operating budget.

The commercial and public spaces will be common areas of both condominiums.

6. **Workforce Housing Rents.** The fifteen (15) Workforce Housing units will be restricted to households at incomes at or below 110% of AMI, with rents underwritten at levels affordable to households at approximately 70% of AMI. The income limit and underwritten rents are based on a borrower-commissioned market study and will be confirmed by the MassHousing-commissioned third-party reports. The underwritten rents support marketability and absorption of the Workforce Housing units, offer a discount to actual market rents, and further local efforts to create housing options for moderate-income households.
7. **Third-Party Reports.** MassHousing's appraisal and market study are currently underway. To the extent these reports change underwritten rents and/or loan-to-value, the loan amount may be adjusted accordingly.

Underwriting Criteria and Loan Terms	Exchange Salem Four	Underwriting Standards
1. DSCR	1.30	Minimum of 1.10
2. Term/Amortization	41 y / 40 y	30-40 y, fully-amortizing
2. Loan to Value	TBD	Maximum of 90% based on third party "as-proposed" investment value
3. Underwriting Rents	Lesser of Project-Based Section 8 ("PBS8") contract or market supported rents	Lesser of: <ul style="list-style-type: none"> • PB-Rental Subsidy contract or market supported rents • Programmatic rent cap or rents supported by MassHousing market review.
4. Vacancy Allowance	2.5% for PBV and MRVP – Rental Subsidy 5.0% for LIHTC 7.0% for WFH	Minimum of: <ul style="list-style-type: none"> • 2.5% for PB – Rental Subsidy • 3.0% for LIHTC • 5.0% for unrestricted or workforce housing
5. Affordability	40% at 60% of AMI	Minimum of: <ul style="list-style-type: none"> • 20% at 80% of AMI for MassHousing Statute • 40% at 60% or 20% at 50% of AMI for loans with FHA Insurance, HUD/FFB, Tax-Exempt Bond, and/or Federal LIHTC
6. Annual Deposits to Replacement Reserves	\$400 unit / year	Minimum of: <ul style="list-style-type: none"> • \$360 unit / year (new construction) • \$500 unit / year (rehab) Note: Additional initial deposit to reserves may be required by the third-party CNA to fund twenty-year capital needs.
7. Operating Expenses	Approximately \$13,600 unit / year	Typically, between \$11,000 and \$15,000 per unit.

14. Low-Income Housing Tax Credits

The Developer has included in its financing proposal a request for the use of 4% Low-Income Housing Tax Credits (the “4% Credits”). The 4% Credits may be utilized as a result of the funding of the Loan with tax-exempt bonds or notes of MassHousing which are to be issued under Section 142 of the Internal Revenue Code of 1986, as amended (the “Code”) and are subject to a volume capacity allocation under Section 146 of the Code.

Use of the 4% Credits must be approved by EOHLC as the “housing credit agency” under Section 42 of the Code who must make the determination required under Section 42(m)(1)(D) of the Code that the development and financing proposal meets the requirements of the Commonwealth’s Qualified Allocation Plan. In addition, MassHousing, as the issuer of tax-exempt obligations which generate the 4% Credits must determine under Section 42(m)(2)(D) of the Code that the amount of 4% Credits does not exceed the amount necessary for the financial feasibility and long-term viability of the development. Such determination shall be made applying the standards set forth in the proposed Board vote herein, as required by Section 42(m)(2)(B) of the Code.

Exchange Salem Four VOTES AND FINDINGS

PROPOSALS AND VOTES

Official Action Status

RECOMMENDATION:

Staff has reviewed the development experience and creditworthiness of the mortgagor and sponsor and found them to be acceptable. Staff has also determined that the mortgagor, sponsor, or an affiliate under common control has demonstrated evidence of site control, that the proposed site is acceptable for the intended housing, and that there is a need for the proposed housing in the community where the site is located. Therefore, staff recommends the following votes for approval:

VOTED: To approve the findings and determinations set forth immediately following this vote and to authorize (i) the Agency to grant Official Action Status and consider the application for a loan commitment for the multifamily development known as “Exchange Salem Four” (the “Development”) at such time as it is submitted; and (ii) this vote to serve as a declaration of official intent under Treasury Regulations Section 1.150-2 that such loan (a) be funded with proceeds of tax-exempt debt issued in the future and (b) reimburse, in accordance with Treasury Regulations Section 1.150-2, up to \$18,440,000 of costs of the Development paid prior to the issuance of such debt or the making of such loan; provided that this vote does not require the Agency to make any expenditure, incur any indebtedness or proceed with the Development.

Official Action Status Findings

In accordance with the vote of the Members of MassHousing dated October 10, 2023, staff makes the following Official Action Status findings for the Development:

1. The mortgagor or sponsor has acceptable multifamily housing development experience and acceptable credit history.
2. The mortgagor, sponsor or an affiliate under common control has demonstrated evidence of site control, which may include a deed, a ground lease, a purchase option, a contract of sale, or designation under a public land disposition process.
3. The site is acceptable for the proposed housing.
4. There is a need for the proposed housing in the community where the site is located.

Mortgage Loans

Staff has reviewed the proposal for (i) permanent and equity bridge financing and (ii) the use of Low-Income Housing Tax Credits and proposes the following votes for approval:

VOTED: To approve the findings and determinations set forth below and to authorize (a) a permanent first mortgage loan in a principal amount of up to \$8,700,000, such first loan to be insured under the HUD HFA Risk Sharing Program; and (b) a subordinate equity bridge mortgage loan in a principal amount of up to \$7,500,000, in each case to be made to Exchange Salem Four Limited Partnership or another single-purpose entity controlled by WinnDevelopment Company Limited Partnership (the “Borrower”) as owner of the multifamily residential development known as “Exchange Salem Four” (the “Development”) and located in Salem, Massachusetts, and in accordance with the applicable general closing standards and delegations of authority previously approved, and further subject to (1) compliance with all applicable laws and all regulations and requirements of applicable financing programs, and (2) the following special conditions: N/A

FURTHER VOTED: To approve a subordinate mortgage loan to the Borrower for the Development in an amount not to exceed \$500,000 (1) to be funded from that portion of the Opportunity Fund approved by the Members of MassHousing on March 8, 2016, designated and reserved for workforce housing programs, or from funds appropriated or awarded to MassHousing by the Commonwealth of Massachusetts for workforce or middle-income housing programs, and (2) subject to the terms and conditions of MassHousing’s Workforce Program Guidelines adopted by the Members on July 12, 2016, as amended, and to any applicable delegations of authority previously approved by the Members of MassHousing.

FURTHER VOTED: That the amount of 4% Credits, as set by the Chief Executive Officer, the Chief Legal and Operating Officer, the Vice President of Multifamily Programs, the Senior Director of Capital Deployment, the Director (or Senior Director) of Rental Underwriting, the General Counsel or the designee of any of the foregoing, prior to loan closing, to be used in connection with the multifamily development located in Salem, Massachusetts and known as “Exchange Salem Four” (the “Development”) will not exceed the amount which is necessary for the

financial feasibility of the Development and its viability as a qualified low-income housing project throughout the credit period, having taken into consideration:

- (a) the sources and uses of funds and the total financing planned for the Development;
- (b) any proceeds or receipts expected to be generated by reason of tax benefits;
- (c) the percentage of the tax credit amount used for Development costs other than the cost of intermediaries; and
- (d) the reasonableness of the developmental and operational costs of the Development, provided, however, that such determination shall not be construed to be a representation or warranty as to the feasibility or viability of the Development.

FURTHER VOTED: To authorize the Chief Executive Officer, the Chief Legal and Operating Officer, the Vice President of Multifamily Programs, the Senior Director of Capital Deployment, the Director (or Senior Director) of Rental Underwriting, the General Counsel or the designee of any of the foregoing, each acting singly, to set the amount of 4% Credits to be used in connection with the Development applying the standards set forth in the immediately preceding vote.

STATUTORY FINDINGS AND DETERMINATIONS

Statutory Findings:

The Loan(s) will be financed under the provisions of Section 5 of MassHousing's enabling act, Chapter 708 of the Acts of 1966, as amended (the "Act"). Pursuant to Section 5(g) of the Act, staff makes the following findings for the proposed Development:

1. The affordability of rents for 20% of the units:

57 units (79%) in the Development will be affordable to low-income persons and families, as specified in the Act, at the adjusted rentals shown in the rent schedule below.

2. Shortage of Affordable Housing Units in the Market Area

The market needs data reflects market conditions as of the date of collection on November 12, 2025. The data is not subject to unanticipated events and circumstances that may occur after this date. Further, the reader is cautioned and reminded that the conclusions presented apply only as of the collection date.

In-house data for larger market and mixed-income complexes (961 approximate units) in the area revealed a strong market, with increasing rental and occupancy rates over that past three years. Current occupancy rates of the five developments reviewed averaged approximately 96.6%, and range between 92.2% and 100%. Three of the comparables were offering concessions of \$500 off first month's rent to one month's free rent.

4th Qtr. 2025 CoStar data for the subject's North Shore Submarket (15,367 units) have an overall vacancy rate at 5.4% YTD, which is an increase of 2.49% from one year ago. CoStar data for the Boston market (295,757 units) has an overall vacancy rate of 6.5% YTD, which is an increase of 0.99% from one year ago. The North Shore Submarket vacancy rate is projected to decrease to 4.2% over the next five years, while the Boston market is projected to increase to 5.9%.

CoStar, submarket data for the 4-5 Star building type (4,800 units) indicates a 4th Qtr. 2025 vacancy rate of 10.5% and an average asking rent of \$2,849, while submarket data for the subject's 3 Star building type (5,053 units) indicates a 4th Qtr. 2025 vacancy rate of 3.2% at an average asking rent of \$2,410 and 1-2 Star buildings (3,994 units) indicates a 4th Qtr. 2025 vacancy rate of 3.0% at an average asking rent of \$1,719. The Development with its amenities more closely reflects the 3 Star building type and is reflected in both the vacancy rate and market rent potential. Per the representative of the Salem Housing Authority, (SHA), the authority own/operate seven State funded elderly/disabled public housing developments consisting of 12 studios, 449 one-bedroom units, and 2 two-bedroom units and they also own/operate seven State-subsidized family developments consisting of five one-bedroom units, 102 two-bedroom units and 102 three-bedroom units. Regarding Federal funded public housing, SHA owns two Federally funded elderly/disabled developments consisting of 30 one-bedroom units and four federally funded family developments consisting of five two-bedrooms units, three three-bedrooms units and one four-bedroom unit. There are 547 applicants on the waiting list. Per the representative of SHA, there are 7,807 applicants on the elderly/disabled wait list and 27,205 applicants on the family wait

list. SHA also administers 1,339 Section 8 Vouchers. SHA participates in the Centralized Section 8 waiting list, and per the latest information available, there are approximately 194,590 applicants on the centralized waiting list.

According to the Department of Housing and Community Development's (DHCD) Chapter 40B Subsidized Housing Inventory (09/30/25), the City of Salem has 20,235 year-round housing units, 2,145 (10.6%) of which are subsidized for low/moderate income households.

Due to the US government shutdown, the most recent census data is not available. U.S. Census data from the 2015-2019 American Community Survey (ACS) indicates that of the 19,745 households in the City of Salem, approximately 85.1% earned less than the HUD published 2025 AMI (\$160,900), approximately 55.2% earned less than 50% of 2025 AMI, approximately 61.5% earned less than 60% of the 2025 AMI and approximately 74.1% earned less than 80% of the 2025 AMI.

3. Inability of Private Enterprise Alone to Supply Affordable Housing

MassHousing staff has completed an analysis of the market rate rents, as defined by Agency statute, which absent MassHousing financing, would be required to support the development and operations of the Development. Based on the substantial difference between these market rents (shown in the Rent Schedule below) and the rents for this project, MassHousing staff finds that private enterprise alone cannot supply such housing.

4. No Undue Concentration of Low-income Households

The financing herein proposed does not lead to the undue concentration of low-income households.

5. Elimination or Repair of Unsafe or Unsanitary Dwelling Units

As evidenced by data cited in Finding No. 2 above, there is an acute shortage of decent, safe, and sanitary housing available to low-income persons and families in the general housing market area of the Development. Although staff is not aware of units within the same market area that require demolition or compulsory repair, by preserving the affordable housing proposed here, those in need of affordable housing will not be forced to accept residence in substandard units. So long as the acute shortage of affordable housing persists, actions of public agencies to increase the supply of affordable housing will reduce the market forces that allow unsafe and unsanitary units to persist. In addition, MassHousing, through its administration of housing programs, and other public agencies (e.g., local enforcement of building codes), continue to require repair of substandard units as such units are identified.

Rental Determinations:

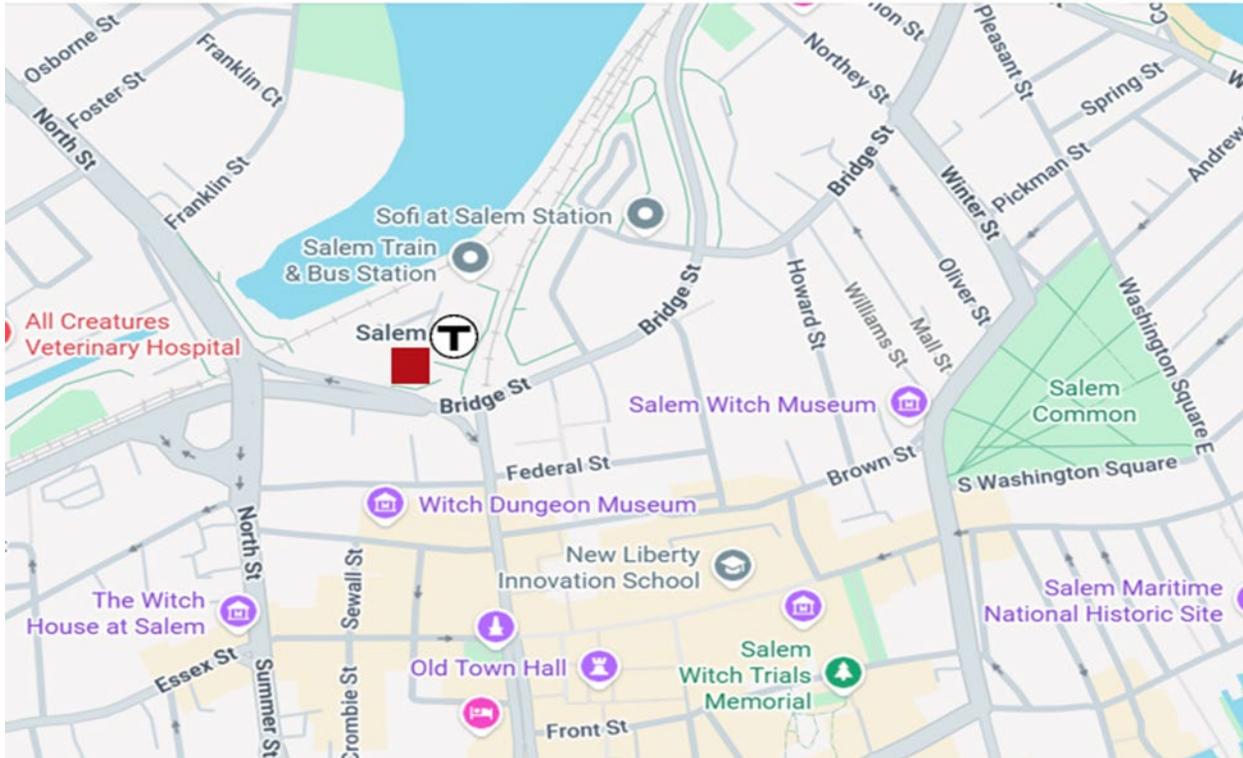
Pursuant to Section 6(a) of the Act, MassHousing makes the following rental determinations for units within the proposed Development:

Rent Schedule:

Number of Bedrooms	0	1	2
Number of Units	15	36	21
Net SF/Unit	575	679	994
Elev./Non-Elev.	Y	Y	Y
Market Rate Rent	\$3,817	\$3,878	\$4,464
MHFA Below Market Rent (Cost-Based Rent)	\$2,851	\$2,912	\$3,498
MHFA Adjusted Rent	30% of 60% of AMI		
Underwriting Rents			
PBV 30% AMI	\$2,479	\$2,589	\$3,070
MRVP 30% AMI	\$2,359	\$2,476	\$2,941
LIHTC 60% AMI	\$1,572	\$1,674	\$2,006
WFH 110% AMI	\$2,003	\$2,387	\$2,904

Based on this information, MassHousing staff finds that a significant need exists for the type of development proposed here, that private enterprise alone cannot supply such housing, and that the financing of the Development will not create or contribute to an undue concentration of low-income persons or adversely impact other housing in the area.

MAP AND PICTURES



Loan Commitment Proposal | December 9, 2025

Exchange Salem Nine

1. General Project Information	
Project Name	Exchange Salem Nine
Project ID	23-020
Associated Projects	Exchange Salem Four
Address(es)	252 Bridge Street, Salem, MA 01970
Sponsor	WinnDevelopment Company Limited Partnership
Transaction Type	Production (9%)
Funding Type	Forward Commitment of Permanent Loan
Execution Type	Taxable with 9% LIHTC
Credit Enhancement	HUD/FHA Risk-Sharing with 50% Credit Risk
Approval Type	Board
Total Rental Units	43
Affordability Mix	20 Affordable 23 Market

2. Recommended Actions

- Commitment of a Permanent Taxable Loan

3. Background

The proposed financing will support the new construction of The Exchange Salem (the “Building”), a 115-unit, five-story mixed-use and mixed-income building located in Salem. Exchange Salem Nine (the “Development”), is a 43-unit condominium within the Building financed with 9% tax credits and is the subject of this commitment proposal. The Building will also include a so-called “4% twin” condominium that will be financed with tax-exempt bonds and 4% tax credits.

The Building is a proposal by WinnDevelopment Company Limited Partnership (“Winn” or the “Sponsor”), and is the result of an RFP from the City to provide quality and energy-efficient affordable and mixed-income housing in Salem. Winn was awarded development rights under the RFP in 2020. In addition to The Exchange Salem, the Sponsor’s agreement with the city includes obligations relating to a homeownership project on a nearby parcel. See Section 13 for additional details on the homeownership component.

4. MassHousing Financing	
First Loan	
Type	Permanent Taxable Loan
Loan Amount	\$6,350,000
Interest Rate	10-Year U.S. Treasury plus 312 basis points (bps) to be locked at Construction Loan Closing (processing rate of 7.47% assumed for underwriting)
Loan Term / Amortization	41 y / 40 y
Term of Fwd Commitment	30 mo
Year 1 DSCR	1.32 projected (1.10 minimum)
LTV	TBD projected (90% maximum)
Junior Loan	
Type	Capital Magnet Funds Loan (“CMF Loan”)
Loan Amount	\$575,000
Interest Rate	0% projected
Loan Term/Amortization	Coterminous with the First Loan
Terms of Cash Flow Sharing	None

5. Development Plan

Description of Site. The Building will be located on the Crescent Parcel, which is an approximately 42,000 square-foot vacant parcel at 252 Bridge Street in Salem (the “Site”). The Site borders the North River, sits adjacent to Salem’s Downtown core and the MBTA commuter rail station, and is located along the Salem Bike Path.

Description of Existing or Proposed Building. The Exchange Salem will transform an existing City-owned surface parking lot into a mixed-income residential community. The Exchange Salem will consist of a single, five-story building over a two-story podium. The basement and ground floor will include parking, the residential lobby, retail space, coworking space, and a fitness facility. The development plan includes the creation of courtyards and walkways to allow both pedestrians and cyclists to seamlessly connect between Bridge Street and the riverfront. This provides a significant improvement to the public realm through the creation of open space, improved circulation, and stronger pedestrian connections.

The Development will consist of 43 units, which includes five (5) studio, 24 one-bedroom and 14 two-bedroom units. All 43 residential units for the Development will be located on floors five and six. All 72 residential units for the 4% project will be located on floors two through four.

The Exchange Salem is pursuing PHIUS CORE 2024 Certification, ensuring a high-performance, energy-efficient design. Other environmentally responsible design elements will include Energy Star certification, high-efficiency HVAC systems with smart controls, continuous insulation beyond energy code requirements, LED lighting, and solar-ready design.

Description of Affordability Mix. Of the 43 units, 25 units will be subject to income restrictions with set-asides ranging from 30% of Area Median Income (“AMI”) to 110% of AMI.

Eleven (11) units will benefit from project-based rental assistance, of which eight (8) will benefit from a Project-Based Section 8 HAP contract and three (3) will benefit from Project-Based MRVP.

Twenty-three units (23) units will be market-rate units.

Site Control. The Sponsor has a Purchase and Sale Agreement with the Salem Redevelopment Authority (the “SRA”). The Borrower will acquire the Development parcel as part of the Construction Closing as evidenced through a deed conveying fee simple title.

6. Borrower Team

Mortgagor Entity: Exchange Salem Nine Limited Partnership

Exchange Salem Nine Limited Partnership (“Borrower”) is a single-asset, sole-purpose limited liability company formed for the purposes of owning and operating the Development.

Developer / Sponsor: WinnDevelopment Company Limited Partnership

WinnDevelopment Company Limited Partnership, (“WinnDevelopment”) is a Massachusetts limited partnership, the sole general partner of which is WDP Manager Corp., a Massachusetts corporation wholly owned by the partners of the company. Founded in 1971 and comprised of a staff of 3,000, WinnCompanies (the parent company of WinnDevelopment) is an owner, developer and manager of multifamily communities and mixed-income properties, owning more than 100 properties in 11 states, including 15,600 apartments. The company’s development practice focuses on large-scale mixed-use and mixed-income multifamily properties, the acquisition and repositioning of properties, and the acquisition and adaptive reuse of historic structures.

The Agency’s most recent experiences with WinnDevelopment were on Newton Gardens, Somerhill, and Northern Heights in 2025.

General Partner / Managing Member: Exchange Salem Nine GP LLC

A single-purpose entity formed for the purpose of being the managing member of the ownership entity.

Construction Lender: Bank of America, N.A.

Bank of America is one of the world’s leading financial institutions, serving individual consumers, small and middle-market businesses, and large corporations with a full range of banking, investing asset management and other financial and risk management products and services.

Bank of America is one of the largest lenders and investors in affordable, multifamily housing in the United States. Between 2005 and 2019, Bank of America financed over 200,000 affordable housing units in projects serving individuals, families and seniors.

Recent Agency transactions in which Bank of America N.A. was the construction lender and syndicator were Eva White Apartments and 41 LaGrange Street 4% and 9% in 2024.

Syndicator / Investor: Bank of America, N.A.

Management Company: Winn Managed Properties, LLC (d/b/a “WinnResidential”)

WinnResidential is the fifth largest multifamily property manager in the United States, as well as the largest manager of affordable and privatized military housing. The company manages over

100,000 units at more than 550 properties in 22 states and the District of Columbia, including more than 50,000 units of affordable housing.

The Agency's most recent experiences with WinnResidential were on Newton Gardens, Somerhill, and Northern Heights in 2025.

Architect: Cube3

Headquartered in Lawrence, MA, with over 135 employees, Cube 3 has provided services in over 26 states including campus, healthcare, retail, residential and corporate office space.

The Agency's most recent experiences with Cube 3 were on The Pointe at Hills Farm 4% and 9% in 2023.

General Contractor: Windover Construction

Windover Construction is a Beverly, MA, based construction firm with extensive experience in modular construction and senior living projects. Windover has recently completed new construction multifamily projects in Bedford, Hampton, and Beverly.

The Agency's most recent experience with Windover Construction was on Water Works II in 2022.

7. Summary of MassHousing-Sponsor Relationship			
	<i>Recorded</i>	<i>Committed</i>	<i>Total</i>
Number of Projects with MassHousing Debt	33	9	42
Total Units with MassHousing Debt	5,355	1,620	6,440
Outstanding MassHousing Principal Debt	\$776,571,780	\$189,606,400	\$966,178,180
Number of Projects with MassHousing Conduit Financing	3		
MassHousing Conduit Loans are Compliant with Program Rules	Yes		
Adverse Actions Against the Borrower Team	No		
Current on Obligations with MassHousing	Yes		
Property Management Affiliate	Yes, Winn Managed Properties, LLC manages properties in the Sponsor's portfolio and offers management services outside the portfolio.		

MassHousing Staff	
Origination	Mike Carthas, Originator Danielle Casavant, Analyst
Underwriting	Mitch Printz, Underwriter
Asset Management	Lee Fiorenza, Portfolio Manager Patricia Dravinkas, Asset Manager

8. Unit Mix

Unit Size	Total Units	LIHTC Eligible									
		Section 8 PBV 30% AMI*		MRVP 30% AMI		LIHTC 60% AMI*		Market 110% AMI**		Market Unrestricted	
		Count	Rent	Count	Rent	Count	Rent	Count	Rent	Count	Rent
0 BR	5	1	\$2,433	-	-	1	\$1,665	1	\$2,055	2	\$2,350
1 BR	24	3	\$2,615	2	\$2,337	5	\$1,785	3	\$2,444	11	\$2,785
2 BR	14	4	\$3,110	1	\$2,827	3	\$2,142	1	\$2,970	5	\$3,400
Total	43	8		3		9		5		18	

*Rents net of utility allowances
 **Rents underwritten at approximately 30% of 70% of AMI

Project-Based Rental Subsidy		
Type	Section 8	MRVP
Term	20 y	15 y
Administrator	Metro Housing	Metro Housing
Lesser of contract rents		

9. Operating Overview

Underwritten Operating Expenses	\$610,100 (approximately \$14,200 per unit)
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Basis of Operating Costs. Operating expenses assumptions are based on the review of comparable properties, borrower-proposed budget, and borrower-supporting documentation.

10. Project Costs

Core Residential Costs	
Base	\$24,573,627
Extraordinary	\$3,450,834
Total	\$28,024,461
Commercial, Site and Other Non-Residential Costs	
Commercial Costs	\$313,037
Site and Other Non-Residential Costs	\$2,107,453
Total	\$2,420,490
Total Development Cost	
Total	\$30,444,951

Project Construction Costs	
Total Construction Cost	\$19,457,727
Construction per Square Foot	\$357

Background on Extraordinary Residential Costs. Extraordinary costs related to the construction of the residential spaces are driven by the tight construction site, necessitating the use of a tower crane and hydraulic elevators.

Background on Commercial, Site and Other Non-Residential Costs. Commercial, Site and Non-Residential costs are primarily attributable to the construction of a new drainage outfall at the Site. Additional costs are related to the City-required publicly accessible courtyard, walkways, retail spaces, ramps, and curb cuts. Lastly, there are costs associated with flood mitigation efforts, which requires the construction of a two-story steel podium.

Background on Building Standards Costs. Building Standards costs are related to the building materials, installation and insulation required to meet the specialized energy code. These costs are included as Core Residential Costs and contribute to the total development costs.

11. Sources and Uses

Sources of Funds	Total
MH Permanent Loan	\$6,350,000
MH Capital Magnet Fund Loan	\$575,000
Federal LIHTC Equity	\$11,398,860
State LIHTC Loan	\$10,045,000
MassSave Energy Rebate	\$170,598
EOHLC AHTF	\$800,000
EOHLC FCF	\$400,000
Salem CPA	\$250,000
Deferred Developer Fee	\$455,493
Total Sources	\$30,444,951

LIHTC Pricing	
Federal LIHTC	\$0.95
State LIHTC	\$0.82

Core Residential Uses of Funds	Total	
		<i>Per Unit</i>
Acquisition	\$980,682	\$22,807
Construction	\$16,883,168	\$392,632
Construction Contingency	\$1,181,821	\$27,484
General Development	\$6,013,608	\$139,851
Capitalized Reserves	\$572,044	\$13,303
Overhead	\$1,196,569	\$27,827
Fee	\$1,196,569	\$27,827
Total Residential Uses	\$28,024,461	\$651,732

Base Costs		Extraordinary Costs	
	<i>Per Unit</i>		<i>Per Unit</i>
\$980,682	\$22,807	-	-
\$14,588,167	\$339,260	\$2,295,001	\$53,372
\$1,021,171	\$23,748	\$160,650	\$3,736
\$5,383,547	\$125,199	\$630,061	\$14,653
\$501,604	\$11,665	\$70,439	\$1,638
\$1,049,227	\$24,401	\$147,341	\$3,427
\$1,049,227	\$24,401	\$147,341	\$3,427
\$24,573,627	\$571,480	\$3,450,834	\$80,252

Commercial Uses*	\$313,037
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Site and Other Nonresidential Uses*	\$2,107,453
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Total Uses	\$30,444,951
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**Includes applicable hard costs, contingency, soft costs, overhead and fee*

12. First Year Income and Expenses

Income		
Rental Income – Project-Based Rental Subsidy		\$365,028
Rental Income – Non-Rental Subsidy		\$964,356
Gross Potential Residential Income		\$1,329,384
Vacancy – Project-Based Rental Subsidy	3.0%	(\$10,091)
Vacancy – Non-Rental Subsidy	5.5%	(\$51,114)
Gross Residential Income		\$1,267,319
Effective Gross Income		\$1,261,267

Expenses		
Residential Operating Expenses		\$610,095
Net Operating Income		\$657,224
Debt Service		(\$499,761)
Cash Flow		\$157,463

Debt Service Coverage 1.32

Residential Operating Expense Detail			<i>Per Unit</i>
Management Fee	5.0%	\$63,366	\$1,474
Administrative Costs		\$125,461	\$2,918
Maintenance Costs		\$130,398	\$3,033
Resident Services		\$1,870	\$43
Security		\$0	\$0
Utilities (water and sewer, hot water)		\$80,934	\$1,882
Insurance		\$80,391	\$1,870
Taxes		\$94,600	\$2,200
Replacement Reserves		\$17,200	\$400
Mortgage Insurance Premium		\$15,875	\$369
Total		\$610,095	\$14,188

Operating Expenses as a Percent of EGI 48.1%

13. Underwriting

1. **Loan Sizing.** The Sources and Uses in this commitment proposal reflect a Projected Loan amount of \$6,350,000, and the Votes below allow for an “Up To” Loan amount of \$7,700,000. The final loan amount will be set when the interest rate is locked at construction closing, such that MassHousing’s debt service coverage ratio and loan to value benchmarks will be met.

To the extent that the final loan amount is greater or less than \$6,350,000, MassHousing will confirm that other sources will be adjusted as necessary to maintain a balanced sources and uses.

2. **Capital Magnet Funds.** MassHousing is providing a \$575,000 subordinate loan that will be funded with Capital Magnet Funds (“CMF”). This is a non-amortizing loan due upon sale or refinancing of the Development. Approval of CMF loans is delegated to the Staff level, and therefore no votes associated with this loan are included in this package.
3. **Site Control.** The purchase and sale agreement between the SRA and Sponsor includes obligations relating to a homeownership project on an adjoining parcel. The terms of any requirements relating to the homeownership parcel as they relate to the rental project must be reviewed and accepted by MassHousing.
4. **Funding of Loans.** The Sponsor has requested, and this proposal contemplates structuring of the transaction with a modification to the Agency’s General Multifamily Loan Closing Standard 4.4.2, relating to achievement of stabilization as the threshold for funding of the Agency’s loans. Proposed for this transaction is funding of the Loans upon confirmation of construction completion and in advance of stabilized occupancy.

The permanent loan will be funded on an interest-only basis through the remainder of the lease-up and stabilization period. Upon achievement of stabilization, the permanent loan will commence amortization, and the Agency will obtain final endorsement for HUD Risk Share insurance. The need for a lease-up reserve will be evaluated prior to the recording and funding of the MassHousing loans.

5. **Commercial and Public Space.** The Development will contain three retail spaces totaling approximately 6,200 square feet, as conditions of the RFP and Chapter 91 license. There will be a fitness center and coworking space available both to residents and the public, as well as retail space that is anticipated to be used as a convenience store. These spaces will have separate security entrances from the residential space. No income or expenses related to the retail spaces are included in the operating budget.

The commercial and public spaces will be common areas of both condominiums.

- 6. Market Rents.** The Development includes five (5) market-rate units underwritten at rents that are affordable at 70% of AMI. The Sponsor's original proposal to EOHLIC, the SRA, and MassHousing had these units restricted at 110% under a MassHousing Workforce Housing Restriction.

The Sponsor is now seeking approval from all parties for these to be unrestricted market units; while MassHousing has consented, the Sponsor is still working through the request with EOHLIC and the SRA.

In the instance that those parties provide consent, the underwritten rents will be adjusted to reflect the change; if either party would like MassHousing to restrict the units, MassHousing will impose a Workforce Housing Restriction of 110% of AMI for those five units.

- 7. Third-Party Reports.** MassHousing's appraisal and market study are currently underway. To the extent these reports change underwritten rents and/or loan-to-value, the loan amount may be adjusted accordingly.

Underwriting Criteria and Loan Terms	Exchange Salem Nine	Underwriting Standards
1. DSCR	1.32	Minimum of 1.10
2. Term/Amortization	41 y / 40 y	30-40 y, fully-amortizing
3. Loan to Value	TBD	Maximum of 90% based on third party "as-proposed" investment value
4. Underwriting Rents	Lesser of Project-Based Section 8 ("PBS8") contract or market supported rents	Lesser of: <ul style="list-style-type: none"> • PB-Rental Subsidy contract or market supported rents • Programmatic rent cap or rents supported by MassHousing market review.
5. Vacancy Allowance	2.5% for PBV and MRVP – Rental Subsidy 3.0% for LIHTC 7.0% for Market	Minimum of: <ul style="list-style-type: none"> • 2.5% for PB – Rental Subsidy • 3.0% for LIHTC • 5.0% for unrestricted or workforce housing
6. Affordability	40% at 60% of AMI	Minimum of: <ul style="list-style-type: none"> • 20% at 80% of AMI for MassHousing Statute • 40% at 60% or 20% at 50% of AMI for loans with FHA Insurance, HUD/FFB, Tax-Exempt Bond, and/or Federal LIHTC
7. Annual Deposits to Replacement Reserves	\$400 unit / year	Minimum of: <ul style="list-style-type: none"> • \$360 unit / year (new construction) • \$500 unit / year (rehab) Note: Additional initial deposit to reserves may be required by the third party CNA to fund twenty-year capital needs.
8. Operating Expenses	Approximately \$14,200 unit / year	Typically, between \$11,000 and \$15,000 per unit.

14. Low-Income Housing Tax Credits

This transaction uses 9% low-income housing tax credits, which do not require MassHousing approval.

Exchange Salem Nine VOTES AND FINDINGS

PROPOSALS AND VOTES

Mortgage Loans

Staff has reviewed the proposal for permanent financing and proposes the following votes for approval:

VOTED: To approve the findings and determinations set forth below and to authorize a permanent first mortgage loan in a principal amount of up to \$7,700,000 such first loan to be insured under the HUD HFA Risk Sharing Program, to be made to Exchange Salem Nine Limited Partnership or another single-purpose entity controlled by WinnDevelopment Company Limited Partnership or an affiliate (the “Borrower”) as owner of the multifamily residential development known as “Exchange Salem Nine” (the “Development”) and located in Salem, Massachusetts, and in accordance with the applicable general closing standards and delegations of authority previously approved, and further subject to (1) compliance with all applicable laws and all regulations and requirements of applicable financing programs, and (2) the following special conditions: None.

FURTHER VOTED: To authorize the Chief Executive Officer, the Chief Legal and Operating Officer and the Vice President of Multifamily Programs, and their respective designees, each acting singly, to permit the Borrower to enter into, or assume, mortgage loans with third parties with respect to the Development, provided that (1) any such mortgage loans shall be subordinated to MassHousing’s first mortgage loan, and other MassHousing debt as determined by the Chief Executive Officer, the Chief Legal and Operating Officer or the Vice President of Multifamily Programs, and (2) such subordinate mortgage loans shall be subject to MassHousing’s requirements pertaining to subordinate mortgages, in a manner acceptable to MassHousing’s General Counsel or their designee.

STATUTORY FINDINGS AND DETERMINATIONS

Statutory Findings:

The Loan(s) will be financed under the provisions of Section 5 of MassHousing's enabling act, Chapter 708 of the Acts of 1966, as amended (the "Act"). Pursuant to Section 5(g) of the Act, staff makes the following findings for the proposed Development:

1. The affordability of rents for 20% of the units:

20 units (47%) in the Development will be affordable to low-income persons and families, as specified in the Act, at the adjusted rentals shown in the rent schedule below.

2. Shortage of Affordable Housing Units in the Market Area

The market needs data reflects market conditions as of the date of collection on November 12, 2025. The data is not subject to unanticipated events and circumstances that may occur after this date. Further, the reader is cautioned and reminded that the conclusions presented apply only as of the collection date.

In-house data for larger market and mixed-income complexes (961 approximate units) in the area revealed a strong market, with increasing rental and occupancy rates over that past three years. Current occupancy rates of the five developments reviewed averaged approximately 96.6%, and range between 92.2% and 100%. Three of the comparables were offering concessions of \$500 off first month's rent to one month's free rent.

4th Qtr. 2025 CoStar data for the subject's North Shore Submarket (15,367 units) have an overall vacancy rate at 5.4% YTD, which is an increase of 2.49% from one year ago. CoStar data for the Boston market (295,757 units) has an overall vacancy rate of 6.5% YTD, which is an increase of 0.99% from one year ago. The North Shore Submarket vacancy rate is projected to decrease to 4.2% over the next five years, while the Boston market is projected to increase to 5.9%.

CoStar, submarket data for the 4-5 Star building type (4,800 units) indicates a 4th Qtr. 2025 vacancy rate of 10.5% and an average asking rent of \$2,849, while submarket data for the subject's 3 Star building type (5,053 units) indicates a 4th Qtr. 2025 vacancy rate of 3.2% at an average asking rent of \$2,410 and 1-2 Star buildings (3,994 units) indicates a 4th Qtr. 2025 vacancy rate of 3.0% at an average asking rent of \$1,719. The Development with its amenities more closely reflects the 3 Star building type, and is reflected in both the vacancy rate and market rent potential. Per the representative of the Salem Housing Authority, (SHA), the authority own/operate seven State funded elderly/disabled public housing developments consisting of 12 studios, 449 one-bedroom units, and 2 two-bedroom units and they also own/operate seven State-subsidized family developments consisting of five one-bedroom units, 102 two-bedroom units and 102 three-bedroom units. Regarding Federal funded public housing, SHA owns two Federally funded elderly/disabled developments consisting of 30 one-bedroom units and four federally funded family developments consisting of five two-bedrooms units, three three-bedrooms units and one four-bedroom unit. There are 547 applicants on the waiting list. Per the representative of SHA, there are 7,807 applicants on the elderly/disabled wait list and 27,205 applicants on the family wait

list. SHA also administers 1,339 Section 8 Vouchers. SHA participates in the Centralized Section 8 waiting list, and per the latest information available, there are approximately 194,590 applicants on the centralized waiting list.

According to the Department of Housing and Community Development's (DHCD) Chapter 40B Subsidized Housing Inventory (09/30/25), the City of Salem has 20,235 year-round housing units, 2,145 (10.6%) of which are subsidized for low/moderate income households.

Due to the US government shutdown, the most recent census data is not available. U.S. Census data from the 2015-2019 American Community Survey (ACS) indicates that of the 19,745 households in the City of Salem, approximately 85.1% earned less than the HUD published 2025 AMI (\$160,900), approximately 55.2% earned less than 50% of 2025 AMI, approximately 61.5% earned less than 60% of the 2025 AMI and approximately 74.1% earned less than 80% of the 2025 AMI.

3. Inability of Private Enterprise Alone to Supply Affordable Housing

MassHousing staff has completed an analysis of the market rate rents, as defined by Agency statute, which absent MassHousing financing, would be required to support the development and operations of the Development. Based on the substantial difference between these market rents (shown in the Rent Schedule below) and the rents for this project, MassHousing staff finds that private enterprise alone cannot supply such housing.

4. No Undue Concentration of Low-income Households

The financing herein proposed does not lead to the undue concentration of low-income households.

5. Elimination or Repair of Unsafe or Unsanitary Dwelling Units

As evidenced by data cited in Finding No. 2 above, there is an acute shortage of decent, safe, and sanitary housing available to low-income persons and families in the general housing market area of the Development. Although staff is not aware of units within the same market area that require demolition or compulsory repair, by preserving the affordable housing proposed here, those in need of affordable housing will not be forced to accept residence in substandard units. So long as the acute shortage of affordable housing persists, actions of public agencies to increase the supply of affordable housing will reduce the market forces that allow unsafe and unsanitary units to persist. In addition, MassHousing, through its administration of housing programs, and other public agencies (e.g., local enforcement of building codes), continue to require repair of substandard units as such units are identified.

Rental Determinations:

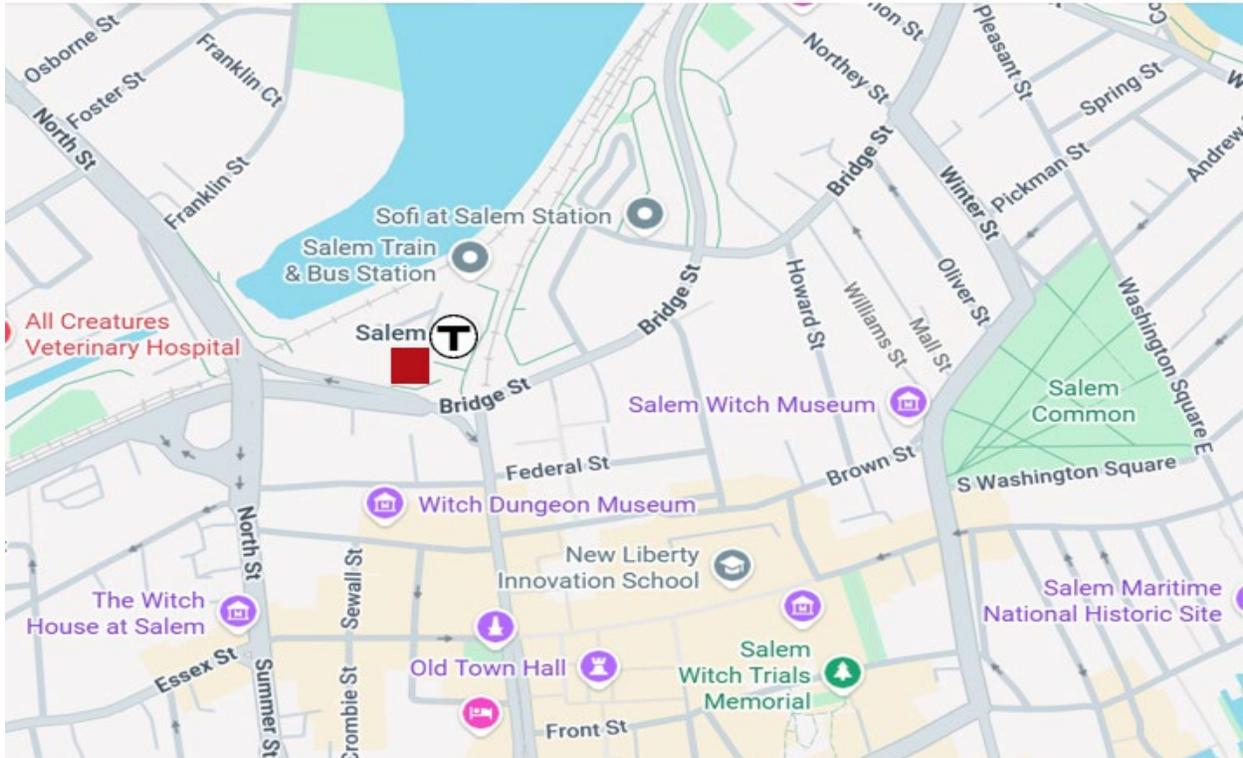
Pursuant to Section 6(a) of the Act, MassHousing makes the following rental determinations for units within the proposed Development:

Rent Schedule:

Number of Bedrooms	0	1	2
Number of Units	5	24	14
Net SF/Unit	575	679	994
Elev./Non-Elev.	Y	Y	Y
Market Rate Rent	\$5,166	\$5,468	\$5,954
MHFA Below Market Rent (Cost-Based Rent)	\$3,889	\$4,192	\$4,677
MHFA Adjusted Rent	30% of 60% of AMI		
Underwriting Rents			
PBV 30% AMI	\$2,479	\$2,589	\$3,070
MRVP 30% AMI	\$2,359	\$2,476	\$2,941
LIHTC 60% AMI	\$1,572	\$1,674	\$2,006
WFH 110% AMI	\$2,003	\$2,387	\$2,904
Market	\$2,350	\$2,785	\$3,400

Based on this information, MassHousing staff finds that a significant need exists for the type of development proposed here, that private enterprise alone cannot supply such housing, and that the financing of the Development will not create or contribute to an undue concentration of low-income persons or adversely impact other housing in the area.

MAP AND PICTURES



Loan Commitment Proposal | December 9, 2025

The Exchange Salem



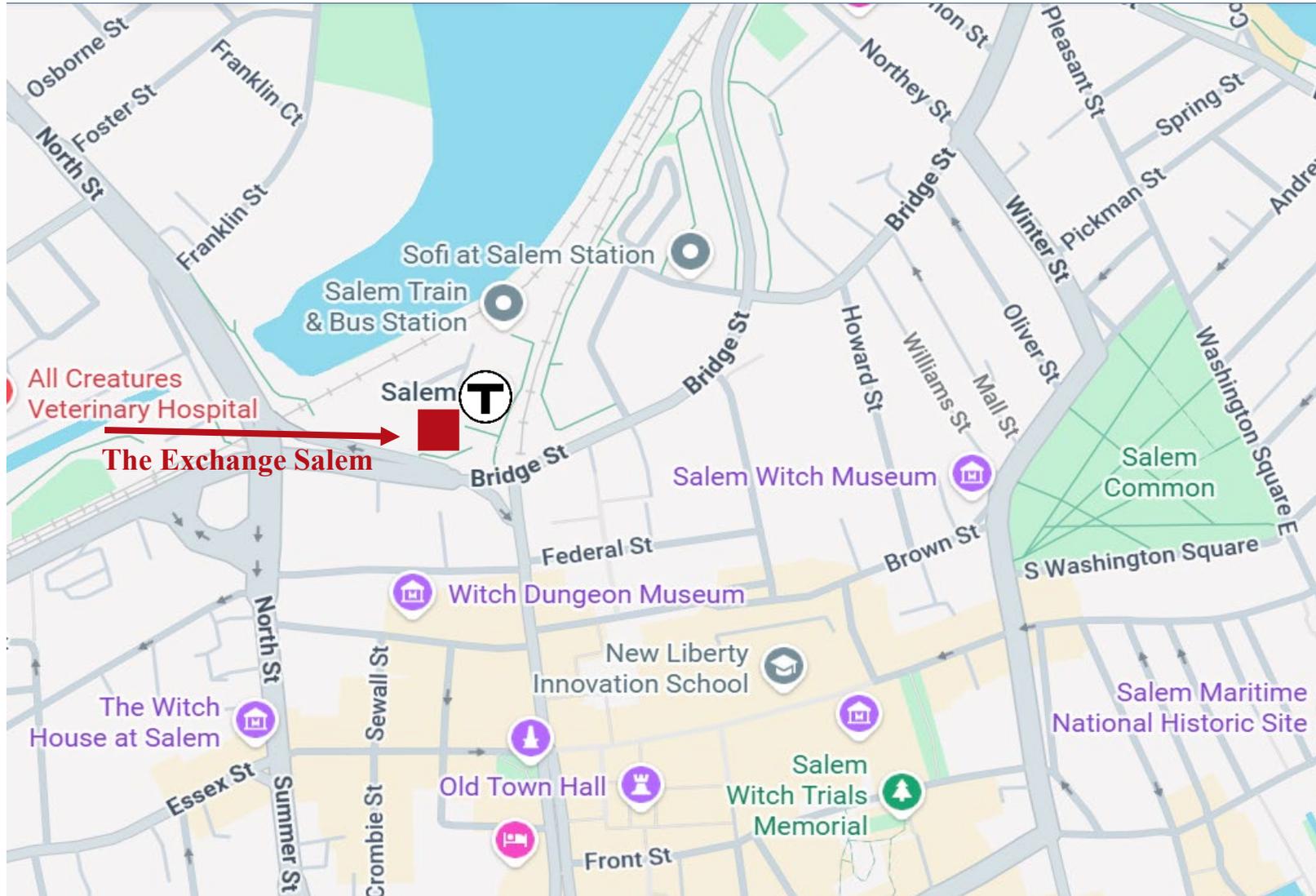
Location	252 Bridge Street, Salem, MA 01970	
Sponsor	Winn Development Company Limited Partnership	
	Exchange Salem Four	Exchange Salem Nine
Transaction Type	Production (4%)	Production (9%)
Funding Type	Forward Commitment of Permanent Loan	Forward Commitment of Permanent Loan
Execution Type	Portfolio (TE)	Taxable with 9% LIHTC
Credit Enhancement	HUD/FHA Risk-Sharing with 50% credit risk	HUD/FHA Risk-Sharing with 50% credit risk
Total Rental Units	72	43
Affordability Mix	57 Affordable 15 Workforce	20 Affordable 23 Market

Deal Team Members

Origination	Michael Carthas, Sim Montrond, Danielle Casavant
Underwriting	Mitch Printz, Ryan Setzko
Asset Management	Lee Fiorenza, Patricia Dravinskas



The Exchange Salem | Salem



Borrower Team

	Exchange Salem Four	Exchange Salem Nine
Mortgagor Entity	Exchange Salem Four Limited Partnership	Exchange Salem Nine Limited Partnership
Developer / Sponsor	WinnDevelopment Company Limited Partnership	WinnDevelopment Company Limited Partnership
General Partner / Managing Member	Exchange Salem Four GP LLC	Exchange Salem Nine GP LLC
Construction Lender	Bank of America, N.A.	Bank of America, N.A.
Syndicator / Investor	Bank of America, N.A.	Bank of America, N.A.
Management Company	Winn Managed Properties, LLC (d/b/a “WinnResidential”)	Winn Managed Properties, LLC (d/b/a “WinnResidential”)
Architect	Cube3	Cube3
General Contractor	Windover Construction	Windover Construction

Unit Mix: Exchange Salem Four

Unit Size	Total Units	LIHTC-Eligible						Workforce Housing	
		Section 8 PBV 30% AMI*		MRVP 30% AMI		LIHTC 60% AMI*		110% AMI	
		<i>Count</i>	<i>Rent</i>	<i>Count</i>	<i>Rent</i>	<i>Count</i>	<i>Rent</i>	<i>Count</i>	<i>Rent</i>
0 BR	15	-	-	3	\$2,212	9	\$1,665	3	\$2,055
1 BR	36	-	-	2	\$2,377	26	\$1,785	8	\$2,444
2 BR	21	3	\$3,110	3	\$2,827	11	\$2,142	4	\$2,970
Total	72	3		8		46		15	

* Rents net of utility allowances

Unit Mix: Exchange Salem Nine

Unit Size	Total Units	LIHTC-Eligible									
		Section 8 PBV 30% AMI*		MRVP 30% AMI		LIHTC 60% AMI*		Market 110% AMI**		Market Unrestricted	
		<i>Count</i>	<i>Rent</i>	<i>Count</i>	<i>Rent</i>	<i>Count</i>	<i>Rent</i>	<i>Count</i>	<i>Rent</i>	<i>Count</i>	<i>Rent</i>
0 BR	5	1	\$2,433	-	-	1	\$1,665	1	\$2,055	2	\$2,350
1 BR	24	3	\$2,615	2	\$2,337	5	\$1,785	3	\$2,444	11	\$2,785
2 BR	14	4	\$3,110	1	\$2,827	3	\$2,142	1	\$2,970	5	\$3,400
Total	43	8		3		9		5		18	

**Rents net of utility allowances*

***Rents underwritten at approximately 30% of 70% of AMI*

Project Costs: Exchange Salem Four

Core Residential Costs	
Base	\$38,460,956
Extraordinary	\$5,715,534
Total	\$44,176,490
Commercial and Non-Residential Costs	
Commercial Costs	\$502,702
Site and Other Non-Residential Costs	\$3,470,471
Total	\$3,973,173
Total Development Cost	
Total	\$48,149,663

Project Construction Costs	
Total Construction Cost	\$32,580,380
Construction per Square Foot	\$362

Project Costs: Exchange Salem Nine

Core Residential Costs	
Base	\$24,573,627
Extraordinary	\$3,450,834
Total	\$28,024,461
Commercial and Non-Residential Costs	
Commercial Costs	\$313,037
Site and Other Non-Residential Costs	\$2,107,453
Total	\$2,420,490
Total Development Cost	
Total	\$30,444,951

Project Construction Costs	
Total Construction Cost	\$19,457,727
Construction per Square Foot	\$357

Sources and Uses: Exchange Salem Four

Sources of Funds		Uses of Funds	
MH Permanent Loan	\$7,250,000	Acquisition	\$1,659,130
MH Workforce Housing Loan	\$500,000	Construction	\$30,448,953
MH Capital Magnet Fund Loan	\$1,000,000	Construction Contingency	\$2,131,427
Federal LIHTC Equity	\$12,251,940	General Development	\$9,582,892
State LIHTC Loan	\$11,377,500	Developer Overhead	\$1,717,849
SRA Subordinate Seller Note	\$1,900,000	Developer Fee	\$1,717,849
MassSave Energy Rebate	\$285,652	Capitalized Reserves	\$891,563
North Shore Home Consortium	\$475,096		
EOHLC HOME, AHTF, TOD, FCF	\$5,131,500		
EOHLC HSF, EOHLC Other Funds	\$7,410,000		
Deferred Developer Fee	\$567,975		
Total Sources	\$48,149,663	Total Uses	\$48,149,663

Sources and Uses: Exchange Salem Nine

Sources of Funds		Uses of Funds	
MH Permanent Loan	\$6,350,000	Acquisition	\$990,870
MH Capital Magnet Fund Loan	\$575,000	Construction	\$18,184,792
Federal LIHTC Equity	\$11,398,860	Contingency	\$1,272,935
State LIHTC Loan	\$10,045,000	General Development	\$6,784,012
MassSave Energy Rebate	\$170,598	Developer Overhead	\$1,296,308
EOHLC AHTF	\$800,000	Developer Fee	\$1,296,308
EOHLC FCF	\$400,000	Capitalized Reserves	\$619,726
Salem CPA	\$250,000		
Deferred Developer Fee	\$455,493		
Total Sources	\$30,444,951	Total Uses	\$30,444,951

Underwriting Notes

Exchange Salem Four:

1. Loan Sizing
2. Capital Magnet Funds
3. Site Control
4. Funding of Loans
5. Commercial and Public Space
6. Workforce Housing Rents
7. Third-Party Reports

Exchange Salem Nine:

1. Loan Sizing
2. Capital Magnet Funds
3. Site Control
4. Funding of Loans
5. Commercial and Public Space
6. Market Rents
7. Third-Party Reports

Official Action Status (OAS) Findings

1. **Mortgagor:** The mortgagor or sponsor has acceptable multifamily housing development experience and acceptable credit history.
2. **Site Control:** The mortgagor, sponsor or an affiliate under common control has demonstrated evidence of site control, which may include a deed, a ground lease, a purchase option, a contract of sale, or designation under a public land disposition process.
3. **Acceptability of Site:** The site is acceptable for the proposed housing.
4. **Need for Proposed Housing:** There is a need for the proposed housing in the community where the site is located.

Recommended Votes

Exchange Salem Four:

- Official Action Status
- Commitment of a Permanent Tax-Exempt Loan
- Commitment of a Tax-Exempt Bridge Loan
- Commitment of a Workforce Housing Subordinate Loan
- Approval for the Use of Low-Income Housing Tax Credits

Exchange Salem Nine:

- Commitment of a Permanent Taxable Loan

Loan Commitment Proposal | December 9, 2025

Cambridge Blanchard 1

1. General Project Information	
Project Name	Cambridge Blanchard 1
Project ID	20-020
Associated Projects	N/A
Address(es)	87-101 Blanchard Road, Cambridge MA
Sponsor	Covenant Commonwealth Corporation
Transaction Type	Production (4%)
Funding Type	Conduit Forward – Private Placement
Execution Type	Conduit (TE)
Credit Enhancement	None
Approval Type	Board
Total Rental Units	65
Affordability Mix	65 Affordable

2. Recommended Actions

- Official Action Status
- Commitment of a Tax-Exempt Conduit Loan
- Approval for the Use of Low-Income Housing Tax Credits

3. Background

Covenant Commonwealth Corporation (the “Sponsor”), a subsidiary of B’nai B’rith Housing New England, Inc. (“BBH”), has requested that MassHousing act as the conduit lender of tax-exempt bond proceeds under the Conduit Loan Program to allow the Sponsor to access 4% LIHTC equity for the proposed financing of Cambridge Blanchard 1 (the “Development”).

The Development will consist of a 65-unit condominium financed with tax-exempt bonds and 4% tax credits within Cambridge Blanchard (the “Building”), a new six-story 110-unit building for residents age 55 and above. The Building will also include a so-called “9% twin” condominium that will be financed using the 9% LIHTC program.

The Building will be constructed on a portion of a parcel of land bordered by Blanchard Road and Normandy Avenue in the Cambridge Highlands neighborhood of Cambridge. The parcel is divided into a two-unit condominium, the Blanchard Normandy Condominium. One unit is owned by Blair Pond Estates, LLC and is occupied by an existing multifamily development. The second unit is owned by an affiliate of the Sponsor and constitutes the Building site. The affiliate of the Sponsor will demolish a vacant two-story commercial building currently located on its condominium unit and construct the Building in its place. The Building will be further divided into two additional condominium units: one for the Development and the other for the 9% tax credit development, Cambridge Blanchard 2.

4. MassHousing Financing

Conduit Loan	
Type	Short-Term Tax-Exempt Conduit Loan
Loan Amount	\$9,991,000
Loan Term / Amortization	36 mo / interest only
Conduit Loan	
Type	Long-Term Tax-Exempt Conduit Loan
Loan Amount	\$4,733,500
Loan Term/Amortization	20y / 40y after permanent conversion, interest only for the development period of up to 36 months

5. Development Plan

Description of Site. The Development will be located on a 37,950 square-foot parcel at 87-101 Blanchard Road in Cambridge (the “Site”). An MBTA bus route stops at the entrance to the Site and provides service to the Red Line at Alewife Station, approximately 1.5 miles away.

Commuter rail service on the Fitchburg Line is available in Belmont Center, approximately one mile away. Retail uses, including a restaurant, hair salon, and hardware store are within one block of the Site.

Description of Existing or Proposed Building. Cambridge Blanchard is a proposed six-story 110-unit building for residents aged 55 and above and will include 30 surface parking spaces. Cambridge Blanchard 1 will contain 65 units and Cambridge Blanchard 2 will contain 45 units.

All residential units in the Development will have one bedroom, and the Building will offer amenities including a fitness center, community rooms, management offices, a library, social worker space, and a bicycle storage room.

The Building will be all electric for both heating and cooling and domestic hot water production. In addition to meeting the Massachusetts Specialized Stretch Energy Code, the Building will also pursue certification through Energy Star Multifamily New Construction, Zero Energy Ready Homes and EPA Indoor airPLUS.

The Sponsor will install a stormwater retainage system under the parking area, which it will then repave. The driveway from Blanchard Road to the entrances of the Building and Blair Pond Estates will be common area for both condominium unit owners. The 30 parking spaces reserved for residents of the Building will be located in its exclusive common area.

Description of Affordability Mix. All 65 units will be subject to income restrictions with set-asides ranging from 30% of Area Median Income (“AMI”) to 60% of AMI. Seventeen units will benefit from project-based rental assistance, of which eight will benefit from a project-based Section 8 HAP contract and nine will benefit from project-based MRVP. There will also be 48 units at 60% of AMI.

Site Control. Fee simple. A subsidiary of the Sponsor has a deed for one unit with a 24% interest in the two-unit Blanchard Normandy Condominium.

6. Borrower Team

Mortgagor Entity: CCC Blanchard 1, LLC

CCC Blanchard 1, LLL (the “Borrower”) is a single-asset, sole purpose limited liability company formed for the purposes of owning and operating the Development.

Developer / Sponsor: Covenant Commonwealth Corporation

Covenant Commonwealth Corporation is a 501(c)(3) supporting organization that holds the general partner interests in B’nai B’rith Housing New England, Inc.’s (“BBH”) developments. BBH is a regional nonprofit housing developer whose mission is to ease the housing crisis in the Greater Boston area. BBH works with cities and towns to create economically viable affordable housing options which respond to the needs and aspirations of each community. The organization’s most recent development with MassHousing financing is Parkway 1208 in West Roxbury, which completed construction in 2023.

General Partner / Managing Member: CCC Blanchard 1 MM, LLC

Construction Lender: Bank of America, N.A.

Bank of America, N.A. (“BofA”) is one of the world’s leading financial institutions, serving individual consumers, small and middle-market businesses, and large corporations with a full range of banking, investing asset management and other financial and risk management products and services.

BofA is also one of the largest lenders and investors in affordable, multifamily housing in the United States. Since 2005, Bank of America financed over 300,000 affordable housing units in projects serving individuals, families and seniors.

Bond Purchaser: First-Citizens Bank & Trust Company

First-Citizens Bank & Trust Company (“FCB”) is headquartered in Raleigh, North Carolina and is among the largest 20 financial institutions in the US with more than \$200 billion in total assets and over 550 branches in 23 states. As of September 30, 2024, First Citizens reports a diverse lending portfolio totaling \$138.7 billion of which commercial real estate multi-family lending accounts for \$5.7 billion.

Permanent Lender: Massachusetts Housing Partnership

Massachusetts Housing Partnership (“MHP” or “Commercial Lender”) is a public nonprofit affordable housing organization that works in concert with the Governor and the Executive Office of Housing and Livable Communities (“EOHLC”) to increase the supply of affordable housing in Massachusetts. Founded in 1985, MHP finances affordable housing through a state

law that requires companies that acquire Massachusetts banks to make loan funds available to MHP for the creation and preservation of affordable multifamily housing. Recent MassHousing conduit transactions on which MHP has been the permanent lender include West Newton Armory, 55 Hudson, and 775 Huntington Avenue.

Consultant: New Seasons Development LLC

New Seasons Development is a for-profit residential and commercial real estate development consulting firm that assists its clients in the development of affordable, mixed-income, and market-rate housing. New Seasons' President Wendy Cohen brings more than 25 years of experience as a lender in the quasi-public sector, as Director of Housing Development in the non-profit sector, and as LIHTC program director for the Commonwealth, and most recently as a development consultant.

Syndicator / Investor: Bank of America, N.A.

Management Company: Peabody Properties, Inc.

Peabody Properties, Inc. ("Peabody") manages approximately 96 communities, providing more than 13,000 residences in Massachusetts, Rhode Island, New Jersey, and Florida. Peabody's management team consists of over 160 on-site professionals.

Architect: The Architectural Team

The Architectural Team, Inc. ("TAT") is a master planning, architecture and interior design firm established in 1971. The 95+ person firm has earned more than 100 awards for design excellence across a broad range of building types and programs.

General Contractor: Dellbrook Construction LLC (d/b/a Dellbrook | JKS)

Dellbrook | JKS is one of the largest construction companies in New England and has been in operation for over 30 years. The firm has extensive experience in overseeing the new construction of sustainable multi-family buildings throughout Massachusetts.

The Agency's most recent experiences with Dellbrook | JKS include West Newton Armory, Meshacket Commons, and Cape Cod Five Redevelopment.

7. Summary of MassHousing-Sponsor Relationship			
	<i>Recorded</i>	<i>Committed</i>	<i>Total</i>
Number of Projects with MassHousing Debt	2	0	2
Total Units with MassHousing Debt	260	0	260
Outstanding MassHousing Principal Debt	\$1,489,401	\$0	\$1,489,401
Number of Projects with MassHousing Conduit Financing	0		
MassHousing Conduit Loans are Compliant with Program Rules	N/A		
Adverse Actions Against the Borrower Team	No		
Current on Obligations with MassHousing	Yes, as of 11/17/25		
Property Management Affiliate	No		

MassHousing Staff	
Origination	Jeff Geller, Originator Danielle Casavant, Analyst
Underwriting	Caroline Dylag, Underwriter
Asset Management	Mildred Mukasa, Portfolio Manager Megan Delsignor, Asset Manager

8. Unit Mix

Unit Size	Total Units	LIHTC Eligible					
		Section 8 – 30% of AMI		MRVP – 30% of AMI		60% of AMI*	
		Count	Rent	Count	Rent	Count	Rent
1 BR	65	8	\$2,633	9	\$2,394	48	\$1,768
Total	65	8	\$2,633	9	\$2,394	48	\$1,768

*60% of AMI rents are underwritten at 95% of maximum allowable

Project-Based Rental Subsidy	
Type	Section 8
Term	20 y
Administrator	Metropolitan Boston Housing, Inc. d/b/a Metro Housing Boston
Project-Based Rental Subsidy	
Type	MRVP
Term	15 y
Administrator	Metropolitan Boston Housing, Inc. d/b/a Metro Housing Boston

9. Operating Overview

Underwritten Operating Expenses	\$1,031,982 (approximately \$15,900 per unit)
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Basis of Operating Costs. Operating expense assumptions were based on the permanent lender’s proposed budget and supporting documentation as well as review of comparable properties from MassHousing’s portfolio.

Operating expenses per unit are above the Agency’s average portfolio range of \$11,000 to \$15,000 per unit. While most of the line items are in line with operating costs of developments in the MassHousing portfolio, a few exceed that range:

- **Insurance:** Per-unit insurance costs of \$2,000 are nearly double the portfolio average of \$1,035. The increase in this line item is consistent with recent experience across the industry as insurance costs have increased sharply in recent years.
- **Resident Services:** The Development will offer a level of resident services above a typical all-affordable development, employing a full-time and a part-time resident service coordinator through Peabody Properties. Resident Services expenses of \$1,500 per unit exceed the portfolio average of \$450 per unit. The Resident Services Coordinators will provide an array of supporting services including housing stability, social and community services including health and wellness, arts and music, cultural and spiritual and educational presentations.

10. Project Costs

Core Residential Costs	
Base	\$43,432,171
Extraordinary	\$4,031,807
Total	\$47,463,978
Commercial, Site and Other Non-Residential Costs	
Commercial Costs	\$0
Site and Other Non-Residential Costs	\$294,947
Total	\$294,947
Total Development Cost	
Total	\$49,758,925

Project Construction Costs	
Total Construction Cost	\$27,735,781
Construction per Square Foot	\$434

Background on Extraordinary Residential Costs. Extraordinary costs include acquisition costs in the competitive Cambridge real estate market, demolition of the existing vacant commercial building on the site, and the inclusion of NHT funds from EOHLC as a source. This funding source is a trigger for Build America Buy America (“BABA”) requirements, which have a direct impact on material costs.

Background on Commercial, Site and Other Non-Residential Costs. Site costs include the rainwater retention system required by the City of Cambridge and repaving of the parking area and driveway.

Background on Building Standards Costs. Building Standards costs are related to the building materials, installation and insulation required to meet the specialized energy code. These costs are included as Core Residential Costs. MassHousing recognizes that these costs contribute to the total development costs.

11. Sources and Uses

Sources of Funds	Total
Permanent Loan	\$4,733,500
Federal Tax Credit Equity	\$19,220,245
State LIHTC Loan	\$4,539,063
Farnsworth Foundation	\$415,000
Sponsor Loan: MassSave	\$347,000
City of Cambridge AHT	\$11,964,092
AHTF, HSF	\$3,000,000
NHT, CBH	\$2,750,000
Seller Loan	\$1,831,818
Deferred Developer Fee	\$958,207
Total Sources	\$49,758,925

LIHTC Pricing	
Federal LIHTC	\$0.93
State LIHTC	\$0.87

Core Residential Uses of Funds	Total	
		<i>Per Unit</i>
Acquisition	\$5,525,000	\$85,000
Construction	\$25,838,612	\$397,517
Construction Contingency	\$1,631,385	\$25,098
General Development	\$9,509,082	\$146,294
Capitalized Reserves	\$672,409	\$10,345
Overhead	\$2,143,746	\$32,981
Fee	\$2,143,746	\$32,981
Total Residential Uses	\$47,463,978	\$730,215

Base Costs		Extraordinary Costs	
	<i>Per Unit</i>		<i>Per Unit</i>
\$3,775,000	\$58,077	\$1,750,000	\$26,923
\$24,088,612	\$370,594	\$1,750,000	\$26,923
\$1,520,894	\$23,398	\$110,491	\$1,700
\$9,509,082	\$146,294	-	-
\$615,291	\$9,466	\$57,117	\$879
\$1,961,646	\$30,179	\$182,100	\$2,802
\$1,961,646	\$30,179	\$182,100	\$2,802
\$43,432,171	\$668,187	\$4,031,807	\$62,028

Commercial Uses*	\$0
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Site and Other Nonresidential Uses*	\$294,947
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Total Uses	\$49,758,925
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*Includes applicable hard costs, contingency, soft costs, overhead and fee

12. First Year Income and Expenses

Income		
Rental Income – Project-Based Rental Subsidy		\$511,320
Rental Income – Non-Rental Subsidy		\$1,018,368
Gross Potential Residential Income		\$1,529,688
Vacancy – Project-Based Rental Subsidy	2.5%	(\$12,783)
Vacancy – Non-Rental Subsidy	3.0%	(\$30,551)
Gross Residential Income		\$1,486,354
Other Income – Laundry		\$5,000
Effective Gross Income		\$1,49,354

Expenses	
Residential Operating Expenses	\$1,005,982
Net Operating Income	\$459,372
Debt Service	(\$323,289)
Cash Flow	\$136,083

Debt Service Coverage 1.42

Residential Operating Expense Detail			<i>Per Unit</i>
Management Fee	5.0%	\$75,455	\$1,161
Administrative Costs		\$255,027	\$3,924
Maintenance Costs		\$198,000	\$3,046
Resident Services		\$97,500	\$1,500
Security		\$7,500	\$115
Utilities (water and sewer, hot water)		\$160,000	\$2,462
Insurance		\$137,500	\$2,115
Taxes		\$75,000	\$1,115
Replacement Reserves		\$26,000	\$400
Total		\$1,031,982	\$15,877

Operating Expenses as a Percent of EGI 69.2%

13. Underwriting

1. **Financing Structure.** MassHousing intends to provide tax-exempt long-term and short-term conduit loans.

BofA will serve as the taxable construction lender, providing an estimated \$25,500,000 construction loan to the Development. MassHousing will issue an estimated \$14,725,000 in conduit tax-exempt drawdown bonds, sized to meet the Development's 25% test needs. FCB will be the bond purchaser and tax-exempt bridge lender.

At construction closing, the Borrower will close on the taxable construction financing with BofA. MassHousing will also issue the drawdown tax-exempt bonds. FCB will draw down \$51,000 of the tax-exempt bonds, which will be used specifically to pay for costs of bond issuance.

During construction, the Borrower will draw down BofA's taxable construction loan, available equity, and EOHLIC and City of Cambridge soft funds to pay for project expenses. The remaining balance in drawdown tax-exempt bonds will not be utilized during the construction period.

After construction is complete, FCB will provide a tax-exempt loan or loans to the Borrower with the remaining tax-exempt bond proceeds to pay down all or a portion of the construction loan to meet the 25% test. FCB will also provide a taxable loan in a sizing sufficient to fully repay BofA's construction loan.

Following stabilization, a \$4,733,500 portion of the tax-exempt loan will be assigned to Massachusetts Housing Partnership and remain outstanding as a permanent loan. The remaining tax-exempt loan proceeds will be repaid from tax credit equity.

2. **Condominium Structure.** The Site is part of a larger parcel of land that is currently subject to a Master Condominium Deed (the "Blanchard Normandy Condominium"). The Blanchard Normandy Condominium is made up of two units:
 - i. The first unit is owned by Blair Pond Estates, LLC and includes an existing multifamily development. This unit has a 76% interest in the Blanchard Normandy Condominium.
 - ii. The second unit is owned by CCC Blanchard LLC, an affiliate of the Sponsor, which will construct Cambridge Blanchard 1 (with 4% credits) and Cambridge Blanchard 2 (with 9% credits), as separate condominium units within the Cambridge Blanchard building.

The Blanchard Normandy Condominium association will be governed by a board of managers, consisting of a manager for the BPE Unit and a manager for the CCC unit, each with one vote. The association by-laws include mediation provisions in the event of

a deadlock and may only be amended by vote of the managers. Common charges for the units will be in proportion to the Allocable Share for each: 76% for the BPE Unit and 24% for the CCC Unit.

3. **Inclusion of Infrastructure Costs in Tax Credit Basis.** As part of the construction of the Building, the Sponsor will install a stormwater retainage system under the parking area, which it will then repave. The costs for this work are included in tax credit basis in the development budgets for Cambridge Blanchard 1 and 2, with approximately \$295,000 allocated to the Development.

The Sponsor’s accountant, CohnReznick, is evaluating the eligibility of the costs to be included in basis. Should CohnReznick determine the infrastructure costs are ineligible, the Sponsor will find an alternate source of funds to offset the reduction of tax credit equity.

4. **Conduit Appraisal.** For this conduit transaction, MassHousing will rely on either BofA’s or FCB’s appraisal as an intended user to determine value.

Underwriting Criteria and Loan Terms	Cambridge Blanchard 1	Underwriting Standards
1. DSCR	1.42	Minimum of 1.10
2. Term/Amortization	20 y / 40 y	30-40 y, fully-amortizing
3. Loan to Value	TBD	Maximum of 90% based on third party "as-proposed" investment value
4. Underwriting Rents	PB-Rental Subsidy contract or market supported rents.	Lesser of: <ul style="list-style-type: none"> • PB-Rental Subsidy contract or market supported rents • Programmatic rent cap or rents supported by MassHousing market review.
5. Vacancy Allowance	PB-Section 8 & MRVP: 2.5% 60% of AMI: 3%	Minimum of: <ul style="list-style-type: none"> • 2.5% for PB – Rental Subsidy • 3.0% for LIHTC • 5.0% for unrestricted or workforce housing
6. Affordability	40% at 60% of AMI	Minimum of: <ul style="list-style-type: none"> • 20% at 80% of AMI for MassHousing Statute

		<ul style="list-style-type: none"> • 40% at 60% or 20% at 50% of AMI for loans with FHA Insurance, HUD/FFB, Tax-Exempt Bond, and/or Federal LIHTC
7. Annual Deposits to Replacement Reserves	N/A for conduit loans	<p>Minimum of:</p> <ul style="list-style-type: none"> • \$360 unit / year (new construction) • \$500 unit / year (rehab) <p>Note: Additional initial deposit to reserves may be required by the third party CNA to fund twenty-year capital needs.</p>
8. Operating Expenses	Approximately \$15,400 unit / year	Typically, between \$11,000 and \$15,000 per unit.

14. Low-Income Housing Tax Credits

The Developer has included in its financing proposal a request for the use of 4% Low-Income Housing Tax Credits (the “4% Credits”). The 4% Credits may be utilized as a result of the funding of a portion of the financing with tax-exempt bonds or notes of MassHousing, which are to be issued under Section 142 of the Internal Revenue Code of 1986, as amended (the “Code”) and are subject to a volume capacity allocation under Section 146 of the Code.

Use of the 4% Credits must be approved by EOHLC as the “housing credit agency” under Section 42 of the Code who must make the determination required under Section 42(m)(1)(D) of the Code that the development and financing proposal meets the requirements of the Commonwealth’s Qualified Allocation Plan. In addition, MassHousing, as the issuer of tax-exempt obligations which generate the 4% Credits must determine under Section 42(m)(2)(D) of the Code that the amount of 4% Credits does not exceed the amount necessary for the financial feasibility and long-term viability of the development. Such determination shall be made applying the standards set forth in the proposed Board vote herein, as required by Section 42(m)(2)(B) of the Code.

Cambridge Blanchard 1 VOTES AND FINDINGS

PROPOSALS AND VOTES

OAS

RECOMMENDATION:

Staff has reviewed the development experience and creditworthiness of the mortgagor and sponsor and found them to be acceptable. Staff has also determined that the mortgagor, sponsor, or an affiliate under common control has demonstrated evidence of site control, that the proposed site is acceptable for the intended housing, and that there is a need for the proposed housing in the community where the site is located. Therefore, staff recommends the following votes for approval:

VOTED: To approve the findings and determinations set forth immediately following this vote and to authorize (i) the Agency to grant Official Action Status and consider the application for a loan commitment for the multifamily development known as “Cambridge Blanchard 1” (the “Development”) at such time as it is submitted; (ii) this vote to serve as a declaration of official intent under Treasury Regulations Section 1.150-2 that such loan (a) be funded with proceeds of tax-exempt debt issued in the future and (b) reimburse, in accordance with Treasury Regulations Section 1.150-2, up to \$18,405,000 of costs of the Development paid prior to the issuance of such debt or the making of such loan; provided that this vote does not require the Agency to make any expenditure, incur any indebtedness or proceed with the Development.

Official Action Status Findings

In accordance with the vote of the Members of MassHousing dated October 10, 2023, staff makes the following Official Action Status findings for the Development:

1. The mortgagor or sponsor has acceptable multifamily housing development experience and acceptable credit history.

2. The mortgagor, sponsor or an affiliate under common control has demonstrated evidence of site control, which may include a deed, a ground lease, a purchase option, a contract of sale, or designation under a public land disposition process.
3. The site is acceptable for the proposed housing.
4. There is a need for the proposed housing in the community where the site is located.

Commitment of a Conduit Loan

VOTED: To approve the findings and determinations set forth below and to authorize the issuance of multifamily tax-exempt obligations in an estimated principal amount of \$18,405,000, in one or more series pursuant to one or more indentures and/or financing agreements with such terms, interest rates, redemption provisions and maturity schedules as shall be approved by any of the Chief Executive Officer, Chief Legal and Operating Officer, General Counsel, Chief Financial and Administrative Officer, Financial Director, Comptroller, Director (or Senior Director) of Finance, or Director (or Senior Director) of Capital Markets, acting singly, and any officer or employee of MassHousing acting in such capacity or otherwise authorized to perform specific acts or duties by resolution of MassHousing (each an “Authorized Officer”), each Authorized Officer, acting singly, being authorized to execute and deliver such agreements and any other documents, instruments, and agreements necessary to effectuate the purposes of a conduit financing, with the proceeds of such issuance to be lent to CCC Blanchard 1, LLC or another single-purpose entity controlled by Covenant Commonwealth Corporation or an affiliate (the “Borrower”) as owner of the multifamily residential development known as “Cambridge Blanchard 1” (the “Development”) and located in Cambridge, Massachusetts, and in accordance with the applicable Conduit Loan Closing Standards approved by the Members of MassHousing on September 12, 2017 and delegations of authority previously approved by the Members of MassHousing, and further subject to (1) compliance with all applicable laws and all regulations and requirements of applicable financing programs, and (2) the following special conditions: “None.”

VOTED: To authorize the Chief Executive Officer, the Chief Legal and Operating Officer and the Vice President of Multifamily Programs, and their respective designees, each acting singly, to permit the Borrower to enter into, or assume, mortgage loans with third parties with respect to the

Development, provided that (1) any such mortgage loans (other than the taxable construction loan from Bank of America, N.A. or an affiliate thereof and the taxable construction loan from First-Citizens Bank & Trust Company or an affiliate thereof) shall be subordinated to MassHousing's first mortgage loan, and other MassHousing debt as determined by the Chief Executive Officer, the Chief Legal and Operating Officer or the Vice President of Multifamily Programs, and (2) such subordinate mortgage loans shall be subject to MassHousing's requirements pertaining to subordinate mortgages, in a manner acceptable to MassHousing's General Counsel or their designee.

4% Low-Income Housing Tax Credits

- VOTED: That the amount of 4% Credits, as set by the Chief Executive Officer, the Chief Legal and Operating Officer, the Vice President of Multifamily Programs, the Senior Director of Capital Deployment, the Director (or Senior Director) of Rental Underwriting, the General Counsel or the designee of any of the foregoing, prior to loan closing, to be used in connection with the multifamily development located in Cambridge, Massachusetts and known as "Cambridge Blanchard 1" (the "Development") will not exceed the amount which is necessary for the financial feasibility of the Development and its viability as a qualified low-income housing project throughout the credit period, having taken into consideration:
- (a) the sources and uses of funds and the total financing planned for the Development;
 - (b) any proceeds or receipts expected to be generated by reason of tax benefits;
 - (c) the percentage of the tax credit amount used for Development costs other than the cost of intermediaries; and
 - (d) the reasonableness of the developmental and operational costs of the Development, provided, however, that such determination shall not be construed to be a representation or warranty as to the feasibility or viability of the Development.

FURTHER VOTED: To authorize the Chief Executive Officer, the Chief Legal and Operating Officer, the Vice President of Multifamily Programs, the Senior Director of Capital Deployment, the Director (or Senior Director) of Rental Underwriting, the General Counsel or the designee of any of the foregoing, each acting singly, to set the amount of 4% Credits to be used



in connection with the Development applying the standards set forth in the immediately preceding vote.

STATUTORY FINDINGS AND DETERMINATIONS

Statutory Findings:

The Loan(s) will be financed under the provisions of Section 5 of MassHousing’s enabling act, Chapter 708 of the Acts of 1966, as amended (the “Act”). Pursuant to Section 5(g) of the Act, staff makes the following findings for the proposed Development:

1. The affordability of rents for 20% of the units:

Sixty-five units (100%) in the Development will be affordable to low-income persons and families, as specified in the Act, at the adjusted rentals shown in the rent schedule below.

2. Shortage of Affordable Housing Units in the Market Area

The market needs data reflects the information available to A&M staff as of the date of collection November 19, 2025, Further, the reader is cautioned and reminded that any observations, comparisons, and/or conclusions are based on the data as of the collection date.

In-house data for larger market and mixed-income complexes (approximately 1,296 units) in the area revealed a strong rental market. Current occupancy rates of the comparable properties reviewed averaged approximately 94%, and range between 93.4% and 95%. Four of the comparables were offering concessions ranging from ½ month free to one month free.

CoStar data for the subject’s Alewife Multi-Family submarket (5,505 units) has an overall vacancy rate at 6.4% YTD, which is a decrease of 1.15% from one year ago. CoStar data for the Boston market (296,089 units) has an overall vacancy rate of 6.5% YTD, which is increase of 1.00% from one year ago. The rate for the Alewife submarket is projected to increase to 7.5% over the next five years, while the Boston Market is projected to decrease to 6.0%.

CoStar submarket data for the 4-5 Star building type (3,647 units) indicates a 4th Qtr. 2025 vacancy rate of 7.6% and an average asking rent of \$3,365, while submarket data for the subject’s 3 Star building type (847 units) indicates a 4th Qtr. 2025 vacancy rate of 5.0% at an average asking rent of \$3,164. 1-2 Star buildings (1,011 units) indicate a 4th Qtr. 2025 vacancy rate of 3.2% at an average asking rent of \$2,546. The development with its amenities, more closely reflects the 3 Star building type, and is reflected in both the vacancy rate and market rent potential.

According to the Executive Office of Housing and Livable Communities (EOHLC) Chapter 40B Subsidized Housing Inventory (9/30/25), the City of Cambridge has 53,467 year-round housing units, 6,886 (12.8%) of which are subsidized for low/moderate income households. Per a representative of Cambridge Housing Authority(CHA) they manage the following types of public housing; 532 state and federal public housing units, 1,226 Rental Assistance Demonstration(RAD) housing units, 802 Section 8 Demonstration/ Disposition units, and 110 State assisted units that are new construction. Per the representative of CHA there are 9,200 on the waiting list and they do not currently have separate waiting list for state assisted units. CHA also administers tenant-based assistance which includes 4,179 Housing Choice vouchers, 554 Non-Moving To Work vouchers, 150 state vouchers and 120 Moderate Rehab vouchers. Per the CHA representative, there

are 13,874 applicants on the waiting list for these vouchers. The CHA representative also stated that there the number of unique applicants' households across all lists are 14,071 applicants for CHA housing units, 1,797 applicants for Single Room Occupancy units and 19,127 applicants for CHA vouchers.

U.S. Census data from the 2024 American Community Survey (ACS) indicates that of the 51,275 households in the City of Cambridge, approximately 78.0% earned less than the HUD published 2025 AMI (\$160,900), approximately 33.9% earned less than 50% of 2025AMI, approximately 43.2% earned less than 60% of the 2025 AMI and approximately 61.9% earned less than 80% of the 2025 AMI.

3. Inability of Private Enterprise Alone to Supply Affordable Housing

MassHousing staff has completed an analysis of the market rate rents, as defined by Agency statute, which absent MassHousing financing, would be required to support the development and operations of the Development. Based on the substantial difference between these market rents (shown in the Rent Schedule below) and the rents for this project, MassHousing staff finds that private enterprise alone cannot supply such housing.

4. No Undue Concentration of Low-income Households

The financing herein proposed does not lead to the undue concentration of low-income households.

5. Elimination or Repair of Unsafe or Unsanitary Dwelling Units

As evidenced by data cited in Finding No. 2 above, there is an acute shortage of decent, safe, and sanitary housing available to low-income persons and families in the general housing market area of the Development. Although staff is not aware of units within the same market area that require demolition or compulsory repair, by preserving the affordable housing proposed here, those in need of affordable housing will not be forced to accept residence in substandard units. So long as the acute shortage of affordable housing persists, actions of public agencies to increase the supply of affordable housing will reduce the market forces that allow unsafe and unsanitary units to persist. In addition, MassHousing, through its administration of housing programs, and other public agencies (e.g., local enforcement of building codes), continue to require repair of substandard units as such units are identified.

Rental Determinations:

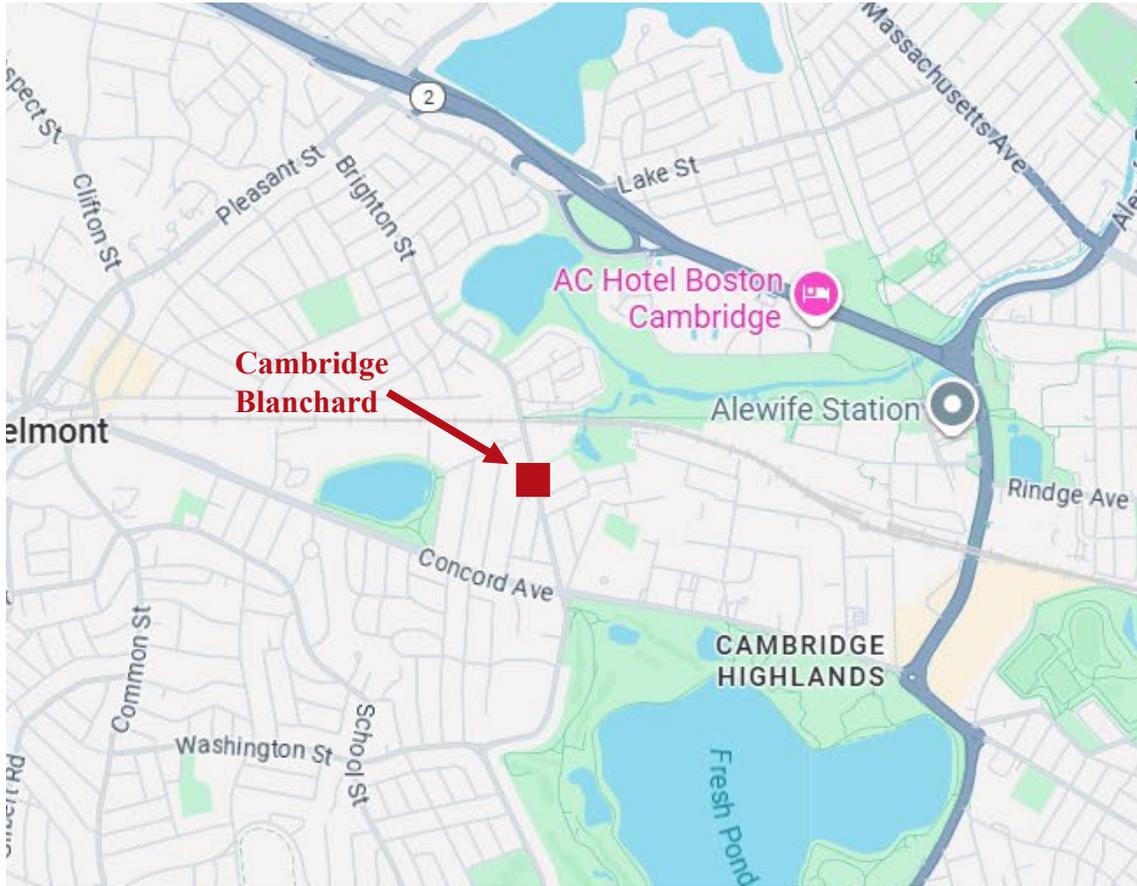
Pursuant to Section 6(a) of the Act, MassHousing makes the following rental determinations for units within the proposed Development:

Rent Schedule:

Number of Bedrooms	1
Number of Units	65
Net SF/Unit	587
Elev./Non-Elev.	Elev.
Market Rate Rent (10% Rate 20 Year Term)	\$5,777
MHFA Below Market Rent (Cost-Based Rent)	\$4,042
MHFA Adjusted Rent	30% of 60% AMI
Underwriting Rents	
Section 8 – 30% of AMI	\$2,633
MRVP – 30% of AMI	\$2,394
LIHTC – 60% of AMI	\$1,768

Based on this information, MassHousing staff finds that a significant need exists for the type of development proposed here, that private enterprise alone cannot supply such housing, and that the financing of the Development will not create or contribute to an undue concentration of low-income persons or adversely impact other housing in the area.

MAP AND PICTURES



Loan Commitment Proposal | December 9, 2025

Cambridge Blanchard 1

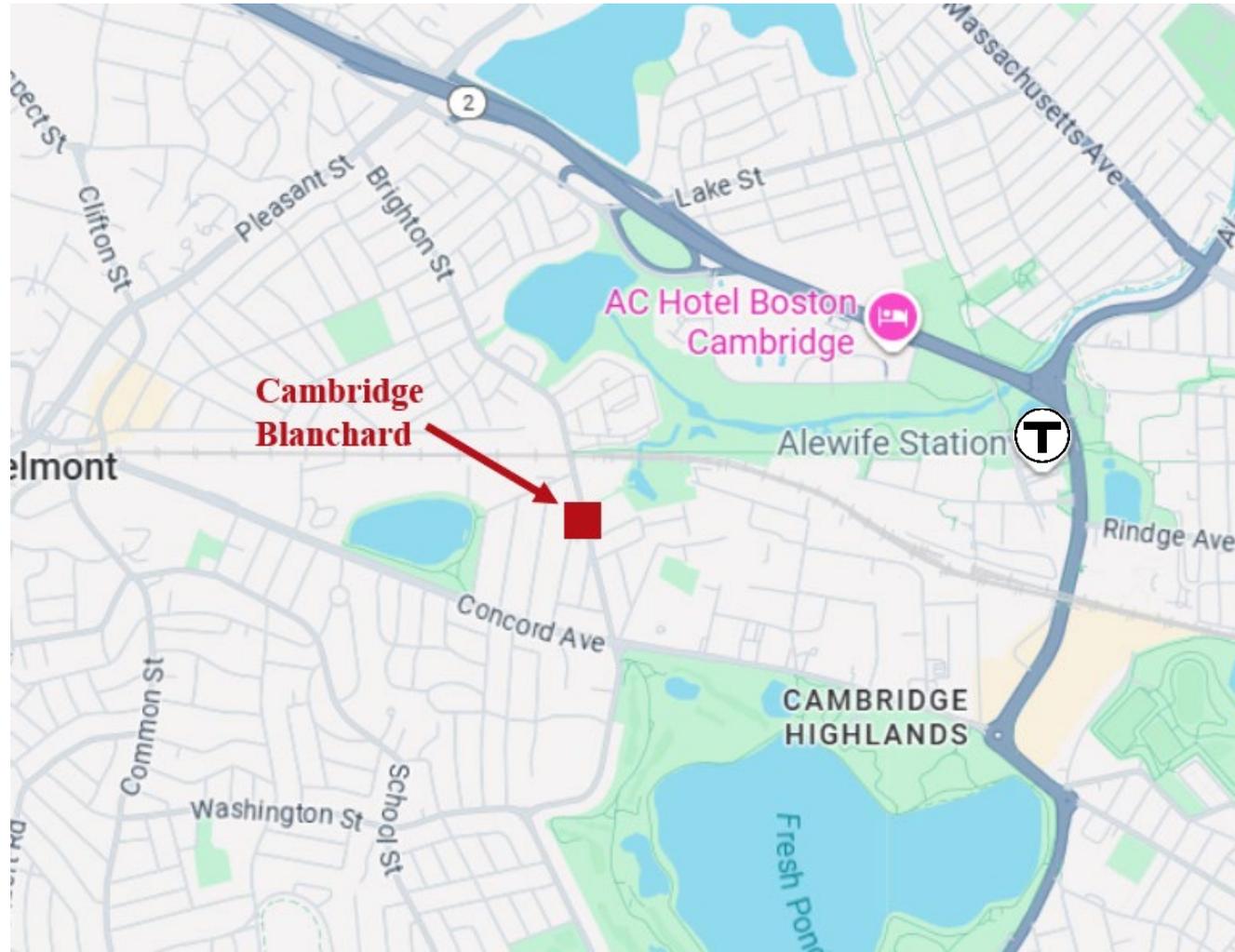


Location	87-101 Blanchard Road, Cambridge MA 02138
Sponsor	Covenant Commonwealth Corporation
Transaction Type	Production (4%)
Funding Type	Conduit Forward – Private Placement
Execution Type	Conduit (TE)
Credit Enhancement	None
Total Rental Units	65
Affordability Mix	65 Affordable

Deal Team Members

Origination	Jeff Geller, Danielle Casavant
Underwriting	Caroline Dylag
Asset Management	Mildred Mukasa, Megan Delsignor

Cambridge Blanchard 1 | Cambridge



Borrower Team

Mortgagor Entity	CCC Blanchard 1, LLC
Developer / Sponsor	Covenant Commonwealth Corporation
General Partner / Managing Member	CCC Blanchard 1 MM, LLC
Construction Lender	Bank of America, N.A.
Consultant	New Seasons Development LLC
Syndicator / Investor	Bank of America, N.A.
Management Company	Peabody Properties, Inc.
Architect	The Architectural Team
General Contractor	Dellbrook Construction LLC

Unit Mix

Unit Size	Total Units	LIHTC-Eligible					
		Section 8 – 30% of AMI		MRVP – 30% of AMI		60% of AMI*	
		<i>Count</i>	<i>Rent</i>	<i>Count</i>	<i>Rent</i>	<i>Count</i>	<i>Rent</i>
1 BR	65	8	\$2,633	9	\$2,394	48	\$1,768
Total	65	8	\$2,633	9	\$2,394	48	\$1,768

* 60% of AMI rents are underwritten at 95% of maximum allowable

Project Costs

Core Residential Costs	
Base	\$43,758,925
Extraordinary	\$4,000,000
Total	\$47,758,925
Commercial and Non-Residential Costs	
Commercial Costs	\$0
Site and Other Non-Residential Costs	\$2,000,000
Total	\$2,000,000
Total Development Cost	
Total	\$49,758,925

Project Construction Costs	
Total Construction Cost	\$29,735,780
Construction per Square Foot	\$465

Sources and Uses

Sources of Funds		Uses of Funds	
Permanent Loan	\$4,733,500	Acquisition	\$5,525,000
Federal Tax Credit Equity	\$19,220,245	Construction	\$28,088,612
State LIHTC Loan	\$4,539,063	Construction Contingency	\$1,647,169
Farnsworth Foundation	\$415,000	General Development	\$9,509,082
Sponsor Loan: MassSave	\$347,000	Capitalized Reserves	\$676,362
City of Cambridge AHT	\$11,964,092	Overhead	\$2,156,350
AHTF, HSF	\$3,000,000	Fee	\$2,156,350
NHT, CBH	\$2,750,000		
Seller Loan	\$1,831,818		
Deferred Developer Fee	\$958,207		
Total Sources	\$49,758,925	Total Uses	\$49,758,925

Underwriting Notes

1. Financing Structure
2. Condominium Structure
3. Infrastructure Costs in Tax Credit Basis
4. Conduit Appraisal

Recommended Votes

- Official Action Status
- Commitment of a Tax-Exempt Conduit Loan
- Commitment of 4% Low-Income Housing Tax Credits

Loan Commitment Proposal | December 9, 2025

Warren Hall

1. General Project Information	
Project Name	Warren Hall
Project ID	24-033
Associated Projects	N/A
Address(es)	335 Washington Street, Boston, MA 02135
Sponsors	Allston Brighton Community Development Corporation and The Schochet Companies
Transaction Type	Preservation & Production (4%)
Funding Type	Current (Construction/Permanent)
Execution Type	Portfolio (TE)
Credit Enhancement	HUD/FHA Risk-Sharing with 50% credit risk
Approval Type	Board
Total Rental Units	35
Affordability Mix	26 Affordable 8 Workforce 1 Unrestricted

2. Recommended Actions

- Official Action Status
- Commitment of a Tax-Exempt Construction/Permanent Loan
- Commitment of a Tax-Exempt Construction Equity Bridge Loan
- Commitment of a Taxable Construction Equity Bridge Loan
- Commitment of a Workforce Housing Loan
- Approval for the Use of Low-Income Housing Tax Credits

3. Background

The proposed financing will support the acquisition and rehabilitation of Warren Hall (the “Development”), an existing 33-unit mixed-use development in the Brighton neighborhood of Boston. The transaction will include rehabilitation of all existing units and commercial space, and the new construction of two fully accessible ground-floor units, resulting in a 35-unit building.

Allston Brighton CDC (“ABCDC”) and the Schochet Companies (“Schochet”, together the “Sponsors”), acquired the Development in 2024 with Acquisition Opportunity Program (“AOP”) funds from the City of Boston and a predevelopment loan from CEDAC. The Development is in poor condition due to years of deferred maintenance by the previous owner, which allowed the

building to fall into disrepair and affordability restrictions to lapse. Multiple leaks in the roof have led to water damage to the top floor units, all of which are vacant. In addition, five of the six ground floor commercial spaces have been vacant for several years.

The development plan includes addressing both long-term capital needs and adding new use restrictions to preserve the Development as affordable housing for the long term. The proposed financing will bring the Development into the Agency’s lending portfolio.

4. MassHousing Financing	
First Loan	
Type	Tax-Exempt Construction/Permanent Loan
Loan Amount	\$5,700,000
Interest Rate	30-Year MMD plus 210 basis points (bps) to be locked at Construction Loan Closing (processing rate of 6.55% assumed for underwriting)
Loan Term / Amortization	42 y / 40 y, commencing after the 24-month interest-only period
Year 1 DSCR	1.20 projected (1.10 minimum)
LTV	TBD (90% maximum)
Tax-Exempt Construction Equity Bridge Loan	
Type	Tax-Exempt Construction Equity Bridge Loan
Loan Amount	\$4,000,000
Interest Rate	5.05% projected
Loan Term/Amortization	24 mo / interest only
Taxable Construction Equity Bridge Loan	
Type	Taxable Construction Equity Bridge Loan
Loan Amount	\$6,700,000
Interest Rate	5.70% projected
Loan Term/Amortization	24 mo / interest only
Junior Loan	
Type	Workforce Housing Loan
Loan Amount	\$473,599
Interest Rate	0% projected
Loan Term/Amortization	42 y / non-amortizing
Terms of Cash Flow Sharing	To the extent there is cashflow during operations, 50% will be split between MassHousing and the other subordinate lenders on a pari-passu basis, with MassHousing’s share being used to service principal on the Workforce Housing Loan.

5. Development Plan

Description of Site. The Development is located on a 0.34-acre site at 335 Washington Street in the Brighton neighborhood of Boston (the “Site”). The surrounding area includes residential and commercial uses, with banks, stores, restaurants, and Boston Medical Center – Brighton (formerly St. Elizabeth’s Hospital) several blocks away. Multiple MBTA bus routes run along Washington Street and Chestnut Hill Avenue, one block from the Site.

Description of Existing or Proposed Building. The Development will consist of a four-story building with 35 residential units, 2,700 square feet of commercial space, and 15 parking spaces. Nine of the parking spaces will be for use by residents and six for use by the commercial spaces. Upon completion of the renovations, the Development will contain three studio, 30 one-bedroom, and two two-bedroom residential units. The existing ground floor commercial space will be reconfigured to allow for the construction of the two new accessible two-bedroom units and two commercial units.

The Development is designed with water conserving fixtures, Energy Star appliances, and high-efficiency LED lighting. The scope of work includes converting the building’s heating system and ranges to electric power, which will require the installation of a new transformer in the parking area behind the building to accommodate additional demand on Eversource’s existing infrastructure.

Description of Affordability Mix. Thirty-four (34) of the thirty-five (35) units at the Development will be restricted to households with incomes between 30% of Area Median Income (“AMI”) and 80% of AMI.

Eight (8) units restricted at 30% of AMI will benefit from project-based Section 8 rental assistance. Eighteen (18) units will be income-restricted to households at or below 60% of AMI and a total of eight (8) units will be income-restricted to households at or below 80% of AMI.

All eight (8) of the units income-restricted at 80% of AMI will be subject to a LIHTC and Workforce Housing restriction. To accommodate an existing resident, a single unit will be unrestricted at initial closing but restricted at 80% of AMI upon turnover (see Section 12 for further details).

Site Control. WH Apartments Limited Partnership, the mortgagor of the Development, will acquire the fee simple interest in the Development from Warren Hall Acquisition LLC at closing.

6. Borrower Team

Mortgagor Entity: WH Apartments Limited Partnership

WH Apartments Limited Partnership is a sole-asset, single-purpose limited liability company formed for the purposes of owning and operating the Development.

Developer / Sponsor: Allston Brighton Community Development Corporation

Allston Brighton Community Development Corporation (“ABCDC”) has successfully developed and currently owns 553 units of affordable housing across twelve properties in the Allston and Brighton neighborhoods of Boston. ABCDC’s Hano Homes has an existing SHARP loan with MassHousing, and its Brian J. Honan Apartments development is seeking a loan commitment in October. ABCDC plans to decarbonize its entire affordable housing portfolio by 2040.

The Schochet Companies

The Schochet Companies is a full-service real estate development and management company that owns and/or manages more than 5,500 apartments and 125,000 square feet of commercial space throughout New England. The company employs close to 200 professionals and has developed, owned, and/or managed in excess of 7,000 apartments and 600,000 square feet of retail and commercial space throughout New England and on the West Coast since its formation by Jay R. Schochet in 1973.

Schochet’s development and investment experience ranges from structuring complex affordable housing transactions to developing and managing market rate housing. Recent MassHousing-financed developments with Schochet as the development consultant include Hillcrest Acres and Newcastle Saranac.

The Sponsors have entered into a Development Services Agreement that outlines the responsibilities of each organization. Schochet is managing the development process through completion and will backstop the loans in exchange for a share of the development fee. ABCDC is the Managing Member of the General Partner and acts as the neighborhood liaison for the Development.

General Partner / Managing Member: WH MM, LLC

Federal LIHTC and HTC Syndicator / Investor: R4 Capital LLC

R4 Capital is a national affordable housing syndicator founded in 2011 by its President and CEO, Marc Schnitzer and the Regis Group, a 60-year-old, London-based, privately held residential property investment firm. R4 Capital’s \$11.9 billion LIHTC equity and debt portfolio includes over 600 properties distributed throughout 49 U.S. states, Washington, D.C., and territories representing approximately 74,000 units of affordable housing. Recent MassHousing-financed developments with R4 as the syndicator include Hillcrest Acres and Newcastle Saranac.

State LIHTC and HTC Syndicator / Investor:

Dorfman Capital

Dorfman Capital, founded in 1990 by President Bob Dorfman, specializes in innovative financing for real estate developments. The company has facilitated over \$1 billion in financing for corporations and real estate developers. Dorfman Capital focuses on transforming communities through brownfields development, affordable housing, and historic reuse. The firm offers expertise in brownfields tax credit finance and facilitates investments for Federal and State Tax Credits for various initiatives, including Historic reuse (HTC), Low Income Housing (LIHTC), Housing Development Incentive Program (HDIP), Film, Energy (ITC), and New Market Tax Credits (NMTC). Recent MassHousing-financed developments with Dorfman Capital as the State LIHTC syndicator include Union Block - Taunton and Van Der Heyden Apartments.

Management Company:

Federal Management Co., Inc.

Schochet Property Management (d/b/a Federal Management Co., Inc.) (“FMC”), was formed in 1973. It provides management services for numerous clients including Schochet Companies, Retirement Housing Foundation, and the Jonathan Rose Companies. These services include complete responsibility for building operations, financial administration, leasing activities, and interfacing with local, state, and national agencies. Today, Schochet Property Management operates more than 5,500 apartments and 125,000 square feet of commercial space, which includes all types of housing including market rate apartments, LIHTC, and low- and moderate-income subsidized communities, new construction and rehabilitation, and a commercial portfolio comprised of offices, retail, and restaurants. Recent MassHousing-financed developments with FMC as the property manager include Hillcrest Acres and Newcastle Saranac.

Architect:

The Architectural Team, Inc.

The Architectural Team, Inc. (“TAT”) is a master planning, architecture and interior design firm established in 1971. The 95+ person firm has earned more than 100 awards for design excellence across a broad range of building types and programs. Recent MassHousing-financed developments with TAT as the architect include 375 Broadway and Columbia Uphams Apartments.

General Contractor:

Keith Construction Inc.

Keith Construction, Inc. (“Keith”) is a general contractor and construction manager specializing in multifamily residential construction for clients throughout the Northeast and Mid-Atlantic United States. For over three decades, the company has gained extensive experience in residential rehabilitation, adaptive reuse, historic renovations, and new construction. Recent MassHousing-financed developments with Keith as the general contractor include Phillips Brooks School and Eastwalk.

7. Summary of MassHousing-Sponsor Relationship

The Schochet Companies			
	<i>Recorded</i>	<i>Committed</i>	<i>Total</i>
Number of Projects with MassHousing Debt	5	0	5
Total Units with MassHousing Debt	667	0	667
Outstanding MassHousing Principal Debt	\$96,009,852	\$0	\$96,009,852
Number of Projects with MassHousing Conduit Financing	0		
MassHousing Conduit Loans are Compliant with Program Rules	N/A		
Adverse Actions Against the Borrower Team	No		
Current on Obligations with MassHousing	Yes		
Property Management Affiliate	Yes. FMC manages properties in The Schochet Companies portfolio and offers management services to properties outside of The Schochet Companies portfolio.		

Allston Brighton CDC			
	<i>Recorded</i>	<i>Committed</i>	<i>Total</i>
Number of Projects with MassHousing Debt	0	1	1
Total Units with MassHousing Debt	0	50	50
Outstanding MassHousing Principal Debt	\$0	\$18,514,000	\$18,514,000
Number of Projects with MassHousing Conduit Financing	0		
MassHousing Conduit Loans are Compliant with Program Rules	N/A		
Adverse Actions Against the Borrower Team	No		
Current on Obligations with MassHousing	Yes		
Property Management Affiliate	No.		

MassHousing Staff	
Origination	Jeff Geller, Originator Josh Combs, Analyst Patrick Schrantz, Analyst
Underwriting	Adam Krings, Underwriter Mitch Printz, Analyst
Asset Management	Mildred Mukasa, Portfolio Manager Mirna Bynoe, Asset Manager

8. Unit Mix

Unit Size	Total Units	LIHTC Eligible						Unrestricted Market	
		30% of AMI PB-Section 8		60% of AMI		80% of AMI		Count	Rent
		Count	Rent	Count	Rent	Count	Rent		
0 BR	3	-	-	2	\$1,736	1	\$2,316	-	-
1 BR	30	6	\$2,633	16	\$1,861	7	\$2,481	1	\$2,326
2 BR	2	2	\$3,121	-	-	-	-	-	-
Total	35	8		18		8		1	

Project-Based Rental Subsidy	
Type	Section 8
Term	20 y
Administrator	Metro Housing Boston

9. Operating Overview

Underwritten Operating Expenses	\$490,600 (approximately \$14,000 per unit)
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Basis of Operating Costs. Operating expense assumptions were based on the review of historical operating expenses, borrower-proposed budget, and borrower supporting documentation.

10. Project Costs

Core Residential Costs	
Base	\$20,943,422
Extraordinary	\$8,079,400
Total	\$29,022,822
Commercial, Site and Other Non-Residential Costs	
Commercial Costs	\$4,041,667
Site and Other Non-Residential Costs	\$280,241
Total	\$4,321,908
Total Development Cost	
Total	\$33,344,730

Project Construction Costs	
Total Construction Cost	\$13,530,000
Construction per Square Foot	\$377

Background on Extraordinary Residential Costs. Converting the building to all electric utilities will require the addition of a new transformer, which will be located in the Development’s parking area. Connecting the new transformer to the building will require cutting into the driveway, installing wiring, and repaving the area. New roof-mounted electrical equipment will require steel reinforcement of the roof. The building’s existing aluminum wiring needs to be replaced with copper wiring for safety reasons.

Other extraordinary costs include National Park Service-approved windows and storefront materials related to the Historic Tax Credits, escalated materials costs, and the high level of rehabilitation needed due to water damage and deferred maintenance.

Background on Commercial, Site and Other Non-Residential Costs. The scope of work includes the renovation of the commercial space into two climate-controlled units with a new shared bathroom. The commercial costs above are approximately 20% of the construction, general development, and other costs of the Development, matching the proportion of square footage that is commercial space.

Background on Building Standards Costs. Building Standards costs are related to the building materials, installation and insulation required to meet the specialized energy code. These costs are included as Core Residential Costs. MassHousing recognizes that these costs contribute to the total development costs.

11. Sources and Uses

Sources of Funds	
MH Permanent Loan	\$5,700,000
WFH Loan	\$473,599
Federal LIHTC	\$7,722,984
State LIHTC Loan	\$3,843,750
Federal HTC	\$2,190,107
State HTC Loan	\$1,365,000
City of Boston AOP	\$6,440,000
AHTF	\$2,000,000
EOHLC HSF	\$1,000,000
ABCDC Loan (LEAN Program)	\$1,000,000
Construction Period Income	\$115,805
Sponsor Note	\$466,000
DDF	\$1,027,485
Total Sources	\$33,344,730

LIHTC Pricing	
Federal LIHTC	\$0.82
State LIHTC	\$0.75
Federal Historic	\$0.81
State Historic	\$0.91

Core Residential Use of Funds	Total	
	<i>Per Unit</i>	
Acquisition	\$12,899,723	\$368,564
Construction	\$9,637,857	\$275,367
Construction Contingency	\$963,786	\$27,537
General Development	\$2,785,217	\$79,578
Replacement Reserves	\$643,827	\$18,395
Operating Reserves	\$271,754	\$7,764
Overhead	\$910,329	\$26,009
Fee	\$910,329	\$26,009
Total Residential Uses	\$29,022,822	\$829,223

Base Costs		Extraordinary Costs	
<i>Per Unit</i>		<i>Per Unit</i>	
\$10,349,644	\$295,704	\$2,550,079	\$72,859
\$5,303,671	\$151,533	\$4,334,186	\$123,834
\$530,367	\$15,153	\$433,419	\$12,383
\$2,785,217	\$79,578	-	-
\$464,598	\$13,274	\$179,229	\$5,121
\$196,103	\$5,603	\$75,651	\$2,161
\$656,911	\$18,769	\$253,418	\$7,241
\$656,911	\$18,769	\$253,418	\$7,241
\$20,943,422	\$598,383	\$8,079,400	\$230,840

Commercial Uses	\$4,041,667
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Site and Other Nonresidential Uses*	\$280,241
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Total Uses	\$33,344,730
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**Includes applicable hard costs, contingency, soft costs, overhead and fee*

12. First Year Income and Expenses

Income		
Rental Income – Project-Based Rental Subsidy		\$264,480
Rental Income – Non-Rental Subsidy		\$648,312
Gross Potential Residential Income		\$912,792
Vacancy – Project-Based Rental Subsidy	2.5%	(\$6,612)
Vacancy – Non-Rental Subsidy	4.3%	(\$24,436)
Gross Residential Income		\$881,744
Commercial Income		\$104,240
Vacancy – Commercial	10.0%	(\$10,424)
Effective Gross Income		\$975,560

Expenses		
Residential Operating Expenses		\$490,600
Net Operating Income		\$484,960
Debt Service		(\$402,891)
Cash Flow		\$82,069

Debt Service Coverage 1.20

Residential Operating Expense Detail			<i>Per Unit</i>
Management Fee	5.0%	\$48,257	\$1,379
Administrative Costs		\$88,700	\$2,534
Maintenance Costs		\$116,461	\$3,327
Utilities (water and sewer, hot water)		\$80,203	\$2,292
Insurance		\$43,379	\$1,239
Taxes		\$81,850	\$2,339
Replacement Reserves		\$17,500	\$500
Mortgage Insurance Premium		\$14,250	\$407
Total		\$490,600	\$14,017

Operating Expenses as a Percent of EGI 50.3%

13. Underwriting

1. **Loan Sizing.** The Sources and Uses in this commitment proposal reflect a Projected Loan amount of \$5,700,000. The MassHousing Votes below allow for an “Up To” Loan amount of \$6,450,000. The final loan amount will be set when the interest rate is locked at construction closing, such that MassHousing’s debt service coverage ratio and loan to value benchmarks will be met.

To the extent that the final loan amount is greater or less than \$5,700,000, MassHousing will confirm that other sources will be adjusted as necessary to maintain a balanced sources and uses.

2. **Commercial Income.** Warren Hall will include two commercial spaces post-rehabilitation. ABCDC intends to relocate its offices from the current location three blocks away to one of the renovated commercial units and to sublease the other unit to a furniture upholstery business currently occupying one of the retail spaces.

The underwriting assumes commercial income of 9.6% of EGI with a 10% vacancy rate. The proposed commercial rent of \$40 per square foot will be analyzed as part of MassHousing’s third-party appraisal. The Sponsor or its affiliate will master lease the commercial space, which will obligate the lessee to pay rent and expenses necessary to support the underwritten commercial income. Both the structure and underwriting parameters are in accordance with MassHousing’s Commercial Income Policy effective April 2019.

3. **Relocation.** Rehabilitation work will require the temporary relocation of residents, with an anticipated average of 8-10 weeks per move. All existing residents will be relocated to an on-site vacant unit while their own units are renovated. No tenants will be permanently displaced. FMC will manage the process, and has provided a full relocation plan and budget, with a total estimated cost of \$350,000 (\$10,000/unit).
4. **Construction Period Income.** The development sources include \$115,805 of projected cash flow during the construction. The cash flow during construction calculation takes into account that tenants will continue to pay rent as they are temporarily relocated to other apartments within the building in accordance with the relocation plan.
5. **Workforce Housing Units:** The Development will include seven 1-BR units and one studio unit rented to households with incomes at or below 80% of AMI, each subject to a LIHTC and Workforce Housing restriction.
6. **Unrestricted Unit.** The Development includes one tenant whose income exceeds 80% of AMI. To avoid displacement, the tenant’s renovated one-bedroom unit will be unrestricted until turnover. For loan sizing purposes, this unit is underwritten at the 80% of AMI rent. Upon turnover, the unit will be restricted at 80% of AMI but will not be tax credit eligible.

7. **Average Income Set-Aside.** The Sponsor proposes the use of the average income set-aside for this transaction. All 80% of AMI units are eligible for tax credits, and the unit mix provides an average income restriction of 57.65%, which is below the EOHLC maximum average income restriction of 59% of AMI. The use of this average income set-aside is subject to EOHLC's approval.

8. **Third Party Reports.** The MassHousing-commissioned appraisal and market needs study are currently underway. To the extent that either report changes the underwritten rents, loan-to-value, or replacement reserve deposit amounts, the loan size may be adjusted accordingly.

Underwriting Criteria and Loan Terms	Warren Hall	Underwriting Standards
1. DSCR	1.20	Minimum of 1.10
2. Term/Amortization	42 y / 40 y	30-40 y, fully-amortizing
3. Loan to Value	TBD	Maximum of 90% based on third party "as-proposed" investment value
4. Underwriting Rents	Lesser of programmatic rent cap or rents supported by MassHousing market review	Lesser of: <ul style="list-style-type: none"> • PB-Rental Subsidy contract or market supported rents • Programmatic rent cap or rents supported by MassHousing market review.
5. Vacancy Allowance	Section 8: 2.5% 60% LIHTC: 3% 80% LIHTC: 5% 80% WFH: 5% Market: 5%	Minimum of: <ul style="list-style-type: none"> • 2.5% for PB – Rental Subsidy • 3.0% for LIHTC • 5.0% for unrestricted or workforce housing
6. Affordability	40% at 60% of AMI	Minimum of: <ul style="list-style-type: none"> • 20% at 80% of AMI for MassHousing Statute • 40% at 60% or 20% at 50% of AMI for loans with FHA Insurance, HUD/FFB, Tax-Exempt Bond, and/or Federal LIHTC
7. Annual Deposits to Replacement Reserves	\$500 unit / year	Minimum of: <ul style="list-style-type: none"> • \$360 unit / year (new construction) • \$500 unit / year (rehab) Note: Additional initial deposit to reserves may be required by the third-party CNA to fund twenty-year capital needs.
8. Operating Expenses	Approximately \$14,000 unit / year	Typically, between \$11,000 and \$15,000 per unit.

14. Low-Income Housing Tax Credits

The Sponsor has included in its financing proposal a request for the use of 4% Low-Income Housing Tax Credits (the “4% Credits”). The 4% Credits may be utilized as a result of the funding of a portion of the financing with tax-exempt bonds or notes of MassHousing which are to be issued under Section 142 of the Internal Revenue Code of 1986, as amended (the “Code”) and are subject to a volume capacity allocation under Section 146 of the Code.

Use of the 4% Credits must be approved by EOHLC as the “housing credit agency” under Section 42 of the Code who must make the determination required under Section 42(m)(1)(D) of the Code that the development and financing proposal meets the requirements of the Commonwealth’s Qualified Allocation Plan. In addition, MassHousing, as the issuer of tax-exempt obligations which generate the 4% Credits must determine under Section 42(m)(2)(D) of the Code that the amount of 4% Credits does not exceed the amount necessary for the financial feasibility and long-term viability of the Development. Such determination shall be made applying the standards set forth in the proposed Board vote herein, as required by Section 42(m)(2)(B) of the Code.

Warren Hall VOTES AND FINDINGS

PROPOSALS AND VOTES

OAS

RECOMMENDATION:

Staff has reviewed the development experience and creditworthiness of the mortgagor and sponsor and found them to be acceptable. Staff has also determined that the mortgagor, sponsor, or an affiliate under common control has demonstrated evidence of site control, that the proposed site is acceptable for the intended housing, and that there is a need for the proposed housing in the community where the site is located. Therefore, staff recommends the following votes for approval:

VOTED: To approve the findings and determinations set forth immediately following this vote and to authorize (i) the Agency to grant Official Action Status and consider the application for a loan commitment for the multifamily development known as “Warren Hall” (the “Development”) at such time as it is submitted; (ii) this vote to serve as a declaration of official intent under Treasury Regulations Section 1.150-2 that such loan (a) be funded with proceeds of tax-exempt debt issued in the future and (b) reimburse, in accordance with Treasury Regulations Section 1.150-2, up to \$12,125,000 of costs of the Development paid prior to the issuance of such debt or the making of such loan; provided that this vote does not require the Agency to make any expenditure, incur any indebtedness or proceed with the Development.

Official Action Status Findings

In accordance with the vote of the Members of MassHousing dated October 10, 2023, staff makes the following Official Action Status findings for the Development:

1. The mortgagor or sponsor has acceptable multifamily housing development experience and acceptable credit history.
2. The mortgagor, sponsor or an affiliate under common control has demonstrated evidence of site control, which may include a deed, a ground lease, a purchase option, a contract of

sale, designation under a public land disposition process, or other evidence of site control which is a purchase and sale agreement.

3. The site is acceptable for the proposed housing (if the loan would finance new construction).
4. There is a need for the proposed housing in the community where the site is located.

Mortgage Loans

Staff has reviewed the proposal for construction, permanent, bridge and subordinate financing and proposes the following votes for approval:

VOTED: To approve the findings and determinations set forth below and to authorize (a) a construction/permanent first mortgage loan in a principal amount of up to \$6,450,000, such first loan to be insured under the HUD HFA Risk Sharing Program; (b) a subordinate tax-exempt equity bridge mortgage loan in a principal amount of up to \$4,000,000; and (c) a subordinate taxable equity bridge mortgage loan in a principal amount of up to \$6,700,000, in each case to be made to WH Apartments Limited Partnership or another single-purpose entity controlled by Allston Brighton Community Development Corporation or an affiliate (the “Borrower”) as owner of the multifamily residential development known as “Warren Hall” (the “Development”) and located in Boston, Massachusetts, and in accordance with the applicable general closing standards and delegations of authority previously approved, and further subject to (1) compliance with all applicable laws and all regulations and requirements of applicable financing programs, and (2) the following special conditions: None.

FURTHER VOTED: To approve a subordinate mortgage loan to the Borrower for the Development in an amount not to exceed \$473,599 (1) to be funded from that portion of the Opportunity Fund approved by the Members of MassHousing on March 8, 2016, designated and reserved for workforce housing programs, or from funds appropriated or awarded to MassHousing by the Commonwealth of Massachusetts for workforce or middle-income housing programs, and (2) subject to the terms and conditions of MassHousing’s Workforce Program Guidelines adopted by the Members

on July 12, 2016, as amended, and to any applicable delegations of authority previously approved by the Members of MassHousing.

4% Low-Income Housing Tax Credits

VOTED: That the amount of 4% Credits, as set by the Chief Executive Officer, the Chief Legal and Operating Officer, the Vice President of Multifamily Programs, the Senior Director of Capital Deployment, the Director (or Senior Director) of Rental Underwriting, the General Counsel or the designee of any of the foregoing, prior to loan closing, to be used in connection with the multifamily development located in Boston, Massachusetts and known as “Warren Hall” (the “Development”) will not exceed the amount which is necessary for the financial feasibility of the Development and its viability as a qualified low-income housing project throughout the credit period, having taken into consideration:

- (a) the sources and uses of funds and the total financing planned for the Development;
- (b) any proceeds or receipts expected to be generated by reason of tax benefits;
- (c) the percentage of the tax credit amount used for Development costs other than the cost of intermediaries; and
- (d) the reasonableness of the developmental and operational costs of the Development, provided, however, that such determination shall not be construed to be a representation or warranty as to the feasibility or viability of the Development.

FURTHER VOTED: To authorize the Chief Executive Officer, the Chief Legal and Operating Officer, the Vice President of Multifamily Programs, the Senior Director of Capital Deployment, the Director (or Senior Director) of Rental Underwriting, the General Counsel or the designee of any of the foregoing, each acting singly, to set the amount of 4% Credits to be used in connection with the Development applying the standards set forth in the immediately preceding vote.

FURTHER VOTED: To authorize the Chief Executive Officer, the Chief Legal and Operating Officer and the Vice President of Multifamily Programs, and their respective designees, each acting singly, to permit the Borrower to enter into, or assume, mortgage loans with third parties with respect to the

Development, provided that (1) any such mortgage loans shall be subordinated to MassHousing's first mortgage loan, and other MassHousing debt as determined by the Chief Executive Officer, the Chief Legal and Operating Officer or the Vice President of Multifamily Programs, and (2) such subordinate mortgage loans shall be subject to MassHousing's requirements pertaining to subordinate mortgages, in a manner acceptable to MassHousing's General Counsel or their designee.

STATUTORY FINDINGS AND DETERMINATIONS

Statutory Findings:

The Loan(s) will be financed under the provisions of Section 5 of MassHousing's enabling act, Chapter 708 of the Acts of 1966, as amended (the "Act"). Pursuant to Section 5(g) of the Act, staff makes the following findings for the proposed Development:

1. The affordability of rents for 20% of the units:

34 units (97%) in the Development will be affordable to low-income persons and families, as specified in the Act, at the adjusted rentals shown in the rent schedule below.

2. Shortage of Affordable Housing Units in the Market Area

The market needs data reflects the information available to A&M staff as of the date of collection August 11, 2025. Further, the reader is cautioned and reminded that any observations, comparisons, and/or conclusions are based on the data as of the indicated collection date.

In-house data for larger market and mixed-income complexes (approximately 973 units) in the area revealed a strong rental market. Current occupancy rates of the comparable properties reviewed averaged approximately 96.4 %, and range between 88% and 100%. Three of the comparables were offering concessions that ranged from one month free to \$1,000 off first month's rent.

Third Qtr. 2025 CoStar data for the subject's Allston/Brighton Family Submarket (11,907 units) have an overall vacancy rate at 9.0% YTD, which is an increase of 2.48% from one year ago. CoStar data for the Boston market (290,430 units) has an overall vacancy rate of 6.4% YTD, which is an increase of .94 from one year ago. The Allston/Brighton Multi-Family Submarket vacancy rate is projected to decrease to 7.3% over the next five years, while the Boston market is projected to decrease 6.2%.

CoStar submarket data for the 4-5 Star building type (4,038 units) indicates a 3rd Qtr. 2025 vacancy rate of 16.6% and an average asking rent of \$3,791, while the submarket data for the subject's 3 Star building type (4,168 units) indicates a 3rd Qtr. 2025 vacancy rate of 7.4% at an average asking rent of \$2,613 and 1-2 Star buildings (3,701 units) indicates a 3rd Qtr. 2025 vacancy rate of 2.4% at an average asking rent of \$2,418. The development with its amenities more closely reflects the 3 Star building type and is reflected in both the vacancy rate and market rent potential.

According to the Executive Office of Housing and Livable Communities (EOHLC) Chapter 40B Subsidized Housing Inventory (06/29/23), the City of Boston 299,238 year-round housing units, 57,443 (19.2%) of which are subsidized for low/moderate income households.

Boston Housing Authority (BHA) owns and operates 27 family and 36 elderly/disabled developments with a total of 12,501 units. The BHA also administers 14,574 units of Leased

Housing, consisting of 12,216 Housing Choice Vouchers, 1,441 Project Based and 198 Moderate Rehab, . In addition, the City of Boston's Annual Plan (FY2024) indicated that the BHA maintains the following wait lists: There are 7,724 households on the Leased Housing waiting list. This is broken down by families with children, families with disabilities and elderly families. The BHA also had Single applicants on the waiting list. There were also instances of families that fit into more than one category. This waiting list has been closed since November 2008 and there are no plans to reopen at this time. The BHA also maintains a Public Housing Wait list with 28,703 applicants.

U.S. Census data from the 2019-2023 American Community Survey (ACS) indicates that of the 279,216 households in the City of Boston approximately 81.9% earned less than the HUD published 2025 AMI (\$160,900), approximately 45.6% earned less than 50% of 2025AMI, approximately 53.3% earned less than 60% of the 2025 AMI, and approximately 68.6 %earned less than 80% of the 2025 AMI.

3. Inability of Private Enterprise Alone to Supply Affordable Housing

MassHousing staff has completed an analysis of the market rate rents, as defined by Agency statute, which absent MassHousing financing, would be required to support the development and operations of the Development. Based on the substantial difference between these market rents (shown in the Rent Schedule below) and the rents for this project, MassHousing staff finds that private enterprise alone cannot supply such housing.

4. No Undue Concentration of Low-income Households

The financing herein proposed does not lead to the undue concentration of low-income households.

5. Elimination or Repair of Unsafe or Unsanitary Dwelling Units

As evidenced by data cited in Finding No. 2 above, there is an acute shortage of decent, safe, and sanitary housing available to low-income persons and families in the general housing market area of the Development. Although staff is not aware of units within the same market area that require demolition or compulsory repair, by preserving the affordable housing proposed here, those in need of affordable housing will not be forced to accept residence in substandard units. So long as the acute shortage of affordable housing persists, actions of public agencies to increase the supply of affordable housing will reduce the market forces that allow unsafe and unsanitary units to persist. In addition, MassHousing, through its administration of housing programs, and other public agencies (e.g., local enforcement of building codes), continue to require repair of substandard units as such units are identified.

Rental Determinations:

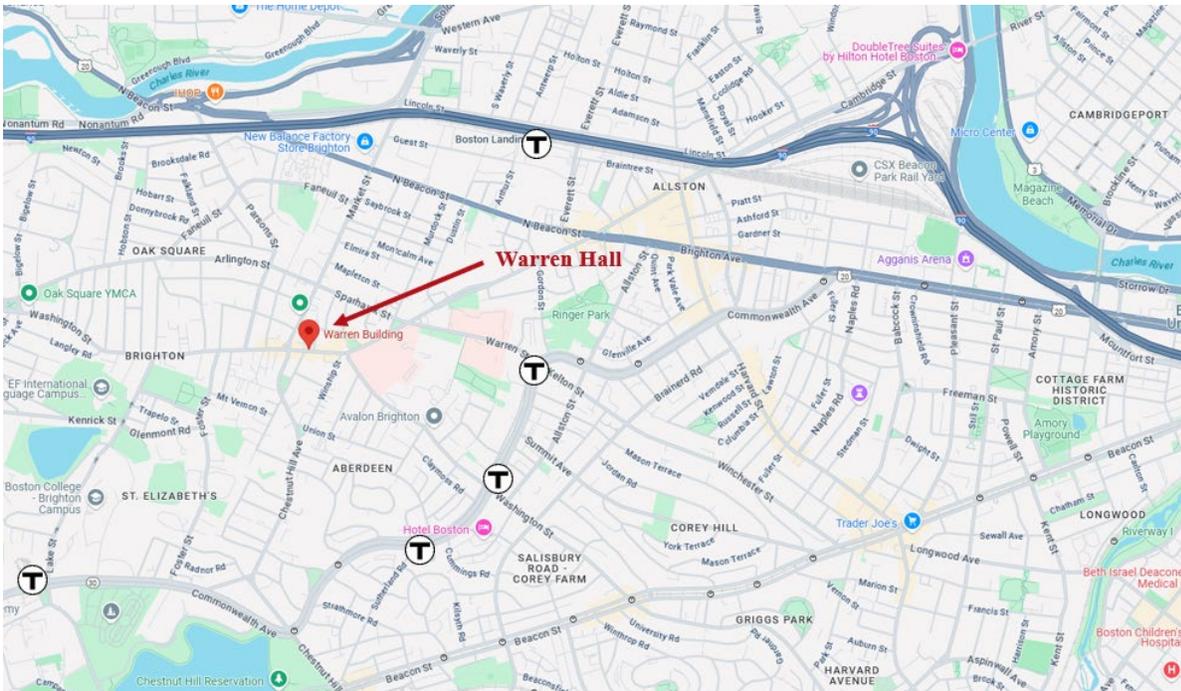
Pursuant to Section 6(a) of the Act, MassHousing makes the following rental determinations for units within the proposed Development:

Rent Schedule:

Number of Bedrooms	0	1	2
Number of Units	3	30	2
Net SF/Unit	475	513	900
Elev./Non-Elev.	Y	Y	Y
Market Rate Rent	\$6,662	\$6,921	\$7,903
MHFA Below Market Rent (Cost-Based Rent)	\$4,426	\$4,684	\$5,666
MHFA Adjusted Rent	30% of 60% of Area Median Income		
Underwriting Rents			
Contract Rents	-	\$2,633	\$3,121
LIHTC 60% AMI	\$1,736	\$1,861	-
LIHTC 80% AMI	\$2,170	\$2,326	-
WFH 80% AMI	\$2,170	\$2,326	-
Market	-	\$2,326	-

Based on this information, MassHousing staff finds that a significant need exists for the type of development proposed here, that private enterprise alone cannot supply such housing, and that the financing of the Development will not create or contribute to an undue concentration of low-income persons or adversely impact other housing in the area.

MAP AND PICTURES



Loan Commitment Proposal | December 9, 2025

Warren Hall

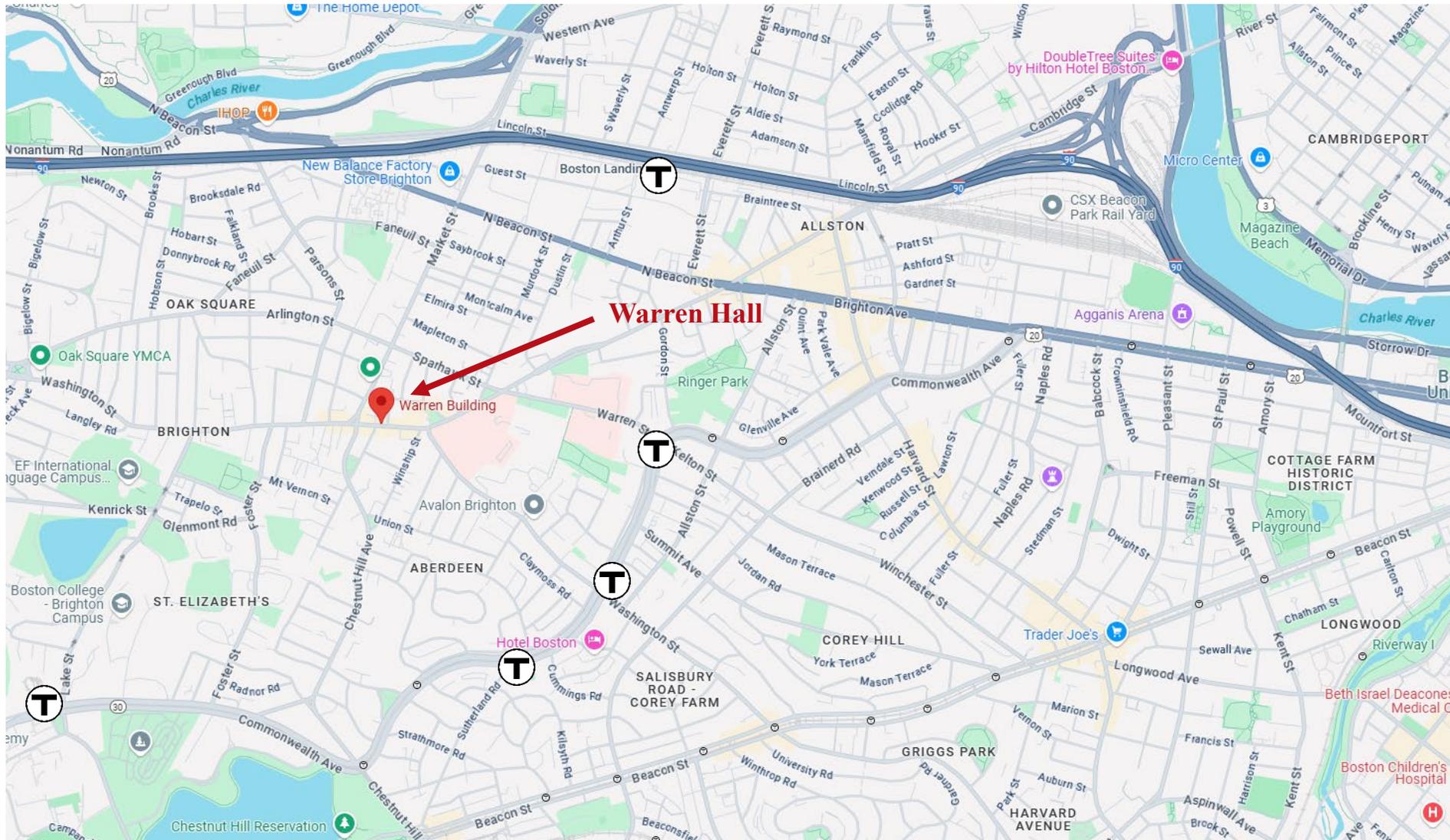


Location	335 Washington Street, Boston (Brighton), MA 02135
Sponsor	Allston-Brighton Community Development Corporation The Schochet Companies
Transaction Type	Preservation & Production (4%)
Funding Type	Current (Construction/Permanent)
Execution Type	Portfolio (TE)
Credit Enhancement	HUD/FHA Risk-Sharing with 50% credit risk
Total Rental Units	35
Affordability Mix	26 Affordable 8 Workforce 1 Unrestricted

Deal Team Members

Origination	Jeff Geller, Josh Combs, Patrick Schrantz
Underwriting	Adam Krings, Mitch Printz
Asset Management	Mildred Mukasa, Mirna Bynoe

Warren Hall | Boston (Brighton)



Borrower Team

Mortgagor Entity	WH Apartments Limited Partnership
Developer / Sponsor	Allston-Brighton Community Development Corporation The Schochet Companies
General Partner / Managing Member	WH MM, LLC
Syndicator / Investor	R4 Capital (Federal LIHTC, HTC) Dorfman Capital (State LIHTC, HTC)
Management Company	Federal Management Co., Inc.
Architect	The Architectural Team, Inc.
General Contractor	Keith Construction, Inc.

Unit Mix

Unit Size	Total Units	LIHTC Eligible						Unrestricted Market	
		30% of AMI PB-Section 8		60% of AMI		80% of AMI		Count	Rent
		Count	Rent	Count	Rent	Count	Rent		
0 BR	3	-	-	2	\$1,736	1	\$2,316	-	-
1 BR	30	6	\$2,633	16	\$1,861	7	\$2,481	1	\$2,326
2 BR	2	2	\$3,121	-	-	-	-	-	-
Total	35	8		18		8		1	

Project Costs

Core Residential Costs	
Base	\$20,943,422
Extraordinary	\$8,079,400
Total	\$29,022,822
Commercial and Non-Residential Costs	
Commercial Costs	\$4,041,667
Site and Other Non-Residential Costs	\$280,241
Total	\$4,321,908
Total Development Cost	
Total	\$33,344,730

Project Construction Costs	
Total Construction Cost	\$13,530,000
Construction per Square Foot	\$377

Sources and Uses

Sources of Funds		Uses of Funds	
MH Permanent Loan	\$5,700,000	Acquisition	\$12,899,723
WFH Loan	\$473,599	Construction	\$12,300,000
Federal LIHTC	\$7,722,984	Construction Contingency	\$1,230,000
State LIHTC Loan	\$3,843,750	General Development	\$3,471,475
Federal HTC	\$2,190,107	Operating Reserves	\$342,000
State HTC Loan	\$1,365,000	Replacement Reserves	\$810,250
AHTF	\$2,000,000	Overhead	\$1,145,641
EOHLC HSF	\$1,000,000	Fee	\$1,145,641
City of Boston AOP	\$6,440,000		
Construction Period Income	\$115,805		
ABCDC Loan (LEAN Program)	\$1,000,000		
Sponsor Note	\$466,000		
Deferred Developer Fee	\$1,027,485		
Total Sources	\$33,344,730	Total Uses	\$33,344,730

Underwriting Notes

1. Loan Sizing
2. Commercial Income
3. Relocation
4. Construction Period Income
5. Workforce Housing Units
6. Unrestricted Unit
7. Average Income Set-Aside
8. Third Party Reports

Recommended Votes

- Official Action Status
- Commitment of a Tax-Exempt Construction/Permanent Loan
- Commitment of a Tax-Exempt Construction Equity Bridge Loan
- Approval for the Use of Low-Income Housing Tax Credits

Modification to Loan Commitment Proposal | December 9, 2025

Woodland Cove Phase III

1. General Project Information	
Project Name	Woodland Cove Phase III
Project ID	21-006
Associated Projects	Woodland Cove Phase I, Woodland Cove Phase II
Address(es)	3102 Cranberry Highway, Wareham, MA 02538
Sponsor	Boston Land Group, LLC/ Christopher D. Geeslin
Transaction Type	Production
Funding Type	Forward Commitment of a Permanent Loan
Execution Type	Taxable
Credit Enhancement	None
Approval Type	Board
Total Rental Units	24 Units
Affordability Mix	6 Affordable 18 Workforce

2. Recommended Actions

- Transfer of Interests

Dakota Partners, Inc. (the “Exiting Sponsor” or “Dakota”) is requesting to transfer its interests in the managing member of the owner (WC3 Owner, LLC) of Woodland Cove Phase III (the “Development”) to Cranberry Capital Partners, LLC, an affiliate of an existing member of the managing member, Boston Land Group, LLC (as both are controlled by Christopher D. Geeslin) (the “Proposed Sponsor” or “BLG”). Dakota and BLG have entered into a Settlement Agreement to facilitate the transfer of interests in advance of MassHousing funding its permanent and subordinate financing.

Members of the Agency approved a forward commitment of a permanent loan on September 14, 2021 (see Exhibit A, the September 14, 2021 Loan Commitment Proposal). The Development encountered significant challenges related to construction and stabilization of operations, but was substantially completed in 2024, and is fully occupied and progressing towards recording and funding of the take-out permanent financing.

3. Updated Borrower Team

Sponsor: Boston Land Group, LLC

Boston Land Group, LLC (“BLG”) was originally formed in 2011 and was the previous owner of the 8.63-acre site on which the Woodland Cove projects were developed. BLG is an existing member of WC3 Managing Member, LLC, holding a 50% interest in the Managing Member.

BLG also owns a 0.71-acre site located at 4 Red Brook Road, which is adjacent to Woodland Cove.

Woodland Cove Phase III will be the Sponsor’s only transaction with MassHousing.

Managing Member: WC3 Managing Member, LLC

Cranberry Capital Partners, LLC (“Cranberry Capital”) will be the Manager and a Member of the Managing Member. It is controlled by Christopher D. Geeslin as the 42.5% Member, with Michael Wrigley holding 42.5% and the other 15% held by Christopher Geeslin Jr. (5.0%) and Senora C&I, LLC (10.0%). Christopher D. Geeslin is the Manager of Cranberry Capital and the Manager of BLG.

Management Company: Wingate Management Company, LLC

Wingate Management Company, LLC (“Wingate”) is an experienced property management agent with more than 16,000 units under management. Wingate currently manages 59 properties inclusive of 4,985 units.

For all other borrower team members, please refer to Exhibit A, the September 14, 2021 Loan Commitment Proposal.

4. Summary of MassHousing-Sponsor Relationship	
Number of Projects with MassHousing Debt	N/A
Total Units with MassHousing Debt	N/A
Outstanding MassHousing Principal Debt	N/A
Adverse Actions Against the Borrower Team	N/A
Current on Obligations with MassHousing	N/A
Property Management Affiliate	N/A

MassHousing Staff	
Origination	Jeff Geller
Underwriting	John Collins
Asset Management	Stephanie Vicino and Dan Barbanell

5. Background

On September 14, 2021, Agency Members approved a taxable permanent loan of \$4,736,500 (the “Permanent Loan”), and a junior Workforce Housing Loan of \$1,800,000 (the “Workforce Loan” and, together with the Permanent Loan, the “MassHousing Loans”) for the Development, a then-proposed 24-unit affordable housing community. The Development is the third phase in the three-phase redevelopment of an eight-acre parcel in Wareham. Phase I consists of 63 income-restricted units, including seven Workforce Housing units and 56 LIHTC units, and Phase II consists of 63 units, including seven Workforce Housing units and 56 LIHTC units.

The initial proposal included Dakota as the Sponsor and Maloney Properties, Inc. as the Management Agent. Since the time of the initial proposal, MassHousing has approved the transfer of management interests on Phases I and II to an affiliate of Hunt Capital Partners, the tax credit syndicator for Phases I and II (see *Exhibit B, the July 8, 2025 commitment revision proposal*), and Wingate as the Management Agent for all three phases.

The Development closed on construction financing in January 2022, and experienced extensive construction delays and cost overruns. The Development was substantially completed in July 2024 and achieved full occupancy in January 2025. Operating costs in excess of what was initially underwritten prevented the Development from reaching stabilized operations with regard to debt service coverage and, as such, is unable to support the full \$4,736,500 permanent loan. Furthermore, delays have resulted in extension fees and increased short-term carrying costs. The increased development costs and reduced loan proceeds together yielded a financing gap of more than \$2,100,000.

Dakota and BLG have presented the financing stakeholders in the Development with a settlement agreement that reduces that financing gap to \$1,200,000 through contributions from BLG, and waived fees and construction loan interest from Brookline Bank and BlueHub Capital, Inc. BLG seeks \$1,200,000 in additional Workforce Housing subordinate loan proceeds to bring the budget into balance, and staff recommend approval of that request which will be managed through the Staff Delegations.

Also included in the September 2021 financing commitment approval package was Maloney Properties, Inc. (“Maloney”) as the Management Company. In January 2024 the Exiting Sponsor submitted a request to replace Maloney with Wingate. This request was approved by MassHousing’s Asset Management Department.

For a complete description of the Development and the proposed financing, please refer to Exhibit A, the September 14, 2021, Loan Commitment Proposal.

Woodland Cove Phase I VOTES AND FINDINGS

PROPOSALS AND VOTES

Staff proposes the following votes to modify the approvals previously adopted by the Members at the September 14, 2021 meeting:

- VOTED:** To approve Cranberry Capital Partners, LLC (or another entity controlled by Christopher D. Geeslin) to succeed DPI, LLC as the manager and a member of WC3 Managing Member, LLC, simultaneously with the closing of the loans authorized by the Members on September 14, 2021 for the multifamily residential development known as “Woodland Cove Phase III” and located in Wareham, Massachusetts” (the “Development”).
- FURTHERVOTED:** That the votes of the Members with respect to the Development approved on September 14, 2021, are otherwise ratified and confirmed.



EXHIBIT A

SEPTEMBER 14, 2021 LOAN COMMITMENT PROPOSAL

Loan Commitment Proposal | September 14, 2021

Woodland Cove Phase III

1. General Project Information	
Project Name	Woodland Cove Phase III
Project ID	21-006
Associated Projects	Woodland Cove Phase I Woodland Cove Phase II
Address	3102 Cranberry Highway, Wareham, MA 02538
Sponsor	Dakota Partners
Transaction Type	Production
Funding Type	Forward Commitment of Permanent Loan
Execution Type	Taxable
Credit Enhancement	None
Approval Type	Board
Total Rental Units	24
Affordability Mix	6 Affordable 18 Workforce

2. Recommended Actions

- Commitment of a Permanent Taxable Loan
- Commitment of a Workforce Housing Subordinate Loan

Woodland Cove Phase III is one of three phases of new construction to be completed on an eight-acre site in Wareham. Woodland Cove Phase III will consist of 24 new construction income-restricted rental units, including 18 Workforce Housing units, in one three-story building. Phases I and II will include 63 new construction income-restricted rental units, including seven Workforce Housing units. Phase III will be built at approximately the same time as Phase I, which received a commitment for permanent and Workforce Housing loans in July 2021. Phase II was recently awarded DHCD funds and Dakota expects to submit an application for financing for that phase in the coming months.

3. MassHousing Financing

First Loan	
Type	Permanent
Loan Amount	\$4,736,500
Interest Rate	10-Year U.S. Treasury plus 310 basis points (bps) to be locked at Construction Loan Closing (projected at 4.80%)
Loan Term / Amortization	15 y / 40 y
Term of Fwd Commitment	24 mo
Year 1 DSCR	1.15 projected (1.15 minimum)
LTV	TBD (85% maximum)
Junior Loan	
Type	Workforce Housing Loan
Loan Amount	\$1,800,000
Interest Rate	0% projected
Loan Term/Amortization	15 y / non-amortizing
Terms of Cash Flow Sharing	To the extent there is cashflow during operations, 75% will go to the developer and 25% will go to pay principal on the Workforce Housing loan until the developer has received the deferred portion of the development fee (currently projected at \$600,000) in cash flow payments. Thereafter, the cash flow split will be 50% for both MassHousing and the developer.

4. Development Plan

Description of Site. The Woodland Cove Phase III site is located on a 0.82-acre portion of the 8.63-acre Woodland Cove Redevelopment site. The site is 1.5 miles from Cranberry Plaza, which contains amenities as well as transportation into Boston and the neighboring areas.

Description of Existing or Proposed Building. Woodland Cove Phase III will consist of 24 new construction rental units in one three-story elevator building and will include 40 surface parking spaces.

Description of Affordability Mix. Of the 24 units, six will be affordable to households earning up to 80% of AMI pursuant to the Comprehensive Permit, and the eighteen Workforce units will be affordable to households earning up to 90% of AMI.

Site Control. The Sponsor has entered into a purchase and sale agreement with Boston Land Group, LLC to purchase the Phase III portion of the site for \$480,000.

5. Borrower Team

Mortgagor Entity: WC3 Owner, LLC

A sole-asset, single-purpose entity formed by the Developer/Sponsor for the purpose of owning and operating Woodland Cove Phase III.

Developer / Sponsor: Dakota Partners, Inc.

Founded in 2006, Dakota Partners is a Massachusetts-based real estate developer and builder. Dakota has acquired or constructed over 100 residential projects, bringing more than 1,000 units to market in New England and the mid-Atlantic.

General Partner / Managing Member: WC3 Managing Member, LLC

A single-purpose entity formed for the purpose of being the managing member of the ownership entity. DPI, LLC is the manager of this entity, and will have full management control of the entity. Boston Land Group, the current owner of the site, will have a 50% interest in this entity with no control over management decisions.

Construction Lenders: Brookline Bank and BlueHub Loan Fund, Inc.

Founded in 1871, Brookline Bank is a full-service financial institution headquartered in Brookline. Brookline Bank offers commercial real-estate loans for multifamily housing with loans ranging from \$1,000,000 to \$25,000,000. BlueHub will provide construction financing to be taken out by the \$1,800,000 Workforce Housing Loan. Since 1985, BlueHub Loan Fund has made loans totaling over \$1.5 billion to enhance the lives of individuals and families, and has built, preserved or enhanced over 26,500 units of affordable housing.

Management Company: Maloney Properties, Inc.

Maloney Properties, Inc. is a women-owned firm established in 1981 that provides professional property management services throughout New England. Currently, Maloney Properties manages over 10,000 units of housing, including over 1,950 units in 20 properties in MassHousing's loan portfolio.

Architect: Ed Wojcik Architect, Ltd.

Established in 1998, Ed Wojcik Architect, Ltd. is a full-service architecture firm located in Providence, Rhode Island. The firm has experience with affordable housing developments and has been licensed in Massachusetts for twenty years.

General Contractor: Dakota Partners, Inc.

Dakota Partners manages construction of its development projects. As general contractor, Dakota has completed over 30 new construction projects in New England and Virginia. Dakota currently has five projects under construction.

6. Summary of MassHousing-Sponsor Relationship

Number of Projects with MassHousing Debt	2
Total Units with MassHousing Debt	96
Outstanding MassHousing Principal Debt	\$4,884,241
Adverse Actions Against the Borrower Team	No
Current on Obligations with MassHousing	Yes
Property Management Affiliate	No

MassHousing Staff

Origination	Sarah Hall, Originator Amanda Melick, Analyst
Underwriting	John Collins, Underwriter,
Asset Management	Piia DiMeco, Portfolio Manager

7. Unit Mix

Unit Size	Total Units	80% AMI Comprehensive Permit		90% AMI Workforce		Market Comparison
		Count	Rent	Count	Rent	Rent
1 BR	5	2	\$1,511	3	\$1,800	TBD
2 BR	16	3	\$1,803	13	\$2,000	TBD
3 BR	3	1	\$2,074	2	\$2,350	TBD
Total	24	6		18		

The project will not receive project-based rental subsidies.

8. Operating Overview

Underwritten OpEx	\$226,000 (approximately \$9,400 per unit)
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Basis of Operating Costs. Borrower proposed budget and comparable properties in the MassHousing portfolio.

9. Project Costs	
Residential Costs	
Base	\$7,616,500
Extraordinary	-
Total	\$7,616,500
Construction	\$4,608,023
Construction per Square Foot	\$163
Commercial Costs	
Total	-
Total Development Cost	
Total	\$7,616,500

Background on Extraordinary Costs. N/A

10. Sources and Uses

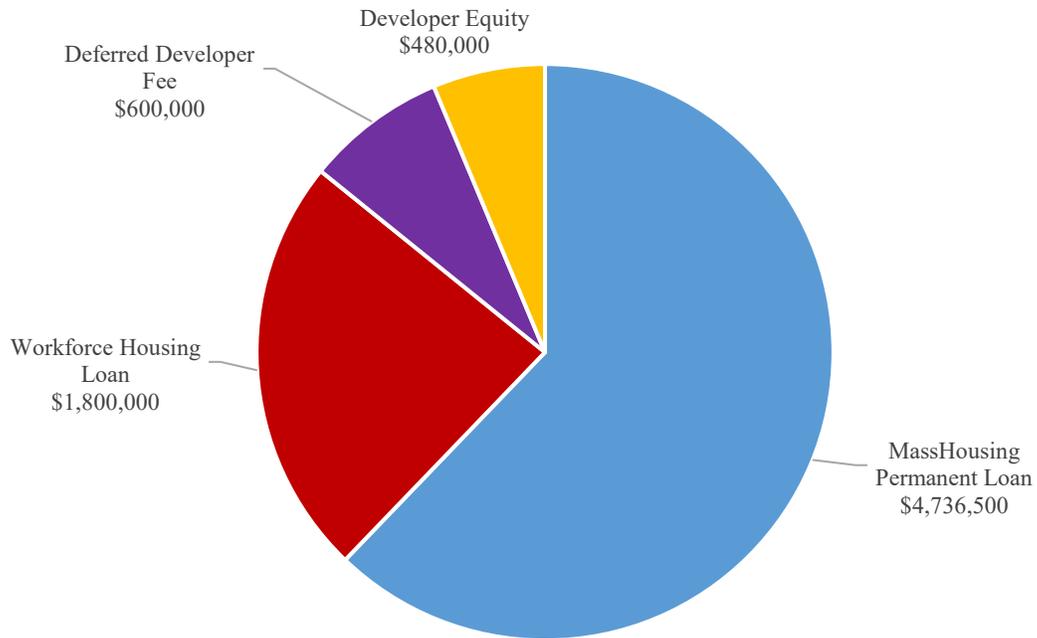
Sources of Funds	Total
MassHousing Permanent Loan	\$4,736,500
Workforce Housing Loan	\$1,800,000
Deferred Developer Fee	\$600,000
Developer Equity	\$480,000
Total Sources	\$7,616,500

Residential Uses of Funds	Total	
		<i>Per Unit</i>
Acquisition	\$480,000	\$20,000
Construction	\$4,608,023	\$192,001
Construction Contingency	\$230,401	\$9,600
General Development	\$1,413,886	\$58,912
Capitalized Reserves	\$284,190	\$11,841
Developer Overhead & Fee	\$600,000	\$25,000
Total Residential Uses	\$7,616,500	\$317,354

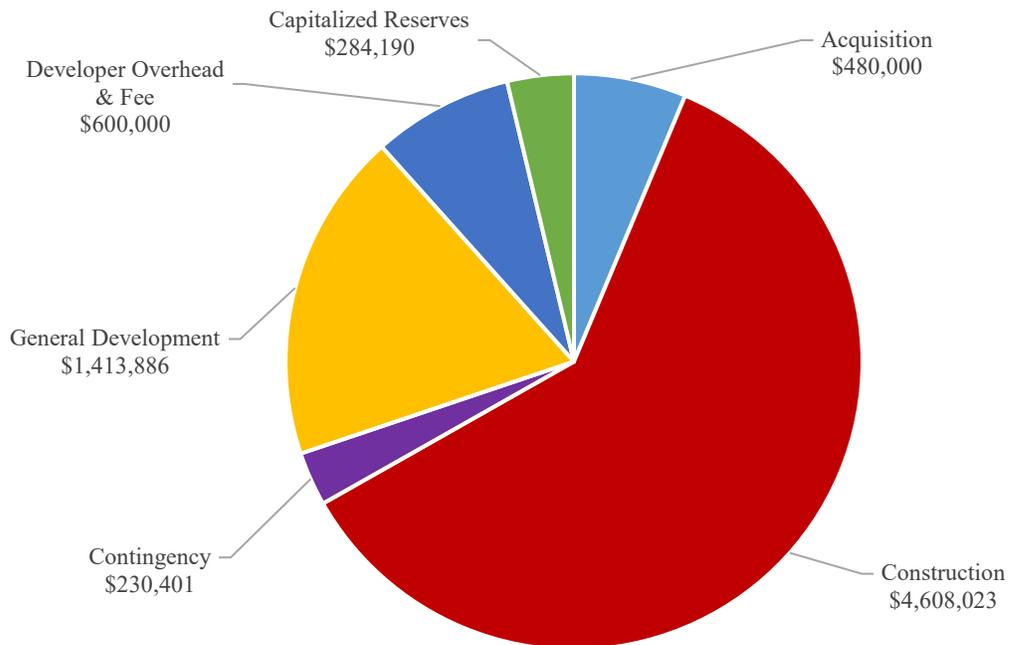
Commercial Uses	-
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Total Uses	\$7,616,500
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Sources



Uses



11. First Year Income and Expenses

Income		
Rental Income – Non-Rental Subsidy		\$559,260
Vacancy – Non-Rental Subsidy	5.0%	(\$27,963)
Effective Gross Income		\$531,297

Expenses	
Residential Operating Expenses	\$226,005
Net Operating Income	\$305,292
Debt Service	(\$266,585)
Cash Flow	\$38,707

First Mortgage Debt Service Coverage 1.15

Residential Operating Expense Detail			<i>Per Unit</i>
Management Fee	5.0%	\$26,565	\$1,107
Administrative Costs*		\$45,800	\$1,908
Maintenance Costs*		\$53,800	\$2,242
Utilities (electric, gas, water and sewer)		\$32,400	\$1,350
Insurance		\$10,800	\$450
Taxes		\$48,000	\$2,000
Replacement Reserves		\$8,640	\$360
Total		\$226,005	\$9,417

Operating Expenses as a Percent of EGI 42.5%

* Woodland Cove Phase III will benefit from some shared administrative and maintenance costs with Phase I.

12. Underwriting

1. **Workforce Housing Rents.** The 18 Workforce Housing units are restricted to households at incomes below 90% of AMI, with rents underwritten at levels affordable to households at approximately 80% of AMI. These underwritten rents are based on a borrower-commissioned market study and will be confirmed by a MassHousing-commissioned third-party report. The underwritten rents support marketability and absorption of the Workforce Housing units, offer a discount to actual market rents, and further local efforts to create housing options affordable to moderate-income households.

Fourteen additional Workforce Housing and market units will be built as part of Phases I and II, and the addition of these units has been taken into consideration regarding marketing and absorption for all three phases of the redevelopment. Further analysis and updates to the relevant third-party reports will be completed as part of the underwriting for Phase II.

2. **Third Party Reports.** The MassHousing third-party appraisal is currently underway. To the extent the appraisal changes the underwritten rents and/or loan-to-value, the loan amount will be adjusted accordingly.
3. **Balloon Term.** The proposed first mortgage will have a balloon term of fifteen years with a forty-year amortization. An exit analysis was completed, confirming that a refinancing in Year 15 would yield sufficient proceeds to allow for repayment of the outstanding balance, assuming an interest at or below 7.14% (234 bps above the current processing rate).
4. **Workforce Housing Affordability Restriction:** The term of the affordability restriction is 30 years, 15 years beyond the 15-year maturity of the Workforce Housing Loan.

Underwriting Criteria and Loan Terms	Woodland Cove Phase III	Underwriting Standards
1. DSCR	1.15	Minimum of 1.15
2. Term/Amortization	15 y / 40 y	30-40 y, fully-amortizing
3. Loan to Value	TBD	Maximum of 85% based on third party "as-proposed" investment value
4. Underwriting Rents	Lesser of programmatic rent caps or rents supported by MassHousing market review	Lesser of: <ul style="list-style-type: none"> • PB-Rental Subsidy contract or market supported rents • Programmatic rent cap or rents supported by MassHousing market review.
5. Vacancy Allowance	Non-PBS8: 5.0%	Minimum of: <ul style="list-style-type: none"> • 2.5% for PB – Rental Subsidy • 3.0% for LIHTC • 5.0% for unrestricted or workforce housing
6. Affordability	20% at 80% of AMI	Minimum of: <ul style="list-style-type: none"> • 20% at 80% of AMI for MassHousing Statute • 40% at 60% or 20% at 50% of AMI for loans with FHA Insurance, HUD/FFB, Tax-Exempt Bond, and/or Federal LIHTC
7. Annual Deposits to Replacement Reserves	\$360 unit / year	Minimum of: <ul style="list-style-type: none"> • \$360 unit / year (new construction) • \$500 unit / year (rehab) <p>Note: Additional initial deposit to reserves may be required by the third party CNA to fund twenty-year capital needs.</p>
8. Operating Expenses	Approximately \$9,400 unit / year	Typically, between \$9,000 and \$12,000 per unit.

13. Low-Income Housing Tax Credits

N/A

Woodland Cove Phase III VOTES AND FINDINGS

PROPOSALS AND VOTES

Mortgage Loan

Staff has reviewed the proposal for permanent and subordinate loan financing and proposes the following vote for approval:

VOTED: To approve the findings and determinations set forth below and to authorize a permanent first mortgage loan in a principal amount of up to \$4,736,500, to be made to WC3 Owner, LLC or another single-purpose entity controlled by Dakota Partners, Inc. (the "Borrower") as owner of the multifamily residential development known as "Woodland Cove Phase III" (the "Development") and located in Wareham, Massachusetts, and in accordance with the applicable general closing standards and delegations of authority previously approved, and further subject to (1) compliance with all applicable laws and all regulations and requirements of applicable financing programs, and (2) the following special conditions: None.

FURTHER VOTED: To approve a subordinate mortgage loan to the Borrower for the Development in an amount not to exceed \$1,800,000 (1) to be funded from that portion of the Opportunity Fund approved by the Members of MassHousing on March 8, 2016, designated and reserved for workforce housing programs and (2) subject to the terms and conditions of MassHousing's Workforce Program Guidelines adopted by the Members on July 12, 2016, as amended, and to any applicable delegations of authority previously approved by the Members of MassHousing.

STATUTORY FINDINGS AND DETERMINATIONS

Statutory Findings:

The Loan(s) will be financed under the provisions of Section 5 of MassHousing's enabling act, Chapter 708 of the Acts of 1966, as amended (the "Act"). Pursuant to Section 5(g) of the Act, staff makes the following findings for the proposed Development:

1. The affordability of rents for 20% of the units:

Six units (25%) in the Development will be affordable to low-income persons and families, as specified in the Act, at the adjusted rentals shown in the rent schedule below.

2. Shortage of Affordable Housing Units in the Market Area

The market needs data reflects the information available to A&M staff as of the date of collection August 13, 2021 and may not fully incorporate the potentially adverse impact(s) that the COVID-19 virus has had on the overall economy or on the local housing markets, since being declared a pandemic by the World Health Organization (WHO) in March 2020. Further, the reader is cautioned and reminded that any observations, comparisons, and/or conclusions are based on the data as of the aforementioned collection date.

In-house data for larger market and mixed-income complexes (737 approximate units in the area revealed a strong market, with increasing rental and occupancy rates over the past three years. Current occupancy rates of the six developments reviewed averaged approximately 97.5% and ranged between 85% and 100%.

Third quarter 2021 CoStar data for the subject's [South Plymouth County](#) (7,782 units) has an overall vacancy rate at 3.1% YTD, which is a decrease of .07% from one year ago. CoStar data for the Boston market (242,901 units) has an overall vacancy rate of 6.0% YTD, which is an increase of 1.8% from one year ago. The South Plymouth county submarket vacancy rate is projected to decrease to 2.4% over the next five years, while the Boston market is projected to decrease to 5.4%.

CoStar, submarket data for the 4-5 Star building type (1, 858 units) indicates a 3rd Qtr. 2021 vacancy rate of 2.9% and an average asking rent of \$2,582, while submarket data for the subject's 3 Star building type (2,699 units) indicates a 3rd Qtr. 2021 vacancy rate of 5.4% at an average asking rent of \$1,990 and 1-2 Star buildings (3,225 units) indicates a 3rd Qtr. 2021 vacancy rate of 1.2% at an average asking rent of \$1,587. The development with its amenities, more closely reflects the 3 Star building type, and is reflected in both the vacancy rate and market rent potential.

According to the Department of Housing and Community Development's (DHCD) Chapter 40B Subsidized Housing Inventory (12/21/20), the town of Wareham has 9,880 year round housing units, 745 (7.5%) of which are subsidized for low/moderate income households.

The Wareham Housing Authority (WHA) owns/operates 143 units of State public housing (39 family and 104 elderly/disabled). Per the Wareham Housing Authority, they maintain 756 households on their public housing wait lists (427 families, 211 elderly and 180 non-elderly/disabled). At the time of this report, WHA is not accepting any new applications for the State Elderly one bedroom units. Per the Wareham Housing Authority, they do not administer a tenant based assistance programs (e.g., Housing Choice Vouchers).

U.S. Census data from the 2015-2019 American Community Survey (ACS) indicates that of the 9,497 households in the Town of Wareham, approximately 72% earned less than the HUD published 2021 AMI (\$120,800), approximately 50.4% earned less than 50% of 2021 AMI, approximately 57.7% earned less than 60% of the 2021 AMI and approximately 65.0% earned less than 80% of the 2021 AMI.

3. Inability of Private Enterprise Alone to Supply Affordable Housing

MassHousing staff has completed an analysis of the market rate rents, as defined by Agency statute, which absent MassHousing financing, would be required to support the development and operations of the Development. Based on the substantial difference between these market rents (shown in the Rent Schedule below) and the rents for this project, MassHousing staff finds that private enterprise alone cannot supply such housing.

4. No Undue Concentration of Low-income Households

The financing herein proposed does not lead to the undue concentration of low-income households.

5. Elimination or Repair of Unsafe or Unsanitary Dwelling Units

As evidenced by data cited in Finding No. 2 above, there is an acute shortage of decent, safe, and sanitary housing available to low-income persons and families in the general housing market area of the Development. Although staff is not aware of units within the same market area that require demolition or compulsory repair, by preserving the affordable housing proposed here, those in need of affordable housing will not be forced to accept residence in substandard units. So long as the acute shortage of affordable housing persists, actions of public agencies to increase the supply of affordable housing will reduce the market forces that allow unsafe and unsanitary units to persist. In addition, MassHousing, through its administration of housing programs, and other public agencies (e.g., local enforcement of building codes), continue to require repair of substandard units as such units are identified.

Rental Determinations:

Pursuant to Section 6(a) of the Act, MassHousing makes the following rental determinations for units within the proposed Development:

Rent Schedule:

Number of Bedrooms	1	2	3
Number of Units	5	16	3
Net SF/Unit	700	1,000	1,100
Elev./Non-Elev.	E	E	E
Market Rate Rent (10% Rate 20 Year Term)	\$2,663	\$2,942	\$3,237
MHFA Below Market Rent (Cost-Based Rent)	\$1,684	\$1,963	\$2,258
MHFA Adjusted Rent	30% of 80% of AMI		
Underwriting Rents			
Comprehensive Permit 80% AMI	\$1,511	\$1,803	\$2,074
Workforce Housing 90% AMI	\$1,800	\$2,000	\$2,350

Based on this information, MassHousing staff finds that a significant need exists for the type of development proposed here, that private enterprise alone cannot supply such housing, and that the financing of the Development will not create or contribute to an undue concentration of low-income persons or adversely impact other housing in the area.

MAP AND PICTURES





EXHIBIT B

JULY 8, 2025 MODIFICATION TO LOAN COMMITMENT PROPOSAL

Modification to Loan Commitment Proposal | July 8, 2025

Woodland Cove Phase I

1. General Project Information	
Project Name	Woodland Cove Phase I
Project ID	20-141
Associated Projects	Woodland Cove Phase II, Woodland Cove Phase III
Address(es)	3102 Cranberry Highway, Wareham, MA 02538
Sponsor	Hunt Capital Partners
Transaction Type	Production (9%)
Funding Type	Forward Commitment of a Permanent Loan
Execution Type	Taxable (9% LIHTC)
Credit Enhancement	HUD/HFA Risk-Sharing with 50% credit risk
Approval Type	Board
Total Rental Units	63 Units
Affordability Mix	56 Affordable 7 Workforce

2. Recommended Actions

- Transfer of Interests

Dakota Partners, Inc. (the “Exiting Sponsor” or “Dakota”) is requesting to transfer its managing member interest in the owner (WC Owner, LLC) of Woodland Cove Phase I (the “Development”) to a third-party entity, an affiliate of Hunt Capital Partners (the “Sponsor” or “Hunt”). Dakota is exiting the development business with the principals retiring.

Members of the Agency approved a forward commitment of a permanent loan at the July 2021 meeting of Agency Members. Beset by delays, the Development achieved stabilization earlier this year and is progressing towards funding of the take-out permanent financing later this year. Additional details on the transaction can be found below in Section 5. Background.

3. Updated Borrower Team

Sponsor: Hunt Capital Partners

Hunt Capital Partners (“HCP”), through its affiliates, is trusted by partners to successfully asset manage approximately 65,000 units for low-income households, which includes operating over 2,300 units where HCP is the General Partner. HCP has the 10th largest portfolio in the United States, according to 2024 National Multifamily Housing Council rankings.

In addition to their GP role, HCP also specializes in the syndication of Federal and State, Historic and Solar Tax credits. Since inception in 2010, HCP has raised over \$2.4 billion in equity.

Woodland Cove Phase I will be the Sponsor’s first transaction with MassHousing in the Sponsor capacity. The Sponsor intends to also complete the same execution on Woodland Cove Phase II. HCP is the syndicator for Phase I and Phase II.

Managing Member of Borrower: HCP-GP Woodland Cove I, LLC

HCP Property Holdings, LLC is the sole member of the Managing Member. It is controlled by an HCP related entity, HCP Holdings, LLC as the 72.5% Manager with the other 27.5% held by Ludere Durum, LLC.

Management Agent: Wingate Management

Wingate Management is an experienced property management agent with more than 16,000 units under management. The property management team seeks to enhance property value, as well as the quality of life for all residents.

For all other borrower team members, please refer to Exhibit A, the July 13, 2021 Loan Commitment Proposal.

4. Summary of MassHousing-Sponsor Relationship	
Number of Projects with MassHousing Debt	N/A
Total Units with MassHousing Debt	N/A
Outstanding MassHousing Principal Debt	N/A
Adverse Actions Against the Borrower Team	N/A
Current on Obligations with MassHousing	N/A
Property Management Affiliate	N/A

MassHousing Staff	
Origination	Kyle Grenon
Underwriting	John Collins
Asset Management	Stephanie Vicino and Dan Barbanell

5. Background

On July 13, 2021, the Agency Members approved a taxable permanent first mortgage of \$8,300,000, and a junior Workforce Housing Loan of \$700,000 for the Development, a proposed 63-unit affordable housing community. The Development is the first phase in the three-phase redevelopment of an eight-acre parcel in Wareham. Phase II includes 63 income-restricted units, of which seven units will be Workforce Housing, and Phase III includes 24 units, of which 18 will be Workforce Housing. The previous approval included Maloney Properties, Inc. as the Management Agent.

The Exiting Sponsor plans to sell its membership interest in all three phases. The membership interests of Phases I and II are to be purchased by an affiliate of Hunt Capital Partners. At this time the purchaser for Phase III is yet to be determined. The proposal herein is a request to approve Hunt Capital Partners as the successor Sponsor for the Development.

The Development closed on its construction loan in November 2021, and since that time has experienced extensive construction delays. The Development achieved sustaining occupancy as of March 2025, however there are insufficient sources to balance the development budget.

In addition to the transfer request, the Agency is reviewing a request for additional funds through the Capital Magnet Fund (“CMF”) program. This source, together with Hunt’s commitment to fill any funding gaps (as evidenced by an Interim Asset Management Agreement) would provide a balanced budget and allow for the permanent financing to close. Approval of the CMF funds is through a Board delegated process.

Also included in the July 2021 financing commitment approval package was Maloney Properties, Inc. (“Maloney”) as the Management Agent. In January 2024 the Exiting Sponsor submitted a request to replace Maloney with Wingate Management (“Wingate”). This request was approved by MassHousing’s Asset Management Department.

For a complete description of the Development and the proposed financing, please refer to Exhibit A, the July 13, 2021, Loan Commitment Proposal.

Woodland Cove Phase I VOTES AND FINDINGS

PROPOSALS AND VOTES

Staff proposes the following votes to modify the approvals previously adopted by the Members at the July 13, 2021 meeting:

VOTED: To approve HCP-GP Woodland Cove I, LLC (or an entity controlled by Hunt Capital Partners) to succeed WC Managing Member, LLC as the managing member of the borrower, WC Owner, LLC, simultaneously with or following the closing of the loans authorized by the Members on July 13, 2021 for the multifamily residential development known as “Woodland Cove Phase I” and located in Wareham, Massachusetts” (the “Development”).

FURTHERVOTED: That the votes of the Members with respect to the Development approved on July 13, 2021, are otherwise ratified and confirmed.



EXHIBIT A

JULY 13, 2021 LOAN COMMITMENT PROPOSAL

Loan Commitment Proposal | July 13, 2021

Woodland Cove Phase I

1. General Project Information	
Project Name	Woodland Cove Phase I
Project ID	20-141
Associated Projects	Woodland Cove Phase II, Woodland Cove Phase III
Address(es)	3102 Cranberry Highway, Wareham, MA 02538
Sponsor	Dakota Partners
Transaction Type	Production
Funding Type	Forward Commitment of Permanent Loan
Execution Type	Taxable with 9% credits
Credit Enhancement	HUD/FHA Risk-Sharing with 50% credit risk
Approval Type	Board
Projected MH Risk Rating	Financial: N/A Physical Condition: A Compliance: A
Total Rental Units	63
Affordability Mix	56 Affordable 7 Workforce

2. Recommended Actions

- Commitment of a Permanent Taxable Loan
- Commitment of a Workforce Housing Subordinate Loan

Woodland Cove Phase I is the first phase in the three-phase redevelopment of an eight-acre site in Wareham. There is currently a motel on the site, which will be demolished as part of the development plan. Woodland Cove Phase I will include 63 new construction income-restricted rental units, including seven Workforce Housing units, in one three-story building and one four-story building. Phase II will also include 63 income-restricted units, of which seven units will be Workforce Housing, and Phase III, will include 24 units, of which 18 will be Workforce Housing.

Woodland Cove Phase I will be built at approximately the same time as Phase III, and the Sponsor will request both permanent and Workforce Housing financing from MassHousing to support that development.

3. MassHousing Financing

First Loan	
Type	Permanent
Loan Amount	\$8,300,000
Interest Rate	10-Year U.S. Treasury plus 300 basis points (bps) to be locked at Construction Loan Closing (processing rate of 4.70%)
Loan Term / Amortization	40 y / 40 y
Term of Fwd Commitment	24 months
Year 1 DSCR	1.12 projected (1.10 minimum)
LTV	TBD projected (90% maximum)
Junior Loan	
Type	Workforce Housing Loan
Loan Amount	\$700,000
Interest Rate	0%
Loan Term/Amortization	40 y / non-amortizing
Terms of Cash Flow Sharing	50% to be split on a pari-passu basis with the other subordinate lenders, to service principal.

4. Development Plan

Description of Site. The Woodland Cove Phase I site is located on a two-acre portion of the 8.63-acre Woodland Cove Redevelopment site. The site is 1.5 miles from Cranberry Plaza, which contains amenities as well as transportation into Boston and the neighboring areas.

Description of Existing or Proposed Building. Woodland Cove Phase I will consist of 63 new construction rental units in one three-story elevator building and one four-story elevator building. The property will have 106 on-site surface parking spaces.

Description of Affordability Mix. Of the 63 units, eight units will be affordable to households earning up to 30% of AMI and will benefit from a new project-based Section 8 contract administered by NeighborWorks Housing Solutions (on behalf of DHCD). Forty-eight (48) units will be affordable to households earning up to 60% of AMI, and seven Workforce Housing units will be affordable to households earning up to 80% of AMI.

Site Control. The Sponsor has entered into a purchase and sale agreement with Boston Land Group, LLC to purchase the Phase I portion of the site for \$1,260,000.

5. Borrower Team

Mortgagor Entity: WC Owner, LLC

A sole-asset, single-purpose entity formed by the Developer/Sponsor for the purpose of owning and operating Woodland Cove Phase I.

Developer / Sponsor: Dakota Partners, Inc.

Founded in 2006, Dakota Partners is a Massachusetts-based real estate developer and builder. Dakota has acquired or constructed over 100 residential projects, bringing more than 1,000 units to market in New England and the mid-Atlantic.

General Partner / Managing Member: WC Managing Member, LLC

A single-purpose entity formed for the purpose of being the managing member of the ownership entity.

Construction Lender: Brookline Bank

Founded in 1871, Brookline Bank is a full-service financial institution headquartered in Brookline. Brookline Bank offers commercial real-estate loans for multifamily housing with loans ranging from \$1,000,000 to \$25,000,000.

Syndicator / Investor: Hunt Capital Partners

Hunt Capital Partners specializes in the syndication of federal and state housing, historic, and solar tax credits. Since its inception in 2010, Hunt Capital Partners has raised over \$2.4 billion in equity. Investment partners include banks, insurance companies, and technology companies.

Management Company: Maloney Properties, Inc.

Maloney Properties, Inc. is a women-owned firm established in 1981 that provides professional property management services throughout New England. Currently, Maloney Properties manages over 10,000 units of housing, including over 1,950 units in 20 properties in MassHousing's loan portfolio.

Architect: Ed Wojcik Architect, Ltd.

Established in 1998, Ed Wojcik Architect, Ltd. is a full-service architecture firm located in Providence, Rhode Island. The firm has experience with affordable housing developments and has been licensed in Massachusetts for twenty years.

General Contractor: Dakota Partners, Inc.

Dakota Partners manages construction of its development projects. As general contractor, Dakota has completed over 30 new construction projects in New England and Virginia. Dakota currently has five projects under construction.

6. Summary of MassHousing-Sponsor Relationship	
Number of Projects with MassHousing Debt	2
Total Units with MassHousing Debt	96
Outstanding MassHousing Principal Debt	\$4,891,714
Adverse Actions Against the Borrower Team	No
Current on Obligations with MassHousing	Yes
Property Management Affiliate	No

MassHousing Staff	
Origination	Sarah Hall, Originator Amanda Melick, Analyst
Underwriting	Doug O'Brien, Senior Underwriter John Collins, Underwriter,
Asset Management	Piia DiMeco, Portfolio Manager Jason Nelson, Asset Manager

7. Unit Mix

Unit Size	Total Units	LIHTC Eligible						
		Project Based Section 8*		60% AMI*		80% AMI Workforce		Market Comparison
		Count	Rent	Count	Rent	Count	Rent	Rent
1 BR	11			10	\$1,215	1	\$1,511	TBD
2 BR	45	6	\$1,880	34	\$1,449	5	\$1,874	TBD
3 BR	7	2	\$2,290	4	\$1,664	1	\$2,166	TBD
Total	63	8		48		7		

* Net of utility allowances.

Project-Based Rental Subsidy	
Type	Section 8
Term	20 y
Administrator	NeighborWorks Housing Solutions
Lesser of Section 8 contract or market rent.	

8. Operating Overview

Underwritten OpEx	\$616,900 (approximately \$9,800 per unit)
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Basis of Operating Costs. Borrower proposed budget and comparable properties in the MassHousing portfolio.

9. Project Costs

Residential Costs	
Base	\$23,574,436
Extraordinary	-
Total	\$23,574,436
Construction	\$15,152,245
Construction per Square Foot	\$247
Commercial Costs	
Total	-
Total Development Cost	
Total	\$23,574,436

Background on Extraordinary Costs. N/A

10. Sources and Uses

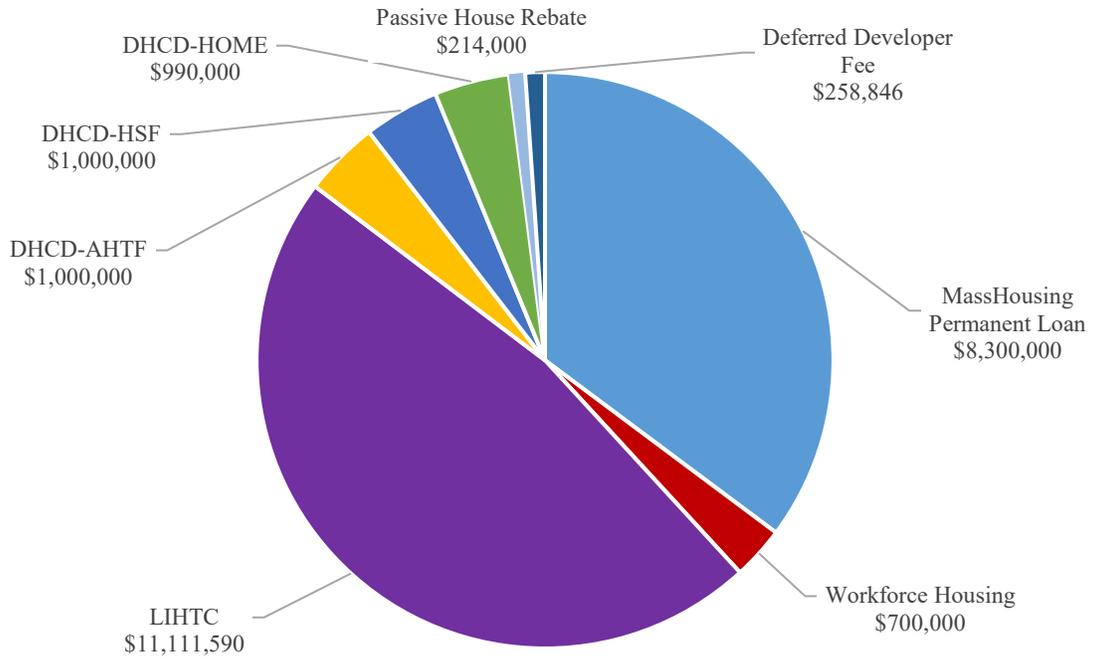
Sources of Funds	Total
MassHousing Permanent Loan	\$8,300,000
Workforce Housing Loan	\$700,000
LIHTC	\$11,111,590
DHCD-AHTF	\$1,000,000
DHCD-HSF	\$1,000,000
DHCD-HOME	\$990,000
Passive House Rebate	\$214,000
Deferred Developer Fee	\$258,846
Total Sources	\$23,574,436

Residential Uses of Funds	Total	<i>Per Unit</i>
Acquisition	\$1,260,000	\$20,000
Construction	\$15,152,245	\$240,512
Construction Contingency	\$757,612	\$12,026
General Development	\$3,464,579	\$54,993
Capitalized Reserves	\$795,000	\$12,619
Developer Overhead and Fee	\$2,145,000	\$34,048
Total Residential Uses	\$23,574,436	\$374,197

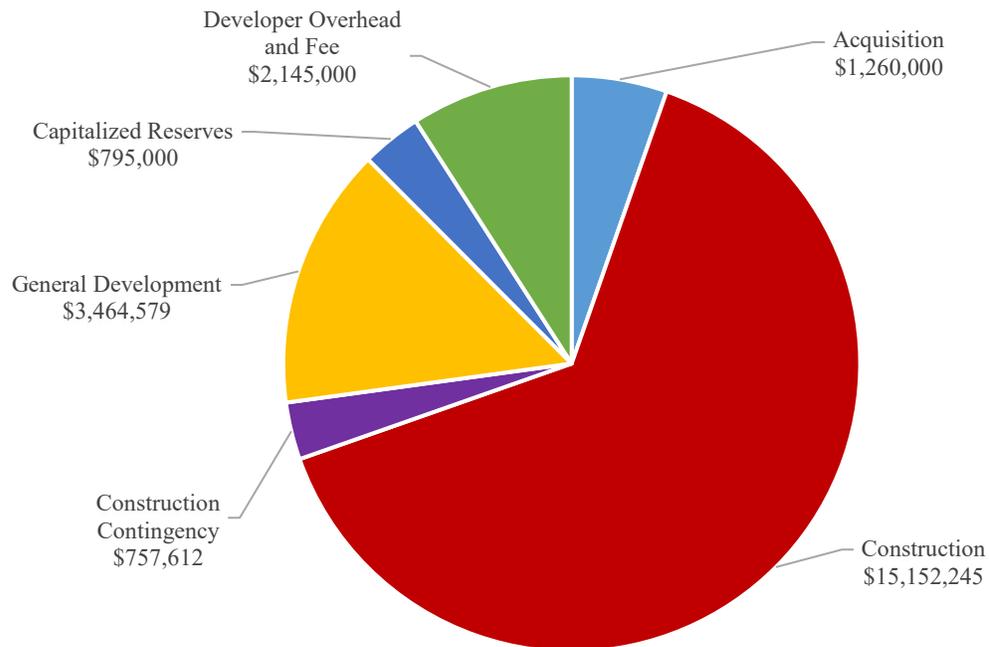
Commercial Uses	-
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Total Uses	\$23,574,436
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Sources



Uses



11. First Year Income and Expenses

Income		
Rental Income – Project-Based Rental Subsidy		\$190,320
Rental Income – Non-Rental Subsidy		\$973,428
Gross Potential Residential Income		\$1,163,748
Vacancy – Project-Based Rental Subsidy / LIHTC	3.0%	(\$30,216)
Vacancy – Workforce Housing	5.0%	(\$7,828)
Gross Residential Income		\$38,044
Other Income – Laundry (net 25% vacancy)		\$5,400
Effective Gross Income		\$1,131,104

Expenses	
Residential Operating Expenses	\$616,866
Net Operating Income	\$514,238
Debt Service	(\$460,649)
Cash Flow	\$53,589

First Mortgage Debt Service Coverage 1.12x

Residential Operating Expense Detail			<i>Per Unit</i>
Management Fee	5.0%	\$56,555	\$898
Administrative Costs		\$162,292	\$2,576
Maintenance Costs		\$163,213	\$2,591
Resident Services		\$10,000	\$159
Security		\$0	\$0
Utilities (water and sewer, hot water)		\$64,826	\$1,029
Insurance		\$34,650	\$550
Taxes		\$81,900	\$1,300
Replacement Reserves		\$22,680	\$360
Mortgage Insurance Premium		\$20,750	\$329
Total		\$616,866	\$9,792

Operating Expenses as a Percent of EGI 54.5%

12. Underwriting

1. **Workforce Housing Units.** The seven Workforce Housing units are restricted to households at incomes below 80% of AMI, with rents underwritten at levels affordable to households at approximately 65% of AMI. These underwritten rents are based on a borrower-commissioned market study and will be confirmed by a MassHousing-commissioned third-party report. The underwritten rents support marketability and absorption of the Workforce Housing units, offer a discount to actual market rents, and further local efforts to create housing options affordable to moderate-income households.

Twenty-five additional Workforce Housing and market units will be built as part of Phases II and III, and the addition of these units has been taken into consideration regarding marketing and absorption for all three phases of the redevelopment. Further analysis and updates to the relevant third-party reports will be completed as part of the underwriting for Phases II and III.

2. **Third Party Reports.** The MassHousing third-party appraisal is currently underway. To the extent the appraisal changes the underwritten rents and/or loan-to-value, the loan amount will be adjusted accordingly.

Underwriting Criteria and Loan Terms	Woodland Cove Phase I	Underwriting Standards
1. DSCR	1.12	Minimum of 1.10
2. Term/Amortization	40 y / 40 y	30-40 y, fully-amortizing
3. Loan to Value	TBD	Maximum of 90% based on third party "as-proposed" investment value
3. Underwriting Rents	Lesser of programmatic rent cap or rents supported by MassHousing market review.	Lesser of: <ul style="list-style-type: none"> • PB-Rental Subsidy contract or market supported rents • Programmatic rent cap or rents supported by MassHousing market review.
4. Vacancy Allowance	PB-Section 8/LIHTC: 3.0% Non-PBS8: 5.0%	Minimum of: <ul style="list-style-type: none"> • 2.5% for PB – Rental Subsidy • 3.0% for LIHTC • 5.0% for unrestricted or workforce housing
5. Affordability	40% at 60% AMI	Minimum of: <ul style="list-style-type: none"> • 20% at 80% of AMI for MassHousing Statute • 40% at 60% or 20% at 50% of AMI for loans with FHA Insurance, HUD/FFB, Tax-Exempt Bond, and/or Federal LIHTC
6. Annual Deposits to Replacement Reserves	\$360 unit / year	Minimum of: <ul style="list-style-type: none"> • \$360 unit / year (new construction) • \$500 unit / year (rehab) Note: Additional initial deposit to reserves may be required by the third-party CNA to fund twenty-year capital needs.
7. Operating Expenses	Approximately \$9,800 unit / year	Typically, between \$9,000 and \$12,000 per unit.

13. Low-Income Housing Tax Credits

This transaction uses 9% low-income housing tax credits, which do not require MassHousing approval.

Woodland Cove Phase I VOTES AND FINDINGS

PROPOSALS AND VOTES

Mortgage Loan

Staff has reviewed the proposal for permanent and subordinate loan financing and proposes the following vote for approval:

VOTED: To approve the findings and determinations set forth below and to authorize a permanent first mortgage loan in a principal amount of up to \$8,300,000, such first loan to be insured under the HUD HFA Risk Sharing Program, to be made to WC Owner, LLC or another single-purpose, sole-asset entity controlled by Dakota Partners, Inc. (the “Borrower”) as owner of the multifamily residential development known as “Woodland Cove Phase I” and located in Wareham, Massachusetts (the “Development”), and in accordance with the applicable general closing standards and delegations of authority previously approved, and further subject to (1) compliance with all applicable laws and all regulations and requirements of applicable financing programs, and (2) the following special conditions: None.

FURTHER VOTED: To approve a subordinate mortgage loan to the Borrower for the Development in an amount not to exceed \$700,000 (1) to be funded from that portion of the Opportunity Fund approved by the Members of MassHousing on March 8, 2016, designated and reserved for workforce housing programs and (2) subject to the terms and conditions of MassHousing’s Workforce Program Guidelines adopted by the Members on July 12, 2016, as amended, and to any applicable delegations of authority previously approved by the Members of MassHousing.

FURTHER VOTED: To authorize the Executive Director and the Vice President of Multifamily Programs, and their respective designees, each acting singly, to permit the Borrower to enter into, or assume, mortgage loans with third parties with respect to the Development, provided that (1) any such mortgage loans shall be subordinated to MassHousing’s first mortgage loan, and other MassHousing debt as determined by the Executive Director or the Vice President of Multifamily Programs, and (2) such subordinate mortgage loans shall be subject to MassHousing’s requirements pertaining to



subordinate mortgages, in a manner acceptable to MassHousing's General Counsel or his designee.

STATUTORY FINDINGS AND DETERMINATIONS

Statutory Findings:

The Loan(s) will be financed under the provisions of Section 5 of MassHousing's enabling act, Chapter 708 of the Acts of 1966, as amended (the "Act"). Pursuant to Section 5(g) of the Act, staff makes the following findings for the proposed Development:

1. The affordability of rents for 20% of the units:

Sixty-three units (100%) in the Development will be affordable to low-income persons and families, as specified in the Act, at the adjusted rentals shown in the rent schedule below.

2. Shortage of Affordable Housing Units in the Market Area

The market needs data reflects the information available to A&M staff as of the date of collection June 22, 2021 and may not fully incorporate the potentially adverse impact(s) that the COVID-19 virus has had on the overall economy or on the local housing markets, since being declared a pandemic by the World Health Organization (WHO) in March 2020. Further, the reader is cautioned and reminded that any observations, comparisons, and/or conclusions are based on the data as of the aforementioned collection date.

In-house data for larger market and mixed-income complexes (737 approximate units in the area revealed a strong market, with increasing rental and occupancy rates over the past three years. Current occupancy rates of the six developments reviewed averaged approximately 97.5% and ranged between 85% and 100%.

2nd Qtr. 2021 CoStar data for the subject's [South Plymouth County](#) (7,800 units) has an overall vacancy rate at 4.0% YTD, which is a decrease of .05 % from one year ago. CoStar data for the Boston market (238,221 units) has an overall vacancy rate of 6.71% YTD, which is an increase of .55% from one year ago. The South Plymouth county submarket vacancy rate is projected to decrease to 2.2% over the next five years, while the Boston market is projected to decrease to 6%.

CoStar, submarket data for the 4-5 Star building type (1,858 units) indicates a 2nd Qtr. 2021 vacancy rate of 3.2% and an average asking rent of \$2,525, while submarket data for the subject's 3 Star building type (2,723 units) indicates a 2nd Qtr. 2021 vacancy rate of 7.6% at an average asking rent of \$2,083, and 1-2 Star buildings (3,219 units) indicates a 2nd Qtr. 2021 vacancy rate of 1.2% at an average asking rent of \$1,513. The development with its amenities, more closely reflects the 3 Star building type, and is reflected in both the vacancy rate and market rent potential.

According to the Department of Housing and Community Development's (DHCD) Chapter 40B Subsidized Housing Inventory (12/21/20), the town of Wareham has 9,880 year-round housing units, 745 (7.5%) of which are subsidized for low/moderate income households.

The Wareham Housing Authority (WHA) owns/operates 143 units of State public housing (39 family and 104 elderly/disabled). Per the Wareham Housing Authority, they maintain 756

households on their public housing wait lists (427 families, 211 elderly and 180 non-elderly/disabled). At the time of this report, WHA is not accepting any new applications for the State Elderly one-bedroom units. Per the Wareham Housing Authority, they do not administer a tenant-based assistance programs (e.g. Housing Choice Vouchers).

U.S. Census data from the 2015-2019 American Community Survey (ACS) indicates that of the 9,497 households in the Town of Wareham, approximately 72% earned less than the HUD published 2021 AMI (\$120,800), approximately 50.4% earned less than 50% of 2021 AMI, approximately 57.7% earned less than 60% of the 2021 AMI and approximately 65.0% earned less than 80% of the 2021 AMI.

3. Inability of Private Enterprise Alone to Supply Affordable Housing

MassHousing staff has completed an analysis of the market rate rents, as defined by Agency statute, which absent MassHousing financing, would be required to support the development and operations of the Development. Based on the substantial difference between these market rents (shown in the Rent Schedule below) and the rents for this project, MassHousing staff finds that private enterprise alone cannot supply such housing.

4. No Undue Concentration of Low-income Households

The financing herein proposed does not lead to the undue concentration of low-income households.

5. Elimination or Repair of Unsafe or Unsanitary Dwelling Units

As evidenced by data cited in Finding No. 2 above, there is an acute shortage of decent, safe, and sanitary housing available to low-income persons and families in the general housing market area of the Development. Although staff is not aware of units within the same market area that require demolition or compulsory repair, by preserving the affordable housing proposed here, those in need of affordable housing will not be forced to accept residence in substandard units. So long as the acute shortage of affordable housing persists, actions of public agencies to increase the supply of affordable housing will reduce the market forces that allow unsafe and unsanitary units to persist. In addition, MassHousing, through its administration of housing programs, and other public agencies (e.g., local enforcement of building codes), continue to require repair of substandard units as such units are identified.

Rental Determinations:

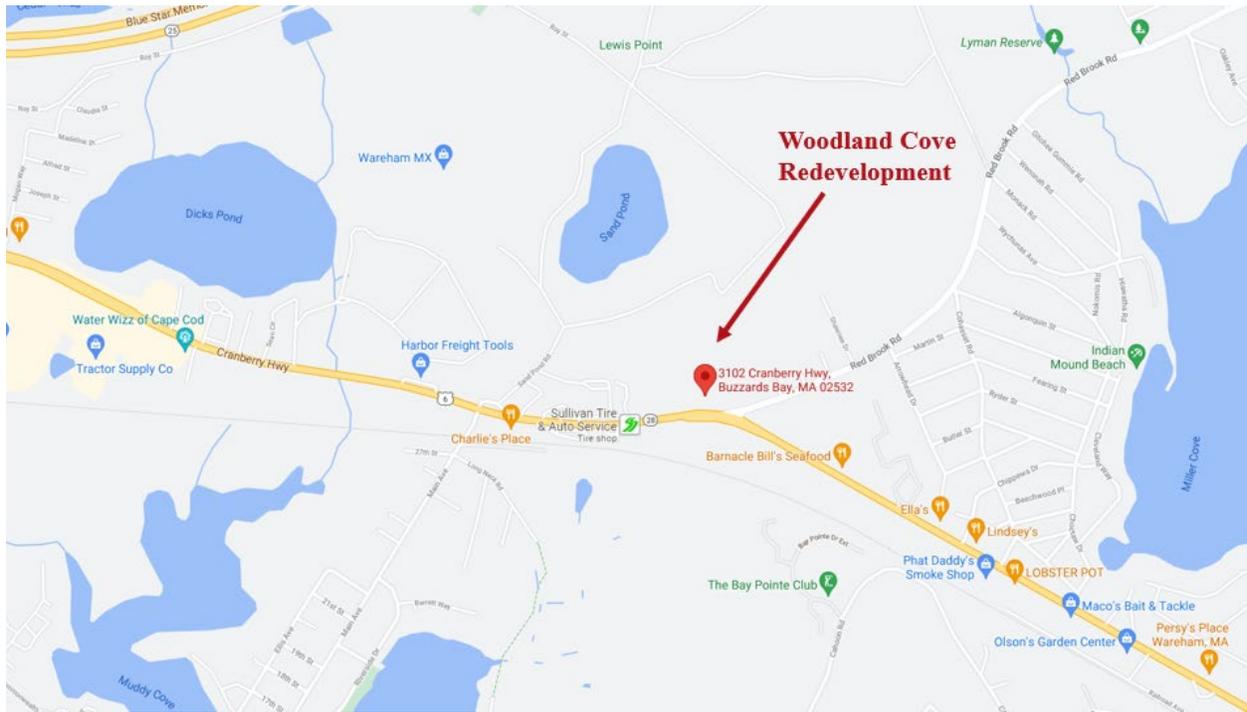
Pursuant to Section 6(a) of the Act, MassHousing makes the following rental determinations for units within the proposed Development:

Rent Schedule:

Number of Bedrooms	1	2	3
Number of Units	11	47	7
Net SF/Unit	717	1,007	1,260
Elev./Non-Elev.	E	E	E
Market Rate Rent (10% Rate 20 Year Term)	\$1,904	\$2,216	\$2,577
MHFA Below Market Rent (Cost-Based Rent)	\$1,242	\$1,554	\$1,915
MHFA Adjusted Rent	30% of 80% of AMI		
Underwriting Rents			
Project-based Section 8		\$1,880	\$2,290
LIHTC at 60% AMI	\$1,215	\$1,449	\$1,664
Workforce Housing 80% AMI	\$1,511	\$1,874	\$2,166

Based on this information, MassHousing staff finds that a significant need exists for the type of development proposed here, that private enterprise alone cannot supply such housing, and that the financing of the Development will not create or contribute to an undue concentration of low-income persons or adversely impact other housing in the area.

MAP AND PICTURES



Modification to Loan Commitment Proposal | July 8, 2025

Woodland Cove Phase II

1. General Project Information	
Project Name	Woodland Cove Phase II
Project ID	21-131
Associated Projects	Woodland Cove Phase I, Woodland Cove Phase III
Address(es)	3102 Cranberry Highway, Wareham, MA 02538
Sponsor	Hunt Capital Partners
Transaction Type	Production (9%)
Funding Type	Forward Commitment of a Permanent Loan
Execution Type	Taxable (9% LIHTC)
Credit Enhancement	HUD/HFA Risk-Sharing with 50% credit risk
Approval Type	Board
Total Rental Units	63 Units
Affordability Mix	56 Affordable 7 Workforce

2. Recommended Actions

- Transfer of Interests

Dakota Partners, Inc. (the “Exiting Sponsor” or “Dakota”) is requesting to transfer its interest as managing member of the owner (WC2 Owner, LLC) of Woodland Cove Phase II (the “Development”) to a third-party entity, an affiliate of Hunt Capital Partners (the “Sponsor” or “Hunt”). Dakota is exiting the development business with the principals retiring.

Members of the Agency approved a forward commitment of a permanent loan at the April 2022 meeting of Agency Members. Beset by delays, the Development is targeting substantial completion and certificates of occupancy by July 2025. MassHousing is currently working on issuing a permanent loan closing extension. Additional details on the transaction can be found below in Section 5. Background.

3. Updated Borrower Team

Sponsor: Hunt Capital Partners

Hunt Capital Partners (“HCP”), through its affiliates, is trusted by partners to successfully asset manage approximately 65,000 units for low-income households, which includes operating over 2,300 units where HCP is the General Partner. HCP has the 10th largest portfolio in the United States, according to 2024 National Multifamily Housing Council rankings.

In addition to their GP role, HCP also specializes in the syndication of Federal and State, Historic and Solar Tax credits. Since inception in 2010, HCP has raised over \$2.4 billion in equity.

Woodland Cove Phase II will be the Sponsor’s first transaction with MassHousing in the Sponsor capacity and they are also looking to complete the same execution on Woodland Cove Phase I. HCP is the syndicator for Phase I and Phase II.

Managing Member of Borrower: HCP-GP Woodland Cove II, LLC

HCP Property Holdings, LLC is the sole member of the Managing Member. It is controlled by an HCP related entity, HCP Holdings, LLC as the 72.5% Manager with the other 27.5% held by Ludere Durum, LLC.

Management Agent: Wingate Management

Wingate Management is an experienced property management agent with more than 16,000 units under management. The property management team seeks to enhance property value, as well as the quality of life for all residents.

For all other borrower team members, please refer to Exhibit A, the April 12, 2022 Loan Commitment Proposal.

4. Summary of MassHousing-Sponsor Relationship	
Number of Projects with MassHousing Debt	N/A
Total Units with MassHousing Debt	N/A
Outstanding MassHousing Principal Debt	N/A
Adverse Actions Against the Borrower Team	N/A
Current on Obligations with MassHousing	N/A
Property Management Affiliate	N/A

MassHousing Staff	
Origination	Kyle Grenon
Underwriting	John Collins
Asset Management	Stephanie Vicino and Dan Barbanell

5. Background

On April 12, 2022, the Agency Members approved a taxable permanent first mortgage of \$7,820,000, and a junior Workforce Housing Loan of \$700,000 for the Development, a proposed 63-unit affordable housing community. The Development is the second phase in the three-phase redevelopment of an eight-acre parcel in Wareham. Phase I includes 63 income-restricted units, of which seven units will be Workforce Housing, and Phase III includes 24 units, of which 18 will be Workforce Housing. The previous approval included Maloney Properties, Inc. as the Management Agent.

The Exiting Sponsor plans to sell its membership interest in all three phases. The membership interests of Phases I and II are to be purchased by an affiliate of Hunt Capital Partners. At this time the purchaser for Phase III is yet to be determined. The proposal herein is a request to approve Hunt Capital Partners as the successor Sponsor for the Development.

The Development closed on its construction loan in June 2022, and since that time has experienced extensive construction delays and cost overruns. The Development is 99% complete and interior punch list work is underway. The Development is projected to achieve substantial completion and certificate of occupancy in July 2025.

In addition to the transfer request, the Agency is reviewing a request for additional funds through the Capital Magnet Fund (“CMF”) program. This source, together with Hunt’s commitment to fill any funding gaps (as evidenced by an Interim Asset Management Agreement), would provide

a balanced budget and allow for the permanent financing to close. Approval of the CMF funds is through a Board delegated process.

Also included in the April 2022 financing commitment approval package was Maloney Properties, Inc. (“Maloney”) as the Management Agent. In January 2024 the Exiting Sponsor submitted a request to replace Maloney with Wingate Management (“Wingate”). This request was approved by MassHousing’s Asset Management Department.

For a complete description of the Development and the proposed financing, please refer to Exhibit A, the July 13, 2021, Loan Commitment Proposal.

Woodland Cove Phase II VOTES AND FINDINGS

PROPOSALS AND VOTES

Staff proposes the following votes to modify the approvals previously adopted by the Members at the April 12, 2022 meeting:

VOTED: To approve HCP-GP Woodland Cove II, LLC (or an affiliate thereof controlled by Hunt Capital Partners) to succeed WC2 Managing Member, LLC as the managing member of the borrower, WC2 Owner, LLC, simultaneously with or following the closing of the loans authorized by the Members on April 12, 2022 for the multifamily residential development known as “Woodland Cove Phase I” and located in Wareham, Massachusetts” (the “Development”).

FURTHERVOTED: That the votes of the Members with respect to the Development approved on April 12, 2022, are otherwise ratified and confirmed.



EXHIBIT A

April 12, 2021 LOAN COMMITMENT PROPOSAL

Woodland Cove Phase III



Location	3102 Cranberry Highway, Wareham, MA 02538
Sponsor	Boston Land Group, LLC / Christopher D. Geeslin
Transaction Type	Production
Funding Type	Forward Commitment of Permanent Loan
Execution Type	Taxable
Credit Enhancement	None
Total Rental Units	24
Affordability Mix	6 Affordable 18 Workforce

Borrower Team

Mortgagor Entity	WC3 Owner, LLC
Developer / Sponsor	Boston Land Group, LLC
General Partner / Managing Member	WC3 Managing Member, LLC
Construction Lender	Brookline Bank & Blue Hub Capital, Inc
Management Company	Wingate Management Company, LLC

Recommended Votes

- Transfer of Interests
- Ratification and confirmation of September 14, 2021 votes

Delinquency Summary Report



Nov 30, 2025

**Delinquencies in Excess of: \$1,000
Monthly Billed Loans**

Program Type	Principal Program Detail	Number of Developments	Project Outstanding Loan Amount	Developments Delinquent	Delinq Outstanding Loan Amount	Pct \$ Delinq Loans	Pct # Delinquent Loans
INDEP	Options for Independence	13	\$208,780	0	\$0	0.00%	0.00%
INDEP - Total		13	\$208,780	0	\$0	0.00%	0.00%
OTHER	Other Subordinate Only	1	\$964,796	0	\$0	0.00%	0.00%
OTHER - Total		1	\$964,796	0	\$0	0.00%	0.00%
SECT8PBCA	Project Based Section 8	177	\$3,068,648,938	0	\$0	0.00%	0.00%
SECT8PBCA - Total		177	\$3,068,648,938	0	\$0	0.00%	0.00%
SECT8VOUCH	Project Based Section 8 Vouchers	31	\$462,030,612	0	\$0	0.00%	0.00%
SECT8VOUCH - Total		31	\$462,030,612	0	\$0	0.00%	0.00%
SHARP	SHARP/ RDAL	3	\$43,066,388	0	\$0	0.00%	0.00%
SHARP - Total		3	\$43,066,388	0	\$0	0.00%	0.00%
TAXCREDIT	Tax Credit (4% and/or 9%)	167	\$1,489,237,732	1	\$33,825,580	2.27%	0.60%
TAXCREDIT - Total		167	\$1,489,237,732	1	\$33,825,580	2.27%	0.60%
UNSUB	Un-Subsidized	23	\$324,237,887	0	\$0	0.00%	0.00%
UNSUB - Total		23	\$324,237,887	0	\$0	0.00%	0.00%
WORKFORCE	Workforce Housing	9	\$82,707,593	0	\$0	0.00%	0.00%
WORKFORCE - Total		9	\$82,707,593	0	\$0	0.00%	0.00%
		5	\$91,782,121	0	\$0	0.00%	0.00%
- Total		5	\$91,782,121	0	\$0	0.00%	0.00%
Overall - Total		429	\$5,562,884,847	1	\$33,825,580	0.61%	0.23%

Delinquency Detail



Nov 30, 2025
Delinquencies in Excess of: \$1,000

Tax Credit (4% and/or 9%)

Principal Program Code	Project Id - Development Name	City/Town	Total Rental Units	Project Outstanding Loan Amount	Total Due & Uncollected	Past Due Installments
TAXCREDIT	16-004 Pac 10 Lofts, Phase One	Lawrence	180	\$33,825,580	\$19,577,741	35
Overall - Total			180	\$33,825,580	\$19,577,741	

Delinquency Detail by Investor



Nov 30, 2025

Delinquencies in Excess of: \$1,000

Investor Segment	Segment Code	Investor Segment	Investor Pool	Loan Nbr	Project Id - Development Name	Total Rental Units	Original Loan Amt	Outstanding Loan Amt	Total Due & Uncollected - Delinquent	Past Due Installments
Escrow Division/Working Capital Fund	W001	Working Capital Fund	WCF Corporate	16-004-02	16-004 Pac 10 Lofts, Phase One	180	\$18,000,000	\$16,057,580	\$16,105,146	1
Housing Bond Resolution	B001	Housing Bond Resolution	HOUSING BOND RES 2017D	16-004-01	16-004 Pac 10 Lofts, Phase One	180	\$11,100,000	\$11,100,000	\$2,169,394	35
			HOUSING BOND RES 2022A-1	16-004-01	16-004 Pac 10 Lofts, Phase One	180	\$6,668,000	\$6,668,000	\$1,303,200	35
Overall - Total						180	\$35,768,000	\$33,825,580	\$19,577,741	



CEO Report

February 10, 2026



Healey-Driscoll Administration Announces \$25M Investment in MassHousing Programs

DPA Activity Since 2018

14,803 Total 1st loans

9,259 DPA loans

62% Received DPA

80% Below 80% AMI

56% Borrowers in GWC

At the State of the Commonwealth address, Governor Healey announced a new commitment of **\$25 million** to help **expand homebuyer assistance** at MassHousing.

Funds will enhance our **Down Payment Assistance** program – a vital tool for empowering **first-time homebuyers** and expanding access.

Last year **nine of every ten** MassHousing homebuyers utilized down payment assistance – five years ago, it was just **four in ten**.

Over the past five years, MassHousing has provided **\$122 million** in DPA to **6,300** new first-time homebuyers.

The Homeownership Tax Credit

In 2024, Governor Healey's **Affordable Homes Act (AHA)** created a new **homeownership tax credit**. This innovative program will support the **development of affordable homeownership units** throughout Massachusetts.

This is an important part of the Healey/Driscoll administration's plan to expand homeownership opportunities for **low- and moderate-income individuals and families**.

This program is funded with **\$10 million in tax credits** annually for five years, through CY2029 up to a total of **\$50 million**. The utilization of the credits will be governed by a **Homeownership Qualified Allocation Plan (HQAP)** issued by MassHousing.

Program Progress and Next Steps

In December, we held **two open house information sessions** to introduce the program to potential partners.

A **Homeownership Qualified Allocation Plan (HQAP)** will be released shortly, outlining the program's requirements, criteria, timeline, and awards process.

Tax credits will be allocated through a **competitive process** administered by MassHousing.

Applications for tax credits will be evaluated according to a series of criteria in the HQAP, with **readiness to proceed, financial feasibility, and strength of the development team** among the primary factors.

MassHousing Honored to be Named a 2026 Ivory Prize Finalist



The **BILD Program** has been selected as one of 25 finalists for the **2026 Ivory Prize for Housing Affordability**.

The Ivory Prize is a prestigious national award recognizing **innovative, feasible, and scalable solutions to advance housing affordability**.

Winners will be announced on **May 12**. One winner each from **Construction & Design, Policy & Regulatory Reform** and **Finance** (our category) will be awarded **\$100,000 in unrestricted grants**.

Thank You!

Questions? Comments?



Massachusetts Housing Finance Agency
One Beacon Street Boston, MA 02108

Tel: 617-854-1000
Fax: 617-854-1091

Relay 711
www.masshousing.com

Posted: February 5, 2026 @ 3:20 p.m.
Secretary of the Commonwealth, Regulations Division
Executive Office for Administration & Finance
masshousing.com

NOTICE

of a Meeting of the Members

The regular meeting of MassHousing and a special meeting of Center for Community Recovery Innovations, Inc. ("CCRI") will be held:

Date: **Tuesday, February 10, 2026**

Time: **2:00 p.m.**

Location: **See below**

In accordance with Section 20 of An Act Extending Certain COVID-19 Measures Adopted During the State of Emergency, 2021 Mass. Acts 20, as amended, this Meeting will not be conducted in a publicly accessible physical location. This meeting will instead be conducted through remote audio and video participation by the Members of MassHousing.

The public will be able to observe the Meeting online through the Zoom video/audio conference program.

The Zoom meeting link for this Meeting is: <https://masshousing.zoom.us/j/85274326632>

The Zoom meeting ID is: Meeting ID: 852 7432 6632

The Zoom Passcode is: 502421

Additional instructions for observing the meeting though Zoom are attached to this Notice.

Attention will be given to the following matters:

1. EXECUTIVE ACTIONS

- A. Call to Order
- B. Vote Approving the Minutes
 - Regular Meeting of January 13, 2026
- C. Chief Executive Officer's Report
- D. Fiscal Year 2026 Mid-Year Results

Maura Healey, Governor
Kim Driscoll, Lt. Governor

Jeanne Pinado, Chair
Carolina Avellaneda, Vice Chair

Chrystal Kornegay,
Chief Executive Officer

- E. Votes Delegating Authority to Issue Multifamily Bonds and/or Notes and Votes Delegating Authority to Issue Single Family Bonds and/or Notes
- F. Votes Committing CCRI Funds
 - Gilly's House, Inc., Wrentham
 - Troubled Waters, Inc., d/b/a The Bridge Club of Lowell

2. **LOAN COMMITTEE**

- A. Woods at Wareham, Wareham
 - Approval to Accept Assignment of a HUD-Issued Firm Commitment for FHA Insurance
 - Commitment of a First Mortgage Loan (the "New Loan")
 - Approval to Finance the New Loan through Issuance of a Ginnie Mae MBS

Meeting Notices

In accordance with Section 20 of An Act Extending Certain COVID-19 Measures Adopted During the State of Emergency, 2021 Mass. Acts 20, as amended, this Meeting will not be conducted in a publicly accessible physical location. This meeting will instead be conducted through remote audio and video participation by the Members of MassHousing, and public observation will be available only through the Zoom audio/video conferencing program using the link and Meeting ID provided above. Instructions for joining the meeting through Zoom are attached.

Accessibility

If you need an accommodation to participate in a MassHousing meeting, event, or program, please call 617-854-1000 or email webinfo@masshousing.com. Please request accommodations as soon as possible but no later than 48 hours before a scheduled event so that we can have adequate time to accommodate your needs. [Click here to view our Accessibility statement.](#)

Steps to Join a Zoom Meeting

1. A Zoom meeting link will look like the following:

Join Zoom Meeting
<https://zoom.us/j/6881564212>

Meeting ID: 688 156 4212

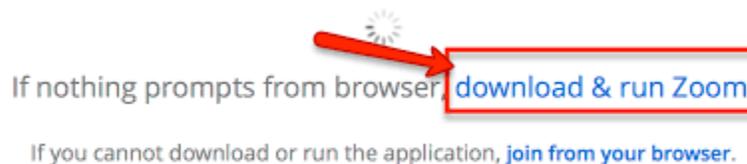
One tap mobile
+13126266799,,6881564212# US (Chicago)
+16465588656,,6881564212# US (New York)

Dial by your location
+1 312 626 6799 US (Chicago)
+1 646 558 8656 US (New York)
+1 253 215 8782 US
+1 301 715 8592 US
+1 346 248 7799 US (Houston)
+1 669 900 9128 US (San Jose)

Meeting ID: 688 156 4212
Find your local number: <https://zoom.us/u/acgfl1ziEv>

2. Click the link below 'Join Zoom Meeting'.

NOTE: Simply calling a phone number without "joining the Zoom meeting" will not allow you to see the presentation. Clicking on the link will automatically download the Zoom program (Image below)



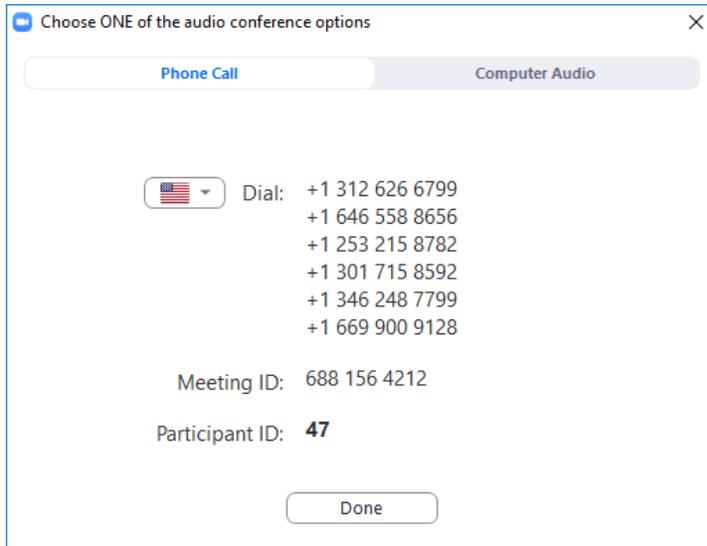
3. If Zoom does NOT automatically download and install. Click Download & run Zoom

NOTE: to see a video about this: <https://youtu.be/vFhAEoCF7jg>

Steps to Join a Zoom Meeting

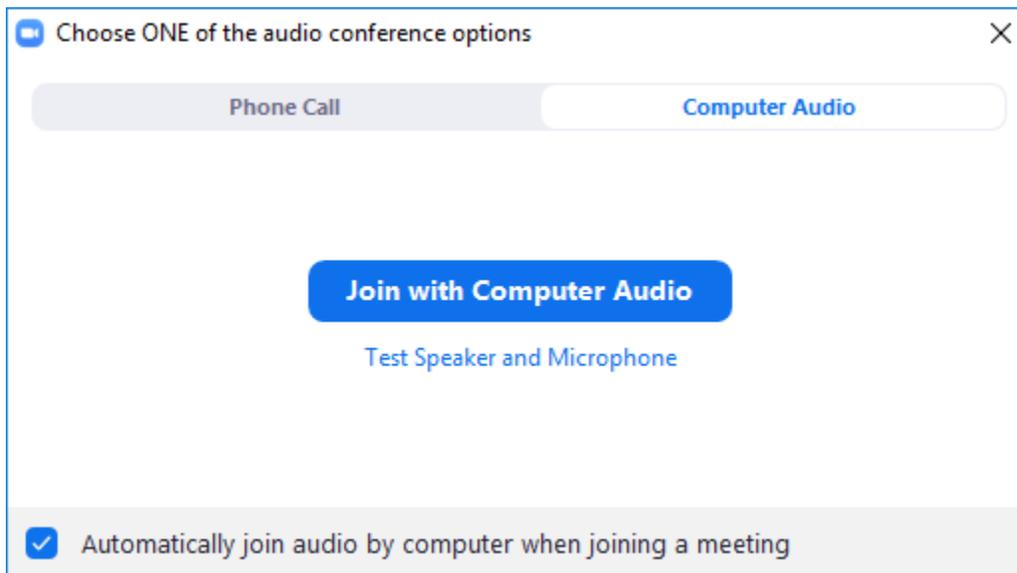
4. You will be provided with Audio Options.

NOTE: The numbers for your meeting may be different than the ones in this example.



5. Call one of the numbers provided and enter your Meeting ID and Participant ID when prompted.
6. If you have a headset or would like to use your computer audio, select the Computer Audio tab and Join with Computer Audio.

NOTE: Uncheck "Automatically join audio by computer" when joining a meeting.



7. All participants on the call will be muted. Please keep yourself on mute so that meeting can be as clear as possible.

**Minutes of the Regular Meeting of
the Members of MassHousing held
on
January 13, 2026**

The regular meeting of the Massachusetts Housing Finance Agency – doing business as MassHousing - was held on January 13, 2026. In accordance with Section 20 of An Act Extending Certain COVID-19 Measures Adopted During the State of Emergency, 2021 Mass. Acts 20, as amended, no Members were physically present and the meetings were conducted remotely through a publicly accessible Zoom meeting.

Participating remotely were the Members (by roll call):

Board Member	Present	Absent
Jeanne Pinado, Chair		X
Carolina Avellaneda, Co-Vice Chair	X	
Michael Glover, Co-Vice Chair	X	
Ed Augustus, <i>ex officio</i>	X	
Bran Shim*	X	
Herby Duverné	X	
Darnell Dunn	X	
Tom Flynn	X	
Carmen Panacopolous	x	

**Designee of Matthew Gorzkowicz, ex officio*

Carolina Avellaneda, acting as Chair, convened the meeting to order at 2:01 p.m.

The Chair indicated that the first order of business was the approval of the minutes of the previous meeting.

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: That the minutes of the Regular Meeting held on December 9, 2025 are hereby approved and placed on record.

Chief Executive’s Report

Chrystal Kornegay began her brief report with a summary of the 2025 Fourth Quarter activity, saying that twelve (12) deals were committed, and twenty-one (21) deals were closed for a total of \$435 million in debt. Ms. Kornegay stated that it was a big year for MassHousing; with a special shoutout to the Legal Department, as this was the most deals closed in December, and most of the

deals closed were at the end of December.

Ms. Kornegay then gave a brief status on the Third Floor Build Out; we needed more space for people and more space for meetings. There will be a large conference room space that can be divided into several smaller rooms; it is expected that the renovation will be completed in the Spring of 2026.

The next topic was announcing that MassHousing has its 60th birthday on September 8, 2026, with special events planned for the October Board Meeting, with different events planned to celebrate. Ms. Kornegay stated that as she gets more information she will let everyone know. There is also a planned update to the MassHousing website.

Accessory Dwelling Units (“ADU”) Presentation

Mounzer Aylouche presented a new MassHousing program for Accessory Dwelling Units (“ADU”) which will be coming soon, to address the housing shortage and rising housing costs. This program was made possible in August 2024 when Governor Healy signed legislation making ADUs a statewide solution to create critical rental stock and promote housing affordability. MassHousing is very well positioned to offer an ADU Mortgage Program, due to our relationships with community lenders and the ability to do loan servicing in-house.

Mr. Aylouche addressed some of the obstacles for homeowners seeking to build an ADU; such as owner preparedness and affordable financing. There is more need for homeowners to have information on building, permitting and financing ADUs. MassHousing’s program anticipates that borrowers would come after doing online pre-development work, and have paperwork ready to apply.

Additionally, Mr. Aylouche said that there is not enough data regarding ADUs on appraisals. The solution is to collaborate with the Massachusetts Board of Appraisers and area realtors, for benchmarking samples, and for accurate evaluation.

Mr. Aylouche then addressed financing. He noted that for homeowners, building an ADU is an expensive transaction, coming in around \$275 per square foot and that traditionally ADU financing relied on home equity lines of credit which are less available to low-moderate income owners. He then summarized the proposed criteria and guidelines for a new subordinate loan product in which part of the package would be structured as a 0% deferred loan. He noted that the Agency will use \$5 million out of the \$20 million designated in the Opportunity Fund to establish the program. Criteria will be as follows:

Mr. Aylouche concluded the presentation by saying that lender partner training will begin soon, with an intent to launch in late Spring followed by robust promotion in the summer. The program plans to start writing loans in Summer 2026.

The Chair commended Mr. Aylouche for the work, saying it was a good presentation, and asked if there were any questions.

Herby Duverné remarked that Mr. Aylouche did an excellent job and this presentation took 100% of his attention; he then asked regarding the costs of the loan and whether those costs could be folded into the loan. Mr. Aylouche responded, clarifying first, that the costs of the loan would include traditional loan costs such as the appraisal, closing costs, etc. The technical/pre-development expenses would not be included in the costs of the loan but it is expected that assistance for those costs or services will be available through other components of the Commonwealth's ADU initiative.

Ed Augustus added his appreciation for the ADU Program, he thought the MassHousing partnership with the technical assistance was excellent. He noted that there is a third leg to the Program, a design competition with Boston schools and local architects with cash prizes to the most acceptable plans, the most green design, with the intent of then making these designs free and downloadable so the Borrower can bring them to a contractor. This is going above and beyond to help the Borrower.

Loan Committee

900 Morrissey, Boston (Dorchester)

Mike Carthas presented a proposal for Commitment of a Tax-Exempt Supplemental Conduit Loan and Approval for the Use of Low-Income Housing Tax Credits, as presented in the attached Board package.

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: to approve the votes and findings as presented in the Board package that is attached and incorporated into the minutes of the meeting.

Residences at Quarry Hills, Milton

Brian Robinson presented a proposal for Commitment of Momentum Equity and Commitment of a Subordinate Loan, as presented in the attached Board package.

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: to approve the votes and findings as presented in the Board package that is attached and incorporated into the minutes of the meeting.

Devenscrest Village, Ayer

Tai Pope presented a proposal for Commitment of Workforce Housing Loan, as presented in the attached Board package.

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: to approve the votes and findings as presented in the Board package that is attached and incorporated into the minutes of the meeting.

PAC-10 Lofts, Phase One, Lawrence

Dan Staring presented a proposal for First Mortgage Modification; Approval of Level One Transfer of Ownership to New Managing Member; and Commitment of Asset Protection Loan, as presented in the attached Board package.

The Chair remarked that this was a really complicated restructuring, and without the hard work and diligence of all involved, it wouldn't have gotten to this point. She noted that there was a lot of discussion regarding this matter at Loan Committee, and that the MassHousing staff recommends the proposed actions.

Upon a motion duly made and seconded, by roll call vote, it was, by all Members present:

VOTED: to approve the votes and findings as presented in the Board package that is attached and incorporated into the minutes of the meeting.

The Chair asked if there was any other old or new business for the Members' consideration.

There was none.

There being no other business to consider, the meeting adjourned at 2:44 p.m.

A true record.

Attest.

Colin M. McNiece
Secretary

Materials:

- Minutes of the Meeting of December 9, 2025
- CEO's Report, January 13, 2026
- Board Package, January 13, 2026



CEO Report

February 10, 2026



Healey-Driscoll Administration Announces \$25M Investment in MassHousing Programs

DPA Activity Since 2018

14,803 Total 1st loans

9,259 DPA loans

62% Received DPA

80% Below 80% AMI

56% Borrowers in GWC

At the State of the Commonwealth address, Governor Healey announced a new commitment of **\$25 million** to help **expand homebuyer assistance** at MassHousing.

Funds will enhance our **Down Payment Assistance** program – a vital tool for empowering **first-time homebuyers** and expanding access.

Last year **nine of every ten** MassHousing homebuyers utilized down payment assistance – five years ago, it was just **four in ten**.

Over the past five years, MassHousing has provided **\$122 million** in DPA to **6,300** new first-time homebuyers.

The Homeownership Tax Credit

In 2024, Governor Healey's **Affordable Homes Act (AHA)** created a new **homeownership tax credit**. This innovative program will support the **development of affordable homeownership units** throughout Massachusetts.

This is an important part of the Healey/Driscoll administration's plan to expand homeownership opportunities for **low- and moderate-income individuals and families**.

This program is funded with **\$10 million in tax credits** annually for five years, through CY2029 up to a total of **\$50 million**. The utilization of the credits will be governed by a **Homeownership Qualified Allocation Plan (HQAP)** issued by MassHousing.

Program Progress and Next Steps

In December, we held **two open house information sessions** to introduce the program to potential partners.

A **Homeownership Qualified Allocation Plan (HQAP)** will be released shortly, outlining the program's requirements, criteria, timeline, and awards process.

Tax credits will be allocated through a **competitive process** administered by MassHousing.

Applications for tax credits will be evaluated according to a series of criteria in the HQAP, with **readiness to proceed, financial feasibility, and strength of the development team** among the primary factors.

MassHousing Honored to be Named a 2026 Ivory Prize Finalist



The **BILD Program** has been selected as one of 25 finalists for the **2026 Ivory Prize for Housing Affordability**.

The Ivory Prize is a prestigious national award recognizing **innovative, feasible, and scalable solutions to advance housing affordability**.

Winners will be announced on **May 12**. One winner each from **Construction & Design, Policy & Regulatory Reform** and **Finance** (our category) will be awarded **\$100,000 in unrestricted grants**.

Thank You!

Questions? Comments?

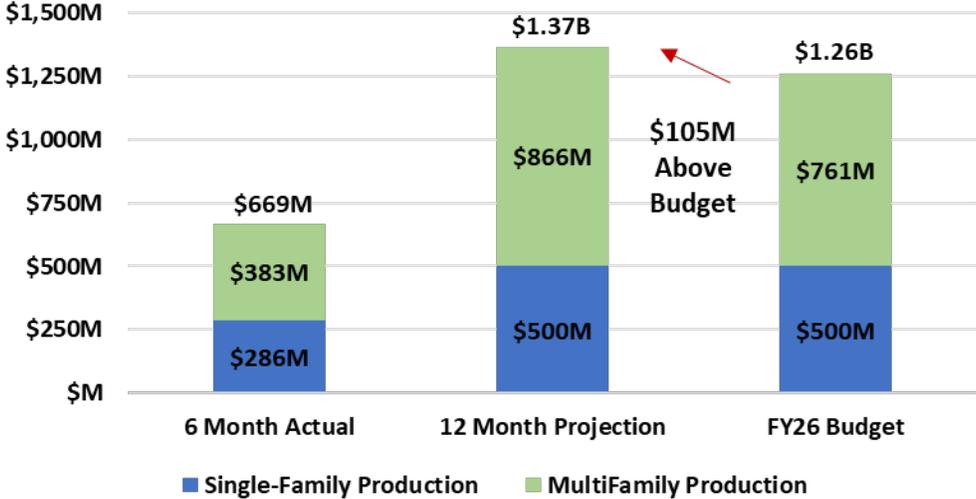


Fiscal Year 2026 Mid-Year Results

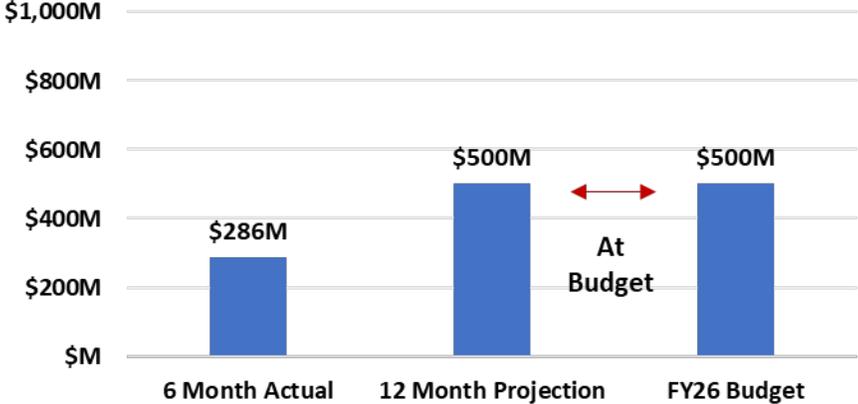
MassHousing Board of Directors

February 10, 2026

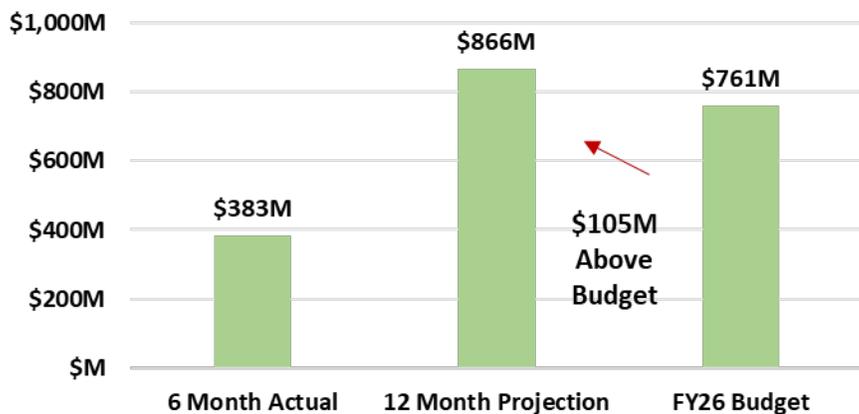
Total Production

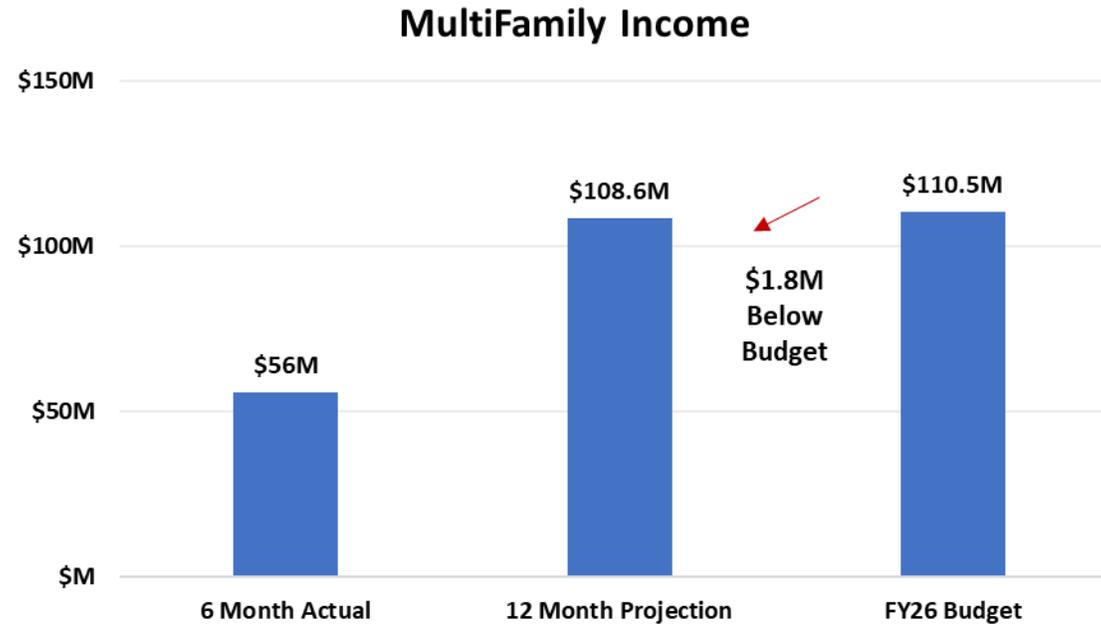


Single-Family Production



MultiFamily Production





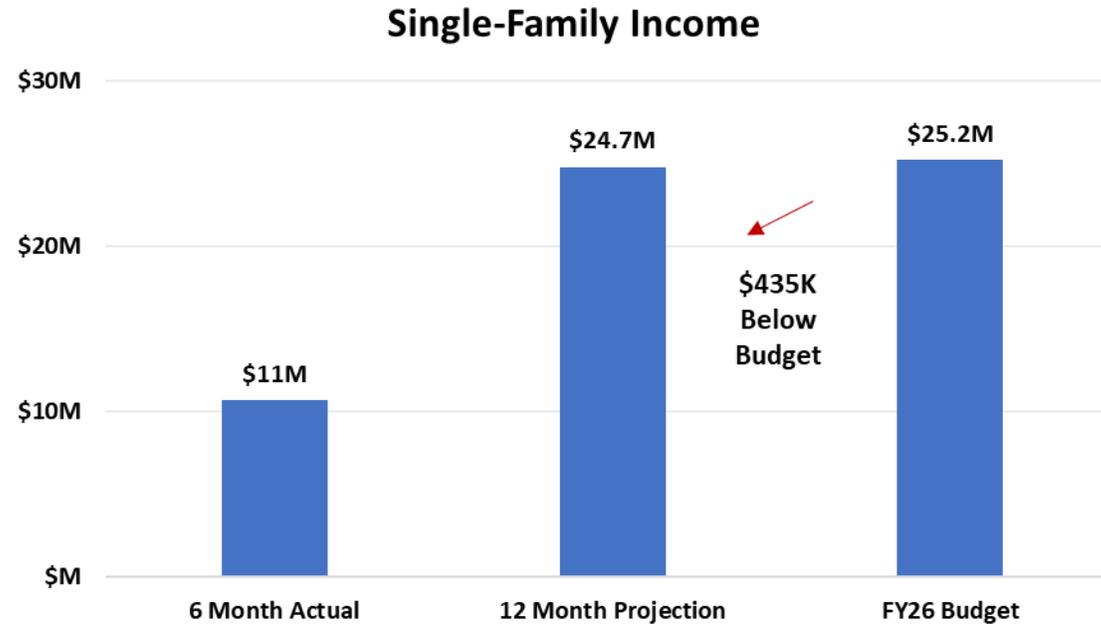
FY26 Projected Multifamily Income is \$1.8M Lower than the FY26 Budget

Drivers:

- Multifamily Lending Income is higher by \$1.5M
- Multifamily Servicing Income is higher by \$1.3M

Offset by

- Multifamily Net Interest Spread is lower by \$4.6M



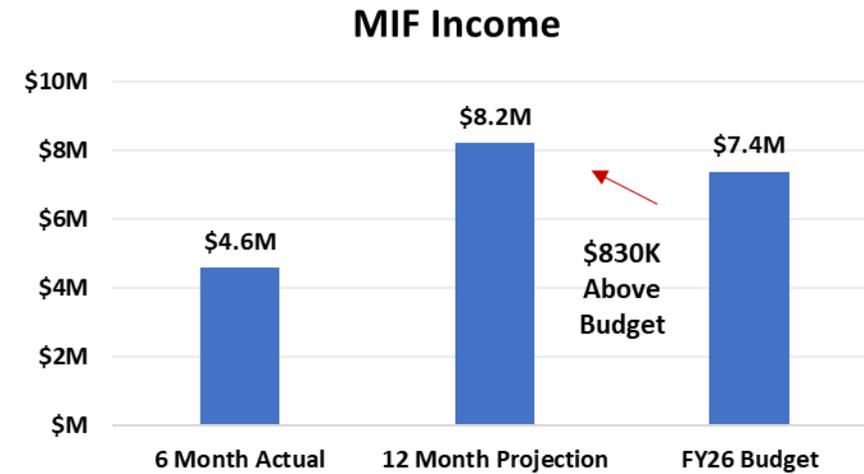
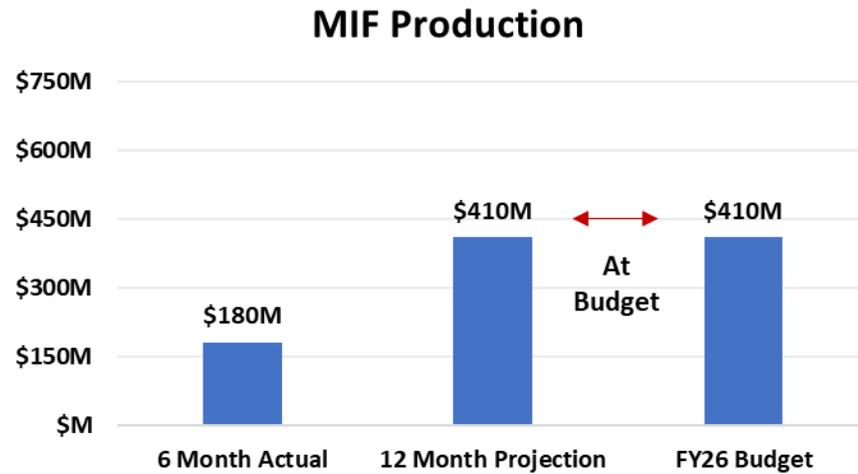
FY26 Projected Single-Family Income is \$435K Lower than the FY26 Budget

Drivers:

- Single-Family Servicing Income is higher by \$200K
- Single-Family Lending Income is higher by \$145K

Offset by

- Single-Family Net Interest Spread is lower by \$650K
- Servicing Rights Premium (SRP) purchased is higher by \$130K



FY26 Projected MIF Net Income is \$830K Higher than the FY26 Budget

- MIF Production is at budget

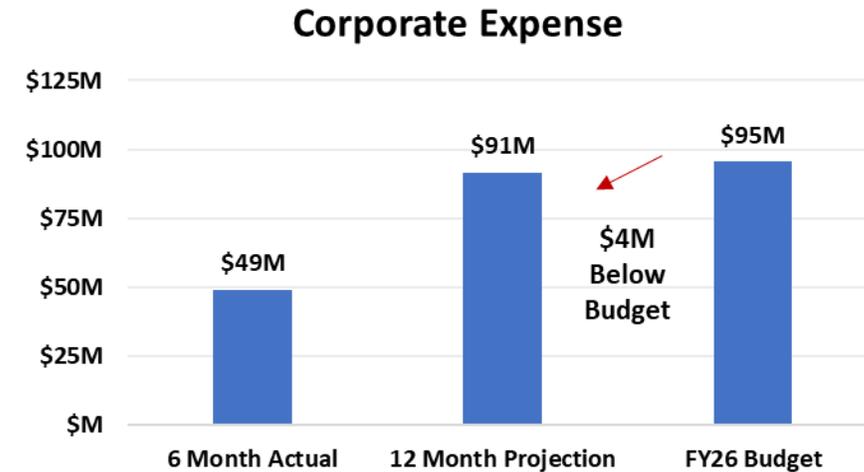
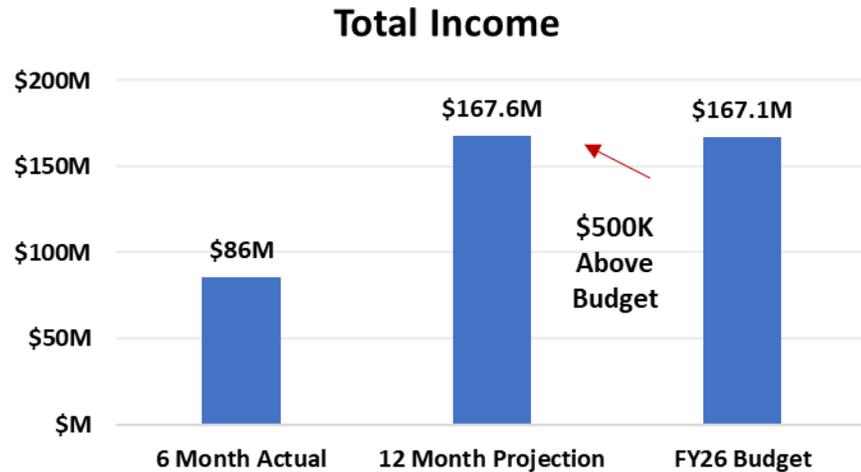
Income Drivers:

- Investment Income is higher by \$745K
- Paid Claims, net is lower by \$130K

Offset by

- Fee Income is lower by \$45K

FY26 Financial Overview – Excluding Grant Activity



Income Drivers (Projected):

- Corporate Income is higher by \$1.6M
- Multifamily Lending Income is higher by \$1.5M
- Multifamily Servicing Income is higher by \$1.3M
- MIF Income is higher by \$830K
- Mission Income is higher by \$350K
- Single-Family Lending Income is higher by \$145K

Offset by

- Multifamily Net Interest Spread is lower by \$4.6M
- Single-Family Net Interest Spread is lower by \$650K

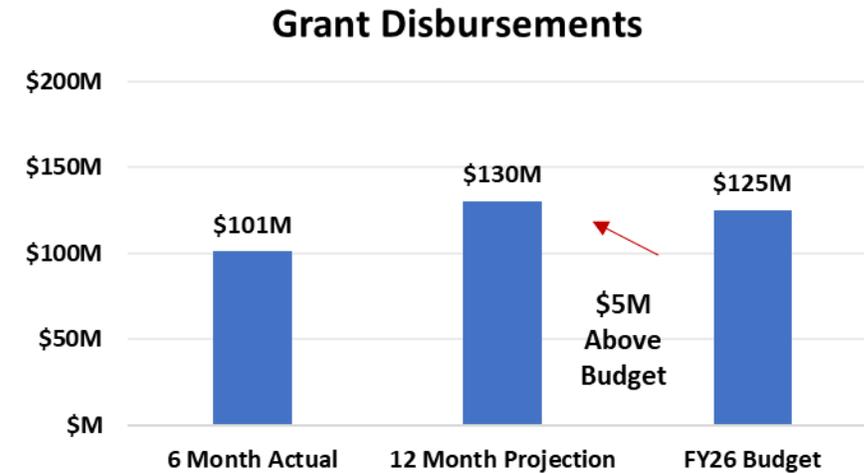
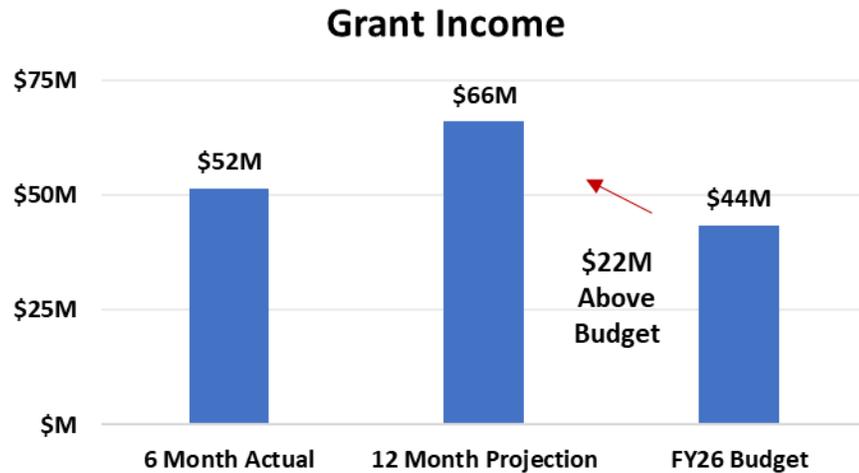
Expense Drivers (Projected):

- Mission Related Expenses from the Working Capital Fund are lower by \$2.5M
- IT Costs are lower by \$850K
- Payroll & Payroll Added Costs are lower by \$450K
- Operating Costs are lower by \$500K

Offset by

- Leasing Costs are higher by \$275K
- Professional Services Costs are higher by \$30K

FY26 Grant Income & Disbursements



- **Total Projected Grant Income is \$66M**
 - Commonwealth Builder Program - \$29M
 - Workforce Housing Program - \$13M
 - Neighborhood Stabilization Program - \$8M
 - Momentum Fund - \$8M
 - Other Grant Programs - \$8M

- **Total Projected Grant Disbursements are \$130M**
 - Commonwealth Builder Program - \$87M
 - Workforce Housing Program - \$15M
 - Neighborhood Stabilization Program - \$8M
 - Mass Community Climate Bank - \$7M
 - Other Grant Programs - \$13M

FY26 Projection vs. Budget Summary					
<i>(In Thousands)</i>					
Corporate Expenses	6 Month Actual	12 Month Projection	FY26 Budget	Projection vs. Budget	% of Change
Payroll and Related Personnel Expenses	\$ 35,903	\$ 62,254	\$ 62,696	\$ (442)	-0.7%
Professional Services	\$ 2,433	\$ 4,869	\$ 4,841	\$ 28	0.6%
Information Technology	\$ 4,517	\$ 10,768	\$ 11,621	\$ (854)	-7.3%
Leased Office Space, net	\$ 3,045	\$ 5,828	\$ 5,565	\$ 263	4.7%
Operating Costs	\$ 2,102	\$ 4,413	\$ 4,905	\$ (492)	-10.0%
SUBTOTAL	\$ 48,000	\$ 88,132	\$ 89,628	\$ (1,496)	-1.7%
Mission Related Expenses from the WCF	\$ 1,014	\$ 3,327	\$ 5,814	\$ (2,487)	-42.8%
TOTAL	\$ 49,014	\$ 91,459	\$ 95,442	\$ (3,983)	-4.2%

FY26 Net Income (Includes Grant Activity)

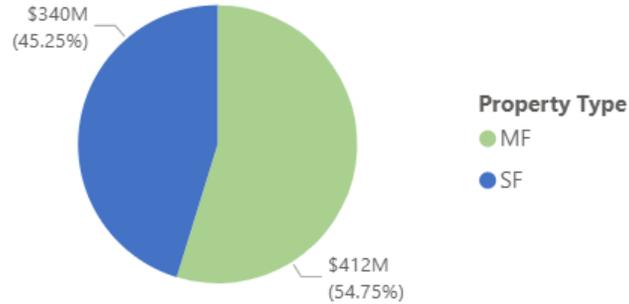
FY26 Projection vs. Budget Summary					
(In Thousands)					
	6 Month Actual	12 Month Projection	FY26 Budget	Projection vs. Budget	% of Change
MultiFamily Income	\$ 55,690	\$ 108,571	\$ 110,455	\$ (1,884)	-1.7%
Single-Family Income	\$ 10,639	\$ 24,742	\$ 25,177	\$ (435)	-1.7%
Mortgage Insurance Fund Income	\$ 4,563	\$ 8,191	\$ 7,364	\$ 826	11.2%
Mission Initiatives (Includes Grant Activity) - Net	\$ (42,097)	\$ (50,666)	\$ (68,591)	\$ 17,925	26.1%
Corporate Income	\$ 7,685	\$ 12,710	\$ 11,067	\$ 1,643	14.8%
Corporate Expenses	\$ (49,014)	\$ (91,459)	\$ (95,442)	\$ 3,983	-4.2%
NET INCOME	\$ (12,534)	\$ 12,089	\$ (9,970)	\$ 22,059	221.3%

FY26 Net Income (Excludes Grant Activity)

FY26 Projection vs. Budget Summary					
<i>(In Thousands)</i>					
	6 Month Actual	12 Month Projection	FY26 Budget	Projection vs. Budget	% of Change
MultiFamily Income	\$ 55,690	\$ 108,571	\$ 110,455	\$ (1,884)	-1.7%
Single-Family Income	\$ 10,639	\$ 24,742	\$ 25,177	\$ (435)	-1.7%
Mortgage Insurance Fund Income	\$ 4,563	\$ 8,191	\$ 7,364	\$ 826	11.2%
Mission Initiatives (Excludes Grant Activity) - Net	\$ 7,305	\$ 13,393	\$ 13,044	\$ 349	2.7%
Corporate Income	\$ 7,685	\$ 12,710	\$ 11,067	\$ 1,643	14.8%
Corporate Expenses	\$ (49,014)	\$ (91,459)	\$ (95,442)	\$ 3,983	-4.2%
NET INCOME	\$ 36,868	\$ 76,148	\$ 71,665	\$ 4,483	6.3%

-
- FY26 Bond Financing
 - Housing Data
 - Market Data
-

Issuance Amount by Property Type



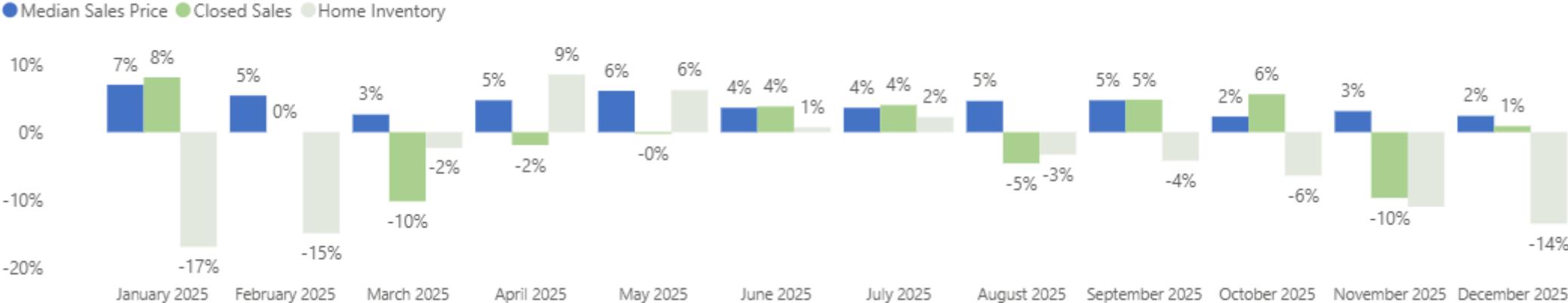
ESG Amount by Property Type



MF and SF Bond Financing Detail

Fiscal Year	Issue Date	Property Type	Bond Resolution	Series Designation	Financing Amount	Taxable/Tax-Exempt	ESG/Non-ESG
2026	9/4/2025	SF	Single Family Housing Revenue Bonds	Series 245	\$4,110,000	T/E	ESG
2026	9/4/2025	SF	Single Family Housing Revenue Bonds	Series 246	\$60,780,000	T/E	ESG
2026	9/4/2025	SF	Single Family Housing Revenue Bonds	Series 247	\$78,640,000	Taxable	ESG
2026	9/4/2025	SF	Single Family Housing Revenue Bonds	Series 248	\$50,000,000	Taxable (VR)	ESG
2026	9/11/2025	MF	Housing Bonds	2025 Series A	\$62,660,000	Taxable (VR)	Non-ESG
2026	9/11/2025	MF	Housing Bonds	2025 Series B	\$40,960,000	Taxable	Non-ESG
2026	12/10/2025	MF	Housing Bonds	2025 Series C-1	\$88,750,000	T/E	ESG
2026	12/10/2025	MF	Housing Bonds	2025 Series C-2	\$20,095,000	T/E	ESG
2026	12/10/2025	MF	Housing Bonds	2025 Series C-3	\$174,185,000	T/E	ESG
2026	12/10/2025	MF	Housing Bonds	2025 Series D	\$25,000,000	T/E	Non-ESG
2026	12/17/2025	SF	Single Family Housing Revenue Bonds	Series 249	\$62,385,000	T/E	ESG
2026	12/17/2025	SF	Single Family Housing Revenue Bonds	Series 250	\$34,305,000	Taxable	ESG
2026	12/17/2025	SF	Single Family Housing Revenue Bonds	Series 251	\$50,000,000	Taxable (VR)	ESG
Total					\$751,870,000		

MA Single-Family Market Data: YoY% Change Comparison

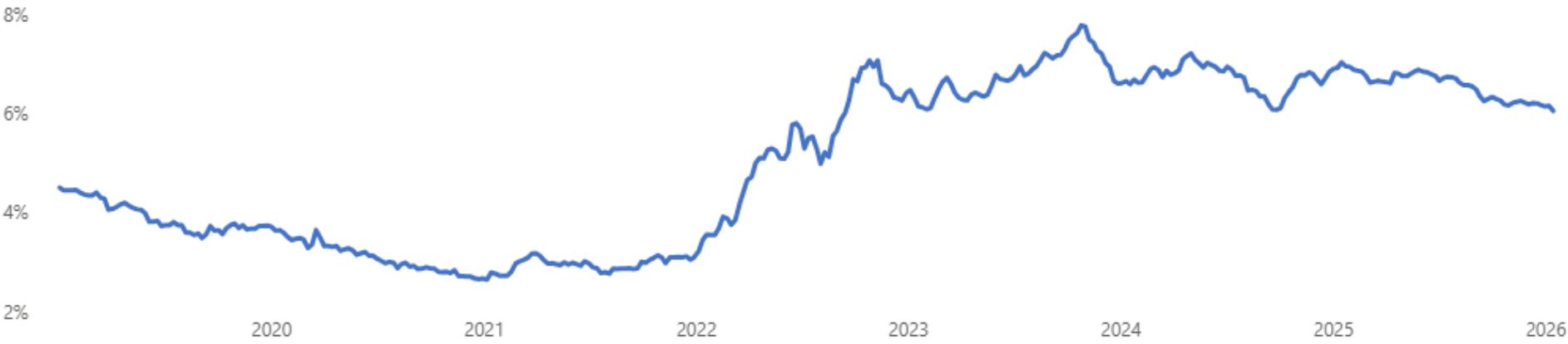


MA Single-Family Median Sales Price and 30YR Mortgage Rate

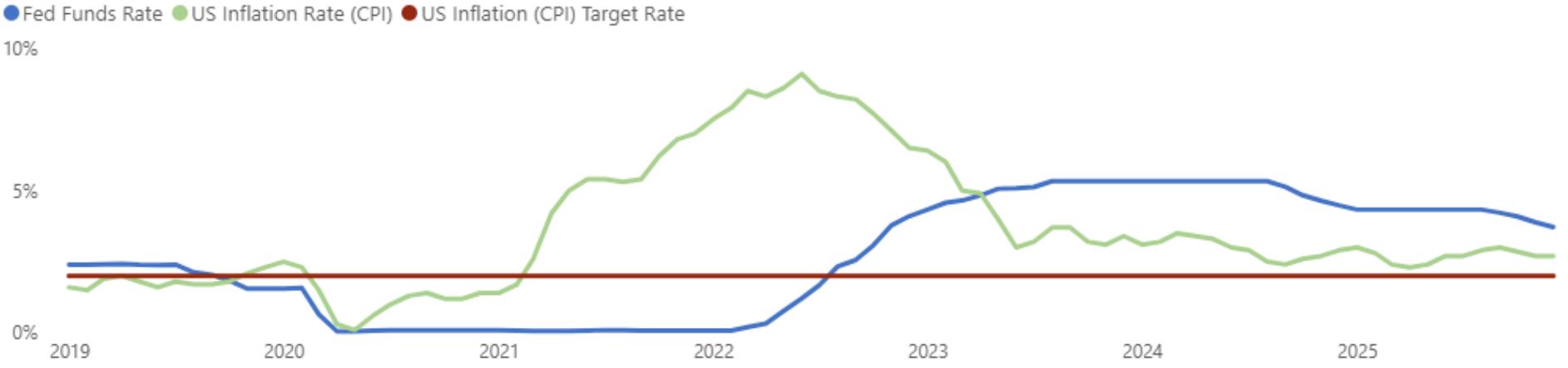
● 30YR Mortgage Rate ● MA Single Family Median Sales Price



US 30YR Mortgage Rate



Fed Funds Rate and US Inflation Rate (CPI)



MEMORANDUM

To: Agency Members

From: Rachel Madden

Re: Multifamily and Home Ownership Delegation Votes

Date: February 10, 2026

Attached are delegation votes of authority to issue (i) Multifamily bonds and/or notes to finance up to \$1.0 billion using a mix of fixed rate and/or hedged or unhedged variable rate debt; and (ii) Home Ownership bonds and/or notes to finance up to \$800 million using a mix of fixed rate and/or hedged or unhedged variable rate debt.

These delegation votes, along with the memorandum from MassHousing's Multifamily and Home Ownership Financial Advisor cfX Incorporated ("cfX"), will satisfy the requirements of the State Finance and Governance Board (SFGB) with respect to any potential derivative contracts associated with MassHousing financings.

The cfX memos are attached and provide detailed explanations of the potential financings through the end of calendar year 2026.

Please let me know if you have any questions.



**Finance Delegation Votes
Presentation to the
MassHousing Board of Directors**

February 10, 2026

- **\$1.0 billion delegation of authority to issue Multifamily Mortgage Revenue Bonds through calendar year 2026**
 - Ability to issue variable rate debt with associated hedges – 94% of Resolution debt is fixed rate providing ample capacity for more variable rate debt without stress on the Resolution
 - Financial Advisor memo recommending bond structures consistent with debt, swap and investment policies and with current bond ratings
 - **\$800 million delegation of authority to issue Single Family Mortgage Revenue Bonds through calendar year 2026**
 - Ability to issue variable rate debt with associated hedges – 88% of Resolution debt is fixed rate providing ample capacity for more variable rate debt without stress on Resolution
 - Ability to finance Down Payment Assistance program
 - Financial Advisor memo recommending bond structures consistent with debt, swap and investment policies and with current bond ratings
-

RENTAL DEVELOPMENT PARAMETERS RESOLUTION

WHEREAS, the Massachusetts Housing Finance Agency (“MassHousing”) has previously adopted various general bond and note resolutions (the “General Resolutions”) authorizing the issuance of bonds and/or notes for the purposes of financing or refinancing Rental Development Mortgage Loans and Construction Loans, refunding other obligations of MassHousing and establishing reserves therefor;

WHEREAS, in order to finance or refinance certain Rental Development Mortgage Loans and Construction Loans approved by MassHousing (the “Loans”) to be designated by an Authorized Officer, MassHousing desires to provide for the adoption of one or more series resolutions pursuant to the General Resolutions authorizing the issuance of one or more series of bonds and/or notes;

WHEREAS, in furtherance of the provision of mixed income residential facilities, workforce housing and other housing available to low and moderate income persons and families in the Commonwealth, MassHousing desires to provide for the adoption of one or more series resolutions pursuant to the General Resolutions, authorizing the issuance of one or more series of bonds and/or notes;

WHEREAS, MassHousing desires to adopt such resolutions and agreements as may be necessary to effectuate the foregoing purposes and to provide for the modification of such resolutions to the extent necessary; now, therefore, be it

RESOLVED, by the Members of MassHousing as follows:

Section 1. MassHousing hereby adopts one or more Series Resolutions (the “Series Resolutions”), authorizing the issuance of Bonds and/or Notes under one or more of MassHousing’s existing rental development programs with an aggregate principal amount not to exceed \$1,000,000,000 (the “Obligations”). The Series Resolutions shall be in substantially the form previously used by MassHousing, with such changes as shall be deemed necessary in accordance with Section 4 of this Resolution. The Obligations may be issued in one or more series or subseries. Any Obligations issued pursuant to this resolution shall be sold on or prior to December 31, 2026.

Section 2. The Series Resolutions shall provide that the Obligations to be issued thereunder and any related interest rate swap agreements or other hedge agreements, as authorized below, shall be secured by and payable from any and all Revenues in accordance with the General Resolutions. MassHousing’s obligations under the Obligations, any such swap or hedge agreements or any Related Agreement deemed necessary in accordance with Section 5 of this Resolution may also be secured as a general obligation of MassHousing.

Section 3. The Obligations shall be sold to one or more members of MassHousing’s approved underwriting team in accordance with the terms of one or more bond purchase agreements in substantially the forms previously used by MassHousing with respect to its rental development bond programs, with such changes, interest rates, redemption provisions and maturity schedules as shall be approved by an Authorized Officer, and the same are authorized to execute and deliver the bond purchase agreements. The Obligations (i) may be sold on a tax-exempt basis,

provided they do not bear interest at rates and are not sold at prices such that the yield on the Obligations exceeds the yield on 30-year Municipal Market Data index (“MMD”) by more than 300 basis points, (ii) may be sold on a taxable basis under federal tax law, provided they do not bear interest at rates and are not sold at prices such that the yield on the Obligations exceeds the yield on 10-year U.S. Treasury securities by more than 400 basis points and (iii) may bear interest at fixed rates or at one or more variable rates determined in accordance with the provisions of the applicable Series Resolution; provided that at no time shall the outstanding principal amount of Obligations bearing interest at variable rates exceed \$250,000,000. The Obligations may be sold at a purchase price which reflects an aggregate underwriting fee or discount of not more than 2% of the principal amount of the Obligations issued.

Section 4. The Chief Executive Officer, Chair, or Chief Financial and Administrative Officer are each hereby authorized, acting singly, (i) to take whatever action is necessary, not inconsistent with this vote, to carry out the issuance and sale of the Obligations including, without limitation, determining the amount of fixed rate and variable rate to be issued and the rates, terms and conditions thereof, including the series designations, the dates of issuance and sale, the maturities and interest payment dates, the redemption or tender dates, if any, and the establishment of funds and accounts under the applicable resolution, to account for the proceeds thereof and (ii) to approve and execute such changes, additions and revisions to the Series Resolutions, including Series Resolutions with respect to Bonds previously issued under the applicable General Resolution, and the documents and agreements referred to herein and therein as are necessary to effectuate the purposes thereof and the purposes set forth in this resolution.

Section 5. In connection with the issuance of any Obligations, MassHousing hereby approves (i) the delivery of one or more Preliminary Official Statements, in substantially the forms previously used by MassHousing, (ii) the execution by an Authorized Officer and delivery of one or more final Official Statements, with such additions, deletions or other changes from the corresponding Preliminary Official Statements as are deemed advisable by the Authorized Officer executing the same, and (iii) the delivery and, as applicable, execution by an Authorized Officer, of any supplements or amendments to such Preliminary Official Statements and/or Official Statements as are deemed advisable by the Authorized Officer delivering and, as applicable, executing the same.

Section 6. In connection with the issuance of any Obligations, MassHousing may enter into one or more remarketing agreements, standby bond purchase agreements, letter of credit and reimbursement agreements or other credit enhancement or liquidity agreements with respect to the Obligations (“Related Agreements”). The form of such Related Agreements shall be approved by an Authorized Officer, and the same are authorized to execute and deliver such agreements and to amend, extend and/or replace the same from time to time.

Section 7. In connection with any variable rate Obligations, MassHousing may enter into, and may thereafter amend, replace or terminate, one or more interest rate swap agreements, forward rate transactions, forward bond purchase transactions, cap transactions, floor transactions, collar transactions, rate lock transactions or other similar transactions to fix or otherwise limit the variability of the effective rate on the Obligations. The pricing and fixed rate under such agreements and transactions shall not exceed the yield on 30-year MMD by more than 300 basis points, if the related Obligations are tax-exempt, and the yield on 10-year U.S. Treasury

securities by more than 400 basis points, if the related Obligations are taxable. The form of such interest rate swap agreements and the rates, terms and conditions thereof shall be approved by an Authorized Officer, and the same are authorized to execute and deliver such agreements.

Section 8. MassHousing authorizes any Authorized Officer, to submit the proposed terms of any transaction authorized above to the State Finance and Governance Board as may be necessary for such board's review in accordance with Section 98 of Chapter 6 of the General Laws, as amended, and the regulations promulgated thereunder.

Section 9. As used in this Resolution, the term Authorized Officer shall mean MassHousing's Chair, Chief Executive Officer, Chief Financial and Administrative Officer, Chief Legal and Operating Officer, General Counsel, Comptroller, Senior Director of Capital Markets, Senior Director of Finance, and any officer or employee of MassHousing acting in such capacity, or any other Authorized Officer of MassHousing as defined in the General Resolutions.

Section 10. This resolution shall take effect immediately.

Submitted: February 10, 2026

601674849v.1

**A RESOLUTION OF THE MASSACHUSETTS HOUSING FINANCE AGENCY
ADOPTING SUPPLEMENTAL RESOLUTIONS AND/OR SUPPLEMENTAL
TRUST INDENTURES RELATED TO THE ISSUANCE AND SALE OF NOT
EXCEEDING \$800,000,000 AGGREGATE PRINCIPAL AMOUNT BONDS AND/OR
NOTES AND AUTHORIZING OFFICERS OF MASSHOUSING TO APPROVE
CHANGES THERETO AND AUTHORIZING THE NEGOTIATION AND
APPROVAL OF CERTAIN OTHER DOCUMENTS IN CONNECTION
THEREWITH**

WHEREAS, the Massachusetts Housing Finance Agency (“MassHousing”) previously (i) adopted its Single Family Housing Revenue Bond Resolution (as amended to date, the “Resolution”) and (ii) entered into a Trust Indenture relating to its Residential Mortgage Revenue Bonds (Mortgage-Backed Securities) (as amended to date, the “Trust Indenture”), each authorizing the issuance of bonds and/or notes for the purposes of financing or refinancing Whole Mortgage Loans, Home Improvement Loans, Cooperative Housing Loans or Mortgage-Backed Securities, refunding other obligations of MassHousing and establishing reserves therefor, as applicable, all in furtherance of MassHousing’s Home Ownership Program;

WHEREAS, in order to maintain the continuity of the Home Ownership Program, and in furtherance of the provision of owner-occupied, single-family housing to low and moderate income persons and families in the Commonwealth, MassHousing desires to provide for (i) the adoption of one or more supplemental resolutions pursuant to the Resolution and (ii) the execution of one or more supplemental trust indentures pursuant to the Trust Indenture, authorizing the issuance of one or more series of bonds and/or notes to finance or refinance certain Whole Mortgage Loans and Mortgage-Backed Securities, as applicable, approved by MassHousing (collectively, the “Loans”) to be designated by an Authorized Officer;

WHEREAS, MassHousing desires to adopt such resolutions and agreements as may be necessary to effectuate the foregoing purposes and to provide for the modification of such resolutions to the extent necessary; now, therefore, be it

RESOLVED, by the Members of MassHousing as follows:

Section 1. MassHousing hereby (i) adopts one or more Supplemental Resolutions (the “Supplemental Resolutions”), authorizing the issuance of Bonds and/or Notes under the Resolution, and (ii) approves the execution of one or more Supplemental Trust Indentures (the “Supplemental Trust Indentures”), authorizing the issuance of Bonds under the Trust Indenture, with an aggregate principal amount not to exceed \$800,000,000 (the “Obligations”). The Supplemental Resolutions and the Supplemental Trust Indentures shall be in substantially the forms previously used by MassHousing, with such changes as shall be deemed necessary in accordance with Section 3 of this resolution. The Obligations may be issued in one or more series and shall be secured by and payable from (i) in the case of Obligations issued under the Resolution, any and all Revenues in accordance with the Resolution and (ii) in the case of Obligations issued under the Trust Indenture, the security and collateral set forth in the applicable Supplemental Trust Indenture. Any Obligations issued pursuant to this resolution shall be delivered on or before December 31, 2026.

Section 2. MassHousing hereby adopts a Supplemental Resolution, which may be part of or separate from the Supplemental Resolutions authorized in Section 1 above, for the purpose of amending the Resolution to set forth therein the treatment of hedging transactions entered into with respect to Bonds and/or Notes issued under the Resolution.

Section 3. The Obligations shall be sold to one or more members of MassHousing's approved underwriting team in accordance with the terms of one or more bond purchase agreements in substantially the forms previously used by MassHousing with respect to its single family housing revenue bond programs, with such changes, interest rates, redemption provisions and maturity schedules as shall be approved by an Authorized Officer, and the same are authorized to execute and deliver the bond purchase agreements. The Obligations issued under the Resolution may be issued and sold as (i) one or more series of "Fixed Rate Bonds" or "Variable Rate Bonds" or "Compound Interest Bonds" or "Discount Bonds," (ii) one or more series of Notes or (iii) "Tender Bonds," as each such term is defined in the Resolution. The Obligations may be sold at a purchase price which reflects an aggregate underwriting fee or discount of not more than 2% of the principal amount of the Obligations issued.

Section 4. The Chief Executive Officer, Chairman, Vice President of Home Ownership Programs or Chief Financial and Administrative Officer are each hereby authorized, acting singly, to take whatever action is necessary to carry out the issuance and sale of the Obligations including, without limitation, determining the amount of fixed rate, variable rate, compound interest or discount bonds to be issued and the terms and conditions thereof, including the series designation(s) thereof, the date or dates of issuance and sale thereof, the maturity and interest payment dates thereof, the redemption or tender dates, if any, therefor and the establishment of funds and accounts under the Resolution or the Supplemental Trust Indenture, as applicable, to account for the proceeds thereof. The Chief Executive Officer, Chairman, Vice President of Home Ownership Programs or Chief Financial and Administrative Officer are further authorized, acting singly, to make such changes, additions and revisions to the Supplemental Resolutions, the Supplemental Trust Indentures and the documents and agreements referred to herein and therein, as are necessary to effectuate the purposes thereof and the purposes set forth in this resolution.

Section 5. In connection with the issuance of any Obligations, the distribution of one or more Preliminary Official Statements by an Authorized Officer is hereby approved. The Authorized Officers are each hereby authorized to permit the distribution of one or more final Official Statements, with such changes, omissions, insertions and revisions from the preliminary form thereof as they shall deem advisable and made pursuant to the bond purchase agreement authorized in Section 2 above, and to execute such final Official Statements.

Section 6. In connection with the issuance of any Obligations, MassHousing may enter into one or more remarketing agreements, standby bond purchase agreements, credit enhancement agreements or other liquidity agreements with respect to the Obligations ("Related Agreements"). The form of such Related Agreements shall be approved by an Authorized Officer, and the same are authorized to execute and deliver such agreements.

Section 7. In connection with the issuance of any Obligations, MassHousing may enter into one or more interest rate swap transactions, forward rate transactions, forward bond purchase transactions, cap transactions, floor transactions, collar transactions, rate lock transactions or other similar transactions (“Transactions”). The Authorized Officers are authorized to enter into such Transactions and to execute and deliver all agreements necessary or desirable therefor with one or more financial institutions selected by such Authorized Officers, and to pledge and apply such collateral held under the Resolution or the Supplemental Trust Indenture or otherwise held by MassHousing as shall be required by any such Transaction or any insurance therefor, subject to the pledge of any such collateral held under the Resolution or the Supplemental Trust Indenture, as applicable, for the benefit of the holders of all bonds and notes outstanding thereunder, in each case on such terms and conditions as such Authorized Officers shall determine to be in the best interest of MassHousing.

Section 8. The Authorized Officers are, and each of them is, authorized in their discretion to obtain a commitment from an Insurer (as such term is defined in the Resolution) selected by such Authorized Officers to insure all or any portion of the principal and interest payable on the Obligations issued under the Resolution on such terms and conditions as such Authorized Officers shall determine is in the best interests of MassHousing and approve (which terms and conditions shall be set forth in the applicable Supplemental Resolution). If MassHousing shall obtain an insurance policy from an Insurer to insure the Obligations issued under the Resolution, the Authorized Officers are further authorized to execute and deliver such agreements with the Insurer, or to include provisions in the Supplemental Resolutions, containing such terms, covenants and undertakings of MassHousing, as such Authorized Officers shall determine to be in the best interest of MassHousing.

Section 9. In the event the Obligations are not issued prior to the maturity date of all or any portion of any bonds (the “Prior Bonds”) to be refunded with proceeds thereof, the Authorized Officers are, and each of them is, authorized in their discretion to draw amounts under the Second Amended and Restated Revolving Loan Agreement dated November 9, 2017, by and between MassHousing and Bank of America, N.A., as previously amended and as it may be further amended from time to time, sufficient to pay the principal amount of such Prior Bonds and to apply such amounts to such payment on such maturity date, provided that the amount so drawn shall be repaid from the proceeds of the Obligations upon the issuance thereof as provided in the Supplemental Resolutions.

Section 10. MassHousing may make or finance, on an interim basis, certain Loans, which costs are reasonably expected to be paid or reimbursed with the proceeds of debt to be incurred by MassHousing in the maximum amount of \$800,000,000 and with respect to any such expenditures, this resolution is intended to satisfy the technical requirements of Treasury Regulations §1.150-2(d)(1).

Section 11. MassHousing authorizes any Authorized Officer to submit the proposed terms of any transaction authorized above to the State Finance and Governance Board as may be necessary for their review in accordance with Section 98 of Chapter 6 of the General Laws, as amended, and the regulations promulgated thereunder.

Section 12. As used in this resolution, the term Authorized Officer shall mean MassHousing’s Chairman, Vice Chairman, Treasurer, Secretary, Chief Executive Officer, Vice President of Home Ownership Programs, Chief Financial and Administrative Officer, Chief Legal and Operating Officer, General Counsel, Comptroller, Senior Director of Finance and Senior Director of Capital Markets, or any person serving in any of the foregoing positions in an “Interim” or “Acting” capacity at the direction of the Members of MassHousing, any Member of MassHousing, or any other Authorized Officer of MassHousing as defined in the Resolution or a Supplemental Trust Indenture.

Section 13. This resolution shall take effect immediately.

Submitted: February 10, 2026



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C F X I N C O R P O R A T E D

Memorandum

Date: February 10, 2026

To: **MassHousing**
Rachel Madden, Chief Financial & Administrative Officer
Paul Scola, Senior Director of Capital Markets

From: **cfX Incorporated**
Benjamin Madorsky, President
Jeremy Obaditch, Managing Director
Chuck Karimbakas, Managing Director
Alex Fields, Managing Director
Teresa Chan, Director
Seth Webb, Associate

Re: **Multifamily Program: Review of Variable Rate Debt and Interest Rate Swap Opportunities for Submission to State Finance and Governance Board**

A. Introduction

cfX has been engaged by the Massachusetts Housing Finance Agency (“MassHousing”) to identify and examine the benefits and risks associated with incorporating variable rate debt in furtherance of its Multifamily program. To date, MassHousing has almost exclusively used fixed rate debt to purchase Multifamily loans to be held in the Housing Bond Resolution (the “Resolution”). Today approximately 94% of the outstanding debt in the Resolution is fixed rate. The addition of new variable rate debt, in reasonable amounts, and in combination with interest rate swaps to reduce interest rate risk, will enable MassHousing to lower the future cost of debt. This will allow MassHousing to provide lower mortgage rates to its borrowers, maintain positive net income and balance sheet growth, and preserve the high ratings of “Aa2” and “AA+” assigned by Moody’s Investors Service Inc. (“Moody’s”) and S&P Global Ratings (“S&P”), respectively.

This memorandum reviews the various types of variable rate debt and interest rate swaps available to MassHousing and examines the potential benefits and risks associated with these instruments in the context of the Resolution. Each of the proposed debt structures, swaps, counterparties and other components of future transactions in the Resolution will conform with all MassHousing requirements including delegation votes, its Swap Policy, the Debt Management Policy and the Investment Policy (collectively, “MassHousing Policies”).



B. Types of Variable Rate Debt Instruments

Today's municipal bond market provides MassHousing with the opportunity to substitute a portion of the fixed rate debt that will be issued in the future with various types of variable rate debt instruments. Some of the more well-established variable rate debt instruments used in the municipal bond market today utilized by state housing agencies include Variable Rate Demand Bonds ("VRDBs") and Floating Rate Notes ("FRNs"). All variable rate debt instruments provide bond investors with an interest accrual rate that is reset on a specified frequency that can be daily, weekly, monthly or longer. Payment of the actual interest due on variable rate debt is traditionally semi-annual or monthly for housing issuers. Both VRDBs and FRNs are well established debt instruments in the municipal bond market and have been used by state Housing Finance Agencies ("HFAs") around the country to help finance the purchase of Multifamily and Single Family loans.

VRDBs differ from FRNs in several ways. VRDBs require a remarketing agent, typically an investment bank, to reset the interest accrual rate based on market feedback, at regular intervals. VRDBs also include a "put" or optional tender feature that allows investors to return their bonds to the issuer at a price of par if they no longer wish to own the bonds, at the time of each interest rate reset. At this point the remarketing agent is obligated to find new investors to purchase the bonds. Tender dates are typically the same as interest rate reset dates. To support the remarketing agent, all VRDBs must also include a Standby Bond Purchase Agreement, or other equivalent so-called "liquidity facility". This is provided by a financial institution who will purchase the bonds from the issuer if the remarketing agent is unable to find enough investors to purchase the tendered bonds at the time of the interest rate reset. The provider of the liquidity facility, or the counterparty, is an important aspect of VRDBs as investors will typically require an interest rate that is based in part on the name and credit quality of that counterparty. MassHousing VRDBs would be expected to be secured by liquidity facilities offered only by highly rated providers in compliance with MassHousing Policies.

VRDB remarketing agent agreements are specified for the life of the bonds, with a specified fee in the five to eight basis points per year range. Counterparty risk that the remarketing agent will be unable to fulfill its duties exists for all issuers of VRDBs. Replacement of a poorly performing or disabled remarketing agent occurs occasionally.

VRDB liquidity facility agreements are specified for terms ranging from one to seven years in today's market. Longer terms require higher annual fees, and most agreements priced in today's market are made in the three to five year range at rates of generally between 20 and 40 basis points per year. An issuer will be required to renegotiate the terms of the liquidity facility at the end of the term with the existing counterparty or solicit bids from other providers. During the debt crisis many low rated liquidity facilities were replaced before contract expiration by more highly rated counterparties. Issuers of VRDBs have both counterparty risk associated with the provider of the facility and renewal risk that the rate for the next specified term will be higher than the previous term.



FRNs, Floating Rate Notes, are variable rate debt instruments where the interest rate is based on a specified benchmark index, such as the tax-exempt SIFMA index (Securities Industry and Financial Markets Association Municipal Swap Index) or the taxable SOFR index (Secured Overnight Financing Rate), plus a spread for a specified initial term, typically three to seven years. At the end of the initial term, a mandatory tender occurs that requires all FRN investors to return their bonds to the issuer for cancellation. At the end of the initial term, the issuer may re-issue the bonds as FRNs using a similar or different index, spread or term and a new mandatory tender date. An issuer may also decide to retire the debt or convert the debt to VRDBs or fixed rate debt.

If the issuer is unable to execute the mandatory tender and pay the principal and interest due on the bonds, the variable interest rate escalates to a pre-set, high fixed rate, such as 9%, that incentivizes the issuer to find a solution to redeem the bonds quickly. This so called “Soft Put” feature of FRNs, which are typically designed to avoid an event of default under the Resolution even if the tender fails, is an attractive feature for issuers who have adequate liquid investments or cash to repay FRNs if market access is unavailable.

Tax-Exempt FRNs use 100% of the weekly SIFMA index or typically 67-70% of a taxable index, and taxable FRNs use 100% of a taxable index. Interest is reset on a pre-specified frequency that can be weekly, monthly or longer. A fixed spread, in basis points, is determined by the underwriter at the time of the initial sale that reflects the credit quality of the issuer and to compensate the investor for the lack of any short term “put” feature or liquidity facility that is available in a VRDB. The spread is added to the index rate to arrive at the total variable interest rate for any period. FRNs do not require a remarketing agent or a liquidity agreement, and spreads have sometimes been lower than the combined cost of the fees for remarketing and liquidity in the VRDB market, sometimes making FRNs an attractive substitute for VRDBs. However, recently FRN spreads have been significantly higher than the combined cost of VRDBs and most issuers have chosen VRDBs over FRNs. While issuers do not have counterparty risk with FRNs, they do have renewal risk – that at the time of the mandatory tender the market-based spread to the benchmark index, or the overall interest rates in the market, will be higher than the prior term. FRNs also require a full remarketing and re-issuance of the bonds as opposed to the potential extension of an existing SBPA agreement supporting a VRDO. FRN remarketing costs can be as much as 0.5% of the par amount of the bonds compared to SBPA extension legal costs that might be only one-tenth of FRN costs. Table 1 below summarizes several differences between VRDBs and FRNs.

Table 1. Summary of Variable Rate Debt Instruments

Type	Public or Private Placement	Remarketing Agent	Liquidity Facility	Rate Reset	Counterparty Risk	Renewal Risk
VRDB	Public	Yes	Yes	Remarketing	Yes	Yes
FRN	Both	No	No	Index	No	Yes



C. Types of Interest Rate Swaps

In conjunction with the sale of any form of variable rate debt, many issuers choose to enter into an interest rate swap with a selected counterparty. This allows an issuer to hedge all or a portion of their exposure to future rising short-term interest rates. A standard interest rate swap for an issuer of variable rate bonds is designed such that an issuer pays a fixed rate of interest in return for receiving a variable rate of interest. In simple terms, this allows an issuer to receive approximately the same variable rate of interest that it is paying on the VRDBs or FRNs so that the short-term interest paid and received cancel each other out. The issuer is left only with the payment of the fixed rate on the swap effectively converting variable rate debt to synthetic fixed rate debt. In practice it is almost impossible or too expensive to design a swap that will receive exactly the same interest rate that is paid on the VRDBs or FRNs. This mismatch is called basis risk which means that the basis for the short-term variable rate payments on the bonds will be somewhat different than the basis for the short-term variable rate receipts for the swap. One of the goals when designing swaps is to minimize the basis risk but some will likely be present over the life of the swap.

Most of the recent swaps used to hedge tax-exempt variable rate debt by state housing agencies are based either on the weekly SIFMA tax-exempt index or use 70% of the SOFR taxable index plus a 10 basis point spread. Some swaps have also been purchased by HFAs that are so-called hybrid swaps using both the tax-exempt and the taxable indices over the life of the swap. These hybrid swaps start with the SIFMA index and then convert to a percentage (typically 67-70%) of the SOFR index plus a spread. Use of the SIFMA index to hedge tax-exempt bonds minimizes basis risk as the issuer's tax-exempt VRDBs are expected to trade very close to SIFMA. Use of a percentage of the SOFR index to hedge tax-exempt bonds adds basis risk as the issuers tax-exempt bonds may not trade in tandem with the SOFR index. However, increased liquidity in the SOFR swap market versus the SIFMA swap market leads to SOFR based swap rates that are 50 to 75 basis points lower than SIFMA swaps.

Historically a ratio of 70% of SOFR plus 10 basis points has correlated reasonably well with SIFMA. Over the past several years, an increasing number of issuers have chosen to hedge their variable tax-exempt bonds with lower cost percentage-of-a SOFR index swaps. However, uncertainties related to investor behavior given uncertainties about individual marginal and corporate tax rates make it impossible to know how well this previous correlation will persist into the future. To the extent that SIFMA and tax-exempt variable rate bonds lose some of their tax advantage and the ratio of SIFMA to SOFR increases to potentially 80% or 90%, swaps receiving only 70% of SOFR plus 10 basis points will be short of the payment that will be due to the bondholder. This would require issuers to not only make the fixed payment on the swap but also to make up the shortfall from the reduced receipts on the swap to pay the variable rate bond holders. This is how basis risk could be manifest in variable rate transactions. This specific type of basis risk where an issuer is using a taxable swap to hedge a tax-exempt bond is often called tax risk.

If an issuer is looking to hedge taxable variable rate bonds, then accessing the SOFR index swap market can minimize basis risk as no tax risk will be apparent.



Interest rate swaps are negotiated with a counterparty and thus have embedded counterparty risk. If the provider of the swap is unable to perform its duties, the bond issuer may no longer receive the variable rate interest payments necessary to offset the variable rate payments due on the bonds. While counterparty bankruptcies are rare, they have occurred, especially during the 2008 financial crisis. Issuers may be exposed to potential renewal risk to replace a terminated swap, which may be in addition to the administrative burden and unexpected additional economic costs of the existing swap.

One of the most important features of a swap is an issuer's right or option to cancel a swap at par with no additional expense on or after a specified date. Today almost all housing bond issuers that enter into swaps that have a maturity date that is longer than 10 years purchase par cancellation options that are no later than the optional call date on the associated fixed rate bonds, typically eight to ten years. Many of the headlines from the 2008 financial crisis that related to swaps were the result of issuers purchasing long-dated swaps without realizing that they had no means of canceling the agreement at par if interest rates fell (although all swap agreements could have been terminated at a market cost these costs would have been prohibitive given the prevailing low interest rates used to mark the swap termination to market). Many of those issuers were forced to pay high above-market interest rates with no feasible ability to replace the swap at lower rates. While shorter cancellation options increase the rate paid by issuers on the swap, most housing agencies are purchasing swaps with cancellation options in the five to ten-year range. Purchasing these options also allows an issuer to hedge against basis, tax and counterparty risk by providing an exit on or after the optional cancellation option date.

The choice of how much of the variable rate bonds to hedge is another important decision for variable rate bond issuers. Many state housing agencies choose to hedge 75-80% of their long-dated variable rate bonds, as most agency balance sheets hold large amounts of short-term investments (in the form of money market investments) which act as a natural hedge against rising variable bond rates. If short-term interest rates rise, it would be expected that the rates on both the short-term investments and short-term unhedged variable rate bonds will also rise, mitigating interest rate risk. Many state housing agencies are also purchasing short-term swaps that are designed to amortize according to an expected loan prepayment schedule and thus mimic a traditional fixed rate PAC (Planned Amortization Class) bond with a specified average life, often four to six years. These swaps are often referred to as PAC swaps and have a maturity that is typically 15 years or less. In these cases, state housing agencies are likely to swap 100% of the variable rate bonds and then retain the option to create unhedged variable rate bonds during the term of the swap amortization table by calling variable rate bonds in amounts less than the periodic amortization of the swap. Depending on the amortization characteristics of the swap, state housing agencies can decide if the purchase of an additional par cancellation option is appropriate.

Overall, swaps are attractive to state housing agencies as they allow issuers to lower the cost of the highest rate 30-year bonds or fixed rate PAC bonds by as much as 1% when factoring in the swap pay rate, basis risk, fees for VRDBs or spreads to FRNs and par cancellation options. Saving 1% on the long-term bonds can save as much as 20 to 40 basis



points on an overall issue, allowing an issuer to offer lower mortgage rates or to generate increased earnings. Most of the state housing agencies with the lowest mortgage rates use a combination of fixed rate and variable rate bonds with swaps to finance their loan or Mortgage-Backed Securities purchases. Today HFAs are using both the SOFR and SIFMA markets to purchase swaps and are also retaining unhedged variable rate risk.

Table 2 below summarizes the risks that HFAs need to consider when evaluating the use of swaps.

Table 2. Summary of Risks Related to Interest Rate Swaps

Variable Bond Type	SIFMA Swap Tax Risk	SOFR Index Swap Tax Risk	Basis Risk	Counterparty Risk
Tax-Exempt	Minimal	High	Yes	Yes
Taxable	High	Minimal	Yes	Yes

D. Pro-Forma Alternative Debt Structures

cfX has designed and evaluated several alternative MassHousing Multifamily program debt structures that use a combination of fixed and variable rate debt to identify the costs and benefits of using variable rate debt for a portion of the financings contemplated for calendar year 2026. Historically, the 30-40 year term bonds are the portion of the structure that is financed using variable rate debt as those bonds have the highest rate and are the most difficult to sell in the marketplace.

The alternative debt structures have 25% of the year’s bond issuance composed of variable rate debt, either tax-exempt or taxable debt. In calendar year 2026, it is expected that each bond issue would consist of between 0% and 25% of variable rate bonds, with the balance consisting of traditional fixed rate debt.

Each of the alternative debt structures assume all of the variable rate bonds are hedged with SOFR-based swaps with an amortization that matches the Multifamily loans financed, typically a 40-year term with a 40-year amortization. MassHousing may choose to leave a portion of their variable rate bonds unhedged to provide bond redemption flexibility and can rely on short-term variable rate money market assets in the Resolution to provide a hedge against rising short-term interest rates. MassHousing may also choose to purchase a par termination call option or choose a swap with a different amortization. Each of those decisions would be evaluated during the design of the structure to ensure that the swap was consistent with the MassHousing Policies and all rating agency requirements necessary to maintain the current rating.

Each of the tax-exempt and taxable variable rate debt alternatives outperforms their 100% fixed rate counterparts across a range of reasonable interest rate and prepayment scenarios. Savings from the use of variable rate bonds range from 10 to 50 basis points depending on the percentage of variable rate debt and the type and duration of the swap.



E. Performance of Alternative Variable Rate Structures in the Resolution

cfX has evaluated selected alternative debt structures in the context of the overall Resolution to ensure that all the rating agency cash flow stress tests can be satisfied to ensure that any new debt that is issued will maintain the current high debt ratings from Moody's ("Aa2") and S&P ("AA+").

The most recent set of Resolution cash flows provided to the rating agencies project \$321 million of net assets on June 1, 2026, or a parity ratio of approximately 111%. The rating agencies generally expect that the Resolutions of large, sophisticated housing bond issuers that are using variable rate debt and swaps to finance their lending programs should have at least 110% of Resolution asset parity. The \$321 million of net assets means that the Resolution has approximately \$22 million of additional net assets in excess of this 110% threshold.

The most recent set of Resolution cash flows including the issuance of the 2025 Series C and 2025 Series D bonds provided to the rating agencies showed that the Resolution is composed of 94% fixed rate and 6% variable rate debt. In 2026, based on up to an additional \$1 billion new issuance, the addition of reasonable amounts of variable rate debt consisting of \$250 million in total or approximately 25% variable rate debt for each bond issue will increase the percentage of variable rate debt in the Resolution from 6% to up to approximately 11%. For example, Moody's criteria for Aa1 rated debt generally specifies a preferred range of no more than 10% to 25% of variable rate debt outstanding. Contemplated additional variable rate debt amounts for calendar year 2026 will result in ratios that are well within this range. Furthermore, MassHousing will retain sufficient capacity to add variable rate debt as part of combined fixed and variable rate debt structures in the coming years.

Many state housing agencies choose to hedge a majority but not all of their variable rate debt with swaps, leaving the balance of variable rate debt unhedged. Carrying unhedged variable rate debt has allowed housing agencies to lower their cost of funds, increasing income and providing lower mortgage rates to their borrowers.

As of June 1, 2026 there will be \$70 million of outstanding variable rate debt unhedged in the Resolution, which represents a relatively small 2.3% of all bonds outstanding. If MassHousing decides to hedge all of the up-to \$250 million of variable debt contemplated for calendar year 2026 transactions, then the amount of unhedged variable rate would decrease from 2.3% to 1.7% of all Resolution debt outstanding.

On average the Resolution carries \$100 million to \$150 million of funds in money market or other short term instruments, providing a significant natural hedge against rising short term interest rates. The rating agencies are comfortable with sophisticated, large parity issuers of housing bonds carrying unhedged variable rate debt based on these natural hedging resources with the expectation that short term interest rates on investments will tend to rise as the short term interest rates on unhedged variable rate bonds rise.



If MassHousing decides to hedge all of the up-to \$250 million of variable debt contemplated for calendar year 2026 transactions, then the amount of hedged variable rate would increase from \$123 million to \$373 million, increasing from 4.1% to 9.3% of all Resolution debt outstanding.

Each of the alternatives that we evaluated in the rating agency Resolution cash flow stress tests has passed all of the rating agency requirements, demonstrating sufficient net income and asset parity coverage to warrant an affirmation of the current Aa2 and AA+ ratings from Moody's and S&P, respectively. Given the substantial strength of the Resolution, MassHousing, if it so desires, will be able to repeat the contemplated program of fixed and variable rate Multifamily issues for multiple years with no adverse impact on the ratings.

F. Summary

cfX analyzed the sale of up to \$1 billion of additional debt for calendar year 2026 resulting in the addition of up-to \$250 million of new variable rate debt to fund the Multifamily program. Each of the proposed debt structures, swaps, counterparties and other components of future transactions in the Resolution will conform with all MassHousing requirements including delegation votes and the MassHousing Policies.

The combination of using fixed rate and variable rate debt to finance the Multifamily program, in combination with interest rate swaps to reduce interest rate risk, will enable MassHousing to lower the future cost of debt. Variable rate debt creates 10 to 50 basis points of additional spread versus fixed rate alternatives, under the expected interest rate scenarios. This will allow MassHousing to provide lower mortgage rates to its borrowers, maintain positive net income and grow the MassHousing balance sheet.

Cash flow stress tests using the adverse financial conditions required by the rating agencies were all successful. As of June 1, 2026, without additional variable rate debt only 6% of the Resolution debt will be variable, and the maximum additions contemplated here would keep the variable rate debt well within the levels preferred by the rating agencies. The high ratings of "Aa2" and "AA+" assigned by Moody's and S&P would be expected to be affirmed under any of the recommended financing scenarios.

G. cfX Incorporated

cfX is a Municipal Advisor to 20 different state housing agencies nationwide including some of the largest and the most complex housing finance issuers in the country. cfX specializes in the structuring of housing bonds to finance affordable housing and the management of complex Single Family and Multifamily parity bond portfolios. cfX has been engaged by MassHousing since 2004 and is a registered municipal advisor with the U.S. Securities and Exchange Commission and the Municipal Securities Rulemaking Board.



C F X I N C O R P O R A T E D

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Memorandum

Date: February 10, 2026

To: **MassHousing**
Rachel Madden, Chief Financial & Administrative Officer
Paul Scola, Senior Director of Capital Markets

From: **cfX Incorporated**
Benjamin Madorsky, President
Jeremy Obaditch, Managing Director
Chuck Karimbakas, Managing Director
Alex Fields, Managing Director
Teresa Chan, Director
Seth Webb, Associate

Re: **Single Family Program: Review of Variable Rate Debt and Interest Rate Swap Opportunities for Submission to State Finance and Governance Board**

A. Introduction

cfX has been engaged by the Massachusetts Housing Finance Agency (“MassHousing”) to identify and examine the benefits and risks associated with incorporating variable rate debt in furtherance of its Single Family program. To date, MassHousing has utilized fixed rate debt to finance the majority of Single Family loans held in the Single Family Housing Revenue Bond Resolution (the “Resolution”). Today approximately 88% of the outstanding debt in the Resolution is fixed rate. The addition of new variable rate debt, in reasonable amounts, and in combination with interest rate swaps to reduce interest rate risk, will enable MassHousing to lower the future cost of debt. This will allow MassHousing to provide lower mortgage rates to its borrowers, help fund the down payment assistance program, maintain positive net income and balance sheet growth, and preserve the high ratings of “Aa1” and “AA+” assigned by Moody’s Investors Service Inc. (“Moody’s”) and S&P Global Ratings (“S&P”), respectively.

This memorandum reviews the various types of variable rate debt and interest rate swaps available to MassHousing and examines the potential benefits and risks associated with these instruments in the context of the Resolution. Each of the proposed debt structures, swaps, counterparties and other components of future transactions in the Resolution will conform with all MassHousing requirements including delegation votes, its Swap Policy, the Debt Management Policy and the Investment Policy (collectively, “MassHousing Policies”).



B. Types of Variable Rate Debt Instruments

Today's municipal bond market provides MassHousing with the opportunity to substitute a portion of the fixed rate debt that will be issued in the future with various types of variable rate debt instruments. Some of the more well established variable rate debt instruments used in the municipal bond market today utilized by state housing agencies include Variable Rate Demand Bonds ("VRDBs") and Floating Rate Notes ("FRNs"). All variable rate debt instruments provide bond investors with an interest accrual rate that is reset on a specified frequency that can be daily, weekly, monthly or longer. Payment of the actual interest due on variable rate debt is traditionally semi-annual or monthly for housing issuers. Both VRDBs and FRNs are well established debt instruments in the municipal bond market and have been used by state Housing Finance Agencies ("HFAs") around the country to help finance the purchase of Single Family and Multifamily loans.

VRDBs differ from FRNs in several ways. VRDBs require a remarketing agent, typically an investment bank, to reset the interest accrual rate based on market feedback, at regular intervals. VRDBs also include a "put" or optional tender feature that allows investors to return their bonds to the issuer at a price of par if they no longer wish to own the bonds, at the time of each interest rate reset. At this point the remarketing agent is obligated to find new investors to purchase the bonds. Tender dates are typically the same as interest rate reset dates. To support the remarketing agent, all VRDBs must also include a Standby Bond Purchase Agreement, or other equivalent so-called "liquidity facility". This is provided by a financial institution who will purchase the bonds from the issuer if the remarketing agent is unable to find enough investors to purchase the tendered bonds at the time of the interest rate reset. The provider of the liquidity facility, or the counterparty, is an important aspect of VRDBs as investors will typically require an interest rate that is based in part on the name and credit quality of that counterparty. MassHousing VRDBs would be expected to be secured by liquidity facilities offered only by highly rated providers in compliance with MassHousing Policies.

VRDB remarketing agent agreements are specified for the life of the bonds, with a specified fee in the five to eight basis points per year range. Counterparty risk that the remarketing agent will be unable to fulfill its duties exists for all issuers of VRDBs. Replacement of a poorly performing or disabled remarketing agent occurs occasionally.

VRDB liquidity facility agreements are specified for terms ranging from one to seven years in today's market. Longer terms require higher annual fees, and most agreements priced in today's market are made in the three to five year range at rates of generally between 20 and 40 basis points per year. An issuer will be required to renegotiate the terms of the liquidity facility at the end of the term with the existing counterparty or solicit bids from other providers. During the debt crisis, many low rated liquidity facilities were replaced before contract expiration by more highly rated counterparties. Issuers of VRDBs have both counterparty risk associated with the provider of the facility and renewal risk that the rate for the next specified term will be higher than the previous term.



FRNs, Floating Rate Notes, are variable rate debt instruments where the interest rate is based on a specified benchmark index, such as the tax-exempt SIFMA index (Securities Industry and Financial Markets Association Municipal Swap Index) or the taxable SOFR index (Secured Overnight Financing Rate), plus a spread for a specified initial term, typically three to seven years. At the end of the initial term, a mandatory tender occurs that requires all FRN investors to return their bonds to the issuer for cancellation. At the end of the initial term, the issuer may re-issue the bonds as FRNs using a similar or different index, spread or term and a new mandatory tender date. An issuer may also decide to retire the debt or convert the debt to VRDBs or fixed rate debt.

If the issuer is unable to execute the mandatory tender and pay the principal and interest due on the bonds, the variable interest rate escalates to a pre-set, high fixed rate, such as 9%, that incentivizes the issuer to find a solution to redeem the bonds quickly. This so called “Soft Put” feature of FRNs, which are typically designed to avoid an event of default under the Resolution even if the tender fails, is an attractive feature for issuers who have adequate liquid investments or cash to repay FRNs if market access is unavailable.

Tax-Exempt FRNs use 100% of the weekly SIFMA index or typically 67-70% of a taxable index, and taxable FRNs use 100% of a taxable index. Interest is reset on a pre-specified frequency that can be weekly, monthly or longer. A fixed spread, in basis points, is determined by the underwriter at the time of the initial sale that reflects the credit quality of the issuer and to compensate the investor for the lack of any short term “put” feature or liquidity facility that is available in a VRDB. The spread is added to the index rate to arrive at the total variable interest rate for any period. FRNs do not require a remarketing agent or a liquidity agreement, and spreads have sometimes been lower than the combined cost of the fees for remarketing and liquidity in the VRDB market, sometimes making FRNs an attractive substitute for VRDBs. However, recently FRN spreads have been significantly higher than the combined cost of VRDBs and most issuers have chosen VRDBs over FRNs. While issuers do not have counterparty risk with FRNs, they do have renewal risk – that at the time of the mandatory tender the market-based spread to the benchmark index, or the overall interest rates in the market, will be higher than the prior term. FRNs also require a full remarketing and re-issuance of the bonds as opposed to the potential extension of an existing SBPA agreement supporting a VRDO. FRN remarketing costs can be as much as 0.5% of the par amount of the bonds compared to SBPA extension legal costs that might be only one-tenth of FRN costs. Table 1 below summarizes several differences between VRDBs and FRNs.

Table 1. Summary of Variable Rate Debt Instruments

Type	Public or Private Placement	Remarketing Agent	Liquidity Facility	Rate Reset	Counterparty Risk	Renewal Risk
VRDB	Public	Yes	Yes	Remarketing	Yes	Yes
FRN	Both	No	No	Index	No	Yes



C. Types of Interest Rate Swaps

In conjunction with the sale of any form of variable rate debt, many issuers choose to enter into an interest rate swap with a selected counterparty. This allows an issuer to hedge all or a portion of their exposure to future rising short-term interest rates. A standard interest rate swap for an issuer of variable rate bonds is designed such that an issuer pays a fixed rate of interest in return for receiving a variable rate of interest. In simple terms, this allows an issuer to receive approximately the same variable rate of interest that it is paying on the VRDBs or FRNs so that the short term interest paid and received cancel each other out. The issuer is left only with the payment of the fixed rate on the swap effectively converting variable rate debt to synthetic fixed rate debt. In practice it is almost impossible or too expensive to design a swap that will receive exactly the same interest rate that is paid on the VRDBs or FRNs. This mismatch is called basis risk which means that the basis for the short-term variable rate payments on the bonds will be somewhat different than the basis for the short-term variable rate receipts for the swap. One of the goals when designing swaps is to minimize the basis risk but some will likely be present over the life of the swap.

Most of the recent swaps used to hedge tax-exempt variable rate debt by state housing agencies are based either on the weekly SIFMA tax-exempt index or use 70% of the SOFR taxable index plus a 10 basis point spread. Some swaps have also been purchased by HFAs that are so-called hybrid swaps using both the tax-exempt and the taxable indices over the life of the swap. These hybrid swaps start with the SIFMA index and then convert to a percentage (typically 67-70%) of the SOFR index plus a spread. Use of the SIFMA index to hedge tax-exempt bonds minimizes basis risk as the issuer's tax-exempt VRDBs are expected to trade very close to SIFMA. Use of a percentage of the SOFR index to hedge tax-exempt bonds adds basis risk as the issuers tax-exempt bonds may not trade in tandem with the SOFR index. However, increased liquidity in the SOFR swap market versus the SIFMA swap market leads to SOFR based swap rates that are 50 to 75 basis points lower than SIFMA swaps.

Historically a ratio of 70% of SOFR plus 10 basis points has correlated reasonably well with SIFMA. Over the past several years, an increasing number of issuers have chosen to hedge their variable tax-exempt bonds with lower cost percentage-of-a SOFR index swaps. However, uncertainties related to investor behavior given uncertainties about individual marginal and corporate tax rates make it impossible to know how well this previous correlation will persist into the future. To the extent that SIFMA and tax-exempt variable rate bonds lose some of their tax advantage and the ratio of SIFMA to SOFR increases to potentially 80% or 90%, swaps receiving only 70% of SOFR plus 10 basis points will be short of the payment that will be due to the bondholder. This would require issuers to not only make the fixed payment on the swap but also to make up the shortfall from the reduced receipts on the swap to pay the variable rate bond holders. This is how basis risk could be manifest in variable rate transactions. This specific type of basis risk where an issuer is using a taxable swap to hedge a tax-exempt bond is often called tax risk.

If an issuer is looking to hedge taxable variable rate bonds, then accessing the SOFR index swap market can minimize basis risk as no tax risk will be apparent.



Interest rate swaps are negotiated with a counterparty and thus have embedded counterparty risk. If the provider of the swap is unable to perform its duties, the bond issuer may no longer receive the variable rate interest payments necessary to offset the variable rate payments due on the bonds. While counterparty bankruptcies are rare, they have occurred, especially during the 2008 financial crisis. Issuers may be exposed to potential renewal risk to replace a terminated swap, which may be in addition to the administrative burden and unexpected additional economic costs of the existing swap.

One of the most important features of a swap is an issuer's right or option to cancel a swap at par with no additional expense on or after a specified date. Today almost all housing bond issuers that enter into swaps that have a maturity date that is longer than 10 years purchase par cancellation options that are no later than the optional call date on the associated fixed rate bonds, typically eight to ten years. Many of the headlines from the 2008 financial crisis that related to swaps were the result of issuers purchasing long-dated swaps without realizing that they had no means of canceling the agreement at par if interest rates fell (although all swap agreements could have been terminated at a market cost these costs would have been prohibitive given the prevailing low interest rates used to mark the swap termination to market). Many of those issuers were forced to pay high above-market interest rates with no feasible ability to replace the swap at lower rates. While shorter cancellation options increase the rate paid by issuers on the swap, most housing agencies are purchasing swaps with cancellation options in the five to ten-year range. Purchasing these options also allows an issuer to hedge against basis, tax and counterparty risk by providing an exit on or after the optional cancellation option date.

The choice of how much of the variable rate bonds to hedge is another important decision for variable rate bond issuers. Many state housing agencies choose to hedge 75-80% of their long-dated variable rate bonds, as most agency balance sheets hold large amounts of short-term investments (in the form of money market investments) which act as a natural hedge against rising variable bond rates. If short term interest rates rise, it would be expected that the rates on both the short-term investments and short-term unhedged variable rate bonds will also rise, mitigating interest rate risk. Many state housing agencies are also purchasing short-term swaps that are designed to amortize according to an expected loan prepayment schedule and thus mimic a traditional fixed rate PAC (Planned Amortization Class) bond with a specified average life, often four to six years. These swaps are often referred to as PAC swaps and have a maturity that is typically fifteen years or less. In these cases, state housing agencies are likely to swap 100% of the variable rate bonds and then retain the option to create unhedged variable rate bonds during the term of the swap amortization table by calling variable rate bonds in amounts less than the periodic amortization of the swap. Depending on the amortization characteristics of the swap, state housing agencies can decide if the purchase of an additional par cancellation option is appropriate.

Overall, swaps are attractive to state housing agencies as they allow issuers to lower the cost of the highest rate 30-year bonds or fixed rate PAC bonds by as much as 1% when factoring in the swap pay rate, basis risk, fees for VRDBs or spreads to FRNs and par cancellation options. Saving 1% on the long-term bonds can save as much as 20 to 40 basis



points on an overall issue, allowing an issuer to offer lower mortgage rates or to generate increased earnings. Most of the state housing agencies with the lowest mortgage rates use a combination of fixed rate and variable rate bonds with swaps to finance their loan or Mortgage-Backed Securities purchases. Today HFAs are using both the SOFR and SIFMA markets to purchase swaps and are also retaining unhedged variable rate risk.

Table 2 below summarizes the risks that HFAs need to consider when evaluating the use of swaps.

Table 2. Summary of Risks Related to Interest Rate Swaps

Variable Bond Type	SIFMA Swap Tax Risk	SOFR Index Swap Tax Risk	Basis Risk	Counterparty Risk
Tax-Exempt	Minimal	High	Yes	Yes
Taxable	High	Minimal	Yes	Yes

D. Pro-Forma Alternative Debt Structures

cfX has designed and evaluated several alternative MassHousing Single Family program debt structures that use a combination of fixed and variable rate debt to identify the costs and benefits of using variable rate debt for a portion of the financings contemplated for calendar year 2026. To use conservative assumptions, these alternatives assume that 65% of the bonds issued in the balance of calendar year 2026 will be issued as taxable bonds.

The alternative debt structures have 25% of the year’s bond issuance composed of variable rate debt, either tax-exempt or taxable debt. In calendar year 2026, it is expected that each bond issue would consist of approximately 25% of variable rate bonds with the balance consisting of traditional fixed rate debt.

Each of the alternative debt structures assume all of the variable rate bonds are hedged with SOFR-based swaps with an amortization that matches a six-year average life PAC bond with a maturity of approximately 15 years with a par cancellation option that matches the expected optional call date on the fixed rate bonds. MassHousing may choose to leave a portion of their variable rate bonds unhedged to provide bond redemption flexibility and can rely on short-term variable rate money market assets in the Resolution to provide a hedge against rising short-term interest rates. MassHousing may also choose to purchase a par termination call option or choose a swap with a different amortization. Each of those decisions would be evaluated during the design of the structure to ensure that the swap was consistent with the MassHousing Policies and all rating agency requirements necessary to maintain the current rating.

Each of the tax-exempt and taxable variable rate debt alternatives outperforms their 100% fixed rate counterparts across a range of reasonable interest rate and prepayment scenarios. Savings from the use of variable rate bonds range from 10 to 50 basis points depending on the percentage of variable rate debt and the type and duration of the swap.



E. Performance of Alternative Variable Rate Structures in the Resolution

cfX has evaluated selected alternative debt structures in the context of the overall Resolution to ensure that all the rating agency cash flow stress tests can be satisfied to ensure that any new debt that is issued will maintain the current high debt ratings from Moody's ("Aa1") and S&P ("AA+").

The most recent set of Resolution cash flows provided to the rating agencies project \$258 million of net assets on June 1, 2026, or a parity ratio of approximately 112%. The rating agencies generally expect that the Resolutions of large, sophisticated housing bond issuers that are using variable rate debt and swaps to finance their lending programs should have at least 110% of Resolution asset parity. The \$258 million of net assets means that the Resolution has approximately \$40 million of additional net assets in excess of this 110% threshold.

The most recent set of Resolution cash flows including the issuance of the Series 249, 250 and 251 bonds provided to the rating agencies showed that the Resolution is composed of 88% fixed rate and 12% variable rate debt. In the balance of calendar year 2026 based on up to an additional \$800 million new issuance, the addition of reasonable amounts of variable rate debt consisting of approximately 25% variable rate debt for each bond issue will increase the percentage of variable rate debt in the Resolution from 12% to up to approximately 16%. For example, Moody's criteria for Aa1 rated debt generally specifies a preferred range of no more than 10% to 25% of variable rate debt outstanding. Contemplated additional variable rate debt amounts for calendar year 2026 will result in ratios that are well within this range. Furthermore, MassHousing will retain sufficient capacity to add variable rate debt as part of combined fixed and variable rate debt structures in the coming years.

Many state housing agencies choose to hedge a majority but not all of their variable rate debt with swaps, leaving the balance of variable rate debt unhedged. Carrying unhedged variable rate debt has allowed housing agencies to lower their cost of funds, increasing income and providing lower mortgage rates to their borrowers.

After the issuance of the Series 249, 250 and 251 bonds, \$36 million of outstanding variable rate debt is unhedged in the Resolution, representing a relatively small 1.7% of all bonds outstanding. If MassHousing decides to hedge up-to all of the \$200 million of variable debt contemplated for the remainder of calendar year 2026 transactions, then the amount of unhedged variable rate would decrease from 1.7% to about 1.2% of all Resolution debt outstanding.

On average the Resolution carries \$100 million to \$150 million of funds in money market or other short term instruments, providing a significant natural hedge against rising short term interest rates. The rating agencies are comfortable with sophisticated, large parity issuers of housing bonds carrying unhedged variable rate debt based on these natural hedging resources with the expectation that short term interest rates on investments will tend to rise as the short term interest rates on unhedged variable rate bonds rise.



If MassHousing decides to hedge all of the up-to \$200 million of variable debt contemplated for the remainder of calendar year 2026 transactions, then the amount of hedged variable rate debt would increase from \$237 million to \$437 million, increasing from 11% to approximately 15% of all Resolution debt outstanding.

Each of the alternatives that we evaluated in the rating agency Resolution cash flow stress tests has passed all of the rating agency requirements, demonstrating sufficient net income and asset parity coverage to warrant an affirmation of the current Aa1 and AA+ ratings from Moody's and S&P, respectively. Given the substantial strength of the Resolution, MassHousing, if it so desires, will be able to repeat the contemplated program of fixed and variable rate Single Family issues for multiple years with no adverse impact on the ratings.

F. Summary

cfX analyzed the sale of up to \$800 million of additional debt for 2026 resulting in the addition of up to between \$200 million of new variable rate debt to fund the Single Family program. Each of the proposed debt structures, swaps, counterparties and other components of future transactions in the Resolution will conform with all MassHousing requirements including delegation votes and the MassHousing Policies.

The combination of using fixed rate and variable rate debt to finance the Single Family program, in combination with interest rate swaps to reduce interest rate risk, will enable MassHousing to lower the future cost of debt. Variable rate debt creates 10 to 50 basis points of additional spread versus fixed rate alternatives, under the expected interest rate scenarios. This will allow MassHousing to provide lower mortgage rates to its borrowers, maintain positive net income and grow the MassHousing balance sheet.

Cash flow stress tests using the adverse financial conditions required by the rating agencies were all successful. As of June 1, 2026, without additional variable rate debt only 12% of the Resolution debt will be variable and the maximum additions contemplated here would keep the variable rate debt well within the levels preferred by the rating agencies. The high ratings of "Aa1" and "AA+" assigned by Moody's and S&P would be expected to be affirmed under any of the recommended financing scenarios.

G. cfX Incorporated

cfX is a Municipal Advisor to 20 different state housing agencies nationwide including some of the largest and the most complex housing finance issuers in the country. cfX specializes in the structuring of housing bonds to finance affordable housing and the management of complex Single Family and Multifamily parity bond portfolios. cfX has been engaged by MassHousing since 2004 and is a registered municipal advisor with the U.S. Securities and Exchange Commission and the Municipal Securities Rulemaking Board.

TO: CCRI Board of Directors

FROM: Nichole Mikshenas

DATE: February 10, 2026

RE: Votes committing CCRI funds to Gilly's House, Inc. and Troubled Waters Inc. d/b/a The Bridge Club of Lowell

MassHousing staff recommend two applications for consideration by the CCRI Board of Directors:

Gilly's House Inc.

Requests funding for acquisition of a property to create 10 units of affordable sober housing for men.

Recommendation: \$150,000

Commitment expires September 30, 2027

Troubled Waters Inc. d/b/a The Bridge Club of Lowell

Requests funding for acquisition of a property to create 29 units of affordable sober housing for veterans.

Recommendation: \$150,000

Commitment expires September 30, 2027

Therefore, staff propose the following votes to effectuate these funding decisions:

VOTED: That the Center for Community Recovery Innovations, Inc. ("CCRI"), an affiliate of the Massachusetts Housing Finance Agency (the "Agency"), approve a grant in the amount of \$150,000.00 to Gilly's House Inc., Wrentham, for the purposes described in the application, subject to the contingencies and requirements set forth in this recommendation.

FURTHER

VOTED: That CCRI approve a grant in the amount of \$150,000.00 to Troubled Waters Inc. d/b/a The Bridge Club of Lowell, Lowell, for the purposes described in the application, subject to the contingencies and requirements set forth in this recommendation.



THE CENTER FOR COMMUNITY RECOVERY INNOVATIONS, INC.

Recommendations and Vote: FY26

Presented to the CCRI Board of Directors
February 10, 2026

2 Applications for a Vote

• Gilly's House, Wrentham	\$150,000
• The Bridge Club of Lowell, Lowell	\$150,000
Total:	\$300,000



CCRI

Gilly's House Inc.

Request: \$150,000

City/Town: Bellingham

Units Created: 10

Population: Men

Past Awards:



Gilly's House: 3 awards totaling \$128,562. (1 Covid 19 Relief grant)



CCRI

The Bridge Club of Lowell

Request: \$150,000

City/Town: Lowell

Units Created: 29

Population: Veterans

Past Awards: None



All FY26 Applications

December Votes

• Lowell House, Inc., Lowell	\$100,000
• Steppingstone, Inc., Fall River	\$76,155
• Victory Programs, Inc., Boston	\$200,000
• GAAHMA, Inc., Gardner	\$100,000
• Casa Esperanza, Inc., Boston	\$100,000
• Link House Inc, Amesbury	\$62,933

Voted Today

• Gilly's House, Wrentham	\$150,000
• The Bridge Club of Lowell, Lowell	\$150,000

Total: **\$939,088**



CCRI

Loan Commitment Proposal | February 10, 2026

Woods at Wareham

1. General Project Information	
Project Name	Woods at Wareham
Project ID	70-120
Associated Projects	N/A
Address(es)	48 Swifts Beach Road, Wareham, MA 02571
Sponsor	HK Management LLC
Transaction Type	Preservation
Funding Type	Current (Permanent Only)
Execution Type	Taxable MAP JV 223(f)
Credit Enhancement	HUD-Insured with 1% credit risk
Approval Type	Board
Current MH Risk Rating	Financial: A Physical Condition: A Compliance: A
Post-Closing/Post-Rehab MH Risk Rating	Financial: A Physical Condition: A Compliance: A
Total Rental Units	100
Affordability Mix	97 Affordable 3 Unrestricted

2. Recommended Actions

- Approval to accept assignment of a HUD-issued Firm Commitment for FHA insurance
- Commitment of a first mortgage loan (the “New Loan”)
- Approval to finance the New Loan through the issuance of a Ginnie Mae MBS

Woods at Wareham (the “Development”) consists of 100 units in sixteen buildings in Wareham. The proposed loan will provide funds to repay existing MassHousing debt, complete repairs, capitalize replacement reserves, pay transaction costs and provide equity to the owner.

3. MassHousing Financing

First Loan	
Type	Permanent
Loan Amount	\$23,865,000
Interest Rate	5.50% projected
Loan Term/Amortization	35 y / 35 y
Year 1 DSCR	1.11 projected (1.11 minimum)
LTV	71% projected (80% maximum)

4. Development Plan

Description of Site. The Development is located on a 9.34 acre site in Wareham (the “Site”). The Site is surrounded by woodlands and is located just 0.25 miles from Route 6, a major local travel route with a variety of retail and commercial uses. It is also located approximately 3 miles from the I-495/I-195 interchange, which connects the area to the Greater Boston area to the north and Providence to the west. There are a number of grocery stores, gas stations and fast food restaurants in the local area, as well as several schools and a hospital 1.5 miles away.

Description of Existing or Proposed Building. The Development consists of 16 two-story buildings originally developed in 1972. Two of the buildings contain 16 one-bedroom units. The remaining 14 buildings contain two- and three-bedroom units. The Development includes a one-story community building with a management office, which was newly constructed in 2024. The Development also contains surface parking for 138 vehicles, a playground, a basketball court and a common area laundry room.

Description of Affordability Mix. The Development benefits from two project-based HAP contracts covering 97 of the 100 units. The remaining three units are unrestricted and leased at market rents.

1. The Project-Based Section 8 HAP Contract (the “Section 8 Contract”) covers 78 units and remains in effect through July 2033. In connection with the proposed refinancing, the borrower will terminate the existing Section 8 Contract and execute a new contract for 20 years pursuant to Option One-B, Mark-Up-To-Market of the Section 8 Renewal Policy Guidebook. The new contract will include a preservation tail equal to the remaining number of years on the current Section 8 Contract (seven), thus extending the affordability term until 2053.
2. The Project-Based Voucher HAP Contract (the “PBV Contract”) covers an additional 19 units. The current PBV Contract runs through April 2029. Ownership has executed two extensions with the contract administrator, providing for continued PBV assistance through April 2054.

Site Control. The borrower holds a fee simple interest in the Development.

Transaction Overview. Rockport Mortgage Corporation (“Rockport”) is requesting FHA mortgage insurance in the amount of \$23,865,000. Loan proceeds will be used to repay the outstanding MassHousing loan of \$8,178,175, fund \$810,332 of repairs, fully fund the replacement reserves, pay transaction costs, and fund an equity takeout of \$13,192,223.

MassHousing Debt. The Development is currently in the MassHousing portfolio with the following debt:

Loan	Maturity Date	Interest Rate	Estimated Unpaid Balance at Closing
70-120-03	7/1/2054	5.5%	\$6,810,523
70-120-06	7/1/2054	5.5%	\$1,336,271

5. Borrower Team

Mortgagor Entity: Riverview Village

A sole-asset, single-purpose entity formed for the purpose of owning and operating the Development.

Developer / Sponsor: HK Management LLC (“HallKeen”)

Founded in 1991, HallKeen has 35 years of experience in multi-family, assisted living, and mixed-use properties. HallKeen specializes in the acquisition, development, and/or management of affordable, conventional and mixed-income housing. HallKeen’s acquisition and development focus has covered a broad spectrum of affordable housing in New England, ranging from the fee purchase of Class B market-rate properties to inner city Section 8 properties, and to developing mixed-income new construction housing. The Agency’s most recent experience with HallKeen was on Ticcoma Green in 2025.

General Partner / Managing Member: HK Guilford GP, Inc.

MAP Lender Partner: Rockport Mortgage Corporation

MassHousing and Rockport Mortgage Corporation (the “MAP Lender Partner”) have entered into a Consultant Agreement (the “Agreement”) defining the relationship between MassHousing and the MAP Lender Partner regarding the origination, underwriting, and closing of FHA-insured loans. HUD consented to the Agreement and business relationship under a waiver granted to MassHousing on June 13, 2014 (the “HUD Waiver”). In agreeing to waive certain requirements of the Multifamily Accelerated Processing (“MAP”) Guide, including permitting MassHousing to refinance its balance sheet debt under the terms of the Agreement, HUD imposed certain restrictions prohibiting MassHousing’s involvement in the underwriting of the FHA-insured loan transactions to be made by MassHousing under such Agreement. Subsequent to MassHousing’s receipt of the HUD Waiver, the Members authorized the MAP/Ginne Mae Multifamily Joint Venture Lending Initiative (the “Initiative”) on November 12, 2014.

Under the terms and conditions of the HUD Waiver, and in accordance with the Agency-approved Initiative guidelines and closing conditions, the MAP Lender Partner worked directly with the borrower to underwrite the new mortgage loan and apply to the local HUD office for

FHA mortgage insurance. The MAP Lender Partner is responsible for ensuring that all applicable FHA and MAP requirements have been satisfied, and HUD will determine that the New Loan is an acceptable risk. MassHousing will rely solely on HUD's determination that the new loan is an acceptable risk, and MassHousing has not and will not conduct any internal assessment to confirm this determination. MassHousing will enter into an agreement with the MAP Lender Partner to accept the assignment of the HUD Firm Commitment at loan closing, and MassHousing will, at closing, make the New Loan to the Borrower. MassHousing will issue a Ginnie Mae Mortgage Backed Security ("MBS") to fund the new loan.

Management Company: HK Management LLC ("HallKeen").

HallKeen is a leading property management company with 33 years of experience in multi-family, assisted living, and mixed-use properties. HallKeen's current portfolio includes more than 8,600 apartments spanning throughout New England, New York, Virginia, North Carolina, Florida and Maryland and includes 16 assisted living communities. While retaining prime focus on affordable housing, HallKeen manages a diverse portfolio of residential housing, mixed-use properties and assisted living communities. HallKeen is staffed by a group of dedicated, experienced, and highly motivated individuals. There are over 50 employees working at the central office in Norwood, and more than 1,000 employees working at the various sites.

6. Summary of MassHousing-Sponsor Relationship			
	<i>Recorded</i>	<i>Committed</i>	<i>Total</i>
Number of Projects with MassHousing Debt	8	2	10
Total Units with MassHousing Debt	925	64	989
Outstanding MassHousing Principal Debt	\$109,253,334	\$14,640,000	\$123,893,334
Number of Projects with MassHousing Conduit Financing	0		
MassHousing Conduit Loans are Compliant with Program Rules	N/A		
Adverse Actions Against the Borrower Team	No		
Current on Obligations with MassHousing	Yes		
Property Management Affiliate	Yes, HK Management LLC manages properties in the Sponsor's portfolio and offers management services outside the portfolio		

MassHousing Staff	
Origination	Tai Pope, Originator Matt Deych, Analyst
Underwriting	John Collins, Underwriter
Asset Management	Mildred Mukasa, Portfolio Manager Megan Delsignor, Asset Manager

7. Unit Mix

Unit Size	Total Units	Project-Based Section 8*		PBV*		Unrestricted		Market Comp Rent
		Count	Rent	Count	Rent	Count	Rent	Rent
1 BR	16	15	\$2,400	1	\$2,247	-	-	\$2,290
2 BR	72	55	\$3,100	15	\$2,827	2	\$2,635	\$2,650
3 BR	12	8	\$3,550	3	\$3,418	1	\$2,107	\$3,225
Total	100	78		19		3		

*PBV rents are underwritten at the lower of the contract rents or the appraiser’s market rents.

8. Operating Overview

See Section 11. First Year Income and Expenses

9. Project Costs

N/A

10. Sources and Uses

The Sources and Uses set forth in this memorandum are estimates based on the MAP Lender Partner application to HUD. HUD reserves the right to change these amounts prior to issuing its Firm Commitment, and the final Sources and Uses (including the final loan amount) will be determined by HUD and the MAP Lender Partner, subject to the limitation that the final amount of the New Loan shall not be more than \$32,220,585 nor less than \$15,513,615.

Sources	
New First Mortgage	\$23,867,100
Existing Reserves	\$325,391
Total:	\$24,192,491

Uses	
Existing Indebtedness – Including Prepayment Fee	\$8,178,175
Repairs	\$810,332
General Development	\$876,403
Initial Deposit to Replacement Reserve	\$1,055,000
Assurance of Completion Escrow	\$80,358
Equity Takeout	\$13,192,223
Total:	\$24,192,491

11. First Year Income and Expenses

Income		
Rental Income – Project-Based Rental Subsidy		\$3,090,864
Rental Income – Unrestricted		\$88,524
Gross Potential Residential Income		\$3,179,388
Vacancy – Project-Based Rental Subsidy	3.0%	(\$92,726)
Vacancy – Unrestricted	3.0%	(\$2,656)
Gross Residential Income		\$3,084,006
Other Income – Laundry		\$12,998
Effective Gross Income		\$3,097,004
Expenses		
Residential Operating Expenses		\$1,321,766
Net Operating Income		\$1,775,238
Debt Service		(\$1,597,710)
Cash Flow		\$177,528

Debt Service Coverage	1.11
Operating Expenses Per Unit	\$13,218

12. Analysis of Lender Narrative

Valuation: The appraiser's concluded market value estimate of \$33,600,000 (\$336,000 per unit) represents a reconciliation between the income approach value of \$33,700,000 and the sales comparison value of \$33,500,000. The cost approach was determined not applicable due to the age and type of this property.

The income approach to value is based on the appraiser's concluded capitalization rate of 5.50% and NOI of \$1,855,412. The requested loan amount of \$23,867,100 results in a 71% LTV against the concluded market value of \$33,600,000.

Repairs: Repairs total \$810,332 (\$8,103 per unit) and include ADA parking space modifications, creation of an accessible route to the playground, mail kiosk, dumpsters, basketball court and community building, installation of audio/visual alarms in two units, lowering of upper cabinetry in common area kitchen and conversion of five units to become UFAS compliant. Other repairs consist of asphalt parking lot seal coating and crack sealing, restriping the parking lot, replacement of chain-link fencing, resurfacing the basketball court, replacing the basketball hoops, replacement of corroded copper piping for the hot water storage tank in buildings 3 and 6, and sewer jetting.

Deferred Critical Repairs: The submission package includes a waiver request to defer some accessibility-related critical repairs and address UFAS and ADA deficiencies within five units and improving accessible pathways throughout the property. The exterior accessible path improvements must be performed during appropriate weather conditions and cannot be reasonably completed during the winter months. Deferring this repair also allows Ownership to better plan the required tenant relocations, minimizing resident disruption and limiting the duration of displacement. All work will be completed within four months of closing and will be subject to ongoing oversight to ensure timely completion. The Assurance of Completion escrow and Equity Holdback, discussed next, provide surety for this request.

Capitalized Reserves:

- Assurance of Completion Escrow in the amount of \$80,358 is equal to 10% of the total repairs. MassHousing will monitor the non-critical repair work and administer the escrow on behalf of HUD. The Assurance of Completion Escrow will be released to the Borrower upon completion of the escrowed repair work. Completion of work is expected within 12 months of closing.
- Initial Deposit to Replacement Reserves in the amount of \$1,055,000, the amount needed to fully fund the replacement reserve in accordance with MAP Guide requirements.

Equity Holdback: An equity holdback in the amount of \$160,716 will be held until the completion of all repairs, at which time it will be released to the borrower.

13. Low-Income Housing Tax Credits

N/A

Woods at Wareham VOTES AND FINDINGS

PROPOSALS AND VOTES

Staff proposes the following votes for approval:

VOTED: To approve the findings and determinations set forth below and to authorize the Massachusetts Housing Finance Agency (“MassHousing”) (1) to accept the assignment from Rockport Mortgage Corporation of a HUD Firm Commitment to provide mortgage insurance through the Federal Housing Administration pursuant to Section 223(f) of the National Housing Act for a first mortgage loan in the approximate amount of \$23,867,100 or such other amount as evidenced in the HUD Firm Commitment, subject to the limitation that the final amount of such loan shall not be more than \$32,220,585 nor less than \$15,513,615 to Riverview Village (the “Borrower”) for Woods at Wareham and (2) to make the FHA-insured first mortgage loan to the Borrower in the approximate amount of \$23,867,100 (the “New Loan”), subject to the limitation that the final amount of such loan shall not be more than \$32,220,585 nor less than \$15,513,615 on terms acceptable to MassHousing, in compliance with the terms of the Prepayment Approval for MassHousing Multifamily Mortgages adopted by the Agency on October 14, 2014 and subject to MassHousing’s General Closing Conditions for loans made under MassHousing’s MAP/Ginnie Mae Multifamily Joint Venture Lending Initiative approved by the Board on November 12, 2014.

FURTHER VOTED: That the Massachusetts Housing Finance Agency, acting through its officers duly authorized pursuant to the Government National Mortgage Association Resolution of Board of Directors and Certificate of Authorized Signatories approved by the Agency, is hereby authorized and directed to do all acts and things, and to execute and deliver any and all documents, certificates, securities and instruments necessary or desirable to effectuate the funding of a first mortgage loan insured by the U.S. Department of Housing and Urban Development, acting through the Federal Housing Commissioner, under Section 223(f) of the National Housing Act, to the Borrower for Woods at Wareham.

STATUTORY FINDINGS AND DETERMINATIONS

Statutory Findings:

The Loan will be financed under the provisions of Section 5 of MassHousing's enabling act, Chapter 708 of the Acts of 1966, as amended (the "Act"). Pursuant to Section 5(g) of the Act, staff makes the following findings for the proposed Development:

1. The affordability of rents for 20% of the units:

97 units (97%) in the Development will be affordable to low-income persons and families, as specified in the Act, at the adjusted rentals shown in the rent schedule below.

2. Shortage of Affordable Housing Units in the Market Area

The market needs data reflects the information available to A&M staff as of the date of collection January 20, 2026. Further, the reader is cautioned and reminded that any observations, comparisons, and/or conclusions are based on the data as of the indicated collection date.

In-house data for larger market and mixed-income complexes (1,086 approximate units in the area revealed a strong market, with increasing rental and occupancy rates over the past three years. Current occupancy rates of the six developments reviewed averaged approximately 96.4% and ranged between 93% and 96%. One of the comparables was offering a concession of up to 2 months free rent. The subject property has been operated as subsidized family development since 1972 and based on historic data the development and has average a vacancy rate of 1.196 over the last five years.

1st Qtr. 2026 CoStar data for the subject's South Plymouth County (10,224 units) has an overall vacancy rate at 3.6% YTD, which is a decrease of .74% from one year ago. CoStar data for the Boston market 297,529 units) has an overall vacancy rate of 6.6% YTD, which is an increase of .87% from one year ago. The South Plymouth county submarket vacancy rate is projected to decrease to 4.4% over the next five years, while the Boston market is projected to decrease to 6.3%.

CoStar, submarket data for the 4-5 Star building type (2,942 units) indicates a 1st Qtr. 2026 vacancy rate of 4.5% and an average asking rent of \$2,770, while submarket data for the subject's 3 Star building type (3,368 units) indicates a 1st Qtr. 2026 vacancy rate of 3.8% at an average asking rent of \$2,418 and 1-2 Star buildings(3,914 units) indicates a 1st Qtr. 2026 vacancy rate of 2.6% at an average asking rent of \$1,972. The development with its amenities, more closely reflects the 3 Star building type, and is reflected in both the vacancy rate and market rent potential.

According to the Department of Housing and Community Development's (DHCD) Chapter 40B Subsidized Housing Inventory (09/30/25), the town of Wareham has 10,806 year-round housing units, 972 (9.0%) of which are subsidized for low/moderate income households.

The Wareham Housing Authority (WHA) owns/operates 143 units of State public housing (104 elderly/disabled). Per the Wareham Housing Authority, they maintain 6,907 households on their public housing wait lists. Per the Wareham Housing Authority, they do not administer a tenant-based assistance program (e.g. Housing Choice Vouchers).

U.S. Census data from the 2019-2023 American Community Survey (ACS) indicates that of the 10,458 households in the Town of Wareham, approximately 82.9% earned less than the HUD published 2025 AMI (\$160,900), approximately 48.8% earned less than 50% of 2025 AMI, approximately 56.1% earned less than 60% of the 2025 AMI and approximately 70.5% earned less than 80% of the 2025 AMI.

3. Inability of Private Enterprise Alone to Supply Affordable Housing

MassHousing staff has completed an analysis of the market rate rents, as defined by Agency statute, which absent MassHousing financing, would be required to support the development and operations of the Development. Based on the substantial difference between these market rents (shown in the Rent Schedule below) and the rents for this project, MassHousing staff finds that private enterprise alone cannot supply such housing.

4. No Undue Concentration of Low-income Households

The financing herein proposed will change neither the current income mix of the Development nor that of its surrounding locality.

5. Elimination or Repair of Unsafe or Unsanitary Dwelling Units

As evidenced by data cited in Finding No. 2 above, there is an acute shortage of decent, safe, and sanitary housing available to low-income persons and families in the general housing market area of the Development. Although staff is not aware of units within the same market area that require demolition or compulsory repair, by preserving the affordable housing proposed here, those in need of affordable housing will not be forced to accept residence in substandard units. So long as the acute shortage of affordable housing persists, actions of public agencies to increase the supply of affordable housing will reduce the market forces that allow unsafe and unsanitary units to persist. In addition, MassHousing, through its administration of housing programs, and other public agencies (e.g., local enforcement of building codes), continue to require repair of substandard units as such units are identified.

Rental Determinations:

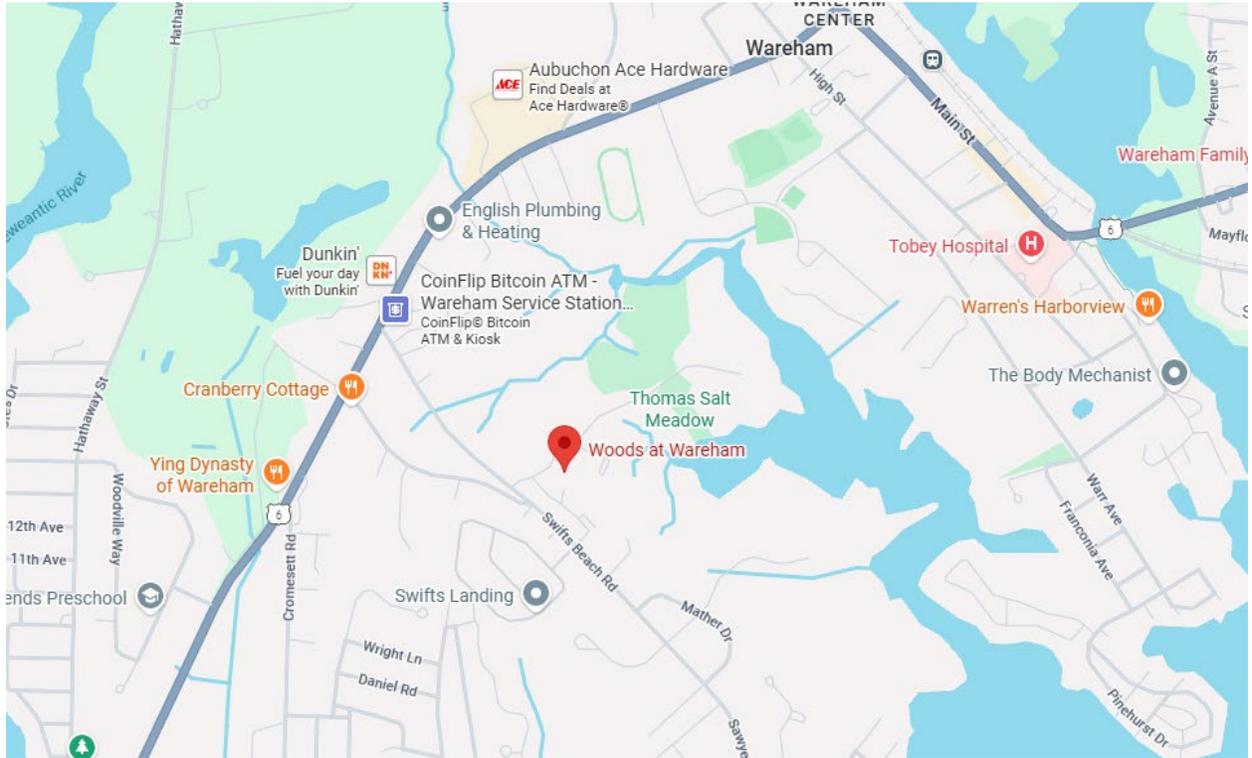
Pursuant to Section 6(a) of the Act, MassHousing makes the following rental determinations for units within the proposed Development:

Rent Schedule:

Number of Bedrooms	1	2	3
Number of Units	16	72	12
Net SF/Unit	629	880	1,050
Elev./Non-Elev.	Non-Elev.	Non-Elev.	Non-Elev.
Market Rate Rent (10% Rate 20 Year Term))	\$3,260	\$3,622	\$4,104
MHFA Below Market Rent (Cost-Based Rent)	\$2,287	\$2,650	\$3,132
MHFA Adjusted Rent	30% of 80% of AMI		
Underwriting Rents			
Section 8 PBV	\$2,290	\$2,650	\$3,225
PBV	\$2,247	\$2,650	\$3,225
Unrestricted		\$2,635	\$2,107

Based on this information, MassHousing staff finds that a significant need exists for the type of development proposed here, that private enterprise alone cannot supply such housing, and that the financing of the Development will not create or contribute to an undue concentration of low-income persons or adversely impact other housing in the area.

MAP AND PICTURES





Loan Commitment Proposal | February 10, 2026

Woods at Wareham

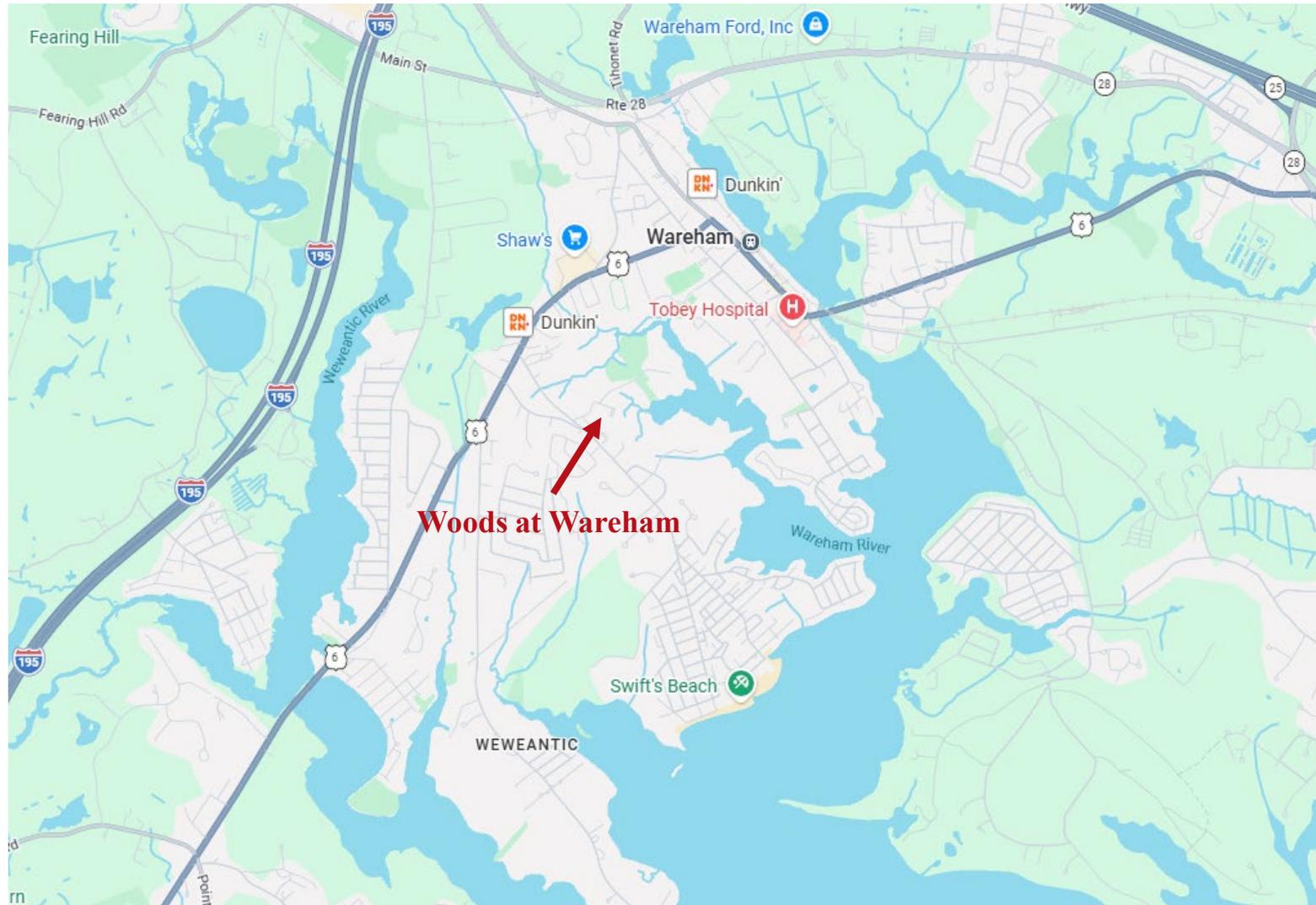


Location	Wareham
Sponsor	HK Management LLC
Transaction Type	Preservation
Funding Type	Current (Permanent only)
Execution Type	Taxable MAP JV 223(f)
Credit Enhancement	HUD-Insured with 1% credit risk
MH Risk Rating	Financial: A Physical Condition: A Compliance: A
Total Rental Units	100
Affordability Mix	97 Affordable 3 Unrestricted

Deal Team Members

Origination	Tai Pope, Matt Deych
Underwriting	John Collins
Asset Management	Megan Delsignor

Woods at Wareham



Borrower Team

Mortgagor Entity	Riverview Village
Developer / Sponsor	HK Management LLC
General Partner / Managing Member	HK Guilford GP, Inc.
MAP Lender Partner	Rockport Mortgage Corporation
Management Company	HK Management LLC

Unit Mix

Unit Size	Total Units	Project-Based Section 8*		PBV*		Unrestricted		Market Comparison
		<i>Count</i>	<i>Rent</i>	<i>Count</i>	<i>Rent</i>	<i>Count</i>	<i>Rent</i>	
1BR	16	15	\$2,400	1	\$2,247	-	-	\$2,290
2BR	72	55	\$3,100	15	\$2,827	2	\$2,635	\$2,650
3BR	12	8	\$3,550	3	\$3,418	1	\$2,107	\$3,225
Total	100	78		19		3		

*PBV rents are underwritten at the lower of the contract rents or the appraiser’s market rents.

Sources and Uses

Sources	
New First Mortgage	\$23,867,100
Existing Reserves	\$325,391
Total:	\$24,192,491

Uses	
Existing Indebtedness – Including Prepayment Fee	\$8,178,175
Repairs	\$810,332
General Development	\$876,403
Initial Deposit to Replacement Reserve	\$1,055,000
Assurance of Completion Escrow	\$80,358
Equity Takeout	\$13,192,223
Total:	\$24,192,491

Lender Narrative Analysis

- Valuation
- Repairs
- Deferred Critical Repairs
- Capitalized Reserves
- Equity Holdback

Recommended Votes

- Approval to accept assignment of a HUD-issued Firm Commitment for FHA insurance
- Commitment of a first mortgage loan
- Approval to financing the New Loan through the issuance of a Ginnie Mae MBS

Delinquency Summary Report



Jan 31, 2026

**Delinquencies in Excess of: \$1,000
Monthly Billed Loans**

Program Type	Principal Program Detail	Number of Developments	Project Outstanding Loan Amount	Developments Delinquent	Delinq Outstanding Loan Amount	Pct \$ Delinq Loans	Pct # Delinquent Loans
INDEP	Options for Independence	12	\$174,352	0	\$0	0.00%	0.00%
INDEP - Total		12	\$174,352	0	\$0	0.00%	0.00%
OTHER	Other Subordinate Only	1	\$962,518	0	\$0	0.00%	0.00%
OTHER - Total		1	\$962,518	0	\$0	0.00%	0.00%
SECT8PBCA	Project Based Section 8	178	\$3,086,292,230	0	\$0	0.00%	0.00%
SECT8PBCA - Total		178	\$3,086,292,230	0	\$0	0.00%	0.00%
SECT8VOUCH	Project Based Section 8 Vouchers	32	\$488,354,829	0	\$0	0.00%	0.00%
SECT8VOUCH - Total		32	\$488,354,829	0	\$0	0.00%	0.00%
SHARP	SHARP/ RDAL	3	\$42,980,685	0	\$0	0.00%	0.00%
SHARP - Total		3	\$42,980,685	0	\$0	0.00%	0.00%
TAXCREDIT	Tax Credit (4% and/or 9%)	171	\$1,551,463,394	2	\$55,730,375	3.59%	1.17%
TAXCREDIT - Total		171	\$1,551,463,394	2	\$55,730,375	3.59%	1.17%
UNSUB	Un-Subsidized	24	\$345,440,063	0	\$0	0.00%	0.00%
UNSUB - Total		24	\$345,440,063	0	\$0	0.00%	0.00%
WORKFORCE	Workforce Housing	10	\$142,373,623	0	\$0	0.00%	0.00%
WORKFORCE - Total		10	\$142,373,623	0	\$0	0.00%	0.00%
		6	\$149,927,332	0	\$0	0.00%	0.00%
- Total		6	\$149,927,332	0	\$0	0.00%	0.00%
Overall - Total		437	\$5,807,969,024	2	\$55,730,375	0.96%	0.46%

Delinquency Detail



Jan 31, 2026
Delinquencies in Excess of: \$1,000

Tax Credit (4% and/or 9%)

Principal Program Code	Project Id - Development Name	City/Town	Total Rental Units	Project Outstanding Loan Amount	Total Due & Uncollected	Past Due Installments
TAXCREDIT	16-004 Pac 10 Lofts, Phase One	Lawrence	180	\$33,825,580	\$19,781,401	37
	17-042 Worcester Courthouse	Worcester	118	\$13,638,500	\$8,181	1
	20-110 2147 Washington	Boston - Roxbury	62	\$10,000,000	\$13,300	1
Overall - Total			360	\$57,464,080	\$19,802,882	

Delinquency Detail by Investor



Jan 31, 2026
Delinquencies in Excess of: \$1,000

Investor Segment	Segment Code	Investor Segment	Investor Pool	Loan Nbr	Project Id - Development Name	Total Rental Units	Original Loan Amt	Outstanding Loan Amt	Total Due & Uncollected - Delinquent	Past Due Installments
Escrow Division/Working Capital Fund	W001	Working Capital Fund	WCF Corporate	16-004-02	16-004 Pac 10 Lofts, Phase One	180	\$18,000,000	\$16,057,580	\$16,105,146	1
				20-110-01	20-110 2147 Washington	62	\$10,000,000	\$10,000,000	\$26,600	1
Housing Bond Resolution	B001	Housing Bond Resolution	HOUSING BOND RES 2017D	16-004-01	16-004 Pac 10 Lofts, Phase One	180	\$11,100,000	\$11,100,000	\$2,296,625	37
			HOUSING BOND RES 2019A	17-042-01	17-042 Worcester Courthouse	118	\$12,200,000	\$11,733,706	\$0	0
			HOUSING BOND RES 2022A-1	16-004-01	16-004 Pac 10 Lofts, Phase One	180	\$6,668,000	\$6,668,000	\$1,379,630	37
			HOUSING BOND RES 2022B	17-042-02	17-042 Worcester Courthouse	118	\$2,000,000	\$1,904,795	\$8,181	1
Overall - Total						360	\$59,968,000	\$57,464,080	\$19,816,182	